



February 20, 2004

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

RE: Applications for Permit to Drill: Federal 4-12-9-17, 10-12-9-17, 12-12-9-17,
14-12-9-14, and 16-12-9-17.

Dear Diana:

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

Sincerely,

Mandie Crozier
Regulatory Specialist

mc
enclosures

RECEIVED
FEB 23 2004
DIV. OF OIL, GAS & MINING

Form 3160-3
(September 2001)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

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

5. Lease Serial No.
U-39713
6. If Indian, Allottee or Tribe Name
N/A

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

8. Lease Name and Well No.
Federal 16-12-9-17

9. API Well No.
43-047-35516p

10. Field and Pool, or Exploratory
Monument Date Eight mile

11. Sec., T., R., M., or Blk. and Survey or Area
SE/SE Sec. 12, T9S R17E

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
Inland Production Company

3a. Address
Route #3 Box 3630, Myton UT 84052
3b. Phone No. (include area code)
(435) 646-3721

4. Location of Well (Report location clearly and in accordance with any State requirements.)*
At surface SE/SE 773' FSL 698' FEL 4432552Y 40.04031
At proposed prod. zone 589803X -109.94736

14. Distance in miles and direction from nearest town or post office*
Approximatley 17.3 miles southeast of Myton, Utah

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) Approx. 698' f/lse, NA f/unit
16. No. of Acres in lease
1,120.00
17. Spacing Unit dedicated to this well
40 Acres

18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. Approx. 1242'
19. Proposed Depth
6500'
20. BLM/BIA Bond No. on file
#4488944

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
5088' GL
22. Approximate date work will start*
3rd Quarter 2004
23. Estimated duration
Approximately seven (7) days from spud to rig release.

24. Attachments

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

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

25. Signature *Mandie Crozier* Name (Printed/Typed) Mandie Crozier Date 2/20/02

Title Regulatory Specialist
Approved by (Signature) *Bradley G. Hill* Name (Printed/Typed) BRADLEY G. HILL Date 03-01-04
Title ENVIRONMENTAL SCIENTIST III
Office

Federal Approval of this
Action is Necessary

Application approval 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.

Conditions of approval, if any, are attached.

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

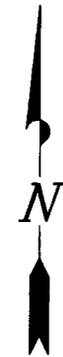
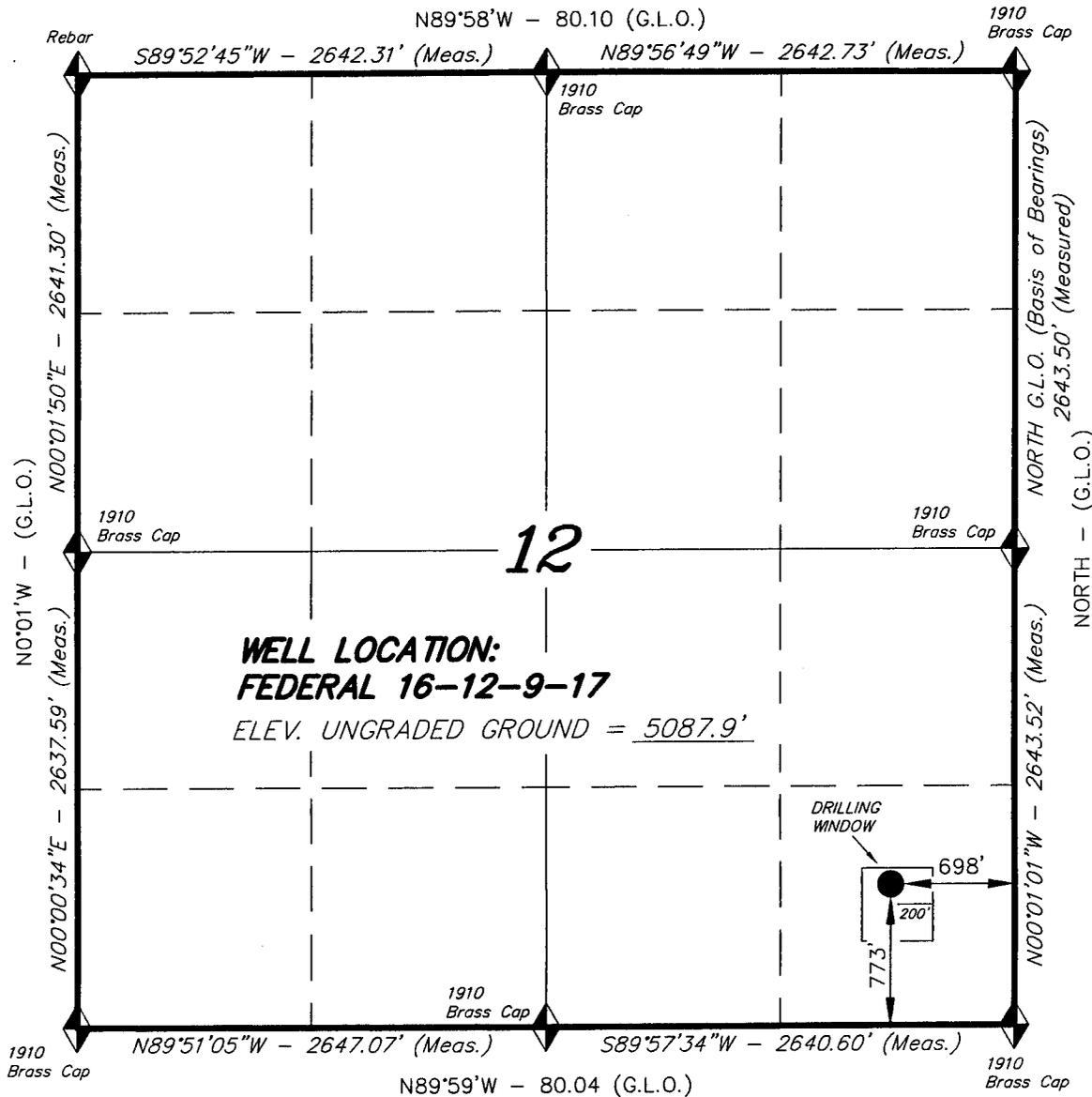
*(Instructions on reverse)

RECEIVED
FEB 23 2004
DIV. OF OIL, GAS & MINING

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

INLAND PRODUCTION COMPANY

WELL LOCATION, FEDERAL 16-12-9-17,
 LOCATED AS SHOWN IN THE SE 1/4 SE
 1/4 OF SECTION 12, T9S, R17E,
 S.L.B.&M. UINTAH COUNTY, UTAH.



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

REGISTERED LAND SURVEYOR
 No. 189377
 STACY W. STEWART
 REGISTERED LAND SURVEYOR
 REGISTRATION No. 189377
 STATE OF UTAH

◆ = SECTION CORNERS LOCATED

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

TRI STATE LAND SURVEYING & CONSULTING
 180 NORTH VERNAL AVE. - VERNAL, UTAH 84078
 (435) 781-2501

SCALE: 1" = 1000' SURVEYED BY: K.G.S.

DATE: 11-4-03 DRAWN BY: J.R.S.

NOTES: FILE #

INLAND PRODUCTION COMPANY
FEDERAL #16-12-9-17
SE/SE SECTION 12, T9S, R17E
UINTAH COUNTY, UTAH

ONSHORE ORDER NO. 1

DRILLING PROGRAM

1. GEOLOGIC SURFACE FORMATION:

Uinta formation of Upper Eocene Age

2. ESTIMATED TOPS OF IMPORTANT GEOLOGIC MARKERS:

Uinta	0' - 1640'
Green River	1640'
Wasatch	5825'

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

Green River Formation 1640' - 6500' - Oil

4. PROPOSED CASING PROGRAM

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

5. MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL:

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

6. TYPE AND CHARACTERISTICS OF THE PROPOSED CIRCULATION MUDS:

Please refer to the Monument Butte Field SOP.

7. AUXILIARY SAFETY EQUIPMENT TO BE USED:

Please refer to the Monument Butte Field SOP.

8. TESTING, LOGGING AND CORING PROGRAMS:

Please refer to the Monument Butte Field SOP.

9. ANTICIPATED ABNORMAL PRESSURE OR TEMPERATURE:

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

10. ANTICIPATED STARTING DATE AND DURATION OF THE OPERATIONS:

Please refer to the Monument Butte Field SOP.

INLAND PRODUCTION COMPANY
FEDERAL #16-12-9-17
SE/SE SECTION 12, T9S, R17E
UINTAH COUNTY, UTAH

ONSHORE ORDER NO. 1

MULTI-POINT SURFACE USE & OPERATIONS PLAN

1. EXISTING ROADS

See attached Topographic Map "A"

To reach Inland Production Company well location site Federal #16-12-9-17 located in the SE 1/4 SE 1/4 Section 12, T9S, R17E, Uintah County, Utah:

Proceed southwesterly out of Myton, Utah along Highway 40 - 1.6 miles ± to the junction of this highway and UT State Hwy 53; proceed southeasterly along Hwy 53 - 11.8 miles ± to it's junction with an existing road to the southeast; proceed southeasterly - 3.6 miles ± to it's junction with an existing road to the northeast; proceed northeasterly - 0.3 miles ± to it's junction with the beginning of the proposed access road; proceed northeasterly along the proposed access road 235' ± to the proposed well location.

2. PLANNED ACCESS ROAD

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

3. LOCATION OF EXISTING WELLS

Refer to Exhibit "B".

4. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES

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

5. LOCATION AND TYPE OF WATER SUPPLY

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

6. SOURCE OF CONSTRUCTION MATERIALS

Please refer to the Monument Butte Field SOP.

7. METHODS FOR HANDLING WASTE DISPOSAL

Please refer to the Monument Butte Field SOP.

8. ANCILLARY FACILITIES

Please refer to the Monument Butte Field SOP.

9. WELL SITE LAYOUT

See attached Location Layout Diagram.

10. PLANS FOR RESTORATION OF SURFACE

Please refer to the Monument Butte Field SOP.

11. SURFACE OWNERSHIP - Bureau Of Land Management

12. OTHER ADDITIONAL INFORMATION

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

Inland Production Company requests a 60' ROW for the Federal #16-12-9-17 to allow for construction of a 6" gas gathering line, and a 3" poly fuel gas line. Both lines will tie in to the existing pipeline infrastructure. Refer to Topographic Map "C." For a ROW plan of development, please refer to the Monument Butte Field SOP.

Water Disposal

Please refer to the Monument Butte Field SOP.

Reserve Pit Liner

Please refer to the Monument Butte Field SOP.

Location and Reserve Pit Reclamation

Please refer to the Monument Butte Field SOP.

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

Shadscale	<i>Atriplex confertifolia</i>	4 lbs/acre
Scarlet globmallow	<i>Sphaeralcea conccinea</i>	4 lbs/acre
Galleta grass	<i>Hilaria jamesii</i>	4 lbs/acre

Details of the On-Site Inspection

The proposed Federal #16-12-9-17 was on-sited on 9/18/03. The following were present; Brad Mecham (Inland Production), Byron Tolman (Bureau of Land Management), and SWCA representatives. Weather conditions were clear.

13. LESSEE'S OR OPERATORS REPRESENTATIVE AND CERTIFICATION

Representative

Name: Brad Mecham

Address: Route #3 Box 3630
Myton, UT 84052

Telephone: (435) 646-3721

Certification

Please be advised that INLAND PRODUCTION COMPANY is considered to be the operator of well #16-12-9-17 SE/SE Section 12, Township 9S, Range 17E: Lease U-39713 Uintah County, Utah: and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by Hartford Accident #4488944.

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

2/20/04

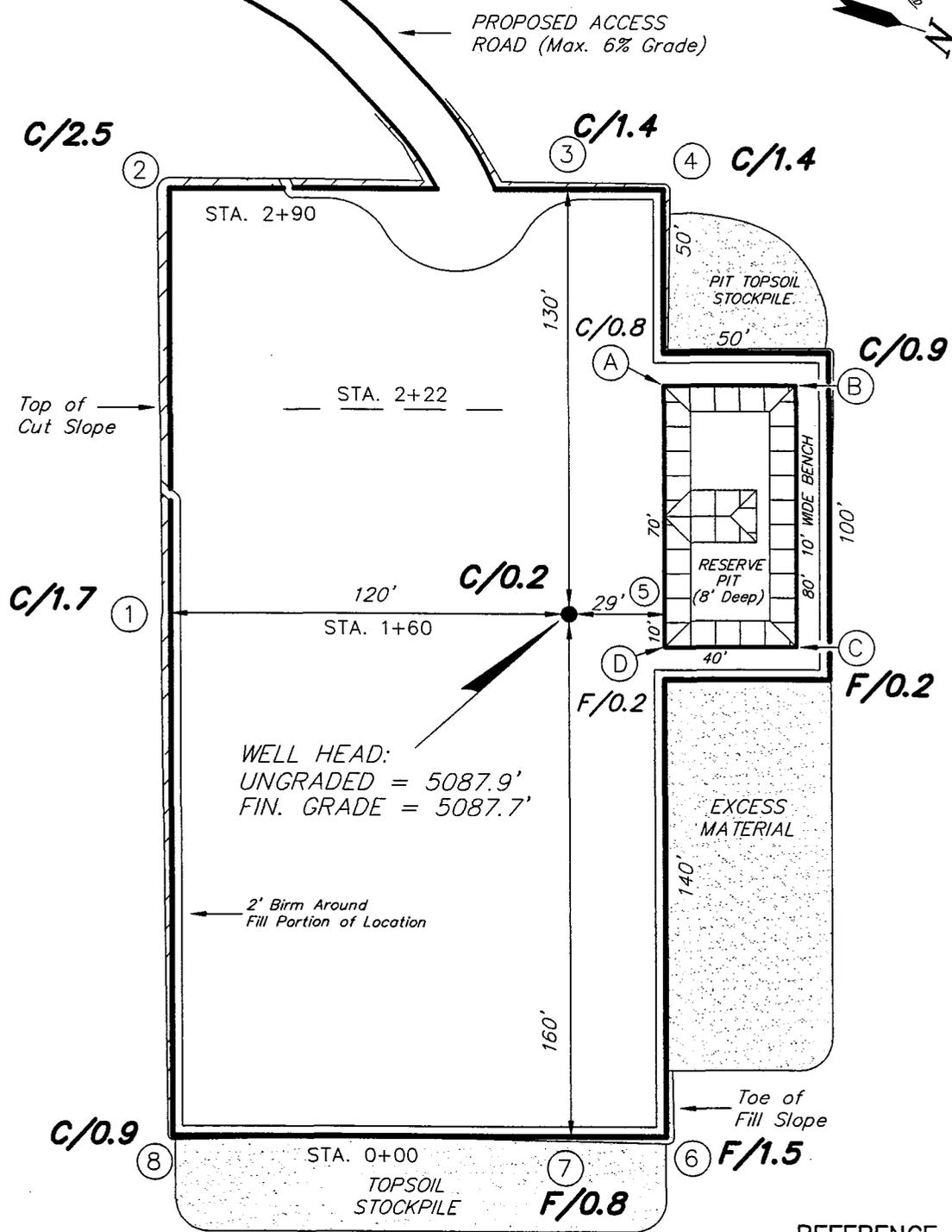
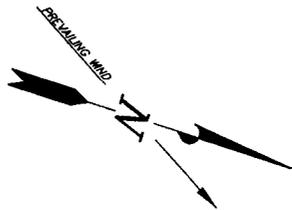
Date

Mandie Crozier

Mandie Crozier
Regulatory Specialist

INLAND PRODUCTION COMPANY

FEDERAL 16-12-9-17
Section 12, T9S, R17E, S.L.B.&M.



WELL HEAD:
UNGRADED = 5087.9'
FIN. GRADE = 5087.7'

REFERENCE POINTS

190' SOUTH	= 5089.5'
220' SOUTH	= 5091.4'
210' EAST	= 5086.6'
260' EAST	= 5086.3'

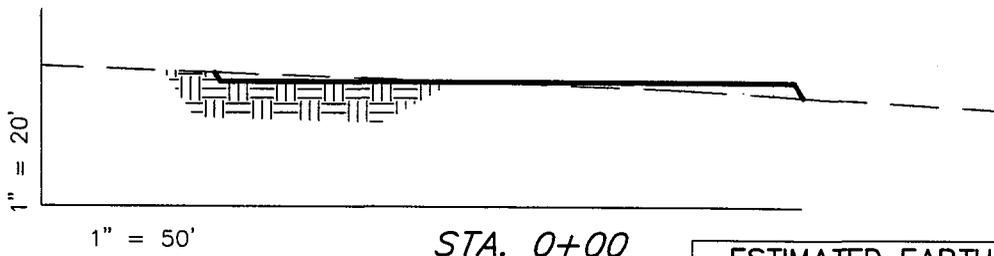
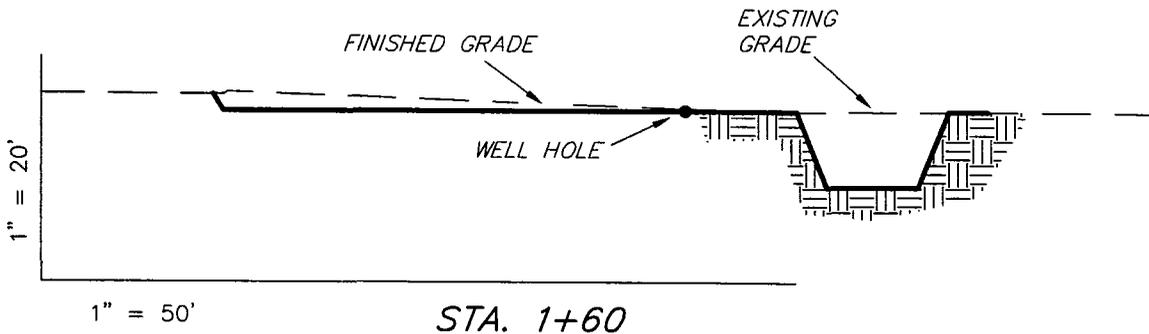
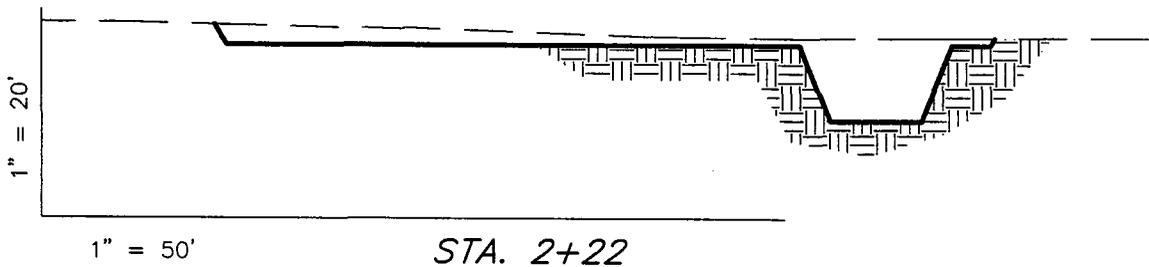
SURVEYED BY: K.G.S.	SCALE: 1" = 50'
DRAWN BY: J.R.S.	DATE: 11-28-03

