Form 3160-3
(August 2007)

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

5. Lease Serial No.
UTU-013766

6. If Indian, Allotee or Tribe Name
N/A

1a. Type of work: ☑ DRILL ☐ REENTER

7. If Unit or CA Agreement, Name and No.
River Bend Unit

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

8. Lease Name and Well No.
RBU 28-23E

2. Name of Operator
XTO Energy, Inc.

9. API Well No.
43-047-40530

3a. Address PO Box 1360; 978 North Crescent Road
Roosevelt, UT 84066

3b. Phone No. *(include area code)*
435-722-4521

10. Field and Pool, or Exploratory
Natural Buttes

4. Location of Well *(Report location clearly and in accordance with any State requirements.*)*
At surface 490' FSL & 580' FWL, SW/4 SW/4,
At proposed prod. zone 1,400' FSL & 370' FWL, NW/4 SW/4,

11. Sec., T. R. M. or Blk. and Survey or Area
Section 23, T10S, R19E, SLB&M

14. Distance in miles and direction from nearest town or post office*
11.91 miles southwest of Ouray, Utah

12. County or Parish
Uintah

13. State
UT

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 490'

16. No. of acres in lease
2240

17. Spacing Unit dedicated to this well
40 acres

18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 20'

19. Proposed Depth
8,808' MD / 8,678' TVD

20. BLM/BIA Bond No. on file
UTB-000138

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
5,244'

22. Approximate date work will start*
06/15/2009

23. Estimated duration
14 days

24. Attachments

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

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

25. Signature Don Hamilton
Name *(Printed/Typed)* Don Hamilton
Date 01/29/2009

Title
Agent for XTO Energy, Inc.

Approved by *(Signature)* [signature]
Name *(Printed/Typed)* BRADLEY G. HILL
Date 02-10-09

Title
Office ENVIRONMENTAL MANAGER

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

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

(Continued on page 2)

*(Instructions on page 2)

Surf
606302X
4420167Y
39.926829
-109.756040

Federal Approval of this Action is Necessary

BHL
606235X
4420443Y
39.929322
-109.756773

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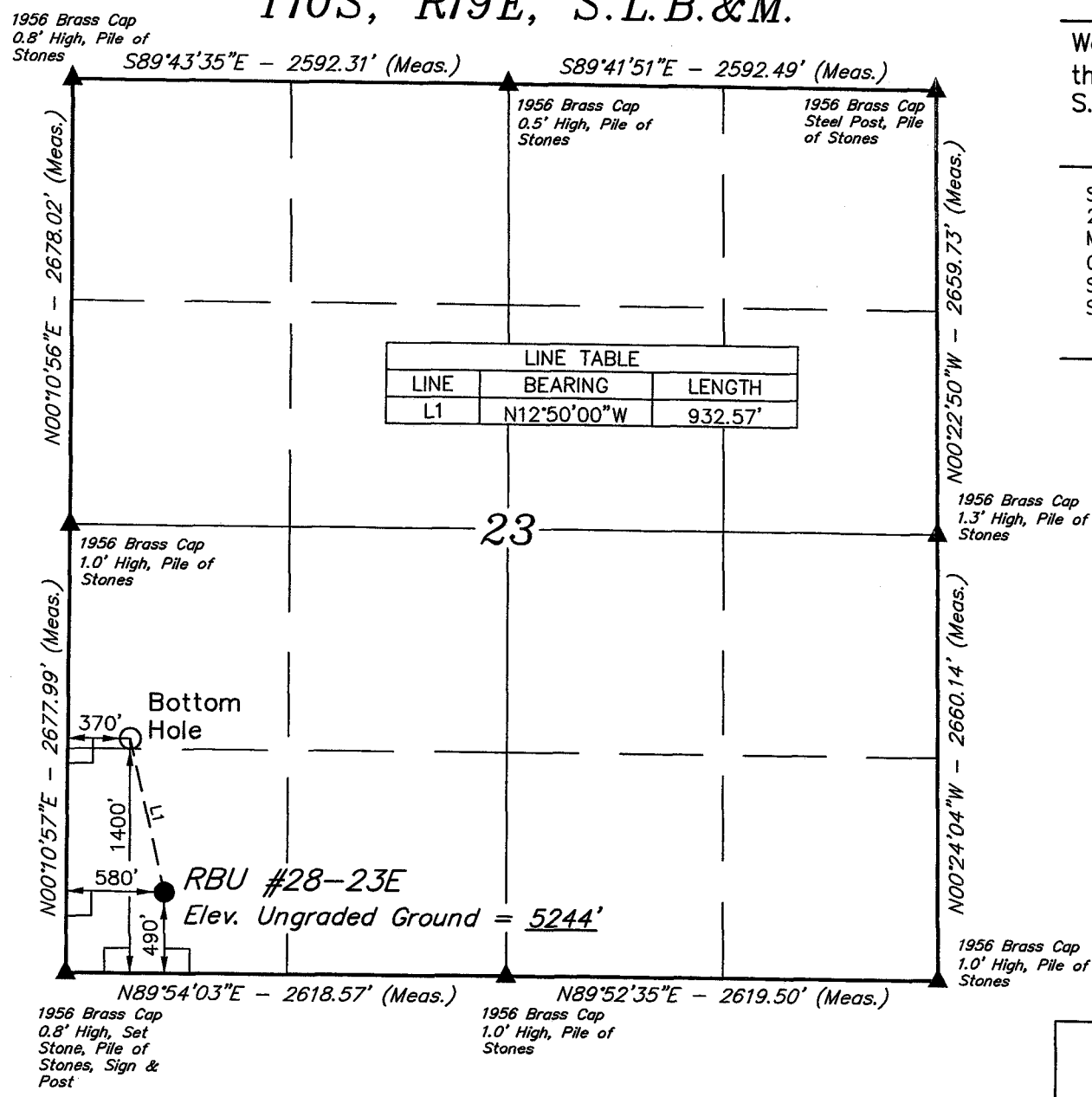
FEB 02 2009
DIV. OF OIL, GAS & MINING

T10S, R19E, S.L.B.&M.



LINE TABLE		
LINE	BEARING	LENGTH
L1	N12°50'00"W	932.57'

XTO ENERGY, INC.

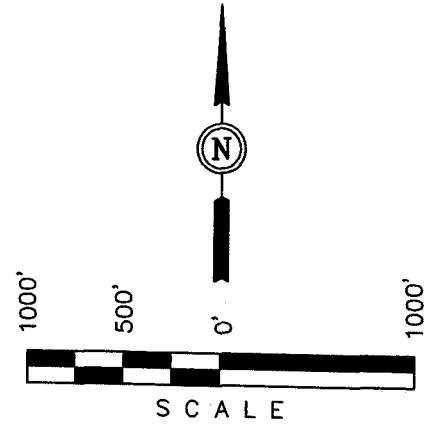
Well location, RBU #28-23E, located as shown in the SW 1/4 SW 1/4 of Section 23, T10S, R19E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

SPOT ELEVATION AT THE SOUTHWEST CORNER OF SECTION 20, T10S, R20E, S.L.B.&M., TAKEN FROM THE BIG PACK MTN. NW QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5251 FEET.

BASIS OF BEARINGS

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



CERTIFICATE

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

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REGISTERED LAND SURVEYOR No. 161319 STATE OF UTAH

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

LEGEND:

└ = 90° SYMBOL
● = PROPOSED WELL HEAD.
▲ = SECTION CORNERS LOCATED.

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 39°55'45.55" (39.929319) LONGITUDE = 109°45'27.20" (109.757556)	LATITUDE = 39°55'36.57" (39.926825) LONGITUDE = 109°45'24.54" (109.756817)
NAD 27 (TARGET BOTTOM HOLE)	**NAD 27 (SURFACE LOCATION)**
LATITUDE = 39°55'45.68" (39.929356) LONGITUDE = 109°45'24.70" (109.756861)	LATITUDE = 39°55'36.70" (39.926861) LONGITUDE = 109°45'22.04" (109.756122)

SCALE 1" = 1000'	DATE SURVEYED: 08-08-08	DATE DRAWN: 08-18-08
PARTY B.B K.A. D.P.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE XTO ENERGY, INC.	

B&A Buys & Associates, Inc.
Environmental Consultants

2580 Creekview Road
Moab, Utah 84532
435/719-2018 435/719-2019 Fax

January 29, 2009

Fluid Minerals Group
Bureau of Land Management
Vernal Field Office
170 South 500 East
Vernal, Utah 84078

RE: Application for Permit to Drill—XTO Energy, Inc.
RBU 28-23E
Surface Location: 490' FSL & 580' FWL, SW/4 SW/4,
Target Location: 1,400' FSL & 370' FWL, NW/4 SW/4,
Section 23, T10S, R19E, SLB&M, Uintah County, Utah

Dear Fluid Minerals Group:

On behalf of XTO Energy, Inc. Buys & Associates, Inc. respectfully submits the enclosed original and three copies of the Application for Permit to Drill (APD) for the above referenced BLM surface and mineral directional well. A letter from XTO Energy immediately follows this letter to charge the APD processing fee under the Fiscal Year 2008 Consolidated Appropriations Act. Included with the APD is the following supplemental information:

Exhibit "A" - Survey plats, layouts and photos of the proposed well site;

Exhibit "B" - Proposed location maps with access and pipeline corridors;

Exhibit "C" - Production site layout;

Exhibit "D" - Drilling Plan with Directional Survey;

Exhibit "E" - Surface Use Plan with APD Certification;

Exhibit "F" - Typical BOP and Choke Manifold diagram;

Exhibit "G" - Cultural and Paleontological Clearance Reports.

Thank you very much for your timely consideration of this application. Please feel free to contact myself or Ken Secrest of XTO Energy, Inc. at 435-722-4521 if you have any questions or need additional information.

Sincerely,

Don Hamilton

Don Hamilton
Agent for XTO Energy, Inc.

cc: Diana Mason, Division of Oil, Gas and Mining
Ken Secrest, XTO Energy, Inc.

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DIV. OF OIL, GAS & MINING
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XTO ENERGY INC.

RBU 28-23E
APD Data
January 28, 2009

Location: 490' FSL & 580' FWL, Sec. 23, T10S, R19E **County**: Uintah **State**: Utah
Bottomhole Location: 1400' FSL & 370' FWL, Sec. 23, T10S, R19E

GREATEST PROJECTED TD: 8808' MD/ 8678' TVD OBJECTIVE: Wasatch/Mesaverde
APPROX GR ELEV: 5244' Est KB ELEV: 5266' (22' AGL)

1. MUD PROGRAM:

INTERVAL	0' to 2164'	2164' to 8808'
HOLE SIZE	12.25"	7.875"
MUD TYPE	FW/Spud Mud	KCl Based LSND / Gel Chemical
WEIGHT	8.4	8.6-9.20
VISCOSITY	NC	30-60
WATER LOSS	NC	8-15

Remarks: Use fibrous materials as needed to control seepage and lost circulation. Pump high viscosity sweeps as needed for hole cleaning. Raise viscosity at TD for logging. Reduce viscosity after logging for cementing purposes. The mud system will be monitored visually/manually.

2. CASING PROGRAM:

Surface Casing: 9.625" casing set at ±2164'MD/2100'TVD in a 12.25" hole filled with 8.8 ppg mud

Interval	Length	Wt	Gr	Cplg	Coll Rating (psi)	Burst Rating (psi)	Jt Str (M-lbs)	ID (in)	Drift (in)	SF Coll	SF Burst	SF Ten
0'-2164'	2164'	36#	J-55	ST&C	2020	3520	394	8.921	8.765	2.10	3.66	5.06

Production Casing: 5.5" casing set at ±8808'MD/8678'TVD in a 7.875" hole filled with 9.2 ppg mud.

Interval	Length	Wt	Gr	Cplg	Coll Rating (psi)	Burst Rating (psi)	Jt Str (M-lbs)	ID (in)	Drift (in)	SF Coll	SF Burst	SF Ten
0'-8808'	8808'	17#	N-80	LT&C	6280	7740	348	4.892	4.767	1.91	2.36	2.32

Collapse and burst loads calculated at TVD with 0.1 psi/ft gas gradient back up.

3. WELLHEAD:

A. Casing Head: Larkin Fig 92 (or equivalent), 9" nominal, 2,000 psig WP (4,000 psig test) with 9-5/8" 8rnd thread on bottom (or slip-on, weld-on) and 11-3/4" 8rnd thread on top.
B. Tubing Head: Larkin Fig 612 (or equivalent), 6.456" nominal, 5,000 psig WP, 5-1/2" 8rnd female thread on bottom (or slip-on, weld-on), 8-5/8" 8rnd thread on top.

4. CEMENT PROGRAM:

A. Surface: 9.625", 36#, J-55 (or equiv.), ST&C casing to be set at ± 2164' in 12.25" hole.

LEAD:
±200 sx of Premium Plus V Blend. (Type V/Poz/Gel) or equivalent, with dispersant, fluid loss, accelerator, & LCM mixed at 11.0 ppg, 3.82 ft^3/sk, 22.95 gal wtr/sx.

TAIL:
350 sx Class G or equivalent cement with bonding additive, LCM, dispersant, & fluid loss mixed at 15.6 ppg, 1.2 cuft/sx

Total estimated slurry volume for the 9.625"surface casing is 1184 ft^3. Slurry includes 75% excess of calculated open hole annular volume to 2164'.

B. Production: 5.5", 17#, N-80 (or equiv.), LT&C casing to be set at ± 8808' in 7.875" hole.

LEAD:
±245 sx of Premium Plus V Blend. (Type V/Poz/Gel) or equivalent, with dispersant, fluid loss, accelerator, & LCM mixed at 11.6 ppg, 3.12 ft^3/sk, 17.71 gal wtr/sx.

TAIL:
400 sx Class G or equivalent cement with poz, bonding additive, LCM, dispersant, & fluid loss mixed at 13.0 ppg, 1.75 cuft/sx, 9.09 gal/sx.

Total estimated slurry volume for the 5.5" production casing is 1465 ft^3. Slurry includes 15% excess of calculated open hole annular volume.

Note: The slurry design may change slightly based upon actual conditions. Final cement volumes will be determined from the caliper logs plus 15% or greater excess. The cement is designed to circulate on surface casing string. The production casing is designed for the top of cement to be at 1664'.

5. LOGGING PROGRAM:

A. Mud Logger: The mud logger will come on at intermediate casing point and will remain on the hole until TD. The mud will be logged in 10' intervals.

B. Open Hole Logs as follows: Run Array Induction/SFL/GR/SP fr/TD (8808') to the bottom of the surface csg. Run Neutron/Lithodensity/Pe/GR/Cal from TD (8808') to 2164'. A GPIT/Orientation Tool **may** be run from 8808' – 2164'.

6. FORMATION TOPS:

Please see attached directional plan.

7. ANTICIPATED OIL, GAS, & WATER ZONES:

A.

Formation	Expected Fluids	Depth Top (MD)
Wasatch Tongue	Oil/Gas/Water	4166
Wasatch	Gas/Water	4681
Chapita Wells	Gas/Water	5506
Uteland Buttes	Gas/Water	6821
Mesaverde	Gas/Water	7596

B. Appropriately weighted mud will be used to isolate potential gas, oil, and water zones until such time as casing can be cemented into place for zonal isolation.

C. There are no known potential sources of H_2S.

D. The closest offset well, RBU 10-23E was drilled in 1992 to 7708' TVD with a mud density of 8.6 ppg. Assuming a slight overbalance of 0.1 ppg, the formation pore pressure would equate to an 8.5 ppg value (or pressure gradient of 0.442 psi/ft). Extrapolating this value down to the target total depth of 8678' TVD the **anticipated bottom hole pressure** would be **3836 psi**. Using a conservative gas gradient to surface of 0.1 psi/ft, the **maximum anticipated surface pressure** would be **2968** psi.

8. BOP EQUIPMENT:

The drilling of the surface hole will not utilize a bop stack – a 2000 psi diverter system will be utilized..

Production hole will be drilled with a 3000 psi rated BOP stack and choke manifold

Minimum specifications for pressure control equipment are as follows:

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

Ram type preventers and associated equipment shall be tested to stack working pressure if isolated by test plug or to 70% of internal yield pressure of casing. Pressure shall be maintained for at least 10 minutes or until requirements of test are met, whichever is longer. If a test plug is utilized, no bleed-off pressure is acceptable. For a test not utilizing a test plug, if a decline in pressure of more than 10% in 30 minutes occurs, the test shall be considered to have failed. Valve on casing head below test plug shall be open during test of BOP stack.

Annular type preventers (if used) shall be tested to 50% of rated working pressure. Pressure shall be maintained at least 10 minutes or until provisions of test are met, whichever is longer.

As a minimum, the above test shall be performed:

a. when initially installed:

b. whenever any seal subject to test pressure is broken

c. following related repairs: and

d. at 30 day intervals

Valves shall be tested from working pressure side during BOPE tests with all down stream valves open.

When testing the kill line valve(s) shall be held open or the ball removed.

Annular preventers (if used) shall be functionally operated at least weekly.

Pipe and blind rams shall be activated each trip, however, this function need not be performed more than once a day.

A BOPE pit level drill shall be conducted weekly for each drilling crew.

The BOP and related equipment shall meet the minimum requirements of Onshore Oil and Gas Order No.2 for equipment and testing requirements, procedures, etc., and individual components shall be operable as designed. Chart recorders shall be used for all pressure tests. Pressure tests shall apply to all related well control equipment.

BOP systems shall be consistent with API RP53 with a minimum pressure rating of 3000 psi. Pressure tests will be conducted before drilling out from under casing strings which have been set and cemented in place. Test pressures for BOP equipment are as follows:

Annular BOP -- 1500 psi
Ram type BOP -- 3000 psi
Kill line valves -- 3000 psi
Choke line valves and choke manifold valves -- 3000 psi
Chokes -- 3000 psi
Casing, casinghead & weld -- 1500 psi
Upper kelly cock and safety valve -- 3000 psi
Dart valve -- 3000 psi

Blowout preventer controls will be installed prior to drilling the surface casing plug and will remain in use until the well is completed or abandoned. Preventers will be inspected and operated at least daily to ensure good mechanical working order, and this inspection will be recorded on the daily drilling report. Preventers will be pressure tested before drilling casing cement plugs.

The BLM in Vernal, UT shall be notified, at least 24 hours prior to initiating the pressure test, in order to have a BLM representative on location during pressure testing.

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

b. A choke line and a kill line are to be properly installed.

c. The accumulator system shall have a pressure capacity to provide for repeated operation of hydraulic preventers.

d. Drill string safety valve(s), to fit all tools in the drill string, are to be maintained on the rig floor while drilling operations are in progress.

e. See attached BOP & Choke manifold diagrams.

