

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

FORM 3

AMENDED REPORT
(highlight changes)

APPLICATION FOR PERMIT TO DRILL

1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>		5. MINERAL LEASE NO: Patented <u>Fee</u>	6. SURFACE: Fee
B. TYPE OF WELL: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER _____ SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONE <input checked="" type="checkbox"/>		7. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A	
2. NAME OF OPERATOR: Elk Production Company, LLC		8. UNIT or CA AGREEMENT NAME: Roosevelt Unit 892999886A	
3. ADDRESS OF OPERATOR: 1401-17th St Suite 700 CITY Denver STATE CO ZIP 80202		9. WELL NAME and NUMBER: Roosevelt Unit #3-19	
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 747' FNL, 2,449' FEL AT PROPOSED PRODUCING ZONE:		10. FIELD AND POOL, OR WILDCAT: Roosevelt & Bluebell	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 6.96 miles northeast of Roosevelt, Utah		11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 1S 1E U	
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 743'	16. NUMBER OF ACRES IN LEASE: 80	17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 320	
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) 2,508'	19. PROPOSED DEPTH: 14,000	20. BOND DESCRIPTION:	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC): 5492'	22. APPROXIMATE DATE WORK WILL START: 4/1/2005	23. ESTIMATED DURATION: 60 days	

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
17-1/2"	13-3/8" H-40 ST 48#	100	Class G 250
12-3/4"	9-5/8" H-40 ST 36#	2,500	see Drilling Plan 620 / 165
8-3/4"	7" HCL-80 26#	10,700	see Drilling Plan 445/195/145
6-1/8"	5" N&P 18#	14,000	See Drilling Plan 245

Old Well in DW 9/2003

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

- | | |
|--|--|
| <input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER | <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN |
| <input type="checkbox"/> EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER | <input type="checkbox"/> FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER |

ORIGINAL
CONFIDENTIAL

NAME (PLEASE PRINT) Don Hamilton TITLE Agent for Elk Production Company, LLC
SIGNATURE Don Hamilton DATE 2/9/2005

(This space for State use only)

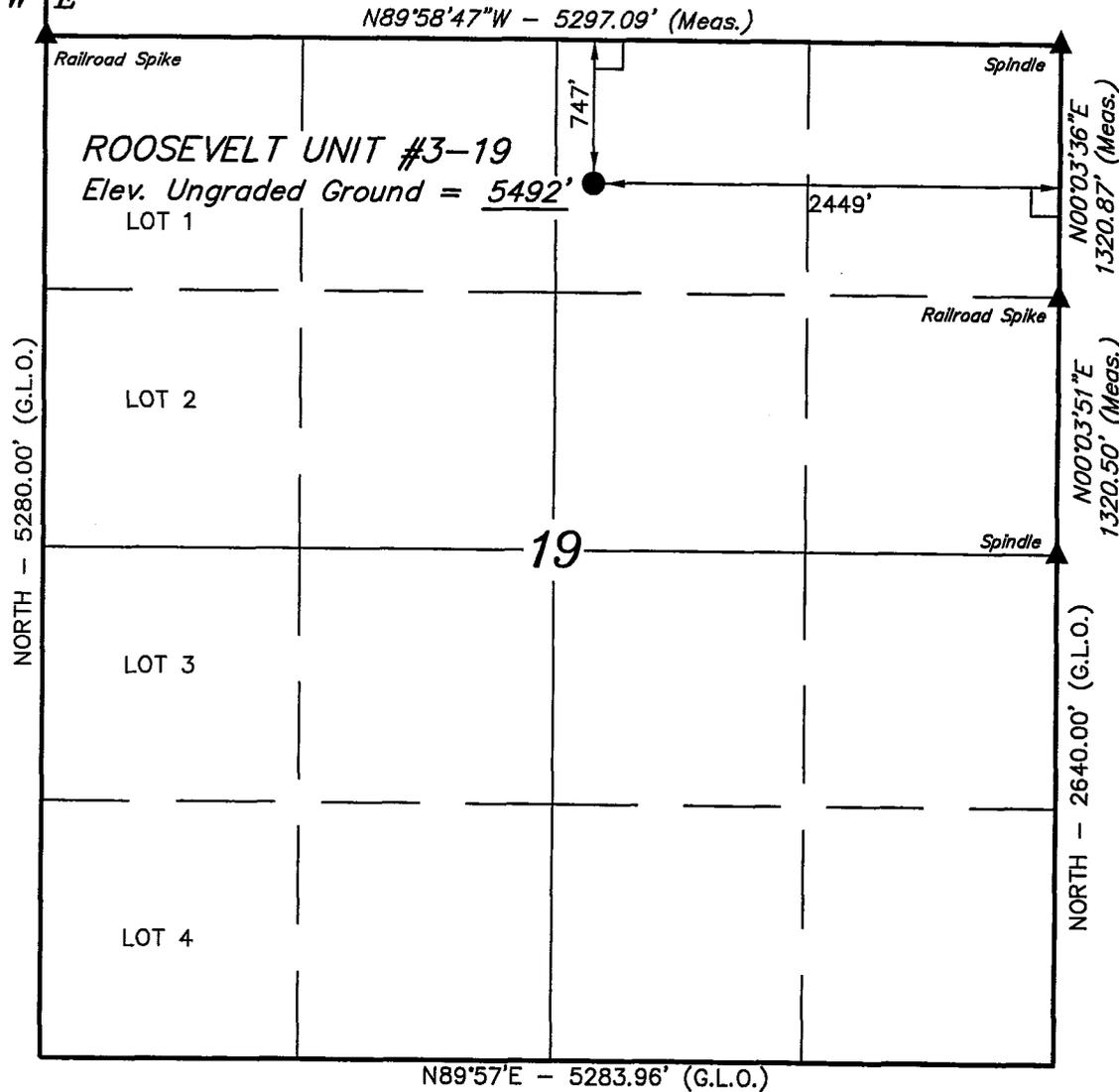
API NUMBER ASSIGNED: 43-047-36304

APPROVAL:

RECEIVED
FEB 14 2005
DIV. OF OIL, GAS & MINING

T1S, R1E, U.S.B.&M.

R
1
W
E



ELK PRODUCTION, LLC

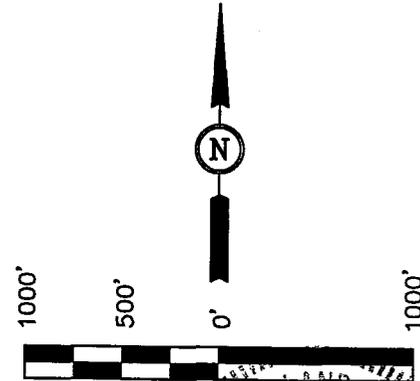
Well location, ROOSEVELT UNIT #3-19, located, as shown in the NW 1/4 NE 1/4 of Section 19, T1S, R1E, U.S.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

SPOT ELEVATION AT THE NORTHWEST CORNER OF SECTION 18, T1S, R1E, U.S.B.&M. TAKEN FROM THE WHITEROCKS QUADRANGLE, UTAH, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5519 FEET.

BASIS OF BEARINGS

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



S. C. A. L. E.
 CERTIFICATE
 NO. 161319
 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.
John H. Gray
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

LEGEND:

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

(AUTONOMOUS NAD 83)
 LATITUDE = 40°23'14.25" (40.387292)
 LONGITUDE = 109°55'30.49" (109.925136)
 (AUTONOMOUS NAD 27)
 LATITUDE = 40°23'14.40" (40.387333)
 LONGITUDE = 109°55'27.95" (109.924431)

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

SCALE 1" = 1000'	DATE SURVEYED: 01-28-05	DATE DRAWN: 01-31-05
PARTY J.F. Z.G. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE ELK PRODUCTION, LLC	



September 21, 2005

VIA FACSIMILE and Overnight Mail

Ms. Diana Whitney
Division of Oil, Gas, and Mining
1594 West North Temple, Suite 1210
Salt Lake City, UT 84116

**RE: Roosevelt Unit #3-19 APD – Surface Damage Agreement
API: 43-047-36304
Uintah County, UTAH**

Dear Ms. Whitney:

Attached is a surface damage agreement for the above-mentioned proposed drilling location. Also attached is a revised plat; please note that the surface location has changed slightly. The APD for the Roosevelt Unit #3-19 was submitted earlier this year.

The surface owner is Blue Diamond Oil Corporation, Gary Sprouse (775) 289-3849. Per agreement with the surface owner, Elk plans to start preparing the location as soon as possible.

Please contact me or Tom Young at (303) 296-4505 if you require any additional information.

Sincerely,


Karin Kuhn
Engineering Technician

Enclosures

RECEIVED
SEP 22 2005
DIV. OF OIL, GAS & MINING

Surface Damage Agreement

(Roosevelt Unit #3-19 Well)

This Agreement ("Agreement"), dated August 22, 2005, is between Blue Diamond Oil Corp. 2018 South Pioche Highway, PO Box 150432, Ely, NV 89315 (hereinafter referred to as "Surface Owner") and Elk Production LLC, 1401 17th Street, Suite 700, Denver, CO 80202 (hereinafter referred to as "Operator").

WITNESSETH:

WHEREAS, Surface Owner represents that is the owner in fee simple title and is in possession of the surface estate for the following described lands located in Uintah County, Utah (hereinafter referred to as "Lands"):

WHEREAS, Operator has acquired certain leasehold interests in the oil and gas mineral estate in the Lands and proposed to conduct drilling and subsequent production operations on the Lands; and

WHEREAS, This Agreement is limited to the operations and use of the Lands by Operator for the Roosevelt Unit #3-19 well as described hereinafter and is agreed upon by Surface Owner and Operator that it will not prejudice future negotiations, actions or demands by either party for additional proposed operations to be conducted on other surface estate lands owned by Surface Owner; and

WHEREAS, the Lands are subject to Oil and Gas Lease dated August 5, 1947 and recorded in the Uintah County, Utah records on September 18, 1947, in Book 12 Misc., Page 281 whereby John Hall et ux leased the oil, gas, and casinghead gas underlying the Lands to Phillips Petroleum Company. By Unit Agreement dated November 7, 1950, the Oil and Gas Lease and the Lands were committed to the Roosevelt Unit by Phillips Petroleum Company pursuant to Paragraph 12 of the Oil and Gas Lease. Operator acquired its interests in and to the Lands in July of 2004:

WHEREAS, Surface Owner is fully aware of the nature of the operations which may be conducted under the terms of the oil and gas leases covering the mineral estate of the Lands; and

WHEREAS, Surface Owner and Operator have both determined that in their mutual best interest to agree to the amount of damages to be assessed incident to the operations of Operator on the Lands in the exploration for, the development and production of oil, gas and/or other leasehold substances under the terms of those certain oil and gas leases now owned or which may be acquired by Operator covering portions of the mineral estate of the Lands; and

WHEREAS, the parties hereto believe, that a reasonable estate can be made of the damages which will result from the exploration, development and production operations contemplated by the oil and gas leases.

NOW, THEREFORE, in consideration of ten dollars and other valuable consideration, the sufficiency of which is hereby acknowledged, the parties agree as follows:

1. **Rights of Ingress and Egress**; Operator will furnish a Preliminary Title Report evidencing title to the leasehold. Pursuant to the above described Oil and Gas Lease

Operator, has the right of ingress and egress and to the use of those portions, of the Lands which it required for oil and gas exploration development and production operations, including tank batteries and other production facilities and the transportation of produced substances from the leasehold, and also the right to utilize the existing roads and pipelines across portions of the Lands. As of the date of this agreement, there are not any structures on the Lands which will interfere with Operator's oil and gas activities. There are however plans to develop the lands as a residential sub division, the preliminary lot layout is attached hereto marked Exhibit A and by this reference made a part hereof. As consideration for the use of the access road and drillpad by Operator, Operator shall pay Surface Owner the following amounts:

- A. **Initial Payment.** As consideration for the use of any access roads to constructed by Operator and for the drill pad associated with the drilling of the Roosevelt, Unit #3-19 well (hereinafter referred to as the "RU#3-19 well) on the Lands together with any lands used for production facilities or other necessary facilities as reasonably determined by Operator, Operator shall pay the initial one time sum of \$[REDACTED] to Surface Owner for the drill pad and access road which total approximately 4.42 acres. If, by actions directly resulting from the operations of Operator, there is damage to real or personal property upon the Lands such as (but not limited to) damage to livestock, structures, buildings, fences, culverts water lines, irrigation systems, and natural water ways, such damage will be repaired or replaced by Operator at Operators sole cost.
- B. **Annual Payment.** In the event that production is obtained by Operator from the "RU#3-13 well"), Operator shall pay annually the sum of \$[REDACTED] on or before the anniversary date of this Agreement, Subject to Paragraph 6 below, failure to timely pay said amount shall not cancel Operators right to utilize the drillpad and access road. This payment and amount is agreed upon by both parties because of the continued future utilization of the property of the Land by Operator and to reimburse Surface Owner for his inability to use the Land in its entirety and the adverse effect of marketability on adjacent residential lots.
- C. **Power Lines and Pipelines.** For each new power line or new pipeline installed by Operator, Operator shall pay to Owner the sum of Ten dollars (\$10.00) per foot for each such line. All power lines and pipelines will be underground to a minimum depth of 4", Operator shall be responsible for installation back filling, re-packing, re-seeding, and re-contouring the surface so as not to interfere with Owner's operations. Operator shall provide Owner with a survey showing the location of all power lines, pipelines and gathering systems before installation and receive Owners approval of the. Unless otherwise agreed upon by Surface Owner and Operator, all pipelines and gathering systems located by Operator on the Lands shall be buried to a depth of at least four (4) feet below the surface, and surface marked in accordance with industry standards. All easements and rights-of-way for power lines and marked in accordance with industry standards. All easements and rights-of way shall revert to twenty-five (25) feet in width being twelve and one-half

(12.5) feet on each side of the centerline of the line. All power lines shall be installed underground to a depth of at least four (4) feet below the surface whenever reasonably practical to do so.

- D. **Access Road to Drill Site:** Easement for the access road shall be 30 foot wide and shall run from the county road to the North, South to the drill site 1000 feet.
2. **Mutual Consent:** Operator agrees to consult with the Surface Owner and/or tenant as to all routes of ingress and egress. Prior to the construction of any roads, pipelines, tank battery installations, or installation of any other equipment on the leased premises, including fencing, cattleguards, gates, and culvert, Operator shall consult with the Surface Owner as to the location and direction of same. Attached hereto as Exhibit B is a plat showing the location of the RU#3-19 well. Attached hereto as Exhibit C is a plat showing the drillpad layout as currently situated. Operator will locate the access road to the RU#3-19 in a location that is acceptable to Operator but which also will be beneficial to Surface Owner for future access to the lands.
3. **Use of Gravel from Pond:** In addition to the drillpad and access road, Surface Owner hereby grants to Operator the right to utilize the existing gravel that is in place that is under the drillpad and under the proposed access road. The gravel shall be utilized to build up and elevate the road base and drillpad so as to avoid future potential flooding problems that may occur. The gravel will be dug from one location and will be left as a pond for the use of Surface Owner following the excavation. In the event the RU #3-19 well is drilled and is not completed as producing well, Surface Owner shall have the option to either take the material that was excavated from the pond and re-fill the pond, or to keep the pond intact and not re-fill it with the material originally excavated from the pond. The location of the pond shall be agreed upon by both Operator and Surface Owner but it shall be located so that it is contiguous to Operators drillpad and/or access road as to be beneficial to Operator in a cost efficient manner.
4. **Use of Water for Operations:** Following the excavation of the pond by Operator, if there is water available from the pond, Operator shall have the right to use such water for its drilling purposes if it desires, providing Owner has the legal right to the water. In the event that the documentation of the water rights that govern such water is necessary prior to Operators use of the water, Surface Owner shall cooperate and execute the documentation as required by the governing water rights authority. Operation will be allowed to use no more than 1.5 acre feet of water rights authority. Operator will be allowed to use no more than 1.5 acre feet of water for its drilling operations. The Initial Payment as described above in Paragraph 1.A shall include all gravel and water utilized by Operator as provided for in this Paragraph. It is the intention of the parties hereto to cause as little interference with existing farming or grazing operations on the leased premises as reasonably possible, and also interference with the residential development.
5. **Plug and Abandon of Wells:** In the event any well hereunder is plugged and abandoned, Operator will, within a condition found prior to Operator will, within a reasonable time, restore Surface Owner's surface estate as near as practical to its original condition found prior to Operator's operations with the exception of the pond

as discussed about in Paragraph 2. It is understood and agreed that Surface Owner may elect in writing, prior to cessation of operations of Operator, to have any road, ponds, or any other well site feature that are constructed under the terms of this Agreement remain upon the property, in which event Operator agrees to leave in a reasonable condition.

6. **Defaults:** In the event Surface Owner considers that Operator has not reasonably complied with all of its obligations hereunder, both express and implied, Surface Owner shall notify Operator in writing, setting out specifically in what respects Operator has breached this contract. Operator shall then have thirty (30) days to meet or commence to meet all or any part of the breaches alleged by Surface Owner. The service of said notice shall be precedent to the bringing of any action by Surface Owner for any cause, and no such action shall be brought until the lapse of thirty (30) days after service of such notice on Operator. In the event of litigation, the prevailing party's reasonable attorney's fees will be paid by the opposing party.
7. **Environmental Issues:** Operator shall be responsible and shall remain liable for any environmental problems on the subject lands which are caused by or through its operations. To the extent that any such claims are asserted, Operator will be responsible for any remediation required as provided by state lands or any Surface Owner actions which could cause environmental problems but is limited solely to the actions of Operator. Operator hereby indemnifies and hold harmless Surface Owner from any and all environmental problems that Operator causes on the Lands.
8. **Cessation of Operations:** This Agreement shall remain in full force and effect from the date hereof and for so long thereafter as Operator's oil and gas operations affecting the Lands are in effect. Upon the cessation of operations by Operator, Operator will place a release of all easements in the Official Records of Uintah County. Operator will also deliver to Owner a Bill of Sale to all improvements left on the property.
9. **Rights of Survivorship:** When the word "Operator" and/or "Surface Owner" is used in this Agreement, it shall also mean their successors and assigns, including but not limited to its employees and officers, agents, affiliates, contractors, subcontractors and/or purchasers.

ADDITIONAL PROVISIONS:

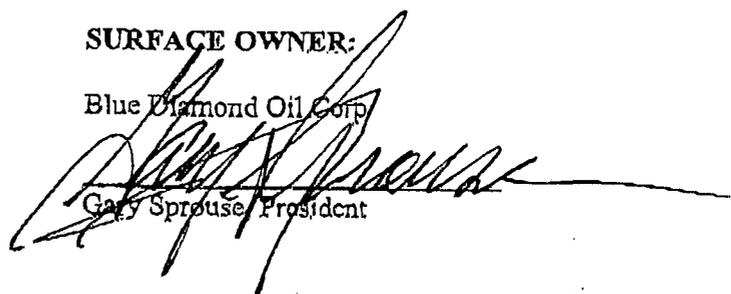
1. **Fencing of Access Road and Drill site:** Operator agrees to fence the drill site, all equipment and access roads. The fence will constructed with good quality cedar posts or treated rail road ties on the beginning and ends of the fences and at every brace and cross brace. Steel post shall be used as line posts between the bracing. .48" net wire with two strands of barbed wire on to will be used of American made wire. The fence will be braced and cross braced every 250' with cross bracing at the beginning of the fence at the county road and again at the end of the road where it meets the drill site. The fence around the drill site will be of the same material and crossed braced every 250'.

- 2. **Operations by Operator:** Operator will conduct his operations in a good and workmanlike manner both during the drilling operations and the subsequent production operations, Operator shall be mindful of the residential neighborhood and will keep the location free from all weeds and undergrowth such as trees and other unwanted plants and noxious weeds or any other unsightly matter. Operator is authorized to utilize herbicides to control weeds or other methods for weed removal.
- 3. **Security for Operator:** After the drilling of the well is completed and all drilling equipment is removed from the Lands, Operator shall place locks on all access gates that are necessary to keep unwanted persons out and Operator shall give copies of the keys for these gates to Surface Owner. Communication between Operator and Surface Owner is absolutely necessary to keep all problems minimized and the ability to resolve problems as they come up.
- 4. **Authorization:** The Directors and Officers of Elk Production, LLC have granted all necessary approvals and authority for Todd Kalstrom, Vice President of Land, to negotiate and execute this Surface Damage Agreement on behalf of Elk Production, LLC. Operator will furnish a resolution from the Board of Directors as evidence of such authority.

The parties set their hands on this 19TH day of SEPT. 2005.

SURFACE OWNER:

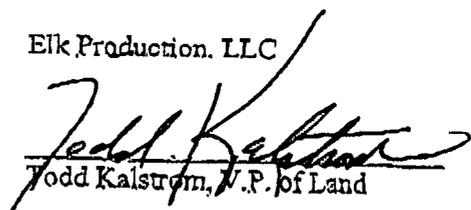
Blue Diamond Oil Corp



Gary Sprouse, President

OPERATOR:

Elk Production, LLC



Todd Kalstrom, V.P. of Land

DRILLING PLAN

Elk Production LLC
Roosevelt Unit #3-19
NW/NE of Section 19, T-1-S, R-1-E
Uintah County, Utah

1,2,3 Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth</u>
Uinta	2000'
Green River	5850'
Lower Green River	8930'*
Wasatch	10,170'*
Lower Wasatch	12,030'*

PROSPECTIVE PAY* oil and gas

4 Casing Program

<u>HOLE SIZE</u>	<u>SETTING DEPTH</u>		<u>SIZE</u>	<u>WEIGHT</u>	<u>GRADE</u>	<u>THREAD</u>	<u>COND.</u>
	<u>from</u>	<u>to</u>					
17-1/2	surface	100'	13-3/8"	48#	H-40	ST&C	Used
12-3/4"	surface	2500'	9-5/8"	36#	H-40	ST&C	New
8-3/4"	surface	10,700'	7"	26#	HCL-80	LT&C	New.
6-1/8"	10,400'	14,000'	5"	18#	N & P	Flush jt.	New

5 Cementing Program

13-3/8' Conductor 250 sx class "G" with 2% CaCl and ¼ lb/sx celloflake

9-5/8" Surface Lead: 620 sx light wt. with 1% CaCl and ¼ lb/sx celloflake mixed 12.8 lb/gal. (75% excess on lead)
Tail : 165 sx Type V with 2% CaCl and ¼ lb/sx celloflake mixed 15.6 lb/gal. (15% excess on tail)

7" Intermediate First stage: 445 sx 50/50 Poz containing 2% gel, .2% fluid loss (Halad-322), .1% retarder (HR-5), 5% salt bwow, .2% suspension agent (WG-17), 3% silicate, .25 lb/sx celloflake, 1 lb/sx granulite. Mixed 13.4 ppg, yield 1.56 ft³/sx.

(DV Tool at 6850) Second stage lead: 195 sx Premium cement containing 16 % gel, .75% econolite, 7½ #/sx gilsonite, ¼ #/sx celloflake, 3 % salt bwoc, .8% retarder (HR-7). Mixed 11.0 ppg, yield 3.81 ft³/sx.

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10 Anticipated Abnormal Pressures or Temperatures

Abnormal pressures increasing to +/-13.5 ppg equivalent are anticipated while drilling the Lower Wasatch oil intervals below 12,030'. Minor over-pressuring begins near the top of the Wasatch at 10,170' with 9.5 -10 ppg initially being required and increasing to 10.5-11 as the top of the Lower Wasatch is approached.

11 Drilling Schedule

Spud	Approximately April 1, 2005
Duration	60 days drilling time 30 days completion time

HAZARDOUS MATERIAL DECLARATION

Roosevelt Unit #3-19

Elk Production Company, LLC guarantees that during the drilling and completion of the above referenced well, we will not use, produce, or store, transport or dispose 10,000# annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Super Amendments and Reauthorization Act (SARA) of 1986.

Elk Production Company, LLC guarantees that during the drilling and completion of the above referenced well, we will use, produce, store, transport, or dispose less than the threshold planning quantity (TPQ) of any extremely hazardous substances as defined in 40 CFR 355.

SURFACE USE PLAN

CONDITIONS OF APPROVAL

Attachment for Permit to Drill

Elk Production LLC
Roosevelt Unit #3-19
NW/NE of Section 19, T-1-S, R-1-E
Uintah County, Utah

The dirt contractor will be provided with an approved copy of the surface use plan of operations before initiating construction.

The onsite inspection for the referenced well is pending with the Division of Oil, Gas and Mining and the landowner

1. Existing Roads:
 - a. The proposed well site is located approximately 6.96 miles northeast of Roosevelt, UT.
 - b. Directions to the proposed well site have been attached at the end of Exhibit B.
 - c. The use of roads under State and County Road Department maintenance are necessary to access the Roosevelt Unit. However, an encroachment permit is not anticipated since no upgrades to the State or County Road system are proposed at this time.
 - d. All existing roads will be maintained and kept in good repair during all phases of operation.
 - e. Vehicle operators will obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions.
 - f. Since no improvements are anticipated to the State, County, Tribal or BLM access roads no topsoil striping will occur.

