



March 9, 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 3-17-9-18, 5-17-9-18, 7-17-9-18, 9-17-9-18, 13-17-9-18, and 15-17-9-18.

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

MAR 10 2004

DIV. OF OIL, GAS & MINING

001

RECEIVED
MAR 10 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-39714

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

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

8. Lease Name and Well No.
Federal 3-17-9-18

9. API Well No.
43-047-35560

10. Field and Pool, or Exploratory
Eight Mile Flat

11. Sec., T., R., M., or Blk. and Survey or Area
NE/NW Sec. 17, T9S R18E

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 NE/NW 660' FNL 1980' FWL 4432136Y 40.03630
At proposed prod. zone 592224X -109.91905

14. Distance in miles and direction from nearest town or post office*
Approximatley 19.1 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. 660' f/lse, NA f/unit

16. No. of Acres in lease
1,717.32

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. 2637'

19. Proposed Depth
6500'

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

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
5068' 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 3/9/04

Title Regulatory Specialist

Approved by (Signature) *Bradley G. Hill* Name (Printed/Typed) BRADLEY G. HILL Date 03-11-04

Title ENVIRONMENTAL SCIENTIST III

Federal Approval of this Action is Necessary

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

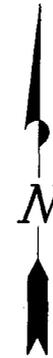
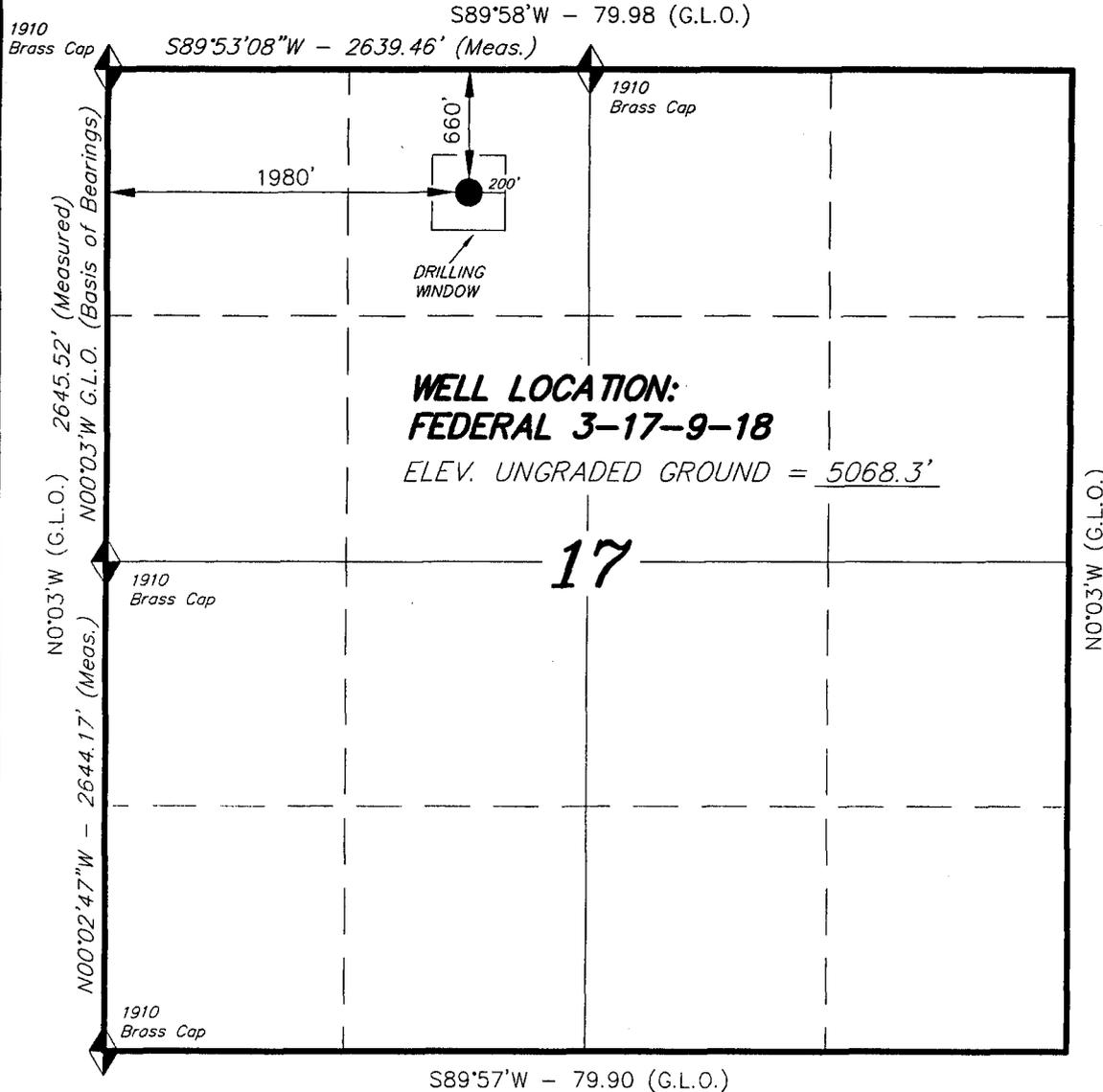
Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*(Instructions on reverse)

T9S, R18E, S.L.B.&M.

INLAND PRODUCTION COMPANY

WELL LOCATION, FEDERAL 3-17-9-18,
 LOCATED AS SHOWN IN THE NE 1/4 NW
 1/4 OF SECTION 17, T9S, R18E,
 S.L.B.&M. UTAH COUNTY, UTAH.



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. 189377

REGISTERED LAND SURVEYOR
 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: 10-15-03

DRAWN BY: J.R.S.

NOTES:

FILE #

INLAND PRODUCTION COMPANY
FEDERAL #3-17-9-18
NE/NW SECTION 17, T9S, R18E
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	5800'

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

Green River Formation 1640' - 6500' - Oil

4. PROPOSED CASING PROGRAM

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

5. MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL:

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

6. TYPE AND CHARACTERISTICS OF THE PROPOSED CIRCULATION MUDS:

Please refer to the Monument Butte Field SOP.

7. AUXILIARY SAFETY EQUIPMENT TO BE USED:

Please refer to the Monument Butte Field SOP.

8. TESTING, LOGGING AND CORING PROGRAMS:

Please refer to the Monument Butte Field SOP.

9. ANTICIPATED ABNORMAL PRESSURE OR TEMPERATURE:

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

10. ANTICIPATED STARTING DATE AND DURATION OF THE OPERATIONS:

Please refer to the Monument Butte Field SOP.

INLAND PRODUCTION COMPANY
FEDERAL #3-17-9-18
NE/NW SECTION 17, T9S, R18E
UINTAH COUNTY, UTAH

ONSHORE ORDER NO. 1

MULTI-POINT SURFACE USE & OPERATIONS PLAN

1. EXISTING ROADS

See attached Topographic Map "A"

To reach Inland Production Company well location site Federal #3-17-9-18 located in the NE 1/4 NW 1/4 Section 17, T9S, R18E, Uintah County, Utah:

Proceed southwesterly out of Myton, Utah along Highway 40 - 1.6 miles \pm to the junction of this highway and UT State Hwy 53; proceed southeasterly along Hwy 53 - 11.7 miles \pm to it's junction with an existing road to the southeast; proceed southeasterly - 3.6 miles \pm to it's junction with an existing road to the east; proceed northeasterly - 1.8 miles \pm to it's junction an existing road to the southeast; proceed southeasterly - 0.4 miles \pm to it's junction with the beginning of the proposed access road; proceed southwesterly along the proposed access road 160' \pm to the proposed well location.

2. PLANNED ACCESS ROAD

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

3. LOCATION OF EXISTING WELLS

Refer to Exhibit "B".

4. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES

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

5. LOCATION AND TYPE OF WATER SUPPLY

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

6. SOURCE OF CONSTRUCTION MATERIALS

Please refer to the Monument Butte Field SOP.

7. METHODS FOR HANDLING WASTE DISPOSAL

Please refer to the Monument Butte Field SOP.

8. ANCILLARY FACILITIES

Please refer to the Monument Butte Field SOP.

9. WELL SITE LAYOUT

See attached Location Layout Diagram.

10. PLANS FOR RESTORATION OF SURFACE

Please refer to the Monument Butte Field SOP.

11. SURFACE OWNERSHIP - Bureau Of Land Management

12. OTHER ADDITIONAL INFORMATION

The Archaeological Resource Survey and Paleontological Resource Survey for this area are attached. MOAC Report #03-155, 2/23/04. Paleontological Resource Survey prepared by, Wade E. Miller, 10/6/03. See attached report cover pages, Exhibit "D".

For the Federal #3-17-9-18 Inland Production Company requests a 1,455' ROW in Least U-16540 to allow for construction of the proposed access road as well as the gas and water lines. **Refer to Topographic Map "B" and Topographic Map "C"**. For a ROW plan of development, please refer to the Monument Butte Field SOP.

Inland Production Company requests a 50' ROW for the Federal #3-17-9-18 to allow for construction of a 6" gas gathering line, and a 3" poly fuel gas line. Both lines will tie in to the existing pipeline infrastructure. **Refer to Topographic Map "C."** For a ROW plan of development, please refer to the Monument Butte Field SOP.

Inland Production Company also requests a 50' ROW be granted for the Federal #3-17-9-18 to allow for construction of a 3" steel water injection line and a 3" poly water return line. **Refer to Topographic Map "C."** For a ROW plan of development, please refer to the Monument Butte Field SOP.

Water Disposal

Please refer to the Monument Butte Field SOP.

Reserve Pit Liner

Please refer to the Monument Butte Field SOP.

Location and Reserve Pit Reclamation

Please refer to the Monument Butte Field SOP.

The following seed mixture will be used on the topsoil stockpile, to 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
Scalet Globemallow	<i>Sphaeralcea concineae</i>	4 lbs/acre
Galleta Grass	<i>Hilaria jamesii</i>	4 lbs/acre

Details of the On-Site Inspection

The proposed Federal #3-17-9-18 was on-sited on 8/20/03. 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

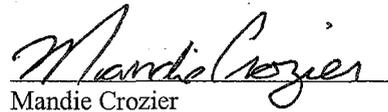
Certification

Please be advised that INLAND PRODUCTION COMPANY is considered to be the operator of well #3-17-9-18 NE/NW Section 17, Township 9S, Range 18E: Lease U-39714 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.

