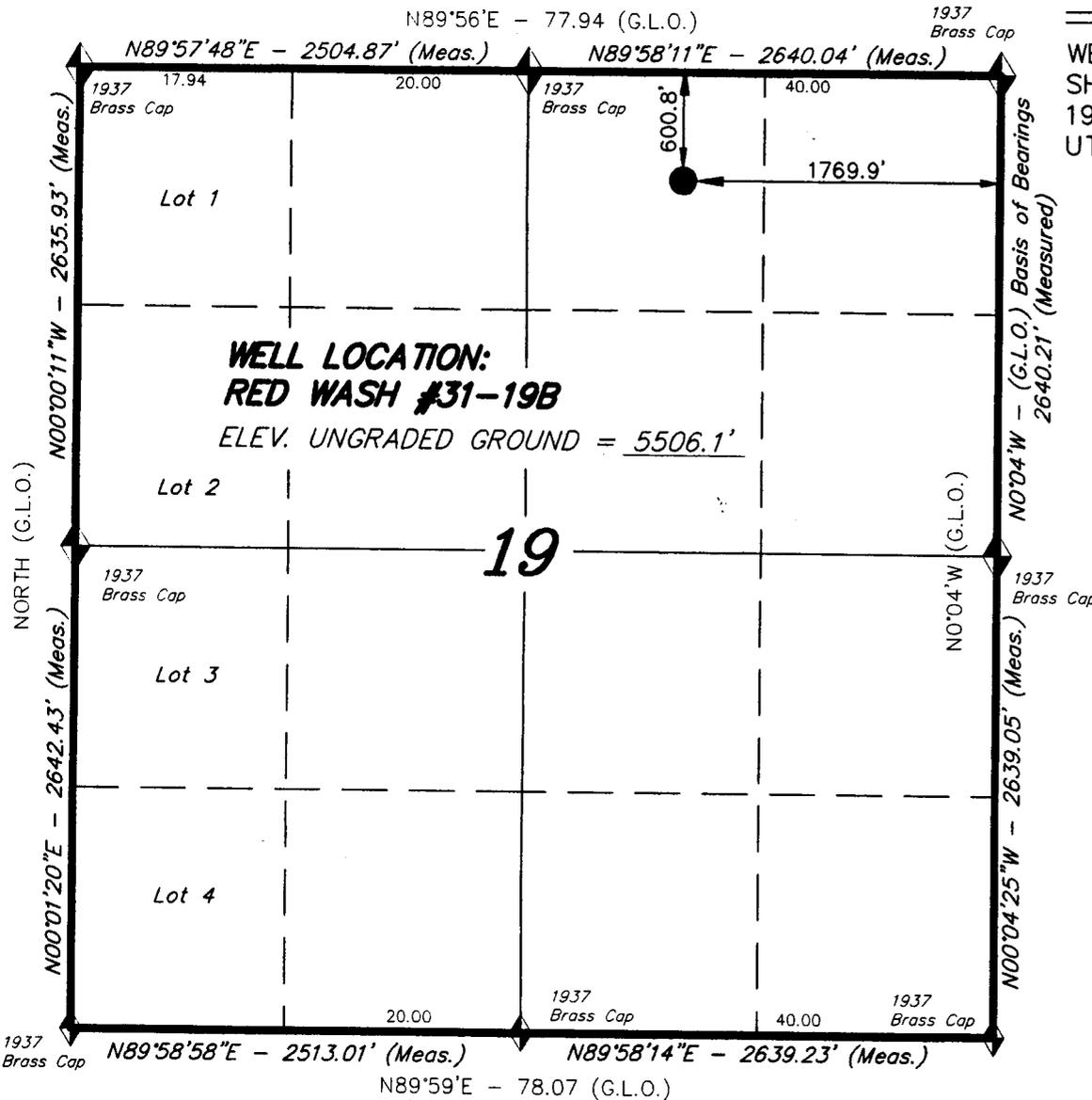


T7S, R23E, S.L.B.&M.

SHENANDOAH ENERGY, INC.

WELL LOCATION, RED WASH 31-19B, LOCATED AS SHOWN IN THE NW 1/4 NE 1/4 OF SECTION 19, T7S, R23E, S.L.B.&M. UTAH COUNTY, UTAH.



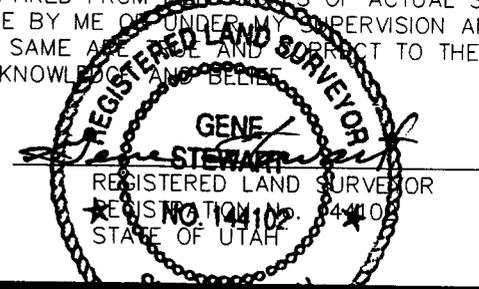
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APR 21 2000

DIVISION OF
OIL, GAS AND MINING



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



TRI STATE LAND SURVEYING & CONSULTING

38 WEST 100 NORTH - VERNAL, UTAH 84078

(435) 781-2501

SCALE: 1" = 1000'	SURVEYED BY: C.D.S.
DATE: 3/31/00	WEATHER: FAIR
DRAWN BY: B.J.S.	FILE #

◆ = SECTION CORNERS LOCATED

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

DRILLING PROGRAM

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**DIVISION OF
OIL, GAS AND MINING**

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

All lease and/or unit operations will be conducted in such a manner that full compliance is made with applicable laws, regulations (43 CFR 3100), Onshore Oil and Gas No. 1, and the approved plan of operations. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished the field representative to insure compliance.

1. Formation Tops

The estimated tops of important geologic markers are as follows:

<u>Formation</u>	<u>Depth</u>	<u>Prod. Phase Anticipated</u>
Uinta	Surface	
Green River	3174'	
Mahogany Ledge	3979'	
Mesa	5788'	
TD (Green River)	5963'	Oil

2. Anticipated Depths of Oil Gas Water and Other Mineral Bearing Zones

The estimated depths at which the top and bottom of the anticipated water, oil, gas. Or other mineral bearing formations are expected to be encountered are as follows:

<u>Substance</u>	<u>Formation</u>	<u>Depth</u>
Oil/Gas	Green River	5963'

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

All water shows and water-bearing sands will be reported to the BLM in Vernal, Utah. Copies of State of Utah form OGC-8-X are acceptable. If no flows are detected, samples will be submitted to the BLM along with any water analyses conducted.

3. Anticipated Bottom Hole Pressures

Maximum anticipated bottom hole pressure equals approximately 2385.2 psi.

MULTI-POINT SURFACE USE & OPERATIONS PLAN

SHENANDOAH ENERGY INC.
RED WASH #31-19B
NW NE SEC. 19, T7S, R23E
UINTAH COUNTY, UTAH

See attached maps
Topo map A- Location
Topo map B- Proposed Access road
Topo map C- Location of wells within a one mile radius
Topo map D- Proposed pipeline

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APR 21 2000

**DIVISION OF
OIL, GAS AND MINING**

Lessee's or Operator's Representative:

John Busch
Red Wash Operations Rep.
Shenandoah Energy Inc.
11002 East 17500 South
Vernal, Utah 84078
(435) 781-4341

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APR 21 2000

**DIVISION OF
OIL, GAS AND MINING**

Certification:

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil & Gas Orders, the approved plan of operations, and any applicable Notice to Lessees.

Shenandoah Energy Inc. will be fully responsible for the actions of their subcontractors.

A complete copy of the approved Application for Permit to Drill will be furnished to the field representative(s) to ensure compliance and shall be on location during all construction and drilling operations.

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently 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 Shenandoah Energy Inc. its' contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

John Busch

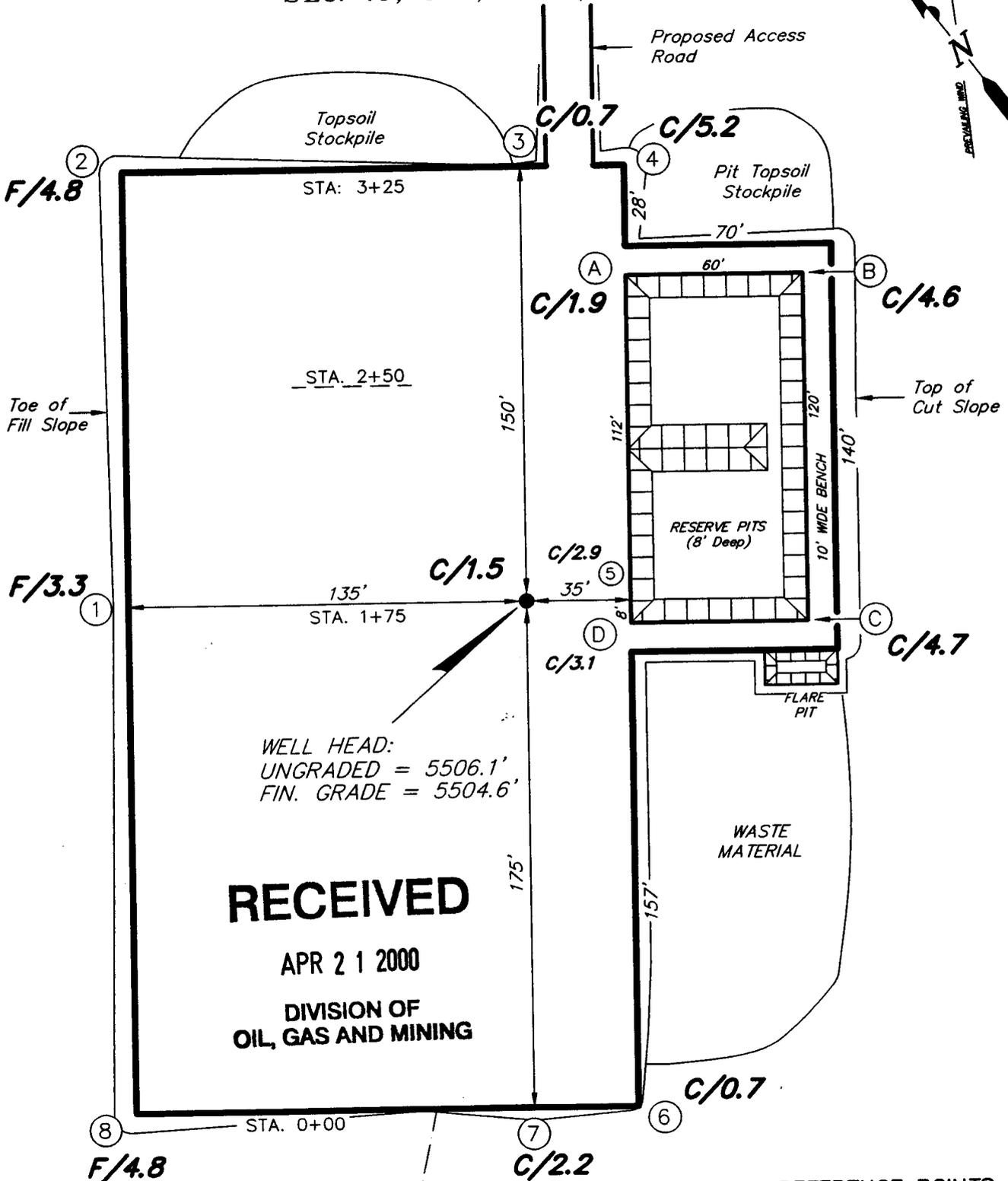
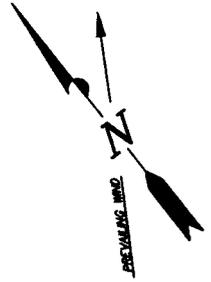
John Busch
Red Wash Operations Representative

April 19 2000

Date

SHENANDOAH ENERGY, INC.

RED WASH #31-19B
 SEC. 19, T7S, R23E, S.L.B&M.



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APR 21 2000

DIVISION OF
OIL, GAS AND MINING

REFERENCE POINTS

200' EAST = 5508.2'
 250' EAST = 5508.6'

SURVEYED BY: C.D.S.

SCALE: 1" = 50'

DRAWN BY: B.J.S.

DATE: 4/3/00

Tri State
Land Surveying, Inc.

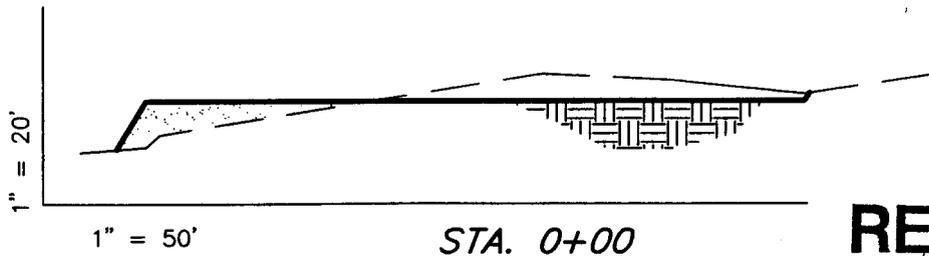
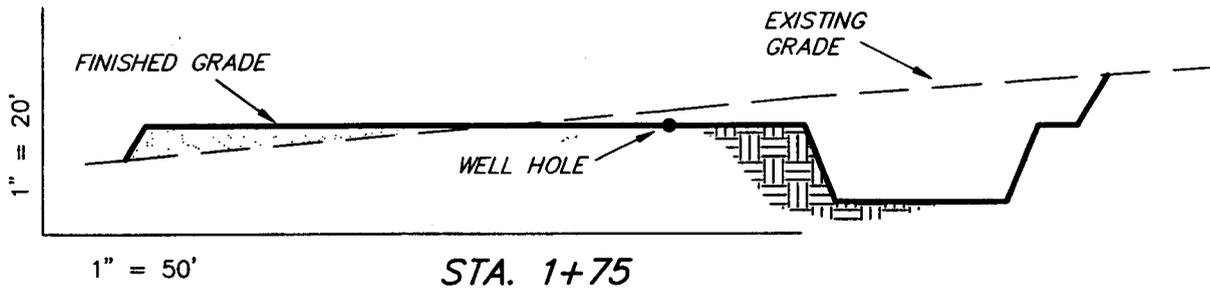
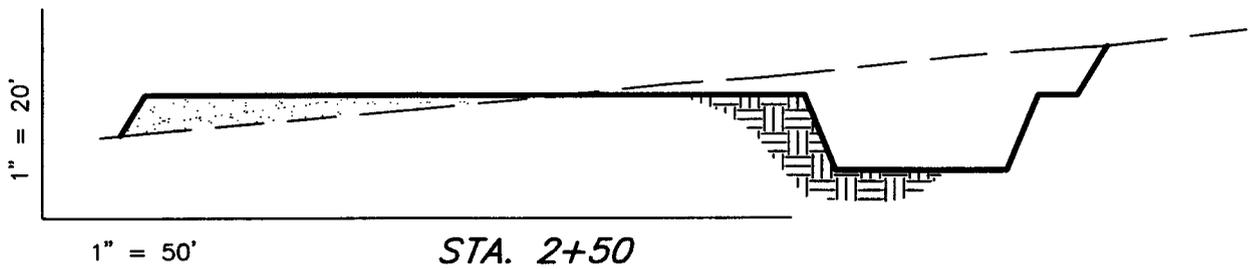
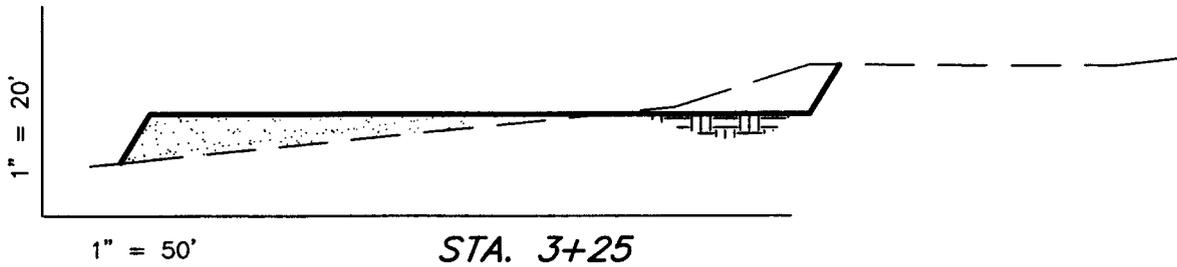
(435) 781-2501

38 WEST 100 NORTH VERNAL, UTAH 84078

SHENANDOAH ENERGY, INC.

CROSS SECTIONS

RED WASH #31-19B



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APR 21 2000

DIVISION OF
OIL, GAS AND MINING

APPROXIMATE YARDAGES

CUT = 2,700 Cu. Yds.

FILL = 2,700 Cu. Yds.

PIT = 1,630 Cu. Yds.

6" TOPSOIL = 1,200 Cu. Yds.

SURVEYED BY: C.D.S.

SCALE: 1" = 50'

DRAWN BY: B.J.S.

DATE: 4/3/00

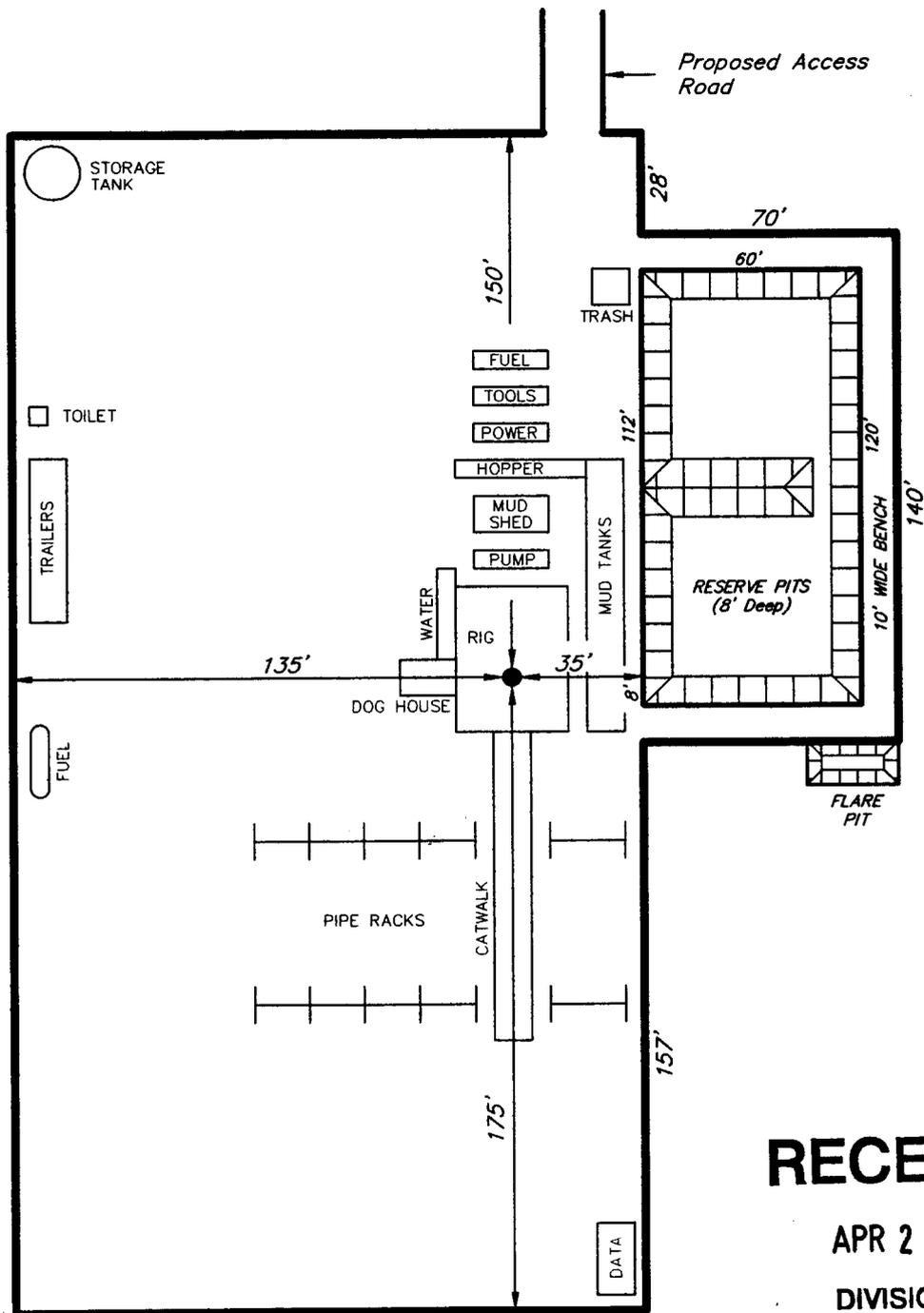
Tri State
Land Surveying, Inc.
38 WEST 100 NORTH VERNAL, UTAH 84078

(435) 781-2501

SHENANDOAH ENERGY, INC.

TYPICAL RIG LAYOUT

RED WASH #31-19B

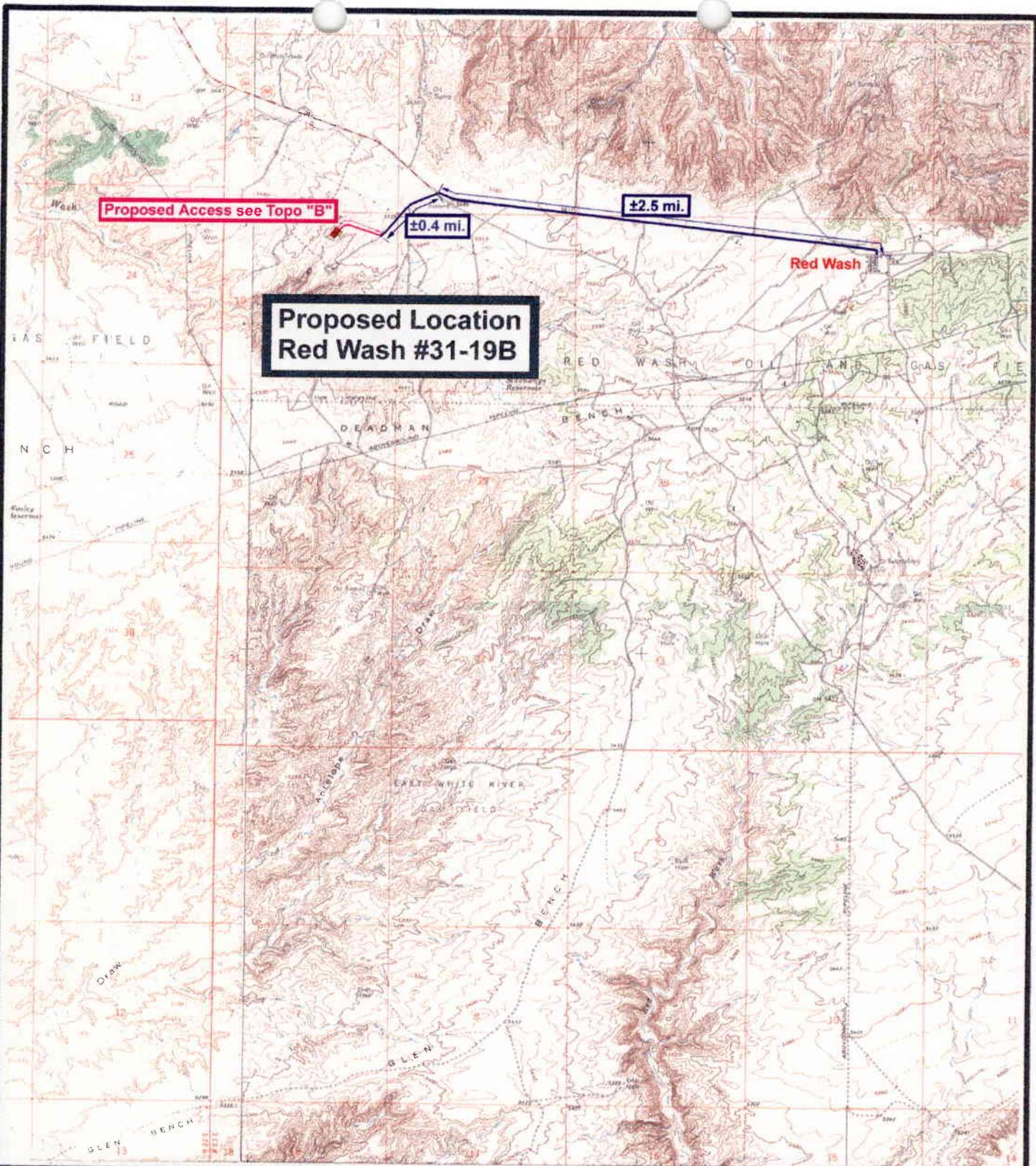


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APR 21 2000

DIVISION OF
OIL, GAS AND MINING

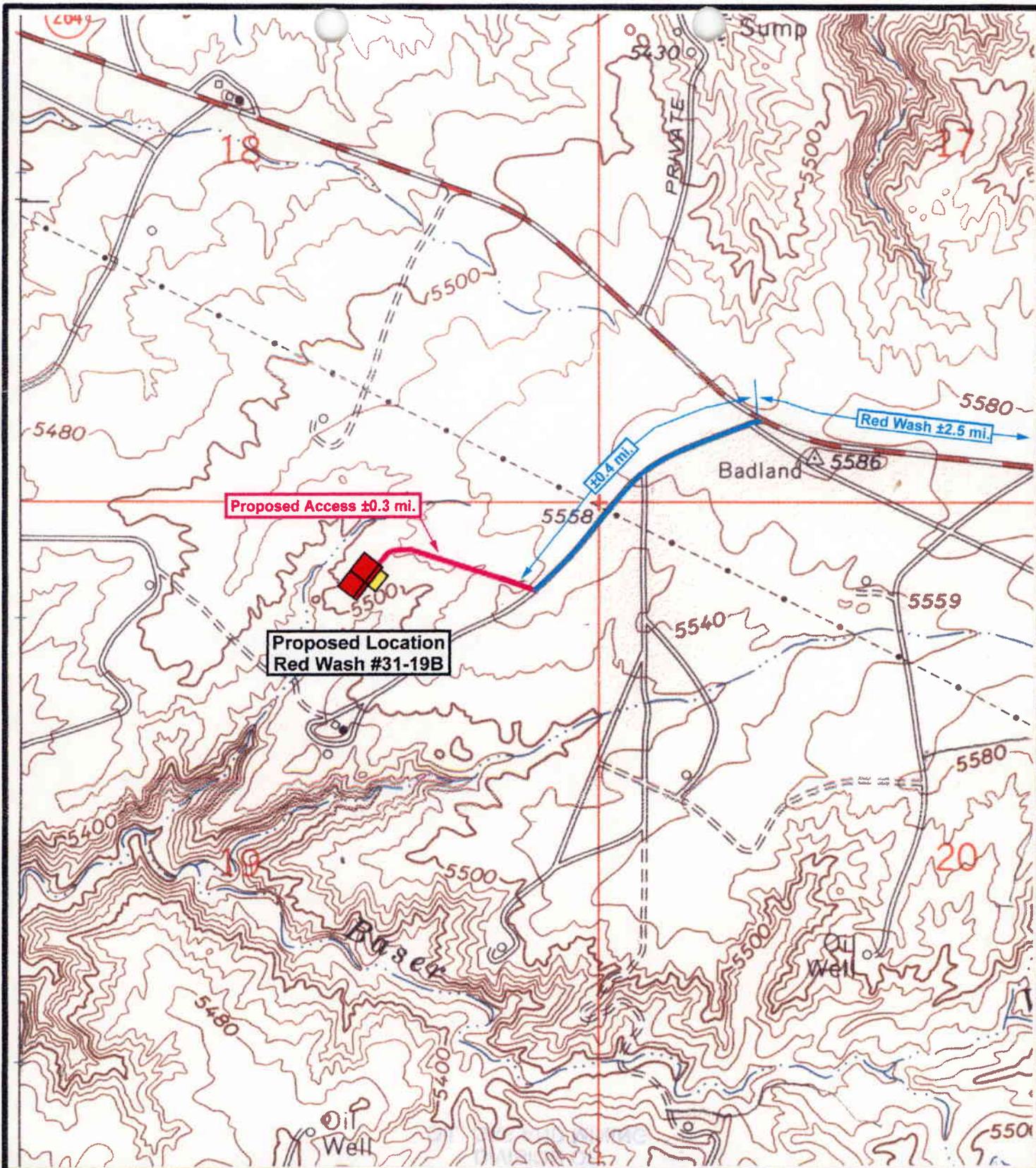
Tri State
Land Surveying, Inc.
(435) 781-2501
38 WEST 100 NORTH, VERNAL, UTAH 84078



SHENANDOAH ENERGY INC.
RED WASH #31-19B
SEC. 19, T7S, R23E, S.L.B.&M.
TOPOGRAPHIC MAP "A"



Drawn By: B.J.S.	Revision:
Scale: 1" = 4000'	File:
Date: 4/4/00	
Tri-State Land Surveying Inc. P.O. Box 533, Vernal, UT 84078 435-781-2501 Fax 435-781-2518	



SHENANDOAH ENERGY INC.