Planned Access Roads:

- a. From the existing paved surfaced county road a new access is proposed trending south approximately 0.1 miles to the proposed well site. The access consists of entirely new disturbance and crosses no significant drainages. A road design plan is not anticipated at this time.
- b. The proposed access road crosses surface owned by Blue Diamond Oil Corp. in which a surface use agreement to construct and utilize the road is presently being negotiated. A fee surface use agreement will be submitted to the DOGM prior to approval of the APD.
- c. The proposed access road will consist of a 14' travel surface within a 30' disturbed area.
- d. A maximum grade of 4% will be maintained throughout the project with no cuts and fills required to access the well.
- e. No turnouts are proposed since the access road is only 0.1 miles long and adequate site distance exists in all directions.
- f. One culvert is anticipated as the access road leaves the paved surface. No low water crossings are anticipated. Adequate drainage structures will be incorporated into the road.
- g. No surfacing material will come from federal or SITLA lands.
- h. One gate is anticipated at this time as the fence is crossed leaving the paved surface.
- i. Surface disturbance and vehicular travel will be limited to the approved location access road.
- j. All access roads and surface disturbing activities will conform to the standards outlined in the pending fee surface use agreement.
- k. The operator will be responsible for all maintenance of the access road including drainage structures.

3. Location of Existing Wells:

- a. Exhibit B has a map reflecting these wells within a one mile radius of the proposed well.

4. Location of Production Facilities:

- a. All permanent structures will be painted a flat, non-reflective Desert Brown to match the standard environmental colors. All facilities will be painted within six months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.
- b. If productive, a gas meter run will be constructed and located on lease within 500 feet of the wellhead. Meter runs will be housed and/or fenced. All gas production and measurement shall comply with the provisions of 43 CFR 3162. 7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.

- c. If productive, a tank battery will be constructed on this lease, it will be surrounded by a dike of sufficient capacity to contain the storage capacity of the largest tank. All loading lines and valves will be placed inside the berm surrounding the tank battery. All liquid hydrocarbons production and measurement shall conform to the provisions of 43 CFR 3162.7-3 and Onshore Oil and Gas Order No. 4 and Onshore Oil and Gas Order No. 5 for oil and natural gas production and measurement.
- d. Any necessary pits will be properly fenced to prevent any wildlife and livestock entry.
- e. All access roads will be maintained as necessary to prevent erosion and accommodate year-round traffic. The road will be maintained in a safe useable condition.
- f. The site will require periodic maintenance to ensure that drainages are kept open and free of debris, ice, and snow, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

5. Location and Type of Water Supply:

- a. Water for construction and drilling will be obtained through a direct purchase agreement with the local municipal water company.

6. Source of Construction Material:

- a. No construction materials will be removed from Ute Tribal, SITLA or BLM lands.
- b. If any gravel is used, it will be obtained from a state approved gravel pit.

7. Methods of Handling Waste Disposal:

- a. All wastes associated with this application will be contained and disposed of utilizing approved facilities.
- b. Drill cuttings will be contained and buried on site.
- c. The reserve pit will be located outboard of the location and along the southwest side of the pad.
- d. The reserve pit will be constructed so as not to leak, break, or allow any discharge.
- e. The reserve pit will be lined with 12 mil minimum thickness plastic nylon reinforced liner material. The liner will overlay a felt liner pad only if rock is encountered during excavation. The pit liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. No trash, scrap pipe, etc., that could puncture the liner will be disposed of in the pit. Pit walls will be sloped no greater than 2:1. A minimum 2-foot freeboard will be maintained in the pit at all times during the drilling and completion operation.

- f. The reserve pit has been located in cut material. Three sides of the reserve pit will be fenced before drilling starts. The fourth side will be fenced as soon as drilling is completed, and shall remain until the pit is dry. After the reserve pit has dried, all areas not needed for production will be rehabilitated.
- g. Trash will be contained in a trash cage and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations. The contents of the trash container will be hauled off periodically to the approved Uintah County Landfill near Vernal, Utah.
- h. Produced fluids from the well other than water will be produced into a test tank until such time as construction of production facilities is completed. Any spills of oil, gas, salt water or other produced fluids will be cleaned up and removed.
- i. Any salts and/or chemicals, which are an integral part of the drilling system, will be disposed of in the same manner as the drilling fluid.
- j. Sanitary facilities will be on site at all times during operations. Sewage will be placed in a portable chemical toilet and the toilet replaced periodically utilizing a licensed contractor to transport by truck the portable chemical toilet so that its contents can be delivered to the Vernal Wastewater Treatment Facility in accordance with state and county regulations.

8. Ancillary Facilities:

- a. Garbage Containers and Portable Toilets are the only ancillary facilities proposed in this application.

9. Well Site Layout: (See Exhibit B)

- a. The well will be properly identified in accordance with state regulations.
- b. Access to the well pad will be from the north.
- c. The pad and road designs are consistent with State and Federal specification
- d. A pre-construction meeting with responsible company representative, contractors, landowner representatives and the Utah Division of Oil, Gas and Mining will be conducted at the project site prior to commencement of surface-disturbing activities. The pad and road will be construction-staked prior to this meeting.
- e. The pad has been staked at its maximum size; however it will be constructed smaller if possible, depending upon rig availability. Should the layout change, this application will be amended and approved utilizing a sundry notice.
- f. All surface disturbing activities, will be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.
- g. All cut and fill slopes will be such that stability can be maintained for the life of the activity.

- h. The site surface will be graded to drain away from the pit to avoid pit spillage during large storm events.
- i. The stockpiled topsoil (first 6 inches or maximum available) will be stored in a windrow on the uphill side of the location to prevent any possible contamination. All topsoil will be stockpiled for reclamation in such a way as to prevent soil loss and contamination.
- j. Pits will remain fenced until site cleanup.
- k. The blooie line will be located at least 100 feet from the well head.
- l. Water injection may be implemented if necessary to minimize the amount of fugitive dust.

10. Plans for Restoration of the Surface:

- a. Site reclamation for a producing well will be accomplished for portions of the site not required for the continued operation of the well.
- b. The Operator will control noxious weeds along access road use authorizations, well sites, or other applicable facilities by spraying or mechanical removal. A list of noxious weeds may be obtained from the Utah Division of Oil, Gas and Mining or the appropriate County Extension Office.
- c. Upon well completion, any hydrocarbons in the pit shall be removed. Once the reserve pit is dry, the plastic nylon reinforced liner shall be torn and perforated before backfilling of the reserve pit. The reserve pit and that portion of the location not needed for production facilities/operations will be recontoured to the approximate natural contours.
- d. The cut and fill slopes and all other disturbed areas not needed for the production operation will be top soiled and re-vegetated. The stockpiled topsoil will be evenly distributed over the disturbed area.
- e. Prior to reseeding the site, all disturbed areas, including the access road, will be scarified and left with a rough surface. The site will then be seeded and/or planted as prescribed by the landowner. The landowner recommended seed mix will be detailed within their surface use documents.

11. Surface and Mineral Ownership:

- a. Surface Ownership – Blue Diamond Oil Corp. Gary Sprouse, P.O. Box 150432, East Ely, NV 89315; 775-289-4863
- b. Mineral Ownership – Blue Diamond Oil Corp. Gary Sprouse, P.O. Box 150432, East Ely, NV 89315; 775-289-4863

12. Other Information:

- a. A fee surface use agreement with Blue Mountain Oil Corp. is pending at this time.

13. Operator's Representative and Certification

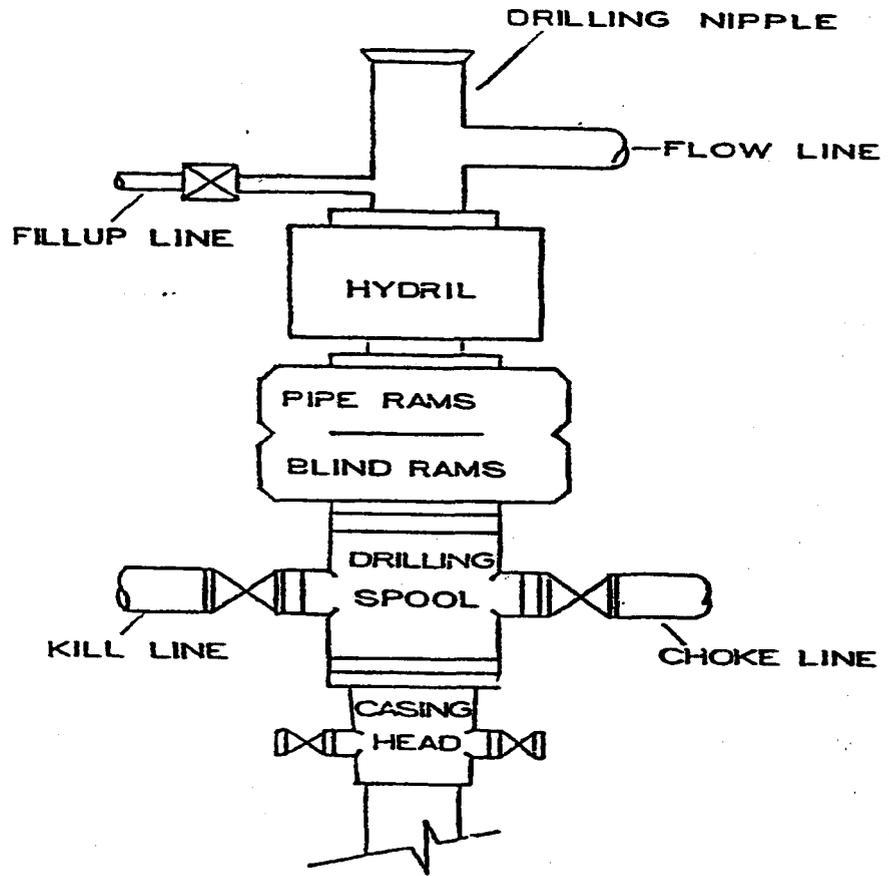
<u>Title</u>	<u>Name</u>	<u>Office Phone</u>
Company Representative	Tom Young	1-303-339-1920
Agent for Elk Production Company, LLC	Don Hamilton	1-435-637-4075

Certification:

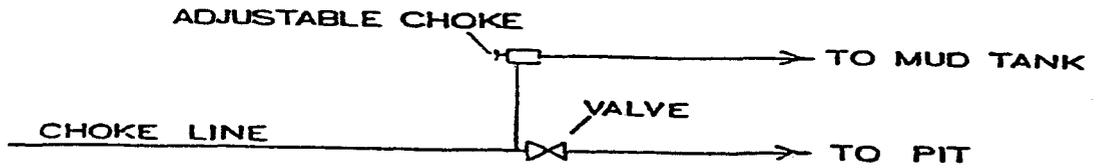
I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exists; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by Elk Production Company, LLC and its contractors and subcontractors in conformity with this APD package and the terms and conditions under which it is approved. I also certify responsibility for the operations conducted on that portion of the leased lands associated with this application, with bond coverage being provided under Elk Production's pending Statewide fee bond. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

Signature: Don Hamilton Date: 2-9-05

BOP STACK



CHOKER MANIFOLD



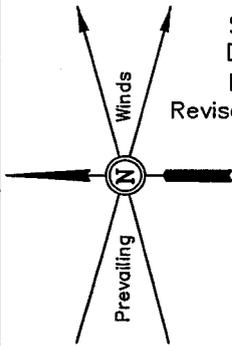
ELK PRODUCTION, LLC

FIGURE #1

LOCATION LAYOUT FOR

Roosevelt Unit #3-19
 SECTION 19, T1S, R1E, U.S.B.&M.
 759' FNL 2440' FEL

SCALE: 1" = 60'
 DATE: 08-31-05
 Drawn By: D.R.B.
 Revised: 09-20-05 D.R.B.



C-0.8'
 El. 490.5'

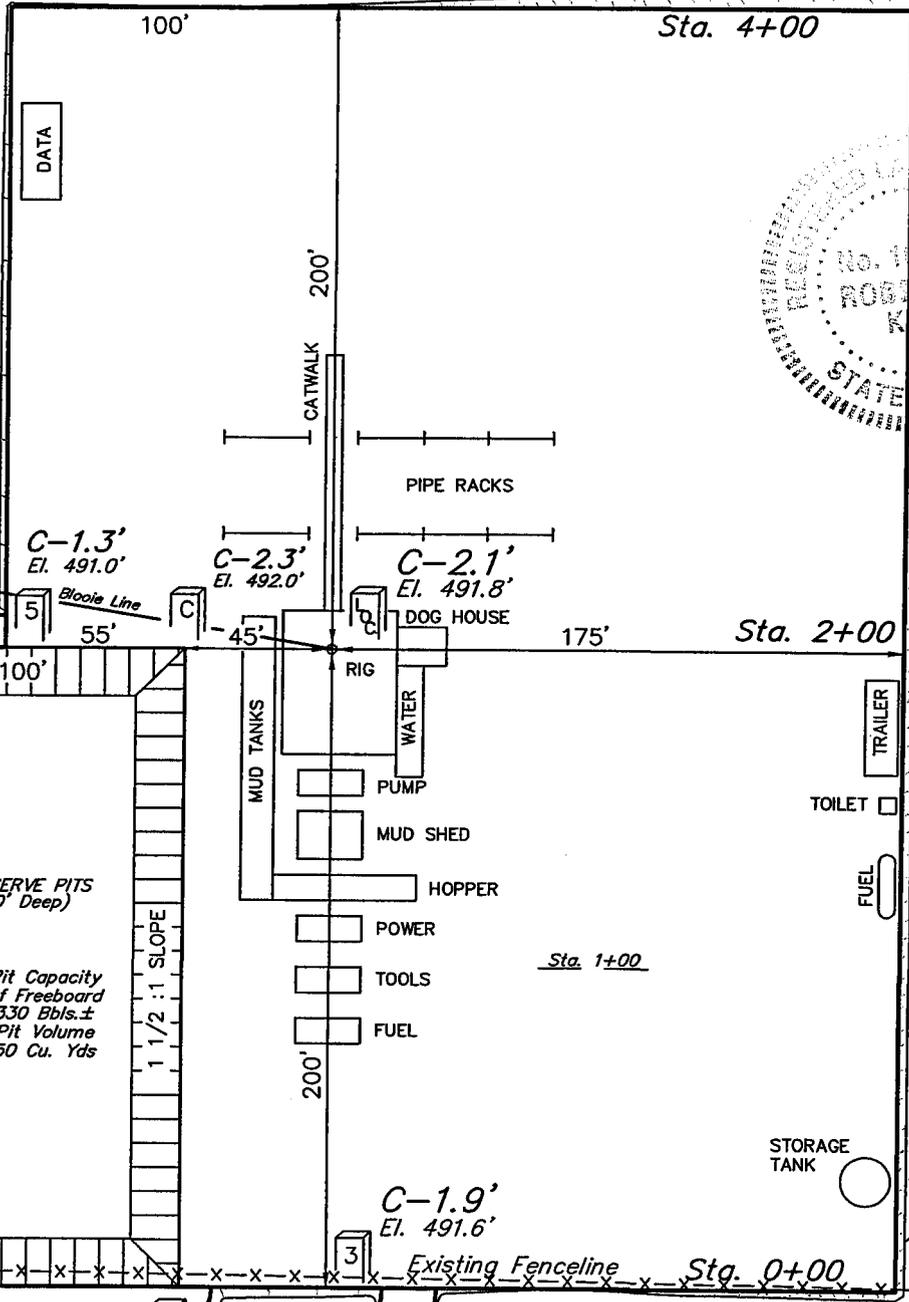
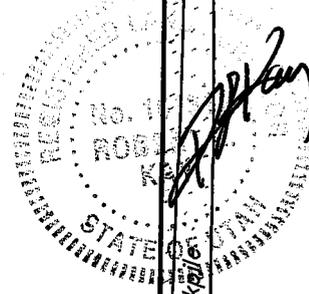
F-0.7'
 El. 489.0'

Approx. Toe of Fill Slope

F-4.2'
 El. 485.5'

Mtn. Fuel Pipeline (Buried)

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



El. 492.2'
 C-12.5'
 (btm. pit)

FLARE PIT

C-1.3'
 El. 491.0'

C-2.3'
 El. 492.0'

C-2.1'
 El. 491.8'

RESERVE PITS
 (10' Deep)
 Total Pit Capacity
 W/2' of Freeboard
 = 21,330 Bbls.±
 Total Pit Volume
 = 5,850 Cu. Yds

Approx. Top of Cut Slope

C-1.9'
 El. 491.6'

El. 493.6'
 C-13.9'
 (btm. pit)

C-2.4'
 El. 492.1'

Existing Fenceline

Stg. 0+00

F-1.8'
 El. 487.9'

Elev. Ungraded Ground at Location Stake = 5491.8'
 Elev. Graded Ground at Location Stake = 5489.7'

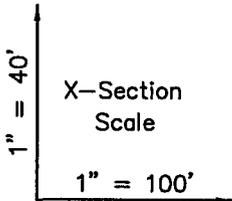
UINTAH ENGINEERING & LAND SURVEYING
 85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

ELK PRODUCTION, LLC

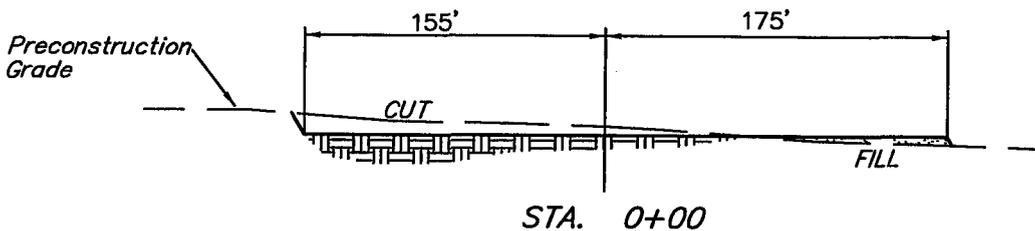
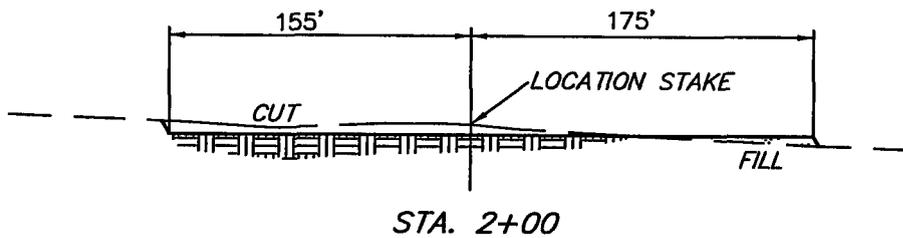
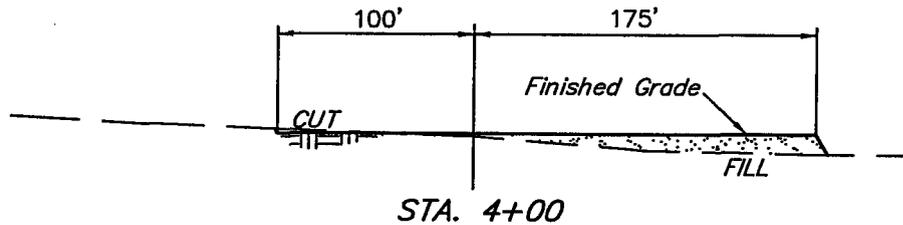
FIGURE #2

TYPICAL CROSS SECTIONS FOR

Roosevelt Unit #3-19
SECTION 19, T1S, R1E, U.S.B.&M.
759' FNL 2440' FEL



DATE: 08-31-05
Drawn By: D.R.B.
Revised: 09-20-05 D.R.B.



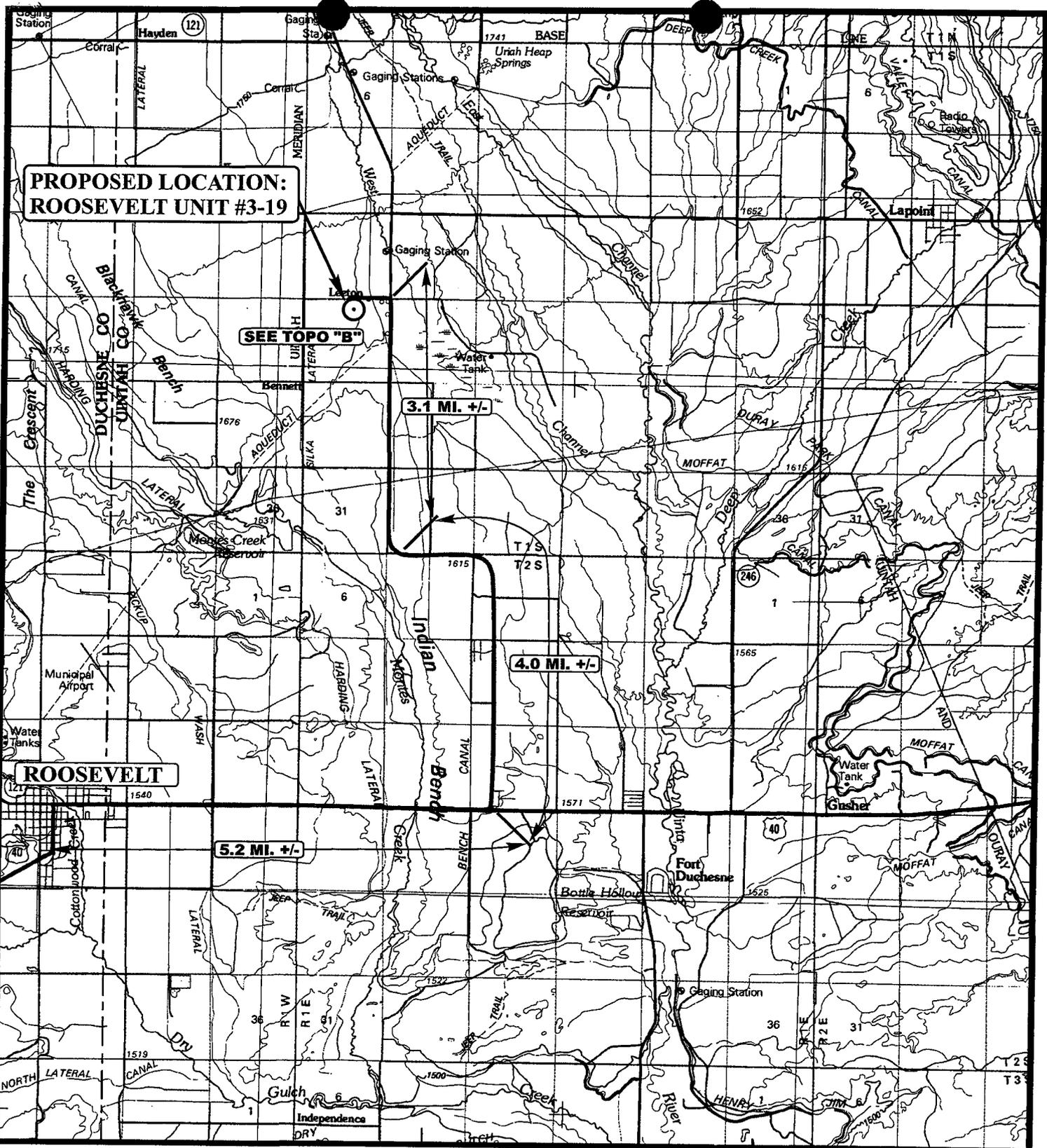
APPROXIMATE YARDAGES

(12") Topsoil Stripping	= 4,840 Cu. Yds.
Remaining Location	= 8,400 Cu. Yds.
TOTAL CUT	= 13,240 CU.YDS.
FILL	= 5,470 CU.YDS.

* NOTE:
FILL QUANTITY INCLUDES
5% FOR COMPACTION

EXCESS MATERIAL	= 7,770 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 7,770 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 0 Cu. Yds.