3/9/04

Date

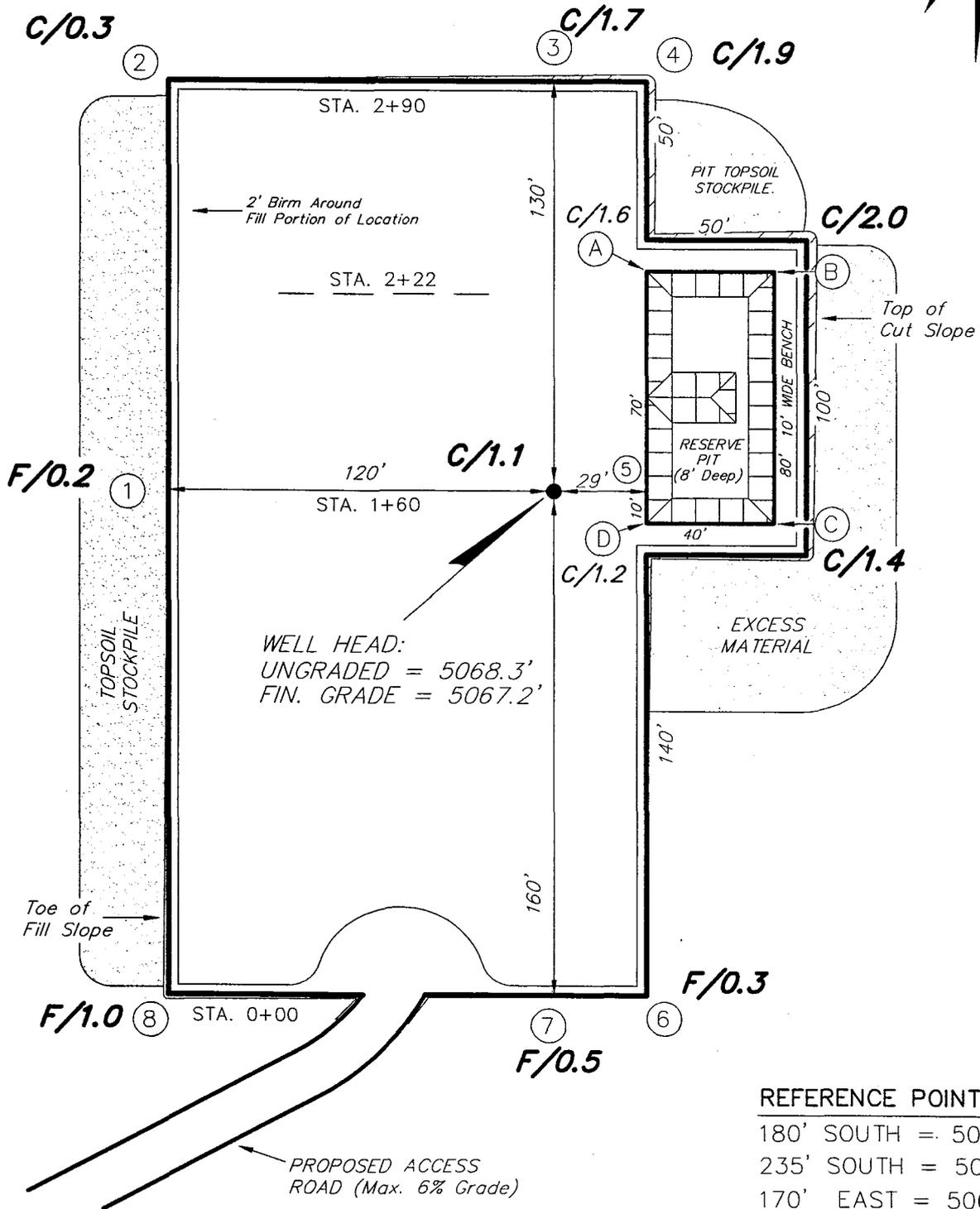
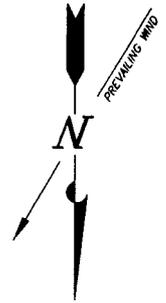


Mandie Crozier
Regulatory Specialist

INLAND PRODUCTION COMPANY

FEDERAL 3-17-9-18

Section 17, T9S, R18E, S.L.B.&M.



REFERENCE POINTS

- 180' SOUTH = 5069.0'
- 235' SOUTH = 5069.0'
- 170' EAST = 5066.1'
- 220' EAST = 5065.6'

SURVEYED BY: K.G.S.

SCALE: 1" = 50'

DRAWN BY: J.R.S.

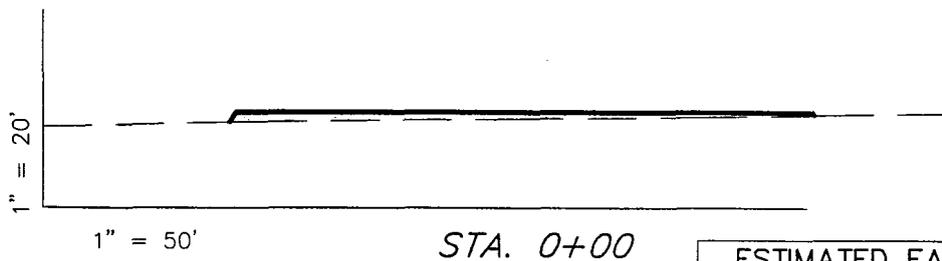
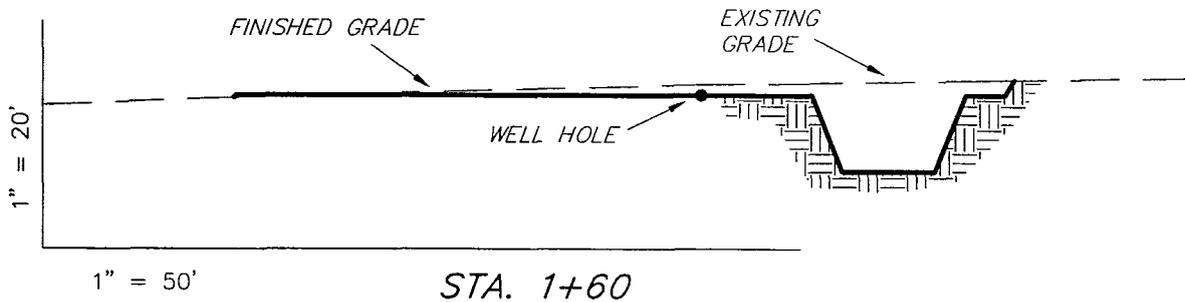
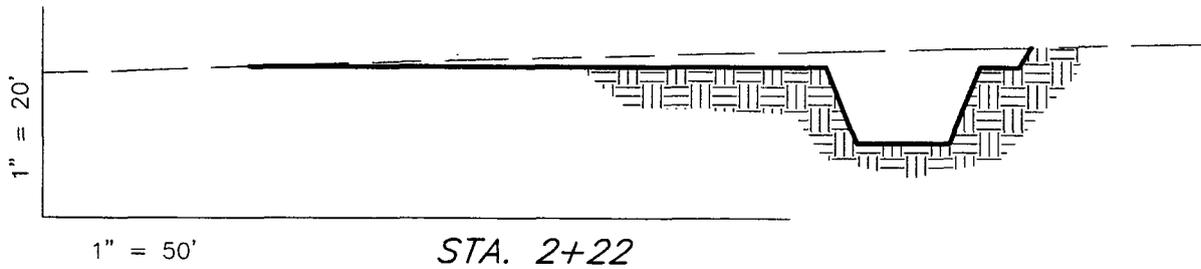
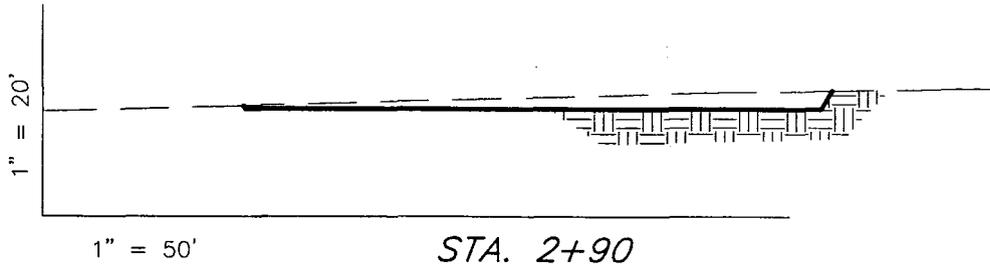
DATE: 10-15-03

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

INLAND PRODUCTION COMPANY

CROSS SECTIONS

FEDERAL 3-17-9-18



ESTIMATED EARTHWORK QUANTITIES
(No Shrink or swell adjustments have been used)
(Expressed in Cubic Yards)

ITEM	CUT	FILL	6" TOPSOIL	EXCESS
PAD	590	590	Topsoil is not included in Pad Cut	0
PIT	640	0		640
TOTALS	1,230	590	890	640

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

SURVEYED BY: K.G.S.

SCALE: 1" = 50'

DRAWN BY: J.R.S.

