

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

005

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

CA No. Unit:

WELL(S)

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS	Confid
RED WASH U 34-27C	27	070S	240E	4304735045		Federal	GW	APD	C
WV EXT 1W-17-8-21	17	080S	210E	4304734927		Federal	GW	APD	C
WV EXT 8W-17-8-21	17	080S	210E	4304734929	13792	Federal	GW	DRL	C
N DUCK CREEK 9M-22-8-21	22	080S	210E	4304734901		Federal	GW	APD	C
N DUCK CREEK 11M-22-8-21	22	080S	210E	4304734902		Federal	GW	APD	C
NDC 10W-25-8-21	25	080S	210E	4304734923		Federal	GW	APD	C
N DUCK CREEK 3M-27-8-21	27	080S	210E	4304734900		Federal	GW	APD	C
NDC 11M-27-8-21	27	080S	210E	4304734952	13809	Federal	GW	DRL	C
NDC 9M-27-8-21	27	080S	210E	4304734956		Federal	GW	APD	C
NDC 1M-27-8-21	27	080S	210E	4304734957		Federal	GW	APD	C
NDC 15M-28-8-21	28	080S	210E	4304734958		Federal	GW	APD	C
GB 7W-36-8-21	36	080S	210E	4304734893		State	GW	APD	
GB 3W-36-8-21	36	080S	210E	4304734894	13791	State	GW	DRL	
GB 5W-36-8-21	36	080S	210E	4304734925	13808	State	GW	DRL	
GB 4W-36-8-21	36	080S	210E	4304734926		State	GW	APD	
WRU EIH 9W-26-8-22	26	080S	220E	4304735047		Federal	GW	APD	C
NC 8M-32-8-22	32	080S	220E	4304734897		State	GW	APD	
NC 3M-32-8-22	32	080S	220E	4304734899		State	GW	APD	
NC 11M-32-8-22	32	080S	220E	4304735040		State	GW	NEW	
WRU EIH 10W-35-8-22	35	080S	220E	4304735046	13544	Federal	GW	DRL	C

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: 6/2/2003
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/2/2003
3. The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/19/2003
4. Is the new operator registered in the State of Utah: YES Business Number: 5292864-0151
5. 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: 9/11/2003

2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 9/11/2003

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:

SEI (N4235) to QEP (N2460)

well name	Sec	T	R	api DOGM	Entity	type	stat	
WV 14W-4-8-21	04	080S	210E	4304734040		Federal	GW	APD C
WV 16W-4-8-21	04	080S	210E	4304734041		Federal	GW	APD C
WV 5W-36-7-21	36	070S	210E	4304734099	13807	State	GW	DRL C
WV 16W-31-7-22	31	070S	220E	4304734257		Federal	GW	APD C
RED WASH 16W-19-7-22	19	070S	220E	4304734258		Federal	GW	APD C
WV 9W-16-7-21	16	070S	210E	4304734324		State	GW	APD
GH 6W-20-8-21	20	080S	210E	4304734331		Federal	GW	APD C
WV 10W-23-8-21	23	080S	210E	4304734341	13766	Federal	GW	PA C
WV 11W-23-8-21	23	080S	210E	4304734342		Federal	GW	APD C
WV 13W-23-8-21	23	080S	210E	4304734344		Federal	GW	APD C
WV 14W-23-8-21	23	080S	210E	4304734345		Federal	GW	APD C
WV 15W-23-8-21	23	080S	210E	4304734346		Federal	GW	APD C
WV 7W-31-7-22	31	070S	220E	4304734379		Federal	GW	APD C
WV 9W-30-7-22	30	070S	220E	4304734381		Federal	GW	APD C
WV 10W-25-7-21	25	070S	210E	4304734382		Federal	GW	APD C
WV 10W-26-7-21	26	070S	210E	4304734383		Federal	GW	APD C
WV 14W-30-7-22	30	070S	220E	4304734384	13750	Federal	GW	DRL C
WV 15W-27-7-21	27	070S	210E	4304734385		Federal	GW	APD C
GH 8W-20-8-21	20	080S	210E	4304734393		Federal	GW	APD C
SU PURDY 3W-30-7-22	30	070S	220E	4304734394		Federal	GW	APD C
STIRRUP UNIT 10G-5-8-22	05	080S	220E	4304734396		Federal	OW	APD C
WV 10W-35-7-21	35	070S	210E	4304734397		Federal	GW	APD C
WV 16G-6-8-22	06	080S	220E	4304734404		Federal	OW	APD C
SU 4W-26-7-21	26	070S	210E	4304734408		Federal	GW	APD C
STIRRUP U 12W-6-8-22	06	080S	220E	4304734449		Federal	GW	APD C
STIRRUP U 10W-6-8-22	06	080S	220E	4304734451		Federal	GW	APD C
STIRRUP U 8W-5-8-22	05	080S	220E	4304734453		Federal	GW	APD C
STIRRUP U 6W-5-8-22	05	080S	220E	4304734454		Federal	GW	APD C
WV EXT 10W-17-8-21	17	080S	210E	4304734561	13744	Federal	GW	P C
STIRRUP U 7G-5-8-22	05	080S	220E	4304734609		Federal	OW	APD C
STIRRUP U 9G-5-8-22	05	080S	220E	4304734610		Federal	OW	APD C
STIRRUP U 9G-6-8-22	06	080S	220E	4304734611		Federal	OW	APD C
OU GB 10W-16-8-22	16	080S	220E	4304734616		State	GW	APD C
OU GB 14W-16-8-22	16	080S	220E	4304734619		State	GW	APD C
OU GB 16W-20-8-22	20	080S	220E	4304734633		Federal	GW	APD C
OU WIH 15W-21-8-22	21	080S	220E	4304734634		Federal	GW	APD C
OU GB 8W-17-8-22	17	080S	220E	4304734647		Federal	GW	APD C
OU GB 11W-15-8-22	15	080S	220E	4304734648	13822	Federal	GW	DRL C
OU GB 16W-16-8-22	16	080S	220E	4304734655	13815	State	GW	DRL C
OU GB 1W-16-8-22	16	080S	220E	4304734656		State	GW	APD C
OU GB 8W-16-8-22	16	080S	220E	4304734660	13769	State	GW	DRL C
OU GB 3W-15-8-22	15	080S	220E	4304734677		Federal	GW	APD C
OU GB 4W-21-8-22	21	080S	220E	4304734685	13772	Federal	GW	P C
OU WIH 2W-21-8-22	21	080S	220E	4304734687	13837	Federal	GW	PA C
OU GB 9W-16-8-22	16	080S	220E	4304734692		State	GW	APD C
OU WIH 1W-21-8-22	21	080S	220E	4304734693		Federal	GW	APD C
OU GB 7G-19-8-22	19	080S	220E	4304734694		Federal	OW	APD C
OU GB 5G-19-8-22	19	080S	220E	4304734695	13786	Federal	OW	P C
OU GB 8W-20-8-22	20	080S	220E	4304734706		Federal	GW	APD C
OU SG 14W-15-8-22	15	080S	220E	4304734710	13821	Federal	GW	DRL C
OU SG 15W-15-8-22	15	080S	220E	4304734711	13790	Federal	GW	DRL C
OU SG 16W-15-8-22	15	080S	220E	4304734712	13820	Federal	GW	DRL C
OU SG 4W-15-8-22	15	080S	220E	4304734713	13775	Federal	GW	DRL C
OU SG 12W-15-8-22	15	080S	220E	4304734714	13828	Federal	GW	DRL C
OU SG 5W-15-8-22	15	080S	220E	4304734715		Federal	GW	APD C
OU SG 6W-15-8-22	15	080S	220E	4304734716	13865	Federal	GW	PA C
OU SG 8W-15-8-22	15	080S	220E	4304734717	13819	Federal	GW	DRL C

SEI (N4235) to QEP (N2460)

well name	Sec	T	R	api DOGM	Entity	type	stat	
OU SG 9W-15-8-22	15	080S	220E	4304734718	13773	Federal	GW	P C
OU SG 1W-15-8-22	15	080S	220E	4304734720		Federal	GW	APD C
OU SG 2W-15-8-22	15	080S	220E	4304734721		Federal	GW	APD C
OU SG 7W-15-8-22	15	080S	220E	4304734722		Federal	GW	APD C
GYP SUM HILLS 13HG-17-8-22	17	080S	210E	4304734723	13765	Federal	GW	DRL C
OU GB 14SG-29-8-22	29	080S	220E	4304734743		Federal	GW	APD C
OU GB 16SG-29-8-22	29	080S	220E	4304734744	13771	Federal	GW	DRL C
OU GB 13W-10-8-22	10	080S	220E	4304734754	13774	Federal	GW	P C
OU GB 6W-21-8-22	21	080S	220E	4304734755	13751	Federal	GW	P C
OU SG 10W-10-8-22	10	080S	220E	4304734764		Federal	GW	DRL C
OU SG 15W-10-8-22	10	080S	220E	4304734765	13849	Federal	GW	DRL C
OU GB 14W-10-8-22	10	080S	220E	4304734768	13781	Federal	GW	P C
OU SG 16W-10-8-22	10	080S	220E	4304734784	13777	Federal	GW	P C
OU GB 15G-16-8-22	16	080S	220E	4304734829		State	OW	DRL
BASER WASH 6W-7-7-22	07	070S	220E	4304734837		Federal	GW	APD C
GB 5G-15-8-22	15	080S	220E	4304734876		Federal	OW	APD C
GB 4G-21-8-22	21	080S	220E	4304734882		Federal	OW	APD C
W IRON HORSE 2W-28-8-22	28	080S	220E	4304734883		Federal	GW	APD C
OU GB 8WX-29-8-22	29	080S	220E	4304734884		Federal	GW	APD C
GB 7W-36-8-21	36	080S	210E	4304734893		State	GW	APD
GB 3W-36-8-21	36	080S	210E	4304734894	13791	State	GW	DRL
NC 8M-32-8-22	32	080S	220E	4304734897		State	GW	APD
NC 3M-32-8-22	32	080S	220E	4304734899		State	GW	APD
N DUCK CREEK 3M-27-8-22	27	080S	210E	4304734900		Federal	GW	APD C
N DUCK CREEK 9M-22-8-22	22	080S	210E	4304734901		Federal	GW	APD C
N DUCK CREEK 11M-22-8-22	22	080S	210E	4304734902		Federal	GW	APD C
NDC 10W-25-8-21	25	080S	210E	4304734923		Federal	GW	APD C
GB 5W-36-8-21	36	080S	210E	4304734925	13808	State	GW	DRL
GB 4W-36-8-21	36	080S	210E	4304734926		State	GW	APD
WV EXT 1W-17-8-21	17	080S	210E	4304734927		Federal	GW	APD C
WV EXT 8W-17-8-21	17	080S	210E	4304734929	13792	Federal	GW	DRL C
NDC 11M-27-8-21	27	080S	210E	4304734952	13809	Federal	GW	DRL C
NDC 9M-27-8-21	27	080S	210E	4304734956		Federal	GW	APD C
NDC 1M-27-8-21	27	080S	210E	4304734957		Federal	GW	APD C
NDC 15M-28-8-21	28	080S	210E	4304734958		Federal	GW	APD C
NC 11M-32-8-22	32	080S	220E	4304735040		State	GW	NEW
RED WASH U 34-27C	27	070S	240E	4304735045		Federal	GW	APD C
WRU EIH 10W-35-8-22	35	080S	220E	4304735046	13544	Federal	GW	DRL C
WRU EIH 9W-26-8-22	26	080S	220E	4304735047		Federal	GW	APD C
WRU EIH 15W-26-8-22	26	080S	220E	4304735048		Federal	GW	APD C
WRU EIH 1W-35-8-22	35	080S	220E	4304735049		Federal	GW	APD C
WRU EIH 9W-35-8-22	35	080S	220E	4304735050		Federal	GW	APD C
WRU EIH 7W-35-8-22	35	080S	220E	4304735051		Federal	GW	APD C
WRU EIH 2W-35-8-22	35	080S	220E	4304735052		Federal	GW	APD C

001

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

FORM 3

APPLICATION FOR PERMIT TO DRILL
1A. TYPE OF WORK: DRILL [X] REENTER [] DEEPEN []
B. TYPE OF WELL [] OIL [X] GAS OTHER [] SINGLE ZONE [X] MULTIPLE ZONE []
2. NAME OF OPERATOR: SHENANDOAH ENERGY, INC.
3. ADDRESS OF OPERATOR: 11002 E. 17500 S. CITY VERNAL STATE UT ZIP 84078 PHONE NUMBER: (435) 781-4341
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 712' FNL 839' FWL AT PROPOSED PRODUCING ZONE: SAME
5. MINERAL LEASE NO: ML-22051 6. SURFACE: TRIBAL
7. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE TRIBE
8. UNIT OF CA AGREEMENT NAME: N/A
9. WELL NAME and NUMBER: GB 4W-36-8-21
10. FIELD AND POOL, OR WILDCAT: NATURAL BUTTES
11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNW 36 8S 21E
12. COUNTY: UINTAH 13. STATE: UTAH
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 39+/- MILES WEST OF VERNAL, UTAH
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE(FEET): 712' +/-
16. NUMBER OF ACRES IN LEASE: 400
17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 40
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET): 1000' +/-
19. PROPOSED DEPTH: 7575'
20. BOND DESCRIPTION: 04127294
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 4729' KB
22. APPROXIMATE DATE WORK WILL START: ASAP
23. ESTIMATED DURATION: 10 DAYS

24 PROPOSED CASING AND CEMENTING PROGRAM
Table with 4 columns: SIZE OF HOLE, CASING SIZE, GRADE, AND WEIGHT PER FOOT, SETTING DEPTH, CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT.
Rows include: 12 1/4" hole with 9 5/8" casing, 7 7/8" hole with 4 1/2" casing, and 7 7/8" hole with 4 1/2" casing.

