



May 19, 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 2-12-9-17, 6-12-9-17, 8-12-9-17,
10-6-9-18, 12-6-9-18, and 16-6-9-18.

Dear Diana:

Enclosed find APD's on the above referenced wells. The 6-12-9-17 is an exception location. I have notified our office in Denver and they will be getting you the appropriate paperwork. If you have any questions, feel free to give either Brad or myself a call.

Sincerely,

Mandie Crozier
Regulatory Specialist

mc
enclosures

RECEIVED
MAY 20 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

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. U-39713
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name N/A
2. Name of Operator Inland Production Company		7. If Unit or CA Agreement, Name and No. N/A
3a. Address Route #3 Box 3630, Myton UT 84052		8. Lease Name and Well No. Federal 8-12-9-17
3b. Phone No. (include area code) (435) 646-3721		9. API Well No. 43-047-35748
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SE/NE 1980' FNL 660' FEL 589792X 40, 04723 At proposed prod. zone 4433320Y -109.94739		10. Field and Pool, or Exploratory Monument Butte Eight Mile Flat
14. Distance in miles and direction from nearest town or post office* Approximatley 17.0 miles southeast of Myton, Utah		11. Sec., T., R., M., or Blk. and Survey or Area SE/NE Sec. 12, T9S R17E
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) Approx. 660' f/lse, NA f/unit	16. No. of Acres in lease 1,120.00	12. County or Parish Uintah
17. Spacing Unit dedicated to this well 40 Acres	13. State UT	
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. Approx. 1279'	19. Proposed Depth 6500'	20. BLM/BIA Bond No. on file UTU0056
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 5063' GL	22. Approximate date work will start* 4th 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. | 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). |
| 2. A Drilling Plan. | 5. Operator certification. |
| 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office). | 6. Such other site specific information and/or plans as may be required by the authorized officer. |

25. Signature *Mandie Crozier* Name (Printed/Typed) Mandie Crozier Date 5/19/04

Title Regulatory Specialist

Approved by Signature *Bradley Hill* Name (Printed/Typed) BRADLEY G. HILL Date 05-24-04

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.

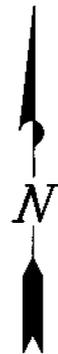
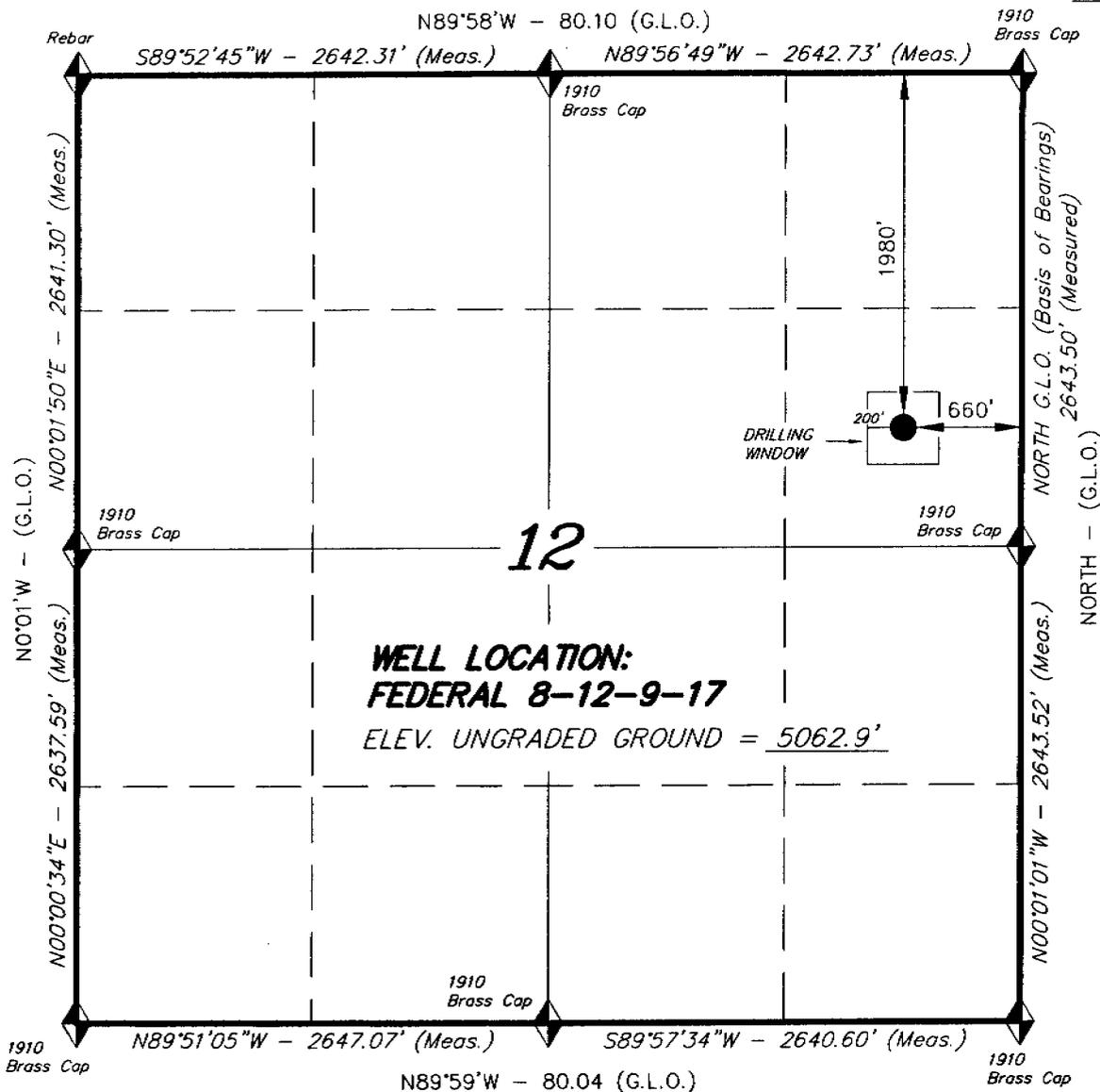
*(Instructions on reverse)

MAY 20 2004

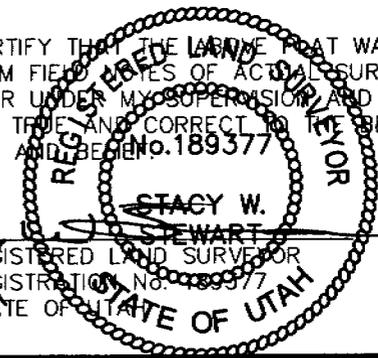
T9S, R17E, S.L.B.&M.

INLAND PRODUCTION COMPANY

WELL LOCATION, FEDERAL 8-12-9-17,
 LOCATED AS SHOWN IN THE SE 1/4 NE
 1/4 OF SECTION 12, T9S, R17E,
 S.L.B.&M. UINTAH COUNTY, UTAH.



THIS IS TO CERTIFY THAT THE MAP THAT 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.



◆ = 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 AVENUE - VERNAL, UTAH 84078
 (435) 781-2501

SCALE: 1" = 1000'	SURVEYED BY: K.G.S.
DATE: 2-21-04	DRAWN BY: J.R.S. Red Hills Drafting, Inc.
NOTES:	FILE #

Well No.: Federal 8-12-9-17

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Inland Production Company

Well Name & Number: Federal 8-12-9-17

API Number:

Lease Number: U-39713

Location: SE/NE Sec. 12, T9S R17E

SURFACE USE PROGRAM
CONDITIONS OF APPROVAL

CULTURAL RESOURCES

See *DIAMOND MOUNTAIN RESOURCE AREA RESOURCE MANAGEMENT PLAN AND RECORD OF DECISION* (Fall 1994).

PALEONTOLOGICAL RESOURCES

See *DIAMOND MOUNTAIN RESOURCE AREA RESOURCE MANAGEMENT PLAN AND RECORD OF DECISION* (Fall 1994).

SOILS, WATERSHEDS, AND FLOODPLAINS

See *DIAMOND MOUNTAIN RESOURCE AREA RESOURCE MANAGEMENT PLAN AND RECORD OF DECISION* (Fall 1994).

WILDLIFE AND FISHERIES

See *DIAMOND MOUNTAIN RESOURCE AREA RESOURCE MANAGEMENT PLAN AND RECORD OF DECISION* (Fall 1994).

THREATENED, ENDANGERED, AND OTHER SENSITIVE SPECIES

BURROWING OWL: Due to the proximity of the location to active prairie dog towns, there is the potential to encounter nesting burrowing owls between April 1 and August 15. If new construction or surface disturbing activities are scheduled between April 1 and August 15, pre-construction surveys will be conducted to detect the presence of nesting burrowing owls within 0.5 mile of any new construction or surface disturbing activity (see Vernal BLM Field Office Protocol). No new construction or surface disturbing activities will be allowed between April 1 and August 15 within a 0.5 mile radius of any active burrowing owl nest.

INLAND PRODUCTION COMPANY
FEDERAL #8-12-9-17
SE/NE 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	5920'

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 #8-12-9-17
SE/NE 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 #8-12-9-17 located in the SE 1/4 NE 1/4 Section 12, T9S, R17E, Uintah County, Utah:

Proceed southwesterly out of Myton, Utah along Highway 40 - 1.6 miles \pm to the junction of this highway and UT State Hwy 53; proceed southeasterly along Hwy 53 - 11.8 miles \pm to its junction with an existing road to the southeast; proceed southeasterly - 3.6 miles \pm to its junction with an access road to be upgraded to the northeast; proceed northeasterly along the access road to be upgraded - 3,400' \pm to its junction with the beginning of the proposed access road; proceed northeasterly along the proposed access road - 325' \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 have been previously submitted and are on file with the Bureau of Land Management, Vernal Field Office. 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 50' of disturbed area be granted for the Federal #8-12-9-17 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

Immediately upon first production, all produced water will be confined 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 Inland's secondary recovery project.

