



August 29, 2003

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

RE: Applications for Permit to Drill: Federal 1-12-9-17, 3-12-9-17, 5-12-9-17, 7-12-9-17, 9-12-9-17, 11-12-9-17, 13-12-9-17, and 15-12-9-17.

Dear Diana:

Enclosed find APD's on the above referenced wells. If you have any questions, feel free to give either Brad or myself a call.

Sincerely,

Mandie Crozier
Regulatory Specialist

mc
enclosures

RECEIVED
SEP 02 2003
DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

FORM APPROVED
OMB No. 1004-0136
Expires January 31, 2004

5. Lease Serial No. UTU-75234	
6. If Indian, Allottee or Tribe Name N/A	
7. If Unit or CA Agreement, Name and No. N/A	
8. Lease Name and Well No. Federal 3-12-9-17	
9. API Well No. 43-042-35162	
10. Field and Pool, or Exploratory Monument <i>Butte E. 8th Mile N Flat</i>	
11. Sec., T., R., M., or Blk. and Survey or Area NE/NW Sec. 12, T9S R17E	
12. County or Parish Utah	13. State UT
14. Distance in miles and direction from nearest town or post office* Approximately 16.9 miles southeast of Myton, Utah	
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig, unit line, if any) Approx. 413' f/ise, NA f/unit	16. No. of Acres in lease 160.00
17. Spacing Unit dedicated to this well 40 Acres	
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. Approx. 2904'	19. Proposed Depth 6500'
20. BLM/BIA Bond No. on file #4488944	
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 5044' GR	22. Approximate date work will start* 4th Quarter 2003
23. Estimated duration Approximately seven (7) days from spud to rig release.	

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 <i>Mandie Crozier</i>	Name (Printed/Typed) Mandie Crozier	Date 8/29/03
Title Regulatory Specialist		
Approved by (Signature) <i>Bradley G. Hill</i>	Name (Printed/Typed) BRADLEY G. HILL	Date 11-28-03
Title ENVIRONMENTAL SCIENTIST III		

Federal Approval of this Act 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)

RECEIVED

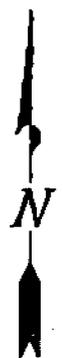
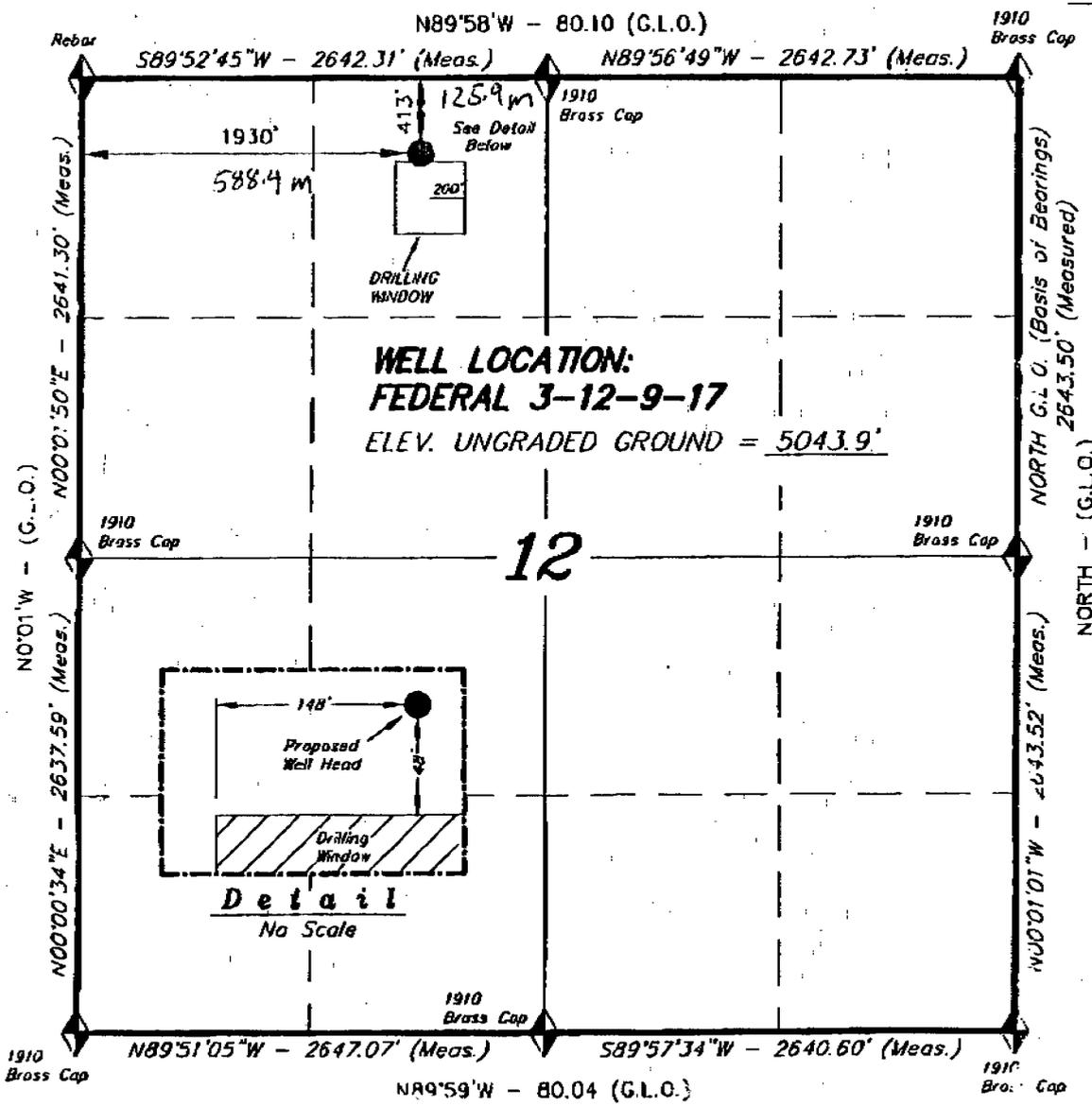
SEP 02 2003

DIV. OF OIL, GAS & MINING

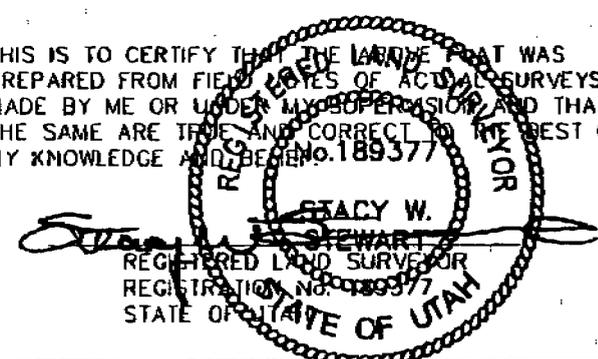
T9S, R17E, S.L.B.&M.

INLAND PRODUCTION COMPANY

WELL LOCATION, FEDERAL 3-12-9-17,
 LOCATED AS SHOWN IN THE NE 1/4 NW
 1/4 OF SECTION 12, T9S, R17E,
 S.L.B.&M. UINTAH COUNTY, UTAH.



THIS IS TO CERTIFY THAT THE ABOVE PLAN 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. 189377



TRI STATE LAND SURVEYING & CONSULTING
 38 WEST 100 NORTH - VERNAL, UTAH 84078
 (435) 731-2501

SCALE: 1" = 1000'	SURVEYED BY: C.D.S./K.G.S.
DATE: 5-22-03	DRAWN BY: J.R.S.
NOTES:	FILE #

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

09/03/2003 09:24 4356463031 INLAND PAGE 03

INLAND PRODUCTION COMPANY
FEDERAL #3-12-9-17
NE/NW SECTION 12, T9S, R17E
UINTAH COUNTY, UTAH

ONSHORE ORDER NO. 1

DRILLING PROGRAM

1. GEOLOGIC SURFACE FORMATION:

Uinta formation of Upper Eocene Age

2. ESTIMATED TOPS OF IMPORTANT GEOLOGIC MARKERS:

Uinta	0' – 1640'
Green River	1640'
Wasatch	5950'

3. ESTIMATED DEPTHS OF ANTICIPATED WATER, OIL, GAS OR MINERALS:

Green River Formation 1640' – 6500' - Oil

4. PROPOSED CASING PROGRAM

Please refer to the Monument Butte Field Standard Operation Procedure (SOP).

5. MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL:

Please refer to the Monument Butte Field SOP. See Exhibit "C".

6. TYPE AND CHARACTERISTICS OF THE PROPOSED CIRCULATION MUDS:

Please refer to the Monument Butte Field SOP.

7. AUXILIARY SAFETY EQUIPMENT TO BE USED:

Please refer to the Monument Butte Field SOP.

8. TESTING, LOGGING AND CORING PROGRAMS:

Please refer to the Monument Butte Field SOP.

9. ANTICIPATED ABNORMAL PRESSURE OR TEMPERATURE:

The anticipated maximum bottom hole pressure is 2000 psi. It is not anticipated that abnormal temperatures will be encountered.

10. ANTICIPATED STARTING DATE AND DURATION OF THE OPERATIONS:

Please refer to the Monument Butte Field SOP.

INLAND PRODUCTION COMPANY
FEDERAL #3-12-9-17
NE/NW SECTION 12, T9S, R17E
UINTAH COUNTY, UTAH

ONSHORE ORDER NO. 1

MULTI-POINT SURFACE USE & OPERATIONS PLAN

1. EXISTING ROADS

See attached Topographic Map "A"

To reach Inland Production Company well location site Federal #3-12-9-17 located in the NE 1/4 NW 1/4 Section 12, T9S, R17E, Uintah County, Utah:

Proceed southwesterly out of Myton, Utah along Highway 40 - 1.6 miles \pm to the junction of this highway and UT State Hwy 53; proceed southeasterly along Hwy 53 - 11.8 miles \pm to it's junction with an existing road to the southeast; proceed southeasterly - 2.9 miles \pm to it's junction with the beginning of an access road to be upgraded; proceed along the access road to be upgraded - 3400' \pm to it's junction with the beginning of the proposed access road; proceed northeasterly along the proposed access road 750' \pm to the proposed well location.

2. PLANNED ACCESS ROAD

See Topographic Map "B" for the location of the proposed access road.

3. LOCATION OF EXISTING WELLS

Refer to Exhibit "B".

4. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES

Please refer to the Monument Butte Field Standard Operating Procedure (SOP).

5. LOCATION AND TYPE OF WATER SUPPLY

Please refer to the Monument Butte Field SOP. See Exhibit "A".

6. SOURCE OF CONSTRUCTION MATERIALS

Please refer to the Monument Butte Field SOP.

7. METHODS FOR HANDLING WASTE DISPOSAL

Please refer to the Monument Butte Field SOP.

8. ANCILLARY FACILITIES

Please refer to the Monument Butte Field SOP.

9. WELL SITE LAYOUT

See attached Location Layout Diagram.

10. PLANS FOR RESTORATION OF SURFACE

Please refer to the Monument Butte Field SOP.

11. SURFACE OWNERSHIP - Bureau Of Land Management

12. OTHER ADDITIONAL INFORMATION

The Paleontological Resource Survey and Archaeological Resource Survey for this area are attached. MOAC Report #03-58, 5/19/03. Paleontological Resource Survey prepared by, Wade E. Miller, 5/8/03. See attached report cover pages, Exhibit "D".

Inland Production Company requests a 60' ROW for the Federal #3-12-9-17 to allow for construction of a 6" gas gathering line, and a 3" poly fuel gas line. Both lines will tie in to the existing pipeline infrastructure. Refer to Topographic Map "C." For a ROW plan of development, please refer to the Monument Butte Field SOP.

Inland Production Company also requests a 60' ROW be granted for the Federal #3-12-9-17 to allow for construction of a 3" steel water injection line and a 3" poly water return line. Refer to Topographic Map "C." For a ROW plan of development, please refer to the Monument Butte Field SOP.

Water Disposal

Please refer to the Monument Butte Field SOP.

Reserve Pit Liner

Please refer to the Monument Butte Field SOP.

Location and Reserve Pit Reclamation

Please refer to the Monument Butte Field SOP.

The following seed mixture will be used on the topsoil stockpile, the recontoured surface of the reserve pit, and for final reclamation: (All poundages are in pure live seed)

Shadscale	<i>Atriplex confertifolia</i>	4 lbs/acre
Bud sagebrush		4 lbs/acre
Galleta grass	<i>Hilaria jamesii</i>	4 lbs/acre

13. LESSEE'S OR OPERATORS REPRESENTATIVE AND CERTIFICATION

Representative

Name: Brad Mecham

Address: Route #3 Box 3630
Myton, UT 84052

Telephone: (435) 646-3721

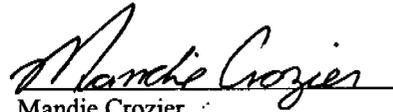
Certification

Please be advised that INLAND PRODUCTION COMPANY is considered to be the operator of well #3-12-9-17 NE/NW Section 12, Township 9S, Range 17E: Lease UTU-75234 Uintah County, Utah: and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by Hartford Accident #4488944.

I hereby certify that the proposed drillsite and access route have been inspected, and 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 Inland Production Company and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

8/29/03

Date

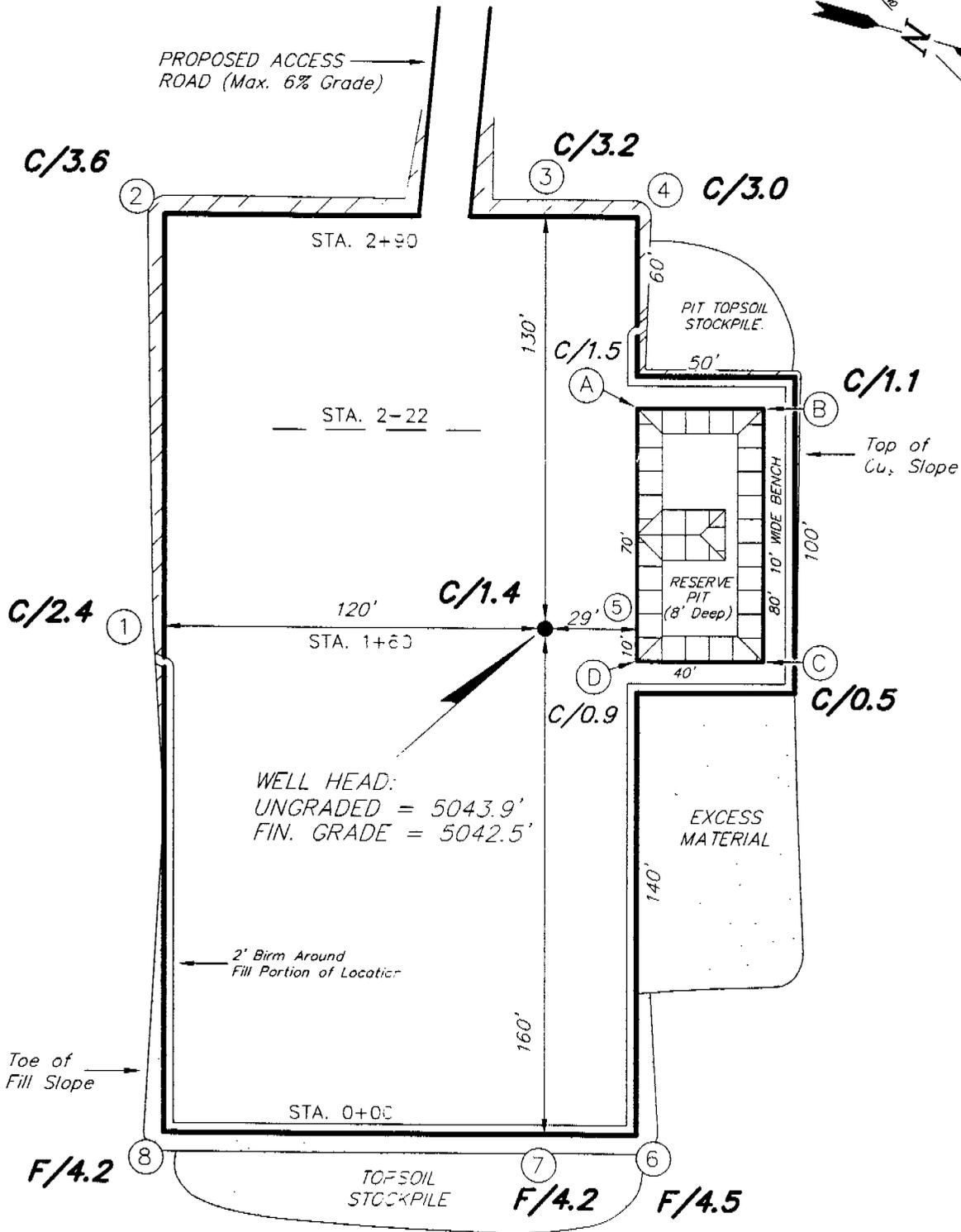
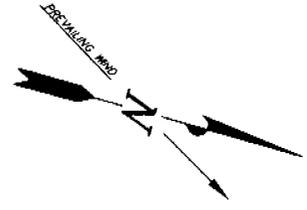


Mandie Crozier
Regulatory Specialist

INLAND PRODUCTION COMPANY

FEDERAL 3-12-9-17

Section 12, T9S, R17E, S.L.B.&M.



REFERENCE POINTS
 210' EAST = 5035.4'
 260' EAST = 5033.7'

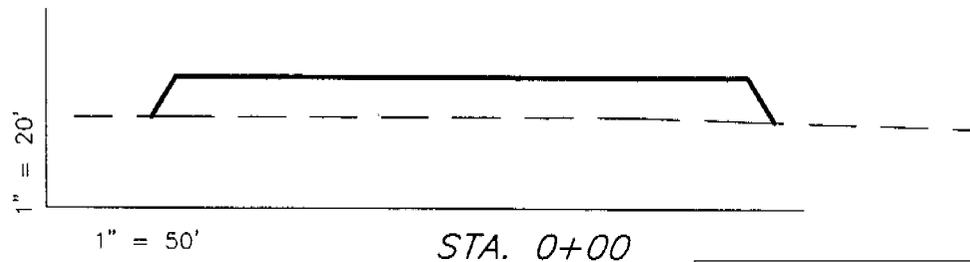
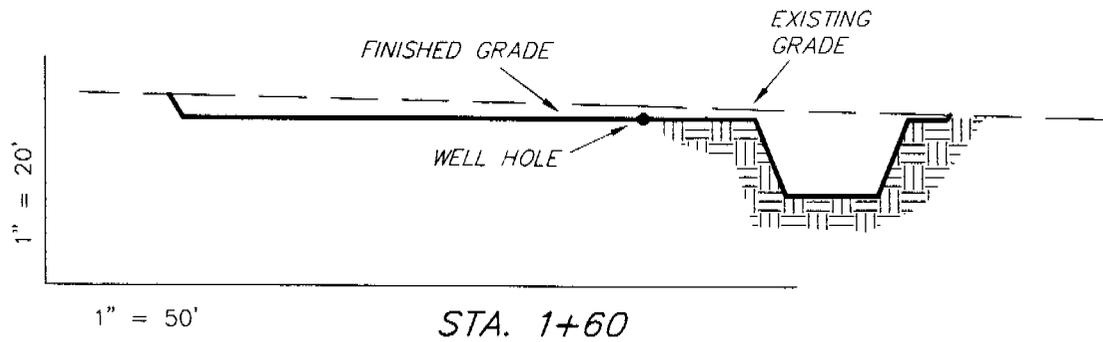
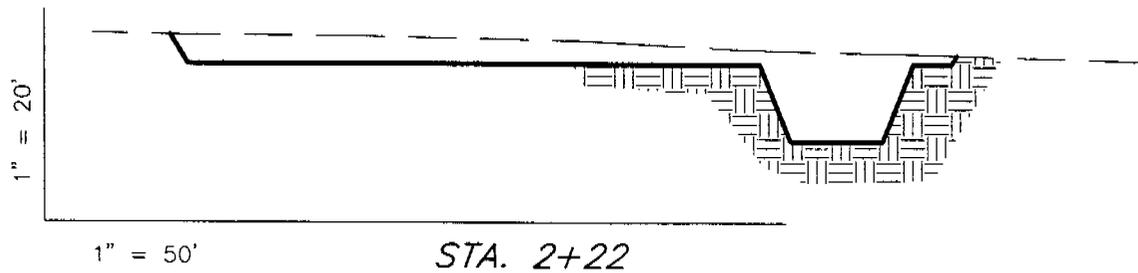
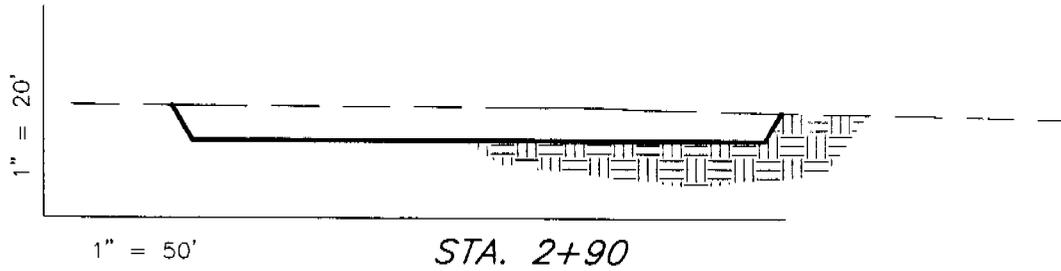
SURVEYED BY: K.G.S.	SCALE: 1" = 50'
DRAWN BY: J.R.S.	DATE: 5-22-03

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

INLAND PRODUCTION COMPANY

CROSS SECTIONS

FEDERAL 3-12-9-17



ESTIMATED EARTHWORK QUANTITIES (Expressed in Cubic Yards)

ITEM	CUT	FILL	6" TOPSOIL	EXCESS
PAD	1,750	1,750	Topsoil is not included in Pad Cut	0
PIT	640	0		640
TOTALS	2,390	1,750	890	640

NOTE:
UNLESS OTHERWISE NOTED
ALL CUT/FILL SLOPES ARE
AT 1.5:1

SURVEYED BY: K.G.S.

SCALE: 1" = 50'

DRAWN BY: J.R.S.

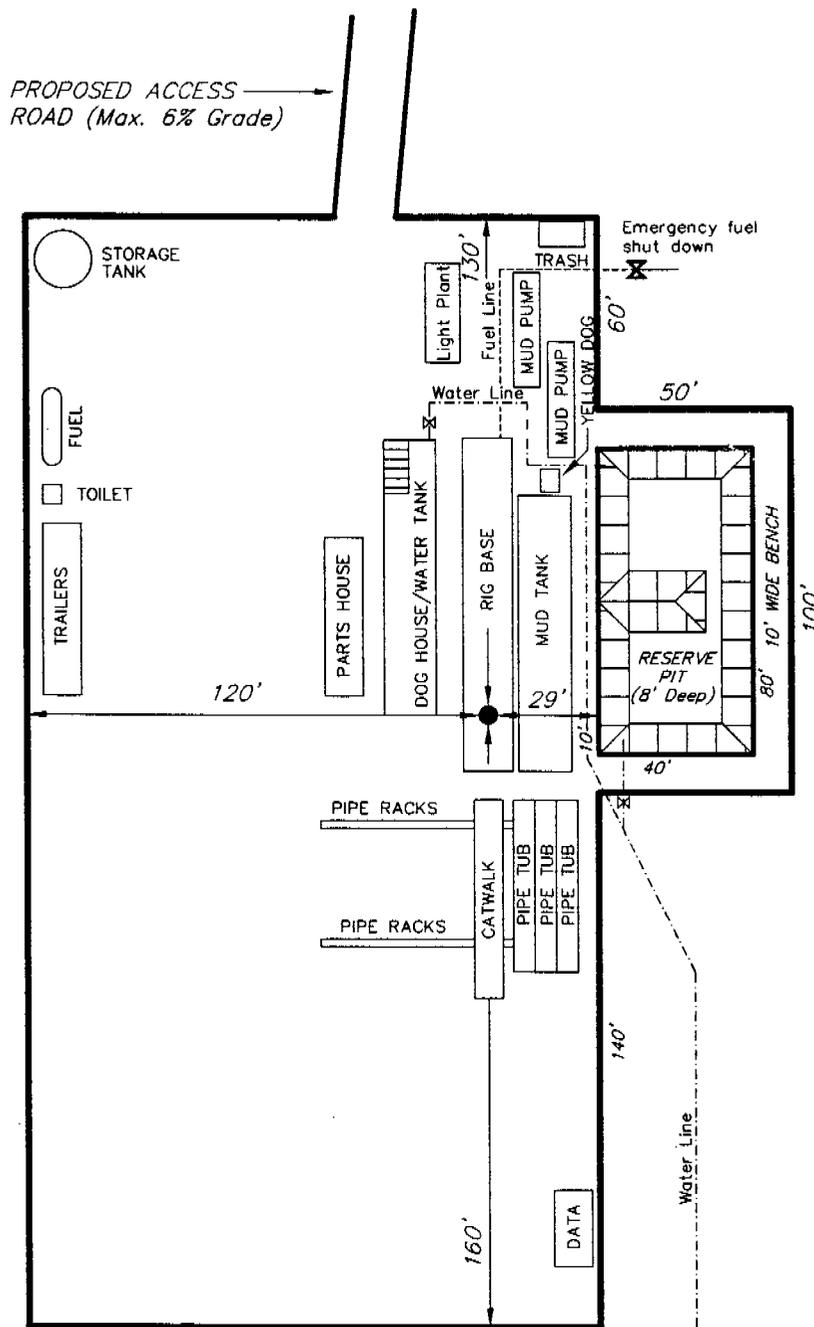
DATE: 5-22-03

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

INLAND PRODUCTION COMPANY

TYPICAL RIG LAYOUT

FEDERAL 3-12-9-17



SURVEYED BY: K.G.S.

SCALE: 1" = 50'

DRAWN BY: J.R.S.

DATE: 5-22-03

Tri State
Land Surveying, Inc.

(435) 781-2501

38 WEST 100 NORTH VERNAL, UTAH 84078

2-M SYSTEM

Blowout Prevention Equipment Systems

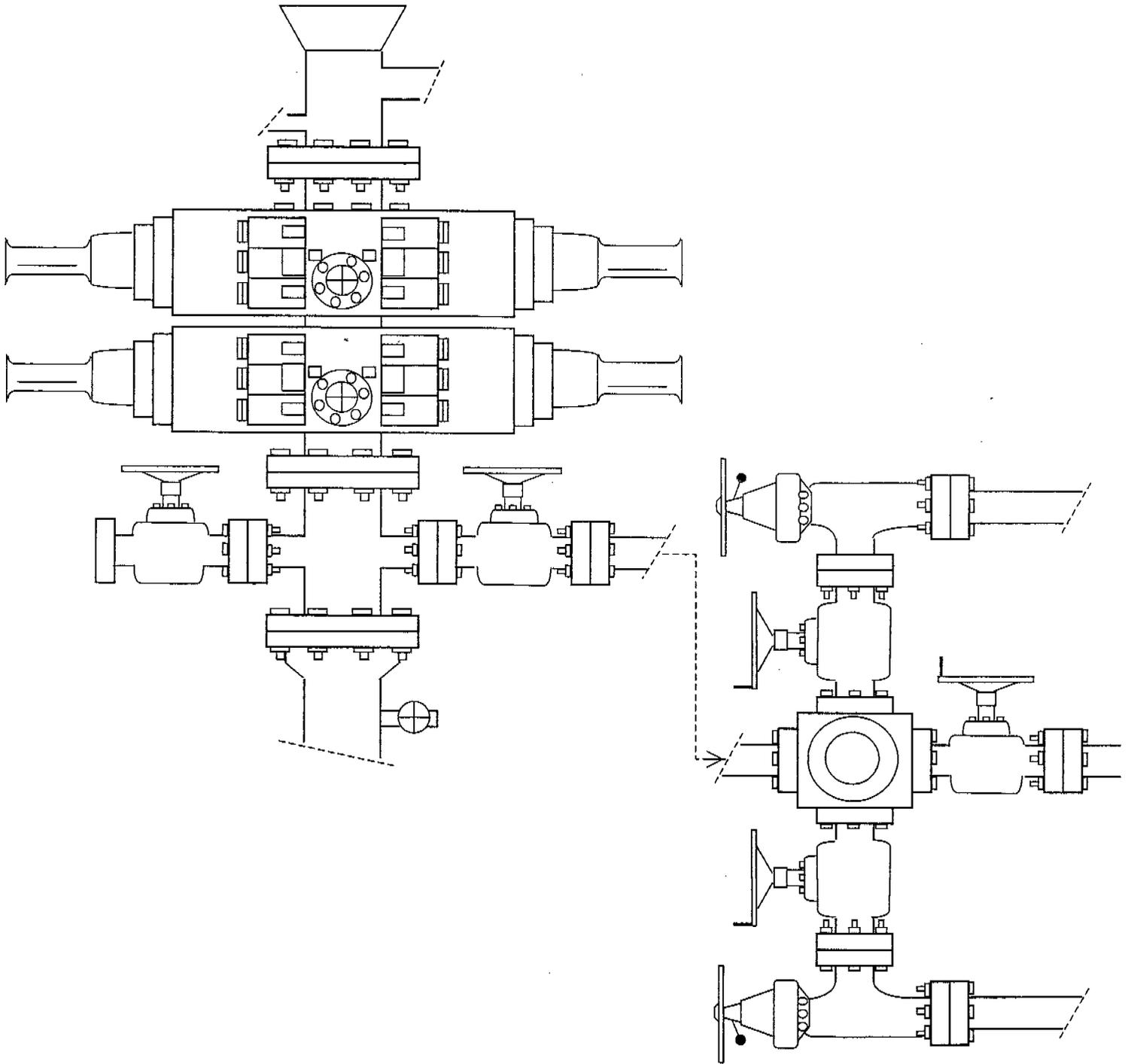


EXHIBIT C

CULTURAL RESOURCE INVENTORY OF
INLAND RESOURCES' BLOCK PARCELS IN
T 9S, R 17E, SECTIONS 1 AND 12
Uintah County, Utah

BY:

Mark C. Bond

Prepared For:

Bureau of Land Management
Vernal Field Office

Prepared Under Contract With:

Jon D. Holst & Company
for
Inland Resources
2507 Flintridge Place
Fort Collins, CO 80521

Prepared By:

Montgomery Archaeological Consultants
P.O. Box 147
Moab, Utah 84532

MOAC Report No. 03-58

May 19, 2003

United States Department of Interior (FLPMA)
Permit No. 03-UT-60122

State of Utah Antiquities Project (Survey)
Permit No. U-03-MQ-0328b

INLAND RESOURCES, INC.

