

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 Emerald Phoenix 15-31-2-1W |
| 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 UNDESIGNATED |
| 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 mcozler@newfield.com |
| 10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) Patented | 11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/> | |
| 13. NAME OF SURFACE OWNER (if box 12 = 'fee') Claude L. Mathews, Trustee | | 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') RR 3 Box 3860, Roosevelt, UT 84066 | | 14. SURFACE OWNER PHONE (if box 12 = 'fee') 435-722-3062 |
| 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 | 366 FSL 2039 FEL | SWSE | 31 | 2.0 S | 1.0 W | U |
| Top of Uppermost Producing Zone | 366 FSL 2039 FEL | SWSE | 31 | 2.0 S | 1.0 W | U |
| At Total Depth | 1270 FSL 2006 FEL | SWSE | 31 | 2.0 S | 1.0 W | U |

| | | |
|---|---|--|
| 21. COUNTY DUCHESNE | 22. DISTANCE TO NEAREST LEASE LINE (Feet) 366 | 23. NUMBER OF ACRES IN DRILLING UNIT 40 |
| | 25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 0 | 26. PROPOSED DEPTH MD: 11176 TVD: 11100 |
| 27. ELEVATION - GROUND LEVEL 5119 | 28. BOND NUMBER B001834 | 29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 437478 |

Hole, Casing, and Cement Information

| String | Hole Size | Casing Size | Length | Weight | Grade & Thread | Max Mud Wt. | Cement | Sacks | Yield | Weight |
|--------|-----------|-------------|--------------|--------|----------------|-------------|----------------------------|-------|-------|--------|
| COND | 17.5 | 14 | 0 - 60 | 37.0 | H-40 ST&C | 0.0 | Class G | 35 | 1.17 | 15.8 |
| SURF | 12.25 | 9.625 | 0 - 1000 | 36.0 | J-55 LT&C | 0.0 | Premium Lite High Strength | 51 | 3.53 | 11.0 |
| | | | | | | | Class G | 154 | 1.17 | 15.8 |
| I1 | 8.75 | 7 | 0 - 8916 | 26.0 | P-110 LT&C | 11.5 | Premium Lite High Strength | 299 | 3.53 | 11.0 |
| | | | | | | | 50/50 Poz | 254 | 1.24 | 14.3 |
| L1 | 6.125 | 4.5 | 8716 - 11176 | 11.6 | P-110 LT&C | 11.5 | 50/50 Poz | 208 | 1.24 | 14.3 |

ATTACHMENTS

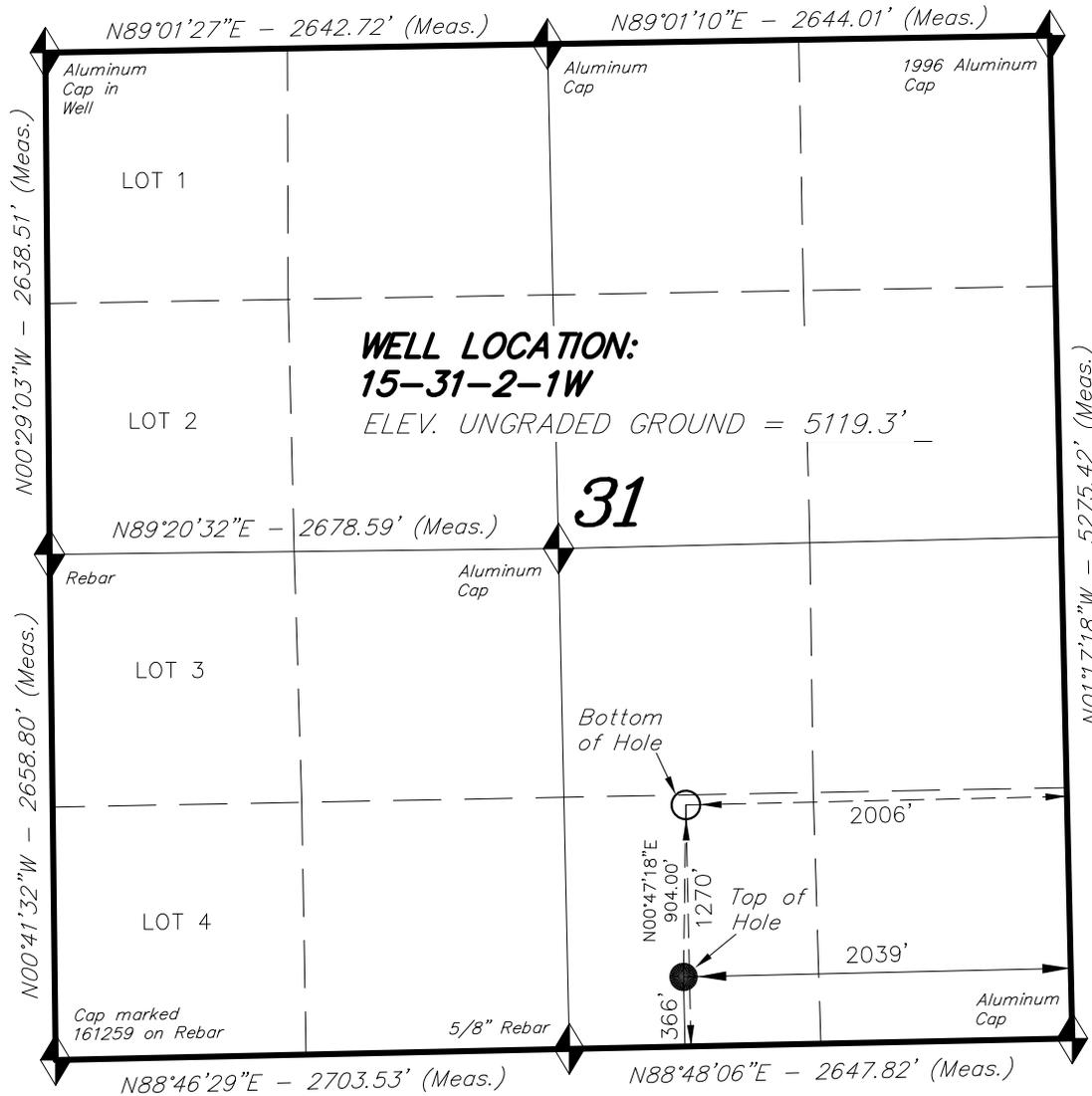
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

