

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 Fee 10-36D-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 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) Fee	11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>	12. SURFACE 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')		14. SURFACE OWNER PHONE (if box 12 = 'fee')
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')		16. SURFACE OWNER E-MAIL (if box 12 = 'fee')
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') Ute Indian Tribe	18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input checked="" type="checkbox"/> (Submit Commingling Application) NO <input 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	659 FSL 650 FEL	SESE	36	5.0 S	6.0 W	U
Top of Uppermost Producing Zone	1396 FSL 1447 FEL	NWSE	36	5.0 S	6.0 W	U
At Total Depth	1670 FSL 1780 FEL	NWSE	36	5.0 S	6.0 W	U

21. COUNTY DUCHESNE	22. DISTANCE TO NEAREST LEASE LINE (Feet) 650	23. NUMBER OF ACRES IN DRILLING UNIT 640
25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 20	26. PROPOSED DEPTH MD: 7326 TVD: 7641	
27. ELEVATION - GROUND LEVEL 8159	28. BOND NUMBER RLB0005651	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	13.5	8.625	0 - 2000	32.0	J-55 ST&C	9.5	Type V	350	3.82	11.0
							Class G	150	1.15	15.8
Prod	7.875	5.5	0 - 7641	17.0	N-80 LT&C	9.5	Type V	180	3.82	11.0
							Class G	500	1.7	13.1

ATTACHMENTS

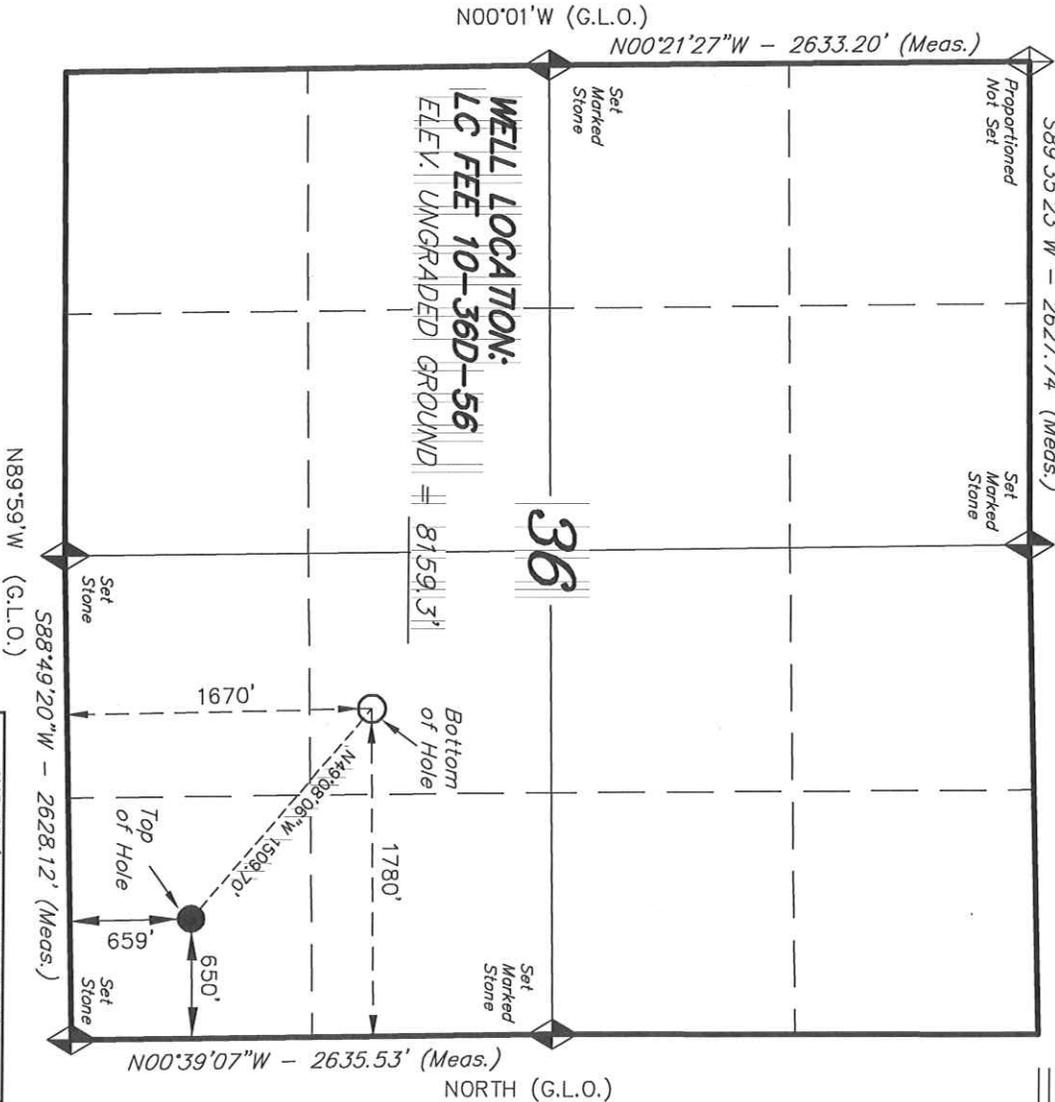
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

<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

NAME Krista Mecham	TITLE Regulatory Permitting Tech	PHONE 435 722-1325
SIGNATURE	DATE 08/02/2012	EMAIL kmm@bry.com
API NUMBER ASSIGNED 43013516220000	APPROVAL  Permit Manager	

T5S, R6W, U.S.B.&M.

889°56'W - 80.08 (G.L.O.)
 S89°35'23"W - 2627.74' (Meas.)



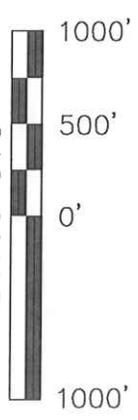
◆ = SECTION CORNERS LOCATED

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 = 39°59'52.05" (39.997793)
	LONGITUDE = 110°30'04.91" (110.501363)
NAD 27 (SURFACE LOCATION)	LATITUDE = 39°59'52.19" (39.997831)
	LONGITUDE = 110°30'02.35" (110.500653)
NAD 83 (BOTTOM HOLE LOCATION)	LATITUDE = 40°00'01.94" (49.000536)
	LONGITUDE = 110°30'19.43" (110.505397)
NAD 27 (BOTTOM HOLE LOCATION)	LATITUDE = 40°00'02.07" (40.000576)
	LONGITUDE = 110°30'16.87" (110.504687)

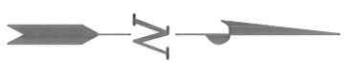
BERRY PETROLEUM COMPANY

WELL LOCATION, LC FEE 10-36D-56, LOCATED AS SHOWN IN THE SE 1/4 SE 1/4 OF SECTION 36, T5S, R6W, U.S.B.&M. DUCHESNE COUNTY, UTAH.



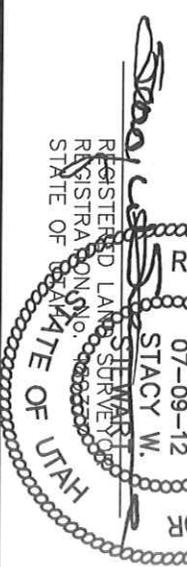
BAR SCALE

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

07-09-12
 STACY W.
 REGISTERED LAND SURVEYOR
 STATE OF UTAH



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

DATE SURVEYED: 09-07-11	SURVEYED BY: S.H.
DATE DRAWN: 07-11-12	DRAWN BY: L.C.S.
REVISED:	SCALE: 1" = 1000'