

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 BPU 9-32H
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 NATURAL BUTTES
4. TYPE OF WELL Gas Well Coalbed Methane Well: NO		5. UNIT or COMMUNITIZATION AGREEMENT NAME BIG PACK
6. NAME OF OPERATOR XTO ENERGY INC		7. OPERATOR PHONE 505 333-3145
8. ADDRESS OF OPERATOR 382 Road 3100, Aztec, NM, 87410		9. OPERATOR E-MAIL Kelly_Kardos@xtoenergy.com
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) ML48773	11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/>	12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/>
13. NAME OF SURFACE OWNER (if box 12 = 'fee')		14. SURFACE OWNER PHONE (if box 12 = 'fee')
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')		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	2002 FSL 632 FEL	NESE	32	11.0 S	20.0 E	S
Top of Uppermost Producing Zone	2002 FSL 632 FEL	NESE	32	11.0 S	20.0 E	S
At Total Depth	2002 FSL 632 FEL	NESE	32	11.0 S	20.0 E	S

21. COUNTY UINTAH	22. DISTANCE TO NEAREST LEASE LINE (Feet) 2002	23. NUMBER OF ACRES IN DRILLING UNIT 640
25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 3000	26. PROPOSED DEPTH MD: 8850 TVD: 8850	
27. ELEVATION - GROUND LEVEL 5698	28. BOND NUMBER 104312762	29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 43-10991

Hole, Casing, and Cement Information

String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
SURF	12.25	9.625	0 - 220	36.0	J-55 ST&C	8.4	Type V	177	3.82	11.0
							Class G	225	1.15	15.8
PROD	7.875	5.5	0 - 8850	17.0	N-80 LT&C	9.2	Type V	446	3.12	11.6
							Class G	300	1.75	13.0

ATTACHMENTS

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

<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input 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 Krista Wilson	TITLE Permitting Tech	PHONE 505 333-3647
SIGNATURE	DATE 11/18/2011	EMAIL krista_wilson@xtoenergy.com
API NUMBER ASSIGNED 43047521920000	APPROVAL  Permit Manager	

XTO ENERGY INC.**Big Pack Unit #9-32H****APD Data****June 27, 2012****Location:** 2002' FSL & 632' FEL, Sec. 32, T11S,R20E **County:** Uintah **State:** UtahGREATEST PROJECTED TD: 8850' MD
APPROX GR ELEV: 5698'OBJECTIVE: Wasatch/Mesaverde
Est KB ELEV: 5720' (14' AGL)**1. MUD PROGRAM:**

INTERVAL	0' to 2200'	2200' to 8850'
HOLE SIZE	12.25"	7.875"
MUD TYPE	FW/Spud Mud	FW LSND / Gel Chemical
WEIGHT	8.4	8.6-9.20
VISCOSITY	NC	30-60
WATER LOSS	NC	6-8

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 \pm 2200' in a 12.25" hole filled with 8.4 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'-2200'	2200'	36#	J-55	ST&C	2020	3.66	394	8.921	8.765	2.10	3.66	4.97

Production Casing: 5.5" casing set at \pm 8850' 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'-8850'	8850'	17#	N-80	LT&C	6280	7740	348	4.892	4.767	1.87	2.31	2.31

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

3. WELLHEAD:

- A. Casing Head: 11" nominal, 3,000 psig with 9-5/8" 8rnd thread on bottom C-22 profile (or equivalent), (or slip-on, weld-on).
- B. Tubing Head: 11" 3000 psig X 7-1/16" 5,000 psig WP, TCM (or equivalent)

4. CEMENT PROGRAM:

- A. Surface: 9.625", 36#, J-55, ST&C casing to be set at \pm 2200' in 12.25" hole.

LEAD:

\pm 177 sx of Type V cement (or equivalent) typically containing accelerator and LCM mixed at 11.0 ppg, 3.82 cu. ft./sk.

TAIL:

225 sx of Class G (or equivalent) typically containing accelerator and LCM mixed at 15.8 ppg, 1.15 cu. ft./sk.

Total estimated slurry volume for the 9.625" surface casing is 930 ft³. Slurry includes 35% excess of calculated open hole annular volume to 2200'.

B. Production: 5.5", 17#, N-80 (or equiv.), LT&C casing to be set at ±8850' in 7.875" hole.

LEAD:

±446 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 ft³/sk, 17.71 gal wtr/sx.

TAIL:

300 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 1917 ft³. 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 and production casing strings.

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 (8850') to the bottom of the surface csg. Run Neutron/Lithodensity/Pe/GR/Cal from TD (8850') to 2200'.

6. FORMATION TOPS:

FORMATION	Sub-Sea Elev. (@SHL)	TVD (@SHL)
Green River	N/A	N/A
Mahogany Bench Mbr.	4640	1080
Wasatch Tongue	2787	2933
Green River Tongue	2483	3237
Wasatch*	2187	3533
Chapita Wells*	N/A	N/A
Uteland Buttes	N/A	N/A
Mesaverde*	-330	6050
Castlegate	-2948	8636
TD**	-3130	8850

* Primary Objective

7. ANTICIPATED OIL, GAS, & WATER ZONES:

A.

Formation	Expected Fluids	Well Depth Top
Green River	Water/Oil Shale	N/A
Mahogany Bench Mbr.	Water/Oil Shale	1080
Wasatch Tongue	Oil/Gas/Water	2933
Green River Tongue	Oil/Gas/Water	3237
Wasatch*	Gas/Water	3533
Chapita Wells*	Gas/Water	N/A
Uteland Buttes	Gas/Water	N/A
Mesaverde*	Gas/Water	6050
Castlegate	Gas/Water	8638

- 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 H₂S.
- D. Expected bottom hole pressures 4200 psi.
- E. Base of Moderately Saline Water (USGS) at 3465'.

8. BOP EQUIPMENT:

Surface will not utilize a bop stack.

Production hole will be drilled with a 3000 psi BOP stack.

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 approved 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. 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:

<u>Name</u>	<u>Title</u>	<u>Office Phone</u>	<u>Home Phone</u>
Justin Niederhofer	Drilling Engineer	505-333-3199	505-320-0158
Bobby Jackson	Drilling Superintendent	505-333-3224	505-486-4706
Jeff Jackson	Project Geologist	817-885-2800	

T11S, R20E, S.L.B.&M.

XTO ENERGY, INC.

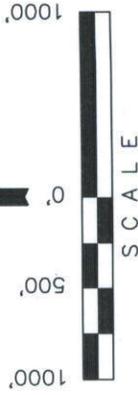
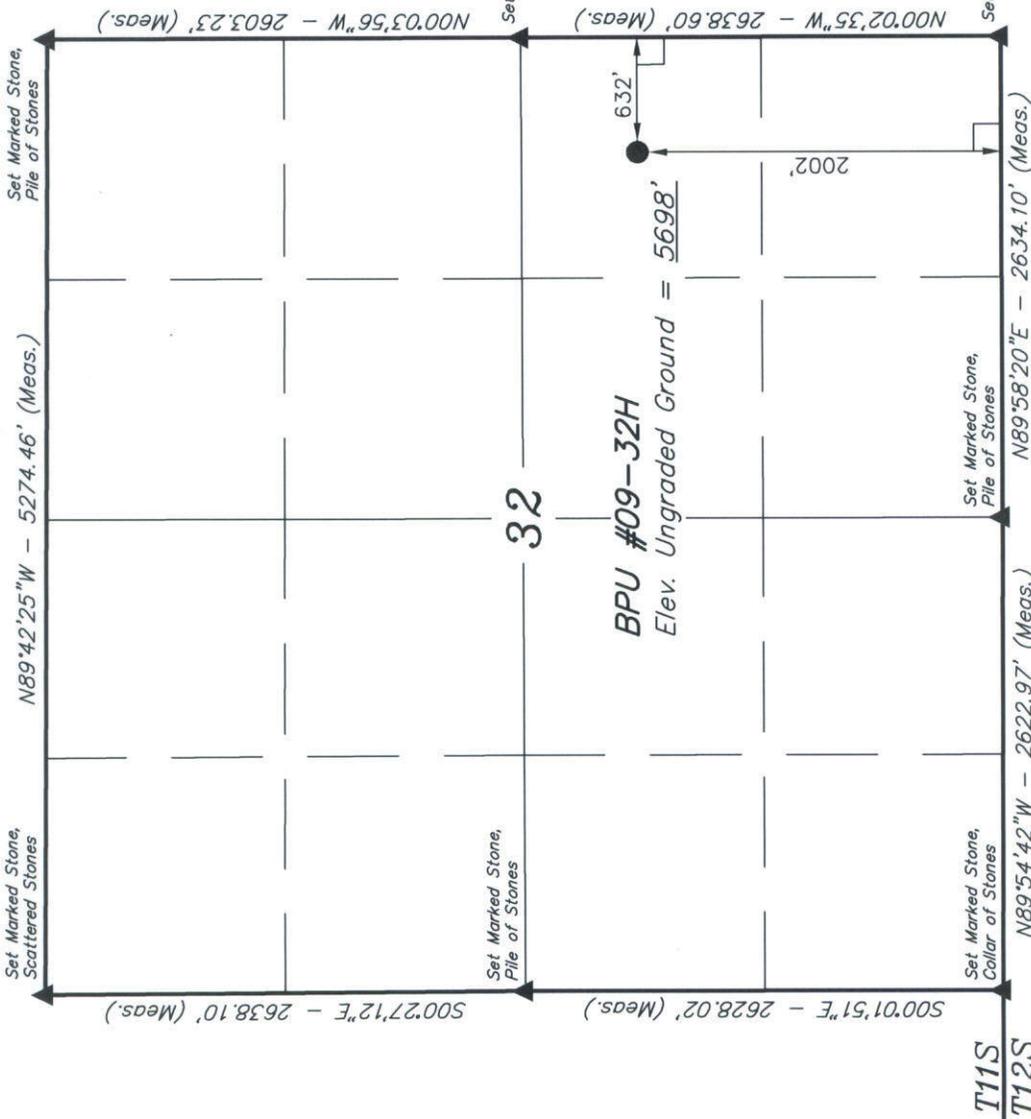
Well location, BPU #09-32H, located as shown in the NE 1/4 SE 1/4 of Section 32, T11S, R20E, S.L.B.&M., Uintah County, Utah.

