

**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> Federal 12-6D-65
<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> UNDESIGNATED
<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)</b> UTU77327	<b>11. MINERAL OWNERSHIP</b> FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>	
<b>13. NAME OF SURFACE OWNER (if box 12 = 'fee')</b>		<b>12. SURFACE OWNERSHIP</b> FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>
<b>15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')</b>		<b>14. SURFACE OWNER PHONE (if box 12 = 'fee')</b>
<b>17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')</b>		<b>16. SURFACE OWNER E-MAIL (if box 12 = 'fee')</b>
<b>18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS</b> YES <input checked="" type="checkbox"/> (Submit Commingling Application) NO <input 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	1828 FNL 522 FWL	SWNW	6	6.0 S	5.0 W	U
Top of Uppermost Producing Zone	2171 FSL 652 FWL	NWSW	6	6.0 S	5.0 W	U
At Total Depth	1980 FSL 660 FWL	NWSW	6	6.0 S	5.0 W	U

<b>21. COUNTY</b> DUCHESNE	<b>22. DISTANCE TO NEAREST LEASE LINE (Feet)</b> 522	<b>23. NUMBER OF ACRES IN DRILLING UNIT</b> 1907
<b>27. ELEVATION - GROUND LEVEL</b> 8068	<b>25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)</b> 20	<b>26. PROPOSED DEPTH</b> MD: 6945    TVD: 6705
	<b>28. BOND NUMBER</b> UTB000035	<b>29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE</b> 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	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 - 6945	15.5	J-55 LT&C	9.5	Type V	200	3.82	11.0
							Premium Plus	425	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

<b>NAME</b> Krista Mecham	<b>TITLE</b> Regulatory Permitting Tech	<b>PHONE</b> 435 722-1325
<b>SIGNATURE</b>	<b>DATE</b> 02/01/2013	<b>EMAIL</b> kmm@bry.com
<b>API NUMBER ASSIGNED</b> 43013520060000	<b>APPROVAL</b>   Permit Manager	

