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: U-10166	6. SURFACE: Indian
7. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute Indian Tribe	
8. UNIT or CA AGREEMENT NAME: N/A	
9. WELL NAME and NUMBER: Flat Rock 3-29-14-20	
10. FIELD AND POOL, OR WILDCAT: Flat Rock Lod	
11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW 29 14S 20E S	
12. COUNTY: Uintah	13. STATE: UTAH

1A. TYPE OF WORK: DRILL ☑ REENTER ☐ DEEPEN ☐

B. TYPE OF WELL: OIL ☐ GAS ☑ OTHER _____ SINGLE ZONE ☐ MULTIPLE ZONE ☑

2. NAME OF OPERATOR: Miller, Dyer & Co., LLC

3. ADDRESS OF OPERATOR: 475 17th St Suite 1200 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (303) 292-0949

4. LOCATION OF WELL (FOOTAGES)
AT SURFACE: 881 FNL 2123 FWL 611396x 39.575144 4381198y -109.703041
AT PROPOSED PRODUCING ZONE: SAME

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: See Topo Map "A" (Attached)

15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET)	16. NUMBER OF ACRES IN LEASE:	17. NUMBER OF ACRES ASSIGNED TO THIS WELL:
881	1280	40
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET)	**19. PROPOSED DEPTH:**	**20. BOND DESCRIPTION:**
1800	12,350	RLB0008085
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.):	**22. APPROXIMATE DATE WORK WILL START:**	**23. ESTIMATED DURATION:**
7409 GR	9/1/2005	1 Month

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			
12-1/4"	9-5/8"	K-55	36#	1,500	Class G & Prem Lite	422 sacks	2.28 & 1.17	12 & 15.8
7-7/8"	5-1/2"	N-80	17#	12,350	Class G & Prem Lite	1447 sacks	2.28 & 1.17	12 & 15.8

25. ATTACHMENTS

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

☑ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER
☑ EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER
☑ COMPLETE DRILLING PLAN
☐ FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER

NAME (PLEASE PRINT) Jeff Lang TITLE Vice President of Operations

SIGNATURE _____ DATE 6/22/05

(This space for State use only)

API NUMBER ASSIGNED: 43-047-36745

APPROVAL

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 07-11-05

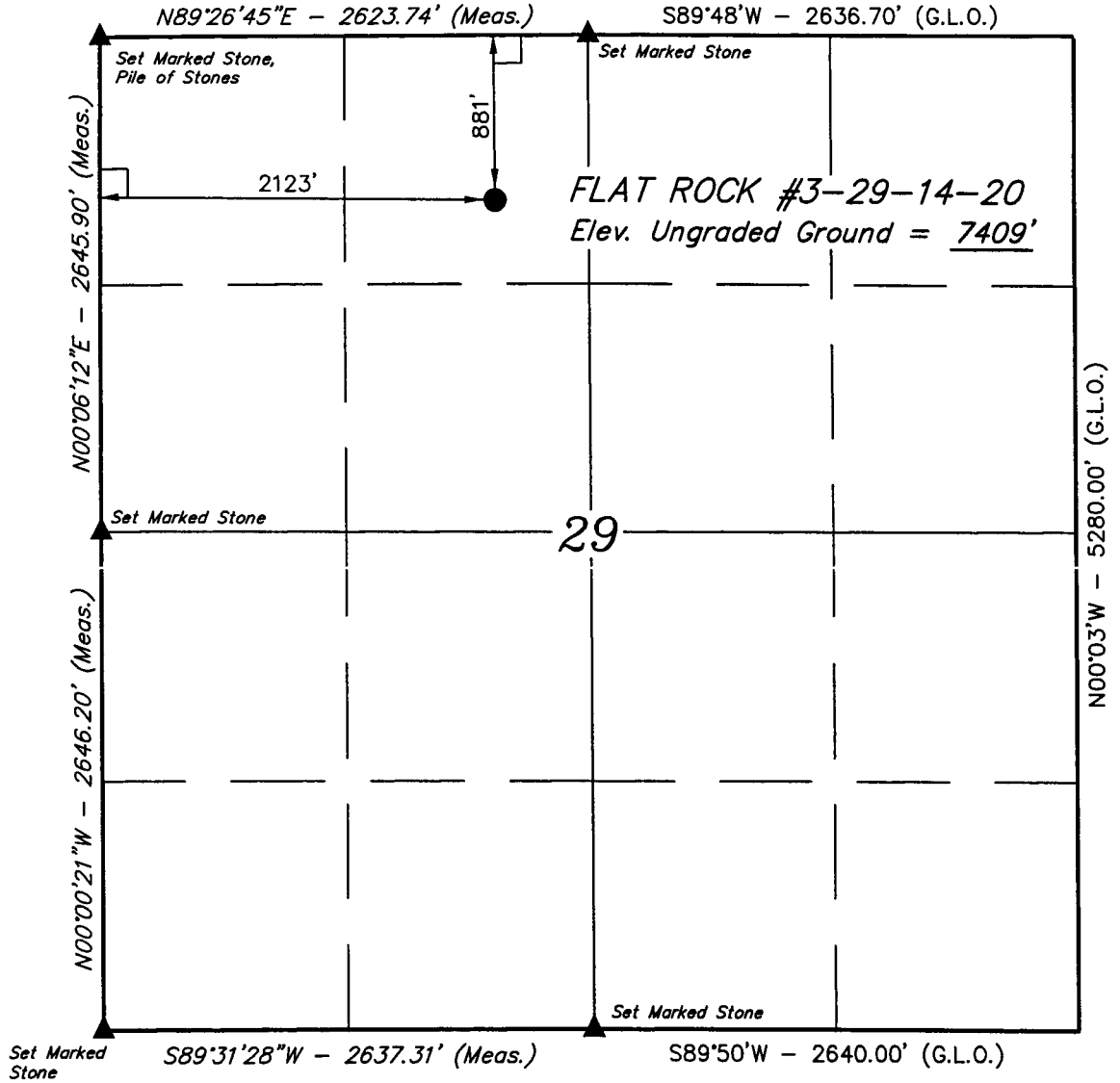
By: _____

(See Instructions on Reverse Side)

RECEIVED
JUN 21 2005
DIV. OF OIL, GAS & MINING

(11/2001)

T14S, R20E, S.L.B.&M.



LEGEND:

└ = 90° SYMBOL

● = PROPOSED WELL HEAD.

▲ = SECTION CORNERS LOCATED.

BASIS OF BEARINGS

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

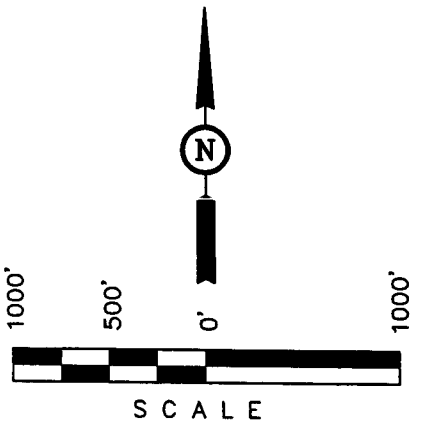
(AUTONOMOUS NAD 83)
LATITUDE = 39°34'30.60" (39.575167)
LONGITUDE = 109°42'13.54" (109.703761)
(AUTONOMOUS NAD 27)
LATITUDE = 39°34'30.73" (39.575203)
LONGITUDE = 109°42'11.05" (109.703069)

MILLER, DYER & CO. LLC.

Well location, FLAT ROCK #3–29–14–20, located as shown in the NE 1/4 NW 1/4 of Section 29, T14S, R20E, S.L.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (59WF) LOCATED IN THE NW 1/4 OF SECTION 10, T15S, R20E, S.L.B.&M. TAKEN FROM THE FLAT ROCK MESA QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE SERIES (TOPOGRAPHICAL MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 7449 FEET.



CERTIFICATE

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

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST – VERNAL, UTAH 84078
(801) 789–1017

SCALE: 1" = 1000'	DATE SURVEYED: 05–11–05	DATE DRAWN: 05–17–05
PARTY: J.F. Z.G. C.G.	REFERENCES: G.L.O. PLAT	
WEATHER: WARM	FILE: MILLER, DYER & CO. LLC.	

DRILLING PLAN
MILLER, DYER & CO. LLC

Flat Rock #3-29-14-20
NENW Section 29 T14S-R20E

1.

Estimated Formation Tops:	MD	
Green River	Surface	
Wasatch	2,345'	Oil and/or gas anticipated > 3,000'
Mesaverde	4,500'	Gas
Castlegate Sandstone	6,338'	Gas
Mancos Shale	6,622'	Gas
Dakota Sandstone	10,561'	Gas
Cedar Mountain	10,624'	Gas
Morrison	10,850'	Gas
Curtis	11,377'	Gas
Entrada Sandstone	11,560'	Gas
Carmel	11,560'	Gas
Wingate	11,895'	Gas
Chinle	12,250'	Gas
TD	12,350'	

2. Miller, Dyer & Co. LLC's Minimum Specification for Pressure Control Equipment and Testing:
   a. 5,000 PSI WP Double Gate Blowout Preventer with Annular Preventer (schematic diagram attached)

   b. BOPE will be pressure tested upon installation, whenever a seal subject to test pressure is broken or repairs are made; and at least once a every 30 days. Chart recorders shall be used for all pressure tests. Ram-type preventers and related pressure control equipment will be pressure tested to the rated working pressure of the stack assembly if a test plug is used. If a test plug is not used, the stack assembly will be tested to the rated working pressure of the stack assembly or to 70% of the minimum internal yield pressure of the casing, whichever is less. Annular-type preventers will be pressure tested to 50% of rated working pressure.

   c. All casing strings will be pressure tested to 0.22 psi/ft or 1,500 psi, whichever is greater, prior to drilling plug after cementing. Test pressure not to exceed 70% of the internal yield pressure for the casing.

   d. Miller Dyer will comply with all requirements for well control specified in BLM Onshore Order #2.

3. Auxiliary Equipment:
   a. Kelly cock – Yes
   b. Float sub at bit – No
   c. Mud logger & instrumentation – Yes
   d. Full-opening safety valve on rig floor – Yes
   e. Rotating head – No

4. Casing Program:

	Setting Depth	Hole Size	Casing O.D.	Grade	Weight/Ft.
Conductor	40'	20"	16"	Contactor	0.250" wall
Surface	1,500'	12-1/4"	9-5/8"	K-55	36.00# (new)
Production	0'-12,350' MD	7-7/8"	5-1/2"	N-80	17# (new)

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

5. Cement Program:

Conductor: 0'-40'

Ready Mix to surface

Surface Casing: 0'-1,500'

Hole Size:	12-1/4"
Casing Size:	9-5/8", 36#
Setting Depth (ft):	1500
Float Collar Depth (ft):	1460
Casing Volume (ft3/ft):	0.4340
Casing Volume (bbl/ft):	0.0773
Annular Volume (ft3/ft):	0.3132

Lead Slurry:		**Type of Cement**
Top Depth:	0	Premium Lite Cement + 2% bwoc
Bottom Depth:	1000	Calcium Shloride + 0.25% bwoc Cello Flake + 1
Cement Weight (ppg):	12.0	gals/100 sack FP-6L + 8% bwoc Bentonite +
Cement Yield (ft3/sk):	2.28	0.2% bwoc Sodium Metasilicate + 124.5% Fresh
Excess (%):	50	Water
Total Sacks:	206.1	

Tail Slurry (Annular):		**Type of Cement**
Top Depth:	1000	Class G Cement + 2% bwoc Calcium
Bottom Depth:	1500	Chloride + 0.25 lbs/sack Cello Flake + 44.3%
Cement Weight (ppg):	15.8	Fresh Water
Cement Yield (ft3/sk):	1.17	
Excess (%):	50	
Total Sacks:	200.8	

Tail Slurry (Float Shoe):		**Type of Cement**
Top Depth:	1460	Class G Cement + 2% bwoc Calcium
Bottom Depth:	1500	Chloride + 0.25 lbs/sack Cello Flake + 44.3%
Cement Weight (ppg):	15.8	Fresh Water
Cement Yield (ft3/sk):	1.17	
Excess (%):	0	
Total Sacks:	14.8	

Displacement (bbls):	112.9

Production Casing: 0'-12,350' (MD) Stage 1

Hole Size:	7-7/8"
Casing Size:	5-1/2", 17#
Setting Depth (ft):	12350
Float Collar Depth (ft):	12310
Casing Volume (ft3/ft):	0.1305
Casing Volume (bbl/ft):	0.0232
Annular Volume (ft3/ft):	0.1733

Stage 1:

Lead Slurry (Annular):		**Type of Cement**
Top Depth:	7000	Premium Lite Cement + 2% bwoc
Bottom Depth:	10000	Calcium Shloride + 0.25% bwoc Cello Flake + 1
Cement Weight (ppg):	12.0	gals/100 sack FP-6L + 8% bwoc Bentonite +
Cement Yield (ft3/sk):	2.28	0.2% bwoc Sodium Metasilicate + 124.5% Fresh
Excess (%):	15	Water
Total Sacks:	262.2	

Tail Slurry (Annular):		**Type of Cement**
Top Depth:	10000	Class G Cement + 2% bwoc Calcium
Bottom Depth:	12350	Chloride + 0.25 lbs/sack Cello Flake + 44.3%
Cement Weight (ppg):	15.8	Fresh Water
Cement Yield (ft3/sk):	1.17	
Excess (%):	15	
Total Sacks:	400.3	

Tail Slurry (Float Shoe):		**Type of Cement**
Top Depth:	12310	Class G Cement + 2% bwoc Calcium
Bottom Depth:	12350	Chloride + 0.25 lbs/sack Cello Flake + 44.3%
Cement Weight (ppg):	15.8	Fresh Water
Cement Yield (ft3/sk):	1.17	
Excess (%):	0	
Total Sacks:	4.5	

Displacement (bbls):	285.6

Production Casing: 0'-12,350' (MD) Stage 2

Hole Size:	7-7/8"	
Casing Size:	5-1/2", 17 #	
Setting Depth (ft):	12350	
DV Tool Depth (ft):	7000	
Casing Volume (ft3/ft):	0.1305	
Casing Volume (bbl/ft):	0.0232	
Annular Volume (ft3/ft):	0.1733	
Annular Volume (ft3/ft):	0.2691	(inside surface casing)

Stage 2:

Lead Slurry (Inside Surface Casing):		**Type of Cement**
Top Depth:	0	Premium Lite Cement + 2% bwoc
Bottom Depth:	1500	Calcium Shloride + 0.25% bwoc Cello Flake + 1
Cement Weight (ppg):	12.0	gals/100 sack FP-6L + 8% bwoc Bentonite +
Cement Yield (ft3/sk):	2.28	0.2% bwoc Sodium Metasilicate + 124.5% Fresh
Excess (%):	0	Water
Total Sacks:	177.0	

Lead Slurry (Annular):		**Type of Cement**
Top Depth:	1500	Class G Cement + 2% bwoc Calcium
Bottom Depth:	4000	Chloride + 0.25 lbs/sack Cello Flake + 44.3%
Cement Weight (ppg):	12.0	Fresh Water
Cement Yield (ft3/sk):	2.28	
Excess (%):	15	
Total Sacks:	218.5	

Tail Slurry:		**Type of Cement**
Top Depth:	4000	Class G Cement + 2% bwoc Calcium
Bottom Depth:	7000	Chloride + 0.25 lbs/sack Cello Flake + 44.3%
Cement Weight (ppg):	15.8	Fresh Water
Cement Yield (ft3/sk):	1.17	
Excess (%):	15	
Total Sacks:	384.8	

Displacement (bbls):	162.4

Actual cement volumes will be based on caliper log calculations and drilling experience.

6. Testing, Logging, Coring:
   a. Drill stem tests – non anticipated
   b. Electric logs - DIL/SP/GR, FDC/CNL/CAL/PE/GR, BHC sonic/GR all from TD to surface
   c. Coring – possible sidewall coring in the Dakota, Cedar Mountain, Morrison and Entrada.

7. Drilling Fluids:
   a. Surface hole will be drilled with air and produced water saved in pit for mud drilling.
   b. Well will be drilled with a low solids non-dispersed mud. In the event of severe lost circulation, the mud may be aerated.

8. Abnormal Pressures and Hazards:

   a. No abnormal pressures or hydrogen sulfide are anticipated based on drilling to similar depths in the Flat Rock Field, approximately .25 miles to the southwest. The Del-Rio/Orion 29-7A produced a 36-hour shut-in pressure of 3,100 psi and a calculated formation pore pressure of approximately 4,000 psi at 11,700'.

SURFACE USE PLAN
MILLER, DYER & CO. LLC

Flat Rock #3-29-14-20
NENW Section 29 T14S-R20E

1. Existing Roads:
   a. Topographic Map "A" shows the vicinity of the well, including a portion of the Agency Draw Road. This road is reached from Ouray, Utah, by following the Seep Ridge Road south to Buck Canyon; taking the Buck Canyon road west to the Willow Creek Road; then north on the Willow Creek Road to Santio Crossing, which is at the junction of the Willow Creek Road and the Agency Draw Road.
   b. Topographic Map "B" shows the point approximately 53 miles south of Ouray where the access road to the well departs from the Agency Draw Road 1 mile south of the Flat Rock Mesa Road. Beyond this point the access road consists of 1 mile of existing lease road leading to the Flat Rock #3-29-120 location, and 0.15 mile of new road branching off this road just before it reaches the 3-29-14-20 location.

2. Planned Access Road: (refer to Topographic Map "D")
   a. Length of new road will be approximately 0.15 mile.
   b. The right-of-way width is 30' (15' on either side of the centerline) with a 20-foot wide running surface.
   c. Maximum grade will be less than 2%
   d. No turn-outs are planned.
   e. The new road will be crowned, ditched and dipped to provide adequate drainage.
   f. Culverts will be used if necessary.
   g. No gates are cattle guards will be needed. Nor will any existing facilities be modified.
   h. The proposed road was flagged when the location was staked.
   i. The authorized officer will be contacted at least 24 hours in advance of commencement of construction of the access road and well pad.

3. Location of Existing Wells:
   a. The nearest producing well is the Del-Rio/Orion #29-7A, located approximately 1870' southwest of the proposed well location in Section 29-T14S-R20E.

4. Location of Existing and/or Proposed Facilities:
   a. There are no existing facilities on the proposed well pad. All proposed facilities will be contained within the proposed location site (see attached "Location Layout"). Topographic Map "D" shows the proposed route for a gas line, to be co-located in the access road right-of-way, and connected to the Miller, Dyer & Co. LLC gathering system.

b. The operator will submit information concerning proposed on and off well pad facilities once production has been established by applying for approval of subsequent operations.

5. Location and Type of Water Supply:
   a. Some produced water from existing wells will be used for drilling. Fresh water will be taken at a point of diversion at Santio Crossing from Willow Creek in the SESE Section 29-T12S-R21E, SLB&M, if available during the drought. This water will be taken under the terms of the Ute Oilfield Water Service's state filing.
   b. Water will be transported by truck on the Agency Draw and Flat rock Mesa roads.
   c. A water supply well, to be located in the SESE Section 3-T15S-R20E has recently been approved by the Ute Indian Tribe due to the unreliability of surface water sources during the drought. It is not clear, at present, whether water will be available from this source in time for this well. If it is, it will be used.

6. Source of Construction Materials:
   a. It is anticipated that any construction materials will be needed for the drilling phase of this project. Gravel, shale or road base materials needed to upgrade access roads and well pad will be obtained from the operator's pit located on SITLA land near Chimney Rock.
   b. The entire well site and all access roads to be upgraded for built are located on lands held in trust by the federal government for the Ute Indian Tribe.
   c. All construction materials used in building the well pad and access road will be native materials accumulated during construction. In the event that additional materials are needed, they will be obtained from the operator's existing pit on SILTA land or from private sources.

7. Methods for Handling Waste Disposal:
   a. Drill cuttings will be buried in the reserve pit.
   b. Sewage waste will be contained in portable chemical toilets serviced by a commercial sanitary service.
   c. Garbage and trash will be contained in trash baskets and hauled to a sanitary landfill.
   d. Salt and chemicals will be kept in proper containers and salvaged for future use or disposed of at an approved facility.
   e. Drilling fluids will be contained in the reserve pit and mud tanks. To the extent possible, drilling fluids and water will be saved for use at future drilling locations. Unusable drilling fluids and water will be disposed of in an approved manner upon the completion of the well.
   f. The reserve pit will be lined with 12 mil plastic nylon reinforced liner installed over sufficient bedding material to cover any exposed rocks. The pit will be fenced on three sides with 39" net wire, topped with a minimum of one strand of barbed wire. All wire will be stretched prior to attachment to the corner posts. The fourth side will be fenced when drilling activities are completed to allow drying.

8. Ancillary Facilities:
   a. No airstrips will be built. Mobile living quarters and office facilities for supervisors, geologists, mud engineers, mud loggers and air compressor personnel will be confined to the drilling location as shown on the "Location Layout" diagram. The drilling crew will be housed on location.

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

10. Plans for Restoration of the Surface:
   a. Producing well location
      i. Immediately upon well completion the location and surrounding area will be cleared of all tubing, equipment, debris, materials, trash and junk not required for production.
      ii. Immediately upon well completion any hydrocarbons on the reserve pit will be removed and disposed of properly.
      iii. The reserve pit and that portion of the location not needed for production facilities/operations will be re-contoured to the approximate natural contours. The reserve pit will be reclaimed within 90 days of the date of well completion, or as soon thereafter as is practical. Before any dirt work takes place, the reserve pit must be completely dry and all cans, barrels, pipe, etc removed. The liner will be perforated and torn prior to backfilling.
      iv. Access roads will be graded and maintained to prevent erosion and accommodate year-round traffic.
      v. All disturbed areas not needed for operations will be seeded with the mixture required by the BIA in the manner specified by the BIA.

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

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

12. Additional Information:

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

b. If the operator wishes at any time to relocate activities to avoid the cost of mitigation and/or the delays associated with this process, the AO will assume responsibility for whatever recordation and stabilization of the exposed materials may be required. Otherwise, the operator will be responsible for mitigation costs. The AO will provide technical and procedural guidelines for the conduct of mitigation. Upon verification from the AO that required mitigation has been completed, the operator will be allowed to resume construction.
c. At the request of the Ute Indian Tribe, a 30'-wide fire break will be bladed around the perimeter of the location.

