

WIND RIVER RESOURCES CORPORATION
ROUTE 3 BOX 3010
ROOSEVELT, UTAH 84066
435-722-2546 (office) / 435-722-5089(fax)
e-mail: mte@ubtanet.com

Marc T. Eckels, Vice President

April 30, 2003

Lisha Cordova, Petroleum Technician
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

RE: Applications for Permit to Drill:

North Hill Creek 14-11-15-20
603' FSL & 1,928' FWL
Section 11-T15S-R20E
Uintah County, Utah

North Hill Creek 8-13-15-20
1,854' FNL & 681' FEL
Section 13-T15S-R20E
Uintah County, UT

North Hill Creek 2-14-15-20
520' FNL & 1,943' FEL
Section 14-T15S-R20E

Dear Ms. Cordova:

Enclosed please find three copies of the APD for each of the three above-captioned wells on Ute Indian lands. We intend to drill these wells in the order listed. The NHC 14-11-15-20 will be drilled on acreage included in our lease 14-20-H62-5000. The remaining wells will be drilled on acreage included in our Exploration and Development Agreement with the Ute Indian Tribe and the Ute Distribution Corporation (14-20-H62-4917), which includes a provision for a *Mineral Access Permit* from the BIA. These have been applied for. Water for drilling will come from existing wells in the field and from Willow Creek at Santio Crossing, from which it will be hauled by the Ute Oilfield Water Service under their filing with the State. A copy of this filing is attached.

These three wells are in close proximity to each other, are of nearly identical design and will share an access road. We hope that this will simplify the approval process.

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MAY 02 2003

Please call me if you have any questions or need additional information.

Sincerely,

A handwritten signature in black ink, appearing to read "Marc T. Eckels". The signature is fluid and cursive, with the first name "Marc" and last name "Eckels" clearly distinguishable.

Marc T. Eckels

Cc: BLM - 3
BIA - 1

001

Form 3160-3
(August 1999)

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

5. Lease Serial No.
14-20-H62-5000
6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

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

8. Lease Name and Well No.
North Hill
Creek 14-11-15-20

9. API Well No.
43-047-34953

10. Field and Pool, or Exploratory
Exploratory

11. Sec., T., R., M., or Blk. and Survey or Area
Sec. 11-T15S-R20E, SLB & M

12. County or Parish
Uintah
13. State
UT

1a. Type of Work: DRILL REENTER

1b. Type of Well: Oil Well Gas Well Other Single Zone Multiple Zone

2. Name of Operator
Wind River Resources Corporation

3a. Address
Route 3 Box 3010
Roosevelt, UT 84066

3b. Phone No. (include area code)
435-722-2546

4. Location of Well (Report location clearly and in accordance with any State requirements. *)
At surface 603' FSL & 1,928' FWL (sesw) Sec. 11-T15S-R20E
At proposed prod. zone same 4375315Y 39.52151
616190X -109.64827

14. Distance in miles and direction from nearest town or post office*
54 miles SSE of Roosevelt / 63 miles SSW of Vernal

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any)
603'

16. No. of Acres in lease
640

17. Spacing Unit dedicated to this well
40

18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft.
3,000'

19. Proposed Depth
11,990'

20. ~~BXM~~/BIA Bond No. on file
Zions Bank SB -509795

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
7,190 (GL)

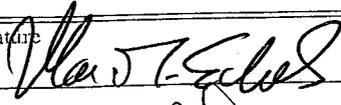
22. Approximate date work will start*
Upon approval

23. Estimated duration
35 days

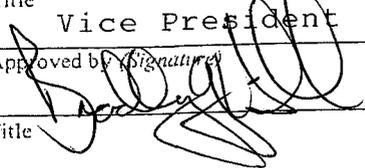
24. Attachments

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

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

25. Signature  Name (Printed/Typed) Marc T. Eckels Date 4-30-03

Title Vice President

Approved by  Name (Printed/Typed) BRADLEY G. HILL Date 05-05-03

Title ENVIRONMENTAL SCIENTIST III

Federal Approval of this Action is Necessary

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

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

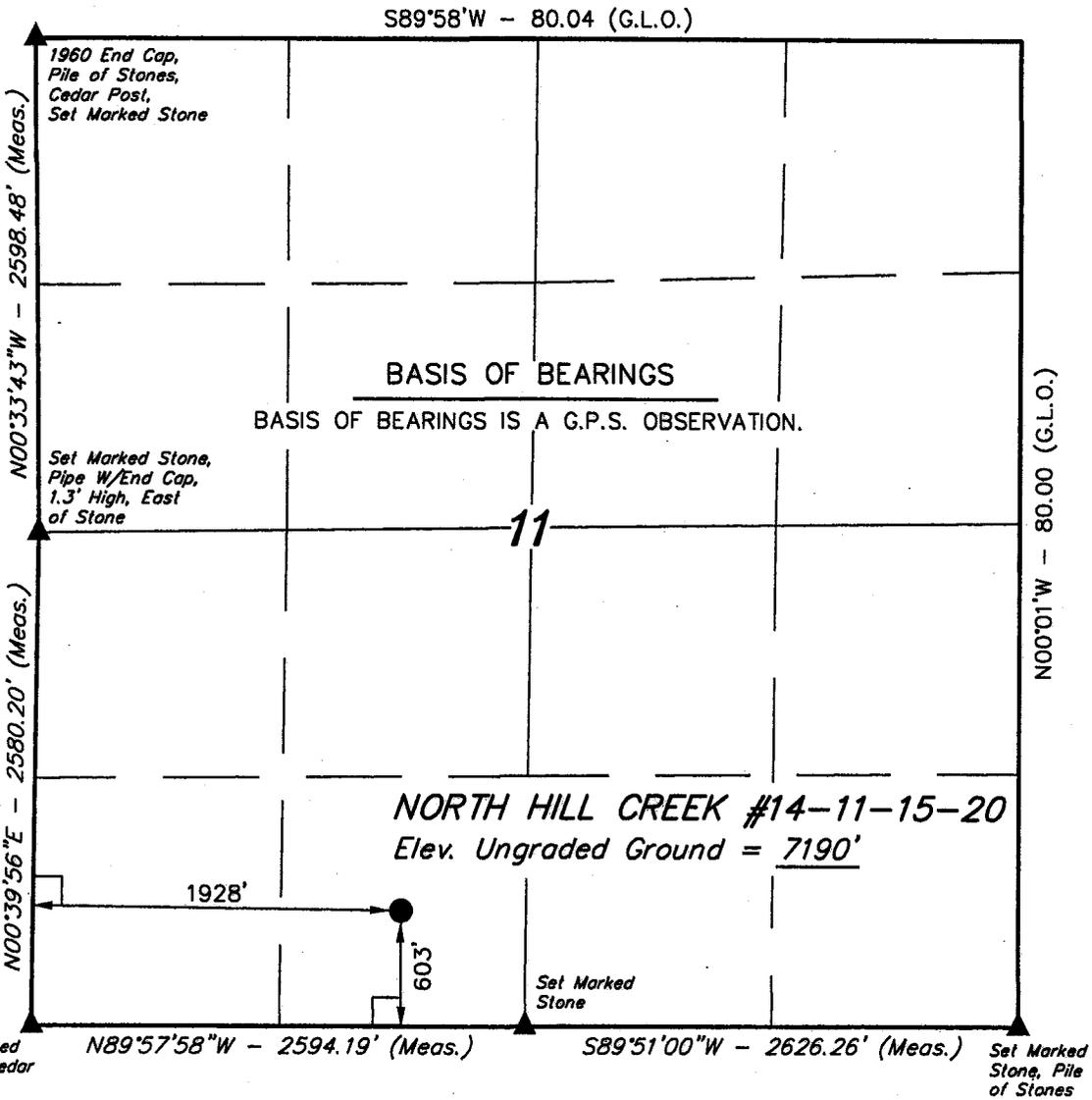
*(Instructions on reverse)

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MAY 02 2003

T15S, R20E, S.L.B.&M.

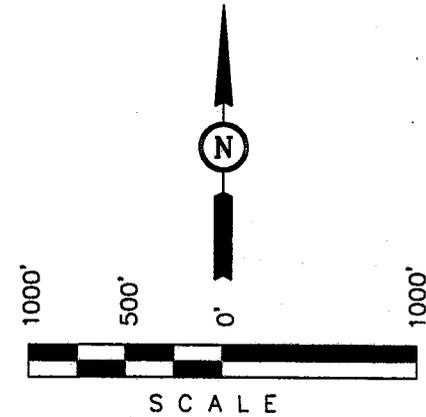
WIND RIVER RESOURCES CORP.

Well location, NORTH HILL CREEK #14-11-15-20, located as shown in the SE 1/4 SW 1/4 of Section 11, T15S, R20E, S.L.B.&M. Uintah County, Utah.



BASIS OF ELEVATION

BENCH MARK (59 WF) LOCATED IN THE NW 1/4 OF SECTION 10, T15S, R20E, S.L.B.&M. TAKEN FROM THE FLAT ROCK MESA 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 7449 FEET.



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.

Robert J. Hayes
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 7161319
 STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (435) 789-1017

LEGEND:

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

(AUTONOMOUS NAD 83)
 LATITUDE = 39°31'18.00" (39.521667)
 LONGITUDE = 109°38'56.41" (109.649003)

SCALE 1" = 1000'	DATE SURVEYED: 4-2-03	DATE DRAWN: 4-3-03
PARTY G.S. A.F. C.G.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE WIND RIVER RESOURCES CORP.	

**DRILLING PLAN
WIND RIVER RESOURCES CORP.
NORTH HILL CREEK 14-11-15-20**

1. Estimated Formation Tops (Depth from Surface):

Green River @ Surface

Wasatch = 2,210' - Oil and/or gas anticipated at +/- 2,800' and below

Mesaverde = 4,175' - Gas

Castlegate Sandstone = 6,005' - Gas

Mancos Shale = 6,240' - Gas

Mancos B = 6,750'

Dakota Sandstone = 10,112' - Gas

Cedar Mountain = 10,230' - Gas

Morrison = 10,430' - Gas

Curtis = 11,115'

Entrada Sandstone = 11,180' - Gas

Carmel = 11,470'

Wingate = 11,630' - Gas

Chinle = 11,950'

2. Wind River Resources' Minimum Specification for Pressure Control Equipment and Testing:

- A. 5,000 psi WP Double Gate Blowout Preventer with Annular Preventer (schematic diagram attached)
- B. BOPE will be pressure tested upon installation, whenever a seal subject to test pressure is broken or repairs are made; and at least once every 30 days. Chart recorders shall be used for all pressure tests.

Ram-type preventers and related pressure control equipment will be pressure tested to the rated working pressure of the stack assembly if a test plug is used. If a test plug is not used, the stack assembly will be tested to the rated working pressure of the stack assembly or to 70% of the minimum internal yield pressure of the casing, whichever is less.

Annular-type preventers will be pressure tested to 50% of rated working pressure.

- C. All casing strings will be pressure tested to 0.22 psi/ft or 1,500 psi, whichever is greater, prior to drilling plug after cementing. Test pressure not to exceed 70% of the internal yield pressure for the casing.
- D. Wind River Resources Corp. will comply with all requirements for well control specified in BLM Onshore Order #2.

3. Auxiliary Equipment:

Kelly Cock – Yes

Float Sub at Bit – No

Mud Logger & Instrumentation – Yes

Full-opening Safety Valve on Rig Floor – Yes

Rotating Head – Yes

4. Casing Program*:

	Setting Depth	Hole Size	Casing O.D.	Grade	Weight/Ft.
Conductor	60'	20"	16"	Contractor	0.250" wall
Surface	3,100'	12-1/4"	9-5/8"	K-55	36.00# (new)
Production	0'-10,000'	7-7/8"	5-1/2"	N-80	17# (new)
	10,000'-11,990'	7-7/8"	5-1/2"	P-110	17# (new)

*Subject to review on the basis of actual conditions encountered.
 Production casing depth will be adjusted based on results.

5. Cement Program:

Conductor – 0-60'

Ready Mix to surface

Surface Casing – 0 – 3,100'

Lead: 510 sx HiFill w/ 0.125 lbm/sk Poly-E-Flake

Tail: 290 sx Premium AG 300 (Class G) w/ 2% CaCl & 0.125lbm/sk Poly-E-Flake

100% excess.

Will top with cement down 1" pipe with 50 sx Premium Top Out Cement.

Cement Characteristics:

Lead

Yield = 3.12 cu ft per sk

Slurry Weight = 11.6 ppg

Compressive Strength = 500 psi (24 hrs
 @ 80 degrees F)

Tail

Yield = 1.17 cu ft per sk

Slurry Weight = 15.8 ppg

Compressive Strength = 3,000 psi (24 hrs
 @ 80 degrees F)

Production Casing – 0'- 11,990'

Lead: 30 sx 50:50 Pozmix w/ 5 lbm/sk Silicalite, 0.3% Diacel LWL, 20% SSA-1, 1.5% Zonesealant 2000, 0.1% Versaset, not foamed

Primary: 1,200 sx 50:50 Pozmix w/ 5 lbm/sk Silicalite, 0.3% Diacel LWL, 20% SSA-1, 1.5% Zonesealant 2000, 0.1% Versaset, foamed to 11 ppg w/ nitrogen

Tail: 25 sx 50:50 Pozmix w/ 5 lbm/sk Silicalite, 0.3% Diacel LWL, 20% SSA-1, 1.5% Zonesealant 2000, 0.1% Versaset, not foamed

15% excess.

Cement Characteristics: Yield = 1.47 cu ft per sk
Slurry Weight (not foamed) = 14.3 ppg
Slurry Weight (foamed) = 11.0 ppg
Compressive Strength = 1,125 psi
(24 hrs @ 140 degrees F)
= 1,500 psi
(7 days @ 140 degrees F)

Actual cement volumes will be based on caliper log calculations and drilling experience.

6. Testing, Logging, Coring:

- A. Drill Stem Tests – none anticipated
- B. Electric Logs – DIFL/SP/GR from TD to surface
SDL/CNL/CAL w/ DFIL from TD to 2,500'
- C. Coring – Possible sidewall coring in the Dakota, Cedar Mountain, Morrison and Entrada.

7. Drilling Fluids:

Well will be drilled with a low solids non-dispersed mud. In the event of severe lost circulation, the mud may be aerated.

8. Abnormal Pressures and Hazards:

No abnormal pressures or hydrogen sulfide are anticipated based on drilling to similar depths in the Flat Rock Field, approximately 3.5 miles to the northwest. The Del-Rio/Orion 29-7A produced a 36-hour shut-in pressure of 3,100 psi and a calculated formation pore pressure of approximately 4,000 psi at 11,700'.

SURFACE USE PLAN WIND RIVER RESOURCES

NORTH HILL CREEK 14-11-15-20

1. Existing Roads:

- A. Topographic Map "A" shows the vicinity of the well, including a portion of the Agency Draw-Flat Rock Mesa Road. This road is reached from Ouray, Utah, by following the Seep Ridge Road south to Buck Canyon; taking the Buck Canyon Road west to the Willow Creek Road; then north on the Willow Creek Road to Santio Crossing, which is at the junction of the Willow Creek Road and the Agency Draw Road.
- B. Topographic Map "B" shows the point approximately 50 miles south of Ouray where the access road to the well departs from the Flat Rock Mesa Road, known locally as the Weaver Road. Beyond this point the access road consists of 3.5 miles of existing road, 1.4 miles of upgraded two-track, and 0.5 miles of proposed new road to the location.
- C. The 3.5 miles of the existing road was upgraded with a shale surface to allow heavy traffic for the drilling of previous wells. The shale material was hauled from a pit located in Section 32-T13S-R21E, leased to the operator by SITLA. The shale road surface has proved very durable and the operator will apply a similar shale surface from the same source to the 1.25 miles of upgraded two-track and the 2.1 miles of new access road. Some of the native shale is likely to be suitable and will be used to the extent possible.

2. Planned Access Road:

Refer to Topographic Map "B".

- A. Length of new road will be approximately 1.9 miles (1.4 miles upgraded + 0.5 miles new).
- B. The right-of-way width is 30' (15' on either side of the centerline) with a 20-foot wide running surface.

- C. Maximum grade will be less than 2%.
- D. No turn-outs are planned.
- E. The new road will be crowned, ditched and dipped to provide adequate drainage.
- F. Four 18" culverts, one 24" culvert and two 36" culverts will be installed along the new road section. No bridges will be used. At the request of the Ute Tribe a catchment dam with a small spillway will be installed near the spot where the road crosses the drainage in Sec. 14.
- G. Surface material will be shale native to the area or hauled in from the pit in Section 32-T13S0R21E.
- H. No gates or cattleguards will be needed. Nor will any existing facilities be modified.
- I. The proposed road was flagged when the location was staked.
- J. The authorized officer will be contacted at least 24 hours in advance of commencement of construction of the access road and well pad.

3. Location of Existing Wells:

The nearest well is the operator's NHC 6-11-15-20, located approximately 3,000' north of the proposed well location.

4. Location of Existing and/or proposed Facilities:

There are no existing facilities on the proposed well pad. All proposed facilities will be contained within the proposed location site (see attached "Location Layout"). Topographic Map "C" shows the proposed route for a gas line, to be co-located in the access road right-of-way, and connecting to the operator's existing 4" line in the SW of Section 12 or to the Comet pipeline in the SESE Section 34-T14S-R20E, depending on line pressure requirements. The operator has an existing corridor right-of-way along the entire pre-existing road.

The operator will submit information concerning proposed on and off well pad facilities once production has been established by applying for approval of subsequent operations.

5. Location and Type of Water Supply:

- A. Some produced water from existing wells will be used for drilling. Fresh water will be taken at a point of diversion at Santio Crossing from Willow Creek in the SESE Section 29-T12S-R21E, SLB&M. This water will be taken under the terms of the Ute Oilfield Water Service's state filing.
- B. Water will be transported by truck on the Agency Draw and Flat Rock Mesa roads.
- C. No water well will be drilled.

6. Source of Construction Materials:

- A. It is not anticipated that any construction materials will be needed for the drilling phase of this project. Gravel, shale or road base materials needed to upgrade access roads and well pad will be obtained from the operator's pit located on SITLA land near Chimney Rock.
- B. The entire well site and all access roads to be upgraded or built are located on lands held in trust by the federal government for the Ute Indian Tribe.
- C. All construction materials used in building the well pad and access road will be native material accumulated during construction. In the event that additional materials are needed, they will be obtained from the operator's existing pit on SITLA land or from private sources.

7. Methods for Handling Waste Disposal

- A. Drill cuttings will be buried in the reserve pit.

Sewage waste will be contained in portable chemical toilets serviced by a commercial sanitary service.

Garbage and trash will be contained in trash baskets and hauled to a sanitary landfill.

Salt and chemicals will be kept in proper containers and salvaged for future use or disposed of at an approved facility.

- B. Drilling fluids will be contained in the reserve pit and mud tanks. To the extent possible, drilling fluids and water will be saved for use at future drilling locations. Unusable drilling fluids and water will be disposed of in an approved manner upon the completion of the well.
- C. The reserve pit will be lined with 12 mil plastic nylon reinforced liner installed over sufficient bedding material to cover any exposed rocks.

The pit will be fenced on three sides with 39" net wire, topped with a minimum of one stand of barbed wire. All wire will be stretched prior to attachment to the corner posts. The fourth side will be fenced when drilling activities are completed to allow drying.

8. Ancillary Facilities:

No airstrips will be built. Mobile living quarters and office facilities for supervisors, geologists, mud engineer, mud loggers and air compressor personnel will be confined to the drilling location as shown on the "Location Layout" diagram. The drilling crew will be housed in the pre-existing camp located at the North Hill Creek 4-10-15-20, approximately 1-1/4 miles to the southwest.

9. Well Site Layout:

- A. Refer to attached "Typical Cross Section" diagram for cuts and fills and relation to topography
- B. Refer to "Location Layout" diagram for location of mud tanks, reserve and flare pits, pipe racks, living facilities and top soil stockpiles.
- C. Refer to "Location Layout" diagram for rig orientation, access road and parking area. Parking area will be in the northeast corner of the location.

10. Plans for Restoration of the Surface:

A. Producing well location

- i. Immediately upon well completion the location and surrounding area will be cleared of all unused tubing, equipment, debris, materials, trash and junk not required for production.
- ii. Immediately upon well completion any hydrocarbons on the reserve pit will be removed and disposed of properly.
- iii. The reserve pit and that portion of the location not needed for production facilities/operations will be re-contoured to the approximate natural contours. The reserve pit will be reclaimed within 90 days of the date of well completion, or as soon thereafter as is practical. Before any dirt work takes place, the reserve pit must be completely dry and all cans, barrels, pipe, etc, removed. The liner will be perforated and torn prior to backfilling.
- iv. Access roads will be graded and maintained to prevent erosion and accommodate year-round traffic.
- v. All disturbed areas not needed for operations will be seeded with the mixture required by the BIA in the manner specified by the BIA.

B. Dry Hole/Abandoned Location

At such time as it is determined that the well is to be plugged and abandoned, the operator will submit a subsequent report of abandonment to the BLM and the BIA. The BLM will attach plugging conditions of approval, and the BIA will attach conditions of approval for the restoration of the surface.

11. Surface Ownership:

Access roads and location are held in trust for the Ute Indian Tribe by the United States. The operator has obtained a Mineral Access Agreement with the BIA and submitted payment for damages as specified in its Exploration and Development Agreement with the Ute Indian Tribe.

12. Additional Information:

A. The operator will inform all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, the operator will immediately stop work that might further disturb such materials, and will inform the assigned monitor and the authorized officer (AO) at the BIA. Within five working days the AO will inform the operator as to:

- Whether the materials appear to be eligible for the National Register of Historic Places;
- The mitigation measures the operator will likely have to undertake before the site can be used (assuming in situ preservation is not necessary); and
- A time frame for the AO to complete an expedited review under 36 CFR 900.11 to confirm, through the State Historic Preservation Officer, that the findings of the AO are correct and that mitigation is appropriate.

If the operator wishes at any time to relocate activities to avoid the cost of mitigation and/or the delays associated with this process, the AO will assume responsibility for whatever recordation and stabilization of the exposed materials may be required. Otherwise, the operator will be responsible for mitigation costs. The AO will provide technical and procedural guidelines for the conduct of mitigation. Upon verification from the AO that required mitigation has been completed, the operator will be allowed to resume construction.