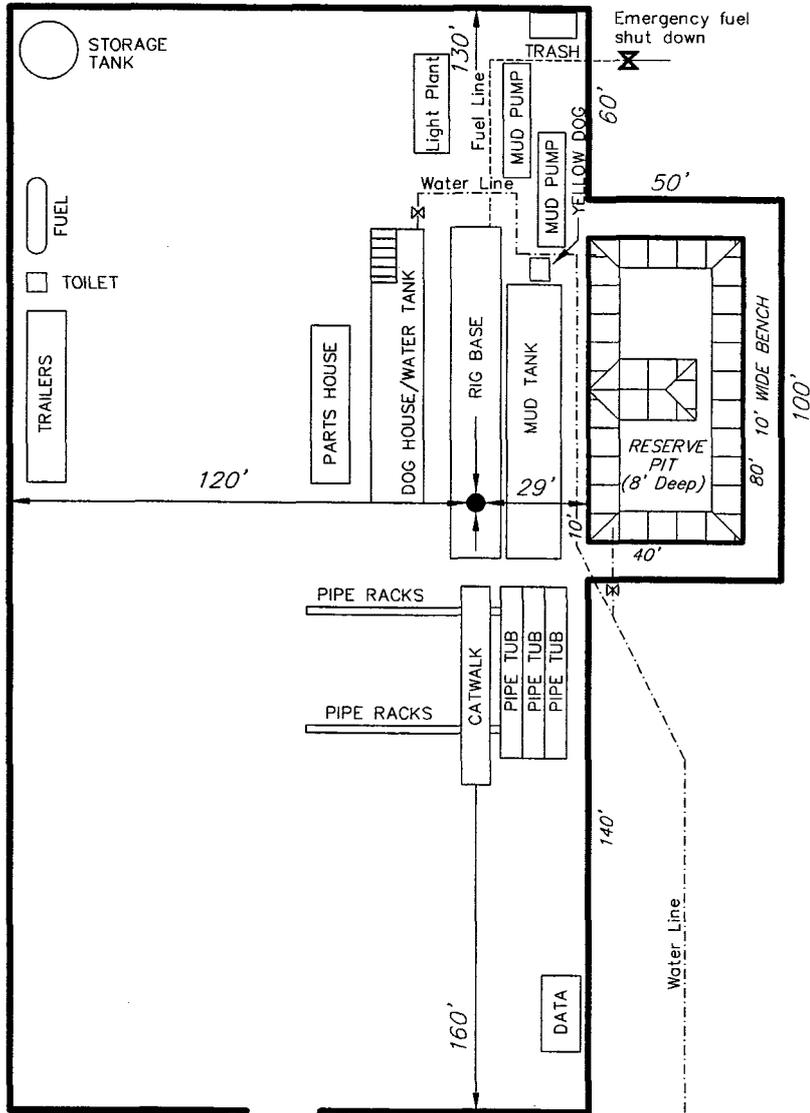
DATE: 10-15-03

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

INLAND PRODUCTION COMPANY

TYPICAL RIG LAYOUT

FEDERAL 3-17-9-18



PROPOSED ACCESS ROAD (Max. 6% Grade)

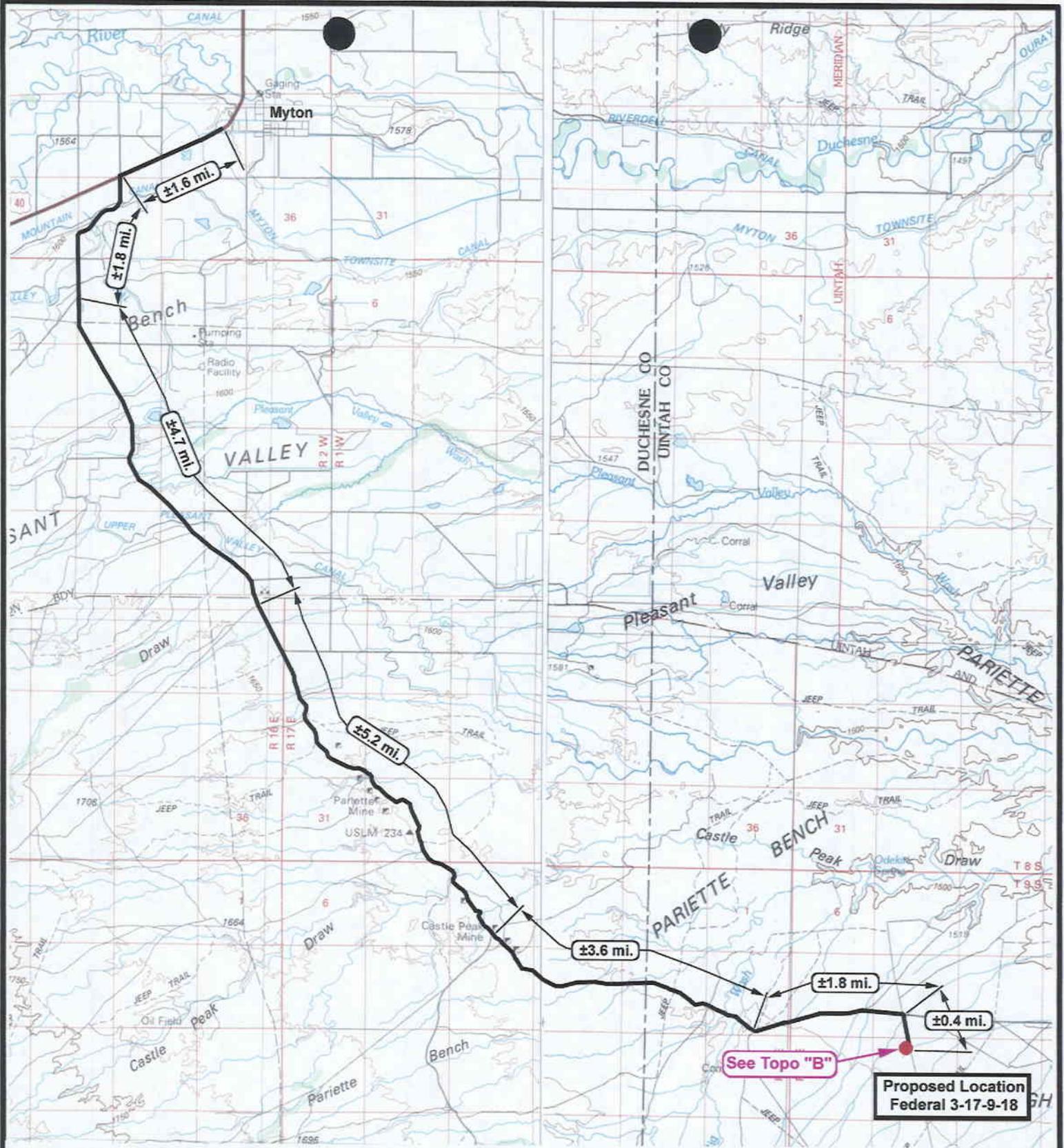
SURVEYED BY: K.G.S.

SCALE: 1" = 50'

DRAWN BY: J.R.S.

DATE: 10-15-03

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



Federal 3-17-9-18
SEC. 17, T9S, R18E, S.L.B.&M.



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

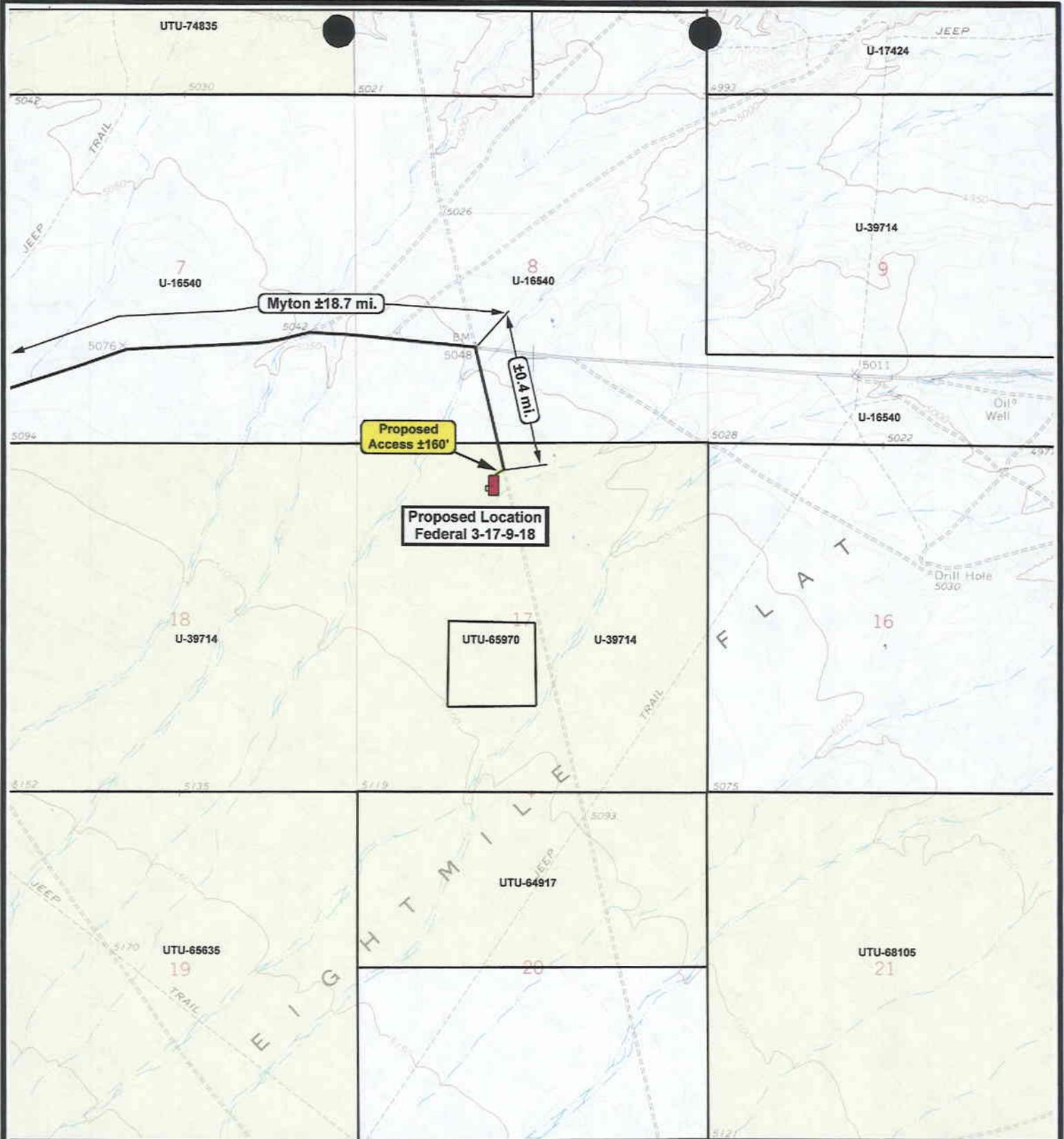
SCALE: 1 = 100,000
 DRAWN BY: R.A.B.
 DATE: 11-11-2003

Legend

Existing Road

Proposed Access

TOPOGRAPHIC MAP
"A"



Federal 3-17-9-18
SEC. 17, T9S, R18E, S.L.B.&M.