Tri State Land Surveying, Inc. (435) 781-2501
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

INLAND PRODUCTION COMPANY

CROSS SECTIONS

FEDERAL 16-12-9-17



ESTIMATED EARTHWORK QUANTITIES (No Shrink or swell adjustments have been used) (Expressed in Cubic Yards)				
ITEM	CUT	FILL	6" TOPSOIL	EXCESS
PAD	840	360	Topsoil is not included in Pad Cut	480
PIT	640	0		640
TOTALS	1,480	360	890	1,120

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

SURVEYED BY: K.G.S.	SCALE: 1" = 50'
DRAWN BY: J.R.S.	DATE: 11-28-03

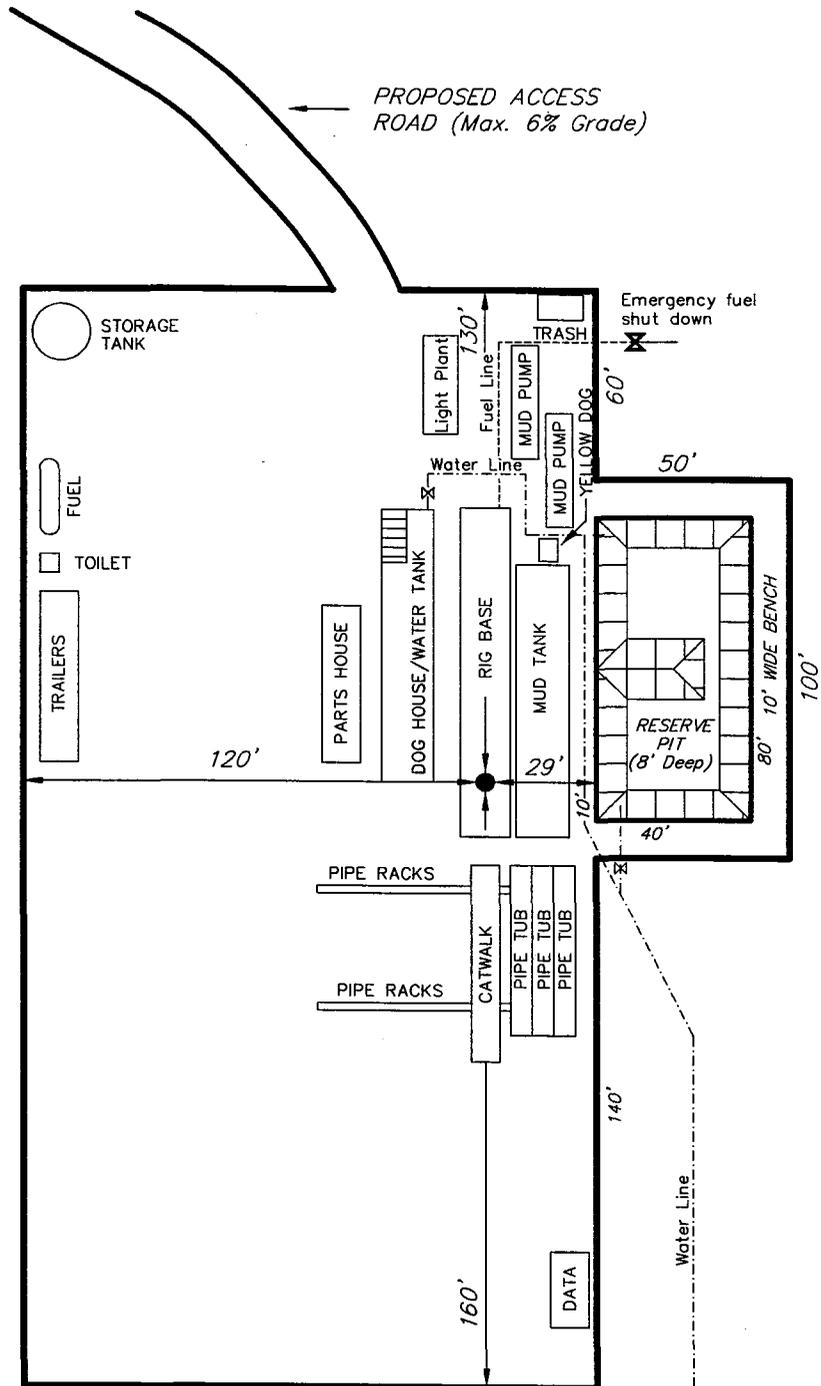
(435) 781-2501

Tri State
Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

INLAND PRODUCTION COMPANY

TYPICAL RIG LAYOUT

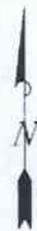
FEDERAL 16-12-9-17



SURVEYED BY: K.G.S.	SCALE: 1" = 50'	<p>Tri State Land Surveying, Inc. 180 NORTH VERNAL AVE. VERNAL, UTAH 84078</p>	(435) 781-2501
DRAWN BY: J.R.S.	DATE: 11-28-03		



Federal 16-12-9-17
SEC. 12, T9S, R17E, S.L.B.&M.



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

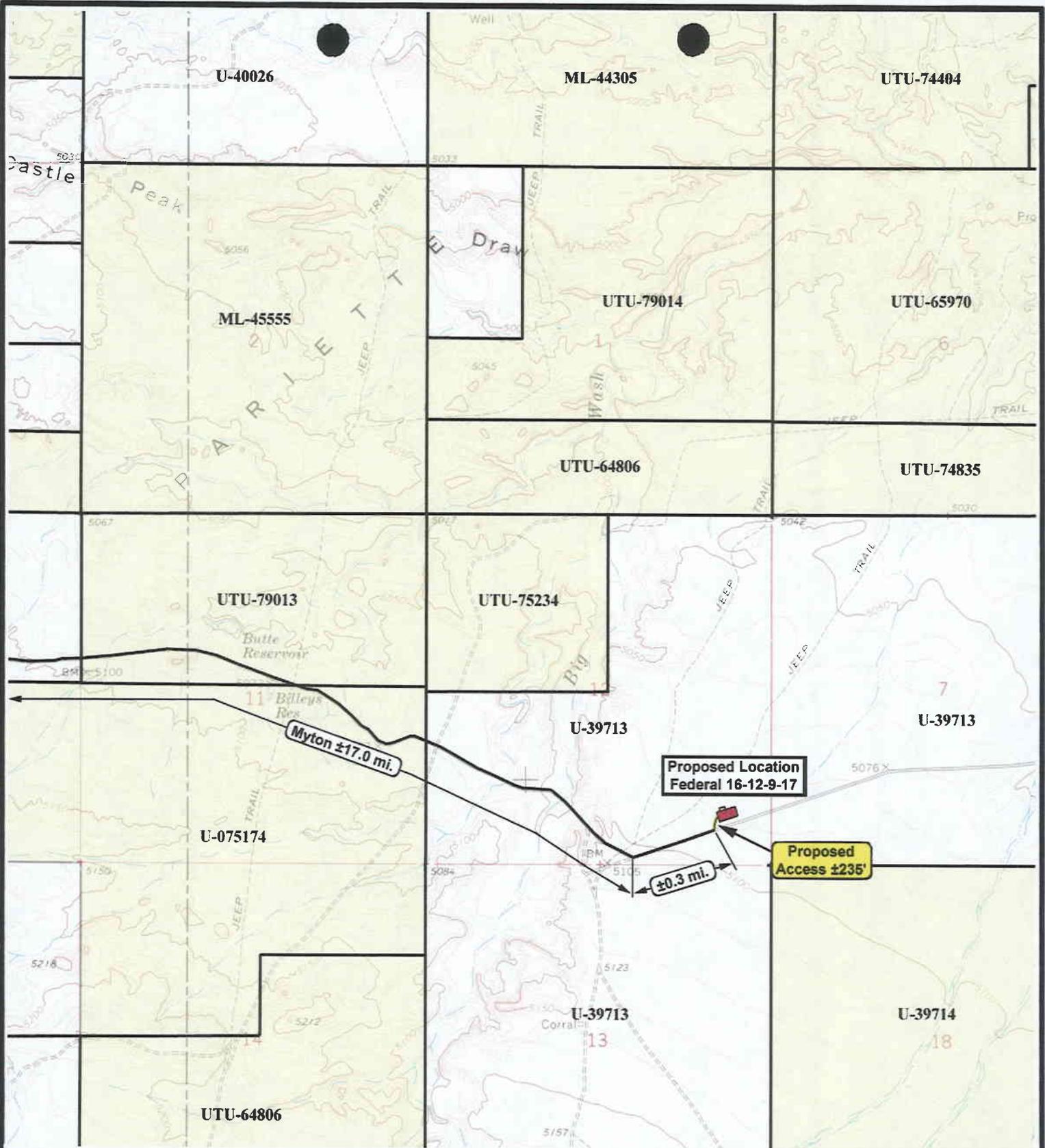
SCALE: 1 = 100,000
 DRAWN BY: R.A.B.
 DATE: 11-21-2003

