

FILE NOTATIONS

Entered in NID File ✓
Location Map Pinned ✓
Card Indexed

Checked by Chief *PMP*
Approval Letter *5-31-68*
Disapproval Letter

COMPLETION DATA:

Date Well Completed *8-2-68*
OW..... WW..... TA.....
GW. ✓... OS..... PA.....

Location Inspected
Bond released
State or Fee Land

LOGS FILED

Driller's Log.....
Electric Logs (No.) *8-12-68*
E..... I *✓* Dual I Lat..... GR-N..... Micro.....
BHC Sonic GR. *✓* Lat..... Mi-L..... Sonic.....
CBLog..... CCLog..... Others. *Compensated Formation Log*



SINCLAIR OIL & GAS COMPANY
501 LINCOLN TOWER BUILDING
1860 LINCOLN STREET
DENVER, COLORADO 80203

May 17, 1968

WESTERN REGION

Mr. C. B. Feight, Executive Director
State of Utah, Dept. of Natural Resources
Division of Oil & Gas Conservation
1588 West North Temple
Salt Lake City, Utah 84116

Attn: Mr. Paul Burchell

RE: Bitter Creek State, Well #1
SW SW SE Section 2-16S-25E,
Grand County, Utah

Dear Sir:

Confirming telephone conversation of this date with Mr. Burchell, enclosed is Application for Permit to Drill and Certified Location Plat covering the captioned well. The required Drilling and Plugging Bond will be forwarded either from our Tulsa Office or this office the first part of next week. ✓

Due to topography, an exception to Rule C-3 is hereby requested. The proposed location is estimated to require road and location costs in excess of \$10,000.00; and to locate the well within the limits of Rule C-3, would require additional expense and the well cost would be prohibitive. Sinclair is the owner of all leases within a radius of 660 feet. *OK*
checked
5/20/68
MB

We would appreciate your approval of this unorthodox location at your earliest convenience.

Very truly yours,

M. E. Brown

M. E. Brown

Encls.

**UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY**

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK
 DRILL DEEPEN PLUG BACK

b. TYPE OF WELL
 OIL WELL GAS WELL OTHER SINGLE ZONE MULTIPLE ZONE

2. NAME OF OPERATOR
Sinclair Oil & Gas Company

3. ADDRESS OF OPERATOR
501 Lincoln Tower Building, 1860 Lincoln Street, Denver, Colo.

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*
 At surface At proposed prod. zone
SW SW SE - 395' f/South and 2530' f/East lines Sec. 2-16S-25E
 Same

5. LEASE DESIGNATION AND SERIAL NO.
State Land- ML 25151

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
Bitter Creek State

9. WELL NO.
1

10. FIELD AND POOL OR WILDCAT
Wildcat - *Entrada test*

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
Sec. 2-16S-25E, SIM

12. COUNTY OR PARISH
Grand

13. STATE
Utah

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drlg. unit line, if any)
395'

16. NO. OF ACRES IN LEASE
638.68 Ac.

17. NO. OF ACRES ASSIGNED TO THIS WELL

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT.
1st well

19. PROPOSED DEPTH
6300' *Entrada Test*

20. ROTARY OR CABLE TOOLS
Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
7375' GL ungraded

22. APPROX. DATE WORK WILL START*
When appl. received.

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
13/4 3/4"	9-5/8" ✓	32.3# ✓	300' ✓	300 sx (Cmt bottom to top) ✓
8-3/4"	7" ✓	20#	22-2300' ✓	125 sx (Set if required) ✓
6-1/8"	4-1/2" ✓	10.5#	Total depth	250 sx. ✓

It is proposed to drill the captioned well with rotary tools, using gas or air, if possible, to a depth sufficient to test the Entrada formation. Anticipated formations are: Dakota - 5250', Entrada - 6100'. 9-5/8"OD casing will be set at approx 300' and cemented bottom to top; 7"OD intermediate will be set only if required for continued air or gas drilling; at T.D. well will be logged; if productive, 4-1/2"OD casing will be set with sufficient cement to protect all zones; productive zones will be perforated, treated if necessary, and well completed.

Certified location plat attached.

*Jack ...
Spacing ...* 43-019-30008

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen or plug back, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

SIGNED M. E. Brown TITLE Chief Office Clerk DATE May 17, 1968
 M. E. Brown

(This space for Federal or State office use)

PERMIT NO. _____ APPROVAL DATE _____

APPROVED BY _____ TITLE _____ DATE _____
 CONDITIONS OF APPROVAL, IF ANY :