**PALEONTOLOGICAL FIELD SURVEY OF PROPOSED
PRODUCTION DEVELOPMENT AREAS,
DUCHESNE AND UINTAH COUNTIES, UTAH**

(South ½ Section 6, T 9 S, R 18 E; South ½ Section 1, T 9 S, 17 R E;
all of Sections 11 and 12, the NW, SE & NE quarters of the SW 1/4 Section 10,
the NE1/4 & SE 1/4 of the SE 1/4 Section 9, T 9 S, R 17 E and the SE 1/4, SW 1/4,
NE 1/4 and SE 1/4 of the SE 1/4, Section 33, T 8 S, R 17 E.)

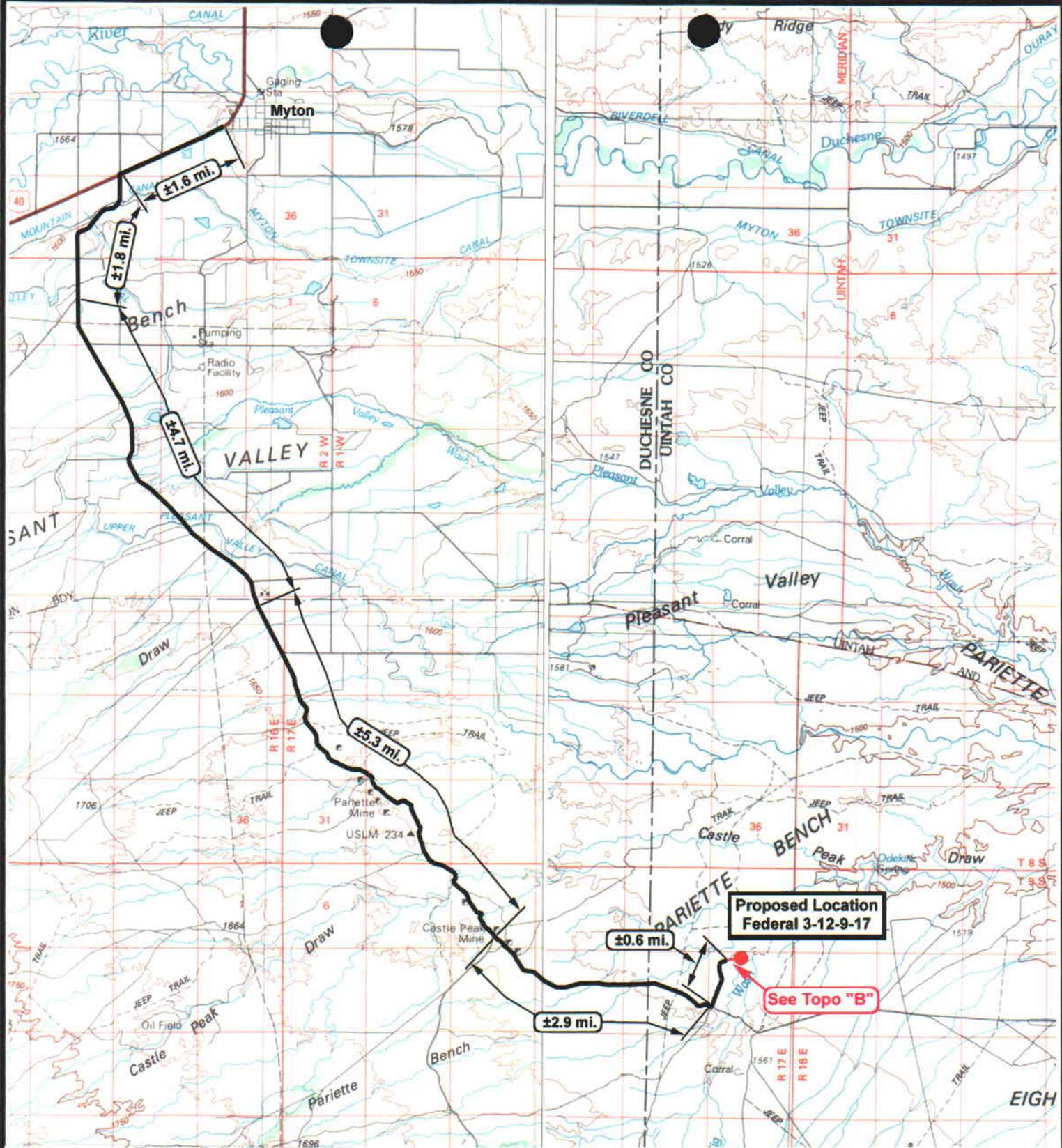
REPORT OF SURVEY

Prepared for:

Inland Resources, Inc.

Prepared by:

Wade E. Miller
Consulting Paleontologist
May 8, 2003



Federal 3-12-9-17
SEC. 12, T9S, R17E, S.L.B.&M.



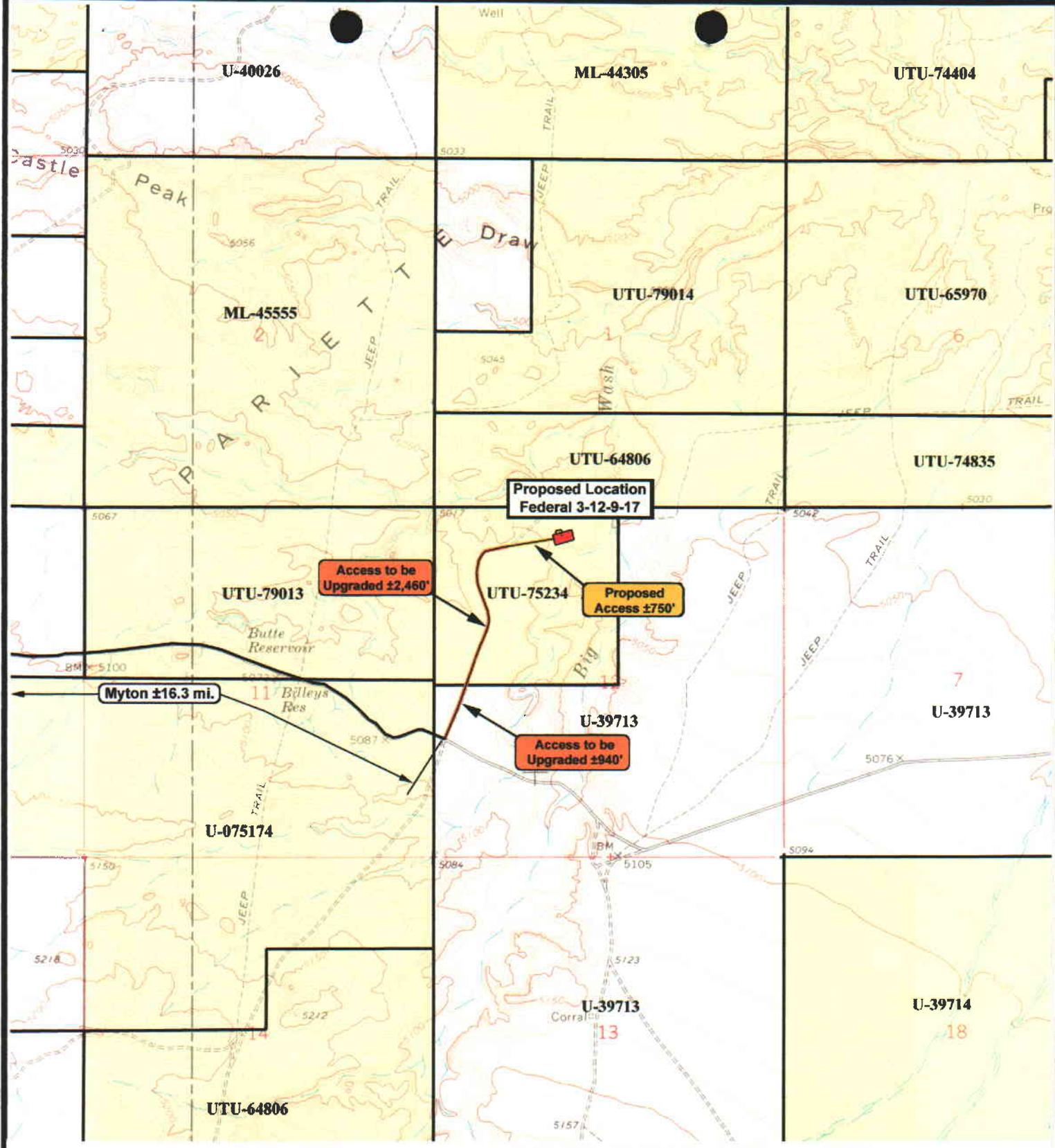
Tri-State
Land Surveying Inc.
 (435) 781-2501
 180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1 = 100,000
 DRAWN BY: R.A.B.
 DATE: 05-22-2003

Legend

- Existing Road
- Proposed Access

TOPOGRAPHIC MAP
"A"



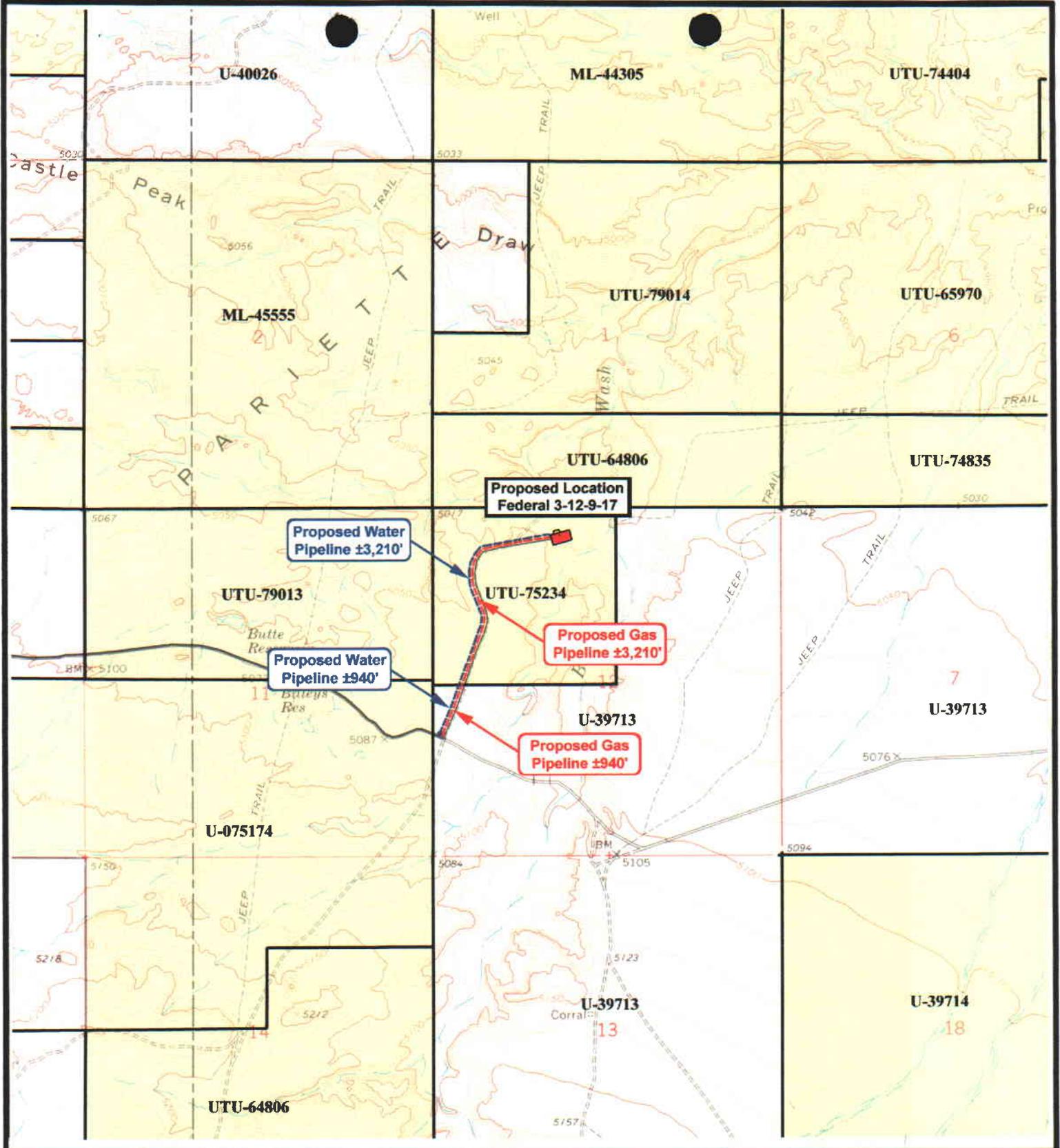
Tri-State
Land Surveying Inc.
 (435) 781-2501
 180 North Vernal Ave. Vernal, Utah 84078

Legend	
	Existing Road
	Proposed Access
	Upgraded Access

Federal 3-12-9-17
SEC. 12, T9S, R17E, S.L.B.&M.

SCALE: 1" = 2,000'
 DRAWN BY: R.A.B.
 DATE: 05-22-2003

TOPOGRAPHIC MAP
"B"



**Federal 3-12-9-17
SEC. 12, T9S, R17E, S.L.B.&M.**



**Tri-State
Land Surveying Inc.**
(435) 781-2501
180 North Vernal Ave. Vernal, Utah 84078

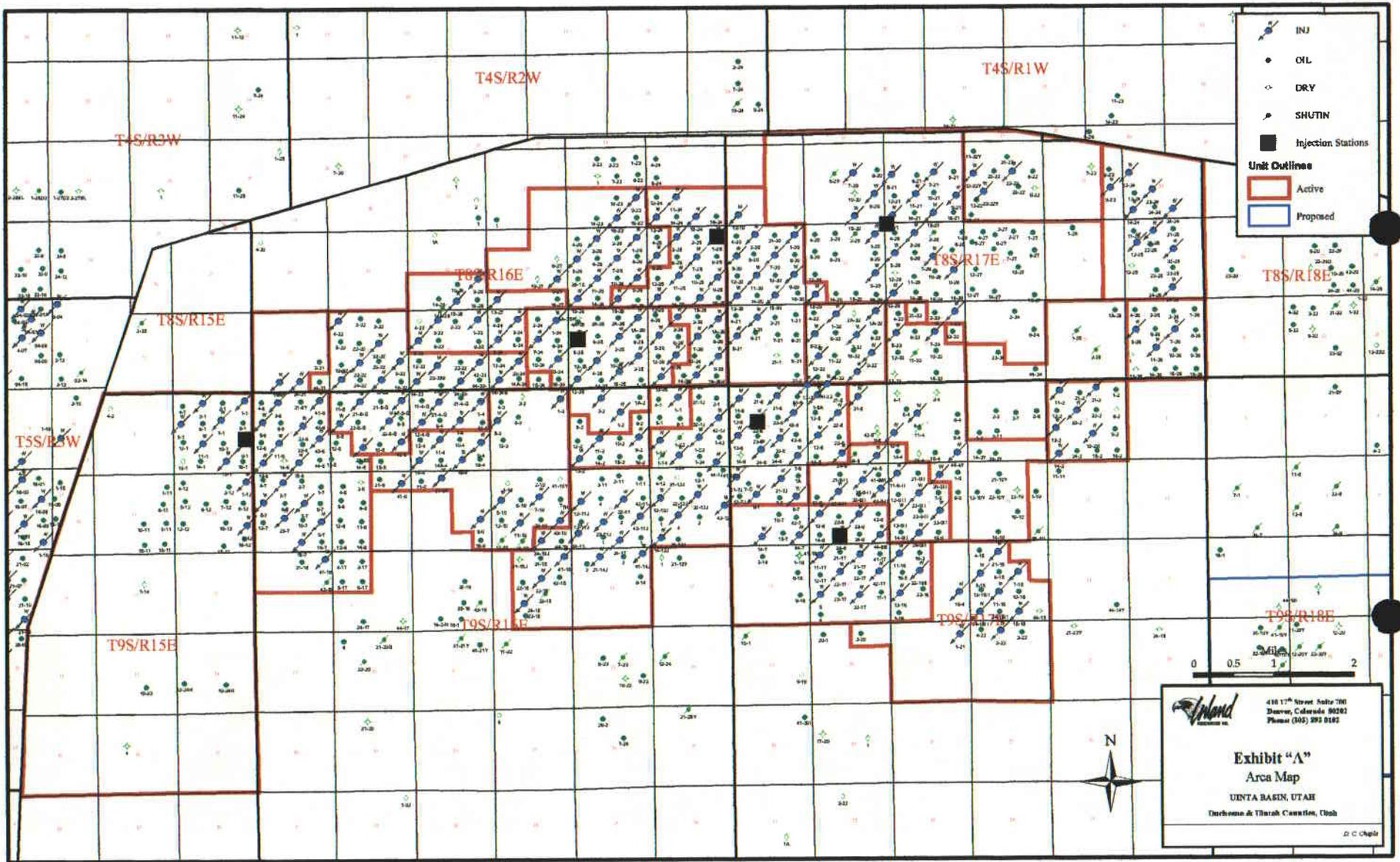
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DRAWN BY: R.A.B.
DATE: 05-22-2003

Legend

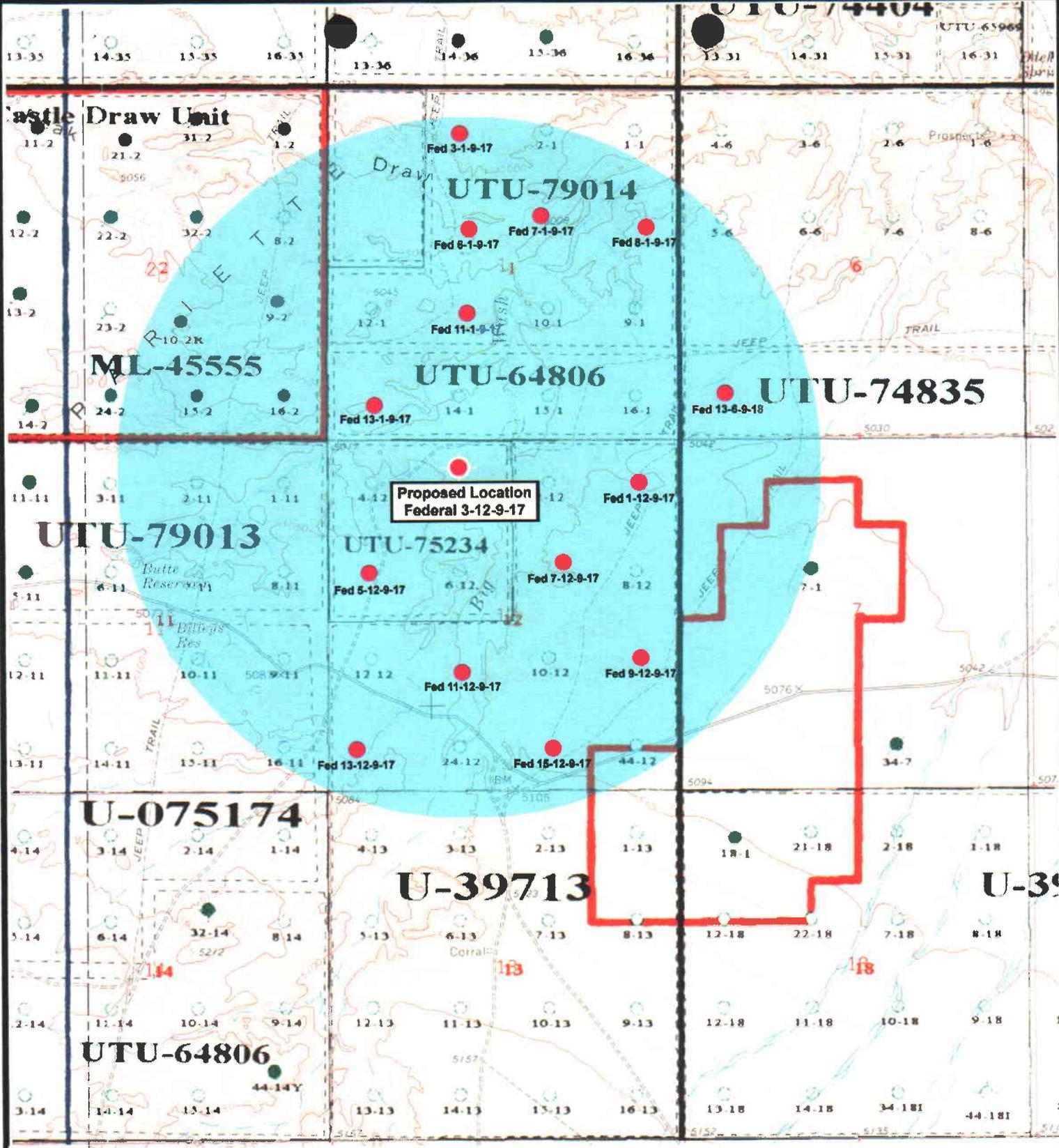
- Roads
- Proposed Gas Line
- Proposed Water Line

TOPOGRAPHIC MAP

"C"



January 15, 2003



**Federal 3-12-9-17
SEC. 12, T9S, R17E, S.L.B.&M.**



**Tri-State
Land Surveying Inc.**
(435) 781-2501
180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'
DRAWN BY: R.A.B.
DATE: 05-22-2003

Legend

- Well Locations
- One-Mile Radius

Exhibit "B"

WORKSHEET

APPLICATION FOR PERMIT TO DRILL

004

APD RECEIVED: 09/02/2003

API NO. ASSIGNED: 43-047-35162

WELL NAME: FEDERAL 3-12-9-17

OPERATOR: INLAND PRODUCTION (N5160)

CONTACT: MANDIE CROZIER

PHONE NUMBER: 435-646-3721

PROPOSED LOCATION:

NENW 12 090S 170E

SURFACE: 0413 FNL 1930 FWL

BOTTOM: 0413 FNL 1930 FWL

UINTAH

8 MILE FLAT NORTH (590)

LEASE TYPE: 1 - Federal

LEASE NUMBER: UTU-75234

SURFACE OWNER: 1 - Federal

PROPOSED FORMATION: GRRV

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LATITUDE: 40.05149

LONGITUDE: 109.95691

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[1] Ind[] Sta[] Fee[]
(No. 4488944)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. MUNICIPAL)
- 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: See Separate file

STIPULATIONS: 1- Federal approval
2- Spacing Strip



November 21, 2003

Mrs. Diana Whitney
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84114

RECEIVED
NOV 28 2003
DIV. OF OIL, GAS & MINING

RE: Application for Location Exception
Federal #3-12-9-17
T9S, R17E, S.L.M.
Section 12: NE/4NW/4 (413' FNL 1930' FWL)
Uintah County, Utah

Dear Mrs. Whitney:

Inland Production Company hereby requests administrative approval for a location exception to Rule R649-3-2 governing the location of wells.

Said Rule states that every well should be in the center of the 40-acre quarter/quarter section with a 200-foot tolerance. The captioned well is proposed to be drilled approximately 48' outside of the prescribed 400 foot window due to the local topography.

Inasmuch as the proposed well remains more than 413' from the lease boundary as shown on the attached plat, only Inland Production Company is affected according to the above rule.

We have contacted the other working interest owners of the lease, Yates Petroleum Corporation, Yates Drilling Company, Abo Petroleum Corporation and Myco Industries, Inc., and their consent to this location exception is attached. Also enclosed is a copy of the surveyor's plat. Please contact Mr. Gary Alsobrook if you have any questions.

Sincerely yours,

INLAND PRODUCTION COMPANY


Patsy Barreau
Supervisor of Land

CC: Ms. Pat Sutton
Bureau of Land Management
170 South 500 East
Vernal Utah 84078-2799

MARTIN YATES, III
1912 - 1985
FRANK W. YATES
1936 - 1986



105 SOUTH FOURTH STREET
ARTESIA, NEW MEXICO 88210-2118
TELEPHONE (505) 748-1471

S. P. YATES
CHAIRMAN OF THE BOARD
JOHN A. YATES
PRESIDENT
PEYTON YATES
EXECUTIVE VICE PRESIDENT
RANDY G. PATTERSON
SECRETARY
DENNIS G. KINSEY
TREASURER

November 20, 2003

Via: Facsimile (303-893-0103)

Inland Production Company
Attn: Patsy Barreau
410 - 17th Street, Suite 700
Denver, CO 80202

Re: Exception Locations
Federal #3-12-9-17
Federal #9-1-9-17
Federal #15-1-9-17
Federal #4-10-9-17

Gentlemen:

Yates Petroleum Corporation, Yates Drilling Company, Abo Petroleum Corporation and Myco Industries, Inc. hereby consent to the requested location exceptions for the captioned wells.

If you have any questions or require anything further, please do not hesitate contacting me at 505-748-4334.

Thank you.

Very truly yours,

YATES PETROLEUM CORPORATION

Bonnie Floore
Associate Landman



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

November 28, 2003

Inland Production Company
Route #3, Box 3630
Myton, UT 84052

Re: Federal 3-12-9-17 Well, 413' FNL, 1930' FWL, NE NW, Sec. 12, T. 9 South, R. 17 East, Uintah County, Utah

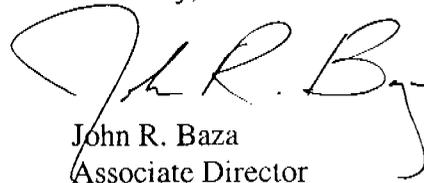
Gentlemen:

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

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-35162.

Sincerely,



John R. Baza
Associate Director

pab
Enclosures

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

Operator: Inland Production Company
Well Name & Number Federal 3-12-9-17
API Number: 43-047-35162
Lease: UTU-75234

Location: NE NW **Sec.** 12 **T.** 9 South **R.** 17 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.