- C. Less than 10,000 pounds of any chemical(s) on EPA's Consolidated List of Chemicals Subject to Reporting Under Title III of the Superfund Amendments and Reauthorization Act (SARA) of 1986, and less than threshold planning quantity (TPQ) of any extremely hazardous substance(s), as defined in 40 CFR, would be used, produced, transported, stored, disposed of, or associated with the proposed operation.
- D. At the request of the Ute Indian Tribe, a 30'-wide fire break will be bladed around the perimeter of the location.

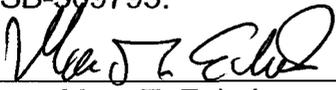
13. Lessee's or Operator's Representative and Certification:

Marc T. Eckels, Vice President
Wind River Resources Corporation
Route 3 Box 3010
Roosevelt, UT 84066
Office – 435-722-2546
Fax - 435-722-5089
Cell – 435-823-2546
Home – 435-722-3714

I hereby certify that I have inspected the proposed drill site and access road; that I am familiar with the conditions which currently exist; that the statements made in this plan are true and correct to the best of my knowledge; and that the work associated with the operations proposed here will be performed by Wind River Resources Corporation, and its contractors and subcontractors in conformity with the 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.

Please be advised that Wind River Resources Corporation is considered to be the operator of the North Hill Creek 14-11-15-20 well (Ute Tribal); SESW Section 11-T15S-R20E; Exploration & Development 14-20-H62-4917 & Lease 14-20-H62-5000; Uintah County, Utah; and is responsible for the operations conducted upon the leased lands. Bond coverage is provided by Zions Bank SB-509795.

April 30, 2003
Date



Marc T. Eckels
Vice President

The onsite inspection for this well was conducted on April 23, 2003.

Participants in the onsite inspection were:

Alvin Ignacio, Ute Indian Tribe EMRD
Manuel Myore, BIA
Bill Allred, Uintah Engineering & Land Surveying
Marc Eckels, Wind River Resources Corp.
Bob Chapoose, Mike Brady & Vern Holdman, Bear Paw Const.
Billy McClure, Blackhair/Huffman JV
Shane Reary, Nile Chapman Const.

RECEIVED FILING FOR WATER IN THE STATE OF UTAH

OCT 10 2002

Rec. by JS
 Fee Rec. 75⁰⁰ Cash
 Receipt # _____

WATER RIGHT VERNAL APPLICATION TO APPROPRIATE WATER

For the purpose of acquiring the right to use a portion of the unappropriated water of the State of Utah, application is hereby made to the State Engineer, based upon the following showing of facts, submitted in accordance with the requirements to Title 73, Chapter 3 of the Utah Code Annotated (1953, as amended).

WATER RIGHT NUMBER: 49 - 1667

APPLICATION NUMBER: T74534

1. OWNERSHIP INFORMATION:

LAND OWNED? No

A. NAME: Ute Oilfield Water Service
 c/o Michael Wood
 ADDRESS: P.O. Box 598, Roosevelt, UT 84066

B. PRIORITY DATE: October 10, 2002

FILING DATE: October 10, 2002

2. SOURCE INFORMATION:

A. QUANTITY OF WATER: 5.0 acre-feet

B. SOURCE: Willow Creek

COUNTY: Uintah

C. POINT OF DIVERSION -- SURFACE:

(1) N 150 feet W 700 feet from SE corner, Section 29, T 12S, R 21E, SLBM
 DIVERT WORKS: Water truck pump from creek
 SOURCE: Willow Creek

D. COMMON DESCRIPTION: 45 SW of Vernal

3. WATER USE INFORMATION:

OIL EXPLORATION: from Oct 10 to Oct 9. Drilling and completion of oil/gas wells
 2002 2003 on Flat Rock Mesa

4. PLACE OF USE: (which includes all or part of the following legal subdivisions:)

BASE TOWN	RANG	SEC	NORTH-WEST¼				NORTH-EAST¼				SOUTH-WEST¼				SOUTH-EAST¼			
			NW	NE	SW	SE	NW	NE	SW	SE	NW	NE	SW	SE	NW	NE	SW	SE
SL	14S	20E	Entire TOWNSHIP															

5. EXPLANATORY:

Point of diversion is on BLM land. Permission is being obtained.

WIND RIVER RESOURCES CORP.
NORTH HILL CREEK #14-11-15-20
 LOCATED IN UINTAH COUNTY, UTAH
 SECTION 11, T15S, R20E, S.L.B.&M.



PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: SOUTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHWESTERLY

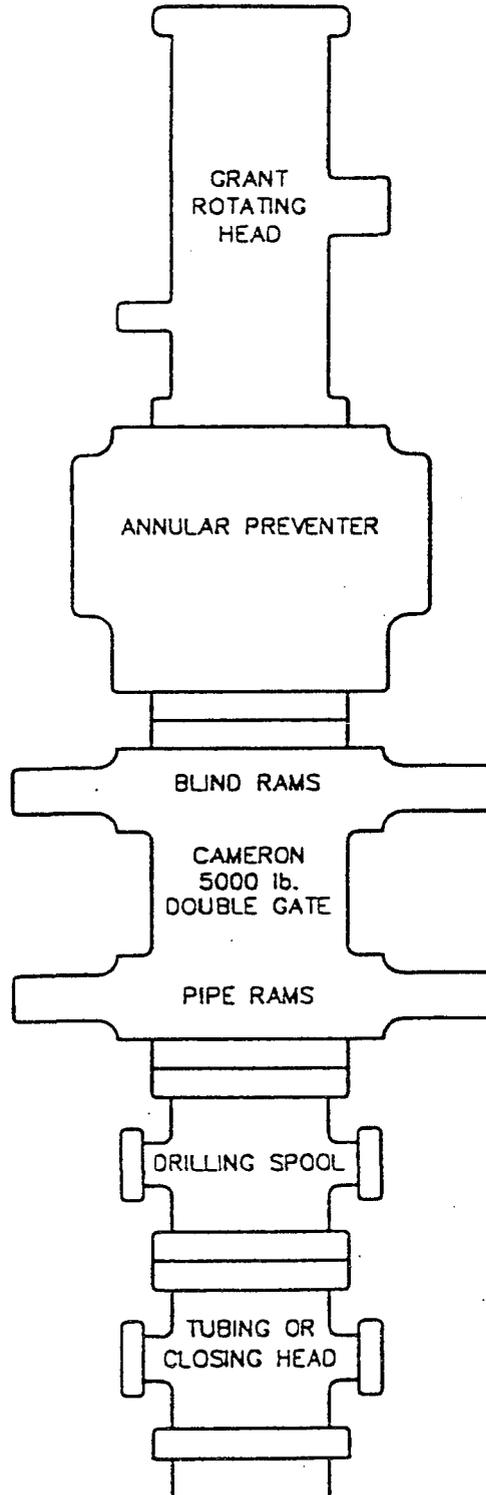


U E L S Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 435-789-1017 uels@uelsinc.com

LOCATION PHOTOS	04	04	03	PHOTO
	MONTH	DAY	YEAR	
TAKEN BY: J.F.	DRAWN BY: P.M.	REVISED: 00-00-00		

- Since 1964 -

CLASS III BLOWOUT PREVENTER STACK

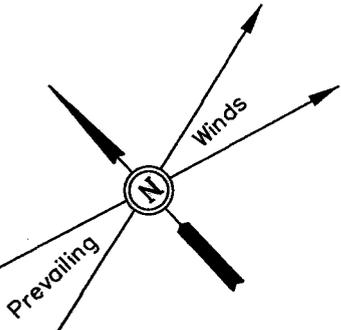


WIND RIVER RESOURCES CORP.

LOCATION LAYOUT FOR

NORTH HILL CREEK #14-11-15-20
SECTION 11, T15S, R20E, S.L.B.&M.
603' FSL 1928' FWL

CONSTRUCT
DIVERSION
DITCH

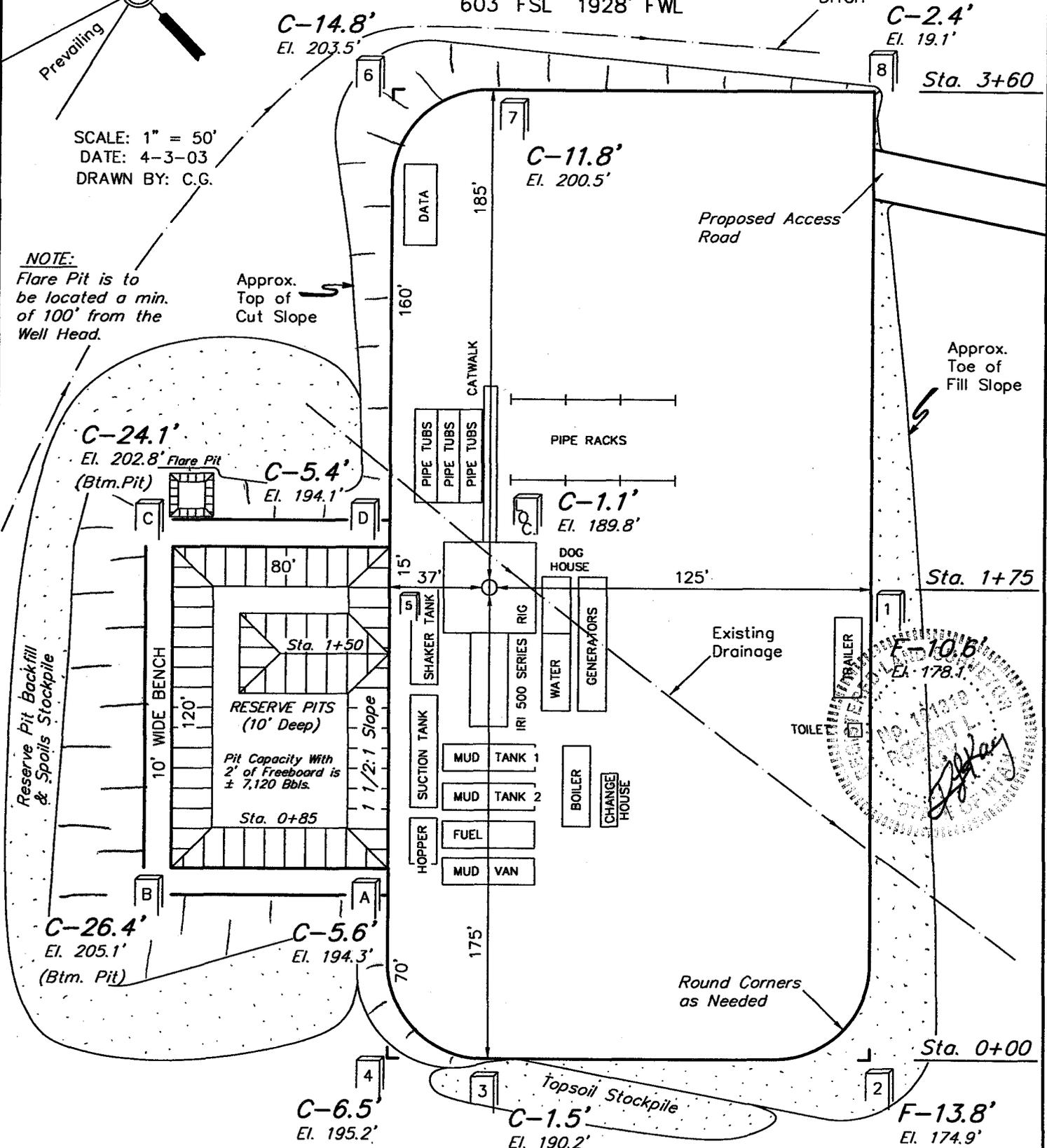


SCALE: 1" = 50'
DATE: 4-3-03
DRAWN BY: C.G.

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

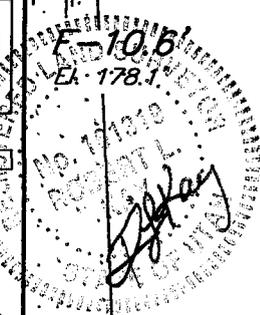
Approx. Top of Cut Slope

Approx. Toe of Fill Slope



Elev. Ungraded Ground at Location Stake = 7189.8'
Elev. Graded Ground at Location Stake = 7188.7'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (435) 789-1017



WIND RIVER RESOURCES CORP.

TYPICAL CROSS SECTIONS FOR

NORTH HILL CREEK #14-11-15-20

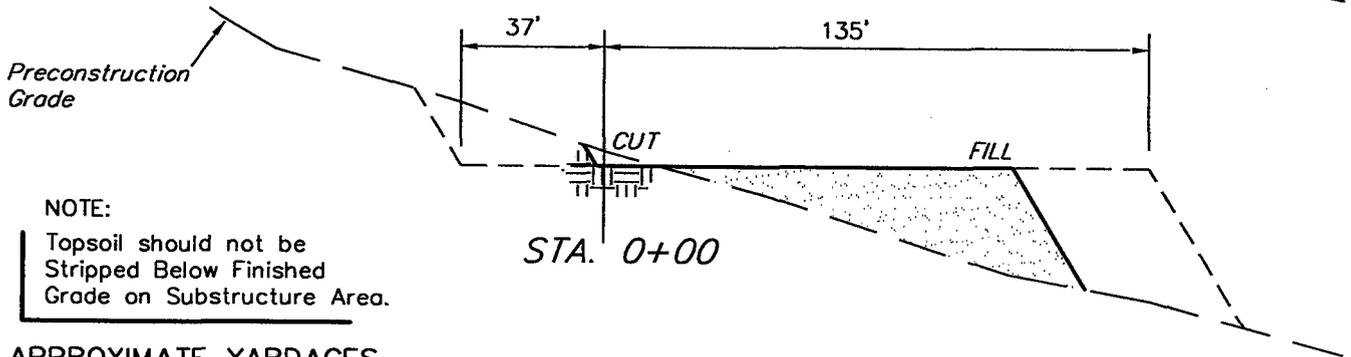
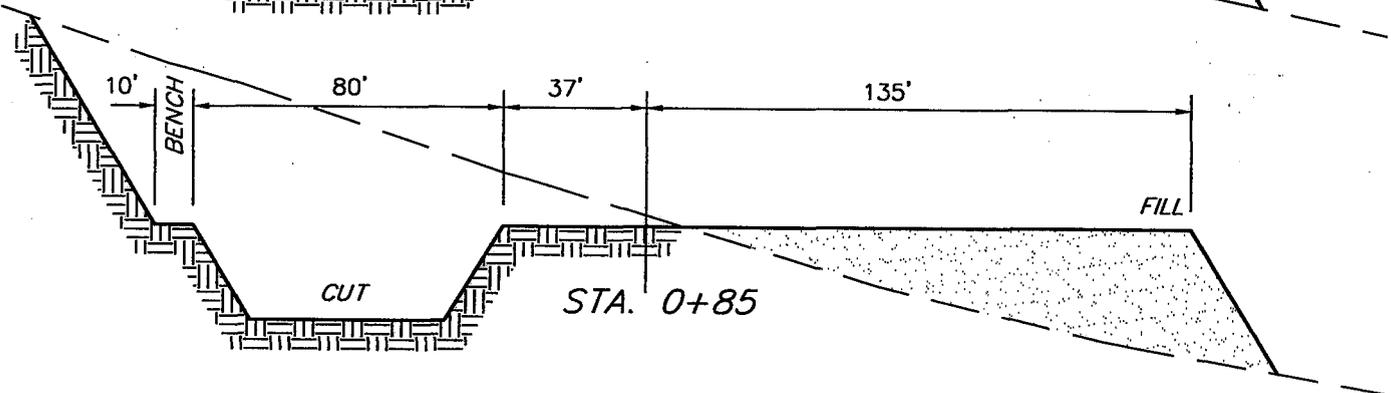
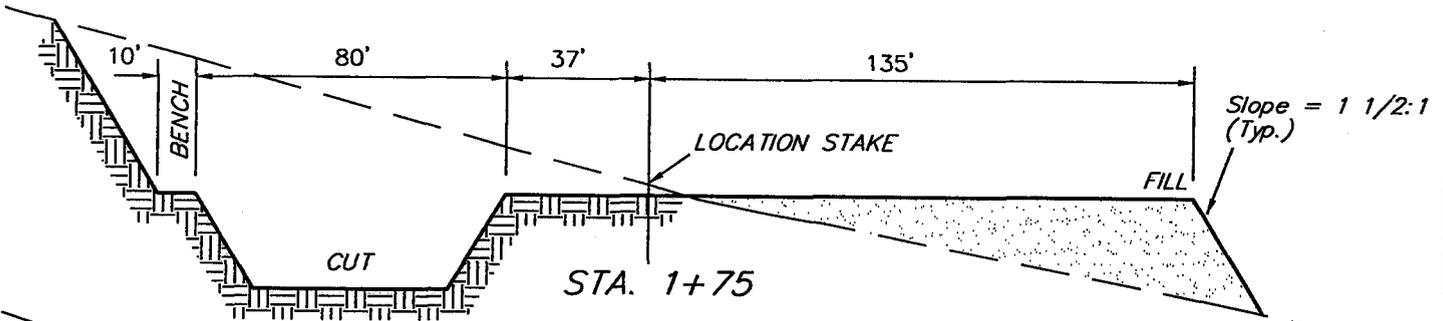
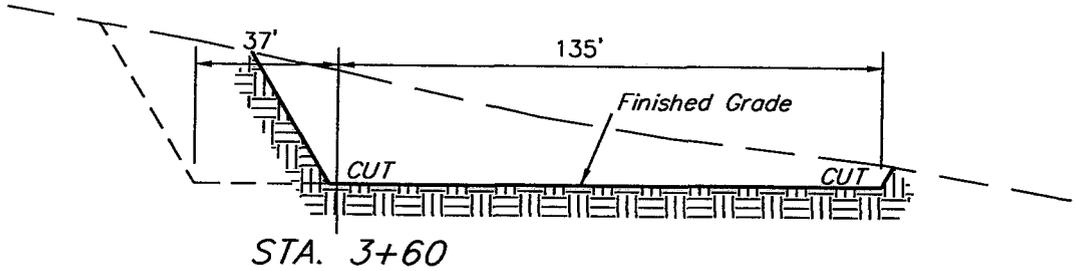
SECTION 11, T15S, R20E, S.L.B.&M.

603' FSL 1928' FWL



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

DATE: 4-3-03
DRAWN BY: C.G.



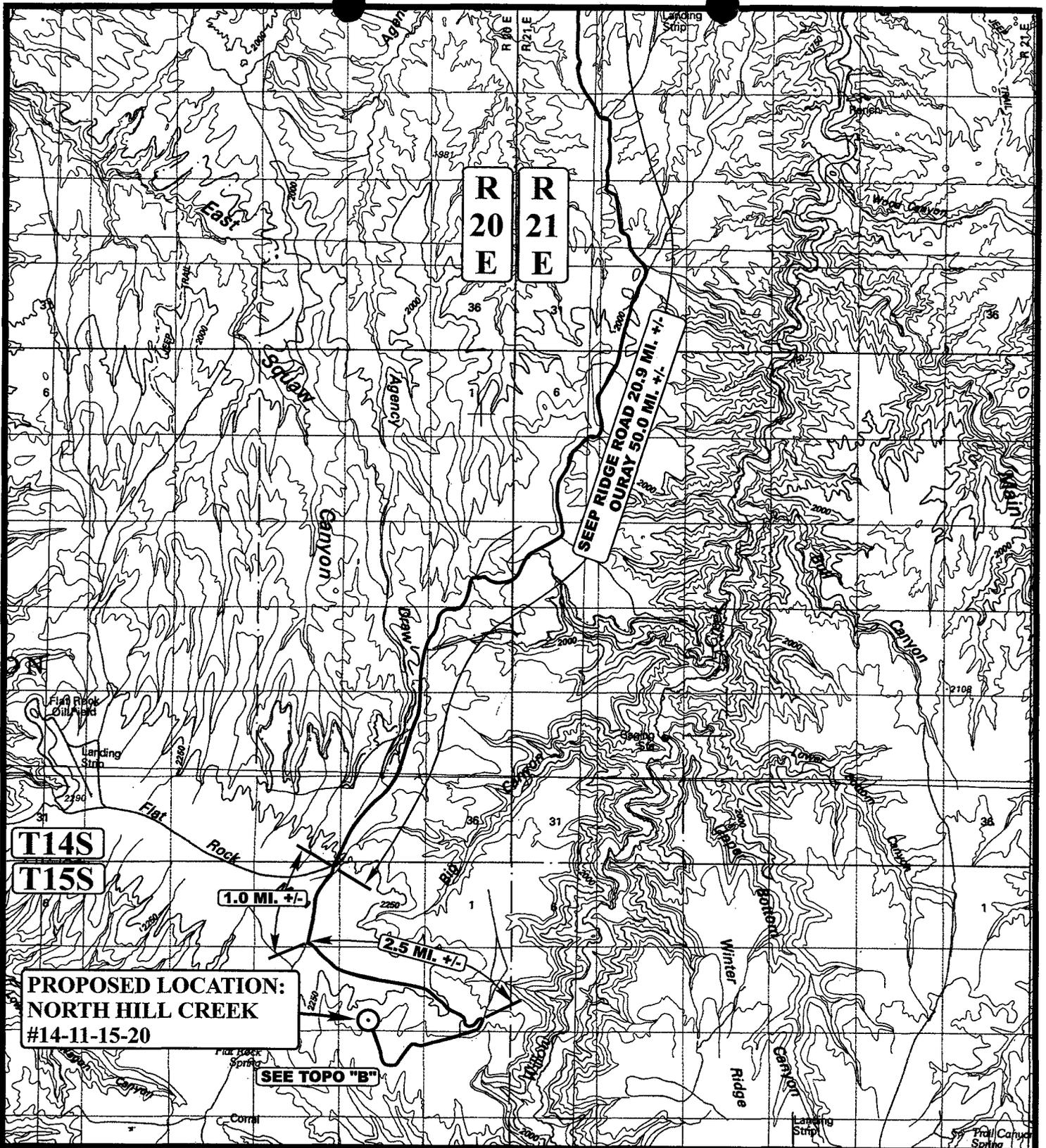
NOTE:

Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE YARDAGES

CUT	
(12") Topsoil Stripping	= 2,820 Cu. Yds.
Remaining Location	= 12,650 Cu. Yds.
TOTAL CUT	= 15,470 CU.YDS.
FILL	= 11,040 CU.YDS.