Verbal Approval May 17, 1968
 *See Instructions On Reverse Side

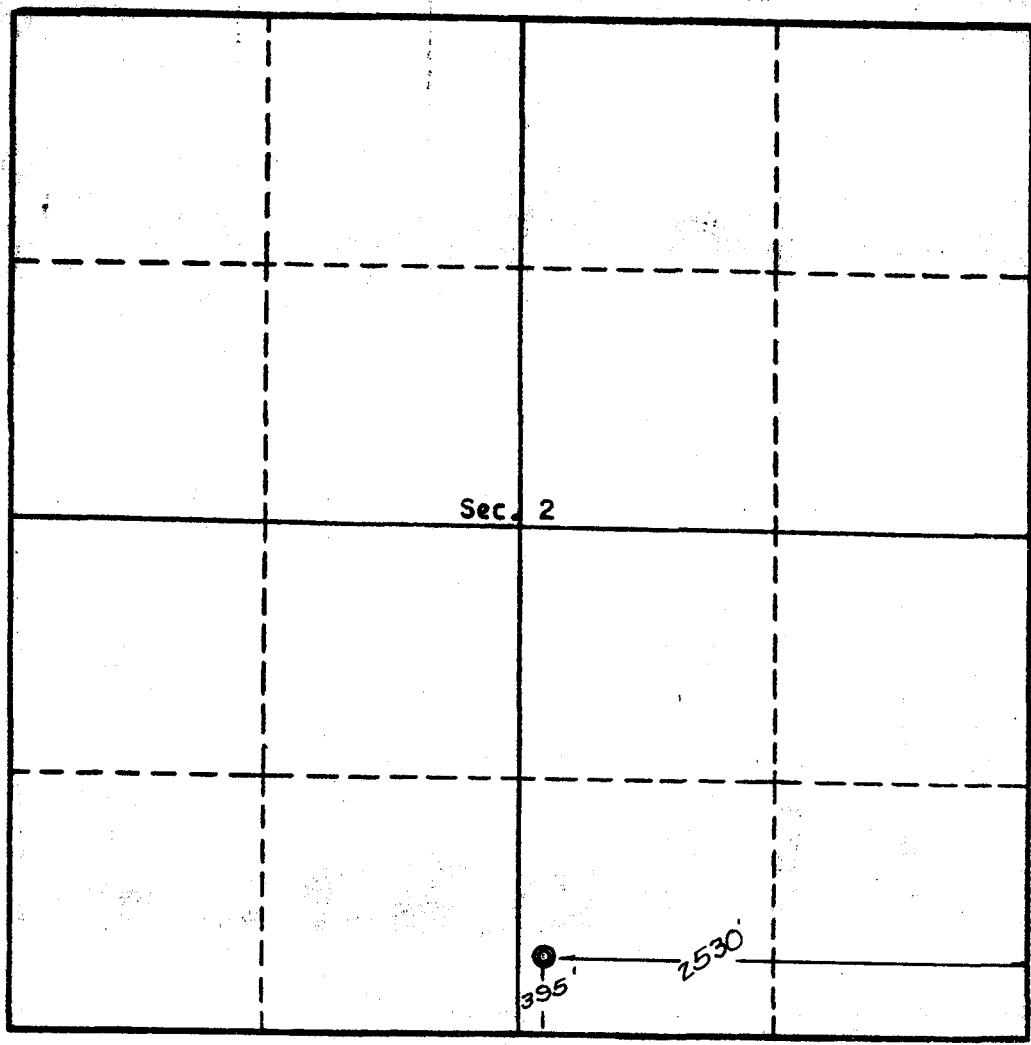
Company SINCLAIR OIL & GAS COMPANY

Well Name & No. State Bitter Creek #1

Location 395 feet from the South line and 2530 feet from the East line.

Sec. 2, T. 16 S., R. 25 E., S. L. M., County Grand, Utah

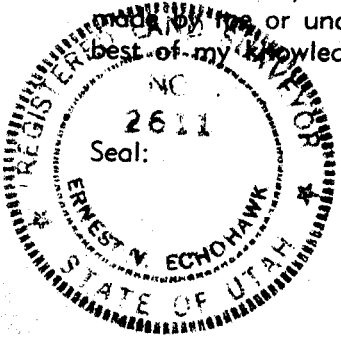
Ground Elevation 7375, ungraded



Scale, 1 inch = 1,000 feet

Surveyed May 14, 1968

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.



Ernest V. Echohawk
Ernest V. Echohawk
Registered Land Surveyor
Utah Registration No. 2611

May 21, 1968

Sinclair Oil & Gas Company
501 Lincoln Tower Building
1860 Lincoln Street
Denver, Colorado 80202

Re: Well No. Bitter Creek State #1,
Sec. 2, T. 16 S., R. 25 E.,
Grand County, Utah.

Gentlemen:

This letter is to confirm verbal approval granted in accordance with Rule C-3(c), General Rules and Regulations and Rules of Practice and Procedure by Paul W. Burchell, Chief Petroleum Engineer on May 17, 1968. However, this approval is conditional upon a bond being furnished the Division of State Lands, Salt Lake City, Utah.

Should you determine that it will be necessary to plug and abandon this well, you are hereby requested to immediately notify Paul W. Burchell, (Home: 277-2890, Office: 328-5771 - Salt Lake City, Utah).

This approval terminates within 90 days if the well has not been spudded-in within said period.

Enclosed please find Form OGC-8-X, which is to be completed whether or not water sands (aquifers) are encountered while drilling. Your cooperation with respect to completing this form will be greatly appreciated.

Sinclair Oil & Gas Company

May 21, 1968

-2-

The API number assigned to this well is 43-019-30008 (see Bulletin D12 published by the American Petroleum Institute).

Very truly yours,

DIVISION OF OIL & GAS CONSERVATION

CLEON B. FEIGHT
DIRECTOR

CBF:sc

cc: Division of State Lands
105 State Capitol Building
Salt Lake City, Utah

STATE OF UTAH
OIL & GAS CONSERVATION COMMISSION

SUBMIT IN TRIPLICATE*
(Other instructions on reverse side)

PKC

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir. Use "APPLICATION FOR PERMIT—" for such proposals.)

5. LEASE DESIGNATION AND SERIAL NO. ML 25151
6. IF INDIAN, ALLOTTEE OR TRIBE NAME -
7. UNIT AGREEMENT NAME -
8. FARM OR LEASE NAME Bitter Creek
9. WELL NO. 1
10. FIELD AND POOL, OR WILDCAT Wildcat
11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA Sec. 2-16S-25E, SIM
12. COUNTY OR PARISH Grand
18. STATE Utah

1. OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR
Sinclair Oil & Gas Company

3. ADDRESS OF OPERATOR
501 Lincoln Tower Bldg., 1860 Lincoln St., Denver, Colo. 80203

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.)
At surface
SW SW SE - 395' f/South & 2530' f/East lines Sec. 2-16S-25E

14. PERMIT NO. **Letter-Mr. C.B. Feight, 5/21/68**

15. ELEVATIONS (Show whether DF, RT, GR, etc.)
7375' GL, ungraded

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) <u>Setting surface casing</u>	<input checked="" type="checkbox"/> and
(Other)		(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)	<u>intermedi-</u>

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

Spud 2 a.m. 6/18/68. Drld 12-1/4" hole to 355'. Set 11 jts (335') 9-5/8" OD casing @ 336', grd meas., w/ 350 sx Class "G" cmt. Did not circ. Plug down 7:45 pm 6/19/68. Ran 1" pipe outside 9-5/8" casing, cemented to surface with add'l 125 sx cmt. Job compl 11 pm 6/21/68. WOC. Nippled up. Tested casing & BOP to 1000#, held O.K.. Started drlg out 4 pm 6/22/68.

Drld 8-3/4" hole to 2521'. Set 7" OD casing @ 2512' grd meas., with 125 sx Class "G", 2% CaCl, PD 1:05 p.m. 6/26/68. WOC. Tested casing & BOP 1000#, O.K..

6/28/68 - Hole blown dry. Prep drill out.

18. I hereby certify that the foregoing is true and correct

SIGNED M. E. Brown TITLE Chief Office Clerk DATE 6/28/68
M. E. Brown

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY:

STATE OF UTAH
OIL & GAS CONSERVATION COMMISSION

SUBMIT IN TRIPPLICATE*
(Other instructions on reverse side)

5. LEASE DESIGNATION AND SERIAL NO.

State Land ML 25151

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

-

7. UNIT AGREEMENT NAME

-

8. FARM OR LEASE NAME

Bitter Creek State

9. WELL NO.

1

10. FIELD AND POOL, OR WILDCAT

Wildcat

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA

Sec. 2-16S-25E, SLM

12. COUNTY OR PARISH 13. STATE

Grand

Utah

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir. Use "APPLICATION FOR PERMIT—" for such proposals.)

1.

OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR

Sinclair Oil & Gas Company

3. ADDRESS OF OPERATOR

501 Lincoln Tower Building, Denver, Colorado 80203

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.)
At surface

SW SW SE - 395' FSL & 2530' FEL Sec. 2-16S-25E

14. PERMIT NO.

15. ELEVATIONS (Show whether DF, RT, GR, etc.)

Mr. C. B. Feight 5-21-68

7375' GL, ungraded

16.

Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:

SUBSEQUENT REPORT OF:

TEST WATER SHUT-OFF

PULL OR ALTER CASING

WATER SHUT-OFF

REPAIRING WELL

FRACTURE TREAT

MULTIPLE COMPLETE

FRACTURE TREATMENT

ALTERING CASING

SHOOT OR ACIDIZE

ABANDON*

SHOOTING OR ACIDIZING

ABANDONMENT*

REPAIR WELL

CHANGE PLANS

(Other) Setting oil string

(Other)

(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

6-28-68 through 7-7-68: Drilled to 6658' TD, GLM.

7-8-68: Logged. Set 205 joints 4-1/2"OD casing @ 6654' GLM, w/200 sx 50-50 Pozmix, and 50 sx Class "G" neat cement. PD 11:15 AM, 7-8-68.

7-8-68 through 7-28-68: Waited on cement to dry & waited on completion.

7-29-68 to 7-31-68: Moved in & rigged up completion unit.

18. I hereby certify that the foregoing is true and correct

SIGNED

M. E. Brown
M. E. Brown / K.G.B.

TITLE Chief Office Clerk

DATE August 7, 1968

(This space for Federal or State office use)

APPROVED BY

TITLE

DATE

CONDITIONS OF APPROVAL, IF ANY:

STATE OF UTAH
OIL & GAS CONSERVATION COMMISSION

SUBMIT IN TRIPPLICATE*
(Other instructions on reverse side)

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir. Use "APPLICATION FOR PERMIT—" for such proposals.)

1. OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER		5. LEASE DESIGNATION AND SERIAL NO. State Land ML 25151
2. NAME OF OPERATOR Sinclair Oil & Gas Company		6. IF INDIAN, ALLOTTEE OR TRIBE NAME -
3. ADDRESS OF OPERATOR 501 Lincoln Tower Bldg., Denver, Colorado 80203		7. UNIT AGREEMENT NAME -
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.) At surface SW SW SE - 395' FSL & 2530' FEL Sec. 2-16S-25E.		8. FARM OR LEASE NAME Bitter Creek State
14. PERMIT NO. C. B. Feight 5-21-68	15. ELEVATIONS (Show whether DF, RT, GR, etc.) 7375' GL ungraded	9. WELL NO. 1
16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data		10. FIELD AND POOL, OR WILDCAT Wildcat
17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*		11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA Sec. 2-16S-25E, SLM
		12. COUNTY OR PARISH 18. STATE Grand Utah

NOTICE OF INTENTION TO:

TEST WATER SHUT-OFF
FRACTURE TREAT
SHOOT OR ACIDIZE
REPAIR WELL
(Other)

PULL OR ALTER CASING
MULTIPLE COMPLETE
ABANDON*
CHANGE PLANS

SUBSEQUENT REPORT OF:

WATER SHUT-OFF
FRACTURE TREATMENT
SHOOTING OR ACIDIZING
(Other) **Completion**

REPAIRING WELL
ALTERING CASING
ABANDONMENT*

(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

- 7-31-68: MIRU compl rig. Picked up & ran tbg. Displaced hole with 2% CaCL & gelled water. Pulled tubing, ran Cement Bond log & Gamma-Ray Correlation log, estimated top of cement at 4820'. Perforated f/5904 to 5973' & 5985 to 5989' w/2 holes per foot. Ran tubing, set @ 5887'.
- 8-1-68: Carbon Dioxide fraced Dakota perms 5904-73 & 5985-89' w/ 30,000# 20-40 sd & 30,000 gallons treated water. Maximum pressure 3600#, average pump-in pressure 3580# at rate of 27 BPM, ISD 1700#. Started to blow back @ 1 PM. After 5 hours estimate gas rate of 970 MCFPD w/good stream of lead water, TP 140#, CP 480# on 1/2" choke.
- 8-2-68: Flowed at rate of 1140 MCFPD w/slight mist frac water on 40/64" choke from Dakota perms 5904-73' & 5985-89', FTP 100#, FCP 300#. Rig released 4 PM 8-2-68. COMPLETED GAS WELL 8-3-68.

18. I hereby certify that the foregoing is true and correct

SIGNED M. E. Brown TITLE Chief Office Clerk DATE August 7, 1968
M. E. Brown LGB

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY:

15

SUBMIT IN DUPLICATE*

(See other instructions on reverse side)

STATE OF UTAH OIL & GAS CONSERVATION COMMISSION

5. LEASE DESIGNATION AND SERIAL NO.

State Land ML 25151

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

1a. TYPE OF WELL: OIL WELL [] GAS WELL [X] DRY [] Other []

b. TYPE OF COMPLETION: NEW WELL [X] WORK OVER [] DEEP-EN [] PLUG BACK [] DIFF. RESVR. [] Other []

2. NAME OF OPERATOR Sinclair Oil & Gas Company

3. ADDRESS OF OPERATOR 501 Lincoln Tower Bldg., Denver, Colorado 80203

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)* At surface SW SW SE - 395' FSL & 2530' FEL Sec. 2-16S-25E At top prod. interval reported below Same At total depth Same

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

Bitter Creek State

9. WELL NO.

1

10. FIELD AND POOL, OR WILDCAT

Wildcat

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA

Sec. 2-16S-25E, SLM

14. PERMIT NO. Letter Mr. G. B. Feight 5-21-68 DATE ISSUED

12. COUNTY OR PARISH Grand 13. STATE Utah

15. DATE SPUDDED 6-18-68 16. DATE T.D. REACHED 7-7-68 17. DATE COMPL. (Ready to prod.) 8-3-68 18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* 7375' GL 19. ELEV. CASINGHEAD 7375'

20. TOTAL DEPTH, MD & TVD 6658' 21. PLUG, BACK T.D., MD & TVD 6597' 22. IF MULTIPLE COMPL., HOW MANY* - 23. INTERVALS DRILLED BY - 24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)* Dakota 5904-73' & 5885-89'

25. WAS DIRECTIONAL SURVEY MADE No

26. TYPE ELECTRIC AND OTHER LOGS RUN IES, BHCSGR w/cal, & CFB logs. 27. WAS WELL CORED No

Table with 6 columns: CASING SIZE, WEIGHT, LB./FT., DEPTH SET (MD), HOLE SIZE, CEMENTING RECORD, AMOUNT PULLED. Rows include 9-5/8"OD, 7"OD, 4-1/2"OD with weights 32#, 20#, 10.5# and depths 336', 2512', 6654'.

