

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL, DEEPEN

5. LEASE DESIGNATION AND SERIAL NO. **FEE**

6. IF INDIAN, ALLOTTEE OR TRIBE NAME **N/A**

1a. TYPE OF WORK **DRILL** **DEEPEN** **RE-ENTER**

1b. TYPE OF WELL

OIL GAS OTHER SINGLE ZONE MULTIPLE ZONE

2. NAME OF OPERATOR **Newfield Production Company**

3. ADDRESS AND TELEPHONE NUMBER:
Route #3 Box 3630, Myton, UT 84052 Phone: (435) 646-3721

4. LOCATION OF WELL (FOOTAGE)
At Surface **SW/SW 594268 X 4439312 Y 775' FSL 711' FWL**

At proposed Producing Zone **40.100774 -109.894049**

7. UNIT AGREEMENT NAME **N/A**

8. FARM OR LEASE NAME **N/A**

9. WELL NO. **Osmond-Meyer 13-28-4-1E**

10. FIELD AND POOL OR WILDCAT **Undesignated**

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
SW/SW Sec. 28, T4S, R1E

12. County **Uintah** 13. STATE **UT**

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
Approximately 27.6 miles southeast of Myton, UT

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any)
Approx. 545' f/lse line and NA' f/unit line

16. NO. OF ACRES IN LEASE **NA**

17. NO. OF ACRES ASSIGNED TO THIS WELL **40**

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR ON THIS LEASE, FT.
Approx. 1135'

19. PROPOSED DEPTH **6500'**

20. ROTARY OR CABLE TOOLS **Rotary**

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
4863' GL

22. APPROX. DATE WORK WILL START*
4th Quarter 2008

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT/FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12 1/4	8 5/8	24#	290'	155 sx +/- 10%
7 7/8	5 1/2	15.5#	TD	275 sx lead followed by 450 sx tail
				See Detail Below

DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give date on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

***The actual cement volumes will be calculated off of the open hole logs, plus 15% excess:**

SURFACE PIPE - 155 sx Class G Cement +/I 10%, w/ 2% CaCl2 & 1/4#/sk Cello-flake
Weight: 15.8 PPG YIELD: 1.17 Cu Ft/sk H2O Req: 5 gal/sk

LONG STRING - Lead: Premium Lite II Cement + 3lbs/sk BA-90 + 3% KCl + .25 lbs/sk Cello Flake + 2 lbs/sk Kol Seal + 10% Bentonite + .5% Sodium Metasilicate
Weight: 11.0 PPG YIELD: 3.43 Cu Ft/sk H2O Req: 21.04 gal/sk

Tail: 50-50 Poz-Class G Cement + 3% KCl + .25 lbs/sk Cello Flake + 2% Bentonite + .3% Sodium Metasilicate
Weight: 14.2 PPG YIELD: 1.59 Cu Ft/sk H2O Req: 7.88 gal/sk

24. Name & Signature *Mandie Crozier* Title: **Regulatory Specialist** Date: **7/25/2008**
Mandie Crozier

(This space for State use only)

API Number Assigned: 43-047-40257 APPROVAL: _____

RECEIVED
JUL 28 2008

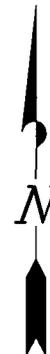
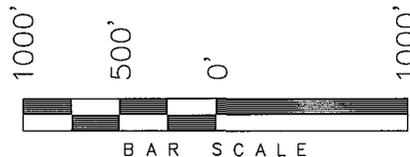
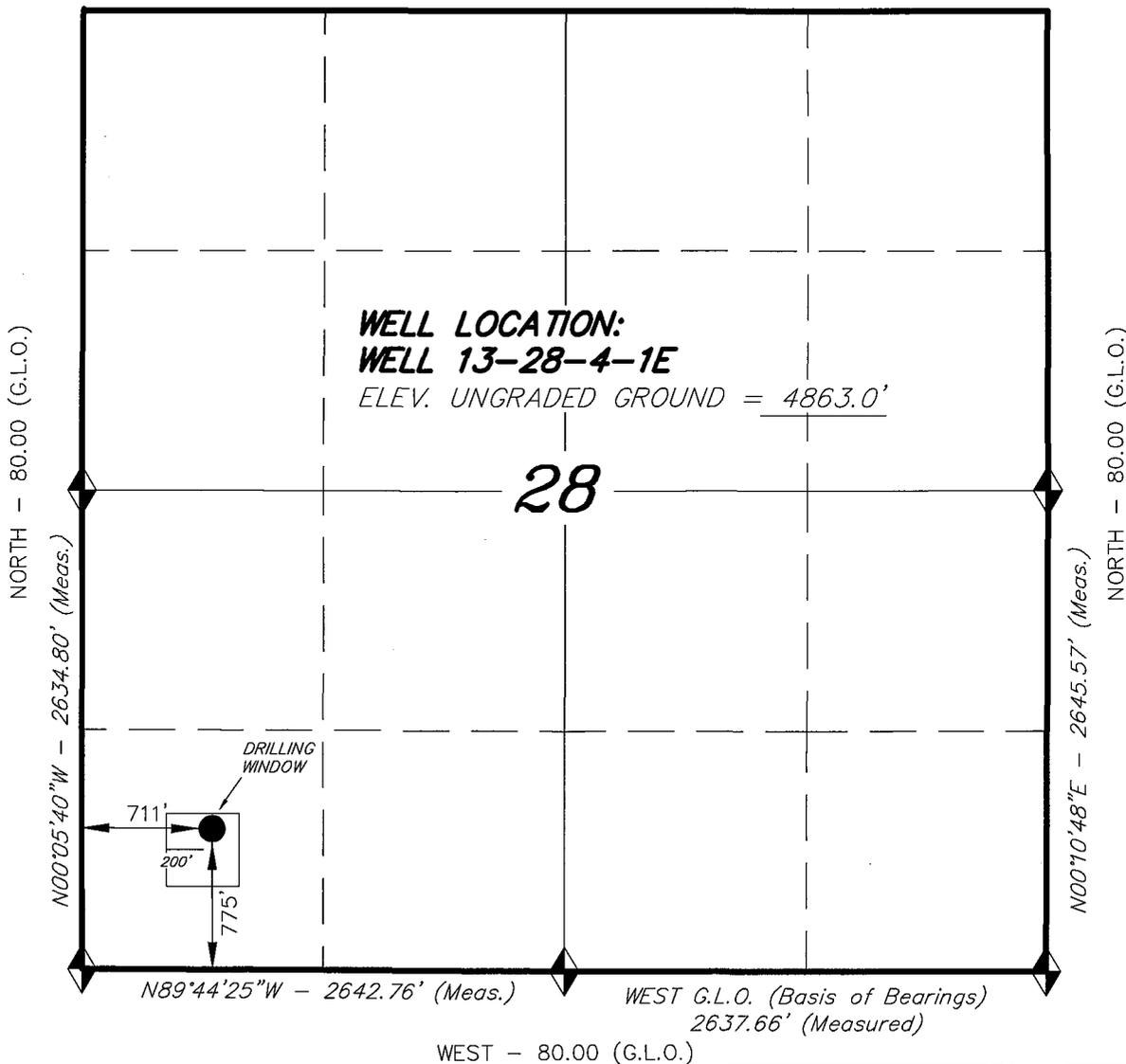
DIV. OF OIL, GAS & MINING

T4S, R1E, U.S.B.&M.

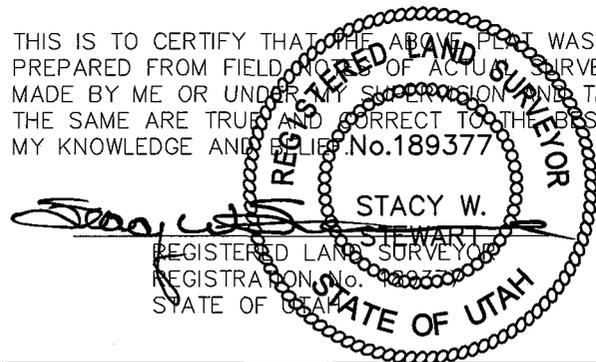
NEWFIELD PRODUCTION COMPANY

WEST - 80.00 (G.L.O.)

WELL LOCATION, WELL 13-28-4-1E,
 LOCATED AS SHOWN IN THE SW 1/4
 SW 1/4 OF SECTION 28, T4S, R1E,
 S.L.B.&M. UINTAH COUNTY, UTAH.



THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS
 PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS
 MADE BY ME OR UNDER MY SUPERVISION AND THAT
 THE SAME ARE TRUE AND CORRECT TO THE BEST OF
 MY KNOWLEDGE AND BELIEF. No. 189377



◆ = SECTION CORNERS LOCATED

BASIS OF ELEV;
 U.S.G.S. 7-1/2 min QUAD (PARIETTE DRAW)

WELL 13-28-4-1E
 (Surface Location) NAD 83
 LATITUDE = 40° 06' 03.23"
 LONGITUDE = 109° 53' 40.90"

TRI STATE LAND SURVEYING & CONSULTING

180 NORTH VERNAL AVE. - VERNAL, UTAH 84078
 (435) 781-2501

DATE SURVEYED: 06-10-08	SURVEYED BY: T.H.
DATE DRAWN: 06-12-08	DRAWN BY: F.T.M.
REVISED:	SCALE: 1" = 1000'

NEWFIELD PRODUCTION COMPANY
OSMOND-MEYER 13-28-4-1E
SW/SW SECTION 28, T4S, R1E
UINTAH COUNTY, UTAH

TEN POINT DRILLING PROGRAM

1. **GEOLOGIC SURFACE FORMATION:**

Uinta formation of Upper Eocene Age

2. **ESTIMATED TOPS OF IMPORTANT GEOLOGIC MARKERS:**

Uinta	0 – 1,800'
Green River	1,800'
Wasatch	6,500'

3. **ESTIMATED DEPTHS OF ANTICIPATED WATER, OIL, GAS OR MINERALS:**

Green River Formation (Oil) 1,800' – 6,500'

Fresh water may be encountered in the Uinta Formation, but would not be expected below about 350'. All water shows and water bearing geologic units shall be reported to the geologic and engineering staff of the Vernal Office prior to running the next string of casing or before plugging orders are requested. All water shows must be reported within one (1) business day after being encountered.

All usable (<10,000 PPM TDS) water and prospectively valuable minerals (as described by BLM at onsite) encountered during drilling will be recorded by depth and adequately protected. This information shall be reported to the Vernal Office.

Detected water flows shall be sampled, analyzed, and reported to the geologic & engineering staff of the Vernal Office. The office may request additional water samples for further analysis. Usage of the State of Utah form *Report of Water Encountered* is acceptable, but not required.

The following information is requested for water shows and samples where applicable:

Location & Sample Interval	Date Sampled
Flow Rate	Temperature
Hardness	pH
Water Classification (State of Utah)	Dissolved Calcium (Ca) (mg/l)
Dissolved Iron (Fe) (ug/l)	Dissolved Sodium (Na) (mg/l)
Dissolved Magnesium (Mg) (mg/l)	Dissolved Carbonate (CO ₃) (mg/l)
Dissolved Bicarbonate (NaHCO ₃) (mg/l)	Dissolved Chloride (Cl) (mg/l)
Dissolved Sulfate (SO ₄) (mg/l)	Dissolved Total Solids (TDS) (mg/l)

4. **PROPOSED CASING PROGRAM:**

Surface Casing: 8-5/8" J-55 24# w/ST&C collars; set at 290' (New)
Production Casing: 5-1/2" J-55, 15.5# w/LT&C collars; set at TD (New or used, inspected).

5. **MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL:**

The operator's minimum specifications for pressure control equipment are as follows:

An 8" Double Ram Hydraulic unit with a closing unit will be utilized. Function test of BOP's will be check daily.

Refer to **Exhibit C** for a diagram of BOP equipment that will be used on this well.

6. **TYPE AND CHARACTERISTICS OF THE PROPOSED CIRCULATION MUDS:**

From surface to ±350 feet will be drilled with an air/mist system. From about 350 feet to TD, a fresh water system will be utilized. Clay inhibition and hole stability will be achieved with a KCl substitute additive. This additive will be identified in the APD and reviewed to determine if the reserve pit shall be lined. This fresh water system will typically contain Total Dissolved Solids (TDS) of less than 3000 PPM. Anticipated mud weight is 8.4 lbs/gal. If necessary to control formation fluids or pressure, the system will be weighted with the addition of bentonite gel, and if pressure conditions warrant, with barite.