EXCESS MATERIAL AFTER 5% COMPACTION	= 3,850 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 3,850 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 0 Cu. Yds.



LEGEND:

⊙ PROPOSED LOCATION



WIND RIVER RESOURCES CORP.

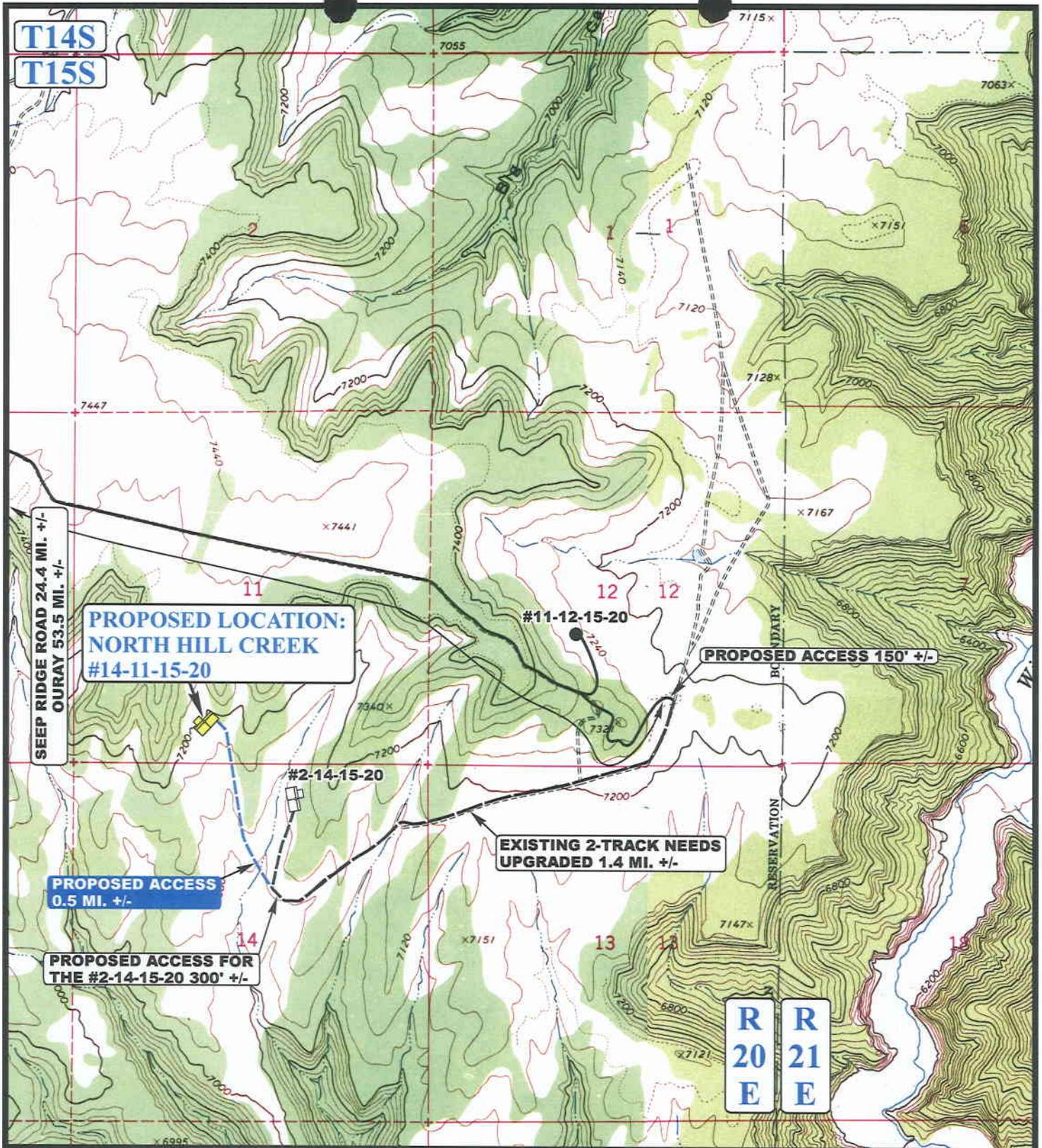
NORTH HILL CREEK #14-11-15-20
SECTION 11, T15S, R20E, S.L.B.&M.
603' FSL 1928' FWL



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

TOPOGRAPHIC 04 04 03
MAP MONTH DAY YEAR
 SCALE: 1:100,000 DRAWN BY: P.M. REVISED: 00-00-00





T14S
T15S

**PROPOSED LOCATION:
NORTH HILL CREEK
#14-11-15-20**

SEEP RIDGE ROAD 24.4 MI. +/-
OURAY 53.5 MI. +/-

PROPOSED ACCESS 150' +/-

**PROPOSED ACCESS
0.5 MI. +/-**

**EXISTING 2-TRACK NEEDS
UPGRADED 1.4 MI. +/-**

**PROPOSED ACCESS FOR
THE #2-14-15-20 300' +/-**

R R
20 21
E E

LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD

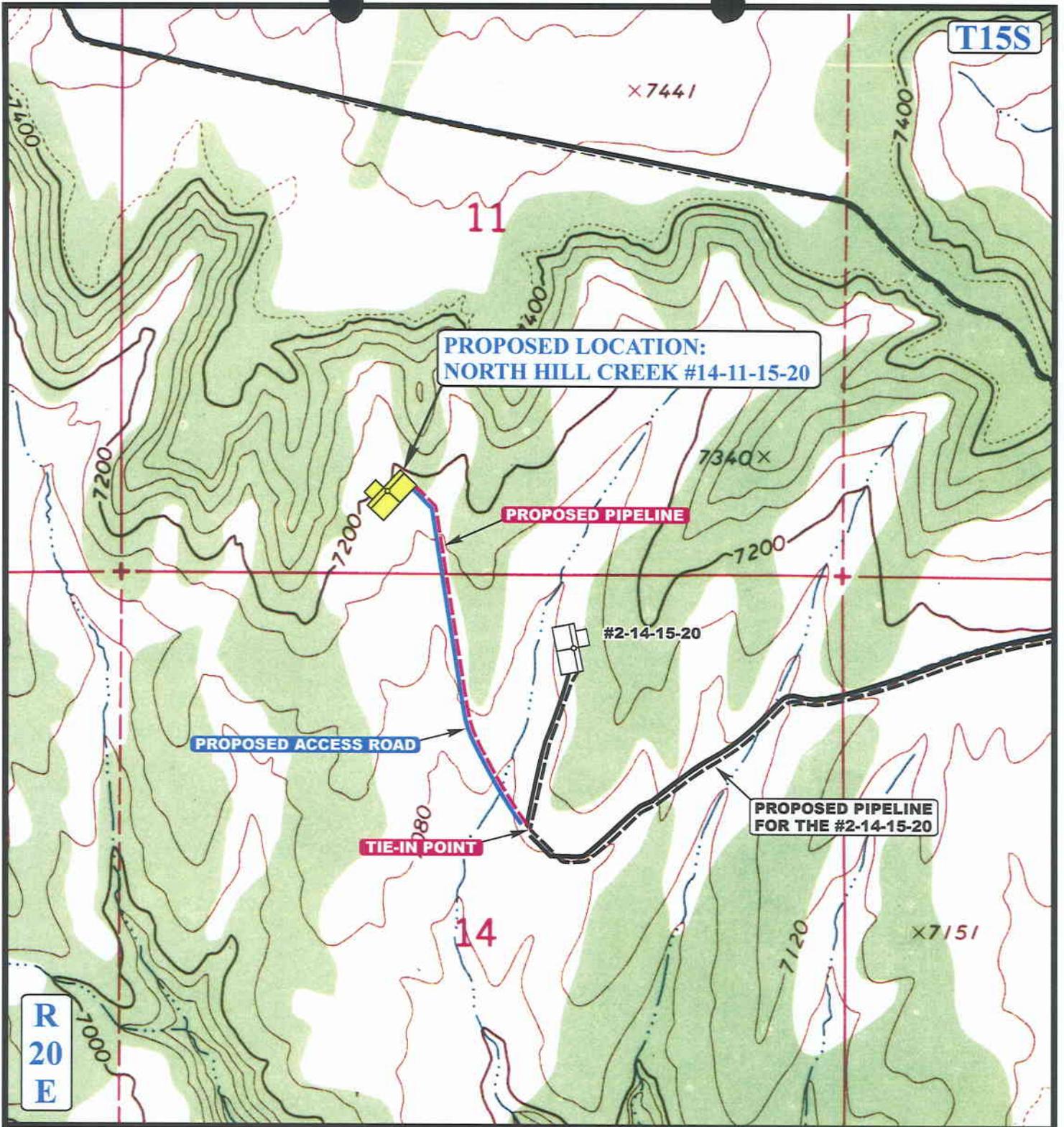
WIND RIVER RESOURCES CORP.

**NORTH HILL CREEK #14-11-15-20
SECTION 11, T15S, R20E, S.L.B.&M.
603' FSL 1928' FWL**

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



TOPOGRAPHIC MAP **04 04 03**
 MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: P.M. REVISED: 00-00-00 **B TOPO**



APPROXIMATE TOTAL PIPELINE DISTANCE = 2,631' +/-

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING PIPELINE
-  PROPOSED PIPELINE

WIND RIVER RESOURCES CORP.

NORTH HILL CREEK #14-11-15-20
SECTION 11, T15S, R20E, S.L.B.&M.
603' FSL 1928' FWL

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



TOPOGRAPHIC MAP 04 04 03
 MONTH DAY YEAR

SCALE: 1" = 1000' DRAWN BY: P.M. REVISED: 00-00-00



WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 05/02/2003

API NO. ASSIGNED: 43-047-34953

WELL NAME: N HILL CREEK 14-11-15-20
OPERATOR: WIND RIVER RESOURCES (N1850)
CONTACT: MARC ECKELS

PHONE NUMBER: 435-722-2546

PROPOSED LOCATION:

SESW 11 150S 200E
SURFACE: 0603 FSL 1928 FWL
BOTTOM: 0603 FSL 1928 FWL
UINTAH
WILDCAT (1)

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

LEASE TYPE: 2 - Indian
LEASE NUMBER: 14-20-H62-5000
SURFACE OWNER: 2 - Indian
PROPOSED FORMATION: ENRD

LATITUDE: 39.52151
LONGITUDE: 109.64827

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[] Ind[2] Sta[] Fee[]
(No. 509795)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. 49-1667)
- RDCC Review (Y/N)
(Date: _____)
- Fee Surf Agreement (Y/N)

LOCATION AND SITING:

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

COMMENTS: _____

STIPULATIONS: 1- Federal Approval
2- Spacing Strip



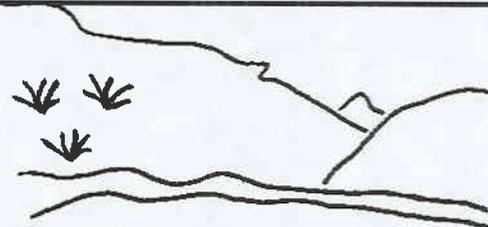
OPERATOR: WIND RIVER RES CORP (N1850)

SEC. 11 T15S, R20E

FIELD: WILDCAT (001)

COUNTY: UINTAH

SPACING: R649-3-2 / GENERAL SITING



Utah Oil Gas and Mining

WELLS

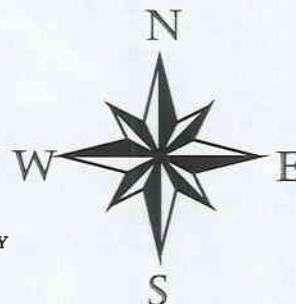
- ∕ GAS INJECTION
- ◻ GAS STORAGE
- ✕ LOCATION ABANDONED
- ⊕ NEW LOCATION
- ◊ PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- ◊ SHUT-IN GAS
- SHUT-IN OIL
- ✕ TEMP. ABANDONED
- ◊ TEST WELL
- ▲ WATER INJECTION
- ◆ WATER SUPPLY
- ∕ WATER DISPOSAL

UNIT STATUS

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

FIELD STATUS

- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED
- COUNTY BOUNDARY
- SECTION LINES
- TOWNSHIP LINES



PREPARED BY: DIANA MASON
DATE: 2-MAY-2003



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

May 5, 2003

Wind River Resources Corporation
Route 3, Box 3010
Roosevelt, UT 84066

Re: North Hill Creek 14-11-15-20 Well, 603' FSL, 1928' FWL, SE SW, Sec. 11, T. 15 South,
R. 20 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 43-047-34953.

Sincerely,

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

John R. Baza
Associate Director

pab
Enclosures

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

Operator: Wind River Resources Corporation
Well Name & Number North Hill Creek 14-11-15-20
API Number: 43-047-34953
Lease: 14-20-H62-5000

Location: SE SW Sec. 11 T. 15 South R. 20 East

Conditions of Approval

1. General

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

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

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

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

- Contact Dan Jarvis at (801) 538-5338

3. Reporting Requirements

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

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

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

005

Form 3160-3
(August 1999)

RECEIVED
MAY - 1 2003
By _____

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. 14-20-H62-5000
1b. Type of Well: <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name Ute Indian Tribe
2. Name of Operator Wind River Resources Corporation		7. If Unit or CA Agreement, Name and No. n/a
3a. Address Route 3 Box 3010 Roosevelt, UT 84066	3b. Phone No. (include area code) 435-722-2546	8. Lease Name and Well No. North Hill Creek 14-11-15-20
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface 603' FSL & 1,928' FWL (sesw) Sec. 11-T15S-R20E At proposed prod. zone same		9. API Well No.
14. Distance in miles and direction from nearest town or post office* 54 miles SSE of Roosevelt / 63 miles SSW of Vernal		10. Field and Pool, or Exploratory Exploratory
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 603'	16. No. of Acres in lease 640	11. Sec., T., R., M., or Blk. and Survey or Area Sec. 11-T15S-R20E, SLB8 M
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 3,000'	19. Proposed Depth 11,990'	12. County or Parish Uintah
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 7,190 (GL)	22. Approximate date work will start* Upon approval	13. State UT
20. BKM /BIA Bond No. on file Zions Bank SB -509795		
23. Estimated duration 35 days		
24. Attachments		

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

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

25. Signature	Name (Printed/Typed) Marc T. Eckels	Date 4-30-03
Title Vice President		
Approved by (Signature)	Name (Printed/Typed) Howard B. Cleavage	Date 05/08/2003
Title Assistant Field Manager Mineral Resources	Office	

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

NOTICE OF APPROVAL

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

*(Instructions on reverse)

CONDITIONS OF APPROVAL ATTACHED

RECEIVED
MAY 12 2003

DIV. OF OIL, GAS & MINING

03PS506A

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Wind River Resources Corporation
Well Name & Number: NORTH HILL CREEK 14-11-15-20
API Number: 43-047-34953
Lease Number: 14-20-H62-5000
Location: SESW Sec. 11 TWN: 15S RNG: 20E
Agreement: N/A

NOTIFICATION REQUIREMENTS

- | | |
|---------------------------------|---|
| Location Construction | - At least forty-eight hours prior to construction of the location or access roads. |
| Location Completion | - Prior to moving on the drilling rig. |
| Spud Notice | - At least twenty-four (24) hours prior to spudding the well. |
| Casing String and Cementing | - At least twenty-four (24) hours prior to running casing and cementing all casing strings. |
| BOP and Related Equipment Tests | - At least twenty-four (24) hours prior to initiating pressure tests. |
| First Production Notice | - Within five (5) business days after new well begins, or production resumes after well has been off production for more than ninety (90) days. |

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

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

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

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

Submit an electronic copy of all logs run on this well in LAS format. This submission will replace the requirement for submittal of paper logs to the BLM.

A. DRILLING PROGRAM

1. Estimated Depth at Which Oil, Gas, Water, or Other Mineral Bearing Zones are Expected to be Encountered

Report ALL water shows and water-bearing sands to this office prior to setting the next casing string or requesting plugging orders. Faxed copies of State of Utah form OGC-8-X are acceptable. If noticeable water flows are detected, submit samples to this office along with any water analyses conducted.

All usable water and prospectively valuable minerals (as described by BLM at onsite) encountered during drilling, will be recorded by depth and adequately protected. All oil and gas shows will be tested to determine commercial potential.

2. Pressure Control Equipment

The 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 5M system and individual components shall be operable as designed. Chart recorders shall be used for all pressure tests.

Test charts, with individual test results identified, shall be maintained on location while drilling and shall be made available to a BLM representative upon request.

If an air compressor is on location and is being utilized to provide air for the drilling medium while drilling, the special drilling requirements in Onshore Oil and Gas Order No. 2, regarding air or gas drilling shall be adhered to. If a mist system is being utilized then the requirement for a deduster shall be waived.

3. Casing Program and Auxiliary Equipment

Surface casing shall have centralizers on the bottom three joints, with a minimum of one centralizer per joint.

In addition, to the cementing proposal for the surface casing, a minimum of 200 ft. of Class G neat cement shall be placed from 200 ft. to surface in the 9 5/8" X 12 1/4" - 16" annulus.

As a minimum, the usable water and oil shale resources shall be isolated and/or protected by having a cement top for the production casing at least 200 ft. above the surface casing shoe, identified at 3,100 ft. and cementing the production liner through the liner lap. If gilsonite is encountered while drilling, it shall be isolated and/or protected via the cementing program.

4. Mud Program and Circulating Medium

Hazardous substances specifically listed by the EPA as a hazardous waste or demonstrating a characteristic of a hazardous waste will not be used in drilling, testing, or completion operations.

5. Coring, Logging and Testing Program

Daily drilling and completion progress reports shall be submitted to this office on a weekly basis.

A cement bond log (CBL) will be run from the production casing shoe to the top of the cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.

6. Notifications of Operations

Operator shall report production data to MMS pursuant to 30 CFR 216.5 using form MMS/3160.

If a replacement rig is contemplated for completion operations, a "Sundry Notice" (Form 3160-5) to that effect will be filed, for prior approval of the AO, and all conditions of this approved plan are applicable during all operations conducted with the replacement rig.

The date on which production is commenced or resumed will be construed for oil wells as the date on which liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated or, the date on which liquid hydrocarbons are first produced into a permanent storage facility, whichever first occurs; and, for gas wells as the date on which associated liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated or, the date on which gas is first measured through permanent metering facilities, whichever first occurs.

Should gas be vented or flared without approval beyond the authorized test period, the operator may be directed to shut-in the well until the gas can be captured or approval to continue venting or flaring as uneconomic is granted and the operator shall be required to compensate the lessor for that portion of the gas vented or flared without approval which is determined to have been avoidably lost.

A schematic facilities diagram as required by 43 CFR 3162.7-5(d) shall be submitted to the appropriate Field Office within 60 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with 43 CFR 3162.7-5 (1).

7. Other Information

All loading lines will be placed inside the berm surrounding the tank battery.

All off-lease storage, off-lease measurement, or commingling on-lease or off-lease will have prior written approval from the AO.

The oil and gas measurement facilities will be installed on the well location. The oil and gas meters will be calibrated in place prior to any deliveries. Tests for meter accuracy will be conducted on initial meter installations and at least quarterly thereafter. The AO will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports will be submitted to the Vernal District Office. All meter measurement facilities will conform with Onshore Oil & Gas Order No. 4 for liquid hydrocarbons and Onshore Oil & Gas Order No. 5 for natural gas measurement.

The use of materials under BLM jurisdiction will conform to 43 CFR 3610.2-3.

There will be no deviation from the proposed drilling and/or workover program without prior approval from the AO. Safe drilling and operating practices must be observed. All wells, whether drilling, producing, suspended, or abandoned will be identified in accordance with 43 CFR 3162.

"Sundry Notice and Report on Wells" (Form 3160-5) will be filed for approval for all changes of plans and other operations in accordance with 43 CFR 3162.3-2.

Section 102(b)(3) of the Federal Oil and Gas Royalty Management Act of 1982, as implemented by the applicable provisions of the operating regulations at Title 43 CFR 3162.4-1(c), requires that "not later than the 5th business day after any well begins production on which royalty is due anywhere on a lease site or allocated to a lease site, or resumes production in the case of a well which has been off production for more than 90 days, the operator shall notify the authorized officer by letter or sundry notice, Form 3160-5, or orally to be followed by a letter or sundry notice, of the date on which such production has begun or resumed."

If you fail to comply with this requirement in the manner and time allowed, you shall be liable for a civil penalty of up to \$10,000 per violation for each day such violation continues, not to exceed a maximum of 20 days. See Section 109(c)(3) of the Federal Oil and Gas Royalty Management Act of 1982 and the implementing regulations at Title 43 CFR 3162.4-1(b)(5)(ii).

APD approval is valid for a period of one (1) year from the signature date. An extension period may be granted, if requested, prior to the expiration of the original approval period. In the event after-hours approvals are necessary, please contact one of the following individuals:

Ed Forsman, Petroleum Engineer (435) 828-7874

Kirk Fleetwood, Petroleum Engineer (435) 828-7875

BLM FAX Machine (435) 781-4410

EPA'S LIST OF NONEXEMPT EXPLORATION AND PRODUCTION WASTES

While the following wastes are nonexempt, they are not necessarily hazardous.

Unused fracturing fluids or acids

Gas plant cooling tower cleaning wastes

Painting wastes

Oil and gas service company wastes, such as empty drums, drum rinsate, vacuum truck rinsate, sandblast media, painting wastes, spent solvents, spilled chemicals, and waste acids.

Vacuum truck and drum rinsate from trucks and drums, transporting or containing nonexempt waste

Refinery wastes

Liquid and solid wastes generated by crude oil and tank bottom reclaimers

Used equipment lubrication oils

Waste compressor oil, filters, and blowdown

Used hydraulic fluids

Waste solvents

Waste in transportation pipeline-related pits

Caustic or acid cleaners

Boiler cleaning wastes

Boiler refractory bricks

Incinerator ash

Laboratory wastes

Sanitary wastes

Pesticide wastes

Radioactive tracer wastes

Drums, insulation and miscellaneous solids.

