



UINTAH & OURAY
AGENCY

UTE INDIAN TRIBE

UINTAH AND OURAY AGENCY

P.O. Box 190
Fort Duchesne, Utah 84026
Phone (435) 722-5141
Fax (435) 722-5072

APR 12 2000

Appah

Ms. Thomasina Appah, Assist. Realty Officer
U.S. Department of the Interior
Bureau of Indian Affairs
Utah and Ouray Agency
Fort Duchesne, Utah 84026

RECEIVED

RECEIVED
JUN 12 2000
DIVISION OF OIL & GAS

Subject: **Application for Permit to Drill and Corridor Rights-Of-Way**

Dear Ms. Appah,

The following has been addressed to complete the process of Application for Permit to Drill and Corridor Rights-Of-Way on behalf of the Ute Indian Tribe.

1. Affidavit for 5 day Posting.

On October 13, 1999, Del-Rio/Orion Resources submitted request to BIA-Realty Office, for the following:

- Del-Rio/Orion #32-12A, NWSW, Section 32, T14S, R20E, SLBM
- Del-Rio/Orion #32-11A, NESW, Section 32, T14S, R20E, SLBM
- Del-Rio/Orion #32-10A, NWSE, Section 32, T14S, R20E, SLBM

2. Permission to Survey.

Del-Rio/Orion Resources selected Uintah Engineering and Land Surveying, Inc., to stake location. BIA-Realty granted permission to survey on November 13, 1999. This has state minerals and tribal surface interest.

3. Archaeological/Paleontological Reports.

James Truesdale of An Independent Archaeologist performed a cultural and historical evaluation of the aforementioned during June 22, 24, 29 & 30, 1998 and July 6 to 8, 1998. This was done in block surveys of Sections 28, 29, 30, 32. He was accompanied by Alvin Ignacio, Oil & Gas Technician. Reports are provided and recommendation of clearance, provided construction is maintained to staked areas.

4. On-sites.

On February 9, 2000 on-sites were held with the following persons in attendance;
Larry Caldwell, Del-Rio/Orion Resources
Jim Justice, J&L Construction
John Floyd, Uintah Engineering & Land Surveying, Inc.
Governmental Agencies: unavailable, BLM-Vernal District Office; Manual Myore, Bureau of Indian Affairs; Alvin Ignacio, Ute Tribal Energy & Minerals Office.

5. Added Tribal Stipulations.

- > 50 foot corridor rights-of-way shall be granted.
- > **The Ute Tribe Energy and Minerals Department is to be notified, in writing, 48 hours prior to construction, as a Tribal Technician is to routinely monitor construction.**
- > A wildlife and silt containment pond will be built between locations of DRO #32-11A and DRO #32-10A.
- > Any deviations of submitted APD's and ROW applications Del-Rio/Orion Resources will notify the Ute Tribe and BIA in writing, and will receive written authorization of such change. Without authorization, Del-Rio/Orion Resources understands that they will be subject to fines and penalties.
- > Del-Rio/Orion Resources will implement "Safety and Emergency Plan". Del-Rio/Orion Resources will ensure its compliance.
- > Reserve pit fluids to be disposed and hauled to approved disposal pits. To apply to before and after backfilling.

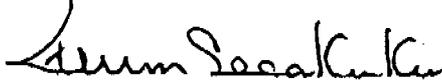
Letter to Ms. Thomasina Appah, BIA-Realty Office
Dated: April 17, 2000
Re: APD & Corridor ROW for Del-Rio/Orion
Page 2

- Culverts and cattle guards to be installed where needed.
- Diversion ditches and berms to be constructed as required.
- **Del-Rio/Orion Resources will assure the Ute Tribe those any/all contractors and any sub-contractors have acquired a 2000 Tribal Business License and have "Access Permits" prior to construction and will have these permits in vehicles at all times.**
- **All Del-Rio/Orion Resources employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's and/or ROW permits/authorizations on their person(s) during all phases of construction.**
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the areas examine and approved, and to the existing roadways and/or evaluated access routes.
- All personnel should refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.
- The personnel from the Ute Tribe Energy and Minerals Department should be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- All mitigative stipulations contained in the Bureau of Indian Affairs site specific Environmental Analysis (EA), will be strictly adhered.
- Upon completion of Application for Permit to Drill and Rights-Of-Way, Del-Rio/Orion Resources will notify the Ute Tribe Energy and Minerals Department, so that a Tribal Technician can verify Affidavit of Completions.

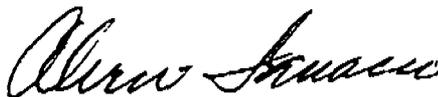
If you should require additional information please feel free to contact this office.

Sincerely,

ENERGY & MINERALS RESOURCE DEPT.



Ferron Secakuku, EMRD Executive Director



Alvin Ignacio, Oil & Gas Technician

cc: Lawrence Caldwell/Del-Rio/Orion Resources
APD/ROW file
EMRD chrono file

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

SUBMIT IN TRIPLICATE*
(Other instructions on reverse side)

5. Lease Designation and Serial No.
ML-44317

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

7. Unit Agreement Name
N/A

8. Farm or Lease Name
Del-Rio/Orion

9. Well No.
#32-10A

10. Field and Pool, or Wildcat
Flat Rock

11. Sec., T., R., M., or Blk. and Survey or Area
Sec. 32, T14S, R20E, SLB&M

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. Type of Work
DRILL DEEPEN PLUG BACK

b. Type of Well
Oil Well Gas Well Other Single Zone Multiple Zone

2. Name of Operator
Del-Rio Resources, Inc. Telephone #: **(435) 789-8162**

3. Address of Operator
P.O. Box 459 Vernal, UT 84078

4. Location of Well (Report location clearly and in accordance with any State requirements.*)
At surface **1980' FSL 1980' FEL NWSE** **4378859 N**
At proposed prod. zone **611772 E**

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

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drlg. line, if any) **1980'**

16. No. of acres in lease **640**

17. No. of acres assigned to this well **40**

18. Distance from proposed location* to nearest well, drilling, completed, or applied for, on this lease, ft. **1250'**

19. Proposed depth **11,698'**

20. Rotary or cable tools **Rotary**

21. Elevations (Show whether DF, RT, GR, etc.) **7502' GR**

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

23. PROPOSED CASING AND CEMENTING PROGRAM

Size of Hole	Size of Casing	Weight per Foot	Setting Depth	Quantity of Cement
11"	8 5/8"	24#	850'	See attached drilling plan
7 7/8"	5 1/2"	17#	11,698'	See attached drilling plan

- M.I.R.U.
- Drill to T.D. 11,698'
- Run 5 1/2" casing if commercial production is indicated.
- If dry hole, well will be plugged and abandoned as instructed by the State.
- Well will be drilled with fresh water to 1800', then Chem Gel Mud to T.D. Mud will be in place to run 5 1/2" casing.

I hereby certify that I am responsible by the terms and conditions of the Lease to conduct Lease Operations. Bond Coverage pursuant to 43 CFR 3104 to Lease Activities is being provided by First Security Bank in the form of a Certificate of Deposit. CD #2431434 2985402 *lc*

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JUN 28 2000

DIVISION OF
OIL, GAS AND MINING

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen or plug back, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measurements. If blowout preventer program, if any.

24. Signed Laurence C. Caldwell # Title President Date June 23, 2000

(This space for Federal or State office use)

Permit No. 43-047-33620 Approval Date

Approved by Bradley G. Hill Title BRADLEY G. HILL RECLAMATION SPECIALIST III Date 7/12/00

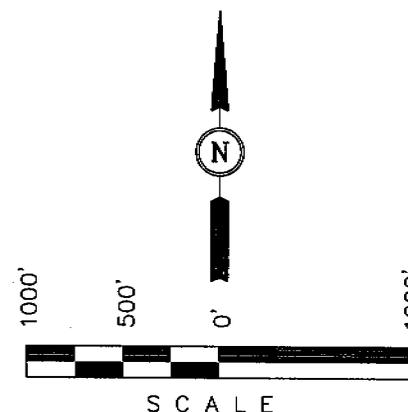
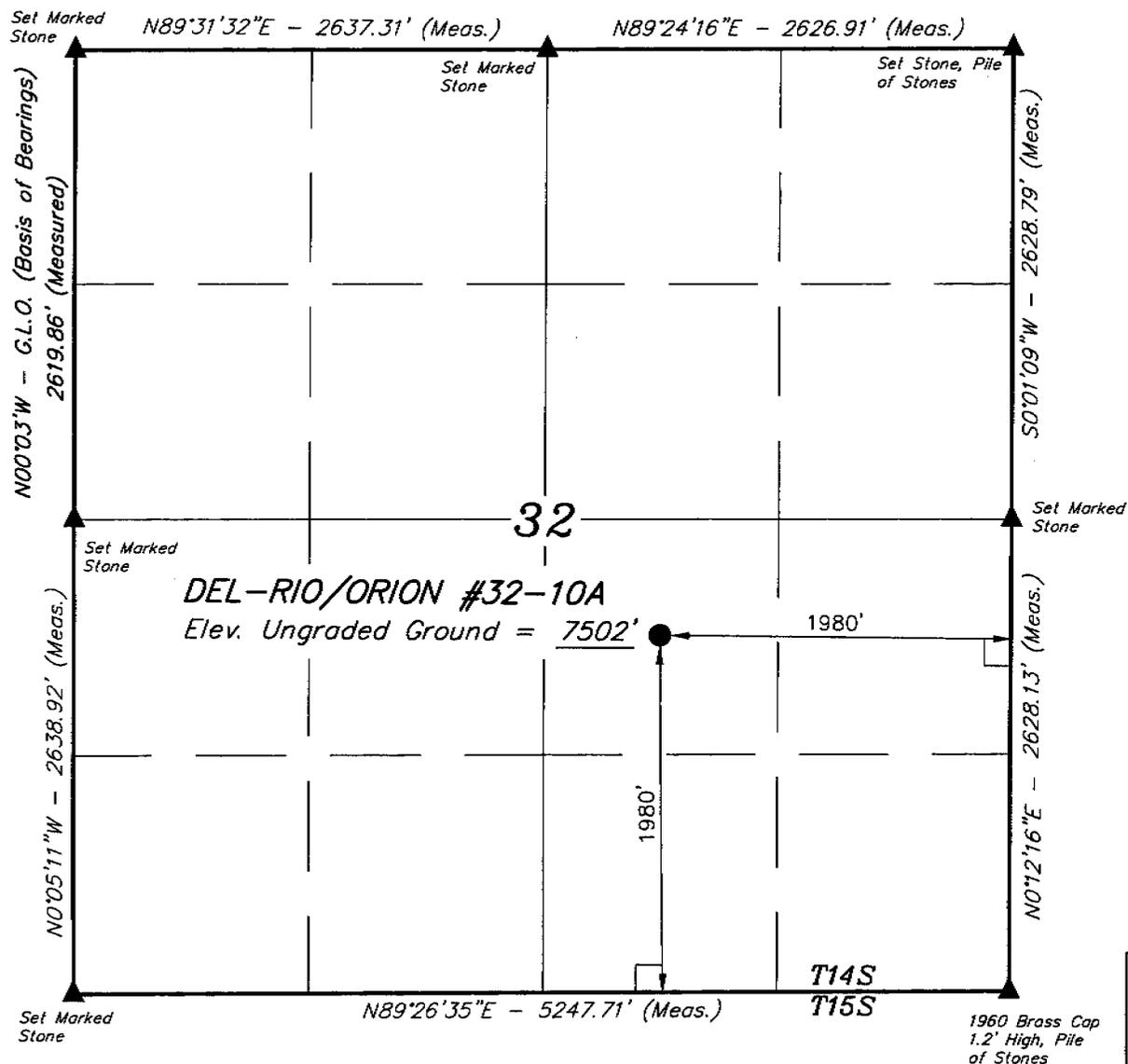
T14S, R20E, S.L.B.&M.

