

Dominion Exploration & Production, Inc.
1450 Poydras Street, New Orleans, LA 70112-6000
Phone: 504-593-7000



September 1, 2000

Utah Board of Oil Gas & Mining
1594 West North Temple
Suite 1210
Salt Lake City, UT 84114-5801

RE: Hill Creek Unit - 1-28F
NW/4 of NE/4 of Sec. 28-T10S-R20E
Application for Permit to Drill

Dear Sir or Madam:

Enclosed please find our application for permit to drill the above referenced well. This application is being filed in triplicate.

If you have any questions or need any further information, please feel free to contact me at (504) 593-7453 or our Onshore Drilling Manager, David L. Linger, at (281) 873-1561. Thank you for your continued cooperation.

Sincerely,

Nelda T. Decker
Sr. Regulatory Reports Administrator

cc: Ed Forsman - Bureau of Land Management
Ed Trotter
David Linger
Mitch Hall
Well History
BIA - Ute Tribe

RECEIVED
SEP 01 2000
DIVISION OF
OIL, GAS AND MINING

SUBMIT IN TRIPLICATE*
(Other instructions on
reverse side)

FORM APPROVED
OMB NO. 1004-0136
Expires: February 28, 1995

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

1a. TYPE OF WORK
DRILL DEEPEN

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

2. NAME OF OPERATOR
DOMINION EXPLORATION & PRODUCTION, INC. (formerly CNG PRODUCING COMPANY)

3. ADDRESS AND TELEPHONE NO.
CNG TOWER - 1450 POYDRAS STREET, NEW ORLEANS, LA 70112-6000

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements*.)
At surface 767'FNL & 628' FEL OF SEC. 28, T10S, R20E
At proposed prod. zone

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
11.9 MILES SW OF OURAY

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT.
(Also to nearest drlg. line, if any) 767'

16. NO. OF ACRES IN LEASE
640

17. NO. OF ACRES ASSIGNED TO THIS WELL
80

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, F' 2100'

19. PROPOSED DEPTH
8500'

20. ROTARY OR CABLE TOOLS
ROTARY

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
4984

22. APPROX. DATE WORK WILL START
SEPTEMBER 15, 2000

5. LEASE DESIGNATION AND SERIAL NO.
U28203

6. IF INDIAN, ALLOTTEE OR TRIBE NAME
UTE TRIBE

7. UNIT AGREEMENT NAME
HILLCREEK UNIT AREA

8. FARM OR LEASE NAME WELL NO.
HCU 1-28F

9. API WELL NO.

10. FIELD AND POOL, OR WILDCAT
NATURAL BUTTES

11. SEC, T., R., M., OR BLK. AND SURVEY OR AREA
SEC. 28 T10S, R20E

12. COUNTY OR PARISH
UINTAH

13. STATE
UTAH

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
17 1/2"	13 3/8"	54.5#	84'	cement to surface
12 1/4"	8 5/8"	24#/32#	3,000'	cement to surface
7 7/8"	5 1/2"	17#	8500'	cement calc to surface

1. Drill a 17 1/2" hole to 84'. Run 13 3/8" 54.5 #/ft K-55 casing and cement to surface.
2. Drill a 12 1/4" hole with aerated fluid to 3,000', run 8 5/8", K-55 casing and cement to surface.
3. Nipple up and pressure test BOP stack prior to drilling out below surface pipe.
4. Operate pipe rams daily and blind rams as possible.
5. Drill a 7 7/8" hole to 8,875' with a KCL water mud system. Coring is possible. DST's will be run as needed to evaluate unexpected shows.
6. Run logs, set 5 1/2" 17# N-80 casing as dictated by drilling shows, tests, and logs. Casing program may be modified to provide added burst strength if needed for frac program.
7. Primary zones of interests are the Wasatch, Chapita Wells and Uteland Buttes.
8. All zones indicating potential for economically recoverable reserves will be tested in a normal, prudent manner.
9. In the event circulation is lost, air or air assisted mud will be utilized.

FORMATION TOPS	DEPTHS
Wasatch Tongue	3,751'
Green River Tongue	4,094'
Wasatch	4,244'
Chapita Wells	4,964'
Uteland Buttes	6,060'
Mesaverde	7,332'

CONFIDENTIAL

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

SIGNED David L. Linger TITLE Onshore Drilling Manager DATE AUGUST 28, 2000
David L. Linger

PERMIT NO. 43-049-33671 APPROVAL DATE _____
Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereat
CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY Bradley G. Hill TITLE RECLAMATION SPECIALIST III DATE 9/7/00
*See Instructions On Reverse Side

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

Federal Approval of this
Action is Necessary

BRADLEY G. HILL
RECLAMATION SPECIALIST III

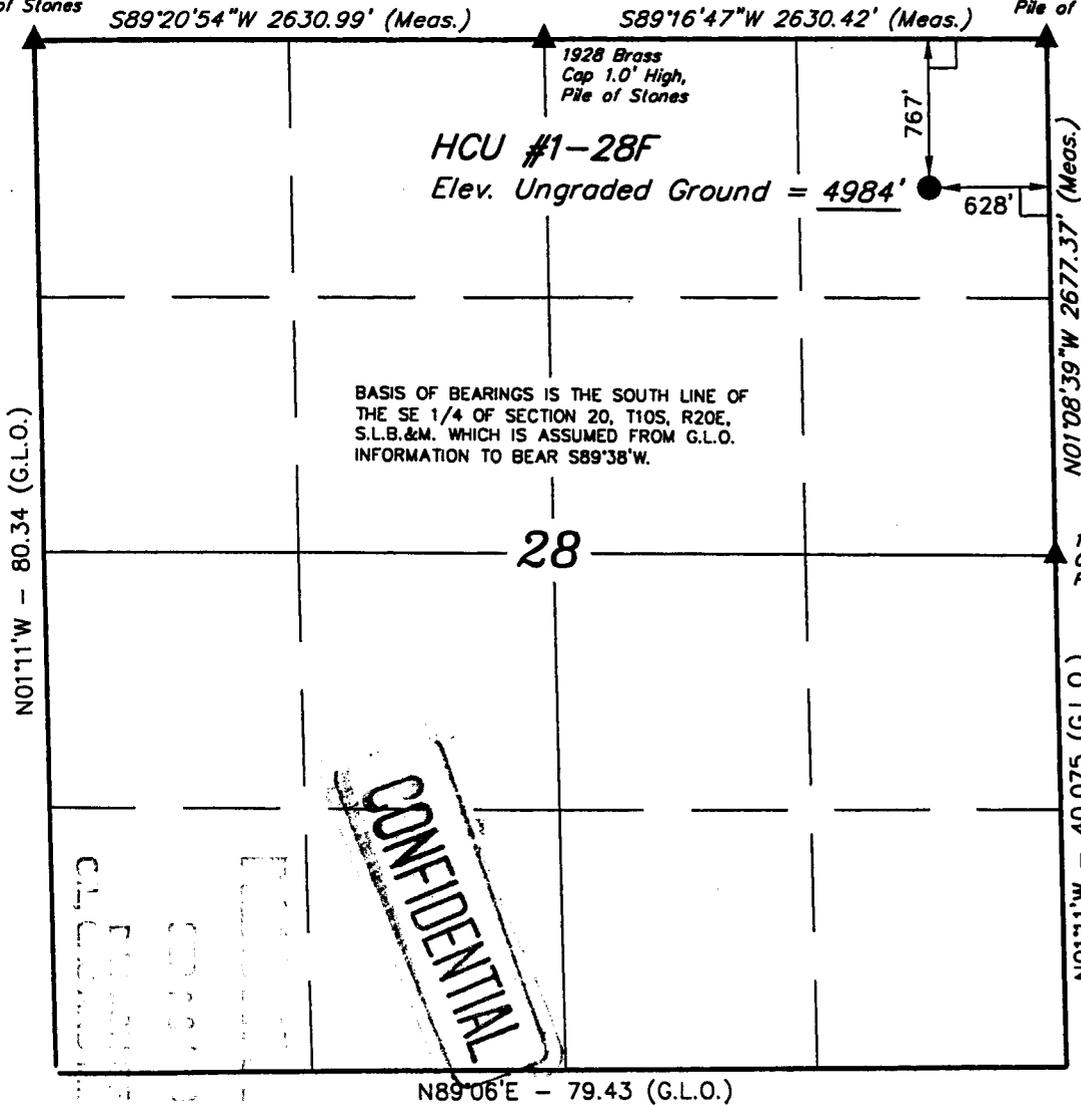
T10S, R20E, S.L.B.&M.

DOMINION EXPLR. & PROD., INC.

Well location, HCU #1-28F, located as shown in the NE 1/4 NE 1/4 of Section 28, T10S, R20E, S.L.B.&M. Uintah County, Utah.

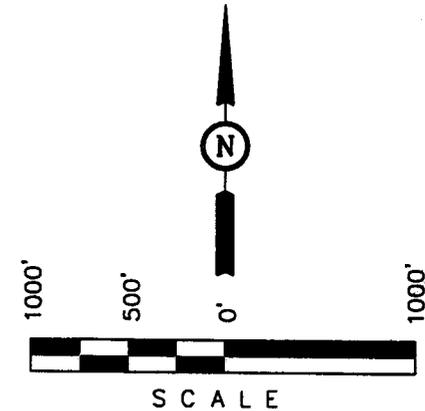
1928 Brass
Cap 0.7' High,
Pile of Stones

1928 Brass
Cap 1.2' High,
Pile of Stones



BASIS OF ELEVATION

BENCH MARK D236 LOCATED IN THE NE 1/4 SE 1/4 OF SECTION 28, T10S, R20E, S.L.B.&M. TAKEN FROM THE BIG PACK MTN. NW QUADRANGLE, UTAH, UINTAH COUNTY 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4907 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.

REGISTERED LAND SURVEYOR
 REGISTRATION NO. 181319
 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.

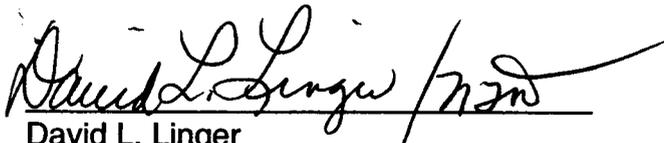
LATITUDE = $39^{\circ}55'25''$
 LONGITUDE = $109^{\circ}39'44''$

SCALE 1" = 1000'	DATE SURVEYED: 6-7-00	DATE DRAWN: 6-26-00
PARTY G.S. T.A. D.COX	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE DOMINION EXPLR. & PROD., INC.	

SELF-CERTIFICATION STATEMENT

Self-certification statement. Under the Federal regulation in effect as of June 15, 1988 designation of operator forms are no longer required when the operator is not the 100% record title holder. An operator is now required to submit a self-certification statement to the appropriate Bureau office stating that said operator has the right to operate upon the leasehold premises. Said notification may be in the following format:

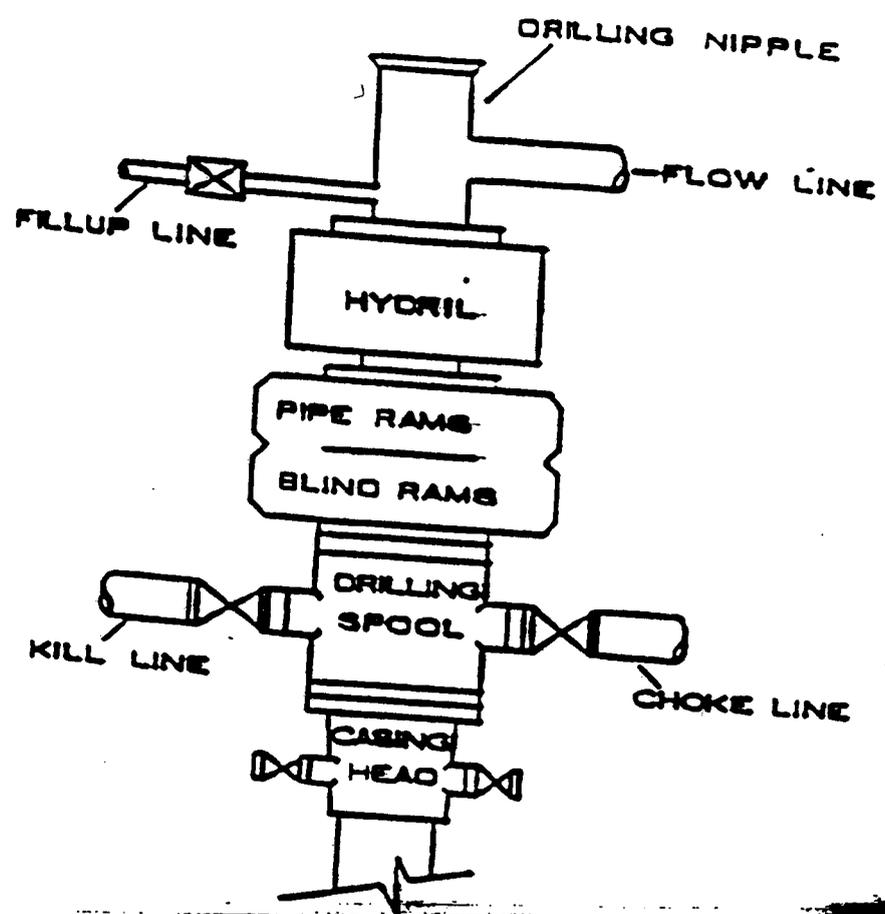
"Please be advised that DOMINION EXPLORATION & PRODUCTION, INC. is considered to be the operator of Well No. HCU 1-28F NE 1/4 NE 1/4 of Section 28, Township 10S, Range 20E; Lease U-28203 Uintah County, Utah; and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by American Casualty Company of Reading, PA, Bond #524 7050.



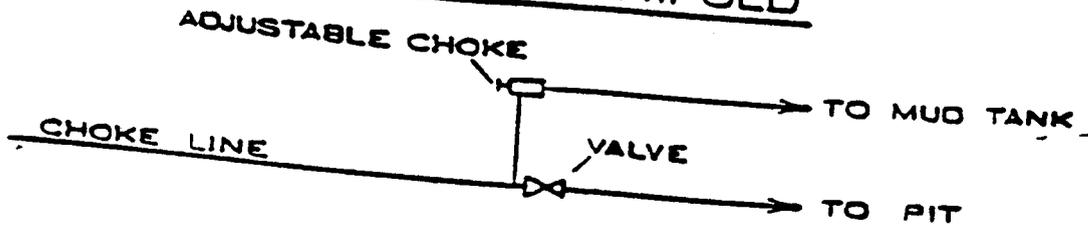
David L. Linger
Onshore Drilling Manager

RECEIVED
SEP 06 1993
BUREAU OF
OIL, GAS AND MINING

BOP STACK



CHOKER MANIFOLD



012 00 00
01, 02, 03, 04, 05, 06, 07, 08, 09, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100

**DRILLING PLAN
APPROVAL OF OPERATIONS**

August 28, 2000

Attachment for Permit to Drill

Name of Operator: Dominion Exploration & Production, Inc.
Address: CNG TOWER - 1450 POYDRAS STREET
NEW ORLEANS, LA 70112-6000

WELL LOCATION: Well No. HCU 1-28F

Uintah, Utah

1. GEOLOGIC SURFACE FORMATION

Uintah

2. ESTIMATE IMPORTANT GEOLOGIC MARKERS

<u>Formation</u>	<u>Depth</u>
Wasatch Tongue	3,751'
Green River Tongue	4,094'
Wasatch	4,244'
Chapita Wells	4,964'
Uteland Buttes	6,060'
Mesaverde	7,332'

3. ESTIMATED DEPTHS OF ANTICIPATED WATER, OIL, GAS OR MINERALS

<u>Formation</u>	<u>Depth</u>	<u>Remarks</u>
Wasatch Tongue	3,751'	Oil Zone
Green River Tongue	4,094'	Oil Zone
Wasatch	4,244'	Gas Zone
Chapita Wells	4,964'	Gas Zone
Uteland Buttes	6,060'	Gas Zone
Mesaverde	7,332'	Gas Zone

4. PROPOSED CASING PROGRAM

All casing used to drill this well will be new casing.
13 3/8", 54.5 #/ft K-55 - 0' - 84' - Cemented to Surface
8-5/8", 24#/ft, K-55, STL (Thread type) 0'-2,000' - Cemented to Surface
8-5/8", 32#/ft, K-55 LTC (Thread type) @ 2000'-3000' - Cemented to Surface
5 1/2", 17#/ft, N-80, LTC (Thread type) 0'- 8500' - Cemented to Surface

5. OPERATOR'S MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL

BOP stack has a 3000 PSI working pressure. BOP will be pressure tested to 3,000 PSI before drilling casing cement plug. Pipe rams will be operated daily and blind rams as possible.

C.D. 80 000

E. J. JAMES
C.O., C.E. AND P.E.

14. ANTICIPATED STARTING DATE AND DURATION OF THE OPERATIONS

State Date: Sept. 15, 2000

Duration: 20 Days

SURFACE CASING CEMENT PROGRAM

Set 8 5/8" casing in 12 1/4" open hole cement to surface. Volume calculated using 40% excess.

SPACER:

Pump 20 bbls lightly gelled water followed by 5 bbls fresh H₂O ahead of cement to water wet the well bore after air drilling. Displace with fresh water.

CEMENT SYSTEM

± 450 SKS Lead Cement Premium Lite II + 10% gel + 6 lb/sk KOL seal + 3 lb/sk CSE + .5% SM + .25 lb/sk Cello Flake

Weight	11.0 lb/gal
Yield	3.37 ft ³ /sk
Water	20.48 gal/sk
Thickening Time at 118°	5+ hours
Compressive Strength at 80°	24 hrs 375 PSI

± 250 SKS Class G "Tail-In" Cement, 2% CaCl₂, .25#/sk Celloflake.

Weight	15.80 lb/gal
Yield	1.17 ft ³ /sk
Water	4.99 gal/sk
Thickening Time at 118°	1:42 minutes
Compressive Strength at 80°	8 hrs 750 PSI 16 hrs 1800 PSI 24 hrs 2400 PSI

± 100 - 200 sks Top-out cement, 2% CaCl₂, .25#/sk Celloflake

Run 1" tubing in annulus to ± 200' and cement to surface.

CASING HARDWARE:

- 1 Cement Guide Shoe
- 1 Insert Float
- 3 Centralizers
- 1 Stop Ring
- 1 Thread Lock
- 1 Top Wood Plug

SEP 00 10 00
CEN, CEN, CEN, CEN, CEN

LONGSTRING CEMENT

Set 5 1/2" casing in a 7 7/8" open hole.
Lease cement slurry to fill from 750' above top pay zone to surface.
Tail cement slurry to fill from TD to 750' above the pay zone.
Both volumes are calculated using 25% excess.

SPACER:

(KCL Mud System) 10 bbl water

Displace with 3% KCL water using .2% L-55 Clay Stabilizer in the first 50 bbls of displacement.

CEMENT SYSTEMS

Lead Slurry

± 350 sks Hi-Lift, 3% Salt, 10#/sk silsonite, .25#/sk Celloflake.

Weight	11.00 lb/gal
Yield	3.42 ft ³ /sk
Water	21.07 gal/sk

Thickening Time at 180°	4 hrs +
Compressive Strengths in 24 hrs	375 PSI
Fluid Loss	240 cc/30 minutes

Tail Slurry

± 700 sks Class G, 10% gypsum, 3% Salt, .2% retarder

Weight	14.8 lb/gal
Yield	1.47 ft ³ /sk
Water	6.93 gal/sk

Thickening Time at 165° BHCT	
Compressive Strength in 12 hrs	845 PSI
24 hrs	1470 PSI

REVISIONS
DATE
BY
C.L. GARDNER

14-20-862-4783
Mottet

THIRTEEN POINT SURFACE PLAN

1. WELL NUMBER: HCU 1-28F
2. LEASE NUMBER: _____
3. LOCATION (SECTION, TOWNSHIP & RANGE): NE/NE SEC. 28, T10S, R20E
4. SURFACE OWNERSHIP: UTE INDIAN TRIBE
5. ACCESS ROAD:
 - A. LENGTH- 0.2 MILES
 - B. GRADES IF MORE THAN 8%- NONE
 - C. TURNOUTS- NONE
 - D. DRAINAGE DESIGN- TYPICAL DRY CREEK DRAINAGE
 - E. LOCATION AND SIZE OF CULVERTS AND/OR BRIDGES, AND CUT & FILLS-
N/A
 - F. SURFACE MATERIAL IF OTHER THAN NATIVE- N/A
 - G. GATES, CATTLE GUARDS OR FENCE CUTS AND/OR MODIFICATION TO
EXISTING FACILITIES- N/A
6. IS RIGHT-OF-WAY NEEDED? IF SO EXPLAIN: YES-TRIBAL SURFACE
7. THE TANK BATTERIES WILL BE PLACED ON THE- LOCATION
8. WATER SOURCE- PMT # 43 9077 SEC. 32, T6S, R20E
9. THE RESERVE PIT WILL BE LOCATED ON THE - WEST SIDE
10. THE FLARE PIT WILL BE LOCATED ON THE- WEST SIDE
11. THE STOCKPILED TOPSOIL WILL BE STORED ON THE- NORTH WEST
CORNER OF THE LOCATION
12. ACCESS TO THE WELL PAD WILL BE FROM THE- NORTH

PLEASE CHECK THE FOLLOWING ONLY IF APPLICABLE:

___ DIVERSION DITCH(ES) SHALL BE CONSTRUCTED ON THE _____
SIDE OF THE LOCATION (ABOVE/BELOW) THE CUT SLOPE DRAINING TO THE _____

___ SOIL COMPACTED EATHERN BERM(S) SHALL BE PLACED ON THE _____
SIDE(S) OF THE LOCATION BETWEEN THE _____

___ THE DRAINAGE(S) SHALL BE DIVERTED AROUND THE _____
SIDE(S) OF THE WELL PAD LOCATION.

___ THE RESERVE PIT AND/OR LOCATION PAD SHALL BE CONSTRUCTED LONG AND
NARROW FOR TOPOGRAPHIC REASONS.

COPIES OF
THIS PLAN
FILED IN THE
OFFICE OF THE
COUNTY CLERK
AT DENVER, COLORADO
ON _____

Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drillsite and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are true and correct to the best of my knowledge; and, that the work associated with the operations proposed here will be performed by Dominion Exploration & Production, Inc. and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

August 28, 2000 David L. Linger, Onshore Drilling Manager
Date *DL* Name and Title

Onsite Date: July 26, 2000

Participants on Joint Inspection

<u>Craig Obermueller</u>	<u>Craig Roustabout</u>
<u>Greg Darlington</u>	<u>Bureau of Land Management</u>
<u>Alvin Ignaco</u>	<u>Tribal Inspector</u>
<u>B. Stubbs</u>	<u>Stubbs & Stubbs</u>
<u>M. McIorer</u>	<u>BIA</u>
<u>Charely White</u>	<u>Jackson Construction</u>
<u>Ed Trotter</u>	<u>Consultant</u>

Revised November 1990

Date NOS Received: _____

CONDITIONS OF APPROVAL
FOR THE SURFACE USE PROGRAM OF THE
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Dominion Exploration & Production, Inc.

Well Name & Number: HCU 1-28F

Lease Number: U-28203

Location: NE NE Sec. 28 T. 10S R. 20E

Surface Ownership: UTE INDIAN TRIBE

NOTIFICATION REQUIREMENTS

- Location Construction - forty-eight (48) hours prior to construction of location and access roads.
- Location Completion - prior to moving on the drilling rig.
- Spud Notice - at least twenty-four (24) hours prior to spudding the well.
- Casing String and Cementing - twenty-four (24) hours prior to running casing and cementing all casing strings.
- BOP and Related - twenty-four (24) hours prior to initiating pressure Equipment Tests tests.
- First Production Notice - within five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

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

OFFICE OF THE
STATE ENGINEER
CALIFORNIA AND HAWAII

B. THIRTEEN POINT SURFACE USE PROGRAM:

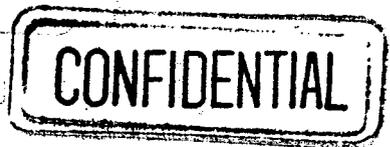
Multipoint Requirement to Accompany APD

1. Existing Roads - describe the following and provide a legible map, labeled and showing:
 - a. Proposed wellsite as staked and access route to location, including distances from point where access route exists establish roads. (Actual staking should include tow directional reference stakes.) The proposed well site is located approximately 44 miles southwest of Vernal, Utah.
 - b. Route and distance from nearest town or locatable reference point, such as a highway or county road, to where well access route leaves main road. - From Vernal proceed West on Highway 40 about 17 miles to Highway 88. Turn left on Highway 88 and proceed South about 16 miles to Ouray. Continue South on Sea Ridge Road about 8.6 miles and turn right on Turkey Trail and go 1.5 miles to Willow Creek and turn left. Go 2.8 miles and turn right Go 1.7 miles to access road on right
 - c. Access road(s) to location color-coded or labeled. (See Topographic Map A & B for details.)
 - d. Plans for improvement and/or maintenance of existing roads. (Appropriate rights-of-way for off lease roads should be attached.)
2. Planned Access Roads--describe the following and provide a map of suitable scale indicating all necessary access roads (permanent and temporary) to be constructed or reconstructed, showing:
 - a. Length - 0.2 miles
 - b. Width - 30 foot right-of-way with 18 foot running surface maximum.
 - c. Maximum grades - 8%
 - d. Turnouts - None
 - e. Drainage design - Typcial Dry Creek Drainage
 - f. Location and size of culverts and/or bridges, and brief description of any major cuts and fills - N/A
 - g. Surfacing material (source) - N/A
 - h. Necessary gates, cattleguards, or fence cuts and/or modification to existing facilities - None

(New or reconstructed roads are to be centerline-flagged at time of location staking.)

All travel will be confined to existing access road rights-of-way.

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



- c. Describe where materials such as sand, gravel, stone, and soil material are to be obtained and used. No construction materials will be removed from Federal land.

*If fill materials are needed to construct roads or well sites, proper permits must be obtained from the Surface Management Agency, unless materials are obtained from a private source.

*A mineral materials application (is/is not) required.

7. Methods of Handling Waste Disposal

- a. Describe methods and location of proposed safe containment and disposal of each type of waste material, including:

- (1) Cuttings - bury in pit
- (2) Sewage - haul to sewer lagoon
- (3) Garbage (trash) and other waste material - haul to disposal
- (4) Salts - not used
- (5) Chemicals - non-toxic only; evaporate in pit

After first production, produced waste water will be confined to an unlined or lined pit or storage tank for a period not to exceed ninety (90) days. During the 90 day period, in accordance with Onshore Order No. 7, an application for approval of a permanent disposal method and location, along with the required water analysis, will be submitted for the AO's approval. Failure to file an application within the time allowed will be considered an incident of noncompliance.

- b. Provide a plan for eventual disposal of drilling fluids and any produced oil or water recovered during testing operations. evaporate in pit

After initial clean up period, a 300 bbls tank will be installed to contain produced waste water. This water will be transported from the 300 bbl tank to CNG disposal well located at RBU 16-19F for disposal.

*Burning will not be allowed. All trash must be contained in a trash cage and hauled away to an approved disposal site at the completion of the drilling activities.

- c. No chemicals subject to reporting under SARA Title III (hazardous materials) in an amount greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling, testing, or completing of wells with the NBU. Furthermore, extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will not be used, produced, stored, transported, or disposed of in association with the drilling, testing, or completing of wells within the NBU. Specific APDs shall address any modifications from this policy.

On BLM administered lands:

The reserve pit shall be constructed so as not to leak, break, or allow discharge.

The reserve pit shall be lined with a 12 mil pit liner only under the following conditions:

1. If we have to blast the pit, or
2. If the non-blasted pit will not hold fluid.

If these conditions do not exist, we will not line the pit.