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

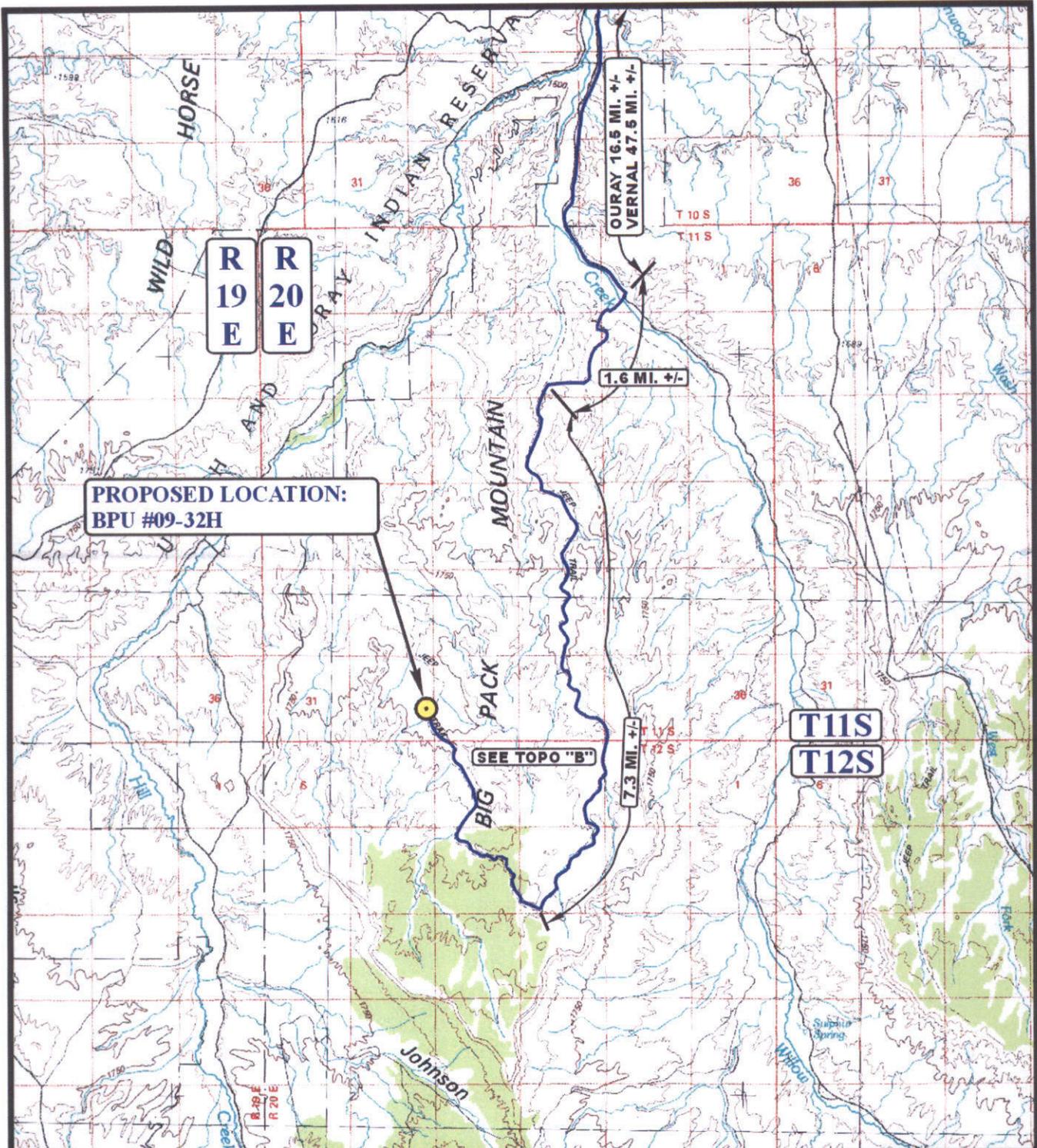
UINTAH ENGINEERING & LAND SURVEYING

85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE	1" = 1000'	DATE SURVEYED:	06-27-11	DATE DRAWN:	07-06-11
PARTY	M.A. C.K. T.B.	REFERENCES	G.L.O. PLAT		
WEATHER	WARM	FILE	XTO ENERGY, INC.		

LEGEND:

- └─ = 90° SYMBOL
 - = PROPOSED WELL HEAD.
 - ▲ = SECTION CORNERS LOCATED.
- (NAD 83)
LATITUDE = 39°48'54.97" (39.815269)
LONGITUDE = 109°41'44.07" (109.695575)
- (NAD 27)
LATITUDE = 39°48'55.09" (39.815303)
LONGITUDE = 109°41'41.58" (109.694883)



LEGEND:



XTO ENERGY, INC.

**BPU #09-32H
SECTION 32, T11S, R20E, S.L.B.&M.
2002' FSL 632' FEL**



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

**ACCESS ROAD
MAP**

07 07 11
MONTH DAY YEAR



SCALE: 1:100,000 DRAWN BY: B.D.H. REVISED: 00-00-00

SURFACE USE PLAN**Name of Operator:** XTO Energy Inc.**Address:** 382 CR 3100
Aztec, NM 87410**Well Location:** BPU 9-32H
2002' FSL & 632' FEL, NE/4 SE/4 Section 32, T11S, R20E
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 approve before initiating construction.

An on-site inspection for the referenced well was conducted on November 8, 2011. Those present were:

Krista Wilson	Permitting Tech.	XTO Energy Inc.
Jody Mecham	Construction Coordinator	XTO Energy Inc.
Misty Roberts	EH&S	XTO Energy Inc.
Damien Jones	NGO	XTO Energy Inc.
Brandon Bowthorpe	Surveyor	UELS
Jim Davis	Resource Specialist	SITLA
Ben William	Wildlife Biologist	UDNR
Richard Powell	Petroleum Specialist	UDOGM
Branon Rochelle	NRS	BLM

1. Existing Roads:

- a. The proposed access route to the location shown on the USGS quadrangle map (see Exhibit "A").
- b. The proposed well site is located approximately 69.5 miles southwest of Vernal, Utah.
- c. Proceed in a westerly direction from Vernal, Utah along U.S. Highway 40 for approximately 14.0 miles to the junction of State Highway 88. Exit left and proceed in a southerly direction for approximately 17.0 miles to Ouray, Utah. Proceed in a southerly, then southeasterly direction for 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 south. Turn right and proceed in a southerly, then southwesterly direction for approximately 4.6 miles to the junction of this road and an existing road to the southwest. Turn right and proceed in a southwesterly, then westerly direction for approximately 1.6 miles to the junction of this road and an existing road to the south. Turn left and proceed in southerly, then southeasterly, then southerly, then in a southwesterly direction for approximately 7.3 miles to the beginning of the proposed access road for the #04-32H to the northwest. Follow the road flags in a northwesterly direction for approximately 8,769' to the beginning of the proposed access to the north. Follow the road flags in a northerly, then northeasterly, then northwesterly direction for approximately 8,623' (approx. 1.67 miles) to the proposed location.

- d. All existing roads within a one (1) mile radius of the proposed well site are shown in Exhibit "B". If necessary, all existing roads that will be used for access to the proposed well location will be maintained to the current condition, or better, unless BLM or SITLA approval or consent is given to upgrade the existing road(s).
- e. The use of roads under State and County Road Department maintenance are necessary to access the Big Pack Unit Area. However, an encroachment permit is not anticipated since no upgrades to the State or County Road System are anticipated at this time.
- f. All existing roads will be maintained and kept in good repair during all phases of operation.
- g. Vehicle operators will obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions.
- h. Since no improvements are anticipated to the to the State, County, Tribal or BLM access roads, no topsoil stripping will occur.
- i. A Federal Right-of-Way is needed for the portion of the access and pipeline corridor outside of Section 32.

2. Planned Access Roads:

- a. Location (centerline): From an existing jeep trail located in section 10, an access is proposed trending northwesterly approximately 1.63 miles (8,623 feet) to the proposed well site. The access will consist on entirely new disturbance and crosses no significant drainages.
- b. A road design plan is not anticipated at this time.
- c. The proposed access road will consist of a 24' travel surface within a 30' disturbed area.
- d. SITLA approval to construct and utilize the proposed access road is requested with this application. Federal surface use is being requested through a separate Federal Right-of-Way application.
- e. A maximum grade of 10% will be maintained throughout the project with no cuts and fill required to access this well.
- f. No turnouts are proposed since adequate site distance exists in all directions.
- g. No surfacing material will come from SITLA, Federal or Tribal lands.
- h. No gates or cattle guards are anticipated at this time.
- i. Surface disturbance and vehicular travel will be limed to the approved location access road.
- j. Adequate drainage structures and culverts will be incorporated into the road where needed.

- k. All access roads and surface disturbing activities will conform to the standards outlined in the Bureau of Land Management and Forest Service Publication: Surface Operating Standards and Guidelines for Oil and Gas Exploration and Development (Gold Book – Fourth Edition – Revised 2007).
- l. The operator will be responsible for all maintenance of the access roads, including any anticipated drainage structures.
- m. Other: See general information below.
 - If any additional Right-of-Way is necessary, no surface disturbing activities shall take place on the subject Right-of-Way until the associated APD is approved. The holder will adhere to conditions of approval in the Surface Use Program of the approved APD, relevant to any Right-of-Way facilities.
 - If a Right-of-Way is secured, boundary adjustments in the lease or unit shall automatically amend this Right-of-Way to include that portion of the facilities no longer contained within the lease or unit. In the event of an automatic amendment to this Right-of-Way grant, the prior on-lease/unit conditions of approval of this facility will not be affected even though they would now apply to facilities outside of the lease/unit as a result of a boundary adjustment. Rental fees, if appropriate shall be recalculated based on the conditions of this grant and the regulations in effect at the time of an automatic amendment.
 - If at any time the facilities located on public lands authorized by the terms of this lease are no longer included in the lease (due to a contraction in the unit or lease or unit boundary change) the BLM will process a change in authorization to the appropriate statute. The authorization will be subject to appropriate rental, or other financial obligations as determined by the BLM.
 - If the well is productive, the access road will be rehabilitated as needed and brought to Resource (Class II) Road Standards within a time period specified by SITLA or the BLM. If upgraded, the access road must be maintained at these standards until the well is properly abandoned. If this time frame cannot be met, the Field Office Manager will be notified so that temporary drainage control can be installed along the access road.

3. Location of Existing Wells:

- a. All wells in a one (1) mile radius are shown within Exhibit "C".

4. Location of Existing and or Proposed Production Facilities:

- a. On-site facilities: Typical on-site facilities will consist of a wellhead, flowlines (typically 3" dia.), artificial lifting system (if necessary), wellhead compression (if necessary), gas/oil/water separator (3 phase), gas measurement and water measurement equipment, and a heated enclosure/building for weather and environmental protection. The tank battery will typically be constructed and surrounded by a berm of sufficient capacity to contain 1 ½ times the storage capacity of the largest tank. The tanks typically necessary for the production of this well will be 1 – 300 bbl steel, above ground tank for oil/condensate and 1 – 300 bbl steel, above ground tank for produced water. All loading lines and valves for these tanks will be placed inside the berm surrounding the tank battery.

- All oil/condensate production and measurement shall conform to the provision of 43 CFR 3162.7 and Onshore Oil and Gas Order No. 4, if applicable. Other on-site equipment and systems may include methanol injection and winter weather protection.
 - All permanent (in place for six (6) months or longer) structures constructed or installed on the well site location will be painted a flat, non-reflective color, matching the ground and not sky, slightly darker than the adjacent landscape, as specified by the COA's in the approved APD. All facilities will be painted within six (6) months of installation. Facilities required to comply with the Occupations Safety and Health Act (OSHA) may be excluded.
 - Site security guidelines identified in 43 CFR 3163.7-5 and Onshore Oil and Gas Order No. 3 will be adhered to.
- b. Off- site facilities: None.
- c. A gas meter run will be constructed and located on lease within 500 feet of the well head. 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. 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.
- f. A pipeline corridor containing a single steel gas pipeline and a single steel or poly pipe water pipeline is associated with this application and is being applied for at this time. The proposed pipeline corridor will leave the west side of the well site and traverse approximately 8,521 feet south then easterly to tie into the a proposed pipeline for the proposed BPU 8-4H (see Exhibit D).
- g. The new gas pipeline will be a 24" or less buried line and the water pipeline will be a 12" or less poly pipe buried within a 50' wide disturbed pipeline corridor.
- h. Construction of the pipeline corridor will temporarily utilize a 30' disturbed width for the road for a total disturbed width of 80' for the road and pipeline corridors. The use of the proposed well site and access road will facilitate the staging of the pipeline corridor construction.
- i. XTO Energy Inc. intends to bury the pipeline where possible and connect the pipeline together utilizing conventional welding technology.

5. Location and Type of Water Supply:

- a. No water supply pipeline will be laid for this well.
- b. No water well will be drilled for this well.
- c. Drilling water for this well 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 06-189, 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 SITLA, 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, breach, or allow for any discharge.
- e. The reserve pit will be lined with a 20 ml 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. The pit walls will be sloped not greater than 2:1. A minimum 2-foot of freeboard will be maintained in the pit at all times during the drilling and completion operations.
- 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 and a bird net installed 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 the construction of the production facilities is complete. 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 proper 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 No. 7.
- l. Any salts and/or chemical, 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 onsite 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 "E")

- a. The well will be properly identified in accordance with 43 CFR 3162.6.
- b. Access to the well pad will be from the northwest.
- c. The pad and road designs are consistent with BLM and SITLA specifications.
- d. A pre-construction meeting with responsible company representatives, contractors, and SITLA 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 on 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 specification in the approved plans.
- g. All cut and fill sloped will be such that stability can be maintained for the life of the activity.