9. COMPANY PERSONNEL:

Name	Title	Office Phone	Home/Cell Phone
Justin Niederhofer	Drilling Engineer	505-333-3199	505-320-0158
Bobby Jackson	Drilling Superintendent	505-333-3224	505-486-4706
Brent H. Martin	Drilling Manager	505-333-3110	505-320-4074
Jeff Jackson	Project Geologist	817-885-2800	

SURFACE USE PLAN

Name of Operator:	XTO Energy, Inc.
Address:	P.O. Box 1360; 978 North Crescent Road Roosevelt, Utah 84066
Well Location:	**RBU 28-23E** *Surface Location:* 490' FSL & 580' FWL, SW/4 SW/4, *Target Location:* 1,400' FSL & 370' FWL, NW/4 SW/4, Section 23, T10S, R19E, SLB&M, Uintah County, Utah

The surface owner or surface owner representative and dirt contractor will be provided with an approved copy of the surface use plan of operations and approved conditions of approval before initiating construction.

The BLM onsite inspection for the referenced well was conducted on Wednesday, October 29, 2008 at approximately 3:14 pm. In attendance at the onsite inspections were the following individuals:

Paul Percival	Nat. Res. Prot. Spec.	BLM – Vernal
David Gordon	Wildlife Biologist	BLM – Vernal
Ken Secrest	Regulatory Coordinator	XTO Energy, Inc.
Jody Mecham		XTO Energy, Inc.
Terry Scholes		XTO Energy, Inc.
Brandon Bowthorpe	Surveyor	Uintah Engineering
Billy McClure	Foreman	LaRose Construction
Randy Jackson	Foreman	Jackson Construction

1. Location of Existing Roads:

   a. The proposed well site is located approximately 11.91 miles southwest of Ouray, Utah.

   b. Directions to the proposed well site have been attached at the end of Exhibit B.

   c. The use of roads under State and County Road Department maintenance are necessary to access the River Bend Unit area. However, an encroachment permit is not anticipated since no upgrades to the State or County Road system are proposed at this time.

   d. All existing roads will be maintained and kept in good repair during all phases of operation.

   e. Vehicle operators will obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions.

   f. Since no improvements are anticipated to the State, County, Tribal or BLM access roads no topsoil striping will occur.

   g. An off-lease federal Right-of-Way is not anticipated for the access road and pipeline corridors since both exist and not proposed for upgrade.

2. Planned Access Roads:

a. No new access is proposed since the well will be drilled from the existing RBU 13.23E well site utilizing the existing access road.

3. Location of Existing Wells:

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

4. Location of Existing and/or Proposed Production Facilities:

a. All permanent structures will be painted a flat, non-reflective Covert Green /Carlsbad Canyon to match the standard environmental colors. All facilities will be painted within six months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.

b. Site security guidelines identified in 43 CFR 3163.7-5 and Onshore Oil and Gas Order No. 3 will be adhered to.

c. A gas meter run will be constructed and located on lease within 500 feet of the wellhead. Meter runs will be housed and/or fenced. All gas production and measurement shall comply with the provisions of 43 CFR 3162. 7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.

d. A tank battery will be constructed on this lease, it will be surrounded by a dike of sufficient capacity to contain the storage capacity of the largest tank. All loading lines and valves will be placed inside the berm surrounding the tank battery. All liquid hydrocarbons production and measurement shall conform to the provisions of 43 CFR 3162.7-3 and Onshore Oil and Gas Order No. 4 and Onshore Oil and Gas Order No. 5 for natural gas production and measurement.

e. Any necessary pits will be properly fenced to prevent any wildlife and livestock entry.

f. All access roads will be maintained as necessary to prevent erosion and accommodate year-round traffic. The road will be maintained in a safe useable condition.

g. The site will require periodic maintenance to ensure that drainages are kept open and free of debris, ice, and snow, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

h. No new pipeline is proposed since the well will be drilled from the existing RBU 13.23E well site utilizing the existing pipeline corridor.

5. Location and Type of Water Supply:

a. No water supply pipelines will be laid for this well.

b. No water well will be drilled for this well.

c. Drilling water for this will be hauled on the road(s) shown in Exhibit B.

d. Water will be hauled from one of the following sources:
   - Water Permit # 43-10991, Section 9, T8S, R20E;
   - Water Permit #43-2189, Section 33, T8S, R20E;
   - Water Permit #49-2158, Section 33, T8S, R20E;
   - Water Permit #49-2262, Section 33, T8S, R20E;

- Water Permit #49-1645, Section 5, T9S, R22E;
- Water Permit #43-9077, Section 32, T6S, R20E;
- Tribal Resolution 06-183, Section 22, T10S, R20E;

6. Source of Construction Material:

   a. The use of materials will conform to 43 CFR 3610.2-3.

   b. No construction materials will be removed from Ute Tribal or BLM lands.

   c. If any gravel is used, it will be obtained from a state approved gravel pit.

7. Methods of Handling Waste:

   a. All wastes associated with this application will be contained and disposed of utilizing approved facilities.

   b. Drill cuttings will be contained and buried on site.

   c. The reserve pit will be located outboard of the location and along the southeast side of the pad.

   d. The reserve pit will be constructed so as not to leak, break, or allow any discharge.

   e. The reserve pit will be lined with 16 mil minimum thickness plastic nylon reinforced liner material. The liner will overlay a felt liner pad only if rock is encountered during excavation. The pit liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. No trash, scrap pipe, etc., that could puncture the liner will be disposed of in the pit. Pit walls will be sloped no greater than 2:1. A minimum 2-foot freeboard will be maintained in the pit at all times during the drilling and completion operation.

   f. The reserve pit has been located in cut material. Three sides of the reserve pit will be fenced before drilling starts. The fourth side will be fenced as soon as drilling is completed, and shall remain until the pit is dry. After the reserve pit has dried, all areas not needed for production will be rehabilitated.

   g. No chemicals subject to reporting under SARA Title III (hazardous materials) in an amount greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling, testing, or completion of the 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 completion of the well.

   h. Trash will be contained in a trash cage and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations. The contents of the trash container will be hauled off periodically to the approved Uintah County Landfill near Vernal, Utah.

   i. Produced fluids from the well other than water will be produced into a test tank until such time as construction of production facilities is completed. Any spills of oil, gas, salt water or other produced fluids will be cleaned up and removed.

   j. After initial clean-up, a 400 bbl tank will be installed to contain produced waste water. This water will be transported from the tank to an approved XTO Energy, Inc. disposal well for disposal.

   k. Produced water from the production well will be disposed of at the RBU 13-11F or RBU 16-19F disposal wells in accordance with Onshore Order #7.

l. Any salts and/or chemicals, which are an integral part of the drilling system, will be disposed of in the same manner as the drilling fluid.

m. Sanitary facilities will be on site at all times during operations. Sewage will be placed in a portable chemical toilet and the toilet replaced periodically utilizing a licensed contractor to transport by truck the portable chemical toilet so that its contents can be delivered to the Vernal Wastewater Treatment Facility in accordance with state and county regulations.

8. Ancillary Facilities:

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

b. No camps, airstrips or staging areas are proposed with this application.

9. Well Site Layout: (See Exhibit B)

a. The well will be properly identified in accordance with 43 CFR 3162.6.

b. Access to the well pad will be from the southwest.

c. The pad and road designs are consistent with BLM specifications.

d. A pre-construction meeting with responsible company representative, contractors and the BLM will be conducted at the project site prior to commencement of surface-disturbing activities. The pad and road will be construction-staked prior to this meeting.

e. The pad has been staked at its maximum size; however it will be constructed smaller if possible, depending upon rig availability. Should the layout change, this application will be amended and approved utilizing a sundry notice.

f. All surface disturbing activities, will be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.

g. All cut and fill slopes will be such that stability can be maintained for the life of the activity.

h. Diversion ditches will be constructed as shown around the well site to prevent surface waters form entering the well site area.

i. The site surface will be graded to drain away from the pit to avoid pit spillage during large storm events.

j. The stockpiled topsoil (first 6 inches or maximum available) will be stored in a windrow on the uphill side of the location to prevent any possible contamination. All topsoil will be stockpiled for reclamation in such a way as to prevent soil loss and contamination.

k. Pits will remain fenced until site cleanup.

l. The blooie line will be located at least 100 feet from the well head.

m. Water injection may be implemented if necessary to minimize the amount of fugitive dust.

10. Plans for Restoration of the Surface (Interim Reclamation and Final Reclamation):

a. Site reclamation for a producing well will be accomplished for portions of the site not required for the continued operation of the well.

b. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1.Once the reserve pit is dry, the plastic nylon reinforced liner shall be torn and perforated before backfilling of the reserve pit. The reserve pit and that portion of the location not needed for production facilities/operations will be re-contoured to the approximate natural contours.

c. Following BLM published Best Management Practices the interim reclamation will be completed within 90 days of completion of the well to reestablish vegetation, reduce dust and erosion and compliment the visual resources of the area.
   a. All equipment and debris will be removed from the area proposed for interim reclamation and the pit area will be backfilled and re-contoured.
   b. The area outside of the rig anchors and other disturbed areas not needed for the operation of the well will be re-contoured to blend with the surrounding area and reseeded at 12 lbs /acre with the following native grass seeds:
      - Hy-Crested Wheat Grass (4 lbs / acre)
      - Needle and Thread Grass (4 lbs / acre)
      - Squirrel Tail (4 lbs / acre)
   c. Reclaimed areas receiving incidental disturbance during the life of the producing well will be re-contoured and reseeded as soon as practical.

d. The Operator will control noxious weeds along access road use authorizations, pipeline route authorizations, well sites, or other applicable facilities by spraying or mechanical removal. A list of noxious weeds may be obtained from the BLM or the appropriate County Extension Office. On BLM administered land, it is required that a Pesticide Use Proposal be submitted and approved prior to the application of herbicides, pesticides or possibly hazardous chemicals.

e. Prior to final abandonment of the site, all disturbed areas, including the access road, will be scarified and left with a rough surface. The site will then be seeded and/or planted as prescribed by the BLM. The BLM recommended seed mix will be detailed within their approval documents.

11. Surface and Mineral Ownership:

a. Surface Ownership – Federal under the management of the Bureau of Land Management - Vernal Field Office, 170 South 500 East, Vernal, Utah 84078; 435-781-4400.

b. Mineral Ownership – Federal under the management of the Bureau of Land Management - Vernal Field Office, 170 South 500 East, Vernal, Utah 84078; 435-781-4400.

12. Other Information:

a. Operators Contact Information:

Title	Name	Office Phone	Mobile Phone	e-mail
Company Rep.	Ken Secrest	435-722-4521	435-828-1450	Ken_Secrest@xtoenergy.com
Agent	Don Hamilton	435-719-2018	435-719-2018	starpoint@etv.net

b. An Independent Archeologist. has conducted a Class III archeological survey. A copy of the report is attached as Exhibit 'G' and has also been submitted under separate cover to the appropriate agencies by An Independent Archeologist.

c. Alden Hamblin has conducted a paleontological survey. A copy of the report is attached as Exhibit 'G' and has also been submitted under separate cover to the appropriate agencies by Alden Hamblin.

d. Our understanding of the results of the onsite inspection are:

   a. No Threatened and Endangered flora and fauna species were found during the onsite inspection.

   b. No drainage crossings that require additional State or Federal approval are being crossed.

Certification:

I hereby certify that I, or someone under my direct supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exists; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed in conformity with this APD package and the terms and conditions under which it is approved. I also certify that I, or the company I represent, am responsible for the operations conducted under this application and that bond coverage is provided under XTO Energy, Inc's BLM bond UTB-000138. These statements are subject to the provisions of 18 U.S.C. 1001 for the fling of false statements.

Executed this 29th day of January, 2009.

Don Hamilton

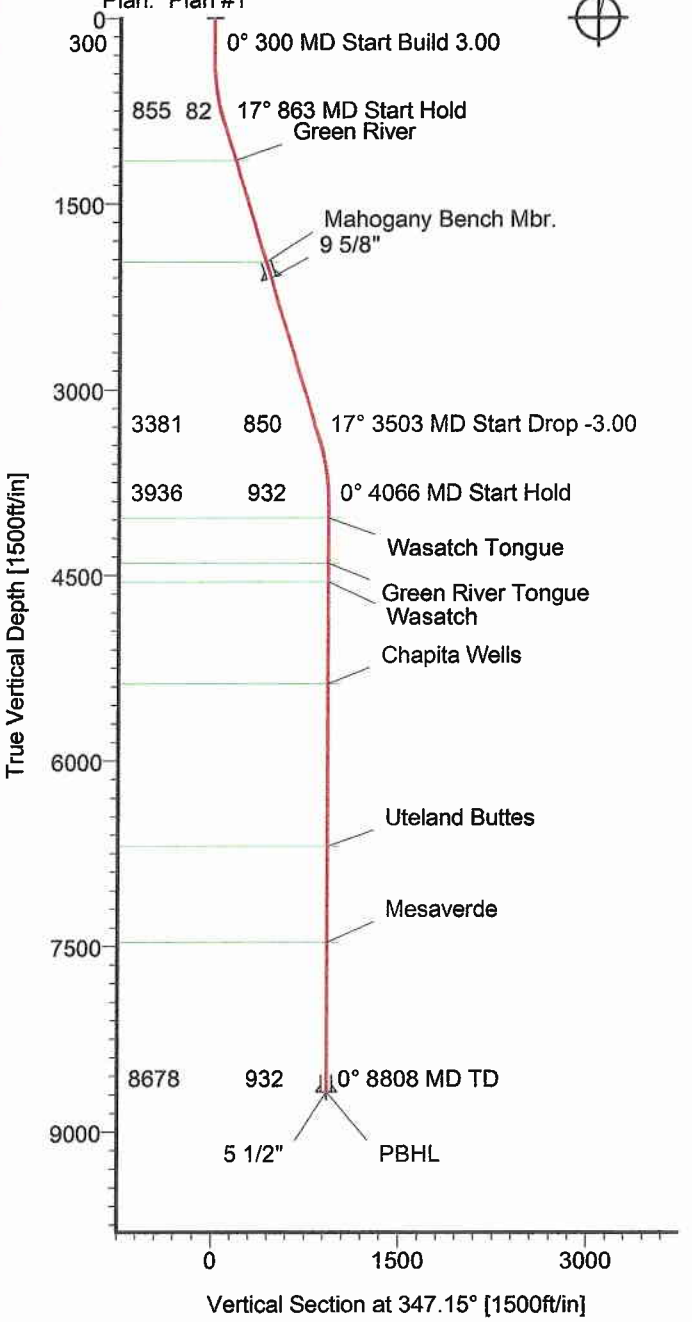
Don Hamilton -- Agent for XTO Energy, Inc.
2580 Creekview Road
Moab, Utah 84532

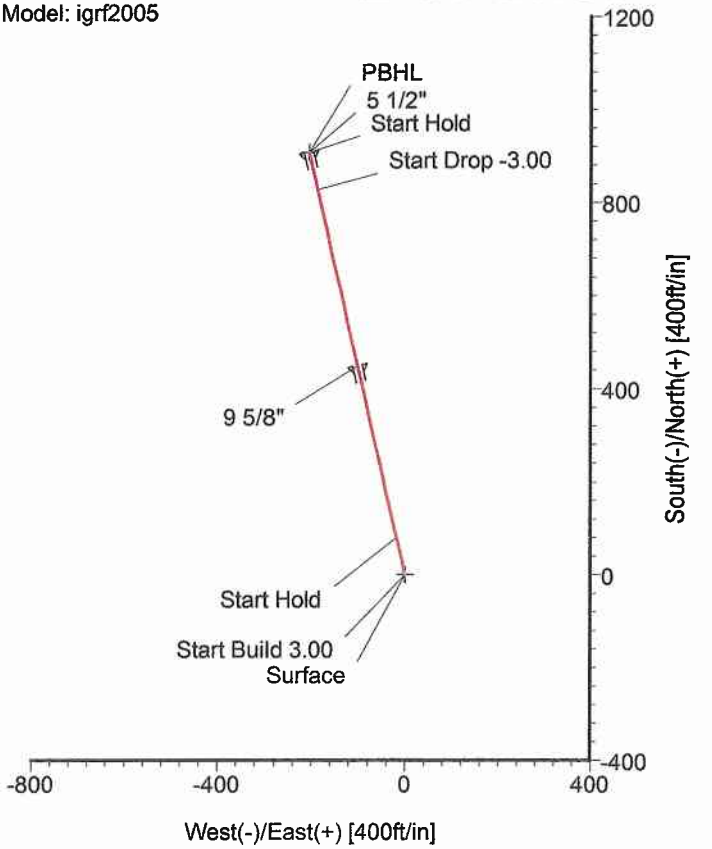
435-719-2018
starpoint@etv.net

XTO Energy, Inc.
Field: Uintah County, UT
Site: RBU 28-23E
Well: #28-23E
Wellpath: Original Hole
Plan: Plan #1

Azimuths to True North
Magnetic North: 11.47°

Magnetic Field
Strength: 52558nT
Dip Angle: 65.83°
Date: 1/21/2009
Model: igrf2005





FORMATION TOP DETAILS

No.	TVDPath	MDPath	Formation
1	1151.00	1172.47	Green River
2	1974.00	2032.58	Mahogany Bench Mbr.
3	4036.00	4166.15	Wasatch Tongue
4	4401.00	4531.15	Green River Tongue
5	4551.00	4681.15	Wasatch
6	5376.00	5506.15	Chapita Wells
7	6691.00	6821.15	Uteland Buttes
8	7466.00	7596.15	Mesaverde

CASING DETAILS

No.	TVD	MD	Name	Size
1	2100.00	2164.26	9 5/8"	9.625
2	8678.00	8808.15	5 1/2"	5.500

TARGET DETAILS

Name	TVD	+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Shape
Surface	0.00	0.00	0.00	7146847.58	2129237.54	39°55'36.570N	109°45'24.540W	Point
PBHL	8678.00	908.59	-207.20	7147751.96	2129012.67	39°55'45.550N	109°45'27.200W	Point

SECTION DETAILS

Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.00	0.00	347.15	0.00	0.00	0.00	0.00	0.00	0.00	
2	300.00	0.00	347.15	300.00	0.00	0.00	0.00	0.00	0.00	
3	863.07	16.89	347.15	854.95	80.34	-18.32	3.00	347.15	82.40	
4	3503.11	16.89	347.15	3381.08	828.25	-188.88	0.00	0.00	849.52	
5	4066.18	0.00	347.15	3936.03	908.59	-207.20	3.00	180.00	931.92	
6	8808.15	0.00	347.15	8678.00	908.59	-207.20	0.00	0.00	931.92	PBHL

