

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

APPLICATION FOR PERMIT TO DRILL

5. LEASE DESIGNATION AND SERIAL NUMBER
ML-2785

6. IF INDIAN ALLOTTEE OR TRIBE NAME
N/A

7. UNIT OF CA AGREEMENT NAME:
N/A

8. WELL NAME and NUMBER:
WV #2W-2-8-21

9. FIELD AND POOL, OR WILDCAT:
UNDESIGNATED

10. QTR/QTR, SECTION, TOWNSHIP, RANGE,
MERIDIAN:
NWNE 2 8S 21E

11. COUNTY:
UINTAH

12. STATE:
UT

13. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE:
11 MILES SOUTH WEST FROM RED WASH UNIT

14. DISTANCE TO NEAREST PROPERTY OR LEASE LINE(FEET)
462' ±

15. NUMBER OF ACRES IN LEASE:
602

16. NUMBER OF ACRES ASSIGNED TO THIS WELL:
40

17. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET)
3000' ±

18. PROPOSED DEPTH
8100'

19. BOND DESCRIPTION:
159261960

20. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.):
4792.4' GR

21. APPROXIMATE DATE WORK WILL START:
ASAP

22. ESTIMATED DURATION:

23 PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT			SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT		
12 1/4"	9 5/8"	K-55	36	450'	CLASS "G"	119	1.18 15.6 ppg
7 7/8"	4 1/2"	N-80	11.6	1500'	CLASS "G"	1564	1.18 12 ppg
7 7/8"	4 1/2"	J-55	11.6	TD	CLASS "G"	123	1.18 14.5 ppg

24 ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERATION GENERAL RULES:

WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER

EVIDNECE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER

COMPLETE DRILLING PLAN

FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OW

NAME (PLEASE PRINT) JOHN BUSCH TITLE RED WASH OPERATIONS REPRESENTATIVE

SIGNATURE John Busch DATE April 18-01

(This space for State use only)

API NUMBER ASSIGNED: 43-042-34034 APPROVAL: _____

RECEIVED

APR 25 2001

DIVISION OF
OIL, GAS AND MINING

CONFIDENTIAL

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 04/25/2001

API NO. ASSIGNED: 43-047-34034

WELL NAME: WV 2W-2-8-21
OPERATOR: SHENANDOAH ENERGY INC (N4235)
CONTACT: JOHN BUSCH

PHONE NUMBER: 435-781-4341

PROPOSED LOCATION:

NWNE 02 080S 210E
SURFACE: 0462 FNL 2000 FEL
BOTTOM: 0462 FNL 2000 FEL
UINTAH
UNDESIGNATED (2)

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	DRD	7/05/01
Geology		
Surface		

LEASE TYPE: 3 - State
LEASE NUMBER: ML-2785
SURFACE OWNER: 3 - State

PROPOSED FORMATION: WSTC

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[] Ind[] Sta[3] Fee[]
(No. 159261960)
- Potash (Y/N)
- Oil Shale (Y/N) *190-5 (B) or 190-3
- Water Permit
(No. 36125)
- RDCC Review (Y/N)
(Date: _____)
- Fee Surf Agreement (Y/N)

LOCATION AND SITING:

- R649-2-3. Unit _____
- R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
- R649-3-3. Exception
- Drilling Unit
Board Cause No: _____
Eff Date: _____
Siting: _____
- R649-3-11. Directional Drill

COMMENTS: Need Presite. (6-20-01)

STIPULATIONS: ① STATEMENT OF BASIS

Casing Schematic

Surface

Watah

9-5/8"
MW 8.4
Frac 19.3

TOC @ 0.
TOC @ 0.
Surface
450. MD

20% washout

2880' -
Green River

B.O.P.

BHP
 $(0.052)(9.5)(8100) = 4001 \text{ psi}$
Anticipated = 3240 psi

Gas
 $(0.12)(8100) = 972 \text{ psi}$
= 3029 psi Calculated MASP
= 2268 psi anticipated MASP

3650' -
Mazonjungle

Gas/mud
 $(0.22)(8100) = 1782 \text{ psi}$
= 2219 psi Calculated MASP
= 1458 psi anticipated MASP

6400' -
Masa

20% washout

Using 3000 psi BOPE

ADEQUATE

DRO 7/5/01

- 6699' TOC tail

Watah
4-1/2"
MW 9.5

Production
8100. MD

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

Operator Name: SHENANDOAH ENERGY, INC.
Well Name & Number: WVFU 2W-2-8-21
API Number: 43-047-34034
Location: 1/4,1/4 NW/NE Sec. 2 T. 8S R. 21E

Geology/Ground Water:

Shenandoah proposes to set 450' of surface casing at this location. The depth to the base of the moderately saline water at this location is estimated to be at a depth of 2300'. A search of Division of Water Rights records shows 1 water well within a 10,000 foot radius of the center of section 2. This well is listed as a stock watering well which produces from a depth of about 40 feet and is more than a mile from the proposed location. The surface formation at this site is the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. The proposed casing program should adequately protect any underground sources of useable water.

Reviewer: Brad Hill
Date: 06/26/2001

Surface:

The pre-drill investigation of the surface was performed on 6/20/2001. Surface and minerals are owned by State of Utah. Ed Bonner with SITLA and Jack Lytle with DWR were both invited to this meeting on 6/6/2001. Neither attended. This site appears to be the best spot for a location in the immediate area. Existing shallow drainage Crossing site will be re-routed to the east side of location. It appears blasting will not be necessary to construct reserve pit and the soil has a high percentage of clay, therefore a liner will not be necessary for reserve pit.

Reviewer: David W. Hackford
Date: 6/22/2001

Conditions of Approval/Application for Permit to Drill:

None.

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

OPERATOR: SHENANDOAH ENERGY, INC.
WELL NAME & NUMBER: WVFU 2W-2-8-21
API NUMBER: 43-047-34034
LEASE: ML-2785 FIELD/UNIT: UNDESIGNATED
LOCATION: 1/4, 1/4 NW/NE SEC: 2 TWP: 8S RNG: 21E
2000' F E L 462' F N L
LEGAL WELL SITING: Statewide 400 foot window in center of 40
acre tract and no closer than 920 feet from
another well.
GPS COORD (UTM): 12626852E 4446853N
SURFACE OWNER: SITLA

PARTICIPANTS:

RAYLENE SEARLE, SHENANDOAH). DAVID HACKFORD, (DOGM).

REGIONAL/LOCAL SETTING & TOPOGRAPHY:

SITE IS IN THE BOTTOM OF A CANYON WITH A RELATIVELY FLAT BOTTOM
BUT EXTREMELY STEEP AND RUGGED CANYON WALLS TO THE NORTH AND
SOUTH. THIS CANYON DRAINS TO THE SOUTH.

SURFACE USE PLAN:

CURRENT SURFACE USE: WILDLIFE AND LIVESTOCK GRAZING.
HUNTING.

PROPOSED SURFACE DISTURBANCE: LOCATION WOULD BE 325' BY 250'
AND ACCESS ROAD WOULD BE 4100 FEET.

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

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: _____
ALL PRODUCTION FACILITIES WILL BE ON LOCATION AND
CONSTRUCTED AFTER WELL IS DRILLED AND COMPLETED. THE
PIPELINE TO THIS BATTERY WILL FOLLOW ACCESS ROAD.

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

ANCILLARY FACILITIES: NONE WILL BE REQUIRED.

WASTE MANAGEMENT PLAN:

DRILLED CUTTINGS WILL BE SETTLED INTO RESERVE PIT. LIQUIDS

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

ENVIRONMENTAL PARAMETERS:

AFFECTED FLOODPLAINS AND/OR WETLANDS: NONE

FLORA/FAUNA: NATIVE GRASSES, HORSEBRUSH, PRICKLY PEAR, CHEAT GRASS, GREASEWOOD, RUSSIAN THISTLE: RODENTS, COYOTES, SONG-BIRDS, RAPTORS, PRONGHORN, DEER.

SOIL TYPE AND CHARACTERISTICS: LIGHT SANDY CLAY.

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

PALEONTOLOGICAL POTENTIAL: NONE OBSERVED.

RESERVE PIT:

CHARACTERISTICS: 140' BY 70' AND 8' DEEP.

LINER REQUIREMENTS (Site Ranking Form attached): A LINER WILL NOT BE REQUIRED FOR RESERVE PIT.

SURFACE RESTORATION/RECLAMATION PLAN:

AS PER STATE OF UTAH.

SURFACE AGREEMENT: STATE LAND.

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

OTHER OBSERVATIONS/COMMENTS:

THE PRE-DRILL INVESTIGATION TOOK PLACE ON A HOT, CLEAR DAY.

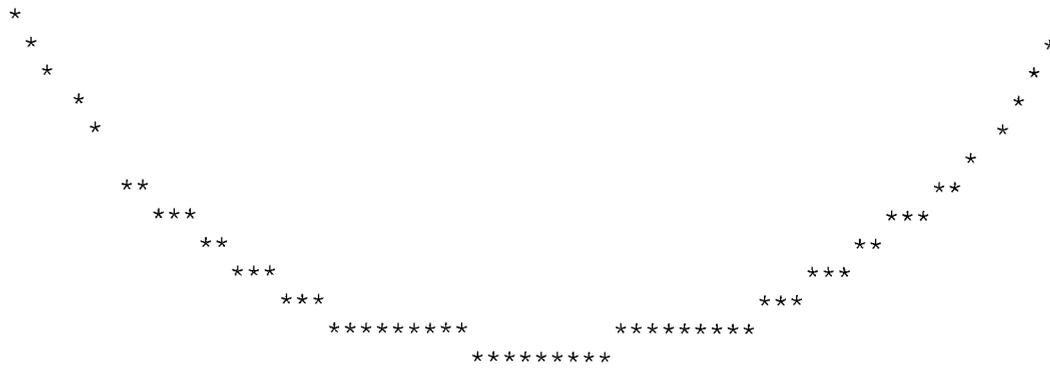
DAVID W. HACKFORD
DOGM REPRESENTATIVE

6/20/2001- 1:45 PM
DATE/TIME

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

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



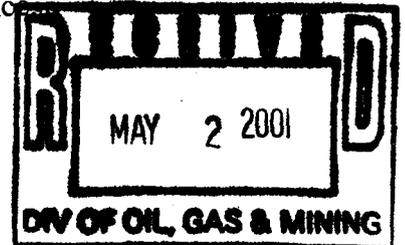


UTAH DIVISION OF WATER RIGHTS
 NWPLAT POINT OF DIVERSION LOCATION PROGRAM

MAP CHAR	WATER RIGHT	QUANTITY CFS AND/OR AC-FT	SOURCE DESCRIPTION	or WELL INFO	POINT OF DIVERSION DESCRIPTION
			DIAMETER	DEPTH	NORTH EAST CNR SEC TWN RNG B&M
0	49 186	.0150	6	40	S 1154 W 265 NE 12 8S 21E SL
			WATER USE(S): DOMESTIC STOCKWATERING		PRIORITY DATE: 09/10/195
			Hall, Louie		Ouray

DRILLING PROGRAM

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



1. Formation Tops

The estimated tops of important geologic markers are as follows:

<u>Formation</u>	<u>Depth</u>	<u>Prod. Phase Anticipated</u>
Uinta	Surface	
Green River	2880'	
Mahogany Ledge	3650'	
Mesa	6400'	
TD (Wasatch)	8100'	Gas

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

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

<u>Substance</u>	<u>Formation</u>	<u>Depth</u>
Oil/Gas	Wasatch	8100'

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

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

3. Surface Ownership

The well pad and access road are located on lands owned by the State of Utah.

SHENANDOAH ENERGY INC.
Western District

11002 East 17500 North
Vernal, UT 84078
(435) 781-4300 Phone
(435) 781-4329 FAX

FAX TO: Lisha Cordova

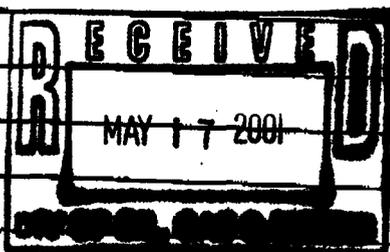
FROM: Rakem Searle

Pages Including Cover: 2

RE: Lisha-

attached is a copy of
are water rights info!