Table with 3 columns: LINER RECORD (SIZE, TOP (MD), BOTTOM (MD), SACKS CEMENT*, SCREEN (MD)) and TUBING RECORD (SIZE, DEPTH SET (MD), PACKER SET (MD)).

31. PERFORATION RECORD (Interval, size and number) Perforated Dakota formation from 5904-73' & 5885-89' with 2 shots per foot. 32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC. DEPTH INTERVAL (MD) 5904-89' overall 20-40 sd & 30,000 gals treated water. AMOUNT AND KIND OF MATERIAL USED 11 - Fraced w/30,000#

33.* PRODUCTION DATE FIRST PRODUCTION 8-2-68 PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump) Flowing WELL STATUS (Producing or shut-in) Shut-in DATE OF TEST 8-2-68 HOURS TESTED 24 CHOKE SIZE 40/64" PROD'N. FOR TEST PERIOD - OIL—BBL. 0 GAS—MCF. 1140 WATER—BBL. 0 GAS-OIL RATIO - FLOW. TUBING PRESS. 100# CASING PRESSURE 300# CALCULATED 24-HOUR RATE - OIL—BBL. 0 GAS—MCF. 1149 WATER—BBL. 0 OIL GRAVITY-API (CORR.) -

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) To be sold to Mesa Pipeline Company TEST WITNESSED BY Mr. J. E. Taylor

35. LIST OF ATTACHMENTS 2 each of #26

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records SIGNED M. E. Brown TITLE Chief Office Clerk DATE 8-9-68

*(See Instructions and Spaces for Additional Data on Reverse Side)

INSTRUCTIONS

General: This form is designed for submitting a complete and correct well completion report and log on all types of lands and leases to either a Federal agency or a State agency, or both, pursuant to applicable Federal and/or State laws and regulations. Any necessary special instructions concerning the use of this form and the number of copies to be submitted, particularly with regard to local, area, or regional procedures and practices, either are shown below or will be issued by, or may be obtained from, the local Federal and/or State office. See instructions on items 22 and 24, and 33, below regarding separate reports for separate completions.

If not filed prior to the time this summary record is submitted, copies of all currently available logs (drillers, geologists, sample and core analysis, all types electric, etc.), formation and pressure tests, and directional surveys, should be attached hereto, to the extent required by applicable Federal and/or State laws and regulations. All attachments should be listed on this form, see item 35.

Item 4: If there are no applicable State requirements, locations on Federal or Indian land should be described in accordance with Federal requirements. Consult local State or Federal office for specific instructions.

Item 18: Indicate which elevation is used as reference (where not otherwise shown) for depth measurements given in other spaces on this form and in any attachments.

Items 22 and 24: If this well is completed for separate production from more than one interval zone (multiple completion), so state in item 22, and in item 24 show the producing interval, or intervals, top(s), bottom(s) and name(s) (if any) for only the interval reported in item 33. Submit a separate report (page) on this form, adequately identified, for each additional interval to be separately produced, showing the additional data pertinent to such interval.

Item 29: "Sacks Cement": Attached supplemental records for this well should show the details of any multiple stage cementing and the location of the cementing tool.

Item 33: Submit a separate completion report on this form for each interval to be separately produced. (See instruction for items 22 and 24 above.)

37. SUMMARY OF POROUS ZONES:

SHOW ALL IMPORTANT ZONES OF POROSITY AND CONTENTS THEREOF; CORED INTERVALS; AND ALL DRILL-STEM TESTS, INCLUDING DEPTH INTERVAL TESTED, CUSHION USED, TIME TOOL OPEN, FLOWING AND SHUT-IN PRESSURES, AND RECOVERIES

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.
Mesaverde	Surface	2250'	Sandstone, fi-med gr, massive to thin bedded with interbedded gray shales, some coal & siltstones. 1890-2250, gray shale.
Castlegate	2250'	2400'	Sandstone, fi gr, grading into silty shale near base.
Mancos	2400'	5737'	Shale, gry to dk gry, silty with calcareous & limy streaks largely in the lower half.
Dakota-Cedar	5737'	5992'	Sandstone & shale. The sands are fi to med gr, sub-angular, white, with thicknesses from 10 to 25'. The shales are gry to blk, bentonitic in top half and are pale grn & red in lower zone.
Mountain			
Morrison	5992'	6504'	From 5992-6190', Shale, red, grn to brn, vy slightly silty. From 6190-6504', Shales as above with numerous interbedded sands & siltstones. Sands are fi-crs grn rounded.
Entrada	6504'	6658' TD	Sandstone, whi-pink, fi-med gr, rounded, porous, few thin zones containing shale & clay.

38.

GEOLOGIC MARKERS

NAME	TOP	
	MEAS. DEPTH	TRUE VERT. DEPTH
Castlegate	2250'	Same
Mancos	2400'	
Dakota-Cedar	5737'	
Mountain		
Morrison	5992'	
Entrada	6504'	
TD	6658'	

MIG 12 1968

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

SUBMIT IN TRIPLICATE*
(Other instructions on reverse side)

Form approved.
Budget Bureau No. 42-R1424.

5. LEASE DESIGNATION AND SERIAL NO.

State Land- ML 25151

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

--

7. UNIT AGREEMENT NAME

--

8. FARM OR LEASE NAME

Bitter Creek State

9. WELL NO.

1

10. FIELD AND POOL, OR WILDCAT

Overlook Field

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA

Sec. 2-16S-25E, SIM

1.

OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR

Atlantic Richfield Company

3. ADDRESS OF OPERATOR

501 Lincoln Tower Bldg., 1860 Lincoln St., Denver, Colo. 80203

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.)

At surface

SW SW SE - 395' f/South and 2530' f/East lines Sec. 2-16S-25E.

14. PERMIT NO.

15. ELEVATIONS (Show whether DF, RT, GR, etc.)

7375' GL

12. COUNTY OR PARISH

Grand

13. STATE

Utah

16.

Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:

TEST WATER SHUT-OFF

FRACTURE TREAT

SHOOT OR ACIDIZE

REPAIR WELL

(Other)

PULL OR ALTER CASING

MULTIPLE COMPLETE

ABANDON*

CHANGE PENS

Recomplete in Entrada

SUBSEQUENT REPORT OF:

WATER SHUT-OFF

FRACTURE TREATMENT

SHOOTING OR ACIDIZING

(Other)

REPAIRING WELL

ALTERING CASING

ABANDONMENT*

(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

Production from the Dakota formation has declined to approx. 290 MCFPD. It is proposed to temporarily abandon the Dakota formation and recomplete the well in the Entrada formation, as follows:

Load hole, pull tubing, perforate Entrada, set permanent Baker Mod. "D" packer between Dakota and Entrada perforations, run tubing set in packer, treat Entrada if necessary, swab in, and complete well.