DEL-RIO RESOURCES, INC.

Well location, DEL-RIO/ORION #32-10A, located as shown in the NW 1/4 SE 1/4 of Section 32, T14S, R20E, S.L.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

SPOT ELEVATION AT A LANDING STRIP IN THE NW 1/4 OF SECTION 32, T14S, R20E, S.L.B.&M. TAKEN FROM THE FLAT ROCK MESA QUADRANGLE, UTAH, UTAH COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 7512 FEET.



CERTIFICATE

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

Robert J. King
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 16119
 STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (435) 789-1017

LEGEND:

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

LATITUDE = 39°33'15"
 LONGITUDE = 109°41'57"

SCALE 1" = 1000'	DATE SURVEYED: 9-12-99	DATE DRAWN: 11-23-99
PARTY J.F. T.H. D.COX	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE DEL-RIO RESOURCES, INC.	

**DEL-RIO RESOURCES, INC.
DRILLING PLAN FOR THE
DEL-RIO/ORION #32-10A**

I. DRILLING PLAN:

1. Geological Surface Formation: Green River

2. Estimated Tops:

<u>Name</u>	<u>Top</u>	<u>Prod. Phase Anticipated</u>
Wasatch	2319'	
Mesa Verde	4539'	↓
Nelson	5710'	↓
Lower Segó	6264'	↓
Buck Tongue Mancos	6298'	↓
Castle Gate	6331'	↓
Mancos Shale	6615'	Oil/Gas
Dakota	10459'	↓
Cedar Mountain	10659'	↓
Morrison	10934'	↓
Summerville/Curtis	11470'	↓
Entrada	11598'	Gas

3. CASING PROGRAM:

	<u>Depth</u>	<u>Hole Size</u>	<u>Csg. Size</u>	<u>Type</u>	<u>Weight</u>
Surface	850'	11"	8-5/8"	K-55 (LT&C)	24#/ft (new)
Prod.	11,698'	7-7/8"	5-1/2"	P-110 (LT&C)	17#/ft (new)

4. Operator's Specification for Pressure Control Equipment:

- A. 5,000 psi W.P. Double Gate BOP (Schematic attached).
- B. Functional test daily.

Del-Rio Resources, Inc.
Del-Rio/Orion #32-10A

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

5. Auxiliary Equipment:

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

6. Proposed Circulating Medium:

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

7. Testing, Logging, and Coring Program:

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

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 Del-Rio/Orion #32-10A

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

8. Cementing Program:

<u>Casing</u>	<u>Volume</u>	<u>Type & Additives</u>
Surface	383 sx	Class "G" w/2% bwoc, +0.25#/sx cello flake, +44.3% fresh water (based on 100% access)
Production		DV Tool @6600'
	<u>Stage 1</u>	
Lead	344 sx*	Premium Lite 2, +0.7% bwoc FL-52, +3%bwow Potassium Chloride, +0.5%bwoc R-3, +5#/sx Korseal, +0.25#/sx cello flake, +92.9% fresh water.
Tail	272 sx*	(50/50) poz "flyash" Class "G", +3%bwow Potassium Chloride, +0.25#/sx cello flake, +0.9%bwoc FL-25, +30%bwoc silica flour, +3#/sx Korseal, +2%bwoc Bentonite, +0.75%bwoc EC-1, +63.5% fresh water
	<u>Stage 2</u>	
	877 sx*	(50/50) poz "flyash" Class "G", +3%bwow Potassium Chloride, +0.25#/sx cello flake, +2%bwoc Bentonite, +0.2%bwoc Sodium Metasilicate, <u>+57.7%</u> fresh water

*5 gal/sk per
 L.C.
 7-10-00*

Del-Rio Resources, Inc.
Del-Rio/Orion #32-10A

Cement Characteristics:

Lead:

yield = 1.97 cu.ft. per. sack
weight = 13.0 lb./gal
strength = 1700 psi in 24 hrs @240 degrees

Tail:

yield = 1.65 cu.ft. per. sack
weight = 14.4 lb./gal
strength = 2700 psi in 24 hrs @240 degrees

Stage 2:

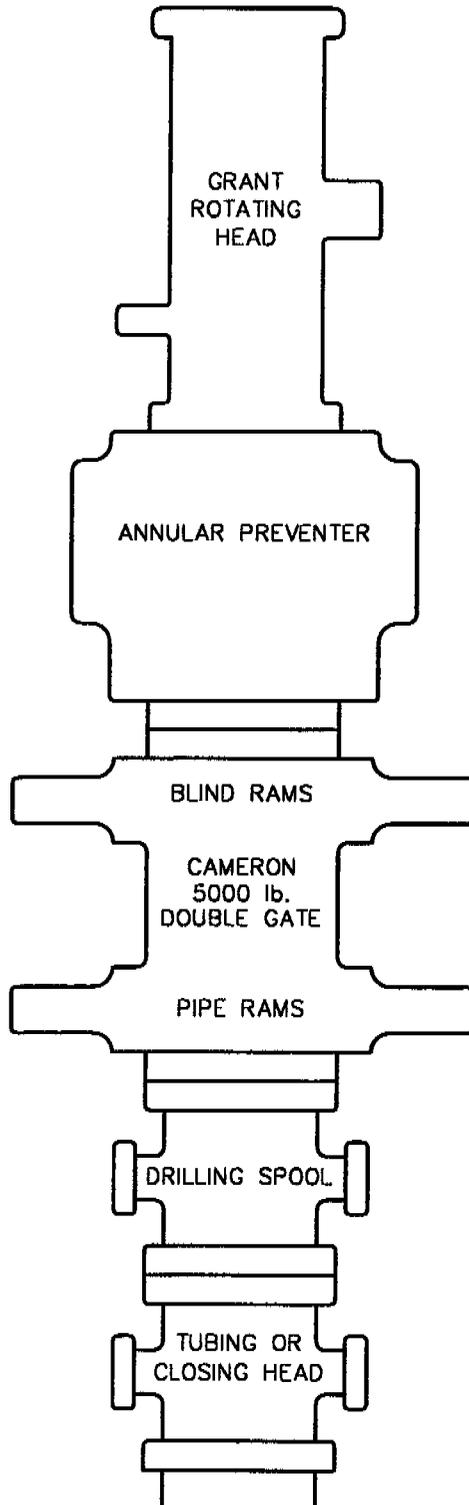
yield = 1.28 cu.ft. per. sack
weight = 14.2 lb./gal
strength = 2300 psi in 24 hrs @240 degrees

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

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

No abnormal temperatures or pressures are anticipated. No H₂S has been encountered in or known to exist from previous wells drilled to similar depths in the general area. Maximum anticipated bottom hole pressure equals approximately 1,500 psi (calculated at 0.128 psi/ft) and maximum anticipated surface pressure equals approximately 1074 psi (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/ft).

CLASS III BLOWOUT PREVENTER STACK



**II. SURFACE USE PLAN
DEL-RIO RESOURCES, INC.
DEL-RIO/ORION #32-10A**

1. Existing Road:

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

2. Planned Access Roads:

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

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

Del-Rio Resources, Inc.
Del-Rio/Orion #32-10A

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

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

3. Location of Existing Wells:

See existing Drill Holes on Topo Map "C"

4. Location of Existing and/or Proposed Facilities:

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

Del-Rio Resources, Inc.
Del-Rio/Orion #32-10A

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

Willow Creek at a P.O.D. of the SE 1/4 SE 1/4 of Section 29, T12S, R21E, S.L.B.&M. and transported by truck along the access roads which are shown on the attached topo maps. (Water Right Number: 49-1647) Attached.

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

No water wells are to be drilled.

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Del-Rio/Orion #32-10A

6. Source of Construction Materials:

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

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

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

7. Methods for Handling Waste Disposal:

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

Del-Rio Resources, Inc.
Del-Rio/Orion #32-10A

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

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

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

8. Ancillary Facilities:

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

9. Well Site Layout:

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

Del-Rio Resources, Inc.
Del-Rio/Orion #32-10A

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

10. Plans for Restoration:

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

Del-Rio Resources, Inc.
Del-Rio/Orion #32-10A

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

11. Other Information:

- A. All activity shall cease when soils or road surfaces become saturated to a depth of three inches, unless otherwise approved by the Authorized Officer.

If any fossils are discovered during construction, the operator shall cease construction immediately and notify the Authorized Officer so as to determine the significance of the discovery.
- B. A Class III cultural resource inventory shall be completed prior to disturbance by a qualified professional Archaeologist.

Del-Rio Resources, Inc.
Del-Rio/Orion #32-10A

- C. The State considers the development of groundwater resources to be necessary and frequently indispensable to effective land management. Therefore, any groundwater intercepted by the party conducting mineral exploration shall be reported to the authorized officer immediately including approximate quantities and a sample in a sealed quart container. The State shall have the first opportunity to file State water rights for the intercepted groundwater. The undersigned may file for water rights only with a written waiver from the State.
- D. The operator is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, the operator is to immediately stop work that might further disturb such materials and contact the authorized officer (AO). Within five working days the AO will inform the operator as to:

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

Del-Rio Resources, Inc.
Del-Rio/Orion #32-10A

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

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

12. Lessee's or Operator's Representative:

Mr. Lawrence C. Caldwell II
President
Del-Rio Resources, Inc.
P.O. Box 459
Vernal, Utah
Telephone #(801)789-8162
Cell #(801)790-8578

Del-Rio Resources, Inc.
Del-Rio/Orion #32-10A

13. Certification:

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

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

6-26-00
Date

Lawrence C. Caldwell II
Lawrence C. Caldwell II
President

RECEIVED
JUN 12 2000
WATER RIGHTS
VERNAL

FILING FOR WATER IN THE STATE OF UTAH

Rec. by AE
 Fee Rec. 75⁰⁰ ck # 0950
 Receipt # _____
 Microfilmed _____
 Roll # _____

APPLICATION TO APPROPRIATE WATER

For the purpose of acquiring the right to use a portion of the unappropriated water of the State of Utah, application is hereby made to the State Engineer, based upon the following showing of facts, submitted in accordance with the requirements to Title 73, Chapter 3 of the Utah Code Annotated (1953, as amended).

