

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

FORM 3

AMENDED REPORT

APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER Federal 16-6-6-20	
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT WILDCAT	
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME	
6. NAME OF OPERATOR NEWFIELD PRODUCTION COMPANY						7. OPERATOR PHONE 435 646-4825	
8. ADDRESS OF OPERATOR Rt 3 Box 3630 , Myton, UT, 84052						9. OPERATOR E-MAIL mcrozier@newfield.com	
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) UTU-80922			11. MINERAL OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>	
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Henderson Ranches LLC						14. SURFACE OWNER PHONE (if box 12 = 'fee')	
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') Route 3 Box 3671, ,						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')	
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input checked="" type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input type="checkbox"/>	
20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN	
LOCATION AT SURFACE	846 FSL 690 FEL	SESE	6	6.0 S	20.0 E	S	
Top of Uppermost Producing Zone	846 FSL 690 FEL	SESE	6	6.0 S	20.0 E	S	
At Total Depth	846 FSL 690 FEL	SESE	6	6.0 S	20.0 E	S	
21. COUNTY UINTAH			22. DISTANCE TO NEAREST LEASE LINE (Feet) 690			23. NUMBER OF ACRES IN DRILLING UNIT 40	
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 4938			26. PROPOSED DEPTH MD: 9010 TVD: 9010	
27. ELEVATION - GROUND LEVEL 5348			28. BOND NUMBER WYB000493			29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 43-9077	
ATTACHMENTS							
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORCANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES							
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER				<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN			
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)				<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER			
<input type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)				<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP			
NAME Mandie Crozier			TITLE Regulatory Tech			PHONE 435 646-4825	
SIGNATURE			DATE 05/12/2009			EMAIL mcrozier@newfield.com	
API NUMBER ASSIGNED 43047504200000			APPROVAL			 Permit Manager	

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Prod	7.875	5.5	0	9010		
Pipe	Grade	Length	Weight			
	Grade J-55 LT&C	9010	15.5			

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Surf	12.25	8.625	0	350		
Pipe	Grade	Length	Weight			
	Grade J-55 ST&C	350	24.0			

**NEWFIELD PRODUCTION COMPANY
FEDERAL 16-6-6-20
SE/SE SECTION 6, T6S, R20E
UINTAH COUNTY, UTAH**

ONSHORE ORDER NO. 1

MULTI-POINT SURFACE USE & OPERATIONS PLAN

1. EXISTING ROADS

See attached Topographic Map "A"

To reach Newfield Production Company well location site Federal 16-6-6-20 located in the SE 1/4 SE 1/4 Section 6, T6S, R20E, Uintah County, Utah:

Proceed southwesterly out of Vernal, Utah along Highway 40 – 14.7 miles ± to the junction of this highway and an existing road to the northwest; proceed northwesterly – 0.5 miles ± to its junction with an existing road to the north; proceed northerly – 0.2 miles ± to its junction with an existing road to the northeast; proceed northeasterly direction - 0.8 miles ± to its junction with the beginning of the proposed access road; proceed along the proposed access road – 340' ± to the proposed well location.

2. PLANNED ACCESS ROAD

See Topographic Map "B" for the location of the proposed access road.

3. LOCATION OF EXISTING WELLS

Refer to Exhibit "B".

4. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES

The following guidelines will apply if the well is productive:

- A dike will be constructed completely around those production facilities that contain fluids (i.e., production tanks, produced water tanks). These dikes will be constructed of compacted subsoil, be impervious, hold 110% of the capacity of the largest tank, and be independent of the back cut. If a Spill Prevention, Control, and Countermeasure (SPCC) Plan is required by the Environmental Protection Agency, the containment dike may be expanded with approval from the AO to meet SPCC requirements. (The use of topsoil for the construction of dikes will not be allowed).
- All permanent (on site six months or longer) above the ground structures constructed or installed, including pumping units, will be painted a flat, non-reflective, earthtone color to match one of the standard environmental colors which are described by the five state Rocky Mountain Inter-Agency Committee. All facilities will be painted within six months of installation. The required color for this facility as determined by the AO will be Covert Green.
- A description of the proposed pipelines are included. See to Topographic Map "C". Pipeline segments will be welded together on disturbed areas in or near the location (whenever possible), and dragged into place.

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

Water for drilling and completion purposes will be obtained from one of the following sources. Refer to Exhibit "E" for a copy of the Water Use Authorization.

Permit #: 43-9077
William E. Brown
Sec. 32, T6S R20E

Permit #: 43-10447
Kenneth Joe Batty
Sec. 9, T8S R20E

Fresh water may also be purchased by Newfield Production from the Johnson Water District and trucked to the proposed location for the purpose of drilling. Johnson Water District Water Right : 43-7478.

6. **SOURCE OF CONSTRUCTION MATERIALS**

Surface and subsoil materials in the immediate area will be utilized. Any gravel will be obtained from the Company's privately owned source. The use of materials under BLM jurisdiction will conform to 43 CFR 3610.2-3.

7. **METHODS FOR HANDLING WASTE DISPOSAL**

Drill cuttings will be contained and buried in the reserve pit.

Drilling fluids, including salts and chemicals will be contained in the reserve pit. Upon termination of drilling and completion operations, the liquid contents of the reserve pit will be used at the next drill site or will be removed and disposed of at an approved waste disposal facility within 120 days after drilling is terminated. Immediately upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1.

The reserve pit will be constructed on the location and will not be located within natural drainage ways, where a flood hazard exists or surface runoff will destroy or damage the pit walls. The reserve pit will be constructed so that it will not leak, break, or allow discharge of liquids.

Annular disposal of the drilling fluids may be requested as a disposal option. An application for an individual annular disposal permit will be made prior to disposing of any fluids in this manner.

Reserve pit leaks are considered an undesirable event and will be orally reported to the AO.

After first production, produced wastewater will be confined to the approved pit or storage tank, or removed and disposed of at an approved facility, for a period not to exceed 90 days. During the 90-day period, in accordance with Onshore Order # 7, an application for approval of a permanent disposal method and location will be submitted for the Authorized Officer's approval.

The indiscriminate dumping of produced fluids on roads, well sites, or other areas will not be allowed.

Any spills of oil, gas, salt water, or other noxious fluids will be immediately cleaned up and removed to an approved disposal site.

A chemical porta-toilet will be furnished with the drilling rig.

Garbage, trash, and other waste materials will be collected in a portable, self-contained, fully enclosed trash cage during operations. Trash will not be burned on location.

All debris and other waste material not contained in the trash cage will be cleaned up and removed from the location immediately after removal of the drilling rig. 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 completing of wells within the River Bend Field. Furthermore, extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will not be used, produced, stored, transported, or disposed of in association with the drilling, testing, or completing of wells within the River Bend Field. Specific APDs shall address any modifications from this policy.

Attachment 1 contains the EPA List of Nonexempt Exploration and Production Wastes.

8. **ANCILLARY FACILITIES**

Surface gas lines:

- No installation of surface gas lines will be performed during periods when the soil is too wet to adequately support installation equipment. If such equipment creates ruts in excess of three (3) inches deep, the soil will be deemed too wet to adequately support the equipment.
- Where possible, surface gas lines shall be placed as close to existing oil field roads as possible without interfering with normal road travel or road maintenance activities. For lines that are installed cross-country (not along access roads), travel along the lines will be infrequent and for maintenance needs only. If surface disturbance occurs along the lines, the operator will reclaim the land to the satisfaction of the AO of the appropriate surface management agency.

All surface lines will be either black or brown in color.

9. **WELL SITE LAYOUT**

See attached Location Layout Diagram.

10. **PLANS FOR RESTORATION OF SURFACE**

a. **Producing Location:**

Topsoil will be stripped from the location and places where it can most easily be recovered for interim reclamation. The topsoil shall be respread over the entire location to a depth of at least four to six inches as soon as completion operations have been finished and recontouring of fill slopes is complete. At this point the production equipment can be set. Topsoil will be stockpiled separately from subsoil materials. Topsoil salvaged from the reserve pit will be stockpiled separately near the reserve pit. The areas of the location of the location not needed for production operation, including the reserve pits, shall be seeded.

Topsoil that will be stored more than one year before reclamation begins:

- will be windrowed, where possible, to a maximum depth of three (3) to four (4) feet near the margin of the well site;
- will be broadcast seeded with the seed mixture specified in the approved permit immediately after windrowing;
- will be "walked" with tracked heavy equipment to crimp the seeds into the soil.

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

Before any dirt work associated with location restoration takes place, the reserve pit shall be as dry as possible. All debris in it will be removed. Other waste and spoil materials will be disposed of immediately upon completion of operations.

If a synthetic, nylon-reinforced liner is used, the excess liner will be cut off and removed and the remaining liner will be torn and perforated while backfilling the reserve pit. Alternatively, the pit will be pumped dry, the liner folded into the pit, and the pit backfilled. The liner will be buried to a minimum of four (4) feet deep. The AO will provide a seed mixture to revegetate the reserve pit and other unused disturbed areas at the time of the onsite.

The reserve pit and that portion of the location not needed for production facilities/operations will be recontoured to approximate the natural contours. The reserve pit will be reclaimed within 120 days from the date of well completion, weather permitting. This will be completed by the backfilling and crowning of the pit to prevent water from standing. Topsoil will be respread, and the pit area reseeded immediately following the respreading of the topsoil.

The following seed mixture will be used on the topsoil stockpile, to the recontoured surface of the reserve pit, and for final reclamation: (All poundages are in pure live seed)

Squirrel Tail	<i>Elymus Elymoides</i>	6 lbs/acre
Siberian Wheatgrass	<i>Agropyron Fragile</i>	2 lbs/acre
Gardner Saltbush	<i>Atriplex Gardneri</i>	1 lbs/acre
Shadscale	<i>Atriplex Confertifolia</i>	1 lbs/acre
Fourwing Saltbush	<i>Atriplex Canescens</i>	1 lbs/acre
Scarlet Globemallow	<i>Sphaeralcea Concceinea</i>	0.20 lbs/acre
Forage Kochia	<i>Kochia Prostrata</i>	0.20 lbs/acre

b. Dry Hole/Abandoned Location:

At the time of final abandonment, the intent of reclamation will be to return disturbed areas to near natural conditions in accordance with applicable federal and state laws, rules and regulations and agreements with private surface landowners. All disturbed surfaces will be recontoured to the approximate natural contours, with reclamation of the well pad and access roads to be performed within six (6) months, weather permitting, after final abandonment. The surface of disturbed areas will be recontoured to blend all cuts, fills, road berms, and borrow ditches to be natural in appearance as compared to the surrounding terrain. Abandoned well sites, roads, and other disturbed areas will be restored as near as practical to their original condition. Where applicable, these conditions may include the reestablishment of irrigation systems, the reestablishment of appropriate soil conditions, and the reestablishment of vegetation as specified.

After recontouring of disturbed areas, any stockpiled topsoil will be spread over the surface, and the area reseeded immediately. The location and access roads will be revegetated to the satisfaction of the AO of the appropriate surface management agency and in accordance with any applicable agreements with private surface landowners. The seed mixture will be that provided at the time of the onsite or, the AO will be contacted at the time of reclamation for the appropriate seed mixture. Seed will be drilled on the contour to an appropriate depth. Reseeding operations will be performed immediately after completion of reclamation operations.

Dry mulch may be considered as one method to enhance the re-establishment of desired native plant communities. If straw or hay mulch is used, the straw or hay must be certified "weed-free" and the certification documentation submitted to the AO prior to its application.

At final abandonment, the casing will be cut off at the base of the cellar or 3 feet below the final restored ground level, whichever is deeper. The Operator will cap the casing with a metal plate a minimum of 0.25 inches thick. The cap will be welded in place and the well location and identity will be permanently inscribed on the cap. The cap will be constructed with a weep hole.

11. **SURFACE OWNERSHIP** - Bureau Of Land Management

12. **OTHER ADDITIONAL INFORMATION**

The Archaeological Resource Survey and Paleontological Resource Survey for this area are attached. MOAC Report #08-140, 7/23/08. Paleontological Resource Survey prepared by, Wade E. Miller, 6/11/08. See attached report cover pages, Exhibit "D".