Thank you-
Rakem



May 24, 2001

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

Attention: Al Mckee

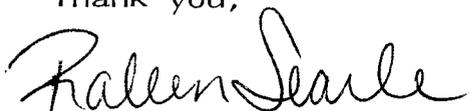
Dear Al:

The enclosed our copies of the revised front page and drilling program for the wells that we spoke about on May 23rd. Please change your copies of the following wells:

WV 14G-2-8-21
WV 10G-2-8-21
WV 2W-2-8-21
WV 13G-2-8-21
WV 7W-36-7-21
WV 9W-36-7-21
WV 11W-36-7-21

If you have any questions please call me @ 435-781-4309.

Thank you,



Raleen Searle
Administrative Assistant

Enclosures

RECEIVED

MAY 25 2001

DIVISION OF
OIL, GAS AND MINING

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

APPLICATION FOR PERMIT TO DRILL

5. LEASE DESIGNATION AND SERIAL NUMBER
ML-2785

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MERIDIAN:
NWNE 2 8S 21E

11. COUNTY:
UINTAH

12. STATE:
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11 MILES SOUTH WEST FROM RED WASH UNIT

14. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET)
462' ±

15. NUMBER OF ACRES IN LEASE:
602

16. NUMBER OF ACRES ASSIGNED TO THIS WELL:
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8100'

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159261960

20. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.):
4792.4' GR

21. APPROXIMATE DATE WORK WILL START:
ASAP

22. ESTIMATED DURATION:

4446245N
626123E

Amended
7-6-01
JPC

23 PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT			SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT		
12 1/4"	9 5/8"	K-55	36	450'	Premium Plus	119	1.18 15.6 ppg
7 7/8"	4 1/2"	N-80	11.6	1500'	Premium Plus	1276	1.18 12 ppg
7 7/8"	4 1/2"	J-55	11.6	TD	Premium Plus	165	1.18 14.5 ppg

24 ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERATION GENERAL RULES:

WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER

EVIDNECE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER

COMPLETE DRILLING PLAN

FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OW

NAME (PLEASE PRINT) **JOHN BUSCH** TITLE **RED WASH OPERATIONS REPRESENTATIVE**

SIGNATURE John Busch DATE May 23-01

(This space for State use only)

API NUMBER ASSIGNED: 43-047-34034 APPROVAL: _____

RECEIVED

MAY 25 2001

DIVISION OF
OIL, GAS AND MINING

CONFIDENTIAL

SHONANDOAH ENERGY INC

WV #2W-2-8-21

**LOCATED IN UINTAH COUNTY, UTAH
SECTION 2, T8S, R21E, S.L.B.&M.**



PHOTO: VIEW OF PROPOSED LOCATION



PHOTO: VIEW FOM BEGINNING OF PROPOSED ACCESS

Tri-State Land Surveying Inc.
38 West 100 North, Vernal, UT 84078
435-781-2501 tristate@casilink.com

LOCATION PHOTOS

Drawn By: SS

Date: 3-27-01

DRILLING PROGRAM

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

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

1. Formation Tops

The estimated tops of important geologic markers are as follows:

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<u>Substance</u>	<u>Formation</u>	<u>Depth</u>
Oil/Gas	Wasatch	8100'

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

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

DRILLING PROGRAM

3. Operator's Specification for Pressure Control Equipment:

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

4. Casing Program

	<u>Depth</u>	<u>Hole Size</u>	<u>Csg Size</u>	<u>Type</u>	<u>Weight</u>
Surface	450'	12-1/4"	9-5/8"	K-55	36lb/ft (new)
Production	8100'	7-7/8"	4-1/2"	J-55	11.6lb/ft (new)

5. Auxiliary Equipment

- A. Kelly Cock – yes
- B. Float at the bit – no
- C. Monitoring equipment on the mud system – visually
- D. Full opening safety valve on the rig floor – yes
- E. Rotating Head – yes
- F. The blooie line shall be at least 6" in diameter and extend at least 100' from the well bore into the reserve/blooie pit.
- G. Blooie line ignition shall be provided by a continuous pilot (ignited when drilling below 500').

DRILLING PROGRAM

-
- H. Compressor shall be tied directly to the blooie line through a manifold.
 - I. A mister with a continuous stream of water shall be installed near the end of the blooie lines for dust suppression.
6. Surface hole will be drilled with air, air/mist, foam, or mud depending on hole conditions. Drilling below surface casing will be with water based drilling fluids consisting primarily of fresh water, bentonite, lignite, caustic, lime, soda ash and polymers. No chromates will be used. It is not intended to use oil in the mud, however, in the event it is used, oil concentration will be less than 4% by volume. Maximum anticipated mud weight is 9.5 ppg.

No minimum quantity of weight material will be required to be kept on location.

PVT/Flow Show will be used from base of surface casing to TD.

Gas detector will be used from surface casing depth to TD.

6. Testing, logging and coring program

A. Cores – none anticipated

B. DST – none anticipated

Logging – Mud logging – 4500 to TD

GR-SP-Induction

Neutron Density

MRI

C. Formation and Completion Interval: Wasatch interval, final determination of completion will be made by analysis of logs.
Stimulation – Stimulation will be designed for the particular area of interest as encountered.

DRILLING PROGRAM

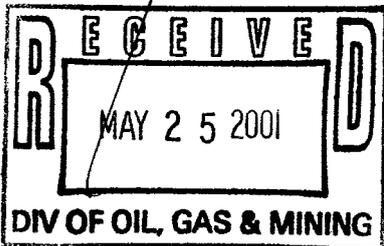
<u>Casing</u>	<u>Volume</u>	<u>Type & Additives</u>
Surface	119 sx	Premium Plus single slurry mixed to 15.6 ppg, yield = 1.18 cf/sx. Fill to surface with 160 cf (130 sx) calculated. Tail plug used. Allowed to set under pressure
Production	1276 sx* Lead 165 sx* Tail	Lead/Tail oilfield type cement circulated in place . Tail slurry: Premium Plus + gilsonite and additives as required, mixed to 14.8 ppg, yield = 1.18 cf/sx. Fill to 4200' ($\pm 300'$ above top of Lower Green River). Cement Characteristics: Lead slurry: Class "G" + extender and additives as required, mixed to 11.0 ppg, yield = 1.18 cf/sx. Fill to surface. Tail plug used. Allowed to set under pressure.

*Amended
7-6-01 for*

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

8. Anticipated Abnormal Pressures and Temperatures, Other Potential Hazards

No abnormal temperatures or pressures are anticipated. No H₂S has been encountered in or known to exist from previous wells drilled to similar depths in the general area. Maximum anticipated bottom hole pressure equals approximately 3240.0 psi. Maximum anticipated bottom hole temperature is 140° F.



DRILLING PROGRAM

7. Cementing Program

<u>Casing</u>	<u>Volume</u>	<u>Type & Additives</u>
Surface	165 sx	Class "G" single slurry mixed to 15.6 ppg, yield = 1.18 cf/sx. Fill to surface with 160 cf (130 sx) calculated. Tail plug used. Allowed to set under pressure
Production	1276 sx*	Lead/Tail oilfield type cement circulated in place . Tail slurry: Class "G" + gilsonite and additives as required, mixed to 14.8 ppg, yield = 1.18 cf/sx. Fill to 4200' (\pm 300' above top of Lower Green River). Cement Characteristics: Lead slurry: Class "G" + extender and additives as required, mixed to 11.0 ppg, yield = 1.18 cf/sx. Fill to surface. Tail plug used. Allowed to set under pressure.

*Amended
5-25-01
JC*

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

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Lessee's or Operator's Representative:

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

Certification:

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

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

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

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



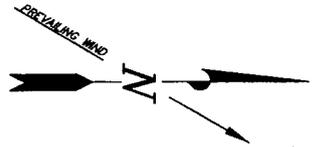
John Busch
Red Wash Operations Representative

April 18, 2001

Date

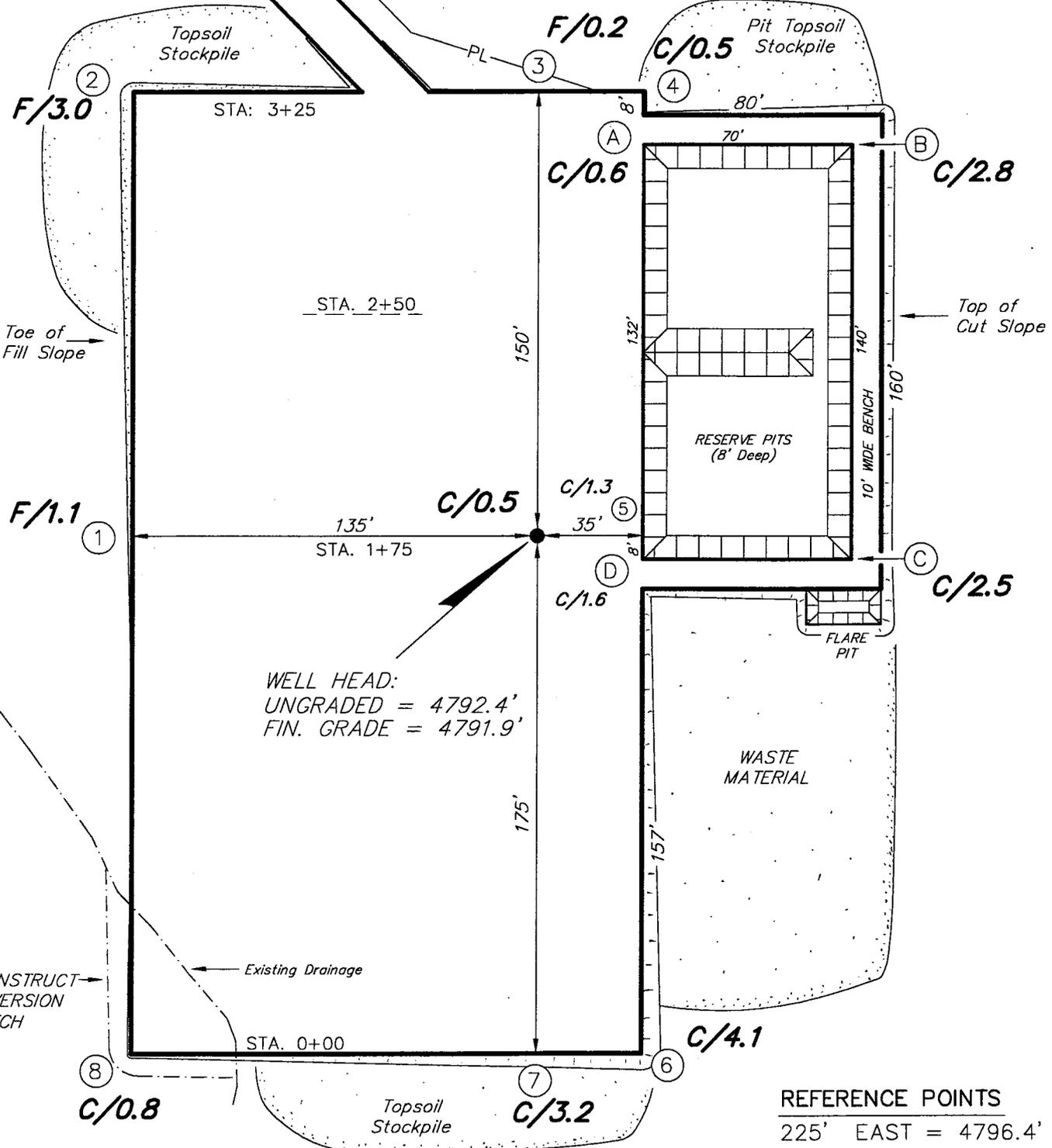
SHENANDOAH ENERGY, INC.

WONSITS VALLEY #2W-2-8-21
SEC. 2, T8S, R21E, S.L.B.&M.



