



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF WATER RIGHTS

Michael O. Leavitt
Governor

Robert L. Morgan
Executive Director

Jerry D. Olds
State Engineer

1594 West North Temple, Suite 220
PO Box 146300
Salt Lake City, Utah 84114-6300
(801) 538-7240 telephone
(801) 538-7467 fax
www.nr.utah.gov

November 20, 2002

Ute Oilfield Water Service 49-1667
c/o Michael Wood
P.O. Box 598
Roosevelt, UT 84066

Dear Applicant:

RE: TEMPORARY APPLICATION
NUMBER 49-1667 (T74534)

This is your authority to construct your works under the above reference application and to divert the water for the uses described.

While this approved application does give you our permission to divert and use water, it does not grant easements through public or private lands in order to gain access to the source nor to convey the water to the place of use, nor does this approval eliminate the need for such other permits as may be required by this Division or any other agency in implementing your diversion.

This application will expire November 30, 2005, and it is expected that no diversion or use of the water will be done after that date unless another proposal has been made and approved.

Your contact with this office, should you need it, is with the Vernal Regional Office. The telephone number is (435)781-5327.

Sincerely,

Jerry D. Olds, P.E.
State Engineer

JDO:et

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

Marc T. Eckels, Vice President

September 30, 2003

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

RE: Application for Permit to Drill:

North Hill Creek 2-12-15-20
nwne Sec. 12-T15S-R20E
Uintah County

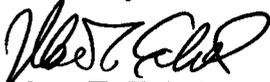
Dear Ms. Cordova:

Enclosed please find three copies of the APD for the above-captioned well on Ute Indian lands. This well will be drilled on a lease earned under the terms of our Exploration and Development Agreement with the Ute Indian Tribe and the Ute Distribution Corporation (14-20-H62-4917), which includes a provision for a *Mineral Access Permit* and R-O-W from the BIA. These have been applied for. Water for drilling will come from existing wells in the field and from Willow Creek at Santio Crossing. Water may also come from a water well to be drilled in swse Section 3. It will be hauled by the Ute Oilfield Water Service under their filing with the State (attached).

This well is the next priority in our drilling program. We were drilling on the NHC 1-6 at 11,224' this morning.

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

Sincerely,


Marc T. Eckels

Cc: BIA - 1
BLM - 3

RECEIVED

OCT 03 2003

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

001

APPLICATION FOR PERMIT TO DRILL OR REENTER

5. Lease Serial No.
14-20-H62-5001

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

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

8. Lease Name and Well No. North
Hill Creek 2-12-15-20

9. API Well No.
43-047-35283

10. Field and Pool, or Exploratory
~~Exploratory~~ Flat Rock

11. Sec., T., R., M., or Blk. and Survey or Area
Sec. 12-T15S-R20E,
SLB&M

12. County or Parish
Uintah

13. State
UT

1a. Type of Work: DRILL REENTER

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

2. Name of Operator
Wind River Resources Corporation

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

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

4. Location of Well (Report location clearly and in accordance with any State requirements. *)
At surface 1,027' FNL & 1,635' FEL (NWNE) Sec. 12-T15S-R20E
At proposed prod. zone same 4376469Y 39.53162
418289X - 109.62365

14. Distance in miles and direction from nearest town or post office*

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any)
1,027'

16. No. of Acres in lease
640

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.
2,675'

19. Proposed Depth
12,500'

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

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
7,205' (GL) / 7,229' (KB)

22. Approximate date work will start*
10-10-03 or ASAP

23. Estimated duration
30 days

24. Attachments

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

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

25. Signature *Marc T. Eckels* Name (Printed/Typed) Marc T. Eckels Date 9-30-03

Title Vice President

Approved by (Signature) *Bradley G. Hill* Name (Printed/Typed) BRADLEY G. HILL Date 10-16-03

Title ENVIRONMENTAL SCIENTIST-III DIV. OF OIL, GAS & MINING

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.

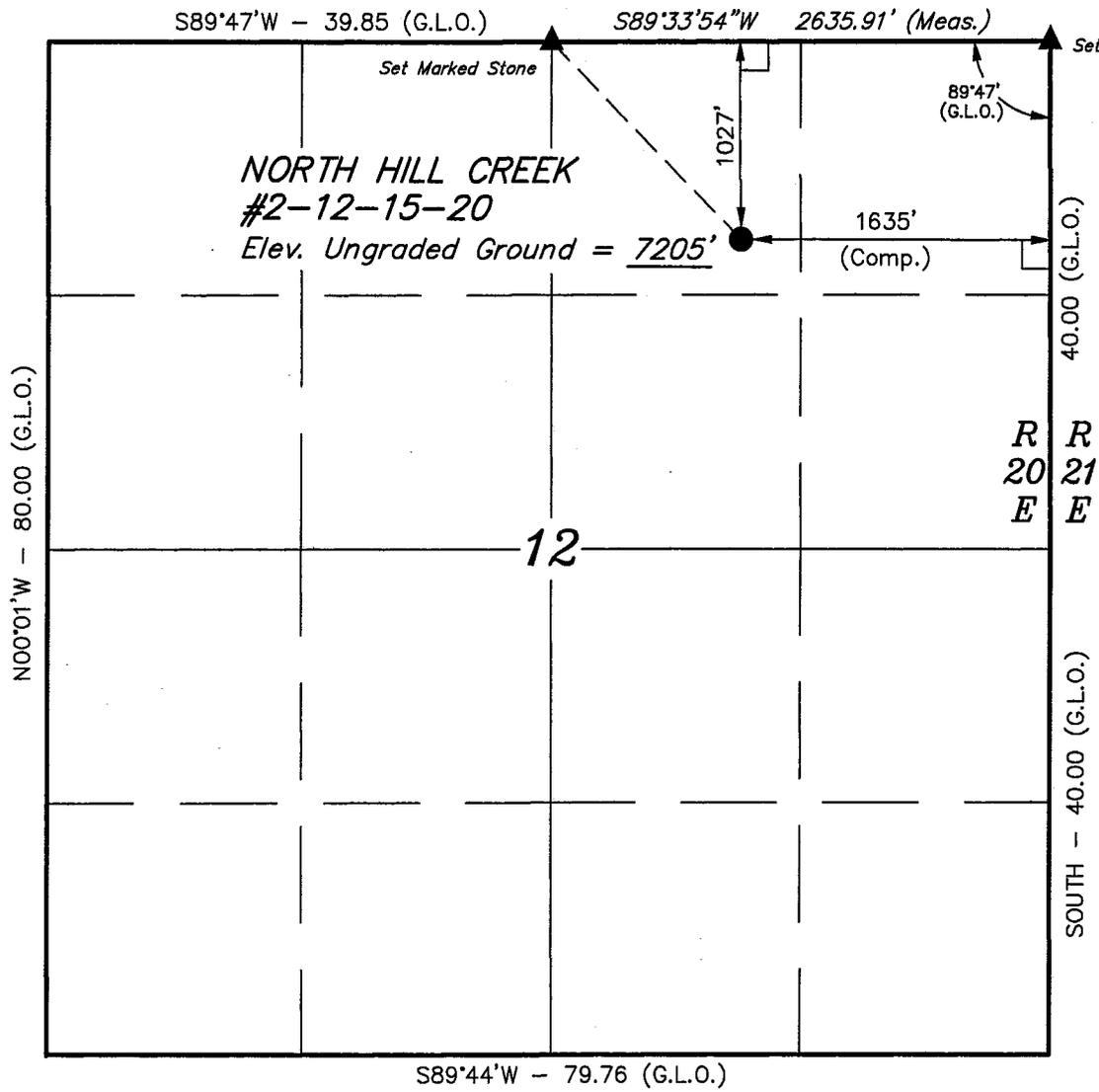
Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*(Instructions on reverse)

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

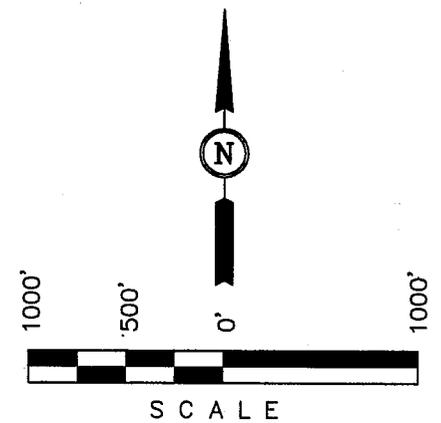
WIND RIVER RESOURCES CORP.

Well location, NORTH HILL CREEK #2-12-15-20, located as shown in the NW 1/4 NE 1/4 of Section 12, T15S, R20E, S.L.B.&M. Uintah County, Utah.



BASIS OF ELEVATION

BENCH MARK 60 WF LOCATED IN THE SW 1/4 OF SECTION 35, T15S, R20E, S.L.B.&M. TAKEN FROM THE FLAT ROCK MESA QUADRANGLE, UTAH, UINTAH COUNTY 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 7363 FEET.



CERTIFICATE

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

No. 161319
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

BASIS OF BEARINGS

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

(AUTONOMOUS NAD 83)
 LATITUDE = 39°31'53.62" (39.531561)
 LONGITUDE = 109°37'27.22" (109.624228)

LEGEND:

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

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

SCALE 1" = 1000'	DATE SURVEYED: 09-03-03	DATE DRAWN: 09-07-03
PARTY K.K. B.J. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE WIND RIVER RESOURCES CORP.	