- h. Diversion ditches will be constructed and storm water BMP's installed around the well site to prevent surface water from entering the well site.
- i. The site surface will be graded to drain away from the pit to avoid pit spillage during large storm events.
- j. The reserve pit will be properly fenced and a bird net installed to prevent any livestock, wildlife or migratory bird entry, and will remain so until site clean-up.
- k. All access roads will be maintained as necessary to prevent erosion and accommodate year-round traffic. The road will be maintained in a safe and useable condition.
- l. The stockpiled topsoil (first 6 inches or maximum available) will be stored in a windrow on the uphill side of the location to prevent possible contamination. All topsoil will be stockpiled for reclamation in such a way as to prevent soil loss and/or contamination.
- m. The blooie line will be located at least 100 feet from the well head.
- n. 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 the production well will be accomplished for the 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 liner shall be torn and perforated before backfilling of the reserve pit. The reserve pit and that torn portion of the location not needed for production facilities/operations will be re-contoured to match the appropriate natural contours of the area.
- c. Following the BLM published Best Management Practices and per the signed 2009 Reclamation Plan, the interim reclamation will be completed within 90 days of well completion or 120 days of wells spud (weather permitting) to reestablish vegetation, reduce dust and erosion and compliment the visual resources of the area.
 - All equipment and debris will be removed from the area proposed for interim reclamation and the pit area will be backfilled and re-contoured to match the surrounding topography.
 - The area outside the rig anchors and other disturbed areas not needed for the operation of the well will be re-contoured to blend in with the surrounding topography and reseeded as prescribed by SITLA.
 - 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 the 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 SITLA or the appropriate County Extension Office. On SITLA administered land, it is required that a Pesticide Use Proposal be submitted and

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

11. Surface and Mineral Ownership:

- a. Surface Ownership – State of Utah – under the management of the SITLA – State Office, 675 East 500 South, Salt Lake City, Utah 84102; 801-538-5100.
- b. Surface Ownership – State of Utah – under the management of the SITLA – State Office, 675 East 500 South, Salt Lake City, Utah 84102; 801-538-5100.

12. Other Information:

- a. SWCA has conducted a Class III archeological survey. A copy of the report was submitted under separate cover to the appropriate agencies with the first filing of this proposed APD
- b. SWCA conducted a paleontological survey. A copy of the original report was submitted under separate cover to the appropriate agencies with the first filing of this proposed APD.
- c. No drainage crossings that require additional State or Federal approval are being crossed.
- d. An off-lease Federal Right-of-Way is necessary prior to any construction outside of State Section 32.

XTO ENERGY, INC.
BPU #09-32H
LOCATED IN UINTAH COUNTY, UTAH
SECTION 32, T11S, R20E, S.L.B.&M.



PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: NORTHWESTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHERWESTERLY



- Since 1964 -

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

LOCATION PHOTOS	07	07	11	PHOTO
	MONTH	DAY	YEAR	
TAKEN BY: M.A.	DRAWN BY: B.D.H.		REVISED: 00-00-00	

T11S, R20E, S.L.B.&M.

XTO ENERGY, INC.

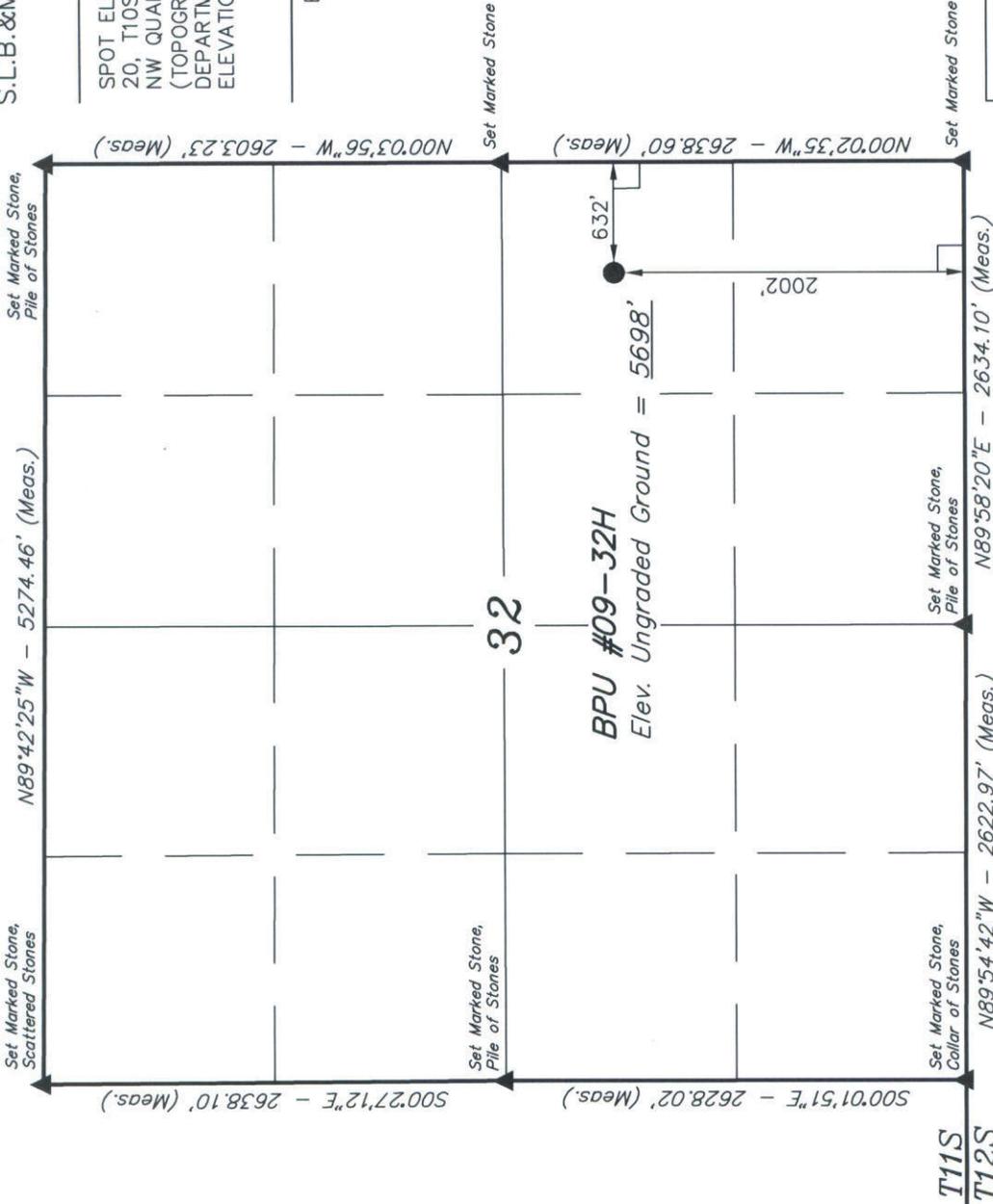
Well location, BPU #09-32H, located as shown in the NE 1/4 SE 1/4 of Section 32, T11S, R20E, S.L.B.&M., Uintah County, Utah.

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
DATE 08-15-11

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

SCALE	DATE SURVEYED:	DATE DRAWN:
1" = 1000'	06-27-11	07-06-11
PARTY	REFERENCES	
M.A. C.K. T.B.	G.L.O. PLAT	
WEATHER	FILE	
WARM	XTO ENERGY, INC.	

LEGEND:

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

(NAD 83)
LATITUDE = 39°48'54.97" (39.815269)
LONGITUDE = 109°41'44.07" (109.695575)

(NAD 27)
LATITUDE = 39°48'55.09" (39.815303)
LONGITUDE = 109°41'41.58" (109.694883)

XTO ENERGY, INC.
BPU #09-32H
SECTION 32, T11S, R20E, 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 SOUTHERLY DIRECTION APPROXIMATELY 2.8 MILES TO THE JUNCTION OF THIS ROAD AND EXISTING ROAD TO THE SOUTH; TURN RIGHT AND PROCEED IN A SOUTHERLY, THEN SOUTHWESTERLY DIRECTION APPROXIMATELY 4.6 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTHWEST; TURN RIGHT AND PROCEED IN A SOUTHWESTERLY, THEN WESTERLY DIRECTION APPROXIMATELY 1.6 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTH; TURN LEFT AND PROCEED SOUTHERLY, THEN SOUTHEASTERLY, THEN SOUTHERLY, THEN IN A SOUTHWESTERLY DIRECTION APPROXIMATELY 7.3 MILES TO THE BEGINNING OF THE PROPOSED ACCESS ROAD FOR THE #04-32H TO THE NORTHWEST; FOLLOW ROAD FLAGS IN A NORTHWESTERLY DIRECTION APPROXIMATELY 8,769' TO THE BEGINNING OF THE PROPOSED ACCESS TO THE NORTH; FOLLOW ROAD FLAGS IN A NORTHERLY, THEN NORTHEASTERLY, THEN NORTHWESTERLY DIRECTION APPROXIMATELY 8,623' MILES TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 69.5 MILES.

XTO ENERGY, INC.

TYPICAL RIG LAYOUT FOR

BPU #09-32H

SECTION 32, T11S, R20E, S.L.B.&M.

2002' FSL 632' FEL

FIGURE #3

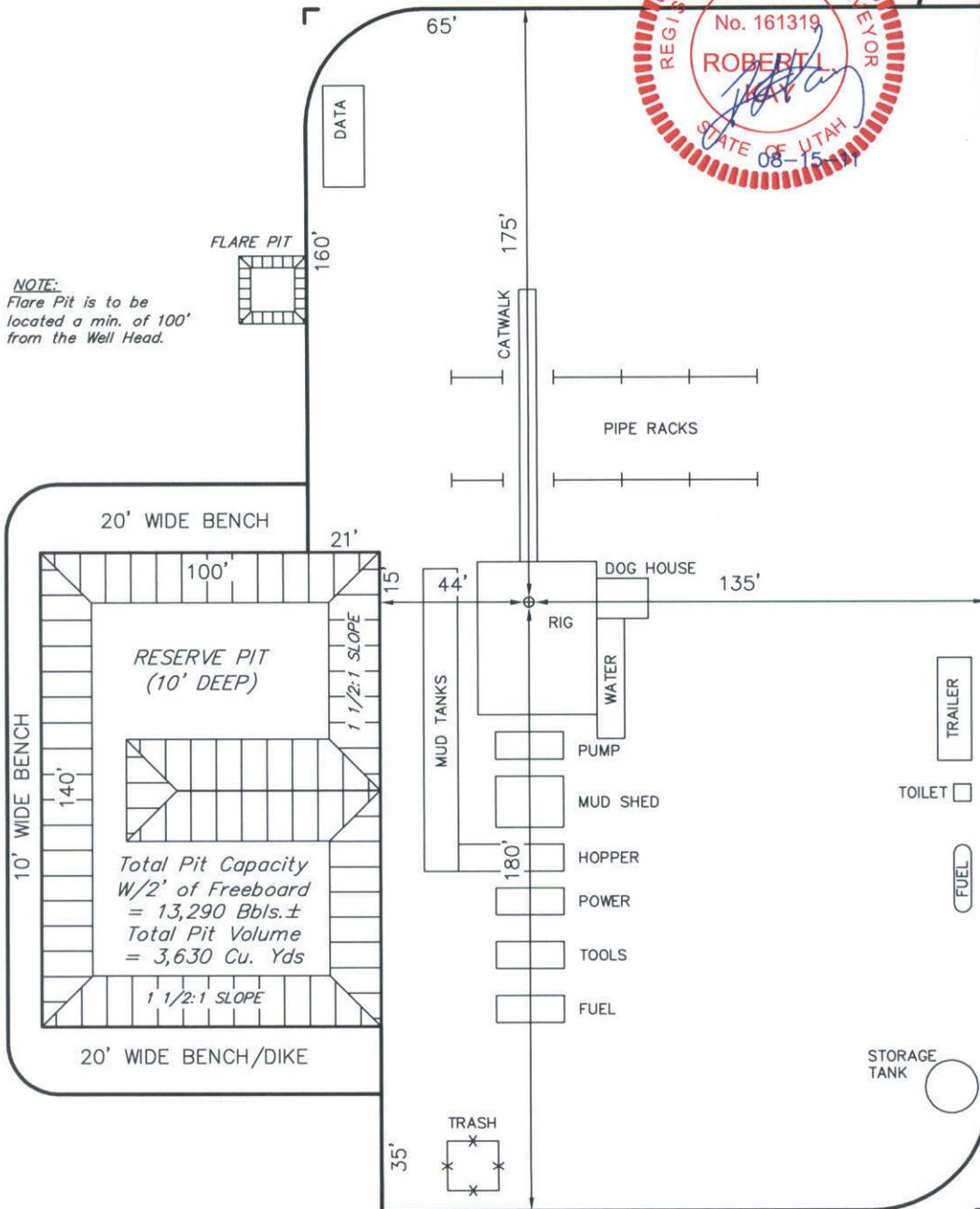
SCALE: 1" = 50'

DATE: 07-06-11

DRAWN BY: T.B.