RED WASH #31-19B

SEC. 19, T7S, R23E, S.L.B.&M.



Drawn By: B.J.S.

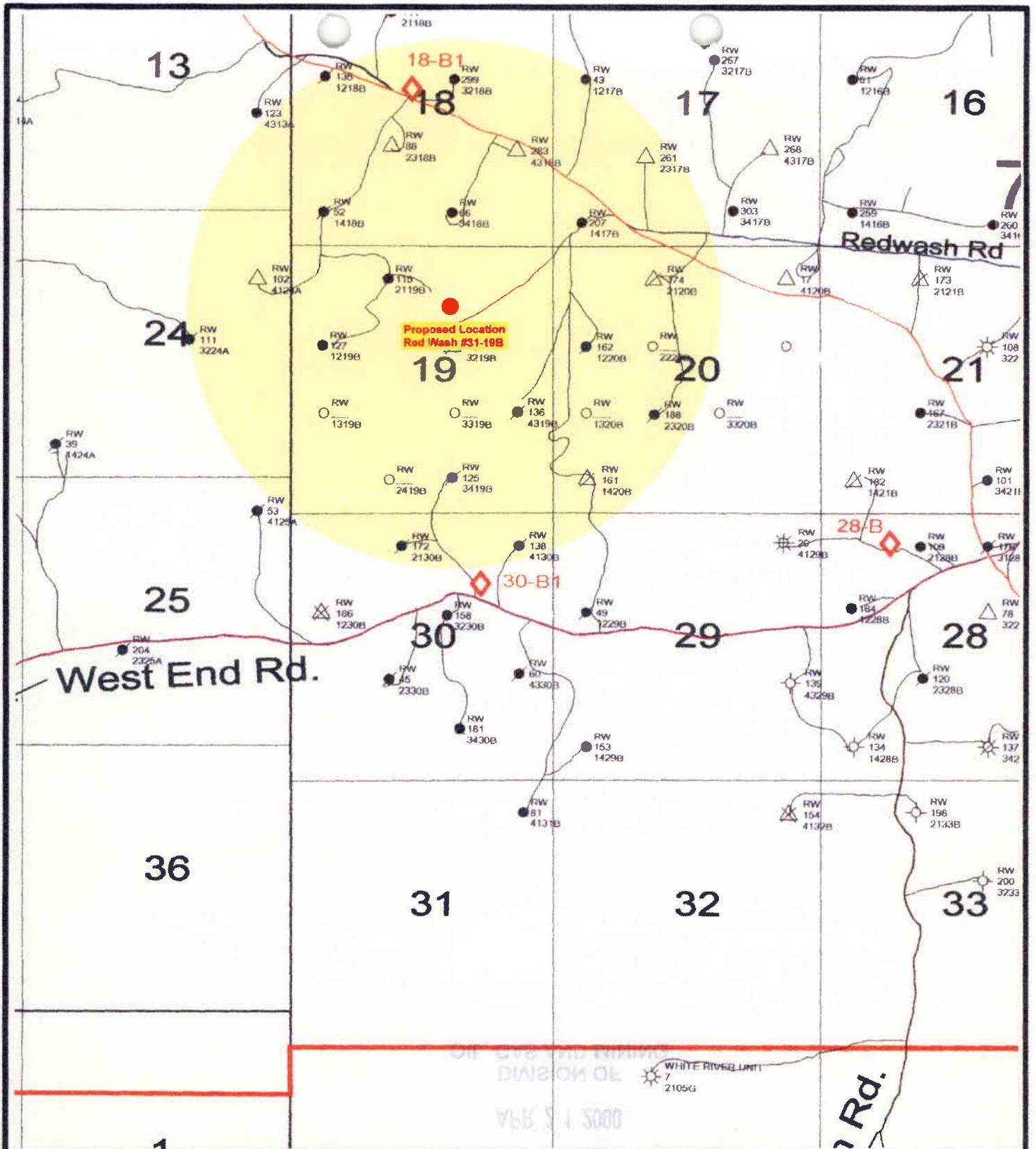
Revision:

Scale: 1" = 1000'

File:

Date: 4/4/00

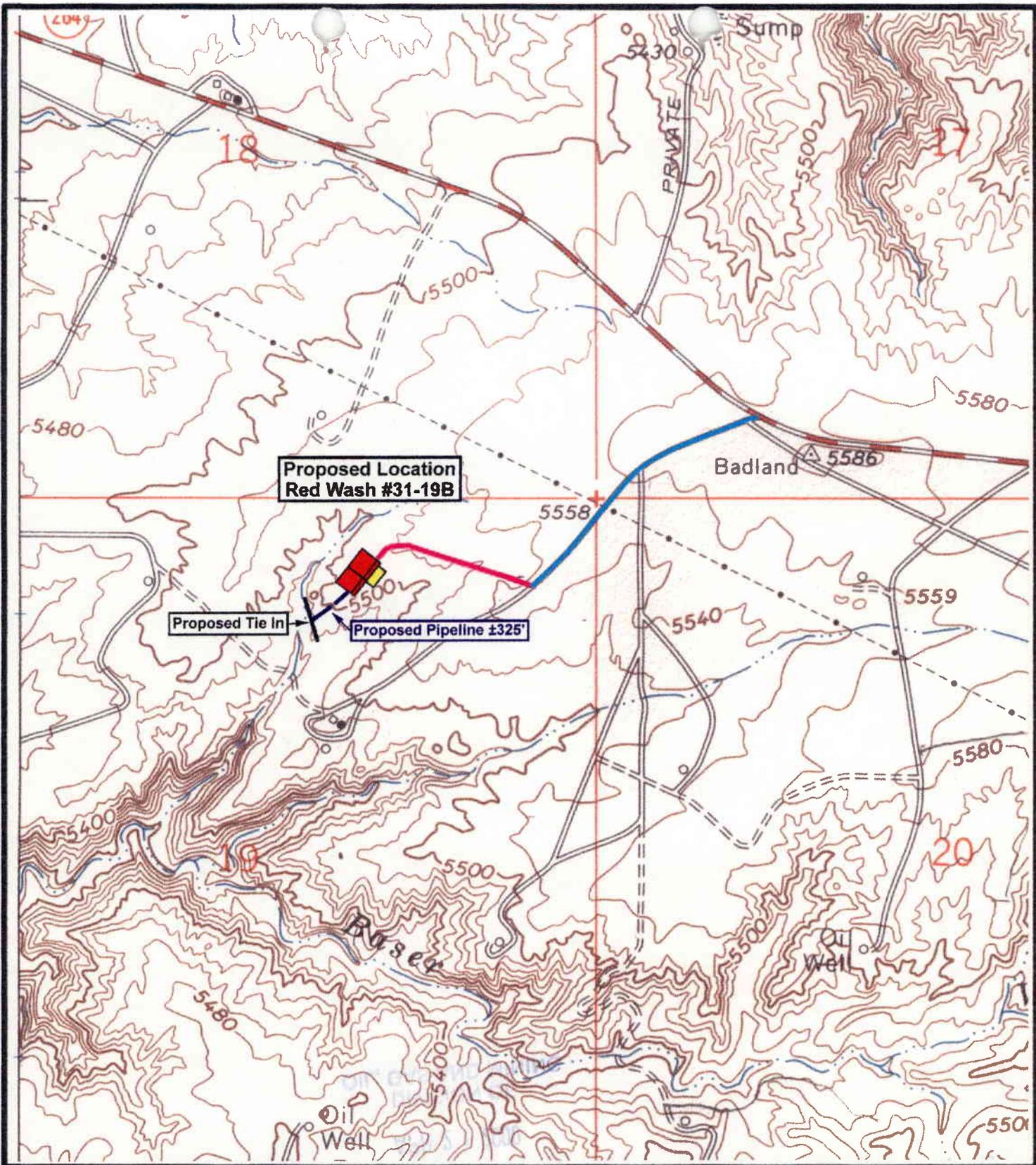
RECEIVED



SHENANDOAH ENERGY INC.
RED WASH #31-19B
SEC. 19, T7S, R23E, S.L.B.&M.
TOPOGRAPHIC MAP "C"



Drawn By: B.J.S.	Revision:
Scale: 1" = 2640'	File:
Date: 4/4/00	
Tri-State Land Surveying Inc. P.O. Box 533, Vernal, UT 84078 435-781-2501 Fax 435-781-2518	



SHENANDOAH ENERGY INC.

RED WASH #31-19B

SEC. 19, T7S, R23E, S.L.B.&M.

TOPOGRAPHIC MAP "D"



Drawn By: B.J.S.	Revision:
Scale: 1" = 1000'	File:
Date: 4/4/00	
Tri-State Land Surveying Inc. P.O. Box 533, Vernal, UT 84078 435-781-2501 Fax 435-781-2518	

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 04/21/2000

API NO. ASSIGNED: 43-047-33555

WELL NAME: RWU 31-19B
 OPERATOR: SHENANDOAH ENERGY INC (N4235)
 CONTACT: JOHN BUSCH

PHONE NUMBER: 435-781-4341

PROPOSED LOCATION:

NWNE 19 070S 230E
 SURFACE: 0601 FNL 1770 FEL
 BOTTOM: 0601 FNL 1770 FEL
 UINTAH
 RED WASH (665)

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LEASE TYPE: 1- Federal
 LEASE NUMBER: U-0933
 SURFACE OWNER: Federal

PROPOSED FORMATION: GRRV

RECEIVED AND/OR REVIEWED:

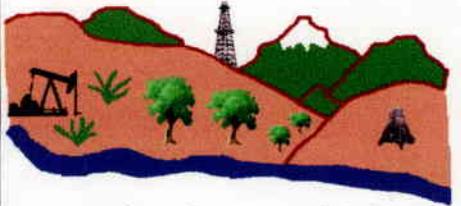
- Plat
- Bond: Fed[1] Ind[] Sta[] Fee[]
(No. UT 0969)
- Potash (Y/N)
- Oil Shale (Y/N) *190 - 5 (B)
- Water Permit
(No. 43-8496)
- RDCC Review (Y/N)
(Date: _____)
- Fee Surf Agreement (Y/N)

LOCATION AND SITING:

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

COMMENTS: Red Wash Standard Operating Practices, Separate file.

STIPULATIONS: ① FEDERAL APPROVAL



Utah Oil Gas and Mining

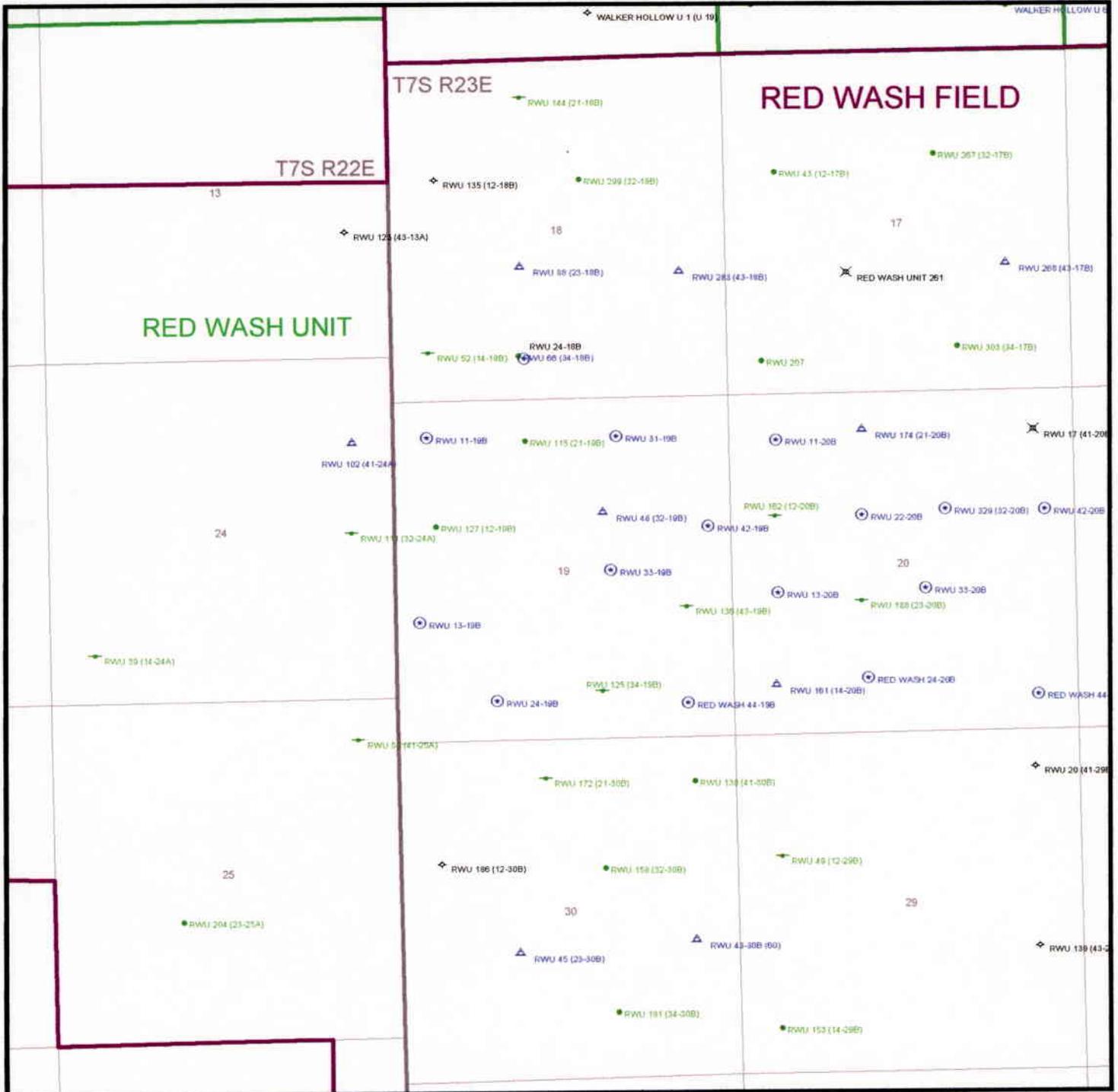
OPERATOR: SHENANDOAH ENERGY (N4235)

FIELD: RED WASH (665)

S EC. 18, 19, & 20, T 7 S, R 23 E,

COUNTY: UINTAH UNIT: RED WASH

Serving the Industry, Protecting the Environment



PREPARED
DATE: 26-APR-2000



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)

June 12, 2000

Shenandoah Energy Inc
11002 East 17500 South
Vernal, UT 84078

Re: Red Wash Unit 31-19B Well, 601' FNL, 1770' FEL, NW NE, Sec. 19, T. 7 South,
R. 23 East, 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 43-047-33555.

Sincerely,

for

John R. Baza
Associate Director

er

Enclosures

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

Operator: Shenandoah Energy Inc
Well Name & Number Red Wash Unit 31-19B
API Number: 43-047-33555
Lease: U-0933
Location: NW NE Sec. 19 T. 7 South R. 23 East

Conditions of Approval

1. General

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

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

- Contact Carol Daniels at (801) 538-5284.

Notify the Division prior to commencing operations to plug and abandon the well.

- Contact Dan Jarvis at (801) 538-5338
- Contact Robert Krueger at (801) 538-5274.

3. Reporting Requirements

All required reports, forms and submittals will 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. State approval of this well does not supersede the required federal approval which must be obtained prior to drilling.

SHENANDOAH ENERGY INC.

11002 East 17500 South
Vernal, UT 84078
Phone: (435) 781-4300
Fax (435) 781-4329

June 8, 2000

Division of Oil, Gas & Mining
1594 W. N. Temple STE 1210
Salt Lake City, UT 84114-5801

To Whom It May Concern:

Shenandoah Energy Inc. Red Wash 31-19B is an exception location due to a closure of 100' \pm between township 22E and 23E; to keep our water flood pattern we relocated wells. This lease #(U-0933) is under the Red Wash Unit Agreement and all owners are committed under the Unit Agreement.

There are no additional lease owners within 460' of this proposed well. If you have any question please contact Raleen Searle @ (435) 781-4309.

Thank you,



Raleen Searle
Operations Assistant

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JUN 12 2000

DIVISION OF
OIL, GAS AND MINING

United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, Utah 84145-0155

IN REPLY REFER TO:
3160
(UT-922)

May 8, 2000

Memorandum

To: Assistant District Manager Minerals, Vernal District
From: Michael Coulthard, Petroleum Engineer
Subject: 2000 Plan of Development Red Wash Unit,
Uintah County, Utah.

Pursuant to email between Lisha Cordova, Division of Oil, Gas and Mining, and Mickey Coulthard, Utah State Office, Bureau of Land Management. The following wells are planned for completion in the Green River Formation for calendar year 2000 within the Red Wash Unit, Uintah County, Utah.

43-047-33552 RWU 11-19B 0618 FNL 0477 FWL Sec.19, T7S, R23E
43-047-33553 RWU 11-20B 0761 FNL 0677 FWL Sec.20, T7S, R23E
43-047-33554 RWU 24-18B 0612 FSL 2058 FWL Sec.18, T7S, R23E
43-047-33555 RWU 31-19B 0601 FNL 1770 FEL Sec.19, T7S, R23E
43-047-33556 RWU 42-19B 1999 FNL 0357 FEL Sec.19, T7S, R23E
43-047-33559 RWU 22-19B 1865 FNL 1651 FWL Sec.19, T7S, R23E

This office has no objection to permitting the wells at this time.

/s/ Michael L. Coulthard

bcc: File - Red Wash Unit
Division of Oil Gas and Mining
Agr. Sec. Chron
Fluid Chron

MCoulthard:mc:5-8-0

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN TRIPLICATE*
(Other instructions on
reverse side)

FORM APPROVED
OBM NO. 1064-0136
Expires: February 28, 1998

6. LEASE DESIGNATION AND SERIAL NO. U-0933	
8. IF INDIAN, ALLOTTEE OR TRIBE NAME N/A	
7. UNIT AGREEMENT NAME Red Wash	
8. FARM OR LEASE NAME, WELL NO. Red Wash #31-19B	
9. API WELL NO.	
10. FIELD AND POOL, OR WILDCAT Red Wash	
11. SEC., T., R., M., OR BLK AND SURVEY OR AREA Sec. 19, T7S, R23E, SLB&M	
12. COUNTY OR PARISH Utah	13. STATE Utah

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

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

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

2. NAME OF OPERATOR
Shenandoah Energy Inc.

3. ADDRESS AND TELEPHONE NO. Phone: **435-781-4341** 11002 East 17500 South
Fax: **435-781-4329** Vernal, Utah 84078

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)
At surface
600.8' FNL, 1769.9' FEL
At proposed prod. Zone
Same

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
23 miles West of Vernal, UT

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest eng. unit line if any) 600.8'	16. NO. OF ACRES IN LEASE 160	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. 660' ±	19. PROPOSED DEPTH 5963	20. ROTARY OR CABLE TOOLS Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
5506.1

22. APPROX. DATE WORK WILL START*
A.S.A.P

23. PROPOSED CASING AND CEMENTING PROGRAM
REFER TO S.O.P.

RECEIVED
APR 19 2000

Shenandoah Energy Inc. proposes to drill a well to 5963' to test the Green River. If productive, casing will be run and the well completed. If dry, the well will be plugged and abandoned as per BLM and State of Utah requirements.

Operations will be according to Standard Operating Procedures for the Red Wash Unit.

See Onshore Order No. 1 attached.

Please be advised that Shenandoah Energy Inc. is considered to be the operator of the above mentioned well. Shenandoah Energy Inc. agrees to be responsible under the terms and conditions of the lease for the operations conducted upon the lease lands.

Bond coverage for this well is provided by Bond No. 0969. The principal is Shenandoah Energy Inc. via surety as consent as provided for in 43 CFR 3104.2.

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

SIGNED John Busch John Busch TITLE Red Wash Operations Representative DATE April 19, 2000

RECEIVED
JUN 02 2000

RECEIVED

AUG 08 2000

DIVISION OF OIL, GAS AND MINERAL RESOURCES

NOTICE OF APPROVAL **CONDITIONS OF APPROVAL ATTACHED**

Application approval does not warrant or certify that the applicant holds legal or equitable title to these rights in the subject lease which would entitle the applicant to conduct operations thereon. CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY [Signature] Assistant Field Manager TITLE Mineral Resources DATE 8/2/00

*See Instructions On Reverse Side

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

DOG M
06/20/03 794

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Shenandoah Energy Inc.

Well Name & Number: RED WASH 31-19B

API Number: 43-047-33555

Lease Number: U - 0933

Location: NWNE Sec. 19 T. 7S R. 23E

Agreement: RED WASH UNIT

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

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

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

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

A. **DRILLING PROGRAM**

1. **Casing Program and Auxiliary Equipment**

As a minimum, the usable water and oil shale resources shall be isolated and/or protected by having a cement top for the production casing at least 200 ft. above the shallowest potential productive zone.

**SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

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

The road shall be constructed/upgraded to meet the standards of the anticipated traffic flow and all-weather road requirements. Construction/upgrading shall include ditching, draining, and crowning (2 to 3%). Graveling or capping the roadbed will be required as necessary to provide a well constructed safe road. Prior to construction/upgrading, the proposed road surface or existing road shall be cleared of any snow cover and allowed to dry completely. Traveling off the 30 foot right-of-way will not be allowed. Should mud holes develop, they shall be filled in to prevent detours. Road drainage crossings shall be of the typical dry creek drainage crossing type. Crossings shall be designed so they will not cause siltation or accumulation of debris in the drainage crossing nor shall the drainage be blocked by the roadbed. Erosion of drainage ditches by runoff water shall be prevented by diverting water off at frequent intervals by means of cutouts. Upgrading shall not be allowed during muddy conditions. When snow is removed from the road during the winter months, the snow shall be pushed outside of the burrow ditches and the turn outs shall be kept clear so that when the snow melts the water will be channeled away from the road.

Shenandoah Energy will control noxious weeds along the right-of-way for roads, pipelines, well sites or other applicable facilities. If noxious weeds spread from disturbed areas onto adjoining lands, Shenandoah shall be responsible for control of the infestation. A list of noxious weeds may be obtained from the BLM, or the appropriate County Extension Office. On BLM administered land it is required that a Pesticide Use Proposal shall be submitted, and given approval, prior to the application of herbicides or other pesticides or possible hazardous chemicals.

- 4 to 6 inches of topsoil shall be stripped from the location and windowed on the north end of the location as shown on the cut sheet. This topsoil shall be seeded as described in the standard operating plan with the recommended seed mix shown below.

- The pipeline disturbance will be kept to a 30' width. The topsoil shall be stripped and windowed along the edge of the cleared area, then replaced prior to seeding the disturbed area. Care shall be taken not to mix the topsoil with the subsoil from the trench.

- The following seed mix should be used to seed the topsoil pile, pipeline disturbance, reserve pit and for final abandonment:

Fourwing saltbush	Atriplex canescens	4 lbs./acre
Gardner saltbush	Atriplex gardneri	4 lbs./acre
Needle and thread grass	Stipa comata	4 lbs./acre

All poundages are in pure live seed.

The seeding of the reserve pit shall be done in the same manner as the seeding of the topsoil pile, however, seeding of the pipeline disturbance and the location after final abandonment could be completed by drilling the seed, broadcasting the seed and dragging the disturbed area to cover the seed, or by broadcasting the seed then walking it in with a dozer.

All seeding shall be done immediately after the dirt work has been completed.

- The reserve pit shall be lined with a plastic nylon reinforced liner. It will be a minimum of 12 mil thickness with sufficient bedding (either straw or dirt) to cover any rocks. The liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. No trash, scrap pipe, etc., that could puncture the liner will be disposed of in the pit.

OPERATOR: **Shenandoah Energy, Inc.**
ADDRESS: **11002 East 17500 South
Vernal, Utah 84078-8526**

OPERATOR ACCT. No. 4235

ENTITY ACTION FORM - FORM 6

(801)781-4300

Action Code	Current Entity No.	New Entity No.	API Number	Well Name	QQ	SC	TP	RG	County	Spud Date	Effective Date
B	99999	05670	43-047-33555	Red Wash Unit 31-19B		19	7S	23E	Uintah	8/10/00	8-1-00

WELL 1 COMMENTS:
New well drilled in the Red Wash Unit. 9-7-00

--	--	--	--	--	--	--	--	--	--	--	--

WELL 2 COMMENTS:

--	--	--	--	--	--	--	--	--	--	--	--

WELL 3 COMMENTS:

--	--	--	--	--	--	--	--	--	--	--	--

WELL 4 COMMENTS:

--	--	--	--	--	--	--	--	--	--	--	--

WELL 5 COMMENTS:

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

Doris Beana
Signature

Office Manager. 08/30/00
Title Date

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

Phone No. (801) 781-4306

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DIVISION OF
OIL, GAS AND MINING

WELL NAME WELL LOCATION 1/4 1/4 SEC. SECTION TOWNSHIP RANGE API#

Red Wash	2220B**	SE NW	20	7S	23E	43-047-33491
Red Wash	4220B*	SE NE	20	7S	23E	43-047-33490
Red Wash	1320B*	NW SW	20	7S	23E	43-047-33498
Red Wash	3320B++	NW SE	20	7S	23E	43-047-33500
Red Wash	2221B	SE NW	21	7S	23E	43-047-33522
Red Wash	2419B	SE SW	19	7S	23E	43-047-33492
Red Wash	4419B	SE SE	19	7S	23E	43-047-33524
Wonsits Valley	6W-16-8-21	SE NW	16	8S	21E	43-047-33527
Gypsum Hills	10W-19-8-21	NW SE	19	8S	21E	43-047-33528
Wonsits Valley	16W-9-8-21	SE SE	9	8S	21E	43-047-33529
Wonsits Valley	6G-16-8-21	SE NW	16	8S	21E	43-047-33564
Gypsum Hills	10G-19-8-21	NW SE	19	8S	21E	43-047-33566
Wonsits Valley	16G-9-8-21	SE SE	9	8S	21E	43-047-33565
Red Wash	2420B	SE SW	20	7S	23E	43-047-33523
Red Wash	1319B	NW SW	19	7S	23E	43-047-33497
Red Wash	3319B	NW SE	19	7S	23E	43-047-33499
Red Wash	4420B	SE SE	20	7S	23E	43-047-33525
Red Wash	4219B	SE NE	19	7S	23E	43-047-33556
Red Wash	2219B	SE NW	19	7S	23E	43-047-33559
Red Wash	4224A	NE SE	24	7S	22E	43-047-33569
Red Wash	3424A	SW SE	24	7S	22E	43-047-33567
Red Wash	2324A	NE SW	24	7S	22E	43-047-33568
Red Wash	2125A	NE NW	25	7S	22E	43-047-33576
Red Wash	4125A	NE NE	25	7S	22E	43-047-33579
Red Wash	1119B	NW NW	19	7S	23E	43-047-33552
Red Wash	3119B	NW NE	19	7S	23E	43-047-33555
Red Wash	1120B	NW NW	20	7S	23E	43-047-33553
Red Wash	2418B	SE SW	18	7S	23E	43-047-33554
Red Wash	3413A	SW SE	13	7S	22E	43-047-33593
Red Wash	2124A	NE NW	24	7S	22E	43-047-33592
Red Wash	1224A	SW NW	24	7S	22E	43-047-33591
Red Wash	1125A	NW NW	25	7S	22E	43-047-33574
Red Wash	1325A	NW SW	25	7S	22E	43-047-33575
Red Wash	3125A	NW NE	25	7S	22E	43-047-33577
Red Wash	3325A	NW SE	25	7S	22E	43-047-33578
Red Wash	4225A	SE NE	25	7S	22E	43-047-33580
Red Wash	4418B	SE SE	18	7S	23E	43-047-33594
Red Wash	1129B	NW NW	29	7S	23E	43-047-33590
Wonsits Valley	9G-2-8-21	NE SE	2	8S	21E	43-047-33647
Wonsits Valley	9W-2-8-21	NE SE	2	8S	21E	43-047-33648
Wonsits Valley	16G-2-8-21	SE SE	2	8S	21E	43-047-33646
Wonsits Valley	16W-2-8-21	SE SE	2	8S	21E	43-047-33645
Wonsits Valley	15W-9-8-21	SW SE	9	8S	21E	43-047-33661
Wonsits Valley	15G-9-8-21	SW SE	9	8S	21E	43-047-33662
Wonsits Valley	2W-10-8-21	NW NE	10	8S	21E	43-047-33655
Wonsits Valley	2G-10-8-21	NW NE	10	8S	21E	43-047-33656
Wonsits Valley	12W-10-8-21	NW SW	10	8S	21E	43-047-33659