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



**PROPOSED LOCATION:
ROOSEVELT UNIT #3-19**

SEE TOPO "B"

3.1 MI. +/-

4.0 MI. +/-

5.2 MI. +/-

ROOSEVELT

LEGEND:

⊙ PROPOSED LOCATION



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



ELK PRODUCTION, LLC

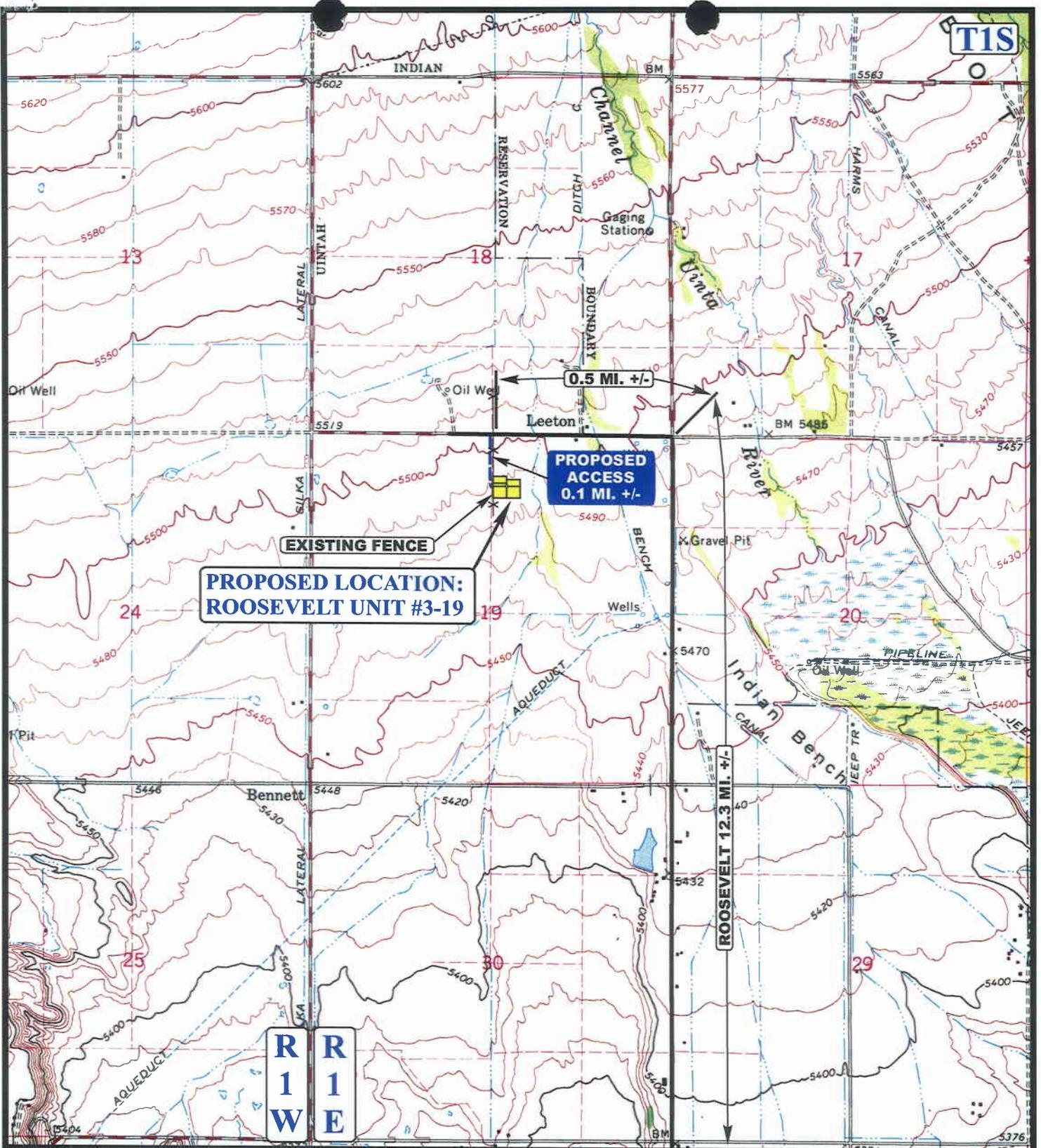
ROOSEVELT UNIT #3-19
SECTION 19, T1S, R1E, U.S.B.&M.
759' FNL 2440' FEL

TOPOGRAPHIC
MAP

01 31 05
 MONTH DAY YEAR

SCALE: 1:100,000 **DRAWN BY: L.K.** **REVISED: 09-20-05**





LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD
-  EXISTING FENCE



ELK PRODUCTION, LLC

ROOSEVELT UNIT #3-19
SECTION 19, T1S, R1E, U.S.B.&M.
759' FNL 2440' FEL



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

TOPOGRAPHIC MAP **01 31 05**
 MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: L.K. REVISED: 09-20-05





September 22, 2005

Division of Oil, Gas, & Mining
1594 West North Temple, Suite 1210
Salt Lake City, UT 84114-5801

**RE: Exception Location
Roosevelt Unit #3-19
4304736304**

To Whom It May Concern:

In reference to the State Oil and Gas Conservation Rule R649-3-3, the Roosevelt Unit 3-19 is an exception to this rule due to it is not sitting in the center of the 40-acre quarter-quarter section.

This proposed well location is within the Roosevelt Unit which Elk Production, LLC owns 100%. There are no additional lease owners with 460 feet of the location. The proposed well is not being drilled within 920 feet of any existing well or well to be drilled.

If you have any questions, please contact me.

Sincerely,

Karin Kuhn
Engineering Technician

RECEIVED

SEP 23 2005

DIV. OF OIL, GAS & MINING

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

FORM 3

AMENDED REPORT
(highlight changes)

APPLICATION FOR PERMIT TO DRILL		5. MINERAL LEASE NO: Patent	6. SURFACE: Fee
1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>		7. IF INDIAN, ALLOTTEE OR TRIBE NAME: NA	
B. TYPE OF WELL: OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER _____ SINGLE ZONE <input type="checkbox"/> MULTIPLE ZONE <input checked="" type="checkbox"/>		8. UNIT OR CA AGREEMENT NAME: Roosevelt Unit 892999886A	
2. NAME OF OPERATOR: Elk Production LLC		9. WELL NAME and NUMBER: Roosevelt Unit 3-19	
3. ADDRESS OF OPERATOR: 1401 17th. St., #700 CITY Denver STATE CO ZIP 80202		PHONE NUMBER: (303) 296-4505	
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 759' FNL, 2440' FEL AT PROPOSED PRODUCING ZONE: 759' FNL, 2440' FEL		10. FIELD AND POOL, OR WILDCAT: Bluebell	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 12.9 Miles NE of Roosevelt, UT		11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 1S 1E	
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 759'		16. NUMBER OF ACRES IN LEASE: 80	17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 320
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) 2508'		19. PROPOSED DEPTH: 14,000	20. BOND DESCRIPTION: B000969
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 5492' GR		22. APPROXIMATE DATE WORK WILL START: 9/25/2005	23. ESTIMATED DURATION: 60 Days

24. **PROPOSED CASING AND CEMENTING PROGRAM**

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
17 1/2"	13 3/8" H-40 ST 48#	100	Class G 250
12 3/4"	9 5/8" H-40 ST 36#	2,500	See Drlg Plan 620/165
8 3/4"	7" HCL-80 26#	10,700	See Drlg Plan 445/195/145
6 1/8"	5" N&P 18#	14,000	See Drlg Plan 245

25. **ATTACHMENTS**

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input type="checkbox"/> EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER	<input type="checkbox"/> FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER

NAME (PLEASE PRINT) Karin Kuhn TITLE Engineering Technician

SIGNATURE *Karin Kuhn* DATE 9/21/2005

(This space for State use only)

API NUMBER ASSIGNED: 43-047-36304

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

Date: 10-18-05

By: *[Signature]*

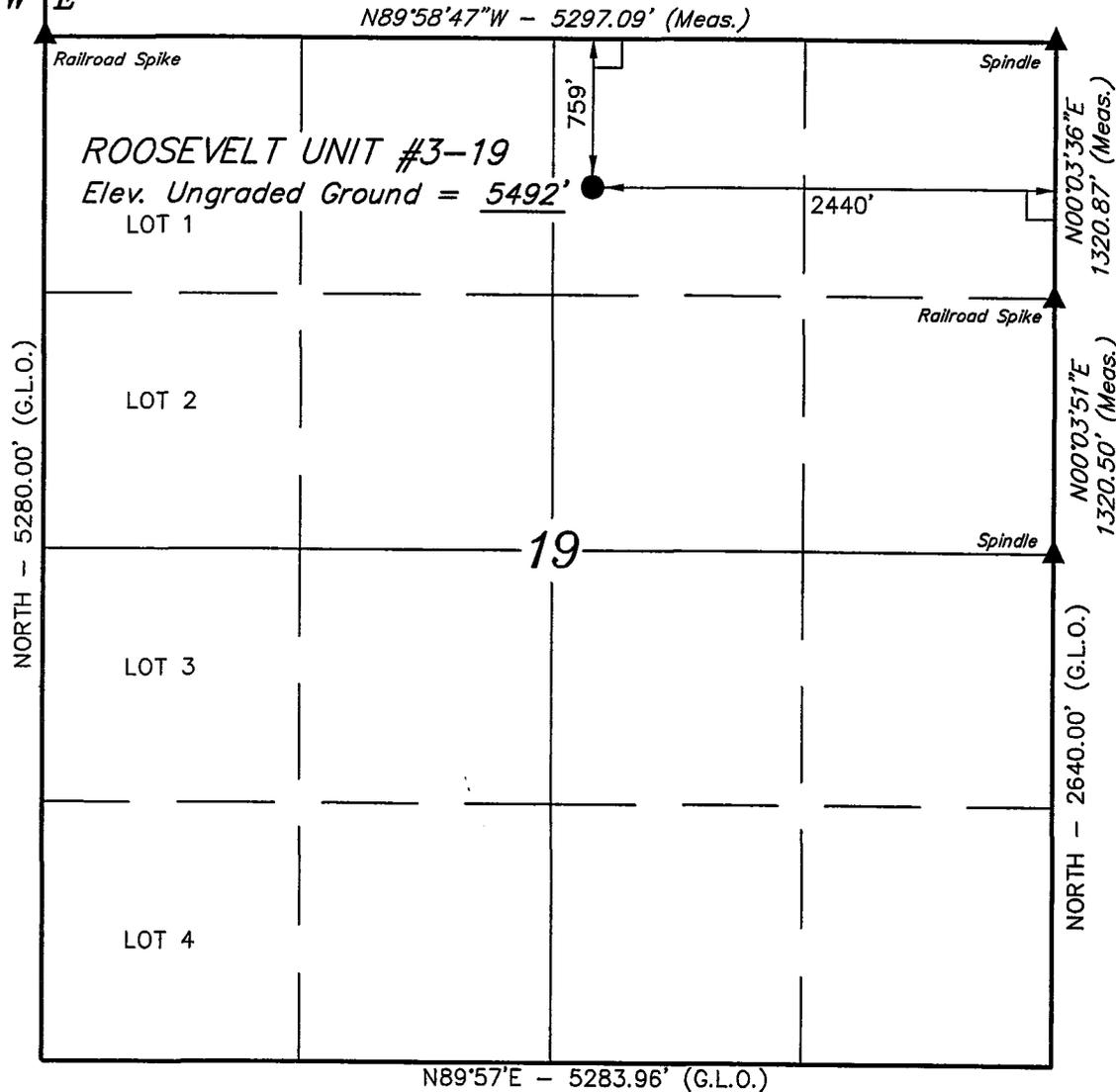
(See Instructions on Reverse Side)

RECEIVED
SEP 23 2005

T1S, R1E, U.S.B.&M.

R
1
W

R
1
E



ELK PRODUCTION, LLC

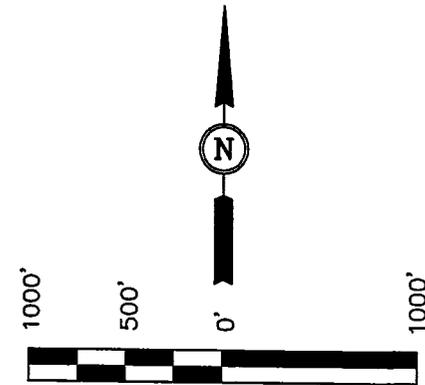
Well location, ROOSEVELT UNIT #3-19, located as shown in the NW 1/4 NE 1/4 of Section 19, T1S, R1E, U.S.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

SPOT ELEVATION AT THE NORTHWEST CORNER OF SECTION 18, T1S, R1E, U.S.B.&M. TAKEN FROM THE WHITEROCKS QUADRANGLE, UTAH, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5519 FEET.

BASIS OF BEARINGS

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



SCALE

CERTIFICATE

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

John H. ...

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

Revised: 08-31-05 D.R.B.

LEGEND:

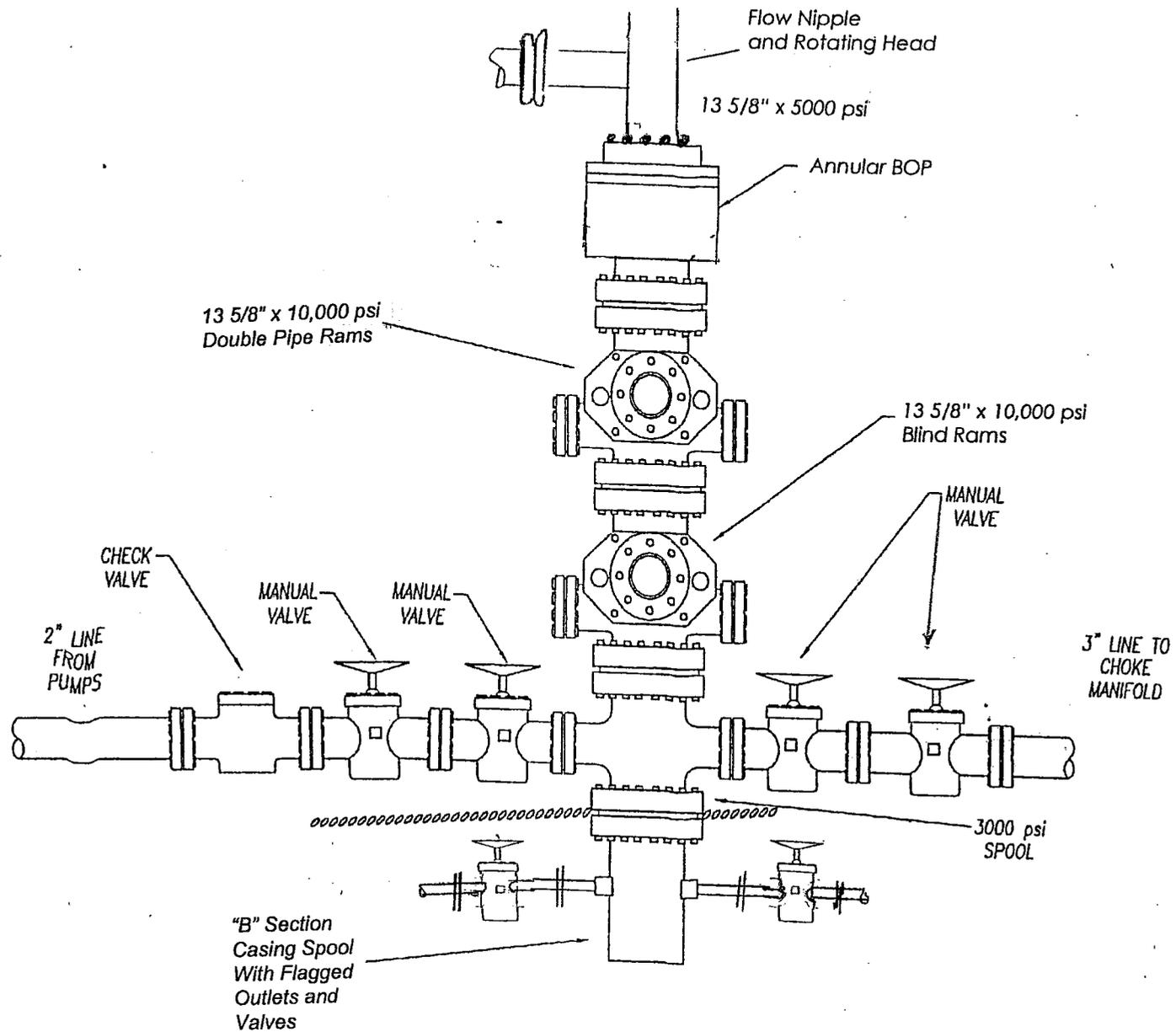
- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

(AUTONOMOUS NAD 83)
LATITUDE = $40^{\circ}23'14.13''$ (40.387258)
LONGITUDE = $109^{\circ}55'30.38''$ (109.925106)
(AUTONOMOUS NAD 27)
LATITUDE = $40^{\circ}23'14.28''$ (40.387300)
LONGITUDE = $109^{\circ}55'27.84''$ (109.924400)

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

SCALE 1" = 1000'	DATE SURVEYED: 01-28-05	DATE DRAWN: 01-31-05
PARTY J.F. Z.G. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE ELK PRODUCTION, LLC	

BOP Equipment



1. The drilling plan has no cement yield for the 9-5/8" casing.

Yield on lead cmt: 1.78 ft³/sx

Yield on tail cmt: 1.20 ft³/sx

2. The intermediate 7" HCL-80 26# casing fails on my program.
The burst capacity is 7240# - the program calculates a burst load
of 9422#.

To use full string of 26# P-110.

3. The production 5" N&P 18# casing is not in my program.
Do you have some parameters for the casing - burst strength and
collapse strength so I can use a compatible casing.

To use full string of 5", 18#, P-110.

**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 09/23/2005

API NO. ASSIGNED: 43-047-36304

WELL NAME: ROOSEVELT U 3-19
 OPERATOR: ELK PRODUCTION LLC (N2650)
 CONTACT: DON HAMILTON

PHONE NUMBER: 303-296-4505

PROPOSED LOCATION:

NWNE 19 010S 010E
 SURFACE: 0759 FNL 2440 FEL
 BOTTOM: 0759 FNL 2440 FEL
 UINTAH
 BLUEBELL (65)

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	DKD	10/18/05
Geology		
Surface		

LEASE TYPE: 4 - Fee
 LEASE NUMBER: FEE
 SURFACE OWNER: 4 - Fee
 PROPOSED FORMATION: WSTC
 COALBED METHANE WELL? NO

LATITUDE: 40.38730
 LONGITUDE: -109.9244

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[] Ind[] Sta[] Fee[]
(No. B000969)
- 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)
- Intent to Commingle (Y/N)

LOCATION AND SITING:

- R649-2-3.
- Unit ROOSEVELT
- 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:

Needs Permit (09-23-05)

STIPULATIONS:

- 1 - STATEMENT OF BASIS
- 2 - Surface Csg Cont Stip

**DIVISION OF OIL, GAS AND MINING
APPLICATION FOR PERMIT TO DRILL
STATEMENT OF BASIS**

OPERATOR: Elk Production LLC.
WELL NAME & NUMBER: Roosevelt Unit 3-19
API NUMBER: 43-047-36304
LOCATION: 1/4,1/4 NW/NEW Sec: 19 TWP: 1S RNG: 1E 759' FNL 2440' FEL

Geology/Ground Water:

Elk proposes to set 100 feet of conductor pipe and 2,500 feet of surface pipe. Both will be cemented to surface. The base of the moderately saline ground water is estimated to be at a depth of 7,500 feet. A search of Division of Water Rights records shows over 30 water wells within a 10,000 foot radius of the proposed well. Well depth ranges from 8 feet to 660 feet with the majority of the wells producing water from depths less than 100 feet. Use is listed as irrigation, stock watering and domestic. The surface material, at the proposed location, is made up of glacial outwash material lying on the Duchesne River Formation. The outwash sediments are laterally continuous and are a significant local aquifer. The Duchesne River formation is made up of interbedded shales and sandstones and is also a significant local aquifer. The top of the Uinta formation is expected at a depth of 2,000 feet and is not usually a prolific water zone. The proposed casing and cement should adequately protect usable sources of ground water.

Reviewer: Brad Hill **Date:** 07/19/05

Surface:

The pre-drill investigation of the surface was performed on 9/21/2005. A special request was made by Elk Production to begin constructing the road and pad to meet the schedule of a drilling rig which they have on a nearby well. Grizz Oleen, a consultant with Buys and Associates, represented Elk Production. Phil Harrison represented Gary Sprouse, an owner of Blue Diamond Corp. which owns the surface. Randy Frederick represented Chapman Construction, which has been hired to construct the road and pad. Both the proposed road and pad are on sub irrigated pasture lands which currently have partial surface water. The road and pad will be elevated about 2 feet above the platted elevation so as to be above the ground water and add stability to the location. The fill will be obtained from a pond, which will be constructed immediately south west of the location. The reserve pit will have a French drain dug in the bottom and water either drained or pumped from the drain so as not to float the liner. This was done by Chapman Construction on a nearby well with good success. No stability problems are anticipated with the reserve pit.

I explained that DOGM's primary concerns were with the structural integrity of the site. The site, after prepared, should support the drilling and production operation without possible infringement by the high ground water table. Also, the access road to the location should be adequate for travel during high water periods incase that an on-site emergency occurs.

Reviewer: Floyd Bartlett **Date:** 09/24/2005

Conditions of Approval/Application for Permit to Drill:

1. A synthetic liner with a minimum thickness of 16 mils and a felt subliner shall be properly installed and maintained in the reserve pit.

construct a large pond immediately southwest of the location. Materials removed from the pond will be used for the road and pad. A layer of geo-cloth will be laid under the fill to reduce upward movement of surface water into the fill.

ANCILLARY FACILITIES: None will be required.

WILL DRILLING AT THIS LOCATION GENERATE PUBLIC INTEREST CONCERNS? (EXPLAIN). Unlikely, as it is on private land and there are other existing wells in the surrounding area.

WASTE MANAGEMENT PLAN:

Drilled cuttings will be settled into reserve pit. Liquids from pit will be allowed to evaporate. Formation water will be confined to storage tanks. Commercial contractor will handle sewage facilities, storage and disposal. Trash will be contained in trash baskets and hauled to an approved land fill.

ENVIRONMENTAL PARAMETERS

AFFECTED FLOODPLAINS AND/OR WETLANDS: NONE. Although the area has a high water table it does not qualify as jurisdictional wet lands as determined by the Army Corp of Engineers

FLORA/FAUNA: Native pasture grass, salt grass, fox tail, wire grass, kochia weed. Cattle, small rodents and birds.

SOIL TYPE AND CHARACTERISTICS: Medium brown sandy clay.

EROSION/SEDIMENTATION/STABILITY: Very little natural erosion. Sedimentation and stability are not a problem and location construction shouldn't cause an increase in stability or erosion problems.

PALEONTOLOGICAL POTENTIAL: FEE LAND

RESERVE PIT

CHARACTERISTICS: 180' by 80' and 6-8 deep. The reserve pit as designed is 10' deep. Ground water is expected to be encountered 2-4 feet below the surface. Total storage depth of the reserve pit will be reduced to about 8 feet. To keep the bottom of the reserve pit from filling with water and floating the liner, a French drain will be constructed. Water from the drain will either be piped and allowed to drain naturally or a sump dug and water pumped if it is necessary. To obtain the storage needed above the ground water level, an embankment, will be constructed from the excavation material from the pit or imported borrow.

LINER REQUIREMENTS (Site Ranking Form attached): Level 1 sensitivity. A 16 mil liner and a double felt pad will be required for the reserve pit.

SURFACE RESTORATION/RECLAMATION PLAN

AS PER LANDOWNER AGREEMENT

SURFACE AGREEMENT: a landowner agreement has been signed. Modifications to the agreement were reached which include constructing a pond to obtain fill for the road and pad. A 16 inch culvert will be installed at the county road

CULTURAL RESOURCES/ARCHAEOLOGY: Site is on fee land.

OTHER OBSERVATIONS/COMMENTS

Verbal permission was given the operator to start building the road and pad, since it is on private land and a damage agreement is in place. Elk Resources requested to do this as they have a nearby rig which is nearing completion of the 5-19 well that they want to move to this location. This predrill investigation was conducted on a sunny day.

ATTACHMENTS

Photos of this site were taken and placed on file.