No chromate additives will be used in the mud system on Federal and/or Indian lands without prior BLM approval to ensure adequate protection of fresh aquifers.

No chemicals subject to reporting under SARA Title III in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling, testing, or completing of this well. Furthermore, no extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will be used, produced, stored, transported, or disposed of in association with the drilling, testing, or completing of this well.

Hazardous substances specifically listed by the EPA as a hazardous waste or demonstrating a characteristic of a hazardous waste will not be used in drilling, testing, or completion operations.

Newfield Production will **visually** monitor pit levels and flow from the well during drilling operations.

7. **AUXILIARY SAFETY EQUIPMENT TO BE USED:**

Auxiliary safety equipment will be a Kelly Cock, bit float, and a TIW valve with drill pipe threads.

8. **TESTING, LOGGING AND CORING PROGRAMS:**

The logging program will consist of a Dual Induction, Gamma Ray and Caliper log from TD to base of surface casing @ 290' +/-, and a Compensated Neutron-Formation Density Log from TD to 3500' +/- . A cement bond log will be run from PBTD to cement top. No drill stem testing or coring is planned for this well.

9. **ANTICIPATED ABNORMAL PRESSURE OR TEMPERATURE:**

No abnormal temperatures or pressures are anticipated. No hydrogen sulfide has been encountered or is known to exist from previous drilling in the area at this depth. Maximum anticipated bottomhole pressure will approximately equal total depth in feet multiplied by a 0.433 psi/foot gradient.

10. **ANTICIPATED STARTING DATE AND DURATION OF THE OPERATIONS:**

It is anticipated that the drilling operations will commence the fourth quarter of 2008, and take approximately seven (7) days from spud to rig release.

NEWFIELD PRODUCTION COMPANY
OSMOND-MEYER 13-28-4-1E
SW/SW SECTION 28, T4S, R1E
UINTAH COUNTY, UTAH

THIRTEEN POINT SURFACE PROGRAM

1. EXISTING ROADS

See attached **Topographic Map "A"**

To reach Newfield Production Company well location site Osmond-Meyer 13-28-4-1E located in the SW $\frac{1}{4}$ SW $\frac{1}{4}$ Section 28, T4S, R1E, S.L.B. & M., Uintah County, Utah:

Proceed in a southeasterly direction out of Myton, approximately 16.9 miles to it's junction with an existing road to the northeast; proceed northeasterly approximately 6.2 miles to it's junction with an existing road to the northwest; proceed in a northwesterly direction approximately 2.2 miles to it's junction with an existing road to the northwest; proceed northwesterly approximately 1.0 miles to it's junction with the beginning of the proposed access road to the northwest; proceed along the proposed access road approximately 6,880' to the proposed well location.

The highways mentioned in the foregoing paragraph are bituminous surfaced roads to the point where Highway 216 exists to the South, thereafter the roads are constructed with existing materials and gravel. The highways are maintained by Utah State road crews. All other roads are maintained by County crews.

The aforementioned dirt oil field service roads and other roads in the vicinity are constructed out of existing native materials that are prevalent to the existing area they are located in and range from clays to a sandy-clay shale material.

The roads for access during the drilling, completion and production phase will be maintained at the standards required by the State of Utah, or other controlling agencies. This maintenance will consist of some minor grader work for smoothing road surfaces and for snow removal.

2. PLANNED ACCESS ROAD

Approximately 6,880' of access road is proposed. See attached **Topographic Map "B"**.

The proposed access road will be an 18' crown road (9' either side of the centerline) with drainage ditches along either side of the proposed road whether it is deemed necessary in order to handle any run-off from normal meteorological conditions that are prevalent to this area. The maximum grade will be less than 8%.

There will be no culverts required along this access road. There will be barrow ditches and turnouts as needed along this road.

There are no fences encountered along this proposed road. There will be no new gates or cattle guards required.

All construction material for this access road will be borrowed material accumulated during construction of the access road.

3. **LOCATION OF EXISTING WELLS**

Refer to **EXHIBIT B**.

4. **LOCATION OF EXISTING AND/OR PROPOSED FACILITIES**

There are no existing facilities that will be used by this well.

It is anticipated that this well will be a producing oil well.

Upon construction of a tank battery, the well pad will be surrounded by a dike of sufficient capacity to contain at minimum 110% of the largest tank volume within the facility battery.

Tank batteries will be built to State specifications.

All permanent (on site for six (6) months or longer) structures, constructed or installed (including pumping units), will be painted a flat, non-reflective, earth tone color to match one of the standard environmental colors, as determined by the Rocky Mountain Five State Interagency Committee. All facilities will be painted within six months of installation.

5. **LOCATION AND TYPE OF WATER SUPPLY**

Newfield Production will transport water by truck for drilling purposes from the following water sources:

Johnson Water District
Water Right: 43-10136

Neil Moon Pond
Water Right: 43-11787

Maurice Harvey Pond
Water Right: 47-1358

Newfield Collector Well
Water Right: 41-3530 (A30414DV, contracted with the Duchesne County Conservancy District).

There will be no water well drilled at this site

6. **SOURCE OF CONSTRUCTION MATERIALS**

All construction material for this location shall be borrowed material accumulated during construction of the location site and access road.

A mineral material application is not required for this location.

7. **METHODS FOR HANDLING WASTE DISPOSAL**

A small reserve pit (90' x 40' x 8' deep, or less) will be constructed from native soil and clay materials. The reserve pit will receive the processed drill cutting (wet sand, shale & rock) removed from the wellbore. Any drilling fluids, which do accumulate in the pit as a result of shale-shaker carryover, cleaning of the sand trap, etc., will be promptly reclaimed. All drilling fluids will be fresh water based, typically containing Total Dissolved Solids of less than 3000 PPM. No potassium chloride, chromates, trash, debris, nor any other substance deemed hazardous

will be placed in this pit. Therefore, it is proposed that no synthetic liner be required in the reserve pit. However, if upon constructing the pit there is insufficient fine clay and silt present, a liner will be used for the purpose of reducing water loss through percolation.

Newfield requests approval that a flare pit not be constructed or utilized on this location.

A portable toilet will be provided for human waste.

A trash basket will be provided for garbage (trash) and hauled away to an approved disposal site at the completion of the drilling activities.

Immediately upon first production, all produced water will be confined to a steel storage tank. If the production water meets quality guidelines, it is transported to the Ashley, Monument Butte, Jonah, and Beluga water injection facilities by company or contract trucks. Subsequently, the produced water is injected into approved Class II wells to enhance Newfield's secondary recovery project.

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

8. **ANCILLARY FACILITIES:**

There are no ancillary facilities planned for at the present time and none foreseen in the near future.

9. **WELL SITE LAYOUT:**

See attached Location Layout Sheet.

Fencing Requirements

All pits will be fenced according to the following minimum standards:

- a) A 39-inch net wire shall be used with at least one strand of barbed wire on top of the net.
- b) The net wire shall be no more than two (2) inches above the ground. The barbed wire shall be three (3) inches above the net wire. Total height of the fence shall be at least forty-two (42) inches.
- c) Corner posts shall be centered and/or braced in such a manner to keep tight at all times
- d) Standard steel, wood or pipe posts shall be used between the corner braces. Maximum distance between any two posts shall be no greater than sixteen (16) feet.
- e) All wire shall be stretched, by using a stretching device, before it is attached to the corner posts.

The reserve pit fencing will be on three (3) sides during drilling operations and on the fourth side when the rig moves off location. Pits will be fenced and maintained until cleanup.

10. **PLANS FOR RESTORATION OF SURFACE:**

- a) **Producing Location**

Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, equipment, debris, material, trash and junk not required for production.

The reserve pit and that portion of the location not needed for production facilities/operations will be recontoured to the approximated natural contours. Weather permitting, the reserve pit will be reclaimed within one hundred twenty (120) days from the date of well completion. Before any dirt work takes place, the reserve pit must have all fluids and hydrocarbons removed.

b) **Dry Hole Abandoned Location**

At such time as the well is plugged and abandoned, the operator shall submit a subsequent report of abandonment and the State of Utah will attach the appropriate surface rehabilitation conditions of approval.

11. **SURFACE OWNERSHIP:** Kendall Investments LLC.
See attached Easement ROW and Surface Use Agreement.

12. **OTHER ADDITIONAL INFORMATION:**

- a) Newfield Production Company is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, Newfield is to immediately stop work that might further disturb such materials and contact the Authorized Officer.
- b) Newfield Production will control noxious weeds along rights-of-way for roads, pipelines, well sites or other applicable facilities. On State administered land it is required that a Pesticide Use Proposal shall be submitted and given approval prior to the application of herbicides or other possible hazardous chemicals.
- c) Drilling rigs and/or equipment used during drilling operations on this well site will not be stacked or stored on State Lands after the conclusion of drilling operations or at any other time without State authorization. However, if State authorization is obtained, it is only a temporary measure to allow time to make arrangements for permanent storage on commercial facilities.

The Archaeological and Paleontological Report Waiver is attached. See Exhibit "D".

Additional Surface Stipulations

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws and regulations, Onshore Oil and Gas Orders, the approved plan of operations and any applicable Notice to Lessees. A copy of these conditions will be furnished to the field representative to ensure compliance.

Hazardous Material Declaration

Newfield Production Company guarantees that during the drilling and completion of the Osmond-Meyer 13-28-4-1E, Newfield will not use, produce, store, transport or dispose 10,000# annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Superfund Amendments and Reauthorization Act (SARA) of 1986. Newfield also guarantees that during the drilling and completion of the Osmond-Meyer 13-28-4-1E Newfield will use, produce, store, transport or dispose less than the

threshold planning quantity (T.P.Q.) of any extremely hazardous substances as defined in 40 CFR 355.

A complete copy of the approved APD, if applicable, shall be on location during the construction of the location and drilling activities.

Newfield Production Company or a contractor employed by Newfield Production shall contact the State office at (801) 722-3417, 48 hours prior to construction activities.

The State office shall be notified upon site completion prior to moving on the drilling rig.

13. **LESSEE'S OR OPERATOR'S REPRESENTATIVE AND CERTIFICATION:**

Representative

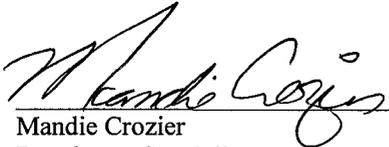
Name: Dave Allred
Address: Newfield Production Company
Route 3, Box 3630
Myton, UT 84052
Telephone: (435) 646-3721

Certification

Please be advised that Newfield Production Company is considered to be the operator of well #13-28-4-1E, SW/SW Section 28, T4S, R1E, Uintah County, Utah and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by Hartford Accident #4471291.

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

7/25/08
Date


Mandie Crozier
Regulatory Specialist
Newfield Production Company

MEMORANDUM
of
EASEMENT, RIGHT-OF-WAY
and
SURFACE USE AGREEMENT

This Easement, Right-of-Way and Surface Use Agreement ("Agreement") is entered into this 18th day of January 2008 by and between **Kendall Investments LLC, Mike Kendall, 1638 East Gorden Ave, Layton, Utah 84040** ("Surface Owner," whether one or more), and **NEWFIELD PRODUCTION COMPANY**, a Texas corporation ("NEWFIELD"), with offices at 1401 Seventeenth Street, Suite 1000, Denver, Colorado 80202, covering certain lands, (the "Lands") situated in Uintah County, Utah described as follows:

Township 4 South, Range 1 East
Section 28: S/2
Section 33: Lots 1,2,3,4
Uintah County, Utah

being, 449 acres more or less,

and associated roads and pipeline routes beginning at each wellsite and traversing the lands as shall be agreed upon prior to the construction of same.

