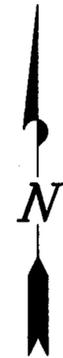
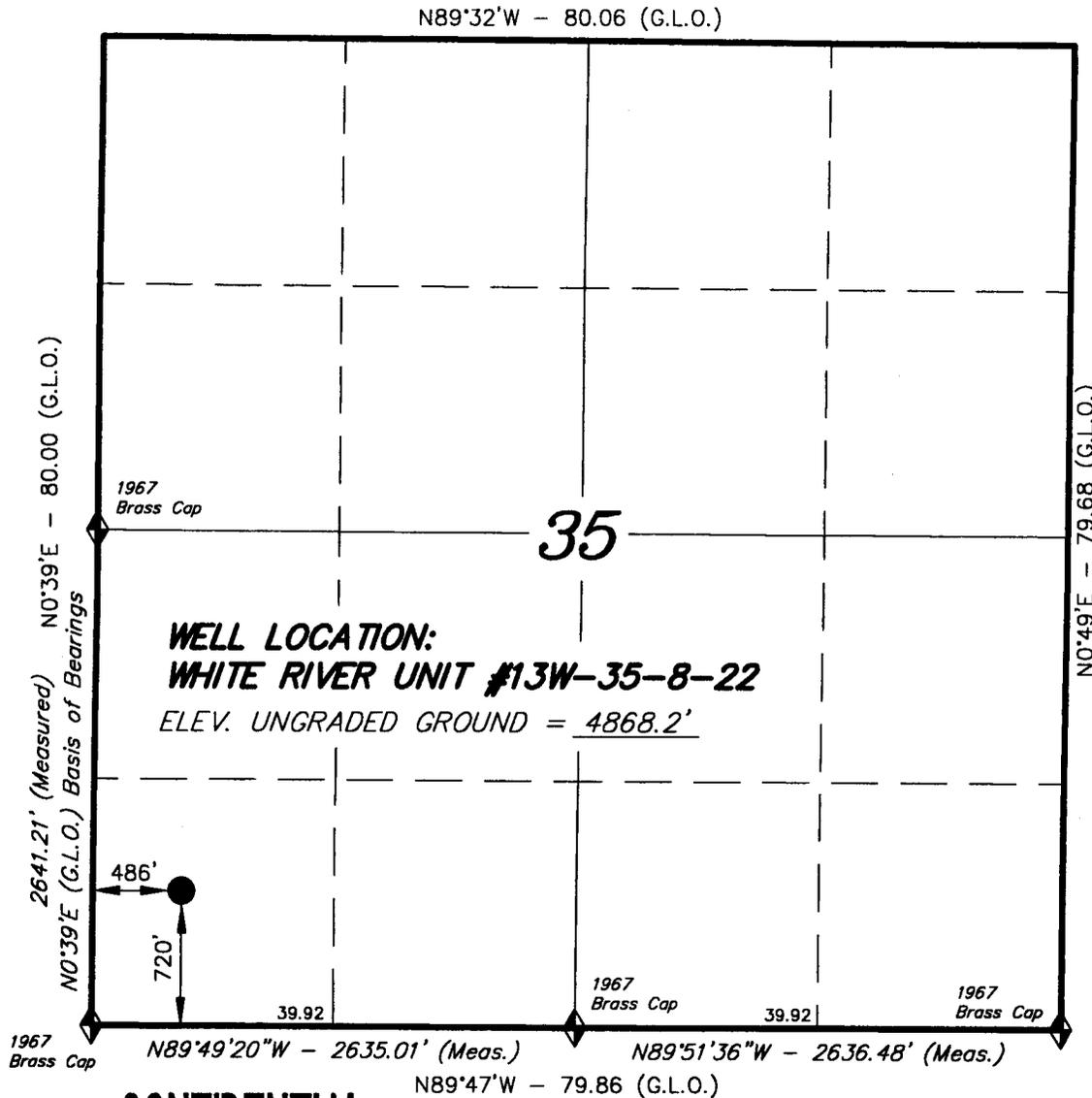


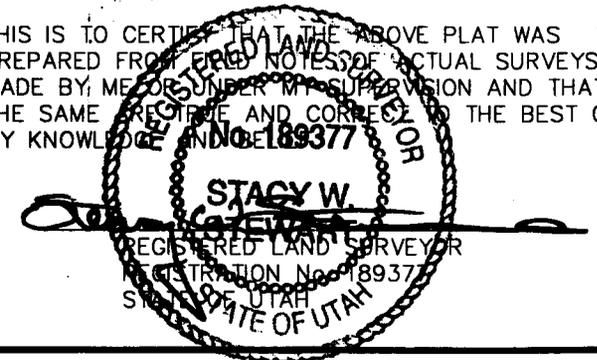
T8S, R22E, S.L.B.&M.

SHENANDOAH ENERGY, INC.

WELL LOCATION, WHITE RIVER UNIT #13W-35-8-22, LOCATED AS SHOWN IN THE SW 1/4 SW 1/4 OF SECTION 35, T8S, R22E, S.L.B.&M. UINTAH COUNTY, UTAH.



THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM THE 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: D.J.S.
DATE: 3-30-01	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 SW)

WHITE RIVER UNIT #13W-35-8-22
 LATITUDE = 40° 04' 27.05"
 LONGITUDE = 109° 24' 54.04"

002

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 07/23/2001

API NO. ASSIGNED: 43-047-34210

WELL NAME: WRU 13W-35-8-22 13WX-35-8-22
OPERATOR: SHENANDOAH ENERGY INC (N4235)
CONTACT: JOHN BUSCH

PHONE NUMBER: 435-781-4341

PROPOSED LOCATION:

SWSW 35 080S 220E
SURFACE: 0720 FSL 0486 FWL
BOTTOM: 0720 FSL 0486 FWL
UINTAH
NATURAL BUTTES (630)

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

LEASE TYPE: 1 - Federal
LEASE NUMBER: U-01089
SURFACE OWNER: 1 - Federal

PROPOSED FORMATION: WSTC

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[1] Ind[] Sta[] Fee[]
(No. U-0969)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. 43-8496)
- RDCC Review (Y/N)
(Date:)
- Fee Surf Agreement (Y/N)

LOCATION AND SITING:

- R649-2-3. Unit WHITE RIVER ** Non PA*
- 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:

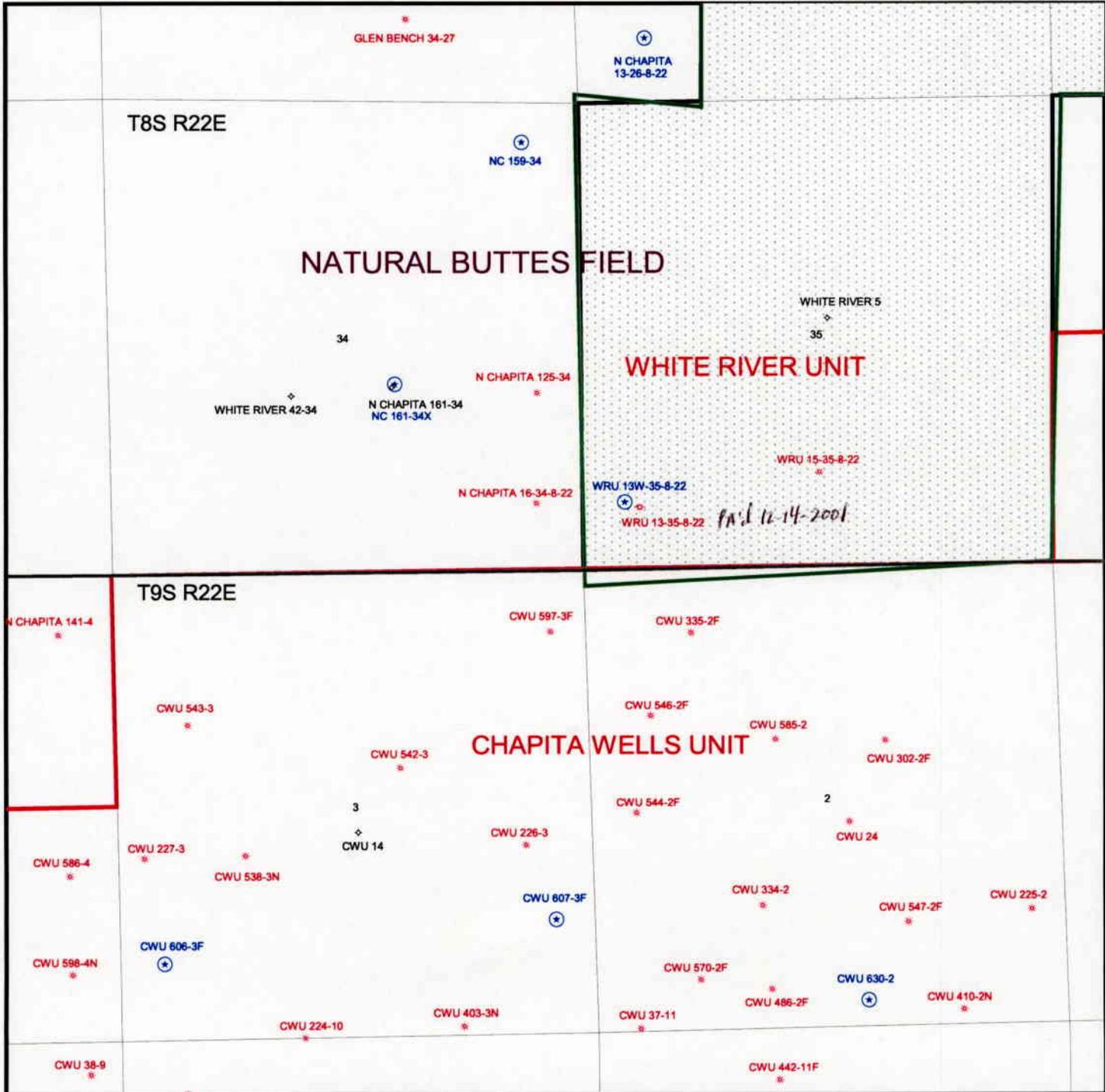
WV Field E. Area Lease SOP, separate file.
This is a replacement well.

STIPULATIONS:

1- Fed. Aprvl.



OPERATOR: SHENANDOAH ENERGY (N4235)
 SEC. 35, T8S, R22E
 FIELD: NATURAL BUTTES (630)
 COUNTY: UINTAH UNIT: WHITE RIVER



PREPARED BY: LCORDOVA
 DATE: 1-AUGUST-2001

1-14-2002 ok!
 jc

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

5. Lease Serial No.
U-01089

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

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

1. Type of Well
 Oil Well Gas Well Other

8. Well Name and No.
WHITE RIVER 13W-35-8-22

2. Name of Operator
SHENANDOAH ENERGY INC. Contact: RALEEN SEARLE
E-Mail: rsearle@shenandoahenergy.com

9. API Well No.
43-047-34210

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

3b. Phone No. (include area code)
Ph: 435.781.4309
Fx: 435.781.4329

10. Field and Pool, or Exploratory
NATURAL BUTTES

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
Sec 35 T8S R22E SWSW 720FSL 486FWL

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

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input 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 checked="" type="checkbox"/> Other
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

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

Please be advised that Shenandoah Energy Inc. is deeping the WR 13W-35-8-22 to 8200'.
KB - 4880
WASATCH - 5180'
MESAVERDE - 7600'
TD - 8200'

RECEIVED

Shenandoah Energy Inc. has need to change the name on the WR 13W-35-8-22 to WRU 13WX-35-8-22.

OCT 15 2001

DIVISION OF
OIL, GAS AND MINING

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

Electronic Submission #7844 verified by the BLM Well Information System
For SHENANDOAH ENERGY INC., sent to the Vernal

Name (Printed/Typed) RALEEN SEARLE / John Busch

Title PREPARER

Signature / John Busch

Date 10/10/2001

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

United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

IN REPLY REFER TO:
3160
(UT-922)

August 2, 2001

Memorandum

To: Assistant District Manager Minerals, Vernal District
From: Michael Coulthard, Petroleum Engineer
Subject: 2001 Plan of Development White River Unit,
Uintah County, Utah.

Pursuant to email between Lisha Cordova, Division of Oil, Gas and Mining, and Mickey Coulthard, Utah State Office, Bureau of Land Management. The following wells are planned for calendar year 2001 within the White River Unit, Uintah County, Utah.

Api Number	Well	Location
------------	------	----------

(Proposed PZ Wasatch)

43-047-34208	WRU 4W-9-8-22	Sec. 09, T8S, R22E 0639 FNL 0745 FWL
43-047-34210	WRU 13W-35-8-22	Sec. 35, T8S, R22E 0720 FSL 0486 FWL

Shenandoah intends to PA 43-047-33095/WRU 13W-35-8-22 (collapsed casing) offsetting the above well prior to drilling the second well. The Division of Oil Gas, and Mining will not permit the well until they do.

Also please be advised that lands in Sections 4, 9, and 10 of Township 8 South Range 23 East are not covered by a Wasatch Participating Area.

This office has no objection to permitting the wells subject to the proper abandonment of 13W-35 (43-047-33095).

/s/ Michael L. Coulthard

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

MCoulthard:mc:8-2-1

Additional Operator Remarks:

Shenandoah Energy Inc. proposes to drill a well to 6974' to test the Wasatch. If productive, casing will be run and the well completed. If dry, the well will be plugged and abandoned as per BLM and State of Utah requirements.

Operation will be according to the Standard Operating Procedures for the Wonsits Valley Unit, Gypsum Hills Unit and area leases for Wasatch Wells.

See Onshore Order No. 1 attached.

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

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

SHENANDOAH ENERGY INC.
WELL # WR 13W-35-8-22

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

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

1. Formation Tops

The estimated tops of important geologic markers are as follows:

<i>Formation</i>	<i>Depth</i>	<i>Prod. Phase Anticipated</i>
Uinta	Surface	
Green River	2344'	
Mahogany Ledge	3044'	
Wasatch	5274'	
TD (Wasatch)	6974'	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:

<i>Substance</i>	<i>Formation</i>	<i>Depth</i>
Oil/Gas	Wasatch	6974'

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

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

3. Anticipated Bottom Hole Pressures

Maximum anticipated bottom hole pressure equals approximately 2789.6 psi.

**SHENANDOAH ENERGY INC.
WHITE RIVER UNIT #13W-35-8-22
720' FSL 486' FWL SWSW
SECTION 35, T8S, R22E, SLB&M
UINTAH COUNTY, UTAH
LEASE # U-01089**

ONSHORE ORDER NO. 1

MULTI – POINT SURFACE USE & OPERATIONS PLAN

An onsite inspection was conducted for the White River Well #13W-35-8-22 on April 3, 2001 at 9:45 a.m. Weather conditions were sunny and clear with moderate temperatures at the time of the onsite. In attendance at the inspection were the following individuals:

Byron Tolman	Bureau of Land Management
Leslie Crinklaw	Bureau of Land Management
Eric	Bureau of Land Management
Stephanie	Bureau of Land Management
Raleen Searle	Shenandoah Energy Inc.

1. Existing Roads:

The proposed well site is approximately 16 miles southwest of Red Wash, Utah.