WATER RIGHT NUMBER: 49 - 1647

APPLICATION NUMBER: T72919

1. OWNERSHIP INFORMATION:

LAND OWNED? No

A. **NAME:** Tu and Frum Inc.
 C/O of David Murray
ADDRESS: P.O. Box 146, Lapoint, UT 84039

B. **PRIORITY DATE:** June 12, 2000 **FILING DATE:** June 12, 2000

2. SOURCE INFORMATION:

A. **QUANTITY OF WATER:** 10.0 acre-feet

B. **SOURCE:** Willow Creek **COUNTY:** Uintah

C. **POINT OF DIVERSION -- SURFACE:**
 (1) N 200 feet W 700 feet from SE corner, Section 29, T 12S, R 21E, SLBM
DIVERT WORKS: Pump into trucks to haul to location

D. **COMMON DESCRIPTION:**

3. WATER USE INFORMATION:

OIL EXPLORATION: from Jan 1 to Dec 31. Drilling and completion of oil/gas wells South of Ouray

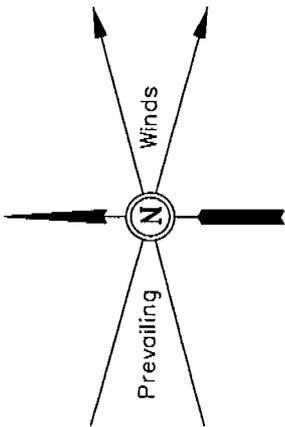
4. PLACE OF USE: (which includes all or part of the following legal subdivisions:)

BASE TOWN RANG SEC	NORTH-WEST¼	NORTH-EAST¼	SOUTH-WEST¼	SOUTH-EAST¼
	NW NE SW SE	NW NE SW SE	NW NE SW SE	NW NE SW SE
SL 14S 20E	Entire TOWNSHIP			

5. EXPLANATORY:

Oil/Gas well production
 Point of diversion is on County Road Right-of-way.

DEL-RIO RESOURCES, INC.
 LOCATION LAYOUT FOR
 DEL-RIO / ORION #32-10A
 SECTION 32, T14S, R20E, S.L.B.&M.
 1980' FSL 1980' FEL



SCALE: 1" = 50'
 DATE: 11-23-99
 DRAWN BY: D.COX

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

Approx. Top of Cut Slope

C-13.9'
 El. 502.9'
 (Btm. Pit)

C-3.5'
 El. 502.5'

C-12.1'
 El. 501.1'
 (Btm. Pit)

C-1.4'
 El. 500.4'

F-5.5'
 El. 493.5'

F-2.3'
 El. 496.7'

F-2.3'
 El. 496.7'

F-0.3'
 El. 498.7'

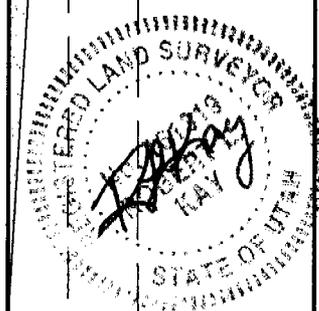
F-0.2'
 El. 498.8'

F-1.5'
 El. 497.5'

Sta. 3+50

Sta. 1+75

Sta. 0+00



Approx. Toe of Fill Slope

C-0.9'
 El. 499.9'

Proposed Access Road

Reserve Pit Backfill & Spoils Stockpile

10' WIDE BENCH

RESERVE PITS (10' Deep)

Pit Capacity With 2' of Freeboard is ± 7,120 Bbls.

Sta. 0+85

Sta. 1+50

1 1/2:1 Slope

120'

80'

15'

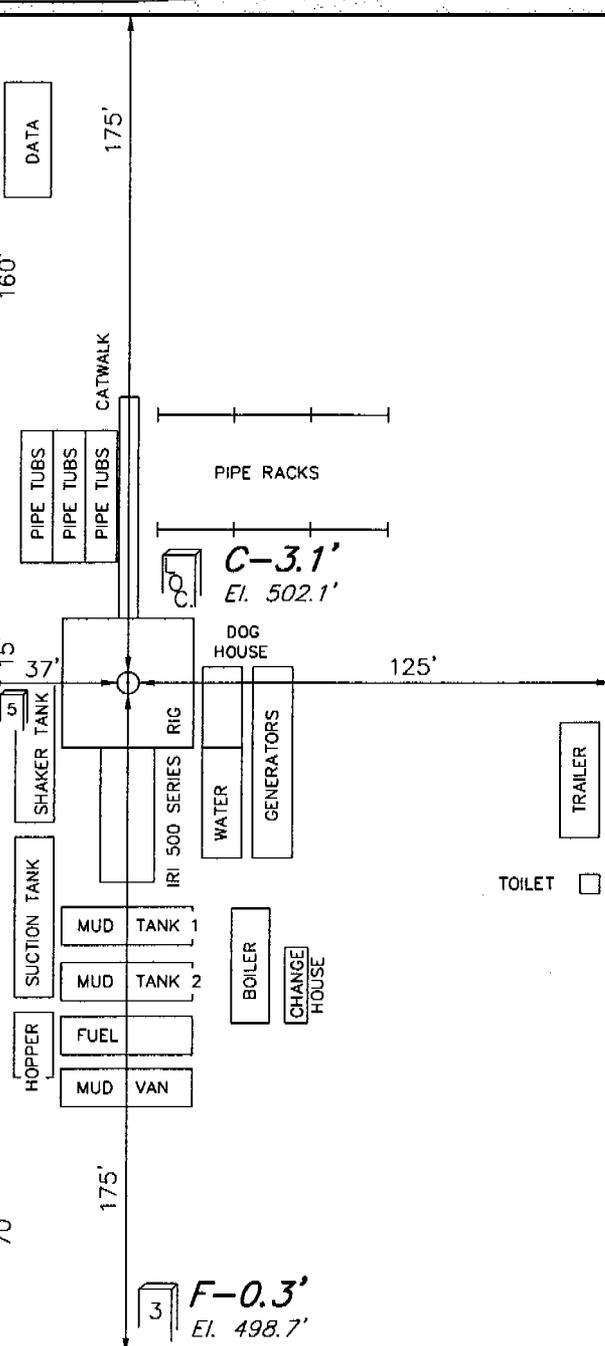
37'

70'

175'

160'

175'



Elev. Ungraded Ground at Location Stake = 7502.1'
 Elev. Graded Ground at Location Stake = 7499.0'

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

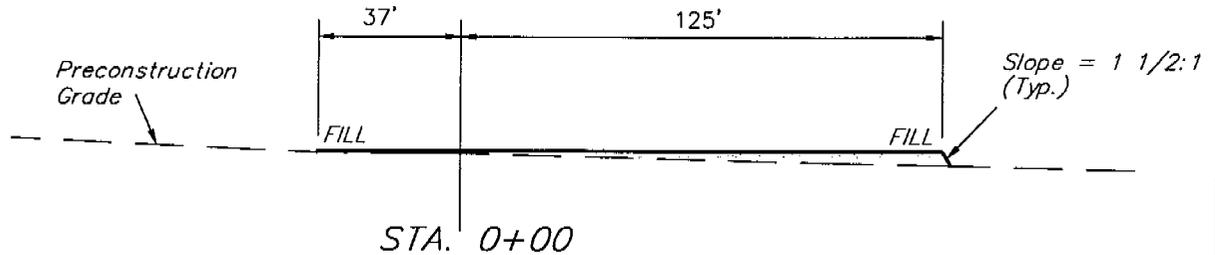
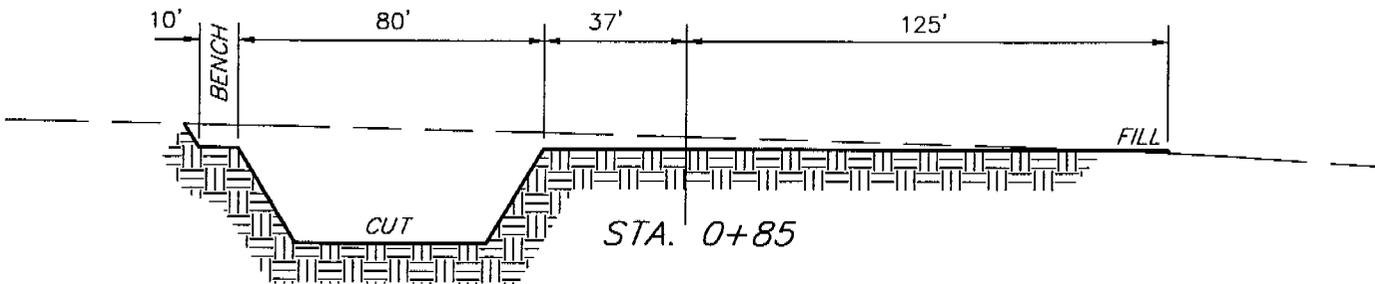
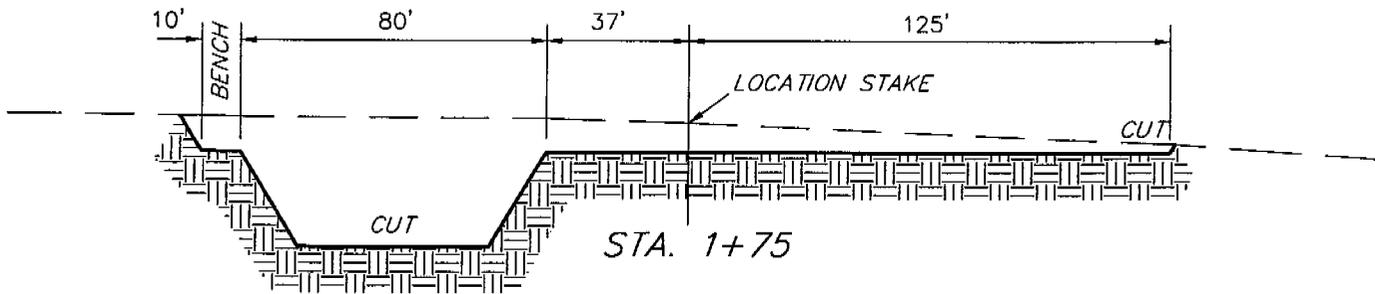
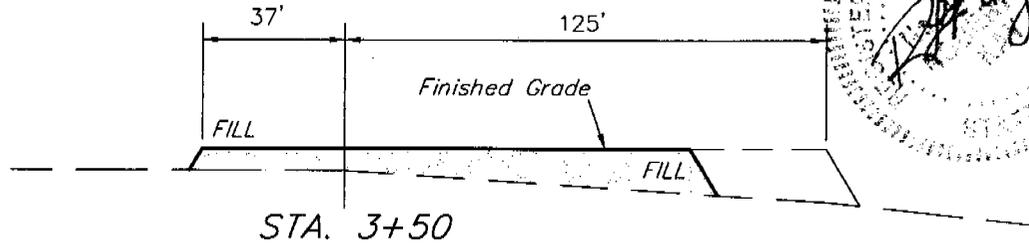
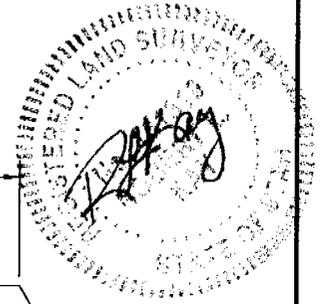
DEL-RIO RESOURCES, INC.