For the Federal 16-6-6-20 Newfield Production Company requests 340' of disturbed area be granted in Lease UTU-80922 to allow for construction of the proposed access road. **Refer to Topographic Map "B"**. The planned access road will be an 18' crown road (9' either side of the centerline) with drainage ditches along either side of the proposed road whether it is deemed necessary in order to handle any run-off from normal meteorological conditions that are prevalent to this area. The maximum grade will be less than 8%. There will be no culverts required along this access road. There will be barrow ditches and turnouts as needed along this road. There are no fences encountered along this proposed road. There will be no new gates or cattle guards required. All construction material for this access road will be borrowed material accumulated during construction of the access road.

Water Disposal

Immediately upon first production, all produced water will be confined to a steel storage tank. If the production water meets quality guidelines, it will be transported to a water disposal well in the Horseshoe Bend Area by company or contract trucks.

Water not meeting quality criteria, will be disposed of at State of Utah or Federal approved surface disposal facilities.

Threatened, Endangered, And Other Sensitive Species

In the event that this well becomes a producing well, it must be equipped with a multi-cylinder engine or hospital muffler to reduce noise levels.

Reserve Pit Liner

The reserve pit will be lined with a synthetic reinforced liner a minimum of 16-mil thick, with sufficient bedding used to cover any rocks. The liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. Trash or scrap that could puncture the liner will not be disposed of in the pit.

Details of the On-Site Inspection

The proposed Federal 16-6-6-20 was on-sited on 6/4/08. The following were present; Dave Allred (Newfield Production), James Hereford (Bureau of Land Management), and Brandon McDonald (Bureau of Land Management). Conditions were clear and ground cover was 100 percent open.

13. **LESSEE'S OR OPERATORS REPRESENTATIVE AND CERTIFICATION**

Representative

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

Certification

Please be advised that NEWFIELD PRODUCTION COMPANY is considered to be the operator of well #16-6-6-20 SE/SE Section 6, Township 6S, Range 20E: Lease UTU-80922 Uintah County, Utah: and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by, Federal Bond #WYB000493.

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

5/12/09

Date

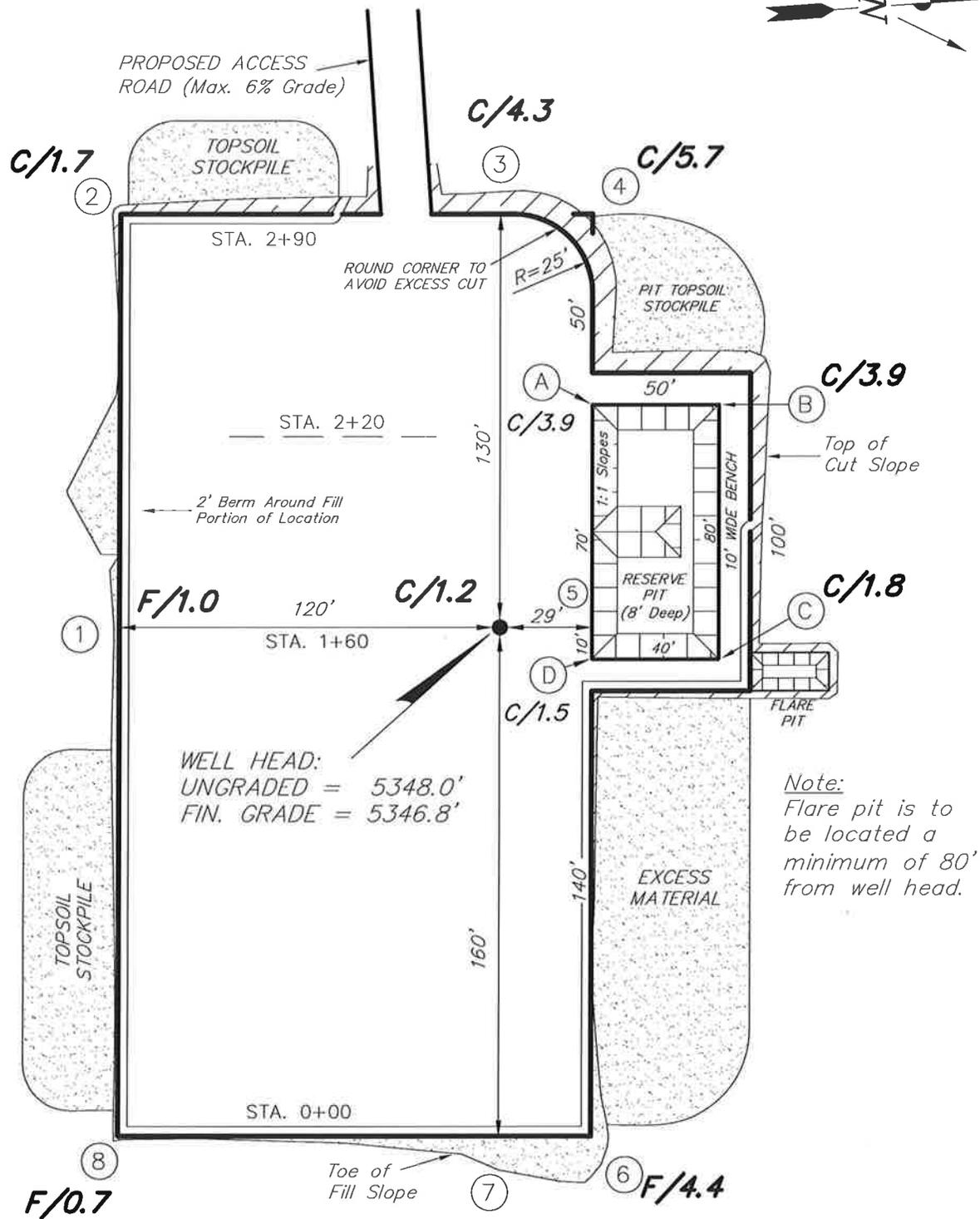
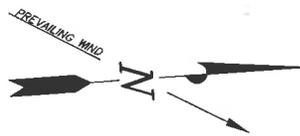


Mandie Crozier
Regulatory Specialist

NEWFIELD PRODUCTION COMPANY

GUSHER 16-6-6-20

Section 6, T6S, R20E, S.L.B.&M.



REFERENCE POINTS

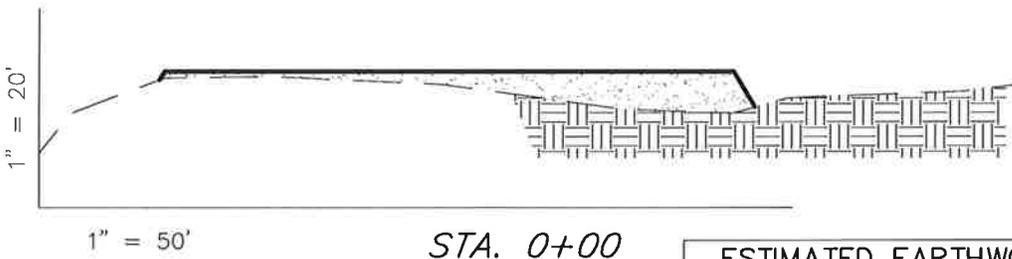
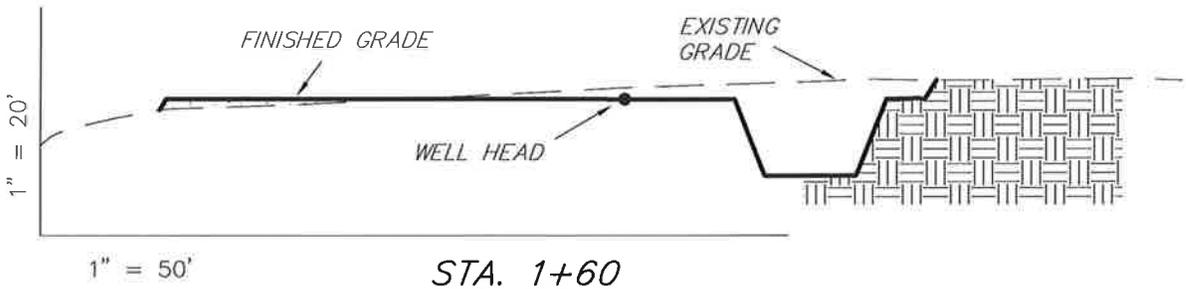
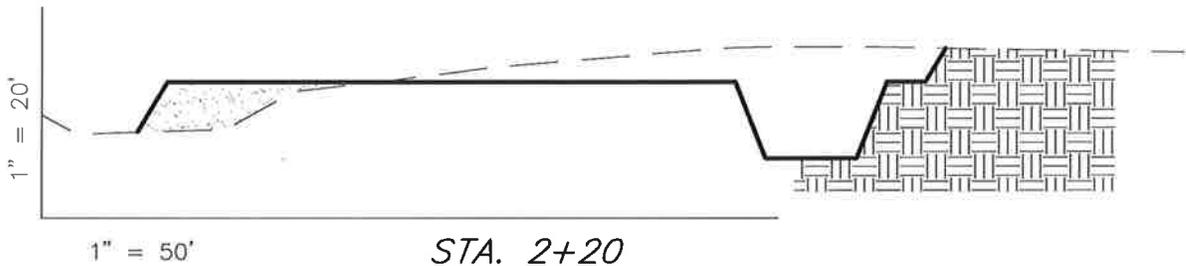
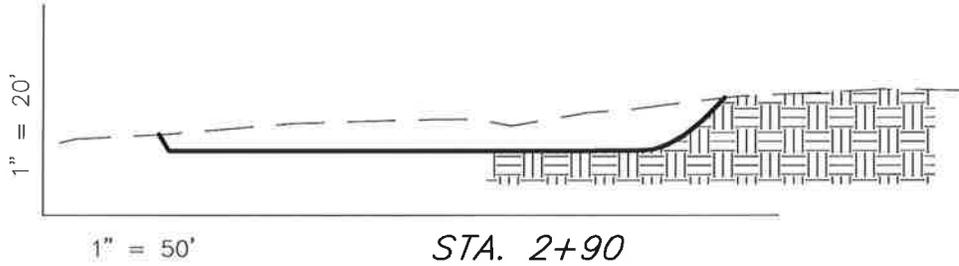
- 150' SOUTHERLY - 5342.9'
- 180' SOUTHERLY - 5333.3'
- 180' EASTERLY - 5336.9'
- 200' EASTERLY - 5331.3

SURVEYED BY: C.M.	DATE SURVEYED: 3-18-08
DRAWN BY: M.W.	DATE DRAWN: 3-20-08
SCALE: 1" = 50'	REVISED:

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

NEWFIELD PRODUCTION COMPANY

CROSS SECTIONS GUSHER 16-6-6-20



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

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

ITEM	CUT	FILL	6" TOPSOIL	EXCESS
PAD	1,350	1,350	Topsoil is not included in Pad Cut	0
PIT	640	0		640
TOTALS	1,990	1,350	970	640

SURVEYED BY: C.M.

DATE SURVEYED: 3-18-08

DRAWN BY: M.W.