FLOYD BARTLETT
DOGM REPRESENTATIVE

09/23/05; 3:30 PM

DATE/TIME

**Evaluation Ranking Criteria and Ranking Score
For Reserve and Onsite Pit Liner Requirements**

<u>Site-Specific Factors</u>	<u>Ranking</u>	<u>Site Ranking</u>
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75	15	
<25 or recharge area	20	<u>20</u>
Distance to Surf. Water (feet)		
>1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	
< 100	20	<u>15</u>
Distance to Nearest Municipal Well (feet)		
>5280	0	
1320 to 5280	5	
500 to 1320	10	
<500	20	<u>0</u>
Distance to Other Wells (feet)		
>1320	0	
300 to 1320	10	
<300	20	<u>10</u>
Native Soil Type		
Low permeability	0	
Mod. permeability	10	
High permeability	20	<u>10</u>
Fluid Type		
Air/mist	0	
Fresh Water	5	
TDS >5000 and <10000	10	
TDS >10000 or Oil Base Mud Fluid	15	
containing significant levels of hazardous constituents	20	<u>5</u>
Drill Cuttings		
Normal Rock	0	
Salt or detrimental	10	<u>0</u>
Annual Precipitation (inches)		
<10	0	
10 to 20	5	
>20	10	<u>0</u>
Affected Populations		
<10	0	
10 to 30	6	
30 to 50	8	
>50	10	<u>0</u>
Presence of Nearby Utility Conduits		
Not Present	0	
Unknown	10	
Present	15	<u>0</u>

Final Score 60 (Level I Sensitivity)

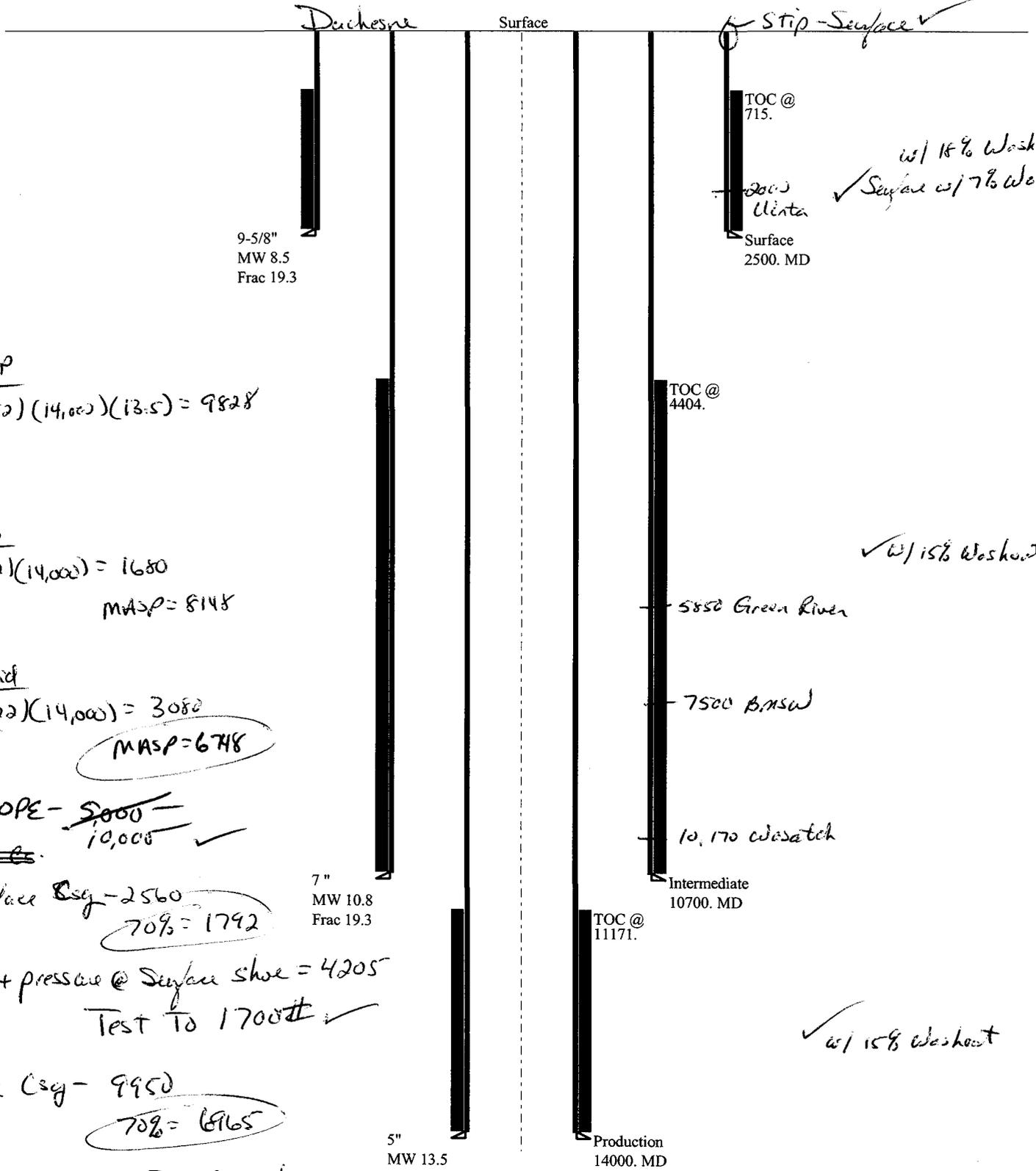
Sensitivity Level I = 20 or more; total containment is required.
Sensitivity Level II = 15-19; lining is discretionary.
Sensitivity Level III = below 15; no specific lining is required.





10-05 Elk Roosevelt Unit 3-19

Casing Schematic



✓ w/ 15% Washout
✓ Surface w/ 7% Washout

✓ w/ 15% Washout

✓ w/ 15% Washout

BHP
 $(.052)(14,000)(13.5) = 9828$

G₆₀
 $(.12)(14,000) = 1680$
 MASP = 8148

Fluid
 $(.22)(14,000) = 3080$
 MASP = 6748

BOPE - ~~5000~~
 $\frac{5000}{10,000}$ ✓

Surface Csg - 2560
 $70\% = 1792$

Max pressure @ Surface shoe = 4205
 Test to 1700# ✓

Int Csg - 9950
 $70\% = 6965$

Max pressure Int Csg shoe = 9102
 Test to 6900# ✓

✓ adequate DCS
 10/19/05

Well name:	10-05 Elk Roosevelt Unit 3-19		
Operator:	Elk Resources Inc	Project ID:	43-047-36304
String type:	Surface		
Location:	Uintah County		

Design parameters:

Collapse
Mud weight: 8.500 ppg
Design is based on evacuated pipe.

Burst
Max anticipated surface pressure: 2,200 psi
Internal gradient: 0.120 psi/ft
Calculated BHP: 2,500 psi

No backup mud specified.

Minimum design factors:

Collapse:
Design factor: 1.125

Burst:
Design factor: 1.00

Tension:
8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on buoyed weight.
Neutral point: 2,185 ft

Environment:

H2S considered? No
Surface temperature: 75 °F
Bottom hole temperature: 110 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 350 ft

Cement top: 715 ft

Completion type is subs
Non-directional string.

Re subsequent strings:
Next setting depth: 10,700 ft
Next mud weight: 10.800 ppg
Next setting BHP: 6,003 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 2,500 ft
Injection pressure: 2,500 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	2500	9.625	36.00	H-40	ST&C	2500	2500	8.765	178

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	1104	1720	1.558	2500	2560	1.02	79	294	3.74 J

Prepared by: Dustin Doucet
Utah Div. of Oil & Mining

Phone: 801-538-5280
FAX: 801-359-3940

Date: October 7, 2005
Salt Lake City, Utah

Remarks:
Collapse is based on a vertical depth of 2500 ft, a mud weight of 8.5 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Well name:	10-05 Elk Roosevelt Unit 3-19		
Operator:	Elk Resources Inc	Project ID:	43-047-36304
String type:	Intermediate		
Location:	Uintah County		

Design parameters:

Collapse

Mud weight: 10.800 ppg
 Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 8,138 psi
 Internal gradient: 0.120 psi/ft
 Calculated BHP: 9,422 psi

 No backup mud specified.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Buttress: 1.60 (J)
 Premium: 1.50 (J)
 Body yield: 1.50 (B)

Tension is based on buoyed weight.
 Neutral point: 8,957 ft

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 225 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 1,500 ft

Cement top: 4,404 ft

Completion type is subs
 Non-directional string.

Re subsequent strings:

Next setting depth: 14,000 ft
 Next mud weight: 13.500 ppg
 Next setting BHP: 9,818 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 10,700 ft
 Injection pressure: 10,700 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	10700	7	26.00	HCP-110	LT&C	10700	10700	6.151	560.9
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	6003	7800	1.299	9422	9950	1.06	233	693	2.98 J

Prepared by: Dustin Doucet
 Utah Div. of Oil & Mining

Phone: 801-538-5280
 FAX: 801-359-3940

Date: October 7, 2005
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 10700 ft, a mud weight of 10.8 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Well name:	10-05 Elk Roosevelt Unit 3-19		
Operator:	Elk Resources Inc	Project ID:	43-047-36304
String type:	Production		
Location:	Uintah County		

Design parameters:

Collapse
Mud weight: 13.500 ppg
Design is based on evacuated pipe.

Minimum design factors:

Collapse:
Design factor 1.125

Environment:

H2S considered? No
Surface temperature: 75 °F
Bottom hole temperature: 271 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,500 ft

Burst:
Design factor 1.00

Cement top: 11,171 ft

Burst

Max anticipated surface pressure: 3,801 psi
Internal gradient: 0.430 psi/ft
Calculated BHP 9,818 psi

No backup mud specified.

Tension:
8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Completion type is subs
Non-directional string.

Tension is based on buoyed weight.
Neutral point: 11,123 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	14000	5	18.00	HCP-110	LT&C	14000	14000	4.151	512.8
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	9818	13470	1.372	9818	13940	1.42	200	495	2.47 J

Prepared by: Dustin Doucet
Utah Div. of Oil & Mining

Phone: 801-538-5280
FAX: 801-359-3940

Date: October 7, 2005
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 14000 ft, a mud weight of 13.5 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

IN REPLY REFER TO:
3160
(UT-922)

September 23, 2005

Memorandum

To: Assistant District Manager Minerals, Vernal District
From: Michael Coulthard, Petroleum Engineer
Subject: 2005 Plan of Development Roosevelt Unit, Duchesne
County, Utah.

Pursuant to email between Diana Whitney, Division of Oil, Gas and Mining, and Mickey Coulthard, Utah State Office, Bureau of Land Management, the following wells are planned for calendar year 2005 within Roosevelt Unit, Duchesne County, Utah by Elk Resources Inc.

API#	WELL NAME	LOCATION
	(Proposed PZ Wasatch)	
43-047-36304	Roosevelt Unit 3-19 Sec 19 T01S R01E 0759 FNL 2440 FEL	

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

/s/ Michael L. Coulthard

bcc: File – Roosevelt Unit
Division of Oil Gas and Mining
Central Files
Agr. Sec. Chron
Fluid Chron

MCoulthard:mc:9-23-05

From: Clinton Dworshak
To: kkuhn@elkresources.net
Date: 10/4/2005 2:09:41 PM
Subject: RU 3-19

Karin,

A few more items for the permit.

1. The drilling plan has no cement yield for the 9-5/8" casing.
2. The intermediate 7" HCL-80 26# casing fails on my program.
The burst capacity is 7240# - the program calculates a burst load of 9422#.
3. The production 5" N&P 18# casing is not in my program.
Do you have some parameters for the casing - burst strength and collapse strength so I can use a compatible casing.

Thank you,
Clint

DRILLING PLAN

Elk Production Company LLC
 Roosevelt Unit 3-19
 NW/NE of Section 19, T-1-S, R-1-E
 Uintah County, Utah

1,2,3 **Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals**

<u>Formation</u>	<u>Depth</u>
Uinta	2000'
Green River	5850'*
Lower Green River	8930'*
Wasatch	10,170'*
Lower Wasatch	12,030'*

PROSPECTIVE PAY* oil and gas

4 Casing Program

<u>HOLE</u> <u>SIZE</u>	<u>SETTING DEPTH</u>		<u>SIZE</u>	<u>WEIGHT</u>	<u>GRADE</u>	<u>THREAD</u>	<u>COND.</u>
	<u>from</u>	<u>to</u>					
17-1/2	surface	100'	13-3/8"	48#	H-40	ST&C	Used
12-3/4"	surface	2500'	9-5/8"	36#	H-40	ST&C	New
8-3/4"	surface	10,700'	7"	26#	HCL-80	LT&C	New
6-1/8"	10,400'	14,000'	5"	18#	N & P	Flush Jt.	New

5 Cementing Program

13-3/8' Conductor 250 sx class "G" with 2% CaCl and 1/4 lb/sx celloflake

9-5/8" Surface Lead: 620 sx light wt. with 1% CaCl and 1/4 lb/sx celloflake mixed 12.8 lb/gal. (75% excess on lead)
 Tail : 165 sx Type V with 2% CaCl and 1/4 lb/sx celloflake mixed 15.6 lb/gal. (15% excess on tail)

7" Intermediate First stage: 445 sx 50/50 Poz containing 2% gel, .2% fluid loss (Halad-322), .1% retarder (HR-5), 5% salt bwow, .2% suspension agent (WG-17), 3% silicate, .25 lb/sx celloflake, 1 lb/sx granulite. Mixed 13.4 ppg, yield 1.56 ft³/sx.

(DV Tool at 6850) Second stage lead: 195 sx Premium cement containing 16 % gel, .75% econolite, 7-1/2 #/sx gilsonite, 1/4 #/sx celloflake, 3 % salt bwoc, .8% retarder (HR-7). Mixed 11.0 ppg, yield 3.81 ft³/sx.

Second stage tail: 145sx 50/50 Poz Premium AG containing 2 % gel, .6 %

RECEIVED

OCT 04 2005

Elk Production Company LLC
 Drilling Program
 Roosevelt Unit #3-19
 Uintah County, Utah
 Page 2

fluid loss control (Halad (R)-322, 1 #/sx granulite, 5 % salt bwow, ¼ 3/sx celloflake. Mixed at 14.35 ppg, yield 1.22 ft³/sx.

5" Prod.Liner. 245 sx Premium AG containing .5% dispersant (CFR-3), .5 % fluid loss control (Halad (R)-322), .3% retarder (HR-12), 35% heavy weight additive (SSA-1). Cement to be mixed at 15.9 ppg, yield 1.55 ft³/sx). Based on 15% excess.

6 Mud Program

<u>INTERVAL</u>	<u>WEIGHT</u>	<u>VISCOSITY</u>	<u>FLUID LOSS</u>	<u>REMARKS</u>
Surf. - 100'	N/A	Drilled with surface hole rig.		
100' - 2500'	8.8	32	NC	Spud Mud
2500 - 8000'	8.5	28	NC	Fresh Water
8000 - 10,700'	9.5	36	20	"EZ Mud"
10,700- 12,400'	10.8	42	10-20	"EZ Mud"
12,400- 14,000'	13.5	42	<10	Dispersed

Mud weight increases to be dictated by hole conditions.

7 BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
Surf. - 2500'	No pressure control required
2500' - TD	11" 5000# Ram Type double BOP 11" 5000# Annular

Drilling spool to accommodate choke and kill lines.

ANCILLARY EQUIPMENT AND CHOKE MANIFOLD RATED AT 5000#
 ALL BOP AND BOPE TESTS WILL BE IN ACCORDANCE WITH THE REQUIREMENTS
 OF ONSHORE ORDER NO. 2

THE STATE OF UTAH DIVISION OF OIL, GAS AND MINING
 WILL BE NOTIFIED 24 HOURS IN ADVANCE OF ALL BOP PRESSURE TESTS.

8 Auxiliary equipment

- a) Upper and Lower Kelly cock will be installed while drilling
- b) Floor stabbing valve 5000#
- c) Safety valve(s) and subs to fit all string connections in use

9 Testing, Logging and Core Programs

Cores	None anticipated
Testing	None anticipated
Sampling	30' samples; surface casing to 7500'. 10' samples thereafter to TD.
Surveys	Run every 1000' and on trips

Elk Production Company LLC
Drilling Program
Roosevelt Unit #3-19
Uintah County, Utah
Page 3

Logging Resistivity, neutron density, gamma ray, and caliper from TD to surface casing

10 Anticipated Abnormal Pressures or Temperatures

Abnormal pressures increasing to +/-13.5 ppg are anticipated while drilling the Lower Wasatch below 12,030'.

11 Drilling Schedule

Spud Approximately April 1, 2005
Duration 60 days drilling time
 30 days completion time

HAZARDOUS MATERIAL DECLARATION

Roosevelt Unit #3-19

Elk Production Company, LLC guarantees that during the drilling and completion of the above referenced well, we will not use, produce, or store, transport or dispose 10,000# annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Super Amendments and Reauthorization Act (SARA) of 1986.

Elk Production Company, LLC guarantees that during the drilling and completion of the above referenced well, we will use, produce, store, transport, or dispose less than the threshold planning quantity (TPQ) of any extremely hazardous substances as defined in 40 CFR 355.

From: "Karin Kuhn" <kkuhn@elkresources.net>
To: "Clinton Dworshak" <clintondworshak@utah.gov>
Date: 10/14/2005 2:42:32 PM
Subject: RE: RU 3-19 - APD

Clint:
Tom Young said he would use a 10,000# BOP for this well.
Karin Kuhn

-----Original Message-----

From: Clinton Dworshak [mailto:clintondworshak@utah.gov]
Sent: Wednesday, October 12, 2005 1:32 PM
To: Karin Kuhn
Subject: Re: RU 3-19 - APD

Karin,

What you sent was fine.

However, I calculate a BHP of 9,828# and a MASP of 6748# for the well.
The proposed 5,000# BOP appears undersized for the well.
Would your engineer consider a 10,000# BOP?

Clint

>>> "Karin Kuhn" <kkuhn@elkresources.net> 10/11/2005 5:52 PM >>>
Clint:

Just following up to make sure that you received my email a few days ago
regarding changes/missing information to the drilling plan for the
Roosevelt Unit #3-19 APD. I am resending the attachment just in case.

Karin Kuhn

Engineering Technician

Elk Resources, Inc.

Alamo Plaza Building

1401 17th Street, Suite 700

Denver, CO 80202

(303) 339-1919

(303) 339-1917 - Fax

kkuhn@elkresources.net

The information contained in this email message is confidential
information intended only for the use of the individual or entity named

From: "Karin Kuhn" <kkuhn@elkresources.net>
To: "Clinton Dworshak" <clintondworshak@utah.gov>
Date: 10/14/2005 2:53:29 PM
Subject: RE: RU 3-19 - APD

Clint:
It is on its way.
Karin

-----Original Message-----

From: Clinton Dworshak [mailto:clintondworshak@utah.gov]
Sent: Friday, October 14, 2005 2:51 PM
To: Karin Kuhn
Subject: RE: RU 3-19 - APD

Karin,

Our rules require a BOP schematic.
Please send ASAP so I can process the permit.

Thank you,
Clint

>>> "Karin Kuhn" <kkuhn@elkresources.net> 10/14/2005 2:42 PM >>>
Clint:
Tom Young said he would use a 10,000# BOP for this well.
Karin Kuhn

-----Original Message-----

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Clint:

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regarding changes/missing information to the drilling plan for the
Roosevelt Unit #3-19 APD. I am resending the attachment just in case.

Karin Kuhn

Engineering Technician

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OCT 17 2005
DIV. OF OIL, GAS & MINING



October 14, 2005

Clint Dworshak
Division of Oil, Gas, & Mining
PO Box 145801
Salt Lake City, UT 84114-5801

**RE: BOP Schematic
Roosevelt Unit #3-19 - APD
4304736304**

Dear Mr. Dworshak:

Attached are copies of a 10,000# BOP schematic for the subject APD.

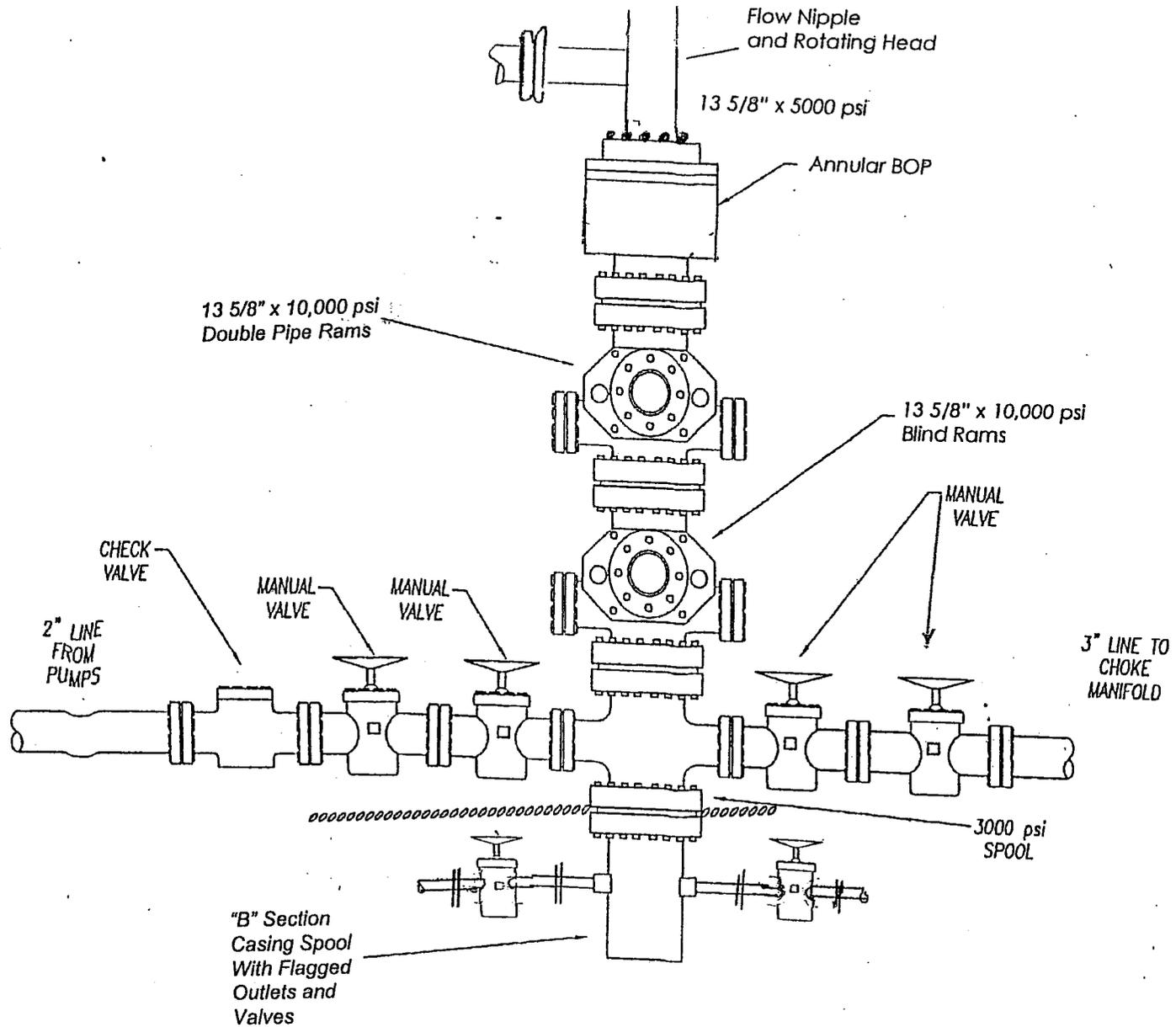
If you require additional information, please feel free to contact me at (303) 339-1919.

Sincerely,



Karin Kuhn
Engineering Technician

BOP Equipment





State of Utah

**Department of
Natural Resources**

MICHAEL R. STYLER
Executive Director

**Division of
Oil, Gas & Mining**

JOHN R. BAZA
Division Director

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

October 18, 2005

Elk Production, LLC
1401 17th St., #700
Denver, CO 80202

Re: Roosevelt Unit 3-19 Well, 759' FNL, 2440' FEL, NW NE, Sec. 19, T. 1 South,
R. 1 East, Uintah County, Utah

Gentlemen:

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

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

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-36304.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

cc: Uintah County Assessor

Operator: Elk Production, LLC
Well Name & Number Roosevelt Unit 3-19
API Number: 43-047-36304
Lease: Fee

Location: NW NE Sec. 19 T. 1 South R. 1 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

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- 24 hours prior to cementing or testing casing
- 24 hours prior to testing blowout prevention equipment
- 24 hours prior to spudding the well
- within 24 hours of any emergency changes made to the approved drilling program
- prior to commencing operations to plug and abandon the well

The following are Division of Oil, Gas and Mining contacts and their work telephone numbers (please leave a voice mail message if the person is not available to take the call):

- Dan Jarvis at (801) 538-5338
- Carol Daniels at (801) 538-5284 (spud)

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. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

5. Surface casing shall be cemented to the surface.



United States Department of the Interior

BUREAU OF INDIAN AFFAIRS

Utah and Ouray Agency
P.O. Box 130, 988 South 7500 East
Fort Duchesne, Utah 84026-0130
(435) 722-4300

43047 36304
TIS RIE Sec 19

IN REPLY REFER TO:
MS - 410 Real Estate Services
Minerals & Mining Section

October 3, 2005

Elk Production L.L.C.
Richard P. Crist, Executive Vice President
1401 17th Street, Suite 700
Denver, CO 80202

Dear Mr. Crist;

Enclosed is the indenture, with Bureau of Indian Affairs approval for Elk Production L.L.C. as the Roosevelt Unit Operator.

My staff is continuing to process your Surface Use Agreement with the Ute Indian Tribe, lease modification for lease 14-20-H62-4692, and the Roosevelt Unit lease assignments.