If a plastic nylon reinforced liner is used, it will be a minimum of 12 mil in thickness.

After first production, produced waste water will be confined to a lined pit or storage tank for a period not to exceed ninety (90) days. During the 90 day period, in accordance with NTL-2B, an application for approval of a permanent disposal method and location, along with required water analysis, shall be submitted for the AO's approval. Failure to file an application within the time allowed will be considered an incident of noncompliance.

8. Ancillary Facilities

Camp facilities or airstrips will not be allowed unless otherwise approved.

9. Well Site Layout--provide a plat (not less than 1" = 50') showing:

- a. Cross-sections of proposed drill pad with approximate cuts and fills and the relation to topography.
- b. Location of mud tanks, reserve, and flare pits, pipe racks, living facilities, and soil material stockpiles, etc. (Approval as used in this section means field approval of location.)
- c. Rig orientation, parking areas, and access roads, etc.

The reserve pit will be located on the: west side

The flare pit will be located downwind of the prevailing wind direction on the Northeast Side a minimum of 100 feet from the well head and 30 feet from the reserve pit fence.

The stockpiled topsoil (first four inches) will be stored on the: north west

Access to the well pad will be from the: North Diversion ditch(es) shall be constructed on the _____ side of the location (above / below) the cut slope, draining to the _____.

Soil compacted earthen berm(s) shall be placed on the _____ side(s) of the location between the _____.

The drainage(s) shall be diverted around the _____ side(s) of the well pad location.

The reserve pit and/or pad location shall be constructed long and narrow for topographic reasons _____.

The northeast corner of the well pad will be rounded off as needed

CONFIDENTIAL

DATE: 01/10/00
TIME: 10:00 AM
BY: [Signature]
CIT, [Signature]

Fencing Requirements

All pits will be fenced according to the following minimum standards:

- a. 39-inch net wire shall be used with at least one stand of barbed wire on top of the net wire (barbed wire is not necessary if pipe or some type of reinforcement rod is attached to the top of the entire fence).
- b. The net wire shall be no more than 2-inches above the ground. The barbed wire shall be 3-inches above the net wire. Total height of the fence shall be at least 42-inches.
- c. Corner posts shall be cemented and/or braced in such a manner to keep the fence tight at all times.
- d. Standard steel, wood, or pipe posts shall be used between the corner braces. Maximum distance between any two posts shall be no greater than 16 feet.
- e. All wire shall be stretched, by using a stretching device, before it is attached to the corner posts.

The reserve pit fencing will be on three sides during drilling operations and on the fourth side when the rig moves off the location. Pits will be fenced and maintained until clean-up.

Each existing fence to be crossed by the access road shall be braced and tied off before cutting so as to prevent slacking of the wire. The opening shall be closed temporarily as necessary during construction to prevent the escape of livestock, and upon completion of construction the fence shall be repaired to BLM or SMA specifications. A cattleguard with an adjacent 16 foot gate shall be installed in any fence where a road is to be regularly traveled. If the well is a producer, the cattleguard (shall/shall not) be permanently mounted on concrete bases. Prior to a new road, crossing any fence located on federal land, or any fence between federal land and private land, the operator will contact the BLM, who will in turn contact the grazing permittee or owner of said fence and offer him/her the opportunity to be present when the fence is cut in order to satisfy himself/herself that the fence is adequately braced and tied off.

10. Plans for Restoration of Surface

a. Producing Location

Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, equipment, debris, materials, trash, and junk not required for production.

Immediately upon well completion, any hydrocarbons on the pit shall be removed in accordance with 43 CFR 3162.7-1.

If a plastic nylon reinforced liner is used, it shall be torn and perforated before backfilling of the reserve pit.

The reserve pit and that portion of the location not needed for production facilities/operations will be recontoured to the approximate natural contours. The reserve pit will be reclaimed within 6 months from the date of well completion. Before any dirt work takes place, the reserve pit must be completely dry and all cans, barrels, pipe, etc., will be removed.

Contact appropriate surface management agency for required seed mixture.

b. Dry Hole/Abandoned Location

At such time as the well is plugged and abandoned, the operator shall submit a subsequent report of abandonment and BLM will attach the appropriate surface rehabilitation conditions of approval.

11. Surface Ownership:

Access Road: Ute Tribe Location: Ute Tribe

"If the access road and/or location involves private or state agency owned surface, a copy of the surface owners agreement is required prior to approval of the APD."

12. Other Additional Information

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

-whether the materials appear eligible for the National Register of Historic Places;

-the mitigation measures the operator will likely have to undertake before the site can be used (assuming in situ preservation is not necessary); and

-a time frame for the AO to complete an expedited review under 36 CFR 800.11 to confirm, through the State Historic Preservation Officer, that the findings of the AO are correct and that mitigation is appropriate.

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

- b. The operator will control noxious weeds along right-of-way for roads, pipelines, well sites, or other applicable facilities. A list of noxious weeds may be obtained from the BLM, or the appropriate County Extension Office. On BLM administered land it is required that a Pesticide Use Proposal shall be submitted, and given approval, prior to the application of herbicides or other pesticides or possible hazardous chemicals.
- c. Drilling rigs and/or equipment used during drilling operations on this well site will not be stacked or stored on Federal Lands after the conclusion of drilling operations or at any other time without BLM authorization. However, if BLM authorization is obtained, it is only a temporary measure to allow time to make arrangements for permanent storage on commercial facilities. (The BLM does not seek to compete with private industry. There are commercial facilities available for stacking and storing drilling rigs.)
- d. A 2" pipeline is proposed to run approximately 225' and run parallel to the access road until it ties into the main gathering system.

Additional Surface Stipulations

- ___ No construction or drilling activities shall be conducted between _____ and _____ because of _____
- ___ No surface occupancy will be allowed within 1,000 feet of any sage grouse strutting ground.
- ___ No construction or exploration activities are permitted within 1.5 mile radius of sage grouse strutting grounds from April 1 to June 30.
- ___ There shall be no surface disturbance within 600 feet of live water (includes stock tanks, springs, and guzzlers).
- ___ No cottonwood trees will be removed or damaged.
- ___ A silt catchment dam and basin will be constructed according to BLM specifications, where flagged.
- ___ _____
- ___ _____
- ___ _____

13. Lessee's or Operators Representative and Certification

Representative

Name: _____
Address: _____
Phone No: _____

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil and Gas Orders, the approved plan of operations, and any applicable Notice to Lessees. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished the field representative to insure compliance.

A complete copy of the approved APD and ROW grant, if applicable, shall be on location during construction of the location and drilling activities.

The operator or his/her contractor shall contact the BLM Office at (801) 789-1362 forty-eight (48) hours prior to construction activities.

The BLM Office shall be notified upon site completion prior to moving on the drilling rig.



SEARCHED
SERIALIZED
INDEXED
FILED

DOMINION EXPLR. & PROD., INC.

TYPICAL CROSS SECTIONS FOR

HCU #1-28F

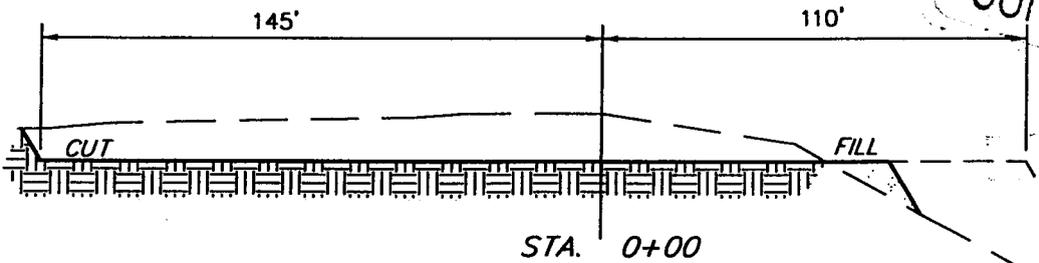
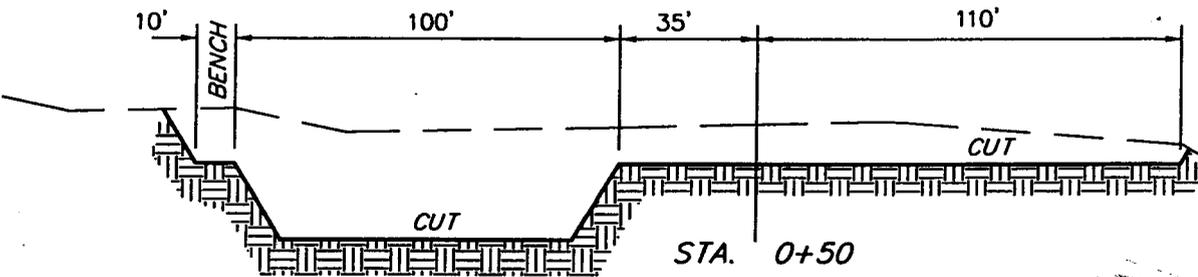
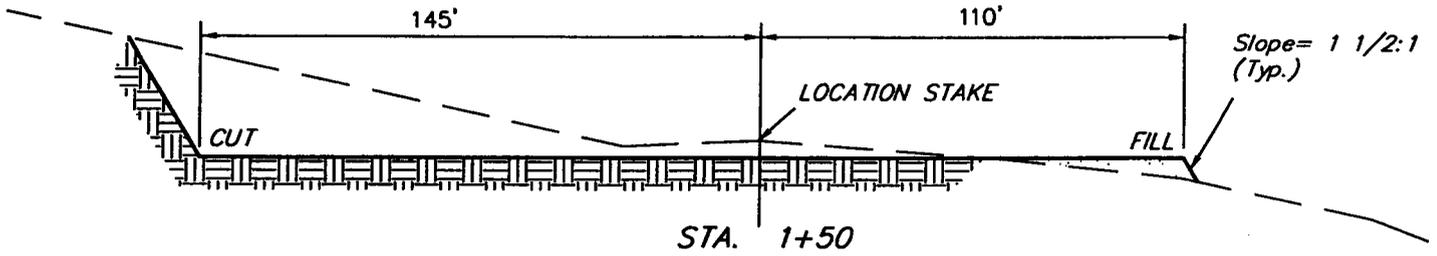
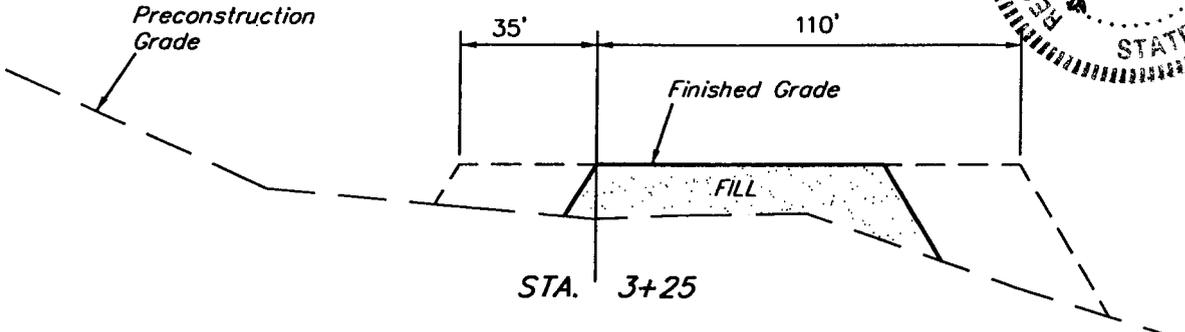
SECTION 28, T10S, R20E, S.L.B.&M.

767' FNL 628' FEL



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

DATE: 06-26-00
Drawn By: D.COX



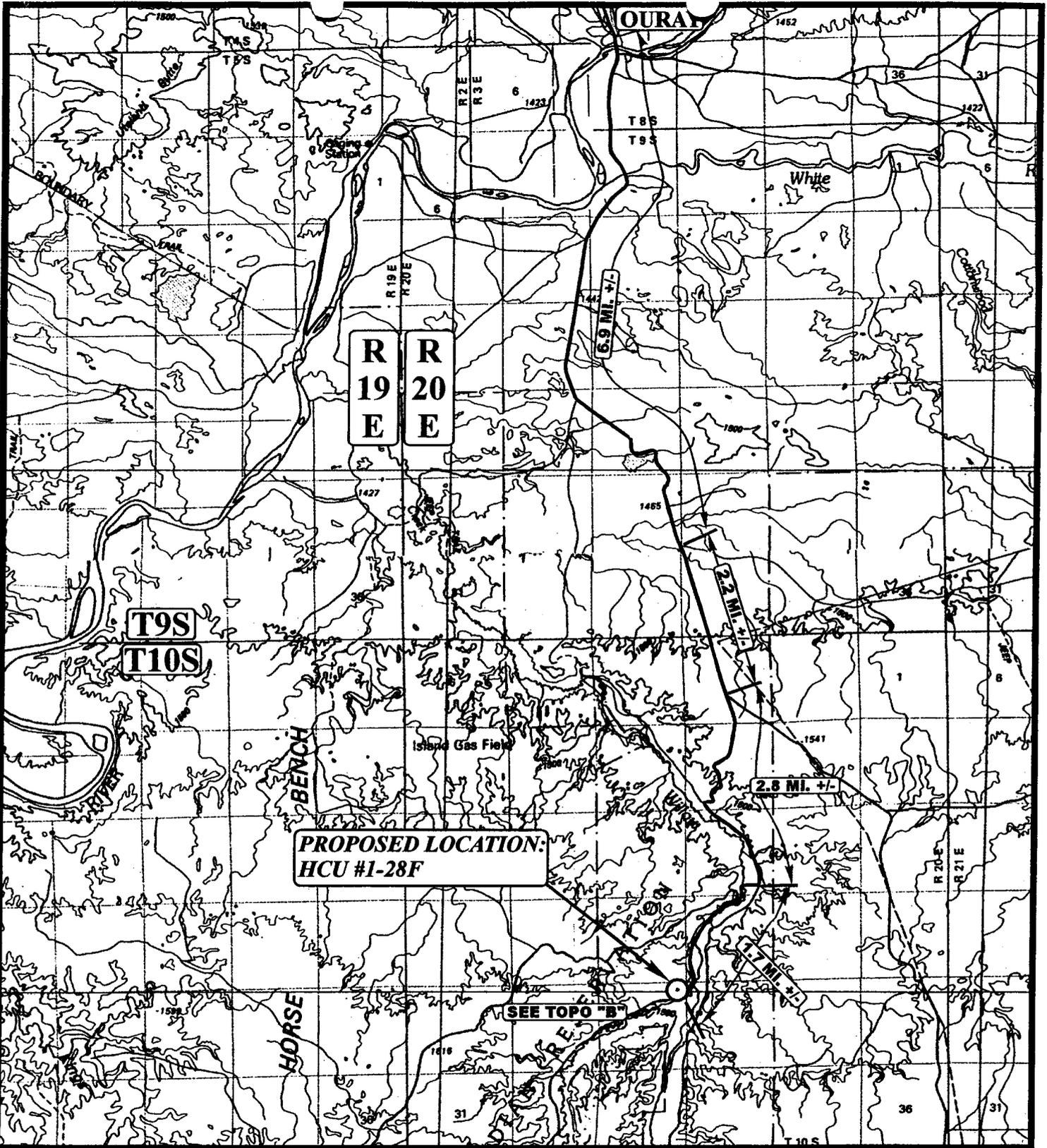
CONFIDENTIAL

APPROXIMATE YARDAGES

CUT	
(12") Topsoil Stripping	= 2,400 Cu. Yds.
Remaining Location	= 7,070 Cu. Yds.
TOTAL CUT	= 9,470 CU.YDS.
FILL	= 4,950 CU.YDS.

EXCESS MATERIAL AFTER 5% COMPACTION	= 4,260 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 4,260 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 0 Cu. Yds.

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



LEGEND:

○ PROPOSED LOCATION



DOMINION EXPLR. & PROD., INC.

HCU #1-28F
SECTION 28, T10S, R20E, S.L.B.&M.
767' FNL 628' FEL



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

TOPOGRAPHIC
MAP

6 MONTH
13 DAY
00 YEAR

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



T10S

OURAY 11.9 MI. +/-

Black Bridge

PROPOSED ACCESS 0.2 MI. +/-

PROPOSED LOCATION:
HCU #1-28F

R
20
E

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING ROAD

DOMINION EXPLR. & PROD., INC.

HCU #1-28F
SECTION 28, T10S, R20E, S.L.B.&M.
767' FNL 628' FEL



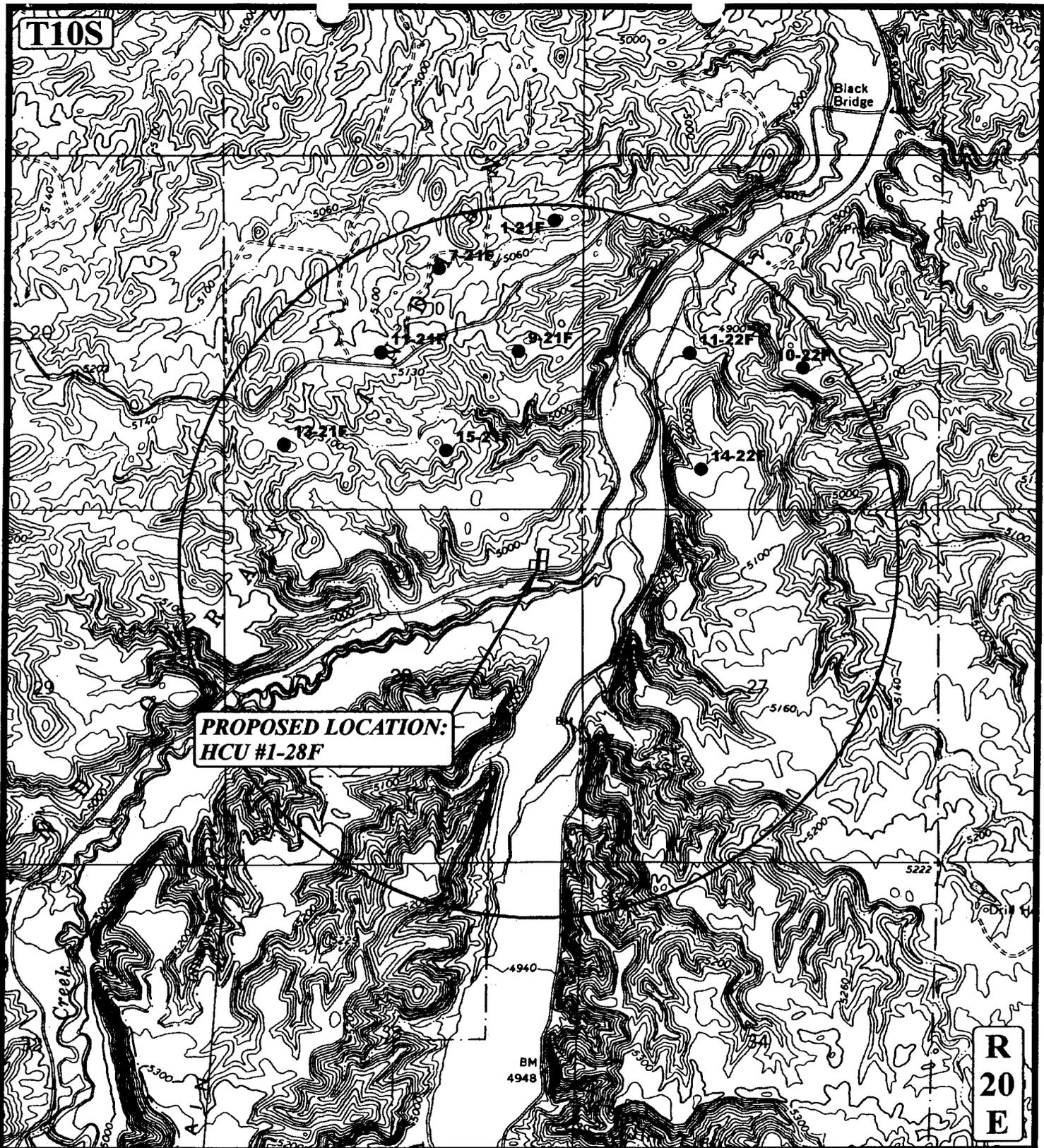
Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

6 12 00
MONTH DAY YEAR

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

B
TOPO



**PROPOSED LOCATION:
HCU #1-28F**

**R
20
E**

LEGEND:

- ∅ DISPOSAL WELLS
- PRODUCING WELLS
- ⬇ SHUT IN WELLS
- ♂ WATER WELLS
- ⬆ ABANDONED WELLS
- TEMPORARILY ABANDONED



DOMINION EXPLR. & PROD., INC.

**HCU #1-28F
SECTION 28, T10S, R20E, S.L.B.&M.
767' FNL 628' FEL**



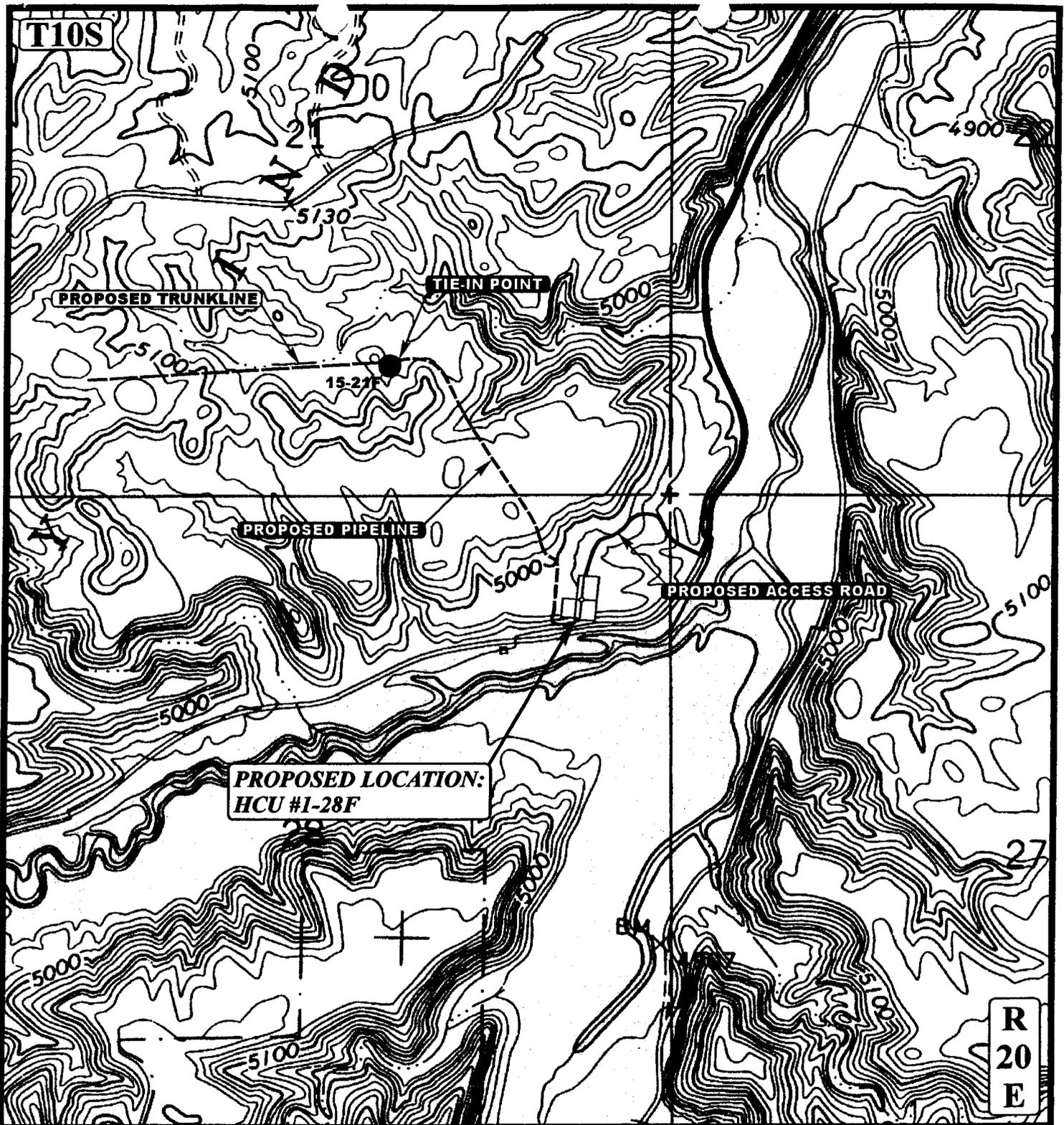
Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

6 12 00
MONTH DAY YEAR

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





APPROXIMATE TOTAL PIPELINE DISTANCE = 2400' +/-

LEGEND:

- EXISTING PIPELINE
- PROPOSED PIPELINE
- PROPOSED ACCESS

DOMINION EXPLR. & PROD., INC.

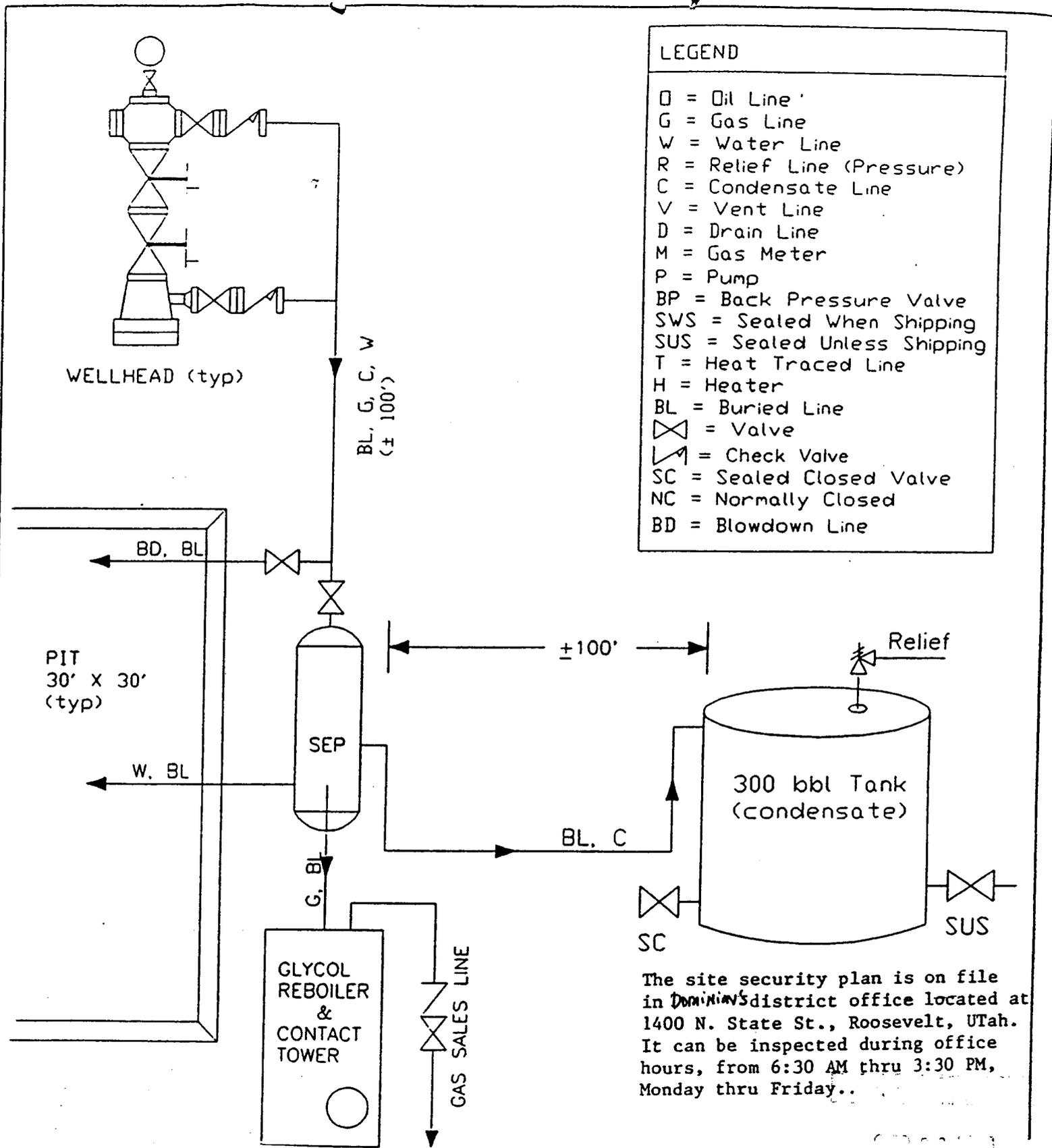
HCU #1-28F
 SECTION 28, T10S, R20E, S.L.B.&M.
 767' FNL 628' FEL



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

TOPOGRAPHIC 6 12 00
MAP MONTH DAY YEAR
 SCALE: 1" = 1000' DRAWN BY: C.G. REVISED: 00-00-00





LEGEND

- O = Oil Line
- G = Gas Line
- W = Water Line
- R = Relief Line (Pressure)
- C = Condensate Line
- V = Vent Line
- D = Drain Line
- M = Gas Meter
- P = Pump
- BP = Back Pressure Valve
- SWS = Sealed When Shipping
- SUS = Sealed Unless Shipping
- T = Heat Traced Line
- H = Heater
- BL = Buried Line
- ⋈ = Valve
- ↗ = Check Valve
- SC = Sealed Closed Valve
- NC = Normally Closed
- BD = Blowdown Line

The site security plan is on file in Dominion's district office located at 1400 N. State St., Roosevelt, Utah. It can be inspected during office hours, from 6:30 AM thru 3:30 PM, Monday thru Friday..

