

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 UTE TRIBAL 6-24D-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 BRUNDAGE CANYON
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO		5. UNIT or COMMUNITIZATION AGREEMENT NAME
6. NAME OF OPERATOR BERRY PETROLEUM COMPANY, LLC		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) 1420H624749	11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input 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	1998 FSL 2575 FWL	NESW	24	5.0 S	5.0 W	U
Top of Uppermost Producing Zone	1998 FSL 2575 FWL	NESW	24	5.0 S	5.0 W	U
At Total Depth	2156 FNL 2024 FWL	SESW	24	5.0 S	5.0 W	U

21. COUNTY DUCHESNE	22. DISTANCE TO NEAREST LEASE LINE (Feet) 770	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: 6837 TVD: 6631	
27. ELEVATION - GROUND LEVEL 6727	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	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 - 6837	17.0	N-80 LT&C	9.5	Type V	210	3.82	11.0
							Class G	440	1.7	13.1

ATTACHMENTS

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

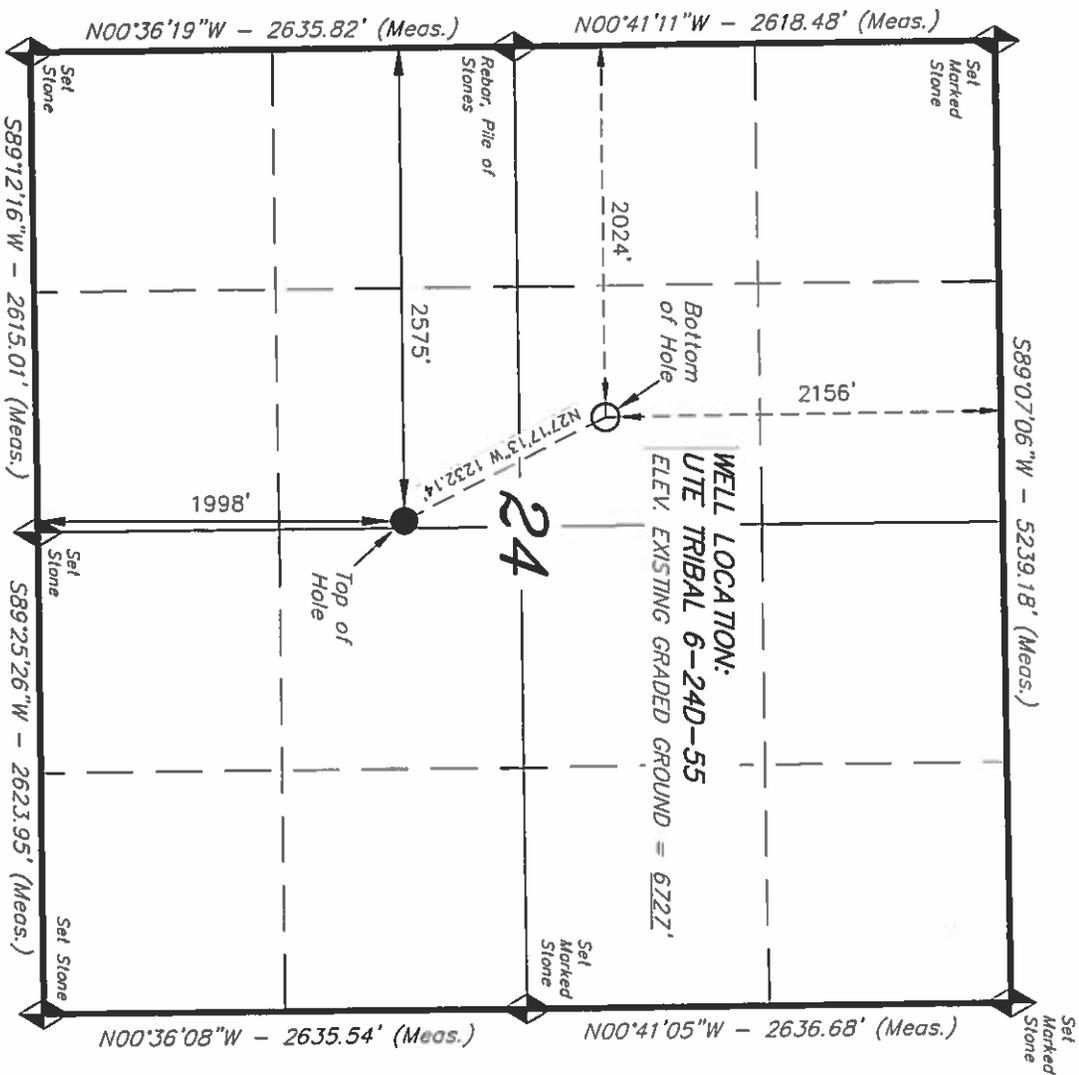
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