Sincerely,

Chester D. Mills
Superintendent

Enclosure: Indenture

cc: ✓ Utah Division of Oil, Gas, and Mining
Bureau of Land Management, Utah State Office
Bureau of Land Management, Vernal Field Office
Branch and Chrono Files

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DIV. OF OIL, GAS & MINING

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: ELK PRODUCTION LLC

Well Name: ROOSEVELT U 3-19

Api No: 43-047-36304 Lease Type: FEE

Section 19 Township 01S Range 01E County UINTAH

Drilling Contractor BILL MARTIN'S RIG # RATHOLE

SPUDDED:

Date 12/22/05

Time 10:00 AM

How DRY

Drilling will Commence: _____

Reported by DAVE HACKFORD

Telephone # 1-435-722-7589

Date 12/22/2005 Signed CHD

ENTITY ACTION FORM

Operator: Elk Production LLC
Address: 1401 17th Street, Suite 700
city Denver
state CO zip 80202

Operator Account Number: N 2650
Phone Number: (303) 296-4505

Well 1

API Number	Well Name	QQ	Sec	Twp	Rng	County
4304736304	Roosevelt Unit 3-19	NWNE	19	1S	1E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
A	99999	12560	12/23/2005		12/28/05	
Comments: <u>Set conductor @ 65'. WO rotary tools.</u> <u>WSTC</u>						CONFIDENTIAL K

Well 2

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

Well 3

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

ACTION CODES:

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

Karin Kuhn
Name (Please Print)
Karin Kuhn
Signature
Engineering Technician
Title
12/27/2005
Date

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DEC 27 2005

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N.A.
		7. UNIT or CA AGREEMENT NAME: Roosevelt Unit- #892000886A
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: Roosevelt Unit 3-19	
2. NAME OF OPERATOR: Elk Production LLC		9. API NUMBER: 4304736304
3. ADDRESS OF OPERATOR: 1401 17th. St., Suite 700 CITY Denver STATE CO ZIP 80202	PHONE NUMBER: (303) 296-4505	10. FIELD AND POOL, OR WILDCAT: Bluebell/Wasatch
4. LOCATION OF WELL FOOTAGES AT SURFACE: 759' FNL, 2440' FEL		COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 T1S R1E		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 	<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 checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 12/23/2005	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY 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 FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Spud Well
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The subject well was spud on 12/23/2005. Pete Martin Drilling moved in and rigged up. A 32" hole was drilled to 65' and 20" conductor pipe was set @ 65'. The conductor pipe was cemented in place with 375 sx Class "G" w/ 2% CaCl2 & 1/4#/sk Floseal @ 15.8 ppg, 1.17 yield, 75 bbls slurry. Mouse and rat holes were drilled. Currently waiting on rotary tools.

NAME (PLEASE PRINT) Karin Kuhn	TITLE Engineering Technician
SIGNATURE	DATE 12/27/2005

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DEC 29 2005

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N.A.
		7. UNIT or CA AGREEMENT NAME: Roosevelt Unit- #892000886A
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>CONFIDENTIAL</u>	8. WELL NAME and NUMBER: Roosevelt Unit 3-19	
2. NAME OF OPERATOR: Elk Production LLC	9. API NUMBER: 4304736304	
3. ADDRESS OF OPERATOR: 1401 17th. St., Suite 700 CITY Denver STATE CO ZIP 80202	PHONE NUMBER: (303) 296-4505	10. FIELD AND POOL, OR WILDCAT: Bluebell/Wasatch
4. LOCATION OF WELL FOOTAGES AT SURFACE: 759' FNL, 2440' FEL		COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 T1S R1E		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>4/14/2006</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Use 5000# Annular</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

Elk requests permission to use a 5000# annular on top of a 10,000# BOP stack (11" 10M) for the subject well. Elk will test annular to 5000#.

CONFIDENTIAL OFFICER
 DATE: 04-25-06
 BY: CHD

NAME (PLEASE PRINT) Karin Kuhn TITLE Engineering Technician
 SIGNATURE *Karin Kuhn* DATE 4/13/2006

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APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING
 DATE: 4/20/06
 BY: *[Signature]*
(See instructions on Reverse Side)

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N.A.
		7. UNIT or CA AGREEMENT NAME: Roosevelt Unit- #892000886A
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: Roosevelt Unit 3-19	
2. NAME OF OPERATOR: Elk Production LLC	9. API NUMBER: 4304736304	
3. ADDRESS OF OPERATOR: 1401 17th. St., Suite 700 CITY Denver STATE CO ZIP 80202	PHONE NUMBER: (303) 296-4505	10. FIELD AND POOL OR WILDCAT: Bluebell/Wasatch
4. LOCATION OF WELL FOOTAGES AT SURFACE: 759' FNL, 2440' FEL		COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 T1S R1E		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<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"/> TEMPORARILY 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 FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 4/20/2006	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Operations Update</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The subject well was rotary spudded on 4/20/06 w/ Frontier Rig #2. The well was drilled to 2527' and set 9 5/8", 36#, J55, ST&C surface casing @ 2520'. The 9 5/8" surface csg was cmt'd, lead w/ 620 sx Premium HCL, mixed @ 12.8 ppg, yield 1.8 w/ .25 PPS flocele & 1% CaCl2, 198.75 bbls slurry. Tail w/ 165 sx Premium V, mixed @ 15.6 ppg, yield 1.2 w/ .25 PPS flocele & 2% CaCl2, drop plug & displace w/ 190 bbls fresh wtr. Bumped plug, float held. Circ cmt to surface. WOC. PU 100' of 1" line pipe & 1" w/ 50 sx Premium V w/ 2% CaCl2 15.8 ppg, yield 1.16, 10 bbls slurry. WOC. Cut off conductor pipe, weld on & tst wellhead. Tst BOPE, tst pipes, blinds, chk line, kill line, floor vlvs, chk manifold & super chk to 5K, pipe rams. Tst annular to 250# low and 2500# high. Tstd csg to 1000# for 30 min. Prepare to drill ahead.

cc: BLM

NAME (PLEASE PRINT) <u>Karin Kuhn</u>	TITLE <u>Engineering Technician</u>
SIGNATURE	DATE <u>4/25/2006</u>

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <input type="checkbox"/>		8. LEASE DESIGNATION AND SERIAL NUMBER: Fee
2. NAME OF OPERATOR: Elk Production LLC		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N.A.
3. ADDRESS OF OPERATOR: 1401 17th. St., Suite 700 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME: Roosevelt Unit- #892000886A
4. LOCATION OF WELL FOOTAGES AT SURFACE: 759' FNL, 2440' FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 T1S R1E		8. WELL NAME and NUMBER: Roosevelt Unit 3-19
PHONE NUMBER: (303) 296-4505		9. API NUMBER: 4304736304
COUNTY: Uintah		10. FIELD AND POOL, OR WILDCAT: Bluebell/Wasatch
STATE: UTAH		

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>5/10/2006</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<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"/> TEMPORARILY 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 FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Use 5000# BOP Stack
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

Per verbal approval from Dustin Doucet, Elk plans to use an 11", 5000# BOP stack on the subject well.

Based on drilling information from our offset well, the Roosevelt Unit #5-19, Elk was able to drill to TD with 11 ppg mud on the RU 5-19 well without any problems (11 x 0.052 x 14,000' = 8000 psi less 3000 psi fluid expansion = 5000 psi). In addition, a recent recompletion of the RU 5-19 in the Wasatch resulted in an ISIP of less than 5000 psi.

Elk anticipates nipping up the 5000# BOP on May 10, 2006.

COPY SENT TO OPERATOR
Date: 5-10-06
Initials: CKD

NAME (PLEASE PRINT) <u>Karin Kuhn</u>	TITLE <u>Engineering Technician</u>
SIGNATURE 	DATE <u>5/8/2006</u>

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APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING
DATE: 5/8/06 (See Instructions on Reverse Side)
BY: D. A. Kuhn

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MAY 08 2006

DIV. OF OIL, GAS & MINING



FACSIMILE COVER SHEET

TO: *DOBm*
Dustin Doucet

FAX:

FROM

Karin Kubw

RE:

TOTAL NO. OF PAGES
(INCLUDING COVER)

2

Ru 3-19 Pop Change

CONFIDENTIAL

Confidentiality Note: The documents accompanying this facsimile transmission contain information from Elk Resources, Inc., which is confidential or privileged. The information is intended to be for the use of the individual or entity named on this transmission sheet. If you are not the intended recipient, be aware that disclosure, copying, distribution, or use of the contents of this facsimile information is prohibited. If you have received this facsimile in error, please notify us by telephone at 303/296-4505 immediately so that we can arrange for the retrieval of the original documents at no cost to you. Thank you.

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DIVISION OF OIL, GAS AND MINING

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FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N.A.
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: Roosevelt Unit- #892000886A
		8. WELL NAME and NUMBER: Roosevelt Unit 3-19
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	9. API NUMBER: 4304736304	
2. NAME OF OPERATOR: Elk Production LLC	10. FIELD AND POOL, OR WILDCAT: Bluebell/Wasatch	
3. ADDRESS OF OPERATOR: 1401 17th. St., Suite 700 CITY Denver STATE CO ZIP 80202	PHONE NUMBER: (303) 296-4505	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 759' FNL, 2440' FEL		COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 T1S R1E		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>5/10/2006</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
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	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
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	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Use 5000# BOP Stack</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

Per verbal approval from Dustin Doucet, Elk plans to use an 11", 5000# BOP stack on the subject well.

Based on drilling information from our offset well, the Roosevelt Unit #5-19, Elk was able to drill to TD with 11 ppg mud on the RU 5-19 well without any problems (11 x 0.052 x 14,000' = 8000 psi less 3000 psi fluid expansion = 5000 psi). In addition, a recent recompletion of the RU 5-19 in the Wasatch resulted in an ISIP of less than 5000 psi.

Elk anticipates nipping up the 5000# BOP on May 10, 2006.

NAME (PLEASE PRINT) <u>Karin Kuhn</u>	TITLE <u>Engineering Technician</u>
SIGNATURE 	DATE <u>5/8/2006</u>

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Fax Copy Approved 5/8/06

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

FORM 9

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3. ADDRESS OF OPERATOR: 1401 17th. St., Suite 700 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (303) 296-4505		
4. LOCATION OF WELL FOOTAGES AT SURFACE: 759' FNL, 2440' FEL COUNTY: Uintah QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 T1S R1E STATE: UTAH		

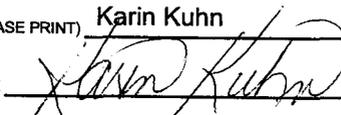
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<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 5/29/2006	<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"/> TEMPORARILY 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 FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Drig Operations Update</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

After setting surf csg, drld out cmt. Began drig 8 3/4" hole to f/ 2527' to 10561'. Ran BHP w/ GR log. Set 7", 26#, P-110, LT&C @ 10561'. Cmt 7" csg w/ 495 sx 50/50 Poz w/ 2% gel, .2% Halad-322, .1% HR-5, 5% salt (BWOW), .2% FWCA, 3% silicate, .25#/sk flocele, 1#/sk granulite. Land plug. Opn DV tool, pmp 570 sx Hifill w/ 16% gel, .75% econolite, 7.5#/sk gilsonite, 25#/sk flocele, 3% salt (BWOC), .8% HR-7, followed w/ 275 sx 50/50 Poz w/ 2% gel, .6% Halad-322, 1#/sk granulite, 5% salt, .25#/sk flocele. WOC. Tst BOPs. Tag @ 6841' DV tool. Drl cmt DV tool. Drl cmt f/ 10458' to 10561'. Drl 6 1/8" hole f/ 10561' to 14016' (TD). Reached TD on 5/25/2006. Ran logs (HDIL/GR/Cal, ZDL/CN/GR/Cal, XMAC). Set 5", 18#, HydriLiner @ 13980'. Cmt 5" liner w/ 480 sx 50/50 Poz G w/ 2% gel, .3% CFR-3, .15% HR-12, 20% SSA-1, .4% Halad-344, yield 1.41, 14.35 ppg, 120.53 bbls slurry. WOC. Top of liner @ 10205.57', PBD @ 13953.45'. Currently waiting on completion rig. Anticipate completion rig to move in on 06/13/06.

cc: BLM

NAME (PLEASE PRINT) <u>Karin Kuhn</u>	TITLE <u>Engineering Technician</u>
SIGNATURE 	DATE <u>6/12/2006</u>

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
2. NAME OF OPERATOR: Elk Production LLC		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N.A.
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4. LOCATION OF WELL FOOTAGES AT SURFACE: 759' FNL, 2440' FEL		8. WELL NAME and NUMBER: Roosevelt Unit 3-19
PHONE NUMBER: (303) 296-4505		9. API NUMBER: 4304736304
10. FIELD AND POOL, OR WILDCAT: Bluebell/Wasatch		11. COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 T1S R1E		STATE: UTAH

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TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 7/11/2006	<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"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
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	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Operations Update - Completion</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

On 6/13/06, Leed Rig 677 was moved in & rigged up to begin completion operations on the subject well. Run CBL & Temp log; found collar leak @ 12,310'. Set CIBP @ 13,886'. Perf 4 holes below collar leak @ 12,340'. Could not pump thru perfs. Mill liner hanger. Set 5" liner pack-off assembly @ 10,222' in liner top. GIH w/ pkr & RBP. Set 4" RBP in liner @ 10,277'. Pressure test csg to 5000#; 5" liner, liner top, & 7" csg held good. Perf f/ 13,816'-13,469' selective w/ 3 1/8" perf gun, 3 SPF, 23 gr charge, 120 deg phasing, 36 holes total. Frac down csg w/ 831 gal 7 1/2% HCL followed by 17,764 gals 30# X-link gelled wtr, followed by 90,000# 30/50 white sand in 30,682 gal 30# X-linked gel set 1 to 5 ppg. Flush w/ 766 gal 7 1/2% HCL & 18,141 gal 10# slick water. Avg rage 19 BPM @ 6750 psi, ISIP 5680#. Set frac plug @ 13,375' & perf 13,342' to 12,946' w/ guns as above. Frac w/ 13,090 gal 30# X-link gel followed by 62,686# 30/50 white sand in 21,273 gal 30# X-link gel @ 1 to 5 ppg. Flush w/ 707 gal 7 1/2% HCL & 17,700 gal 10# slick water. Avg rate 26.2 BPM @ 6250 psi, ISIP 6231#. Set frac plug @ 12,750' & perf 12,263'-12,698' w/ guns as above. Frac w/ 10,004 gal 30# X-link followed by 50,912# 20/40 white sand in 18,027 gal 30# X-link @ 1 to 5 ppg. Flush w/ 744 gal 7 1/2% HCL & 18,000 gal 10# slick water. Avg rate 30.2 BPM @ 6200 psi, ISIP 6209#. Set frac plug @ 11,760' & perf 11,738' to 11,301' w/ guns as above. Frac w/ 19,282 gal 30# X-link gel followed by 95,919# 20/40 white sand in 32,106 gal 30# X-link gel. Flush w/ 17,349 gal 10# slick water. Avg rate 40.1 BPM @ 4860 psi, ISIP 4623#. Drill out plugs & clean out to PBSD. Put well on pump July 11, 2006.

cc: BLM

NAME (PLEASE PRINT) <u>Karin Kuhn</u>	TITLE <u>Engineering Technician</u>
SIGNATURE 	DATE <u>7/13/2006</u>

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

AMENDED REPORT []
(highlight changes)

FORM 8

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. TYPE OF WELL: OIL WELL [X] GAS WELL [] DRY [] OTHER []
b. TYPE OF WORK: NEW WELL [X] HORIZ. LATS. [] DEEP-EN [] RE-ENTRY [] DIFF. RESVR. [] OTHER []
2. NAME OF OPERATOR: Elk Production LLC
3. ADDRESS OF OPERATOR: 1401 17th. St., #700 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (303) 296-4505
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 759' FNL, 2440' FEL AT TOP PRODUCING INTERVAL REPORTED BELOW: 759' FNL, 2440' FEL AT TOTAL DEPTH: 759' FNL, 2440' FEL
5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: NA
7. UNIT or CA AGREEMENT NAME: Roosevelt Unit #892000886A
8. WELL NAME and NUMBER: Roosevelt Unit 3-19
9. API NUMBER: 4304736304
10. FIELD AND POOL, OR WLDCAT: Bluebell/Wasatch
11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 1S 1E
12. COUNTY: Uintah 13. STATE: UTAH

14. DATE SPUDDED: 12/23/2005 15. DATE T.D. REACHED: 5/25/2006 16. DATE COMPLETED: 7/11/2006 ABANDONED [] READY TO PRODUCE [X] 17. ELEVATIONS (DF, RKB, RT, GL): 5492' GR
18. TOTAL DEPTH: MD 14,016 TVD 19. PLUG BACK T.D.: MD 13,866 TVD 20. IF MULTIPLE COMPLETIONS, HOW MANY? * 1 21. DEPTH BRIDGE MD PLUG SET: TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each) CBL TEMP, HDIL/GR/CAL, BHP, XMAC, ZDI/CN/GR/CAL, BHP, Multipole Array Acoustilog, Azimuthal Anisotropy, HRT
23. WAS WELL CORED? NO [X] YES [] (Submit analysis) WAS DST RUN? NO [X] YES [] (Submit report) DIRECTIONAL SURVEY? NO [X] YES [] (Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)
Table with columns: HOLE SIZE, SIZE/GRADE, WEIGHT (#/ft.), TOP (MD), BOTTOM (MD), STAGE CEMENTER DEPTH, CEMENT TYPE & NO. OF SACKS, SLURRY VOLUME (BBL), CEMENT TOP **, AMOUNT PULLED

25. TUBING RECORD
Table with columns: SIZE, DEPTH SET (MD), PACKER SET (MD), SIZE, DEPTH SET (MD), PACKER SET (MD), SIZE, DEPTH SET (MD), PACKER SET (MD)

26. PRODUCING INTERVALS
Table with columns: FORMATION NAME, TOP (MD), BOTTOM (MD), TOP (TVD), BOTTOM (TVD), INTERVAL (Top/Bot - MD), SIZE, NO. HOLES, PERFORATION STATUS
27. PERFORATION RECORD
Table with columns: INTERVAL (Top/Bot - MD), SIZE, NO. HOLES, PERFORATION STATUS

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.
Table with columns: DEPTH INTERVAL, AMOUNT AND TYPE OF MATERIAL

29. ENCLOSED ATTACHMENTS: [] ELECTRICAL/MECHANICAL LOGS [] GEOLOGIC REPORT [] DST REPORT [] DIRECTIONAL SURVEY [] SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION [] CORE ANALYSIS [X] OTHER: ADD'L INFO
30. WELL STATUS: Producing

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 7/11/2006		TEST DATE: 7/16/2006		HOURS TESTED: 24		TEST PRODUCTION RATES: →		OIL - BBL: 57	GAS - MCF: 70	WATER - BBL: 32	PROD. METHOD: Pump
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL: 57	GAS - MCF: 70	WATER - BBL: 32	INTERVAL STATUS: A	

INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →		OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	INTERVAL STATUS:	

INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →		OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	INTERVAL STATUS:	

INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →		OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	INTERVAL STATUS:	

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

Sold

33. SUMMARY OF POROUS ZONES (Include Aquifers):

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

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				Uinta	2.969
				Green River	5.903
				Wasatch	10.213

35. ADDITIONAL REMARKS (Include plugging procedure)

See attached showing detailed perf record and casing and liner/cmt'g record

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

NAME (PLEASE PRINT) Karin Kuhn TITLE Engineering Technician
 SIGNATURE *Karin Kuhn* DATE 7/24/2006

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top - Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
 1594 West North Temple, Suite 1210
 Box 145801
 Salt Lake City, Utah 84114-5801

Phone: 801-538-5340
 Fax: 801-359-3940

RECEIVED
 JUL 28 2006

Roosevelt Unit 3-19
 4304736304
 NWNE 19-1S-1E
 Attachment to Well Completion Report

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT(/#ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP***	AMOUNT PULLED
32"	20"		0	50		G - 375 sx	75	Surf-CIR	0
12 1/4"	9 5/8" - J55	36#	0	2520		HCL - 620 sx		Surf-CIR	0
						V - 165 sx			0
						V - 60 sx	246.42		0
8 3/4"	7" - P110	26#	0	10559		Poz - 495 sx		Surf-CIR	0
						HiFill - 570 sx			0
						Poz - 275 sx	692		0
6 1/8"	5" - P110	18#	10205.57'	13979		Poz G - 480 sx	120.54	5400' - CBL	0

27/28. Perforation/Acid Frac Record - Detailed

Perf Depth	No. Holes						
13816	3	13342	3	12698	3	11738	3
13815	3	13324	3	12697	3	11714	3
13794	3	13283	3	12564	3	11712	3
13793	3	13281	3	12530	3	11628	3
13727	3	13280	3	12529	3	11627	3
13718	3	13237	3	12424	3	11626	3
13706	3	13162	3	12349	3	11625	3
13704	3	13161	3	12265	3	11624	3
13626	3	13099	3	12264	3	11528	3
13595	3	13065	3	12263	3	11526	3
13470	3	13093	3			11524	3
13469	3	12946	3			11520	3
						11302	3
						11301	3
Total	36		36		30		42

INTERVAL	AMOUNT AND TYPE OF MATERIAL
13469'-13816'	831 gal 7.5% HCl, 17764 gal Pad 30# X-link Gel Wtr, 90000# 30/50 White Sd in 30682 gal 30# X-link gel, flush w/ 766 gal 7.5% HCl & 18141 gal 10# slick water
13342'-12946'	13090 gal 30# X-link gel, 62686# 30/50 White Sd in 21273 gal 30# X-link gel, flush w/ 707 gal 7.5% HCl & 17700 gal 10# slick water
12263'-12698'	10004 gal 30# X-link, 50912# 20/40 White sd in 18027 gal 30# X-link, flush w/ 744 gal 7.5% HCl & 18000 gal 10# slick water
11738'-11301'	19282 gal 30# X-link gel, 94919# 20/40 White Sd in 32106 gal 30# X-link gel, flush w/ 17349 gal 10# slick water

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N.A.
		7. UNIT or CA AGREEMENT NAME: Roosevelt Unit- #892000886A
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <input type="checkbox"/>		8. WELL NAME and NUMBER: Roosevelt Unit 3-19
2. NAME OF OPERATOR: Elk Production LLC		9. API NUMBER: 4304736304
3. ADDRESS OF OPERATOR: 1401 17th. St., Suite 700 CITY Denver STATE CO ZIP 80202		10. FIELD AND POOL, OR WILDCAT: Bluebell/Wasatch
4. LOCATION OF WELL FOOTAGES AT SURFACE: 759' FNL, 2440' FEL		COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 T1S R1E		STATE: UTAH

CONFIDENTIAL

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 start: _____	<input checked="" type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input checked="" type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input checked="" type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 8/31/2006	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY 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 FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

Work began on 8/3/06 to reperforate and fracture treat the subject well. MIRU Nabors Rig #1416. POOH w/ rods. RU Superior Well Service. Pmp 630 gals 3% KCL. Pmp 2000 gals 15% HCL w/ 70 bio-balls & 6000 gals rock salt. Pmp 1500 gals 15% HCL w/ 70 bio-balls & 6000 gals rock salt. Pmp 1500 gal 15% HCL w/ 60 bio-balls & flush w/ 8600 gals. Pro-Technics pmpd scandium isotope during job for tracer. Flow back acid water. Swab test well. RU PLS Wireline & run tracer logs. No tracer isotopes were found in lower perms f/ 13160'-13816'. Swab well. RU CHS Wireline. GIH w/ 3 1/8" perf gun w/ 3 SPF @ 120 deg phasing w/ 23 gr charges. Perf f/ 13436' to 13770', total of 33 holes. Acdz f/ 13436' to 13770' w/ 3500 gals 15% HCL. Install frac vlv & set pkr & pmp acid w/ 72 bio-balls (3 balls/2 bbls acid) & flush w/ 3550 gals prod wtr. Pro-Technics ran antimony isotope tracer fluids during job. Pmpd total 9298 gals (221 bbls). Swab perms f/ 13379'-13794'. Swab perms f/ 13436'-13770'. Ran tracer log f/ 13808'-12900'. Run rods, pmp & tbq. Well returned to production on 8/31/06.

NAME (PLEASE PRINT) Karin Kuhn	TITLE Sr. Engineering Technician
SIGNATURE	DATE 9/11/2006

(This space for State use only)

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SEP 13 2006

DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
2. NAME OF OPERATOR: Elk Production LLC		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N.A.
3. ADDRESS OF OPERATOR: 1401 17th. St., Suite 700 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME: Roosevelt Unit- #892000886A
4. LOCATION OF WELL FOOTAGES AT SURFACE: 759' FNL, 2440' FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 T1S R1E		8. WELL NAME and NUMBER: Roosevelt Unit 3-19 9. API NUMBER: 4304736304 10. FIELD AND POOL, OR WILDCAT: Bluebell/Wasatch
		COUNTY: Uintah STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input checked="" 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"/> TEMPORARILY 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 FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 10/11/2006	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Perf additional Upper Wasatch</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

Work began on 9/25/2006 to perforate and fracture treat additional Upper Wasatch for the subject well. Set CFP flow-thru plug @ 11260'. Perf f/ 10676'-11235' (87 shots total) with 3 SPF. Acidize w/ 9000 gals 15% HCL and 130 bio-balls, flush w/ 3500 gals water. Flow well. Set CFP flow-thru plug @ 10660'. Perf f/ 10243'-10608' (144 shots total). Acidize w/ 14,000 gals 15% HCL and 230 bio-balls. Flush w/ 3360 gals water. Flowed back and swbd. Ran production equipment and put well on pump on 10/11/06. (Note: Left CFP plugs @ 10660' and 11260'.)