STRATA DIRECTIONAL TECHNOLOGY, LLC.
911 Regional Park Drive Houston, Texas 77060
Phone: 713-934-9600 Fax: 713-934-9067

Plan: Plan #1 (#28-23E/Original Hole)
Created By: David Vogler Date: 1/21/2009
Checked: _____ Date: _____

Strata Directional Technology, LLC.
Planning Report

Company:	XTO Energy, Inc.	**Date:** 1/21/2009	**Time:** 11:25:39	**Page:**	1
Field:	Uintah County, UT	**Co-ordinate(NE) Reference:**	Well: #28-23E, True North		
Site:	RBU 28-23E	**Vertical (TVD) Reference:**	5224'GL + 22'KB 5246.0		
Well:	#28-23E	**Section (VS) Reference:**	Well (0.00N,0.00E,347.15Azi)		
Wellpath:	Original Hole	**Plan:**	Plan #1		

Field: Uintah County, UT

Map System: US State Plane Coordinate System 1983 — **Map Zone:** Utah, Central Zone
Geo Datum: GRS 1980 — **Coordinate System:** Well Centre
Sys Datum: Mean Sea Level — **Geomagnetic Model:** igrf2005

Site: RBU 28-23E

Site Position: — **Northing:** 7146847.58 ft — **Latitude:** 39 55 36.570 N
From: Geographic — **Easting:** 2129237.54 ft — **Longitude:** 109 45 24.540 W
Position Uncertainty: 0.00 ft — **North Reference:** True
Ground Level: 5224.00 ft — **Grid Convergence:** 1.12 deg

Well: #28-23E — **Slot Name:**

Well Position: +N/-S 0.00 ft — **Northing:** 7146847.58 ft — **Latitude:** 39 55 36.570 N
+E/-W 0.00 ft — **Easting :** 2129237.54 ft — **Longitude:** 109 45 24.540 W
Position Uncertainty: 0.00 ft

Wellpath: Original Hole — **Drilled From:** Surface
Tie-on Depth: 0.00 ft
Current Datum: 5224'GL + 22'KB — **Height** 5246.00 ft — **Above System Datum:** Mean Sea Level
Magnetic Data: 1/21/2009 — **Declination:** 11.47 deg
Field Strength: 52558 nT — **Mag Dip Angle:** 65.83 deg

Vertical Section:	**Depth From (TVD)** ft	**+N/-S** ft	**+E/-W** ft	**Direction** deg
	0.00	0.00	0.00	347.15

Plan: Plan #1 — **Date Composed:** 1/21/2009
Version: 1
Principal: No — **Tied-to:** From Surface

Survey

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	Tool/Comment
0.00	0.00	347.15	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
100.00	0.00	347.15	100.00	0.00	0.00	0.00	0.00	0.00	0.00	
200.00	0.00	347.15	200.00	0.00	0.00	0.00	0.00	0.00	0.00	
300.00	0.00	347.15	300.00	0.00	0.00	0.00	0.00	0.00	0.00	
400.00	3.00	347.15	399.95	2.55	-0.58	2.62	3.00	3.00	0.00	
500.00	6.00	347.15	499.63	10.20	-2.33	10.46	3.00	3.00	0.00	
600.00	9.00	347.15	598.77	22.92	-5.23	23.51	3.00	3.00	0.00	
700.00	12.00	347.15	697.08	40.69	-9.28	41.74	3.00	3.00	0.00	
800.00	15.00	347.15	794.31	63.45	-14.47	65.08	3.00	3.00	0.00	
863.07	16.89	347.15	854.95	80.34	-18.32	82.40	3.00	3.00	0.00	
900.00	16.89	347.15	890.28	90.80	-20.71	93.13	0.00	0.00	0.00	
1000.00	16.89	347.15	985.97	119.13	-27.17	122.19	0.00	0.00	0.00	
1100.00	16.89	347.15	1081.66	147.46	-33.63	151.25	0.00	0.00	0.00	
1172.47	16.89	347.15	1151.00	167.99	-38.31	172.31	0.00	0.00	0.00	Green River
1200.00	16.89	347.15	1177.34	175.79	-40.09	180.30	0.00	0.00	0.00	
1300.00	16.89	347.15	1273.03	204.12	-46.55	209.36	0.00	0.00	0.00	
1400.00	16.89	347.15	1368.71	232.45	-53.01	238.42	0.00	0.00	0.00	
1500.00	16.89	347.15	1464.40	260.78	-59.47	267.48	0.00	0.00	0.00	
1600.00	16.89	347.15	1560.08	289.11	-65.93	296.53	0.00	0.00	0.00	
1700.00	16.89	347.15	1655.77	317.44	-72.39	325.59	0.00	0.00	0.00	
1800.00	16.89	347.15	1751.45	345.77	-78.85	354.65	0.00	0.00	0.00	
1900.00	16.89	347.15	1847.14	374.10	-85.31	383.70	0.00	0.00	0.00	
2000.00	16.89	347.15	1942.82	402.43	-91.77	412.76	0.00	0.00	0.00	
2032.58	16.89	347.15	1974.00	411.66	-93.88	422.23	0.00	0.00	0.00	Mahogany Bench Mbr.
2100.00	16.89	347.15	2038.51	430.76	-98.23	441.82	0.00	0.00	0.00	

Strata Directional Technology, LLC.
Planning Report

Company:	XTO Energy, Inc.	**Date:** 1/21/2009	**Time:** 11:25:39	**Page:**	2
Field:	Uintah County, UT	**Co-ordinate(NE) Reference:**	Well: #28-23E, True North		
Site:	RBU 28-23E	**Vertical (TVD) Reference:**	5224'GL + 22'KB 5246.0		
Well:	#28-23E	**Section (VS) Reference:**	Well (0.00N,0.00E,347.15Azi)		
Wellpath:	Original Hole	**Plan:**	Plan #1		

Survey

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	Tool/Comment
2164.26	16.89	347.15	2100.00	448.96	-102.38	460.49	0.00	0.00	0.00	9 5/8"
2200.00	16.89	347.15	2134.20	459.09	-104.69	470.87	0.00	0.00	0.00	
2300.00	16.89	347.15	2229.88	487.42	-111.15	499.93	0.00	0.00	0.00	
2400.00	16.89	347.15	2325.57	515.75	-117.61	528.99	0.00	0.00	0.00	
2500.00	16.89	347.15	2421.25	544.08	-124.08	558.04	0.00	0.00	0.00	
2600.00	16.89	347.15	2516.94	572.41	-130.54	587.10	0.00	0.00	0.00	
2700.00	16.89	347.15	2612.62	600.73	-137.00	616.16	0.00	0.00	0.00	
2800.00	16.89	347.15	2708.31	629.06	-143.46	645.21	0.00	0.00	0.00	
2900.00	16.89	347.15	2803.99	657.39	-149.92	674.27	0.00	0.00	0.00	
3000.00	16.89	347.15	2899.68	685.72	-156.38	703.33	0.00	0.00	0.00	
3100.00	16.89	347.15	2995.36	714.05	-162.84	732.39	0.00	0.00	0.00	
3200.00	16.89	347.15	3091.05	742.38	-169.30	761.44	0.00	0.00	0.00	
3300.00	16.89	347.15	3186.73	770.71	-175.76	790.50	0.00	0.00	0.00	
3400.00	16.89	347.15	3282.42	799.04	-182.22	819.56	0.00	0.00	0.00	
3503.11	16.89	347.15	3381.08	828.25	-188.88	849.52	0.00	0.00	0.00	
3600.00	13.99	347.15	3474.47	853.40	-194.62	875.31	3.00	-3.00	0.00	
3700.00	10.99	347.15	3572.09	874.47	-199.42	896.92	3.00	-3.00	0.00	
3800.00	7.99	347.15	3670.71	890.54	-203.08	913.40	3.00	-3.00	0.00	
3900.00	4.99	347.15	3770.06	901.55	-205.60	924.69	3.00	-3.00	0.00	
4000.00	1.99	347.15	3869.86	907.47	-206.95	930.77	3.00	-3.00	0.00	
4066.18	0.00	347.15	3936.03	908.59	-207.20	931.92	3.00	-3.00	0.00	
4100.00	0.00	347.15	3969.85	908.59	-207.20	931.92	0.00	0.00	0.00	
4166.15	0.00	347.15	4036.00	908.59	-207.20	931.92	0.00	0.00	0.00	Wasatch Tongue
4200.00	0.00	347.15	4069.85	908.59	-207.20	931.92	0.00	0.00	0.00	
4300.00	0.00	347.15	4169.85	908.59	-207.20	931.92	0.00	0.00	0.00	
4400.00	0.00	347.15	4269.85	908.59	-207.20	931.92	0.00	0.00	0.00	
4500.00	0.00	347.15	4369.85	908.59	-207.20	931.92	0.00	0.00	0.00	
4531.15	0.00	347.15	4401.00	908.59	-207.20	931.92	0.00	0.00	0.00	Green River Tongue
4600.00	0.00	347.15	4469.85	908.59	-207.20	931.92	0.00	0.00	0.00	
4681.15	0.00	347.15	4551.00	908.59	-207.20	931.92	0.00	0.00	0.00	Wasatch
4700.00	0.00	347.15	4569.85	908.59	-207.20	931.92	0.00	0.00	0.00	
4800.00	0.00	347.15	4669.85	908.59	-207.20	931.92	0.00	0.00	0.00	
4900.00	0.00	347.15	4769.85	908.59	-207.20	931.92	0.00	0.00	0.00	
5000.00	0.00	347.15	4869.85	908.59	-207.20	931.92	0.00	0.00	0.00	
5100.00	0.00	347.15	4969.85	908.59	-207.20	931.92	0.00	0.00	0.00	
5200.00	0.00	347.15	5069.85	908.59	-207.20	931.92	0.00	0.00	0.00	
5300.00	0.00	347.15	5169.85	908.59	-207.20	931.92	0.00	0.00	0.00	
5400.00	0.00	347.15	5269.85	908.59	-207.20	931.92	0.00	0.00	0.00	
5500.00	0.00	347.15	5369.85	908.59	-207.20	931.92	0.00	0.00	0.00	
5506.15	0.00	347.15	5376.00	908.59	-207.20	931.92	0.00	0.00	0.00	Chapita Wells
5600.00	0.00	347.15	5469.85	908.59	-207.20	931.92	0.00	0.00	0.00	
5700.00	0.00	347.15	5569.85	908.59	-207.20	931.92	0.00	0.00	0.00	
5800.00	0.00	347.15	5669.85	908.59	-207.20	931.92	0.00	0.00	0.00	
5900.00	0.00	347.15	5769.85	908.59	-207.20	931.92	0.00	0.00	0.00	
6000.00	0.00	347.15	5869.85	908.59	-207.20	931.92	0.00	0.00	0.00	
6100.00	0.00	347.15	5969.85	908.59	-207.20	931.92	0.00	0.00	0.00	
6200.00	0.00	347.15	6069.85	908.59	-207.20	931.92	0.00	0.00	0.00	
6300.00	0.00	347.15	6169.85	908.59	-207.20	931.92	0.00	0.00	0.00	
6400.00	0.00	347.15	6269.85	908.59	-207.20	931.92	0.00	0.00	0.00	
6500.00	0.00	347.15	6369.85	908.59	-207.20	931.92	0.00	0.00	0.00	
6600.00	0.00	347.15	6469.85	908.59	-207.20	931.92	0.00	0.00	0.00	
6700.00	0.00	347.15	6569.85	908.59	-207.20	931.92	0.00	0.00	0.00	
6800.00	0.00	347.15	6669.85	908.59	-207.20	931.92	0.00	0.00	0.00	

Strata Directional Technology, LLC.
Planning Report

Company:	XTO Energy, Inc.	**Date:** 1/21/2009	**Time:** 11:25:39	**Page:**	3
Field:	Uintah County, UT	**Co-ordinate(NE) Reference:**	Well: #28-23E, True North		
Site:	RBU 28-23E	**Vertical (TVD) Reference:**	5224'GL + 22'KB 5246.0		
Well:	#28-23E	**Section (VS) Reference:**	Well (0.00N,0.00E,347.15Azi)		
Wellpath:	Original Hole	**Plan:**	Plan #1		

Survey

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	Tool/Comment
6821.15	0.00	347.15	6691.00	908.59	-207.20	931.92	0.00	0.00	0.00	Uteland Buttes
6900.00	0.00	347.15	6769.85	908.59	-207.20	931.92	0.00	0.00	0.00	
7000.00	0.00	347.15	6869.85	908.59	-207.20	931.92	0.00	0.00	0.00	
7100.00	0.00	347.15	6969.85	908.59	-207.20	931.92	0.00	0.00	0.00	
7200.00	0.00	347.15	7069.85	908.59	-207.20	931.92	0.00	0.00	0.00	
7300.00	0.00	347.15	7169.85	908.59	-207.20	931.92	0.00	0.00	0.00	
7400.00	0.00	347.15	7269.85	908.59	-207.20	931.92	0.00	0.00	0.00	
7500.00	0.00	347.15	7369.85	908.59	-207.20	931.92	0.00	0.00	0.00	
7596.15	0.00	347.15	7466.00	908.59	-207.20	931.92	0.00	0.00	0.00	Mesaverde
7600.00	0.00	347.15	7469.85	908.59	-207.20	931.92	0.00	0.00	0.00	
7700.00	0.00	347.15	7569.85	908.59	-207.20	931.92	0.00	0.00	0.00	
7800.00	0.00	347.15	7669.85	908.59	-207.20	931.92	0.00	0.00	0.00	
7900.00	0.00	347.15	7769.85	908.59	-207.20	931.92	0.00	0.00	0.00	
8000.00	0.00	347.15	7869.85	908.59	-207.20	931.92	0.00	0.00	0.00	
8100.00	0.00	347.15	7969.85	908.59	-207.20	931.92	0.00	0.00	0.00	
8200.00	0.00	347.15	8069.85	908.59	-207.20	931.92	0.00	0.00	0.00	
8300.00	0.00	347.15	8169.85	908.59	-207.20	931.92	0.00	0.00	0.00	
8400.00	0.00	347.15	8269.85	908.59	-207.20	931.92	0.00	0.00	0.00	
8500.00	0.00	347.15	8369.85	908.59	-207.20	931.92	0.00	0.00	0.00	
8600.00	0.00	347.15	8469.85	908.59	-207.20	931.92	0.00	0.00	0.00	
8700.00	0.00	347.15	8569.85	908.59	-207.20	931.92	0.00	0.00	0.00	
8808.15	0.00	347.15	8678.00	908.59	-207.20	931.92	0.00	0.00	0.00	PBHL

Targets

Name	Description Dip.	Dir.	TVD ft	+N/-S ft	+E/-W ft	Map Northing ft	Map Easting ft	<--- Latitude ---> Deg Min Sec	<--- Longitude ---> Deg Min Sec
Surface			0.00	0.00	0.00	7146847.58	2129237.54	39 55 36.570 N	109 45 24.540 W
PBHL -Plan hit target			8678.00	908.59	-207.20	7147751.96	2129012.67	39 55 45.550 N	109 45 27.200 W

Casing Points

MD ft	TVD ft	Diameter in	Hole Size in	Name
2164.26	2100.00	9.625	12.250	9 5/8"
8808.15	8678.00	5.500	7.875	5 1/2"

Formations

MD ft	TVD ft	Formations	Lithology	Dip Angle deg	Dip Direction deg
1172.47	1151.00	Green River		0.00	0.00
2032.58	1974.00	Mahogany Bench Mbr.		0.00	0.00
4166.15	4036.00	Wasatch Tongue		0.00	0.00
4531.15	4401.00	Green River Tongue		0.00	0.00
4681.15	4551.00	Wasatch		0.00	0.00
5506.15	5376.00	Chapita Wells		0.00	0.00
6821.15	6691.00	Uteland Buttes		0.00	0.00
7596.15	7466.00	Mesaverde		0.00	0.00

XTO ENERGY, INC.
RBU #28-23E
SECTION 23, T10S, R19E, S.L.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 14.0 MILES TO THE JUNCTION OF STATE HIGHWAY 88; EXIT LEFT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 17.0 MILES TO OURAY, UTAH; PROCEED IN A SOUTHERLY, THEN SOUTHEASTERLY DIRECTION APPROXIMATELY 9.1 MILES ON THE SEEP RIDGE ROAD TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTH; TURN RIGHT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 2.8 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE WEST; TURN RIGHT AND PROCEED IN A WESTERLY, THEN SOUTHWESTERLY DIRECTION APPROXIMATELY 0.5 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTH; TURN RIGHT AND PROCEED IN A NORTHERLY, THEN SOUTHWESTERLY DIRECTION APPROXIMATELY 2.8 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTHWEST; TURN LEFT AND PROCEED IN A SOUTHWESTERLY DIRECTION APPROXIMATELY 2.8 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTHWEST; TURN RIGHT AND PROCEED IN A NORTHWESTERLY DIRECTION APPROXIMATELY 2.7 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTHEAST; TURN RIGHT AND PROCEED IN A NORTHEASTERLY DIRECTION APPROXIMATELY 200 FEET TO THE PROPOSED LOCATION.