25 ATTACHMENTS
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERATION GENERAL RULES:
[] WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER
[] COMPLETE DRILLING PLAN
[] EVIDNECE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER
[] FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OW

NAME (PLEASE PRINT) John Busch TITLE Construction Supervisor
SIGNATURE [Signature] DATE Feb 26. 03

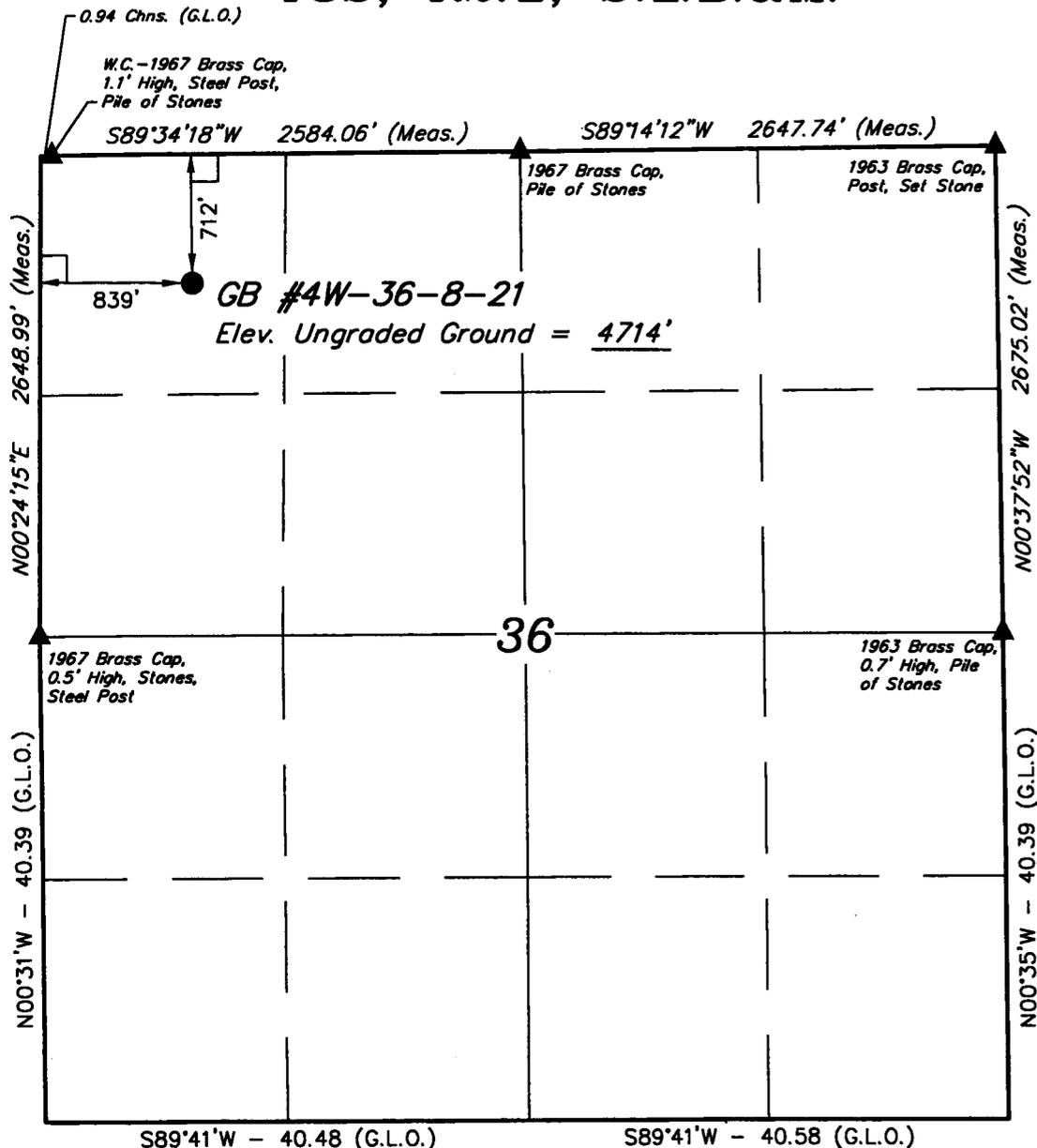
(This space for State use only)
API NUMBER ASSIGNED: 43-047-34926 APPROVAL:

(11/2001) Approved by the Utah Division of Oil, Gas and Mining
Date: 03-19-03
By: [Signature]

(See Instruction on Reverse Side)

RECEIVED
MAR 03 2003
DIV. OF OIL, GAS & MINING

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



LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

(NAD 83)
 LATITUDE = 40°05'06.51" (40.085142)
 LONGITUDE = 109°30'29.62" (109.508228)

QUESTAR EXPLORATION & PRODUCTION

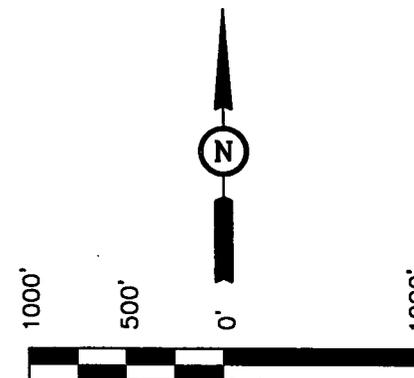
Well location, GB #4W-36-8-21, located as shown in the NW 1/4 NW 1/4 of Section 36, T8S, R21E, S.L.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK 20EAM LOCATED IN THE SE 1/4 OF SECTION 35, T8S, R21E, S.L.B.&M. TAKEN FROM THE OURAY SE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4697 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

CERTIFICATE

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

F. Kohl

REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING

85 SOUTH 200 EAST - VERNAL, UTAH 84078

(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 02-19-03	DATE DRAWN: 02-21-03
PARTY D.A. J.A. D.COX	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE QUESTAR EXPLORATION & PRODUCTION	

DRILLING PROGRAM

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

1. Formation Tops

The estimated tops of important geologic markers are as follows:

<u>Formation</u>	<u>Depth</u>	<u>Prod. Phase Anticipated</u>
Uinta	Surface	
Green River	2449'	
Mahogany Ledge	3079'	
Wasatch	5569'	
TD (Wasatch)	7575'	

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

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

<u>Substance</u>	<u>Formation</u>	<u>Depth</u>
Oil/Gas	Wasatch	7575'

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

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

DRILLING PROGRAM

3. Surface Ownership

The well pad and access road are located on lands owned by the Ute Tribe.

4. Operator's Specification for Pressure Control Equipment:

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

5. Casing Program

	<u>Depth</u>	<u>Hole Size</u>	<u>Csg Size</u>	<u>Type</u>	<u>Weight</u>
Surface	450'	12-1/4"	9-5/8"	K-55	36lb/ft (new)
Production	7575'	7-7/8"	4-1/2"	J-55	11.6lb/ft (new)

6. Auxiliary Equipment

- A. Kelly Cock – yes
- B. Float at the bit – no
- C. Monitoring equipment on the mud system – visually
- D. Full opening safety valve on the rig floor – yes
- E. Rotating Head – yes
- F. The blooie line shall be at least 6" in diameter and extend at least 100' from the well bore into the reserve/blooie pit.

DRILLING PROGRAM

- G. Blooie line ignition shall be provided by a continuous pilot (ignited when drilling below 500’).
 - H. Compressor shall be tied directly to the blooie line through a manifold.
 - I. A mister with a continuous stream of water shall be installed near the end of the blooie lines for dust suppression.
7. Surface hole will be drilled with air, air/mist, foam, or mud depending on hole conditions. Drilling below surface casing will be with water based drilling fluids consisting primarily of fresh water, bentonite, lignite, caustic, lime, soda ash and polymers. No chromates will be used. It is not intended to use oil in the mud, however, in the event it is used, oil concentration will be less than 4% by volume. Maximum anticipated mud weight is 9.5 ppg.

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

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

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

8. Testing, logging and coring program

- A. Cores – none anticipated
- B. DST – none anticipated

Logging – Mud logging – 4500 to TD
GR-SP-Induction
Neutron Density
MRI

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

DRILLING PROGRAM

9. Cementing Program

<u>Casing</u>	<u>Volume</u>	<u>Type & Additives</u>
Surface	257 sx	Premium Plus single slurry mixed to 15.6 ppg, yield = 1.18 cf/sx. Fill to surface with 160 cf (257 sx) calculated. Tail plug used. Allowed to set under pressure
Production	673 sx* Lead 452 sx* Tail	Lead/Tail oilfield type cement circulated in place . Tail slurry: Extended Class "G" + gilsonite and additives as required, mixed to 14.35 ppg, yield = 1.25 cf/sx. Fill to 5900' ($\pm 300'$ above top of Lower Wasatch). Cement Characteristics: Lead slurry: Extended, Lite, Hi-fill + extender and additives as required, mixed to 11.0 ppg, yield = 3.81 cf/sx. Fill to surface. Tail plug used. Allowed to set under pressure.

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

10. Anticipated Abnormal Pressures and Temperatures, Other Potential Hazards

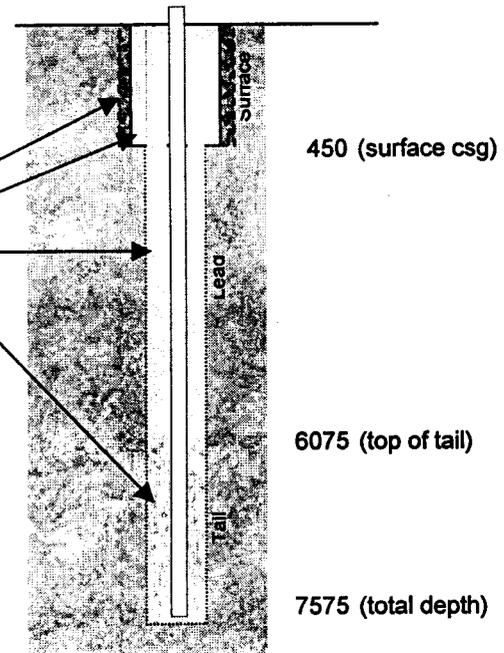
No abnormal temperatures or pressures are anticipated. No H₂S has been encountered in or known to exist from previous wells drilled to similar depths in the general area. Maximum anticipated bottom hole pressure equals approximately 3030.0 psi. Maximum anticipated bottom hole temperature is 140° F.

Cement Calculations V2

x-rj (3j401)

Interval	wo factor	hole dia	csg dia	cf/f	yield	sxs/ft	feet	sxs
Surf Csg	1.2	12.25	9.625	0.673	1.18	0.571	450	257
Lead1	1.2	9.625	4.5	0.617	3.81	0.162	450	73
Lead2	1.2	7.875	4.5	0.377	3.81	0.099	6075	601
Tail	1.2	7.875	4.5	0.377	1.25	0.301	1500	452

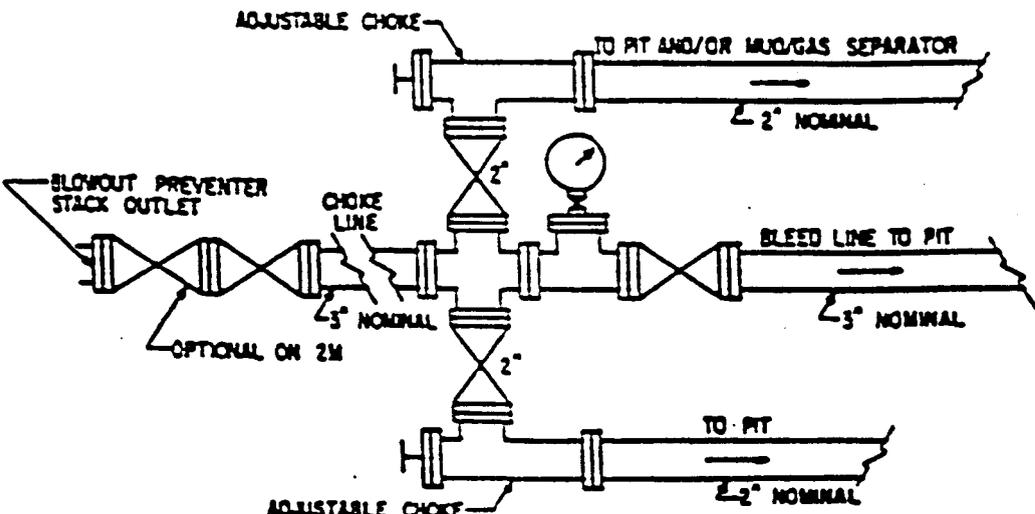
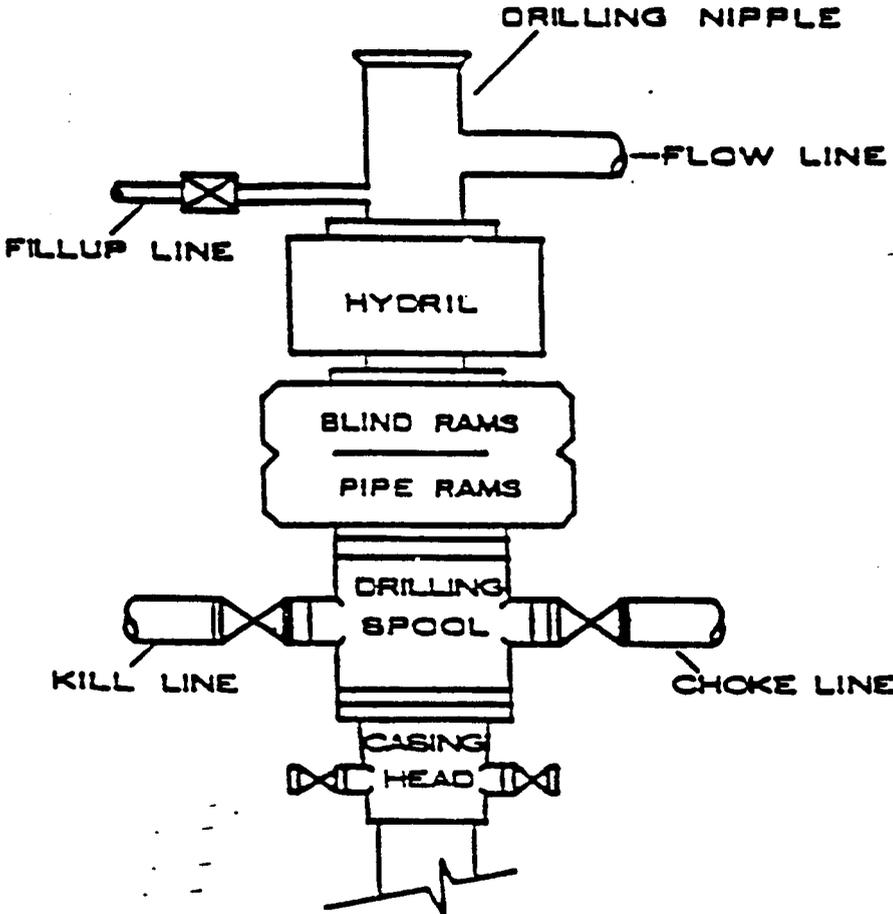
surf csg	257 sxs
total lead	673 sxs
total tail	452 sxs
total	1382 sxs



4W-36-8-21

Drilling Program

SCHEMATIC DIAGRAM OF 3,000 PSI BOP STACK



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.

February 27, 2003

John Busch

John Busch
Red Wash Operations Representative

Date

QUESTAR EXPLR. & PROD.

GB #4W-36-8-21

LOCATED IN UINTAH COUNTY, UTAH
SECTION 36, T8S, R21E, S.L.B.&M.