Legend

Existing Road

Proposed Access

TOPOGRAPHIC MAP
"A"



**Federal 16-12-9-17
SEC. 12, T9S, R17E, S.L.B.&M.**



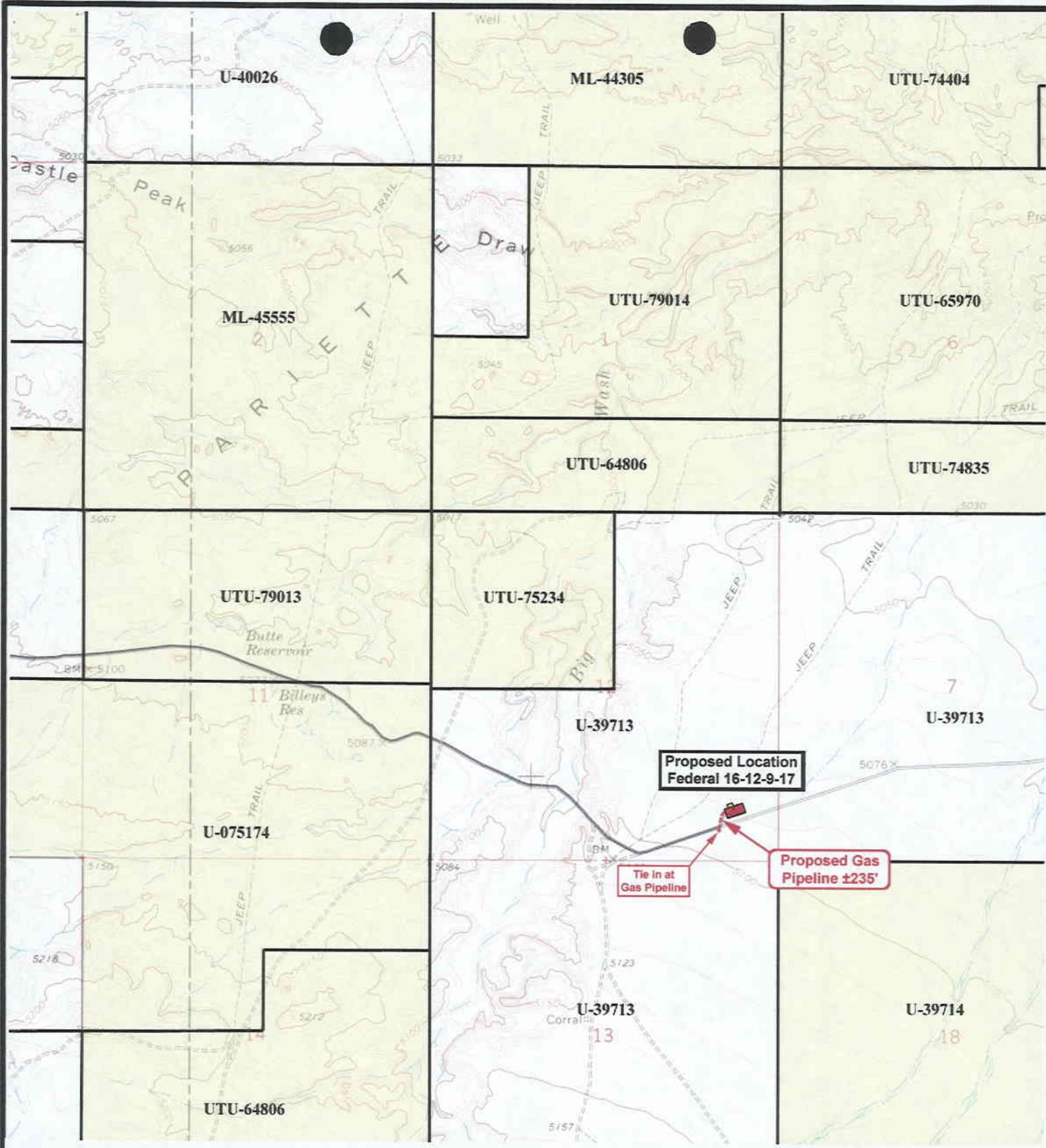
**Tri-State
Land Surveying Inc.**
(435) 781-2501
180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'
DRAWN BY: R.A.B.
DATE: 11-21-2003

Legend

- Existing Road
- Proposed Access

TOPOGRAPHIC MAP
"B"



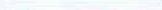
Federal 16-12-9-17
SEC. 12, T9S, R17E, S.L.B.&M.



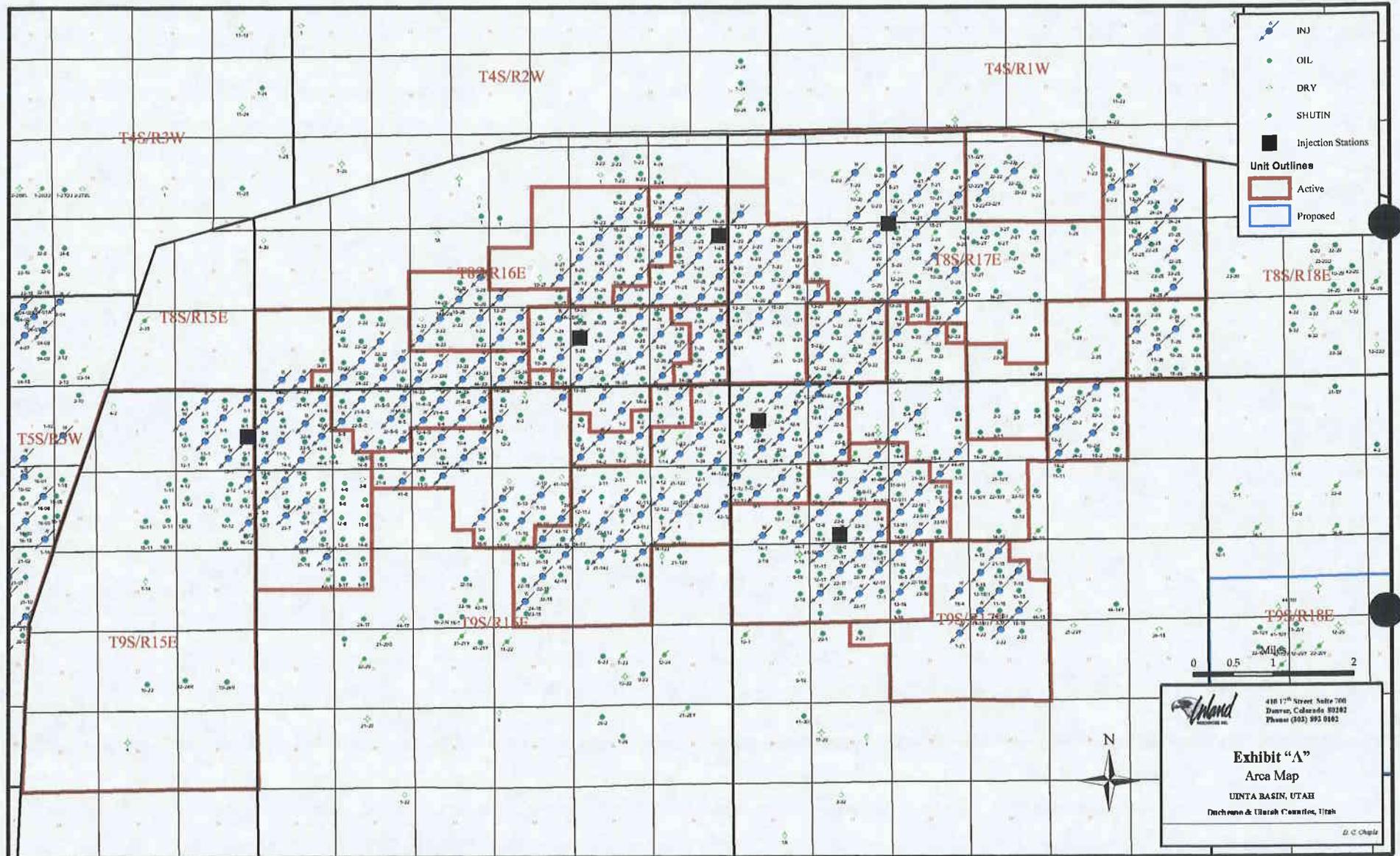
Tri-State
Land Surveying Inc.
 (435) 781-2501
 180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'
 DRAWN BY: R.A.B.
 DATE: 11-21-2003