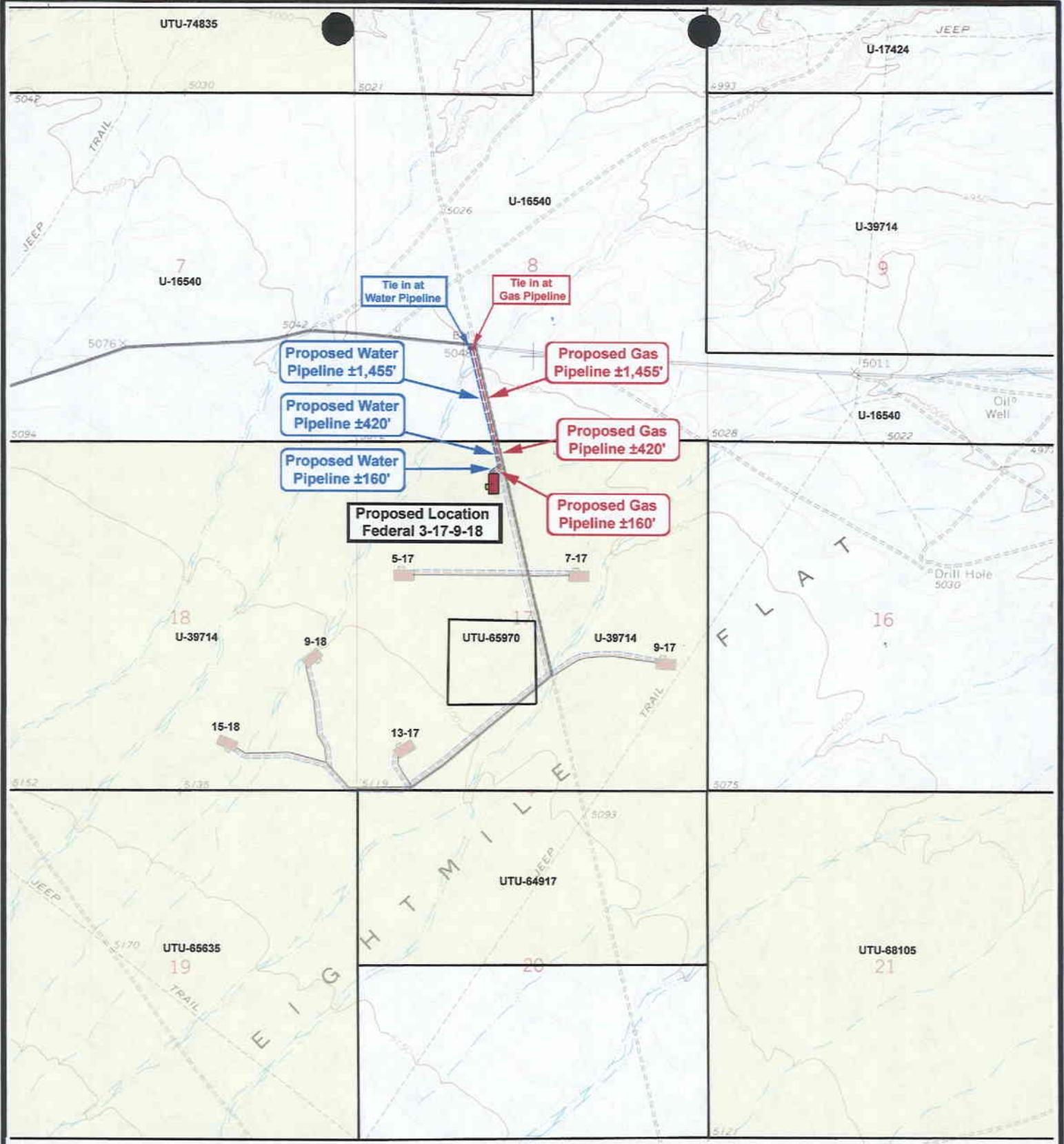
Tri-State
Land Surveying Inc.
 (435) 781-2501
 180 North Vernal Ave. Vernal, Utah 84078

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

- Legend**
- Existing Road
 - Proposed Access

TOPOGRAPHIC MAP

"B"



Federal 3-17-9-18
SEC. 17, T9S, R18E, S.L.B.&M.



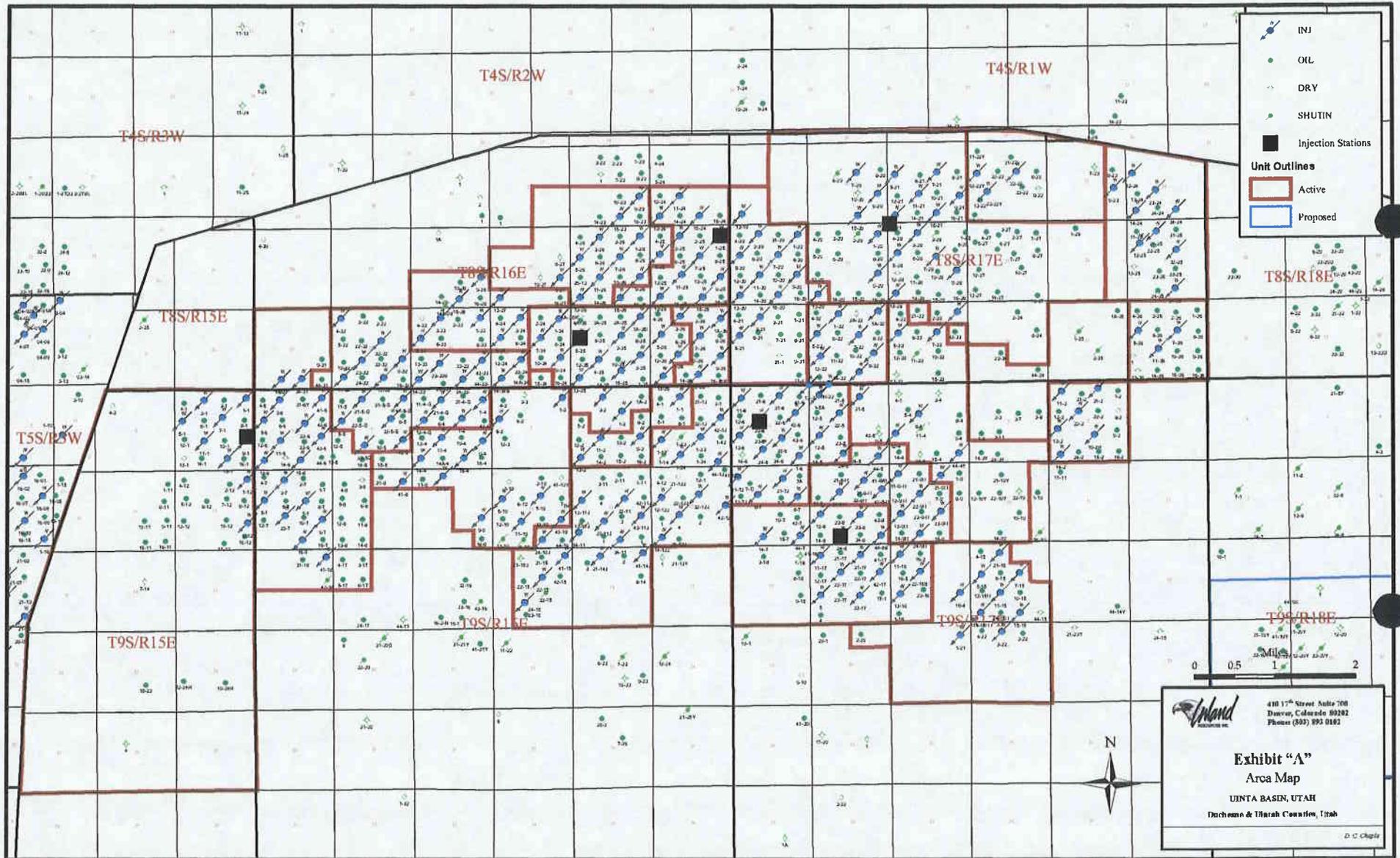
Tri-State
Land Surveying Inc.
 (435) 781-2501
 180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'
 DRAWN BY: R.A.B.
 DATE: 11-18-2003