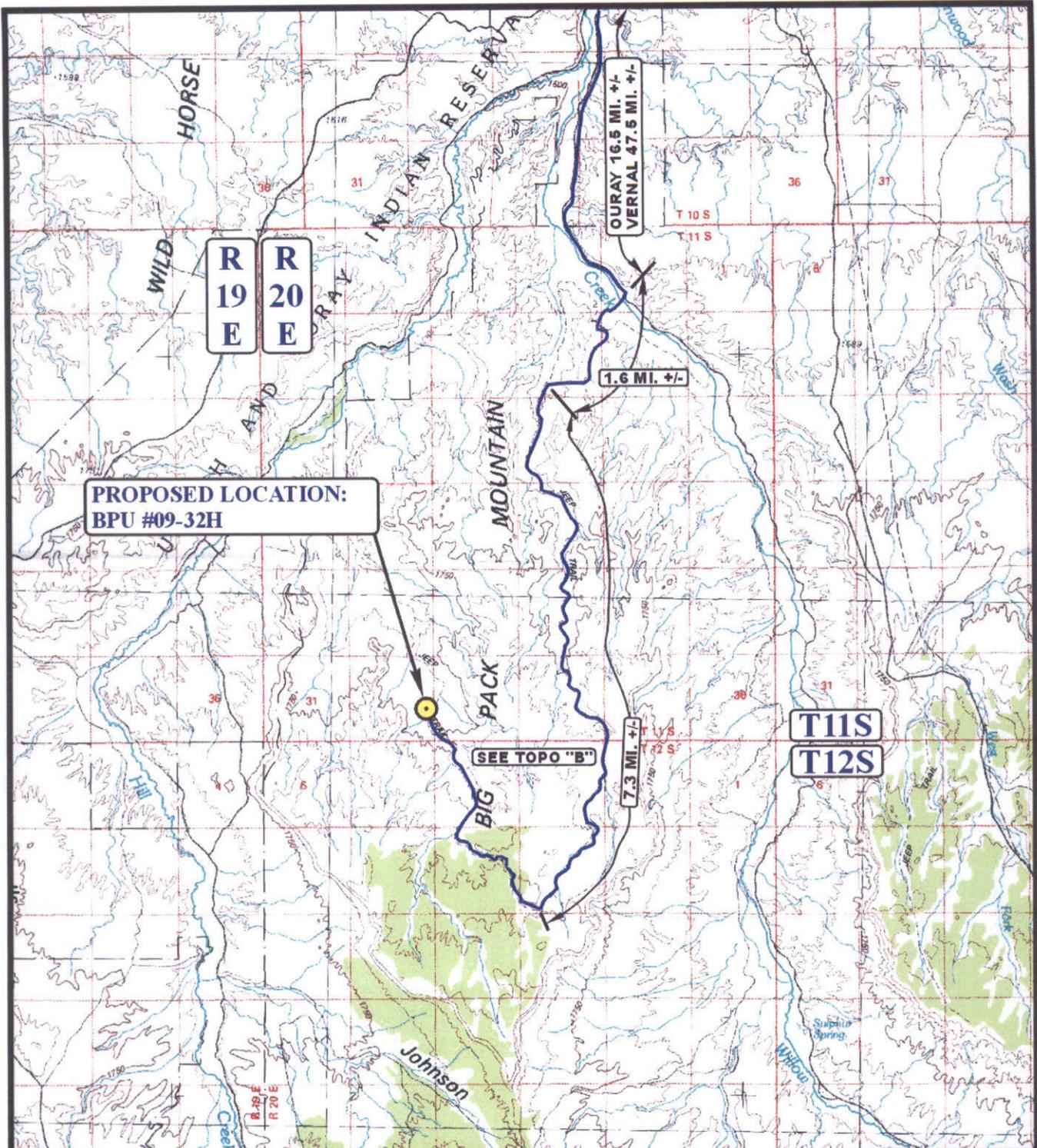
Proposed Access Road



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

RESERVE PIT
(10' DEEP)

Total Pit Capacity
W/2' of Freeboard
= 13,290 Bbls.±
Total Pit Volume
= 3,630 Cu. Yds



**PROPOSED LOCATION:
BPU #09-32H**

**OURAY 16.5 MI. +/-
VERNAL 47.5 MI. +/-**

1.6 MI. +/-

SEE TOPO "B"

7.3 MI. +/-

**T11S
T12S**

LEGEND:



XTO ENERGY, INC.

**BPU #09-32H
SECTION 32, T11S, R20E, S.L.B.&M.
2002' FSL 632' FEL**



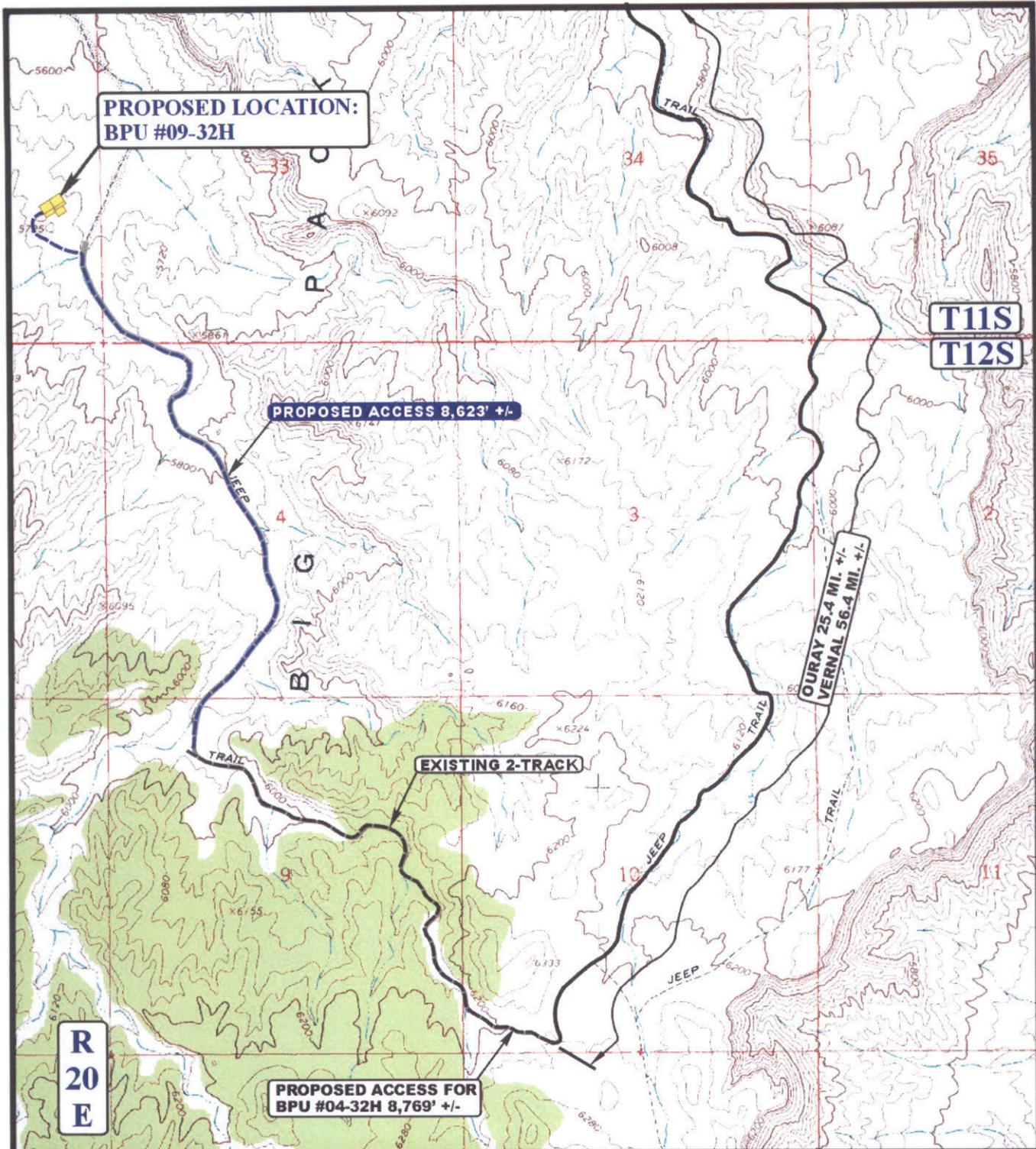
**Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813**

**ACCESS ROAD
MAP**

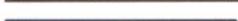
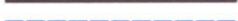
**07 07 11
MONTH DAY YEAR**

SCALE: 1:100,000 DRAWN BY: B.D.H. REVISED: 00-00-00





LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD
-  EXISTING 2-TRACK



XTO ENERGY, INC.

BPU #09-32H
SECTION 32, T11S, R20E, S.L.B.&M.
2002' FSL 632' FEL



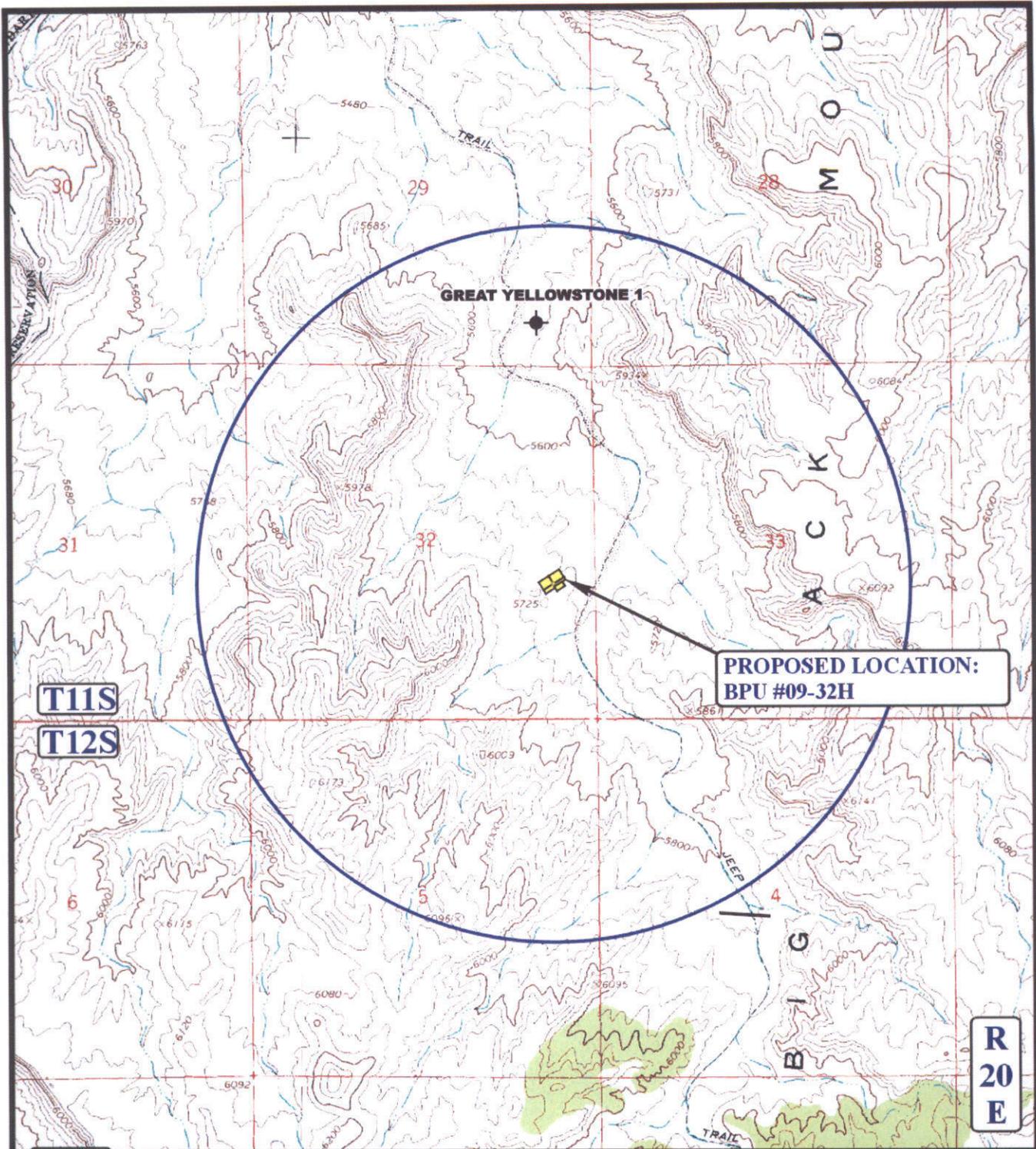
Utah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

ACCESS ROAD
MAP

07	08	11
MONTH	DAY	YEAR



SCALE: 1" = 2000' DRAWN BY: B.D.H. REVISED: 00-00-00



**PROPOSED LOCATION:
BPU #09-32H**

**T11S
T12S**

**R
20
E**

LEGEND:

- ⊗ DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- ⊙ ABANDONED WELLS
- TEMPORARILY ABANDONED

XTO ENERGY, INC.