DATE DRAWN: 3-20-08

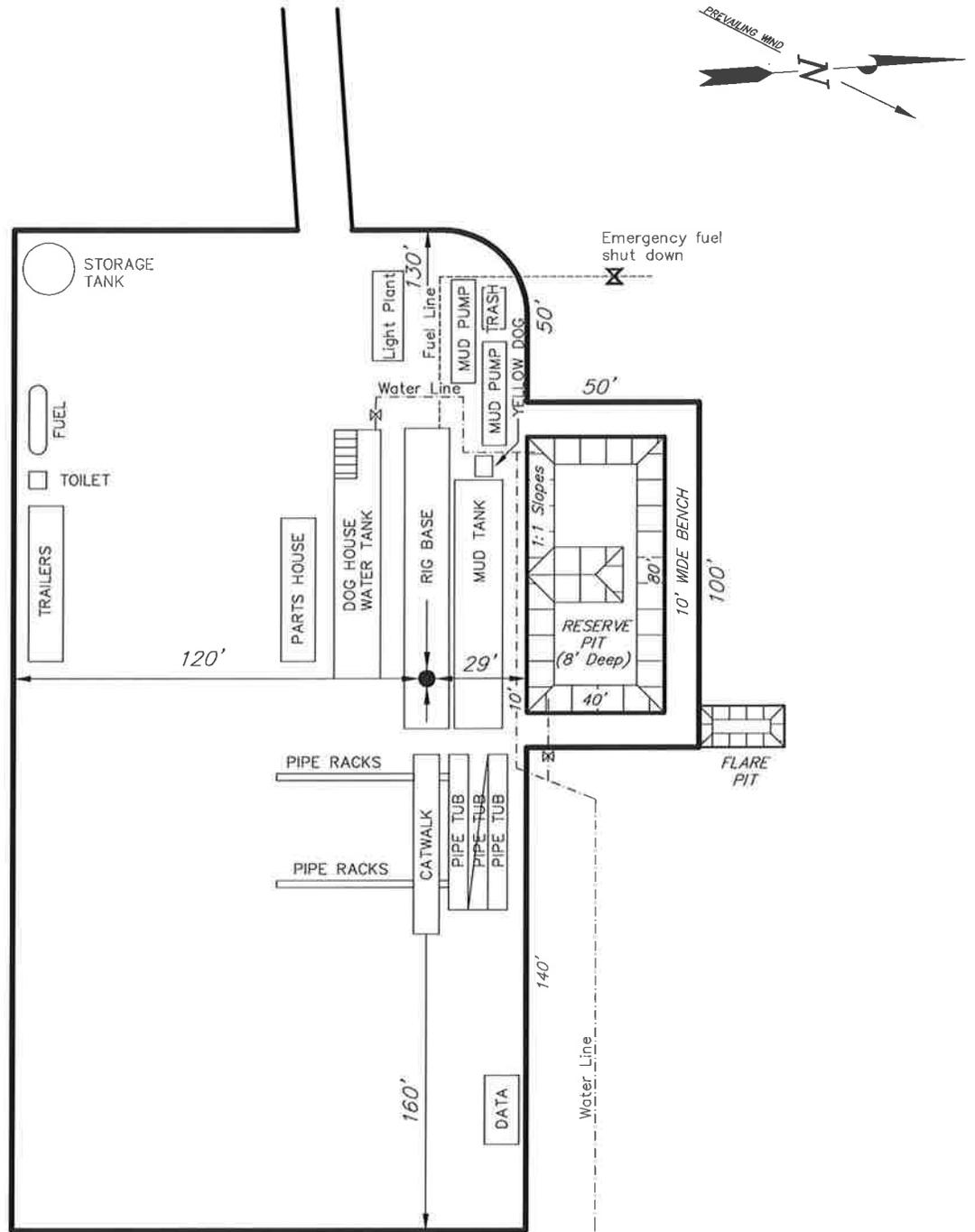
SCALE: 1" = 50'

REVISED:

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

NEWFIELD PRODUCTION COMPANY

TYPICAL RIG LAYOUT GUSHER 16-6-6-20



SURVEYED BY: C.M.	DATE SURVEYED: 3-18-08
DRAWN BY: M.W.	DATE DRAWN: 3-20-08
SCALE: 1" = 50'	REVISED:

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

Exhibit "D"

1 of 2

CULTURAL RESOURCE INVENTORY OF
NEWFIELD EXPLORATION'S NINE PROPOSED
GUSHER WELL LOCATIONS #12-5-6-20, #12-6-6-20,
#16-6-6-20, #4-9-6-20, #16-9-6-20, #2-17-6-20,
#2-26-6-20, #1-36-6-20 AND #12-7-6-21
UINTAH COUNTY, UTAH

By:

Jacki Montgomery

Prepared For:

Bureau of Land Management
Vernal Field Office
and
State of Utah
School & Institutional
Trust Lands Administration

Prepared Under Contract With:

Newfield Exploration Company
Rt. 3 Box 3630
Myton, UT 84052

Submitted By:

Keith R. Montgomery
Montgomery Archaeological Consultants, Inc.
P.O. Box 219
Moab, Utah 84532

MOAC Report No. 08-140

July 23, 2008

United States Department of Interior (FLPMA)
Permit No. 08-UT-60122

State of Utah Public Lands Policy Coordination Office
Permit No. 117

State of Utah Antiquities Project (Survey)
Permit No. U-08-MQ-0455b,s

NEWFIELD EXPLORATION COMPANY

**PALEONTOLOGICAL FIELD SURVEY OF PROPOSED DEVELOPMENT
AREAS AND WATER PIPELINE TIE-INS,
DUCHESNE & UINTA COUNTIES, UTAH**

Pariette Draw and Greater Boundary Areas

NE 1/4, SE 1/4, Section 34, T 8 S, R 18 E (43-34-8-18);
NW 1/4, SE 1/4, Section 34, T 8 S, R 17 E (10-34-8-17)

Horseshoe Bend Area

NW 1/4, NW 1/4, & SE 1/4, SE 1/4, Section 9, T 6 S, R 20 E (4 & 16-9-6-20); NW 1/4, NE 1/4,
Section 26, T 6 S, R 20 E (2-26-6-20); NW 1/4, NE 1/4, Section 17, T 6 S, R 20 E (2-17-6-20);
NW 1/4, SW 1/4, & SE 1/4, SE 1/4 Section 6, T 6 S, R 20 E (12 & 16-6-20); NW 1/4, SW 1/4,
Section 5, T 6 S, R 20 E (12-5-6-20); NE 1/4, NE 1/4, Section 36, T 6 S, R 20 E (1-36-6-20);
NW 1/4, SW 1/4, Section 7, T 6 S, R 21 E (12-7-6-21)

REPORT OF SURVEY

Prepared for:

Newfield Exploration Company

Prepared by:

Wade E. Miller
Consulting Paleontologist
June 11, 2008

OCT-17-02 09:25 AM JOE BATTY

14353452354

P. 01

Exhibit "E" 1 of 2

RECEIVED
DEC 17 1999
WATER RIGHTS
VERNAL

FILING FOR WATER IN THE
STATE OF UTAH

Rec. by AC SA
Fee Rec. 100.00 CASH
Receipt # 00-00162

JAN 07 2000
RECEIVED
WATER RIGHTS
SALT LAKE

APPLICATION TO APPROPRIATE WATER

For the purpose of acquiring the right to use a portion of the unappropriated water of the State of Utah, application is hereby made to the State Engineer, based upon the following showing of facts, submitted in accordance with the requirements to Title 73, Chapter 3 of the Utah Code Annotated (1953, as amended)

WATER RIGHT NUMBER: 43 - 10991

APPLICATION NUMBER: F72519

1. OWNERSHIP INFORMATION:

LAND OWNED YES

A. NAME: Kenneth Joe Batty
ADDRESS: 1600 North 1500 West, Vernal, UT 84078

B. PRIORITY DATE: December 17, 1999 FILING DATE: December 17, 1999

2. SOURCE INFORMATION:

A. QUANTITY OF WATER: 0.25 cfs

B. SOURCE: Under Ground Water Well COUNTY: Uintah

C. POINT OF DIVERSION -- UNDERGROUND:
(1) N 1160 feet W 500 feet from EW corner, Section 9, T 8N, R 20E, S18N
WELL DIAMETER: 12 inches WELL DEPTH: 70 feet
COMMENT: Existing well drilled under Water Right 43-10447

D. COMMON DESCRIPTION: 3.5 miles north of Ouray

3. WATER USE INFORMATION:

OIL EXPLORATION: from Jan 1 to Dec 31 Oil and Gas drilling and production.

4. EXPLANATORY:

20 Year fixed time application

Place of Use: Pumped in to trucks and delivered for oil and gas drilling & production within the Uintah Basin

Appropriate

APPLICATION FOR TEMPORARY CHANGE OF WATER

STATE OF UTAH

Rec. by _____
 Fee Paid \$ _____
 Receipt # _____
 Microfilmed _____
 Roll # _____

For the purpose of obtaining permission to make a temporary change of water in the State of Utah, application is hereby made to the State Engineer, based upon the following showing of facts, submitted in accordance with the requirements of Section 73-3-3 Utah Code Annotated 1953, as amended.

CHANGE APPLICATION NUMBER: 21552

WATER RIGHT NUMBER: 43 - 9077

This Change Application proposes to change the POINT(S) OF DIVERSION, PLACE OF USE, and NATURE OF USE.

1. OWNERSHIP INFORMATION.

A. NAME: William E. Brown
 ADDRESS: HC 69 Box 160, Randlett, UT 84063

INTEREST: 100%

B. PRIORITY OF CHANGE: September 19, 1997

FILING DATE: September 19, 1997

C. EVIDENCED BY:
 43-9077 (A56977)

-----*
 * DESCRIPTION OF CURRENT WATER RIGHT: *
 -----*

2. SOURCE INFORMATION.

A. QUANTITY OF WATER: 0.015 cfs

B. SOURCE: Unnamed Spring Area

COUNTY: Uintah

C. POINT OF DIVERSION -- SURFACE:

(1) S 1320 feet W 1320 feet from NE corner, Section 32, T 69, R 20E, 51AM

DIVERT WORKS: Collection box

SOURCE: Unnamed Spring Area

3. WATER USE INFORMATION.

STOCKWATERING: from Jan 1 to Dec 31.

EQUIVALENT LIVESTOCK UNITS: 120.

-----*

Temporary Change

**NEWFIELD PRODUCTION COMPANY
FEDERAL 16-6-6-20
SE/SE SECTION 6, T6S, R20E
UINTAH COUNTY, UTAH**

ONSHORE ORDER NO. 1

DRILLING PROGRAM

1. GEOLOGIC SURFACE FORMATION:

Duchesne formation of Upper Eocene Age

2. ESTIMATED TOPS OF IMPORTANT GEOLOGIC MARKERS:

Uinta 3,705'
Green River 5,360'
TD 9,010'
Base of Moderately Saline Ground Water @ 4,110'

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

Green River Formation (Oil) 5,460' – 9,010'

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

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

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

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

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

4. PROPOSED CASING PROGRAM

a. Casing Design

Description	Interval		Weight (lb/ft)	Grade	Coupling	Pore Press @ Shoe	MW @ Shoe	Frac Grad @ Shoe	Design Factors		
	Top	Btm							Burst	Collapse	Tension
Surface 8-5/8"	0'	350'	24.0	J-55	STC	8.33	8.33	12.0	15.02	12.30	29.05
Prod 5-1/2"	0'	9,010'	17.0	J-55	LTC	8.40	8.60	15.4	1.48	1.64	1.61

Assumptions:

- 1) Surface casing MASP = (frac gradient + 1.0 ppg) - gas gradient
- 2) Interm casing MASP = frac gradient - seawater gradient
- 3) Production casing MASP (production mode) = reservoir pressure - gas gradient
- 4) All collapse calculations assume fully evacuated casing = mud weightTD - gas gradient
- 5) All tension calculations assume air weight

All casing shall be new or, if used, inspected and tested. Used casing shall meet or exceed API standards for new casing.

All casing strings shall have a minimum of 1 (one) centralizer on each of the bottom three (3) joints.

b. Cement Design

Job	Fill	Description	Sacks FT ³	Excess	Weight (ppg)	Yield (ft ³ /sk)
Surface Casing	350'	Class G w/ 2% CaCl ₂ , 0.25 lbs/sk Cello Flake	175 206	30%	15.8	1.17
Prod Casing Lead	6,810'	Prem Lite II w/ 3% KCl, 2% Bentonite (or equivalent cement)	440 1534	30%	11.0	3.49
Prod Casing Tail	2,200'	50/50 Poz Class G w/ 3% KCl, 2% Bentonite (or equivalent cement)	399 495	30%	14.3	1.24

Waiting On Cement: A minimum of four (4) hours shall elapse prior to attempting any pressure testing of the BOP equipment which would subject the surface casing cement to pressure, and a minimum of six (6) hours shall elapse before drilling out of the wiper plug, cement, or shoe is begun. WOC time shall be recorded in the Driller's Log. Compressive Strength shall be a minimum of 500 psi prior to drilling out.

Surface String: Class G (or equivalent) Cement 206 ft³ (Calc with 30% excess)

Production String: Pre-Flush: 20 bbls Mud Clean (or equivalent). Spacer: 10 Bbls fresh water.

