



14421 County Rd. 10 • Ft. Lupton, Colorado 80621 • (303) 857-9999 • FAX (303) 857-0577 • E-MAIL Permitco 1@aol.com

August 10, 2005

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

Attn: Diana Whitney

Re: **Pioneer Natural Resources USA, Inc.**  
**Pine Springs State #15-36**  
**1251' FNL and 1986' FEL**  
**NW NE Section 36, T14S - R22E**  
**Uintah County, Utah**

Dear Diana,

Enclosed please find two copies of the Application for Permit to Drill, along with the required drilling program, BOP diagram, wellsite maps and diagrams.

If you should need additional information, please don't hesitate to contact me. Approved copies of the A.P.D. should be sent to Permitco Inc. at the address shown above.

Sincerely,

PERMITCO INC.

Venessa Langmacher  
Consultant for  
Pioneer Natural Resources USA, Inc.

Enc.

cc: Pioneer Natural Resources USA, Inc. - Denver, CO  
Utah Division of Oil, Gas & Mining - Roosevelt, UT

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AUG 12 2005

DIV. OF OIL, GAS & MINING

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

FORM 3

AMENDED REPORT   
(highlight changes)

<b>APPLICATION FOR PERMIT TO DRILL</b>		5. MINERAL LEASE NO.: <b>ML-46731</b>	6. SURFACE: <b>State</b>
1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>		7. IF INDIAN, ALLOTTEE OR TRIBE NAME: <b>N/A</b>	
B. TYPE OF WELL: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER _____ SINGLE ZONE <input type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>		8. UNIT or CA AGREEMENT NAME: <b>N/A</b>	
2. NAME OF OPERATOR: <b>Pioneer Natural Resources USA, Inc.</b>		9. WELL NAME and NUMBER: <b>Pine Springs State #15-36</b>	
3. ADDRESS OF OPERATOR: <b>1401 17th Street, Suite 1200, Denver, CO 80202</b>		PHONE NUMBER: <b>303/298-8100</b>	10. FIELD AND POOL, OR WILDCAT: <b><del>Pine Springs</del> Undesignated</b>
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: <b>637381X 1251' FNL and 1986' FEL</b> AT PROPOSED PRODUCING ZONE: <b>4379972Y 109.400850</b>		11. QTR/QTR, SECTION, TOWNSHIP, RANGE MERIDIAN: <b>NW NE, Section 36, T14S - R22E</b>	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: <b>Approximately 41.1 miles south of Ouray, UT</b>		12. COUNTY: <b>Utah</b>	13. STATE: <b>UT</b>
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) <b>1251'</b>	16. NUMBER OF ACRES IN LEASE: <b>640</b>	17. NUMBER OF ACRES ASSIGNED TO THIS WELL: <b>N/A</b>	
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET): <b>Approximately 2200'</b>	19. PROPOSED DEPTH: <b>6300'</b>	20. BOND DESCRIPTION: <b>Statewide Bond 104319463</b>	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): <b>7163' GL</b>	22. APPROXIMATE DATE WORK WILL START: <b>10/1/2005</b>	23. ESTIMATED DURATION: <b>10-15 Days</b>	

**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"	8-5/8", J-55, 24#	1000'	Premium Lite II, 140 sx, 3.16 cf/sx, 11.0 Class G, 170 sx, 1.2 cf/sx, 15.6
7-7/8"	4-1/2", J-K55, 11.6#	6300'	Premium II, 300 sx, 3.29 cf/sx, 11.0 Premium II, 345 sx, 1.43 cf/sx, 14.5
<b>CONFIDENTIAL-TIGHT HOLE</b>			

**ATTACHMENTS**

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

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

AGENT: **PermitCo Inc., 14421 County Road 10, Fort Lupton, CO 80621** AGENT'S PHONE NO.: **303/857-9999**  
 NAME (PLEASE PRINT) **Venessa Langmacher** TITLE **Agent for Pioneer Natural Resources USA, Inc.**  
 SIGNATURE *Venessa Langmacher* DATE **August 10, 2005**

(This space for State use only)

API NUMBER ASSIGNED: **43-047-36962**

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

Date: **02-26-06**  
By: *[Signature]*

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AUG 12 2005**

DIV. OF OIL, GAS & MINING

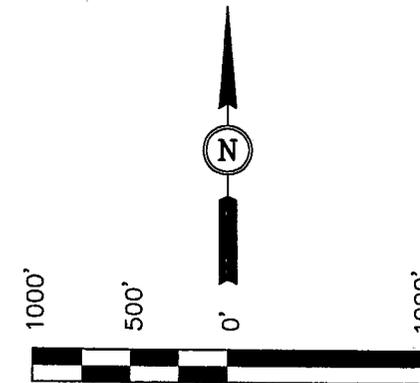
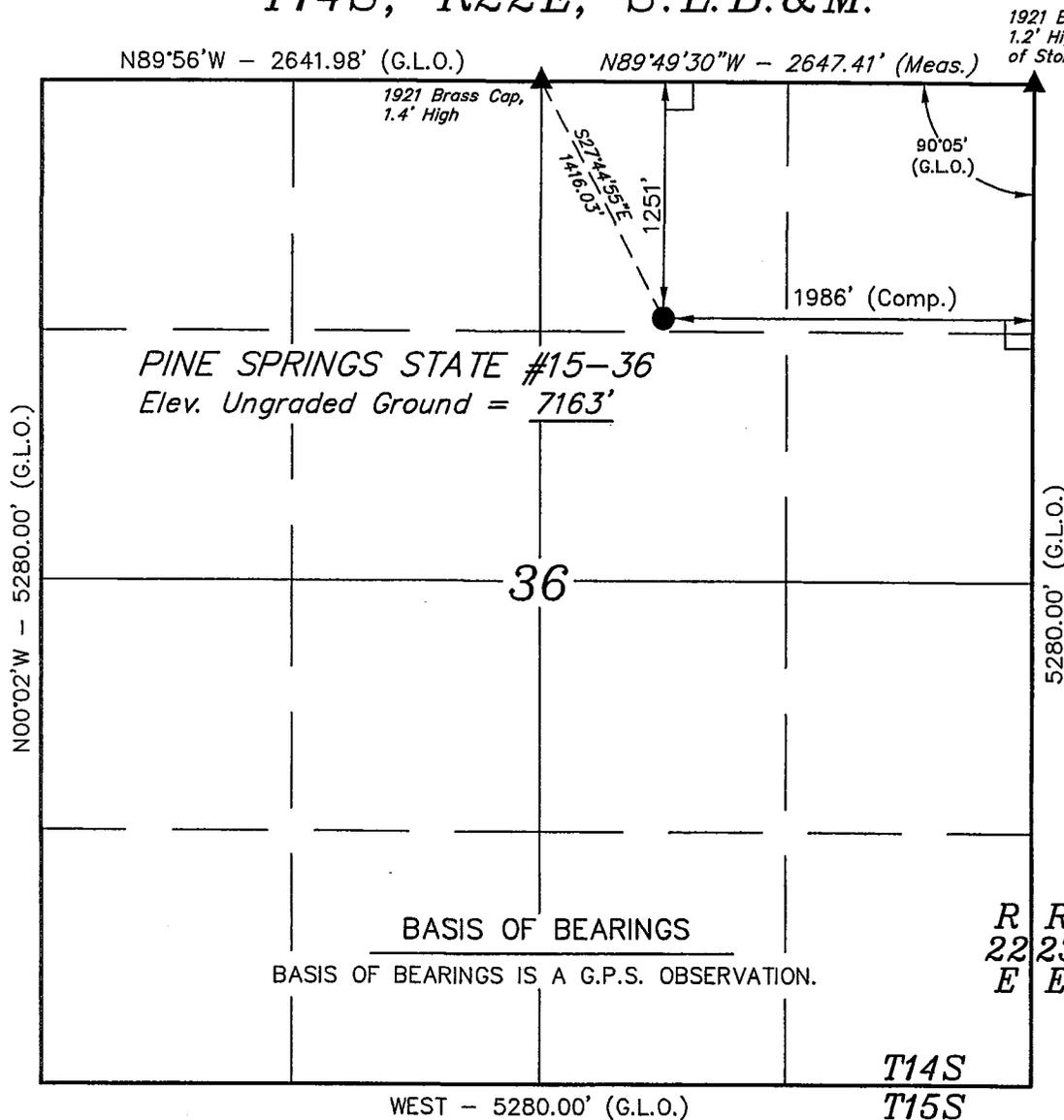
# T14S, R22E, S.L.B.&M.

## PIONEER NATURAL RESOURCES

Well location, PINE SPRINGS STATE #15-36, located as shown in the NW 1/4 NE 1/4 of Section 36, T14S, R22E, S.L.B.&M. Uintah County, Utah.

### BASIS OF ELEVATION

SPOT ELEVATION ALONG A JEEP TRAIL LOCATED IN THE NE 1/4 OF SECTION 25, T14S, R22E, S.L.B.&M. TAKEN FROM THE PINE SPRINGS CANYON 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 7172 FEET.



SCALE  
 CERTIFICATE

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

*Robert J. Gray*  
 REGISTERED LAND SURVEYOR  
 REGISTRATION NO. 161319  
 STATE OF UTAH

<b>UINTAH ENGINEERING &amp; LAND SURVEYING</b> 85 SOUTH 200 EAST - VERNAL, UTAH 84078 (435) 789-1017		
SCALE 1" = 1000'	DATE SURVEYED: 07-15-05	DATE DRAWN: 07-18-05
PARTY G.O. B.C. C.G.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE PIONEER NATURAL RESOURCES	

### LEGEND:

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

(AUTONOMOUS NAD 83)  
 LATITUDE = 39°33'37.38" (39.560383)  
 LONGITUDE = 109°24'05.15" (109.401431)  
 (AUTONOMOUS NAD 27)  
 LATITUDE = 39°33'37.50" (39.560417)  
 LONGITUDE = 109°24'02.71" (109.400753)

CONFIDENTIAL - TIGHT HOLE

Pine Springs State #15-36  
1251' FNL and 1986' FEL  
NW NE Section 36, T14S - R22E  
Uintah County, Utah

Prepared For:

Pioneer Natural Resources USA, Inc.

By:

PERMITCO INC.  
14421 County Road 10  
Fort Lupton, CO 80621  
303/857-9999

CONFIDENTIAL-TIGHT HOLE

Copies Sent To:

- 2 - Utah Division of Oil, Gas & Mining - SLC, UT
- 1 - Utah Division of Oil, Gas & Mining - Roosevelt, UT
- 2 - Pioneer Natural Resources USA, Inc. - Denver, CO

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AUG 12 2005

DIV. OF OIL, GAS & MINING



**Pine Springs State #15-36**

1251' FNL and 1986' FEL  
NW NE Section 36, T14S - R22E  
Uintah County, Utah

**DRILLING PROGRAM**

The proposed wellsite is located on State Surface/State Minerals.

**1. Estimated Tops/Geologic Markers**

The estimated tops of important geologic markers are as follows:

<i>Formation</i>	<i>Depth</i>	<i>Subsea</i>
Green River	0'	7,167'
Wasatch	1,200'	5,967'
Mesa Verde	2,805'	4,362'
Upper Segó	4,460'	2,707'
Lower Segó	4,695'	2,472'
Buck Tongue	4,740'	2,427'
Castlegate	4,827'	2,340'
Mancos 'B'	5,750'	1,417'
T.D.	6,300'	867'

**2. Estimated Depths and Names of Anticipated Water, Oil, Gas or Other Minerals Bearing Formations.**

<i>Substance</i>	<i>Formation</i>	<i>Depth</i>
Gas and Water	Wasatch	1,200'-2,805'
Gas and Water	Mesa Verde	2,805'-4,827'
Gas and Water	Castlegate	4,827'-5,100'
Gas	Mancos 'B'	5,750'-5,900'



**Pine Springs State #15-36**

1251' FNL and 1986' FEL  
NW NE Section 36, T14S - R22E  
Uintah County, Utah

**DRILLING PROGRAM**

**3. Well Control Equipment & Testing Procedures**

Pioneer Natural Resources USA, Inc.'s minimum specifications for pressure control equipment are as follows:

Ram Type: 11" Hydraulic double, 3000 psi w.p.

Pioneer Natural Resources USA, Inc. will comply will all requirements pertaining to well control as listed in the Rule R649-3-7 of the Utah Division of Oil, Gas & Mining.

The size and rating of the BOP stack is shown on the attached diagram.

**4. Casing Program**

The proposed casing program will be as follows:

<i>Purpose</i>	<i>Depth</i>	<i>Hole Size</i>	<i>O.D.</i>	<i>Weight</i>	<i>Grade</i>	<i>Type</i>	<i>New/Used</i>
Surface	0-1,000'	12-1/4"	8-5/8"	24#	J-55	ST&C	New/Used*
Production	0-6,300'	7-7/8"	4-1/2"	11.6#	J or K-55	ST&C/LT&C	New/Used*

Casing design subject to revision based on geologic conditions encountered.

\* Inspected

**5. Cement Program**

<i>Surface</i>	<i>Type and Amount</i>
0-1,000'	<b>Lead:</b> 140 sx Premium Lite II, 2% CaCl, 1/4 pps Celloflake, 3 #/sk Kol Seal, 0.5% Sodium Metasilicate, 6% Gel 3.16 cu ft/sk, 11.0 #/gal. <b>Tail:</b> 170 sx Class G, 2% CaCl, 1/4 pps Celloflake 1.20 cuft/sk, 15.6 #/gal.
<i>Production</i>	<i>Type and Amount</i>
0-6,300'	<b>Lead:</b> 300 sx Premium II, 0.25 pps Celloflake, 0.8% bwoc FL-52, 10% Bentonite, 0.5% Sodium Metasilicate, 3 pps BA-90, 2% CaCl, .05 pps Static Free 3.29 cuft/sk, 11.0 #/gal. <b>Tail:</b> 345 sx Premium II, .05 pps Static Free, 0.2% R-3, 3% KCL, 0.25% Celloflake, 2 pps Kol Seal, 0.5% FL-62, 0.2% Sodium Metasilicate 1.43 cuft/sk, 14.5 #/gal.



**Pine Springs State #15-36**

1251' FNL and 1986' FEL  
NW NE Section 36, T14S - R22E  
Uintah County, Utah

**DRILLING PROGRAM**

\*Note: Actual cement volume to be based upon caliper log.

**6. Drilling Fluids**

The proposed circulating mediums to be employed in drilling are as follows:

<i>Interval</i>	<i>Mud Type</i>	<i>Mud Wt.</i>	<i>Visc.</i>	<i>F/L</i>
0'-1,000'	Spud Mud	8.4-9.5	28-40	N/C
1,000'-6,300'	LSND w/ 2-1/2% - 3-1/2% KCL	8.8-8.9	38-40	10-14

**7. Testing, Logging and Coring**

The anticipated type and amount of testing, logging and coring are as follows:

- a. No drill stem tests are anticipated.
- b. The logging program will consist of a RES/GR/SP and an FDC - CNL with GR and Caliper to be run from TD to Surface Casing.
- c. No cores are anticipated.

**8. Anticipated Pressures and H<sub>2</sub>S**

- a. Normal pressures and temperatures are expected in the objective formation. A maximum Castlegate surface shut-in pressure of 1300 psi is expected. A maximum bottom hole temperature of 118 degrees Fahrenheit is anticipated. Sour gas (H<sub>2</sub>S) is not anticipated.

**9. Water Source**

- a. Water will be obtained from the State of Utah from Willow Creek at Buck Canyon under A-1 Tank Rental water permit #49-1661. Should water not be available from this source, water will be purchased from A-1 Tank Rental from a water well in Ouray, UT under permit #43-8496.



**Pine Springs State #15-36**

1251' FNL and 1986' FEL  
NW NE Section 36, T14S - R22E  
Uintah County, Utah

**DRILLING PROGRAM**

Page 4

**10. Other Information**

- a. Drilling is planned to commence on October 1, 2005.
- b. It is anticipated that the drilling of this well will take approximately 10-15 days.
- c. Lining of the reserve pit will be done if deemed necessary by the Utah Division of Oil, Gas and Minerals.
- d. At the end of drilling operations the location will be reclaimed and re-seeded as requested by the State of Utah.



**PIONEER NATURAL RESOURCES**  
**PINE SPRINGS STATE #15-36**  
 LOCATED IN UINTAH COUNTY, UTAH  
 SECTION 36, T14S, R22E, S.L.B.&M.

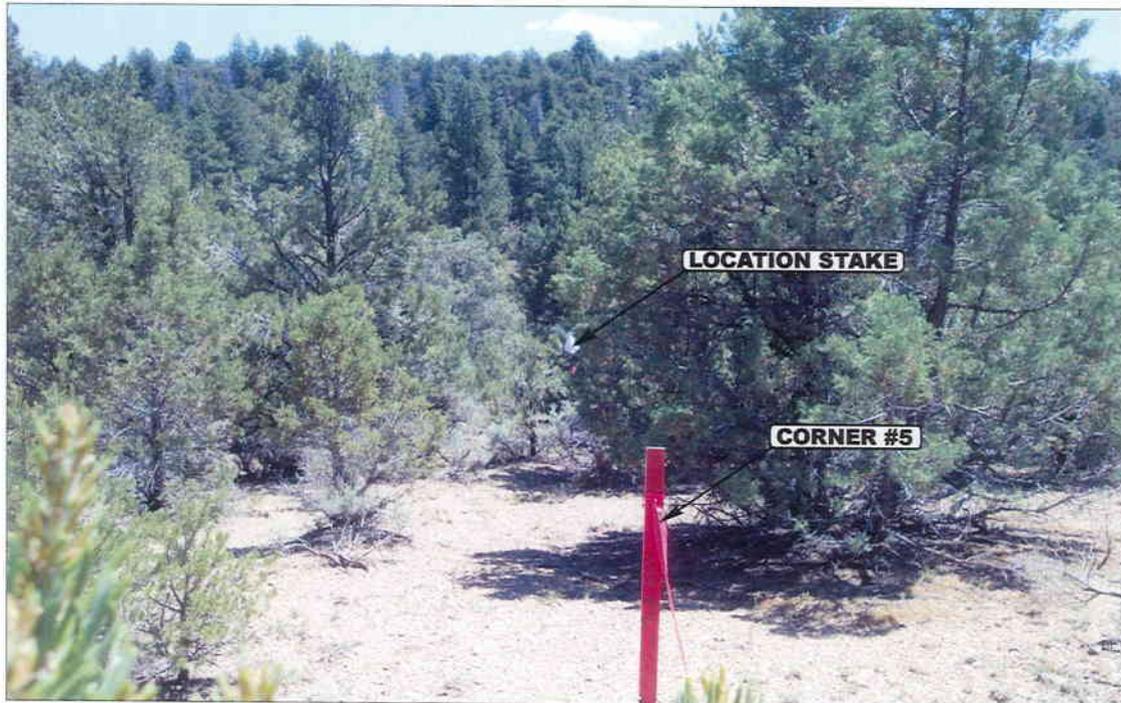


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: NORTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

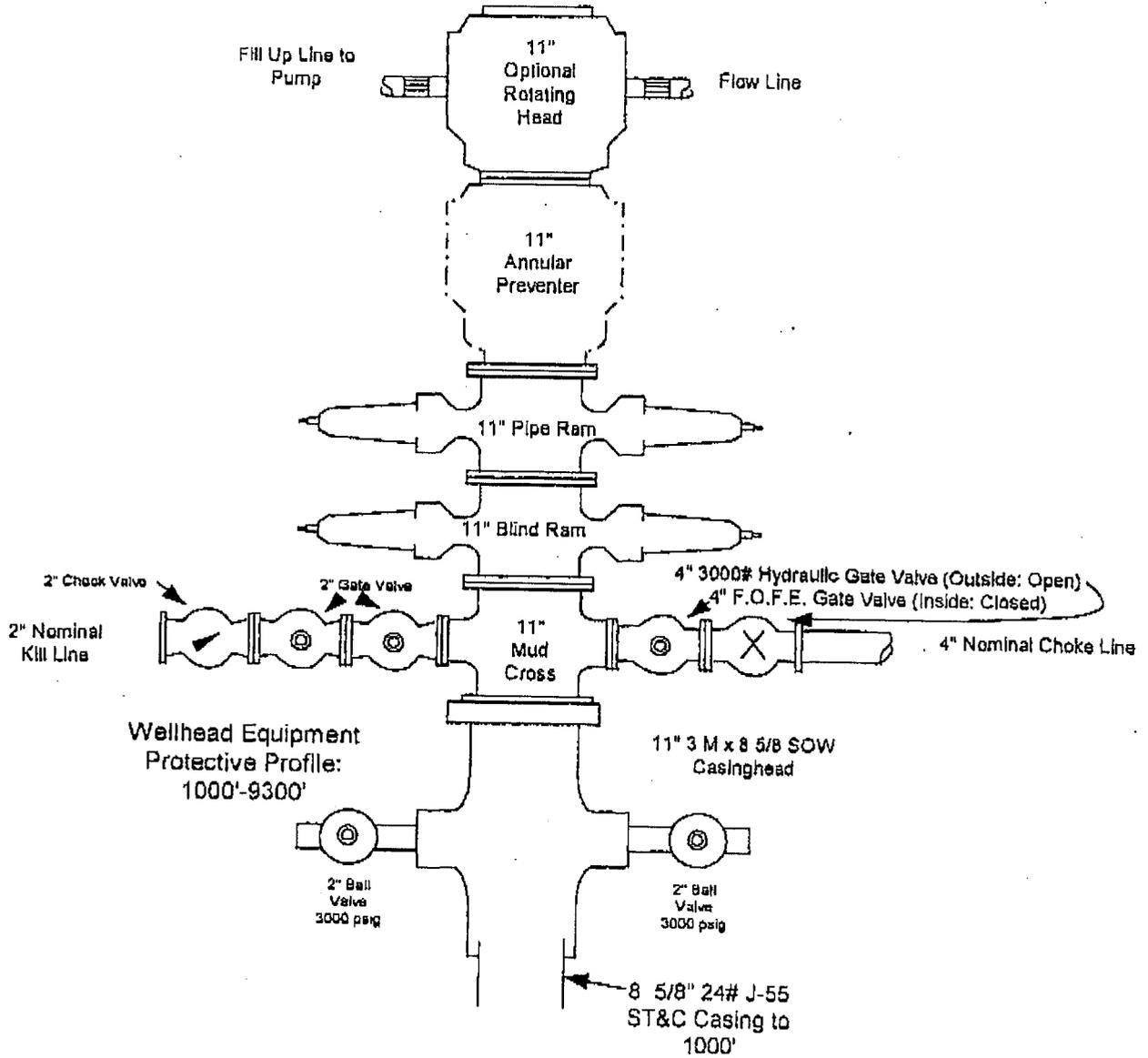
CAMERA ANGLE: SOUTHEASTERLY



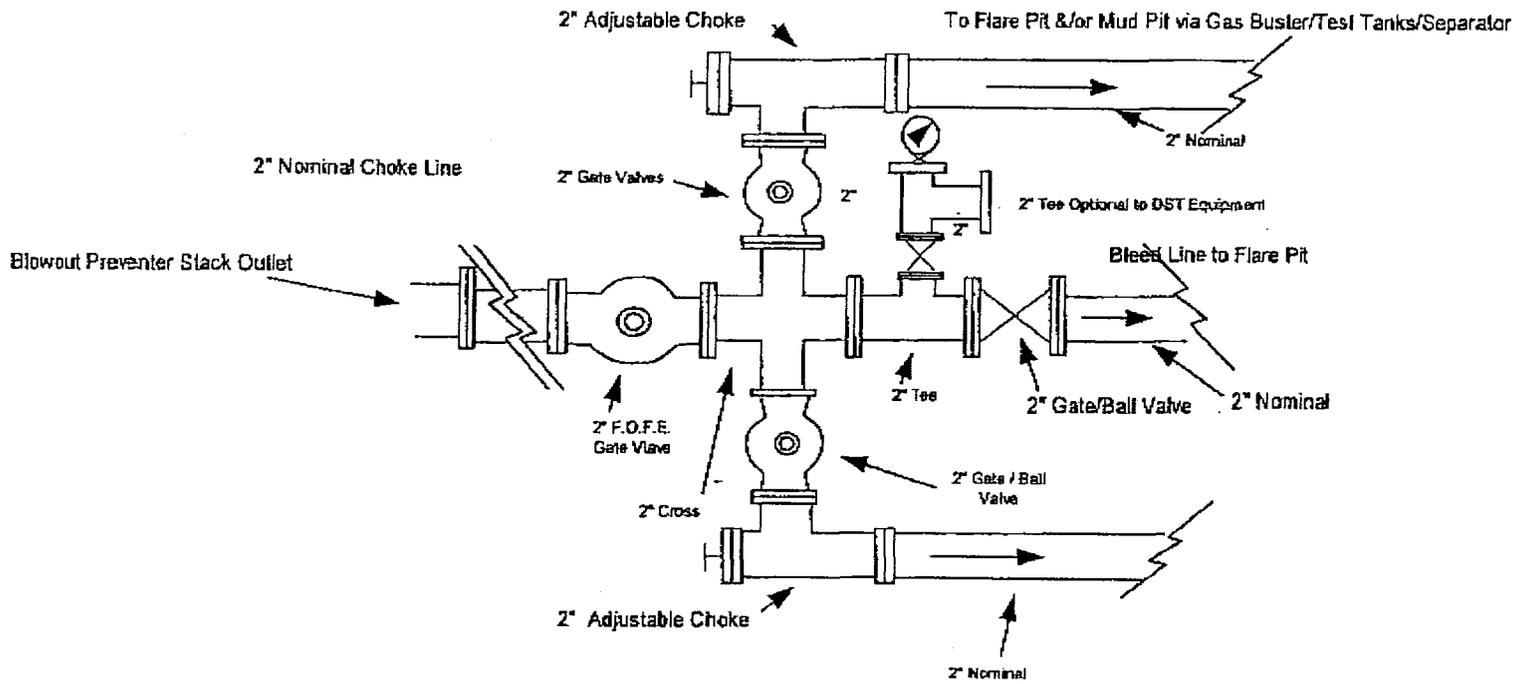
**U** Uintah Engineering & Land Surveying  
**E** 85 South 200 East Vernal, Utah 84078  
**L** 435-789-1017 uels@uelsinc.com

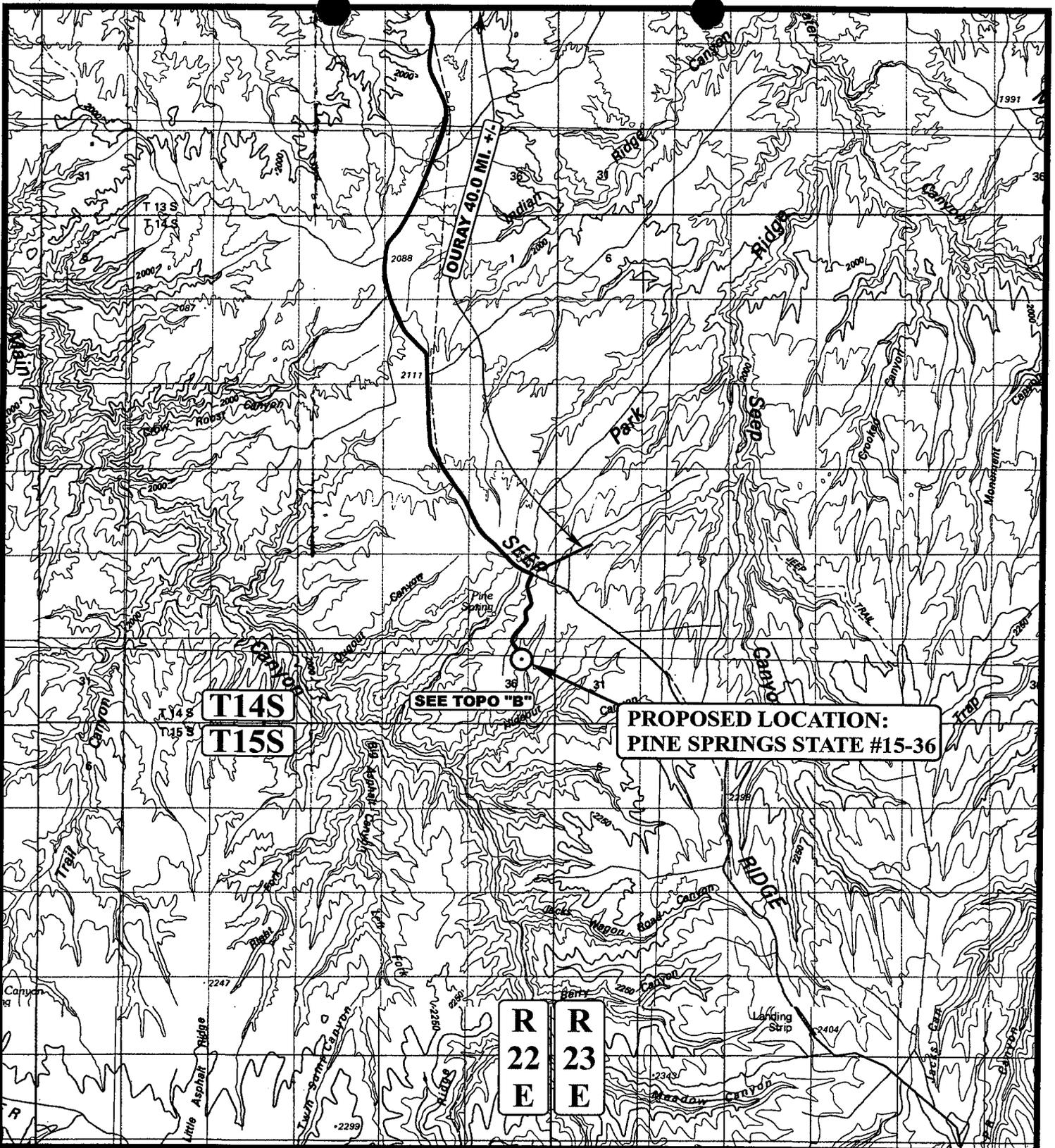
<b>LOCATION PHOTOS</b>	<b>07</b>	<b>20</b>	<b>05</b>	<b>PHOTO</b>
TAKEN BY: G.O.	MONTH	DAY	YEAR	
DRAWN BY: C.P.	REVISED: 05-13-05			

**Pine Springs State  
Minimum Blow-Out Preventer  
Requirements  
All 3000 PSI WP Equipment  
(Except Casinghead & Spools as Noted  
Below)**



**Pine Springs State  
Choke Manifolds  
All 3000 PSI WP (Min) Equipment**





**LEGEND:**

○ PROPOSED LOCATION

N

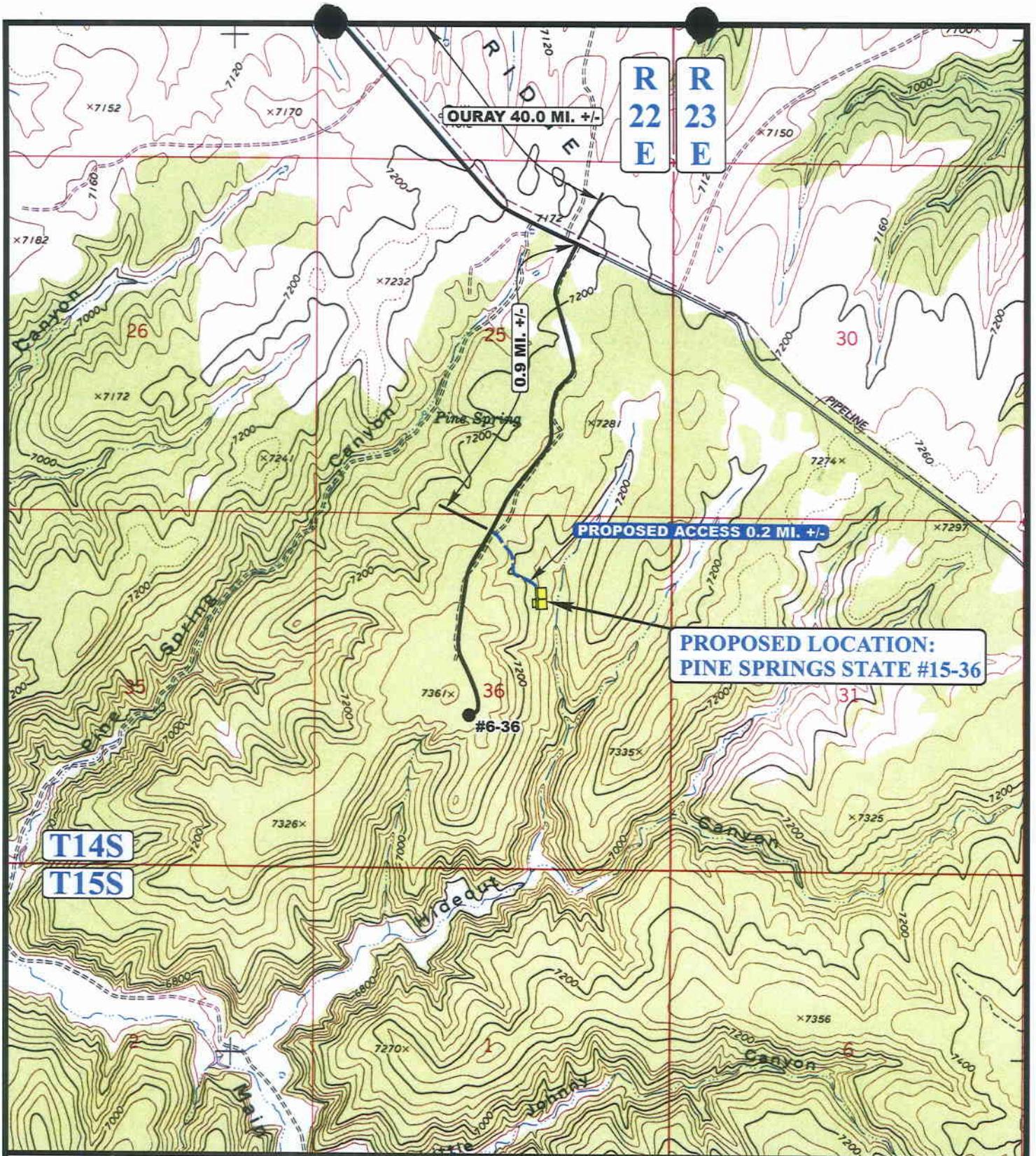
**PIONEER NATURAL RESOURCES**

PINE SPRINGS STATE #15-36  
 SECTION 36, T14S, R22E, S.L.B.&M.  
 1251' FNL 1986' FEL

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

**TOPOGRAPHIC MAP** 07 20 05  
 MONTH DAY YEAR  
 SCALE: 1:100,000 DRAWN BY: C.P. REVISED: 00-00-00





**LEGEND:**

- EXISTING ROAD
- PROPOSED ACCESS ROAD

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

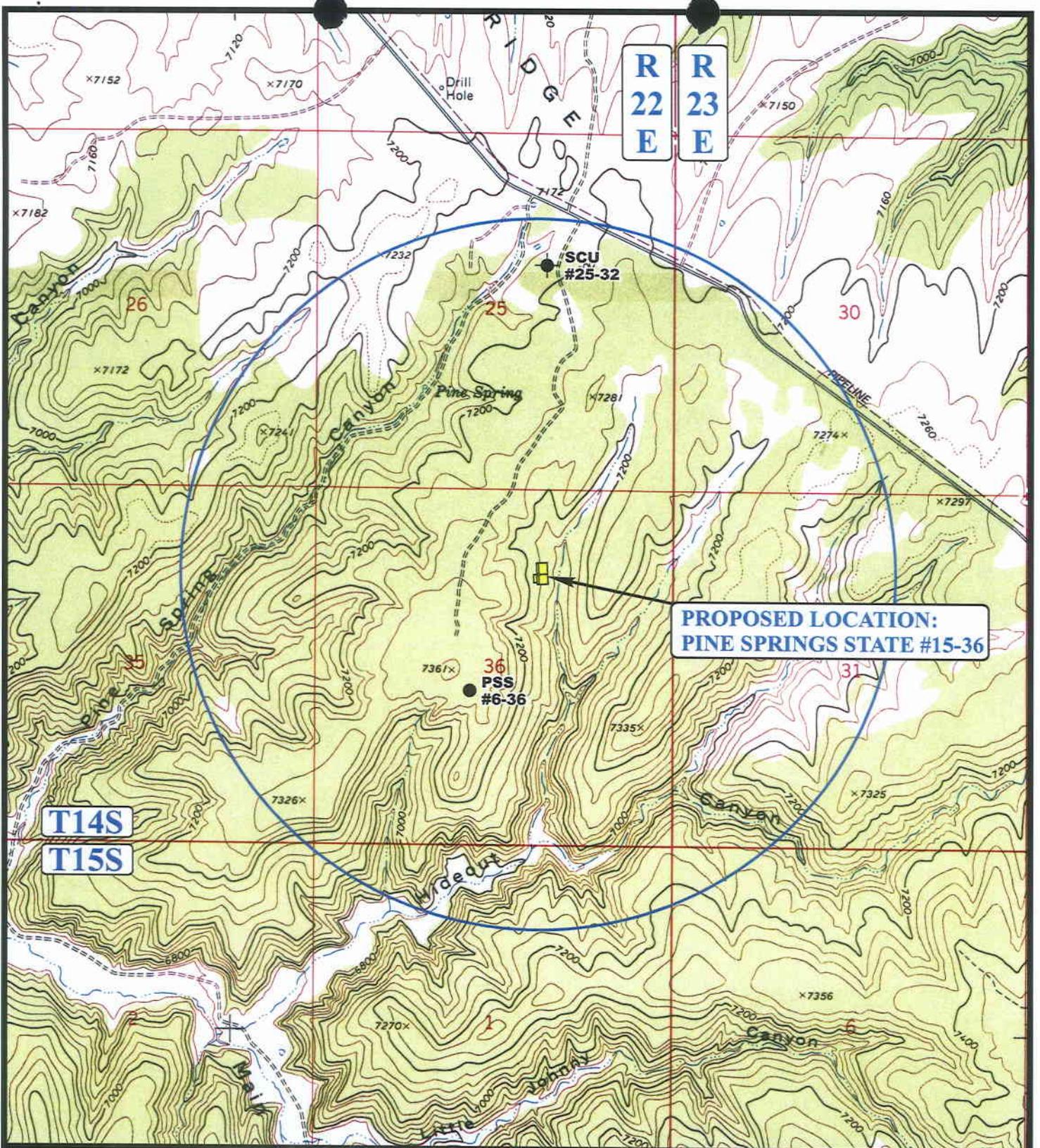


**PIONEER NATURAL RESOURCES**

**PINE SPRINGS STATE #15-36**  
**SECTION 36, T14S, R22E, S.L.B.&M.**  
**1251' FNL 1986' FEL**

<b>TOPOGRAPHIC</b>	<b>07</b>	<b>20</b>	<b>05</b>
	MONTH	DAY	YEAR
SCALE: 1" = 2000'	DRAWN BY: C.P.		REVISED: 00-00-00





**PROPOSED LOCATION:  
PINE SPRINGS STATE #15-36**

**LEGEND:**

- |                   |                         |
|-------------------|-------------------------|
| ⊗ DISPOSAL WELLS  | ⊗ WATER WELLS           |
| ● PRODUCING WELLS | ● ABANDONED WELLS       |
| ● SHUT IN WELLS   | ● TEMPORARILY ABANDONED |

**PIONEER NATURAL RESOURCES**

**PINE SPRINGS STATE #15-36  
SECTION 36, T14S, R22E, S.L.B.&M.  
1251' FNL 1986' FEL**

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

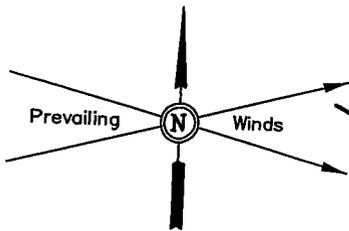


**TOPOGRAPHIC MAP** 07 20 05  
MONTH DAY YEAR  
SCALE: 1" = 2000' DRAWN BY: C.P. REVISED: 00-00-00 **C TOPO**

# PIONEER NATURAL RESOURCES

## LOCATION LAYOUT FOR

PINE SPRINGS STATE #15-36  
SECTION 36, T14S, R22E, S.L.B.&M.  
1251' FNL 1986' FEL



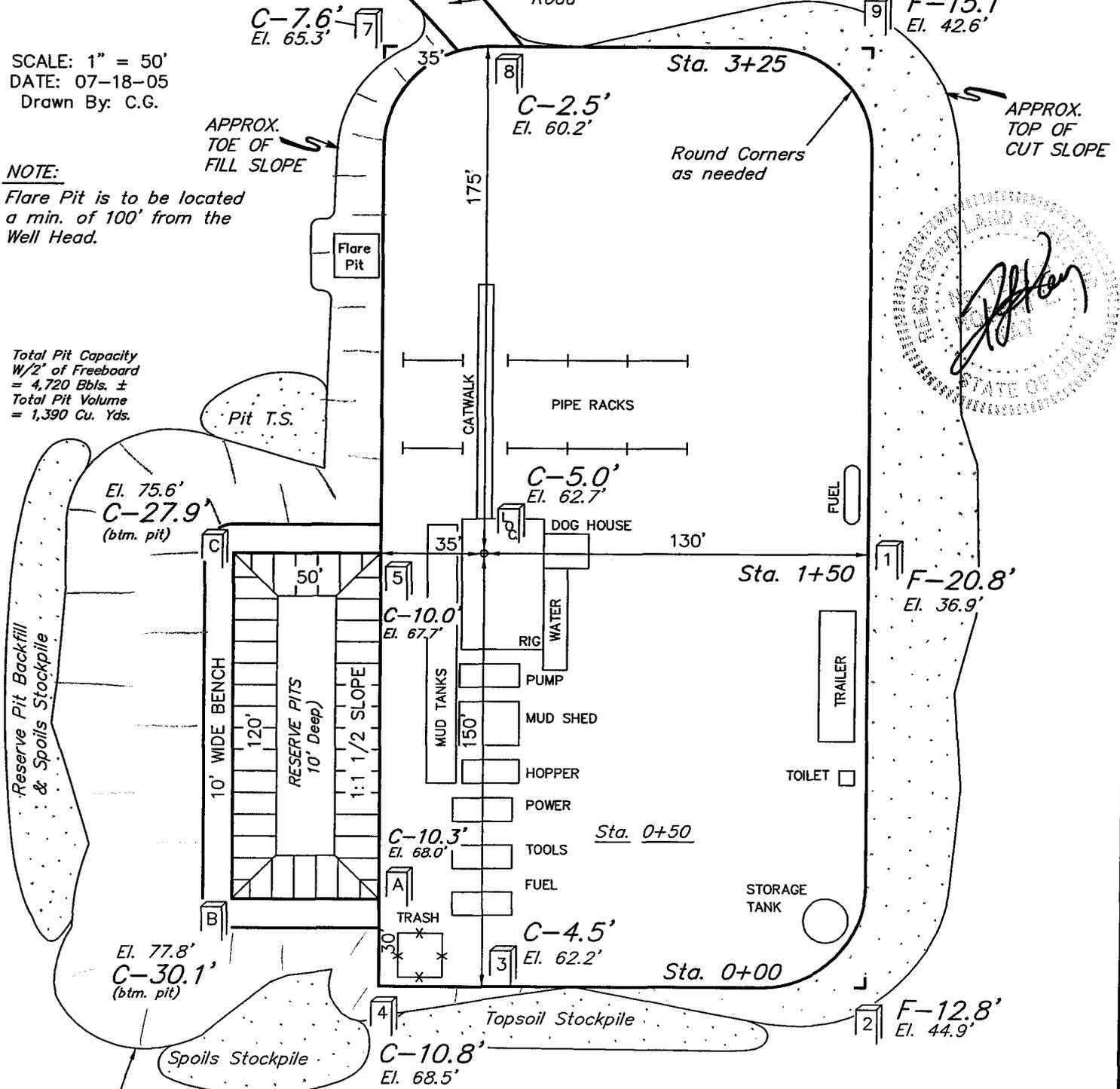
Proposed Access Road

SCALE: 1" = 50'  
DATE: 07-18-05  
Drawn By: C.G.

**NOTE:**

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

Total Pit Capacity  
W/2' of Freeboard  
= 4,720 Bbls. ±  
Total Pit Volume  
= 1,390 Cu. Yds.



Steepen Cut  
Slope As Needed

**FIGURE #1**

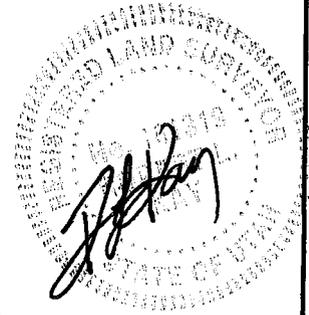
Elev. Ungraded Ground at Location Stake = 7162.7'  
Elev. Graded Ground at Location Stake = 7157.7'

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

**PIONEER NATURAL RESOURCES**

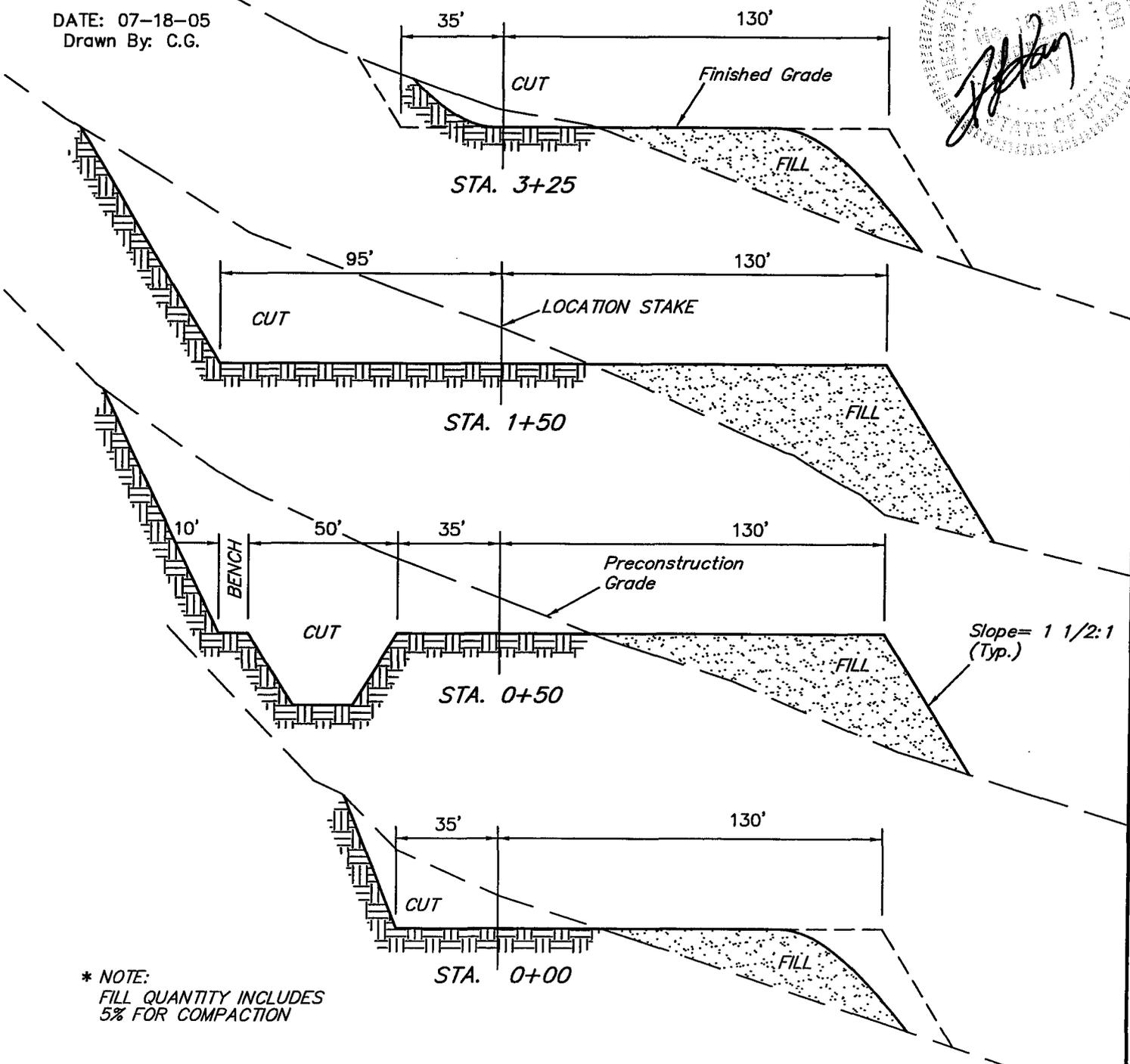
**FIGURE #2**

**TYPICAL CROSS SECTIONS FOR  
PINE SPRINGS STATE #15-36  
SECTION 36, T14S, R22E, S.L.B.&M.  
1251' FNL 1986' FEL**



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

DATE: 07-18-05  
Drawn By: C.G.



\* NOTE:  
FILL QUANTITY INCLUDES  
5% FOR COMPACTION

**APPROXIMATE YARDAGES**

(6") Topsoil Stripping	= 1,790 Cu. Yds.
Remaining Location	= 14,200 Cu. Yds.
<b>TOTAL CUT</b>	<b>= 15,990 CU.YDS.</b>
<b>FILL</b>	<b>= 13,510 CU.YDS.</b>

EXCESS MATERIAL	= 2,480 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 2,480 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 0 Cu. Yds.

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

**WORKSHEET  
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 08/12/2005

API NO. ASSIGNED: 43-047-36962
--------------------------------

WELL NAME: PINE SPRINGS ST 15-36  
 OPERATOR: PIONEER NATL RES USA ( N5155 )  
 CONTACT: VENESSA LANGMACHER

PHONE NUMBER: 303-857-9999

PROPOSED LOCATION:

NWNE 36 140S 220E  
 SURFACE: 1251 FNL 1986 FEL  
 BOTTOM: 1251 FNL 1986 FEL  
 UINTAH  
 UNDESIGNATED ( 2 )

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	DVE	9/13/05
Geology		
Surface		

LEASE TYPE: 3 - State  
 LEASE NUMBER: ML-46731  
 SURFACE OWNER: 3 - State  
 PROPOSED FORMATION: MNCS  
 COALBED METHANE WELL? NO

LATITUDE: 39.56033  
 LONGITUDE: -109.4009

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[] Ind[] Sta[] Fee[]  
(No. 104319462 )
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit  
(No. 49-1661 )
- RDCC Review (Y/N)  
(Date: \_\_\_\_\_ )
- Fee Surf Agreement (Y/N)
- Intent to Commingle (Y/N)

LOCATION AND SITING:

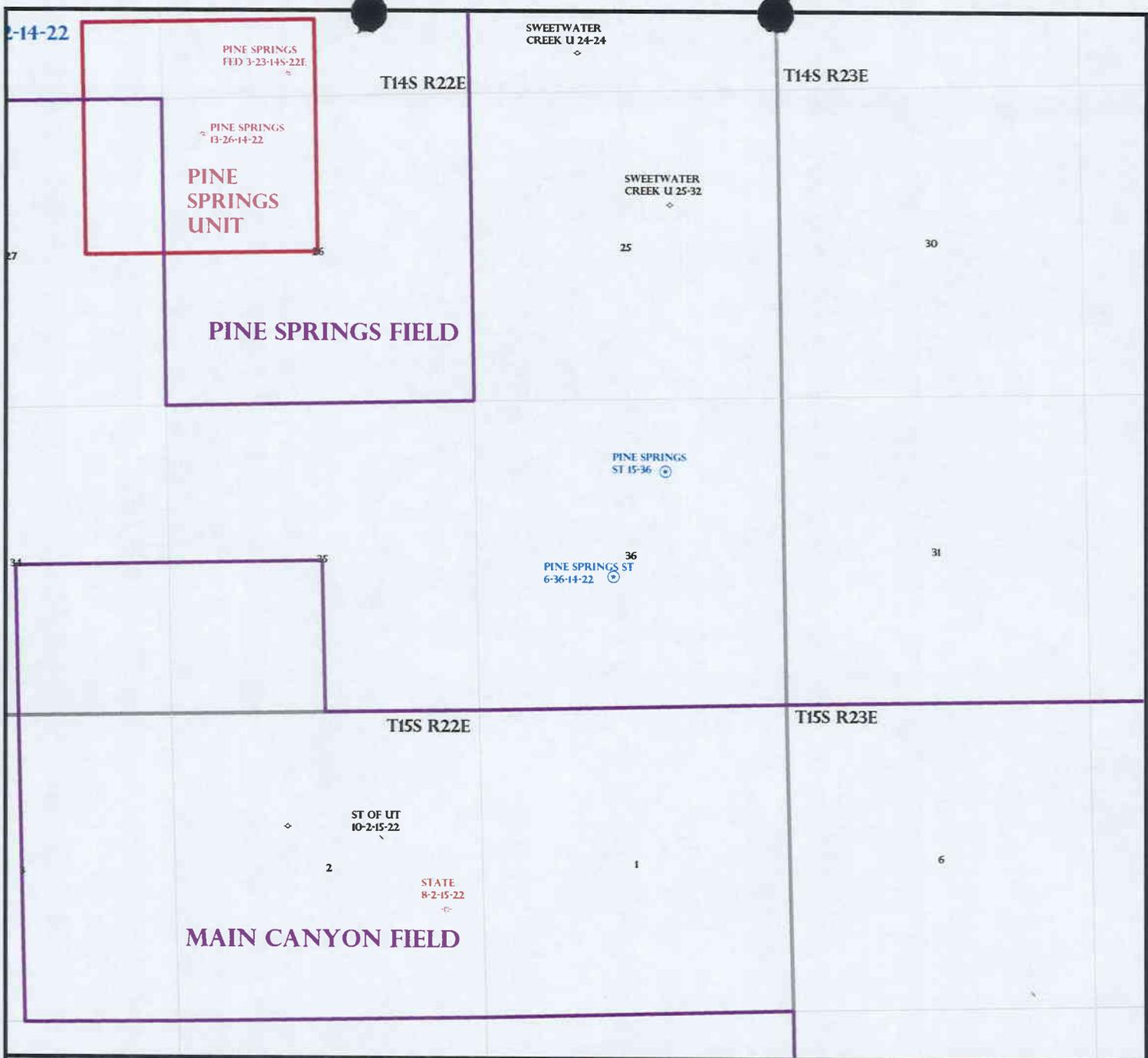
- \_\_\_ R649-2-3.  
Unit \_\_\_\_\_
- \_\_\_ R649-3-2. General  
Siting: 460 From Qtr/Qtr & 920' Between Wells
- R649-3-3. Exception
- \_\_\_ Drilling Unit  
Board Cause No: \_\_\_\_\_  
Eff Date: \_\_\_\_\_  
Siting: \_\_\_\_\_
- \_\_\_ R649-3-11. Directional Drill

COMMENTS:

Needs Permit (09-01-05)

STIPULATIONS:

- 1- Spacing Step
- 2- STATEMENT OF BASIS
- 3- Surface Cog Cont Step

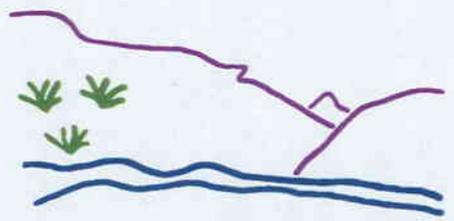


OPERATOR: PIONEER NAT RES (N5155)  
 SEC: 36 T. 14S R. 22E  
 FIELD: UNDESIGNATED (002)  
 COUNTY: UINTAH  
 SPACING: R649-3-3 / EXCEPTION LOCATION

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

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

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



Utah Oil Gas and Mining



PREPARED BY: DIANA WHITNEY  
 DATE: 17-AUG-2005

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

**OPERATOR:** PIONEER NATURAL RESOURCES USA, INC  
**WELL NAME & NUMBER:** PINE SPRINGS STATE 15-36  
**API NUMBER:** 43-047-36962  
**LOCATION:** 1/4,1/4 NW/NE Sec: 36 TWP:14S RNG: 22E 1251' FNL 1986' FEL

**Geology/Ground Water:**

Pioneer proposes to set 1,000' of surface casing at this location. The base of the moderately saline water is at approximately 4,100 feet in this area. This location lies on the Green River Formation. The proposed location is in a recharge area for the aquifers of the upper Green River formation and fresh water can be expected to be found in the upper Green River. A search of Division of Water Rights records indicates 3 water wells within a 10,000 foot radius of the proposed location. These wells are owned by the BLM. All 3 wells are over a mile from the proposed location. Use for these wells is listed as stock and wildlife watering. The proposed casing and cement program should adequately protect any useable ground water.

**Reviewer:** Brad Hill      **Date:** 09-08-2005

**Surface:**

The pre-drill investigation of the surface was performed on 09/01/2005. Surface and minerals for this well are owned by the State of Utah. S.I.T.L.A. and D.W.R. were notified of this investigation on 08/25/05. Chris Wood was present and represented the D.W.R. No representative from S.I.T.L.A. was present. Mr. Wood gave Mr. Holland (Pioneer) a DWR approved seed mix for this area. Mr. Wood also stated the area is classified as high value winter range for both elk and deer. As the area in general is densely covered by pinion and juniper it would be desirable to create some openings that could be seeded with preferred species to enhance the forage for elk and deer. Mr. Wood said it would be desirable for some of the trees in the immediate area and within the 10-acre square around the well site that is surveyed by the archeologist to be pushed over. Mr. Holland did not know if the archeology survey had been completed on the area. If the arch. clearance has not yet been completed, possibly a area near by could also be cleared for pushover. Mr. Holland will check on the status of the archeology survey. He stated that Pioneer would be willing to participate in a small P/J removal project if it could be facilitated when they had equipment in the area. It was recognized that any additional work outside the well pad would require concurrence with SITLA. There are numerous sandstone outcroppings in this area and drilling and blasting will very likely be necessary to construct the reserve pit. This site is the best spot for a location in this area.

**Reviewer:** Floyd Bartlett      **Date:** 09/06/2005

**Conditions of Approval/Application for Permit to Drill:**

- 1 A synthetic liner with a minimum thickness of 12 mils shall be properly installed and maintained in the reserve pit.

**ON-SITE PREDRILL EVALUATION**  
**Division of Oil, Gas and Mining**

OPERATOR: PIONEER NATURAL RESOURCES USA, INC  
WELL NAME & NUMBER: PINE SPRINGS STATE 15-36  
API NUMBER: 43-047-36962  
LEASE: ML 46731 FIELD/UNIT: UNDESIGNATED  
LOCATION: 1/4,1/4 NW/NE Sec: 36 TWP:14S RNG: 22E 1251' FNL 1986' FEL  
LEGAL WELL SITING: 460 F SEC. LINE; 460 F 1/4,1/4 LINE; 920 F ANOTHER WELL.  
GPS COORD (UTM): 637381E 4379901N SURFACE OWNER: STATE OF UTAH.

**PARTICIPANTS**

Floyd Bartlett (DOGM), David Holland and Mathew Sanchez (Pioneer), Chris Wood (DWR).

**REGIONAL/LOCAL SETTING & TOPOGRAPHY**

Site is partially within a small sagebrush opening surrounded by a heavy juniper, piñon pine forest. It is on the east slope of a ridge that runs southwest from Seep Ridge. The side slope is on about a 15% grade sloping into a north-south side drainage of Hideout Canyon. Seep Ridge, containing the main road, is approximately 1 mile to the north east of the location. The bottom of Main Canyon is about 1.5 miles to the southwest. Pine Springs Canyon is 0.75 miles to the northwest. Ouray, Utah is 41 miles to the north. The tops of these ridges are broad and relatively flat while the canyons vary from moderate to extremely steep.

**SURFACE USE PLAN**

CURRENT SURFACE USE: WILDLIFE AND LIVESTOCK GRAZING, HUNTING, WOOD CUTTING.

PROPOSED SURFACE DISTURBANCE: LOCATION WILL BE 325' BY 215'. PROPOSED ACCESS IS 0.2 MILES, INTERSECTING WITH THE RECENTLY COMPLETED ACCESS ROAD FOR PINE SPRINGS 6-36 WELL.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: PINE SPRINGS 6-36 AND SCU 25-32.

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: PRODUCTION FACILITIES WILL BE ON LOCATION AND ADDED AFTER DRILLING WELL. PIPELINE WILL FOLLOW ACCESS ROAD.

SOURCE OF CONSTRUCTION MATERIAL: ALL CONSTRUCTION MATERIAL WILL BE BORROWED FROM SITE DURING CONSTRUCTION.

ANCILLARY FACILITIES: NONE WILL BE REQUIRED.

WILL DRILLING AT THIS LOCATION GENERATE PUBLIC INTEREST CONCERNS? (EXPLAIN). Unlikely, as the area is on SITLA lands and an adjacent well was drilled in the area last year with out any known concern. The area is also quire remote and will not be observed by the general public.

**WASTE MANAGEMENT PLAN:**

DRILLED CUTTINGS WILL BE SETTLED INTO RESERVE PIT. LIQUIDS FROM PIT WILL BE ALLOWED TO EVAPORATE. FORMATION WATER WILL BE CONFINED TO STORAGE TANKS. SEWAGE FACILITIES, STORAGE AND DISPOSAL WILL BE HANDLED BY COMMERCIAL CONTRACTOR. TRASH WILL BE CONTAINED IN TRASH BASKETS AND HAULED TO AN APPROVED LAND FILL.

**ENVIRONMENTAL PARAMETERS**

AFFECTED FLOODPLAINS AND/OR WETLANDS: NONE

FLORA/FAUNA: SAGEBRUSH, JUNIPER, PINION, OAKBRUSH, BITTERBRUSH, CURL LEAF MT. MAHOGANY, GILIA: DEER, ELK, BLACK BEAR, COUGAR, COYOTE, RODENTS, BOBCAT, RAPTORS, SONGBIRDS.

SOIL TYPE AND CHARACTERISTICS: LIGHT BROWN SANDY LOAM WITH SOME EROSION PAVEMENT. Some surface tar sands exist.

EROSION/SEDIMENTATION/STABILITY: Small inactive gullies occur in the area. One small draw to the north of the location will probably require a culvert to facilitate crossing. In general little erosion is occurring. Sedimentation and stability are not a problem and location construction shouldn't cause an increase in stability or erosion problems.

PALEONTOLOGICAL POTENTIAL: NONE OBSERVED

**RESERVE PIT**

CHARACTERISTICS: 120' BY 50' AND 10' DEEP ALL LOCATED IN CUT.

LINER REQUIREMENTS (Site Ranking Form attached): A 12 MIL LINER WILL BE REQUIRED FOR RESERVE PIT.

**SURFACE RESTORATION/RECLAMATION PLAN:** AS PER S.I.T.L.A.

SURFACE AGREEMENT: AS PER STATE OF UTAH

CULTURAL RESOURCES/ARCHAEOLOGY: Lisa Smith of PermitCO will check to see if it has been completed.

**OTHER OBSERVATIONS/COMMENTS**

Mr. Wood from the DWR stated the area is classified as high value winter range for both elk and deer. As the area in general is densely covered by pinion and juniper it would be desirable to create some openings that could be seeded with preferred forage species. Mr. Holland did not know if the archeology survey had been completed on the area. Mr. Wood said it would be desirable for some of the trees in the immediate area and within the 10-acre square around the well site that is surveyed by the archeologist to be pushed over. If the arch. clearance has not yet been completed, possibly a area near by could also be cleared for pushover. Mr. Holland will check on the status of the archeology survey. He

stated that Pioneer would be willing to participate in a small P/J removal project if it could be facilitated when they had equipment in the area. It was recognized that any additional work outside the well pad would require concurrence with SITLA.

**ATTACHMENTS**

Photos of this site were taken and placed on file.

Floyd Bartlett  
DOGM REPRESENTATIVE

09/01/05 11:00 AM  
DATE/TIME

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

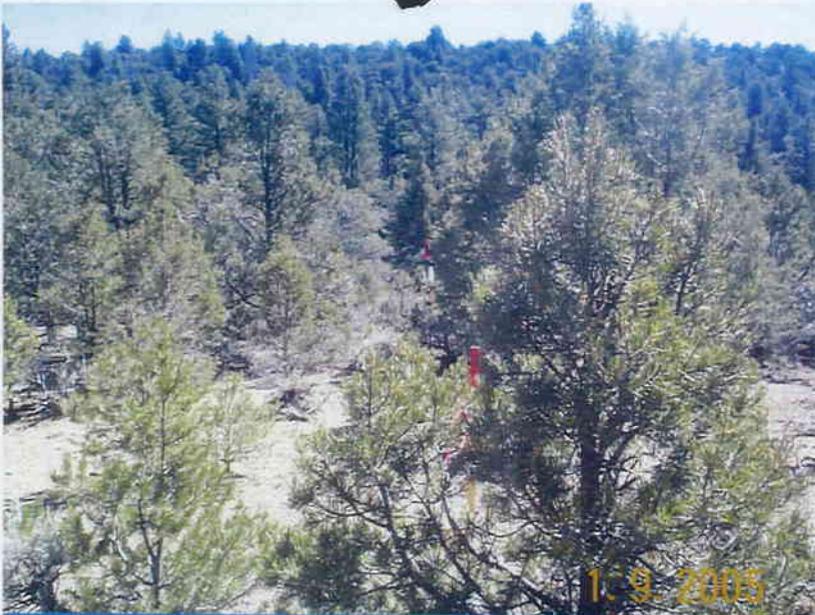
<u>Site-Specific Factors</u>	<u>Ranking</u>	<u>Site Ranking</u>
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75	15	
<25 or recharge area	20	<u>5</u>
Distance to Surf. Water (feet)		
>1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	
< 100	20	<u>0</u>
Distance to Nearest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

**Final Score**      25      (Level I Sensitivity)

Sensitivity Level I = 20 or more; total containment is required.

Sensitivity Level II = 15-19; lining is discretionary.

Sensitivity Level III = below 15; no specific lining is required.







State Online Services

Agency List

Business.utah.gov

Search Utah.gov

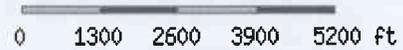
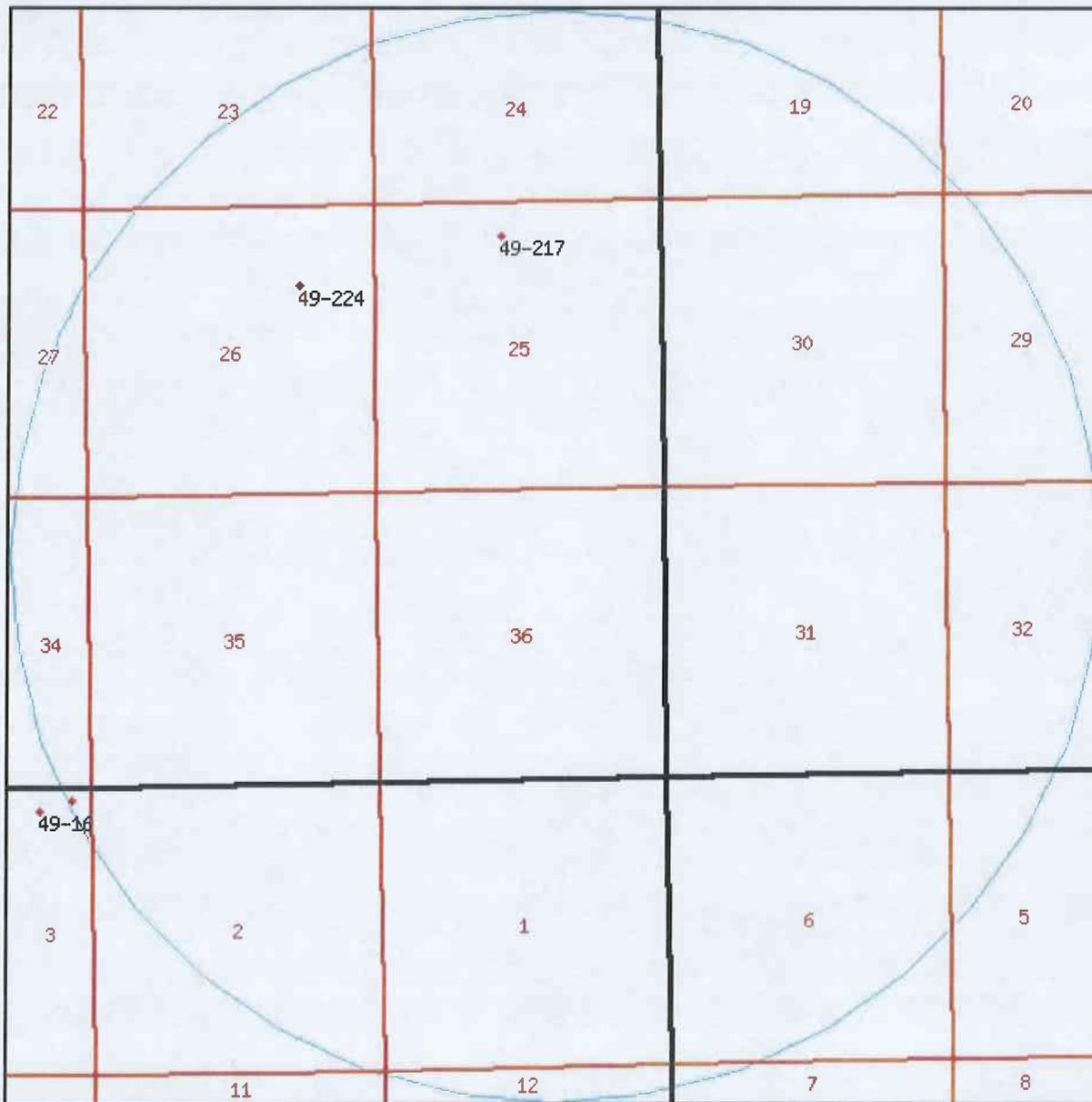


# UTAH DIVISION OF WATER RIGHTS

## WRPLAT Program Output Listing

Version: 2004.12.30.00      Rundate: 09/08/2005 02:36 PM

Radius search of 10000 feet from a point S1251 W1986 from the NE corner, section 36, Township 14S, Range 22E, SL b&m  
Criteria:wrtypes=W,C,E podtypes=U status=U,A,P usetypes=all



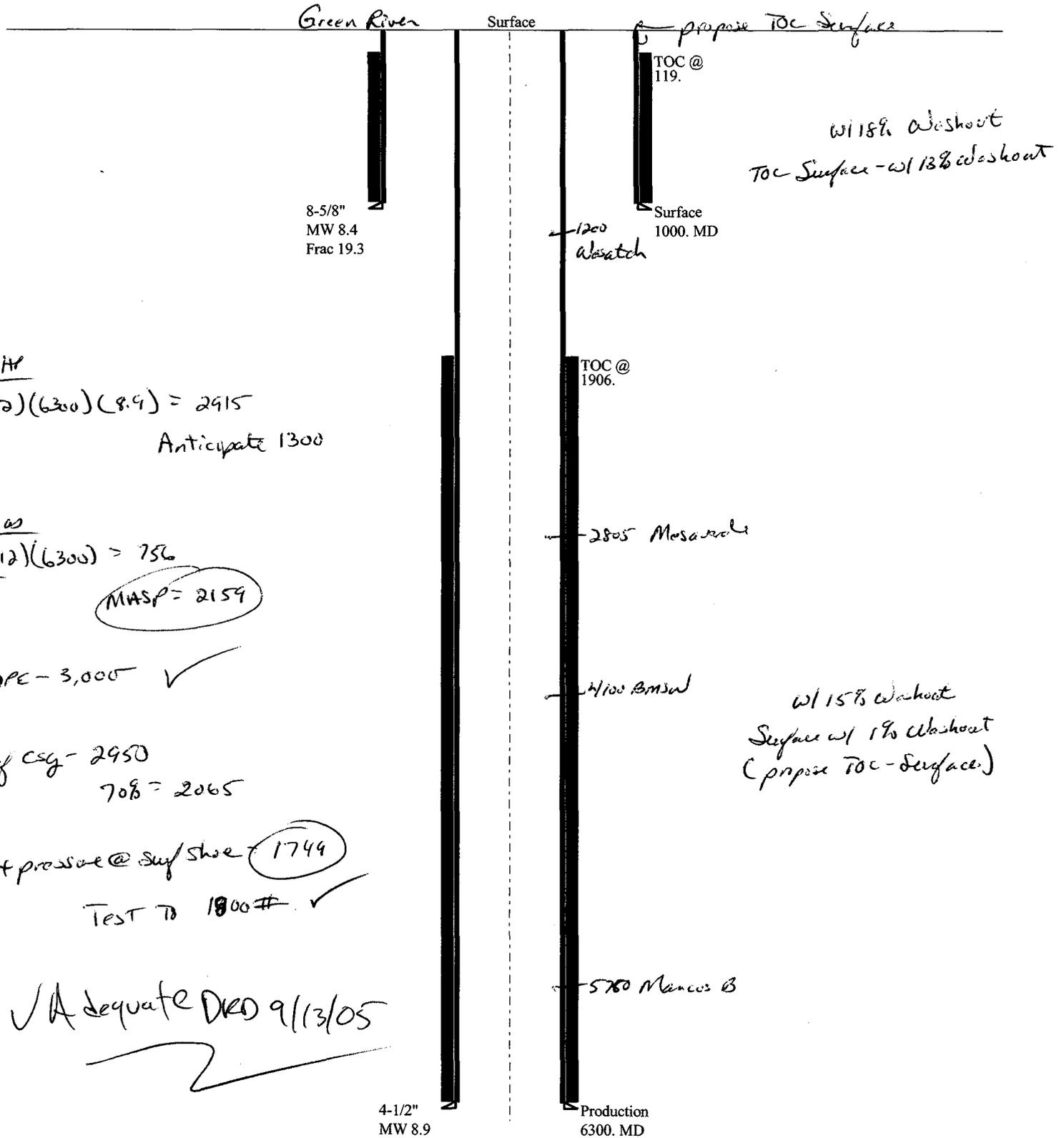
**Water Rights**

<b>WR Number</b>	<b>Diversion Type/Location</b>	<b>Well Log</b>	<b>Status</b>	<b>Priority</b>	<b>Uses</b>	<b>CFS</b>	<b>ACFT</b>	<b>Owner Name</b>
<u>49-154</u>	Underground S250 W350 NE 03 15S 22E SL		A	19610315	S	0.015	0.000	USA BUREAU OF LAND MANAGEMENT 2370 SOUTH 2300 WEST
<u>49-16</u>	Underground S446 W957 NE 03 15S 22E SL	<u>well info</u>	A	19610406	DS	0.100	0.000	ALTON E. TOMLINSON OURAY UT 84059
<u>49-217</u>	Underground S581 E2329 NW 25 14S 22E SL		P	19561003	S	0.015	0.000	USA BUREAU OF LAND MANAGEMENT 2370 SOUTH 2300 WEST
<u>49-224</u>	Underground S1414 E1284 N4 26 14S 22E SL		P	19581203	S	0.015	0.000	USA BUREAU OF LAND MANAGEMENT 2370 SOUTH 2300 WEST

[Natural Resources](#) | [Contact](#) | [Disclaimer](#) | [Privacy Policy](#) | [Accessibility Policy](#)

# 09-05 Pioneer Pine Springs St 15-36

## Casing Schematic



BH  
 $(.052)(6300)(8.9) = 2915$   
 Anticipate 1300

Gas  
 $(.12)(6300) = 756$   
 MASP = 2159

BOPE - 3,000 ✓

Surf csq - 2950  
 70% = 2065

Mat pressure @ Surf shoe (1749)  
 TEST TO 1800# ✓

✓ Adequate DKO 9/13/05

Well name:	<b>09-05 Pioneer Pine Springs St 15-36</b>	
Operator:	<b>Pioneer Natural Resources USA, Inc.</b>	
String type:	Surface	Project ID: 43-047-36962
Location:	Uintah County	

**Design parameters:**

**Collapse**

Mud weight: 8.400 ppg  
Design is based on evacuated pipe.

**Burst**

Max anticipated surface pressure: 880 psi  
Internal gradient: 0.120 psi/ft  
Calculated BHP: 1,000 psi  
  
No backup mud specified.

**Minimum design factors:**

**Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**Tension:**

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

Tension is based on buoyed weight.  
Neutral point: 874 ft

**Environment:**

H2S considered? No  
Surface temperature: 75 °F  
Bottom hole temperature: 89 °F  
Temperature gradient: 1.40 °F/100ft  
Minimum section length: 162 ft

Cement top: 119 ft

Completion type is subs  
Non-directional string.

**Re subsequent strings:**

Next setting depth: 6,300 ft  
Next mud weight: 8.900 ppg  
Next setting BHP: 2,913 psi  
Fracture mud wt: 19,250 ppg  
Fracture depth: 1,000 ft  
Injection pressure: 1,000 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	1000	8.625	24.00	J-55	ST&C	1000	1000	7.972	48.2
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	436	1370	3.140	1000	2950	2.95	21	244	11.63 J

Prepared by: Clinton Dworshak  
Utah Div. of Oil & Mining

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

Date: September 12, 2005  
Salt Lake City, Utah

**Remarks:**

Collapse is based on a vertical depth of 1000 ft, a mud weight of 8.4 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Well name:	<b>09-05 Pioneer Pine Springs St 15-36</b>		
Operator:	<b>Pioneer Natural Resources USA, Inc.</b>		
String type:	Production	Project ID:	43-047-36962
Location:	Uintah County		

**Design parameters:**

**Collapse**

Mud weight: 8.900 ppg  
 Design is based on evacuated pipe.

**Burst**

Max anticipated surface pressure: 2,157 psi  
 Internal gradient: 0.120 psi/ft  
 Calculated BHP: 2,913 psi

No backup mud specified.

**Minimum design factors:**

**Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**Tension:**

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

Tension is based on buoyed weight.  
 Neutral point: 5,462 ft

**Environment:**

H2S considered? No  
 Surface temperature: 75 °F  
 Bottom hole temperature: 163 °F  
 Temperature gradient: 1.40 °F/100ft  
 Minimum section length: 1,500 ft

Cement top: 1,906 ft

Completion type is subs  
 Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	6300	4.5	11.60	J-55	LT&C	6300	6300	3.875	146
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	2913	4960	1.703	2913	5350	1.84	63	162	2.56 J

Prepared by: Clinton Dworshak  
 Utah Div. of Oil & Mining

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

Date: September 12, 2005  
 Salt Lake City, Utah

**Remarks:**

Collapse is based on a vertical depth of 6300 ft, a mud weight of 8.9 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kernler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

*Engineering responsibility for use of this design will be that of the purchaser.*



14421 County Rd. 10 • Ft. Lupton, Colorado 80621 • (303) 857-9999 • FAX (303) 857-0577 • E-MAIL Permitco 1@aol.com

August 22, 2005

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

Attn: Diana Whitney

Re: **Pioneer Natural Resources USA, Inc.**  
**Pine Springs State #15-36**  
**1251' FNL and 1986' FEL**  
**NW NE Section 36, T14S - R22E**  
**Uintah County, Utah**

Diana,

Please note that this location was staked at non-standard spacing in accordance with the rules and regulations of the Utah Division of Oil Gas and Mining. This was done for geologic considerations. Please also note that Pioneer Natural Resources USA, Inc. is the only working interest owner within a 460 foot radius. Therefore, we request your administrative approval of this exception to spacing.

If you should need additional information, please don't hesitate to contact me

Sincerely,

PERMITCO INC.

Venessa Langmacher  
Consultant for  
Pioneer Natural Resources USA, Inc.

Enc.

cc: Pioneer Natural Resources USA, Inc. - Denver, CO

RECEIVED

AUG 24 2005

DIV. OF OIL, GAS & MINING

**From:** Ed Bonner  
**To:** Whitney, Diana  
**Date:** 2/17/2006 2:59:46 PM  
**Subject:** Well Clearance

The following well has been given cultural resource clearance by the Trust Lands Cultural Resources Group:

Pioneer Natural Resources USA, Inc  
Pine Springs State #15-36

If you have any questions regarding this matter please give me a call.

**CC:** Garrison, LaVonne; Hill, Brad; Hunt, Gil



**State of Utah**

**Department of  
Natural Resources**

MICHAEL R. STYLER  
*Executive Director*

**Division of  
Oil, Gas & Mining**

JOHN R. BAZA  
*Division Director*

JON M. HUNTSMAN, JR.  
*Governor*

GARY R. HERBERT  
*Lieutenant Governor*

February 21, 2006

Pioneer Natural Resources USA, Inc.  
1401 17th Street, Suite 1200  
Denver, CO 80202

Re: Pine Springs State #15-36 Well, 1251' FNL, 1986' FEL, NW NE, Sec. 36,  
T. 14 South, R. 22 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 43-047-36962.

Sincerely,

Gil Hunt  
Associate Director

pab  
Enclosures

cc: Uintah County Assessor  
SITLA

Operator: Pioneer Natural Resources USA, Inc.  
Well Name & Number Pine Springs State #15-36  
API Number: 43-047-36962  
Lease: ML-46731

Location: NW NE                      Sec. 36                      T. 14 South                      R. 22 East

### Conditions of Approval

1. **General**

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

2. **Notification Requirements**

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

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

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

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

3. **Reporting Requirements**

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

4. Compliance with the State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical or paleontological remains be encountered during your operations, you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.

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.
6. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)
7. Surface casing shall be cemented to the surface.

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**DIVISION OF OIL, GAS AND MINING**

**SPUDDING INFORMATION**

Name of Company: PIONEER NATURAL RESOURCES USA INC

Well Name: PINE SPRINGS ST 15-36

Api No: 43-047-36962 Lease Type: STATE

Section 36 Township 14S Range 22E County UINTAH

Drilling Contractor PETE MARTIN'S RIG # BUCKET

**SPUDDED:**

Date 05/15/06

Time 9:00 AM

How DRY

**Drilling will Commence:** \_\_\_\_\_

Reported by TOMMY HERRING

Telephone # (719) 859-6510

Date 05/15/2006 Signed CHD

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

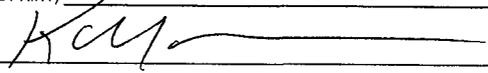
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER:
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc., Attn: Kally Boulay		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE:		8. WELL NAME and NUMBER: Pine Springs ST 15-36-14-22
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 36 14S 22E		9. API NUMBER: 4304736962
COUNTY: Uintah		10. FIELD AND POOL, OR WILDCAT: Undesignated
STATE: UTAH		

CONFIDENTIAL

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 5/16/2006	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Spud Date
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.  
Please be advised that Pioneer Natural Resources spudded the Pine Springs State 15-36-14S-22E well on May 16, 2006.

NAME (PLEASE PRINT) <u>Kallasandra M. Boulay</u>	TITLE <u>Engineering Analyst</u>
SIGNATURE <u></u>	DATE <u>5/23/2006</u>

(This space for State use only)

RECEIVED  
MAY 25 2006

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

FORM 6

**ENTITY ACTION FORM**

Operator: Pioneer Natural Resources USA, Inc.Operator Account Number: N 5155Address: 1401 17th Street, Suite 1200city Denverstate CO zip 80202Phone Number: (303) 675-2719

## Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304736962	Pine Springs ST 15-36		NWNE	36	14S	22E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
B	N5155	15410	5/16/2006			5/16/2006	
Comments: <u>MNCS</u>			<b>CONFIDENTIAL K</b>				

## 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)

Kallasandra M. Boulay

Name (Please Print)

Signature

Engineering Analyst

Title

5/30/2006

Date

RECEIVED

JUN 01 2006

DIV. OF OIL, GAS &amp; MINING

# CONFIDENTIAL

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

AMENDED REPORT  FORM 8  
(highlight changes)

## WELL COMPLETION OR RECOMPLETION REPORT AND LOG

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: Pioneer Natural Resources USA, Inc.

3. ADDRESS OF OPERATOR: 1401 17th St., # 1200 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (303) 675-2719

4. LOCATION OF WELL (FOOTAGES): AT SURFACE: 1251 FNL 1986 FEL AT TOP PRODUCING INTERVAL REPORTED BELOW: AT TOTAL DEPTH:

5. LEASE DESIGNATION AND SERIAL NUMBER: ML-46731

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER: Pine Springs ST 15-36

9. API NUMBER: 4304732962 36962

10. FIELD AND POOL, OR WILDCAT: Undesignated

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 36 14S 22E

12. COUNTY: Uintah 13. STATE: UTAH

RECEIVED  
JUL 26 2006

14. DATE SPUNDED: 5/16/2006 15. DATE T.D. REACHED: 5/26/2006 16. DATE COMPLETED: \_\_\_\_\_

17. ELEVATIONS (DF, RKB, RT, GL): GL: 7163'

18. TOTAL DEPTH: MD 6,050 TVD 6,050 19. PLUG BACK T.D.: MD TVD 20. IF MULTIPLE COMPLETIONS, HOW MANY? \* 21. DEPTH BRIDGE MD PLUG SET: TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each): TC-GR/RP-GR/NP-GR

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
17 3/8	13 3/8 3/8	54.5	0	51		C 20	5	0	
11	8 5/8	24	0	1,132		C 345	164	0	20 bbls - pit
7 7/8	4 1/2	11.6	0	6,031		C 940	590	0	27 bbls - pit

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
(A)					5,650 5,700	.46"	276	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(B)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(C)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>

27. PERFORATION RECORD

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
5650-5700	70% foam - 285,000 scf N2; 13,090 lbs. 20/40

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

29. ENCLOSED ATTACHMENTS:  ELECTRICAL/MECHANICAL LOGS  SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION  GEOLOGIC REPORT  CORE ANALYSIS  DST REPORT  OTHER: \_\_\_\_\_  DIRECTIONAL SURVEY

30. WELL STATUS: Producing

**31. INITIAL PRODUCTION**

**INTERVAL A (As shown in item #26)**

DATE FIRST PRODUCED: <b>7/12/2006</b>		TEST DATE: <b>7/12/2006</b>		HOURS TESTED: <b>24</b>		TEST PRODUCTION RATES: →	OIL – BBL: <b>0</b>	GAS – MCF: <b>775</b>	WATER – BBL: <b>0</b>	PROD. METHOD: <b>Flowing</b>
CHOKE SIZE: <b>24</b>	TBG. PRESS. <b>0</b>	CSG. PRESS. <b>245</b>	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

**INTERVAL B (As shown in item #26)**

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

**INTERVAL C (As shown in item #26)**

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

**INTERVAL D (As shown in item #26)**

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

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

**33. SUMMARY OF POROUS ZONES (Include Aquifers):**

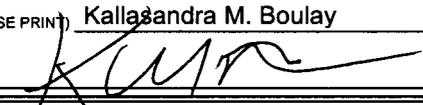
Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

**34. FORMATION (Log) MARKERS:**

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
Mesaverde	0	6,050			

**36. ADDITIONAL REMARKS (Include plugging procedure)**

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

NAME (PLEASE PRINT) Kallassandra M. Boulay TITLE Engineering Analyst  
 SIGNATURE  DATE 7/17/2006

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 Phone: 801-538-5340  
 1594 West North Temple, Suite 1210  
 Box 145801 Fax: 801-359-3940  
 Salt Lake City, Utah 84114-5801

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:

**3/1/2010**

<b>FROM:</b> (Old Operator): N5155-Pioneer Natural Resources USA, Inc. 1401 17th St, Suite 1200 Denver, CO 80202  Phone: 1 (303) 675-2610	<b>TO:</b> (New Operator): N3655-Foundation Energy Management, LLC 14800 Landmark Blvd, Suite 2200 Dallas, TX 75254  Phone: 1 (918) 585-1650
--	---

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

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 3/18/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 3/18/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 2/23/2010
- Is the new operator registered in the State of Utah: Business Number: 7591070-0161
- (R649-9-2)Waste Management Plan has been received on: Requested
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM not yet BIA
- Federal and Indian Units:**  
The BLM or BIA has approved the successor of unit operator for wells listed on: not yet
- Federal and Indian Communization Agreements ("CA"):**  
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

**DATA ENTRY:**

- Changes entered in the **Oil and Gas Database** on: 5/20/2010
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 6/10/2010
- Bond information entered in RBDMS on: 5/20/2010
- Fee/State wells attached to bond in RBDMS on: 5/20/2010
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

**BOND VERIFICATION:**

- Federal well(s) covered by Bond Number: UTB000427
- Indian well(s) covered by Bond Number: n/a
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number B005552 & B005635
- The **FORMER** operator has requested a release of liability from their bond on: n/a

**LEASE INTEREST OWNER NOTIFICATION:**

- (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: 6/10/2010

**COMMENTS:**

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER:
2. NAME OF OPERATOR: Foundation Energy Management, LLC <i>N 3655</i>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 14800 Landmark Blvd. - Ste 220 CITY Dallas STATE TX ZIP 72254		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (918) 585-1650		8. WELL NAME and NUMBER: See Attached List
4. LOCATION OF WELL FOOTAGES AT SURFACE: COUNTY:		9. API NUMBER:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: UTAH		10. FIELD AND POOL, OR WILDCAT:

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 1/1/2010	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

Foundation Energy Management, LLC. has acquired all of Pioneer Natural Resources USA, Inc.'s interest in the attached list of wells. Foundation Energy Management, LLC. assumed operations of these wells on March 1, 2010.

*Betty Brownson*  
Betty Brownson  
Attorney-In-Fact  
Pioneer Natural Resources USA, Inc. *N5155*  
  
1401 17th Street - Suite 1200  
Denver, CO 80202  
Telephone: 303-675-2610  
Fax: 303-294-1255

*Joel P. Sauer*  
Joel P. Sauer  
Vice President  
Foundation Energy Management, LLC.  
  
14800 Landmark Blvd., Suite 220  
Dallas, Texas 75254  
UDOGM Bond No. ~~B005558~~ B005552 & B005635  
UT Trust Lands: B005499 BLM Bond No UTB000427  
Telephone: 918-585-1650  
Fax: 918-585-1660

NAME (PLEASE PRINT) Joel P. Sauer TITLE Vice President

SIGNATURE *Joel P. Sauer* **APPROVED 5/20/2010** *3-10-2010* **RECEIVED**

(This space for State use only)

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

**MAR 18 2010**  
DIV. OF OIL, GAS & MINING

Pioneer Natural Resources (N5155) to Foundation Energy Management (N3655)  
EFFECTIVE March 1, 2010

well_name	sec	twp	rng	api	entity	lease	type	stat
ANDERSON FED 2-12-16-24	12	160S	240E	4301930136	583	Federal	GW	S
BRYSON CANYON FED 1-34-16-24	34	160S	240E	4301931077	9280	Federal	GW	S
BRYSON CANYON FED 2-34-16-24	34	160S	240E	4301931078	9285	Federal	GW	P
STATE 21-10	10	160S	230E	4301931390	13560	State	GW	S
SE FLANK UINTAH 1-28	28	150S	220E	4304730126	6121	Federal	OW	P
CROOKED CANYON 13-17-14-23	17	140S	230E	4304730619	8055	Federal	GW	P
WOLF POINT FED 3-11-15-21	11	150S	210E	4304730622	8065	Federal	GW	P
MAIN CANYON FED 11-10-15-23	10	150S	230E	4304730639	11605	Federal	GW	S
MAIN CYN FED 15-8-15-23	08	150S	230E	4304730674	11598	Federal	GW	S
MAIN CYN FED 2-8-15-23	08	150S	230E	4304730735	11599	Federal	GW	P
MAIN CYN FED 7-17-15-23	17	150S	230E	4304730736	11600	Federal	GW	P
TRAPP SPRINGS 6-35-14-23	35	140S	230E	4304730791	8081*	Federal	GW	P
TRAPP SPRINGS 1-25-14-23	25	140S	230E	4304730975	8081*	Federal	GW	S
MAIN CYN FED 8-7-15-23	07	150S	230E	4304730977	11601	Federal	GW	TA
TRAPP SPRINGS FED 3-26-14-23	26	140S	230E	4304731003	8081*	Federal	GW	S
WOLF POINT FED 6-14-15-21	14	150S	210E	4304731027	8072	Federal	GW	S
TRAPP SPRINGS 16-25-14-23	25	140S	230E	4304731041	8081*	Federal	GW	S
MAIN CYN FED 4-4-15-23	04	150S	230E	4304731043	11602	Federal	GW	P
BLACK HORSE 14-15-15-24	15	150S	240E	4304731045	8070	Federal	GW	S
WOLF POINT FED 7-15-15-21	15	150S	210E	4304731071	8073	Federal	GW	P
MAIN CANYON FED 6-3-15-23	03	150S	230E	4304731072	8245	Federal	GW	S
MAIN CANYON FED 6-8-15-23	08	150S	230E	4304731073	11606	Federal	GW	S
WOLF POINT FED 2-18-15-22	18	150S	220E	4304731091	8077	Federal	GW	S
MAIN CANYON FED 16-4-15-23	04	150S	230E	4304731111	11608	Federal	GW	S
DAVIS CANYON FED 7-1-13-26	07	130S	260E	4304731134	2840	Federal	GW	S
WOLF POINT FED 5-13-15-21	13	150S	210E	4304731137	8071	Federal	GW	P
PINE SPRINGS FED 12-23-14-22	23	140S	220E	4304734676	13616	Federal	GW	OPS
PINE SPRINGS ST 6-36-14-22	36	140S	220E	4304735555	14352	State	GW	P
PINE SPRINGS ST 15-36-14-22	36	140S	220E	4304736962	15410	State	GW	P
MAIN CANYON FED 23-7-15-23	07	150S	230E	4304737705	15699	Federal	GW	P
MAIN CYN FED 12-8-15-23	08	150S	230E	4304739428	16256	Federal	GW	P

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.*

5. Lease Serial No. **MOAB FIELD OFFICE**

6. If Indian, Allottee or Tribe Name **2010 MAR 22 AM 10:58**

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

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		7. If Unit of CA/Agreement, Name and/or No.
2. Name of Operator Foundation Energy Management, LLC		8. Well Name and No. See Below
3a. Address 14800 Landmark Blvd. - Suite 220 Dallas, TX 72254		9. API Well No.
3b. Phone No. (include area code) 918-575-1650		10. Field and Pool or Exploratory Area
4. Location of Well (Footage, Sec., T., R., M., or Survey Description)		11. Country or Parish, State Grand Co., UT

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

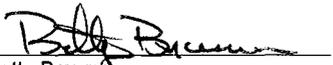
TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/>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

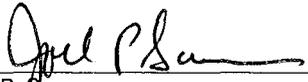
13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 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.)

Foundation Energy Management, LLC. has acquired all of Pioneer Natural Resources USA, Inc.'s interest in the following wells. Foundation Energy Management, LLC. assumed operations of these wells on March 1, 2010.

- 1) API: 4301930136 - Anderson Fed 2-12-16-24 - SWSW, 12, T16S-R24E - Lease: UTU-04967C
- 2) API: 4301931077 - Bryson Canyon Fed 1-34-16-24 - NESE, 34, T16S-R24E - Lease: UTU-52030
- 3) API: 4301931078 - Bryson Canyon Fed 2-34-16-24 - SESW, 34, T16S-R24E - Lease: UTU-52030

UT13000427

  
Betty Brownson  
Attorney-In-Fact  
Pioneer Natural Resources USA, Inc.  
1401 17th Street - Suite 1200  
Denver, CO 80202  
Telephone: 303-675-2610  
Fax: 303-294-1255

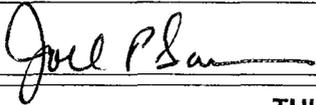
  
Joel P. Sauer  
Vice President  
Foundation Energy Management, LLC.  
14800 Landmark Blvd., Suite 220  
Dallas, Texas 75254  
UT BLM: B005501  
Telephone: 918-585-1650  
Fax: 918-585-1660

RECEIVED

APR 14 2010

DIV. OF OIL, GAS & MINING

14. I hereby certify that the foregoing is true and correct.  
Name (Printed/Typed) **Joel P. Sauer** Title **Vice President**

Signature  Date **3-10-2010**

**THIS SPACE FOR FEDERAL OR STATE OFFICE USE**

Approved by **ACCEPTED** Division of Resources **4/7/2010**  
Title **MOAB Field Office** Office

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

Title 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)

cc: UDDGM 4/7/10

Conditions Attached

Foundation Energy Management, LLC  
Well No. Anderson Federal 2-12-16-24  
Lease UTU04967C  
Section 12, T16S, R24E  
Well Nos. Bryson Canyon Federal 1-34-16-24 and 2-34-16-24  
Lease UTU52030  
Section 34, T16S, R24E  
Grand County, Utah

#### CONDITIONS OF ACCEPTANCE

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

Be advised that Foundation Energy Management, LLC is considered to be the operator of the above wells effective March 1, 2010, and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for these wells is provided by UTB000427 (Principal – Foundation Energy Management, LLC) via surety consent as provided for in 43 CFR 3104.2.

This office will hold the aforementioned operator and bond liable until the provisions of 43CFR 3106.7-2 continuing responsibility are met.