**BPU #09-32H
SECTION 32, T11S, R20E, S.L.B.&M.
2002' FSL 632' FEL**

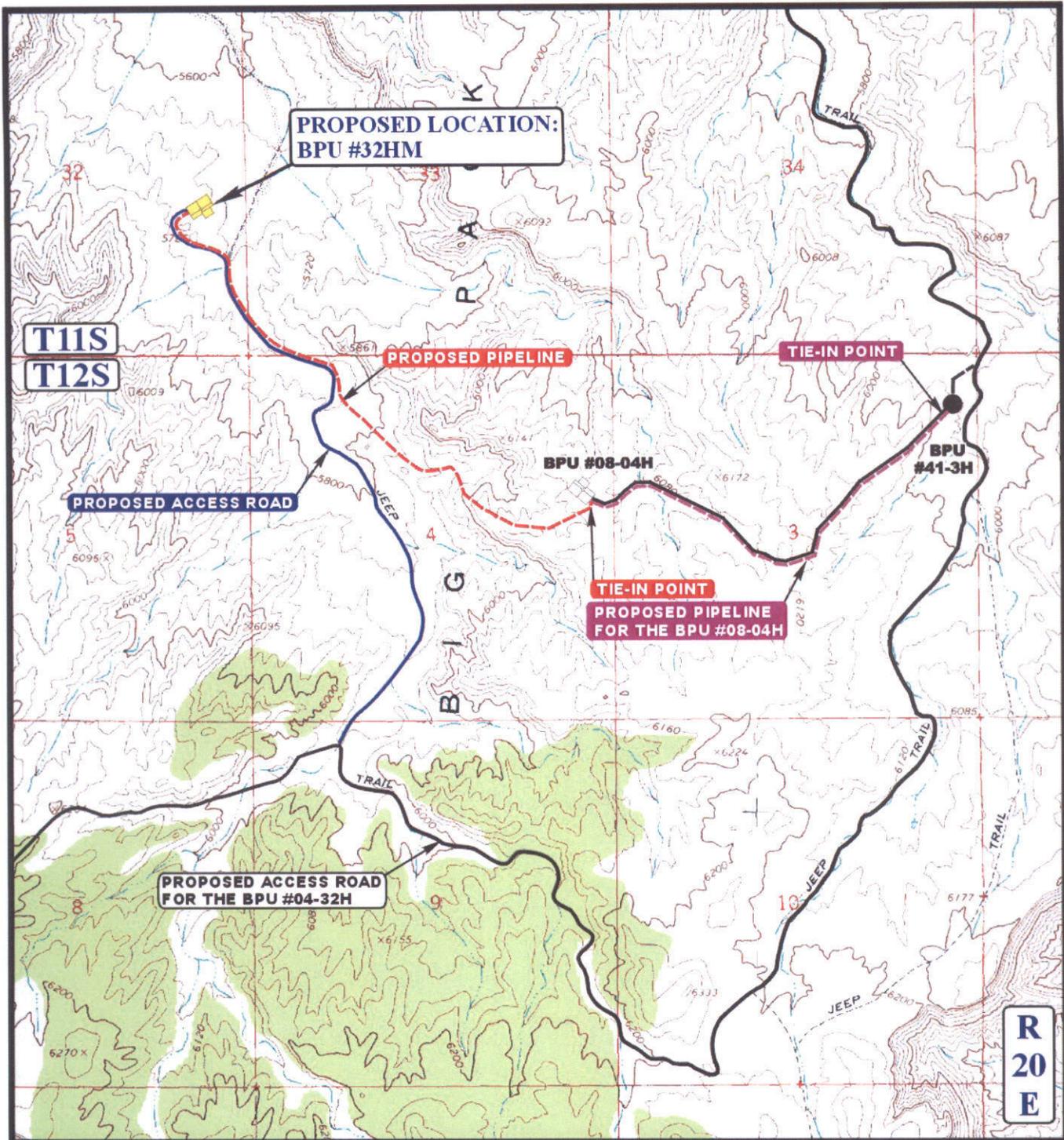


Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC MAP 07 07 11
MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: B.D.H. REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 8,521' +/-

- LEGEND:**
- PROPOSED ACCESS ROAD
 - EXISTING PIPELINE
 - PROPOSED PIPELINE
 - PROPOSED PIPELINE (SERVICING OTHER WELLS)



XTO ENERGY, INC.

BPU #09-32H
SECTION 32, T11S, R20E, S.L.B.&M.
2002' FSL 632' FEL

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

TOPOGRAPHIC MAP 07 07 11
 MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: B.D.H. REVISED: 00-00-00

D
TOPO

XTO ENERGY, INC.

FIGURE #2

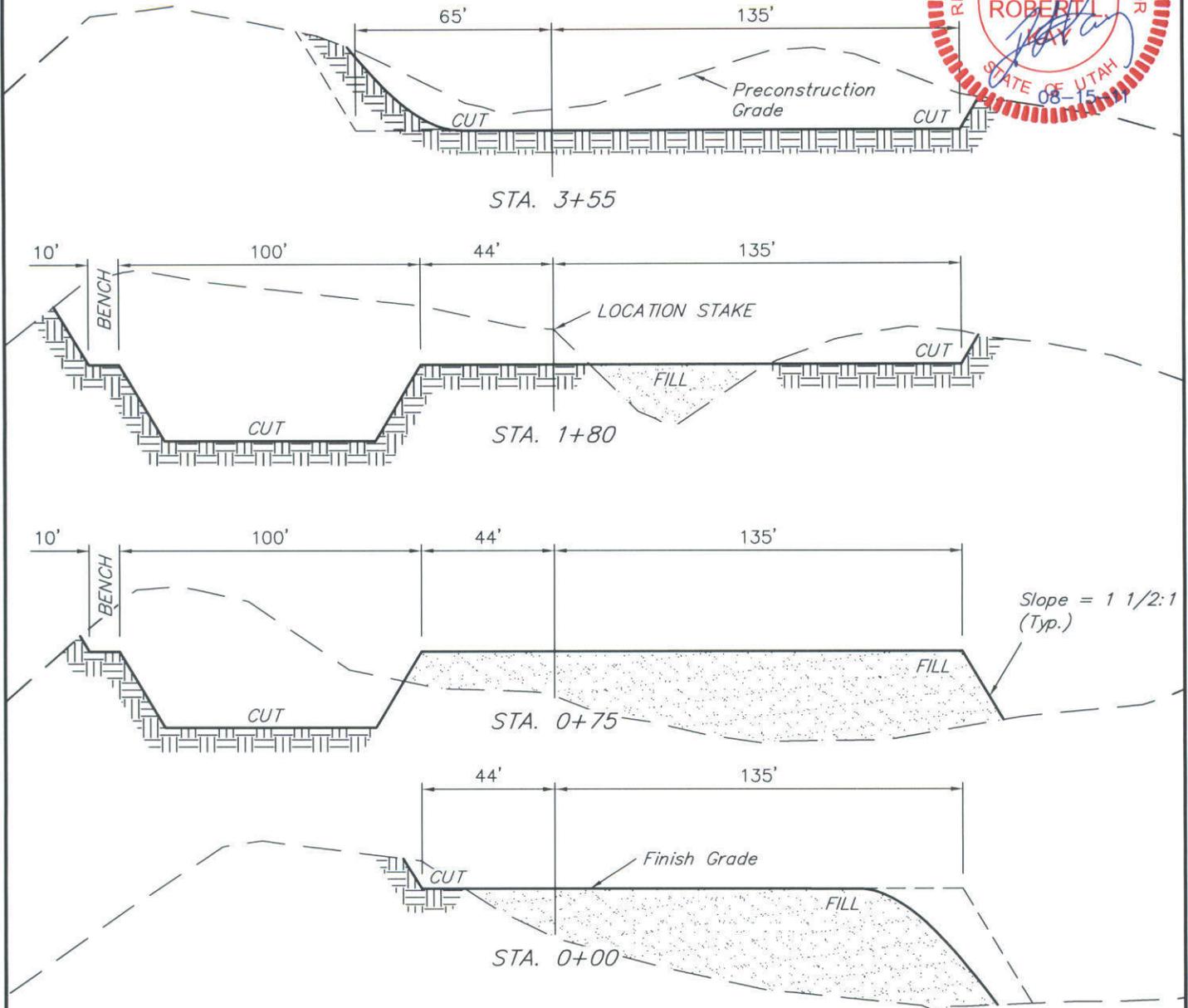
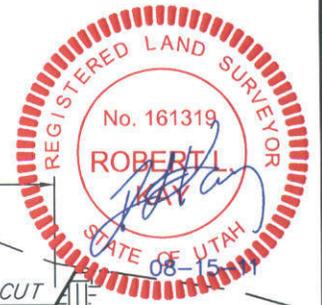
TYPICAL CROSS SECTIONS FOR

BPU #09-32H

SECTION 32, T11S, R20E, S.L.B.&M.

2002' FSL 632' FEL

1" = 20'
X-Section Scale
1" = 50'
DATE: 07-06-11
DRAWN BY: T.B.



NOTE:

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

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 2.556 ACRES
ACCESS ROAD DISTURBANCE = ± 5.939 ACRES
PIPELINE DISTURBANCE = ± 5.868 ACRES
TOTAL = ± 14.363 ACRES

* NOTE:

FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping = 1,940 Cu. Yds.
Remaining Location = 13,490 Cu. Yds.
TOTAL CUT = 15,430 CU.YDS.
FILL = 11,670 CU.YDS.

