

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

FORM 3

APPLICATION FOR PERMIT TO DRILL		5. LEASE DESIGNATION AND SERIAL NUMBER -U-8561ST mL-47040
1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>		6. IF INDIAN ALLOTTEE OR TRIBE NAME N/A
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"/>		7. UNIT OF CA AGREEMENT NAME: N/A
2. NAME OF OPERATOR: SHENANDOAH ENERGY INC.		8. WELL NAME and NUMBER: WV #9W-36-7-21
3. ADDRESS OF OPERATOR: 11002 E. 17500 W. CITY VERNAL STATE UT ZIP 84078	PHONE NUMBER: (435) 781-4341	9. FIELD AND POOL, OR WILDCAT: UNDESIGNATED
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 2183' FSL, 689' FEL NESE AT PROPOSED PRODUCING ZONE: SAME		10. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NESE 36 7S 21E
13. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: MILES SOUTH WEST FROM RED WASH UNIT		11. COUNTY: UINTAH
		12. STATE: UT
14. DISTANCE TO NEAREST PROPERTY OR LEASE LINE(FEET) 689' ±	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) 2000' ±	18. PROPOSED DEPTH 8850'	19. BOND DESCRIPTION: 159261960
20. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 5239.2' 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'	PREMIUM PLUS	119	1.18	15.6 ppg
7 7/8"	4 1/2"	N-80	11.6	1500'	PREMIUM PLUS	1709	1.18	12 ppg
7 7/8"	4 1/2"	J-55	11.6	TD	PREMIUM PLUS	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 COMPLETE DRILLING PLAN

EVIDNECE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER 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 2-01

(This space for State use only)

API NUMBER ASSIGNED: 43-047-34066 APPROVAL: _____

[Faint, illegible text and stamps, possibly a date stamp]

**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 05/07/2001

API NO. ASSIGNED: 43-047-34066

WELL NAME: WV 9W-36-7-21

OPERATOR: SHENANDOAH ENERGY INC (N4235)

CONTACT: JOHN BUSCH

PHONE NUMBER: 435-781-4341

PROPOSED LOCATION:

NESE 36 070S 210E
 SURFACE: 2183 FSL 0689 FEL
 BOTTOM: 2183 FSL 0689 FEL
 UINTAH
 UNDESIGNATED (2)

LEASE TYPE: 3 - State

LEASE NUMBER: ~~U-0561ST~~ ml-47040 fe

SURFACE OWNER: 3 - State

PROPOSED FORMATION: WSTC

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	RAM	5/30/01
Geology		
Surface		

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. 43-8496)
- 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:

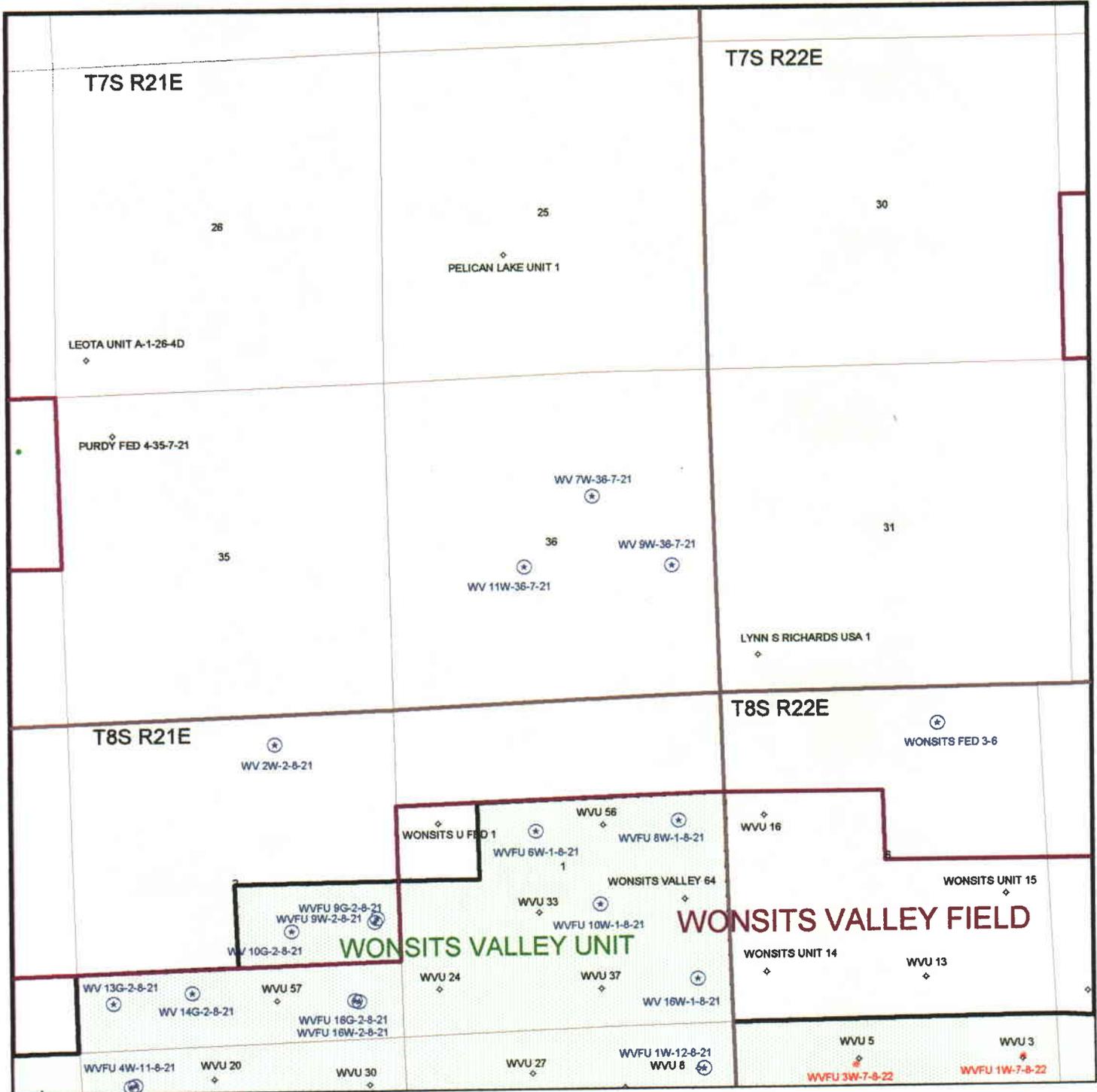
Need Resurvey (05-17-01)
 Need "Ex Loc" info. (Rec'd 5-23-01)

STIPULATIONS:

- ① SURFACE COMBAT STIP
- ② Spacing stip.
- ③ STATEMENT OF BASIS



OPERATOR: SHENANDOAH ENERGY (N4235)
 SEC. 36, T7S, R21E
 FIELD: UNDESIGNATED (002)
 COUNTY: UINTAH



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

Operator Name: SHENANDOAH ENERGY, INC.
Well Name & Number: WVFU 9W-36-7-21
API Number: 43-047-34066
Location: 1/4,1/4 NE/SE Sec. 36 T. 7S 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 3200'. A search of Division of Water Rights records shows 1 water well within a 10,000 foot radius of the center of section 36. 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: 05/24/2001

Surface:

The pre-drill investigation of the surface was performed on 5/17/2001. 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 5/10/01. Neither attended. This site appears to be the best spot for a location in the immediate area. The reserve pit will be entirely in cut but sandstone outcroppings are numerous in the area and blasting will probably be necessary to construct pit. For this reason a liner and felt subliner will be required. Reserve pit must be constructed northeast of well bore as staked.

Reviewer: David W. Hackford
Date: 5/21/2001

Conditions of Approval/Application for Permit to Drill:

1. A 12 mil liner and felt sub-liner shall be properly installed and maintained in the reserve pit.

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

OPERATOR: SHENANDOAH ENERGY, INC.

WELL NAME & NUMBER: WVFU 9W-36-7-21

API NUMBER: 43-047-34066

LEASE: STATE _____ FIELD/UNIT: UNDESIGNATED

LOCATION: 1/4, 1/4 NE/SE SEC: 36 TWP: 7S RNG: 21E

689 ~~686~~ F E L 2183' F S L

LEGAL WELL SITING: Statewide 400 foot window in center of 40
acre tract and no closer than 920 feet from
another well.

GPS COORD (UTM): 12628040E 4447345N

SURFACE OWNER: SITLA

PARTICIPANTS:

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

REGIONAL/LOCAL SETTING & TOPOGRAPHY:

SITE IS JUST UNDER THE RIM OF A LARGE PLATEAU WHICH STRETCHES FOR
OVER ONE MILE TO THE EAST. THE SITE IS AT THE HEAD OF SHARP
BREAKS WHICH FALL OFF SHARPLY TOWARD THE WEST AND THE GREEN RIVER
WHICH IS FOUR MILES AWAY. THERE ARE NUMEROUS SANDSTONE
OUTCROPPINGS AT THIS SITE.

SURFACE USE PLAN:

CURRENT SURFACE USE: WILDLIFE AND LIVESTOCK GRAZING.
HUNTING.

PROPOSED SURFACE DISTURBANCE: LOCATION WOULD BE 310' BY 235'
AND ACCESS ROAD WOULD BE 1069 FEET ON LEASE AND 3190 FEET
OFF LEASE.

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, SAGE, SHADSCALE: 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 12 MIL LINER AND FELT SUB-LINER WILL BE REQUIRED.

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 COOL, RAINY DAY.

ATTACHMENTS:

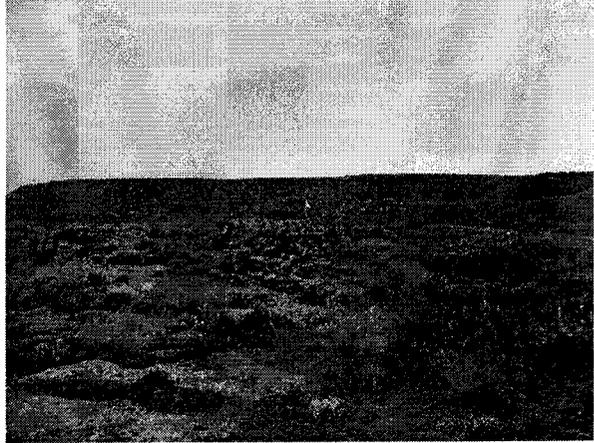
PHOTOS OF SITE WILL BE PLACED ON FILE.

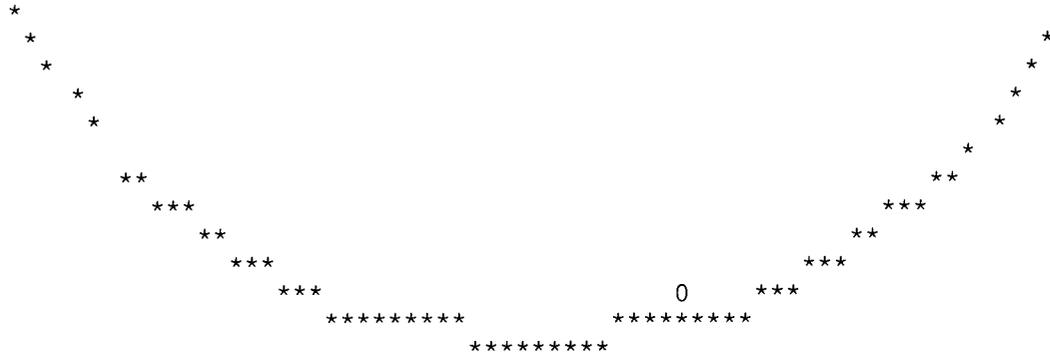
DAVID W. HACKFORD
DOGM REPRESENTATIVE

5/17/2001-11:45 AM
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>20</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>30</u>





UTAH DIVISION OF WATER RIGHTS
 NWPLAT POINT OF DIVERSION LOCATION PROGRAM

MAP CHAR	WATER RIGHT	CFS	QUANTITY		SOURCE DESCRIPTION or WELL INFO			POINT OF DIVERSION DESCRIPTION								
			AND/OR	AC-FT	DIAMETER	DEPTH	YEAR LOG	NORTH	EAST	CNR	SEC	TWN	RNG	B&M		
0	49 186	.0150		.00	6	40		S	1154	W	265	NE	12	8S	21E	SL
	WATER USE(S): DOMESTIC STOCKWATERING												PRIORITY DATE: 09/10/195			
	Hall, Louie												Ouray			

05-01 Shennandoah WV 9W-95-7-21
 Casing Schematic

Surface

9-5/8"
 MW 9.3
 Frac 19.3

TOC @ 0.
 TOC @ 2. →
 Surface
 450. MD

w/ 0% WASH-OUT
 * COMBAT COA

BOP
 .D52(9.25) 8850 = 4256
 .12(8850) 1062
3195 psi

∴ 3M - SRRA BOP
 ROUTINELY UTILIZED IN
 THIS FIELD.

RAM
 5/30/01

→ w/ 12% WASH-OUT

4-1/2"
 MW 9.3

Production
 8850. MD

Well name:	05-01 Shennandoah WV 9W-36-7-21	
Operator:	Shenandoah	Project ID:
String type:	Production	43-047-34066
Location:	Uintah Co.	

Design parameters:

Collapse
 Mud weight: 9.250 ppg
 Design is based on evacuated pipe.

Minimum design factors:

Collapse:
 Design factor 1.125

Environment:

H2S considered? No
 Surface temperature: 65 °F
 Bottom hole temperature: 167 °F
 Temperature gradient: 1.15 °F/100ft
 Minimum section length: 1,500 ft

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.481 psi/ft
 Calculated BHP 4,253 psi

Burst:
 Design factor 1.00

Cement top: Surface

Tension:

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

Non-directional string.

Tension is based on air weight.
 Neutral point: 7,626 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft ³)
2	1500	4.5	11.60	N-80	LT&C	1500	1500	3.875	34.8
1	7350	4.5	11.60	J-55	LT&C	8850	8850	3.875	170.4

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	721	5514	7.65	721	7780	10.79	103	223	2.17 J
1	4253	4960	1.17	4253	5350	1.26	85	162	1.90 J

Prepared R.A.McKee
 by: Utah Dept. of Natural Resources

Date: May 30,2001
 Salt Lake City, Utah

ENGINEERING STIPULATIONS: Surface Cement COA.
 Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
 Collapse is based on a vertical depth of 8850 ft, a mud weight of 9.25 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:

05-01 Shennandoah WV 9W-36-7-21

Operator: Shenandoah

String type: Surface

Project ID:

43-047-34066

Location: Uintah Co.

Design parameters:

Collapse

Mud weight: 9.250 ppg
Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 0 psi
Internal gradient: 0.481 psi/ft
Calculated BHP: 216 psi

No backup mud specified.

Minimum design factors:

Collapse:

Design factor: 1.125

Burst:

Design factor: 1.00

Tension:

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

Tension is based on air weight.
Neutral point: 388 ft

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:

2 ft

* COA

Non-directional string.

Re subsequent strings:

Next setting depth: 6,440 ft
Next mud weight: 9.250 ppg
Next setting BHP: 3,095 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)	Internal Capacity (ft³)
1	450	9.625	36.00	K-55	ST&C	450	450	8.765	32
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	216	2020	9.34	216	3520	16.28	16	423	26.11 J

Prepared R.A.McKee
by: Utah Dept. of Natural Resources

Date: May 30,2001
Salt Lake City, Utah

ENGINEERING STIPULATIONS: Surface Cement COA.

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

Collapse is based on a vertical depth of 450 ft, a mud weight of 9.25 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.

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	3565'	
Mahogany Ledge	4215'	
Wasatch	6850'	
TD (Wasatch)	8850'	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	8850'

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. 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.

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DRILLING PROGRAM

3. Surface Ownership

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

4. 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

5. 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	8850'	7-7/8"	4-1/2"	J-55	11.6lb/ft (new)

6. 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.
7. 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.

8. 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.

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DRILLING PROGRAM

7. Cementing Program

<u>Casing</u>	<u>Volume</u>	<u>Type & Additives</u>
Surface	165 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/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: Premium Plus + 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
5-25-09 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.

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 3540.0 psi. Maximum anticipated bottom hole temperature is 140° F.

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

John Busch
Red Wash Operations Representative

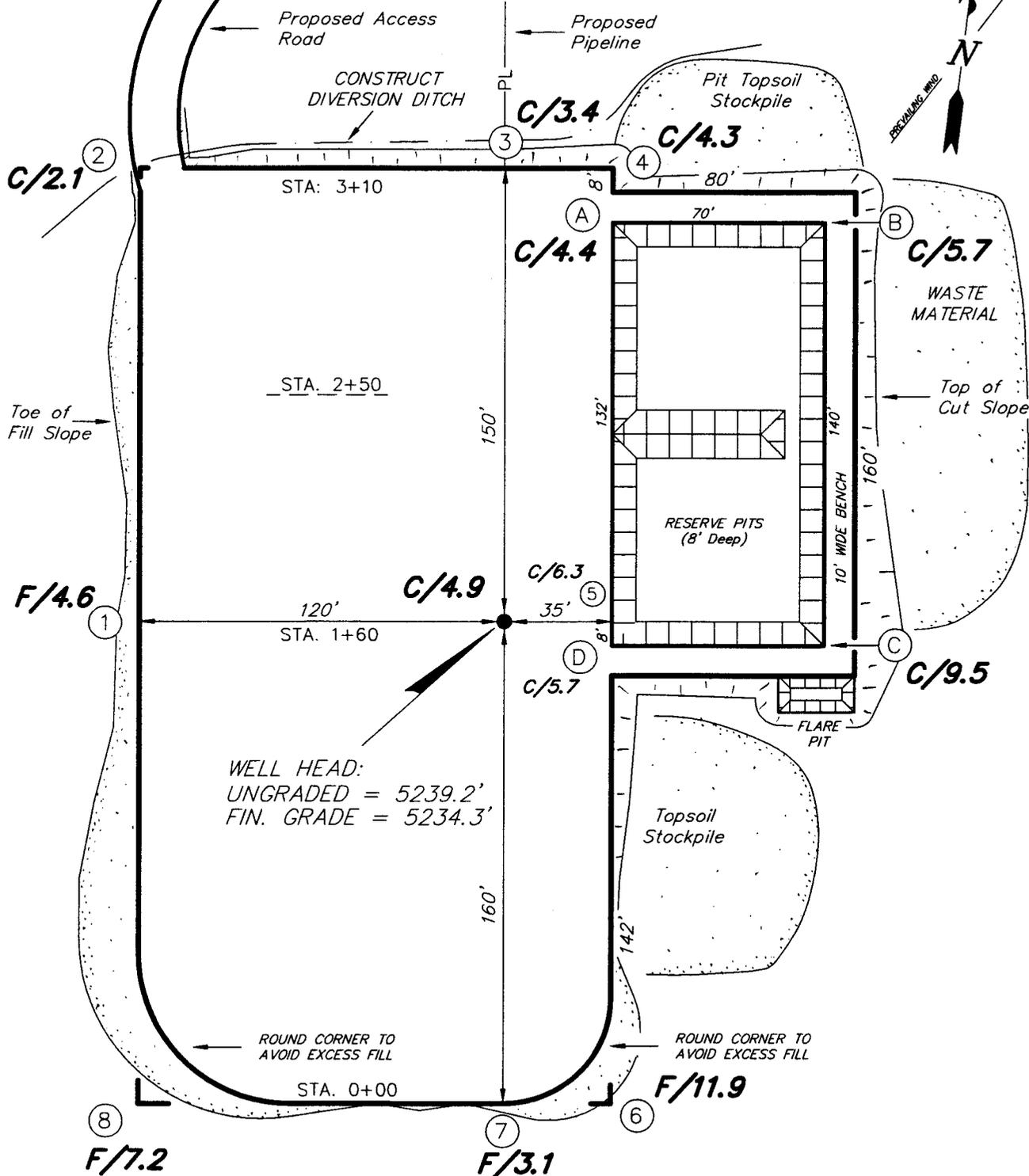
May 1, 2001

Date

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SHENANDOAH ENERGY, INC.

WONSITS VALLEY #9W-36-7-21
 SEC. 36, T7S, R21E, S.L.B.&M.