RECEIVED
OCT 26 2006

DIVISION OF OIL AND GAS

NAME (PLEASE PRINT) <u>Karin Kuhn</u>	TITLE <u>Sr. Engineering Technician</u>
SIGNATURE <u><i>Karin Kuhn</i></u>	DATE <u>10/23/2006</u>

(This space for State use only)

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N.A.
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: Roosevelt Unit- #892000886A
2. NAME OF OPERATOR: Elk Production, LLC		8. WELL NAME and NUMBER: Roosevelt Unit 3-19
3. ADDRESS OF OPERATOR: 1401 17th. St., Suite 700 CITY Denver STATE CO ZIP 80202		9. API NUMBER: 4304736304
4. LOCATION OF WELL FOOTAGES AT SURFACE: 759' FNL, 2440' FEL		10. FIELD AND POOL, OR WILDCAT: Bluebell/Wasatch/GR
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 T1S R1E		COUNTY: Uintah
		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 10/11/2008	<input checked="" type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input checked="" type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
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	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input checked="" type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

Elk proposes to set a cast iron bridge plug @ approximately 10,500'; perforate the Green River f/ 8956'-8959', 8976-8983', 9001'-9005', 9124'-9127', 9179', 9195'-9200', 9276'-9279', 9629', 9634'-9637', 9651', 9699', 9731'-9733', 9738'-9739', 9784'-9787', 9899', 9959'-9961', 9972'-9976', 9990'-9994', 10006'-10010', 10014'-10016', 3 SPF. The Green River perfs will be acidized and fraced. Swab back frac. The Green River will be tested for approximately two months prior to drilling out plug @ 10,500' and commingling the Wasatch and Green River. An application for permission to commingle is being prepared. Elk will provide production allocation percentages for the Green River and the Wasatch production. Elk will wait for approval to commingle prior to drilling out the plug. Elk anticipates starting this work on 10/11/2008.

COPY SENT TO OPERATOR

Date: 10.14.2008

Initials: KS

NAME (PLEASE PRINT) <u>Karin Kuhn</u>	TITLE <u>Sr. Engineering Technician</u>
SIGNATURE <u><i>Karin Kuhn</i></u>	DATE <u>9/16/2008</u>

(This space for State use only)

**APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING**

DATE: 10/7/08 (See Instructions on Reverse Side)
BY: *[Signature]*

**RECEIVED
SEP 17 2008
DIV. OF OIL, GAS & MINING**

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS			5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.			6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N.A.
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____			7. UNIT or CA AGREEMENT NAME: Roosevelt Unit- #892000886A
2. NAME OF OPERATOR: Elk Production, LLC			8. WELL NAME and NUMBER: Roosevelt Unit 3-19
3. ADDRESS OF OPERATOR: 1401 17th. St., Suite 700 CITY Denver STATE CO ZIP 80202		PHONE NUMBER: (303) 296-4505	9. API NUMBER: 4304736304
4. LOCATION OF WELL FOOTAGES AT SURFACE: 759' FNL, 2440' FEL COUNTY: Uintah			10. FIELD AND POOL, OR WILDCAT: Bluebell/Wasatch/GR
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 T1S R1E STATE: UTAH			

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>1/1/2009</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<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"/> TEMPORARILY 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 FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input checked="" type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

With this Sundry Notice, Elk Production LLC is requesting authority to commingle Wasatch and Green River production in the referenced well bore. A workover of the well is planned, setting a cast-iron bridge plug @ approximately 10500', and perfering and testing the Green River formation from 8956'-10016'. The well was originally drilled and cased to a total depth of 14016' in the Wasatch formation. The well was completed in and has produced from the Wasatch formation since completion. Upon approval of this commingling request and at the appropriate time as provided on the attached allocation method (Exhibit 1 attached), Elk plans to drill out the plug separating the Green River and Wasatch producing formations and thereby commingle the combined production in the wellbore.

Elk Production, LLC has complied with Utah DOG&M Rule R649-3-22 by sending a copy of this application and to the owners of all contiguous oil and gas leases and drilling units adjacent to this well and the overlying pools to be commingled along with a plat showing the relative offsetting wells and leases/drilling units.

The proposed commingling action will have no adverse affect on the royalty owners for this well, because all the royalty owner share of production from the well is allocated to the Green River and Wasatch formation participating areas on an acreage basis pursuant to terms of the Roosevelt Unit Agreement, dated November 7, 1950. CONTINUED ON ATTACHED PAGE TWO.

NAME (PLEASE PRINT) <u>Karin Kuhn</u>	TITLE <u>Sr. Engineering Technician</u>
SIGNATURE <u><i>Karin Kuhn</i></u>	DATE <u>10/1/2008</u>

(This space for State use only)

**APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING**

DATE: 11/14/08 (See Instructions on Reverse Side)

BY: *[Signature]*

Federal Approval Of This
Action is Necessary

COPY SENT TO OPERATOR

Date: 11.16.2008

Initials: KS

RECEIVED

OCT 05 2008

DIV. OF OIL, GAS & MINING

(5/2000)

These participating areas cover identical lands and leases. The royalty owners and royalty percentage is consistent for both zones being commingled. Elk Production LLC has advised the unit's largest royalty owner, the Ute Indian Tribe, of the proposed commingling and the commingling allocation method between the two participating areas. The Ute Tribe has consented to the same as stated on the attached letter (Exhibit 2 attached).

Section 10 of the Roosevelt Unit Agreement provides for the working interest portion of such unit production, which shall include overriding royalties, to be governed by the provisions of the Roosevelt Unit Operating Agreement. The Roosevelt Unit Operating Agreement was amended by the following to create "working interest" drilling units within the Roosevelt Unit which control working interest and overriding royalty allocations:

- a) Letter Agreement dated April 27, 1983 which created five Wasatch formation drilling units; and
- b) Segregation Agreement dated March 1, 1984 which created multiple Green River formation drilling units.

Elk Production, LLC is the controlling working interest owner in the drilling units covering both the Green River and Wasatch formations in the well bore to be commingled. In the event that Elk Production LLC determines there is a discrepancy in the overriding royalty calculations for the applicable Green River and Wasatch formation drilling units, Elk Production, LLC will pay the higher of the overriding royalty percentages pursuant the Roosevelt Unit and Unit Operating Agreement, amended from whichever Pool (Green River or Wasatch) is determined to have the highest attributable rate for the affected overriding royalty owner(s) for the *total volume of the commingled production stream*.

For production reporting purposes, production will be allocated to the Green River and Wasatch formation participating areas based on a ratio of (1) Wasatch production prior to commingling and (2) Green River production after it has stabilized (estimate two to three months) as set forth on the said detailed Roosevelt Unit – Commingling Allocation Methods Wasatch and Green River and attached as Exhibit 1.

Roosevelt Unit 3-19
4304736304
NWNE Section 19-1S-1E

Owners Within One-Half (1/2) Mile

Elk Production LLC (Operator)
1401 17th Street, Suite 700
Denver, CO 80202

There are no other owners within a ½-mile radius to the Roosevelt Unit #3-19 Well.

EXHIBIT 1

Roosevelt Unit – Commingling Allocation Methods Wasatch and Green River

It is assumed that the Wasatch and the Green River will be completed separately in all well bores. The Wasatch, being the lower most pay, will be completed first and will be produced to some point where it makes economic sense to add the Green River production to the Wasatch. This will usually be a time period of up to one year, depending on the production rate obtained from the Wasatch. In any event, the well will undoubtedly be producing at a constant straight line decline at that time. The Green River will be completed after isolating the Wasatch from the upperhole Green River and under normal circumstances the Green River would be produced until the production has leveled out at a constant straight line decline. Commingling of the Wasatch and Green River will occur at a point in time where the "flush" production will have been obtained and well work can occur with minimal expense and well control issues.

Allocation of production by zone will be based as follows:

1. For wells drilled prior to 2005 that have a long history of Wasatch production, the allocation will be based on a formula where the Denominator will be the sum of the Wasatch producing rate at the time of commingling and the Green river producing rate at the time of commingling where the Green River production is on the straight line decline portion of the production curve. The Numerator will be the Wasatch producing rate mentioned above for the allocated Wasatch production and the Green River producing rate mentioned above.

$$\text{Wasatch} = \frac{\text{BOPD}_{\text{Wasatch}}}{\text{BOPD}_{\text{Wasatch}} + \text{BOPD}_{\text{Green River}}} * \text{Total well BOPD}$$

$$\text{Green River} = \frac{\text{BOPD}_{\text{Green River}}}{\text{BOPD}_{\text{Wasatch}} + \text{BOPD}_{\text{Green River}}} * \text{Total well BOPD}$$

2. For wells drilled after 2005, the BOPD rates will be taken at the point where the straight line decline occurs after a normalized time span (ie: three months after initial production from the individual interval, or four or five months, what ever gives practical results).
3. The ratios derived above will be used as the allocation between the Wasatch and the Green River as long as the wells are not "uncommingled" for whatever reason. If necessary, a new allocation may be required if work is performed one interval and not the other.

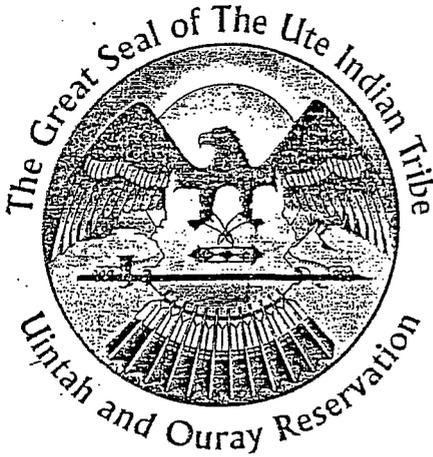


EXHIBIT 2

UTE INDIAN TRIBE

Energy and Minerals Department

P.O. Box 70
988 South 7500 East
Fort Duchesne, Utah 84026

Phone: 435-725-4040
Fax: 435-722-9270
Email: energy_minerals@utetribes.com

March 21, 2007

Ms. Dinah Peltier, Acting Superintendent
Bureau of Indian Affairs
PO Box 130
Fort Duchesne, UT 84026

Bureau of Land Management
Attn: Mr. Jerry Kenczka
170 South 500 East
Vernal, UT 84078

Subject: Commingling Production from the Wasatch and Green River Formations
Roosevelt Unit
Uintah County, Utah

Dear Ms. Peltier and Mr. Kenczka,

Please be advised that the Ute Indian Tribe ("Tribe") has reviewed the proposal of Elk Production, LLC ("Elk") to downhole commingle the oil and gas produced from the Wasatch and Green River formations in select wellbores located in the Roosevelt Unit.

This is notice that the Tribe consents to the commingling as proposed by Elk. The attachment hereto titled "Roosevelt Unit - Commingling Allocation Methods Wasatch and Green River" sets forth the method of allocating the commingled production by zone. It is understood that all payments to the Tribe will be made in accordance with Mineral Management Service regulations.

If you should have any questions regarding this please call Lynn Becker at 435-722-4972 or Sam Kuntz at 435-725-4962.

Sincerely yours,

Maxine Natchees
Chairman, Ute Indian Tribe

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N.A.
7. UNIT or CO AGREEMENT NAME: Roosevelt Unit- #8920008860
8. WELL NAME and NUMBER: Roosevelt Unit 3-19
9. API NUMBER: 4304736304
10. FIELD AND POOL, OR WILDCAT: Bluebell/Green River

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

2. NAME OF OPERATOR:
Elk Production, LLC

3. ADDRESS OF OPERATOR: PHONE NUMBER:
1401 17th. St., Suite 700 CITY Denver STATE CO ZIP 80202 (303) 296-4505

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 759' FNL, 2440' FEL
COUNTRY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 T1S R1E
STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input checked="" type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input checked="" type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY 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 FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 12/29/2008	<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/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input checked="" type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

Work began on 11/8/2008 to recomplete the subject well to the Green River formation. Set a composite bridge plug @ 10150'. Perf Stage 1 from 9959' to 10110', 4 SPF, (68 shots). Frac with Pad 16,989 gals, Treating Fluid 75,009 gals, Flush 32,004 gals; Other 1,999 gals; White, 100M Sand 5,000 lbs, Tempered LC, 20/40 Sand 198,817 lbs. Set CBP @ 9920'. Perf Stage 2 from 9632'-9900', 4 SPF (60 shots). Frac with Pad 12,012 gals, Treating Fluid 55,543 gals, Flush 31,815 gals, Other 1,999 gals; White, 100M Sand 5,000 lbs, Tempered LC, 20/40 Sand 144,559 lbs. Set CBP @ 9500'. Perf Stage 3 from 9124'-9278', 4 SPF (60 shots). Frac from with Pad 14,994 gals, Treating Fluid 66,452 gals, Flush 29,988 gals, Other 1,999 gals; White, 100M Sand 5,000 lbs, Tempered LC, 20/40 Sand 174,424 lbs. Set CBP @ 9100'. Perf Stage 4 from 8956'-9005', 4 SPF (44 shots). Frac with Pad 7,014 gals, Treating Fluid 36,852 gals, Flush 29,299 gals, Other 1,999 gals; White, 100M Sand 5,000 lbs, Tempered LC, 20/40 Sand 84,451 lbs. Flow back frac. Drill out plug @ 9100', attempt to drill out plug @ 9500'. Tubing twisted off. Tag fish top @ 9322'. Work over fish. Jar on fish. Mill on fish. Run in hole with 5 3/4" impression block. Mill on fish. Wash over fish. Tag top of fish @ 9032'. Run in hole with 5 3/4" impression block. Mill on fish. Run in hole with 4 3/4" impression block @ 8961' (tight spot). Run in hole with swedge. Run in hole with rods and pump. Return well to production 12/29/08 (open perms: 8956'-9005', 9124'-9278' Green River). Plan to evaluate well and drill out remaining plugs February 2009. Elk will test Green River zone more fully. Elk will wait for permission prior to removing plug above Wasatch zones and will provide production allocation percentages.

NAME (PLEASE PRINT) Karin Kuhn TITLE Sr. Engineering Technician
SIGNATURE *Karin Kuhn* DATE 1/20/2009

(This space for State use only)

RECEIVED
JAN 20 2009

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

FORM 6

ENTITY ACTION FORM

Operator: Elk Production LLC Operator Account Number: N 2650
 Address: 1401 17th Street, Suite 700
city Denver
state CO zip 80202 Phone Number: (303) 296-4505

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304736304	Roosevelt Unit 3-19		NWNE	19	1S	1E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
C	12560	12560			12/29/2008		
Comments: <i>GRW</i> Recompleted to Green River. Green River open only; fish in hole. Plan to resume work in 2/2009 to drill out remaining plugs in Green River and test GR prior to commingling with Wasatch. <i>1/29/09</i>							

Well 2

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

Well 3

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

ACTION CODES:

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

Karin Kuhn

Name (Please Print)

Signature

Sr. Engineering Technician

1/20/2009

Title

Date

RECEIVED

JAN 20 2009

(5/2000)

ENTITY ACTION FORM

Operator: Elk Production LLC Operator Account Number: N 2650
 Address: 1401 17th St, Suite 700
city Denver
state CO zip 80202 Phone Number: (303) 296-4505

Well 1

API Number	Well Name	QQ	Sec	Twp	Rng	County
4304736304	Roosevelt U 3-19	NWNE	19	1S	1E	Uintah
Action Code	Current Entity Number	New Entity Number		Spud Date		Entity Assignment Effective Date
C	12560	13586				2/12/2009
Comments: Recompletion to Green River (Unit PA change) Correcting DOGM's error						

Well 2

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

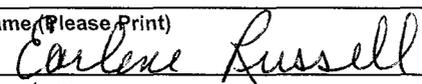
Well 3

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

ACTION CODES:

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

Earlene Russell (for DOGM)

Name (Please Print) _____

 Signature _____
 Engineering Tech _____ Date 2/12/2009
 Title _____

Elk Production LLC
Field Activity Report

ROOSEVELT UNIT

RU 3-19 GR BP

RECEIVED

FEB 25 2009

DIV. OF OIL, GAS & MINING

GR 1S 1E 19 NWNE 3PNP 4304736304

SYNOPSIS: Recomplete to Green River formation (11/8 thru 12/29/08). Set a composite bridge plug @ 10150'. Perf Stage 1 from 9959' to 10110', 4 SPF, (68 shots). Frac with Pad 16,989 gals, Treating Fluid 75,009 gals, Flush 32,004 gals; Other 1,999 gals; White, 100M Sand 5,000 lbs, Tempered LC, 20/40 Sand 198,817 lbs. Set CBP @ 9920'. Perf Stage 2 from 9632'-9900', 4 SPF (60 shots). Frac with Pad 12,012 gals, Treating Fluid 55,543 gals, Flush 31,815 gals, Other 1,999 gals; White, 100M Sand 5,000 lbs, Tempered LC, 20/40 Sand 144,559 lbs. Set CBP @ 9500'. Perf Stage 3 from 9124'-9278', 4 SPF (60 shots). Frac from with Pad 14,994 gals, Treating Fluid 66,452 gals, Flush 29,888 gals, Other 1,999 gals; White, 100M Sand 5,000 lbs, Tempered LC, 20/40 Sand 174,424 lbs. Set CBP @ 9100'. Perf Stage 4 from 8956'-9005', 4 SPF (44 shots). Frac with Pad 7,014 gals, Treating Fluid 36,852 gals, Flush 29,299 gals, Other 1,999 gals; White, 100M Sand 5,000 lbs, Tempered LC, 20/40 Sand 84,451 lbs. Flow back frac. Drill out plug @ 9100', attempt to drill out plug @ 9500'. Tubing twisted off. Tag fish top @ 9322'. Work over fish. Jar on fish. Mill on fish. Run in hole with 5 3/4" impression block. Mill on fish. Wash over fish. Tag top of fish @ 9032'. Run in hole with 5 3/4" impression block. Mill on fish. Run in hole with 4 3/4" impression block @ 8961' (tight spot). Run in hole with swedge. Run in hole with rods and pump. Return well to production 12/29/08 (open perms: 8956'-9005', 9124'-9278' Green River). Plan to evaluate well and drill out remaining plugs February 2009. Test Green River zone prior to removing plug above Wasatch zones.

Daily Detail:

- 11/10/2008 Spot in & RU. Pmp 20 bbls hot wtr dn csg. Unseat pmp & laid dn rod subs. Laid dn 2 - 1" rods. SDFN.
- 11/11/2008 RU hot oiler & pmp 30 bbls hot wtr to ctn up tbg & rods. Laid dn rods in trailer. ND well head & NU BOP. RU wrk floor & tbg equipment. Laid dn 70 jts 2 7/8" N-80 6.5# EUE tbg. Had to change out hydraulic pmp on rig. SDFN. POOH w/ remaining 238 jts 2 7/8" N-80 6.5# EUE tbg. Laid dn 5 1/2" anchor & 3" mud anchor w/ bull plug. RD wrk floor. RDMO to Rogers 16-43. TOH tbg. RD workover. RD BOP RU frac valve RU GDT flowback iron. RIH, set CBP @ 10150 RD wireline. Load well 2% KCL tst CSG to 500#. SDFN.
- 11/12/2008 Finish load hole w/ total 390 bbls 2% KCL & finish csg tst to 5K. Lone Wolf to shoot perms @ 11am. RIH w/ 1st stage gun, shot perms. ROH w/ gun & lay dn. D&M onsite to heat wtr temp for 8am, BJ pmp time.
- 11/13/2008 PSI tst ran acid for 1st stage B/ 4279 30 bbls rate balls on @ 15 bbls rate small ball action @ 15 bbls rate 3625 5min, 3547 10 min, 3508 15 min. SI on acid. Start 1st stage frac pmp 50 bbls rate pmpd 3271 bbls TP 4740 fg 91 5 min 4585 10 min 4452. RIH, set CBP @ 9920 shot perms, ROH w/ gun. RU & PSI tst BJ. 2nd stage B/2624 fg 67 5min 1988 10min 1768 15min 1571 screen out on 5#. RU for flow bck 35 bbls rate @ 4# 3704 stg 5# 8026 5min. SI 2800# open on 24/64 flowing psi 1000#. F/ 550# 24/64 choke made 38 bbls. F/ 20# full open choke made 70 bbls. Fluid rate dn to light blow. Turned over to flowhand to watch for night. Forward plan: RU wireline in am & check for fill.
- 11/14/2008 si tst BJ pmpd 10 BPM rate dn csg press up @ 40 bbls, RD BJ. RU wireline, RIH w/ gun to tag fill stacked out @ 4316'. RDMO BJ & Lonewolf. MIRU Peak wrkover & Weatherford foam unit for ctn out. Spot in rig & RU. Blow dn 450 psi on csg & ND frac valve, NU BOP. RU wrk floor & tbg equipment. Tally tbg & BHA. PU 103 jts 2 7/8" 6.5# N-80 EUE tbg. SDFN.
- 11/17/2008 Resume PU tbg, tagging sand bridge @ 4,367'. Kelly up & start to wash sand. Fall out @ 4,373'. RD swivel & resume to RIH w/ tbg to 7,627'. Kelly up & wash thru sand bridge @ 7,627'. Fall out 7,637'. Resume to RIH w/ tbg tagging @ 9,853'. Broke circ & roled hole ctn. POOH w/ 60 jts putting EOT @ 7,900'. RIH w/ tbg & tag @ 9853'. RU Graco foam unit & break circ. Roll hole ctn. RD Graco foam unit. POOH w/ tbg laying dn on pipe racks. ND BOP & NU frac valve. RD Rig & MO. RD & MOH Peak. RU wireline. RIH w/ CBP set @ 9,500' & gun, shoot perms for stage 3, 9276-78, 9196-9200, 9179-80, 9124-28 w/ 4spf. ROH w/ gun. RD wireline. Heat wtr for frac D&M hotoilier onsite.
- 11/18/2008 SI tst. Leak frac valve, call NU crew. Retest run acid. SI check. Start stage 3 frac job, stg acid 12 bpm fg 83 3650 SI 5 min, 3510 10 min 3448. Stage 3 45 bpm stg 100m stg runs @ 45bpm 4632 SI 4580 fg 93 5min 4115 10min 2954 15min 3868 SI. RU wireline. RU CHS to set next CBP. RIH set CBP 9100 shoot perms. SI forward plan: BJ stage 4.
- 11/19/2008 SI tst. Stg acid @ 12bpm acid & balls on 14bpm SD psi 3076 fg .78 5min 2619 10min 1531 15min 2475. Psi tst stage 4 stg mesh thru 4#s @ 43bpm 5#s on 33bpm @ 3828 finish stg SI 3198 fg .79 5min 3133 10min 3097 15min 3074. RD BJ move to edge of loc. SI on gel brk RU flow bck. Flowback: 570 bbls total recovered, 3850#, 14/64" chk. Increase chk size to 15/64".
- 11/20/2008 Recovered 930 bbls. Rate dn off to 100#s, 4 bph, open full to tank for rig crew.
- 11/24/2008 RU, wait on Roustabout to move pipe racks & tbg to wellhead. ND 7 1/16" 10M frac valve & NU BOP. Tally 4 3/4" button bit, bit sub & tbg. RIH w/ 64 jts tbg w/ vac trk pulling csg. Tbg flowing. SDFN. Let well flow, SWI. Run flowlines, no press on tbg. Transfer wtr to wtr tanks, pmpd 10 bbls to flush tbg. Pmp froze up, heated & started pmpg. Well started kicking again, ordered out 20 bbls brine to top kill, tbg went on vacuum, NU washington head. RIH, tagged 1st plug @ 9,074'. PU power swivel, prep to kill out. Hooked up, pulled 2 jts off btm & drained up pmp & lines. Broke circ, flushed oil to flow bck tank, swapped over to flat tank to check fluid loss. 40' fill on top plug, washed dn & started drlg on plug. Well unloaded 150 bbls fluids when plug broke. Drl thru to 9,139', plug slid dn hole. RIH, tagged fill @ 9,372'. Circ hole ctn 362 bbls @ 5.2 BPM, 2.5 hrs. Stood bck power swivel & POOH w/ 7 stds to 8,934'. RU flow tester & open well to flow tank. Flow tester on location, watching well.
- 11/25/2008 Flow bck well. Service rig. Transfer wtr to flat tank, prep to ctn out to plug. RIH & PU power swivel, started IH, tagged @ 9,500', wrkd thru (plug washed up hole). RIH w/ remainder of pipe, started drlg off plug junk, bit sticking pulled up hole, circ hole 1 1/2 hrs. Stand bck power swivel. POOH, check bit size, broke off bit & subs, drained up pmp & lines.

