

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

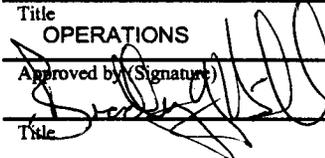
APPLICATION FOR PERMIT TO DRILL OR REENTER

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		5. Lease Serial No. U-9617	
2. Name of Operator SHENANDOAH ENERGY INC.		6. If Indian, Allottee or Tribe Name UTE TRIBE	
Contact: JOHN BUSCH E-Mail: jbusch@shenandoahenergy.com		7. If Unit or CA Agreement, Name and No. GLEN BENCH	
3a. Address 11002 E. 17500 S. VERNAL, UT 84078		8. Lease Name and Well No. GLEN BENCH 16W-30-8-22	
3b. Phone No. (include area code) Ph: 435.781.4341 Fx: 435.781.4323		9. API Well No. 43-047-34391	
4. Location of Well (Report location clearly and in accordance with any State requirements.)* At surface SESE Lot 15 727FSL 560FEL At proposed prod. zone		10. Field and Pool, or Exploratory GLEN BENCH Natural Buttes	
14. Distance in miles and direction from nearest town or post office* 15 +/- MILES WEST OF REDWAH, UTAH		11. Sec., T., R., M., or Blk. and Survey or Area Sec 30 T8S R22E Mer SLB	
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 560' +/-		12. County or Parish UINTAH	
16. No. of Acres in Lease 920.66		13. State UT	
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 500' +/-		17. Spacing Unit dedicated to this well 40.00	
19. Proposed Depth 7092 MD 7092 TVD		20. BLM/BIA Bond No. on file U-0969	
21. Elevations (Show whether DF, KB, RT, GL, etc.) 4745 GL		22. Approximate date work will start	
		23. Estimated duration 10 DAYS	

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 (Electronic Submission)	Name (Printed/Typed) JOHN BUSCH	Date 11/13/2001
		
Title OPERATIONS		
Approved by (Signature)	Name (Printed/Typed) BRADLEY G. HILL	Date 11-21-01
		
Title	Office RECLAMATION SPECIALIST III	

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.

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 #8897 verified by the BLM Well Information System
for SHENANDOAH ENERGY INC., sent to the Vernal

RECEIVED

NOV 16 2001

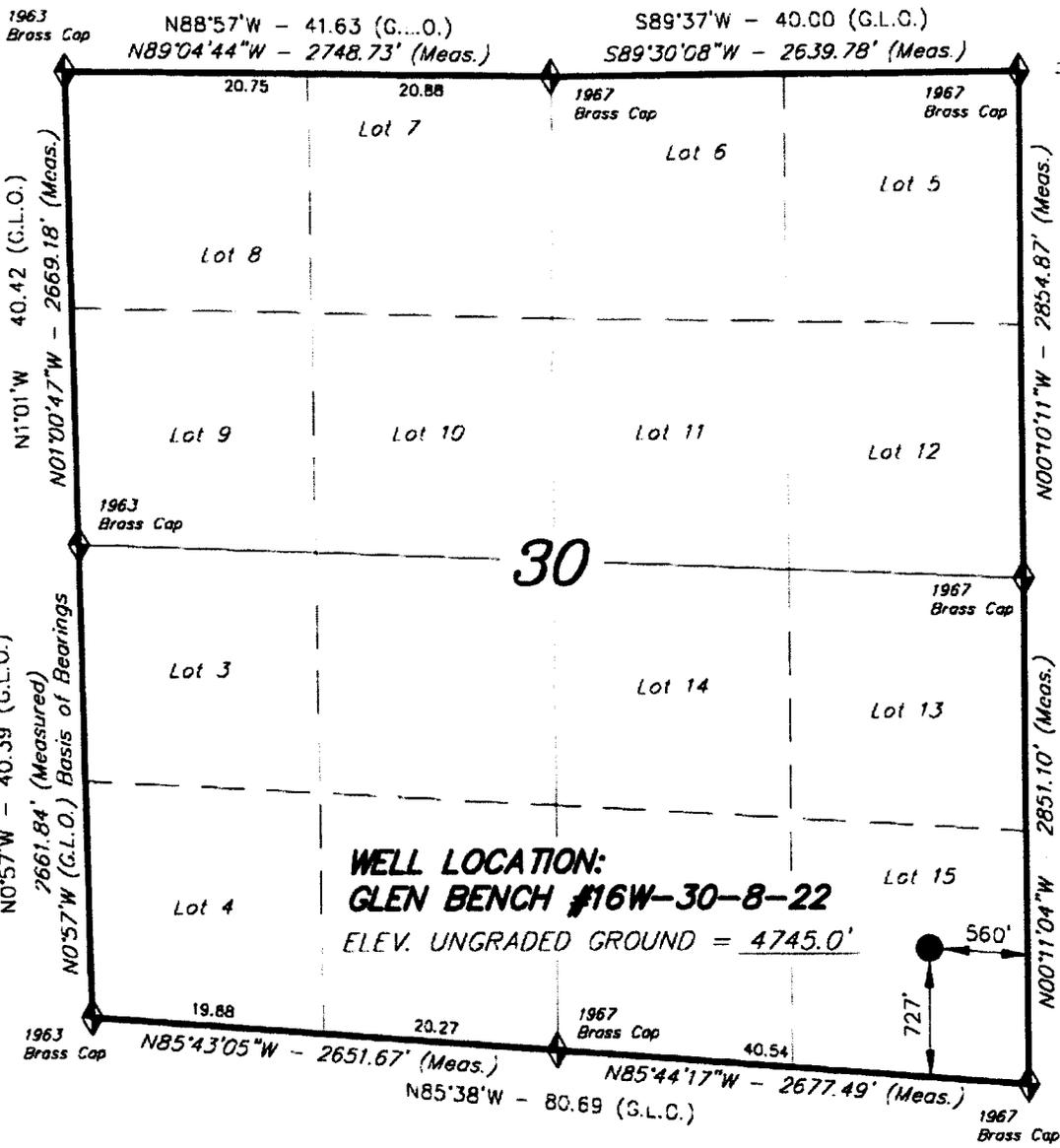
DIVISION OF
OIL, GAS AND MINING

** ORIGINAL **

CONFIDENTIAL

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

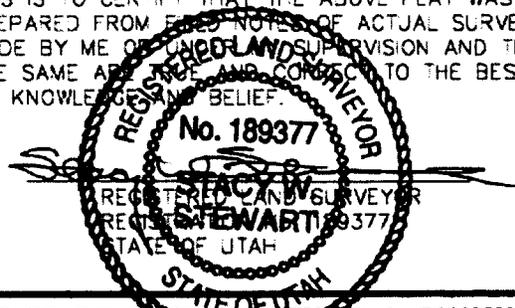
SHENANDOAH ENERGY, INC.



WELL LOCATION, GLEN BENCH
 #16W-30-8-22, LOCATED AS SHOWN
 IN LOT 15 OF SECTION 32, T8S, R22E,
 S.L.B.&M. UTAH COUNTY, UTAH.



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



WELL LOCATION:
GLEN BENCH #16W-30-8-22
 ELEV. UNGRADED GROUND = 4745.0'

TRI STATE LAND SURVEYING & CONSULTING
 38 WEST 100 NORTH - VERNAL, UTAH 84078
 (435) 781-2501

SCALE: 1" = 1000'	SURVEYED BY: D.J.S.
DATE: 2-7-01	WEATHER: COLD
DRAWN BY: J.R.S.	FILE #

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

GLEN BENCH #16W-30-8-22
 LATITUDE = 40° 05' 17.75"
 LONGITUDE = 109° 28' 31.20"

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Additional Operator Remarks:

Shenandoah Energy Inc. proposes to drill a well to 7092' 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.