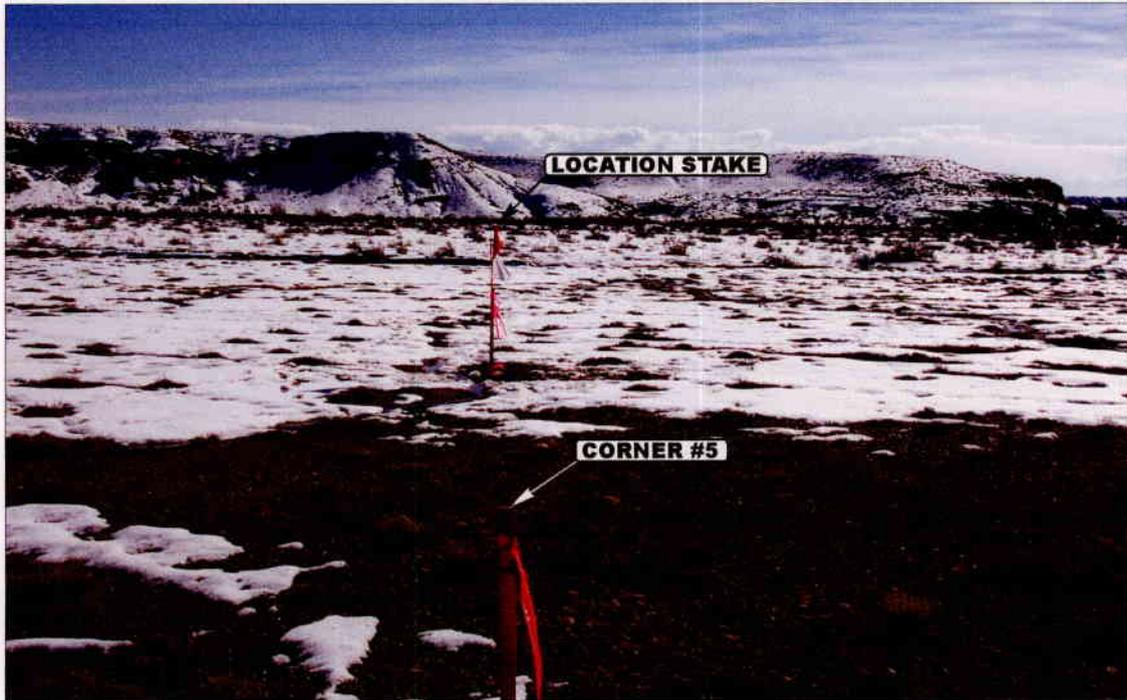


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: SOUTHERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: SOUTHWESTERLY



- Since 1964 -

U
E
L
S
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS

02 24 03
MONTH DAY YEAR

PHOTO

TAKEN BY: D.A.

DRAWN BY: P.M.

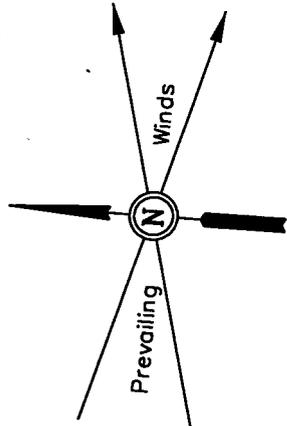
REVISED: 00-00-00

QUESTAR EXPLORATION & PRODUCTION

FIGURE #1

LOCATION LAYOUT FOR

GB #4W-36-8-21
SECTION 36, T8S, R21E, S.L.B.&M.
712' FNL 839' FWL



Proposed Access Road

SCALE: 1" = 50'
DATE: 02-21-03
Drawn By: D.COX

NOTE:
Flare Pit is to be located
a min. of 100' from the
Well Head.

Approx.
Top of
Cut Slope

Construct Diversion Ditch
Topsoil Stockpile

El. 18.2'
C-16.6'
(btm. pit)

Total Pit Capacity
W/2' of Freeboard
= 10,560 Bbls. ±
Total Pit Volume
= 2,930 Cu. Yds.

Reserve Pit Backfill
& Spoils Stockpile

RESERVE PITS
(12' Deep)
SLOPE 1-1/2 : 1

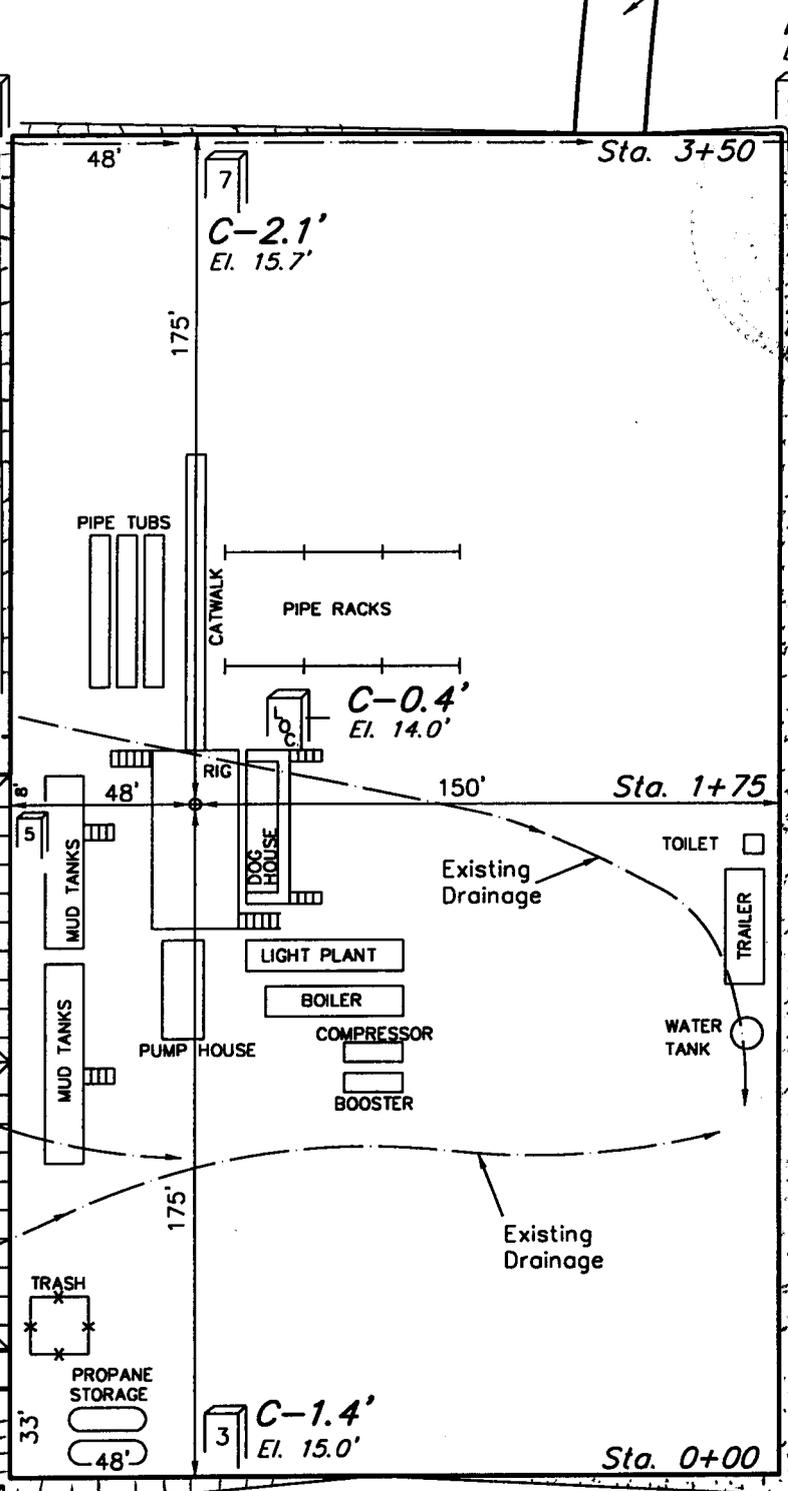
10' WIDE BENCH

El. 21.7'
C-20.1'
(btm. pit)

C-5.0'
El. 18.6'

NOTES:

Elev. Ungraded Ground At Loc. Stake = 4714.0'
FINISHED GRADE ELEV. AT LOC. STAKE = 4713.6'



F-1.0'
El. 12.6'

Approx.
Toe of
Fill Slope

F-2.1'
El. 11.5'

Existing Main Drainage

F-3.1'
El. 10.5'

QUESTAR EXPLORATION & PRODUCTION

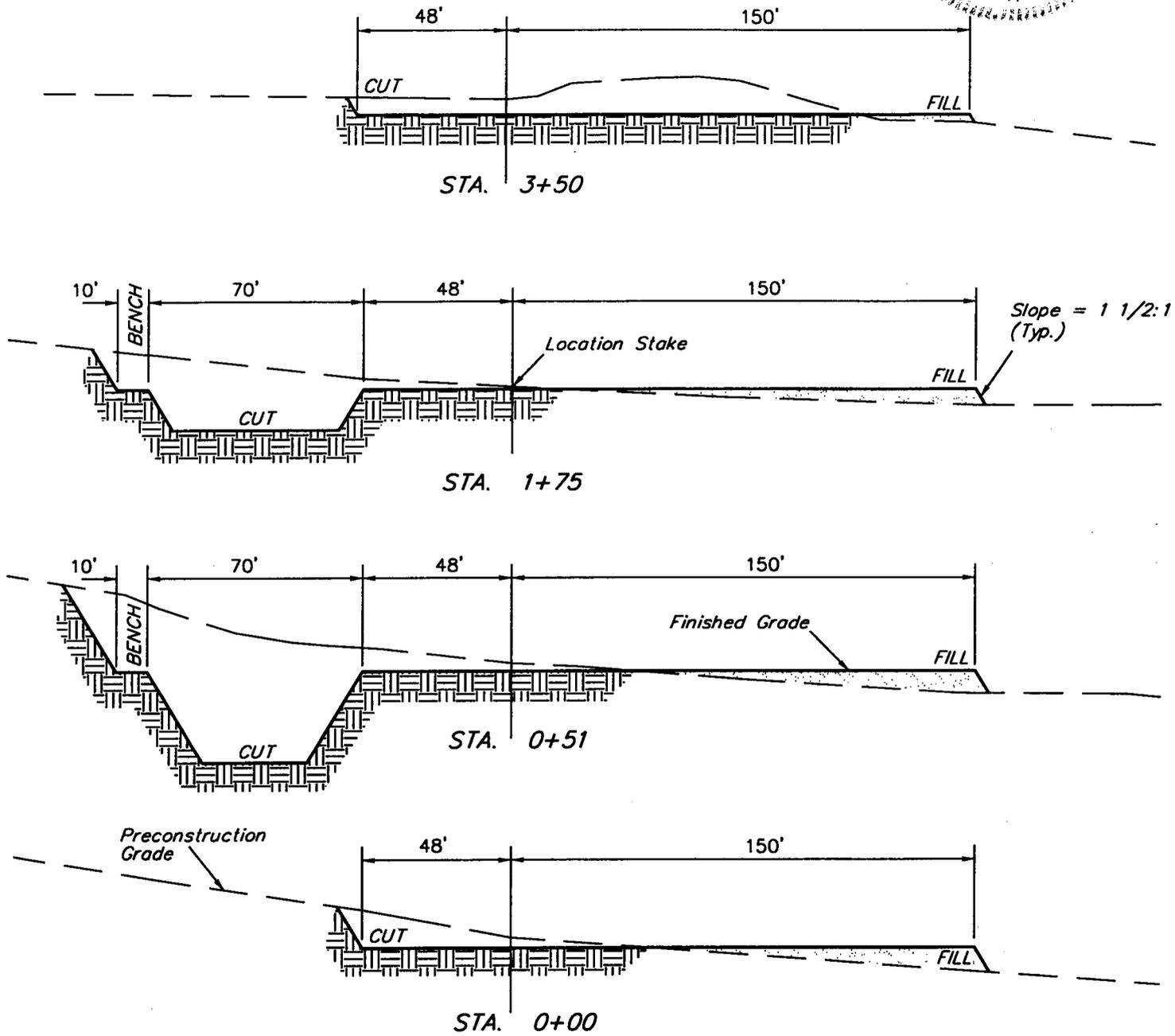
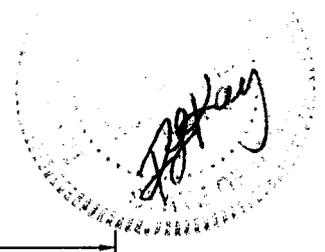
FIGURE #2

TYPICAL CROSS SECTIONS FOR

GB #4W-36-8-21
SECTION 36, T8S, R21E, S.L.B.&M.
712' FNL 839' FWL

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

DATE: 02-21-03
Drawn By: D.COX

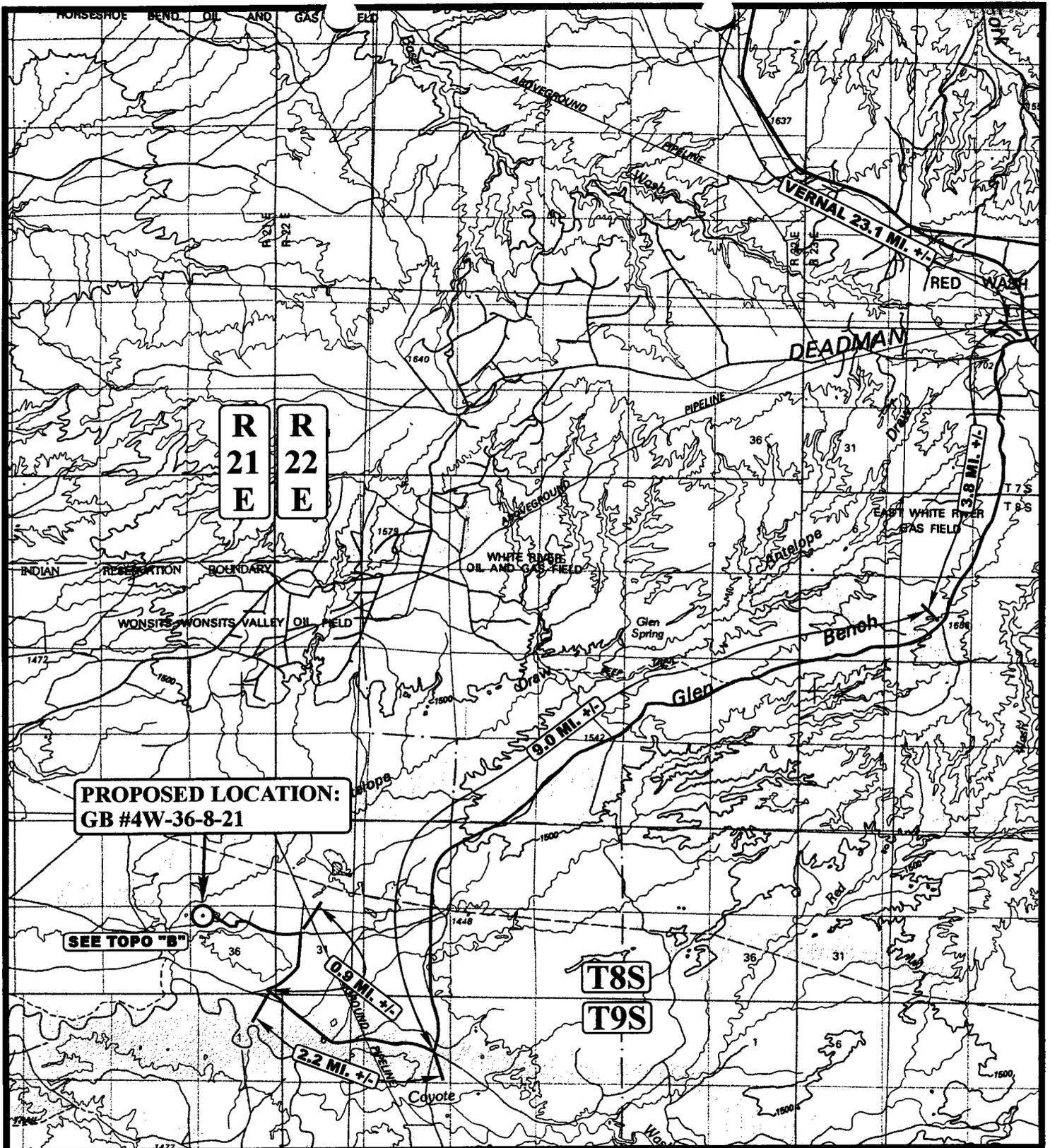


APPROXIMATE YARDAGES

CUT	
(12") Topsoil Stripping	= 3,070 Cu. Yds.
Remaining Location	= 5,960 Cu. Yds.
TOTAL CUT	= 9,030 CU.YDS.
FILL	= 3,490 CU.YDS.