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

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

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

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

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

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

A Corridor ROW, 30 feet wide and 2606 feet long, shall be granted for the pipeline and access road. (See Map C of the APD for this ROW) The constructed travel width of the access road will be limited to 18 feet. Upon authorization by the Ute Tribe Energy & Minerals Department, the ROW may be wider where sharp curves; deep cuts and fills occur; or, where intersections with other roads are required.

Culverts and diversion ditches will be placed and constructed where needed. Road base gravel will be used where sandy soils make roadways and the drilling location hazardous for access or drilling operations.

Upon completion of the pertinent APD and ROWs, Wind River will notify the Ute Tribe Energy & Minerals Department for a Tribal Technician to verify the Affidavit of Completion.

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

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

Wind River will implement "Safety and Emergency Plan" and ensure plan compliance.

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

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

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

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

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

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

Buried pipelines shall be buried a minimum of 3 feet below the soil surface. After construction is completed the disturbed area shall be contoured to blend into the natural landscape and be reseeded between September 15 and November 1 of the year following construction with perennial vegetation seed mixture provided by the BIA or Ute Tribe.

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

Soil erosion will be mitigated, by reseeding all disturbed areas.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

007

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
 Wind River Resources Corporation

3a. Address Route 3 Box 3010
 Roosevelt, UT 84066

3b. Phone No. (include area code)
 435-722-2546

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 603' FSL & 1,928' FWL (sesw) Sec. 11-T15S-R20E
 SLB&M

5. Lease Serial No.
 14-20-H62-5000

6. If Indian, Allottee or Tribe Name
 Ute Indian Tribe

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

8. Well Name and No. North Hill
 Creek 14-11-15-20

9. API Well No.
 43-047-34953

10. Field and Pool, or Exploratory Area
 Exploratory

11. County or Parish, State
 Uintah, UT

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

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

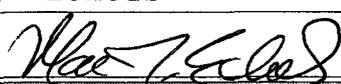
13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplate horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

NOTICE OF FIRST PRODUCTION:

First production from the North Hill Creek 14-11-15-20 took place at 9:00 A.M., October 3, 2003, with gas sold into the Comet Pipeline.

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

Name (Printed/Typed) Marc T. Eckels Title Vice President

Signature  Date September 3, 2003

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____ Title _____ Date _____

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

Office _____

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

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OCT 06 2003

008

ENTITY ACTION FORM

Operator: Wind River Resources Corporation Operator Account Number: N 1850
 Address: Route 3 Box 3010
city Roosevelt
state UT zip 84066 Phone Number: (435) 722-2546

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304734953	North Hill Creek 14-11-15-20		SESW	11	15S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	9999	13932	5/9/2003				
Comments: Well spud with air rig setting conductor pipe. Drilling rig started surface hole on 5/18/2003. <i>ENRD</i>							

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:							

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)

Marc T. Eckels

Name (Please Print)

Signature

Vice President

Title

10/15/2003

Date

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OCT 16 2003

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

5. Lease Serial No.
14-20-H62-5000

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

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

8. Well Name and No. North Hill
Creek 14-11-15-20

9. API Well No.
43-047-34953

10. Field and Pool, or Exploratory Area
Exploratory

11. County or Parish, State
Uintah, UT

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
Wind River Resources Corporation

3a. Address Route 3 Box 3010
Roosevelt, UT 84066

3b. Phone No. (include area code)
435-722-2546

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
603' FSL & 1,928' FWL (sesw) Sec. 11-T15S-R20E
SLB&M

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

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

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

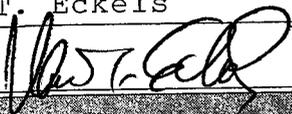
The North Hill Creek 14-11-15-20 was spudded on May 9, 2003, by Bill Jrs. air rig, which set 20" conductor pipe. Patterson Rig 136 commence drilling the surface hole on May 18, 2003.

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

Marc T. Eckels

Title Vice President

Signature



Date 10-15-03

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Title

Date

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

Office

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

RECEIVED

OCT 16 2003

DIV. OF OIL, GAS & MINING

NOTICE

Utah Oil and Gas Conservation General Rule R649-3-21 states that,

- A well is considered completed when the well has been adequately worked to be capable of producing oil or gas or when well testing as required by the division is concluded.
- Within 30 days after the completion or plugging of a well, the following shall be filed:
 - Form 8, Well Completion or Recompletion Report and Log
 - A copy of electric and radioactivity logs, if run
 - A copy of drillstem test reports,
 - A copy of formation water analyses, porosity, permeability or fluid saturation determinations
 - A copy of core analyses, and lithologic logs or sample descriptions if compiled
 - A copy of directional, deviation, and/or measurement-while-drilling survey for each horizontal well

Failure to submit reports in a timely manner will result in the issuance of a Notice of Violation by the Division of Oil, Gas and Mining, and may result in the Division pursuing enforcement action as outlined in Rule R649-10, Administrative Procedures, and Section 40-6-11 of the Utah Code.

As of the mailing of this notice, the division has not received the required reports for

Operator: WIND RIVER RESOURCES

Today's Date: 11/07/2003

Well:	API Number:	Drilling Commenced:
NHC 4-13-15-20	4304735054	06/28/2003
N HILL CREEK 1-9-15-20	4304734742	10/26/2002
N HILL CREEK 10-10-15-20	4304734830	01/17/2003
N HILL CREEK 14-11-15-20	4304734953	05/18/2003

To avoid compliance action, required reports should be mailed within 7 business days to:

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

If you have questions or concerns regarding this matter, please call (801) 538-5284.

cc: Well File
 Compliance File

NOTICE

Utah Oil and Gas Conservation General Rule R649-3-21 states that,

- A well is considered completed when the well has been adequately worked to be capable of producing oil or gas or when well testing as required by the division is concluded.
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 - Form 8, Well Completion or Recompletion Report and Log
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 - A copy of core analyses, and lithologic logs or sample descriptions if compiled
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As of the mailing of this notice, the division has not received the required reports for

Operator: WIND RIVER RESOURCES

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N HILL CREEK 14-11-15-20	4304734953	05/18/2003

Rec'd 11-24-03 { *15 S 20 E 11*

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 1594 West North Temple, Suite 1210
 P.O. Box 145801
 Salt Lake City, Utah 84114-5801

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cc: Well File
 Compliance File

**Thin Section Description
Thin Section Photomicrographs and Captions**

Plates 1 – 3

Wind River Resources, North Hill Creek 14-11-15-20
Uintah Co., Utah

**RECEIVED
NOV 24 2003
DIV. OF OIL, GAS & MINING**

Wind River Resources, North Hill Creek 14-11-15-20
Uintah Co., Utah
Sample Number:

Porosity, percent:
Gas Permeability, md:

Thin Section Description:

Sample Type: shale core sample

Sample 9800.68 ft.

Thin section is oriented perpendicular to bedding. The sample is a laminated shale, which contains scattered terrigenous silt and calcareous fossil material. Fossil debris occurs in thin laminae aligned parallel to bedding as well as small fragments within the shale matrix. Foraminifera and mollusk fragments are the most abundant fossil fragments. Small amounts of siliceous fossil material were also observed. Some calcareous fossil fragments have been replaced by silica. Terrigenous silt is scattered throughout the shale matrix.

Wind River Resources, North Hill Creek 14-11-15-20
Sample: 9800.68 ft

Plate 1A

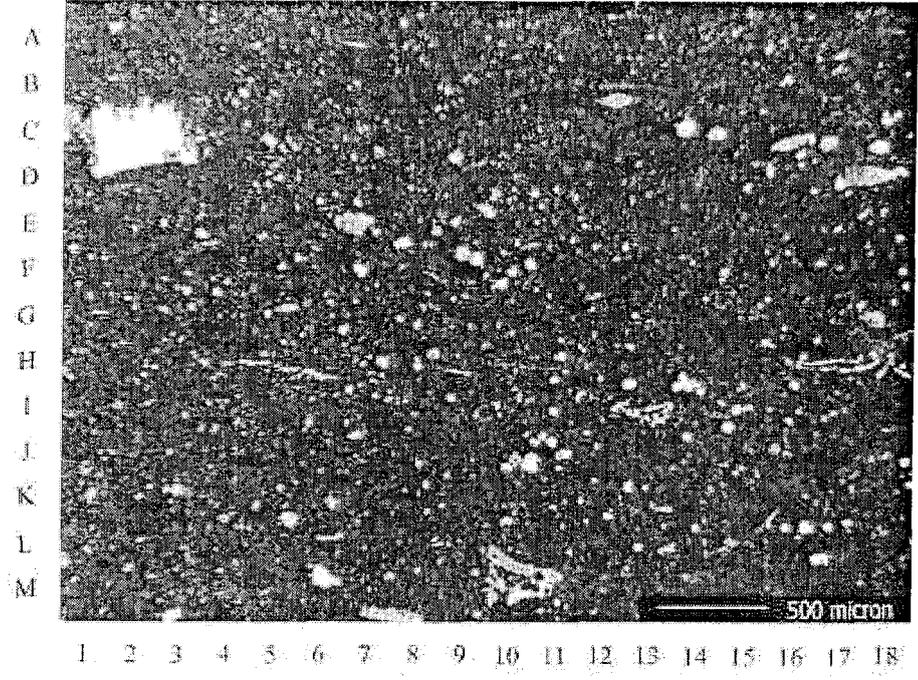
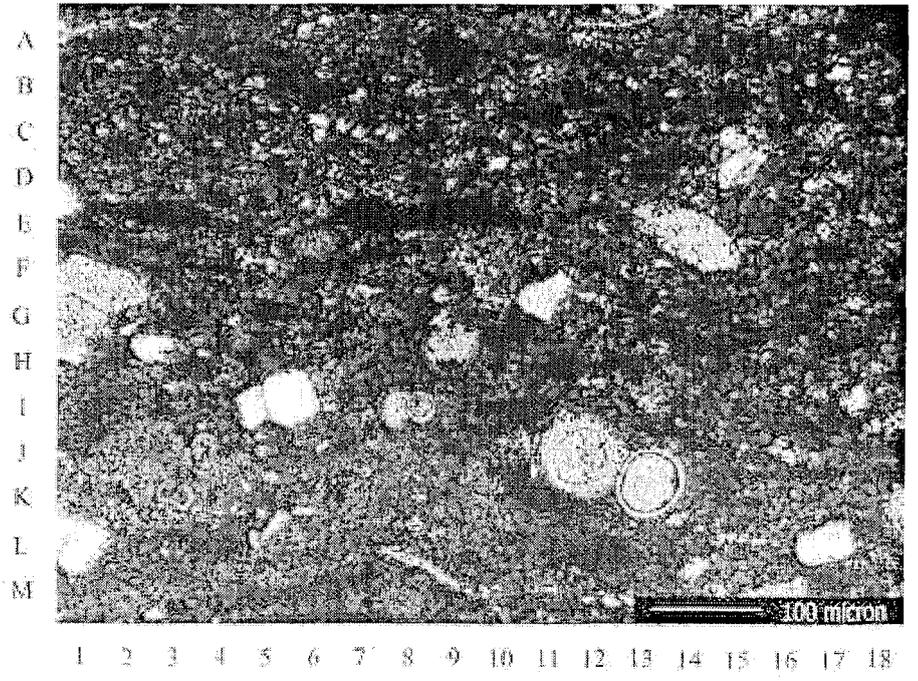


Plate 1B



Wind River Resources, North Hill Creek 14-11-15-20
Uintah Co., Utah
Sample Number:

Porosity, percent:
Gas Permeability, md:

Thin Section Description:

Sample Type: shale core sample

Sample 9806.0 ft.

This thin section is oriented parallel to bedding to capture fractures within the rock fabric. Fractures are filled by calcite and appear high-angle. Fractures exhibit an en echelon pattern, which is commonly the result of extensional tectonics. Fracture fill material varies in width, but is commonly between 30 and 40 microns thick. Very little natural porosity is observed associated with fractures. Narrow openings along some fractures are probably the result of stress relief. The shale matrix is similar to the previous sample and contains relatively abundant terrigenous sand and silt as well as calcareous fossil debris. Inoceramus prisms (fragments of a large thick-walled bivalve) are common. Foraminifera and mollusk fragments are most abundant. Pyrite framboids are present throughout.

Wind River Resources, North Hill Creek 14-11-15-20
Sample: 9806.00 ft

Plate 2A

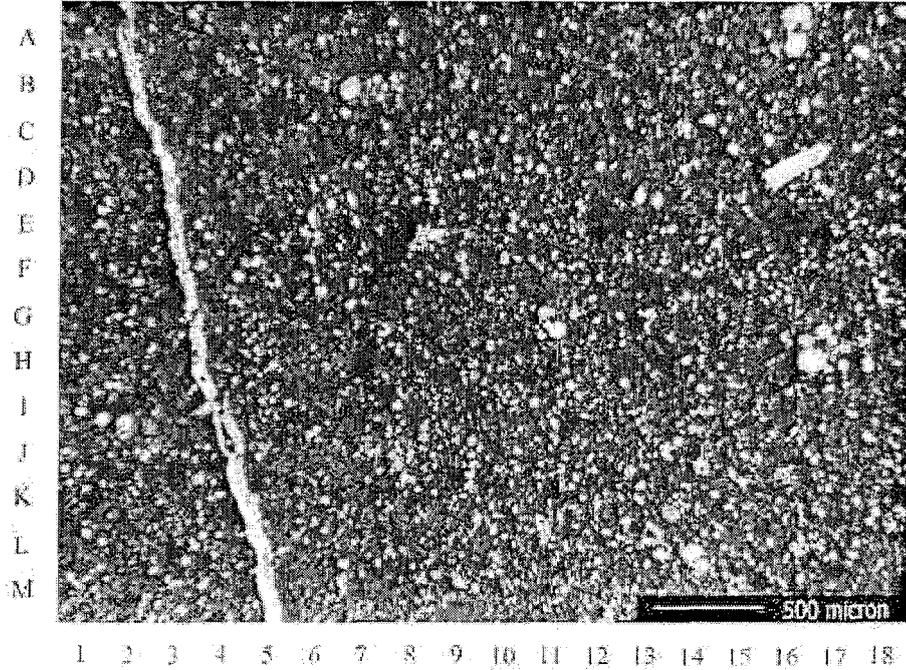
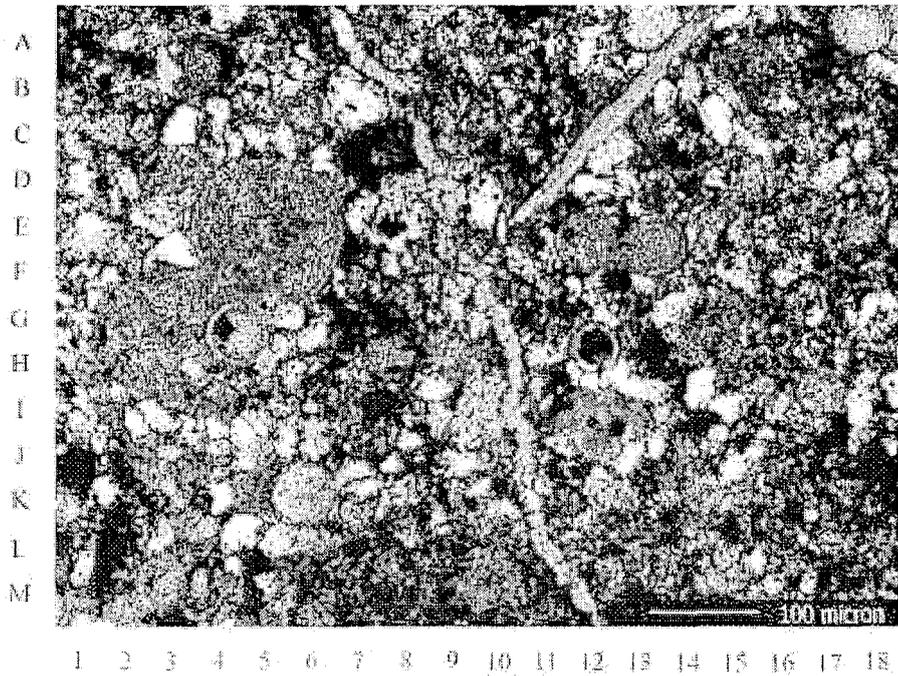


Plate 2B



Wind River Resources, North Hill Creek 14-11-15-20

Uintah Co., Utah

Sample Number:

Porosity, percent:

Gas Permeability, md:

Thin Section Description:

Sample Type: shale core sample

Sample 9809.2 ft.

This thin section is oriented perpendicular to bedding. The sample is characterized by a mixture of shale and silt/sandstone. Terrigenous grains range from coarse silt to very fine sand. Siltstone/sandstone and shale are interlaminated. Starved ripple marks are also present. Calcareous fossil debris is admixed with terrigenous grains. Foraminifera and mollusk fragments are common. Siltstone/sandstone laminae are commonly cemented by silica. Very little porosity was observed within terrigenous laminae.

Wind River Resources, North Hill Creek 14-11-15-20
Sample: 9809.20 ft

Plate 3A

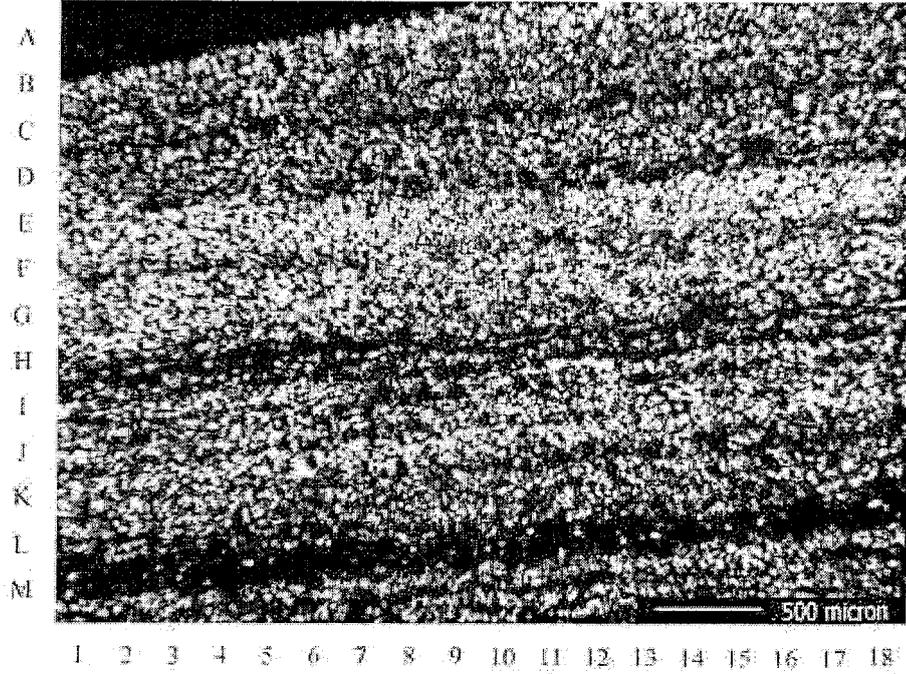
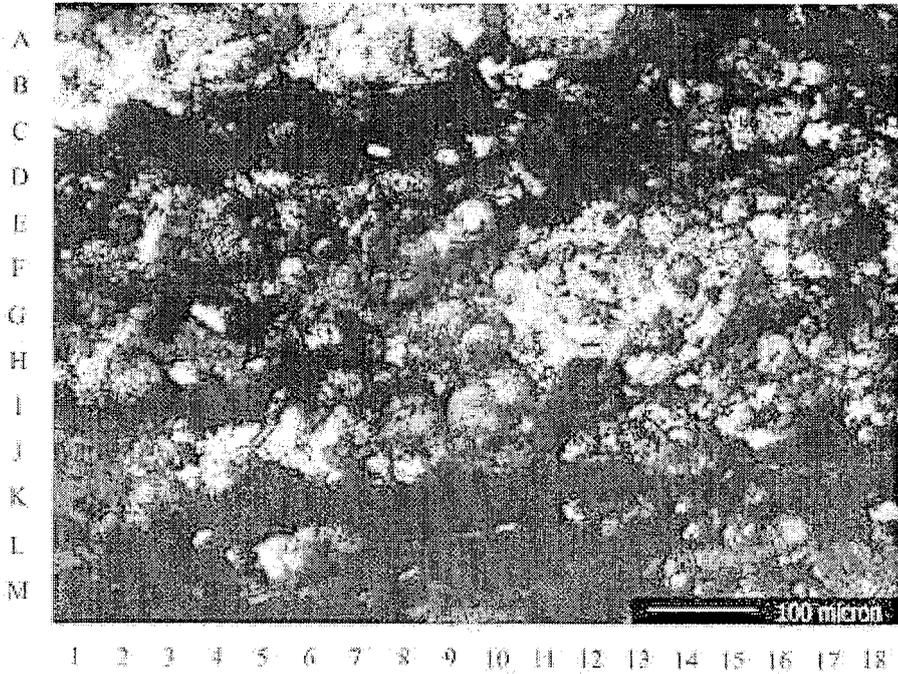