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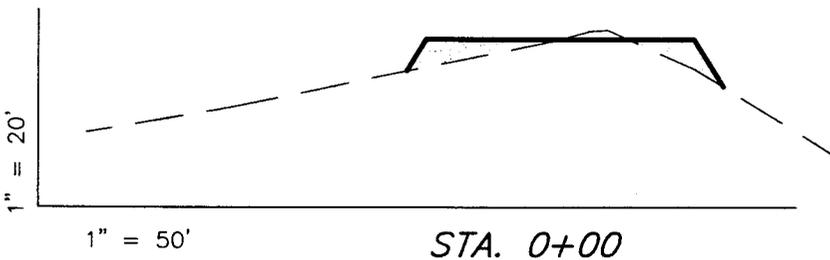
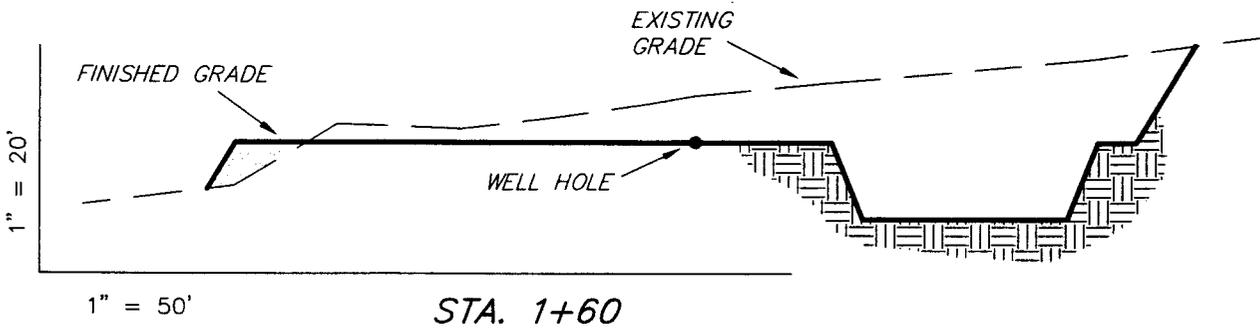
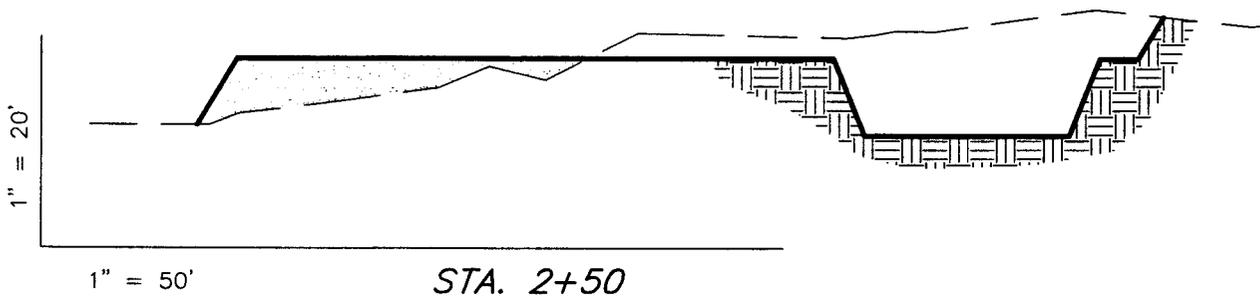
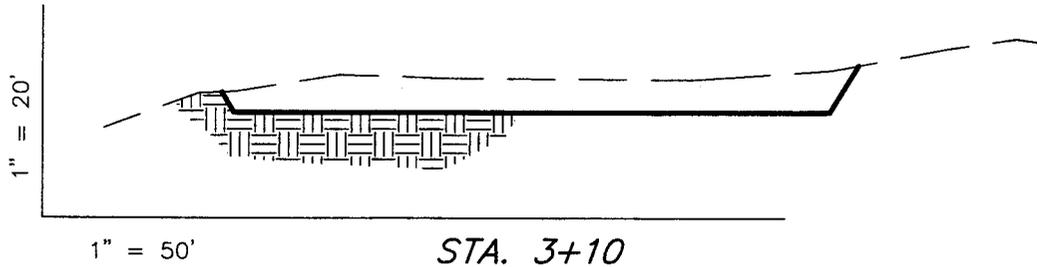
REFERENCE POINTS
 170' WESTERLY = 5227.2'
 220' WESTERLY = 5223.7'

SURVEYED BY: L.D.T.	SCALE: 1" = 50'	<p style="text-align: right; font-size: small;">(435) 781-2501 38 WEST 100 NORTH VERNAL, UTAH 84078</p>
DRAWN BY: J.R.S.	DATE: 4-18-01	

SHENANDOAH ENERGY, INC.

CROSS SECTIONS

WONSITS VALLEY #9W-36-7-21



APPROXIMATE YARDAGES

CUT = 4,340 Cu. Yds.

FILL = 4,340 Cu. Yds.

PIT = 2,370 Cu. Yds.

6" TOPSOIL = 1,130 Cu. Yds.

SURVEYED BY: L.D.T.

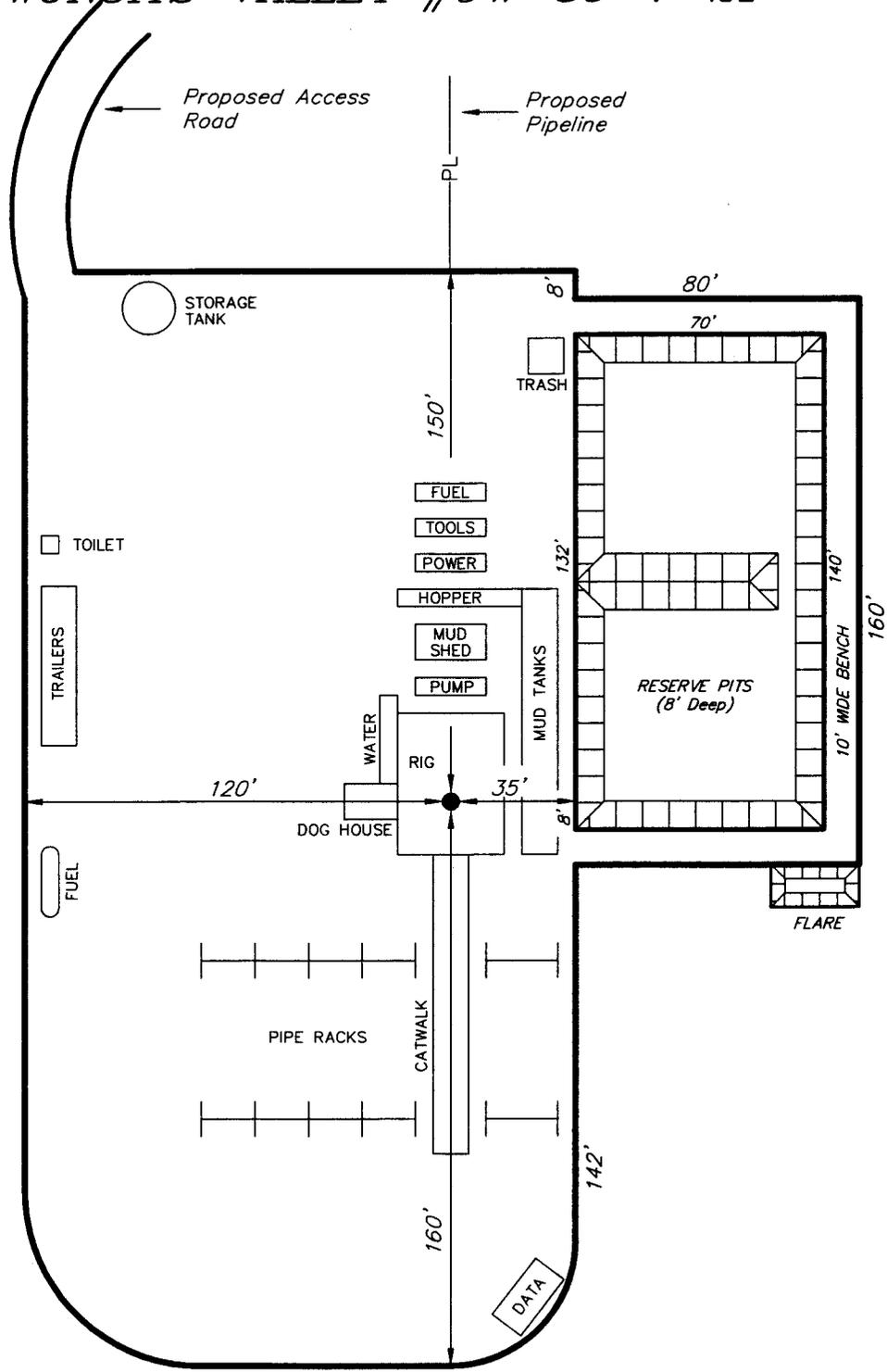
SCALE: 1" = 50'

DRAWN BY: J.R.S.

DATE: 4-18-01

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

SHENANDOAH ENERGY, INC.
TYPICAL RIG LAYOUT
WONSITS VALLEY #9W-36-7-21



CONFIDENTIAL

SURVEYED BY: L.D.T.	SCALE: 1" = 50'	Tri State Land Surveying, Inc. 38 WEST 100 NORTH VERNAL, UTAH 84078 (435) 781-2501
DRAWN BY: J.R.S.	DATE: 4-18-01	

SHENANDOAH ENERGY INC.

WV #9W-36-7-21

**LOCATED IN UINTAH COUNTY, UTAH
SECTION 36, T7S, R21E, S.L.B.&M.**



PHOTO: VIEW OF PROPOSED LOCATION

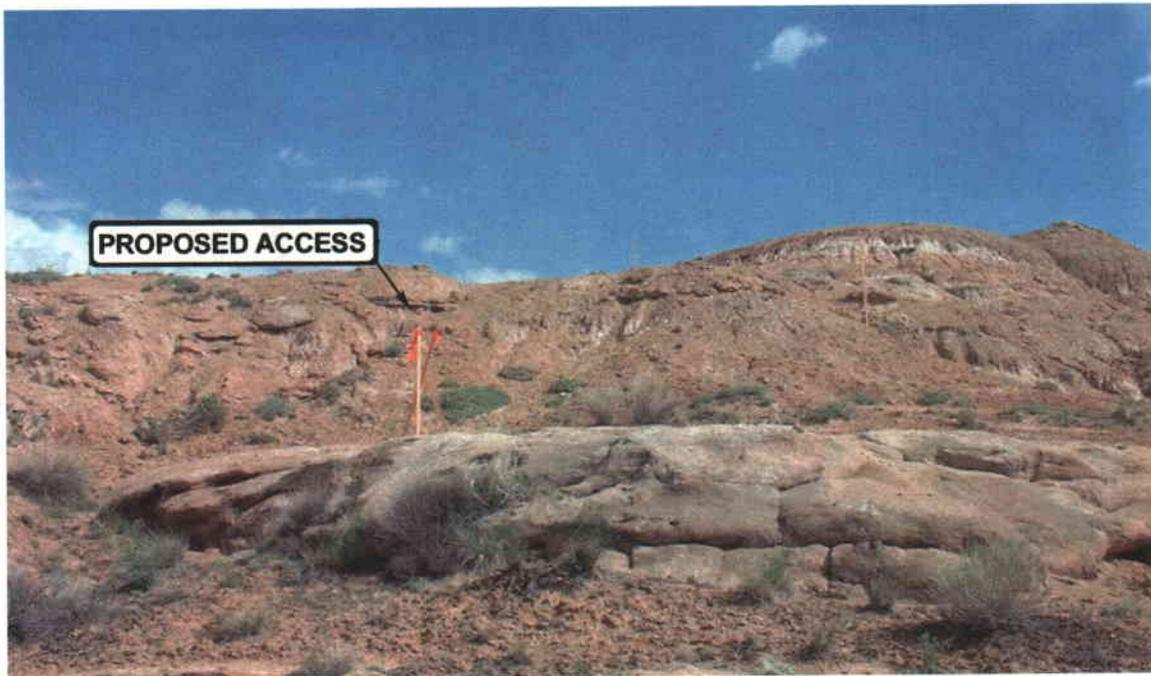


PHOTO: VIEW FOM BEGINNING OF PROPOSED ACCESS

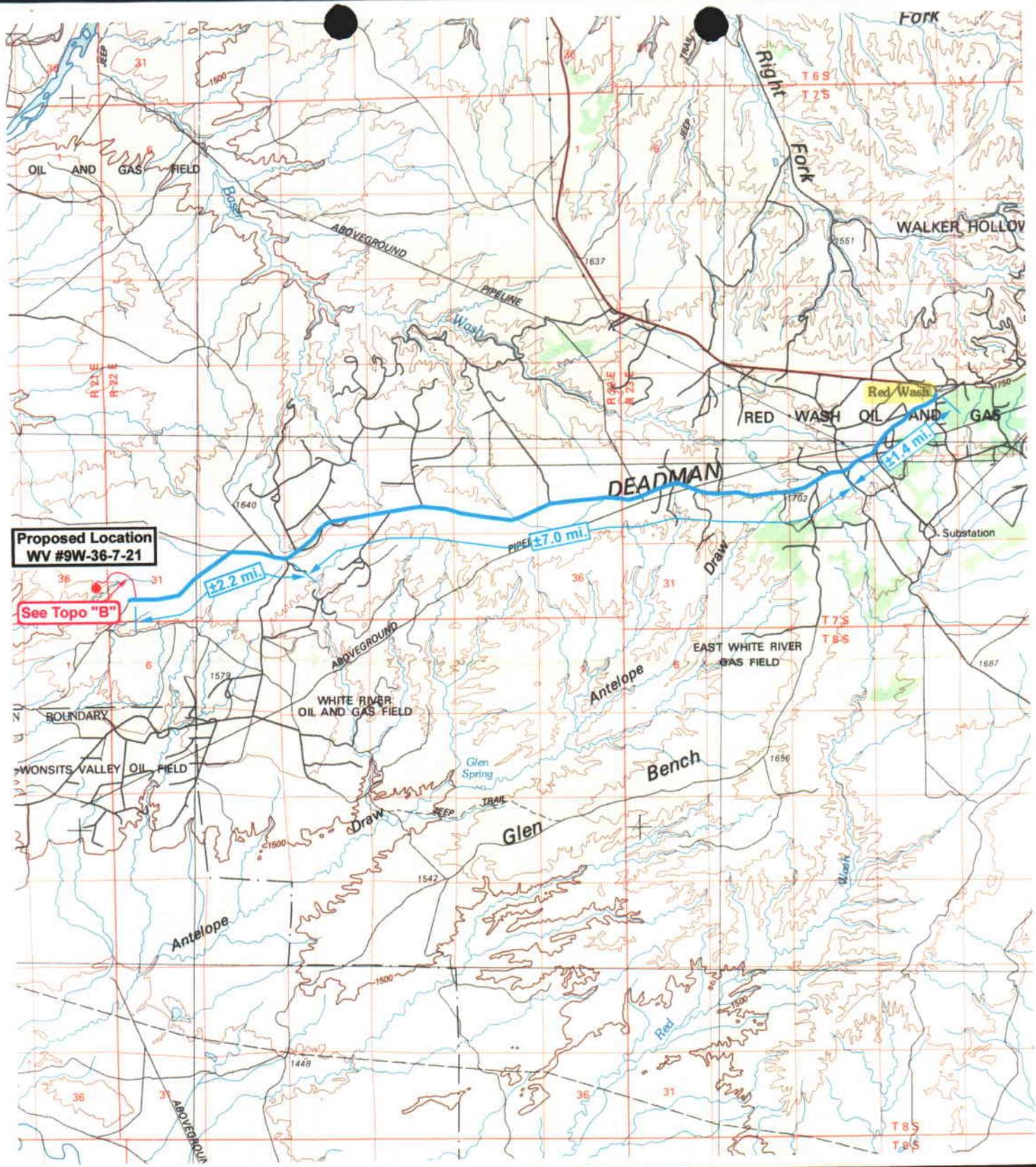
Tri-State Land Surveying Inc.
38 West 100 North, Vernal, UT 84078
435-781-2501 tristate@easylink.com

LOCATION PHOTOS

Drawn By: SS

Date: 4-20-01

CONFIDENTIAL



Proposed Location
WV #9W-36-7-21

See Topo "B"

**SHENANDOAH
 ENERGY INC.**

**Wonsits Valley Federal Unit
 #9W-36-7-21
 SEC. 36, T7S, R21E, S.L.B.&M.**



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

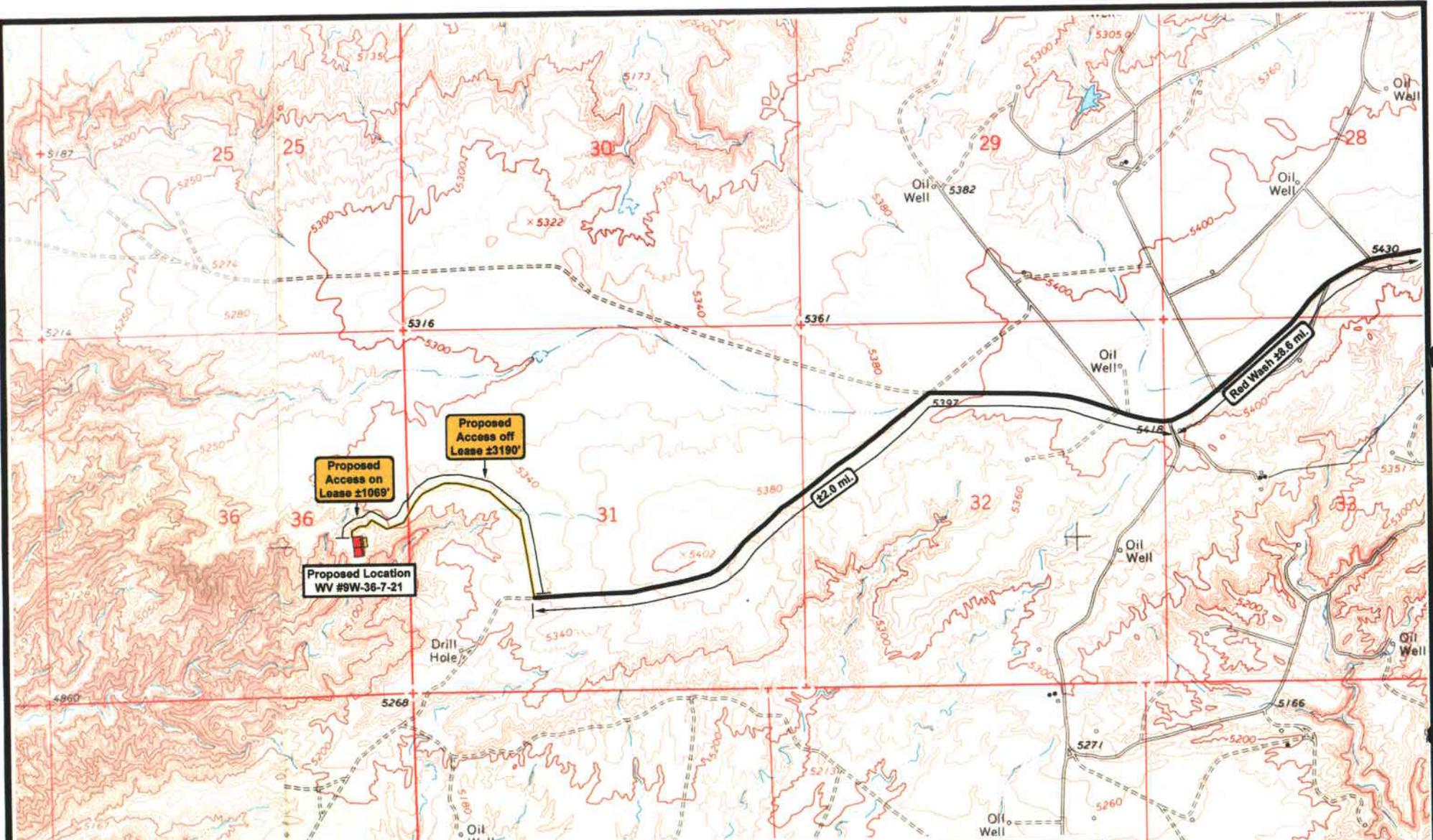
SCALE: 1 : 100,000
 DRAWN BY: bgm
 DATE: REV. 04-25-2001

Legend

Existing Road
 Proposed Access

TOPOGRAPHIC MAP
"A"

CONFIDENTIAL



SHENANDOAH ENERGY INC.

CONFIDENTIAL



Tri-State Land Surveying Inc.