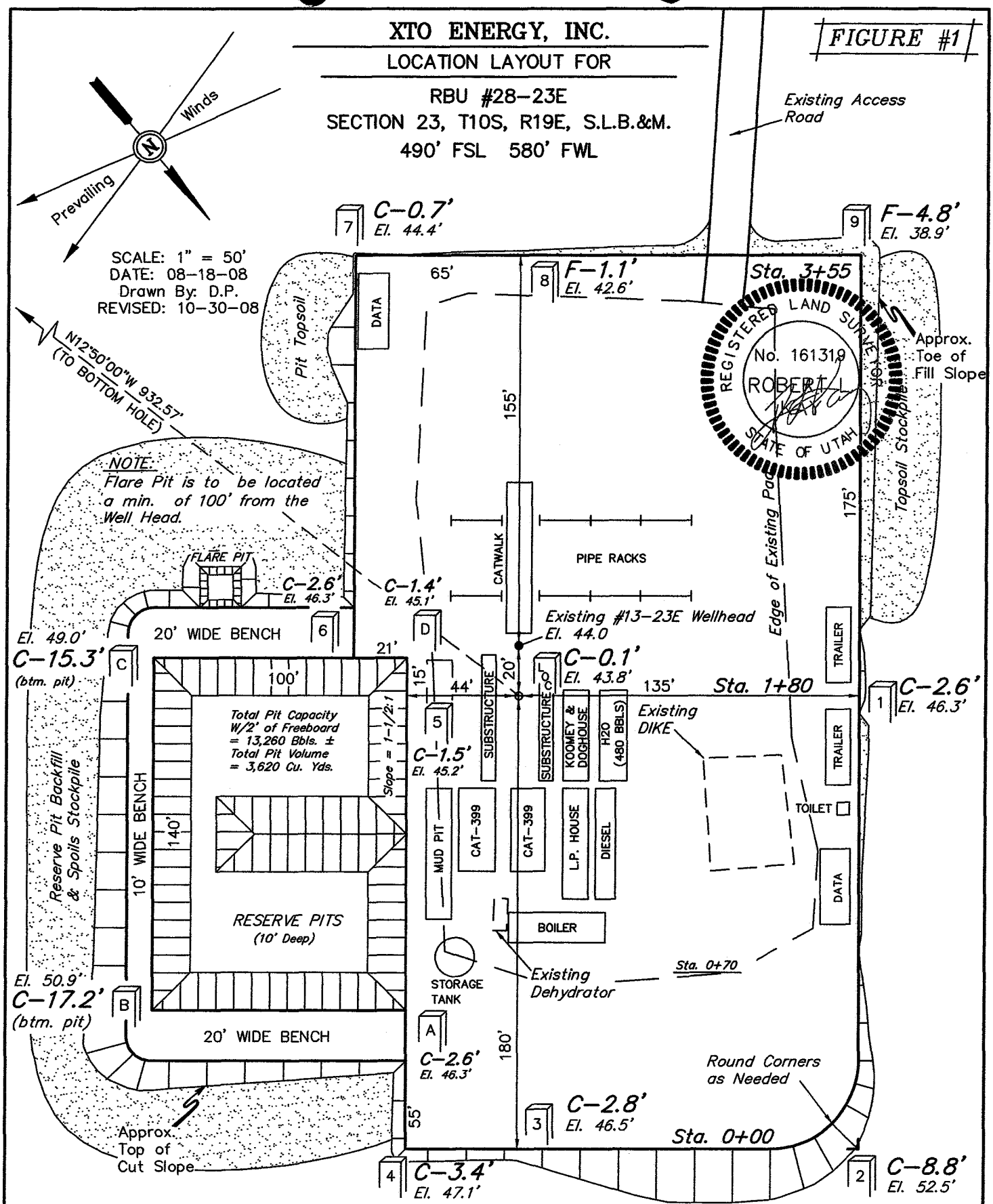
TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 51.7 MILES.

XTO ENERGY, INC.

LOCATION LAYOUT FOR

RBU #28-23E
SECTION 23, T10S, R19E, S.L.B.&M.
490' FSL 580' FWL

FIGURE #1



Elev. Ungraded Ground at Location Stake = 5243.8'
Elev. Graded Ground at Location Stake = 5243.7'

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

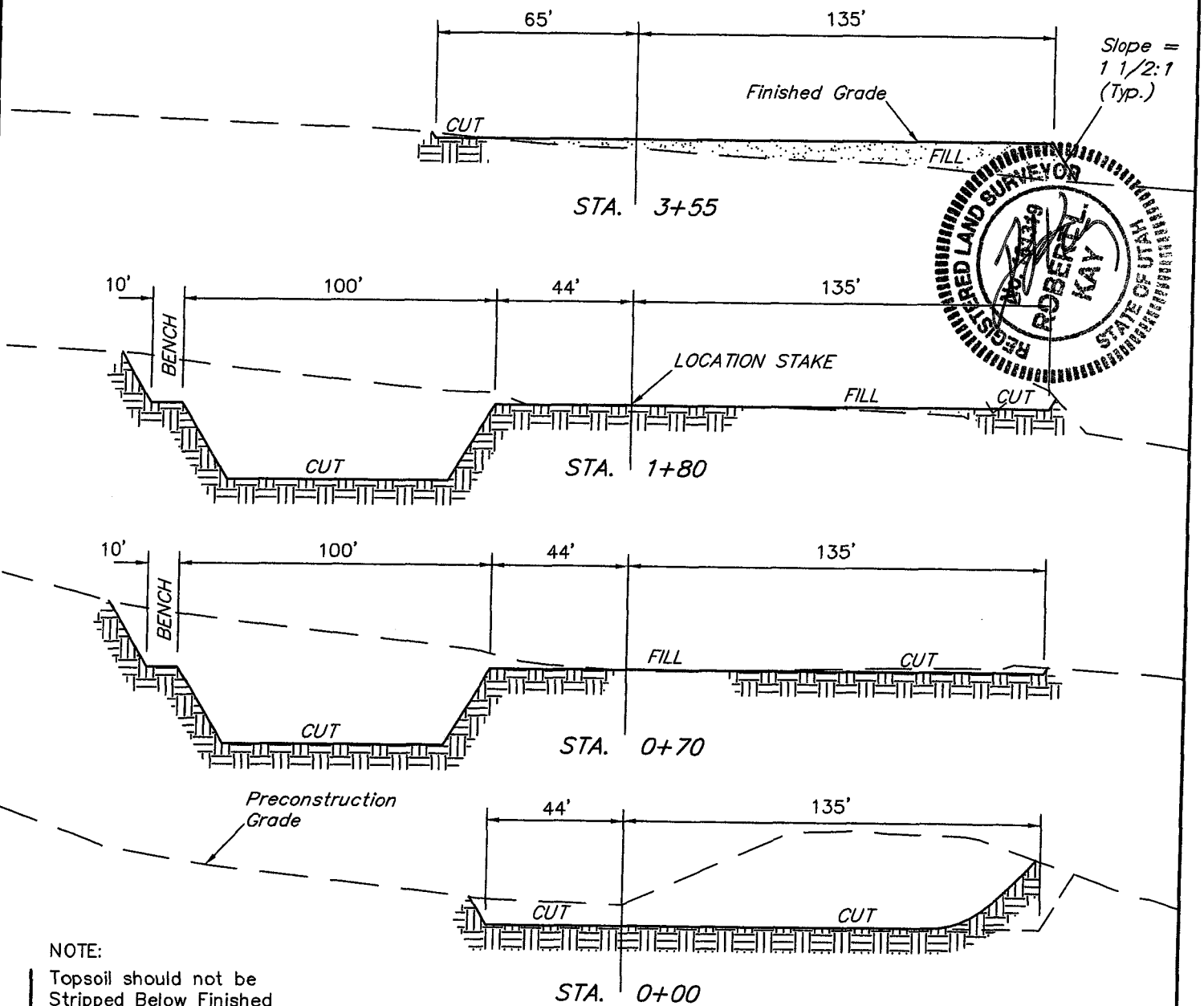
XTO ENERGY, INC.

TYPICAL CROSS SECTIONS FOR

RBU #28-23E
SECTION 23, T10S, R19E, S.L.B.&M.
490' FSL 580' FWL

FIGURE #2

1" = 20'
X-Section Scale
1" = 50'
DATE: 08-18-08
Drawn By: D.P.



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

APPROXIMATE YARDAGES

CUT

(6") Topsoil Stripping = 1,060 Cu. Yds.
(NEW CONSTRUCTION ONLY)
Remaining Location = 8,650 Cu. Yds.

TOTAL CUT = 9,710 CU. YDS.

FILL = 2,440 CU. YDS.

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

EXCESS MATERIAL = 7,270 Cu. Yds.

Topsoil & Pit Backfill = 2,870 Cu. Yds.
(1/2 Pit Vol.)

EXCESS UNBALANCE = 4,400 Cu. Yds.
(After Interim Rehabilitation)

UINTAH ENGINEERING & LAND SURVEYING
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XTO ENERGY, INC.

RBU #28-23E

LOCATED IN UINTAH COUNTY, UTAH
SECTION 23, T10S, R19E, S.L.B.&M.

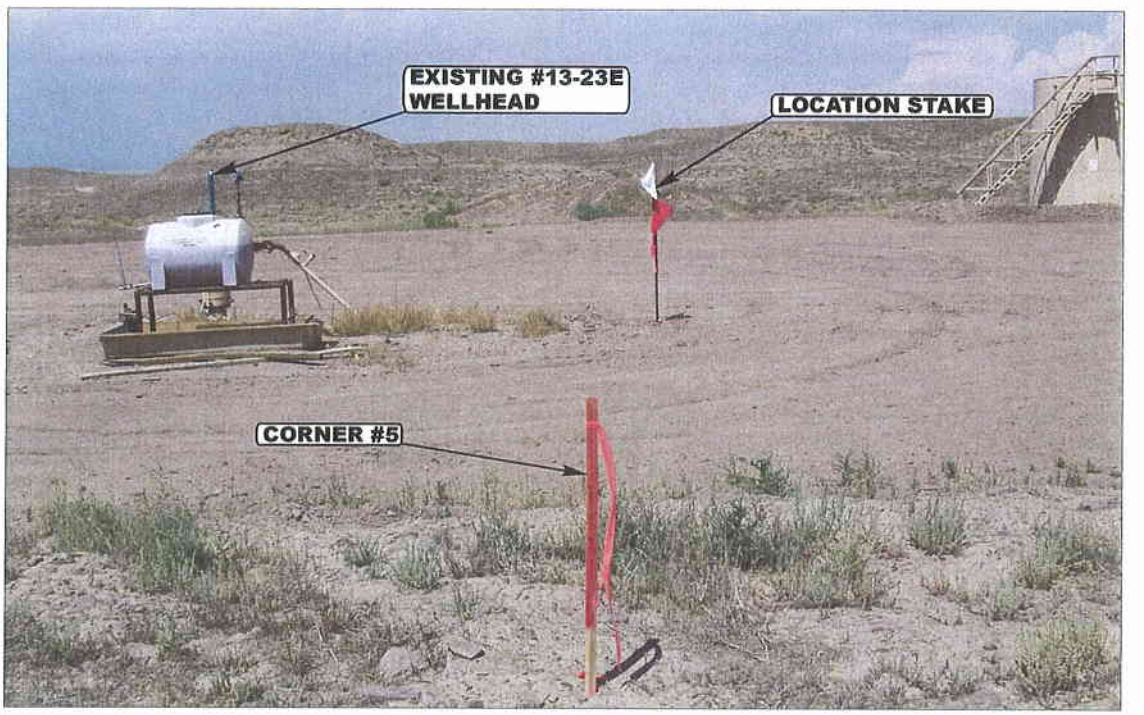


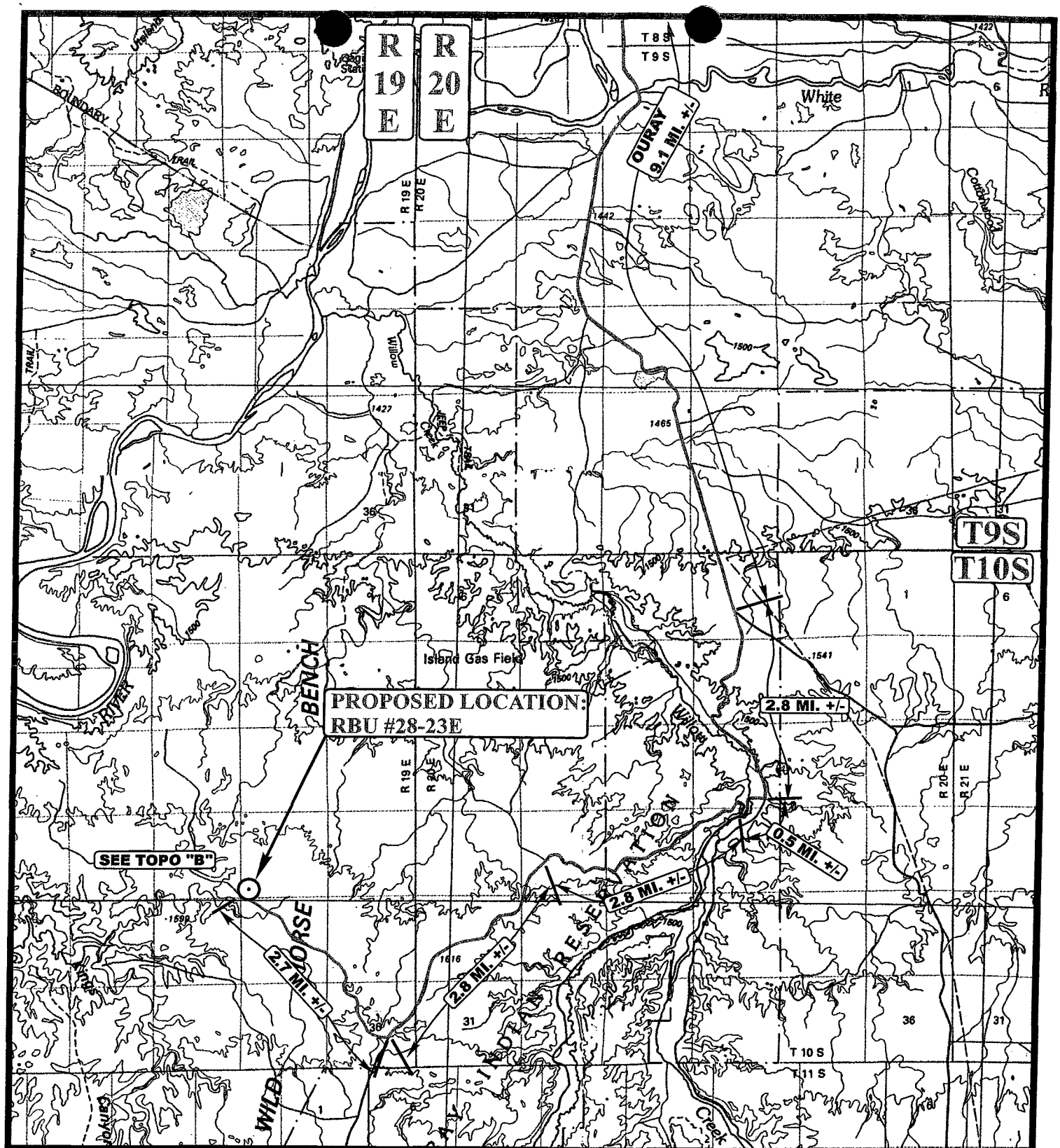
PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE **CAMERA ANGLE: NORTHWESTERLY**

PHOTO: VIEW OF EXISTING ACCESS **CAMERA ANGLE: NORTHEASTERLY**

- Since 1964 -

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

LOCATION PHOTOS	08 MONTH	18 DAY	08 YEAR	PHOTO
TAKEN BY: B.B..	DRAWN BY: D.P.	REVISED: 00-00-00		



LEGEND:

⊙ PROPOSED LOCATION

N

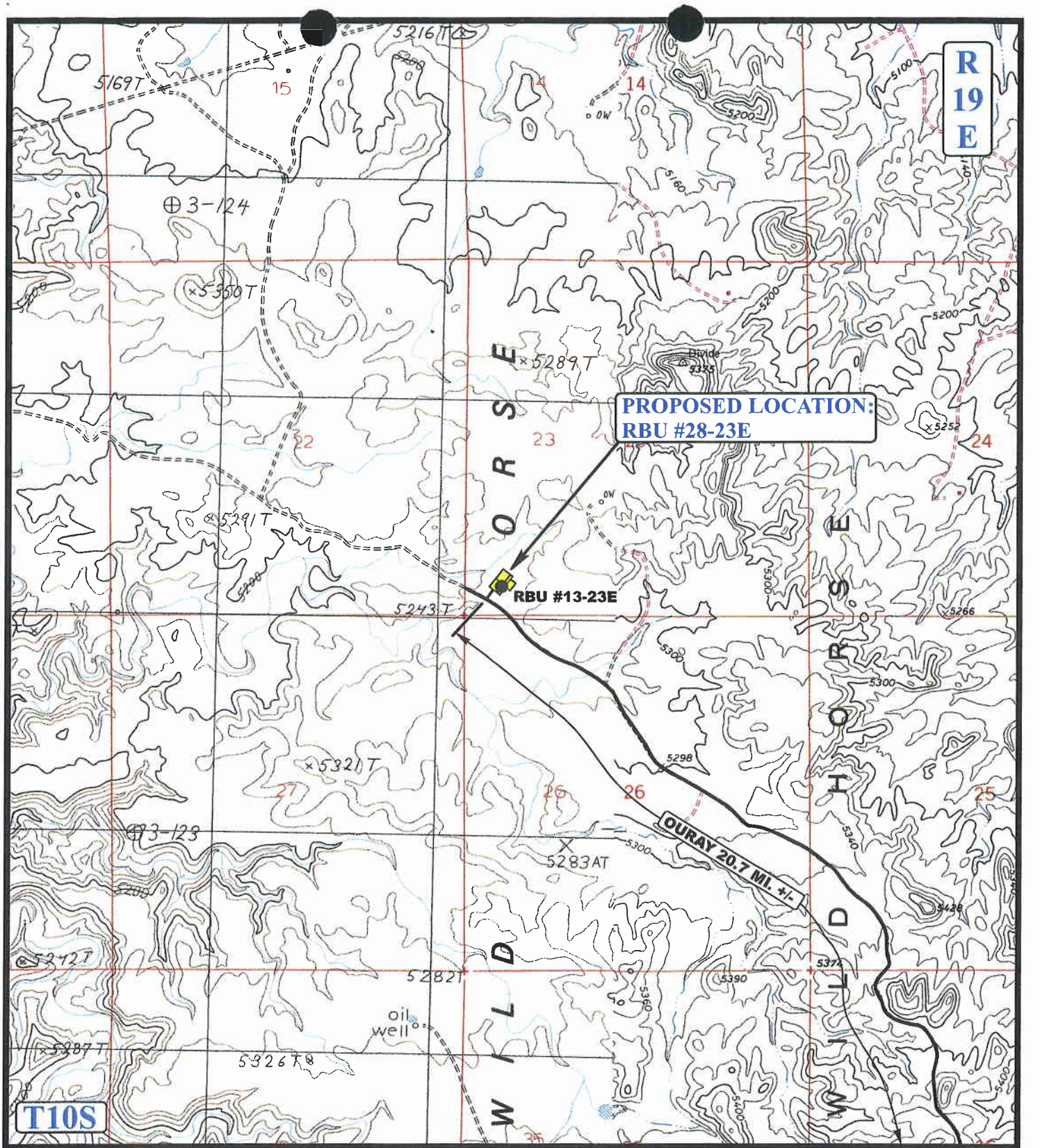
XTO ENERGY, INC.