RECEIVED FILING FOR WATER IN THE STATE OF UTAH

OCT 10 2002

Rec. by JS
 Fee Rec. 75⁰⁰ Cash
 Receipt # 02-04053
 CK# 118034

WATER RIGHTS APPLICATION TO APPROPRIATE WATER VERNAL

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

WATER RIGHT NUMBER: 49 - 1667

APPLICATION NUMBER: T74534

1. OWNERSHIP INFORMATION:

LAND OWNED? No

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

B. PRIORITY DATE: October 10, 2002

FILING DATE: October 10, 2002

2. SOURCE INFORMATION:

A. QUANTITY OF WATER: 5.0 acre-feet

B. SOURCE: Willow Creek

COUNTY: Uintah

C. POINT OF DIVERSION -- SURFACE:

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

D. COMMON DESCRIPTION: 45 SW of Vernal

3. WATER USE INFORMATION:

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

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

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

5. EXPLANATORY:

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

RECEIVED
 OCT 23 2002
 WATER RIGHTS
 SALT LAKE

**DRILLING PLAN
WIND RIVER RESOURCES CORP.
NORTH HILL CREEK 2-12-15-20**

1. Estimated Formation Tops (Depth from Surface):

Green River @ Surface

Wasatch = 2,160' - Oil and/or gas anticipated at +/- 2,800' and below

Mesaverde = 4,455' - Gas

Castlegate Sandstone = 6,070' - Gas

Mancos Shale = 6,310' - Gas

Dakota Sandstone = 10,090' - Gas

Cedar Mountain = 10,300' - Gas

Morrison = 10,485' - Gas

Curtis = 11,060'

Entrada Sandstone = 11,235' - Gas

Carmel = 11,435'

Wingate = 11,670' - Gas

Chinle = 11,960'

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

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

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

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

3. Auxiliary Equipment:

Kelly Cock – Yes

Float Sub at Bit – No

Mud Logger & Instrumentation– Yes

Full-opening Safety Valve on Rig Floor – Yes

Rotating Head – No

4. Casing Program*:

	Setting Depth	Hole Size	Casing O.D.	Grade	Weight/Ft.
Conductor	60'	20"	16"	Contractor	0.250" wall
Surface	2,200'	12-1/4"	9-5/8"	K-55	36.00# (new)
Production	0'-12,500'	7-7/8"	5-1/2"	HCP-110	17# (new)

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

5. Cement Program:

Conductor – 0-60'

Ready Mix to surface

Surface Casing – 0 – 2,200'

Lead: 380 sx HiFill w/ 0.125 lbm/sk Poly-E-Flake

Tail: 200 sx Premium AG 300 (Class G) w/ 2% CaCl & 0.125lbm/sk Poly-E-Flake

100% excess

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

Cement Characteristics:

Lead

Yield = 3.12 cu ft per sk

Slurry Weight = 11.6 ppg

Compressive Strength = 500 psi (24 hrs

@ 80 degrees F)

Tail

Yield = 1.17 cu ft per sk

Slurry Weight = 15.8 ppg

Compressive Strength = 3,000 psi (24 hrs

@ 80 degrees F)

Production Casing – 0' - 12,500'

Lead: 440 sx 50:50 Pozmix w/ 5 lbm/sk Silicalite, 0.3% Diacel LWL, 20% SSA-1, 1.5% Zonesealant 2000, 0.1% Versaset, foamed to 9 ppg w/ nitrogen

Tail: 260sx 50:50 Pozmix w/ 5 lbm/sk Silicalite, 0.3% Diacel LWL, 20% SSA-1, 1.5% Zonesealant 2000, 0.1% Versaset, foamed to 11 ppg w/ nitrogen

Tail: 60 sx 50:50 Pozmix w/ 5 lbm/sk Silicalite, 0.3% Diacel LWL, 20% SSA-1, 1.5% Zonesealant 2000, 0.1% Versaset, not foamed

Shoe Slurry: 10 sx 50:50 Pozmix w/ 5 lbm/sk Silicalite, 0.3% Diacel LWL, 20% SSA-1, 1.5% Zonesealant 2000, 0.1% Versaset, not foamed

15% calculated excess, actual volumes to be based on caliper log and drilling experience

Cement Characteristics: Yield = 1.47 cu ft per sk
Slurry Weight (Lead-foamed) = 9.0 ppg
Slurry Weight (Tail-foamed) = 11.0 ppg
Slurry Weight (not foamed) = 14.3 ppg
Compressive Strength = 1,125 psi
(24 hrs @ 140 degrees F)
= 1,500 psi
(7 days @ 140 degrees F)

6. Testing, Logging, Coring:

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

7. Drilling Fluids:

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

8. Abnormal Pressures and Hazards:

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

SURFACE USE PLAN WIND RIVER RESOURCES

NORTH HILL CREEK 2-12-15-20

1. Existing Roads:

- A. Topographic Map "A" shows the vicinity of the well, including a portion of the Agency Draw-Flat Rock Mesa Road. This road is reached from Ouray, Utah, by following the Seep Ridge Road south to Buck Canyon; taking the Buck Canyon Road west to the Willow Creek Road; then north on the Willow Creek Road to Santio Crossing, which is at the junction of the Willow Creek Road and the Agency Draw Road.
- B. Topographic Map "B" shows the point approximately 50 miles south of Ouray where the access road to the well departs from the Flat Rock Mesa Road, known locally as the Weaver Road. Beyond this point the access road consists of 4.1 miles of existing road.
- C. The 4.1 miles of the existing road was upgraded with a shale surface to allow heavy traffic for the drilling of previous wells. The shale material was hauled from a pit located in Section 32-T13S-R21E, leased to the operator by SITLA. The shale road surface has proved very durable and the operator will apply a similar shale surface to the location and access road.

2. Planned Access Road:

Refer to Topographic Map "B".

- A. Length of new road will be approximately 0.15 mile.
- B. The right-of-way width is 30' (15' on either side of the centerline) with a 20-foot wide running surface.
- C. Maximum grade will be less than 2%.
- D. No turn-outs are planned.

- E. The new road will be crowned, ditched and dipped to provide adequate drainage.
 - F. No culverts will be used.
 - G. Surface material will be shale native to the area or hauled in from the pit in Section 32-T13S0R21E.
 - H. No gates or cattleguards will be needed. Nor will any existing facilities be modified.
 - I. The proposed road was flagged when the location was staked.
 - J. The authorized officer will be contacted at least 24 hours in advance of commencement of construction of the access road and well pad.
3. Location of Existing Wells:
- The nearest well is the operator's NHC 11-12-15-20, located approximately 2,675' southwest of the proposed well location.
4. Location of Existing and/or proposed Facilities:
- There are no existing facilities on the proposed well pad. All proposed facilities will be contained within the proposed location site (see attached "Location Layout"). Topographic Map "C" shows the proposed route for a gas line, to be co-located in the access road right-of-way, and connecting to the operator's previously permitted 4" or 12" line in the SENE of Section 12 or to the Comet pipeline in the SESE Section 34-T14S-R20E. The operator has an existing corridor right-of-way along the entire pre-existing road.
- The operator will submit information concerning proposed on and off well pad facilities once production has been established by applying for approval of subsequent operations.
5. Location and Type of Water Supply:
- A. Some produced water from existing wells will be used for drilling. Fresh water will be taken at a point of diversion at Santio Crossing from Willow Creek in the SESE Section 29-T12S-R21E, SLB&M. This water will be taken under the terms of the Ute Oilfield Water Service's state

filing. Water will be taken from the operator's permitted water well in SWSE Sec. 3, as soon as well is completed.

- B. Water will be transported by truck on the Agency Draw and Flat Rock Mesa roads.

6. Source of Construction Materials:

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

7. Methods for Handling Waste Disposal

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

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

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

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

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

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

8. Ancillary Facilities:

No airstrips will be built. Mobile living quarters and office facilities for supervisors, geologists, mud engineer, mud loggers and air compressor personnel will be confined to the drilling location as shown on the "Location Layout" diagram. The drilling crew will be housed in the pre-existing camp located at the North Hill Creek 6-11-15-20, approximately 1.3 miles to the west.

9. Well Site Layout:

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

10. Plans for Restoration of the Surface:

- A. Producing well location
 - i. Immediately upon well completion the location and surrounding area will be cleared of all unused tubing, equipment, debris, materials, trash and junk not required for production.
 - ii. Immediately upon well completion any hydrocarbons on the reserve pit will be removed and disposed of properly.
 - iii. The reserve pit and that portion of the location not needed for production facilities/operations will be re-contoured to the approximate natural contours. The reserve pit will be reclaimed within 90 days of the date of well completion, or as soon thereafter as is practical. Before any dirt work takes place, the reserve pit must be completely dry and all cans, barrels, pipe,

etc, removed. The liner will be perforated and torn prior to backfilling.

- iv. Access roads will be graded and maintained to prevent erosion and accommodate year-round traffic.
- v. All disturbed areas not needed for operations will be seeded with the mixture required by the BIA in the manner specified by the BIA.

B. Dry Hole/Abandoned Location

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

11. Surface Ownership:

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

12. Additional Information:

- A. The operator will inform all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, the operator will immediately stop work that might further disturb such materials, and will inform the assigned monitor and the authorized officer (AO) at the BIA. Within five working days the AO will inform the operator as to:
 - Whether the materials appear to be eligible for the National Register of Historic Places;
 - The mitigation measures the operator will likely have to undertake before the site can be used (assuming in situ preservation is not necessary); and
 - A time frame for the AO to complete an expedited review under 36 CFR 900.11 to confirm, through the State Historic Preservation Officer, that the findings of the AO are correct and that mitigation is appropriate.

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

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

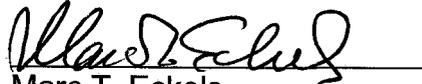
13. Lessee's or Operator's Representative and Certification:

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

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

Please be advised that Wind River Resources Corporation is considered to be the operator of the North Hill Creek 2-12-15-20 well (Ute Tribal); NWNE Section 12-T15S-R20E; Oil & Gas Lease 14-20-H62-5001; Uintah County, Utah; and is responsible for the operations conducted upon the leased lands. Bond coverage is provided by Zions Bank SB-509795.

September 30, 2003
Date


Marc T. Eckels
Vice President

The onsite inspection for this well was conducted on September 17, 2003.

Participants in the onsite inspection were:

Alvin Ignacio, Ute Indian Tribe EMRD
Manuel Myore, BIA
Greg Darlington, BLM
Marc Eckels, Wind River Resources Corp.
Bob Chapoose & Bob Prather, Bear Paw Const. & Consulting

RECEIVED FILING FOR WATER IN THE STATE OF UTAH

OCT 10 2002

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

WATER RIGHTS APPLICATION TO APPROPRIATE WATER VERNAL

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

WATER RIGHT NUMBER: 49 - 1667

APPLICATION NUMBER: T74534

1. OWNERSHIP INFORMATION:

LAND OWNED? No

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

B. PRIORITY DATE: October 10, 2002

FILING DATE: October 10, 2002

2. SOURCE INFORMATION:

A. QUANTITY OF WATER: 5.0 acre-feet

B. SOURCE: Willow Creek

COUNTY: Uintah

C. POINT OF DIVERSION -- SURFACE:

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

D. COMMON DESCRIPTION: 45 SW of Vernal

will be renewed before expiration

3. WATER USE INFORMATION:

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

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

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

5. EXPLANATORY:

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

WIND RIVER RESOURCES CORP.
NORTH HILL CREEK #2-12-15-20
 LOCATED IN UINTAH COUNTY, UTAH
 SECTION 12, T15S, R20E, S.L.B.&M.