13. Lessee's or Operator's Representative and Certification:
    a. Jeff Lang, Vice President of Operations
    Miller, Dyer & Co. LLC
    475 17th Street, Suite 1200
    Denver, CO 80202
    Office: 303 292 0949 Ext 102
    FAX: 303 292 3901
    Cell: 303 503 3730
    Email: jeff@millerdyer.com

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

Please be advised that Miller, Dyer & Co. LLC is considered to be the operator of the Flat Rock #3-29-14-20 well; NENW of Section 29, T14S-R20E and all producing zones;

Uintah County, Utah; and is responsible for the operations conducted upon the leased lands. Bond coverage is provided by Certificate of Deposit.

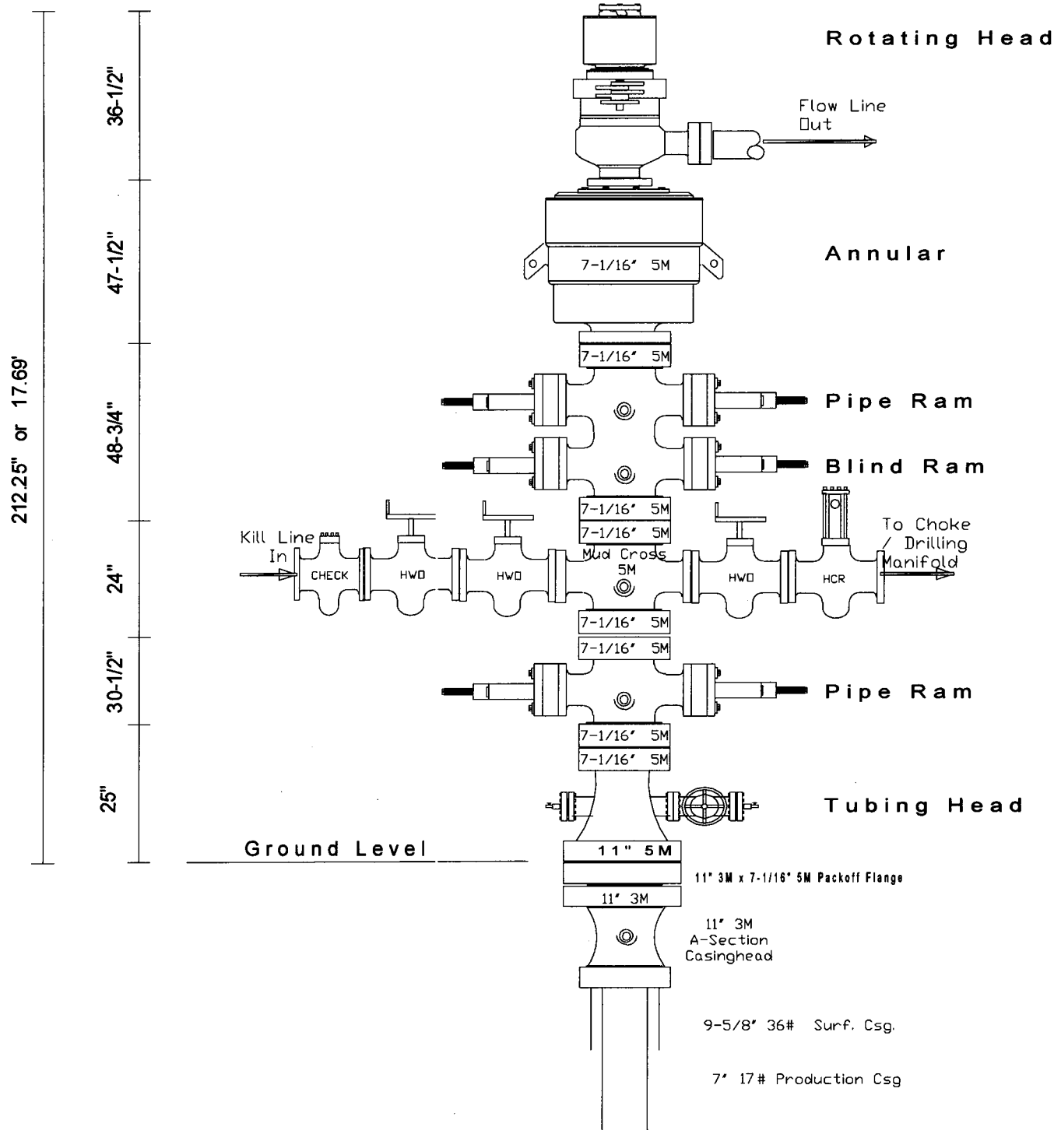
6/22/05
Date

Jeff Lang
Vice President of Operations

The onsite inspection for this well was conducted on _____, 2005

Participants in the onsite inspection were:
Robert Kay, Uintah Engineering & Land Surveying
John E. Dyer, Miller, Dyer & Co. LLC
_____ Ute Indian Tribe
_____ Ute Indian Tribe
_____ (contractor....)
_____ BIA rep
_____ State of Utah rep

FLAT ROCK #3-29-14-20
Typical BOP Stack Configuration



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UTAH DIVISION OF WATER RIGHTS

Select Related Information

(WARNING: Water Rights makes NO claims as to the accuracy of this data.)

WRNUM: 49-1667 APPLICATION/CLAIM NO.: T74534 CERT. NO.:

OWNERSHIP

NAME: Ute Oilfield Water Service
ADDR: c/o Michael Wood
P.O. Box 598
Roosevelt UT 84066
LAND OWNED BY APPLICANT? No

DATES, ETC.

FILED: 10/10/2002	PRIORITY: 10/10/2002	PUB BEGAN:	PUB ENDED:	NEWSPAPER:
ProtestEnd:	PROTESTED: [No]	HEARNG HLD:	SE ACTION: [Approved]	ActionDate:11/20/2(
EXTENSION:	ELEC/PROOF:[ ]	ELEC/PROOF:	CERT/WUC:	LAP, ETC: 11/20/2(
RENOVATE:	RECON REQ:	TYPE: [ ]		

PD Book No. Map:
Type of Right: Application to Appropriate Source of Info: Application to Appropriate Status: **Expired**

LOCATION OF WATER RIGHT*(Points of Diversion: Click on Location to access PLAT Program.)**

FLOW: 5.0 acre-feet SOURCE: Willow Creek
COUNTY: Uintah COMMON DESCRIPTION: 45 miles SW of Vernal

POINT OF DIVERSION -- SURFACE:
(1) N 150 ft W 700 ft from SE cor, Sec 29, T 12S, R 21E, SLBM

Diverting Works: Water truck pump from creek Source: Willow Creek

Stream Alt Required?: No

PLACE OF USE OF WATER RIGHT

	NORTH-WEST¼				NORTH-EAST¼				SOUTH-WEST¼				SOUTH-EAST¼			
	NW	NE	SW	SE	NW	NE	SW	SE	NW	NE	SW	SE	NW	NE	SW	SE
ALL T 14S R 20E SLBM	*															

USES OF WATER RIGHT

WATER RIGHT CLAIMS IN COMMON: 1667

###OIL EXPLORATION Drilling and completion of oil/gas wells on Flat Rock Mesa PER

OTHER COMMENTS

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

****

**********E N D O F D A T A**********

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MILLER, DYER & CO. LLC

FLAT ROCK #3-29-14-20

LOCATED IN UINTAH COUNTY, UTAH
SECTION 29, T14S, R20E, S.L.B.&M.

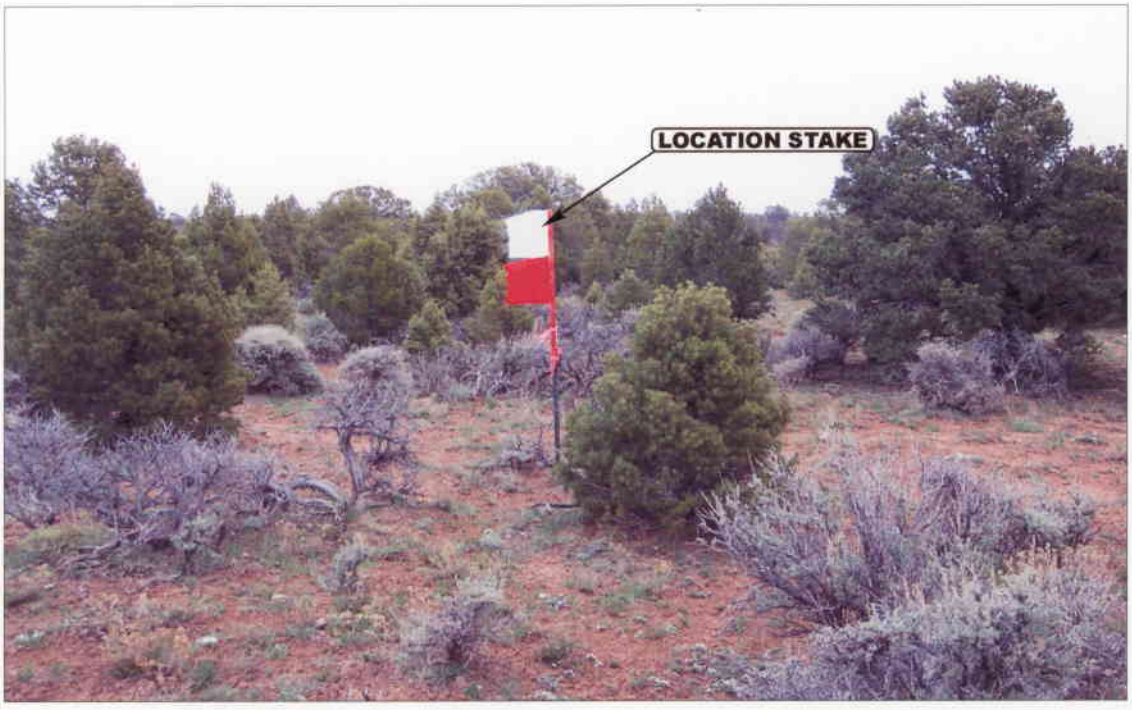


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE **CAMERA ANGLE: SOUTHEASTERLY**

PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS **CAMERA ANGLE: NORTHEASTERLY**

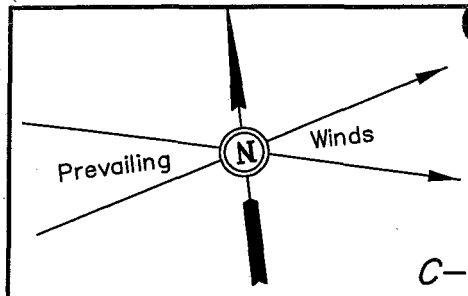
- Since 1964 -
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS	05 MONTH	13 DAY	05 YEAR	PHOTO
TAKEN BY: J.F.	DRAWN BY: C.P.	REVISED: 00-00-00		

MILLER, DYER & CO. LLC.

LOCATION LAYOUT FOR

FLAT ROCK #3-29-14-20
SECTION 29, T14S, R20E, S.L.B.&M.
881' FNL 2123' FWL



SCALE: 1" = 50'
DATE: 05-17-05
DRAWN BY: C.G.

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

C-1.1'
El. 409.2'

Proposed Access Road

F-6.3'
El. 401.8'

Sta. 3+60

F-0.9'
El. 407.2'

Round Corners as Needed

Approx. Toe of Fill Slope

DATA

185'

170'

Topsoil Stockpile

CATWALK

PIPE TUBS
PIPE TUBS
PIPE TUBS

PIPE RACKS

Flare Pit

C-14.5'
El. 412.6'
(Btm.Pit)

C-1.0'
El. 409.1'

C-1.2'
El. 409.3'

DOG HOUSE

80'

15'

37'

125'

Sta. 1+75

F-2.5'
El. 405.6'

SHAKER TANK

RIG

IRI 500 SERIES

WATER

GENERATORS

TRAILER

Sta. 1+50

Reserve Pit Backfill & Spoils Stockpile

10' WIDE BENCH

120'

RESERVE PITS
(10' Deep)

1 1/2:1 Slope

SUCTION TANK

MUD TANK 1

MUD TANK 2

BOILER

CHANGE HOUSE

TOILET

HOPPER

FUEL

MUD VAN

Sta. 0+85

C-15.1'
El. 413.2'
(Btm. Pit)

C-3.9'
El. 412.0'

175'

70'

C-5.0'
El. 413.1'

Sta. 0+00

C-5.5'
El. 413.6'

Approx. Top of Cut Slope

F-0.3'
El. 407.8'

Total Pit Capacity W/2' of Freeboard = 8,390 Bbls. ±
Total Pit Volume = 2,330 Cu. Yds.

Elev. Ungraded Ground at Location Stake = 7409.3'

Elev. Graded Ground at Location Stake = 7408.1'

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

MILLER, DYER & CO. LLC.

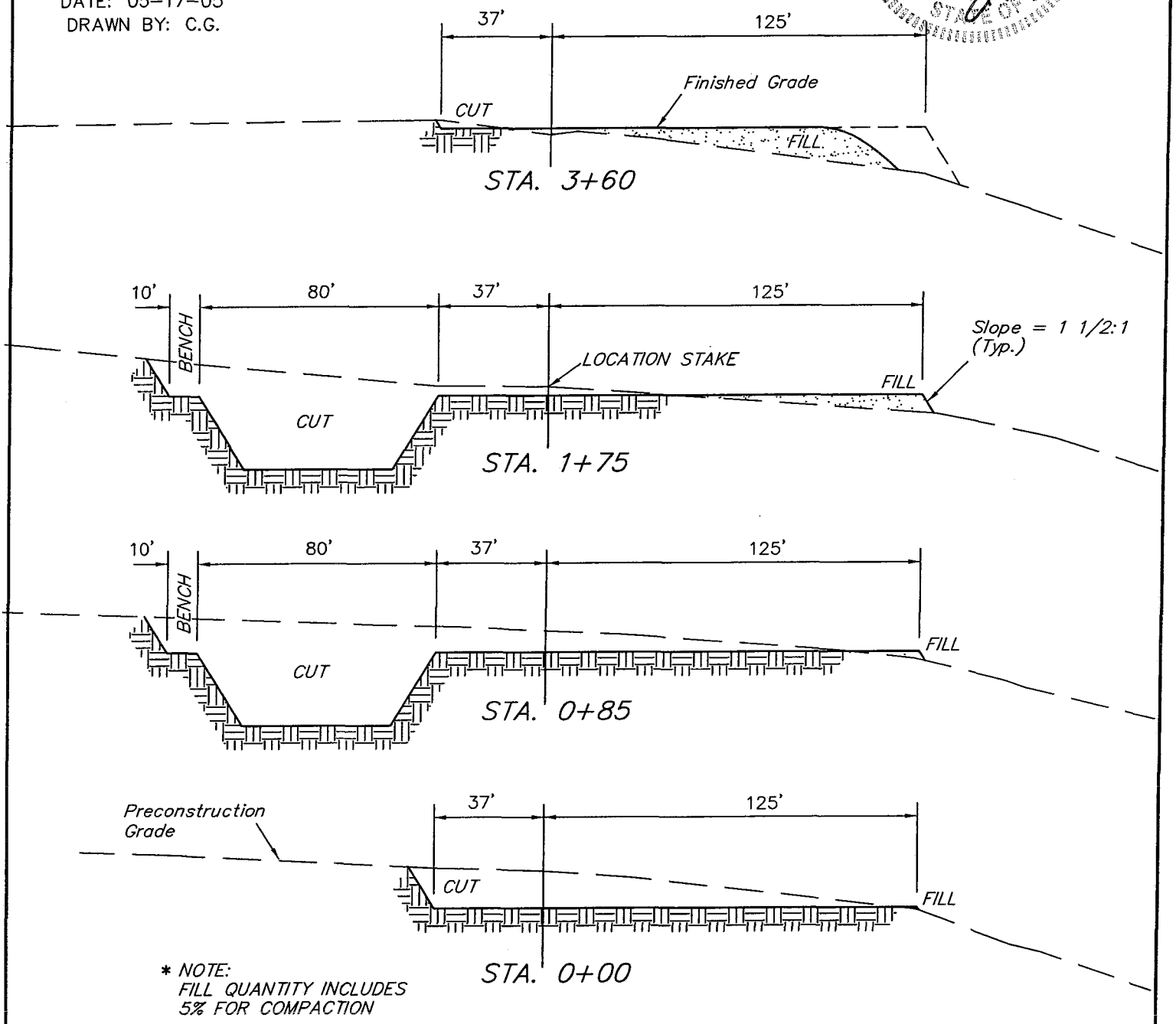
TYPICAL CROSS SECTIONS FOR

FLAT ROCK #3-29-14-20
SECTION 29, T14S, R20E, S.L.B.&M.
881' FNL 2123' FWL

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

DATE: 05-17-05
DRAWN BY: C.G.

REGISTERED LAND SURVEYOR No. 161319 ROBERT L. KAY STATE OF UTAH



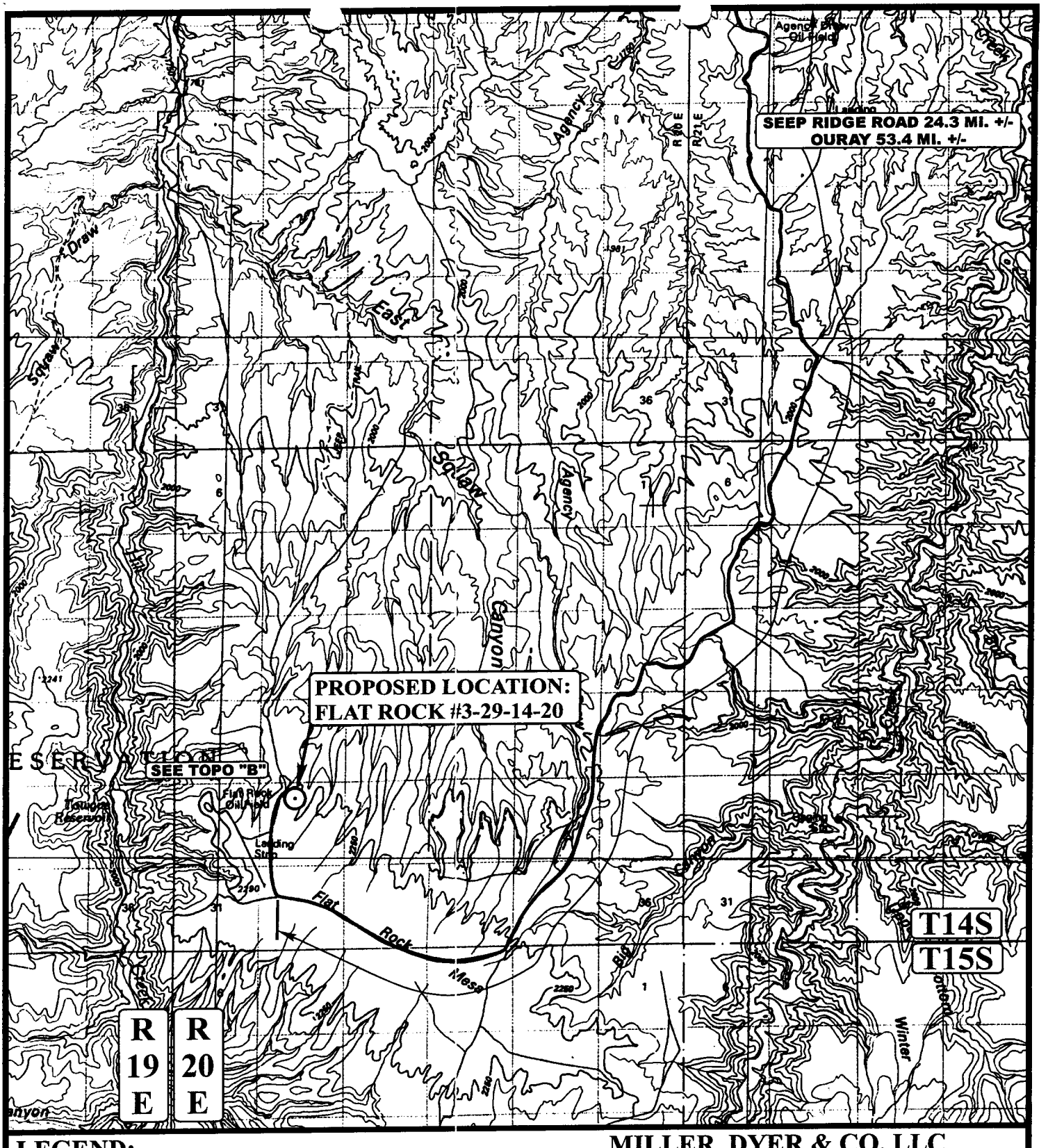
* NOTE:
FILL QUANTITY INCLUDES
5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT
(12") Topsoil Stripping = 2,910 Cu. Yds.
Remaining Location = 4,740 Cu. Yds.
TOTAL CUT = 7,650 CU.YDS.
FILL = 3,580 CU.YDS.

EXCESS MATERIAL = 4,070 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.) = 4,070 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation) = 0 Cu. Yds.

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



LEGEND:

⊙ PROPOSED LOCATION

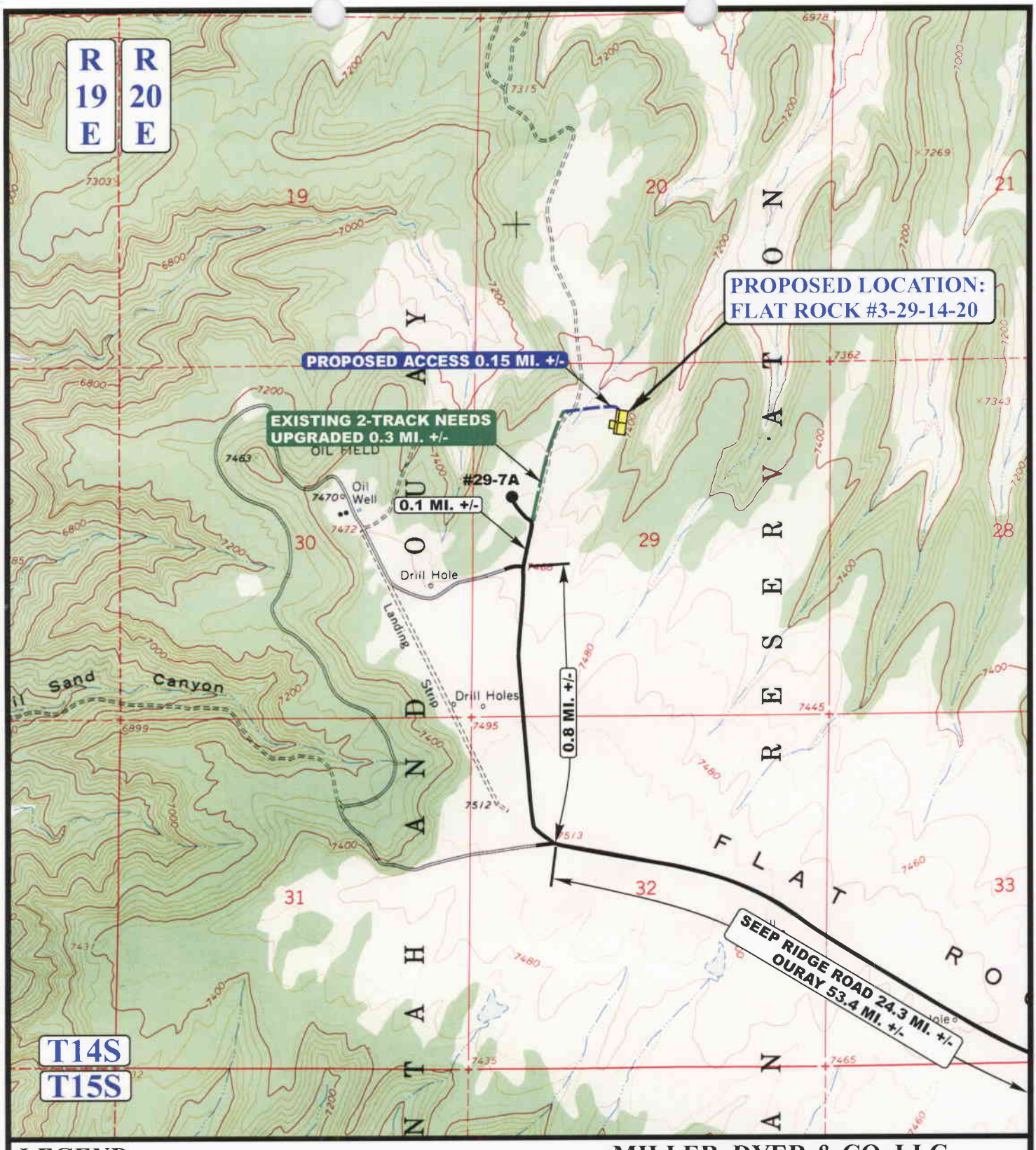
N

MILLER, DYER & CO. LLC

FLAT ROCK #3-29-14-20
SECTION 29, T14S, R20E, S.L.B.&M.
NE 1/4 NW 1/4

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

TOPOGRAPHIC MAP	05 MONTH	13 DAY	05 YEAR	A TOPO
SCALE: 1:100,000	DRAWN BY: C.P.	REVISED: 00-00-00		



LEGEND:

EXISTING ROAD

PROPOSED ACCESS ROAD

EXISTING 2-TRACK NEEDS UPGRADED

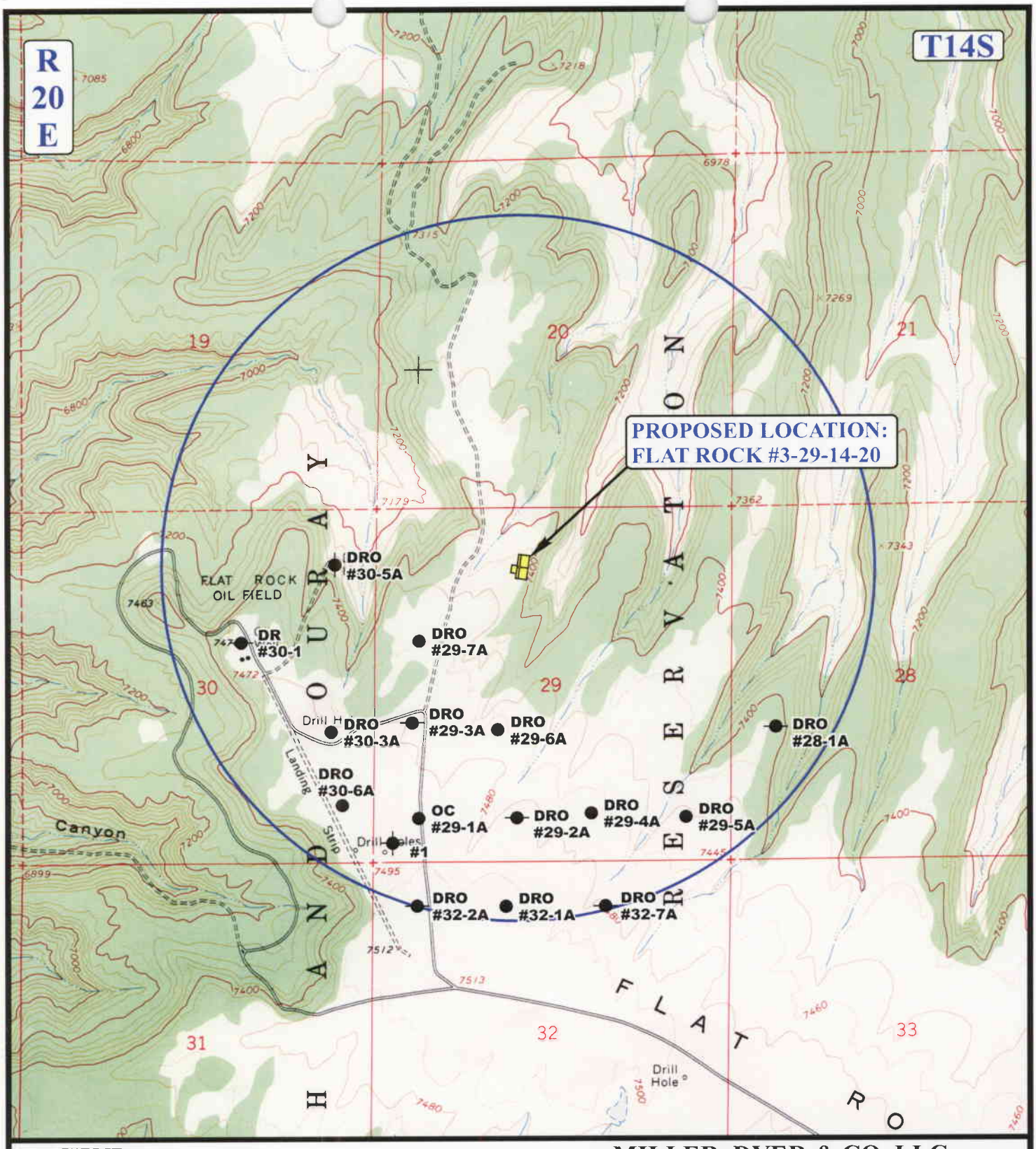
N

MILLER, DYER & CO. LLC

FLAT ROCK #3-29-14-20
SECTION 29, T14S, R20E, S.L.B.&M.
NE 1/4 NW 1/4

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

TOPOGRAPHIC MAP	05 MONTH	13 DAY	05 YEAR	B TOPO
SCALE: 1" = 2000'	DRAWN BY: C.P.	REVISED: 00-00-00		



LEGEND:

- DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED

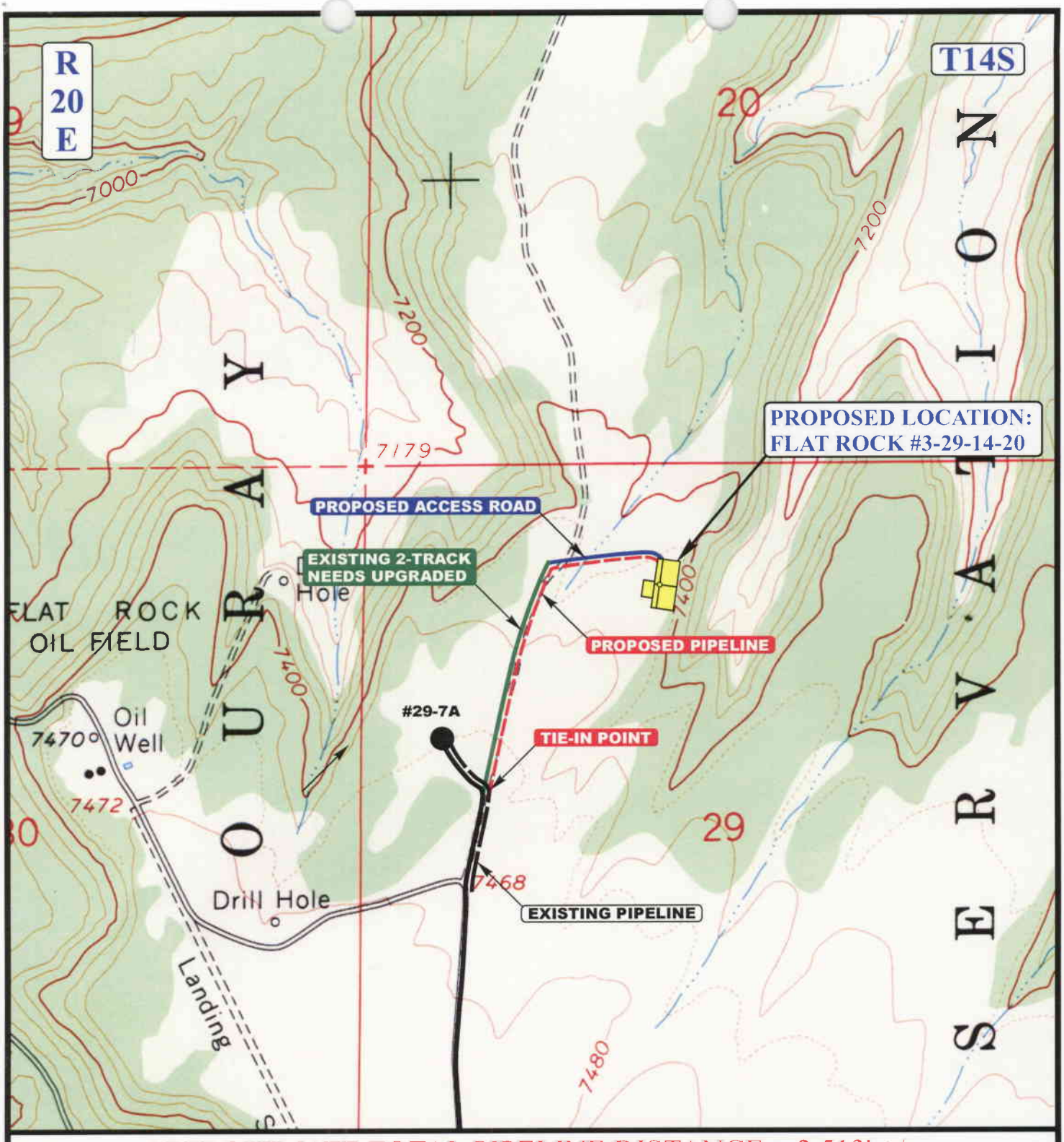
N

MILLER, DYER & CO. LLC

FLAT ROCK #3-29-14-20
SECTION 29, T14S, R20E, S.L.B.&M.
NE 1/4 NW 1/4

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

TOPOGRAPHIC MAP	05 MONTH	13 DAY	05 YEAR	C TOPO
SCALE: 1" = 2000'	DRAWN BY: C.P.	REVISED: 00-00-00		



APPROXIMATE TOTAL PIPELINE DISTANCE = 2,513' +/-

LEGEND:

PROPOSED ACCESS ROAD
EXISTING PIPELINE
PROPOSED PIPELINE

N

MILLER, DYER & CO. LLC

FLAT ROCK #3-29-14-20
SECTION 29, T14S, R20E, S.L.B.&M.
NE 1/4 NW 1/4

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

TOPOGRAPHIC MAP	05 MONTH	13 DAY	05 YEAR	D TOPO
SCALE: 1" = 1000'	DRAWN BY: C.P.	REVISED: 00-00-00		

MILLER, DYER & CO. LLC
FLAT ROCK #3-29-14-20
SURFACE USE AREA & CORRIDOR RIGHT-OF-WAY
SECTION 29, T14S, R20E, S.L.B.&M.

TOTAL CORRIDOR RIGHT-OF-WAY ON UTE TRIBAL LANDS

TOTAL LENGTH OF RIGHT-OF-WAY IS 2508.37' OR 0.475 MILES. WIDTH OF RIGHT-OF-WAY IS 30' (15' PERPENDICULAR ON EACH SIDE OF THE CENTERLINE). CONTAINS 1.728 ACRES MORE OR LESS.

ENGINEER'S AFFIDAVIT

STATE OF UTAH)
) SS
COUNTY OF UINTAH)

ROBERT L. KAY, BEING FIRST DULY SWORN DEPOSES AND STATES THAT HE IS THE REGISTERED LAND SURVEYOR, FOR MILLER, DYER & CO. LLC, THAT THESE SURVEYS WERE MADE BY HIM (OR UNDER HIS SUPERVISION); THAT HE HAS EXAMINED THE FIELD NOTES OF THE SURVEYS OF THE SURFACE USE AREA AND CORRIDOR RIGHT-OF-WAY AS DESCRIBED AND SHOWN ON THIS MAP, THAT THIS MAP WAS PREPARED UNDER HIS DIRECTION FROM SAID FIELD NOTES; AND THAT SAID RIGHT-OF-WAY, 0.475 MILES IN LENGTH BEGINNING AND ENDING AS SHOWN ON THIS MAP IS ACCURATELY REPRESENTED.

No. 161319
ROBERT L. KAY
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

ACKNOWLEDGEMENT

SUBSCRIBED AND SWORN BEFORE ME THIS 21 DAY OF June 2005.

MY COMMISSION EXPIRES Aug 17, 2006.

NOTARY PUBLIC
VERNAL, UTAH

NOTARY PUBLIC
TRACY L. MILLINE
[illegible] East 500 South
Vernal, Utah 84078
My Commission Expires
August 17, 2006
STATE OF UTAH

APPLICANT'S CERTIFICATE

I, JEFF LANG, DO HEREBY CERTIFY THAT I AM THE AGENT FOR MILLER, DYER & CO. LLC, HEREINAFTER DESIGNATED THE APPLICANT; THAT ROBERT L. KAY WHO SUBSCRIBED TO THE FOREGOING AFFIDAVIT, IS EMPLOYED BY THE APPLICANT AS A LAND SURVEYOR AND THAT HE WAS DIRECTED BY THE APPLICANT TO SURVEY THE LOCATION OF THIS SURFACE USE AREA AND CORRIDOR RIGHT-OF-WAY, 0.475 MILES IN LENGTH BEGINNING AT STA. *0+00 AND ENDING* AT STA. 25+08.37, THAT SAID SURFACE USE AREA AND CORRIDOR RIGHT-OF-WAY ARE ACCURATELY REPRESENTED ON THIS MAP; THAT SUCH SURVEY AS REPRESENTED ON THIS MAP HAS BEEN ADOPTED BY THE APPLICANT AS THE DEFINITE LOCATION OF THE RIGHT-OF-WAY THEREBY SHOWN; AND THAT THE MAP HAS BEEN PREPARED TO BE FILED WITH THE SECRETARY OF THE INTERIOR OR HIS DULY AUTHORIZED REPRESENTATIVE AS PART OF THE APPLICATION FOR SAID RIGHT-OF-WAY TO BE GRANTED THE APPLICANT, ITS SUCCESSORS AND ASSIGNS, WITH THE RIGHT TO CONSTRUCT, MAINTAIN, AND REPAIR IMPROVEMENTS, THEREON AND THEREOVER, FOR SUCH PURPOSES, AND WITH THE FURTHER RIGHT IN THE APPLICANT, ITS SUCCESSORS AND ASSIGNS TO TRANSFER THIS RIGHT-OF-WAY BY ASSIGNMENT, GRANT, OR OTHERWISE.

APPLICANT

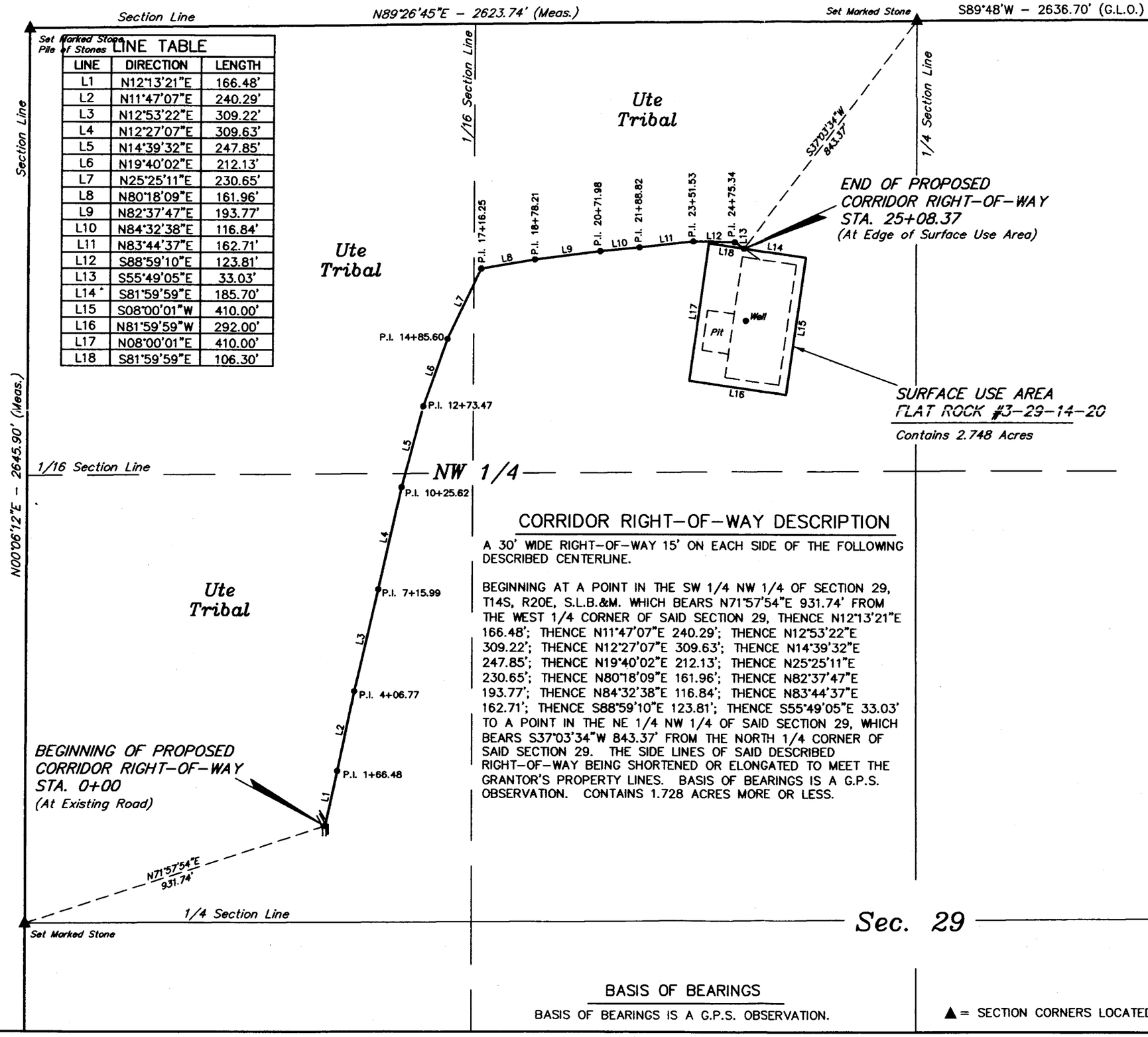
6/22/05
TITLE

MILLER, DYER & CO. LLC

LOCATION SURFACE USE AREA & CORRIDOR RIGHT-OF-WAY ON UTE TRIBAL LANDS

(For FLAT ROCK #3-29-14-20)

LOCATED IN
SECTION 29, T14S, R20E, S.L.B.&M.
UINTAH COUNTY, UTAH



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N12°13'21"E	166.48'
L2	N11°47'07"E	240.29'
L3	N12°53'22"E	309.22'
L4	N12°27'07"E	309.63'
L5	N14°39'32"E	247.85'
L6	N19°40'02"E	212.13'
L7	N25°25'11"E	230.65'
L8	N80°18'09"E	161.96'
L9	N82°37'47"E	193.77'
L10	N84°32'38"E	116.84'
L11	N83°44'37"E	162.71'
L12	S88°59'10"E	123.81'
L13	S55°49'05"E	33.03'
L14	S81°59'59"E	185.70'
L15	S08°00'01"W	410.00'
L16	N81°59'59"W	292.00'
L17	N08°00'01"E	410.00'
L18	S81°59'59"E	106.30'

CORRIDOR RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SW 1/4 NW 1/4 OF SECTION 29, T14S, R20E, S.L.B.&M. WHICH BEARS N71°57'54"E 931.74' FROM THE WEST 1/4 CORNER OF SAID SECTION 29, THENCE N12°13'21"E 166.48'; THENCE N11°47'07"E 240.29'; THENCE N12°53'22"E 309.22'; THENCE N12°27'07"E 309.63'; THENCE N14°39'32"E 247.85'; THENCE N19°40'02"E 212.13'; THENCE N25°25'11"E 230.65'; THENCE N80°18'09"E 161.96'; THENCE N82°37'47"E 193.77'; THENCE N84°32'38"E 116.84'; THENCE N83°44'37"E 162.71'; THENCE S88°59'10"E 123.81'; THENCE S55°49'05"E 33.03' TO A POINT IN THE NE 1/4 NW 1/4 OF SAID SECTION 29, WHICH BEARS S37°03'34"W 843.37' FROM THE NORTH 1/4 CORNER OF SAID SECTION 29. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.728 ACRES MORE OR LESS.

BASIS OF BEARINGS

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

▲ = SECTION CORNERS LOCATED.

SCALE

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN THE NE 1/4 NW 1/4 OF SECTION 29, T14S, R20E, S.L.B.&M. WHICH BEARS S37°03'34"W 843.37' FROM THE NORTH 1/4 CORNER OF SAID SECTION 29, THENCE S81°59'59"E 185.70'; THENCE S08°00'01"W 410.00'; THENCE N81°59'59"W 292.00'; THENCE N08°00'01"E 410.00'; THENCE S81°59'59"E 106.30' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 2.748 ACRES MORE OR LESS.

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.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

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

SCALE	DATE
1" = 300'	05-17-05
PARTY: J.F. Z.G. C.G.	REFERENCES: G.L.O. PLAT
WEATHER: WARM	FILE: 43913

WORKSHEET

APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 06/27/2005

API NO. ASSIGNED: 43-047-36795

WELL NAME: FLAT ROCK 3-29-14-20

OPERATOR: MILLER, DYER & CO, LLC (N2580)

CONTACT: JEFF LANG

PHONE NUMBER: 303-292-0949

PROPOSED LOCATION:

NENW 29 140S 200E

SURFACE: 0881 FNL 2123 FWL

BOTTOM: 0881 FNL 2123 FWL

UINTAH

FLAT ROCK (600)

LEASE TYPE: 1 - Federal

LEASE NUMBER: U-10166

SURFACE OWNER: 2 - Indian

PROPOSED FORMATION: WINGT

COALBED METHANE WELL? NO

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LATITUDE: 39.57514

LONGITUDE: -109.7030

RECEIVED AND/OR REVIEWED:

✓ Plat

✓ Bond: Fed[1] Ind[] Sta[] Fee[]
(No. RLB0008085)

N Potash (Y/N)

N Oil Shale 190-5 (B) or 190-3 or 190-13

✓ Water Permit
(No. 49-1667)

N RDCC Review (Y/N)
(Date:)

N/A Fee Surf Agreement (Y/N)

LOCATION AND SITING:

___ R649-2-3.

Unit ___

___ R649-2-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells

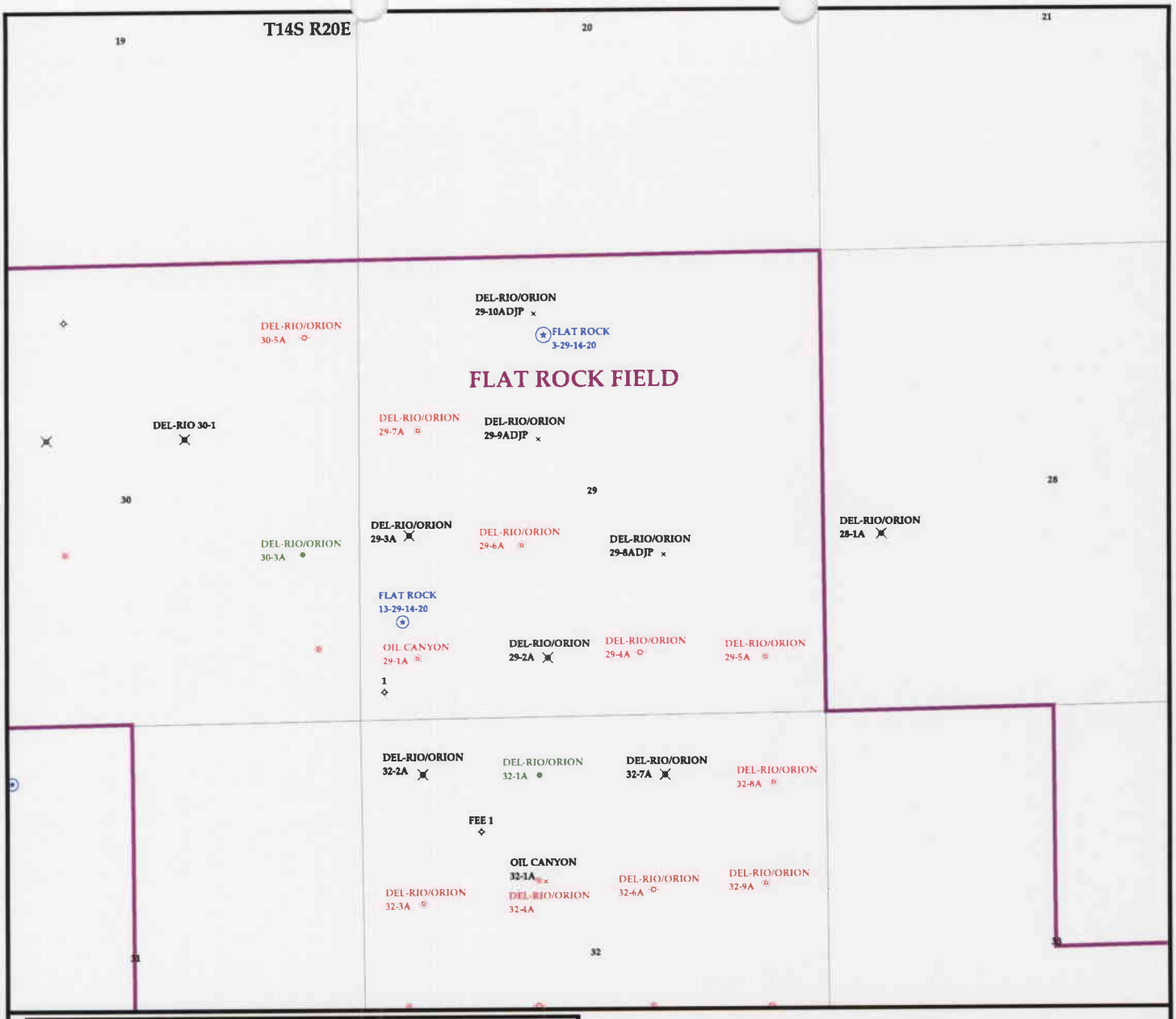
✓ R649-3-3. **Exception**

___ Drilling Unit
Board Cause No: ___
Eff Date: ___
Siting: ___

___ R649-3-11. Directional Drill

COMMENTS: ___

STIPULATIONS: 1- Federal Approval
2- Spacing Stip



OPERATOR: MILLER,DYER & CO LLC (N2580)

SEC: 29 T. 14S R. 20E

FIELD: FLAT ROCK (600)

COUNTY: UINTAH

SPACING: R649-3-3 / EXCEPTION LOCATION

Utah Oil Gas and Mining

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

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

Fields.shp
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

N
W E
S

PREPARED BY: DIANA WHITNEY
DATE: 27-JUNE-2005

MILLER
DYER & CO. LLC

475 Seventeenth Street, Suite 1200
Denver, Colorado 80202
P: 303-292-0949
F: 303-292-3901

RECEIVED
JUL 11 2005
DIV. OF OIL, GAS & MINING

July 8, 2005

Via: FAX (801) 359 3940

Ms Diana Whitney
Division of Oil, Gas and Mining
P O Box 145801
Salt Lake City, UT 84114-5801

RE: Exception Location to Drill
Flat Rock #3-29-14-20
Section 29, T14S R20E
U-10166
Uintah County, Utah

Dear Ms Whitney:

Miller, Dyer & Co. LLC, as Operator, is proposing to drill and has made application with the Division of Oil, Gas and Mining ("DOGM") for a permit to drill the following well:

Flat Rock #3-29-14-20
Location: 2123' FWL, 881' FNL, (NENW) Section 29, T14S R20E, Uintah County, Utah
Lease: U-10166; Record Title Owner – Chicago Energy Associates, LLC
Designated Operator: Miller, Dyer & Co. LLC (Designation on file with DOGM & SITLA)

Pursuant to Rule R649-3-3, Miller, Dyer & Co. LLC is making application and seeking DOGM's administrative authority to grant an exception to the locating and siting requirements for this well.

The Flat Rock #3-29-14-20 well is approximately 21' outside of the 200' drilling tolerance from the center of the 40-acre drilling unit designated as the NENW of Section 29. The present location of this well as surveyed and staked allows access the Entrada Formation as observed by our seismic survey.

Chicago Energy Associates, LLC is the owner within a 460-foot radius of the proposed well location and is the owner of directly and diagonally offsetting drilling units of the proposed well location.

Miller-Dyer and Chicago Energy Associates, LLC respectfully requests an administrative approval by the division of an exception location for the well referenced above.

Yours truly,
MILLER, DYER & CO. LLC

Jeff Lang
Vice President of Operations

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

Department of Natural Resources

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas & Mining

JOHN R. BAZA
Division Director

July 11, 2005

Miller, Dyer & CO., LLC
475 17th St., Suite 1200
Denver, CO 80202

Re: Flat Rock 3-29-14-20 Well, 881' FNL, 2123' FWL, NE NW, Sec. 29, T. 14 South, R. 20 East, Uintah County, Utah

Gentlemen:

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

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

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-36795.

Sincerely,

Gil Hunt
Acting Associate Director

pab
Enclosures

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

1594 West North Temple, Suite 1210, PO Box 145801, Salt Lake City, UT 84114-5801
telephone (801) 538-5340 • facsimile (801) 359-3940 • TTY (801) 538-7458 • *www.ogm.utah.gov*

Operator: Miller, Dyer & CO., LLC

Well Name & Number Flat Rock 3-29-14-20

API Number: 43-047-36795

Lease: U-10166

Location: NE NW **Sec.** 29 **T.** 14 South **R.** 20 East

Conditions of Approval

1. General

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

2. Notification Requirements

   Notify the Division within 24 hours of spudding the well.

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

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

   - Contact Dan Jarvis at (801) 538-5338

3. Reporting Requirements

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

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

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

UDOGM

RECEIVED
JUN 27 2005
BLM VERNAL, UTAH

Form 3160-3
(August 1999)

FORM APPROVED
OMB No. 1004-0136
Expires November 30, 2000

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

5. Lease Serial No.: U-10166

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

1a. Type of Work: ☒ DRILL ☐ REENTER

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

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

8. Lease Name and Well No.: Flat Rock 3-29-14-20

2. Name of Operator: Miller, Dyer & Co., LLC

9. API Well No.: 43-047-36795

3a. Address: 475 17th St. Suite 1200 Denver, CO 80202

3b. Phone No. *(include area code)*: 303-292-0949

10. Field and Pool, or Exploratory: Flat Rock

4. Location of Well *(Report location clearly and in accordance with any State requirements.*)*
At surface 881 FNL 2123 FWL NENW
At proposed prod. zone Same

11. Sec., T., R., M., or Blk. and Survey or Area: Sec. 29, T14S, R20E, SLB&M

14. Distance in miles and direction from nearest town or post office*: See Topo Map "A" (Attached)

12. County or Parish: Uintah

13. State: Utah

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any)	16. No. of Acres in lease	17. Spacing Unit dedicated to this well
881'	1280	40
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft.	**19. Proposed Depth**	**20. BLM/BIA Bond No. on file**
1800'	12,350'	UTB000058
21. Elevations (Show whether DF, KDB, RT, GL, etc.)	**22. Approximate date work will start***	**23. Estimated duration**
7409' GL	09/01/2005	1 Month

24. Attachments

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

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

25. Signature: [signature] — Name *(Printed/Typed)*: Jeff Lang — Date: 6/22/05

Title: Vice President of Operations

Approved by *(Signature)*: [signature] — Name *(Printed/Typed)* — Date: 10/13/2005

Title: Assistant Field Manager, Mineral Resources — Office

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

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

**(Instructions on reverse)*

NOTICE OF APPROVAL

CONDITIONS OF APPROVAL ATTACHED

UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE
170 South 500 East VERNAL, UT 84078 (435) 781-4400

CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company:	**Miller, Dyer & Co., LLC**	**Location:**	**NENW Sec 29, T14S, R20E**
Well No:	**Flat Rock 3-29-14-20**	**Lease No:**	**UTU-10166**

Petroleum Engineer: Matt Baker	Office: 435-781-4490	Cell: 435-828-4470
Petroleum Engineer: Michael Lee	Office: 435-781-4432	Cell: 435-828-7875
Supervisory Petroleum Technician: Jamie Sparger	Office: 435-781-4502	Cell: 435-828-3913
BLM FAX Machine	435-781-4410	

A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR FIELD REPRESENTATIVE TO INSURE COMPLIANCE

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval.. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations.

Downhole Conditions of Approval

All provisions outlined in Onshore Oil and Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

SITE SPECIFIC DOWNHOLE CONDITIONS OF APPROVAL

1. All BOPE shall be 3M rated.

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

1. There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well. Any changes in operation must have prior approval from the BLM, Vernal Field Office Petroleum Engineers.

2. The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.

3. **Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.**

4. Blowout prevention equipment (BOPE) will remain in use until the well is completed or abandoned. Closing unit controls must remain unobstructed and readily accessible at all times. Choke manifolds must be located outside of the rig substructure.

   All BOPE components will be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil and Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests must be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test must be reported in the driller's log.

   BOP drills must be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil and Gas Order No. 2.

   Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.

   No aggressive/fresh hard-banded drill pipe shall be used within casing.

5. All shows of fresh water and minerals will be reported and protected. A sample will be taken of any water flows and a water analysis furnished the BLM, Vernal Field Office. All oil and gas shows will be adequately tested for commercial possibilities, reported, and protected.

6. No location will be constructed or moved, no well will be plugged, and no drilling or workover equipment will be removed from a well to be placed in a suspended status without prior approval of the BLM, Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM, Vernal Field Office must be obtained and notification given before resumption of operations.

7. Chronologic drilling progress reports must be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.

   Any change in the program must be approved by the BLM, Vernal Field Office. "Sundry Notices and Reports on Wells" (Form BLM 3160-5) must be filed for all changes of plans and other operations in accordance with 43 CFR ' 3162.3-2.

   Emergency approval may be obtained orally, but such approval does not waive the written report requirement. Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, will require the filing of a suitable plan pursuant to Onshore Oil and Gas Order No. 1 of 43 CFR 3164.1 and prior approval by the BLM, Vernal Field Office.

   In accordance with 43 CFR ' 3162.4-3, this well must be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report should be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.

8. Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) will be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) will be submitted only when requested by the BLM, Worland Field Office.

9. All off-lease storage, off-lease measurement, or commingling on-lease or off-lease will have prior written approval from the BLM, Vernal Field Office.

   All measurement points shall be identified as point of sales or allocation for royalty determination prior to the installation of facilities.

10. Oil and gas meters will be calibrated in place prior to any deliveries. The Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports will be submitted to the BLM, Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement.

11. A schematic facilities diagram as required by Onshore Oil and Gas Order No. 3 shall be submitted to the BLM, Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil and Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil and Gas Order No. 3.

12. This APD is approved subject to the requirement that, should the well be successfully completed for production, the BLM, Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:

    a. Operator name, address, and telephone number.
    b. Well name and number.
    c. Well location (¼¼, Sec., Twn, Rng, and P.M.).
    d. Date well was placed in a producing status (date of first production for which royalty will be paid).
    e. The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).

f. The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
g. Unit agreement and / or participating area name and number, if applicable.
h. Communitization agreement number, if applicable.

13. Any venting or flaring of gas will be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from Field Office Petroleum Engineers.

14. All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events as defined in NTL3A, will be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.

15. Pursuant to Onshore Oil and Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method should be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.

16. Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

- A 30 foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
- A qualified Archeologist accompanied by a Tribal Technician will monitor construction of pipelines. If pipelines are buried, Right-of-Way must be modified to reflect that with Agency Superintendent approval.
- The Ute Tribe Energy and Minerals Department is to be notified, in writing 48 hours prior to the construction.
- Construction Notice shall be given to the Ute Tribe Energy and Minerals Department Monday through Thursday. The Company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The Company shall inform contractors to maintain construction of pipelines within the approved ROWs.
- The Company shall assure the Ute Tribe that all contractors including subcontractors, leasing contractors, etc. have acquired a current and valid Ute Tribal Business License and have Access Permits prior to construction, and will have these permits in vehicles at all times.
- You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APDs and ROW applications, the Company will notify the Ute Tribe and the BIA in writing, and will receive written authorization of any such change with appropriate authorization (Agency Superintendent).
- The Company will implement and have available upon request a "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
- All Company Employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APDs and/or ROW permissions/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confine to the area examined and approved, and to existing roadways and/or evaluated access routes.
- All personnel shall refrain from collecting artifacts, any paleontological fossils, and disturbing any significant cultural resources in the area.
- Ute Tribe Energy and Minerals Department shall be notified immediately should any cultural remains from sub-surface deposits be exposed or identified during construction. All construction activities will immediately cease.
- All mitigative stipulations contained in the BIA Site Specific Environmental Assessment (EA) will be strictly adhered.
- Upon completion of Application for Corridor Right-of-Way, the Company will notify the Ute Tribe Energy and Minerals Department so a Tribal technician can verify Affidavit of Completion.
- Secondary containment must be adequate.
- Berm entire location from corner #8 to corner #10 to keep fluids on location.
- Paint all tanks and equipment juniper green or equivalent to blend with the surroundings.
- Use appropriate pipeline crossings to access road.
- Use silt catchment structure where horse trail crosses access road to prevent further erosion.

#4304736795
14S 20E 29

November 2, 2005

State of Utah
Department of Natural Resources
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, Utah 84114-5801
Attn: Mr. Dustin Doucet

Dear Mr. Doucet,

Attached are two copies of a proposed revision Miller, Dyer and Co. wishes to make to two drilling permits you have previously approved. We would like to set larger surface casing to a greater depth than previously planned. This will allow us more options should we encounter difficulties while drilling the wells.

Your prompt attention to this matter is greatly appreciated. If you have any questions, please call me at 303-292-0949 x102.

Sincerely,

Jeffrey H. Lang
Vice President – Operations
Miller, Dyer & Co. LLC
475 Seventeenth Street, Suite 1200
Denver, Colorado 80202

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FORM 3160-5
(June 1990)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE

5. Lease Designation and Serial No.: U-10166
6. If Indian, Allottee or Tribe Name:
7. If unit or CA, Agreement Designation: N/A
8. Well Name and No.: Flat Rock 3-29-14-20
9. API Well No.: 43-047-36795
10. Field and Pool, or Exploratory Area: Flat Rock
11. County or Parish, State: Uintah, UT

1. Type of Well: [ ] Oil Well [X] Gas well [ ] Other
2. Name of Operator: Miller, Dyer & Co. LLC
3. Address and Telephone No.: 475 17th Street, Suite 1200
4. Location of Well (Footage, Sec., T., R., M., or Survey Description): 881 FNL 2123 FWL NENW 29 14S 20E S

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

TYPE OF SUBMISSION	TYPE OF ACTION	
[X] Notice of Intent	[ ] Abandonment	[X] Change of Plans
[ ] Subsequent Report	[ ] Recompletion	[ ] New Construction
[ ] Final Abandonment Notice	[ ] Plugging Back	[ ] Non-Routine Fracturing
	[ ] Casing repair	[ ] Water Shut-off
	[ ] Altering Casing	[ ] Conversion to Injection
	[ ] Other _____	[ ] Dispose Water

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

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

Revision to the surface casing design previously submitted for this well. Instead of setting 2400' of 24#, 8-5/8", J-55, STC surface casing, Miller, Dyer & Co. wishes to set 3150' of 36#, 9-5/8", J-55, STC surface casing. To facilitate this, a 12-1/4" surface hole will be drilled instead of an 11" surface hole. The surface cementing design will then be modified as described in the attachment. Once the surface casing is set and cemented, a 8-3/4" production hole will be drilled instead of the 7-7/8" hole originally proposed. A 5-1/2" production string will then be set which will include 5000' of new 17", L-80, LTC casing that Miller, Dyer & Co already owns. The resultant changes to the cementing program for the production string are included as well as the stress analysis for both the 9-5/8" and 5-1/2" casing strings.

The larger surface casing is being run to facilitate the setting of a 7" intermediate if difficult drilling or hole conditions warrant this. It is not our intent to set an intermediate string, but we will certainly acquire the proper authorizations should this become necessary.

COPY SENT TO OPERATOR
Date: 11-15-05
Initials: CHD

14. I hereby certify that the foregoing is true and correct
Signed _____ Title **Vice President of Operations** Date November 1, 2005

(This space of Federal or State office use.)

Approved by _____ Title _____ Date _____

Conditions of approval, if any:

Accepted by the Utah Division of Oil, Gas and Mining
Date: 11/14/05
By: [signature]

Federal Approval Of This Action Is Necessary

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

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DIV. OF OIL, GAS & MINING

***See Instruction on Reverse Side**

DRILLING PLAN REVISIONS
MILLER, DYER & CO. LLC
November 1, 2005

Flat Rock #3-29-14-20
NENW Section 29 T14S-R20E

Proposed Casing Program

	Setting Depth	Hole Size	Casing O.D.	Grade	Weight/Ft.	Thread
Conductor	40'	20"	16"	Conductor	0.250" wall	
Surface	3,150'	12-1/4"	9-5/8"	J-55	36#	STC
Production	0'-1,500'	8-3/4"	5-1/2"	N-80	17#	Buttress
	1,500'-5,350'	8-3/4"	5-1/2"	N-80	17#	LTC
	5,350'-10,350'	8-3/4"	5-1/2"	L-80	17#	LTC
	10,350'-12,350'	8-3/4"	5-1/2"	N-80	20#	LTC

- Subject to review on the basis of actual conditions encountered. Production casing depth will be adjusted based on results.
- **Depending on availability, we may substitute 17#, P-110, LTC instead of the 20#, N-80, LTC for the bottom 2000' (10,350' – 12,350') of the 5-1/2" production string**

Proposed Cementing Program

Conductor Casing: 0'-40'

Ready Mix to surface

Surface Casing: 0'-3,150'

Lead Cement:

0'-2800'
11.0 ppg Hi-Fill
16% gel
10 #/sk gilsonite
3% salt
3 #/sk GR-3 (ground rubber)
¼ #/sk cello flake
Cement yield = 3.82 ft3/sk w/ 23 gal/sk water
Annular volume = 2800' * 0.3132 ft3/ft = 877.0 ft3
Excess = 40%
Total volume w/ excess = 877.0 ft3 * 1.40 = 1227.8 ft3
Lead Cement Requirement = 1227.8 ft3 / 3.82 ft3/sk = **321 sks**

Tail Cement:

2800'-3150' plus shoe joint
15.8 ppg Class G
1% CaCl2
¼ #/sk cello flake
Cement yield = 1.15 ft3/sk w/ 5 gal/sk water
Annular volume = 350' * 0.3132 ft3/ft = 109.6 ft3
Excess = 35%
Total annular volume w/ excess = 109.6 ft3 * 1.35 = 148.0 ft3
Shoe volume = 45' * 0.4340 ft3/ft = 19.5 ft3
Excess (shoe) = 0%
Total volume w/ excess (incl. shoe) = 148.0 + 19.5 = 167.5 ft3
Tail Cement Requirement = 167.5 ft3 / 1.15 ft3/sk = **146 sks**

Displacement Volume:

3105' * 0.0773 bbl/ft = 240.0 bbls

Top Out Cement:

0-200' (displaced down backside w/ 1" string)
15.8 ppg Class G
3% CaCl2
¼ #/sk cello flake
Cement yield = 1.15 ft3/sk w/ 5 gal/sk water
Annular volume = 200' * 0.3132 ft3/ft = 62.6 ft3
Excess = 40%
Total volume w/ excess = 62.6 ft3 * 1.40 = 87.7 ft3
Top Out Cement Requirement = 87.7 ft3 / 1.15 ft3/sk = **76 sks**

Production Casing: 0'-12,350' (DV Tool @ 9000')

Stage 1
Cement:

9000'-12350'
13.5 ppg Halliburton Poz Premium (or equivalent)
5 #/sk Silicalite Compacted (light weight additive)
0.4% Halad®-344 (low fluid loss control)
0.2% Super CBL (gas migration control)
0.2% HR-12 (retarder)
0.25 #/sk Flocele (lost circulation additive)
0.2% CFR-3 (dispersant)
20% SSA-1 (additive material)
Cement yield = 1.73 ft3/sk w/ 8.2 gal/sk water
Annular volume = 3350' * 0.2526 ft3/ft = 846.2 ft3
Excess = 25%
Total volume w/ excess = 846.2 ft3 * 1.25 = 1057.8 ft3
Shoe volume = 45' * 0.1305 ft3/ft = 5.9 ft3
Excess (shoe) = 0%
Total volume w/ excess (incl. shoe) = 1057.8 + 5.9 = 1063.7 ft3
Stage 1 Cement Requirement = 1063.7 ft3 / 1.73 ft3/sk = **615 sks**

Displacement Volume:
(12350'-45') * 0.0232 bbl/ft = 286 bbls

Stage 2 (DV tool to 500' inside surface casing)
Lead Cement:

2650'-8820'
11.0 ppg Halliburton Hi-Fill (or equivalent)
16% Bentonite (light weight additive)
0.75% Econolite (light weight additive)
10 #/sk gilsonite (lost circulation additive)
0.25 #/sk Flocele (lost circulation additive)
3% salt
1% HR-7 (retarder)
Cement yield = 3.84 ft3/sk w/ 23 gal/sk water
Volume inside surface casing = 500' * 0.1305 ft3/ft = 65.3 ft3
Excess = 0%
Annular volume = 5670' * 0.2526 ft3/ft = 1432.2 ft3
Excess = 25%
Annular volume w/ excess = 1432.2 ft3 * 1.25 = 1790.3 ft3
Total volume = 65.3 + 1790.3 = 1855.6 ft3
Lead Cement Requirement = 1855.6 ft3 / 3.84 ft3/sk = **483 sks**

Tail Cement:

8820' – 9000'
15.8 ppg Premium cement
0.2% HR-5 (retarder)
Cement yield = 1.15 ft3/sk w/ 5 gal/sk water
Annular volume = 180' * 0.2526 ft3/ft = 45.5 ft3
Excess = 25%
Annular volume w/ excess = 45.5 ft3 * 1.25 = 56.9 ft3
Tail Cement Requirement = 50 sks

Displacement Volume:

9000' * 0.0232 bbl/ft = 209 bbls

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Date: 11-01-2005 16:00

U. S. STEEL GENERATED CHECK STRING DESIGN

CASING COMBINATION DESIGN NO	C00979
SUBMITTED BY	Jeff Lang
CUSTOMER	Miller, Dyer & Co.
OUTSIDE DIAMETER	9.625
MUD WEIGHT	8.600
SOUR SERVICE	NO

ITEM NUMBER	LENGTH FEET	ZONE FEET	WEIGHT LB/FT	GRADE	JOINT TYPE	SECTION WEIGHT LB	TOTAL WEIGHT LB
1	3150	0-3150	36	J-55	SHORT ROUND	113400	113400

********** SAFETY-FACTORS **********					
ITEM NUMBER	**EXTERNAL PRESSURE COLLAPSE**	**TENSION YIELD STRENGTH**	**TENSION ULTIMATE STRENGTH**	**INTERNAL YIELD PRESSURE**	**LEAK RESISTANCE**
TARGET	1.125	1.250	1.800	1.000	1.000
1	1.436	3.936	3.471	2.502	6.014

Note: Safety Factors for Internal Yield Pressure (Pipe or joint) and Leak Resistance are based on an Internal Pressure of 1407 PSI.

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Date: 11-01-2005 17:38

U. S. STEEL GENERATED CHECK STRING DESIGN

CASING COMBINATION DESIGN NO	C00981
SUBMITTED BY	Jeff Lang
CUSTOMER	Miller, Dyer & Co.
OUTSIDE DIAMETER	5.500
MUD WEIGHT	9.300
SOUR SERVICE	NO

ITEM NUMBER	LENGTH FEET	ZONE FEET	WEIGHT LB/FT	GRADE	JOINT TYPE	SECTION WEIGHT LB	TOTAL WEIGHT LB
1	1500	0-1500	17	N-80	BUTTRESS	25500	215950
2	3850	1500-5350	17	N-80	LONG ROUND	65450	190450
3	5000	5350-10350	17	L-80	LONG ROUND	85000	125000
4	2000	10350-12350	20	N-80	LONG ROUND	40000	40000

********** SAFETY-FACTORS **********					
ITEM NUMBER	EXTERNAL PRESSURE COLLAPSE	TENSION YIELD STRENGTH	TENSION ULTIMATE STRENGTH	INTERNAL YIELD PRESSURE	LEAK RESISTANCE
TARGET	1.125	1.250	1.800	1.000	1.000
1	6.655	1.838	2.066	1.297	2.699
2	2.116	1.574	1.825	1.297	2.207
3	1.215	2.398	2.706	1.297	2.207
4	1.481	9.226	10.697	1.540	2.207

Note: Safety Factors for Internal Yield Pressure (Pipe or joint) and Leak Resistance are based on an Internal Pressure of 5966 PSI.

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Date: 11-01-2005 19:48

U. S. STEEL GENERATED CHECK STRING DESIGN

CASING COMBINATION DESIGN NO	C00982
SUBMITTED BY	Jeff Lang
CUSTOMER	Miller, Dyer & Co.
OUTSIDE DIAMETER	5.500
MUD WEIGHT	9.300
SOUR SERVICE	NO

ITEM NUMBER	LENGTH FEET	ZONE FEET	WEIGHT LB/FT	GRADE	JOINT TYPE	SECTION WEIGHT LB	TOTAL WEIGHT LB
1	1500	0-1500	17	N-80	BUTTRESS	25500	209950
2	3850	1500-5350	17	N-80	LONG ROUND	65450	184450
3	5000	5350-10350	17	L-80	LONG ROUND	85000	119000
4	2000	10350-12350	17	P-110	LONG ROUND	34000	34000

********** SAFETY-FACTORS **********					
ITEM NUMBER	EXTERNAL PRESSURE COLLAPSE	TENSION YIELD STRENGTH	TENSION ULTIMATE STRENGTH	INTERNAL YIELD PRESSURE	LEAK RESISTANCE
TARGET	1.125	1.250	1.800	1.000	1.000
1	6.749	1.891	2.125	1.297	2.699
2	2.136	1.625	1.884	1.297	2.207
3	1.221	2.519	2.842	1.297	2.207
4	1.254	12.123	13.088	1.784	2.207

Note: Safety Factors for Internal Yield Pressure (Pipe or joint) and Leak Resistance are based on an Internal Pressure of 5966 PSI.

Copyright 2001 United States Steel

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: **MILLER, DYER & CO LLC**

Well Name: **FLAT ROCK 3-29-14-20**

Api No: **43-047-36795** Lease Type: **FEDERAL**

Section **29** Township **14S** Range **20E** County **UINTAH**

Drilling Contractor **PETE MARTIN'S** RIG # **BUCKET**

SPUDDED:

Date **11/05/05**

Time

How **DRY**

Drilling will Commence:

Reported by **JOHN FINDLAY**

Telephone #

Date **11/07/2005** **Signed** **CHD**

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

FORM 6

ENTITY ACTION FORM

Operator: Miller, Dyer & Co., LLC
Address: 475 17th St. Suite 1200
city Denver
state CO zip 80202

Operator Account Number: N 2580
Phone Number: (303) 292-0949

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
047-36795	Flat Rock 3-29-14-20		NENW	29	14S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	15099	11/5/2005			12/15/05	
Comments: WINGT — 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)

Jeff Lang
Name (Please Print)
Signature
Vice President of Operations
Title
12/9/2005
Date

(5/2000)

RECEIVED
DEC 09 2005
DIV. OF OIL, GAS & MINING

FORM 3160-5
(June 1990)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE

5. Lease Designation and Serial No.: U-10166
6. If Indian, Allottee or Tribe Name:
7. If unit or CA, Agreement Designation: N/A
8. Well Name and No.: Flat Rock 3-29-14-20
9. API Well No.: 43-047-36795
10. Field and Pool, or Exploratory Area: Flat Rock
11. County or Parish, State: Uintah, UT

1. Type of Well: [ ] Oil Well [X] Gas well [ ] Other
2. Name of Operator: Miller, Dyer & Co. LLC
3. Address and Telephone No.: 475 17th Street, Suite 1200, Denver, CO 80202 (303) 292-0949
4. Location of Well (Footage, Sec., T., R., M., or Survey Description): 881 FNL 2123 FWL NENW 29 14S 20E S

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

TYPE OF SUBMISSION	TYPE OF ACTION			
[X] Notice of Intent	[ ] Abandonment	[X] Change of Plans
	[ ] Recompletion	[ ] New Construction
[ ] Subsequent Report	[ ] Plugging Back	[ ] Non-Routine Fracturing
	[ ] Casing repair	[ ] Water Shut-off
[ ] Final Abandonment Notice	[ ] Altering Casing	[ ] Conversion to Injection
	[ ] Other _____	[ ] Dispose Water (Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

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

Revision to the casing and cementing program to include an additional string of surface casing. Specifically, Miller, Dyer & Co. wishes to set 200' of 13-3/8", 48#, H-40, STC casing. This would not change the plans for the conductor, surface, or production casing and cementing procedures submitted previously. To facilitate this, a 14-3/4" hole would drilled to 200' after the 16" conductor pipe was set and cemented. Once the 13-3/8" casing was run to 200', the well would be cemented conventionally to surface using 50 sx of 15.8 ppg Class G cement with 2% CaCl2 and 1/4 #/sk cello flake. This calculation assumes an excess of 35% with a cement yield of 1.15 ft3/sk w/ 5 gal/sk of water.

This revision is being made as the surface hole will no longer be drilled with the "spud rig" as originally planned. Instead, the surface hole will be drilled utilizing the deep rig. In the event we need to drill portions of the surface hole utilizing air, the operation will be safer with the addition of the 200' of 13-3/8" surface casing.

14. I hereby certify that the foregoing is true and correct
Signed _____ Title **Vice President of Operations** Date December 20, 2005

(This space of Federal or State office use.)

Approved by _____ Title _____ Federal Approval Of This Action Is Necessary

Conditions of approval, if any:

Accepted by the Utah Division of Oil, Gas and Mining
Date: 12/28/05
By: [signature]

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

RETURN TO OPERATOR
Date: 1-23-06
CHD

*See Instruction on Reverse Side

RECEIVED
DEC 27 2005
DIV. OF OIL, GAS & MINING

FORM 3160-5
(June 1990)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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Use "APPLICATION FOR PERMIT -" for such proposals

SUBMIT IN TRIPLICATE

5. Lease Designation and Serial No.: U-10166
6. If Indian, Allottee or Tribe Name:
7. If unit or CA, Agreement Designation: N/A
8. Well Name and No.: Flat Rock 3-29-14-20
9. API Well No.: 43-047-36795
10. Field and Pool, or Exploratory Area: Flat Rock
11. County or Parish, State: Uintah, UT

1. Type of Well: [ ] Oil Well [X] Gas well [ ] Other
2. Name of Operator: Miller, Dyer & Co. LLC
3. Address and Telephone No.: 475 17th Street, Suite 1200, Denver, CO 80202 (303) 292-0949
4. Location of Well (Footage, Sec., T., R., M., or Survey Description): 881 FNL 2123 FWL NENW 29 14S 20E S

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TYPE OF SUBMISSION	TYPE OF ACTION			
[X] Notice of Intent	[ ] Abandonment		[X] Change of Plans	
[ ] Subsequent Report	[ ] Recompletion		[ ] New Construction	
[ ] Final Abandonment Notice	[ ] Plugging Back		[ ] Non-Routine Fracturing	
	[ ] Casing repair		[ ] Water Shut-off	
	[ ] Altering Casing		[ ] Conversion to Injection	
	[ ] Other		[ ] Dispose Water	

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

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

Revision to the cementing program for the 9-5/8" intermediate casing due to excessive lost circulation during the drilling of the 12-1/4" intermediate hole. The revision entails utilizing a foamed cement instead of a conventional cement due to the formation's inability to support a conventional column of cement. The proposed procedure is attached.

Also, the original plan called for setting a 13-3/8" surface string to 200'. While the hole was drilled to accommodate 200' of casing, we were unable to get the casing past 125' (3 joints). After attempting to ream the hole and run the casing for over 30 hours, the decision was made by our drilling consultant and the wellsite supervisor to cement the casing at 125'. The well was cemented conventionally to surface with no cement fall-back. I apologize for the failure to make the proper notification when this decision was made.

COPY SENT TO OPERATOR
Date: 2-14-06
Initials: CHD

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

Signed _____ Title **Vice President of Operations** Date January 25, 2006

(This space of Federal or State office use.)

Approved by _____ Title _____ Date _____

Conditions of approval, if any:

Accepted by the
Utah Division of
Oil, Gas and Mining
Date: 2/3/06
By: Dan Duncan

Federal Approval Of This
Action Is Necessary

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

***See Instruction on Reverse Side**

RECEIVED
JAN 30 2006
DIV. OF OIL, GAS & MINING

Miller Dyer & Company LLC
475 17th Street Suite 1200
Denver, Colorado 80202

Flat Rock 3-29-14-20

Uintah County, Utah
United States of America

Submitted by:
Aaron James
Halliburton Energy Services
1125 17th Street #1900
Denver, Colorado 80202
303.899.4700

SERVICE CENTER:	Vernal, Utah
SERVICE COORDINATOR.:	Willis Lefevre
OPER. ENGINEER:	Richard Curtice
FRANCHISE LEADER:	Rob Kruger
CMT ENGINEER:	Kyle Scott
PHONE NUMBER:	435 789 2550

HALLIBURTON

Cementing Best Practices

1. Cement quality and weight: You must choose a cement slurry that is designed to solve the problems specific to each casing string.

2. Waiting time: You must hold the cement slurry in place and under pressure until it reaches its' initial set without disturbing it. A cement slurry is a time-dependent liquid and must be allowed to undergo a hydration reaction to produce a competent cement sheath. A fresh cement slurry can be worked (thickening or pump time) as long as it is in a plastic state and before going through its' transition phase. If the cement slurry is not allowed to transition without being disturbed, it may be subjected to changes in density, dilution, settling, water separation, and gas cutting that may lead to a lack of zonal isolation and possible bridging in the annulus.

3. Pipe movement: Pipe movement may be one of the single most influential factors in mud removal. Reciprocation and/or rotation mechanically breaks up gelled mud and changes the flow patterns in the annulus to improve displacement efficiency.

4. Mud properties (for cementing):

Rheology:

Plastic Viscosity (PV) < 15 centipoise (cp)
Yield Point (YP) < 10 lb/100 ft2
These properties should be reviewed with the Mud Engineer, Drilling Engineer, and Company Representative(s) to ensure no hole problems are created.

Gel Strength:

The 10-second/10-minute gel strength values should be such that the 10-second and 10-minute readings are close together or flat (i.e., 5/6). The 30-minute reading should be less than 20 lb/100 ft². Sufficient shear stress may not be achieved on a primary cement job to remove mud left in the hole if the mud were to develop more than 25 lb/100 ft² of gel strength.

Fluid Loss:

Decreasing the filtrate loss into a permeable zone enhances the creation of a thin, competent filter cake. A thin, competent filter cake created by a low fluid loss mud system is desirable over a thick, partially gelled filter cake. A mud system created with a low fluid loss will be more easily displaced. The fluid loss value should be < 15 cc's (ideal would be 5 cc's).

5. Circulation: Prior to cementing circulate hole volume twice, or until well conditioned mud is being returned to the surface. There should be no cutting in the mud returns. An annular velocity of 260 feet per minute is optimum (SPE/IADC 18617), if possible.

6. Flow rate: Turbulent flow is the most desirable flow regime for mud removal. If turbulence cannot be achieved pump at as high a flow rate that can practically and safely be used to create the maximum flow energy. The highest mud removal is achieved when the maximum flow energy is obtained.

7. Pipe Centralization: This Cement will take the path of least resistance, therefore proper centralization is important to help prevent the casing from contacting the borehole wall. A minimum standoff of 70% should be targeted for optimum displacement efficiency.

8. Rat hole: A weighted viscous pill placed in the rat hole prior to cementing will minimize the risk of higher density cement mixing with lower density mud when the well is static.

9. Top and Bottom plugs: A top and bottom plug are recommended to be run on all primary casing jobs. The bottom plug should be run after the spacer and ahead of the first cement slurry.

10. Spacers and flushes: Spacers and/or flushes should be used to prevent contamination between the cement slurry and the drilling fluid. They are also used to clean the wellbore and aid with bonding. To determine the volume, either a minimum of 10 minutes contact time or 1000 ft. of annular fill, whichever is greater, is recommended.

Job Information — *Surface Foam Cement Option*

Flat Rock	3-29-14-20
Surface Openhole	0 - 3150 ft (MD) 0 - 3150 ft (TVD)
Inner Diameter	12.250 in
Job Excess	100 %
Surface Casing	0 - 3150 ft (MD) 0 - 3150 ft (TVD)
Outer Diameter	9.625 in
Inner Diameter	8.921 in
Linear Weight	36 lbm/ft
Casing Grade	J-55
Job Excess	0 %
Mud Type	Water Based Mud
Mud Weight	8.50 lbm/gal
BHST	120 degF
BHCT	95 degF

Calculations — Surface Foam Cement Option

Spacer:	
Total Spacer	= 56.15 ft^3
	= 10.00 bbl
Spacer:	
Total Spacer	= 112.29 ft^3
	= 20.00 bbl
Spacer:	
Total Spacer	= 56.15 ft^3
	= 10.00 bbl
Cement : (1500.00 ft fill)	
1500.00 ft * 0.3132 ft^3/ft * 100 %	= 939.56 ft^3
Total Foamed Lead Cement	= 939.56 ft^3
	= 167.34 bbl
Sacks of Cement	= 416 sks
Cement : (1300.00 ft fill)	
1300.00 ft * 0.3132 ft^3/ft * 100 %	= 814.29 ft^3
Total Foamed Lead Cement	= 814.29 ft^3
	= 145.03 bbl
Sacks of Cement	= 442 sks
Cement : (350.00 ft fill)	
350.00 ft * 0.3132 ft^3/ft * 100 %	= 219.23 ft^3
Tail Cement	= 219.23 ft^3
	= 39.05 bbl
Shoe Joint Volume: (45.00 ft fill)	
45.00 ft * 0.4341 ft^3/ft	= 19.53 ft^3
	= 3.48 bbl
Tail plus shoe joint	= 238.76 ft^3
	= 42.53 bbl
Total Tail	= 180 sks
Total Pipe Capacity:	
3150.00 ft * 0.4341 ft^3/ft	= 1367.30 ft^3
	= 243.53 bbl
Displacement Volume to Shoe Joint:	
Capacity of Pipe - Shoe Joint	= 243.53 bbl - 3.48 bbl
	= 240.05 bbl

Job Recommendation — *Surface Foam Cement Option*

Fluid Instructions

Fluid 1: Water Based Spacer

Water Spacer

Fluid Density:	8.34 lbm/gal
Fluid Volume:	10 bbl

Fluid 2: Reactive Spacer

SUPER FLUSH

68 lbm/bbl	Halliburton Super Flush (Water Additive)	Fluid Density:	9.20 lbm/gal
		Fluid Volume:	20 bbl

Fluid 3: Water Spacer

Water Spacer

Fluid Density:	8.34 lbm/gal
Fluid Volume:	10 bbl

Fluid 4: Foamed Lead Cement

50/50 Poz Premium

		Foamed Fluid Weight	8.5 lbm/gal
		Fluid Weight	14.34 lbm/gal
5 lbm/sk	Silicalite Compacted (Light Weight Additive)	Slurry Yield:	1.32 ft^3/sk
20 %	SSA-1 (Additive Material)	Total Mixing Fluid:	4.55 Gal/sk
0.1 %	FDP-C766-05 (Low Fluid Loss Control)	Top of Fluid:	0 ft
0.2 %	Versaset (Thixotropic Additive)	Calculated Fill:	1500 ft
1.5 %	Zonesealant 2000 (Foamer)	Volume:	167.34 bbl
		Calculated Sacks:	415.68 sks
		Proposed Sacks:	420 sks

Fluid 5: Foamed Lead Cement

50/50 Poz Premium

		Foamed Fluid Weight	10.5 lbm/gal
		Fluid Weight	14.34 lbm/gal
5 lbm/sk	Silicalite Compacted (Light Weight Additive)	Slurry Yield:	1.32 ft^3/sk
20 %	SSA-1 (Additive Material)	Total Mixing Fluid:	4.55 Gal/sk
0.1 %	FDP-C766-05 (Low Fluid Loss Control)	Top of Fluid:	1500 ft
0.2 %	Versaset (Thixotropic Additive)	Calculated Fill:	1300 ft
1.5 %	Zonesealant 2000 (Foamer)	Volume:	145.03 bbl
		Calculated Sacks:	442.31 sks
		Proposed Sacks:	450 sks

Fluid 6: Tail Cement

50/50 Poz Premium

		Fluid Weight	14.34 lbm/gal
5 lbm/sk	Silicalite Compacted (Light Weight Additive)	Slurry Yield:	1.32 ft^3/sk
20 %	SSA-1 (Additive Material)	Total Mixing Fluid:	4.55 Gal/sk
0.1 %	FDP-C766-05 (Low Fluid Loss Control)	Top of Fluid:	2800 ft
0.2 %	Versaset (Thixotropic Additive)	Calculated Fill:	350 ft
		Volume:	42.53 bbl
		Calculated Sacks:	180.47 sks
		Proposed Sacks:	190 sks

Fluid 7: Mud
Water Displacement

Fluid Density:	8.33 lbm/gal
Fluid Volume	240.05 bbl

Fluid 8: Top Out Cement
Premium Cement

94 lbm/sk	Premium Cement (Cement)	Fluid Weight	15.80 lbm/gal
2 %	Calcium Chloride (Accelerator)	Slurry Yield:	1.17 ft^3/sk
		Total Mixing Fluid:	5.02 Gal/sk
		Proposed Sacks:	200 sks

Detailed Pumping Schedule

Fluid #	Fluid Type	Fluid Name	Surface Density lbm/gal	Estimated Avg Rate bbl/min	Downhole Volume
1	Spacer	Water Spacer	8.3		10 bbl
2	Spacer	SUPER FLUSH	9.2		20 bbl
3	Spacer	Water Spacer	8.3		10 bbl
4	Cement	Foam Lead Filler Cement	14.3		420 sks
5	Cement	Foamed Lead Cement	14.3		450 sks
6	Cement	Tail Cement	14.3		190 sks
7	Mud	Water Displacement	8.3		240.05 bbl
8	Cement	Cap Cement	15.8		200 sks

Foam Output Parameter Summary:

Fluid #	Fluid Name	Unfoamed Liquid Volume	Beginning Density lbm/gal	Ending Density lbm/gal	Beginning Rate scf/bbl	Ending Rate scf/bbl
Stage 1						
4	Foam Lead Filler Cement	97.95bbl	8.5	8.5	17.0	193.5
5	Foamed Lead Cement	104.22bbl	10.5	10.5	102.6	207.3
6	Tail Cement	39.05bbl	14.3	14.3		

Foam Design Specifications:

Foam Calculation Method: Constant Density
Backpressure: 50 psig
Bottom Hole Circulating Temp: 95 degF
Mud Outlet Temperature: 80 degF

Calculated Gas = 26263.3 scf
Additional Gas = 40000 scf
Total Gas = 66263.3 scf

FORM 3160-5
(June 1990)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Designation and Serial No.: U-10166

6. If Indian, Allottee or Tribe Name:

SUBMIT IN TRIPLICATE

7. If unit or CA, Agreement Designation: N/A

1. Type of Well: [ ] Oil Well [X] Gas well [ ] Other

8. Well Name and No.: Flat Rock 3-29-14-20

2. Name of Operator: Miller, Dyer & Co. LLC

9. API Well No.: 43-047-36795

3. Address and Telephone No.: 475 17th Street, Suite 1200, Denver, CO 80202 (303) 292-0949

10. Field and Pool, or Exploratory Area: Flat Rock

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
881 FNL 2123 FWL
NENW 29 14S 20E S

11. County or Parish, State: Uintah, UT

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

TYPE OF SUBMISSION	TYPE OF ACTION			
[X] Notice of Intent	[ ] Abandonment		[X] Change of Plans & APD	
	[ ] Recompletion		[ ] New Construction	
[ ] *Subsequent Report*	[ ] *Plugging Back*		[ ] *Non-Routine Fracturing*	
	[ ] Casing repair		[ ] Water Shut-off	
[ ] Final Abandonment Notice	[ ] Altering Casing		[ ] Conversion to Injection	
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13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work).

Miller, Dyer and Co. LLC proposes the following remedial procedure to complete the cementing of the 9-5/8" intermediate casing which is set at 3227'. The original cement job consisted of pumping a foamed cement job which was designed to bring cement back to surface. During the pumping of this job, the surface treating pressure began increasing rapidly and we were forced to shut down before the entire job was displaced. When we tripped in the hole to drill out the excess cement left in the pipe, we encountered the cement top at 1755' as anticipated. After drilling the cement out to the shoe, we have run a bond log and found the top of the cement to be at approximately 710' on the outside of the casing.

The annulus will not hold a column of water. We have confirmed this by pumping 125% of the calculated volume of the annulus from the surface to the top of the cement (710'). We will now pump cement top jobs in the amount of 30-100 sx of Class G cement w/ 2% calcium chloride down the backside. The cement will be pumped through a 1" piece of tubing extending approximately 1' down into the annulus. We are unable to run the 1" tubing down deeper into the annulus due to the tight clearances between the 13-3/8" surface casing and the 9-5/8" intermediate casing. These 30-100 sack jobs will be repeated until the annulus is full.

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

Signed _____ Title **Vice President of Operations** Date February 1, 2006

(This space of Federal or State office use.)

Approved by _____ Title _____ Federal Approval Of This Action Is Necessary

Conditions of approval, if any:

COPY SENT TO OPERATOR
Date: 2-10-06
Initials: CHD

Accepted by the Utah Division of Oil, Gas and Mining
Date: 2/7/06
By: [signature]

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

RECEIVED
FEB 06 2006
DIV. OF OIL, GAS & MINING

***See Instruction on Reverse Side**

FORM 3160-5
(June 1990)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

STATE COPY

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

SUNDRY NOTICES AND REPORTS ON WELLS

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Use "APPLICATION FOR PERMIT -" for such proposals

SUBMIT IN TRIPLICATE

CONFIDENTIAL

5. Lease Designation and Serial No.
U-10166

6. If Indian, Allottee or Tribe Name

7. If unit or CA, Agreement Designation
N/A

1. Type of Well
[ ] Oil Well [X] Gas well [ ] Other

8. Well Name and No.
Flat Rock 3-29-14-20

2. Name of Operator
Miller, Dyer & Co. LLC

9. API Well No.
43-047-36795

3. Address and Telephone No.
475 17th Street, Suite 1200

10. Field and Pool, or Exploratory Area
Flat Rock

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
881 FNL 2123 FWL
NENW 29 14S 20E S

11. County or Parish, State
Uintah, UT

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TYPE OF SUBMISSION	TYPE OF ACTION	
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	[ ] Recompletion	[ ] New Construction
[X] Subsequent Report	[ ] Plugging Back	[ ] Non-Routine Fracturing
	[ ] Casing repair	[ ] Water Shut-off
[ ] Final Abandonment Notice	[ ] Altering Casing	[ ] Conversion to Injection
	[ ] Other _____	[ ] Dispose Water

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

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Please see attached daily drilling report summary

MILLER DYER AND CO. LLC REQUESTS THAT ALL INFORMATION BE KEPT CONFIDETIAL.

14. I hereby certify that the foregoing is true and correct
Signed _____ Title **Vice President of Operations** Date May 22, 2006

(This space of Federal or State office use.)

Approved by _____ Title _____ Date _____

Conditions of approval, if any:

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

***See Instruction on Reverse Side**

RECEIVED
JUN 09 2006
DIV. OF OIL, GAS & MINING

Miller, Dyer & Co. LLC
475 17th Street, suite 1200
DENVER, COLORADO 80202
PHONE 303-292-0949 FAX 303-292-3901

DAILY DRILLING REPORT

LEASE NAME & WELL NO.				FIELD	
Flat Rock 3-29-14-20				Flat Rock	
RIG NAME AND NUMBER				COUNTY	STATE
Patterson Rig # 136				Uintah County, Utah	
TOTAL DEPTH	Rot. Hrs cum Rot. Hrs	FOOTAGE DRILLED	LAST CASING SIZE, WEIGHT, GRADE		SET @
12286	**621.5**	**0**	9 5/8 SURFACE		3222

Activity Detail

1/14/2006 WAIT ON & INSTALL CROWN
STRING UP & RAISE DERRICK

1/15/2006 RIG UP FLOOR, DERRICK NIPPLE UP CONDUCTOR & PICKUP KELLY
STRAP & PICKUP BHA
DRLG 14 3/4 CONDUCTOR HOLE

1/16/2006 DRLG 14 3/4 CONDUCTOR FR 80 TO 94
RIG SERVICE
DRLG 14 3/4 CONDUCTOR FR 80 TO230

1/17/2006 DRLG 14 3/4 CONDUCTOR 230 TO 235
TRIP OUT HOLE
RIG UP CASERS RUN CSG
TRIP IN HOLE REAM OUT TIGHT HOLE
WAIT ON CASING
RUN CSG TIGHT SPOT
TRIP IN HOLE REAM TIGHT SPOT
TRIP OUT HOLE
TRY TO RUN CSG - SAME SPOT IS TIGHT
REAM TIGHT SPOT
TRY TO RUN CSG - SAME SPOT IS TIGHT
TRIP OUT HOLE

WAIT ON REAMER

1/18/2006 WAIT ON REAMER
REAM FR 70' TO 235'
TRIP OUT HOLE
RUN CSG & CEMENT 13 3/8 CONDUCTOR @ 125'
WAIT ON CEMENT
NIPPLE DOWN CONDUCTOR, CUT OFF CSG, WELD ON FLANGE FOR DEVERTER
CHANGE OUT SWIVEL

1/19/2006 CHANGE OUT SWIVEL
SLIP & CUT DRLG LINE
LAY DOWN DC OUT OF DERRICK - PICK UP BIT AND+B79 MUD MTR
DRLG CEMENT & SHOE
DRLG FR 235 TO 504

1/20/2006 DRILL F/ 504-753
DEV. SURVEY @ 668' = .9 DEG.
DRILL WITH ONE PUMP FROM 753-855 - BUILDING VOL. PUMPING LCM
DRILL F/ 855-909
REPAIR PASON DEPTH SENSOR
DRILL F / 909-1098

DRILLING WITH ONE PUMP TO AVOID LOSS OF CIRC, MIXING LCM AS NEEDED TO
SHAKERS BYPASSED, USING PREMIX, FRESH WATER, AND DUMPING SAND TRAP TO KEEP M.W. DOWN

1/21/2006 DRILL F/ 1098-1161

Miller, Dyer & Co. LLC
475 17th Street, suite 1200
DENVER, COLORADO 80202
PHONE 303-292-0949 FAX 303-292-3901

DAILY DRILLING REPORT

LEASE NAME & WELL NO.				FIELD	
Flat Rock 3-29-14-20				Flat Rock	
RIG NAME AND NUMBER				COUNTY	STATE
Patterson Rig # 136				Uintah County, Utah	
TOTAL DEPTH	Rot. Hrs cum Rot. Hrs	FOOTAGE DRILLED	LAST CASING SIZE, WEIGHT, GRADE		SET @
12286	**621.5**	**0**	9 5/8 SURFACE		3222

Activity Detail

RIG SERVICE
DRILL F/ 1161-1193
PICK UP OFF BTM. SLOW PUMP DOWN TO 60 SPM, MIX LCM, BUILD VOL.
WIRELINE SURVEY / SURVEY @ 1108 = 1.1 DEGREES
DRILL F / 1193-1384
TRIP OUT OF HOLE -CHANGE OUT- BIT

1/22/2006 TRIP IN HOLE WITH BIT #3
DRILL F/ 1384-1411
PICK UP OFF BTM, SLOW PUMP TO 60 SPM, MIX LCM, TRY TO REGAIN VOL.
TRIP OUT OF HOLE
RIG DOWN EXISTING FLOWLINE, READY TO BUILD NEW ONE FOR AIR PACKAGE
FABRICATE NEW FLOW LINE, START RIGGING UP AIR PACKAGE

1/23/2006 FINISH MAKING NEW FLOW LINE, SET IN AND RIG UP AIR PACKAGE
DRILL F/ 1411-1541

1/24/2006 WAIT ON HELI-COIL FOR OIL CAP ON GENERATOR
DRILL F/ 1541-1917
LOSSING CIRC, DRILLING WITH AIR ONLY.

1/25/2006 COMPRESSORS DOWN
DRILL F/ 1917-1980
RUG SERVUCE
DRILL F/ 1980-2032
DRILL F/ 2032-2342 / WORK TIGHT HOLE

1/26/2006 DRLG FR 2342 TO 2482
SURVEY @ 2400
DRLG FR 2482 TO 2695

1/27/2006 DRLG FR 2695 TO 2704
AIR COMPRESSERS DOWN (RUN OUT OF FUEL)
DRLG FR 2704 TO2765
RIG SERVICE
DRLG FR 2765 TO 2984

1/28/2006 DRLG FR 2984 TO 3046
RIG SERVICE
DRLG FR 3046 TO 3190

1/29/2006 DRLG FR 3190 TO 3237
5 STD SHORT TRIP & TRIP OUT OF HOLE
NIPPLE DOWN ROTATING HEAD, WELD FLANGE & NIPPLE UP ANNULAR
RIG UP CASERS & RUN CASING

1/30/2006 RUN CSG & CIRC. , CEMENT 9 5/8 36# RAN 77 JTS. SA 3222'
WAIT ON CEMENT (CEMENT BRIDGED OFF WITH 100 BBLS. OF CEMENT IN THE CSG LEFT TO DISPLACE)
WENT TO CUT OFF CSG PIPE FELL ABOUT 5". WAIT ON CEMENT

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DAILY DRILLING REPORT

LEASE NAME & WELL NO.				FIELD	
Flat Rock 3-29-14-20				Flat Rock	
RIG NAME AND NUMBER				COUNTY	STATE
Patterson Rig # 136				Uintah County, Utah	
TOTAL DEPTH	Rot. Hrs cum Rot. Hrs	FOOTAGE DRILLED	LAST CASING SIZE, WEIGHT, GRADE	SET @	
12286	**621.5**	**0**	9 5/8 SURFACE		3222

Activity Detail

1/31/2006 WAIT ON CEMENT
CUT OFF CSG - NIPPLE DOWN ANNULAR
WELD ON WELLHEAD AND PRESSURE TEST
NIPPLE UP B.O.P.
LAY DOWN 8" DC

2/1/2006 T.I.H., TAG CEMENT @ 1755
DRLG CEMENT FR 1755 TO 2070
RIG SERVICE
DRLG CEMENT FR 2070 TO 3179
T. O. H.
WAIT ON BAKER ATLAS

2/2/2006 WAIT ON BAKER ATLAS
RIG UP & RUN BOND LOG
RIG UP HALCO & PUMP 52 BBLS WATER, NO RETURNS
PUMP 14.1 BBLS, 50 SKS 2% CALCIUM CLORIDE, TO TOP OFF SURFACE
WAIT ON CEMENT
PUMP 42.9 BBLS, 150 SKS 2% CALCIUM CLORIDE, TO TOP OFF SURFACE
WAIT ON CEMENT TO PRESSURE TEST B.O.P.
PRESSURE TEST B.O.P.

2/3/2006 WAIT ON ANNULAR
NIPPLE UP ANNULAR
PRESSURE TEST ANNULAR 2500 PSI FOR 1/2 HR, CASING TO 1000 PSI FOR 1/2 HR
NIPPLE UP SPACER SPOOL & ROTATING HEAD
TRIP IN HOLE
DRILL FLOAT SHOE AND PERFORM LEAK OFF TEST 700#
DRLG FR 3237 TO 3452

2/4/2006 DRLG FR 3452 TO3485
DROP SURVEY, T. O. H. TO CHECK BIT
CHANGE BITS TRIP IN HOLE
WASH & REAM FR 3290 TO 3469
DRLG FR 3469 TO 4270

2/5/2006 DRLG FR 4270 TO 4703
RIG SERVICE
DRLG FR 4703 TO 5015
WIRE LINE SURVEY
DRLG FR 5015 TO 5436

2/6/2006 DRLG FR 5436 TO5516
SURVEY @ 5434
DRLG FR 5516 TO5547
RIG SERVICE
DRLG FR 5547 TO 6016
SURVEY @ 5934
DRLG FR 6016 TO6041

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DAILY DRILLING REPORT

LEASE NAME & WELL NO.				FIELD	
Flat Rock 3-29-14-20				Flat Rock	
RIG NAME AND NUMBER				COUNTY	STATE
Patterson Rig # 136				Uintah County, Utah	
TOTAL DEPTH	Rot. Hrs cum Rot. Hrs	FOOTAGE DRILLED	LAST CASING SIZE, WEIGHT, GRADE		SET @
12286	**621.5**	**0**	9 5/8 SURFACE		3222

Activity Detail

2/7/2006 DRLG FR 6041 TO 6141
RIG SERVICE
DRLG FR 6141 TO 6389

2/8/2006 DRLG FR 6389 TO 6420
TRIP FOR BIT, DROP SURVEY - TIGHT HOLE FR 5100 TO 3250
CHANGE BITS ,PICK UP DC, LAY DOWN DP, T.I.H.
WASH & REAM FR 6390 TO 6420
DRLG FR 6420 TO 6551

2/9/2006 DRLG FR 6551 TO 6646
T. O. H.
CHANGE MUD MTRS & BITS, T. I. H.
SLIP & CUT DRLG LINE
T. I. H.
WASH & REAM FR 5000 TO 5200
T. I. H.
WASH & REAM FR 6520 TO 6646
DRLG FR 6646 TO 6664

2/10/2006 DRLG FR 6664 TO 6668
RUN SURVEY
DRILL F/ 6668-7515

2/11/2006 DRILL F/ 7515'-7707'
RIG SERVICE
DRILL F/ 7707'-8574'

2/12/2006 DRILL F/ 8574'-8770'
RIG SERVICE "GREASE CROWN & BLOCKS"
DRILL F/ 8770'-8970'
DRILL F/ 8970'-9394'

2/13/2006 DRILL F/ 8574'-9847'
DRILL F/ 9847'-10,183'

2/14/2006 DRILL F/ 10,183'-10,427'
RIG SERVICE
DRILL F/ 10,427'-10,653'
PUMP HIGH VIS SWEEP / CIRC. BTMS UP GAS / PUMP PILL / DROP SURVEY
T.O.O.H, S.L.M, -CHANGE OUT- BIT & MOTOR

2/15/2006 TRIP IN HOLE
BREAK DOWN STANDS, SINGLE IN HOLE F/ 4425-4734
T.I.H, BREAK DOWN LAST STAND, REAM OUT OF GAGE HOLE TO BTM. 10565-10653
DRILL F/ 10653-10680
RUN WIRE LINE SURVEY
DRILL F/ 10680-10760

2/16/2006 DRILL F/ 10760-10776

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DAILY DRILLING REPORT

LEASE NAME & WELL NO.				FIELD	
Flat Rock 3-29-14-20				Flat Rock	
RIG NAME AND NUMBER				COUNTY	STATE
Patterson Rig # 136				Uintah County, Utah	
TOTAL DEPTH	Rot. Hrs cum Rot. Hrs	FOOTAGE DRILLED	LAST CASING SIZE, WEIGHT, GRADE		SET @
12286	**621.5**	**0**	9 5/8 SURFACE		3222

Activity Detail

DEV. SURVEY @ 10694
DRILL F/ 10776-10839
DEV. SURVEY @ 10757
DRILL F/ 10757-10910

2/17/2006 DRLG FR 10910 TO 10965
RIG SERVICE
DRLG FR 10965 TO 10968
PUMP PILL, DROP SURVEY, T. O. H.
WORK TIGHT HOLE FR 4205 TO4130
T.O.H.
TRIP IN HOLE TO SHOE
SLIP AND CUT DRILLING LINE
TRIP IN HOLE

2/18/2006 T. I. H.
REAM FR 10890 TO 10968
DRLG FR 10968 TO 10997
RIG SERVICE
DRLG FR 10997 TO 11144

2/19/2006 DRLG FR 11144 TO 11184
RIG SERVICE
DRLG FR 11184 TO 11215
PUMP PILL TRIP OUT OF HOLE
T.I.H.
REAM 47' TO BOTTOM
DRLG FR 11215 TO 11236

2/20/2006 DRLG FR 11236 TO 11278
RIG SERVICE
DRLG FR 11278 TO 11395

2/21/2006 DRLG FR 11395 TO 11434
RIG SERVICE
DRLG FR 11434 TO 11516
PUMP PILL, DROP SURVEY, T. O. H.

2/22/2006 T. O. H.
CHANGE OUT MUD MTRS,PICKUP DCS
TRIP IN HOLE
REAM FR 11485 TO 11516
DRLG FR 11516 TO 11646

2/23/2006 DRLG FR 11646 TO11743
RIG SERVICE
DRLG FR 11743 TO 11834

2/24/2006 DRLG FR 11834 TO 11900
RIG SERVICE

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DAILY DRILLING REPORT

LEASE NAME & WELL NO.				FIELD	
Flat Rock 3-29-14-20				Flat Rock	
RIG NAME AND NUMBER				COUNTY	STATE
Patterson Rig # 136				Uintah County, Utah	
TOTAL DEPTH	Rot. Hrs cum Rot. Hrs	FOOTAGE DRILLED	LAST CASING SIZE, WEIGHT, GRADE		SET @
12286	**621.5**	**0**	9 5/8 SURFACE		3222

Activity Detail

DRLG FR 11900 TO 11996

2/25/2006 DRLG FR 11996 TO 12026
RIG SERVICE
DRLG FR 12026 TO 12061
MIX & PUMP PILL - T.O.H.
TRIP IN HOLE

2/26/2006 TRIP IN HOLE
REAM FR 11994 TO 12061
DRLG FR 12061 TO 12152
RIG SERVICE
DRLG FR 12152 TO 12286
SHORT TRIP 10 STDS
CIRC. & COND. HOLE FOR LOGS

2/27/2006 CIRC. & COND. HOLE FOR LOGS
T. O. H. FOR LOGS (WORK TIGHT HOLE @ 4750)
RIG UP & LOGGING W/HALCO - LOGGERS DEPTH 12292

2/28/2006 LOGGING W/HALCO
T. I. H.
CIRC. TO LAY DOWN D. P.
LAY DOWN D. P. & D. C.
RIG UP & RUN CASING

3/1/2006 RUNNING 301 JTS 5 1/2 - 17# CASING; SA 12,274'
CIRC. CASING
RIG UP HALCO CEMENT FIRST STAGE
CIRC FOR SECOND STAGE
CEMENT SECOND STAGE

3/2/2006 LAND PLUG 1200 PSI - 2400 TO CLOSE TOOL
NIPPLE DOWN - CLEAN MUD TANKS (LENGTH OF TIME DUE TO HAVING TO HAUL MUD OFF RESERVE PIT FULL AFTER CEMENT JOB

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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

5. LEASE DESIGNATION AND SERIAL NUMBER: U-10166
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute Indian Tribe
7. UNIT or CA AGREEMENT NAME: N/A
8. WELL NAME and NUMBER: Flat Rock 3-29-14-20
9. API NUMBER: 4304736795
10 FIELD AND POOL, OR WILDCAT: Flat Rock
11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW 29 14S 20E S
12. COUNTY: Uintah
13. STATE: UTAH

1a. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ DRY ☐ OTHER

b. TYPE OF WORK: NEW WELL ☑ HORIZ. LATS. ☐ DEEP-EN ☐ RE-ENTRY ☐ DIFF. RESVR ☐ OTHER

2. NAME OF OPERATOR: Miller, Dyer & Co. LLC

3. ADDRESS OF OPERATOR: 475 17th St. Suite 1200 CITY Denver STATE CO ZIP 80202

PHONE NUMBER: (303) 292-0949

4. LOCATION OF WELL (FOOTAGES)
AT SURFACE: 881 FNL 2123 FWL
AT TOP PRODUCING INTERVAL REPORTED BELOW: Same
AT TOTAL DEPTH: Same

14. DATE SPUDDED:	15. DATE T.D. REACHED:	16. DATE COMPLETED:	ABANDONED	READY TO PRODUCE	17. ELEVATIONS (DF, RKB, RT, GL):
1/15/2006	2/26/2006	6/15/2006	☐	☑	7431 KB 7409 GL

18. TOTAL DEPTH:	19. PLUG BACK T.D.:	20. IF MULTIPLE COMPLETIONS, HOW MANY? *	21. DEPTH BRIDGE PLUG SET:
MD 12,286 TVD 12,286	MD 12,232 TVD 12,232		MD 11,900 TVD 11,900

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)
HRI, SDL, DSN, GR, SP

23.
WAS WELL CORED? NO ☑ YES ☐ (Submit analysis)
WAS DST RUN? NO ☑ YES ☐ (Submit report)
DIRECTIONAL SURVEY? NO ☑ YES ☐ (Submit copy)