TYPICAL CROSS SECTIONS FOR

DEL-RIO / ORION #32-10A
SECTION 32, T14S, R20E, S.L.B.&M.
1980' FSL 1980' FEL

1" = 20'
X-Section
Scale
1" = 50'

DATE: 11-23-99
DRAWN BY: D.COX

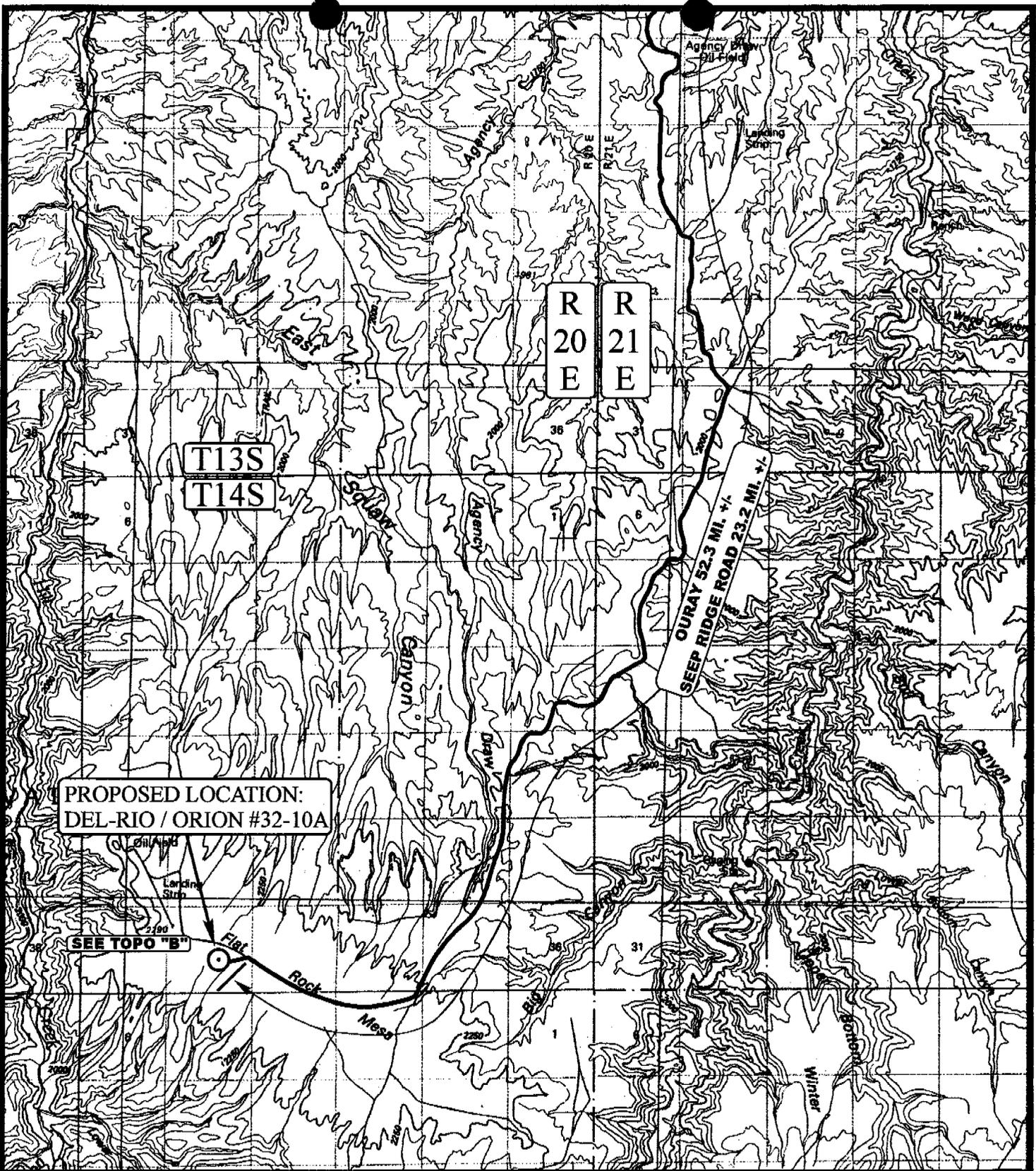


APPROXIMATE YARDAGES

CUT	
(12") Topsoil Stripping	= 2,560 Cu. Yds.
Remaining Location	= 3,850 Cu. Yds.
TOTAL CUT	= 6,410 CU.YDS.
FILL	= 2,680 CU.YDS.

EXCESS MATERIAL AFTER 5% COMPACTION	= 3,590 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 3,590 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 0 Cu. Yds.

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



PROPOSED LOCATION:
DEL-RIO / ORION #32-10A

SEE TOPO "B"

LEGEND:

○ PROPOSED LOCATION



DEL-RIO RESOURCES INC.

DEL-RIO / ORION #32-10A
SECTION 32, T14S, R20E, S.L.B.&M.
1980' FSL 1980' FEL



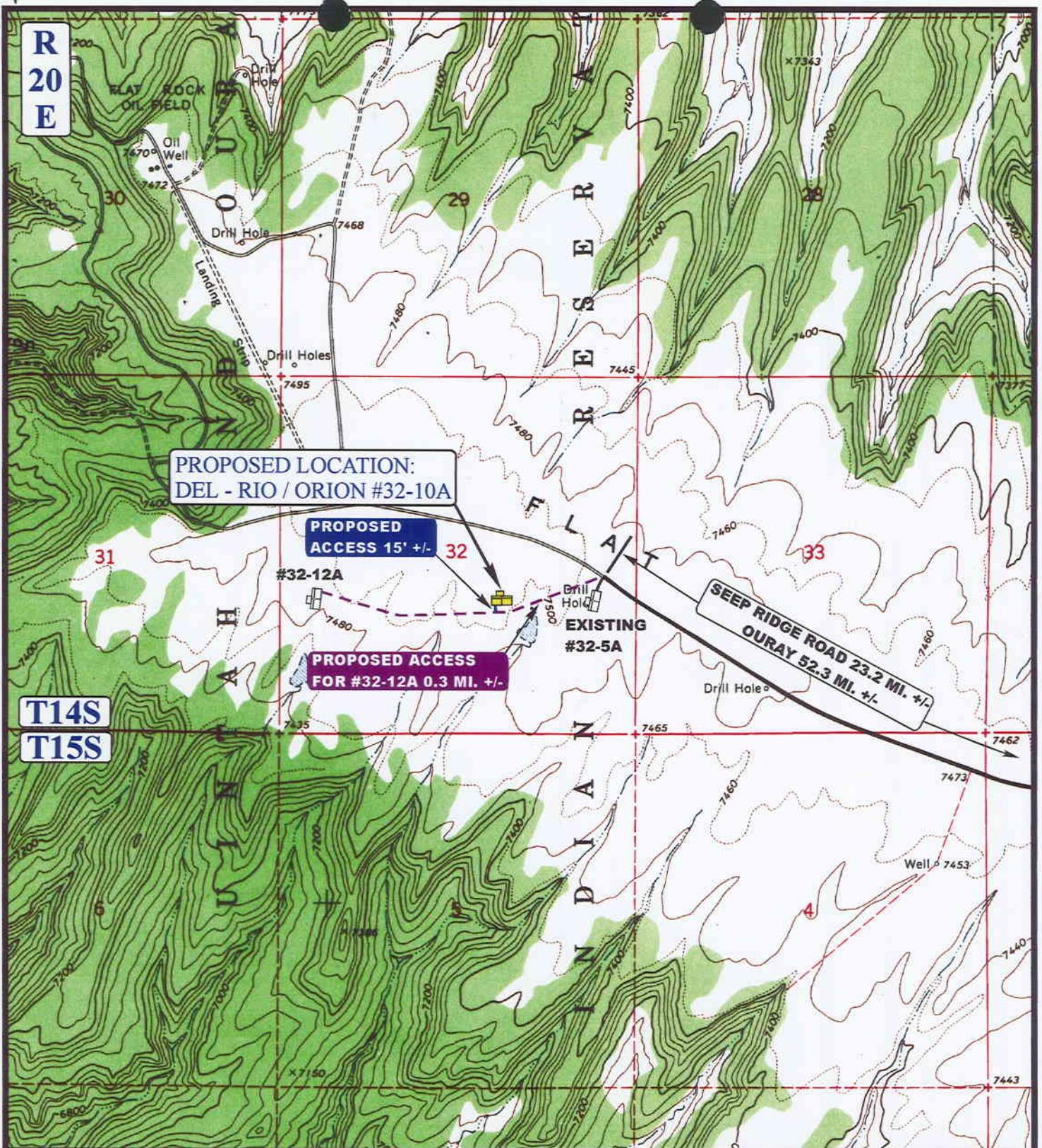
Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

11	16	99
MONTH	DAY	YEAR



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



LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING ROAD



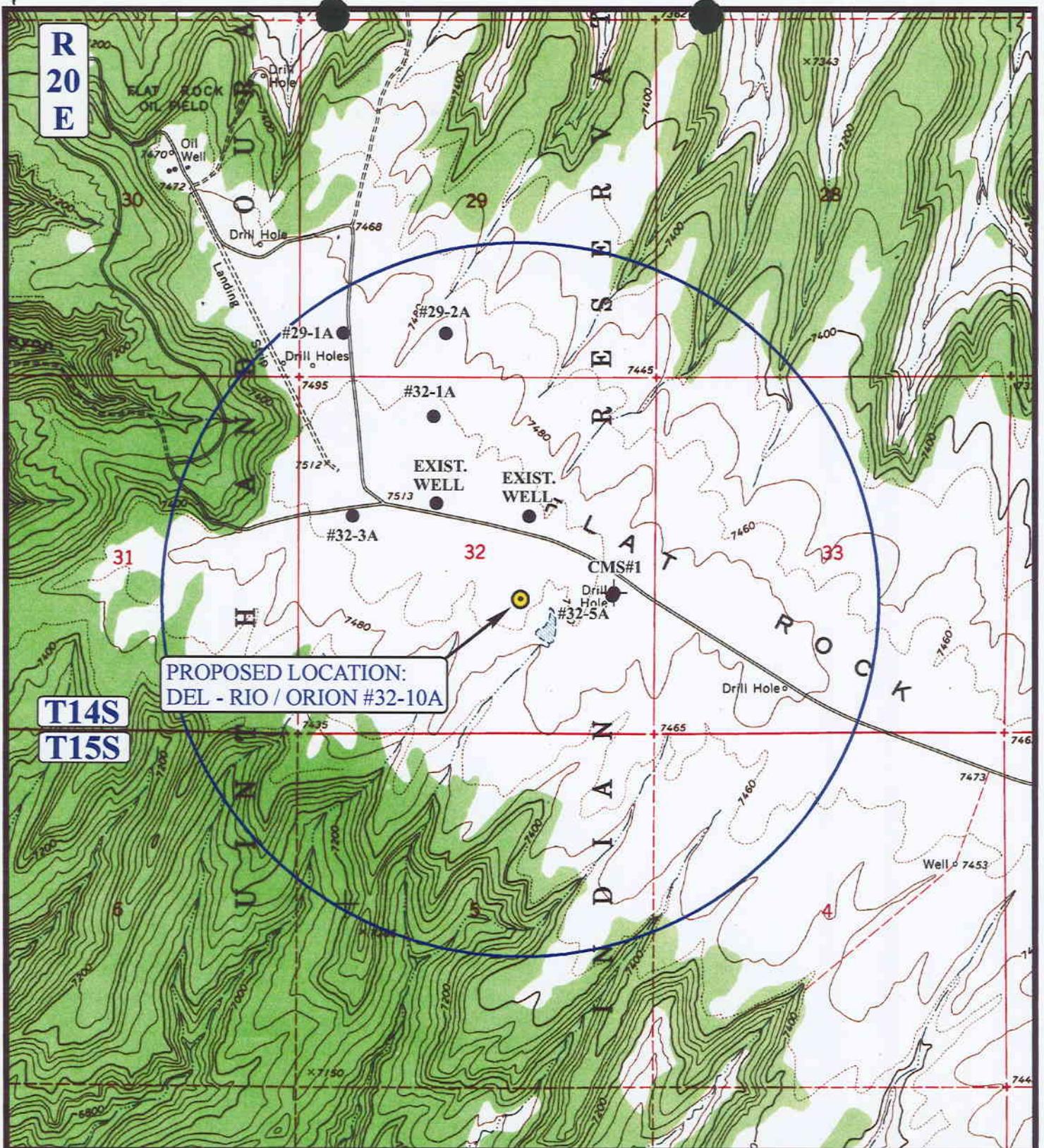
DEL-RIO RESOURCES INC.