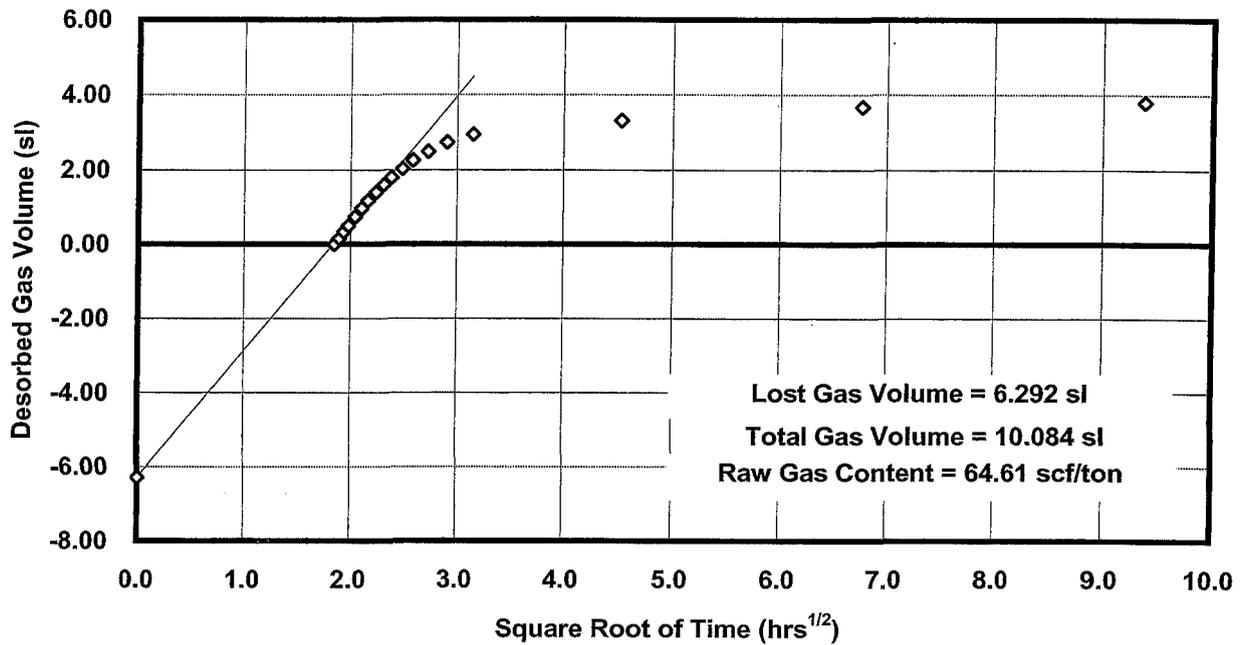
Plate 3B



USBM Lost Gas Estimation

Sample: 1

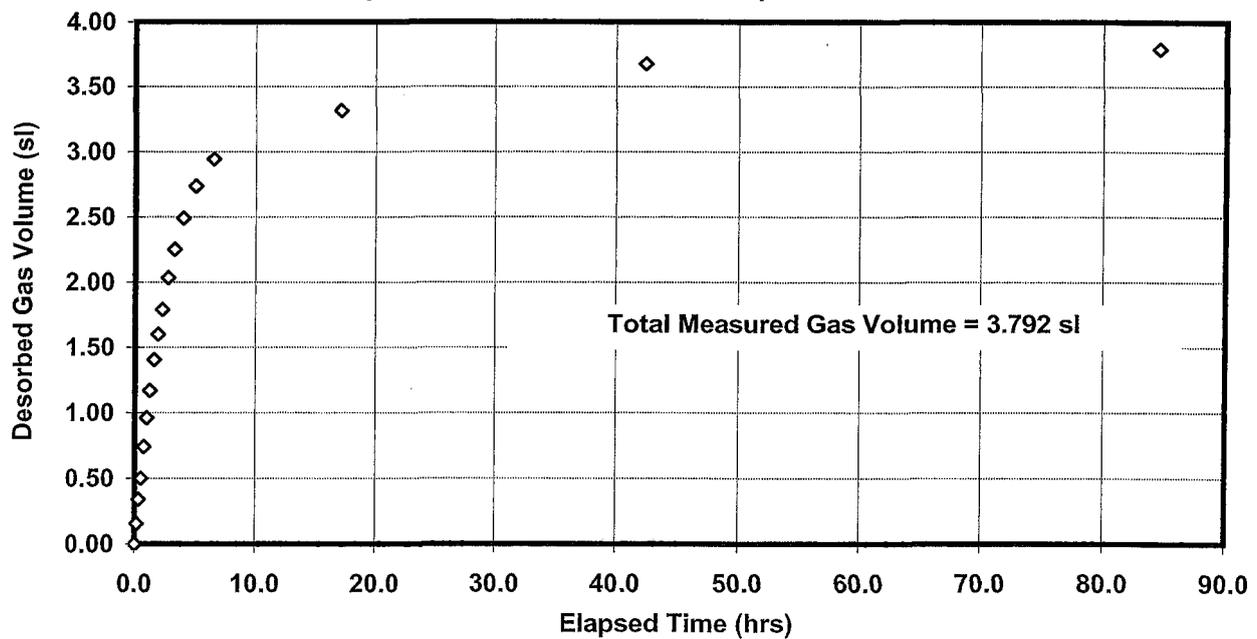
Depth: 9795.0-95.8 ft



Cumulative Gas Volume

Sample: 1

Depth: 9795.0-95.8 ft



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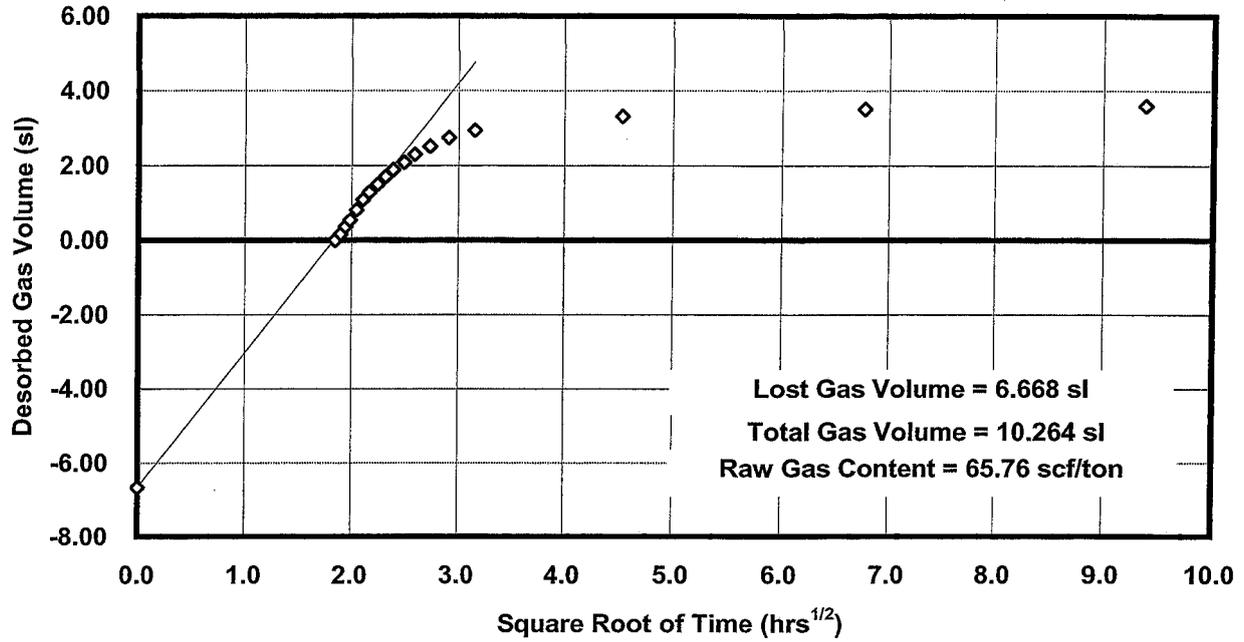
NOV 24 2003