# T6S, R5W, U.S.B.&M.

## BERRY PETROLEUM COMPANY

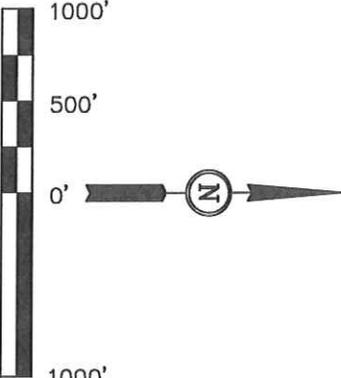
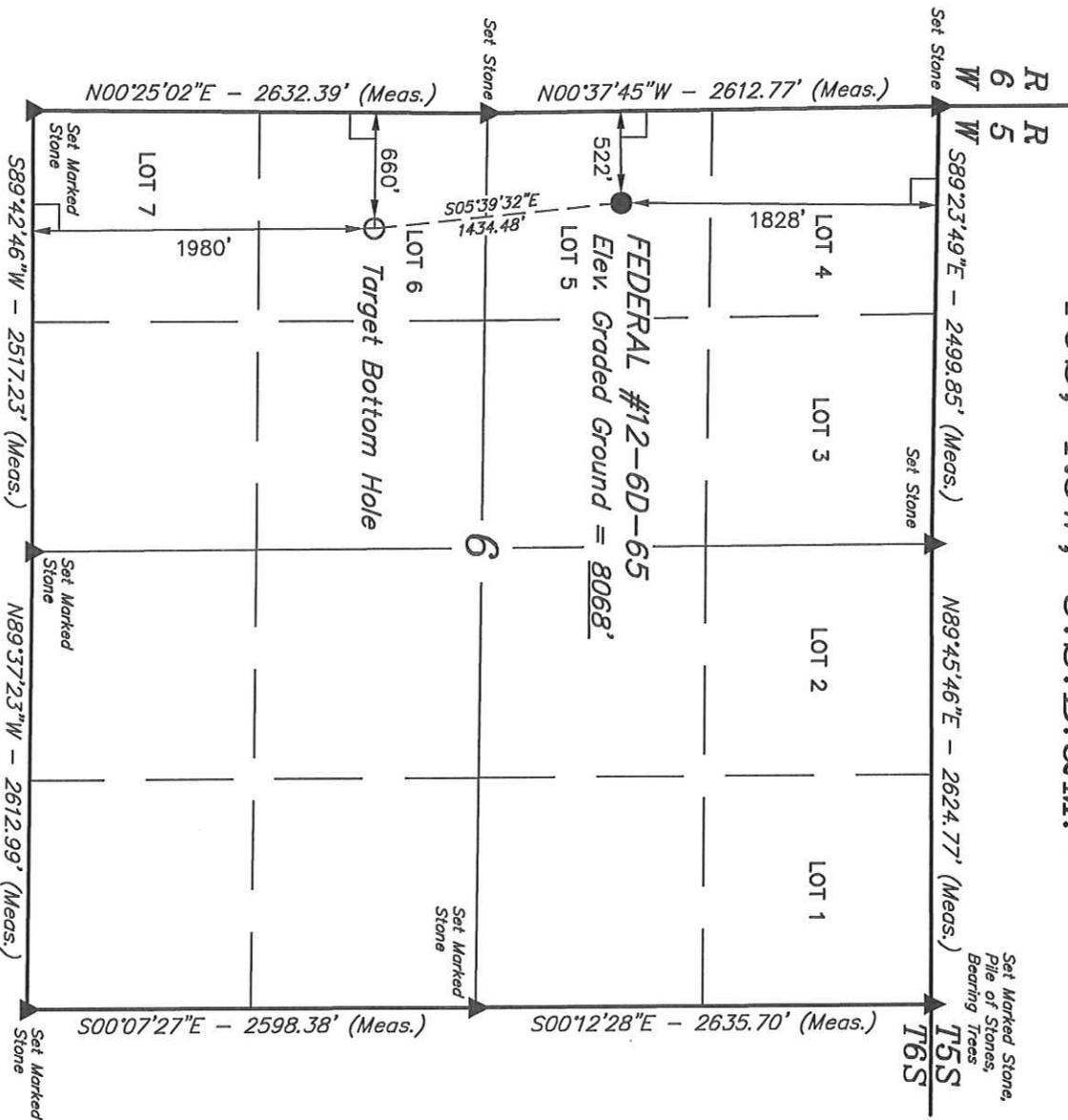
Well location, FEDERAL #12-6D-65, located as shown in LOT 5 of Section 6, T6S, R5W, U.S.B.&M., Duchesne County, Utah.

### BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESNE SE, QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP), PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 6097 FEET.

### BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



### CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE REPRESENTS 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.

REGISTERED LAND SURVEYOR  
 REGISTRATION NO. 181319  
 STATE OF UTAH

**UINTAH ENGINEERING & LAND SURVEYING**  
 86 SOUTH 200 EAST - VERNAL, UTAH 84078  
 (435) 789-1017

**LEGEND:**

- = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

<b>NAD 83 (TARGET BOTTOM HOLE)</b>		<b>NAD 83 (SURFACE LOCATION)</b>	
LATITUDE = 39°59'13.39" (39.987053)	LONGITUDE = 110°29'47.71" (110.496586)	LATITUDE = 39°59'27.49" (39.990969)	LONGITUDE = 110°29'49.55" (110.497097)
<b>NAD 27 (TARGET BOTTOM HOLE)</b>		<b>NAD 27 (SURFACE LOCATION)</b>	
LATITUDE = 39°59'13.53" (39.987092)	LONGITUDE = 110°29'45.16" (110.495878)	LATITUDE = 39°59'27.63" (39.991008)	LONGITUDE = 110°29'47.00" (110.496389)

SCALE	1" = 1000'	DATE SURVEYED:	10-05-12	DATE DRAWN:	10-10-12
PARTY	G.O. B.S. J.M.H.	REFERENCES	G.L.O. PLAT		
WEATHER	COOL	FILE	BERRY PETROLEUM COMPANY		