NAME Andrea Gurr	TITLE Regulatory & Permit Tech	PHONE 435 722-1325
SIGNATURE	DATE 02/25/2014	EMAIL agurr@linnenergy.com
API NUMBER ASSIGNED 43013528710000	APPROVAL  Permit Manager	

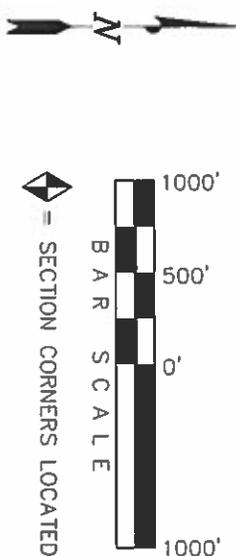
T5S, R5W, U.S.B.&M.

BERRY PETROLEUM COMPANY

WELL LOCATION, UTE TRIBAL 6-24D-55,
 LOCATED AS SHOWN IN THE NE 1/4 SW 1/4
 OF SECTION 24, T5S, R5W, U.S.B.&M.
 DUCHESNE COUNTY, UTAH.



WELL LOCATION:
 UTE TRIBAL 6-24D-55
 ELEV. EXISTING GRADED GROUND = 6722'



MAD 83 (SURFACE LOCATION)	MAD 83 (BOTTOM HOLE LOCATION)
LAT: = 40°01'49.22" (40.030339)	LAT: = 40°02'00.11" (40.033363)
LONG: = 110°23'47.88" (110.398633)	LONG: = 110°23'54.96" (110.398601)
MAD 27 (SURFACE LOCATION)	MAD 27 (BOTTOM HOLE LOCATION)
LAT: = 40°01'49.36" (40.030378)	LAT: = 40°02'00.25" (40.033401)
LONG: = 110°23'45.32" (110.3985923)	LONG: = 110°23'52.41" (110.397891)

NOTES:
 1. WELL FOOTAGES ARE MEASURED AT RIGHT ANGLES TO THE SECTION LINES.

BASIS OF BEARINGS & BASIS OF ELEVATION

BASIS OF BEARINGS: BEARINGS ARE BASED ON GLOBAL POSITIONING SATELLITE OBSERVATIONS.
BASIS OF ELEVATION: ELEVATIONS ARE BASED ON AN N.G.S. OPUS CORRECTION. LOCATION: LAT. 39°58'55.06", LONG. 110°22'05.00" (TRISTATE ALUMINUM CAP) ELEV. 7307.99'

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF A QUALIFIED SURVEYOR AND IS TRUE AND CORRECT TO THE BEST OF HIS KNOWLEDGE AND BELIEF.

12-24-13
 RECORDED BY STACY W.
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 18907
 STATE OF UTAH

Tri State Land Surveying, Inc.
 180 NORTH VERNAL AVE., VERNAL, UTAH 84078
 (435) 781-2501

DATE SURVEYED: 12-17-13	SURVEYED BY: M.C.
DATE DRAWN: 12-24-13	DRAWN BY: L.C.S.
REVISED:	SCALE: 1" = 1000'