Proceed from Red Wash Main Office. Travel west across Bonanza Hiway, continue west on the Glen Bench Road +/-15.5 miles, at intersection turn right and proceed +/- 0.6 miles to well location.

Refer to Topo Maps A and B for location of access roads within a 2 – mile radius.

There will be no improvements made to existing access roads.

2. Planned Access Roads:

Please see the Wonsits Valley Unit, Gypsum Hills Unit and area leases for Wasatch Wells Standard Operating Procedure (SOP).

Refer to Topo Map B for the location of the proposed access road.

3. Location of Existing Wells Within a 1 – Mile Radius:

Please refer to Topo Map C.

4. Location of Existing & Proposed Facilities:

Please see the Wonsits Valley Unit, Gypsum Hills Unit and area leases for Wasatch Wells Standard Operating Procedures (SOP).

Refer to Topo Map D for the location of the proposed pipeline.

5. **Location and Type of Water Supply:**

Please see the Wonsits Valley Unit, Gypsum Hills Unit and area leases for Wasatch Wells Standard Operating Procedures (SOP).

6. **Source of Construction Materials:**

Please see the Wonsits Valley Unit, Gypsum Hills Unit and area leases for Wasatch Wells Standard Operating Procedures (SOP).

7. **Methods of Handling Waste Materials:**

Please see the Wonsits Valley Unit, Gypsum Hills Unit and area leases for Wasatch Wells Standard Operating Procedures (SOP).

8. **Ancillary Facilities:**

Please see the Wonsits Valley Unit, Gypsum Hills Unit and area leases for Wasatch Wells Standard Operating Procedures (SOP).

9. **Well Site Layout:** (See Location Layout Diagram)

The attached Location Layout Diagram describes drill pad cross-sections, cuts and fills and locations of the mud tanks, reserve pit, flare pit, pipe racks, trailer parking, spoil dirt stockpile(s), and surface material stockpile(s).

Please see the attached diagram to describe rig orientation, parking areas, and access roads.

As per the onsite discussions, a reserve pit liner will be required.

10. **Plans for Reclamation of the Surface:**

Please see the Wonsits Valley Unit, Gypsum Hills Unit and area leases for Wasatch Wells Standard Operating Procedures (SOP).

Seed Mix #1 (if no Needle & Thread grass double Indian Rice grass)

11. **Surface Ownership:**

The well pad and access road are located on lands owned by:

Bureau of Land Management
170 South 500 East
Vernal, UT 84078

12. **Other Information**

A Class III archaeological survey was conducted by Montgomery Archaeology Consultants. A copy of this report was submitted directly to the appropriate agencies by Montgomery Archaeology Consultants. Cultural resource clearance was recommended for this location.

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.

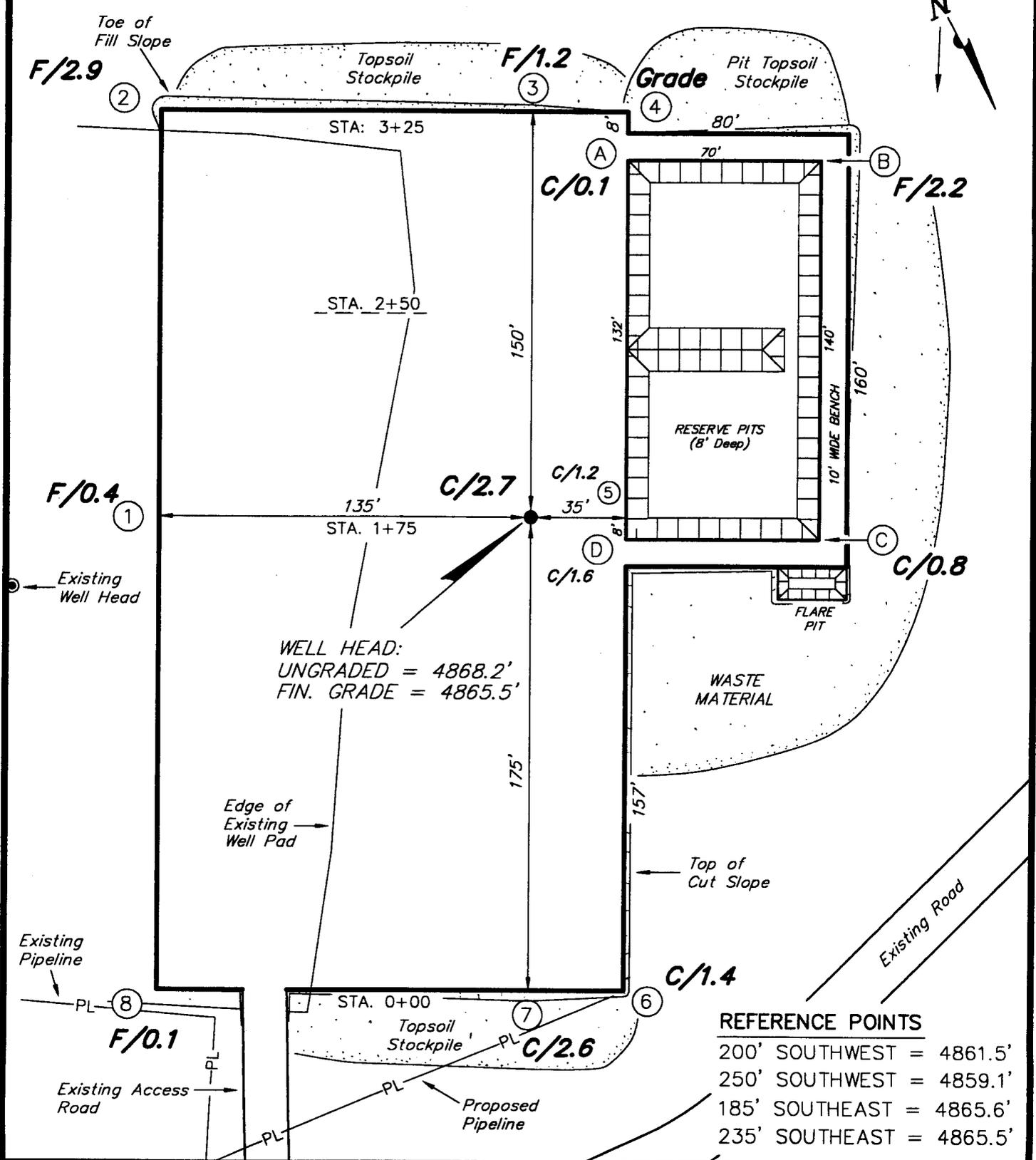
I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are, to the best of my knowledge, true and correct; and that the work associated 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

July 12-01
Date

SHENANDOAH ENERGY, INC.

WHITE RIVER UNIT #13W-35-8-22
SEC. 35, T8S, R22E, S.L.B.&M.



REFERENCE POINTS

200' SOUTHWEST	= 4861.5'
250' SOUTHWEST	= 4859.1'
185' SOUTHEAST	= 4865.6'
235' SOUTHEAST	= 4865.5'

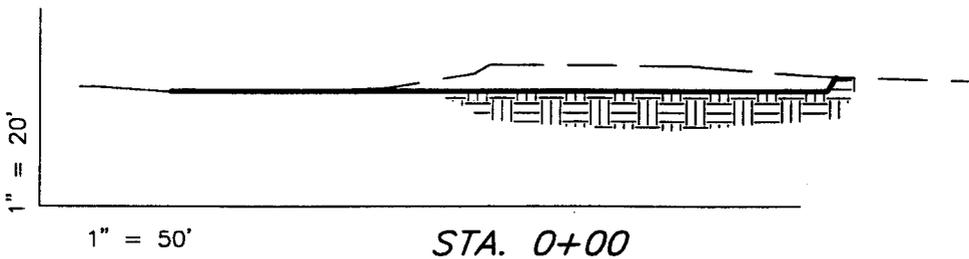
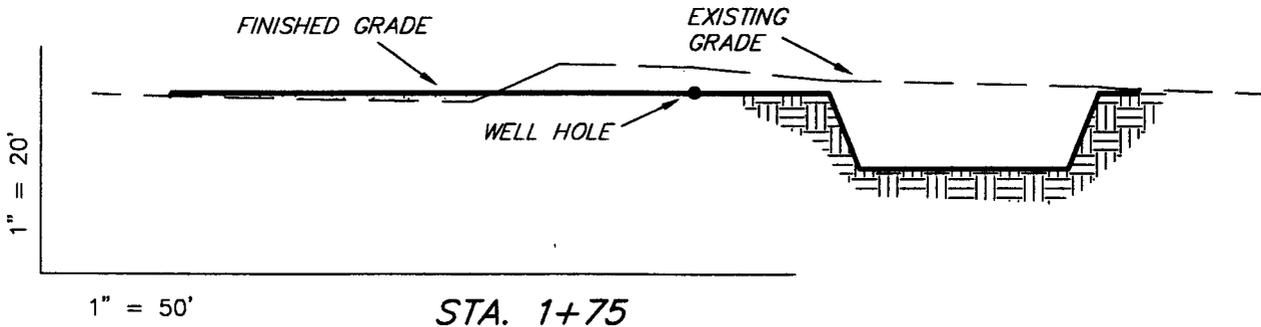
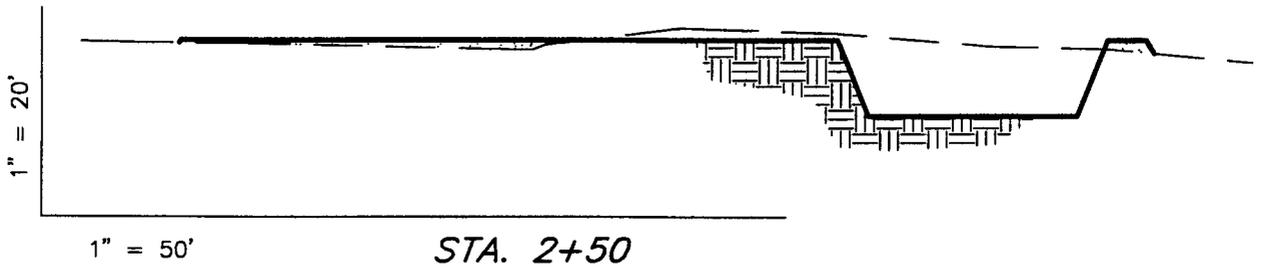
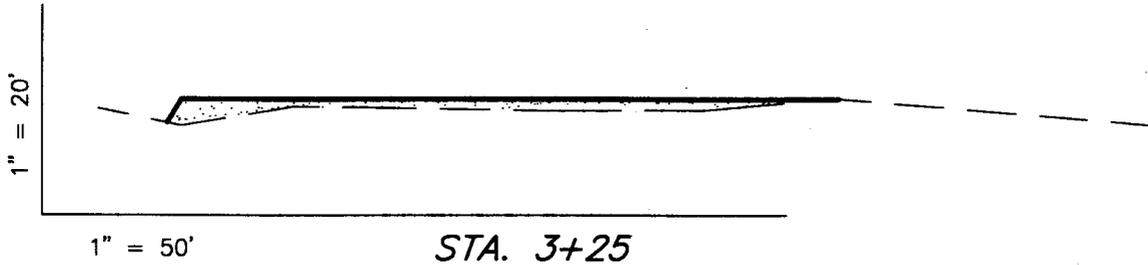
SURVEYED BY: D.J.S.	SCALE: 1" = 50'
DRAWN BY: J.R.S.	DATE: 4-3-01

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

SHENANDOAH ENERGY, INC.

CROSS SECTIONS

WHITE RIVER UNIT #13W-35-8-22



APPROXIMATE YARDAGES

CUT = 1,320 Cu. Yds.

FILL = 1,320 Cu. Yds.

PIT = 2,370 Cu. Yds.

6" TOPSOIL = 1,260 Cu. Yds.

CONFIDENTIAL

SURVEYED BY: D.J.S.

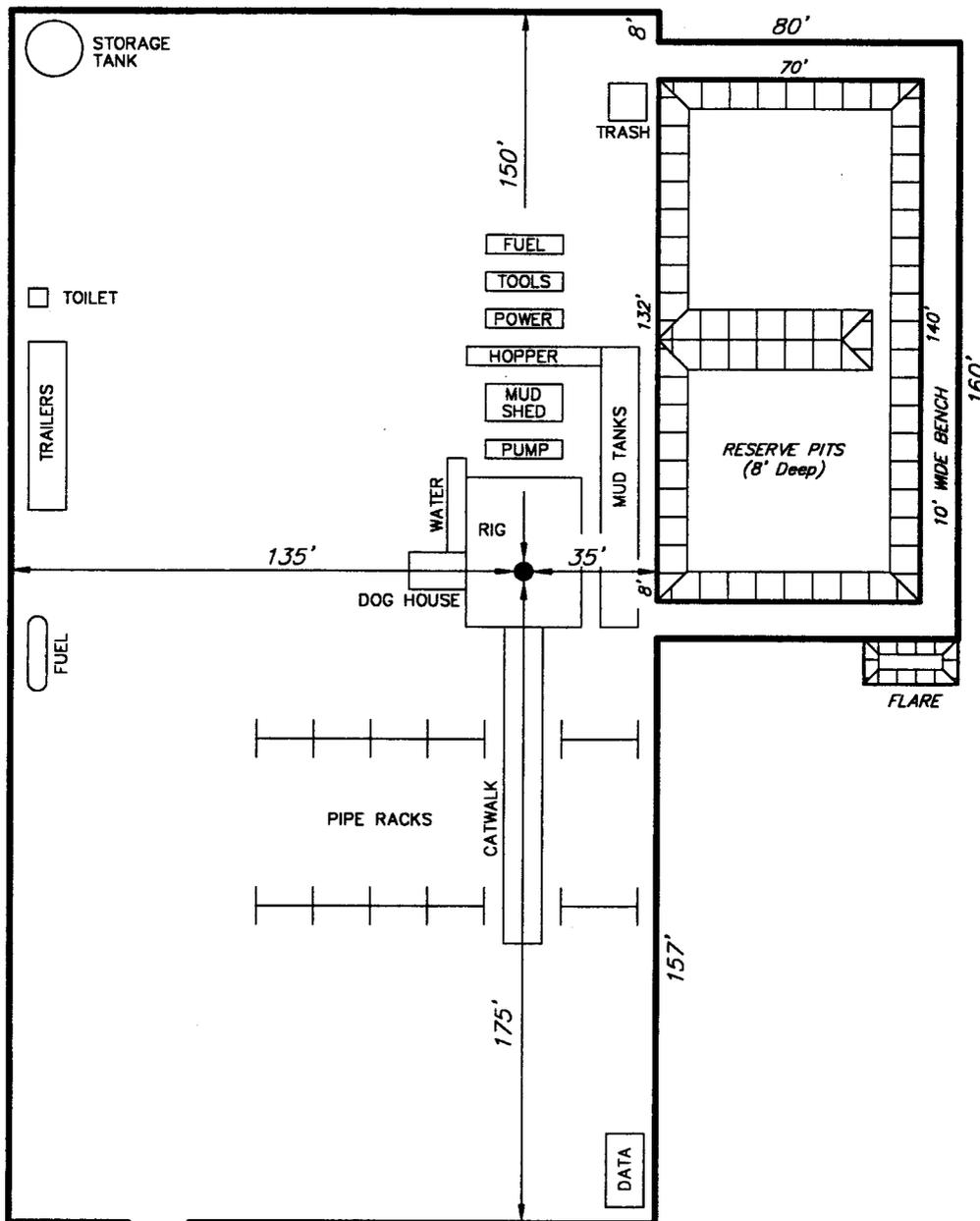
SCALE: 1" = 50'

DRAWN BY: J.R.S.