Lead: 1534 ft³ Premlite II @ 3.49 cf/sack

Tail: 495 ft³ 50/50 Poz @ 1.24 cf/sack

(Actual cement volumes will be calculated from open hole logs, plus 15% excess).

The Vernal BLM Office shall be notified, with sufficient lead time, in order to have a BLM representative on location while running all casing strings and cementing.

The 8-5/8" surface casing shall in all cases be cemented back to surface. In the event that during the primary surface cementing operation the cement does not circulate to surface, or if the cement level should fall back more than 8 feet from surface, then a remedial surface cementing operation shall be performed to insure adequate isolation and stabilization of the surface casing.

The production casing cementing program shall be conducted as approved to protect and/or isolate all usable water zones, potentially productive zones, lost circulation zones, abnormally pressured zones, and any prospectively valuable deposits of minerals.

The minimum diameter for conductor pipe shall be 13 3/8". The conductor pipe will be cemented back to surface or removed.

As a minimum, usable water zones shall be isolated and/or protected by having a cement top for the production casing at least 200 feet above the base of the usable water. If gilsonite is encountered while drilling, it shall be isolated and/or protected via the cementing program.

Top plugs shall be used to reduce contamination of cement by displacement fluid. A bottom plug or other acceptable technique, such as a suitable preflush fluid, inner string cement method, etc., shall be utilized to help isolate the cement from contamination by the mud being displaced ahead of the cement slurry.

All casing strings below the conductor shall be pressure tested to 0.22 psi per foot of casing string length or to 1500 psi, whichever is greater, but not to exceed 70% of the minimum internal yield. If pressure declines more than 10% in 30 minutes, corrective action shall be taken.

A Form 3160-5, "Sundry Notices and Reports on Wells" shall be filed with the Vernal Office Manager within 30 days after the work is completed. This report must include the following information:

Setting of each string of casing showing the size, grade, weight of casing set, depth, amounts and type of cement used, whether cement circulated or the top of the cement behind the casing, depth of the cementing tools used, casing test method and results, and the date of the work done. Spud date will be shown on the first reports submitted.

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

The Company's Class III (3) 3M minimum specifications for pressure control equipment for a standard Green River development well are as follows:

A 3000 psi WP hydraulic BOP stack consisting of two ram preventers (double or two singles) and an annular preventer per **Exhibit C**.

Connections - All components on the stack and choke and kill lines shall have either flanged, studded, clamp hub or equivalent proprietary connections except control line outlets and pressure gauges.

Annular Preventer - The annular shall be rated to a minimum 3000 psi WP, if one set of pipe rams is installed, and shall be installed at the top of the stack. If a 3 ram preventer and 2 preventers equipped with pipe rams are used, a 3000 psi WP is acceptable. A valve rated to full annular WP shall be mounted on the closing side using XX heavy fittings.

Rams and Position - The lower cavity shall contain pipe rams (master ram) to fit the upper section of the drill pipe in use. Casing rams are not required. The upper cavity shall contain blind rams for a 3 ram stack. A means shall be available to mechanically lock the rams closed.

BOP Side Outlets - The choke and kill lines outlets shall be a minimum 2 inches nominal and can be either in the BOP body between the rams or in a spool placed between the rams. Two gate valves rated to full BOP WP shall be installed on both outlets. The outside choke line valve shall be hydraulically operated.

Choke and Kill Lines - The lines shall be a minimum 2 inches nominal, made of seamless steel, seamless steel with Chiksan™ joints, or armored fire resistant hose rated to required BOP WP. The choke line shall be as straight as possible, and securely anchored. All turns shall be 90 degrees and "targeted." When hoses are used, they shall have a rated test pressure of at least 1.5 times the required BOP WP.

Secondary Kill Outlet - One outlet located below the lower rams either on the BOP stack or on the wellhead shall be fitted with two valves, a needle valve with adapter and pressure gauge, all rated to wellhead WP or greater. This outlet is not to be used in normal operations.

Closing Methods - At least three means of operating all the preventers shall be provided, consisting of any combination of the following:

- a. An air and/or electrically operated hydraulic pump(s) capable of closing one ram preventer in 30 seconds.
- b. An accumulator capable of closing all preventers and opening the hydraulic choke line valve, without requiring a recharge.
- c. Manual method with closing handles and/or wheels to be located in an unobstructed area, away from the wellhead, or additional equipment per item "a" and item "b" to provide full redundancy to method.
- d. Bottled nitrogen or other back-up storage system to equal accumulator capacity, manifolded to by-pass the accumulator and close the BOP directly.

Hydraulic Closing Unit - The closing unit shall be equipped with:

- a. A control manifold with a control valve for each preventer and hydraulically operated valve; a regulator for the annular preventer; and interconnected steel piping. Each blowout preventer control valve should be turned to open position during drilling operations.
- b. Control lines to BOPs of seamless steel, seamless steel lines with Chiksan joints, or fire resistant steel armored hose.
- c. A remote control panel from which each preventer and hydraulic valve can be operated. If the remote panel becomes inoperable, it shall not interfere with the operation of the main closing unit.

Location - For land locations, the hydraulic closing unit shall be located in an unobstructed area outside the substructure at least 50 feet from the wellhead and the remote panel shall be located

near the driller's position. For offshore installations, the location of the closing unit and remote panel shall be such that one is located near the driller position and the other is located away from the well area and is accessible from a logical evacuation route.

Choke Manifold - The minimum equipment requirements are shown in **Exhibit C**. The choke manifold shall be located at least 5 feet from the BOP stack, outside the substructure.

Connections - All components of the manifold shall be equipped with flanged, studded, clamped hub or equivalent proprietary connections (gauge connections exempted).

Flow Wings - Three flow wings shall be provided, capable of transmitting well returns through conduits that are a minimum 2 inches nominal. Two wings shall be equipped with chokes and one gate valve upstream of each choke; one gate valve ahead of the discharge manifold; and one valve downstream of each choke; at least one choke shall be adjustable. A gate valve shall be installed directly upstream of the cross if single valves are installed upstream of the chokes. One wing with one gate valve capable of transmitting well returns directly to the discharge manifold. The chokes, the valve(s) controlling the unchoked discharge wing, and all equipment upstream of these items shall be rated to required BOP WP.

Discharge Manifold - A discharge manifold (buffer tank), capable of diverting well returns overboard or to the blowdown/reserve pit; to the mud gas separator; and to the shaker tank is required. Lead-filled bull plugs (or equivalent erosion resistant components) shall be installed in the discharge manifold directly opposite the choked wings.

Pressure Monitoring - A means of monitoring the inlet pressure of the choke manifold shall be provided. The capability to isolate this outlet shall be provided.

Drillstring Control Devices - An upper and lower kelly valve, drillstring safety valve including correct closing handle, and an inside BOP shall be provided. The safety valve and inside BOP shall have connections or crossovers to fit all tubulars with OD to allow adequate clearance for running in the hole. All drillstring valves shall be rated to the required BOP WP.

Auxiliary Equipment - A kelly saver sub with casing protector larger than tool joints at top of drillstring (for kelly equipped rigs); a wear bushing or wear flange to protect the seal area of the wellhead while drilling; and a plug or cup type BOP test tool shall be provided.

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., for a 3M system, and individual components shall be operable as designed.

Function test of the BOP equipment shall be made daily. All required BOP tests and/or drills shall be recorded in the Driller's report.

Chart recorders will be used for all pressure tests. Test charts, with individual test results identified, shall be maintained on location while drilling and shall be made available to BLM representatives upon request.

If an air compressor is on location and is being utilized to provide air for the drilling medium while drilling, the special drilling requirements in Onshore Oil and Gas Order No. 2 regarding air or gas shall be adhered to. If a mist system is being utilized, the requirement for a deduster shall be waived.

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

From surface to TD, a fresh water or brine water system will be utilized. Hole stability will be accomplished with additions of KCl or a similar inhibitive substance. Anticipated maximum mud weight is 9.0 lbs/gal. If necessary to control formation fluids or pressure, the system will be weighted with the addition of bentonite gel, and if pressure conditions warrant, with barite.

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

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

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

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

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

a. **Logging Program:**

(the log types run may change at the discretion of the geologist)

FDC/CNL/GR/DIL:

TD - 3,200'

CBL: A cement bond log will be run from TD to the cement top of the production casing. A field copy will be submitted to the Vernal BLM Office.

b. **Cores:** As deemed necessary.

c. **Drill Stem Tests:** No DSTs are planned in the Green River/Wasatch section. It is possible that DST may be required in the Green River Formation.

Drill stem tests, if they are run, will adhere to the following requirements: Initial opening of the drill stem test tools shall be restricted to daylight hours unless specific approval to start during other hours is obtained from the Authorized Officer (AO). However, DSTs may be allowed to continue at night if the test was initiated during daylight hours and the rate of flow is stabilized and if adequate lighting is available (i.e., lighting which is adequate for visibility and vapor-proof for safe operations). Packers can be released but tripping shall not begin before daylight, unless prior approval is obtained from the AO. Closed chamber DSTs may be performed day or night.

Some means of reverse circulation shall be provided in case of flow to the surface showing evidence of hydrocarbons.

Separation equipment required for the anticipated recovery shall be properly installed before a test starts.

If a DST is performed, all engines within 100 feet of the wellbore that are required to be operational during the test shall have spark arresters or water-cooled exhausts.

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

There is no abnormal pressure or temperature expected. Maximum anticipated bottomhole pressure will be approximately equal total depth in feet multiplied by a 0.45 psi/foot gradient.

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

a. Drilling Activity

Anticipated Commencement Date:	Upon approval of the site specific APD.
Drilling Days:	Approximately 10 days.
Completion Days:	Approximately 12 - 20 days.

b. Notification of Operations

The Vernal BLM office will be notified at least 24 hours **prior** to the commencement of spudding the well (to be followed with a Sundry Notice, Form 3160-5), of initiating pressure tests of the blowout preventer and related equipment, and running casing and cementing of all casing strings. Notification will be made during regular work hours (7:45 a.m.-4:30 p.m., Monday - Friday except holidays).

Immediate Report: Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be promptly reported in accordance with the appropriate regulations, Onshore Orders, or BLM policy.

No location will be constructed or moved, no well will be plugged, and no drilling or workover equipment will be removed from a well to be placed in suspended status without prior approval from the AO. If operations are to be suspended, prior approval of the AO will be obtained and notification given to the BLM before resumption of operations.

Daily drilling and completion reports shall be submitted to the Vernal BLM Office on a weekly basis.

Whether the well is completed as a dry hole or a producer, the "Well Completion and Recompletion Report and Log" (Form 3160-4) will be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3164. One copy of all logs, core descriptions, core analyses, well test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations will be filed with Form 3160-4. Samples (cuttings, fluids, and/or gases) will be submitted when requested by the Authorized Officer (AO).

A completion rig will be used for completion operations after the wells are stimulated to run the production tubing. All conditions of this approved plan will be applicable during all operations conducted with the completion rig.

Operator shall report production data to the MMS pursuant to 30 CFR 216.5 using form MMS/3160. In accordance with Onshore Oil and Gas Order No. 1, a well will be reported on form 3160-6, "Monthly Report of Operations," starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report will be filed with the Vernal BLM Office.

The date on which production is commenced or resumed will be construed for oil wells as the date on which liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated, or the date on which liquid hydrocarbons are first produced into a permanent storage facility, whichever occurs first; and for gas wells, as the date on which associated liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated, or the date on which gas is measured through permanent metering facilities, whichever occurs first.

Should the well be successfully completed for production, the AO will be notified when the well is placed in a producing status. Such notification will be sent by written communication not later than 5 days following the date when the well is placed on production.

Pursuant to Onshore Order No. 7, with the approval of the AO, produced water may be temporarily disposed of into unlined pits for a period of up to 90 days. During this period, an application for approval of the permanent disposal method must be submitted to the AO.

Pursuant to NTL-4A, lessees or operators are authorized to vent/flare gas during the initial well evaluation tests, not to exceed 30 days or the production of 50 MMCF of gas, whichever occurs first. An application must be filed with the AO and approval received for any venting/flaring of gas beyond the initial 30 days or authorized test period.