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

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
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 #8-12-9-17 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

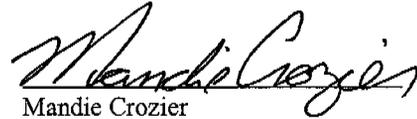
Certification

Please be advised that INLAND PRODUCTION COMPANY is considered to be the operator of well #8-12-9-17 SE/NE 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.

5/19/04

Date

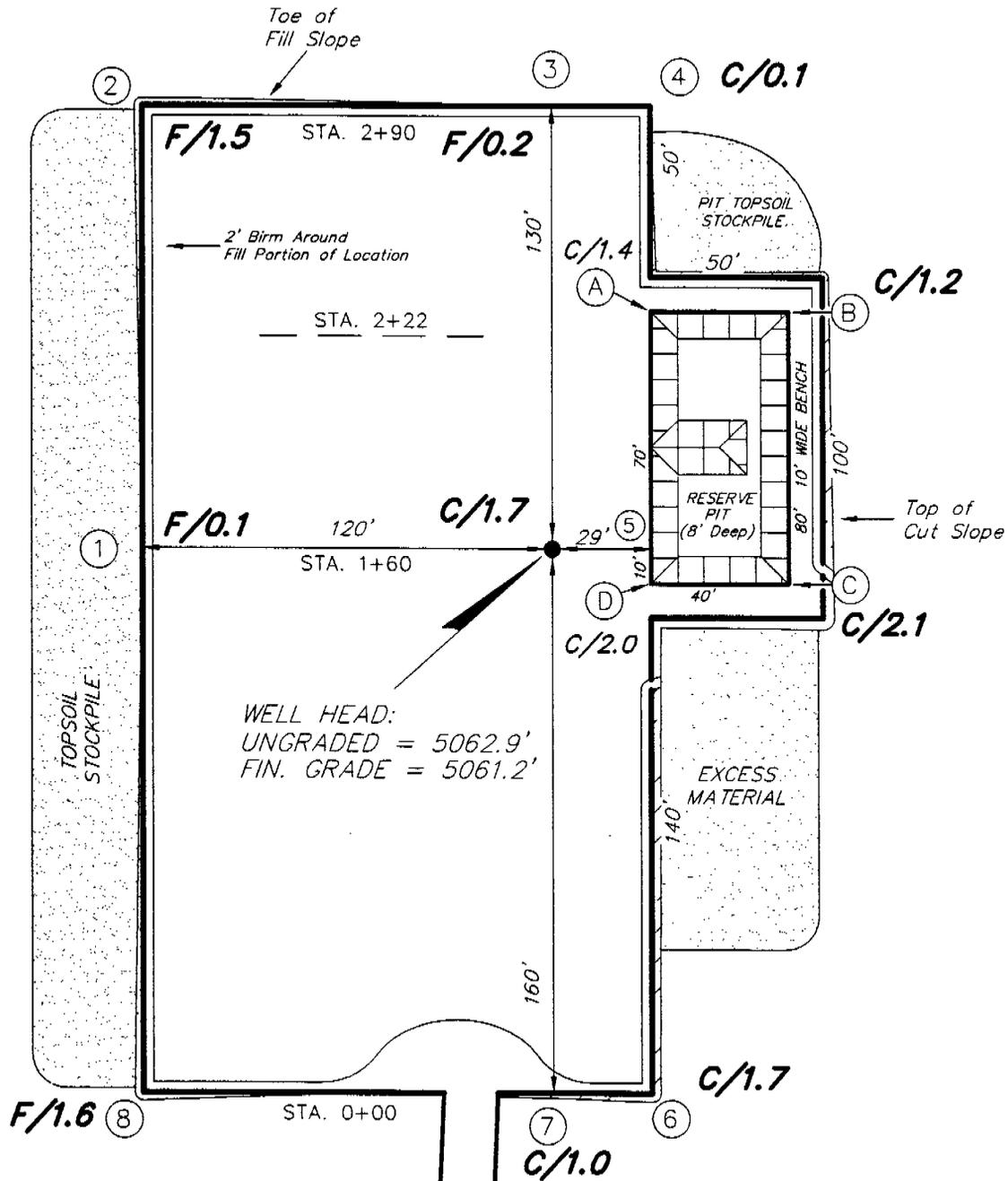
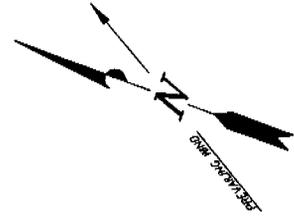


Mandie Crozier
Regulatory Specialist

INLAND PRODUCTION COMPANY

FEDERAL 8-12-9-17

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



REFERENCE POINTS

- 170' NORTH = 5059.5'
- 220' NORTH = 5058.5'
- 180' EAST = 5060.5'
- 230' EAST = 5060.0'

SURVEYED BY: K.G.S.

SCALE: 1" = 50'

DRAWN BY: J.R.S.

DATE: 2-21-04

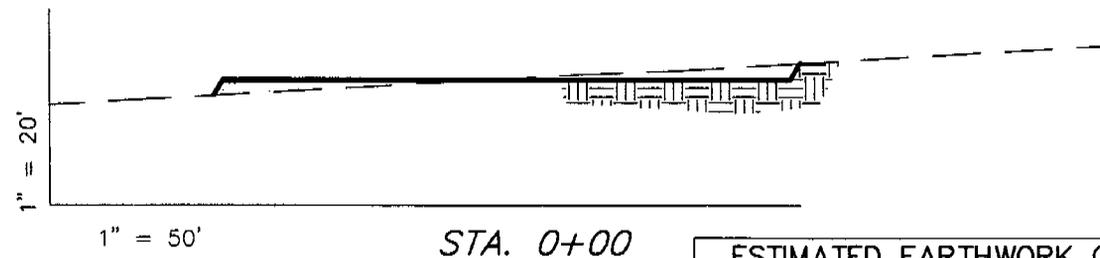
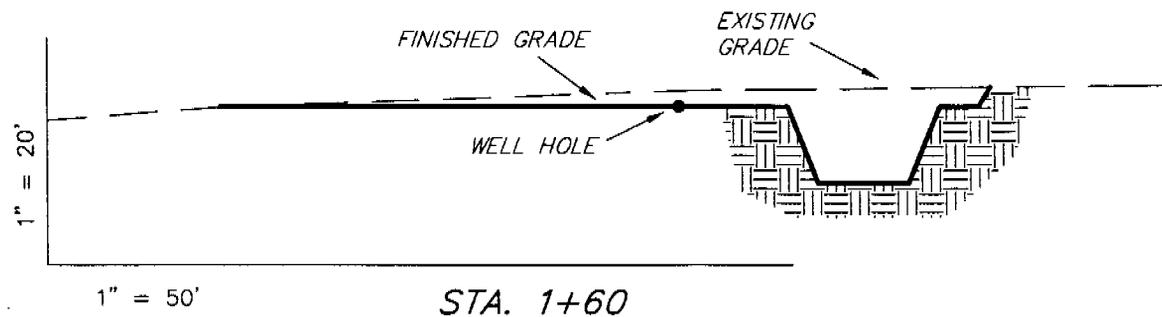
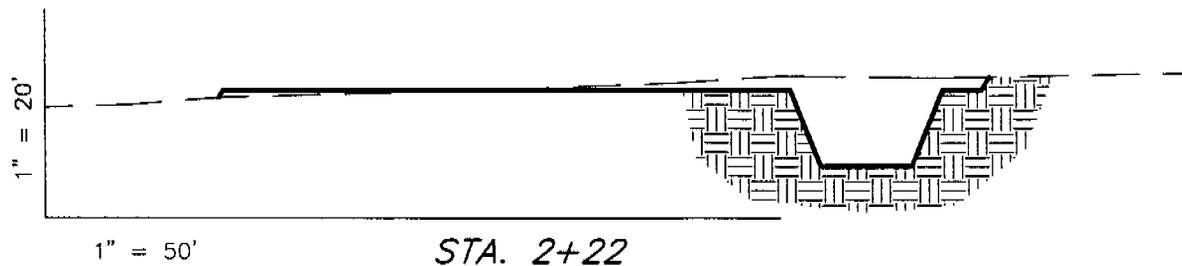
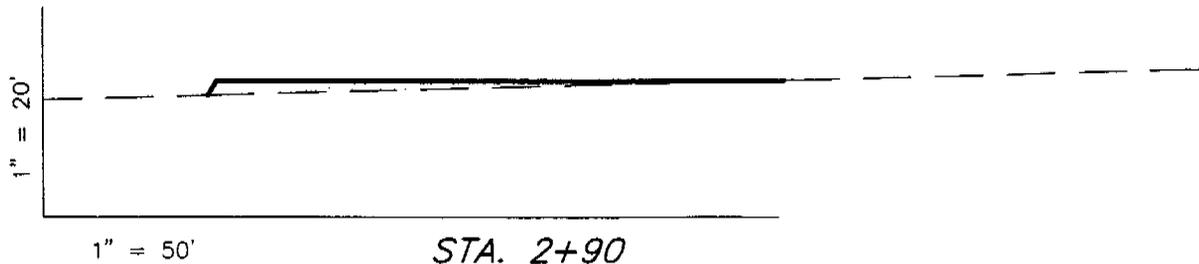
Tri State
Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

(435) 781-2501

INLAND PRODUCTION COMPANY

CROSS SECTIONS

FEDERAL 8-12-9-17



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

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

ITEM	CUT	FILL	6" TOPSOIL	EXCESS
PAD	680	680	Topsoil is not included in Pad Cut	0
PIT	640	0		640
TOTALS	1,320	680	890	640

SURVEYED BY: K.G.S.

SCALE: 1" = 50'

DRAWN BY: J.R.S.