EXCESS MATERIAL AFTER 5% COMPACTION	= 5,360 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 4,530 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 830 Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (435) 788-1017



**PROPOSED LOCATION:
GB #4W-36-8-21**

SEE TOPO "B"

LEGEND:

⊙ PROPOSED LOCATION

QUESTAR EXPLR. & PROD.

**GB #4W-36-8-21
SECTION 36, T8S, R21E, S.L.B.&M.
712' FNL 839' FWL**



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

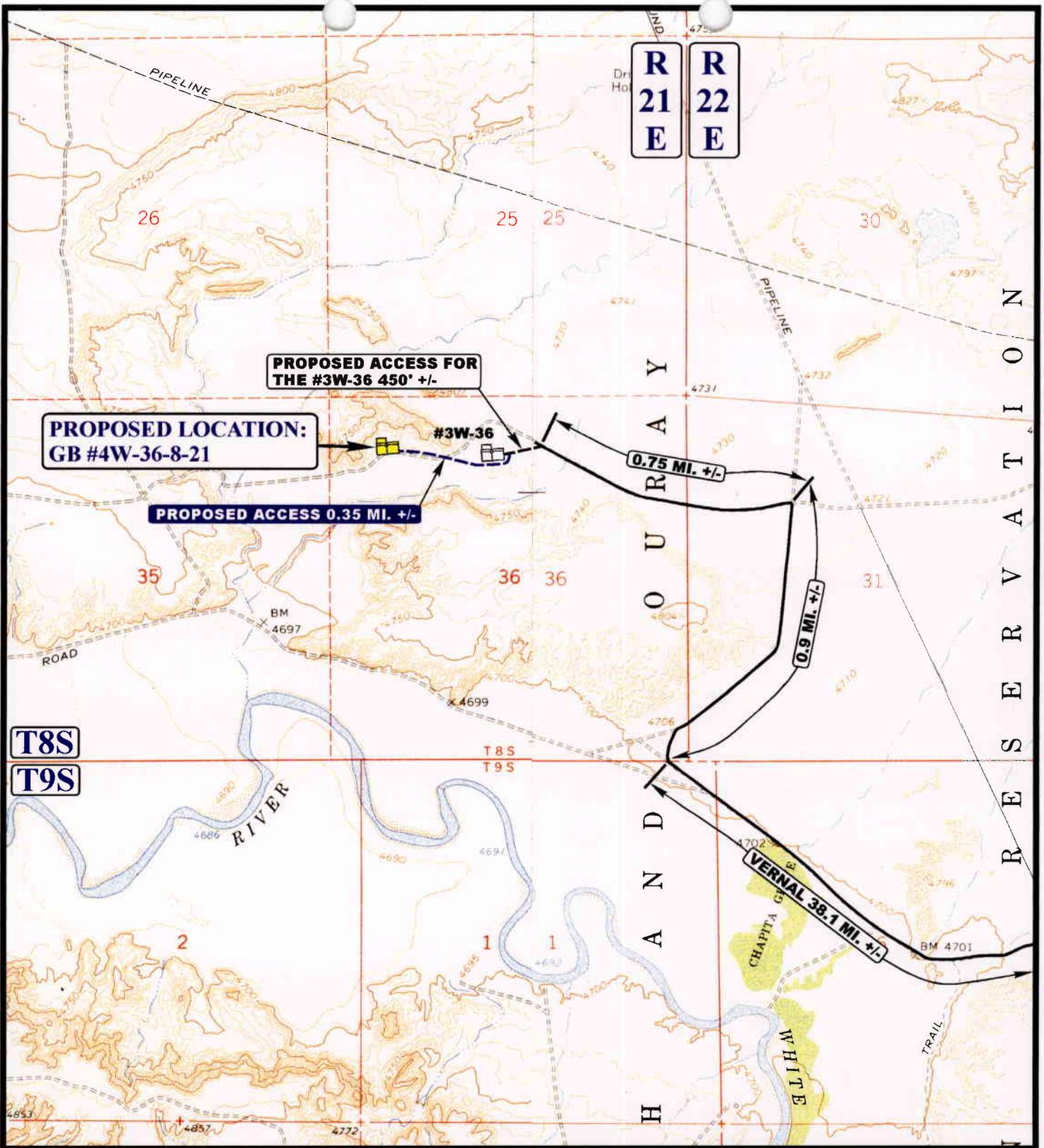


**TOPOGRAPHIC
MAP**

02	24	03
MONTH	DAY	YEAR

SCALE: 1:100,000 DRAWN BY: P.M. REVISED: 00-00-00





LEGEND:

- EXISTING ROAD
- PROPOSED ACCESS ROAD

QUESTAR EXPLR. & PROD.

GB #4W-36-8-21
SECTION 36, T8S, R21E, S.L.B.&M.
712' FNL 839' FWL



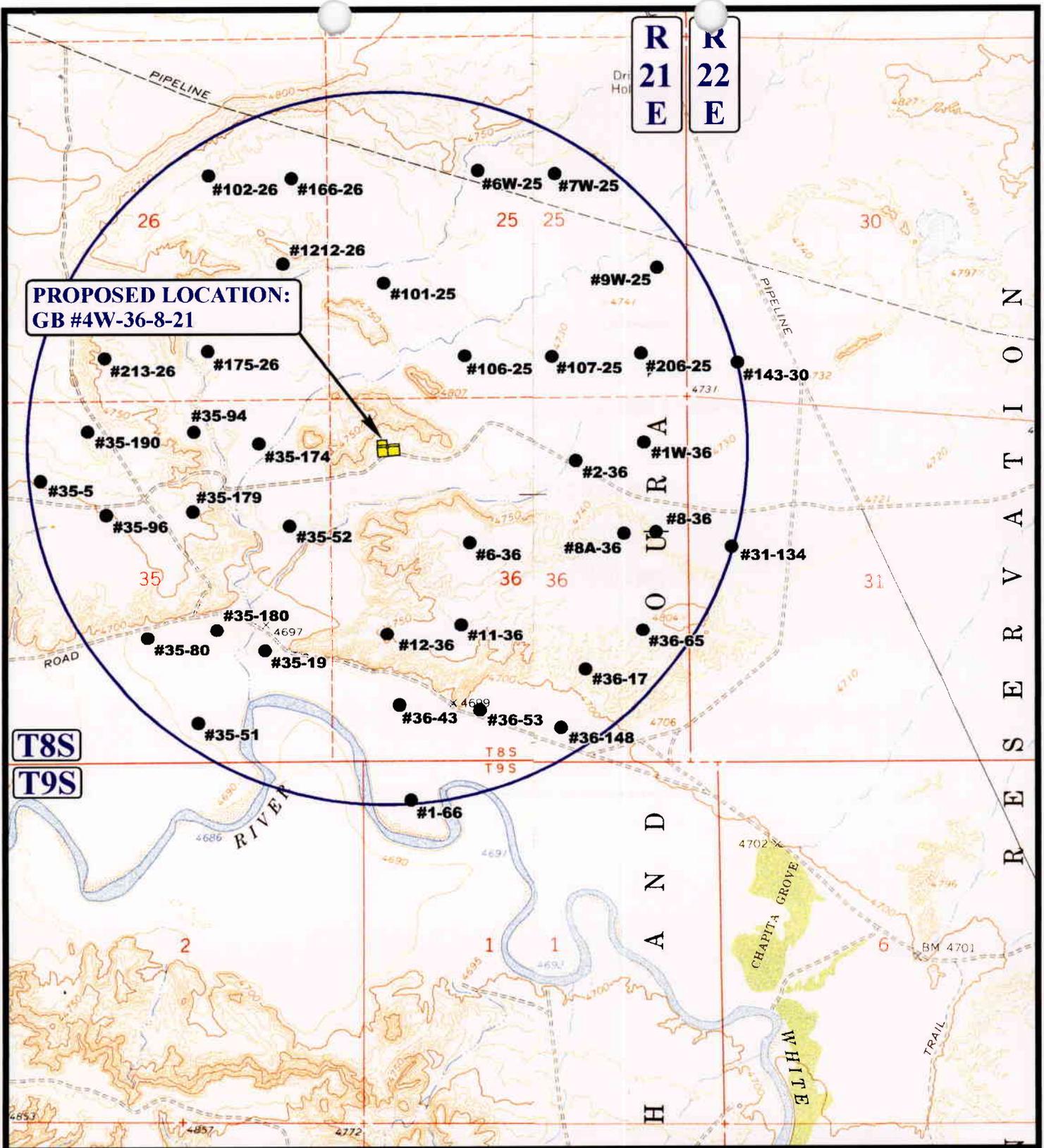
Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC 02 24 03
MAP MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: P.M. REVISED: 00-00-00





**PROPOSED LOCATION:
GB #4W-36-8-21**

T8S

T9S

LEGEND:

- ⊘ DISPOSAL WELLS
- PRODUCING WELLS
- ⬮ SHUT IN WELLS
- ⊘ WATER WELLS
- ⬮ ABANDONED WELLS
- ⬮ TEMPORARILY ABANDONED



QUESTAR EXPLR. & PROD.

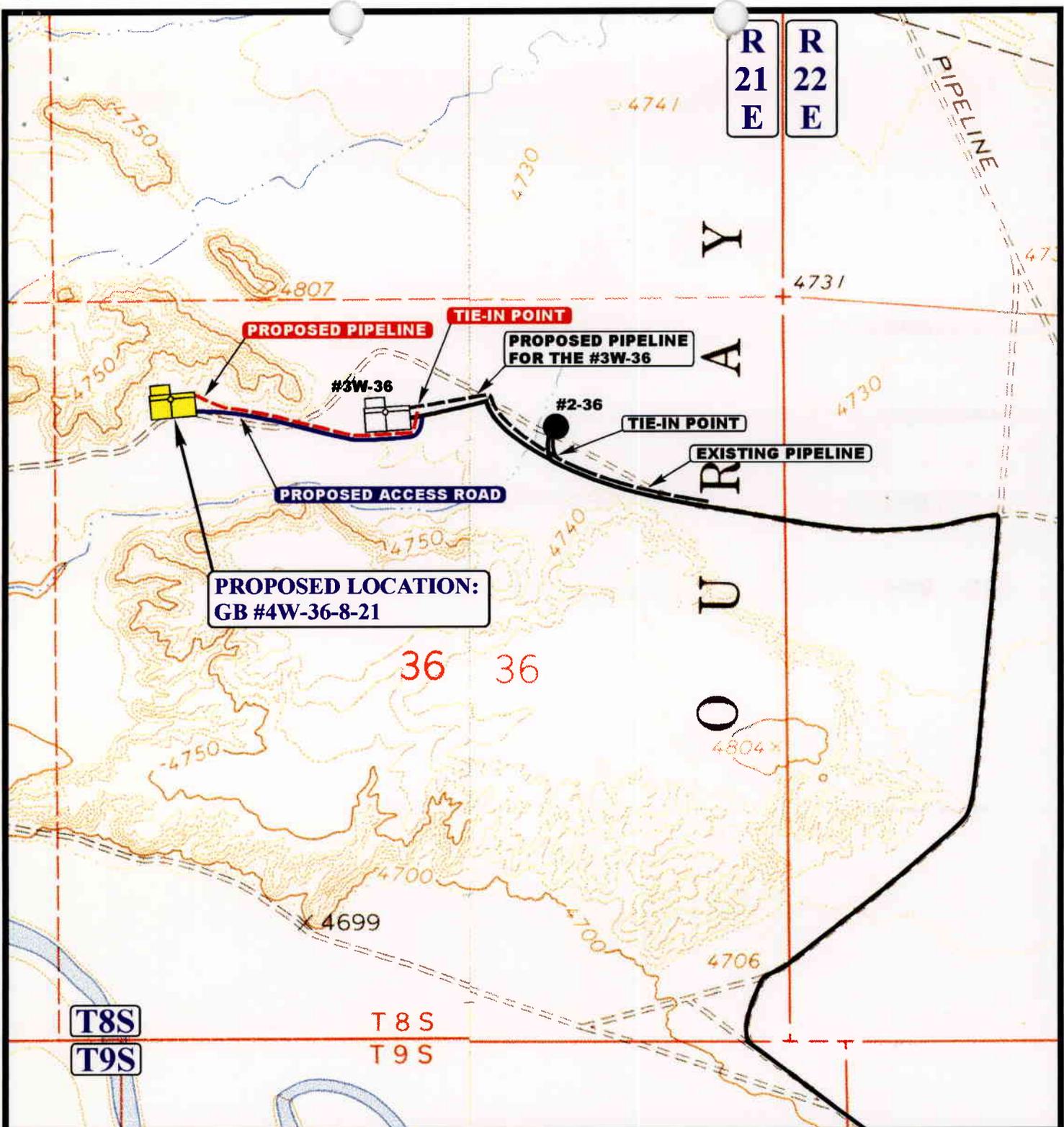
**GB #4W-36-8-21
SECTION 36, T8S, R21E, S.L.B.&M.
712' FNL 839' FWL**



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

TOPOGRAPHIC MAP 02 24 03
MONTH DAY YEAR
SCALE: 1" = 2000' | DRAWN BY: P.M. | REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 1,826' +/-

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING PIPELINE
-  PROPOSED PIPELINE



QUESTAR EXPLR. & PROD.

