

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

FORM 3

AMENDED REPORT

<b>APPLICATION FOR PERMIT TO DRILL</b>		<b>1. WELL NAME and NUMBER</b> LC TRIBAL 5-23D-56
<b>2. TYPE OF WORK</b> DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>		<b>3. FIELD OR WILDCAT</b> UNDESIGNATED
<b>4. TYPE OF WELL</b> Oil Well Coalbed Methane Well: NO		<b>5. UNIT or COMMUNITIZATION AGREEMENT NAME</b>
<b>6. NAME OF OPERATOR</b> BERRY PETROLEUM COMPANY		<b>7. OPERATOR PHONE</b> 303 999-4044
<b>8. ADDRESS OF OPERATOR</b> 4000 South 4028 West Rt 2 Box 7735, Roosevelt, UT, 84066		<b>9. OPERATOR E-MAIL</b> kao@bry.com
<b>10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)</b> 14-20-H62-5500	<b>11. MINERAL OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>	
<b>12. SURFACE OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>		<b>13. NAME OF SURFACE OWNER (if box 12 = 'fee')</b>
<b>14. SURFACE OWNER PHONE (if box 12 = 'fee')</b>		<b>15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')</b>
<b>16. SURFACE OWNER E-MAIL (if box 12 = 'fee')</b>		<b>17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')</b> UTE
<b>18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS</b> YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>		<b>19. SLANT</b> VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	338 FNL 1381 FWL	NENW	23	5.0 S	6.0 W	U
Top of Uppermost Producing Zone	1095 FNL 974 FWL	SWNW	23	5.0 S	6.0 W	U
At Total Depth	1635 FNL 660 FWL	SWNW	23	5.0 S	6.0 W	U

<b>21. COUNTY</b> DUCHESNE	<b>22. DISTANCE TO NEAREST LEASE LINE (Feet)</b> 338	<b>23. NUMBER OF ACRES IN DRILLING UNIT</b> 480
<b>24. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)</b> 20	<b>26. PROPOSED DEPTH</b> MD: 6531 TVD: 6300	
<b>27. ELEVATION - GROUND LEVEL</b> 6655	<b>28. BOND NUMBER</b> RLB0005647	<b>29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE</b> 43-11041

**Hole, Casing, and Cement Information**

String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
Surf	12.25	8.625	0 - 350	24.0	J-55 ST&C	9.5	Class G	230	1.15	15.8
Prod	7.875	5.5	0 - 6531	15.5	J-55 LT&C	9.5	Type V	180	3.82	11.0
							Class G	355	1.7	13.1

**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 checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

<b>NAME</b> Kathy K. Fieldsted	<b>TITLE</b> Sr. Regulatory & Permitting Tech.	<b>PHONE</b> 435 722-1325
<b>SIGNATURE</b>	<b>DATE</b> 03/04/2011	<b>EMAIL</b> kkf@bry.com

<b>API NUMBER ASSIGNED</b> 43013506250000	<b>APPROVAL</b>   Permit Manager
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# T5S, R6W, U.S.B.&M.

N89°51'W - 80.22 (G.L.O.)

N89°56'57"W  
2692.44' (Meas.)

Set Stone

1381'

Top of Hole

Set Stone

**WELL LOCATION:  
LC TRIBAL 5-23D-56**  
ELEV. UNGRADED GROUND = 6654.6'

Bottom of Hole

200' Detail At Right

DRILLING WINDOW

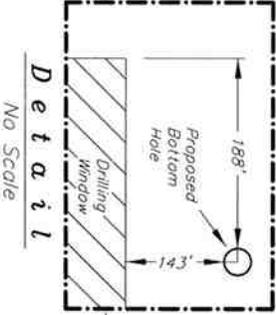
23

Set Stone With Stone Pile

N0°02'W (G.L.O.)  
N01°03'09"W - 5286.00' (Meas.)

N00°18'56"W - 2626.24' (Meas.)

N0°01'W (G.L.O.)



S89°24'45"W - 5232.87' (Meas.)  
N89°58'W - 80.26 (G.L.O.)

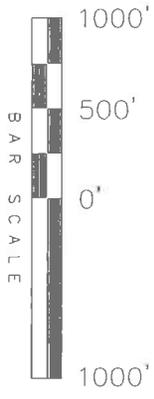
◆ = SECTION CORNERS LOCATED

BASIS OF ELEV; Elevations are base on an N.G.S. OPUS Correction, LOCATION:  
LAT. 39°58'55.06" LONG. 110°22'05.00"  
(Tristate Aluminum Cap) Elev. 7307.99'

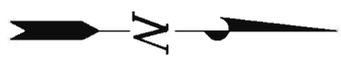
NAD 83 (SURFACE LOCATION)	
LATITUDE = 40°02'18.18"	(40 036384)
LONGITUDE = 110°31'54.57"	(110 531824)
NAD 27 (SURFACE LOCATION)	
LATITUDE = 40°02'18.33"	(40 038424)
LONGITUDE = 110°31'52.01"	(110 531114)
NAD 83 (BOTTOM HOLE LOCATION)	
LATITUDE = 40°02'05.45"	(40 034847)
LONGITUDE = 110°32'03.70"	(110 534362)
NAD 27 (BOTTOM HOLE LOCATION)	
LATITUDE = 40°02'05.59"	(40 034886)
LONGITUDE = 110°32'01.15"	(110 533652)

## BERRY PETROLEUM COMPANY

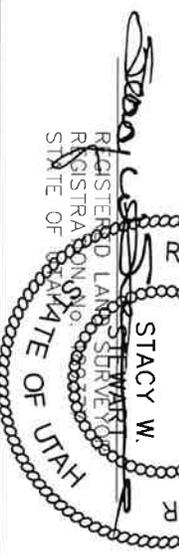
WELL LOCATION, LC TRIBAL 5-23D-56, LOCATED AS SHOWN IN THE NE 1/4 NW 1/4 OF SECTION 23, T5S, R6W, U.S.B.&M. DUCHESNE COUNTY, UTAH.



- NOTES:**
- Well footages are measured at right angles to the Section Lines.
  - Bearings are based on Global Positioning Satellite observations.



THIS IS TO CERTIFY THAT THE ABOVE FIELD 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.



<b>TRI STATE LAND SURVEYING &amp; CONSULTING</b>	
180 NORTH VERNAL AVE. - VERNAL, UTAH 84078	
(435) 781-2501	
DATE SURVEYED: 12-13-10	SURVEYED BY: S.H.
DATE DRAWN: 01-18-11	DRAWN BY: R.V.C.
REVISED:	SCALE: 1" = 1000'