Form 3160-3
(September 2001)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

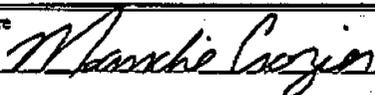
FORM APPROVED
OMB No. 1004-0136
Expires January 31, 2004

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. UTU-75234
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name N/A
2. Name of Operator Inland Production Company		7. If Unit or CA Agreement, Name and No. N/A
3a. Address Route #3 Box 3630, Myton UT 84052		8. Lease Name and Well No. Federal 3-12-9-17
3b. Phone No. (include area code) (435) 646-3721		9. API Well No.
4. Location of Well (Report location clearly and in accordance with any State requirements.)* At surface NE/NW 413' FNL 1930' FWL At proposed prod. zone		10. Field and Pool, or Exploratory Monument Butte
14. Distance in miles and direction from nearest town or post office* Approximately 16.9 miles southeast of Myton, Utah		11. Sec., T., R., M., or Bldg and Survey or Area NE/NW Sec. 12, T9S R17E
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) Approx. 413' FNL, NA FNL	16. No. of Acres in lease 160.00	12. County or Parish Uintah
17. Spacing Unit dedicated to this well 40 Acres	13. State UT	
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. Approx. 2904'	19. Proposed Depth 6500'	20. BLM/BIA Bond No. on file #4488944
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 5044' GR	22. Approximate date work will start* 4th Quarter 2003	23. Estimated duration Approximately seven (7) days from start to rig release.

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. | 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). |
| 2. A Drilling Plan. | 5. Operator certification. |
| 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). | 6. Such other site specific information and/or plans as may be required by the authorized officer. |

25. Signature 	Name (Printed/Typed) Mandie Crozier	Date 8/29/03
Title Regulatory Specialist		
Approved by (Signature)	Name (Printed/Typed)	Date
Title	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.

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)

Form 3160-3
(September 2001)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

FORM APPROVED
OMB No. 1004-0136
Expires January 31, 2004

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. UTU-75234
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name N/A
2. Name of Operator Inland Production Company		7. If Unit or CA Agreement, Name and No. N/A
3a. Address Route #3 Box 3630, Myton UT 84052		8. Lease Name and Well No. Federal 3-12-9-17
3b. Phone No. (include area code) (435) 646-3721		9. API Well No. 42-047-35142
4. Location of Well (Report location clearly and in accordance with any State requirements.) At surface NE/NW 413' FNL 1930' FWL At proposed prod. zone		10. Field and Pool, or Exploratory Monument Butte
11. Sec., T., R., M., or Blk. and Survey or Area NE/NW Sec. 12, T9S R17E		12. County or Parish Uintah
13. State UT		
14. Distance in miles and direction from nearest town or post office* Approximatley 16.9 miles southeast of Myton, Utah	16. No. of Acres in lease 160.00	17. Spacing Unit dedicated to this well 40 Acres
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) Approx. 413' f/lee, NA f/unit	18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. Approx. 2904'	19. Proposed Depth 6500'
20. BLM/BIA Bond No. on file #4488944	21. Elevations (Show whether DF, KDB, RT, GL, etc.) 5044' GR	22. Approximate date work will start* 4th Quarter 2003
23. Estimated duration Approximately seven (7) days from spud to ng release.		

24. Attachments

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

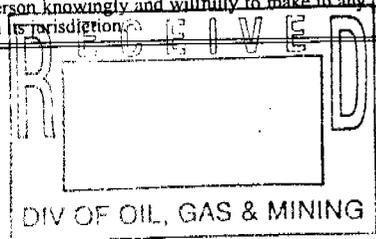
- 1. Well plat certified by a registered surveyor.
- 2. A Drilling Plan.
- 3. A Surface Use Plan (if the location is on National Forest System Lands. the SUPO shall be filed with the appropriate Forest Service Office).
- 4. Bond to cover the operations unless covered by an existing bond on file (see 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 <i>Mandie Crozier</i>	Name (Printed/Typed) Mandie Crozier	Date 8/29/03
Title Regulatory Specialist		
Approved by (Signature) <i>Howard B. Cleaves</i>	Name (Printed/Typed) Howard B. Cleaves	Date 06/18/2004
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.

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

4/26/03
NOTICE OF APPROVAL

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Inland Production Company
Well Name & Number: FEDERAL 3-12-9-17
API Number: 43-047-35162
Lease Number: UTU - 75234
Location: NENW Sec. 12 TWN: 09S RNG: 17E
Agreement: N/A

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

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

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

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.

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

A. DRILLING PROGRAM

1. Casing Program and Auxiliary Equipment

As a minimum, the usable water and oil shale resources shall be isolated and/or protected by having a cement top for the production casing at least 200 ft. above the top of the Green River Formation, identified at $\pm 2,512$ ft.

CONDITIONS OF APPROVAL
FOR THE SURFACE USE PROGRAM OF THE
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Inland Production Company
API Number 43-047-35162
Well Name & Number: Federal 3-12-9-17
Lease Number: U-75234
Location: NENW Sec. 12 T. 9 S. R. 17 E.
Surface Ownership: BLM
Date NOS Received: None
Date APD Received: 9-2-03

-None



Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Newfield Production Company
Filing Number: 41530400

Articles of Amendment

September 02, 2004

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on September 10, 2004.



A handwritten signature in black ink, appearing to read "G. Connor".

Secretary of State

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
INLAND PRODUCTION COMPANY

FILED
In the Office of the
Secretary of State of Texas
SEP 02 2004
Corporations Section

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act (the "TBCA"), the undersigned corporation adopts the following articles of amendment to the articles of incorporation:

ARTICLE 1 – Name

The name of the corporation is Inland Production Company.

ARTICLE 2 – Amended Name

The following amendment to the Articles of Incorporation was approved by the Board of Directors and adopted by the shareholders of the corporation on August 27, 2004.

The amendment alters or changes Article One of the Articles of Incorporation to change the name of the corporation so that, as amended, Article One shall read in its entirety as follows:

"ARTICLE ONE – The name of the corporation is Newfield Production Company."

ARTICLE 3 – Effective Date of Filing

This document will become effective upon filing.

The holder of all of the shares outstanding and entitled to vote on said amendment has signed a consent in writing pursuant to Article 9.10 of the TBCA, adopting said amendment, and any written notice required has been given.

IN WITNESS WHEREOF, the undersigned corporation has executed these Articles of Amendment as of the 1st day of September, 2004.

INLAND RESOURCES INC.

By: Susan G. Riggs
Susan G. Riggs, Treasurer



United States Department of the Interior



BUREAU OF LAND MANAGEMENT

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

IN REPLY REFER TO:
3106
(UT-924)

September 16, 2004

Memorandum

To: Vernal Field Office

From: Acting Chief, Branch of Fluid Minerals

Subject: Merger Approval

Attached is an approved copy of the name change recognized by the Utah State Office. We have updated our records to reflect the merger from Inland Production Company into Newfield Production Company on September 2, 2004.

Michael Coulthard
Acting Chief, Branch of
Fluid Minerals

Enclosure

1. State of Texas Certificate of Registration

cc: MMS, Reference Data Branch, James Sykes, PO Box 25165, Denver CO 80225
State of Utah, DOGM, Attn: Earlene Russell, PO Box 145801, SLC UT 84114
Teresa Thompson
Joe Incardine
Connie Seare

UTSL-	15855	61052	73088	76561	
071572A	16535	62848	73089	76787	
065914	16539	63073B	73520A	76808	
	16544	63073D	74108	76813	
	17036	63073E	74805	76954	63073X
	17424	63073O	74806	76956	63098A
	18048	64917	74807	77233	68528A
UTU-	18399	64379	74808	77234	72086A
	19267	64380	74389	77235	72613A
02458	26026A	64381	74390	77337	73520X
03563	30096	64805	74391	77338	74477X
03563A	30103	64806	74392	77339	75023X
04493	31260	64917	74393	77357	76189X
05843	33992	65207	74398	77359	76331X
07978	34173	65210	74399	77365	76788X
09803	34346	65635	74400	77369	77098X
017439B	36442	65967	74404	77370	77107X
017985	36846	65969	74405	77546	77236X
017991	38411	65970	74406	77553	77376X
017992	38428	66184	74411	77554	78560X
018073	38429	66185	74805	78022	79485X
019222	38431	66191	74806	79013	79641X
020252	39713	67168	74826	79014	80207X
020252A	39714	67170	74827	79015	81307X
020254	40026	67208	74835	79016	
020255	40652	67549	74868	79017	
020309D	40894	67586	74869	79831	
022684A	41377	67845	74870	79832	
027345	44210	68105	74872	79833	
034217A	44426	68548	74970	79831	
035521	44430	68618	75036	79834	
035521A	45431	69060	75037	80450	
038797	47171	69061	75038	80915	
058149	49092	69744	75039	81000	
063597A	49430	70821	75075		
075174	49950	72103	75078		
096547	50376	72104	75089		
096550	50385	72105	75090		
	50376	72106	75234		
	50750	72107	75238		
10760	51081	72108	76239		
11385	52013	73086	76240		
13905	52018	73087	76241		
15392	58546	73807	76560		

DIVISION OF OIL, GAS AND MINING**SPUDDING INFORMATION**Name of Company: INLAND PRODUCTION COMPANYWell Name: FEDERAL 3-12-9-17Api No: 43-047-35162 Lease Type: FEDERALSection 12 Township 09S Range 17E County UINTAHDrilling Contractor NDSI RIG # 1**SPUDDED:**Date 10/04/04Time 12:30 PMHow DRY**Drilling will commence:** _____Reported by FLOYD MITCHELLTelephone # 1-435-823-3610Date 10/05/2004 Signed CHD

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

COPY

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.

0.09

SUBMIT IN TRIPLICATE - Other Instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
 Newfield Production Company

3a. Address Route 3 Box 3630
 Myton, UT 84052

3b. Phone No. (include are code)
 435.646.3721

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 413 FNL 1930 FWL
 NE/NW Section 12 T9S R17E

5. Lease Serial No.
 UTU75234

6. If Indian, Allottee or Tribe Name.

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

8. Well Name and No.
 FEDERAL 3-12-9-17

9. API Well No.
 4304735162

10. Field and Pool, or Exploratory Area
 Monument Butte

11. County or Parish, State
 Uintah, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, 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 _____
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug & Abandon	<input type="checkbox"/> Temporarily Abandon	Spud Notice _____
	<input type="checkbox"/> Convert to Injector	<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.)

On 10-04-04 MIRU NDSI spud rig #1. Drill 335' of 12 1/4" hole with air mist. TIH W/8 Jt's 8 5/8" J-55 24# csqn. Set @ 337.21'KB. On 10-07-04 Cement with 150 sks of Class "G" w/ 2% CaCL+ 1/4# Cello Flake. Mixed @ 15.8 ppg> 1.17 cf/sk yeild. Returned 5 bbls cement to pit.

RECEIVED
 OCT 08 2004
 DIV. OF OIL, GAS & MINING

I hereby certify that the foregoing is true and correct Name (Printed/ Typed) Ray Herrera	Title Drilling Foreman
Signature <i>Ray Herrera</i>	Date 10/7/2004

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 and fraudulent statements or representations as to any matter within its jurisdiction

(Instructions on reverse)

NEWFIELD PRODUCT COMPANY - CASING & CEMENT REPORT

8 5/8 CASING SET AT 337.21

LAST CASING 8 5/8" SET AT 325.36'
 DATUM 12' KB
 DATUM TO CUT OFF CASING _____
 DATUM TO BRADENHEAD FLANGE _____
 TD DRILLER 335' LOGGER _____
 HOLE SIZE 12 1/4

OPERATOR New Field Production Company
 WELL Federal 3-12-9-17
 FIELD/PROSPECT Monument Butte
 CONTRACTOR & RIG # NDSI NS #1

LOG OF CASING STRING:							
PIECES	OD	ITEM - MAKE - DESCRIPTION	WT / FT	GRD	THREAD	CONDT	LENGTH
		40.72' sh jt' shjt					
		WHI - 92 csg head			8rd	A	0.95
7	8 5/8"	Maverick ST&C csg	24#	J-55	8rd	A	325.36
		GUIDE shoe			8rd	A	0.9
CASING INVENTORY BAL.		FEET	JTS	TOTAL LENGTH OF STRING			327.21
TOTAL LENGTH OF STRING		327.21	8	LESS CUT OFF PIECE			2
LESS NON CSG. ITEMS		1.85		PLUS DATUM TO T/CUT OFF CSG			12
PLUS FULL JTS. LEFT OUT		0		CASING SET DEPTH			337.21
TOTAL		325.36	8	} COMPARE			
TOTAL CSG. DEL. (W/O THRDS)		325.36	8				
TIMING		1ST STAGE					
BEGIN RUN CSG.	Spud	10/4/2004	12:30 PM	GOOD CIRC THRU JOB			Yes
CSG. IN HOLE		10/05/2004	12:00 PM	Bbls CMT CIRC TO SURFACE			5 bbls
BEGIN CIRC		10/7/2004	8:04 AM	RECIPROCATED PIPE FOR			THRU FT STROKE
BEGIN PUMP CMT		10/7/2004	8:18 AM	DID BACK PRES. VALVE HOLD ?			N/A
BEGIN DSPL. CMT		10/7/2004	8:27 AM	BUMPED PLUG TO			468 PSI
PLUG DOWN		10/7/2004	8:34 AM				
CEMENT USED		CEMENT COMPANY- B. J.					
STAGE	# SX	CEMENT TYPE & ADDITIVES					
1	150	Class "G" w/ 2% CaCL2 + 1/4#/sk Cello-Flake mixed @ 15.8 ppg 1.17 cf/sk yield					
CENTRALIZER & SCRATCHER PLACEMENT			SHOW MAKE & SPACING				
Centralizers - Middle first, top second & third for 3							

COMPANY REPRESENTATIVE Ray Herrera DATE October 7, 2004

008

PAGE 02

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING
ENTITY ACTION FORM - FORM 6

Inland
OPERATOR: NEWFIELD PRODUCTION COMPANY
ADDRESS: RT. 3 BOX 3630
MYTON, UT 84052

OPERATOR ACCT. NO. N5160
~~12285~~

RECEIVED
OCT 14 2004

DIV. OF OIL, GAS & MINING

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RS	COUNTY		
A	99999	14342	43-013-32400	Ashley Federal 9-14-9-15	NE/SE	14	9S	15E	Duchesne	September 28, 2004	10/19/04

WELL 1 COMMENTS: *GRRU*

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RS	COUNTY		
A	99999	14343	43-047-35162	Federal 3-12-9-17	NE/NW	12	9S	17E	Uintah	October 4, 2004	10/19/04

WELL 2 COMMENTS: *GRRU*

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RS	COUNTY		
A	99999	14344	43-047-35164	Federal 5-12-9-17	SW/NW	12	9S	17E	Uintah	October 6, 2004	10/19/04

WELL 3 COMMENTS: *GRRU*

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RS	COUNTY		
A	99999	14345	43-047-35167	Federal 11-12-9-17	NE/SW	12	9S	17E	Uintah	October 7, 2004	10/19/04

WELL 4 COMMENTS: *GRRU*

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RS	COUNTY		
A	99999	14346	43-047-35169	Federal 15-12-9-17	SW/SE	12	9S	17E	Uintah	October 11, 2004	10/19/04

WELL 5 COMMENTS: *GRRU*

- ACTION CODES (See instructions on back of form)
- A - Establish new entity for new well (single well only)
 - B - Add new well to existing entity (group or unit well)
 - C - Re-assign well from one existing entity to another existing entity
 - D - Re-assign well from one existing entity to a new entity
 - E - Other (explain in comments section)

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

Kebble S. Jones
 Signature: _____
 Production Clerk
 Date: October 14, 2004

INLAND

4356453031

10/14/2004 14:38

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

COPY
FORM APPROVED
OMB No. 1004-0135
Expires January 31, 2004

010

SUNDRY NOTICES AND REPORTS ON WELLS
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SUBMIT IN TRIPLICATE - Other Instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
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 Myton, UT 84052

3b. Phone No. (include are code)
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6. If Indian, Allottee or Tribe Name.

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

8. Well Name and No.
 FEDERAL 3-12-9-17

9. API Well No.
 4304735162

10. Field and Pool, or Exploratory Area
 Monument Butte

11. County or Parish, State
 Uintah, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, 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 _____	
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug & Abandon	<input type="checkbox"/> Temporarily Abandon	Weekly Status Report	
	<input type="checkbox"/> Convert to Injector	<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.)

On 10-17-04 MIRU NDSI Rig # 2. Set all equipment. Pressure test Kelly, TIW, Choke manifold, & Bop's to 2,000 psi. Test 8.625 csgn to 1,500 psi. Vernal BLM field, & Roosevelt DOGM office was notified of test. PU BHA and tag cement @ 285'. Drill out cement & shoe. Drill a 7.875 hole with fresh water to a depth of 5,850. Lay down drill string & BHA. Open hole log w/ Dig/SP/GR log's TD to surface. PU & TIH with Guide shoe, shoe jt, float collar, 137 jt's of 5.5 J-55, 15.5# csgn. Set @ 5836.02' / KB. Cement with 285 sks cement mixed @ 11.0 ppg & 3.43 yld. Then 375 sks cement mixed @ 14.4 ppg & 1.24 yld. With 4 bbls cement returned to pit. Nipple down Bop's. Drop slips @ 65,000 #'s tension. Release rig 12:30 pm on 10-22-04.

RECEIVED
OCT 27 2004
DIV. OF OIL, GAS & MINING

I hereby certify that the foregoing is true and correct Name (Printed/ Typed) Ray Herrera	Title Drilling Foreman
Signature <i>Ray Herrera</i>	Date 10/25/2004

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 and fraudulent statements or representations as to any matter within its jurisdiction

(Instructions on reverse)

INLAND PRODUCTION COMPANY - CASING & CEMENT REPORT

5 1/2" CASING SET AT 5836.02

Fit cllr @ 5789'

LAST CASING 8 5/8" SET AT _____
 DATUM 12' KB
 DATUM TO CUT OFF CASING 12'
 DATUM TO BRADENHEAD FLANGE _____
 TD DRILLER 5930' LOGGER _____
 HOLE SIZE 7 7/8"

OPERATOR Newfield Production Company
 WELL Federal 3-12-9-17
 FIELD/PROSPECT Monument Butte
 CONTRACTOR & RIG # NDSI rig #2

LOG OF CASING STRING:

PIECES	OD	ITEM - MAKE - DESCRIPTION	WT / FT	GRD	THREAD	CONDT	LENGTH
		Landing Jt					14
		short jt @ 4000'					
137	5 1/2"	ETC LT & C casing	15.5#	J-55	8rd	A	5777.65
		Float collar					0.6
1	5 1/2"	ETC LT&C csg	15.5#	J-55	8rd	A	45.12
		GUIDE shoe			8rd	A	0.65
CASING INVENTORY BAL.		FEET	JTS	TOTAL LENGTH OF STRING			5838.02
TOTAL LENGTH OF STRING		5838.02	138	LESS CUT OFF PIECE			14
LESS NON CSG. ITEMS		15.25		PLUS DATUM TO T/CUT OFF CSG			12
PLUS FULL JTS. LEFT OUT			0	CASING SET DEPTH			5836.02
TOTAL		5822.77	138	} COMPARE			
TOTAL CSG. DEL. (W/O THRDS)		5822.77	138				
TIMING		1ST STAGE	2nd STAGE				
BEGIN RUN CSG.				GOOD CIRC THRU JOB <u>YES</u>			
CSG. IN HOLE				Bbls CMT CIRC TO SURFACE <u>4 bbls</u>			
BEGIN CIRC		12:30 AM	5:30 AM	RECIPROCATED PIPE FOR <u>THRUSTROKE</u>			
BEGIN PUMP CMT		6:01 AM		DID BACK PRES. VALVE HOLD ? <u>yes</u>			
BEGIN DSPL. CMT		6:48 AM		BUMPED PLUG TO <u>2048</u> PSI			
PLUG DOWN		7:13 AM	10/22/2004				
CEMENT USED		CEMENT COMPANY- B. J.					
STAGE	# SX	CEMENT TYPE & ADDITIVES					
1	285	Premlite II w/ 10% gel + 3% KCL, 3#/sk CSE + 2# sk/kolseal + 1/4#/sk Cello Flake mixed @ 11.0 ppg W / 3.43 cf/sk yield					
2	375	50/50 poz W/ 2% Gel + 3% KCL, .5%EC1, 1/4# sk C.F. 2% gel. 3% SM mixed @ 14.4 ppg W/ 1.24 YLD					
CENTRALIZER & SCRATCHER PLACEMENT		SHOW MAKE & SPACING					
Centralizers - Middle first, top second & third. Then every third collar for a total of 20.							

COMPANY REPRESENTATIVE Ray Herrera

DATE 10/22/2004

CO
3/5/05

FORM 3160-5
(September 2001)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

NOV 18 2004

FORM APPROVED
OMB No. 1004-0133
Expires January 31, 2004

COPY

011

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.

SUBJECT IN TRIBAL STATES - Other Instructions and forms apply

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
 Newfield Production Company

3a. Address Route 3 Box 3630
 Myton, UT 84052

3b. Phone No. (include are code)
 435.646.3721

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 413 FNL 1930 FWL
 NE/NW Section 12 T9S R17E

5. Lease Serial No.
 UTU75234

6. If Indian, Allottee or Tribe Name.

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

8. Well Name and No.
 FEDERAL 3-12-9-17

9. API Well No.
 4304735162

10. Field and Pool, or Exploratory Area
 Monument Butte

11. County or Parish, State
 Uintah, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, 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 Weekly Status Report
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug & Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injector	<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.)

Status report for time period 11/09/04 – 11/16/04
 Subject well had completion procedures initiated in the Green River formation on 11/09/04 without the use of a service rig over the well. A cement bond log was run and a total of three Green River intervals were perforated and hydraulically fracture treated w/ 20/40 mesh sand. Perf intervals were #1 (5524-5535'), (5472-5483') (All 4 JSPF); #2 (5142-5171'), (5081-5086') (ALL 4 JSPF); #3 (4697-4704')(4 JSPF). Composite flow-through frac plugs were used between stages. Fracs were flowed back through chokes. A service rig was moved on well on 11/12/04. Bridge plugs were drilled out. Well was cleaned out to PBTD @ 5789'. Zones were swab tested for sand cleanup. A BHA & production tbg string were run in and anchored in well. End of tubing string @ 5599.28'. A new 1 1/2" bore rod pump was run in well on sucker rods. Well was placed on production via rod pump on 11/16/04.

I hereby certify that the foregoing is true and correct Name (Printed/typed) Renee Palmer	Title Production Clerk
Signature 	Date 11/17/2004

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 45 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 and fraudulent statements or representations as to any matter within its jurisdiction
 (Instructions on reverse)

NEWFIELD



December 21, 2004

State of Utah, Division of Oil, Gas and Mining
Attn: Ms. Carol Daniels
P.O. Box 145801
Salt Lake City, Utah 84114-5801

Attn: Ms. Carol Daniels

- ✓ Greater Boundary Fed. 9-3-9-17 (43-013-32183)
- ✓ Federal 13-12-9-17 (43-047-35168)
- ✓ Federal 3-12-9-17 (43-047-35162)
- ✓ Blackjack Fed. 9-9-9-17 (43-013-32517)
- ✓ Ashley Fed. 11-14-9-15 (43-013-32467)

Dear Ms. Carol Daniels

Enclosed is a Well Completion or Recompletion Report and Log form (Form 3160-4). We are no longer sending Log copies since Pat Grissom of Phoenix Surveys is already doing so.

If you should have any questions, please contact me at (303) 382-4449.

Sincerely,

A handwritten signature in black ink that appears to read "Brian Harris".

Brian Harris
Engineering Tech

Enclosures

cc: Bureau of Land Management
Vernal District Office, Division of Minerals
Attn: Edwin I. Forsman
170 South 500 East
Vernal, Utah 84078

Well File – Denver
Well File – Roosevelt
Patsy Barreau/Denver
Bob Jewett/Denver
Renee Palmer/Roosevelt

RECEIVED

DEC 23 2004

DIV. OF OIL, GAS & MINING

012

**UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT**

5. LEASE DESIGNATION AND SERIAL NO.
UTU-75234

6. IF INDIAN, ALLOTTEE OR TRIBE NAME
NA

WELL COMPLETION OR RECOMPLETION REPORT AND LOG*

1a. TYPE OF WORK
OIL WELL GAS WELL DRY Other _____

1b. TYPE OF WELL
NEW WELL WORK OVER DEEPEN PLUG BACK DIFF RESVR. Other _____

7. UNIT AGREEMENT NAME
South Pleasant Valley Area

8. FARM OR LEASE NAME, WELL NO.
FEDERAL 3-12-9-17

2. NAME OF OPERATOR
Newfield Exploration Company

9. WELL NO.
43-047-35162

3. ADDRESS AND TELEPHONE NO.
1401 17th St. Suite 1000 Denver, CO 80202

10. FIELD AND POOL OR WILDCAT
Monument Butte

4. LOCATION OF WELL (Report locations clearly and in accordance with any State requirements.)*
At Surface **413' FNL & 1930' FWL (NE NW) Sec. 12, Twp 9S, Rng 17E**
At top prod. Interval reported below

11. SEC. T., R., M., OR BLOCK AND SURVEY OR AREA
Sec. 12, T9S, R17E

At total depth
14. API NO. **43-047-35162** DATE ISSUED **11/28/2003**

12. COUNTY OR PARISH **Uintah** 13. STATE **UT**

15. DATE SPUNDED **10/17/2004** 16. DATE T.D. REACHED **10/22/2004** 17. DATE COMPL. (Ready to prod.) **11/16/2004** 18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* **5044' GL 5056' KB** 19. ELEV. CASINGHEAD

20. TOTAL DEPTH, MD & TVD **5850'** 21. PLUG BACK T.D., MD & TVD **5789'** 22. IF MULTIPLE COMPL., HOW MANY* 23. INTERVALS DRILLED BY **----->** ROTARY TOOLS **X** CABLE TOOLS

24. PRODUCING INTERVAL(S), OF THIS COMPLETION--TOP, BOTTOM, NAME (MD AND TVD)*
Green River 4697'-5535' 25. WAS DIRECTIONAL SURVEY MADE **No**

26. TYPE ELECTRIC AND OTHER LOGS RUN
Dual Induction Guard, SP, Compensated Density, Compensated Neutron, GR, Caliper, Cement Bond Log 27. WAS WELL CORED **No**

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

CASING SIZE/GRADE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	TOP OF CEMENT, CEMENTING RECORD	AMOUNT PULLED
8-5/8" - J-55	24#	337'	12-1/4"	To surface with 150 sx Class "G" cmt	
5-1/2" - J-55	15.5#	5836'	7-7/8"	285 sx Premlite II and 375 sx 50/50 Poz	

29. LINER RECORD 30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
					2-7/8"	EOT @ 5599'	TA @ 5497'

31. PERFORATION RECORD (Interval, size and number) 32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

INTERVAL	SIZE	SPF/NUMBER	DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
(CP1,2) 5472-83', 5524-35'	.41"	4/88	5472'-5535'	Frac w/ 40,000# 20/40 sand in 409 bbls fluid.
(LODC,A3) 5081-86', 5142-71'	.41"	4/136	5081'-5171'	Frac w/ 109,409# 20/40 sand in 785 bbls fluid.
(D3) 4697'-4704'	.41"	4/28	4697'-4704'	Frac w/ 14,027# 20/40 sand in 223 bbls fluid.

33.* PRODUCTION

DATE FIRST PRODUCTION	PRODUCTION METHOD (Flowing, gas lift, pumping--size and type of pump)	WELL STATUS (Producing or shut-in)					
11/16/2004	2-1/2" x 1-1/2" x 15' RHAC Pump	PRODUCING					
DATE OF TEST	HOURS TESTED	CHOKE SIZE	PRODN. FOR TEST PERIOD	OIL--BBL	GAS--MCF	WATER--BBL	GAS-OIL RATIO
10 day ave			----->	58	99	13	1707
FLOW TUBING PRESS	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL--BBL	GAS--MCF	WATER--BBL	OIL GRAVITY--API GRAVITY	
		----->					

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) **Sold & Used for Fuel** TEST WITNESSED BY

35. LIST OF ATTACHMENTS

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records
SIGNED Brian Harris TITLE Engineering Technician DATE 12/21/2004
Brian Harris

BDH

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

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

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	GEOLOGIC MARKERS	
				NAME	TOP
				MEAS. DEPTH	TRUE VERT. DEPTH
			Well Name Federal 3-12-9-17	Garden Gulch Mkr	3639'
				Garden Gulch 1	3814'
				Garden Gulch 2	3929'
				Point 3 Mkr	4184'
				X Mkr	4420'
				Y-Mkr	4456'
				Douglas Creek Mkr	4588'
				BiCarbonate Mkr	4821'
				B Limestone Mkr	4942'
				Castle Peak	5413'
				Basal Carbonate	5822'
			Total Depth (LOGGERS)	5850'	

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

013

Change of Operator (Well Sold)

Designation of Agent/Operator

X Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective: 9/1/2004	
FROM: (Old Operator): N5160-Inland Production Company Route 3 Box 3630 Myton, UT 84052 Phone: 1-(435) 646-3721	TO: (New Operator): N2695-Newfield Production Company Route 3 Box 3630 Myton, UT 84052 Phone: 1-(435) 646-3721

CA No.