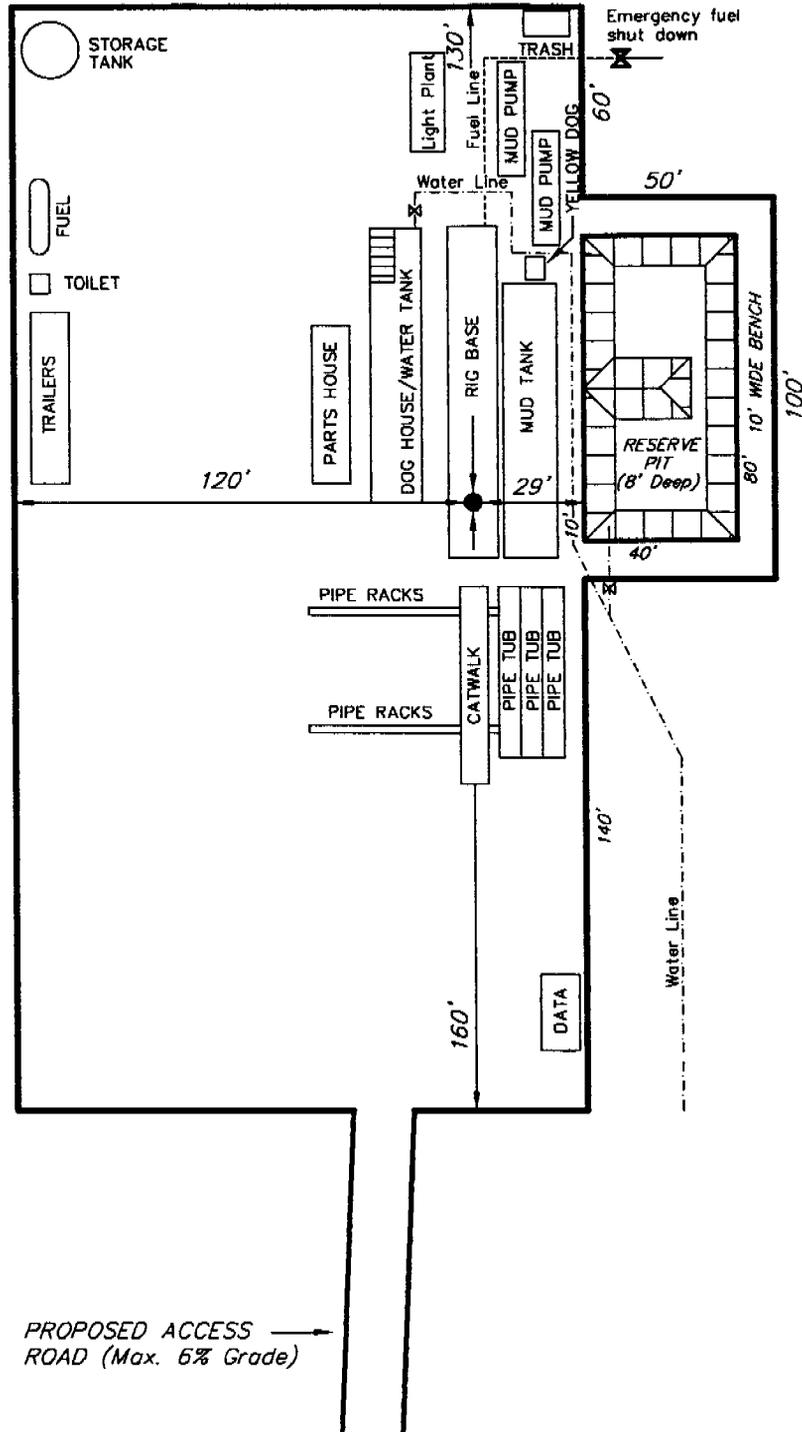
DATE: 2-21-04

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

INLAND PRODUCTION COMPANY

TYPICAL RIG LAYOUT

FEDERAL 8-12-9-17



SURVEYED BY: K.G.S.

SCALE: 1" = 50'

DRAWN BY: J.R.S.

DATE: 2-21-04

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

2-M SYSTEM

Blowout Prevention Equipment Systems

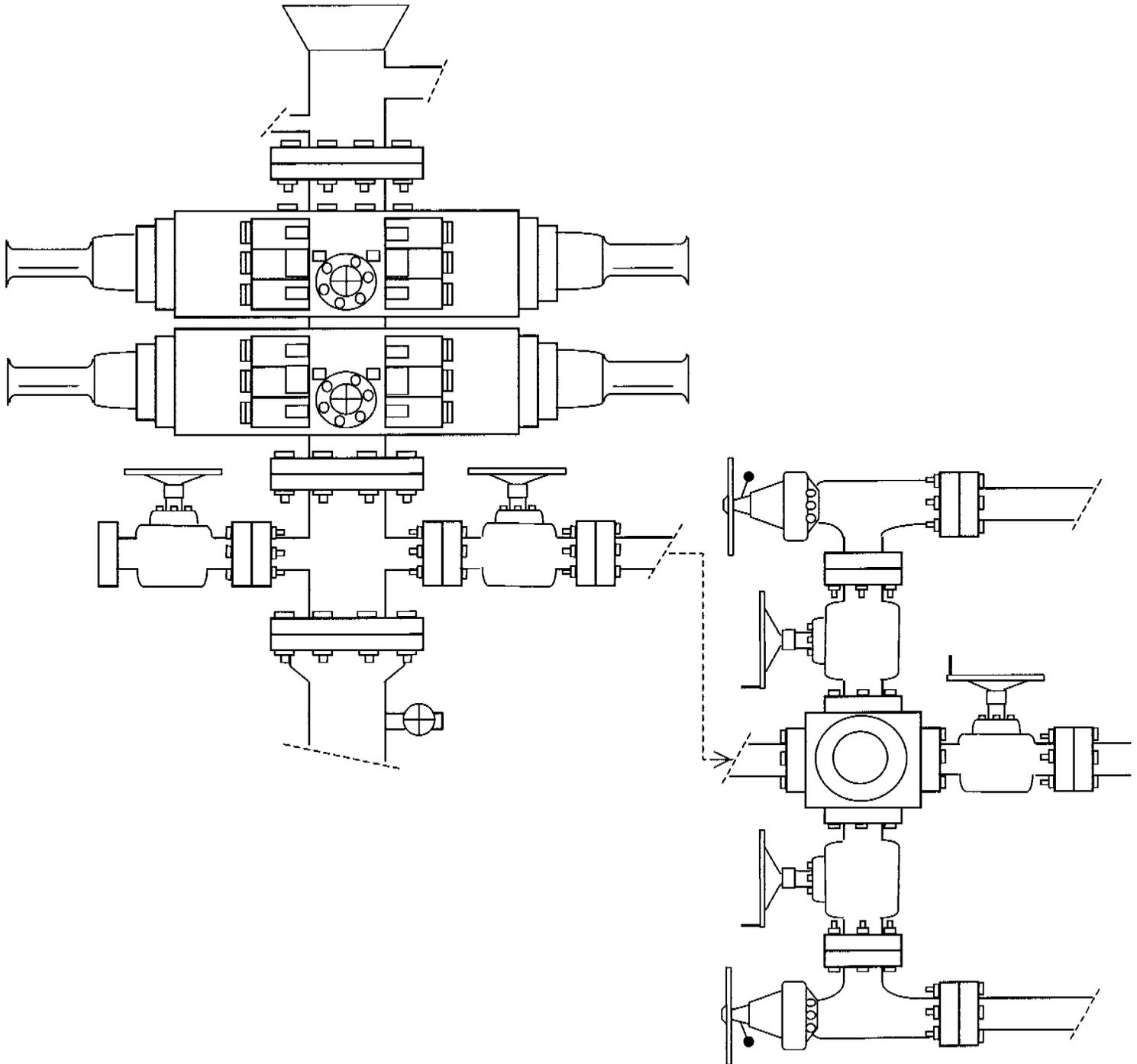


EXHIBIT C

Exhibit "D"
Page 1 of 4

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:

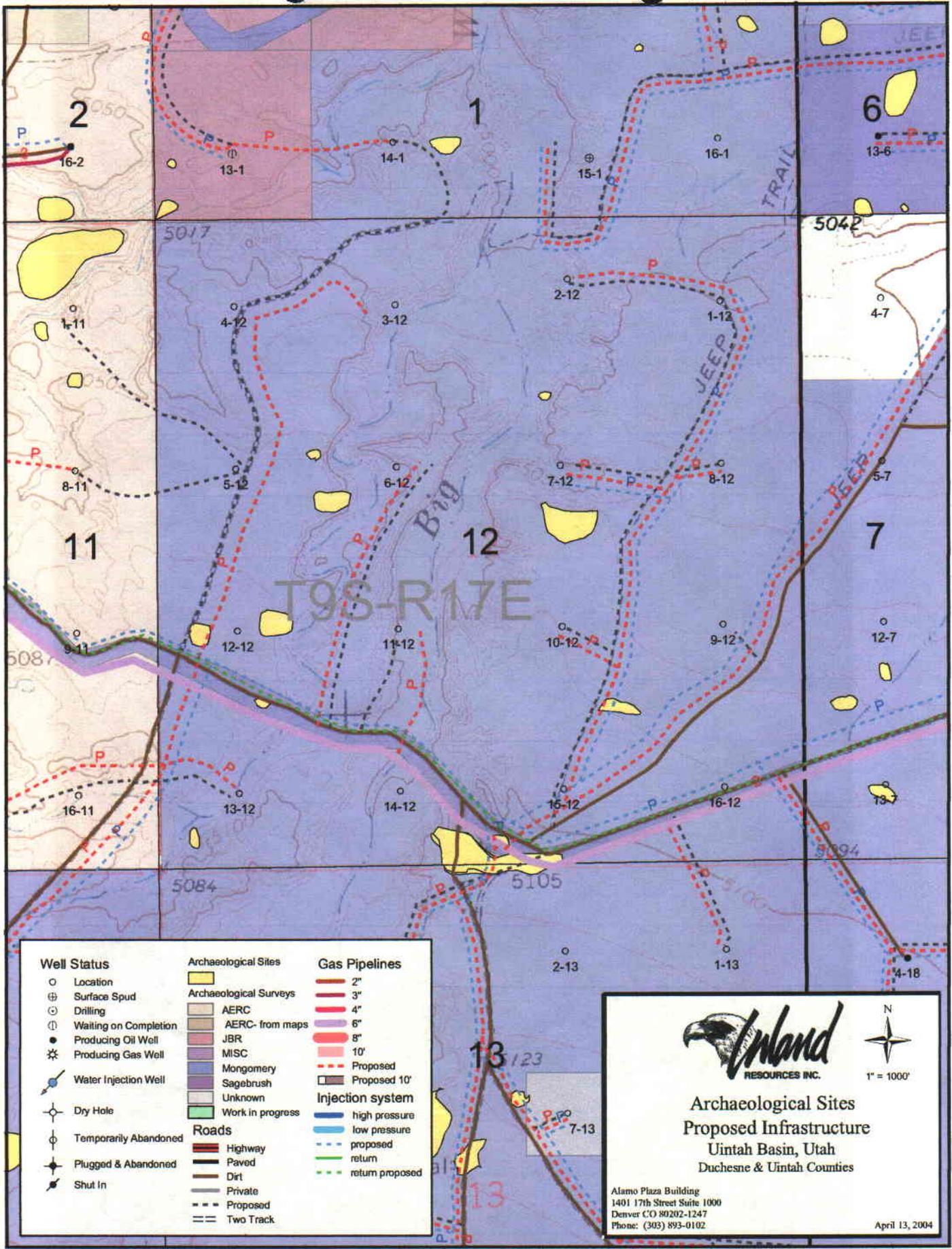
Montgomery Archaeological Consultants
P.O. Box 147
Moab, Utah 84532