DOMINION EXPLORATION & PRODUCTION, INC.

Well:	RIVER BEND FIELD, UINTA COUNTY	not to scale
TYPICAL FLOW DIAGRAM		date: / /

**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 09/06/2000

API NO. ASSIGNED: 43-047-33671

WELL NAME: HCU 1-28F
 OPERATOR: DOMINION EXPL & PROD (N1095)
 CONTACT: DAVID LINGER

PHONE NUMBER: 281-873-1561

PROPOSED LOCATION:

NENE 28 100S 200E
 SURFACE: 0767 FNL 0628 FEL
 BOTTOM: 0767 FNL 0628 FEL
 UINTAH
 NATURAL BUTTES (630)

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

LEASE TYPE: 1-Federal
 LEASE NUMBER: U-28203
 SURFACE OWNER: 2-Indian

PROPOSED FORMATION: MVRD

RECEIVED AND/OR REVIEWED:

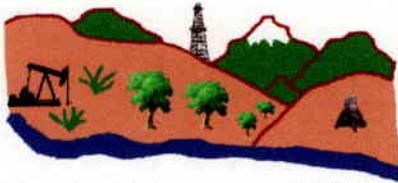
- Plat
- Bond: Fed[] Ind[] Sta[] Fee[]
(No. 524 7050)
- Potash (Y/N)
- Oil Shale (Y/N) *190 - 5 (B)
- Water Permit
(No. 43-9077)
- RDCC Review (Y/N)
(Date: _____)
- Fee Surf Agreement (Y/N)

LOCATION AND SITING:

- R649-2-3. Unit Hill Creek #4-1-2000
- R649-3-2. General
Siting: _____
- R649-3-3. Exception
- Drilling Unit
Board Cause No: 197-11
Eff Date: 8-17-2000
Siting: 400' fr. Unit Boundary
- R649-3-11. Directional Drill

COMMENTS: _____

STIPULATIONS: ① FEDERAL APPROVAL
② OIL SHALE



Utah Oil Gas and Mining

OPERATOR: DOMINION E&P INC (N1095)

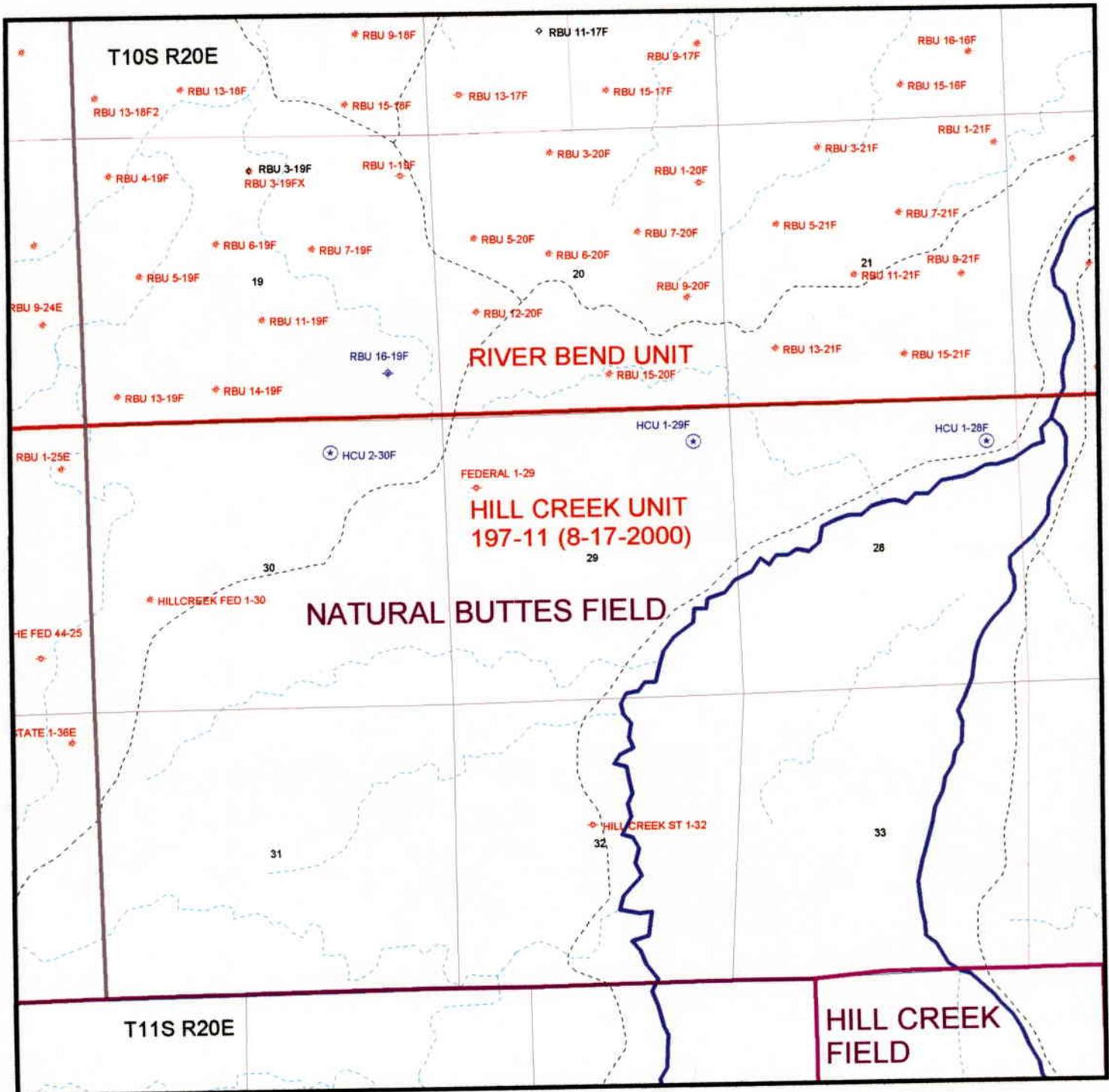
FIELD: NATURAL BUTTES (630)

SEC. 28, 29, & 30, T10S, R20E,

COUNTY: UINTAH

UNIT: HILL CREEK

CAUSE: 197-11



PREPARED BY: LCORDOVA
DATE: 6-SEPTEMBER-2000

United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

IN REPLY REFER TO:
3160
(UT-922)

September 7, 2000

Memorandum

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

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

Api Number	Well	Location
(Proposed Completion Wasatch-MesaVerde)		
43-047-33671	HCU 1-28F	Sec. 28, T10S, R20E 0767 FNL 0628 FEL
43-047-33672	HCU 1-29F	Sec. 29, T10S, R20E 0569 FNL 0763 FEL
43-047-33673	HCU 2-30F	Sec. 30, T10S, R20E 0600 FNL 2125 FEL

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

/s/ Michael L. Coulthard

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

MCoulthard:mc:9-7-0



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)

September 7, 2000

Dominion Exploration & Production Inc.
CNG Tower
1450 Poydras St
New Orleans, LA 70112-6000

Re: Hill Creek Unit 1-28F Well, 767' FNL, 628' FEL, NE NE, Sec. 28, T. 10 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 43-047-33671.

Sincerely,

A handwritten signature in black ink that reads "John R. Baza".

John R. Baza
Associate Director

er

Enclosures

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

SUBMIT IN TRIPPLICATE*
(Other instructions on
reverse side)

FORM APPROVED
OMB NO. 1004-0136
Expires: February 28, 1995

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

1a. TYPE OF WORK
 DRILL DEEPEN

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

2. NAME OF OPERATOR
 DOMINION EXPLORATION & PRODUCTION, INC. (formerly CNG PRODUCING COMPANY)

3. ADDRESS AND TELEPHONE NO.
 CNG TOWER - 1450 POYDRAS STREET, NEW ORLEANS, LA 70112-6000

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements*)
 At surface 767' FNL & 628' FEL OF SEC. 28, T10S, R20E
 At proposed prod. zone

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
 11.9 MILES SW OF OURAY

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT.
 (Also to nearest drlg. line, if any) 767'

16. NO. OF ACRES IN LEASE
 640

17. NO. OF ACRES ASSIGNED TO THIS WELL
 80

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, F' 2100'

19. PROPOSED DEPTH
 8500'

20. ROTARY OR CABLE TOOLS
 ROTARY

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
 4984

22. APPROX. DATE WORK WILL START
 SEPTEMBER 15, 2000

5. LEASE DESIGNATION AND SERIAL NO.
 620205 TL-14-20-H 62-4783

6. IF INDIAN, ALLOTTEE OR TRIBE NAME
 UTE TRIBE

7. UNIT AGREEMENT NAME
 HILLCREEK UNIT AREA

8. FARM OR LEASE NAME WELL NO.
 HCU 1-28F

9. API WELL NO.

10. FIELD AND POOL, OR WILDCAT
 NATURAL BUTTES

11. SEC, T., R., M., OR BLK. AND SURVEY OR AREA
 SEC. 28 T10S, R20E

12. COUNTY OR PARISH
 Uintah

13. STATE
 Utah

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
17 1/2"	13 3/8"	54.5#	84'	cement to surface
12 1/4"	8 5/8"	24#/32#	3,000'	cement to surface
7 7/8"	5 1/2"	17#	8500'	cement calc to surface

- Drill a 17 1/2" hole to 84'. Run 13 3/8" 54.5 #/ft K-55 casing and cement to surface.
- Drill a 12 1/4" hole with aerated fluid to 3,000', run 8 5/8", K-55 casing and cement to surface.
- Nipple up and pressure test BOP stack prior to drilling out below surface pipe.
- Operate pipe rams daily and blind rams as possible.
- Drill a 7 7/8" hole to 8,875' with a KCL water mud system. Coring is possible. DST's will be run as needed to evaluate unexpected shows.
- Run logs, set 5 1/2" 17# N-80 casing as dictated by drilling shows, tests, and logs. Casing program may be modified to provide added burst strength if needed for frac program.
- Primary zones of interests are the Wasatch, Chapita Wells and Uteland Buttes.
- All zones indicating potential for economically recoverable reserves will be tested in a normal, prudent manner.
- In the event circulation is lost, air or air assisted mud will be utilized.

RECEIVED
AUG 31 2000

FORMATION TOPS DEPTHS

Wasatch Tongue	3,751'
Green River Tongue	4,094'
Wasatch	4,244'
Chapita Wells	4,964'
Uteland Buttes	6,060'
Mesaverde	7,332'

CONFIDENTIAL
DIVISION OF OIL, GAS AND MINING

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

24. SIGNED David L. Linger TITLE Onshore Drilling Manager DATE AUGUST 28, 2000
David L. Linger
(This space for Federal or State office use)

NOTICE OF APPROVAL

PERMIT NO. _____ APPROVAL DATE _____
Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations there.
CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY [Signature] Assistant Field Manager
Mineral Resources DATE 10/3/00
*See Instructions On Reverse Side

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

CONDITIONS OF APPROVAL ATTACHED

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Dominion Exploration & Production, Inc.

Well Name & Number: HCU 1-28F

API Number: 43-047-33671

Lease Number: 14-20-H62-4783

Location: NWNW Sec. 28 T. 10S R. 20E

Agreement: Hillcreek Unit

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

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

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

The operator is fully responsible for the actions of his All lease and/or unit operations will be conducted in such a manner that full compliance is made with applicable laws, regulations (43 CFR 3100), Onshore Oil and Gas Orders, and the approved plan of operations. subcontractors. A copy of these conditions will be furnished the field representative to insure compliance.

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

A. DRILLING PROGRAM

1. Estimated Depth at Which Oil, Gas, Water, or Other Mineral Bearing Zones are Expected to be Encountered

Report ALL water shows and water-bearing sands to Tim Ingwell of this office **prior to setting the next casing string or requesting plugging orders**. Faxed copies of State of Utah form OGC-8-X are acceptable. If noticeable water flows are detected, submit samples to this office along with any water analyses conducted.

All usable water and prospectively valuable minerals (as described by BLM at onsite) encountered during drilling, will be recorded by depth and adequately protected.

2. Pressure Control Equipment

The BOP and related equipment shall meet the minimum requirements of Onshore Oil and Gas Order No. 2 for equipment and testing requirements, procedures, etc., for a **3M** system and individual components shall be operable as designed. Chart recorders shall be used for all pressure tests.

Test charts, with individual test results identified, shall be maintained on location while drilling and shall be made available to a BLM representative upon request.

If an air compressor is on location and is being utilized to provide air for the drilling medium while drilling, the special drilling requirements in Onshore Oil and Gas Order No. 2, regarding air or gas drilling shall be adhered to. If a mist system is being utilized then the requirement for a deduster shall be waived.

3. Casing Program and Auxiliary Equipment

Surface casing shall have centralizers on the bottom three joints, with a minimum of one centralizer per joint.

COA 1-28F-12
12/12/12
12/12/12
12/12/12

In addition, to the cementing proposal for the surface casing, a minimum of 200 ft. of Class G neat cement shall be placed from 200 ft. to surface in the 8 5/8" X 13 3/8" -12 1/4" annulus.

As a minimum, the usable water and oil shale resources shall be isolated and/or protected by having a cement top for the production casing at least 200 ft. above the surface casing shoe at 3,000 ft. If gilsonite is encountered while drilling, it shall be isolated and/or protected via the cementing program.

4. Mud Program and Circulating Medium

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

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

5. Coring, Logging and Testing Program

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

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

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

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

RECEIVED
MAY 13 2003
C. C. C. & L. L. L. G.

No well abandonment operations will be commenced without the prior approval of the AO. In the case of newly drilled dry holes or failures, and in emergency situations, oral approval will be obtained from the AO. A "Subsequent Report of Abandonment" Form 3160-5, will be filed with the AO within thirty (30) days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Final abandonment will not be approved until the surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the AO or his representative, or the appropriate Surface Managing Agency.

7. Other Information

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

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

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

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

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

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

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

EPA'S LIST OF NONEXEMPT EXPLORATION AND PRODUCTION WASTES

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

Unused fracturing fluids or acids

Gas plant cooling tower cleaning wastes

Painting wastes

Oil and gas service company wastes, such as empty drums, drum rinsate, vacuum truck rinsate, sandblast media, painting wastes, spent solvents, spilled chemicals, and waste acids

Vacuum truck and drum rinsate from trucks and drums, transporting or containing nonexempt waste

Refinery wastes

Liquid and solid wastes generated by crude oil and tank bottom reclaimers

Used equipment lubrication oils

Waste compressor oil, filters, and blowdown

Used hydraulic fluids

Waste solvents

Waste in transportation pipeline-related pits

Caustic or acid cleaners

Boiler cleaning wastes

Boiler refractory bricks

Incinerator ash

Laboratory wastes

Sanitary wastes

Pesticide wastes

Radioactive tracer wastes

Drums, insulation and miscellaneous solids.

SURFACE CONDITIONS OF APPROVAL

50 foot wide corridor right-of-ways shall be granted for the project. The corridor will have an access road and a surface gas flowline in it.

The Ute Tribe Energy and Mineral Department is to be notified in writing 48 hours in advance of any construction activity. The Ute Tribal office days are Monday through Thursday. A Tribal Technician is to routinely monitor construction. For all monitoring that is to exceed Tribal Technician regular working hours, Dominion Resources shall make arrangements with the Ute Energy and Minerals Department.

For any deviations of submitted APD's and ROW applications, Dominion Exploration will notify the Ute Tribe and Bureau of Indian Affairs in writing and will receive written authorization of such changes. Without authorization, Dominion Exploration understands they will be subject to fines and penalties.

Dominion Exploration will assure the Ute Tribe that any/all contractors and subcontractors have acquired a 2000 Tribal Business License and have "Year 2000 Access Permits" prior to construction. Contractors and subcontractors will have these permits in vehicles at all times.

Cattleguards, culverts, diversion ditches, and berms will be constructed where required.

All Dominion Exploration employees and/or authorized personnel (subcontractors) in the field will have approved applicable APD's and/or ROW permits/authorizations on their person(s) during all phases of construction.

Dominion Exploration will implement the "Safety and Emergency Plan". Dominion Exploration will ensure its compliance.

All vehicular traffic, personnel movement, construction, and restoration activities shall be confined to the areas examined and approved, and to the existing roadways and/or evaluated access routes.

All personnel shall refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.

The personnel from the Ute Tribe Energy & Mineral Department shall be consulted if cultural remains (including paleontology fossils) from subsurface deposits are exposed or identified during construction. All construction will cease. Prior to commencing constructing in the area where cultural resources are exposed the operator must obtain authorization from the BIA and the Ute Tribal Department of Cultural Rights and Protection.

Upon completion of construction of the rights-of-way, Dominion Exploration will notify the Ute Tribe Energy & Minerals Resources Department. This will be done so that a Tribal Technician can verify Affidavit of Completions.

Before the site is abandoned, the company will be required to restore the well site and ROWs to near their original state. The disturbed areas will be reseeded with desirable perennial vegetation.

Noxious weeds will be controlled on the well site and rights-of-way. If noxious weeds spread from the project area onto adjoining land, the company will also be responsible for their control.

Soil erosion will be mitigated by reseeded all disturbed areas.

Reserve pits will be lined with impervious synthetic liners. Prior to backfilling the reserve pit all fluids will be pumped from the pit into trucks and hauled to approved disposal sites. When the pits are backfilled, the surplus oil and mud etc. will be buried a minimum depth of 3.0 feet below the surface of the soil.

A closed production system will be used. Production fluids will be contained in leak proof tanks. Low profile tanks may be used to minimize problems with irrigation systems. All production fluids will be disposed of at approved disposal sites. Production water, oil, and other by-products will not be applied to roads or well pads for the control of dust or weeds. The indiscriminate dumping of production fluids on roads, wellsites or other areas will not be allowed.

Although the access road right of way is 30 feet wide, access roads shall have constructed travel width limited to 18 feet, except as granted for sharp curves, for intersections with other roads, and for where deep cuts and fills are required for road construction.

Where surface pipelines do not parallel roads but cross country between stations. The line shall either be welded in place at a welding station located at the wellsite or on roads near the flowline right of way and then dragged into place with a suitable piece of equipment so it will not destroy the natural vegetation. If the flowline doesn't follow existing and APD proposed new access roads then traffic shall be restricted along pipeline ROWs so that they will not be used as an access road.

The surface pipelines will be placed in corridor with the proposed new access road or with other existing roads for this project. The line shall either be welded in place at a welding station located at the wellsite or on roads near the flowline right of way and then dragged into place with a suitable piece of equipment so it will not destroy the natural vegetation.

Buried flowlines shall be a minimum of three feet below the surface. After the construction of the pipeline is completed the disturbed area of the ROW shall be contoured to blend into the natural landscape, and it shall be reseeded with desirable vegetation. Between September 15 and November 1 of the year following pipeline construction of the buried line all disturbed areas shall be reseeded with perennial vegetation according to BIA, or to Ute Tribe specifications.

Dominion Exploration employees, representatives, and subcontractors shall not carry firearms on their person or in their vehicles while working on the Uintah and Ouray Indian Reservation.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
 DOMINION EXPL. & PROD., INC.

3a. Address
 16945 NORTHCHASE DRIVE HOUSTON, TX 77060

3b. Phone No. (include area code)
 (281) 873-3692

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 767' FNL & 628' FEL of Sec. 28-T10S-R20E

5. Lease Serial No.
 TL-14-20-H62-4783

6. If Indian, Allottee or Tribe Name
 UTE TRIBE

7. If Unit or CA/Agreement, Name and/or No.
 HILL CREEK UNIT

8. Well Name and No.
 HCU 1-28F

9. API Well No.
 43-047-33671

10. Field and Pool, or Exploratory Area
 NATURAL BUTTES

11. County or Parish, State
 UTAH COUNTY, UTAH

CONFIDENTIAL

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

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

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

Dominion requests to amend the total depth to 10,750'.

Changes to the original application to drill are as follows:

1. The proposed 5-1/2" casing will be cemented from surface to 10,750'. Cementing program will not change.
2. The formation tops should include Castlegate at 9,800'.

12-12-00
CHD

Federal Approval of this Action Is Necessary

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 12/12/00
By: *[Signature]*

RECEIVED

DEC 07 2000

DIVISION OF
OIL, GAS AND MINING

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

Name (Printed/Typed)
 Diann Flowers

Title
 E & P Regulatory Specialist

Signature *[Signature]*

Date
 12/01/00

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____ Title _____ Date _____

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

Office _____

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

CONFIDENTIAL
FORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. TL-14-20-H62-4783
2. Name of Operator DOMINION EXPLORATION & PRODUCTION, INC.		6. If Indian, Allottee or Tribe Name UTE TRIBE
3a. Address 16945 Northchase Drive, Suite 1750 Houston, Texas 77060	3b. Phone No. (include area code) 281-873-3692	7. If Unit or CA/Agreement, Name and/or No. HILL CREEK UNIT
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 767' FNL & 628' FEL of Sec. 28, T10S, R20E		8. Well Name and No. HCU 1-28F
		9. API Well No. 43-047-33671
		10. Field and Pool, or Exploratory Area NATURAL BUTTES
		11. County or Parish, State UINTAH COUNTY, UTAH

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

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

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

Rigged up Union Rig #47. Spud HCU 1-28F on 4/1/2001 at 20:00 hours. Drilled to 430' with air hammer.

RECEIVED
APR 10 2001
BUREAU OF LAND MANAGEMENT
DIVISION OF OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct Name (Printed/Typed) Diann Flowers	Title Regulatory Specialist
Signature <i>Diann Flowers</i>	Date 04/02/2001

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

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

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

ENTITY ACTION FORM

Operator: DOMINION EXPLORATION & PRODUCTION, INC.
Address: 16945 NORTHCHASE DRIVE, SUITE 1750
city HOUSTON
state TX zip 77060

Operator Account Number: N ~~0605~~ 1095
Phone Number: (281) 873-3692

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304733671	HCU 1-28F		NENE	28	10S	20E	UINTAH
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
B	99999	12829	4/1/2001			4/1/2001	
Comments: PART OF HILL CREEK UNIT 4-12-01							

CONFIDENTIAL

Well 2

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

DIANN FLOWERS

Name (Please Print)

Diann Flowers
Signature

REGULATORY SPECIALIST

4/2/2001

Title

Date

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

CONFIDENTIAL

2. Name of Operator

DOMINION EXPLORATION & PRODUCTION, INC.

3a. Address

16945 Northchase Drive, Suite 1750 Houston, Texas 77060

3b. Phone No. (include area code)

281-873-3692

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

767' FNL & 628' FEL of Sec. 28, T10S, R20E

5. Lease Serial No.

TL-14-20-H62-4783

6. If Indian, Allottee or Tribe Name

UTE TRIBE

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

HILL CREEK UNIT

8. Well Name and No.

HCU 1-28F

9. API Well No.

43-047-33671

10. Field and Pool, or Exploratory Area

NATURAL BUTTES

11. County or Parish, State

UINTAH COUNTY, UTAH

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

TYPE OF SUBMISSION

- Notice of Intent
- Subsequent Report
- Final Abandonment Notice

TYPE OF ACTION

- Acidize
- Alter Casing
- Casing Repair
- Change Plans
- Convert to Injection
- Deepen
- Fracture Treat
- New Construction
- Plug and Abandon
- Plug Back
- Production (Start/Resume)
- Reclamation
- Recomplete
- Temporarily Abandon
- Water Disposal
- Water Shut-Off
- Well Integrity
- Other Drilling Operations

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

04/02/2001 through 04/17/2001

Drilled ahead to 1122'. Ran survey. Drilled ahead to 2201'. Ran wireline survey. Drilled to 2819'. Patch reserve pit liner. Drilled to 3037'. Circulate and condition hole for 8-5/8" casing. Ran casing and set at 3027'. Lead with 450 sx Premium Lite. Tail with 225 sx class G. Full returns. Pressure test okay. Continued drilling ahead. Ran survey at 4168'. Drilled to 4664' and ran survey. Drilled to 5695'. Survey at 5634'. Rig repair. Continued drilling ahead. Currently at 8751'.

[Faint stamp and illegible text]

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

Diann Flowers

Title Regulatory Specialist

Signature

Diann Flowers

Date 04/17/2001

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

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Title

Date

Office

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UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
DOMINION EXPLORAITON & PRODUCTION, INC.

3a. Address
16945 Northchase Drive, Suite 1750 Houston, Texas 77060

3b. Phone No. (include area code)
281-873-3692

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
767' FNL & 628' FEL of Sec. 28, T10S, R20E

CONFIDENTIAL

5. Lease Serial No.
TL-14-20-H62-4783

6. If Indian, Allottee or Tribe Name
UTE TRIBE

7. If Unit or CA/Agreement, Name and/or No.
HILL CREEK UNIT

8. Well Name and No.
HCU 1-28F

9. API Well No.
43-047-33671

10. Field and Pool, or Exploratory Area
NATURAL BUTTES

11. County or Parish, State
UINTAH COUNTY, UTAH

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

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

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04/18/2001 through 04/27/2001

Tripped out of hole for mud motor and bit change. Continued drilling ahead. Trip out with magnet. Bit had broken cones, lost nose cone an bearings. Load hole with brine to shut in pits and circulate gas out. Recovered lost nose cone in magnet and several bearings in junk basket. Continued to drill ahead. C & C hole for logs. Log TD 9900'. C & C hole for casing. Ran 235 joints of 5-1/2", 17#, P-110, LTC casing set at 9899' with 1575 sacks of Perm Lite cement. Set slips on hanger and cut. Clean pits. Rig released at 0130 hours on 4/23/2001.

Completion operations: 4/27/2001

Targ bottom at 9828', ran CBL from 9828' to 3000'. RIH with 4" perf gun and perforated interval #1, Mesaverde, 34 shots fired.

CONFIDENTIAL

14. I hereby certify that the foregoing is true and correct
 Name (Printed/Typed)
Diann Flowers

Title **Regulatory Specialist**

Signature *Diann Flowers* Date **04/30/2001**

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____ Title _____ Date _____

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UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well

Oil Well Gas Well Other

CONFIDENTIAL

2. Name of Operator

DOMINION EXPLORATION & PRODUCTION, INC.