33568
33567

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Wonsits Valley	12G-10-8-21	NW SW	10	8S	21E	43-047-33660
Wonsits Valley	4W-11-8-21	NW NW	11	8S	21E	43-047-33657
Wonsits Valley	4G-11-8-21	NW NW	11	8S	21E	43-047-33658
Wonsits Valley	2W-16-8-21	NW NE	16	8S	21E	43-047-33246
Wonsits Valley	2G-16-8-21	NW NE	16	8S	21E	43-047-33247
Wonsits Valley	12W-16-8-21	NW SW	16	8S	21E	43-047-33649
Wonsit Valley	12G-16-8-21	NW SW	16	8S	21E	43-047-33650
Red Wash	33U-19B	NW SE	19	7S	23E	43-047-33654
Red Wash	14-27A	SWSW	27	7S	22E	43-047-33150
Wonsits Valley	WV 1W-18-8-22	NE NE	18	8S	22E	43-047-33294
Wonsits Valley	WV 11W-8-8-22	NE SW	8	8S	22E	43-047-33295
Wonsits Valley	WV 5W-13-8-21	SW NW	13	8S	21E	43-047-33221
Wonsits Valley	WV 9W-13-8-21	NE SE	13	8S	22E	43-047-33223
Wonsits Valley	WV 7W-13-8-21	SW NE	13	8S	22E	43-047-33270
Wonsits Valley	WV 3W-8-8-22	NE NW	8	8S	22E	43-047-33493
Wonsits Valley	WV 5W-7-8-22	SW NW	7	8S	22E	43-047-33494
Wonsits Valley	WV 1W-14-8-21	NE NE	14	8S	21E	43-047-33220
Wonsits Valley	WV 11W-7-8-22	NE SW	7	8S	22E	43-047-33495
Wonsits Valley	WV 13W-7-8-22	SW SW	7	8S	22E	43-047-33496
Wonsits Valley	WV 7W-7-8-22	SW NE	7	8S	22E	43-047-33503
Wonsits Valley	WV 9W-12-8-21	NE SE	12	8S	21E	43-047-33534
Wonsits Valley	WV 3W-7-8-22	NE NW	7	8S	22E	43-047-33502
Wonsits Valley	WV 1W-13-8-21	NE NE	13	8S	21E	43-047-33532
Wonsits Valley	WV 11W-12-8-21	NE SW	12	8S	21E	43-047-33535
Wonsits Valley	WV 1W-7-8-22	NE NE	7	8S	22E	43-047-33501
Wonsits Valley	WV 1W-12-8-21	NE NE	12	8S	21E	43-047-33531
Wonsits Valley	Fed 9W-8-8-22	NE SE	8	8S	22E	43-047-33515
Wonsits Valley	WV 13W-12-8-21	SW SW	12	8S	21E	43-047-33537
Wonsits Valley	WV 3W-18-8-22	NE NW	18	8S	22E	43-047-33533
Wonsits Valley	WV 11W-13-8-21	NE SW	13	8S	21E	43-047-33536
Wonsits Valley	Fed 15W-8-8-22	SW SE	8	8S	22E	43-047-33517
Gypsum Hills	GH 1W-32-8-21	NE NE	32	8S	21E	43-047-33570
Gypsum Hills	GH 7W-32-8-21	SW NE	32	8S	21E	43-047-33573
Wonsits Valley	WV 3W-24-8-21	NE NW	24	8S	21E	43-047-33605
Gypsum Hills	GH 5W-32-8-21	SW NW	32	8S	21E	43-047-33572
Gypsum Hills	GH 3W-32-8-21	NE NW	32	8S	21E	43-047-33571
Wonsits Valley	WV 13W-18-8-22	SW SW	18	8S	22E	43-047-33538
Wonsits Valley	WV 15W-13-8-21	SW SE	13	8S	21E	43-047-33608
Wonsits Valley	WV 3W-13-8-21	NE NW	13	8S	21E	43-047-33603
Wonsits Valley	WV 13W-13-8-21	SW SW	13	8S	21E	43-047-33606
Wonsits Valley	WV 1W-21-8-21	NE NE	21	8S	21E	43-047-33602
Wonsits Valley	WV 9W-14-8-21	NE SE	14	8S	21E	43-047-33269
Glen Bench	GB 5W-17-8-22	SW NW	17	8S	22E	43-047-33514
Wonsits Valley	WV 1W-24-8-21	NE NE	24	8S	21E	43-047-33613
Wonsits Valley	WV 3W-22-8-21	NE NW	22	8S	21E	43-047-33604
Glen Bench	GB 9W-18-8-22	NE SE	18	8S	22E	43-047-33516
Wonsits Valley	WV 13W-14-8-21	SW SW	14	8S	21E	43-047-33607
Glen Bench	GB 3W-17-8-22	NE NW	17	8S	22E	43-047-33513
Wonsits Valley	WV 11W-18-8-22	NE SW	18	8S	22E	43-047-33626

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Glen Bench	GB 3W-22-8-22	NE NW	22	8S	22E	43-047-33652
Glen Bench	GB 12W-30-8-22	NW SW	30	8S	22E	43-047-33670
White River	WR 13W-3-8-22	SW SW	3	8S	22E	43-047-33651

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OCT 11 2000

**DIVISION OF
OIL, GAS AND MINING**

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to deepen or reentry to a different reservoir
Use "APPLICATION FOR PERMIT--" for such proposals

SUBMIT IN TRIPLICATE

1. Type of Well
Oil Gas
 Well Well Other

2. Name of Operator
SHENANDOAH ENERGY, INC

3. Address and Telephone No
11002 E. 17500 S. VERNAL, UT 84078-8526 (801) 781-4300

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
601' FNL, 1770' FEL, SECTION 19, T7S, R23E, SLBM

CONFIDENTIAL

5. Lease Designation and Serial No.
U-0933

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

7. If Unit or CA, Agreement Designation
RED WASH UNIT

8. Well Name and No.
Red Wash Unit 31-19B

9. API Well No.
43-047-33555

10. Field and Pool, or Exploratory Area
RED WASH - GREEN RIVER

11. County or Parish, State
UINTAH, UTAH

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

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

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

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

THIS WELL COMMENCED PRODUCTION JANUARY 9, 2001.

14. I hereby certify that the foregoing is true and correct.
Signed D. C. BEAMAN *Doris C. Beaman* Title OFFICE MANAGER Date 01/29/01

(This space for Federal or State office use)

Approved by: _____ Title _____ Date _____

Conditions of approval, if any _____

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

Form 3160-4
(August 1999)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

CONFIDENTIAL

FORM APPROVED
OMB No. 1004-0137
Expires November 30, 2000

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. Type of Well: Oil Well Gas Well Dry Other
 b. Type of Completion: New Well Workover Deepen Plug Back Diff. Resvr.
 Other _____

5. Lease Serial No.
U-0933

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.
8920007610

2. Name of Operator
SHENANDOAH ENERGY INC CONTACT: J.T. CONLEY
EMAIL: jconley@shenandoahenergy.com

8. Lease Name and Well No.
RWU 31-19B

3. Address **11002 EAST 17500 SOUTH VERNAL, UT 84078** 3a. Phone No. (include area code)
TEL: 435.781.4300 EXT: 301

9. API Well No.
4304733555

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
At Surface **NWNE 601FNL 1770FEL**

10. Field and Pool, or Exploratory
RED WASH

At top prod. interval reported below **NWNE 601FNL 1770FEL**

11. Sec., T., R., M., on Block and Survey or Area
Sec 19 T7S R23E SLB

At total depth **NWNE 601FNL 1770FEL**

12. County or Parish
UINTAH 13. State
UT

14. Date Spudded
8/10/00 15. Date T.D. Reached
10/16/00 16. Date Completed **1/8/01**
 D & A Ready to Prod.

17. Elevations (DF, RKB, RT, GL)*
5506 GL

18. Total Depth: MD **5973** TVD _____ 19. Plug Back T.D.: MD **5955** TVD _____

20. Depth Bridge Plug Set: MD _____ TVD _____

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
SPECTRAL NEUTRON DENSITY, HIRES INDUCTION, CBL-VDL
10-27-00 10-27-00 12-29-00

22. Was well cored? No Yes (Submit analysis)
Was DST run? No Yes (Submit report)
Directional Survey? No Yes (Submit copy)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt.(#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
12.25	9.625 J-55	36	0	452		175		0	
7.875	5.5 J-55	15.5	0	5973		1010		1670	

24. Tubing Record

Size	Depth Set(MD)	Packer Depth(MD)	Size	Depth Set(MD)	Packer Depth(MD)	Size	Depth Set(MD)	Packer Depth(MD)
2.875	5799							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	5562	5758	5562 To 5758			OPEN
B)						
C)						
D)						

26. Perforation Record

Depth Interval	Amount and Type of Material
5562 To 5567	ACIDIZIE WITH 250 GALS 15% HCL
5686 To 5689	NONE
5719 To 5726	SAND FRAC WITH 9,000 LBS IN 4,030 GALS
5754 To 5758	NONE(2)

CONFIDENTIAL PERIOD EXPIRED ON 02-08-02

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
1/9/01	1/12/01	24	→	52	0	48			GAS PUMPING UNIT
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
	25	25	→					PRODUCING OIL WELL	

28. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

(See instructions and spaces for additional data on reverse side)
ELECTRONIC SUBMISSION #2623 VERIFIED BY THE BLM WELL INFORMATION SYSTEM FOR SHENANDOAH ENERGY INC SENT TO THE VERNAL FIELD OFFICE

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	CONFIDENTIAL

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	

29. Disposition of Gas (Sold, used for fuel, vented, etc.)

USED ON LEASE

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Description, Contents, etc.	Name	Top
					Meas. Depth
GREEN RIVER	5562	5567	GT7 PERFS	GREEN RIVER MAHOGANY	3174
GREEN RIVER(2)	5686	5689	LV6 PERFS		3979
GREEN RIVER(3)	5719	5726	LW4 PERFS		
GREEN RIVER(4)	5754	5758	LY2 PERFS		

32. Additional remarks (include plugging procedure):

CONFIDENTIAL - TITE HOLE
DO NOT RELEASE WELL INFORMATION WITHOUT PERMISSION FROM SHENANDOAH ENERGY INC.

CONFIDENTIAL

33. Circle enclosed attachments:

- 1. Electrical/Mechanical Logs (1 full set req'd.)
- 2. Geologic Report
- 3. DST Report
- 4. Directional Survey
- 5. Sundry Notice for plugging and cement verification
- 6. Core Analysis
- 7. Other:

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

Name (please print) J.T. CONLEY Title District Manager

Signature *J. Conley* Date 02-10-2001

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

ELECTRONIC SUBMISSION #2623 VERIFIED BY THE BLM WELL INFORMATION SYSTEM FOR SHENANDOAH ENERGY INC SENT TO THE VERNAL FIELD OFFICE



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

REGION 8
999 18TH STREET - SUITE 300
DENVER, CO 80202-2466
<http://www.epa.gov/region08>

RECEIVED

JAN 10 2002

JAN 10 2002
DIVISION OF
OIL, GAS AND MINING

Ref: 8P-W-GW

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Mr. Scott M. Webb
Regulatory Coordinator
Shenandoah Energy Inc.
475 17th Street, Suite #1000
Denver, CO 80202

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

RE: UNDERGROUND INJECTION CONTROL (UIC)
Final Permit Red Wash Unit
RWU #31-19B
EPA Permit No. UT2911-04616
Uintah County, Utah

Dear Mr. Webb:

Enclosed is a Final Underground Injection Control Permit for the proposed enhanced oil recovery well, the Red Wash Unit (RWU) #31-19B, Red Wash Field, Uintah County, Utah. A Statement of Basis is also enclosed which discusses the development of the Permit.

The public comment period ended on January 3, 2002. There were no comments from either the general public or the land owners who may be affected by the proposed action. We also did not receive any comments from you concerning our actions.

Following conversion, but prior to injection, Shenandoah Energy Inc. (Shenandoah) must fulfill Permit condition Part II, Section C. 1., "Prior to Commencing Injection" and have submitted to the EPA for review and approval, the following:

- (1) All conversion is complete and the permittee has submitted a completed Well Rework Record (EPA Form 7520-12 in Appendix B; A current wellbore diagram will be included; and

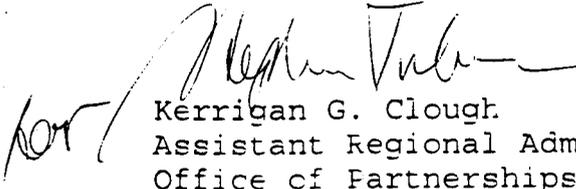


- (2) the pore pressure has been determined; and
- (3) the permittee has submitted for review and approval Part I (Internal) of the mechanical integrity test (MIT); EPA form enclosed with current MIT Guidance No. 39.

Please be aware that Shenandoah does not have authorization to begin injection into the RWU #31-19E well until the items listed above have been approved by the EPA and Shenandoah has received written authorization to begin injection from the EPA. It is Shenandoah's responsibility to be familiar with, and to comply with, all conditions contained in this Permit.

If you have any questions on this action please contact Mr. Dan Jackson at 303.312.6155. Also direct all correspondence and/or reports to ATTENTION: Dan Jackson at MAIL CODE 8P-W-GW. Thank you for your continued cooperation.

Sincerely,



Kerrigan G. Clough
Assistant Regional Administrator
Office of Partnerships and
Regulatory Assistance

Enclosures: Final Permit
Statement of Basis
MIT Guidance No. 39

cc: Mr. D. Floyd Wopsock, Chairman
Uintah & Ouray Business Committee
Ute Indian Tribe

Ms. Elaine Willie, Environmental Coordinator
Ute Indian Tribe

Mr. Norman Cambridge
BIA - Uintah & Ouray Agency

Mr. Jerry Kenczka
BLM - Vernal District Office

Mr. Gilbert Hunt
State of Utah Natural Resources
Division of Oil, Gas, and Mining

FINAL

STATEMENT OF BASIS

SHENANDOAH ENERGY INC.

RED WASH UNIT (RWU) #31-19B
RED WASH FIELD

EPA PERMIT NUMBER: UT2911-04616

CONTACT: D. Edwin Hogle (8P-W-GW)
U. S. Environmental Protection Agency
999 18th Street, Suite 300
Denver, Colorado 80202-2466
Telephone: 303.312.6137

DESCRIPTION OF FACILITY AND BACKGROUND INFORMATION:

On February 22, 2001, Shenandoah Energy Inc. (SEI) made application for the conversion of a producing oil well from the Lower Green River Formation to a Class II enhanced oil recovery (EOR) injection well and back into the same producing Lower Green River zones so that SEI may continue to economically produce oil from their Red Wash Unit Field. The primary water source for injection will be produced/recycled water from the Red Wash Waterflood and the White River #11-4 well (user Code #49, Serial #287) and the Water Supply Well #1 (user Code #49, Serial #2153). These two wells have been approved by the State of Utah as supply water wells for additional water floods as needed. The water at the inlet of the pump plant for the waterflood is tested on a regular basis. Based on the test dated 12/31/99 the injected water has a specific gravity of 1.005 gm/cc, pH of 9.0 and TDS of 5,689 mg/l.

The area covered by the application is in the Red Wash Unit Field which lies under federal jurisdiction for purposes of UIC program implementation for the following proposed well:

Red Wash Unit #31-19B
NW/4 NE/4 Section 19, Township 7 South, Range 23 East
Uintah County, Utah

The permittee has sent notices to all surface landowners and interested parties within one-quarter (1/4) mile of the proposed injection well.

The earliest sampling of produced water from the RWU #31-19B Green River Formation was **December 31, 1999**. Total Dissolved Solids (TDS) were measured at **7740 mg/l**, pH 8.21 and specific gravity of 1.0052. Subsequent samples were obtained (03/05/01) as the waterflood project progressed and resulted in a noticeable increase in TDS (**15,700 mg/l**) due to the variance in properties of the produced water. Water quality analysis from the Green River Formation in this area varies between 3,400 mg/l to 50,000 mg/l and the Green River Formation in this area was exempted as a USDW in 1982 as part of the delegation of Utah's Class II UIC program [see 40 CFR § 147.2251(c)(2), re: "Aquifer Exemption Process" dated June 16, 1982].

Shenandoah has submitted all required information and data necessary for Permit issuance in accordance with 40 CFR Parts 144, 146 and 147, and a Final Permit has been prepared.

The Permit will be issued for the operating life of the well from the effective date of this Permit; therefore, no reapplication will be necessary unless the Permit is terminated for reasonable cause (40 CFR 144.39, 144.40, and 144.41). However, the Permit will be reviewed every five (5) years.

This Statement of Basis (SOB) gives the derivation of the site specific Permit conditions and reasons for them, on the basis of the direct implementation regulations promulgated for the Uintah-Ouray Indian Tribal lands in the State of Utah, under the Underground Injection Control (UIC) program provisions for the Safe Drinking Water Act (SDWA). The referenced sections and conditions correspond to the sections and conditions in Permit No. UT2911-04616. The general Permit conditions for which the content is mandatory and not subject to site specific differences (based on 40 CFR Parts 144, 146 and 147), are not included in the discussion.

PART II, Section A WELL CONVERSION REQUIREMENTS

Casing and Cementing

(Condition 1)

The well was drilled, cased and cemented during January, 2001, by Shenandoah and completed as an oil well. This well will continue to produce until the Permit is approved and conversion

to a Class II injection well is complete. Casing and cementing details were submitted with the Permit application and construction is as follows:

- (1) **Surface casing** (9-5/8 inch) is set in a 12-1/4 inch hole to a depth of 452 feet kelly bushing (KB). The casing is secured with 175 sacks (sxs) Class "G" cement which was circulated to the surface, isolating the casing from the wellbore.
- (2) **Production casing** (5-1/2 inch) is set in an 7-7/8 inch hole to a depth of 5973 feet. This casing is secured with 330 sxs Hi-Fill Modified Lead and 680 sxs 50/50 Pozmix tail up to a depth of 1670 feet, Top of Cement (TOC), per Cement Bond Log (CBL). Plugged back total depth (PBSD) is 5955 feet.

UPON RE-ENTRY OF THIS PRODUCING OIL WELL, THE CONVERSION TO AN ENHANCED OIL RECOVERY WELL WILL BE AS FOLLOWS:

- (1) MIRUSU, unseat pump, POOH w/rods and pump.
- (2) RIH with bit and scraper and clean out to 5955' (PBSD). This will clean up scale and fill which may be in well.
- (3) **Determine formation fluid pore pressure, static bottom-hole pressure, prior to setting tubing and packer.**
- (4) TIH w/2-7/8" tubing and injection retrievable packer to approximately 5512'. Circulate corrosion inhibitor or packer fluid in the tubing-casing annulus and set packer no more than 100' above top perforations (5562').
- (5) With EPA inspector or other authorized personnel present, test well for **mechanical integrity (MIT)**, with pressure chart, if passed successfully, place well on injection status and wait upon written approval from EPA to start injection.

NOTE: MIT TEST METHODS AND CRITERIA ARE TO FOLLOW CURRENT UIC GUIDANCE.

The construction and conversion of this well complies with the UIC requirements and is incorporated into the Permit.

Report of water encountered during the drilling of the RWU #31-19B indicates there was no observed fresh water zones. USDWs in the Uinta Formation are protected by cement and confining zones above the injection zones (5562'-5758').

Injection Formation: The Green River Formation is of variable lithology consisting of alternate shales, and lenticular and discontinuous sediments of varied permeability, deposited in a primarily lacustrine environment. The **Green River Formation** beneath the **Red Wash**, Walker Hollow, White River, Gypsum Hills, and Wonsits Valley oil fields has been classified as an **exempted aquifer**. Water quality analyses from the Green River Formation in the Red Wash-Wonsits Valley area, collected for an aquifer study in 1982, by the State of Utah Natural Resources and Energy Water Rights Department, show that the **total dissolved solids (TDS) content varies from 3,400 mg/l to 50,000 mg/l**. The Green River Formation in the above oil fields was exempted as a USDW in 1982 as part of the delegation of Utah's Class II UIC program delegation [see 40 CFR §147.2251(c)(2), re: "Aquifer Exemption Process" dated June 16, 1982]. For this well, the **top of the Green River Formation is ±3078 feet measured depth (MD) below ground level**. The entire Green River Formation has been exempted from protection as a USDW.

Uinta Formation: The overlying formation is the **Uinta Formation** which extends from surface to ±3164' and in this area consists of variegated sequences of mudstone, shales, siltstones and sandstones. This section is characterized by few developed sand bodies. These sand bodies generally are discontinuous and are not subject to direct recharge (low yielding). Waters of less than 10,000 mg/l total dissolved solids (TDS) may be present in these sand lenses of the Uinta Formation in this area and may be considered USDWs. The well construction and plugging requirements of this Permit are adequate to protect any USDWs that may be present in the Uinta Formation. Additionally, it is not considered reasonable to expect injected waters to migrate the ±2330' upward through the Upper Green River to enter the Uinta Formation.

Tubing and Packer Specifications

(Condition 2)

The 2-7/8 inch injection tubing information submitted by the applicant is incorporated into the Permit and shall be binding on the permittee. The packer will be set at a depth of approximately 5512 feet KB, or no more than 100 feet above the top perforations (5562').

Monitoring Devices

(Condition 3)

For the purposes of taking tubing and tubing/long string casing annulus pressure measurements, the EPA is requiring that the permittee install ½ inch fittings or equivalent quick disconnect fittings, with cut-off valves at the well head on the tubing, and on the tubing/casing annulus (**for attachment of pressure gauges**). EPA is further requiring the permittee to install a sampling tap on the line to the injection well and a flow meter that will be used to measure cumulative volumes of injected fluid. The permittee shall be required to maintain these devices in good operating condition.

Formation Testing

(Condition 4)

The permittee is required to determine the **injection zone fluid pore pressure (static bottom-hole pressure) prior to setting injection packer and commencing injection operations.**

PART II, Section B CORRECTIVE ACTION

The applicant submitted the required 1/4-mile Area of Review (AOR) information with the Permit application. The subject well, RWU #31-19B, was drilled and completed according to the State of Utah requirements as to preclude uphole contamination from either oil or Class II enhanced recovery injection fluid. The **producing oil well, #115 (21-19B)**, the temporarily abandoned well RWU 48 (32-19B) are the only wells within the one-quarter mile AOR. There are no wells in the AOR operating over the fracture pressure of the injection formation.

An EPA analysis of the **RWU #31-19B confining zone (5494' to 5554')** has identified at a minimum a continuous eighteen (18) foot interval of at least 80% bond index cement bond through or significantly proximate to this zone. Therefore, it has been determined that cement in this well provides an effective barrier to significant upward movement of fluids through vertical channels adjacent to the wellbore, **therefore, the permittee is not required to take any corrective action before the effective date of this Permit.**

PART II, Section C WELL OPERATION**Prior To Commencing Injection**

(Condition 1)

Injection for the RWU #31-19B will not commence until the permittee has fulfilled all applicable conditions of the Permit

and has received written authorization from the Director as to the following:

- (1) The permittee has determined the **injection zone fluid pore pressure**; and
- (2) a successfully passed **mechanical integrity pressure test (MIT), Part I (Internal)** has been performed and witnessed according to the current guidelines discussed in the permit; and
- (3) submitted a **Well Rework Record (EPA Form 7520-12)** with **current schematic** following conversion; and
- (4) a **separate written authorization** to inject will be given subsequent to the EPA review and approval of (1), (2), and (3) above.

Mechanical Integrity

(Condition 2)

A tubing/casing annulus pressure test must be conducted, at least once every five (5) years (active injection wells) to demonstrate continued tubing, packer, and casing integrity by using an EPA approved method.

Injection Interval

(Condition 3)

Injection will be limited to the gross Green River Formation, being 5554' to 5973' (TD) in this well. The permittee may find it necessary to perforate additional intervals within the above gross interval. These additional perforations may be added later and reported on EPA Form 7520-12.

The **confining zone** above the Green River Formation injection interval consists of 60' (5494'- 5554') of dolomitic shales with interbedded tight mudstones and carbonates with an occasional thin siltstone and tight sandstone stringers which act as an isolation barrier for the accumulation of oil and for the waterflood. An additional 2330' of intervening strata lies between the top of the confining zone at 5494' and the top of the Green River Formation at 3164'. The intervening strata consists of tightly interbedded shales, carbonate mudstones, siltstones and sandy limestones. Analysis of the Cement Bond Log/Gamma Ray (CBL/GR) has determined that the annulus cement in the RWU #31-19B well provides an effective barrier to significant upward movement of fluids through vertical channels adjacent to the wellbore.

Injection Pressure Limitation

(Condition 4)

Maximum injection pressure (MIP); the estimated injection pressure gradient is based on January 1998 step-rate (SRT) data from several Red Wash Unit wells. The Technical Director of the EPA Enforcement Program, approved (April 6, 1998) the use of a **0.81 psi/ft. fracture gradient in the calculation of maximum surface injection**. The original owner/operator of the Permit, Chevron U.S.A. Production Company, requested a Minor Modification, **increasing the maximum injection pressure for the RWU #283 (43-18B) and any future permitted wells within the Red Wash Unit**. Using this value, a theoretical modified maximum allowable surface injection pressure (Pm), for this well, has been performed and approved by the EPA as follows:

Pm = maximum pressure at the wellhead
 1.005 = specific gravity of the injected fluid
 0.81 = face fracture gradient, psig
 5562' = depth to top perforations
 0.433 = density of injectate

$$Pm = [0.81 - 0.433 (1.005)] 5562 = 2085 \text{ psig}$$

Until such time as the permittee demonstrates, through a step-rate injectivity test (SRT), that the fracture gradient is other than 0.81 psig/ft, the RWU #31-19B shall be operated at a surface injection pressure **no greater than 2085 psig**. Permit provisions have been made that allows the Director to **increase or decrease** the injection pressure based upon the test results and/or other parameters reflecting actual injection operations.

Injection Volume Limitation

(Condition 5)

There is no limitation on the number of barrels of water per day (BWPD) that may be injected into the RWU #31-19B, provided that in no case shall injection pressure exceed that limit shown in Part II, Section C. 4., of this Permit.

Injection Fluid Limitation.

(Condition 6)

Injection fluids are limited to those which are identified in 40 CFR § 144.6. (b) (2) as fluids used for enhanced recovery of oil and/or natural gas. The permittee shall provide a listing of the source of injected fluids on an annual basis as required by the Permit. **Injection of any hazardous waste as identified by EPA under 40 CFR § 261.3 is prohibited.**

**PART II, Section D MONITORING, RECORDKEEPING AND
REPORTING OF RESULTS**

Injection Well Monitoring Program

(Condition 1)

The permittee is required to monitor water quality of the injected fluids at annual intervals for total dissolved solids, pH, specific conductivity, and specific gravity. Any time there is a change in the source of injection fluid, a new water quality analysis is required.

To assure that no problem goes undetected, the EPA requires that the permittee monitor this location on a weekly basis. Any observations of surface leakage will require that the operator suspend injection operations in the RWU #31-19B until the noncompliance has been corrected, and approved in writing by the Director.

All pertinent details of the weekly inspections (flow rate, injection pressure, annulus pressure, and cumulative volume) must be recorded on a monthly basis.

The permittee shall maintain copies (or originals) of all pertinent records at the office of:

Shenandoah Energy Inc. (SEI)
475 17th Street, Suite 1000
Denver, Colorado.

PART II, Section E PLUGGING AND ABANDONMENT

Plugging and Abandonment Plan

(Condition 1)

The plugging and abandonment plan submitted by the applicant, consists of six (6) plugs and is incorporated into the permit under **Appendix C of the Permit**. This plan has been reviewed and approved by the EPA. It is consistent with UIC requirements:

**NOTE: CEMENT PLUGS ARE TO BE SEPARATED BY
BENTONITE MUD OR A 9.6 PPG PLUGGING GEL**

PART II, Section F FINANCIAL RESPONSIBILITY**Demonstration of Financial Responsibility**

(Condition 1)

Shenandoah has chosen to demonstrate financial responsibility through a Surety Performance Bond Rider in the amount of \$1,980,000, \$18,000 per well to cover the cost of plugging and abandoning of this well and 110 other wells. Shenandoah has also submitted an accompanying Standby Trust Agreement that has been reviewed and approved by the EPA.