RBU #28-23E
SECTION 23, T10S, R19E, S.L.B.&M.
490' FSL 580' FWL

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

TOPOGRAPHIC MAP	08 MONTH	18 DAY	08 YEAR
SCALE: 1 : 100,000	DRAWN BY: D.P.	REVISED: 00-00-00	

A TOPO



LEGEND:

EXISTING ROAD

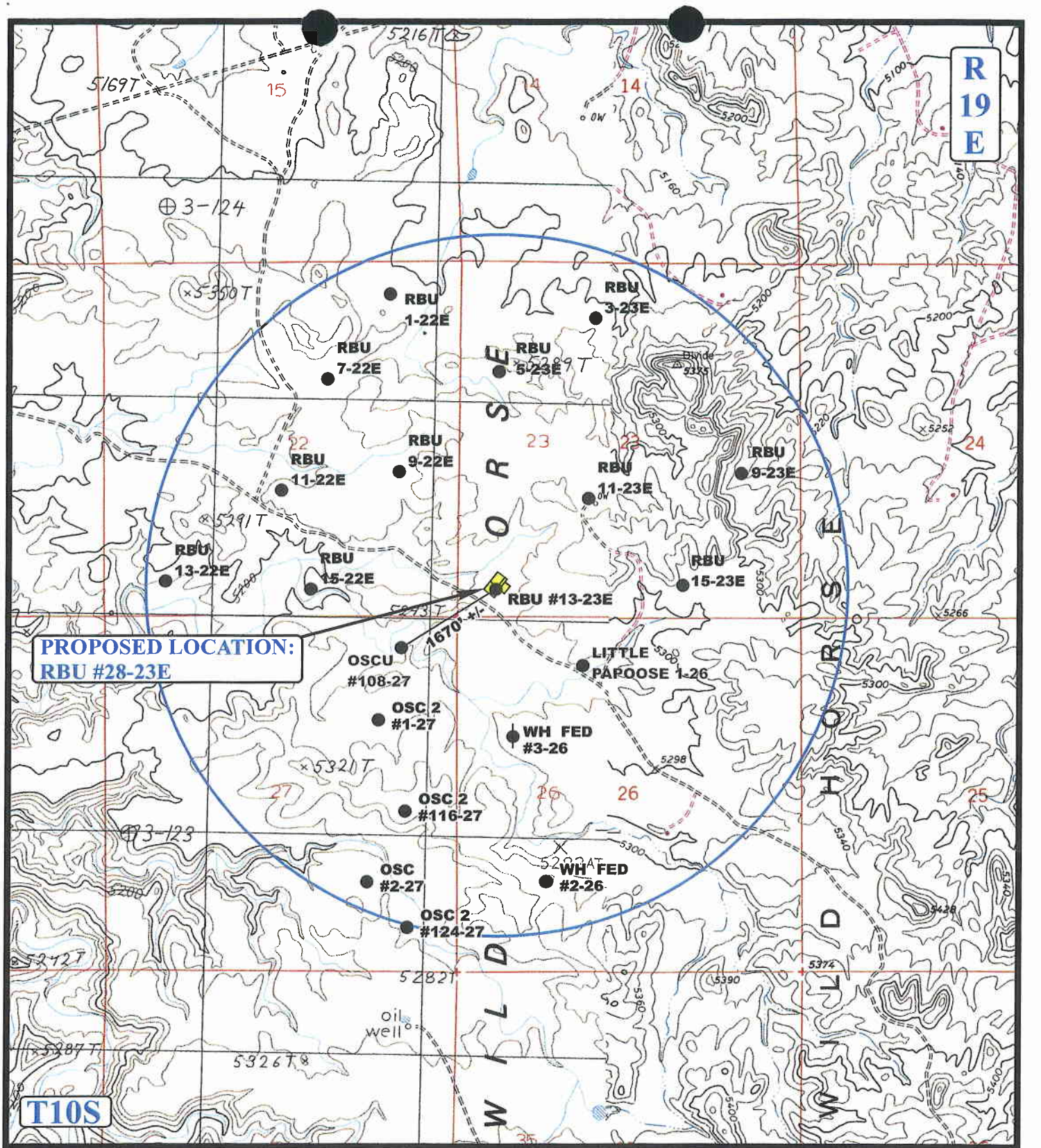
N

XTO ENERGY, INC.

RBU #28-23E
SECTION 23, T10S, R19E, S.L.B.&M.
490' FSL 580' FWL

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

TOPOGRAPHIC MAP	08 MONTH	18 DAY	08 YEAR	B TOPO
SCALE: 1" = 2000'	DRAWN BY: D.P.	REVISED: 00-00-00		



LEGEND:

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

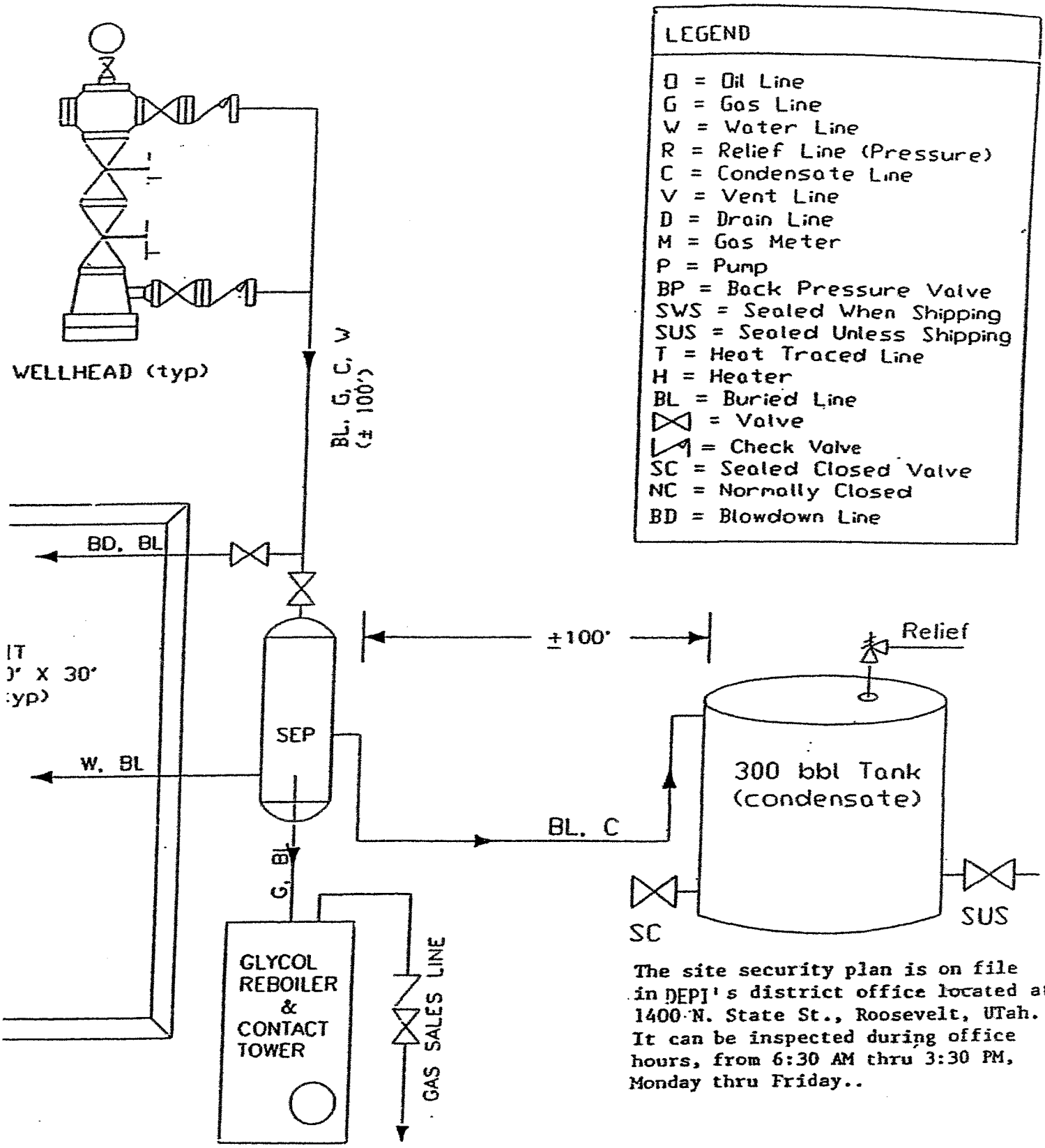
N

XTO ENERGY, INC.

RBU #28-23E
SECTION 23, T10S, R19E, S.L.B.&M.
490' FSL 580' FWL

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

TOPOGRAPHIC MAP	08 MONTH	18 DAY	08 YEAR	C TOPO
SCALE: 1" = 2000'	DRAWN BY: D.P.	REVISED: 00-00-00		



The site security plan is on file in DEPI's district office located at 1400 N. State St., Roosevelt, UTah. It can be inspected during office hours, from 6:30 AM thru 3:30 PM, Monday thru Friday..

BOP Equipment

3000psi WP

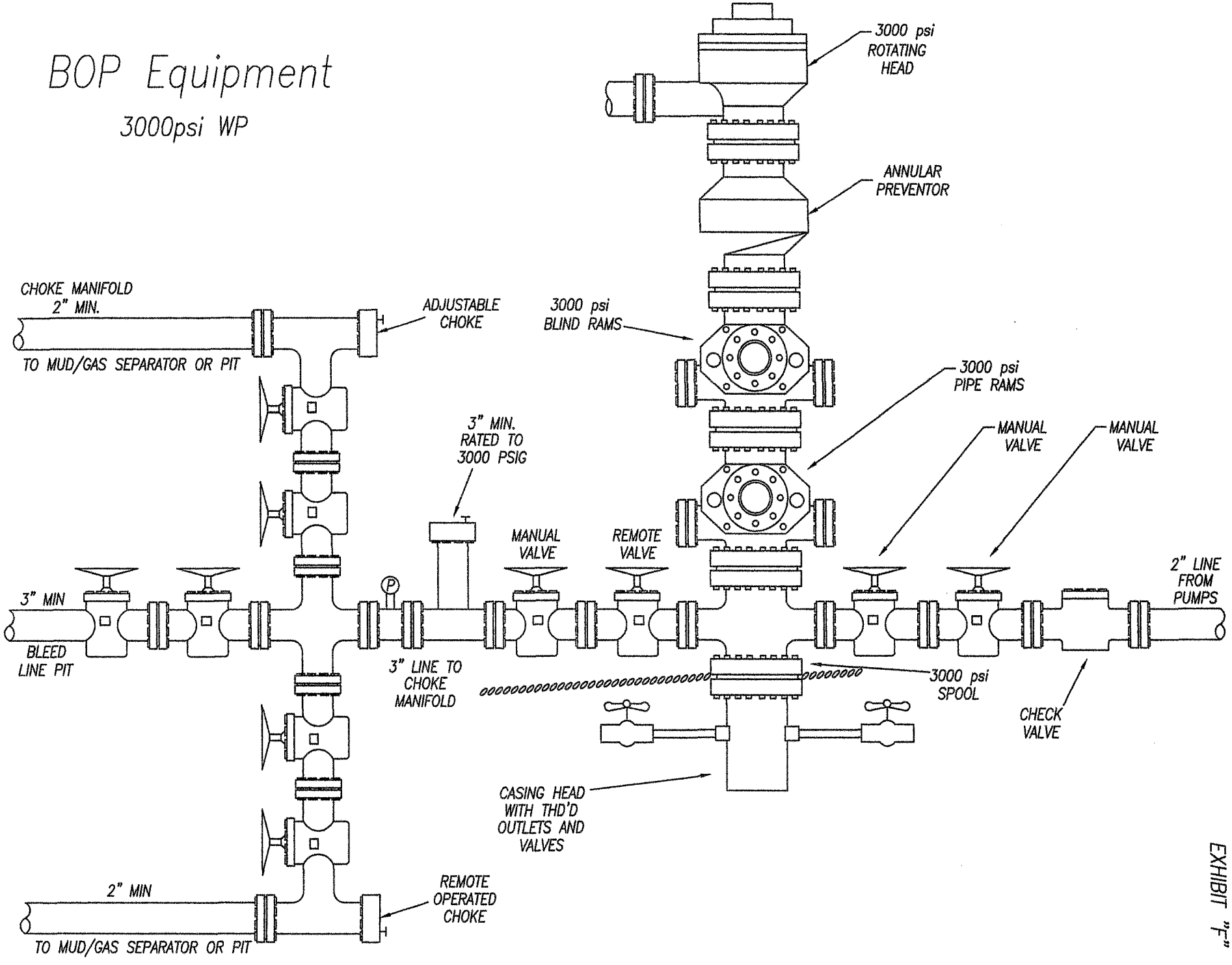


EXHIBIT "F"

XTO Energy,Inc.;
Infield Drilling Program:
A Cultural Resource Inventory for
RBU #28-23E infield well
its access and pipeline,
Uintah County, Utah.

By
James A. Truesdale

James A. Truesdale
Principal Investigator

Prepared For
XTO Energy, Inc.
1400 North State Street
Roosevelt, Utah
84066

Prepared By
AN INDEPENDENT ARCHAEOLOGIST
P.O.Box 153
Laramie, Wyoming
82073

Utah Project # U-08-AY-982b

December 12, 2008

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Figure 2. Location of the XTO Energy, Inc. Infield Drilling Program's proposed fifty (n=50) wells located on twenty-nine (n-29) existing wells, and the proposed RBU #28-23E on 7.5' USGS quadrangle maps (1968) Big Pack Mountain and (1985)Moon Bottom, Uintah County, Utah. - 3

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Table 1. List of the existing wells with their proposed wells, legal location (Section, Township and Range), surface land ownership, and associated Utah SHPO project numbers.- 4

Introduction

An Independent Archaeologist (AIA) was contacted by a representative of XTO Energy, Inc., to conduct a cultural resources investigation for the infield RBU #28-23E well, its access and pipeline. The proposed well pad is located in Section 23 of T10S R19E (Figure 1).

The proposed RBU #28-23E well centerstake's footage is 490' FSL, 580' FWL. The proposed RBU #28-23E well will be directionally drilled from the existing RBU #13-23E well pad. The proposed RBU #28-23E well centerstake is located, from north 46 degrees northeast, 6 m (19.68 feet) from the existing RBU #13-23E well head. In addition, the RBU #28-23E well's proposed access and pipeline is the existing road and pipeline associated with the existing RBU #13-23E well pad.

The proposed RBU #28-23E well is part of XTO Energy, Inc.'s infield drilling program. The proposed XTO Energy, Inc.'s proposed infield drilling program involves fifty (n=50) wells. The location of these fifty infield well are located in Sections 13, 14, 16, 22, 23 and 24 of T10S R19E, and Sections 18 and 19, T10S, R20E Uintah County, Utah (Figure 2).

The fifty (n=50) proposed infield wells will be directionally drilled from twenty-nine (n=29) existing well pads in the River Bend Unit on the northern portion of Wild Horse Bench. A list of the existing wells with their proposed wells, legal location, land ownership and Utah SHPO project numbers can be found in Table 1. In addition, the fifty (n=50) well's proposed access and pipelines are the existing oil and gas field service roads (access) and pipelines associated with the existing wells that the proposed wells will be directional drilled from. A similar project of this nature was conducted in the River Bend Unit in 2006 by AIA for Dominion Exploration and Production, Inc. (Truesdale 2006).

The land in Section 23 of T10S R19E is administered by the United States, Utah Bureau of Land Management, Vernal Field Office. The fieldwork was conducted on October 20 to 25 and November 17 to 18, 2008 by AIA archaeologists James Truesdale and David V. Hill (AIA staff archaeologist). All the field notes and maps are located in the AIA office in Laramie, Wyoming.

File Search

A GIS map search was conducted by the Office of the Utah Division of State History (UDSH), Antiquities Section, Records Division on October 16 and November 13, 2008. An additional file search was conducted at the Vernal BLM office in October 2008 by the author. An update of AIA's USGS 7.5'/1985 Moon Bottom, Big

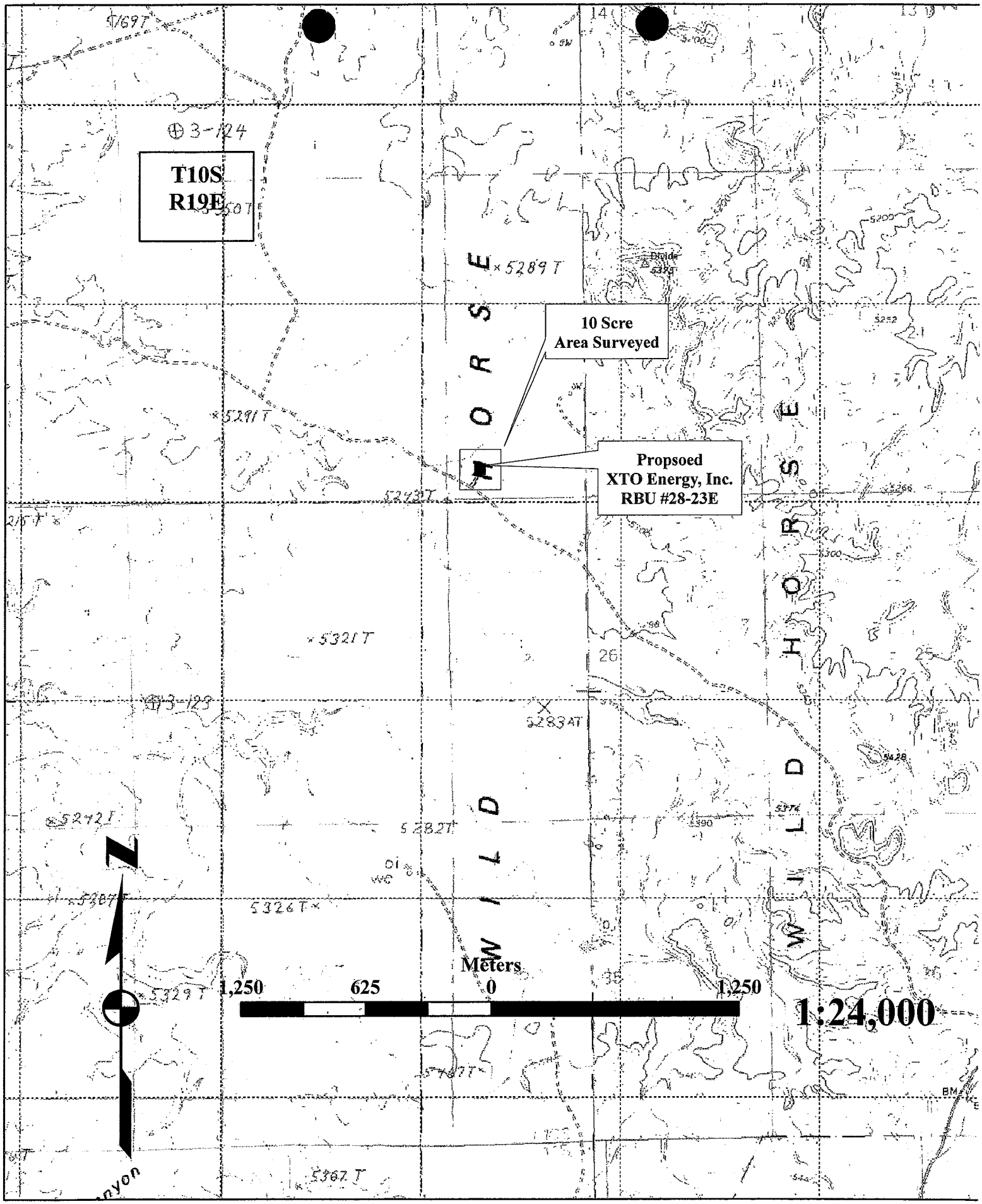


Figure 1. Location of the XTO Energy, Inc.'s proposed infield well RBI #28-23E on 7.5' USGS quadrangle maps (1985) Moon bottom and (1968) Big Pack Mountain NW, Uintah County, Utah.