| | |
|--|--|
| <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 Don Hamilton | TITLE Permitting Agent | PHONE 435 719-2018 |
| SIGNATURE | DATE 03/08/2012 | EMAIL starpoint@etv.net |
| API NUMBER ASSIGNED 4301351290000 | APPROVAL  Permit Manager | |

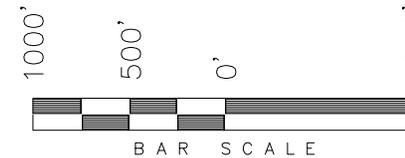
T2S, R1W, U.S.B.&M.

NEWFIELD EXPLORATION COMPANY



WELL LOCATION, 15-31-2-1W, LOCATED AS SHOWN IN THE SW 1/4 SE 1/4 OF SECTION 31, T2S, R1W, U.S.B.&M. DUCHESNE COUNTY, UTAH.

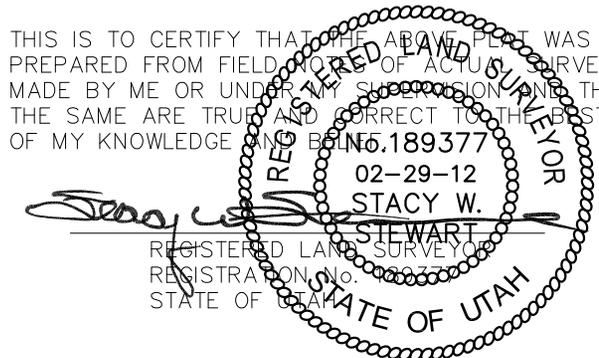
TARGET BOTTOM HOLE, 15-31-2-1W, LOCATED AS SHOWN IN THE SW 1/4 SE 1/4 OF SECTION 31, T2S, R1W, U.S.B.&M. DUCHESNE COUNTY, UTAH.



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 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.



◆ = SECTION CORNERS LOCATED

BASIS OF ELEV; Elevations are based on an N.G.S. OPUS Correction. LOCATION: LAT. 40°04'09.56" LONG. 110°00'43.28" (Tristate Aluminum Cap) Elev. 5281.57'

15-31-2-1W
(Surface Location) NAD 83
 LATITUDE = 40° 15' 34.59"
 LONGITUDE = 110° 02' 12.30"

TRI STATE LAND SURVEYING & CONSULTING

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

| | | |
|-----------------------------|-------------------|----------|
| DATE SURVEYED: 12-22-11 | SURVEYED BY: D.P. | VERSION: |
| DATE DRAWN: 01-18-12 | DRAWN BY: M.W. | V3 |
| REVISED: 02-29-12 R.B.T. | SCALE: 1" = 1000' | |