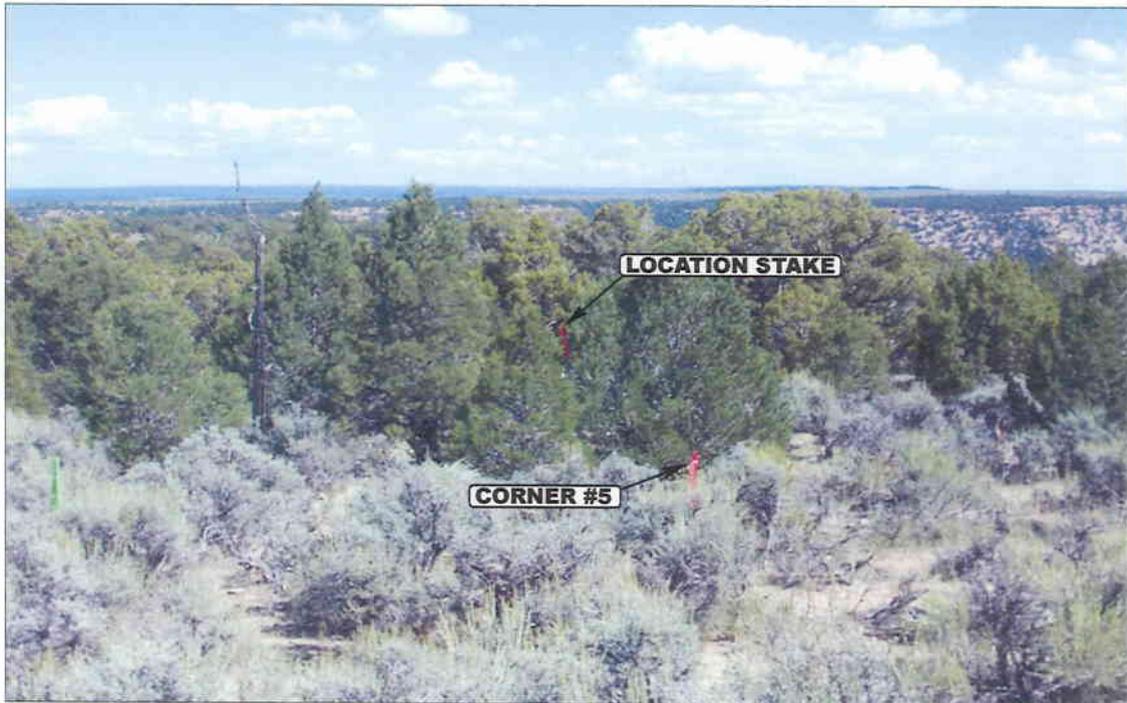


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: SOUTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

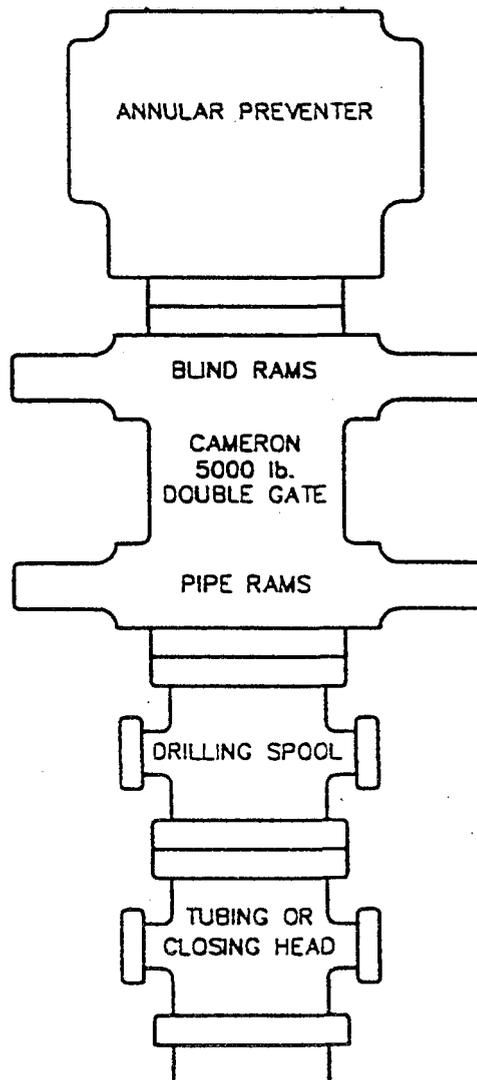
CAMERA ANGLE: WESTERLY



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

LOCATION PHOTOS	09	10	03	PHOTO
	MONTH	DAY	YEAR	
TAKEN BY: K.K.	DRAWN BY: P.M.	REVISED: 00-00-00		

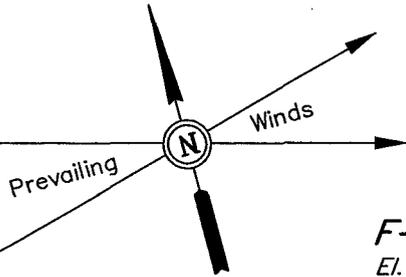
CLASS III BLOWOUT PREVENTER STACK



WIND RIVER RESOURCES CORP.

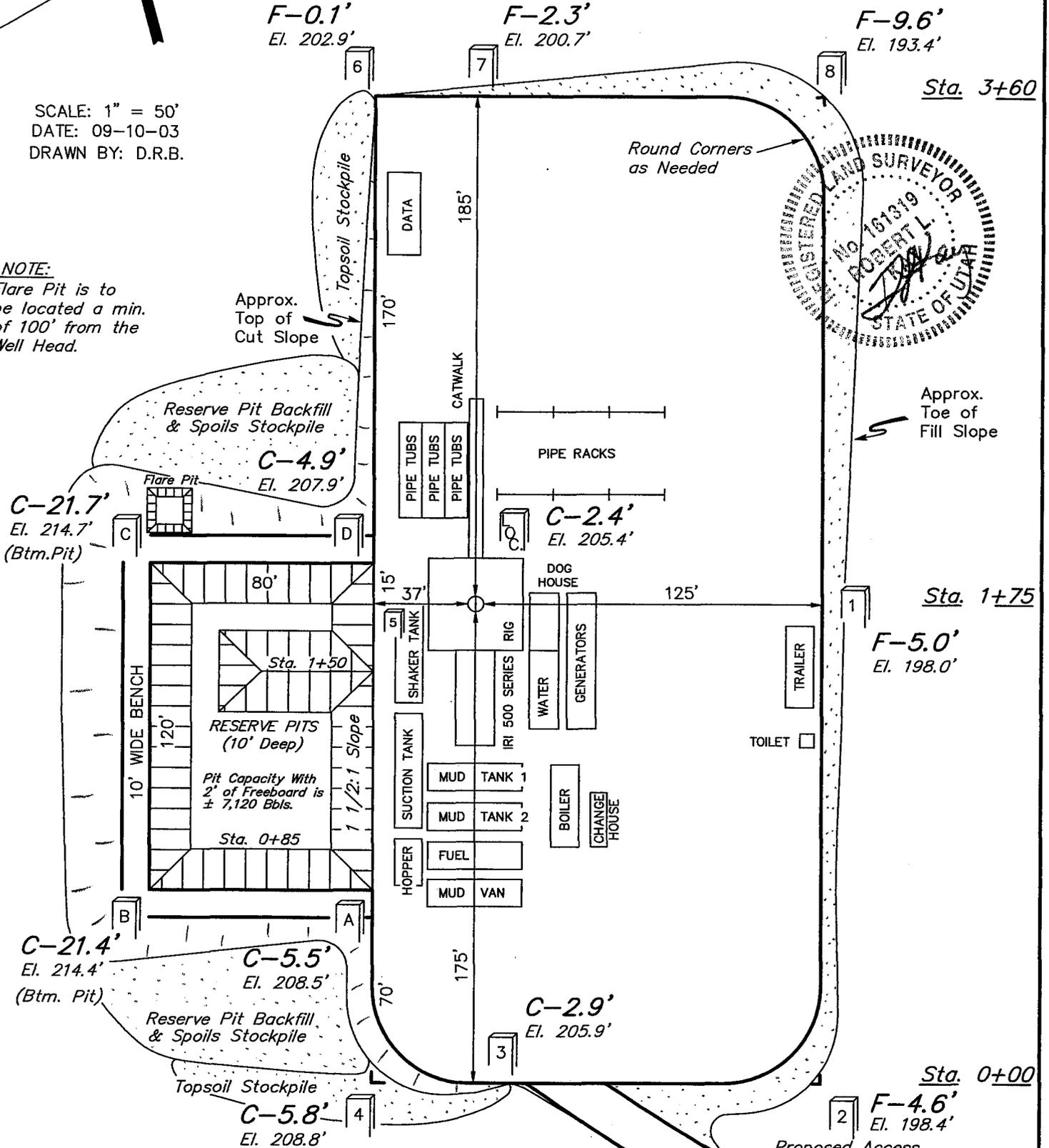
LOCATION LAYOUT FOR

NORTH HILL CREEK #2-12-15-20
SECTION 12, T15S, R20E, S.L.B.&M.
1027' FNL 1635' FEL



SCALE: 1" = 50'
DATE: 09-10-03
DRAWN BY: D.R.B.

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



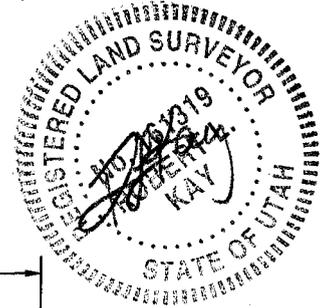
Elev. Ungraded Ground at Location Stake = 7205.4'
Elev. Graded Ground at Location Stake = 7203.0'

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

WIND RIVER RESOURCES CORP.