A schematic facilities diagram, as required by 43 CFR 3162.7-5(b.9.d), shall be submitted to the Vernal BLM Office within 60 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 43 CFR 3162.7-5(b.4).

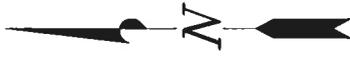
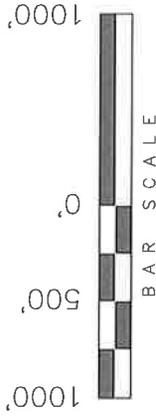
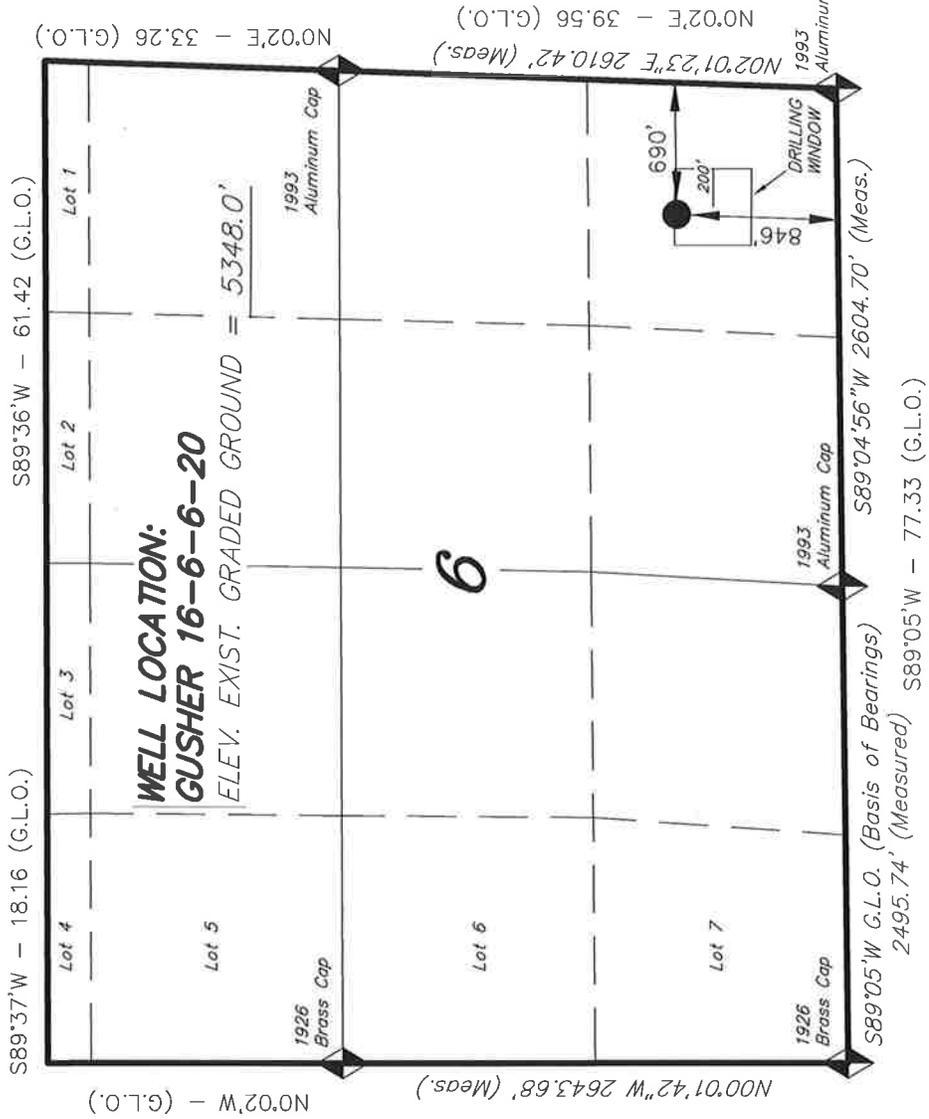
Well abandonment operations shall not be commenced without the prior approval of the AO. In the case of newly drilled dry holes or failures, and in emergency situations, oral approval will be obtained from the AO. A "Subsequent Report of Abandonment", Form 3160-5, will be filed with the Authorized Officer within 30 days following completion of the well for abandonment. This report will indicate placement of the plugs and current status of the surface restoration. Final Abandonment will not be approved until the surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the AO, or the appropriate surface managing agency.

Pursuant to Onshore Oil and Gas Order No. 1, lessees and operators have the responsibility to see that their exploration, development, production, and construction operations are conducted in a manner which conforms with applicable Federal laws and regulations and with the State and local laws, to the extent to which they are applicable, to operations on Federal or Indian lands.

T6S, R20E, S.L.B.&M.

NEWFIELD PRODUCTION COMPANY

WELL LOCATION, GUSHER 16-6-6-20, LOCATED AS SHOWN IN THE SE 1/4 SE 1/4 OF SECTION 6, T6S, R20E, S.L.B.&M. UINTAH COUNTY, UTAH.



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

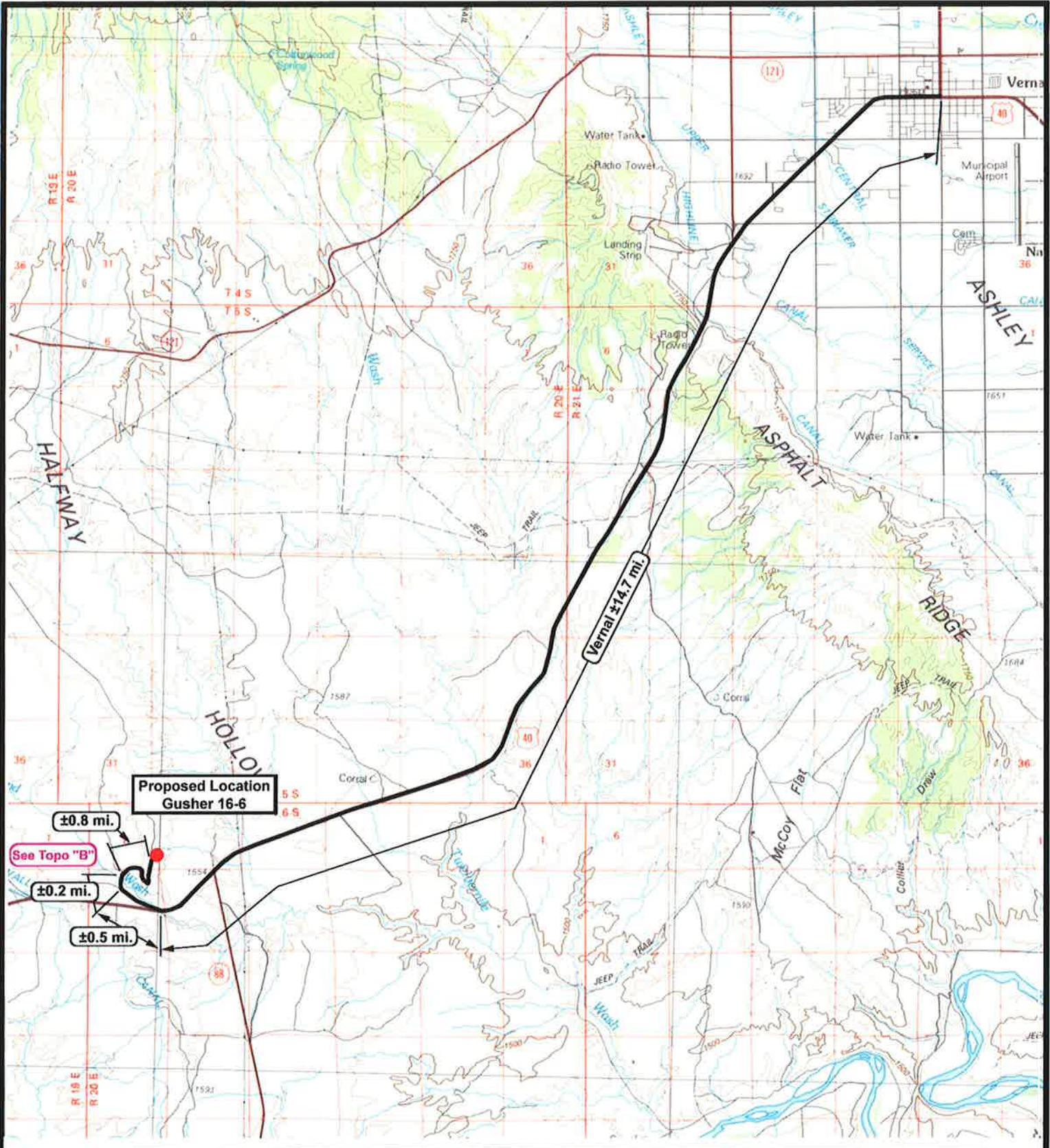
STACY W.
REGISTERED LAND SURVEYOR
REGISTRATION NO. 189377
STATE OF UTAH

TRI STATE LAND SURVEYING & CONSULTING
180 NORTH VERNAL AVE. - VERNAL, UTAH 84078
(435) 781-2501

DATE SURVEYED: 3-18-08	SURVEYED BY: C.M.
DATE DRAWN: 3-20-08	DRAWN BY: M.W.
REVISED:	SCALE: 1" = 1000'

GUSHER 16-6-6-20
(Surface Location) NAD 83
LATITUDE = 40° 19' 20.78"
LONGITUDE = 109° 42' 21.89"

◆ = SECTION CORNERS LOCATED
BASIS OF ELEV;
U.S.G.S. 7-1/2 min QUAD (VERNAL SW)



 **NEWFIELD**
Exploration Company

Gusher 16-6-6-20
SEC. 6, T6S, R20E, S.L.B.&M.



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

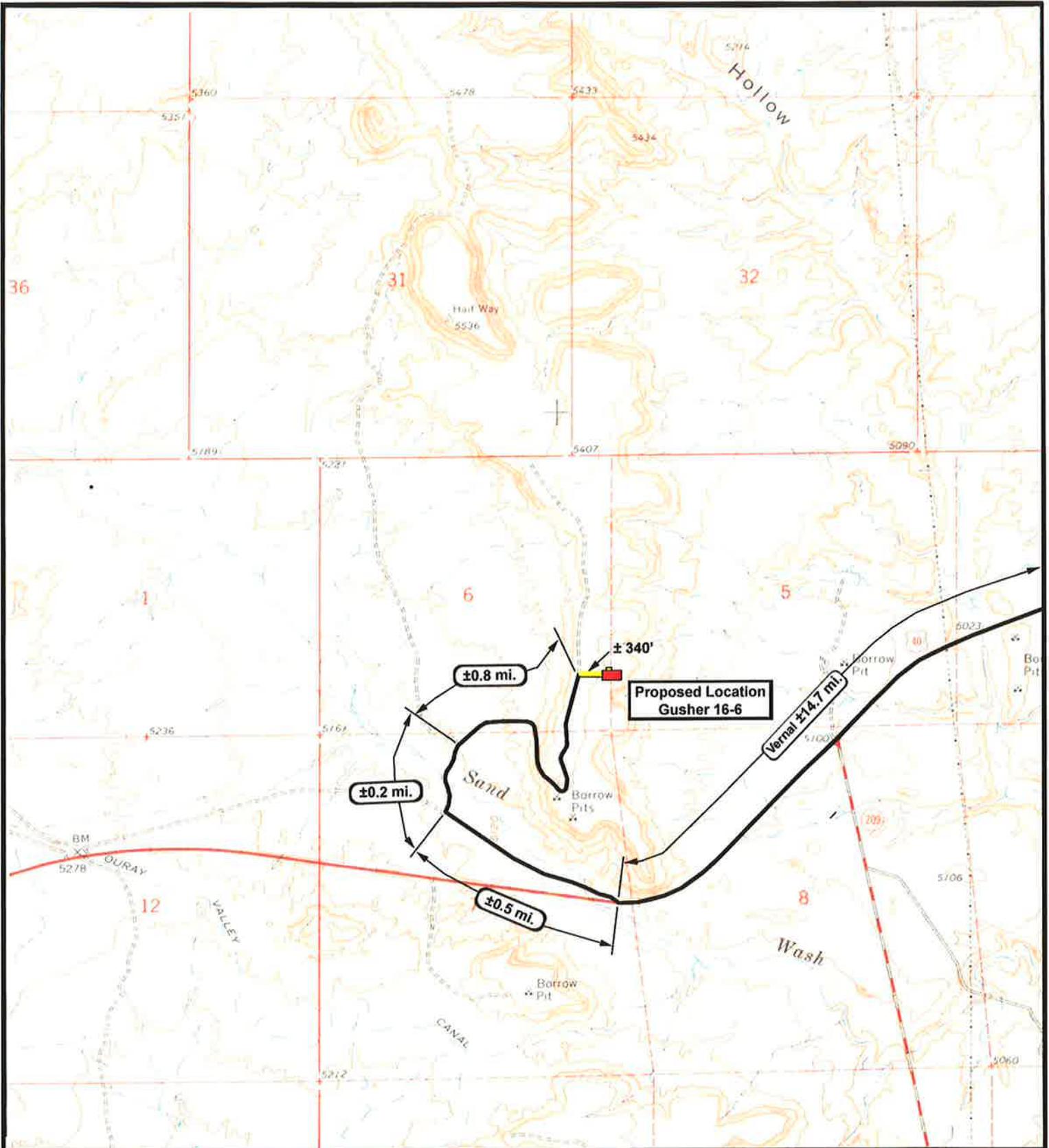
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Legend

-  Existing Road
-  Proposed Access

TOPOGRAPHIC MAP

"A"




NEWFIELD
Exploration Company

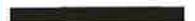
Gusher 16-6-6-20
SEC. 6, T6S, R20E, S.L.B.&M.