APPROVED BY DIVISION OF
OIL & GAS CONSERVATION

DATE 10-22-71

BY CB Feaght

18. I hereby certify that the foregoing is true and correct

SIGNED

W. A. Walther, Jr.

(This space for Federal or State office use)

TITLE Dist. Drlg & Prod. Supt.

DATE 10/18/71

APPROVED BY

TITLE

DATE

CONDITIONS OF APPROVAL, IF ANY:

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

SUBMIT IN DATE*
(Other instru. on re-
verse side)

Form approved.
Budget Bureau No. 42-R1424.

5. LEASE DESIGNATION AND SERIAL NO.

State Land - ML 25151

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

--

7. UNIT AGREEMENT NAME

--

8. FARM OR LEASE NAME

Bitter Creek State

9. WELL NO.

1

10. FIELD AND POOL, OR WILDCAT

Overlook Field

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA

Sec. 2-16S-25E, SIM

12. COUNTY OR PARISH

Grand

13. STATE

Utah

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir. Use "APPLICATION FOR PERMIT—" for such proposals.)

1. OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR
Atlantic Richfield Company

3. ADDRESS OF OPERATOR
501 Lincoln Tower Bldg., 1860 Lincoln St., Denver, Colo. 80203

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.)
At surface
SW SW SE - 395' f/South & 2530' f/East lines Sec. 2-16S-25E

14. PERMIT NO.
Mr. C.B. Feight, 10/22/71

15. ELEVATIONS (Show whether DF, RT, GR, etc.)
66 7375' GL

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:

TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>
(Other) <input type="checkbox"/>	

SUBSEQUENT REPORT OF:

WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
(Other) <input checked="" type="checkbox"/> <u>Recomplete in Entrada</u>	

(NOTE: Report results of multiple completion-on Well Completion or Recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

- 11/12/71 - MI ser unit, set dead men, killed well w/ 69 bbl CaCl water.
- 11/13/71 - Rig up, remove tree, inst. BOP, pulled 2-3/8" tubing.
- 11/14/71 - Ran ga. ring & junk basket, stopped @ 6489'. Ran junk basket, stopped @ 6489'. Started cleaning out sand w/ sand pump.
- 15 - Cleaned out sand to 6515'.
- 16 - CO sand into 6612', PBTD - 6612'. Ran ga. ring & junk basket to 6612'. Set Baker Model "F" packer @ 6470'. Started picking up tubing.
- 17 - Ran 206 jts, subs, seal assembly (6477.01') 2-3/8" OD 4.7# J-55 plastic coated tubing (NuLock), bottomed @ 6476', set in packer w/ 20,000#. Removed BOP, installed tree. Perf'd Entrada 6504-6518' w/ 4 - jet shots per foot. Flow to pits to clean up.
- 18 - COMPLETED WORKOVER 11/18/71. - Test 1 hr @ 7.848 MMCFPD, 2" line, 200# FTP. Shut in, 10" SIP 1225#. Dakota SIP 400#.
- 19 - Stabilized flow: 4 hrs 2654 MCFPD @ 1020#. 5 hrs 3947 MCFPD @ 841# Dead weight SIP 1196#.

18. I hereby certify that the foregoing is true and correct

SIGNED M. E. Brown TITLE Drilling Clerk DATE 11/22/71
M. E. Brown

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY:

**UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY**

SUBMIT IN DUPLICATE*

(See other instructions on reverse side)

Form approved.
Budget Bureau No. 42-R355.5.

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

1a. TYPE OF WELL: OIL WELL GAS WELL DRY Other _____

5. LEASE DESIGNATION AND SERIAL NO.

State Land - ML 25151

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

Bitter Creek State

9. WELL NO.

1

10. FIELD AND POOL, OR WILDCAT

Overlook Field

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA

Sec. 2-16S-25E, SIM

12. COUNTY OR PARISH
Grand

13. STATE
Utah

b. TYPE OF COMPLETION:
NEW WELL WORK OVER DEEP-EN PLUG BACK DIFF. RESVR. Other _____

2. NAME OF OPERATOR
Atlantic Richfield Company

3. ADDRESS OF OPERATOR
501 Lincoln Tower Bldg., 1860 Lincoln St., Denver, Colo. 80203

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*

At surface **SW SW SE - 395' f/South & 2530' f/East line Sec. 2**

At top prod. interval reported below

Same

At total depth

Same

14. PERMIT NO. **Mr. C. B. Feight** DATE ISSUED **10/22/71**

15. DATE SPUDDED **Comm. 11/12/71** 16. DATE T.D. REACHED **-- --** 17. DATE COMPL. (Ready to prod.) **11/18/71** 18. ELEVATIONS (DF, REB, RT, GR., ETC.)* **7375' GL** 19. ELEV. CASINGHEAD **7375'**

20. TOTAL DEPTH, MD & TVD **-- --** 21. PLUG, BACK T.D., MD & TVD **6612' PB** 22. IF MULTIPLE COMPL., HOW MANY* **-- --** 23. INTERVALS DRILLED BY **-- --** ROTARY TOOLS **-- --** CABLE TOOLS **-- --**

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)* **Entrada - 6504-6518'** 25. WAS DIRECTIONAL SURVEY MADE **no**

26. TYPE ELECTRIC AND OTHER LOGS RUN **none** 27. WAS WELL CORED **-- --**

28. CASING RECORD (Report all strings set in well)

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
No change					

29. LINER RECORD **none** 30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
					2-3/8"	6476'	6470'
							Bkr. Mod. #F

31. PERFORATION RECORD (Interval, size and number) **Entrada 6504-18' - 4 - 1-9/16" Omega jets per foot** 32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
not treated	

33.* PRODUCTION **Also, see back side**

DATE FIRST PRODUCTION **11/18/71** PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump) **Flow thru tubing** WELL STATUS (Producing or shut-in) **SI - Conn'g line**

DATE OF TEST **11/18/71** HOURS TESTED **1 hr** CHOKER SIZE **2" line** PROD'N. FOR TEST PERIOD **7.848 MMCFPD** OIL—BBL. **---** GAS—MCF. **---** WATER—BBL. **---** GAS-OIL RATIO **---**

FLOW TUBING PRESS. **200#** CASING PRESSURE **SI @ 400#** CALCULATED 24-HOUR RATE **7.848 MMCFPD** OIL—BBL. **---** GAS—MCF. **---** WATER—BBL. **---** OIL GRAVITY-API (CORR.) **---**

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) **To be sold to Mountain Fuel Supply** TEST WITNESSED BY **J. F. Binkley**

35. LIST OF ATTACHMENTS **none**

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records

SIGNED **M. E. Brown** TITLE **Drilling Clerk** DATE **11/22/71**

M. E. Brown

*(See Instructions and Spaces for Additional Data on Reverse Side)

INSTRUCTIONS

General: This form is designed for submitting a complete and correct well completion report and log on all types of lands and leases to either a Federal agency or a State agency, or both, pursuant to applicable Federal and/or State laws and regulations. Any necessary special instructions concerning the use of this form and the number of copies to be submitted, particularly with regard to local, area, or regional procedures and practices, either are shown below or will be issued by, or may be obtained from, the local Federal and/or State office. See instructions on items 22 and 24, and 33, below regarding separate reports for separate completions.

If not filed prior to the time this summary record is submitted, copies of all currently available logs (drillers, geologists, sample and core analysis, all types electric, etc.), formation and pressure tests, and directional surveys, should be attached hereto, to the extent required by applicable Federal and/or State laws and regulations. All attachments should be listed on this form, see item 35.

Item 4: If there are no applicable State requirements, locations on Federal or Indian land should be described in accordance with Federal requirements. Consult local State or Federal office for specific instructions.

Item 18: Indicate which elevation is used as reference (where not otherwise shown) for depth measurements given in other spaces on this form and in any attachments.

Items 22 and 24: If this well is completed for separate production from more than one interval zone (multiple completion), so state in item 22, and in item 24 show the producing interval, or intervals, top(s), bottom(s) and name(s) (if any) for only the interval reported in item 33. Submit a separate report (page) on this form, adequately identified, for each additional interval to be separately produced, showing the additional data pertinent to such interval.

Item 29: "Sacks Cement": Attached supplemental records for this well should show the details of any multiple stage cementing and the location of the cementing tool.

Item 33: Submit a separate completion report on this form for each interval to be separately produced. (See instruction for items 22 and 24 above.)

11/19/71 Test: Stabilized Flow - 4 hrs 2654 MCFPD @ 1020#

5 hrs 3947 MCFPD @ 841#

Dead Wt. SIP 1196#

37. SUMMARY OF POROUS ZONES:

SHOW ALL IMPORTANT ZONES OF POROSITY AND CONTENTS THEREOF; CORED INTERVALS; AND ALL DRILL-STEM TESTS, INCLUDING DEPTH INTERVAL TESTED, CUSHION USED, TIME TOOL OPEN, FLOWING AND SHUT-IN PRESSURES, AND RECOVERIES

38.

GEOLOGIC MARKERS

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	GEOLOGIC MARKERS		
				NAME	MEAS. DEPTH	TRUE VERT. DEPTH
<div style="position: absolute; bottom: 20px; left: 20px; transform: rotate(-15deg); font-weight: bold; font-size: 1.2em;">NOV 24 1971</div>						

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir. Use Form 9-331-C for such proposals.)

1. oil well gas well other

2. NAME OF OPERATOR ARCO Oil and Gas Company
Division of Atlantic Richfield Company

3. ADDRESS OF OPERATOR
P.O. Box 5540, Denver, Colorado 80217

4. LOCATION OF WELL (REPORT LOCATION CLEARLY. See space 17 below.)
AT SURFACE: 395' FSL & 2530' FEL
AT TOP PROD. INTERVAL:
AT TOTAL DEPTH:

5. LEASE
State Land - ML 25151 ✓

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
Bitter Creek State

9. WELL NO.
1

10. FIELD OR WILDCAT NAME
Overlook Field

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
2-16S-25E

12. COUNTY OR PARISH Grand 13. STATE Utah

14. API NO.

15. ELEVATIONS (SHOW DF, KDB, AND WD)
7375' GL

16. CHECK APPROPRIATE BOX TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

- REQUEST FOR APPROVAL TO:
- TEST WATER SHUT-OFF
 - FRACTURE TREAT
 - SHOOT OR ACIDIZE
 - REPAIR WELL
 - PULL OR ALTER CASING
 - MULTIPLE COMPLETE
 - CHANGE ZONES
 - ABANDON*
 - (other)

SUBSEQUENT REPORT OF

RECEIVED
OCT 6 1983

(NOTE: Report results of multiple completion or zone change on Form 9-330.)

DIVISION OF
OIL, GAS & MINING

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

This well was originally completed in 1968 in the Cedar Mountain intervals 5904'-5923' and 5985'-5989'. In 1971 the well was recompleted in the Entrada intervals 6504'-6518'. The Entrada is now loaded up and will no longer produce.

It is proposed to abandon the Entrada and reperform and refrac the Cedar Mountain. Attached please find the Recompletion Plan.

Subsurface Safety Valve: Manu. and Type _____ Set @ _____ Ft.

18. I hereby certify that the foregoing is true and correct
SIGNED W.A. Walther, Sr. TITLE Operations Manager DATE 10-4-83
(This space for Federal or State office use)

APPROVED BY _____ TITLE _____
CONDITIONS OF APPROVAL, IF ANY:
**APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING**
DATE: 10/10/83
BY: [Signature]

*See Instructions on Reverse Side

BITTER CREEK #1 RECOMPLETION

Grand County, Utah

I. Well History

Bitter Creek #1 is located 395' FSL and 2530' FEL, Section 2-T16S-R25E in Grand County, Utah. This well was spudded June 18, 1968. 9-5/8" surface casing was set and cemented at 336' and 7" protection casing was set and cemented at 2512'. A total depth of 6658' was reached on July 6, 1968 and 4-1/2" production casing was set at 6654'. This well was originally perforated in the Cedar Mountain formation from 5904'-5923' and 5985-5989' at 2 SPF. This zone was then CO₂ fractured with 30,000# of 20-40 sand and 30,000 gallons of treated water and established an initial production rate of 1140 MCF/D. On November 13, 1971, Bitter Creek #1 was recompleted in the Entrada formation with perforations from 6504'-6518' at 4 SPF. This well has been shut in since November 1973 when the Entrada was taken off production.

II. Current Well Status

TD: 6658'

PBTD: 6597'

Elevation: 7375' G.L.

Casing: Surface 9-5/8", 32#, H-40, STC @ 336'

Protection 7", 20#, J-55, STC @ 2512'

Production 4-1/2", 10.5#, J-55, STC @ 6654'

Tubing and Completion Equipment

Current Production Assembly in Hole:

Tubing hanger (Rector AO-2A)	0.60'
X-over 2-3/8" EUE 8rd x NULock	2.59'
2-3/8", 4.7# NULock PUP Joint	2.65'
2-3/8", 4.7# NULock PUP Joint	7.95'
2-3/8", 4.7# NULock PUP Joint	12.00'
206 Joints, 2-3/8", 4.7#, J-55, Nu-Lock Plastic Coated (TK-2) tubing	6441.90'
X-over 2-3/8" NULock x 2-3/8" EUE 8rd	2.97'

II. Current Well Status, continued

Baker Model "G" 4-seal
production assembly 6.35'

Baker Model "F" permanent packer set @ 6470' G.L.