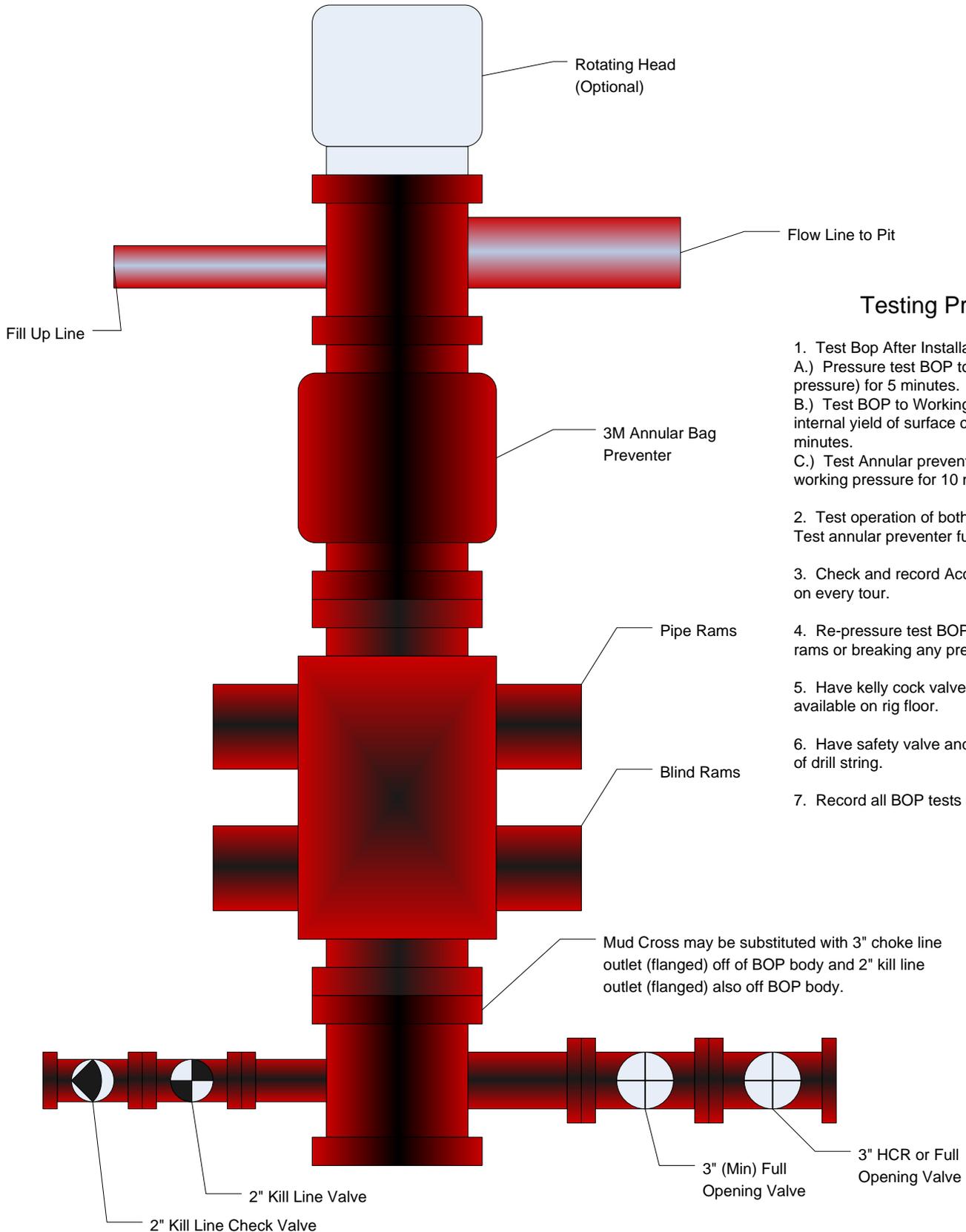
EXCESS MATERIAL = 3,760 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.) = 3,760 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation) = 0 Cu. Yds.

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

XTO Energy

3M BOP Stack

11/8/2006



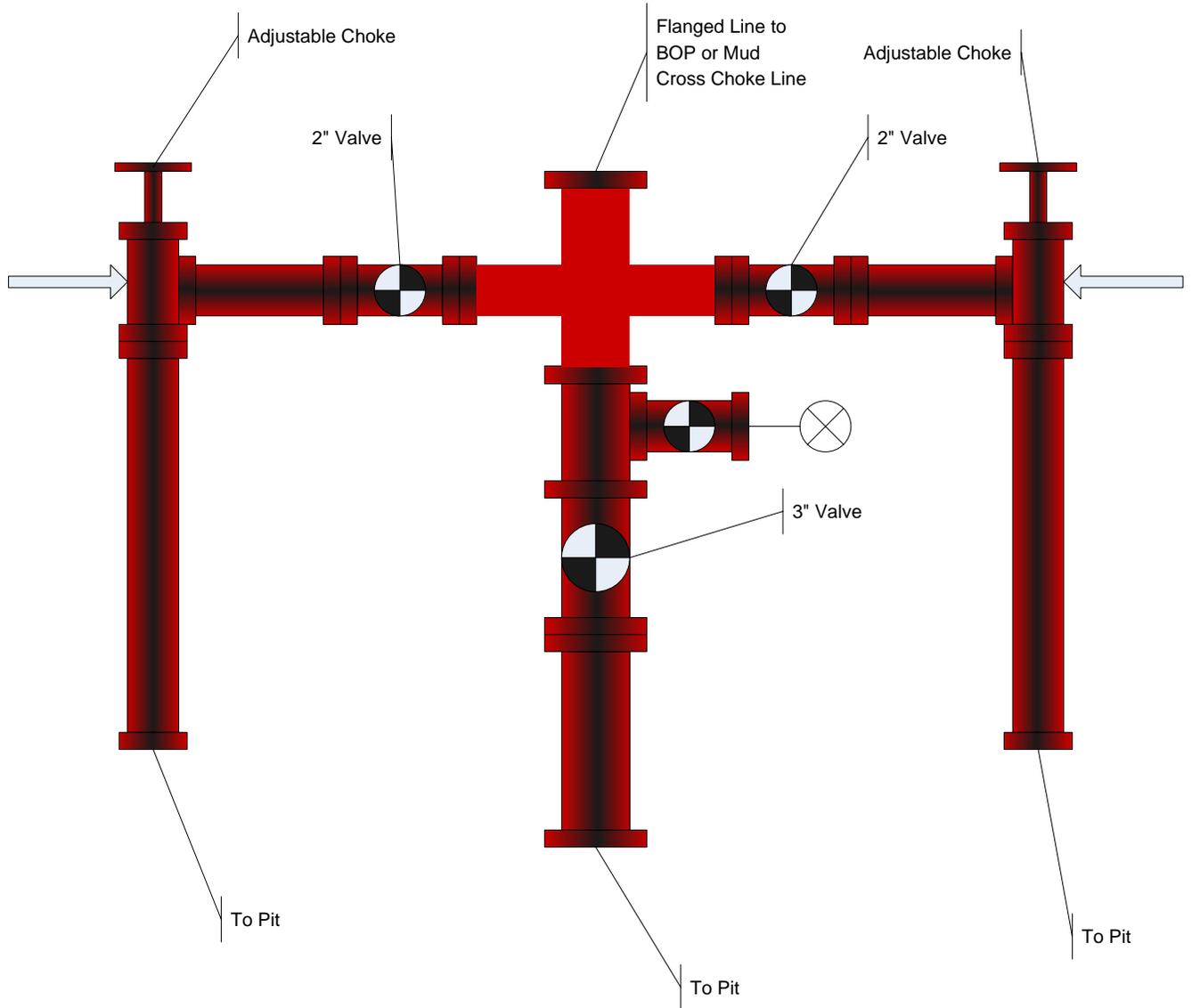
Testing Procedure

1. Test Bop After Installation:
 - A.) Pressure test BOP to 200-300 psig (low pressure) for 5 minutes.
 - B.) Test BOP to Working pressure or 70% internal yield of surface casing for 10 minutes.
 - C.) Test Annular preventer to 50% of working pressure for 10 minutes.
2. Test operation of both rams on each trip. Test annular preventer function weekly.
3. Check and record Accumulator pressure on every tour.
4. Re-pressure test BOP after changing rams or breaking any pressure tested seal.
5. Have kelly cock valve with handle available on rig floor.
6. Have safety valve and subs to fit all sizes of drill string.
7. Record all BOP tests in IADC book.

XTO Energy

3M Choke
Manifold

11/9/2006



Operator Certification:

a. Permitting and Compliance:

Krista Wilson
Permitting Tech.
XTO Energy Inc.
382 CR 3100
Aztec NM 87410
505-333-3100

b. Drilling and Completions:

Justin Niederhofer
XTO Energy Inc.
382 CR 3100
Aztec, NM 87410
505-333-3100

c. 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 exist; 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 XTO Energy Inc., are responsible for the operations conducted under this application. These statements are subject to the provisions of 18 U.S.C. 1001 for the filing of false statements.

Executed this 18th day of November, 2011.

Signature: _____



Krista Wilson

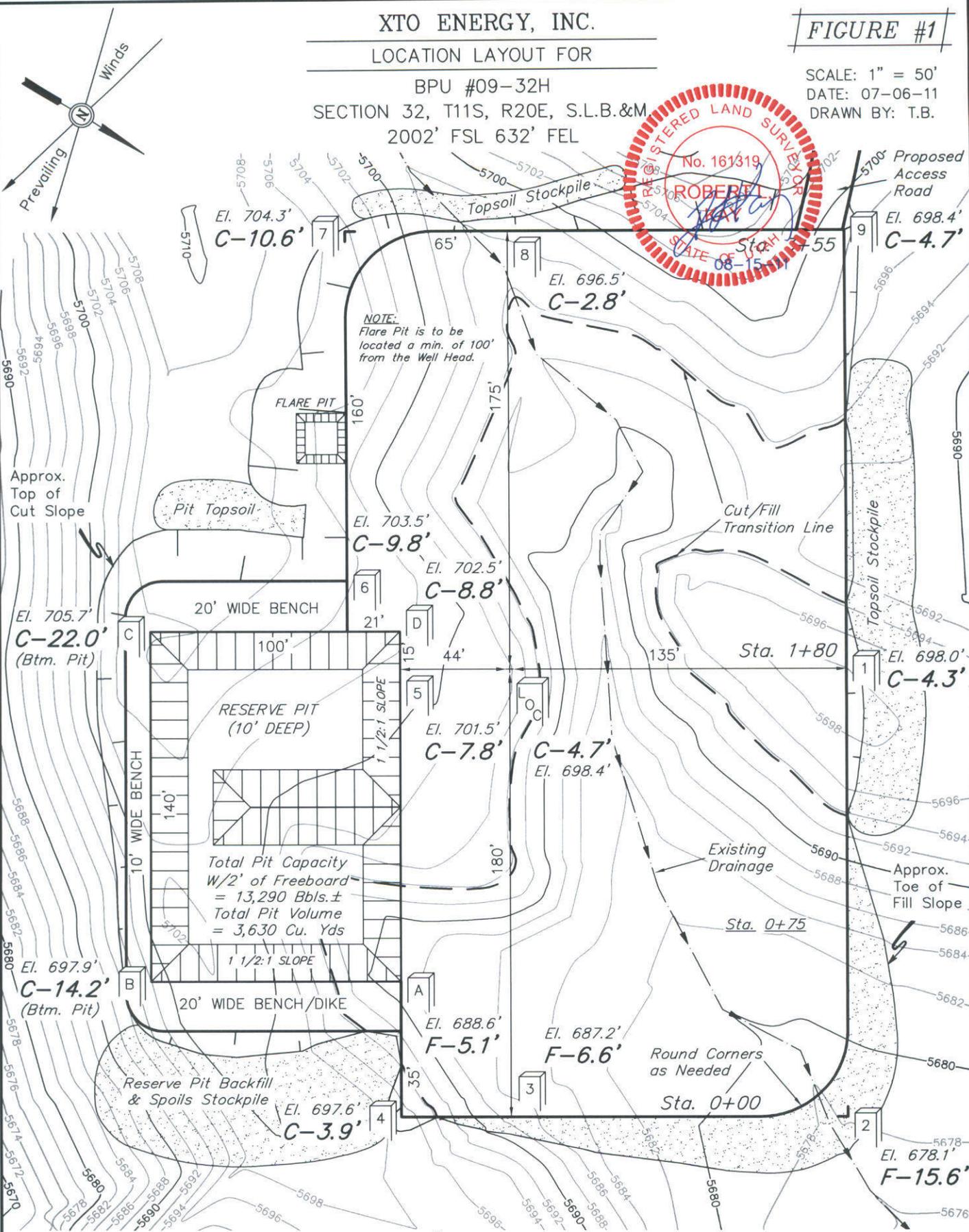
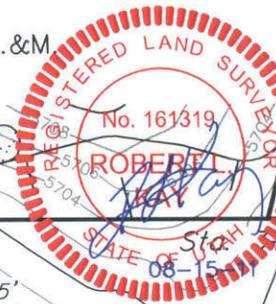
XTO ENERGY, INC.

LOCATION LAYOUT FOR

BPU #09-32H
SECTION 32, T11S, R20E, S.L.B.&M
2002' FSL 632' FEL

FIGURE #1

SCALE: 1" = 50'
DATE: 07-06-11
DRAWN BY: T.B.



Elev. Ungraded Ground At Loc. Stake = 5698.4'
FINISHED GRADE ELEV. AT LOC. STAKE = 5693.7'

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

EXHIBIT E

XTO ENERGY, INC.