Elk Production LLC Field Activity Report

ROOSEVELT UNIT

RU 3-19 GR BP

- 11/26/2008 Flowback line froze. Blew well dn to flat tank, PU bit & sub, 6 1/8 rock bit, 3 1/2 reg X 2 7/8 EUE sub. RIH to 5000'. RU foam unit, unload hole to 142 bbls rcvrd. RIH to top of fill @ 9372'. PU power swivel & prep to drl. Pmpd on well press @ 1800 psi, bit not lifting fluid. Stood bck power swivel & pulled 20 stds. Pmpg on well to unload. PUH, get hole to unload to 7000'. Pmp on well pmpg 6.5 bbls foam & wtr w/ inhibitor @ 1800-1950 #s. PUH to dart valve & try to unload well again f/ 5000'. Pmpd 10min, well strtd unloading & blew for 1hr. RIH w/ 30 stds & unload again. Pmpd on well & unloaded. RIH w/ rest of pipe. Slug hole w/ foam, still not circng. POOH to dart valve. RIH w/ 8848.72' & RU well to flow & SI. SWFWED.
- 12/2/2008 Flow back well (4 days). Service rig & air packs. Transfer wtr to foam units & wait on fuel to arrive & unload. Unload hole 260 bbls oil & 85 bbls wtr. RIH to 9372' & unload well & prep to drl. Bit sticking & stick 1 time. Pulled 80K to get free, wrkd tbg & bit up & dn w/ no luck. Stood bck power swivel & pulled above perms. SDFN.
- 12/3/2008 POOH to 6500'. tbg full of fluid. Attempt to circ oil out of tbg. Pressured up to 1500 psi. RU swab & swbd dn tbg to TOOH. TOOH, tbg twisted off @ 286 jts. WO orders. RIH w/ old pipe to LD. POOH w/ 140 jts.
- 12/4/2008 RIH w/ tbg out of derrick. Laid dn tbg. Unload tbg & tally. PU 5 3/4" BHA & 6-3 1/2" dri collars. PU 132 jts 2 7/8" 6.5# N-80 EUE tbg. SDFN.
- 12/5/2008 RIH w/ remaining tbg on pipe racks. Tag fish top @ 9322' & wrk over fish. Pull 20K over string weight & RU to pmp dn tbg. Pmp @ 3 bpm & 800 psi. POOH w/ tbg 30' & pmp press didn't increase. POOH w/ tbg. Stood collars (6) & broke tool dn. Cln tool & fish up in control. RU tool, add 3' extension bowl & RIH to grab 2 7/8" collar. Wrk tool over fish & pull 30K over string weight setting jar off @ 80,000#s. Pulld to 85,000#s & started moving pipe. POOH w/12 stds (24 jts) above 9100'. SDFN.
- 12/8/2008 OOH w/ tbg. Tear dn tool to look for fish. RU tool to catch collar running mill tooth guide & 3 21/32" basket. RIH w/ tbg tagging fish top @ 9327' +/- . RU swivel & hot oiler to tbg. Pmp wtr @ 170" to free up fish top f/ paraffin & thick oil. Turn swivel @ 60 rpm w/ 1000#s of string weight. Milled total of 5' wrkg to tight spot @ 9332'. Dropped over fish. Set 10K string weight on fish & started to increases in pmp press. PU on fish loosing 200 psi. Pulled 20K over string weight w/ fish coming free & pmp press staying @ 500 psi. RD swivel & start to POOH w/ tbg, tbg pulling wet. POOH w/ 24 jts above 9100'. SDFN. RU swab & try to swab dn tbg. Could not get dn w/ swab. RIH w/ just sinker bars. Swabbed tbg dn t/ 2500'. POOH w/ tbg to fluid. RU swab & swab tbg dn t/ 5000'. POOH w/ tbg & tbg pulling dry. Stood collars & POOH w/ BHA. No fish in overshot. Broke dn BHA to inspect. Mill showing wear in ID & OD of mill shoe. Guide & basket grapple show no signs of wear. RIH w/ 5 3/4" impression block, xovers, collars & 2 7/8" tbg. Set 5000 #s on impression block & turn tongs over. POOH w/ tbg, collars, xovers & laid dn 5 3/4" impression block. SDFN. Operations will resume 12-8-08.
- 12/9/2008 PU 6" mill shoe, 16.51' of ext bowl, 4 1/2" mill control, 3 5/8" basket grapple, 3 11/16" jar & bumper sub. RIH w/ 6-3 1/2" dri collars & 279 jts tbg. Kelly up w/ jt #280 & bring on 2 foam units to unload hole to wash over fish. Pmp w/ foam units dn tbg trying to unload wellbore. Could not get well to circ. Pmpd 30 bbls wtr dn tbg to kill. RD swivel & POOH w/ 40 jts to get above perms. SDFN.
- 12/10/2008 RD mud pmp & circ 150 bbls oil out of wellbore. RU 2 foam units to tbg & to unload wellbore. RD swivel & hang in derrick. POOH w/ 5000' 2 7/8" N-80 tbg. RU 2 foam units to tbg. Unload wellbore. RIH to 6500' & RU foam units to tbg, unload wellbore. RIH to 8000' & RU foam units to tbg & unload wellbore. RIH to 9300' & RU foam units to tbg, unload wellbore. RIH & tag @ 9300', wash dn to 9332' & start milling w/ 1000#s bit weight. Milled over fish to 9343'. Wrkd tbg, setting jars off twice @ 80,000 #s. Jars quit hitting & started jarring w/ rig. Free tbg & cln wellbore. RD swivel & hang in derrick. Pmp 30 bbls wtr dn tbg for kill. POOH w/ 25 stds, get above perms & drain up equipment. SDFN.
- 12/11/2008 Pushed wtr thru lines to assure lines were open. Blew dn 50 psi on tbg & 130 psi on csg. RIH w/ tbg out of derrick. Laid dn 176 jts 2 7/8" EUE 6.5#s N-80 tbg on pipe racks. Drain up pmp & lines. SDFN.
- 12/12/2008 Laid dn 100 jts 2 7/8", 6.5# N-80 tbg to North East corner of location & unloaded 2 7/8" 6.5# P-110 PH-6 tbg on racks. PU 5 3/4" OD tools w/ 3 21/32" control & 2 7/8" basket grapple to fish tube. PU 6,4 3/4" dri collars & RIH w/ 58 jts PH-6. SDFN.
- 12/15/2008 RIH w/ tbg. Rolled oil out @ 5000' & resume LH w/ tbg. Tag fish top @ 9306'. Wrk over fish & wrk jars @ 20K over string. Get tbg loose, weight not changing on Indicator. Tag fish top & get ready to POOH w/ tbg. POOH w/ tbg. Laid dn tools & broke out 5' 2 7/8" fish out of overshot. SDFN. Wait on orders. PU 5 3/4" overshot w/ 2 7/8" basket grapple. RIH w/ 286 jts 2 7/8" 6.5# P-110 PH-6 tbg out of derrick. PU 8 jts, replace 4 1/2" OD dri collars & tools. Tag 11' high @ 9032', fish top @ 9047'. RU mud pmp to csg & reverse circ 66 bbls up the tbg to tank. RU M&D hot oiler to tbg & pmp 35 bbls of DN-98 paraffin chemical & wtr dn tbg chasing w/ 17 bbls 120" wtr. RU swivel, try to get fish, stacking out @ 9035' 12' shy of fish top @ 9047'. Displace 15 bbls chemical & wtr @ 9035'. POOH w/ 10 stds - 20 jts, to get above perms. SDFN.
- 12/16/2008 RIH w/ tbg. RU swivel & reverse circ 3 BPM. Tag & start turn to right, torquing up & making 12" total. Tool not catching. Pmp press or returns never changed when rotating or setting weight on fish @ 9032'. Fish top @ 9047'. POOH w/ tbg & lay dn 5 3/4" OD overshot. Scarring cut lip guide & not ID. Decide on 5 3/4" OD impression block. PU 5 3/4" OD impression block. Take pictures. RIH w/ tbg & tag @ 9032'. Set 5000#s on obstruction. POOH w/ tbg to 8800' above top perf. SDFN.
- 12/17/2008 POOH w/ 2 7/8" PH-6 tbg. Laid dn 5 3/4" impression block. Took pictures, wait on decision & 6" mill shoa. PU 6" OD jagged tooth mill shoe & 3 jts 5 3/4", wash pipe. PU 5 3/4" overshot w/ 2 7/8" mill control & 2 7/8" basket grapple. RIH w/ tbg floating thru oil for the 1st 1000'. RIH, put EOT @ 8700'. Sec well, drained up equip SDFN.

Elk Production LLC Field Activity Report

ROOSEVELT UNIT

RU 3-19 GR BP

-
- 12/18/2008 RIH & tag @ 8959.16'. RU swivel & kelly up w/ jt #289. Spot DN -89 chemical @ 8959' @ 180° & heat wtr to min 120°. Brk reverse circ @ 3 bpm @ 700 psi. Start milling f/ 8959' making 2' U 8961', showing no torque & washing quick. Milled @ 8961' for 3hrs, no increase in pmp press. Rolled hole c/n & spotted 1 bbl chemical @ 8961'. RD swivel. Tailed OOH w/ tbg & laid dn wash pipe. Laid dn 6 1/16" OD mill shoe showing wear on the OD to 5 15/16" OD. Left csg open to flow bck tank & drain up equip. SDFN.
-
- 12/19/2008 Wait on decision for RIH. RIH w/ 50 jts tbg & top ring for MIT elevators broke. Wait on top ring for elevators. RIH, see tight spot w/ 4 3/4" OD impression block @ 8961'. RIH to 9025' & tag. Set 20K on impression block. POOH w/ tbg & 4 3/4" OD impression block. Note: Did not see overpull /drag @ 8961'. Laid dn 4 3/4" OD impression block & took photos. Leave well open to tank & SDFN.
-
- 12/22/2008 PU 5" OD csg swedge & RIH 100 jts 2 7/8" PH-6 tbg. LD 100 jts & 4 3/4" OD DCs. LD 5" csg swedge. RIH w/ remaining 194 jts in derrick. LD 170 jts 2 7/8" PH-6. LD remaining PH-6. Load PH-6 tbg on trailers. Move 2 7/8" N80 EUE tbg to wellhead on racks. Tally BHA & tbg. RIH w/ 240 jts 2 7/8", 6.5#, N80 EUE tbg. Tbg displacing wtr & oil up tbg. LD 5 jts to keep f/ freezing. RU hot oiler to flat tank & c/n. RU vac truck to pull on csg while running tbg. C/n up eqpt, wellhead & BOP. ND BOP & set tbg anchor w/ 20k tension. NU wellhead & RD tbg eqpt. RU rod eqpt. SDFN. WO pmp. Prep to PU rods.
-
- 12/23/2008 Wait on pmp. PU 2 1/2 X 1 1/2" X 36' RHBC. Prime pmp w/ diesel & RIH w/ 6 1 1/2" K-bars. PU rod string w/ vac trk sucking on tbg for rod displacement. Seat pmp, space well out & long stroke to 500 psi, fluid level @ surface. Spot unit w/ rig, secure unit & hang well on, POC on unit not resetting, Weatherford reprogrammed. Left well pmpg & RU over night, RTP 12/22/08.
-
- 12/24/2008 Ck well; well prod'd 82 BW, 17 BO in 9 1/2 hrs. Well started to gas lock. Lowered rod string to tag & waited on hot oiler to load hole & pmp dn csg. Got well pmpg; left rig rigged up. Operations will resume on 12/29/08.
-
- 12/29/2008 Made sure well was still prod'g. Hang off rod string & move unit back. RD rig & slide unit back over hole w/ rig. Hang well back on & PU location. Road rig to Rogers 16-43 location. Spot in & SDFN.
-
- 1/23/2009 PU remaining 34 jts. C/n equip, ND BOP & set anchor w/ 20K tension. Get ready t/ PU rods.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME: ROOSEVELT
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: ROOSEVELT U 3-19
2. NAME OF OPERATOR: ELK PRODUCTION, LLC	9. API NUMBER: 43047363040000
3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 700 , Denver, CO, 80202	PHONE NUMBER: 303 296-4505 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0759 FNL 2440 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNE Section: 19 Township: 01.0S Range: 01.0E Meridian: U	9. FIELD and POOL or WILDCAT: BLUEBELL COUNTY: UINTAH STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 12/1/2009	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: Fishing Job

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

Elk recompleted to the Green River in the subject well 12/2008. Currently the open producing perms are: 8956'-9005' & 9124'-9278' (GR). Elk plans to fish equipment in the hole, drill out remaining plugs, & test the Green River more fully. Elk will then remove the plug above the Wasatch zones & commingle the Green River with the Wasatch. Elk will provide production allocation percentages for the Green River and the Wasatch producing zones as per our commingling permit.

Approved by the Utah Division of Oil, Gas and Mining

Date: November 25, 2009

By: *Derek Duff*

NAME (PLEASE PRINT) Karin Kuhn	PHONE NUMBER 303 296-4505	TITLE Sr. Engineering Technician
SIGNATURE N/A		DATE 11/24/2009

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING
 1. CDW

Change of Operator (Well Sold)

X - Operator Name Change/Merger

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

6/8/2011

FROM: (Old Operator): N2650-Elk Production, LLC 1401 17th Street, Suite 700 Denver, CO 80202 Phone: 1 (303) 296-4505	TO: (New Operator): N3770-Elk Production Uintah, LLC 1099 18th Street, Suite 2300 Denver, CO 80202 Phone: 1 (303) 312-8134
---	--

CA No.

Unit:

ROOSEVELT

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LIST								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 7/27/2011
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 7/27/2011
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 7/27/2011
- 4a. Is the new operator registered in the State of Utah: Business Number: 8025875-0161
- 5a. (R649-9-2)Waste Management Plan has been received on: requested
- 5b. Inspections of LA PA state/fee well sites complete on: n/a
- 5c. Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM BIA not yet
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: not yet
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: _____
- 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: n/a

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 7/27/2011
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 7/27/2011
- Bond information entered in RBDMS on: 7/27/2011
- Fee/State wells attached to bond in RBDMS on: 7/27/2011
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: 7/27/2011

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: n/a
- Indian well(s) covered by Bond Number: LPM4138175
- 3a. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number LPM4138148 and LPM9046685
- 3b. The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

- (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: 7/27/2011

COMMENTS:

Elk Production Uintah, LLC (N3770) from Elk Production, LLC (N2650)
effective June 8, 2011

well_name	qtr_qtr	sec	twp	rng	api	entity	Lease	well	stat	conf	zone	lease no
ROOSEVELT U 4	SWSW	13	010S	010W	4304715549	9300	Fee	OW	P		GRRV	FEE
UTE TRIBAL 1 (RU 1)	NWSW	21	010S	010E	4304715550	9302	Indian	OW	TA		GRRV	14-20-H62-4692
UTE TRIBAL 2 (RU 2)	NWSE	21	010S	010E	4304715551	9303	Indian	OW	TA		GRRV	I-109-IND-5242
UTE TRIBAL 3 (RU 3)	SENE	28	010S	010E	4304715552	9304	Indian	OW	S		GRRV	14-20-H62-4692
UTE 1-19A1E	NENW	19	010S	010E	4304730902	1085	Fee	OW	P		GRRV	FEE
ROOSEVELT B2	NWSW	20	010S	010E	4304731187	9307	Fee	OW	P		GRRV	FEE
WASATCH 6	SWSW	20	010S	010E	4304731366	221 13586	Indian	OW	P		WSTC GRRV	14-20-H62-4699
ROOSEVELT U 9	NWNE	28	010S	010E	4304731384	9308	Indian	OW	S		GRRV	I-109-IND-5242
ROOSEVELT A-7	SWNW	19	010S	010E	4304731402	12560 13586	Fee	OW	P		WSTC GRRV	FEE
ROOSEVELT U 13	NESW	13	010S	010W	4304731414	9312	Indian	OW	S		GRRV	I-109-IND-5242
ROOSEVELT U 20-2	SESW	17	010S	010E	4304731422	9301	Indian	OW	TA		GRRV	14-20-H62-5247
ROOSEVELT U 12 GR	SESW	20	010S	010E	4304731427	10814	Indian	OW	TA		GRRV	I-109-IND-5242
ROOSEVELT U 11	SESE	21	010S	010E	4304731428	9311	Indian	OW	P		GR-WS	14-20-H62-4692
ROOSEVELT U 10	SESW	21	010S	010E	4304731429	9309	Indian	OW	S		GRRV	14-20-H62-4692
WASATCH 9	NENW	28	010S	010E	4304731445	221 13586	Indian	OW	P		WSTC GRRV	I-109-IND-5242
WASATCH 10	SWNE	21	010S	010E	4304731446	221 13586	Indian	OW	P		WSTC GRRV	I-109-IND-5242
ROOSEVELT U 5	SWSE	20	010S	010E	4304731447	13586	Indian	OW	P		GRRV	14-20-H62-4700
ROOSEVELT C11	NESW	18	010S	010E	4304731500	12560 13586	Fee	OW	P		WSTC GRRV	FEE
ROOSEVELT U 18-A1E	NWSW	27	010S	010E	4304731687	221 13586	Indian	OW	P		WSTC GRRV	14-20-H62-4692
ROOSEVELT U 15-A1E	SWNW	28	010S	010E	4304731696	10506	Fee	OW	S		GRRV	FEE
MARY R. U. 278	NWSE	13	010S	010W	4304731845	12560	Fee	OW	P		WSTC	FEE
ROOSEVELT U 3-19	NWNE	19	010S	010E	4304736304	13586	Fee	OW	P		GRRV	FEE
ROOSEVELT U 4-19	NWSE	19	010S	010E	4304736599	12560 13586	Fee	OW	P		WSTC GRRV	FEE
ROOSEVELT U 5-19	NESW	19	010S	010E	4304736843	12560 13586	Fee	OW	P		WSTC GRRV	FEE
ROOSEVELT U 28-33	NWSE	28	010S	010E	4304738142	221 13586	Indian	OW	P		WSTC GRRV	14-20-H62-4691
ROOSEVELT U 7-20	NWNW	20	010S	010E	4304738292	12560	Fee	OW	DRL	C	WSTC	FEE
ROOSEVELT U 20-24	SENE	20	010S	010E	4304738329		Indian	OW	APD	C		14-20-H62-4691
ROOSEVELT U 21-41	SWSW	21	010S	010E	4304738333		Indian	OW	APD	C		14-20-H62-4691
ROOSEVELT U 21-43	SWSE	21	010S	010E	4304738873	221	Indian	OW	OPS	C	WSTC	14-20-H62-4691
ROOSEVELT U 28-14	NENE	28	010S	010E	4304738882		Indian	OW	APD	C		14-20-H62-4691
ROOSEVELT U 29-14	NENE	29	010S	010E	4304739923	221 13586	Indian	OW	P		WSTC GRRV	14-20-H62-4701
ROOSEVELT UNIT 20-13	NWNE	20	010S	010E	4304751501		Indian	OW	APD			14-20-H62-4691

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

			5. LEASE DESIGNATION AND SERIAL NUMBER:
			6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
			7. UNIT or CA AGREEMENT NAME: Roosevelt Unit
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____			8. WELL NAME and NUMBER: see attached
2. NAME OF OPERATOR: Elk Production Uintah, LLC			9. API NUMBER: see attach
3. ADDRESS OF OPERATOR: 1099 18th Street, Suite 2300 CITY Denver STATE CO ZIP 80202		PHONE NUMBER: (303) 312-8134	10. FIELD AND POOL, OR WILDCAT: see attached
4. LOCATION OF WELL FOOTAGES AT SURFACE: see attached			COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:			STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>1/1/2011</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Company Merger/Name Chg</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

This letter is to inform you that Bill Barrett Corporation (BBC) acquired the Uintah County assets of Elk Production, LLC (N2650) and during the course of this merger, the company name was changed to Elk Production Uintah, LLC (a wholly owned subsidiary of BBC). This entity and all of Elk Production, LLC wells within the Roosevelt Unit will continue to be operated by Elk Production Uintah, LLC and all regulatory documents will be submitted in this company name.

Please see the attached list of wells that require name and address changes within your records and the appropriate APD Transfer forms for wells permitted but not drilled.

All future correspondence for these properties should be sent to the appropriate personnel at BBC to the following address:

1099 18th Street, Suite 2300
Denver, CO 80202

Bonds: BIA LPM4138175 State/Fee LPM4138148 (LPM9046685 for 4304731696 only)

EFFECTIVE: June 8, 2011

NAME (PLEASE PRINT) <u>Tracey Fallang</u>	TITLE <u>Regulatory Manager</u>
SIGNATURE <u><i>Tracey Fallang</i></u>	DATE <u>7/22/2011</u>

(This space for State use only)

APPROVED 7/27/2011
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED
JUL 27 2011

DIV. OF OIL, GAS & MINING

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

Request to Transfer Application or Permit to Drill

(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	Roosevelt U 20-13
API number:	43047515010000
Location:	Qtr-Qtr: NWNE Section: 20 Township: 1S Range: 1E
Company that filed original application:	Elk Production, LLC
Date original permit was issued:	02/03/2011
Company that permit was issued to:	Elk Production Uintah, LLC

Check one	Desired Action:
	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
✓	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, 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.	Yes	No
If located on private land, has the ownership changed? N/A		
If so, has the surface agreement been updated?		
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?		✓
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?		✓
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?		✓
Has the approved source of water for drilling changed?		✓
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?		✓
Is bonding still in place, which covers this proposed well? Bond No. <u>LPM4138175</u>	✓	

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

RECEIVED

JUL 27 2011

Name (please print) <u>Tracey Fallang</u>	Title <u>Regulatory Manager</u>	DIV. OF OIL, GAS & MINING
Signature <u><i>Tracey Fallang</i></u>	Date <u>07/22/2011</u>	
Representing (company name) <u>Elk Production Uintah, LLC</u>		

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

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

Request to Transfer Application or Permit to Drill

(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	Roosevelt U 28-14
API number:	43047388820000
Location:	Qtr-Qtr: NENE Section: 28 Township: 1S Range: 1E
Company that filed original application:	Elk Production, LLC
Date original permit was issued:	02/21/2007
Company that permit was issued to:	Elk Production Uintah, LLC

Check one	Desired Action:
<input type="checkbox"/>	Transfer pending (unapproved) Application for Permit to Drill to new operator
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property as permitted, 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.	Yes	No
If located on private land, has the ownership changed? N/A	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> If so, has the surface agreement been updated?	<input type="checkbox"/>	<input type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <u>LPM4138175</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

RECEIVED

JUL 27 2011

Name (please print) Tracey Fallang Title Regulatory Manager
 Signature *Tracey Fallang* Date 07/22/2011 **DIV. OF OIL, GAS & MINING**
 Representing (company name) Elk Production Uintah, LLC

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

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

Request to Transfer Application or Permit to Drill

(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	Roosevelt U 21-41
API number:	43047383330000
Location:	Qtr-Qtr: SWSW Section: 21 Township: 1S Range: 1E
Company that filed original application:	Elk Production, LLC
Date original permit was issued:	06/29/2006
Company that permit was issued to:	Elk Production Uintah, LLC

Check one	Desired Action:
<input type="checkbox"/>	Transfer pending (unapproved) Application for Permit to Drill to new operator
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property as permitted, 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.	Yes	No
If located on private land, has the ownership changed? N/A	<input type="checkbox"/>	<input type="checkbox"/>
If so, has the surface agreement been updated?	<input type="checkbox"/>	<input type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <u>LPM4138175</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

RECEIVED
JUL 27 2011

Name (please print) <u>Tracey Fallang</u>	Title <u>Regulatory Manager</u>
Signature <u><i>Tracey Fallang</i></u>	Date <u>07/22/2011</u>
Representing (company name) <u>Elk Production Uintah, LLC</u>	DIV. OF OIL, GAS & MINING

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

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

Request to Transfer Application or Permit to Drill

(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	Roosevelt U 20-24
API number:	43047383290000
Location:	Qtr-Qtr: SENE Section: 20 Township: 1S Range: 1E
Company that filed original application:	Elk Production, LLC
Date original permit was issued:	06/29/2006
Company that permit was issued to:	Elk Production Uintah, LLC

Check one	Desired Action:
<input type="checkbox"/>	Transfer pending (unapproved) Application for Permit to Drill to new operator
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property as permitted, 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.	Yes	No
If located on private land, has the ownership changed? N/A	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> If so, has the surface agreement been updated?	<input type="checkbox"/>	<input type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <u>LPM4138175</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

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JUL 27 2011

Name (please print) Tracey Fallang Title Regulatory Manager
 Signature *Tracey Fallang* Date 07/22/2011
 Representing (company name) Elk Production Uintah, LLC