Please see Shenandoah Energy Inc. Standard Practices for Wasatch Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 and 24 East.

See Onshore Order No. 1 attached

Please be advised that 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. U-0969. The principal is Shenandoah Energy Inc. via surety as consent as provided for the 43 CFR 3104.2.

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SHENANDOAH ENERGY INC.
GB 16W-30-8-22

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>
Uinta	Surface
Green River	2334
Mahogany Ledge	3089
Mesa	5392
TD (Wasatch)	7092

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	7092

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 2836.8 psi.

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**SHENANDOAH ENERGY INC.
GLEN BENCH16W-30-8-22
727' FSL, 560' FEL
SESE, SECTION 30, T8S, R22E
UINTAH COUNTY, UTAH
LEASE # UTU-9617**

ONSHORE ORDER NO. 1

MULTI – POINT SURFACE USE & OPERATIONS PLAN

1. Existing Roads:

The proposed well site is approximately 15 miles West of Red Wash, Utah.

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 Shenandoah Energy Inc. Standard Practices for Wasatch Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 to 24 East.

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 Shenandoah Energy Inc. Standard Practices for Wasatch Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 to 24 East.

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

5. Location and Type of Water Supply:

Please see Shenandoah Energy Inc. Standard Practices for Wasatch Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 to 24 East.

6. Source of Construction Materials:

Please see Shenandoah Energy Inc. Standard Practices for Wasatch Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 to 24 East.

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

Please see Shenandoah Energy Inc. Standard Practices for Wasatch Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 to 24 East.

8. **Ancillary Facilities:**

Please see Shenandoah Energy Inc. Standard Practices for Wasatch Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 to 24 East.

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.

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

Please see Shenandoah energy Inc. Standard Operating Practices for Wasatch Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Township 07 and 08 South, Ranges 21 to 24 East.

11. **Surface Ownership:**

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

Ute Tribe
PO Box 190
Ft. Duchesne, Utah 84026

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.

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Lessee's or Operator's Representative:



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

Certification:

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

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

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

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

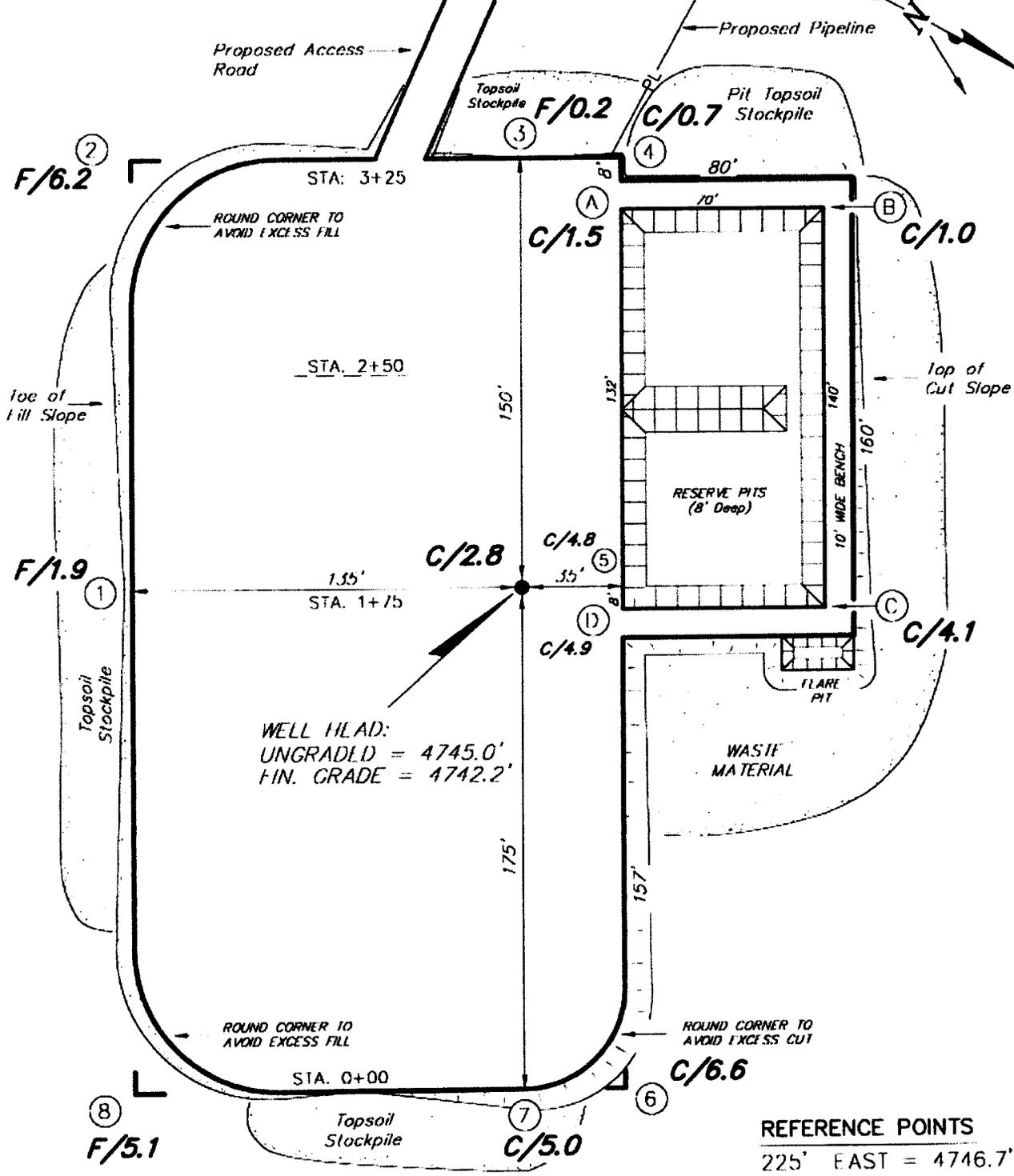
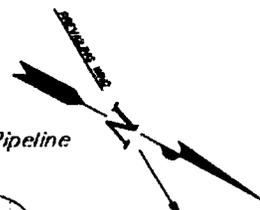
John Busch
John Busch
Red Wash Operations Representative

Nov 15-01
Date

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SHENANDOAH ENERGY, INC.

GLEN BENCH #16W-30-8-22
 SEC. 30, T8S, R22E, S.1. B.&M.