DATE: 4-3-01

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

SHENANDOAH ENERGY, INC.
TYPICAL RIG LAYOUT
WHITE RIVER UNIT #13W-35-8-22

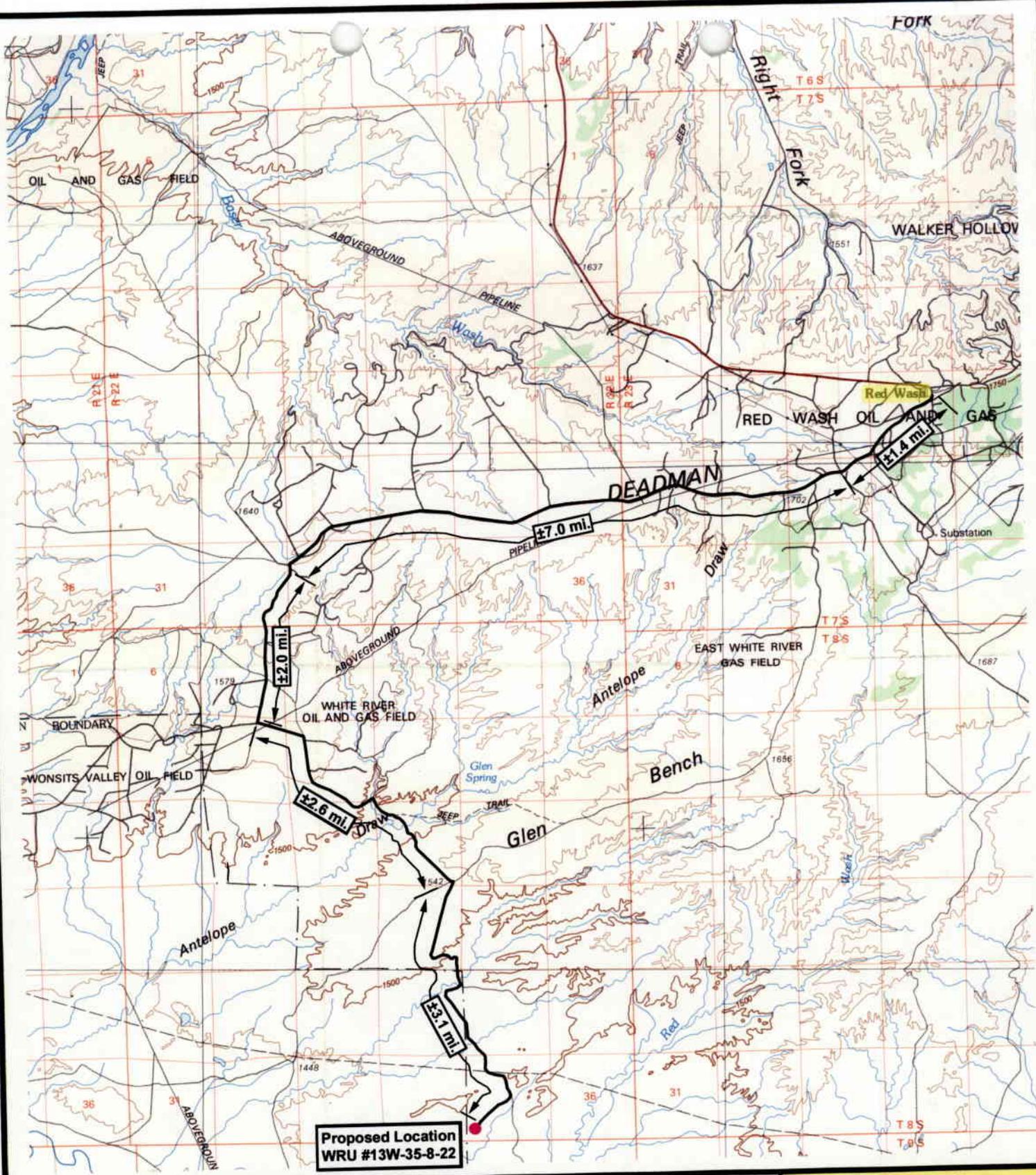


Existing Access Road

Proposed Pipeline

CONFIDENTIAL

SURVEYED BY: D.J.S.	SCALE: 1" = 50'	Tri State Land Surveying, Inc. 38 WEST 100 NORTH VERNAL, UTAH 84078 (435) 781-2501
DRAWN BY: J.R.S.	DATE: 4-3-01	



Proposed Location
WRU #13W-35-8-22

**SHENANDOAH
ENERGY INC.**

**White River Unit #13W-35-8-22
SEC. 35, T8S, R22E, S.L.B.&M.**



*Tri-State
Land Surveying Inc.*
(435) 781-2501

38 West 100 North Vernal, Utah 84078

SCALE: 1 : 100,000

DRAWN BY: bgm

DATE: 04-05-2001

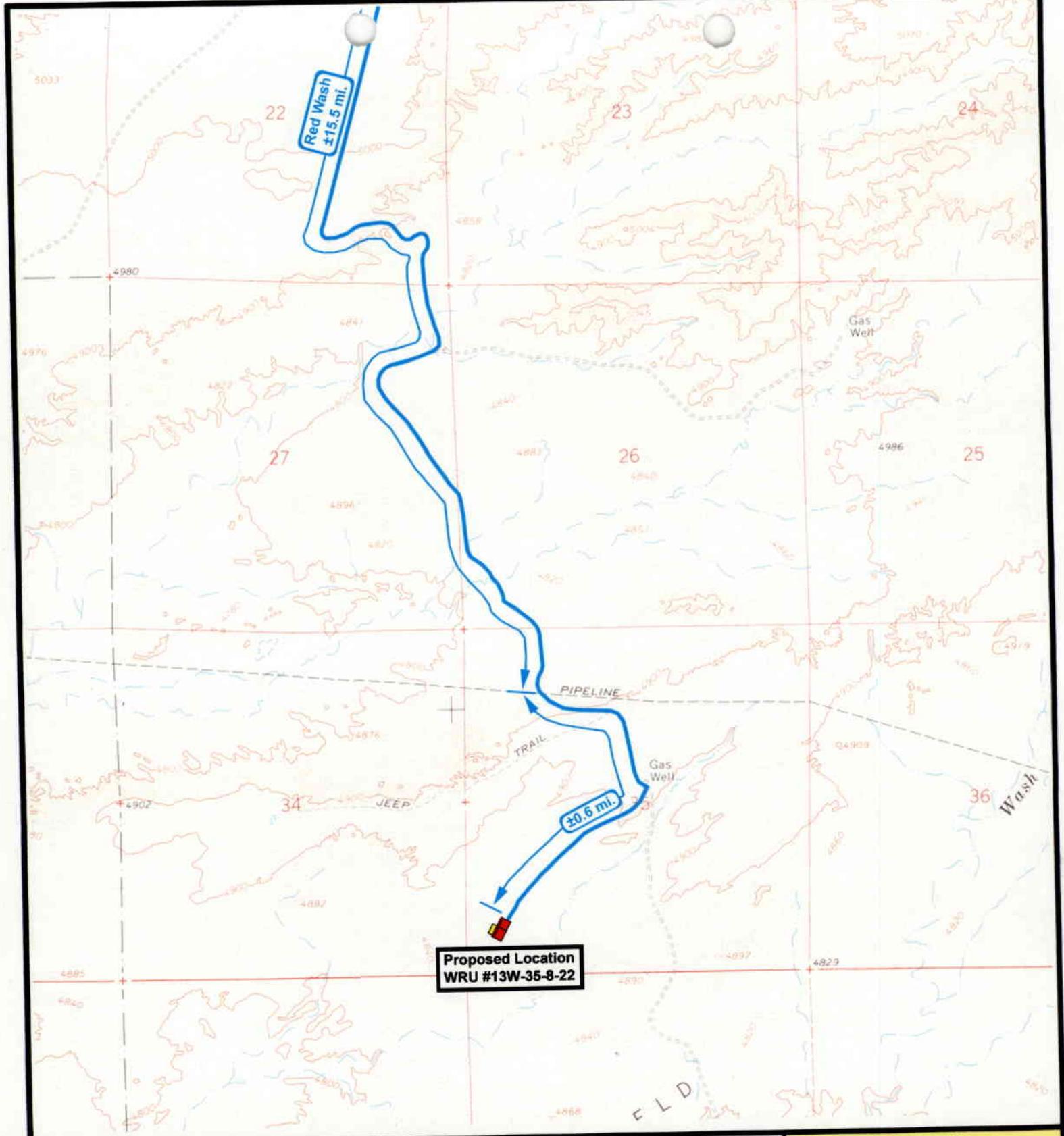
Legend

- Existing Road
- Proposed Access

TOPOGRAPHIC MAP

"A"

CONFIDENTIAL



**Proposed Location
WRU #13W-35-8-22**

**SHENANDOAH
ENERGY INC.**

**White River Unit
#13W-35-8-22
SEC. 35, T8S, R22E, S.L.B.&M.**



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

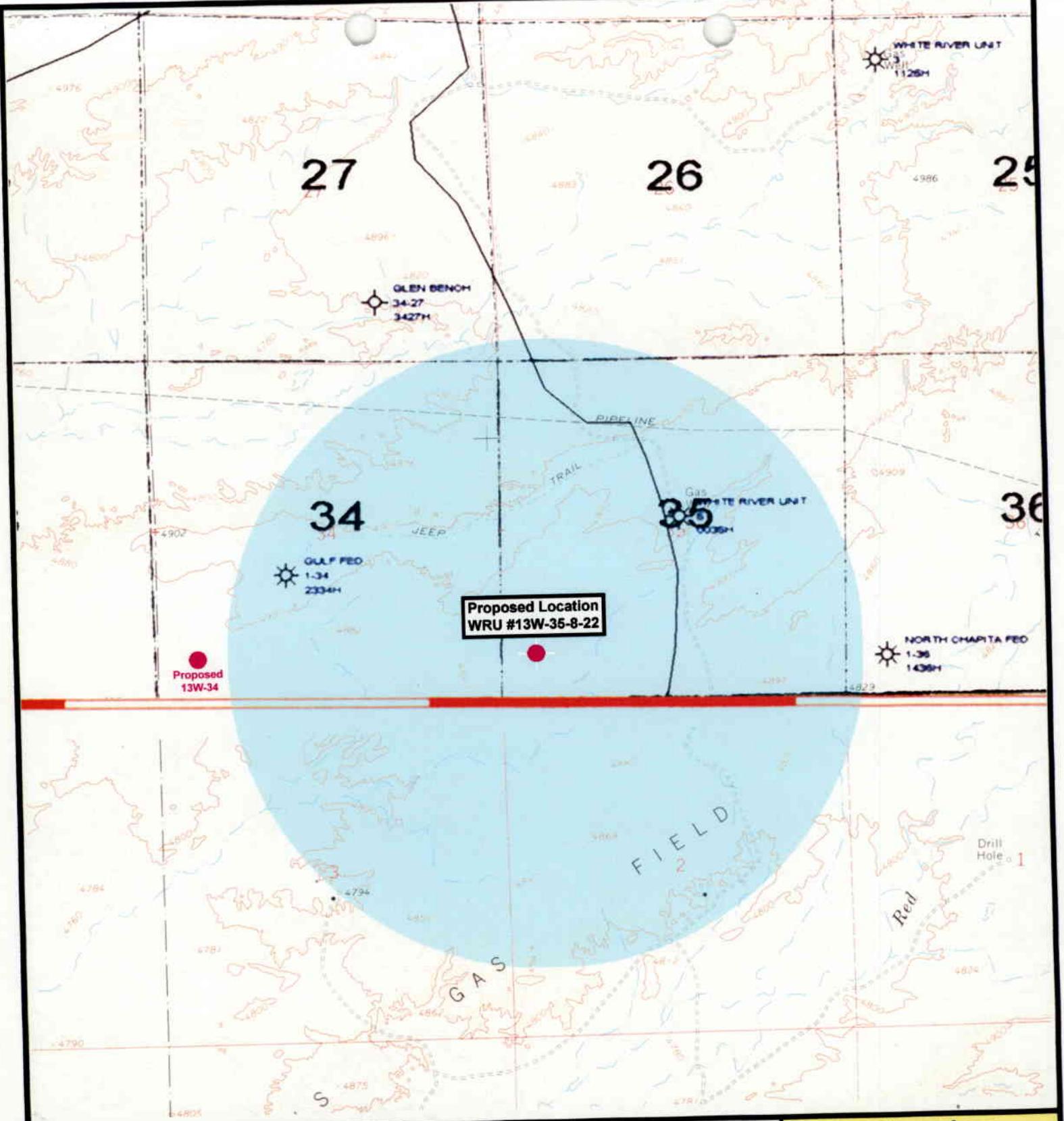
SCALE: 1" = 2000'
DRAWN BY: bgm
DATE: 04-05-2001