Unit:

WELL(S)

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS	
FEDERAL 10-1-9-17	01	090S	170E	4304735090	14421	Federal	OW	DRL	K
FEDERAL 9-1-9-17	01	090S	170E	4304735179	14075	Federal	OW	P	K
FEDERAL 11-1-9-17	01	090S	170E	4304735180	14105	Federal	OW	P	K
FEDERAL 1-11-9-17	11	090S	170E	4304735156	14321	Federal	OW	P	K
FEDERAL 7-11-9-17	11	090S	170E	4304735157	14249	Federal	OW	P	K
FEDERAL 9-11-9-17	11	090S	170E	4304735158	14250	Federal	OW	P	K
FEDERAL 11-11-9-17	11	090S	170E	4304735159	14287	Federal	OW	P	K
FEDERAL 15-11-9-17	11	090S	170E	4304735160	14302	Federal	OW	P	K
FEDERAL 3-12-9-17	12	090S	170E	4304735162	14343	Federal	OW	P	K
FEDERAL 1-12-9-17	12	090S	170E	4304735163	14361	Federal	OW	DRL	K
FEDERAL 5-12-9-17	12	090S	170E	4304735164	14344	Federal	OW	P	K
FEDERAL 7-12-9-17	12	090S	170E	4304735165	14347	Federal	OW	P	K
FEDERAL 9-12-9-17	12	090S	170E	4304735166	14391	Federal	OW	DRL	K
FEDERAL 11-12-9-17	12	090S	170E	4304735167	14345	Federal	OW	P	K
FEDERAL 13-12-9-17	12	090S	170E	4304735168	14305	Federal	OW	P	K
FEDERAL 15-12-9-17	12	090S	170E	4304735169	14346	Federal	OW	P	K
FEDERAL 2-25-9-17	25	090S	170E	4304734951		Federal	OW	APD	K
FEDERAL 3-14-9-18	14	090S	180E	4304734943		Federal	OW	APD	K
FEDERAL 4-14-9-18	14	090S	180E	4304734944		Federal	OW	APD	K
FEDERAL 2-23-9-18	23	090S	180E	4304734950		Federal	OW	APD	K

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: 9/15/2004
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 9/15/2004
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 2/23/2005
- Is the new operator registered in the State of Utah: YES Business Number: 755627-0143
- If **NO**, the operator was contacted on:

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

6b. Inspections of LA PA state/fee well sites complete on: waived

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

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: n/a

9. **Federal and Indian Communization Agreements ("CA"):**

The BLM or BIA has approved the operator for all wells listed within a CA on: na/

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: 2/23/2005

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 2/28/2005

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 2/28/2005

3. Bond information entered in RBDMS on: 2/28/2005

4. Fee/State wells attached to bond in RBDMS on: 2/28/2005

5. Injection Projects to new operator in RBDMS on: 2/28/2005

6. Receipt of Acceptance of Drilling Procedures for APD/New on: waived

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UT 0056

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: 61BSBDH2912

FEE & STATE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 61BSBDH2919

2. The **FORMER** operator has requested a release of liability from their bond on: n/a*

The Division sent response by letter on: n/a

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

*Bond rider changed operator name from Inland Production Company to Newfield Production Company - received 2/23/05



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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



IN REPLY REFER TO
3180
UT-922

June 30, 2005

Newfield Production Company
Attn: Kelly L. Donohoue
1401 Seventeenth Street, Suite 1000
Denver, Colorado 80202

Gentlemen:

The Sundance (Green River) Unit Agreement, Uintah County, Utah, was approved June 30, 2005. This agreement has been designated No. UTU82472X, and is effective July 1, 2005. The unit area embraces 11,143.86 acres, more or less.

Pursuant to regulations issued and effective June 17, 1988, all operations within the Sundance (Green River) Unit will be covered by your nationwide (Utah) oil and gas bond No. 0056.

The following leases embrace lands included within the unit area:

UTU0075174	UTU39713	UTU65970*	UTU79013*
UTU16539*	UTU39714	UTU74404	UTU79014*
UTU16540	UTU44429	UTU74835	UTU80915
UTU17424*	UTU64806*	UTU74872*	UTU82205
UTU18043	UTU65969	UTU75234	

* Indicates lease to be considered for segregation by the Bureau of Land Management pursuant to Section 18 (g) of the unit agreement and Public Law 86-705.

All lands and interests by State of Utah, Cause No. 228-08 are fully committed.

Approval of this agreement does not warrant or certify that the operator thereof and other holders of operating rights hold legal or equitable title to those rights in the subject leases which are committed hereto.

RECEIVED

JUL 0 / 2005

DIV. OF OIL, GAS & MINING

*Docket No
2005-009*

We are of the opinion that the agreement is necessary and advisable in the public interest and for the purpose of more properly conserving natural resources. Certification-Determination, signed by the School and Institutional Trust Land Administration for the State of Utah, is attached to the enclosed agreement. We request that you furnish the State of Utah and all other interested principals with appropriate evidence of this approval.

Sincerely,

/s/ Terry Catlin

Terry Catlin
Acting Chief, Branch of Fluid Minerals

Enclosure

bcc: Mary Higgins w/enclosure
MMS - Data Management Division (Attn: James Sykes)
Trust Lands Administration
Division of Oil, Gas and Mining
Field Manager - Vernal w/enclosure
File - Sundance (Green River) Unit w/enclosure
Agr. Sec. Chron
Fluid Chron
Central Files

UT922:TAThompson:tt:06/30/2005

Entity Form 6

"C" Change from one existing entity to another existing entity

API	Well	Sec	Twsp	Rng	Entity	Entity Eff Date
4304734465	SUNDANCE 15-32-8-18	32	080S	180E	13978 to 14844	9/20/2005
4304734466	SUNDANCE 16-32-8-18	32	080S	180E	14028 to 14844	9/20/2005
4304735090	FEDERAL 10-1-9-17	01	090S	170E	14421 to 14844	9/20/2005
4304735179	FEDERAL 9-1-9-17	01	090S	170E	14075 to 14844	9/20/2005
4304735180	FEDERAL 11-1-9-17	01	090S	170E	14105 to 14844	9/20/2005
4304735181	FEDERAL 13-1-9-17	01	090S	170E	14101 to 14844	9/20/2005
4304735182	FEDERAL 15-1-9-17	01	090S	170E	14094 to 14844	9/20/2005
4304735496	FEDERAL 16-1-9-17	01	090S	170E	14481 to 14844	9/20/2005
4304735156	FEDERAL 1-11-9-17	11	090S	170E	14321 to 14844	9/20/2005
4304735157	FEDERAL 7-11-9-17	11	090S	170E	14249 to 14844	9/20/2005
4304735158	FEDERAL 9-11-9-17	11	090S	170E	14250 to 14844	9/20/2005
4304735159	FEDERAL 11-11-9-17	11	090S	170E	14287 to 14844	9/20/2005
4304735160	FEDERAL 15-11-9-17	11	090S	170E	14302 to 14844	9/20/2005
4304735295	FEDERAL 3-11-9-17	11	090S	170E	14258 to 14844	9/20/2005
4304735497	FEDERAL 16-11-9-17	11	090S	170E	14568 to 14844	9/20/2005
4304735498	FEDERAL 14-11-9-17	11	090S	170E	14621 to 14844	9/20/2005
4304735500	FEDERAL 10-11-9-17	11	090S	170E	14587 to 14844	9/20/2005
4304735501	FEDERAL 8-11-9-17	11	090S	170E	14578 to 14844	9/20/2005
4304735502	FEDERAL 2-11-9-17	11	090S	170E	14588 to 14844	9/20/2005
4304735769	FEDERAL 6-11-9-17	11	090S	170E	14595 to 14844	9/20/2005
4304735162	FEDERAL 3-12-9-17	12	090S	170E	14343 to 14844	9/20/2005
4304735163	FEDERAL 1-12-9-17	12	090S	170E	14361 to 14844	9/20/2005
4304735164	FEDERAL 5-12-9-17	12	090S	170E	14344 to 14844	9/20/2005
4304735165	FEDERAL 7-12-9-17	12	090S	170E	14347 to 14844	9/20/2005
4304735166	FEDERAL 9-12-9-17	12	090S	170E	14391 to 14844	9/20/2005
4304735167	FEDERAL 11-12-9-17	12	090S	170E	14345 to 14844	9/20/2005
4304735168	FEDERAL 13-12-9-17	12	090S	170E	14305 to 14844	9/20/2005
4304735169	FEDERAL 15-12-9-17	12	090S	170E	14346 to 14844	9/20/2005
4304735516	FEDERAL 16-12-9-17	12	090S	170E	14569 to 14844	9/20/2005
4304735517	FEDERAL 14-12-9-17	12	090S	170E	14500 to 14844	9/20/2005
4304735518	FEDERAL 12-12-9-17	12	090S	170E	14497 to 14844	9/20/2005
4304735519	FEDERAL 10-12-9-17	12	090S	170E	14482 to 14844	9/20/2005
4304735520	FEDERAL 4-12-9-17	12	090S	170E	14553 to 14844	9/20/2005
4304735748	FEDERAL 8-12-9-17	12	090S	170E	14483 to 14844	9/20/2005
4304735749	FEDERAL 6-12-9-17	12	090S	170E	14498 to 14844	9/20/2005
4304735750	FEDERAL 2-12-9-17	12	090S	170E	14484 to 14844	9/20/2005



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

REGION 8
1595 WYNKOOP STREET
DENVER, CO 80202-1129
http://www.epa.gov/region8

OCT 1 2007

Ref: 8P-W-GW

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

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

David Gerbig
Newfield Production Company
1401 Seventeenth Street, Suite 1000
Denver, CO 80202

43-047-35162
95 17E 12

Re: Final Permit
EPA UIC Permit UT21108-07538
Federal 3-12-9-17
Uintah County, Utah

Dear Mr. Gerbig:

Enclosed is your copy of the FINAL Underground Injection Control (UIC) Permit for the proposed Federal 3-12-9-17 injection well. A Statement of Basis that discusses the conditions and requirements of this EPA UIC Permit, is also included.

The Public Comment period for this Permit ended on SEP 21 2007. No comments on the Draft Permit were received during the Public Notice period; therefore the Effective Date for this EPA UIC Permit is the date of issuance. All conditions set forth herein refer to Title 40 Parts 124, 144, 146, and 147 of the Code of Federal Regulations (CFR) and are regulations that are in effect as of the Effective Date of this Permit.

Please note that under the terms and conditions of this Final Permit you are authorized only to construct the proposed injection well. Prior to commencing injection, you first must fulfill all "Prior to Commencing Injection" requirements of the Final Permit, Part II Section C Subpart 1, and obtain written Authorization to Inject from the EPA. It is your responsibility to be familiar with and to comply with all provisions of your Final Permit.

This EPA UIC Permit is issued for the operating life of the well unless terminated (Part III, Section B). The EPA may review this Permit at least every five (5) years to determine whether any action is warranted pursuant to 40 CFR § 144.36(a).

RECEIVED

OCT 10 2007

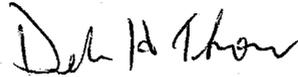
DIV. OF OIL, GAS & MINING



Printed on Recycled Paper

If you have any questions on the enclosed Final Permit or Statement of Basis, please call Emmett Schmitz of my staff at (303) 312-6174, or toll-free at (800) 227-8917, ext. 312-6174.

Sincerely,



hu Stephen S. Tuber
Assistant Regional Administrator
Office of Partnerships and Regulatory Assistance

enclosure: Final UIC Permit
Statement of Basis
Form 7520-7 Application to Transfer Permit
Form 7520-11 Monitoring Report
Form 7520-12 Well Rework Record
Form 75209 13 Plugging and Abandonment Record

cc: Letter only:
Uintah & Ouray Business Committee:
Ute Indian Tribe:

Curtis Cespooch
Chairman

Irene Cuch
Vice-Chairman

Frances Poowegup
Councilwoman

Ronald Groves
Councilman

Steven Cesspooch
Councilman

Phillip Chimburas
Councilman

Chester Mills
U.S. Bureau of Indian Affairs
Superintendent
Uintah & Ouray Indian Agency

cc: all enclosures:

Michael Guinn
District Manager
Newfield Production Company
Myton, Utah

Shaun Chapoose
Director
Land Use Dept.
Ute Indian Tribe

Lynn Becker
Director
Energy & Minerals Dept
Ute Indian Tribe

Gilbert Hunt
Associate Director
State of Utah - Natural Resources

Fluid Minerals Engineering Office
U.S. Bureau of Indian Affairs
Vernal, Utah





**UNDERGROUND INJECTION CONTROL PROGRAM
PERMIT**

PREPARED: September 2007

Permit No. UT21108-07538

Class II Enhanced Oil Recovery Injection Well

**Federal 3-12-9-17
Uintah County, UT**

Issued To

Newfield Production Company

1401 Seventeenth Street, Suite 1000

Denver, CO 80202

**RECEIVED
OCT 10 2007
DIV. OF OIL, GAS & MINING**

Part I. AUTHORIZATION TO CONSTRUCT AND OPERATE

Under the authority of the Safe Drinking Water Act and Underground Injection Control (UIC) Program regulations of the U. S. Environmental Protection Agency (EPA) codified at Title 40 of the Code of Federal Regulations (40 CFR) Parts 2, 124, 144, 146, and 147, and according to the terms of this Permit,

Newfield Production Company
1401 Seventeenth Street, Suite 1000
Denver, CO 80202

is authorized to construct and to operate the following Class II injection well or wells:

Federal 3-12-9-17
413' FNL & 1930' FWL, NENW S12, T9S, R17E
Uintah County, UT

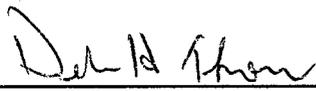
EPA regulates the injection of fluids into injection wells so that injection does not endanger underground sources of drinking water (USDWs). EPA UIC Permit conditions are based on authorities set forth at 40 CFR Parts 144 and 146, and address potential impacts to USDWs.

Under 40 CFR Part 144, Subpart D, certain conditions apply to all UIC Permits and may be incorporated either expressly or by reference. General permit conditions for which the content is mandatory and not subject to site-specific differences are not discussed in this document. Issuance of this Permit does not convey any property rights of any sort or any exclusive privilege, nor does it authorize injury to persons or property or invasion of other private rights, or any infringement of other Federal, State or local laws or regulations. (40 CFR §144.35) An EPA UIC Permit may be issued for the operating life of the injection well or project unless terminated for reasonable cause under 40 CFR §§144.39, 144.40 and 144.41, and may be reviewed at least once every five (5) years to determine if action is required under 40 CFR §144.36(a).

This Permit is issued for the life of the well(s) unless modified, revoked and reissued, or terminated under 40 CFR 144.39 or 144.40. This EPA Permit may be adopted, modified, revoked and reissued, or terminated if primary enforcement authority for a UIC Program is delegated to an Indian Tribe or State. Upon the effective date of delegation, reports, notifications, questions and other correspondence should be directed to the Indian Tribe or State Director.

Issue Date: OCT 1 2007

Effective Date OCT 1 2007



Stephen S. Tuber

Assistant Regional Administrator*
Office of Partnerships and Regulatory Assistance

*NOTE: The person holding this title is referred to as the "Director" throughout this Permit.

PART II. SPECIFIC PERMIT CONDITIONS

Section A. WELL CONSTRUCTION REQUIREMENTS

These requirements represent the approved minimum construction standards for well casing and cement, injection tubing, and packer.

Details of the approved well construction plan are incorporated into this Permit as APPENDIX A. Changes to the approved plan that may occur during construction must be approved by the Director prior to being physically incorporated.

1. Casing and Cement.

The well or wells shall be cased and cemented to prevent the movement of fluids into or between underground sources of drinking water. The well casing and cement shall be designed for the life expectancy of the well and of the grade and size shown in APPENDIX A. Remedial cementing may be required if shown to be inadequate by cement bond log or other attempted demonstration of Part II (External) mechanical integrity.

2. Injection Tubing and Packer.

Injection tubing is required, and shall be run and set with a packer at or below the depth indicated in APPENDIX A. The packer setting depth may be changed provided it remains below the depth indicated in APPENDIX A and the Permittee provides notice and obtains the Director's approval for the change.

3. Sampling and Monitoring Devices.

The Permittee shall install and maintain in good operating condition:

- (a) a "tap" at a conveniently accessible location on the injection flow line between the pump house or storage tanks and the injection well, isolated by shut-off valves, for collection of representative samples of the injected fluid; and
- (b) one-half (1/2) inch female iron pipe fitting, isolated by shut-off valves and located at the wellhead at a conveniently accessible location, for the attachment of a pressure gauge capable of monitoring pressures ranging from normal operating pressures up to the Maximum Allowable Injection Pressure specified in APPENDIX C:
 - (i) on the injection tubing; and
 - (ii) on the tubing-casing annulus (TCA); and
- (c) a pressure actuated shut-off device attached to the injection flow line set to shut-off the injection pump when or before the Maximum Allowable Injection Pressure (MAIP) specified in APPENDIX C is reached at the wellhead; and
- (d) a non-resettable cumulative volume recorder attached to the injection line.

4. Well Logging and Testing

Well logging and testing requirements are found in APPENDIX B. The Permittee shall ensure the log and test requirements are performed within the time frames specified in APPENDIX B. Well logs and tests shall be performed according to current EPA-approved procedures. Well log and test results shall be submitted to the Director within sixty (60) days of completion of the logging or testing activity, and shall include a report describing the methods used during logging or testing and an interpretation of the test or log results.

5. Postponement of Construction or Conversion

The Permittee shall complete well construction within one year of the Effective Date of the Permit, or in the case of an Area Permit within one year of Authorization of the additional well. Authorization to construct and operate shall expire if the well has not been constructed within one year of the Effective Date of the Permit or Authorization and the Permit may be terminated under 40 CFR 144.40, unless the Permittee has notified the Director and requested an extension prior to expiration. Notification shall be in writing, and shall state the reasons for the delay and provide an estimated completion date. Once Authorization has expired under this part, the complete permit process including opportunity for public comment may be required before Authorization to construct and operate may be reissued.

6. Workovers and Alterations

Workovers and alterations shall meet all conditions of the Permit. Prior to beginning any addition or physical alteration to an injection well that may significantly affect the tubing, packer or casing, the Permittee shall give advance notice to the Director and obtain the Director's approval. The Permittee shall record all changes to well construction on a Well Rework Record (EPA Form 7520-12), and shall provide this and any other record of well workover, logging, or test data to EPA within sixty (60) days of completion of the activity.

A successful demonstration of Part I MI is required following the completion of any well workover or alteration which affects the casing, tubing, or packer. Injection operations shall not be resumed until the well has successfully demonstrated mechanical integrity and the Director has provided written approval to resume injection.

Section B. MECHANICAL INTEGRITY

The Permittee is required to ensure each injection well maintains mechanical integrity at all times. The Director, by written notice, may require the Permittee to comply with a schedule describing when mechanical integrity demonstrations shall be made.

An injection well has mechanical integrity if:

- (a) There is no significant leak in the casing, tubing, or packer (Part I); and
- (b) There is no significant fluid movement into an underground source of drinking water through vertical channels adjacent to the injection well bore (Part II).

1. Demonstration of Mechanical Integrity (MI).

The operator shall demonstrate MI prior to commencing injection and periodically thereafter. Well-specific conditions dictate the methods and the frequency for demonstrating MI and are discussed in the Statement of Basis. The logs and tests are designed to demonstrate both internal (Part I) and external (Part II) MI as described above. The conditions present at this well site warrant the methods and frequency required in Appendix B of this Permit.

In addition to these regularly scheduled demonstrations of MI, the operator shall demonstrate internal (Part I) MI after any workover which affects the tubing, packer or casing.

The Director may require additional or alternative tests if the results presented by the operator are not satisfactory to the Director to demonstrate there is no movement of fluid into or between USDWs resulting from injection activity. Results of MI tests shall be submitted to the Director as soon as possible but no later than sixty (60) days after the test is complete.

2. Mechanical Integrity Test Methods and Criteria

EPA-approved methods shall be used to demonstrate mechanical integrity. Ground Water Section Guidance No. 34 "Cement Bond Logging Techniques and Interpretation", Ground Water Section Guidance No. 37, "Demonstrating Part II (External) Mechanical Integrity for a Class II injection well permit", and Ground Water Section Guidance No. 39, "Pressure Testing Injection Wells for Part I (Internal) Mechanical Integrity" are available from EPA and will be provided upon request.

The Director may stipulate specific test methods and criteria best suited for a specific well construction and injection operation.

3. Notification Prior to Testing.

The Permittee shall notify the Director at least 30 days prior to any scheduled mechanical integrity test. The Director may allow a shorter notification period if it would be sufficient to enable EPA to witness the mechanical integrity test. Notification may be in the form of a yearly or quarterly schedule of planned mechanical integrity tests, or it may be on an individual basis.

4. Loss of Mechanical Integrity.

If the well fails to demonstrate mechanical integrity during a test, or a loss of mechanical integrity becomes evident during operation (such as presence of pressure in the TCA, water flowing at the surface, etc.), the Permittee shall notify the Director within 24 hours (see Part III Section E Paragraph 11(e) of this Permit) and the well shall be shut-in within 48 hours unless the Director requires immediate shut-in.

Within five days, the Permittee shall submit a follow-up written report that documents test results, repairs undertaken or a proposed remedial action plan.

Injection operations shall not be resumed until after the well has successfully been repaired and demonstrated mechanical integrity, and the Director has provided approval to resume injection.

Section C. WELL OPERATION

INJECTION BETWEEN THE OUTERMOST CASING PROTECTING UNDERGROUND SOURCES OF DRINKING WATER AND THE WELL BORE IS PROHIBITED.

Injection is approved under the following conditions:

1. Requirements Prior to Commencing Injection.

Well injection, including for new wells authorized by an Area Permit under 40 CFR 144.33 (c), may commence only after all well construction and pre-injection requirements herein have been met and approved. The Permittee may not commence injection until construction is complete, and

- (a) The Permittee has submitted to the Director a notice of completion of construction and a completed EPA Form 7520-10 or 7520-12; all applicable logging and testing requirements of this Permit (see APPENDIX B) have been fulfilled and the records submitted to the Director; mechanical integrity pursuant to 40 CFR 146.8 and Part II Section B of this Permit has been demonstrated; and
 - (i) The Director has inspected or otherwise reviewed the new injection well and finds it is in compliance with the conditions of the Permit; or
 - (ii) The Permittee has not received notice from the Director of his or her intent to inspect or otherwise review the new injection well within 13 days of the date of the notice in Paragraph 1a, in which case prior inspection or review is waived and the Permittee may commence injection.

2. Injection Interval.

Injection is permitted only within the approved injection interval, listed in APPENDIX C. Additional individual injection perforations may be added provided that they remain within the approved injection interval and the Permittee provides notice to the Director in accordance with Part II, Section A, Paragraph 6.

3. Injection Pressure Limitation

- (a) The permitted Maximum Allowable Injection Pressure (MAIP), measured at the wellhead, is found in APPENDIX C. Injection pressure shall not exceed the amount the Director determines is appropriate to ensure that injection does not initiate new fractures or propagate existing fractures in the confining zone adjacent to USDWs. In no case shall injection pressure cause the movement of injection or formation fluids into a USDW.
- (b) The Permittee may request a change of the MAIP, or the MAIP may be increased or decreased by the Director in order to ensure that the requirements in Paragraph (a) above are fulfilled. The Permittee may be required to conduct a step rate injection test or other suitable test to provide information for determining the fracture pressure of the injection zone. Change of the permitted MAIP by the Director shall be by modification of this Permit and APPENDIX C.

4. Injection Volume Limitation.

Injection volume is limited to the total volume specified in APPENDIX C.

5. Injection Fluid Limitation.

Injected fluids are limited to those identified in 40 CFR 144.6(b)(2) as fluids used for enhanced recovery of oil or natural gas, including those which are brought to the surface in connection with conventional oil or natural gas production that may be commingled with waste waters from gas plants which are an integral part of production operations unless those waters are classified as a hazardous waste at the time of injection, pursuant to 40 CFR 144.6(b). Non-exempt wastes, including unused fracturing fluids or acids, gas plant cooling tower cleaning wastes, service wastes and vacuum truck wastes, are NOT approved for injection. This well is NOT approved for commercial brine injection, industrial waste fluid disposal or injection of hazardous waste as defined by CFR 40 Part 261. The Permittee shall provide a listing of the sources of injected fluids in accordance with the reporting requirements in Part II Section D Paragraph 4 and APPENDIX D of this Permit.

6. Tubing-Casing Annulus (TCA)

The tubing-casing annulus (TCA) shall be filled with water treated with a corrosion inhibitor, or other fluid approved by the Director. The TCA valve shall remain closed during normal operating conditions and the TCA pressure shall be maintained at zero (0) psi.

If TCA pressure cannot be maintained at zero (0) psi, the Permittee shall follow the procedures in Ground Water Section Guidance No. 35 "Procedures to follow when excessive annular pressure is observed on a well."

Section D. MONITORING, RECORDKEEPING, AND REPORTING OF RESULTS

1. Monitoring Parameters, Frequency, Records and Reports.

Monitoring parameters are specified in APPENDIX D. Pressure monitoring recordings shall be taken at the wellhead. The listed parameters are to be monitored, recorded and reported at the frequency indicated in APPENDIX D even during periods when the well is not operating.

Monitoring records must include:

- (a) the date, time, exact place and the results of the observation, sampling, measurement, or analysis, and;
- (b) the name of the individual(s) who performed the observation, sampling, measurement, or analysis, and;
- (c) the analytical techniques or methods used for analysis.

2. Monitoring Methods.

- (a) Monitoring observations, measurements, samples, etc. taken for the purpose of complying with these requirements shall be representative of the activity or condition being monitored.

- (b) Methods used to monitor the nature of the injected fluids must comply with analytical methods cited and described in Table 1 of 40 CFR 136.3 or Appendix III of 40 CFR 261, or by other methods that have been approved in writing by the Director.
- (c) Injection pressure, annulus pressure, injection rate, and cumulative injected volumes shall be observed and recorded at the wellhead under normal operating conditions, and all parameters shall be observed simultaneously to provide a clear depiction of well operation.
- (d) Pressures are to be measured in pounds per square inch (psi).
- (e) Fluid volumes are to be measured in standard oil field barrels (bbl).
- (f) Fluid rates are to be measured in barrels per day (bbl/day).

3. Records Retention.

- (a) Records of calibration and maintenance, and all original strip chart recordings for continuous monitoring instrumentation, copies of all reports required by this permit, and records of all data used to complete the application for this permit shall be retained for a period of AT LEAST THREE (3) YEARS from the date of the sample, measurement, report, or application. This period may be extended anytime prior to its expiration by request of the Director.
- (b) Records of the nature and composition of all injected fluids must be retained until three (3) years after the completion of any plugging and abandonment (P&A) procedures specified under 40 CFR 144.52(a)(6) or under Part 146 Subpart G, as appropriate. The Director may require the Permittee to deliver the records to the Director at the conclusion of the retention period. The Permittee shall continue to retain the records after the three (3) year retention period unless the Permittee delivers the records to the Director or obtains written approval from the Director to discard the records.
- (c) The Permittee shall retain records at the location designated in APPENDIX D.

4. Annual Reports.

Whether the well is operating or not, the Permittee shall submit an Annual Report to the Director that summarizes the results of the monitoring required by Part II Section D and APPENDIX D.

The first Annual Report shall cover the period from the effective date of the Permit through December 31 of that year. Subsequent Annual Reports shall cover the period from January 1 through December 31 of the reporting year. Annual Reports shall be submitted by February 15 of the year following data collection. EPA Form 7520-11 may be copied and shall be used to submit the Annual Report, however, the monitoring requirements specified in this Permit are mandatory even if EPA Form 7520-11 indicates otherwise.

Section E. PLUGGING AND ABANDONMENT

1. Notification of Well Abandonment, Conversion or Closure.

The Permittee shall notify the Director in writing at least forty-five (45) days prior to: 1) plugging and abandoning an injection well, 2) converting to a non-injection well, and 3) in the case of an Area Permit, before closure of the project.