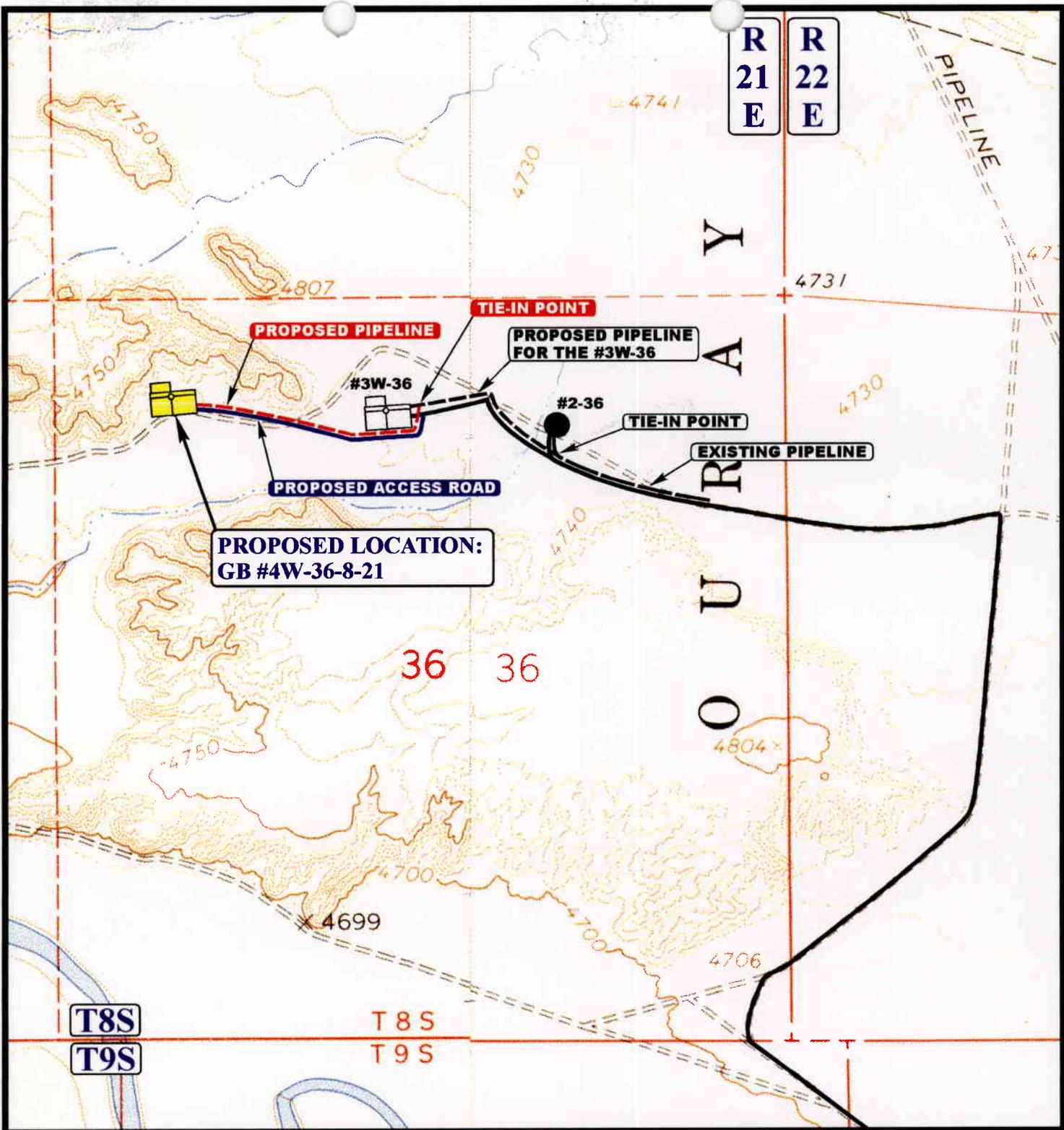
**GB #4W-36-8-21
SECTION 36, T8S, R21E, S.L.B.&M.
712' FNL 839' FWL**



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

TOPOGRAPHIC MAP 02 24 03
MONTH DAY YEAR
SCALE: 1" = 1000' DRAWN BY: P.M. REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 1,642' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- PROPOSED PIPELINE

QUESTAR EXPLR. & PROD.

**GB #4W-36-8-21
SECTION 36, T8S, R21E, S.L.B.&M.
712' FNL 839' FWL**



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

TOPOGRAPHIC MAP 02 24 03
MONTH DAY YEAR
SCALE: 1" = 1000' DRAWN BY: P.M. REVISED: 07-09-03



CONFIDENTIAL

003

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 03/03/2003

API NO. ASSIGNED: 43-047-34926

WELL NAME: GB 4W-36-8-21
OPERATOR: SHENANDOAH ENERGY INC (N4235)
CONTACT: JOHN BUSCH

PHONE NUMBER: 435-781-4341

PROPOSED LOCATION:

NWNW 36 080S 210E
SURFACE: 0712 FNL 0839 FWL
BOTTOM: 0712 FNL 0839 FWL
UINTAH
NATURAL BUTTES (630)

LEASE TYPE: 3 - State
LEASE NUMBER: ML-22051
SURFACE OWNER: 2 - Indian

PROPOSED FORMATION: WSTC

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	DKD	3/18/03
Geology		
Surface		

LATITUDE: 40.08510

LONGITUDE: 109.50765

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[] Ind[] Sta[3] Fee[]
(No. 04127294)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. 36125)
- RDCC Review (Y/N)
(Date:)
- Fee Surf Agreement (Y/N)

LOCATION AND SITING:

- R649-2-3.
Unit _____
- R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
- R649-3-3. Exception
- Drilling Unit
Board Cause No: 173-13
Eff Date: 12-31-98
Siting: 160' fr u boundary & 920' fr other wells.
- R649-3-11. Directional Drill

COMMENTS: _____

STIPULATIONS: ~~Federal Approval~~

1. STATEMENT OF BASIS

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

OPERATOR: SHENANDOAH ENERGY, INC.
WELL NAME & NUMBER: GB 4W-36-8-21
API NUMBER: 43-047-34926
LOCATION: 1/4,1/4 NW/NW Sec: 36 TWP: 8S RNG: 21E 839' FWL 712' FNL

Geology/Ground Water:

Shenandoah proposes to set 450' of surface casing at this location. The depth to the base of the moderately saline water at this location is estimated to be at a depth of 200'. A search of Division of Water Rights records shows no water wells within a 10,000 foot radius of the center of section 36 . The surface formation at this site is the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. The proposed casing and cement program should adequately protect any useable ground water at this location.

Reviewer: Brad Hill **Date:** 03/19/03

Surface:

Surface rights at the proposed location are owned by the Ute Indian Tribe. Shenandoah is responsible for obtaining any rights-of-way or surface permits needed from the Ute Tribe.

Reviewer: Brad Hill **Date:** 03/19/03

Conditions of Approval/Application for Permit to Drill:

None.

UTAH DIVISION OF WATER RIGHTS
WATER RIGHT POINT OF DIVERSION PLOT CREATED WED, MAR 19, 2003, 9:43 AM
PLOT SHOWS LOCATION OF 0 POINTS OF DIVERSION

PLOT OF AN AREA WITH A RADIUS OF 10000 FEET FROM A POINT
FEET, FEET OF THE CT CORNER,
SECTION 36 TOWNSHIP 8S RANGE 21E SL BASE AND MERIDIAN

PLOT SCALE IS APPROXIMATELY 1 INCH = 4000 FEET

N O R T H

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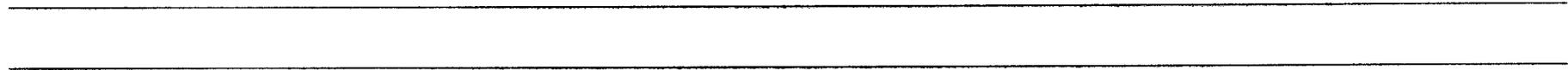
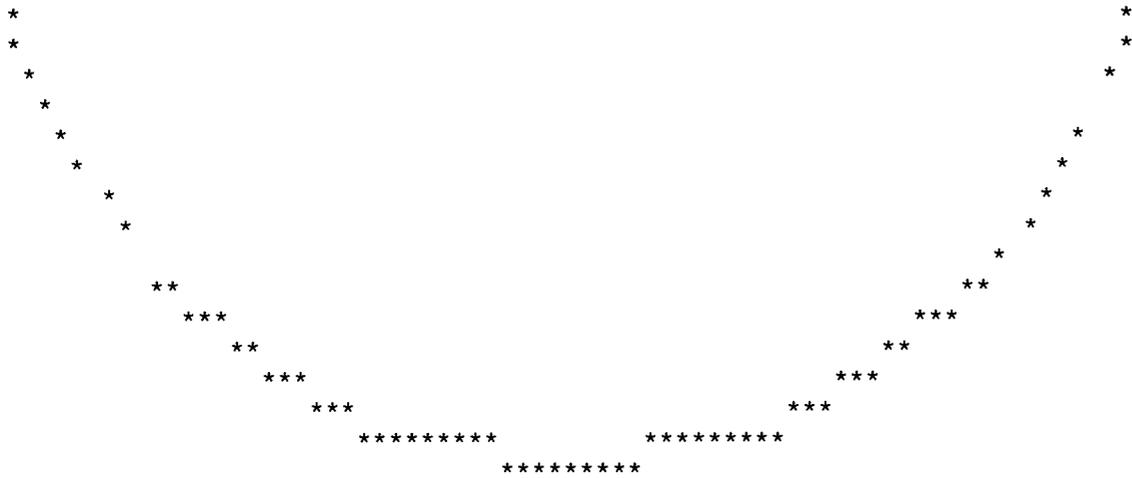
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Casing Schematic

Surface

Uinta

9-5/8"
MW 8.4
Frac 19.3

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

W/20% washout

2449' -
Green River

3079' -
Mahogany ledge

5569' -
Washatch

5858' -
TOC rail

W/15% washout

4-1/2"
MW 9.5

Production
7575. MD

BOP
 $(0.052)(9.5)(7575) = 3742 \text{ psi}$
 Anticipated = 3000 psi

Gas
 $(0.12)(7575) = 909 \text{ psi}$

MASP = 2833 psi

3 in BOPE propose to

Adequate DAD 3/18/03



Well name:	03-03 Shenandoah GB 4W-36-8-21	
Operator:	Shenandoah Energy Inc.	Project ID:
String type:	Surface	43-047-34926
Location:	Uintah County	

Design parameters:

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

Minimum design factors:

Collapse:
Design factor 1.125

Burst:
Design factor 1.00

Environment:

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

Cement top: Surface

Burst

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

No backup mud specified.

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

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

Non-directional string.

Re subsequent strings:

Next setting depth: 7,575 ft
Next mud weight: 9.500 ppg
Next setting BHP: 3,738 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 450 ft
Injection pressure 450 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	450	9.625	36.00	K-55	ST&C	450	450	8.765	32

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	196	2020	10.29	222	3520	15.85	16	423	26.11 J

Prepared by: Dustin K. Doucet
Utah Dept. of Natural Resources

Phone: 801-538-5281
FAX: 801-359-3940

Date: March 18, 2003
Salt Lake City, Utah

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

Burst strength is not adjusted for tension.

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

Well name:	03-03 Shenandoah GB 4W-36-8-21	
Operator:	Shenandoah Energy Inc.	Project ID:
String type:	Production	43-047-34926
Location:	Uintah County	

Design parameters:

Collapse

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

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.494 psi/ft
 Calculated BHP: 3,738 psi

No backup mud specified.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

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

Tension is based on air weight.
 Neutral point: 6,499 ft

Environment:

H2S considered? No
 Surface temperature: 65 °F
 Bottom hole temperature: 152 °F
 Temperature gradient: 1.15 °F/100ft
 Minimum section length: 1,500 ft

Cement top: Surface

Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
2	1500	4.5	11.60	N-80	LT&C	1500	1500	3.875	34.8
1	6075	4.5	11.60	J-55	ST&C	7575	7575	3.875	140.8

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
2	740	5705	7.71	740	7780	10.51	88	223	2.54 J
1	3738	4960	1.33	3738	5350	1.43	70	154	2.19 J

Prepared by: Dustin K. Doucet
 Utah Dept. of Natural Resources

Phone: 801-538-5281
 FAX: 801-359-3940

Date: March 18, 2003
 Salt Lake City, Utah

ENGINEERING STIPULATIONS:

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

Burst strength is not adjusted for tension.

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

004



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

1594 West North Temple, Suite 1210
PO Box 145801
Salt Lake City, Utah 84114-5801
(801) 538-5340 telephone
(801) 359-3940 fax
(801) 538-7223 TTY
www.nr.utah.gov

Michael O. Leavitt
Governor
Robert L. Morgan
Executive Director
Lowell P. Braxton
Division Director

March 19, 2003

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

Re: GB 4W-36-8-21 Well, 712' FNL, 839' FWL, NW NW, Sec. 36, T. 8 South, R. 21 East, Uintah County, Utah

Gentlemen:

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

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-34926.

Sincerely,

A handwritten signature in black ink, appearing to read 'John R. Baza'.

John R. Baza
Associate Director

mj

Enclosures

cc: Uintah County Assessor
SITLA

Operator: Shenandoah Energy, Inc.
Well Name & Number GB 4W-36-8-21
API Number: 43-047-34926
Lease: ML-22051

Location: NW NW **Sec.** 36 **T.** 8 South **R.** 21 East

Conditions of Approval

1. **General**

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

2. **Notification Requirements**

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

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

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

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

3. **Reporting Requirements**

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

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

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



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

In Reply Refer To:
3106
(UT-924)

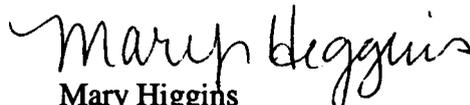
July 21, 2003

Memorandum

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

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

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


Mary Higgins
Acting Chief, Branch of
Minerals Adjudication

Enclosure

1. Eastern States Letter
2. List of leases

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

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JUL 29 2003

DIV. OF OIL, GAS & MINING

Exhibit of Leases

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

QUESTAR
EXPLORATION AND PRODUCTION/UINTAH BASIN DIVISION
11002 EAST 17500 SOUTH, VERNAL, UT 84078

July 29, 2003

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

Attention: Diana Mason

QEP, Uintah Basin Inc. GB 4W-36-8-21 access road was moved 50' per a request by Cecil Cornpeach Ute Tribe Energy and Minerals department due to an arch site located near the access road. I have enclosed two copies of the revised TOPO D map for your files. Please update your copies of this right of way.

If you have any questions regarding this matter please contact Raleen Searle at (435) 781-4309.

Thank you,



Raleen Searle
Regulatory Affairs Analyst

Cc: BIA - Ft. Duchesne
BLM - Vernal Field Office

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JUL 31 2003
DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

007

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

5. Lease Designation and Serial No.
ML-22051

6. If Indian, Allottee or Tribe Name
UTE TRIBE

7. If Unit or CA, Agreement Designation
N/A

8. Well Name and No.
GB 4W-36-8-21

9. API Well No.
43-047-34926

10. Field and Pool, or Exploratory Area
NATURAL BUTTES

11. County or Parish, State
UINTAH, UTAH

SUBMIT IN TRIPLICATE

1. Type of Well
Oil Gas
Well Well Other

2. Name of Operator
QEP UINTA BASIN, INC.
Contact: John Busch
Email: john.busch@questar.com

3. Address and Telephone No
11002 E. 17500 S. VERNAL, UT 84078-8526 (435) 781-4341

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
712'FNL 839' FWL NWNW SEC 36 T8S R21E

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>APD Extension</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)

QEP Uinta Basin, Inc. hereby requests a 1 year extension on the APD for the GB 4W-36-8-21.