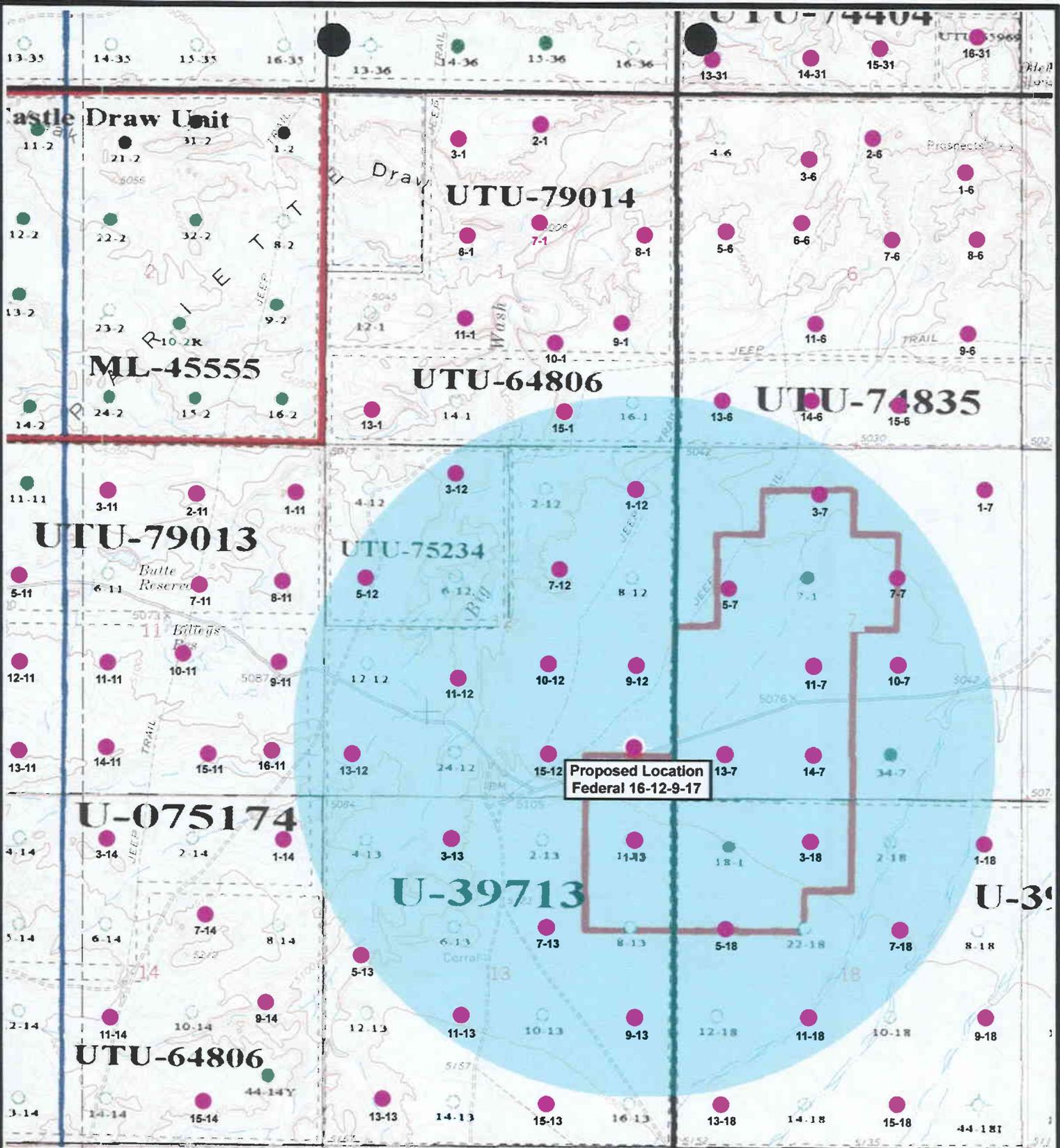
Legend

-  Roads
-  Proposed Gas Line

TOPOGRAPHIC MAP
"C"



January 15, 2003



Federal 16-12-9-17
SEC. 12, T9S, R17E, S.L.B.&M.



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

SCALE: 1" = 2,000'
 DRAWN BY: R.A.B.
 DATE: 11-21-2003

Legend

- Well Locations
- One-Mile Radius

Exhibit "B"

2-M SYSTEM

Blowout Prevention Equipment Systems

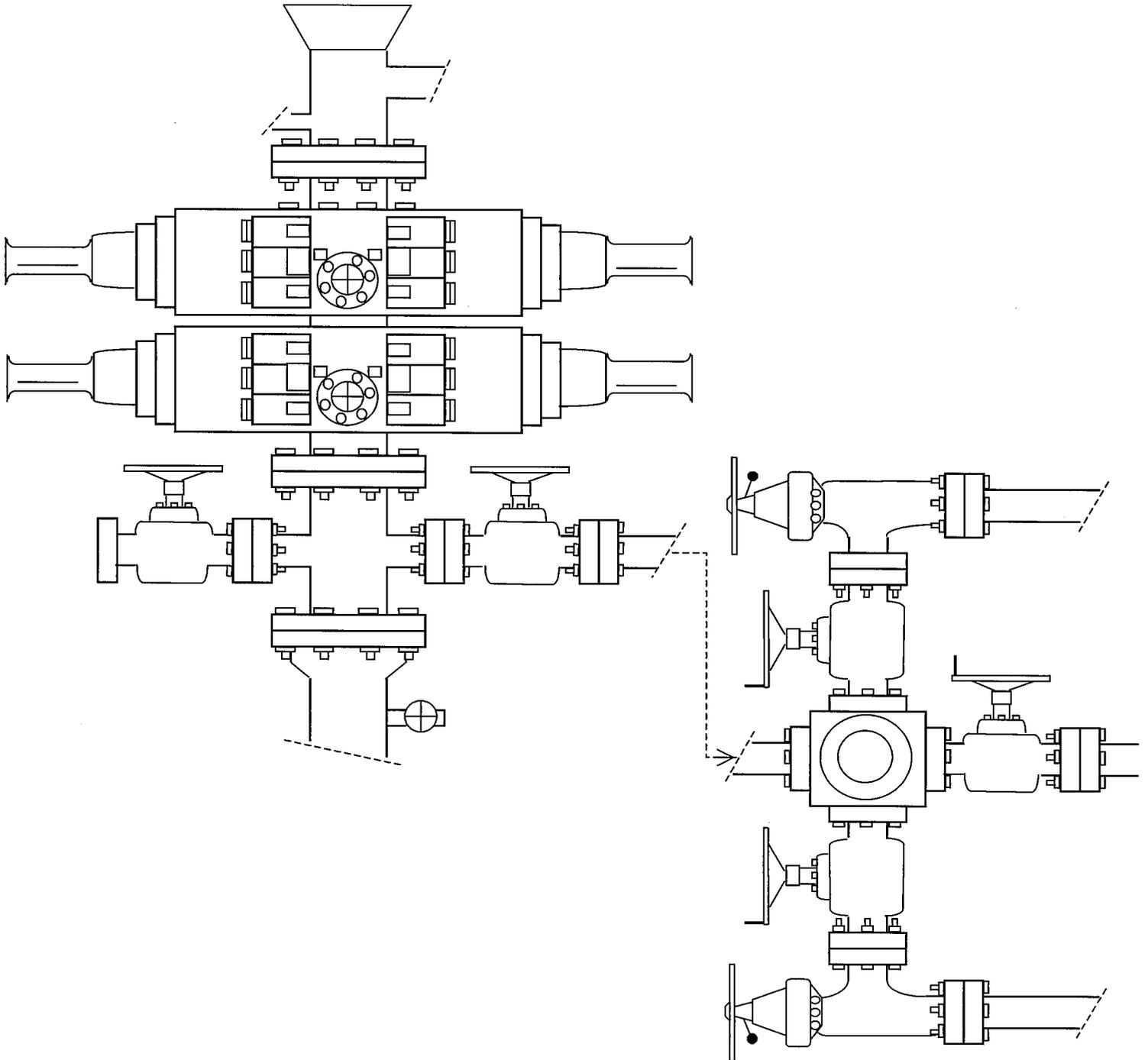


EXHIBIT C

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

BY:

Mark C. Bond

Prepared For:

Bureau of Land Management
Vernal Field Office

Prepared Under Contract With:

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

Prepared By:

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

MOAC Report No. 03-58

May 19, 2003

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

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

INLAND RESOURCES, INC.

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

(South ½ Section 6, T 9 S, R 18 E; South ½ Section 1, T 9 S, R 17 E;
all of Sections 11 and 12, the NW, SE & NE quarters of the SW ¼ Section 10,
the NE ¼ & SE ¼ of the SE ¼ Section 9, T 9 S, R 17 E and the SE ¼, SW ¼,
NE ¼ and SE ¼ of the SE ¼, Section 33, T 8 S, R 17 E.)

REPORT OF SURVEY

Prepared for:

Inland Resources, Inc.