3a. Address

16945 Northchase Drive, Suite 1750 Houston, Texas 77060

3b. Phone No. (include area code)

281-873-3692

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

767' FNL & 628' FEL of Sec. 28, T10S, R20E

5. Lease Serial No.

TL-14-20-H62-4783

6. If Indian, Allottee or Tribe Name

UTE TRIBE

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

HILL CREEK UNIT

8. Well Name and No.

HCU 1-28F

9. API Well No.

43-047-33671

10. Field and Pool, or Exploratory Area

NATURAL BUTTES

11. County or Parish, State

UINTAH COUNTY, UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input checked="" type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>Drilling</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	<u>Operations</u>
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05/01/2001 through 05/10/2001

Perforated and fractured intervals 1 & 2, both in Mesaverde. Perforated and fractured interval #3 in Mesaverde. Flow tested well to tank for three days.

First production to sales on 5/5/2001.

Continued to flow test to sales.

CONFIDENTIAL

MAY 14 2001

DIVISION OF
OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

Diann Flowers

Title Regulatory Specialist

Signature

Diann Flowers

Date 05/11/2001

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

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Title

Date

Office

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UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

CONFIDENTIAL
FORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

SUNDRY NOTICES AND REPORTS ON WELLS
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SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well

Oil Well Gas Well Other

2. Name of Operator

DOMINION EXPLORATION & PRODUCTION, INC.

3a. Address

16945 Northchase Drive, Suite 1750 Houston, Texas 77060

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281-873-3692

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767' FNL & 628' FEL of Sec. 28, T10S, R20E

5. Lease Serial No.

TL-14-20-H62-4783

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UTE TRIBE

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

HILL CREEK UNIT

8. Well Name and No.

HCU 1-28F

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NATURAL BUTTES

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UINTAH COUNTY, UTAH

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

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

05/10/01 through 5/19/01

Flow tested intervals 1-3. Flowed to sales on 5/10/01. RIH with 2-3/8" tubing to 7940'. set packer and test frac plug. Pumped acid down tubing and displaced across pers of interval #4. Formation broke. Fractured interval #4 and left well flowing to tank.

Well flowing up casing to sales line on 5/19/01.

RECEIVED

MAY 25 2001

DIVISION OF
OIL, GAS AND MINING

CONFIDENTIAL

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

Name (Printed/Typed)

Diann Flowers

Title Regulatory Specialist

Signature

Diann Flowers

Date 05/21/01

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

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

Title

Date

Office

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

CONFIDENTIAL

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

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well

Oil Well Gas Well Other

CONFIDENTIAL

2. Name of Operator

DOMINION EXPLORATION & PRODUCTION, INC.

3a. Address

16945 Northchase Drive, Suite 1750 Houston, Texas 77060

3b. Phone No. (include area code)

281-873-3692

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

767' FNL & 628' FEL of Sec. 28, T10S, R20E

5. Lease Serial No.

TL-14-20-H62-4783

6. If Indian, Allottee or Tribe Name

UTE TRIBE

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

HILL CREEK UNIT

8. Well Name and No.

HCU 1-28F

9. API Well No.

43-047-33671

10. Field and Pool, or Exploratory Area

NATURAL BUTTES

11. County or Parish, State

UINTAH COUNTY, UTAH

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

TYPE OF SUBMISSION

TYPE OF ACTION

- Notice of Intent
- Subsequent Report
- Final Abandonment Notice

- Acidize
- Alter Casing
- Casing Repair
- Change Plans
- Convert to Injection
- Deepen
- Fracture Treat
- New Construction
- Plug and Abandon
- Plug Back
- Production (Start/Resume)
- Reclamation
- Recomplete
- Temporarily Abandon
- Water Disposal
- Water Shut-Off
- Well Integrity
- Other Completion Operations

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

05/19/01 through 6/1/01

Continued to flow test interval #4. Set CBP at 7770'. POOH with collar locator and setting tool. TIH with tubing, tag CBP at 7775'. Drilled up kill CPB at 7775'. Drilled up frac plugs at 7950', 8020', and 9317'. Cleaned well to PBDT of 9842'. Landed 2-3/8" tubing at 9765'. "F" nipple at 9762'.

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

Diann Flowers

Title Regulatory Specialist

Signature

Diann Flowers

Date 06/04/01

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

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Title

Date

Office

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UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

CONFIDENTIAL

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

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

TL-14-20-H62-4783

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

6. If Indian, Allottee or Tribe Name
UTE INDIAN TRIBE

7. Unit or CA Agreement Name and No.
HILL CREEK UNIT

8. Lease Name and Well No.
HCU 1-28F

9. API Well No.
43-047-33671

2. Name of Operator
DOMINION EXPLORATION & PRODUCTION, INC.

3. Address **16945 NORTHCHASE DRIVE, SUITE 1750
HOUSTON, TEXAS 77060**

3a. Phone No. (include area code)
(281) 873-3692

10. Field and Pool, or Exploratory
NATURAL BUTTES

4. Location of Well (Report location clearly and in accordance with Federal requirements)
 At surface **767' FNL & 628' FEL**
 At top prod. interval reported below
 At total depth

11. Sec., T., R., M., on Block and Survey or Area **Sec.28, T10S, R20E**

12. County or Parish **UINTAH** 13. State **UTAH**

14. Date Spudded **04/01/01** 15. Date T.D. Reached **04/21/01** 16. Date Completed D & A Ready to Prod.

17. Elevations (DF, RKB, RT, GL)*
GL: 4984'

18. Total Depth: MD **9,900'** TVD 19. Plug Back T.D.: MD **9,842'** TVD 20. Depth Bridge Plug Set: MD **MD** TVD **TVD**

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
DLL/MSFL/DEN/NEU/GR

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

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
17-1/2"	13-3/8" J-55	54.5#	Surface	86'		Conductor		Calc.	
12-1/4"	8-5/8" J-55	24/32#	Surface	3,027'		675 sx Prem/G		Circ.	
7-7/8"	5-1/2" P-110	17#	Surface	9,899'		1575 sx G		Circ.	

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2-3/8"	9,765'							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) Mesa Verde	9679'	9820'	9679' - 9820'	.43	34	Open
B) Mesa Verde	9017'	9286'	9017' - 9286'	.45	36	Open
C) Mesa Verde	7992'	7998'	7992' - 7998'	.43	24	Open
D) Mesa Verde	7847'	7920'	7847' - 7920'	.43	26	Open

26. Perforation Record

Depth Interval	Amount and Type of Material
9679' - 9820'	Fracture with 140,340# 20/40 Sand
9017' - 9286'	Fracture with 127,320# 20/40 Sand
7992' - 7998'	Fracture with 55,365# 20/40 Sand
7847' - 7920'	Fracture with 88,588# 20/40 Sand

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
05/04/01	05/24/01	24	→		222	70			Flowing
Choke Size	Tbg. Press. Flwg.	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	Well Status	
40/64	SI 132	150	→		222	70		Producing	

RECEIVED
JUN 15 2001

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

Sold

CONFIDENTIAL

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Wasatch Tongue - Mesaverde

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
Chapita Wells	5680	5710	Sandstone; clear, frosted, fine grained	Wasatch Tongue	3750'
Mesaverde	7830	7922	Sandstone: "	Green River Tongue	4087'
Mesaverde	7980	8000	Sandstone: "	Wasatch	4233'
Mesaverde	9016	9050	Sandstone; "	Chapita Wells	5247'
Mesaverde	9280	9290	Sandstone; "	Mesaverde	7071'
Mesaverde	9775	9795	Sandstone; "		
Mesaverde	9810	9820	Sandstone; "		

32. Additional remarks (include plugging procedure):

33. Circle enclosed attachments:

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

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

Name (please print) Diann Flowers

Title Regulatory Specialist

Signature



Date 06/05/2001

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

CONFIDENTIAL

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

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
CONFIDENTIAL
 DOMINION EXPLORATION & PRODUCTION, INC.

3a. Address
 16945 Northchase Drive, Suite 1750 Houston, Texas 77060

3b. Phone No. (include area code)
 281-873-3692

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 767' FNL & 628' FEL of Sec. 28, T10S, R20E

5. Lease Serial No.
 TL-14-20-H62-4783

6. If Indian, Allottee or Tribe Name
 UTE TRIBE

7. If Unit or CA/Agreement, Name and/or No.
 HILL CREEK UNIT

8. Well Name and No.
 HCU 1-28F

9. API Well No.
 43-047-33671

10. Field and Pool, or Exploratory Area
 NATURAL BUTTES

11. County or Parish, State
 Uintah County, Utah

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

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

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

06/03/01 through 6/17/01

Swabbing well. Flow tested interval #4. Rig up Triple J swabbing unit. Made 14 runs, swabbed back 110 bbls fluid. Flow tested to sales.

RECEIVED

JUN 25 2001

DIVISION OF
OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct
 Name (Printed/Typed)
 Diann Flowers

Signature *Diann Flowers*

Title **Regulatory Specialist**

Date **06/19/2001**

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____ Title _____ Date _____

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

Office _____

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UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

5. Lease Serial No.
TL-14-20-H62-4783

6. If Indian, Allottee or Tribe Name
UTE INDIAN TRIBE

7. If Unit or CA/Agreement, Name and/or No.
HILL CREEK UNIT

8. Well Name and No.
HCU 1-28F

9. API Well No.
43-047-33671

10. Field and Pool, or Exploratory Area
NATURAL BUTTES

11. County or Parish, State
UINTAH COUNTY, UTAH

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
DOMINION EXPL. & PROD., INC.

3a. Address
16945 Northchase Drive, Suite 1750 Houston, Texas 77060

3b. Phone No. (include area code)
281-873-3692

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
**767' FNL & 628' FEL
Sec. 28, T. 10 South, R. 20 East**

CONFIDENTIAL

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

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

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

Operations: 9/25/01 through 10/6/01

MIRU double hook. Blew casing down. POOH with RBP and packer. Packer tested ok. Set packer at 8974'. RU swab. Made several runs. Released packer. Set RBP at 8081'. Set packer at 7967'. Swabbed well. Continue to work on packer. Blew well down. RIH with free point, tag at 7976'. Made cut at 7978'. Pulled tubing free. POOH with 251 jts. Released RBP power swivel. Blew well down. RIH with Baker 5 1/2" retrievable BP Packer. Set RBP at 7950'. Tested and set packer at 7809'. Ran swab. Well open to tank during swab operations. Left well flowing to tank.

RECEIVED

OCT 15 2001

DIVISION OF
OIL, GAS AND MINING

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

Name (Printed/Typed)
Diann Flowers

Signature 

Title
Regulatory Specialist

Date
10/8/2001

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____ Title _____ Date _____

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UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

SUBMIT IN TRIPLICATE - Other Instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
 Dominion Exploration & Production, Inc.

3a. Address Suite 600
 14000 Quail Springs Parkway, OKC, OK 73134

3b. Phone No. (include area code)
 (405) 749-5263

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 767' FNL & 628' FEL, Sec. 28-10S-20E

5. Lease Serial No.
 AL-14-20-H62-4783

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

7. If Unit or CA/Agreement, Name and/or No.
 Hill Creek Unit

8. Well Name and No.
 1-28F

9. API Well No.
 43-047-33671

10. Field and Pool, or Exploratory Area
 Natural Buttes

11. County or Parish, State
 Uintah, UT

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

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

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

6/3/03 set CIBP @ 7785', w/2 1/2 sks cmt on top. Perforated interval #5 - Chapita Wells f/5690' to 5710', 20', 2 spf, 40 shots. 6/11/03 Frac w/11.2 Mg YF115ST Plus 30% N2 + 50.3M# 20/40 Ottawa Sd.

Well turned over to production 6/18/03.

See Attached Schematic

RECEIVED
JUL 21 2003
 DIV. OF OIL, GAS & MINING

14. I hereby certify that the foregoing is true and correct
 Name (Printed/Typed)

Carla Christian

Title Regulatory Specialist

Signature

Carla Christian

Date 7/16/2003

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Title

Date

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Office

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DOMINION EXPLORATION & PRODUCTION

Hill Creek Unit 1-28F

767' FNL & 628' FEL Sec. 28-T10S-R20E, Uintah Co., Utah

Datum: KB 16' AGL

KBE: 5000'

SPUDED: 4/1/2001

COMPLETED: 5/4/01

API: 43-047-33671

Current

Top job on 8 5/8" csg: 50 sx G via 1" @ 220'; tagged w/ 1" @ 140', 100 sx G, circ'd to surf BJ 4/7/01

8 5/8" Casing Detail

32# f/ surface to 55'
24# f/ 55' to 2002'
32# f/ 2002' to 3027'

12 1/4" bit

8 5/8", 24/32#, J55, STC, 8rd @ 3027' w/ 450 sx Prem Lite (3.34 cf/sk) + 225 sx G (1.15 cf/sk), circ'd 25 bbl cmt to surf, fell back BJ 4/7/01

7 7/8" bit

Tubing Detail 6/18/03

180 Jts 2 3/8", 4.7#, N80, EUE, 8rd prod tbg

2 3/8" PSN @ 5703'

2 3/8" notched collar @ 5704'

Interval #5 Chapita Wells

Perfs: 5690'-5710' 20' 2 spf 40 shots 0.45" dia Cutters 6/3/03

Frac: 11.2Mg YF115ST Plus/30% N2 + 50.3M# 20/40 Ottawa sd, 2.9-8.9 ppg, AIR 19.9 BPM @ 2528 psi ATP via csg. ISIP - NR, 374 BLWTR Schlumberger 6/11/03

Test: Not avail 6/19/03

6/17/03

SN
Pac fluid
ETD-7467
frac sd

PBTD 7763'

10K CIBP @ 7785' w/ 2 1/2 sx cmt (1.15 cf/sk) Cutters 6/3/03

Interval #4 Mesa Verde

Perfs: 7847-7855, 7915-7920' @ 3 spf (39 Holes) 5/2/01

Frac: 88,588# 20/40 Tempered LC 995 BF 5/17/01

Interval #3 Mesa Verde

Perfs: 7992-7998' @ 4 spf (24 Holes) 5/2/01

Frac: 55,365# 20/40 Tempered LC 909 BF 5/2/01

Interval #2 Mesa Verde

Perfs: 9017-9024, 9030-9034, 9040-9045, 9284-9286' @ 2 spf (36 Holes) 5/1/01

Frac: 127,320 # 20/40 Tempered LC 1848 BF 5/1/01

Interval #1 Mesa Verde

Perfs: 9679-9684 (2 spf), 9786-9792 (2 spf), 9814-9820' (3 spf) (40 Holes) 4/27/01

Frac: 140,340# 20/40 Tempered HS 1901 BF 5/1/01

SN @ 9801'

EOT @ 9837'

PBTD 9842'

5 1/2", 17#, P110, LTC @ 9899' w/ 425 sx Prem Lite II (2.87 cf/sk) + 1150 sx Prem Lite II HS (1.96 cf/sk), circ'd 30 bbl cmt to surf BJ 4/22/01

DTD 9900'
LTD 9910'

RECEIVED

JUL 21 2003

DIV. OF OIL, GAS & MINING

PREPARED BY: Kevin Rupert
Revised by RABPEI /
RAB 6-19-03

HCU1-28F RAB.opt

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

1. Type of Well

Oil Well Gas Well Other

2. Name of Operator

Dominion Exploration & Production, Inc.

3a. Address Suite 600
14000 Quail Springs Parkway, OKC, OK 73134

3b. Phone No. (include area code)
(405) 749-5263

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

767' FNL & 628' FEL, Sec. 28-10S-20E

5. Lease Serial No.

AL-14-20-H62-4783

6. If Indian, Allottee or Tribe Name

Ute Indian Tribe

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

Hill Creek Unit

8. Well Name and No.

1-28F

9. API Well No.

43-047-33671

10. Field and Pool, or Exploratory Area

Natural Buttes

11. County or Parish, State

Uintah, UT

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

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

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

5/25/06 set CIBP @ 5637', dump 20' cmt on CIBP. Perf additional Wasatch interval 4247 - 52, 4260 - 70, 4388- 96, 4399 - 04, 84 holes. 6/8/06 Frac w/73,155# 20/40 Ottawa sd., w/186 mscf of N2 and 517 bbls of YF120ST.

Well turned over to production 6/21/06.

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

Name (Printed/Typed)

Carla Christian

Title Sr. Regulatory Specialist

Signature

Carla Christian

Date 7/20/2006

Approved by

Title

Date

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

Office

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

RECEIVED
JUL 25 2006

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

5. Lease Serial No.
BIA 14-20-H62-4783

6. If Indian, Allottee or Tribe Name
Ute Tribe

7. If Unit or CA/Agreement, Name and/or No.
Hill Creek Unit

8. Well Name and No.
HCU 1-28F

9. API Well No.
43-047-33671

10. Field and Pool, or Exploratory Area
Natural Buttes

11. County or Parish, State
Uintah, UT

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
Dominion Exploration & Production, Inc.

3a. Address
14000 Quail Springs Pkwy, Ste 600, OKC, OK 73134

3b. Phone No. (include area code)
(405) 749-5237

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
767' FNL & 628' FEL, Sec. 28-10S-20E

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

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

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

Dominion requests to convert well to saltwater disposal well per attached procedure.

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

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

Name (Printed/Typed) **Barbara Lester** Title **Regulatory Specialist**

Signature *Barbara Lester* Date **3/14/2007**

Approved by _____ Title _____ Date _____

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

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

**RECEIVED
MAR 19 2007**

DIV. OF OIL, GAS & MINING

HCU 1-28F

Convert to Salt Water Disposal Procedure

1. Rig up workover rig and move in frac tank with 2% KCl water.
2. Nipple down tree and nipple up BOP's.
3. POOH with 4275' of 2-3/8" production tubing.
4. Rig up electric line unit. Set 10K CIBP at 4197'.
5. RIH with 2-3/8" workstring and spot 12 sx of Class G cement on top of CIBP at 4197' (meets BLM and State of Utah requirements for abandoning the Wasatch perforations).
6. Wait for cement to set up.
7. RU electric line unit. Perforate 3692' - 3707', 4SPF, 0.50" holes, with 4" guns. Record static surface pressure in daily report. RD electric line.
8. Run Weatherford Arrowset 1-X nickel coated injection packer on internally coated 2-3/8" tubing and set packer at 3628' (must be within 100' of top perf). Nipple down BOP's and nipple up tree for injection.
9. Swab test. Catch a sample for water analysis at end of test and send to Schlumberger lab for complete water analysis.
10. Perform four point injection test at $\frac{1}{4}$, $\frac{1}{2}$, $\frac{3}{4}$, and 1 BPM to obtain corresponding surface injection pressures.
11. Hook up surface equipment.
12. Pump 4,000 gallons 15% HCl acid via 2-3/8" injection tubing
13. Pump 400 bbl clean, filtered produced water
14. Put well on injection after permit is received

DOMINION EXPLORATION & PRODUCTION, Inc.

HILL CREEK UNIT 1-28F

SPUDDED: 4/1/2001
COMPLETED: 5/24/2001

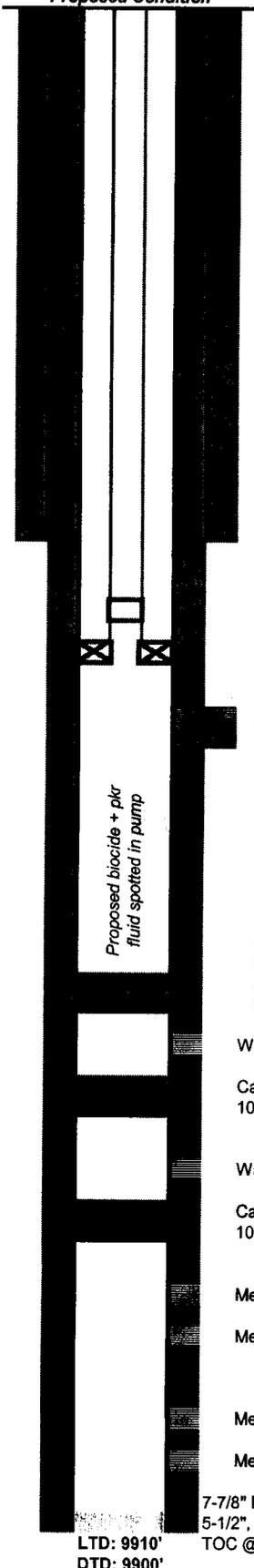
767' FNL & 628' FEL, Section 28-T10S-R20E, Uintah Co., Utah
API: 43-047-33671

Datum: KB 16' AGL
KBE: 5,000'
GLE: 4,984'

Proposed SWD Conversion

Proposed Condition

**NOTE: Unless Stated All Depths
are Measured.
NOT DRAWN TO SCALE**



12-1/4" Bit Size
8-5/8", 24/32#, J-55 @3027' Cemented w/675 sx Class G, Topped backside w/150 sx Class G
TOC @ Surface

*Proposed 2-3/8", 4.7#, N80, 8rd, internally coated tubing (1.73" ID) with
X' profile nipple @ 3615'
Proposed 5-1/2" Weatherford Arrowset 1-X nickel coated packer with "C" valve
and On/Off tool @3628'
EOT @ 3628'*

Green River Brown zone
Proposed perfs: 3692' - 3707', 15', 4 spf, 90 deg ph, 0.50" dia, 60 shots

Proposed Cement for all Plugs:
Class G
15.8 ppg
1.15ft³/sx

Proposed PBTD 4086'
Proposed 12 sx cmt spotted on top via tbg (State of Utah requires a minimum of 100'
of cmt fill on top of CIBP)
Proposed 10K CIBP @ 4197'

Wasatch 4247' - 4404' (84 shots)

Capped with 39' cmt, TOC @5598'
10K CIBP @ 5637' (08/25/2006)

Wasatch 5690' - 5710' (40 shots)

Capped with 22' cmt, TOC @7763'
10K CIBP @ 7785' (06/02/2003)

Mesaverde 7847' - 7920' (39 shots)

Mesaverde 7992' - 7998' (24 shots)

Mesaverde 9017' - 9286' (36 shots)

Mesaverde 9679' - 9820' (40 shots)

7-7/8" Bit Size
5-1/2", 17#, P-110 LT&C @ 9899' Cemented with 1575 sx
TOC @ Surface (circulated 150 sx to surface)

LTD: 9910'
DTD: 9900'

Dominion Exploration & Production

HILL CREEK UNIT 1-28F

WELL: HCU 1-28F	SPUD DATE: 4/1/01	LEASE: 55717
COUNTY: Uintah	RR DATE: 4/23/2001	FIELD: Natural Buttes
STATE: UT	COMP DATE: 5/6/2001	LOCATION: Sec. 28, T-10-S, R-20-E
API #: 43-047-33671	DEPI WI: 100%	FORMATION: Wasatch / Mesaverde
TD: 9,900'	PBTD: 5,617'	ELEVATION: 5,000' KB

CASING RECORD

SURFACE CASING

O.D.	WT./FT.	GRADE	THD	TOP	BTM	NO. JTS.	BIT SZ.	SX CMT.	TOP CMT.
8.625"	24#	J-55	ST&C	SURF	2,003'	47	12.250"	675	* SURF
	32#	J-55	ST&C		2,003'	26			
* Topped backside w/ 150 sx. Cmt. @ surf.									

O.D.	WT./FT.	GRADE	THD	TOP	BTM	NO. JTS.	BIT SZ.	SX CMT.	TOP CMT.
5.500"	17.00#	P-110	LT&C	SURF	9,899'	235	7.875"	1,575	* SURF
* Circ. 30 bbls. good cmt.									

TUBING

O.D.	WT./FT.	GRADE	THD	TOP	BTM	NO. JTS.	BIT SZ.
2.375"	4.7#	N-80	8rd	SURF	4,275'	135	

PERFORATION RECORD

DATE	TOP	BOTTOM	SPF	ZONE	FORMATION / STATUS
04/27/01	9,679'	9,820'	2/3	1	Mesaverde / below CIBP
05/01/01	9,017'	9,286'	2	2	Mesaverde / below CIBP
05/02/01	7,992'	7,998'	4	3	Mesaverde / below CIBP
05/02/01	7,847'	7,920'	3	4	Mesaverde / below CIBP
06/03/03	5,690'	5,710'	2	5	Wasatch / below CIBP
05/26/06	4,247'	4,404'	3	6	Wasatch / open

WELL HISTORY

04/01/01	Spud Well
05/01/01	Frac'd Interval 1 (9,679' - 9,820') w/ 1,901 bbls. 30# gel w/ 140,340# 20/40 THS.
05/01/01	Frac'd Interval 2 (9,017' - 9,286') w/ 1,848 bbls. 30# gel w/ 127,322# 20/40 TLC.
05/02/01	Frac'd Interval 3 (7,992' - 7,998') w/ 909 bbls. 30# gel w/ 55,365# 20/40 TLC.
05/13/01	Last test- 2 MCFPD w/ 259# FCP on a 20/64" choke.
05/17/01	Frac'd Interval 4 (7,847' - 7,920') w/ 995 bbls. N2 foam w/ 88,588# 20/40 TLC.
05/29/01	Last test- 169 MCFPD, 40 BWPD w/ 105# FCP on a 40/64" choke.
06/01/01	Drilled up frac plugs (7,950', 8,020' & 9,762')
06/18/01	Last test- 241 MCFPD, 63 BWPD w/ 26# FTP on a 17/64" choke.
11/02/01	Put well on sucker rod pumping equipment.
06/02/03	Set 10K CIBP @ 7,785'. Capped w/ 2.5 sx. cmt.
06/11/03	Frac'd Interval 5 (5,690' - 5,710') w/ 429 bbls. N2 foam w/ 50,328# 20/40 White.
07/13/03	Last test- 29 MCFPD, 2 BWPD w/ 432# FTP on a 48/64" choke.
05/26/06	Set 10K CIBP @ 5,637'. Capped w/ 20' cmt.
06/09/06	Frac'd Interval 6 (4,247' - 4,404') w/ 527 bbls. N2 foam w/ 73,155# 20/40 White.
08/25/06	Capped CIBP @ 5,637' w/ additional 19' of cmt. New PBTD @ 5,598'.

8-5/8", 24/32#, J-55 @ 3,027'

Wasatch 4,247' - 4,404' (84 shots)

Frac w/ 73 M# 20/40 Ottawa

CIBP @ 5,637'. Capped w/ 39' cmt.

Wasatch 5,690' - 5,710' (40 shots)

Frac w/ 50 M# 20/40 Ottawa

CIBP @ 7,785'. Capped w/ 2.5 sx. cmt.

Mesaverde 7,847' - 7,920' (39 shots)

Frac w/ 88 M# 20/40 Temp. HS

Mesaverde 7,992' - 7,998' (24 shots)

Frac w/ 55 M# 20/40 Temp. LC

Mesaverde 9,017' - 9,286' (36 shots)

Frac w/ 127 M# 20/40 Temp. LC

Mesaverde 9,679' - 9,820' (40 shots)

Frac w/ 140 M# 20/40 Temp. HS

5-1/2", 17#, P-110 LT&C @ 9,899'

TD: 9,900'

TUBULAR GOODS PERFORMANCE

Material	ID (In)	Drift (In)	Collapse* (psi)	Burst* (psi)	Tensile (lbs)
8-5/8", 24#, J-55 ST&C	8.097	7.972	1,370	2,950	244,000
8-5/8", 32#, J-55 ST&C	7.921	7.796	2,530	3,930	372,000
5-1/2", 17#, P-110 LT&C	4.892	4.767	7,460	10,640	445,000
2-3/8", 4.7#, N-80 EUE	1.995	1.901	11,780	11,200	104,340

* Safety factor not included.