Proposed Access Road

Proposed Pipeline



WELL HEAD:
 UNGRADED = 4792.4'
 FIN. GRADE = 4791.9'

REFERENCE POINTS	
225' EAST	= 4796.4'
275' EAST	= 4801.9'
185' SOUTH	= 4790.8'
235' SOUTH	= 4797.8'

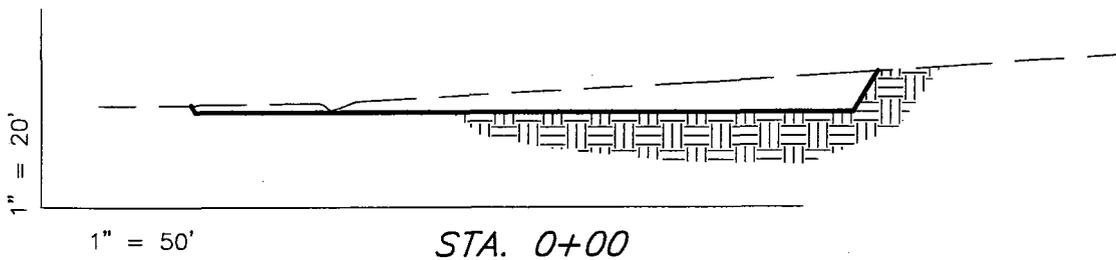
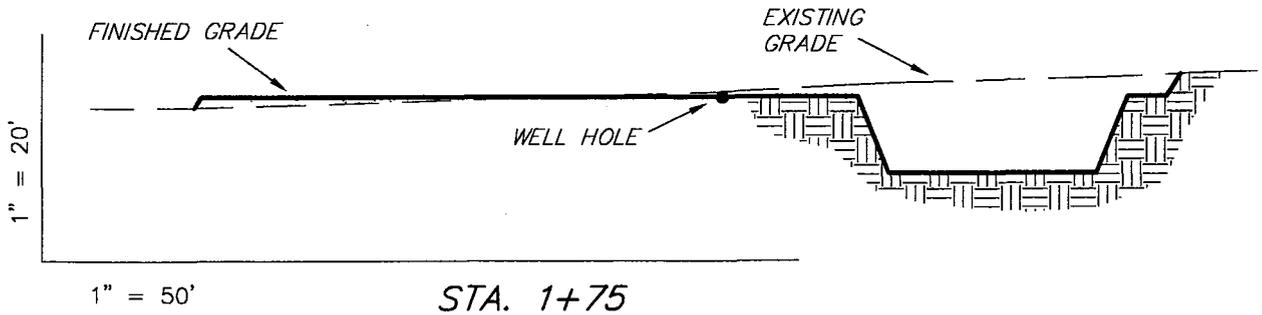
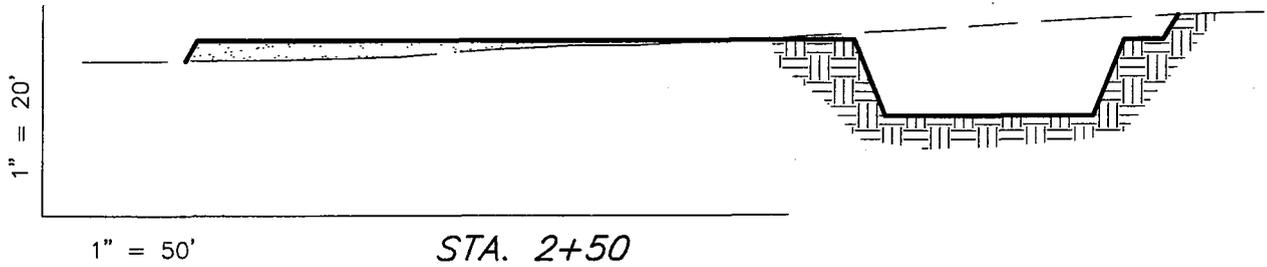
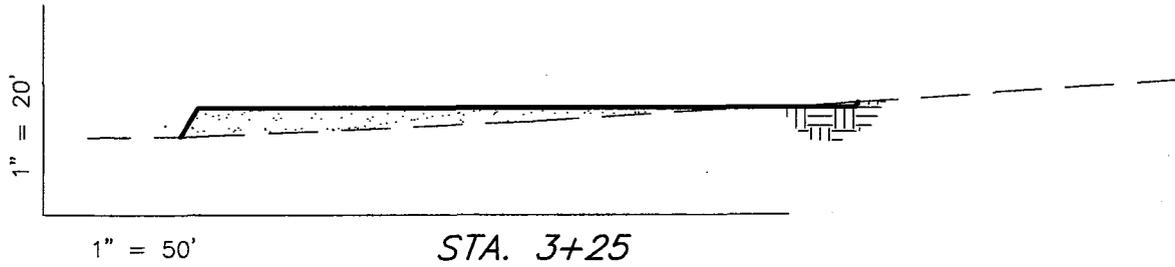
SURVEYED BY: C.D.S.	SCALE: 1" = 50'
DRAWN BY: J.R.S.	DATE: 3-19-01

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

STENANDOAH ENERGY INC.

CROSS SECTIONS

WONSITS VALLEY #2W-2-8-21



APPROXIMATE YARDAGES

- CUT = 1,460 Cu. Yds.
- FILL = 1,380 Cu. Yds.
- PIT = 2,370 Cu. Yds.
- 12" TOPSOIL = 1,260 Cu. Yds.

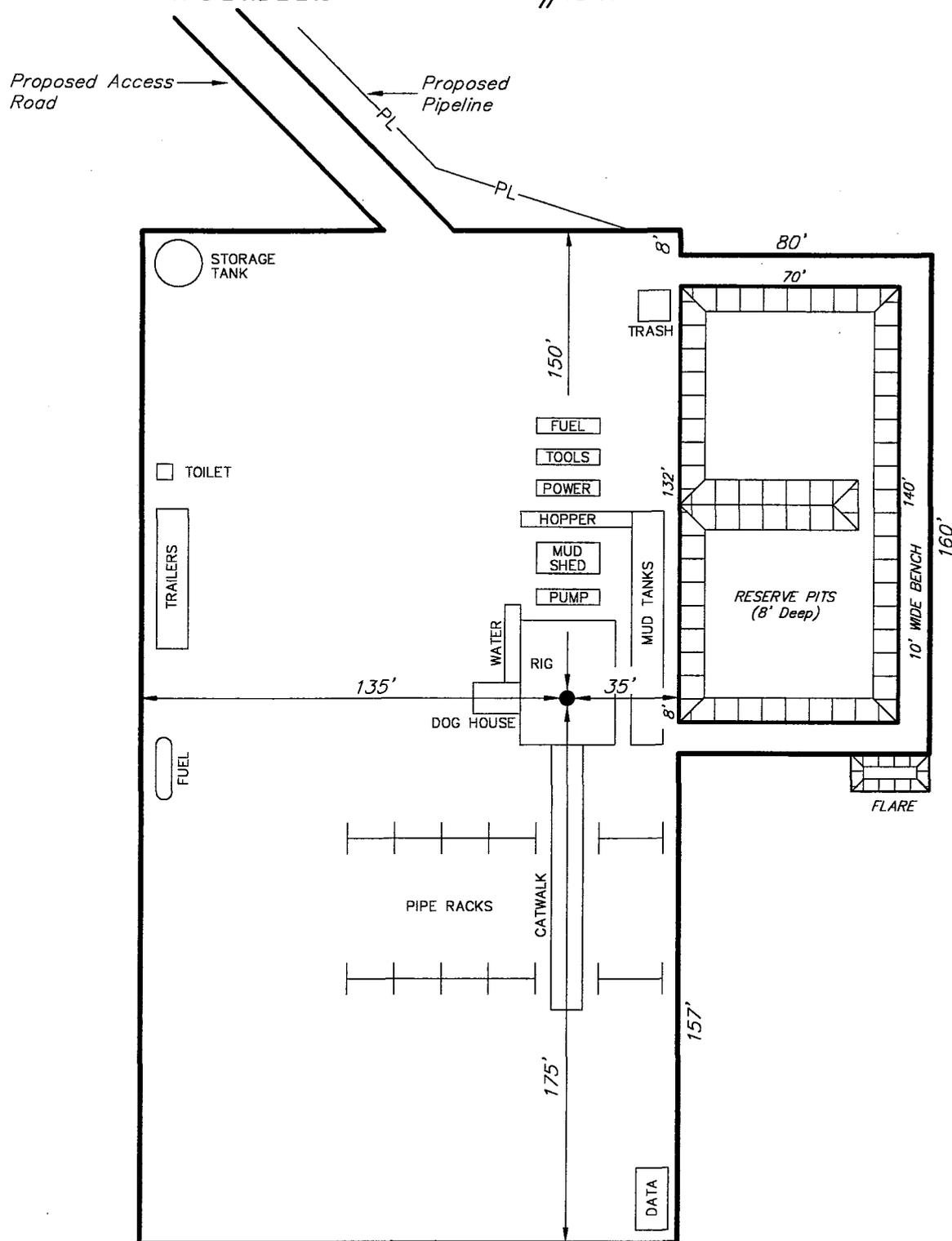
SURVEYED BY: C.D.S.	SCALE: 1" = 50'
DRAWN BY: J.R.S.	DATE: 3-19-01

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

SHENANDOAH ENERGY, INC.

TYPICAL RIG LAYOUT

WONSITS VALLEY #2W-2-8-21



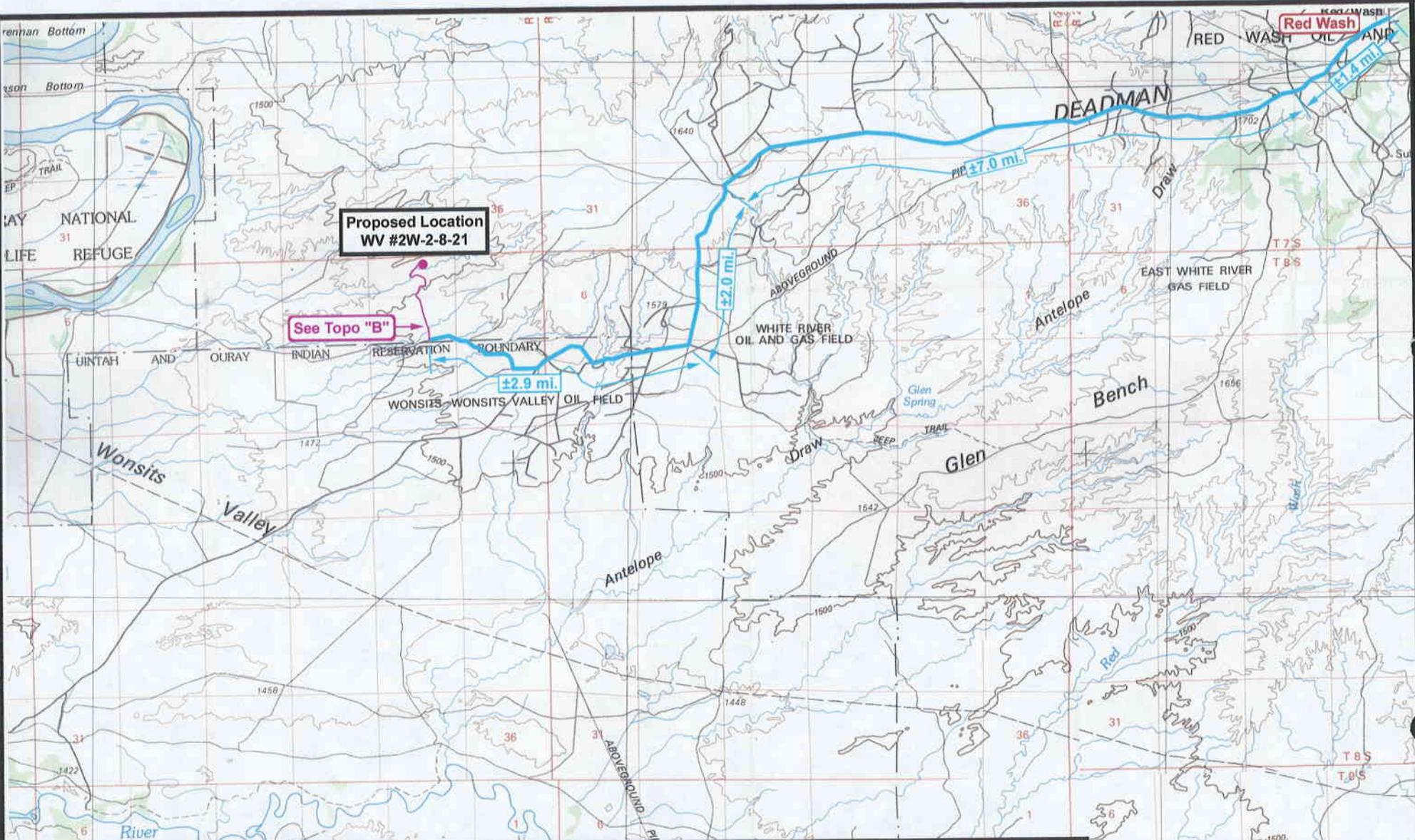
SURVEYED BY: C.D.S.

SCALE: 1" = 50'

DRAWN BY: J.R.S.

DATE: 3-19-01

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



**Proposed Location
WV #2W-2-8-21**

See Topo "B"

±2.9 mi.

±2.0 mi.

±7.0 mi.

±1.4 mi.

**SHENANDOAH
ENERGY INC.**

**Wonsits Valley
#2W-2-8-21
SEC. 2, T8S, R21E, S.L.B.&M.**



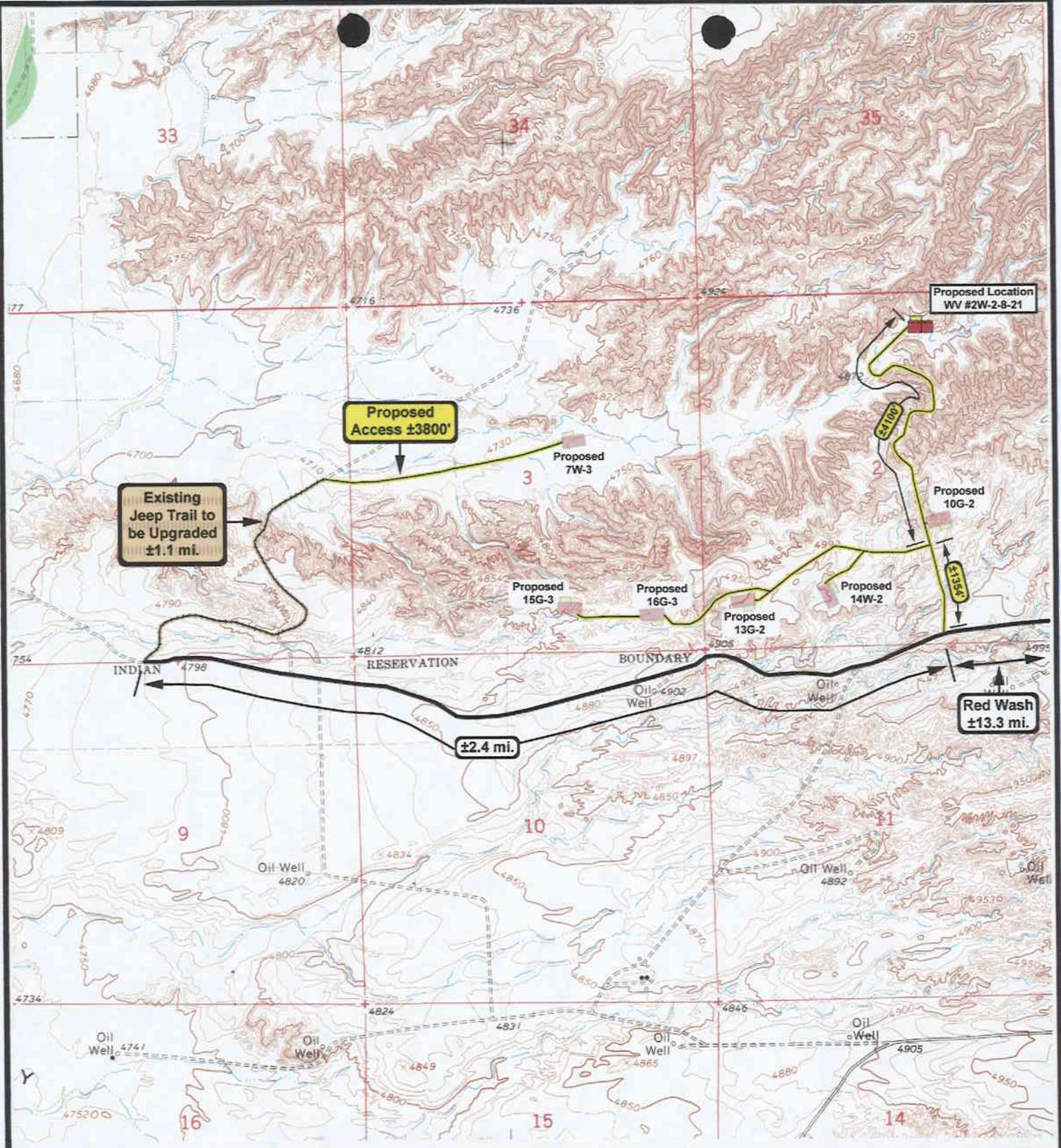
*Tri-State
Land Surveying Inc.*
(435) 781-2501
38 West 100 North Vernal, Utah 84078

SCALE: 1 : 100,000
DRAWN BY: bgm
DATE: 04-10-2001

Legend

- Existing Road
- Proposed Access

TOPOGRAPHIC MAP
"A"



**SHENANDOAH
ENERGY INC.**

**Wonsits Valley #2W-2-8-21
SEC. 2, T8S, R21E, S.L.B.&M.**

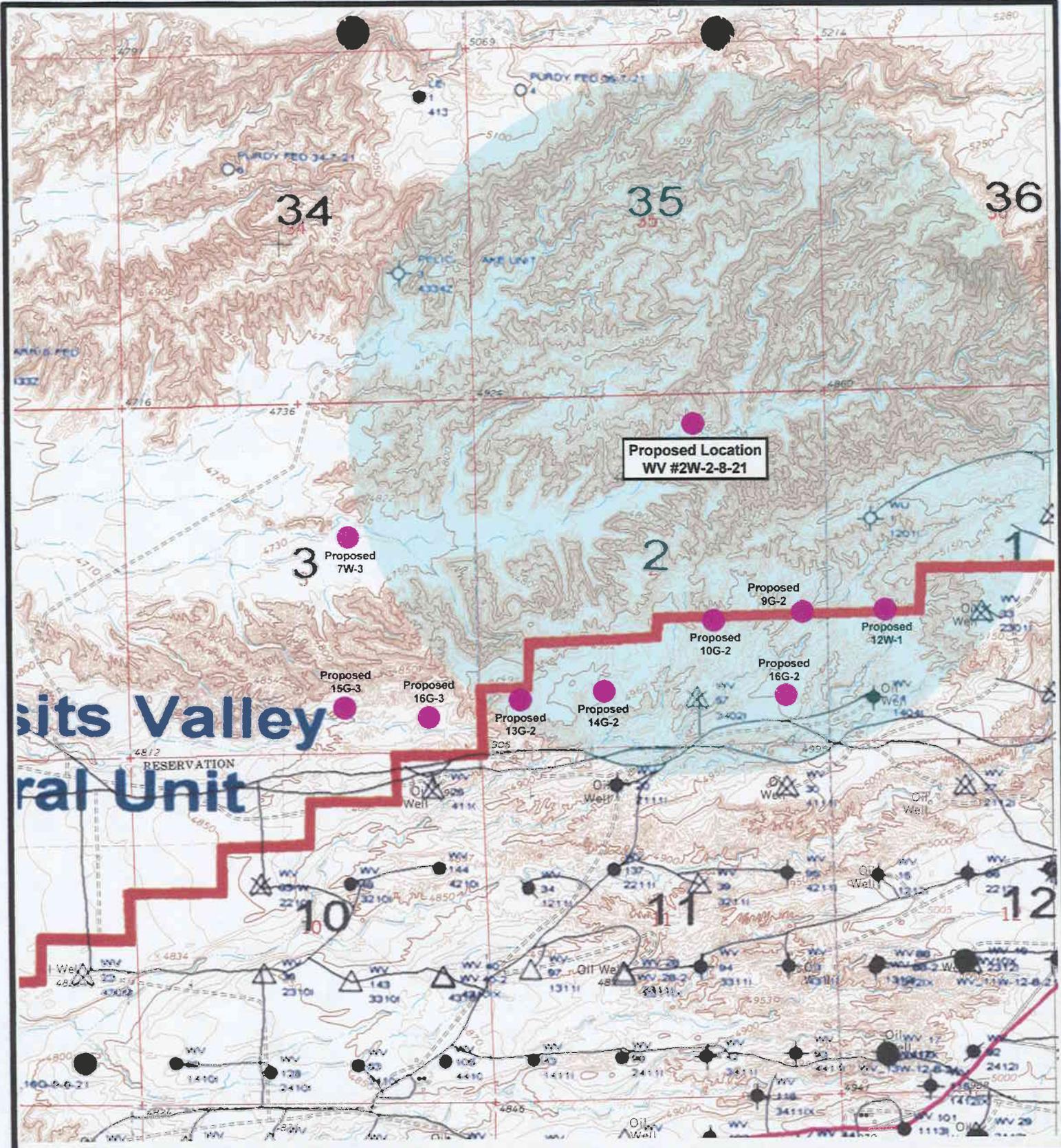


*Tri-State
Land Surveying Inc.*
(435) 781-2501
38 West 100 North Vernal, Utah 84078

SCALE: 1" = 2000'
DRAWN BY: bgm
DATE: 03-20-2001

Legend	
	Existing Road
	Proposed Access
	Jeep Trail to be Upgraded

TOPOGRAPHIC MAP
"B"



Wonsits Valley
Reservation
Unit

Proposed Location
WV #2W-2-8-21

Proposed
7W-3

Proposed
15G-3

Proposed
16G-3

Proposed
13G-2

Proposed
14G-2

Proposed
10G-2

Proposed
9G-2

Proposed
16G-2

Proposed
12W-1

SHENANDOAH
ENERGY INC.

Wonsits Valley
#2W-2-8-21

SEC. 2, T8S, R21E, S.L.B.&M.



Tri-State
Land Surveying Inc.
 (435) 781-2501
 38 West 100 North Vernal, Utah 84078

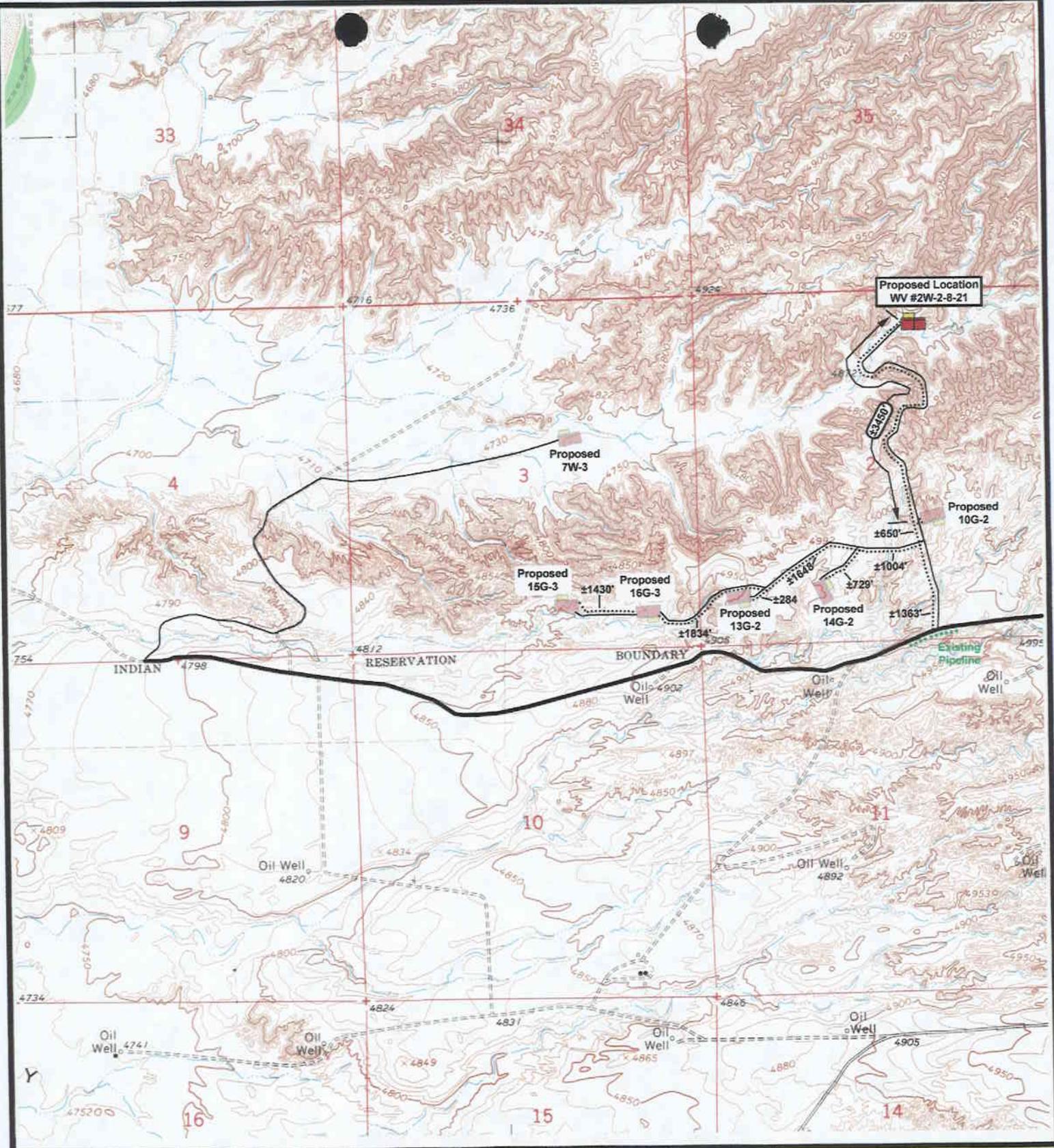
SCALE: 1" = 2000'
DRAWN BY: bgm
DATE: 04-10-2001

Legend

- Proposed Location
- One-Mile Radius

TOPOGRAPHIC MAP

"C"



SHENANDOAH ENERGY INC.

Wonsits Valley #2W-2-8-21

SEC. 2, T8S, R21E, S.L.B.&M.



Tri-State Land Surveying Inc.
 (435) 781-2501
 38 West 100 North Vernal, Utah 84078

SCALE: 1" = 2000'
 DRAWN BY: bgm
 DATE: 04-12-2001

- Legend**
- Existing Road
 - Proposed Access
 - Proposed Pipeline
 - Existing Pipeline

TOPOGRAPHIC MAP
"D"

determine commercial potential.

All water shows and water-bearing sands will be reported to the State of Utah form OGC-8-X is acceptable. If no flows are detected, samples will be submitted to the BLM along with any water analyses conducted. Fresh water will be obtained from Wonsits Valley water right #36125 or where possible a fresh water line (poly pipe) will be laid in the access road to each location to supply fresh water for drilling purposes.

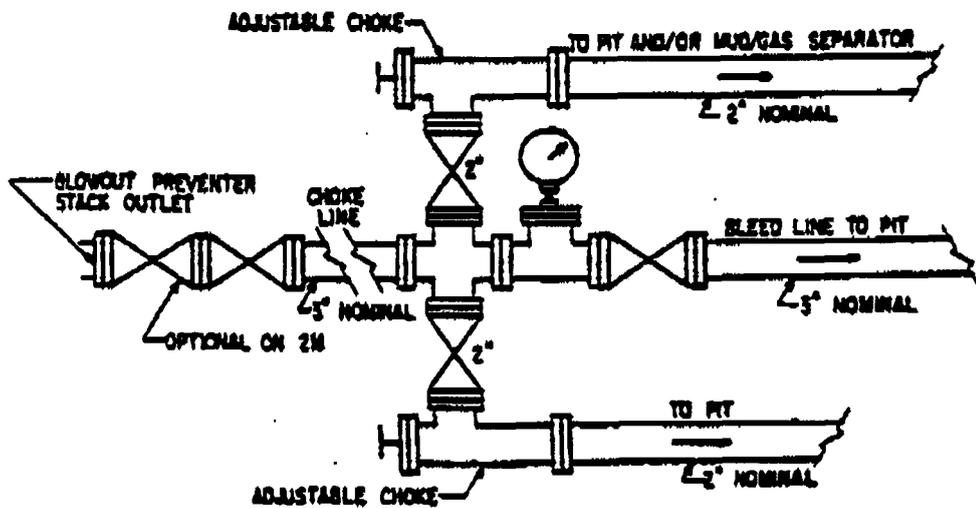
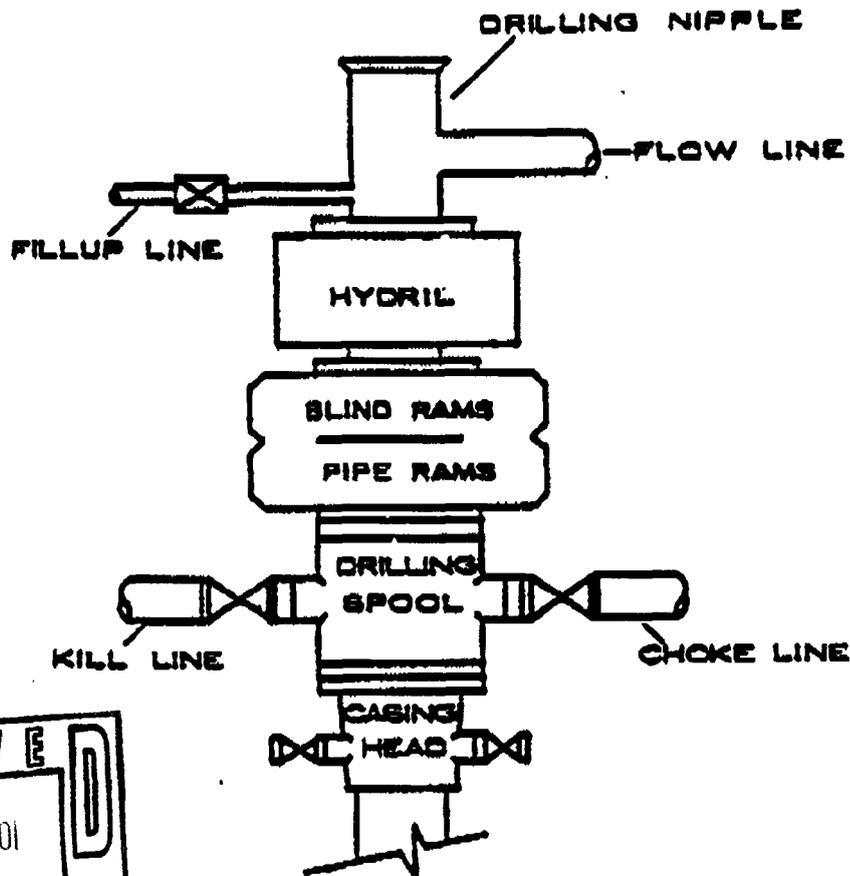
MAY-17-2001 THU 04:59 PM

FAX NO.

P. 02

Drilling Program

SCHEMATIC DIAGRAM OF 3,000 PSI BOP STACK



Well name:	6-01 SEI WV 2W-2-8-21	
Operator:	Shenandoah Energy, Inc.	Project ID:
String type:	Surface	43-047-34034
Location:	Uintah County, Utah	

Design parameters:

Collapse

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

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 65 °F
 Bottom hole temperature: 71 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 450 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.494 psi/ft
 Calculated BHP 222 psi

 No backup mud specified.

Tension:

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

Tension is based on buoyed weight.
 Neutral point: 394 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 8,100 ft
 Next mud weight: 9.500 ppg
 Next setting BHP: 3,997 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 450 ft
 Injection pressure 450 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	450	9.625	36.00	K-55	ST&C	450	450	8.765	4146
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	196	2020	10.287	222	3520	15.85	14.2	423	29.82 J

Prepared by: Dustin K. Doucet
 Utah Div. of Oil & Mining

Phone: 801-538-5281

Date: July 5, 2001
 Salt Lake City, Utah

Engineering Stipulations: None

No biaxial correction for tension is made.

Collapse is based on a vertical depth of 450 ft, a mud weight of 8.4 ppg. The casing is considered to be evacuated for collapse purposes.
 Burst strength is not adjusted for tension.

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

Well name:	6-01 SEI WV 2W-2-8-21	
Operator:	Shenandoah Energy, Inc.	
String type:	Production	Project ID: 43-047-34034
Location:	Uintah County, Utah	

Design parameters:

Collapse

Mud weight: 9.500 ppg
Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 65 °F
Bottom hole temperature: 178 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,000 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 0 psi
Internal gradient: 0.494 psi/ft
Calculated BHP 3,997 psi

No backup mud specified.

Tension:

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

Non-directional string.

Tension is based on air weight.
Neutral point: 6,950 ft

Estimated cost: 23,645 (\$)

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
2	1500	4.5	11.60	N-80	LT&C	1500	1500	3.875	6178
1	6600	4.5	11.60	J-55	LT&C	8100	8100	3.875	17467

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
2	740	6350	8.578	740	7780	10.51	94	223	2.37 J
1	3997	4960	1.241	3997	5350	1.34	76.6	162	2.12 J

Prepared by: Dustin K. Doucet
Utah Div. of Oil & Mining

Phone: 801-538-5281

Date: July 5, 2001
Salt Lake City, Utah

Engineering Stipulations: None

No biaxial correction for tension is made.

Collapse is based on a vertical depth of 8100 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes.

Burst strength is not adjusted for tension.

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

001

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

FORM 3

APPLICATION FOR PERMIT TO DRILL

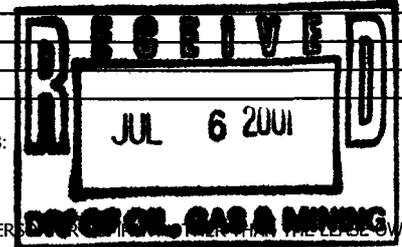
1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>		5. LEASE DESIGNATION AND SERIAL NUMBER ML-2785
B. TYPE OF WELL OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER _____ SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>		6. IF INDIAN ALLOTTEE OR TRIBE NAME N/A
2. NAME OF OPERATOR: SHENANDOAH ENERGY INC.		7. UNIT OF CA AGREEMENT NAME: N/A
3. ADDRESS OF OPERATOR: 11002 E. 17500 W. CITY VERNAL STATE UT ZIP 84078		8. WELL NAME and NUMBER: WV #2W-2-8-21
PHONE NUMBER: (435) 781-4341		9. FIELD AND POOL, OR WILDCAT: UNDESIGNATED
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 462' FNL, 2000' FEL LOT #2, NWNE AT PROPOSED PRODUCING ZONE: SAME		10. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 2 8S 21E
13. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: MILES SOUTH WEST FROM RED WASH UNIT		11. COUNTY: UINTAH
14. DISTANCE TO NEAREST PROPERTY OR LEASE LINE(FEET) 462' ±		12. STATE: UT
15. NUMBER OF ACRES IN LEASE: 640		16. NUMBER OF ACRES ASSIGNED TO THIS WELL: 40
17. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) 3000' ±		19. BOND DESCRIPTION: 159261960
18. PROPOSED DEPTH 8100'		22. ESTIMATED DURATION:
20. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 4792.4' GR		21. APPROXIMATE DATE WORK WILL START: ASAP

23 PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT			
12 1/4"	9 5/8" K-55 36	450'	Premium Plus	257	1.18	15.6 ppg
7 7/8"	4 1/2" N-80 11.6	1500'	EXTENDED, LITE, OR HI-FILL	735	3.81	11 ppg
7 7/8"	4 1/2" J-55 11.6	TD	EXTENDED CLASS "G"	422	1.25	14.35 ppg

24 ATTACHMENTS
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERATION GENERAL RULES:

- WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER
- COMPLETE DRILLING PLAN
- EVIDNECE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER
- FORM 5, IF OPERATOR IS PERFORMING WORK UNDER AN EXISTING PERMIT



NAME (PLEASE PRINT) JOHN BUSCH TITLE RED WASH OPERATIONS REPRESENTATIVE
 SIGNATURE John Busch DATE July 3-01

(This space for State use only)
 API NUMBER ASSIGNED: 43-047-34034 APPROVAL: _____

(5/2000)

(See Instruction on Reverse Side)

Approved by the
Utah Division of
Oil, Gas and Mining
Date: 07-10-01
By: [Signature]

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-2785
2. NAME OF OPERATOR: SHENANDOAH ENERGY INC.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
3. ADDRESS OF OPERATOR: 11002 E 17500 S CITY VERNAL STATE UT ZIP 84078		7. UNIT or CA AGREEMENT NAME: N/A
4. LOCATION OF WELL FOOTAGES AT SURFACE: 462' FNL, 2000' FEL LOT #2		8. WELL NAME and NUMBER: WV 2W-2-8-21
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 2 8S 21E S		9. API NUMBER:
COUNTY: UINTAH		10. FIELD AND POOL, OR WILDCAT: UNDESIGNATED
STATE: UTAH		

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

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

Please see the attached for changes that were made to the cement program.

RECEIVED

JUL 3 2001

DIVISION OF
OIL, GAS AND MINING

NAME (PLEASE PRINT) <u>John Busch</u>	TITLE <u>Operations Representative</u>
SIGNATURE <u>John Busch</u>	DATE <u>July 3-01</u>

(This space for State use only)

DRILLING PROGRAM

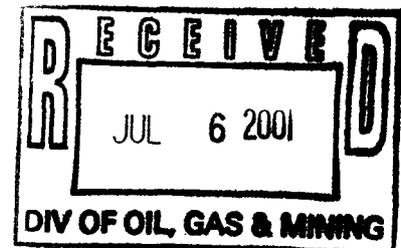
7. Cementing Program

<u>Casing</u>	<u>Volume</u>	<u>Type & Additives</u>
Surface	257 sx	Premium Plus single slurry mixed to 15.6 ppg, yield = 1.18 cf/sx. Fill to surface with 160 cf (257sx) calculated. Tail plug used. Allowed to set under pressure
Production	735 sx* Lead 422 sx* Tail	Lead/Tail oilfield type cement circulated in place . Tail slurry: Extended Class "G" + gilsonite and additives as required, mixed to 14.35 ppg, yield = 1.25 cf/sx. Fill to 6700' ($\pm 300'$ above top of Lower Wasatch). Cement Characteristics: Lead slurry: Extended, Lite, or Hi-fill + extender and additives as required, mixed to 11.0 ppg, yield = 3.81 cf/sx. Fill to surface. Tail plug used. Allowed to set under pressure.

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

8. Anticipated Abnormal Pressures and Temperatures, Other Potential Hazards

No abnormal temperatures or pressures are anticipated. No H₂S has been encountered in or known to exist from previous wells drilled to similar depths in the general area. Maximum anticipated bottom hole pressure equals approximately 3240.0 psi. Maximum anticipated bottom hole temperature is 140° F.



007



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

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

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

July 10, 2001

Shenandoah Energy, Inc.
11002 E 17500 W
Vernal, UT 84078

Re: Wonsits Valley 2W-2-8-21 Well, 462' FNL, 2000' FEL, NW NE, Sec. 2, T. 8 South,
R. 21 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 43-047-34034.

Sincerely,

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

John R. Baza
Associate Director

er

Enclosures

cc: Uintah County Assessor
SITLA

Operator: Shenandoah Energy, Inc.
Well Name & Number Wonsits Valley 2W-2-8-21
API Number: 43-047-34034
Lease: ML 2785

Location: NW NE **Sec.** 2 **T.** 8 South **R.** 21 East

Conditions of Approval

1. **General**

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

2. **Notification Requirements**

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

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

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

- Dan Jarvis at (801) 538-5338
- Carol Daniels at (801) 538-5284 (spud)

3. **Reporting Requirements**

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

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

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

008

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reentry to a different reservoir
Use "APPLICATION FOR PERMIT--" for such proposals

SUBMIT IN TRIPLICATE

CONFIDENTIAL

1. Type of Well

Oil Well Gas Well Well Other

2. Name of Operator
SHENANDOAH ENERGY INC.

3. Address and Telephone No.
11002 E. 17500 S. VERNAL, UT 84078-8526 (801) 781-4306

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
462' FNL, 2000' FEL, NW NE, SECTION 2, T8S, R21E, SLBM

5. Lease Designation and Serial No.
ML-2785

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

7. If Unit or CA, Agreement Designation

8. Well Name and No.
WV 2W 2 8 21

9. API Well No.
43-047-34034

10. Field and Pool, or Exploratory Area
Wonsits Valley - Wasatch

11. County or Parish, State
UINTAH, UTAH

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

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

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

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

THIS WELL WAS SPUD 08/17/01. DRILL 12 1/4" HOLE TO 482'. RUN 11 JTS K-55 36# CSG.

RECEIVED
SEP 24 2001
DIVISION OF OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct.
Signed D. C. Beaman *Don Beaman* Title Office Manager Date 09/19/01

(This space for Federal or State office use)

Approved by: _____ Title _____ Date _____
Conditions of approval, if any _____

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

009

CONFIDENTIAL

State of Utah
Division of Oil, Gas and Mining

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

OPERATOR ACCT. No. 4235

(801)781-4300

ENTITY ACTION FORM - FORM 6

Action Code	Current Entity No.	New Entity No.	API Number	Well Name	QQ	SC	TP	RG	County	Spud Date	Effective Date
A	99999	13291	43-047-34034	WV 2W 2 8 21	NW NE	2	8S	21E	Uintah	08/17/01	9-24-01
WELL 1 COMMENTS: New well to be drilled in Wonsits Valley. Not in the Wasatch participating area. 9-24-01											
WELL 2 COMMENTS:											
WELL 3 COMMENTS:											
WELL 4 COMMENTS:											
WELL 5 COMMENTS:											

ACTION CODES (See instructions on back of form)

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

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

(3/89)

Robin Chama
Signature

Office Manager. 09/20/01
Title Date

Phone No. (801) 781-4306

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SEP 24 2001

DIVISION OF
OIL, GAS AND MINING

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 proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.

5. Lease Serial No.
ML-2785

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

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

8. Well Name and No.
WONSITS VALLEY 2W 2 8 21

9. API Well No.
43-047-34034

10. Field and Pool, or Exploratory
UNDESIGNATED

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
SHENANDOAH ENERGY INC. Contact: ANN PETRIK
E-Mail: apetrik@shenandoahenergy.com

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

3b. Phone No. (include area code)
Ph: 435.781.4306
Fx: 435.781.4329

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
Sec 2 T8S R21E NWNE 462FNL 2000FEL

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
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	Production Start-up
	<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 site is ready for final inspection.)

THIS WELL COMMENCED PRODUCTION ON 9/28/01.

RECEIVED

OCT 12 2001

DIVISION OF
OIL, GAS AND MINING

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

Electronic Submission #7695 verified by the BLM Well Information System
For SHENANDOAH ENERGY INC., sent to the Vernal

Name (Printed/Typed) ANN PETRIK Title ADMINISTRATIVE CONTACT

Signature (Electronic Submission) Date 10/05/2001

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 _____

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

** ORIGINAL **

CONFIDENTIAL

011

Form 3160-4
(August 1999)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

CONFIDENTIAL

CONFIDENTIAL

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

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
ML-2785

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

7. Unit or CA Agreement Name and No.
ML-2785

2. Name of Operator
SHENANDOAH ENERGY INC
Contact: J.T. CONLEY
E-Mail: jconley@shenandoahenergy.com

8. Lease Name and Well No.
WV 2W-2-8-21

3. Address 11002 EAST 17500 SOUTH
VERNAL, UT 84078

3a. Phone No. (include area code)
Ph: 435.781.4300

9. API Well No.
43-047-34034

4. Location of Well (Report location clearly and in accordance with Federal requirements)
At surface NWNE 462FNL 2000FEL
At top prod interval reported below NWNE 462FNL 2000FEL
At total depth NWNE 462FNL 2000FEL

10. Field and Pool, or Exploratory
UNDESIGNATED

11. Sec., T., R., M., or Block and Survey
or Area Sec 2 T8S R21E Mer SLB

12. County or Parish
UINTAH
13. State
UT

14. Date Spudded
08/17/2001

15. Date T.D. Reached
09/07/2001

16. Date Completed
 D & A Ready to Prod.
09/28/2001

17. Elevations (DF, KB, RT, GL)*
4792 GL

18. Total Depth: MD 8150
TVD

19. Plug Back T.D.: MD 8140
TVD

20. Depth Bridge Plug Set: MD
TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
SPECTRAL DENSITY, HIRES INDUCTION, CBL-VDL-10-5-01
9-25-01 9-25-01

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

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
12.250	9.625 K-55	36.0	0	466		175		0	
7.875	4.500 J-55	11.6	0	8150		1170			

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.375		7767						

25. Producing Intervals

26. Perforation Record

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) WASATCH	7790	7970	7790 TO 7798			OPEN
B)			7888 TO 7900			OPEN
C)			7956 TO 7970			OPEN
D)						

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

Depth Interval	Amount and Type of Material
7790 TO 7798	SAND FRAC WITH 35,800 LBS IN 13,000 GALS AND 135,000 SCF N2
7888 TO 7970	SAND FRAC WITH 152,000 LBS IN 48,000 GALS AND 485,000 SCF N2

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
09/28/2001	10/03/2001	24	→	1.0	512.0	15.0			FLOWS FROM WELL
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
48/64	1748	1752.0	→					PGW	

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. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #9366 VERIFIED BY THE BLM WELL INFORMATION SYSTEM
** ORIGINAL **



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

RECEIVED 7

NOV 27 2002

DIV. OF OIL, GAS & MINING

IN REPLY REFER TO
UT-922

November 27, 2002

Shenandoah Energy, Inc.
c/o UnitSource Incorporated
11184 Huron Street, Suite 16
Denver, Colorado 80234

Re: Initial Wasatch-Mesaverde Formation PA "A" 13676
Initial Wasatch-Mesaverde Formation PA "B" 13677
Initial Wasatch-Mesaverde Formation PA "C" 13678
Initial Wasatch-Mesaverde Formation PA "D" 13679
Stirrup Unit
Uintah County, Utah

Gentlemen:

The Initial Wasatch-Mesaverde Formation PA "A", Stirrup Unit, UTU80250A, is hereby approved effective as of December 1, 2002, pursuant to Section 10 of the Stirrup Unit Agreement, Uintah County, Utah. The Initial Wasatch-Mesaverde Formation Participating Area "A" results in an Initial Participating Area of 160.00 acres and is based upon the completion of Well No. 2W-9-8-21, API No. 43-047-33905, located in the NW $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 9, Township 8 South, Range 21 East, SLM&B, Federal Unit Tract No. 3, Lease No. UTU0805, as being a well capable of producing unitized substances in paying quantities.

The Initial Wasatch-Mesaverde Formation PA "B", Stirrup Unit, UTU80250B, is hereby approved effective as of December 1, 2002, pursuant to Section 10 of the Stirrup Unit Agreement, Uintah County, Utah. The Initial Wasatch-Mesaverde Formation Participating Area "B" results in an Initial Participating Area of 160.56 acres and is based upon the completion of Well No. 2W-3-8-21, API No. 43-047-34207, located in the NW $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 3, Township 8 South, Range 21 East, SLM&B, Federal Unit Tract No. 2, Lease No. UTU0802, as being a well capable of producing unitized substances in paying quantities.

The Initial Wasatch-Mesaverde Formation PA "C", Stirrup Unit, UTU80250C, is hereby approved effective as of December 1, 2002, pursuant to Section 10 of the Stirrup Unit Agreement, Uintah County, Utah. The Initial Wasatch-Mesaverde Formation Participating Area "C" results in an Initial Participating Area of 321.10 acres and is based upon the completion of Well No. 2W-2-8-21, API No. 43-047-34034, located in the NW $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 2, Township 8 South, Range 21 East, SLM&B, Federal Unit Tract No. 19, State Lease ML-2785; Well No. 11W-36-7-21, API No. 43-047-34067, located in the NE $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 36, Township 7 South, Range 21 East, SLM&B, Federal

Unit Tract No. 21, State Lease ML-47040; Well No. 13W-36-7-21, API No. 43-047-34100, located in the SW¼ SW¼ of Section 36, Township 7 South, Range 21 East, SLM&B, Federal Unit Tract No. 21, State Lease ML-47040, as being wells capable of producing unitized substances in paying quantities.

The Initial Wasatch-Mesaverde Formation PA "D", Stirrup Unit, UTU80250D, is hereby approved effective as of December 1, 2002, pursuant to Section 10 of the Stirrup Unit Agreement, Uintah County, Utah. The Initial Wasatch-Mesaverde Formation Participating Area "D" results in an Initial Participating Area of 160.00 acres and is based upon the completion of Well No. 7W-34-7-21, API No. 43-047-34380, located in the SW¼ NE¼ of Section 34, Township 7 South, Range 21 East, SLM&B, Federal Unit Tract No. 5, Lease No. UTU16551, as being a well capable of producing unitized substances in paying quantities.