Legend

Existing Road

**TOPOGRAPHIC MAP
"B"**

CONFIDENTIAL



**SHENANDOAH
ENERGY INC.**

**White River Unit
#13W-35-8-22
SEC. 35, T8S, R22E, S.L.B.&M.**



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

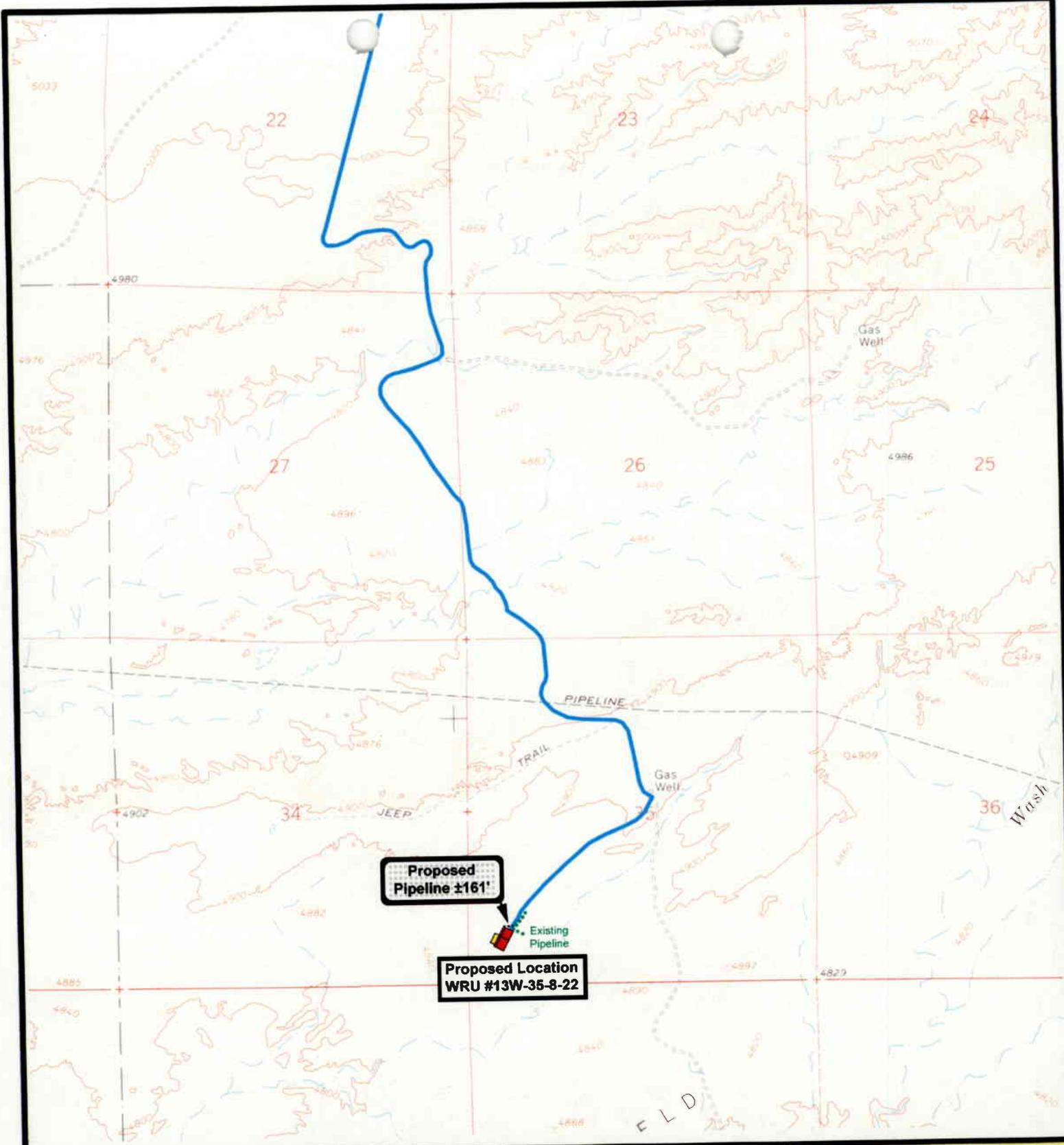
SCALE: 1" = 2000'
DRAWN BY: bgm
DATE: 04-05-2001

Legend

- Proposed Location
- Two-Mile Radius

TOPOGRAPHIC MAP
"C"

CONFIDENTIAL



**SHENANDOAH
ENERGY INC.**

**White River Unit
#13W-35-8-22
SEC. 35, T8S, R22E, 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: 04-05-2001

Legend	
	Existing Road
	Proposed Pipeline
	Existing Pipeline

TOPOGRAPHIC MAP
"D"

CONFIDENTIAL

003



State of Utah

DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor
Robert Morgan
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)

January 14, 2002

Shenandoah Energy Inc
11002 E 17500 S
Vernal, UT 84078

Re: White River 13WX-35-8-22 Well, 720' FSL, 486' FWL, SW SW, Sec. 35, T. 8 South,
R. 22 East, Uintah County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-34210.

Sincerely,

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

John R. Baza
Associate Director

er

Enclosures

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

Operator: Shenandoah Energy Inc
Well Name & Number White River 13WX-35-8-22
API Number: 43-047-34210
Lease: U-01089

Location: SW SW **Sec.** 35 **T.** 8 South **R.** 22 East

Conditions of Approval

1. General

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

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

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

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

- Contact Dan Jarvis at (801) 538-5338

3. Reporting Requirements

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

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0136
Expires November 30, 2000

004

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		CONFIDENTIAL	
1b. Type of Well: <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone			
2. Name of Operator SHENANDOAH ENERGY INC.		Contact: JOHN BUSCH E-Mail: jbusch@shenandoahenergy.com	
3a. Address 11002 E. 17500 S. VERNAL, UT 84078		3b. Phone No. (include area code) Ph: 435.781.4341 Fx: 435.781.4323	
4. Location of Well (Report location clearly and in accordance with any State requirements.)* At surface SWSW 720FSL 486FWL At proposed prod. zone SWSW 720FSL 486FWL		RECEIVED JUL 16 2001	
14. Distance in miles and direction from nearest town or post office* 16 MILES SOUTHWEST OF REDWASH, UTAH			
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 486		16. No. of Acres in Lease 640.00	
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 3000		19. Proposed Depth 6974 MD 6974 TVD	
21. Elevations (Show whether DF, KB, RT, GL, etc.) 4894 KB		22. Approximate date work will start 06/28/2001	
		17. Spacing Unit dedicated to this well 40.00	
		20. BLM/BIA Bond No. on file U-0969	
		23. Estimated duration 10 DAYS	

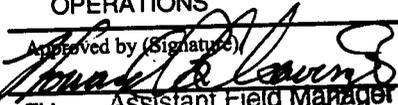
5. Lease Serial No. U-01089	
6. If Indian, Allottee or Tribe Name N/A	
7. If Unit or CA Agreement, Name and No. WHITE RIVER	
8. Lease Name and Well No. WHITE RIVER 13W-35-8-22	
9. API Well No.	
10. Field and Pool, or Exploratory NATURAL BUTTES	
11. Sec., T., R., M., or Blk. and Survey or Area Sec 35 T8S R22E Mer SLB	
12. County or Parish UINTAH	13. State UT

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- | | |
|--|--|
| <ul style="list-style-type: none"> 1. Well plat certified by a registered surveyor. 2. A Drilling Plan. 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office). | <ul style="list-style-type: none"> 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). 5. Operator certification 6. Such other site specific information and/or plans as may be required by the authorized officer. |
|--|--|

25. Signature	Name (Printed/Typed) JOHN BUSCH	Date 07/12/2001
---------------	------------------------------------	--------------------

Title OPERATIONS		Date
Approved by (Signature) 		12/05/2001
Title Assistant Field Manager Mineral Resources		Office NOTICE OF APPROVAL

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

CONDITIONS OF APPROVAL ATTACHED

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.

Additional Operator Remarks (see next page)

Electronic Submission #5354 verified by the BLM Well Information System
For SHENANDOAH ENERGY INC., sent to the Vernal
Committed to AFMSS for processing by LESLIE CRINKLAW on 07/16/2001

RECEIVED

DIVISION OF
OIL, GAS AND MINING

** ORIGINAL **

DDGM

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Shenandoah Energy, Inc.
Well Name & Number: WRU #13W-35-8-22
API Number: 43-047-34210
Lease Number: U - 01089
Location: SWSW Sec. 35 T. 8S R. 22E
Agreement: White River WS A

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

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

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

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

A. **DRILLING PROGRAM**

1. **Casing Program and Auxiliary Equipment**

As a minimum, the usable water and oil shale resources shall be isolated and/or protected by having a cement top for the production casing at least 200 ft. above the base of the usable water zone, identified at $\pm 1,788$ ft.

SURFACE USE PROGRAM CONDITIONS OF APPROVAL (COAs)

The topsoil from the plugged well location shall be moved and piled with the new topsoil windrows for this location.

No drilling will be allowed during the ferruginous hawk nesting season March 1 to July 15.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

006

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

5. Lease Serial No.
U-01089

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

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

8. Well Name and No.
WHITE RIVER 13WX 35 8 22

9. API Well No.
43-047-34210

10. Field and Pool, or Exploratory
NATURAL BUTTES

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

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

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

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

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
Sec 35 T8S R22E SWSW 720FSL 486FWL

CONFIDENTIAL

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input 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 recomplate horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

THIS WELL WAS SPUD ON 1/25/02. DRILL 12 1/4" HOLE TO 590'. RAN 13 JTS 9 5/8" 36# CASING TO 568'.

RECEIVED

FEB 06 2002

DIVISION OF
OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct.
Electronic Submission #10260 verified by the BLM Well Information System For SHENANDOAH ENERGY, sent to the Vernal

Name (Printed/Typed) DAHN CALDWELL Title AUTHORIZED REPRESENTATIVE

Signature *Dahn Caldwell* (Electronic Submission) Date 02/04/2002

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By _____ Title _____ Date _____

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

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

** ORIGINAL **

CONFIDENTIAL

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

(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 B	4910 99999	4910	43-047-34210	WV 13WX 35-8-22	SWSW	35	8S	22E	Uintah	01/25/02	2-6-02

WELL 1 COMMENTS: New well to be drilled in White River - Wasatch, participating Area 'B'

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

WELL 2 COMMENTS:

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

WELL 3 COMMENTS:

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

WELL 4 COMMENTS:

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

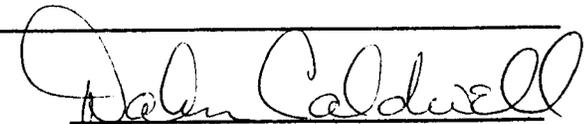
WELL 5 COMMENTS:

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 2/04/02
Title Date

Phone No. **(435) 781-4342**

RECEIVED

FEB 08 2002

CONFIDENTIAL DIVISION OF OIL, GAS AND MINING

007

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.
UTU01089

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.
UTU63021B

8. Well Name and No.
WRU 13WX-35-8-22

9. API Well No.
43-047-34210-00-S1

10. Field and Pool, or Exploratory
NATURAL BUTTES

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

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

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

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 35 T8S R22E SWSW 720FSL 486FWL

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 Production Start-up
	<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 COMMENCED PRODUCTION FROM THE WASATCH ON 5/20/02. THIS WELL WAS ALSO TESTED AT THE MESA VERDE WITH PRODUCTION STARTING ON 3/14/02.

RECEIVED

JUN 11 2002

DIVISION OF
OIL, GAS AND MINING

email

14. I hereby certify that the foregoing is true and correct.
**Electronic Submission #11678 verified by the BLM Well Information System
For SHENANDOAH ENERGY INC, sent to the Vernal
Committed to AFMSS for processing by LESLIE WALKER on 06/05/2002 (02LW1108SE)**

Name (Printed/Typed) ANN PETRIK Title ADMINISTRATIVE CONTACT

Signature (Electronic Submission) Date 05/31/2002

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By **ACCEPTED** Title KIRK FLEETWOOD
PETROLEUM ENGINEER Date 06/11/2002

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

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.

Revisions to Operator-Submitted EC Data for Sundry Notice #11678

	Operator Submitted	BLM Revised (AFMSS)
Sundry Type:	STARTUP SR	STARTUP SR
Lease:	U 01089	UTU01089
Agreement:	891003509B	UTU63021B
Operator:	SHENANDOAH ENERGY INC. 11002 EAST 17500 SOUTH VERNAL, UT 84078 Ph: 435.828.3040 Fx: 435.828.8731	SHENANDOAH ENERGY INC 11002 EAST 17500 SOUTH VERNAL, UT 84078-8526 Ph: 435.781.4300 Fx: 435.781.4329
Admin Contact:	ANN PETRIK ADMINISTRATIVE CONTACT E-Mail: apetrik@shenandoahenergy.com Ph: 435.781.4306 Fx: 435.781.4329	ANN PETRIK ADMINISTRATIVE CONTACT E-Mail: apetrik@shenandoahenergy.com Ph: 435.781.4306 Fx: 435.781.4329
Tech Contact:		
Location:		
State:	UT	UT
County:	UINTAH	UINTAH
Field/Pool:	NATURAL BUTTES	NATURAL BUTTES
Well/Facility:	WR 13WX 35 8 22 Sec 35 T8S R22E SWSW 720FSL 486FWL	WRU 13WX-35-8-22 Sec 35 T8S R22E SWSW 720FSL 486FWL

010

#1 - Revised

State of Utah
Division of Oil, Gas and Mining

OPERATOR ACCT. No. N4235

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

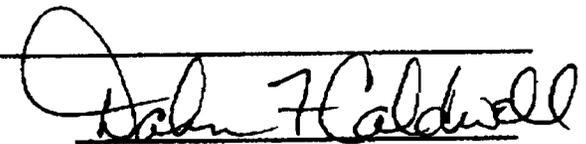
(435)781-4300

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	13456	4910	43-047-34210	WV 13WX 35-8-22	SWSW	36	8S	22E	Uintah	01/26/02	
WELL 1 COMMENTS: New well to be drilled in White River - Mesa Verde, participating Area 'B'											
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)


Signature

Clerk Specialist _____ 2/04/02
Title Date

Phone No. (435) 781-4342

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

(3/89)

CONFIDENTIAL

SENT BY: HP LASERJET 3150;

7814357;

OCT-2-02 1:37PM;

PAGE 2/4

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

CONFIDENTIAL

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

011

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
U-01089

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

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

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

2. Name of Operator
SHENANDOAH ENERGY
Contact: DAHN F. CALDWELL
E-Mail: Dahn.Caldwell@Questar.com

8. Lease Name and Well No.
WHITE RIVER 13WX 35-8-22

3. Address 11002 E. 17500 S.
VERNAL, UT 84078
3a. Phone No. (include area code)
Ph: 435-781-4342

9. API Well No.
43-047-34210

4. Location of Well (Report location clearly and in accordance with Federal requirements)
At surface SWSW 720FSL 486FWL
At top prod interval reported below SWSW 720FSL 486FWL
At total depth SWSW 720FSL 486FWL

10. Field and Pool, or Exploratory
NATURAL BUTTES

11. Sec., T., R., M., or Block and Survey
or Area Sec 35 T8S R22E Mer SLB

12. County or Parish
UINTAH
13. State
UT

14. Date Spudded
01/25/2002
15. Date T.D. Reached
02/15/2002
16. Date Completed
 D & A Ready to Prod.
07/24/2002

17. Elevations (DF, KB, RT, GL)*
4868 GL

18. Total Depth: MD 8200 TVD
19. Plug Back T.D.: MD 8155 TVD
20. Depth Bridge Plug Set: MD TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
✓ CBLVDLGR, ARRAY INDUC, COMP NEUTRON TLD/GR
3-11-02 3-22-02
22. Was well cored? No Yes (Submit analysis)
Was DST run? No Yes (Submit analysis)
Directional Survey? No Yes (Submit analysis)

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
12.250	9.625 K-55	36.0		568		210			
7.875	4.500 J55M80	11.6		8200		1955			

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.375	7491		2.375	7755				

25. Producing Intervals WSTC 10PR

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) MESA VERDE	7710	8200	7784 TO 7794			
B) WASATCH	5196	7699	7766 TO 7771			
C) NOT APPROVED			7510 TO 7520			
D) Comingle / run			5840 TO 5854			

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

Depth Interval	Amount and Type of Material
7766 TO 7794	FRAC W/ 81,100 LBS IN 29,400 GALS
7510 TO 7520	FRAC W/ 30,000 LBS IN 22,344 GALS ASSISTED BY 78,000 SCF N2
5840 TO 5854	FRAC W/ 70,000 LBS IN 25,284 GALS ASSISTED BY 122,100 SCF N2
5434 TO 5444	SQUEEZED WITH 200 SXS PREMIUM 'G' CMT

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
03/14/2002	03/16/2002	24	→	10.0	268.0	5.0			FLOWS FROM WELL
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
18	425	580.0	→					PGW	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
03/14/2002	05/22/2002	24	→	1.0	674.0	5.0			FLOWS FROM WELL
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
48	417	563.0	→					PGW	

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

ELECTRONIC SUBMISSION #12104 VERIFIED BY THE BLM WELL INFORMATION SYSTEM
** ORIGINAL **

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SEP 23 2002
DIVISION OF
OIL, GAS AND MINING

CONFIDENTIAL

CONFIDENTIAL

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.)
SOLD

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GREEN RIVER WASATCH MESA VERDE TD	2394 5181 7700 8200

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SEP 23 2002
DIVISION OF OIL, GAS AND MINING

32. Additional remarks (include plugging procedure):

"Confidential - Tight Hole. Do not release well information without permission from Shenandoah Energy Inc."