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
14 3/4	13.38 J-55	54.5	0	125		V 150	32	surface	
12 1/4	9.625 J-55	36	0	3,222		G&V 1,540	369	surface	
8 3/4	5.5 N-80	17	0	10,256					
8 3/4	5.5 P110	17	10,256	12,274	9,002	G&V 1,205	313	3580' (CBL)	

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	11,671	11,671						

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) Wingate	12,066		12,066		12,084	12,104	19 gm	48	Open ☐ Squeezed ☑
(B) Kayenta	11,933	12,066	11,933	12,066	11,954	12,036	19 gm	96	Open ☐ Squeezed ☑
(C) Entrada	11,588	11,878	11,588	11,878	11,680	11,736	19 gm	108	Open ☑ Squeezed ☐
(D) Entrada	11,588	11,878	11,588	11,878	11,597	11,640	19 gm	140	Open ☑ Squeezed ☐

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
12,084-12,104	Acid: 500 gals of 7.5% HCl w/ 25 biosealers (see final interval included in Section 35)
11,954-12,036	Acid: 500 gals of 7.5% HCl w/ 50 biosealers
11,680-11,736	Acid: 500 gals of 7.5% HCl; Frac: 1000# 100 mesh, 86000# 20/40, 422 bbls water, 164 tons CO2

29. ENCLOSED ATTACHMENTS:
☑ ELECTRICAL/MECHANICAL LOGS ☐ GEOLOGIC REPORT ☐ DST REPORT ☐ DIRECTIONAL SURVEY
☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION ☐ CORE ANALYSIS ☑ OTHER: Cement Bond Log

30. WELL STATUS: Producing

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(5/2000) (CONTINUED ON BACK)

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31. INITIAL PRODUCTION

INTERVAL A (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
	3/30/2006	12			2	1	swab / flow

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:
								50	24	below CIBP

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:
	4/5/2006	21			6	1	swab / flow

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:
								150	12	below CIBP

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:
6/19/2006	4/12/2006	137			187	1	flow

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:
										producing

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:
6/19/2006	5/22/2006	24			189	1	flow

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:
10	2,500	2,500		1,025			6	2,409	4	producing

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	0	2,465	Water bearing sandstone	Green River	0
Wasatch	2,465	4,663	Gas / water sands	Wasatch	2,465
Mesaverde	4,663	6,433	Gas / water sands	Mesaverde	4,663
Castlegate	6,433	10,558	Sandstone	Castlegate	6,433
Dakota	10,558	10,943	Sand / shale	Dakota	10,558
Morrison	10,943	11,588	Sand / shale	Morrison	10,943
Entrada	11,588	11,878	Gas sand	Entrada	11,588
Carmel	11,878	11,933	Shale	Carmel	11,878
Kayenta	11,933	12,066	Gas / Water Sand	Kayenta	11,943
Wingate	12,066		Gas / Water Sand	Wingate	12,066

35. ADDITIONAL REMARKS (Include plugging procedure)

28. (cont'): 11,597'-11,691' Acid: 2500 gals of 7.5% HCl w/ 200 biosealers; PLEASE TREAT THIS WELL AS A TIGHT HOLE

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

NAME (PLEASE PRINT) Jeff Lang TITLE Vice President of Operations

SIGNATURE DATE 12/5/2006

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

(5/2000)

Hat Rock 3-29 Completion Summary

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3/30/2006
Perforated well 4 SPF 12,100-12,104, 12,088-12,094 and 12,084 to 12,086. Well had no pressure after perforating, no visible fluid loss. Rigged down wire line. Picked up 5 1/2 packer, PSN and TIH on 63 stands 2 7/8 tubing. SWIFN 3/31/2006
Finish TIH with 365 joints 2 7/8 tubing and packer and set packer at 12,033.32. Hooked up Halliburton and tested casing to 1000 PSI, held. Hooked up to tubing and pumped 500 gallons 7.5% HCL. Started pumping 2 BPM, well built to 3500 PSI and broke back to 2500 PSI at 2.1 BPM. Pumping 4.1 BPM at 3250 PSI when acid hit formation 3100 PSI at 4.2 BPM with acid, saw some ball action 20 to 30 PSI jumps. Displaced acid 1 bbl past bottom perforation at 12,104. ISIP 2000, 5 min 1381, 10 min 1132, 15 min 957. Total fluid load 85 bbls.
3/31-4/4/2006
Swab with marginal results. TOOH with tbg and pkr.
4/5/2006
Rigged up wire line. Ran gauge ring and junk basket to 12,150. Ran CIBP and set plug at 12,070, pressure tested casing to 1000 PSI, held. Perforated well with 4 SPF at 12,026-12,036, 11,970-11,974, 11,960-11,966, 11,954-11,958. No apparent blow or suck. Shut well in for night.
4/6/2006
TIH with tbg and packer set at 11902'. Hooked up Superior and pressure tested casing to 2000 PSI, Hooked up to tubing. Pumped 500 gallons 7.5% HCL with 50 bio-balls spaced out in middle 300 gallons acid. Started at 2 BPM, broke back at 2450 PSI Pumped acid and balls at 2 BPM at 2200 PSI. Increased rate to 3.8 BPM at 2240 PSI pumping 3.8 BPM at 2200 PSI when acid and balls hit, saw very little ball action pressure ran from 2150 to 2230. ISIP 1470, 5 min 1149 10 min 995, 15 min 874.
4/6-4/11/2006
Swab with marginal results. TOOH with tbg and packer.
4/12/2006
SICP 10 PSI. Held safety meeting. Rigged up wire line and set CIBP at 11900. Ran in hole and perforated well at 11,720-11,736. Rigged down wire line. Well had slight suck after perforating.
4/13/2006
Hooked up Halliburton and spoted 500 gallons 7.5% HCL to 65 bbls (2 bbls from end of tubing), set packer and pumped acd into perfs at 11,720-11,736. Pressure built to 3000 PSI then broke back to 2200PSI @ 4.8 BPM, pressure broke back to 1900 PSI with acid on perforations, finished job at 4.8 BPM @ 1900 PSI. ISIP 600 PSI, 5 min 57 PSI pressure at 0 PSI at 5.5 minutes. Total fluid pumped 82 bbls.
4/13-4/18/2006
Swab with marginal results. TOOH with tbg and packer.
4/19/2006
Rigged up wire line and perforated well from 11,680-11,691 with 4 SPF. Rigged down wire line and shut well in for frac.
4/29/2006
Pumped CO2 frac, (11,680-11,691 & 11,720-11,736) pumping 1000 lbs 100 mesh sand and 86,040 lbs 20/40 ceramic sand. Pumped 18,912 gallons water and 170 tons CO2.

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Pressure built to 3117 SI then broke back, avg rate 39 BPM (14.8 Slurry, 22.9 CO2), avg pressure 3467. Max rate 40.6 (18.23 slurry, 26.9 CO2), max pressure 4197. Total foam pumped 56,351 gallons. Flushed treatment to top perforation with 500 gallon cap. Rigged down isolation tool and frac trucks. Flowed well back to flow back tank with pressure starting at 1230 PSI.
5/6/2006
Ran RBP tagged at 11,394'. POOH with RBP. RD wireline.
5/8/2006
Tried unsuccessfully to kill well.
5/9/2006
Killed well with pump truck. RU wireline. Set composite plug at 11,430' to control well.
5/10/2006
TIH with tbg and bit. Tag composite plug.
5/11/2006
Drillout composite plug and cleanout sand. Dropped tbg. Stuck, can't circulate.
5/12/2006
Run freepoint. Perf tbg above stuck point. Circulate water. Still Stuck. Rig up foam unit. Circulate hole and free tbg. Rig down foam unit.
5/15/2006
Pressure too high to kill well
5/16/2006
Kill well and TOOH.
5/17/2006
TIH to cleanout sand.
5/18/2006
Cleanout sand with foam.
5/19/2006
Kill well and TOOH with bit.
5/22/2006
Ran gauge ring and junk basket to 11,750, set RBP at 11670. Bleed well down and test casing and RBP to 1000 PSI for 5 minutes, tested good. Perforated well from 11,635-11,640, 11,614-11,626 and 11,597-11,604 with 4 SPF, well went on slight vacuum after perforating. Rigged down wire line and SWIFN.
5/23/2006
TIH with tbg and packer Set packer at 11540'. Hooked up Halliburton and pumped 2500 gallons acid job, pumping 500 gallons 7.5% acid, 1500 gallons acid with 200 bio balls spaced out evenly and 500 gallons acid. Started with acid, took 15 bbls to fill tubing, pressure climbed to 2930 then broke back to 2850, built to 3100 PSI then broke to 2450 to 2600 with acid on perfs, saw very little ball action. Well went on suck 15 seconds after quit pumping.
5/24/2006
Flow well.
5/25/2006
Start swabbing. TOOH with tbg and packer. TIH with tbg and retrieving head. Release RBP and pull 10 stands. SWIFN. Test upper and lower Entrada.
5/26/2006

TOOH with tbg and RBP. TIH with prod string with EOT at 11,671'.
5/30/2006
Swab well in.
5/31/2006
RDMO

Division of Oil, Gas and Mining

OPERATOR CHANGE WORKSHEET

ROUTING
1. DJJ
2. CDW

X - Change of Operator (Well Sold) Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective: **6/1/2008**

FROM: (Old Operator):	**TO:** (New Operator):
N2580-Miller, Dyer & Co, LLC	N2680-Whiting Oil & Gas Company
475 17th St, Suite 1200	1700 Broadway, Suite 2300
Denver, CO 80202	Denver, CO 80290
Phone: 1 (303) 292-0949	Phone: 1 (303) 837-1661

CA No. **Unit:**

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

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/5/2008
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/5/2008
3. The new company was checked on the **Department of Commerce, Division of Corporations Database on:** 7/16/2008
4a. Is the new operator registered in the State of Utah: _____ Business Number: 5890476-0143
4b. If **NO**, the operator was contacted contacted on:
5a. (R649-9-2)Waste Management Plan has been received on: REQUESTED 7/16/2008
5b. Inspections of LA PA state/fee well sites complete on: done
5c. Reports current for Production/Disposition & Sundries on: ok
6. **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 not yet BIA not yet
7. **Federal and Indian Units:**
   The BLM or BIA has approved the successor of unit operator for wells listed on: n/a
8. **Federal and Indian Communization Agreements ("CA"):**
   The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
9. **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:

1. Changes entered in the **Oil and Gas Database on:** 7/16/2008
2. Changes have been entered on the **Monthly Operator Change Spread Sheet on:** 7/16/2008
3. Bond information entered in RBDMS on: 7/16/2008
4. Fee/State wells attached to bond in RBDMS on: 7/16/2008
5. Injection Projects to new operator in RBDMS on: n/a
6. Receipt of Acceptance of Drilling Procedures for APD/New on: 7/16/2008

BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000148
2. Indian well(s) covered by Bond Number: RLB0011681
3a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number RLB0004585
3b. The **FORMER** operator has requested a release of liability from their bond on: not yet

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

FORM 9

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

5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached List

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

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

7. UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☐ OTHER

8. WELL NAME and NUMBER: See Attached List

2. NAME OF OPERATOR: Whiting Oil And Gas Company N2680

9. API NUMBER:

3. ADDRESS OF OPERATOR: 1700 Broadway, Ste 2300 CITY Denver STATE CO ZIP 80290

PHONE NUMBER: (303) 837-1661

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL

FOOTAGES AT SURFACE:

COUNTY:

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

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

Effective 6/1/2008, please change the Operator of record from Miller, Dyer & Co., LLC to Whiting Oil and Gas Corporation. Whiting Oil and Gas Corporation Utah State bond is ~~#RLB0011670~~ RLB0004585 or Utah BLM Bond #UTB-000148 BIA RLB0011681.
See attached well list.

Whiting Oil and Gas Corporation
1700 Broadway, Suite 2300
Denver, CO 80290
(303) 837-1661

Miller, Dyer & Co., LLC
475 17th Street, Suite 1200
Denver, CO 80202
N2580

Miller, Dyer & Co., LLC

RECEIVED
JUN 05 2008
DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) Jeffrey H. Lang TITLE VP Operations

SIGNATURE [signature] DATE 6/3/08

Whiting Oil and Gas Corporation

NAME (PLEASE PRINT) Rick Ross TITLE VP Operations

SIGNATURE [signature] DATE 6/3/08

(This space for State use only)

APPROVED 7/16/2008

Earlene Russell

Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

well_name	sec	twp	rng	api	entity	lease	well	stat 2	flag
UTE TRIBAL 32-5A	32	140S	200E	4304710577	12655	State	GW	S	
UTE TRIBAL 30-3A	30	140S	200E	4304710913	12395	Federal	OW	P	
UTE TRIBAL 30-5A	30	140S	200E	4304720502	12654	Federal	GW	S	
UTE TRIBAL 30-2A	30	140S	200E	4304730641	8112	Federal	GW	P	
UTE TRIBAL 29-1A	29	140S	200E	4304730981	8118	Federal	GW	P	
UTE TRIBAL 32-1A	32	140S	200E	4304732758	12064	State	OW	P	
UTE TRIBAL 29-2A	29	140S	200E	4304732945	8118	Federal	OW	P	
UTE TRIBAL 32-2A	32	140S	200E	4304733333	12658	State	GW	P	
UTE TRIBAL 32-3A	32	140S	200E	4304733334	12657	State	GW	S	
UTE TRIBAL 32-4A	32	140S	200E	4304733335	12656	State	GW	P	
UTE TRIBAL 32-6A	32	140S	200E	4304733337	12662	State	GW	P	
CHIMNEY ROCK 32-11	32	130S	210E	4304733445	12984	State	GW	S	
CHIMNEY ROCK 32-13	32	130S	210E	4304733447	12985	State	GW	P	
CHIMNEY ROCK 32-14	32	130S	210E	4304733448	12983	State	GW	P	
UTE TRIBAL 32-8A	32	140S	200E	4304733557	13066	State	GW	P	
UTE TRIBAL 32-12A	32	140S	200E	4304733558	13064	State	GW	P	
UTE TRIBAL 28-1A	28	140S	200E	4304733595	13059	Federal	GW	S	
UTE TRIBAL 30-6A	30	140S	200E	4304733596	13062	Federal	GW	P	
UTE TRIBAL 29-4A	29	140S	200E	4304733616	13060	Federal	GW	P	
UTE TRIBAL 29-5A	29	140S	200E	4304733617	13061	Federal	GW	P	
UTE TRIBAL 32-7A	32	140S	200E	4304733618	13065	State	GW	S	
UTE TRIBAL 32-9A	32	140S	200E	4304733619	13067	State	GW	P	
UTE TRIBAL 32-10A	32	140S	200E	4304733620	13054	State	GW	P	
UTE TRIBAL 32-11A	32	140S	200E	4304733621	13058	State	GW	S	
UTE TRIBAL 32-16A	32	140S	200E	4304734098	13449	State	GW	P	
UTE TRIBAL 29-6A	29	140S	200E	4304734102	13443	Federal	GW	P	
UTE TRIBAL 29-7A	29	140S	200E	4304734103	13444	Federal	GW	P	
UTE TRIBAL 10-2-15-20	02	150S	200E	4304735625	14167	State	GW	P	
FLAT ROCK 13-29-14-20	29	140S	200E	4304736778	15065	Federal	GW	P	
FLAT ROCK 3-29-14-20	29	140S	200E	4304736795	15099	Federal	GW	P	
UTE TRIBAL 6-16-14-20	16	140S	200E	4304738506	16320	State	GW	P	
UTE TRIBAL 15-25-14-19	30	140S	200E	4304739052	16169	Indian	GW	P	C
UTE TRIBAL 1-25-14-19	30	140S	200E	4304739053		Indian	GW	APD	
UTE TRIBAL 1-30-14-20	30	140S	200E	4304739665		Federal	GW	APD	
UTE TRIBAL 9-30-14-20	30	140S	200E	4304739666		Federal	GW	APD	
UTE TRIBAL 7-30-14-20	30	140S	200E	4304739667		Federal	GW	APD	
UTE TRIBAL 7-29-14-20	29	140S	200E	4304739668		Federal	GW	APD	
UTE TRIBAL 9-29-14-20	29	140S	200E	4304739669		Federal	GW	APD	
UTE TRIBAL 12-28-14-20	28	140S	200E	4304739736		Federal	GW	APD	
UTE TRIBAL 1-29-14-20	29	140S	200E	4304739737		Federal	GW	APD	
UTE TRIBAL 15-29-14-20	29	140S	200E	4304739738		Federal	GW	APD	
UTE TRIBAL 3-30-14-20	30	140S	200E	4304739739		Federal	GW	APD	
UTE TRIBAL 11-30-14-20	30	140S	200E	4304739740		Federal	GW	APD	
UTE TRIBAL 3-32-14-20	32	140S	200E	4304739741		State	GW	APD	
UTE TRIBAL 15-30-14-20	30	140S	200E	4304739942		Federal	GW	APD	

United States Department of the Interior

BUREAU OF LAND MANAGEMENT
Vernal Field Office
170 South 500 East
Vernal, UT 84078
(435) 781-4400 Fax: (435) 781-4410
http://www.blm.gov/ut/st/en/fo/vernal/html

TAKE PRIDE IN AMERICA

IN REPLY REFER TO:
3162.3
LLUTG01100

December 3, 2008

John D'Hooge
Whiting Oil & Gas Corp.
1700 Broadway, Suite 2300
Denver, CO 80290

4304736795

Re: Change of Operator
Well No. Flat Rock 3-29-14-20
NENW, Sec. 29, 14S, R20E
Uintah County, Utah
Lease No. UTU-10166

Dear Mr. D'Hooge:

This correspondence is in regard to the self-certification statement submitted requesting a change in operator for the referenced well. After a review by this office, the change in operator request is approved. Effective June 1, 2008, Whiting Oil & Gas Corp. is responsible for all operations performed on the referenced well. All liability will now fall under your bond, BLM Bond No. UTB000148, for all operations conducted on the referenced well on the leased land.

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

Sincerely,

Benna R. Muth
I & E Specialist

cc: UDOGM
Miller, Dyer & Co., LLC

RECEIVED
DEC 18 2008
DIV. OF OIL, GAS & MINING

Form 3160-5
(August 2007)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE *-- Other instructions on page 2.*

5. Lease Serial No.: UTU-10166

6. If Indian, Allottee or Tribe Name: Ute Indian Tribe (Surface)

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

1. Type of Well: ☐ Oil Well ☑ Gas Well ☐ Other

8. Well Name and No.: FLAT ROCK 3-29-14-20

2. Name of Operator: WHITING OIL & GAS CORP.

9. API Well No.: 43-047-36795

3a. Address: 1700 BROADWAY, SUITE 2300, DENVER CO 80290

3b. Phone No. *(include area code)*: 303-837-1661

10. Field and Pool or Exploratory Area: FLAT ROCK

4. Location of Well *(Footage, Sec., T.,R.,M., or Survey Description)*: 881 FNL 2123 FWL, NENW, SEC 29, T14S, R20E

11. Country or Parish, State: UINTAH, UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION			
☐ Notice of Intent	☐ Acidize	☐ Deepen	☐ Production (Start/Resume)	☐ Water Shut-Off
	☐ Alter Casing	☐ Fracture Treat	☐ Reclamation	☐ Well Integrity
☐ Subsequent Report	☐ Casing Repair	☐ New Construction	☐ Recomplete	☑ Other Change of Operator
	☐ Change Plans	☐ Plug and Abandon	☐ Temporarily Abandon	
☐ Final Abandonment Notice	☐ Convert to Injection	☐ Plug Back	☐ Water Disposal	

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

Effective 6/1/2008, please change the Operator of record from Miller, Dyer & Co., LLC to Whitiing Oil & Gas Corporation. Whiting Oil and Gas Corporation's Utah BLM bond is for $25,000 under bond number UTB-000148.

Please be advised that Whiting Oil and Gas Corp. is considered to be the operator of the above referenced well and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands.