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



Well Status	Archaeological Sites	Gas Pipelines
○ Location	Archaeological Sites	2"
⊕ Surface Spud	Archaeological Surveys	3"
⊙ Drilling	AERC	4"
⊖ Waiting on Completion	AERC- from maps	6"
● Producing Oil Well	JBR	8"
⊛ Producing Gas Well	MISC	10"
⊕ Water Injection Well	Montgomery	Proposed
⊖ Dry Hole	Sagebrush	Proposed 10'
⊖ Temporarily Abandoned	Unknown	high pressure
⊖ Plugged & Abandoned	Work in progress	low pressure
⊖ Shut In	Roads	proposed
	Highway	return
	Paved	return proposed
	Dirt	
	Private	
	Proposed	
	Two Track	



Inland
RESOURCES INC.

Archaeological Sites
Proposed Infrastructure
Uintah Basin, Utah
Duchesne & Uintah Counties

Alamo Plaza Building
1401 17th Street Suite 1000
Denver CO 80202-1247
Phone: (303) 893-0102

April 13, 2004

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.)

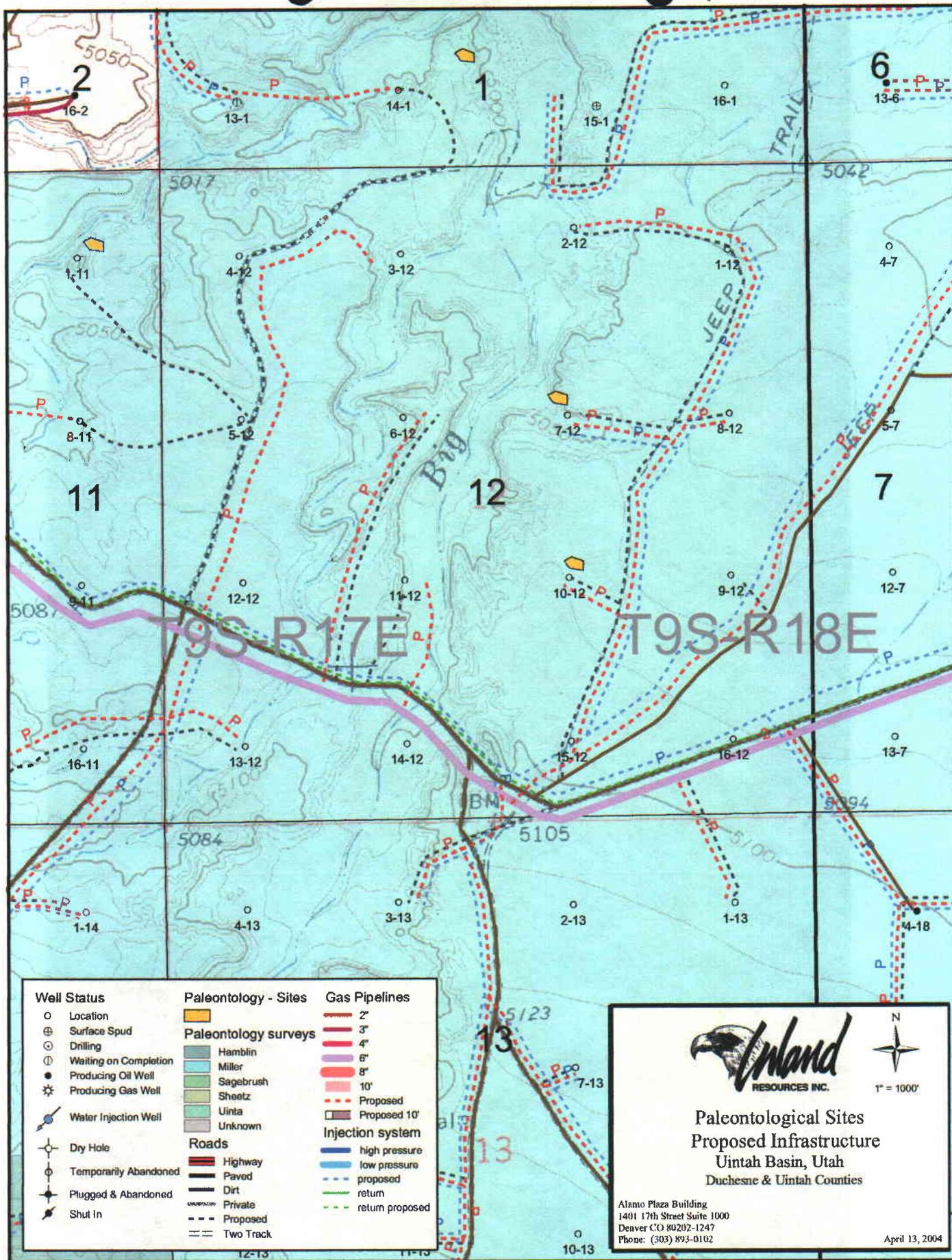
REPORT OF SURVEY

Prepared for:

Inland Resources, Inc.

Prepared by:

Wade E. Miller
Consulting Paleontologist
May 8, 2003



Well Status	Paleontology - Sites	Gas Pipelines
○ Location	Yellow square	2"
⊕ Surface Spud	Paleontology surveys	3"
⊙ Drilling	Hamblin	4"
⊙ Waiting on Completion	Miller	6"
● Producing Oil Well	Sagebrush	8"
⊙ Producing Gas Well	Sheetz	10"
⊙ Water Injection Well	Uinta	Proposed
⊙ Dry Hole	Unknown	Proposed 10'
⊙ Temporarily Abandoned	Roads	Injection system
⊙ Plugged & Abandoned	Highway	high pressure
⊙ Shut In	Paved	low pressure
	Dirt	proposed
	Private	return
	Proposed	return proposed
	Two Track	

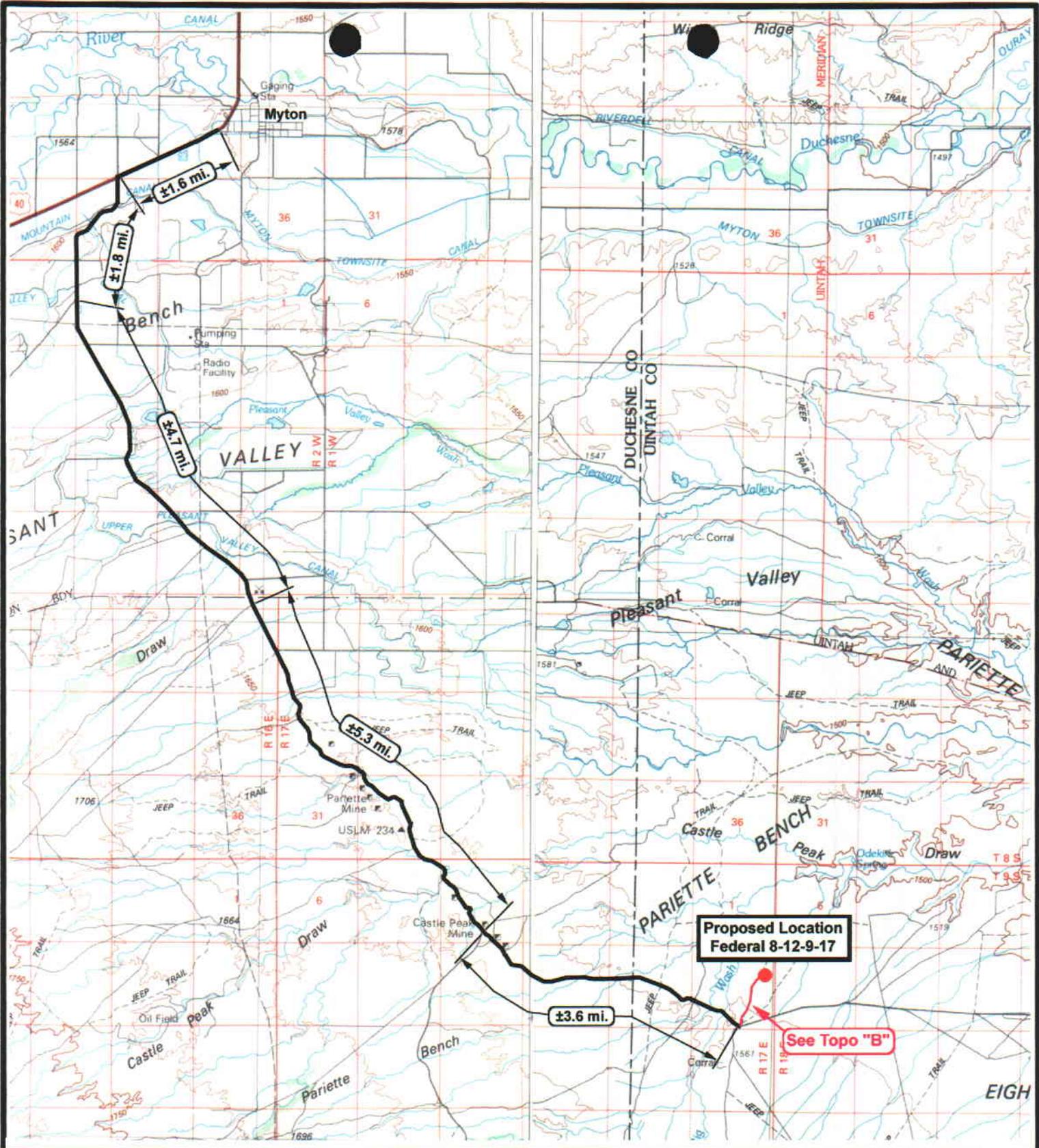


Inland
RESOURCES INC.