This well was completed and tested in three phases. In Phase 1, the Mesa Verde was completed f/ 7766' - 7794' and placed on production on 3/14/02. Phase 2 added the Wasatch perforations f/ 5840' - 7520' and these zones were tested with a first production

PRODUCTION FOR MURD PRIOR TO REC. WCR/CMD - 9/24/02
20VE

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 #12104 Verified by the BLM Well Information System.
For SHENANDOAH ENERGY, sent to the Vernal

Name (please print) JIM SIMONTON

Title COMPLETION MANAGER

Signature (Electronic Submission)

Date 09/19/2002

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.

** ORIGINAL **

Additional data for transaction #12104 that would not fit on the form

CONFIDENTIAL

26. Perforation Record, continued

Perf Interval	Size	No. Holes	Perf Status
5434 TO 5444			

32. Additional remarks, continued

date of 5/20/02. Phase 3 isolated the Wasatch Zone 5434' - 5444' as wet and these perms were squeezed. The well was placed back on production f/ 5840' - 7794' following the squeeze isolation.

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SEP 23 2002

DIVISION OF
OIL, GAS AND MINING

CONFIDENTIAL

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
Check Valve	Thg. Press. Flag, SI	Comp. 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
Check Valve	Thg. Press. Flag, SI	Comp. 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.)
SOLD

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GREEN RIVER WASATCH MESA VERDE TD	2384 5181 7700 8200

32. Additional remarks (include plugging procedure):

"Confidential - Tight Hole. Do not release well information without permission from Shenandoah Energy Inc."

This well was completed and tested in three phases. In Phase 1, the Mesa Verde was completed @ 7766' - 7794' and placed on production on 3/14/02. Phase 2 added the Wasatch perforations @ 6840' - 7820' and these zones were tested with a first production

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:

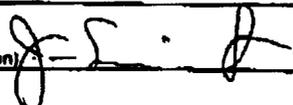
34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

Electronic Submission #12104 Verified by the ELM Well Information System.
For SHENANDOAH ENERGY, sent to the Verbal

RECEIVED

Name (please print) JIM SIMONTON

Title COMPLETION MANAGER

Signature (Electronic Submission) 

Date 09/18/2002

OCT 08 2002

DIVISION OF
OIL, GAS AND MINING

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

** ORIGINAL **

CONFIDENTIAL

Additional data for transaction #12104 that would not fit on the form

26. Perforation Record, continued

Perf Interval	Size	No. Holes	Perf Status
5434 TO 5444			

32. Additional remarks, continued

date of 5/20/02. Phase 3 isolated the Wasatch Zone 5434' - 5444' as wet and these perforations were squeezed. The well was placed back on production // 5840' - 7794' following the squeeze isolation.

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WRU 13WX 35-8-22
Natural Buttes
720' FSL, 486' FWL
SW¼SW¼ S35-T8S-R22E
Uintah County, Utah

API#: 43-047-34210
LEASE NUMBER: U-01089
GL ELEVATION: 4868'
KB ELEVATION: 4881'
TD: 8200'
Original PBTD: 8158' FC
Current PBTD: 8155'
Spud Date: 01/25/2002
Drill Rig Spud: 02/06/2002
TD Reached: 02/15/2002
First Production: 03/14/2002

CASING DETAIL

Surface Casing

12¼" Borehole
13 jts - 9 5/8", 36#, K-55, LT&C @ 568' KB
Cmtd w/ 210 sxs Prem Plus

Production Casing

7 7/8" Borehole
68 jts - 4½" 11.6# M-80 LT&C
125 jts - 4½" 11.6# J-55 LT&C
Float Collar @ 8158' Shoe Set @ 8200'
Cmtd w/ 625 sxs HiFill Mod lead and 1330 sxs 50/50 Pozmix tail
TOC Lead @ ~ 750' by CBL

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TUBING DETAIL:

See wellbore schematic

PERFORATION DETAIL:

Open Perfs	Stimulation	Perf Status
5434' - 5444'		Excluded - Wasatch Phase III - Squeezed
5840' - 5854'	Frac w/ 70,000 Lbs in 25,284 Gals	Open - Wasatch Phase II
7510' - 7520'	Frac w/ 30,000 Lbs in 22,344 Gals	Open - Wasatch Phase II
7766' - 7771' } 7784' - 7794' }	Frac w/ 81,100 Lbs in 29,400 Gals	Open - Mesa Verde Phase I
Total SLF	181,100 Lbs in 77,028 Gals	

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**WRU 13WX 35-8-22
WELL HISTORY:**

Initial Completion: Phase I - 03/04/2002 - 03/13/2002

Ran CBL/VDL/GR logs. Perf 7784' - 7794' & 7766' - 7771' Mesa Verde). Frac w/ Delta Frac 200 containing 81,100# ²⁰/₄₀ sand in 29,400 gals at ATR = 25 BPM, ATP = 2350 psig, ISIP= 2800 psig. ONSICP = 2050 psig. C/O to PBTD @ 8155'. Land prod tubing w/ EOT @ 7740'. Kickoff well and test on ³²/₆₄" choke w/ FTP= 100 psig, SICP= 360 psig. TWOTP.
IPF (3/17/02) 385 MCEPD, 10 BOPD, 5 BWPD on ¹⁸/₆₄" choke w/ FTP= 375 psig, SICP= 530 psig.
First production of Mesa Verde on 03/14/2002.

Phase II - Completion: 5/13/2002 - 5/19/2002

5/13/02 - SITP 1360#, SICP 1400#. Set BP @ 7660'. Perf 7510' - 7520'. Frac w/ Delta Frac 200 containing 30,000# ²⁰/₄₀ sand in 22,344 gals assisted by 78,000 scf N2 at ATR = 17 BPM, ATP = 3010 psig, ISIP= 3000 psig. Perf 5840' - 5854'). Frac w/ Delta Frac 200 containing 70,000# ²⁰/₄₀ sand in 25,284 gals assisted by 122,100 scf N2 at ATR = 28 BPM, ATP = 2210 psig, ISIP= 1920 psig. ONFCP; 600#. Land prod tubing w/ EOT @ 7491'. KO well & test on 20/64" choke.
IPF (5/22/02) 674 MCFPD, 0.8 BOPD, 5 BWPD on 48/64" choke w/ FTP 417 psi & CP 563psi.
First production of Wasatch on 5/20/2002.

Phase III - Completion: 6/24/2002 - 7/24/2002

Set CIBP @ 5800'. Perf 5434' - 5444'. Swabbed a lot until 7/2/02. Swabbed a lot more until 7/13/02. Gave up, Zone 5434' - 5444' is wet, wouldn't Kickoff. 7/17/02 - SITP - 60#, SICP - 60#. 7/18/02 - Squeezed interval 5434' - 5444' with 200 sxs of Premium 'G' Cement. Displace with 22 bbls of water. Stage cement w/ additional 2 bbls of water w/ max psi of 3000# & holding @ 2500#. ONSITP 1800# & SICP 0# Drill out firm to hard cement to 5468'. Pressure test perfs 5434' - 5444' to 1000# for 5 minutes w/ no bleed off. Drill out CIBP's @ 5800' & 7660'. Continue in hole to 7963' w/ no tag. Both Wasatch & Mesa Verde perfs open. Zone 5434' - 5444' appears to be successfully squeezed.

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DIVISION OF
OIL, GAS AND MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

013

5. Lease Serial No.
UTU01089

6. If Indian, Allottee or Tribe Name

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

7. If Unit or CA/Agreement, Name and/or No.
UTU63021X

8. Well Name and No.
WRU 13WX-35-8-22

9. API Well No.
43-047-34210-00-S1

10. Field and Pool, or Exploratory
NATURAL BUTTES

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: JOHN BUSCH
E-Mail: john.busch@questar.com

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

3b. Phone No. (include area code)
Ph: 435.781.4341
Fx: 435.781.4323

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
Sec 35 T8S R22E SWSW 720FSL 486FWL

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 checked="" type="checkbox"/> Other Subsurface Commingling
	<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.)

Shenandoah Energy Inc. would like to produce the WR 13wx-35-8-22 from both the Wasatch and MesaVerde formations. This well had been producing exclusively from the Wasatch formation. Zones in the upper Wasatch are currently uneconomic due to water production. Shenandoah Energy proposes to commingle the lower Wasatch and the MesaVerde production. Well is perforated and producing from the following perforations

From the Wasatch
5840' - 5854'
From the MesaVerde
7766' - 7071'
7784' - 7794'

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OIL, GAS AND MINING

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

Electronic Submission #15258 verified by the BLM Well Information System
For SHENANDOAH ENERGY INC, sent to the Vernal
Committed to AFMSS for processing by LESLIE WALKER on 10/18/2002 (03LW0140SE)

Name (Printed/Typed) JOHN BUSCH Title OPERATIONS

Signature (Electronic Submission) Date 10/18/2002

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By KIRK FLEETWOOD Title PETROLEUM ENGINEER Date 11/04/2002

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

Office Vernal

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.

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

Revisions to Operator-Submitted EC Data for Sundry Notice #15258

	Operator Submitted	BLM Revised (AFMSS)
Sundry Type:	SUBCOM NOI	SUBCOM NOI
Lease:	UTU-01089	UTU01089
Agreement:	WHITE RIVER	UTU63021X
Operator:	SHENANDOAH ENERGY INC. 11002 E. 17500 S. VERNAL, UT 84078 Ph: 435.781.4341 Fx: 435.781.4323	SHENANDOAH ENERGY INC 11002 EAST 17500 SOUTH VERNAL, UT 84078-8526 Ph: 435.781.4300 Fx: 435.781.4329
Admin Contact:	JOHN BUSCH OPERATIONS E-Mail: jbusch@shenandoahenergy.com Ph: 435.781.4341 Fx: 435.781.4323	JOHN BUSCH OPERATIONS E-Mail: john.busch@questar.com Ph: 435.781.4341 Fx: 435.781.4323
Tech Contact:		
Location:		
State:	UT	UT
County:	UINTAH	UINTAH
Field/Pool:	NATURAL BUTTES	NATURAL BUTTES
Well/Facility:	WHITE RIVER 13WX-35-8-22 Sec 35 T8S R22E SWSW 720FSL 486FWL	WRU 13WX-35-8-22 Sec 35 T8S R22E SWSW 720FSL 486FWL

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DIVISION OF
OIL, GAS AND MINING

Shenandoah Energy Inc.
Commingling Approval

Well: White River 13WX-35-8-22

Location: SWSW Sec. 35 T8S R22E

Case: UTU 63021X and UTU 01089

CONDITION OF APPROVAL

1. Since the Wasatch formation is committed to the White River Unit and the Mesa Verde formations is not, commingling can only occur after measurement.
2. Submit your plans for how you intend to handle the gas prior to measurement and the site security diagram that shows the measurement locations within 30 day of recompleting the well.

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DIVISION OF
OIL, GAS AND MINING

014 SHENANDOAH ENERGY INC.
Uinta Basin Division

11002 East 17500 South
Vernal, Utah 80478
(435) 781-4300
Fax (435) 781-4329

November 17, 2002

Kirk Fleetwood, Petroleum Engineer
Vernal BLM Field Office

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NOV 26 2002

RE: WRU #13WX-35-8-22
Mesaverde and Wasatch Formation Allocation Methodology
BLM WIS Sundry Document #15258

DIVISION OF
OIL, GAS AND MINING

Kirk;

I have received your sundry for the subject well and the conditions of approval. Included here and for your review is the proposed and recommended formation allocation methodology for the WRU #13WX-35-8-22.

We propose to commingle the gas production downhole with a single meter and measurement point at the surface. Based on the individual zone performance prior to commingling the formations:

- The Mesaverde produced at a final stabilized rate = 119 Mcfpd.
- The subsequent Wasatch test produced at a stabilized rate = 422 Mcfpd.
- The sum of these two individual formation rates and the theoretical total rate = 541 Mcfpd.
- The combined, actual formation rate with both the Mesaverde and Wasatch producing = 548 Mcfpd.
- The theoretical rate and actual rate are very close and within 1.3% when comparing the totals.
- We propose to use the test rates divided by the total rate to allocate production and revenues from the two formations. The split is as follows:
Mesaverde Formation = $119 \text{ Mcfpd} / 541 \text{ Mcfpd} = 22.0\%$
Wasatch Formation = $422 \text{ Mcfpd} / 541 \text{ Mcfpd} = 78.0\%$

Supporting information is shown below with the production dates and actual formation rates averaged for the stable period.

We request approval to use this proposed allocation method as described. Please contact me at 435-781-4301 should you have questions or wish to discuss the matter.

Sincerely,


J.T. Conley
Operations Manager

Date		Mcfpd
04/27/02	Mesaverde Formation	113
04/28/02	Mesaverde Formation	118
04/29/02	Mesaverde Formation	103
04/30/02	Mesaverde Formation	114
05/01/02	Mesaverde Formation	108
05/02/02	Mesaverde Formation	121
05/03/02	Mesaverde Formation	123
05/04/02	Mesaverde Formation	130
05/05/02	Mesaverde Formation	127
05/06/02	Mesaverde Formation	129
	Average Rate	119

Shenandoah Energy Inc.