DIV. OF OIL, GAS & MINING

USBM Lost Gas Estimation

Sample: 2

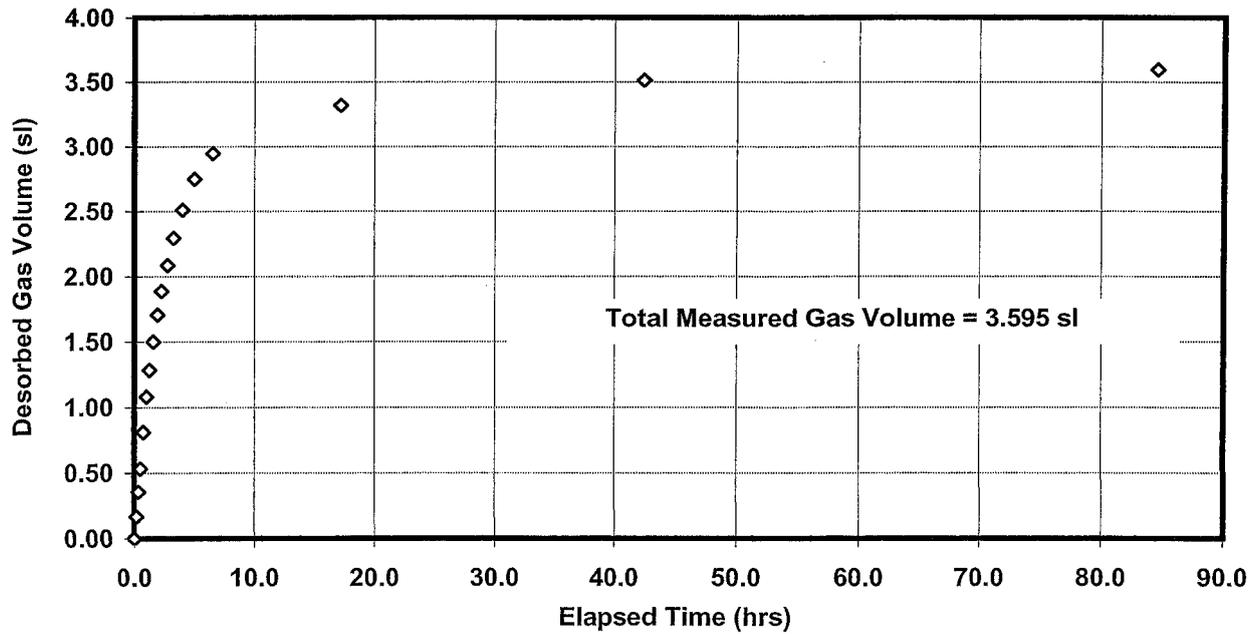
Depth: 9799.0-99.8 ft



Cumulative Gas Volume

Sample: 2

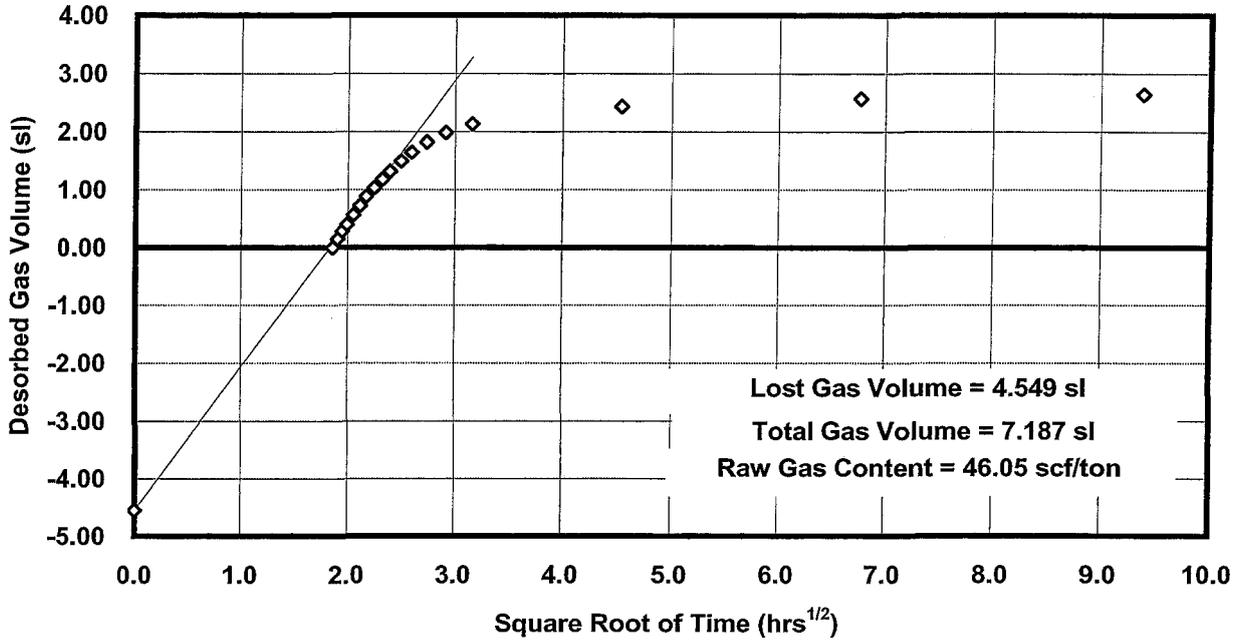
Depth: 9799.0-99.8 ft



USBM Lost Gas Estimation

Sample: 3

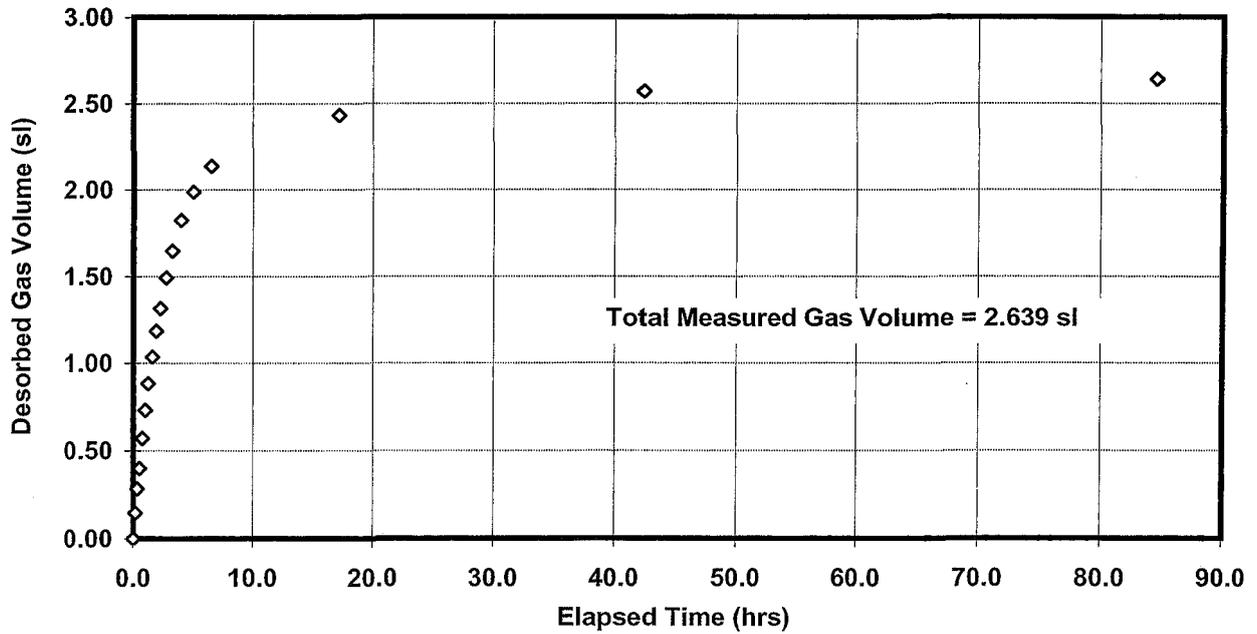
Depth: 9803.0-03.8 ft



Cumulative Gas Volume

Sample: 3

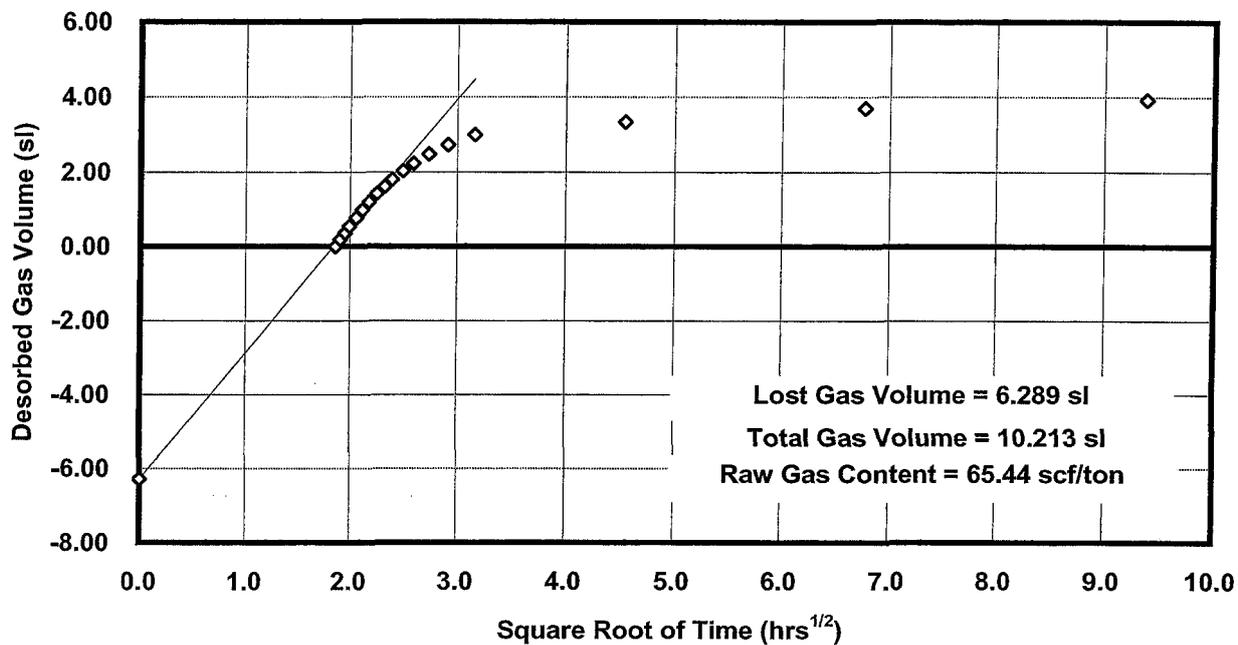
Depth: 9803.0-03.8 ft



USBM Lost Gas Estimation

Sample: 4

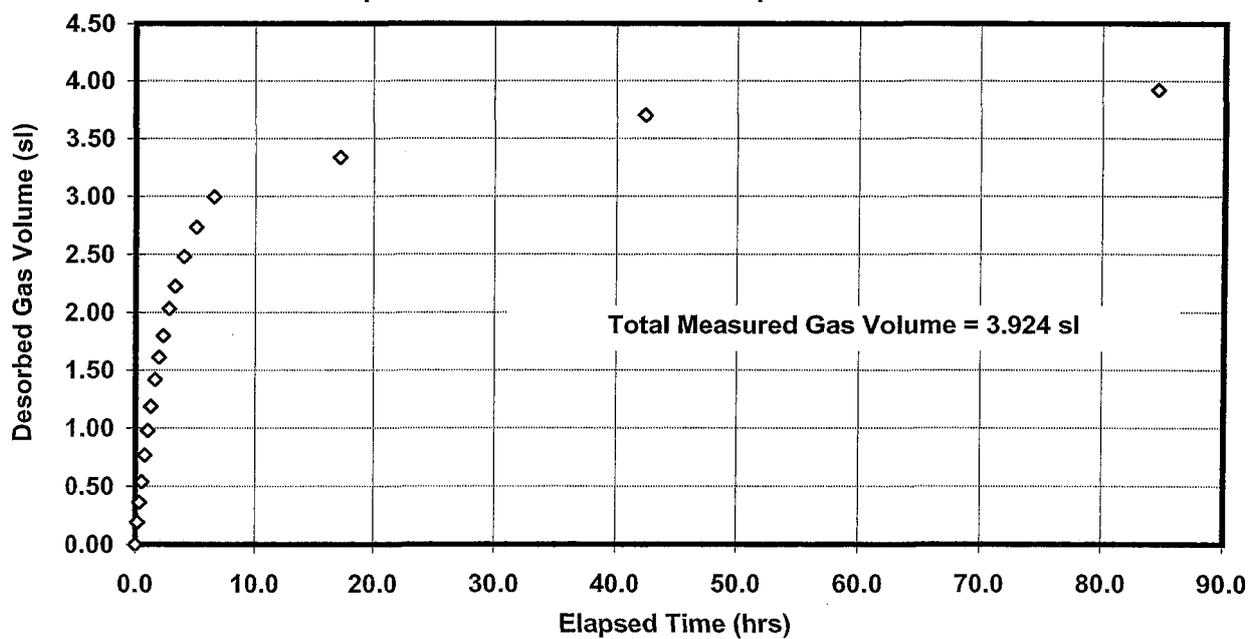
Depth: 9807.0-07.8 ft



Cumulative Gas Volume

Sample: 4

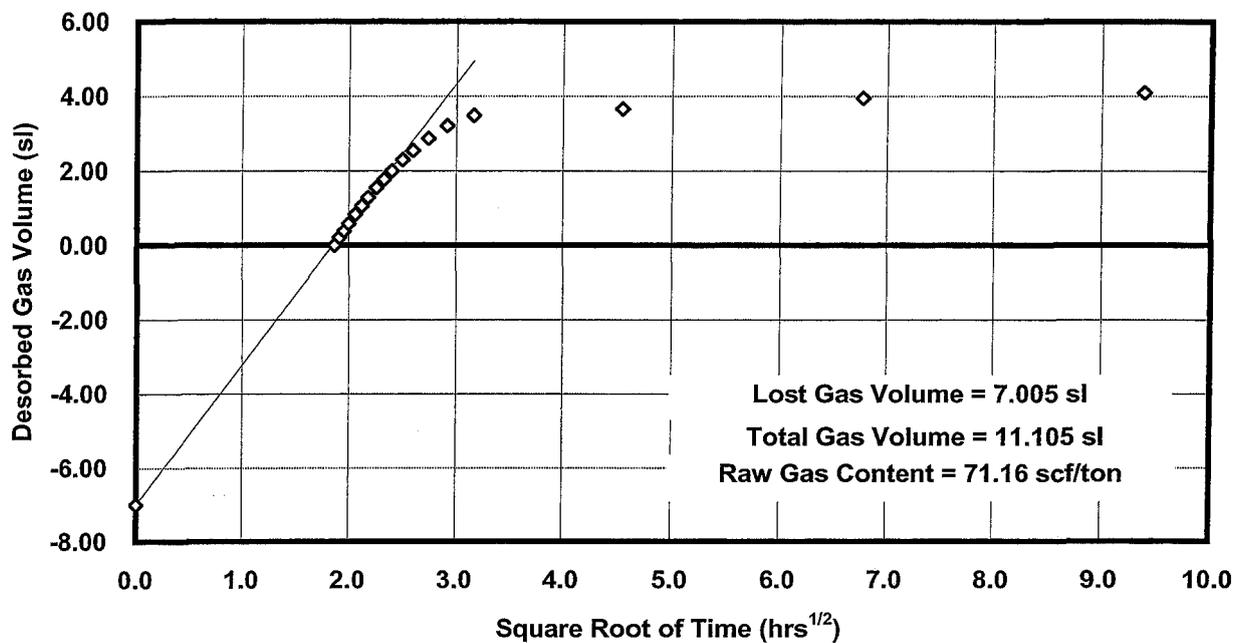
Depth: 9807.0-07.8 ft



USBM Lost Gas Estimation

Sample: 5

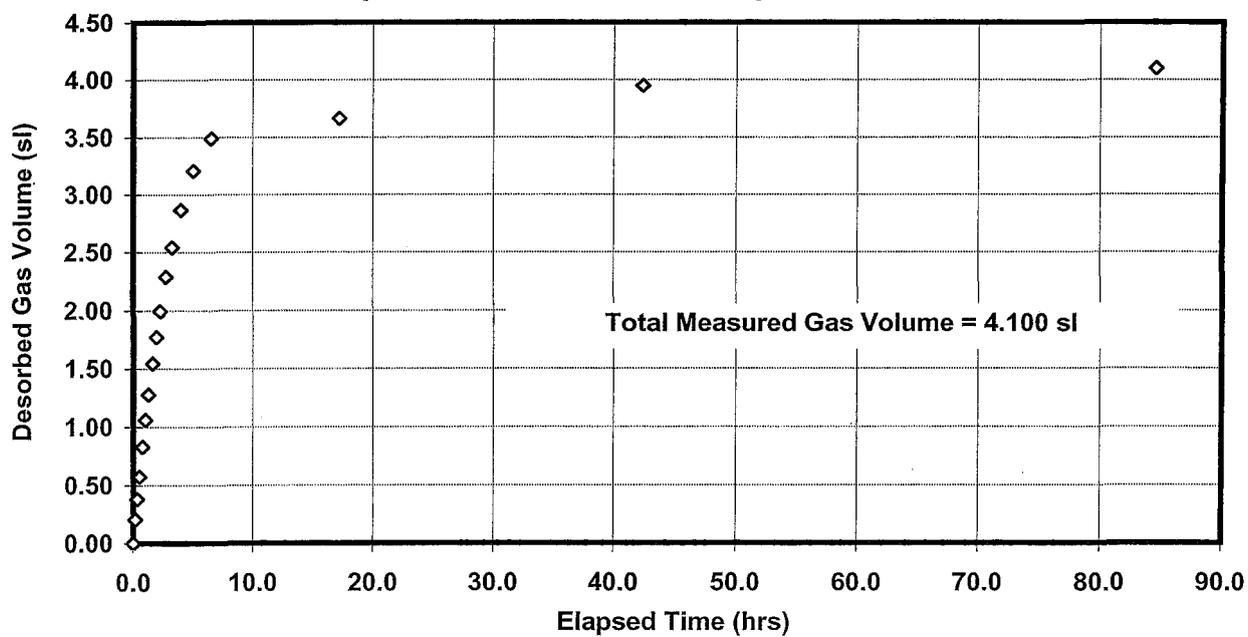
Depth: 9811.0-11.8 ft



Cumulative Gas Volume

Sample: 5

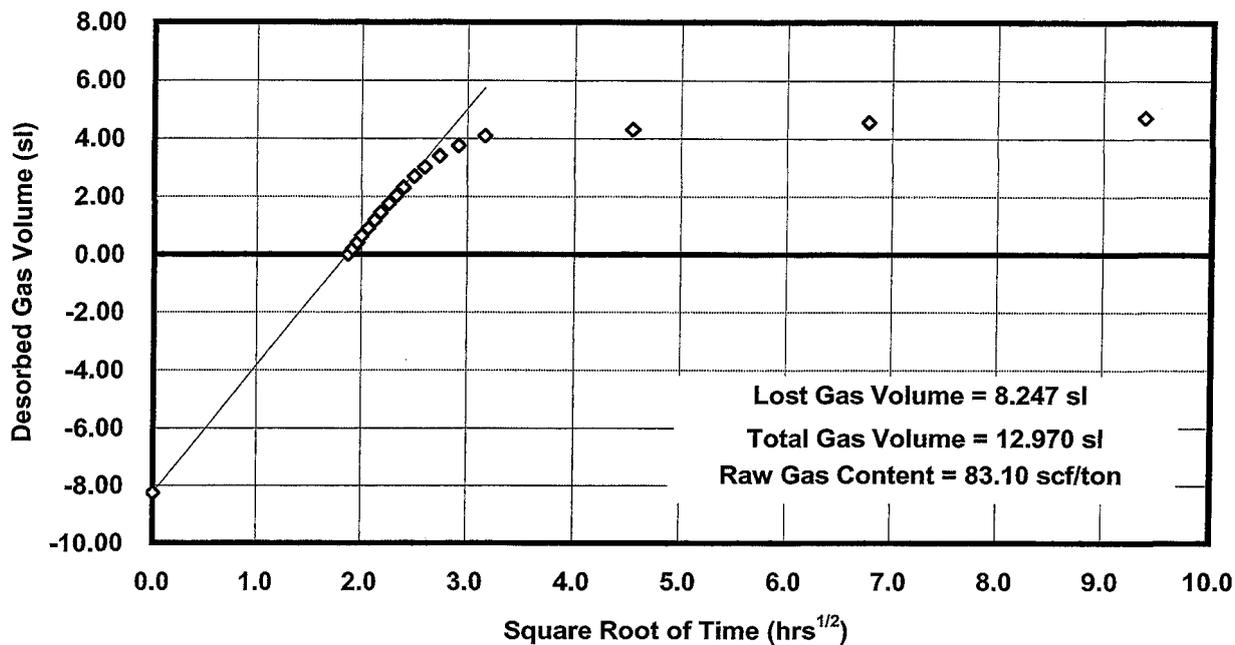
Depth: 9811.0-11.8 ft



USBM Lost Gas Estimation

Sample: 6

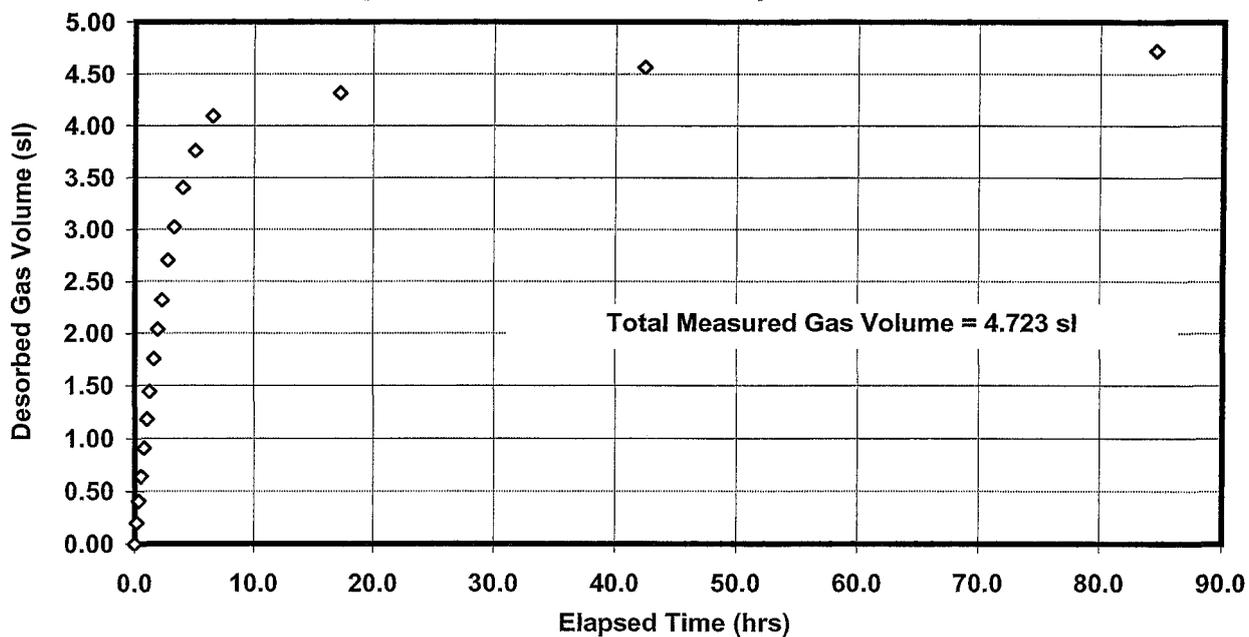
Depth: 9815.0-15.8 ft



Cumulative Gas Volume

Sample: 6

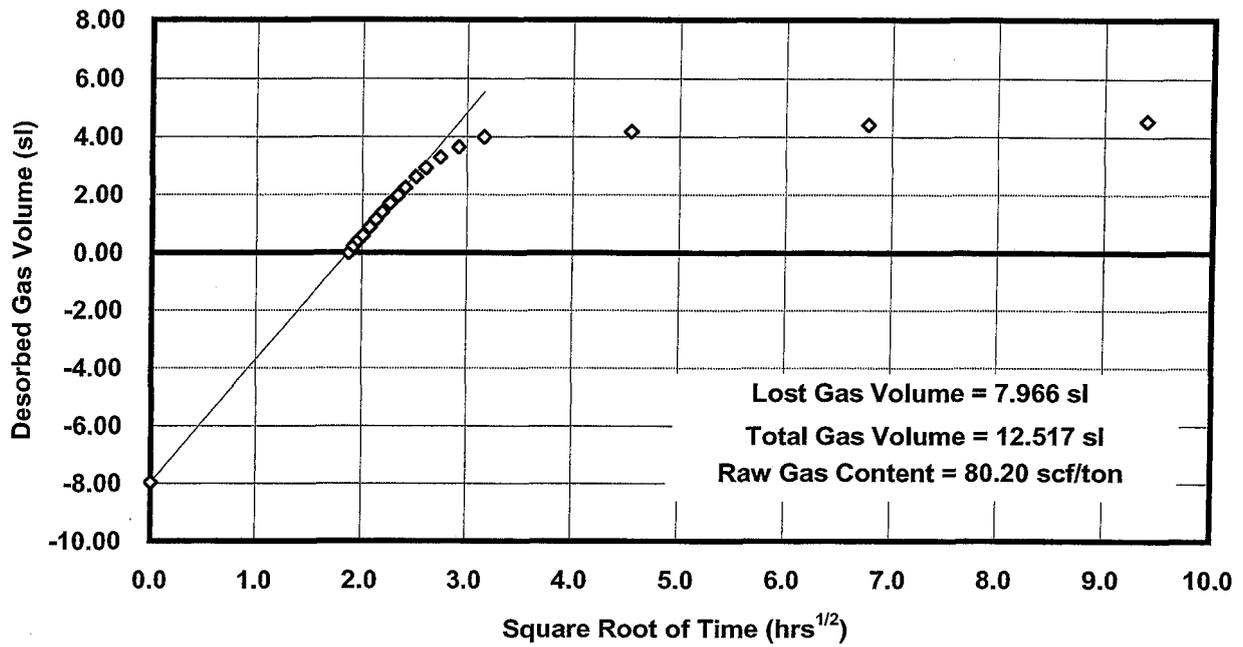
Depth: 9815.0-15.8 ft



USBM Lost Gas Estimation

Sample: 7

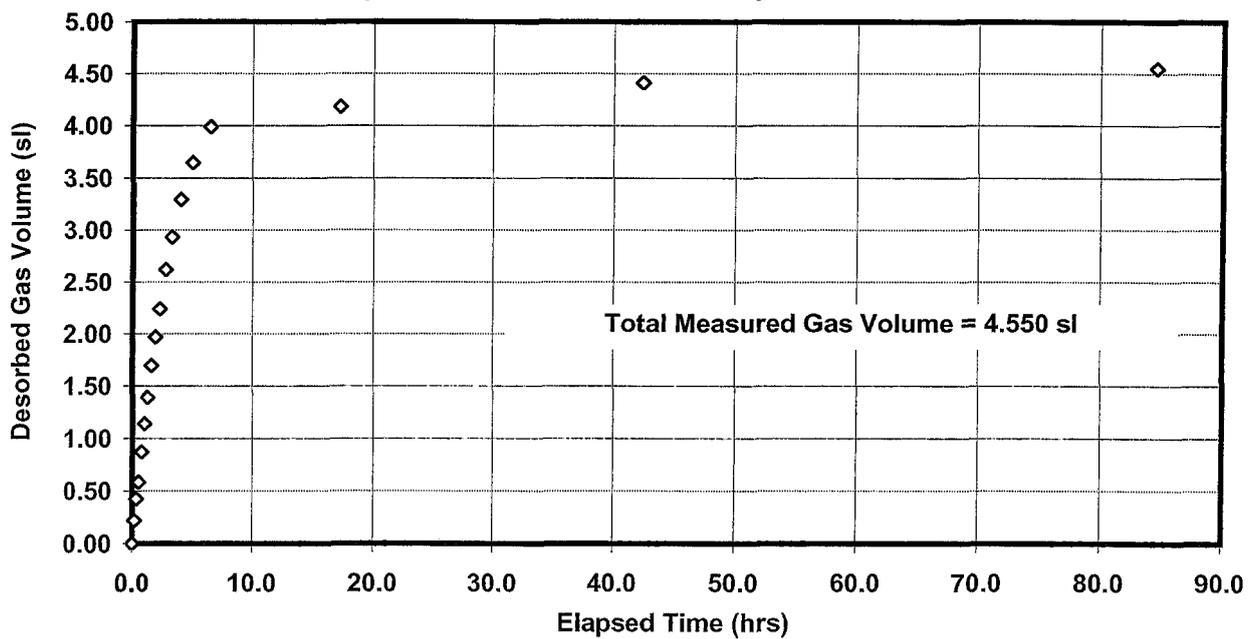
Depth: 9819.0-19.8 ft



Cumulative Gas Volume

Sample: 7

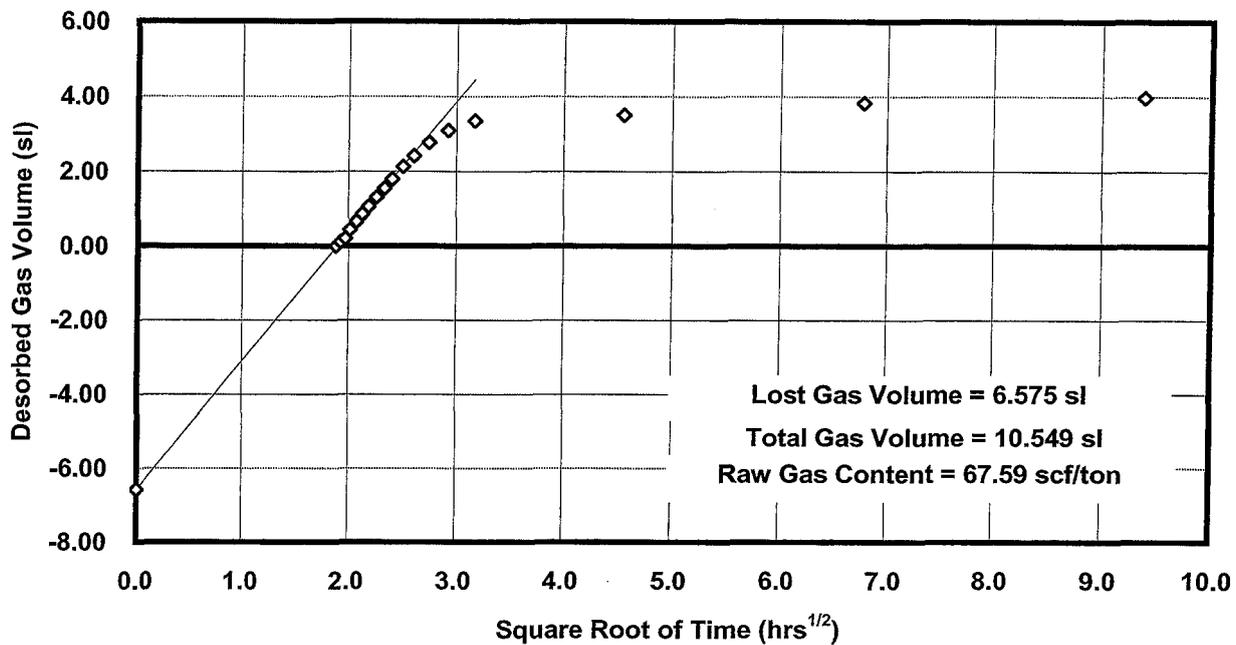
Depth: 9819.0-19.8 ft



USBM Lost Gas Estimation

Sample: 8

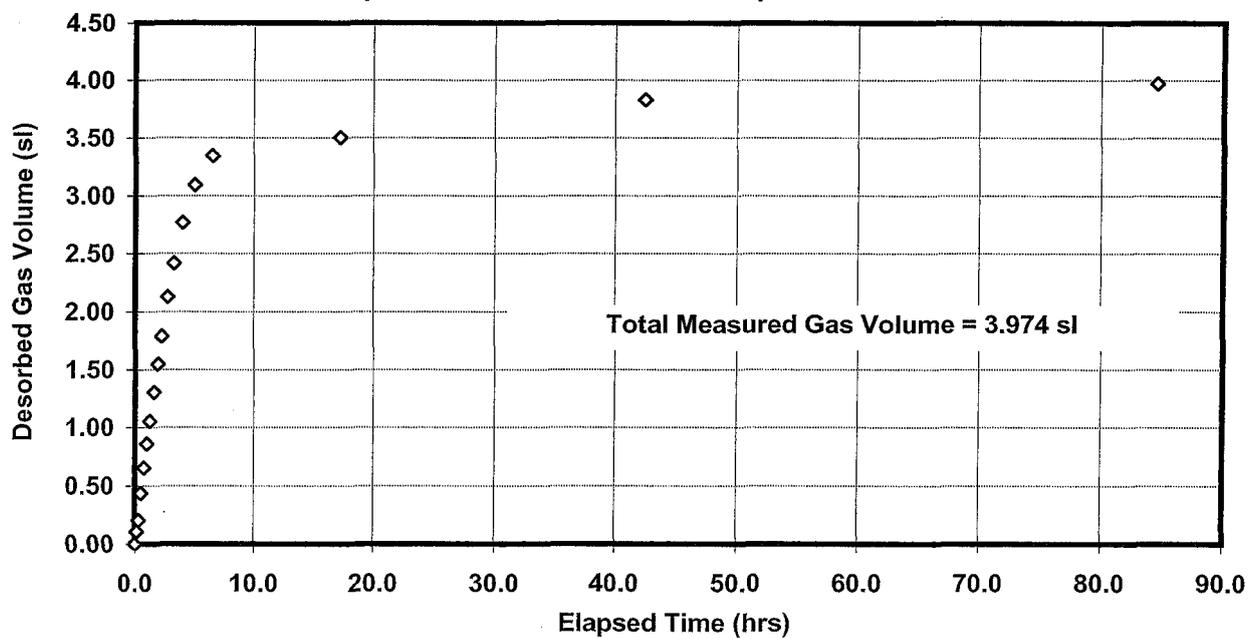
Depth: 9821.8-22.6 ft



Cumulative Gas Volume

Sample: 8

Depth: 9821.8-22.6 ft



WIND RIVER RESOURCES CORPORATION

ROUTE 3 BOX 3010

ROOSEVELT, UTAH 84066

435-722-2540 (office) / 435-722-5089(fax)

e-mail: mte@ubtanet.com

Marc T. Eckels, Vice President

November 21, 2003

Carol Daniels, Information Specialist
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Letter of Transmittal

Dear Ms. Daniels:

The following documents are hereby delivered to the Utah Division of Oil, Gas & Mining:

North Hill Creek 1-9-15-20

Well Completion Report with e-logs, mud log and CBL in hard copy;

North Hill Creek 10-10-15-20

Well Completion Report with sidewall core report, e-logs, mud log and CBL in hard copy;

North Hill Creek 14-11-15-20

Well Completion Report with core report, e-logs, mud log and CBL in hard copy;

North Hill Creek 2-12-15-20

Sundry Notice for well spud;

North Hill Creek 4-13-15-20

Sundry Notice for first production;

North Hill Creek 8-13-15-20

Sundry Notice for first production.

Sincerely,


Marc T. Eckels

RECEIVED

NOV 24 2003

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

010

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
14-20-H62-5000

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

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

7. Unit or CA Agreement Name and No.
n/a

2. Name of Operator
Wind River Resources Corporation

8. Lease Name and Well No. North Hill Creek 14-11-15-20

3. Address Route 3 Box 3010 Roosevelt, UT 84066 3a. Phone No. (include area code) 435-722-2546

9. API Well No.
43-047-34953

4. Location of Well (Report location clearly and in accordance with Federal requirements)*

10. Field and Pool, or Exploratory
Exploratory

11. Sec., T., R., M., on Block and Sec. 11 Survey or Area T15S-R20E SL

12. County or Parish Uintah 13. State Utah B&M

At surface 603' fsl & 1,928' fwl
sesw Sec. 11-T15S-R20E, SLB&M
At top prod. interval reported below same
At total depth same

14. Date Spudded 5-9-2003 15. Date T.D. Reached 6-16-2003 16. Date Completed D & A Ready to Prod. 9-5-2003

17. Elevations (DF, RKB, RT, GL)*
7,214 (RKB)
7,190 (GL)

18. Total Depth: MD 11,722 TVD 11,722 19. Plug Back T.D.: MD 11,694 TVD 11,694 20. Depth Bridge Plug Set: MD 11,475 TVD 11,475

21. Type Electric & Other Mechanical Logs Run (Submit copy of each) GR/SP/Cal; SpecDen/DS Neut; BHC. Sonic; CBL HR Induction / MUD LOG - Rec. 11-24-03
22. Was well cored? No Yes (Submit analysis)
Was DST run? No Yes (Submit report)
Directional Survey? No Yes (Submit copy)

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cemerter Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
12 1/4	9-5/8	36J55	Surface	3,073		1,095 "G"	219	Surface	-topped
8-3/4	5 1/2	17 N-	Surface	11,720		1,145 Poz (lead fcamed w/ n ²)	301	4,000'	
		80/P-110							

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.375	11,081							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) Entrada	11,107	11,124	11,107-09	2'	18	Producing
B) Dakota	10,191	10,265	10,191-92	1'	3	Producing
C) Dakota Silt	10,011	10,023	10,011-23	12'	36	Producing
D) Mancos	9,776	9,820	9,776-820	44'	132	Producing

26. Perforation Record See atchmt. for addt'l intervals

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

Depth Interval	Amount and Type of Material
11,107-11,124	20,196 gal gelled wtr/100 tons CO ² Frac w/ 68,000# 20/40 sand
10,191-10,265	18,464 gal gelled wtr/99 tons CO ² Frac w/ 73,000# 20/40 sand
10,011-10,023	16,349 gal gelled wtr/81 tons CO ² Frac w/ 57,000# 20/40 sand
9,776-9,820	173,604 gal Puregel w/ 20% CO ² Frac w/ 93,600# sand

28. Production - Interval A -All Intervals Comingled

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
10-3-03	9-5-03	24	→	0	3,229	36			Flow
Choke Size	Tbg. Press. Flwg.	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	Well Status	
24/64	SI 950	1,560	→	0	3,229	36		Waiting on pipeline	ST

28a. Production - Interval B

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

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

RECEIVED

NOV 24 2003

DIV. OF OIL, GAS & MIN.