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

REGION VIII

999 18th STREET - SUITE 500

DENVER, COLORADO 80202-2466

SUBJECT: GROUND WATER SECTION GUIDANCE NO. 39
Pressure testing injection wells for Part I (internal)
Mechanical Integrity

FROM: Tom Pike, Chief
UIC Direct Implementation Section

TO: All Section Staff
Montana Operations Office

Introduction

The Underground Injection Control (UIC) regulations require that an injection well have mechanical integrity at all times (40 CFR 144.28 (f)(2) and 40 CFR 144.51 (q)(1)). A well has mechanical integrity (40 CFR 146.8) if:

- (1) There is no significant leak in the tubing, casing or packer; and
- (2) There is no significant fluid movement into an underground source of drinking water (USDW) through vertical channels adjacent to the injection wellbore.

Definition: Mechanical Integrity Pressure Test for Part I. A pressure test used to determine the integrity of all the downhole components of an injection well, usually tubing, casing and packer. It is also used to test tubing cemented in the hole by using a tubing plug or retrievable packer. Pressure tests must be run at least once every five years. If for any reason the tubing/packer is pulled, the injection well is required to pass another mechanical integrity test of the tubing casing and packer prior to recommencing injection regardless of when the last test was conducted. Tests run by operators in the absence of an EPA inspector must be conducted according to these procedures and recorded on either the attached form or an equivalent form containing the necessary information. A pressure recording chart documenting the actual annulus test pressures must be attached to the form.

This guidance addresses making a determination of Part I of Mechanical Integrity (no leaks in the tubing, casing or packer). The Region's policy is: 1) to determine if there are significant leaks in the tubing, casing or packer; 2) to assure that the casing can withstand pressure similar to that which



would be applied if the tubing or packer fails; 3) to make the Region's test procedure consistent with the procedures utilized by other Region VIII Primacy programs; and 4) to provide a procedure which can be easily administered and is applicable to all class I and II wells. Although there are several methods allowed for determining mechanical integrity, the principal method involves running a pressure test of the tubing/casing annulus. Region VIII's procedure for running a pressure test is intended to aid UIC field inspectors who witness pressure tests for the purpose of demonstrating that a well has Part I of Mechanical Integrity. The guidance is also intended as a means of informing operators of the procedures required for conducting the test in the absence of an EPA inspector.

Pressure Test Description

Test Frequency

The mechanical integrity of an injection well must be maintained at all times. Mechanical integrity pressure tests are required at least every five (5) years. If for any reason the tubing/packer is pulled, however, the injection well is required to pass another mechanical integrity test prior to recommencing injection regardless of when the last test was conducted. The Regional UIC program must be notified of the workover and the proposed date of the pressure test. The well's test cycle would then start from the date of the new test if the well passes the test and documentation is adequate. Tests may be required on a more frequent basis depending on the nature of the injectate and the construction of the well (see Section guidance on MITs for wells with cemented tubing and regulations for Class I wells).

Region VIII's criteria for well testing frequency is as follows:

1. Class I hazardous waste injection wells; initially [40 CFR 146.68(d)(1)] and annually thereafter;
2. Class I non-hazardous waste injection wells; initially and every two (2) years thereafter, except for old permits (such as the disposal wells at carbon dioxide extraction plants which require a test at least every five years);
3. Class II wells with tubing, casing and packer; initially and at least every five (5) years thereafter;
4. Class II wells with tubing cemented in the hole; initially and every one (1) or two (2) years thereafter



depending on well specific conditions (See Region VIII UIC Section Guidance #36);

5. Class II wells which have been temporarily abandoned (TAd) must be pressure tested after being shut-in for two years; and
6. Class III uranium extraction wells; initially.

Test Pressure

To assure that the test pressure will detect significant leaks and that the casing is subjected to pressure similar to that which would be applied if the tubing or packer fails, the tubing/casing annulus should be tested at a pressure equal to the maximum allowed injection pressure or 1000 psig whichever is less. The annular test pressure must, however, have a difference of at least 200 psig either greater or less than the injection tubing pressure. Wells which inject at pressures of less than 300 psig must test at a minimum pressure of 300 psig, and the pressure difference between the annulus and the injection tubing must be at least 200 psi.

Test Criteria

1. The duration of the pressure test is 30 minutes.
2. Both the annulus and tubing pressures should be monitored and recorded every five (5) minutes.
3. If there is a pressure change of 10 percent or more from the initial test pressure during the 30 minute duration, the well has failed to demonstrate mechanical integrity and should be shut-in until it is repaired or plugged.
4. A pressure change of 10 percent or more is considered significant. If there is no significant pressure change in 30 minutes from the time that the pressure source is disconnected from the annulus, the test may be completed as passed.

Recordkeeping and Reporting

The test results must be recorded on the attached form. The annulus pressure should be recorded at five (5) minute intervals. Tests run by operators in the absence of an EPA inspector must be conducted according to these procedures and recorded on the attached form or an equivalent form and a pressure recording



chart documenting the actual annulus test pressures must be attached to the submittal. The tubing pressure at the beginning and end of each test must be recorded. The volume of the annulus fluid bled back at the surface after the test should be measured and recorded on the form. This can be done by bleeding the annulus pressure off and discharging the associated fluid into a five gallon container. The volume information can be used to verify the approximate location of the packer.

Procedures for Pressure Test

1. Scheduling the test should be done at least two (2) weeks in advance.
2. Information on the well completion (location of the packer, location of perforations, previous cement work on the casing, size of casing and tubing, etc.) and the results of the previous MIT test should be reviewed by the field inspector in advance of the test. Regional UIC Guidance #35 should also be reviewed. Information relating to the previous MIT and any well workovers should be reviewed and taken into the field for verification purposes.
3. All Class I wells and Class II SWD wells should be shut-in prior to the test. A 12 to 24-hour shut-in is preferable to assure that the temperature of the fluid in the wellbore is stable.
4. Class II enhanced recovery wells may be operating during the test, but it is recommended that the well be shut-in if possible.
5. The operator should fill the casing/tubing annulus with inhibited fluid at least 24 hours in advance, if possible. Filling the annulus should be undertaken through one valve with the second valve open to allow air to escape. After the operator has filled the annulus, a check should be made to assure that the annulus will remain full. If the annulus can not maintain a full column of fluid, the operator should notify the Director and begin a rework. The operator should measure and report the volume of fluid added to the annulus. If not already the case, the casing/tubing valves should be closed, at least, 24 hours prior to the pressure test.

Following steps are at the well:

6. Read tubing pressure and record on the form. If the



well is shut-in, the reported information on the actual maximum operating pressure should be used to determine test pressures.

7. Read pressure on the casing/tubing annulus and record value on the form. If there is pressure on the annulus, it should be bled off prior to the test. If the pressure will not bleed-off, the guidance on well failures (Region VIII UIC Section Guidance #35) should be followed.
8. Ask the operator for the date of the last workover and the volume of fluid added to the annulus prior to this test and record information on the form.
9. Hook-up well to pressure source and apply pressure until test value is reached.
10. Immediately disconnect pressure source and start test time (If there has been a significant drop in pressure during the process of disconnection, the test may have to be restarted). The pressure gages used to monitor injection tubing pressure and annulus pressure should have a pressure range which will allow the test pressure to be near the mid-range of the gage. Additionally, the gage must be of sufficient accuracy and scale to allow an accurate reading of a 10 percent change to be read. For instance, a test pressure of 600 psi should be monitored with a 0 to 1000 psi gage. The scale should be incremented in 20 psi increments.
11. Record tubing and annulus pressure values every five (5) minutes.
12. At the end of the test, record the final tubing pressure.
13. If the test fails, check the valves, bull plugs and casing head close up for possible leaks. The well should be retested.
14. If the second test indicates a well failure, the Region should be informed of the failure within 24 hours by the operator, and the well should be shut-in within 48 hours per Headquarters guidance #76. A follow-up letter should be prepared by the operator which outlines the cause of the MIT failure and proposes a potential course of action. This report should be submitted to EPA within five days.



15. Bleed off well into a bucket, if possible, to obtain a volume estimate. This should be compared to the calculated value obtained using the casing/tubing annulus volume and fluid compressibility values.
16. Return to office and prepare follow-up.

Alternative Test Option

While it is expected that the test procedure outlined above will be applicable to most wells, the potential does exist that unique circumstances may exist for a given well that precludes or makes unsafe the application of this test procedure. In the event that these exceptional or extraordinary conditions are encountered, the operator has the option to propose an alternative test or monitoring procedures. The request must be submitted by the operator in writing and must be approved in writing by the UIC-Implementation Section Chief or equivalent level of management.

Attachment





UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 8
999 18TH STREET - SUITE 300
DENVER, CO 80202-2466
<http://www.epa.gov/region08>

UNDERGROUND INJECTION CONTROL PROGRAM

FINAL PERMIT

Class II Enhanced Oil Recovery Well

EPA Permit No. UT2911-04616

Well Name: Red Wash Unit #31-19B

Field Name: Red Wash

County & State: Uintah, Utah

issued to:

Shenandoah Energy Inc.
475 17th Street, Suite #1000
Denver, CO 80202

Date Prepared: January, 2002



Printed on Recycled Paper

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PART I. AUTHORIZATION TO CONVERT AND OPERATE

Pursuant to the Underground Injection Control Regulations of the U. S. Environmental Protection Agency codified at Title 40 of the Code of Federal Regulations, Parts 124, 144, 146, and 147,

Shenandoah Energy Inc.
475 17th Street, Suite #1000
Denver, CO 80202

is hereby authorized to convert and operate an active Lower Green River Formation oil well to a Class II enhanced oil recovery injection well, injecting into the same producing zones and well commonly known as:

Red Wash Unit (RWU) #31-19B
NW/4 NE/4 Section 19, Township 7 South, Range 23 East
Uintah County, Utah.

Injection shall be for the purpose of enhanced oil recovery so that Shenandoah Energy Inc. (SEI) may continue to economically produce oil from their Red Wash Field in accordance with conditions set forth herein. Injection between the outermost casing protecting underground sources of drinking water (USDWs) and the wellbore is prohibited. If the well is not converted within one (1) year from the effective date of this Permit, the Permit shall expire as provided by Part II, Section A. 6.

Injection activities shall not commence until the operator has fulfilled all applicable conditions of this Permit and has received written authorization to inject from the Director. "Prior to Commencing Injection" requirements are set forth in Part II, Section C. 1., of this Permit.

All conditions set forth herein refer to Title 40 Parts 124, 144, 146, and 147 of the Code of Federal Regulations (40 CFR) and are regulations that are in effect on the date that this permit becomes effective.

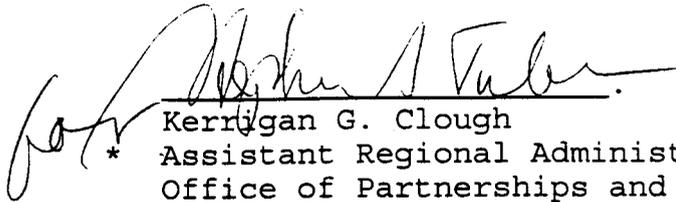
This Permit consists of a total of 33 pages and includes all items listed in the Table of Contents. Further, it is based upon representations made by the permittee and on other information contained in the administrative record. Any information submitted by the permittee found to be incorrect may be cause for

modification or termination of the Permit and/or may subject the permittee to formal enforcement action. It is the responsibility of the permittee to read, understand, and carryout all provisions of this Permit.

This Permit and the authorization to operate are issued for the operating life of the well, unless terminated (Part III, Section B), or except upon automatic expiration due to prolonged postponement of conversion (Part II, Section A. 6.). The Permit will be reviewed by EPA at least every five (5) years to determine whether action under 40 CFR § 144.36 (a) is warranted. The Permit will expire upon delegation of primary enforcement responsibility for the UIC Program to the State of Utah, Division of Oil, Gas, and Mining, or the Uintah-Ouray Indian Tribal Government, unless either the State or the Indian Tribal Government has adequate authority, and choose, to adopt and enforce this Permit as a State Permit or Tribal Government Permit.

Issued JAN 10 2002.

This Permit shall become effective JAN 10 2002.


Kerrigan G. Clough

* Assistant Regional Administrator
Office of Partnerships and
Regulatory Assistance

* NOTE: The person holding this title is referred to as the "Director" throughout this Permit.

PART II. SPECIFIC PERMIT CONDITIONS

A. WELL CONVERSION REQUIREMENTS

1. **Casing and Cementing.** The conversion details submitted with the application are hereby incorporated into this permit as **Appendix A**, and shall be binding on the permittee. Cement bonds between the wellbore and casing are as follows: (1): 1st stage cement extends from the base of the 5-1/2 inch production casing (5973') up to an estimated top of 1670 feet kelly bushing (KB) as calculated by a Cement Bond Log (CBL); and (2): cement extends from the base of the 9-5/8 inch surface casing, set at 452 feet, up to the surface.
2. **Tubing and Packer Specifications.** A tubing of two and seven-eighths (2-7/8) inches diameter shall be utilized with a packer placed at a depth of approximately 5512 feet kelly bushing (KB). The permittee is required to set the packer at a distance of no more than 100 feet above the top perforations (5562'). Injection between the outer-most casing protecting underground sources of drinking water (USDWs) and the well bore is prohibited.
3. **Monitoring Devices.** The operator shall provide and maintain in good operating condition:
 - (a) a tap on the suction line, for the purpose of obtaining representative samples of the injection fluids;
 - (b) two (2), one-half (1/2) inch Female Iron Pipe (FIP) fittings, isolated by plug or globe valves, and located: 1) at the wellhead on the tubing; and 2) on the tubing/casing annulus (for attachment of pressure gauges). The gauges shall be designed to operate at a certified accuracy of at least ninety-five (95) percent, throughout the range of anticipated injection pressures; and
 - (c) a flow meter that will be used to measure cumulative volumes of injected fluid.
4. **Proposed Changes and Workovers.** The operator shall give at least five (5) to ten (10) days notice to the Director, of any planned physical alterations or additions to the permitted well(s). Major alterations

or workovers of the permitted well shall meet all conditions as set forth in this permit. A major alteration/workover shall be considered any work performed, which affects casing, packer(s), or tubing.

Demonstration of mechanical integrity shall be performed within thirty (30) days of completion of workovers/alterations and prior to injection activities, in accordance with Part II, Section C. 2.

The permittee shall provide all records of well workovers, logging, or other test data to EPA within sixty (60) days of completion of the activity. **Appendix B** contains samples of the appropriate reporting forms.

5. **Formation Testing.** The permittee is required to determine the **injection zone fluid pore pressure (static bottom-hole pressure)**, prior to setting injection tubing and packer.

6. **Postponement of Conversion.** If the well is not converted to injection status within one (1) year from the effective date of this Permit, the authorization to convert and operate shall automatically expire, unless the permittee requests and is granted an extension. The request shall be made to the Director in writing, and shall state the reasons for the delay in conversion/construction, and confirm the protection of all USDWs. The extension under this section may not exceed one (1) year. Once authorization to convert and operate expires under this part, the full permitting process, including opportunity for public comment, must be repeated before authorization to construct/convert and operate will be reissued. Financial responsibility shall be maintained during the period of inactivity in accordance with Part II, Section F.

B. CORRECTIVE ACTION

The applicant submitted the required 1/4-mile Area of Review (AOR) information with the Permit application. The subject well, RWU #31-19B, was drilled and completed according to the State of Utah requirements as to preclude uphole contamination from either oil or Class II enhanced recovery injection fluid. The producing oil well, #115 (21-19B), and the temporarily abandoned well, RWU 48 (32-19B) are the only wells

within the one-quarter mile AOR. There are no wells in the AOR operating over the fracture pressure of the injection formation. If any leaks are detected, the well(s) will be shut-in immediately and corrective action will be taken to restore integrity to the wellbore. Therefore, the permittee is not required to take any corrective action prior to the issuance of this Permit.

C. **WELL OPERATION**

1. **Prior to Commencing Injection.** Injection operations may not commence until the permittee has complied with the following:

- (a) Conversion is complete and the permittee has submitted a **Well Rework Record (Form 7520-12 in Appendix B)**; **A current wellbore diagram will be included**; and
- (b) the permittee has determined the **injection zone fluid pore pressure (static bottom-hole pressure)**; and
- (c) a **successfully passed mechanical integrity pressure test (MIT), Part I (Internal)** shall be performed with pressure chart, according to the current UIC Guidance for Conducting a Pressure Test to Determine if a Well Has Leaks in the Tubing, Casing or Packer. **This guidance will be made available to the permittee when the final permit is issued.**

2. **Mechanical Integrity Demonstration.**

- (a) **Notification.** The Permittee shall notify the Director at least two (2) weeks prior to any required integrity test. The Director may allow a shorter notification period if it would be sufficient to enable EPA to witness the mechanical integrity test. Notification may be in the form of a yearly or quarterly schedule of planned mechanical integrity tests (MIT), or it may be on an individual basis.
- (b) **Test Methods and Criteria.** Test methods and criteria are to follow **current UIC Guidance for Conducting a Pressure Test to determine if a Well**

has leaks in the Tubing, Casing or Packer. To assure that the test pressure will detect significant leaks and that the casing is subjected to pressure similar to that which would be applied if tubing or packer fails, the tubing/casing annulus should be tested at a pressure equal to the maximum allowed injection pressure or 1000 psig whichever is less. The annular test pressure must, however, have a difference of at least 200 psig either greater or less than the injection tubing pressure. Wells which inject at pressures of less than 300 psig must test at a minimum pressure of 300 psig, and the pressure difference between the annulus and the injection tubing must be at least 200 psig.

- (c) Routine Demonstrations of Mechanical Integrity. The Permittee must demonstrate mechanical integrity by arranging and conducting a routine tubing/casing annulus pressure test at least one every five (5) years during the life of the facility and after workovers (see Part II. A. 4.). Results of the test shall be submitted (on EPA form found in **Appendix B**) to the Director as soon as possible but no later than sixty (60) days after the test is complete.
- (d) Loss of Mechanical Integrity. The operator is required to establish and maintain mechanical integrity [40 CFR § 144.51(q)]. If the well fails to demonstrate mechanical integrity during a test, or a loss of mechanical integrity as defined by 40 CFR § 146.8 becomes evident during operation, the permittee shall notify the Director in accordance with Part III, Section E. 10. (c) of this permit. Furthermore, injection activities shall be terminated immediately; and operation shall not be resumed until the permittee has taken necessary actions to restore integrity to the well and the Director gives approval to recommence injection.

3. Injection Interval. As identified in **Appendix A**, injection shall be limited to the gross Green River Formation, being 5554' to 5973' (TD) in this well. Additional perforations within the gross interval may be added later and reported on EPA Form 7520-12.

The **confining zone** above the Green River Formation injection interval consists of 60' (5494'- 5554') of shale, calcareous in part with occasional thin siltstone and tight sandstone stringers which acts as an isolation barrier for the accumulation of oil and for the waterflood. An additional 2330' of intervening strata lies between the top of the confining zone at 5494' and the top of the Green River Formation at 3164'.

4. **Injection Pressure Limitation.**

- (a) Injection pressure, measured at the surface, shall not exceed an amount that the Director determines is appropriate to ensure that injection does not initiate new fractures or propagate existing fractures in the confining zone adjacent to USDWs.
- (b) The exact pressure limit may be **increased or decreased** by the Director in order to ensure that the requirements in paragraph (a) are fulfilled. In order to determine an exact pressure limit, the permittee may conduct a step rate injection test or other authorized well test(s) that will serve to determine the fracture pressure of the injection zone. Test procedures shall be pre-approved in writing by the Director. The Director will specify in writing, to the permittee, any increase or decrease to the injection pressure based upon the test results and/or other parameters reflecting actual injection operations. Until such time that this demonstration and approval is made, **the injection pressure, measured at the surface shall not exceed 2085 psig (maximum injection pressure).**

5. **Injection Volume Limitation.** There is no limitation on the number of barrels of water per day (BWPD) that shall be injected into this well, provided further that in no case shall injection pressure exceed that limit shown in Part II, Section C. 4. (b) of this Permit.

6. **Injection Fluid Limitation.** The permittee shall not inject any hazardous substances, as defined by 40 CFR part 261, at any time during the operation of the facility; and further, no substances other than those produced brines from oil and/or gas production and source water for water flooding in the Red Wash field.

7. **Annular Fluid.** The annulus between the tubing and the casing shall be filled with fresh water treated with a corrosion inhibitor to prevent corrosion. A diesel freeze blanket may be circulated from surface to below frost level at completion to prevent freezing and possible equipment failure during winter months, or other fluid as approved, in writing, by the Director.

D. MONITORING, RECORDKEEPING, AND REPORTING OF RESULTS

1. **Injection Well Monitoring Program.** Samples and measurements shall be representative of the monitored activity. The permittee shall utilize the applicable analytical methods described in Table 1 of 40 CFR § 136.3, or in Appendix III of 40 CFR Part 261, or in certain circumstances, by other methods that have been approved by the EPA Administrator. Monitoring shall consist of:
 - (a) Analysis of the injected fluids, performed:
 - (i) **Annually** for Total Dissolved Solids, pH, Specific Conductivity, and Specific Gravity, from the common facility; however, if injection is maintained from more than one well from each common facility, then only one annual analysis is required for that facility.
 - (ii) Whenever there is a change in the source of injection fluids. A comprehensive water analysis shall be submitted to the Director within thirty (30) days of any change in injection fluids.
 - (b) **In addition to the weekly well site inspection** for surface leaks; observations of flow rate, injection pressure, annulus pressure, and cumulative volume shall be conducted monthly. All observations shall be observed and/or measured at approximately the same time. Observations of each shall be **recorded monthly.**
2. **Monitoring Information.** Records of any monitoring activity required under this permit shall include:

- (a) The date, exact place, the time of sampling or field measurements;
- (b) The name of the individual(s) who performed the sampling or measurements;
- (c) The exact sampling method(s) used to take samples;
- (d) The date(s) laboratory analyses were performed;
- (e) The name of the individual(s) who performed the analyses;
- (f) The analytical techniques or methods used by laboratory personnel; and
- (g) The results of such analyses.

3. **Recordkeeping.**

- (a) The permittee shall retain records concerning:
 - (i) the nature and composition of all injected fluids until three (3) years after the completion of plugging and abandonment which has been carried out in accordance with the Plugging and Abandonment Plan shown in **Appendix C**, and is consistent with 40 CFR § 146.10.
 - (ii) all monitoring information, including all calibration and maintenance records and all original strip chart recordings for continuous monitoring instrumentation and copies of all reports required by this permit for a period of at least five (5) years from the date of the sample, measurement or report throughout the operating life of the well.
- (b) The permittee shall continue to retain such records after the retention period specified in paragraphs (a) (i) and (a) (ii) unless he delivers the records to the Director or obtains written approval from the Director to discard the records.
- (c) The permittee shall maintain copies (or originals) of all pertinent records at the office of:

Shenandoah Energy Inc.
475 17th Street, Suite 1000
Denver, Colorado.

4. **Reporting of Results.** The permittee shall submit an **Annual Report** to the Director summarizing the results of the monitoring required by Part II, Section D. 1. (a) and (b) of this permit. Copies of all monthly records on injected fluids, and any major changes in characteristics or sources of injected fluid shall be included in the Annual Report.

The first Annual Report shall cover the period from the effective date of the Permit through December 31, of that year. Subsequently, the Annual Report shall cover the period from January 1 through December 31, and shall be submitted by **February 15** of the following year. **Appendix B** contains Form 7520-11 which may be copied and used to submit the annual summary of monitoring.

E. PLUGGING AND ABANDONMENT

1. **Notice of Plugging and Abandonment.** The permittee shall notify the Director forty-five (45) days before conversion, or abandonment of the well.
2. **Plugging and Abandonment Plan.** The permittee shall plug and abandon the well as provided in the Plugging and Abandonment Plan, **Appendix C**. This plan incorporates information supplied by the permittee and may contain a clarification by the EPA. The EPA reserves the right to change the manner in which the well will be plugged if the well is modified during its permitted life or if the well is not made consistent with EPA requirements for construction and mechanical integrity. The Director may require the permittee to update the estimated plugging cost periodically. Such estimates, two (2), shall be based on an independent service company's cost for current EPA approved P&A operations, not an "in-house" cost estimate.
3. **Cessation of Injection Activities.** After a cessation of operations of two (2) years [40 CFR § 144.52 (a) (6)], the permittee shall plug and abandon the well in accordance with the Plugging and Abandonment Plan, unless the permittee:

- (a) has provided notice to the Director; and
 - (b) has demonstrated that the well will be used in the future; and
 - (c) has described actions or procedures, satisfactory to the Director, that will be taken to ensure that the well will not endanger underground sources of drinking water during the period of temporary abandonment.
4. **Plugging and Abandonment Report.** Within sixty (60) days after plugging the well, the permittee shall submit a report on Form 7520-13 to the Director. The report shall be certified as accurate by the person who performed the plugging operation and the report shall consist of either: (1) a statement that the well was plugged in accordance with the plan; or (2) where actual plugging differed from the plan, a statement that specifies the different procedures followed.

F. FINANCIAL RESPONSIBILITY

1. **Demonstration of Financial Responsibility.** The permittee has chosen to demonstrate financial responsibility through a Surety Performance Bond in the amount of \$1,980,000, **\$18,000 per well to cover the cost of plugging and abandoning 110 wells as listed under Schedule "A"**. Shenandoah has also submitted an accompanying Standby Trust Agreement that has been reviewed and approved by the EPA.
- (a) The **permittee shall submit financial statements and other information annually, or as required by EPA,** in order to demonstrate that its financial position remains sound, and that it continues to have adequate financial resources, as determined by the EPA, to close, plug, and abandon the injection well(s) in accordance with the approved plugging and abandonment plan.
 - (b) If financial statements or other information indicate that the permittee no longer has financial resources, according to EPA criteria, to assure that the injection wells will be properly plugged and abandoned, then the permittee must make an alternate showing of financial responsibility. This showing must be acceptable

to the Director and must be submitted within sixty (60) days after having been notified by EPA of the necessity for making an alternate showing of financial responsibility.

- (c) The permittee may upon his own initiative and upon written request to EPA, change the method of demonstrating financial responsibility from financial statement coverage to a financial instrument such as a bond, letter of credit, or trust fund. Any such change must be approved by the Director.

2. **Insolvency of Financial Institution.** In the event that an alternate demonstration of financial responsibility has been approved under (b) or (c), above, the permittee must submit an alternate demonstration of financial responsibility acceptable to the Director within sixty (60) days after either of the following events occur:

- (a) The institution issuing the trust or financial instrument files for bankruptcy; or
- (b) The authority of the trustee institution to act as trustee, or the authority of the institution issuing the financial instrument, is suspended or revoked.

PART III. GENERAL PERMIT CONDITIONS

A. EFFECT OF PERMIT. The permittee is allowed to engage in underground injection in accordance with the conditions of this permit. The permittee, as authorized by this permit, shall not construct, operate, maintain, convert, plug, abandon, or conduct any other injection activity in a manner that allows the movement of fluid containing any contaminant into underground sources of drinking water, if the presence of that contaminant may cause a violation of any primary drinking water regulation under 40 CFR, Part 142 or otherwise adversely affect the health of persons. Any underground injection activity not authorized in this permit or otherwise authorized by permit or rule is prohibited. Issuance of this permit does not convey property rights of any sort or any exclusive privilege; nor does it authorize any injury to persons or property, any invasion of other private rights, or any infringement of State or local law or regulations. Compliance with the terms of this permit does not constitute a defense to any enforcement action brought under the provisions of

Section 1431 of the Safe Drinking Water Act (SDWA) or any other law governing protection of public health or the environment for any imminent and substantial endangerment to human health, or the environment, nor does it serve as a shield to the permittee's independent obligation to comply with all UIC regulations.