CAPACITIES

Tubular Cap.	(bbl/ft)	(cf/ft)
8-5/8" Casing	.06360	0.3575
5-1/2" Casing	.02320	0.1305
2-3/8" Tubing	.00387	0.0217

Prepared By: Mark Timmons

Date: 8/21/2006

Office #: (405) 749-3420

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:

7/1/2007

FROM: (Old Operator): N1095-Dominion Exploration & Production, Inc 14000 Quail Springs Parkway, Suite 600 Oklahoma City, OK 73134 Phone: 1 (405) 749-1300	TO: (New Operator): N2615-XTO Energy Inc 810 Houston St Fort Worth, TX 76102 Phone: 1 (817) 870-2800
--	--

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 8/6/2007
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 8/6/2007
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 8/6/2007
- a. Is the new operator registered in the State of Utah: Business Number: 5655506-0143
- b. If **NO**, the operator was contacted on:
- a. (R649-9-2)Waste Management Plan has been received on: IN PLACE
- b. Inspections of LA PA state/fee well sites complete on: n/a
- c. Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on:
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on:
- Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on:

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 9/27/2007
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 9/27/2007
- Bond information entered in RBDMS on: 9/27/2007
- Fee/State wells attached to bond in RBDMS on: 9/27/2007
- Injection Projects to new operator in RBDMS on: 9/27/2007
- Receipt of Acceptance of Drilling Procedures for APD/New on: 9/27/2007

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: UTB000138
 - Indian well(s) covered by Bond Number: n/a
 - a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 104312762
 - b. The **FORMER** operator has requested a release of liability from their bond on: 1/23/2008
- The Division sent response by letter on:

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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:
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: SEE ATTACHED	
2. NAME OF OPERATOR: XTO Energy Inc. N2615	9. API NUMBER: SEE ATTACHED	
3. ADDRESS OF OPERATOR: 810 Houston Street CITY Fort Worth STATE TX ZIP 76102	PHONE NUMBER: (817) 870-2800	10. FIELD AND POOL, OR WILDCAT: Natural Buttes
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 checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input 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"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
Effective July 1, 2007, XTO Energy Inc. has purchased the wells listed on the attachment from:

Dominion Exploration & Production, Inc. **N1095**
14000 Quail Springs Parkway, Suite 600
Oklahoma City, OK 73134

James D. Abercrombie **(405) 749-1300**
James D. Abercrombie
Sr. Vice President, General Manager - Western Business Unit

Please be advised that XTO Energy Inc. is considered to be the operator on the attached list and is responsible under the terms and conditions of the lease for the operations conducted upon the lease lands. Bond coverage is provided by Nationwide BLM Bond #104312750 and Department of Natural Resources Bond #104312762.

NAME (PLEASE PRINT) <u>Edwin S. Ryan, Jr.</u>	TITLE <u>Sr. Vice President - Land Administration</u>
SIGNATURE <i>Edwin S. Ryan, Jr.</i>	DATE <u>7/31/2007</u>

(This space for State use only)

APPROVED 9127107
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED
AUG 06 2007
DIV. OF OIL, GAS & MINING

N1095 DOMINION E and P, INC. to N2615 XTO ENERGY, INC.

api	well name	qtr_qtr	sec.	twp	rng	lease num	entity	Lease	well	stat
4304731522	FEDERAL 1-29	SWNW	29	100S	200E	U-28203	12829	Federal	GW	P
4304731601	HILLCREEK FED 1-30	NWSW	30	100S	200E	U-30693	12829	Federal	GW	P
4304731675	HILL CREEK FED 1-27	SEW	27	100S	200E	U-29784	12829	Federal	GW	P
4304733671	HCU 1-28F	NENE	28	100S	200E	14-20-H62-4783	12829	Indian	GW	S
4304733672	HCU 1-29F	NENE	29	100S	200E	U-28203	12829	Federal	GW	P
4304733673	HCU 2-30F	NWNE	30	100S	200E	UTU-29784	12829	Federal	GW	P
4304733688	HCU 3-28F	NENW	28	100S	200E	U-28203	12829	Federal	GW	P
4304733689	HCU 3-29F	NENW	29	100S	200E	U-28203	12829	Federal	GW	P
4304733713	HCU 3-30F	NWNW	30	100S	200E	UTU-30693	12829	Federal	GW	P
4304733835	HCU 5-30F	SWNW	30	100S	200E	U-30693	12829	Federal	GW	P
4304733836	HCU 6-30F	SEW	30	100S	200E	U-30693	12829	Federal	GW	P
4304733964	HCU 8-30F	SENE	30	100S	200E	UTU-29784	12829	Federal	GW	P
4304733965	HCU 11-30F	NESW	30	100S	200E	U-30693	12829	Federal	GW	P
4304733966	HCU 13-30F	SWSW	30	100S	200E	U-30693	12829	Federal	GW	P
4304734045	HCU 5-28F	SWNW	28	100S	200E	U-28203	12829	Federal	GW	P
4304734046	HCU 7-29F	SWNE	29	100S	200E	U-28203	12829	Federal	GW	P
4304734223	HCU 9-29F	NESE	29	100S	200E	U-28203	12829	Federal	GW	P
4304734298	HCU 3-31F	NWNW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734299	HCU 5-31F	SWNW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734300	HCU 7-31F	SEW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734316	HCU 2-27F	NWNE	27	100S	200E	UTU-79130	12829	Federal	GW	P
4304734351	HCU 8-27F	SENE	27	100S	200E	UTU-79130	12829	Federal	GW	P
4304734352	HCU 11-31F	NWSW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734353	HCU 13-31F	SWSW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734853	HCU 1-33F	NENE	33	100S	200E	14-20-H62-4782	12829	Indian	GW	P
4304734854	HCU 3-34F	NENW	34	100S	200E	U-28203	12829	Federal	GW	P
4304734913	HCU 1-27F	NENE	27	100S	200E	U-79130	12829	Federal	GW	P
4304734914	HCU 3-27F	NENW	27	100S	200E	U-79130	12829	Federal	GW	P
4304734915	HCU 7-27F	SWNE	27	100S	200E	U-79130	12829	Federal	GW	S
4304734916	HCU 10-27F	NWSE	27	100S	200E	U-79130	12829	Federal	GW	P
4304734917	HCU 14-30F	SWSW	30	100S	200E	U-30693	12829	Federal	GW	P
4304734918	HCU 15-30F	SWSE	30	100S	200E	U-29784	12829	Federal	GW	P
4304734919	HCU 2-31F	NWNE	31	100S	200E	U-30693	12829	Federal	GW	P
4304734920	HCU 6-31F	SWNW	31	100S	200E	U-30693	12829	Federal	GW	P
4304734921	HCU 4-31F	NWNW	31	100S	200E	U-30693	12829	Federal	GW	P
4304735130	HCU 11-27F	NESW	27	100S	200E	U-29784	12829	Federal	GW	P
4304735131	HCU 2-29F	NWNE	29	100S	200E	U-28203	12829	Federal	GW	P
4304735132	HCU 9-30F	NESE	30	100S	200E	U-29784	12829	Federal	GW	P
4304735133	HCU 10-30F	NWSE	30	100S	200E	U-29784	12829	Federal	GW	P
4304735134	HCU 1-31F	NENE	31	100S	200E	U-36903	12829	Federal	GW	P
4304735135	HCU 12-31F	NWSW	31	100S	200E	U-30693	12829	Federal	GW	P
4304735137	HCU 2-33F	NENE	33	100S	200E	U-28203	12829	Federal	GW	P
4304735139	HCU 5-34F	NENW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735154	HCU 13-27F	NESW	27	100S	200E	U-29784	12829	Federal	GW	P
4304735230	HCU 8-33F	SENE	33	100S	200E	14-20-H62-4782	12829	Indian	GW	P
4304735307	HCU 6-29F	SEW	29	100S	200E	U-28203	12829	Federal	GW	P
4304735470	HCU 11-29F	NESW	29	100S	200E	U-28203	12829	Federal	GW	P
4304735471	HCU 10-29F	NWSE	29	100S	200E	U-28203	12829	Federal	GW	P

N1095 DOMINION E and P, INC. to N2615 XTO ENERGY, INC.

api	well_name	qtr_qtr	sec	tpw	rng	lease_num	entity	Lease	well	stat
4304735507	HCU 12-29FA	NESW	29	100S	200E	U-28203	12829	Federal	GW	DRL
4304735724	HCU 16-27F	SESE	27	100S	200E	U-79130	12829	Federal	GW	P
4304735725	HCU 9-27F	NESE	27	100S	200E	U-79130	12829	Federal	GW	P
4304735726	HCU 15-27F	SWSE	27	100S	200E	U-79130	12829	Federal	GW	P
4304735727	HCU 9-34F	NESE	34	100S	200E	U-79130	12829	Federal	GW	P
4304735728	HCU 7-34F	SWNE	34	100S	200E	U-79130	12829	Federal	GW	P
4304735832	HCU 9-33F	NESE	33	100S	200E	U-28203	12829	Federal	GW	P
4304735833	HCU 16-33F	SESE	33	100S	200E	U-28203	12829	Federal	GW	P
4304735835	HCU 11-34F	NESW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735836	HCU 12-34F	NWSW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735837	HCU 13-34F	SWSW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735838	HCU 15-34F	SWSE	34	100S	200E	U-79130	12829	Federal	GW	P
4304735875	HCU 14-34F	SWSE	34	100S	200E	U-79130	12829	Federal	GW	P
4304735934	HCU 8-31F	SENE	31	100S	200E	U-30693	12829	Federal	GW	P
4304735935	HCU 10-31F	NWSE	31	100S	200E	U-30693	12829	Federal	GW	P
4304735936	HCU 9-31F	NWSE	31	100S	200E	U-30693	12829	Federal	GW	P
4304735939	HCU 16-28F	SESE	28	100S	200E	U-28203	12829	Federal	GW	P
4304735940	HCU 6-34F	SENE	34	100S	200E	U-28203	12829	Federal	GW	P
4304735996	HCU 16-34F	SESE	34	100S	200E	U-79130	12829	Federal	GW	P
4304736046	HCU 14-31F	SWSW	31	100S	200E	U-30693	12829	Federal	GW	P
4304736251	HCU 16-30F	NESE	30	100S	200E	U-29784	12829	Federal	GW	P
4304736319	HCU 10-28F	NWSE	28	100S	200E	U-28203	12829	Federal	GW	P
4304736320	HCU 13-28F	SWSW	28	100S	200E	U-28203	12829	Federal	GW	P
4304736321	HCU 14-28F	SESW	28	100S	200E	U-28203	12829	Federal	GW	P
4304736437	HCU 5-27F	SWNW	27	100S	200E	U-29784	12829	Federal	GW	DRL
4304736438	HCU 4-27F	SWNW	27	100S	200E	U-29784	12829	Federal	GW	DRL
4304736439	HCU 11-28F	NESW	28	100S	200E	U-28203	12829	Federal	GW	P
4304736440	HCU 5-30F2	SWNW	30	100S	200E	U-30693	12829	Federal	GW	DRL
4304736601	HCU 5-33F	SWNW	33	100S	200E	U-28203	12829	Federal	GW	P
4304736602	HCU 12-33F	NWSW	33	100S	200E	U-28203	12829	Federal	GW	P
4304736603	HCU 6-28F	SENE	28	100S	200E	U-28203	12829	Federal	GW	S
4304736604	HCU 12-28F	NWSW	28	100S	200E	U-28203	12829	Federal	GW	P
4304736685	HCU 13-33F	SWSW	33	100S	200E	U-28203	12829	Federal	GW	P
4304736846	HCU 9-28F	NESE	28	100S	200E	14-20-H62-4781	12829	Indian	GW	P
4304736847	HCU 8-28F	SENE	28	100S	200E	14-20-H62-4783	12829	Indian	GW	P
4304736848	HCU 7-28F	SWNE	28	100S	200E	U-28203	12829	Federal	GW	P
4304736849	HCU 1-34F	NENE	34	100S	200E	U-79130	12829	Federal	GW	P
4304736852	HCU 14-27F	NESW	27	100S	200E	U-29784	12829	Federal	GW	DRL
4304736853	HCU 16-29F	SESE	29	100S	200E	U-28203	12829	Federal	GW	P
4304737060	HCU 4-33F	NWNW	33	100S	200E	U-28203	12829	Federal	GW	P
4304737202	HCU 6-33F	SENE	33	100S	200E	U-28203	12829	Federal	GW	P
4304737203	HCU 3-33F	NWNE	33	100S	200E	U-28203	12829	Federal	OW	P
4304737204	HCU 15-28F	NWNE	33	100S	200E	14-20-H62-4781	12829	Indian	OW	P
4304737284	HCU 7-30F	SENE	30	100S	200E	U-29784	99999	Federal	OW	DRL
4304737340	HCU 5-29F	SWNW	29	100S	200E	U-28203	12829	Federal	GW	P
4304737360	HCU 11-33F	NWSW	33	100S	200E	U-28203	12829	Federal	GW	P
4304737424	HCU 12-27F	NESW	27	100S	200E	U-29784	12829	Federal	OW	DRL
4304737425	HCU 14-29F	SWSW	29	100S	200E	U-28203	12829	Federal	GW	P

N1095 DOMINION E and P, INC. to N2615 XTO ENERGY, INC.

api	well name	qtr	qtr	sec	twp	rng	lease num	entity	Lease	well	stat
4304737426	HCU 13-29F	SWSW		29	100S	200E	U-28203	12829	Federal	GW	P
4304737427	HCU 8-29F	NESE		29	100S	200E	U-28203	12829	Federal	GW	P
4304737445	HCU 8-34F	SENE		34	100S	200E	U-79130	12829	Federal	OW	S
4304737446	HCU 2-34F	NWNE		34	100S	200E	U-79130	12829	Federal	OW	DRL
4304737447	HCU 7-33F	SENE		33	100S	200E	U-28203	12829	Federal	OW	DRL
4304737570	HCU 10-33F	NWSE		33	100S	200E	14-20-H62-4782	12829	Indian	GW	P
4304737749	HCU 4-28F	NENW		28	100S	200E	U-28203	99999	Federal	GW	DRL
4304737750	HCU 14-33F	SWSE		33	100S	200E	U-028203	12829	Federal	GW	DRL
4304731560	HILL CREEK ST 1-32	SENE		32	100S	200E	ML-22313	12829	State	GW	P
4304734852	HCU 4-32F	NWNW		32	100S	200E	ML-22313-2	12829	State	GW	P
4304735136	HCU 5-32F	SWNW		32	100S	200E	ML-22313-2	12829	State	GW	P
4304735870	HCU 13-32F	NESE		31	100S	200E	ML-22313-2		State	GW	LA
4304735871	HCU 12-32F	NESE		31	100S	200E	ML-22313-2		State	GW	LA
4304735872	HCU 14-32F	SESW		32	100S	200E	ML-22313-2	12829	State	GW	P
4304735873	HCU 3-32F	NENW		32	100S	200E	ML-22313-2	12829	State	GW	DRL
4304735874	HCU 11-32F	SENE		32	100S	200E	ML-22313-2	12829	State	D	PA
4304736322	HCU 16-32F	SESE		32	100S	200E	ML-22313-2	12829	State	GW	P
4304736323	HCU 9-32F	NESE		32	100S	200E	ML-22313-2	12829	State	GW	P
4304736324	HCU 8-32F	SENE		32	100S	200E	ML-22313-2	12829	State	GW	P
4304736441	HCU 1-32F2	NENE		32	100S	200E	ML-22313-2	12829	State	GW	P
4304736684	HCU 7-32F	SENE		32	100S	200E	ML-22313-2	12829	State	GW	P



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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



IN REPLY REFER TO
3180
UT-922

Dominion Exploration & Production, Inc.
Attn: James D. Abercrombie
14000 Quail Springs Parkway, #600
Oklahoma City, OK 73134-2600

August 10, 2007

Re: Hill Creek Unit
Uintah County, Utah

Gentlemen:

On August 8, 2007, we received an indenture dated June 30, 2007, whereby Dominion Exploration & Production, Inc. resigned as Unit Operator and XTO Energy Inc. was designated as Successor Unit Operator for the Hill Creek Unit, Uintah County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective August 15, 2007. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the Hill Creek Unit Agreement.

Your statewide oil and gas Bond No. UTB000138 will be used to cover all operations within the River Bend Unit.

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

Sincerely,

/s/ Greg J. Noble

Greg J. Noble
Acting Chief, Branch of Fluid Minerals

Enclosure

RECEIVED

AUG 16 2007

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

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

5. Lease Serial No.
U288203- 17-20-1462-4783

6. If Indian, Allottee or Tribe Name
Ute Tribe

SUBMIT IN TRIPLICATE -- Other Instructions on page 2.

7. If Unit of CA/Agreement, Name and/or No.
Hill Creek Unit

8. Well Name and No.
HCU 1-28F

9. API Well No.
43-047-33671

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
XTO Energy, Inc.

3a. Address
P.O. BOX 1380, Roosevelt, Utah, 84068

3b. Phone No. (include area code)
435-722-4521

4. Location of Well (Footage, Sec., T., R. M., or Survey Description)
728' FNL & 628' FEL, NENE, S28, T10S, R20E

10. Field and Pool or Exploratory Area
Natural Buttes

11. Country or Parish, State
U/ntah, Utah

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

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

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

XTO Energy, Inc., has secured permission from the United States Environmental Protection Agency (EPA) to convert the HCU 1-28F well into an underground injection well. The Underground Injection Control (UIC) permit number is UT21124-07613

XTO requests BLM permission to convert the well as described within the UIC permit (Please see attached UIC permit, Statement of Basis, and Map).

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

RECEIVED
VERTICAL FIELD OFFICE
2008 NOV 19 PM 1 07
DEPT OF THE INTERIOR
BUREAU OF LAND MGMT

14. I hereby certify that the foregoing is true and correct.
Name (Printed/Typed)
Ken Secrest

Title Regulatory Coordinator

Signature

Date 11/19/2008

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Petroleum Engineer

Date DEC 1 2008

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

Office

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

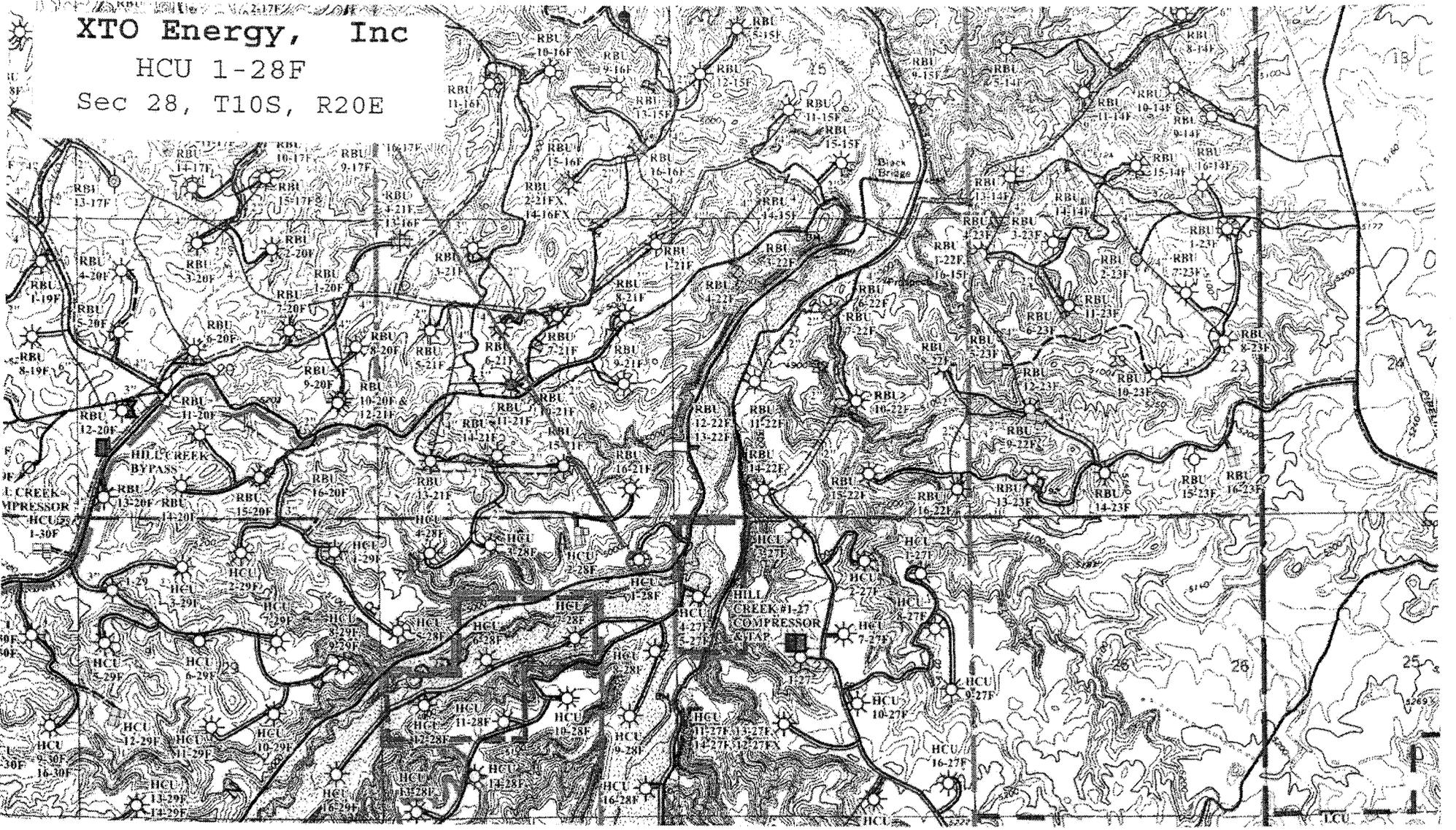
(Instructions on page 2)

OPERATOR

XTO Energy, Inc

HCU 1-28F

Sec 28, T10S, R20E



SPUDED : 04/01/01
COMPLETED: 05/24/01

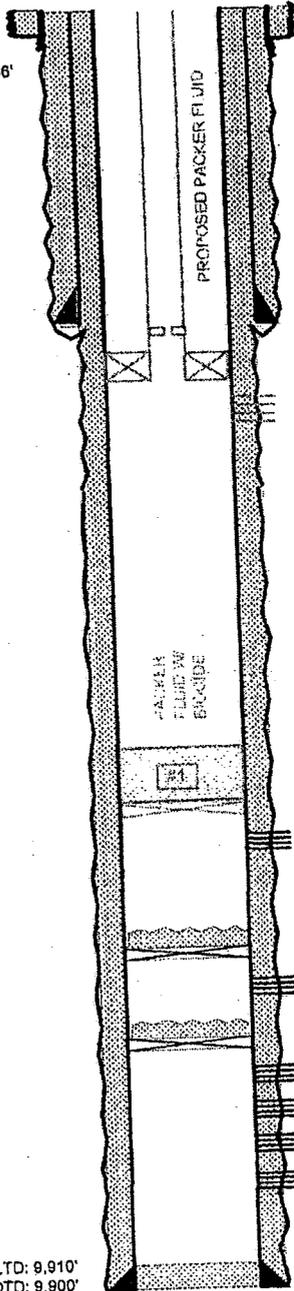
ATTACHMENT "M" CONSTRUCTION DETAIL PROPOSED SWD CONVERSION XTO ENERGY

KB: 5,000'
GL: 4,984'
CORR: 16'

HILL CREEK UNIT #1-28F
767' FNL & 628' FEL, SEC 28-T10S-R20E, UINTAH, UTAH
API: 43-047-33671

UNLESS STATED ALL DEPTHS ARE MEASURED
WELLBORE DIAGRAM NOT DRAWN TO SCALE

17-1/2" BIT
13-3/8", 54.5# COND @ 86'
CMT @ SURF



PROPOSED 2-3/8", 4.7# N-80 6RD INTERNALLY COATED LINED T80 (1.73" ID)
X PROFILE NIPPLE @ 3.515', 5-1/2" WEATHERFORD ARROWSET 1-X NICKEL
COATED PKR W/C VLV & ON/OFF TOOL @ 3.058', EOT @ 3.058'

12-1/4" BIT
8-5/8", 24/32#, J-55 ST&C CSG @ 3.027'
CMTD W/675 SX CL G, TOPOUT W/160 SX G
TOC @ SURF

NEW GREEN RIVER PROPOSED PERFS:
3,108'-3,137' 3,246'-3,254' 3,394'-3,426'
3,692'-3,707' 4 JSPP (336 HOLES)

PROPOSED CMT FOR ALL PLUGS
CLASS G @ 15 8 PPG
YIELD 1.15 CF/5K

PROPOSED: CIGR @ 4,197' W/12 SKS CMT ON TOP
TOC & NEW FBTD @ 4,081'

WASATCH: 4,247'-4,404' (84 SHOTS) SQZD

10K CIBP @ 5,637' (05/25/06) W/39' CMT ON TOP. TOC @ 5,596'

WASATCH: 5,690'-5,710' (40 SHOTS) SQZD

10K CIBP @ 7,785' (06/02/03) W/22' CMT ON TOP. TOC @ 7,763'

MV: 7,847'-7,920' (26 SHOTS) SQZD

MV: 7,992'-7,998' (24 SHOTS) SQZD

MV: 9,017'-9,286' (36 SHOTS) SQZD

MV: 9,679'-9,820' (40 SHOTS) SQZD

7-7/8" BIT
5-1/2", 17#, P-110, LT&C CSG @ 9,899'
CMTD W/1,575 SX CMT
CIRC 30 BBLs CMT TO SURF. TOC @ SURF.

LTD: 9,910'
DTD: 9,900'

UT21124-07613_Constr_HCU1-28F.jpg

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

DOG M COPY FORM APPROVED
BIA NO. 1004-0137
Expires July 31, 2010

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE - Other instructions on page 2

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. BIA 14-20-H62-4783
2. Name of Operator XTO ENERGY INC.		6. If Indian, Allottee or Tribe Name UTE TRIBE
3a. Address 382 CR 3100 AZTEC, NM 87410	3b. Phone No. (include area code) 505-333-3100	7. If Unit or CA/Agreement, Name and/or No. HILL CREEK UNIT
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 767' FNL & 628' FEL NENE SEC 28-T10S-R20E		8. Well Name and No. HCU 1-28F
		9. API Well No. 43-047-33671
		10. Field and Pool, or Exploratory Area NATURAL BUTTES
		11. County or Parish, State UINTAH UTAH

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

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

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

XTO Energy has converted this well to a salt water disposal well. A MIT was conducted on 7/22/2009. Please see attached MIT chart, Morning Report, & current wellbore diagram.