28b. Production - Interval C (Dakota Silt)

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
10-3-03	21-03	24	→	0	277	w/12%	CO ²		Flow
Choke Size	Tbg. Press. Flwg.	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	Well Status	
20/64	SK 100	200	→	0	277			Complete additional interval	

28c. Production - Interval D (Mancos)

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
10-3-03	1-03	24	→	0	800	w/ 15%	CO ²		Flow
Choke Size	Tbg. Press. Flwg.	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	Well Status	
22/64	SK 350	550	→	0	800			Test cominled	

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

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
Green River	1,400	0-20	Lost circulation	Green River	Surface
Mesaverde	5,258	5,712	Gas	Wasatch	2,168
Castlegate	6,016	-24	Gas	Mesaverde	4,122
Mancos B	6,744	-62	Gas	Castlegate	5,980
Mancos	7,650	9,795	Gas from fractures	Mancos	6,231
Dakota Silt	10,010	0-24	Gas	Mancos B	6,744
Cedar Mtn.	10,252	-64	Gas	Dakota Silt	10,010
Carmel	11,532	-42	Gas	Dakota SS	10,103
				Cedar Mountain	10,206
				Morrison	10,280
				Curtis	11,021
				Entrada	11,100
				Carmel	11,513
				Chinle	11,803

32. Additional remarks (include plugging procedure):

33. Circle enclosed attachments:

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

MUD LOG

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

Name (please print) Marc T. Eckels Title Vice President

Signature  Date November 19, 2003

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

Wind River Resources Corp.
North Hill Creek 14-11-15-20
Completion Report

26. Perforation Record (continued)

Entrada	11,118-24	6'	18 shots	Producing
Dakota	10,226-28	2'	6 shots	Producing
	10,246-50	4'	12 shots	Producing
	10,263-65	2'	6 shots	Producing

DIVISION OF OIL, GAS AND MINING
Wildcat Well Determination
STATEMENT OF BASIS

Applicant: Wind River Resources Corp.

Location: SESW Sec. 11 T15S, R20E, Uintah County, Utah

WELL NAME: North Hill Creek 14-11-15-20 **API #:** 43-047-34953

FINDINGS

1. This well was completed on September 5, 2003 in the Entrada, Dakota, Dakota Silt and Mancos formations.
2. This well was > 1 mile from any known production in the Dakota Silt and the Mancos Formations at the times of the completion and the start of commercial production.
3. This well is approximately 4300' from the NHC 10-10-15-20 that also produces from the Entrada and Dakota formations. The Well Completion Report (WCR) shows only a 3' perforated interval in these formations. From the seismic interpretation provided, the Entrada is completed in a separate dune structure and can be considered a separate pool. The majority of production is believed to be coming from this formation. The production from the Dakota is probably insignificant and probably can be considered non-commercial by itself in this well.
4. The Wildcat Tax Credit application was received 3+ years after completion of the NHC 14-11-15-20 well (see submittal requirements in R649-3-35-1).

CONCLUSIONS

Although the request for final wildcat well determination was received well after the completion of the well, a preliminary wildcat status was given at the time of the submittal of the Application for Permit to Drill (APD). Future requests for wildcat well determination should be submitted in accordance with R649-3-35-1. Based on the findings above the Division has determined the North Hill Creek 14-11-15-20 well was drilled into an unknown area for the Mancos, Dakota Silt and Entrada formations. Therefore, the Division finds that this well qualifies for the severance tax exemption under Section 59-5-102(2)(d) for wildcat wells. This determination was made in accordance with Oil and Gas General Conservation Rule R649-3-35.

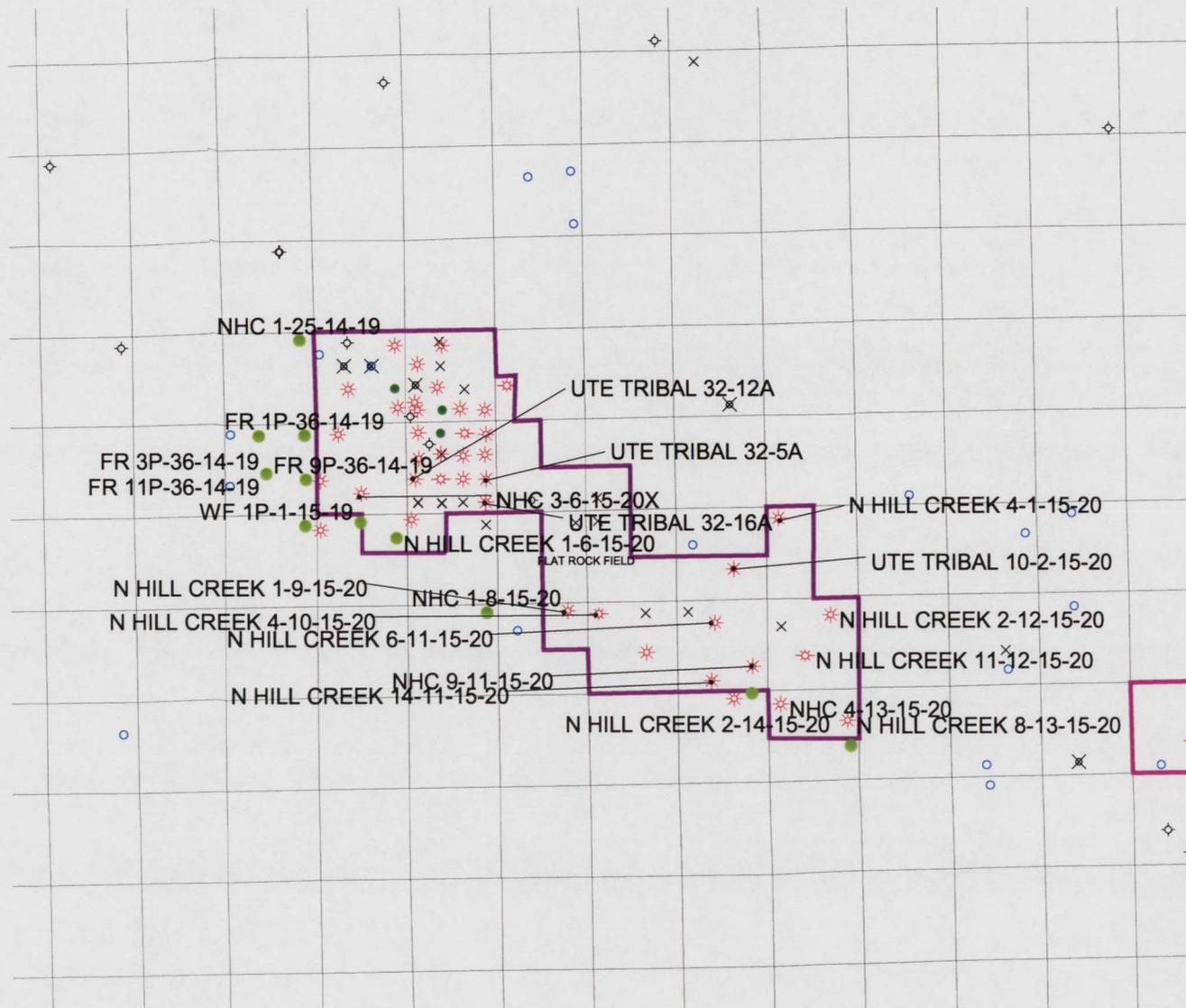
Reviewer(s): Dustin K. Doucet *DKD*

Date: 2/6/2007

CC: Utah State Tax Commission
ATTN: Ken Petersen

RECEIVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING
DATE: 2/6/07
BY: *DKD*

Flat Rock Field



- Wells bottomhole.shp
- Fields.shp
 - ▭ ABANDONED
 - ▭ ACTIVE
 - ▭ COMBINED
 - ▭ INACTIVE
 - ▭ PROPOSED
 - ▭ STORAGE
 - ▭ TERMINATED
- Wells.shp
 - ⊕ GAS INJECTION
 - ★ GAS STORAGE
 - × LOCATION ABANDONED
 - NEW LOCATION
 - ◇ PLUGGED & ABANDONED
 - ★ PRODUCING GAS
 - PRODUCING OIL
 - ★ SHUT-IN GAS
 - SHUT-IN OIL
 - × TEMP. ABANDONED
 - TEST WELL
 - △ WATER INJECTION
 - ⊕ WATER SUPPLY
 - ⊕ WATER DISPOSAL
 - ⊕ DRILLING
 - ▲ RETURNED GAS
 - ▲ RETURNED OIL
 - ⊕ GAS INJECTION SI
 - ▲ WATER DISP. SUSP.
 - ⊕ WATER INJ. SUSP.
- Sections.shp
 - ▭ EXPLORATORY
 - ▭ GAS STORAGE
 - ▭ NF PP OIL
 - ▭ NF SECONDARY
 - ▭ PENDING
 - ▭ PI OIL
 - ▭ PP GAS
 - ▭ PP GEOTHERML
 - ▭ PP OIL
 - ▭ SECONDARY
 - ▭ TERMINATED



DISCUSSION OF WIND RIVER RESOURCES CORPORATION'S DISAGREEMENT WITH CERTAIN WELL CLASSIFICATIONS FOR TAX PURPOSES – JANUARY 2007

Wind River Resources Corporation disagrees with some of the severance tax audit adjustments listed in the Utah Tax Commission's preliminary notice, dated December 6, 2006. The basis for our disagreement is that we believe that four of the six wells that the Utah Division of Oil, Gas & Mining determined to be development wells are, in fact, exploratory wells. Following is an explanation of our reasoning and a presentation of evidence on a well-by-well basis.

Severance Tax Credit for Exploratory Drilling

The tax credit at issue was enacted as part of House Bill 110 by the 1990 Utah Legislature. Wind River Resources' CEO and COO were leaders of the group that successfully lobbied this legislation through the session. We both also served on the advisory committee for the implementation of HB 110, along with Craig Sandberg and others.

The purpose of the wildcat well exemption was to encourage drilling for oil and gas in new areas by offering a significant tax holiday to operators who were willing to accept the very large risks involved.

North Hill Creek 3D Seismic Survey

At the outset we would like to point out that Wind River Resources did at North Hill Creek exactly what the wildcat well exemption was designed to encourage us to do, and the results have been beneficial to ourselves and to Utah. In the fall of 2000 we shot a twenty-eight square mile 3D seismic survey on mostly Ute Reservation lands in the Book Cliffs. This was the first application of 3D seismic technology in the Uinta Basin and the land over which it was acquired had the potential to be productive of oil and/or gas from a dozen geologic formations ranging in depth from 3,500' to 12,700'.

Although the survey cost approximately \$1,500,000, a considerable sum for a company with no revenue, it was very successful. To date eighteen wells have been drilled on the basis of this 3D survey and none has been a dry hole. In fact, commercial production has been established from twelve distinct geologic formations and from multiple zones within some of those formations. Previous to the drilling based on the North Hill Creek 3D there had been no pipeline quality gas produced from the Entrada formation in the Uinta Basin and there had never been commercial production from the Wingate anywhere.

Historically, production in the Book Cliffs area had come from Cretaceous Dakota and Cedar Mountain stream channel sand deposits. Although there had been notable successes, there was also a fairly high dry hole rate. Our 3D data greatly

reduced the dry hole risk in these formations and in several others where stream channel mapping was successful. Perhaps the most significant result of the 3D survey was that it allowed us to map Jurassic and Triassic dune sand reservoirs and avoid the barren areas between the dunes.

Prior to Wind River Resources' North Hill Creek 3D survey the common wisdom in the industry was that 3D would not work very well in the Uinta Basin because of the hard sandstone layers that preserved much of the flatter land surface. It turned out that the data were very noisy, but an extraordinary processing effort allowed us to extract very high resolution results. We shared these results with potential industry partners who already knew of our drilling successes. At this point several other operators, including Bill Barrett Corp., Pioneer Natural Resources, EOG, Royale, FIML and Questar have shot seismic surveys and drilled successfully using the survey data. Wind River Resources has now shot 96 square miles of 3D data. A rough estimate would be that between 500 and 600 square mile have now been surveyed in the Uinta Basin, including the highly successful Bill Barrett producing area in the Nine Mile Canyon area.

Definition of an Exploratory or Wildcat Well

A wildcat well in Utah is one that has been drilled and completed in a pool in which a well has not been previously completed as a well capable of producing in commercial quantities. A pool is an underground reservoir containing a common accumulation of oil or gas or both. Each zone of a general structure that is completely separated from any other zone in the structure is a separate pool. The terms "common source of supply" and "reservoir" are synonymous with "pool".

Note that there is no reference to a geologic formation. Nor is there reference to distance between wells, although one mile is generally accepted in the industry.

Complex Issues Regarding Application of the Definition

The vast majority of oil and gas wells produce from one or two geologic formations, although they may produce from several intervals within a formation. This is true in Utah and in the world at large. Altamont-Bluebell, Red Wash, Monument Butte, Natural Buttes, Aneth and Anschutz Ranch are all examples of fields that produce from one or two formations in Utah. At North Hill Creek we produce from the Wasatch, Mesaverde, Mancos Shale, Dakota Silt, Dakota Sandstone, Cedar Mountain, Buckhorn, Morrison, Entrada, Kayenta and Wingate. These range in depth from 3,500' to 12,700' and from Tertiary to Triassic in age.

We cannot necessarily produce gas in commercial quantities from all of these in the same well bore, but we have demonstrated the capability to produce from four or five in commercial quantities. Each of these formations is a separate reservoir, so it is conceivable that twelve wells, each tapping one of these

formations, could be completed on a single location and all would qualify as wildcats.

In the case of Wind River Resources, some of our wells were drilled to specific individual targets, but all of the deep wells (including each of the wells at issue) were drilled with a primary objective and several secondary objectives. Because of the costs associated with drilling and completing these wells it was not necessary for the primary objective to be at the bottom of the well. This whole drilling program was, and still is, truly exploratory in nature. Multiple zones were completed in the wells in question, but individual zone tests were not often possible using the completion techniques that were employed. Each of these wells cost several million dollars, and using composite flow-through plugs to allow the completion of several intervals in a day was necessary to avoid the extraordinary cost associated with separate visits to the well for perforating and stimulating each zone.

Separate test data are available in some cases for the Wingate because it was usually the deepest zone perforated and whatever it produced during a test could have only one source. When two or more zones were flowed back or tested together a certain amount of educated guessing became necessary to apportion that gas to its sources. Fortunately, production logs were run in one of the four wells in question, so even though the production in this well was commingled we have good data to indicate which formations were producing.

Well-By-Well Discussion

Wind River Resources concedes that the North Hill Creek 9-11-15-20 (Entity #13997) and the North Hill Creek 2-14-15-20 (Entity # 14327) are development wells and should receive the development well tax exemption.

We believe that the four remaining wells are truly wildcat wells. They are discussed below in the order in which they were completed, since timing is part of the definition.

North Hill Creek 14-11-15-20 (Entity 13932)

Whole core was taken from this well in the Mancos Shale interval and the well was completed in the Mancos Shale and the Dakota Silt before any other well in the area. Based on our work in this well, it was determined that the Mancos Shale in close proximity to the Hill Creek fault/anticline complex is highly fractured and that the fracture intervals are the source of the huge gas shows typically encountered while drilling through the lower Mancos. After this completion the Mancos was completed in nearly every well and is now a major focus of our ongoing work. In 2006 we drilled a well specifically designed to exploit the Mancos. This well is awaiting completion. If successfully completed it will lead to a large-scale Mancos development drilling program. Virtually all technical people familiar with our project acknowledge that the 3,800'-thick Mancos may ultimately produce more gas than all of the other formations

combined. One would not normally take a 30'-long whole core in a development well. The core report was attached to the completion report when it was submitted.

The Dakota Silt is unlikely to be a big stand alone producer. However, this is the well at which we figured out that it could make a significant addition as a secondary objective. Although truly economic Dakota Silt production may require that the stimulation be combined with the Mancos or the Dakota sand, in this instance it was stimulated separately. Again, this would not have been done in a development well.

Although the primary producer in this well is the Entrada, the operator cut an expensive whole core in the Mancos and performed expensive individual stimulations on the Mancos and the Dakota Silt. In the Entrada 8' were perforated, in the Dakota sand 9' were perforated, in the Dakota Silt 12' were perforated, and in the Mancos Shale 44' were perforated. Seventy-seven percent of the completed perforations in this well were in formations that had never been completed within miles. It is a wildcat well in the Mancos and Dakota Silt.

North Hill Creek 4-13-15-20 (Entity #13834)

This well was completed in the following formations with gas attributed on the basis of a production log run on 12-9-03 with the well producing 3,000 Mcfgpd:

Entrada=50%

Mancos=19%

Dakota Silt=15%

Wingate=14%

Cedar Mountain=2%

The closest previous Wingate producer was the North Hill Creek 10-10-15-20 at a distance of 8,400' to the northwest. The NHC 10-10 Wingate contribution was a minor amount of gas and a significant amount of troublesome water, based on a production log. It would not have been economic on a stand alone basis. The carbonate scale deposited in the well by this water actually plugged off the tubing and the casing, so it was isolated under a bridge plug to prevent further scale deposition. In other words, the brief period of Wingate production did considerable economic damage to the well.

The Wingate in the NHC 4-13-15-20 was not wet and has given no trouble. In reality it was the first commercial production ever developed anywhere in the Wingate.

Although the Cedar Mountain contribution to the NHC 4-13-15-20 was only 60 mcfgpd, it was the first such production in the area and ultimately paid the cost of the additional completion thereby making a good well better. The closest previous Cedar Mountain production is more than two miles away.

This well is a wildcat well in the Wingate and probably also in the Cedar Mountain. Furthermore, the production log data from this well show that the Dakota Silt and the Mancos were making 1,000 Mcfgpd. This data supports the claim of wildcat status for the North Hill Creek 14-11-15-20 by establishing that they these two formation are capable of commercial production in this area.

North Hill Creek 1-6-15-20

This well was tested at 7,100 Mcfgpd upon completion of the Wingate on 11-30-03, before any other intervals were perforated. It was subsequently completed in the Entrada, Morrison, Cedar Mountain (4'), Dakota, Dakota Silt and Mancos Shale. Since the commingled production rate did not exceed the isolated Wingate test rate, clearly most of the gas was from the Wingate. This is the best Wingate well ever drilled. The 3D seismic data make clear that it is producing from a distinctly separate dune complex from the NHC 1-9, which at more than two miles away is the closest Wingate completion. It should also be noted that the Wingate frac in the NHC 1-9 screened out less than halfway through the job and it is not believed that the Wingate was truly stimulated.

The North Hill Creek 1-6-15-20 is a Wingate wildcat well. It is also the single greatest Wingate producer and, as such, keeps everyone trying to find another like it.

North Hill Creek 3-6-15-30X (Entity #14056)

This well was completed in the Wingate, Entrada and Cedar Mountain. Following the Wingate and Entrada stimulations there was no fluid flowed back. 236 bbl of fluid flowed back within 15 hours of the Cedar Mountain stimulation. Shut-in casing pressure after the Cedar Mountain frac was 4,050 psi, compared to 500 psi-700 psi after the Wingate and Entrada fracs. In fact, the well flowed at 700 psi after the Cedar Mountain frac.

The density neutron log for this well exhibits robust crossover throughout a 65'-thick channel sand with porosity ranging from 11%-21%. This sand is undoubtedly the source of most of the 10,000 Mcfgpd that this well made. The closest previous Cedar Mountain production was from a 10' interval in the Miller Dyer 32-5A, a distance of 7,700' away. There is no reason to think that these wells are tapped into the same stream channel because of the separation and the difference in thickness and reservoir quality.

The North Hill Creek 3-6-15-20X is the best or second best gas well completed in Utah for many years. It is a wildcat well in the Cedar Mountain.