Prepared by:

Wade E. Miller
Consulting Paleontologist
May 8, 2003

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 02/23/2004

API NO. ASSIGNED: 43-047-35516

WELL NAME: FEDERAL 16-12-9-17
OPERATOR: INLAND PRODUCTION (N5160)
CONTACT: MANDIE CROZIER

PHONE NUMBER: 435-646-3721

PROPOSED LOCATION:

SESE 12 090S 170E
SURFACE: 0773 FSL 0698 FEL
BOTTOM: 0773 FSL 0698 FEL
UINTAH
8 MILE FLAT NORTH (590)

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

LEASE TYPE: 1 - Federal
LEASE NUMBER: U-39713
SURFACE OWNER: 1 - Federal
PROPOSED FORMATION: GRRV
COALBED METHANE WELL? NO

LATITUDE: 40.04031
LONGITUDE: 109.94736

RECEIVED AND/OR REVIEWED:

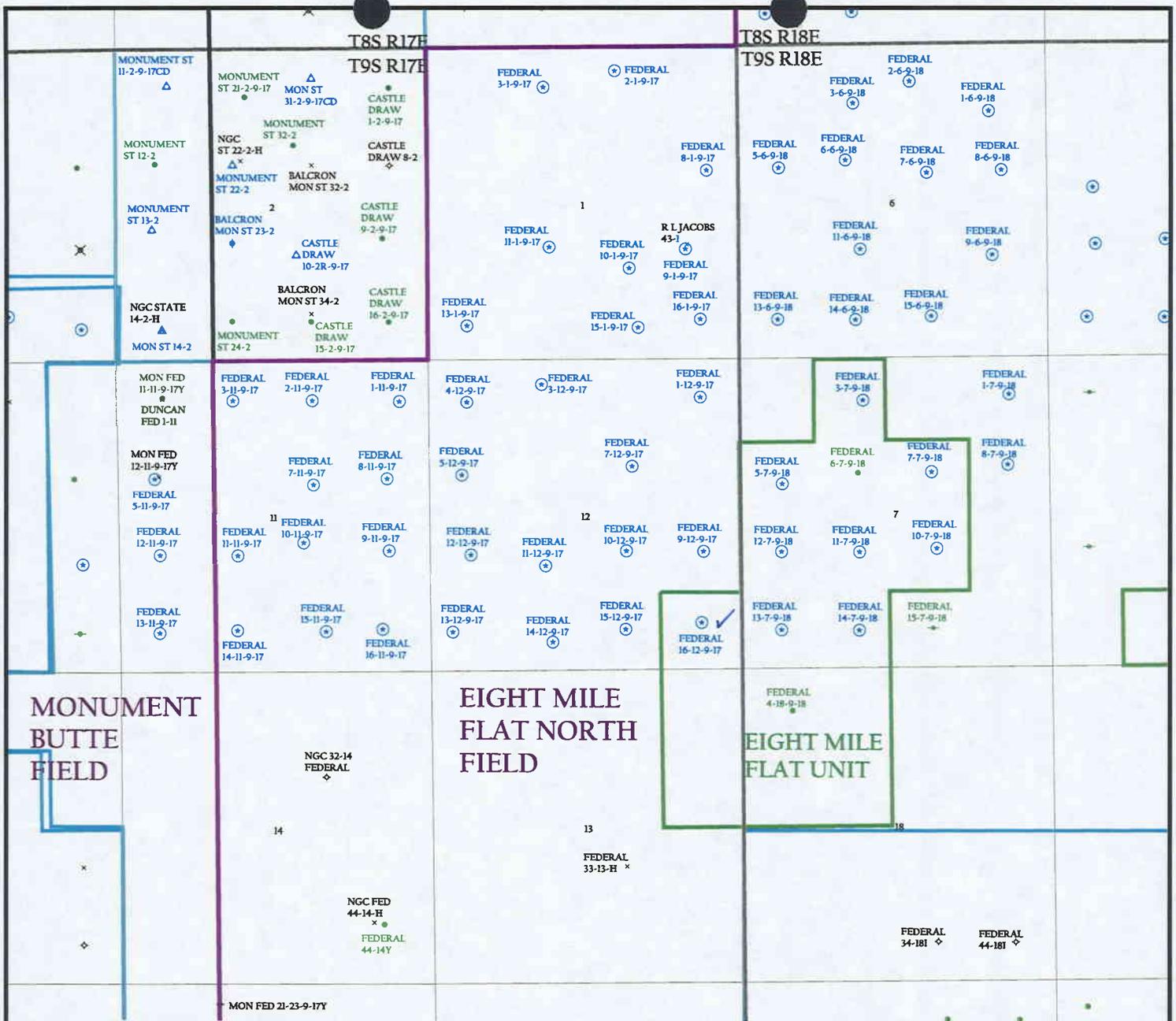
- Plat
- Bond: Fed[1] Ind[] Sta[] Fee[]
(No. 4488944)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. MUNICIPAL)
- RDCC Review (Y/N)
(Date: _____)
- Fee Surf Agreement (Y/N)

LOCATION AND SITING:

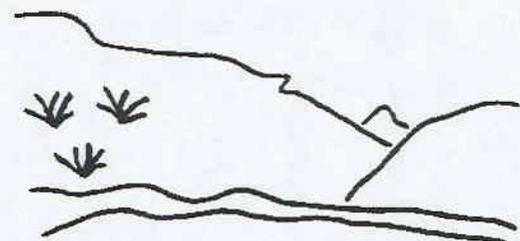
- ___ R649-2-3.
- Unit EIGHT MILE FLAT
- R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
- ___ R649-3-3. Exception
- ___ Drilling Unit
Board Cause No: _____
Eff Date: _____
Siting: _____
- ___ R649-3-11. Directional Drill

COMMENTS: Sep, Separate file

STIPULATIONS: 1- Federal Approval
2- Spacing SHP



OPERATOR: INLAND PRODUCTION CO (N5160)
 SEC. 12 T.9S, R.17E
 FIELD: EIGHT MILE FLAT NORTH (590)
 COUNTY: UINTAH
 SPACING: R649-3-2 / GENERAL SITING



Utah Oil Gas and Mining

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

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

- Field Status**
- ABANDONED
 - ACTIVE
 - COMBINED
 - INACTIVE
 - PROPOSED
 - STORAGE
 - TERMINATED



PREPARED BY: DIANA WHITNEY
 DATE: 25-FEBRUARY-2004

002

United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

IN REPLY REFER TO:
3160
(UT-922)

February 25, 2004

Memorandum

To: Assistant District Manager Minerals, Vernal District
From: Michael Coulthard, Petroleum Engineer
Subject: 2004 Plan of Development Eight Mile Flat
Unit, Uintah County, Utah.

Pursuant to email between Diana Whitney, Division of Oil, Gas and Mining, and Mickey Coulthard, Utah State Office, Bureau of Land Management, the following well is planned for calendar year 2004 within the Eight Mile Flat Unit, Uintah County, Utah.

API #	WELL NAME	LOCATION
	(Proposed PZ Green River)	
43-047-35516	Federal 16-12-9-17	Sec 12 T09S R17E 0773 FSL 0698 FEL

This office has no objection to permitting the well at this time.

/s/ Michael L. Coulthard

bcc: File - Eight Mile Flat Unit
Division of Oil Gas and Mining
Agr. Sec. Chron
Fluid Chron

MCoulthard:mc:2-25-04



State of Utah

Department of
Natural ResourcesDivision of
Oil, Gas & MiningROBERT L. MORGAN
*Executive Director*LOWELL P. BRAXTON
*Division Director*MICHAEL O. LEAVITT
*Governor*OLENE S. WALKER
Lieutenant Governor

March 1, 2004

Inland Production Company
Rt. #3, Box 3630
Myton, UT 84052Re: Federal 16-12-9-17 Well, 773' FSL, 698' FEL, SE SE, Sec. 12, T. 9 South,
R. 17 East, Uintah County, Utah

Gentlemen:

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

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 43-047-35516.

Sincerely,


John R. Baza
Associate Directorpab
Enclosurescc: Uintah County Assessor
Bureau of Land Management, Vernal District Office

Operator: Inland Production Company
Well Name & Number Federal 16-12-9-17
API Number: 43-047-35516
Lease: U-39713

Location: SE SE Sec. 12 T. 9 South R. 17 East

Conditions of Approval

1. General

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

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

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

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

- Contact Dan Jarvis at (801) 538-5338

3. Reporting Requirements

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

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

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



United States Department of the Interior



BUREAU OF LAND MANAGEMENT

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

IN REPLY REFER TO:
3106
(UT-924)

September 16, 2004

Memorandum

To: Vernal Field Office

From: Acting Chief, Branch of Fluid Minerals

Subject: Merger Approval

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

Michael Coulthard
Acting Chief, Branch of
Fluid Minerals

Enclosure

1. State of Texas Certificate of Registration

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

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



Office of the Secretary of State

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

Newfield Production Company
Filing Number: 41530400

Articles of Amendment

September 02, 2004

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



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

Secretary of State

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

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

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

ARTICLE 1 – Name

The name of the corporation is Inland Production Company.

ARTICLE 2 – Amended Name

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

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

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

ARTICLE 3 – Effective Date of Filing

This document will become effective upon filing.

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

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

INLAND RESOURCES INC.

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

RECEIVED
 FEB 23 2004
 BLM VERNAL, UTAH

Form 3160-3
 (September 2001)

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

UNITED STATES
 DEPARTMENT OF THE INTERIOR
 BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

006

5. Lease Serial No.
 U-39713

6. If Indian, Allottee or Tribe Name
 N/A

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

8. Lease Name and Well No.
 Federal 16-12-9-17

9. API Well No.
 43-047-35516

10. Field and Pool, or Exploratory
 Monument Butte

11. Sec., T., R., M., or Blk. and Survey or Area
 SE/SE Sec. 12, T9S R17E

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
 Inland Production Company

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

3b. Phone No. (include area code)
 (435) 646-3721

4. Location of Well (Report location clearly and in accordance with any State requirements.)*
 At surface SE/SE 773' FSL 698' FEL
 At proposed prod. zone

14. Distance in miles and direction from nearest town or post office*
 Approximatley 17.3 miles southeast of Myton, Utah

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) Approx. 698' f/lse, NA f/unit

16. No. of Acres in lease
 1,120.00

17. Spacing Unit dedicated to this well
 40 Acres

18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. Approx. 1242'

19. Proposed Depth
 6500'

20. BLM/BIA Bond No. on file
 #4488944

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
 5088' GL

22. Approximate date work will start*
 3rd Quarter 2004

23. Estimated duration
 Approximately seven (7) days from spud to rig release.

24. Attachments

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

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

25. Signature: *Mandie Crozier* Name (Printed/Typed): Mandie Crozier

Title: Regulatory Specialist

Approved by (Signature): *Thomas B. Cleary* Name (Printed/Typed):

Title: Assistant Field Manager Office:

Mineral Resources

RECEIVED
 NOV 04 2004
 2/20/02
 DIV. OF OIL, GAS & MINING
 10/27/2004

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)

4006M
 NOTICE OF APPROVAL
 04 JMD 9/04
 CONDITIONS OF APPROVAL ATTACHED

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Inland Production Company
Well Name & Number: Federal 16-12-9-17
API Number: 43-047-35516
Lease Number: U-39713
Location: SESE Sec. 12 T.9S R. 17E
Agreement: N/A

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

CONDITIONS OF APPROVAL

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.