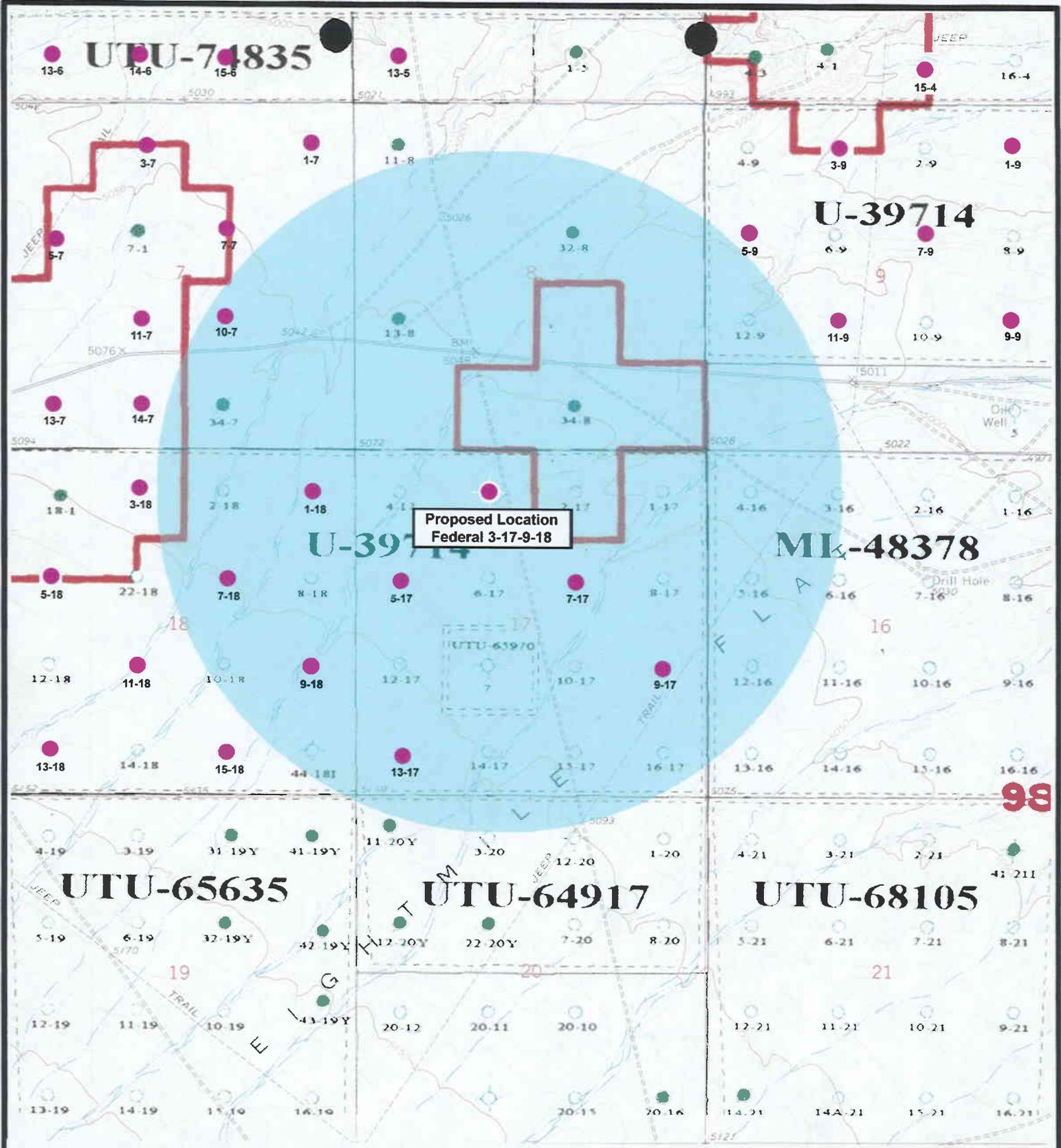
Legend

- Roads
- Existing Gas Line
- Proposed Gas Line
- Existing Water Line
- Proposed Water Line

TOPOGRAPHIC MAP
"C"



January 15, 2003



Proposed Location
Federal 3-17-9-18

UTU-65635

UTU-64917

UTU-68105

U-39714

ML-48378



Federal 3-17-9-18
SEC. 17, T9S, R18E, 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: 11-11-2003

Legend

- Well Locations
- One-Mile Radius

Exhibit "B"

2-M SYSTEM

Blowout Prevention Equipment Systems

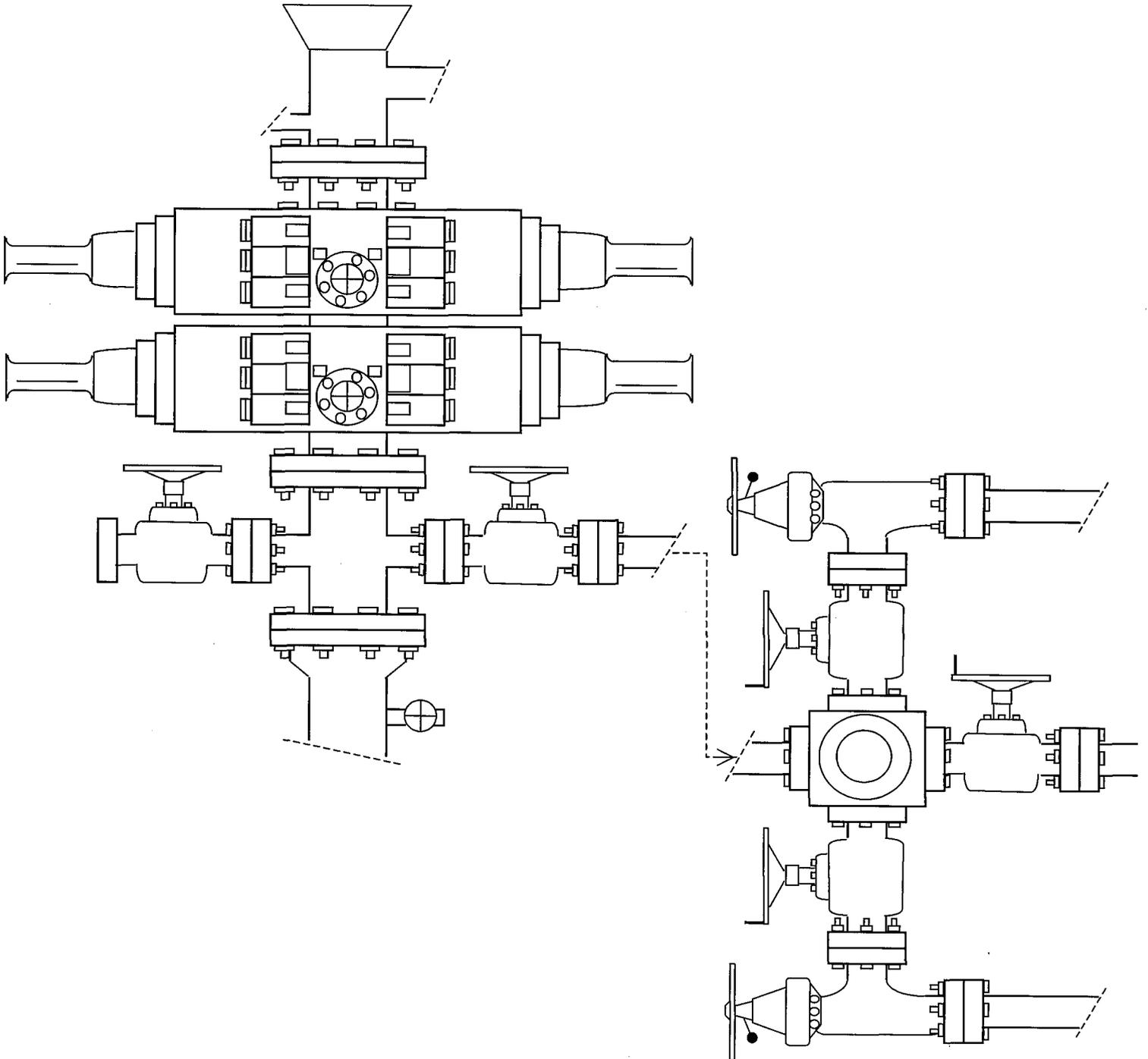


EXHIBIT C

CULTURAL RESOURCE INVENTORY OF
INLAND RESOURCES BLOCK SURVEY ON EIGHTMILE FLAT
TOWNSHIP 9 SOUTH, RANGE 18 EAST, SECTIONS 17, 20, 21
IN UINTAH COUNTY, UTAH

by

Amanda Wilson
and
Keith R. Montgomery

Prepared For:

Bureau of Land Management
Vernal Field Office

Prepared Under Contract With:

Inland Production
Route 3 Box 3630
Myton, Utah 84052

Prepared By:

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

MOAC Report No. 03-155

February 23, 2004

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

State of Utah Antiquities Project (Survey)
Permit No. U-04-MQ-800b

INLAND RESOURCES, INC.

**PALEONTOLOGICAL FIELD SURVEY OF PROPOSED
PRODUCTION DEVELOPMENT AREAS,
UINTAH COUNTY, UTAH**

(Sections 9, 14, 15, 17, 21, 23 and north half section 20,
Township 9 South, Range 18 East)

REPORT OF SURVEY

Prepared for:

Inland Resources, Inc.

Prepared by:

Wade E. Miller
Consulting Paleontologist
October 6, 2003

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 03/10/2004

API NO. ASSIGNED: 43-047-35560

WELL NAME: FEDERAL 3-17-9-18

OPERATOR: INLAND PRODUCTION (N5160)

CONTACT: MANDIE CROZIER

PHONE NUMBER: 435-646-3721

PROPOSED LOCATION:

NENW 17 090S 180E
SURFACE: 0660 FNL 1980 FWL
BOTTOM: 0660 FNL 1980 FWL
UINTAH
8 MILE FLAT NORTH (590)

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

LEASE TYPE: 1 - Federal

LEASE NUMBER: U-39714

SURFACE OWNER: 1 - Federal

PROPOSED FORMATION: GRRV

COALBED METHANE WELL? NO

LATITUDE: 40.03630

LONGITUDE: 109.91905

RECEIVED AND/OR REVIEWED:

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

LOCATION AND SITING:

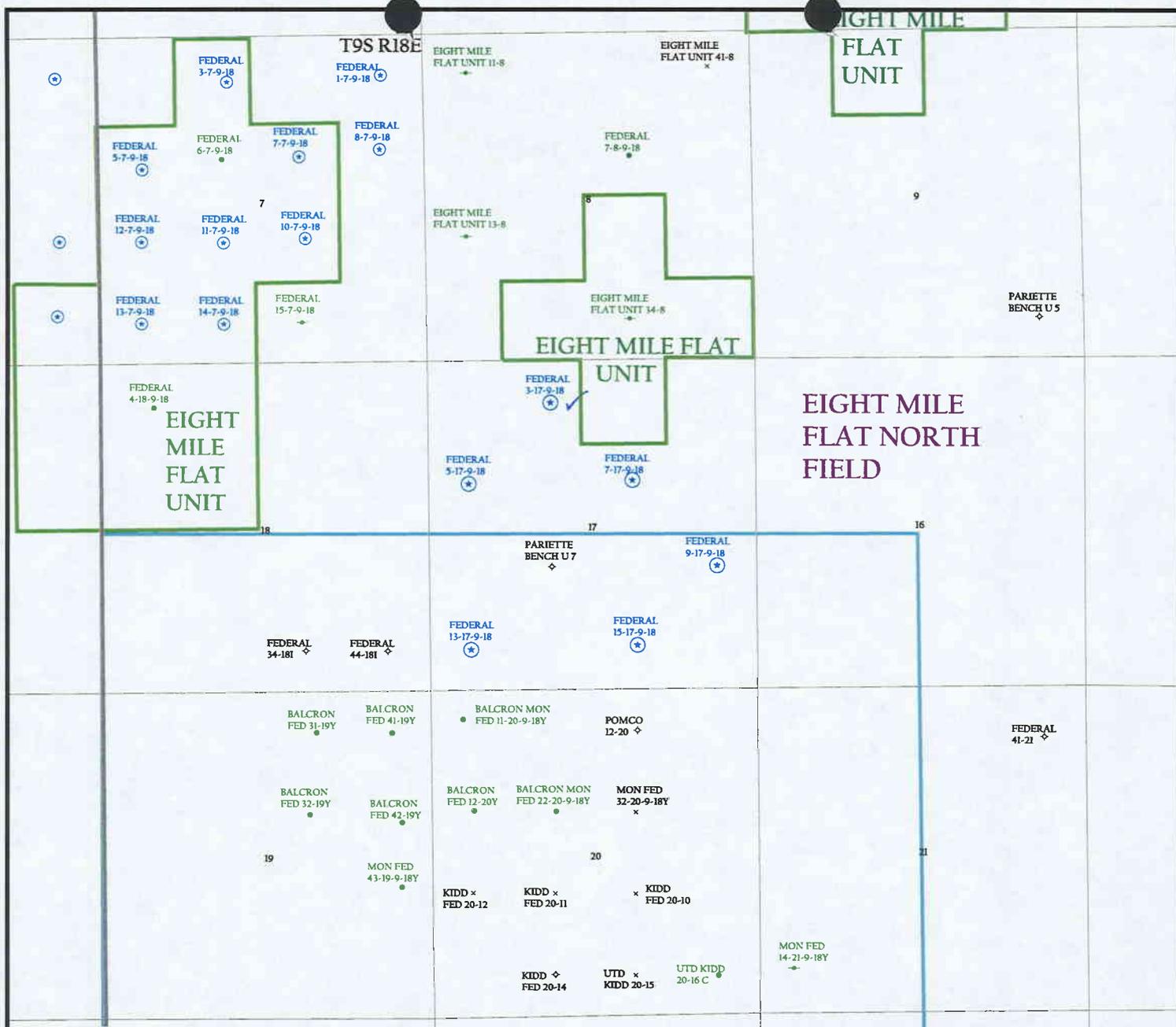
- R649-2-3.
Unit _____
- R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
- R649-3-3. Exception
- Drilling Unit
Board Cause No: _____
Eff Date: _____
Siting: _____
- R649-3-11. Directional Drill

COMMENTS:

Sop, Separate file

STIPULATIONS:

*1- Federal Approval
2- Spring Sop?*



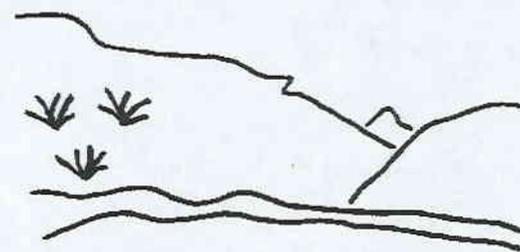
OPERATOR: INLAND PRODUCTION CO (N5160)

SEC. 17 T.9S, R.18E

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: 11-MARCH-2004



State of Utah

Department of
Natural Resources

Division of
Oil, Gas & Mining

ROBERT L. MORGAN
Executive Director

LOWELL P. BRAXTON
Division Director

MICHAEL O. LEAVITT
Governor

OLENE S. WALKER
Lieutenant Governor

March 11, 2004

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

Re: Federal 3-17-9-18 Well, 660' FNL, 1980' FWL, NE NW, Sec. 17, T. 9 South,
R. 18 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 43-047-35560.

Sincerely,

John R. Baza
Associate Director

pab
Enclosures

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

Operator: Inland Production Company
Well Name & Number Federal 3-17-9-18
API Number: 43-047-35560
Lease: U-39714

Location: NE NW Sec. 17 T. 9 South R. 18 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.



Office of the Secretary of State

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

Newfield Production Company
Filing Number: 41530400

Articles of Amendment

September 02, 2004

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



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

Secretary of State

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

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

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

ARTICLE 1 – Name

The name of the corporation is Inland Production Company.

ARTICLE 2 – Amended Name

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

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

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

ARTICLE 3 – Effective Date of Filing

This document will become effective upon filing.

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

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

INLAND RESOURCES INC.

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



United States Department of the Interior



BUREAU OF LAND MANAGEMENT

Utah State Office

P.O. Box 45155

Salt Lake City, UT 84145-0155

<http://www.blm.gov>

IN REPLY REFER TO:

3106

(UT-924)

September 16, 2004

Memorandum

To: Vernal Field Office

From: Acting Chief, Branch of Fluid Minerals

Subject: Merger Approval

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

Michael Coulthard
Acting Chief, Branch of
Fluid Minerals

Enclosure

1. State of Texas Certificate of Registration

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

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

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

007

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 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

005

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-39714

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 5-17-9-18

9. API Well No.
43-047-35560

10. Field and Pool, or Exploratory
Eight Mile Flat

11. Sec., T., R., M., or Blk. and Survey or Area
SW/NW Sec. 17, T9S R18E

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
Newfield 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 SW/NW 1980' FNL 663' FWL
At proposed prod. zone

14. Distance in miles and direction from nearest town or post office*
Approximatley 19.4 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. 1,317 ft/lease, NA ft/unit

16. No. of Acres in lease
1,717.32

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. 2637'

19. Proposed Depth
6500'

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

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
5086' 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:

- | | |
|--|---|
| <ul style="list-style-type: none"> 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). | <ul style="list-style-type: none"> 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 3/9/04

Title Regulatory Specialist

Approved by (Signature) Kirk Fustison Name (Printed/Typed) KIRK FUSTISON Date 3/1/05

Title Assistant Field Manager Mineral Resources Office

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

NOTICE OF APPROVAL
RECEIVED

MAR 0 / 2005

DIV. OF OIL, GAS & MINING

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Newfield Production Company.
Well Name & Number: Federal 5-17-9-18
API Number: 43-047-35560
Lease Number: U-39714
Location: SWNW Sec. 17 T. 9S R. 18E
Agreement: N/A

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

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

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

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:

Kirk Fleetwood (435) 828-7874
Petroleum Engineer

Michael Lee (435) 828-7875
Petroleum Engineer

BLM FAX Machine (435) 781-4410

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

No construction or drilling shall be allowed during the burrowing owl nesting season (April 1 to Aug. 15), without first consulting the BLM biologist. If no nesting owls are found, drilling will be allowed.

Mountain Plover surveys will have to be conducted in accordance with the U.S. Fish & Wildlife Service Mountain Plover Survey Guidelines.

To reduce noise levels in the area, a hospital muffler or multi-cylinder engine shall be installed on the pumping unit.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

006

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Designation and Serial No.

UTU-39714

6. If Indian, Allottee or Tribe Name

NA

7. If Unit or CA, Agreement Designation

N/A

8. Well Name and No.

FEDERAL 3-17-9-18

9. API Well No.

43-047-35560

10. Field and Pool, or Exploratory Area

EIGHT MILE FLAT NORTH

11. County or Parish, State

UINTAH COUNTY, UT.

SUBMIT IN TRIPLICATE

1. Type of Well

<input checked="" type="checkbox"/> Oil Well	<input type="checkbox"/> Gas Well	<input type="checkbox"/> Other
--	-----------------------------------	--------------------------------

2. Name of Operator

NEWFIELD PRODUCTION COMPANY

3. Address and Telephone No.

Rt. 3 Box 3630, Myton Utah, 84052 435-646-3721

4. Location of Well (Footage, Sec., T., R., m., or Survey Description)

660 FNL 1890 FWL NE/NW Section 17, T9S R18E
1980'

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

TYPE OF SUBMISSION

TYPE OF ACTION

<input checked="" type="checkbox"/> Notice of Intent
<input type="checkbox"/> Subsequent Report
<input type="checkbox"/> Final Abandonment Notice

<input type="checkbox"/> Abandonment
<input type="checkbox"/> Recompletion
<input type="checkbox"/> Plugging Back
<input type="checkbox"/> Casing Repair
<input type="checkbox"/> Altering Casing
<input checked="" type="checkbox"/> Other <u>Permit Extension</u>

<input type="checkbox"/> Change of Plans
<input type="checkbox"/> New Construction
<input type="checkbox"/> Non-Routine Fracturing
<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Conversion to Injection
<input type="checkbox"/> Dispose Water

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

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

Newfield Production Company requests to extend the Permit to Drill this well for one year. The original approval date was 3/11/04 (expiration 3/11/05).

