

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 State Tribal 4H-12-55
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 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) 14-20-H62-5518	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')		12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/>
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')		14. SURFACE OWNER PHONE (if box 12 = 'fee')
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') UTE		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 type="checkbox"/> HORIZONTAL <input checked="" type="checkbox"/>

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	300 FNL 321 FEL	NENE	12	5.0 S	5.0 W	U
Top of Uppermost Producing Zone	503 FNL 993 FEL	NENE	12	5.0 S	5.0 W	U
At Total Depth	800 FNL 800 FWL	NWNW	12	5.0 S	5.0 W	U

21. COUNTY DUCHESNE	22. DISTANCE TO NEAREST LEASE LINE (Feet) 300	23. NUMBER OF ACRES IN DRILLING UNIT 640
27. ELEVATION - GROUND LEVEL 6528	25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 2000	26. PROPOSED DEPTH MD: 10045 TVD: 6000
	28. BOND NUMBER RLB0005647	29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 43-12400

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 - 1000	36.0	J-55 LT&C	8.9	Class G	480	1.15	15.8
I1	8.75	7	0 - 6503	23.0	N-80 LT&C	9.4	Class G	210	2.12	12.1
							50/50 Poz	550	1.26	14.2
PROD	6.25	4.5	0 - 10045	11.6	P-110 LT&C	9.2	No Used	0	0.0	0.0

ATTACHMENTS

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

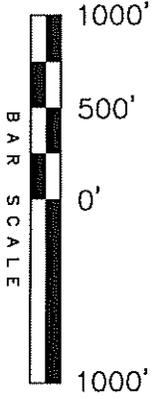
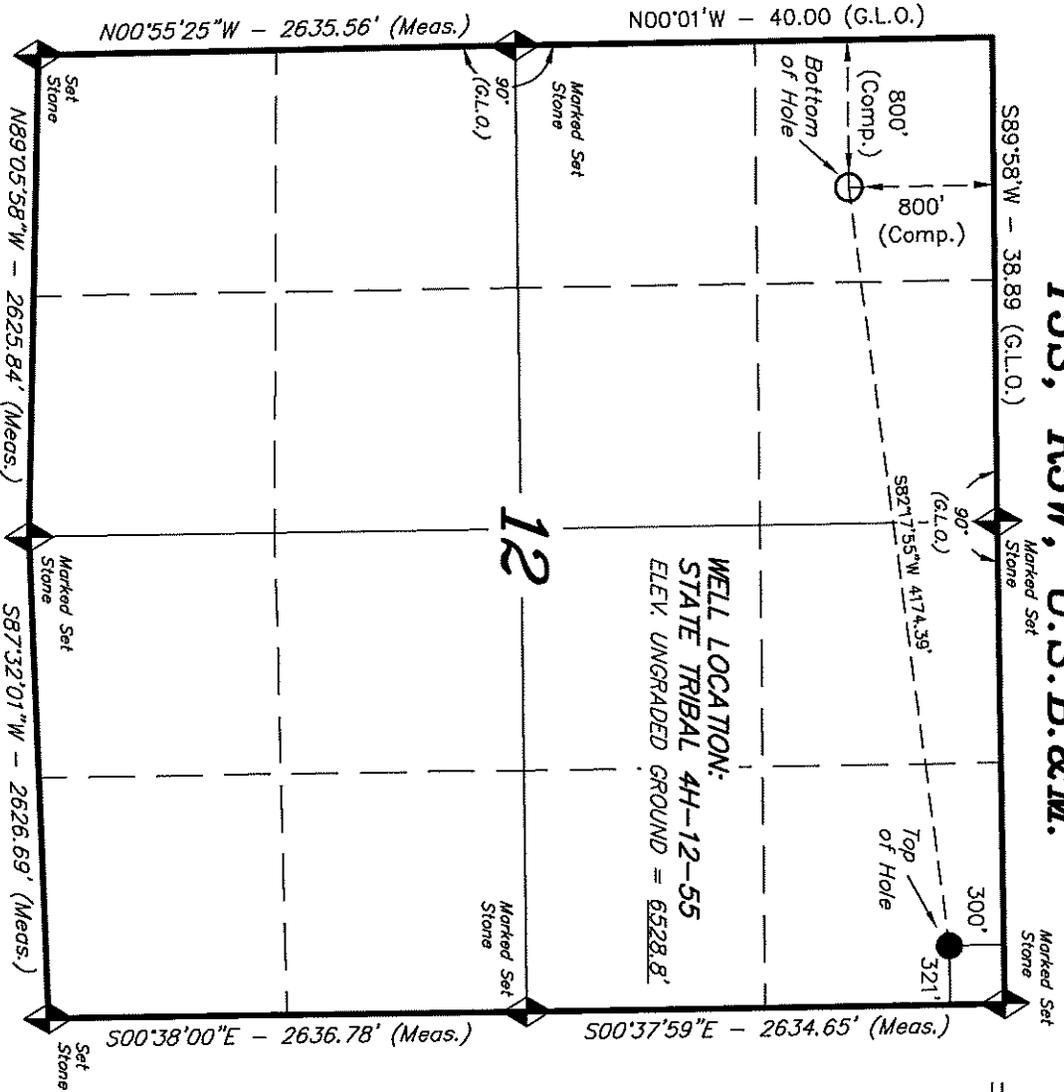
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS 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 03/16/2012	EMAIL kkf@bry.com
API NUMBER ASSIGNED 43013513100000	APPROVAL  Permit Manager	

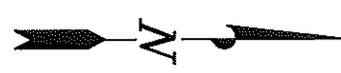
T5S, R5W, U.S.B. & M.

BERRY PETROLEUM COMPANY

WELL LOCATION, STATE TRIBAL 4H-12-55, LOCATED AS SHOWN IN THE NE 1/4 NE 1/4 OF SECTION 12, T5S, R5W, U.S.B. & M. DUCHESNE COUNTY, UTAH.

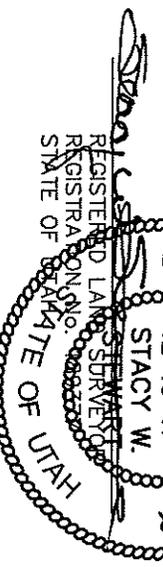


- NOTES:**
1. Well footages are measured at right angles to the Section Lines.
 2. Bearings are based on Global Positioning Satellite observations.



THIS IS TO CERTIFY THAT THE ABOVE SET 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.

DATE 12-13-11
STACY W.
REGISTERED LAND SURVEYOR
REGISTRATION NO. 98822
STATE OF UTAH



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

DATE SURVEYED: 10-19-11
DATE DRAWN: 11-03-11
REVISSED: L.C.S. 12-13-11

SURVEYED BY: K.G.S.
DRAWN BY: L.C.S.
SCALE: 1" = 1000'

◆ = SECTION CORNERS LOCATED

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

MAD 83 (SURFACE LOCATION)	
LATITUDE =	40°04'02.42" (40.067339)
LONGITUDE =	110°23'17.54" (110.389206)
MAD 27 (SURFACE LOCATION)	
LATITUDE =	40°04'02.56" (40.067376)
LONGITUDE =	110°23'14.98" (110.387496)
MAD 83 (BOTTOM HOLE LOCATION)	
LATITUDE =	40°03'57.40" (40.065944)
LONGITUDE =	110°24'10.81" (110.403003)
MAD 27 (BOTTOM HOLE LOCATION)	
LATITUDE =	40°03'57.54" (40.065984)
LONGITUDE =	110°24'08.25" (110.402293)