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

In the event after-hours approvals are necessary, you must 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

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

Company/Operator: Inland Production Company

API Number: 43-047-35516

Well Name & Number: Federal 16-12-9-17

Lease Number: U-39713

Location: SESE Sec. 12 T. 9 S. R. 17 E.

Surface Ownership: BLM

Date NOS Received: None

Date APD Received: 2-23-04

-No construction or drilling would be allowed from April 1 to August 15 to protect nesting burrowing owls unless a certified biologist determines that no nesting hawks are present.

-No drilling would be allowed during the mountain plover nesting season (May 1 to June 15). If new construction is scheduled during this time, pre-construction surveys shall be conducted by a qualified biologist acceptable to the Vernal BLM using US Fish and Wildlife's mountain plover survey guidelines to detect the presence of nesting mountain plovers.

DIVISION OF OIL, GAS AND MINING**SPUDDING INFORMATION**Name of Company: INLAND PRODUCTION COMPANYWell Name: FEDERAL 16-12-9-17Api No: 43-047-35516 Lease Type: FEDERALSection 12 Township 09S Range 17E County UINTAHDrilling Contractor NDSI RIG # NS#1**SPUDDED:**Date 02/14/05Time 10:00 AMHow DRY**Drilling will commence:** _____Reported by FLOYD MITCHELLTelephone # 1-435-823-3610Date 02/14/2005 Signed CHD

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

INLAND

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

OPERATOR ACCT. NO. N5160
N2695

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					OO	SC	TP	RS	COUNTY		
A	99999	14568	43-047-35497	Federal 16-11-9-17	SE/SE	11	9S	17E	Utah	February 4, 2005	2/15/05
WELL 1 COMMENTS: <i>GRU</i>											
A	99999	14569	43-047-35516	Federal 16-12-9-17	SE/SE	12	9S	17E	Utah	February 14, 2005	2/15/05
WELL 2 COMMENTS: <i>GRU no unit</i>											
A	99999	14570	43-013-32462	Ashley Federal 2-13-9-15	NW/NE	13	9S	15E	Duchesne	February 15, 2005	2/15/05
WELL 3 COMMENTS: <i>GRU</i>											
ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					OO	SC	TP	RS	COUNTY		
WELL 4 COMMENTS:											
ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					OO	SC	TP	RS	COUNTY		
WELL 5 COMMENTS:											

RECEIVED
K
K
K

FEB 15 2005

DIV. OF OIL, GAS & MINING

INLAND

4356463031

02/15/2005 08:35

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

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

Kebbie S. Jones
Signature
Kebbie S. Jones
Production Clerk
February 15, 2005
Date

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

011

Change of Operator (Well Sold)

Designation of Agent/Operator

X Operator Name Change

Merger

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

CA No. Unit:

WELL(S)									
NAME	SEC TWN RNG			API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS	
FEDERAL 16-1-9-17	01	090S	170E	4304735496	14481	Federal	OW	DRL	K
FEDERAL 16-11-9-17	11	090S	170E	4304735497	99999	Federal	OW	DRL	K
FEDERAL 14-11-9-17	11	090S	170E	4304735498		Federal	OW	APD	K
FEDERAL 10-11-9-17	11	090S	170E	4304735500		Federal	OW	APD	K
FEDERAL 8-11-9-17	11	090S	170E	4304735501		Federal	OW	DRL	K
FEDERAL 2-11-9-17	11	090S	170E	4304735502		Federal	OW	DRL	K
FEDERAL 16-12-9-17	12	090S	170E	4304735516		Federal	OW	DRL	K
FEDERAL 14-12-9-17	12	090S	170E	4304735517	14500	Federal	OW	DRL	K
FEDERAL 12-12-9-17	12	090S	170E	4304735518	14497	Federal	OW	DRL	K
FEDERAL 10-12-9-17	12	090S	170E	4304735519	14482	Federal	OW	DRL	K
FEDERAL 4-12-9-17	12	090S	170E	4304735520	14553	Federal	OW	DRL	K
FEDERAL 1-4-9-18	04	090S	180E	4304735473	14533	Federal	OW	DRL	K
FEDERAL 7-4-9-18	04	090S	180E	4304735474	14499	Federal	OW	DRL	K
FEDERAL 9-4-9-18	04	090S	180E	4304735475	14530	Federal	OW	DRL	K
FEDERAL 15-4-9-18	04	090S	180E	4304735476		Federal	OW	APD	K
FEDERAL 14-5-9-18	05	090S	180E	4304735505		Federal	OW	APD	K
FEDERAL 12-5-9-18	05	090S	180E	4304735506		Federal	OW	APD	K
FEDERAL 12-7-9-18	07	090S	180E	4304735503		Federal	OW	APD	K
FEDERAL 8-7-9-18	07	090S	180E	4304735504		Federal	OW	APD	K
FEDERAL 3-17-9-18	17	090S	180E	4304735560		Federal	OW	APD	K

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

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

6a. (R649-9-2)Waste Management Plan has been received on: IN PLACE
6b. Inspections of LA PA state/fee well sites complete on: waived

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

8. **Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: n/a

9. **Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: na/

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

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 2/28/2005
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 2/28/2005
3. Bond information entered in RBDMS on: 2/28/2005
4. Fee/State wells attached to bond in RBDMS on: 2/28/2005
5. Injection Projects to new operator in RBDMS on: 2/28/2005
6. Receipt of Acceptance of Drilling Procedures for APD/New on: waived

FEDERAL WELL(S) BOND VERIFICATION:

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

INDIAN WELL(S) BOND VERIFICATION:

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

FEE & STATE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 61BSBDH2919
2. The **FORMER** operator has requested a release of liability from their bond on: n/a*
The Division sent response by letter on: n/a

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

6/14/05

FORM 3160-3
(September 2001)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

010

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.
UTU39713

6. If Indian, Allottee or Tribe Name.

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

8. Well Name and No.
FEDERAL 16-12-9-17

9. API Well No.
4304735516

10. Field and Pool, or Exploratory Area
Monument Butte

11. County or Parish, State
Uintah, UT

SUBMIT IN TRIPPLICATE - Other Instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
Newfield Production Company

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

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

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
773 FSL 698 FEL
SE/SE Section 12 T9S R17E

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

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

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

On 02/21/05 MIRU NDSI #2. Set all equipment. Pressure test Kelly, TIW, Choke manifold, & Bop's to 2,000 psi. Test 8.625 csgn to 1,500 psi. Vernal BLM field, & Roosevelt DOGM office was notified of test. PU BHA and tag cement @ 268'. Drill out cement & shoe. Drill a 7.875 hole with fresh water to a depth of 5770'. Lay down drill string & BHA. Open hole log w/ Dig/SP/GR log's TD to surface. PU & TIH with Guide shoe, shoe jt, float collar, 136 jt's of 5.5 J-55, 15.5# csgn. Set @ 5761.28' / KB. Cement with 285 sks cement mixed @ 11.0 ppg & 3.43 yld. The 400 sks cement mixed @ 14.4 ppg & 1.24 yld. With 17 bbls good cement to pit. Nipple down Bop's. Drop slips @ 80,000 #'s tension. Release rig 5:30 pm on 02/25/05.

I hereby certify that the foregoing is true and correct

Name (Printed/ Typed)
Floyd Mitchell

Signature: *Floyd Mitchell*

Title
Drilling Supervisor

Date
2/26/2005

RECEIVED
MAR 02 2005
DIV OF OIL, GAS & MINING

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____ Title _____ Date _____

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

Office _____

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

(Instructions on reverse)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

012

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 <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. UTU39713
2. Name of Operator Newfield Production Company		6. If Indian, Allottee or Tribe Name.
3a. Address Route 3 Box 3630 Myton, UT 84052	3b. Phone No. (include are code) 435.646.3721	7. If Unit or CA/Agreement, Name and/or No.
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 773 FSL 698 FEL SE/SE Section 12 T9S R17E		8. Well Name and No. FEDERAL 16-12-9-17
		9. API Well No. 4304735516
		10. Field and Pool, or Exploratory Area Monument Butte
		11. County or Parish, State Uintah, UT

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input 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 type="checkbox"/> Other _____
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug & Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injector	<input type="checkbox"/> Plug Back	<input checked="" type="checkbox"/> Water Disposal	

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

Formation water is produced to a steel storage tank. If the production water meets quality guidelines, it is transported to the Ashley, Monument Butte, Jonah, and Beluga water injection facilities by company or contract trucks. Subsequently, the produced water is injected into approved Class II wells to enhance Newfield's secondary recovery project.