B. PERMIT ACTIONS

1. **Modification, Reissuance, or Termination.** The Director may, for cause or upon a request from the permittee, modify, revoke and reissue, or terminate this permit in accordance with 40 CFR §§ 124.5, 144.12, 144.39, and 144.40. Also, the permit is subject to minor modifications for cause as specified in 40 CFR § 144.41. The filing of a request for a permit modification, revocation and reissuance, or termination or the notification of planned changes or anticipated noncompliance on the part of the permittee does not stay the applicability or enforceability of any permit condition.
2. **Conversions.** The Director may, for cause or upon a request from the permittee allow conversion of the well from a Class II injection well to a non-Class II well. Requests to convert the injection well from its Class II status to a non-Class II well, such as, a production well, must be made in writing to the Director. Conversion may not proceed until a permit modification indicating the conditions of the proposed conversion is received by the permittee. Conditions of the modification may include such items as, but is not limited to, approval of the proposed well rework, follow up demonstration of mechanical integrity, and well specific monitoring and reporting following the conversion.
3. **Transfers.** This permit is not transferrable to any person except after notice is provided to the Director and the requirements of 40 CFR § 144.38 are complied with. The Director may require modification, or revocation and reissuance, of the permit to change the name of the permittee and incorporate such other requirements as may be necessary under the SDWA.
4. **Operator Change of Address.** Upon the operator's change of address, notice must be given to the following EPA office:

U. S. Environmental Protection Agency
Region VIII, UIC Section (8P-W-GW)
999 18th Street, Suite 300
Denver, CO 80202-2466

C. SEVERABILITY

The provisions of this permit are severable, and if any provision of this permit or the application of any provision of this permit to any circumstance, is held invalid, the application of such provision to other circumstances, and the remainder of this permit shall not be affected thereby.

D. CONFIDENTIALITY

In accordance with 40 CFR Part 2 and 40 CFR § 144.5, any information submitted to EPA pursuant to this permit may be claimed as confidential by the submitter. Any such claim must be asserted at the time of submission by stamping the words "confidential business information" on each page containing such information. If no claim is made at the time of submission, EPA may make the information available to the public without further notice. If a claim is asserted, the validity of the claim will be assessed in accordance with the procedures in 40 CFR Part 2 (Public Information). Claims of confidentiality for the following information will be denied:

- The name and address of the permittee; and
- Information which deals with the existence, absence, or level of contaminants in drinking water.

E. GENERAL DUTIES AND REQUIREMENTS

1. **Duty to Comply.** The permittee shall comply with all conditions of this permit, except to the extent and for the duration such noncompliance is authorized by an emergency permit. Any permit noncompliance constitutes a violation of the SDWA and is grounds for enforcement action, permit termination, revocation and reissuance, or modification. Such noncompliance may also be grounds for enforcement action under the Resource Conservation and Recovery Act (RCRA).
2. **Penalties for Violations of Permit Conditions.** Any person who violates a permit requirement is subject to civil penalties, fines, and other enforcement action

under the SDWA and may be subject to such actions pursuant to the RCRA. Any person who willfully violates permit conditions may be subject to criminal prosecution.

3. **Need to Halt or Reduce Activity not a Defense.** It shall not be a defense for a permittee in an enforcement action that it would have been necessary to halt or reduce the permitted activity in order to maintain compliance with the conditions of this permit.
4. **Duty to Mitigate.** The permittee shall take all reasonable steps to minimize or correct any adverse impact on the environment resulting from noncompliance with this permit.
5. **Proper Operation and Maintenance.** The permittee shall at all times properly operate and maintain all facilities and systems of treatment and control (and related appurtenances) which are installed or used by the permittee to achieve compliance with the conditions of this permit. Proper operation and maintenance includes effective performance, adequate funding, adequate operator staffing and training, and adequate laboratory and process controls, including appropriate quality assurance procedures. This provision requires the operation of back-up, or auxiliary facilities or similar systems, only when necessary, to achieve compliance with the conditions of this permit.
6. **Duty to Provide Information.** The permittee shall furnish the Director, within a time specified, any information which the Director may request to determine whether cause exists for modifying, revoking and reissuing, or terminating this permit, or to determine compliance with the permit. The permittee shall also furnish to the Director, upon request, copies of records required to be kept by this permit.
7. **Inspection and Entry.** The permittee shall allow the Director, or an authorized representative, upon the presentation of credentials and other documents as may be required by law, to:
 - (a) Enter upon the permittee's premises where a regulated facility or activity is located or conducted, or where records must be kept under the conditions of this permit;

- (b) Have access to and copy, at reasonable times, any records that must be kept under the conditions of this permit;
- (c) Inspect at reasonable times any facilities, equipment (including monitoring and control equipment), practices, or operations regulated or required under this permit; and
- (d) Sample or monitor, at reasonable times, for the purpose of assuring permit compliance or as otherwise authorized by the SDWA any substances or parameters at any location.
8. **Records of the Permit Application.** The permittee shall maintain records of all data required to complete the permit application and any supplemental information submitted for a period of five (5) years from the effective date of this permit. This period may be extended by request of the Director at any time.
9. **Signatory Requirements.** All reports or other information requested by the Director shall be signed and certified according to 40 CFR § 144.32.
10. **Reporting of Noncompliance.**
- (a) **Anticipated Noncompliance.** The permittee shall give advance notice to the Director of any planned changes in the permitted facility or activity which may result in noncompliance with permit requirements.
- (b) **Compliance Schedules.** Reports of compliance or noncompliance with, or any progress reports on, interim and final requirements contained in any compliance schedule of this permit shall be submitted no later than thirty (30) days following each schedule date.
- (c) **Twenty-four Hour Reporting.**
- (i) The permittee shall report to the Director any noncompliance which may endanger health or the environment. Information shall be provided orally within twenty-four (24) hours from the time the permittee becomes aware of the circumstances by telephoning EPA at

303.312.6155 (during normal business hours) or at 303.293-1788 (for reporting at all other times). The following information shall be included in the verbal report:

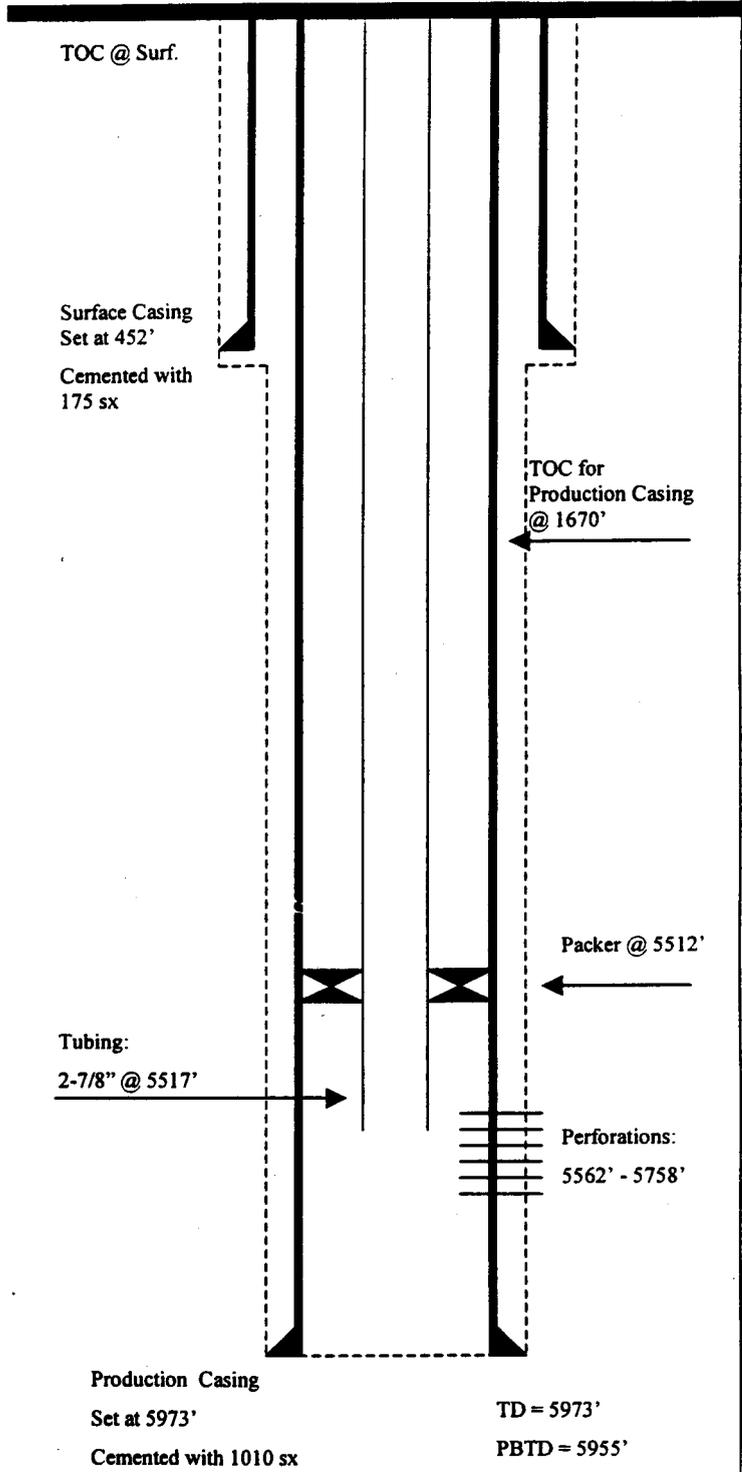
- (A) Any monitoring or other information which indicates that any contaminant may cause endangerment to an underground source of drinking water.
 - (B) Any noncompliance with a permit condition or malfunction of the injection system which may cause fluid migration into or between USDWs.
- (ii) A written submission shall also be provided within five (5) days of the time the permittee becomes aware of the circumstances. The written submission shall contain a description of the noncompliance and its cause; the period of noncompliance, including exact dates and times, and if the noncompliance has not been corrected, the anticipated time it is expected to continue; and steps taken or planned to reduce, eliminate, and prevent recurrence of the noncompliance.
- (d) Other Noncompliance. The permittee shall report all other instances of noncompliance not otherwise reported at the time monitoring reports are submitted. The reports shall contain the information listed in Part III, Section E. 10.(C) (ii) of this permit.
- (e) Other Information. Where the permittee becomes aware that he failed to submit any relevant facts in the permit application, or submitted incorrect information in a permit application or in any report to the Director, the permittee shall submit such correct facts or information within two (2) weeks of the time such information became known to him.

APPENDIX A

(Conversion Details)

RWU # 31-19B

Current Well Construction



APPENDIX B

(Reporting Forms and Instructions)

1. EPA Form 7520- 7: APPLICATION TO TRANSFER PERMIT
2. EPA Form 7520-10: COMPLETION REPORT FOR BRINE DISPOSAL WELL
3. EPA Form 7520-11: ANNUAL DISPOSAL/INJECTION WELL MONITORING REPORT
4. EPA Form 7520-12: WELL REWORK RECORD
5. EPA Form 7520-13: PLUGGING RECORD
6. EPA Form MIT MECHANICAL INTEGRITY TEST

LOCATE WELL AND OUTLINE UNIT ON SECTION PLAT — 640 ACRES

N			
S			

W E

STATE	COUNTY	PERMIT NUMBER
SURFACE LOCATION DESCRIPTION 1/4 of 1/4 of 1/4 of 1/4 of Section ___ Township ___ Range ___		
LOCATE WELL IN TWO DIRECTIONS FROM NEAREST LINES OF QUARTER SECTION AND DRILLING UNIT		
Surface Location ___ ft. from (N/S) ___ Line of quarter section and ___ ft. from (E/W) ___ Line of quarter section		
WELL ACTIVITY		TYPE OF PERMIT
<input type="checkbox"/> Brine Disposal	<input type="checkbox"/> Individual	Estimated Fracture Pressure - of Injection Zone
<input type="checkbox"/> Enhanced Recovery	<input type="checkbox"/> Area	
<input type="checkbox"/> Hydrocarbon Storage	Number of Wells _____	
Anticipated Daily Injection Volume (Bbls)		Injection Interval
Average	Maximum	Feet to Feet
Anticipated Daily Injection Pressure (PSI)		Depth to Bottom of Lowermost Freshwater Formation (Feet)
Average	Maximum	

Type of Injection Fluid (Check the appropriate block(s))		Lease Name	Well Number
<input type="checkbox"/> Salt Water	<input type="checkbox"/> Brackish Water	<input type="checkbox"/> Fresh Water	Name of Injection Zone
<input type="checkbox"/> Liquid Hydrocarbon	<input type="checkbox"/> Other		
Date Drilling Began	Date Well Completed	Permeability of Injection Zone	
Date Drilling Completed		Porosity of Injection Zone	

CASING AND TUBING			CEMENT		HOLE	
OD Size	Wt/Ft — Grade — New or Used	Depth	Seals	Class	Depth	Bit Diameter

INJECTION ZONE STIMULATION		WIRE LINE LOGS. LIST EACH TYPE	
Interval Treated	Materials and Amount Used	Log Types	Logged Intervals

Complete Attachments A — E listed on the reverse.

CERTIFICATION

I certify under the penalty of law that I have personally examined and am familiar with the information submitted in this document and all attachments and that, based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment. (Ref. 40 CFR 144.32).

NAME AND OFFICIAL TITLE (Please type or print)	DATE SIGNED

NAME AND ADDRESS OF PERMITTEE

NAME AND ADDRESS OF CONTRACTOR

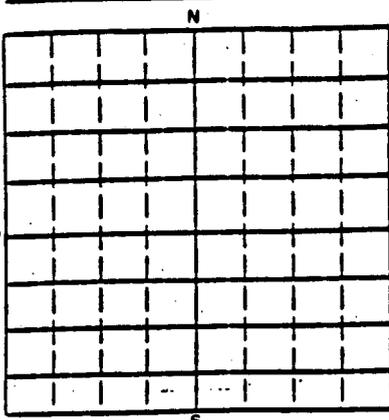
LOCATE WELL AND OUTLINE UNIT ON SECTION PLAT — 640 ACRES

STATE _____ COUNTY _____ PERMIT NUMBER _____

SURFACE LOCATION DESCRIPTION
 1/4 of 1/4 of 1/4 of 1/4 of Section _____ Township _____ Range _____

LOCATE WELL IN TWO DIRECTIONS FROM NEAREST LINES OF QUARTER SECTION AND DRILLING UNIT

Surface Location _____ ft. from (N/S) _____ Line of quarter section
 and _____ ft. from (E/W) _____ Line of quarter section



WELL ACTIVITY <input type="checkbox"/> Brine Disposal <input type="checkbox"/> Enhanced Recovery <input type="checkbox"/> Hydrocarbon Storage Lease Name _____	Total Depth Before Rework _____	TYPE OF PERMIT <input type="checkbox"/> Individual <input type="checkbox"/> Area Number of Wells _____ Well Number _____
	Total Depth After Rework _____	
	Date Rework Commenced _____	Well Number _____
	Date Rework Completed _____	

WELL CASING RECORD — BEFORE REWORK

Casing		Cement		Perforations		Acid or Fracture Treatment Record
Size	Depth	Sacks	Type	From	To	

WELL CASING RECORD — AFTER REWORK (Indicate Additions and Changes Only)

Casing		Cement		Perforations		Acid or Fracture Treatment Record
Size	Depth	Sacks	Type	From	To	

DESCRIBE REWORK OPERATIONS IN DETAIL
 USE ADDITIONAL SHEETS IF NECESSARY

WIRE LINE LOGS. LIST EACH TYPE

Log Types	Logged Intervals

CERTIFICATION

I certify under the penalty of law that I have personally examined and am familiar with the information submitted in this document and all attachments and that, based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment. (Ref. 40 CFR 144.32).

NAME AND OFFICIAL TITLE (Please type or print)

SIGNATURE

DATE SIGNED



PLUGGING RECL

NAME AND ADDRESS OF PERMITTEE

NAME AND ADDRESS OF CEMENTING COMPANY

STATE COUNTY

PERMIT NUMBER

LOCATE WELL AND OUTLINE UNIT ON SECTION PLAT - 640 ACRES

SURFACE LOCATION DESCRIPTION

1/4 OF 1/4 OF 1/4 SECTION TOWNSHIP RANGE

LOCATE WELL IN TWO DIRECTIONS FROM NEAREST LINES OF QUARTER SECTION AND DRILLING UNIT

Surface Location ____ ft. from (N/S) ____ Line of quarter section

and ____ ft. from (E/W) ____ Line of quarter section

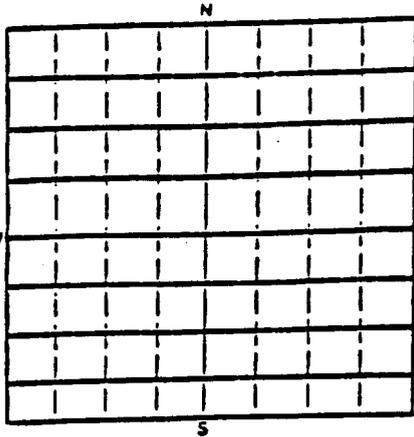
TYPE OF AUTHORIZATION

- Individual Permit
- Area Permit
- Rule

Number of Wells ____

Describe in detail the manner in which the fluid was placed and the method used in intruding it into the hole

Lease Name



CASING AND TUBING RECORD AFTER PLUGGING

SIZE	WT(LB/FT)	TO BE PUT IN WELL (FT)	TO BE LEFT IN WELL (FT)	HOLE SIZE

WELL ACTIVITY

METHOD OF EMPLACEMENT OF CEMENT PLUGS

- CLASS I
- CLASS II
- Brine Disposal
- Enhanced Recovery
- Hydrocarbon Storage
- CLASS III

- The Balance Method
- The Dump Solder Method
- The Two-Plug Method
- Other

CEMENTING TO PLUG AND ABANDON DATA:

	PLUG #1	PLUG #2	PLUG #3	PLUG #4	PLUG #5	PLUG #6	PLUG #7
Size of Hole or Pipe in which Plug Will Be Placed (inches)							
Depth to Bottom of Tubing or Drill Pipe (ft.)							
Sacks of Cement To Be Used (each plug)							
Slurry Volume To Be Pumped (cu. ft.)							
Calculated Top of Plug (ft.)							
Measured Top of Plug (if tagged ft.)							
Slurry Wt. (Lb./Gal.)							
Type Cement or Other Material (Class III)							

LIST ALL OPEN HOLE AND/OR PERFORATED INTERVALS

From	To	From	To

Signature of Cementer or Authorized Representative

Signature of EPA Representative

CERTIFICATION

I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the person or persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations. (REF. 40 CFR 122.22)

NAME AND OFFICIAL TITLE (Please type or print)

SIGNATURE

DATE SIGNED

Mechanical Integrity Test Casing Annulus Pressure Mechanical Integrity Test

U.S. Environmental Protection Agency
Underground Injection Control Program, UIC Direct Implementation Program 8P-W-GW
999 18th Street, Suite 500 Denver, CO 80202-2466

EPA Witness: _____ Date: ____/____/____

Test conducted by: _____

Others present: _____

Well Name: _____	Type: ER SWD	Status: AC TA UC
Field: _____		
Location: _____	Sec: _____ T _____ N/S R _____	E/W County: _____ State: _____
Operator: _____		
Last MIT: ____/____/____	Maximum Allowable Pressure: _____	PSIG

Is this a regularly scheduled test? Yes No

Initial test for permit? Yes No

Test after well rework? Yes No

Well injecting during test? Yes No If Yes, rate: _____ bpd

Pre-test casing/tubing annulus pressure: _____ psig

MIT DATA TABLE	Test #1	Test #2	Test #3
TUBING PRESSURE			
Initial Pressure	psig	psig	psig
End of test pressure	psig	psig	psig
CASING / TUBING ANNULUS PRESSURE			
0 minutes	psig	psig	psig
5 minutes	psig	psig	psig
10 minutes	psig	psig	psig
15 minutes	psig	psig	psig
20 minutes	psig	psig	psig
25 minutes	psig	psig	psig
30 minutes	psig	psig	psig
minutes	psig	psig	psig
minutes	psig	psig	psig
RESULT	<input type="checkbox"/> Pass <input type="checkbox"/> Fail	<input type="checkbox"/> Pass <input type="checkbox"/> Fail	<input type="checkbox"/> Pass <input type="checkbox"/> Fail

Does the annulus pressure build back up after the test ? Yes No

APPENDIX C

PLUGGING & ABANDONMENT PLAN

and

SCHEMATIC

Red Wash Unit #31-19B

This plan has been reviewed and approved by the EPA. It is consistent with UIC requirements:

NOTE: CEMENT PLUGS ARE TO BE SEPARATED BY BENTONITE MUD OR A 9.6 PPG PLUGGING GEL (BRINE WATER WITH A GELLING AGENT).

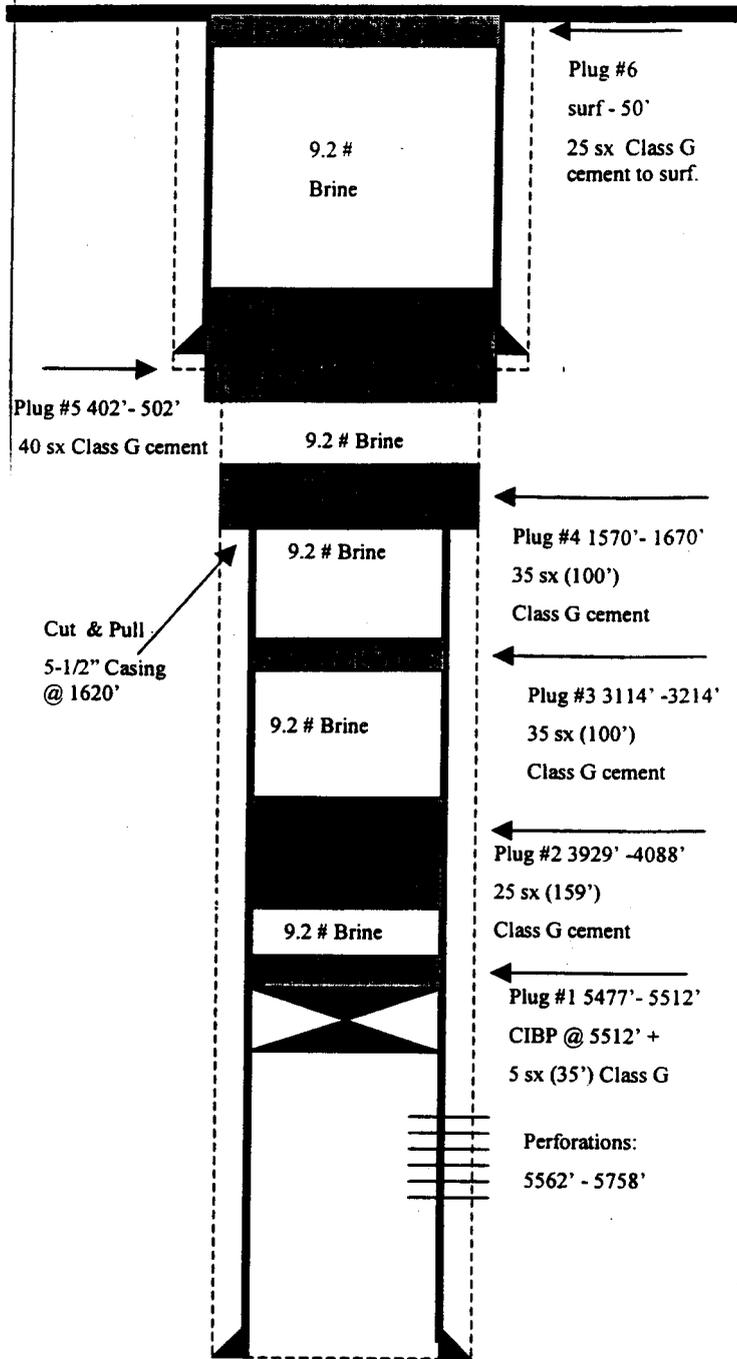
PLUGGING AND ABANDONMENT PLAN

RWU #31-19B

- (1) MIRU. ND WH and NU BOPE, Pull downhole equipment and clean out to PBTD, circulate hole clean.
- (2) **Plug #1.** Top perforations at 5558'. Set CIBP at 5512' and dump bail 35' (5 sx) Class "G" cement on top (5477-5512).
- (3) **Plug #2.** Oil shale interval 3929'-4088'. Set balanced cement plug across interval.
- (4) **Plug #3.** Green River top at 3164'. Set balanced plug 3114'-3214' Green River interval (USDW).
- (5) **Plug #4.** Cut and pull casing @ 1620'. Set plug from 1570'-1670' with 35 sxs Class G cement (100')
- (6) **Plug #5.** Set balanced plug across surface casing shoe from 402'-502' with 40 sxs Class G cement (100').
- (7) **Plug #6.** set balanced plug from surface to 50' with 25 sxs Class G cement.
- (8) Weld on dry hole marker and clean location.

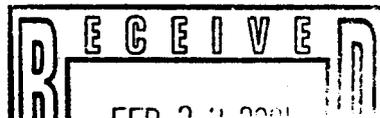
Attachment "Q"

Plugging and Abandonment Construction



TD = 5973'

PBTD = 5955'



UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB NO. 1004-0135
Expires: November 30, 2000

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

5. Lease Serial No.
U-0933

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

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

8. Well Name and No.
RWU 31-19B

9. API Well No.
43-047-33555

10. Field and Pool, or Exploratory
RED WASH

11. County or Parish, and State
UINTAH COUNTY, UT

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
SHENANDOAH ENERGY
Contact: DAHN CALDWELL
E-Mail: dcaldwel@shenandoahenergy.com

3a. Address
11002 E. 17500 S.
VERNAL, UT 84078

3b. Phone No. (include area code)
Ph: 435.781.4342
Fx: 435.828.5044

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
Sec 19 T7S R23E NWNE 601FNL 1770FEL

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

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

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

Proposal for conversion to Injection Well (See Attachment).

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

RECEIVED
MAR 17 2002
DIVISION OF
OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct.
Electronic Submission #10772 verified by the BLM Well Information System
For SHENANDOAH ENERGY, sent to the Vernal

Name (Printed/Typed) JIM SIMONTON Title COMPLETION MANAGER

Signature *James Simont* (Electronic Submission) Date 03/14/2002

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By _____ Title _____ Date _____

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

Office _____

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

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

CONFIDENTIAL

RWU #31-19B
Red Wash Field
NWNE S19-T7S-R23E
Uintah County, Utah
API # 43-047-33555
AFE#

Narrative:

This well was drilled in October 2000 and completed in January of 2001. The well IP'd at 52 BOPD and 48 MCFD with no gas production. The wellbore consisted of perfs.in the Gt7; Lv5; Lw4 and Ly2 zones and all zones are still open in the well. The proposal to convert this well into an injection well will be performed by adding perfs.in the Gx3 zones (5616-22' and 5624-30") and breakdown the perfs.and initiate injection. A bottom hole pressure (BHP) survey will be conducted prior to injection along with an MIT test.

TD @ 5973'
Casing Shoe @ 5973'
Float Collar @ 5960'

Conversion Procedure

1. MIRU completion rig. POOH with rods and pump and lay down. NU BOP's. Pull the 2-7/8" tubing. RIH with 4-3/4" bit and 5-1/2" csg.scrapers and tbg.to PBTD of ~5960'. Circulate the hole with hot 2% KCL water and POOH with bit and scraper.
2. Perforate per the Density log intervals 5616-22' and 5624-30' (Gx3 zones) at 4 JPF using a 4" casing gun and "Prospector" charges.
3. RIH with ret.BP and ret.pkr.and set ret.BP at ~5650' and pkr.at ~5600' and breakdown perfs.. Establish an injection rate and pressure.
4. POOH with ret.BP and pkr.and RIH with injection tubulars as follows:
Arrowset ret.pkr.; 1 jt; SN; rest of 2-7/8" tbg.to surface.
5. Set pkr.at ~5500' after circulating packer fluid.
6. Perform MIT test of casing to >1000# and run a BHP survey with bombs hanging at ~5700'.
7. Turn well over to production department to start well injection.

