

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 LC TRIBAL 5-21D-56
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 LAKE CANYON
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO		5. UNIT or COMMUNITIZATION AGREEMENT NAME
6. NAME OF OPERATOR BERRY PETROLEUM COMPANY		7. OPERATOR PHONE 303 999-4044
8. ADDRESS OF OPERATOR 4000 South 4028 West Rt 2 Box 7735, Roosevelt, UT, 84066		9. OPERATOR E-MAIL kao@bry.com
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 20G-000-5500	11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>	
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Larry Fogel		12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') 280 Addison Circle, ,		14. SURFACE OWNER PHONE (if box 12 = 'fee') 517-223-8056
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')		16. SURFACE OWNER E-MAIL (if box 12 = 'fee')
18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>		19. SLANT 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	382 FNL 479 FWL	NWNW	21	5.0 S	6.0 W	U
Top of Uppermost Producing Zone	1548 FNL 628 FWL	SWNW	21	5.0 S	6.0 W	U
At Total Depth	1813 FNL 660 FWL	SWNW	21	5.0 S	6.0 W	U

21. COUNTY DUCHESNE	22. DISTANCE TO NEAREST LEASE LINE (Feet) 382	23. NUMBER OF ACRES IN DRILLING UNIT 640
27. ELEVATION - GROUND LEVEL 6662	25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 20	26. PROPOSED DEPTH MD: 6316 TVD: 6000
	28. BOND NUMBER RLB0005647	29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 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	200	1.15	15.8
Prod	7.875	5.5	0 - 6316	15.5	J-55 LT&C	9.5	Type V	180	3.82	11.0
							Class G	330	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

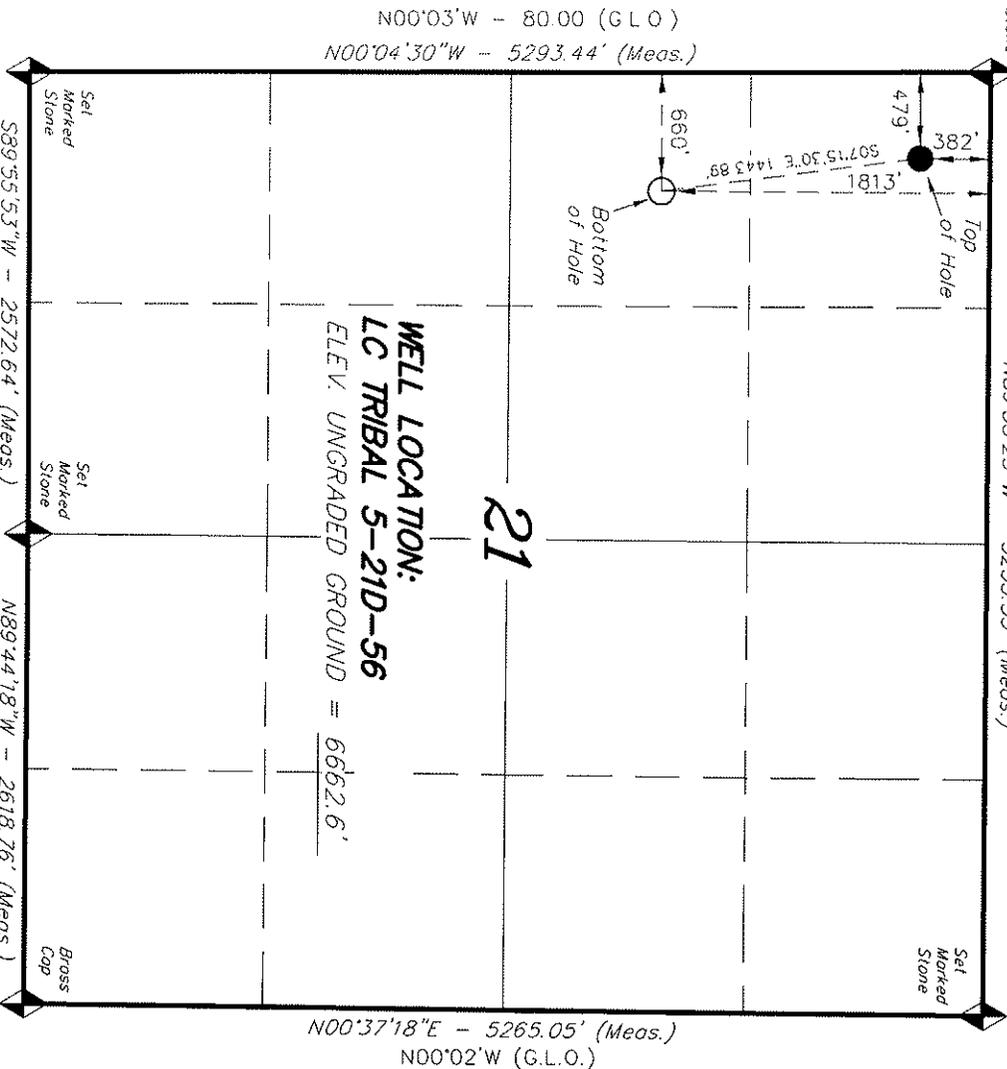
NAME Kathy K. Fieldsted	TITLE Sr. Regulatory & Permitting Tech.	PHONE 435 722-1325
SIGNATURE	DATE 05/09/2011	EMAIL kkf@bry.com

API NUMBER ASSIGNED 43013507520000	APPROVAL  Permit Manager
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T5S, R6W, U.S.B.&M.

BERRY PETROLEUM COMPANY

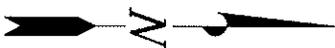
Set Marked Stone
 589°57'W - 79.96 (G.L.O.)
 N89°35'25"W - 5255.55' (Meas.)



WELL LOCATION, LC TRIBAL 5-21D-56,
 LOCATED AS SHOWN IN THE NW 1/4 NW
 1/4 OF SECTION 21, T5S, R6W,
 U.S.B.&M. DUCHESENE 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 PERTAINING TO THE
 PREPARED FROM FIELD MEASUREMENTS OF A SURVEY
 MADE BY ME OR UNDER MY SUPERVISION AND THAT
 THE SAME ARE TRUE AND CORRECT TO THE BEST
 OF MY KNOWLEDGE AND BELIEF. 1893772

STACY W
 REGISTERED LAND SURVEYOR
 RESTRICTION NO. 00000000
 STATE OF UTAH
 DATE OF EXPIRATION

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

DATE SURVEYED: 8-10-10	SURVEYED BY: S.H.
DATE DRAWN: 12-07-10	DRAWN BY: M.W.
REVISED: L.C.S. 01-25-11	SCALE: 1" = 1000'

SECTION CORNERS LOCATED
 BASIS OF ELEV. Elevations are base on ON
 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°02'17.87" (40.038297)
	LONGITUDE = 110°34'20.59" (110.572386)
NAD 27 (SURFACE LOCATION)	LATITUDE = 40°02'18.01" (40.038337)
	LONGITUDE = 110°34'18.03" (110.571626)
NAD 83 (BOTTOM HOLE LOCATION)	LATITUDE = 40°02'03.75" (40.034368)
	LONGITUDE = 110°34'18.20" (110.571722)
NAD 27 (BOTTOM HOLE LOCATION)	LATITUDE = 40°02'03.87" (40.034408)
	LONGITUDE = 110°34'15.84" (110.571012)