2. Well Plugging Requirements

Prior to abandonment, the injection well shall be plugged with cement in a manner which isolates the injection zone and prevents the movement of fluids into or between underground sources of drinking water, and in accordance with 40 CFR 146.10 and other applicable Federal, State or local law or regulations. Tubing, packer and other downhole apparatus shall be removed. Cement with additives such as accelerators and retarders that control or enhance cement properties may be used for plugs; however, volume-extending additives and gel cements are not approved for plug use. Plug placement shall be verified by tagging. Plugging gel of at least 9.6 lb/gal shall be placed between all plugs. A minimum 50 ft surface plug shall be set inside and outside of the surface casing to seal pathways for fluid migration into the subsurface. The Plugging Record must be certified as accurate and complete by the person responsible for the plugging operation. Prior to placement of the cement plug(s) the well shall be in a state of static equilibrium with the mud weight equalized top to bottom, either by circulating the mud in the well at least once or by a comparable method prescribed by the Director.

3. Approved Plugging and Abandonment Plan.

The approved plugging and abandonment plan is incorporated into this Permit as APPENDIX E. Changes to the approved plugging and abandonment plan must be approved by the Director prior to beginning plugging operations. The Director also may require revision of the approved plugging and abandonment plan at any time prior to plugging the well.

4. Forty Five (45) Day Notice of Plugging and Abandonment.

The Permittee shall notify the Director at least forty-five (45) days prior to plugging and abandoning a well and provide notice of any anticipated change to the approved plugging and abandonment plan.

5. Plugging and Abandonment Report.

Within sixty (60) days after plugging a well, the Permittee shall submit a report (EPA Form 7520-13) to the Director. The plugging report shall be certified as accurate by the person who performed the plugging operation. Such report shall consist of either:

- (a) A statement that the well was plugged in accordance with the approved plugging and abandonment plan; or
- (b) Where actual plugging differed from the approved plugging and abandonment plan, an updated version of the plan, on the form supplied by the Director, specifying the differences.

6. Inactive Wells.

After any period of two years during which there is no injection the Permittee shall plug and abandon the well in accordance with Part II Section E Paragraph 2 of this Permit unless the Permittee:

- (a) Provides written notice to the Director;
- (b) Describes the actions or procedures the Permittee will take to ensure that the well will not endanger USDWs during the period of inactivity. These actions and procedures shall include compliance with mechanical integrity demonstration, Financial Responsibility and all other permit requirements designed to protect USDWs; and
- (c) Receives written notice by the Director temporarily waiving plugging and abandonment requirements.

PART III. CONDITIONS APPLICABLE TO ALL PERMITS

Section A. EFFECT OF PERMIT

The Permittee is allowed to engage in underground injection in accordance with the conditions of this Permit. The Permittee shall not construct, operate, maintain, convert, plug, abandon, or conduct any other activity in a manner that allows the movement of fluid containing any contaminant into underground sources of drinking water, if the presence of that contaminant may cause a violation of any primary drinking water regulation under 40 CFR 142 or may otherwise adversely affect the health of persons. Any underground injection activity not authorized by this Permit or by rule is prohibited. Issuance of this Permit does not convey property rights of any sort or any exclusive privilege; nor does it authorize any injury to persons or property, any invasion of other private rights, or any infringement of any other Federal, State or local law or regulations. Compliance with the terms of this Permit does not constitute a defense to any enforcement action brought under the provisions of Section 1431 of the Safe Drinking Water Act (SDWA) or any other law governing protection of public health or the environment, for any imminent and substantial endangerment to human health or the environment, nor does it serve as a shield to the Permittee's independent obligation to comply with all UIC regulations. Nothing in this Permit relieves the Permittee of any duties under applicable regulations.

Section B. CHANGES TO PERMIT CONDITIONS

1. Modification, Reissuance, or Termination.

The Director may, for cause or upon a request from the Permittee, modify, revoke and reissue, or terminate this Permit in accordance with 40 CFR 124.5, 144.12, 144.39, and 144.40. Also, this Permit is subject to minor modification for causes as specified in 40 CFR 144.41. The filing of a request for modification, revocation and reissuance, termination, or the notification of planned changes or anticipated noncompliance on the part of the Permittee does not stay the applicability or enforceability of any condition of this Permit.

2. Conversions.

The Director may, for cause or upon a written request from the Permittee, allow conversion of the well from a Class II injection well to a non-Class II well. Conversion may not proceed until the Permittee receives written approval from the Director. Conditions of such conversion may include but are not limited to, approval of the proposed well rework, follow up demonstration of mechanical integrity, well-specific monitoring and reporting following the conversion, and demonstration of practical use of the converted configuration.

3. Transfer of Permit.

Under 40 CFR 144.38, this Permit is transferable provided the current Permittee notifies the Director at least thirty (30) days in advance of the proposed transfer date (EPA Form 7520-7) and provides a written agreement between the existing and new Permittees containing a specific date for transfer of Permit responsibility, coverage and liability between them. The notice shall adequately demonstrate that the financial responsibility requirements of 40 CFR 144.52(a)(7) will be met by the new Permittee. The Director may require modification or revocation and reissuance of the Permit to change the name of the Permittee and incorporate such other requirements as may be necessary under the Safe Drinking Water Act; in some cases, modification or revocation and reissuance is mandatory.

4. Permittee Change of Address.

Upon the Permittee's change of address, or whenever the operator changes the address where monitoring records are kept, the Permittee must provide written notice to the Director within 30 days.

5. Construction Changes, Workovers, Logging and Testing Data

The Permittee shall give advance notice to the Director, and shall obtain the Director's written approval prior to any physical alterations or additions to the permitted facility. Alterations or workovers shall meet all conditions as set forth in this permit. The Permittee shall record any changes to the well construction on a Well Rework Record (EPA Form 7520-12), and shall provide this and any other record of well workovers, logging, or test data to EPA within sixty (60) days of completion of the activity.

Following the completion of any well workovers or alterations which affect the casing, tubing, or packer, a successful demonstration of mechanical integrity (Part III, Section F of this Permit) shall be made, and written authorization from the Director received, prior to resuming injection activities.

Section C. SEVERABILITY

The Provisions of this Permit are severable, and if any provision of this Permit or the application of any provision of this Permit to any circumstance, is held invalid, the application of such provision to other circumstances, and the remainder of this Permit shall not be affected thereby.

Section D. CONFIDENTIALITY

In accordance with 40 CFR Part 2 and 40 CFR 144.5, information submitted to EPA pursuant to this Permit may be claimed as confidential by the submitter. Any such claim must be asserted at the time of submission by stamping the words "confidential business information" on each page containing such information. If no claim is made at the time of submission, EPA may make the information available to the public without further notice. If a claim is asserted, the validity of the claim will be assessed in accordance with the procedures in 40 CFR Part 2 (Public Information). Claims of confidentiality for the following information will be denied:

- The name and address of the Permittee, and
- information which deals with the existence, absence or level of contaminants in drinking water.

Section E. GENERAL PERMIT REQUIREMENTS

1. Duty to Comply.

The Permittee must comply with all conditions of this Permit. Any noncompliance constitutes a violation of the Safe Drinking Water Act (SDWA) and is grounds for enforcement action; for Permit termination, revocation and reissuance, or modification; or for denial of a permit renewal application; except that the Permittee need not comply with the provisions of this Permit to the extent and for the duration such noncompliance is authorized in an emergency permit under 40 CFR 144.34. All violations of the SDWA may subject the Permittee to penalties and/or criminal prosecution as specified in Section 1423 of the SDWA.

2. Duty to Reapply.

If the Permittee wishes to continue an activity regulated by this Permit after the expiration date of this Permit, under 40 CFR 144.37 the Permittee must apply for a new permit prior to the expiration date.

3. Need to Halt or Reduce Activity Not a Defense.

It shall not be a defense for a Permittee in an enforcement action that it would have been necessary to halt or reduce the permitted activity in order to maintain compliance with the conditions of this Permit.

4. Duty to Mitigate.

The Permittee shall take all reasonable steps to minimize or correct any adverse impact on the environment resulting from noncompliance with this Permit.

5. Proper Operation and Maintenance.

The Permittee shall at all times properly operate and maintain all facilities and systems of treatment and control (and related appurtenances) which are installed or used by the Permittee to achieve compliance with the conditions of this Permit. Proper operation and maintenance includes effective performance, adequate funding, adequate operator staffing and training, and adequate laboratory and process controls, including appropriate quality assurance procedures. This provision requires the operation of back-up or auxiliary facilities or similar systems only when necessary to achieve compliance with the conditions of this Permit.

6. Permit Actions.

This Permit may be modified, revoked and reissued or terminated for cause. The filing of a request by the Permittee for a permit modification, revocation and reissuance, or termination, or a notification of planned changes or anticipated noncompliance, does not stay any permit condition.

7. Property Rights.

This Permit does not convey any property rights of any sort, or any exclusive privilege.

8. Duty to Provide Information.

The Permittee shall furnish to the Director, within a time specified, any information which the Director may request to determine whether cause exists for modifying, revoking and reissuing, or terminating this permit, or to determine compliance with this permit. The Permittee shall also furnish to the Director, upon request, copies of records required to be kept by this Permit. The Permittee is required to submit any information required by this Permit or by the Director to the mailing address designated in writing by the Director.

9. Inspection and Entry.

The Permittee shall allow the Director, or an authorized representative, upon the presentation of credentials and other documents as may be required by law, to:

- (a) Enter upon the Permittee's premises where a regulated facility or activity is located or conducted, or where records must be kept under the conditions of this Permit;

- (b) Have access to and copy, at reasonable times, any records that must be kept under the conditions of this Permit;
- (c) Inspect at reasonable times any facilities, equipment (including monitoring and control equipment), practices, or operations regulated or required under this Permit; and,
- (d) Sample or monitor at reasonable times, for the purpose of assuring permit compliance or as otherwise authorized by the SDWA, any substances or parameters at any location.

10. Signatory Requirements.

All applications, reports or other information submitted to the Director shall be signed and certified according to 40 CFR 144.32. This section explains the requirements for persons duly authorized to sign documents, and provides wording for required certification.

11. Reporting Requirements.

- (a) Planned changes. The Permittee shall give notice to the Director as soon as possible of any planned changes, physical alterations or additions to the permitted facility, and prior to commencing such changes.
- (b) Anticipated noncompliance. The Permittee shall give advance notice to the Director of any planned changes in the permitted facility or activity which may result in noncompliance with permit requirements.
- (c) Monitoring Reports. Monitoring results shall be reported at the intervals specified in this Permit.
- (d) Compliance schedules. Reports of compliance or noncompliance with, or any progress reports on, interim and final requirements contained in any compliance schedule of this Permit shall be submitted no later than 30 days following each schedule date.
- (e) Twenty-four hour reporting. The Permittee shall report to the Director any noncompliance which may endanger human health or the environment, including:
 - (i) Any monitoring or other information which indicates that any contaminant may cause endangerment to a USDW; or
 - (ii) Any noncompliance with a permit condition or malfunction of the injection system which may cause fluid migration into or between USDWs.

Information shall be provided, either directly or by leaving a message, within twenty-four (24) hours from the time the permittee becomes aware of the circumstances by telephoning (800) 227-8917 and requesting EPA Region VIII UIC Program Compliance and Technical Enforcement Director, or by contacting the EPA Region VIII Emergency Operations Center at (303) 293-1788.

In addition, a follow up written report shall be provided to the Director within five (5) days of the time the Permittee becomes aware of the circumstances. The written submission shall contain a description of the noncompliance and its cause, the period of noncompliance including exact dates and times, and if the noncompliance has not been corrected the anticipated time it is expected to continue; and the steps taken or planned to reduce, eliminate, and prevent recurrence of the noncompliance.

- (f) Oil Spill and Chemical Release Reporting: The Permittee shall comply with all reporting requirements related to the occurrence of oil spills and chemical releases by contacting the National Response Center (NRC) at (800) 424-8802, (202) 267-2675, or through the NRC website <http://www.nrc.uscg.mil/index.htm>.
- (g) Other Noncompliance. The Permittee shall report all instances of noncompliance not reported under paragraphs Part III, Section E Paragraph 11(b) or Section E, Paragraph 11(e) at the time the monitoring reports are submitted. The reports shall contain the information listed in Paragraph 11(e) of this Section.
- (h) Other information. Where the Permittee becomes aware that it failed to submit any relevant facts in the permit application, or submitted incorrect information in a permit application or in any report to the Director, the Permittee shall promptly submit such facts or information to the Director.

Section F. FINANCIAL RESPONSIBILITY

1. Method of Providing Financial Responsibility.

The Permittee shall maintain continuous compliance with the requirement to maintain financial responsibility and resources to close, plug, and abandon the underground injection well(s). No substitution of a demonstration of financial responsibility shall become effective until the Permittee receives written notification from the Director that the alternative demonstration of financial responsibility is acceptable. The Director may, on a periodic basis, require the holder of a permit to revise the estimate of the resources needed to plug and abandon the well to reflect changes in such costs and may require the Permittee to provide a revised demonstration of financial responsibility.

2. Insolvency.

In the event of:

- (a) the bankruptcy of the trustee or issuing institution of the financial mechanism; or
- (b) suspension or revocation of the authority of the trustee institution to act as trustee; or

- (c) the institution issuing the financial mechanism losing its authority to issue such an instrument

the Permittee must notify the Director in writing, within ten (10) business days, and the Permittee must establish other financial assurance or liability coverage acceptable to the Director within sixty (60) days after any event specified in (a), (b), or (c) above.

The Permittee must also notify the Director by certified mail of the commencement of voluntary or involuntary proceedings under Title 11 (Bankruptcy), U.S. Code naming the owner or operator as debtor, within ten (10) business days after the commencement of the proceeding. A guarantor, if named as debtor of a corporate guarantee, must make such a notification as required under the terms of the guarantee.

APPENDIX A

WELL CONSTRUCTION REQUIREMENTS

See diagram.

The Federal No. 3-12-9-17 was drilled to a total depth of 5850 (KB) feet in the Basal Carbonate Member of the Green River Formation.

Surface casing (8-5/8 inch) was set at a depth of 337 feet in a 12-1/4 inch hole using 150 sacks of Class "G" cement which was circulated to the surface.

Production casing (5-1/2 inch) was set at a depth of 5836 feet (KB) in a 7-7/8 inch hole with 285 sacks of Premium Lite II and 375 sacks of 50/50 poz mix.

The CBL identifies top of cement at 190 feet. The EPA calculates the top of cement as 1573 feet from the surface.

The schematic diagram shows enhanced recovery injection perforations in the Douglas Creek Member of the Green River Formation. Additional perforations may be added at a later time between the depths of 3640 feet and the top of the Wasatch Formation (Estimated to be 5947 feet) provided the operator first notifies the Director and later submits an updated well completion report (EPA Form 7520-12) and schematic diagram.

The packer will be required to be set no higher than 100 feet above the top perforation.

FEDERAL #3-12-9-17

Spud Date: 10/04/04
 Put on Production: 11/16/04
 GL: 5044' KB: 5056'

Initial Production: BOPD,
 MCFD, BWPD

Proposed Injection Wellbore Diagram

FRAC JOB

SURFACE CASING

Casing Size: 8 5/8"
 Grade: J-55 *B286 USDW6*
 Weight: 24#
 Length: 7 jts. (327.21')
 Depth Landed: 33' 21" KB
 Hole Size: 12 1/4"
 Cement Data: 150sxs Class "G" mixed cement, est 5 bbls cement to surf.

Cement Top @ 190'

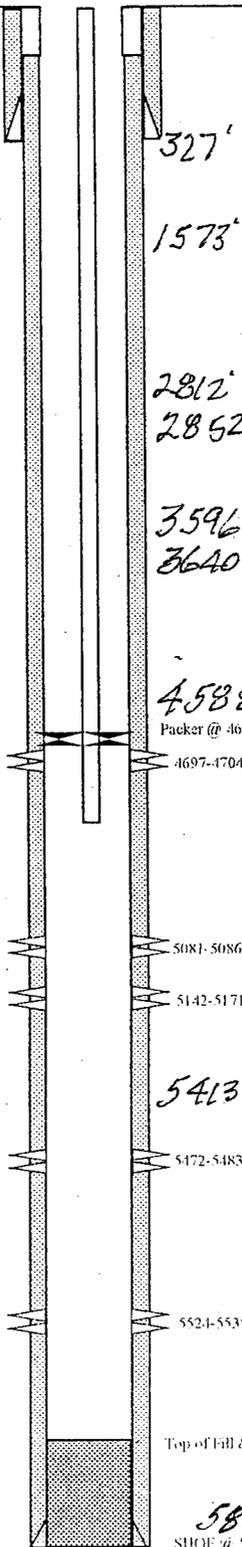
Green River 2190'

PRODUCTION CASING

Casing Size: 5 1/2"
 Grade: J-55
 Weight: 15.5#
 Length: 138 jts. (5838.02')
 Depth Landed: 5836.02' KB
 Hole Size: 7 7/8"
 Cement Data: 285 sxs Prem. Lite II mixed & 375 sxs 50/50 POZ mix.
 Cement Top At: 190' *80% Bond 3706'-3840'*

TUBING

Size/Grade/Wt.: 2 7/8" / J-55 / 6.5#
 No. of Joints: 177 jts (5485.35')
 Tubing Anchor: 5497.35' KB
 No. of Joints: 1 jts (32.55')
 Seating Nipple: 2 7/8" (1.10')
 SN Landed At: 5532.70' KB
 No. of Joints: 2 jts (65.03')
 Total String Length: EOT @ 5599.28' w/ 12' KB



11/10/04 5472-5535'

Frac CP1 & 2 sands as follows:
 40,000#s 20/40 sand in 409 bbls Lightning
 Frac 17 fluid. Treated @ avg press of 1420 psi
 w/avg rate of 25 BPM. ISIP 1485. Calc
 flush 5170 gal. Actual flush: 5160 gal.

11/11/04 5081-5171'

Frac LODC & A3 sands as follows:
 109,409#s 20/40 sand in 785 bbls Lightning
 Frac 17 fluid. Treated @ avg press of 1700 psi
 w/avg rate of 24.9 BPM. ISIP 1975 psi. Calc
 flush: 5079 gal. Actual flush: 5078 gal.

11/11/04 4697-4704'

Frac D3 sands as follows:
 14,027#s 20/40 sand in 223 bbls lightning Frac
 17 fluid. Treated @ avg press of 2315 psi
 w/avg rate of 2.18 BPM. ISIP 2700 psi. Calc
 flush: 4695 gal. Actual flush: 4612 gal.

327'

1573' TOE/BPA

2812' Trona

2862-2868' Mahogany Bench

3596'-3640' Confining Zone
 3640' Garden Gully Mem.

4588' Douglas Creek Mem.

Packer @ 4662'

4697-4704'

5081-5086'

5142-5171'

5413'-5429' Castle Peak Member

5472-5483'

5524-5535'

Top of Fill & PPTD @ 5789'

5822' Basal Carbonate Mem.

SHOE @ 5836'

TD @ 5850'

Est. 5948 / Macken

PERFORATION RECORD

Date	Depth Range	Tool	Holes
11/09/04	5524-5535'	4JSPF	44 holes
11/09/04	5472-5483'	1JSPF	44 holes
11/10/04	5142-5171'	1JSPF	116 holes
11/10/04	5081-5086'	1JSPF	20 holes
11/11/04	4697-4704'	4JSPF	28 holes

NEWFIELD

Federal 3-12-9-17

413' FNL & 1930' FWL

NE NW Section 12-T9S-R17E

Utah Co. Utah

API: 43-047-35162; Lease #1711-75234

M/015/04

APPENDIX B

LOGGING AND TESTING REQUIREMENTS

Logs.

Logs will be conducted according to current UIC guidance. It is the responsibility of the Permittee to obtain and use guidance prior to conducting any well logging required as a condition of this permit.

NO LOGGING REQUIREMENTS

Tests.

Tests will be conducted according to current UIC guidance. It is the responsibility of the Permittee to obtain and use guidance prior to conducting any well test required as a condition of this permit.

WELL NAME: Federal 3-12-9-17	
TYPE OF TEST	DATE DUE
Radioactive Tracer Survey (2)	Within 180 days after commencement of injection and at least once every five years after the last successful test.
Standard Annulus Pressure	Prior to receiving authorization to inject and at least once every five (5) years after the last successful test.
Pore Pressure	Prior to receiving authorization to inject.

APPENDIX C

OPERATING REQUIREMENTS

MAXIMUM ALLOWABLE INJECTION PRESSURE:

Maximum Allowable Injection Pressure (MAIP) as measured at the surface shall not exceed the pressure(s) listed below.

WELL NAME	MAXIMUM ALLOWED INJECTION PRESSURE (psi)
	ZONE 1 (Upper)
Federal 3-12-9-17	1,220

INJECTION INTERVAL(S):

Injection is permitted only within the approved injection interval listed below. Injection perforations may be altered provided they remain within the approved injection interval and the Permittee provides notice to the Director in accordance with Part II, Section A, Paragraph 6. Specific injection perforations can be found in Appendix A.

WELL NAME: Federal 3-12-9-17	APPROVED INJECTION INTERVAL (KB, ft)		FRACTURE GRADIENT (psi/ft)
	TOP	BOTTOM	
FORMATION NAME			
Green River	3,640.00	5,947.00	0.700

ANNULUS PRESSURE:

The annulus pressure shall be maintained at zero (0) psi as measured at the wellhead. If this pressure cannot be maintained, the Permittee shall follow the procedures listed under Part II, Section C. 6. of this permit.

MAXIMUM INJECTION VOLUME:

There is no limitation on the number of barrels per day (bbls/day) of water that shall be injected into this well, provided further that in no case shall injection pressure exceed that limit shown in Appendix C.

APPENDIX D

MONITORING AND REPORTING PARAMETERS

This is a listing of the parameters required to be observed, recorded, and reported. Refer to the permit Part II, Section D, for detailed requirements for observing, recording, and reporting these parameters.

OBSERVE MONTHLY AND RECORD AT LEAST ONCE EVERY THIRTY DAYS	
OBSERVE AND RECORD	Injection pressure (psig)
	Annulus pressure(s) (psig)
	Injection rate (bbl/day)
	Fluid volume injected since the well began injecting (bbls)

ANNUALLY	
ANALYZE	Injected fluid total dissolved solids (mg/l)
	Injected fluid specific gravity
	Injected fluid specific conductivity
	Injected fluid pH

ANNUALLY	
REPORT	Each month's maximum and averaged injection pressures (psig)
	Each month's maximum and averaged annulus pressure(s) (psig)
	Each month's averaged injection rate (bbl/day)
	Fluid volume injected since the well began injecting (bbl)
	Written results of annual injected fluid analysis
	Sources of all fluids injected during the year

Records of all monitoring activities must be retained and made available for inspection at the following location:

Newfield Production Company
1401 Seventeenth Street - Suite 1000
Denver, CO 80202

APPENDIX E

PLUGGING AND ABANDONMENT REQUIREMENTS

See diagram.

The well shall be plugged in a manner that isolates the injection zone and prevents movement of fluid into or between USDWs and in accordance with other applicable federal, State or local law or regulation. Tubing, packers, and any downhole apparatus shall be removed. Class A, C, G, and H cements, with additives such as accelerators and retarders that control or enhance cement properties, may be used for plugs. However, volume extending additives and gel cements are not approved for plug use. Plug placement shall be verified by tagging. Plugging gel of at least 9.2 lb/gal shall be placed between all plugs. Within sixty (60) days after plugging, the owner or operator shall submit Plugging Record (EPA Form 7520-13) to the Director. The Plugging Record must be certified as accurate and complete by the person responsible for the plugging operation. At a minimum, the following plugs are required:

PLUG NO. 1: Seal Injection Zone: Set a cast iron bridge plug (CIBP) no more than 50 feet above the top injection perforation. Place at least 20 feet of cement plug on top of the CIBP.

PLUG NO. 2: Seal Mahogany Bench Shale zone: Squeeze cement a cement plug on the backside of the 5-1/2" casing across the Trona Zone and the Mahogany Bench Shale between approximately 2760 feet to 2868 feet (unless pre-existing backside cement precludes cement-squeezing this interval) followed by a minimum 160 ft balanced cement plug inside the 5-1/2" casing across the Trona Zone and the Mahogany Bench Shale, approximately 2760 feet to 2868 feet.

PLUG NO. 3: Seal USDWs: Squeeze a cement plug (2140 feet - 2240 feet) on the backside of the 5-1/2" casing across the base of the Uinta formation (unless pre-existing backside cement precludes cement-squeezing this interval), followed by a minimum 100-foot balanced cement plug inside the 5-1/2" casing across the base of the Uinta Formation, from approximately 2140 feet to 2240 feet.

PLUG NO.4: Seal Surface: Set a Class "G" cement plug within the 5-1/2 inch casing to 359 feet and up the 5-1/2 inch by 8-5/8 inch casings annulus to the surface.

FEDERAL #3-12-9-17

Spud Date: 10/04/04
 Put on Production: 11/16/04
 GI: 5044 KB: 5056

Initial Production: BOPD,
 MCFD, BWPD

Proposed P & A
 Wellbore Diagram

SURFACE CASING

Casing Size: 8 5/8"
 Grade: J-55 *Base USDWs*
 Weight: 24#
 Length: 7 jbs. (327.21')
 Depth Landed: 337.21' KB
 Hole Size: 12 1/4"
 Cement Data: 150sxs Class "G" mixed emt, est 5 bbls emt to surf.

Cement Top @ 190'

Pump 46 sx Class G Cement down 5'-1/2" casing to 387'

Casing Shoe @ 337'

1573' TOC/EPA

Green River 2190'

2140'-2240' Cement Plug

PRODUCTION CASING

Casing Size: 5 1/2"
 Grade: J-55
 Weight: 15.5#
 Length: 138 jbs. (5838.02')
 Depth Landed: 5836.02' KB
 Hole Size: 7 7/8"
 Cement Data: 285 sxs Prem. Lite II mixed & 375 sxs 50/50 POZ. mix.
 Cement Top At: 190'

Cement Plug 2760'-2920'

2812' Trona

2852'-2868' Mahogany Bench

3596'-3640' Confining Zone

3640' Garden Gulch

*80% Bond 3706'-3840'
 Tougless G. 4588'*

20' Class G Cement plug on top of CIBP

CIBP @ 4600'

4697-4704'

5081-5086'

5142-5171'

5172-5483'

5524-5535'

Top of Fill & PEBTD @ 5780'

5812' Base Carbonate

SHOE @ 5836'

TD @ 5850'

 NEWFIELD
Federal 3-12-9-17 413' FNL & 1930' FWL NE NW Section 12-T9S-R17E Uintah Co, Utah API #43-047-35162; Lease #UTU-75234

Est 5947 W22064

APPENDIX F

CORRECTIVE ACTION REQUIREMENTS

No corrective action is deemed necessary for this project.

STATEMENT OF BASIS

NEWFIELD PRODUCTION COMPANY
FEDERAL 3-12-9-17
UINTAH COUNTY, UT

EPA PERMIT NO. UT21108-07538

CONTACT: Emmett Schmitz
U. S. Environmental Protection Agency
Ground Water Program, 8P-W-GW
1595 Wynkoop Street
Denver, Colorado 80202-1129
Telephone: 1-800-227-8917 ext. 312-6174

This STATEMENT OF BASIS gives the derivation of site-specific UIC Permit conditions and reasons for them. Referenced sections and conditions correspond to sections and conditions in the Permit.

EPA UIC permits regulate the injection of fluids into underground injection wells so that the injection does not endanger underground sources of drinking water. EPA UIC permit conditions are based upon the authorities set forth in regulatory provisions at 40 CFR Parts 144 and 146, and address potential impacts to underground sources of drinking water. Under 40 CFR 144.35 Issuance of this permit does not convey any property rights of any sort or any exclusive privilege, nor authorize injury to persons or property of invasion of other private rights, or any infringement of other Federal, State or local laws or regulations. Under 40 CFR 144 Subpart D, certain conditions apply to all UIC Permits and may be incorporated either expressly or by reference. General Permit conditions for which the content is mandatory and not subject to site-specific differences (40 CFR Parts 144, 146 and 147) are not discussed in this document.

Upon the Effective Date when issued, the Permit authorizes the construction and operation of injection wells so that the injection does not endanger underground sources of drinking water, governed by the conditions specified in the Permit. The Permit is issued for the operating life of the injection well or project unless terminated for reasonable cause under 40 CFR 144.39, 144.40 and 144.41. The Permit is subject to EPA review at least once every five (5) years to determine if action is required under 40 CFR 144.36(a).