CONFIDENTIAL

Form 3160-5
(August 1999)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB NO. 1004-0135
Expires: November 30, 2000

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

5. Lease Serial No.
UTU0933

6. If Indian, Allottee or Tribe Name:

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

7. If Unit or CA/Acronym, Name and/or No.
UTU630100

1. Type of Well
 Oil Well Gas Well Other

8. Well Name and No.
RWU 31-19B

2. Name of Operator
SHENANDOAH ENERGY INC
Contact: DAHN CALDWELL
E-Mail: dcaldwel@shenandoahenergy.com

9. API Well No.
43-047-33655-00-X1

3a. Address
11002 EAST 17500 SOUTH
VERNAL, UT 84078-8526

3b. Phone No. (include area code)
P: 435.781.4342
F: 435.781.4357

10. Field and Pool, or Exploratory
RED WASH

4. Location of Well (Postage, Sec., T., R., M., or Survey Description)
Sec 19 T7S R23E NWNE 801FNL 1770FEL

11. County or Parish, and State
UINTAH COUNTY, UT

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

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

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

- 1 - MIRU. POOH w/ rods & pump - LD.
 - 2 - NDWH. NU BOP's.
 - 3 - Perf Gx3 intervals 5616' - 22' & 5624' - 30'.
 - 4 - RIH w/ 4 1/3" bit & 5 1/2" scraper & tbg to 5530'.
 - 5 - Circ hole clean w/ 2% KCL. POOH w/ bit & scraper.
 - 6 - RIH w/ ret pkr & tbg. Set RBP @ 5657' & pkr @ 5592'.
 - 7 - Breakdown Gx3 perfs 5616' - 22' & 5624' - 30'.
 - 8 - Release tools & POOH.
 - 9 - RIH w/ injection tubulars. ND BOP's & set pkr w/ 6000# tension @ 5508' & NU WH.
 - 10 - A static BHP survey & a MIT test have been performed on this well. Conversion to water injection well is complete pending EPA approval.
- (Continue Report on Next Page)

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

Electronic Submission #12217 verified by the BLM Well Information System
For SHENANDOAH ENERGY INC, sent to the Vernal
Committed to AFMS for processing by LESLIE WALKER on 06/28/2002 (02LW1484BE)

Name (Printed/Typed) JIM SIMONTON Title COMPLETION MANAGER

Signature (Electronic Submission) Date 06/27/2002

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By **ACCEPTED** Title KIRK FLEETWOOD PETROLEUM ENGINEER Date 07/03/2002

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

Title 16 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** REVISED ** REVISED ****

Additional data for EC transaction #12217 that would not fit on the form

32. Additional remarks, continued

CONFIDENTIAL - TIGHT HOLE

Do not release well information without permission from Shenandoah Energy Inc.



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

REGION 8
999 18TH STREET - SUITE 300
DENVER, CO 80202-2466
<http://www.epa.gov/region08>

JUL 9 2002

Ref: 8P-W-GW

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Mr. John T. Conley
District Manager
Shenandoah Energy Inc.
11002 East 17500 North
Vernal, Utah 84078

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

RECEIVED
JUL 10 2002
DIVISION OF
OIL, GAS AND MINING

RE: UNDERGROUND INJECTION CONTROL (UIC)
Authorization to Inject
Red Wash Unit #31-19B
EPA Permit No. UT2911-04616
Uintah County, Utah

Dear Mr. Conley:

Thank you for submitting information pertaining to Red Wash Unit (RWU) #31-19B to the Environmental Protection Agency (EPA) Region VIII Ground Water Program. Requirements of UIC Permit UT2911-04616 Part II Section C (1) "Prior To Commencing Injection" required submittal of the following information:

1. The Well Rework Record (EPA Form 7520-12), with after conversion well schematic; and
2. a successfully passed Mechanical Integrity Test (MIT); Part I (Internal) has been performed and witnessed according to the current guidelines discussed in the Permit; and
3. injection zone fluid pore pressure survey (static bottom-hole pressure); and
4. a separate written authorization to inject will be given subsequent to the EPA review and approval of (1), (2), (3), above.

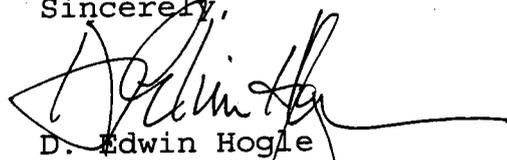
All required information has been submitted, reviewed and approved by the EPA. Shenandoah has complied with all pertinent conditions of UIC Permit UT2911-04616 Part II, Section C (1).



Therefore, effective upon your receipt of this letter, administrative approval is hereby granted for injection into the RWU #31-19B under the conditions of UIC Permit UT2911-04616. Please also be aware of the Monitoring, Recordkeeping and Reporting requirements described in Part II, Section D of the Permit and that the current **maximum surface injection pressure for this well is limited to 2064 psig.**

Upon receipt of this letter, responsibilities for the day-to-day actions are transferred to the Compliance Officer, Al Craver, who will then take over routine matters involving well operations, future correspondence, forms and reports. If you have any questions concerning this Permit, you may contact Mr. Al Craver at 800.227.8917 Ex.7821. Also, please direct all correspondence to the attention of Mr. Al Craver at Mail Code 8 ENF-T. Thank You for your continued cooperation.

Sincerely,



D. Edwin Hogle
Director
Ground Water Program

cc: Mr. D. Floyd Wopsock, Chairman
Uintah & Ouray Business Committee

Ms. Elaine Willie, Environmental Coordinator
Ute Indian Tribe

Superintendent
BIA - Uintah & Ouray Agency

Mr. Jerry Kenczka
BLM - Vernal District Office

Mr. Gilbert Hunt
State of Utah Natural Resources
Division of Oil, Gas, and Mining



Denver Division

May 28, 2003

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

Attention: John Baza/Jim Thompson

Gentlemen:

This will serve as notice that through the internal corporate changes described below, activities formerly conducted in the name of either Shenandoah Operating Company, LLC (SOC) and/or Shenandoah Energy, Inc. (SEI) will hereafter be conducted in the name of QEP Uinta Basin, Inc.: i) the Shenandoah entities were purchased in July, 2001 by Questar Market Resources, Inc., which is a mid-level holding company for the non-utility businesses of Questar Corporation, ii) Shenandoah Operating Company, LLC has now been merged into Shenandoah Energy, Inc. (SEI), iii) Shenandoah Energy, Inc. has now been re-named **QEP Uinta Basin, Inc.** pursuant to a State of Delaware Amended and Restated Certificate of Incorporation, iv) the same employees will continue to be responsible for operations of the former SOC and SEI properties, both in the field and in the office. Accordingly, the change involves only an internal corporate name change and no third party change of operator is involved. Please alter your records to reflect the entity name change. Attached is a spreadsheet listing all wells affected by this change.

Should you have any questions, please call me at 303 - 308-3056.

Yours truly,

Frank Nielsen
Division Landman

Enclosure

RECEIVED

JUN 02 2003

DIV. OF OIL, GAS & MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155

IN REPLY REFER TO
UT-922

June 9, 2003

QEP Uinta Basin, Inc.
1050 17th Street, Suite 500
Denver, Colorado 80265

Re: Red Wash Unit
Uintah County, Utah

Gentlemen:

On May 30, 2003, we received an indenture dated February 1, 2003, whereby Shenandoah Energy, Inc. changed its name and QEP Uinta Basin, Inc. was designated as Successor Unit Operator for the Red Wash Unit, Uintah County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective June 9, 2003. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under Red Wash Unit Agreement.

Your nationwide (Eastern States) oil and gas bond No. B000024 will be used to cover all operations within the Red Wash Unit.

It is requested that you notify all interested parties of the name change of unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

bcc: Field Manager - Vernal (w/enclosure)
SITLA
Division of Oil, Gas & Mining
Minerals Adjudication Group
File – Red Wash Unit (w/enclosure)
Agr. Sec. Chron
Fluid Chron

UT922:TAThompson:tt:6/9/03

JUL 07 2003

3104 (932.34)WF
Nationwide Bond ESB000024

NOTICE

QEP Uinta Basin, Inc.
1050 17th Street Suite 500
Denver, Colorado 80265

:
: Oil and Gas
: lease
:

Name Change Recognized

Acceptable evidence has been filed in this office concerning the name change of Shenandoah Energy Incorporated into QEP Uinta Basin, Incorporated. QEP Uinta Basin, Incorporated is the surviving entity. This name change is recognized effective April 17, 2003.

Eastern States will notify the Minerals Management Service and all applicable Bureau of Land Management offices of the change by a copy of this notice.

If you identify other leases in which the merging entity maintain an interest, please contact this office and we will appropriately document those files with a copy of this notice.

If you have any questions, please contact Bill Forbes at 703-440-1536.

S/Wilbert B. Forbes

Wilbert B. Forbes
Land Law Examiner
Branch of Use Authorization
Division of Resources Planning,
Use and Protection

bc: JFO,MMS, ES RF, 930 RF, 932.34 RF, E-932: wbf:07 /07/03:440-1536/ QEP Uinta Basin
MFO

TRANSFER OF AUTHORITY TO INJECT

Well Name and Number <u>See Attached List</u>		API Number
Location of Well		Field or Unit Name <u>Red Wash</u>
Footage :	County : <u>Uintah</u>	Lease Designation and Number
QQ, Section, Township, Range:	State : <u>UTAH</u>	

EFFECTIVE DATE OF TRANSFER: _____

CURRENT OPERATOR

Company: <u>Shenandoah Energy Inc</u>	Name: <u>John Busch</u>
Address: <u>11002 East 17500 South</u>	Signature: <u>John Busch</u>
<u>city Vernal state UT zip 84078</u>	Title: <u>District Foreman</u>
Phone: <u>(435) 781-4300</u>	Date: <u>9-02-03</u>
Comments:	

NEW OPERATOR

Company: <u>QEP Uinta Basin, Inc.</u>	Name: <u>John Busch</u>
Address: <u>11002 East 17500 South</u>	Signature: <u>John Busch</u>
<u>city Vernal state UT zip 84078</u>	Title: <u>District Foreman</u>
Phone: _____	Date: <u>9-02-03</u>
Comments:	

(This space for State use only)

Transfer approved by: [Signature]
Title: Public Services Manager

Approval Date: 9-10-03

Comments: Case # 105-01
located in Indian Country, EPA
is primary use agency.

RECEIVED
SEP 04 2003
DIV. OF OIL, GAS & MINING

well_name	Sec	T	R	api	Entity	Lease Type	type	stat	Field	Footages
RED WASH UNIT 261	17	070S	230E	4304732739	5670	Federal	WI	A	Red Wash	1785 FSL, 1843 FWL
RWU 100-A (43-21A)	21	070S	220E	4304715219	5670	Federal	WI	A	Red Wash	1787 FSL, 534 FEL
RWU 102 (41-24A)	24	070S	220E	4304715221	5670	Federal	WI	A	Red Wash	1360 FNL, 660 FEL
RWU 11	27	070S	230E	4304715142	5670	Federal	WI	A	Red Wash	660 FSL, 2030 FEL
RWU 11-19B	19	070S	230E	4304733552	5670	Federal	WI	A	Red Wash	618 FNL, 477 FWL
RWU 11-20B	20	070S	230E	4304733553	5670	Federal	WI	A	Red Wash	761 FNL, 677 FWL
RWU 11-25A	25	070S	220E	4304733574	5670	Federal	WI	A	Red Wash	1206 FNL, 491 FWL
RWU 11-29B	29	070S	230E	4304733590	5670	Federal	WI	A	Red Wash	786 FNL, 819 FWL
RWU 11-30B	30	070S	230E	4304733785	5670	Federal	WI	A	Red Wash	590 FNL, 787 FWL
RWU 12-24A	24	070S	220E	4304733591	5670	Federal	WI	A	Red Wash	1528 FNL, 930 FWL
RWU 13-19B	19	070S	230E	4304733497	5670	Federal	WI	A	Red Wash	1802 FSL, 374 FWL
RWU 13-20B	20	070S	230E	4304733498	5670	Federal	WI	A	Red Wash	2143' FSL, 704' FWL
RWU 13-25A	25	070S	220E	4304733575	5670	Federal	WI	A	Red Wash	1446 FSL, 664 FWL
RWU 14 (14-13B)	13	070S	230E	4304715144	5670	Federal	WI	A	Red Wash	660 FSL, 660 FWL
RWU 148 (13-22B)	22	070S	230E	4304715261	5670	Federal	WI	A	Red Wash	2073 FSL, 660 FWL
RWU 150 (31-22B)	22	070S	230E	4304715263	5670	Federal	WI	I	Red Wash	595 FNL, 1935 FEL
RWU 156 (23-15B)	15	070S	230E	4304715267	5670	Federal	WI	A	Red Wash	2115 FSL, 1982 FWL
RWU 16 (43-28B)	28	070S	230E	4304716475	5670	Federal	WI	I	Red Wash	1980 FSL, 660 FEL
RWU 161 (14-20B)	20	070S	230E	4304715271	5670	Federal	WI	I	Red Wash	660 FSL, 678 FWL
RWU 17 (41-20B)	20	070S	230E	4304715146	5670	Federal	WI	A	Red Wash	660 FNL, 660 FEL
RWU 170 (41-15B)	15	070S	230E	4304716495	5670	Federal	WI	I	Red Wash	660 FNL, 660 FEL
RWU 173 (21-21B)	21	070S	230E	4304716496	5670	Federal	WI	A	Red Wash	660 FNL, 1980 FWL
RWU 174 (21-20B)	20	070S	230E	4304715281	5670	Federal	WI	A	Red Wash	660 FNL, 1980 FWL
RWU 182 (14-21B)	21	070S	230E	4304716497	5670	Federal	WI	A	Red Wash	629 FSL, 652 FWL
RWU 183 (33-13B)	13	070S	230E	4304715289	5670	Federal	WI	A	Red Wash	1833 FSL, 2027 FEL
RWU 185 (41-1B)	14	070S	230E	4304716498	5670	Federal	WI	A	Red Wash	747 FNL, 660 FEL
RWU 199 (43-22A)	22	070S	220E	4304715301	5670	Federal	WI	A	Red Wash	1980 FSL, 658 FEL
RWU 2 (14-24B)	24	070S	230E	4304716472	5670	Federal	WI	A	Red Wash	735 FSL, 790 FWL
RWU 202 (21-34A)	34	070S	220E	4304715303	5670	Federal	WI	I	Red Wash	660 FNL, 1980 FWL
RWU 213 (41-33B)	33	070S	230E	4304720060	5670	Federal	WD	A	Red Wash	660 FNL, 580 FEL
RWU 215 (43-28A)	28	070S	220E	4304730058	5670	Federal	WI	A	Red Wash	1980' FSL, 661 FEL
RWU 216 (21-27A)	27	070S	220E	4304730103	5670	Federal	WI	A	Red Wash	660 FNL, 1976 FWL
RWU 23 (21-23B)	23	070S	230E	4304715151	5670	Federal	WI	A	Red Wash	695 FNL, 2015 FWL
RWU 23-18C (97)	18	070S	240E	4304715216	5670	Federal	WI	I	Red Wash	1956 FSL, 1699 FWL
RWU 25 (23-23B)	23	070S	230E	4304716476	5670	Federal	WI	A	Red Wash	1980 FSL, 1980 FWL
RWU 258 (34-22A)	22	070S	220E	4304730458	5670	Federal	WI	A	Red Wash	885 FSL, 2025 FEL

RWU 263 (24-26B)	26	070S	230E	4304730518	5670	Federal	WI	I	Red Wash	591 FSL, 2007 FWL
RWU 264 (31-35B)	35	070S	230E	4304730519	5670	Federal	WI	A	Red Wash	687 FNL, 2025 FEL
RWU 266 (33-26B)	26	070S	230E	4304730521	5670	Federal	WI	I	Red Wash	1980 FSL, 1980 FEL
RWU 268 (43-17B)	17	070S	230E	4304732980	5670	Federal	WI	A	Red Wash	1924 FSL, 981 FEL
RWU 269 (13-26B)	26	070S	230E	4304730522	5670	Federal	WI	I	Red Wash	2170' FSL, 670' FWL
RWU 271 (42-35B)	35	070S	230E	4304731081	5670	Federal	WI	I	Red Wash	1979 FNL, 660 FEL
RWU 274 (13-25B)	25	070S	230E	4304731083	5670	Federal	WI		Red Wash	2129 FSL, 659 FWL
RWU 275 (31-26B)	26	070S	230E	4304731077	5670	Federal	WI	A	Red Wash	675 FNL, 1869 FEL
RWU 279 (11-36B)	36	070S	230E	4304731052	5670	Federal	WI	A	Red Wash	659 FNL, 660 FWL
RWU 283 (43-18B)	18	070S	230E	4304732982	5670	Federal	WI	A	Red Wash	1899 FSL, 708 FEL
RWU 31-19B	19	070S	230E	4304733555	5670	Federal	WI	A	Red Wash	601 FNL, 1770 FEL
RWU 31-25A	25	070S	220E	4304733577	5670	Federal	WI	A	Red Wash	1248 FNL, 2159 FEL
RWU 31-30B	30	070S	230E	4304733788	5670	Federal	WI	A	Red Wash	950 FNL, 1943 FEL
RWU 33-19B	19	070S	230E	4304733499	5670	Federal	WI	A	Red Wash	2606 FSL, 1851 FEL
RWU 33-20B	20	070S	230E	4304733500	5670	Federal	WI	A	Red Wash	2210 FSL, 2295 FEL
RWU 33-25A	25	070S	220E	4304733578	5670	Federal	WI	A	Red Wash	1413 FSL, 1809 FEL
RWU 33-30B	30	070S	230E	4304733790	5670	Federal	WI	A	Red Wash	1775 FSL, 1937 FEL
RWU 34 (23-14B)	14	070S	230E	4304715161	5670	Federal	WI	A	Red Wash	1980 FSL, 1980 FWL
RWU 34-13A	13	070S	220E	4304733593	5670	Federal	WI	A	Red Wash	1302 FSL, 1725 FEL
RWU 34-24A	24	070S	220E	4304733568	5670	Federal	WI	A	Red Wash	1295 FSL, 2125 FEL
RWU 48 (32-19B)	19	070S	230E	4304715174	5670	Federal	WI	I	Red Wash	1830 FNL, 1980 FEL
RWU 56 (41-28B)	28	070S	230E	4304715182	5670	Federal	WI	A	Red Wash	660 FNL, 660 FEL
RWU 59 (12-24B)	24	070S	230E	4304716477	5670	Federal	WI	A	Red Wash	1980 FNL, 660 FWL
RWU 6 (41-21B)	21	070S	230E	4304716482	5670	Federal	WI	A	Red Wash	660' FNL, 660 FEL
RWU 61 (12-27A)	27	070S	220E	4304716478	5670	Federal	WI	I	Red Wash	2034, FNL, 689 FWL
RWU 68 (41-13B)	13	070S	230E	4304716485	5670	Federal	WI	I	Red Wash	660 FNL, 660 FEL
RWU 7 (41-27B)	27	070S	230E	4304716473	5670	Federal	WI	I	Red Wash	567 FNL, 621 FEL
RWU 88 (23-18B)	18	070S	230E	4304715210	5670	Federal	WI	A	Red Wash	1980 FSL, 1980 FWL
RWU 91 (33-22B)	22	070S	230E	4304716479	5670	Federal	WI	A	Red Wash	1980 FSL, 3300 FWL
RWU 93 (43-27B)	27	070S	230E	4304716480	5670	Federal	WI	I	Red Wash	660 FSL, 660 FEL
RWU 324 (23-16B)	16	070S	230E	4304733084	5670	State	WI	I	Red Wash	1274 FSL, 1838 FWL

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: 7/21/2003

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: 7/21/2003

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: 9/10/2003

DATA ENTRY:

1. Changes entered in the Oil and Gas Database on: 9/16/2003

2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 9/16/2003

3. Bond information entered in RBDMS on: n/a

4. Fee wells attached to bond in RBDMS on: n/a

STATE WELL(S) BOND VERIFICATION:

1. State well(s) covered by Bond Number: 965-003-032

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: ESB000024

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: 799446

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 965-003-033

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

The Division sent response by letter on: n/a

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING
1. DJJ
2. CDW

Change of Operator (Well Sold)

X - Operator Name Change/Merger

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

1/1/2007

FROM: (Old Operator): N2460-QEP Uinta Basin, Inc. 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 672-6900	TO: (New Operator): N5085-Questar E&P Company 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 672-6900
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WELL NAME	CA No.	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LISTS					*				

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: 4/19/2007
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 4/16/2007
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 1/31/2005
- Is the new operator registered in the State of Utah: Business Number: 764611-0143
- (R649-9-2) Waste Management Plan has been received on: IN PLACE
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: n/a
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 4/23/2007 BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 4/23/2007
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on:
- 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:

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 4/30/2007 and 5/15/2007
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 4/30/2007 and 5/15/2007
- Bond information entered in RBDMS on: 4/30/2007 and 5/15/2007
- Fee/State wells attached to bond in RBDMS on: 4/30/2007 and 5/15/2007
- Injection Projects to new operator in RBDMS on: 4/30/2007 and 5/15/2007
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: ESB000024
- Indian well(s) covered by Bond Number: 799446
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 965003033
- The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS: THIS IS A COMPANY NAME CHANGE.

SOME WELL NAMES HAVE BEEN CHANGED AS REQUESTED

QEP Uinta Basin (N2460) to QUESTAR E and P (N5085)
RED WASH UNIT

4/30/2007 and 5/15/2007

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
RWU 1 (41-26B)	RW 41-26B	NENE	26	070S	230E	4304715135	5670	Federal	OW	TA
RWU 3 (34-23B)	RW 34-23B	SWSE	23	070S	230E	4304715136	5670	Federal	OW	P
RWU 4 (41-22B)	RW 41-22B	NENE	22	070S	230E	4304715137	5670	Federal	OW	TA
RWU 5 (41-23B)	RW 41-23B	NENE	23	070S	230E	4304715138	5670	Federal	OW	P
RWU 8 (32-22B)	RW 32-22B	SWNE	22	070S	230E	4304715139	5670	Federal	OW	P
RWU 9 (43-23B)	RW 43-23B	NESE	23	070S	230E	4304715140	5670	Federal	OW	P
RWU 10 (12-23B)	RW 12-23B	SWNW	23	070S	230E	4304715141	5670	Federal	OW	TA
RWU 11	RW 34-27B	SWSE	27	070S	230E	4304715142	99996	Federal	WI	A
RWU 13 (14-22B)	RW 14-22B	SWSW	22	070S	230E	4304715143	5670	Federal	OW	TA
RW 14-13B	RW 14-13B	SWSW	13	070S	230E	4304715144	99996	Federal	WI	A
RWU 15 (32-17C)	RW 32-17C	SWNE	17	070S	240E	4304715145	5670	Federal	OW	P
RWU 17 (41-20B)	RW 41-20B	NENE	20	070S	230E	4304715146	5670	Federal	WI	A
RWU 19 (34-26B)	RW 34-26B	SWSE	26	070S	230E	4304715148	5670	Federal	GW	S
RWU 21 (32-14B)	RW 32-14B	SWNE	14	070S	230E	4304715150	5670	Federal	OW	P
RWU 23 (21-23B)	RW 21-23B	SENE	23	070S	230E	4304715151	99996	Federal	WI	A
RWU 24 (34-14B)	RW 34-14B	SWSE	14	070S	230E	4304715152	5670	Federal	OW	S
RWU 26 (23-22B)	RW 23-22B	NESW	22	070S	230E	4304715153	5670	Federal	OW	TA
RWU 27 (43-14B)	RW 43-14B	NESE	14	070S	230E	4304715154	5670	Federal	OW	TA
RWU 28 (43-22B)	RW 43-22B	NESE	22	070S	230E	4304715155	5670	Federal	OW	P
RWU 29 (32-23B)	RW 32-23B	SWNE	23	070S	230E	4304715156	5670	Federal	OW	P
RW 23-13B	RW 23-13B	NESW	13	070S	230E	4304715157	5670	Federal	GW	TA
RWU 31 (34-22B)	RW 34-22B	SWSE	22	070S	230E	4304715158	5670	Federal	OW	P
RWU 33 (14-14B)	RW 14-14B	SWSW	14	070S	230E	4304715160	5670	Federal	GW	TA
RWU 34 (23-14B)	RW 23-14B	NESW	14	070S	230E	4304715161	99996	Federal	WI	A
RW 43-13B	RW 43-13B	NESE	13	070S	230E	4304715162	5670	Federal	OW	TA
RWU 36 (32-13B)	RW 32-13B	SWNE	13	070S	230E	4304715163	5670	Federal	GW	P
RWU 38 (14-23B)	RW 14-23B	SWSW	23	070S	230E	4304715165	5670	Federal	OW	P
RWU 39 (14-24A)	RW 14-24A	SWSW	24	070S	220E	4304715166	5670	Federal	OW	TA
RWU 40 (21-24B)	RW 21-24B	NENW	24	070S	230E	4304715167	5670	Federal	OW	TA
RWU 41 (34-13B)	RW 34-13B	SWSE	13	070S	230E	4304715168	5670	Federal	OW	P
RWU 42 (21-29C)	RW 21-29C	NENW	29	070S	240E	4304715169	5670	Federal	GW	P
RWU 43 (12-17B)	RW 12-17B	SWNW	17	070S	230E	4304715170	5670	Federal	OW	P
RWU 44 (32-33C)	RW 32-33C	SWNE	33	070S	240E	4304715171	5670	Federal	GW	P
RWU 45 (23-30B)	RW 23-30B	NESW	30	070S	230E	4304715172	5670	Federal	OW	TA
RWU 46 (41-21C)	RW 41-21C	NENE	21	070S	240E	4304715173	5670	Federal	GW	TA
RWU 48 (32-19B)	RW 32-19B	SWNE	19	070S	230E	4304715174	99996	Federal	WI	I
RWU 49 (12-29B)	RW 12-29B	SWNW	29	070S	230E	4304715175	5670	Federal	OW	TA
RWU 50 (14-23A)	RW 14-23A	SWSW	23	070S	220E	4304715176	5670	Federal	OW	P
RWU 52 (14-18B)	RW 14-18B	SWSW	18	070S	230E	4304715178	5670	Federal	OW	TA
RWU 53 (41-25A)	RW 41-25A	NENE	25	070S	220E	4304715179	5670	Federal	OW	TA
RWU 56 (41-28B)	RW 41-28B	NENE	28	070S	230E	4304715182	99996	Federal	WI	A

QEP Uinta Basin (N2460) to QUESTAR E and P (N5085)
RED WASH UNIT

4/30/2007 and 5/15/2007

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
RWU 57 (12-18C)	RW 12-18C	SWNW	18	070S	240E	4304715183	5670	Federal	OW	P
RWU 63 (21-22B)	RW 21-22B	NENW	22	070S	230E	4304715186	5670	Federal	GW	TA
RWU 64 (32-27B)	RW 32-27B	SWNE	27	070S	230E	4304715187	5670	Federal	OW	TA
RWU 66 (34-18B)	RW 34-18B	SWSE	18	070S	230E	4304715189	5670	Federal	OW	P
RWU 67 (42-22B)	RW 42-22B	SENE	22	070S	230E	4304715190	5670	Federal	OW	TA
RWU 69 (21-27B)	RW 21-27B	NENW	27	070S	230E	4304715191	5670	Federal	OW	TA
RWU 70 (23-22A)	RW 23-22A	NESW	22	070S	220E	4304715192	5670	Federal	OW	P
RWU 71 (21-18C)	RW 21-18C	NENW	18	070S	240E	4304715193	5670	Federal	OW	P
RWU 72 (23-27B)	RW 23-27B	NESW	27	070S	230E	4304715194	5670	Federal	OW	TA
RWU 74 (12-13B)	RW 12-13B	SWNW	13	070S	230E	4304715196	5670	Federal	GW	S
RWU 75 (21-26B)	RW 21-26B	NENW	26	070S	230E	4304715197	5670	Federal	OW	TA
RWU 76 (32-18C)	RW 32-18C	SWNE	18	070S	240E	4304715198	5670	Federal	GW	P
RWU 77 (21-13B)	RWU 77 (21-13B)	NENW	13	070S	230E	4304715199	5670	Federal	OW	P
RWU 78 (32-28B)	RW 32-28B	SWNE	28	070S	230E	4304715200	5670	Federal	OW	P
RWU 79 (12-27B)	RW 12-27B	SWNW	27	070S	230E	4304715201	5670	Federal	OW	TA
RWU 80 (14-27B)	RW 14-27B	SWSW	27	070S	230E	4304715202	5670	Federal	OW	S
RWU 81 (41-31B)	RW 41-31B	NENE	31	070S	230E	4304715203	5670	Federal	OW	P
RWU 83 (41-27A)	RW 41-27A	NENE	27	070S	220E	4304715205	5670	Federal	OW	P
RWU 84 (44-14B)	RW 44-14B	SESE	14	070S	230E	4304715206	5670	Federal	GW	P
RWU 88 (23-18B)	RW 23-18B	NESW	18	070S	230E	4304715210	5670	Federal	WI	A
RWU 90 (43-21B)	RW 43-21B	NESE	21	070S	230E	4304715211	5670	Federal	OW	P
RWU 92 (11-23B)	RW 11-23B	NWNW	23	070S	230E	4304715212	5670	Federal	OW	TA
RWU 94 (12-22A)	RW 12-22A	SWNW	22	070S	220E	4304715213	5670	Federal	OW	P
RWU 23-18C (97)	RW 23-18C	NESW	18	070S	240E	4304715216	99996	Federal	WI	I
RWU 99 (12-22B)	RW 12-22B	SWNW	22	070S	230E	4304715218	5670	Federal	OW	P
RWU 100-A (43-21A)	RW 43-21A	NESE	21	070S	220E	4304715219	5670	Federal	WI	A
RWU 101 (34-21B)	RW 34-21B	SWSE	21	070S	230E	4304715220	5670	Federal	OW	P
RWU 102 (41-24A)	RW 41-24A	SENE	24	070S	220E	4304715221	5670	Federal	WI	A
RWU 103 (34-15B)	RW 34-15B	SWSE	15	070S	230E	4304715222	5670	Federal	OW	P
RWU 108 (32-21B)	RW 32-21B	SWNE	21	070S	230E	4304715226	5670	Federal	OW	P
RWU 109 (21-28B)	RW 21-28B	NENW	28	070S	230E	4304715227	5670	Federal	OW	P
RWU 110 (23-23A)	RW 23-23A	NESW	23	070S	220E	4304715228	5670	Federal	OW	P
RWU 111 (32-24A)	RW 32-24A	SWNE	24	070S	220E	4304715229	5670	Federal	OW	S
RWU 112 (32-28A)	RW 32-28A	SWNE	28	070S	220E	4304715230	5670	Federal	OW	S
RWU 115 (21-19B)	RW 21-19B	NENW	19	070S	230E	4304715233	5670	Federal	OW	P
RWU 119 (43-29A)	RW 43-29A	NESE	29	070S	220E	4304715236	5670	Federal	OW	P
RWU 120 (23-28B)	RW 23-28B	NESW	28	070S	230E	4304715237	5670	Federal	OW	TA
RW 13-13B	RW 13-13B	NWSW	13	070S	230E	4304715238	5670	Federal	GW	P
RWU 122 (24-14B)	RW 24-14B	SESW	14	070S	230E	4304715239	5670	Federal	OW	P
RWU 125 (34-19B)	RW 34-19B	SWSE	19	070S	230E	4304715242	5670	Federal	OW	TA
RWU 126 (41-29A)	RW 41-29A	NENE	29	070S	220E	4304715243	5670	Federal	OW	P

