



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

June 6, 2006

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.**
UTCO Fee #23C-25-12-25
1629' FSL and 1316' FWL
N/2 SW Section 25, T12S - R25E
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.

Please note, an exception to spacing will be submitted under separate cover.

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,

RECEIVED

JUN 08 2006

PERMITCO INC.

DIV. OF OIL, GAS & MINING

Venessa Langmacher
Consultant for
Pioneer Natural Resources USA, Inc.

Enc.

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

APPLICATION FOR PERMIT TO DRILL		5. MINERAL LEASE NO.: Fee	6. SURFACE: Fee
1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>		7. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A	
B. TYPE OF WELL: OIL <input type="checkbox"/> GAS <input type="checkbox"/> OTHER <u>CBM</u> SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>		8. UNIT or CA AGREEMENT NAME: Displacement Point Unit	
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc.		9. WELL NAME and NUMBER: UTCO-5-12-25-12-25 230-25-12-25 <i>utco fee</i>	
3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200, Denver, CO 80202		PHONE NUMBER: 303/298-8100	10. FIELD AND POOL, OR WILDCAT: Displacement Point
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 665275X 1629' FSL and 1316' FWL AT PROPOSED PRODUCING ZONE: N/2 SW 4400850 Y 39.743420 -109.071097		11. QTR/QTR, SECTION, TOWNSHIP, RANGE MERIDIAN: Section 25, T12S - R25E	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: Approximately 25 miles south of Bonanza, UT		12. COUNTY: Utah	13. STATE: UT
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET): 1316'	16. NUMBER OF ACRES IN LEASE: 1903.24	17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 40 Acres	
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET): Approximately 2700'	19. PROPOSED DEPTH: 2700'	20. BOND DESCRIPTION: Utah Bond No. 104319463	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 6109' GL	22. APPROXIMATE DATE WORK WILL START: ASAP	23. ESTIMATED DURATION: 4 Days	

24. **PROPOSED CASING AND CEMENTING PROGRAM**

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
11"	8-5/8", J-55, 24#	250'	200 sx Class C, 15.6 ppg
7-7/8"	5-1/2", J-55, 17#	2700'	325 sx Class C, 13.5 ppg
CONFIDENTIAL-TIGHT HOLE			

25. **ATTACHMENTS**

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

<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input 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 June 6, 2006

(This space for State use only)

API NUMBER ASSIGNED: 43-047-38252

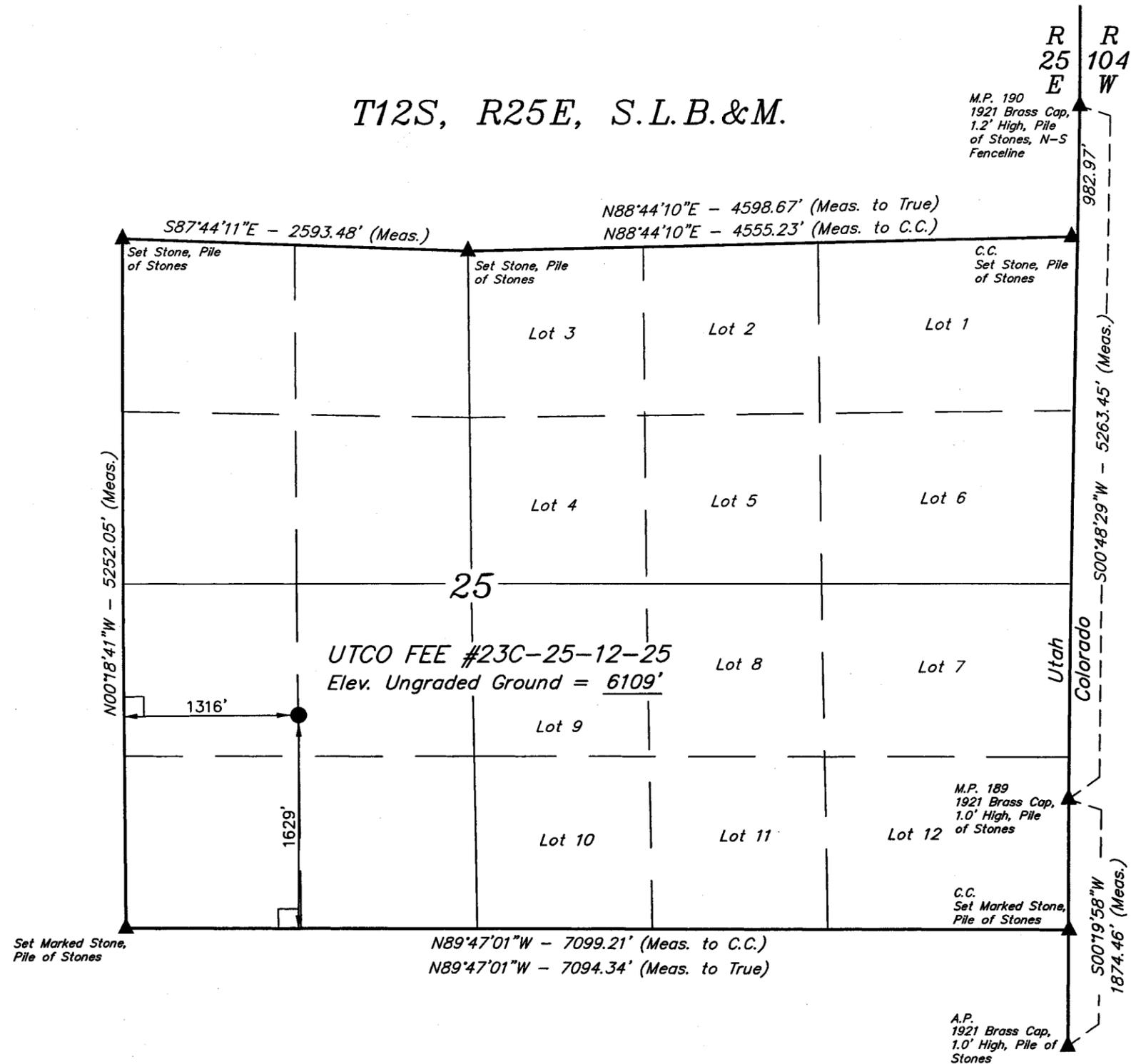
**Approved by the
Utah Division of
Oil, Gas and Mining**

**RECEIVED
JUN 08 2006**

Date: 06-21-06
By: *[Signature]*

Well location, UTCO FEE #23C-25-12-25, located as shown in the N 1/2 SW 1/4 of Section 25, T12S, R25E, S.L.B.&M., Uintah County, Utah.

T12S, R25E, S.L.B.&M.

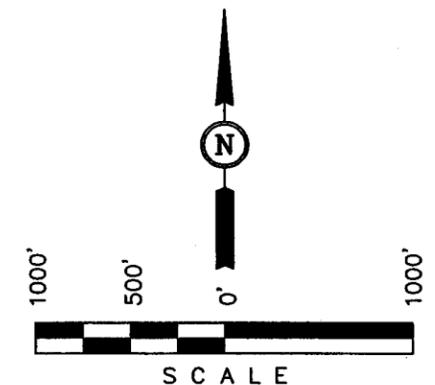


BASIS OF ELEVATION

BENCH MARK (A-37) LOCATED IN THE SE 1/4 OF SECTION 35, T3S, R104W, 6th P.M. TAKEN FROM THE DAVIS CANYON QUADRANGLE, UTAH-COLORADO, RIO BLANCO COUNTY, 7.5 MINUTE SERIES (TOPOGRAPHICAL MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 6013 FEET.

BASIS OF BEARINGS

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



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



UINTAH ENGINEERING & LAND SURVEYING 85 SOUTH 200 EAST - VERNAL, UTAH 84078 (435) 789-1017		
SCALE 1" = 1000'	DATE SURVEYED: 05-02-06	DATE DRAWN: 05-03-06
PARTY J.F. C.B. C.G.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE PIONEER NATURAL RESOURCES USA, INC.	

LEGEND:

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

(NAD 83)
 LATITUDE = 39°44'36.06" (39.743350)
 LONGITUDE = 109°04'17.97" (109.071658)
 (NAD 27)
 LATITUDE = 39°44'36.16" (39.743378)
 LONGITUDE = 109°04'15.58" (109.070994)

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.: Fee	6. SURFACE: Fee
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CONFIDENTIAL-TIGHT HOLE			

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- | | |
|--|--|
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| <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 June 6, 2006

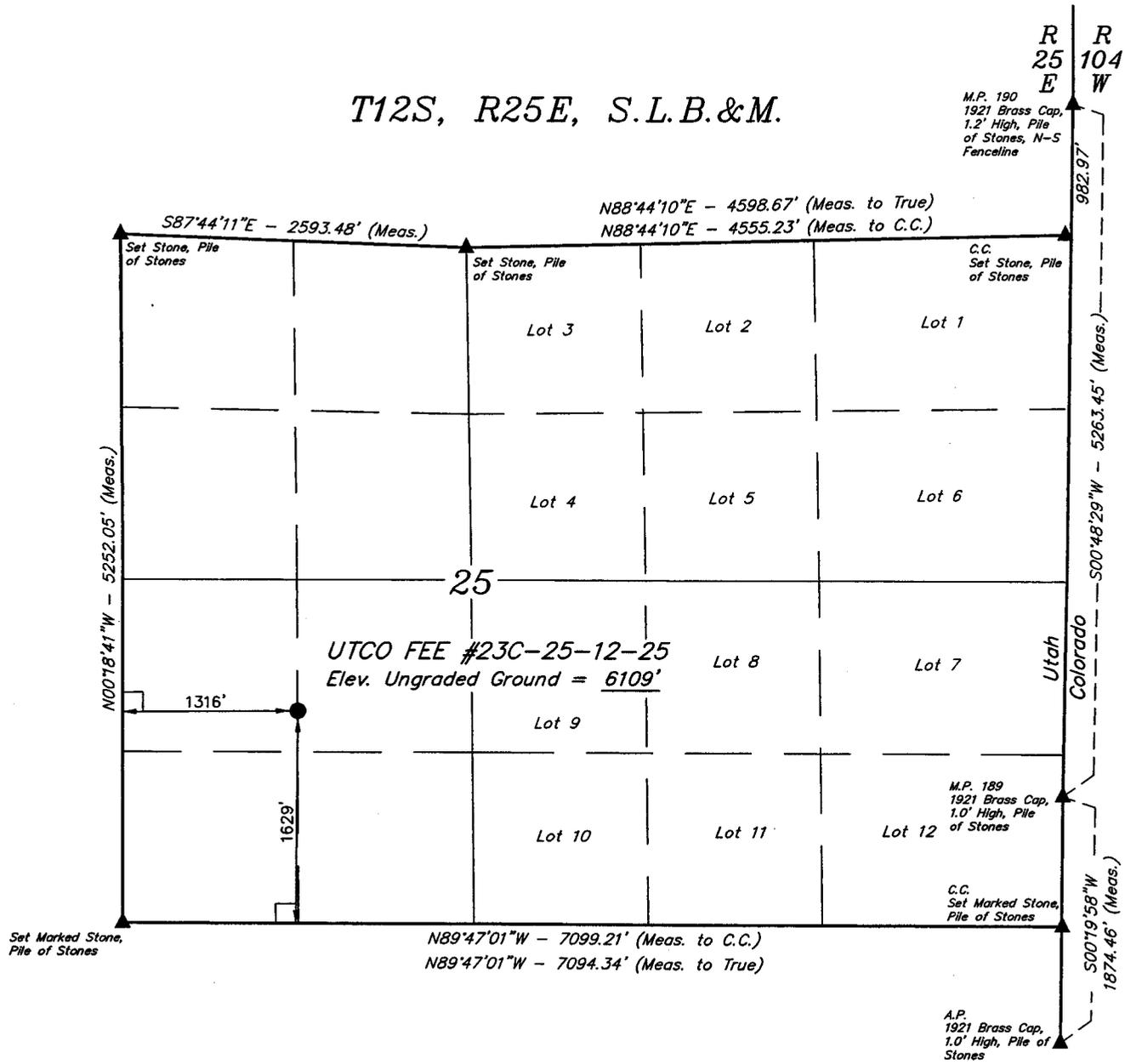
(This space for State use only)

API NUMBER ASSIGNED: 43-047-38252

APPROVAL:

RECEIVED
JUN 08 2006

T12S, R25E, S.L.B.&M.

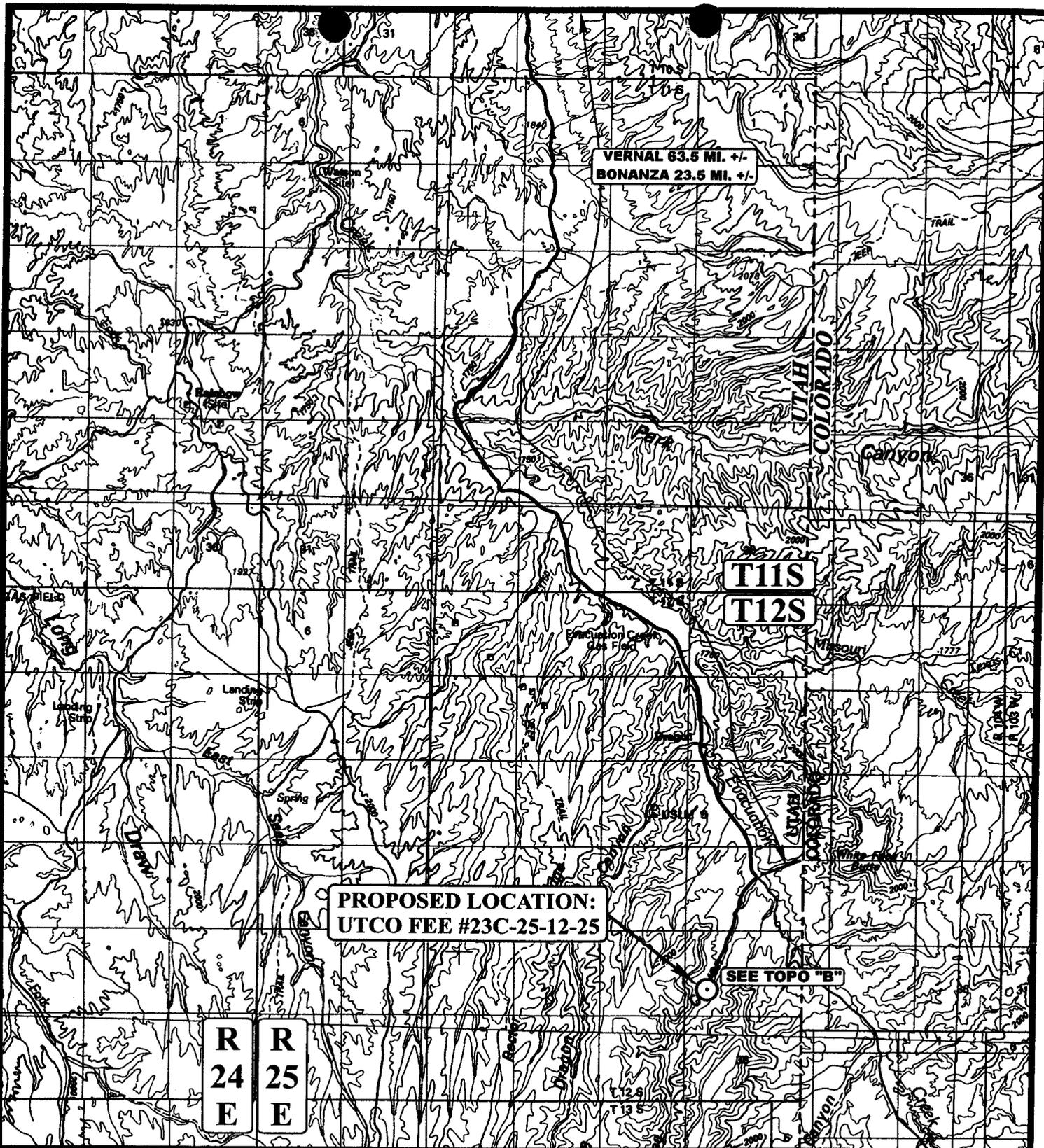


LEGEND:

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● = PROPOSED WELL HEAD.

(NAD 83)
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 LONGITUDE = 109°04'17.97" (109.071658)
 (NAD 27)
 LATITUDE = 39°44'36.16" (39.743378)



LEGEND:

○ PROPOSED LOCATION

N



PIONEER NATURAL RESOURCES USA, INC.

UTCO FEE #23C-25-12-25
SECTION 25, T12S, R25E, S.L.B.&M.
1629' FSL 1316' FWL

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

TOPOGRAPHIC 05 08 06
MAP MONTH DAY YEAR
 SCALE: 1:100,000 DRAWN BY: L.K. REVISED: 00-00-00 **TOPO**

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/Wasatch	Surface	6,105'
Mesa Verde	657'	5,458'
First Coal	2,180'	3,935'
CS_Coal_Zone	2,263'	3,852'
Thickest Coal	2,331'	3,784'
L_Neslen Coal Zone	2,480'	3,635'
T.D.	2,700'	3,415'

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	Mesaverde Coals and Sands	2,180' - 2,480'

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, 2000 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.



UTCO Fee #23C-25-12-25

1629' FSL and 1316' FWL
N/2 SW Section 25, T12S - R25E
Uintah County, Utah

DRILLING PROGRAM

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	0-250'	11"	8-5/8"	24#	J-55	ST&C	New
Production	0-2,700'	7-7/8"	5-1/2"	17#	J-55	LT&C	New

Casing design subject to revision based on geologic conditions encountered.

5. Cement Program

<i>Surface</i>	<i>Type and Amount</i>
0-250'	200 sx Class C, 15.6 ppg
<i>Production</i>	<i>Type and Amount</i>
0-2,700'	325 sx Class C, 13.5 ppg

*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'-250'	Air-Mist	N/A	N/A	N/C
250'-2,700'	Air-Mist/Water	8.9	N/A	N/C

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.



UTCOC Fee #23C-25-12-25

1629' FSL and 1316' FWL

N/2 SW Section 25, T12S - R25E

Uintah County, Utah

DRILLING PROGRAM

Page 3

- b. The logging program will consist of a Triple Combo High Res Density log to be run from TD to surface casing.
- c. No cores are anticipated.

8. Anticipated Pressures and H₂S

- a. Normal pressures and temperatures are expected in the objective formation. A maximum bottom hole pressure of 1080 psi is expected. A maximum bottom hole temperature of 100 degrees Fahrenheit is anticipated. Sour gas (H₂S) 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.

10. Other Information

- a. Drilling is planned to commence upon approval of this application.
- b. It is anticipated that the drilling of this well will take approximately 4 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.



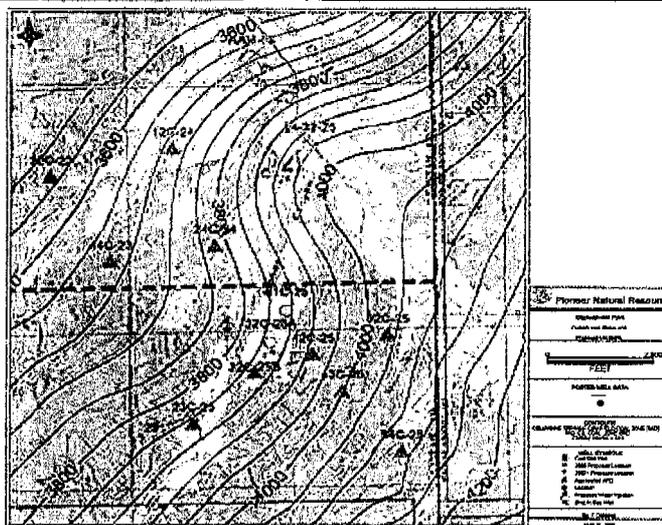
Pioneer Natural Resources

Denver, Colorado 80202

GEOLOGIC PROGNOSIS

Well Name	UTCO FEE 23C-25-12-25		API:	Date 4/20/2006	
Location	FNL	FEL	Section 25	T 12S	R 25E
Field	Displacement Point		County	Uintah	State UT
Deepest Objective	MSVD Coal		TD/FM	2700' MD/U. Sego	
Lidar Ground Elevation	6105'		Est. K.B. Elevation	6115'	

DRILL DEPTH (FT)			
FORMATION	MD	TVDss	Thickness (FT)
Green River/Wasatch	surface	6105	
Mesaverde	~657	5458	
First Coal	2180	3935	3
CS_Coal Zone	2263	3852	150' zone 7 coals
Thickest coal	2331	3784	11
L_Neslen coal zone	2480	3635	16' zone 4 coals
TD	2700	3415	



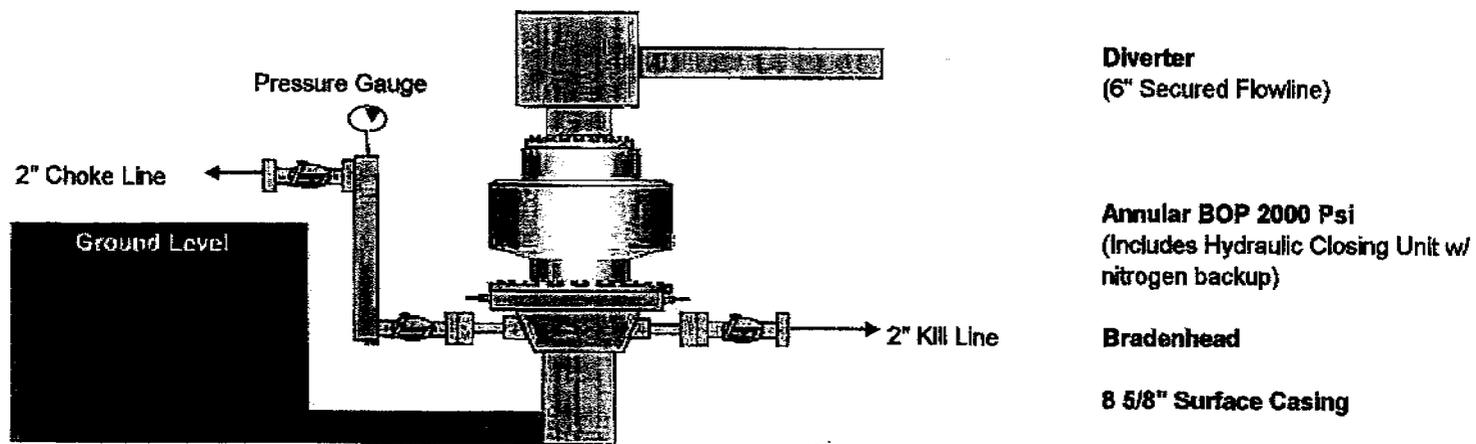
Location Map with Structure and Topo

Logging Program	Triple combo with High res density (request 0.1 ft sample interval for .las) - Phoenix Surveys	
Samples	30 ft interval	
Cores	none	
DST (s)	none	
Wellsite Geologist	none	
Mud Logging	one man - surface to TD	
Distribution	email morning report and las files to Todd Dallegge, CDX representative	
OFFSET WELLS	Atchee Canyon #4, Evacuation Creek #24, CS 4C-2	
Distance to Nearest Well Completed In Same Fm	1950'	Well UTCO FEE 32C-25B

Remarks Green River Fm interfingering with Wasatch near subsurface

GEOLOGIST	Todd Dallegge	Phone	Office	303-675-2650
			Home	303-284-6759
			Cell	NA
		Email	Office	Todd.Dallegge@pxd.com

Pioneer Natural Resources Well Control System



Note: The locations have 150% of hole volume of fresh water on lease during the drilling operation. Depending on the type of drilling operation there may also be a dedicated fluid pump on lease. When we are drilling with air then the fluid package may not be present. There is a fluid pumper within 1 - 2 hours notice and generally sooner in the immediate area including either production pumps or cement units all owned and operated by Pioneer Natural Resources.

PNR - BOP Drawing A

CONFIDENTIAL - TIGHT HOLE

UTCO Fee #23C-25-12-25
1629' FSL and 1316' FWL
N/2 SW Section 25, T12S - R25E
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**



PIONEER NATURAL RESOURCES USA, INC.

UTCO FEE #23C-25-12-25

LOCATED IN UINTAH COUNTY, UTAH
SECTION 25, T12S, R25E, S.L.B.&M.



PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: NORTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: SOUTHWESTERLY



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

LOCATION PHOTOS

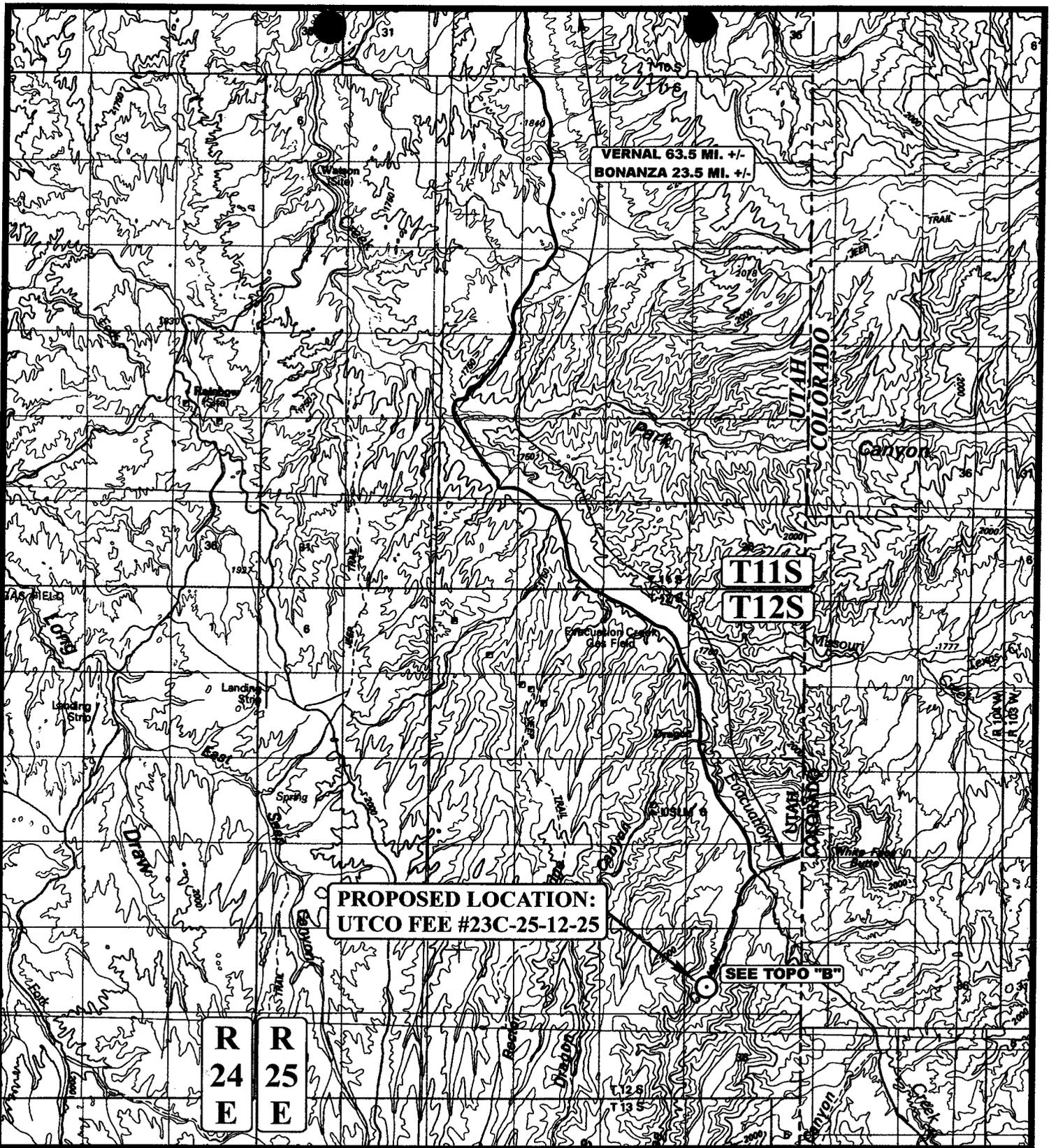
05 08 06
MONTH DAY YEAR

PHOTO

TAKEN BY: J.F.

DRAWN BY: L.K.

REVISED: 00-00-00



R
24
E

R
25
E

LEGEND:

⊙ PROPOSED LOCATION



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PIONEER NATURAL RESOURCES USA, INC.

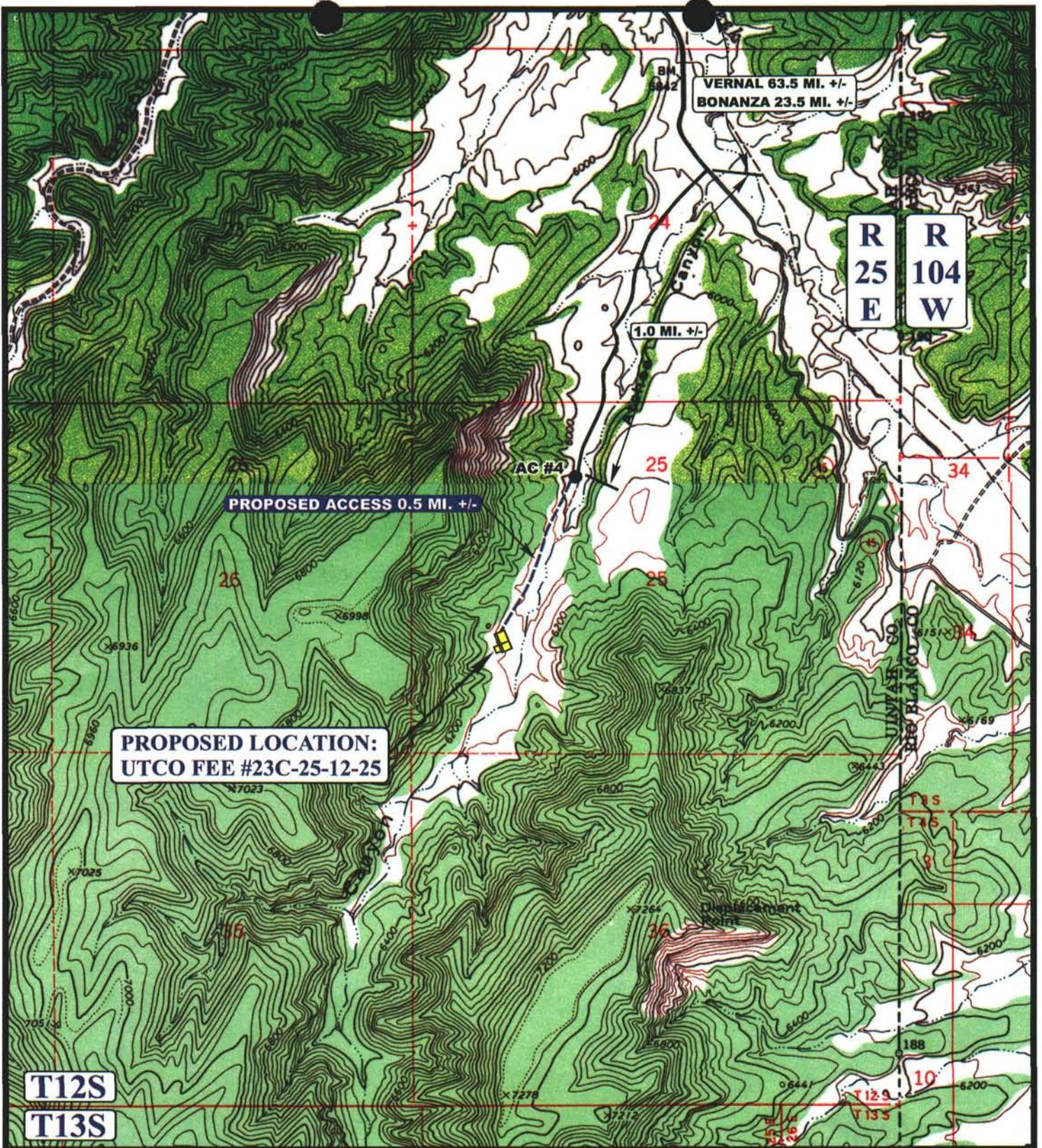
UTCO FEE #23C-25-12-25
SECTION 25, T12S, R25E, S.L.B.&M.
1629' FSL 1316' FWL

TOPOGRAPHIC
MAP

05 08 06
MONTH DAY YEAR

SCALE: 1:100,000 | DRAWN BY: L.K. | REVISED: 00-00-00





LEGEND:
 ————— EXISTING ROAD
 - - - - - PROPOSED ACCESS ROAD

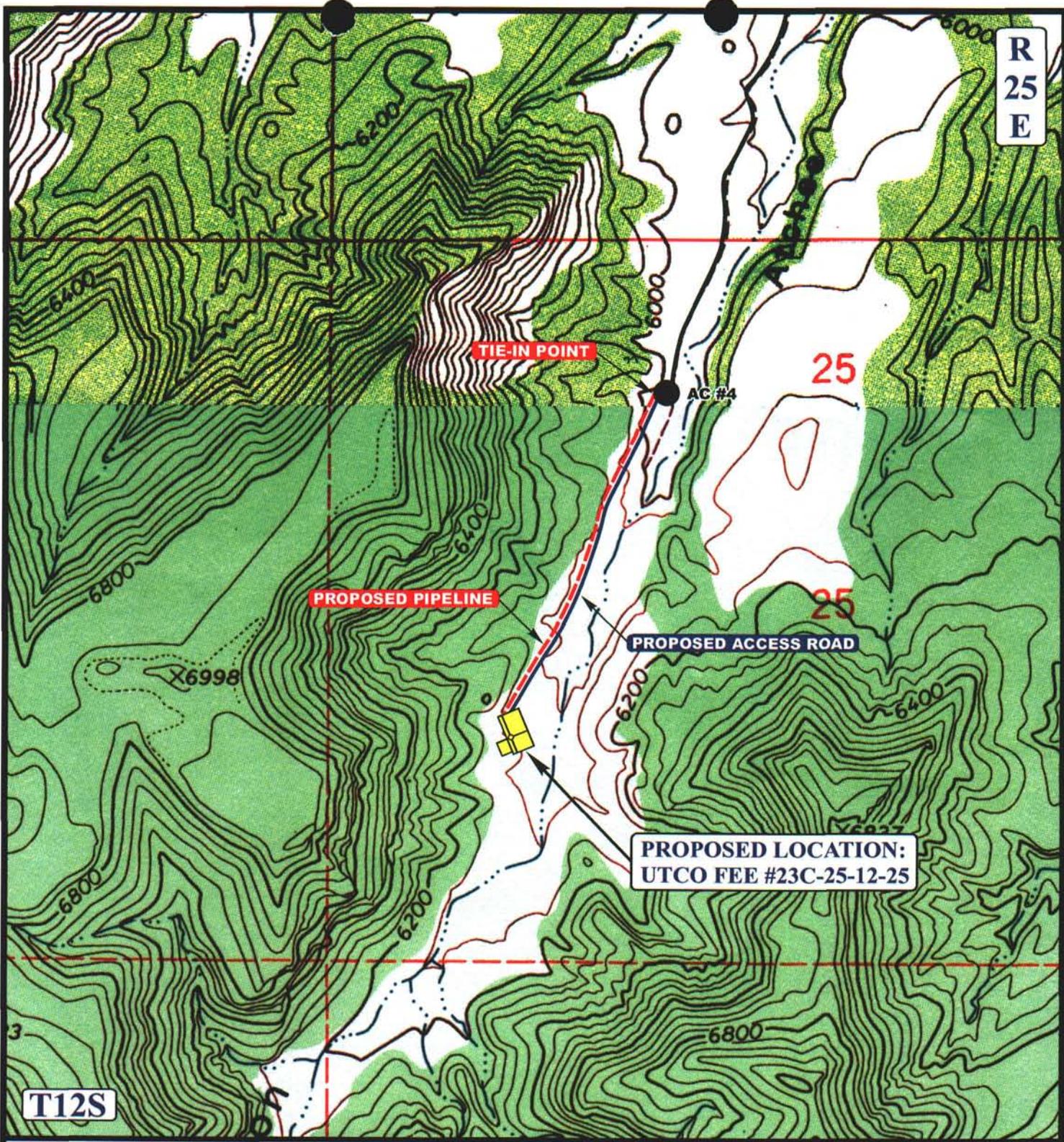


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TOPOGRAPHIC **05 08 06**
MAP MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: L.K. REVISED: 00-00-00 **B**
 TOPO

R
25
E



APPROXIMATE TOTAL PIPELINE DISTANCE = 2,617' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- PROPOSED PIPELINE
- PROPOSED PIPELINE (SERVICING OTHER WELLS)



PIONEER NATURAL RESOURCES USA, INC.

UTC0 FEE #23C-25-12-25

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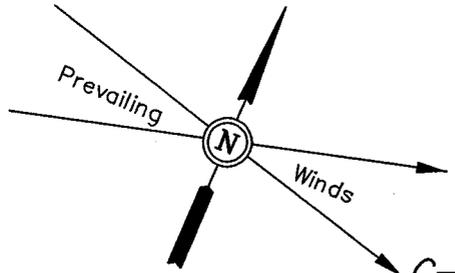
**TOPOGRAPHIC
MAP**

05	08	06
MONTH	DAY	YEAR

SCALE: 1" = 1000' DRAWN BY: L.K. REVISED: 00-00-00

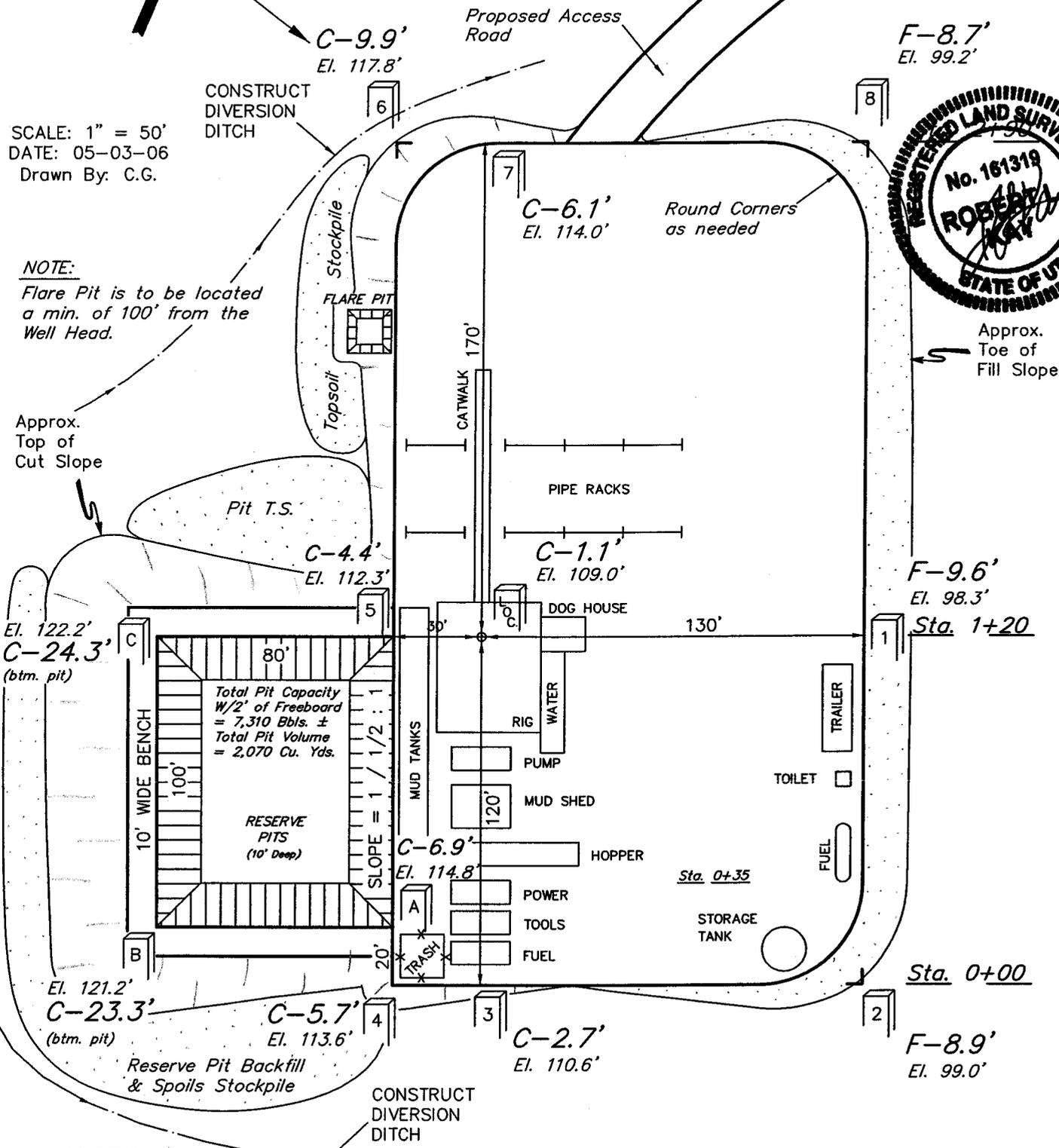
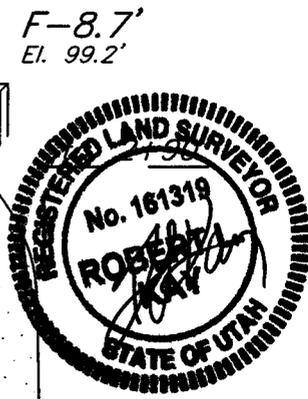


LOCATION LAYOUT FOR
 UTCO FEE #23C-25-12-25
 SECTION 25, T12S, R25E, S.L.B.&M.
 1629' FSL 1316' FWL



SCALE: 1" = 50'
 DATE: 05-03-06
 Drawn By: C.G.

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



NOTES:

Elev. Ungraded Ground At Loc. Stake = 6109.0'
 FINISHED GRADE ELEV. AT LOC. STAKE = 6107.9'

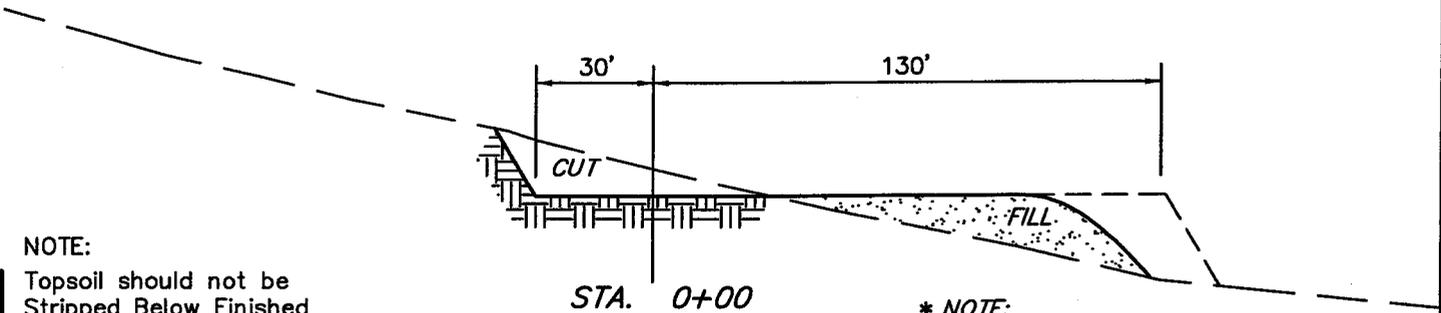
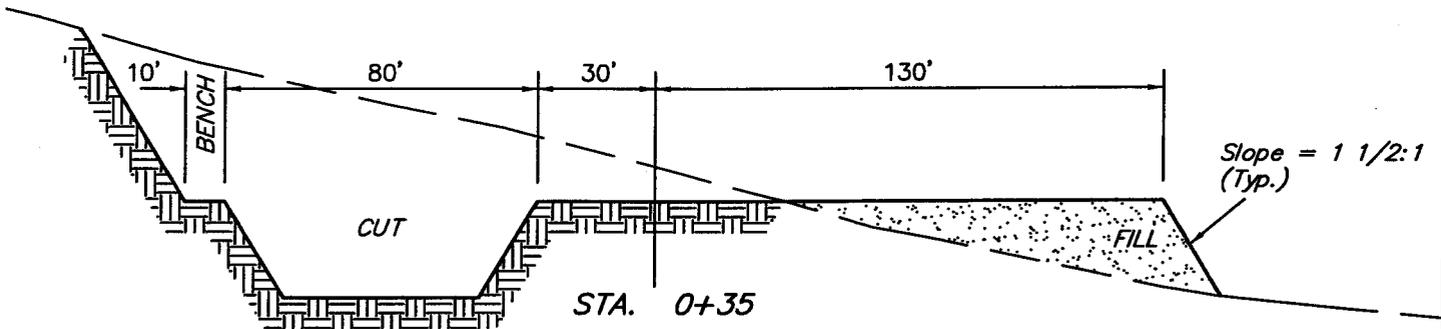
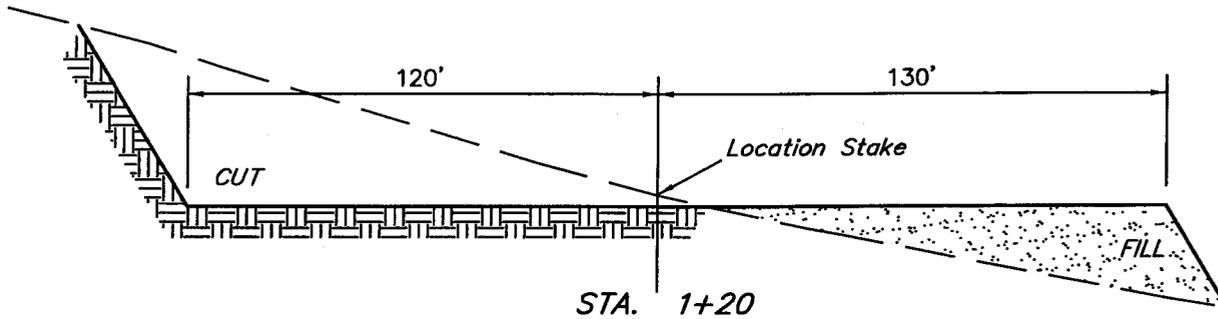
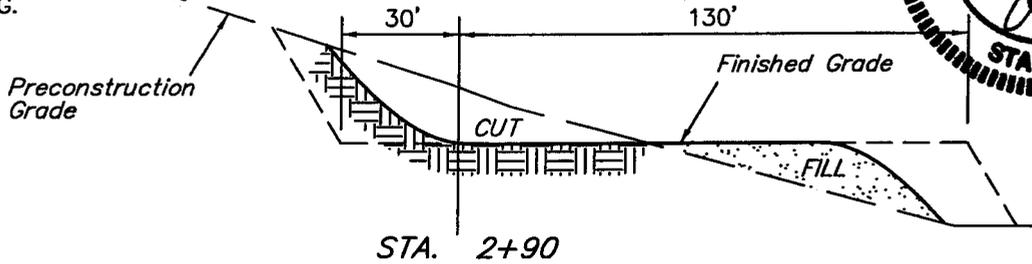
TYPICAL CROSS SECTIONS FOR

UTCO FEE #23C-25-12-25
SECTION 25, T12S, R25E, S.L.B.&M.
1629' FSL 1316' FWL



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

DATE: 05-03-06
Drawn By: C.G.



NOTE:
Topsoil should not be Stripped Below Finished Grade on Substructure Area.

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT	
(6") Topsoil Stripping	= 1,390 Cu. Yds.
Remaining Location	= 9,510 Cu. Yds.
TOTAL CUT	= 10,900 CU.YDS.
FILL	= 6,930 CU.YDS.

EXCESS MATERIAL	= 3,970 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 2,430 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 1,540 Cu. Yds.

**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 06/08/2006

API NO. ASSIGNED: 43-047-38252

WELL NAME: WPCO FEE 23C-25-12-25
 OPERATOR: PIONEER NATL RES USA (N5155)
 CONTACT: VENESSA LANGMACHER

PHONE NUMBER: 303-857-9999

PROPOSED LOCATION:

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	DKD	7/28/06
Geology		
Surface		

NWSW 25 120S 250E
 SURFACE: 1629 FSL 1316 FWL
 BOTTOM: 1629 FSL 1316 FWL
 COUNTY: UINTAH
 LATITUDE: 39.74342 LONGITUDE: -109.0711
 UTM SURF EASTINGS: 665275 NORTHINGS: 4400850
 FIELD NAME: WILDCAT (1)

LEASE TYPE: 4 - Fee
 LEASE NUMBER: FEE
 SURFACE OWNER: 4 - Fee

PROPOSED FORMATION: MVRD
 COALBED METHANE WELL? YES

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: 07/01/2006)
- Fee Surf Agreement (Y/N)
- Intent to Commingle (Y/N)

LOCATION AND SITING:

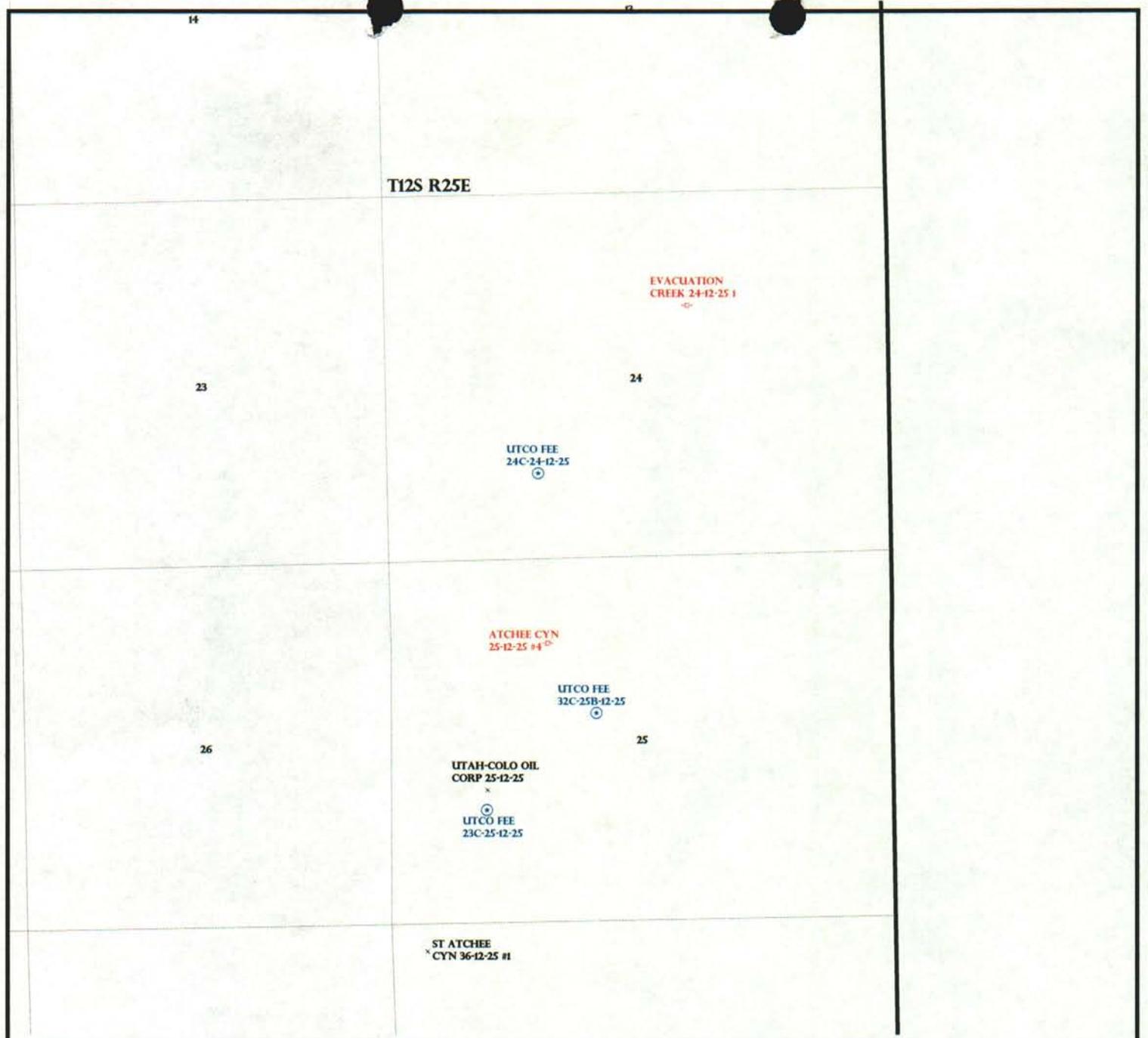
- R649-2-3.
- Unit: _____
- R649-3-2. General
- Siting: 460 From Qtr/Qtr & 920' Between Wells
- R649-3-3. Exception
- Drilling Unit
- Board Cause No: _____
- Eff Date: _____
- Siting: _____
- R649-3-11. Directional Drill

COMMENTS:

Needs Permit (06-29-06)

STIPULATIONS:

- 1- Spacing Slip
- 2- STATEMENT OF BASIS
- 3- Cement slip # 3 (5 1/2" production, back to surface)



OPERATOR: PIONEER NAT RES (N5155)

SEC: 24,25 T. 12S R. 25E

FIELD: WILDCAT (001)

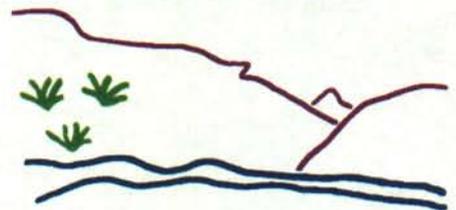
COUNTY: UINTAH

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: 16-JUNE-2006

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

OPERATOR: PIONEER NATURAL RESOURCES USA, INC.
WELL NAME & NUMBER: UTCO FEE #23C-25-12-25
API NUMBER: 43-047-38252
LOCATION: 1/4,1/4 N2/SW Sec: 25 TWP: 12S RNG:25E 1316' FWL 1629' FSL

Geology/Ground Water:

Pioneer proposes to set 250' of surface casing at this location. The base of the moderately saline water is at approximately 3,600 feet in this area. This is below the anticipated T.D. for the proposed well. 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 no water wells within a 10,000 foot radius of the proposed location. The proposed casing and cement program should adequately protect any useable ground water.

Reviewer: Brad Hill **Date:** 07-06-2006

Surface:

The predrill investigation of the surface was performed on 6/29/06. This site is on fee surface with fee minerals, and appears to be the best site for a location in the immediate area. I notified Mr. Brad Ockerland (representative of Utah Colorado Oil Corporation) by telephone on 6/22/2006 and invited him to this investigation. He told me there was a verbal landowner agreement, and he would not be attending. He was not present. Utah Colorado Oil Corporation also owned mineral rights for this well.

Reviewer: David W. Hackford **Date:** 6/30/2006

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: UTCO FEE #23C-25-12-25
API NUMBER: 43-047-38252
LEASE: FEE **FIELD/UNIT:** DISPLACEMENT POINT UNIT
LOCATION: 1/4,1/4 N2/SW Sec: 25 TWP: 12S RNG: 25E 1316' FWL 1629' FSL
LEGAL WELL SITING: 460 F SEC. LINE; 460 F 1/4,1/4 LINE; 920 F ANOTHER WELL.
GPS COORD (UTM): 4400849N 12665288E **SURFACE OWNER:** UTAH COLORADO OIL CORP.

PARTICIPANTS

DAVID W. HACKFORD (DOGM), STEPHEN SCHRECK, (PIONEER), KEITH RULE (DIRT CONTRACTOR).

REGIONAL/LOCAL SETTING & TOPOGRAPHY

SITE IS IN THE BOTTOM OF ATCHEE CANYON, 300' WEST OF THE DRY WATERCOURSE WHICH RUNS DOWN THIS CANYON. DRAINAGE IS TO THE NORTH, NORTHEAST TO EVACUATION CREEK ONE MILE AWAY. CANYON BOTTOM IS RELATIVELY FLAT AND LEVEL WHILE THE CANYON WALLS ARE STEEP AND RUGGED WITH NUMEROUS SHEER CLIFFS AND SANDSTONE OUTCROPPINGS. BONANZA, UTAH IS 25 MILES TO THE NORTH.

SURFACE USE PLAN

CURRENT SURFACE USE: WILDLIFE AND LIVESTOCK GRAZING, HUNTING.

PROPOSED SURFACE DISTURBANCE: LOCATION WILL BE 290' BY 240'. ACCESS ROAD WILL BE 0.5 MILES.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: SEE ATTACHED MAP FROM GIS DATABASE.

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: ALL 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 OF LOCATION.

ANCILLARY FACILITIES: NONE WILL BE REQUIRED.

WILL DRILLING AT THIS LOCATION GENERATE PUBLIC INTEREST OR CONCERNS? (EXPLAIN): UNLIKELY.

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: PINION PINE, JUNIPER, SAGE, GREASEWOOD, PRICKLY PEAR, CHEATGRASS, OTHER NATIVE GRASSES. ELK, DEER, RODENTS, RAPTORS, COYOTE, SONGBIRDS, RABBIT, BOBCAT, BEAR, COUGAR.

SOIL TYPE AND CHARACTERISTICS: LIGHT BROWN SANDY CLAY LOAM.

EROSION/SEDIMENTATION/STABILITY: VERY LITTLE NATURAL EROSION. SEDIMENTATION AND STABILITY ARE NOT A PROBLEM AND LOCATION CONSTRUCTION SHOULDN'T CAUSE AN INCREASE IN STABILITY OR EROSION PROBLEMS.

PALEONTOLOGICAL POTENTIAL: NONE OBSERVED.

RESERVE PIT

CHARACTERISTICS: 100' BY 80' AND TEN FEET DEEP.

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

SURFACE RESTORATION/RECLAMATION PLAN

AS PER LANDOWNER AGREEMENT

SURFACE AGREEMENT: NO. A VERBAL AGREEMENT HAS BEEN REACHED.

CULTURAL RESOURCES/ARCHAEOLOGY: SITE IS ON FEE SURFACE.

OTHER OBSERVATIONS/COMMENTS

THIS PREDRILL INVESTIGATION WAS CONDUCTED ON A HOT, SUNNY DAY.

ATTACHMENTS

PHOTOS OF THIS SITE WERE TAKEN AND PLACED ON FILE.

DAVID W. HACKFORD
DOG M REPRESENTATIVE

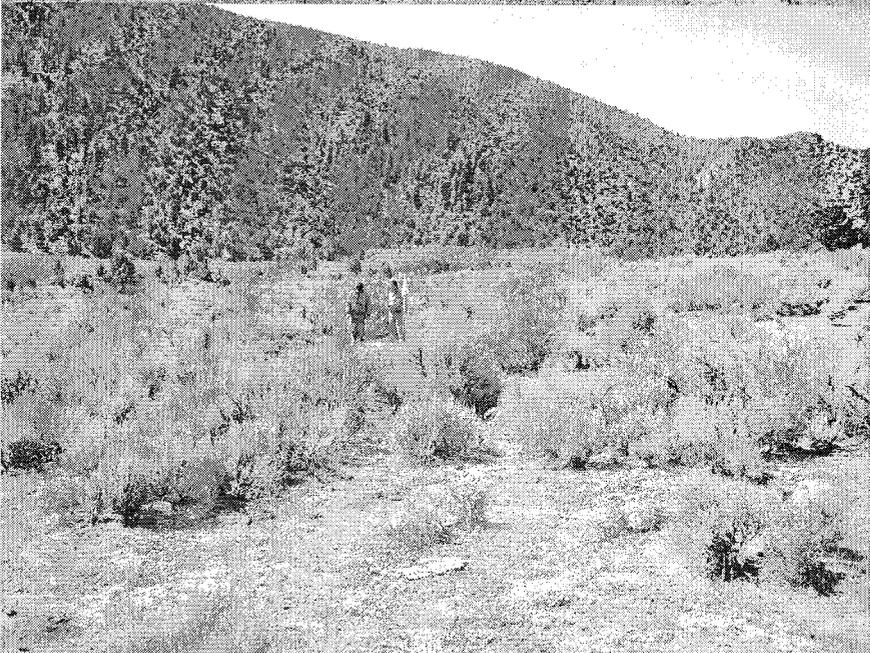
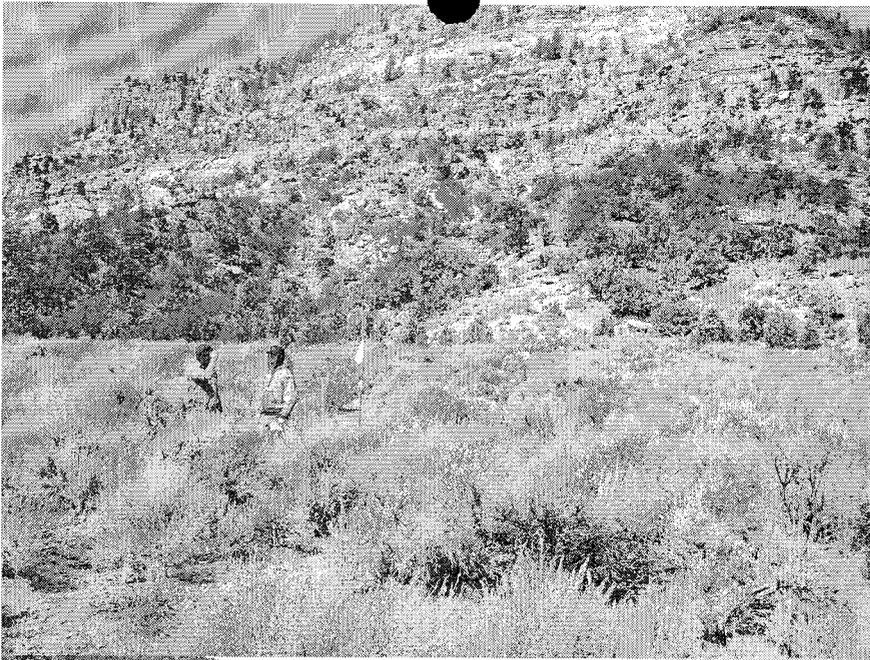
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DATE/TIME

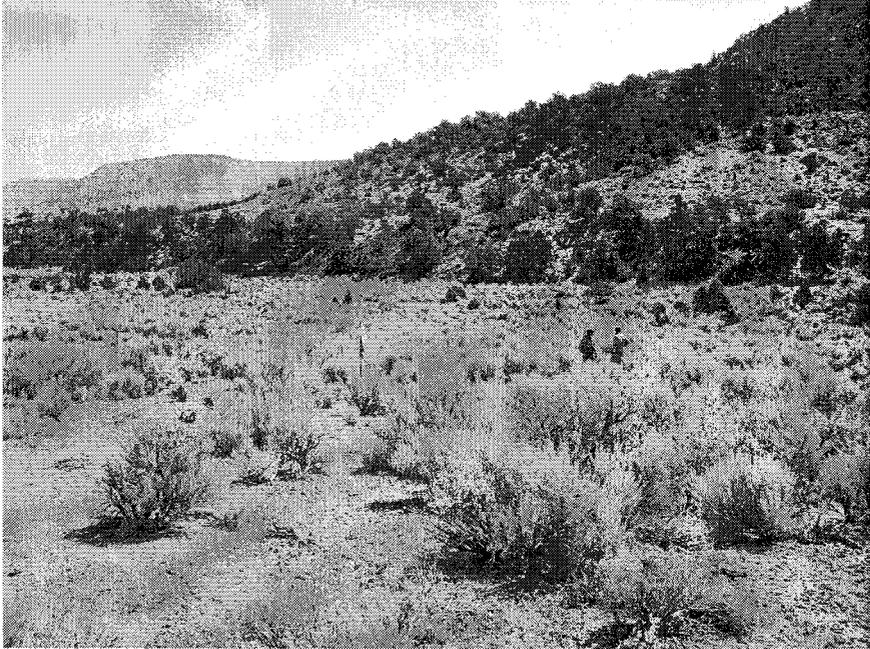
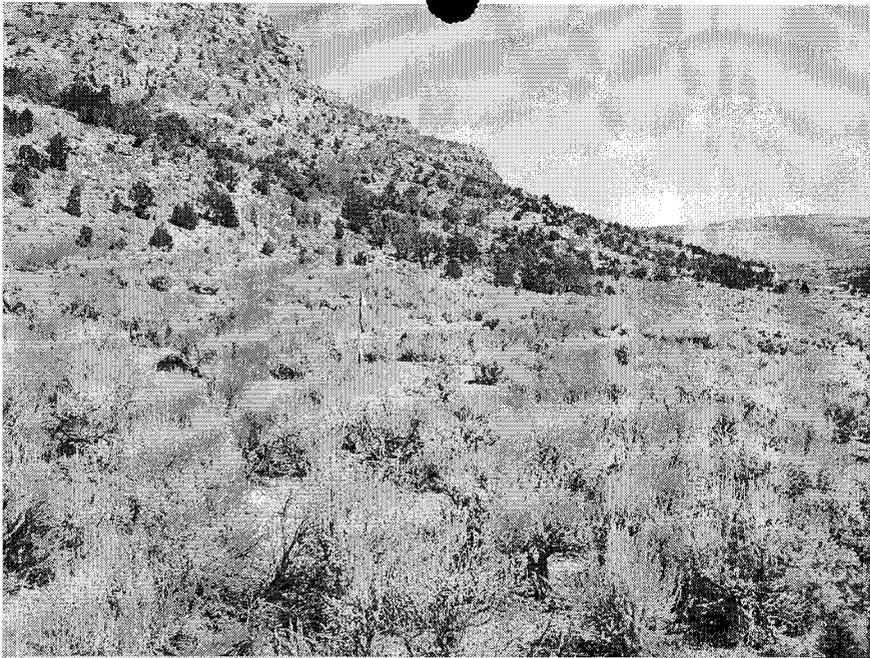
**Evaluation Ranking Criteria and Ranking Score
For Reserve and Onsite Pit Liner Requirements**

<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>0</u>
Affected Populations		
<10	0	
10 to 30	6	
30 to 50	8	
>50	10	<u>0</u>
Presence of Nearby Utility Conduits		
Not Present	0	
Unknown	10	
Present	15	<u>0</u>

Final Score 20 (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.





From: Robert Clark
To: Whitney, Diana
Date: 7/25/2006 9:42:56 AM
Subject: RDCC short turn around responses

*Pioneer-Nat Res
43-047 38252*

The following comments are provided in response to RDCC #6842 - RDCC #6848.

RDCC #6842, Comments begin: The proposal of Petro-Canada Resources (USA) Inc. to drill the **State 32-21** wildcat well, in Carbon County, may require a permit, known as an Approval Order, from the Executive Secretary of the Air Quality Board if any compressor or pump stations are constructed at the site. If a permit is required, a permit application, known as a Notice of Intent (NOI), should be submitted to the Executive Secretary at the Utah Division of Air Quality at 150 N. 1950 West, Salt Lake City, Utah, 84116 for review according to the Utah Air Quality Rule R307-401. Permit: Notice of Intent and Approval Order. The guidelines for preparing an NOI are available on-line at <http://www.airquality.utah.gov/Permits/FORMS/NOIGuide8.pdf>. The proposed project is also subject to Utah Air Quality Rule R307-205-5, Fugitive Dust, due to the fugitive dust that is generated during the excavating phases of the project. These rules apply to construction activities that disturb an area greater than 1/4 acre in size. A permit, known as an Approval Order, is not required from the Executive Secretary of the Air Quality Board, but steps need to be taken to minimize fugitive dust, such as watering and/or chemical stabilization, providing vegetative or synthetic cover or windbreaks. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm. **Comments end.**

RDCC #6843, Comments begin: The proposal of Parallel Petroleum Corporation to drill the **Trail Creek Anticline 1-2-6-25** wildcat well, in Uintah County, may require a permit, known as an Approval Order, from the Executive Secretary of the Air Quality Board if any compressor or pump stations are constructed at the site. If a permit is required, a permit application, known as a Notice of Intent (NOI), should be submitted to the Executive Secretary at the Utah Division of Air Quality at 150 N. 1950 West, Salt Lake City, Utah, 84116 for review according to the Utah Air Quality Rule R307-401. Permit: Notice of Intent and Approval Order. The guidelines for preparing an NOI are available on-line at <http://www.airquality.utah.gov/Permits/FORMS/NOIGuide8.pdf>. The proposed project is also subject to Utah Air Quality Rule R307-205-5, Fugitive Dust, due to the fugitive dust that is generated during the excavating phases of the project. These rules apply to construction activities that disturb an area greater than 1/4 acre in size. A permit, known as an Approval Order, is not required from the Executive Secretary of the Air Quality Board, but steps need to be taken to minimize fugitive dust, such as watering and/or chemical stabilization, providing vegetative or synthetic cover or windbreaks. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm. **Comments end.**

RDCC #6844, Comments begin: The proposal of Parallel Petroleum Corporation to drill the **Buckskin Hills 13-32-3-22** wildcat well, in Uintah County, may require a permit, known as an Approval Order, from the Executive Secretary of the Air Quality Board if any compressor or pump stations are constructed at the site. If a permit is required, a permit application, known as a Notice of Intent (NOI), should be submitted to the Executive Secretary at the Utah Division of Air Quality at 150 N. 1950 West, Salt Lake City, Utah, 84116 for review according to the Utah Air Quality Rule R307-401. Permit: Notice of Intent and Approval Order. The guidelines for preparing an NOI are available on-line at <http://www.airquality.utah.gov/Permits/FORMS/NOIGuide8.pdf>. The proposed project is also subject to Utah Air Quality Rule R307-205-5, Fugitive Dust, due to the fugitive dust that is generated during the excavating phases of the project. These rules apply to construction activities that disturb an area greater than 1/4 acre in size. A permit, known as an Approval Order, is not required from the Executive Secretary of the Air Quality Board, but steps need to be taken to minimize fugitive dust, such as watering and/or chemical stabilization, providing vegetative or synthetic cover or windbreaks. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm. **Comments end.**

RDCC #6845, Comments begin: The proposal of Pioneer Natural Resources (USA) Inc. to drill the **UTCO Fee 32C-25B-12-25** wildcat well, in Uintah County, may require a permit, known as an Approval Order, from the Executive Secretary of the Air Quality Board if any compressor or pump stations are constructed at the site. If a permit is required, a permit application, known as a Notice of Intent (NOI), should be submitted to the Executive Secretary at the Utah Division of Air Quality at 150 N. 1950 West, Salt Lake City, Utah, 84116 for review according to the Utah Air Quality Rule R307-401. Permit: Notice of Intent and Approval Order. The guidelines for preparing an NOI are available on-line at

<http://www.airquality.utah.gov/Permits/FORMS/NOIGuide8.pdf>. The proposed project is also subject to Utah Air Quality Rule R307-205-5, Fugitive Dust, due to the fugitive dust that is generated during the excavating phases of the project. These rules apply to construction activities that disturb an area greater than 1/4 acre in size. A permit, known as an Approval Order, is not required from the Executive Secretary of the Air Quality Board, but steps need to be taken to minimize fugitive dust, such as watering and/or chemical stabilization, providing vegetative or synthetic cover or windbreaks. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm. **Comments end. RDCC #6846, Comments begin:** The proposal of Pioneer Natural Resources (USA) Inc. to drill the **UTCO Fee 24C-24-12-25** wildcat well, in Uintah County, may require a permit, known as an Approval Order, from the Executive Secretary of the Air Quality Board if any compressor or pump stations are constructed at the site. If a permit is required, a permit application, known as a Notice of Intent (NOI), should be submitted to the Executive Secretary at the Utah Division of Air Quality at 150 N. 1950 West, Salt Lake City, Utah, 84116 for review according to the Utah Air Quality Rule R307-401. Permit: Notice of Intent and Approval Order. The guidelines for preparing an NOI are available on-line at

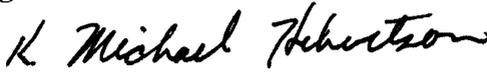
<http://www.airquality.utah.gov/Permits/FORMS/NOIGuide8.pdf>. The proposed project is also subject to Utah Air Quality Rule R307-205-5, Fugitive Dust, due to the fugitive dust that is generated during the excavating phases of the project. These rules apply to construction activities that disturb an area greater than 1/4 acre in size. A permit, known as an Approval Order, is not required from the Executive Secretary of the Air Quality Board, but steps need to be taken to minimize fugitive dust, such as watering and/or chemical stabilization, providing vegetative or synthetic cover or windbreaks. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm. **Comments end. RDCC #6847, Comments begin:** The proposal of Pioneer Natural Resources (USA) Inc. to drill the **UTCO Fee 23C-25-12-25** wildcat well, in Uintah County, may require a permit, known as an Approval Order, from the Executive Secretary of the Air Quality Board if any compressor or pump stations are constructed at the site. If a permit is required, a permit application, known as a Notice of Intent (NOI), should be submitted to the Executive Secretary at the Utah Division of Air Quality at 150 N. 1950 West, Salt Lake City, Utah, 84116 for review according to the Utah Air Quality Rule R307-401. Permit: Notice of Intent and Approval Order. The guidelines for preparing an NOI are available on-line at

<http://www.airquality.utah.gov/Permits/FORMS/NOIGuide8.pdf>. The proposed project is also subject to Utah Air Quality Rule R307-205-5, Fugitive Dust, due to the fugitive dust that is generated during the excavating phases of the project. These rules apply to construction activities that disturb an area greater than 1/4 acre in size. A permit, known as an Approval Order, is not required from the Executive Secretary of the Air Quality Board, but steps need to be taken to minimize fugitive dust, such as watering and/or chemical stabilization, providing vegetative or synthetic cover or windbreaks. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm. **Comments end. RDCC #6848, Comments begin:** The proposal of Thurston Energy Operating Company to drill the **Thurston 12-29-9-24** wildcat well, in Uintah County, may require a permit, known as an Approval Order, from the Executive Secretary of the Air Quality Board if any compressor or pump stations are constructed at the site. If a permit is required, a permit application, known as a Notice of Intent (NOI), should be submitted to the Executive Secretary at the Utah Division of Air Quality at 150 N. 1950 West, Salt Lake City, Utah, 84116 for review according to the Utah Air Quality Rule R307-401. Permit: Notice of Intent and Approval Order. The guidelines for preparing an NOI are available on-line at

<http://www.airquality.utah.gov/Permits/FORMS/NOIGuide8.pdf>. The proposed project is also subject to Utah Air Quality Rule R307-205-5, Fugitive Dust, due to the fugitive dust that is generated during the excavating phases of the project. These rules apply to construction activities that disturb an area greater than 1/4 acre in size. A permit, known as an Approval Order, is not required from the Executive Secretary of the Air Quality Board, but steps need to be taken to minimize fugitive dust, such as watering and/or chemical stabilization, providing vegetative or synthetic cover or windbreaks. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm. **Comments end.** Robert Clark Division of Air Quality 536-4435

CC: Mcneill, Dave; Wright, Carolyn

STATE ACTIONS
Resource Development Coordinating Committee
Governor's Office of Planning and Budget
5110 State Office Building
SLC, UT 84114
Phone No. 537-9230

1. State Agency Oil, Gas and Mining 1594 West North Temple, Suite 1210 Salt Lake City, UT 84114-5801	2. Approximate date project will start: Upon Approval or June 30, 2006
3. Title of proposed action: Application for Permit to Drill	
4. Description of Project: Pioneer Natural Resources USA Inc. proposes to drill the UTCO Fee 23C-25-12-25 well (wildcat) on a Fee lease, Uintah County, Utah. This action is being presented to the RDCC for consideration of resource issues affecting state interests. The Division of Oil, Gas and Mining is the primary administrative agency in this action and must issue approval before operations commence.	
5. Location and detailed map of land affected (site location map required, electronic GIS map preferred) (include UTM coordinates where possible) (indicate county) 1629' FSL 1316' FWL, NW/4 SW/4, Section 25, Township 12 South, Range 25 East, Uintah County, Utah	
6. Possible significant impacts likely to occur: Surface impacts include up to five acres of surface disturbance during the drilling and completion phase (estimated for five weeks duration). If oil and gas in commercial quantities is discovered, the location will be reclaimed back to a net disturbance of between one and two acres – not including road, pipeline, or utility infrastructure. If no oil or gas is discovered, the location will be completely reclaimed.	
7. Identify local government affected a. Has the government been contacted? No. b. When? c. What was the response? d. If no response, how is the local government(s) likely to be impacted?	
8. For acquisitions of land or interests in land by DWR or State Parks please identify state representative and state senator for the project area. Name and phone number of state representative, state senator near project site, if applicable: a. Has the representative and senator been contacted? N/A	
9. Areawide clearinghouse(s) receiving state action: (to be sent out by agency in block 1) Uintah Basin Association of Governments	
10. For further information, contact: Diana Whitney Phone: (801) 538-5312	11. Signature and title of authorized officer  <i>for</i> Gil Hunt, Associate Director Date: June 16, 2006

Casing Schematic

Surface

8-5/8"
MW 8.4
Frac 19.3

TOC @ 0.
TOC @ 0.
Surface 250. MD

✓ w/ 18% washout
w/ 1.18 yield

BHP
 $(.052)(9.4)(2700) = 1249$
Anticipate 1080

657 Mesa Verde

G₁₀
 $(.12)(2700) = 324$
MASP = 925

✓ ST.P. TOC Surface
w/ 2% washout
yield = 1.6

BOPE - 2,000 ✓

Surf csg - 2950
70% = 2065

2180 Coal

Max pressure @ Surf csg shoe = 710

Test to 710# ✓

✓ Adequate DWD 7/28/06

5-1/2"
MW 8.9

Production
2700. MD

BMSW - 3600'

Well name:	07-06 Pioneer UTCO Fee 23C-25-12-25		
Operator:	Pioneer Natural Resources USA		
String type:	Surface	Project ID:	43-047-38252
Location:	Uintah County		

Design parameters:

Collapse

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

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 78 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 250 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 220 psi
 Internal gradient: 0.120 psi/ft
 Calculated BHP 250 psi

No backup mud specified.

Tension:

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

Tension is based on buoyed weight.
 Neutral point: 218 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 2,700 ft
 Next mud weight: 8.900 ppg
 Next setting BHP: 1,248 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 250 ft
 Injection pressure 250 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	250	8.625	24.00	J-55	ST&C	250	250	7.972	12
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	109	1370	12.558	250	2950	11.80	5	244	46.53 J

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

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

Date: July 11, 2006
 Salt Lake City, Utah

Remarks:
 Collapse is based on a vertical depth of 250 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:	07-06 Pioneer UTCO Fee 23C-25-12-25		
Operator:	Pioneer Natural Resources USA		
String type:	Production	Project ID:	43-047-38252
Location:	Uintah County		

Design parameters:

Collapse

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

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 113 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 1,500 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 313 psi
 Internal gradient: 0.346 psi/ft
 Calculated BHP 1,248 psi

No backup mud specified.

Tension:

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

Non-directional string.

Tension is based on buoyed weight.
 Neutral point: 2,335 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	2700	5.5	17.00	J-55	LT&C	2700	2700	4.767	93
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	1248	4910	3.934	1248	5320	4.26	40	247	6.22 J

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

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

Date: July 11, 2006
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 2700 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

June 9, 2006

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.
UTCO Fee NAV #34-13-12-25
UTCO Fee #23C-25-12-25, #32C-25B-12-25 & #24C-24-12-25
Sections 13, 24 & 25, T12S - R25E
Uintah County, Utah

Dear Diana,

Per your request, please find below the surface owner's information for the above subject locations.

Utah-Colorado Oil Corporation
3872 Village Rim Road
Park City, UT 84098
Contact - Brad Oklerlund at Cramer Oil 303/573-5582

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

Sincerely,

PERMITCO INC.

Venessa Langmacher
Venessa Langmacher
Consultant for
Pioneer Natural Resources USA, Inc.

RECEIVED
JUN 12 2006
DIV. OF OIL, GAS & MINING

Enc.

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



PIONEER
NATURAL RESOURCES USA, INC.

June 8, 2006

CDX Gas LLC
CDX Rockies, LLC
5485 Beltline Road, Suite 190
Dallas, Texas 75240-7656

RE: Exception to Location - UTCO Fee 23C-25-12-25
Township 12 South, Range 25 East
Section 25: N/2SW/4
Uintah County, Utah

Ladies and Gentlemen:

Pioneer Natural Resources USA, Inc. is proposing to drill a well in the N/2SW/4 of Section 25, T12S, R25E, Uintah County Utah. You are a joint working interest owner with Pioneer Natural Resources USA, Inc. in the Utah-Colorado Oil Corporation Oil and Gas Lease covering the following lands:

Township 12 South, Range 25 East
Section 12: Lots 11, 14 and 15
Section 13: Lots 1-7, 10, 16, Lot 8: N/2, Lot 9: NE/4, Lot 12: SE/4
NW/4SW/4, SE/4SW/4, W/2NE/4SW/4, SE/4NE/4SW/4
Section 23: E/2
Section 24: W/2, Lots 14 and 15
Section 25: Lots 3, 4, 8-11, W/2
Uintah County, Utah

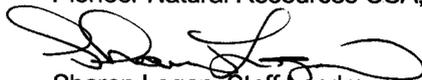
Utah Division of Oil, Gas and Mining rule R649-3-2 stipulates that in the absence of special orders, "each oil and gas well will be in the center of a 40 acre quarter-quarter section, or a substantially equivalent lot or tract or combination of lots or tracts as shown on the most recent governmental survey, with a tolerance of 200' in any direction from the center location, a "window" 400 square feet." In this case the well site is outside of the drilling window.

In accordance with R649-3-3, in order that Pioneer may continue its drilling program in the area, please acknowledge your consent to the exception location by signing, dating and returning **two** copies of this Exception to Location letter to Pioneer's office in the enclosed envelope at your earliest convenience.

Thank you for your consideration in this regard. If you have any questions please feel free to contact the undersigned at 303-675-2691.

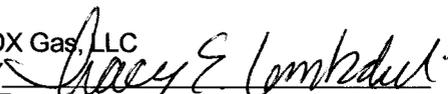
Sincerely,

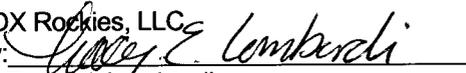
Pioneer Natural Resources USA, Inc.


Sharon Logan, Staff Landman

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JUN 14 2006
DIV. OF OIL, GAS & MINING

EXCEPTION TO THE LOCATION FOR THE UTCO FEE 23C-25-12-25 IS GRANTED AND APPROVED THIS 8 DAY OF June, 2006.

CDX Gas, LLC
BY 
Tracy E. Lombardi
Land/Engineering Technician

CDX Rockies, LLC
By: 
Tracy E. Lombardi
Land/Engineering Technician

BRAD J. OKERLUND

410 17TH STREET, SUITE 1340

DENVER, COLORADO 80202

PHONE 303/573-5582

FAX 303/623-9409

June 12, 2006

Utah Department of Natural Resources
Division of Oil, Gas & Mining
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84111

RE: Applications for Permits to Drill
1. UTCO Fee #23C-25-12-25
2. UTCO Fee #32C-25B-12-25
3. UTCO Fee #43C-25-12-25
4. UTCO Fee #24C-24-12-25
Uintah County, Utah

Ladies and Gentlemen:

Pioneer Natural Resources USA, Inc. (Pioneer) has submitted Applications for Permits to Drill on the above reference wells. Utah-Colorado Oil Corporation (Utah-Colorado) is the surface and mineral owner of the subject lands and hereby approves the locations for said wells and the processing of the APDs. Utah-Colorado and Pioneer are in the process of finalizing the surface use agreement for the subject wells and Utah-Colorado does not want the permits to be held up pending finalization of the agreement.

Thank you for your consideration in this regard. If you have any question, please contact the undersigned at 303-573-5582.

Very truly yours,

Utah-Colorado Oil Corporation



Bradley J. Okerland
Agent for Utah-Colorado Oil Corporation

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JUN 14 2006
DIV. OF OIL, GAS & MINING



PIONEER
NATURAL RESOURCES USA, INC.

September 20, 2006

Diana Whitney
Utah Dept of Oil & Gas
Division of Oil, Gas and Mining
P.O. Box 145801
Salt Lake City, Utah 84114-5801

RE: Affidavits for 5 pending APDs

Dear Diana Whitney:

Enclosed please find 5 affidavits of Surface Use, Damage and Easement for five pending APD on private surface. These are submitted in compliance with R649-3-34 (7).

Respectfully submitted for Pioneer,

Stephen Schreck
Regulatory Compliance Supervisor

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SEP 21 2006
DIV. OF OIL, GAS & MINING

AFFIDAVIT

STATE OF COLORADO §
§
COUNTY OF DENVER §

Betty Brownson, being duly sworn upon oath, deposes and says that she is the Attorney-in-Fact of Pioneer Natural Resources USA, Inc., a Delaware corporation, qualified and authorized to do business in the State of Utah, and makes this Affidavit on behalf of said Corporation:

A Surface Use, Damage and Easement Agreement exists by and between Pioneer Natural Resources USA, Inc. and Utah-Colorado Oil Corporation covering the use of land connected with the UTCO Fee 23C-25-12-25 well located in the N/2SW/4 of Section 25, Township 12 South, Range 25 East, Uintah County, Utah.

Further Affiant sayth not.

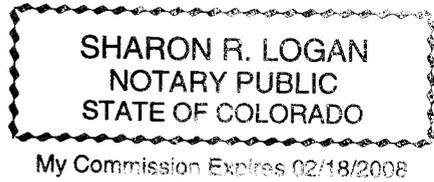


Betty Brownson, Attorney-in-Fact for 
Pioneer Natural Resources USA, Inc.

Subscribed and sworn to before me this 19th day of September 2006 by Betty Brownson, Attorney-in-Fact of Pioneer Natural Resources USA, Inc.

Witness my hand and official seal.

My commission expires:
(seal)





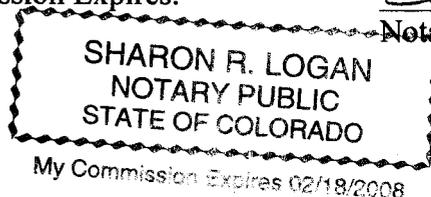
Notary Public: Sharon R. Logan

STATE OF COLORADO §
§
COUNTY OF DENVER §

The foregoing instrument was acknowledged before me this 19th day of September 2006, by Betty Brownson, Attorney in Fact of Pioneer Natural Resources USA, Inc.

Witness my hand and official seal.

My Commission Expires:
(seal)





Notary Public: Sharon R. Logan

RECEIVED
SEP 21 2006



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

September 21, 2006

Pioneer Natural Resources USA, Inc.
1401 17th St., Ste. 1200
Denver, CO 80202

Re: UTCO Fee 23C-25-12-25 Well, 1629' FSL, 1316' FWL, NW SW, Sec. 25,
T. 12 South, R. 25 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 43-047-38252.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

cc: Uintah County Assessor

Operator: Pioneer Natural Resources USA, Inc.
Well Name & Number UTCO Fee 23C-25-12-25
API Number: 43-047-38252
Lease: Fee

Location: NW SW Sec. 25 T. 12 South R. 25 East

Conditions of Approval

1. **General**

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

2. **Notification Requirements**

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

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

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

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

3. **Reporting Requirements**

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

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

5. Operator shall comply with applicable recommendations resulting from Resource Development Coordinating Committee review. Statements attached.

6. Cement volume for the 5 1/2" production string shall be determined from actual hole diameter in order to place cement from the pipe setting depth back to surface as indicated in the submitted drilling plan.

7. 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.

CONFIDENTIAL

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: PIONEER NATURAL RESOURCES USA, INC

Well Name: UTCO FEE 23C-25-12-25

Api No: 43-047-38252 Lease Type: FEE

Section 25 Township 12S Range 25E County UINTAH

Drilling Contractor PETE MARTIN'S RIG # RATHOLE

SPUDDED:

Date 11/16//06

Time _____

How DRY

Drilling will Commence: _____

Reported by TOMMY HARRINGTON

Telephone # (719) 859-6510

Date 11/17/06 Signed CHD

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL [] GAS WELL [X] OTHER []

2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc., Attn: Steve Schreck

3. ADDRESS OF OPERATOR: 1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (303) 675-2782

4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL COUNTY: Uintah QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E STATE: UTAH

5. LEASE DESIGNATION AND SERIAL NUMBER:
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
7. UNIT or CA AGREEMENT NAME: Displacement Point
8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
9. API NUMBER: 43-047-38252
10. FIELD AND POOL, OR WILDCAT: -

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

Table with columns: TYPE OF SUBMISSION, TYPE OF ACTION. Includes checkboxes for NOTICE OF INTENT, SUBSEQUENT REPORT, ACIDIZE, ALTER CASING, CASING REPAIR, CHANGE TO PREVIOUS PLANS, CHANGE TUBING, CHANGE WELL NAME, CHANGE WELL STATUS, COMMINGLE PRODUCING FORMATIONS, CONVERT WELL TYPE, DEEPEN, FRACTURE TREAT, NEW CONSTRUCTION, OPERATOR CHANGE, PLUG AND ABANDON, PLUG BACK, PRODUCTION (START/RESUME), RECLAMATION OF WELL SITE, RECOMPLETE - DIFFERENT FORMATION, REPERFORATE CURRENT FORMATION, SIDETRACK TO REPAIR WELL, TEMPORARILY ABANDON, TUBING REPAIR, VENT OR FLARE, WATER DISPOSAL, WATER SHUT-OFF, OTHER: Spud Well.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Please be advised that Pioneer Natural Resources has spud the UTCO FEE 23C-25-12-25 well on 11/16/2006.

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NOV 29 2006
DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) Steve Schreck TITLE Environmental Regulatory Supervisor
SIGNATURE [Signature] DATE 11/28/2006

(This space for State use only)

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 5155
 Address: 1401 17th Street, Suite 1200
city Denver
state CO zip 80202 Phone Number: (303) 675-2782

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
047-38252	UTCO FEE 23C-25-12-25		NSW	25	12S	25E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	15816	11/16/2006		11/30/06		
Comments: <u>MVRD</u>							CONFIDENTIAL

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:							RECEIVED

NOV 29 2006

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)

Steve Schreck
 Name (Please Print) Steve Schreck
 Signature [Signature]
 Environmental Regulatory Supervisor 11/28/2006
 Title Date

NOTICE

Utah Oil and Gas Conservation General Rule R649-3-21 states that,

- A well is considered completed when the well has been adequately worked to be capable of producing oil or gas or when well testing as required by the division is concluded.
- Within 30 days after the completion or plugging of a well, the following shall be filed:
 - Form 8, Well Completion or Recompletion Report and Log
 - A copy of electric and radioactivity logs, if run
 - A copy of drillstem test reports,
 - A copy of formation water analyses, porosity, permeability or fluid saturation determinations
 - A copy of core analyses, and lithologic logs or sample descriptions if compiled
 - A copy of directional, deviation, and/or measurement-while-drilling survey for each horizontal well

Failure to submit reports in a timely manner will result in the issuance of a Notice of Violation by the Division of Oil, Gas and Mining, and may result in the Division pursuing enforcement action as outlined in Rule R649-10, Administrative Procedures, and Section 40-6-11 of the Utah Code.

As of the mailing of this notice, the division has not received the required reports for

Operator: Pioneer Natural Resources USA, INC

Today's Date: 09/18/2007

Well:	API Number:	Drilling Commenced:
Fed Atchee Ridge 22-13-25 drlg/wcr	4304735678	10/04/2005
Jensen Fee 23C-9-12-10 drlg/wcr	4300731211	10/26/2006
Jensen Fee 43P-9-12-10 drlg/wcr	4300731214	10/26/2006
Jensen Fee 33C-9-12-10 drlg/wcr	4300731212	10/26/2006
Jensen Fee 42C-9-12-10 drlg/wcr	4300731213	10/31/2006
Castelgate Fed 22C-9-12-10 drlg/wcr	4300731225	10/31/2006
UTCO Fee 23C-15-12-25 drlg/wcr	4304738252	11/16/2006

To avoid compliance action, required reports should be mailed within 7 business days to:

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

If you have questions or concerns regarding this matter, please call (801) 538-5284.

cc: Well File
Compliance File

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

CONFIDENTIAL

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER:
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: Displacement Point
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
3. ADDRESS OF OPERATOR: 1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202		9. API NUMBER: 43-047-38252
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL		10. FIELD AND POOL, OR WILDCAT: -
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E		COUNTY: Uintah STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input 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: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Well Status</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of October 2007 and continues to be SI.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE 	DATE <u>11/1/2007</u>

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NOV 05 2007
DIV. OF OIL, GAS & MINING

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

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER:
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: Displacement Point
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
3. ADDRESS OF OPERATOR: 1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202		9. API NUMBER: 047-38252
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL		10. FIELD AND POOL, OR WILDCAT: -
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E		COUNTY: Uintah STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____ <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<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 type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Well Status</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The UTCO Fee 23C-25-12-25 well was spudded on 11/16/2006 & drilled to a TD of 2700' - 5-1/2" csg set @ 2643' - (see attached State Wellbore Report). Completion is planned to be started by year end 2007.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE	DATE <u>9/25/2007</u>

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SEP 26 2007

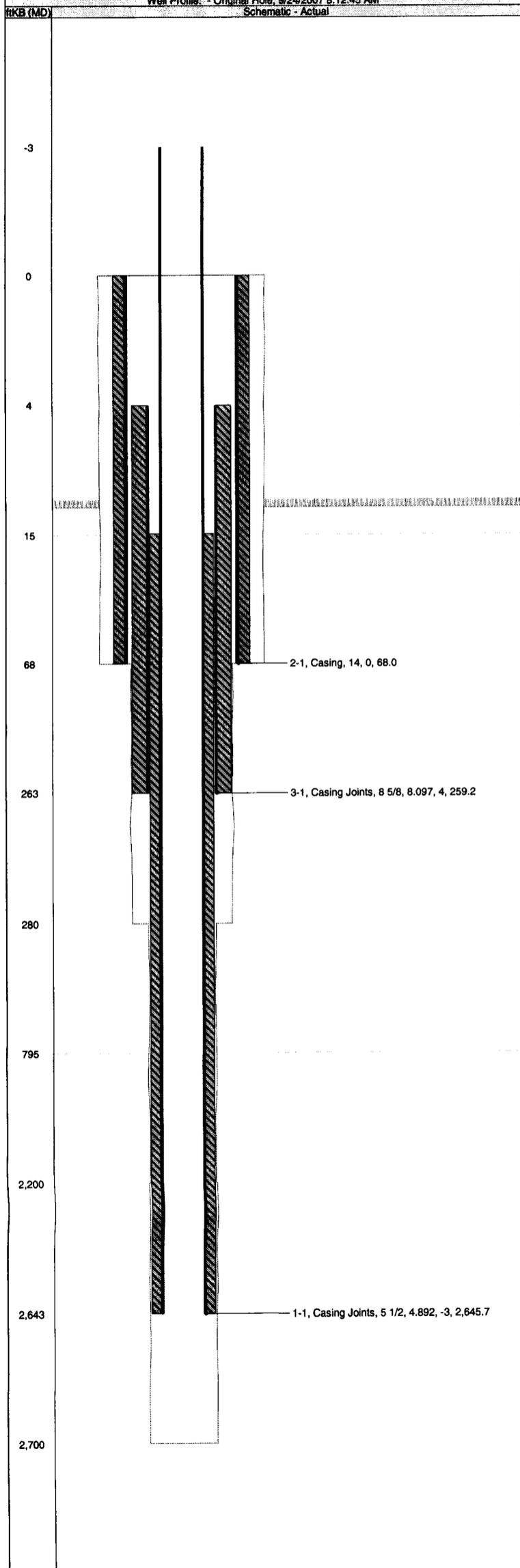


Western Division

State Wellbore Rpt

Well Name: **UTCO Fee 23C-25-12-25**

Well Profile: - Original Hole, 9/24/2007 8:12:45 AM
Schematic - Actual



Area Block Number COLUMBINE SPRINGS		County UNITAH		State UTAH	
KB-Grd (ft) 13.00	Orig KB Elev (ft) 6,509.00	Gr Elev (ft) 6,496.00	Total Depth (ftKB) 2,700.0	Spud Date 11/16/2006	
QTR/QTR NWSW		Section 25	Township 12S	Range 25E	
API/UWI 43-047-38252-0000			Operator PIONEER NATURAL RESRC USA, INC.		
Perforations					
Top (ftKB)		Btm (ftKB)		Zone	
Wellbores					
Wellbore Name					
Original Hole					
Size (in)		Act Top (ftKB)		Act Btm (ftKB)	
20		0.0		68.0	
12 1/4		68.0		280.0	
7 7/8		280.0		795.0	
7 7/8		795.0		2,200.0	
7 7/8		2,200.0		2,700.0	
PBTDs					
Date		Depth (ftKB)			
Tubing Strings					
Run Date	Set Depth (ftKB)	Full Date	Cut Pull Date	Depth Cut Pull (ft...)	
Tubing Components					
Top (ftKB)	Btm (ftKB)	Grade	OD (in)	ID (in)	Wt (lbs/ft)
Casing Strings					
Conductor, 68.0ftKB					
Run Date	Comment				
11/16/2006					
OD (in)	Item Description	Btm (ftKB)	Jts	ID (in)	Wt (kips) Grade
14	Casing	68.0	1		2.7 Sch-40
Surface, 263.2ftKB					
Run Date	Comment				
11/17/2006					
OD (in)	Item Description	Btm (ftKB)	Jts	ID (in)	Wt (kips) Grade
8 5/8	Casing Joints	263.2	6	8.097	6.2 J-55
Production, 2,643.0ftKB					
Run Date	Comment				
OD (in)	Item Description	Btm (ftKB)	Jts	ID (in)	Wt (kips) Grade
5 1/2	Casing Joints	2,643.0	66	4.892	45.0 K-55
Cement					
Conductor Cement, casing, 11/16/2006 17:30					
Description	Start Date	End Date	String	Type	
Conductor Cement	11/16/...	11/16/...	Conductor, 68.0ftKB	casing	
1, 0.0-68.0ftKB					
Stage Number	Top (ftKB)	Bottom (ftKB)	Full Return?		
1	0.0	68.0	Yes		
Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)		
Redi-mix	35				
Mix H2O Ratio (gal/sack)		Yield (ft³/sack)			
Add	Amount	Amt Units	Conc Units	Conc	
Surface Casing Cement, casing, 11/17/2006 14:00					
Description	Start Date	End Date	String	Type	
Surface Casing Cement	11/17/...	11/17/...	Surface, 263.2ftKB	casing	
1, 4.0-263.2ftKB					
Stage Number	Top (ftKB)	Bottom (ftKB)	Full Return?		
1	4.0	263.2	Yes		
Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)		
		8.33			
Mix H2O Ratio (gal/sack)		Yield (ft³/sack)			
Add	Amount	Amt Units	Conc Units	Conc	
1, 2,643.0-2,700.0ftKB					
Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)		
Class5		15.80	1.18		
Mix H2O Ratio (gal/sack)		Yield (ft³/sack)			
5.20		1.18			
Add	Amount	Amt Units	Conc Units	Conc	
1, 2,643.0-2,700.0ftKB					
Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)		
		8.33			
Mix H2O Ratio (gal/sack)		Yield (ft³/sack)			
Add	Amount	Amt Units	Conc Units	Conc	

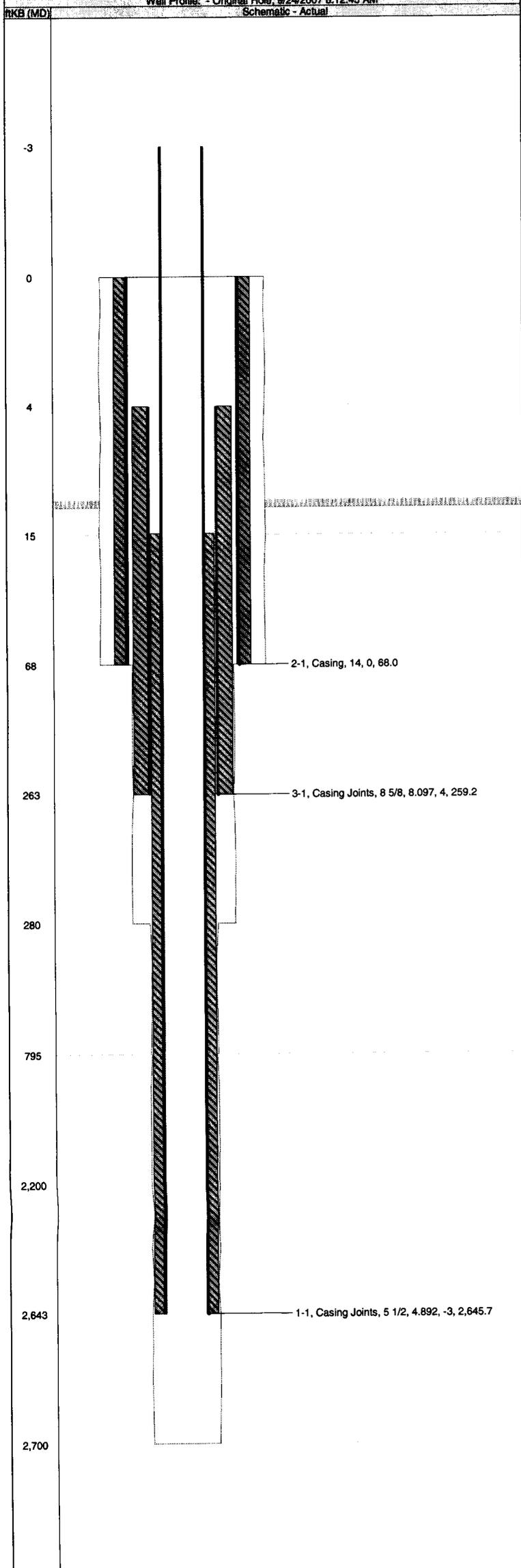


State Wellbore Rpt

Well Name: UTCO Fee 23C-25-12-25

Western Division

Well Profile: - Original Hole, 9/24/2007 8:12:45 AM
Schematic - Actual



Cement

Production Casing Cement, casing, 11/26/2006 18:00

Description	Start Date	End Date	String	Type
Production Casing Cement	11/26/...	11/26/...	Production, 2,643.0ftKB	casing

1, 15.3-2,643.0ftKB

Stage Number	Top (ftKB)	Bottom (ftKB)	Full Return?
1	15.3	2,643.0	Yes

Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)
		8.33	

Mix H2O Ratio (gal/sack)	Yield (ft³/sack)

Add	Amount	Amt Units	Conc Units	Conc

Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)

Mix H2O Ratio (gal/sack)	Yield (ft³/sack)

Add	Amount	Amt Units	Conc Units	Conc

Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)
Class A	180	11.00	3.82

Mix H2O Ratio (gal/sack)	Yield (ft³/sack)
23.00	3.82

Add	Amount	Amt Units	Conc Units	Conc

Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)
Class G	140	14.20	1.60

Mix H2O Ratio (gal/sack)	Yield (ft³/sack)
7.90	1.60

Add	Amount	Amt Units	Conc Units	Conc

Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)
		8.33	

Mix H2O Ratio (gal/sack)	Yield (ft³/sack)

Add	Amount	Amt Units	Conc Units	Conc

Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)

Mix H2O Ratio (gal/sack)	Yield (ft³/sack)

Add	Amount	Amt Units	Conc Units	Conc

Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)

Mix H2O Ratio (gal/sack)	Yield (ft³/sack)

Add	Amount	Amt Units	Conc Units	Conc

Jobs

Job Category	Primary Job Type	Start Date	End Date
DEVELOPMENT	ORIG DRILL & COMPLETE	11/16/2006	

Job Summary
Drill & Complete Ext CBM well.

Daily Operations

Start Date	Summary
------------	---------

11/16/2006	MIRU Pete Martin Drilling. Spud and set 68' of 14" conductor csg. Cement same. END DAY.
------------	---

11/17/2006	MIRU Bill Martin Drilling. Drill surface hole to 280'. TIH with 6 Jts 8 5/8" 24# J-55 casing. TP 259.20', set @ 263.20', KB. RU Big 4 cementers and cement surface casing. Put 12.5 bbls good cement to pit. END DAY.
------------	---

11/18/2006	Rigging up Grey Wolf #805
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11/19/2006	Rigging up Grey Wolf #805
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11/20/2006	Rigging up Grey Wolf #805. MI Weatherford Air Package. Will rig up today. Rig up 80 % complete.
------------	---

11/21/2006	R/U Grey Wolf # 805. Raise Derrick. R/U Floor. N/U Stack.
------------	---

11/22/2006	Finish N/U stack. Begin testing stack. HCR valve failed testing. GW #805 went on down time @ midnight. W.O. HCR valve from Casper, Wy.
------------	--

11/23/2006	Continue waiting on HCR valve. Install & retest HCR, manifold & csg. TIH, Tag at 177'. Drill out cmt. & continue drlg 7 7/8 hole from 280' - 764.0. Attempted survey, continue drlg 764' - 795'.
------------	--

11/24/2006	Drig @ 795' - 2200'. Surveys @ 1073', 1494', & 1994'. All 3 surveys were 1.75 Deg. Drig ahead to TD.
------------	--

11/25/2006	Drig 7 7/8 hole 2200 - 2700'. TOO, check tally. TIH. Circ while waiting on loggers. RDMO Air Pkg. MIRU LD Machine. TOO and LD DP, BHA, and bit.
------------	---

11/26/2006	Finish LD BHA, and Bit. MIRU Loggers, RIH w/logging tools to 693' encountered bridge, could not get logs to btm. POOH w/logging tool and W.O.O. RDMO Loggers. MIRU csg crew and TIH w/ 66 JTS 5 1/2# 17# K-55 csg. Tagged fill @ 2600'. Washed casing to 2643', set slips. TP 2643' set @ 2643' KB, RDMO csg crew, MIRU Cementers and cement csg. Good circulation throughout entire job, 37 bbls gel pill to pit, saw no cmt to pit. Set 5 1/2 csg slips and cut off csg. Start rigging down.
------------	--

11/27/2006	Continue rigdown/W.O. Trucks.
------------	-------------------------------

12/19/2006	Run RST Sigma Log. GR, CBL, CCL
------------	---------------------------------

NOTICE

Utah Oil and Gas Conservation General Rule R649-3-21 states that,

- A well is considered completed when the well has been adequately worked to be capable of producing oil or gas or when well testing as required by the division is concluded.
- Within 30 days after the completion or plugging of a well, the following shall be filed:
 - Form 8, Well Completion or Recompletion Report and Log
 - A copy of electric and radioactivity logs, if run
 - A copy of drillstem test reports,
 - A copy of formation water analyses, porosity, permeability or fluid saturation determinations
 - A copy of core analyses, and lithologic logs or sample descriptions if compiled
 - A copy of directional, deviation, and/or measurement-while-drilling survey for each horizontal well

Failure to submit reports in a timely manner will result in the issuance of a Notice of Violation by the Division of Oil, Gas and Mining, and may result in the Division pursuing enforcement action as outlined in Rule R649-10, Administrative Procedures, and Section 40-6-11 of the Utah Code.

As of the mailing of this notice, the division has not received the required reports for

Operator: Pioneer Natural Resources USA, Inc

Today's Date: 02/14/2008

Well:		API Number:	Drilling Commenced:
Fed Athcee Ridge 22-13-25	drlg rpts/wcr	4304735678	10/04/2005
Jensen Fee 23C-9-12-10	drlg rpts/wcr	4300731211	10/26/2006
Jensen Fee 43P-9-12-10	drlg rpts/wcr	4300731214	10/26/2006
Jensen Fee 33C-9-12-10	drlg rpts/wcr	4300731212	10/26/2006
Jensen Fed 42C-9-12-10	drlg rpts/wcr	4300731213	10/31/2006
Castlegate Fed 22C-9-12-10	drlg rpts/wcr	4300731225	10/31/2006
UTCO Fee 23C-25-12-25	drlg rpts/wcr	4304738252	11/16/2006
Main Cyn Fed 12-8-15-23	drlg rpts/wcr	4304739428	07/06/2007

12S 25E 25

To avoid compliance action, required reports should be mailed within 7 business days to:

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

If you have questions or concerns regarding this matter, please call (801) 538-5284.

cc: Well File
Compliance File

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

5. LEASE DESIGNATION AND SERIAL NUMBER:

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:
Displacement Point

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:
UTCO FEE 23C-25-12-25

2. NAME OF OPERATOR:
Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler

9. API NUMBER:
047-38252

3. ADDRESS OF OPERATOR:
1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202

PHONE NUMBER:
(303) 675-2663

10. FIELD AND POOL, OR WILDCAT:
-

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1629 FSL 1316 FWL

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E

STATE: UTAH

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

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

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of November 2007 and continues to be SI.

NAME (PLEASE PRINT) Joy A. Ziegler

TITLE Senior Engineering Tech

SIGNATURE *Joy A Ziegler*

DATE 2/21/2008

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RECEIVED
FEB 25 2008
DIV. OF OIL, GAS & MINING

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

FORM 9

CONFIDENTIAL

5. LEASE DESIGNATION AND SERIAL NUMBER:

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 _____		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler		7. UNIT or CA AGREEMENT NAME: Displacement Point
3. ADDRESS OF OPERATOR: 1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
PHONE NUMBER: (303) 675-2663		9. API NUMBER: 047-38252
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL		10. FIELD AND POOL, OR WILDCAT: -
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E		COUNTY: Uintah
		STATE: UTAH

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	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Well Status</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of December 2007 and continues to be SI.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE <u>Joy A. Ziegler</u>	DATE <u>2/21/2008</u>

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FEB 25 2008
DIV. OF OIL, GAS & MINING

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

5. LEASE DESIGNATION AND SERIAL NUMBER:

SUNDRY NOTICES AND REPORTS ON WELLS

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7. UNIT or CA AGREEMENT NAME:

Displacement Point

1. TYPE OF WELL

OIL WELL

GAS WELL

OTHER _____

8. WELL NAME and NUMBER:

UTCO FEE 23C-25-12-25

2. NAME OF OPERATOR:

Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler

9. API NUMBER:

047-38252

3. ADDRESS OF OPERATOR:

1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202

PHONE NUMBER:

(303) 675-2663

10. FIELD AND POOL, OR WILDCAT:

-

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 1629 FSL 1316 FWL

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E

STATE:

UTAH

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	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of January 2008 and continues to be SI.

NAME (PLEASE PRINT) Joy A. Ziegler

TITLE Senior Engineering Tech

SIGNATURE

DATE

2/21/2008

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FEB 25 2008

DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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: Joy A. Ziegler		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: Displacement Point
PHONE NUMBER: (303) 675-2663		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL		9. API NUMBER: 047-38252
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E		10. FIELD AND POOL, OR WILDCAT: -
COUNTY: Uintah		
STATE: UTAH		

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	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>February 2008</u>

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of February 2008 and continues to be SI.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE	DATE <u>3/24/2008</u>

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RECEIVED
MAR 26 2008

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

FORM 9

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS

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1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME: Displacement Point
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
3. ADDRESS OF OPERATOR: 1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202		9. API NUMBER: 047-38252
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL		10. FIELD AND POOL, OR WILDCAT: -
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E		COUNTY: Uintah STATE: UTAH

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	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Well Status
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	March 2008

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of March 2008 and continues to be SI.

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

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE	DATE <u>4/16/2008</u>

(This space for State use only)

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

FORM 9

SUNNY

SUNDRY NOTICES AND REPORTS ON WELLS		LEASE DESIGNATION AND SERIAL NUMBER:
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2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
3. ADDRESS OF OPERATOR: 1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202	PHONE NUMBER: (303) 675-2663	9. API NUMBER: 047-38252
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL		10. FIELD AND POOL, OR WILDCAT: -
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E		COUNTY: Uintah
		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input 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: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Well Status</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>April 2008</u>

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of April 2008 and continues to be SI.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE	DATE <u>5/27/2008</u>

(This space for State use only)

RECEIVED

MAY 30 2008

DIV. OF OIL, GAS & MINING

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

5. LEASE DESIGNATION AND SERIAL NUMBER:

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:

Displacement Point

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:

UTCO FEE 23C-25-12-25

2. NAME OF OPERATOR:
Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler

9. API NUMBER:

047-38252

3. ADDRESS OF OPERATOR:
1401 17th Street, # 1200 CITY **Denver** STATE **CO** ZIP **80202**

PHONE NUMBER:
(303) 675-2663

10. FIELD AND POOL, OR WILDCAT:

-

4. LOCATION OF WELL
FOOTAGES AT SURFACE: **1629 FSL 1316 FWL**
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: **NSW 25 12S 25E**

COUNTY: **Uintah**

STATE: **UTAH**

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input 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: _____	<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: Well Status
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	May 2008

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of May 2008 and continues to be SI.

NAME (PLEASE PRINT) Joy A. Ziegler

TITLE Senior Engineering Tech

SIGNATURE *Joy A. Ziegler*

DATE 6/12/2008

(This space for State use only)

RECEIVED
JUN 16 2008
DIV. OF OIL, GAS & MINING

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

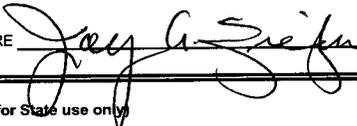
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER:
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME: Displacement Point
PHONE NUMBER: (303) 675-2663		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL COUNTY: Uintah		9. API NUMBER: 047-38252
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E 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 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: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Well Status</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>June 2008</u>

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of June 2008 and continues to be SI.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE 	DATE <u>7/17/2008</u>

(This space for State use only)

RECEIVED

JUL 21 2008

DIV. OF OIL, GAS & MINING

CONFIDENTIAL

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

5. LEASE DESIGNATION AND SERIAL NUMBER:

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:

Displacement Point

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:

UTCO FEE 23C-25-12-25

2. NAME OF OPERATOR:
Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler

9. API NUMBER:

047-38252

3. ADDRESS OF OPERATOR:
1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202

PHONE NUMBER:
(303) 675-2663

10. FIELD AND POOL, OR WILDCAT:

-

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1629 FSL 1316 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E

COUNTY: Uintah

STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input 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: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Well Status</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>July 2008</u>

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of July 2008 and continues to be SI.

NAME (PLEASE PRINT) Joy A. Ziegler

TITLE Senior Engineering Tech

SIGNATURE *Joy A. Ziegler*

DATE 8/13/2008

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RECEIVED

AUG 18 2008

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input 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: Joy A. Ziegler		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: Displacement Point
PHONE NUMBER: (303) 675-2663		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL		9. API NUMBER: 413-047-38252
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E		10. FIELD AND POOL, OR WILDCAT: -
COUNTY: Uintah		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input 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: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Well Status</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>August 2008</u>

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of August 2008 and continues to be SI.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE <u>Joy A. Ziegler</u>	DATE <u>9/13/2008</u>

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RECEIVED
SEP 25 2008

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

		5. LEASE DESIGNATION AND SERIAL NUMBER:
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME: Displacement Point
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler		9. API NUMBER: 047-38252
3. ADDRESS OF OPERATOR: 1401 17th Street, # 1200	CITY Denver STATE CO ZIP 80202	PHONE NUMBER: (303) 675-2663
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL		10. FIELD AND POOL, OR WILDCAT: -
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E		COUNTY: Uintah STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input 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: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Well Status</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>September 2008</u>

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of September 2008 and continues to be SI.

RECEIVED
NOV 10 2008
DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE	DATE <u>11/3/2008</u>

(This space for State use only)

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

CONFIDENTIAL 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: Joy A. Ziegler		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: Displacement Point
PHONE NUMBER: (303) 675-2663		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL		9. API NUMBER: 43-047-38252
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E		10. FIELD AND POOL, OR WILDCAT: -
COUNTY: Uintah		
STATE: UTAH		

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

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

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of October 2008 and continues to be SI.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE	DATE <u>11/3/2008</u>

(This space for State use only)

RECEIVED

NOV 20 2008

DIV. OF OIL, GAS & MINING

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

		5. LEASE DESIGNATION AND SERIAL NUMBER:
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME: Displacement Point
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler		9. API NUMBER: 43-047-38252
3. ADDRESS OF OPERATOR: 1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202		PHONE NUMBER: (303) 675-2663
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL		10. FIELD AND POOL, OR WILDCAT: -
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E		COUNTY: Uintah
		STATE: UTAH

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

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

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of November 2008 and continues to be SI.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE <u>Joy A. Ziegler</u>	DATE <u>12/3/2008</u>

(This space for State use only)

RECEIVED

DEC 08 2008

DIV. OF OIL, GAS & MINING

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

CONFIDENTIAL

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 GAS WELL OTHER _____

2. NAME OF OPERATOR:
Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler

3. ADDRESS OF OPERATOR: PHONE NUMBER:
1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202 (303) 675-2663

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1629 FSL 1316 FWL COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____ <input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<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 type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Well Status</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>December 2008</u>

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of December 2008 and continues to be SI.

NAME (PLEASE PRINT) Joy A. Ziegler TITLE Senior Engineering Tech
SIGNATURE Joy A. Ziegler DATE 1/21/2009

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JAN 26 2009
DIV. OF OIL, GAS & MINING

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. LEASE DESIGNATION AND SERIAL NUMBER:

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:
Displacement Point

8. WELL NAME and NUMBER:
UTCO FEE 23C-25-12-25

9. API NUMBER:
43-047-38252

10. FIELD AND POOL, OR WILDCAT:
-

1. TYPE OF WELL
OIL WELL GAS WELL OTHER _____

2. NAME OF OPERATOR:
Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler

3. ADDRESS OF OPERATOR:
1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (303) 675-2663

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1629 FSL 1316 FWL COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
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	<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: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Well Status</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>January 2009</u>

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of January 2009 and continues to be SI.

NAME (PLEASE PRINT) Joy A. Ziegler TITLE Senior Engineering Tech

SIGNATURE Joy A. Ziegler DATE 2/10/2009

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RECEIVED
FEB 17 2009
DIV. OF OIL, GAS & MINING



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 and Mining

JOHN R. BAZA
Division Director

March 4, 2009

CERTIFIED MAIL NO.: 7004 1160 0003 0190 2617

Ms. Joy Ziegler
Pioneer Natural Resources
1401 17th ST., Suite 1200
Denver, CO 80202

Subject: Extended Shut-in and Temporary Abandoned Well Requirements for Fee or State Leases
UTCO FEE 23C-25-12-25 API #43-047-38252

12S 25E 25

Dear Ms. Ziegler:

As of March 2009, Pioneer Natural Resources (Pioneer) has one (1) Fee Lease Well (see attachment A) that has been added to Pioneer's list of wells in non-compliance with the requirements for extended shut-in or temporarily abandoned (SI/TA) status.

Wells SI/TA beyond twelve (12) consecutive months requires filing a Sundry Notice (R649-3-36-1). Wells with five (5) years non-activity or non-productivity shall be plugged, unless the Utah Division of Oil, Gas & Mining (Division) grants approval for extended shut-in time upon a showing of good cause by the operator (649-3-36-1.3.3). For extended SI/TA consideration the operator shall provide the Division with the following:

1. Reasons for SI/TA of the well (R649-3-36-1.1).
2. The length of time the well is expected to be SI/TA (R649-3-36-1.2), and
3. An explanation and supporting data if necessary, for showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence or absence of Underground Sources of Drinking Water and other factors do not make the well a risk to public health and safety or the environment (R649-3-36-1.3).

Please note that the Divisions preferred method for showing well integrity is by MIT.



Page 2
Pioneer Natural Resources
March 4, 2009

Submitting the information suggested below may help show well integrity and may help qualify your well for extended SI/TA. **Note: As of July 1, 2003, wells in violation of the SI/TA rule R649-3-36 may be subject to full cost bonding (R649-3-1-4.2, 4.3).**

1. Wellbore diagram, and
2. Copy of recent casing pressure test, and
3. Current pressures on the wellbore (tubing pressure, casing pressure, and casing/casing annuli pressure) showing wellbore has integrity, and
4. Fluid level in the wellbore, and
5. An explanation of how the submitted information proves integrity.

If the required information is not received within 30 days of the date of this notice, further actions may be initiated. If you have any questions concerning this matter, please contact Joshua Payne at (801) 538-5314 or me at (801) 538-5281.

Sincerely,



Dustin K. Doucet
Petroleum Engineer

DKD/JP/js
Enclosure
cc: Compliance File
Well File

N:\O&G Reviewed Docs\ChronFile\PetroleumEngineer\SITA

ATTACHMENT A

	Well Name	API	LEASE
1	UTCO FEE 23C-25-12-25	43-047-38252	FEE

SUNDRY NOTICES AND REPORTS ON WELLS

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

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: Joy A. Ziegler		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: Displacement Point
PHONE NUMBER: (303) 675-2663		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL COUNTY: Uintah		9. API NUMBER: 047-38252
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E 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 checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
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	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Well Status</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>February 2009</u>

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of February 2009 and continues to be SI.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE	DATE <u>3/12/2009</u>

(This space for State use only)

RECEIVED
MAR 17 2009

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. LEASE DESIGNATION AND SERIAL NUMBER:
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
7. UNIT or CA AGREEMENT NAME: Displacement Point
8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
9. API NUMBER: 43-047-38252
10. FIELD AND POOL, OR WILDCAT: -
1. TYPE OF WELL OIL WELL [] GAS WELL [X] OTHER
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler
3. ADDRESS OF OPERATOR: 1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (303) 675-2663
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL COUNTY: Uintah QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E STATE: UTAH

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

Table with columns: TYPE OF SUBMISSION, TYPE OF ACTION. Includes checkboxes for NOTICE OF INTENT, SUBSEQUENT REPORT, and various actions like ACIDIZE, DEEPEN, REPERFORATE CURRENT FORMATION, etc.

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

Pioneer requests an extension to the SI status on the UTCO Fee 23C-25-12-25 well. We are currently writing a procedure to recomplete the well. Recompletion is planned for 2010.

We propose to run a MIT to prove the well integrity as stated in Rule R649-3-36-1.3. Plans are to run the MIT in late spring early summer 2009 when weather and road conditions allow.

The MIT procedure will be as follows:

- 1) MIRU water truck w/triplex pump
2) Install chart recorder on wellhead & second line on annulus
3) Load well with formation water
4) Pressure up to 1000 psi & SI pump
5) Record pressure for 30 minutes
6) RD & release pump truck

COPY SENT TO OPERATOR

Date: 3/26/2009

Initials: KS

MIT results will be forwarded to UDOGM via the field

NAME (PLEASE PRINT) Joy A. Ziegler TITLE Senior Engineering Tech
SIGNATURE [Signature] DATE 3/18/2009

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

DATE: 3/25/09 BY: [Signature]

RECEIVED

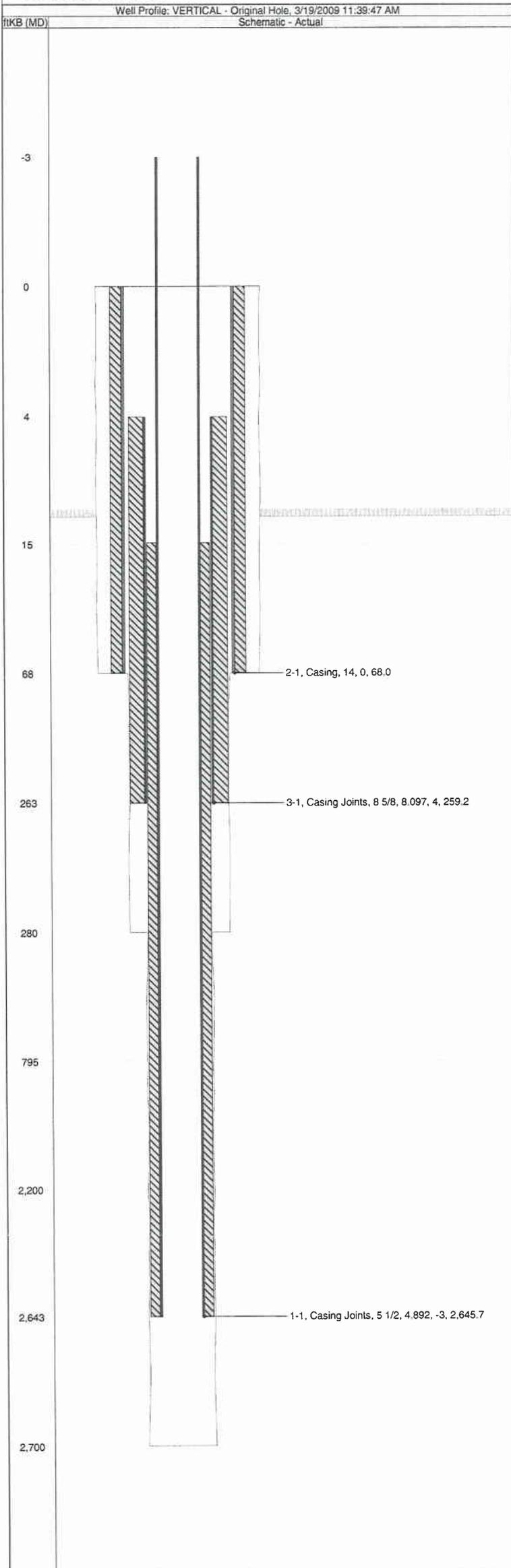
MAR 23 2009

* Valid through 7/1/09 to allow time for MIT

State Wellbore Rpt

Well Name: UTCO Fee 23C-25-12-25

Western Division

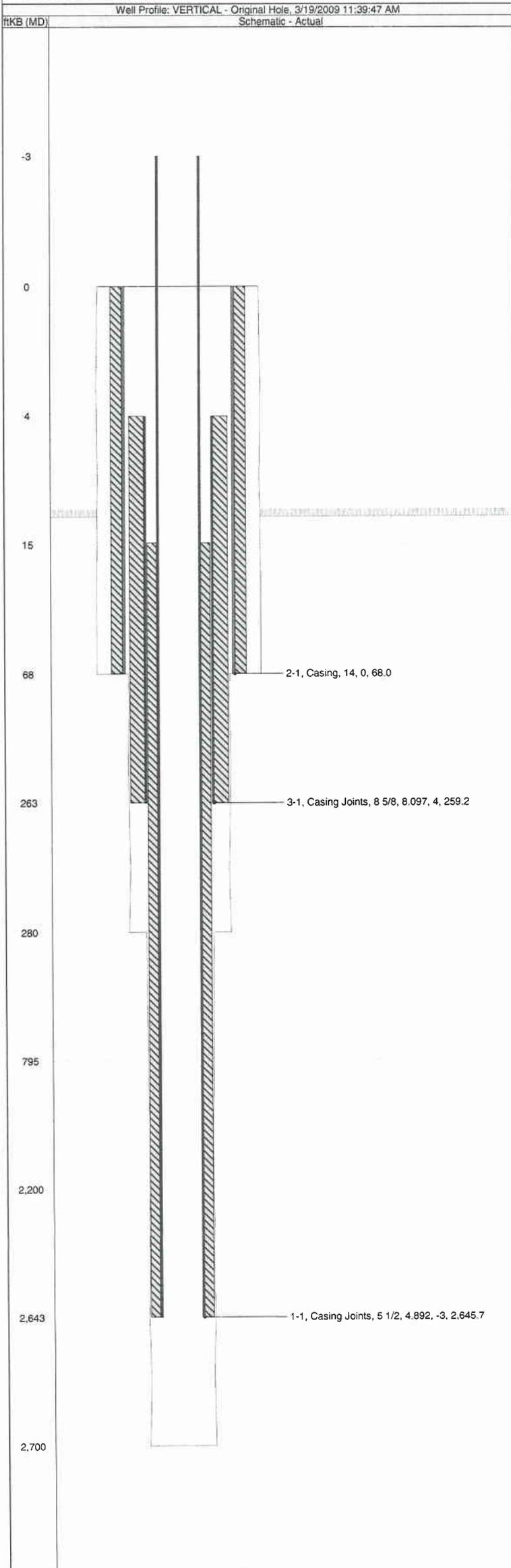


Well Profile: VERTICAL - Original Hole, 3/19/2009 11:39:47 AM		Area Block Number		County		State	
Schematic - Actual		COLUMBINE SPRINGS		UNITAH		UTAH	
KB-Grd (ft)	Orig KB Elev (ft)	Gr Elev (ft)	Total Depth (ftKB)	Spud Date			
13.00	6,509.00	6,496.00	2,700.0	11/16/2006			
QTR/QTR		Section	Township	Range			
NWSW		25	12S	25E			
API/UWI			Operator				
43-047-38252-0000			PIONEER NATURAL RESRC USA, INC.				
Perforations							
Top (ftKB)		Btm (ftKB)		Zone			
Wellbores							
Wellbore Name							
Original Hole							
Size (in)		Act Top (ftKB)		Act Btm (ftKB)			
20		0.0		68.0			
12 1/4		68.0		280.0			
7 7/8		280.0		795.0			
7 7/8		795.0		2,200.0			
7 7/8		2,200.0		2,700.0			
PBTDs							
Date				Depth (ftKB)			
Tubing Strings							
Run Date	Set Depth (ftKB)	Pull Date	Cut Pull Date	Depth Cut Pull (ft...)			
Tubing Components							
Top (ftKB)	Btm (ftKB)	Grade	OD (in)	ID (in)	Wt (lbs/ft)		
Casing Strings							
Conductor, 68.0ftKB							
Run Date	Comment						
11/16/2006							
OD (in)	Item Description	Btm (ftKB)	Jts	ID (in)	Wt (kips)	Grade	
14	Casing	68.0	1		2.7	Sch-40	
Surface, 263.2ftKB							
Run Date	Comment						
11/17/2006							
OD (in)	Item Description	Btm (ftKB)	Jts	ID (in)	Wt (kips)	Grade	
8 5/8	Casing Joints	263.2	6	8.097	6.2	J-55	
Production, 2,643.0ftKB							
Run Date	Comment						
OD (in)	Item Description	Btm (ftKB)	Jts	ID (in)	Wt (kips)	Grade	
5 1/2	Casing Joints	2,643.0	66	4.892	45.0	K-55	
Cement							
Conductor Cement, casing, 11/16/2006 17:30							
Description	Start Date	End Date	String	Type			
Conductor Cement	11/16/...	11/16/...	Conductor, 68.0ftKB	casing			
1, 0.0-68.0ftKB							
Stage Number	Top (ftKB)	Bottom (ftKB)	Full Return?				
1	0.0	68.0	Yes				
Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)				
Redi-mix	35						
Mix H2O Ratio (gal/sack)	Yield (ft³/sack)						
Add	Amount	Amt Units	Conc Units	Conc			
Surface Casing Cement, casing, 11/17/2006 14:00							
Description	Start Date	End Date	String	Type			
Surface Casing Cement	11/17/...	11/17/...	Surface, 263.2ftKB	casing			
1, 4.0-263.2ftKB							
Stage Number	Top (ftKB)	Bottom (ftKB)	Full Return?				
1	4.0	263.2	Yes				
Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)				
		8.33					
Mix H2O Ratio (gal/sack)	Yield (ft³/sack)						
Add	Amount	Amt Units	Conc Units	Conc			
1, 2,200-2,643.0ftKB							
Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)				
Class5		15.80	1.18				
Mix H2O Ratio (gal/sack)	Yield (ft³/sack)						
Add	Amount	Amt Units	Conc Units	Conc			
1, 2,643-2,700.0ftKB							
Class	Amount (sacks)	Density (lb/gal)	Yield (ft³/sack)				
		8.33					
Mix H2O Ratio (gal/sack)	Yield (ft³/sack)						
Add	Amount	Amt Units	Conc Units	Conc			

State Wellbore Rpt

Well Name: UTCO Fee 23C-25-12-25

Western Division



Well Profile: VERTICAL - Original Hole, 3/19/2009 11:39:47 AM					Schematic - Actual					
Cement										
Production Casing Cement, casing, 11/26/2006 18:00										
Description		Start Date	End Date	String	Type					
Production Casing Cement		11/26/...	11/26/...	Production, 2,643.0ftKB	casing					
1, 15.3-2,643.0ftKB										
Stage Number		Top (ftKB)		Bottom (ftKB)		Full Return?				
1		15.3		2,643.0		Yes				
Class		Amount (sacks)		Density (lb/gal)		Yield (ft ³ /sack)				
				8.33						
Mix H2O Ratio (gal/sack)				Yield (ft ³ /sack)						
Add				Amount		Amt Units		Conc Units		Conc
Class		Amount (sacks)		Density (lb/gal)		Yield (ft ³ /sack)				
Mix H2O Ratio (gal/sack)				Yield (ft ³ /sack)						
Add				Amount		Amt Units		Conc Units		Conc
Class		Amount (sacks)		Density (lb/gal)		Yield (ft ³ /sack)				
Class A		180		11.00		3.82				
Mix H2O Ratio (gal/sack)				Yield (ft ³ /sack)						
23.00				3.82						
Add				Amount		Amt Units		Conc Units		Conc
Class		Amount (sacks)		Density (lb/gal)		Yield (ft ³ /sack)				
Class G		140		14.20		1.60				
Mix H2O Ratio (gal/sack)				Yield (ft ³ /sack)						
7.90				1.60						
Add				Amount		Amt Units		Conc Units		Conc
Class		Amount (sacks)		Density (lb/gal)		Yield (ft ³ /sack)				
				8.33						
Mix H2O Ratio (gal/sack)				Yield (ft ³ /sack)						
Add				Amount		Amt Units		Conc Units		Conc
Jobs										
Job Category		Primary Job Type			Start Date		End Date			
DEVELOPMENT DRILL & CO...		DEV DRILL & COMPLETE			11/16/2006		12/19/2006			
Job Summary										
Drill & Complete Ext CBM well.										
Daily Operations										
Start Date		Summary								
11/16/2006		MIRU Pete Martin Drilling. Spud and set 68' of 14" conductor csg. Cement same. END DAY.								
11/17/2006		MIRU Bill Martin Drilling. Drill surface hole to 280'. TIH with 6 Jts 8 5/8" 24# J-55 casing. TP 259.20', set @ 263.20', KB. RU Big 4 cementers and cement surface casing. Put 12.5 bbls good cement to pit. END DAY.								
11/18/2006		Rigging up Grey Wolf #805								
11/19/2006		Rigging up Grey Wolf #805								
11/20/2006		Rigging up Grey Wolf #805. MI Weatherford Air Package. Will rig up today. Rig up 80 % complete.								
11/21/2006		R/U Grey Wolf # 805. Raise Derrick. R/U Floor. N/U Stack.								
11/22/2006		Finish N/U stack. Begin testing stack. HCR valve failed testing. GW #805 went on down time @ midnight. W.O. HCR valve from Casper, Wy.								
11/23/2006		Continue waiting on HCR valve. Install & retest HCR, manifold & csg. TIH, Tag at 177', Drill out cmt. & continue drlg 7 7/8 hole from 280' - 764.0. Attempted survey, continue drlg 764' - 795'.								
11/24/2006		Drlg @ 795' - 2200'. Surveys @ 1073', 1494', & 1994'. All 3 surveys were 1.75 Deg. Drlg ahead to TD.								
11/25/2006		Drlg 7 7/8 hole 2200 - 2700'. TOOHP, check tally. TIH. Circ while waiting on loggers. RDMO Air Pkg. MIRU LD Machine. TOOHP and LD DP, BHA, and bit.								
11/26/2006		Finish LD BHA, and Bit. MIRU Loggers, RIH w/logging tools to 693' encountered bridge, could not get logs to btm. POOH w/logging tool and W.O.O. RDMO Loggers. MIRU csg crew and TIH w/ 66 JTS 5 1/2# 17# K-55 csg. Tagged fill @ 2600'. Washed casing to 2643', set slips. TP 2643' set @ 2643' KB, RDMO csg crew, MIRU Cementers and cement csg. Good circulation throughout entire job, 37 bbls gel pill to pit, saw no cmt to pit. Set 5 1/2 csg slips and cut off csg. Start rigging down.								
11/27/2006		Continue rigdown/W.O. Trucks.								
12/19/2006		Run RST Sigma Log. GR, CBL, CCL								

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

FORM 9

CONFIDENTIAL

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 _____		7. UNIT or CA AGREEMENT NAME: Displacement Point
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc., Attn: Joy A. Ziegler		8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
3. ADDRESS OF OPERATOR: 1401 17th Street, # 1200 CITY Denver STATE CO ZIP 80202		9. API NUMBER: 047-38252
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL COUNTY: Uintah		10. FIELD AND POOL, OR WILDCAT: -
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NSW 25 12S 25E STATE: UTAH		

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

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

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of March 2009 and continues to be SI. A MIT is planned to be run by July 1, 2009.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE <u>Joy A. Ziegler</u>	DATE <u>4/25/2009</u>

(This space for State use only)

RECEIVED
APR 29 2009

<p>STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING</p>	<p>FORM 9</p>
<p>SUNDRY NOTICES AND REPORTS ON WELLS</p> <p>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.</p>	<p>5. LEASE DESIGNATION AND SERIAL NUMBER: FEE</p>
<p>1. TYPE OF WELL Gas Well</p>	<p>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</p>
<p>2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC</p>	<p>7. UNIT or CA AGREEMENT NAME:</p>
<p>3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202</p>	<p>8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25</p>
<p>4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 25 Township: 12.0S Range: 25.0E Meridian: S</p>	<p>9. API NUMBER: 43047382520000</p>
<p>PHONE NUMBER: 303 298-8100 Ext</p>	<p>9. FIELD and POOL or WILDCAT: WILDCAT</p>
	<p>COUNTY: UINTAH</p>
	<p>STATE: UTAH</p>

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input checked="" type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: Well Status - April 2009
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 4/1/2009			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of April 2009 and continues to be SI. A MIT is planned to be run by July 1, 2009.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 June 01, 2009

<p>NAME (PLEASE PRINT) Joy A. Ziegler</p>	<p>PHONE NUMBER 303 675-2663</p>	<p>TITLE Senior Engineering Tech</p>
<p>SIGNATURE N/A</p>	<p>DATE 6/1/2009</p>	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC	9. API NUMBER: 43047382520000
3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202	PHONE NUMBER: 303 298-8100 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 25 Township: 12.0S Range: 25.0E Meridian: S	9. FIELD and POOL or WILDCAT: WILDCAT COUNTY: UINTAH STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: Well Status - May 2009
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 5/31/2009			

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

The UTCO Fee 23C-25-12-252 well remained SI during the month of May 2009 and continues to be SI. A MIT is planned to be run by July 1, 2009. **Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY**
 June 24, 2009

NAME (PLEASE PRINT) Joy A. Ziegler	PHONE NUMBER 303 675-2663	TITLE Senior Engineering Tech
SIGNATURE N/A	DATE 6/23/2009	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC	9. API NUMBER: 43047382520000
3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202	PHONE NUMBER: 303 298-8100 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 25 Township: 12.0S Range: 25.0E Meridian: S	9. FIELD and POOL or WILDCAT: WILDCAT COUNTY: Uintah STATE: UTAH

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

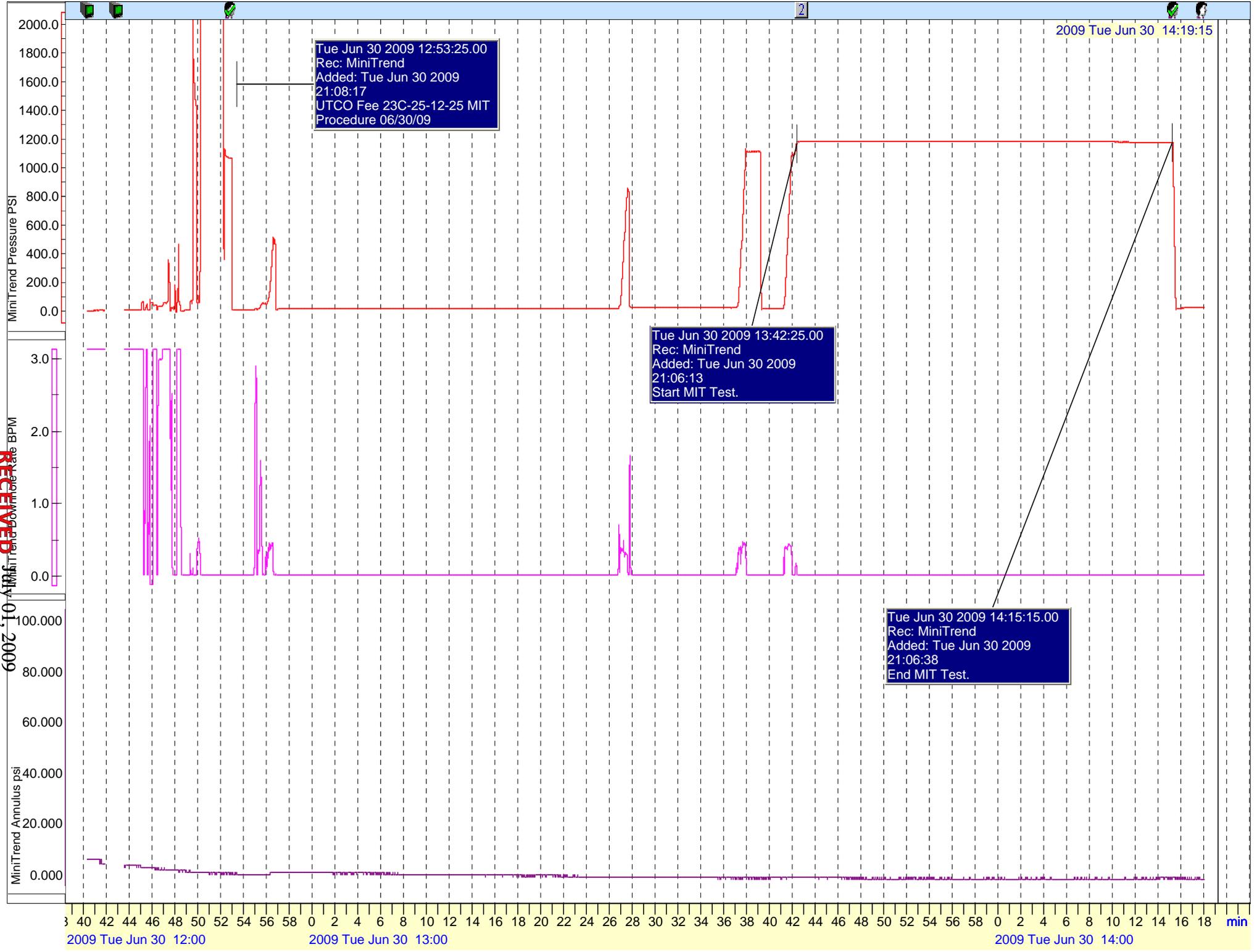
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 6/30/2009	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER:

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

Attached is the MIT run on 6/30/09 for the UTCO Fee 23C-25-12-25. Pressure held at 1100# and the test passed.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 July 06, 2009

NAME (PLEASE PRINT) Joy A. Ziegler	PHONE NUMBER 303 675-2663	TITLE Senior Engineering Tech
SIGNATURE N/A	DATE 7/1/2009	



STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
5. LEASE DESIGNATION AND SERIAL NUMBER: FEE	

SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
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1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
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2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC	9. API NUMBER: 43047382520000
---	---

3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202	PHONE NUMBER: 303 298-8100 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
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4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 25 Township: 12.0S Range: 25.0E Meridian: S	COUNTY: UINTAH STATE: UTAH
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11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: Well Status 7/09
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 7/31/2009			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of July 2009 & continues to be SI. A MIT was run on 6/30/09 - results were submitted to UDOGM.

Accepted by the
 Utah Division of
 Oil, Gas and Mining
FOR RECORD ONLY
 August 05, 2009

NAME (PLEASE PRINT) Joy A. Ziegler	PHONE NUMBER 303 675-2663	TITLE Senior Engineering Tech
SIGNATURE N/A	DATE 8/5/2009	

<p>STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING</p>	<p>FORM 9</p>
<p>SUNDRY NOTICES AND REPORTS ON WELLS</p> <p>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.</p>	<p>5. LEASE DESIGNATION AND SERIAL NUMBER: FEE</p>
	<p>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</p>
	<p>7. UNIT or CA AGREEMENT NAME:</p>
<p>1. TYPE OF WELL Gas Well</p>	<p>8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25</p>
<p>2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC</p>	<p>9. API NUMBER: 43047382520000</p>
<p>3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202</p>	<p>PHONE NUMBER: 303 298-8100 Ext</p>
<p>4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 25 Township: 12.0S Range: 25.0E Meridian: S</p>	<p>9. FIELD and POOL or WILDCAT: WILDCAT</p>
	<p>COUNTY: UINTAH</p>
	<p>STATE: UTAH</p>

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: Well Status 8/09
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 8/31/2009			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of August 2009 & continues to be SI. A MIT was run on 6/30/09 - results were submitted to UDOGM.

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY**
September 08, 2009

<p>NAME (PLEASE PRINT) Joy A. Ziegler</p>	<p>PHONE NUMBER 303 675-2663</p>	<p>TITLE Senior Engineering Tech</p>
<p>SIGNATURE N/A</p>	<p>DATE 9/4/2009</p>	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
5. LEASE DESIGNATION AND SERIAL NUMBER: FEE	

SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
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1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
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2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC	9. API NUMBER: 43047382520000
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3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202	PHONE NUMBER: 303 298-8100 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
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4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 25 Township: 12.0S Range: 25.0E Meridian: S	COUNTY: Uintah STATE: Utah
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11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: Well Status 9/09
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 9/30/2009			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of September 2009 & continues to be SI. A MIT was run on 6/30/09 - results were submitted to UDOGM.