(435) 781-2501

38 West 100 North Vernal, Utah 84078

SCALE: 1" = 2000'

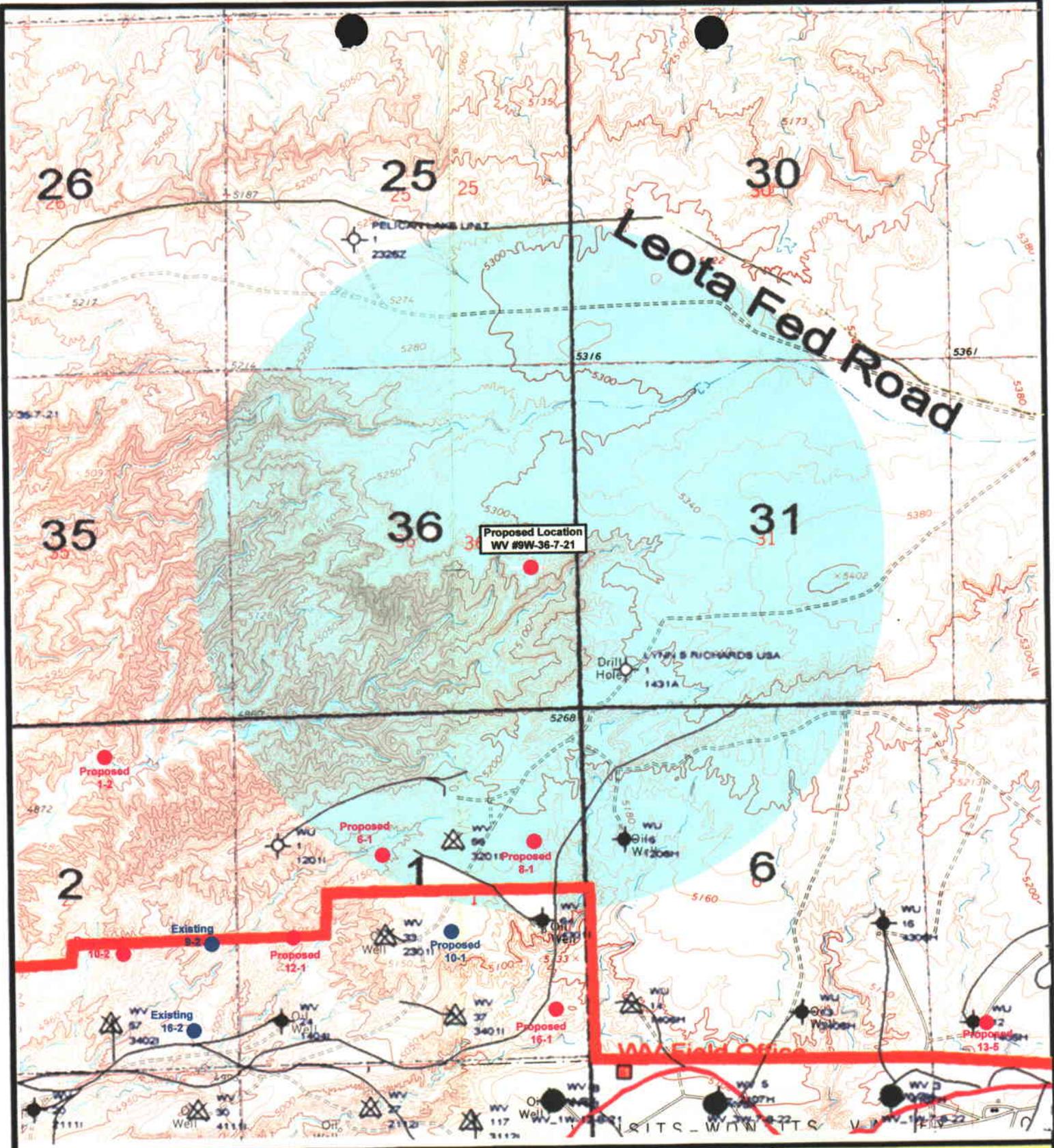
DRAWN BY: bgm

DATE: 04-19-2001

Legend	
	Existing Road
	Proposed Access
TOPOGRAPHIC MAP	
"B"	

**Wonsits Valley #9W-36-7-21
SEC. 36, T7S, R21E, S.L.B.&M.**

WHITE



**SHENANDOAH
ENERGY INC.**

**Wonsits Valley #9W-36-7-21
SEC. 36, T7S, 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: 04-19-2001

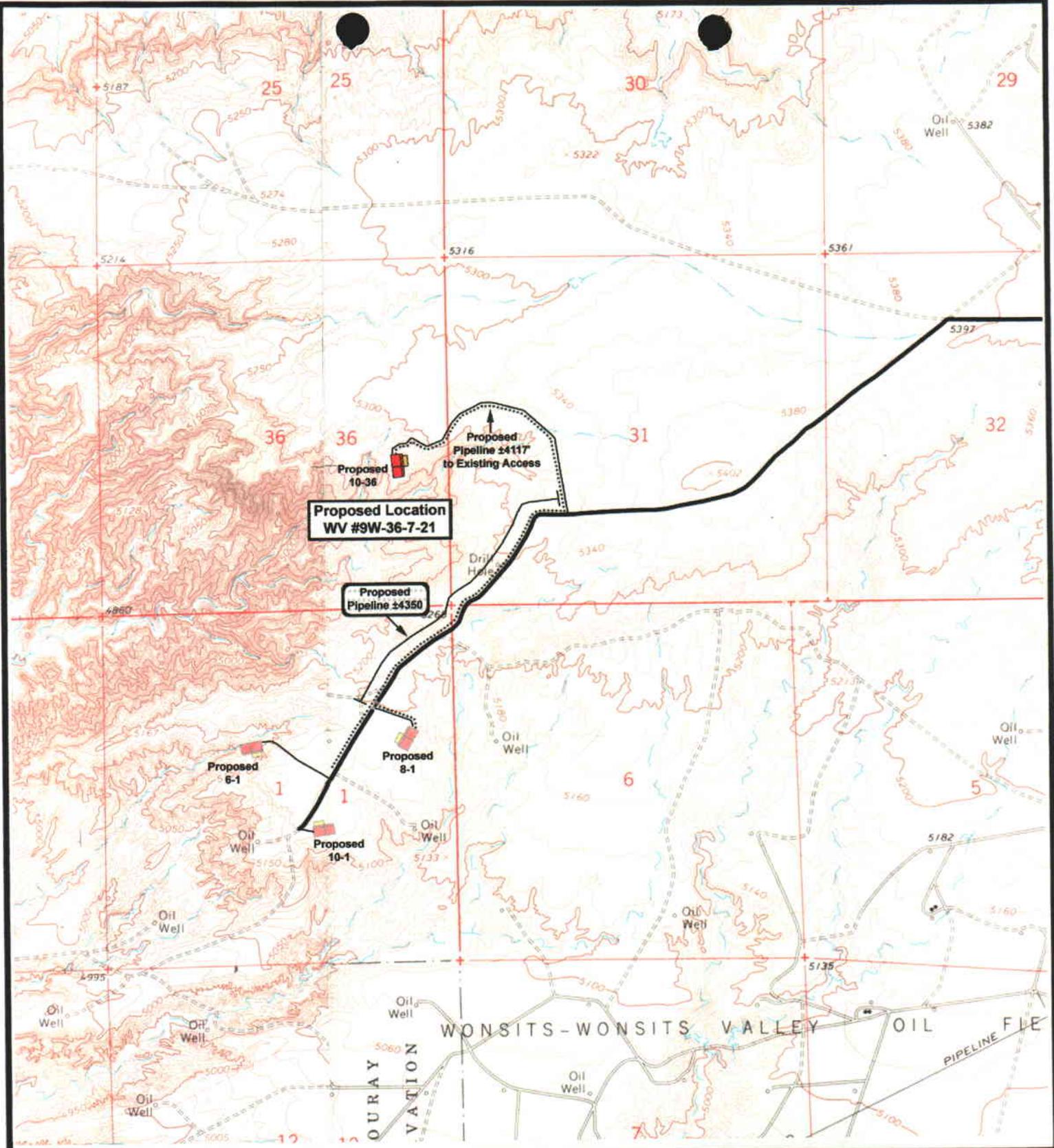
Legend

- Proposed Location
- Existing Location
- Two-Mile Radius

TOPOGRAPHIC MAP

"C"

CONFIDENTIAL



**SHENANDOAH
ENERGY INC.**

**Wonsits Valley #9W-36-7-21
SEC. 36, T7S, 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: 04-19-2001

Legend

- Existing Road
- Proposed Access
- Proposed Pipeline

TOPOGRAPHIC MAP

"D"

CONFIDENTIAL

SHENANDOAH ENERGY INC.

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

May 21, 2001

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

To Whom It May Concern: *43-047-3466 Sec. 36, 75, 21E*

Shenandoah Energy Inc. Wonsits Valley #9W-36-7-21 is an exception location due to severe topography. This lease #(ML-47047) is under the Wonsits Valley Unit Agreement and all owners are committed under the Unit Agreement.

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

Thank you,



Raleen Searle
Administrative Assistant

RECEIVED

DIVISION OF
OIL, GAS AND MINING



Shenandoah Energy Inc.

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

FORM 3

APPLICATION FOR PERMIT TO DRILL

1A. TYPE OF WORK: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>		5. LEASE DESIGNATION AND SERIAL NUMBER U0561ST ML-42040
B. TYPE OF WELL <input type="checkbox"/> OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER _____ <input checked="" type="checkbox"/> SINGLE ZONE <input 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 S CITY VERNAL STATE UT ZIP 84078		8. WELL NAME and NUMBER: WV #9W-36-7-21
PHONE NUMBER: (435) 781-4341		9. FIELD AND POOL, OR WILDCAT: UNDESIGNATED
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 2183' FSL, 689' FEL NESE AT PROPOSED PRODUCING ZONE: SAME		10. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NESE 36 7S 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) 689' ±		12. STATE: UT
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) 2000' ±		19. BOND DESCRIPTION: 159261960
20. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 5239.2' 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'	PREMIUM PLUS	119	1.18	15.6 ppg
7 7/8"	4 1/2"	N-80 11.6	1500'	PREMIUM PLUS	1447	1.18	12 ppg
7 7/8"	4 1/2"	J-55 11.6	TD	PREMIUM PLUS	139	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: 43047-34066 APPROVAL: _____

(5/2000)

Approved by the
Utah Division of
Oil, Gas and Mining
(See Instruction on Reverse Side)

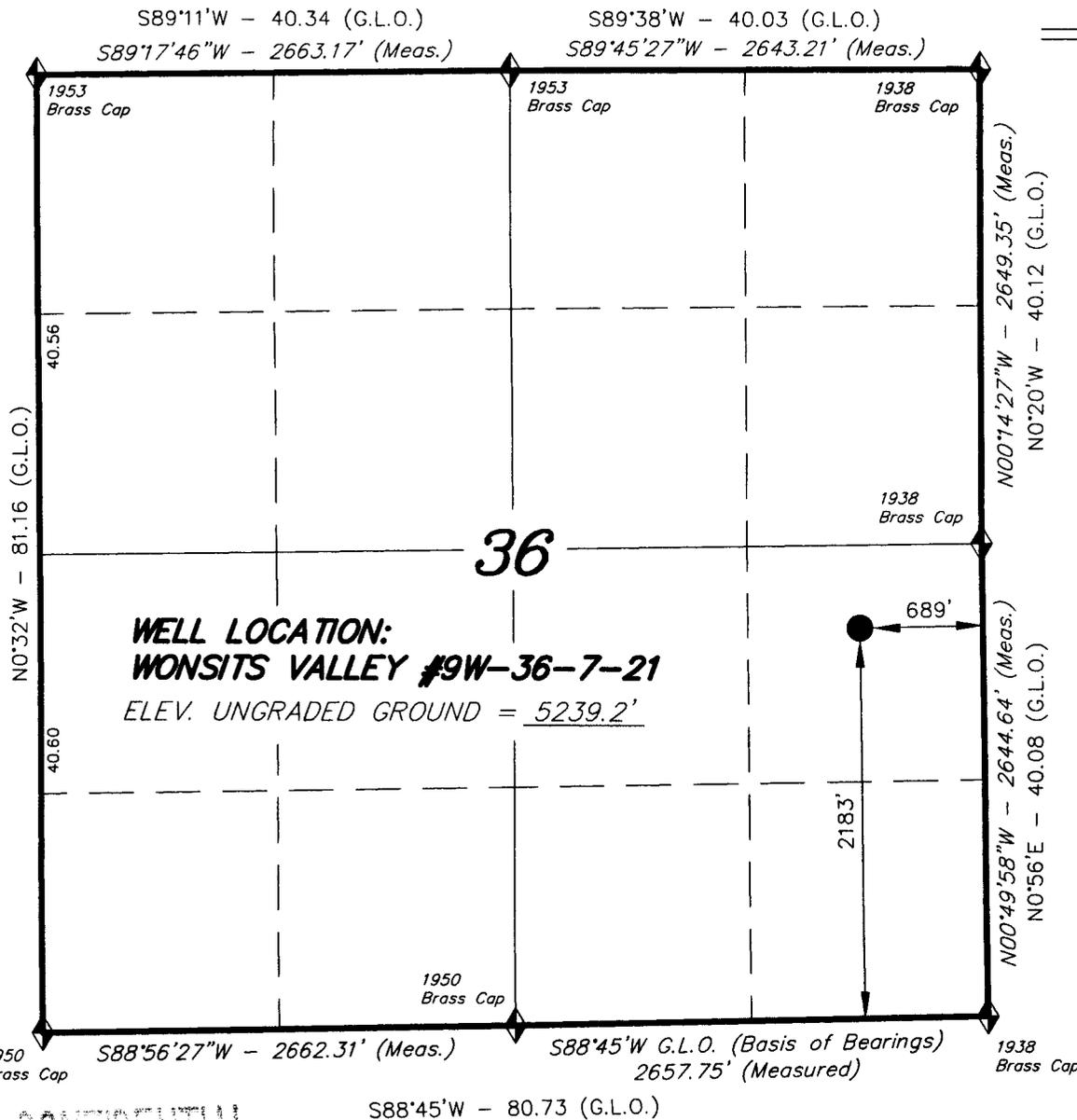
Date: 08-01-01
By: *[Signature]*

RECEIVED
MAY 25 2001
DIVISION OF
CONFIDENTIAL

T7S, R21E, S.L.B.&M.

SHENANDOAH ENERGY, INC.

WELL LOCATION, WONSITS VALLEY #9W-36-7-21, LOCATED AS SHOWN IN THE NE 1/4 SE 1/4 OF SECTION 36, T7S, R21E, S.L.B.&M. UTAH COUNTY, UTAH.



WELL LOCATION:
WONSITS VALLEY #9W-36-7-21
 ELEV. UNGRADED GROUND = 5239.2'

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



TRI STATE LAND SURVEYING & CONSULTING

38 WEST 100 NORTH - VERNAL, UTAH 84078
 (435) 781-2501

SCALE:	1" = 1000'	SURVEYED BY:	L.D.T.
DATE:	4-18-01	WEATHER:	COOL
DRAWN BY:	J.R.S.	FILE #	

CONFIDENTIAL

◆ = SECTION CORNERS LOCATED
 BASIS OF ELEV; U.S.G.S. 7-1/2 min QUAD (RED WASH NW)

WONSITS VALLEY #9W-36-7-21

LATITUDE = 40° 10' 00.08"
 LONGITUDE = 109° 29' 46.96"

DRILLING PROGRAM

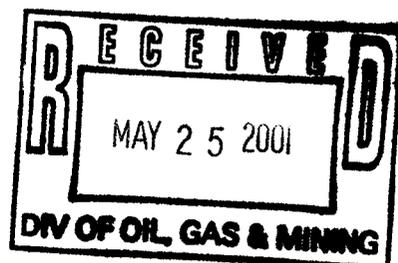
7. Cementing Program

<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	1447 sx* Lead 139 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: Premium Plus + 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.

*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

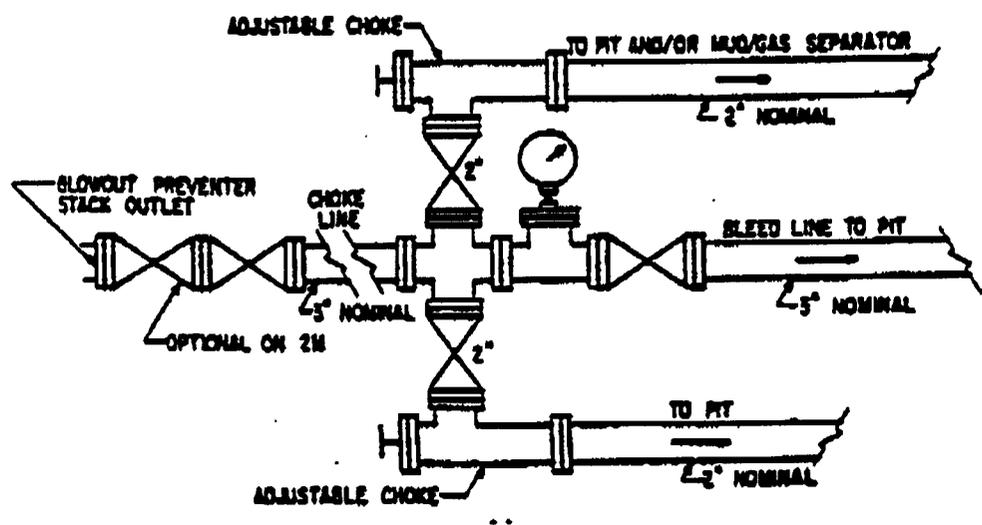
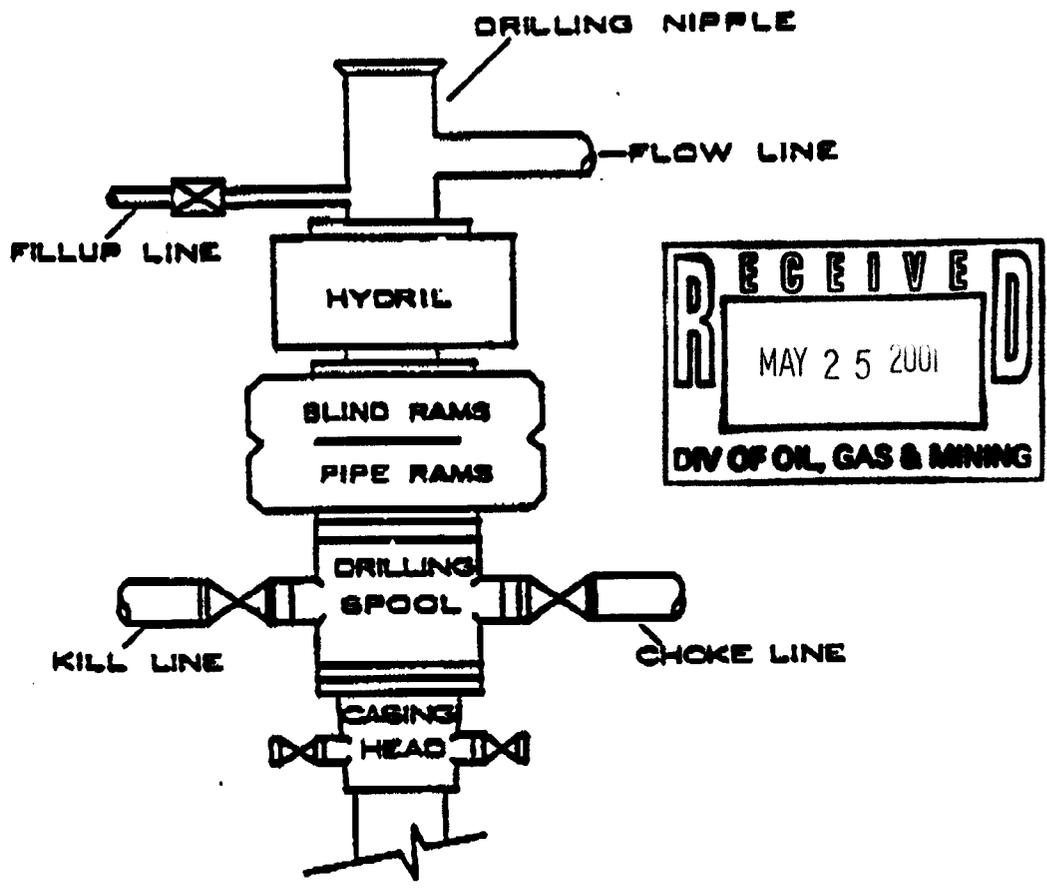
No abnormal temperatures or pressures are anticipated. No H₂S has been encountered in or known to exist from previous wells drilled to similar depths in the general area. Maximum anticipated bottom hole pressure equals approximately 3540.0 psi. Maximum anticipated bottom hole temperature is 140° F.



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Drilling Program

SCHEMATIC DIAGRAM OF 3,000 PSI BOP STACK





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 17, 2001

John Busch
Shenandoah Energy Inc.
11002 East 17500 South
Vernal, Utah 84078

Re: Applications for Permit to Drill (APD's) – Section 36, T7S, R21E, Uintah
County, Utah

Dear Mr. Busch:

Please be advised that the Division of Oil, Gas and Mining (the Division) is currently holding the APD's referenced below, pending either a lease assignment from Robert Bayless to Shenandoah Energy Inc. (Shenandoah), or a Designation of Agent/Operator for state mineral lease ML-47040.

WV 7W-36-7-21
WV 5W-36-7-21

WV 9W-36-7-21
WV 13W-36-7-21

WV 11W-36-7-21

The Division has contacted The School and Institutional Trust Lands Administration (SITLA) several times during the permit process to ensure that Shenandoah has the right to drill the referenced wells under mineral lease ML-47040. As of today nothing has been filed with SITLA, therefore the Division is unable to permit the well locations until the lease situation has been taken of.

Please contact SITLA, Ed Bonner at (801)538-5151 to file a Designation of Agent/Operator or Becky Pritchett at (801)538-5100 to file a new lease assignment.

Should you have any questions regarding this matter please call me at (801)538-5296.

Sincerely,

Lisha Cordova
Eng. Technician, Oil & Gas

cc: SITLA, Ed Bonner
Gil Hunt, Technical Services Manager, Oil & Gas

TRANSACTION REPORT

P. 01

JUL-17-2001 TUE 02:55 PM

FOR: OIL, GAS & MINING

801 359 3940

DATE	START	RECEIVER	TX TIME	PAGES	TYPE	NOTE	M#	DP
JUL-17	02:54 PM	14357814329	43"	2	SEND	OK	635	
TOTAL :						43S	PAGES:	2



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

1504 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)

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

UTAH DIVISION OF OIL, GAS AND MINING
 FACSIMILE COVER SHEET

DATE: 7-17-01

FAX #: (435) 781-4329

ATTN: John Busch & Kathleen Searle

COMPANY: Shenandoah Energy

DEPARTMENT: _____

NUMBER OF PAGES: (INCLUDING THIS ONE) 2

FROM: Lishe Cordova

If you do not receive all of the pages, or if they are illegible, please call (801)538-5340.
 If you are calling from a sham facsimile machine. Our telecopler number is (801)359-3940.

SHENANDOAH ENERGY INC.

11002 East 17500 South
Vernal, UT 84078

July 27, 2001

Ed Bonner
State Trust Lands
675 East 500 South STE 500
Salt Lake City, UT 84114-5801

Dear Ed:

Please find attached original copy of the Designation of Agent/Operator. The Division of Oil, Gas, and Mining is currently holding the APD's referenced below, pending this information.

WV 7W-36-7-21
WV 5W-36-7-21

WV 9W-36-7-21
WV 13W-36-7-21

WV 11W-36-7-21

Should you have any questions regarding this matter please contact me at (435)781-4355.

Thank You,



Ann Petrik
Operations Assistant

* SITLA aprv. 8-1-01.
lc

cc: Division of Oil, Gas and Mining, Lisha Cordova

DIVISION OF
OIL, GAS AND MINING

FORM 5

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

DESIGNATION OF AGENT OR OPERATOR

The undersigned is, on record, the holder of oil and gas lease

LEASE NAME: State of Utah

LEASE NUMBER: ML-47040

and hereby designates

NAME: Shenandoah Energy Inc.

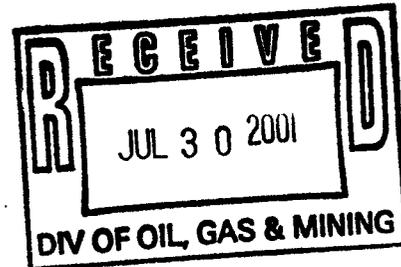
ADDRESS: 475 17th Street, Suite 1000, Denver, CO 80202

as his agent operator with full authority to act in his behalf in complying with the terms of the lease and regulations applicable thereto and on whom the Division Director or Authorized Agent may serve written or oral instructions in securing compliance with the Oil and Gas Conservation General Rules and Procedural Rules of the Board of Oil, Gas and Mining of the State of Utah with respect to:

Describe acreage to which this designation is applicable, and identify each applicable oil and gas well by name and API number. Attach additional pages as needed.

All Section 36, Township 7 South, Range 21 East, SLM

Well Name	Location	API No.
WV 5W-36-7-21	SWNW	Pending
WV 7W-36-7-21	SWNE	Pending
WV 9W-36-7-21	NESE	Pending
WV 11W-36-7-21	NESW	Pending
WV 13W-36-7-21	SWSW	Pending



It is understood that this designation of agent/operator does not relieve the lessee of responsibility for compliance with the terms of the lease and the Oil and Gas Conservation General Rules and Procedural Rules of the Board of Oil, Gas and Mining of the State of Utah. It is also understood that this designation of agent or operator does not constitute an assignment of any interest in the lease.

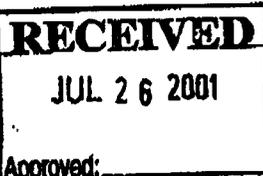
In case of default on the part of the designated agent/operator, the lessee will make full and prompt compliance with all rules, lease terms or orders of the Board of Oil, Gas and Mining of the State of Utah or its authorized representative.

The lessee agrees to promptly notify the Division Director or Authorized Agent of any change in this designation.

Effective Date of Designation: July 20, 2001

BY: (Name) Robert L. Bayless, Jr.
(Signature) [Signature]
(Title) Robert L. Bayless, Jr.
(Phone) (303) 296-9900

OF: (Company) [Signature]
(Address) 621 Seventeenth St., Suite 1640
Denver, Co 80293





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)

August 1, 2001

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

Re: Wonsits Valley 9W-36-7-21 Well, 2183' FSL, 689' FEL, NE SE, Sec. 36, T. 7 South,
R. 21 East, Uintah County, Utah

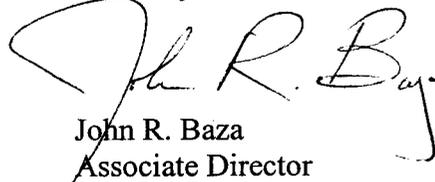
Gentlemen:

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.

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby 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 43-047-34066.

Sincerely,



John R. Baza
Associate Director

er

Enclosures

cc: Uintah County Assessor
SITLA

Operator: Shenandoah Energy, Inc.
Well Name & Number Wonsits Valley 9W-36-7-21
API Number: 43-047-34066
Lease: ML 47040
Location: NE SE **Sec.** 36 **T.** 7 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)

6. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

7. Surface casing shall be cemented to surface.

CONFIDENTIAL

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

OPERATOR ACCT. No. 4235

ENTITY ACTION FORM - FORM 6

(801)781-4300

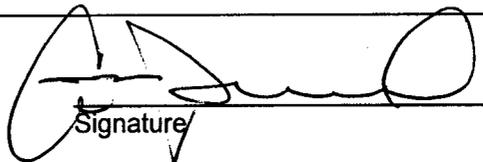
Action Code	Current Entity No.	New Entity No.	API Number	Well Name	QQ	SC	TP	RG	County	Spud Date	Effective Date
A	99999	13331	43-047-34066	WV 9W 36 7 21	NESE	36	7S	21E	Uintah	09/20/01	10-12-01
WELL 1 COMMENTS: New well to be drilled in Wonsits Valley. Not in the Wasatch participating area. 10-12-01											
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)


Signature

Administrative Assistant 10/05/01
Title Date

Phone No. (801) 781-4306

RECEIVED
OCT 12 2001
DIVISION OF
OIL AND GAS

State of Utah
Division of Oil, Gas and Mining

CONFIDENTIAL

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

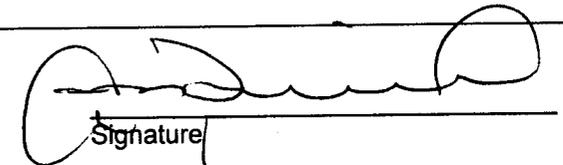
Action Code	Current Entity No.	New Entity No.	API Number	Well Name	QQ	SC	TP	RG	County	Spud Date	Effective Date
A	99999	13334	43-047-34065	WV 7W 36 7 21	SWNE	36	7S	21E	Uintah	08/24/01	10-12-01
WELL 1 COMMENTS: New well to be drilled in Wonsits Valley. Not in the Wasatch participating area. 10-12-01											
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)


Signature

Administrative Assistant 10/05/01
Title Date

Phone No. (801) 781-4306

RECEIVED

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

5. Lease Serial No.
ML-47040

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

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

8. Well Name and No.
WONSITS VALLEY 9W 36 7 21

9. API Well No.
43-047-34066

10. Field and Pool, or Exploratory
UNDESIGNATED

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

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 36 T7S R21E NESE 2183FSL 689FEL

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 Well Spud
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or 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 WAS SPUD 9/20/01. DRILL 12 1/4" HOLE TO 482'. RUN 11 JTS 9 5/8" 36# CASING TO 465'.

RECEIVED
OCT 12 2001
DIVISION OF
OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct.
Electronic Submission #7712 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 10/11/2001

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 ** ORIGINAL ****

CONFIDENTIAL

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 <u>RECOMPLETE</u>		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-47040
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: 2183' FSL, 689' FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NESE 36 7S 21E S		8. WELL NAME and NUMBER: WV 9W-36-7-21
PHONE NUMBER: (435) 781-4341		9. API NUMBER: 4304734066
		10. FIELD AND POOL, OR WILDCAT: UNDESIGNATED
		COUNTY: UINTAH
		STATE: UTAH

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

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

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
Shenandoah Energy Inc. intends to recomplete the WV 9W-36-7-21 to test the Green River G-1 formation.

NAME (PLEASE PRINT) John Busch TITLE Operations Representative
SIGNATURE *John Busch* DATE 1/31/2002

(This space for State use only)

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

(See Instructions on Reverse Side)

(5/2000)

DATE 2/7/02
BY: *[Signature]*

* Well Completion Report needs to be submitted

COPY SENT TO OPERATOR
Date: 2-8-02
Initials: CHD

REC'D
DIVISION OF OIL, GAS AND MINING

Re-Completion Program

Well Name: W V 9W-36-7-21(Original) AFE: 2RW001
New Well Name: W V 9G-36-7-21
Field: Wonsits Valley Field Well Code: SUT08844007
Location: NE SE Sec 36 Twp 7S Rge. 21E (2183' FSL X 689' FEL)
County: Uintah State: Utah
API: 43-047-34066 Surface Spud Date: 9/20/01
Rotary Spud (Patterson Rig # 77) Date: 10/22/01

Well Data: TD: 8850' PBTD: 8732'
Elevation: Grd.: 5234' K.B.: 5248'

Casing & Cementing:

Surface: 9 5/8" 36.00#/ft. K-55 LTxC @ 463' GL.
Cement w/175 SXS Class "A", 2% CC, Wt.15.6#. Circ.8 Bbls. Cmt.

Production: 5-1/2" 15.50 & 17#/ft J-55, N-80 7 P-110 @ 8847'. Float Collar @ 8763'
Ran 208 joints of casing, top 15 jts (646') is N-80 Grade, then 150 jts. J-55,
with 43 joints P-110 on bottom.
Cement w/ 920 SXS HiFill Mod Lead Cement, Yield 3.80, Wt.11.0#
Tail in w/ 950 SXS 50/50 Poz, Weight: 14.4 #/gal., Yield 1.25
TOC per CBL log is 980'

Formation Top(s): Wasatch @ 6878' MD
G1 Lime 6042' MD

Operation: 1) P x A Three (3) Wasatch Intervals.
2) Recomplete uphole, perf, acidize & test G-1 Lime.

Program:

- 1) MIRU Service Unit. Blow down well and pump kill fluid if needed.
- 2) ND tree, NU BOP. TOO H Laying down 2-3/8" tubing.
Move 2-3/8" tubing to yard and bring out 2-7/8" tubing.

Re-Completion Program

3) RU Wireline and RIH with gauge ring to 7150'. Note: top perf is at 7176'.
Set a CIBP at 7150' and cap with 30-40' of cement.

4) Pressure test casing to 1000 psig to insure plug/casing integrity.

5) Perforate the following G-1 Lime interval, correlate to the Schlumberger
(11/01/01) Comp. Neutron Litho Density Openhole Log with the
original WV 9W-36-7-21 well name on it.

NOTE 1: Perforate 4 spf with either 90 or 120 degree phasing:

<u>Zone</u>	<u>Interval</u>	<u>Feet</u>
G-1 Lime	6044-6060'	16
	Total =	16

6) PU a treating packer, SN & tubing and TIH to 5970' (+/-). Set packer, pressure check
backside and breakdown perforations above and determine injection rate.

7) RU Halliburton and Acidize **the interval 6044-6060'** down casing per typical
G-1 Lime 20,000 gallon procedure.

Note: probably want to use the 28% acid on this well, as it is a tighter G-1 Lime.

8) RD Halliburton and flow well back until it dies.

9) Release packer and TOOH with tubing/packer.

10) PU Production assembly, anchor and seating nipple and TIH.
Land tubing, ND BOP & NU wellhead and pumping tee.

11) Run Pump & Rods and turn over to production.

Kevin E. O'Connell

1/30/02

CC: well file

Bayless

28b. Production - Interval C

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

28c. Production - Interval D

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

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

30. Summary of Porous Zones (include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
WASATCH	7176	7184	CHANNEL SAND	GREEN RIVER	3398
WASATCH	7758	7776	CHANNEL SAND	MAHOGANY	4218
WASATCH	8644	8654	CHANNEL SAND	WASATCH	6748

CONFIDENTIAL

32. Additional remarks (include plugging procedure):

CONFIDENTIAL - TITE HOLE
Do not release well information without permission from Shenandoah Energy Inc.

33. Circle enclosed attachments:

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

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

Electronic Submission #10274 Verified by the BLM Well Information System.
For SHENANDOAH ENERGY INC, sent to the Vernal

Name (please print) J.T. CONLEY Title DIVISION MANAGER

Signature (Electronic Submission) Date 02/04/2002

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.

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

SUNDRY NOTICES AND REPORTS ON WELLS

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1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>RECOMPLETION</u>		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-47040
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 <u>VERNAL</u> STATE <u>UT</u> ZIP <u>84078</u>		7. UNIT or CA AGREEMENT NAME: N/A
4. LOCATION OF WELL FOOTAGES AT SURFACE: <u>2183' FSL, 689' FEL</u>		8. WELL NAME and NUMBER: WV 9W 36-7-21
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: <u>NESE 36 7S 21E S</u>		9. API NUMBER: 4304734066
COUNTY: <u>UINTAH</u>		10. FIELD AND POOL, OR WILDCAT: UNDESIGNATED
STATE: <u>UTAH</u>		

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

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	<input type="checkbox"/> CONVERT WELL TYPE	<input checked="" type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
THIS WELL IS TEMPORARILY SHUT IN PENDING FURTHER FORMATION EVALUATION. SEVERAL WASATCH ZONES WERE TESTED AND WERE NON-COMMERCIAL. SUBSEQUENTLY, THE G-1 LIME WAS TESTED AND ALSO PROVED TO BE NON-COMMERCIAL. AT THIS TIME, WE REQUEST A TEMPORARY SHUT IN OF THIS WELL TO REVIEW FOR FUTURE REMEDIAL WORK.

The well has been nonactive or nonproductive for 0 years 6 months. In accordance with R649-3-36, the well may remain shut-in or temporarily abandoned until December 21, 2002, at which time the operator shall file a Sundry Notice providing the information specified in R649-3-36.

APPROVED BY: Dale Dert May 16, 2002
Utah Division of Oil, Gas and Mining

COPY SENT TO OPERATOR
DATE: 05-17-02
BY: CAO

CONFIDENTIAL

NAME (PLEASE PRINT) <u>JIM SIMONTON</u>	TITLE <u>COMPLETION MANAGER</u>
SIGNATURE <u>[Signature]</u>	DATE <u>5/9/2002</u>

(This space for State use only)

RECEIVED

MAY 14 2002

DIVISION OF
OIL, GAS AND MINING

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

CONFIDENTIAL

<p>SUNDRY NOTICES AND REPORTS ON WELLS</p> <p>Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells. Use APPLICATION FOR PERMIT – for such proposals</p>		6. Lease Designation and Serial Number ML-47040
		7. Indian Allottee or Tribe Name N/A
		8. Unit or Communitization Agreement N/A
1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other (specify)		9. Well Name and Number WV 9W 36-7-21
2. Name of Operator Shenandoah Energy Inc.		10. API Well Number 43-047-34066
3. Address of Operator 11002 E. 17500 S. Vernal, UT 84078	4. Telephone Number (435)781-4342	11. Field and Pool, or Wildcat Undesignated
5. Location of Well Footage : 2183' FSL, 689' FEL County : Uintah QQ, Sec. T., R., M. : NESE 36 7S 21E S State : Utah		

12. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA																											
<p align="center">NOTICE OF INTENT (Submit in Duplicate)</p> <table style="width:100%; border: none;"> <tr> <td style="width: 50%; border: none;"><input type="checkbox"/> Abandonment</td> <td style="width: 50%; border: none;"><input type="checkbox"/> New Construction</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> Casing Repair</td> <td style="border: none;"><input type="checkbox"/> Pull or Alter Casing</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> Change of Plans</td> <td style="border: none;"><input type="checkbox"/> Recompletion</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> Conversion to Injection</td> <td style="border: none;"><input type="checkbox"/> Shoot or Acidize</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> Fracture Treat</td> <td style="border: none;"><input type="checkbox"/> Vent or Flare</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> Multiple Completion</td> <td style="border: none;"><input type="checkbox"/> Water Shut-Off</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> Other _____</td> <td></td> </tr> </table> <p>Approximate Date Work Will Start _____</p>	<input type="checkbox"/> Abandonment	<input type="checkbox"/> New Construction	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing	<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Recompletion	<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Shoot or Acidize	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Vent or Flare	<input type="checkbox"/> Multiple Completion	<input type="checkbox"/> Water Shut-Off	<input type="checkbox"/> Other _____		<p align="center">SUBSEQUENT REPORT (Submit Original Form Only)</p> <table style="width:100%; border: none;"> <tr> <td style="width: 50%; border: none;"><input type="checkbox"/> Abandonment *</td> <td style="width: 50%; border: none;"><input type="checkbox"/> New Construction</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> Casing Repair</td> <td style="border: none;"><input type="checkbox"/> Pull or Alter Casing</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> Change of Plans</td> <td style="border: none;"><input type="checkbox"/> Shoot or Acidize</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> Conversion to Injection</td> <td style="border: none;"><input type="checkbox"/> Vent or Flare</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> Fracture Treat</td> <td style="border: none;"><input type="checkbox"/> Water Shut-Off</td> </tr> <tr> <td style="border: none;"><input checked="" type="checkbox"/> Other <u>Recompletion</u></td> <td></td> </tr> </table> <p>Date of Work Completion <u>2/25/02</u></p> <p><small>Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION AND LOG form.</small></p> <p><small>* Must be accompanied by a cement verification report.</small></p>	<input type="checkbox"/> Abandonment *	<input type="checkbox"/> New Construction	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing	<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Shoot or Acidize	<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Vent or Flare	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Water Shut-Off	<input checked="" type="checkbox"/> Other <u>Recompletion</u>	
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13. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

2/18/02 - Change all equipment to 2 7/8". 2/19/02 - SITP: 200#, SICP: 200#. Opened up & bled down. Circ gas & oil out of well. Circ until well died. NDWH. NU BOPS. RU Floor, tongs, removed tbg hgr & ld 19 jts 2 7/8". POOH w/ 95 stds 2 7/8". LD F nipple & pump off bit. 2/20/02 - SITP: 0#, SICP: slight blow. Pmpd 50 bbls hot 2% KCL down csg. Run 5 1/2" Gauge Ring to 7120'. RIH w/ 5 Perf 6044' - 6060' w/ 4 spf. PU 5 1/2" pkr & RIH to 5942'. Set pkr & broke down perms @ 1800#. Swbd 4 days. 2/22/02 - While swbg caught wtr sample for analysis by Halliburton. FFL 4400'. FER 8.5 BPH, final oil cut - 100% wtr. Drain lines, pour diesel down tbg. SDFWE. 2/25/02 - While swbg, rec total of 44 bbls 100% wtr, slightly gas cut. Filled tbg w/ 2% KCL. Rls pkr. RU Hot Oiler & circ oil off csg. RDMO Hot Oiler. LD 4 jts 2 7/8" tbg. POOH w/ pkr & LD. RIH w. tbg collar & 186 jts 2 7/8" tbg. Land on tbg hgr w/ tbg tail @ 6011'. ND BOPS. NUWH. This well is temporarily shut in pending further formation evaluation.

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

Name & Signature Jim Simonton Title Completion Mgr. Date 5/24/02

(State Use Only)

CONFIDENTIAL RECEIVED

MAY 28 2002

DIVISION OF
OIL, GAS AND MINING



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

SEI (N4235) to QEP (N2460)

well name	Sec	T	R	api	Quantity	Lease Type
UTAH STATE 1	36	070S	240E	4304715128	5878	State
BRENNAN FED 3	17	070S	210E	4304715419	10750	Federal
FEDERAL 2-29-7-22	29	070S	220E	4304715423	5266	Federal
FS PRINCE GOVT 1	10	070S	240E	4304716199	7035	Federal
KAYE STATE 1-16	16	100S	230E	4304730609	5395	State
LEOTA FED 1	34	070S	210E	4304730879	5420	Federal
GULF BRENNAN FED 8	17	070S	210E	4304731509	5290	Federal
RFC 1	20	070S	210E	4304731805	10952	Federal
EAST COYOTE FED 14-4-8-25	04	080S	250E	4304732493	11630	Federal
F S PRINCE 4	03	070S	240E	4304732677	7035	Federal
GYPSUM HILLS 21	21	080S	210E	4304732692	11819	Federal
TOLL STATION ST 8-36-8-21	36	080S	210E	4304732724	12361	State
SAGE GROUSE FED 6-14-8-22	14	080S	220E	4304732746	11944	Federal
GYPSUM HILLS 22WG	22	080S	210E	4304732818	12336	Federal
GLEN BENCH ST 8A-36-8-21	36	080S	210E	4304733037	12377	State
GLEN BENCH ST 6-36-8-21	36	080S	210E	4304733038	12378	State
SAGE GROUSE 12A-14-8-22	14	080S	220E	4304733177	12524	Federal
OU GB 12W-20-8-22	20	080S	220E	4304733249	13488	Federal
GLEN BENCH ST 2-36-8-21	36	080S	210E	4304733252	12527	State
GBU 15-18-8-22	18	080S	220E	4304733364	12690	Federal
GLEN BENCH FED 3W-17-8-22	17	080S	220E	4304733513	12950	Federal
GLEN BENCH FED 5W-17-8-22	17	080S	220E	4304733514	12873	Federal
WV FED 9W-8-8-22	08	080S	220E	4304733515	13395	Federal
GB FED 9W-18-8-22	18	080S	220E	4304733516	12997	Federal
OU GB 3W-20-8-22	20	080S	220E	4304733526	13514	Federal
GHU 10W-19-8-21	19	080S	210E	4304733528	12736	Federal
GH 1W-32-8-21	32	080S	210E	4304733570	12797	State
GH 3W-32-8-21	32	080S	210E	4304733571	12796	State
GH 5W-32-8-21	32	080S	210E	4304733572	12828	State
GH 7W-32-8-21	32	080S	210E	4304733573	12872	State
GLEN BENCH 12W-30-8-22	30	080S	220E	4304733670	13380	Federal
GH 2W-32-8-21	32	080S	210E	4304733744	13029	State
GH 4W-32-8-21	32	080S	210E	4304733745	13035	State
GH 8W-32-8-21	32	080S	210E	4304733746	13030	State
GB 3W-16-8-22	16	080S	220E	4304733751	13577	State
GB 5W-16-8-22	16	080S	220E	4304733752	13570	State
GH 6W-32-8-21	32	080S	210E	4304733753	13036	State
GB 11W-16-8-22	16	080S	220E	4304733754	13582	State
GH 7W-21-8-21	21	080S	210E	4304733845	13050	Federal
GH 9W-21-8-21	21	080S	210E	4304733846	13074	Federal
GH 11W-21-8-21	21	080S	210E	4304733847	13049	Federal
GH 15W-21-8-21	21	080S	210E	4304733848	13051	Federal
GH 5G-32-8-21	32	080S	210E	4304733866	13037	State
WV 9W-23-8-21	23	080S	210E	4304733909	13160	Federal
GHU 14W-20-8-21	20	080S	210E	4304733915	13073	Federal
GB 1W-36-8-21	36	080S	210E	4304733944	13439	State
GB 4W-30-8-22	30	080S	220E	4304733945	13372	Federal
GB 9W-19-8-22	19	080S	220E	4304733946	13393	Federal
GB 10W-30-8-22	30	080S	220E	4304733947	13389	Federal
GB 12W-19-8-22	19	080S	220E	4304733948	13388	Federal
WV 5W-17-8-21	17	080S	210E	4304733954	13332	Federal
WV 7W-17-8-21	17	080S	210E	4304733956	13330	Federal
GB 9W-25-8-21	25	080S	210E	4304733960	13390	Federal
WV 1W-5-8-22	05	080S	220E	4304733985	13369	Federal
WV 3W-5-8-22	05	080S	220E	4304733987	13321	Federal
WV 7W-5-8-22	05	080S	220E	4304733988	13235	Federal
WV 9W-5-8-22	05	080S	220E	4304733990	13238	Federal
WV 11W-5-8-22	05	080S	220E	4304733992	13239	Federal
WV 13W-5-8-22	05	080S	220E	4304733994	13236	Federal
WV 15W-5-8-22	05	080S	220E	4304733996	13240	Federal
WV 8W-8-8-22	08	080S	220E	4304734005	13220	Federal
WV 14W-8-8-22	08	080S	220E	4304734007	13322	Federal
OU GB 6W-20-8-22	20	080S	220E	4304734018	13518	Federal
GB 5W-30-8-22	30	080S	220E	4304734025	13502	Federal
GB 11W-20-8-22	20	080S	220E	4304734039	13413	Federal

SEI (N4235) to QEP (N2460)

well name	Sec	T	R	api	Quantity	Lease Type
OU GB 4W-20-8-22	20	080S	220E	4304734043	13520	Federal
WV 7W-36-7-21	36	070S	210E	4304734065	13334	State
WV 9W-36-7-21	36	070S	210E	4304734066	13331	State
WV 3G-10-8-21	10	080S	210E	4304734106	13241	Federal
WV 15G-3-8-21	03	080S	210E	4304734109	13368	Federal
WV 16G-3-8-21	03	080S	210E	4304734110	13295	Federal
GB 6W-25-8-21	25	080S	210E	4304734121	13440	Fee
GB 7W-25-8-21	25	080S	210E	4304734122	13436	Fee
GH 5W-21-8-21	21	080S	210E	4304734147	13387	Federal
GH 6W-21-8-21	21	080S	210E	4304734148	13371	Federal
GH 8W-21-8-21	21	080S	210E	4304734149	13293	Federal
GH 9W-17-8-21	17	080S	210E	4304734150	13392	Federal
GH 10W-20-8-21	20	080S	210E	4304734151	13328	Federal
GH 10W-21-8-21	21	080S	210E	4304734152	13378	Federal
GH 12W-21-8-21	21	080S	210E	4304734153	13294	Federal
GH 14W-21-8-21	21	080S	210E	4304734154	13292	Federal
GH 16W-17-8-21	17	080S	210E	4304734156	13354	Federal
GH 16W-21-8-21	21	080S	210E	4304734157	13329	Federal
GB 5W-20-8-22	20	080S	220E	4304734209	13414	Federal
WV 6W-22-8-21	22	080S	210E	4304734272	13379	Federal
GH 1W-20-8-21	20	080S	210E	4304734327	13451	Federal
GH 2W-20-8-21	20	080S	210E	4304734328	13527	Federal
GH 3W-20-8-21	20	080S	210E	4304734329	13728	Federal
GH 7W-20-8-21	20	080S	210E	4304734332	13537	Federal
GH 9W-20-8-21	20	080S	210E	4304734333	13411	Federal
GH 11W-20-8-21	20	080S	210E	4304734334	13410	Federal
GH 15W-20-8-21	20	080S	210E	4304734335	13407	Federal
GH 16W-20-8-21	20	080S	210E	4304734336	13501	Federal
WV 12W-23-8-21	23	080S	210E	4304734343	13430	Federal
OU GB 13W-20-8-22	20	080S	220E	4304734348	13495	Federal
OU GB 14W-20-8-22	20	080S	220E	4304734349	13507	Federal
OU GB 11W-29-8-22	29	080S	220E	4304734350	13526	Federal
WV 11G-5-8-22	05	080S	220E	4304734388	13422	Federal
WV 13G-5-8-22	05	080S	220E	4304734389	13738	Federal
WV 15G-5-8-22	05	080S	220E	4304734390	13459	Federal
GB 11W-30-8-22	30	080S	220E	4304734392	13433	Fee
SU BRENNAN W 15W-18-7-22	18	070S	220E	4304734403	13442	Federal
STIRRUP U 16W-5-8-22	05	080S	220E	4304734446	13654	Federal
STIRRUP U 2W-5-8-22	05	080S	220E	4304734455	13700	Federal
WV 10W-5-8-22	05	080S	220E	4304734456	13540	Federal
WV 16W-8-8-22	08	080S	220E	4304734470	13508	Federal
GB 16WX-30-8-22	30	080S	220E	4304734506	13431	Federal
OU GB 1W-19-8-22	19	080S	220E	4304734512	13469	Federal
OU GB 2W-19-8-22	19	080S	220E	4304734513	13461	Federal
OU GB 5W-19-8-22	19	080S	220E	4304734514	13460	Federal
OU GB 7W-19-8-22	19	080S	220E	4304734515	13462	Federal
OU GB 8W-19-8-22	19	080S	220E	4304734516	13489	Federal
OU GB 11W-19-8-22	19	080S	220E	4304734517	13467	Federal
OU GB 16W-19-8-22	19	080S	220E	4304734522	13476	Federal
GB 1W-30-8-22	30	080S	220E	4304734528	13487	Federal
GB 3W-30-8-22	30	080S	220E	4304734529	13493	Federal
GB 6W-30-8-22	30	080S	220E	4304734530	13519	Federal
GB 7W-30-8-22	30	080S	220E	4304734531	13494	Federal
GB 8W-30-8-22	30	080S	220E	4304734532	13483	Federal
GB 9W-30-8-22	30	080S	220E	4304734533	13500	Federal
OU GB 6W-19-8-22	19	080S	220E	4304734534	13475	Federal
OU GB 10W-19-8-22	19	080S	220E	4304734535	13479	Federal
OU GB 13W-19-8-22	19	080S	220E	4304734536	13478	Federal
OU GB 14W-19-8-22	19	080S	220E	4304734537	13484	Federal
OU GB 15W-19-8-22	19	080S	220E	4304734538	13482	Federal
OU GB 12W-17-8-22	17	080S	220E	4304734542	13543	Federal
OU GB 6W-17-8-22	17	080S	220E	4304734543	13536	Federal
OU GB 13W-17-8-22	17	080S	220E	4304734544	13547	Federal
OU GB 6W-29-8-22	29	080S	220E	4304734545	13535	Federal
OU GB 3W-29-8-22	29	080S	220E	4304734546	13509	Federal

SEI (N4235) to QEP (N2460)

well_name	Sec	T	R	api	ntity	Lease Type
OU GB 13W-29-8-22	29	080S	220E	4304734547	13506	Federal
OU GB 4W-29-8-22	29	080S	220E	4304734548	13534	Federal
OU GB 5W-29-8-22	29	080S	220E	4304734549	13505	Federal
OU GB 14W-17-8-22	17	080S	220E	4304734550	13550	Federal
OU GB 11W-17-8-22	17	080S	220E	4304734553	13671	Federal
OU GB 14W-29-8-22	29	080S	220E	4304734554	13528	Federal
OU GB 2W-17-8-22	17	080S	220E	4304734559	13539	Federal
OU GB 7W-17-8-22	17	080S	220E	4304734560	13599	Federal
GH EXT 15W-17-8-21	17	080S	210E	4304734562	13674	Federal
OU GB 16W-18-8-22	18	080S	220E	4304734563	13559	Federal
OU GB 1W-29-8-22	29	080S	220E	4304734573	13562	Federal
OU GB 7W-29-8-22	29	080S	220E	4304734574	13564	Federal
OU GB 8W-29-8-22	29	080S	220E	4304734575	13609	Federal
OU GB 9W-29-8-22	29	080S	220E	4304734576	13551	Federal
OU GB 10W-29-8-22	29	080S	220E	4304734577	13594	Federal
OU GB 15W-29-8-22	29	080S	220E	4304734578	13569	Federal
OU GB 4W-16-8-22	16	080S	220E	4304734598	13579	State
OU GB 2W-20-8-22	20	080S	220E	4304734599	13664	Federal
OU GB 2W-29-8-22	29	080S	220E	4304734600	13691	Federal
OU GB 15W-17-8-22	17	080S	220E	4304734601	13632	Federal
OU GB 16W-17-8-22	17	080S	220E	4304734602	13639	Federal
OU GB 16W-29-8-22	29	080S	220E	4304734603	13610	Federal
OU GB 1W-20-8-22	20	080S	220E	4304734604	13612	Federal
OU GB 12W-16-8-22	16	080S	220E	4304734617	13697	State
OU GB 13W-16-8-22	16	080S	220E	4304734618	13611	State
OU GB 15W-16-8-22	16	080S	220E	4304734622	13595	State
OU GB 1W-17-8-22	17	080S	220E	4304734623	13701	Federal
OU GB 9W-17-8-22	17	080S	220E	4304734624	13663	Federal
OU GB 10W-17-8-22	17	080S	220E	4304734625	13684	Federal
OU GB 9W-20-8-22	20	080S	220E	4304734630	13637	Federal
OU GB 10W-20-8-22	20	080S	220E	4304734631	13682	Federal
OU GB 15W-20-8-22	20	080S	220E	4304734632	13616	Federal
OU WIH 13W-21-8-22	21	080S	220E	4304734646	13745	Federal
OU GB 13W-9-8-22	09	080S	220E	4304734654	13706	Federal
OU GB 2W-16-8-22	16	080S	220E	4304734657	13721	State
OU GB 6W-16-8-22	16	080S	220E	4304734658	13592	State
OU GB 7W-16-8-22	16	080S	220E	4304734659	13747	State
OU GB 14W-21-8-22	21	080S	220E	4304734664	13720	Federal
OU GB 12WX-29-8-22	29	080S	220E	4304734668	13555	Federal
OU WIH 10W-21-8-22	21	080S	220E	4304734681	13662	Federal
OU GB 3W-21-8-22	21	080S	220E	4304734686	13746	Federal
OU GB 16SG-30-8-22	30	080S	220E	4304734688	13593	Federal
OU WIH 7W-21-8-22	21	080S	220E	4304734689	13716	Federal
OU GB 5W-21-8-22	21	080S	220E	4304734690	13770	Federal
OU GB 7W-20-8-22	20	080S	220E	4304734705	13710	Federal
OU SG 10W-15-8-22	15	080S	220E	4304734719	13725	Federal
OU SG 9W-10-8-22	10	080S	220E	4304734783	13722	Federal



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:
3106
(UT-924)

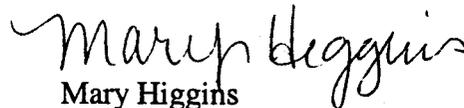
July 21, 2003

Memorandum

To: Vernal Field Office
From: **ACTING** Chief, Branch of Minerals Adjudication
Subject: Name Change Approval

Attached is an approved copy of the name change from BLM-Eastern States, which is recognized by the Utah State Office. We have updated our records to reflect:

The name change from Shenandoah Energy Incorporated into QEP Uinta Basin, Incorporated is effective July 23, 1999. The BLM Bond Number is ESB000024.


Mary Higgins
Acting Chief, Branch of
Minerals Adjudication

Enclosure

1. Eastern States Letter
2. List of leases

cc: MMS, James Sykes, PO Box 25165, M/S 357 B1, Denver CO 80225
State of Utah, DOGM, Earlene Russell (Ste. 1210), Box 145801, SLC UT 84114
Teresa Thompson (UT-922)
Joe Incardine (UT-921)

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JUL 23 2003

DIV. OF OIL, GAS & MINING

Exhibit of Leases

UTSL-065342	UTU-0825	UTU-65472	UTU-74971
UTSL-065429	UTU-0826	UTU-65632	UTU-74972
UTSL-066409-A	UTU-0827	UTU-67844	UTU-75079
UTSL-066446	UTU-0828	UTU-68217	UTU-75080
UTSL-066446-A	UTU-0829	UTU-68218	UTU-75081
UTSL-066446-B	UTU-0830	UTU-68219	UTU-75082
UTSL-066791	UTU-0933	UTU-68220	UTU-75083
UTSL-069330	UTU-0971	UTU-68387	UTU-75084
UTSL-070932-A	UTU-0971-A	UTU-68620	UTU-75085
UTSL-071745	UTU-01089	UTU-69001	UTU-75086
UTSL-071963	UTU-02025	UTU-70853	UTU-75087
UTSL-071964	UTU-02030	UTU-70854	UTU-75088
UTSL-071965	UTU-02060	UTU-70855	UTU-75102
	UTU-02148	UTU-70856	UTU-75103
UTU-046	UTU-02149	UTU-71416	UTU-75116
UTU-055	UTU-02510-A	UTU-72066	UTU-75243
UTU-057	UTU-09613	UTU-72109	UTU-75503
UTU-058	UTU-09617	UTU-72118	UTU-75678
UTU-059	UTU-09809	UTU-72598	UTU-75684
UTU-080	UTU-011225-B	UTU-72634	UTU-76278
UTU-081	UTU-011226	UTU-72649	UTU-75760
UTU-082	UTU-011226-B	UTU-73182	UTU-75939
UTU-093	UTU-012457	UTU-73443	UTU-76039
UTU-0116	UTU-012457-A	UTU-73456	UTU-76482
UTU-0558	UTU-018260-A	UTU-73680	UTU-76507
UTU-0559	UTU-022158	UTU-73681	UTU-76508
UTU-0560	UTU-025960	UTU-73684	UTU-76721
UTU-0561	UTU-025962	UTU-73686	UTU-76835
UTU-0562	UTU-025963	UTU-73687	UTU-77063
UTU-0566	UTU-029649	UTU-73698	UTU-77301
UTU-0567	UTU-65471	UTU-73699	UTU-77308
UTU-0568	UTU-65472	UTU-73700	UTU-78021
UTU-0569	UTU-103144	UTU-73710	UTU-78028
UTU-0570	UTU-140740	UTU-73914	UTU-78029
UTU-0571	UTU-14219	UTU-73917	UTU-78214
UTU-0572	UTU-14639	UTU-74401	UTU-78215
UTU-0629	UTU-16551	UTU-74402	UTU-78216
UTU-0802	UTU-28652	UTU-74407	UTU-80636
UTU-0803	UTU-42050	UTU-74408	UTU-80637
UTU0804	UTU-43915	UTU-74419	UTU-80638
UTU0805	UTU-43916	UTU-74493	UTU-80639
UTU0806	UTU-43917	UTU-74494	UTU-80640
UTU0807	UTU-43918	UTU-74495	
UTU0809	UTU-56947	UTU-74496	
UTU0810	UTU-65276	UTU-74836	
UTU-0823	UTU-65404	UTU-74842	
UTU-0824	UTU-65471	UTU-74968	

JUL 07 2003

3104 (932.34)WF
Nationwide Bond ESB000024

NOTICE

QEP Uinta Basin, Inc.	:	Oil and Gas
1050 17 th Street Suite 500	:	lease
Denver, Colorado 80265	:	

Name Change Recognized

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

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

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

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

S/ Wilbert B. Forbes

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

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

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: 8/27/2003

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 8/27/2003

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: 965-002-976

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:



State of Utah

March 19, 2004

Department of
Natural Resources

Division of
Oil, Gas & Mining

ROBERT L. MORGAN
Executive Director

LOWELL P. BRAXTON
Division Director

CERTIFIED MAIL NO. 7002 0510 0003 8602 6532

Jodie Sundquist
QEP Uintah Basin Inc.
1050 17th Street, Suite 500
Denver, Colorado 80265

Re: Extended Shut-in and Temporary Abandoned Well Requirements for Fee or State Leases.

Dear Ms. Sundquist:

QEP Uintah Basin Inc., as of March 2004, has three (3) State Lease Wells (see attachment A) that are currently in non-compliance for extended shut-in or temporary abandonment status. Wells SI/TA beyond twelve (12) consecutive months requires filing a Sundry Notice (R649-3-36-1). Wells with five (5) years non-activity or non-productivity shall be plugged, unless the Division grants approval for extended shut-in time upon a showing of good cause by the operator (R649-3-36-1.3.3). For extended SI/TA consideration the operator shall provide the Utah Division of Oil, Gas & Mining with the following:

1. Reasons for SI/TA of the well (R649-3-36-1.1).
2. The length of time the well is expected to be SI/TA (R649-3-36-1.2), and
3. An explanation and supporting data if necessary, for showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence or absence of Underground Sources of Drinking Water and other factors do not make the well a risk to public health and safety or the environment (R649-3-36-1.3).

	Well Name	API	Lease Type	Years Inactive
1	Toll Station ST 8-36-8-21	43-047-32724	State	5 years 11 Months
2	WV 9W-36-7-21	43-047-34066	State	1 Year 11 Months
3	WV 7W-36-7-21	43-047-34065	State	1 Year 8 Months

Attachment A

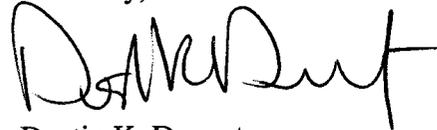
Page 2
Jodie Sundquist
March 19, 2004

Submitting the information suggested below may help show well integrity and may help qualify your well for extended SI/TA. **Note: As of July 1, 2003, wells in violation of the SI/TA rule R649-3-36 may be subject to full cost bonding (R649-3-1-4.2, 4.3).**

1. Wellbore diagram, and
2. Copy of recent casing pressure test, and
3. Current pressures on the wellbore (tubing pressure, casing pressure, and casing/casing annuli pressure) showing wellbore has integrity, and
4. Fluid level in the wellbore, and
5. An explanation of how the submitted information proves integrity.

If the required information is not received within 30 days of the date of this notice, further actions may be initiated. If you have any questions concerning this matter, please contact me at (801) 538-5281.

Sincerely,



Dustin K. Doucet
Petroleum Engineer

jc
cc: John Baza
Well File
SITLA

July 9, 2004

Dustin Doucet
Petroleum Engineer
DOGM
Salt Lake City, UT 84114

RECEIVED

JUL 14 2004

Re: WV 9W-36-7-21 (API# 43-047-34066)

DIV OF OIL & GAS

Dustin,

After reviewing your request for additional information to extend the SI/TA status of the referenced well, we would like to respond to your letter dated March 19, 2004.

- 1) The length of time that we expect the well to be SI/TA is until November 15, 2004. The well has never produced since it was drilled in 2001. We have an internal Well Review scheduled for August 17 – 18, 2004 in our Red Wash office and I would like to review that well for uphole potential. I feel 90 days after that review is an adequate amount of time to proceed with a recompletion or P/A.
- 2) We can establish that the well has integrity by the following evidences:
 - a) The cement bond log (CBL) dated 11-12-01 shows very good bonding up to 5820' and good bonding up to the estimated TOC @ 2505'.
 - b) The shut-in pressures on the tubing and casing are 0 psi.
 - c) The well was cased with new 5 ½" 17# P-110, 15.5# J-55, and 17# N-80 casing which should hold its integrity well for the nearly three years that it has been in the ground, especially with a competent cement job.
 - d) The casing was inspected before it was run and the completion rig tested the casing to 3600 psi at the surface before completion operations began.

Copies of the CBL reside in the Red Wash office of QEP. Other supporting documentation is being included with this reply. If anything else is required by you in order to evaluate our reply, please let us know and we will do our best to provide it.

Submitted,


Dale Larsen

District Production Superintendent
Questar Exploration and Production, Uinta Basin Inc.

SENT TO OPERATOR

7-28-04
C/O

Current Well Data

API Well Number:

Operator:

Well Name:

Well Type: Well Status:

County Name:

Field Name:

Location (Twp-Rng): Section:

API Well Number	Report Period	Operator	Formation	Entity	Days Prod	Bbls Oil	Mcf Gas	Bbls Water	W
43-047-34066-00-00	1/1/2002	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Shut-I
43-047-34066-00-00	2/1/2002	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Shut-I
43-047-34066-00-00	3/1/2002	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Shut-I
43-047-34066-00-00	4/1/2002	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	5/1/2002	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	6/1/2002	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	7/1/2002	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	8/1/2002	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	9/1/2002	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	10/1/2002	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	11/1/2002	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	12/1/2002	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	1/1/2003	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	2/1/2003	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	3/1/2003	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	4/1/2003	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	5/1/2003	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	6/1/2003	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	7/1/2003	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	8/1/2003	SHENANDOAH ENERGY INC	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	9/1/2003	QEP UINTA BASIN, INC.	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	10/1/2003	QEP UINTA BASIN, INC.	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	11/1/2003	QEP UINTA BASIN, INC.	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	12/1/2003	QEP UINTA BASIN, INC.	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	1/1/2004	QEP UINTA BASIN, INC.	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	2/1/2004	QEP UINTA BASIN, INC.	Wasatch	13331	0	0	0	0	Tempc
43-047-34066-00-00	3/1/2004	QEP UINTA BASIN, INC.	Wasatch	13331	0	0	0	0	Tempc

DEW

Shenandoah Energy Inc.	DAILY COMPLETION AND WORKOVER REPORT
WV 9W-36-7-21	EVENT#: 2 DATE: 2/21/02

FIELD: UNDESIGNATED STATE: UT, UINTAH TD: 8,850 PBDT: 7,150 RIG NAME: GUDAC BROTHERS SUPERVISORS: JANE PENNELL PRESENT ACTIVITY: SWIFN	SPUD DATE: RPT #: 3 DSS: TVD: 0 PLAN MD: 8,850 AFE #: 2RW001 WI %: 100.00000 REPORTED BY: JANE PENNELL
--	---

<table style="width:100%;"> <tr> <th style="width:33%;">DRILLING</th> <th style="width:33%;">COMPLETION</th> <th style="width:33%;">TOTAL</th> </tr> <tr> <td>DAILY</td> <td></td> <td></td> </tr> <tr> <td>CUM.</td> <td style="text-align: right;">\$0</td> <td style="text-align: right;">\$0</td> </tr> <tr> <td>AFE</td> <td></td> <td></td> </tr> </table>	DRILLING	COMPLETION	TOTAL	DAILY			CUM.	\$0	\$0	AFE			<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="text-align: center;">LOAD RECOVERIES</th> </tr> <tr> <td>Total Load :</td> </tr> <tr> <td>Load Recovered :</td> </tr> <tr> <td>Left to Recover :</td> </tr> </table>	LOAD RECOVERIES	Total Load :	Load Recovered :	Left to Recover :	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th colspan="4" style="text-align: center;">SUCKER ROD DETAILS</th> </tr> <tr> <th style="width:15%;">Taper #</th> <th style="width:15%;">Size</th> <th style="width:15%;">Qty</th> <th style="width:55%;">Length</th> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </table>	SUCKER ROD DETAILS				Taper #	Size	Qty	Length				
DRILLING	COMPLETION	TOTAL																												
DAILY																														
CUM.	\$0	\$0																												
AFE																														
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Total Load :																														
Load Recovered :																														
Left to Recover :																														
SUCKER ROD DETAILS																														
Taper #	Size	Qty	Length																											

COSTS SUMMARY				CASING DATA					
Code	Item Description	Daily	Cumm.	Casing Name	Depth	OD	Weight	Grade	Conn
1431/007	Completion rig	\$2,622	\$2,622	PRODUCTION	8,847				
1431/029	Location restoration	\$0	\$0						
1431/060	Trucking & Freight	\$0	\$0						
1431/201	Hot oil truck work	\$0	\$0						
1431/202	Vac trucks: hauling fluids from location	\$0	\$0						
1431/451	Water: purchasing & hauling to location	\$1,000	\$1,000						
1431/310	Logs & logging services	\$0	\$0						
1431/410	Labor: general	\$0	\$0						
1431/412	Contract welding	\$0	\$0						
1431/550	Supervision: company	\$50	\$50						
1431/551	Supervision: contract	\$0	\$0						
1431/490	Drill bits & reamers	\$0	\$0						
1431/512	Other drilling & completion costs	\$0	\$0						
1431/535	Stimulation: acidize & frac	\$0	\$0						
1431/580	Equipment & tool rental	\$1,200	\$1,200						
1431/595	Tank rental	\$130	\$130						
1431/560	Perforating	\$3,020	\$3,020						
1431/570	Wireline services	\$3,020	\$3,020						
	Total Daily Cost :								
	Cumulative Cost to Date :		\$0						
	Total Cost		\$0						

From	To	Hrs	Activity Last 24 Hours
06:00			On 2-20-02, SITP - 0#, SICP - slight blow. Pumped 50 bbls hot 2% KCl down casing. RU Cutters & run 5-1/2" gauge ring to 7150'. RIH w/5-1/2" CIBP & set @ 7150'. POOH w/setting tool & weight bar. Test casing to 3000#. Good test. RIH w/dump bailer & dumped 36' cement on top of plug. POOH & LD bailer. Perforate per CBL dated 11-12-01, 6044' - 6060' w/4 spf. RDMO Cutters. PU 5-1/2" packer & RIH to 5942'. Set packer & broke down perfs @ 1800#. Pumped 10 bbls @ 3-1/2 bpm & 1200#. ISIP - 800#. Opened up and well flowed back 3 bbls. RU swab. IFL - surface. Made 7 runs & recovered 50 bbls fluid, 4 bbls over load. FFL - 5200', final FER - 23 bph. Fluid is slightly gas cut w/no oil. RD swab & drain pump. Poured diesel down tubing & casing. SWIFN Note: Oil sample from Wasatch perfs collected on 2-19-02 was delivered to Russ Griffin, geologist.

FIELD: WONSITS VALLEY

TD: 8850 ' PBDT: 8732 '

Start Date ##### Finish Date

Well: WV 9W-36-7-21

KB: 5248 ' GRD: 5234 '

Current Well Status: Waiting on further Procedures.

Location: NE SE Sec 36 Twp 7s Rge. 21E

API#: 43-047-34066

Uintah County, Utah

Reason for Pull/Workover:

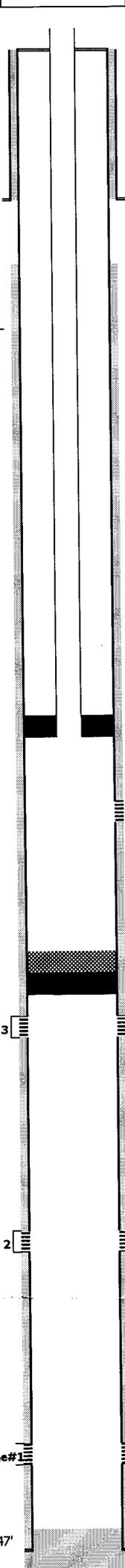
Recomplete G-1 lime

Wellbore Schematic

Surface casing

Size: 9 5/8"
Weight 36#
Grade: K-55 LTXC
Cmtd w/ 175 SXS, class A, 2% CC
Wt. 15.8#
Hole size: 12 1/2"

Set @ 463' (G.R.)



TOC @ 980'

EXCLUDED PERFS

OPEN PERFS

Packer @ 5942'

G-1 Lime
6044' - 6060' w/4 spf

36' cement on top
CIBP @ 7150'

Zone# 3 7176'-7184' (4/SPF)

Zone# 2 7758'-7776' (2/SPF)

Production Casing

Size: 5 1/2"
Weight 15.5# & 17#
N-80, J-55 & p-110

Set @ 8847'

PBDT @ 8732 '
Float Collar @ 8759 '
TD @ 8850 '

Tubing Landing Detail:

Table with columns: Description, Size, Footage, Depth. Rows include KB to Tbg Head, Hanger, 238 jts. 2-7/8" J-55 tbg., 2.31 ID Profile Nipple, 1 jt. 2-7/8" J-55 tbg., Arrow Pumpoff Bit Sub, F Nipple, and EOT.

TUBING INFORMATION

Condition:

New: X Used: Rerun:

Grade: J-55

Weight (#/ft): 6.4

Wellhead Detail:

7 1/16" 2000#
7 1/16" 3000#
7 1/16" 5000#
Other:
Hanger: Yes X No

SUMMARY:

Zone #1 (8644'-8654') Could not frac, to tight of zone. 215 bbls of fluid.
Zone #2 (7758'-7776') frac'd w/ 108300 lbs 20/40 (ottawa) sand, 1035 bbls of fluid.
Zone #3 (7176'-7184') frac'd w/ 12500 lbs 20/40 (ottawa sand), 350 bbls of fluid.
All charges were PROSPECTOR charges from Computalog wireline. (23 gram)

Initial Completion: 11/08/2001 - 11/29/2001

Ran CBL/VDL logs. Perf 8644'-8654'. Attempt to frac, pump pad and 9,400# away and zone pressured out at 4200 psig. Decide to bag frac, zone not stimulated. Perf 7758'-7776'. Frac w/ Delta Frac 200 containing 108,300# 20/40 sand in 43,500 gals at ATR = 34 BPM, ATP = 1950 psig, ISIP = 2600. Perf 7176'-7184'. Frac w/ Delta Frac 200 containing 12,500# 20/40 sand in 14,200 gals at ATR = 20 BPM, ATP = 2100 psig, ISIP = 1700. ONSICP = 900 psig. C/O to PBDT @ 8732'. Land prod tubing w/ EOT @ 7722'. Swab and part sandline. Pull tbg and retrieve same. Swab for 8 days and won't kickoff. Well acting wimpy and wet. RDMO 11/29/2001 and completion suspended. Well SJ, never placed on production.

2/02 Set CIBP @ 7150'. Dump bailed 36' cement on top.

Perforated G-1 Lime - 6044'-6060' w/4 spf.

Swab testing unproductive. Did not stimulate.



State of Utah

Department of
Natural Resources

ROBERT L. MORGAN
Executive Director

Division of
Oil, Gas & Mining

LOWELL P. BRAXTON
Division Director

OLENE S. WALKER
Governor

GAYLE F. McKEACHNIE
Lieutenant Governor

July 21, 2004

CERTIFIED MAIL NO. 7002 0510 0003 8602 5184

Mr. Dale Larson
QEP Uinta Basin Inc.
11002 East 17500 South
Vernal, Utah 84078

Re: Extended Shut-in and Temporary Abandoned Well Requirements for Fee or State Leases dated March 19, 2004.

Dear Mr. Larsen,

The Division of Oil, Gas and Mining (the "Division") is in receipt of your letters dated July 9, 2004 (received by the Division on 7/14/2004) in regards to the shut-in wells operated by QEP Uinta Basin, Inc. ("QEP"). It is the Division's understanding QEP intends to either recomplete, convert to an injector, or plug and abandon the WV 9W-36-7-21, WV 7W-36-7-21 and WV 12G-1-8-21 wells.

43-047-34066

Based on the submitted information and proposed plan of action the Division grants the requested extensions for the WV 9W-36-7-21 and WV 7W-36-7-21 wells. These shut-in/temporary abandonment extensions are valid through November 15, 2004 as requested in your letters.

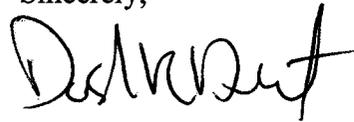
Regarding the WV 12G-1-8-21 this well was not on the attached list sent with the Division letter dated March 19, 2004 since it is a Federal well and the Division letter was only addressing SI/TA State and Fee wells. A sundry sent by QEP dated December 16, 2004 (received by the Division 12/18/2004) requesting temporary abandonment status while the well was being re-evaluated for up hole potential was denied due to insufficient data. Based on the most recent submitted information and proposed plan of action the Division at this time grants the requested extension for the WV 12G-1-8-21 well. This shut-in/temporary abandonment extension is valid through November 15, 2004 as requested in your letter. This request also requires Federal approval.

Page 2
Mr. Dale Larson
July 21, 2004

However, the Toll Station St 8-36-8-21 was on the attached list sent with the Division's letter dated March 19, 2004. The Division requests that QEP submit the necessary information for this well in the next 30 days or further action may be taken.

If you have any questions or need additional assistance in regards to the above matters please contact me at (801) 538-5281.

Sincerely,

A handwritten signature in black ink, appearing to read "Dustin Doucet". The signature is written in a cursive, somewhat stylized font.

Dustin Doucet
Petroleum Engineer

cc: Well file
SITLA

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 47040
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME: N/A
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: WV 9W-36-7-21	
2. NAME OF OPERATOR: Questar Exploration and Production Inc.	kirk.fleetwood@questar.com	9. API NUMBER: 4304734066
3. ADDRESS OF OPERATOR: 11002 S. 17500 E.	CITY Vernal STATE UT ZIP 84078	PHONE NUMBER: (435) 781-4341
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2183' FSL 689' FEL NESE Sec. 36 T7S, R21E		COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> 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 type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input checked="" type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The Operator requests approval to recomplete this well using the following procedure:

1. Perforate 4676'-4682', 4686'-4692', 4696'-4702' (Tgr)
2. RIH with tubing to ±4700' swab test perms. If perms are non productive
3. Perforate 4388'-4398' (Tgr)
4. RIH with tubing to ±4390' swab test perms. If perms are non productive
5. Perforate 3390'-3410' (Tgr)
6. RIH with tubing to ±3410' swab test perms. If perms are non productive
7. RU Wireline and set CIBP @ 3350'. Bail a minimum of 100' of cement on CIBP
8. Perforate 2068'-2092' (Tu)
9. RIH with tubing to ±2090' swab test perms.
10. If perms are non productive suspend operations pending approval of final plugging procedure

03-12-06
CHO

NAME (PLEASE PRINT) <u>Kirk Fleetwood</u>	TITLE <u>Petroleum Engineer</u>
SIGNATURE <u><i>Kirk Fleetwood</i></u>	DATE <u>3/2/06</u>

(This space for State use only)

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

DATE: 3/10/06
BY: *[Signature]* (See Instructions on Reverse Side)

RECEIVED
MAR 06 2006
DIV. OF OIL, GAS & MINING

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
---	--

CA No.

Unit:

WELL NAME	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
- a. Is the new operator registered in the State of Utah: Business Number: 764611-0143
- 5a. (R649-9-2)Waste Management Plan has been received on: IN PLACE
- 5b. Inspections of LA PA state/fee well sites complete on: n/a
- 5c. 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
- a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 965003033
- b. 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

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
GB 6W-25-8-21	GB 6W-25-8-21	SENW	25	080S	210E	4304734121	13440	fee	GW	P
GB 7W-25-8-21	GB 7W-25-8-21	SWNE	25	080S	210E	4304734122	13436	fee	GW	P
GB 11W-30-8-22	OU GB 11W 30 8 22	NESW	30	080S	220E	4304734392	13433	fee	GW	P
UTAH STATE 1	STATE 1	NENE	36	070S	240E	4304715128	5878	State	GW	P
KAYE STATE 1-16	KAYE STATE 1-16	NWNW	16	100S	230E	4304730609	5395	State	GW	P
TOLL STATION ST 8-36-8-21	TOLL STATION ST 8-36-8-21	SENE	36	080S	210E	4304732724	12361	State	GW	S
GLEN BENCH ST 8A-36-8-21	GB 8A 36 8 21	SENE	36	080S	210E	4304733037	12377	State	GW	P
GLEN BENCH ST 6-36-8-21	GB 6 36 8 21	SENW	36	080S	210E	4304733038	12378	State	GW	P
GLEN BENCH ST 2-36-8-21	GB 2 36 8 21	NWNE	36	080S	210E	4304733252	12527	State	GW	P
GH 1W-32-8-21	GH 1W-32-8-21	NENE	32	080S	210E	4304733570	12797	State	GW	P
GH 3W-32-8-21	GH 3W-32-8-21	NENW	32	080S	210E	4304733571	12796	State	GW	P
GH 5W-32-8-21	GH 5W-32-8-21	SWNW	32	080S	210E	4304733572	12828	State	GW	P
GH 7W-32-8-21	GH 7W-32-8-21	SWNE	32	080S	210E	4304733573	12872	State	GW	P
GH 2W-32-8-21	GH 2W-32-8-21	NWNE	32	080S	210E	4304733744	13029	State	GW	P
GH 4W-32-8-21	GH 4W-32-8-21	NWNW	32	080S	210E	4304733745	13035	State	GW	P
GH 8W-32-8-21	GH 8W-32-8-21	SENE	32	080S	210E	4304733746	13030	State	GW	P
GB 3W-16-8-22	OU GB 3W 16 8 22	NENW	16	080S	220E	4304733751	13577	State	GW	P
GB 5W-16-8-22	OU GB 5W 16 8 22	SWNW	16	080S	220E	4304733752	13570	State	GW	P
GH 6W-32-8-21	GH 6W-32-8-21	SENW	32	080S	210E	4304733753	13036	State	GW	P
GB 11W-16-8-22	OU GB 11W 16 8 22	NESW	16	080S	220E	4304733754	13582	State	GW	P
GH 5G-32-8-21	GH 5G-32-8-21	SWNW	32	080S	210E	4304733866	13037	State	OW	P
GB 1W-36-8-21	GB 1W-36-8-21	NENE	36	080S	210E	4304733944	13439	State	GW	P
WV 7W-36-7-21	WV 7W-36-7-21	SWNE	36	070S	210E	4304734065	13334	State	GW	TA
WV 9W-36-7-21	WV 9W-36-7-21	NESE	36	070S	210E	4304734066	13331	State	GW	TA
WV 9W-16-7-21	WV 9W-16-7-21	NESE	16	070S	210E	4304734324		State	GW	LA
OU GB 4W-16-8-22	OU GB 4W-16-8-22	NWNW	16	080S	220E	4304734598	13579	State	GW	P
OU GB 10W-16-8-22	OU GB 10W-16-8-22	NWSE	16	080S	220E	4304734616		State	GW	LA
OU GB 12W-16-8-22	OU GB 12W-16-8-22	NWSW	16	080S	220E	4304734617	13697	State	GW	P
OU GB 13W-16-8-22	OU GB 13W-16-8-22	SWSW	16	080S	220E	4304734618	13611	State	GW	P
GB 14MU-16-8-22	GB 14MU-16-8-22	SESW	16	080S	220E	4304734619	14196	State	GW	P
OU GB 15W-16-8-22	OU GB 15W-16-8-22	SWSE	16	080S	220E	4304734622	13595	State	GW	P
OU GB 16W-16-8-22	OU GB 16W-16-8-22	SESE	16	080S	220E	4304734655	13815	State	GW	P
OU GB 2W-16-8-22	OU GB 2W-16-8-22	NWNE	16	080S	220E	4304734657	13721	State	GW	P
OU GB 6W-16-8-22	OU GB 6W-16-8-22	SENW	16	080S	220E	4304734658	13592	State	GW	P
OU GB 8W-16-8-22	OU GB 8W-16-8-22	SENE	16	080S	220E	4304734660	13769	State	GW	TA
OU GB 9W-16-8-22	OU GB 9W-16-8-22	NESE	16	080S	220E	4304734692		State	GW	LA
OU GB 15G-16-8-22	OU GB 15G-16-8-22	SWSE	16	080S	220E	4304734829	13777	State	OW	S
GB 7MU-36-8-21	GB 7MU-36-8-21	SWNE	36	080S	210E	4304734893	14591	State	GW	P
GB 3W-36-8-21	GB 3W-36-8-21	NENW	36	080S	210E	4304734894	13791	State	GW	P
NC 8M-32-8-22	NC 8M-32-8-22	SENE	32	080S	220E	4304734897		State	GW	LA
NC 3M-32-8-22	NC 3M-32-8-22	NENW	32	080S	220E	4304734899		State	GW	LA