Copies of the approved request are being distributed to the appropriate agencies and one copy is returned herewith. Please advise all interested parties of the establishment of the Initial Wasatch-Mesaverde Formation Participating Area "A", Initial Wasatch-Mesaverde Formation Participating Area "B", Initial Wasatch-Mesaverde Formation Participating Area "C" and Initial Wasatch-Mesaverde Formation Participating Area "D", Stirrup Unit, and their effective dates.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

bcc: Minerals Adjudication Group w/exhibit b
Division of Oil, Gas & Mining
SITLA
Stirrup Unit w/enclosure
MMS - Data Management Division (Attn: Rose Davalos)
Field Manager - Vernal w/enclosure
Agr. Sec. Chron.
Fluid Chron.

UT922:TATHOMPSON:tt:11/27/02

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

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: 7/21/2003

8. **Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 7/21/2003

9. **Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a

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

DATA ENTRY:

- 1. Changes entered in the **Oil and Gas Database** on: 8/28/2003
- 2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 8/28/2003
- 3. Bond information entered in RBDMS on: n/a
- 4. Fee wells attached to bond in RBDMS on: n/a

STATE WELL(S) BOND VERIFICATION:

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

FEDERAL WELL(S) BOND VERIFICATION:

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

INDIAN WELL(S) BOND VERIFICATION:

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

FEE WELL(S) BOND VERIFICATION:

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

2. The **FORMER** operator has requested a release of liability from their bond on: n/a
The Division sent response by letter on: n/a

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

May 28, 2003

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

Attention: John Baza/Jim Thompson

Gentlemen:

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

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

Yours truly,



Frank Nielsen
Division Landman

Enclosure

RECEIVED

JUN 02 2003

DIV. OF OIL, GAS & MINING

QEI (N4235) to QEP (N2460) STIRRUP UNIT

well_name	Sec	T	R	api	Entity	Lease Type	type	stat	
WV 2W-9-8-21	09	080S	210E	4304733905	13676	Federal	GW	P	
WV 2W-3-8-21	03	080S	210E	4304734207	13677	Federal	GW	P	
SU PURDY 7W-34-7-21	34	070S	210E	4304734380	13679	Federal	GW	S	C
WV 2W-2-8-21	02	080S	210E	4304734034	13678	State	GW	P	
WV 11W-36-7-21	36	070S	210E	4304734067	13678	State	GW	P	
WV 13W-36-7-21	36	070S	210E	4304734100	13678	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
UT-922

June 9, 2003

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

Re: Stirrup Unit
Uintah County, Utah

Gentlemen:

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

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

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

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

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

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

UT922:TAThompson:tt:6/9/03

JUL 07 2003

3104 (932.34)WF
Nationwide Bond ESB000024

NOTICE

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

:
: Oil and Gas
: lease
:

Name Change Recognized

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

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

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

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

S/ Wilbert B Forbes

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

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

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING

1. DJJ
2. CDW

Change of Operator (Well Sold)

X - Operator Name Change/Merger

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

1/1/2007

FROM: (Old Operator): N2460-QEP Uinta Basin, Inc. 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 672-6900	TO: (New Operator): N5085-Questar E&P Company 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 672-6900
---	--

WELL NAME	CA No.	Unit:	STIRRUP UNIT	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LISTS					*				

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 4/19/2007
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 4/16/2007
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 1/31/2005
- Is the new operator registered in the State of Utah: Business Number: 764611-0143
- (R649-9-2) Waste Management Plan has been received on: IN PLACE
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: n/a
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 4/23/2007 BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 4/23/2007
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: _____
- Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: _____

DATA ENTRY:

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

BOND VERIFICATION:

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS: THIS IS A COMPANY NAME CHANGE.

SOME WELL NAMES HAVE BEEN CHANGED AS REQUESTED

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

4/30/2007 and 5/15/2007

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
LEOTA FED 1	LEOTA 1-34-2B	NENE	34	070S	210E	4304730879	5420	Federal	OW	P
WV 2W-9-8-21	WV 2W-9-8-21	NWNE	09	080S	210E	4304733905	13676	Federal	GW	P
WV 2W-3-8-21	WV 2W-3-8-21	NWNE	03	080S	210E	4304734207	13677	Federal	GW	P
SU PURDY 7W-34-7-21	SU PURDY 7W-34-7-21	SWNE	34	070S	210E	4304734380	13679	Federal	GW	S
SU PURDY 14M-30-7-22	SU PURDY 14M-30-7-22	SESW	30	070S	220E	4304734384	13750	Federal	GW	P
SU BW 6M-7-7-22	SU BW 6M-7-7-22	SESW	07	070S	220E	4304734837	13966	Federal	GW	P
SU 11MU-9-8-21	SU 11MU-9-8-21	NESW	09	080S	210E	4304735412	14143	Federal	GW	P
SU 8M-12-7-21	SU 8M-12-7-21	SENE	12	070S	210E	4304736096		Federal	GW	APD
SUBW 14M-7-7-22	SUBW 14M-7-7-22	SESW	07	070S	220E	4304736136	15734	Federal	GW	DRL
SU 16M-7-7-22	SU 16M-7-7-22	SESE	07	070S	220E	4304736137		Federal	GW	APD
SUBW 8M-7-7-22	SUBW 8M-7-7-22	SENE	07	070S	220E	4304736138		Federal	GW	APD
HB 14ML-9-7-22	TU 14-9-7-22	SESW	09	070S	220E	4304737345		Federal	GW	APD
WV 2W-2-8-21	WV 2W-2-8-21	NWNE	02	080S	210E	4304734034	13678	State	GW	P
WV 11W-36-7-21	WV 11W-36-7-21	NESW	36	070S	210E	4304734067	13678	State	GW	S
WV 5W-36-7-21	WV 5W-36-7-21	SWNW	36	070S	210E	4304734099	13807	State	GW	DRL
WV 13W-36-7-21	WV 13W-36-7-21	SWSW	36	070S	210E	4304734100	13678	State	GW	P

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

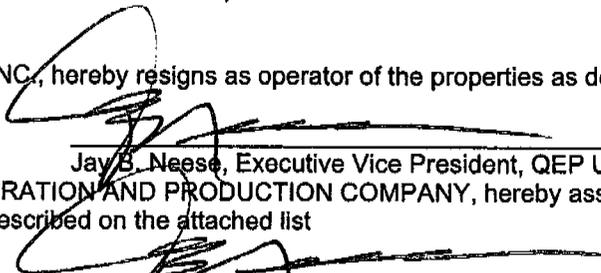
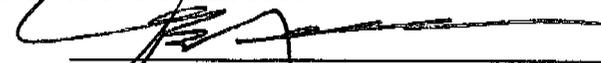
FORM 9

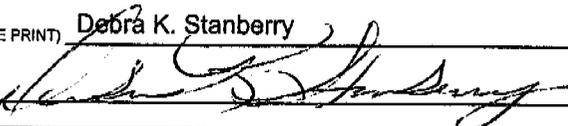
SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: see attached
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: see attached
		7. UNIT or CA AGREEMENT NAME: see attached
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: see attached	
2. NAME OF OPERATOR: QUESTAR EXPLORATION AND PRODUCTION COMPANY		9. API NUMBER: attached
3. ADDRESS OF OPERATOR: 1050 17th Street Suite 500 CITY Denver STATE CO ZIP 80265		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: 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: <u>1/1/2007</u>	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION (START/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"/> TEMPORARILY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUT-OFF <input checked="" type="checkbox"/> OTHER: <u>Operator Name Change</u>
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:			

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

Effective January 1, 2007 operator of record, QEP Uinta Basin, Inc., will hereafter be known as QUESTAR EXPLORATION AND PRODUCTION COMPANY. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible for operations of the properties described on the attached list. All operations will continue to be covered by bond numbers:
 Federal Bond Number: 965002976 (BLM Reference No. ESB000024)
 Utah State Bond Number: 965003033
 Fee Land Bond Number: 965003033
 Current operator of record, QEP UINTA BASIN, INC., hereby resigns as operator of the properties as described on the attached list.


 Jay B. Neese, Executive Vice President, QEP Uinta Basin, Inc.
 Successor operator of record, QUESTAR EXPLORATION AND PRODUCTION COMPANY, hereby assumes all rights, duties and obligations as operator of the properties as described on the attached list

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

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: see attached
2. NAME OF OPERATOR: QUESTAR EXPLORATION AND PRODUCTION COMPANY		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: see attached
3. ADDRESS OF OPERATOR: 1050 17th Street Suite 500 Denver STATE CO ZIP 80265		7. UNIT or CA AGREEMENT NAME: see attached
4. LOCATION OF WELL: FOOTAGES AT SURFACE: attached COUNTY: Uintah QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: UTAH		8. WELL NAME and NUMBER: see attached
PHONE NUMBER: (303) 308-3068		9. API NUMBER: attached
		10. FIELD AND POOL, OR WILDCAT:

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

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

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

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

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

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DIV. OF OIL, GAS & MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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



IN REPLY REFER TO
3180
UT-922

April 23, 2007

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

Re: Stirrup Unit
Uintah County, Utah

Gentlemen:

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

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

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

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

Sincerely,

/s/ Greg J. Noble

Greg J. Noble
Acting Chief, Branch of Fluid Minerals

Enclosure

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

UT922:TAThompson:tt:4/23/07

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APR 30 2007

DIV. OF OIL, GAS & MINING

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING
 CDW

Change of Operator (Well Sold)

X - Operator Name Change

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

6/14/2010

FROM: (Old Operator): N5085-Questar Exploration and Production Company 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 308-3048	TO: (New Operator): N3700-QEP Energy Company 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 308-3048
--	---

CA No.

Unit:

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/28/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/28/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/24/2010
- Is the new operator registered in the State of Utah: Business Number: 764611-0143
- (R649-9-2) Waste Management Plan has been received on: Requested
- Inspections of LA PA state/fee well sites complete on: n/a
- 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 8/16/2010 BIA not yet
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 8/16/2010
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** 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: 6/29/2010

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 6/30/2010
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 6/30/2010
- Bond information entered in RBDMS on: 6/30/2010
- Fee/State wells attached to bond in RBDMS on: 6/30/2010
- Injection Projects to new operator in RBDMS on: 6/30/2010
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: ESB000024
- Indian well(s) covered by Bond Number: 965010693
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 965010695
- The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER: See attached
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: See attached
7. UNIT or CA AGREEMENT NAME: See attached
8. WELL NAME and NUMBER: See attached
9. API NUMBER: Attached
10. FIELD AND POOL, OR WILDCAT: See attached

SUNDRY NOTICES AND REPORTS ON WELLS

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

1 TYPE OF WELL OIL WELL GAS WELL OTHER _____

2 NAME OF OPERATOR:
Questar Exploration and Production Company *N5085*

3. ADDRESS OF OPERATOR:
1050 17th Street, Suite 500 Denver STATE CO ZIP 80265 PHONE NUMBER: (303) 672-6900

4. LOCATION OF WELL
FOOTAGES AT SURFACE: See attached
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

COUNTY: Attached
STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>6/14/2010</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> 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 checked="" type="checkbox"/> OTHER: <u>Operator Name Change</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

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

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

NAME (PLEASE PRINT) Morgan Anderson TITLE Regulatory Affairs Analyst
 SIGNATURE *Morgan Anderson* DATE 6/23/2010