**Paleontological Sites
Proposed Infrastructure
Uintah Basin, Utah
Duchesne & Uintah Counties**

Alamo Plaza Building
1401 17th Street Suite 1000
Denver CO 80202-1247
Phone: (303) 893-0102

April 13, 2004



**Proposed Location
Federal 8-12-9-17**

See Topo "B"



**Federal 8-12-9-17
SEC. 12, T9S, R17E, S.L.B.&M.**



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

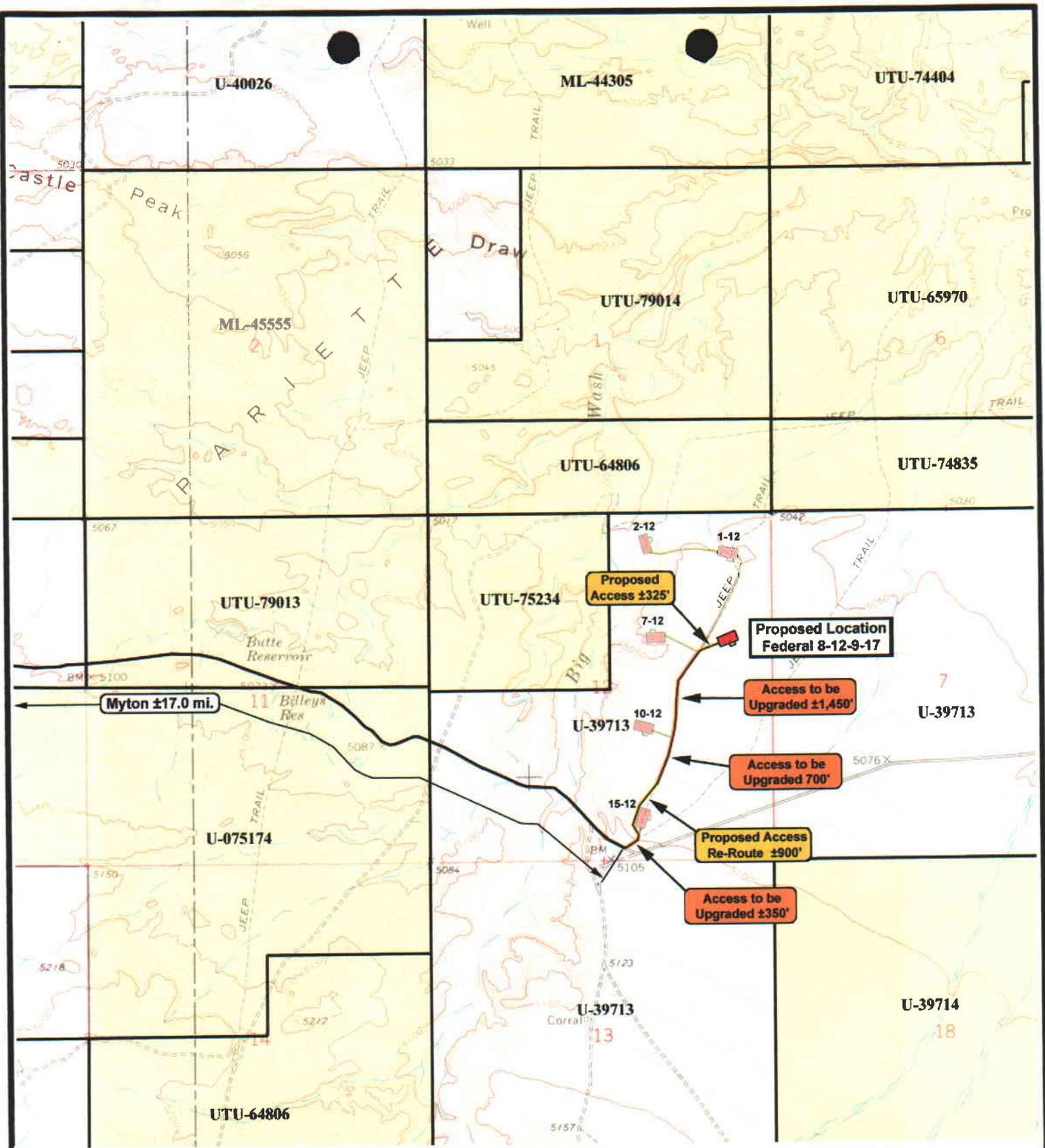
SCALE: 1 = 100,000
DRAWN BY: R.A.B.
DATE: 02-02-2004

Legend

- Existing Road
- Proposed Access

TOPOGRAPHIC MAP

"A"



Federal 8-12-9-17
SEC. 12, T9S, R17E, S.L.B.&M.



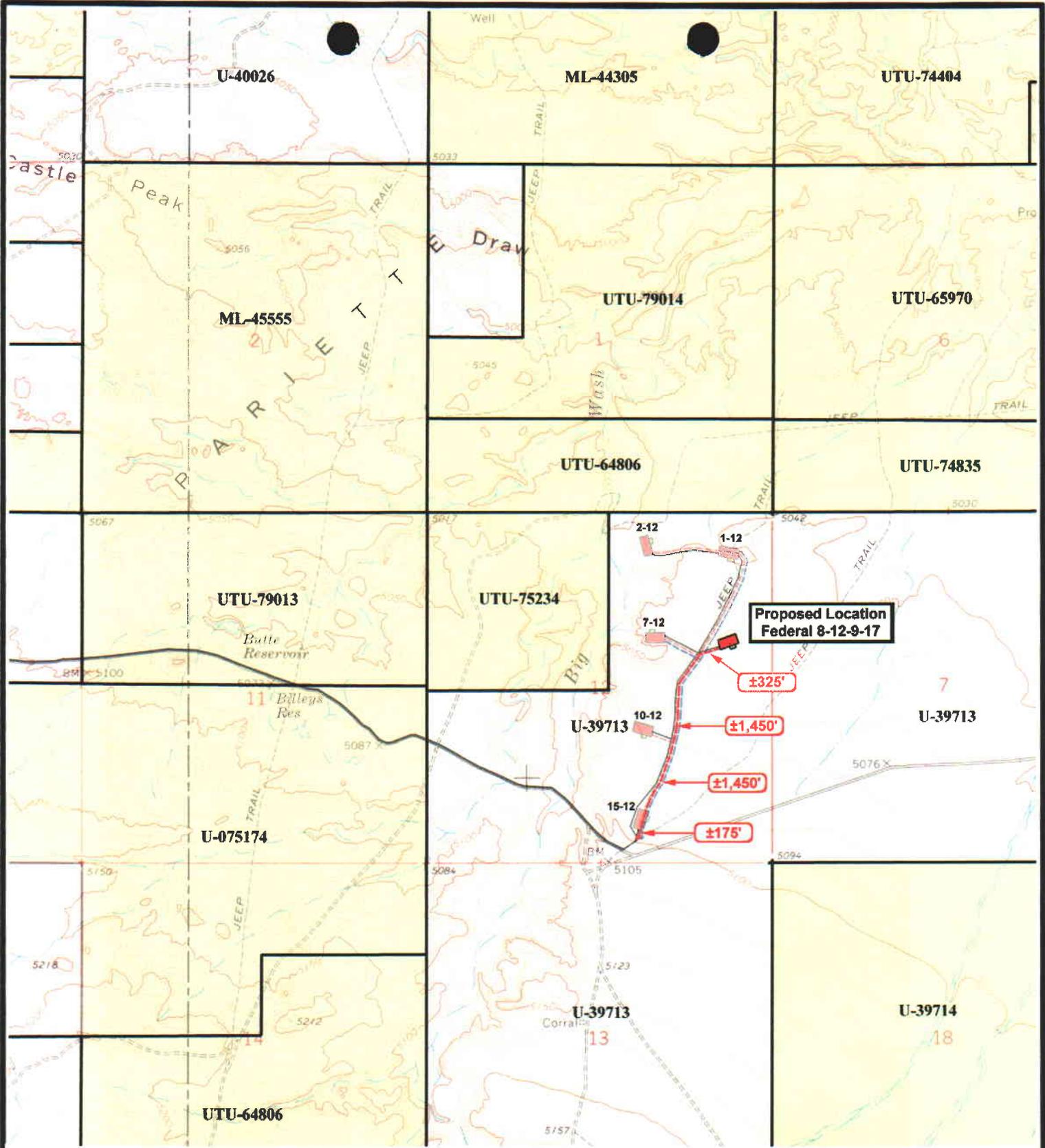
Tri-State
Land Surveying Inc.
 (435) 781-2501
 180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'
 DRAWN BY: R.A.B.
 DATE: 02-02-2004

Legend

- Existing Road
- Proposed Access
- Upgraded Access

TOPOGRAPHIC MAP
"B"



Federal 8-12-9-17
SEC. 12, T9S, R17E, S.L.B.&M.