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
GB 5W-36-8-21	GB 5W-36-8-21	SWNW	36	080S	210E	4304734925	13808	State	GW	P
GB 4MU-36-8-21	GB 4MU-36-8-21	NWNW	36	080S	210E	4304734926	14589	State	GW	P
NC 11M-32-8-22	NC 11M-32-8-22	NESW	32	080S	220E	4304735040		State	GW	LA
GB 5SG-36-8-21	GB 5SG-36-8-21	SWNW	36	080S	210E	4304735155	14015	State	GW	P
SC 13ML-16-10-23	SC 13ML-16-10-23	SWSW	16	100S	230E	4304735281	14036	State	GW	P
SC 3M-16-10-23	SC 3ML 16 10 23	NENW	16	100S	230E	4304735282	14014	State	GW	P
SC 11ML-16-10-23	SC 11ML-16-10-23	NESW	16	100S	230E	4304735311	14035	State	GW	P
BB E 15G-16-7-21	BBE 15G 16 7 21	SWSE	16	070S	210E	4304735408	14070	State	OW	P
WH 13G-2-7-24	WH 13G-2-7-24	SWSW	02	070S	240E	4304735484	14176	State	GW	TA
FR 9P-36-14-19	FR 9P-36-14-19	NWSW	31	140S	200E	4304735880	14310	State	GW	S
CB 13G-36-6-20	CB 13G-36-6-20	SWSW	36	060S	200E	4304735969		State	OW	LA
WH 2G-2-7-24	WH 2G-2-7-24	NWNE	02	070S	240E	4304736259		State	GW	APD
WH 4G-2-7-24	WH 4G-2-7-24	NWNW	02	070S	240E	4304736261		State	GW	APD
FR 1P-36-14-19	FR 1P-36-14-19	NWNW	31	140S	200E	4304736300	14859	State	GW	S
WK 3ML-2-9-24	WK 3ML-2-9-24	NENW	02	090S	240E	4304736723		State	GW	APD
WK 7ML-2-9-24	WK 7ML-2-9-24	SWNE	02	090S	240E	4304736724		State	GW	APD
SC 5ML-16-10-23	SC 5ML-16-10-23	SWNW	16	100S	230E	4304736877	15125	State	GW	P
SC 12ML-16-10-23	SC 12ML-16-10-23	NWSW	16	100S	230E	4304736878	15053	State	GW	P
SC 14ML-16-10-23	SC 14ML-16-10-23	SESW	16	100S	230E	4304736908	15070	State	GW	P
SC 4ML-16-10-23	SC 4ML-16-10-23	NWNW	16	100S	230E	4304736912	15208	State	GW	P
FR 3P-36-14-19	FR 3P-36-14-19	NWNW	36	140S	190E	4304737376	15736	State	GW	DRL
BBE 9W-16-7-21	BBE 9W-16-7-21	NESE	16	070S	210E	4304737745		State	GW	APD
GB 10ML-16-8-22	GB 10ML-16-8-22	NWSE	16	080S	220E	4304737943		State	GW	APD
GB 9ML-16-8-22	GB 9ML-16-8-22	NESE	16	080S	220E	4304737944	15851	State	GW	DRL
FR 11P-36-14-19	FR 11P-36-14-19	NWSW	36	140S	190E	4304738349		State	GW	DRL
GB 4SG-36-8-21	GB 4SG-36-8-21	NWNW	36	080S	210E	4304738764		State	GW	APD
GB 7SG-36-8-21	GB 7SG-36-8-21	SWNE	36	080S	210E	4304738765		State	GW	APD

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

COUNTY: Uintah

STATE: UTAH

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

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

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

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

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

Utah State Bond Number: 965003033

Fee Land Bond Number: 965003033

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

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

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

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

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

COUNTY: Uintah

STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>1/1/2007</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>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. Stanberry</u>	TITLE <u>Supervisor, Regulatory Affairs</u>
SIGNATURE	DATE <u>4/17/2007</u>

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APR 19 2007

DIV. OF OIL, GAS & MINING



JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil Gas and Mining

JOHN R. BAZA
Division Director

March 5, 2008

CERTIFIED MAIL NO. 7004 2510 0004 1824 5421

Mr. Kirk Fleetwood
Questar Exploration & Production
11002 East 17500 South
Vernal, Utah 84078

75 21E 36

Re: Third Notice of Extended Shut-in and Temporarily Abandoned Well Requirements for Fee or State Leases.

Dear Mr. Fleetwood:

As of January 2008, Questar Exploration & Production has ten (10) State Mineral Lease Wells that are in non-compliance with the requirements for extended shut-in or temporarily abandoned (SI/TA) status (see attachment A). Wells SI/TA beyond twelve (12) consecutive months require the filing of a Sundry Notice in accordance with R649-3-36-1 for Utah Division of Oil, Gas & Mining ("Division") approval. Wells with five (5) years non-activity or non-productivity shall be plugged, unless the Division grants approval for extended shut-in time upon a showing of good cause by the operator (R649-3-36-1.3.3).

In March 2004 the Division notified Questar by certified mail that the following 3 wells were in violation of R649-3-36:

- Toll Station ST 8-36-8-21 API 4304732724
- WV 9W-36-7-21 API 4304734066
- WV 7W-36-7-21 API 4304734065

Questar responded with plans to recomplete, convert to injector, or plug and abandon (P&A) these wells by November 2004. To date, nothing has been done on these wells.



March 5, 2008

Questar Third Notice of Extended Shut-in and Temporarily Abandoned Well Requirements

In December 2005, a Second Notice was sent from the DOGM office that reiterated the need for Questar to comply with R649-3-36. Questar was noticed that the following three additional wells were also now in violation of R649-3-36:

- WV 11W-36-7-21 API 4304734067
- OU GB 8W-16-8-22 API 4304734660
- RWU 324(23-16B) API 4304733084

Telephone conversations between Questar and DOGM concerning these additional 3 wells, including a letter response from Questar dated December 29, 2005, followed. The letter response stated wells WV 9W-36-7-21 and WV 7W-36-7-21 were under review and wells Toll Station ST 8-36-8-21, WV 11W-36-7-21, OU GB8W-16-8-22, and RWU 324(23-16B) were scheduled for recompletion or plugging. RWU 324 (23-16B) was noticed for P&A and approved for plugging in February 2006. The well is currently listed as "operation suspended" in our database. DOGM records show that nothing has been done on any of the six wells to bring them into compliance with R649-3-36.

DOGM feels sufficient time has passed to make a determination on these wells. Please submit your plans to produce or plug these wells to DOGM within 30 days of this notice or a Notice of Violation (NOV) will be issued. **Note: As of July 1, 2003, wells in violation of the SI/TA rule R649-3-36 may be subject to full cost bonding (R649-3-1-4.2, 4.3).**

In addition to the six wells listed above, the following four additional wells are now also in violation of R649-3-36:

- WV 16W-2-8-21 API 4304733645
- OU GB 15G-16-8-22 API 4304734829
- RW 01-36BG API 4304736887
- HR 10MU-2-12-23 API 4304738055

This letter will serve as a first notice for these wells. Questar can put these wells back on production, plug the wells or request extended SI/TA. For extended SI/TA consideration, the operator shall provide the Division with the following:

1. Reasons for SI/TA of the well (R649-3-36-1.1).
2. The length of time the well is expected to be SI/TA (R649-3-36-1.2), and
3. An explanation and supporting data if necessary, showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence/or absence of Underground Sources of Drinking Water, and other factors do not make the well a risk to public health and safety or the environment (R649-3-36-1.3).

March 5, 2008

Questar Third Notice of Extended Shut-in and Temporarily Abandoned Well Requirements

Submitting the information suggested below may help show well integrity and may help qualify your well for extended SI/TA.

1. Wellbore diagram, and
2. Copy of recent casing pressure test, and
3. Current pressures on the wellbore (tubing pressure, casing pressure, and casing/casing annuli pressure) showing wellbore has integrity, and
4. Fluid level in the wellbore, and
5. An explanation of how the submitted information proves integrity.

Additionally, DOGM has not received Sundry notice of testing on well HR 10MU-2-12-23 (API 4304738055) completed in January 2007.

Please respond with your plans for all wells referenced in this letter. If the required information is not received within 30 days of the date of this notice, further actions will be initiated. If you have any questions concerning this matter, please contact me at (801) 538-5281.

Sincerely,



Dustin K. Doucet
Petroleum Engineer

js

Attachment

cc: Well File
Operator Compliance File
Jim Davis, SITLA

ATTACHMENT A

	Well Name	API	Lease Type	Years/Months Inactive
1	TOLL STATION ST 8-36-8-21	4304732724	ML-22051	11 years 7 months
2	RW 23-16B	4304733084	ML-3037	7 years 4 months
3	WV 16W-2-8-21	4304733645	ML-2785	2 years 3 months
4	WV 7W-36-7-21	4304734065	ML-47040	6 years 2 months
5	WV 9W-36-7-21	4304734066	ML-47040	6 years 3 months
6	WV 11W-36-7-21	4304734067	ML-47040	2 years 8 months
7	OU GB 8W-16-8-22	4304734660	ML-22049	4 years 9 months
8	OU GB 15G-16-8-22	4304734829	ML-22049	3 years 3 months
9	RW 01-36BG	4304736887	UTO-0566-ST	1 years 2 months
10	HR 10MU-2-12-23	4304738055	ML-50193	1 year 1 month

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE

1. Type of Well
 Oil Gas
 Well Well Other

2. Name of Operator
QUESTAR EXPLORATION & PRODUCTION CO.

3. Address and Telephone No. **Contact: dahn.caldwell@questar.com**
11002 East 17500 South - Vernal, UT 84078 **435.781.4342 Fax 435.781.4357**

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
2183' FSL, 689' FEL, NESE, SEC 36-T7S-R21E

5. Lease Designation and Serial No.
ML-47040

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

7. If Unit or CA, Agreement Designation
ML47040

8. Well Name and No.
WV 9W 36 7 21

9. API Well No.
43-047-34066

10. Field and Pool, or Exploratory Area
UNDESIGNATED

11. County or Parish, State
UINTAH, UT

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 _____
	<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)

The flowline has been removed on the WV 9W 36 7 21. We will not be Repering this well. Cancel the NOI requesting such work.

RECEIVED

JUN 26 2008

DIV. OF OIL, GAS & ...

14. I hereby certify that the foregoing is true and correct.
 Signed **Dahn Caldwell** Title **Office Administrator II** Date **6/26/08**

(This space for Federal or State office use)

Approved by: _____ Title _____ Date _____

Conditions of approval, if any

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: March 31, 2007

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. ML 47040
2. Name of Operator Questar Exploration and Production Inc.		6. If Indian, Allottee or Tribe Name N/A
3a. Address 11002 E. 17500 S. VERNAL, UT 84078-8526	3b. Phone No. (include area code) 435-781-4319	7. If Unit or CA/Agreement, Name and/or No. Wonsits Valley
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 2183' FSL, 689' FEL, NESE, SECTION 36, T7S, R21E, SLBM		8. Well Name and No. WV 9W-36-7-21
		9. API Well No. 43-047-34066
		10. Field and Pool, or Exploratory Area Wonsits Valley
		11. County or Parish, State Uintah

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

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

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or 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.)

Questar requests approval to recomplete this well as follows:

MIRU. ND WH and NU BOP

RU Wireline perforate the following intervals with 3 JSPF @ 120° Phasing 4676'-4682', 4686'-4692', 4696'-4702'

RIH with tubing to ±4700' swab test perfs. If perfs are non productive POOH

RU Wireline and perforate 4388'-4398' with 3 JSPF @ 120° Phasing

RIH with tubing to ±4390' swab test perfs. If perfs are non productive POOH

RU Wireline and perforate 3390'-3410' with 3 JSPF @ 120° Phasing

RIH with tubing to ±3410' swab test perfs. If perfs are non productive POOH

If perfs are non productive RU Wireline and set CIBP @ 3350', Bail a minimum of 100' of cement on CIBP

Perforate 2068'-2092' with 3 JSPF @ 120° Phasing, RIH with tubing to ±2090' swab test perfs.

The well will be placed on production or plugged and abandoned based on the swab test results.

Work will start after Questar receives UDOGM approval and the rig and crew is available which will be within a year of receiving this Sundry.

COPY SENT TO OPERATOR

Date: 10.14.2008

Initials: KS

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

Name (Printed/Typed) Lucius McGillivray lucius.mcgillivray@questar.com	Title Associate Petroleum Engineer
Signature <i>Lucius McGillivray</i>	Date <u>10/2/08</u>

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by <i>D. A. K. [Signature]</i>	Title Pet. Eng.	Date <u>10/7/08</u>
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.	Office DOG M	

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

(Instructions on page 2)

** Work should be done immediately - well has been SI for over 6 years and this same proposal has been on the table since 2004.*

RECEIVED

OCT 06 2008

DIV. OF OIL, GAS & MINING



JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

June 9, 2009

CERTIFIED MAIL NO. : 7004 1160 0003 0190 2969

Lucius McGilviry
Questar Exploration & Production
11002 East 17500 South
Vernal, Utah 84078

43 047 34066
75 21E 36

Subject: Notices of Violation dated 9/29/2008 & 2/11/2009

Dear Mr. McGilviry:

A Notice of Violation (NOV) for the Toll Station St 8-36-8-21, WV 7W-36-7-21, WV 9W-36-7-21, WV 11W-36-7-21 and OU GB 8W-16-8-22 wells was issued to Questar Exploration & Production (QEP) by the Utah Division of Oil, Gas & Mining on September 29, 2008. The NOV was sent certified mail and signed for by Mandie Brasfield. The compliance deadline for the NOV was November 1, 2008. To date QEP has not taken the corrective action required by the NOV.

A Notice of Violation for the OU GB 15G-16-8-22, WVFU 16W-2-8-21 and HR 10 MU-2-12-23 wells was issued to Questar Exploration & Production (QEP) by the Utah Division of Oil, Gas & Mining (the "Division") on February 11, 2009. The NOV was sent certified mail and signed for by Amber McDonald. The compliance deadline for the NOV was April 1, 2009. To date QEP has not taken the corrective action required by the NOV.

The Division respectfully requests QEP contact Clinton Dworshak (801-538-5280) within fifteen (15) days of receipt of this letter to set a date and time to meet with the Division to discuss how to best resolve the compliance problems sited in the above-mentioned Notices of Violation.



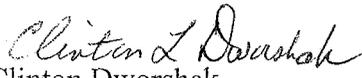
Page 2

QEP Notices of Violation dated 9/29/2008 & 2/11/2009

June 9, 2009

Failure to comply with this Division request may result in further actions against QEP. Further actions may include initiation of agency actions ordering full cost bonding (R649-3-1.4), bond forfeiture (R649-3-36), plugging and abandonment of wells (R649-3-36), and/or formal hearing before the Board of Oil, Gas and Mining, as described in the Utah Administrative Code R641.

Sincerely,


Clinton Dworshak
Enforcement Manager

CLD/js

Enclosure

cc: Gil Hunt
Dustin Doucet
Well Files
Compliance File
SITLA

N:\O&G Reviewed Docs\ChronFile\Compliance

UTAH DEPARTMENT OF NATURAL RESOURCES

Division of Oil, Gas & Mining

Oil and Gas Program

1594 West North Temple, Suite 1210, Box 145801

Salt Lake City, Utah 84114-5801

(801) 538-5340 Phone

(801) 359-3940 Fax

NOTICE OF VIOLATION
STATE OF UTAH
OIL AND GAS CONSERVATION ACT

To the following operator:

Name: Questar Exploration & Production

Table with 2 columns: Well(s) or Site(s) and API #. Rows include TOLL STATION ST 8-36-8-21, WV 7W-36-7-21, WV 9W-36-7-21, RW 23-16B, WV 11W-36-7-21, and OU GB 8W-16-8-22.

Date and Time of Inspection/Violation: August 5, 2008

Mailing Address: Attn: Lucius McGilviry
11002 East 17500 South
Vernal, UT 84078

Under the authority of the Utah Oil and Gas Conservation Act, Section 40-6 et. Seq., Utah Code Annotated, 1953, as amended, the undersigned authorized representative of the Division of Oil, Gas and Mining (Division) has conducted an inspection of the above described site and/or records on the above date and has found alleged violation(s) of the act, rules or permit conditions as described below.

Description of Violation(s):

Rule R649-3-36, Shut-in and Temporarily Abandoned Wells - The above referenced wells have been Shut-in or Temporarily Abandoned (SI/TA) over 5 years. According to Rule R649-3-36, the operator is required to supply the Division with reasons for extended SI/TA, the length of time for extended SI/TA and proof of well bore integrity for every well SI/TA over 12 consecutive months. After 5 years of continued SI/TA, the wells are to be plugged unless good cause is supplied to the Division for extended SI/TA in addition to the required information just mentioned.

The Division has initiated several contacts with Questar Exploration & Production (Questar) requesting this information. Wells 1 through 3 (listed above) had a first notice sent out via certified mail on March 19, 2004. A follow-up letter was sent out, dated July 21, 2004, on behalf of a response received from Questar. It was, at that time, understood by the Division that Questar intended to re-complete, convert to injection or plug and abandon these wells. An extension of SI/TA status was then issued valid until November 15, 2004. Wells 4 through 6 (listed above) were addressed via phone conversations as well as a response from Questar dated December 29, 2005. In this, Questar stated these wells were scheduled for recompletion or plugging. After substantial time had passed without any action on any of the six wells listed, a third notice dated March 5, 2008, was sent addressing all previous communications as well as stating that our records show nothing having been done to move these wells into compliance. Phone conversations were also held with Mr. McGilviry on April 22, 2008 concerning plans to submit required information within a two-week time frame. To date, the required information has not been submitted to the Division nor has action to PA or re-complete the wells been initiated.

Action: For the well subject to this notice, Questar shall either submit the information required by R649-3-36, plug and abandon or place the well on production.

Questar Exploration & Production
August 5, 2008 Notice of Violation

This notice shall remain in effect until it is modified, terminated, or vacated by a written notice of an authorized representative of the director of the Division of Oil, Gas and Mining. Failure to comply with this notice will result in the Division pursuing further actions against said operator. Further actions may include initiation of agency actions to order full cost bonding and plugging and abandonment of wells and requests for bond forfeiture and civil penalties.

Compliance Deadline: November 1, 2008

Date of Service Mailing: September 29, 2008

CERTIFIED MAIL NO: 7004 2510 0004 1824 6411



Division's Representative

Operator or Representative
(If presented in person)

6/2005

7004 2510 0004 1824 6411

U.S. Postal Service
CERTIFIED MAIL RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

POSTAGE WILL BE PAID BY ADDRESSEE
FIRST CLASS PERMIT NO. 1000 VERNAL UT

Postage	\$	9/29/08 Postmark Here
Certified Fee		
Return Receipt Fee (Endorsement Required)		
Restricted Delivery Fee (Endorsement Required)		

Total Postage **MR LUCIUS MCGILVIRY**
QUESTAR E & P
 Street, Apt or PO Box **11002 E 17500 S**
 City, State **VERNAL UT 84078**

PS Form 3811, February 2004

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

MR LUCIUS MCGILVIRY
QUESTAR E & P
11002 E 17500 S
VERNAL UT 84078

2. Article Number
 (Transfer from service label)

COMPLETE THIS SECTION ON DELIVERY

A. Signature
 Recipient Agent
 Addressee
 B. Received by (Printed Name) C. Date of Delivery

D. Is delivery address different from item 1? Yes
 If YES, enter delivery address below: No

3. Service Type
 Certified Mail Express Mail
 Registered Return Receipt for Merchandise
 Insured Mail C.O.D.

4. Restricted Delivery? (Extra Fee) Yes

7004 2510 0004 1824 6411

UTAH DEPARTMENT OF NATURAL RESOURCES
Division of Oil, Gas & Mining
Oil and Gas Program
1594 West North Temple, Suite 1210, Box 145801
Salt Lake City, Utah 84114-5801
(801) 538-5340 Phone
(801) 359-3940 Fax

NOTICE OF VIOLATION
STATE OF UTAH
OIL AND GAS CONSERVATION ACT

To the following operator:

Name: QUESTAR EXPLORATION AND PRODUCTION

Well(s) or Site(s): 1.) <u>OU GB 15G-16-8-22</u>	API #:	<u>43-047-34829</u>
2.) <u>WVFU 16W-2-8-21</u>		<u>43-047-33645</u>
3.) <u>HR 10MU-2-12-23</u>		<u>43-047-38055</u>

Date and Time of Inspection/Violation: January 28, 2009

Mailing Address: Attn: Lucius McGilvry
11002 East 17500 South
Vernal, UT 84078

Under the authority of the Utah Oil and Gas Conservation Act, Section 40-6 et. Seq., Utah Code Annotated, 1953, as amended, the undersigned authorized representative of the Division of Oil, Gas and Mining (Division) has conducted an inspection of the above described site and/or records on the above date and has found alleged violation(s) of the act, rules or permit conditions as described below.

Description of Violation(s):

Rule R649-3-36, Shut-in and Temporarily Abandoned Wells -According to Rule R649-3-36, the operator is required to supply the Division with reasons for extended SI/TA, the length of time for extended SI/TA and proof of well bore integrity for every well SI/TA over 12 consecutive months. After 5 years of continued SI/TA, the wells are to be plugged unless good cause is supplied to the Division for extended SI/TA in addition to the required information just mentioned.

The Division has initiated several contacts with Questar Exploration and Production (Questar) requesting required documents and action per R649-3-36. On March 5, 2008, the Division notified you by certified mail that the above wells required filing for an extension or a Sundry Notice for plugging and abandonment. On April 22, 2008, it was understood from a phone conversation that plans to PA these wells would be submitted within a two week time frame. A second notice was sent out via certified mail on September 29, 2008 again addressing these wells non-compliance issues. To date our records show nothing has been done to move the wells out of violation status.

Action: For the wells subject to this notice, Questar shall either submit the information required by R649-3-36, plug and abandon or place the well on production.