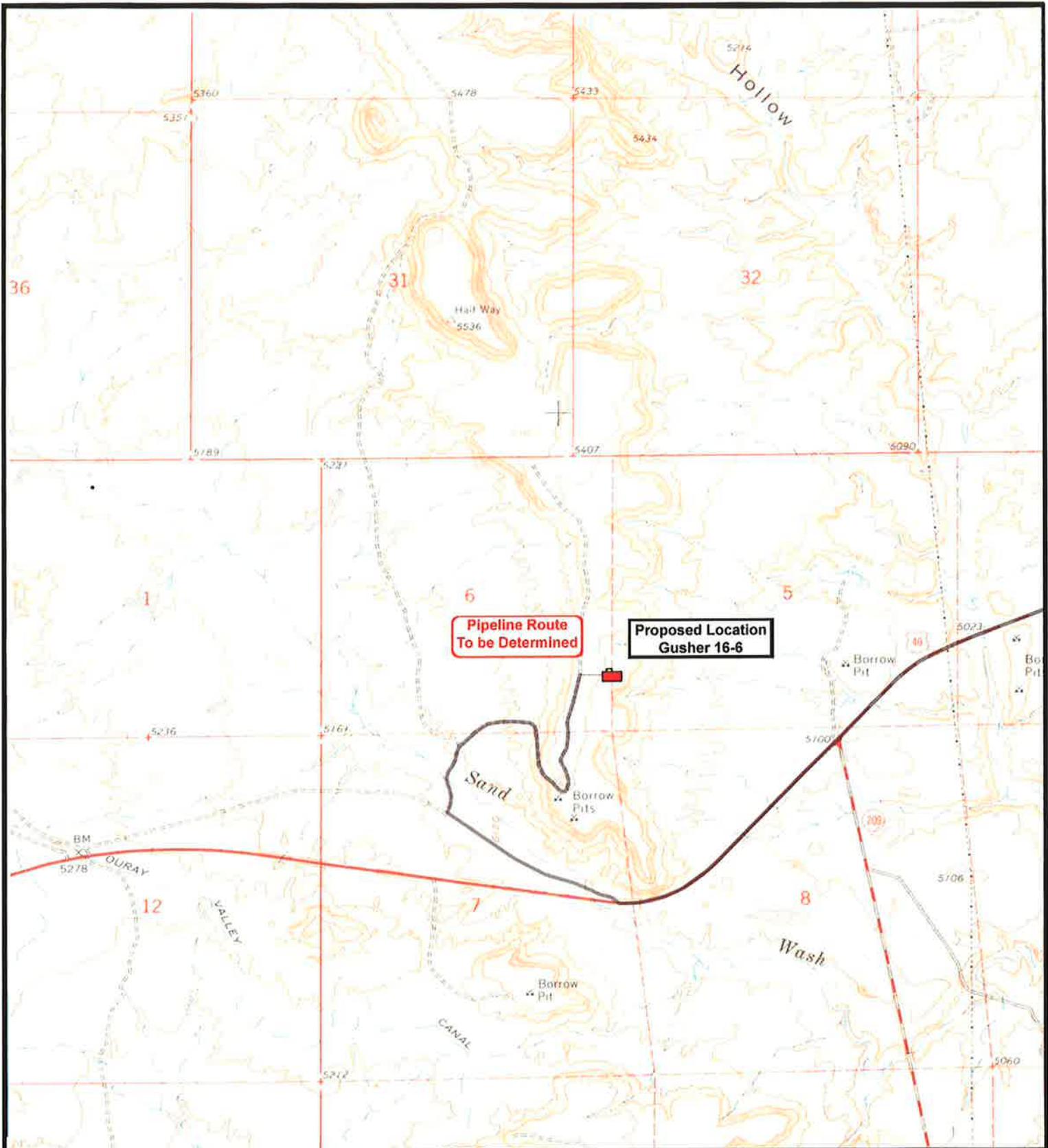

Tri-State
Land Surveying Inc.
(435) 781-2501
180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'
DRAWN BY: mw
DATE: 04-25-2008

Legend

-  Existing Road
-  Proposed Access

TOPOGRAPHIC MAP
"B"



Gusher 16-6-6-20
SEC. 6, T6S, R20E, S.L.B.&M.



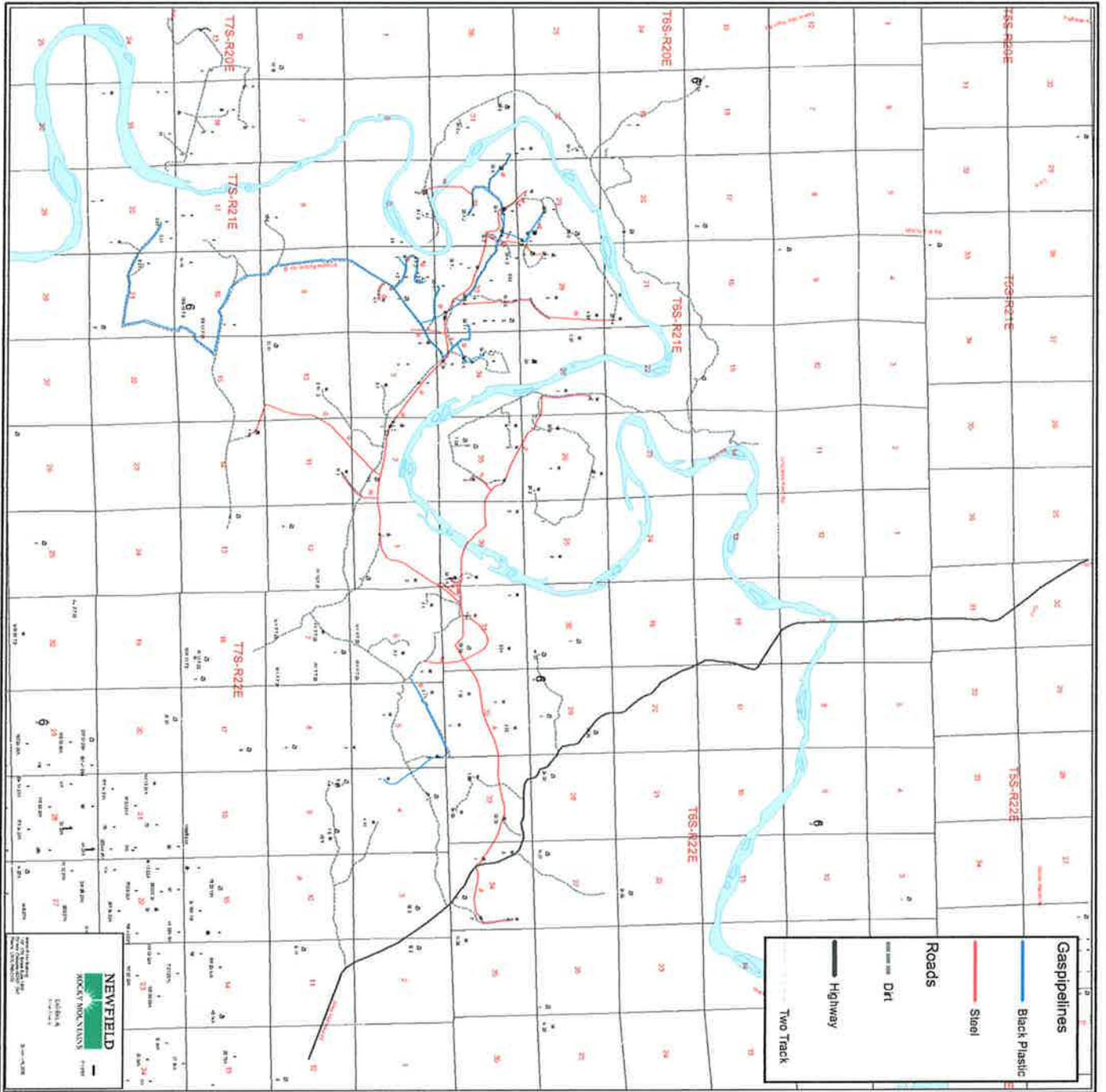
Tri-State
Land Surveying Inc.
(435) 781-2501
180 North Vernal Ave. Vernal, Utah 84078

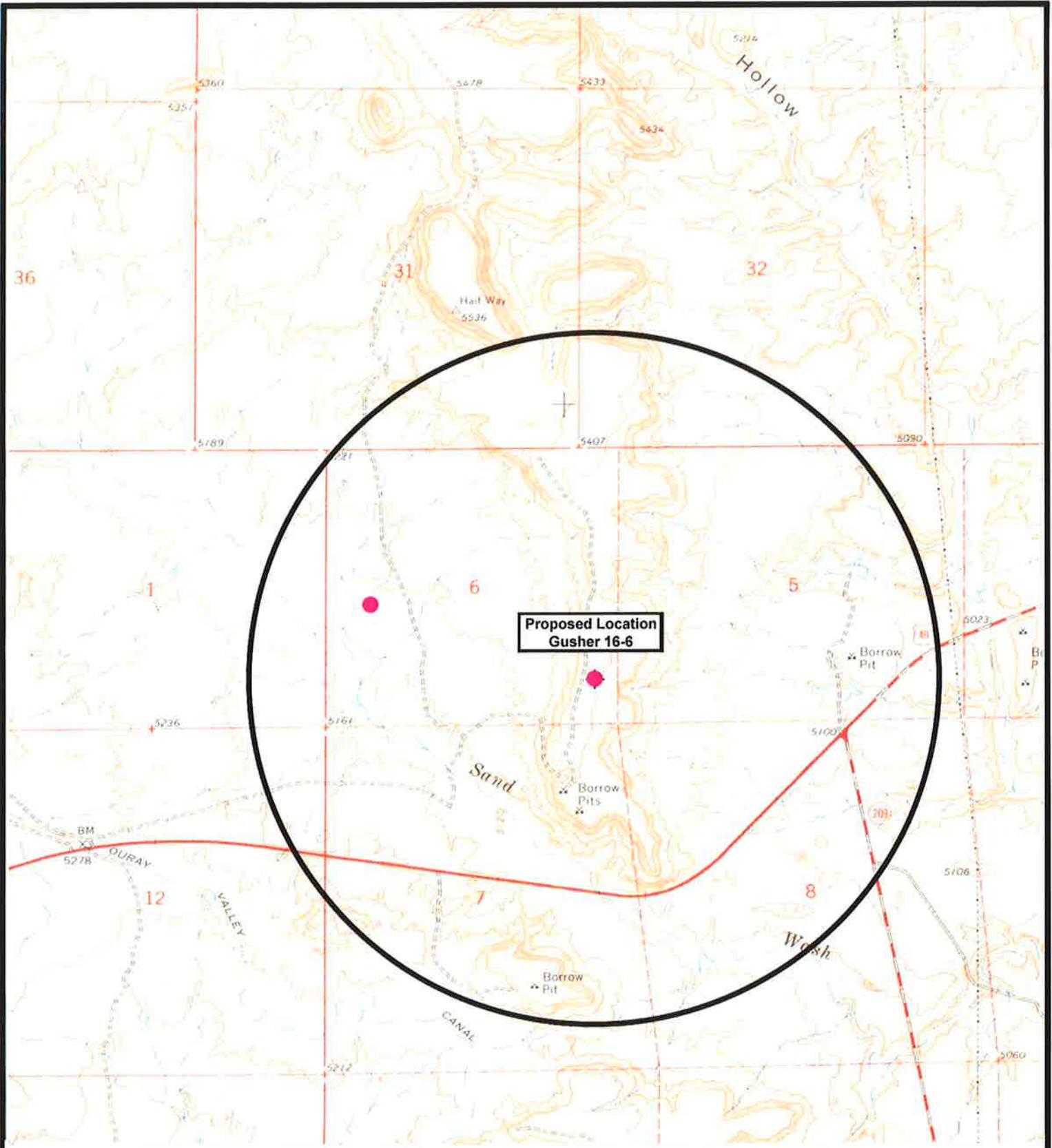
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DRAWN BY: mw
DATE: 04-25-2008

Legend

- Roads
- Proposed Gas Line
- Proposed Water Line

TOPOGRAPHIC MAP
"C"





**Proposed Location
Gusher 16-6**



NEWFIELD
Exploration Company

Gusher 16-6-6-20
SEC. 6, T6S, R20E, S.L.B.&M.