WELL HEAD:
 UNGRADED = 4745.0'
 FIN. GRADE = 4742.2'

REFERENCE POINTS

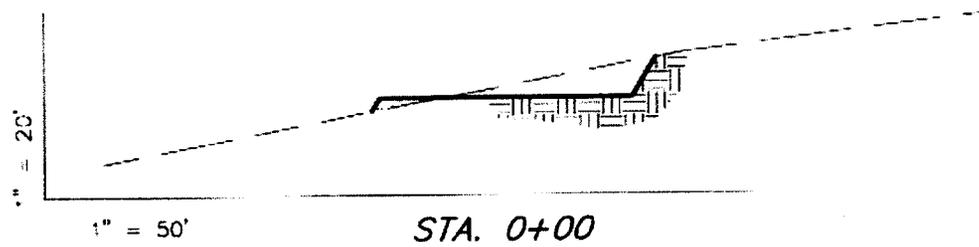
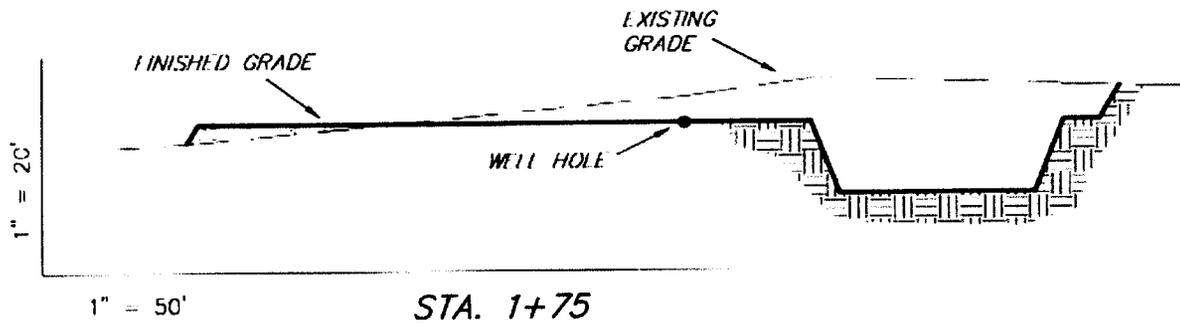
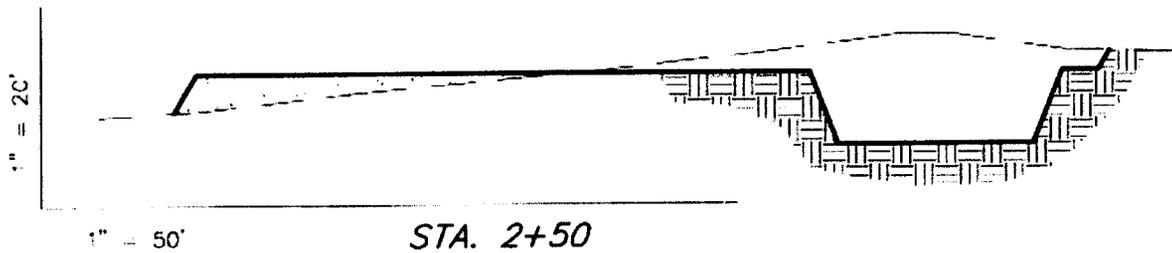
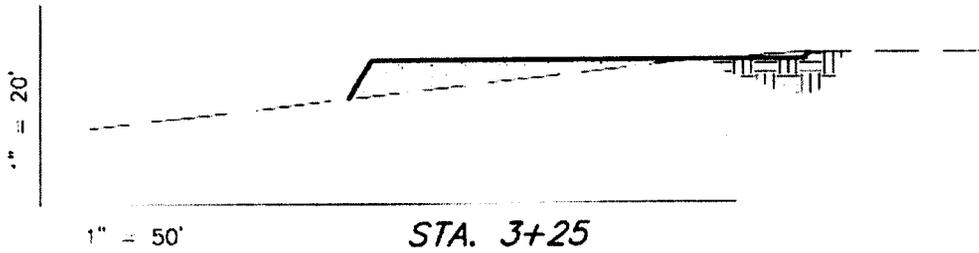
225' EAST	= 4746.7'
275' EAST	= 4749.4'
185' SOUTH	= 4739.1'
235' SOUTH	= 4739.4'

SURVEYED BY: D.J.S.	SCALE: 1" = 50'
DRAWN BY: J.R.S.	DATE: 2-1-01

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

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SHENANDOAH ENERGY, INC.
CROSS SECTIONS
GLEN BENCH #16W-30-8-22



APPROXIMATE YARDAGES

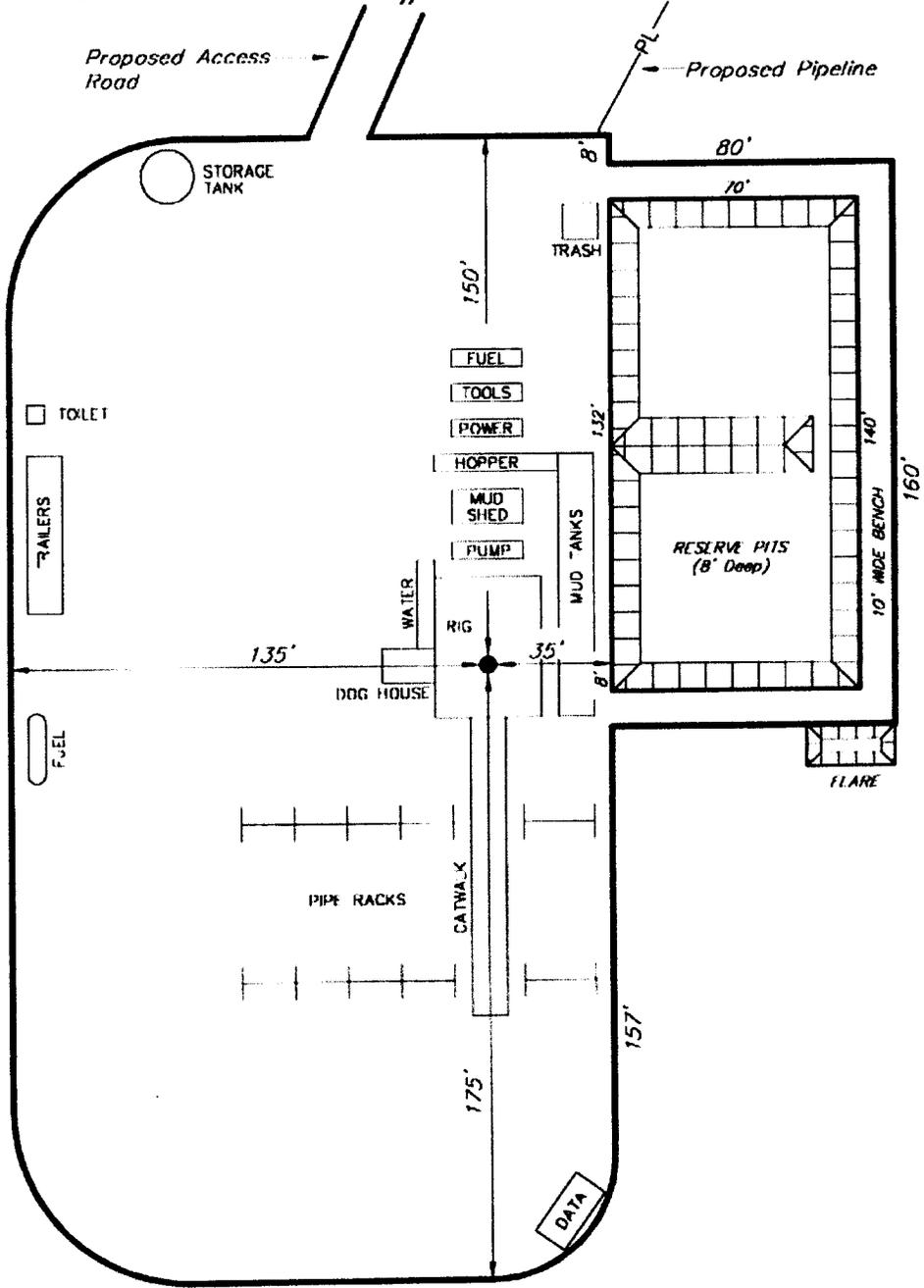
CUT = 3,000 Cu. Yds.
 FILL = 3,000 Cu. Yds.
 PIT = 2,370 Cu. Yds.
 12" TOPSOIL = 2,520 Cu. Yds.