Perforations:

Cedar Mountain 5904'-5923', 5985'-5989' @ 2 SPF

Entrada 6504'-6518' @ 4 SPF

NOTE: Entrada gas contains approximately 30% CO₂; Cedar
Mountain gas is approximately 100% CH₄.

Well Bore Fluid:

Tubing - produced Entrada gas and water — Depleted

Tubing/Casing Annulus - CaCl₂ water

Wellhead Equipment:

Casinghead: Rector 6-M-4

9-5/8" weld-on x 11" 2000 psi WP w/2-2" LPO

Casing Spool: Rector 6-N-4

11" 2000 psi WP x 11" 2000 psi WP w/2-2" LPO

Tubing Head: Rector 6-M-L-2A

11" 2000 psi WP X 7-1/16" 2000 psi WP w/2-2" FEO

Christmas Tree: (NOTE: Description from original wellhead
invoice. No other current records are available).

Rector "DA" Spool Type Adapter 7-1/16" 2000 psi WP x
2-1/16" 5000 psi WP

WKM Master Valve Model "M", 2-1/16", 3000 psi WP

Flow Tee, T-C Unibolt 2-1/16", 5000 psi x 2-1/16" 2000 psi
FEO with Blanking Plug tapped 1/2" and plug lok

WKM 2-1/16", 2000 psi WP wing valve

Choke, T-C Unibolt 2-1/16" LP inlet x 2-1/16" 2000 psi WP
FEO

WKM 2-1/16", 2000 psi WP wing valve

III. Objective

The objective of this procedure is to permanently abandon the Entrada perforations at 6504'-6518' by squeezing off the perforations and plugging back the well to \pm 6345' (approximately 125' above the Baker production packer). The Cedar Mountain will then be reperforated (5904'-5923', 5985'-5989' at 1 SPF) and a CO₂ fracture stimulation will be performed. The Bitter Creek #1 will be recompleted as a Cedar Mountain gas well.

IV. Procedure

1. MI/RU daylight workover rig with circulating equipment and power swivel. 4-500 bbl frac tanks will also be required.

NOTE: Have some 2-3/8" tubing available on location to replace possible damaged production tubing currently in the hole.

2. Check tubing and tubing/casing annulus for pressure and bleed to 0 psi. Displace tubing with 2% CaCl₂ water. Ensure annulus is also filled to surface.
3. N/D Christmas tree. N/U 2000 psi WP BOPE. Test BOPE to 2000 psi.
4. Unseat seal assembly from packer and POOH with 2-3/8" completion assembly. Visually inspect tubing while it is being pulled from the hole and L/D all questionable joints. (This tubing has been in the hole approximately 12 years).

New 2-3/8", 4.7 lb/ft, J-55, NU-Lock Tubing Properties

I.D. - 1.95"	Pipe Body Yield - 71,700 lb
Drift - 1.90"	Joint Strength - 72,000 lb
Collapse - 8100 psi	Tubing Capacity - 0.00387 bbl/ft
Burst - 7700 psi	

NOTE: If tubing does not come free:

- A. R/U wireline unit and run tubing collar locator in tandem with tubing chemical cutter inside 2-3/8" tubing.
 - B. Locate first collar above Baker Model "F" permanent production packer and cut 2-3/8" tubing 5' above collar. POOH with collar locator and tubing cutter. R/D wireline unit.
 - C. POOH with 2-3/8" tubing assembly.
5. P/U 3-7/8" bit and 4-1/2", 10.5# casing scraper on 2-3/8" tubing and clean out casing to top of packer at 6470' or top of 2-3/8" tubing stub. Circulate hole clean with 2% CaCl₂ water. POOH.

IV. Procedure, continued

6. R/U and run casing inspection and caliper log to top of packer to evaluate the condition of the 4-1/2" production log.

New 4-1/2", 10.5 lb/ft, J-55, STC Casing Properties

I. D. - 4.052"	Pipe Body Yield - 165,000 lb
Drift - 3.927"	Joint Strength - 132,000 lb.
Collapse - 4010 psi	Capacity - 0.0159 bbl/ft.
Burst - 4790 psi	

NOTE: Once the integrity of the 4-1/2" production casing has been established from the log, it will be determined whether the recompletion can be resumed or remedial repair must be attempted prior to continuing. If there is any question on the integrity of the 4-1/2" casing, SD, notify the office, and WO orders.

7. ✓ Set 4-1/2", 10.5# cement retainer at ± 6430' on wireline. P/U squeeze stinger on 2-3/8" production tubing and RIH to top of retainer. Hydrotest tubing to 4500 psi while running in the hole.
8. Sting into retainer and weight test to 10,000#. Establish injection rate at 1-2 BPM (do not exceed 2000 psi injection pressure). Sting out of retainer and displace cement to within 2 bbls (± 500') of stinger. ✓ Sting back into retainer and squeeze Entrada perforations with ± 30 sx Class "G" cement mixed at 15.8 ppg. Displace cement leaving 2 bbls of cement in tubing (approximately 125' of cement left on top of retainer). POOH. Reverse Circ R/D Cementing Service Company.
9. WOC 6 hours. P/U Baker model A-3 Lok-set Retrievable Casing Packer on 2-3/8" tubing and RIH to ± 6000'. Set packer and pressure test squeeze to 4000* psi. POOH.
10. R/U perforating unit with wireline BOP and lubricator. RIH with 3-3/8" casing gun and ✓reperforate the Cedar Mountain Formation from 5904'-5923' and 5985'-5989' at 1 SPF. Correlate to Schlumberger CBL dated 7/31/68. Observe fluid level and pressure after perforating. POOH with casing gun and R/D perforating unit.
11. P/U completion assembly and RIH as follows:

Baker model A-3 Lok-Set Retrievable Casing Packer - 4-1/2",
9.5-10.5#, with 2-3/8" NU-Lock box and pin connections

2 joints 2-3/8", 4.7#, J-55, NU-Lock tubing

Baker Model "F" Seating Nipple (1.78" I.D.) with 2-3/8" NU-Lock
box and pin connections

2-3/8", 4.7#, J-55, NU-Lock used tubing to surface

IV. Procedure, continued

12. Set Baker A-3 Lok-set packer at \pm 5875' with 15,000# compression.

13. R/U service company and perform fracture stimulation as per Operations Engineer's recommendation. Anticipate a CO₂ fracture with 70,000 pounds of 20/40 sand in 60,000 gallons fluid with 500 SCF of CO₂/bbl.