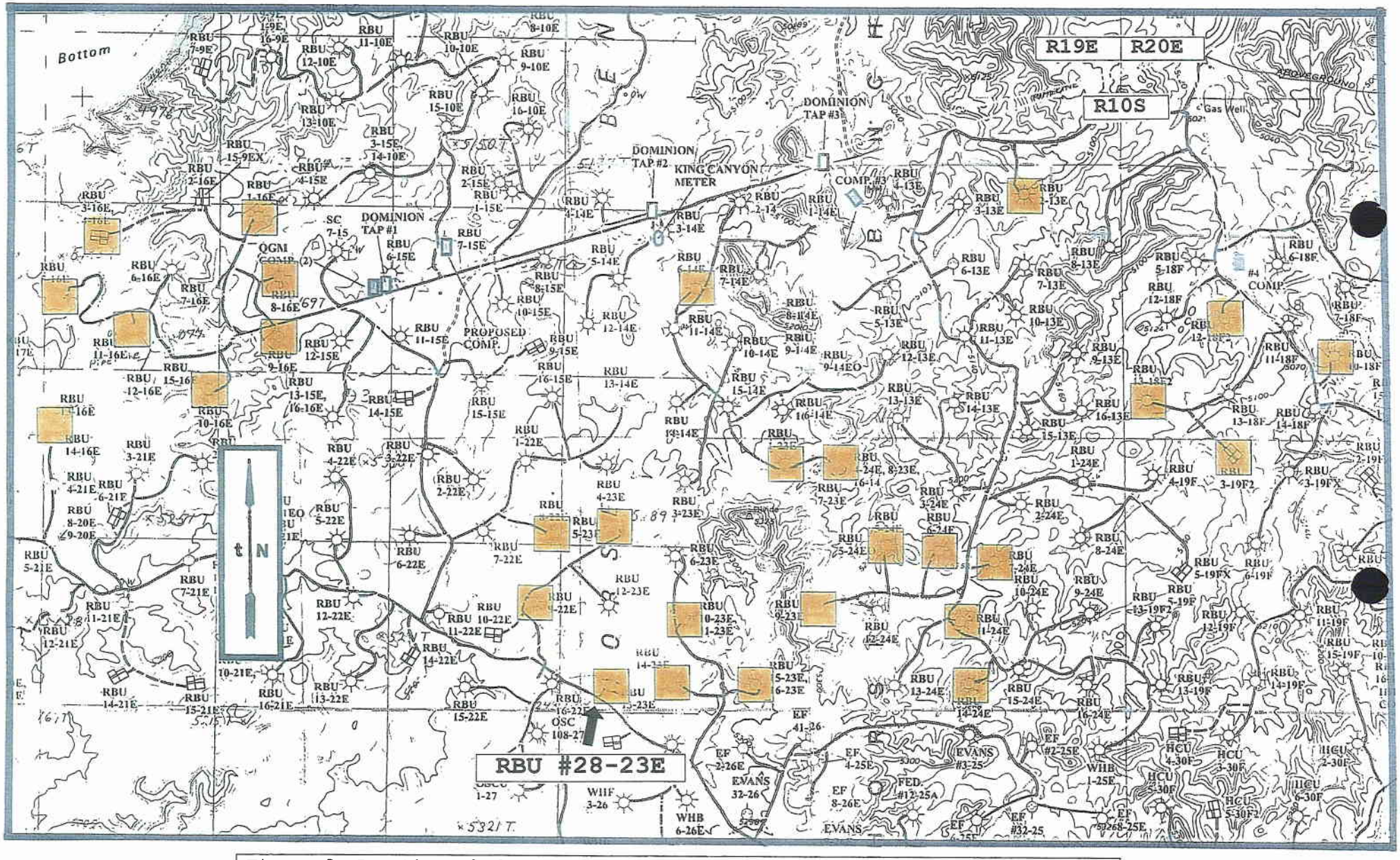


Figure 2. Location of the XTO Energy, Inc. Infield Drilling Program's proposed fifty (n=50) wells located on twenty-nine (n-29) existing wells and the proposed RBU #28-23E on 7.5' USGS quadrangle maps (1968)Big Pack Mountain and (1985)Moon Bottom, Uintah County, Utah.

Table 1. List of the existing wells with their proposed wells, legal location (Section, Township and Range), surface land ownership, and associated Utah SHPO project numbers.

Existing Well	Proposed Well	Section	Township & Range	Surface Land Ownership	Utah SHPO Project #
RBU #10-18F	RBU #46-18F	18	T10S R20E	BLM	U-08-AY-1013b
RBU #12-18F	RBU #44-18F	18	T10S R20E	BLM	U-08-AY-1011b
	RBU #43-18F				U-08-AY-1012b
RBU #13-18F2	RBU #45-18F	18	T10S R20E	BLM	U-08-AY-1010b
RBU # 2-13E	RBU #18-13F	13	T10S R19E	BLM	U-08-AY- 974b
RBU # 7-24E	RBU #23-24E	24	T10S R19E	BLM	U-08-AY- 966b
RBU # 6-24E	RBU #22-24E	24	T10S R19E	BLM	U-08-AY- 972b
RBU #11-24E	RBU #26-24E	24	T10S R19E	BLM	U-08-AY- 970b
	RBU #27-24E				U-08-AY- 968b
	RBU #46-24E				U-08-AY- 971b
	RBU #28-24E				U-08-AY- 969b
RBU #14-24E	RBU #30-24E	24	T10S R19E	BLM	U-08-AY- 967b
RBU # 9-23E	RBU #24-23E	23	T10S R19E	BLM	U-08-AY- 980b
	RBU #32-23E	23	T10S R19E	BLM	U-08-AY- 981b
RBU # 5-24E	RBU #21-23E	23	T10S R19E	BLM	U-08-AY- 973b
RBU # 8-23E	RBU #17-23E	23	T10S R19E	BLM	U-08-AY- 983b
RBU # 1-23E	RBU #31-14E	23	T10S R29E	BLM	U-08-AY- 976b
RBU # 6-14E	RBU #26-14E	14	T10S R19E	BLM	U-08-AY- 975b
RBU # 8-22E	RBU #17-22E	22	T10S R19E	BLM	U-08-AY- 977b
	RBU #24-22E				U-08-AY- 978b
RBU # 5-23E	RBU #21-23E	23	T10S R19E	BLM	U-08-AY- 987b
	RBU #37-23E				U-08-AY- 988b
	RBU #19-23E				U-08-AY- 986b
RBU #13-23E	RBU #28-23E	23	T10S R19E	BLM	U-08-AY- 982b
RBU #14-23E	RBU #44-23E	23	T10S R19E	BLM	U-08-AY- 979b
RBU #16-23E	RBU #25-23E	23	T10S R19E	BLM	U-08-AY- 984b
	RBU #31-23E				U-08-AY- 985b
RBU #10-23E	RBU #23-23E	23	T10S R19E	BLM	U-08-AY- 989b
	RBU #30-23E				U-08-AY- 990b
RBU # 9-16E	RBU #32-16E	16	T10S R19E	SITLA	U-08-AY-1002s
	RBU #29-15E				U-08-AY-1007bs
	RBU #28-15E				U-08-AY-1006bs
RBU # 8-16E	RBU #25-16E	16	T10S R19E	SITLA	U-08-AY-1001s
RBU # 1-16E	RBU #20-15E	16	T10S R19E	SITLA	U-AY-08-1008bs
	RBU #17-16E				U-08-AY- 995s
	RBU #24-16E				U-08-AY- 994s
RBU #10-16E	RBU #41-16E	16	T10S R19E	SITLA	U-08-AY- 998s
	RBU #15-16EX	16	T10S R19E	SITLA	U-08-AY- 996s
	RBU #31-16E	16	T10S R19E	SITLA	U-08-AY- 997s
RBU #11-16E	RBU #14-16ER	16	T10S R19E	SITLA	U-08-AY- 999s
	RBU #42-16E				U-08-AY-1000s
RBU # 5-16E	RBU #38-16E	16	T10S R19E	SITLA	U-08-AY- 991s
	RBU #28-16E				U-08-AY- 993s
	RBU #21-16E				U-08-AY- 992s
RBU # 4-16E	RBU #19-16E	16	T10S R19E	SITLA	U-08-AY-1003s
RBU #13-16E	RBU #29-16E	16	T10S R19E	SITLA	U-08-AY-1004s
	RBU #30-16E				U-08-AY-1005s
	RBU #17-20E			SITLA	U-08-AY-1009bs
RBU # 9-22E	RBU #26-22E	22	T10S R20E	BLM	U-08-AY-1122b
RBU # 3-19F2	RBU #36-19F	19	T10S R20E	BLM	U-08-AY-1121b

Pack Mountain NW quadrangle maps from the UDSH's Moon Bottom, Big Pack Mountain NW quadrangle base maps occurred on November 8, 2003 and again on February 3, 2004.

The UDSH GIS search indicated that eight (n=8) projects (U-98-AF-366, U-00-AF-460, U-00-AY-730, U-00-AY-803, U-02-AY-254, U-03-AY-345, U-03-AY-382 and U-06-AY-1319) had been previously conducted in Section 23 of T10S R19E. The UDSH GIS search indicated that no cultural resource sites had been previously recorded in Section 23 of T10S R19E.

Environment

Physiographically, the project is located in the River Bend Unit located on the northern portion of the Wild Horse Bench in the Uinta Basin, 12 miles south of Ouray, Utah. The Uinta Basin is structurally the lowest part of the Colorado Plateau geographical province (Thornbury 1965:425). The Uinta Basin is a large, relatively flat, bowl shaped, east-west asymmetrical syncline near the base of the Uinta Mountains. The topography is characteristic of sloping surfaces that incline northward and are mainly dip slopes on the harder layers of Green River and Uinta Formations (Stokes 1986). A thick section of more than 9000 feet (2743.9 m) of early Tertiary rocks are exposed (Childs 1950). These rocks are mainly Paleocene and Eocene in age and consist of sandstone, clay and shale lacustrine, fluviatile, and deltaic continental deposits, most famous of which are the lacustrine Green River Beds.

The immediate project area is situated on high desert hills and benches about ½ to 3 miles east of the Green River. The area is characterized as having steep ridges and/or buttes of thick Uinta Formation sandstone, with layers of clays and shales. The hills, ridges and buttes are dissected by several steep ephemeral drainage washes with wide flat alluvial plains. Portions of the desert hardpan and bedrock are covered with various sizes of residual angular to tabular pieces of eroding sandstone, clay and shale. Many of the higher hills and ridges exhibit ancient terrace (pediment) surfaces containing pebble and cobble gravel. Some of these pebbles and cobbles exhibit a dark brown to black desert varnish (patination). In addition, many of the hills and ridge slopes are covered with aeolian sand that may reach a depth of 100 to 150 cm.

Vegetation in the River Bend Unit area is characteristic of a low sagebrush community with shadscale and greasewood. Species observed in the project area include; big sagebrush (Artemesia tridentata), shadscale (Atriplex confertifolia), saltbush (Atriplex nuttallii), rabbitbrush (Chrysothamnus viscidiflorus), winterfat (Eurotia lanata), greasewood (Sarcobatus baileyi), wild buckwheat, Erigonum ovalifolium), desert trumpet (Erigonum

inflatum), Indian rice grass (Oryzopsis hymenoides), western wheatgrass (Agropyron smithii), spiked wheatgrass (Agropyron sp.), crested wheatgrass (Agropyron cristatum), June grass (Koeleria cristata), cheat grass (Bromus tectorum), desert globemallow (Bromus tectorum), lupine (Lupinus sp.), larkspur (Delphinium sp.), Indian paintbrush (Castilleja chromosa), peppergrass (Lepidium perfoliatum), scalloped phacelia (Phacelia intergrifolian), birdscage evening primrose (Oenothera deltoides), Russian thistle (Salsola kali), Russian knapweed (Centaurea repens), and prickly pear cactus (Opuntia sp.). In addition, a riparian community dominated by cottonwood (Populas sp.), willow (Salix sp.), and salt cedar (tamerix) can be found along the Green River located approximately 1/2 mile west.

RBU #28-23E

The proposed infield RBU #28-23E centerstake, and existing RBU #13-23E well pad is situated along the bottom of the southern slope of a upland west to east trending ridge. A major oil and gas field service road is located adjacent immediately south of the proposed well. Sediments surrounding the well pad are colluvial in nature. These colluvial sediments are shallow (<5 cm) and consist of poorly sorted, moderately compacted, tan to light brown, sandy clay loam mixed with small to medium sized angular pieces of sandstone. These angular pieces of sandstone exhibit a dark brown to black desert varnish (patination). Vegetation is sparse and consists of low sagebrush, budsage, rabbitbrush, saltbush, bunchgrasses, and prickly pear cactus.

Field Methods

For the XTO infield drilling program, a total of 10 acres were surveyed around the proposed well centerstakes located on the existing wells identified in Table 1. Reconnaissance of the 10 acre area surveyed around each of the original proposed wells was accomplished by walking transects spaced no more than 15 meters apart, back and forth, until the entire area has been covered. However, the previously disturbed area, associated with the construction of the existing well pad(s), within the 10 acre surveyed, may range between 3 to 5 acres. In addition, the existing well's road and pipeline corridors within the 10 acre area surveyed by AIA also may also include between .5 and 1.5 additional acres. Therefore, the total acreage surveyed around an existing well and the proposed infield well's centerstake that is undisturbed may range between 3.5 to 6.5 acres.

All of the proposed access and pipelines are existing well access roads and pipelines that are associated with the existing wells. Since the original wells have already been surveyed by previously archaeological projects, 0 block and 0 linear acres were surveyed for this project.

Conversations with Mr. Blaine Phillips (Archaeologist, Vernal District Office Utah BLM) indicated that a Class I files and literature search was adequate for the present project. However, AIA decided to conduct a on the ground reconnaissance of the areas to insure that no cultural materials would be impacted by proposed construction.

However, a brief visit to each of the existing twenty-nine (n=29) well locations was conducted by the author and an AIA staff archaeologist between October 20 to 25, and November 17 to 18, 2008. These visits were to insure that no cultural resources would be impacted by the subsequent construction of the wells involved in the XTO Energy, Inc.'s infield drilling program.

Geologic landforms (rockshelters, alcoves, ridge tops and saddles) and areas of subsurface exposure (ant hills, blowouts, rodent holes and burrow, eroding slopes and cutbanks) were examined with special care in order to locate cultural resources (sites, isolates) and possibly help assess a site's sedimentary integrity and potential for the presence and/or absence of buried intact cultural deposits. All exposures of sandstone cliff faces, alcoves or rockshelters, and talus slopes were surveyed.

When cultural materials are discovered, a more thorough survey of the immediate vicinity is conducted in order to locate any associated artifacts and to determine the horizontal extent (surface area) of the site. If no other artifacts are located during the search then the initial artifact was recorded as an isolated find. At times, isolated formal tools (typical end scrapers, projectile points) were drawn and measured. The isolate was then described and its location plotted on a U.S.G.S. topographic map and UTM coordinates are recorded.

When sites are found an Intermountain Antiquities Computer System (IMACS) form was used to record the site. At all sites, selected topographic features, site boundaries, stone tools and cultural features (hearths, foundations, trash dumps and trails) are mapped. Sites were mapped with a Brunton compass, Trimble Geophysical 3 and/or Garmin E-Trex GPS units, and pacing off distances from a mapping station (datum, PVC with aluminum tag). All debitage is inventoried using standard recording techniques (Truesdale et al 1995:7) according to material type, basic flake type, and so on. Selected (mostly complete) stone tools and projectile points are drawn and measured. All features (rockart panel(s), hearths, foundations, trash dumps and trails) are measured and described, while selected features are either drawn or photographed.

Site location data is recorded by a Trimble GeoExplorer 3 Global Positioning System (GPS) and Garmin GPS III Plus and/or a

E-Trex GPS. Site elevation and Universal Transverse Mercator (UTM) grid data, its Estimated Position Error (EPE) and Dilution of Precision (DOP) were recorded. Using the GPS data, the site location was then placed on a USGS 7.5' quadrangle map.

Results

A Class III cultural resource survey and inventory was conducted around the proposed RBU #28-23E centerstake and existing RBU #13-23E well pad, its access and pipeline.

Approximately 3.5 to 4 acres of area has been previously disturbed by the construction of the existing RBU #13-23E well pad, its access and pipeline. No cultural resources (sites, isolates) were recorded.

A Class I files and literature search was conducted by AIA for the XTO Energy, Inc.'s proposed fifty (n=50) infield drilling program wells. These proposed fifty (n=50) wells will be directionally drilled from twenty-nine (n=29) existing well pads in the River Bend Unit on Wild Horse Bench.

A brief Class III survey and inventory of each of the twenty-nine infield drilling locations was conducted to insure that subsequent construction of the well pads would not impact any cultural resources (sites, isolates). An approximate total of between 145 and 174 undisturbed acres were surveyed for the XTO Energy, Inc.'s infield drilling program.

A moderate scatter of modern trash (plastic bottles, sanitary food cans, miscellaneous metal, wire, green, brown and clear glass bottles and bottle fragments, foam insulation, etc.) can be found on and surrounding the existing well pads and along the existing oil and gas field service roads in the River Bend Unit and Wild Horse Bench area. This modern trash is less than fifty years of age and subsequently does not meet the National Register's age criterion (>50 years of age).