Water not meeting quality criteria, is disposed at Newfield's Pariette #4 disposal well (Sec. 7, T9S R19E) or at State of Utah approved surfacé disposal facilities.

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

RECEIVED
APR 01 2005

DIV. OF OIL GAS & MINING

I hereby certify that the foregoing is true and correct Name (Printed/ Typed) Mandie Crozier	Title Regulatory Specialist
Signature <i>Mandie Crozier</i>	Date

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

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

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

(Instructions on reverse)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

013

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
 Newfield Production Company

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

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

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 773 FSL 698 FEL
 SE/SE Section 12 T9S R17E

5. Lease Serial No.
 UTU39713

6. If Indian, Allottee or Tribe Name.

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

8. Well Name and No.
 FEDERAL 16-12-9-17

9. API Well No.
 4304735516

10. Field and Pool, or Exploratory Area
 Monument Butte

11. County or Parish, State
 Uintah, UT

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

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

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

Status report for time period 03/10/05-03/24/05

Subject well had completion procedures initiated in the Green River formation on 03/10/05 without the use of a service rig over the well. A cement bond log was run and a total of four Green River intervals were perforated and hydraulically fracture treated w/ 20/40 mesh sand. Perf intervals were #1 (5519-5524'), (5504-5510'), (5485-5490') (All 4 JSPF); #2 (5402-5407'), (5360-5365') (All 4 JSPF); #3 (4944-4951') (4 JSPF); #4 (4012-4018'), (3927-3932') (All 4 JSPF). Composite flow-through frac plugs were used between stages. Fracs were flowed back through chokes. A service rig was moved on well on 03/22/05. Bridge plugs were drilled out. Well was cleaned out to PBD @ 5717'. Zones were swab tested for sand cleanup. A BHA & production tbg string were run in and anchored in well. End of tubing string @ 5584'. A new 1 1/2" bore rod pump was run in well on sucker rods. Well was placed on production via rod pump on 03/24/05.

I hereby certify that the foregoing is true and correct	Title
Name (Printed/ Typed) Tara Kinney	Production Clerk
Signature <i>Tara Kinney</i>	Date 4/4/05

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Approved by	Title	Date
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FEDERAL 16-12-9-17

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10. Field and Pool, or Exploratory Area
Monument Butte

11. County or Parish, State
Uintah, UT

SUBMIT IN TRIPLICATE - Other Instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
Newfield Production Company

3a. Address Route 3 Box 3630
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3b. Phone No. (include are code)
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4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
773 FSL 698 FEL
SE/SE Section 12 T9S R17E

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TYPE OF SUBMISSION	TYPE OF ACTION			
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<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 _____
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug & Abandon	<input type="checkbox"/> Temporarily Abandon	Variance _____
	<input type="checkbox"/> Convert to Injector	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	_____

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

Newfield Production Company is requesting a variance from Onshore Order 43 CFR Part 3160 Section 4 requiring production tanks to be equipped with Enardo or equivalent vent line valves. Inland operates wells that produce from the Green River formation, which are relatively low gas producers (20 mcfpd). The majority of the wells are equipped with a three phase separator to maximize gas separation and sales.

Newfield is requesting a variance for safety reasons. Crude oil production tanks equipped with back pressure devices will emit a surge of gas when the thief hatches are open. While gauging tanks, lease operators will be subject to breathing toxic gases as well as risk a fire hazard, under optimum conditions

APPROVED TO OPERATE
DATE 4-14-04
INITIALS CHD

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APR 08 2005

DIV. OF OIL, GAS & MINING

I hereby certify that the foregoing is true and correct

Name (Printed/ Typed) Mandie Crozier Title Regulatory Specialist

Signature *Mandie Crozier* Date 04/07/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____ Title Accepted by the _____ Date _____ Federal Approval Of This Action Is Necessary

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 Utah Division of Oil, Gas and Mining

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

(Instructions on reverse)

By: *[Signature]*

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

5. LEASE DESIGNATION AND SERIAL NO.

UTU-39713

WELL COMPLETION OR RECOMPLETION REPORT AND LOG*

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

NA

1a. TYPE OF WORK

OIL WELL GAS WELL DRY Other _____

7. UNIT AGREEMENT NAME

NA

1b. TYPE OF WELL

NEW WELL WORK OVER DEEPEN PLUG BACK DIFF RESVR. Other _____

8. FARM OR LEASE NAME, WELL NO.

FEDERAL 16-12-9-17

2. NAME OF OPERATOR

Newfield Exploration Company

9. WELL NO.

43-047-35516

3. ADDRESS AND TELEPHONE NO.

1401 17th St. Suite 1000 Denver, CO 80202

10. FIELD AND POOL OR WILDCAT

Monument Butte

4. LOCATION OF WELL (Report locations clearly and in accordance with any State requirements.)*

At Surface 773' FSL & 698' FEL (SE/SE) Sec. 12, Twp 9S, Rng 17E

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA

Sec. 12, T9S, R17E

At top prod. Interval reported below

At total depth

14. API NO. 43-047-35516 DATE ISSUED 3/1/04

12. COUNTY OR PARISH
Utah

13. STATE
UT

15. DATE SPUDDED
2/14/05

16. DATE T.D. REACHED
2/25/05

17. DATE COMPL. (Ready to prod.)
3/24/05

18. ELEVATIONS (DF, RKB, RT, GR, ETC.)*
5088' GL

KB

19. ELEV. CASINGHEAD

20. TOTAL DEPTH, MD & TVD

5770'

21. PLUG BACK T.D., MD & TVD

5717'

22. IF MULTIPLE COMPL., HOW MANY*

23. INTERVALS DRILLED BY
----->

ROTARY TOOLS

X

CABLE TOOLS

24. PRODUCING INTERVAL(S), OF THIS COMPLETION--TOP, BOTTOM, NAME (MD AND TVD)*

Green River 3927' - 5524'

25. WAS DIRECTIONAL SURVEY MADE

No

26. TYPE ELECTRIC AND OTHER LOGS RUN

Dual Induction Guard, SP, Compensated Density, Compensated Neutron, GR, Caliper, Cement Bond Log

27. WAS WELL CORED

No

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

CASING SIZE/GRADE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	TOP OF CEMENT, CEMENTING RECORD	AMOUNT PULLED
8-5/8" - J-55	24#	315'	12-1/4"	To surface with 160 sx Class "G" cmt	
5-1/2" - J-55	15.5#	5761'	7-7/8"	285 sx Premlite II and 400 sx 50/50 Poz	

29. LINER RECORD

30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
					2-7/8"	EOT @ 5583'	TA @ 5447'

31. PERFORATION RECORD (Interval, size and number)

32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

INTERVAL	SIZE	SPF/NUMBER	DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
(P3) 5485'-5490', 5504'-5510', 5519'-5524'	.41"	4/64	5485'-5524'	Frac w/ 65,039# 20/40 sand in 516 bbls fluid
(CP1&CP2) 5360'-5365', 5402'-5407'	.41"	4/40	5360'-5407'	Frac w/ 35,171# 20/40 sand in 345 bbls fluid
(A3) 4944'-4951'	.41"	4/28	4944'-4951'	Frac w/ 20,297# 20/40 sand in 246 bbls fluid
(GB4&GB6) 3927'-3932', 4012'-4018'	.41"	4/44	3927'-4018'	Frac w/ 43,559# 20/40 sand in 369 bbls fluid

33.* PRODUCTION

DATE FIRST PRODUCTION 3/24/05	PRODUCTION METHOD (Flowing, gas lift, pumping--size and type of pump) 2-1/2" x 1-1/2" x 14' RHAC SM Plunger Pump					WELL STATUS (Producing or shut-in) PRODUCING	
DATE OF TEST 10 day ave	HOURS TESTED	CHOKE SIZE	PROD'N. FOR TEST PERIOD ----->	OIL--BBL. 15	GAS--MCF. 77	WATER--BBL. 19	GAS-OIL RATIO 5133
FLOW, TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE ----->	OIL--BBL.	GAS--MCF.	WATER--BBL.	OIL GRAVITY-API (CORR.)	

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

Sold & Used for Fuel

TEST WITNESSED BY

35. LIST OF ATTACHMENTS

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

SIGNED

Mandie Crozier
Mandie Crozier

TITLE

DIV. OF OIL, GAS & MINING
Regulatory Specialist

DATE

6/2/2005

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

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	GEOLOGIC MARKERS	
				NAME	TRUE VERT. DEPTH
			Well Name Federal 16-12-9-17	Garden Gulch Mkr Garden Gulch 1 Garden Gulch 2 Point 3 Mkr X Mkr Y-Mkr Douglas Creek Mkr BiCarbonate Mkr B Limestone Mkr Castle Peak Basal Carbonate Total Depth (LOGGERS)	3540' 3712' 3822' 4070' 4309' 4347' 4480' 4708' 4832' 5294' 5698' 5783'



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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



IN REPLY REFER TO
3180
UT-922

June 30, 2005

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

Gentlemen:

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

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

The following leases embrace lands included within the unit area:

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

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

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

*Docket No
2005-009*

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

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JUL 01 2005

DIV. OF OIL, GAS & MINING

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

Sincerely,

/s/ Terry Catlin

Terry Catlin
Acting Chief, Branch of Fluid Minerals

Enclosure

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

UT922:TAThompson:tt:06/30/2005

Entity Form 6

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

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