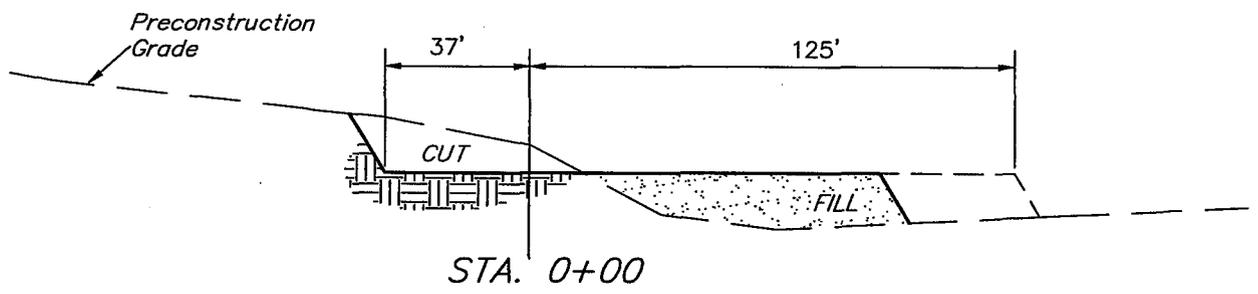
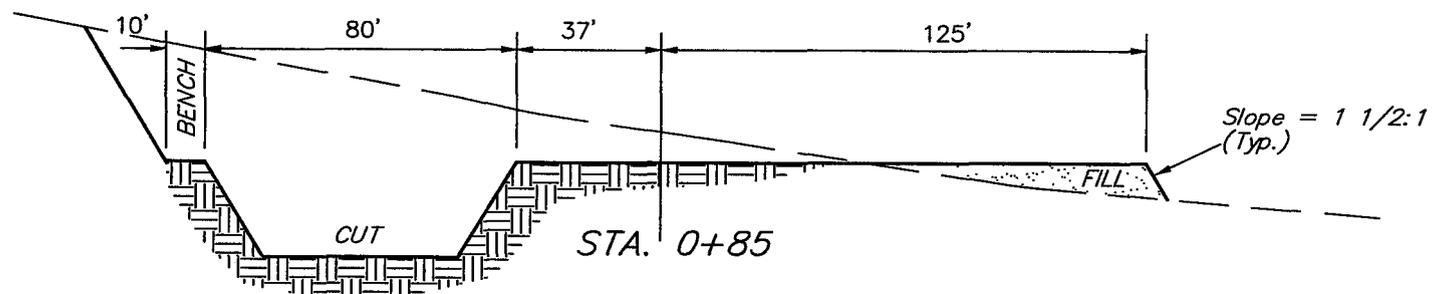
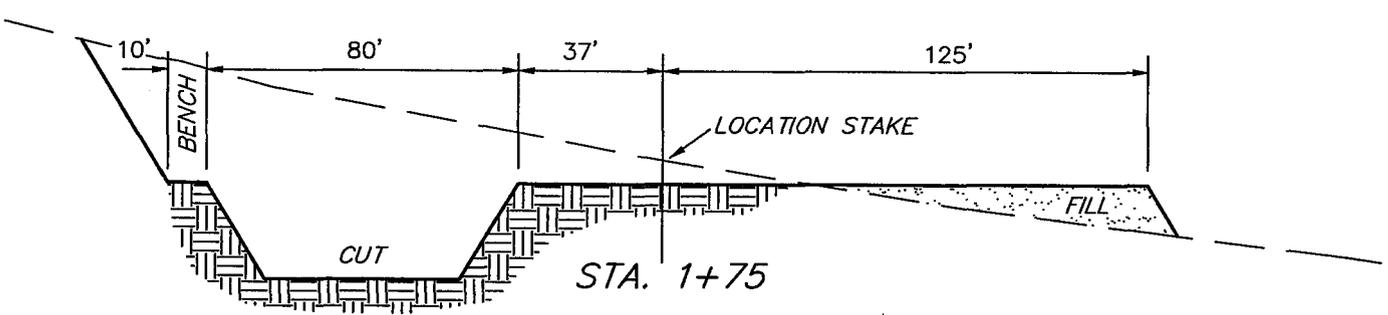
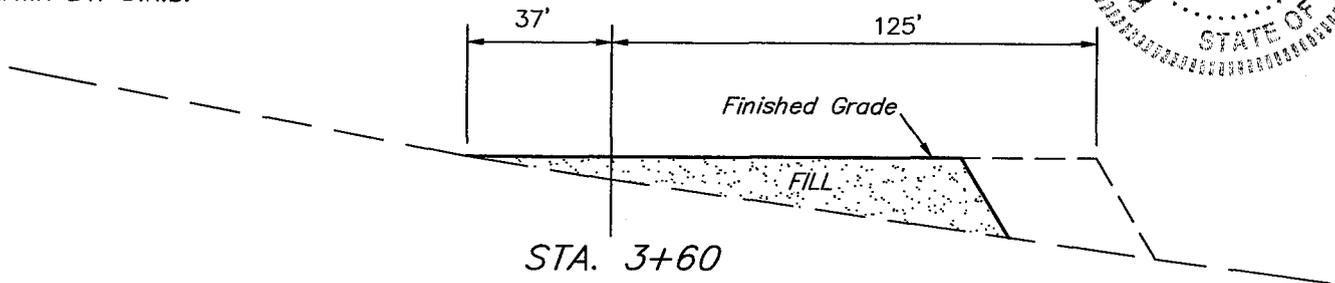
TYPICAL CROSS SECTIONS FOR

NORTH HILL CREEK #2-12-15-20
SECTION 12, T15S, R20E, S.L.B.&M.
1027' FNL 1635' FEL



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

DATE: 09-10-03
DRAWN BY: D.R.B.

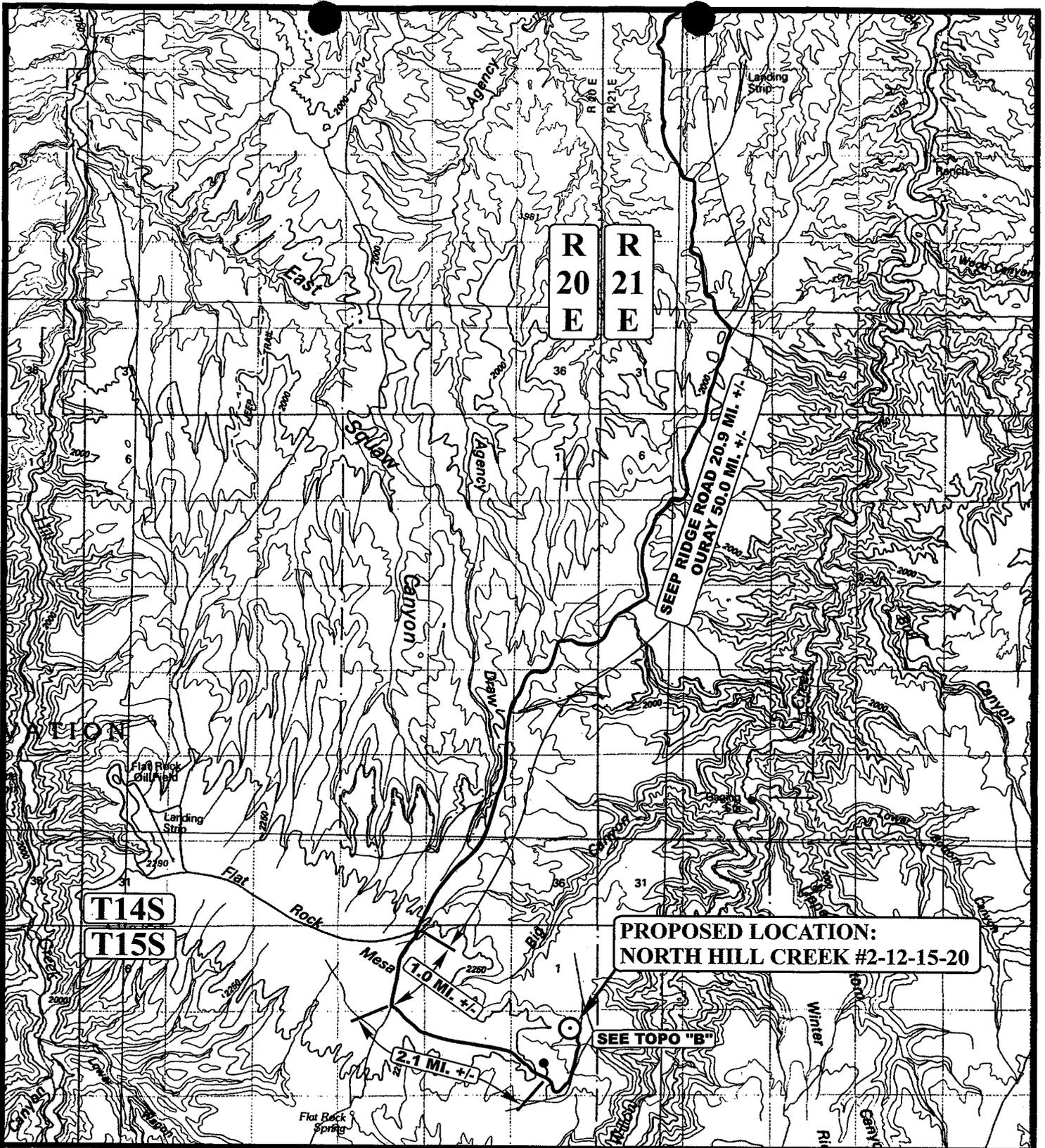


APPROXIMATE YARDAGES

CUT	
(12") Topsoil Stripping	= 2,630 Cu. Yds.
Remaining Location	= 8,300 Cu. Yds.
TOTAL CUT	= 10,930 CU.YDS.
FILL	= 6,910 CU.YDS.

EXCESS MATERIAL AFTER 5% COMPACTION	= 3,660 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 3,660 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 0 Cu. Yds.

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85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017



LEGEND:

⊙ PROPOSED LOCATION



WIND RIVER RESOURCES CORP.

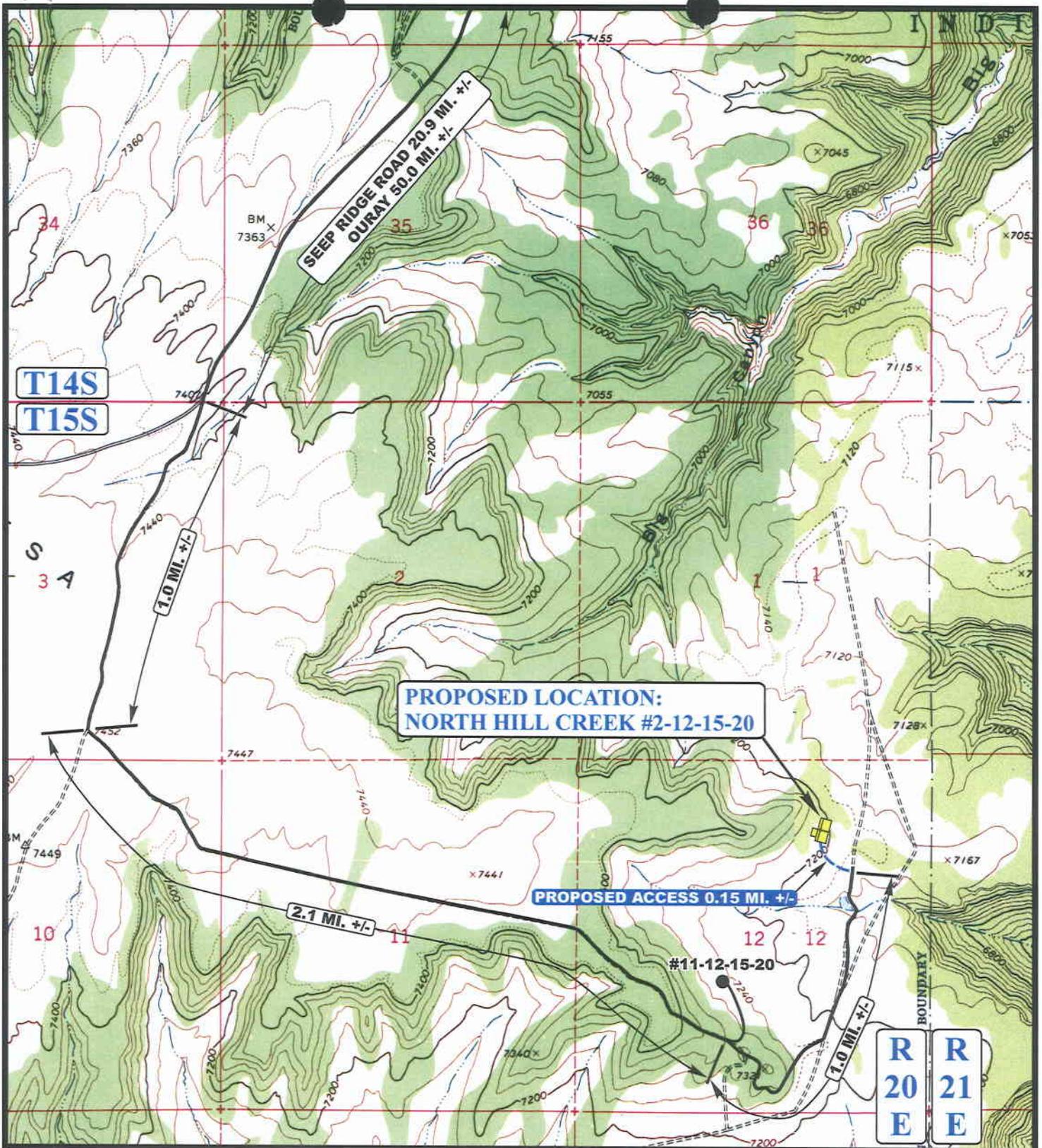
NORTH HILL CREEK #2-12-15-20
 SECTION 12, T15S, R20E, S.L.B.&M.
 1027' FNL 1635' FEL