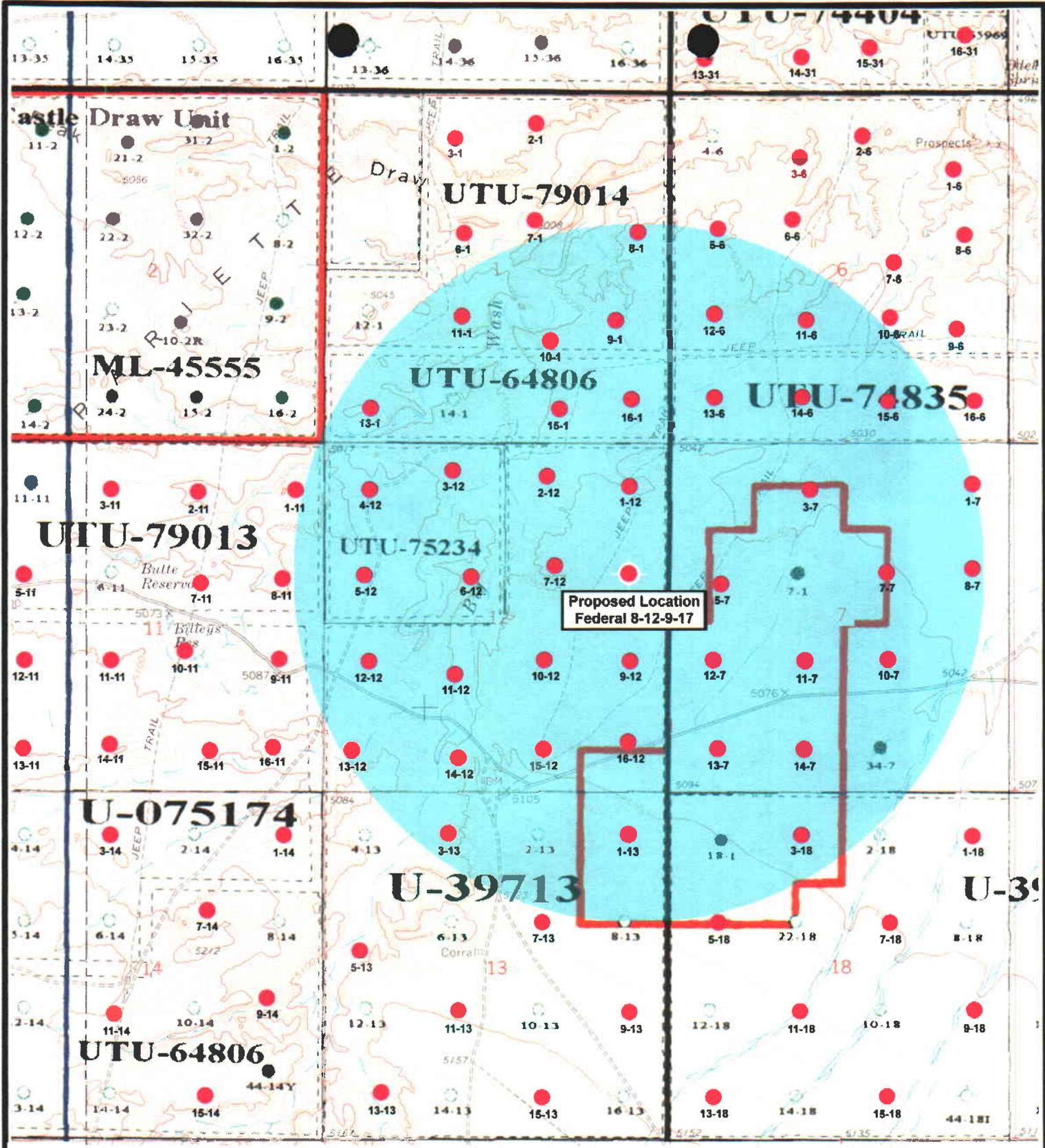
Tri-State
Land Surveying Inc.
 (435) 781-2501
 180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'
 DRAWN BY: R.A.B.
 DATE: 02-02-2004

Legend	
	Roads
	Proposed Gas Line
	Proposed Water Line

TOPOGRAPHIC MAP

"C"



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

Legend

- Well Locations
- One-Mile Radius

Federal 8-12-9-17
SEC. 12, T9S, R17E, S.L.B.&M.

SCALE: 1" = 2,000'
 DRAWN BY: R.A.B.
 DATE: 02-02-2004

Exhibit "B"

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 05/20/2004

API NO. ASSIGNED: 43-047-35748

WELL NAME: FEDERAL 8-12-9-17
OPERATOR: INLAND PRODUCTION (N5160)
CONTACT: MANDIE CROZIER

PHONE NUMBER: 435-646-3721

PROPOSED LOCATION:

SENE 12 090S 170E
SURFACE: 1980 FNL 0660 FEL
BOTTOM: 1980 FNL 0660 FEL
UINTAH
8 MILE FLAT NORTH (590)

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

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

LATITUDE: 40.04723

LONGITUDE: 109.94739

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[1] Ind[] Sta[] Fee[]
(No. UTU0056)
- 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:

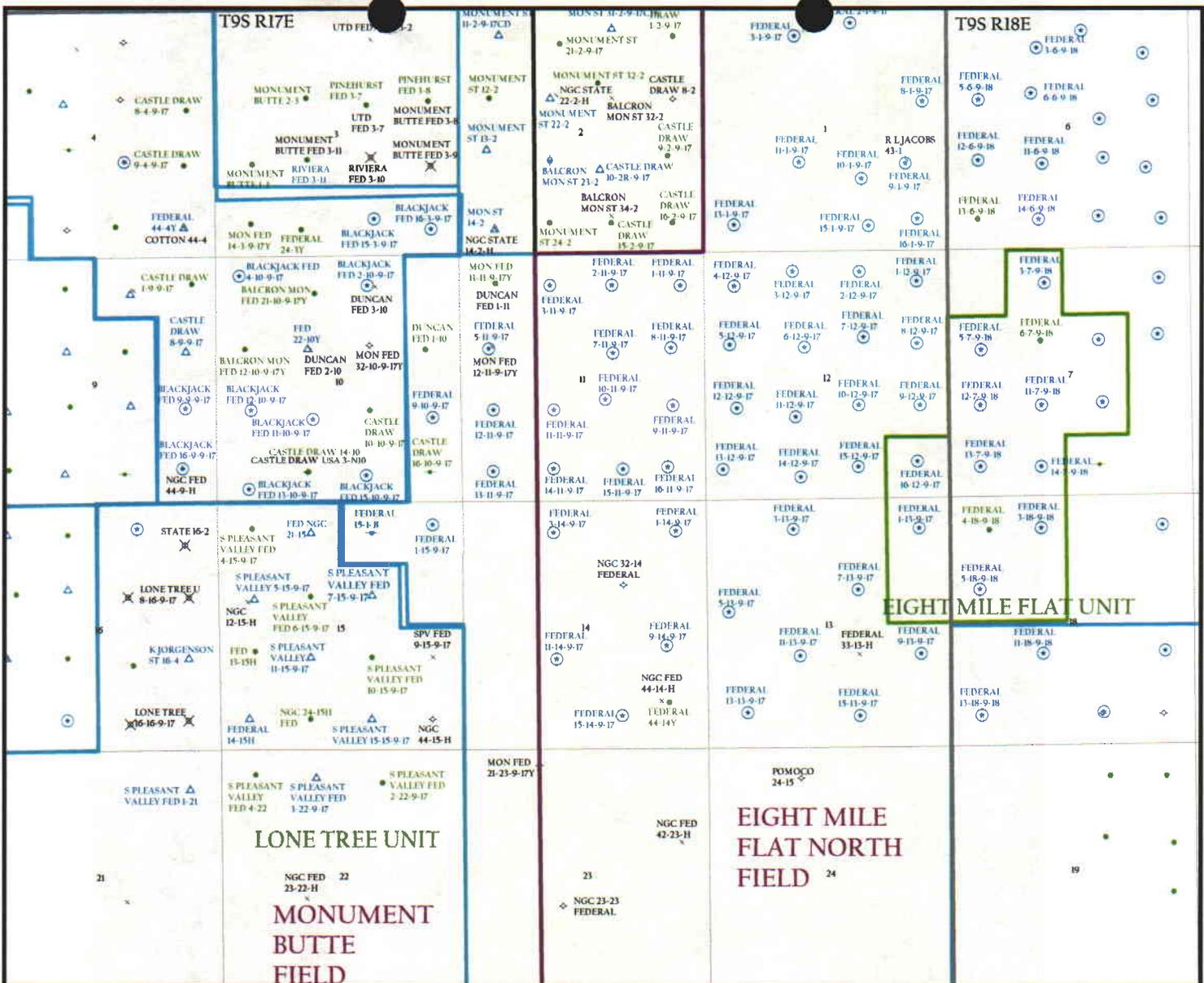
- ___ R649-2-3.
Unit _____
- R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
- ___ R649-3-3. Exception
Drilling Unit _____
Board Cause No: _____
Eff Date: _____
Siting: _____
- ___ R649-3-11. Directional Drill

COMMENTS:

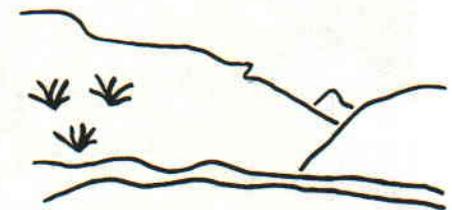
SOP, Survey file

STIPULATIONS:

- 1. Federal Approval*
- 2. Spacing Stip*



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



Utah Oil Gas and Mining

Well Status

- ◇ 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: 24-MAY-2004



State of Utah

Department of
Natural Resources

ROBERT L. MORGAN
Executive Director

Division of
Oil, Gas & Mining

LOWELL P. BRAXTON
Division Director

OLENE S. WALKER
Governor

GAYLE F. McKEACHNIE
Lieutenant Governor

May 24, 2004

Inland Production Company
Rt. #3, Box 3630
Myton, UT 84052

Re: Federal 8-12-9-17 Well, 1980' FNL, 660' FEL, SE NE, 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 43-047-35748.