For and in consideration of the sum of ten dollars (\$10.00), and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned hereby agree to the terms and provisions set forth as follows:

1. Compensation for Well; Release of All Claims

NEWFIELD shall pay to Surface Owner the sum as set forth in and according to the terms of that certain Letter Agreement for Easement, Right-of Way and Surface Use by and between Surface Owner and NEWFIELD, dated January 18, 2008, as full payment and satisfaction for any and all detriment, depreciation, injury or damage of any nature to the Lands or growing crops thereon that may occur as a result of NEWFIELD's drilling or completion operations or its continuing activities for the production or transportation of oil, gas, or other hydrocarbons or products associated with the foregoing including, but not limited to, surface use, access, pipelines, gathering lines, pipeline interconnections, and any and all other reasonable or customary uses of land related to said operations or activities.

2. Grant of Right of Way and Easement

Surface Owner hereby grants, bargains, leases, assigns, and conveys to NEWFIELD an easement and right-of-way for the purpose of construction, using and maintaining access roads, locations for surface equipment and subsurface gathering lines for each well drilled upon the Lands, pipelines, and pipeline interconnections for two years from date of this agreement and so long thereafter as NEWFIELD's oil and gas leases remain in effect.

This Agreement shall be binding upon the respective heirs, executors, administrators, successors, and assigns of the undersigned.

These Parties hereto have executed this document effective as of the day first above written.

KENDALL INVESTMENTS LLC

By: 
Mike Kendall, President

NEWFIELD PRODUCTION COMPANY

By: _____
Gary D. Packer, President

MEMORANDUM
of
EASEMENT and RIGHT-OF-WAY

This Easement and Right-of-Way Agreement ("Agreement") is entered into this 6th day of December 2007 by and between, **Rex and LaRue Lamb Trust, Karl Lamb, trustee whose address is PO Box 374, Myton Utah 84052**, ("Surface Owner," whether one or more), and NEWFIELD PRODUCTION COMPANY, a Texas corporation ("NEWFIELD"), with offices at 1401 Seventeenth Street, Suite 1000, Denver, Colorado 80202, covering certain lands, (the "Lands") situated in Uintah County, Utah described as follows:

Township 4 South, Range 1 East
NWSE, NESE, Lot 1, Lot 2, Lot 3, Lot 4 Sec 29
NWNE, NENW, NWNW, SENW, SWNE, SENE, Lot 1, Lot 2, Lot 3, Lot 4 Sec 34

being, 569 acres more or less,

For and in consideration of the sum of ten dollars (\$10.00), and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned hereby agree to the terms and provisions set forth as follows:

1. Compensation for Well; Release of All Claims

NEWFIELD shall pay to Surface Owner the sum as set forth in and according to the terms of that certain Letter Agreement for Easement and Right-of Way by and between Surface Owner and NEWFIELD, dated December 6, 2007 as full payment and satisfaction for any and all detriment, depreciation, injury or damage of any nature to the Lands or growing crops thereon that may occur as a result of NEWFIELD's continuing activities associated with drilling, producing, and transporting of oil and gas, including, but not limited to, surface use, access, pipelines, gathering lines, pipeline interconnections, and any and all other reasonable or customary uses of land related to said operations or activities.

2. Grant of Right of Way and Easement

Surface Owner hereby grants, bargains, leases, assigns, and conveys to NEWFIELD an easement and right-of-way for the purpose of construction, using and maintaining access roads, locations for surface equipment and subsurface gathering lines for each well drilled upon the Lands, pipelines, and pipeline interconnections for two years from date of this agreement and so long thereafter as NEWFIELD requires for the use of the subject lands to service its oil and gas operations on and in the vicinity of said lands.

This Agreement shall be binding upon the respective heirs, executors, administrators, successors, and assigns of the undersigned.

These Parties hereto have executed this document effective as of the day first above written.

NEWFIELD PRODUCTION COMPANY

By: _____
Gary D. Packer, President

SURFACE OWNER

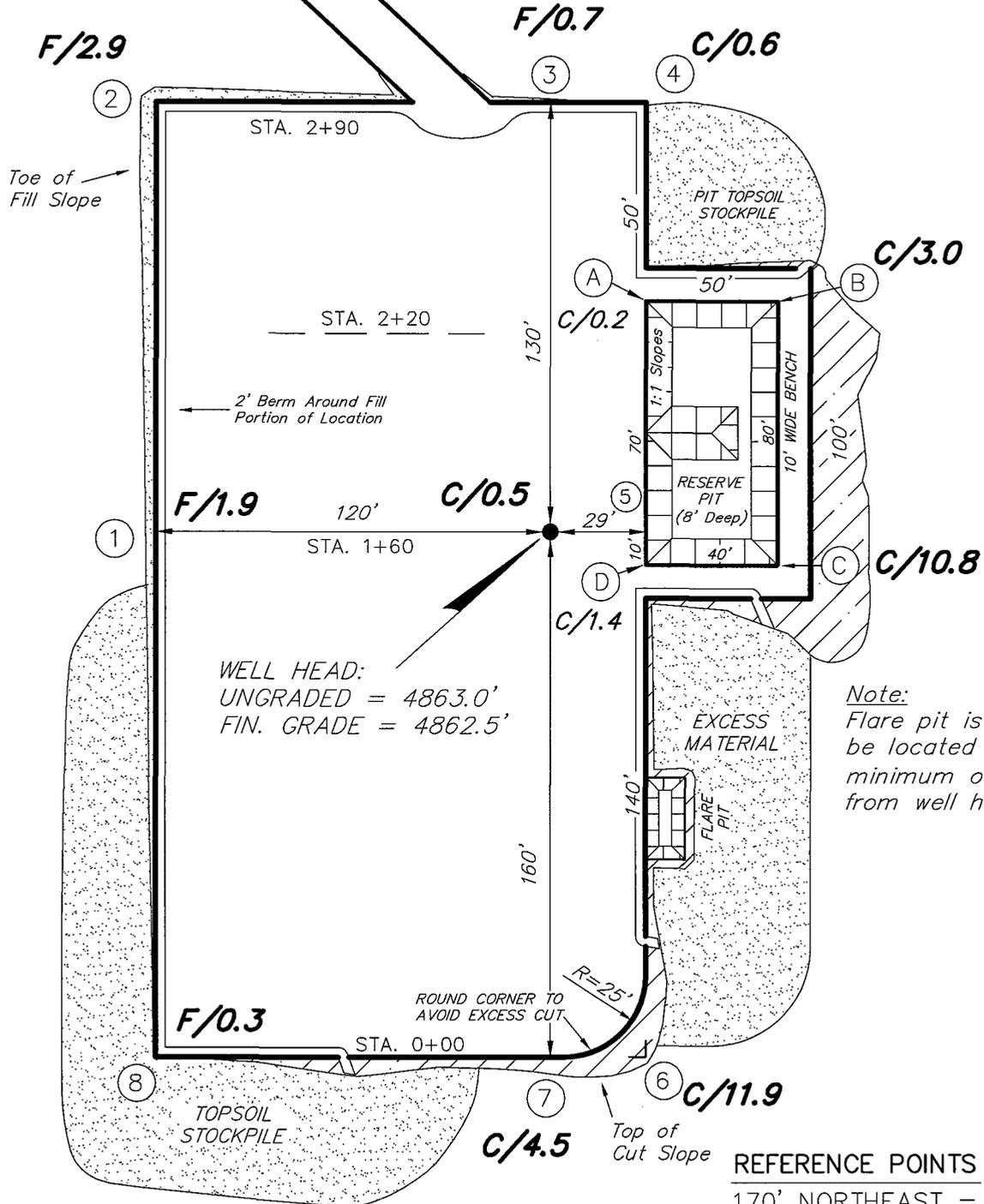
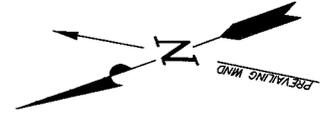
By: Karl Lamb
Karl Lamb, Rex and LaRue Lamb Trustee

NEWFIELD PRODUCTION COMPANY

WELL 13-28-4-1E

Section 28, T4S, R1E, U.S.B.&M.

PROPOSED ACCESS ROAD (Max. 6% Grade)



Note:
Flare pit is to be located a minimum of 80' from well head.

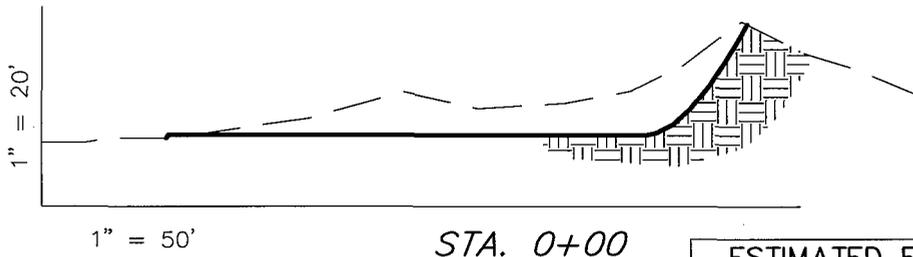
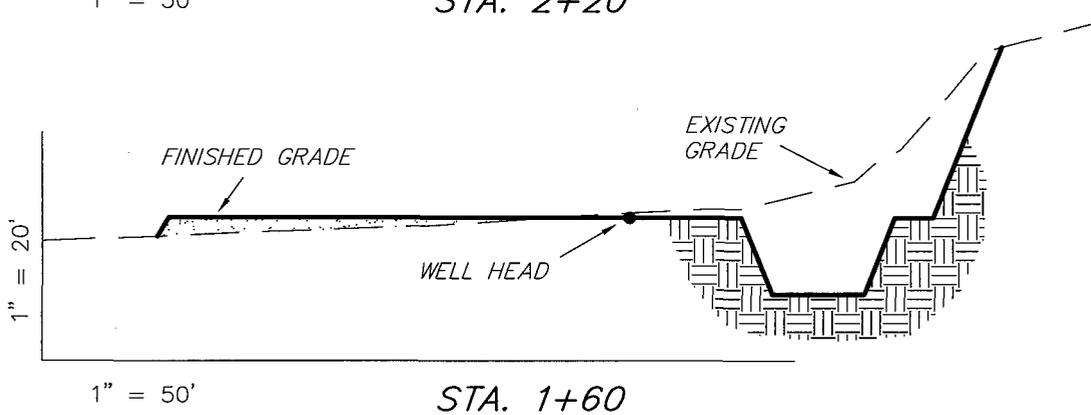
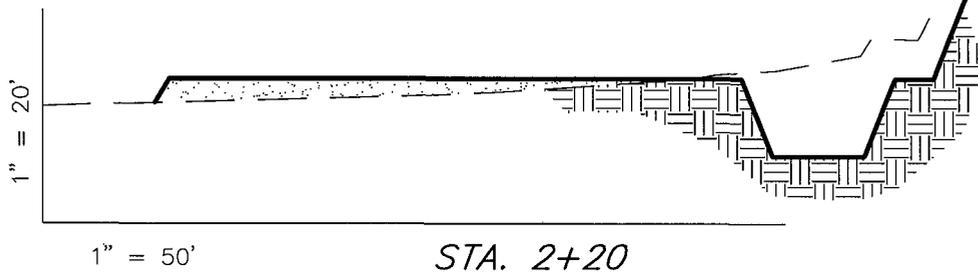
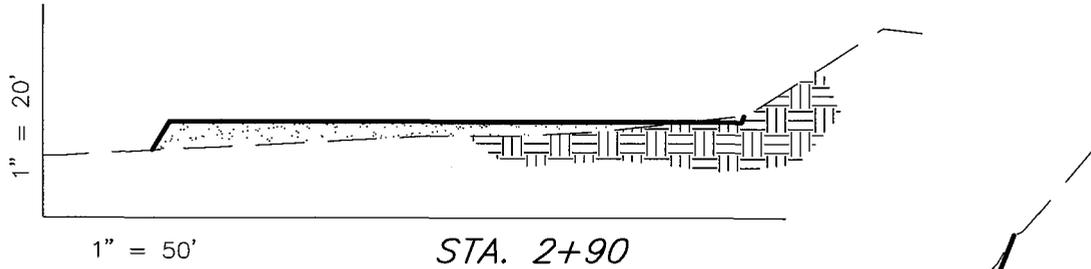
REFERENCE POINTS	
170' NORTHEAST	= 4859.9'
220' NORTHEAST	= 4859.7'
210' NORTHWEST	= 4874.5'
260' NORTHWEST	= 4876.1'