SURVEYED BY: D.J.S.	SCALE: 1" = 50'
DRAWN BY: J.R.S.	DATE: 2-7-01

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

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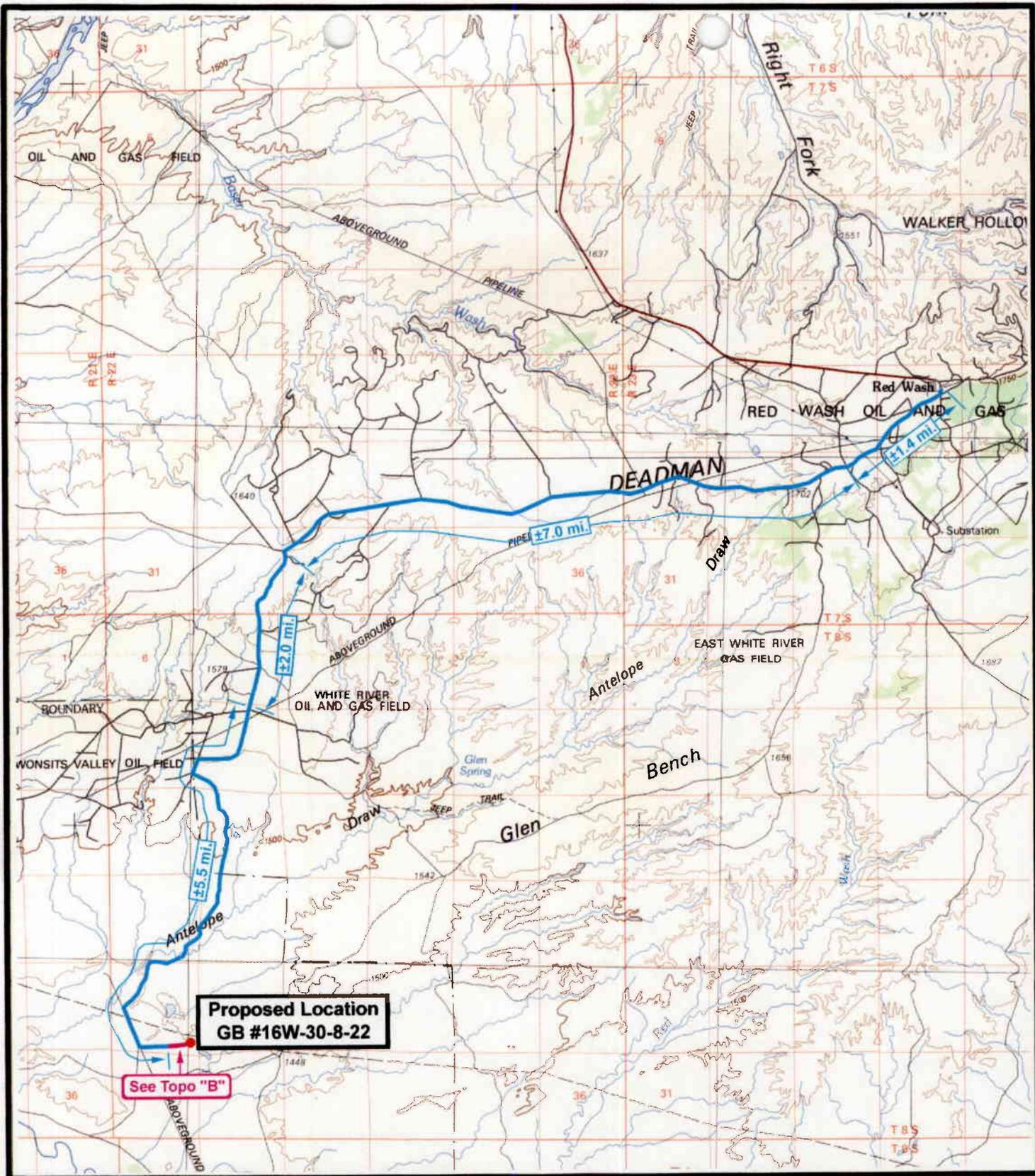
SHENANDOAH ENERGY, INC.
TYPICAL RIG LAYOUT
GLEN BENCH #16W-30-8-22



SURVEYED BY: D.J.S.	SCALE: 1" = 50'
DRAWN BY: J.R.S.	DATE: 2-1-01

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

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SHENANDOAH ENERGY INC.

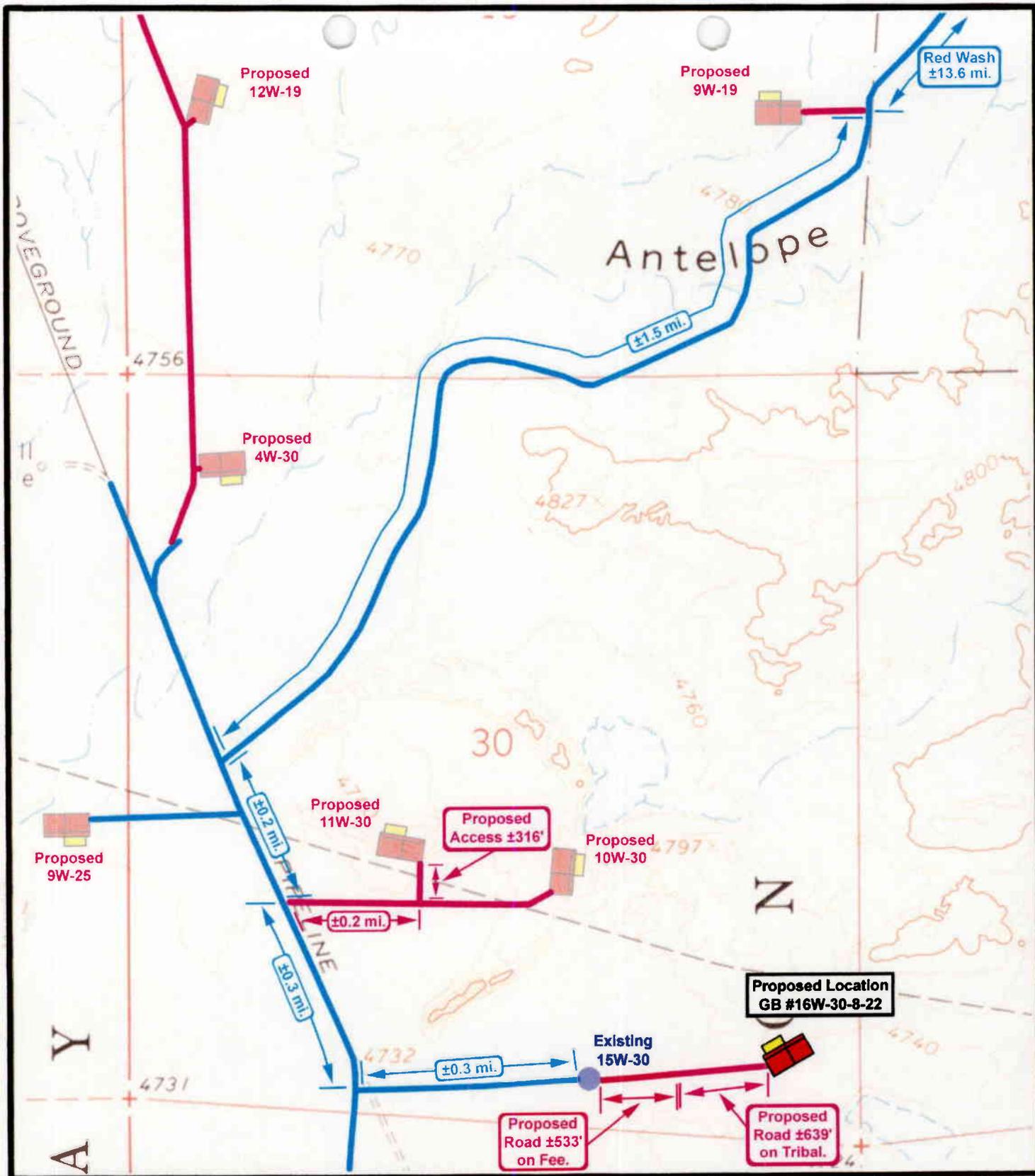
**GLEN BENCH #16W-30-8-22
SEC. 19, T8S, R22E, S.L.B&M.**

TOPOGRAPHIC MAP "A"



Drawn By: bgm	Revision:
Scale: 1 : 100,000	File:
Date: 02-08-2001	
Tri-State Land Surveying Inc. P.O. Box 533, Vernal, UT 84078 435-781-2501 Fax 435-781-2518	

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SHENANDOAH ENERGY INC.

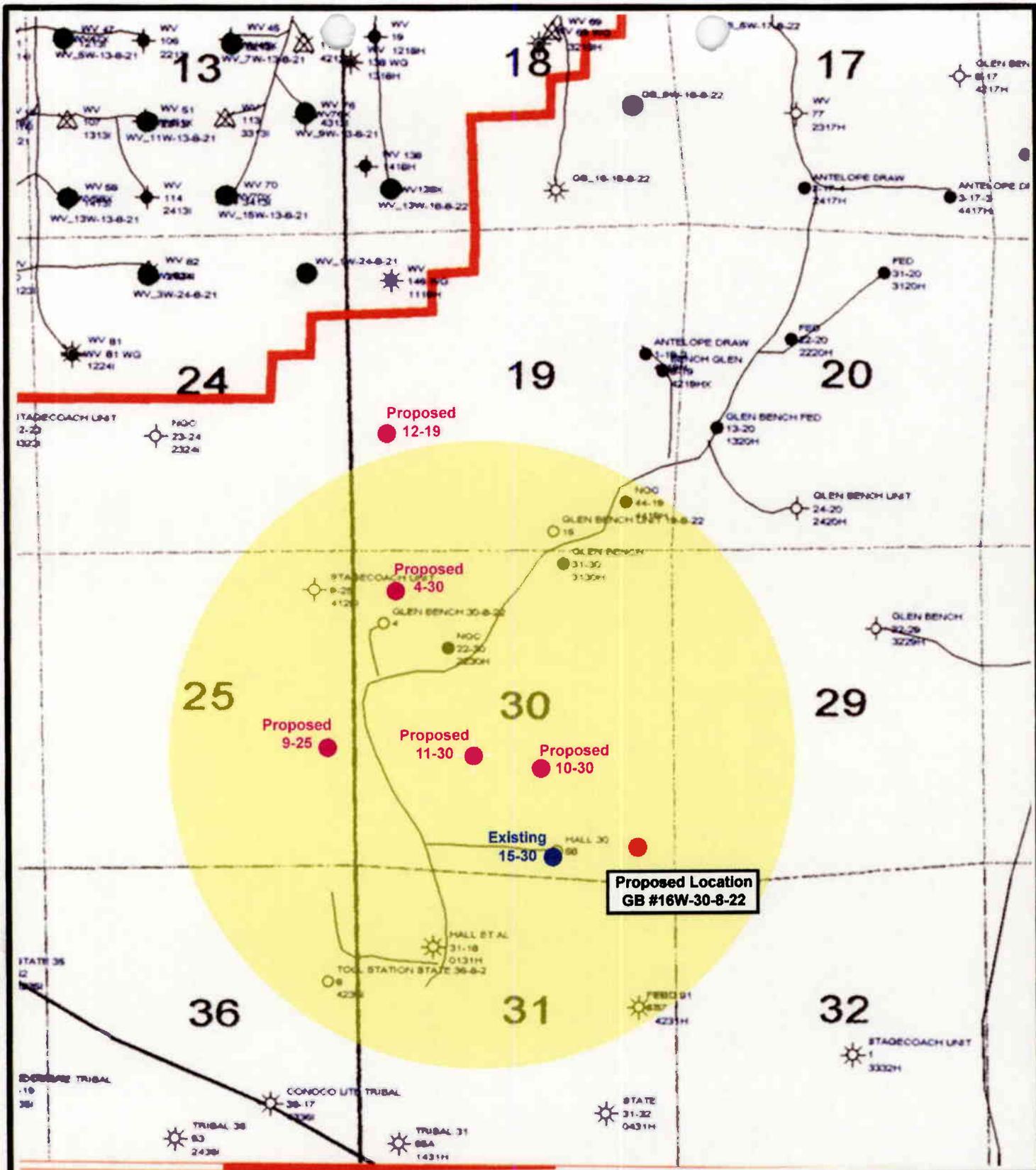
**GLEN BENCH #16W-30-8-22
SEC. 30, T8S, R22E, S.L.B.&M.**

TOPOGRAPHIC MAP "B"



Drawn By: bgm	Revision:
Scale: 1" : 1000'	File:
Date: 02-07-2001	
Tri-State Land Surveying Inc. P.O. Box 533, Vernal, UT 84078 435-781-2501 Fax 435-781-2518	

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SHENANDOAH ENERGY INC.

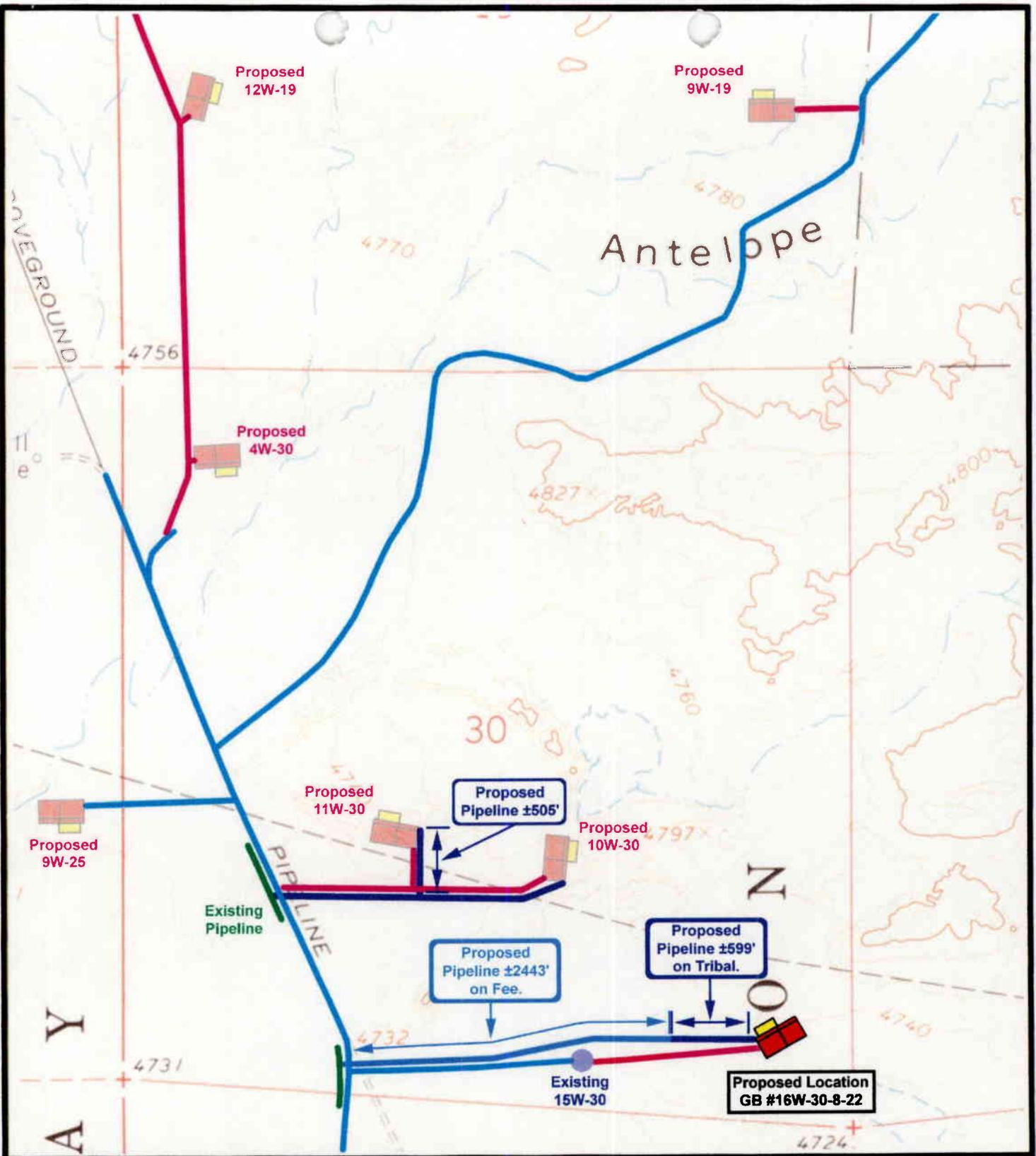
**GLEN BENCH #16W-30-8-22
SEC. 30, T8S, R22E, S.L.B&M.**

TOPOGRAPHIC MAP "C"



Drawn By: bgm	Revision:
Scale:	File:
Date: 02-07-2001	
Tri-State Land Surveying Inc. P.O. Box 533, Vernal, UT 84078 435-781-2501 Fax 435-781-2518	

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SHENANDOAH ENERGY INC.

GLEN BENCH #16W-30-8-22
 SEC. 30, T8S, R22E, S.L.B.&M.

TOPOGRAPHIC MAP "D"



Drawn By: bgm	Revision:
Scale: 1" : 1000'	File:
Date: 02-07-2001	
Tri-State Land Surveying Inc. P.O. Box 533, Vernal, UT 84078 435-781-2501 Fax 435-781-2518	

CONFIDENTIAL

**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 11/16/2001

API NO. ASSIGNED: 43-047-34391

WELL NAME: GB 16W-30-8-22

OPERATOR: SHENANDOAH ENERGY INC (N4235)

CONTACT: JOHN BUSCH

PHONE NUMBER: 435-781-4341

PROPOSED LOCATION:

SESE 30 080S 220E
 SURFACE: 0727 FSL 0560 FEL
 BOTTOM: 0727 FSL 0560 FEL
 UINTAH
 NATURAL BUTTES (630)

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

LEASE TYPE: 1 - Federal

LEASE NUMBER: U-9617

SURFACE OWNER: 2 - Indian

PROPOSED FORMATION: WSTC

RECEIVED AND/OR REVIEWED:

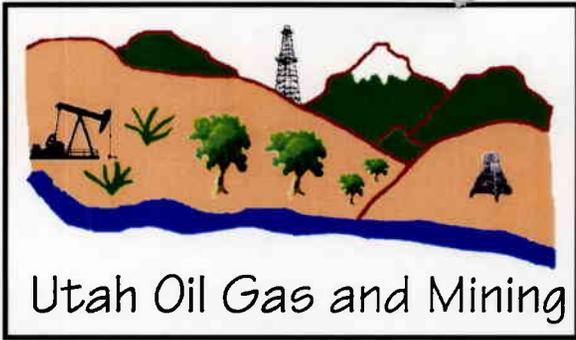
- Plat
- Bond: Fed[1] Ind[] Sta[] Fee[]
(No. U-0969)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. 43-8496)
- RDCC Review (Y/N)
(Date: _____)
- Fee Surf Agreement (Y/N)

LOCATION AND SITING:

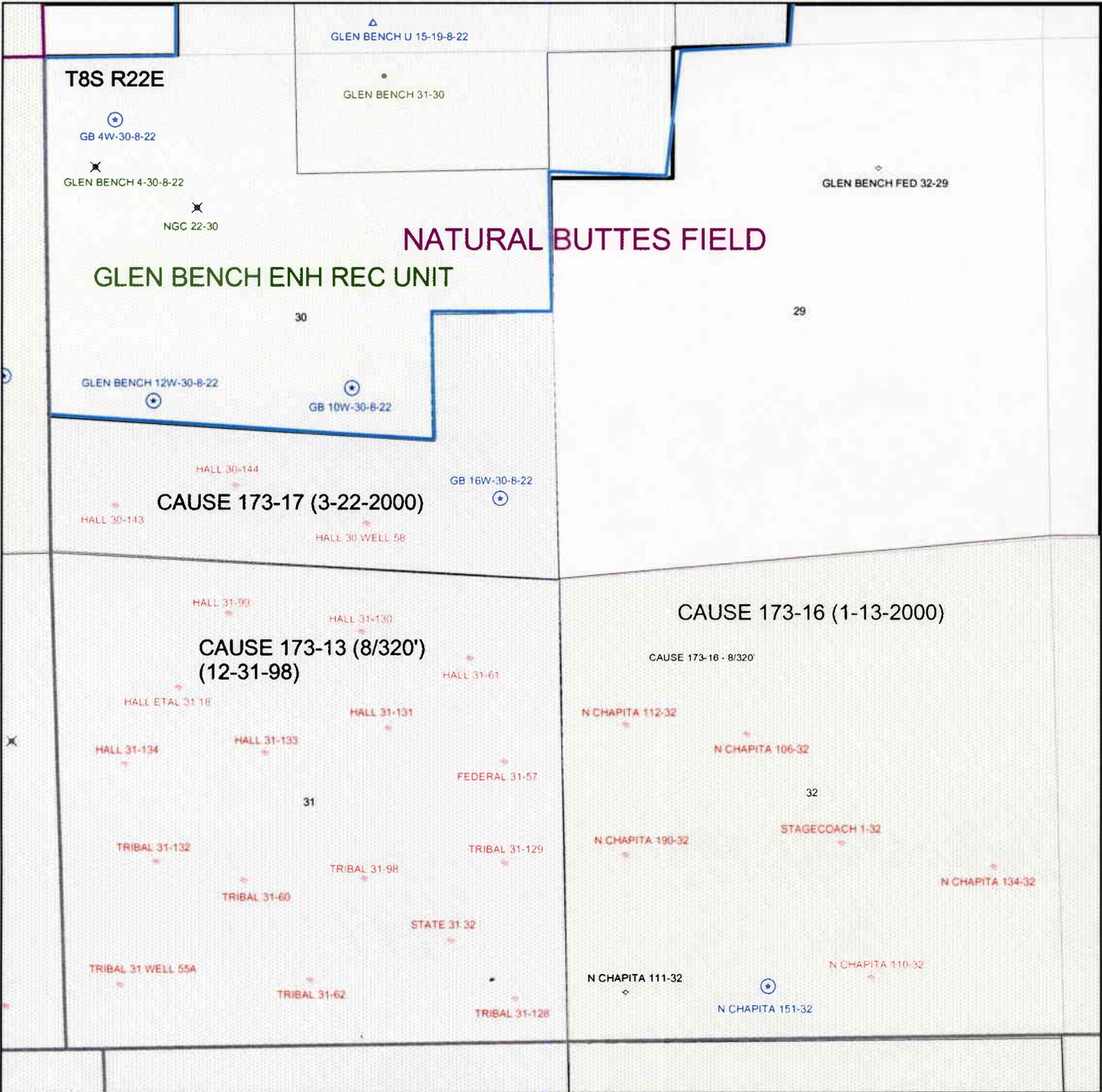
- R649-2-3. Unit _____
- R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
- R649-3-3. Exception
- Drilling Unit
Board Cause No: 173-17
Eff Date: 3-22-2000
Siting: * Gen. Siting
- R649-3-11. Directional Drill