DEL-RIO / ORION #32-10A
SECTION 32, T14S, R20E, S.L.B.&M.
1980' FSL 1980' FEL

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

TOPOGRAPHIC MAP **11 16 99**
MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: J.L.G. REVISED: 00-00-00





**R
20
E**

**T14S
T15S**

**PROPOSED LOCATION:
DEL - RIO / ORION #32-10A**

LEGEND:

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

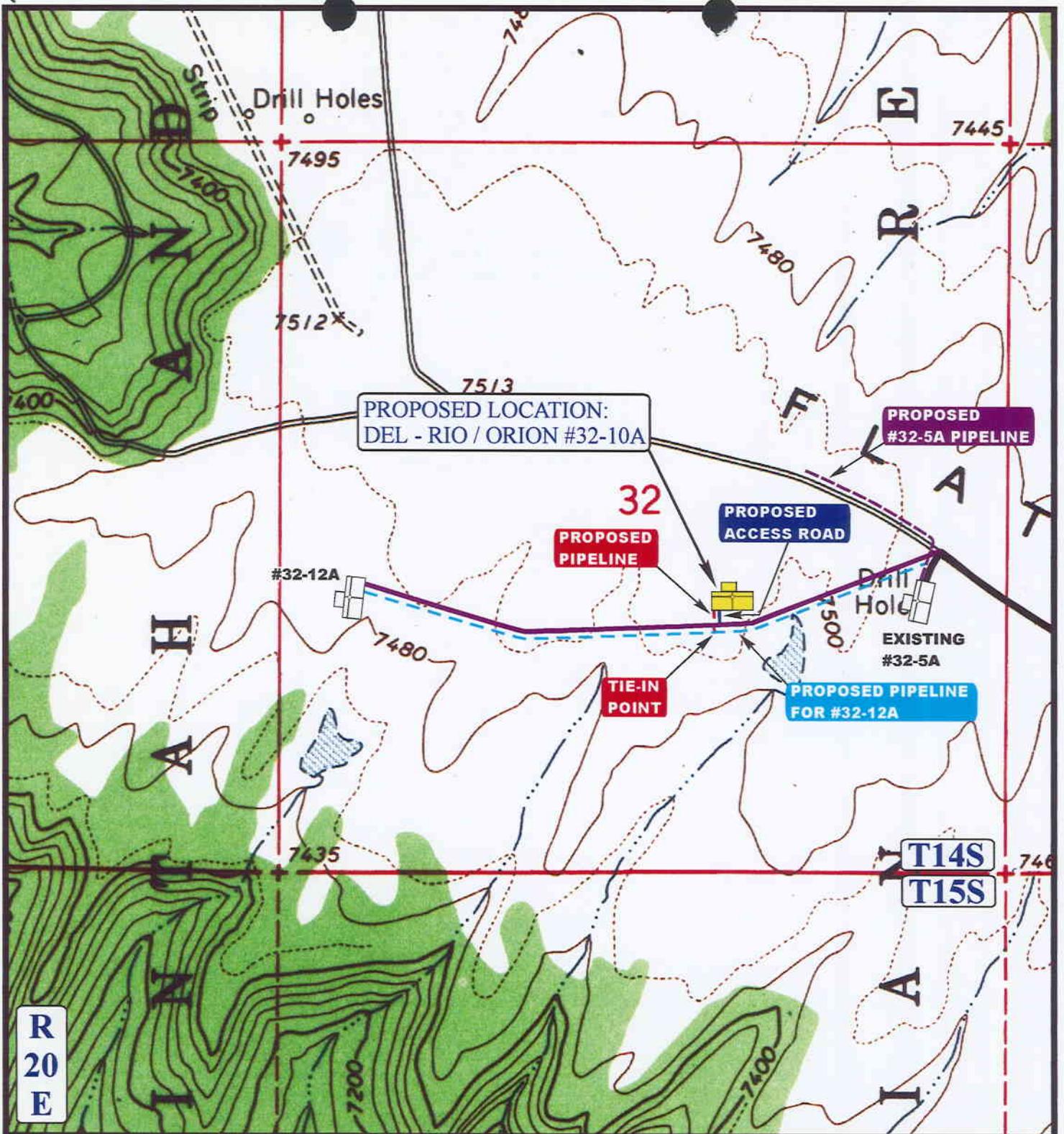


DEL-RIO RESOURCES INC.

**DEL-RIO / ORION #32-10A
SECTION 32, T14S, R20E, S.L.B.&M.
1980' FSL 1980' FEL**

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

TOPOGRAPHIC MAP **11 16 99**
MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: J.L.G. REVISED: 00-00-00 **C TOPO**



APPROXIMATE TOTAL PIPELINE DISTANCE = 35' +/-

LEGEND:

- EXISTING PIPELINE
- PROPOSED PIPELINE
- PROPOSED ACCESS

DEL-RIO RESOURCES INC.

DEL-RIO / ORION #32-10A
SECTION 32, T14S, R20E, S.L.B.&M.
1980' FSL 1980' FEL



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

TOPOGRAPHIC MAP **11 15 99**
MONTH DAY YEAR
 SCALE: 1" = 1000' DRAWN BY: J.L.G. REVISED: 00-00-00 **D TOPO**

**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 06/28/2000

API NO. ASSIGNED: 43-047-33620

WELL NAME: DEL-RIO/ORION 32-10A
 OPERATOR: DEL-RIO RESOURCES INC (N0330)
 CONTACT: LARRY CALDWELL

PHONE NUMBER: 435-789-8162

PROPOSED LOCATION:

NWSE 32 140S 200E
 SURFACE: 1980 FSL 1980 FEL
 BOTTOM: 1980 FSL 1980 FEL
 UINTAH
 UNDESIGNATED (2)

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	<i>RSC</i>	7-11-00
Geology		
Surface		

LEASE TYPE: 3-State
 LEASE NUMBER: ML-44317
 SURFACE OWNER: 2-Indian

PROPOSED FORMATION: ENRD

RECEIVED AND/OR REVIEWED:

Plat
 Bond: Fed[] Ind[] Sta[3] Fee[]
 (No. 2985402 per SITLA 7-5-2000.)
 Potash (Y/N)
 Oil Shale (Y/N) *190 - 5 (B)
 Water Permit
 (No. 49-1647)
 RDCC Review (Y/N)
 (Date: _____)
 Fee Surf Agreement (Y/N)

LOCATION AND SITING:

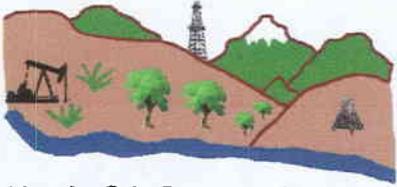
R649-2-3. Unit _____
 R649-3-2. General
 Siting: _____
 R649-3-3. Exception

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

COMMENTS:

STIPULATIONS:

① STATEMENT OF BASIS



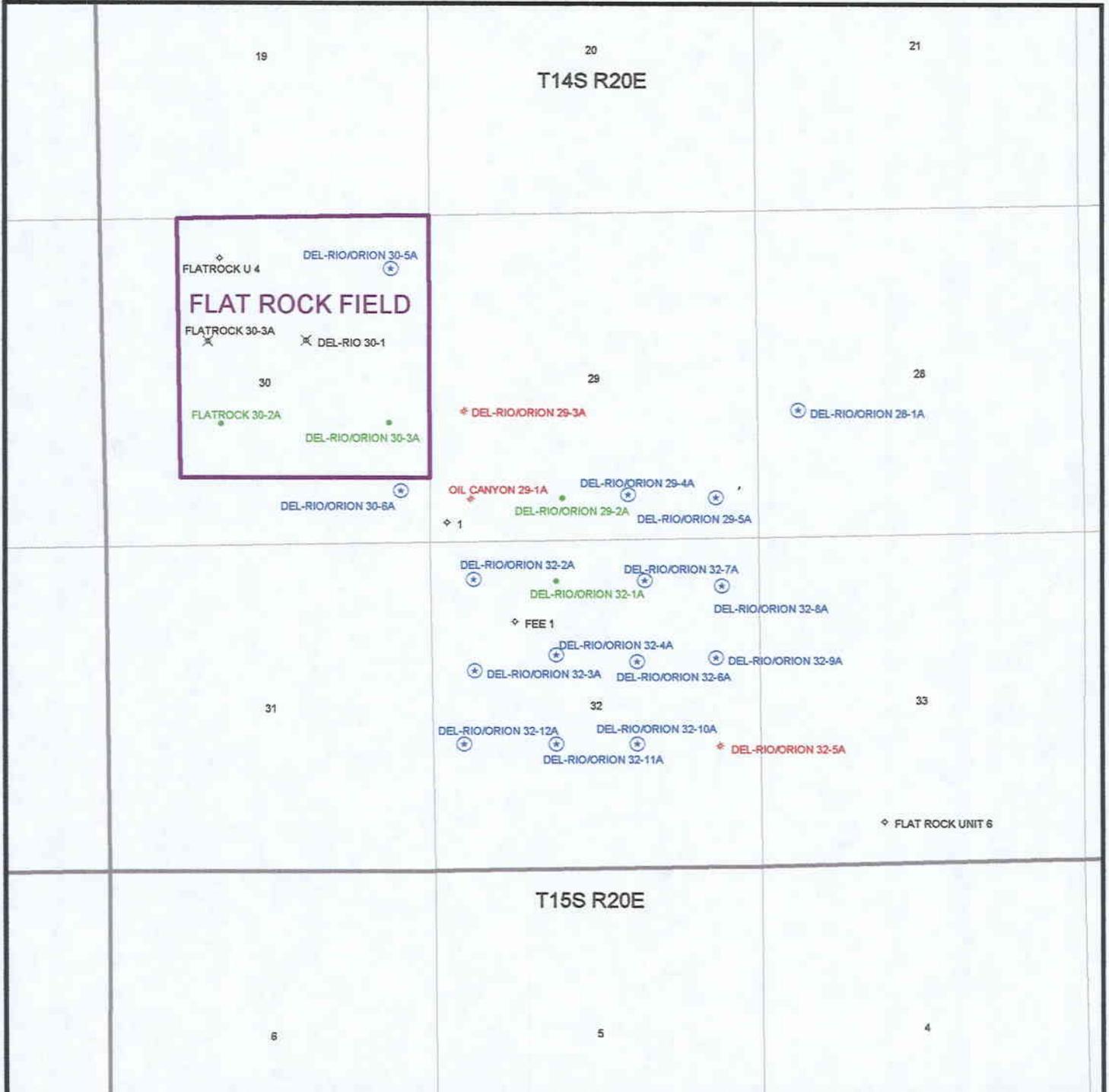
Utah Oil Gas and Mining

OPERATOR: DEL-RIO RESOURCES (N0330)

FIELD: UNDESIGNATED (002)

SEC. 29 & 32, T14S, R20E

COUNTY: UINTAH SPACING: R649-3-2/GEN ST



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

Operator Name: DEL-RIO RESOURCES INC.