Recommendations

A Class III cultural resource survey and inventory was conducted around the proposed RBU #28-23E centerstake and existing RBU #13-23E well pad, its access and pipeline.

Approximately 3.5 to 4 acres of area has been previously disturbed by the construction of the existing RBU #13-23E well pad, its access and pipeline. No cultural resources (sites, isolates) were recorded.

A Class I files and literature search was conducted by AIA for the XTO Energy, Inc.'s proposed fifty (n=50) infield drilling

program wells. These proposed fifty (n=50) wells will be directionally drilled from twenty-nine (n=29) existing well pads in the River Bend Unit on Wild Horse Bench.

A brief Class III survey and inventory to each of the twenty-nine drilling locations was conducted to insure that subsequent construction of the well pads would not impact any cultural resources (sites, isolates). A total of between 145 and 174 undisturbed acres were surveyed for the XTO Energy, Inc.'s infield drilling program.

A moderate scatter of modern trash (plastic bottles, sanitary food cans, miscellaneous metal, wire, green, brown and clear glass bottles and bottle fragments, foam insulation, etc.) can be found on and surrounding the existing well pads and along the existing oil and gas field service roads in the River Bend Unit and Wild Horse Bench area. This modern trash is less than fifty years of age and subsequently does not meet the National Register's age criterion (>50 years of age).

No additional cultural resources (historic properties, isolates) were recorded during the archaeological investigations (survey) of the area around the existing RBU #13-23E well pad and the proposed RBU #28-23E centerstake. Therefore, no additional archaeological work is necessary and clearance is recommended for the construction of the RBU #28-23E well.

REFERENCES CITED

Childs, O.E.
1950 Geologic history of the Uinta Basin, Utah Geological and Mineralogical Survey. Guidebook to the Geology of Utah, No. 5:49-59.

Stokes, William D.
1986 Geology of Utah. Contributions by the Utah Museum of Natural History, and the Utah Geological and Mineral Survey Department of Natural Resources. Utah Museum of Natural History, Occasional Papers, No. 6.

Thornbury, William D.
1965 Regional Geomorphology of the United States. John Wiley & Sons, Inc.

Truesdale, James A., Kathleen E Hiatt, and Clifford Duncan
1995 Cultural Resource Inventory of the Proposed Ouray Gravel Pit Location, Uintah-Ouray Ute Reservation, Uintah County, Utah. Report prepared for U & W Construction, Ft. Duchesne, Utah by AIA, Laramie, Wyoming.

Truesdale, James A.
2006 Dominion Exploration & Production, Inc. Twenty Acre Infield Drilling Program: A Cultural Resource Inventory for Thirty-Three (n=33) wells, their access and pipelines, Uintah County, Utah. Report prepared for DEPI by AIA. Manuscript is on file at the AIA office in Laramie, Wyoming. Utah project number U-06-AY-1139b.

PALEONTOLOGY EVALUATION SHEET

PROJECT: XTO Energy, Inc. - Well RBU #28-23E
(Existing well locations #13-23E)

LOCATION: Twelve miles south-southwest of Ouray, Utah. Section 23, 490' FSL 580' FWL, T10S, R19E, S.L.B.&M.

OWNERSHIP: PRIV[ ] STATE[ ] BLM[X] USFS[ ] NPS[ ] IND[ ] MIL[ ] OTHER[ ]

DATE: October 23, 2008

GEOLOGY/TOPOGRAPHY: Uinta Formation, lower part, Eocene Age. The well is on an existing well pad and will expand to the northwest and northeast.

PALEONTOLOGY SURVEY: YES [ ] NO Survey [ ] PARTIAL Survey [X]
A pedestrian survey was performed on the expanded portion around the well location.

SURVEY RESULTS: Invertebrate [ ] Plant [ ] Vertebrate [X] Trace [ ] No Fossils Found [ ]
Found one isolated, weathered turtle shell fragment.

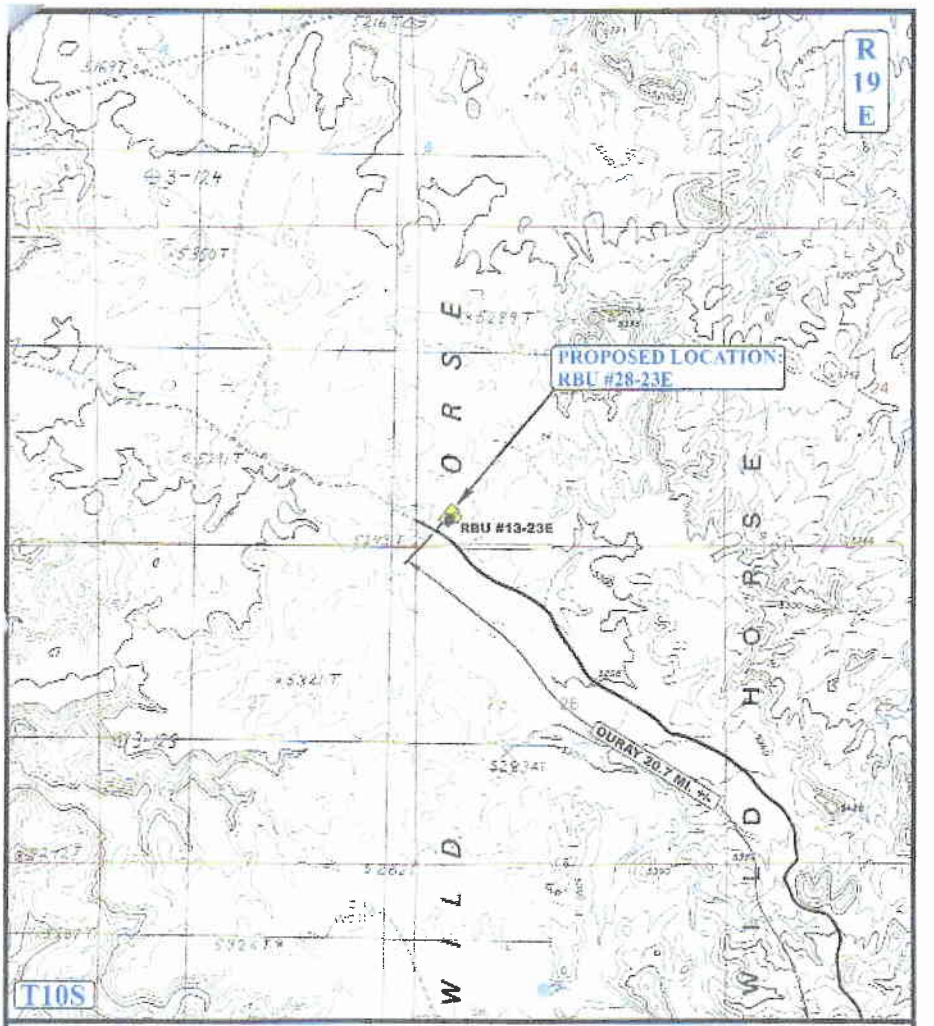
PALEONTOLOGY SENSITIVITY: HIGH [ ] MEDIUM [x] LOW [x] (PROJECT SPECIFIC)

MITGATION RECOMMENDATIONS: NONE [X] OTHER [ ] (SEE BELOW)

No recommendations are being made for this well location.

There is always some potential for discovery of significant paleontological resources in the Uinta Formation. If significant vertebrate fossils (mammals, crocodiles, complete turtle shells, etc.) are encountered during construction, work should stop in that area and a paleontologist should be contacted to evaluate the material discovered.

PALEONTOLOGIST: Alden H. Hamblin
A.H. Hamblin Paleontological Consulting, 3793 N. Minersville Highway, Cedar City, Utah 84720 (435) 867-8355
Utah State Paleontological Permit # 07-355, BLM paleontological Resources Permit # UT08-003C.
Utah Professional Geologist License – 5223011-2250.



LEGEND:

EXISTING ROAD

N

XTO ENERGY, INC.

RBU #28-23E
SECTION 23, T10S, R19E, S.L.B.&M.
490' FSL 580' FWL

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

TOPOGRAPHIC MAP | 08 MONTH | 18 DAY | 08 YEAR

SCALE: 1" = 2000 | DRAWN BY: D.P. | REVISED: 00-00-00

B TOPO

WORKSHEET

APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 02/02/2009

API NO. ASSIGNED: 43-047-40530

WELL NAME: RBU 28-23E

OPERATOR: XTO ENERGY INC (N2615)

PHONE NUMBER: 435-722-4521

CONTACT: DON HAMILTON

PROPOSED LOCATION:

SWSW 23 100S 190E

SURFACE: 0490 FSL 0580 FWL

NW SW BOTTOM: 1400 FSL 0370 FWL

COUNTY: UINTAH

LATITUDE: 39.92683 LONGITUDE: -109.7560

UTM SURF EASTINGS: 606302 NORTHINGS: 4420167

FIELD NAME: NATURAL BUTTES (630)

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LEASE TYPE: 1 - Federal

LEASE NUMBER: UTU-013766

SURFACE OWNER: 1 - Federal

PROPOSED FORMATION: WSMVD

COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

✓ Plat

✓ Bond: Fed[1] Ind[] Sta[] Fee[]
(No. UTB-000138)

N Potash (Y/N)

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

✓ Water Permit
(No. 43-10991)

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

NA Fee Surf Agreement (Y/N)

NA Intent to Commingle (Y/N)

LOCATION AND SITING:

___ R649-2-3.

Unit: RIVER BEND

___ R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells

___ R649-3-3. Exception

✓ Drilling Unit
Board Cause No: 254-01
Eff Date: 8-18-2006
Siting: 460' fr unbdry & uncomm. Tracts

___ R649-3-11. Directional Drill

COMMENTS:

STIPULATIONS: 1- Federal Approval

API Number: 4304740530

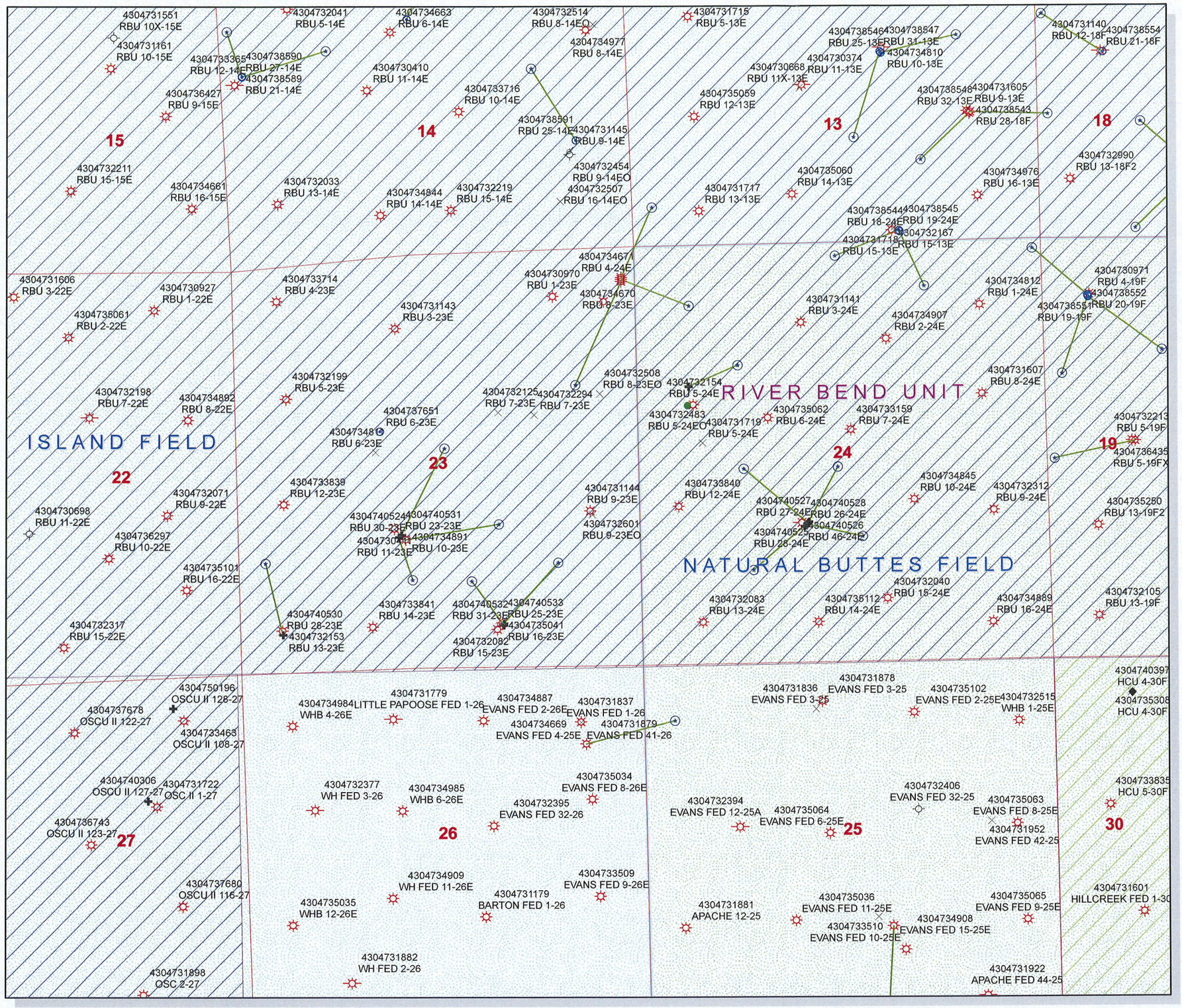
Well Name: RBU 28-23E

Township 10.0 S Range 19.0 E Section 23

Meridian: SLBM

Operator: XTO ENERGY INC

Map Prepared:
Map Produced by Diana Mason



Units

STATUS
- ACTIVE
- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Fields

STATUS
- ACTIVE
- COMBINED
- Sections

Wells Query Events
- <all other values>

GIS_STAT_TYPE
- <Null>
- APD
- DRL
- GI
- GS
- LA
- NEW
- OPS
- PA
- PGW
- POW
- RET
- SGW
- SOW
- TA
- TW
- WD
- WI
- WS

1,700 850 0 1,700 Feet

1:15,560

United States Department of the Interior

BUREAU OF LAND MANAGEMENT
Utah State Office
P.O. Box 45155
Salt Lake City, Utah 84145-0155

IN REPLY REFER TO:
3160
(UT-922)

February 6, 2009

Memorandum

To: Assistant District Manager Minerals, Vernal District

From: Michael Coulthard, Petroleum Engineer

Subject: 2008 Plan of Development River Bend Unit Uintah County, Utah.

Pursuant to email between Diana Whitney, Division of Oil, Gas and Mining, and Mickey Coulthard, Utah State Office, Bureau of Land Management, the following wells are planned for calendar year 2008 within the River Bend Unit, Uintah County, Utah.

API #	WELL NAME	LOCATION

(Proposed PZ Wasatch/MesaVerde)

43-047-40530 RBU 28-23E Sec 23 T10S R19E 0490 FSL 0580 FWL
BHL Sec 23 T10S R19E 1400 FSL 0370 FWL

43-047-40524 RBU 30-23E Sec 23 T10S R19E 1710 FSL 2076 FWL
BHL Sec 23 T10S R19E 1160 FSL 2250 FWL

43-047-40531 RBU 23-23E Sec 23 T10S R19E 1734 FSL 2108 FWL
BHL Sec 23 T10S R19E 2510 FNL 2520 FEL

43-047-40532 RBU 31-23E Sec 23 T10S R19E 0566 FSL 1808 FEL
BHL Sec 23 T10S R19E 1130 FSL 2200 FEL

43-047-40533 RBU 25-23E Sec 23 T10S R19E 0586 FSL 1807 FEL
BHL Sec 23 T10S R19E 1350 FSL 1090 FEL

43-047-40525 RBU 28-24E Sec 24 T10S R19E 1793 FSL 2126 FWL
BHL Sec 24 T10S R19E 2500 FSL 1310 FWL

43-047-40526 RBU 46-24E Sec 24 T10S R19E 1752 FSL 2082 FWL
BHL Sec 24 T10S R19E 1210 FSL 1410 FWL

43-047-40527 RBU 27-24E Sec 24 T10S R19E 1806 FSL 2141 FWL

BHL Sec 24 T10S R19E 2500 FSL 2530 FWL

43-047-40528 RBU 26-24E Sec 24 T10S R19E 1779 FSL 2111 FWL
BHL Sec 24 T10S R19E 1610 FSL 2410 FEL

43-047-40529 RBU 21-24E Sec 24 T10S R19E 1766 FNL 0618 FWL
BHL Sec 24 T10S R19E 1510 FNL 1260 FWL

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

/s/ Michael L. Coulthard

bcc: File – River Bend Unit
Division of Oil Gas and Mining
Central Files

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

February 10, 2009

XTO Energy, Inc.
P O Box 1360
Roosevelt, UT 84066

Re: RBU 28-23E Well, Surface Location 490' FSL, 580' FWL, SW SW, Sec. 23, T. 10 South, R. 19 East, Bottom Location 1400' FSL, 370' FWL, NW SW, Sec. 23, T. 10 South, R. 19 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 43-047-40530.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

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

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

UTAH DNR OIL, GAS & MINING

Operator: XTO Energy, Inc.

Well Name & Number RBU 28-23E

API Number: 43-047-40530

Lease: UTU-013766

Surface Location:	SW SW	**Sec.** 23	**T.** 10 South	**R.** 19 East
Bottom Location:	NW SW	**Sec.** 23	**T.** 10 South	**R.** 19 East

Conditions of Approval

1. **General**

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

2. **Notification Requirements**

   Notify the Division within 24 hours of spudding the well.

   - Contact Carol Daniels at (801) 538-5284

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

   - Contact Dustin Doucet at (801) 538-5281 (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. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

5. In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

API Well No: 43047405300000

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

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU-013766

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: RIVER BEND

1. TYPE OF WELL Gas Well

8. WELL NAME and NUMBER: RBU 28-23E

2. NAME OF OPERATOR: XTO ENERGY INC

9. API NUMBER: 43047405300000

3. ADDRESS OF OPERATOR: 382 Road 3100 , Aztec, NM, 87410

PHONE NUMBER: 505 333-3159 Ext

9. FIELD and POOL or WILDCAT: NATURAL BUTTES

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 0490 FSL 0580 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 23 Township: 10.0S Range: 19.0E Meridian: S

COUNTY: UINTAH

STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 2/10/2011	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	✓ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

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

XTO hereby requests a one year extension on the State permit for the referenced well.