COMMENTS: Glen bench sol, separate file

STIPULATIONS: 1-Fed. Approval



OPERATOR: SHENANDOAH ENERGY (N4235)
 SEC. 30, T8S, R22E
 FIELD: NATURAL BUTTES (630)
 COUNTY: UINTAH CAUSE: 173-17





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

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

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

November 21, 2001

Shenandoah Energy Inc.
11002 East 17500 South
Vernal, UT 84078

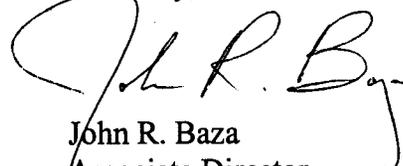
Re: Glen Bench 16W-30-8-22 Well, 727' FSL, 560' FEL, SE SE, Sec. 30, T. 8 South,
R. 22 East, Uintah County, Utah

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 43-047-34391.

Sincerely,



John R. Baza
Associate Director

dm

Enclosures

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

Operator: Shenandoah Energy Inc.
Well Name & Number Glen Bench 16W-30-8-22
API Number: 43-047-34391
Lease: U 9617

Location: SE SE **Sec.** 30 **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. 1004-0135
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-9617

6. If Indian, Allottee or Tribe Name
UTE TRIBE

7. If Unit or C.A. Agreement, Name and or No.
UTU74493

8. Well Name and No.
GLEN BENCH 16W 30 8 22

9. API Well No.
43-047-34391

10. Field and Pool, or Exploratory
GLEN BENCH

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

CONFIDENTIAL

1. Type of Well
 Oil Well Gas Well Other

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

3a. Address
11002 EAST 17500 SOUTH
VERNAL, UT 84078
3b. Phone No. (include area code)
Ph: 435.828.3040
Fx: 435.828.8731

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
Sec 30 T8S R22E SESE 727FSL 560FEL

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

This well spud on 1/04/02. Drill 12 1/4" hole to 470'. Run 11 Jts 36# K-55 9 5/8" csg to 454.60'.

RECEIVED

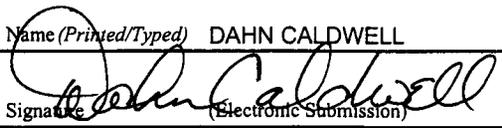
JAN 09 2002

DIVISION OF
OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct.
Electronic Submission #9989 verified by the BLM Well Information System
For SHENANDOAH ENERGY INC., sent to the Vernal

Name (Printed/Typed) DAHN CALDWELL

Title ADMINISTRATIVE CONTACT

Signature  (Electronic Submission)

Date 01/08/2002

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

CONFIDENTIAL

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

OPERATOR ACCT. No. N4235

ENTITY ACTION FORM - FORM 6

(801)781-4300

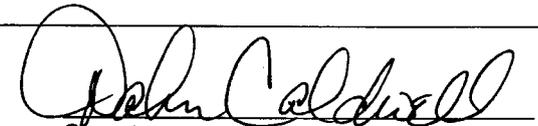
Action Code	Current Entity No.	New Entity No.	API Number	Well Name	QQ	SC	TP	RG	County	Spud Date	Effective Date
A	99999	13404	43-047-34391	GB 16W 30 8 22	SESE	30	8S	22E	Uintah	1/04/02	1-9-02
WELL 1 COMMENTS: New well to be drilled in Glen Bench. Not in the Wasatch participating area.											
WELL 2 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 1/08/02
Title Date

Phone No. **(435) 828-3040**

RECEIVED

JAN 08 2002

DIVISION OF
OIL, GAS AND MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

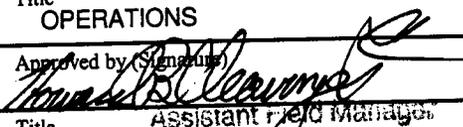
FORM APPROVED
OMB No. 1004-0136
Expires November 30, 2000

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		CONFIDENTIAL	5. Lease Serial No. UTU74493
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			6. If Indian, Allottee or Tribe Name
2. Name of Operator SHENANDOAH ENERGY INC		Contact: JOHN BUSCH E-Mail: jbusch@shenandoahenergy.com	7. If Unit or CA Agreement, Name and No.
3a. Address 11002 EAST 17500 SOUTH VERNAL, UT 84078-8526	3b. Phone No. (include area code) Ph: 435.781.4341 Fx: 435.781.4323		8. Lease Name and Well No. GLEN BENCH 16W-30-8-22
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface Lot 15 727FSL 560FEL At proposed prod. zone		RECEIVED NOV 14 2001	9. API Well No.
14. Distance in miles and direction from nearest town or post office* 15 +/- MILES WEST OF REDWAH, UTAH			10. Field and Pool, or Exploratory GLEN BENCH
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 560' +/-	16. No. of Acres in Lease 864.42	11. Sec., T., R., M., or Blk. and Survey or Area Sec 30 T8S R22E Mer SLB	
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 500' +/-	19. Proposed Depth 7092 MD 7092 TVD	12. County or Parish UINTAH	13. State UT
21. Elevations (Show whether DF, KB, RT, GL, etc.) 4745 GL	22. Approximate date work will start	17. Spacing Unit dedicated to this well 40.00	
24. Attachments		20. BLM/BIA Bond No. on file	
25. Signature (Electronic Submission)		23. Estimated duration 10 DAYS	

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

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
- Operator certification
- Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature (Electronic Submission)	Name (Printed/Typed) JOHN BUSCH	Date 11/13/2001
Title OPERATIONS		
Approved by (Signature) 	Name (Printed/Typed)	Date 01/02/2002
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 #8897 verified by the BLM Well Information System
For SHENANDOAH ENERGY INC, sent to the Vernal
Committed to AFMS for processing by LESLIE WALKER on 11/27/2001 (02LW0421AE)

RECEIVED

JAN 15 2002

DIVISION OF
OIL, GAS AND MINING

** REVISED **

DOGm

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Shenandoah Energy, Inc.

Well Name & Number: Glen Bench #16W-30-8-22

API Number: 43-047-34391

Lease Number: U - 74493

Location: Lot 15 Sec. 30 T. 8S R. 22E

Agreement: N/A

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

**SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

Shenandoah Energy, Inc. (Shenandoah) will assure the Ute Tribe that any/all contractors and subcontractors have acquired a current Tribal Business License and have updated "Access Permits" prior to construction. All Shenandoah personnel, contractors and subcontractors will have these permits in their vehicles at all times. Companies that have not complied with this COA will be in violation of the Ute Tribal Business License Ordinance, and will be subject to fines and penalties.