Whiting Oil and Gas Corporation
1700 Broadway, Suite 2300
Denver, CO 80290
(303) 837-1661

RECEIVED
DEC 18 2008
DIV. OF OIL, GAS & MINING

RECEIVED
2008 JUN 2 PM 4 02
DEPT OF THE INTERIOR
BUREAU OF LAND MGMT
VERNAL FIELD OFFICE

14. I hereby certify that the foregoing is true and correct. Name *(Printed/Typed)*: John D'Hooge

Title: Central Rockies Asset Manager

Signature:

Date: 6/1/08

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by: Bima Brmuth

Title: T&E Specialist

Date: 12-3-08

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

Office: VERNAL FIELD OFFICE

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

(Instructions on page 2)

UDOGM

Division of Oil, Gas and Mining
Operator Change/Name Change Worksheet-for State use only

Effective Date: 8/1/2015

FORMER OPERATOR:	NEW OPERATOR:
WHITING OIL & GAS CORPORATION N2680 1700 BROADWAY SUITE 2300 DENVER CO 80290	COBRA OIL & GAS CORPORATION N4270 PO BOX 8206 WICHITA FALS TX 76307-8206
CA Number(s):	Unit Name: None

WELL INFORMATION:

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

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 8/4/2015
2. Sundry or legal documentation was received from the **NEW** operator on: 8/4/2015
3. New operator Division of Corporations Business Number: 9442951-0143

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD on: N/A
3. Reports current for Production/Disposition & Sundries: 10/5/2015
4. OPS/SI/TA well(s) reviewed for full cost bonding: 10/2/2015
5. UIC5 on all disposal/injection/storage well(s) approved on: N/A
6. Surface Facility(s) included in operator change: Chimney Rock Compressor
   Flat Rock Compressor
7. Inspections of PA state/fee well sites complete on (only upon operators request): 10/15/2015

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: B009425
2. Indian well(s) covered by Bond Number: B009425
3. State/fee well(s) covered by Bond Number(s): B009455
   B009568-FCB
   B009567-FCB
   B009566-FCB

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 10/14/2015
2. Entity Number(s) updated in **OGIS** on: 10/14/2015
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 10/14/2015
6. Surface Facilities update in **RBDMS** on: 10/14/2015

LEASE INTEREST OWNER NOTIFICATION:

1. 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: N/A

COMMENTS:

From: Whiting Oi Gas Corporation
To: Cobra Oil Gas Corporation
Effective:8/1/2015

Well Name	Section	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
UTE TRIBAL 32-5A	32	140S	200E	4304710577	12655	State	Indian	GW	P
UTE TRIBAL 30-3A	30	140S	200E	4304710913	12395	Federal	Indian	OW	P
UTE TRIBAL 29-1A	29	140S	200E	4304730981	8118	Federal	Indian	GW	P
UTE TRIBAL 32-2A	32	140S	200E	4304733333	12658	State	Indian	GW	P
UTE TRIBAL 32-6A	32	140S	200E	4304733337	12662	State	Indian	GW	P
CHIMNEY ROCK 32-13	32	130S	210E	4304733447	12985	State	State	GW	P
CHIMNEY ROCK 32-14	32	130S	210E	4304733448	12983	State	State	GW	P
UTE TRIBAL 32-8A	32	140S	200E	4304733557	13066	State	Indian	GW	P
UTE TRIBAL 32-12A	32	140S	200E	4304733558	13064	State	Indian	GW	P
UTE TRIBAL 30-6A	30	140S	200E	4304733596	13062	Federal	Indian	GW	P
UTE TRIBAL 29-5A	29	140S	200E	4304733617	13061	Federal	Indian	GW	P
UTE TRIBAL 32-7A	32	140S	200E	4304733618	13065	State	Indian	GW	P
UTE TRIBAL 32-9A	32	140S	200E	4304733619	13067	State	Indian	GW	P
UTE TRIBAL 32-10A	32	140S	200E	4304733620	13054	State	Indian	GW	P
UTE TRIBAL 32-16A	32	140S	200E	4304734098	13449	State	Indian	GW	P
UTE TRIBAL 29-6A	29	140S	200E	4304734102	13443	Federal	Indian	GW	P
UTE TRIBAL 29-7A	29	140S	200E	4304734103	13444	Federal	Indian	GW	P
UTE TRIBAL 10-2-15-20	2	150S	200E	4304735625	14167	State	Indian	GW	P
FLAT ROCK 13-29-14-20	29	140S	200E	4304736778	15065	Federal	Indian	GW	P
FLAT ROCK 3-29-14-20	29	140S	200E	4304736795	15099	Federal	Indian	GW	P
UTE TRIBAL 6-16-14-20	16	140S	200E	4304738506	16320	State	Indian	GW	P
UTE TRIBAL 15-25-14-19	30	140S	200E	4304739052	16169	Indian	Indian	GW	P
UTE TRIBAL 1-30-14-20	30	140S	200E	4304739665	16997	Federal	Indian	GW	P
UTE TRIBAL 3-30-14-20	30	140S	200E	4304739739	17526	Federal	Indian	GW	P
UTE TRIBAL 11-30-14-20	30	140S	200E	4304739740	17358	Federal	Indian	GW	P
UTE TRIBAL 5-32-14-20	32	140S	200E	4304739741	17406	State	Indian	GW	P
UTE TRIBAL 15-30-14-20	30	140S	200E	4304739942	17237	Federal	Indian	GW	P
UTE TRIBAL 1-25-14-19	30	140S	200E	4304750654	17454	Indian	Indian	GW	P
UTE TRIBAL 13-25-14-19	26	140S	190E	4304750689	17808	Indian	Indian	GW	P
UTE TRIBAL 5-25-14-19	26	140S	190E	4304750690	17760	Indian	Indian	GW	P
UTE TRIBAL 3-25-14-19	30	140S	200E	4304751030	17759	Indian	Indian	GW	P
CHIMNEY ROCK 32-11	32	130S	210E	4304733445	12984	State	State	GW	PA
UTE TRIBAL 32-11A	32	140S	200E	4304733621	13058	State	Indian	GW	PA
FLAT ROCK 13-32-14-20	32	140S	200E	4304736992	17354	State	Indian	D	PA
FLAT ROCK 14-32-14-20	32	140S	200E	4304736993	17355	State	Indian	D	PA
FLAT ROCK 15-32-14-20	32	140S	200E	4304736994	17356	State	Indian	D	PA
UTE TRIBAL 8-25-14-19	30	140S	200E	4304739053	17353	Indian	Indian	D	PA
UTE TRIBAL 30-5A	30	140S	200E	4304720502	12654	Federal	Indian	GW	S
UTE TRIBAL 30-2A	30	140S	200E	4304730641	8112	Federal	Indian	GW	S
UTE TRIBAL 32-1A	32	140S	200E	4304732758	12064	State	Indian	OW	S
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UTE TRIBAL 32-3A	32	140S	200E	4304733334	12657	State	Indian	GW	S
UTE TRIBAL 32-4A	32	140S	200E	4304733335	12656	State	Indian	GW	S
UTE TRIBAL 28-1A	28	140S	200E	4304733595	13059	Federal	Indian	GW	S
UTE TRIBAL 29-4A	29	140S	200E	4304733616	13060	Federal	Indian	GW	S

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:	See attached exhibit
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:	See attached exhibit
7. UNIT or CA AGREEMENT NAME:	See attached exhibit
1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☐ OTHER See attached exhibit	8. WELL NAME and NUMBER: See attached exhibit
2. NAME OF OPERATOR: COBRA OIL & GAS CORPORATION N4270	9. API NUMBER: See attach
3. ADDRESS OF OPERATOR: PO Box 8206 Wichita Falls TX 76307-8206 / PHONE NUMBER: (940) 716-5100	10. FIELD AND POOL, OR WILDCAT: See attached exhibit
4. LOCATION OF WELL FOOTAGES AT SURFACE: See attached exhibit QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:	COUNTY: Uintah STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☑ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☑ SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 8/1/2015	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☐ OTHER: _____
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

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

Effective August 1, 2015, Whiting Oil & Gas Corporation resigned as Operator of the wells listed on the attached Exhibit, and Cobra Oil & Gas Corporation has been designated as successor Operator.

Cobra Oil & Gas Corporation
PO Box 8206
Wichita Falls, TX 76307-8206
Phone: (940) 716-5100

Whiting Oil & Gas Corporation N2680
1700 Broadway, Suite 2300
Denver, CO 80290
Phone: (303) 837-1661

Rick Ross, Senior Vice President - Operations

Bonds through U.S. Specialty Insurance Company
Utah State Bond: B009455
BLM Nationwide Bond: B009425

NAME (PLEASE PRINT) Robert W. Osborne TITLE Vice President

SIGNATURE Robert W Osborne DATE 7/14/15

(This space for State use only)

APPROVED

OCT 14 2015

DIV. OIL GAS & MINING

BY: Rachel Medina

(5/2000) (See Instructions on Reverse Side)

Well Exhibit for Utah DOGM

LEASE/UNIT	Lease #	Tribe Name	API #	FIELD	COUNTY	STATE	RESERVOIR	LOCATION: SEC - TWP - RNG
CHIMNEY ROCK 32-11	ML-47437		4304733445	SEEP RIDGE B	UINTAH	UT	DAKOTA	32-T13S-R21E
CHIMNEY ROCK 32-13	ML-47437		4304733447	SEEP RIDGE B	UINTAH	UT	DAKOTA-CEDAR MOUNTAIN	32-T13S-R21E
CHIMNEY ROCK 32-14	ML-47437		4304733448	SEEP RIDGE B	UINTAH	UT	DAKOTA-CEDAR MOUNTAIN	32-T13S-R21E
FLAT ROCK 13-29-14-20	UTU10166		4304736778	FLAT ROCK	UINTAH	UT	ENTRADA	29-T14S-R20E
FLAT ROCK 13-32-14-20	ML-44317		4304736992	FLAT ROCK	UINTAH	UT	WINGT	32-T14S-R20E
FLAT ROCK 14-32-14-20	ML-44317		4304736993	FLAT ROCK	UINTAH	UT	MESA VERDE	32-T14S-R20E
FLAT ROCK 15-32-14-20	ML-44317		4304736994	FLAT ROCK	UINTAH	UT	MESA VERDE	32-T14S-R20E
FLAT ROCK 30-3A	UTU019837		~~4304730729~~	FLAT ROCK	UINTAH	UT	N/A	30-T14S-R20E
FLAT ROCK 3-29-14-20	UTU10166		4304736795	FLAT ROCK	UINTAH	UT	ENTRADA	29-T14S-R20E
UTE TRIBAL 10-2-15-20	ML-46842		4304735625	FLAT ROCK	UINTAH	UT	WASATCH	2-T15S-R20E
UTE TRIBAL 11-30-14-20	UTU019837		4304739740	FLAT ROCK	UINTAH	UT	DAKOTA-BUCKHORN	30-T14S-R20E
UTE TRIBAL 1-25-14-19	1420H625581	Ute Tribe	4304750654	FLAT ROCK	UINTAH	UT	ENTRADA	30-T14S-R20E
UTE TRIBAL 1-30-14-20	UTU019837		4304739665	FLAT ROCK	UINTAH	UT	ENTRADA	30-T14S-R20E
UTE TRIBAL 13-25-14-19	1420H625581	Ute Tribe	4304750689	FLAT ROCK	UINTAH	UT	ENTRADA	26-T14S-R19E
UTE TRIBAL 15-25-14-19	1420H625581	Ute Tribe	4304739052	FLAT ROCK	UINTAH	UT	ENTRADA	30-T14S-R20E
UTE TRIBAL 15-30-14-20	UTU019837		4304739942	FLAT ROCK	UINTAH	UT	ENTRADA	30-T14S-R20E
UTE TRIBAL 28-1A	UTU10166		4304733595	FLAT ROCK	UINTAH	UT	DAKOTA	28-T14S-R20E
UTE TRIBAL 29-1A	UTU10166		4304730981	FLAT ROCK	UINTAH	UT	WASATCH	29-T14S-R20E
UTE TRIBAL 29-2A	UTU10166		4304732945	FLAT ROCK	UINTAH	UT	WASATCH	29-T14S-R20E
UTE TRIBAL 29-3A	UTU10166		4304732946	FLAT ROCK	UINTAH	UT	WASATCH	29-T14S-R20E
UTE TRIBAL 29-4A	UTU10166		4304733616	FLAT ROCK	UINTAH	UT	DAKOTA	29-T14S-R20E
UTE TRIBAL 29-5A	UTU10166		4304733617	FLAT ROCK	UINTAH	UT	CEDAR MOUNTAIN	29-T14S-R20E
UTE TRIBAL 29-6A	UTU10166		4304734102	FLAT ROCK	UINTAH	UT	CURTIS-ENTRADA	29-T14S-R20E
UTE TRIBAL 29-7A	UTU10166		4304734103	FLAT ROCK	UINTAH	UT	CURTIS-ENTRADA	29-T14S-R20E
UTE TRIBAL 30-1	UTU019837		~~4304715764~~	FLAT ROCK	UINTAH	UT	WASATCH	30-T14S-R20E
UTE TRIBAL 30-2A	UTU019837		4304730641	FLAT ROCK	UINTAH	UT	WASATCH	30-T14S-R20E
UTE TRIBAL 30-3A	UTU019837		4304710913	FLAT ROCK	UINTAH	UT	WASATCH	30-T14S-R20E
UTE TRIBAL 30-4A	UTU019837		4304716520	FLAT ROCK	UINTAH	UT	TW	30-T14S-R20E
UTE TRIBAL 30-5A	UTU019837		4304720502	FLAT ROCK	UINTAH	UT	WASATCH	30-T14S-R20E
UTE TRIBAL 30-6A	UTU019837		4304733596	FLAT ROCK	UINTAH	UT	DAKOTA	30-T14S-R20E
UTE TRIBAL 32-10A	ML-44317		~~4304733620~~	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-11A	ML-44317		4304733621	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-12A	ML-44317		4304733558	FLAT ROCK	UINTAH	UT	CEDAR MOUNTAIN	32-T14S-R20E
UTE TRIBAL 32-16A	ML-44317		4304734098	FLAT ROCK	UINTAH	UT	DAKOTA-CEDAR MOUNTAIN	32-T14S-R20E
UTE TRIBAL 32-1A	ML-44317		4304732758	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-2A	ML-44317		4304733333	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-3A	ML-44317		4304733334	FLAT ROCK	UINTAH	UT	WASATCH-MESAVERDE	32-T14S-R20E
UTE TRIBAL 32-4A	ML-44317		4304733335	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 3-25-14-19	1420H625581	Ute Tribe	4304751030	FLAT ROCK	UINTAH	UT	ENTRADA	30-T14S-R20E

Well Exhibit for Utah DOGM

LEASE/UNIT	Lease #	Tribe Name	API #	FIELD	COUNTY	STATE	RESERVOIR	LOCATION: SEC - TWP - RNG
UTE TRIBAL 32-5A	ML-44317		4304710577	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-6A	ML-44317		4304733337	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-7A	ML-44317		4304733618	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-8A	ML-44317		4304733557	FLAT ROCK	UINTAH	UT	DAKOTA	32-T14S-R20E
UTE TRIBAL 32-9A	ML-44317		4304733619	FLAT ROCK	UINTAH	UT	DAKOTA-CEDAR MOUNTAIN	32-T14S-R20E
UTE TRIBAL 3-30-14-20	UTU019837		4304739739	FLAT ROCK	UINTAH	UT	ENTRADA	30-T14S-R20E
UTE TRIBAL 5-25-14-19	1420H625581	Ute Tribe	4304750690	FLAT ROCK	UINTAH	UT	ENTRADA	26-T14S-R19E
UTE TRIBAL 5-32-14-20	ML-44317		4304739741	FLAT ROCK	UINTAH	UT	DAKOTA ENTRADA	32-T14S-R20E
UTE TRIBAL 6-16-14-20	ML-47502		4304738506	FLAT ROCK	UINTAH	UT	ENTRADA	16-T14S-R20E
UTE TRIBAL 8-25-14-19	1420H625581	Ute Tribe	4304739053	FLAT ROCK	UINTAH	UT	N/A	30-T14S-R20E

RECEIVED
AUG 04 2015
DIV. OF OIL, GAS & MINING

July 16, 2015

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

Re: Change of Operator

Whiting Oil and Gas Corporation respectfully submits change of operator sundries for Flat Rock field in Uintah County, UT.

The new operator is
Cobra Oil and Gas Corporation
PO Box 8206
Witchita Falls, TX 76307-8206
Phone: (940) 716-5100

Regulatory Admin for Cobra:
Barbara Pappas
940-716-5103
Barbara@cobraogc.com

Please contact Barbara Pappas or myself if you should have questions or need additional information.

Best Regards,

Cara Mezydlo,
Engineering Technician III – Central Rockies Asset Group
(303) 876-7091
Cara.mezydlo@whiting.com

RECEIVED
AUG 04 2015
DIV. OF OIL, GAS & MINING

July 16, 2015

Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
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Regulatory Admin for Cobra:
Barbara Pappas
940-716-5103
Barbara@cobraogc.com

Please contact Barbara Pappas or myself if you should have questions or need additional information.

Best Regards,

Cara Mezydlo,
Engineering Technician III – Central Rockies Asset Group
(303) 876-7091
Cara.mezydlo@whiting.com

Rachel Medina <rachelmedina@utah.gov>

Plugged Wells

8 messages

Rachel Medina <rachelmedina@utah.gov> Thu, Aug 6, 2015 at 11:05 AM
To: Barbara Pappas <barbara@cobraogc.com>

Hi Barbara,

The following Whiting wells are listed on the request for the Cobra operator change, but are currently plugged. Our Division does not usually move plugged well unless the new operator has plans to reenter the wells. Will this be the case for Cobra?

CHIMNEY ROCK 32-11	32	130S	210E	4304733445
UTE TRIBAL 32-11A	32	140S	200E	4304733621
FLAT ROCK 13-32-14-20	32	140S	200E	4304736992
FLAT ROCK 14-32-14-20	32	140S	200E	4304736993
FLAT ROCK 15-32-14-20	32	140S	200E	4304736994
UTE TRIBAL 8-25-14-19	30	140S	200E	4304739053

Also, the following wells were listed on the exhibit but are not currently operated by Whiting. They will not move in the operator change.

Flat Rock 30-3A 4304730729
Ute Tribal 30-1 4304715764
Ute Tribal 30-4A 4304716520

Thanks!

--
Rachel Medina
Division of Oil, Gas & Mining
Bonding Technician
801-538-5260

Rachel Medina <rachelmedina@utah.gov> Thu, Aug 6, 2015 at 2:36 PM
To: Barbara Pappas <barbara@cobraogc.com>

Hi Barbara,

Cobra is also taking over 3 State/Fee wells that have been shut in for over a year. Because of this our Petroleum Engineer is requesting a shut in plan and full cost bonding. For the shut in plan you will need to submit an outline and time frame of the plans for each well. To determine full cost bonding you will need to submit a plugging estimate, our engineer will evaluate the cost and set the bond for each well at the estimate or depth bonding (as outline in the rules), whichever is greater.

Please let me know if you have any questions.
Thanks!
[Quoted text hidden]

Barbara Pappas <barbara@cobraogc.com> Thu, Aug 6, 2015 at 3:10 PM
To: Rachel Medina <rachelmedina@utah.gov>

Rachel:

I have forwarded to my managers and hopefully will have an answer for you soon.

Thanks,

Barbara

From: Rachel Medina [mailto:rachelmedina@utah.gov]
Sent: Thursday, August 06, 2015 3:37 PM
To: Barbara Pappas <barbara@cobraogc.com>
Subject: Re: Plugged Wells

[Quoted text hidden]

Rachel Medina <rachelmedina@utah.gov> Fri, Aug 14, 2015 at 8:58 AM
To: Barbara Pappas <barbara@cobraogc.com>

Hi Barbara,

The Division received confirmation that the plugged wells need to be moved to Cobra. At this point we are waiting for shut in plans and plugging estimates on the following wells.

UTE TRIBAL 32-1A
UTE TRIBAL 32-3A
UTE TRIBAL 32-4A

Thanks!
[Quoted text hidden]

Charlie Gibson <charlie@cobraogc.com> Wed, Aug 19, 2015 at 8:40 AM
To: "rachelmedina@utah.gov" <rachelmedina@utah.gov>
Cc: Rory Edwards <rory@cobraogc.com>, Bobby Hess <bhess@cobraogc.com>, Kyle Gardner <kgardner@cobraogc.com>, Barbara Pappas <barbara@cobraogc.com>

Rachel,

We have studied the wells listed below and our estimate to plug the wells is $20,000/well. We also believe that the wells still have economic potential and plan on working on the wells by 10-1-2015 to attempt to re-establish production. Let me know if you have any questions.

Charlie Gibson

Operations Manager

Cobra Oil & Gas

(940)716-5100 (o)

(940)781-6260 (c)

From: Rachel Medina [mailto:rachelmedina@utah.gov]
Sent: Friday, August 14, 2015 9:59 AM
To: Barbara Pappas <barbara@cobraogc.com>
Subject: Re: Plugged Wells

Hi Barbara,

[Quoted text hidden]
[Quoted text hidden]

Rachel Medina <rachelmedina@utah.gov> Wed, Aug 19, 2015 at 4:46 PM
To: Dustin Doucet <dustindoucet@utah.gov>

What are you thoughts on the full cost bonding and the shut in plan?
[Quoted text hidden]

Dustin Doucet <dustindoucet@utah.gov> Wed, Aug 19, 2015 at 6:16 PM
To: Rachel Medina <rachelmedina@utah.gov>

Without more supporting evidence of their P&A cost estimate, I don't feel comfortable with the estimate provided. It appears several plugs may need to be drilled out to properly isolate formations with open perfs with cement as required by rule. I doubt this was taken into consideration in their estimates. Since they are proposing to work the wells over by October 1, 2015, I would be willing to accept the $30,000 depth bond per well to get these transferred and let them get the work done with the caveat that we will require more information on P&A costs and would require full cost bonds if found to be more than $30K per well if the work is not done by October 1, 2015.
[Quoted text hidden]
--
Dustin K. Doucet
Petroleum Engineer
Division of Oil, Gas and Mining
1594 West North Temple, Ste 1210
Salt Lake City, Utah 84116
801.538.5281 (ofc)
801.359.3940 (fax)

web: www.ogm.utah.gov

Rachel Medina <rachelmedina@utah.gov> Thu, Aug 20, 2015 at 9:09 AM
To: Charlie Gibson <charlie@cobraogc.com>
Cc: Rory Edwards <rory@cobraogc.com>, Bobby Hess <bhess@cobraogc.com>, Kyle Gardner <kgardner@cobraogc.com>, Barbara Pappas <barbara@cobraogc.com>

Hi Charlie,

The following is our Petroleum Engineer's review;

-Ute Tribal 32-1A, Ute Tribal 32-3A and Ute Triabl 32-4A are each required to have a $30,000.00 individual bond.
-Cobra's plan to put the wells on production by October 1, 2015 is accepted, however a condition has been placed that if the wells are not producing by October 1st the Division **will require** a new P&A estimate be

submitted and reviewed for full cost bonding.

Please submit bonding for each well, if Cobra needs the new bonding forms again please let me know. As soon as the bond is received we can begin to process the operator change.

Thanks!

[Quoted text hidden]

Rachel Medina <rachelmedina@utah.gov>

Utah Change of Operator from Whiting to Cobra

1 message

Charlie Gibson <charlie@cobraogc.com> Thu, Aug 13, 2015 at 2:17 PM
To: "rachelmedina@utah.gov" <rachelmedina@utah.gov>
Cc: Jeff Dillard <jeff@cobraogc.com>, Bob Osborne <bob@cobraogc.com>, Stephen Howard <Showard@basinoilandgas.com>, Caven Crosnoe <ccrosnoe@scglaw.com>, Rory Edwards <rory@cobraogc.com>, Phil Rugeley <phil@cobraogc.com>, Rick Haskin <rick@cobraogc.com>, Barbara Pappas <barbara@cobraogc.com>

Dear Rachel,

We have been informed by Whiting Oil and Gas Corporation that you have requested an email from Cobra Oil & Gas Corporation acknowledging that we have agreed to assume all plugging, abandoning and reclamation obligations for the wells described below. In accordance with the terms and conditions of the Purchase and Sale Agreement (Agreement) between Whiting Oil and Gas Corporation (Seller) and Cobra Oil & Gas Corporation, et al (Buyer), please be advised the Buyer assumed the obligation to plug and abandon all wells located on the Lands and reclaim all well sites located on the Lands regardless of when the obligations arose. Accordingly Cobra Oil and Gas Corporation, as Operator, assumes those obligations and liabilities associated with the wells described below:

CHIMNEY ROCK 32-11	32130S210E4304733445
UTE TRIBAL 32-11A	32140S200E4304733621
FLAT ROCK 13-32-14-20	32140S200E4304736992
FLAT ROCK 14-32-14-20	32140S200E4304736993

FLAT ROCK 15-32-14-20 32140S200E4304736994

UTE TRIBAL 8-25-14-19 30140S200E4304739053

Flat Rock 30-3A 4304730729

Ute Tribal 30-1 4304715764

Ute Tribal 30-4A 4304716520

Sincerely,

Charlie Gibson

Operations Manager

Cobra Oil & Gas

(940)716-5100 (o)

(940)781-6260 (c)