PART I. General Information and Description of Facility

Newfield Production Company
1401 Seventeenth Street, Suite 1000
Denver, CO 80202

on

November 6, 2006

submitted an application for an Underground Injection Control (UIC) Program Permit or Permit Modification for the following injection well or wells:

Federal 3-12-9-17
413' FNL & 1930' FWL, NENW S12, T9S, R17E
Uintah County, UT

Regulations specific to Uintah-Ouray Indian Reservation injection wells are found at 40 CFR 147 Subpart TT.

The application, including the required information and data necessary to issue or modify a UIC Permit in accordance with 40 CFR Parts 144, 146 and 147, was reviewed and determined by EPA to be complete.

The Permit will expire upon delegation of primary enforcement responsibility (primacy) for applicable portions of the UIC Program to the Ute Indian Tribe or the State of Utah unless the delegated agency has the authority and chooses to adopt and enforce this Permit as a Tribal or State Permit.

TABLE 1.1 shows the status of the well or wells as "New", "Existing", or "Conversion" and for Existing shows the original date of injection operation. Well authorization "by rule" under 40 CFR Part 144 Subpart C expires automatically on the Effective Date of an issued UIC Permit.

The Federal No. 3-12-9-17 is currently an active Green River Formation - Douglas Creek Member - oil well. The applicant intends to convert this facility to a Class II enhanced recovery injection well.

NEW WELLS		
Well Name	Well Status	Date of Operation
Federal 3-12-9-17	New	N/A

Hydrogeologic Setting

Geologic Setting (TABLE 2.1)

The proposed enhanced oil recovery injection well is located in the Greater Monument Butte Field, T7-8-9S and R15-19E, which lies near the center of the broad, gently northward dipping south flank of the Uinta Basin. More than 450 million barrels of oil (63 MT) have been produced from sediments of the Uinta Basin. The Uinta Basin is a topographic and structural trough encompassing an area of more than 9300 square mi (14,900 km) in northeast Utah. The basin is sharply asymmetrical, with a steep north flank bounded by the east-west-trending Uinta Mountains, and a gently dipping south flank. The Uinta Basin was formed in Paleocene to Eocene time, creating a large area of internal drainage which was filled by the ancestral Lake Uinta. The lacustrine, or fresh water lake-formed, sediments deposited in and around Lake Uinta make up the Uintah and Green River Formations. The southern shore of Lake Uinta was very broad and flat, resulting in large cyclic shifts of the location of the shoreline during the many repeated transgressive and regressive cycles caused by the climatic and tectonic-induced rise and fall of water levels of the lake. Distributary-mouth bars, distributary channels, and near-shore bars are the primary oil producing sandstone reservoirs in the area. (Ref: "Reservoir Characterization of the Lower Green River Formation, Southwest Uinta Basin, Utah Biannual Technical Progress Report, 4/1/99-9/30/99", by C. D. Morgan, Program Manager, November 1999, Contract DE-AC26-98BC15103).

The Duchesne River Formation is absent in this area. Shale and siltstone of the Uintah Formation outcrop and compose the surface rock throughout the area. The lower 600 ft to 800 ft of the Uinta Formation, consisting generally of shale interbedded with occasionally water-bearing sandstone lenses between 5 ft to 20 ft thick, is underlain by the Green River Formation. The Green River Formation is further subdivided into several Member and local marker units. The cyclic nature of Green River deposition in the southern shore area resulted in numerous stacked, intertonguing deltaic and near-shore sand and silt deposits. Red alluvial shale and siltstone deposits that intertongue with the Green River sediments are of the Colton and Wasatch Formations. Under the Wasatch Formation is the Mesaverde Formation, which consists primarily of continental-origin deposits of interbedded shale, sandstone, and coal.

The geologic dip is about 200'/mile, and there are no known surface faults in this area. Veins of gilsonite, a natural resinous hydrocarbon occasionally mined as a resource, occurs in the greater Uintah Basin though it is predominantly found on the eastern margin of the basin near the Colorado border. Vertical veins, generally between 2 ft to 6 ft wide but up to 28 ft wide, may extend many miles in length and occasionally extend as deep as 2000 ft. In this area within the Greater Monument Butte Field there is one known gilsonite vein. This vein is not considered to present a pathway for migration of fluid out of the injection zone because it terminates at depth of about 2000 ft, far above the protective confining layer and much deeper injection zone. Newfield and the owner of this former gilsonite mine have agreed to conditions for operation near this vein to ensure no potential for impact to this vein or to ground water from enhanced oil recovery operations. The proposed enhanced oil recovery injection well is located in the Greater Monument Butte Field, T7-8-9S and R15-18E, which lies near the center of the broad, gently northward dipping south flank of the Uinta Basin. More than 450 million barrels of oil (63 MT) have been produced from sediments of the Uinta Basin. The Uinta Basin is a topographic and structural trough encompassing an area of more than 9300 square mi (14,900 km) in northeast Utah. The basin is sharply asymmetrical, with a steep north flank bounded by the east-west-trending Uinta Mountains, and a gently dipping south flank. The Uinta Basin was formed in Paleocene to Eocene time, creating a large area of internal drainage which was filled by the ancestral Lake Uinta. The lacustrine, or fresh water lake-formed, sediments deposited in and around Lake Uinta make up the Uintah and Green River Formations. The southern shore of Lake Uinta was very broad and flat, resulting in large cyclic

shifts of the location of the shoreline during the many repeated transgressive and regressive cycles caused by the climatic and tectonic-induced rise and fall of water levels of the lake. Distributary-mouth bars, distributary channels, and near-shore bars are the primary oil producing sandstone reservoirs in the area. (Ref: "Reservoir Characterization of the Lower Green River Formation, Southwest Uinta Basin, Utah Biannual Technical Progress Report, 4/1/99-9/30/99", by C. D. Morgan, Program Manager, November 1999, Contract DE-AC26-98BC15103).

The Duchesne River Formation is absent in this area. Shale and siltstone of the Uintah Formation outcrop and compose the surface rock throughout the area. The lower 600 ft to 800 ft of the Uinta Formation, consisting generally of shale interbedded with occasionally water-bearing sandstone lenses between 5 ft to 20 ft thick, is underlain by the Green River Formation. The Green River Formation is further subdivided into several Member and local marker units. The cyclic nature of Green River deposition in the southern shore area resulted in numerous stacked, intertonguing deltaic and near-shore sand and silt deposits. Red alluvial shale and siltstone deposits that intertongue with the Green River sediments are of the Colton and Wasatch Formations. Under the Wasatch Formation is the Mesaverde Formation, which consists primarily of continental-origin deposits of interbedded shale, sandstone, and coal.

The geologic dip is about 200'/mile, and there are no known surface faults in this area. Veins of gilsonite, a natural resinous hydrocarbon occasionally mined as a resource, occurs in the greater Uintah Basin though it is predominantly found on the eastern margin of the basin near the Colorado border. Vertical veins, generally between 2 ft to 6 ft wide but up to 28 ft wide, may extend many miles in length and occasionally extend as deep as 2000 ft. In this area within the Greater Monument Butte Field there is one known gilsonite vein. This vein is not considered to present a pathway for migration of fluid out of the injection zone because it terminates at depth of about 2000 ft, far above the protective confining layer and much deeper injection zone. Newfield and the owner of this former gilsonite mine have agreed to conditions for operation near this vein to ensure no potential for impact to this vein or to ground water from enhanced oil recovery operations.

TABLE 2.1
GEOLOGIC SETTING
Federal 3-12-9-17

Formation Name	Top (ft)	Base (ft)	TDS (mg/l)	Lithology
Uinta	0	2,190	> 10,000	Sand and shale.
Green River	2,190	5,947	> 10,000	Interbedded lacustrine sand, shale and carbonate with fluvial/continental sand and shale.
Green River - Garden Gulch Member	3,640	4,588	> 10,000	Interbedded lacustrine sand, shale and carbonate with fluvial/continental sand and shale.
Green River - Douglas Creek Member	4,588	5,822	> 10,000	Interbedded lacustrine sand, shale and carbonate with fluvial/continental sand and shale.
Green River - Basal Carbonate Member	5,822	5,944		Carbonate

Proposed Injection Zone(s) (TABLE 2.2)

An injection zone is a geological formation, group of formations, or part of a formation that

receives fluids through a well. The proposed injection zones are listed in TABLE 2.2.

Injection will occur into an injection zone that is separated from USDWs by a confining zone which is free of known open faults or fractures within the Area of Review.

The appoved interval for enhanced recovery injection is located between the top of the Garden Gulch Member (3640 feet) and the top of the Wasatch Formation estimated to be 5947 feet.

TABLE 2.2
INJECTION ZONES
Federal 3-12-9-17

Formation Name	Top (ft)	Base (ft)	TDS (mg/l)	Fracture Gradient (psi/ft)	Porosity	Exempted?*
Green River	3,640	5,947	> 10,000	0.700		N/A

* **C - Currently Exempted**
E - Previously Exempted
P - Proposed Exemption
N/A - Not Applicable

Confining Zone(s) (TABLE 2.3)

A confining zone is a geological formation, part of a formation, or a group of formations that limits fluid movement above the injection zone. The confining zone or zones are listed in TABLE 2.3.

The 44-foot shale Confining Zone (3596 feet - 3640 feet) directly overlies the top of the Garden Gulch Member.

TABLE 2.3
CONFINING ZONES
Federal 3-12-9-17

Formation Name	Formation Lithology	Top (ft)	Base (ft)
Green River	Shale	3,596	3,640

Underground Sources of Drinking Water (USDWs) (TABLE 2.4)

Aquifers or the portions thereof which contain less than 10,000 mg/l total dissolved solids (TDS) and are being or could in the future be used as a source of drinking water are considered to be USDWs. The USDWs in the area of this facility are identified in TABLE 2.4.

Throughout the Greater Monument Butte Field area undergoing enhanced oil recovery operations, water analyses of the Green River Formation generally exhibit total dissolved solids (TDS) content well in excess of 10,000 mg/l. However, some recent water analyses from the field showed lower TDS values closer to 10,000 mg/l. While rain and surface water recharge into Green River

Formation outcrops further south along the Book Cliffs/Roan Cliffs in effect "freshens" the Green River Formation water near those outcrops, in this area of the Monument Butte Field the observed occasional 'freshening' is ascribed to the effective dilution of the originally in-place high-TDS water from injection of relatively fresh water for enhanced oil recovery operations. Water samples from deeper Mesaverde Formation sands in the nearby Natural Buttes Unit yield highly saline water.

The State of Utah "Water Wells and Springs" identifies no public water supply wells within the one-quarter (1/4) mile Area-of-Review (AOR) around the Federal No. 3-12-9-17.

Technical Publication No. 92: State of Utah, Department of Natural Resources, cites the base of Underground Sources of Drinking Water (USDW) in the Uinta Formation approximately 270 feet from the surface.

TABLE 2.4
UNDERGROUND SOURCES OF DRINKING WATER (USDW)
Federal 3-12-9-17

Formation Name	Formation Lithology	Top (ft)	Base (ft)	TDS (mg/l)
Uinta	Sand and shale.	0	270	< 10,000

PART III. Well Construction (40 CFR 146.22)

The Federal No. 3-12-9-17 was drilled to a total depth of 5850 (KB) feet in the Basal Carbonate Member of the Green River Formation.

Surface casing (8-5/8 inch) was set at a depth of 337 feet in a 12-1/4 inch hole using 150 sacks of Class "G" cement which was circulated to the surface.

Production casing (5-1/2 inch) was set at a depth of 5836 feet (KB) in a 7-7/8 inch hole with 285 sacks of Premium Lite II and 375 sacks of 50/50 poz mix.

The CBL identifies top of cement at 190 feet. The EPA calculates the top of cement as 1573 feet from the surface.

The schematic diagram shows enhanced recovery injection perforations in the Douglas Creek Member of the Green River Formation. Additional perforations may be added at a later time between the depths of 3640 feet and the top of the Wasatch Formation (Estimated to be 5947 feet) provided the operator first notifies the Director and later submits an updated well completion report (EPA Form 7520-12) and schematic diagram.

The packer will be required to be set no higher than 100 feet above the top perforation.

TABLE 3.1
WELL CONSTRUCTION REQUIREMENTS
Federal 3-12-9-17

Casing Type	Hole Size (in)	Casing Size (in)	Cased Interval (ft)	Cemented Interval (ft)
Production	7.88	5.50	0 - 5,836	190 - 5,836
Surface	12.25	8.63	0 - 327	0 - 327

The approved well completion plan will be incorporated into the Permit as APPENDIX A and will be binding on the Permittee. Modification of the approved plan is allowed under 40 CFR 144.52(a)(1) provided written approval is obtained from the Director prior to actual modification.

Casing and Cementing (TABLE 3.1)

The well construction plan was evaluated and determined to be in conformance with standard practices and guidelines that ensure well injection does not result in the movement of fluids into USDWs. Well construction details for this "new" injection well is shown in TABLE 3.1.

Remedial cementing may be required if the casing cement is shown to be inadequate by cement bond log or other demonstration of Part II (External) mechanical integrity.

Tubing and Packer

Injection tubing is required to be installed from a packer up to the surface inside the well casing. The packer will be set above the uppermost perforation. The tubing and packer are designed to prevent injection fluid from coming into contact with the outermost casing.

Tubing-Casing Annulus (TCA)

The TCA allows the casing, tubing and packer to be pressure-tested periodically for mechanical integrity, and will allow for detection of leaks. The TCA will be filled with fresh water treated with a corrosion inhibitor or other fluid approved by the Director.

The tubing/casing annulus must be kept closed at all times so that it can be monitored as required under conditions of the Permit.

Monitoring Devices

The permittee will be required to install and maintain wellhead equipment that allows for monitoring pressures and providing access for sampling the injected fluid. Required equipment may include but is not limited to: 1) shut-off valves located at the wellhead on the injection tubing and on the TCA; 2) a flow meter that measures the cumulative volume of injected fluid; 3) fittings or pressure gauges attached to the injection tubing and the TCA for monitoring the injection and TCA pressure; and 4) a tap on the injection line, isolated by shut-off valves, for sampling the injected fluid.

All sampling and measurement taken for monitoring must be representative of the monitored activity.

PART IV. Area of Review, Corrective Action Plan (40 CFR 144.55)

**TABLE 4.1
AOR AND CORRECTIVE ACTION**

Well Name	Type	Status (Abandoned Y/N)	Total Depth (ft)	TOC Depth (ft)	CAP Required (Y/N)
Federal 2-12-9-17	Producer	No	5,865	270	No
Federal 4-12-9-17	Producer	No	5,865	96	No
Federal 6-12-9-17	Producer	No	5,850	120	No

TABLE 4.1 lists the wells in the Area of Review ("AOR") and shows the well type, operating status, depth, top of casing cement ("TOC") and whether a Corrective Action Plan ("CAP") is required for the well.

Area Of Review

Applicants for Class I, II (other than "existing" wells) or III injection well Permits are required to identify the location of all known wells within the injection well's Area of Review (AOR) which penetrate the injection zone, or in the case of Class II wells operating over the fracture pressure of the formation, all known wells within the area of review that penetrate formations which may be affected by increased pressure. Under 40 CFR 146.6 the AOR may be a fixed radius of not less than one quarter (1/4) mile or a calculated zone of endangering influence. For Area Permits, a fixed width of not less than one quarter (1/4) mile for the circumscribing area may be used.

Corrective Action Plan

For wells in the AOR which are improperly sealed, completed, or abandoned, the applicant shall develop a Corrective Action Plan (CAP) consisting of the steps or modifications that are necessary to prevent movement of fluid into USDWs.

The CAP will be incorporated into the Permit as APPENDIX F and become binding on the permittee.

PART V. Well Operation Requirements (40 CFR 146.23)

**TABLE 5.1
INJECTION ZONE PRESSURES**

Federal 3-12-9-17

Formation Name	Depth Used to Calculate MAIP (ft)	Fracture Gradient (psi/ft)	Initial MAIP (psi)
Green River	4,697	0.700	1,220

Approved Injection Fluid

The approved injection fluid is limited to Class II injection well fluids pursuant to 40 CFR § 144.6(b). For disposal wells injecting water brought to the surface in connection with natural gas storage operations, or conventional oil or natural gas production, the fluid may be commingled and the well used to inject other Class II wastes such as drilling fluids and spent well completion, treatment and stimulation fluid. Injection of non-exempt wastes, including unused fracturing fluids or acids, gas plant cooling tower cleaning wastes, service wastes, and vacuum truck and drum rinsate from trucks and drums transporting or containing non-exempt waste, is prohibited.

The proposed injectate is a blend of source water from the Johnsonn Water District reservoir and produced water from wells proximate to the Federal 3-12-9-17.

Injection Pressure Limitation

Injection pressure, measured at the wellhead, shall not exceed a maximum calculated to assure that the pressure used during injection does not initiate new fractures or propagate existing fractures in the confining zones adjacent to the USDWs.

The applicant submitted injection fluid density and injection zone data which was used to calculate a formation fracture pressure and to determine the maximum allowable injection pressure (MAIP), as measured at the surface, for this Permit.

TABLE 5.1 lists the fracture gradient for the injection zone and the approved MAIP, determined according to the following formula:

$$FP = [fg - (0.433 * sg)] * d$$

- FP = formation fracture pressure (measured at surface)
- fg = fracture gradient (from submitted data or tests)
- sg = specific gravity (of injected fluid)
- d = depth to top of injection zone (or top perforation)

Injection Volume Limitation

Cumulative injected fluid volume limits are set to assure that injected fluids remain within the boundary of the exempted area. Cumulative injected fluid volume is limited when injection occurs into an aquifer that has been exempted from protection as a USDW.

There will be no restrictions on the cumulative volume of authorized fluid injected into the Green River interval 3640 feet to the top of the Wasatch Formation estimated to be 5947 feet.

Mechanical Integrity (40 CFR 146.8)

An injection well has mechanical integrity if:

1. there is no significant leak in the casing, tubing, or packer (Part I); and
2. there is no significant fluid movement into a USDW through vertical channels adjacent to the injection well bore (Part II).

The Permit prohibits injection into a well which lacks mechanical integrity.

The Permit requires that the well demonstrate mechanical integrity prior to injection and periodically thereafter. A demonstration of mechanical integrity includes both internal (Part I) and external (Part II). The methods and frequency for demonstrating Part I and Part II mechanical

integrity are dependent upon well-specific conditions as explained below.

Well construction and site-specific conditions dictate the following requirements for Mechanical Integrity (MI) demonstrations:

PART I MI: Internal MI will be demonstrated prior to beginning injection. Since this well is constructed with a standard casing, tubing, and packer configuration, a successful mechanical integrity test (MIT) is required to take place at least once every five (5) years. A demonstration of Part I MI is also required prior to resuming injection following any workover operation that affects the casing, tubing or packer. Part I MI may be demonstrated by a standard tubing-casing annulus pressure test using the maximum permitted injection pressure or 1000 psi, whichever is less, with a ten (10) percent or less pressure loss over thirty (30) minutes.

PART II MI: The CBL indicates that cement does not meet minimum requirements needed to demonstrate zone isolation (at least 18 feet of continuous 80% bond, or better) through the Confining Zone. Therefore, further testing for Part II MI will be required prior to injection and at least once every five years thereafter. The demonstration shall be by Temperature Survey or other approved test. Approved tests for demonstrating Part II MI include a Temperature Survey, Noise Log or Oxygen Activation Log, and Region 8 may also accept results of a Radioactive Tracer Survey under certain circumstances.

PART VI. Monitoring, Recordkeeping and Reporting Requirements

Injection Well Monitoring Program

At least once a year the permittee must analyze a sample of the injected fluid for total dissolved solids (TDS), specific conductivity, pH, and specific gravity. This analysis shall be reported to EPA annually as part of the Annual Report to the Director. Any time a new source of injected fluid is added, a fluid analysis shall be made of the new source.

Instantaneous injection pressure, injection flow rate, cumulative fluid volume and TCA pressures must be observed on a weekly basis. A recording, at least once every thirty (30) days, must be made of the injection pressure, injection flow rate and cumulative fluid volume, and the maximum and average value for each must be determined for each month. This information is required to be reported annually as part of the Annual Report to the Director.

PART VII. Plugging and Abandonment Requirements (40 CFR 146.10)

Plugging and Abandonment Plan

Prior to abandonment, the well shall be plugged in a manner that isolates the injection zone and prevents movement of fluid into or between USDWs, and in accordance with any applicable Federal, State or local law or regulation. Tubing, packer and other downhole apparatus shall be removed. Cement with additives such as accelerators and retarders that control or enhance cement properties may be used for plugs; however, volume-extending additives and gel cements are not approved for plug use. Plug placement shall be verified by tagging. Plugging gel of at least 9.6 lb/gal shall be placed between all plugs. A minimum 50 ft surface plug shall be set inside and outside of the surface casing to seal pathways for fluid migration into the subsurface. Within sixty (60) days after plugging the owner or operator shall submit Plugging Record (EPA Form 7520 13) to the Director. The Plugging Record must be certified as accurate and complete by the person responsible for the plugging operation. The plugging and abandonment plan is described in Appendix E of the Permit.

See diagram.

The well shall be plugged in a manner that isolates the injection zone and prevents movement of fluid into or between USDWs and in accordance with other applicable federal, State or local law or regulation. Tubing, packers, and any downhole apparatus shall be removed. Class A, C, G, and H cements, with additives such as accelerators and retarders that control or enhance cement properties, may be used for plugs. However, volume extending additives and gel cements are not approved for plug use. Plug placement shall be verified by tagging. Plugging gel of at least 9.2 lb/gal shall be placed between all plugs. Within sixty (60) days after plugging, the owner or operator shall submit Plugging Record (EPA Form 7520-13) to the Director. The Plugging Record must be certified as accurate and complete by the person responsible for the plugging operation. At a minimum, the following plugs are required:

PLUG NO. 1: Seal Injection Zone: Set a cast iron bridge plug (CIBP) no more than 50 feet above the top injection perforation. Place at least 20 feet of cement plug on top of the CIBP.

PLUG NO. 2: Seal Mahogany Bench Shale zone: Squeeze cement a cement plug on the backside of the 5-1/2" casing across the Trona Zone and the Mahogany Bench Shale between approximately 2760 feet to 2868 feet (unless pre-existing backside cement precludes cement-squeezing this interval) followed by a minimum 160 ft balanced cement plug inside the 5-1/2" casing across the Trona Zone and the Mahogany Bench Shale, approximately 2760 feet to 2868 feet.

PLUG NO. 3: Seal USDWs: Squeeze a cement plug (2140 feet - 2240 feet) on the backside of the 5-1/2" casing across the base of the Uinta formation (unless pre-existing backside cement precludes cement-squeezing this interval), followed by a minimum 100-foot balanced cement plug inside the 5-1/2" casing across the base of the Uinta Formation, from approximately 2140 feet to 2240 feet.

PLUG NO.4: Seal Surface: Set a Class "G" cement plug within the 5-1/2 inch casing to 359 feet and up the 5-1/2 inch by 8-5/8 inch casings annulus to the surface.

PART VIII. Financial Responsibility (40 CFR 144.52)

Demonstration of Financial Responsibility

The permittee is required to maintain financial responsibility and resources to close, plug, and abandon the underground injection operation in a manner prescribed by the Director. The permittee shall show evidence of such financial responsibility to the Director by the submission of a surety bond, or other adequate assurance such as financial statements or other materials acceptable to the Director. The Regional Administrator may, on a periodic basis, require the holder of a lifetime permit to submit a revised estimate of the resources needed to plug and abandon the well to reflect inflation of such costs, and a revised demonstration of financial responsibility if necessary. Initially, the operator has chosen to demonstrate financial responsibility with:

Financial Statement that was reviewed and approved by the EPA on June 22, 2007.

Financial Statement, received April 22, 2005

Evidence of continuing financial responsibility is required to be submitted to the Director annually.

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

5. LEASE DESIGNATION AND SERIAL NUMBER:
USA UTU-75234

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL: OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: NEWFIELD PRODUCTION COMPANY		7. UNIT or CA AGREEMENT NAME: SUNDANCE UNIT
3. ADDRESS OF OPERATOR: Route 3 Box 3630 CITY Myton STATE UT ZIP 84052		8. WELL NAME and NUMBER: FEDERAL 3-12-9-17
4. LOCATION OF WELL: FOOTAGES AT SURFACE: 413 FNL 1930 FWL		9. API NUMBER: 4304735162
OTR/OTR SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW, 12, T9S, R17E		10. FIELD AND POOL, OR WILDCAT: MONUMENT BUTTE
		COUNTY: UINTAH
		STATE: UT

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will be completed: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of Work Completion: 02/01/2008	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARITLY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLAIR
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input checked="" type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/STOP)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: -
	<input checked="" type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The subject well has been converted from a producing oil well to an injection well on 2/1/08. On 11/13/08 Dan Jackson with the EPA was contacted concerning the initial MIT on the above listed well. Permission was given at that time to perform the test on 2/12/08. On 2/12/08 the csg was pressured up to 1350 psig and charted for 30 minutes with no pressure loss. The well was not injecting during the test. The tbg pressure was 220 psig during the test. There was not an EPA representative available to witness the test.