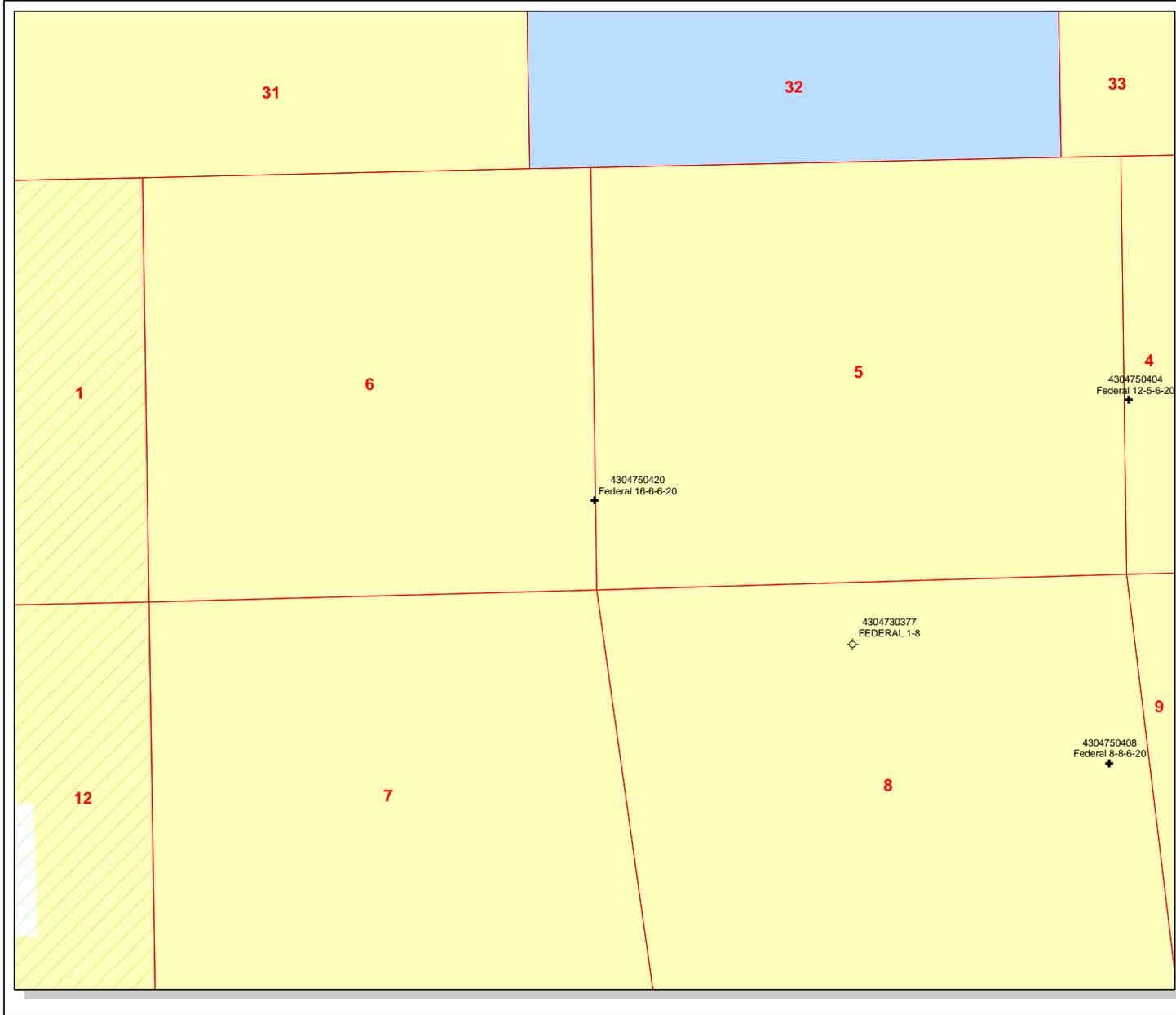

Tri-State
Land Surveying Inc.
(435) 781-2501
180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'
DRAWN BY: mw
DATE: 04-25-2008

Legend

- Pad Location
- One-Mile Radius

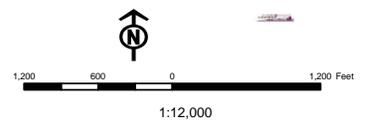
Exhibit "B"



API Number: 4304750420
Well Name: Federal 16-6-6-20
Township 06.0 S Range 20.0 E Section 6
Meridian: SLBM
 Operator: NEWFIELD PRODUCTION COMPANY

Map Prepared:
 Map Produced by Diana Mason

Units	Wells Query Events
STATUS	GIS_STAT_TYPE
ACTIVE	<-Null>
EXPLORATORY	APD
GAS STORAGE	DRL
NF PP OIL	GI
NF SECONDARY	GS
PI OIL	LA
PP GAS	NEW
PP GEOTHERM	OPS
PP OIL	PA
SECONDARY	PGW
TERMINATED	POW
Fields	RET
STATUS	SGW
ACTIVE	SOW
COMBINED	TA
Sections	TW
	WD
	WI
	WS



**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 5/12/2009

API NO. ASSIGNED: 43047504200000

WELL NAME: Federal 16-6-6-20

OPERATOR: NEWFIELD PRODUCTION COMPANY (N2695)

PHONE NUMBER: 435 646-4825

CONTACT: Mandie Crozier

PROPOSED LOCATION: SESE 6 060S 200E

Permit Tech Review:

SURFACE: 0846 FSL 0690 FEL

Engineering Review:

BOTTOM: 0846 FSL 0690 FEL

Geology Review:

COUNTY: UINTAH

LATITUDE: 40.32248

LONGITUDE: -109.70534

UTM SURF EASTINGS: 609994.00

NORTHINGS: 4464143.00

FIELD NAME: WILDCAT

LEASE TYPE: 1 - Federal

LEASE NUMBER: UTU-80922

PROPOSED PRODUCING FORMATION(S): GREEN RIVER

SURFACE OWNER: 1 - Federal

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- PLAT**
- Bond:** FEDERAL - WYB000493
- Potash**
- Oil Shale 190-5**
- Oil Shale 190-3**
- Oil Shale 190-13**
- Water Permit:** 43-9077
- RDCC Review:**
- Fee Surface Agreement**
- Intent to Commingle**

Commingle Approved

LOCATION AND SITING:

- R649-2-3.**
 - Unit:**
 - R649-3-2. General**
 - R649-3-3. Exception**
 - Drilling Unit**
 - Board Cause No:** R649-3-3
 - Effective Date:**
 - Siting:**
 - R649-3-11. Directional Drill**
-

Comments: Presite Completed

Stipulations: 4 - Federal Approval - dmason
23 - Spacing - dmason



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

Permit To Drill

Well Name: Federal 16-6-6-20
API Well Number: 43047504200000
Lease Number: UTU-80922
Surface Owner: FEDERAL
Approval Date: 6/9/2009

Issued to:

NEWFIELD PRODUCTION COMPANY , Rt 3 Box 3630 , Myton, UT 84052

Authority:

Pursuant to Utah Code Ann. §40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-3. The expected producing formation or pool is the GREEN RIVER Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

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

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.

Conditions of Approval:

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

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

Notification Requirements:

Notify the Division with 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 office (801) 733-0983 home

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.

Approved By:

A handwritten signature in black ink, appearing to read "Gil Hunt", written over a horizontal line.

For Gil Hunt
Associate Director, Oil & Gas

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-80922
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: Federal 16-6-6-20
2. NAME OF OPERATOR: NEWFIELD PRODUCTION COMPANY	9. API NUMBER: 43047504200000
3. ADDRESS OF OPERATOR: Rt 3 Box 3630 , Myton, UT, 84052	PHONE NUMBER: 435 646-4825 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0846 FSL 0690 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 6 Township: 06.0S Range: 20.0E Meridian: S	9. FIELD and POOL or WILDCAT: WILDCAT COUNTY: UINTAH STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 6/1/2010	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input checked="" type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: _____

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

Newfield proposes to extend the permit to drill this well for one year.

Approved by the Utah Division of Oil, Gas and Mining

Date: June 03, 2010

By:

NAME (PLEASE PRINT) Mandie Crozier	PHONE NUMBER 435 646-4825	TITLE Regulatory Tech
SIGNATURE N/A	DATE 6/1/2010	



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 43047504200000

API: 43047504200000

Well Name: Federal 16-6-6-20

Location: 0846 FSL 0690 FEL QTR SESE SEC 6 TWP 060S RNG 200E MER S

Company Permit Issued to: NEWFIELD PRODUCTION COMPANY

Date Original Permit Issued: 6/9/2009

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: Mandie Crozier

Date: 6/1/2010

Title: Regulatory Tech **Representing:** NEWFIELD PRODUCTION COMPANY

Date: June 03, 2010

By:

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-80922
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: FEDERAL 16-6-6-20	
2. NAME OF OPERATOR: NEWFIELD PRODUCTION COMPANY	9. API NUMBER: 43047504200000	
3. ADDRESS OF OPERATOR: Rt 3 Box 3630 , Myton, UT, 84052	PHONE NUMBER: 435 646-4825 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0846 FSL 0690 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 06 Township: 06.0S Range: 20.0E 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	
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 6/9/2011 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	
	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
Newfield proposes to extend the Application for Permit to Drill for one year.		
Approved by the Utah Division of Oil, Gas and Mining Date: <u>06/06/2011</u> By: <u></u>		
NAME (PLEASE PRINT) Mandie Crozier	PHONE NUMBER 435 646-4825	TITLE Regulatory Tech
SIGNATURE N/A	DATE 6/2/2011	



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 43047504200000

API: 43047504200000

Well Name: FEDERAL 16-6-6-20

Location: 0846 FSL 0690 FEL QTR SESE SEC 06 TWP 060S RNG 200E MER S

Company Permit Issued to: NEWFIELD PRODUCTION COMPANY

Date Original Permit Issued: 6/9/2009

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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- 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: Mandie Crozier

Date: 6/2/2011

Title: Regulatory Tech **Representing:** NEWFIELD PRODUCTION COMPANY



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

July 12, 2011

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

Re: APDs Rescinded for Newfield Production Company
Uintah County

Dear Ms. Crozier:

Enclosed find the list of APDs that are being rescinded per your request to Newfield Production Company. No drilling activity at these locations has been reported to the division. Therefore, approval to drill these wells is hereby rescinded, effective July 8, 2011.