FIGURE #2

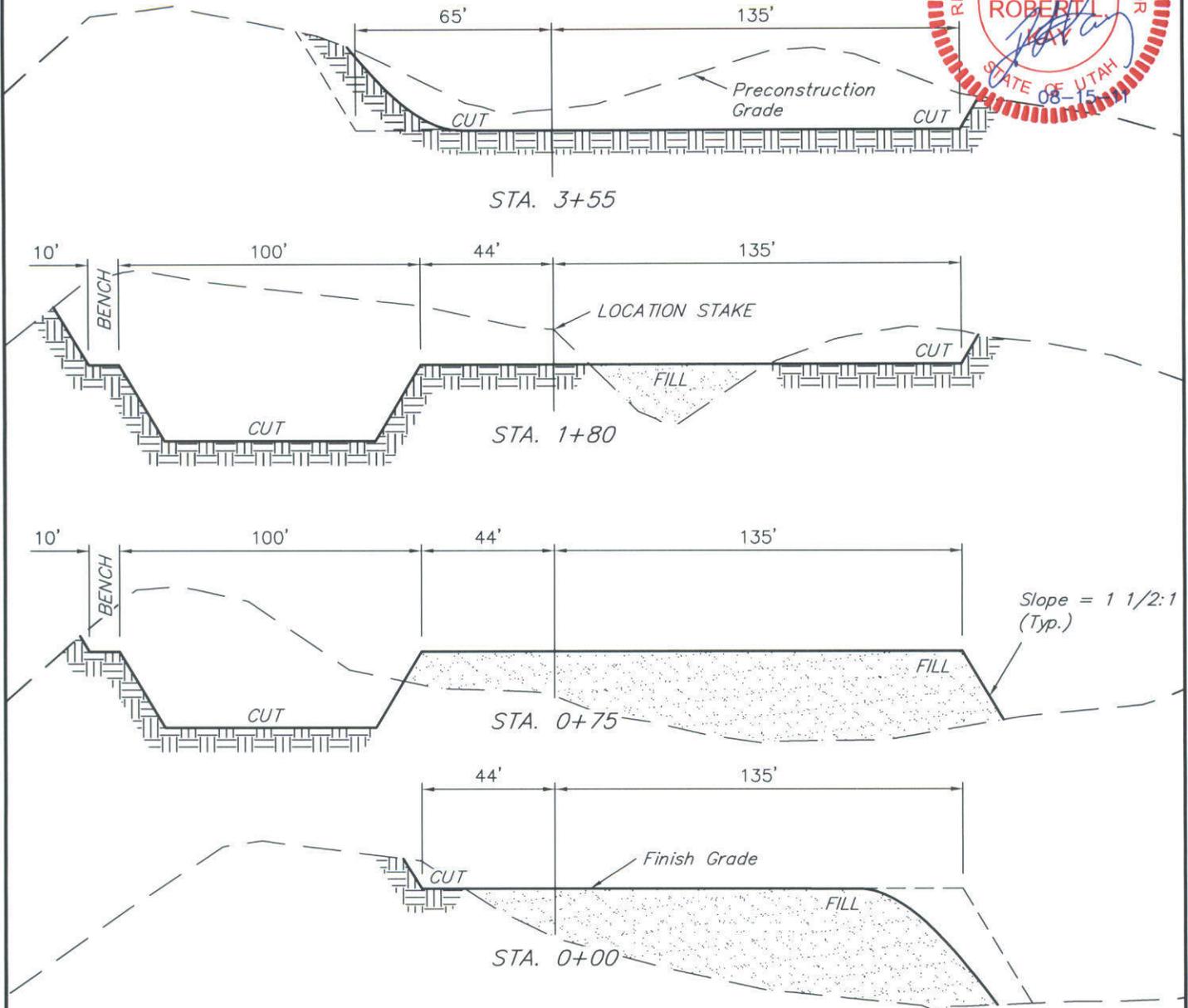
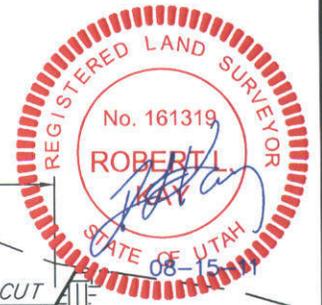
TYPICAL CROSS SECTIONS FOR

BPU #09-32H

SECTION 32, T11S, R20E, S.L.B.&M.

2002' FSL 632' FEL

1" = 20'
X-Section Scale
1" = 50'
DATE: 07-06-11
DRAWN BY: T.B.



NOTE:

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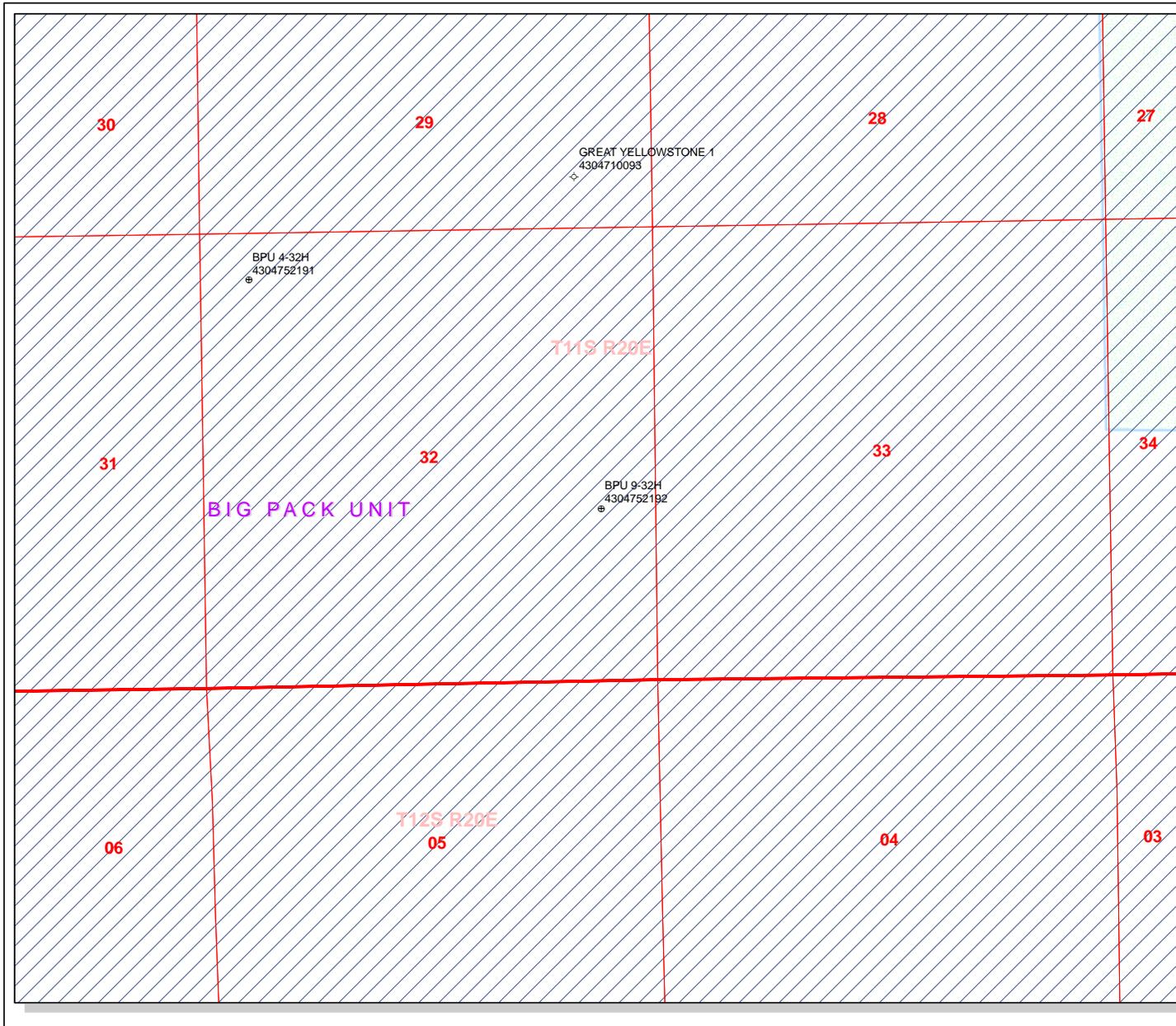
* NOTE:
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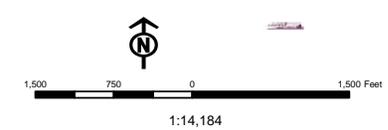
UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017



API Number: 4304752192
Well Name: BPU 9-32H
Township T1.1 . Range R2.0 . Section 32
Meridian: SLBM
Operator: XTO ENERGY INC

Map Prepared:
 Map Produced by Diana Mason

Units STATUS	Wells Query Status
ACTIVE	APD - Aproved Permit
EXPLORATORY	DRIL - Spudded (Drilling Commenced)
GAS STORAGE	GIW - Gas Injection
NF PP OIL	GS - Gas Storage
NF SECONDARY	LA - Location Abandoned
PI OIL	LOC - New Location
PP GAS	OPS - Operation Suspended
PP GEOTHERM.	PA - Plugged Abandoned
PP OIL	PGW - Producing Gas Well
SECONDARY	POW - Producing Oil Well
TERMINATED	RET - Returned APD
Fields STATUS	SGW - Shut-in Gas Well
Unknown	SOW - Shut-in Oil Well
ABANDONED	TA - Temp. Abandoned
ACTIVE	TW - Test Well
COMBINED	WDW - Water Disposal
INACTIVE	WW - Water Injection Well
STORAGE	WSW - Water Supply Well
TERMINATED	



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)

December 2, 2011

Memorandum

To: Assistant District Manager Minerals, Vernal District
From: Michael Coulthard, Petroleum Engineer
Subject: 2011 Plan of Development Big Pack 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 2011 within the Big Pack Unit, Uintah County, Utah.

API#	WELL NAME	LOCATION
	(Proposed PZ WASATCH-MESA VERDE)	