SURVEYED BY: T.H.	DATE SURVEYED: 06-10-08
DRAWN BY: F.T.M.	DATE DRAWN: 06-12-08
SCALE: 1" = 50'	REVISED:

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

NEWFIELD PRODUCTION COMPANY

CROSS SECTIONS WELL 13-28-4-1E



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

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

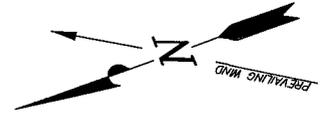
ITEM	CUT	FILL	6" TOPSOIL	EXCESS
PAD	1,920	1,810	Topsoil is not included in Pad Cut	110
PIT	640	0		640
TOTALS	2,560	1,810	990	750

SURVEYED BY: T.H.	DATE SURVEYED: 06-10-08
DRAWN BY: F.T.M.	DATE DRAWN: 06-12-08
SCALE: 1" = 50'	REVISED:

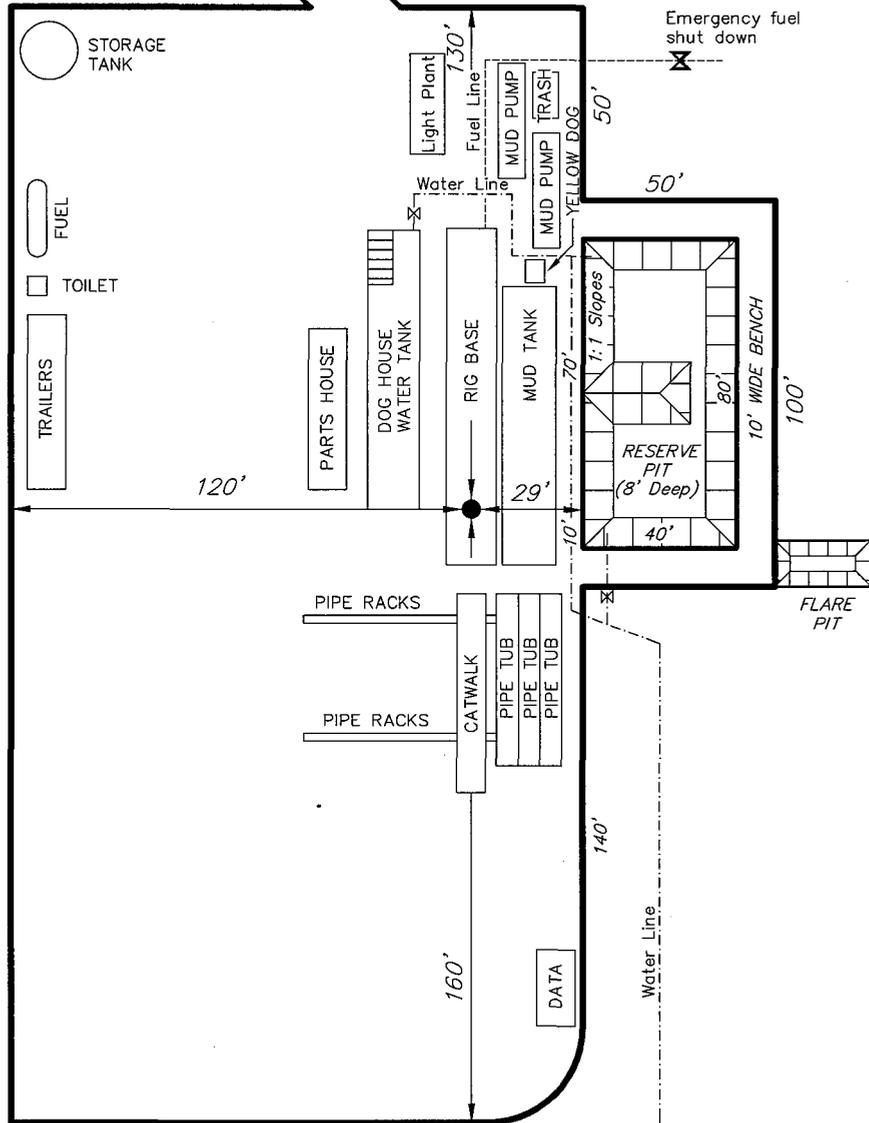
Tri State (435) 781-2501
Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

NEWFIELD PRODUCTION COMPANY

TYPICAL RIG LAYOUT WELL 13-28-4-1E

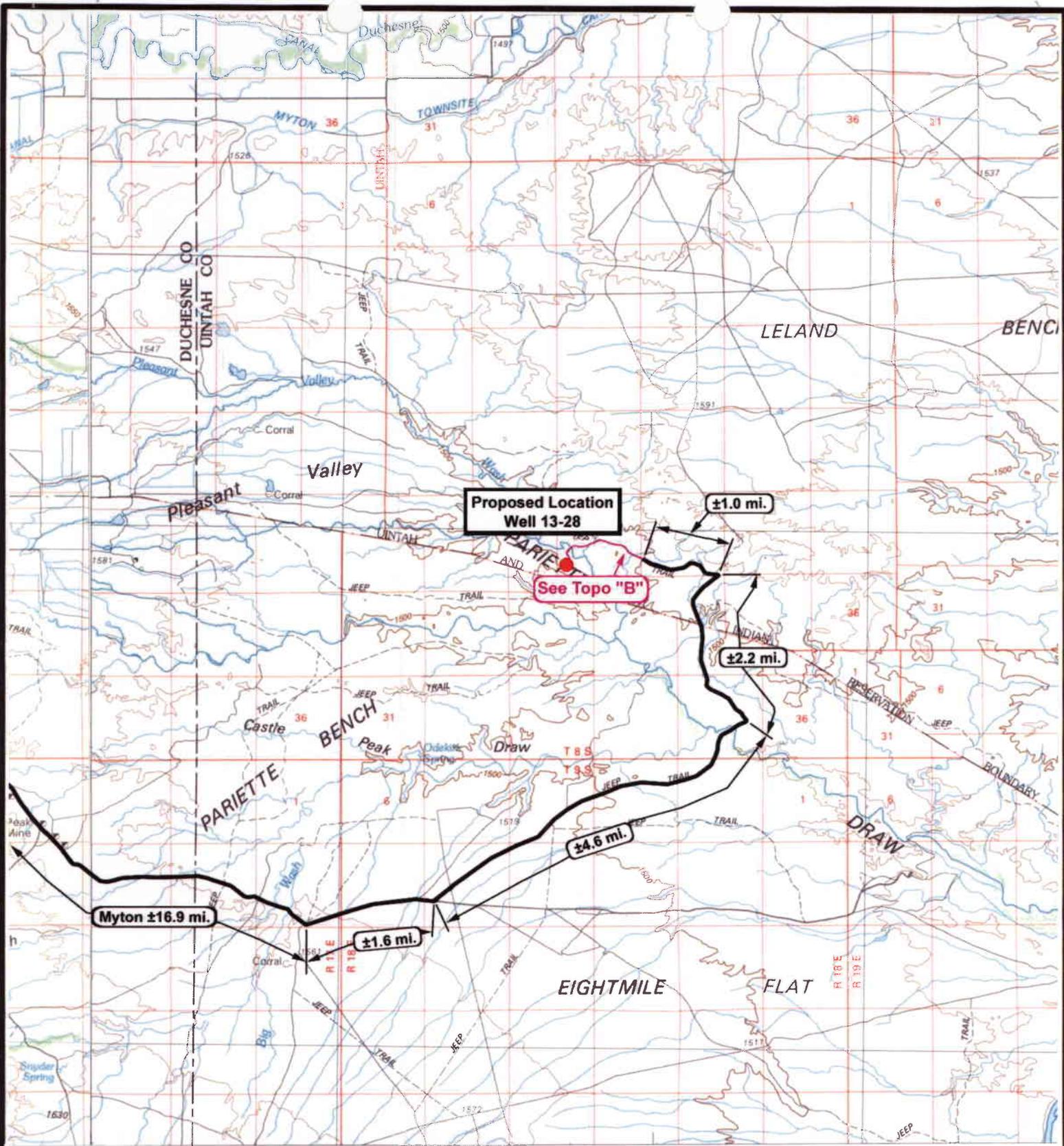


PROPOSED ACCESS ROAD (Max. 6% Grade)



SURVEYED BY: T.H.	DATE SURVEYED: 06-10-08
DRAWN BY: F.T.M.	DATE DRAWN: 06-12-08
SCALE: 1" = 50'	REVISED:

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





NEWFIELD
 Exploration Company

Well 13-28-4-1E
SEC. 28, T4S, R1E, U.S.B.&M.





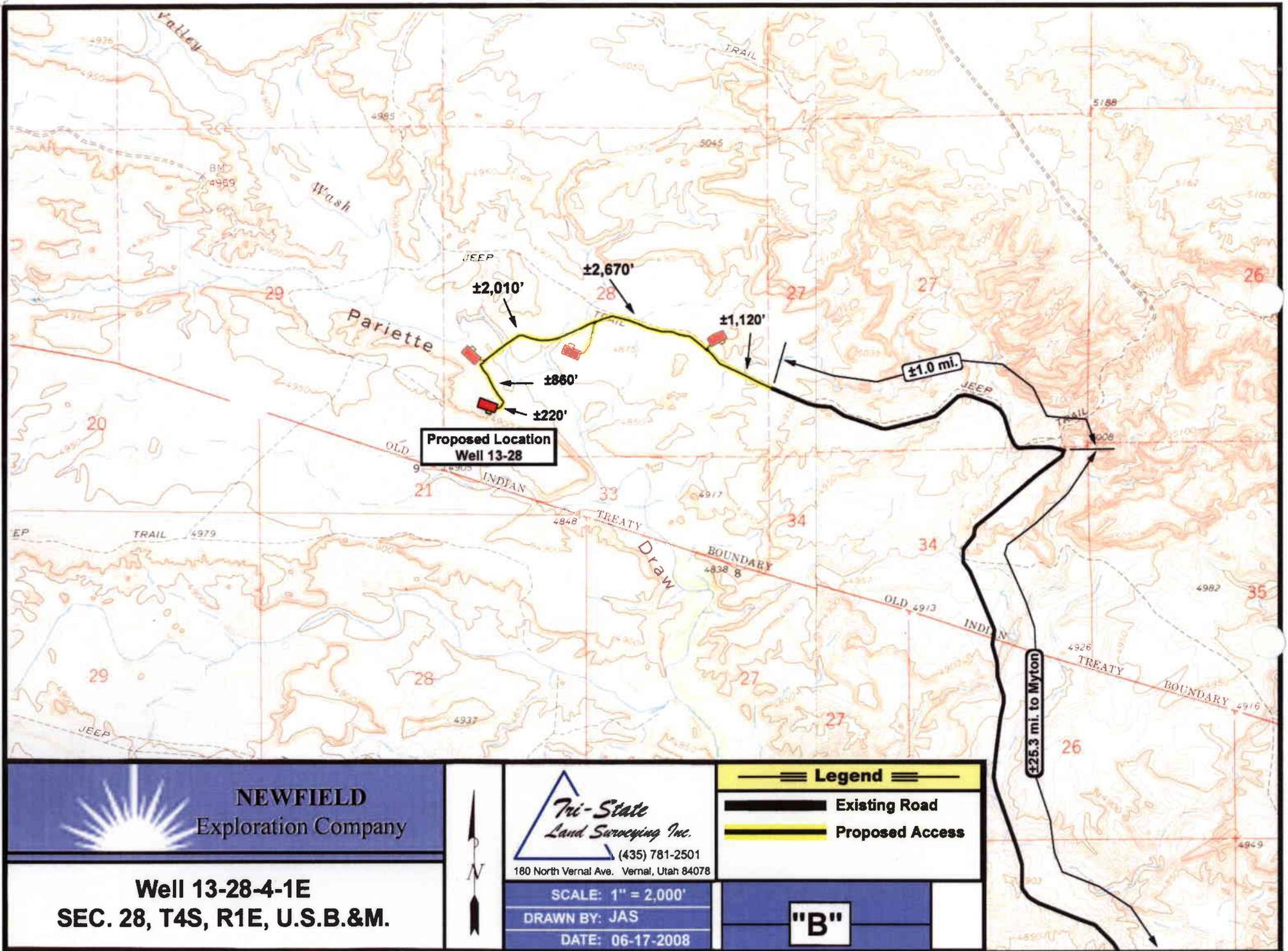
Tri-State
 Land Surveying Inc.
 (435) 781-2501
 180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1 = 100,000
 DRAWN BY: JAS
 DATE: 06-17-2007

Legend

 Existing Road
 Proposed Access

TOPOGRAPHIC MAP
"A"



 **NEWFIELD**
Exploration Company

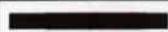
Well 13-28-4-1E
SEC. 28, T4S, R1E, U.S.B.&M.