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

Federal 4-8-6-20: 43-047-50639

Federal 12-6-6-20: 43-047-50434

Federal 16-6-6-20: 43-047-50420

Federal 1-35-9-18: 43-047-40407

Federal 7-35-9-18: 43-047-40408

Federal 3-35-9-18: 43-047-36335

Federal 3-18T-9-19: 43-047-40410

Federal 5-18-9-18: 43-047-40409

Federal 3-34-9-15: 43-013-32887

Van Zant 43-33-8-18: 43-047-39943



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Green River District-Vernal Field Office

170 South 500 East

Vernal, UT 84078

(435) 781-4400 Fax: (435) 781-4410

<http://www.blm.gov/ut/st/en/fo/vernal.html>



JUL 29 2011

IN REPLY REFER TO:
3160 (UTG011)

Mandie Crozier
Newfield Production Company
Route 3, Box 3630
Myton, UT 84052

Re: Request to Return APD
Well No. Federal 16-6-6-20
SESE, Sec. 6, T6S, R20E
Uintah County, Utah
Lease No. UTU-80922

43 047 50420

Dear Ms. Crozier:

The Application for Permit to Drill (APD) for the above referenced well received in this office on May 14, 2009, is being returned unapproved per your request to this office in an email message to Land Law Examiner Cindy Severson received on July 7, 2011. If you intend to drill at this location in the future, a new Application for Permit to Drill must be submitted.

If you have any questions regarding APD processing, please contact Cindy Severson at (435) 781-4455.

Sincerely,

Jerry Kenczka
Assistant Field Manager
Lands & Mineral Resources

Enclosures

UDOGM

RECEIVED
AUG 15 2011
DIV. OF OIL, GAS & MINING

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING
 CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

2/1/2012

FROM: (Old Operator):
 N2695- Newfield Production Company
 1101 17th Street Ste 2000
 Denver CO 80202
 Phone: 1 (435) 646-3031

TO: (New Operator):
 N3730-Ute Energy Upstream Holdings, LLC
 1875 Lawrence Street Ste 200
 Denver CO 80202
 Phone: 1 (720) 420-3200

CA No.

Unit:

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
See Attached List								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 1/23/2012
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 1/23/2012
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 2/28/2012
- Is the new operator registered in the State of Utah: Business Number: 7794804-0161
- (R649-9-2)Waste Management Plan has been received on: Yes
- Inspections of LA PA state/fee well sites complete on: N/A
- Reports current for Production/Disposition & Sundries on: Yes
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM Not Yet BIA
- Federal and Indian Units:**
 The BLM or BIA has approved the successor of unit operator for wells listed on: Not Yet
- Federal and Indian Communization Agreements ("CA"):**
 The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 2/28/2012
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 2/28/2012
- Bond information entered in RBDMS on: 2/28/2012
- Fee/State wells attached to bond in RBDMS on: 2/28/2012
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: 2/29/2012

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: UTB000486
- Indian well(s) covered by Bond Number: N/A
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number LPM9032132
- The **FORMER** operator has requested a release of liability from their bond on: N/A

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 2/28/2012

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>SEE ATTACHMENT</u>		5. LEASE DESIGNATION AND SERIAL NUMBER: SEE ATTACHMENT
2. NAME OF OPERATOR: UTE ENERGY UPSTREAM HOLDINGS LLC <u>N3730</u>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: SEE ATTACHMENT
3. ADDRESS OF OPERATOR: 1875 LAWRENCE STREET, Ste 200 <u>DENVER</u> CITY STATE <u>CO</u> ZIP <u>80202</u>		7. UNIT or CA AGREEMENT NAME: SEE ATTACHMENT *
PHONE NUMBER: <u>(720) 420-3200</u>		8. WELL NAME and NUMBER: SEE ATTACHMENT *
4. LOCATION OF WELL FOOTAGES AT SURFACE: SEE ATTACHMENT QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		9. API NUMBER: SEE ATTACHMENT *
COUNTY: UINTAH		10. FIELD AND POOL, OR WILDCAT: SEE ATTACHMENT
STATE: UTAH		

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>2/1/2012</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
Effective 02/01/2012, Ute Energy Upstream Holdings LLC will take over operations of the referenced wells.

The previous owner/operator was:
Newfield Production Company N2695
1001 17th Street, Suite 2000
Denver, CO 80202

Effective 02/01/2012, Ute Energy Upstream Holdings LLC is responsible under the terms and conditions of the leases for operations conducted on the leases lands or a portion thereof under State Bond No. LPM9032132 and BLM Bond No. UTAB000486

Newfield Production Company
Print Name: Daryll T. Howard Title: Sr. Vice President

Seller Signature: [Signature] Date: _____

Ute Energy Upstream Holdings LLC	
NAME (PLEASE PRINT) _____	TITLE <u>Todd Kalstrom</u>
SIGNATURE <u>[Signature]</u>	DATE <u>11/30/11</u>
	<u>Vice President of Land</u> <u>Ute Energy Upstream Holdings LLC</u>

(This space for State use only)

APPROVED 2/29/2012 *except 43047 32784
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

RECEIVED
JAN 23 2012

(5/2000)

(See Instructions on Reverse Side)

DIV. OF OIL, GAS & MINING

Newfield Production Company (N2695) to Ute Energy Upstream Holdings, LLC (N3730)

well_name	sec	twp	rng	api	entity	lease	well	stat	c
EAST GUSHER UNIT 3	10	060S	200E	4304715590	10341	Federal	OW	S	
WOLF GOVT FED 1	05	070S	220E	4304715609	2755	Federal	GW	S	
HORSESHOE BEND 2	03	070S	210E	4304715800	11628	Federal	OW	P	
FED MILLER 1	04	070S	220E	4304730034	2750	Federal	GW	P	
GOVT 4-14	14	060S	200E	4304730155	760	Federal	OW	S	
BASER DRAW 1-31	31	060S	220E	4304730831	2710	Federal	GW	S	
COORS 14-1-D	14	070S	210E	4304731304	11193	Federal	GW	P	
E GUSHER 2-1A	03	060S	200E	4304731431	11333	Federal	OW	TA	
FEDERAL 34-2-K	34	060S	210E	4304731467	10550	Federal	OW	P	
FEDERAL 33-1-I	33	060S	210E	4304731468	9615	Federal	OW	P	
HORSESHOE BEND ST 36-1	36	060S	210E	4304731482	9815	State	GW	P	
STIRRUP FEDERAL 29-2	29	060S	210E	4304731508	11055	Federal	OW	S	
L C K 30-1-H	30	060S	210E	4304731588	10202	Fee	OW	P	
COTTON CLUB 1	31	060S	210E	4304731643	10380	Federal	OW	P	
FEDERAL 21-I-P	21	060S	210E	4304731647	1316	Federal	GW	S	
FEDERAL 4-1-D	04	070S	210E	4304731693	10196	Federal	OW	S	
ANNA BELLE 31-2-J	31	060S	210E	4304731698	10510	Fee	OW	S	
BASER DRAW 6-1	06	070S	220E	4304731834	10863	Federal	GW	P	
FEDERAL 4-2-F	04	070S	210E	4304731853	10933	Federal	OW	P	
FEDERAL 5-5-H	05	070S	210E	4304731903	11138	Federal	OW	S	
COORS FEDERAL 2-10HB	10	070S	210E	4304732009	11255	Federal	GW	S	
FEDERAL 11-1-M	11	060S	200E	4304732333	11443	Federal	OW	TA	
GOVERNMENT 10-14	14	060S	200E	4304732709	12009	Federal	OW	S	
GOVERNMENT 12-14	14	060S	200E	4304732850	12150	Federal	OW	P	
GOSE FEDERAL 3-18	18	060S	210E	4304733691	13244	Federal	OW	P	
HORSESHOE BEND FED 11-1	11	070S	210E	4304733833	13126	Federal	GW	S	
GUSHER FED 16-14-6-20	14	060S	200E	4304737475	15905	Federal	OW	P	
GUSHER FED 6-24-6-20	24	060S	200E	4304737556	17068	Federal	OW	P	
FEDERAL 2-25-6-20	25	060S	200E	4304737557	15812	Federal	OW	P	
FEDERAL 6-11-6-20	11	060S	200E	4304737558	15836	Federal	OW	S	
FEDERAL 5-19-6-21	19	060S	210E	4304737559	15813	Federal	OW	P	
FEDERAL 6-30-6-21	30	060S	210E	4304737560	15814	Federal	OW	P	
GUSHER FED 5-13-6-20	13	060S	200E	4304738403	17401	Federal	OW	P	
FEDERAL 8-13-6-20	13	060S	200E	4304738996	17407	Federal	OW	P	
FEDERAL 14-13-6-20	13	060S	200E	4304738997	17176	Federal	OW	P	
FEDERAL 14-12-6-20	12	060S	200E	4304738998	17404	Federal	OW	P	
FEDERAL 2-14-6-20	14	060S	200E	4304738999	17402	Federal	OW	P	
FEDERAL 8-23-6-20	23	060S	200E	4304739000	17158	Federal	OW	P	
FEDERAL 8-24-6-20	24	060S	200E	4304739076	17403	Federal	OW	P	
FEDERAL 14-24-6-20	24	060S	200E	4304739078	17139	Federal	OW	P	
FEDERAL 14-19-6-21	19	060S	210E	4304739079	17448	Federal	OW	P	
FEDERAL 16-13-6-20	13	060S	200E	4304740487	17433	Federal	OW	P	
FEDERAL 12-5-6-20	05	060S	200E	4304750404		Federal	OW	APD	
FEDERAL 2-26-6-20	26	060S	200E	4304750406	17373	Federal	OW	P	
FEDERAL 4-9-6-20	09	060S	200E	4304750407	17382	Federal	OW	S	
FEDERAL 8-8-6-20	08	060S	200E	4304750408	17381	Federal	OW	P	

Newfield Production Company (N2695) to Ute Energy Upstream Holdings, LLC (N3730)

well_name	sec	twp	rng	api	entity	lease	well	stat	c
FEDERAL 2-17-6-20	17	060S	200E	4304750414	18010	Federal	OW	P	C
FEDERAL 16-6-6-20	06	060S	200E	4304750420		Federal	OW	APD	
FEDERAL 12-6-6-20	06	060S	200E	4304750434		Federal	OW	APD	
FEDERAL 4-8-6-20	08	060S	200E	4304750639		Federal	OW	APD	
FEDERAL 10-22-6-20	22	060S	200E	4304751227		Federal	OW	APD	
FEDERAL 2-23-6-20	23	060S	200E	4304751228	18081	Federal	OW	P	
FEDERAL 10-23-6-20	23	060S	200E	4304751229	18082	Federal	OW	P	
FEDERAL 12-23-6-20	23	060S	200E	4304751230		Federal	OW	APD	
FEDERAL 14-23-6-20	23	060S	200E	4304751231		Federal	OW	APD	
FEDERAL 2-24-6-20	24	060S	200E	4304751232	18083	Federal	OW	P	
FEDERAL 4-24-6-20	24	060S	200E	4304751233	18062	Federal	OW	P	
FEDERAL 4-25-6-20	25	060S	200E	4304751234	18084	Federal	OW	P	
FEDERAL 12-25-6-20	25	060S	200E	4304751235		Federal	OW	APD	
FEDERAL 10-26-6-20	26	060S	200E	4304751236		Federal	OW	APD	
FEDERAL 16-23-6-20	23	060S	200E	4304751278	18013	Federal	OW	P	
FEDERAL 12-24-6-20	24	060S	200E	4304751279	17997	Federal	OW	P	

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

Request to Transfer Application or Permit to Drill

(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	Federal 16-6-6-20
API number:	4304750420
Location:	SESE 6 6S 20E
Company that filed original application:	Newfield Production Company
Date original permit was issued:	06/09/2009
Company that permit was issued to:	Newfield Production Company

Check one	Desired Action:
<input type="checkbox"/>	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, 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.		Yes	No
	If located on private land, has the ownership changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	Has the approved source of water for drilling changed?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	Is bonding still in place, which covers this proposed well? Bond No. <u>LPM9032132</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Lori Browne Title Regulatory Specialist
 Signature *Lori Browne* Date 02/29/2012
 Representing (company name) Ute Energy Upstream Holdings LLC

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill