

**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> SFW FEE 14-10D-54
<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> BRUNDAGE CANYON
<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) FEE</b>	<b>11. MINERAL OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>	<b>12. SURFACE OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>
<b>13. NAME OF SURFACE OWNER (if box 12 = 'fee')</b> Sportsman for Fish & Wildlife		<b>14. SURFACE OWNER PHONE (if box 12 = 'fee')</b> 801-725-8526
<b>15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')</b> 626 Cottonwood Drive, South Weber, UT 84405		<b>16. SURFACE OWNER E-MAIL (if box 12 = 'fee')</b>
<b>17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')</b>	<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	292 FSL 2179 FWL	SESW	10	5.0 S	4.0 W	U
Top of Uppermost Producing Zone	622 FSL 1991 FWL	SESW	10	5.0 S	4.0 W	U
At Total Depth	660 FSL 1980 FWL	SESW	10	5.0 S	4.0 W	U

<b>21. COUNTY</b> DUCHESNE	<b>22. DISTANCE TO NEAREST LEASE LINE (Feet)</b> 292	<b>23. NUMBER OF ACRES IN DRILLING UNIT</b> 640
	<b>25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)</b> 1000	<b>26. PROPOSED DEPTH</b> MD: 6042 TVD: 6021
<b>27. ELEVATION - GROUND LEVEL</b> 6092	<b>28. BOND NUMBER</b> RLB0005651	<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	225	1.15	15.8
Prod	7.875	5.5	0 - 6042	15.5	J-55 LT&C	9.5	Type V	180	3.82	11.0
							Class G	320	1.7	13.1

**ATTACHMENTS**

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

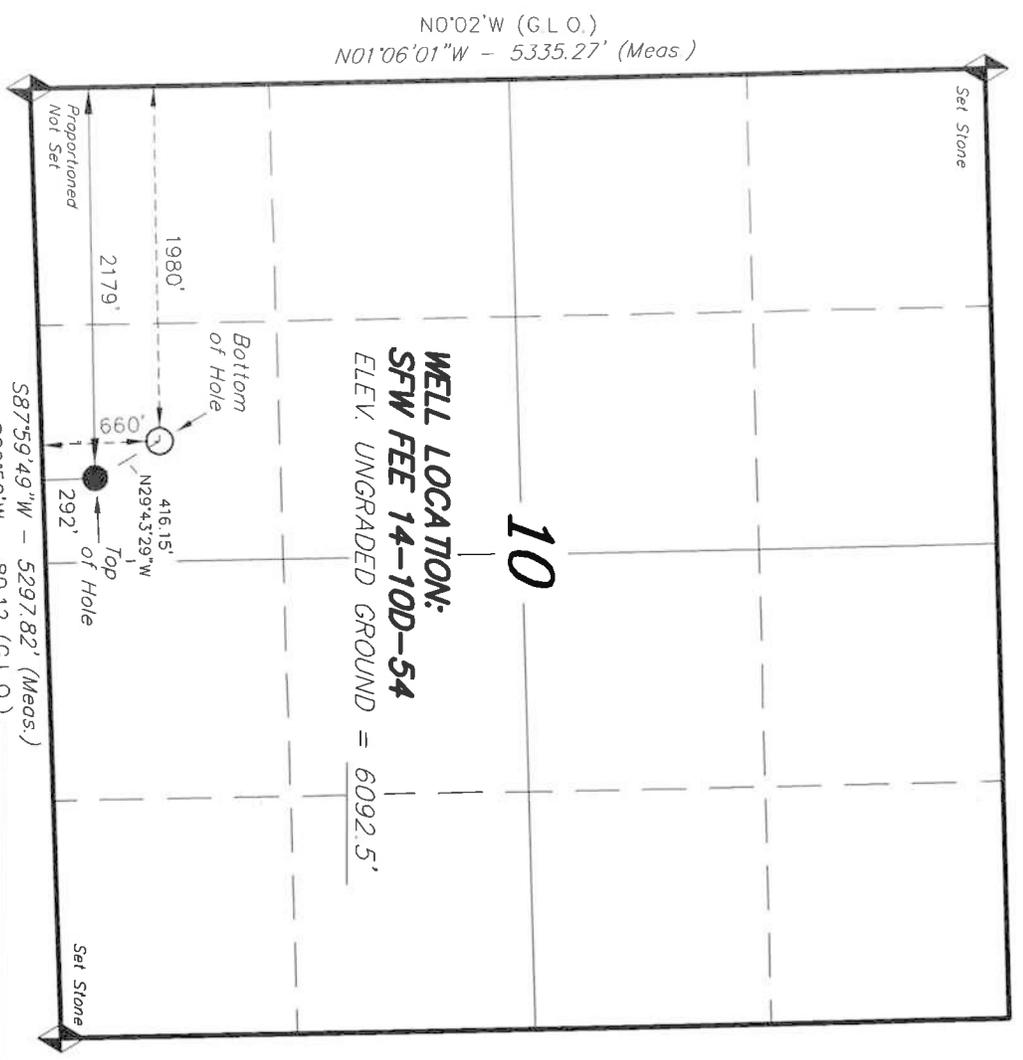
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS 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> 04/15/2011	<b>EMAIL</b> kkf@bry.com
<b>API NUMBER ASSIGNED</b> 43013506860000	<b>APPROVAL</b>   Permit Manager	

# T5S, R4W, U.S.B.&M.

## BERRY PETROLEUM COMPANY

WELL LOCATION, SFW FEE 14-10D-54,  
 LOCATED AS SHOWN IN THE SE 1/4 SW  
 1/4 OF SECTION 10, T5S, R4W,  
 U.S.B.&M. DUCHESNE COUNTY, UTAH.

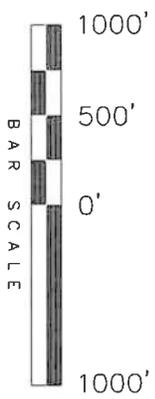


SECTION CORNERS LOCATED

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'

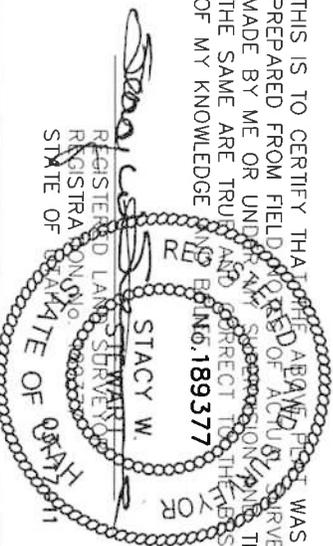
S87°59'49"W - 5297.82' (Meas.)  
 S89°50'W - 80.12 (G.L.O.)

<b>NAD 83 (SURFACE LOCATION)</b>	
LATITUDE = 40°03'16.41"	(40.054558)
LONGITUDE = 110°19'24.92"	(110.323588)
<b>NAD 27 (SURFACE LOCATION)</b>	
LATITUDE = 40°03'16.55"	(40.054597)
LONGITUDE = 110°19'22.36"	(110.322879)
<b>NAD 83 (BOTTOM HOLE LOCATION)</b>	
LATITUDE = 40°03'20.01"	(40.05557)
LONGITUDE = 110°19'27.51"	(110.324308)
<b>NAD 27 (BOTTOM HOLE LOCATION)</b>	
LATITUDE = 40°03'20.15"	(40.055596)
LONGITUDE = 110°19'24.96"	(110.323599)



- 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 PLAT WAS  
 PREPARED FROM FIELD NOTES OF A COUNTY SURVEY  
 MADE BY ME OR UNDER MY SUPERVISION AND THAT  
 THE SAME ARE TRUE AND CORRECT TO THE BEST  
 OF MY KNOWLEDGE AND BELIEF. 189377



### TRI STATE LAND SURVEYING & CONSULTING

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

DATE SURVEYED: 02-28-11	SURVEYED BY: S.H.
DATE DRAWN: 03-17-11	DRAWN BY: L.C.S.
REVISIONS:	SCALE: 1" = 1000'