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JUN 28 2010

APPROVED 6/30/2009
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

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

well_name	sec	tpw	rng	api	entity	mineral lease	type	stat	C
Wr 16G-32-10-17	32	100S	170E	4301350370		State	OW	NEW	C
STATE 1	36	070S	240E	4304715128	5878	State	GW	P	
KAYE STATE 1-16	16	100S	230E	4304730609	5395	State	GW	P	
TOLL STATION ST 8-36-8-21	36	080S	210E	4304732724	12361	State	GW	S	
GB 8A-36-8-21	36	080S	210E	4304733037	12377	State	GW	P	
GB 6-36-8-21	36	080S	210E	4304733038	12378	State	GW	P	
GB 2-36-8-21	36	080S	210E	4304733252	12527	State	GW	P	
GH 1W-32-8-21	32	080S	210E	4304733570	12797	State	GW	P	
GH 3W-32-8-21	32	080S	210E	4304733571	12796	State	GW	P	
GH 5W-32-8-21	32	080S	210E	4304733572	12828	State	GW	P	
GH 7W-32-8-21	32	080S	210E	4304733573	12872	State	GW	P	
GH 2W-32-8-21	32	080S	210E	4304733744	13029	State	GW	P	
GH 4W-32-8-21	32	080S	210E	4304733745	13035	State	GW	P	
GH 8W-32-8-21	32	080S	210E	4304733746	13030	State	GW	P	
OU GB 3W-16-8-22	16	080S	220E	4304733751	13577	State	GW	P	
OU GB 5W-16-8-22	16	080S	220E	4304733752	13570	State	GW	P	
GH 6W-32-8-21	32	080S	210E	4304733753	13036	State	GW	P	
OU GB 11W-16-8-22	16	080S	220E	4304733754	13582	State	GW	P	
GH 5G-32-8-21	32	080S	210E	4304733866	13037	State	OW	P	
GB 1W-36-8-21	36	080S	210E	4304733944	13439	State	GW	P	
WV 2W-2-8-21	02	080S	210E	4304734034	13678	State	GW	P	
GB 6W-25-8-21	25	080S	210E	4304734121	13440	Fee	GW	P	
GB 7W-25-8-21	25	080S	210E	4304734122	13436	Fee	GW	P	
WV 9W-16-7-21	16	070S	210E	4304734324		State	GW	LA	
OU GB 11W-30-8-22	30	080S	220E	4304734392	13433	Fee	GW	P	
OU GB 4W-16-8-22	16	080S	220E	4304734598	13579	State	GW	P	
OU GB 10W-16-8-22	16	080S	220E	4304734616		State	GW	LA	
OU GB 12W-16-8-22	16	080S	220E	4304734617	13697	State	GW	P	
OU GB 13W-16-8-22	16	080S	220E	4304734618	13611	State	GW	P	
GB 14MU-16-8-22	16	080S	220E	4304734619	14196	State	GW	P	
OU GB 15W-16-8-22	16	080S	220E	4304734622	13595	State	GW	P	
OU GB 16W-16-8-22	16	080S	220E	4304734655	13815	State	GW	P	
OU GB 2W-16-8-22	16	080S	220E	4304734657	13721	State	GW	P	
OU GB 6W-16-8-22	16	080S	220E	4304734658	13592	State	GW	P	
OU GB 8W-16-8-22	16	080S	220E	4304734660	13769	State	GW	TA	
OU GB 9W-16-8-22	16	080S	220E	4304734692		State	GW	LA	
OU GB 15G-16-8-22	16	080S	220E	4304734829	13777	State	OW	S	
GB 7MU-36-8-21	36	080S	210E	4304734893	14591	State	GW	P	
GB 3W-36-8-21	36	080S	210E	4304734894	13791	State	GW	P	
NC 8M-32-8-22	32	080S	220E	4304734897		State	GW	LA	
NC 3M-32-8-22	32	080S	220E	4304734899		State	GW	LA	
GB 5W-36-8-21	36	080S	210E	4304734925	13808	State	GW	P	
GB 4MU-36-8-21	36	080S	210E	4304734926	14589	State	GW	P	
NC 11M-32-8-22	32	080S	220E	4304735040		State	GW	LA	
GB 5SG-36-8-21	36	080S	210E	4304735155	14015	State	GW	P	
SC 13ML-16-10-23	16	100S	230E	4304735281	14036	State	GW	P	
SC 3ML-16-10-23	16	100S	230E	4304735282	14014	State	GW	P	
SC 11ML-16-10-23	16	100S	230E	4304735311	14035	State	GW	P	
WH 13G-2-7-24	02	070S	240E	4304735484	14176	State	D	PA	
FR 9P-36-14-19	31	140S	200E	4304735880	14310	State	GW	P	
CB 13G-36-6-20	36	060S	200E	4304735969		State	OW	LA	

Bonds: BLM = ESB000024

BIA = 956010693

State = 965010695

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

well_name	sec	twp	rng	api	entity	mineral lease	type	stat	C
WH 2G-2-7-24	02	070S	240E	4304736259		State	GW	LA	
WH 4G-2-7-24	02	070S	240E	4304736261		State	GW	LA	
FR 1P-36-14-19	31	140S	200E	4304736300	14859	State	GW	P	
WK 3ML-2-9-24	02	090S	240E	4304736723		State	GW	LA	
WK 7ML-2-9-24	02	090S	240E	4304736724		State	GW	LA	
SC 5ML-16-10-23	16	100S	230E	4304736877	15125	State	GW	P	
SC 12ML-16-10-23	16	100S	230E	4304736878	15053	State	GW	P	
SC 14ML-16-10-23	16	100S	230E	4304736908	15070	State	GW	P	
SC 4ML-16-10-23	16	100S	230E	4304736912	15208	State	GW	P	
FR 3P-36-14-19	36	140S	190E	4304737376	15736	State	GW	P	
BZ 12ML-16-8-24	16	080S	240E	4304737670		State	GW	LA	
BZ 10D-16-8-24	16	080S	240E	4304737671	15979	State	GW	S	
BZ 14ML-16-8-24	16	080S	240E	4304737672		State	GW	LA	
BBE 9W-16-7-21	16	070S	210E	4304737745		State	GW	LA	
GB 10ML-16-8-22	16	080S	220E	4304737943		State	GW	LA	
GB 9ML-16-8-22	16	080S	220E	4304737944	15851	State	GW	P	
HR 2MU-2-12-23	02	120S	230E	4304738052		State	GW	LA	
HR 3MU-2-12-23	02	120S	230E	4304738053		State	GW	LA	
HR 6MU-2-12-23	02	120S	230E	4304738054		State	GW	LA	
HR 10MU-2-12-23	02	120S	230E	4304738055	15737	State	GW	S	
HR 12MU-2-12-23	02	120S	230E	4304738056		State	GW	LA	
HR 14MU-2-12-23	02	120S	230E	4304738057		State	GW	LA	
HR 16MU-2-12-23	02	120S	230E	4304738058		State	GW	LA	
FR 11P-36-14-19	36	140S	190E	4304738349	15899	State	GW	P	
GB 4SG-36-8-21	36	080S	210E	4304738764	16142	State	GW	P	
GB 7SG-36-8-21	36	080S	210E	4304738765	16144	State	GW	P	
WF 3D-32-15-19	32	150S	190E	4304738877		State	GW	APD	C
SCS 5C-32-14-19	32	140S	190E	4304738963	16759	State	GW	P	
FR 7P-36-14-19	31	140S	200E	4304738992	15955	State	GW	P	
SCS 10C-16-15-19	16	150S	190E	4304739683	16633	State	GW	P	
FR 6P-16-14-19	16	140S	190E	4304740350		State	GW	APD	C

Bonds: BLM = ESB000024

BIA = 956010693

State = 965010695

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: ML-2785
1. TYPE OF WELL Gas Well	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: QEP ENERGY COMPANY	7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 11002 East 17500 South , Vernal, Ut, 84078	8. WELL NAME and NUMBER: WV 2W-2-8-21
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0462 FNL 2000 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNE Section: 02 Township: 08.0S Range: 21.0E Meridian: S	9. API NUMBER: 43047340340000
PHONE NUMBER: 303 308-3068 Ext	9. FIELD and POOL or WILDCAT: WONSITS VALLEY
COUNTY: UINTAH	STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/25/2014	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<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 checked="" type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

QEP ENERGY COMPANY REQUESTS APPROVAL TO PLUG OFF THE EXISTING WASATCH PERFORATIONS IN THE WV 2W-2-8-21, MOVE UP HOLE, PERFORATE AND FRAC THE GREEN RIVER FORMATION. SEE ATTACHED PROCEDURES.

Approved by the Utah Division of Oil, Gas and Mining
Date: December 15, 2014
By: *Derek Duff*

Please Review Attached Conditions of Approval

NAME (PLEASE PRINT) Benna Muth	PHONE NUMBER 435 781-4320	TITLE Regulatory Assistant
SIGNATURE N/A	DATE 11/25/2014	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Sundry Conditions of Approval Well Number 43047340340000

A CIBP shall be set immediately above open perfs @ approximately 7740' and capped with 100' minimum of cement as required by R649-3-24-3.2.

QEP Energy requests approval to plug off the existing Wasatch perforations in the WV 2W-2-8-21, move up hole, perforate, and frac the Green River formation as follows:

1. Set a CIBP at 6500' and cap with 50' of cement.
2. Stage 1:
 - a. 6400'-6402', 3spf, frac with crosslink fluid.
 - b. 6362'-6364', 3spf, frac with crosslink fluid.
 - c. 6333'-6335', 3spf, frac with crosslink fluid.
 - d. 6319'-6321', 3spf, frac with crosslink fluid.
 - e. 6261'-6263', 3spf, frac with crosslink fluid.
 - f. 6237'-6239', 3spf, frac with crosslink fluid.
 - g. 6214'-6215', 3spf, frac with crosslink fluid.
 - h. 6182'-6184', 3spf, frac with crosslink fluid.
 - i. 6151'-6152', 3spf, frac with crosslink fluid.
3. Set a CPF at 6020'.
4. Stage 2:
 - a. 5974'-5976', 3spf, frac with crosslink fluid.
 - b. 5926'-5928', 3spf, frac with crosslink fluid.
 - c. 5896'-5898', 3spf, frac with crosslink fluid.
 - d. 5865'-5866', 3spf, frac with crosslink fluid.
 - e. 5855'-5857', 3spf, frac with crosslink fluid.
 - f. 5837'-5838', 3spf, frac with crosslink fluid.
 - g. 5823'-5824', 3spf, frac with crosslink fluid.
 - h. 5795'-5797', 3spf, frac with crosslink fluid.
 - i. 5776'-5777', 3spf, frac with crosslink fluid.
 - j. 5763'-5765', 3spf, frac with crosslink fluid.
5. Set a CPF at 5200'.
6. Stage 3:
 - a. 5155'-5156', 3spf, frac with crosslink fluid.
 - b. 5115'-5117', 3spf, frac with crosslink fluid.
 - c. 5093'-5094', 3spf, frac with crosslink fluid.
 - d. 5068'-5070', 3spf, frac with crosslink fluid.
 - e. 5019'-5020', 3spf, frac with crosslink fluid.
 - f. 4990'-4991', 3spf, frac with crosslink fluid.
 - g. 4950'-4952', 3spf, frac with crosslink fluid.
 - h. 4899'-4901', 3spf, frac with crosslink fluid.
 - i. 4865'-4867', 3spf, frac with crosslink fluid.
 - j. 4816'-4818', 3spf, frac with crosslink fluid.
7. Drill up the top two plugs and return well to production.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: ML-2785
1. TYPE OF WELL Gas Well	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: QEP ENERGY COMPANY	7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 11002 East 17500 South , Vernal, Ut, 84078	8. WELL NAME and NUMBER: WV 2W-2-8-21
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0462 FNL 2000 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNE Section: 02 Township: 08.0S Range: 21.0E Meridian: S	9. API NUMBER: 43047340340000
PHONE NUMBER: 303 595-5919 Ext	9. FIELD and POOL or WILDCAT: WONSITS VALLEY
COUNTY: Uintah	STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/1/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<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 type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input checked="" type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

QEP Energy Company requests a 3 month extension for the MIT test to be completed. Results will be submitted by May 1, 2015.

REQUEST DENIED
Utah Division of
Oil, Gas and Mining

Date: April 01, 2015
 By: *Derek Quist*

Please Review Attached Conditions of Approval

NAME (PLEASE PRINT) Jan Nelson	PHONE NUMBER 435 781-4331	TITLE Permit Agent
SIGNATURE N/A	DATE 2/9/2015	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Sundry Conditions of Approval Well Number 43047340340000

No reason for extended SI/TA was given. The well has been SI/TA for almost 4 years. The reason for an extension to do an MIT or why one could not have been done in the previous 4 years was not given. No justification for extended SI/TA has been shown. For these reasons your request is being denied.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-2785
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL Gas Well		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: QEP ENERGY COMPANY		8. WELL NAME and NUMBER: WV 2W-2-8-21
3. ADDRESS OF OPERATOR: 11002 East 17500 South , Vernal, Ut, 84078		9. API NUMBER: 43047340340000
PHONE NUMBER: 303 595-5919 Ext		9. FIELD and POOL or WILDCAT: WONSITS VALLEY
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		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 Approximate date work will start: 4/27/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<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"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

The above mentioned well returned to production on April 27, 2015.

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
April 28, 2015**

NAME (PLEASE PRINT) Jan Nelson	PHONE NUMBER 435 781-4331	TITLE Permit Agent
SIGNATURE N/A	DATE 4/28/2015	