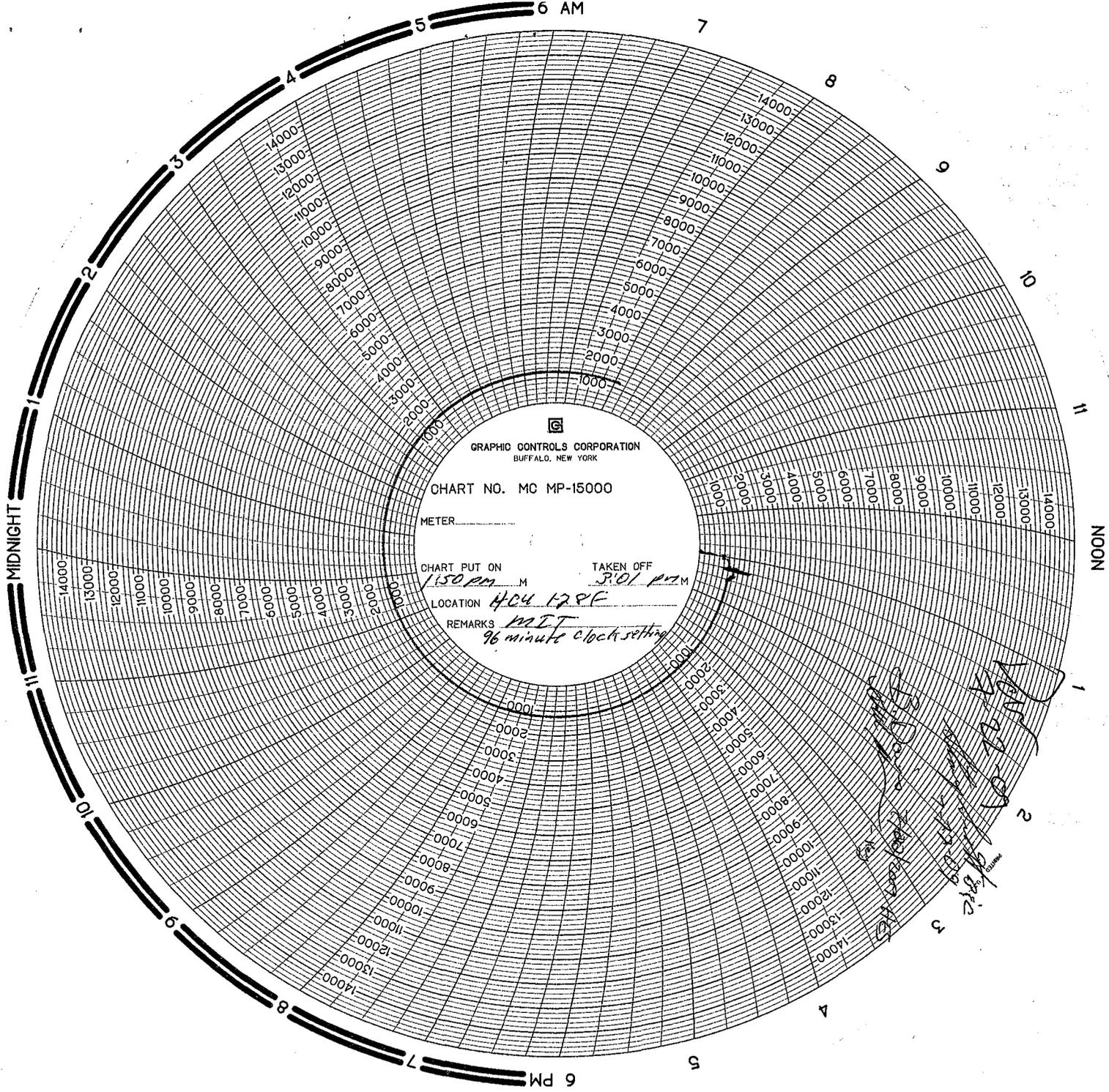
RECEIVED
AUG 04 2009
DIV. OF OIL, GAS & MINING

14. I hereby certify that the foregoing is true and correct Name (Printed/Typed) BARBARA A. NICOL	Title REGULATORY CLERK
Signature <i>Barbara A. Nicol</i>	Date 7/31/2009

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

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

DOG M COPY



HCU 1-28F

API # 43-047-33671

UT 21124-07613

MIT test Date 7-22-09

pw

EXECUTIVE SUMMARY REPORT

7/30/2008 - 7/31/2009
 Report run on 7/31/2009 at 12:21 PM

Hill Creek Unit 01-28F SWD

Section 28-10S-20E, Uintah, Utah, Roosevelt
 Objective: Convert to SWD.
 Date First Report: 7/6/2009
 Method of Production: SWD

7/6/2009 SICIP 300 psig. First rpt for SWD Conversion. MIRU Key #6013. Bd well. Csg flwg. Attd to KW w/2% KCl, press incr'd to 1000 psig after ppg 15 bbls. F. 1 BO, 130 BLW, 1"ck, 4 hrs. Rets of gas, wtr & tr of oil. FCP 0- 50 psig. MIRU WLU. RIH w/4.5" GR to 4300', no ti spts. POH & LD GR. RIH & set 5-1/2" CIBP @ 4197'. POH & LD setting tl. RDMO WLU. ND frac vlv. NU BOP. PT csg & CIBP to 5000 psig w/6 BW, 10", gd tst. PU & TIH w/notched col, 2-7/8" SN & 127 jts 2-7/8", L-80, 6.5#, EUE, 8rd tbg. EOT @ 4191'. SWI & SDFN. 0 BLWTR.

7/7/2009 ===== Hill Creek Unit 01-28F SWD =====
 SITP 0 psig. SICIP 0 psig. MIRU cmt crew. W/EOT @ 4191', sptd 15 sx (3 bbls) class G cmt on CIBP @ 4197' (New PBD @ 4071'). TOH w/8 jts 2-7/8", EOT @ 3950'. RC w/36 BFW. RDMO cmt crew. RU & RIH w/swb tls. Swb FL dwn to 3200' FS. Recd 70 BLW. RD swb tls. TOH w/ 2-7/8" tbg, 2-7/8" SN & notched col. MIRU Perf O Log WLU. RIH w/3-1/8" csg guns loaded w/Titan EXP-3323-361T, 22.7 gm chrgs. Perf GR (Brown Zone) fr/3,682' - 3707' w/4 JSPF (90 deg phasing, 0.36" EHD, 35.6 pene., 100 holes). POH & LD perf guns. RDMO Perf O Log. TIH w/5-1/2" pkr, 2-7/8" SN & 110 jts 2-7/8" tbg. Set pkr @ 3636'. PT TCA & pkr to 1000 psig, gd tst. RU & RIH w/swb tls. BFL @ 2200' FS. S. 0 BO, 22 BLW, 6 runs, 2 hrs. FFL @ 3200' FS. RD swb tls. Wtr smpl sent to HES & Nalco for anal. SWI & SDFN.

7/8/2009 ===== Hill Creek Unit 01-28F SWD =====
 SITP 50 psig. SICIP 0 psig. Bd tbg. WO wtr anal results.. Received verbal approval to cont w/frac ops. Rlsd 5-1/2" pkr @ 3636'. TOH w/110 jts 2-7/8" tbg. LD 5-1/2" pkr. Prep to frac. SWI & SDFN.

7/9/2009 ===== Hill Creek Unit 01-28F SWD =====
 SICIP 0 psig. MIRU Frac-Tech. Held safety mtg & PT all surface lines to 5,000 psig, gd tst. BD GR (Brown zone) perfs fr/3682'- 3707' w/2016 psig. Spearhead 1,500 gals of 15% NEFE HCL ac & follow w/2,000 gals 2% KCl wtr spacer. Frac'd GR perfs fr/3,682'- 3,707' dwn 5-1/2" csg w/61,012 gals Turquoise 20# XL gel carrying 149,690# Brady 16/30 sd. Flshd frac w/45 bls 2% KCL wtr. Frac screen out leaving 4,900# of sd in well bore during 6# stage. Max DH sd conc 6 ppg. ISIP 5000 psig, 5" SIP 2,720 psig, 10" SIP 1,575 & 15" SIP 1,594. AIR 46.2 BPM. ATP 2,411 psig. SWI. RD Frac-Tech. SDFN. 2209 BLWTR.

7/10/2009 ===== Hill Creek Unit 01-28F SWD =====
 SICIP 500 psig. MIRU Perf O Log. RIH w/4-1/2" GR & tgd sd @ 3097'. POH w/GR. Csg flwg. F. 0 BO, 200 BLW, 1" ck, 2-1/2" hrs. Rets of wtr & med - hvy sd. FCP 25 psig. SWI & let sd settle for 1 hr. RIH w/4-1/2" GR to 3560'. POH & LD GR. RIH w/5-1/2" CBP & set @ 3540'. POH w/setting tl. RD WLU. PT CBP to 2000 psig, gd tst. TIH w/2-7/8" SN & 106 jts 2-7/8" tbg. EOT @ 3507'. Circ wellbore cln w/85 bbls 2% KCl wtr. RU & RIH w/swb tls. Swb fl dwn to 2500 FS. Recd 54 BLW. RD swb tls. TOH w/tbg & SN. RU WLU. RIH w/3-1/8" csg guns loaded w/Titan EXP-3323-361T, 22.7 gm chrgs. Perf GR fr/3120'- 3138', 3246'- 3254' & 3394'- 3426' w/3 JSPF (120 deg phasing, 0.36" EHD, 35.6 pene., 174 holes). POH & LD perf guns. RDMO Perf O Log. SWI & SDFWE. 1955 BLWTR.

EXECUTIVE SUMMARY REPORT

7/30/2008 - 7/31/2009
Report run on 7/31/2009 at 12:21 PM

7/13/2009 ===== Hill Creek Unit 01-28F SWD =====
SICP 200 psig. Bd well. TIH w/5-1/2" pkr, 5-1/2" RBP, 2-7/8" SN & 104 jts
2-7/8" tbg. Set RBP @ 3460'. Set pkr @ 3380'. GR intrvl @ 3394-3426'. RU &
RIH w/swb tls. BFL @ 0' FS. S. 0 BO, 24 BLW, 4 runs, 1 hrs. FFL @ 3380'
FS. RD swb tls. Wtr smpl sent to HES & Nalco for anal. Rltd tls & move to
next intrvl. Set RBP @ 3295' & pkr @ 3215'. GR intrvl @ 3246-3254'. RU & RIH
w/swb tls. BFL @ 800' FS. S. 0 BO, 20 BLW, 4 runs, 1 hr. FFL @ 3215' FS.
RD swb tls. Wtr smpl sent to HES & Nalco for anal. Rltd tls & Move to next
intrvl. Set RBP @ 3163' & pkr @ 3080'. GR intrvl @ 3120-3138'. RU & RIH
w/swb tls. BFL @ 800' FS. S. 0 BO, 24 BLW, 5 runs, 1 hrs. FFL @ 2950 FS.
RD swb tls. Wtr smpl sent to HES & Nalco for anal. SWI & SDFN.

Intrvl @ 3120-3138' flwd 1.5 GPM while swabbing intrvl @ 3394-3426' & 3246-
3254'.
Swab test / water analysis

7/14/2009 ===== Hill Creek Unit 01-28F SWD =====
SITP 50 psig. SICP 0 psig. Wtr quality tst confirmed w/M Logan. Rltd pkr &
RBP. TOH w/tbg. LD tls. NU & PT frac vlv. Prep to Frac stage 2 in am.
Wtr analysis rpt attached: SWI & SDFN.
Prep to frac

7/15/2009 ===== Hill Creek Unit 01-28F SWD =====
SICP 180 psig. MIRU Frac Tech. Pt srfc lines to 6000 psig. BD GR stg #2
perfs w/2% KCl wtr and EIR. A. GR perfs fr/3120'-3426' w/2,500 gals of 15%
NEFE HCL ac dwn 5-1/2" csg. Brk dwn 1751 psig. .71 FG. Fracd GR stg #2
perfs fr/3120'-3426', dwn 5-1/2" csg w/142,884 gals gelled 2% KCl wtr +
additives (Turquoise Frac) carrying ttl 304,275# 16/30 White sd Flushed
frac w/80 bbls 2% KCl wtr. Max DH sd conc 5.3 ppg. Calc FG 0.93 psig/ft.
AIR 59 BPM. ATP 1787 psig. MTP 2258 psig. 3402 BLWTR SWI 2 hrs. OWU to
tst tnk. 20-48/64 ck. 1100-80 psig. F 6 hrs 0 BO. 840 blwr. Turn well to
flowtesters 18:00 hrs 2662 BLWTR
Flw bk stage 2

7/16/2009 ===== Hill Creek Unit 01-28F SWD =====
FCP 130 psig. 48-24/64" ck. F. 0 BO. 860 BLW, 12 hrs, FCP 80 - 130 psig.
Pmp 60 bbls 10.2# brine to contrl well. TIH w/4.75", bit, BRS, SN & 106 jts
tbg. Tgd 50' sd fill @ 3500. CO & DO CFP @ 3550'. Contd TIH, tgd 30' sd
fill @ 4030'. CO to cmt @ 4060'. Circ well cln. TOH w/tbg & LD bit. TIH
w/TS RBP & HD pkr. Set RBP @ 3725', set pkr @ 3600', Isolating GR perfs @
3682' - 3707'. MI SLU & RIH w/BHP & BHT WL tls. Set tls mid perf @ 3690'.
MIRU Frac Tech. PT surf lines to 5000 psig. Start SRT @ 3:45 p.m. End
pmping. 8:45 p.m. Pmp 500 bbls w/11 step rates. SWI & SDFN. 1902 BLWTR.
Run SRT

7/17/2009 ===== Hill Creek Unit 01-28F SWD =====
SITP 850 psig, SICP 130 psig. Bd tbg. POH w/PLS BHP tls. Rltd RBP & pkr.
Reset RBP @ 3450'. Set pkr @ 3080', Isolating GR perfs @ 3120 - 3426'. RIH
w/BHP & BHT WL tls. Set tls mid perf level @ 3275'. MIRU Frac Tech. PT
surf lines to 5000 psig. Start SRT @ 9:57a.m. End ppg. 12:46 p.m. Ppd 537
bbls during 15 inj rate steps. SWI & SDFWE. 2464 BLWTR.
Run SRT

EXECUTIVE SUMMARY REPORT

7/30/2008 - 7/31/2009
Report run on 7/31/2009 at 12:21 PM

7/20/2009 ===== Hill Creek Unit 01-28F SWD =====
SITP 200 psig, SICP 0 psig. RU SLU. POH w/BHP tls 7/18/2009 8:00 a.m. Rlsd pkr. Estb circ & CO 6' sd abv RBP. Rlsd RBP. TOH & LD tbg wrk strg, pkr & plg. PU & TIH w/the following: All componets Nickel plated. WL re-entry guide, XN nip (2-3/8'' x 1.75''), 10' x 2-3/8'' tbg sub. X nip (2-3/8'' x 1.875'') 10' x 2-3/8'' tbg sub, PLS pkr (5-1/2'' x 2-3/8''), XL 2-3/8'' on/off tl. X nip (2-3/8'' x 1.875'') , xo (2-3/8'' x 2-7/8'') & 92 jts 2-7/8'', 6.5#, L-80, EUE 8rd, lined (Western Falcon Enertube) 2..025'' ID tbg. ND BOP. Pmp 80 bbls pkr fld dwn TCA. Set PLS pkr w/14k tens @ 3054'. EOT @ 3076'. GR perfs fr/3120' - 3707'. PBSD @ 4060'. NU WH. PT TCA to 1000 psig, 10'', tstd gd. SWI & SDFN.
Run Production BHA.

7/21/2009 ===== Hill Creek Unit 01-28F SWD =====
SITP 250 psig. SICP 0 psig. Attempted to PT the TCA. 1000 - 0 psig 18 mins. NO test. ND WH. NU bop. Rlsd pkr & pull 70'. Reset @ 3000'. PT TCA 2000 - 1900 psig 30 mins. Rlsd pkr & TOH w/ injection BHA. MIRU Perf O Log. RIH & set CIBP @ 3660'. Isolating Green river perfs @ 3682-3707'. SWIFN.
Set CIBP

7/22/2009 ===== Hill Creek Unit 01-28F SWD =====
SICP 190 psig. Pmp 80 bbls 10# brine, Bd well. PU & TIH w/the following: All components Nickel plated. WL re-entry guide, XN nip (2-3/8'' x 1.75''), 10' x 2-3/8'' tbg sub. X nip (2-3/8'' x 1.875'') 10' x 2-3/8'' tbg sub, PLS pkr (5-1/2'' x 2-3/8''), XL 2-3/8'' on/off tl. X nip (2-3/8'' x 1.875'') , xo (2-3/8'' x 2-7/8'') & 92 jts 2-7/8'', 6.5#, L-80, EUE 8rd, lined (Western Falcon Enertube) 2..025'' ID tbg. ND BOP. Pmp 80 bbls pkr fld dwn TCA. Set PLS pkr w/20k tens @ 3054'. EOT @ 3076'. GR perfs fr/3120' - 3707'. PBSD @ 4060'. NU WH. PT TCA to 1200 psig, 1h w/chart recorder. SWI & RDMO. Rpts suspnd turn well over to facilities.
RDMOSU

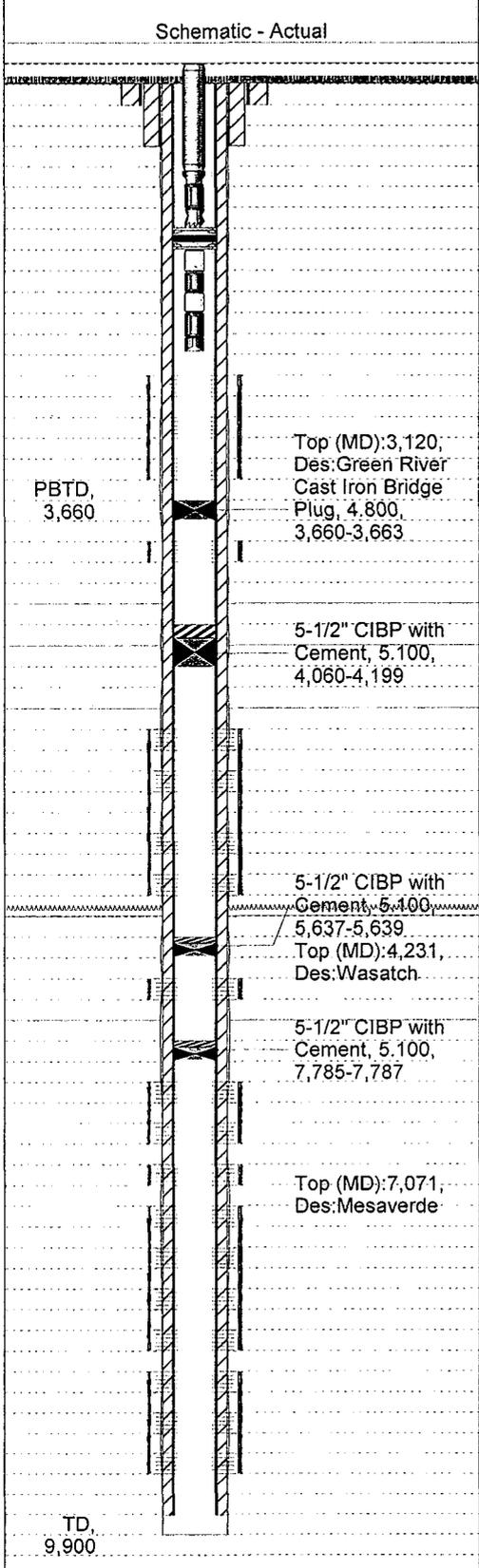


XTO - Wellbore Diagram

Well Name: Hill Creek Unit 01-28F SWD

API/UWI 43047336710000	E/W Dist (ft) 628.0	E/W Ref FEL	N/S Dist (ft) 767.0	N/S Ref FNL	Location T10S-R20E-S28	Field Name Natural Buttes	County Uintah	State Utah
Well Configuration Type Vertical	XTO ID B 162305	Orig KB Elev (ft) 5,000.00	Gr Elev (ft) 4,984.00	KB-Grd (ft) 16.00	Spud Date 4/1/2001	PBTD (All) (ftKB) Original Hole - 3660.0	Total Depth (ftKB) 9,900.0	Method Of Production SWD

Well Config: Vertical - Original Hole, 7/31/2009 11:11:00 AM



Zone	Top (ftKB)	Btm (ftKB)
Green River	3,120.0	3,736.0
Wasatch	4,231.0	7,071.0
Mesaverde	7,071.0	9,910.0

Casing Strings	OD (in)	Wt (lbs/ft)	String Grade	Top Connection	Set Depth (ftKB)
Conductor	13 3/8	54.50	J-55		86.0
Surface	8 5/8	24.00	J-55	ST&C	3,027.0
Production	5 1/2	17.00	P-110	LT&C	9,899.0

Cement	Description	Type	String
3,075	Production Casing Cement	casing	Production, 9,899.0ftKB
3,076	Comment		

Cement	Description	Type	String
3,138	Conductor Casing Cement	casing	Conductor, 86.0ftKB
3,254	Comment		

Cement	Description	Type	String
3,426	Surface Casing Cement	casing	Surface, 3,027.0ftKB
3,663	Comment		

Perforations	Date	Top (ftKB)	Btm (ftKB)	Shot Dens (shots/ft)	Hole Diameter (in)	Phasing (°)	Zone
4,087	7/10/2009	3,120.0	3,138.0	3.0	0.360	120	Green River
4,231	7/10/2009	3,246.0	3,254.0	3.0	0.360	120	Green River
4,247	7/10/2009	3,394.0	3,426.0	3.0	0.360	120	Green River
4,260	7/7/2009	3,682.0	3,707.0	4.0	0.360	90	Green River
4,260	5/25/2006	4,247.0	4,252.0	3.0			Wasatch
4,275	5/25/2006	4,260.0	4,270.0	3.0			Wasatch
4,275	5/25/2006	4,388.0	4,396.0	3.0			Wasatch
4,396	5/25/2006	4,399.0	4,404.0	3.0			Wasatch
4,404	6/3/2003	5,690.0	5,710.0	2.0			Wasatch
4,404	5/2/2001	7,847.0	7,855.0	3.0			Mesaverde
5,637	5/2/2001	7,915.0	7,920.0	3.0			Mesaverde
5,690	5/2/2001	7,992.0	7,998.0	4.0			Mesaverde
7,071	5/1/2001	9,017.0	9,024.0	2.0			Mesaverde
7,071	5/1/2001	9,030.0	9,034.0	2.0			Mesaverde
7,071	5/1/2001	9,040.0	9,045.0	2.0			Mesaverde
7,787	5/1/2001	9,284.0	9,286.0	2.0			Mesaverde
7,855	4/27/2001	9,679.0	9,684.0	2.0			Mesaverde
7,855	4/27/2001	9,786.0	9,792.0	2.0			Mesaverde
7,920	4/27/2001	9,814.0	9,820.0	3.0			Mesaverde

Tubing Strings	Tubing Description	Run Date	Set Depth (ftKB)
9,024	Tubing - Injection (IPC)	7/22/2009	3,076.0

Tubing Components	Item Description	Jts	Model	OD (in)	Wt (lbs/...)	Gra...	Top Thread	Len (ft)	Top (ftKB)	Btm (ftKB)
9,045	Tubing	92	T&C Upset	2 7/8	6.50	L-...	8RD EUE	3,031.78	14.6	3,046.0
9,286	Cross Over			2 7/8		N-...	8RD EUE	0.40	3,046.4	3,046.0
9,684	XN Nipple		X profile	2 3/8	4.70	J-55	8RD EUE	0.94	3,046.8	3,047.0
9,792	On-Off Tool			2 3/8			8RD EUE	2.00	3,047.7	3,049.0
9,820	Packer		PLS	5 1/2			8RD EUE	4.01	3,049.7	3,053.0



XTO - Wellbore Diagram

Well Name: Hill Creek Unit 01-28F SWD

API/UWI 43047336710000	E/W Dist (ft) 628.0	E/W Ref FEL	N/S Dist (ft) 767.0	N/S Ref FNL	Location T10S-R20E-S28	Field Name Natural Buttes	County Uintah	State Utah
Well Configuration Type Vertical	XTO ID B 162305	Orig KB Elev (ft) 5,000.00	Gr Elev (ft) 4,984.00	KB-Grd (ft) 16.00	Spud Date 4/1/2001	PBTD (All) (ftKB) Original Hole - 3660.0	Total Depth (ftKB) 9,900.0	Method Of Production SWD

Well Config: Vertical - Original Hole, 7/31/2009 11:11:00 AM

Schematic - Actual	Incl	ftKB (TVD)	ftKB (MD)	Tubing Components										
				Item Description	Jts	Model	OD (in)	Wt (lbs/...)	Gra...	Top Thread	Len (ft)	Top (ftKB)	Btm (ftKB)	
			15	Tubing Sub		T&C Upset	2 3/8	4.70	N...	8RD EUE	9.98	3,053.7	3,063.	
			86	XN Nipple		X profile	2 3/8	4.70	N...	8RD EUE	0.94	3,063.7	3,064.	
			3,027	Tubing Sub		T&C Upset	2 3/8	4.70	N...	8RD EUE	9.98	3,064.7	3,074.	
			3,047	XN Nipple		XN profile	2 3/8	4.70	N...	8RD EUE	0.94	3,074.6	3,075.	
			3,050	Wireline Guide			2 3/8		N...	8RD EUE	0.42	3,075.6	3,076.	
			3,075											
			3,076											
			3,138											
			3,254											
			3,426											
		3,663												
		3,707												
		3,750												
		4,087												
		4,231												
		4,247												
		4,260												
		4,275												
		4,396												
		4,404												
		5,637												
		5,690												
		7,071												
		7,787												
		7,855												
		7,920												
		7,998												
		9,024												
		9,034												
		9,045												
		9,286												
		9,684												
		9,792												
		9,820												
		9,899												
		9,910												

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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FORM APPROVED
OMB NO. 1004-0137
Expires July 31, 2010

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. Type of Well Oil Well Gas Well Dry Other **INJECTION**

b. Type of Completion: New Well Work Over Deepen Plug Back Diff.Resvr.,
Other **CONVERT TO SALT WATER DISPOSAL**

2. Name of Operator
XTO Energy Inc.

3. Address **382 CR 3100 Aztec, NM 87410** 3a. Phone No. (include area code) **505-333-3100**

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
At surface **767' FNL & 628' FEL**
At top prod. interval reported below
At total depth

5. Lease Serial No.
BIA 14-20-H62-4783

6. If Indian, Allottee or Tribe Name
UTE INDIAN TRIBE

7. Unit or CA Agreement Name and No.
HILL CREEK UNIT

8. Lease Name and Well No.
HCU 1-28F

9. API Well No.
43-047-33671

10. Field and Pool, or Exploratory
NATURAL BUTTES

11. Sec., T., R., M., or Block and Survey or Area
NENE SEC 28-T10S-R20E

12. County or Parish **UTAH** 13. State **UTAH**

14. Date Spudded **4/1/2001** 15. Date T.D. Reached **4/21/2001** 16. Date Completed D & A Ready to Prod. **7/22/09 see #32** 17. Elevations (DF, RKB, RT, GL)* **4,984' GL**

18. Total Depth: MD **9,900'** TVD 19. Plug Back T.D.: MD **4,060'** TVD 20. Depth Bridge Plug Set: MD TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)

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

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

Hole Size	Size/Grade	Wt.(#ft.)	Top (MD)	Bottom (MD)	Stage Cemen-ter Depth	No.of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
17-1/2"	13.3J-55	54.5#	SURF	86'		CONDUCTOR		CALC.	
12-1/4"	8.6 J-55	24/32#	SURF	3,027'		675 PREM G		CIRC.	
7-7/8"	5.5P-110	17#	SURF	9,899'		1,575 G		CIRC.	

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2-7/8"	3,076'	3,053'	5-1/2"					

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	3,682'	3,707'	3,682' - 3,707'	0.36"	100	OPEN
B) GREEN RIVER	3,120'	3,426'	3,120-38; 3,246-54	0.36"	174	OPEN
C)			AND 3,394-3,426			
D)						

26. Perforation Record

Depth Interval	Amount and Type of Material
3,682' - 3,707'	A. w/1,500 g 15% NEFE HCL acid & 2,000 g 2% KCl wtr spacer. F. w/61,012 g Turquoise 20#XL gel carrying 149,690# 16/30 sd.
3,120 - 3,426'	A. w/2,500 g 15% NEFE HCL acid. F. w/142,884 g gelled 2% KCl wtr + Turquoise Frac carrying 304,275# 16/30 Wht sd

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

28. Production - Interval A

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

28a. Production-Interval B

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

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28b. Production - Interval C

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

28c. Production-Interval D

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

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

WELL IS FOR WATER INJECTION ONLY

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GREEN RIVER	932'
				WASATCH TONGUE	3,736'
				GREEN RIVER TONGUE	4,086'
				WASATCH	4,231'
				MESAVERDE	7,071'

32. Additional remarks (include plugging procedure):

**** SUNDRY WILL BE SENT WHEN INJECTION STARTS.**

33. Indicate which items have been attached by placing a check in the appropriate boxes:

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

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

Name (please print) BARBARA A. NICOL

Title REGULATORY CLERK

Signature *Barbara A. Nicol*

Date 8/6/2009

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



**UNDERGROUND INJECTION CONTROL PROGRAM
PERMIT**

PREPARED: October 2008

Permit No. UT21124-07613

Class II Salt Water Disposal Well

**HCU 1-28F
Uintah County, UT**

Issued To

XTO Energy , Inc.