Approved by the Utah Division of Oil, Gas and Mining

Date: February 16, 2010

By:

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Eden Fine	505 333-3664	Permitting Clerk
SIGNATURE N/A		**DATE** 2/11/2010

RECEIVED February 11, 2010

The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43047405300000

API: 43047405300000
Well Name: RBU 28-23E
Location: 0490 FSL 0580 FWL QTR SWSW SEC 23 TWNP 100S RNG 190E MER S
Company Permit Issued to: XTO ENERGY INC
Date Original Permit Issued: 2/10/2009

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- **If located on private land, has the ownership changed, if so, has the surface agreement been updated?** ○ **Yes** ◉ **No**
- **Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?** ○ **Yes** ◉ **No**
- **Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?** ○ **Yes** ◉ **No**
- **Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location?** ○ **Yes** ◉ **No**
- **Has the approved source of water for drilling changed?** ○ **Yes** ◉ **No**
- **Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?** ○ **Yes** ◉ **No**
- **Is bonding still in place, which covers this proposed well?** ◉ **Yes** ○ **No**

Approved by the Utah Division of Oil, Gas and Mining

Signature: Eden Fine **Date:** 2/11/2010
Title: Permitting Clerk **Representing:** XTO ENERGY INC

Date: February 16, 2010
By:

RECEIVED February 11, 2010

Form 3160-3
(August 2007)

RECEIVED
JAN 30 2009
BLM

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

5. Lease Serial No.
UTU-013766

6. If Indian, Allotee or Tribe Name
N/A

1a. Type of work: ☑ DRILL ☐ REENTER

7. If Unit or CA Agreement, Name and No.
River Bend Unit

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

8. Lease Name and Well No.
RBU 28-23E

2. Name of Operator
XTO Energy, Inc.

9. API Well No.
43-047-40530

3a. Address PO Box 1360; 978 North Crescent Road
Roosevelt, UT 84066

3b. Phone No. *(include area code)*
435-722-4521

10. Field and Pool, or Exploratory
Natural Buttes

4. Location of Well *(Report location clearly and in accordance with any State requirements.*)*
At surface 490' FSL & 580' FWL, SW/4 SW/4,
At proposed prod. zone 1,400' FSL & 370' FWL, NW/4 SW/4,

11. Sec., T. R. M. or Blk. and Survey or Area
Section 23, T10S, R19E, SLB&M

14. Distance in miles and direction from nearest town or post office*
11.91 miles southwest of Ouray, Utah

12. County or Parish
Uintah

13. State
UT

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 490'

16. No. of acres in lease
2240

17. Spacing Unit dedicated to this well
40 acres

18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 20'

19. Proposed Depth
8,808' MD / 8,678' TVD

20. BLM/BIA Bond No. on file
UTB-000138

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
5,244'

22. Approximate date work will start*
06/15/2009

23. Estimated duration
14 days

24. Attachments

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

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

25. Signature Don Hamilton
Name *(Printed/Typed)* Don Hamilton
Date 01/29/2009

Title
Agent for XTO Energy, Inc.

Approved by *(Signature)*
Name *(Printed/Typed)* James H. Sparger
Date NOV 04 2010

Title Acting Assistant Field Manager
Lands & Mineral Resources
Office VERNAL FIELD OFFICE

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

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

(Continued on page 2)

*(Instructions on page 2)

NOTICE OF APPROVAL

NOS 9-18-08

IAFMSS# 09BM1269A

RECEIVED
NOV 17 2010
DIV. OF OIL, GAS & MINING

UDOGM

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

CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company:	**XTO Energy, Inc.**	**Location:**	**SWSW, Sec. 23, T10S, R19E**
Well No:	**RBU 28-23E**	**Lease No:**	**UTU-013766**
API No:	**43-047-40530**	**Agreement:**	**River Bend Unit**

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

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

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Location Construction (Notify Environmental Scientist)	-	Forty-Eight (48) hours prior to construction of location and access roads.
Location Completion (Notify Environmental Scientist)	-	Prior to moving on the drilling rig.
Spud Notice (Notify Petroleum Engineer)	-	Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to running casing and cementing all casing strings to: ut_vn_opreport@blm.gov.
BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify Petroleum Engineer)	-	Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)

- All new and replacement internal combustion gas field engines of less than or equal to 300 design-rated horsepower must not emit more than 2 gms of NO_x per horsepower-hour. This requirement does not apply to gas field engines of less than or equal to 40 design-rated horsepower.

- All and replacement internal combustion gas field engines of greater than 300 design rated horsepower must not emit more than 1.0 gms of NO_x per horsepower-hour.

- If there is an active Gilsonite mining operation within 2 miles of the well location, operator shall notify the Gilsonite operator at least 48 hours prior to any blasting during construction.

- If paleontological materials are uncovered during construction, the operator is to immediately stop work and contact the Authorized Officer (AO). A determination will be made by the AO as to what mitigation may be necessary for the discovered paleontologic material before construction can continue.

- **Surface Disturbing Activities Notification:**
  Notify the Authorized Officer (AO) 48 hours prior to surface disturbing activities on BLM managed lands.

- **Wildlife and T&E Species: (<u>For RBU # 23-23 and RBU # 30-23</u>)**
  Observe the timing restrictions given below (Only during construction & drilling).

  Lands in this lease have been identified as habitat for golden eagle and other wildlife. Therefore, modifications to the Surface Use Plan of Operations will be required in order to protect this wildlife habitat from surface disturbing activities (see below).

  TIME RESTRICTION REASON

  January1 – August 31.....Golden eagle habitat
  During this period, there will be no construction, drilling or fracing activities within 0.5 miles of golden eagle habitat. This will minimize surface disturbance during golden eagle nesting season.

- **Reclamation:**
  a) All reclamation activities will adhere to the new XTO "Reclamation Plan," approved by BLM Vernal Field Office on July 28, 2010.

  b) The reference area for monitoring of interim and final reclamation will be selected and approved by the authorized officer. The location will be submitted as part of your next annual reclamation report.

Seed mix - Final Reclamation:
(May be amended at the time of well final abandonment)

Common name	Latin name	lbs/acre	Recommended seed planting depth (inches)
shadscale	*Atriplex confertifolia*	2	0.5 – 0.75
Indian rice grass	*Achnatherum hymenoides*	1	1.5 - 3
needle & thread grass	*Stipa comata*	3	1.5 - 3
black sagebrush	*Artemisia nova*	1/4	0.5-1
Gardner saltbush	*(Atriplex gardneri)*	0.5	0.25 – 0.75
Greasewood	*Sarcobactus vermiculatus)*	2	0.25 – 0.5
Squirreltail grass	*(Elymus elymoides)*	3	0.25 – 0.5
Rabbitbrush	*(Chryothamnus nauseosus)*	3	0.5-1
hycrest crested wheatgrass	*Agropyron cristayum/Agropyron desertorum hybrid*	2	0.25 – 0.75

- All pounds are pure live seed.
- All seed and mulch will be certified weed free.
- Rates are set for drill seeding; double rate if broadcasting.
- Reseeding may be required if initial seeding is not successful.

DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)

SITE SPECIFIC DOWNHOLE COAs:

- Gamma Ray Log shall be run from Total Depth to Surface.

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

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.

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

- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.

- **Please submit an electronic copy of all other logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**

- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.

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

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

    - Operator name, address, and telephone number.

    - Well name and number.

    - Well location (¼¼, Sec., Twn, Rng, and P.M.).

    - Date well was placed in a producing status (date of first production for which royalty will be paid).

    - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).

    - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.

    - Unit agreement and/or participating area name and number, if applicable.

    - Communitization agreement number, if applicable.

- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.

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

- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4.

Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

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

- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.

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

- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.

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

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

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

API Well No: 43047405300000

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

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU-013766

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: RIVER BEND

1. TYPE OF WELL Gas Well

8. WELL NAME and NUMBER: RBU 28-23E

2. NAME OF OPERATOR: XTO ENERGY INC

9. API NUMBER: 43047405300000

3. ADDRESS OF OPERATOR: 382 Road 3100 , Aztec, NM, 87410

PHONE NUMBER: 505 333-3159 Ext

9. FIELD and POOL or WILDCAT: NATURAL BUTTES

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0490 FSL 0580 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SWSW Section: 23 Township: 10.0S Range: 19.0E Meridian: S

COUNTY: UINTAH

STATE: UTAH

11.

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

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 2/10/2011	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	✓ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

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

XTO Energy hereby requests a one (1) year extension of the State APD for the referenced well.

Approved by the Utah Division of Oil, Gas and Mining

Date: 02/15/2011

By:

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Krista Wilson	505 333-3647	Permitting Tech

SIGNATURE	DATE
N/A	2/10/2011

The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43047405300000

API: 43047405300000
Well Name: RBU 28-23E
Location: 0490 FSL 0580 FWL QTR SWSW SEC 23 TWNP 100S RNG 190E MER S
Company Permit Issued to: XTO ENERGY INC
Date Original Permit Issued: 2/10/2009

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- **If located on private land, has the ownership changed, if so, has the surface agreement been updated?** ○ **Yes** ◉ **No**
- **Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?** ○ **Yes** ◉ **No**
- **Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?** ○ **Yes** ◉ **No**
- **Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location?** ○ **Yes** ◉ **No**
- **Has the approved source of water for drilling changed?** ○ **Yes** ◉ **No**
- **Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?** ○ **Yes** ◉ **No**
- **Is bonding still in place, which covers this proposed well?** ◉ **Yes** ○ **No**

Signature: Krista Wilson **Date:** 2/10/2011
Title: Permitting Tech **Representing:** XTO ENERGY INC

RECEIVED Feb. 10, 2011

FORM 9

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

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU-013766

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: RIVER BEND

1. TYPE OF WELL Gas Well

8. WELL NAME and NUMBER: RBU 28-23E

2. NAME OF OPERATOR: XTO ENERGY INC

9. API NUMBER: 43047405300000

3. ADDRESS OF OPERATOR: 382 Road 3100 , Aztec, NM, 87410

PHONE NUMBER: 505 333-3159 Ext

9. FIELD and POOL or WILDCAT: NATURAL BUTTES

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 0490 FSL 0580 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 23 Township: 10.0S Range: 19.0E Meridian: S

COUNTY: UINTAH

STATE: UTAH

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

TYPE OF SUBMISSION

- ✓ NOTICE OF INTENT — Approximate date work will start: 1/1/2013
- ☐ SUBSEQUENT REPORT — Date of Work Completion:
- ☐ SPUD REPORT — Date of Spud:
- ☐ DRILLING REPORT — Report Date:

TYPE OF ACTION

☐ 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 OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	✓ APD EXTENSION
☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

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

XTO Energy hereby requests a one (1) year extension of the State APD for the referenced well.

Approved by the Utah Division of Oil, Gas and Mining

Date: January 09, 2012

By:

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Kelly Kardos	505 333-3145	Lead Sr. Permitting Tech

SIGNATURE	DATE
N/A	1/5/2012

RECEIVED: Jan. 05, 2012

The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43047405300000

API: 43047405300000
Well Name: RBU 28-23E
Location: 0490 FSL 0580 FWL QTR SWSW SEC 23 TWNP 100S RNG 190E MER S
Company Permit Issued to: XTO ENERGY INC
Date Original Permit Issued: 2/10/2009

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

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- **Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?** ○ **Yes** ◉ **No**
- **Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?** ○ **Yes** ◉ **No**
- **Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location?** ○ **Yes** ◉ **No**
- **Has the approved source of water for drilling changed?** ○ **Yes** ◉ **No**
- **Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?** ○ **Yes** ◉ **No**
- **Is bonding still in place, which covers this proposed well?** ◉ **Yes** ○ **No**

Signature: Kelly Kardos **Date:** 1/5/2012
Title: Sr. Permitting Tech **Representing:** XTO ENERGY INC

RECEIVED: Jan. 05, 2012

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

March 20, 2013

43 047 40530
RBU 28-23E
10S 19E 23

Rick Redus
XTO Energy Inc.
382 Road 3100
Aztec, NM 87410

Re: APDs Rescinded for XTO Energy Inc.
Uintah/Emery County

Dear Mr. Redus:

Enclosed find the list of APDs that you requested to be rescinded. No drilling activity at these locations has been reported to the division. Therefore, approval to drill these wells is hereby rescinded, effective March 20, 2013.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,

Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Vernal
SITLA, Ed Bonner

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

UTAH DNR
OIL, GAS & MINING

Fwd: APDs

Brad Hill <bradhill@utah.gov> Wed, Mar 20, 2013 at 2:35 PM
To: Diana Mason <DIANAWHITNEY@utah.gov>

Here are some you can get rid of.

——— Forwarded message ———
From: **Redus, Richard** <Richard_Redus@xtoenergy.com>
Date: Wed, Mar 20, 2013 at 2:31 PM
Subject: APDs
To: "bradhill@utah.gov" <bradhill@utah.gov>

Mr Hill,

Please cancel the below APD's as XTO will not be drilling these wells within the foreseeable future.

XTO ENERGY INC	4304737569	RBU 14-15F	DRILL	01/12/2006	01/12/2013
XTO ENERGY INC	4304752133	LCU 4-16H	DRILL	01/12/2012	01/12/2013
XTO ENERGY INC	4301530704	UT FED 18-7-22-24	DRILL	01/24/2007	01/24/2013
XTO ENERGY INC	4304737648	RBU 6-4E	DRILL	01/30/2006	01/30/2013
XTO ENERGY INC	4304737652	RBU 7-16F	DRILL	01/30/2006	01/30/2013
XTO ENERGY INC	4304737653	LCU 14-9H	DRILL	01/30/2006	01/30/2013
XTO ENERGY INC	4304751354	KC 15-32E	DRILL	02/03/2011	02/03/2013
XTO ENERGY INC	4304736295	RBU 10-21E	DRILL	02/09/2005	02/09/2013
XTO ENERGY INC	4304740524	RBU 30-23E	DRILL	02/10/2009	02/10/2013
XTO ENERGY INC	4304740529	RBU 21-24E	DRILL	02/10/2009	02/10/2013

XTO ENERGY INC	4304740530	RBU 28-23E	DRILL	02/10/2009	02/10/2013
XTO ENERGY INC	4304740531	RBU 23-23E	DRILL	02/10/2009	02/10/2013
XTO ENERGY INC	4304740532	RBU 31-23E	DRILL	02/10/2009	02/10/2013
XTO ENERGY INC	4304740533	RBU 25-23E	DRILL	02/10/2009	02/10/2013
XTO ENERGY INC	4304739050	LCU 15-4H	DRILL	02/12/2007	02/12/2013
XTO ENERGY INC	4304739051	KC 15-31E	DRILL	02/21/2007	02/21/2013
XTO ENERGY INC	4304752053	AP 14-2J	DRILL	02/29/2012	02/28/2013
XTO ENERGY INC	4304752054	AP 16-2J	DRILL	02/29/2012	02/28/2013
XTO ENERGY INC	4304752055	AP 5-2JX	DRILL	02/29/2012	02/28/2013
XTO ENERGY INC	4304752102	LCU 16-36F	DRILL	02/29/2012	02/28/2013
XTO ENERGY INC	4304752103	LCU 2-2H	DRILL	02/29/2012	02/28/2013
XTO ENERGY INC	4304752104	LCU 4-2H	DRILL	02/29/2012	02/28/2013
XTO ENERGY INC	4304752106	LCU 7-36F	DRILL	02/29/2012	02/28/2013
XTO ENERGY INC	4304752108	LCU 2-36F	DRILL	02/29/2012	02/28/2013
XTO ENERGY INC	4304752109	LCU 4-36F	DRILL	02/29/2012	02/28/2013
XTO ENERGY INC	4304739068	KC 7-33E	DRILL	03/05/2007	03/05/2013
XTO ENERGY INC	4304739069	KC 13-33E	DRILL	03/05/2007	03/05/2013
XTO ENERGY INC	4304739070	KC 15-33E	DRILL	03/05/2007	03/05/2013
XTO ENERGY INC	4304737748	RBU 14-16F	DRILL	03/09/2006	03/09/2013

XTO ENERGY INC	4304740588	RBU 22-24E	DRILL	03/11/2009	03/11/2013
XTO ENERGY INC	4304740492	LCU 2-16H	DRILL	03/12/2009	03/12/2013
XTO ENERGY INC	4304740493	LCU 1-16H	DRILL	03/12/2009	03/12/2013
XTO ENERGY INC	4304739158	LCU 15-3H	DRILL	03/28/2007	03/28/2013
XTO ENERGY INC	4304739159	LCU 5-3H	DRILL	03/28/2007	03/28/2013

Rick Redus

Permitting Specialist

XTO Energy Western Division

Wrk: 303-397-3712

Cell: 720-539-1673

From: bradhill@utah.gov [mailto:bradhill@utah.gov]
Sent: Monday, March 04, 2013 1:20 PM
To: Redus, Richard
Subject: Sundry For API Well Number 43047364300000

Notice of Intent: APD_EXTENSION API Number: 43047364300000 Operator: XTO ENERGY INC Approved: 3/4/2013

--
Brad Hill P.G.
O & G Permitting Manager/Petroleum Geologist
State of Utah
Division of Oil, Gas, & Mining
Phone: (801)538-5315
Fax: (801)359-3940
email: bradhill@utah.gov

United States Department of the Interior

BUREAU OF LAND MANAGEMENT
Green River District
Vernal Field Office
170 South 500 East
Vernal, UT 84078
http://www.blm.gov/ut/st/en/fo/vernal.html

June 4, 2013

IN REPLY REFER TO:
3160 (UTG011)

Rick Redus
XTO Energy, Inc.
PO Box 6501
Englewood, CO 80155

43 047 40530

RECEIVED
JUN 12 2013
DIV. OF OIL, GAS & MINING

Re: Notice of Expiration
Well No. RBU 28-23E
SWSW, Sec. 23, T10S, R19E
Uintah County, Utah
Lease No. UTU-013766
River Bend Unit

Dear Mr. Redus:

The Application for Permit to Drill (APD) for the above-referenced well was approved on November 4, 2010. According to our records, no known activity has transpired at the approved location. In view of the foregoing, this office is notifying you that the approval of the referenced application has expired. If you intend to drill at this location in the future, a new Application for Permit to Drill must be submitted.

This office requires a letter confirming that no surface disturbance has been made for this drill site. Any surface disturbance associated with the approved location of this well is to be rehabilitated. A schedule for this rehabilitation must be submitted to this office. Your cooperation in this matter is appreciated.

If you have any questions regarding this matter, please contact Robin R. Hansen at (435) 781-3428.

Sincerely,

/s/ Jerry Kenczka

Jerry Kenczka
Assistant Field Manager
Lands & Mineral Resources

cc: UDOGM

bcc: Well File
I&E Asst.