Well Name & Number: DEL-RIO/ORION 32-10A

API Number: 43-047-33620

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

Geology/Ground Water:

Del-Rio has proposed setting 850 feet of surface casing at this location. The depth to the base of the moderately saline ground water is estimated to be at 3500 feet. A search of Division of Water Rights records indicates that no water wells are located within a 10,000 foot radius of the center of Section 32. The surface formation at this location is the Green River Formation. The Green River Formation is made up of interbedded sandstones, limestones and shales. This is probably a recharge area for Green River Formation aquifers but the proposed surface casing should adequately protect any ground water.

Reviewer: Brad Hill

Date: 7/12/2000

Surface:

Surface rights at the proposed location are owned by the Ute Indian Tribe. Del-Rio is responsible for obtaining any requires surface use permits or rights-of -way required by the Ute Tribe.

Reviewer: Brad Hill

Date: 7/12/2000

Conditions of Approval/Application for Permit to Drill:

1. None

Well name:

7-00 Del-Rio/Orion FR #32-10A

Operator: **Del Rio**

String type: **Surface**

Project ID:

43-047-33620

Location: **Uintah Co.**

Design parameters:

Collapse

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

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

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

Cement top: Surface

Burst

Max anticipated surface pressure: -10,002 psi
Internal gradient: 12.203 psi/ft
Calculated BHP 371 psi

No backup mud specified.

Tension:

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

Tension is based on buoyed weight.
Neutral point: 743 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 6,300 ft
Next mud weight: 8.500 ppg
Next setting BHP: 2,782 psi
Fracture mud wt: 19,250 ppg
Fracture depth: 6,300 ft
Injection pressure 6,300 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	850	8.625	24.00	K-55	ST&C	850	850	7.972	40.9
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	371	1370	3.69	371	2950	7.95	18	263	14.75 J

Prepared by: RJK
Utah Dept. of Natural Resources

Phone:
FAX:

Date: July 11,2000
Salt Lake City, Utah

ENGINEERING STIPULATIONS: NONE

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
Collapse is based on a vertical depth of 850 ft, a mud weight of 8.4 ppg The casing is considered to be evacuated for collapse purposes.
Burst strength is not adjusted for tension.

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

Well name:

7-00 Del-Rio/Orion FR #32-10A

Operator: **Del Rio**

String type: **Production**

Project ID:

43-047-33620

Location: **Uintah Co.**

Design parameters:

Collapse

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

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 75 °F
Bottom hole temperature: 239 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,500 ft

Cement top: 3,022 ft

Burst

Max anticipated surface pressure: 0 psi
Internal gradient: 0.468 psi/ft
Calculated BHP 5,469 psi

No backup mud specified.

Tension:

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

Non-directional string.

Tension is based on buoyed weight.

Neutral point: 10,102 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	11698	5.5	17.00	P-110	LT&C	11698	11698	4.767	403.1
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	5469	7480	1.37	5469	10640	1.95	172	445	2.59 J

Prepared by: RJK
Utah Dept. of Natural Resources

Phone:
FAX:

Date: July 11,2000
Salt Lake City, Utah

ENGINEERING STIPULATIONS: NONE

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

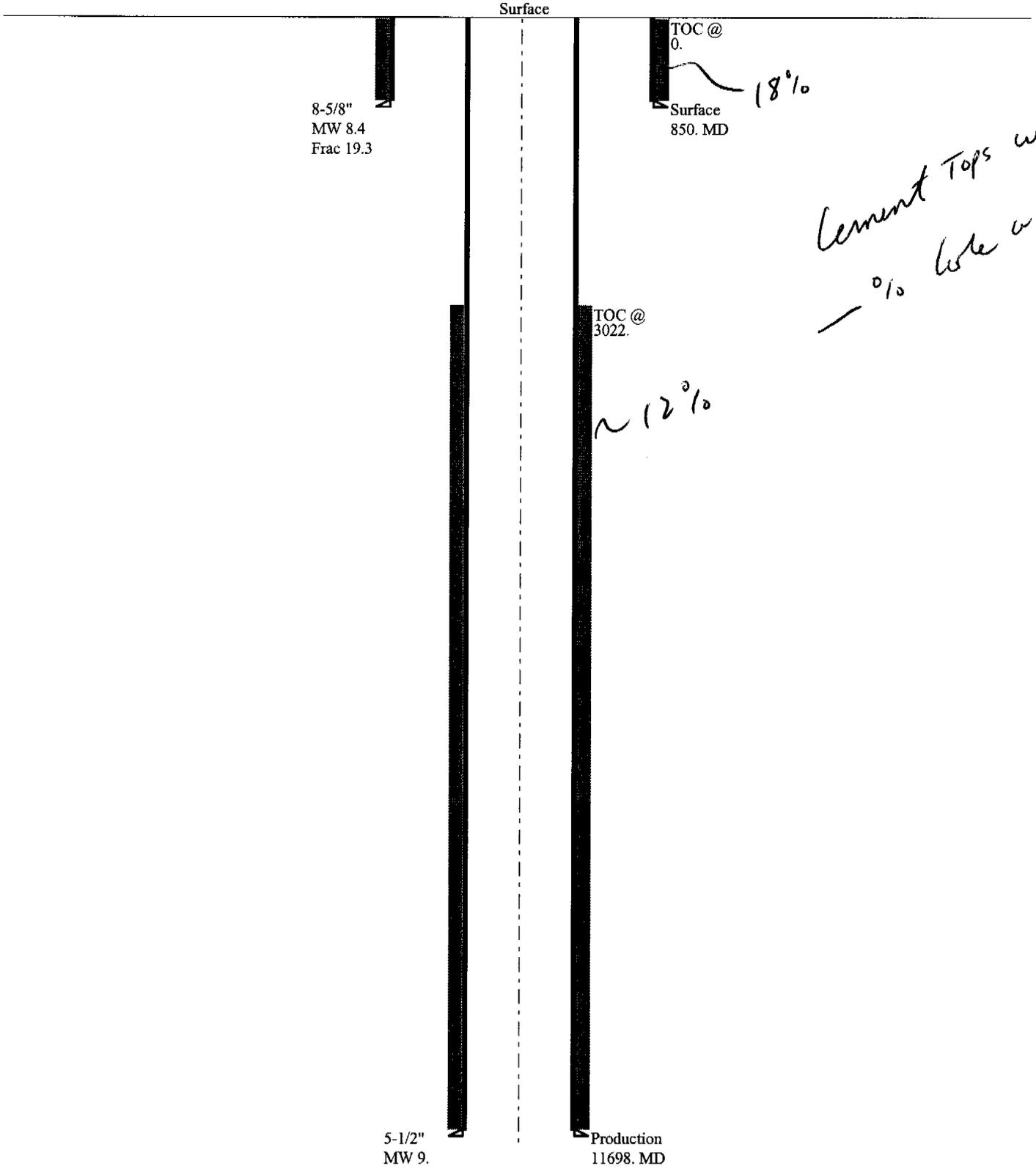
Collapse is based on a vertical depth of 11698 ft, a mud weight of 9 ppg The casing is considered to be evacuated for collapse purposes.

Burst strength is not adjusted for tension.

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

7-00 Del-Rio/Orion FR #32-00A

Casing Schematic





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)

July 12, 2000

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

Re: Del-Rio/Orion 32-10A Well, 1980' FSL, 1980' FEL, NW SE, Sec. 32, T. 14 South,
R. 20 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 43-047-33620.

Sincerely,



John R. Baza
Associate Director

er

Enclosures

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

Operator: Del-Rio Resources, Inc.
Well Name & Number Del-Rio/Orion 32-10A
API Number: 43-047-33620
Lease: ML-44317

Location: NW SE **Sec.** 32 **T.** 14 South **R.** 20 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**

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

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

The following are Division of Oil, Gas and Mining contacts and their work telephone numbers (please leave a voice mail message if the person is not available to take the call):

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

3. **Reporting Requirements**

All required reports, forms and submittals 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. Compliance with the State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical or paleontological remains be encountered during your operations, you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.

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

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

FORM 6

ENTITY ACTION FORM

Operator: Del-Rio Resources, Inc. Operator Account Number: N 0330
 Address: PO Box 459
city Vernal
state UT zip 84078 Phone Number: (435) 789-5240

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304733620	Del-Rio/Orion 32-10A		NWSE	32	14S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	13054	9/1/2000			12/14/2000	
Comments:							9-12-00
3-501							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304733621	Del-Rio/Orion 32-11A		NESW	32	14S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A			7/23/2000			1/25/2001	
Comments:							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

RECEIVED

MAR 05 2001

DIVISION OF
OIL, GAS AND MINING

Larry Jorgensen

Name (Please Print)

Larry Jorgensen

Signature

Production Manager

3/2/2001

Title

Date

Comet Resources

584 South State Street
Orem, Utah 84058

August 7, 2001

Department of Oil, Gas & Minerals
P.O. Box 145801
Salt Lake City, Utah 84114-5801

Dear Sir or Madam:

Enclosed are the logs for the following wells in Section 32, Township 14 S, Range 20E:

32-10A: AP#⁴³ 42-047-33620; CBL, BCS, DLLT, SDL/DSN
filed in log files

CR = Chimney Rock

✓ **CBL = Cement Bond Log**

✓ **DLLT = Dual Laterolog**

✓ **SDL/DSN = Spectral Density / Dual Spaced Neutron**

✓ **BCS = Borehole Compensated Sonic**

HRI = High Resolution Induction

Please contact KC Shaw at 801-225-0038 if you have any questions. Thank you.

RECEIVED

AUG 10 2001

DIVISION OF
OIL, GAS AND MINING

DEL-RIO RESOURCES, INC.

FACSIMILE TRANSMITTAL SHEET

TO:	FROM:
Carol Daniels	Larry Jorgensen
COMPANY:	DATE:
Utah DOGM	8/1/01
FAX NUMBER:	TOTAL NO. OF PAGES INCLUDING COVER:
801-359-3940	3
PHONE NUMBER:	SENDER'S REFERENCE NUMBER:
801-538-5284	32-10A
RE:	YOUR REFERENCE NUMBER:
Completion Report	

URGENT FOR REVIEW PLEASE COMMENT PLEASE REPLY PLEASE RECYCLE

Carol,

Here is the completion report for well 32-10A.