382 Road 3100
Aztec, NM 87410

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Part I. AUTHORIZATION TO CONSTRUCT AND OPERATE

Under the authority of the Safe Drinking Water Act and Underground Injection Control (UIC) Program regulations of the U. S. Environmental Protection Agency (EPA) codified at Title 40 of the Code of Federal Regulations (40 CFR) Parts 2, 124, 144, 146, and 147, and according to the terms of this Permit,

XTO Energy , Inc.
382 Road 3100
Aztec, NM 87410

is authorized to construct and to operate the following Class II injection well or wells:

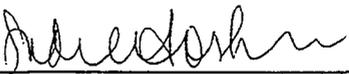
HCU 1-28F
767 FNL 628 FEL, NENE S28, T10S, R20E
Uintah County, UT

EPA regulates the injection of fluids into injection wells so that injection does not endanger underground sources of drinking water (USDWs). EPA UIC Permit conditions are based on authorities set forth at 40 CFR Parts 144 and 146, and address potential impacts to USDWs.

Under 40 CFR Part 144, Subpart D, certain conditions apply to all UIC Permits and may be incorporated either expressly or by reference. General permit conditions for which the content is mandatory and not subject to site-specific differences are not discussed in this document. Issuance of this Permit does not convey any property rights of any sort or any exclusive privilege, nor does it authorize injury to persons or property or invasion of other private rights, or any infringement of other Federal, State or local laws or regulations. (40 CFR §144.35) An EPA UIC Permit may be issued for the operating life of the injection well or project unless terminated for reasonable cause under 40 CFR §§144.39, 144.40 and 144.41, and may be reviewed at least once every five (5) years to determine if action is required under 40 CFR §144.36(a).

This Permit is issued for the life of the well(s) unless modified, revoked and reissued, or terminated under 40 CFR 144.39 or 144.40. This EPA Permit may be adopted, modified, revoked and reissued, or terminated if primary enforcement authority for a UIC Program is delegated to an Indian Tribe or State. Upon the effective date of delegation, reports, notifications, questions and other correspondence should be directed to the Indian Tribe or State Director.

Issue Date: NOV 12 2008 Effective Date NOV 12 2008



Stephen S. Tuber
Assistant Regional Administrator*
Office of Partnerships and Regulatory Assistance

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

PART II. SPECIFIC PERMIT CONDITIONS

Section A. WELL CONSTRUCTION REQUIREMENTS

These requirements represent the approved minimum construction standards for well casing and cement, injection tubing, and packer.

Details of the approved well construction plan are incorporated into this Permit as APPENDIX A. Changes to the approved plan that may occur during construction must be approved by the Director prior to being physically incorporated.

1. Casing and Cement.

The well or wells shall be cased and cemented to prevent the movement of fluids into or between underground sources of drinking water. The well casing and cement shall be designed for the life expectancy of the well and of the grade and size shown in APPENDIX A. Remedial cementing may be required if shown to be inadequate by cement bond log or other attempted demonstration of Part II (External) mechanical integrity.

2. Injection Tubing and Packer.

Injection tubing is required, and shall be run and set with a packer at or below the depth indicated in APPENDIX A. The packer setting depth may be changed provided it remains below the depth indicated in APPENDIX A and the Permittee provides notice and obtains the Director's approval for the change.

3. Sampling and Monitoring Devices.

The Permittee shall install and maintain in good operating condition:

- (a) a "tap" at a conveniently accessible location on the injection flow line between the pump house or storage tanks and the injection well, isolated by shut-off valves, for collection of representative samples of the injected fluid; and
- (b) one-half (1/2) inch female iron pipe fitting, isolated by shut-off valves and located at the wellhead at a conveniently accessible location, for the attachment of a pressure gauge capable of monitoring pressures ranging from normal operating pressures up to the Maximum Allowable Injection Pressure specified in APPENDIX C:
 - (i) on the injection tubing; and
 - (ii) on the tubing-casing annulus (TCA); and
- (c) a pressure actuated shut-off device attached to the injection flow line set to shut-off the injection pump when or before the Maximum Allowable Injection Pressure (MAIP) specified in APPENDIX C is reached at the wellhead; and
- (d) a non-resettable cumulative volume recorder attached to the injection line.

4. Well Logging and Testing

Well logging and testing requirements are found in APPENDIX B. The Permittee shall ensure the log and test requirements are performed within the time frames specified in APPENDIX B. Well logs and tests shall be performed according to current EPA-approved procedures. Well log and test results shall be submitted to the Director within sixty (60) days of completion of the logging or testing activity, and shall include a report describing the methods used during logging or testing and an interpretation of the test or log results.

5. Postponement of Construction or Conversion

The Permittee shall complete well construction within one year of the Effective Date of the Permit, or in the case of an Area Permit within one year of Authorization of the additional well. Authorization to construct and operate shall expire if the well has not been constructed within one year of the Effective Date of the Permit or Authorization and the Permit may be terminated under 40 CFR 144.40, unless the Permittee has notified the Director and requested an extension prior to expiration. Notification shall be in writing, and shall state the reasons for the delay and provide an estimated completion date. Once Authorization has expired under this part, the complete permit process including opportunity for public comment may be required before Authorization to construct and operate may be reissued.

6. Workovers and Alterations

Workovers and alterations shall meet all conditions of the Permit. Prior to beginning any addition or physical alteration to an injection well that may significantly affect the tubing, packer or casing, the Permittee shall give advance notice to the Director and obtain the Director's approval. The Permittee shall record all changes to well construction on a Well Rework Record (EPA Form 7520-12), and shall provide this and any other record of well workover, logging, or test data to EPA within sixty (60) days of completion of the activity.

A successful demonstration of Part I MI is required following the completion of any well workover or alteration which affects the casing, tubing, or packer. Injection operations shall not be resumed until the well has successfully demonstrated mechanical integrity and the Director has provided written approval to resume injection.

Section B. MECHANICAL INTEGRITY

The Permittee is required to ensure each injection well maintains mechanical integrity at all times. The Director, by written notice, may require the Permittee to comply with a schedule describing when mechanical integrity demonstrations shall be made.

An injection well has mechanical integrity if:

- (a) There is no significant leak in the casing, tubing, or packer (Part I); and
- (b) There is no significant fluid movement into an underground source of drinking water through vertical channels adjacent to the injection well bore (Part II).

1. Demonstration of Mechanical Integrity (MI).

The operator shall demonstrate MI prior to commencing injection and periodically thereafter. Well-specific conditions dictate the methods and the frequency for demonstrating MI and are discussed in the Statement of Basis. The logs and tests are designed to demonstrate both internal (Part I) and external (Part II) MI as described above. The conditions present at this well site warrant the methods and frequency required in Appendix B of this Permit.

In addition to these regularly scheduled demonstrations of MI, the operator shall demonstrate internal (Part I) MI after any workover which affects the tubing, packer or casing.

The Director may require additional or alternative tests if the results presented by the operator are not satisfactory to the Director to demonstrate there is no movement of fluid into or between USDWs resulting from injection activity. Results of MI tests shall be submitted to the Director as soon as possible but no later than sixty (60) days after the test is complete.

2. Mechanical Integrity Test Methods and Criteria

EPA-approved methods shall be used to demonstrate mechanical integrity. Ground Water Section Guidance No. 34 "Cement Bond Logging Techniques and Interpretation", Ground Water Section Guidance No. 37, "Demonstrating Part II (External) Mechanical Integrity for a Class II injection well permit", and Ground Water Section Guidance No. 39, "Pressure Testing Injection Wells for Part I (Internal) Mechanical Integrity" are available from EPA and will be provided upon request.

The Director may stipulate specific test methods and criteria best suited for a specific well construction and injection operation.

3. Notification Prior to Testing.

The Permittee shall notify the Director at least 30 days prior to any scheduled mechanical integrity test. The Director may allow a shorter notification period if it would be sufficient to enable EPA to witness the mechanical integrity test. Notification may be in the form of a yearly or quarterly schedule of planned mechanical integrity tests, or it may be on an individual basis.

4. Loss of Mechanical Integrity.

If the well fails to demonstrate mechanical integrity during a test, or a loss of mechanical integrity becomes evident during operation (such as presence of pressure in the TCA, water flowing at the surface, etc.), the Permittee shall notify the Director within 24 hours (see Part III Section E Paragraph 11(e) of this Permit) and the well shall be shut-in within 48 hours unless the Director requires immediate shut-in.

Within five days, the Permittee shall submit a follow-up written report that documents test results, repairs undertaken or a proposed remedial action plan.

Injection operations shall not be resumed until after the well has successfully been repaired and demonstrated mechanical integrity, and the Director has provided approval to resume injection.

Section C. WELL OPERATION

INJECTION BETWEEN THE OUTERMOST CASING PROTECTING UNDERGROUND SOURCES OF DRINKING WATER AND THE WELL BORE IS PROHIBITED.

Injection is approved under the following conditions:

1. Requirements Prior to Commencing Injection.

Well injection, including for new wells authorized by an Area Permit under 40 CFR 144.33 (c), may commence only after all well construction and pre-injection requirements herein have been met and approved. The Permittee may not commence injection until construction is complete, and

- (a) The Permittee has submitted to the Director a notice of completion of construction and a completed EPA Form 7520-10 or 7520-12; all applicable logging and testing requirements of this Permit (see APPENDIX B) have been fulfilled and the records submitted to the Director; mechanical integrity pursuant to 40 CFR 146.8 and Part II Section B of this Permit has been demonstrated; and
 - (i) The Director has inspected or otherwise reviewed the new injection well and finds it is in compliance with the conditions of the Permit; or
 - (ii) The Permittee has not received notice from the Director of his or her intent to inspect or otherwise review the new injection well within 13 days of the date of the notice in Paragraph 1a, in which case prior inspection or review is waived and the Permittee may commence injection.

2. Injection Interval.

Injection is permitted only within the approved injection interval, listed in APPENDIX C. Additional individual injection perforations may be added provided that they remain within the approved injection interval and the Permittee provides notice to the Director in accordance with Part II, Section A, Paragraph 6.

3. Injection Pressure Limitation

- (a) The permitted Maximum Allowable Injection Pressure (MAIP), measured at the wellhead, is found in APPENDIX C. Injection pressure shall not exceed the amount the Director determines is appropriate to ensure that injection does not initiate new fractures or propagate existing fractures in the confining zone adjacent to USDWs. In no case shall injection pressure cause the movement of injection or formation fluids into a USDW.
- (b) The Permittee may request a change of the MAIP, or the MAIP may be increased or decreased by the Director in order to ensure that the requirements in Paragraph (a) above are fulfilled. The Permittee may be required to conduct a step rate injection test or other suitable test to provide information for determining the fracture pressure of the injection zone. Change of the permitted MAIP by the Director shall be by modification of this Permit and APPENDIX C.

4. Injection Volume Limitation.

Injection volume is limited to the total volume specified in APPENDIX C.

5. Injection Fluid Limitation.

Injected fluids are limited to those which are brought to the surface in connection with conventional oil or natural gas production and may be commingled with waste waters from gas plants which are an integral part of production operations unless those waters are classified as a hazardous waste at the time of injection, pursuant to 40 CFR 144.6(b). The well also may be used to inject approved Class II wastes brought to the surface such as drilling fluids and spent well completion, treatment and stimulation fluids. Non-exempt wastes, including unused fracturing fluids or acids, gas plant cooling tower cleaning wastes, service wastes and vacuum truck wastes, are NOT approved. This well is NOT approved for commercial brine or other fluid disposal operation.

6. Tubing-Casing Annulus (TCA)

The tubing-casing annulus (TCA) shall be filled with water treated with a corrosion inhibitor, or other fluid approved by the Director. The TCA valve shall remain closed during normal operating conditions and the TCA pressure shall be maintained at zero (0) psi.

If TCA pressure cannot be maintained at zero (0) psi, the Permittee shall follow the procedures in Ground Water Section Guidance No. 35 "Procedures to follow when excessive annular pressure is observed on a well."

Section D. MONITORING, RECORDKEEPING, AND REPORTING OF RESULTS

1. Monitoring Parameters, Frequency, Records and Reports.

Monitoring parameters are specified in APPENDIX D. Pressure monitoring recordings shall be taken at the wellhead. The listed parameters are to be monitored, recorded and reported at the frequency indicated in APPENDIX D even during periods when the well is not operating.

Monitoring records must include:

- (a) the date, time, exact place and the results of the observation, sampling, measurement, or analysis, and;
- (b) the name of the individual(s) who performed the observation, sampling, measurement, or analysis, and;
- (c) the analytical techniques or methods used for analysis.

2. Monitoring Methods.

- (a) Monitoring observations, measurements, samples, etc. taken for the purpose of complying with these requirements shall be representative of the activity or condition being monitored.

- (b) Methods used to monitor the nature of the injected fluids must comply with analytical methods cited and described in Table 1 of 40 CFR 136.3 or Appendix III of 40 CFR 261, or by other methods that have been approved in writing by the Director.
- (c) Injection pressure, annulus pressure, injection rate, and cumulative injected volumes shall be observed and recorded at the wellhead under normal operating conditions, and all parameters shall be observed simultaneously to provide a clear depiction of well operation.
- (d) Pressures are to be measured in pounds per square inch (psi).
- (e) Fluid volumes are to be measured in standard oil field barrels (bbl).
- (f) Fluid rates are to be measured in barrels per day (bbl/day).

3. Records Retention.

- (a) Records of calibration and maintenance, and all original strip chart recordings for continuous monitoring instrumentation, copies of all reports required by this permit, and records of all data used to complete the application for this permit shall be retained for a period of AT LEAST THREE (3) YEARS from the date of the sample, measurement, report, or application. This period may be extended anytime prior to its expiration by request of the Director.
- (b) Records of the nature and composition of all injected fluids must be retained until three (3) years after the completion of any plugging and abandonment (P&A) procedures specified under 40 CFR 144.52(a)(6) or under Part 146 Subpart G, as appropriate. The Director may require the Permittee to deliver the records to the Director at the conclusion of the retention period. The Permittee shall continue to retain the records after the three (3) year retention period unless the Permittee delivers the records to the Director or obtains written approval from the Director to discard the records.

4. Annual Reports.

Whether the well is operating or not, the Permittee shall submit an Annual Report to the Director that summarizes the results of the monitoring required by Part II Section D and APPENDIX D. The report of fluids injected during the year must identify each new fluid source by well name and location, and the field name or facility name.

The first Annual Report shall cover the period from the effective date of the Permit through December 31 of that year. Subsequent Annual Reports shall cover the period from January 1 through December 31 of the reporting year. Annual Reports shall be submitted by February 15 of the year following data collection. EPA Form 7520-11 may be copied and shall be used to submit the Annual Report, however, the monitoring requirements specified in this Permit are mandatory even if EPA Form 7520-11 indicates otherwise.

Section E. PLUGGING AND ABANDONMENT

1. Notification of Well Abandonment, Conversion or Closure.

The Permittee shall notify the Director in writing at least forty-five (45) days prior to: 1) plugging and abandoning an injection well, 2) converting to a non-injection well, and 3) in the case of an Area Permit, before closure of the project.

2. Well Plugging Requirements

Prior to abandonment, the injection well shall be plugged with cement in a manner which isolates the injection zone and prevents the movement of fluids into or between underground sources of drinking water, and in accordance with 40 CFR 146.10 and other applicable Federal, State or local law or regulations. Tubing, packer and other downhole apparatus shall be removed. Cement with additives such as accelerators and retarders that control or enhance cement properties may be used for plugs; however, volume-extending additives and gel cements are not approved for plug use. Plug placement shall be verified by tagging. Plugging gel of at least 9.6 lb/gal shall be placed between all plugs. A minimum 50 ft surface plug shall be set inside and outside of the surface casing to seal pathways for fluid migration into the subsurface. The Plugging Record must be certified as accurate and complete by the person responsible for the plugging operation. Prior to placement of the cement plug(s) the well shall be in a state of static equilibrium with the mud weight equalized top to bottom, either by circulating the mud in the well at least once or by a comparable method prescribed by the Director.

3. Approved Plugging and Abandonment Plan.

The approved plugging and abandonment plan is incorporated into this Permit as APPENDIX E. Changes to the approved plugging and abandonment plan must be approved by the Director prior to beginning plugging operations. The Director also may require revision of the approved plugging and abandonment plan at any time prior to plugging the well.

4. Forty Five (45) Day Notice of Plugging and Abandonment.

The Permittee shall notify the Director at least forty-five (45) days prior to plugging and abandoning a well and provide notice of any anticipated change to the approved plugging and abandonment plan.

5. Plugging and Abandonment Report.

Within sixty (60) days after plugging a well, the Permittee shall submit a report (EPA Form 7520-13) to the Director. The plugging report shall be certified as accurate by the person who performed the plugging operation. Such report shall consist of either:

- (a) A statement that the well was plugged in accordance with the approved plugging and abandonment plan; or
- (b) Where actual plugging differed from the approved plugging and abandonment plan, an updated version of the plan, on the form supplied by the Director, specifying the differences.

6. Inactive Wells.

After any period of two years during which there is no injection the Permittee shall plug and abandon the well in accordance with Part II Section E Paragraph 2 of this Permit unless the Permittee:

-
- (a) Provides written notice to the Director;
 - (b) Describes the actions or procedures the Permittee will take to ensure that the well will not endanger USDWs during the period of inactivity. These actions and procedures shall include compliance with mechanical integrity demonstration, Financial Responsibility and all other permit requirements designed to protect USDWs; and
 - (c) Receives written notice by the Director temporarily waiving plugging and abandonment requirements.

PART III. CONDITIONS APPLICABLE TO ALL PERMITS

Section A. EFFECT OF PERMIT

The Permittee is allowed to engage in underground injection in accordance with the conditions of this Permit. The Permittee shall not construct, operate, maintain, convert, plug, abandon, or conduct any other activity in a manner that allows the movement of fluid containing any contaminant into underground sources of drinking water, if the presence of that contaminant may cause a violation of any primary drinking water regulation under 40 CFR 142 or may otherwise adversely affect the health of persons. Any underground injection activity not authorized by this Permit or by rule is prohibited. Issuance of this Permit does not convey property rights of any sort or any exclusive privilege; nor does it authorize any injury to persons or property, any invasion of other private rights, or any infringement of any other Federal, State or local law or regulations. Compliance with the terms of this Permit does not constitute a defense to any enforcement action brought under the provisions of Section 1431 of the Safe Drinking Water Act (SDWA) or any other law governing protection of public health or the environment, for any imminent and substantial endangerment to human health or the environment, nor does it serve as a shield to the Permittee's independent obligation to comply with all UIC regulations. Nothing in this Permit relieves the Permittee of any duties under applicable regulations.

Section B. CHANGES TO PERMIT CONDITIONS

1. Modification, Reissuance, or Termination.

The Director may, for cause or upon a request from the Permittee, modify, revoke and reissue, or terminate this Permit in accordance with 40 CFR 124.5, 144.12, 144.39, and 144.40. Also, this Permit is subject to minor modification for causes as specified in 40 CFR 144.41. The filing of a request for modification, revocation and reissuance, termination, or the notification of planned changes or anticipated noncompliance on the part of the Permittee does not stay the applicability or enforceability of any condition of this Permit.

2. Conversions.

The Director may, for cause or upon a written request from the Permittee, allow conversion of the well from a Class II injection well to a non-Class II well. Conversion may not proceed until the Permittee receives written approval from the Director. Conditions of such conversion may include but are not limited to, approval of the proposed well rework, follow up demonstration of mechanical integrity, well-specific monitoring and reporting following the conversion, and demonstration of practical use of the converted configuration.

3. Transfer of Permit.

Under 40 CFR 144.38, this Permit is transferable provided the current Permittee notifies the Director at least thirty (30) days in advance of the proposed transfer date (EPA Form 7520-7) and provides a written agreement between the existing and new Permittees containing a specific date for transfer of Permit responsibility, coverage and liability between them. The notice shall adequately demonstrate that the financial responsibility requirements of 40 CFR 144.52(a)(7) will be met by the new Permittee. The Director may require modification or revocation and reissuance of the Permit to change the name of the Permittee and incorporate such other requirements as may be necessary under the Safe Drinking Water Act; in some cases, modification or revocation and reissuance is mandatory.

4. Permittee Change of Address.

Upon the Permittee's change of address, or whenever the operator changes the address where monitoring records are kept, the Permittee must provide written notice to the Director within 30 days.

5. Construction Changes, Workovers, Logging and Testing Data

The Permittee shall give advance notice to the Director, and shall obtain the Director's written approval prior to any physical alterations or additions to the permitted facility. Alterations or workovers shall meet all conditions as set forth in this permit. The Permittee shall record any changes to the well construction on a Well Rework Record (EPA Form 7520-12), and shall provide this and any other record of well workovers, logging, or test data to EPA within sixty (60) days of completion of the activity.

Following the completion of any well workovers or alterations which affect the casing, tubing, or packer, a successful demonstration of mechanical integrity (Part III, Section F of this Permit) shall be made, and written authorization from the Director received, prior to resuming injection activities.

Section C. SEVERABILITY

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

Section D. CONFIDENTIALITY

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

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

Section E. GENERAL PERMIT REQUIREMENTS

1. Duty to Comply.

The Permittee must comply with all conditions of this Permit. Any noncompliance constitutes a violation of the Safe Drinking Water Act (SDWA) and is grounds for enforcement action; for Permit termination, revocation and reissuance, or modification; or for denial of a permit renewal application; except that the Permittee need not comply with the provisions of this Permit to the extent and for the duration such noncompliance is authorized in an emergency permit under 40 CFR 144.34. All violations of the SDWA may subject the Permittee to penalties and/or criminal prosecution as specified in Section 1423 of the SDWA.

2. Duty to Reapply.

If the Permittee wishes to continue an activity regulated by this Permit after the expiration date of this Permit, under 40 CFR 144.37 the Permittee must apply for a new permit prior to the expiration date.

3. Need to Halt or Reduce Activity Not a Defense.

It shall not be a defense for a Permittee in an enforcement action that it would have been necessary to halt or reduce the permitted activity in order to maintain compliance with the conditions of this Permit.

4. Duty to Mitigate.

The Permittee shall take all reasonable steps to minimize or correct any adverse impact on the environment resulting from noncompliance with this Permit.

5. Proper Operation and Maintenance.

The Permittee shall at all times properly operate and maintain all facilities and systems of treatment and control (and related appurtenances) which are installed or used by the Permittee to achieve compliance with the conditions of this Permit. Proper operation and maintenance includes effective performance, adequate funding, adequate operator staffing and training, and adequate laboratory and process controls, including appropriate quality assurance procedures. This provision requires the operation of back-up or auxiliary facilities or similar systems only when necessary to achieve compliance with the conditions of this Permit.

6. Permit Actions.

This Permit may be modified, revoked and reissued or terminated for cause. The filing of a request by the Permittee for a permit modification, revocation and reissuance, or termination, or a notification of planned changes or anticipated noncompliance, does not stay any permit condition.

7. Property Rights.

This Permit does not convey any property rights of any sort, or any exclusive privilege.

8. Duty to Provide Information.

The Permittee shall furnish to the Director, within a time specified, any information which the Director may request to determine whether cause exists for modifying, revoking and reissuing, or terminating this permit, or to determine compliance with this permit. The Permittee shall also furnish to the Director, upon request, copies of records required to be kept by this Permit. The Permittee is required to submit any information required by this Permit or by the Director to the mailing address designated in writing by the Director.

9. Inspection and Entry.

The Permittee shall allow the Director, or an authorized representative, upon the presentation of credentials and other documents as may be required by law, to:

- (a) Enter upon the Permittee's premises where a regulated facility or activity is located or conducted, or where records must be kept under the conditions of this Permit;

- (b) Have access to and copy, at reasonable times, any records that must be kept under the conditions of this Permit;
- (c) Inspect at reasonable times any facilities, equipment (including monitoring and control equipment), practices, or operations regulated or required under this Permit; and,
- (d) Sample or monitor at reasonable times, for the purpose of assuring permit compliance or as otherwise authorized by the SDWA, any substances or parameters at any location.

10. Signatory Requirements.

All applications, reports or other information submitted to the Director shall be signed and certified according to 40 CFR 144.32. This section explains the requirements for persons duly authorized to sign documents, and provides wording for required certification.

11. Reporting Requirements.

- (a) Planned changes. The Permittee shall give notice to the Director as soon as possible of any planned changes, physical alterations or additions to the permitted facility, and prior to commencing such changes.
- (b) Anticipated noncompliance. The Permittee shall give advance notice to the Director of any planned changes in the permitted facility or activity which may result in noncompliance with permit requirements.
- (c) Monitoring Reports. Monitoring results shall be reported at the intervals specified in this Permit.
- (d) Compliance schedules. Reports of compliance or noncompliance with, or any progress reports on, interim and final requirements contained in any compliance schedule of this Permit shall be submitted no later than 30 days following each schedule date.
- (e) Twenty-four hour reporting. The Permittee shall report to the Director any noncompliance which may endanger human health or the environment, including:
 - (i) Any monitoring or other information which indicates that any contaminant may cause endangerment to a USDW; or
 - (ii) Any noncompliance with a permit condition or malfunction of the injection system which may cause fluid migration into or between USDWs.

Information shall be provided, either directly or by leaving a message, within twenty-four (24) hours from the time the permittee becomes aware of the circumstances by telephoning (800) 227-8917 and requesting EPA Region VIII UIC Program Compliance and Technical Enforcement Director, or by contacting the EPA Region VIII Emergency Operations Center at (303) 293-1788.

In addition, a follow up written report shall be provided to the Director within five (5) days of the time the Permittee becomes aware of the circumstances. The written submission shall contain a description of the noncompliance and its cause, the period of noncompliance including exact dates and times, and if the noncompliance has not been corrected the anticipated time it is expected to continue; and the steps taken or planned to reduce, eliminate, and prevent recurrence of the noncompliance.

- (f) Oil Spill and Chemical Release Reporting: The Permittee shall comply with all reporting requirements related to the occurrence of oil spills and chemical releases by contacting the National Response Center (NRC) at (800) 424-8802, (202) 267-2675, or through the NRC website <http://www.nrc.uscg.mil/index.htm>.
- (g) Other Noncompliance. The Permittee shall report all instances of noncompliance not reported under paragraphs Part III, Section E Paragraph 11(b) or Section E, Paragraph 11(e) at the time the monitoring reports are submitted. The reports shall contain the information listed in Paragraph 11(e) of this Section.
- (h) Other information. Where the Permittee becomes aware that it failed to submit any relevant facts in the permit application, or submitted incorrect information in a permit application or in any report to the Director, the Permittee shall promptly submit such facts or information to the Director.

Section F. FINANCIAL RESPONSIBILITY

1. Method of Providing Financial Responsibility.

The Permittee shall maintain continuous compliance with the requirement to maintain financial responsibility and resources to close, plug, and abandon the underground injection well(s). No substitution of a demonstration of financial responsibility shall become effective until the Permittee receives written notification from the Director that the alternative demonstration of financial responsibility is acceptable. The Director may, on a periodic basis, require the holder of a permit to revise the estimate of the resources needed to plug and abandon the well to reflect changes in such costs and may require the Permittee to provide a revised demonstration of financial responsibility.