Date		Mcfpd
06/14/02	Wasatch Formation	442
06/15/02	Wasatch Formation	454
06/16/02	Wasatch Formation	442
06/17/02	Wasatch Formation	440
06/18/02	Wasatch Formation	419
06/19/02	Wasatch Formation	427
06/20/02	Wasatch Formation	415
06/21/02	Wasatch Formation	400
06/22/02	Wasatch Formation	393
06/23/02	Wasatch Formation	391
	Average Rate	422

Date		Mcfpd
07/26/02	Wasatch + Mesaverde	458
07/27/02	Wasatch + Mesaverde	440
07/28/02	Wasatch + Mesaverde	432
07/29/02	Wasatch + Mesaverde	504
07/30/02	Wasatch + Mesaverde	528
07/31/02	Wasatch + Mesaverde	530
08/01/02	Wasatch + Mesaverde	530
08/02/02	Wasatch + Mesaverde	521
08/03/02	Wasatch + Mesaverde	602
08/04/02	Wasatch + Mesaverde	653
08/05/02	Wasatch + Mesaverde	659
08/06/02	Wasatch + Mesaverde	642
08/07/02	Wasatch + Mesaverde	631
	Average Rate	548

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DIVISION OF
OIL, GAS AND MINING

STATE OF UTAH

W EI (N4235) to QEP (N2460) WHITE RIVER U W

well_name	Sec	T	R	api	Entity	Lease Type	type	stat	
WHITE RIVER 31-4	04	080S	220E	4304715090	4915	Federal	WS	A	
WRU 15-35-8-22	35	080S	220E	4304733061	12528	Federal	GW	P	
E IRON HORSE 12W-35-8-22	35	080S	220E	4304733393	12528	Federal	GW	P	C
WRU 13W-3-8-22	03	080S	220E	4304733651	13544	Federal	GW	P	
GB 6W-9-8-22	09	080S	220E	4304734010	13545	Federal	GW	P	
E IRON HORSE 4W-35-8-22	35	080S	220E	4304734042	12528	Federal	GW	P	C
E IRON HORSE 3W-35-8-22	35	080S	220E	4304734044	12528	Federal	GW	P	C
GB 4W-9-8-22	09	080S	220E	4304734208	13545	Federal	GW	P	
WRU 13WX-35-8-22	35	080S	220E	4304734210	13456	Federal	GW	P	C
WRU EIH 5W-35-8-22	35	080S	220E	4304734572	12528	Federal	GW	P	C
OU GB 14W-9-8-22	09	080S	220E	4304734649	13714	Federal	GW	P	C
OU GB 15W-9-8-22	09	080S	220E	4304734678	13692	Federal	GW	P	C
WRU EIH 11W-35-8-22	35	080S	220E	4304734708	12528	Federal	GW	P	C
OU GB 12W-4-8-22	04	080S	220E	4304734762	13718	Federal	GW	P	C

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

015

Change of Operator (Well Sold)

Designation of Agent/Operator

X Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective: **2/1/2003**

FROM: (Old Operator): N4235-Shenandoah Energy Inc 11002 E 17500 S Vernal, UT 84078-8526 Phone: (435) 781-4341	TO: (New Operator): N2460-QEP Uinta Basin Inc 11002 E 17500 S Vernal, UT 84078-8526 Phone: (435) 781-4341
--	---

CA No. Unit: WHITE RIVER UNIT

WELL(S)

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS	Confid
WRU 13W-3-8-22	03	080S	220E	4304733651	13544	Federal	GW	P	
WHITE RIVER 31-4	04	080S	220E	4304715090	4915	Federal	WS	A	
OU GB 12W-4-8-22	04	080S	220E	4304734762	13718	Federal	GW	P	C
GB 6W-9-8-22	09	080S	220E	4304734010	13545	Federal	GW	P	
GB 4W-9-8-22	09	080S	220E	4304734208	13545	Federal	GW	P	
OU GB 14W-9-8-22	09	080S	220E	4304734649	13714	Federal	GW	P	C
OU GB 15W-9-8-22	09	080S	220E	4304734678	13692	Federal	GW	P	C
WRU 15-35-8-22	35	080S	220E	4304733061	12528	Federal	GW	P	
E IRON HORSE 12W-35-8-22	35	080S	220E	4304733393	12528	Federal	GW	P	C
E IRON HORSE 4W-35-8-22	35	080S	220E	4304734042	12528	Federal	GW	P	C
E IRON HORSE 3W-35-8-22	35	080S	220E	4304734044	12528	Federal	GW	P	C
WRU 13WX-35-8-22	35	080S	220E	4304734210	13456	Federal	GW	P	C
WRU EIH 5W-35-8-22	35	080S	220E	4304734572	12528	Federal	GW	P	C
WRU EIH 11W-35-8-22	35	080S	220E	4304734708	12528	Federal	GW	P	C

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: 6/2/2003
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/2/2003
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/19/2003
- Is the new operator registered in the State of Utah: YES Business Number: 5292864-0151
- If **NO**, the operator was contacted on: _____

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

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

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

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

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

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 8/28/2003

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 8/28/2003

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

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

STATE WELL(S) BOND VERIFICATION:

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

FEDERAL WELL(S) BOND VERIFICATION:

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

INDIAN WELL(S) BOND VERIFICATION:

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

FEE WELL(S) BOND VERIFICATION:

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

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:



May 28, 2003

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

Attention: John Baza/Jim Thompson

Gentlemen:

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

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

Yours truly,

Frank Nielsen
Division Landman

Enclosure

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JUN 02 2003
DIV. OF OIL, GAS & MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

IN REPLY REFER TO
UT-922

June 9, 2003

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

Re: White River Unit
Uintah County, Utah

Gentlemen:

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

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

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

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

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

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

UT922:TAThompson:tt:6/9/03

JUL 07 2003

3104 (932.34)WF
Nationwide Bond ESB000024

NOTICE

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

:
: Oil and Gas
: lease
:

Name Change Recognized

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

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

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

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

S/ Wilbert B. Forbes

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

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

016

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
QEP UINTA BASIN, INC.

3. Address and Telephone No
11002 E. 17500 S. VERNAL, UT 84078-8526
Contact: **dale.larsen@questar.com**
435.781.4301 Fax 435.781.4329

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
Sec 35, T8S, R22E SWSW - 720' FSL, 486' FWL

5. Lease Designation and Serial No
UTU01089

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

7. If Unit or CA Agreement Designation
UTU63021B

8. Well Name and No
WRU 13WX-35-8-22

9. API Well No
43-047-34210-00-S1

10. Field and Pool, or Exploratory Area
NATURAL BUTTES

11. County or Parish, State
UINTAH COUNTY, UTAH

12. CHECK APPROPRIATE BOX(S) 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"/> Abandonment
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Recompletion
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Plugging Back
	<input type="checkbox"/> Casing Repair
	<input type="checkbox"/> Altering Casing
	<input checked="" type="checkbox"/> Other <u>Commingling</u>
	<input type="checkbox"/> Change of Plans
	<input type="checkbox"/> New Construction
	<input type="checkbox"/> Non-Routine Fracturing
	<input type="checkbox"/> Water Shut-Off
	<input type="checkbox"/> Conversion to Injection
	<input type="checkbox"/> Dispose Water

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

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

"In compliance with the stated objectives of the Federal Regulations for Onshore Oil & Gas Operations and the applicable Federal Unit Agreement, Questar Exploration and Production Company hereby requests the commingling of production between intervals in the WRU 13WX-35-8-22. Questar considers this commingling to be in the public interest in that it promotes maximum ultimate economic recovery, prevents waste, provides for orderly and efficient production of oil and gas and presents no detrimental effects from commingling the two gas streams. Questar requests approval for the commingling between the Mesa Verde and Wasatch intervals. The proposed method to determine the allocation of production between the intervals is described below:

1 - Two Wasatch Zones located at these depths: 5840' - 5854' & 7510' - 7520' and two Mesa Verde zones located at 7766' - 7771' & 7784' - 7794' have been placed on production. At this time a gas sample will be taken and analyzed to serve as a baseline.

2 - The well has stabilized and a production survey has been run across all of the zones. Due to the fact that this survey has been completed, we would like to re-submit a corrected allocation for this well between the Mesa Verde and Wasatch zones. The corrected results are as follows:

Mesa Verde Production: 3%
Wasatch Production: 97%

3- On an annual basis the gas will be sampled and a determination will be made of the BTU content and gas constituents. These annual samples can be used to determine if the gas allocation is changing over time. If these samples do not indicate that any adjustments in allocation are necessary they may be discontinued after the fifth anniversary of the initial production.

3 - BLM, 2- Utah OG&M, 1 - Denver, 1 - file Word file server

14. I hereby certify that the foregoing is true and correct.
Signed Dale Larsen Title District Production Superintendent Date 8/24/04

(This space for Federal or State office use)

Approved by: _____
Conditions of approval, if any _____

Accepted by the Utah Division of Oil, Gas and Mining

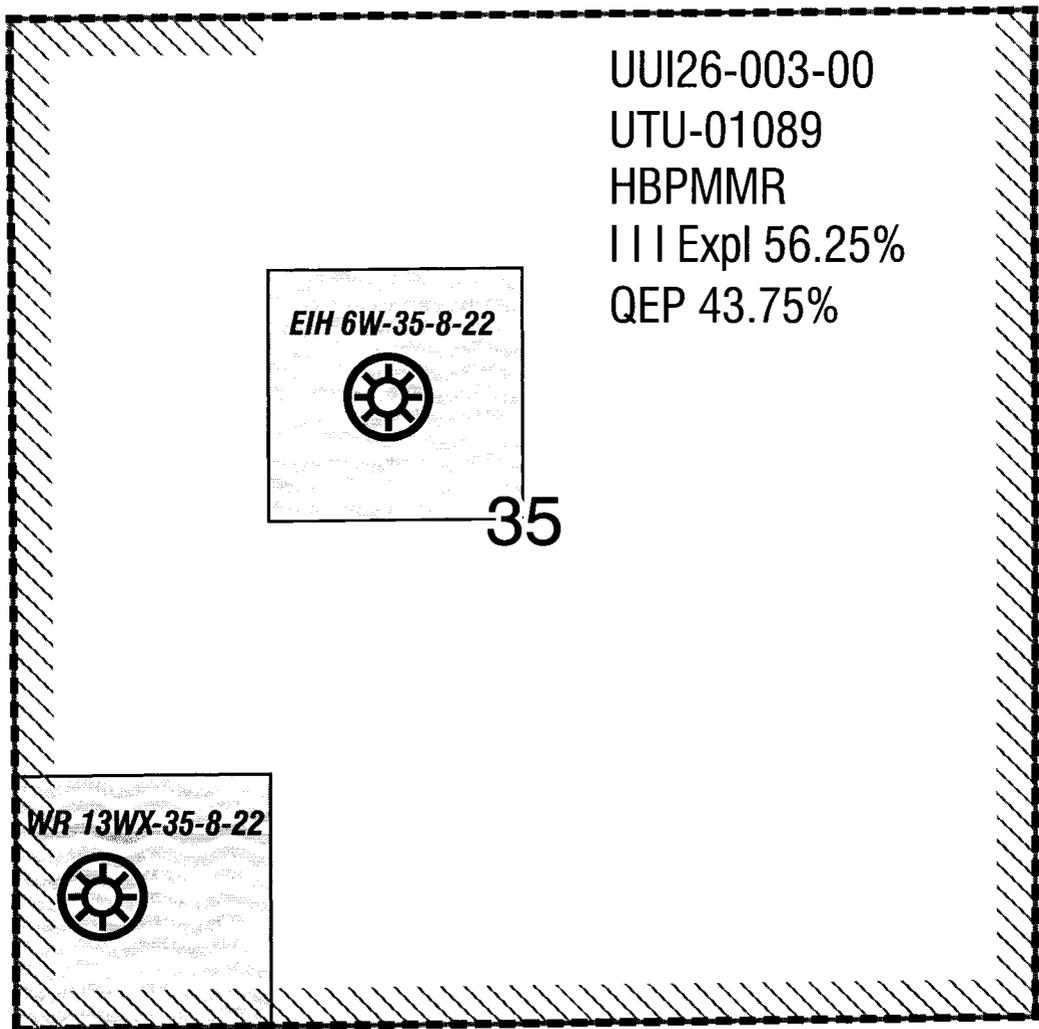
Federal Approval Of This Action Is Necessary Date _____

Date: 4/12/05
By: [Signature]

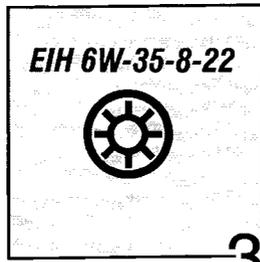
RECEIVED
MAR 18 2005

*See instruction on Reverse Side

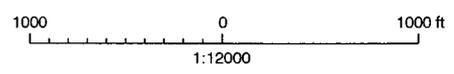
DIV. OF OIL, GAS & MINING



UUI26-003-00
 UTU-01089
 HBPMR
 III Expl 56.25%
 QEP 43.75%



Sec 35, T8S-R22E



-  40-acre pool
-  Commingled well
-  White River Unit boundary
-  Lease line

Tw/Kmv
COMMINGLED PRODUCTION
 Uinta Basin—Uintah County, Utah

Wells: WRU EIH 13WX-35-8-22
WRU EIH 6W-35-8-22
Lease: UTU-1089

QUESTAR Exploration and Production <small>1050 17th St., # 500 Denver, CO 80265</small>	Geologist: JD Herman	Landman: Angela Page
	Engineer:	Technician:
	Date: March 15, 2005	05722\Maps\Utah maps\Comm 2005\35822.cdr

AFFIDAVIT OF NOTICE

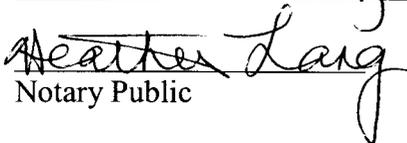
STATE OF COLORADO)
COUNTY OF DENVER) ss:

Angela Page, being duly sworn, deposes and says:

1. That I am employed by Questar Market Resources in the capacity of Associate Landman. My business address is Independence Plaza
1050 17th Street, Suite 500
Denver, CO 80265
2. In my capacity as Associate Landman, pursuant to the provisions of Utah Administrative Rule 615-3-22 I have provided a copy of Questar Market Resource's application for completion of the WRU 13WX-35-8-22 well into two or more pools, in the form of Utah Division of Oil, Gas and Mining's Form 9 Sundry Notice, to owners of all contiguous oil and gas leases or drilling units overlying the pools which are the subject of that application.
3. In my capacity as Associate Landman I am authorized to provide such notice of Questar Market Resource's application to contiguous owners and to make this affidavit on this 16th day of March, 2005.


Printed Name: Angela Page

The foregoing instrument was sworn to and subscribed before me this 16th day of March, 2005, by Angela Page


Notary Public

My Commission Expires 07/08/2008



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

DATA ENTRY:

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

BOND VERIFICATION:

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS: THIS IS A COMPANY NAME CHANGE.