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

TOPOGRAPHIC MAP
 09 10 03
 MONTH DAY YEAR
 SCALE: 1:100,000 DRAWN BY: P.M. REVISED: 00-00-00





LEGEND:

- EXISTING ROAD
- PROPOSED ACCESS ROAD



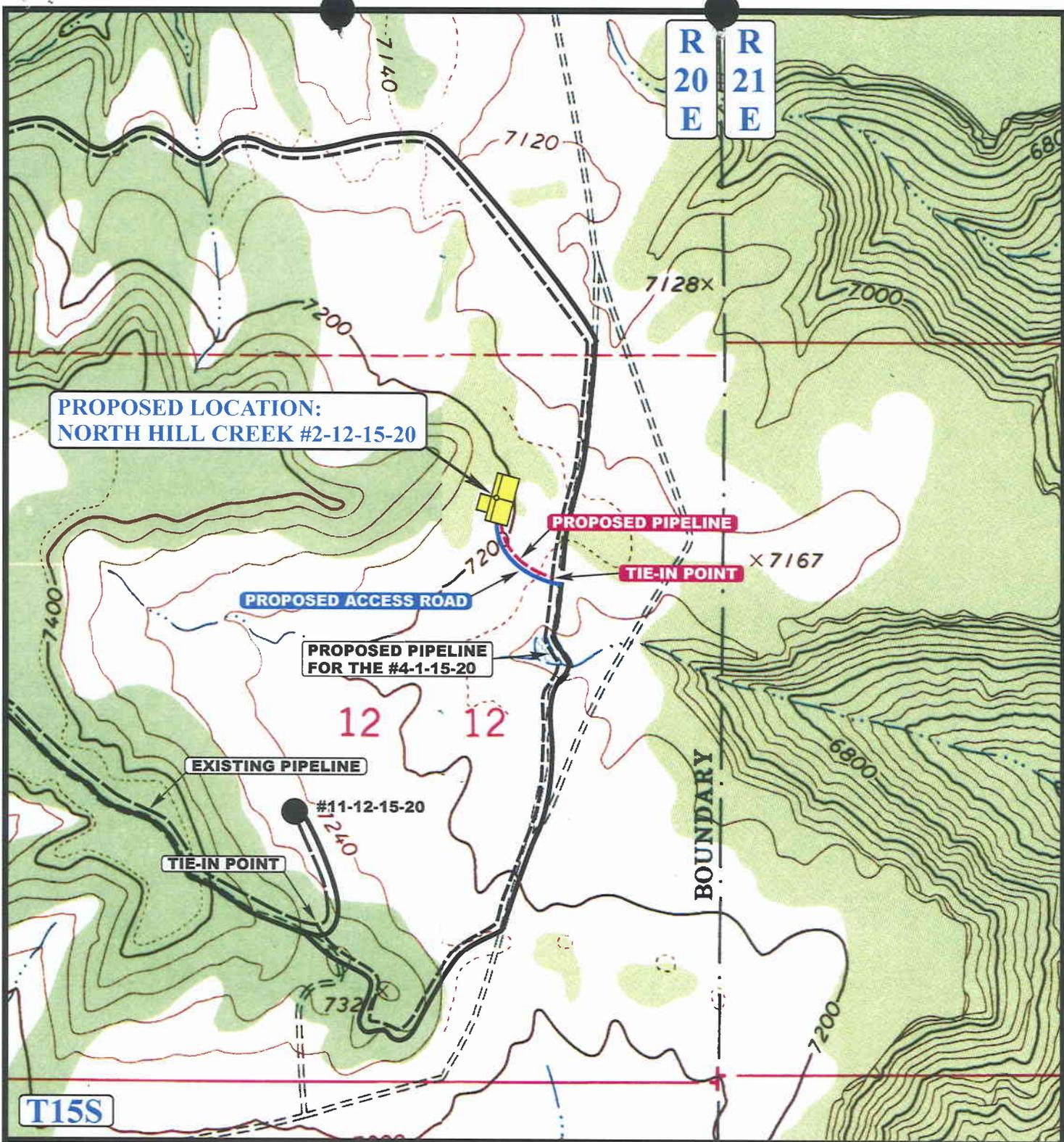
WIND RIVER RESOURCES CORP.

NORTH HILL CREEK #2-12-15-20
SECTION 12, T15S, R20E, S.L.B.&M.
1027' FNL 1635' FEL

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

TOPOGRAPHIC MAP **09 10 03**
 MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: P.M. REVISED: 00-00-00





**PROPOSED LOCATION:
NORTH HILL CREEK #2-12-15-20**

PROPOSED PIPELINE

TIE-IN POINT

x7167

PROPOSED ACCESS ROAD

**PROPOSED PIPELINE
FOR THE #4-1-15-20**

EXISTING PIPELINE

#11-12-15-20

TIE-IN POINT

BOUNDARY

T15S

APPROXIMATE TOTAL PIPELINE DISTANCE = 600' +/-

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING PIPELINE
-  PROPOSED PIPELINE

WIND RIVER RESOURCES CORP.

**NORTH HILL CREEK #2-12-15-20
SECTION 12, T15S, R20E, S.L.B.&M.
1027' FNL 1635' FEL**

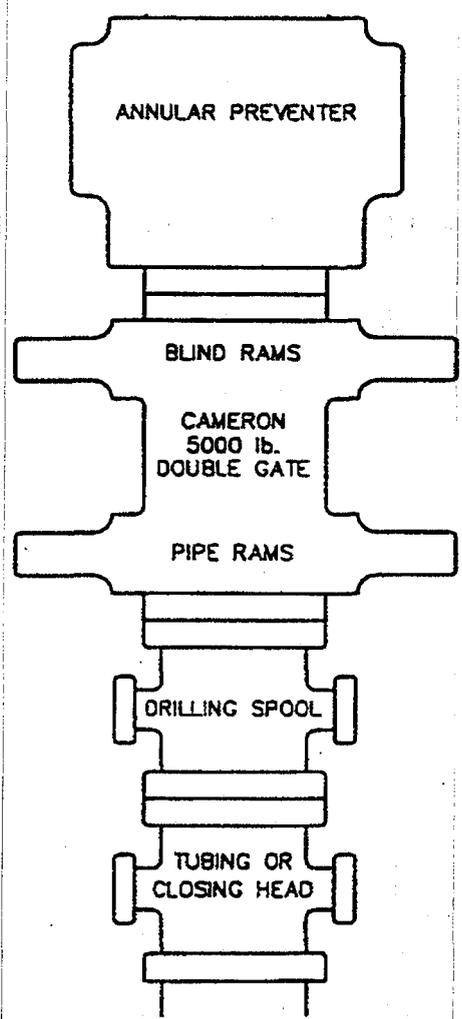


Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP 09 10 03
MONTH DAY YEAR
SCALE: 1" = 1000' DRAWN BY: P.M. REVISED: 00-00-00



CLASS III BLOWOUT PREVENTER STACK



**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

004

APD RECEIVED: 10/03/2003

API NO. ASSIGNED: 43-047-35283

WELL NAME: N HILL CREEK 2-12-15-20
 OPERATOR: WIND RIVER RESOURCES (N1850)
 CONTACT: MARC ECKELS

PHONE NUMBER: 435-722-2546

PROPOSED LOCATION:

NWNE 12 150S 200E
 SURFACE: 1027 FNL 1635 FEL
 BOTTOM: 1027 FNL 1635 FEL
 UINTAH
 FLAT ROCK (600)

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

LEASE TYPE: 2 - Indian
 LEASE NUMBER: 14-20-H62-5001
 SURFACE OWNER: 2 - Indian

LATITUDE: 39.53162

PROPOSED FORMATION: WINGT

LONGITUDE: 109.62365

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[] Ind[2] Sta[] Fee[]
(No. SB-509795)
- N Potash (Y/N)
- N Oil Shale 190-5 (B) or 190-3 or 190-13
Water Permit
(No. 49-11667)
- N RDCC Review (Y/N)
(Date: _____)
- NA Fee Surf Agreement (Y/N)