Thank you,
Larry Jorgensen

PO BOX 459
VERNAL, UT 84078

435-789-5240

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

AMENDED REPORT FORM 8
(highlight changes)

5. LEASE DESIGNATION AND SERIAL NUMBER:
ML-44317

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

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

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER:
Del-Rio/Orion 32-10A

9. API NUMBER:
4304733620

10. FIELD AND POOL, OR WLD/CAT
Flat Rock

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
NWSE 32 14S 20E

12. COUNTY
Uintah

13. STATE
UTAH

14. TYPE OF WELL: OIL WELL GAS WELL DRY OTHER _____

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

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

3. ADDRESS OF OPERATOR:
PO Box 459 CITY **Vernal** STATE **UT** ZIP **84078** PHONE NUMBER: **(435) 789-5240**

4. LOCATION OF WELL (FOOTAGES)
1980' FEL, 1980' FSL

AT TOP PRODUCING INTERVAL REPORTED BELOW: **1980' FEL, 1980' FSL**

AT TOTAL DEPTH: **1980' FEL, 1980' FSL**

14. DATE SPUNDED: **9/1/2000** 15. DATE T.D. REACHED: **9/29/2000** 16. DATE COMPLETED: **1/15/2001**

ABANDONED READY TO PRODUCE

18. TOTAL DEPTH: MD **11,208** TVD **11,208** 19. PLUG BACK T.D.: MD **11,142** TVD **11,142**

20. IF MULTIPLE COMPLETIONS, HOW MANY? *

21. DEPTH BRIDGE MD **2,600** TVD **2,600** PLUG SET:

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

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

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

HOLE SIZE	SIZE/GRADE	WEIGHT (W/L)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
12 1/4	8 5/8 K55	24	0	880		SKS G 885	133	0	None
7 7/8	5 1/2 P110	17	0	11,208	6,582	11 HS 7483	1066	1460	None

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 7/8	4,085							

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
(A) Wasatch	4,118	4,132	4,118	4,132	10,658 - 10,668	0.43	40	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(B)					4,120 - 4,130	0.43	40	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(C)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>

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

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
10658 - 10668	Break down perms with 1000 gals 15% HCl acid, 1000 gals 12-3 mud acid
4600	Set CIBP with wireline

29. ENCLOSED ATTACHMENTS:

ELECTRICAL/MECHANICAL LOGS GEOLOGIC REPORT DST REPORT DIRECTIONAL SURVEY

SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION CORE ANALYSIS OTHER: _____

30. WELL STATUS:
Producing

31. INITIAL PRODUCTION

INTERVAL A (As shown in Item #26)

DATE FIRST PRODUCED: 1/15/2001		TEST DATE: 1/20/2001		HOURS TESTED: 24		TEST PRODUCTION RATES: <input type="checkbox"/>	OIL - BBL: 0	GAS - MCF: 750	WATER - BBL: 0	PROD. METHOD: Flow
CHOKE SIZE: 18/64	TBG. PRESS. 730	CSG. PRESS. 730	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: <input type="checkbox"/>	OIL - BBL: 0	GAS - MCF: 750	WATER - BBL: 0	INTERVAL STATUS: Producing

INTERVAL B (As shown in Item #26)

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

INTERVAL C (As shown in Item #26)

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

INTERVAL D (As shown in Item #26)

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

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

33. SUMMARY OF POROUS ZONES (Include Aquifers):

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

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
Wasatch	4,118	4,132	gas	Wasatch Fm	2,356
Cedar Mountain	10,658	10,668	Perf tests: Sitp 2300 psi 12/8/2000 250 Mcfpd on 2" with 650 psi 12/9/00 116 Mcfpd on 2" with 650 psi 12/15/00 Sicp psi & sitp 1900 psi 12/18/00 200 Mcfpd on 10/64 choke with 800 psi 12/26/2000	Mesaverde Group Buck Tongue Mancos Shale Castlegate Sandstone Mancos Shale Dakota Fm Morrison Fm	4,488 6,285 6,320 6,608 10,510 10,904

35. ADDITIONAL REMARKS (Include plugging procedure)

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

NAME (PLEASE PRINT) Larry Jorgensen TITLE Production Manager
 SIGNATURE *Larry Jorgensen* DATE 7/27/2001

This report must be submitted within 30 days of

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

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

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

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

Phone: 801-538-5340
 Fax: 801-358-3940

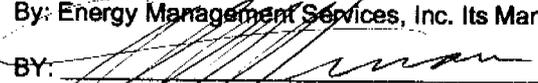
SUNDRY NOTICES AND REPORTS ON WELLS		6. LEASE DESIGNATION AND SERIAL NUMBER: See attached schedule
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT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

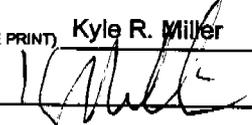
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

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

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
Shaw Resources Limited, L.L.C., as record title owner, hereby designates Miller, Dyer & Co.LLC as operator of the above captioned wells effective 9/8/2003. Miller, Dyer & Co. LLC is responsible under the terms and conditions of the lease for operations conducted on the leased lands or portions thereof.

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

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

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

(This space for State use only)

RECEIVED
OCT 22 2003

Lease ML – 47437

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

Lease ML-44317

OIL AND GAS WELLS

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

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

X Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective: **9/8/2003**

FROM: (Old Operator): N0330-Del-Rio Resources, Inc. (thru Shaw Resources LTD, LLC) PO Box 459 Vernal, UT 84078 Phone: 1-(435) 789-5240	TO: (New Operator): N2580-Miller, Dyer & Co., LLC 475 17th St, Suite 420 Denver, CO 80202 Phone: 1-(303) 292-0949
---	---

CA No. Unit:

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

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

16

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

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

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: n/a

9. **Federal and Indian Communization Agreements ("CA"):**

The BLM or BIA has approved the operator for all wells listed within a CA on: n/a

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

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 11/26/2003

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 11/26/2003

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

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

5. Injection Projects to new operator in RBDMS on: n/a

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

STATE WELL(S) BOND VERIFICATION:

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

FEDERAL WELL(S) BOND VERIFICATION:

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

INDIAN WELL(S) BOND VERIFICATION:

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

FEE WELL(S) BOND VERIFICATION:

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

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

The Division sent response by letter on: N/A

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. LEASE DESIGNATION AND SERIAL NUMBER:
ML-44317

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

7. UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL: OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:
DEL-RIO/ORION 32-10A

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

9. API NUMBER:
4304733620

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

PHONE NUMBER:
(303) 292-0949

10. FIELD AND POOL, OR WILDCAT:
Flat Rock

4. LOCATION OF WELL
FOOTAGES AT SURFACE: **1980 FSL, 1980 FEL**

COUNTY: **Uintah**

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

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: 7/6/2005	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input checked="" type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

- MIRUSU.
- TOOH w/ tubing.
- TIH w/ cement retainer and tubing. Set retainer @ 4100'.
- Squeeze existing Wasatch perforations from 4,118' to 4,130'.
- Drill out cement and pressure test squeeze. Resqueeze if necessary.
- Drill out CIBP @ 4,600'.
- Clean out wellbore to 10,800'. TOOH.
- RIH w/ 2-3/8" tubing and packer. Set packer @ 10,640'.
- Swab existing Cedar Mountain perforations from 10,658' to 10,668' to establish productivity.
- Shut well in for pressure build-up test.
- Analyze results and determine next step for well which may include a fracture stimulation.
- RDMOSU.

Miller, Dyer & Co. LLC requests that all well information remain confidential. *(N/A)^{CD}*

COPY SENT TO OPERATOR
Date: 6-15-05
Initials: CHD

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

TITLE **Vice President of Operations**

SIGNATURE *[Handwritten Signature]*

DATE **6/3/05**

(This space for State use only)

RECEIVED

JUN 09 2005 See Instructions on Reverse Side

APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING
DATE: 6/14/05
BY: [Handwritten Signature]

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: ML-44317
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute Indian Tribe
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: Miller, Dyer & Co. LLC		8. WELL NAME and NUMBER: DEL-RIO/ORION 32-10A
3. ADDRESS OF OPERATOR: 475 17th Street, Ste 1200 CITY Denver STATE CO ZIP 80202		9. API NUMBER: 4304733620
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL, 1980 FEL		10. FIELD AND POOL, OR WILDCAT: Flat Rock
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWSE 32 14S 20E S		COUNTY: Uintah
		STATE: UTAH

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

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

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

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

The Del-Rio/Orion 32-10A will be renamed Ute Tribal 32-10A.

Miller, Dyer & Co. LLC requests that all well information remain confidential.

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

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

(This space for State use only)

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

DATE: 10/14/05
BY: [Signature] See Instructions on Reverse Side

(5/2000)

RECEIVED
SEP 21 2005
DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: Various
2. NAME OF OPERATOR: Miller, Dyer & Co. LLC		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 475 17th Street, Suite 1200 Denver CO 80202		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (303) 292-0949		8. WELL NAME and NUMBER: Ute Tribal 32-10A
4. LOCATION OF WELL FOOTAGES AT SURFACE: QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		9. API NUMBER: 43-047-33620
		10. FIELD AND POOL, OR WMLDCAT: COUNTY: STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____ <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<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>Off-lease storage and commingling</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

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

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

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

NAME (PLEASE PRINT) Jeff Lang TITLE Vice President of Operations
SIGNATURE [Signature] DATE 3/19/2007

(This space for State use only)

APPROVED BY THE STATE
DIVISION OF OIL, GAS AND MINING

4/10/07
[Signature]

(See Instructions on Reverse Side)

(5/2000)

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DIV. OF OIL, GAS & MINING

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING

1. DJJ
2. CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

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

6/1/2008

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

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/5/2008
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/5/2008
3. The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 7/16/2008
- 4a. Is the new operator registered in the State of Utah: Business Number: 5890476-0143
- 4b. If **NO**, the operator was contacted on: _____
- 5a. (R649-9-2)Waste Management Plan has been received on: REQUESTED 7/16/2008
- 5b. Inspections of LA PA state/fee well sites complete on: done
- 5c. Reports current for Production/Disposition & Sundries on: ok
6. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM not yet BIA not yet
7. **Federal and Indian Units:**
 The BLM or BIA has approved the successor of unit operator for wells listed on: n/a
8. **Federal and Indian Communization Agreements ("CA"):**
 The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
9. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

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

BOND VERIFICATION:

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

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

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

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

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

RLB0004585
BIA RLB0011681

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

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

Miller, Dyer & Co., LLC

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

NAME (PLEASE PRINT) JEFFREY H. LANG TITLE UP OPERATIONS
SIGNATURE *JHL* DATE 6/3/08

Whiting Oil and Gas Corporation

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

(This space for State use only)

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

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-44317
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute Indian Tribe
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: Ute Tribal 32-10A
2. NAME OF OPERATOR: Whiting Oil and Gas Corporation		9. API NUMBER: 4304733620
3. ADDRESS OF OPERATOR: 1700 Broadway, Ste 2300 CITY Denver STATE CO ZIP 80290		PHONE NUMBER: (303) 837-1661
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL, 1980 FEL		10. FIELD AND POOL, OR WILDCAT: Flat Rock
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWSE 32 14S 20E S		COUNTY: Uintah
		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 9/17/2005	<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 checked="" type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

8/30/05 MIRUSU.
9/13/05 TOO H w/ tubing.
9/14/05 - 9/17/05 Drill out CIBP @ 4,600' and push to bottom of well @ 11,143'.

The perforated zones are commingled, Wasatch (perforations 4,120' - 4,130') and Cedar Mountain (perforations 10,658' - 10,668').