QEP Uinta Basin (N2460) to QUESTAR E and P (N5085)
RED WASH UNIT

4/30/2007 and 5/15/2007

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
RWU 127 (12-19B)	RW 12-19B	SWNW	19	070S	230E	4304715244	5670	Federal	OW	S
RWU 129 (14-15B)	RW 14-15B	SWSW	15	070S	230E	4304715246	5670	Federal	OW	P
RWU 133 (41-34B)	RW 41-34B	NENE	34	070S	230E	4304715250	5670	Federal	OW	P
RWU 136 (43-19B)	RW 43-19B	NESE	19	070S	230E	4304715252	5670	Federal	OW	TA
RWU 137 (34-28B)	RW 34-28B	SWSE	28	070S	230E	4304715253	5670	Federal	GW	TA
RWU 138 (41-30B)	RW 41-30B	NENE	30	070S	230E	4304715254	5670	Federal	OW	P
RWU 140 (24-22B)	RW 24-22B	SESW	22	070S	230E	4304715255	5670	Federal	OW	P
RWU 141 (11-27B)	RW 11-27B	NWNW	27	070S	230E	4304715256	5670	Federal	OW	TA
RWU 143 (33-14B)	RW 33-14B	NWSE	14	070S	230E	4304715257	5670	Federal	OW	P
RWU 144 (21-18B)	RW 21-18B	NENW	18	070S	230E	4304715258	5670	Federal	OW	TA
RW 24-13B	RW 24-13B	SESW	13	070S	230E	4304715259	5670	Federal	OW	TA
RWU 147 (22-22B)	RW 22-22B	SESW	22	070S	230E	4304715260	5670	Federal	OW	TA
RWU 148 (13-22B)	RW 13-22B	NWSW	22	070S	230E	4304715261	99996	Federal	WI	A
RWU 150 (31-22B)	RW 31-22B	NWNE	22	070S	230E	4304715263	99996	Federal	WI	I
RWU 151 (42-14B)	RW 42-14B	SENE	14	070S	230E	4304715264	5670	Federal	OW	P
RWU 153 (14-29B)	RW 14-29B	SWSW	29	070S	230E	4304715265	5670	Federal	OW	P
RWU 156 (23-15B)	RW 23-15B	NESW	15	070S	230E	4304715267	99990	Federal	WI	A
RWU 158 (32-30B)	RW 32-30B	SWNE	30	070S	230E	4304715268	5670	Federal	OW	P
RWU 160 (32-15B)	RW 32-15B	SWNE	15	070S	230E	4304715270	5670	Federal	OW	P
RWU 161 (14-20B)	RW 14-20B	SWSW	20	070S	230E	4304715271	99996	Federal	WI	I
RWU 162 (12-20B)	RW 12-20B	SWNW	20	070S	230E	4304715272	5670	Federal	OW	P
RWU 164 (12-28B)	RW 12-28B	SWNW	28	070S	230E	4304715274	5670	Federal	OW	P
RWU 165 (32-26B)	RW 32-26B	SWNE	26	070S	230E	4304715275	5670	Federal	GW	TA
RWU 167 (23-21B)	RW 23-21B	NESW	21	070S	230E	4304715277	5670	Federal	OW	S
RWU 168 (23-24B)	RW 23-24B	NESW	24	070S	230E	4304715278	5670	Federal	OW	TA
RWU 172 (21-30B)	RW 21-30B	NENW	30	070S	230E	4304715280	5670	Federal	OW	TA
RWU 174 (21-20B)	RW 21-20B	NENW	20	070S	230E	4304715281	5670	Federal	WI	A
RWU 176 (31-28B)	RW 31-28B	NWNE	28	070S	230E	4304715283	5670	Federal	OW	TA
RWU 177 (42-28B)	RW 42-28B	SENE	28	070S	230E	4304715284	5670	Federal	OW	TA
RW 22-13B	RW 22-13B	SESW	13	070S	230E	4304715285	5670	Federal	OW	TA
RWU 180 (31-23B)	RW 31-23B	NWNE	23	070S	230E	4304715287	5670	Federal	OW	TA
RWU 181 (34-30B)	RW 34-30B	SWSE	30	070S	230E	4304715288	5670	Federal	OW	P
RW 33-13B	RW 33-13B	NWSE	13	070S	230E	4304715289	5670	Federal	WI	A
RWU 184 (23-26B)	RW 23-26B	NESW	26	070S	230E	4304715290	5670	Federal	GW	S
RWU 188 (23-20B)	RW 23-20B	NESW	20	070S	230E	4304715291	5670	Federal	OW	TA
RWU 192 (41-33A)	RW 41-33A	NENE	33	070S	220E	4304715294	5670	Federal	OW	P
RWU 193 (43-24B)	RW 43-24B	NESE	24	070S	230E	4304715295	5670	Federal	GW	TA
RWU 194 (12-14B)	RW 12-14B	SWNW	14	070S	230E	4304715296	5670	Federal	OW	S
RWU 196 (23-17C)	RW 23-17C	NESW	17	070S	240E	4304715298	5670	Federal	GW	TA
RWU 199 (43-22A)	RW 43-22A	NESE	22	070S	220E	4304715301	99996	Federal	WI	A
RWU 201 (32-28C)	RW 32-28C	SWNE	28	070S	240E	4304715302	5670	Federal	GW	P

QEP Uinta Basin (N2460) to QUESTAR E and P (N5085)
RED WASH UNIT

4/30/2007 and 5/15/2007

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
RWU 202 (21-34A)	RW 21-34A	NENW	34	070S	220E	4304715303	99996	Federal	WI	I
RWU 204 (23-25A)	RW 23-25A	NESW	25	070S	220E	4304715305	5670	Federal	OW	P
RWU 205 (23-21C)	RW 23-21C	NESW	21	070S	240E	4304715306	5670	Federal	GW	TA
RWU 2 (14-24B)	RW 14-24B	SWSW	24	070S	230E	4304716472	99996	Federal	WI	A
RWU 7 (41-27B)	RW 41-27B	NENE	27	070S	230E	4304716473	99996	Federal	WI	I
RWU 16 (43-28B)	RW 43-28B	NESE	28	070S	230E	4304716475	99996	Federal	WI	I
RWU 25 (23-23B)	RW 23-23B	NESW	23	070S	230E	4304716476	99996	Federal	WI	A
RWU 59 (12-24B)	RW 12-24B	SWNW	24	070S	230E	4304716477	99996	Federal	WI	A
RWU 61 (12-27A)	RW 12-27A	SWNW	27	070S	220E	4304716478	99996	Federal	WI	I
RWU 91 (33-22B)	RW 33-22B	NWSE	22	070S	230E	4304716479	99996	Federal	WI	A
RWU 93 (43-27B)	RW 43-27B	NESE	27	070S	230E	4304716480	99996	Federal	WI	I
RWU 6 (41-21B)	RW 41-21B	NENE	21	070S	230E	4304716482	99996	Federal	WI	A
RWU 68 (41-13B)	RW 41-13B	NENE	13	070S	230E	4304716485	99996	Federal	WI	I
RWU 170 (41-15B)	RW 41-15B	NENE	15	070S	230E	4304716495	99996	Federal	WI	I
RWU 173 (21-21B)	RW 21-21B	NENW	21	070S	230E	4304716496	99996	Federal	WI	A
RWU 182 (14-21B)	RW 14-21B	SWSW	21	070S	230E	4304716497	99996	Federal	WI	A
RWU 185 (41-1B)	RW 41-14B	NENE	14	070S	230E	4304716498	99996	Federal	WI	A
RWU 212 (41-8F)	RW 41-8F	NENE	08	080S	240E	4304720014	5670	Federal	GW	P
RWU 213 (41-33B)	RW 41-33B	NENE	33	070S	230E	4304720060	99996	Federal	WD	A
RWU 215 (43-28A)	RW 43-28A	NESE	28	070S	220E	4304730058	99996	Federal	WD	A
RWU 216 (21-27A)	RW 21-27A	NENW	27	070S	220E	4304730103	99996	Federal	WI	A
RWU 219 (44-21C)	RW 44-21C	SESE	21	070S	240E	4304730149	5670	Federal	GW	S
RWU 220 (22-23B)	RW 22-23B	SENW	23	070S	230E	4304730192	5670	Federal	OW	TA
RWU 221 (13-27B)	RW 13-27B	NWSW	27	070S	230E	4304730199	5670	Federal	OW	TA
RWU 222 (31-27B)	RW 31-27B	NWNE	27	070S	230E	4304730200	5670	Federal	GW	TA
RWU 224 (44-22B)	RW 44-22B	SESE	22	070S	230E	4304730202	5670	Federal	GW	TA
RWU 225 (13-23B)	RW 13-23B	NWSW	23	070S	230E	4304730212	5670	Federal	GW	TA
RWU 226 (24-23B)	RW 24-23B	SESW	23	070S	230E	4304730249	5670	Federal	GW	S
RWU 227 (14-26B)	RW 14-26B	SWSW	26	070S	230E	4304730257	5670	Federal	OW	TA
RWU 228 (21-34B)	RW 21-34B	NENW	34	070S	230E	4304730258	5670	Federal	OW	P
RWU 229 (43-26B)	RW 43-26B	NESE	26	070S	230E	4304730259	5670	Federal	OW	TA
RWU 230 (14-18C)	RW 14-18C	SWSW	18	070S	240E	4304730309	5670	Federal	OW	P
RWU 231 (21-35B)	RW 21-35B	NENW	35	070S	230E	4304730310	5670	Federal	OW	TA
RWU 232 (12-26B)	RW 12-26B	SWNW	26	070S	230E	4304730311	5670	Federal	OW	TA
RWU 233 (12-25B)	RW 12-25B	SWNW	25	070S	230E	4304730312	5670	Federal	OW	TA
RWU 234 (32-24B)	RW 32-24B	SWNE	24	070S	230E	4304730313	5670	Federal	OW	P
RWU 235 (34-18C)	RW 34-18C	SWSE	18	070S	240E	4304730314	5670	Federal	OW	S
RWU 236 (21-19C)	RW 21-19C	NENW	19	070S	240E	4304730340	5670	Federal	GW	P
RWU 237 (14-25B)	RW 14-25B	SWSW	25	070S	230E	4304730341	5670	Federal	OW	P
RWU 238 (32-35B)	RW 32-35B	SWNE	35	070S	230E	4304730342	5670	Federal	OW	TA
RWU 239 (41-35B)	RW 41-35B	NENE	35	070S	230E	4304730343	5670	Federal	OW	TA

QEP Uinta Basin (N2460) to QUESTAR E and P (N5085)
RED WASH UNIT

4/30/2007 and 5/15/2007

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
RWU 240 (12-36B)	RW 12-36B	SWNW	36	070S	230E	4304730344	5670	Federal	OW	S
RWU 241 (22-14B)	RW 22-14B	SENE	14	070S	230E	4304730345	5670	Federal	OW	P
RW 42-13B	RW 42-13B	SENE	13	070S	230E	4304730346	5670	Federal	OW	P
RWU 243 (42-18C)	RW 42-18C	SENE	18	070S	240E	4304730347	5670	Federal	OW	TA
RWU 244 (23-19C)	RW 23-19C	NESW	19	070S	240E	4304730348	5670	Federal	GW	P
RWU 246 (22-18C)	RW 22-18C	SENE	18	070S	240E	4304730387	5670	Federal	OW	P
RWU 247 (22-17C)	RW 22-17C	SENE	17	070S	240E	4304730388	5670	Federal	GW	P
RWU 258 (34-22A)	RW 34-22A	SWSE	22	070S	220E	4304730458	5670	Federal	WI	A
RWU 262 (22-26B)	RW 22-26B	SENE	26	070S	230E	4304730517	5670	Federal	GW	TA
RWU 263 (24-26B)	RW 24-26B	SESW	26	070S	230E	4304730518	99996	Federal	WI	I
RWU 264 (31-35B)	RW 31-35B	NWNE	35	070S	230E	4304730519	99996	Federal	WI	A
RWU 265 (44-26B)	RW 44-26B	SESE	26	070S	230E	4304730520	5670	Federal	GW	P
RWU 266 (33-26B)	RW 33-26B	NWSE	26	070S	230E	4304730521	99996	Federal	WI	I
RWU 269 (13-26B)	RW 13-26B	NWSW	26	070S	230E	4304730522	99996	Federal	WI	A
RWU 273 (42-27B)	RW 42-27B	SENE	27	070S	230E	4304731051	5670	Federal	OW	TA
RWU 279 (11-36B)	RW 11-36B	NWNW	36	070S	230E	4304731052	99996	Federal	WI	A
RWU 276 (44-27B)	RW 44-27B	SESE	27	070S	230E	4304731053	5670	Federal	OW	TA
RWU 272 (44-23B)	RW 44-23B	SESE	23	070S	230E	4304731054	5670	Federal	GW	P
RWU 278 (11-26)	RW 11-26	NWNW	26	070S	230E	4304731076	5670	Federal	GW	TA
RWU 275 (31-26B)	RW 31-26B	NWNE	26	070S	230E	4304731077	99996	Federal	WI	A
RWU 280 (11-35B)	RW 11-35B	NWNW	35	070S	230E	4304731079	5670	Federal	OW	P
RWU 282 (42-26B)	RW 42-26B	SENE	26	070S	230E	4304731080	5670	Federal	GW	TA
RWU 271 (42-35B)	RW 42-35B	SENE	35	070S	230E	4304731081	5670	Federal	WI	I
RWU 270 (22-35B)	RW 22-35B	SENE	35	070S	230E	4304731082	5670	Federal	OW	P
RWU 284 (33-23B)	RW 33-23B	NWSE	23	070S	230E	4304731476	5670	Federal	GW	TA
RWU 285 (11-24B)	RW 11-24B	NWNW	24	070S	230E	4304731477	5670	Federal	OW	P
RWU 286 (42-21B)	RW 42-21B	SENE	21	070S	230E	4304731478	5670	Federal	OW	P
RW 44-13B	RW 44-13B	SESE	13	070S	230E	4304731512	5670	Federal	OW	TA
RWU 288 (24-27)	RW 24-27	SESW	27	070S	230E	4304731513	5670	Federal	OW	TA
RWU 289 (13-24B)	RW 13-24B	NWSW	24	070S	230E	4304731517	5670	Federal	OW	P
RWU 292 (42-23B)	RW 42-23B	SENE	23	070S	230E	4304731576	5670	Federal	GW	TA
RWU 295 (11-22B)	RW 11-22B	NWNW	22	070S	230E	4304731577	5670	Federal	GW	TA
RWU 296 (12-35B)	RW 12-35B	SWNW	35	070S	230E	4304731578	5670	Federal	OW	S
RWU 297 (24-15B)	RW 24-15B	SESW	15	070S	230E	4304731579	5670	Federal	OW	P
RWU 293 (22-22A)	RW 22-22A	SENE	22	070S	220E	4304731581	5670	Federal	OW	TA
RWU 294 (24-18C)	RW 24-18C	SESW	18	070S	240E	4304731582	5670	Federal	GW	P
RWU 298 (22-27B)	RW 22-27B	SENE	27	070S	230E	4304731679	5670	Federal	OW	TA
RWU 301 (43-15B)	RW 43-15B	NESE	15	070S	230E	4304731682	5670	Federal	GW	TA
RWU 302 (22-24B)	RW 22-24B	SENE	24	070S	230E	4304731683	5670	Federal	GW	TA
RWU 303 (34-17B)	RW 34-17B	SWSE	17	070S	230E	4304731819	5670	Federal	OW	P
RED WASH 305 (41-4F)	RW 41-4F	C-NE	04	080S	240E	4304732538	5670	Federal	GW	TA

QEP Uinta Basin (N2460) to QUESTAR E and P (N5085)
RED WASH UNIT

4/30/2007 and 5/15/2007

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
RED WASH 306	RW 23-23C	NESW	23	070S	240E	4304732629	5670	Federal	GW	P
RWU 207	RW 14-17B	SWSW	17	070S	230E	4304732738	5670	Federal	OW	P
RED WASH UNIT 261	RW 23-17B	NESW	17	070S	230E	4304732739	5670	Federal	WI	A
RWU 268 (43-17B)	RW 43-17B	NESE	17	070S	230E	4304732980	5670	Federal	WI	A
RWU 267 (32-17B)	RW 32-17B	SWNE	17	070S	230E	4304732981	5670	Federal	OW	P
RWU 283 (43-18B)	RW 43-18B	NESE	18	070S	230E	4304732982	5670	Federal	WI	A
RWU 299 (32-18B)	RW 32-18B	SWNE	18	070S	230E	4304733018	5670	Federal	OW	P
RWU 42-20B	RW 42-20B	SENE	20	070S	230E	4304733490	5670	Federal	OW	P
RWU 22-20B	RW 22-20B	SENE	20	070S	230E	4304733491	5670	Federal	OW	S
RWU 24-19B	RW 24-19B	SESW	19	070S	230E	4304733492	5670	Federal	OW	P
RWU 13-19B	RW 13-19B	NWSW	19	070S	230E	4304733497	5670	Federal	WI	A
RWU 13-20B	RW 13-20B	NWSW	20	070S	230E	4304733498	5670	Federal	WI	A
RWU 33-19B	RW 33-19B	NWSE	19	070S	230E	4304733499	5670	Federal	WI	A
RWU 33-20B	RW 33-20B	NWSE	20	070S	230E	4304733500	5670	Federal	WI	A
RED WASH 22-21B	RW 22-21B	SENE	21	070S	230E	4304733522	5670	Federal	OW	S
RED WASH 24-20B	RW 24-20B	SESW	20	070S	230E	4304733523	5670	Federal	OW	P
RED WASH 44-19B	RW 44-19B	SESE	19	070S	230E	4304733524	5670	Federal	OW	P
RED WASH 44-20B	RW 44-20B	SESE	20	070S	230E	4304733525	5670	Federal	OW	P
RWU 11-19B	RW 11-19B	NWNW	19	070S	230E	4304733552	5670	Federal	WI	A
RWU 11-20B	RW 11-20B	NWNW	20	070S	230E	4304733553	5670	Federal	WI	A
RWU 24-18B	RW 24-18B	SESW	18	070S	230E	4304733554	5670	Federal	OW	P
RWU 31-19B	RW 31-19B	NWNE	19	070S	230E	4304733555	5670	Federal	WI	A
RWU 42-19B	RW 42-19B	SENE	19	070S	230E	4304733556	5670	Federal	OW	P
RWU 22-19B	RW 22-19B	SENE	19	070S	230E	4304733559	5670	Federal	OW	P
RWU 23-24A	RW 23-24A	NESW	24	070S	220E	4304733567	5670	Federal	OW	P
RWU 34-24A	RW 34-24A	SWSE	24	070S	220E	4304733568	5670	Federal	WI	A
RWU 42-24A	RW 42-24A	SENE	24	070S	220E	4304733569	5670	Federal	OW	S
RWU 11-25A	RW 11-25A	NWNW	25	070S	220E	4304733574	5670	Federal	WI	A
RWU 13-25A	RW 13-25A	NWSW	25	070S	220E	4304733575	5670	Federal	WI	A
RWU 21-25A	RW 21-25A	NENW	25	070S	220E	4304733576	5670	Federal	OW	P
RWU 31-25A	RW 31-25A	NWNE	25	070S	220E	4304733577	5670	Federal	WI	A
RWU 33-25A	RW 33-25A	NWSE	25	070S	220E	4304733578	5670	Federal	WI	A
RW 41-25AX	RW 41-25A	NENE	25	070S	220E	4304733579	5670	Federal	OW	P
RWU 42-25A	RWU 42-25A	SENE	25	070S	220E	4304733580	5670	Federal	OW	TA
RWU 11-29B	RW 11-29B	NWNW	29	070S	230E	4304733590	5670	Federal	WI	A
RWU 12-24A	RW 12-24A	SWNW	24	070S	220E	4304733591	5670	Federal	WI	A
RWU 21-24A	RW 21-24A	NENW	24	070S	220E	4304733592	5670	Federal	OW	P
RWU 34-13A	RW 34-13A	SWSE	13	070S	220E	4304733593	5670	Federal	WI	A
RWU 44-18B	RW 44-18B	SESE	18	070S	230E	4304733594	5670	Federal	OW	P
RW 22-13A	RW 22-13A	SENE	13	070S	220E	4304733765	13296	Federal	OW	S
RWU 22-29B	RW 22-29B	SENE	29	070S	230E	4304733766	5670	Federal	OW	S

QEP Uinta Basin (N2460) to QUESTAR E and P (N5085)
RED WASH UNIT

4/30/2007 and 5/15/2007

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
RWU 41-24A	RW 41-24A	NENE	24	070S	220E	4304733769	5670	Federal	OW	P
RWU 42-30B	RW 42-30B	SENE	30	070S	230E	4304733771	5670	Federal	OW	P
RWU 44-30B	RWU 44-30B	SESE	30	070S	230E	4304733772	5670	Federal	OW	P
RWU 11-30B	RW 11-30B	NWNW	30	070S	230E	4304733785	5670	Federal	WI	A
RWU 22-25A	RW 22-25A	SENE	25	070S	220E	4304733786	5670	Federal	OW	P
RWU 31-30B	RW 31-30B	NWNE	30	070S	230E	4304733788	5670	Federal	WI	A
RWU 33-30B	RW 33-30B	NWSE	30	070S	230E	4304733790	5670	Federal	WI	A
RED WASH U 34-27C	RW 34-27C	SWSE	27	070S	240E	4304735045	5670	Federal	GW	P
RWU 34-22C	RW 34-22C	SWSE	22	070S	240E	4304735098	5670	Federal	GW	P
RW 12G-20C	RW 12G-20C	SWNW	20	070S	240E	4304735239	14011	Federal	GW	S
RW 43G-08F	RW 43G-08F	NESE	08	080S	240E	4304735655		Federal	GW	APD
RW 22G-09F	RW 22G-09F	SENE	09	080S	240E	4304735656	15636	Federal	GW	OPS
RWU 34-23AG	RW 34-23AG	SWSE	23	070S	220E	4304735668	5670	Federal	OW	P
RWU 34-27AG	RWU 34-27AD	SWSE	27	070S	220E	4304735669	5670	Federal	OW	DRL
RWU 32-27AG	RWU 32-27AG	SWNE	27	070S	220E	4304735670	5670	Federal	OW	S
RW 14-34AMU	RW 14-34AMU	SWSW	34	070S	220E	4304735671	14277	Federal	GW	P
RW 12-08FG	RW 12-08FG	SWNW	08	080S	240E	4304736348		Federal	GW	APD
RW 44-08FG	RW 44-08FG	SESE	08	080S	240E	4304736349	15261	Federal	GW	P
RW 12-17FG	RW 12-17FG	SWNW	17	080S	240E	4304736350		Federal	GW	APD
RW 34-34 AMU	RW 34-34 AD	SWSE	34	070S	220E	4304736351		Federal	GW	APD
RW 44-35 AMU	RW 44-35 AMU	SESE	35	070S	220E	4304736352		Federal	GW	APD
RW 14-35 AMU	RW 14-35 AMU	SWSW	35	070S	220E	4304736354		Federal	GW	APD
RW 33-31 BMU	RW 33-31 BD	NWSE	31	070S	230E	4304736357		Federal	GW	APD
RW 13-31 BMU	RW 13-31 BD	NWSW	31	070S	230E	4304736358		Federal	GW	APD
RW 32-15FG	RW 32-15FG	SWNE	15	080S	240E	4304736443		Federal	GW	APD
RW 21-26AG	RW 21-26AD	NENW	26	070S	220E	4304736768		Federal	OW	APD
RW 43-26AG	RW 43-26AG	NESE	26	070S	220E	4304736769		Federal	OW	APD
RW 43-23AG	RW 43-23AG	NESE	23	070S	220E	4304736770		Federal	OW	APD
RW 41-26AG	RW 41-26AG	NENE	26	070S	220E	4304736818		Federal	OW	APD
RW 04-25BG	RW 04-25B	NWSW	25	070S	230E	4304736982		Federal	OW	APD
RW 01-25BG	RW 01-25BG	NWNW	25	070S	230E	4304736983		Federal	OW	APD
RW 04-26BG	RW 04-26BG	SESW	26	070S	230E	4304736984		Federal	OW	APD
RW 01-26BG	RW 01-26BG	SWNW	26	070S	230E	4304736985		Federal	OW	APD
RW 01-35BG	RW 01-35BG	SWNW	35	070S	230E	4304736986		Federal	OW	APD

RED WASH UNIT

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
RWU 51 (12-16B)	RW 12-16B	SWNW	16	070S	230E	4304715177	5670	State	OW	P
RWU ST 189 (41-16B)	RW 41-16B	NENE	16	070S	230E	4304715292	5670	State	OW	S
RED WASH UNIT 259	RW 14-16B	SWSW	16	070S	230E	4304732785	5670	State	OW	P
RED WASH UNIT 260	RW 34-16B	SWSE	16	070S	230E	4304732786	5670	State	OW	P
RWU 324 (23-16B)	RW 23-16B	SESW	16	070S	230E	4304733084	5670	State	WI	OPS
RWU 21W-36A	RWU 21W-36A	NENW	36	070S	220E	4304733730		State	GW	LA
RWU 21G-36A	RWU 21G-36A	NENW	36	070S	220E	4304733731		State	OW	LA
RWU 41-36A	RWU 41-36A	NENE	36	070S	220E	4304733732		State	OW	LA
RWU 43-16B	RWU 43-16B	NESE	16	070S	230E	4304733733		State	OW	LA
RWU 21-16B	RWU 21-16B	NENW	16	070S	230E	4304733734		State	OW	LA
RWU 11-36A	RWU 11-36A	NWNW	36	070S	220E	4304733736		State	OW	LA
RWU 13-36A	RWU 13-36A	NWSW	36	070S	220E	4304733737		State	OW	LA
RW 32G-16C	RW 32G-16C	SWNE	16	070S	240E	4304735238	5670	State	GW	P
RW 14-36AMU	RW 14-36AMU	SWSW	36	070S	220E	4304736721		State	GW	APD
RW 01-36BG	RW 01-36BG	NWNW	36	070S	230E	4304736887	5670	State	OW	S
RW 24-16BG	RW 24-16BG	SESW	16	070S	230E	4304737746	5670	State	OW	DRL
RW 12-32BG	RW 12-32BG	SWNW	32	070S	230E	4304737946	15841	State	GW	DRL

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
2. NAME OF OPERATOR: QUESTAR EXPLORATION AND PRODUCTION COMPANY		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: see attached
3. ADDRESS OF OPERATOR: 1050 17th Street Suite 500 <small>CITY</small> Denver STATE CO ZIP 80265		7. UNIT or CA AGREEMENT NAME: see attached
4. LOCATION OF WELL FOOTAGES AT SURFACE: attached		8. WELL NAME and NUMBER: see attached
QTR/GTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		9. API NUMBER: attached
COUNTY: Uintah		10. FIELD AND POOL, OR WILDCAT:
STATE: UTAH		

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>1/1/2007</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Operator Name Change</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

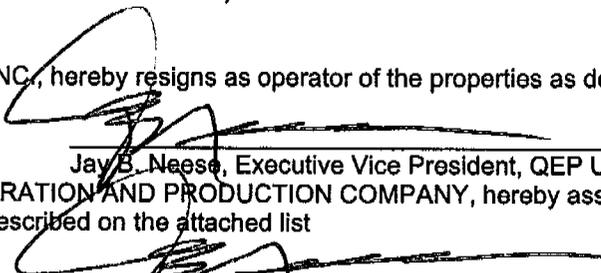
Effective January 1, 2007 operator of record, QEP Uinta Basin, Inc., will hereafter be known as QUESTAR EXPLORATION AND PRODUCTION COMPANY. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible for operations of the properties described on the attached list. All operations will continue to be covered by bond numbers:

Federal Bond Number: 965002976 (BLM Reference No. ESB000024)

Utah State Bond Number: 965003033

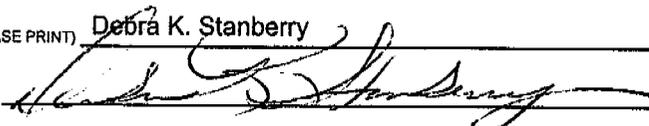
Fee Land Bond Number: 965003033

Current operator of record, QEP UINTA BASIN, INC., hereby resigns as operator of the properties as described on the attached list.