DIV. OF OIL, GAS & MINING

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

Effective Date: 1/1/2015

FORMER OPERATOR:	NEW OPERATOR:
Elk Production Uintah, LLC N3770 1099 18th Street, Suite 2300 Denver, CO 80202 303-293-9000	Bill Barrett Corporation N2145 1099 18th Street, Suite 2300 Denver, CO 80202 303-293-9000
CA Number(s):	Unit(s): Roosevelt

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

- Sundry or legal documentation was received from the **FORMER** operator on: 1/13/2015
- Sundry or legal documentation was received from the **NEW** operator on: 1/13/2015
- New operator Division of Corporations Business Number: 5239043-0143

REVIEW:

- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: 1/13/2015
- Receipt of Acceptance of Drilling Procedures for APD/New on: 1/13/2015
- Reports current for Production/Disposition & Sundries: 1/16/2015
- OPS/SI/TA well(s) reviewed for full cost bonding: 1/20/2015
- UIC5 on all disposal/injection/storage well(s) approved on: N/A
- Surface Facility(s) included in operator change: None
- Inspections of PA state/fee well sites complete on (only upon operators request): N/A

NEW OPERATOR BOND VERIFICATION:

- Federal well(s) covered by Bond Number: NA
- Indian well(s) covered by Bond Number: LPM8874725
- State/fee well(s) covered by Bond Number(s): LPM4138148

DATA ENTRY:

- Well(s) update in the **OGIS** on: 1/20/2015
- Entity Number(s) updated in **OGIS** on: 1/20/2015
- Unit(s) operator number update in **OGIS** on: 1/20/2015
- Surface Facilities update in **OGIS** on: N/A
- State/Fee well(s) attached to bond(s) in **RBDMS** on: 1/20/2015
- Surface Facilities update in **RBDMS** on: N/A

LEASE INTEREST OWNER NOTIFICATION:

- The **NEW** operator of the Fee (Mineral) wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 1/20/2015

COMMENTS:

Elk Production Uintah, LLC N3770 to
 Bill Barrett Corporation N2165
 Effective 1/1/2015

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status	Unit
RU 18-43D	18	010S	010E	4304753886		Fee	Fee	OW	APD	ROOSEVELT
RU 27D-11	27	010S	010E	4304754440		Indian	Fee	OW	APD	ROOSEVELT
RU 21-24	21	010S	010E	4304754441		Indian	Fee	OW	APD	ROOSEVELT
ROOSEVELT U 4	13	010S	010W	4304715549	9300	Fee	Fee	OW	P	ROOSEVELT
ROOSEVELT B2	20	010S	010E	4304731187	9307	Fee	Fee	OW	P	ROOSEVELT
WASATCH 6	20	010S	010E	4304731366	221	Indian	Indian	OW	P	ROOSEVELT
ROOSEVELT A-7	19	010S	010E	4304731402	12560	Fee	Fee	OW	P	ROOSEVELT
ROOSEVELT U 11	21	010S	010E	4304731428	9311	Indian	Fee	OW	P	ROOSEVELT
WASATCH 9	28	010S	010E	4304731445	221	Indian	Indian	OW	P	ROOSEVELT
WASATCH 10	21	010S	010E	4304731446	221	Indian	Fee	OW	P	ROOSEVELT
ROOSEVELT U 5	20	010S	010E	4304731447	13586	Indian	Indian	OW	P	ROOSEVELT
ROOSEVELT C11	18	010S	010E	4304731500	12560	Fee	Fee	OW	P	ROOSEVELT
ROOSEVELT U 18-A1E	27	010S	010E	4304731687	221	Indian	Fee	OW	P	ROOSEVELT
ROOSEVELT U 3-19	19	010S	010E	4304736304	13586	Fee	Fee	OW	P	ROOSEVELT
ROOSEVELT U 4-19	19	010S	010E	4304736599	12560	Fee	Fee	OW	P	ROOSEVELT
ROOSEVELT U 5-19	19	010S	010E	4304736843	12560	Fee	Fee	OW	P	ROOSEVELT
ROOSEVELT U 28-33	28	010S	010E	4304738142	221	Indian	Indian	OW	P	ROOSEVELT
ROOSEVELT U 7-20	20	010S	010E	4304738292	12560	Fee	Fee	OW	P	ROOSEVELT
ROOSEVELT U 20-24	20	010S	010E	4304738329	221	Indian	Indian	OW	P	ROOSEVELT
ROOSEVELT U 21-43	21	010S	010E	4304738873	221	Indian	Indian	OW	P	ROOSEVELT
ROOSEVELT U 28-14	28	010S	010E	4304738882	221	Indian	Indian	OW	P	ROOSEVELT
ROOSEVELT U 29-14	29	010S	010E	4304739923	221	Indian	Indian	OW	P	ROOSEVELT
ROOSEVELT UNIT 20-13	20	010S	010E	4304751501	221	Indian	Indian	OW	P	ROOSEVELT
RU 24-13	24	010S	010W	4304752398	13586	Fee	Fee	OW	P	ROOSEVELT
RU 18-41	18	010S	010E	4304752865	12560	Fee	Fee	OW	P	ROOSEVELT
RU 23-14D	23	010S	010W	4304752990	13586	Fee	Fee	OW	P	ROOSEVELT
RU 13-31D	13	010S	010W	4304753000	13586	Fee	Fee	OW	P	ROOSEVELT
RU 19D-24	19	010S	010E	4304753001	12560	Fee	Fee	OW	P	ROOSEVELT
RU 21-41	21	010S	010E	4304753072	221	Indian	Indian	OW	P	ROOSEVELT
RU 29-13D	29	010S	010E	4304753529	221	Indian	Indian	OW	P	ROOSEVELT
RU 28-22	28	010S	010E	4304753614	221	Indian	Indian	OW	P	ROOSEVELT
UTE 1-19A1E	19	010S	010E	4304730902	1085	Fee	Fee	OW	S	ROOSEVELT
ROOSEVELT U 10	21	010S	010E	4304731429	9309	Indian	Indian	OW	S	ROOSEVELT
ROOSEVELT U 15-A1E	28	010S	010E	4304731696	10506	Fee	Fee	OW	S	ROOSEVELT
MARY R. U. 278	13	010S	010W	4304731845	12560	Fee	Fee	OW	S	ROOSEVELT

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

FORM 9

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JAN 15

DIV. OF OIL, GAS & MINING

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: (see attached well list)
2. NAME OF OPERATOR: BILL BARRETT CORPORATION		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
3. ADDRESS OF OPERATOR: 1099 18TH STREET, SUITE CITY DENVER STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: (see attached well list)		8. WELL NAME and NUMBER: (see attached well list)
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		9. API NUMBER:
PHONE NUMBER: (303) 293-9100		10. FIELD AND POOL, OR WILDCAT:
COUNTY:		STATE: UTAH

RECEIVED
JAN 18 2015

DIV. OF OIL, GAS & MINING

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>1/1/2015</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<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"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

BILL BARRETT CORPORATION (BBC) IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE ENTITY ELK PRODUCTION UINTAH, LLC (A WHOLLY OWNED SUBSIDIARY OF BBC) IS BEING DISSOLVED AND WILL BE MERGED INTO BBC EFFECTIVE 1/1/2015. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

BILL BARRETT CORPORATION
1099 18TH STREET, SUITE 2300
DENVER, CO 80202
303-293-900
(BLM BOND # LPM8874725, STATE/FEE BOND # LPM4138148)

ELK PRODUCTION UINTAH LLC
Duane Zavadil NAME (PLEASE PRINT)
Duane Zavadil SIGNATURE
Senior Vice President -
EH&S, Government and Regulatory Affairs

BILL BARRETT CORPORATION
Duane Zavadil NAME (PLEASE PRINT)
Duane Zavadil SIGNATURE
Senior Vice President -
EH&S, Government and Regulatory Affairs

NAME (PLEASE PRINT) DUANE ZAVADIL
SIGNATURE Duane Zavadil

TITLE Senior Vice President -
EH&S, Government and Regulatory Affairs
DATE 1/12/2015

(This space for State use only)

APPROVED

JAN 20 2015

DIV. OIL GAS & MINING
BY: Rachel Medina

FORM 9 CHANGE OF OP FROM ELK PRODUCTION UINTAH, LLC TO BILL BARRETT CORPORATION

Well Name	Sec	TWN	RNG	API	Entity	Mineral Lease	Surface Lease	Type	Status	Have SUA	Unit
ROOSEVELT U 4	13	010S	010W	4.305E+09	9300	Fee	Fee	OW	P	X	ROOSEVELT
ROOSEVELT B2	20	010S	010E	4.305E+09	9307	Fee	Fee	OW	P	X	ROOSEVELT
WASATCH 6	20	010S	010E	4.305E+09	221	Indian	Indian	OW	P		ROOSEVELT
WASATCH 6	20	010S	010E	4.305E+09	13586	Indian	Indian	OW	P		ROOSEVELT
ROOSEVELT A-7	19	010S	010E	4.305E+09	12560	Fee	Fee	OW	P	X	ROOSEVELT
ROOSEVELT A-7	19	010S	010E	4.305E+09	13586	Fee	Fee	OW	P	X	ROOSEVELT
ROOSEVELT U 11.	21	010S	010E	4.305E+09	9311	Indian	Fee	OW	P	X	ROOSEVELT
WASATCH 9	28	010S	010E	4.305E+09	221	Indian	Indian	OW	P		ROOSEVELT
WASATCH 9	28	010S	010E	4.305E+09	13586	Indian	Indian	OW	P		ROOSEVELT
WASATCH 10	21	010S	010E	4.305E+09	221	Indian	Fee	OW	P	X	ROOSEVELT
WASATCH 10	21	010S	010E	4.305E+09	13586	Indian	Fee	OW	P	X	ROOSEVELT
ROOSEVELT C11	18	010S	010E	4.305E+09	13586	Fee	Fee	OW	P	X	ROOSEVELT
ROOSEVELT C11	18	010S	010E	4.305E+09	12560	Fee	Fee	OW	P	X	ROOSEVELT
ROOSEVELT U 18-A1E	27	010S	010E	4.305E+09	13586	Indian	Fee	OW	P	X	ROOSEVELT
ROOSEVELT U 18-A1E	27	010S	010E	4.305E+09	221	Indian	Fee	OW	P	X	ROOSEVELT
ROOSEVELT U 3-19	19	010S	010E	4.305E+09	13586	Fee	Fee	OW	P	X	ROOSEVELT
ROOSEVELT U 4-19	19	010S	010E	4.305E+09	12560	Fee	Fee	OW	P	X	ROOSEVELT
ROOSEVELT U 4-19	19	010S	010E	4.305E+09	13586	Fee	Fee	OW	P	X	ROOSEVELT
ROOSEVELT U 5-19	19	010S	010E	4.305E+09	12560	Fee	Fee	OW	P	X	ROOSEVELT
ROOSEVELT U 5-19	19	010S	010E	4.305E+09	13586	Fee	Fee	OW	P	X	ROOSEVELT
ROOSEVELT U 28-33	28	010S	010E	4.305E+09	221	Indian	Indian	OW	P		ROOSEVELT
ROOSEVELT U 28-33	28	010S	010E	4.305E+09	13586	Indian	Indian	OW	P		ROOSEVELT
ROOSEVELT U 7-20	20	010S	010E	4.305E+09	12560	Fee	Fee	OW	P	X	ROOSEVELT
ROOSEVELT U 7-20	20	010S	010E	4.305E+09	13586	Fee	Fee	OW	P	X	ROOSEVELT
ROOSEVELT U 20-24	20	010S	010E	4.305E+09	221	Indian	Indian	OW	P		ROOSEVELT
ROOSEVELT U 21-43	21	010S	010E	4.305E+09	221	Indian	Indian	OW	P		ROOSEVELT
ROOSEVELT U 28-14	28	010S	010E	4.305E+09	221	Indian	Indian	OW	P		ROOSEVELT
ROOSEVELT U 29-14	29	010S	010E	4.305E+09	221	Indian	Indian	OW	P		ROOSEVELT
ROOSEVELT U 29-14	29	010S	010E	4.305E+09	13586	Indian	Indian	OW	P		ROOSEVELT
ROOSEVELT UNIT 20-13	20	010S	010E	4.305E+09	221	Indian	Indian	OW	P		ROOSEVELT
RU 24-13	24	010S	010W	4.305E+09	13586	Fee	Fee	OW	P	X	ROOSEVELT
RU 18-41	18	010S	010E	4.305E+09	12560	Fee	Fee	OW	P	X	ROOSEVELT
RU 23-14D	23	010S	010W	4.305E+09	13586	Fee	Fee	OW	P	X	ROOSEVELT
RU 13-31D	13	010S	010W	4.305E+09	13586	Fee	Fee	OW	P	X	ROOSEVELT
RU 19D-24	19	010S	010E	4.305E+09	12560	Fee	Fee	OW	P	X	ROOSEVELT
RU 21-41	21	010S	010E	4.305E+09	221	Indian	Indian	OW	P		ROOSEVELT
RU 29-13D	29	010S	010E	4.305E+09	221	Indian	Indian	OW	P		ROOSEVELT
RU 28-22	28	010S	010E	4.305E+09	221	Indian	Indian	OW	P		ROOSEVELT
UTE 1-19A1E	19	010S	010E	4.305E+09	1085	Fee	Fee	OW	S	X	ROOSEVELT
ROOSEVELT U 10	21	010S	010E	4.305E+09	9309	Indian	Indian	OW	S		ROOSEVELT
ROOSEVELT U 5	20	010S	010E	4.305E+09	13586	Indian	Indian	OW	S		ROOSEVELT
ROOSEVELT U 15-A1E	28	010S	010E	4.305E+09	10506	Fee	Fee	OW	S	X	ROOSEVELT
UTE TRIBAL 1 (RU 1)	21	010S	010E	4.305E+09	9302	Indian	Indian	OW	PA		ROOSEVELT
UTE TRIBAL 2 (RU 2)	21	010S	010E	4.305E+09	9303	Indian	Indian	OW	PA		ROOSEVELT
UTE TRIBAL 3 (RU 3)	28	010S	010E	4.305E+09	9304	Indian	Indian	OW	PA		ROOSEVELT
ROOSEVELT U 9	28	010S	010E	4.305E+09	9308	Indian	Indian	OW	PA		ROOSEVELT
ROOSEVELT U 13	13	010S	010W	4.305E+09	9312	Indian	Fee	OW	PA	X	ROOSEVELT
ROOSEVELT U 20-2	17	010S	010E	4.305E+09	9301	Indian	Fee	OW	PA	X	ROOSEVELT
ROOSEVELT U 12 GR	20	010S	010E	4.305E+09	10814	Indian	Indian	OW	PA		ROOSEVELT

Request to Transfer Application or Permit to Drill

Well Name	Sec	TWN	RNG	API	Entity	Mineral Lease	Surface Lease	Type	Status	Have SUA	Unit
RU 18-43D	18	010S	010E	4.305E+09		Fee	Fee	OW	APD	X	ROOSEVELT
RU 27D-11	27	010S	010E	4.305E+09		Indian	Fee	OW	APD	X	ROOSEVELT
RU 21-24	21	010S	010E	4.305E+09		Indian	Fee	OW	APD	X	ROOSEVELT

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL Oil Well		7. UNIT or CA AGREEMENT NAME: ROOSEVELT
2. NAME OF OPERATOR: BILL BARRETT CORP		8. WELL NAME and NUMBER: ROOSEVELT U 3-19
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43047363040000
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0759 FNL 2440 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNE Section: 19 Township: 01.0S Range: 01.0E Meridian: U		9. FIELD and POOL or WILDCAT: BLUEBELL
		COUNTY: UINTAH
		STATE: UTAH

11.

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

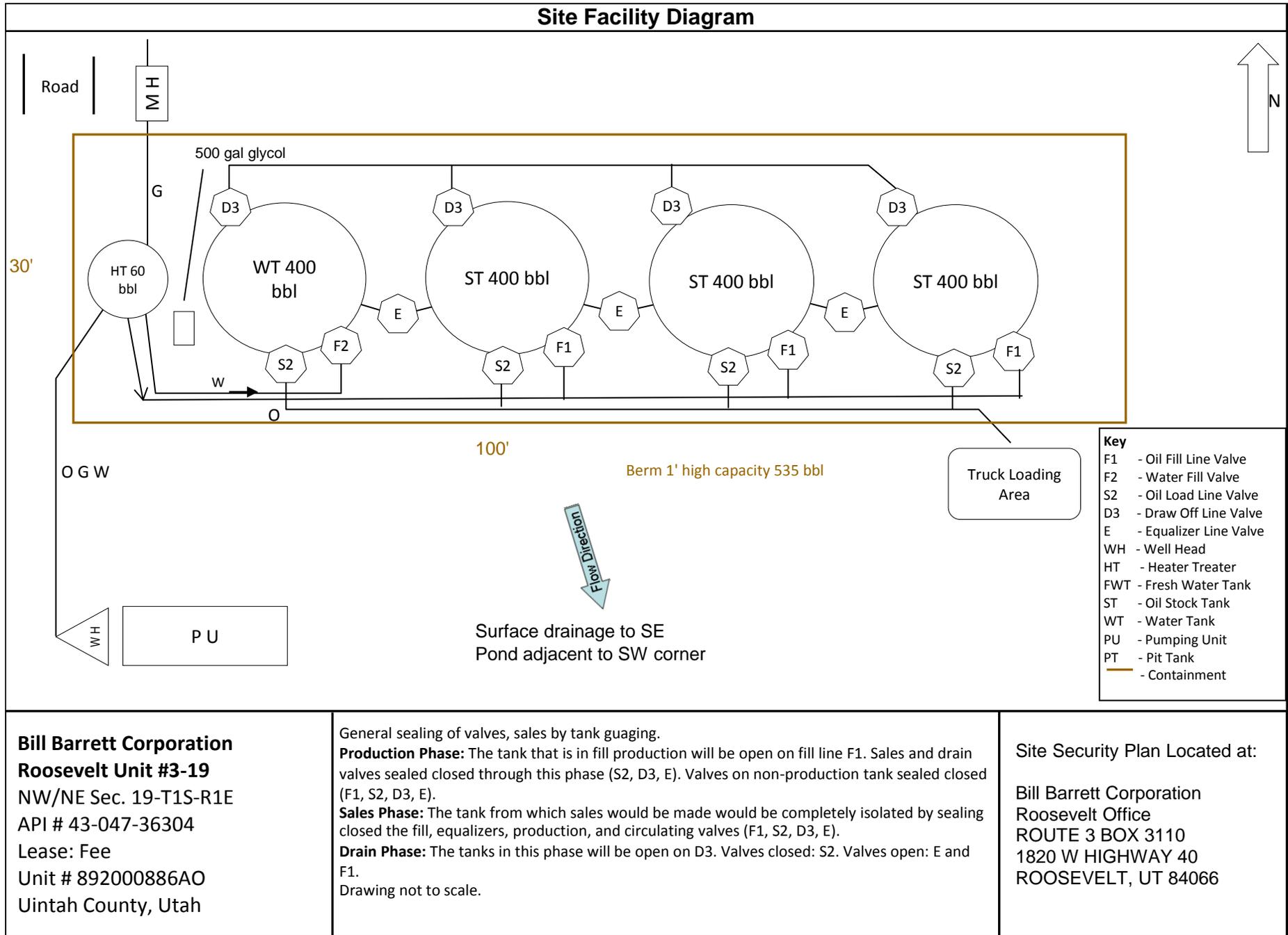
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 2/24/2015	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="SITE FACILITY DIAGRAM"/>

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

ATTACHED IS THE UPDATED SITE FACILITY DIAGRAM FOR THIS PAD.

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
February 24, 2015**

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 2/24/2015	



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

AMENDED REPORT FORM 8
(highlight changes)

WELL COMPLETION OR RECOMPLETION REPORT AND LOG	5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
	6. IF INDIAN, ALLOTTEE OR TRIBE NAME

1a. TYPE OF WELL: OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> DRY <input type="checkbox"/> OTHER _____	7. UNIT or CA AGREEMENT NAME ROOSEVELT
b. TYPE OF WORK: NEW WELL <input type="checkbox"/> HORIZ. LATS. <input type="checkbox"/> DEEP-EN <input type="checkbox"/> RE-ENTRY <input type="checkbox"/> DIFF. RESVR. <input type="checkbox"/> OTHER Re-Complete-GR	8. WELL NAME and NUMBER: ROOSEVELT U 3-19

2. NAME OF OPERATOR: BILL BARRETT CORPORATION	9. API NUMBER: 4304736304
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3. ADDRESS OF OPERATOR: 1099 18th St.Suite 2300 CITY Denver STATE CO ZIP 80202	PHONE NUMBER: (303) 293-9100	10 FIELD AND POOL, OR WILDCAT BLUEBELL
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4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 759FNL 2440FEL AT TOP PRODUCING INTERVAL REPORTED BELOW: 759FNL 2440FEL AT TOTAL DEPTH: 759FNL 2440FEL	11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 19 1S 1E U
	12. COUNTY UINTAH 13. STATE UTAH

14. DATE SPURRED: 12/23/2005	15. DATE T.D. REACHED: 5/25/2006	16. DATE COMPLETED: 7/11/2006 ABANDONED <input type="checkbox"/> READY TO PRODUCE <input checked="" type="checkbox"/>	17. ELEVATIONS (DF, RKB, RT, GL): 5492 GL
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18. TOTAL DEPTH: MD 14,016 TVD 14,016	19. PLUG BACK T.D.: MD 13,866 TVD 13,866	20. IF MULTIPLE COMPLETIONS, HOW MANY? *	21. DEPTH BRIDGE MD PLUG SET: TVD
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22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each) PREVIOUSLY SBMT'D 4/28/2006	23. WAS WELL CORED? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit analysis) WAS DST RUN? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit report) DIRECTIONAL SURVEY? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit copy)
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24. CASING AND LINER RECORD (Report all strings set in well)										
HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED	
32	20		0	50		G 375	75	SURF	0	
12-1/4	9-5/8 J-55	36#	0	2,520		845	246	SURF	0	
8 3/4	7 N80	26#	0	10,561		1,349	692	SURF	0	
6-1/8	5 P110	18#	10,205	13,979		480	121	5400'CBL	0	

25. TUBING RECORD								
SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 7/8	10,179							

26. PRODUCING INTERVALS					27. PERFORATION RECORD				
FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS	
(A) GREEN RIVER	8,956	10,110	8,956	10,110	8,956 10,110		232	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(B)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>
(C)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.	
DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
8956-10110	Green River: see attached

29. ENCLOSED ATTACHMENTS: <input type="checkbox"/> ELECTRICAL/MECHANICAL LOGS <input type="checkbox"/> SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION <input type="checkbox"/> GEOLOGIC REPORT <input type="checkbox"/> CORE ANALYSIS <input type="checkbox"/> DST REPORT <input type="checkbox"/> OTHER: _____ <input type="checkbox"/> DIRECTIONAL SURVEY	30. WELL STATUS: POW
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31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 12/29/2008		TEST DATE: 6/3/2011		HOURS TESTED: 24		TEST PRODUCTION RATES: →	OIL – BBL: 7	GAS – MCF: 9	WATER – BBL: 2	PROD. METHOD: Sold
CHOKE SIZE:	TBG. PRESS. 40	CSG. PRESS. 40	API GRAVITY 0.00	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL: 7	GAS – MCF: 9	WATER – BBL: 2	INTERVAL STATUS: Flowing

INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

sold

33. SUMMARY OF POROUS ZONES (Include Aquifers):

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

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				Green River	5,903
				Wasatch	10,213
				TD	14,016

35. ADDITIONAL REMARKS (Include plugging procedure)

The Green River formation was re-completed for this well starting on 11/8/2008. Wasatch formation previously reported by previous operator. Updated form 8 never submitted. well is only producing from GR. Test data is from BBC earliest record.

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

NAME (PLEASE PRINT) Brady Riley TITLE Senior Permit Analyst
 SIGNATURE Brady Riley DATE 7/7/2016

This report must be submitted within 30 days of

- completing or plugging a new well
- reentering a previously plugged and abandoned well
- drilling horizontal laterals from an existing well bore
- significantly deepening an existing well bore below the previous bottom-hole depth
- recompleting to a different producing formation
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining Phone: 801-538-5340
 1594 West North Temple, Suite 1210
 Box 145801 Fax: 801-359-3940
 Salt Lake City, Utah 84114-5801

RU 3-19 Recompletion Report Continued*

<u>Stage</u>	<u>Perfs/shots</u>	<u>Treating Fluid</u>	<u>Flush</u>	<u>Gal White</u>	<u>lbs 100 Mesh</u>	<u>lbs LC tempered 20/40</u>
1	9959-10110 (68 shots)	75009	32004	1999	5000	198817
2	9632-9900 (60 shots)	55543	31815	1999	5000	144559
3*	9124-9278 (60 shots)	66452	29988	1999	5000	174424
4*	8956-9005 (44 shots)	36852	29299	1999	5000	84451

*only stages open (CBP left in at 9500’).