Sincerely,

(for) 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 8-12-9-17
API Number: 43-047-35748
Lease: U-39713

Location: SE NE **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

MAY 20 2004

BLM VERNAL, UTAH

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-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 8-12-9-17
9. API Well No. 43-047-35748
10. Field and Pool, or Exploratory Monument Butte
11. Sec., T., R., M., or Blk. and Survey or Area SE/NE Sec. 12, T9S R17E
12. County or Parish Uintah
13. State UT

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone
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/NE 1980' FNL 660' FEL At proposed prod. zone
14. Distance in miles and direction from nearest town or post office* Approximatley 17.0 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 1,120.00
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. 1279'
19. Proposed Depth 6500'
20. BLM/BIA Bond No. on file UTU0056
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 5063' GL
22. Approximate date work will start* 4th 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. | 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). |
| 2. A Drilling Plan. | 5. Operator certification. |
| 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office). | 6. Such other site specific information and/or plans as may be required by the authorized officer. |

25. Signature <i>Mandie Crozier</i>	Name (Printed/Typed) Mandie Crozier	Date 5/19/04
Title Regulatory Specialist		
Approved by (Signature) <i>Thomas D. Cleary</i>	Name (Printed/Typed)	Date 10/21/2004
Title Assistant Field Manager Mineral Resources	Office	

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

NOTICE OF APPROVAL

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

*(Instructions on reverse)

NOV 01 2004

DIV. OF OIL, GAS & MINING

CONDITIONS OF APPROVAL ATTACHED

04/22/2004

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Inland Production Company
Well Name & Number: FEDERAL 8-12-9-17
API Number: 43-047-35748
Lease Number: UTU - 39713
Location: SENE Sec. 12 TWN: 09S RNG: 17E
Agreement: N/A

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

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

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

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

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

A. DRILLING PROGRAM

1. Casing Program and Auxiliary Equipment

As a minimum, the usable water and oil shale resources shall be isolated and/or protected by having a cement top for the production casing at least 200 ft. above the top of the Green River Formation, identified at $\pm 2,121$ ft.

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NOV 01 2004
DIV. OF OIL, GAS & MINING

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

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.

DIVISION OF OIL, GAS AND MINING**SPUDDING INFORMATION**Name of Company: INLAND PRODUCTION COMPANYWell Name: FEDERAL 8-12-9-17Api No: 43-047-35748 Lease Type: FEDERALSection 12 Township 09S Range 17E County UINTAHDrilling Contractor NDSI RIG # NS#1**SPUDDED:**Date 12/22/2004Time 4:00 PMHow DRY**Drilling will commence:** _____Reported by FLOYD MITCHELLTelephone # 1-435-823-3610Date 11/23/2004 Signed CHD

007

DEC 30 2004

INLAND

N5160

DIV. OF OIL, GAS & MINING

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

OPERATOR ACCT. NO. N2695

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

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	99999	14483	43-047-3574.8	Federal 8-12-9-17	SE/NE	12	9S	17E	Utah	December 22, 2004	1/4/05
WELL 1 COMMENTS: GRU											
ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	99999	14484	43-047-35750	Federal 2-12-9-17	NW/NE	12	9S	17E	Utah	December 28, 2004	1/4/05
WELL 2 COMMENTS: GRU											
ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
WELL 3 COMMENTS:											
ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
WELL 4 COMMENTS:											
ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
WELL 5 COMMENTS:											

ACTION CODES (See instructions on back of form)

- A - Establish a 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.

Kablie S. Jones
 Signature
 Kablie S. Jones
 Production Clerk
 December 30, 2004
 Title Date

K

K

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

COPY

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

008

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 8-12-9-17

9. API Well No.
4304735748

10. Field and Pool, or Exploratory Area
Monument Butte

11. County or Parish, State
Uintah, UT

RECEIVED
JAN 04 2005

DIV. OF OIL, GAS & MINING

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)
1980 FNL 660 FEL
SE/NE 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	Spud Notice _____	
	<input type="checkbox"/> Convert to Injector	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal		

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or 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 12-22-04 MIRU NDSI spud rig #1. Drill 310' of 12 1/4" hole with air mist. TIH W/7 Jt's 8 5/8" J-55 24# csgn. Set @ 312.40'KB. On 12-31-04 Cement with 160 sks of Class "G" w/ 2% CaCL+ 1/4# Cello Flake. Mixed @ 15.8 ppg> 1.17 cf/sk yeild. Returned 4 bbls cement to pit.

I hereby certify that the foregoing is true and correct Name (Printed/ Typed) Ray Herrera	Title Drilling Foreman
Signature <i>Ray Herrera</i>	Date 12/31/2004

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

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

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

NEWFIELD PRODUCTION COMPANY - CASING & CEMENT REPORT

8 5/8 CASING SET AT 314.99

LAST CASING 8 5/8" SET AT 303.14'
 DATUM 12' KB
 DATUM TO CUT OFF CASING _____
 DATUM TO BRADENHEAD FLANGE _____
 TD DRILLER 310' LOGGER _____ N/A
 HOLE SIZE 12 1/4

OPERATOR Newfield Production
 WELL Federal 2-12-9-17
 FIELD/PROSPECT Monument Butte
 CONTRACTOR & RIG # NDSI NS #1

LOG OF CASING STRING:							
PIECES	OD	ITEM - MAKE - DESCRIPTION	WT / FT	GRD	THREAD	CONDT	LENGTH
		43.40' SH jt					
		WHI - 92 csg head			8rd	A	0.95
7	8 5/8"	Maverick ST&C csg	24#	J-55	8rd	A	303.14
		GUIDE shoe			8rd	A	0.9
CASING INVENTORY BAL.		FEET	JTS	TOTAL LENGTH OF STRING			304.99
TOTAL LENGTH OF STRING		304.99	7	LESS CUT OFF PIECE			2
LESS NON CSG. ITEMS		1.85		PLUS DATUM TO T/CUT OFF CSG			12
PLUS FULL JTS. LEFT OUT		0		CASING SET DEPTH			314.99
TOTAL		303.14	7	} COMPARE			
TOTAL CSG. DEL. (W/O THRDS)		303.14	7				
TIMING		1ST STAGE					
BEGIN RUN CSG.	Spud	12/28/2004	2:00 PM	GOOD CIRC THRU JOB			Yes
CSG. IN HOLE		12/28/2004		Bbls CMT CIRC TO SURFACE			3 bbls
BEGIN CIRC		12/30/2004	1:46 PM	RECIPROCATED PIPE IN/A			
BEGIN PUMP CMT		12/30/2004	1:52 PM	DID BACK PRES. VALVE HOLD ?			N/A
BEGIN DSPL. CMT		12/30/2004	14:01	BUMPED PLUG TO			745 PSI
PLUG DOWN		12/30/2004	2:11 PM				
CEMENT USED		CEMENT COMPANY- B. J.					
STAGE	# SX	CEMENT TYPE & ADDITIVES					
1	160	Class "G" w/ 2% CaCL2 + 1/4#/sk Cello-Flake mixed @ 15.8 ppg 1.17 cf/sk yield					
CENTRALIZER & SCRATCHER PLACEMENT		SHOW MAKE & SPACING					
Centralizers - Middle first, top second & third for 3							

COMPANY REPRESENTATIVE Ray Herrera

DATE 12/30/2004

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

009

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 8-12-9-17

9. API Well No.
4304735748

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
Myton, UT 84052

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

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
1980 FNL 660 FEL
SE/NE Section 12 T9S R17E

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

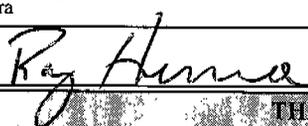
TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production(Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> 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 1-07-05 MIRU NDSI Rig # 2. Set all equipment. Pressure test Kelly, TIW, Choke manifold, & Bop's to 2,000 psi. Test 8.625 csgn to 1,500 psi. Vernal BLM field, & Roosevelt DOGM office was notified of test. PU BHA and tag cement @ 267'. Drill out cement & shoe. Drill a 7.875 hole with fresh water to a depth of 5865'. 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, 131 jt's of 5.5 J-55, 15.5# csgn. Set @ 5854.26' / KB. Cement with 300 sks cement mixed @ 11.0 ppg & 3.43 yld. Then 400 sks cement mixed @ 14.4 ppg & 1.24 yld. With 18 bbls cement returned to pit. Nipple down Bop's. Drop slips @ 75,000 #'s tension. Release rig 10:30 am on 1-14-05.