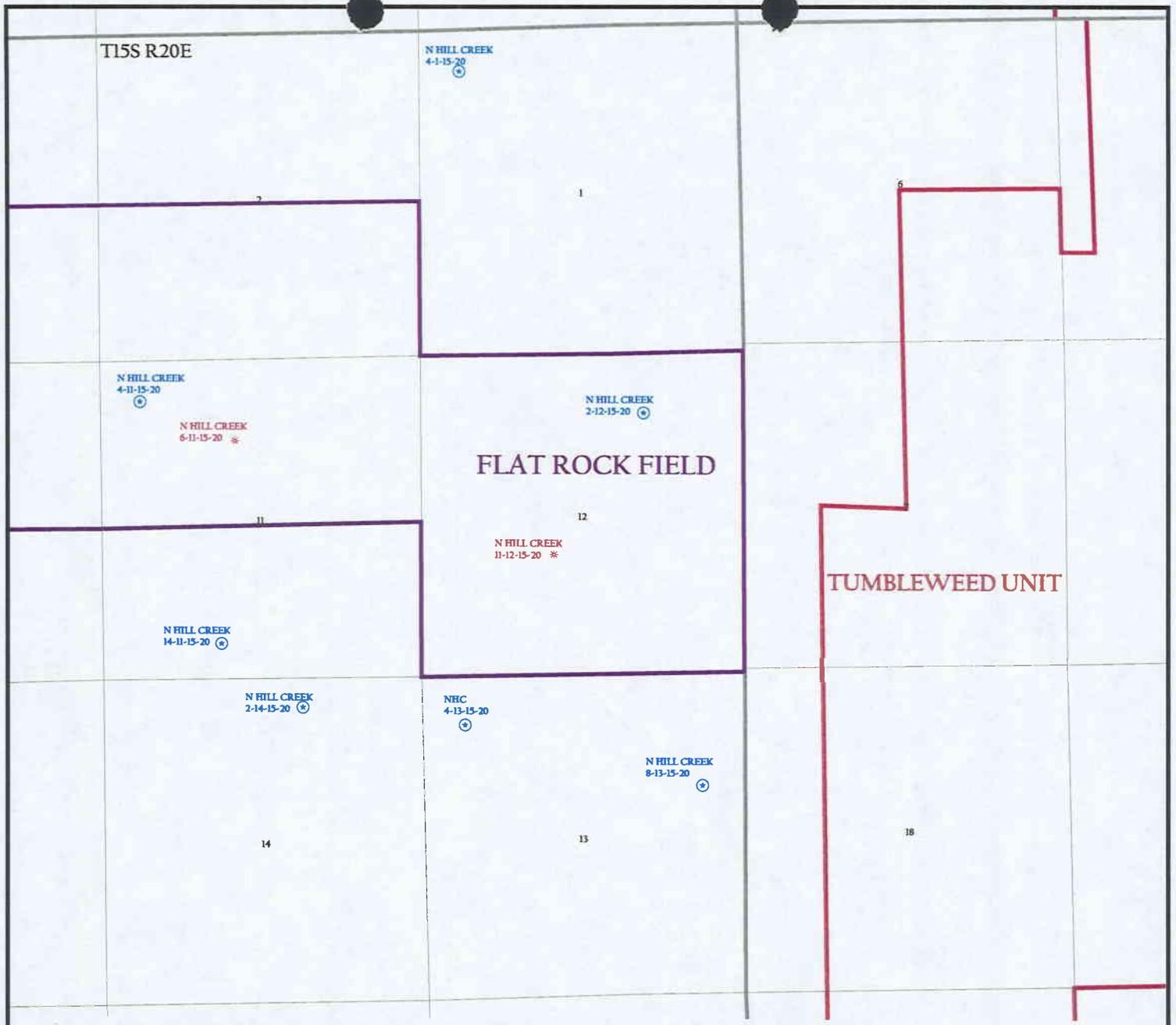
LOCATION AND SITING:

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

COMMENTS: _____

STIPULATIONS: 1-Federal approval

2-Spacing stip



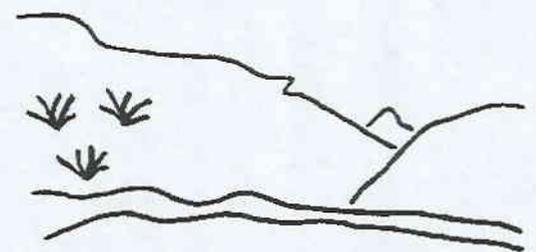
OPERATOR: WIND RIVER RES CORP (N1850)

SEC. 12 T.15S, R.20E

FIELD: FLAT ROCK (600)

COUNTY: UINTAH

SPACING: R649-3-3 / EXCEPTION LOCATION



Utah Oil Gas and Mining

Wells

- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL

Unit Status

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

Field Status

- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED



PREPARED BY: DIANA WHITNEY
DATE: 15-OCTOBER-2003

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

Marc T. Eckels, Vice President

October 15, 2003

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

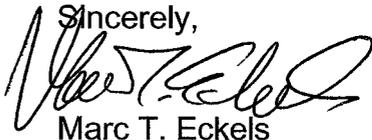
RE: Location Exception for:
North Hill Creek 2-12-15-20
1,027' FNL & 1,635' FEL (nwne)
Section 12-T15S-R20E
Uintah County, Utah

Dear Ms. Whitney:

Wind River Resources hereby requests a location exception for the North Hill Creek 2-12-15-20. The exception is needed for three reasons. First, the well is being drilled to test a 3-D seismic anomaly of limited areal extent. It cannot be drilled in the 400' "window" because of a combination of topographic considerations and the need to avoid an archaeological site at the request of the Ute Indian Tribe. This well is to be located on minerals held in trust by the United States for the Ute Indian Tribe and leased to Wind River Resources. There are no other mineral or surface owners within 460 feet in any direction. All of Section 12 is included in our lease number 14-20-H62-5001.

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

Sincerely,



Marc T. Eckels

RECEIVED
OCT 16 2003
DIV. OF OIL, GAS & MINING



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

October 16, 2003

Wind River Resources Corporation
Rt. #3, Box 3010
Roosevelt, UT 84066

Re: North Hill Creek 2-12-15-20 Well, 1027' FNL, 1635' FEL, NW NE, Sec. 12, T. 15 South, R. 20 East, Uintah County, Utah

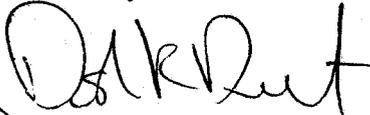
Gentlemen:

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

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 43-047-35283.

Sincerely,


(for) John R. Baza
Associate Director

pab
Enclosures

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

Operator: Wind River Resources Corporation
Well Name & Number North Hill Creek 2-12-15-20
API Number: 43-047-35283
Lease: 14-20-H62-5001

Location: NW NE **Sec.** 12 **T.** 15 South **R.** 20 East

Conditions of Approval

1. General

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

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

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

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

- Contact Dan Jarvis at (801) 538-5338

3. Reporting Requirements

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

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

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

006

APPLICATION FOR PERMIT TO DRILL OR REENTER

5. Lease Serial No.
14-20-H62-5001

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

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		OCT - 1 2003		7. If Unit or CA Agreement, Name and No. N/A
1b. Type of Well: <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		<input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		8. Lease Name and Well No. North Hill Creek 2-12-15-20
2. Name of Operator Wind River Resources Corporation				9. API Well No. 43-047-35283
3a. Address Route 3 Box 3010 Roosevelt, UT 84066		3b. Phone No. (include area code) 435-722-2546		10. Field and Pool, or Exploratory Exploratory
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface 1,027' FNL & 1,635' FEL (NWNE) Sec. 12-T15S-R20E At proposed prod. zone same				11. Sec., T., R., M., or Blk. and Survey or Area Sec. 12-T15S-R20E, SLB&M
14. Distance in miles and direction from nearest town or post office*			12. County or Parish Uintah	13. State UT
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig, unit line, if any) 1,027'		16. No. of Acres in lease 640	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. 2,675'		19. Proposed Depth 12,500'	20. SB /BIA Bond No. on file Zions Bank SB-509795	
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 7,205' (GL) / 7,229' (KB)		22. Approximate date work will start* 10-10-03 or ASAP	23. Estimated duration 30 days	
24. Attachments				

RECEIVED
OCT 21 2003

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 a ~~SB~~ BIA 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.

DIV. OF OIL, GAS & MINING

25. Signature 	Name (Printed/Typed) Marc T. Eckels	Date 9-30-03
Title Vice President		
Approved by (Signature) 	Name (Printed/Typed) Howard D. Leavitt	Date 10/17/2003
Title Assistant Field Manager Mineral Resources	Office NOTICE OF APPROVAL	

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.

CONDITIONS OF APPROVAL ATTACHED

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

*(Instructions on reverse)

UDOGM

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Wind River Resources Corporation
Well Name & Number: NORTH HILL CREEK 2-12-15-20
API Number: 43-047-35283
Lease Number: 14-20-H62-5001
Location: NWNE Sec. 12 TWN: 15S RNG: 20E
Agreement: N/A

NOTIFICATION REQUIREMENTS

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

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

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

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

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

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

A. DRILLING PROGRAM

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

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

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

2. Pressure Control Equipment

The BOP and related equipment shall meet the minimum requirements of Onshore Oil & Gas Order No. 2 for equipment and testing requirements, procedures, etc., for a 5M system and individual components shall be operable as designed. Chart recorders shall be used for all pressure tests.

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

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

3. Casing Program and Auxiliary Equipment

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

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

As a minimum, the usable water and oil shale resources shall be isolated and/or protected by having a cement top for the intermediate casing at least 200 ft. above the base of the usable water zone, identified at 3,953 ft. and cementing the production liner through the liner lap. If Gilsonite is encountered while drilling, it shall be isolated and/or protected via the cementing program.

4. Mud Program and Circulating Medium

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

5. Coring, Logging and Testing Program

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

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

6. Notifications of Operations

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

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

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

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

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

7. Other Information

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

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

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

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

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

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

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

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

APD approval is valid for a period of one (1) year from the signature date. An extension period may be granted, if requested, prior to the expiration of the original approval period.

In the event after-hours approvals are necessary, please contact one of the following individuals:

Ed Forsman (435) 828-7874
Petroleum Engineer

Kirk Fleetwood (435) 828-7875
Petroleum Engineer

BLM FAX Machine (435) 781-4410

EPA'S LIST OF NONEXEMPT EXPLORATION AND PRODUCTION WASTES

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

Unused fracturing fluids or acids

Gas plant cooling tower cleaning wastes

Painting wastes

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

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

Refinery wastes

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

Used equipment lubrication oils

Waste compressor oil, filters, and blowdown

Used hydraulic fluids

Waste solvents

Waste in transportation pipeline-related pits

Caustic or acid cleaners

Boiler cleaning wastes

Boiler refractory bricks

Incinerator ash

Laboratory wastes

Sanitary wastes

Pesticide wastes

Radioactive tracer wastes

Drums, insulation and miscellaneous solids

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

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

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

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

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

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

A Corridor ROW, 30 feet wide and 475 feet long, shall be granted for the pipeline and access road. The constructed travel width of the access road will be limited to 18 feet. Upon authorization by the Ute Tribe Energy & Minerals Department, the ROW may be wider where sharp curves, deep cuts and fills occur; or, where intersections with other roads are required.

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

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

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

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

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

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

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

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

The Ute Tribe Energy & Minerals requests that a 30 foot wide fire buffer perimeter shall be constructed around the location and in front of the flare pit.