**Approved by the
Utah Division of
Oil, Gas and Mining**
Date: 04/01/04
By: [Signature]

COPY SENT TO OPERATOR
Date: 4-2-04
Initials: CB

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MAR 29 2004
DIV. OF OIL, GAS & MINING

14. I hereby certify that the foregoing is true and correct.
Signed John Busch Title OPERATIONS Date 3/25/2004

(This space for Federal or State office use)

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

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

**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 43-047-34926
Well Name: GB 4W-36-8-21
Location: 712'FNL 839'FWL NWNW SEC 36 T8S R21E
Company Permit Issued to: QEP UINTA BASIN, INC.
Date Original Permit Issued: 3/19/2003

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes No

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes No

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes No

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes No

Has the approved source of water for drilling changed? Yes No

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes No

Is bonding still in place, which covers this proposed well? Yes No

John Busch
Signature

3/25/2004
Date

Title: OPERATIONS

Representing: QEP UINTA BASIN, INC.

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MAR 29 2004
DIV. OF OIL, GAS & MINING

008

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 checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-22051
2. NAME OF OPERATOR: QEP UINTA BASIN, INC.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: TRIBAL
3. ADDRESS OF OPERATOR: 11002 E. 17500 S. CITY VERNAL STATE UT ZIP 84078		7. UNIT or CA AGREEMENT NAME: N/A
4. LOCATION OF WELL FOOTAGES AT SURFACE: 712' FNL, 839' FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNW 36 8S 21E		8. WELL NAME and NUMBER: GB 4W-36-8-21
PHONE NUMBER: (435) 781-4331		9. API NUMBER: 4304734926
COUNTY: UINTAH STATE: UTAH		10. FIELD AND POOL, OR WILDCAT: NATURAL BUTTES

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input checked="" 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 checked="" type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

QEP Uinta Basin, Inc. proposes to drill this well to the Mesa Verde formation. The proposed TD was 7575' the new proposed TD will be 8900'. Please refer to drilling program.

QEP Uinta Basin, Inc. proposes to change well name from GB 4W-36-8-21 to GB 4MU-36-8-21.

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FEB 01 2005

DIV. OF OIL, GAS & MINING

COPIES SENT TO OPERATOR
Date: 2-4-05
Initials: [Signature]

NAME (PLEASE PRINT) <u>Jan Nelson</u>	TITLE <u>Regulatory Affairs Analyst</u>
SIGNATURE <u>[Signature]</u>	DATE <u>1/28/2005</u>

(This space for State use only)

APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING
DATE: 2/3/05
BY: [Signature]
Case # 173-20

(5/2000)

CONFIDENTIAL

DRILLING PROGRAM

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

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

1. Formation Tops

The estimated tops of important geologic markers are as follows:

<u>Formation</u>	<u>Depth</u>	<u>Prod. Phase Anticipated</u>
Uinta	Surface	
Green River	2449'	
Mahogany	3079'	Gas
Wasatch	5569'	
Mesa Verde	8300'	
TD	8900'	

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

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

<u>Substance</u>	<u>Formation</u>	<u>Depth</u>
Oil/Gas	Mesa Verde	8900'

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. Fresh water will be obtained from Wonsits Valley water right # 36125 or Red Wash water right # 49-2153 to supply fresh water for drilling purposes. All waste water resulting from drill operations will be disposed of at Red Wash Central Battery Disposal Site located in the NESW, Sec.28, T7S, R22E.

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DRILLING PROGRAM

3. Operator's Specification for Pressure Control Equipment:

- A. 3,000 psi W.P. Double Gate BOP or Single Gate BOP (schematic attached)
- B. Functional test daily
- C. All casing strings shall be pressure tested (0.2 psi/foot or 1500 psi, whichever is greater) prior to drilling the plug after cementing; test pressure shall not exceed the internal yield pressure of the casing.
- D. Ram type preventers and associated equipment shall be tested to approved stack working pressure if isolated by test plug or to 50 percent of internal yield pressure of casing whichever is less. BOP and related equipment shall meet the minimum requirements of Onshore Oil and Gas Order No. 2 for equipment and testing requirements, procedures, etc..., for a 3M system and individual components shall be operable as designed.

4. Casing Program

	<u>Depth</u>	<u>Hole Size</u>	<u>Csg Size</u>	<u>Type</u>	<u>Weight</u>
Surface	450'	12-1/4"	9-5/8"	J-55	36lb/ft (new)LT&C
Production	8900'	7-7/8"	4-1/2"	M-80	11.6lb/ft (new) LT&C

5. Auxiliary Equipment

- A. Kelly Cock – yes
- B. Float at the bit – no
- C. Monitoring equipment on the mud system – visually
- D. Full opening safety valve on the rig floor – yes
- E. Rotating Head – yes
- F. The blooie line shall be at least 6" in diameter and extend at least 100' from the well bore into the reserve/blooie pit.

DRILLING PROGRAM

-
- G. Blooie line ignition shall be provided by a continuous pilot (ignited when drilling below 500’).
 - H. Compressor shall be tied directly to the blooie line through a manifold.
 - I. A mister with a continuous stream of water shall be installed near the end of the blooie lines for dust suppression.

Surface hole will be drilled with air, air/mist, foam, or mud depending on hole conditions. Drilling below surface casing will be with water based drilling fluids consisting primarily of fresh water, bentonite, lignite, caustic, lime, soda ash and polymers. No chromates will be used. It is not intended to use oil in the mud, however, in the event it is used, oil concentration will be less than 4% by volume. Maximum anticipated mud weight is 9.5 ppg.

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

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

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

6. Testing, logging and coring program

- A. Cores – none anticipated
- B. DST – none anticipated

Logging – Mud logging – 4500 to TD
GR-SP-Induction
Neutron Density
MRI

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

DRILLING PROGRAM

7. Cementing Program

<u>Casing</u>	<u>Volume</u>	<u>Type & Additives</u>
Surface	257 sx	Class "G" single slurry mixed to 15.6 ppg, yield = 1.18 cf/sx. Fill to surface with 160 cf (130 sx) calculated. Tail plug used. Allowed to set under pressure
Production	673 sx*Lead 851sx*Tail	Lead/Tail oilfield type cement circulated in place . Tail slurry: Extended Class "G" + gilsonite and additives as required, mixed to 14.35 ppg, yield = 1.25 cf/sx. Fill to 6075' ($\pm 300'$ above top of Lower Wasatch).

Cement Characteristics:

Lead slurry: Class "G" + extender and additives as required, mixed to 11.0 ppg, yield = 3.81 cf/sx. Fill to surface. Tail plug used. Allowed to set under pressure.

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

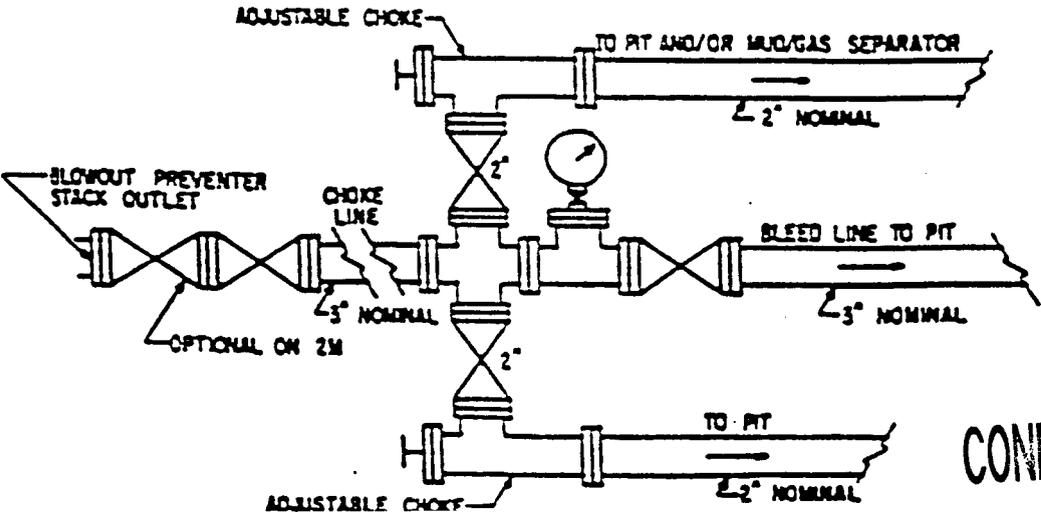
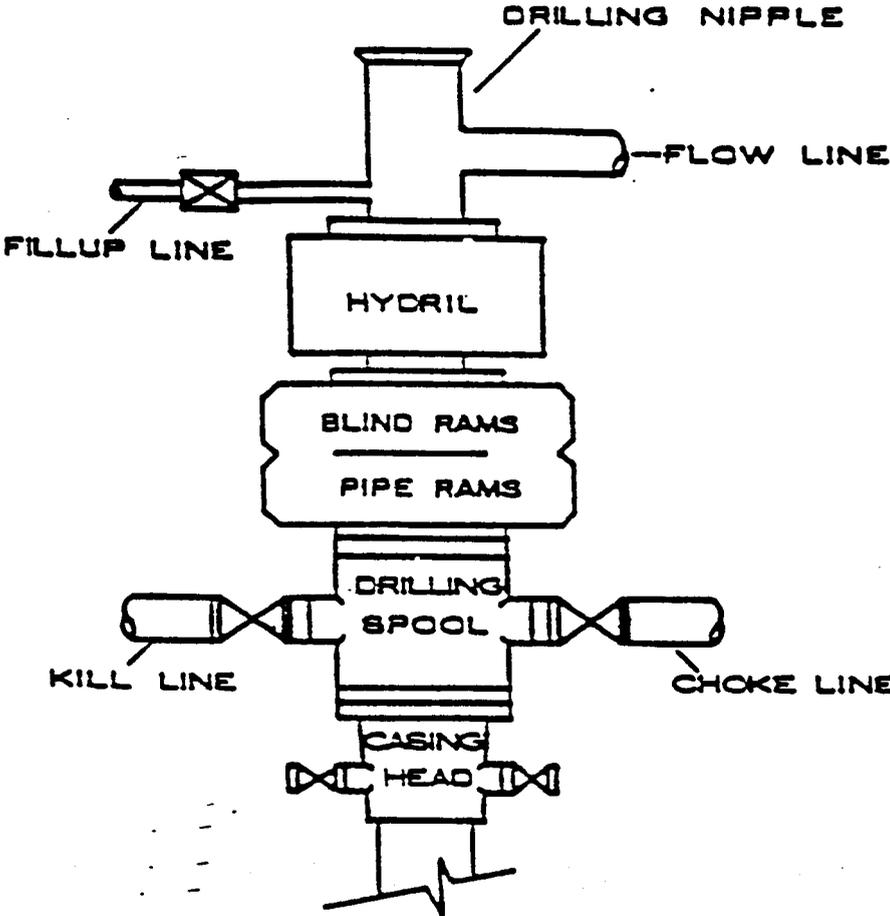
8. Anticipated Abnormal Pressures and Temperatures, Other Potential Hazards

No abnormal temperatures or pressures are anticipated. No H₂S has been encountered in or known to exist from previous wells drilled to similar depths in the general area. Maximum anticipated bottom hole pressure equals approximately 3860 psi. Maximum anticipated bottom hole temperature is 140° F.

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Drilling Program

SCHEMATIC DIAGRAM OF 3,000 PSI BOP STACK



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Well name:	03-03 QEP GB 4W-36-8-21rev.	
Operator:	QEP Uinta Basin, Inc.	Project ID:
String type:	Production	43-047-34926
Location:	Uintah County	

Design parameters:

Collapse

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

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.494 psi/ft
 Calculated BHP: 4,392 psi
 -
 No backup mud specified.

Minimum design factors:

Collapse:

Design factor: 1.125

Burst:

Design factor: 1.00

Tension:

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

Tension is based on air weight.
 Neutral point: 7,636 ft

Environment:

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

Cement top: Surface

Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	8900	4.5	11.60	M-80	LT&C	8900	8900	3.875	206.3
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	4392	6350	1.446	4392	7780	1.77	103	267	2.59 B

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

Phone: 801-538-5281
 FAX: 801-359-3940

Date: February 3, 2005
 Salt Lake City, Utah

ENGINEERING STIPULATIONS:

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

Burst strength is not adjusted for tension.

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

Casing Schematic

Surface

9-5/8"
MW 8.4
Frac 19.3

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

$$\frac{BHP = 4392 \text{ psi}}{(0.22)(8900)} = 1958$$

$$MHP = 2434 \text{ psi}$$

3 in 30 PE

Alexander

D40

2/3/05

4-1/2"
MW 9.5

Production
8900. MD

WEEKLY OPERATIONS REPORT – February 17, 2005

QEP

UINTA BASIN

TOBS R21E S-36

43-047-34926

"Drilling Activity – Operated" 2-17-05

- Patterson #51 – EHX 9MU-25-8-22 rigging down, ran casing, cemented, rig release 16:00 2/16/05. Next well GB 3MU-3-8-22. PTD 9,900'
- Patterson #52 – GHU 19 RHZ – Drilling horizontally at 6,803'. PTD 8,040', 2600' horizontal lateral, added 600' to lateral. Next well WV 3G-10-8-21, unit approved 2/16/05, ready for rig.
- True #26 – GB 4MU-36-8-21 drilling at 7,392', having some gas flow problems from shallow Uinta zone. PTD 8,900'. Received an additional 60 days to spud the BSW 11ML-12-9-24 from the BLM. Completions group fracing the RWS 8ML-14-9-24 tomorrow. Next well will now be the GB 7MU-36-8-21. PTD 8,850'. Then the COY 12ML-24-8-24 and then the BSW 11ML-12-9-24 depending on the RWS 8ML-14 results.

"Completions & New Wells to Sales" 2-17-05:

FR 9P-36-14-19: (100% WI) Flow well (Dakota, Cedar Mtn., Morrison & Entrada) up backside to sales; DOFP was Sat. Feb. 12th; flow tested @ 3.8 Mmcfpd @ 1427 psi FCP on 2 - 11/64" (2 sep.) against 870 psi LP; currently curtailed through existing compressor @ 963 Mcfpd @ 2127 psi FCP on a 11/64" choke w/ 2 BO in 5 days & no water; on Mar. 1st Comet will be shutting down (and moving) downstream compressor, which will allow us to flow unrestricted against the higher LP (or flow through compressor @ 250 psi suction – 7.5 Mmcfpd capacity).

RWU 32-27AG: (100% WI) Lx3 swab tested @ 1.5 BFPH w/ 100% oil; Frt7 zone had trace oil and 1 BFPH post-acid; RIH w/ tbg., rods, & pump; will move pumping unit pending mud.

SC 3M-16-10-23: (100% WI) 4 fracs pumped Jan. 28th; well to sales @ 8 p.m Feb. 3rd; currently flowing 1.91 Mmcfpd @ 1008 psi FTP & 1311 psi CP w/ 10 BOPD & 106 BWPD on a 17/64" choke.

SC 13M-16-10-23: (100% WI) Frac'd 3 MV, 1 MV breakdown, 1 Wasatch frac on Mon./Tues last week; well to sales Sat. Feb. 12th; currently flowing 1.6 Mmcfpd @ 1308 psi FTP & 1770 psi CP w/ 14 BOPD & 334 BWPD on a 18/64" choke.

SC 11M-16-10-23: (100% WI) Frac'd. 3 MV and 1 Wasatch Tues., Feb. 15th; well was flowing @ 1500 psi FCP the next morning on a 18/64" choke; 40 BWPH; 450 bbls. rec.; drilling plugs currently; looks like a strong well.