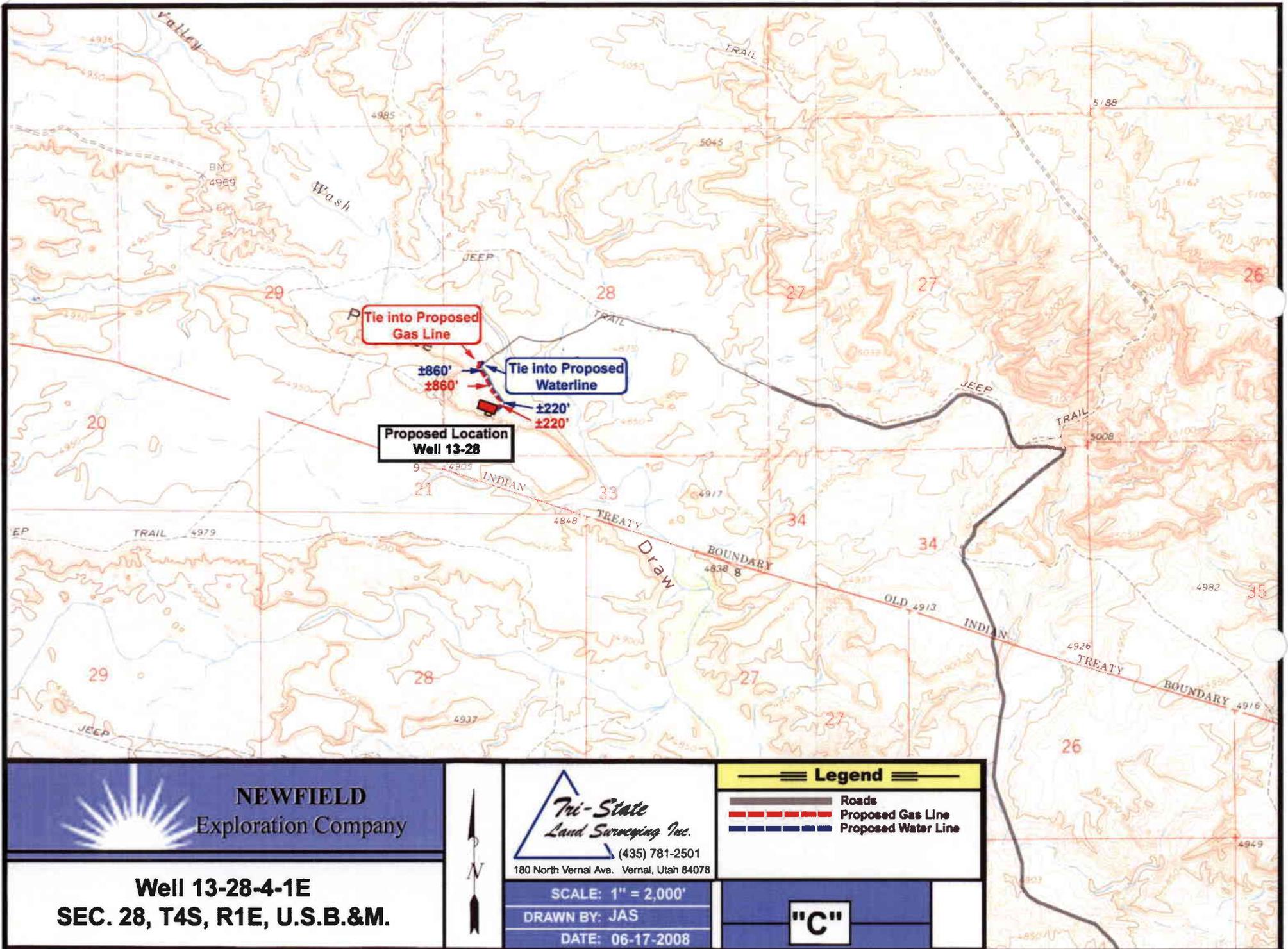

Tri-State
Land Surveying Inc.
(435) 781-2501
180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'
DRAWN BY: JAS
DATE: 06-17-2008

Legend

-  Existing Road
-  Proposed Access

"B"





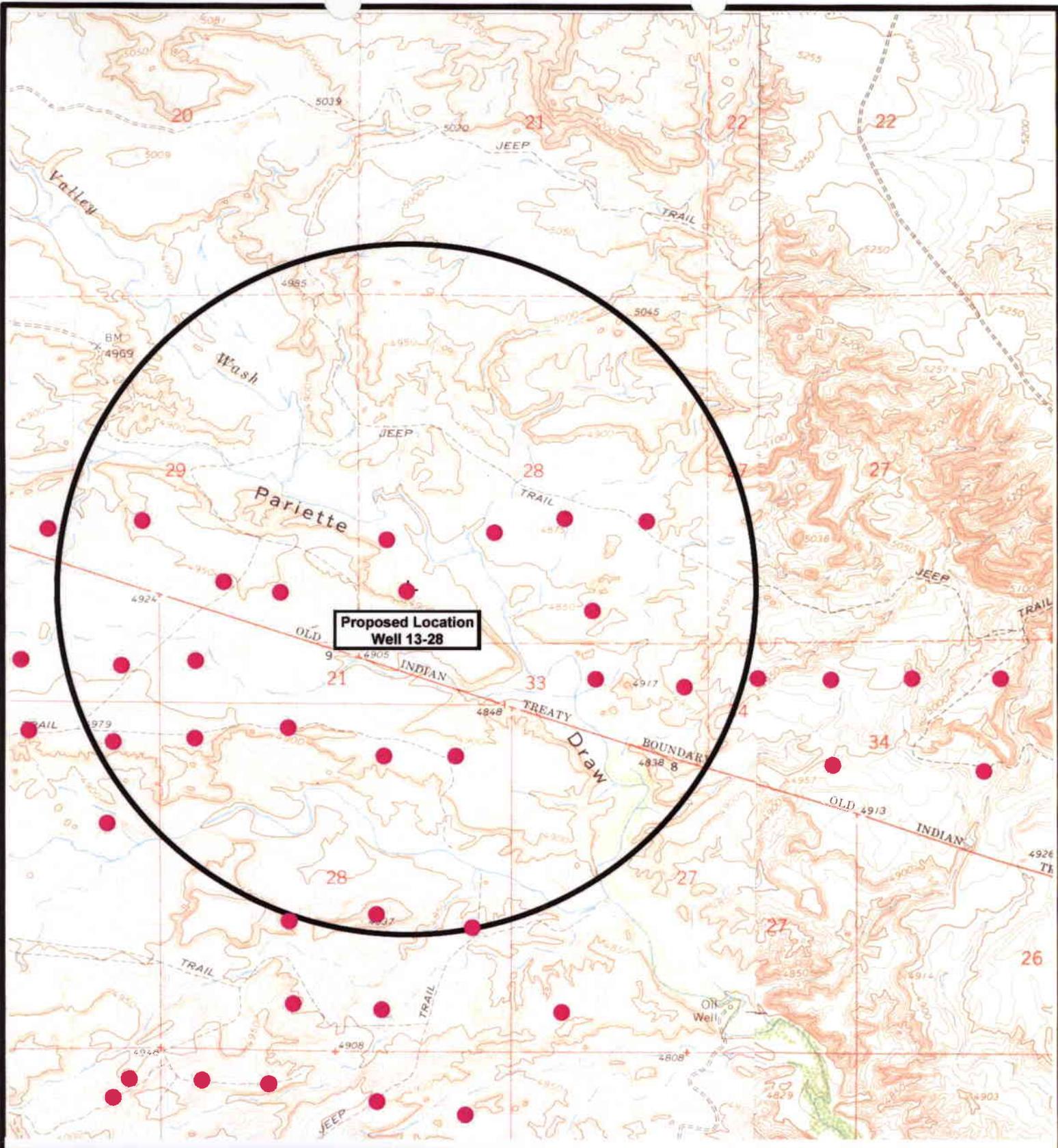
- Newfield Wells**
- Location
 - Surface Spud
 - Drilling
 - Waiting on Completion
 - Producing Oil Well
 - Producing Gas Well
 - ↙ Water Injection Well
 - ↘ Dry Hole
 - † Temporarily Abandoned
 - ⊕ Plugged & Abandoned
 - ⊖ Shut In
 - ↗ Water Source Well
 - ↖ Water Disposal Well
 - ⊠ Injection Stations
- Unit Outlines**
-

NEWFIELD
 ROCKY MOUNTAINS

Exhibit A
 Duchesne & Uintah Counties

Alamo Plaza Building
 1401 17th Street Suite 1000
 Denver, Colorado 80202-1247
 Phone: (303) 895-0122

Revised 6/2009



**Proposed Location
Well 13-28**



NEWFIELD
Exploration Company

Well 13-28-4-1E
SEC. 28, T4S, R1E, U.S.B.&M.



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

SCALE: 1" = 2,000'
DRAWN BY: JAS
DATE: 06-17-2008

Legend

- Location
- One-Mile Radius

Exhibit "B"

2-M SYSTEM

Blowout Prevention Equipment Systems

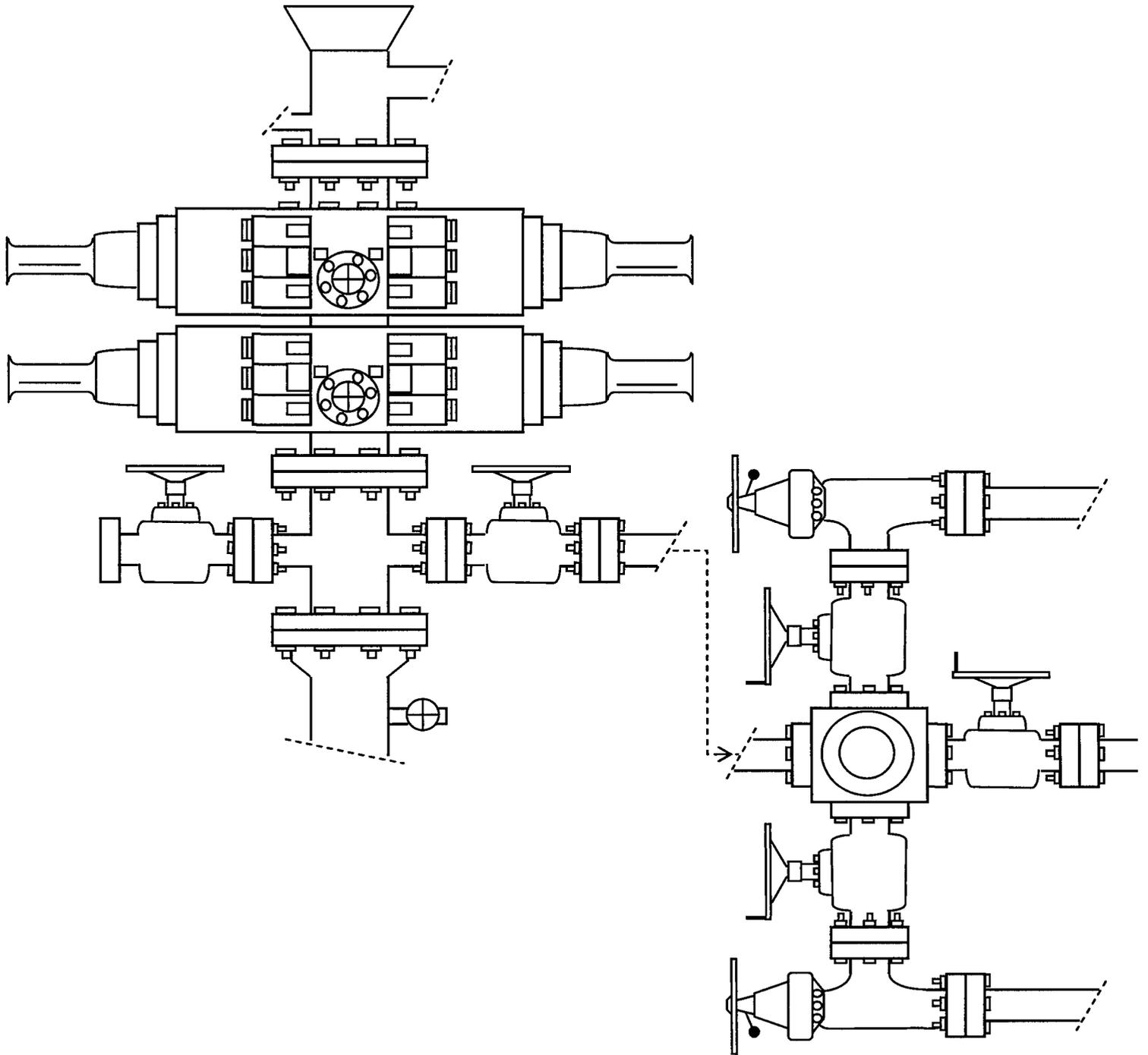


EXHIBIT C

**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 07/28/2008

API NO. ASSIGNED: 43-047-40257

WELL NAME: OSMOND-MYER 13-28-4-1E
 OPERATOR: NEWFIELD PRODUCTION (N2695)
 CONTACT: MANDIE CROZIER

PHONE NUMBER: 435-646-3721

PROPOSED LOCATION:

SWSW 28 040S 010E
 SURFACE: 0775 FSL 0711 FWL
 BOTTOM: 0775 FSL 0711 FWL
 COUNTY: UINTAH
 LATITUDE: 40.10077 LONGITUDE: -109.8941
 UTM SURF EASTINGS: 594268 NORTHINGS: 4439318
 FIELD NAME: UNDESIGNATED (2)

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	DKD	11/5/08
Geology		
Surface		

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

PROPOSED FORMATION: GRRV
 COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

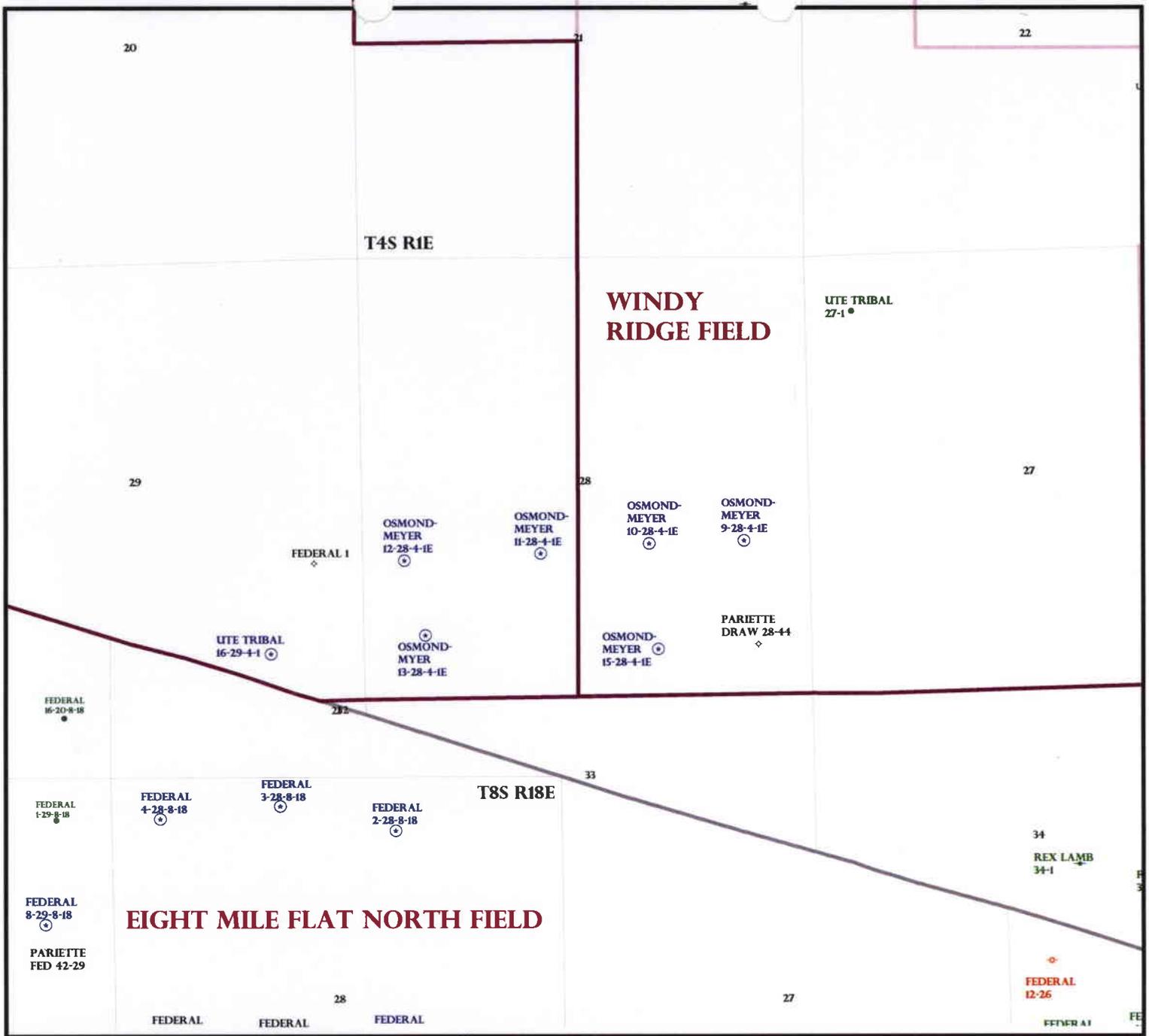
- Plat
- Bond: Fed[] Ind[] Sta[] Fee[]
(No. B001834)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. 43-10136)
- RDCC Review (Y/N)
(Date: _____)
- Fee Surf Agreement (Y/N)
- Intent to Commingle (Y/N)

LOCATION AND SITING:

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

COMMENTS: Needs Permit (09-23-08)

STIPULATIONS: 1- Spacing Strip
2- STATEMENT OF BASIS
3- Surface Casing Cont Strip



OPERATOR: NEWFIELD PROD CO (N2695)

SEC: 28 T4S R. 1E

FIELD: UNDESINGATED (002)

COUNTY: UINTAH

SPACING: R649-3-2 / GENERAL SITING

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



OIL, GAS & MINING



PREPARED BY: DIANA MASON
DATE: 29-JULY-2008

Application for Permit to Drill

Statement of Basis

10/1/2008

Utah Division of Oil, Gas and Mining

Page 1

APD No	API WellNo	Status	Well Type	Surf Ownr	CBM
897	43-047-40257-00-00		OW	P	No
Operator	NEWFIELD PRODUCTION COMPANY	Surface Owner-APD			
Well Name	OSMOND-MYER 13-28-4-1E	Unit			
Field	UNDESIGNATED	Type of Work			
Location	SWSW 28 4S 1E S 775 FSL 711 FWL	GPS Coord (UTM)	594268E	4439318N	

Geologic Statement of Basis

Newfield proposes to set 290' of surface casing at this location. The depth to the base of the moderately saline water at this location is estimated to be at a depth of 400'. A search of Division of Water Rights records shows no water wells within a 10,000 foot radius of the center of Section 28. The surface formation at this site is the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. It is recommended that surface casing be extended to cover the base of the moderately saline ground water.

Brad Hill
APD Evaluator

10/1/2008
Date / Time

Surface Statement of Basis

The proposed Osmond-Meyer 13-28-4-1E oil well location is approximately 27.6 road miles southeast of Myton, UT in the lower Pleasant Valley area of the Monument Butte Field. It is also about 14 air miles southeast of Roosevelt, Utah. Pariette Draw and Pleasant Valley Wash are the major drainages in the area. Both of these drainages contain perennial streams somewhat consisting of irrigation runoff and seepage occurring above the area. Pleasant Valley Wash joins Pariette Draw in the general area. Pariette Draw runs into the Green River approximately 9 miles downstream above Ouray, Utah. Poorly vegetated or barren flats surrounded by low hills and intersected with deep draws characterize the general area. Access is by State and County and planned or existing oil field development roads. Approximately 1080 feet of new construction will be required to access this well.

The location is in the bottom of Pariette Draw drainage, approximately 200 yards south of the wash itself. It is bordered on the south by a rough broken ridge that has rills or gulleys showing evidence of periodic runoff flows. A portion of the reserve pit will be excavated into the side of the ridge. The pad will be constructed by excavating from the slope on the south moving the fill to the north. The location has been moved to the north to partially avoid this hill. When the reserve pit is closed, constructed diversions will be needed along the side-slope extending both west and east around the pad. The pad is planned to be bermed. This will also keep flows from the side-hill from entering the location. No other springs, streams or seeps occur in the immediate area.

The location appears to be a suitable site for drilling and operating a well and is the best site in the immediate area.

The Kendell Investments LLC owns the surface and minerals are also FEE owned by another entity. Mike Kendell, representing Kendell Investment LLC, attended the pre-site visit. He had no concerns regarding the plan as proposed. A signed surface use agreement exists.

Floyd Bartlett
Onsite Evaluator

9/23/2008
Date / Time

Application for Permit to Drill

Statement of Basis

10/1/2008

Utah Division of Oil, Gas and Mining

Page 2

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit.
Surface	The well site shall be bermed to prevent fluids from leaving the pad.
Surface	Drainages adjacent to the proposed pad shall be diverted around the location.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator NEWFIELD PRODUCTION COMPANY
Well Name OSMOND-MYER 13-28-4-1E
API Number 43-047-40257-0 **APD No** 897 **Field/Unit** UNDESIGNATED
Location: 1/4,1/4 SWSW **Sec** 28 **Tw** 4S **Rng** 1E 775 FSL 711 FWL
GPS Coord (UTM) 594273 4439337 **Surface Owner**

Participants

Floyd Bartlett (DOGM), Kevan Stevens (Newfield), Mike Kendell (Kendell Investments, LLC) and Cory Miller (Tri-State Land Surveying, LLC).

Regional/Local Setting & Topography

The proposed Osmond-Meyer 13-28-4-1E oil well location is approximately 27.6 road miles southeast of Myton, UT in the lower Pleasant Valley area of the Monument Butte Field. It is also about 14 air miles southeast of Roosevelt, Utah. Pariette Draw and Pleasant Valley Wash are the major drainages in the area. Both of these drainages contain perennial streams somewhat consisting of irrigation runoff and seepage occurring above the area. Pleasant Valley Wash joins Pariette Draw in the general area. Pariette Draw runs into the Green River approximately 9 miles downstream above Ouray, Utah. Poorly vegetated or barren flats surrounded by low hills and intersected with deep draws characterize the general area. Access is by State and County and planned or existing oil field development roads. Approximately 1080 feet of new construction will be required to access this well.

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The location appears to be a suitable site for drilling and operating a well and is the best site in the immediate area.

The Kendell Investments LLC owns the surface and minerals are also FEE owned by another entity. Mike Kendell, representing Kendell Investment LLC, attended the pre-site visit. He had no concerns regarding the plan as proposed. A signed surface use agreement exists.

Surface Use Plan

Current Surface Use

Grazing
Recreational
Wildlife Habitat

New Road

Miles	Well Pad	Src Const Material	Surface Formation
0.1	Width 190 Length 290	Onsite	UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetland N

Flora / Fauna

Mostly barren. A few plants of Russian thistle, halogeton and shadscale exist.

Cattle, prairie dogs, antelope, small mammals and birds.

Soil Type and Characteristics

Soils are a shallow rocky sandy loam.

Erosion Issues Y

Sedimentation Issues Y

The pad is bordered on the south by a rough broken ridge that has rills or gulleys showing evidence of periodic runoff flows.

Site Stability Issues N

Drainage Diversion Required Y

Berm Required? Y

Erosion Sedimentation Control Required? Y

When the reserve pit is closed, constructed diversions will be needed along the side-slope extending both west and east around the pad. The pad is planned to be bermed. This will also keep flows from the side-hill from entering the location.