Jay B. Neese, Executive Vice President, QEP Uinta Basin, Inc.

Successor operator of record, QUESTAR EXPLORATION AND PRODUCTION COMPANY, hereby assumes all rights, duties and obligations as operator of the properties as described on the attached list


Jay B. Neese, Executive Vice President
Questar Exploration and Production Company

NAME (PLEASE PRINT) <u>Debra K. Stanberry</u>	TITLE <u>Supervisor, Regulatory Affairs</u>
SIGNATURE 	DATE <u>3/16/2007</u>

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APR 19 2007

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
2. NAME OF OPERATOR: QUESTAR EXPLORATION AND PRODUCTION COMPANY		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: see attached
3. ADDRESS OF OPERATOR: 1050 17th Street Suite 500 City Denver STATE CO ZIP 80265		7. UNIT or CA AGREEMENT NAME: see attached
4. LOCATION OF WELL FOOTAGES AT SURFACE: attached		8. WELL NAME and NUMBER: see attached
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		9. API NUMBER: attached
COUNTY: Uintah		10. FIELD AND POOL, OR WILDCAT:
STATE: UTAH		

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>1/1/2007</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> 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>Well Name Changes</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	
	<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____		

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

PER THE ATTACHED LIST OF WELLS, QUESTAR EXPLORATION AND PRODUCTION COMPANY REQUESTS THAT THE INDIVIDUAL WELL NAMES BE UPDATED IN YOUR RECORDS.

NAME (PLEASE PRINT) <u>Debra K. Stanberry</u>	TITLE <u>Supervisor, Regulatory Affairs</u>
SIGNATURE	DATE <u>4/17/2007</u>

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DIV. OF OIL, GAS & MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155



IN REPLY REFER TO
3180
UT-922

April 23, 2007

Questar Exploration and Production Company
1050 17th Street, Suite 500
Denver, Colorado 80265

Re: Red Wash Unit
Uintah County, Utah

Gentlemen:

On April 12, 2007, we received an indenture dated April 6, 2007, whereby QEP Uinta Basin, Inc. resigned as Unit Operator and Questar Exploration and Production Company was designated as Successor Unit Operator for the Red Wash Unit, Uintah County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective April 23, 2007. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the Red Wash Unit Agreement.

Your nationwide oil and gas bond No. ESB000024 will be used to cover all federal operations within the Red Wash Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Greg J. Noble

Greg J. Noble
Acting Chief, Branch of Fluid Minerals

Enclosure

bcc: Field Manager - Vernal (w/enclosure)
SITLA
Division of Oil, Gas & Mining
File - Red Wash Unit (w/enclosure)
Agr. Sec. Chron
Reading File
Central Files

UT922:TAThompson:tt:4/23/07

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APR 30 2007

DIV. OF OIL, GAS & MINING



A. M. Petrik
Phone: 435-781-4092
Fax: 435-781-4066
Email: ann.petrik@questar.com

May 16, 2007

Via Certified Mail: 7006 2150 0002 4305 7947

Mr. Nathan Wisner (8ENF-UFO)
U.S. Environmental Protection Agency, Region 8
1595 Wynkoop Street
Denver, Colorado 80202-1129

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

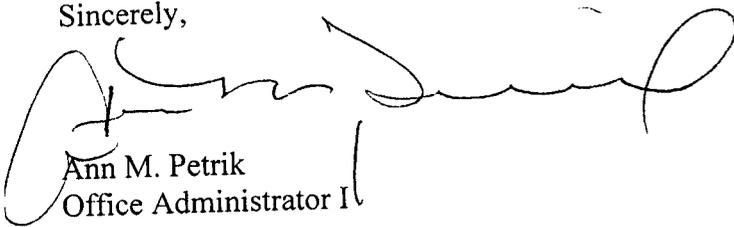
*RE: Mechanical Integrity Test (MIT)
for
RW 31-19B
UIC #UT2911-04616
API #43-047-33555
Location: NWNE Section 19 T7S R23E*

Dear Mr. Wisner:

Enclosed for the subject well is the successful MIT result including the Casing or Annulus Pressure Test form and the pressure test chart. The MIT for this well is a regularly scheduled test.

If you have any questions or require additional information, I can be reached at 435-781-4092.

Sincerely,



Ann M. Petrik
Office Administrator I

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MAY 17 2007
DIV. OF OIL, GAS & MINING

Enclosures: MIT Casing or Annulus Pressure Test Form
MIT Results Spreadsheet with Pressure Test Chart

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

U.S. Department of the Interior
Bureau of Land Management
Vernal District Office
170 South 500 East
Vernal, Utah 84078

MECHANICAL INTEGRITY TEST CASING OR ANNULUS PRESSURE TEST

U.S. ENVIRONMENTAL PROTECTION AGENCY
UNDERGROUND INJECTION CONTROL PROGRAM, UIC IMPLEMENTATION SECTION (8P-W-GW)
999 18TH STREET, SUITE 300, DENVER, CO. 80202-2466

EPA WITNESS: NO DATE: 5/9/2007 TIME: 2:15P AM PM

TEST CONDUCTED BY: Dennis J. Paulson (Questar) ANN PETRIK QUESTAR

OTHERS PRESENT: (ADVANTAGE OILFIELD SERVICE) KEVIN CARTER

API NUMBER: 43-047-33555 EPA ID NUMBER: UT2911-04616

WELL NAME: <u>RW 31-19B</u>	TYPE: <input checked="" type="checkbox"/> ER <input type="checkbox"/> SWD	STATUS: <input checked="" type="checkbox"/> AC <input type="checkbox"/> TA <input type="checkbox"/> UC
FIELD: <u>RED WASH</u>		
WELL LOCATION: <u>NWNE S19-T7S-R23E</u> <input type="checkbox"/> N <input type="checkbox"/> S <input type="checkbox"/> E <input type="checkbox"/> W	COUNTY: <u>UINTAH</u>	STATE: <u>UTAH</u>
OPERATOR: <u>QEP UINTA BASIN INC.</u>		
LAST MIT: <u>17-May-02</u>	MAXIMUM ALLOWABLE PRESSURE: <u>2064</u>	PSIG

IS THIS A REGULAR SCHEDULED TEST? YES NO

INITIAL TEST FOR PERMIT? YES NO

TEST AFTER WELL WORK? YES NO

WELL INJECTING DURING TEST? YES NO IF YES, RATE: 1123 BPD

PRE-TEST CASING/TUBING ANNULUS PRESSURE: 0 :PSIG

MIT DATA TABLE	TEST #1	TEST #2	TEST #3
TUBING	PRESSURE		
INITIAL PRESSURE	<u>1745.8</u> PSIG	PSIG	PSIG
END OF TEST PRESSURE	<u>1746.9</u> PSIG	PSIG	PSIG

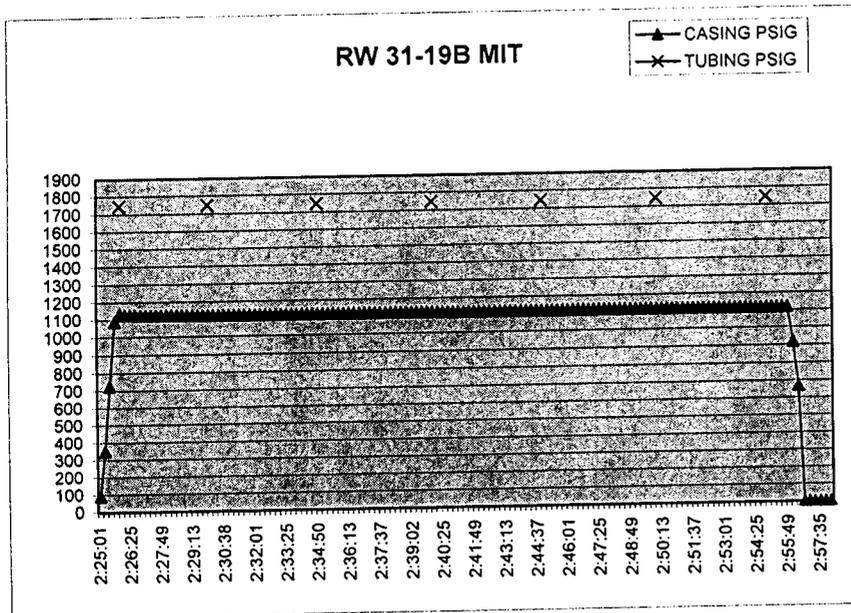
CASING/TUBING	ANNULUS	TUBING
0 MINUTES	<u>1137 @2:25:57</u> PSIG	<u>1745.5</u> PSIG
5 MINUTES	<u>1123 @2:29:55</u> PSIG	<u>1746.6</u> PSIG
10 MINUTES	<u>1121.9 @2:34:50</u> PSIG	<u>1746.9</u> PSIG
15 MINUTES	<u>1121.7 @2:39:57</u> PSIG	<u>1747</u> PSIG
20 MINUTES	<u>1121.1 @ 2:44:51</u> PSIG	<u>1764.4</u> PSIG
25 MINUTES	<u>1120.5 @2:54:54</u> PSIG	<u>1746.9</u> PSIG
30 MINUTES	<u>1120.3 @2:54:54</u> PSIG	<u>1746.9</u> PSIG
MINUTES	PSIG	PSIG
MINUTES	PSIG	PSIG
RESULT	<input checked="" type="checkbox"/> PASS <input type="checkbox"/> FAIL	<input type="checkbox"/> PASS <input type="checkbox"/> FAIL

DOES THE ANNULUS PRESSURE BUILD BACK UP AFTER THE TEST? YES NO

5000 PSIG		24904-2	26 OCT	2006				
DATE	MONTH	YEAR	TIME	FILE	SAMPLE	CASING PSIG	TUBING PSIG	AMBIENT TEMP.
9 MAY		2007	2:25:01	8	1	93.29		73
9 MAY		2007	2:25:15	8	2	350.02		73
9 MAY		2007	2:25:29	8	3	726.8		73
9 MAY		2007	2:25:43	8	4	1089.3		73
9 MAY		2007	2:25:57	8	5	1137	1745.5	73
9 MAY		2007	2:26:11	8	6	1127.2		73
9 MAY		2007	2:26:25	8	7	1128.4		73
9 MAY		2007	2:26:40	8	8	1127.7		73
9 MAY		2007	2:26:54	8	9	1127		73
9 MAY		2007	2:27:07	8	10	1126.3		73
9 MAY		2007	2:27:21	8	11	1125.7		73
9 MAY		2007	2:27:35	8	12	1125.3		73
9 MAY		2007	2:27:49	8	13	1125		73
9 MAY		2007	2:28:03	8	14	1124.7		73
9 MAY		2007	2:28:17	8	15	1124.4		73
9 MAY		2007	2:28:31	8	16	1124.1		73
9 MAY		2007	2:28:45	8	17	1123.9		73
9 MAY		2007	2:28:59	8	18	1123.7		73
9 MAY		2007	2:29:13	8	19	1123.5		73
9 MAY		2007	2:29:27	8	20	1123.4		73
9 MAY		2007	2:29:41	8	21	1123.2		73
9 MAY		2007	2:29:55	8	22	1123	1746.6	73
9 MAY		2007	2:30:09	8	23	1122.9		73
9 MAY		2007	2:30:23	8	24	1122.8		73
9 MAY		2007	2:30:38	8	25	1122.7		73
9 MAY		2007	2:30:52	8	26	1122.6		73
9 MAY		2007	2:31:05	8	27	1122.5		73
9 MAY		2007	2:31:19	8	28	1122.4		73
9 MAY		2007	2:31:33	8	29	1122.4		73
9 MAY		2007	2:31:47	8	30	1122.3		73
9 MAY		2007	2:32:01	8	31	1122.2		73
9 MAY		2007	2:32:15	8	32	1122.2		73
9 MAY		2007	2:32:29	8	33	1122.1		73
9 MAY		2007	2:32:43	8	34	1122		73
9 MAY		2007	2:32:57	8	35	1122		73
9 MAY		2007	2:33:11	8	36	1122		73
9 MAY		2007	2:33:25	8	37	1121.9		73
9 MAY		2007	2:33:39	8	38	1121.9		73
9 MAY		2007	2:33:53	8	39	1121.9		73
9 MAY		2007	2:34:07	8	40	1121.9		73
9 MAY		2007	2:34:21	8	41	1121.9		73
9 MAY		2007	2:34:36	8	42	1121.9		73
9 MAY		2007	2:34:50	8	43	1121.9	1746.9	73
9 MAY		2007	2:35:03	8	44	1121.9		73
9 MAY		2007	2:35:17	8	45	1121.9		73
9 MAY		2007	2:35:31	8	46	1121.9		73
9 MAY		2007	2:35:45	8	47	1121.9		73
9 MAY		2007	2:35:59	8	48	1121.9		73
9 MAY		2007	2:36:13	8	49	1121.9		73
9 MAY		2007	2:36:27	8	50	1121.9		73
9 MAY		2007	2:36:41	8	51	1121.9		73
9 MAY		2007	2:36:55	8	52	1121.8		73
9 MAY		2007	2:37:09	8	53	1121.8		73
9 MAY		2007	2:37:23	8	54	1121.9		73
9 MAY		2007	2:37:37	8	55	1121.8		73
9 MAY		2007	2:37:51	8	56	1121.8		73
9 MAY		2007	2:38:05	8	57	1121.8		73
9 MAY		2007	2:38:19	8	58	1121.8		73
9 MAY		2007	2:38:33	8	59	1121.8		73
9 MAY		2007	2:38:48	8	60	1121.8		73
9 MAY		2007	2:39:02	8	61	1121.7		73

9 MAY	2007	2:39:15	8	62	1121.7		73
9 MAY	2007	2:39:29	8	63	1121.7		73
9 MAY	2007	2:39:43	8	64	1121.7		73
9 MAY	2007	2:39:57	8	65	1121.7	1747	73
9 MAY	2007	2:40:11	8	66	1121.7		73
9 MAY	2007	2:40:25	8	67	1121.6		73
9 MAY	2007	2:40:39	8	68	1121.6		73
9 MAY	2007	2:40:53	8	69	1121.6		73
9 MAY	2007	2:41:07	8	70	1121.6		73
9 MAY	2007	2:41:21	8	71	1121.5		73
9 MAY	2007	2:41:35	8	72	1121.5		73
9 MAY	2007	2:41:49	8	73	1121.5		73
9 MAY	2007	2:42:03	8	74	1121.4		73
9 MAY	2007	2:42:17	8	75	1121.4		73
9 MAY	2007	2:42:31	8	76	1121.4		73
9 MAY	2007	2:42:46	8	77	1121.4		73
9 MAY	2007	2:43:00	8	78	1121.3		73
9 MAY	2007	2:43:13	8	79	1121.3		73
9 MAY	2007	2:43:27	8	80	1121.3		73
9 MAY	2007	2:43:41	8	81	1121.3		73
9 MAY	2007	2:43:55	8	82	1121.2		73
9 MAY	2007	2:44:09	8	83	1121.2		73
9 MAY	2007	2:44:23	8	84	1121.2		73
9 MAY	2007	2:44:37	8	85	1121.2		73
9 MAY	2007	2:44:51	8	86	1121.1	1746.4	73
9 MAY	2007	2:45:05	8	87	1121.1		73
9 MAY	2007	2:45:19	8	88	1121.1		73
9 MAY	2007	2:45:33	8	89	1121.1		73
9 MAY	2007	2:45:47	8	90	1121.1		73
9 MAY	2007	2:46:01	8	91	1121		73
9 MAY	2007	2:46:15	8	92	1121		73
9 MAY	2007	2:46:29	8	93	1121		73
9 MAY	2007	2:46:44	8	94	1121		73
9 MAY	2007	2:46:58	8	95	1121		73
9 MAY	2007	2:47:11	8	96	1120.9		73
9 MAY	2007	2:47:25	8	97	1120.9		73
9 MAY	2007	2:47:39	8	98	1120.9		73
9 MAY	2007	2:47:53	8	99	1120.6		75
9 MAY	2007	2:48:07	8	100	1120.6		75
9 MAY	2007	2:48:21	8	101	1120.6		75

9 MAY	2007	2:48:35	8	102	1120.6	75	
9 MAY	2007	2:48:49	8	103	1120.6	75	
9 MAY	2007	2:49:03	8	104	1120.6	75	
9 MAY	2007	2:49:17	8	105	1120.5	75	
9 MAY	2007	2:49:31	8	106	1120.5	75	
9 MAY	2007	2:49:45	8	107	1120.5	75	
9 MAY	2007	2:49:59	8	108	1120.5	1746.9	75
9 MAY	2007	2:50:13	8	109	1120.5	75	
9 MAY	2007	2:50:27	8	110	1120.5	75	
9 MAY	2007	2:50:42	8	111	1120.4	75	
9 MAY	2007	2:50:56	8	112	1120.4	75	
9 MAY	2007	2:51:09	8	113	1120.4	75	
9 MAY	2007	2:51:23	8	114	1120.4	75	
9 MAY	2007	2:51:37	8	115	1120.4	75	
9 MAY	2007	2:51:51	8	116	1120.4	75	
9 MAY	2007	2:52:05	8	117	1120.4	75	
9 MAY	2007	2:52:19	8	118	1120.4	75	
9 MAY	2007	2:52:33	8	119	1120.4	75	
9 MAY	2007	2:52:47	8	120	1120.3	75	
9 MAY	2007	2:53:01	8	121	1120.3	75	
9 MAY	2007	2:53:15	8	122	1120.3	75	
9 MAY	2007	2:53:29	8	123	1120.4	75	
9 MAY	2007	2:53:43	8	124	1120.3	75	
9 MAY	2007	2:53:57	8	125	1120.3	75	
9 MAY	2007	2:54:11	8	126	1120.3	75	
9 MAY	2007	2:54:25	8	127	1120.3	75	
9 MAY	2007	2:54:40	8	128	1120.3	75	
9 MAY	2007	2:54:54	8	129	1120.3	1746.9	75
9 MAY	2007	2:55:07	8	130	1120.3	75	
9 MAY	2007	2:55:21	8	131	1120.3	75	
9 MAY	2007	2:55:35	8	132	1120.3	75	
9 MAY	2007	2:55:49	8	133	1120.2	75	
9 MAY	2007	2:56:04	8	134	921.3	75	
9 MAY	2007	2:56:19	8	135	670.9	75	
9 MAY	2007	2:56:34	8	136	0	75	
9 MAY	2007	2:56:49	8	137	0	75	
9 MAY	2007	2:57:04	8	138	0	75	
9 MAY	2007	2:57:35	8	139	0	75	
9 MAY	2007	2:57:50	8	140	0	75	
9 MAY	2007	2:58:05	8	141	0	75	



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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: See attached
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: See attached
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		7. UNIT or CA AGREEMENT NAME: See attached
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: See attached
2. NAME OF OPERATOR: Questar Exploration and Production Company <i>N5085</i>		9. API NUMBER: Attached
3. ADDRESS OF OPERATOR: 1050 17th Street, Suite 500 <small>CITY</small> Denver <small>STATE</small> CO <small>ZIP</small> 80265	PHONE NUMBER: (303) 672-6900	10. FIELD AND POOL, OR WILDCAT: See attached
4. LOCATION OF WELL FOOTAGES AT SURFACE: See attached		COUNTY: Attached
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

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

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

Effective June 14, 2010 Questar Exploration and Production Company changed its name to QEP Energy Company. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible for operations of the properties described on the attached list. All operations will continue to be covered by bond numbers:
 Federal Bond Number: 965002976 (BLM Reference No. ESB000024) *N3700*
 Utah State Bond Number: ~~965003033~~
 Fee Land Bond Number: ~~965003033~~ } *965010695*
 BIA Bond Number: ~~799446~~ } *965010693*

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

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

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JUN 28 2010

APPROVED 613012009
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

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

well_name	sec	twp	rng	api	entity	mineral lease	type	stat	C
RW 41-33B	33	070S	230E	4304720060	5670	Federal	WD	A	
RW 43-28A	28	070S	220E	4304730058	5670	Federal	WD	A	
RW 34-27B	27	070S	230E	4304715142	5670	Federal	WI	A	
RW 14-13B	13	070S	230E	4304715144	5670	Federal	WI	A	
RW 41-20B	20	070S	230E	4304715146	5670	Federal	WI	A	
RW 21-23B	23	070S	230E	4304715151	5670	Federal	WI	A	
RW 23-14B	14	070S	230E	4304715161	5670	Federal	WI	A	
RW 41-28B	28	070S	230E	4304715182	5670	Federal	WI	A	
RW 23-18B	18	070S	230E	4304715210	5670	Federal	WI	A	
RW 43-21A	21	070S	220E	4304715219	5670	Federal	WI	A	
RW 41-24A	24	070S	220E	4304715221	5670	Federal	WI	A	
RW 13-22B	22	070S	230E	4304715261	5670	Federal	WI	A	
RW 23-15B	15	070S	230E	4304715267	5670	Federal	WI	A	
RW 21-20B	20	070S	230E	4304715281	5670	Federal	WI	A	
RW 33-13B	13	070S	230E	4304715289	5670	Federal	WI	A	
RW 21-34A	34	070S	220E	4304715303	5670	Federal	WI	I	
RW 14-24B	24	070S	230E	4304716472	5670	Federal	WI	A	
RW 41-27B	27	070S	230E	4304716473	5670	Federal	WI	I	
RW 43-28B	28	070S	230E	4304716475	5670	Federal	WI	S	
RW 23-23B	23	070S	230E	4304716476	5670	Federal	WI	A	
RW 12-24B	24	070S	230E	4304716477	5670	Federal	WI	A	
RW 33-22B	22	070S	230E	4304716479	5670	Federal	WI	A	
RW 41-21B	21	070S	230E	4304716482	5670	Federal	WI	A	
RW 41-15B	15	070S	230E	4304716495	5670	Federal	WI	I	
RW 21-21B	21	070S	230E	4304716496	5670	Federal	WI	A	
RW 14-21B	21	070S	230E	4304716497	5670	Federal	WI	A	
RW 41-14B	14	070S	230E	4304716498	5670	Federal	WI	A	
RW 21-27A	27	070S	220E	4304730103	5670	Federal	WI	A	
RW 34-22A	22	070S	220E	4304730458	5670	Federal	WI	A	
RW 24-26B	26	070S	230E	4304730518	5670	Federal	WI	I	
RW 31-35B	35	070S	230E	4304730519	5670	Federal	WI	A	
RW 33-26B	26	070S	230E	4304730521	5670	Federal	WI	I	
RW 13-26B	26	070S	230E	4304730522	5670	Federal	WI	A	
RW 11-36B	36	070S	230E	4304731052	5670	Federal	WI	A	
RW 31-26B	26	070S	230E	4304731077	5670	Federal	WI	A	
RW 42-35B	35	070S	230E	4304731081	5670	Federal	WI	I	
RW 23-17B	17	070S	230E	4304732739	5670	Federal	WI	A	
RW 43-17B	17	070S	230E	4304732980	5670	Federal	WI	A	
RW 43-18B	18	070S	230E	4304732982	5670	Federal	WI	A	
RW 13-19B	19	070S	230E	4304733497	5670	Federal	WI	A	
RW 13-20B	20	070S	230E	4304733498	5670	Federal	WI	A	
RW 33-19B	19	070S	230E	4304733499	5670	Federal	WI	A	
RW 33-20B	20	070S	230E	4304733500	5670	Federal	WI	A	
RW 11-19B	19	070S	230E	4304733552	5670	Federal	WI	A	

Bonds: BLM = ESB000024

BIA = 956010693

State = 965010695

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

well_name	sec	twp	rng	api	entity	mineral lease	type	stat	C
RW 11-20B	20	070S	230E	4304733553	5670	Federal	WI	A	
RW 31-19B	19	070S	230E	4304733555	5670	Federal	WI	A	
RW 34-24A	24	070S	220E	4304733568	5670	Federal	WI	A	
RW 11-25A	25	070S	220E	4304733574	5670	Federal	WI	A	
RW 13-25A	25	070S	220E	4304733575	5670	Federal	WI	A	
RW 31-25A	25	070S	220E	4304733577	5670	Federal	WI	A	
RW 33-25A	25	070S	220E	4304733578	5670	Federal	WI	TA	
RW 11-29B	29	070S	230E	4304733590	5670	Federal	WI	A	
RW 12-24A	24	070S	220E	4304733591	5670	Federal	WI	A	
RW 34-13A	13	070S	220E	4304733593	5670	Federal	WI	A	
RW 11-30B	30	070S	230E	4304733785	5670	Federal	WI	A	
RW 31-30B	30	070S	230E	4304733788	5670	Federal	WI	A	
RW 33-30B	30	070S	230E	4304733790	5670	Federal	WI	A	

Bonds: BLM = ESB000024
 BIA = 956010693
 State = 965010695



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155
<http://www.blm.gov/ut/st/en.html>



IN REPLY REFER TO:
3100
(UT-922)

JUL 28 2010

Memorandum

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

From: Chief, Branch of Minerals

Ray L. Bankart

Subject: Name Change Recognized

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

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

cc: MMS
UDOGM

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AUG 16 2010

DIV. OF OIL, GAS & MINERALS

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

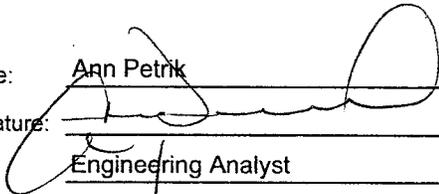
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

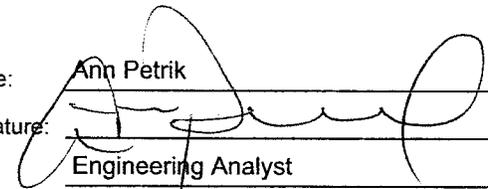
Well Name and Number See Attached List	API Number Attached
Location of Well Footage : Attached County : QQ, Section, Township, Range: State : UTAH	Field or Unit Name Attached Lease Designation and Number Attached

EFFECTIVE DATE OF TRANSFER: 6/14/2010

CURRENT OPERATOR

Company: <u>Questar Exploration and Production Company</u>	Name: <u>Ann Petrik</u>
Address: <u>1050 17th Street, Suite 500</u>	Signature: 
city <u>Denver</u> state <u>CO</u> zip <u>80265</u>	Title: <u>Engineering Analyst</u>
Phone: <u>(303) 672-6900</u>	Date: <u>6/28/2010</u>
Comments:	

NEW OPERATOR

Company: <u>QEP Energy Company</u>	Name: <u>Ann Petrik</u>
Address: <u>1050 17th Street, Suite 500</u>	Signature: 
city <u>Denver</u> state <u>CO</u> zip <u>80265</u>	Title: <u>Engineering Analyst</u>
Phone: <u>(303) 672-6900</u>	Date: <u>6/28/2010</u>
Comments:	

(This space for State use only)

Transfer approved by: _____

Approval Date: _____

Title: _____

Comments:

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

EPA approved well

Date: 6/29/10

By: D. Jones

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JUN 28 2010