**WIND RIVER RESOURCES CORPORATION
NORTH HILL CREEK WELL SCHEDULE & DESIGNATION DATA**

12-14-06

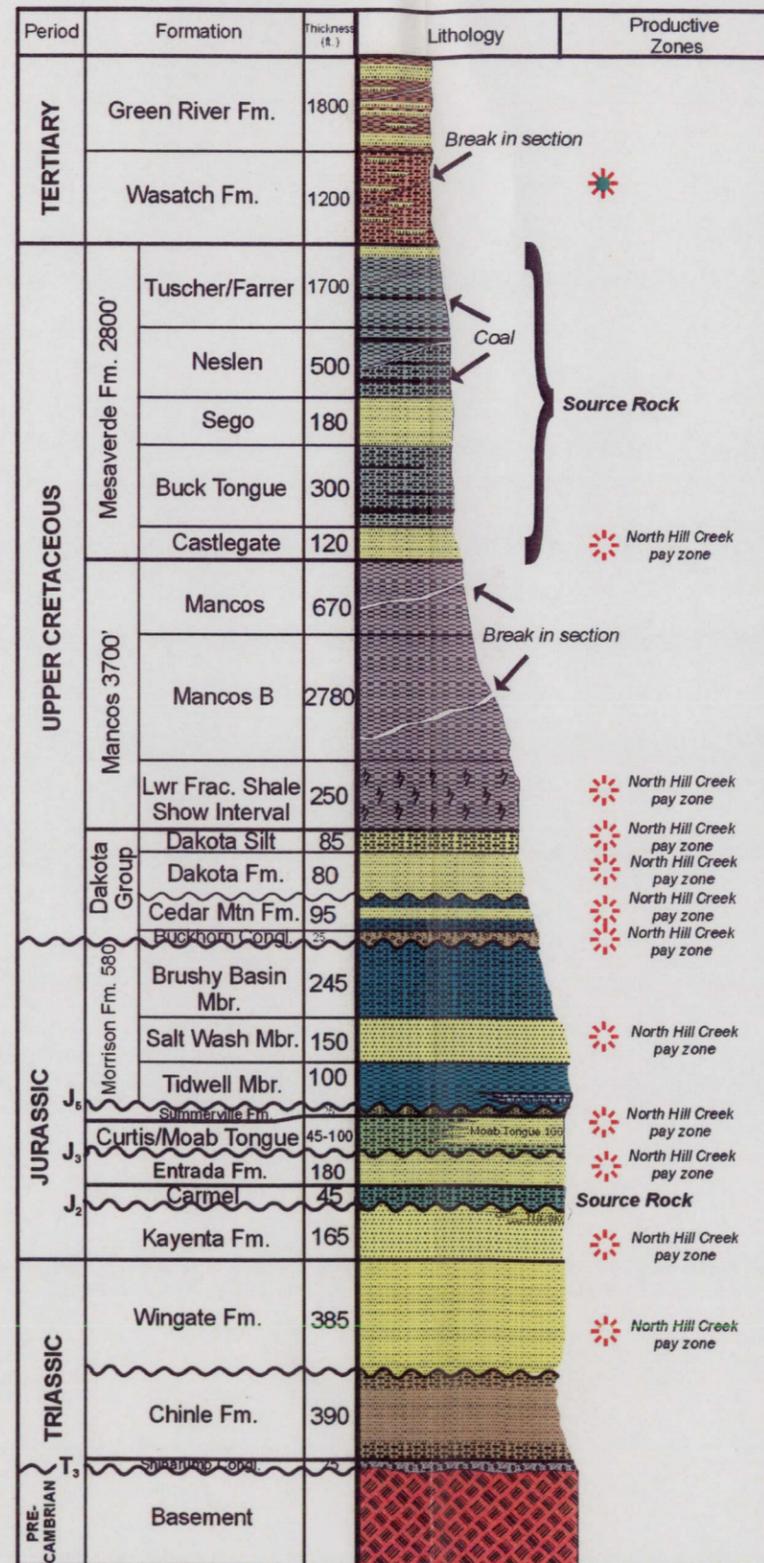
North Hill Creek Well Number	UT Entity Number	Spud Date	Completion Date	Wildcat/ Development	Comments
6-11-15-20	13276	8-7-01	12-24-01	Wildcat	1st Wasatch well – C2 stream channel
11-12-15-20	13277	8-8-01	1-25-02	Wildcat	1 st Wasatch well – AA dome
4-10-15-20	13525	5-26-02	7-18-02	Wildcat	1 st Mesaverde well
1-9-15-20	13666	10-25-02	4-10-03	Wildcat	1 st Wingate, Entrada & Morrison well
10-10-15-20	13711	1-17-03	4-28-03	Wildcat	1 st Dakota well, also in Wingate*, Entrada* & Morrison
✓14-11-15-20	13932	5-9-03	9-5-03	Wildcat	1 st Dakota Silt & Mancos well, also in Entrada* & Dakota
4-1-15-20	13996	3-17-03	10-29-03	Development	
✓4-13-15-20	13834	6-26-03	11-16-03	Wildcat	1 st Cedar Mountain well, also in Wingate*, Entrada*, Dakota Silt & Mancos
8-13-15-20	13880	7-20-03	11-16-03	Development	
✓1-6-15-20	13881	8-19-03	1-11-04	Wildcat	>2 miles from any other Wingate* well and in a separate dune, also in Entrada*, Morrison, Cedar Mtn., Dakota, Dakota Silt & Mancos

North Hill Creek Well Number	UT Entity Number	Spud Date	Completion Date	Wildcat/ Development	Comments
2-12-15-20	13954	11-1-03	2-16-04	Wildcat	> 1 mile from Wingate *, Entrada* & Morrison
9-11-15-20	13997	12-16-03	3-20-04	Development	
✓3-6X-15-20	14056	2-3-04	10-12-04	Wildcat	> 1 mile from Cedar Mtn. well & likely in different channel, also in Wingate & Entrada
2-14-15-20	14327	8-30-04	1-21-05**	Development	

*The Wingate and Entrada reservoirs are sand dunes and the limited lateral extent of each dune or dune complex is imaged by our 3D seismic data. A * indicates that we can demonstrate using seismic data that this is the first well to penetrate an individual dune.

**The completion date reported was actually for an uneconomic Wingate completion. A completion rig could not be found to do the economic Entrada completion until April 2005, and the Entrada completion date was 5-2-05.

Figure 3: Schematic Stratigraphic Column: North Hill Creek Basement through Tertiary



500

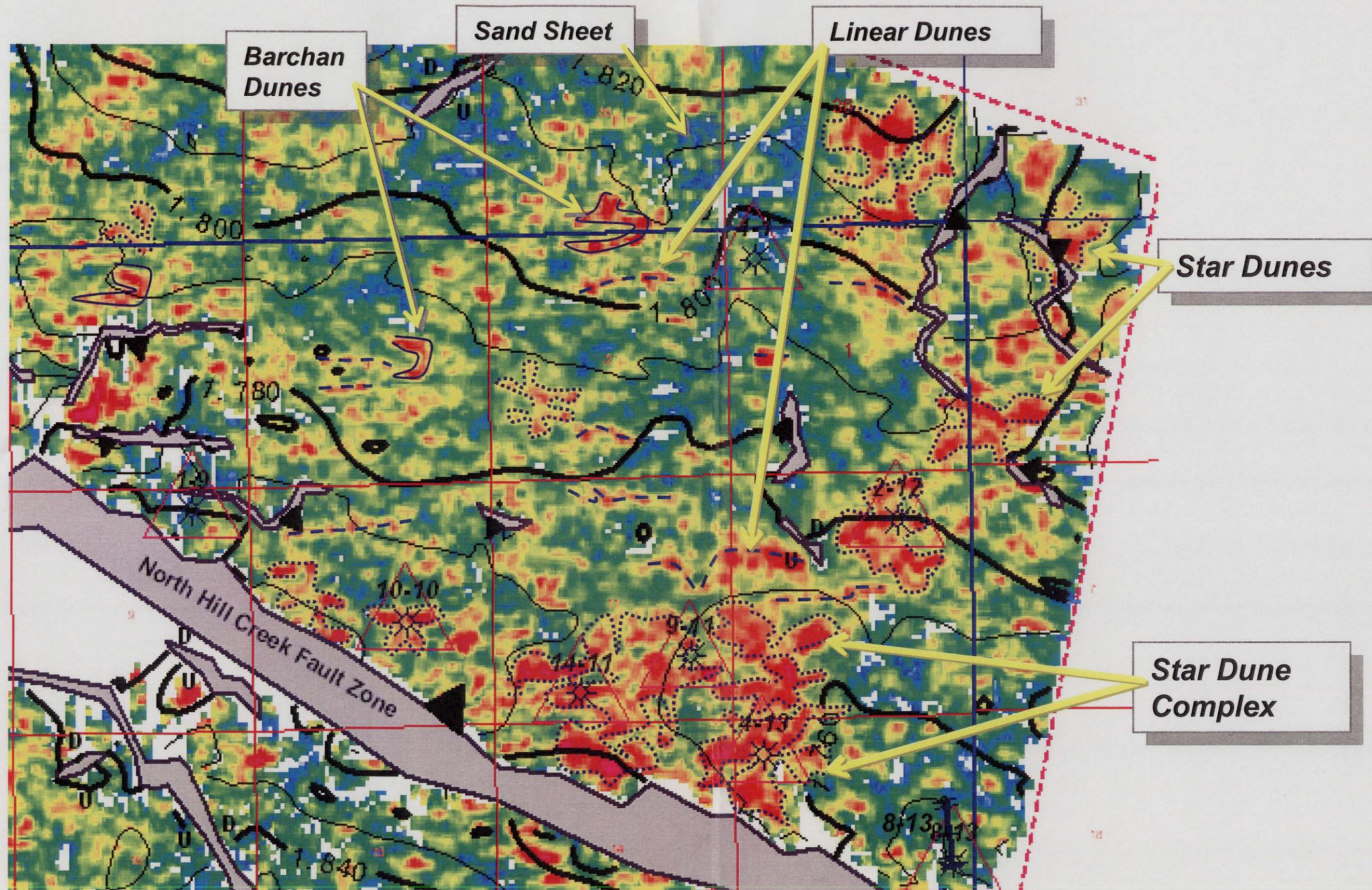


Figure 19: Entrada/ "CMT" – Dune Development

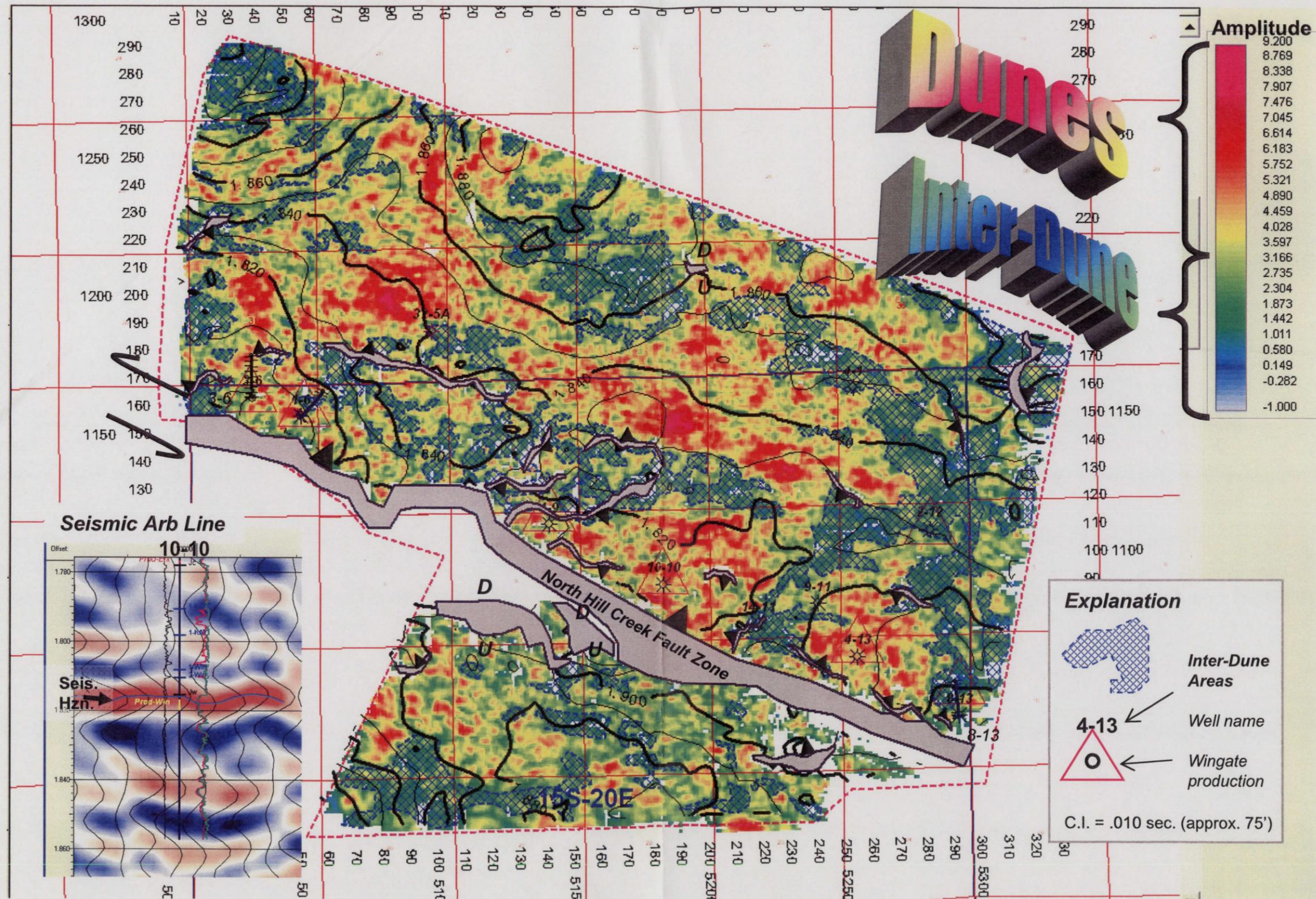


Figure 15: Wingate Dune/Inter-Dune Areas Amplitude with Time Structure Contours



WIND RIVER RESOURCES CORPORATION

1245 E Brickyard Road
Brickyard Tower, Suite 110
Salt Lake City, Utah 84106
Telephone: (801) 466-4131
Facsimile: (801) 466-4132
Email: utah@windrivercompanies.com

Marc T. Eckels – Vice President

January 26, 2007

Dustin Doucet, Petroleum Engineer
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Ken Peterson
Utah State Tax Commission
210 North 1950 West
Salt Lake City, UT 84134

Re: Preliminary Notice – Oil and Gas Severance Tax, December 6, 2006
Well Classifications for Tax Purposes

Gentlemen:

Wind River Resources Corporation strongly disagrees with the classification of four of its wildcat exploration wells at the North Hill Creek Project, Uintah County, as development wells. Because of the multi-zone nature of the production from these wells, the classification may be an unusual and complex task. In person, and in the attached written discussion, Wind River Resources intends to explain why it feels that each of these four wells should be considered a wildcat well.

We are happy to provide any backup data that you might request. During the meeting today we will show you proprietary 3D seismic data interpretations. We hope that just looking at this data will be sufficient, but if you need to take hard copies of any of it with you please let us know so that we can workout a confidentiality arrangement to protect our data.

We appreciate your consideration, and especially your willingness to have this meeting in our office where all of our data are readily available.

Sincerely,

Marc T. Eckels

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

ROUTING
 CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

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

3/1/2010

FROM: (Old Operator): N1850-Wind River Resources Corporation 1245 Brickyard Rd, Suite 2*0 Salt Lake City, UT 84106 Phone: 1 (TO: (New Operator): N3705-Uintah Investors, LLC 1245 Brickyard Rd, Suite 210 Salt Lake City, UT 84106 Phone: 1 (435) 940-9001
--	---

CA No. **Unit:**

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
N HILL CREEK 1-9-15-20	09	150S	200E	4304734742	13666	Indian	GW	P
N HILL CREEK 10-10-15-20	10	150S	200E	4304734830	13711	Indian	GW	P
N HILL CREEK 4-1-15-20	01	150S	200E	4304734922	13996	Indian	GW	P
N HILL CREEK 14-11-15-20	11	150S	200E	4304734953	13932	Indian	GW	P
N HILL CREEK 8-13-15-20	13	150S	200E	4304734954	13880	Indian	GW	P
NHC 4-13-15-20	13	150S	200E	4304735054	13834	Indian	GW	P
N HILL CREEK 1-6-15-20	05	150S	200E	4304735140	13881	Indian	GW	P
N HILL CREEK 2-12-15-20	12	150S	200E	4304735283	13954	Indian	GW	P
NHC 9-11-15-20	11	150S	200E	4304735390	13997	Indian	GW	P
NHC 3-6-15-20X	31	140S	200E	4304735442	14056	Indian	GW	P

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: 9/29/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 4/12/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 4/14/2010
- 4a. Is the new operator registered in the State of Utah: Business Number: 7617187-0161
- 5a. (R649-9-2)Waste Management Plan has been received on: Requested
- 5b. Inspections of LA PA state/fee well sites complete on: n/a
- 5c. Reports current for Production/Disposition & Sundries on: ok
- 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 BIA not yet
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: n/a
- 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: n/a

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 9/30/2010
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 9/30/2010
- Bond information entered in RBDMS on: 9/30/2010
- Fee/State wells attached to bond in RBDMS on: 9/30/2010
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number:
- Indian well(s) covered by Bond Number: 983912833

COMMENTS: Operator is still waiting for BIA to accept their bond.

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5000
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE INDIAN TRIBE
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: N/A
2. NAME OF OPERATOR: UINTAH INVESTORS, LLC		8. WELL NAME and NUMBER: NHC14-11-15-20, NHC9-11-15-20
3. ADDRESS OF OPERATOR: 1245 Brickyard Rd. Ste 210 CITY SALT LAKE CITY STATE UT ZIP 84106		9. API NUMBER: SEE BELOW
4. LOCATION OF WELL FOOTAGES AT SURFACE: SEE BELOW		10. FIELD AND POOL, OR WILDCAT: FLATROCK FIELD
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		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: 3/1/2010	<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 checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

UINTAH INVESTORS, LLC HEREBY GIVES NOTICE THAT IT WILL BECOME THE OPERATOR OF THE FOLLOWING WELLS ON BUREAU OF INDIAN AFFAIRS LEASE 14-20-H62-5000 EFFECTIVE MARCH 1, 2010 AND CERTIFIES THAT IT ACCEPTS AND WILL DISCHARGE ALL OF THE RESPONSIBILITIES OF THE OPERATOR. OPERATORSHIP OF FOLLOWING TWO WELLS IS BEING ASSUMED:

NORTH HILL CREEK 14-11-15-20, SESW SEC 11, T15S-R20E, 603' FSL 1928' FWL API# 43-047-34953

NORTH HILL CREEK 9-11-15-20, NESE SEC 11, T15S-R20E, 1350' FSL 900' FEL API# 43-047-35390

UINTAH INVESTORS HAS A BOND IN THE AMOUNT OF \$150,000 ON FILE WITH THE UINTAH & OURAY AGENCY OF THE BUREAU OF INDIAN AFFAIRS. *Zion's Bank CD# 0983912833*

APPROVED BY WIND RIVER RESOURCES CORPORATION

[Signature]
signature

DATED: 9/29/10

NAME (PLEASE PRINT) <u>DAVID LILLYWHITE</u>	TITLE <u>MANAGER of Summit Resources, LLC, its Manager</u>
SIGNATURE <i>[Signature]</i>	DATE <u>09/29/10</u>

(This space for State use only)

APPROVED 9/30/2010

Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

RECEIVED
SEP 29 2010
DIV. OF OIL, GAS & MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT
Green River District-Vernal Field Office
170 South 500 East
Vernal, UT 84078
(435) 781-4400 Fax: (435) 781-4410
<http://www.blm.gov/ut/st/en/fo/vernal.html>



SEP 26 2011

IN REPLY REFER TO:
3162.3 (UTG011)

David Lillywhite
Uintah Investors, LLC
1441 West Ute Blvd., Suite 280
Park City, UT 84098

Re: Change of Operator
Well No. North Hill Creek 14-11-15-20
SESW, Sec. 11, T15S, R20E
Uintah County, Utah
Lease No. 14-20-H62-5000

43-047-34953

Dear Mr. Lillywhite:

This correspondence is in regard to the self-certification statement submitted requesting a change of operator for the above referenced well. After a review by this office and concurrence from the Bureau of Indian Affairs (BIA), the change of operator request is approved. Effective November 2, 2010, Uintah Investors, LLC, is responsible for all operations performed on the referenced well. All liability will now fall under your BIA Assigned Bond No. PBCD071910 for all operations conducted on the referenced well on the leased land.

If you have any other questions regarding this matter, please contact Cindy Severson of this office at (435) 781-4455.

Sincerely,

Jerry Kenczka
Assistant Field Manager
Lands & Mineral Resources

Enclosure

cc: UDOGM
Wind River Resources Corp.
BIA
Ute Tribe

RECEIVED
OCT 07 2011
DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

5. Lease Serial No.
14-20-H62-5000

6. If Indian, Allottee or Tribe Name
UTE INDIAN TRIBE

SUBMIT IN TRIPLICATE – Other instructions on page 2.

1. Type of Well

Oil Well Gas Well Other

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

8. Well Name and No.
NHC 14-11-15-20, NHC 9-11-15-20

2. Name of Operator
UINTAH INVESTORS, LLC

9. API Well No.
43-047-34953, 43-047-35390

3a. Address
1441 W. UTE BLVD. STE 280
PARK CITY, UT 84098

3b. Phone No. (include area code)
435-940-9001

10. Field and Pool or Exploratory Area
FLATROCK FIELD

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
SEE BELOW

11. Country or Parish, State
UINTAH, UTAH

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

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

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

UINTAH INVESTORS, LLC HEREBY GIVES NOTICE THAT IT WILL BECOME THE OPERATOR OF THE FOLLOWING WELLS ON BUREAU OF INDIAN AFFAIRS LEASE 14-20-H62-5000 EFFECTIVE MARCH 1, 2010 AND CERTIFIES THAT IT ACCEPTS AND WILL DISCHARGE OF ALL OF THE RESPONSIBILITIES OF THE OPERATOR.

NORTH HILL CREEK 14-11-15-20, SESW SEC 11, T15S-R20E, 603' FSL 1928' FWL

NORTH HILL CREEK 9-11-15-20, NESE SEC 11, T15S-R20E, 1350' FSL 900' FEL

UINTAH INVESTORS, LLC HAS A BOND IN THE AMOUNT OF \$150,000.00 ON FILE WITH THE UINTAH & OURAY AGENCY THE BUREAU OF INDIAN AFFAIRS.

RECEIVED
 GREEN RIVER DISTRICT
 VERNAL FIELD OFFICE
 APR 8 8 12 04
 DEPT OF THE INTERIOR
 BUREAU OF LAND MGMT

14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed)

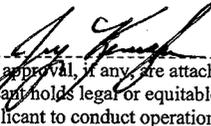
DAVID LILLYWHITE

Title Manager of Summit Resources, LLC, Manager of Uintah Investors, LLC

Signature 

Date 03/26/2010

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by 

Title Assistant Field Manager
Lands & Mineral Resources

Date SEP 26 2011

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

Office

VERNAL FIELD OFFICE

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