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

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

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

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

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

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

ENTITY ACTION FORM

Operator: Wind River Resources Corporation
Address: Route 3 Box 3010
city Roosevelt
state UT zip 84066

Operator Account Number: N 1850
Phone Number: (435) 722-2546

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304735283	North Hill Creek 2-12-15-20		nwne	12	15S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	13954	11/1/2003		11/20/03		
Comments: <u>WINGT</u>							

K

Well 2

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

Well 3

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

ACTION CODES:

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

Marc T. Eckels
Name (Please Print)
Marc T. Eckels
Signature
Vice President
Title
Date 11/5/2003

RECEIVED

NOV 13 2003

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

007

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 reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
 Wind River Resources Corporation

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

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

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 1,027' FNL & 1,635' FEL (nwne) Sec. 12-T15S-R20E
 SLB&M

5. Lease Serial No.
 14-20-H62-5001

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

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

8. Well Name and No. North Hill
 Creek 2-12-15-20

9. API Well No.
 43-047-35283

10. Field and Pool, or Exploratory Area
 Exploratory

11. County or Parish, State
 Uintah, UT

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

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

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

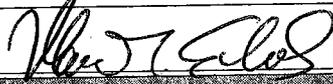
The North Hill Creek 2-12-15-20 was spudded at 1:00 p.m. on ~~October~~ ^{November} 1, 2003 by Bill Jrs.' air rig drilling a 20" hole to set 16" conductor pipe.

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

Marc T. Eckels

Title Vice President

Signature



Date 11-5-03

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Title

Date

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

Office

RECEIVED

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.

NOV 13 2003

DIV. OF OIL, GAS & MINING

TRANSMITTAL

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

**Date: 11-11-03
To: Carol Daniels
Company: DOG&M**

Dear Carol-

Enclosed are the Spud Notice and Entity Action Form for the North Hill Creek 2-12-15-20.

I realize that I am way behind with my completion reports. I must go to Denver tomorrow and Thursday, but will work on nothing else when I get back until I have the NHC 1-9, 10-10 and 14-11 to you. The NHC 4-13 and 8-13 are still completing, although they will be on line soon.

Thanks,



RECEIVED

NOV 13 2003

DIV. OF OIL, GAS & MINING

NOTICE

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

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

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

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

Operator: WIND RIVER RESOURCES CORPORATION Today's Date: 06/07/2004

Well:	API Number:	Drilling Commenced:
N HILL CREEK 2-12-15-20 T15S R20E SEC 12	4304735283	11/01/2003
NHC 9-11-15-20 T15S R20E SEC 11	4304735390	12/16/2003
NHC 3-6-15-20 T14S R20E SEC 31	4304735442	02/03/2004

DRILLING REPORTS REQUIRED FOR EACH WELL

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

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

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

cc: Well File
Compliance File

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

010

WELL COMPLETION OR RECOMPLETION REPORT AND LOG
RECEIVED

5. Lease Serial No.
14-20-H62-5001

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

JUL 21 2004

DIV. OF OIL, GAS & MINING

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

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

2. Name of Operator
Wind River Resources Corporation

8. Lease Name and Well No. North Hill Creek 2-12-15-20

3. Address Route 3 Box 3010
Roosevelt, UT 84066

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

9. API Well No.
43-047-35283

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
At surface 1,027' fnl & 1,635' fel (nwne) Sec. 12-T15S-R20E
At top prod. interval reported below same
At total depth

10. Field and Pool, or Exploratory
Exploratory

11. Sec., T., R., M., on Block and Survey or Area SLB&M
Sec. 12-T15S-R20E

12. County or Parish Uintah
13. State Utah

14. Date Spudded
11-1-2003

15. Date T.D. Reached
12-1-2003

16. Date Completed 2-16-2004
 D & A Ready to Prod.

17. Elevations (DF, RKB, RT, GL)*
7,203' (GL)
7,227' (RKB)

18. Total Depth: MD 11,855
TVD 11,855

19. Plug Back T.D.: MD 11,725
TVD 11,725

20. Depth Bridge Plug Set: MD n/a
TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
 DIL/GR/SP; FDC/CNL/GR/CAL; BHC Sonic/CAL/GR
MUD LOG, CBL

22. Was well cored? No Yes (Submit analysis)
Was DST run? No Yes (Submit report)
Directional Survey? No Yes (Submit copy)

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
12.25	9.625"	36.00	Surf.	2,255'		380/400	290	Surface	
	K-55					HiFill/Prem AG300			
7.875	5.5	17.00	Surf.	11,822'		1430	374	4,015	
						50/50 Poz			

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.375	11,052							

25. Producing Intervals *MS2C*

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) Wingate	11,534	11,542	11,534-42	0.48"	24	Producing
B) Entrada	11,111	11,132	11,111-17&26-32	.48"	36	"
C) Morrison	10,413	10,526	10,413-17&522-26	.48"	24	"
D) Dakota Silt	10,042	10,050	10,042-50	0.48"	24	"

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

Depth Interval	Amount and Type of Material
11,534-42	Frac w/ 20,871 gal gld wtr, 146 T CO2 & 93,000# 20/40 sand
11,111-17	Frac w/ 21,518 gal gld wtr, 129 T CO2 & 75,000# 20/40 sand
10,413-526	Frac w/ 22,000 gal gld wtr, 102 T CO2 & 60,000# 20/40 sand
10,042-50	Frac w/ 22,000 gal gld wtr, 93 T CO2 & 57,000# 20/40 sand

28. Production - Interval A thru D

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
2/26/04	same	24	→	0	1,593	135			Flowing
Choke Size	Tbg. Press. Flwg. SI	Csg. Press. SI	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	Well Status	
30/64"	1700	1700	→	0	1,593	135		Producing	

28a. Production - Interval B

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

28b. Production - Interval C

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

28c. Production - Interval D

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

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

Sold through Comet Pipeline

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
Wasatch	3,260	3,746	Gas sands	Green River	Surface
Mesaverde	5,308	5,744	Gas sands	Wasatch	2,100 (est.)
Castlegate	6,008	6,115	Gas sands	Mesaverde	4,093
Mancos Sh	7,264	7,280	Gas from fractured shale	castlegate	6,001
	9,775	9,978	ditto	Mancos Shale	6,312
Dakota Slt	10,042-53		Gas sand	Mancos "B"	6,778
Dakota Sd	10,135-43		Gas sand	Dakota Silt	10,039
Morrison	10,413-30		Gas Sands	Dakota Sand	10,129
	10,520-35		Gas sands	Cedar Mountain	10,215
Entrada	11,116-22		Gas sand	Morrison	10,320
Wingate	11,530-53		Gas sands	Curtis	11,000
				Entrada	11,067
				Carmel	11,259
				Kayenta	11,327
				Wingate	11,530
				Chinle	11,782

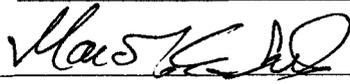
32. Additional remarks (include plugging procedure):

33. Circle enclosed attachments:

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

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

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

Signature  Date July 20, 2004

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.

OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING

CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

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

3/1/2010

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

CA No.

Unit:

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 9/29/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 4/12/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 4/14/2010
- Is the new operator registered in the State of Utah: Business Number: 7617187-0161
- (R649-9-2) Waste Management Plan has been received on: Requested
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM BIA not yet
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: n/a
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

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

BOND VERIFICATION:

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

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5001
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE INDIAN TRIBE
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: N/A
2. NAME OF OPERATOR: UINTAH INVESTORS, LLC		8. WELL NAME and NUMBER: NHC 2-12-15-20
3. ADDRESS OF OPERATOR: 1245 Brickyard Rd. Ste 210 CITY Salt Lake City STATE UT ZIP 84106		9. API NUMBER: 4304735283
PHONE NUMBER: (435) 940-9001		10. FIELD AND POOL, OR WILDCAT: FLATROCK FIELD

4. LOCATION OF WELL

FOOTAGES AT SURFACE: **SEE BELOW** COUNTY: **UINTAH**

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: **UTAH**

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>3/1/2010</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

UINTAH INVESTORS, LLC HEREBY GIVES NOTICE THAT IT WILL BECOME THE OPERATOR OF THE FOLLOWING WELL ON BUREAU OF INDIAN AFFAIRS LEASE 14-20-H62-5001 EFFECTIVE MARCH 1, 2010 AND CERTIFIES THAT IT ACCEPTS AND WILL DISCHARGE ALL OF THE RESPONSIBILITIES OF THE OPERATOR.

OPERATORSHIP OF FOLLOWING WELL IS BEING ASSUMED:

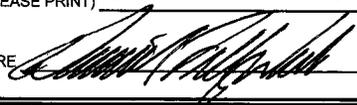
NORTH HILL CREEK 2-12-15-20, NWNE SEC 12, T15S-R20E, 1027' FNL 1635' FEL

UINTAH INVESTORS HAS A BOND IN THE AMOUNT OF \$150,000 ON FILE WITH THE UINTAH & OURAY AGENCY OF THE BUREAU OF INDIAN AFFAIRS. Zions Bank CD# 098391 2833

APPROVED BY WIND RIVER RESOURCES CORPORATION


signature

DATED: 9/29/10

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



United States Department of the Interior

BUREAU OF LAND MANAGEMENT
Green River District-Vernal Field Office
170 South 500 East
Vernal, UT 84078

(435) 781-4400 Fax: (435) 781-4410

<http://www.blm.gov/ut/st/en/fo/vernal.html>



SEP 26 2011

IN REPLY REFER TO:
3162.3 (UTG011)

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

Re: Change of Operator
Well No. North Hill Creek 2-12-15-20 43-047-35283
NWNE, Sec. 12, T15S, R20E
Uintah County, Utah
Lease No. 14-20-H62-5001

Dear Mr. Lillywhite:

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

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

Sincerely,

Jerry Kenczka
Assistant Field Manager
Lands & Mineral Resources

Enclosure

cc: UDOGM
Wind River Resources Corp.
BIA
Ute Tribe

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

5. Lease Serial No.
14-20-H62-5001

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

SUBMIT IN TRIPLICATE – Other instructions on page 2.

1. Type of Well

Oil Well Gas Well Other

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

2. Name of Operator
UINTAH INVESTORS, LLC

8. Well Name and No.
NHC 2-12-15-20

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

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

9. API Well No.
43-047-35283

10. Field and Pool or Exploratory Area
FLATROCK FIELD

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

11. Country or Parish, State
UINTAH, UTAH

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

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

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

UINTAH INVESTORS, LLC HEREBY GIVES NOTICE THAT IT WILL BECOME THE OPERATOR OF THE FOLLOWING WELL ON BUREAU OF INDIAN AFFAIRS LEASE 14-20-H62-5001 EFFECTIVE MARCH 1, 2010 AND CERTIFIES THAT IT ACCEPTS AND WILL DISCHARGE OF ALL OF THE RESPONSIBILITIES OF THE OPERATOR.