2. Insolvency.

In the event of:

- (a) the bankruptcy of the trustee or issuing institution of the financial mechanism; or
- (b) suspension or revocation of the authority of the trustee institution to act as trustee; or

- (c) the institution issuing the financial mechanism losing its authority to issue such an instrument

the Permittee must notify the Director in writing, within ten (10) business days, and the Permittee must establish other financial assurance or liability coverage acceptable to the Director within sixty (60) days after any event specified in (a), (b), or (c) above.

The Permittee must also notify the Director by certified mail of the commencement of voluntary or involuntary proceedings under Title 11 (Bankruptcy), U.S. Code naming the owner or operator as debtor, within ten (10) business days after the commencement of the proceeding. A guarantor, if named as debtor of a corporate guarantee, must make such a notification as required under the terms of the guarantee.

APPENDIX A

WELL CONSTRUCTION REQUIREMENTS

The HCU 1-28F well was drilled to a total depth (TD) of 9990. The plug back total depth (PBTD) is 9842'.

Conductor Casing: A 13 3/8" conductor casing was set at 86' in a 17 1/2" hole and cemented to surface.

Surface Casing: A 8 5/8" 24# & 32# J-55 ST&C casing was set at 3027' in a 12 1/4" hole and cemented to surface with 450 sx of Premium Lite and 225 sx of Class G cement (top out with 150 sx of Class G cement).

Production Casing: A 5 1/2" 17# P-110 LT&C casing was set in a 7 7/8" hole at 9899' with 1575 sx of Class G cement. Calculated TOC using the reported 1575 sx of cement indicates there has been cement loss during the cementing job.

Perforations: The schematic diagram shows the existing and proposed injection perforations into the Lower Green River and Green River Brown zone.

The conversion program includes setting a CICR at approximately 4197' and placing approximately 100' of cement on top of the CICR. Perforations will be made in the Green River Brown Zone between approximately 3692' and 3707' and Lower Green River between approximately 3108' and 3426'. Tubing and packer will be installed no higher than 100' of the top open perforation in the Lower Green River.

SPUDED : 04/01/01
COMPLTED: 05/24/01

ATTACHMENT "M" CONSTRUCTION DETAIL PROPOSED SWD CONVERSION

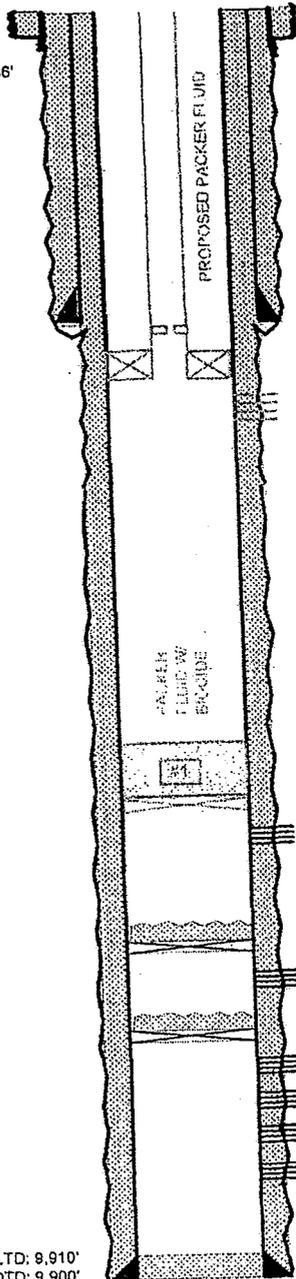
KB: 5,000'
GL: 4,984'
CORR: 16'

XTO ENERGY HILL CREEK UNIT #1-28F

767' FNL & 628' FEL, SEC 28-T10S-R20E, UINTAH, UTAH
API: 43-047-33671

UNLESS STATED ALL DEPTHS ARE MEASURED
WELLBORE DIAGRAM NOT DRAWN TO SCALE

17-1/2" BIT
13-3/8", 54.5# COND @86'
CMT @ SURF



PROPOSED 2-3/8", 4.7#, N-80 6RD INTERNALLY COATED/LINER T8G (1.73" ID)
X PROFILE NIPPLE @3.515', 5-1/2" WEATHERFORD ARROWSET 1-X NICKEL
COATED PKR W/C VLV & ON/OFF TOOL @ 3.058', EOT @ 3.058'

12-1/4" BIT
8-5/8", 24/32#, J-55 ST&C CSG @ 3.027'
CMTD W/675 SX CL G, TOPOUT W/150 SX G
TOC @ SURF

NEW GREEN RIVER PROPOSED PERFS:
3,108'-3,137' 3,245'-3,254' 3,384'-3,426'
3,692'-3,707' 4 JSPF (330 HOLES)

PROPOSED CMT FOR ALL PLUGS
CLASS G @ 15.8 PPG
YIELD 1.15 CF/SK

PROPOSED: CIRC @ 4.197' W/12 SKS CMT ON TOP
TOC & NEW PBD @ 4.061'

WASATCH: 4,247'-4,404' (84 SHOTS) SQZD

10K CIBP @ 5,637' (05/25/06) W/39' CMT ON TOP. TOC @ 5,596'

WASATCH: 5,690'-5,710' (40 SHOTS) SQZD

10K CIBP @ 7,785' (06/02/03) W/22' CMT ON TOP. TOC @ 7,763'

MV: 7,847'-7,920' (26 SHOTS) SQZD

MV: 7,992'-7,998' (24 SHOTS) SQZD

MV: 9,017'-9,286' (36 SHOTS) SQZD

MV: 9,679'-9,820' (40 SHOTS) SQZD

7-7/8" BIT
5-1/2", 17#, P-110, LT&C CSG @ 9.899'
CMTD W/1,575 SX CMT
CIRC 30 BLS CMT TO SURF. TOC @ SURF.

LTD: 9,910'
DTD: 9,900'

UT21124-07613_Constr_HCU1-28F.jpg

APPENDIX B

LOGGING AND TESTING REQUIREMENTS

Logs.

Logs will be conducted according to current UIC guidance. It is the responsibility of the Permittee to obtain and use guidance prior to conducting any well logging required as a condition of this permit.

NO LOGGING REQUIREMENTS

Tests.

Tests will be conducted according to current UIC guidance. It is the responsibility of the Permittee to obtain and use guidance prior to conducting any well test required as a condition of this permit.

WELL NAME: HCU 1-28F	
TYPE OF TEST	DATE DUE
Standard Annulus Pressure	Prior to receiving authorization to inject and at least once every five (5) years after the last successful demonstration of Part I Mechanical Integrity
Pore Pressure	Prior to receiving authorization to inject
Step Rate Test	Prior to receiving authorization to inject. The SRT shall be performed following current EPA guidance.
Injection Zone Water Sample	Prior to receiving authorization to inject, a representative sample (stabilized specific conductivity from three successive swab runs) from the injection zone will be analyzed for TDS, pH, Specific Gravity and Specific Conductivity

APPENDIX C

OPERATING REQUIREMENTS

MAXIMUM ALLOWABLE INJECTION PRESSURE:

Maximum Allowable Injection Pressure (MAIP) as measured at the surface shall not exceed the pressure(s) listed below.

WELL NAME	MAXIMUM ALLOWED INJECTION PRESSURE (psi)
	ZONE 1 (Upper)
HCU 1-28F	915

INJECTION INTERVAL(S):

Injection is permitted only within the approved injection interval listed below. Injection perforations may be altered provided they remain within the approved injection interval and the Permittee provides notice to the Director in accordance with Part II, Section A, Paragraph 6. Specific injection perforations can be found in Appendix A.

WELL NAME: HCU 1-28F	APPROVED INJECTION INTERVAL (KB, ft)		FRACTURE GRADIENT (psi/ft)
	TOP	BOTTOM	
Lower Green River	3,106.00	3,682.00	0.740
Brown Zone	3,682.00	3,736.00	0.740

ANNULUS PRESSURE:

The annulus pressure shall be maintained at zero (0) psi as measured at the wellhead. If this pressure cannot be maintained, the Permittee shall follow the procedures listed under Part II, Section C. 6. of this permit.

MAXIMUM INJECTION VOLUME:

There is no limitation on the number of barrels per day (bbls/day) of water that shall be injected into this well, provided further that in no case shall injection pressure exceed that limit shown in Appendix C.

APPENDIX D

MONITORING AND REPORTING PARAMETERS

This is a listing of the parameters required to be observed, recorded, and reported. Refer to the permit Part II, Section D, for detailed requirements for observing, recording, and reporting these parameters.

OBSERVE WEEKLY AND RECORD AT LEAST ONCE EVERY THIRTY DAYS	
OBSERVE AND RECORD	Injection pressure (psig)
	Annulus pressure(s) (psig)
	Injection rate (bbl/day)
	Fluid volume injected since the well began injecting (bbls)
ANNUALLY	
ANALYZE	Injected fluid total dissolved solids (mg/l)
	Injected fluid specific gravity
	Injected fluid specific conductivity
	Injected fluid pH
ANNUALLY	
REPORT	Each month's maximum and averaged injection pressures (psig)
	Each month's maximum and minimum annulus pressure(s) (psig)
	Each month's injected volume (bbl)
	Fluid volume injected since the well began injecting (bbl)
	Written results of annual injected fluid analysis
	Sources of all fluids injected during the year

In addition to these items, additional Logging and Testing results may be required periodically. For a list of those items and their due dates, please refer to **APPENDIX B - LOGGING AND TESTING REQUIREMENTS.**

APPENDIX E

PLUGGING AND ABANDONMENT REQUIREMENTS

Prior to plugging the well, run a Mechanical Integrity Test, pull tubing and packer, and repair any casing leaks.

At a minimum, the following plugs are required (PLUG NO. 1 is part of conversion program to SWD well):

PLUG NO. 2: Set a CICR at approximately 3058' and pump and squeeze cement into the perforation and provide coverage to at least a depth of 3806'. Place cement on top of CICR casing from approximately 2958' to 3058' across the surface casing footing at 3027'.

PLUG NO. 3: Set a balance plug across Bird's Nest Formation from approximately 1352' to 1500'.

PLUG NO. 4: Set a balance plug across Uintah/Green River Interface from approximately 882' to 982'.

PLUG NO. 5: Set a surface plug inside 5 ½" casing from approximately 150' to surface.

NOTE:

Plug placement must be verified by tagging the top of the plug after the cement has had adequate time to set.

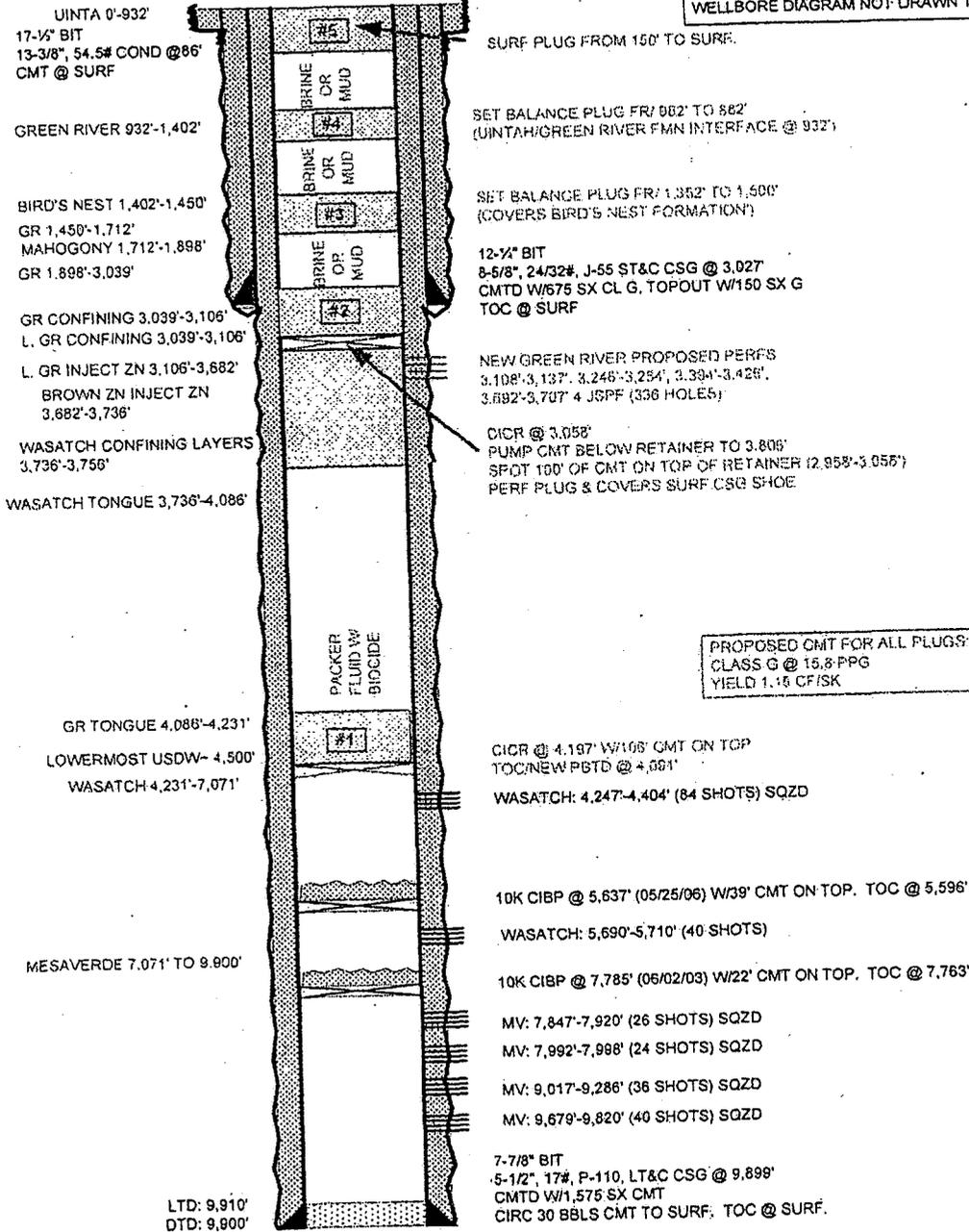
Water-based muds, or brines containing a plugging gel, with a density of at least 9.2 lb/gal should be used during plugging operations, and should remain between plugs in the well after cement plug placement.

SPUDED: 04/01/01
 COMPLETED: 05/24/01

ATTACHMENT "M" CONSTRUCTION DETAIL
PROPOSED P&A PLAN
XTO ENERGY
HILL CREEK UNIT #1-28F
 767' FNL & 628' FEL, SEC 28-T10S-R20E, UINTAH, UTAH
 API: 43-047-33671

KB: 5,000'
 GL: 4,984'
 CORR: 16'

UNLESS STATED ALL DEPTHS ARE MEASURED
 WELLBORE DIAGRAM NOT DRAWN TO SCALE



PROPOSED CMT FOR ALL PLUGS:
 CLASS G @ 15.8 PPG
 YIELD 1.15 CF/SK



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

REGION 8
1595 Wynkoop Street
DENVER, CO 80202-1129
Phone 800-227-8917
<http://www.epa.gov/region08>

Ref: 8P-W-GW

OCT 07 2009

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Michael Logan
XTO Energy, Inc.
382 Road 3100
Aztec, NM 87410

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

RE: Authorization to Inject and
Minor Modification: Increase in Maximum
Allowable Injection Pressure (MAIP) and
Well Diagram Modification
EPA UIC Permit UT21124-07613
Well: HCU 1-28F
Uintah County, UT

43 047 33671
10S 20E 28

Dear Mr. Logan:

Thank you for submitting information regarding completion of construction and testing for the above referenced injection well. Your UIC Permit required submittal of the following information to the Director:

1. Completed EPA Form No. 7520-12
2. New injection well diagram
3. Mechanical Integrity Test (MIT) Part I results
4. Step Rate Test (SRT) results
5. Water samples from each of the proposed injection zone
6. Pore pressure calculation

The results of the SRT from the Lower Green River indicated that the formation may not have fractured at the pressures used during the test and were inconclusive. During the test, the last pressure attempted was 1415 psi which correlates to a fracture gradient of 0.895 psi/ft. In the initial application, the fracture gradient of offset wells in the area was 0.74 psi/ft. It was agreed upon that a more conservative value of 0.8 psi/ft will be used, which correlates to 1110 psi. The new MAIP for HCU 1-28F is now increased from 915 psi to 1110 psi. In order to inject at pressures greater than the permitted MAIP, prior authorization must be obtained from the Director.

A new well diagram has also been submitted. The Brown Zone has been perforated, but has been plugged off at 3660 feet to be used at a later date in the future.

Effective upon the receipt of this letter, Administrative approval hereby is granted for injection under the conditions of your Permit as modified by the condition stated above in this letter. Please be reminded that it is the responsibility of the owner/operator to be aware of, and to comply with, all conditions of the HCU 1-28F Permit UT21124-07613 and relevant modifications as issued.

As of this approval, responsibility for permit compliance and enforcement is transferred to the Region 8 UIC Technical Enforcement Program office. Please direct all future notification, reporting, monitoring and compliance correspondence to the following address, referencing your UIC Permit number and well name.

US EPA Region 8
UIC Technical Enforcement Program
Attn: Nathan Wisner
Mail Code: 8ENF-UFO
1595 Wynkoop Street
Denver, CO 80202-1129

If you have questions regarding the above action, please call Wendy Cheung at 303-312-6242 or 1-800-227-8917, ext. 312-6242.

Sincerely,



Steven J. Pratt, P.E. CAPM (inactive)
Director
Ground Water Program

cc:

Uintah & Ouray Business Committee:
Curtis Cesspooch, Chairman
Irene Cuch, Vice-Chairwoman
Steven Cesspooch, Councilman
Phillip Chimburas, Councilman
Ronald Groves, Councilman
Frances Poowegup, Councilwoman

Ferron Secakuku
Director, Natural Resources
Ute Indian Tribe

Larry Love
Director of Energy & Minerals Dept.
Ute Indian Tribe

Gil Hunt
Associate Director
Utah Division of Oil, Gas, and Mining

Daniel Picard
BIA - Uintah & Ouray Indian Agency

Fluid Minerals Engineering Office
BLM - Vernal Office

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-4783
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7. UNIT or CA AGREEMENT NAME: HILL CREEK
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: HCU 1-28F
2. NAME OF OPERATOR: XTO ENERGY INC	9. API NUMBER: 43047336710000
3. ADDRESS OF OPERATOR: 382 Road 3100 , Aztec, NM, 87410	PHONE NUMBER: 505 333-3159 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0767 FNL 0628 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 28 Township: 10.0S Range: 20.0E Meridian: S	9. FIELD and POOL or WILDCAT: NATURAL BUTTES 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 Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 3/15/2010	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input checked="" type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: FIRST INJECTION

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 XTO Energy Inc. began injection at 8:00 AM, 3/15/2010, 1500 BPD rate, 200 PSI initial pressure.

Accepted by the
 Utah Division of
 Oil, Gas and Mining
FOR RECORD ONLY
 March 16, 2010

NAME (PLEASE PRINT) Barbara Nicol	PHONE NUMBER 505 333-3642	TITLE Regulatory Compliance Tech
SIGNATURE N/A		DATE 3/16/2010

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-4783
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7. UNIT or CA AGREEMENT NAME: HILL CREEK
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: HCU 1-28F
2. NAME OF OPERATOR: XTO ENERGY INC	9. API NUMBER: 43047336710000
3. ADDRESS OF OPERATOR: 382 Road 3100 , Aztec, NM, 87410	PHONE NUMBER: 505 333-3159 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0767 FNL 0628 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 28 Township: 10.0S Range: 20.0E Meridian: S	9. FIELD and POOL or WILDCAT: NATURAL BUTTES 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 Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 3/15/2010	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
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	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input checked="" type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: FIRST INJECTION

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 XTO Energy Inc. began injection at 8:00 AM, 3/15/2010, 1500 BPD rate, 200 PSI initial pressure.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 March 16, 2010

NAME (PLEASE PRINT) Barbara Nicol	PHONE NUMBER 505 333-3642	TITLE Regulatory Compliance Tech
SIGNATURE N/A	DATE 3/16/2010	

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: 14-20-H62-4783
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
1. TYPE OF WELL Water Injection Well		7. UNIT or CA AGREEMENT NAME: HILL CREEK
2. NAME OF OPERATOR: XTO ENERGY INC		8. WELL NAME and NUMBER: HCU 1-28F
3. ADDRESS OF OPERATOR: PO Box 6501 , Englewood, CO, 80155		9. API NUMBER: 43047336710000
PHONE NUMBER: 303 397-3727 Ext		9. FIELD and POOL or WILDCAT: NATURAL BUTTES
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0767 FNL 0628 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 28 Township: 10.0S Range: 20.0E Meridian: S		COUNTY: UINTAH
		STATE: UTAH

11.

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

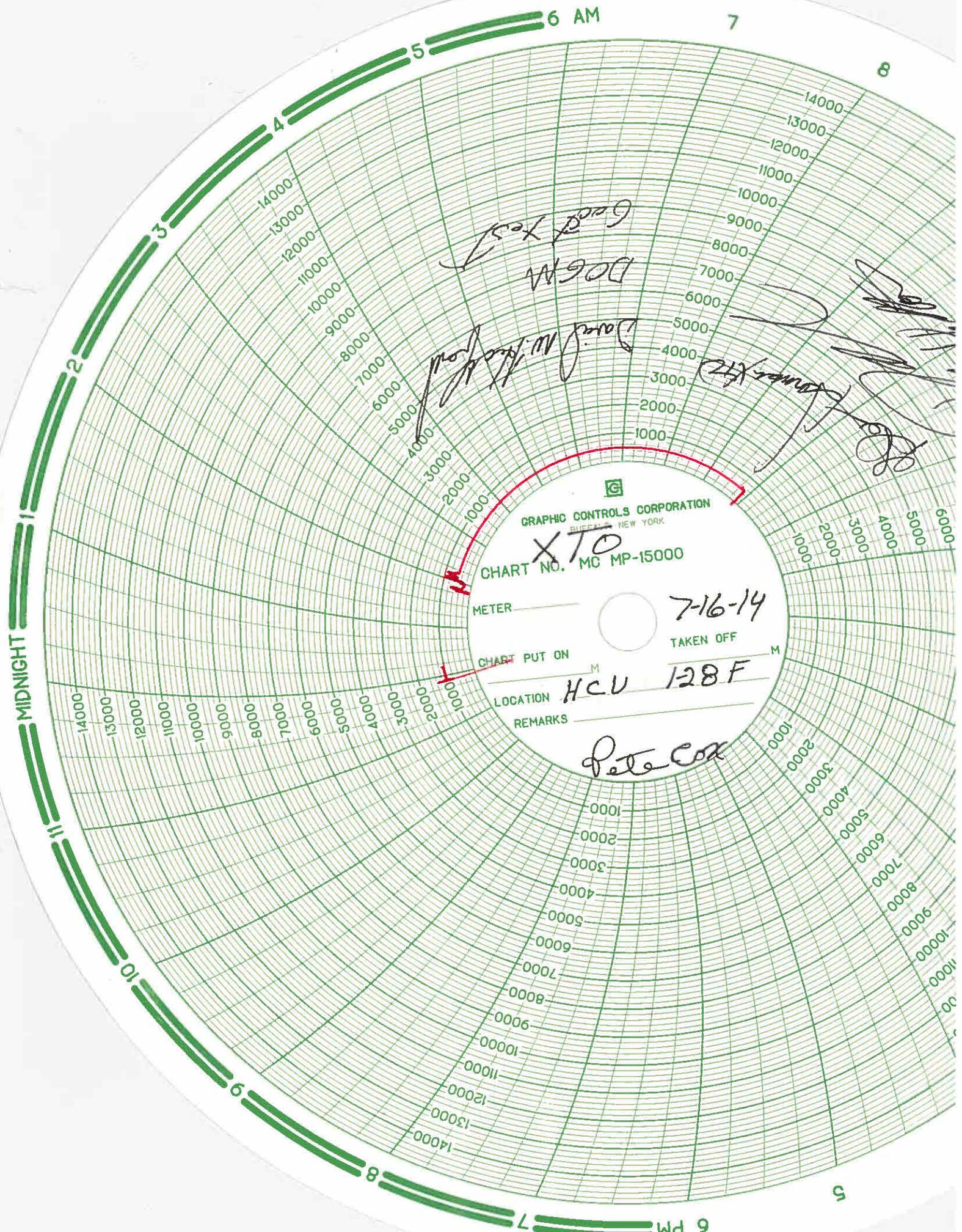
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 7/16/2014	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
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	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="MIT"/>

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

XTO Energy Inc. performed a MIT on this well 7/16/2014. Attached are the EPA MIT Form and Chart. (EPA Permit No. UT21124-07613)

**Accepted by the
Utah Division of
Oil, Gas and Mining**
FOR RECORD ONLY
July 21, 2014

NAME (PLEASE PRINT) Barbara Nicol	PHONE NUMBER 303-397-3736	TITLE Regulatory Analyst
SIGNATURE N/A	DATE 7/18/2014	



Mechanical Integrity Test Casing or Annulus Pressure Mechanical Integrity Test

U.S. Environmental Protection Agency Region 8
Underground Injection Control Program
1595 Wynkoop Street, Denver, CO 80202-1129

EPA Witness: _____ Date: 07/16/2014
 Test conducted by: Glen Harmon
 Others present: David Hackford, Daniel Augusts, Blake Shelton, Peter Cox

Well Name: <u>Hill Creek Unit</u>	Type: ER <u>(SWD)</u>	Status: AC TA UC
Field: <u>Natural Buttes</u>		
Location: <u>1</u>	Sec: <u>28 AT 10 N 10 R 20 E</u>	County: <u>Lincoln</u> State: <u>UT</u>
Operator: <u>XTO Energy</u>		
Last MIT: <u>1/1/</u>	Maximum Allowable Pressure: <u>1100</u> PSIG	

- Is this a regularly scheduled test? Yes No
 Initial test for permit? Yes No
 Test after well rework? Yes No
 Well injecting during test? Yes No If Yes, rate: _____ bpd

Pre-test casing/tubing annulus pressure: _____ 0 psig

MIT DATA TABLE	Test #1	Test #2	Test #3
TUBING PRESSURE			
Initial Pressure	<u>50</u> psig	psig	psig
End of test pressure	<u>50</u> psig	psig	psig
CASING / TUBING ANNULUS PRESSURE			
0 minutes	<u>500</u> psig	psig	psig
5 minutes	<u>500</u> psig	psig	psig
10 minutes	<u>500</u> psig	psig	psig
15 minutes	<u>500</u> psig	psig	psig
20 minutes	<u>500</u> psig	psig	psig
25 minutes	<u>500</u> psig	psig	psig
30 minutes	<u>500</u> psig	psig	psig
_____ minutes	psig	psig	psig
_____ minutes	psig	psig	psig
RESULT	<input checked="" type="checkbox"/> Pass <input type="checkbox"/> Fail	<input type="checkbox"/> Pass <input type="checkbox"/> Fail	<input type="checkbox"/> Pass <input type="checkbox"/> Fail

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

MECHANICAL INTEGRITY PRESSURE TEST

Additional comments for mechanical integrity pressure test, such as volume of fluid added to annulus and bled back at end of test, reason for failing test (casing head leak, tubing leak, other), etc.:

Added 3 gal To Pressure UP TO 500PSI Held
For 30 minutes Bled Back 2 1/2 gallons

Signature of Witness: Allen Hornum

OFFICE USE ONLY - COMPLIANCE FOLLOWUP

Staff _____ Date: ____/____/____

Do you agree with the reported test results? YES NO

If not, why?

Possible violation identified? YES NO

If YES, what

If YES - followup initiated? YES

NO - why not?

Data Entry Compliance Staff 2nd Data Entry Hardcopy Filing