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 03-10-05
By: *[Signature]*

RECEIVED
MAR 08 2005

DIV. OF OIL, GAS & MINING

COPIES SENT TO OPERATOR
Date: 3-10-05
Initials: CHD

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

Signed *Mandie Crozier* Title Regulatory Specialist Date 3/7/2005
Mandie Crozier

CC: UTAH DOGM

(This space for Federal or State office use)

Approved by _____ Title _____ Date _____

Conditions of approval, if any:

CC: Utah DOGM

RESET

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

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

API: 43-047-35560
Well Name: Federal 3-17-9-18
Location: NE/NW Section 17, T9S R18E
Company Permit Issued to: Newfield Production Company
Date Original Permit Issued: 3/11/2004

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

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

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

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

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

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

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

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

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


Signature

3/7/2005
Date

Title: Regulatory Specialist

Representing: Newfield Production Company

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: NEWFIELD PRODUCTION COMPANY

Well Name: FEDERAL 3-17-9-18

Api No: 43-047-35560 Lease Type: FEDERAL

Section ¹⁷15 Township 09S Range 18E County UINTAH

Drilling Contractor NDSI RIG # NS#1

SPUDDED:

Date 09/12/05

Time 12:00 NOON

How DRY

Drilling will Commence: _____

Reported by FLOYD MITCHELL

Telephone # 1-435-823-3610

Date 09/12/2005 Signed CHD

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

OPERATOR: **NEWFIELD PRODUCTION COMPANY**
ADDRESS: **RT. 3 BOX 3830**
MYTON, UT 84052

OPERATOR ACCT. NO. **N2695**

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
B	99999	14844	43-047-35450	FEDERAL 7-7-9-18	SWNE	7	9S	18E	UINTAH	09/08/05	9/15/05
WELL COMMENTS: <i>GRUV Sundance</i>											
B	99999	14844	43-047-35587	FEDERAL 15-18-9-18	SWSE	18	9S	18E	UINTAH	09/08/05	9/15/05
WELL COMMENTS: <i>GRUV Sundance</i>											
B	99999	14844	43-047-35447	FEDERAL 1-7-9-18	NENE	7	9S	18E	UINTAH	09/09/05	9/15/05
WELL COMMENTS: <i>GRUV Sundance</i>											
B	99999	14844	43-047-35561	FEDERAL 3-17-9-18	NENW	17	9S	18E	UINTAH	09/12/05	9/15/05
WELL COMMENTS: <i>GRUV Sundance</i>											
B	99999	14844	43-047-35560	FEDERAL 5-17-9-18	SWNW	17	9S	18E	UINTAH	09/14/05	9/15/05
WELL COMMENTS: <i>GRUV Sundance</i>											
B	99999	12419	43-013-32642	ASHLEY FEDERAL 16-15-9-15	SESE	15	9S	15E	DUCHESNE	08/12/05	9/15/05
WELL COMMENTS: <i>GRUV Ashley</i>											

ACTION CODES: See instructions on back of form
 A - Establish new entity for new well (single well only)
 B - Add to or well to existing entity (group or tank 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 (see other comments section)

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

RECEIVED
SEP 15 2005

DIV. OF OIL, GAS & MINING

Kim Kettle
Signature **Kim Kettle**
Production Clerk
September 15, 2005
Date

09/15/2005 14:32 4356463931

INLAND

PAGE 03

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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)

660 FNL 1980 FWL

NE/NW Section 17 T9S R18E

5. Lease Serial No.

UTU39714

6. If Indian, Allottee or Tribe Name.

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

SUNDANCE UNIT

8. Well Name and No.

FEDERAL 3-17-9-18

9. API Well No.

4304735560

10. Field and Pool, or Exploratory Area

Monument Butte

11. County or Parish, State

Uintah, UT

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

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

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

On 9/23/2005 MIRU Patterson Rig # 155. 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 @ 265'. Drill out cement & shoe. Drill a 7.875 hole with fresh water to a depth of 5,725'. 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, 128 jt's of 5.5 J-55, 15.5# csgn. Set @ 5663.93' / KB. Cement with 350sks cement mixed @ 11.0 ppg & 3.43 yld. The 450 sks cement mixed @ 14.4 ppg & 1.24 yld. With all spacers returned to pit. Nipple down Bop's. Drop slips @ 84,000 #'s tension. Release rig @ 11:00 PM 9/27/2005.

I hereby certify that the foregoing is true and correct

Name (Printed/ Typed)
Floyd Mitchell

Title

Drilling Supervisor

Signature

Floyd Mitchell

Date

09/28/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____

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.

Title

Date

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)

RECEIVED

SEP 29 2005

DIV. OF OIL, GAS & MINING

NEWFIELD PRODUCTION COMPANY - CASING & CEMENT REPORT

5 1/2" CASING SET AT 5663.93

LAST CASING 8 5/8" SET AT 313'
 DATUM 12' KB
 DATUM TO CUT OFF CASING 12'
 DATUM TO BRADENHEAD FLANGE _____
 TD DRILLER 5725' LOGGER 5695'
 HOLE SIZE 7 7/8"

Fit c/lr @ 5620'
 OPERATOR Newfield Production Company
 WELL Federal 3-17-9-18
 FIELD/PROSPECT Monument Butte
 CONTRACTOR & RIG # Patterson # 155

LOG OF CASING STRING:

PIECES	OD	ITEM - MAKE - DESCRIPTION	WT / FT	GRD	THREAD	CONDT	LENGTH
		Landing Jt					14
		Short jt 6.08' @ 3895'					
128	5 1/2"	ETC LT & C casing	15.5#	J-55	8rd	A	5606.43
		Float collar					0.6
1	5 1/2"	ETC LT&C csg	15.5#	J-55	8rd	A	44.25
		GUIDE shoe			8rd	A	0.65
CASING INVENTORY BAL.		FEET	JTS	TOTAL LENGTH OF STRING			5665.93
TOTAL LENGTH OF STRING		5665.93	129	LESS CUT OFF PIECE			14
LESS NON CSG. ITEMS		15.25		PLUS DATUM TO T/CUT OFF CSG			12
PLUS FULL JTS. LEFT OUT		221.08	5	CASING SET DEPTH			5663.93
TOTAL		5871.76	134	} COMPARE			
TOTAL CSG. DEL. (W/O THRDS)		5871.76	134				
TIMING		1ST STAGE	2nd STAGE				
BEGIN RUN CSG.		9/27/2005	11:30 AM	GOOD CIRC THRU JOB <u>Yes</u>			
CSG. IN HOLE		9/27/2005	2:30 PM	Bbls CMT CIRC TO SURFACE <u>All spacers to pit</u>			
BEGIN CIRC		9/27/2005	2:30 PM	RECIPROCATED PIPE FOR <u>THRUSTROKE</u>			
BEGIN PUMP CMT		9/27/2005	4:36 PM	DID BACK PRES. VALVE HOLD ? <u>Yes</u>			
BEGIN DSPL. CMT		9/27/2005	5:37 PM	BUMPED PLUG TO <u>1960</u> PSI			
PLUG DOWN		9/27/2005	6:10 PM				
CEMENT USED		CEMENT COMPANY- B. J.					
STAGE	# SX	CEMENT TYPE & ADDITIVES					
1	350	Premlite II w/ 10% gel + 3% KCL, 3#s /sk CSE + 2# sk/kolseal + 1/4#s/sk Cello Flake					
		mixed @ 11.0 ppg W / 3.43 cf/sk yield					
2	450	50/50 poz W/ 2% Gel + 3% KCL, .5%EC1, 1/4# sk C.F. 2% gel. 3% SM mixed @ 14.4 ppg W/ 1.24 YLD					
CENTRALIZER & SCRATCHER PLACEMENT			SHOW MAKE & SPACING				
Centralizers - Middle first, top second & third. Then every third collar for a total of 20.							

COMPANY REPRESENTATIVE Floyd Mitchell DATE 9/28/2005

RECEIVED
 SEP 29 2005
 DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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 area code)
 435.646.3721

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 660 FNL 1980 FWL
 NE/NW Section 17 T9S R18E

5. Lease Serial No.
 UTU39714

6. If Indian, Allottee or Tribe Name.

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

8. Well Name and No.
 FEDERAL 3-17-9-18

9. API Well No.
 4304735560

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 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 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.)

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 surface disposal facilities.

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

I hereby certify that the foregoing is true and correct Name (Printed/Typed) Mandie Crozier	Title Regulatory Specialist
Signature <i>Mandie Crozier</i>	Date 10/14/2005

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)

**RECEIVED
OCT 17 2005**

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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 Oil Well Gas Well Other

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3b. Phone No. (include area code)
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4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
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 NE/NW Section 17 T9S R18E

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6. If Indian, Allottee or Tribe Name.

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 SUNDANCE UNIT

8. Well Name and No.
 FEDERAL 3-17-9-18

9. API Well No.
 4304735560

10. Field and Pool, or Exploratory Area
 Monument Butte

11. County or Parish, State
 Uintah, UT

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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	_____

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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. Newfield 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

10-22-05
CHD

I hereby certify that the foregoing is true and correct	Title
Name (Printed/Typed) Mandie Crozier	Regulatory Specialist
Signature <i>Mandie Crozier</i>	Date 10/14/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____	Accepted by the Utah Division of Oil, Gas and Mining	Date: _____ Federal Approval Of This Action is Necessary
-------------------	--	--

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(Instructions on reverse)

Date: 10/20/05
By: *D. K. R. #*

RECEIVED
OCT 17 2005
DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

1. Type of Well

Oil Well Gas Well Other

2. Name of Operator

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)

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NE/NW Section 17 T9S R18E

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SUNDANCE UNIT

8. Well Name and No.

FEDERAL 3-17-9-18

9. API Well No.

4304735560

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
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<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	

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Status report for time period 10/05/05 - 10/13/05

Subject well had completion procedures intiated in the Green River formation on 10-05-05 without the use of a service rig over the well. A cement bond log was run and a total of two Green River intervals were perforated and hydraulically fracture treated with 20/40 mesh sand. Perforated intervals are as follows: Stage #1 (5388'-5402'), (5334'-5348'); Stage #2 (4999'-5021'). All perforations, were 4 JSPF. Composite flow-through frac plugs were used between stages. Fracs were flowed back through chokes. A service rig was moved over the well on 10-12-2005. Bridge plugs were drilled out and well was cleaned to 5618'. Zones were swab tested for sand cleanup. A new 1 1/2" bore rod pump was run in well on sucker rods. Well was placed on production via rod pump on 10-13-2005.