SOME WELL NAMES HAVE BEEN CHANGED AS REQUESTED

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
WHITE RIVER 31-4	WR 31-4	SWSE	04	080S	220E	4304715090	4915	Federal	WS	A
WRU 15-35-8-22	WRU EIH 15-35-8-22	SWSE	35	080S	220E	4304733061	12528	Federal	GW	P
E IRON HORSE 12W-35-8-22	WRU EIH 12W-35-8-22	NWSW	35	080S	220E	4304733393	12528	Federal	GW	P
WRU 13W-3-8-22	WR 13W-3-8-22	SWSW	03	080S	220E	4304733651	13544	Federal	GW	P
GB 6W-9-8-22	OU GB 6W-9-8-22	SENE	09	080S	220E	4304734010	13545	Federal	GW	P
E IRON HORSE 4W-35-8-22	WRU EIH 4W-35-8-22	NWNW	35	080S	220E	4304734042	12528	Federal	GW	P
E IRON HORSE 3W-35-8-22		NENW	35	080S	220E	4304734044	12528	Federal	GW	P
GB 4W-9-8-22	WRU GB 4WRG-9-8-22	NWNW	09	080S	220E	4304734208	4915	Federal	GW	DRL
WRU 13WX-35-8-22	WRU EIH 13WX-35-8-22	SWSW	35	080S	220E	4304734210	12528	Federal	GW	P
WRU EIH 5W-35-8-22	WRU EIH 5W-35-8-22	SWNW	35	080S	220E	4304734572	12528	Federal	GW	P
OU GB 14W-9-8-22	OU GB 14W-9-8-22	SESW	09	080S	220E	4304734649	13545	Federal	GW	P
WRU GB 9MU-9-8-22	WRU GB 9MU-9-8-22	NESE	09	080S	220E	4304734650	13545	Federal	GW	P
OU GB 10W-9-8-22	OU GB 10W-9-8-22	NWSE	09	080S	220E	4304734651	13545	Federal	GW	P
OU GB 12W-9-8-22	OU GB 12W-9-8-22	NWSW	09	080S	220E	4304734652	13712	Federal	GW	S
OU GB 15W-9-8-22	OU GB 15W-9-8-22	SWSE	09	080S	220E	4304734678	13545	Federal	GW	P
OU GB 16W-9-8-22	OU GB 16W-9-8-22	SESE	09	080S	220E	4304734679	13545	Federal	GW	P
WRU EIH 6W-35-8-22	WRU EIH 6W-35-8-22	SENE	35	080S	220E	4304734684	12528	Federal	GW	P
GB 11ML-10-8-22	GB 11ML-10-8-22	NESW	10	080S	220E	4304734691	14818	Federal	GW	P
WRU EIH 11W-35-8-22	WRU EIH 11W-35-8-22	NESW	35	080S	220E	4304734708	12528	Federal	GW	P
WRU GB 5M-9-8-22	WRU GB 5M-9-8-22	SWNW	09	080S	220E	4304734753	13545	Federal	GW	P
OU GB 12W-4-8-22	OU GB 12W-4-8-22	NWSW	04	080S	220E	4304734762	13718	Federal	GW	P
OU GB 12M-10-8-22	OU GB 12M-10-8-22	NWSW	10	080S	220E	4304734769	13864	Federal	GW	P
WRU EIH 14W-26-8-22	WRU EIH 14W-26-8-22	SESW	26	080S	220E	4304734835	12528	Federal	GW	S
WRU EIH 11MU-26-8-22	WRU EIH 11MU-26-8-22	NESW	26	080S	220E	4304734836	12528	Federal	GW	P
WRU EIH 10W-35-8-22	WRU EIH 10W-35-8-22	NWSE	35	080S	220E	4304735046	12528	Federal	GW	P
WRU EIH 9MU-26-8-22	WRU EIH 9MU-26-8-22	NESE	26	080S	220E	4304735047	14003	Federal	GW	P
WRU EIH 15MU-26-8-22	WRU EIH 15MU-26-8-22	SWSE	26	080S	220E	4304735048	12528	Federal	GW	P
WRU EIH 1MU-35-8-22	WRU EIH 1MU-35-8-22	NENE	35	080S	220E	4304735049	12528	Federal	GW	P
WRU EIH 9M-35-8-22	WRU EIH 9M-35-8-22	NESE	35	080S	220E	4304735050	12528	Federal	GW	P
WRU EIH 7MU-35-8-22	WRU EIH 7MU-35-8-22	SWNE	35	080S	220E	4304735051	12528	Federal	GW	P
WRU EIH 1MU-26-8-22	WRU EIH 1MU-26-8-22	NENE	26	080S	220E	4304735118	12528	Federal	GW	P
WRU EIH 7MU-26-8-22	WRU EIH 7MU-26-8-22	SENE	26	080S	220E	4304735119	12528	Federal	GW	P
WRU EIH 10MU-26-8-22	WRU EIH 10MU-26-8-22	NWSE	26	080S	220E	4304735120	12528	Federal	GW	P
WRU EIH 15MU-35-8-22	WRU EIH 15MU-35-8-22	SWSE	35	080S	220E	4304735121	12528	Federal	GW	P
WRU EIH 10ML-23-8-22	WRU EIH 10ML-23-8-22	NWSE	23	080S	220E	4304735187	12528	Federal	GW	P
SG 12MU-23-8-22	SG 12MU-23-8-22	NWSW	23	080S	220E	4304735188	12528	Federal	GW	P
WRU EIH 9ML-23-8-22	WRU EIH 9ML-23-8-22	NESE	23	080S	220E	4304735189	12528	Federal	GW	P
WRU EIH 16MU-26-8-22	WRU EIH 16MU-26-8-22	SESE	26	080S	220E	4304735191	12528	Federal	GW	P
WRU EIH 2MU-26-8-22	WRU EIH 2MU-26-8-22	NWNE	26	080S	220E	4304735192	12528	Federal	GW	P
WRU EIH 8MU-26-8-22	WRU EIH 8MU-26-8-22	SENE	26	080S	220E	4304735193	12528	Federal	GW	P
WRU EIH 16MU-35-8-22	WRU EIH 16MU-35-8-22	SESE	35	080S	220E	4304735194	12528	Federal	GW	P

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

4/30/2007 and 5/15/2007

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
WRU EIH 8MU-35-8-22	WRU EIH 8MU-35-8-22	SENE	35	080S	220E	4304735195	12528	Federal	GW	P
WRU EIH 13MU-25-8-22	WRU EIH 13MU-25-8-22	SWSW	25	080S	220E	4304735329	12528	Federal	GW	P
WRU EIH 15ML-23-8-22	WRU EIH 15ML-23-8-22	SWSE	23	080S	220E	4304735387	12528	Federal	GW	P
WRU EIH 4MU-25-8-22	WRU EIH 4MU-25-8-22	NWNW	25	080S	220E	4304735388	12528	Federal	GW	P
WRU EIH 3MU-25-8-22	EIH 3MU-25-8-22	NENW	25	080S	220E	4304735389	12528	Federal	GW	P
WRU EIH 12ML-24-8-22	WRU EIH 12ML-24-8-22	NWSW	24	080S	220E	4304735425	12528	Federal	GW	P
WRU EIH 14ML-24-8-22	WRU EIH 14ML-24-8-22	SESW	24	080S	220E	4304735426	12528	Federal	GW	P
WRU EIH 6MU-25-8-22	WRU EIH 6MU-25-8-22	SENW	25	080S	220E	4304735431	12528	Federal	GW	P
WRU EIH 5MU-25-8-22	WRU EIH 5MU-25-8-22	SWNW	25	080S	220E	4304735432	12528	Federal	GW	P
WRU EIH 12MU-25-8-22	WRU EIH 12MU-25-8-22	NWSW	25	080S	220E	4304735601	12528	Federal	GW	P
WRU EIH 14MU-35-8-22	WRU EIH 14MU-35-8-22	SESW	35	080S	220E	4304735667	12528	Federal	GW	P
WRU EIH 13ML-24-8-22	WRU EIH 13ML-24-8-22	SESW	24	080S	220E	4304735793	12528	Federal	GW	P
WRU EIH 16ML-23-8-22	WRU EIH 16ML-23-8-22	SWSE	23	080S	220E	4304735804	12528	Federal	GW	P
WRU EIH 11ML-24-8-22	WRU EIH 11ML-24-8-22	NWSW	24	080S	220E	4304735805	12528	Federal	GW	P
WRU EIH 6B-ML-35-8-22	WRU EIH 6B-ML-35-8-22	SWNW	35	080S	220E	4304737299	12528	Federal	GW	P
WRU EIH 6B-ML-35-8-20	WRU EIH 6B-ML-35-8-21	SWNW	35	080S	220E	4304737299	15281 12528	Federal	GW	S
WRU EIH 11BML-35-8-22	WRU EIH 11BML-35-8-22	NESW	35	080S	220E	4304737300	12528	Federal	GW	P
WRU EIH 3D-ML-35-8-22	WRU EIH 3D-ML-35-8-22	SENW	35	080S	220E	4304737465	12528	Federal	GW	P
WRU EIH 7D-ML-35-8-22	WRU EIH 7D-ML-35-8-22	SWNE	35	080S	220E	4304737466	12528	Federal	GW	P
WRU EIH 4AML-25-8-22	WRU EIH 4AD-25-8-22	NWNW	25	080S	220E	4304738636		Federal	GW	APD
WRU EIH 7AML-26-8-22	WRU EIH 7AD-26-8-22	SWNE	26	080S	220E	4304738637		Federal	GW	APD
WRU EIH 8DML-26-8-22	WRU EIH 8DML-26-8-22	SENE	26	080S	220E	4304738638		Federal	GW	APD
WRU EIH 9DML-26-8-22	WRU EIH 9DML-26-8-22	NESE	26	080S	220E	4304738639		Federal	GW	APD
WRU EIH 6DML-35-8-22	WRU EIH 6DD-35-8-22	SENW	35	080S	220E	4304738640		Federal	GW	APD
WRU EIH 7AD-35-8-22	WRU EIH 7AD-35-8-22	SWNE	35	080S	220E	4304738641		Federal	GW	APD
WRU EIH 13AML-35-8-22	WRU EIH 14BD-35-8-22	SWSW	35	080S	220E	4304738642		Federal	GW	APD
WRU EIH 2AML-35-8-22	WRU EIH 2AML-35-8-22	NWNE	35	080S	220E	4304738643		Federal	GW	APD
WRU EIH 3AD-35-8-22	WRU EIH 3AD-35-8-22	NENW	35	080S	220E	4304738644		Federal	GW	APD
WRU EIH 10AML-26-8-22	WRU EIH 10AML-26-8-22	NWSE	26	080S	220E	4304738647		Federal	GW	APD
WRU EIH 14AML-26-8-22	WRU EIH 14AML-26-8-22	SESW	26	080S	220E	4304738648		Federal	GW	APD
WRU EIH 9CML-26-8-22	WRU EIH 9CD-26-8-22	NESE	26	080S	220E	4304738649		Federal	GW	APD
WRU EIH 6BML-25-8-22	WRU EIH 6BML-25-8-22	SENW	25	080S	220E	4304738650		Federal	GW	APD
WRU EIH 15AG-35-8-22	WRU EIH 15AG-35-8-22	SWSE	35	080S	220E	4304738772		Federal	OW	APD
WRU EIH 15AML-35-8-22	WRU EIH 15AD-35-8-22	SWSE	35	080S	220E	4304738773		Federal	GW	APD

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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 COUNTY: Uintah QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: UTAH		8. WELL NAME and NUMBER: see attached
PHONE NUMBER: (303) 308-3068		9. API NUMBER: attached
		10. FIELD AND POOL, OR WILDCAT:

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

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

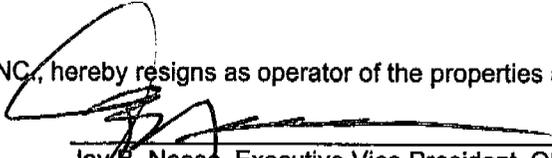
Effective January 1, 2007 operator of record, QEP Uinta Basin, Inc., will hereafter be known as QUESTAR EXPLORATION AND PRODUCTION COMPANY. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible 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

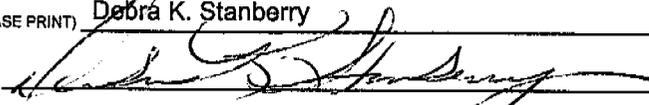
Fee Land Bond Number: 965003033

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>

(This space for State use only)

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APR 19 2007

DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

(This space for State use only)

RECEIVED

APR 19 2007

DIV. OF OIL, GAS & MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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



IN REPLY REFER TO
3180
UT-922

April 23, 2007

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

Re: White River Unit
Uintah County, Utah

Gentlemen:

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

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

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

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

Sincerely,

/s/ Greg J. Noble

Greg J. Noble
Acting Chief, Branch of Fluid Minerals

Enclosure

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

UT922:TAThompson:tt:4/23/07

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APR 30 2007

DIV. OF OIL, GAS & MINING

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: UTU-01089
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
		7. UNIT or CA AGREEMENT NAME: White River Unit
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: WRU EIH 13WX-35-8-22	
2. NAME OF OPERATOR: QUESTAR EXPLORATION AND PRODUCTION		9. API NUMBER: 4304734210
3. ADDRESS OF OPERATOR: 11002 E 17500 S CITY Vernal STATE Ut ZIP 84078	PHONE NUMBER: (435) 781-4362	10. FIELD AND POOL, OR WILDCAT: Natural Buttes
4. LOCATION OF WELL FOOTAGES AT SURFACE: 720' FSL 486' FWL		COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 35 8S 22E S		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____ <input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 7/24/2002	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input checked="" type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The production from this well has been commingled with production from perforations in the Wasatch Formation at 5840' to 5854, 7510' to 7520' and perforations in the Mesa Verde in 7766' to 7771' and 7784' to 7794'. Allocation is Wasatch 97% and Mesa Verde 3% based on production logs ran after the well had produced and stabilized.

NAME (PLEASE PRINT) <u>Rick Canterbury</u>	TITLE <u>Regulatory Affairs</u>
SIGNATURE <u><i>Rick Canterbury</i></u>	DATE <u>6/25/2008</u>

(This space for State use only)

RECEIVED
JUN 27 2008

CONFIDENTIAL

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

5. Lease Serial No. **UTU-01089**
6. If Indian, Allottee or Tribe Name **N/A**

SUBMIT IN TRIPLICATE – Other instructions on page 2.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator **QUESTAR EXPLORATION & PRODUCTION CO.** CONTACT: **Mike Stahl**

3a. Address **11002 EAST 17500 SOUTH, VERNAL, UTAH 84078** 3b. Phone No. (include area code) **(303) 308-3613**

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
720' FSL 486' FWL, SWSW, SECTION 35, T8S, R22E

7. If Unit of CA/Agreement, Name and/or No. **WHITE RIVER UNIT**

8. Well Name and No. **WRU EIH 13WX-35-8-22**

9. API Well No. **43-047-34210**

10. Field and Pool or Exploratory Area **NATURAL BUTTES**

11. Country or Parish, State **UINTAH, UTAH**

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

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

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or 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 must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

In Compliance with the Administrative Utah code for drilling and operating practice R649-3-22, completion into two or more pools. Questar Exploration & Production Company hereby requests the commingling of production between intervals in the WRU EIH 13WX-35-8-22. Questar considers this commingling to be in the public interest in that it promotes maximum ultimate economic recovery, prevents waste, provides for orderly and efficient production of oil and gas and presents no detrimental effects from commingling the gas streams.

Questar requests approval for the commingling of production of the Mesa Verde and Wasatch intervals. Based upon offset production logs, the proposed initial allocation is as follows: Mesa Verde - 3%; Wasatch - 97%.

On an annual basis the gas will be sampled and a determination will be made of the BTU content and gas constituents. These annual samples can be used to determine if the gas allocation is changing over time. If these samples do not indicate that any adjustments in allocation are necessary they may be discontinued after the fifth anniversary of the initial production.