NORTH HILL CREEK 2-12-15-20, NWNE SEC 12, T15S-R20E, 1027' FNL 1635' FEL

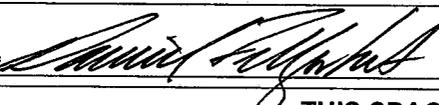
UINTAH INVESTORS, LLC HAS A BOND IN THE AMOUNT OF \$150,000.00 ON FILE WITH THE UINTAH & OURAY AGENCY THE BUREAU OF INDIAN AFFAIRS.

RECEIVED
 GREEN RIVER DISTRICT
 VERNAL FIELD OFFICE
 2010 APR 8 PM 12 03
 DEPT OF THE INTERIOR
 BUREAU OF LAND MGMT

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

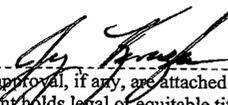
DAVID LILLYWHITE

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

Signature 

Date 03/26/2010

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by 

Title Assistant Field Manager
Lands & Mineral Resources

Date SEP 26 2011

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

Office

VERNAL FIELD OFFICE

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

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5001
---	--

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.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7. UNIT or CA AGREEMENT NAME:
--	---

1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: N HILL CREEK 2-12-15-20
------------------------------------	--

2. NAME OF OPERATOR: UINTAH INVESTORS LLC	9. API NUMBER: 43047352830000
---	---

3. ADDRESS OF OPERATOR: 531 East 770 North , Orem, UT, 84097	PHONE NUMBER: 801-657-5780 Ext	9. FIELD and POOL or WILDCAT: FLAT ROCK
--	--	---

4. LOCATION OF WELL FOOTAGES AT SURFACE: 1027 FNL 1635 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNE Section: 12 Township: 15.0S Range: 20.0E 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 checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 8/1/2016 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input checked="" type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input 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: <input style="width: 100px;" type="text"/>

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

Uintah Investors, LLC Corporation hereby provides notice of intent to plug and abandon the subject well per the attached procedure or as approved by the BLM.

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

Date: March 24, 2016
 By: *Derek Duff*

NAME (PLEASE PRINT) Ellis Peterson	PHONE NUMBER 801 657-5781	TITLE Sr Petroleum Engineer
SIGNATURE N/A		DATE 3/14/2016

**Uintah Investors, LLC
P&A Procedure
North Hill Creek 2-12-15-20
Flat Rock Field**

PERTINENT INFORMATION

Location: NWNE Section 12
Township 15 South, Range 20 East
Uintah County, Utah
1027' FNL, 1635' FEL

Elevation: 7203' GL, 7227' KB (24' KB)

TD: 11,855' KB

PBTD: 10,622' KB (at CIBP)

Plugs: CIBP at 10,622' and 11,180'

API No.: 43-047-35283

Casing: 9-5/8", 36.0#, K-55, @ 2255', cemented to surface
5-1/2", 17.0#, HCP-110 @ 11,822', cemented to 4040'

Tubing: 330 joints of 2-3/8", 4.7# to 10,388'

Production Casing Specs: 5-1/2", 17.0#, HCP-110, ID: 4.892", Drift: 4.767", Collapse: 8580
psi, Burst: 10,640 psi (70% 7448 psi)

Tubing Specs: 2-3/8", 4.7#, N-80, ID: 1.995", Drift: 1.901", Collapse: 11,780 psi, Burst:
11,200 psi (80% 8960 psi), Joint: 104,3400 lbs (80% 83,472 lbs)

Capacities:	5-1/2"	0.0232Bbls/ft	0.1305ft ³ /ft
	2-3/8"	0.0039Bbls/ft	0.0217ft ³ /ft
	5-1/2" x 2-3/8"	0.0178Bbls/ft	0.0998ft ³ /ft

BH Temperature: 232°F @ 10,600'

Completed Intervals: Dakota: 10,043' – 10,050' (7')
Morrison: 10,413' – 10,417' (4'), 10,522' – 10,526' (4')
Entrada: 11,110' – 11,116 (6'), 11,126 – 11,132' (6') –below CIBP
Wingate: 11,534' – 11,542 (8') – below CIBP

PROCEDURE

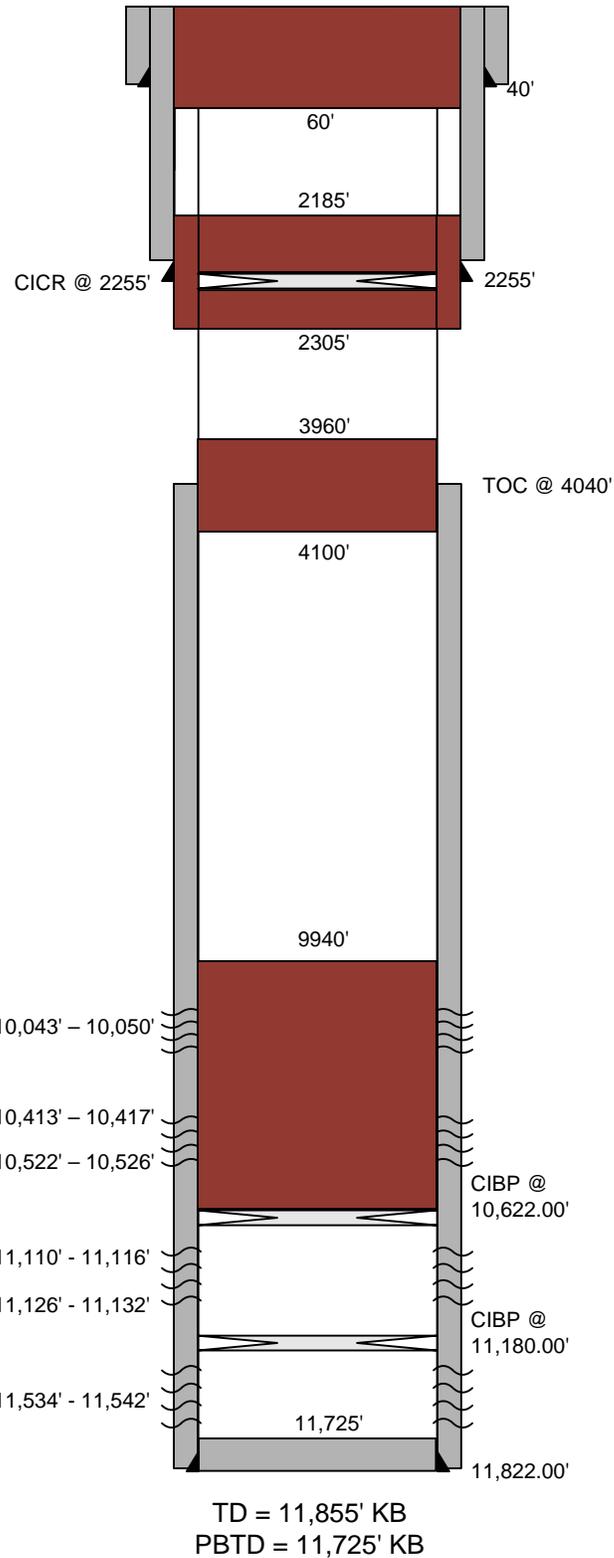
1. MIRU service unit.
2. Pump produced water to fill wellbore and kill well. ND wellhead and NU BOP.
3. PU tubing as needed and RIH to tag PBTD.

4. RU cementing company and pump as needed to set a balanced cement plug from PBTD (10,622') to above 9900' using 25 Bbls of cement slurry consisting of premium cement, 20% silica flour, and additives as recommended by cementing service provider.
5. Pull out of cement and to 9300'. Reverse circulate clean with 50 BW. Release cementing service. SI overnight to WOC.
6. Tag cement top to verify it is above 9940'.
7. Circulate to fill hole with 215 Bbls of 9.1 ppg bentonite mud.
8. POOH laying down tubing to 4100'.
9. Mix and pump 3.7 Bbls of cement and displace with water as needed to leave a balanced cement plug from 4100' to 3960' (Mesaverde Top @ 4093'). Pull and lay down tubing up to 2305' and then finish POOH standing tubing back.
10. RIH with mechanical perforator and cut circulation holes in 5-1/2" casing at 2305' KB and 60' GL. POOH with mechanical perforator.
11. RIH and set a CICR at 2255'. Establish circulation through CICR and out casing.
12. Mix and pump 8.7 Bbls of cement and displace so 7.1 Bbls of the cement go below the cement retainer. Pull out to dump other 1.6 Bbls of cement on top of cement retainer.
13. POOH laying tubing and setting tool.
14. ND BOP.
15. Mix and pump 3.5 Bbls of cement down 9-5/8" x 5-1/2" casing annulus until cement circulates out 5-1/2" casing.
16. RD and release service rig.
17. Cut all casing off 3' below ground level and weld a plate showing well name, location, and API Number to casing.

North Hill Creek 2-12-15-20
API # 43-047-35283
Flat Rock
Section 12, T15S, R20E
Uintah County, Utah

Ground Elevation: 7203'
 KB Elevation: 7227'

(Not to Scale)



Vertical Well

Surface & Bottom-Hole: 1027' FNL 1635' FEL, NW-NE, 12-15S-20E
 39.53158° N, 109.62433° W NAVD 88

Conductor Casing

Size: 16", 0.25" wall
 Hole: 20"
 Depth Landed: 40' KB
 Cement Data: Cemented to surface.

Surface Casing

Size/Wt/Grade: 9-5/8", 36#, K-55, STC, 8rd
 Hole: 12.25"
 Depth Landed: 2255' KB
 Cement Data: Cemented to surface.

Production Casing

Size/Wt/Grade: 5-1/2", 17.0#, HCP-110, LTC
 Hole: 7.875"
 Properties: 10,640 psi burst, 4.767" drift, 4.892" ID, 0.0232 Bbl/ft capacity
 Depth Landed: 11,822' KB
 Cement Data: 1430 sks 50/50 Pozmix Foamed w/ N2 (14.3 ppg)
 Capped w/ 75 sks G to 4040'

Dakota Perforations

10,043 – 10,050' KB, 7', 12 holes

Morrison Perforations

10,413 – 10,417' KB, 4', 30 holes

10,522 – 10,526' KB, 4', 30 holes

Entrada Perforations

11,110 – 11,116' KB, 10', 18 holes – below CIBP

11,126 – 11,132' KB, 10', 24 holes – below CIBP

Wingate Perforations

11,534 – 11,542' KB, 10', 24 holes – below CIBP

PBD

CIBP at 10,622'
 CIBP at 11,180'
 Float Collar at 11,776' (KB)

 = cement
 All intervals between cement to be filled with 9 ppg mud