Accepted by the
 Utah Division of
 Oil, Gas and Mining
FOR RECORD ONLY
 October 12, 2009

NAME (PLEASE PRINT) Joy A. Ziegler	PHONE NUMBER 303 675-2663	TITLE Senior Engineering Tech
SIGNATURE N/A	DATE 10/12/2009	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC	9. API NUMBER: 43047382520000
3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202	PHONE NUMBER: 303 298-8100 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 25 Township: 12.0S Range: 25.0E Meridian: S	9. FIELD and POOL or WILDCAT: WILDCAT COUNTY: Uintah STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: Well Status 10/09
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 10/31/2009			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of October 2009 & continues to be SI.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 December 07, 2009

NAME (PLEASE PRINT) Joy A. Ziegler	PHONE NUMBER 303 675-2663	TITLE Senior Engineering Tech
SIGNATURE N/A	DATE 12/7/2009	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC	9. API NUMBER: 43047382520000
3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202	PHONE NUMBER: 303 298-8100 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 25 Township: 12.0S Range: 25.0E Meridian: S	9. FIELD and POOL or WILDCAT: WILDCAT COUNTY: UINTAH STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: Well Status 12/09
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 12/31/2009			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of December 2009 & continues to be SI.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 January 12, 2010

NAME (PLEASE PRINT) Joy A. Ziegler	PHONE NUMBER 303 675-2663	TITLE Senior Engineering Tech
SIGNATURE N/A	DATE 1/12/2010	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC	9. API NUMBER: 43047382520000
3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202	PHONE NUMBER: 303 298-8100 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 25 Township: 12.0S Range: 25.0E Meridian: S	9. FIELD and POOL or WILDCAT: WILDCAT COUNTY: Uintah STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: Well Status 1/2010
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 1/31/2010			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of January 2010 and continues to be SI.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 February 01, 2010

NAME (PLEASE PRINT) Joy A. Ziegler	PHONE NUMBER 303 675-2663	TITLE Senior Engineering Tech
SIGNATURE N/A	DATE 2/1/2010	

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

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

WELL NAME	CA No.	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: 3/18/2010
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 3/18/2010
3. The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 2/23/2010
- 4a. Is the new operator registered in the State of Utah: Business Number: 7591070-0161
- 5a. (R649-9-2) Waste Management Plan has been received on: Requested
- 5b. Inspections of LA PA state/fee well sites complete on: n/a
- 5c. Reports current for Production/Disposition & Sundries on: ok
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
7. **Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: not yet
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")** 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: 5/20/2010
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 6/10/2010
3. Bond information entered in RBDMS on: 5/20/2010
4. Fee/State wells attached to bond in RBDMS on: 5/20/2010
5. Injection Projects to new operator in RBDMS on: n/a
6. Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

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

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: 6/10/2010

COMMENTS:

<p>STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING</p>	<p>FORM 9</p>
<p>SUNDRY NOTICES AND REPORTS ON WELLS</p> <p>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.</p>	<p>5. LEASE DESIGNATION AND SERIAL NUMBER: FEE</p>
<p>1. TYPE OF WELL Gas Well</p>	<p>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</p>
<p>2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC</p>	<p>7. UNIT or CA AGREEMENT NAME:</p>
<p>3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202</p>	<p>8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25</p>
<p>4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 25 Township: 12.0S Range: 25.0E Meridian: S</p>	<p>9. API NUMBER: 43047382520000</p>
<p>PHONE NUMBER: 303 298-8100 Ext</p>	<p>9. FIELD and POOL or WILDCAT: WILDCAT</p>
	<p>COUNTY: UINTAH</p>
	<p>STATE: UTAH</p>

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: Well Status 02/2010
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 2/28/2010			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of February 2010 and continues to be SI

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 March 09, 2010

<p>NAME (PLEASE PRINT) Joy A. Ziegler</p>	<p>PHONE NUMBER 303 675-2663</p>	<p>TITLE Senior Engineering Tech</p>
<p>SIGNATURE N/A</p>	<p>DATE 3/8/2010</p>	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: UTCO FEE 23C-25-12-25
2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC	9. API NUMBER: 43047382520000
3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202	PHONE NUMBER: 303 298-8100 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1629 FSL 1316 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 25 Township: 12.0S Range: 25.0E Meridian: S	9. FIELD and POOL or WILDCAT: WILDCAT COUNTY: Uintah STATE: UTAH

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

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<input type="checkbox"/> DRILLING REPORT Report Date:			

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

The UTCO Fee 23C-25-12-25 well remained SI during the month of February 2010 and continues to be SI

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 March 09, 2010

NAME (PLEASE PRINT) Joy A. Ziegler	PHONE NUMBER 303 675-2663	TITLE Senior Engineering Tech
SIGNATURE N/A	DATE 3/8/2010	

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

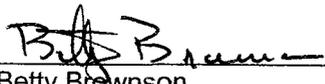
		5. LEASE DESIGNATION AND SERIAL NUMBER:
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: See Attached List
2. NAME OF OPERATOR: Foundation Energy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

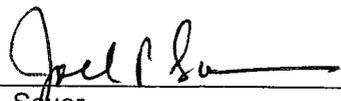
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input 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.

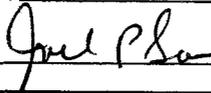

Betty Brownson
Attorney-In-Fact
Pioneer Natural Resources USA, Inc.

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
UDOGM Bond No. ~~B005500~~ 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  **APPROVED 5/20/2010** 3-10-2010 **RECEIVED**

(This space for State use only)


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	C
RAT HOLE CYN UNIT 1 7-8-14-25	08	140S	250E	4304730325	16219	Federal	GW	S	
DRY BURN U 1 1-29-13S-25E	29	130S	250E	4304730331	16218	Federal	GW	S	
ATCHEE RIDGE 24-13-25 1	24	130S	250E	4304732602	11963	Federal	GW	S	
DAVIS CANYON 12-13-25 1	12	130S	250E	4304732618	11970	Federal	GW	P	
ATCHEE RIDGE 15-13-25 1	15	130S	250E	4304732659	11962	Federal	GW	S	
FED ATCHEE RIDGE 22-13-25	22	130S	250E	4304735678	14972	Federal	GW	OPS	C
ATCHEE CANYON 4-25-12-25	25	120S	250E	4304735830	14371	Fee	GW	S	
UTCO FEE 23C-25-12-25	25	120S	250E	4304738252	15816	Fee	GW	OPS	C

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. LEASE DESIGNATION AND SERIAL NUMBER

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:
UTCO Fee 23C-25-12-25

9. API NUMBER:
4304738252

10. FIELD AND POOL, OR WLDGAT:
Columbine Springs

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

2. NAME OF OPERATOR:
Foundation Energy

3. ADDRESS OF OPERATOR:
14800 Landmark Blvd. CITY Dallas STATE TX ZIP 75254 PHONE NUMBER: (972) 934-8385

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 16 29 FSL 13/6 FWL COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWSW 25 12S 25E STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
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<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<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
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	<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 plans to P&A the above well per the attached procedure.

COPY SENT TO OPERATOR

Date: 6/10/2010

Initials: KS

NAME (PLEASE PRINT) JACK RICH

TITLE Operations Superintendent

SIGNATURE Jack Rich

DATE 5/29/10

(This space for State use only)

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

DATE: 6/9/10

BY: [Signature] (See Instructions on Reverse Side)

* See Conditions of Approval (Attached)

(5/2000)

RECEIVED

MAY 26 2010

DIV. OF OIL, GAS & MINING

P&A Procedure UTCO 23C-25-12-25

14" @ 68' TOC @ Surface
8 5/8" @ 259' 100 sxs
5 1/2" 17# 2,646' 210 sxs surface?

Perfs: unknown, Target was coal at 2,270'? Need to confirm Perfs

Prior to MI check deadmen and blow down well
MIRU
POH with tubing
RIH with bit to 2,200'
POH
RIH with CICR and set at 2,200'
Spot 40 sacks of cement under and 10 on top of the retainer
Roll hole with produced water, and pressure test casing
If pressure test fails, call for orders.
POH to 300' and circulate cement to surface
Cut off wellhead
Top off cement if necessary
Weld on a plate

All cement is 15.8# class G neat yield is 1.15 cuft/sack

RECEIVED
MAY 26 2010

DIV. OF OIL, GAS & MINING



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

CONDITIONS OF APPROVAL TO PLUG AND ABANDON WELL

Well Name and Number: UTCO FEE 23C-25-12-25
API Number: 43-047-38252
Operator: Foundation Energy Management LLC
Reference Document: Original Sundry Notice dated May 24, 2010,
received by DOGM on May 26, 2010.

Approval Conditions:

1. Notify the Division at least 24 hours prior to conducting abandonment operations. Please call Dan Jarvis at 801-538-5338.
2. All balanced plugs shall be tagged to ensure that they are at the depth specified.
3. All annuli shall be filled from a minimum of 50' to surface.
4. Surface reclamation shall be done in accordance with R649-3-34 – Well Site Restoration.
5. All requirements in the Oil and Gas Conservation General Rule R649-3-24 shall apply.
6. If there are any changes to the procedure or the wellbore configuration, notify Dustin Doucet at 801-538-5281 (ofc) or 801-733-0983 (home) prior to continuing with the procedure.
7. All other requirements for notice and reporting in the Oil and Gas Conservation General Rules shall apply.

Dustin K. Doucet
Petroleum Engineer

June 9, 2010

Date

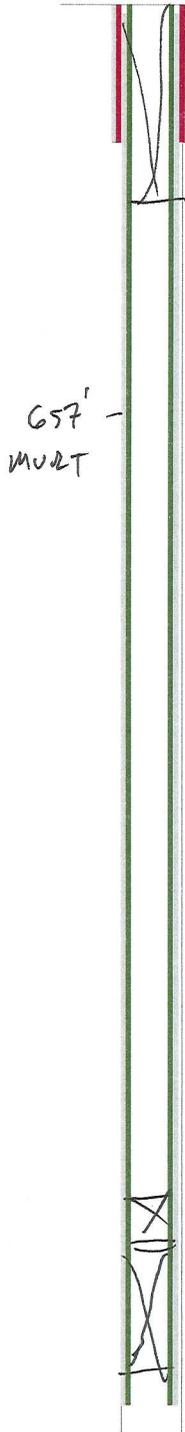


Wellbore Diagram

API Well No: 43-047-38252-00-00 Permit No: Well Name/No: UTCO FEE 23C-25-12-25
 Company Name: FOUNDATION ENERGY MANAGEMENT LLC
 Location: Sec: 25 T: 12S R: 25E Spot: NWSW String Information
 Coordinates: X: 665275 Y: 4400850
 Field Name: WILDCAT
 County Name: Uintah

String	Bottom (ft sub)	Diameter (inches)	Weight (lb/ft)	Length (ft)	Capacity (cf/cf)
HOL1	259	12.25			
SURF	259	8.625	24		
HOL2	2700	7.875			
PROD	2643	5.5	17		7.661

Cement from 259 ft. to surface
 Surface: 8.625 in. @ 259 ft.
 Hole: 12.25 in. @ 259 ft.



300' Plug #2
 $300' / 1.15 \times (7.661) = 345x$

Cement Information

String	BOC (ft sub)	TOC (ft sub)	Class	Sacks
PROD	2643	15	A	180
PROD	2643	15	G	140
SURF	259	0	T5	

Perforation Information

Formation Information

Formation	Depth
MVRD	657
BMSW	3600

Below Plug #1
 $(405x) (1.15) (7.661) = 352$
 CCR @ 2200
 Cement from 2643 ft. to 15 ft.
 Production: 5.5 in. @ 2643 ft.
 Hole: 7.875 in. @ 2700 ft.

BOC @ 2552' ✓ OK. ?? Bqz below?? - Suspect still full from float collar
 ABOVE
 $(105x) (1.15) (7.661) = 88'$
 TOC @ 2112' - O.K. ✓

TD: TVD: PBTD:

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 [x] DRY [] OTHER []
b. TYPE OF WORK: NEW WELL [] HORIZ. LATS. [] DEEP-EN [] RE-ENTRY [] DIFF. RESVR. [] OTHER P&A
2. NAME OF OPERATOR: FOUNDATION ENERGY MANAGEMENT LLC
3. ADDRESS OF OPERATOR: 1801 Broadway, Ste 408 CITY Denver STATE Co ZIP 80202 PHONE NUMBER: (303) 861-0504
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: Lat: 39.74342 Long: -109.0711 1629 FSL 1386 FWL
10 FIELD AND POOL, OR WILDCAT WILDCAT
11. QTR/OTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWSW 25 12S 25E
12. COUNTY 13. STATE UTAH

14. DATE SPUNDED: 11/16/2006 15. DATE T.D. REACHED: 16. DATE COMPLETED: 8-9-2010 ABANDONED [x] READY TO PRODUCE []
17. ELEVATIONS (DF, RKB, RT, GL):
18. TOTAL DEPTH: MD TVD 2.700 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) 23. WAS WELL CORED? NO [x] 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)
Table with columns: HOLE SIZE, SIZE/GRADE, WEIGHT (#/ft.), TOP (MD), BOTTOM (MD), STAGE CEMENTER DEPTH, CEMENT TYPE & NO. OF SACKS, SLURRY VOLUME (BBL), CEMENT TOP **, AMOUNT PULLED

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

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

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.
DEPTH INTERVAL AMOUNT AND TYPE OF MATERIAL
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29. ENCLOSED ATTACHMENTS: [] ELECTRICAL/MECHANICAL LOGS [] GEOLOGIC REPORT [] DST REPORT [] DIRECTIONAL SURVEY
[] SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION [] CORE ANALYSIS [] OTHER:
30. WELL STATUS: Plugged

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:
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 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)

35. ADDITIONAL REMARKS (Include plugging procedure)

Plugging procedure attached

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

NAME (PLEASE PRINT) Matt Stark TITLE Operations Engineer
 SIGNATURE Matt Stark DATE 4/12/2011

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

CONFIDENTIAL

WESTERN WELLSITE SERVICE

DAILY REPORT

DATE: 8-9-10

COMPANY: Foundation Energy

WELL: UTCO fee 23C 25-12-25

BY Adam Chastain

PHONE #435-828-5817

RIG #6

TRAVEL HOURS:

WORK PERFORMED HOURS: 9 hours

WORK PERFORMED: Pre job safety meeting, MIRU, NDWH, NUBOP, PU bit and TIH to 2179', TOH, PU CICR, TIH and set at 2179', Pressure test casing held, Zero rate into perms, Load hole with 70bls production water with corrosion inhibitor, Mix and pump 10sxs class G cement, TOH, NDBOP, TIH to 310', Mix and pump 45sxs class G cement to surface, TOH, SDFN

Witnessed by: Dave Hackford

RECEIVED
APR 13 2011
DIV. OF OIL, GAS & MINING



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

April 14, 2011

CERTIFIED MAIL NO.: 7005 1820 0001 5562 9047

Mr. Kevin Mibb
Foundation Energy Management LLC
14800 Landmark Blvd, Ste 220
Dallas, TX 75254

43 047 38252
UTCO Fee 23C-25-12-25
12S 25E 25

Subject: **SECOND NOTICE: Extended Shut-in and Temporarily Abandoned Well Requirements for Wells on Fee or State Leases**

Dear Mr. Mibb:

As of January 2011, Foundation Energy Management LLC (Foundation) has one (1) State Lease Well (see Attachment A) that is in non-compliance with the requirements for extended shut-in or temporarily abandoned (SI/TA) status. Wells SI/TA beyond twelve (12) consecutive months requires the filing of a Sundry Notice in accordance with R649-3-36-1 for Utah Division of Oil, Gas & Mining (Division) approval. Wells with five (5) years non-activity or non-productivity shall be plugged, unless the Division grants approval for extended shut-in time upon a showing of good cause by the operator (R649-3-36-1.3.3).

The above well has a history of SI/TA status that dates beyond the takeover by Foundation from Pioneer Natural Resources (Pioneer). The Division had several communications with Pioneer concerning this well and its SI/TA status. Pioneer had requested extension to allow time to evaluate whether the well would flow or not, pending possible plugging. Extension was given to Pioneer on March 25, 2009, valid thru July 1, 2009, for evaluation. Foundation began the operator change process on January 1, 2010, and assumed full responsibility of the well on March 1, 2010. It was made very clear to Foundation of the SI/TA requirements for this well and its previous condition. Foundation agreed to assume all obligations under the current status of this well when ownership was acquired. To date the Division has not received required information from Foundation to keep above mentioned well in compliance with aforementioned rules.

Please submit Foundations plans regarding the well along with the required information showing good cause and integrity for extended SI/TA status within 30 days of this notice or further actions will be initiated.



Page 2
Foundation Energy Management LLC
April 14, 2011

For extended SI/TA consideration the operator shall provide the Utah Division of Oil, Gas & Mining with the following:

1. Reasons for SI/TA of the well (R649-3-36-1.1).
2. The length of time the well is expected to be SI/TA (R649-3-36-1.2), and
3. An explanation and supporting data if necessary, for showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence or absence of Underground Sources of Drinking Water and other factors do not make the well a risk to public health and safety or the environment (R649-3-36-1.3).

Please note that the Divisions preferred method for showing well integrity is by MIT

Submitting the information suggested below may help show well integrity and may help qualify your well for extended SI/TA. **Note: As of July 1, 2003, wells in violation of the SI/TA rule R649-3-36 may be subject to full cost bonding (R649-3-1-4.2, 4.3).**

1. Wellbore diagram, and
2. Copy of recent casing pressure test, and
3. Current pressures on the wellbore (tubing pressure, casing pressure, and casing/casing annuli pressure) showing wellbore has integrity, and
4. Fluid level in the wellbore, and
5. An explanation of how the submitted information proves integrity.

If the required information is not received within 30 days of the date of this notice, further actions may be initiated. If you have any questions concerning this matter, please contact me at (801) 538-5281.

Sincerely,



Dustin K. Doucet
Petroleum Engineer

DKD/JP/js
Enclosure
cc: Compliance File
Well File
LaVonne Garrison, SITLA

ATTACHMENT A

	Well Name	API	LEASE	Years Inactive
2ND NOTICE				
1	STATE 21-10	43-019-31390	ML-46112	8 Years 3 Months
2	UTC0 FEE 23C-25-12-25	43-047-38252	FEE	4 Years 2 Months



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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:

Fee

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT 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.

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:
UTCO Fee 23C-25-12-25

2. NAME OF OPERATOR:
Foundation Energy Management LLC

9. API NUMBER:
4304738252

3. ADDRESS OF OPERATOR: 1801 Broadway Denver Co 80202 PHONE NUMBER: (303) 861-0504

10. FIELD AND POOL, OR WILDCAT:
Wildcat

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1629' FSL & 1316' FWL

COUNTY Uintah

QTR/QTR, SECTION, TOWNSHIP RANGE MERIDIAN, NWSW 25 12S 25E

STATE
UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 8/1/2011	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input checked="" 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 plans to reclaim the lease site and lease road per the attached plan following approval.

COPY SENT TO OPERATOR
JUL 06 2011

Date: _____
Initials: VS

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 7/6/11
By: J. Janni

Accepted by the
Utah Division of
Oil, Gas and Mining

NAME (PLEASE PRINT) Max Ropshaw

TITLE Operations

SIGNATURE Max Ropshaw

DATE 6/29/2011

(This space for State use only)

RECEIVED

JUN 29 2011

DIV. OF OIL, GAS & MINING

Foundation Energy Management, LLC

Standard Surface Reclamation Plan

Foundation Energy Management (FEM) requests permission to start surface reclamation of the well pad after plugging and abandonment operations per the following guidelines.

Stage #1: Dirt work and pad preparation

- A. Contact BLM and the state agency 24 hours prior to start of surface dirt work.
- B. Take the existing well pad back to natural repose as close as possible.
- C. If there are no existing well pads or public permitted access beyond this well, the access road will be reclaimed back to natural repose as close as possible.
- D. If topsoil pile is present, topsoil will be spread evenly across the reclaimed pad. If no stored stock pile of topsoil is present, we will use the soil at the bottom of the fill side of the location for topsoil.
- E. Storm water control contour ditches will be cut on a level plain to control erosion and sediment flows from the pad. Contour ditch dimension will be 12 inches deep, 6 inches tall, totaling 18 inches minimum, 18 inches deep and 8 to 10 inches totaling 26 to 28 inches maximum from top to bottom. Should the contour ditches still be visible at a time when 80% revegetation has been established, FEM will reclaim the ditches and reseed prior to submission of the FAN notice. All storm water BMPs will comply with the state agency, CDPH&E and Onshore Order #1. Stormwater management practices will be dictated by the individual constraints, such as: topsoil and sub-soil types, aspect, slope, length of slope and average precipitation. However, typical stormwater management practices include surface roughening via ripped furrows on contour and other flow controls. Stormwater management practices and BMP's will be implemented in such a way so that no additional maintenance will be necessary at the time of Final Abandonment. If road reclamation is needed, stormwater BMP's will be used in the restored natural drainage to control erosion and sediment flows.
- F. All seed beds will be prepared by contour ripping of the cut surface to 12 to 18 inches in depth. Contours will be shaped to natural repose of the reclaimed surface. Seeding will take place within 24 hours of completion of the dirt work, weather permitting. Should weather conditions or any unforeseen problems arise, the surface will be disked up prior to seeding. Seed depth will be drilled to a minimum depth of 0.25 inches and maximum 0.50 inches.
- G. The gathering line will be dug down and capped to isolate it from the transport line. The original gathering line will be abandon in place so as not to disturb established natural vegetation of the right of way.

Stage #2: Seeding of site

- A. FEM will drill where possible or broadcast and drag on steeper slopes where drilling is not safe.
- B. All seed weight will be calculated in pounds per acre. Any area in which broadcasting and dragging of the seed is needed, it will be done at double the seed per acre. Broadcast and drag will only be used if the steepness of the topography will not allow for drilling.
- C. All seed will be certified weed free and pure live seed rated per BLM standards.
- D. All seed tags will be submitted with the sundry notice describing completed work within 14 days of completion of the work.
- E. In the event the BLM recommended seed mix does not match the site specific eco-tone and/or habitat type, FEM will request a site specific seed mix from the BLM.
- F. In the event a seed type and/or cultivar is not available, due to market price, crop failure and/or being phased out, due to more viable varieties, FEM will request a viable substitution from the BLM.
- G. Seeding may need to be repeated until successful. FEM will monitor and ensure successful vegetation establishment and notify the BLM via FAN when success has been achieved and the location is ready for final inspection.

III. Stage #3: Weed Management

- A. FEM will monitor and control and reduce the spread of noxious weed species for the life of the project until FAN is approved.
- B. Inspections for noxious weeds will be done monthly in conjunction with the Storm Water Management inspections.
- C. FEM will insure that approved Pesticide Use Permits are in proper order prior to any application of herbicides.
- D. FEM may use mechanical weed removal where it is appropriate to prevent damage to desired plant life.