COPY SENT TO OPERATOR

Date: 6/10/2009

Initials: KS

14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed) **Laura Bills** Title **Associate Regulatory Affairs Analyst**

Signature Laura Bills Date **05/11/2009**

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by [Signature] Title Pet. Eng. Date Approval of This 6/10/09

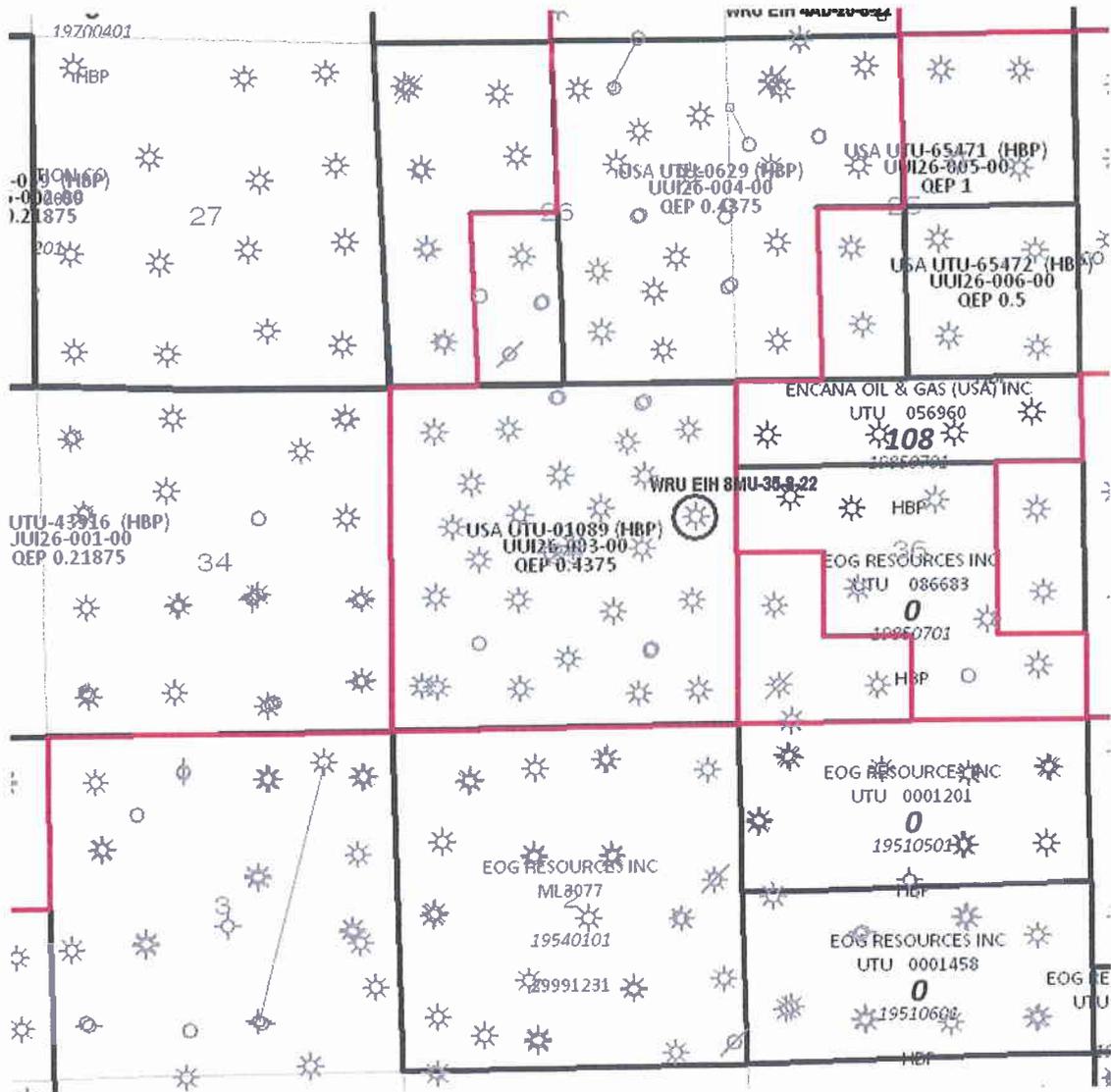
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon. Office Doon Action Is Necessary

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)

RECEIVED

MAY 14 2009



T8S-R22E

**Tw/Kmv
COMMINGLED PRODUCTION**

Uinta Basin—Uintah County, Utah

**Well: WRU EIH 13WX-35-8-22
Lease: UTU 01089**

○ Commingled well

QUESTAR
Exploration and
Production
1650 17th St., # 500 Denver, CO 80265

Geologist:
Landman: Nate Koeniger; Chad Matney; Birgit Roesink
Date: May 4, 2009

AFFIDAVIT OF NOTICE

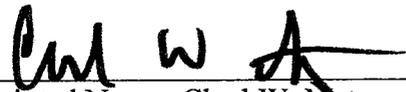
STATE OF COLORADO)
) ss:
COUNTY OF DENVER)

Chad W. Matney, being duly sworn, deposes and says:

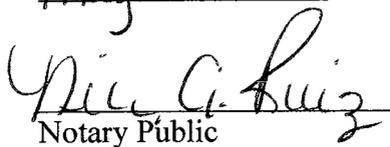
- 1. That I am employed by Questar Exploration and Production Company in the capacity as a Landman. My business address is:

Independence Plaza
1050 17th Street, Suite 500
Denver, CO 80265

- 2. In my capacity as a Landman, pursuant to the provisions of Utah Administrative Rule 649-3-22, I have provided a copy of Questar Exploration and Production Company's application for completion of the WRU EIH 13WX-35-8-22 well into two or more pools, in the form of Utah Division of Oil, Gas and Mining's Form 9 Sundry Notice, to owners of all contiguous oil and gas leases or drilling units overlying the pools which are the subject of that application.
- 3. In my capacity as a Landman, I am authorized to provide such notice of Questar Exploration and Production Company's application to contiguous owners and to make this affidavit on this 6th day of May 2009.


Printed Name: Chad W. Matney

The foregoing instrument was sworn to and subscribed before me this 6th day of May 2009, by Chad W. Matney.


Notary Public

Commission expires
4-21-2012



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

ROUTING
 CDW

Change of Operator (Well Sold)

X - Operator Name Change

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

6/14/2010

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

CA No. Unit: WHITE RIVER

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/28/2010
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/28/2010
3. The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/24/2010
- 4a. 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: Requested
- 5b. Inspections of LA PA state/fee well sites complete on: n/a
- 5c. Reports current for Production/Disposition & Sundries on: ok
6. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 8/16/2010 BIA not yet
7. **Federal and Indian Units:**
 The BLM or BIA has approved the successor of unit operator for wells listed on: 8/16/2010
8. **Federal and Indian Communization Agreements ("CA"):**
 The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
9. **Underground Injection Control ("UIC")** 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:

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

BOND VERIFICATION:

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		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
		8. WELL NAME and NUMBER: See attached
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	9. API NUMBER: Attached	
2. NAME OF OPERATOR: Questar Exploration and Production Company <i>N5085</i>	10. FIELD AND POOL, OR WILDCAT: See attached	
3. ADDRESS OF OPERATOR: 1050 17th Street, Suite 500 Denver STATE CO ZIP 80265	PHONE NUMBER: (303) 672-6900	
4. LOCATION OF WELL FOOTAGES AT SURFACE: See attached	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

(See Instructions on Reverse Side)

APPROVED 6/13/2009
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

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

well_name	sec	tpw	rng	api	entity	mineral lease	type	stat	C
WR 16-9	09	080S	220E	4304715081	4915	Federal	OW	S	
WRU EIH 15-35-8-22	35	080S	220E	4304733061	12528	Federal	GW	P	
WRU EIH 12W-35-8-22	35	080S	220E	4304733393	12528	Federal	GW	P	
WR 13W-3-8-22	03	080S	220E	4304733651	13544	Federal	GW	P	
OU GB 6W-9-8-22	09	080S	220E	4304734010	13545	Federal	GW	P	
WRU EIH 4W-35-8-22	35	080S	220E	4304734042	12528	Federal	GW	P	
WRU EIH 3W-35-8-22	35	080S	220E	4304734044	12528	Federal	GW	P	
WRU GB 4WRG-9-8-22	09	080S	220E	4304734208	4915	Federal	OW	P	
WRU EIH 13WX-35-8-22	35	080S	220E	4304734210	12528 13456	Federal	GW	P	
WRU EIH 5W-35-8-22	35	080S	220E	4304734572	12528	Federal	GW	P	
OU GB 14W-9-8-22	09	080S	220E	4304734649	13545	Federal	GW	P	
WRU GB 9MU-9-8-22	09	080S	220E	4304734650	13545	Federal	GW	P	
OU GB 10W-9-8-22	09	080S	220E	4304734651	13545	Federal	GW	P	
OU GB 15W-9-8-22	09	080S	220E	4304734678	13545	Federal	GW	P	
OU GB 16W-9-8-22	09	080S	220E	4304734679	13545	Federal	GW	P	
WRU EIH 6W-35-8-22	35	080S	220E	4304734684	12528 16723	Federal	GW	P	
GB 11ML-10-8-22	10	080S	220E	4304734691	14818	Federal	GW	P	
WRU EIH 11W-35-8-22	35	080S	220E	4304734708	12528	Federal	GW	P	
WRU GB 5M-9-8-22	09	080S	220E	4304734753	13545 14447	Federal	GW	S	
OU GB 12W-4-8-22	04	080S	220E	4304734762	13718	Federal	GW	P	
OU GB 12M-10-8-22	10	080S	220E	4304734769	13545	Federal	GW	P	
WRU EIH 14W-26-8-22	26	080S	220E	4304734835	12528	Federal	GW	TA	
WRU EIH 11MU-26-8-22	26	080S	220E	4304734836	12528 13713	Federal	GW	P	
WRU EIH 10W-35-8-22	35	080S	220E	4304735046	12528 15700	Federal	GW	P	
WRU EIH 9MU-26-8-22	26	080S	220E	4304735047	12528 14003	Federal	GW	P	
WRU EIH 15MU-26-8-22	26	080S	220E	4304735048	12528	Federal	GW	P	
WRU EIH 1MU-35-8-22	35	080S	220E	4304735049	12528	Federal	GW	P	
WRU EIH 9M-35-8-22	35	080S	220E	4304735050	12528 14005	Federal	GW	P	
WRU EIH 7MU-35-8-22	35	080S	220E	4304735051	12528 14106	Federal	GW	P	
WRU EIH 1MU-26-8-22	26	080S	220E	4304735118	12528 14349	Federal	GW	P	
WRU EIH 7MU-26-8-22	26	080S	220E	4304735119	12528 14102	Federal	GW	P	
WRU EIH 10MU-26-8-22	26	080S	220E	4304735120	12528 14107	Federal	GW	P	
WRU EIH 15MU-35-8-22	35	080S	220E	4304735121	12528 14197	Federal	GW	P	
WRU EIH 10ML-23-8-22	23	080S	220E	4304735187	12528 14503	Federal	GW	P	
WRU EIH 9ML-23-8-22	23	080S	220E	4304735189	12528 14504	Federal	GW	S	

Bonds: BLM = ESB000024
BIA = 956010693
State = 965010695

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

well_name	sec	twp	rng	api	entity	mineral lease	type	stat	C
WRU EIH 16MU-26-8-22	26	080S	220E	4304735191	12528	Federal	GW	P	
					14351				
WRU EIH 2MU-26-8-22	26	080S	220E	4304735192	12528	Federal	GW	P	
					14104				
WRU EIH 8MU-26-8-22	26	080S	220E	4304735193	12528	Federal	GW	P	
					14234				
WRU EIH 16MU-35-8-22	35	080S	220E	4304735194	12528	Federal	GW	P	
					14198				
WRU EIH 8MU-35-8-22	35	080S	220E	4304735195	12528	Federal	GW	P	
					17329				
WRU EIH 13MU-25-8-22	25	080S	220E	4304735329	12528	Federal	GW	P	
					14168				
WRU EIH 15ML-23-8-22	23	080S	220E	4304735387	12528	Federal	GW	S	
					14681				
WRU EIH 4MU-25-8-22	25	080S	220E	4304735388	12528	Federal	GW	P	
					14339				
WRU EIH 3MU-25-8-22	25	080S	220E	4304735389	12528	Federal	GW	P	
					14341				
WRU EIH 12ML-24-8-22	24	080S	220E	4304735425	12528	Federal	GW	P	
					14536				
WRU EIH 14ML-24-8-22	24	080S	220E	4304735426	12528	Federal	GW	P	
					14646				
WRU EIH 6MU-25-8-22	25	080S	220E	4304735431	12528	Federal	GW	P	
					14379				
WRU EIH 5MU-25-8-22	25	080S	220E	4304735432	12528	Federal	GW	P	
					14240				
WRU EIH 12MU-25-8-22	25	080S	220E	4304735601	12528	Federal	GW	P	
					14214				
WRU EIH 14MU-35-8-22	35	080S	220E	4304735667	12528	Federal	GW	P	
					14615				
WRU EIH 13ML-24-8-22	24	080S	220E	4304735793	12528	Federal	GW	S	
					14644				
WRU EIH 16ML-23-8-22	23	080S	220E	4304735804	12528	Federal	GW	P	
					14683				
WRU EIH 11ML-24-8-22	24	080S	220E	4304735805	12528	Federal	GW	P	
					14540				
WRU EIH 6B-ML-35-8-22	35	080S	220E	4304737299	12528	Federal	GW	P	
					15281				
WRU EIH 11BML-35-8-22	35	080S	220E	4304737300	12528	Federal	GW	P	
					15282				
WRU EIH 3D-ML-35-8-22	35	080S	220E	4304737465	12528	Federal	GW	P	
					15552				
WRU EIH 7D-ML-35-8-22	35	080S	220E	4304737466	12528	Federal	GW	P	
					15637				
WRU EIH 4AD-25-8-22	25	080S	220E	4304738636	12528	Federal	GW	P	
					16651				
WRU EIH 7AD-26-8-22	26	080S	220E	4304738637	12528	Federal	GW	P	
					16579				
WRU EIH 6DD-35-8-22	35	080S	220E	4304738640	12528	Federal	GW	P	
					16511				

Bonds: BLM = ESB000024
 BIA = 956010693
 State = 965010695

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

well_name	sec	twp	rng	api	entity	mineral lease	type	stat	C
WRU EIH 7AD-35-8-22	35	080S	220E	4304738641	16180	Federal	GW	P	
WRU EIH 14BD-35-8-22	35	080S	220E	4304738642	17143	Federal	GW	OPS	C
WRU EIH 9CD-26-8-22	26	080S	220E	4304738649	12528 16446	Federal	GW	P	
GB 1M-4-8-22R (RIGSKID)	04	080S	220E	4304738990	15879	Federal	GW	P	
WRU EIH 6D-5-8-23	05	080S	230E	4304738994	16415	Federal	GW	P	
WRU GB 13G-3-8-22	03	080S	220E	4304739792	4915	Federal	OW	P	
WRU GB 14G-4-8-22	04	080S	220E	4304740097	4915	Federal	OW	P	
GB 3D-4-8-22R(RIGSKID)	04	080S	220E	4304740345	17099	Federal	GW	P	



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office

P.O. Box 45155

Salt Lake City, UT 84145-0155

<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

Roger 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