RECEIVED

NOV 02 2005

DIV. OF OIL, GAS & MINING

I hereby certify that the foregoing is true and correct

Name (Printed/ Typed)
Lana Nebeker

Signature

Lana Nebeker

Title

Production Clerk

Date

10/28/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

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Title

Office

Date

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(Instructions on reverse)

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

5. LEASE DESIGNATION AND SERIAL NO.
UTU-39714

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
Sundance Unit

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

8. FARM OR LEASE NAME, WELL NO.
Federal 3-17-9-18

2. NAME OF OPERATOR
Newfield Exploration Company

9. WELL NO.
43-047-35560

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

10. FIELD AND POOL OR WILDCAT
Eight Mile Flat

4. LOCATION OF WELL (Report locations clearly and in accordance with any State requirements.)*
At Surface **660' FNL & 1890' FWL (NE/NW) Sec. 17, T9S, R18E**
At top prod. Interval reported below

11. SEC., T., R., M. OR BLOCK AND SURVEY OR AREA
Sec. 17, T9S, R18E

At total depth
14. API NO. **43-047-35560** DATE ISSUED **3/11/04**

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

15. DATE SPUDDED **9/12/05** 16. DATE T.D. REACHED **9/26/05** 17. DATE COMPL. (Ready to prod.) **10/13/05** 18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* **5068' GL 5080' KB** 19. ELEV. CASINGHEAD

20. TOTAL DEPTH, MD & TVD **5725'** 21. PLUG BACK T.D., MD & TVD **5618'** 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 4999'-5402' 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#	314'	12-1/4"	To surface with 160 sx Class "G" cmt	
5-1/2" - J-55	15.5#	5664'	7-7/8"	350 sx Premlite II and 450 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 @ 5474'	TA @ 5372'

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

INTERVAL	SIZE	SPF/NUMBER	DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
(CP1&2) 5334'-5348', 5388'-5402'	.41"	4/112	5334'-5402'	Frac w/ 128,643# 20/40 sand in 894 bbls fluid
(A3) 4999'-5021'	.41"	4/88	4999'-5021'	Frac w/ 101,610# 20/40 sand in 721 bbls fluid

33.* PRODUCTION

DATE FIRST PRODUCTION	PRODUCTION METHOD (Flowing, gas lift, pumping--size and type of pump)	WELL STATUS (Producing or shut-in)					
10/13/05	2-1/2" x 1-1/2" x 14" RHAC SM Plunger Pump	PRODUCING					
DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N. FOR TEST PERIOD	OIL--BBL.	GAS--MCF.	WATER--BBL.	GAS-OIL RATIO
30 day ave			----->	11	26	21	2364
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 **RECEIVED**

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 TITLE Regulatory Specialist DATE 11/15/2005
Mandie Crozier **DIV. OF OIL, GAS & MINING**

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 3-17-9-18	MEAS. DEPTH	TOP
				Garden Gulch Mkr 3563'	
				Garden Gulch 1 3732'	
				Garden Gulch 2 3844'	
				Point 3 Mkr 4089'	
				X Mkr 4332'	
				Y-Mkr 4367'	
				Douglas Creek Mkr 4499'	
				BiCarbonate Mkr 4739'	
				B Limestone Mkr 4868'	
				Castle Peak 5274'	
				Basal Carbonate 5688'	
				Total Depth (LOGGERS) 5695'	

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

5. LEASE DESIGNATION AND SERIAL NUMBER:
USA UTU-39714

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

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

7. UNIT or CA AGREEMENT NAME:
SUNDANCE UNIT

1. TYPE OF WELL: OIL WELL GAS WELL OTHER

8. WELL NAME and NUMBER:
FEDERAL 3-17-9-18

2. NAME OF OPERATOR:
NEWFIELD PRODUCTION COMPANY

9. API NUMBER:
4304735560

3. ADDRESS OF OPERATOR: Route 3 Box 3630 CITY Myton STATE UT ZIP 84052 PHONE NUMBER 435.646.3721

10. FIELD AND POOL, OR WILDCAT:
MONUMENT BUTTE

4. LOCATION OF WELL:
FOOTAGES AT SURFACE: 660 FNL 1980 FWL
OTR/OTR. SECTION. TOWNSHIP. RANGE. MERIDIAN: NENW, 17, T9S, R18E

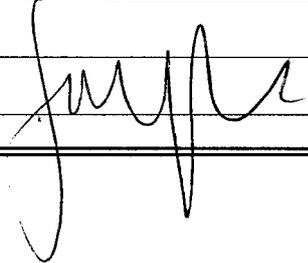
COUNTY: UINTAH
STATE: UT

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

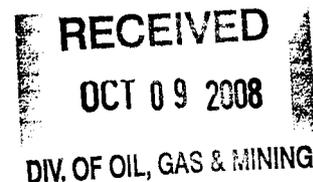
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARITLY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of Work Completion: 10/02/2008	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/STOP)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: -
	<input type="checkbox"/> CONVERT WELL TYPE	<input checked="" type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The above subject well was recompleted and then placed back on production, attached is a daily recompletion status report. The following perforations were added in the Green River formation: D2 4580'-4596' 4 JSPF 64 holes

NAME (PLEASE PRINT) Jentri Park TITLE Production Tech
SIGNATURE  DATE 10/02/2008

(This space for State use only)



Daily Activity Report

Format For Sundry

FEDERAL 3-17-9-18**7/1/2008 To 11/30/2008****8/29/2008 Day: 1****Recompletion**

NC #2 on 8/28/2008 - MIRU NC #2. RD pumping unit. Wait for hot oiler. Flush tbg w/ 40 BW @ 250°. Soft seat rods & pump. Fill tbg w/ 15 BW & pressure test tbg to 3000 psi. TOH w/ rods as detailed below. LD 78- 3/4" plain rods & 22- 3/4" guided rods due to planned changes in rod string. X-over for tbg. ND wellhead. Release TA. RU rig floor. PU 3- jts 2 7/8" tbg & tag fill @ 5568' (50' of new fill). LD tbg used to tag. TOH w/ tbg as detailed below. RU Perforators LLC. RIH w/ 4.75" gauge ring to 4700'. POOH w/ gauge ring. RIH w/ Weatherford HE RBP & set plug @ 4620'. POOH w/ wireline. Fill csg w/ 85 BW, pump additional 55 BW attempting to pressure test w/o success. RIH w/ 16' perf gun. Perforate D2 sands from 4580-4596' w/ 3 1/8" slick guns (19 gram, .49" HE, 120°, 21.92" pen, EXP-3319-331 Titan) w/ 4 spf for total of 64 holes. Tag HE RBP to ensure proper setting. POOH w/ wireline. Wait for plug & packer. TIH w/ Weatherford TS plug, HD packer & 141- jts 2 7/8" tbg. Set TS plug @ 4615' & packer @ 4557'. Pressure test plug to 2000 psi. Pressure test csg to 2000 psi. Pressure test tbg & perfs to 4200 psi attempting to brake down perfs w/o success. SDFN.

8/30/2008 Day: 2**Recompletion**

NC #2 on 8/29/2008 - RU hot oil truck & brake down D2 sands @ 3850 psi. Establish injection rate of 1/2 BPM @ 1950 psi. Release HD packer. TOH w/ tbg & LD BHA. RU BJ services. NU BJ services isolation tool. 8 psi on well. Frac D2 sds down csg w/ 97,989#'s of 20/40 sand in 752 bbls of Lightning 17 fluid. Broke @ 2240 psi. Pumped 780 gals of fresh wtr mixed with 30 gals of Techni-Hib 767W. Treated w/ ave pressure of 2052 psi @ ave rate of 23.3 BPM. ISIP 2230 psi. Flow well back @ 3 BPM starting w/ 28/64 choke. Flow well back until dead. Recovered 410 BW. ND BJ services isolation tool. TIH w/ HE RBP retrieving head, SN & 141- jts 2 7/8" J-55 tbg & tag fill @ 4597'. TOH w/ 4- jts tbg. Well was flowing w/ a great show of sand. Circulate well clean. SDFN.

9/2/2008 Day: 3**Recompletion**

NC #2 on 9/1/2008 - RU swab equipment. Made 32 swab runs w/ SFL @ surface & EFL @ 3200'. Recovered total of 340 bbls fluid. Ending w/ approx. 10% oil cut, good show of gas & small show of sand. TIH & tag fill @ 4590'. Clean out to TS RBP @ 4615'. Circulate well clean. Latch onto & release TS RBP. TOH w/ plug & 142- jts 2 7/8" J-55 tbg. LD BHA. TIH w/ HE RBP retrieving head & 142- jts 2 7/8" J-55 tbg. Tag HE RBP @ 4620'. Could not latch onto RBP. Circulate well clean. Tag RBP & pushed plug down hole, plug stopped after approx. 110'. Latch onto HE RBP. TOH w/ 10- jts tbg. SDFN.

9/4/2008 Day: 4**Recompletion**

NC #2 on 9/3/2008 - TOH w/ tbg & TS RBP. LD BHA. TIH w/ production tbg as follows: 2 7/8" NC, 2- jts 2 7/8" J-55 tbg, SN, 1- jt 2 7/8" tbg, TA, 166- jts 2 7/8" J-55 tbg. TIH & tag fill @ 5568', clean out to PBD @ 5618'. Circulate well clean. LD tbg used to clean out. Set TA @ 5372' w/ 16000# tension. RD rig floor. ND BOPs. NU wellhead. PU & prime Central Hydraulic 2 1/2" X 1 3/4" X 17' X 20' RHAC rod pump. TIH w/ rods as follows: 6- 1 1/2" weight rods, 109- 3/4" guided rods, 100- 7/8"

guided rods, 1- 8', 6', 2 X 7/8" pony rods & 1 1/2" X 26' polished rod. RU pumping unit. Fill tbg w/ 4 BW & test to 200 psi. Pump would not pump. Wait on hot oil truck. Pump total of 150 BW down csg (circulating well) @ 250°. Leave well stroking overnight.

9/5/2008 Day: 5

Recompletion

NC #2 on 9/4/2008 - Tbg & csg were both on a vacuum. RD pumping unit. Soft seat pump. Fill tbg w/ 3 BW, attempt to pressure test. Tbg wouldn't test. Pump 20 BW down tbg @ 250°. Tbg pressured up, test tbg to 3000 psi. Screw onto rods & found rod string to have dropped 4'. Fill tbg & stroke test pump w/ rig to 800 psi. RU pumping unit. Stroke test pump w/ unit to 800 psi. RD MOSU. PWOP @ 9:00 AM w/ 86" SL & 4 1/2 SPM. Final Report!

Pertinent Files: Go to File List