RECEIVED
JAN 20 2005

DEPT. OF OIL, GAS & MINING

I hereby certify that the foregoing is true and correct Name (Printed/ Typed) Ray Herrera	Title Drilling Foreman
Signature 	Date 1/17/2005

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)

NEWFIELD PRODUCTION COMPANY - CASING & CEMENT REPORT

5 1/2" CASING SET AT 5854.26

LAST CASING 8 5/8" SET AT 312'
 DATUM 12' KB
 DATUM TO CUT OFF CASING 12'
 DATUM TO BRADENHEAD FLANGE _____
 TD DRILLER 5865' LOGGER 5875'
 HOLE SIZE 7 7/8"

Fit cllr @ _____
 OPERATOR Newfield Production Company
 WELL Federal 8-12-9-17
 FIELD/PROSPECT Monument Butte
 CONTRACTOR & RIG # NDSI rig #2

LOG OF CASING STRING:							
PIECES	OD	ITEM - MAKE - DESCRIPTION	WT / FT	GRD	THREAD	CONDT	LENGTH
		Landing Jt					14
		short jt @ 4091'					
131	5 1/2"	ETC LT & C casing	15.5#	J-55	8rd	A	5795.95
		Float collar					0.6
1	5 1/2"	ETC LT&C csg	15.5#	J-55	8rd	A	45.06
		GUIDE shoe			8rd	A	0.65
CASING INVENTORY BAL.		FEET	JTS	TOTAL LENGTH OF STRING			5856.26
TOTAL LENGTH OF STRING		5856.26	131	LESS CUT OFF PIECE			14
LESS NON CSG. ITEMS		15.25		PLUS DATUM TO T/CUT OFF CSG			12
PLUS FULL JTS. LEFT OUT		180.26	4	CASING SET DEPTH			5854.26
TOTAL		6021.27	135	} COMPARE			
TOTAL CSG. DEL. (W/O THRDS)		6021.27	135				
TIMING		1ST STAGE	2nd STAGE				
BEGIN RUN CSG.		11:00pm	1/13/2005	GOOD CIRC THRU JOB		Yes	
CSG. IN HOLE		4:30 AM	1/14/2005	Bbls CMT CIRC TO SURFACE		18 bbs	
BEGIN CIRC		4:40 AM	1/14/2005	RECIPROCATED PIPE FOR <u>THRUSTROKE</u>			
BEGIN PUMP CMT		5:38 AM	1/14/2005	DID BACK PRES. VALVE HOLD ? <u>yes</u>			
BEGIN DSPL. CMT		6:36 AM	1/14/2005	BUMPED PLUG TO		2344	PSI
PLUG DOWN		7:00 AM	1/14/2005				
CEMENT USED		CEMENT COMPANY- B. J.					
STAGE	# SX	CEMENT TYPE & ADDITIVES					
1	300	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	400	50/50 poz W/ 2% Gel + 3% KCL, .5%EC1, 1/4# sk C.F. 2% gel. 3% SM mixed @ 14.4 ppg W/ 1.24 YLD					
CENTRALIZER & SCRATCHER PLACEMENT			SHOW MAKE & SPACING				
Centralizers - Middle first, top second & third. Then every third collar for a total of 20.							

COMPANY REPRESENTATIVE Ray Herrera DATE January 14, 2005

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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.

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)
 1980 FNL 660 FEL
 SE/NE 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 8-12-9-17

9. API Well No.
 4304735748

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

Status report for time period 01/24/05-02/03/05

Subject well had completion procedures initiated in the Green River formation on 1/24/05 without the use of a service rig over the well. A cement bond log was run and a total of five Green River intervals were perforated and hydraulically fracture treated w/ 20/40 mesh sand. Perf intervals were #1 (5688-5693'), (5642-5650') (5596-5602') (All 4 JSPF); #2 (5474-5492'), (5441-5450'), (All 4 JSPF); #3 (5055-5062'), (5043-5050'), (5028-5038') (All 4 JSPF); #4 (4710-4718') (4650-4656') (4620-4624') (All 4 JSPF); #5 (4116-4136') (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 01/31/05. Bridge plugs were drilled out. Well was cleaned out to PBTD @ 5808'. Zones were swab tested for sand cleanup. A BHA & production tbg string were run in and anchored in well. End of tubing string @ 5717'. A new 1 1/2" bore rod pump was run in well on sucker rods. Well was placed on production via rod pump on 2/03/05.

I hereby certify that the foregoing is true and correct Name (Printed/ Typed) Tara Kinney	Title Production Clerk
Signature <i>Tara Kinney</i>	Date 2/4/2005

THIS SPACE FOR FEDERAL OR STATE OFFICIAL 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 Office	Date
--	-----------------	------

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
FEB 01 2005
DIV. OF OIL, GAS & MINING

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	K
FEDERAL 8-12-9-17	12	090S	170E	4304735748	14483	Federal	OW	DRL	K
FEDERAL 6-12-9-17	12	090S	170E	4304735749	14498	Federal	OW	DRL	K
FEDERAL 2-12-9-17	12	090S	170E	4304735750	14484	Federal	OW	DRL	K
FEDERAL 15-13-9-17	13	090S	170E	4304735697		Federal	OW	APD	K
FEDERAL 13-13-9-17	13	090S	170E	4304735698		Federal	OW	APD	K
FEDERAL 11-13-9-17	13	090S	170E	4304735699		Federal	OW	APD	K
FEDERAL 9-13-9-17	13	090S	170E	4304735700		Federal	OW	APD	K
FEDERAL 7-13-9-17	13	090S	170E	4304735701		Federal	OW	APD	K
FEDERAL 5-13-9-17	13	090S	170E	4304735702		Federal	OW	APD	K
FEDERAL 3-13-9-17	13	090S	170E	4304735703		Federal	OW	APD	K
FEDERAL 1-13-9-17	13	090S	170E	4304735704		Federal	OW	APD	K
FEDERAL 1-14-9-17	14	090S	170E	4304735706		Federal	OW	APD	K
FEDERAL 3-14-9-17	14	090S	170E	4304735707		Federal	OW	APD	K
FEDERAL 9-14-9-17	14	090S	170E	4304735708		Federal	OW	NEW	K
FEDERAL 11-14-9-17	14	090S	170E	4304735709		Federal	OW	APD	K
FEDERAL 15-14-9-17	14	090S	170E	4304735710		Federal	OW	APD	K
FEDERAL 16-6-9-18	06	090S	180E	4304735751		Federal	OW	APD	K
FEDERAL 12-6-9-18	06	090S	180E	4304735752		Federal	OW	APD	K
FEDERAL 10-6-9-18	06	090S	180E	4304735753		Federal	OW	APD	K
FEDERAL 11-9-9-18	09	090S	180E	4304735763		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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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
 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)
 1980 FNL 660 FEL
 SE/NE 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 8-12-9-17

9. API Well No.
 4304735748

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 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 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.)

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

4-14-05
CHD

RECEIVED
APR 08 2005

I hereby certify that the foregoing is true and correct	Title
Name (Printed/ Typed) Mandie Crozier	Regulatory Specialist
Signature <i>Mandie Crozier</i>	Date 04/07/2005

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.	Accepted by the Utah Division of Oil, Gas and Mining	
	Office	Federal Approval Of This Action Is Necessary

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)

Date: 4/14/05
By: *[Signature]*

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

WELL COMPLETION OR RECOMPLETION REPORT AND LOG*

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

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

2. NAME OF OPERATOR
 Newfield Exploration Company

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

4. LOCATION OF WELL (Report locations clearly and in accordance with any State requirements.)*
 At Surface 1980' FNL & 660' FEL (SE/NE) Sec. 12, T9S, R17E
 At top prod. Interval reported below

14. API NO. 43-047-35748 DATE ISSUED 5/24/04
 12. COUNTY OR PARISH Uintah 13. STATE UT

15. DATE SPUNDED 12/22/04 16. DATE T.D. REACHED 1/14/05 17. DATE COMPL. (Ready to prod.) 2/3/05 18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* 5063' GL 5075' KB 19. ELEV. CASINGHEAD

20. TOTAL DEPTH, MD & TVD 5865' 21. PLUG BACK T.D., MD & TVD 5808' 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 4116'-5693'

26. TYPE ELECTRIC AND OTHER LOGS RUN
 Dual Induction Guard, SP, Compensated Density, Compensated Neutron, GR, Caliper, Cement Bond Log

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#	312'	12-1/4"	To surface with 160 sx Class "G" cmt	
5-1/2" - J-55	15.5#	5854'	7-7/8"	300 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 @ 5717'	TA @ 5615'

31. PERFORATION RECORD (Interval, size and number)

INTERVAL	SIZE	SPF/NUMBER
1,85) 5596'-5602', 5642'-5650', 5688'-5693'	.41"	4/76
(CP1&2) 5441'-5450', 5474'-5492'	.41"	4/108
1&3) 5028'-5038', 5043'-5050', 5055'-5062'	.41"	4/96
2&3) 4620'-4624', 4650'-4656', 4710'-4718'	.41"	4/72
(GB6) 4116'-4136'	.41"	4/40

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

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
5596'-5693'	Frac w/ 43,137# 20/40 sand in 428 bbls fluid
5441'-5492'	Frac w/ 100,811# 20/40 sand in 736 bbls fluid
5028'-5062'	Frac w/ 120,352# 20/40 sand in 834 bbls fluid
4620'-4718'	Frac w/ 79,643# 20/40 sand in 556 bbls fluid
4116'-4136'	Frac w/ 71,922# 20/40 sand in 537 bbls fluid

33.* PRODUCTION

DATE FIRST PRODUCTION 2/3/05 PRODUCTION METHOD (Flowing, gas lift, pumping--size and type of pump) 2-1/2" x 1-1/2" x 15.5' RHAC SM Plunger Pump WELL STATUS (Producing or shut-in) PRODUCING

DATE OF TEST	HOURS TESTED	CHOKED SIZE	PROD'N. FOR TEST PERIOD	OIL--BBL.	GAS--MCF.	WATER--BBL.	GAS-OIL RATIO
10 day ave			---	54	69	5	1278

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 JUN 01 2005

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 Mandic Crozier TITLE Regulatory Specialist DATE 5/27/2005
 Mandic Crozier

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

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

38. GEOLOGIC MARKERS	FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	NAME	TOP	
						MEAS. DEPTH	TRUE VERT. DEPTH
				Well Name Federal 8-12-9-17	Garden Gulch Mkr	3604'	
					Garden Gulch 1	3779'	
					Garden Gulch 2	3891'	
					Point 3 Mkr	4141'	
					X Mkr	4382'	
					Y-Mkr	4419'	
					Douglas Creek Mkr	4546'	
					BiCarbonate Mkr	4786'	
					B Limestone Mkr	4911'	
					Castle Peak	5366'	
				Basal Carbonate	5778'		
				Total Depth (LOGGERS)	5875'		



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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



IN REPLY REFER TO
3180
UT-922

June 30, 2005

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

Gentlemen:

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

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

The following leases embrace lands included within the unit area:

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

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

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

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

RECEIVED

JUL 0 / 2005

DIV. OF OIL, GAS & MINING

*Docket No
2005-009*

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

Sincerely,

/s/ Terry Catlin

Terry Catlin
Acting Chief, Branch of Fluid Minerals

Enclosure

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

UT922:TAThompson:tt:06/30/2005

Entity Form 6
 "C" Change from one existing entity to another existing entity

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