43-047-52191 BPU 4-32H Sec 32 T11S R20E 0541 FNL 0565 FWL

43-047-52192 BPU 9-32H Sec 32 T11S R20E 2002 FSL 0632 FEL

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

/s/ Michael L. Coulthard

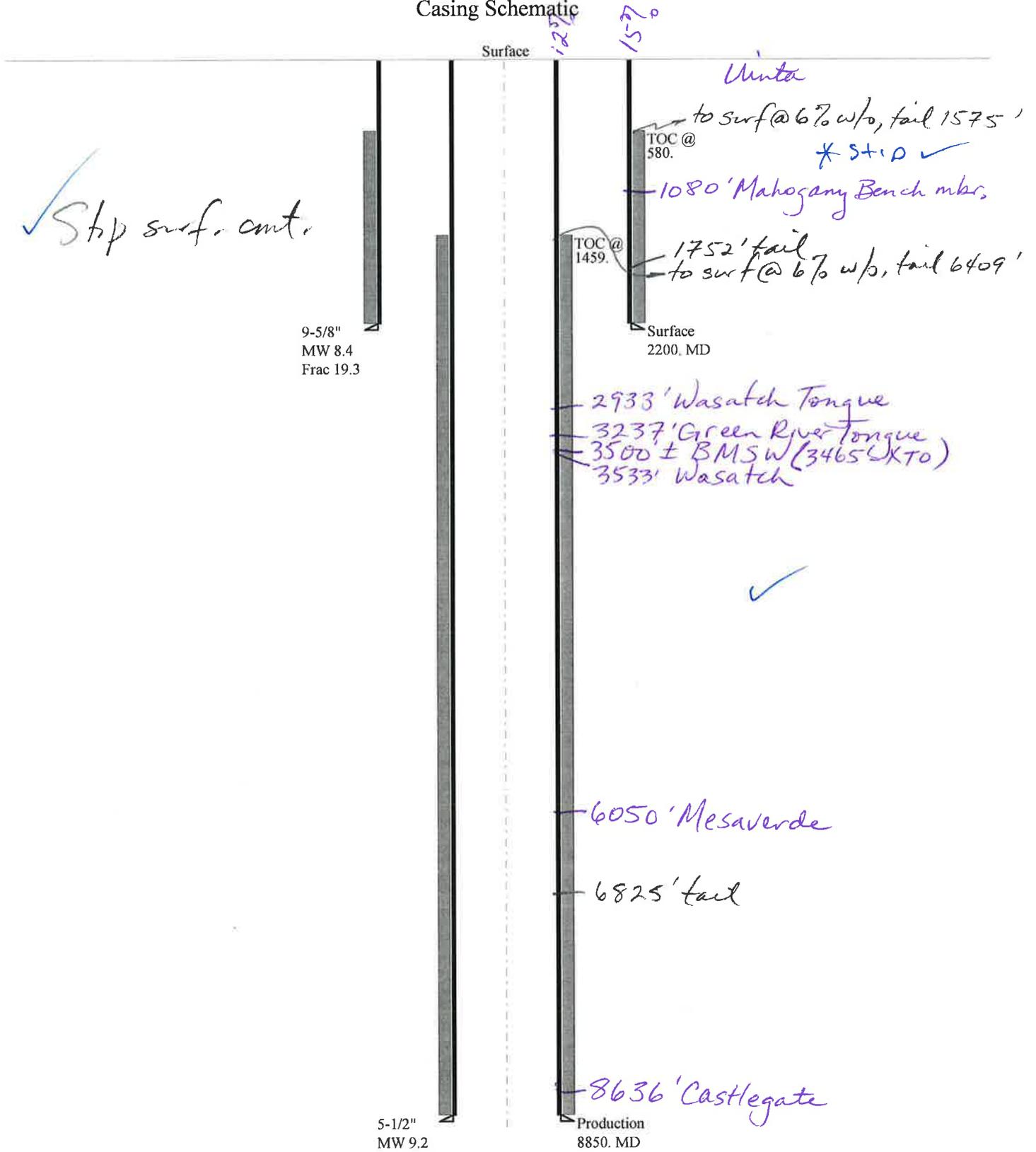
bcc: File - Big Pack Unit
Division of Oil Gas and Mining
Central Files
Agr. Sec. Chron
Fluid Chron

MCoulthard:mc:12-2-11

RECEIVED: December 02, 2011

43047521920000 BPU 9-32H

Casing Schematic



Well name:	43047521920000 BPU 9-32H		
Operator:	XTO ENERGY INC		
String type:	Surface	Project ID:	43-047-52192
Location:	UINTAH	COUNTY	

Design parameters:**Collapse**

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

Burst

Max anticipated surface pressure: 1,936 psi
Internal gradient: 0.120 psi/ft
Calculated BHP 2,200 psi

No backup mud specified.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.70 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on air weight.

Neutral point: 1,926 ft

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 105 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 100 ft

Cement top: 580 ft

Non-directional string.**Re subsequent strings:**

Next setting depth: 8,930 ft
Next mud weight: 9.200 ppg
Next setting BHP: 4,268 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 2,200 ft
Injection pressure: 2,200 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	2200	9.625	36.00	J-55	ST&C	2200	2200	8.796	19122
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	960	2020	2.104	2200	3520	1.60	79.2	394	4.97 J

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

Phone: 801 538-5357
FAX: 801-359-3940

Date: February 8, 2012
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 2200 ft, a mud weight of 8.4 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

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

Well name:	43047521920000 BPU 9-32H		
Operator:	XTO ENERGY INC		Project ID:
String type:	Production		43-047-52192
Location:	UINTAH COUNTY		

Design parameters:**Collapse**

Mud weight: 9.200 ppg
Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 2,283 psi
Internal gradient: 0.220 psi/ft
Calculated BHP 4,230 psi

No backup mud specified.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Tension:

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

Tension is based on air weight.

Neutral point: 7,615 ft

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 198 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 100 ft

Cement top: 1,459 ft

Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	8850	5.5	17.00	N-80	LT&C	8850	8850	4.767	49882
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	4230	6290	1.487	4230	7740	1.83	150.4	348	2.31 J

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

Phone: 801 538-5357
FAX: 801-359-3940

Date: February 8, 2012
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 8850 ft, a mud weight of 9.2 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

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

From: Jim Davis
To: APD APPROVAL
CC: Jaramillo, Daine; Kardos, Kelly; Richard_Redus@xtoenergy.com
Date: 8/9/2012 9:38 AM
Subject: XTO APD approvals

The following APDs have been approved by SITLA including arch and paleo clearance.

BPU 4-32H (4304752191)
BPU 9-32H (4304752192)

Thanks,
-Jim

Jim Davis
Utah Trust Lands Administration
jimdavis1@utah.gov
Phone: (801) 538-5156

ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator XTO ENERGY INC
Well Name BPU 9-32H
API Number 43047521920000 **APD No** 4928 **Field/Unit** NATURAL BUTTES
Location: 1/4,1/4 NESE **Sec** 32 **Tw** 11.0S **Rng** 20.0E 2002 FSL 632 FEL
GPS Coord (UTM) 611645 4408067 **Surface Owner**

Participants

Damien Jones (XTO), Branon Rochelle (BLM), Brandon Bowthorpe (UELS), Misty Roberts (XTO), Jim Davis (SITLA), Ben Williams (UDWR), Krista Wilson (XTO), Jody Mecham (XTO)

Regional/Local Setting & Topography

The well is in the Big Pack Mountain area which is made up of scattered hills, fairly deep drainages and sparse desert vegetation. Drainage from this location is northward toward Hill Creek about 4.5 miles away. The land drops off steeply from this location to the south and east. The location sits just west of a large dry wash but the wash will not be disturbed by the location and stability does not appear to be a concern. Vernal, Utah is approximately 69 miles by road north of this location.

Surface Use Plan

Current Surface Use
Wildlfe Habitat

New Road Miles	Well Pad Width 200 Length 355	Src Const Material	Surface Formation
1.6		Onsite	UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Sage, rabbit brush, spiny hopsage

Pronghorn, rodents, rabbit, raptor

Soil Type and Characteristics

sandy clay soil

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diverson Required? N

Berm Required? N**Erosion Sedimentation Control Required? N****Paleo Survey Run? Y Paleo Potential Observed? N Cultural Survey Run? Y Cultural Resources? N****Reserve Pit****Site-Specific Factors****Site Ranking**

Distance to Groundwater (feet)	>200	0
Distance to Surface Water (feet)	>1000	0
Dist. Nearest Municipal Well (ft)	>5280	0
Distance to Other Wells (feet)	300 to 1320	10
Native Soil Type	Mod permeability	10
Fluid Type	Fresh Water	5
Drill Cuttings	Salt or Detrimental	10
Annual Precipitation (inches)	10 to 20	5
Affected Populations		
Presence Nearby Utility Conduits	Not Present	0
	Final Score	40 1 Sensitivity Level

Characteristics / Requirements

The reserve pit is to be 140ft by 100ft by 10ft deep. It is to be placed in a cut stable location. According to Jody Mecham XTO typically uses a 20 mil pit liner with a felt subliner. If there is a lot of rock a second felt liner is used. This liner program should be adequate for this location

Closed Loop Mud Required? N Liner Required? Y Liner Thickness 20 Pit Underlayment Required? Y**Other Observations / Comments**

Richard Powell
Evaluator

11/8/2011
Date / Time

**Application for Permit to Drill
Statement of Basis
Utah Division of Oil, Gas and Mining**

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
4928	43047521920000	LOCKED	GW	S	No
Operator	XTO ENERGY INC		Surface Owner-APD		
Well Name	BPU 9-32H		Unit	BIG PACK	
Field	NATURAL BUTTES		Type of Work	DRILL	
Location	NESE 32 11S 20E S 2002 FSL (UTM) 611646E 4408067N		632 FEL	GPS Coord	

Geologic Statement of Basis

XTO proposes to set 2,200 feet of surface casing cemented to the surface. The base of the moderately saline water is estimated at 3,500 feet. A search of Division of Water Rights records shows no water wells within a 10,000 foot radius of the center of section 32. The surface formation at this location is the Uinta Formation. The Uinta Formation is made up of discontinuous sands interbedded with shales and are not expected to produce prolific aquifers. The cement for the production string should be brought up above the base of the moderately saline ground water in order to isolate it from fresher waters uphole.

Brad Hill
APD Evaluator

12/5/2011
Date / Time

Surface Statement of Basis

This proposed well is on state surface with state minerals. SITLA representative Jim Davis attended this presite inspection and stated that he had no concerns with drilling at this site. Utah DWR representative Ben Williams also attended this onsite and stated that the site is Pronghorn habitat and possible deer winter range but stated that he had no concerns with the site and would not recommend any stipulations.

A 20 mil liner and felt subliner was agreed to during this onsite. If there is a lot of rock XTO will often use a second 20 mil liner. The placement of this well appears good.

Richard Powell
Onsite Evaluator

11/8/2011
Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 20 mils with a felt subliner shall be properly installed and maintained in the reserve pit.
Surface	The reserve pit shall be fenced upon completion of drilling operations.
Surface	Drainages adjacent to the proposed pad shall be diverted around the location.

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 11/18/2011

API NO. ASSIGNED: 43047521920000

WELL NAME: BPU 9-32H

OPERATOR: XTO ENERGY INC (N2615)

PHONE NUMBER: 505 333-3647

CONTACT: Krista Wilson

PROPOSED LOCATION: NESE 32 110S 200E

Permit Tech Review:

SURFACE: 2002 FSL 0632 FEL

Engineering Review:

BOTTOM: 2002 FSL 0632 FEL

Geology Review:

COUNTY: UINTAH

LATITUDE: 39.81526

LONGITUDE: -109.69559

UTM SURF EASTINGS: 611646.00

NORTHINGS: 4408067.00

FIELD NAME: NATURAL BUTTES

LEASE TYPE: 3 - State

LEASE NUMBER: ML48773

PROPOSED PRODUCING FORMATION(S): MESA VERDE

SURFACE OWNER: 3 - State

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- PLAT
- Bond: STATE - 104312762
- Potash
- Oil Shale 190-5
- Oil Shale 190-3
- Oil Shale 190-13
- Water Permit: 43-10991
- RDCC Review:
- Fee Surface Agreement
- Intent to Commingle

Commingle Approved

LOCATION AND SITING:

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

Comments: Presite Completed

Stipulations: 5 - Statement of Basis - bhill
 23 - Spacing - dmason
 25 - Surface Casing - hmacdonald



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

Permit To Drill

Well Name: BPU 9-32H
API Well Number: 43047521920000
Lease Number: ML48773
Surface Owner: STATE
Approval Date: 8/27/2012

Issued to:

XTO ENERGY INC, 382 Road 3100, Aztec, NM 87410

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 R649-3-2. The expected producing formation or pool is the MESA VERDE 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:

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.

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Surface casing shall be cemented to the surface.

Additional Approvals:

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

- Any changes to the approved drilling plan - contact Dustin Doucet
- Significant plug back of the well - contact Dustin Doucet
- Plug and abandonment of the well - contact Dustin Doucet

Notification Requirements:

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

- Within 24 hours following the spudding of the well - contact Carol Daniels
OR
submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website
at <http://oilgas.ogm.utah.gov>
- 24 hours prior to testing blowout prevention equipment - contact Dan Jarvis
- 24 hours prior to cementing or testing casing - contact Dan Jarvis
- Within 24 hours of making any emergency changes to the approved drilling program
- contact Dustin Doucet
- 24 hours prior to commencing operations to plug and abandon the well - contact Dan Jarvis

Contact Information:

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

- Carol Daniels 801-538-5284 - office
- Dustin Doucet 801-538-5281 - office
801-733-0983 - after office hours
- Dan Jarvis 801-538-5338 - office
801-231-8956 - after office hours

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

Approved by:

A handwritten signature in black ink, appearing to read "J. Rogers", written in a cursive style.

For John Rogers
Associate Director, Oil & Gas



GARY R. HERBERT
Governor

SPENCER J. COX
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

November 29, 2013

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

Re: APD Rescinded – BPU 9-32H, Sec. 32, T. 11S, R.20E
Uintah County, Utah API No. 43-047-52192

Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on August 27, 2012. No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective November 29, 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
Ed Bonner, SITLA