Paleo Survey Run? N **Paleo Potential Observed?** N **Cultural Survey Run?** N **Cultural Resources?**

Reserve Pit

Site-Specific Factors

Site Ranking

Distance to Groundwater (feet)	75 to 100	10
Distance to Surface Water (feet)	200 to 300	10
Dist. Nearest Municipal Well (ft)	>5280	0
Distance to Other Wells (feet)	300 to 1320	10
Native Soil Type	Mod permeability	10
Fluid Type	Fresh Water	5
Drill Cuttings	Normal Rock	0
Annual Precipitation (inches)	<10	0
Affected Populations	<10	0
Presence Nearby Utility Conduits	Not Present	0

Final Score 45 1 **Sensitivity Level**

Characteristics / Requirements

A reserve pit 40' x 70' x 8' deep will be located in an area of cut on the southeast side of the location. A pit liner is required. Newfield commonly uses a 16-mil liner.

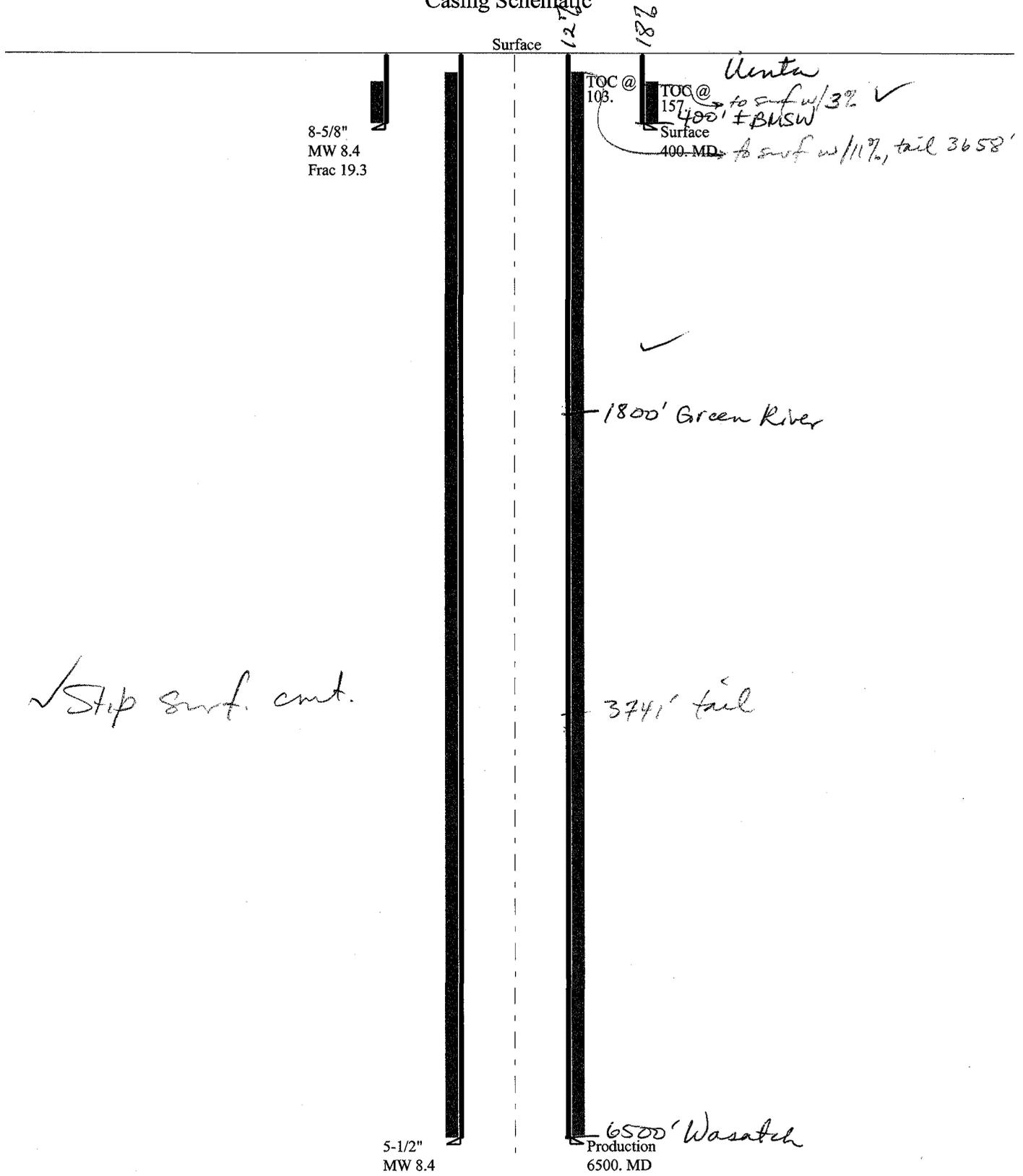
Closed Loop Mud Required? N **Liner Required?** Y **Liner Thickness** 16 **Pit Underlayment Required?** Y

Other Observations / Comments

Floyd Bartlett
Evaluator

9/23/2008
Date / Time

Casing Schematic



8-5/8"
MW 8.4
Frac 19.3

Surface

127
187

TOC @
103.

TOC @
157
Surface
400-MD

Uenta

to surf w/3% ✓
400' ± BUSW

to surf w/11%, tail 3658'



1800' Green River

✓ Stop surf. cont.

3741' tail

5-1/2"
MW 8.4

6500' Wasatch
Production
6500. MD

Well name:

43047402570000 Osmund-Meyer 13-28-4-1EOperator: **Newfield Production Company**String type: **Surface**

Project ID:

43-047-40257-0000

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: 65 °F
Bottom hole temperature: 71 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 185 ft
Cement top: 157 ft**Burst**Max anticipated surface
pressure: 352 psi
Internal gradient: 0.120 psi/ft
Calculated BHP 400 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 air weight.
Neutral point: 349 ft**Non-directional string.****Re subsequent strings:**Next setting depth: 6,500 ft
Next mud weight: 8.400 ppg
Next setting BHP: 2,836 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 400 ft
Injection pressure: 400 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 (ft ³)
1	400	8.625	24.00	J-55	ST&C	400	400	7.972	143
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	175	1370	7.851	400	2950	7.38	10	244	25.42 J

Prepared by: Helen Sadik-Macdonald
Div of Oil, Gas & Minerals

Phone: 810-538-5357

Date: October 13, 2008
Salt Lake City, Utah**ENGINEERING STIPULATIONS: NONE**

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Collapse is based on a vertical depth of 400 ft, a mud weight of 8.4 ppg. The casing is considered to be evacuated for collapse purposes.
Burst strength is not adjusted for tension.*Engineering responsibility for use of this design will be that of the purchaser.*

Well name:

43047402570000 Osmund-Meyer 13-28-4-1E

Operator: **Newfield Production Company**

String type: Production

Project ID:

43-047-40257-0000

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: 65 °F
Bottom hole temperature: 156 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 368 ft
Cement top: 103 ft

Burst

Max anticipated surface pressure: 1,406 psi
Internal gradient: 0.220 psi/ft
Calculated BHP 2,836 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 air weight.
Neutral point: 5,674 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	6500	5.5	15.50	J-55	LT&C	6500	6500	4.825	868.7
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	2836	4040	1.424	2836	4810	1.70	101	217	2.15 J

Prepared by: Helen Sadik-Macdonald
Div of Oil, Gas & Minerals

Phone: 810-538-5357

Date: October 13, 2008
Salt Lake City, Utah

ENGINEERING STIPULATIONS: NONE

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Collapse is based on a vertical depth of 6500 ft, a mud weight of 8.4 ppg. The casing is considered to be evacuated for collapse purposes.

Burst strength is not adjusted for tension.

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

BOPE REVIEW

Newfield Osmond-Meyer 13-28-4-1E

API 43-047-40257-0000

INPUT

Well Name	Newfield Osmond-Meyer 13-28-4-1E			API 43-047-40257-0000	
Casing Size (")	String 1	String 2			
Setting Depth (TVD)	8 5/8	5 1/2			
Previous Shoe Setting Depth (TVD)	400	6525			
Max Mud Weight (ppg)	0	400			
BOPE Proposed (psi)	8.4	8.4	✓		
Casing Internal Yield (psi)	0	2000			
Operators Max Anticipated Pressure (psi)	2950	4810			
	2825	8.3 ppg	✓		

Calculations	String 1		8 5/8 "	
Max BHP [psi]	.052*Setting Depth*MW =		175	
				BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) [psi]	Max BHP-(0.12*Setting Depth) =		127	NO Air drill
MASP (Gas/Mud) [psi]	Max BHP-(0.22*Setting Depth) =		87	NO
				*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth) =		87	NO <i>reasonable depth</i>
Required Casing/BOPE Test Pressure			400 psi	
*Max Pressure Allowed @ Previous Casing Shoe =			0 psi	*Assumes 1psi/ft frac gradient

Calculations	String 2		5 1/2 "	
Max BHP [psi]	.052*Setting Depth*MW =		2850	
				BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) [psi]	Max BHP-(0.12*Setting Depth) =		2067	NO
MASP (Gas/Mud) [psi]	Max BHP-(0.22*Setting Depth) =		1415	YES ✓
				*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth) =		1503	NO <i>reasonable</i>
Required Casing/BOPE Test Pressure			2000 psi	
*Max Pressure Allowed @ Previous Casing Shoe =			400 psi	*Assumes 1psi/ft frac gradient

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL, DEEPEN		5. LEASE DESIGNATION AND SERIAL NO. FEE
1a. TYPE OF WORK DRILL <input type="checkbox"/> DEEPEN <input checked="" type="checkbox"/> RE-ENTER <input type="checkbox"/>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME N/A
1b. TYPE OF WELL		7. UNIT AGREEMENT NAME N/A
OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER <input type="checkbox"/> SINGLE ZONE <input type="checkbox"/> MULTIPLE ZONE <input checked="" type="checkbox"/>		8. FARM OR LEASE NAME N/A
2. NAME OF OPERATOR Newfield Production Company		9. WELL NO. Osmond-Meyer 13-28-4-1E
3. ADDRESS AND TELEPHONE NUMBER: Route #3 Box 3630, Myton, UT 84052 Phone: (435) 646-3721		10. FIELD AND POOL OR WILDCAT Monument Butte Undesignated
4. LOCATION OF WELL (FOOTAGE) At Surface SW/SW 594268 X 775' FSL 711' FWL 40.100774 At proposed Producing Zone 4439318 Y -109.894049		11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SW/SW Sec. 28, T4S, R1E
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE* Approximately 27.6 miles southeast of Myton, UT		12. County Uintah
15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest dfg, unit line, if any) Approx. 545' f/lse line and NA' f/unit line		13. STATE UT
16. NO. OF ACRES IN LEASE NA	17. NO. OF ACRES ASSIGNED TO THIS WELL 40	
18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR ON THIS LEASE, FT. Approx. 1135'	19. PROPOSED DEPTH 6500'	20. ROTARY OR CABLE TOOLS Rotary
21. ELEVATIONS (Show whether DF, RT, GR, etc.) 4863' GL		22. APPROX. DATE WORK WILL START* 4th Quarter 2008

23. **PROPOSED CASING AND CEMENTING PROGRAM**

SIZE OF HOLE.	SIZE OF CASING	WEIGHT/FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12 1/4	8 5/8	24#	400'	155 sx +/- 10%
7 7/8	5 1/2	15.5#	TD	275 sx lead followed by 450 sx tail
				See Detail Below

DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

*The actual cement volumes will be calculated off of the open hole logs, plus 15% excess:

SURFACE PIPE - 155 sx Class G Cement +/- 10%, w/ 2% CaCl2 & 1/4#/sk Cello-flake
Weight: 15.8 PPG YIELD: 1.17 Cu Ft/sk H2O Req: 5 gal/sk

LONG STRING - Lead: Premium Lite II Cement + 3lbs/sk BA-90 + 3% KCl + .25 lbs/sk Cello Flake + 2 lbs/sk Kol Seal + 10% Bentonite + .5% Sodium Metasilicate
Weight: 11.0 PPG YIELD: 3.43 Cu Ft/sk H2O Req: 21.04 gal/sk