SCT 8G-12-7-22: (25% WI) Gt7 & Ev5 zones frac'd. last Weds.; zones swabbed wet; moving uphole to Deadman zones; perfing today.

RWS 8ML-14-89-24: (25% WI) 3 MV fracs set for Friday.

UNITED STATES DEPARTMENT OF THE INTERIOR BUREAU OF LAND MANAGEMENT

FORM APPROVED Budget Bureau No. 1006-0135 Expires: March 31, 1993

010

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 X Well Other

2. Name of Operator

QEP, UINTA BASIN, INC.

3. Address and Telephone No.

11002 E. 17500 S. VERNAL, UT 84078-2526

Contact: Dahn.Caldwell@qeststar.com 435-781-4342 Fax 435-781-4357

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

NWNW, 712' FNL, 839' FWL, Sec 36-T8S-R21E

5. Lease Designation and Serial No.

ML-22051

6. Indian, Alton or Tribe Name

UFE TRIBE

7. If Utah or CA, Agreement Designation

N/A

8. Well Name and No.

GB 4MU J6 8 21

9. API Well No.

43-047-34926

10. Field and Pool, or Exploratory Area

NATURAL BUTTES

11. County or Parish, State

UINTAH COUNTY, UTAH

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

Table with columns: TYPE OF SUBMISSION, TYPE OF ACTION. Includes checkboxes for Notice of Injury, Subsequent Report, Final Abandonment Notice, Abandonment, Recompletion, Plugging Back, Casing Repair, Altering Casing, Other (SPUD), Change of Plans, New Construction, Non-Routine Fracturing, Water Shut-Off, Conversion to Injection, Dispose Water.

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 azimuthal headings and measured and true vertical depths for all markers and zones pertinent to this work)

On 2/08/05 - Drilled 30' of conductor. Set 30' of 14" conductor - cmt w/ Redi-Mix cmt.

Drilled 12-1/4" hole to 460'. Ran 10 jts 9-5/8" 36# csg. Set shoe @ 456' KB. Cmt'd w/ 225 sxs Premium Cmt.

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

RECEIVED FEB 28 2005 DIV. OF OIL, GAS & MINING

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

Signed Dahn F. Caldwell

[Handwritten Signature]

Office Administrator II

Date

2/28/2005

(This space for Federal or State office use)

Approved by:

Title

Date

Conditions of approval, if any

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

CONFIDENTIAL

011

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

FORM 8

ENTITY ACTION FORM

Operator: QEP Uinta Basin, Inc. Operator Account Number: N 2460
 Address: 11002 East 17500 South
city Vernal
state UT zip 84078 Phone Number: (435) 781-4342

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304734926	GB 4MU 36 8 21		NWNW	36	8	21	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	14589	2/8/2005		3/3/05		
Comments: <i>MURD no unit</i>							

K

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
Comments: RECEIVED FEB 28 2005							

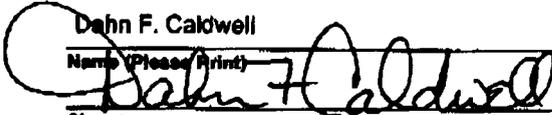
DIV OF OIL, GAS & MINING

Well 3

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

ACTION CODES:

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

Dahn F. Caldwell
 Name (Please Print)

 Signature
 Office Administrator II
 Title
 2/28/2005
 Date

(6/2000)

CONFIDENTIAL

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

012

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 Well Gas Well Other

2. Name of Operator
QEP, UINTA BASIN, INC.

3. Address and Telephone No. **11002 E. 17500 S. VERNAL, UT 84078-8526**
 Contact: **Dahn.Caldwell@questar.com**
435-781-4342 Fax 435-781-4357

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
NWNW, 712' FNL, 839' FWL, Sec 36-T8S-R21E

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5. Lease Designation and Serial No.
ML-22051

6. If Indian, Allottee or Tribe Name
UTE TRIBE

7. If Unit or CA, Agreement Designation
N/A

8. Well Name and No.
GB 4MU 36 8 21

9. API Well No.
43-047-34926

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 type="checkbox"/> Notice of Intent	<input type="checkbox"/> Abandonment
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Recompletion
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Plugging Back
	<input type="checkbox"/> Casing Repair
	<input type="checkbox"/> Altering Casing
	<input checked="" type="checkbox"/> Other <u>SPUD</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.)

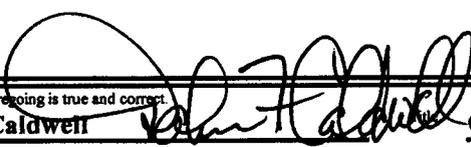
13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to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

On 2/08/05 - Drilled 30' of conductor. Set 30' of 14" conductor - cmt w/ Redi-Mix cmt.

Drilled 12-1/4" hole to 460'. Ran 10 jts 9-5/8" 36# csg. Set shoe @ 456' KB. Cmted w/ 225 sxs Premium Cmt.

RECEIVED
MAR 03 2005
DIV. OF OIL, GAS & MINING

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 Dahn F. Caldwell  Office Administrator II Date 2/28/2005

(This space for Federal or State office use)

Approved by: _____ Title _____ Date _____

Conditions of approval, if any _____

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

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WEEKLY OPERATIONS REPORT – March 31, 2005

QEP

UINTA BASINT08S R21E S-36
43-047-34926**“Drilling Activity – Operated” 3-31-05**

- Patterson #51 – WRU EIH 11ML-24-8-22 directionally drilling at 8,165 feet to correct deviation problem. PTD 10,600' MD. Next well WRU EIH 12ML-24-8-22 directional pad well. PTD 10,391' TVD, 10,430' MD.
- Patterson #52 – RW 12-36B (240) set oriented lug packer, currently gyroing packer. Will pick up whipstock to mill first window. Drill two 2,600' laterals. Next well RW 12-35B horizontal well with two 2,100' laterals.
- True #26 – SG 7MU-11-8-22 drilling at 2,830 feet. PTD 9,500'. Next well SG 2MU-11-8-22. PTD 9,550'.
- Caza #57 – WV 1MU-16-8-21 rigging up waiting on draw works. Should be on location Saturday. Should spud Sunday or Monday. PTD 9,985'. Next well WRU EIH 14MU-35-8-22. PTD 8,200'.
- Caza #24 – GB 3M-27-8-21 drilling at 9,793 feet. Intermediate casing point approximately 10,200'. PTD 12,900'. Next well - move to Pinedale.
- Patterson #413 – WRU GB 5M-9-8-22 10,210 feet TD intermediate casing point, running logs. PTD 13,100'. Next well – move to Pinedale.

“Completions & New Wells to Sales” 3-31-05:

FR 9P-36-14-19: (100% WI) Flow well (Dakota, Cedar Mtn., Morrison & Entrada) up backside to sales; DOFP was Sat. Feb. 12th; currently flowing 4.61 Mmcfpd @ 1533 psi FCP on a 30/64" choke; plan to go to 7 Mmcfpd rate Friday.

WV 14M-11-8-21: (100% WI) Frac'd Mancos B, Mancos Shale, Blackhawk, Lower Mesa Verde, & Middle Mesa Verde w/ 640,000 lbs 20/40 Econoprop, 100,000 lbs 30/50 Econoprop, & 25,000 lbs 100 Mesh sand; flowing @ 1900 psi FCP on a 40/64" & a 32/64" ck. after drilling top kill plug; landed tbg. in BOP's and took well to sales last Friday to deplete off some pressure; currently flowing to sales @ 1.5 Mmcfpd @ 1080 psi FCP on a 39/64" ck. w/ 23 BOPD & 583 BWPD; pressure was relatively stable first 4 days (3500+ psi FCP) and then has abruptly dropped last few days; appears some flow-thru frac plugs have probably plugged off; will MI rig ASAP to drill out plugs and get everything open again.

DS 1G-7-10-18: (71.875% WI) Frac'd Green River 'C' Shoal; frac. went well; setting PU Friday (it needed some repair).

WH 15G-10-7-24: (100% WI) Pt7 zone wet; moved uphole to Oy2.

EIHX 15MU-25-8-22, EIHX 9MU-25-8-22, & ~~GB 4MU-36-8-21~~ all in various stages of fracing.

WEEKLY OPERATIONS REPORT – April 7, 2005

QEP

UINTA BASINT08S R21E S-36
43-047-34926**“Drilling Activity – Operated” 4-7-05**

- Patterson #51 – WRU EIH 11ML-24-8-22 drilling at 9,427 feet. PTD 10,600' MD. Next well WRU EIH 12ML-24-8-22 directional pad well. PTD 10,391' TVD, 10,430' MD.
- Patterson #52 – RW 12-36B (240) directionally drilling at 5,319 feet, 69.4° angle, 329.9° azimuth., NW lateral. Drill two 2,600' laterals. Next well RW 12-35B horizontal well with two 2,100' laterals.
- True #26 – SG 7MU-11-8-22 at TD 9,375 feet running logs. Next well SG 2MU-11-8-22. PTD 9,550'.
- Caza #57 – WV 1MU-16-8-21 rigged up waiting on clutch to be repaired. PTD 9,985'. Next well WRU EIH 14MU-35-8-22. PTD 8,200'.
- Caza #24 – GB 3M-27-8-21 drilling at 10,050 feet. Intermediate casing set at 10,015'. PTD 12,900'. Next well - move to Pinedale.
- Patterson #413 – WRU GB 5M-9-8-22 10,210 feet, intermediate casing point, picking up 3-1/2" DP to drill out. PTD 13,100'. Next well – move to Pinedale.

“Completions & New Wells to Sales” 4-8-05:

FR 9P-36-14-19: (100% WI) Flow well (Dakota, Cedar Mtn., Morrison & Entrada) up backside to sales; DOFP was Sat. Feb. 12th; currently flowing 4.23 Mmcfpd @ 918 psi FCP on a 2 open chokes; compressor set to deliver on April 13th.

WV 14M-11-8-21: (100% WI) MI rig Weds.; after TIH 3 jts. to drill out plugs; rig had mechanical problems; est 2-3 days to fix and then con't. drilling out plugs Mon.

GB 3MU-3-8-22: (77.5% WI) 1st MV frac screened-out yesterday; was pumped @ 25 BPM due to proximal wet sands; MIRU rig to c/o; fracs rescheduled for Tues.

WV 3G-10-8-21: (100% WI) MIRU Thurs.; had to fix hydraulic hose; PU tbg. into derrick, so TI process is faster; next steps will be drilling out comp. BP and TIH into lateral to spot acid.

WH 15G-10-7-24: (100% WI) Pt7 & Oy2 zones wet; moved uphole to Ou6, Mv5 & Mu6 & acidized;

EIHX 15MU-25-8-22, EIHX 9MU-25-8-22, & GB 4MU-36-8-21 all going to sales 4/7 & 4/8.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE

1. Type of Well
Oil Gas
Well Well Other

2. Name of Operator
QEP, UINTA BASIN, INC.

3. Address and Telephone No. **11002 E. 17500 S. VERNAL, UT 84078-8526**
Contact: **ann.petrik@questar.com**
435-781-4306 Fax 435-781-4323

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
NWNW, Sec 36-T8S-R21E, 712' FNL, 839' FWL

5. Lease Designation and Serial No.
ML 22051

6. If Indian, Allottee or Tribe Name
UTE TRIBE

7. If Unit or CA, Agreement Designation

8. Well Name and No.
GB 4MU 36 8 21

9. API Well No.
43-047-34926

10. Field and Pool, or Exploratory Area
NATURAL BUTTES

11. County or Parish, State
UINTAH COUNTY, UTAH

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

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

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

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

THIS WELL COMMENCED PRODUCTION ON 4/7/05.
PRODUCING FORMATIONS - WASATCH/MESA VERDE

RECEIVED
MAY 09 2005

DIV. OF OIL, GAS & MINING

14. I hereby certify that the foregoing is true and correct.
Signed Ann M. Petrik Title Office Administrator II Date 4/26/05

(This space for Federal or State office use)
Approved by: _____ Title _____ Date _____

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN DUPLICATE

(See other instructions on reverse side)

Form approved.
Budget Bureau No. 1004-0137
Expires August 31, 1985

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

1. TYPE OF WELL
 OIL WELL GAS WELL DRY WELL Other _____
 b. TYPE OF COMPLETION
 NEW WELL WORK OVER DEEP-EN PLUG BACK DIFF. RESVR Other _____

2. NAME OF OPERATOR
QEP UINTA BASIN, INC.

3. ADDRESS OF OPERATOR
11002 E. 17500 S. VERNAL, UT 84078-8526 435-781-4342

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
 At surface **NWNW, SEC 36-T8S-R21E, 712' FNL, 839' FWL**
 At top rod. interval reported below **NWNW, SEC 36-T8S-R21E, 712' FNL, 839' FWL**
 At total depth **NWNW, SEC 36-T8S-R21E, 712' FNL, 839' FWL**

5. LEASE DESIGNATION AND SERIAL NO.
ML-22051

6. IF INDIAN, ALLOTTEE OR TRIBE NAME
UTE TRIBE

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

9. WELL NO.
GB 4MU 36 8 21

10. FIELD AND POOL, OR WILDCAT
NATURAL BUTTES

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA
SEC 36-T8S-R21E

12. COUNTY OR PARISH
UINTAH

13. STATE
UTAH

14. PERMIT NO.
43-047-34926

15. DATE SPUN
2/08/05

16. DATE T.D. REACHED
2/19/05

17. DATE COMPL. (Ready to prod.)
4/07/05

18. ELEVATIONS (OF, RKB, RT, GR, ETC.)*
KB

19. ELEV. CASING HEAD

20. TOTAL DEPTH, MD & TVD
8814'

21. PLUG BACK T.D., MD & TVD
8755'

22. IF MULTIPLE COMPL., HOW MANY*

23. INTERVALS DRILLED BY
 ROTARY TOOLS
 CABLE TOOLS

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)*
8304' - 8658' MV WASATCH
7758' - 8060' WASATCH
7265' - 7467' WASATCH
5971' - 6307' WASATCH

25. WAS DIRECTIONAL SURVEY MADE
NO

26. TYPE ELECTRIC AND OTHER LOGS RUN
HRI, GR/CBL, SPECTRAL DENSITY/DSN

27. WAS WELL CORED
NO

28. CASING RECORD (Report all strings set in well)

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
9-5/8"	36#	456'	12-1/4"	225 SXS	
4-1/2"	11.6#	8814'	7-7/8"	1430 SXS	

29. LINER RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	30. TUBING RECORD
					SIZE: 2-3/8" DEPTH SET (MD): 8300' PACKER SET (MD):

31. PERFORATION RECORD (Interval, size and number)

DEPTH INTERVAL (MD)	ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.
8304' - 8658'	FRAC W/ 55,000# IN 31,374 GALS
7758' - 8060'	FRAC W/ 79,407# IN 41,790 GALS
7265' - 7467'	FRAC W/ 49,764# IN 26,334 GALS
5971' - 6307'	FRAC W/ 48,043# IN 24,864 GALS

32. PERFORATION RECORD (Interval, size and number)

33. PRODUCTION

DATE FIRST PRODUCTION: **4/07/05**
 PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump): **FLOWING**
 WELL STATUS (Producing or shut-in): **PRODUCING**

DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
4/09/05	24	14	→	5	912	82	

FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF	WATER—BBL	OIL GRAVITY-API (CORR.)
1137	1411	→				

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.)
SOLD

35. LIST OF ATTACHMENTS
N/A

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records

SIGNED **JIM SIMONTON** *Jim Simonton* COMPLETION SUPERVISOR DATE **7/11/05**

(See Instructions and Spaces for Additional Data on Reverse Side)

37. SUMMARY OF POROUS ZONES: (Show all important zones of porosity and contents thereof, cored intervals, and all drill-stem tests, including depth interval tested, cushion used, flowing and shut-in pressures, and recoveries):

38. GEOLOGIC MARKERS
GB 4MU 36 8 21

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	TOP	
				MEAS. DEPTH	TRUE VERT. DEPTH
UINTA	SURFACE			SURFACE	
GREEN RIVER	2167'			2167'	
MAHOGANY	2927'			2927'	
WASATCH	5462'			5462'	
MESA VERDE	8207'			8207'	
TD	8814'			8814'	

CONFIDENTIAL

FIELD: NATURAL BUTTES

IL: 4714' KBE: 4726'

Spud Date: 2/8/05 Completion Date: 4/07/05

Well: GB 4MU 36-8-21

TD: 8814' PBTD: 8755'

Current Well Status: Producing Gas Well

Location: NWNW S36-T8S-R21E
712' FNL, 839' FWL
Uintah County, Utah

API#: 43-047-34926

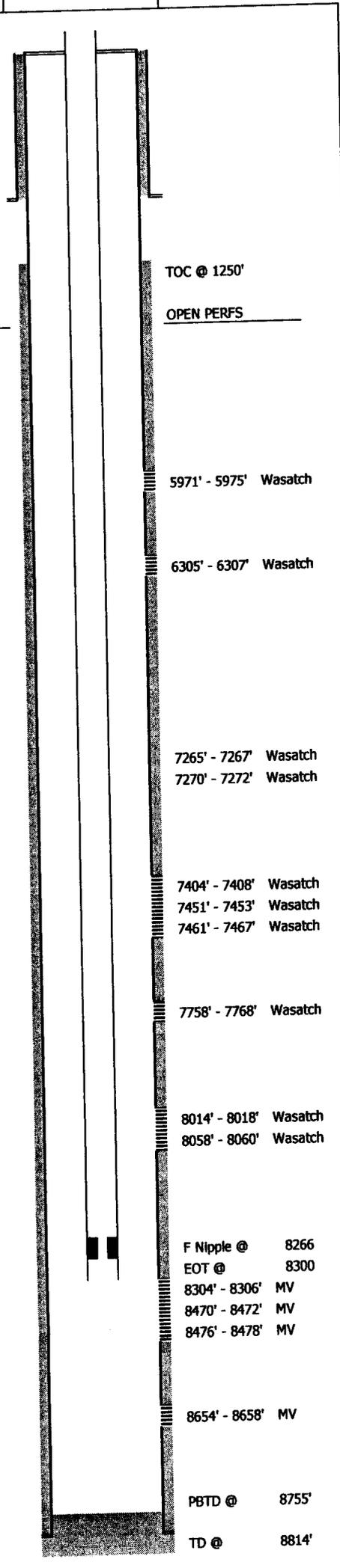
Reason for Pull/Workover:
Initial Completion of Gas Well

Wellbore Schematic

Surface casing

Size: 9-5/8"
Weight: 36#
Grade: J-55
Cmtd w/ 225 sxs

Hole size: 12-1/4"
Set @ 456'KB



EXCLUDED PERFS

TOC @ 1250'

OPEN PERFS

5971' - 5975' Wasatch

6305' - 6307' Wasatch

7265' - 7267' Wasatch

7270' - 7272' Wasatch

7404' - 7408' Wasatch

7451' - 7453' Wasatch

7461' - 7467' Wasatch

7758' - 7768' Wasatch

8014' - 8018' Wasatch

8058' - 8060' Wasatch

F Nipple @ 8266

EOT @ 8300

8304' - 8306' MV

8470' - 8472' MV

8476' - 8478' MV

8654' - 8658' MV

PBTD @ 8755'

TD @ 8814'

Production Casing

Size: 4-1/2"
Weight: 36#
Grade: M-80
Cmtd w/ 1430 sxs
Set @ 8814'
Hole size: 7-7/8"

Tubing Landing Detail:

Description	Size	Footage	Depth
KB		16.00	16.00
Hanger	2 3/8"	0.87	16.87
254 Jts of 2-3/8" Tbg	2 3/8"	8,248.31	8,265.18
"F" Nipple	2 3/8"	0.92	8,266.10
1 Jt 2-3/8" Tbg	2 3/8"	32.32	8,298.42
Bit Sub	2 3/8"	1.90	8,300.32
EOT @			8,300.32

TUBING INFORMATION

Condition:

New: X Used: Rerun:

Grade: J-55 EUE 8rd

Weight (#/ft): 4.7#

Sucker Rod Detail:

Size	#Rods	Rod Type

Rod Information

Condition:

New: Used: Rerun:

Grade:

Manufacture:

Pump Information:

API Designation

Example: 25 x 150 x RHAC X 20 X 6 X 2

Pump SN#:

Original Run Date:

RERUN

NEW RUN

ESP Well

Cable Size:

Pump Intake @

End of Pump @

Flowing Well

SN @ 8265'

PKR @

EOT @ 8300'

Wellhead Detail: Example: 7-1/16" 3000#

Other:

Hanger: Yes X No

SUMMARY

Perf Mesa Verde 8654' - 8658', 8476' - 8478', 8470' - 8472' & 8304' - 8306'. Frac gross interval f/ 8304' - 8658' w/ Lightning 18# 2% KCL x-linked gel water containing 55,000# 20/40 sand in 31,374 gals at ATR = 49.5 BPM, ATP = 4933 psig, ISIP = 2800#. Perf Wasatch 8058' - 8060', 8014' - 8018' & 7758' - 7768'. Frac gross interval 7758' - 8060' / Lightning 17# 2% KCL x-linked gel water containing 79,407# 20/40 white sand in 41,790 gals at ATR = 45.7 BPM, ATP = 4029 psig, ISIP = 2550#. Perf Wasatch 7461' - 7467', 7451' - 7453', 7404' - 7408', 7270' - 7272' & 7265' - 7267'. Frac gross interval 7265' - 7467' w/ Lightning 16# 2% KCL x-linked gel water containing 49,764# 20/40 white sand in 26,334 gals at ATR = 53 BPM, ATP = 3833 psig, ISIP = 1700#. Perf Wasatch 6305' - 6307' & 5971' - 5975'. Frac gross interval 5971' - 6307' w/ Lightning 15# 2% KCL x-linked gel water containing 48,043# 20/40 white sand in 24,864 gals at ATR = 32.5 BPM, ATP = 2200 psig, ISIP = 1650#.

Prepared By: Dahn Caldwell

Date: 4/11/05

CONFIDENTIAL

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING
1. DJJ
2. CDW

Change of Operator (Well Sold)

X - Operator Name Change/Merger

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

1/1/2007

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

CA No.

Unit:

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

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

DATA ENTRY:

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

BOND VERIFICATION:

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS: THIS IS A COMPANY NAME CHANGE.

SOME WELL NAMES HAVE BEEN CHANGED AS REQUESTED

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

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

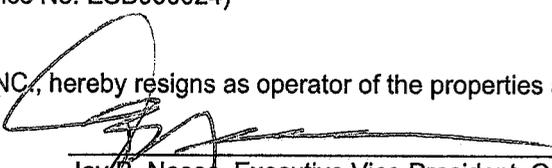
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	5. LEASE DESIGNATION AND SERIAL NUMBER: see attached
2. NAME OF OPERATOR: QUESTAR EXPLORATION AND PRODUCTION COMPANY	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: see attached
3. ADDRESS OF OPERATOR: 1050 17th Street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

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

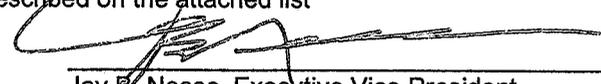
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>1/1/2007</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/>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

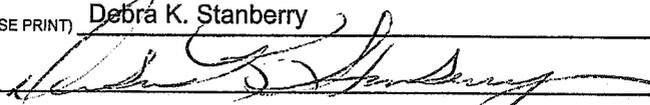
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

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


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

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


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

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

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APR 19 2007

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

COUNTY: Uintah

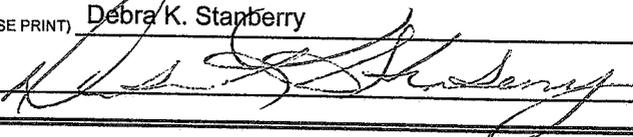
STATE: **UTAH**

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>1/1/2007</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> 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>

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APR 19 2007

DIV. OF OIL, GAS & MINING

**UNITED STATES GOVERNMENT
MEMORANDUM**

DATE: January 24, 2007

REPLY TO

ATTN OF: Acting Superintendent, Uintah & Ouray Agency

SUBJECT: APD Concurrence for Questar Exploration & Production Company

TO: Bureau of Land Management, Vernal District Office
Attn: Minerals & Mining Division

43-047-3 4926

We recommend the approval of the Application for Permit to Drill (APD) for the listed WELL SITES with required stipulations:

ROW No.	Well Name/No.	Modification Type
H62-2001-304	GB 10W-30-8-22 & GB 10SG-30-8-22	Well Site GB 10SG-30-8-22 added to easement
H62-2002-120	OUGB 12WX-29-8-22 & GB 12SG-29-8-22	Well Site GB 12SG-29-8-22 added to easement
H62-2003-115	GB 7MU-36-8-21 & GB 7SG-36-8-21	Well Site GB 7SG-36-8-21 added to easement
H62-2003-123	GB 4MU-36-8-21 & GB 4SG-36-8-21	Well Site GB 4SG-36-8-21 added to easement
H62-2004-423	FR 7P-36-14-19 & FR 9P-36-14-19	Well Site FR 7P-36-14-19 added to easement

Based on the available information received at the site specific onsite inspections the proposed locations were cleared in the following areas of environmental impact.

YES		NO	X	Listed threatened endangered species
YES		NO	X	Critical wildlife habitat
YES		NO	X	Archaeological or cultural resources
YES		NO		Air quality aspects (to be used only if Project is in or adjacent to a Class I area)

Enclosed is a copy of the BIA's Environmental Analysis (EA) concurred and signed by the Ute Indian Tribe. Please refer to item 6.0 for Mitigation Stipulations as well as any applicable stipulations in 10.0 for Additional Stipulations

REMARKS: The Ute Tribe Energy & Minerals (E&M) Department also requires that all companies adhere to the following criteria, during and after, all phases of construction activities.

W. Peltz

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF INDIAN AFFAIRS

ADMINISTRATIVE
MODIFICATION

ALLOTMENT NO.: _____
ROW NO.: H62-2003-123

CONTRACT NO. _____
T.B. _____
PAGE _____

It is hereby agreed by and between the Superintendent for the Bureau of Indian Affairs, lessor(s), and Questar Exploration & Production Company, lessee, that GRANT OF RIGHT OF WAY EASEMENT No. H62-2003-123 be modified to provide the following:

1. CHANGE WELL NAME TO READ:

GB 4MU-36-8-21 & GB 4SG-36-8-21, vice GB 4MU-36-8-21

2. CHANGE ACREAGE TO READ:

5.810 acres, vice the originally granted 4.234 acres

RECORDED NO: 687-245-03

This modification does not change any of the terms, conditions, or stipulations except as specifically set forth herein.

(An Administrative Modification does not require the signature or approval of the Lessee)

N/A
(Additional Lessee's of Record, if applicable)

N/A
(Lessor)

N/A
(Lessee)

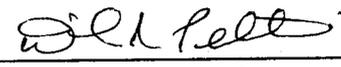
N/A
(Lessor)

UNITED STATES INDIAN SERVICE

The within the modification is hereby approved and declared to be made in accordance with the law and the rules and regulations prescribed by the Secretary of the Interior thereunder, and now in force.

Pursuant to authority delegated to the Assistant Secretary - Indian Affairs by 209 DM 8, 230 DM-1, and to the Western Regional Director by 3 IAM 4 (Release No. 99-03), and to the Superintendent/Field Representatives by 10 BIAM 11, as amended by Western Regional Release No. 97-1 an any further delegation needed to effectuate the reorganization embodied in DM Releases dated April, 2003.

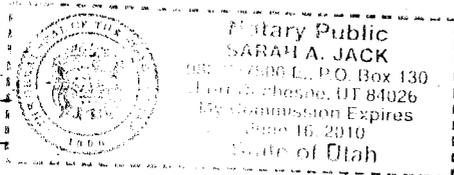
DATE APPROVED: January 24, 2007



Acting Superintendent
Uintah and Ouray Agency
Fort Duchesne, Utah

SUPERINTENDENT'S ACKNOWLEDGEMENT

Subscribed and sworn to by Dinah M. Peltier, before me, a Notary Public in and for the County of Uintah, State of Utah, this 24th day of January, 2007.





Sarah A. Jack, Notary Public

My Commission Expires: June 16, 2010

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

ROUTING
 CDW

Change of Operator (Well Sold)

X - Operator Name Change

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

6/14/2010

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

CA No. **Unit:**

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/28/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/28/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/24/2010
- Is the new operator registered in the State of Utah: Business Number: 764611-0143
- (R649-9-2) Waste Management Plan has been received on: Requested
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 8/16/2010 BIA not yet
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 8/16/2010
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: 6/29/2010

DATA ENTRY:

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

BOND VERIFICATION:

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

FORM 9

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 <i>N5085</i>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: See attached
3. ADDRESS OF OPERATOR: 1050 17th Street, Suite 500 <small>CITY</small> Denver <small>STATE</small> CO <small>ZIP</small> 80265		7. UNIT or CA AGREEMENT NAME: See attached
4. LOCATION OF WELL FOOTAGES AT SURFACE: See attached		8. WELL NAME and NUMBER: See attached
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		9. API NUMBER: Attached
COUNTY: Attached		10. FIELD AND POOL, OR WILDCAT: See attached
STATE: UTAH		

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>6/14/2010</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> 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 June 14, 2010 Questar Exploration and Production Company changed its name to QEP Energy Company. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible for operations of the properties described on the attached list. All operations will continue to be covered by bond numbers:
 Federal Bond Number: 965002976 (BLM Reference No. ESB000024) *N3700*
 Utah State Bond Number: ~~965003033~~ } *965010695*
 Fee Land Bond Number: ~~965003033~~ } *965010695*
 BIA Bond Number: ~~799446~~ } *965010693*

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

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

(This space for State use only)

RECEIVED

JUN 28 2010

DIV. OF OIL, GAS & MINING

APPROVED 6/30/2009

Earlene Russell

Division of Oil, Gas and Mining

Earlene Russell, Engineering Technician

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

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

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

Bonds: BLM = ESB000024

BIA = 956010693

State = 965010695

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

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

Bonds: BLM = ESB000024

BIA = 956010693

State = 965010695