Shenandoah employees, representatives, and/or authorized personnel (subcontractors) shall not carry firearms on their person or in their vehicles while working on the Uintah & Ouray Indian Reservation.

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

Shenandoah will notify the Ute Tribe and Bureau of Indian Affairs (BIA) in writing of any requested modification of APDs or Rights-Of-Way (ROW). Shenandoah shall receive written notification of authorization or denial of the requested modification. Without authorization, Shenandoah will be subject to fines and penalties.

The Ute Tribe Energy & Minerals Department shall be notified in writing 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday. A Tribal Technician is to routinely monitor construction. Shenandoah shall make arrangements with the Ute Energy & Minerals Department for all monitoring that will exceed regular working hours for Tribal Technicians. A qualified Archaeologist accompanied by a Tribal Technician will monitor any trenching construction of the pipeline. Shenandoah is to inform contractors to maintain construction of the pipelines within the approved ROW.

A corridor ROW, 30 feet wide and 600 feet long, shall be granted for the pipeline and a ROW, 30 feet wide and 639 feet long, shall be granted for the new access road. The new access road will be another 533 feet long on fee surface and the proposed pipeline route will be another 2443 feet long on fee surface adjacent to existing and proposed roads back to the proposed tie in point. The constructed travel width of the new access road will be limited to 18 feet. Upon authorization by the Ute Tribe Energy & Minerals Department, the ROW may be wider where sharp curves, deep cuts and fills occur; or, where intersections with other roads are required.

Upon completion of the pertinent APD and ROWs, Shenandoah will notify the Ute Tribe Energy & Minerals Department for a Tribal Technician to verify the Affidavit of Completion. When each pipeline has been constructed and completed as built descriptions will be filed with the Ute Tribal Energy & Minerals Department.

Production waters, oil, and other byproducts shall not be placed on access roads or the well pad.

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

Shenandoah will implement "Safety and Emergency Plan" and ensure plan compliance.

Shenandoah shall stop construction activities and notify personnel from the Ute Tribe Energy & Minerals Department and BIA if cultural remains including paleontologic resources (vertebrate fossils) are exposed or identified during construction. The Ute Tribe Department of Cultural Rights and Protection and the BIA will provide mitigation measures prior to allowing construction.

Shenandoah employees and/or authorized personnel (subcontractors) will not be allowed to collect artifacts and paleontologic fossils. No significant cultural resources shall be disturbed.

Shenandoah will control noxious weeds on the well site and ROWs. Shenandoah will be responsible for noxious weed control if weeds spread from the project area onto adjoining land.

Reserve pits will be lined with an impervious synthetic liner to conserve fluids. A fence will be constructed around the reserve pit until it is backfilled. Prior to backfilling the reserve pit, all fluids will be pumped from the pit into trucks and hauled to approved disposal sites. When the reserve pits are backfilled, the surplus oil and mud, etc., will be buried a minimum of 3 feet below the surface of the soil.

A closed system will be used during production. This means that production fluids will be contained in leak-proof tanks. All production fluids will be disposed of at approved disposal sites.

Surface pipelines will be constructed to lay on the soil surface. The pipeline ROW will not be bladed or cleared of vegetation without authorization of the BIA. Surface pipelines shall be welded in place at well sites or on access roads and on other existing roads then pulled into place with suitable equipment. Vehicles shall not use pipeline ROWs as access roads unless specifically authorized.

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

Soil erosion will be mitigated by reseeded all disturbed areas.

CONFIDENTIAL

Form 3160-5
(August 1999)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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.

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other	5. Lease Serial No. U-9617
2. Name of Operator SHENANDOAH ENERGY	6. If Indian, Allottee or Tribe Name UTE TRIBE
3a. Address 11002 E. 17500 S. VERNAL, UT 84078	7. If Unit or CA/Agreement, Name and/or No. UTU74493
3b. Phone No. (include area code) Ph: 435.781.4342 Fx: 435.828.5044	8. Well Name and No. GLEN BENCH 16W 30 & 22
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 30 T8S R22E SESE 727FSL 560FEL	9. API Well No. 43-047-34391
	10. Field and Pool, or Exploratory GLEN BENCH
	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 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 type="checkbox"/> Other
	<input type="checkbox"/> Change Plans	<input checked="" 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.)

Well was Plugged & Abandoned on 1/23/02.
1 - Encountered mechanical problems and had to be abandoned. It was never logged or cased, did not reach TD.
2 - Stuck pipe could not be recovered, received approval to P&A well.
Plug #1 3452' - 3298'
Plug #2 3208' - 2688'
Plug #3 2688' - 2250'
Plug #4 570' - 350'
Plug #5 50' - Surface

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

Electronic Submission #10241 verified by the BLM Well Information System
For SHENANDOAH ENERGY, sent to the Vernal

Name (Printed/Typed) DAHN CALDWELL	Title AUTHORIZED REPRESENTATIVE
Signature (Electronic Submission)	Date 02/05/2002

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 _____		

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UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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U-9617

6. If Indian, Allottee or Tribe Name
UTE TRIBE

7. If Unit or CA/Agreement, Name and/or No.
UTU74493

8. Well Name and No.
GLEN BENCH 16W 30 8 22

9. API Well No.
43-047-34391

10. Field and Pool, or Exploratory
GLEN BENCH

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

CONFIDENTIAL

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 30 T8S R22E SESE 727FSL 560FEL

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RECEIVED

FEB 07 2002

DIVISION OF
OIL, GAS AND MINERALS

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Electronic Submission #10241 verified by the BLM Well Information System
For SHENANDOAH ENERGY, sent to the Vernal

Name (Printed/Typed) DAHN CALDWELL

Title AUTHORIZED REPRESENTATIVE

Signature

John Caldwell
(Electronic Submission)

Date 02/05/2002

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By _____

Title

Date

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Office

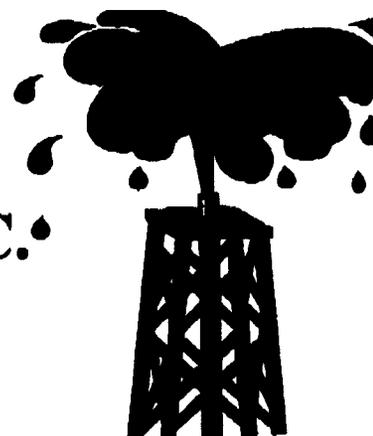
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**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

CONFIDENTIAL

CONFIDENTIAL

SHENANDOAH ENERGY INC.



March 5, 2002

11002 East 17500 South, Vernal, UT 84078
(435) 781-4300 (Office) (435) 781-4329 fax

SENT TO: Lisha Cordova
PHONE: (801) 538-5296

FROM: Raleen Searle
PHONE: (435) 781-4309

TOTAL NUMBER OF PAGES BEING SENT (including this one) 3

NOTE: Lisha:
Here is a copy of the Well Completion report! I will be sending the originals!

Thanks so much,
Raleen

RECEIVED

MAR 05 2002

DIVISION OF
OIL, GAS AND MINING

SHENANDOAH ENERGY INC.



March 4, 2002

11002 East 17500 South, Vernal, UT 84078
(435) 781-4300 (Office) (435) 781-4329 fax)

SENT TO: Lisha Cordova
PHONE: (801) 538-5296

FROM: Raleen Searle

PHONE: (435) 781-4309

TOTAL NUMBER OF PAGES BEING SENT (including this one) 2

NOTE: Lisha:
Here is a copy of the P & A sundry that was sent on the 5th of February. We think that this must of missed you guys. Original will be sent in the mail.
Thanks so much,
Raleen