Questar Exploration and Production

January 28, 2009

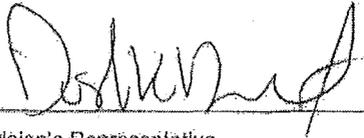
Notice of Violation

This notice shall remain in effect until it is modified, terminated, or vacated by a written notice of an authorized representative of the director of the Division of Oil, Gas and Mining. Failure to comply with this notice will result in the Division pursuing further actions against said operator. Further actions may include initiation of agency actions to order full cost bonding and plugging and abandonment of wells and requests for bond forfeiture and civil penalties.

Compliance Deadline: April 1, 2009

Date of Service Mailing: February 11, 2009

CERTIFIED MAIL NO: 7004 2510 0004 1824 6862



Division's Representative

Operator or Representative

(If presented in person)

cc: Well Files
Operator Compliance File

6/2005

7004 2510 0004 1824 6862

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Certified Fee		
Return Receipt Fee (Endorsement Required)		
Restricted Delivery Fee (Endorsement Required)		
Total		

Sent to: **LUCIUS MCGILVIRY**
 Street or P.O. Box: **QUESTAR E & P**
11002 E 17500 S
 City: **VERNAI IIT 84078**

PS Form 3800, June 2002 See Reverse for Instructions

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

LUCIUS MCGILVIRY
QUESTAR E & P
11002 E 17500 S
VERNAI IIT 84078

COMPLETE THIS SECTION ON DELIVERY

A. Signature: *Amie McOrl* Agent Addressee

B. Received by (Printed Name): _____ C. Date of Delivery: _____

D. Is delivery address different from item 1? Yes
 If YES, enter delivery address below: No

3. Service Type
 Certified Mail Express Mail
 Registered Return Receipt for Merchandise
 Insured Mail C.O.D.

4. Restricted Delivery? (Extra Fee) Yes

2. Article Number
 (Transfer from service label)

7004 2510 0004 1824 6862

UNITED STATES POSTAL SERVICE



First Class Mail
Postage & Fees Paid
USPS
Permit No. 0-40

• Sender: Please print your name, address, and ZIP+4 in this box •

JEAN SWEET
UTAH DIVISION OF OIL GAS & MINING
PO BOX 145801
SALT LAKE CITY UT 84114-5801

RECEIVED
FEB 18 2009

DIV. OF OIL, GAS & MINING

PS Form 3800, June 2002
City: VERNAL UT
or PO 11002 E 1750
8799 QUESTAR E
9601 LUCIUS MC

Postage	\$
Certified Fee	
Return Receipt Fee	
Endorsement Required	
Restricted Delivery Fee	
Endorsement Required	
To:	

7004 2510 0004 1824 6862

U.S. Postal Service
CERTIFIED MAIL™ RECEIPT
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For delivery information visit our website at www.usps.com
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TURAL

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-47040
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: N/A
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: N/A
2. NAME OF OPERATOR: QUESTAR EXPLORATION AND PRODUCTION COMPANY		8. WELL NAME and NUMBER: WV 9W-36-7-21
3. ADDRESS OF OPERATOR: 11002 E. 17500 S. CITY VERNAL STATE UT ZIP 84078	PHONE NUMBER: (435) 781-4319	9. API NUMBER: 4304734066
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2183' FSL 689' FEL		10. FIELD AND POOL, OR WILDCAT: WONSITS VALLEY
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NESE 36 7S 21E		COUNTY: UINTAH
		STATE: UTAH

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

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

Questar E&P Company requests approval to plug and abandon this well as follows:

1. Set CICR @ 5975'
2. Stab into retainer and squeeze 20 sx cement, unstab and dump 25 sx on top of retainer
3. Fill hole with minimum 9 ppg fluid
4. Balance a 30 sack plug from 3525'-3275'
5. Perforate production casing @ 520', establish circulation to surface
6. Pump approximately 205 sacks down production casing through perforations and up annulus until good cement at surface
7. Cut off wellhead, weld on plate

Work will start after Questar receives partner approval, UDOGM approval and equipment is available.

COPY SENT TO OPERATOR

Date: 8.6.2009

Initials: KS

NAME (PLEASE PRINT) <u>Lucius McGillivray</u>	TITLE <u>Associate Petroleum Engineer</u>
SIGNATURE <u><i>Lucius McGillivray</i></u>	DATE <u>7/6/2009</u>

(This space for State use only) **APPROVED BY THE STATE OF UTAH DIVISION OF OIL, GAS, AND MINING**
DATE: 8/13/09
BY: *Lucius McGillivray* (See Instructions on Reverse Side)
** See conditions of Approval (Attached)*

RECEIVED
JUL 09 2009

DIV. OF OIL, GAS & MINING

FIELD: WONSITS VALLEY

TD: 8850 ' PBDT: 8732 '

Start Date: 9/20/2001 Finish Date:

Well: WV 9W-36-7-21

KB: 5248 ' GRD: 5234 '

Current Well Status: Waiting on further Procedures.

Location: NE SE Sec 36 Twp 7s Rge. 21E

API#: 43-047-34066

Uintah County, Utah

Reason for Pull/Workover:

Recomplete G-1 lime

Wellbore Schematic

Surface casing

Size: 9 5/8"
Weight 36#
Grade: K-55 LTxC
Cmtd w/ 175 SXS, class A, 2% CC
Wt. 15.8#
Hole size: 12 1/2"

Set @ 463' (G.R.)

TOC @ 980'

EXCLUDED PERFS

OPEN PERFS

Tubing Landing Detail:

Table with 4 columns: Description, Size, Footage, Depth. Rows include KB to Tbg Head, Hanger (donut style), 186 jts. 2-7/8" j-55 tbg., and EOT.

TUBING INFORMATION

Condition:

New: X Used: Rerun:
Grade: J-55
Weight (#/ft): 4.7

Wellhead Detail:

7 1/16" 2000#
7 1/16" 3000#
7 1/16" 5000#
Other:
Hanger: Yes X No

SUMMARY:

Zone #1 (8644'-8654') Could not frac, to tight of zone. 215 bbls of fluid.
Zone #2 (7758'-7776') frac'd w/ 108300 lbs 20/40 (ottawa) sand, 1035 bbls of fluid.
Zone #3 (7176'-7184') frac'd w/ 12500 lbs 20/40 (ottawa) sand, 350 bbls of fluid.
All charges were PROSPECTOR charges from Computalog wireline. (23 gram)

Initial Completion: 11/08/2001 - 11/29/2001

Ran CBL/VDI logs. Perf 8644'-8654'. Attempt to frac, pump pad and 9,400# away and zone pressured out at 4200 psig. Decide to bag frac, zone not stimulated. Perf 7758'-7776'. Frac w/ Delta Frac 200 containing 108,300# 20/40 sand in 43,500 gals at ATR = 34 BPM, ATP = 1950 psig, ISIP = 2600. Perf 7176'-7184'. Frac w/ Delta Frac 200 containing 12,500# 20/40 sand in 14,200 gals at ATR = 20 BPM, ATP = 2100 psig, ISIP = 1700. ONSICP = 900 psig. C/O to PBDT @ 8732'. Land prod tubing w/ EOT @ 7722'. Swab and part sandline. Pull tbq and retrieve same. Swab for 8 days and won't kickoff. Well acting wimpy and wet. RDMO 11/29/2001 and completion suspended. Well SI, never placed on production.

2/02 Set CIBP @ 7150'. Dump bailed 36' cement on top.

Perforated G-1 Lime - 6044'-6060' w/4 spf.
Swab testing unproductive. Did not stimulate.

Zone# 3 7176'-7184' (4/SPF)

Zone# 2 7758'-7776' (2/SPF)

Zone# 1 8644'-8654' (4/SPF)

Production Casing

Size: 5 1/2"
Weight 15.5# & 17#
N-80, J-55 & p-110

Set @ 8847'

Hole size 7 7/8"

G-1 Lime
6044' - 6060' w/4 spf

36' cement on top
CIBP @ 7150'

PBDT @ 8732 '
Float Collar @ 8759 '
TD @ 8850 '



JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

CONDITIONS OF APPROVAL TO PLUG AND ABANDON WELL

Well Name and Number: WV 9W-36-7-21
API Number: 43-047-34066
Operator: Questar Exploration & Production Co.
Reference Document: Original Sundry Notice dated July 6, 2009,
received by DOGM on July 9, 2009.

Approval Conditions:

1. Notify the Division at least 24 hours prior to conducting abandonment operations. Please call Dan Jarvis at 801-538-5338.
2. All annuli shall be cemented from a minimum depth of 100' to the surface.
3. Surface reclamation shall be done in accordance with R649-3-34 – Well Site Restoration.
4. All requirements in the Oil and Gas Conservation General Rule R649-3-24 shall apply.
5. If there are any changes to the procedure or the wellbore configuration, notify Dustin Doucet at 801-538-5281 (ofc) or 801-733-0983 (home) prior to continuing with the procedure.
6. All other requirements for notice and reporting in the Oil and Gas Conservation General Rules shall apply.

Dustin K. Doucet
Petroleum Engineer

August 3, 2009

Date



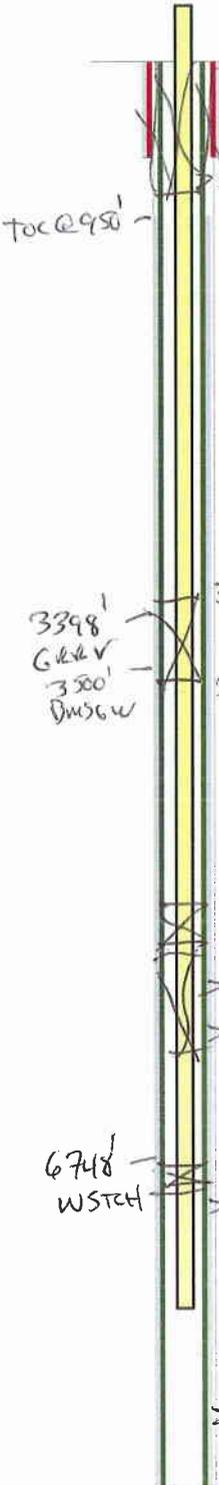
Wellbore Diagram

API Well No: 43-047-34066-00-00 Permit No: Well Name/No: WV 9W-36-7-21
 Company Name: QUESTAR EXPLORATION & PRODUCTION CO
 Location: Sec: 36 T: 7S R: 21E Spot: NESE
 Coordinates: X: 628099 Y: 4447117
 Field Name: WONSITS VALLEY
 County Name: UINTAH

String Information

String	Bottom (ft sub)	Diameter (inches)	Weight (lb/ft)	Length (ft)	Capacity (ft/cf)
HOL1	463	12.25			
SURF	463	9.625	36	463	
HOL2	8847	7.875			
PROD	8847	5.5	15.5	8847	7483
T1	7722	2.875			

$7\frac{7}{8}'' \times 5\frac{1}{2}'' (10\%) \rightarrow 4.0936$
 $9\frac{5}{8}'' \times 5\frac{1}{2}'' \rightarrow 3.716$



Cement from 463 ft. to surface
 Surface: 9.625 in. @ 463 ft.
 Hole: 12.25 in. @ 463 ft.

TOC @ 950'

520'

Plug #3

Out $57' / (1.15) (4.0936) = 125x$
 $463' / (1.15) (3.716) = 1085x$

In $520' / (1.15) (7.483) = 605x$

1905x
 Proposed 2055x
 ✓ a.k.

Cement Information

String	BOC (ft sub)	TOC (ft sub)	Class	Sacks
PROD	8847	950	UK	1870
SURF	463	0	A	175

3398' GRRV ✓
 3200' BMSW ✓

3275'

3525'

Plug #2

$(305x) (1.15) (7.483) = 258'$
 TOC @ 3267' ✓ a.k.

Perforation Information

Top (ft sub)	Bottom (ft sub)	Shts/Ft	No Shts	Dt Squeeze
7176	8654			
6044	6060			

5760'

CIR @ 5975'

6044'

6060'

Plug #1

Below $(205x) (1.15) (7.483) = 172'$ BOC @ 6147' ✓
 Above $(255x) (1.15) (7.483) = 215'$ TOC @ 5760' ✓ a.k.

Formation Information

Formation	Depth
GRRV	3398
BMSW	3500
MHGBN	4218
WSTC	6748

6748' WSTC ✓

CIR @ 7150' w/ 36' cement existing

7176'

Cement from 8847 ft. to 950 ft.
 Tubing: 2.875 in. @ 7722 ft.

Production: 5.5 in. @ 8847 ft.
 Hole: 7.875 in. @ 8847 ft.
 Hole: Unknown

TD: 8850 TVD: PBTD: 8732



July 8, 2009

Mr Clinton Dworshak
Enforcement Officer
Division of Oil, Gas and Mining
Department of Natural Resources
State of Utah
P.O. Box 145801
Salt Lake City, Utah 84114-5801

Subject: Notices of Violation dated 9/29/2008 & 2/11/2009 and Second Notice Letter dated 5/04/2009

Dear Mr Dworshak:

A conference call was held on July 7, 2009 with the following participants to discuss the non-compliance issues listed in the subject correspondence:

Dustin Doucet,	Division of Oil, Gas and Mining (DOGM)
Clinton Dworshak	DOGM
Joshua Payne	DOGM
Kirk Fleetwood	Questar Exploration and Production Company (QEP)
Lucius McGillivray	QEP
Rick Canterbury	QEP

The following is the proposed action for each well and timeframe as discussed in the call:

WV 7W-36-7-21
WV 9W-36-7-21
WV 11W-36-7-21

A Sundry Notice of Intent to abandon has been submitted for each well. These wells will be plugged in the late summer (August or September, 2009).

Toll Station 8-36-8-21

We have approval from the State of Utah and will plug this well in the late summer (August or September, 2009).

OUGB 8W-16-8-22

A Sundry Notice to recompleate this well is being submitted to your office and the recompleation will be initiated 30 to 60 days after approved.

OUGB 15G-16-8-22

This well will be returned to production within the next 30 days.

WVFU 16W-2-8-21

A Sundry Notice to recompleate this well has been approved and is planned for late summer.

RECEIVED

JUL 13 2009

DIV. OF OIL, GAS & MINING

July 8, 2009

HR10 MU 2-12-23

It is not economic to place this well on production under the current market conditions. We are submitting a Sundry Notice requesting shut in status. A mechanical integrity test will be performed within the next 30 days and the Division of Oil, Gas and Mining will be notified prior to the tests. Results will be submitted to your office.

GB 4SG-36-8-21

GB 7SG-36-8-21

We are submitting a Sundry Notice requesting shut in status for both wells. There are shallower zones with production potential but a recompletion and testing program is not economic at this time, given the current natural gas market conditions.

A mechanical integrity test will be performed within the next 30 days and the Division of Oil, Gas and Mining will be notified prior to the test. Results will be submitted to your office.

Enclosed are the sundry notices submitted for the mechanical integrity tests. The remainder of sundries have been or will be submitted within the next week.

Sincerely,



Rick Canterbury
Regulatory Affairs

Enclosures



July 8, 2009

Mr Clinton Dworshak
Enforcement Officer
Division of Oil, Gas and Mining
Department of Natural Resources
State of Utah
P.O. Box 145801
Salt Lake City, Utah 84114-5801

43 047 34066
75 21E 36

Subject: Notices of Violation dated 9/29/2008 & 2/11/2009 and Second Notice Letter dated 5/04/2009

Dear Mr Dworshak:

A conference call was held on July 7, 2009 with the following participants to discuss the non-compliance issues listed in the subject correspondence:

Dustin Doucet,	Division of Oil, Gas and Mining (DOGM)
Clinton Dworshak	DOGM
Joshua Payne	DOGM
Kirk Fleetwood	Questar Exploration and Production Company (QEP)
Lucius McGillivray	QEP
Rick Canterbury	QEP

The following is the proposed action for each well and timeframe as discussed in the call:

WV 7W-36-7-21 → 43-047-34065
 → WV 9W-36-7-21 → 43-047-34066
 WV 11W-36-7-21 → 43-047-34067

A Sundry Notice of Intent to abandon has been submitted for each well. These wells will be plugged in the late summer (August or September, 2009).

Toll Station 8-36-8-21 → 43-047-32724

We have approval from the State of Utah and will plug this well in the late summer (August or September, 2009).

OUGB 8W-16-8-22 → 43-047-34660

A Sundry Notice to recomplate this well is being submitted to your office and the recompletion will be initiated 30 to 60 days after approved.

OUGB 15G-16-8-22 → 43-047-34829

This well will be returned to production within the next 30 days.

WVFU 16W-2-8-21 → 43-047-33645

A Sundry Notice to recomplate this well has been approved and is planned for late summer.

RECEIVED

JUL 13 2009

DIV. OF OIL, GAS & MINING

July 8, 2009

HR10 MU 2-12-23 → 43-047-38055

It is not economic to place this well on production under the current market conditions. We are submitting a Sundry Notice requesting shut in status. A mechanical integrity test will be performed within the next 30 days and the Division of Oil, Gas and Mining will be notified prior to the tests. Results will be submitted to your office.

GB 4SG-36-8-21 → 43-047-38764
GB 7SG-36-8-21 → 43-047-38765

We are submitting a Sundry Notice requesting shut in status for both wells. There are shallower zones with production potential but a recompletion and testing program is not economic at this time, given the current natural gas market conditions.

A mechanical integrity test will be performed within the next 30 days and the Division of Oil, Gas and Mining will be notified prior to the test. Results will be submitted to your office.

Enclosed are the sundry notices submitted for the mechanical integrity tests. The remainder of sundries have been or will be submitted within the next week.

Sincerely,



Rick Canterbury
Regulatory Affairs

Enclosures

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: ML-47040
---	---

SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME: JOHNSON BOTTOM
--	--

1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: WV 9W-36-7-21
------------------------------------	--

2. NAME OF OPERATOR: QUESTAR EXPLORATION & PRODUCTION CO	9. API NUMBER: 43047340660000
--	---

3. ADDRESS OF OPERATOR: 11002 East 17500 South , Vernal, UT, 84078	PHONE NUMBER: 435 781-4362 Ext
--	--

4. LOCATION OF WELL FOOTAGES AT SURFACE: 2183 FSL 0689 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 36 Township: 07.0S Range: 21.0E Meridian: S	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 type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input checked="" type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER:
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 1/7/2010			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

Questar Exploration and Production Company reports the following work to plug and abandon has occurred on January 7, 2010 as follows: 1. Set CICR @ 5953' pumped 20 sacks under and 25 sacks on top 2. Balance a 30 sack plug @ 3528' 3. RU wireline and perforate @ 515', break circulation 4. Pump 200 sacks down production casing until good cement at surface 5. Well plate GPS Coordinates 40.163044 N 109.496380 W UDOGM representative on location: Dave Hackford

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
January 13, 2010

NAME (PLEASE PRINT) Jan Nelson	PHONE NUMBER 435 781-4331	TITLE Permit Agent
SIGNATURE N/A	DATE 1/12/2010	

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
--	---

WELL NAME		CA No.	Unit:	JOHNSON BOTTOM			
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

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

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

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

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

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

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

(This space for State use only)

RECEIVED
JUN 28 2010
DIV. OF OIL, GAS & MINING

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

(5/2000) (See Instructions on Reverse Side)

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

well_name	sec	twp	rng	api	entity	mineral lease	type	stat	C
LEOTA 1-34-2B	34	070S	210E	4304730879	5420	Federal	OW	P	
WV 7W-36-7-21	36	070S	210E	4304734065	13334	State	D	PA	
WV 9W-36-7-21	36	070S	210E	4304734066	13331	State	D	PA	
WV 11W-36-7-21	36	070S	210E	4304734067	13678	State	GW	PA	
WV 5W-36-7-21	36	070S	210E	4304734099	13807	State	GW	OPS	C
WV 13W-36-7-21	36	070S	210E	4304734100	13678	State	GW	P	
SU PURDY 7W-34-7-21	34	070S	210E	4304734380	13679	Federal	GW	P	
BBE 15G-16-7-21	16	070S	210E	4304735408	14070	State	OW	P	
BBS 15G-22-7-21	22	070S	210E	4304737443	15688	Federal	OW	P	C
TU 3-35-7-21	35	070S	210E	4304738995	16512	Federal	GW	P	
SU PURDY 3M-25-7-21	25	070S	210E	4304739179		Federal	OW	APD	C
JB 4G-27-7-21	27	070S	210E	4304739180		Federal	OW	APD	C
SU PURDY 10G-27-7-21	27	070S	210E	4304739181		Federal	OW	APD	C
JB 8G-21-7-21	21	070S	210E	4304740613	17595	Federal	OW	DRL	C
JB 12G-27-7-21	27	070S	210E	4304740614		Federal	OW	APD	C
JB 1G-28-7-21	28	070S	210E	4304740615		Federal	OW	APD	C
JB 15G-34-7-21	34	070S	210E	4304740616		Federal	OW	APD	C

Bonds: BLM = ESB000024
BIA = 956010693
State = 965010695



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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



IN REPLY REFER TO:
3100
(UT-922)

JUL 28 2010

Memorandum

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

From: Chief, Branch of Minerals

Robert L. Bankert

Subject: Name Change Recognized

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

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

cc: MMS
UDOGM

RECEIVED

AUG 16 2010

DIV. OF OIL, GAS & MINERALS