Tail: 50-50 Poz-Class G Cement + 3% KCl + .25 lbs/sk Cello Flake + 2% Bentonite + .3% Sodium Metasilicate
Weight: 14.2 PPG YIELD: 1.59 Cu Ft/sk H2O Req: 7.88 gal/sk

24. Name & Signature: Mandie Crozier Title: Regulatory Specialist Date: 10/14/2008

(This space for State use only)

API Number Assigned: 43-047-40257 APPROVAL: _____

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 11-05-08
By: [Signature]

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OCT 14 2008

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

November 5, 2008

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

Re: Osmond-Meyer 13-28-4-1E Well, 775' FSL, 711' FWL, SW SW, Sec. 28, T. 4 South,
R. 1 East, Uintah County, Utah

Gentlemen:

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

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 43-047-40257.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

cc: Uintah County Assessor



Operator: Newfield Production Company

Well Name & Number Osmond-Meyer 13-28-4-1E

API Number: 43-047-40257

Lease: Fee

Location: SW SW Sec. 28 T. 4 South R. 1 East

Conditions of Approval

1. General

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

2. Notification Requirements

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

- 24 hours prior to cementing or testing casing – contact Dan Jarvis
- 24 hours prior to testing blowout prevention equipment – contact Dan Jarvis
- 24 hours prior to spudding the well – contact Carol Daniels
- Within 24 hours of any emergency changes made to the approved drilling program – contact Dustin Doucet
- Prior to commencing operations to plug and abandon the well – contact Dan Jarvis

The operator is required to get approval from the Division of Oil, Gas and Mining before performing any of the following actions during the drilling of this well:

- Plugging and abandonment or significant plug back of this well – contact Dustin Doucet
- Any changes to the approved drilling plan – contact Dustin Doucet

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

- Dan Jarvis at: (801) 538-5338 office (801) 942-0871 home
- Carol Daniels at: (801) 538-5284 office
- Dustin Doucet at: (801) 538-5281 office (801) 733-0983 home

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

Spud

BLM - Vernal Field Office - Notification Form

Operator Newfield Production Rig
Name/# Ross Spud rig # 24 Submitted By
Johnny Davis Phone Number (435)-823-3610

Well Name/Number OM 13-28-4-1E
Qtr/Qtr SWSW Section 28 Township 4S
Range 1E
Lease Serial Number
Fee
API Number 43-047-40257

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time 10:00 1/13/09 AM
PM

Casing – Please report time casing run starts, not cementing times.

- Surface Casing
- Intermediate Casing
- Production Casing
- Liner
- Other

Date/Time 1/14/09 9:00 AM
PM

BOPE

Initial BOPE test at surface casing point

- BOPE test at intermediate casing point
- 30 day BOPE test
- Other

Date/Time _____ AM PM

Remarks Cmt 8 5/8" Csg. @ 7:00 AM
1/15/09

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

OPERATOR: NEWFIELD PRODUCTION COMPANY
ADDRESS: RT. 3 BOX 3630
MYTON, UT 84052

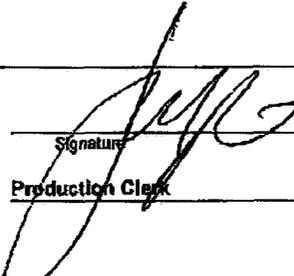
OPERATOR ACCT. NO. N2695

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION				COUNTY	SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG			
A	99999	17263	4304740257	OSMOND-MEYER 13-28-4-1E	SWSW	28	4S	1E	UINTAH	1/13/2009	1/15/09
WELL 1 COMMENTS: <i>GRRV</i>											
A	99999	12308	4301333817	SAND WASH FEDERAL G-30-8-17	NWNW	3D	8S	17E	DUCHESNE	1/13/2009	1/15/09
WELL 2 COMMENTS: <i>GRRV BHL = NWNW</i>											
B	99999	12391	4301333602	BOUNDARY 4-21-8-17	NWNW	21	8S	17E	DUCHESNE	1/8/2008	
WELL 5 COMMENTS: <i>Duplicate</i>											
WELL 5 COMMENTS:											

ACTION CODES (See instructions on back of form)

- A - new entity for new well (single well only)
- B - well to existing entity (group or unit well)
- C - from one existing entity to another existing entity
- D - well from one existing entity to a new entity
- E - fee (explain in comments section)

NOTE: Use COMMENT section to explain why each Action Code was selected.


 Signature _____ Jentri Park
 Production Clerk _____
 Date 01/02/09

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DIV. OF OIL, GAS & MINING

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

5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
7. UNIT or CA AGREEMENT NAME:
8. WELL NAME and NUMBER: OSMOND-MEYER 13-28-4-1E
9. API NUMBER: 4304740257
10. FIELD AND POOL, OR WILDCAT: MONUMENT BUTTE

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:
NEWFIELD PRODUCTION COMPANY

3. ADDRESS OF OPERATOR: PHONE NUMBER
Route 3 Box 3630 CITY Myton STATE UT ZIP 84052 435.646.3721

4. LOCATION OF WELL:
FOOTAGES AT SURFACE: COUNTY: UINTAH

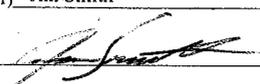
OTR/OTR. SECTION. TOWNSHIP. RANGE. MERIDIAN: SWSW, 28, T4S, R1E STATE: UT

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 _____	<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"/> TEMPORARITLY 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 FLAIR
<input checked="" type="checkbox"/> SUBSEOUENT REPORT (Submit Original Form Only) Date of Work Completion: 01/19/2009	<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/STOP)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: - Spud Notice
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
On 1/13/09 MIRU Ross # 24. Spud well @ 12:00 pm. Drill 438' of 12 1/4" hole with air mist. TIH W/ 10 Jt's 8 5/8" J-55 24 # csgn. Set @ 443.11 KB. On 1/15/09 cement with 218 sks of class "G" w/ 3% CaCL2 + 1/4# sk Cello- Flake-Mixed @ 15.8 ppg > 1.17 cf/ sk yeild. Returned 7 bbls cement to pit. WOC.

NAME (PLEASE PRINT) Jim Smith TITLE Drilling Foreman

SIGNATURE  DATE 01/19/2009

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DIV. OF OIL, GAS & MINING

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

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: OIL WELL GAS WELL OTHER

8. WELL NAME and NUMBER:
OSMOND-MEYER 13-28-4-1E

2. NAME OF OPERATOR:
NEWFIELD PRODUCTION COMPANY

9. API NUMBER:
4304740257

3. ADDRESS OF OPERATOR: Route 3 Box 3630 CITY Myton STATE UT ZIP 84052 PHONE NUMBER 435.646.3721

10. FIELD AND POOL, OR WILDCAT:
MONUMENT BUTTE

4. LOCATION OF WELL:
FOOTAGES AT SURFACE:

COUNTY: UINTAH

OTR/OTR. SECTION. TOWNSHIP. RANGE. MERIDIAN: SWSW, 28, T4S, R1E

STATE: UT

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 	<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: 01/23/2009	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARITLY 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 FLAIR
	<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/STOP)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: - Weekly Status Report
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

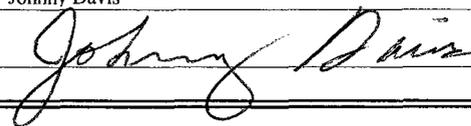
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

On 1/18/09 MIRU NDSI Rig #3. Set all equipment. Pressure test Kelly, TIW, Choke manifold, & Bop's to 2,000 psi. Test 8.625 csgn to 1,500 psi. Vernal BLM field, & Roosevelt DOGM office was notified of test. PU BHA and tag cement @ 401'. Drill out cement & shoe. Drill a 7.875 hole with fresh water to a depth of 6300'. Lay down drill string & BHA. Open hole log w/ Dig/SP/GR log's TD to surface. PU & TIH with Guide shoe, shoe jt, float collar, 160 jt's of 5.5 J-55, 15.5# csgn. Set @ 6231' / KB. Cement with 300 sks cement mixed @ 11.0 ppg & 3.43 yld. The 425 sks cement mixed @ 14.4 ppg & 1.24 yld. circ 35 bbl cmt to surface. Nipple down Bop's. Set slips @ 104,000 #'s tension. Release rig 10:00 PM on 1/22/09.

NAME (PLEASE PRINT) Johnny Davis

TITLE Drilling Foreman

SIGNATURE



DATE 01/23/2009

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DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No. **FEE**

6. If Indian, Allottee or Tribe Name **NA**

7. Unit or CA Agreement Name and No. **FEE**

1a. Type of Well Oil Well Gas Well Dry Other

1b. Type of Completion: New Well Work Over Deepen Plug Back Diff. Resrvr.,
Other: _____

2. Name of Operator **NEWFIELD EXPLORATION COMPANY**

3. Address **1401 17TH ST. SUITE 1000 DENVER, CO 80202**

3a. Phone No. (include area code) **(435)646-3721**

8. Lease Name and Well No. **OSMOND-MEYER 13-28-4-1**

9. AFI Well No. **43-047-40257**

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
At surface 775' FSL & 7X1' FWL (SW/SW) SEC. 28, T4S, R1E
At top prod. interval reported below
At total depth 6300'

10. Field and Pool or Exploratory **MONUMENT BUTTE**

11. Sec., T., R., M., on Block and Survey or Area **SEC. 28, T1S, R1E**

12. County or Parish **UINTAH**

13. State **UT**

14. Date Spudded **01/03/2009**

15. Date T.D. Reached **01/21/2009**

16. Date Completed **02/12/2009**
 D & A Ready to Prod.

17. Elevations (DF, RKB, RT, GL)* **4863' GL 4875' KB**

18. Total Depth: **MD 6300'**
TVD

19. Plug Back T.D.: **MD 6132'**
TVD

20. Depth Bridge Plug Set: **MD**
TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
DUAL IND GRD, SP, COMP. DENSITY, COMP. NEUTRON, GR, CALIPER, CMT BOND

22. Was well cored? No Yes (Submit analysis)
Was DST run? No Yes (Submit report)
Directional Survey? No Yes (Submit copy)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
12-1/4"	8-5/8" J-55	24#		443'		218 CLASS G			
7-7/8"	5-1/2" J-55	15.5#		6231'		300 PRIMLITE		51'	
						425 50/50 POZ			

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2-7/8"	EOT@ 5376'	TA @ 5279'						

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER			(C) 5302-5308'	.49"	4	24
B) GREEN RIVER			(D2) 5155-5161'	.49"	4	24
C) GREEN RIVER			(GB4) 4554-4575'	.49"	4	84
D)						

27. Acid, Fracture, Treatment, Cement Squeeze, etc.

Depth Interval	Amount and Type of Material
5302-5308'	Frac w/ 19820# of 20/40 snd 332 bbls fluid
5155-5161'	Frac w/ 30312# 20/40 snd 406 bbls fluid
4554-4575'	Frac w/ 116297# 20/40 snd 855 bbls fluid

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
02/12/09	02/22/09	24	→	85	0	12			2-1/2" x 1-1/2" x 16' x 20' RHAC Pump W/ Sm Plunger
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
			→					PRODUCING	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
			→						

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*(See instructions and spaces for additional data on page 2)

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	

29. Disposition of Gas (Solid, used for fuel, vented, etc.)

USED FOR FUEL

30. 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.

31. Formation (Log) Markers

GEOLOGICAL MARKERS

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GARDEN GULCH MRK GARDEN GULCH 1	4083' 4252'
				GARDEN GULCH 2 POINT 3	4374' 4374'
				X MRKR Y MRKR	4872' 4906'
				DOUGALS CREEK MRK BI CARBONATE MRK	5046' 5347'
				B LIMESTON MRK CASTLE PEAK	5484' 5836'
				BASAL CARBONATE TOTAL DEPTH (LOGGERS)	6238' 6341'

32. Additional remarks (include plugging procedure):

33. Indicate which items have been attached by placing a check in the appropriate boxes:

- Electrical/Mechanical Logs (1 full set req'd.)
 Geologic Report
 DST Report
 Directional Survey
 Sundry Notice for plugging and cement verification
 Core Analysis
 Other:

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions)*

Name (please print) Tammi Lee Title Production Clerk
 Signature *Tammi Lee* Date 03/03/2009

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