EPA# UT21-108-07538

API# 43-047-35162

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY**

NAME (PLEASE PRINT) Callie Ross	TITLE Production Clerk
SIGNATURE <i>Callie Ross</i>	DATE 02/19/2008

(This space for State use only)

RECEIVED
FEB 20 2008
DIV. OF OIL, GAS & MINING

Mechanical Integrity Test

Casing or Annulus Pressure Mechanical Integrity Test

U.S. Environmental Protection Agency
Underground Injection Control Program
999 18th Street, Suite 500 Denver, CO 80202-2466

EPA Witness: _____ Date: 2/12/08
 Test conducted by: Trefley J. Raza
 Others present: _____

Well Name: <u>Fed 3-12-9-17</u>	Type: ER SWD	Status: AC TA UC
Field: <u>MONUMENT Butte</u>		
Location: <u>NE/NW</u> Sec: <u>12</u> T <u>9</u> N <u>(S)</u> R <u>17</u> <u>(E)</u> W	County: <u>Uintah</u>	State: <u>UT</u>
Operator: <u>Newfield</u>		
Last MIT: <u>1</u> / <u>1</u>	Maximum Allowable Pressure: _____	PSIG

Is this a regularly scheduled test? Yes No
 Initial test for permit? Yes No
 Test after well rework? Yes No
 Well injecting during test? Yes No If Yes, rate: _____ bpd

Pre-test casing/tubing annulus pressure: 19 psig

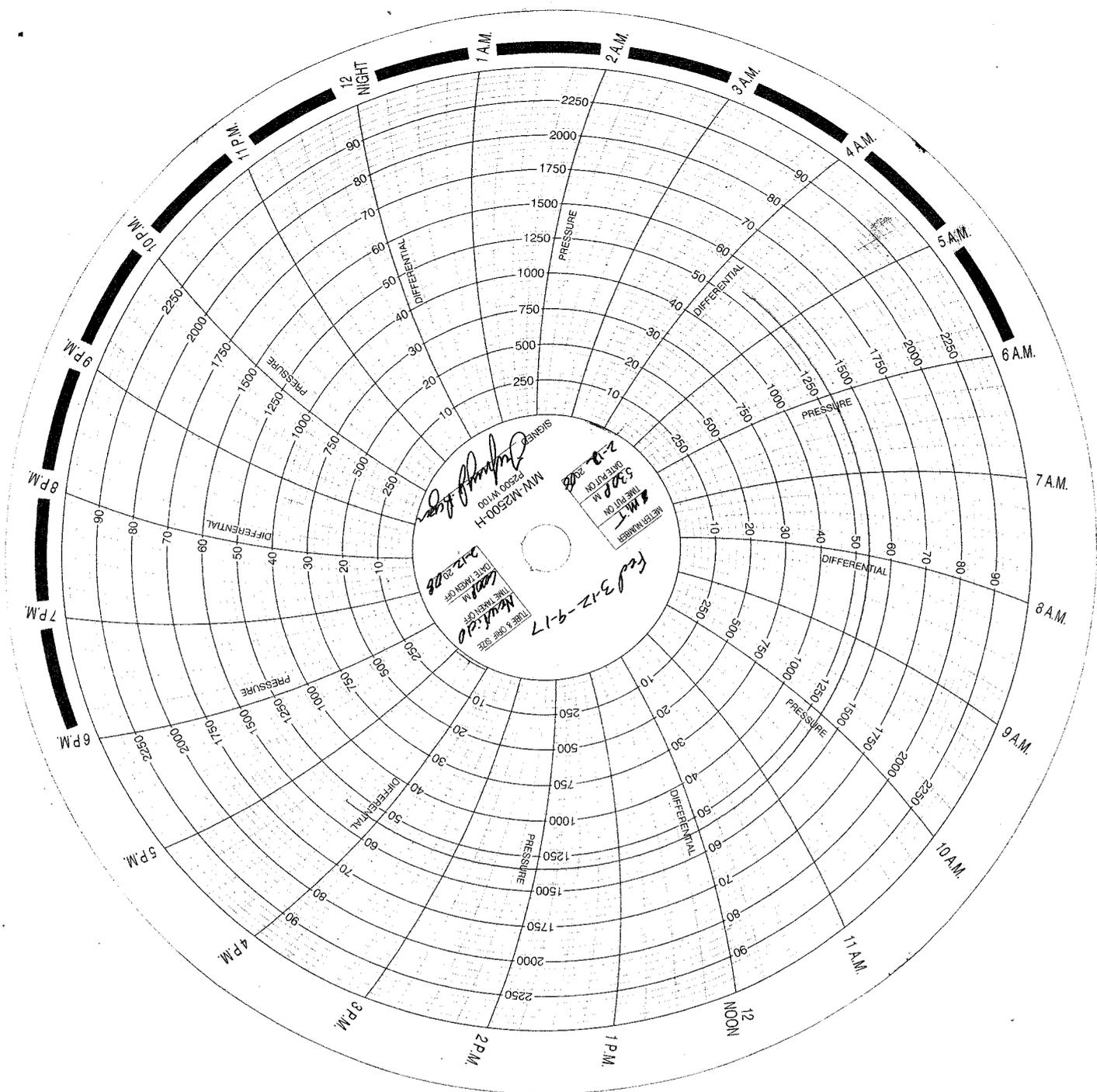
MIT DATA TABLE	Test #1		Test #2		Test #3	
TUBING	PRESSURE					
Initial Pressure	<u>220</u>	psig		psig		psig
End of test pressure	<u>220</u>	psig		psig		psig
CASING / TUBING	ANNULUS		PRESSURE			
0 minutes	<u>1350</u>	psig		psig		psig
5 minutes	<u>1350</u>	psig		psig		psig
10 minutes	<u>1350</u>	psig		psig		psig
15 minutes	<u>1350</u>	psig		psig		psig
20 minutes	<u>1350</u>	psig		psig		psig
25 minutes	<u>1350</u>	psig		psig		psig
30 minutes	<u>1350</u>	psig		psig		psig
_____ minutes	<u>1350</u>	psig		psig		psig
_____ minutes		psig		psig		psig
RESULT	<input checked="" type="checkbox"/> Pass	<input type="checkbox"/> Fail	<input type="checkbox"/> Pass	<input type="checkbox"/> Fail	<input type="checkbox"/> Pass	<input type="checkbox"/> Fail

Does the annulus pressure build back up after the test? Yes No

MECHANICAL INTEGRITY PRESSURE TEST

Additional comments for mechanical integrity pressure test, such as volume of fluid added to annulus and bled back at end of test, reason for failing test (casing head leak, tubing leak, other), etc.:

Signature of Witness: _____



Handwritten: Fed 3-12-9-17

MEASUREMENTS
DATE: 3-12-2008
TIME: 5:30 P.M.
NAME: [Signature]
SERIAL NUMBER: [Signature]

MEASUREMENTS
DATE: 3-12-2008
TIME: 5:30 P.M.
NAME: [Signature]
SERIAL NUMBER: [Signature]

MEASUREMENTS
DATE: 3-12-2008
TIME: 5:30 P.M.
NAME: [Signature]
SERIAL NUMBER: [Signature]

Daily Activity Report

Format For Sundry

FEDERAL 3-12-9-17

11/1/2007 To 3/29/2008

1/30/2008 Day: 1

Conversion

Western #2 on 1/29/2008 - MIRU Western #2. RUHO trk & pump 70 BW dn caing @ 250°F. RD pumping unit & unseat pump. Flush tbg & rods W/ 40 BW @ 250°F. Reseat pump, soft joint rod string & strip off flow-T. Fill tbg W/ 8 BW & pressure test to 3000 psi. Retrieve rod string & unseat pump. PU polished rod & SIFN.

1/31/2008 Day: 2

Conversion

Western #2 on 1/30/2008 - TOH and LD rod string & pump. Reflush rods twice on TOH W/ 60 BW. ND wellhead & release TA @ 5497'. NU BOP. TOH & talley production tbg--LD BHA. Broke even connections, clean & inspect pins and apply Liquid O-ring to pins. Flushed tbg W/ 30 BW on TOH. MU & TIH W/ 4 3/4" bit, 5 1/2" casing scraper and tbg to 4552'.

2/1/2008 Day: 3

Conversion

Western #2 on 1/31/2008 - Con't TIH W/ bit, scraper & tbg f/ 4552' to 5596'. TOH W/ tbg. Broke odd connections, clean & inspect pins and apply Liquid O-ring to pins. RU HO trk & flush oil f/ tbg W/ 30 BW. LD btm 29 jts tbg and bit/scraper. MU & TIH W/ injection string as follows: new Weatherford 5 1/2" Arrowset 1-X pkr (W/ hardened steel slips and W.L. re-entry guide), new SN & 143 jts 2 7/8 8rd 6.5# J-55 tbg. Re-torque each connection as RIH. Stopped twice on TIH to flush wax coating f/ tbg ID. Pump 10 bbl pad, drop standing valve & pump to SN. Pressure test tbg to 3000 psi. Held solid for 30 minutes. Retrieve standing valve W/ overshot on sandline. SIFN.

2/2/2008 Day: 4

Conversion

Western #2 on 2/1/2008 - ND BOP & land tbg on flange. Mix 15 gals Baker Hughes WCW 87 & 5 gals X-Cide 370 in 70 bbls fresh wtr. RU HO trk & pump dn annulus @ 90°F. PU on tbg & set pkr W/ SN @ 4653', CE @ 4657' & EOT @ 4661'. Land tbg W/ 16,000# tension. NU wellhead. Pressure test casing & pkr to 1400 psi. Held solid for 30 minutes. RDMOSU. Well ready for MIT.

2/13/2008 Day: 5

Conversion

on 2/12/2008 - On 11-13-08 Dan Jackson with the EPA was contacted concerning the initial MIT on the above listed well (Fed 3-12-9-17). Permission was given at that time to perform the test on 2/12/08. On 2/12/08 the csg was pressured up to 1350 psig and charted for 30 minutes with no pressure loss. The well was not injecting during the test. The tbg pressure was 220 psig during the test. There was not an EPA representative available to witness the test. EPA# UT21108-07538 API# 43-047-35162

Pertinent Files: Go to File List

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

5. LEASE DESIGNATION AND SERIAL NUMBER:
USA UTU-75234

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

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

7. UNIT or CA AGREEMENT NAME:
SUNDANCE UNIT

1. TYPE OF WELL: OIL WELL GAS WELL OTHER WI

8. WELL NAME and NUMBER:
FEDERAL 3-12-9-17

2. NAME OF OPERATOR:
NEWFIELD PRODUCTION COMPANY

9. API NUMBER:
4304735162

3. ADDRESS OF OPERATOR:
Route 3 Box 3630 CITY Myton STATE UT ZIP 84052

PHONE NUMBER
435.646.3721

10. FIELD AND POOL, OR WILDCAT:
MONUMENT BUTTE

4. LOCATION OF WELL:
FOOTAGES AT SURFACE: 413 FNL 1930 FWL

COUNTY: UINTAH

OTR/OTR SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW, 12, T9S, R17E

STATE: UT

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 <u>07/16/2008</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of Work Completion:	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARITLY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLAIR
	<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/STOP)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: - Change status, put well on injection
	<input checked="" type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The above reference well was put on injection at 11:00 PM on 7-16-08.

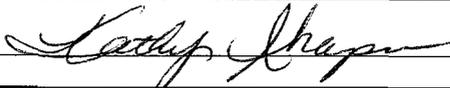
UT 21108-07538

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

NAME (PLEASE PRINT) Kathy Chapman

TITLE Office Manager

SIGNATURE



DATE 08/04/2008

(This space for State use only)

RECEIVED
AUG 05 2008
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.

SUBMIT IN TRIPLICATE - Other Instructions on page 2

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input checked="" type="checkbox"/> Other <i>WI</i>		5. Lease Serial No. USA UTU-75234
2. Name of Operator NEWFIELD PRODUCTION COMPANY		6. If Indian, Allottee or Tribe Name.
3a. Address Route 3 Box 3630 Myton, UT 84052	3b. Phone (include are code) 435.646.3721	7. If Unit or CA/Agreement, Name and/or SUNDANCE UNIT
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 413 FNL 1930 FWL NENW Section 12 T9S R17E		8. Well Name and No. FEDERAL 3-12-9-17
		9. API Well No. 4304735162
		10. Field and Pool, or Exploratory Area MONUMENT BUTTE
		11. County or Parish, State UINTAH, UT

12. CHECK APPROPRIATE BOX(ES) TO INIDICATE NATURE OF NOTICE, 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	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other _____
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug & Abandon	<input type="checkbox"/> Temporarily Abandon	Step Rate Test _____
	<input type="checkbox"/> Convert to Injector	<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.)

A step rate test was conducted on the subject well on December 19, 2008. Results from the test indicate that the fracture gradient is .736 psi/ft. Therefore, Newfield is requesting that the maximum allowable injection pressure (MAIP) be changed to 1390 psi.

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

I hereby certify that the foregoing is true and correct (Printed/ Typed) Chevenne Bateman	Title Well Analyst Foreman
Signature <i>Chevenne Bateman</i>	Date 01/05/2009

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 and fraudulent statements or representations as to any matter within its jurisdiction

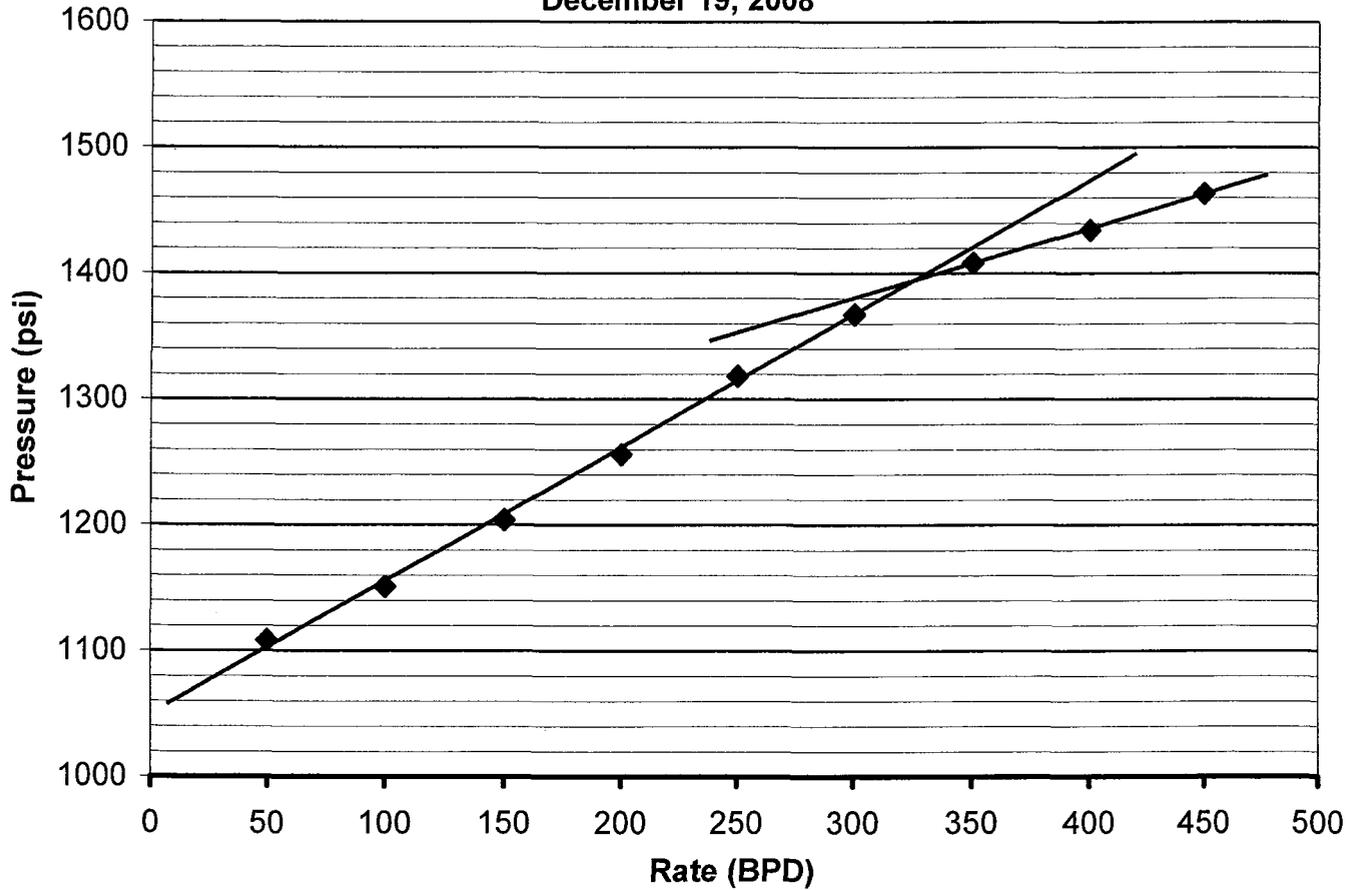
(Instructions on page 2)

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JAN 12 2009

DIV. OF OIL, GAS & MINING

Federal 3-12-9-17
 Sundance Unit
 Step Rate Test
 December 19, 2008



Start Pressure: 1082 psi
 Instantaneous Shut In Pressure (ISIP): 1442 psi
 Top Perforation: 4697 feet
 Fracture pressure (Pfp): 1395 psi
 FG: 0.736 psi/ft

Step	Rate(bpd)	Pressure(psi)
1	50	1108
2	100	1151
3	150	1204
4	200	1256
5	250	1318
6	300	1367
7	350	1408
8	400	1434
9	450	1463

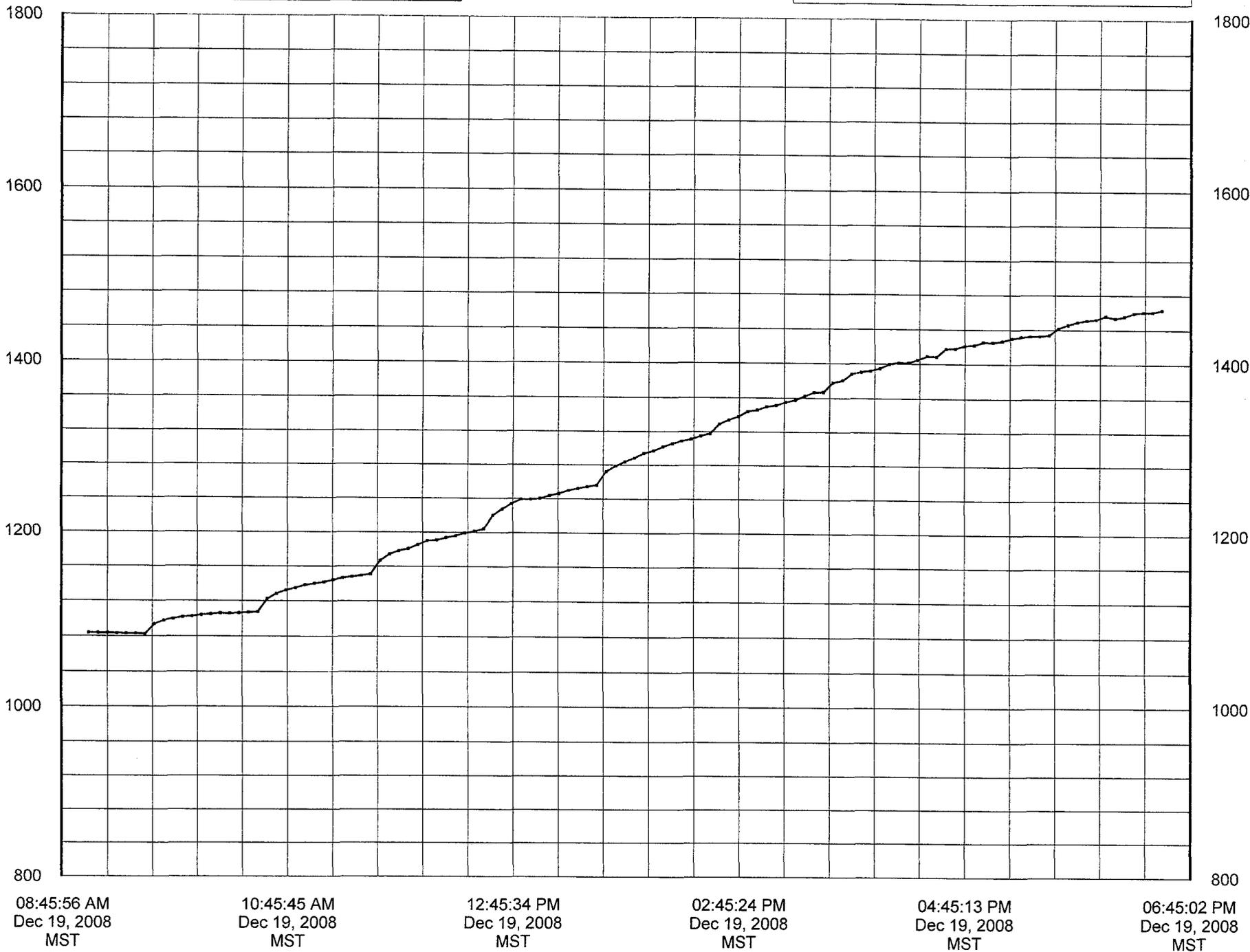
PSIA

Absolute Pressure

Federal 3-12-9-17 SRT (12/19/08)

Device - PrTemp1000
Serial Number - M75866
Device ID - PrTemp

PSIA



Report Name: PrTemp1000 Data Table
 Report Date: Jan 05, 2009 03:15:10 PM MST
 File Name: C:\Program Files\PTC\Instruments 2.00\ federal 3-12-9-17 SRT (12-19-08).csv
 Title: Federal 3-12-9-17 SRT (12/19/08)
 Device: PrTemp1000 - Temperature and Pressure Recorder
 Hardware Revision: REV2C (64K)
 Serial Number: M75866
 Device ID: PrTemp
 Data Start Date: Dec 19, 2008 08:59:59 AM MST
 Data End Date: Dec 19, 2008 06:30:00 PM MST
 Reading Rate: 1 Minute
 Readings: 1 to 115 of 115
 Last Calibration Date: May 21, 2008
 Next Calibration Date: May 21, 2009

<u>Reading</u>	<u>Date and Time (MST)</u>	<u>Absolute Pressure</u>	<u>Annotation</u>
1	Dec 19, 2008 08:59:59 AM	1083.800	PSIA
2	Dec 19, 2008 09:04:59 AM	1083.600	PSIA
3	Dec 19, 2008 09:09:59 AM	1083.600	PSIA
4	Dec 19, 2008 09:14:59 AM	1083.200	PSIA
5	Dec 19, 2008 09:19:59 AM	1083.000	PSIA
6	Dec 19, 2008 09:24:59 AM	1083.000	PSIA
7	Dec 19, 2008 09:30:00 AM	1082.200	PSIA
8	Dec 19, 2008 09:34:59 AM	1093.800	PSIA
9	Dec 19, 2008 09:40:00 AM	1097.800	PSIA
10	Dec 19, 2008 09:44:59 AM	1099.800	PSIA
11	Dec 19, 2008 09:49:59 AM	1101.800	PSIA
12	Dec 19, 2008 09:54:59 AM	1102.600	PSIA
13	Dec 19, 2008 09:59:59 AM	1104.200	PSIA
14	Dec 19, 2008 10:04:59 AM	1105.000	PSIA
15	Dec 19, 2008 10:09:59 AM	1106.200	PSIA
16	Dec 19, 2008 10:15:00 AM	1105.800	PSIA
17	Dec 19, 2008 10:19:59 AM	1106.400	PSIA
18	Dec 19, 2008 10:25:00 AM	1107.000	PSIA
19	Dec 19, 2008 10:29:59 AM	1107.800	PSIA
20	Dec 19, 2008 10:34:59 AM	1122.400	PSIA
21	Dec 19, 2008 10:39:59 AM	1128.400	PSIA
22	Dec 19, 2008 10:44:59 AM	1132.200	PSIA
23	Dec 19, 2008 10:49:59 AM	1135.000	PSIA
24	Dec 19, 2008 10:54:59 AM	1138.200	PSIA
25	Dec 19, 2008 11:00:00 AM	1140.000	PSIA
26	Dec 19, 2008 11:04:59 AM	1141.600	PSIA
27	Dec 19, 2008 11:10:00 AM	1144.400	PSIA
28	Dec 19, 2008 11:14:58 AM	1146.600	PSIA
29	Dec 19, 2008 11:19:59 AM	1148.000	PSIA
30	Dec 19, 2008 11:24:59 AM	1149.400	PSIA
31	Dec 19, 2008 11:29:59 AM	1151.000	PSIA
32	Dec 19, 2008 11:34:58 AM	1167.000	PSIA
33	Dec 19, 2008 11:39:58 AM	1174.400	PSIA
34	Dec 19, 2008 11:44:59 AM	1178.400	PSIA
35	Dec 19, 2008 11:49:58 AM	1180.800	PSIA
36	Dec 19, 2008 11:54:59 AM	1185.400	PSIA
37	Dec 19, 2008 11:59:59 AM	1190.000	PSIA
38	Dec 19, 2008 12:04:58 PM	1190.800	PSIA
39	Dec 19, 2008 12:09:58 PM	1193.600	PSIA
40	Dec 19, 2008 12:14:58 PM	1195.800	PSIA
41	Dec 19, 2008 12:19:59 PM	1199.200	PSIA
42	Dec 19, 2008 12:24:58 PM	1201.200	PSIA
43	Dec 19, 2008 12:29:59 PM	1204.200	PSIA
44	Dec 19, 2008 12:34:59 PM	1220.000	PSIA
45	Dec 19, 2008 12:40:00 PM	1227.600	PSIA
46	Dec 19, 2008 12:44:59 PM	1233.800	PSIA
47	Dec 19, 2008 12:49:58 PM	1239.200	PSIA
48	Dec 19, 2008 12:54:59 PM	1239.200	PSIA
49	Dec 19, 2008 12:59:59 PM	1240.200	PSIA
50	Dec 19, 2008 01:04:58 PM	1243.400	PSIA
51	Dec 19, 2008 01:09:58 PM	1246.000	PSIA
52	Dec 19, 2008 01:15:00 PM	1249.400	PSIA
53	Dec 19, 2008 01:19:59 PM	1251.800	PSIA
54	Dec 19, 2008 01:24:59 PM	1254.200	PSIA
55	Dec 19, 2008 01:29:58 PM	1256.000	PSIA
56	Dec 19, 2008 01:34:59 PM	1272.200	PSIA
57	Dec 19, 2008 01:39:59 PM	1278.800	PSIA
58	Dec 19, 2008 01:44:59 PM	1284.000	PSIA
59	Dec 19, 2008 01:49:58 PM	1288.400	PSIA
60	Dec 19, 2008 01:54:58 PM	1294.200	PSIA

61	Dec 19, 2008 02:00:00 PM	1297.200	PSIA
62	Dec 19, 2008 02:04:59 PM	1302.000	PSIA
63	Dec 19, 2008 02:10:00 PM	1306.000	PSIA
64	Dec 19, 2008 02:14:59 PM	1308.800	PSIA
65	Dec 19, 2008 02:19:59 PM	1311.200	PSIA
66	Dec 19, 2008 02:24:59 PM	1315.000	PSIA
67	Dec 19, 2008 02:29:59 PM	1317.600	PSIA
68	Dec 19, 2008 02:34:59 PM	1329.200	PSIA
69	Dec 19, 2008 02:39:58 PM	1334.000	PSIA
70	Dec 19, 2008 02:45:00 PM	1337.800	PSIA
71	Dec 19, 2008 02:49:58 PM	1344.000	PSIA
72	Dec 19, 2008 02:55:00 PM	1345.600	PSIA
73	Dec 19, 2008 02:59:58 PM	1349.800	PSIA
74	Dec 19, 2008 03:04:59 PM	1351.200	PSIA
75	Dec 19, 2008 03:09:58 PM	1355.000	PSIA
76	Dec 19, 2008 03:14:58 PM	1357.400	PSIA
77	Dec 19, 2008 03:19:58 PM	1362.200	PSIA
78	Dec 19, 2008 03:24:59 PM	1366.800	PSIA
79	Dec 19, 2008 03:29:59 PM	1367.000	PSIA
80	Dec 19, 2008 03:34:58 PM	1377.600	PSIA
81	Dec 19, 2008 03:40:00 PM	1380.400	PSIA
82	Dec 19, 2008 03:44:59 PM	1387.800	PSIA
83	Dec 19, 2008 03:49:59 PM	1390.400	PSIA
84	Dec 19, 2008 03:54:59 PM	1392.000	PSIA
85	Dec 19, 2008 03:59:59 PM	1394.600	PSIA
86	Dec 19, 2008 04:04:59 PM	1399.600	PSIA
87	Dec 19, 2008 04:09:58 PM	1401.200	PSIA
88	Dec 19, 2008 04:15:00 PM	1401.000	PSIA
89	Dec 19, 2008 04:19:58 PM	1404.600	PSIA
90	Dec 19, 2008 04:25:00 PM	1409.000	PSIA
91	Dec 19, 2008 04:29:59 PM	1408.200	PSIA
92	Dec 19, 2008 04:34:58 PM	1417.600	PSIA
93	Dec 19, 2008 04:39:58 PM	1418.000	PSIA
94	Dec 19, 2008 04:44:58 PM	1421.000	PSIA
95	Dec 19, 2008 04:49:59 PM	1422.000	PSIA
96	Dec 19, 2008 04:54:59 PM	1425.600	PSIA
97	Dec 19, 2008 05:00:00 PM	1425.200	PSIA
98	Dec 19, 2008 05:04:58 PM	1426.800	PSIA
99	Dec 19, 2008 05:09:59 PM	1429.800	PSIA
100	Dec 19, 2008 05:14:59 PM	1431.600	PSIA
101	Dec 19, 2008 05:19:59 PM	1432.600	PSIA
102	Dec 19, 2008 05:24:59 PM	1432.800	PSIA
103	Dec 19, 2008 05:29:58 PM	1434.000	PSIA
104	Dec 19, 2008 05:34:59 PM	1442.000	PSIA
105	Dec 19, 2008 05:39:59 PM	1445.800	PSIA
106	Dec 19, 2008 05:45:00 PM	1449.200	PSIA
107	Dec 19, 2008 05:49:59 PM	1451.000	PSIA
108	Dec 19, 2008 05:55:00 PM	1452.200	PSIA
109	Dec 19, 2008 05:59:59 PM	1456.200	PSIA
110	Dec 19, 2008 06:04:59 PM	1453.600	PSIA
111	Dec 19, 2008 06:09:59 PM	1455.600	PSIA
112	Dec 19, 2008 06:14:59 PM	1459.600	PSIA
113	Dec 19, 2008 06:19:59 PM	1460.600	PSIA
114	Dec 19, 2008 06:24:59 PM	1460.600	PSIA
115	Dec 19, 2008 06:30:00 PM	1463.200	PSIA