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

(This space for State use only)

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MAR 16 2009
DIV. OF OIL, GAS & MINING



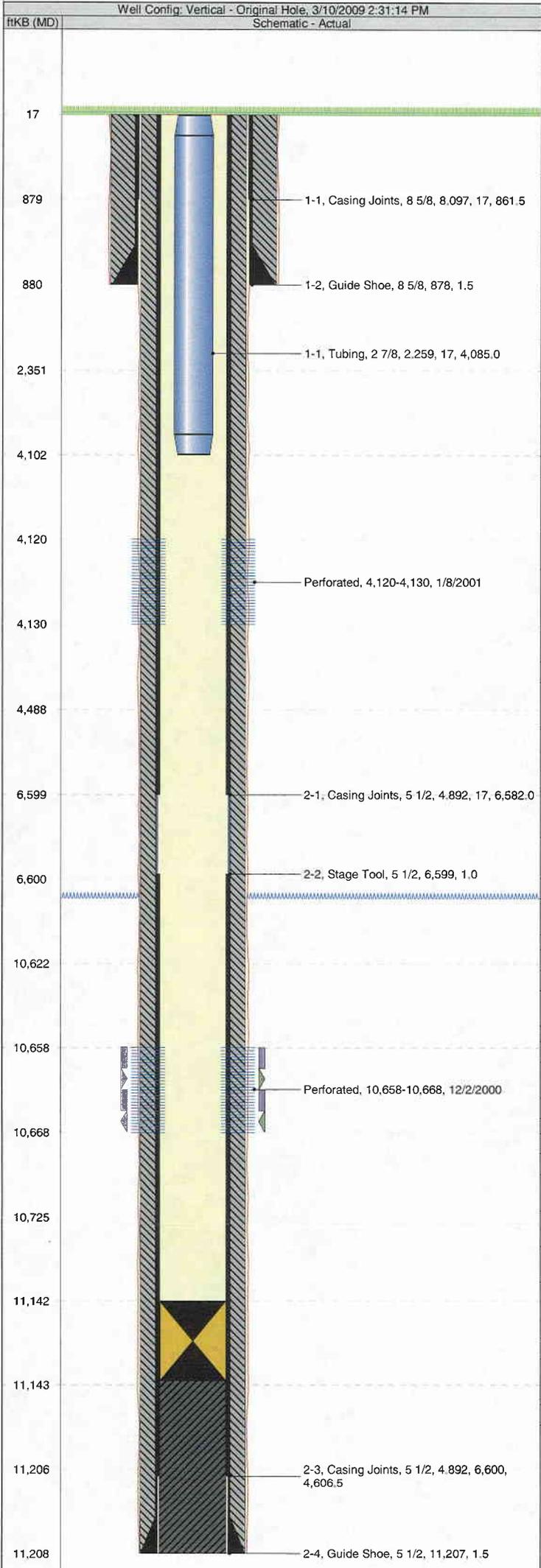
Whiting Oil & Gas Corp
 1700 Broadway, Suite 2300
 Denver, CO 80290
 (303) 837-1661

BH Completion Report Info

Well Name: UTE TRIBAL 32-10A

WPC ID 1UT026809	API Number 4304733620	N/S Dist (ft) 1,980.0	N/S ... FSL	E/W Dist (ft) 1,980.0	E/W ... FEL	Qtr/Qtr NWSE	Section 32	Town... 14S	Range 20E	Field Name Flat Rock	Operator WOGC	County Uintah	State UT
Gr Elev (ft) 7,502.00	Orig KB Elev (ft) 7,519.00	KB-Grd (ft) 17.00	Drilling Contact Dana	Responsible Engineer John D'Hooge	Responsible Foreman Danny Widner	Geology Contact John Forster	Original Spud Date 9/1/2000	Completion Date 9/29/2000	First Production Date 1/15/2001				

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



Surface Production	Original Hole	12 1/4	17.0	880.0	9/1/2000	9/4/2000
Surface Production	Original Hole	7 7/8	880.0	11,208.0	9/4/2000	9/7/2000

Surface Csg, 880.0ftKB
 Comment
 Run Date 9/8/2000

OD (in)	Wt (lbs/ft)	Grade	Top (ftKB)	Btm (ftKB)	Len (ft)	Item Description
8 5/8	24.00	K-55	17.0	878.5	861.50	Casing Joints
8 5/8			878.5	880.0	1.50	Guide Shoe

PB Cement, 11,142.0ftKB
 Comment
 Run Date 9/30/2000

OD (in)	Wt (lbs/ft)	Grade	Top (ftKB)	Btm (ftKB)	Len (ft)	Item Description

Production Csg, 11,208.0ftKB
 Comment
 Run Date 9/10/2000

OD (in)	Wt (lbs/ft)	Grade	Top (ftKB)	Btm (ftKB)	Len (ft)	Item Description
5 1/2	17.00	P-110	17.0	6,599.0	6,582.00	Casing Joints
5 1/2			6,599.0	6,600.0	1.00	Stage Tool
5 1/2	17.00	P-110	6,600.0	11,206.5	4,606.50	Casing Joints
5 1/2			11,206.5	11,208.0	1.50	Guide Shoe

Cement Stages

Description	Pump Start Date	Top (ftKB)	Btm (ftKB)	Top Meas Meth	MD Tagge...
Production Casing Cement	10/3/2000	17.0	11,208.0	Cement Bond Log	11,142.0

Wellbore	Fluid Type	Amount (sa...)	Class	Est Top (ftK...)	Est Btm (ftK...)	V (bbl)
Original Hole		1,493	50/50 POZ			1066.0

Surface Casing Cement

Description	Pump Start Date	Top (ftKB)	Btm (ftKB)	Top Meas Meth	MD Tagge...
Surface Casing Cement		17.0	880.0	Returns to Surface	

Wellbore	Fluid Type	Amount (sa...)	Class	Est Top (ftK...)	Est Btm (ftK...)	V (bbl)
Original Hole		385	G			133.0

Perforations

Type of Hole	Date	Top (ftKB)	Btm (ftKB)	Zone	Shot Dens (sh...)	Cal... Shot Total
Perfora...	1/8/2001	4,120.0	4,130.0	Wasatch, Original Hole	4.0	40
Perfora...	12/2/2000	10,65...	10,66...	Cedar Mountain, Original Hole	4.0	40

Stim/Treat Stages

Stage Type	Start Date	Top (ftKB)	Btm (ftKB)	Stim/Treat Fluid	V (pumped) (bbl)
Acidiza...	12/4/2000	10,658.0	10,668.0	1000 Gals 15% HCl & 1000 Gals 12-3 Mud Acid, Acid	

Tubing - Production set at 4,102.0ftKB on 1/15/2001 08:00

Set Depth (ftKB)	Comment	Run Date	Pull Date
4,102.0		1/15/2001	

Item Description	OD (in)	Jts	Len (ft)	Top (ftKB)	Btm (ftKB)
Tubing	2 7/8		4,085.00	17.0	4,102.0

Rod Description	Comment	Run Date	Pull Date

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

String Description

Other String Components

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

Other In Hole

Description	OD (in)	Run Date	Pull Date	Top (ftKB)	Bottom (ftKB)
Cast Iron Bridge Plug		1/8/2001	9/14/2005	4,600.0	4,601.0

Comment

Cast Iron Bridge Plug

Description	OD (in)	Run Date	Pull Date	Top (ftKB)	Bottom (ftKB)
Cast Iron Bridge Plug		9/14/2005		11,142.0	11,143.0

Comment
 During recompletion drilled out CIBP @ 4600' and pushed to bottom of well @ 11,143' (PBTD).

Cores

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

Item Description	OD (in)	Len (ft)	Top (ftKB)	Btm (ftKB)
2-3, Casing Joints, 5 1/2, 4,892, 6,600, 4,606.5				
2-4, Guide Shoe, 5 1/2, 11,207, 1.5				

Division of Oil, Gas and Mining

Operator Change/Name Change Worksheet-for State use only

Effective Date: 8/1/2015

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

WELL INFORMATION:

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

OPERATOR CHANGES DOCUMENTATION:

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

REVIEW:

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

NEW OPERATOR BOND VERIFICATION:

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

DATA ENTRY:

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

LEASE INTEREST OWNER NOTIFICATION:

1. The **NEW** operator of the Fee (Mineral) wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: N/A

COMMENTS:

From: Whiting Oil Gas Corporation

To: Cobra Oil Gas Corporation

Effective: 8/1/2015

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: See attached exhibit
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: See attached exhibit
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>See attached exhibit</u>		7. UNIT or CA AGREEMENT NAME: See attached exhibit
2. NAME OF OPERATOR: COBRA OIL & GAS CORPORATION <u>N4270</u>		8. WELL NAME and NUMBER: See attached exhibit
3. ADDRESS OF OPERATOR: PO Box 8206 Wichita Falls TX 76307-8206		9. API NUMBER: See attach
PHONE NUMBER: (940) 716-5100		10. FIELD AND POOL, OR WILDCAT: See attached exhibit
4. LOCATION OF WELL FOOTAGES AT SURFACE: See attached exhibit		COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: <u>8/1/2015</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 checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

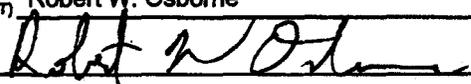
Effective August 1, 2015, Whiting Oil & Gas Corporation resigned as Operator of the wells listed on the attached Exhibit, and Cobra Oil & Gas Corporation has been designated as successor Operator.

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

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


Rick Ross, Senior Vice President - Operations

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

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

(This space for State use only)

APPROVED

(5/2000)

(See Instructions on Reverse Side)

OCT 14 2015

DIV. OIL GAS & MINING
BY: Rachel Medina

Well Exhibit for Utah DOGM

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

Well Exhibit for Utah DOGM

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



RECEIVED

AUG 04 2015

DIV. OF OIL, GAS & MINING

July 16, 2015

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

Re: Change of Operator

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

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

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

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

Best Regards,

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

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



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

July 16, 2015

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

Re: Change of Operator

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

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

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

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

Best Regards,

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

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



Rachel Medina <rachelmedina@utah.gov>

Plugged Wells

8 messages

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

Thu, Aug 6, 2015 at 11:05 AM

Hi Barbara,

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

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

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

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

Thanks!

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

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

Thu, Aug 6, 2015 at 2:36 PM

Hi Barbara,

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

Please let me know if you have any questions.

Thanks!

[Quoted text hidden]

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

Thu, Aug 6, 2015 at 3:10 PM

Rachel:

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

Thanks,

Barbara

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

[Quoted text hidden]

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

Fri, Aug 14, 2015 at 8:58 AM

Hi Barbara,

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

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

Thanks!

[Quoted text hidden]

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

Wed, Aug 19, 2015 at 8:40 AM

Rachel,

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

Charlie Gibson

Operations Manager

Cobra Oil & Gas

(940)716-5100 (o)

(940)781-6260 (c)

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

Hi Barbara,

[Quoted text hidden]

[Quoted text hidden]

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

Wed, Aug 19, 2015 at 4:46 PM

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

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

Wed, Aug 19, 2015 at 6:16 PM

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

[Quoted text hidden]

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

web: www.ogm.utah.gov

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

Thu, Aug 20, 2015 at 9:09 AM

Hi Charlie,

The following is our Petroleum Engineer's review;

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

submitted and reviewed for full cost bonding.

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

Thanks!

[Quoted text hidden]



Rachel Medina <rachelmedina@utah.gov>

Utah Change of Operator from Whiting to Cobra

1 message

Charlie Gibson <charlie@cobraogc.com>

Thu, Aug 13, 2015 at 2:17 PM

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

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

Dear Rachel,

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

CHIMNEY ROCK 32130S 210E4304733445
32-11

UTE TRIBAL 32- 32140S 200E4304733621
11A

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

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

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

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

Flat Rock 30-3A 4304730729

Ute Tribal 30-1 4304715764

Ute Tribal 30-4A 4304716520

Sincerely,

Charlie Gibson

Operations Manager

Cobra Oil & Gas

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