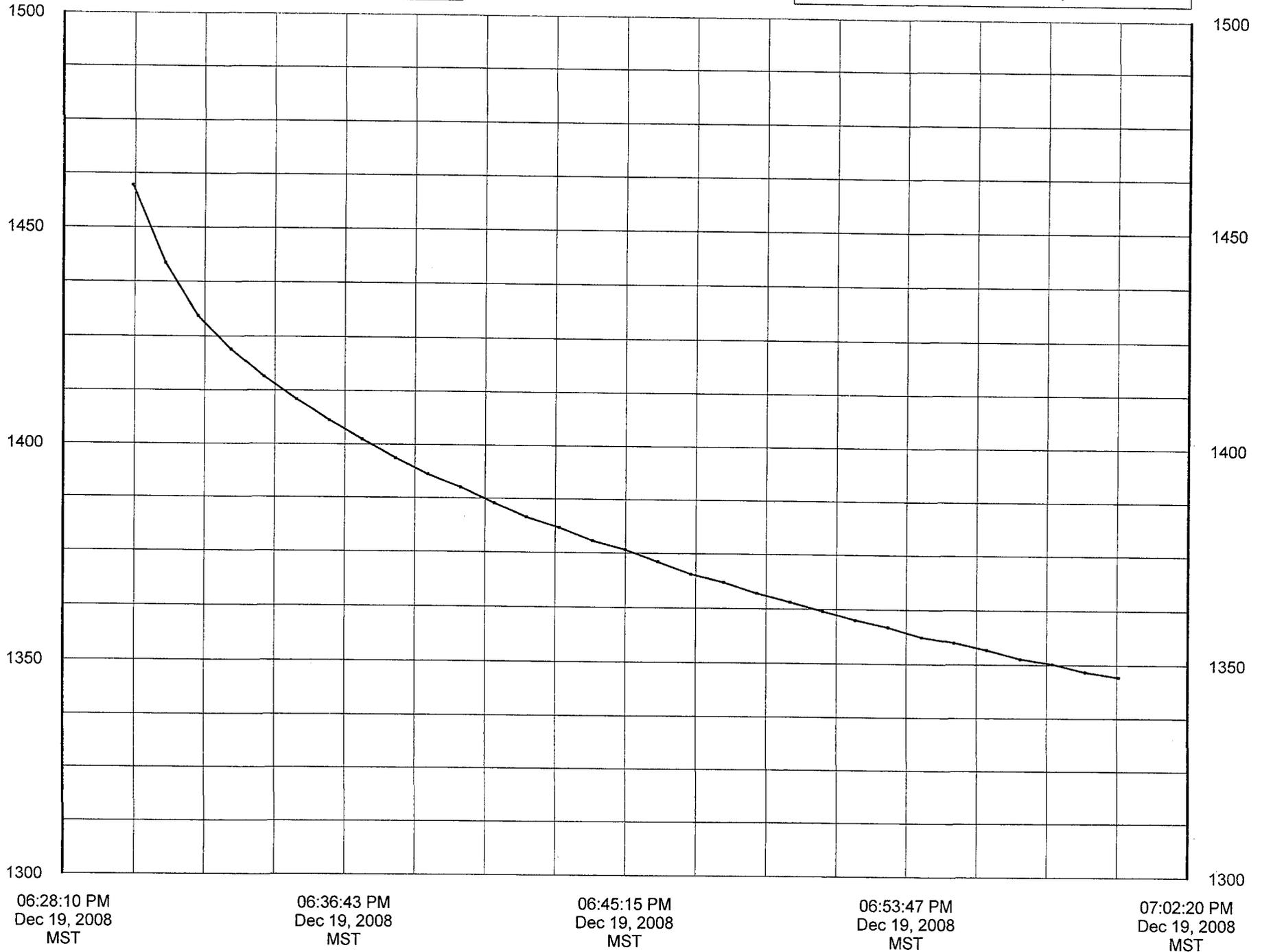
PSIA

Absolute Pressure

Federal 3-12-9-17 ISIP (12/19/08)

Device - PrTemp1000
Serial Number - M75866
Device ID - PrTemp

PSIA



Report Name: PrTemp1000 Data Table
 Report Date: Dec 22, 2008 08:44:15 AM MST
 File Name: C:\Program Files\PTC\Instruments 2.00\federal 3-12-9-17 ISIP (12-19-08).csv
 Title: Federal 3-12-9-17 ISIP (12/19/08)
 Device: PrTemp1000 - Temperature and Pressure Recorder
 Hardware Revision: REV2C (64K)
 Serial Number: M75866
 Device ID: PrTemp
 Data Start Date: Dec 19, 2008 06:30:14 PM MST
 Data End Date: Dec 19, 2008 07:00:15 PM MST
 Reading Rate: 1 Minute
 Readings: 1 to 31 of 31
 Last Calibration Date: May 21, 2008
 Next Calibration Date: May 21, 2009

<u>Reading</u>	<u>Date and Time (MST)</u>	<u>Absolute Pressure</u>	<u>Annotation</u>
1	Dec 19, 2008 06:30:14 PM	1459.800	PSIA
2	Dec 19, 2008 06:31:14 PM	1441.800	PSIA
3	Dec 19, 2008 06:32:14 PM	1429.600	PSIA
4	Dec 19, 2008 06:33:14 PM	1422.000	PSIA
5	Dec 19, 2008 06:34:14 PM	1415.800	PSIA
6	Dec 19, 2008 06:35:14 PM	1410.400	PSIA
7	Dec 19, 2008 06:36:14 PM	1405.600	PSIA
8	Dec 19, 2008 06:37:14 PM	1401.200	PSIA
9	Dec 19, 2008 06:38:15 PM	1396.800	PSIA
10	Dec 19, 2008 06:39:14 PM	1393.000	PSIA
11	Dec 19, 2008 06:40:14 PM	1390.000	PSIA
12	Dec 19, 2008 06:41:15 PM	1386.400	PSIA
13	Dec 19, 2008 06:42:14 PM	1383.200	PSIA
14	Dec 19, 2008 06:43:14 PM	1380.800	PSIA
15	Dec 19, 2008 06:44:15 PM	1377.800	PSIA
16	Dec 19, 2008 06:45:14 PM	1375.800	PSIA
17	Dec 19, 2008 06:46:14 PM	1373.000	PSIA
18	Dec 19, 2008 06:47:14 PM	1370.200	PSIA
19	Dec 19, 2008 06:48:14 PM	1368.400	PSIA
20	Dec 19, 2008 06:49:14 PM	1366.000	PSIA
21	Dec 19, 2008 06:50:15 PM	1364.000	PSIA
22	Dec 19, 2008 06:51:14 PM	1362.000	PSIA
23	Dec 19, 2008 06:52:14 PM	1360.000	PSIA
24	Dec 19, 2008 06:53:14 PM	1358.400	PSIA
25	Dec 19, 2008 06:54:15 PM	1356.200	PSIA
26	Dec 19, 2008 06:55:14 PM	1355.000	PSIA
27	Dec 19, 2008 06:56:14 PM	1353.400	PSIA
28	Dec 19, 2008 06:57:15 PM	1351.400	PSIA
29	Dec 19, 2008 06:58:14 PM	1350.200	PSIA
30	Dec 19, 2008 06:59:14 PM	1348.400	PSIA
31	Dec 19, 2008 07:00:15 PM	1347.200	PSIA

Federal 3-12-9-17 Rate Sheet (12-19-08)

<i>Step # 1</i>	Time:	9:35	9:40	9:45	9:50	9:55	10:00
	Rate:	50.3	50.3	50.3	50.3	50.2	50.2
	Time:	10:05	10:10	10:15	10:20	10:25	10:30
	Rate:	50.2	50.1	50.1	50	50	50
<i>Step # 2</i>	Time:	10:35	10:40	10:45	10:50	10:55	11:00
	Rate:	100.5	100.5	100.5	100.4	100.4	100.3
	Time:	11:05	11:10	11:15	11:20	11:25	11:30
	Rate:	100.3	100.3	100.3	100.2	100.2	100.2
<i>Step # 3</i>	Time:	11:35	11:40	11:45	11:50	11:55	12:00
	Rate:	150.4	150.4	150.3	150.3	150.3	150.2
	Time:	12:05	12:10	12:15	12:20	12:25	12:30
	Rate:	150.2	150.2	150.1	150.1	150.1	150
<i>Step # 4</i>	Time:	12:35	12:40	12:45	12:50	12:55	1:00
	Rate:	200.4	200.4	200.4	200.3	200.3	200.3
	Time:	1:05	1:10	1:15	1:20	1:25	1:30
	Rate:	200.3	200.3	200.2	200.2	200.1	200.1
<i>Step # 5</i>	Time:	1:35	1:40	1:45	1:50	1:55	2:00
	Rate:	250.5	250.5	250.5	250.4	250.4	250.4
	Time:	2:05	2:10	2:15	2:20	2:25	2:30
	Rate:	250.3	250.3	250.2	250.2	250.2	250.2
<i>Step # 6</i>	Time:	2:35	2:40	2:45	2:50	2:55	3:00
	Rate:	300.3	300.3	300.3	300.3	300.3	300.2
	Time:	3:05	3:10	3:15	3:20	3:25	3:30
	Rate:	300.2	300.2	300.1	300.1	300.1	300
<i>Step # 7</i>	Time:	3:35	3:40	3:45	3:50	3:55	4:00
	Rate:	350.4	350.4	350.4	350.3	350.3	350.3
	Time:	4:05	4:10	4:15	4:20	4:25	4:30
	Rate:	350.3	350.2	350.2	350.2	350.1	350.1
<i>Step # 8</i>	Time:	4:35	4:40	4:45	4:50	4:55	5:00
	Rate:	400.5	400.5	400.5	400.5	400.4	400.4
	Time:	5:05	5:10	5:15	5:20	5:25	5:30
	Rate:	400.4	400.3	400.3	400.2	400.2	400.2

Step # 9

Time	5:35	5:40	5:45	5:50	5:55	6:00
Rate	450.3	450.3	450.2	450.2	450.2	450.2
Time	6:05	6:10	6:15	6:20	6:25	6:30
Rate	450.1	450.1	450.1	450	450	450



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 8

1595 Wynkoop Street
Denver, CO 80202-1129
Phone 800-227-8917
<http://www.epa.gov/region08>

MAR 11 2009

Ref: 8P-W-GW

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Michael Guinn
District Manager
Newfield Production Company
Route 3-Box 3630
Myton, UT 84502

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

95 17E 12
RE: Underground Injection Control (UIC)
**Minor Permit Modification No. 1 and
Authorization to Continue Injection**
EPA UIC Permit UT21108-07538
Well: Federal 3-12-9-17
Uintah County, Utah
API # 43-047-35162

Dear Mr. Guinn:

The Environmental Protection Agency (EPA) received the results from the December 19, 2008 Step Rate Test (SRT) on the Federal 3-12-9-17 well. The test concluded the fracture gradient to be 0.736 psi/ft. Therefore, the **maximum allowable injection pressure (MAIP) is increased to 1,390 psig**, from the 1,220 psig specified in the Final Permit.

EPA also received the results of the December 23, 2008 Radioactive Tracer Survey (RTS) on the Federal 3-12-9-17 well. EPA has determined that the test adequately demonstrated that injected fluids will remain in the authorized interval at the MAIP of 1,390 psig. The results of the RTS were reviewed and approved by EPA on March 3, 2009.

As of the date of this letter, the **EPA hereby authorizes injection into Federal 3-12-9-17 under the terms and conditions of EPA UIC Permit UT21108-07538 at an MAIP of 1,390 psig.**

You may apply for a higher maximum allowable injection pressure at a later date. Your application should be accompanied by the interpreted results from a Step-Rate Test (SRT) that measures the formation fracture pressure and the fracture gradient at this location. A current copy of EPA Guidelines for running and interpreting a SRT will be sent upon request. Should the SRT result in approval of a higher maximum allowable injection pressure, a new

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MAR 17 2009
DIV OF OIL, GAS & MINING

demonstration must be run to show that the injected fluids will remain in the authorized injection interval at the higher pressure.

As of this approval, responsibility for Permit Compliance and Enforcement is transferred to Region 8 UIC Technical Enforcement Program office. Therefore, please direct all future notification, reporting, monitoring and compliance correspondence to the following address, referencing your well name and UIC Permit number on all correspondence regarding this well:

US EPA, Region 8
Attn: Nathan Wiser
MC: ENF-UFO
1595 Wynkoop Street
Denver, CO 80202

For questions regarding notification, testing, monitoring, reporting or other Permit requirements, Nathan Wiser of the UIC Technical Enforcement Program may be reached by calling 800-227-8917 (ext. 312-6211). Please be reminded that it is your responsibility to be aware of and to comply with all conditions of your Permit.

If you have any questions regarding this approval, please call Sarah Bahrman at 800-227-8917 (ext. 312-6243).

Sincerely,



Eddie A. Sierra
Acting Assistant Regional Administrator
Office of Partnerships and Regulatory Assistance

cc:

- Uintah & Ouray Business Committee:
- Curtis Cesspooch, Chairman
- Ronald Groves, Councilman
- Irene Cuch, Vice-Chairwoman
- Steven Cesspooch, Councilman
- Phillip Chimburas, Councilman
- Frances Poowegup, Councilwoman

Daniel Picard
BIA - Uintah & Ouray Indian Agency

Ferron Secakuku
Director, Natural Resources
Ute Indian Tribe

Larry Love
Director of Energy & Minerals Dept.
Ute Indian Tribe

Gil Hunt
Associate Director
Utah Division of Oil, Gas, and Mining

Fluid Minerals Engineering Office
BLM - Vernal Office

Eric Sundberg
Regulatory Analyst
Newfield Production Company

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-75234
SUNDRY NOTICES AND REPORTS ON WELLS		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		7. UNIT or CA AGREEMENT NAME: GMBU (GRRV)
1. TYPE OF WELL Water Injection Well		8. WELL NAME and NUMBER: FEDERAL 3-12-9-17
2. NAME OF OPERATOR: NEWFIELD PRODUCTION COMPANY		9. API NUMBER: 43047351620000
3. ADDRESS OF OPERATOR: Rt 3 Box 3630 , Myton, UT, 84052	PHONE NUMBER: 435 646-4825 Ext	9. FIELD and POOL or WILDCAT: 8 MILE FLAT NORTH
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0413 FNL 1930 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 12 Township: 09.0S Range: 17.0E Meridian: S		COUNTY: UINTAH
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 1/10/2013 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> WILDCAT WELL DETERMINATION <input checked="" type="checkbox"/> OTHER	
		<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: 5 YR MIT
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
<p>NFX performed a 5 year MIT on the above listed well. On 01/10/2013 the casing was pressured up to 2020 psig and charted for 30 minutes with no pressure loss. The well was injecting during the test. The tubing pressure was 1110 psig during the test. There was not an EPA representative available to witness the test. EPA# UT22197-07538</p>		<p>Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY January 22, 2013</p>
NAME (PLEASE PRINT) Lucy Chavez-Naupoto	PHONE NUMBER 435 646-4874	TITLE Water Services Technician
SIGNATURE N/A		DATE 1/15/2013

Mechanical Integrity Test Casing or Annulus Pressure Mechanical Integrity Test

U.S. Environmental Protection Agency
Underground Injection Control Program
999 18th Street, Suite 500 Denver, CO 80202-2466

EPA Witness: _____ Date: 01 / 10 / 2013

Test conducted by: Shannon Lozenby

Others present: _____

Well Name: <u>Federal 3-12-9-17</u>	Type: ER SWD	Status: AC TA UC
Field: <u>Greater Monument Butte</u>		
Location: <u>3-12-9-17</u> Sec: <u>12</u> T <u>9S</u> N/S R <u>17</u> E/W County: <u>Uintah</u> State: <u>UT</u>		
Operator: <u>Shannon Lozenby</u>		
Last MIT: _____ / _____ / _____		Maximum Allowable Pressure: _____ PSIG

Is this a regularly scheduled test? Yes No
 Initial test for permit? Yes No
 Test after well rework? Yes No
 Well injecting during test? Yes No If Yes, rate: 0 bpd

Pre-test casing/tubing annulus pressure: 2020 / 1110 psig

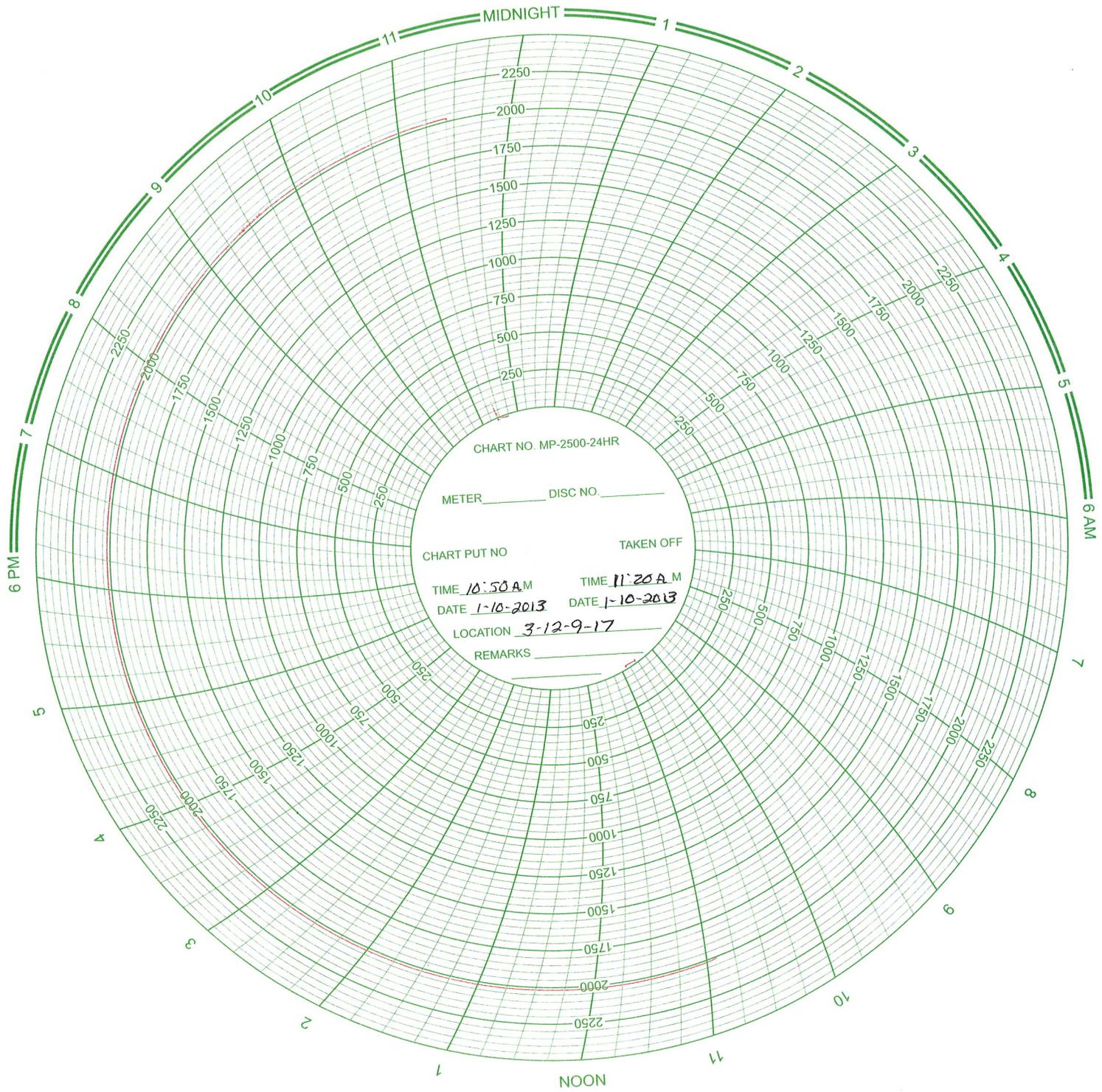
MIT DATA TABLE	Test #1	Test #2	Test #3
TUBING PRESSURE			
Initial Pressure	<u>1110</u> psig	psig	psig
End of test pressure	<u>1110</u> psig	psig	psig
CASING / TUBING ANNULUS PRESSURE			
0 minutes	<u>2020</u> psig	psig	psig
5 minutes	<u>2020</u> psig	psig	psig
10 minutes	<u>2020</u> psig	psig	psig
15 minutes	<u>2020</u> psig	psig	psig
20 minutes	<u>2020</u> psig	psig	psig
25 minutes	<u>2020</u> psig	psig	psig
30 minutes	<u>2020</u> psig	psig	psig
_____ minutes	psig	psig	psig
_____ minutes	psig	psig	psig
RESULT	<input checked="" type="checkbox"/> Pass <input type="checkbox"/> Fail	<input type="checkbox"/> Pass <input type="checkbox"/> Fail	<input type="checkbox"/> Pass <input type="checkbox"/> Fail

Does the annulus pressure build back up after the test? Yes No

MECHANICAL INTEGRITY PRESSURE TEST

Additional comments for mechanical integrity pressure test, such as volume of fluid added to annulus and bled back at end of test, reason for failing test (casing head leak, tubing leak, other), etc.:

Signature of Witness: _____





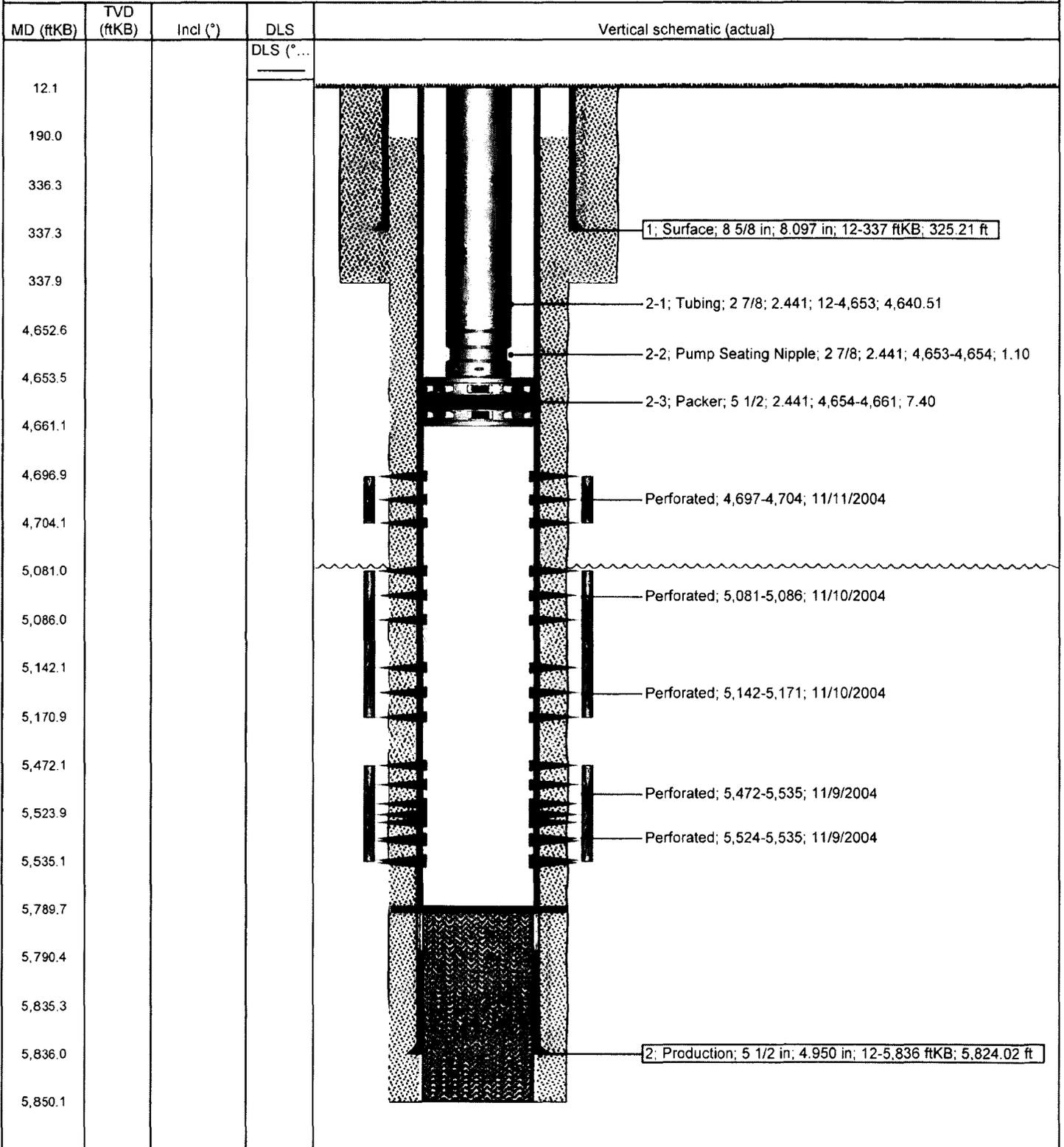
Well Name: Federal 3-12-9-17

43-047-35162

Surface Legal Location 12-9S-17E		API/UWI 43047351620000	Well RC 500151078	Lease	State/Province Utah	Field Name GMBU CTB8	County Uintah
Spud Date 10/4/2004	Rig Release Date 10/22/2004	On Production Date 11/16/2004	Original KB Elevation (ft) 5,056	Ground Elevation (ft) 5,044	Total Depth All (TVD) (ftKB)	PBTD (All) (ftKB) Original Hole - 5,789.7	

Most Recent Job				
Job Category Production / Workover	Primary Job Type Clean-out	Secondary Job Type N/A	Job Start Date 9/10/2014	Job End Date 9/10/2014

TD: 5,850.0 Vertical - Original Hole, 1/14/2016 11:24:04 AM



NEWFIELD



Newfield Wellbore Diagram Data Federal 3-12-9-17

Surface Legal Location 12-9S-17E		API/UWI 43047351620000		Lease	
County Uintah		State/Province Utah		Basin	
Well Start Date 10/4/2004		Spud Date 10/4/2004		Final Rig Release Date 10/22/2004	
Original KB Elevation (ft) 5,056		Ground Elevation (ft) 5,044		Total Depth (ftKB) 5,850.0	
				Total Depth All (TVD) (ftKB) 5,850.0	
				PBTD (ftKB) Original Hole - 5,789.7	

Casing Strings

Csg Des	Run Date	OD (in)	ID (in)	Wt/Len (lb/ft)	Grade	Set Depth (ftKB)
Surface	10/5/2004	8 5/8	8.097	24.00	J-55	337
Production	10/21/2004	5 1/2	4.950	15.50	J-55	5,836

Cement

String: Surface, 337ftKB 10/7/2004

Cementing Company BJ Services Company	Top Depth (ftKB) 12.0	Bottom Depth (ftKB) 338.0	Full Return?	Vol Cement Ret (bbl)
Fluid Description 2% CaCL2 + 1/4#/sk Cello-Flake	Fluid Type Lead	Amount (sacks) 150	Class G	Estimated Top (ftKB) 12.0

String: Production, 5,836ftKB 10/21/2004

Cementing Company BJ Services Company	Top Depth (ftKB) 190.0	Bottom Depth (ftKB) 5,850.0	Full Return?	Vol Cement Ret (bbl)
Fluid Description 10% gel + 3 % KCL, 3#s /sk CSE + 2# sk/koiseal + 1/4#s/sk Cello Flake	Fluid Type Lead	Amount (sacks) 285	Class Premlite II	Estimated Top (ftKB) 190.0
Fluid Description 2% Gel + 3% KCL, .5%EC1, 1/4# sk C F, 2% gel, 3% SM	Fluid Type Tail	Amount (sacks) 375	Class 50/50 POZ	Estimated Top (ftKB) 3,020.0

Tubing Strings

Tubing Description		Run Date			Set Depth (ftKB)		
Item Des	Jts	CD (in)	ID (in)	Wt (lb/ft)	Grade	Len (ft)	Top (ftKB)
Tubing	143	2 7/8	2.441	6.50	J-55	4,640.51	12.0
Pump Seating Nipple		2 7/8	2.441			1.10	4,652.5
Packer		5 1/2	2.441			7.40	4,653.6
							4,661.0

Rod Strings

Rod Description		Run Date			Set Depth (ftKB)		
Item Des	Jts	OD (in)	Wt (lb/ft)	Grade	Len (ft)	Top (ftKB)	Btm (ftKB)

Perforation Intervals

Stage#	Zone	Top (ftKB)	Btm (ftKB)	Shot Dens (shots/ft)	Phasing (°)	Nom Hole Dia (in)	Date
3	D3, Original Hole	4,697	4,704	4	90	0.410	11/11/2004
2	A3, Original Hole	5,081	5,086	4	90	0.410	11/10/2004
2	LODC, Original Hole	5,142	5,171	4	90	0.410	11/10/2004
1	CP1, Original Hole	5,472	5,535	4	90	0.410	11/9/2004
1	CP2, Original Hole	5,524	5,535	4	90	0.410	11/9/2004

Stimulations & Treatments

Stage#	ISIP (psi)	Frac Gradient (psi/ft)	Max Rate (bbl/min)	Max PSI (psi)	Total Clean Vol (bbl)	Total Slurry Vol (bbl)	Vol Recov (bbl)
1	1,485	0.7	25.0	1,698			
2	1,975	0.82	24.9	1,940			
3	2,200	1.0	24.9	2,510			

Proppant

Stage#	Total Prop Vol Pumped (lb)	Total Add Amount
1		Proppant Sand 40000 lb
2		Proppant Sand 109409 lb
3		Proppant Sand 14027 lb