NOTE: Do not exceed 4000 psi tubing pressure during frac job. Hold 1000 psi* on annulus during stimulation to ensure packer is not leaking.

14. R/D service company. R/U sand line lubricator for possible swabbing operations. Begin blow back approximately four hours after frac job (based on Operation's recommendation). Flow and clean up well.

15. Kill well down tubing with 2% CaCl₂ water. Ensure annulus' fluid level is to surface. Release packer and circulate hole clean. POOH.
revise

16. RIH with 2-3/8" tubing to 5904' (top of perforations). Reverse circulate from 5904' to PBD to clean up excess sand. Circulate hole clean. POOH.

17. P/U completion assembly and RIH to 5875'. Displace annulus with packer fluid and set packer at \pm 5875'. Space out and install tubing hangers. N/D BOPE. N/U Christmas tree.

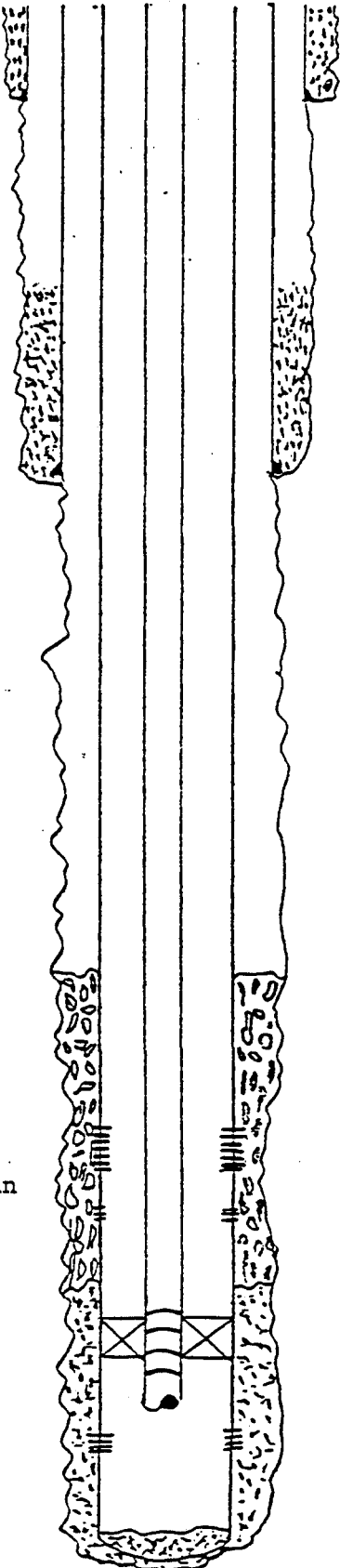
18. R/U sand line lubricator and swab well to production. R/D workover rig and auxiliary equipment. Release well to production.

*Note: actual pressures subject to change based on results from 4-1/2" casing inspection log.

ATTACHMENT II

Subject	BITTER CREEK #1	Page No.	Of
File	CURRENT WELL STATUS	By	J. D. Swanson
		Date	April 5, 198

Originally completed in the Cedar Mountain on 8-3-68, it was then recompleted in the Entrada on 11/19/71. The well has been shut in since November of 1973.
 9-5/8", 32 lb/ft, H-40, STC @ 336'



7", 20 lb/ft, J-55, STC @ 2512'

Production Tubing Assembly

- Rector AO-2A Tubing Hanger
- X-over - 2-3/8" EUE 8rd x 2-3/8" NU-Lock
- 3- 2-3/8", 4.7 lb/ft, J-55, NU-Lock PUP Joints
- 206- 2-3/8", 4.7 lb/ft, J-55, NU-Lock Tubing
- X-over 2-3/8" NU-Lock Box x EUE 8rd pin
- Baker Model "G" 4-seal production seal assembly

TOC @ 4820'

Cedar Mountain Perforations

5904'-5923', 5985'-5989' @ 2 SPF

Baker Model "F" Packer @ 6470' G.L.

Entrada Perforations

6504'-6518' @ 4 SPF

PBTD ± 6597'

4-1/2", 10.5 lb/ft, J-55, STC @ 6654'

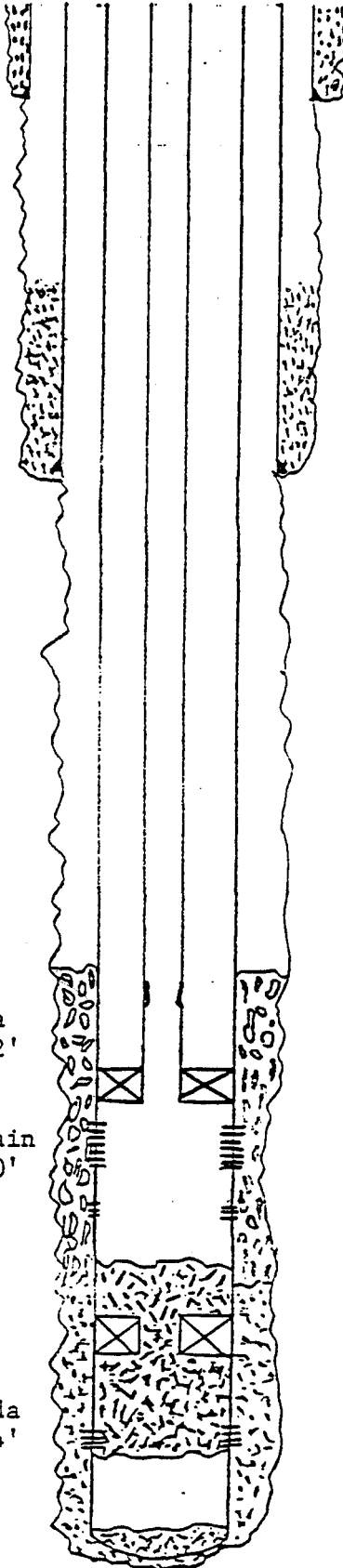
Dakota @ 5762'

Cedar Mountain @ 5860'

Entrada @ 6504'

ATTACHMENT III

Subject	BITTER CREEK #1	Page No.	Of
File	RECOMPLETION - CEDAR MOUNTAIN ✓	By	J. D. Swanson
		Date	April 5, 198



9-5/8", 32 lb/ft, H-40, STC @ 336'

7", 20 lb/ft, J-55, STC @ 2512'

2-3/8", 4.7 lb/ft, J-55, NU-Lock Tubing to surface

TOC @ 4820'

Baker Model "F" seating nipple @ ± 5815'

Baker Model A-3 Lok-set retrievable packer @ ± 5875'

Cedar Mountain Perforations
5904'-5923', 5985'-5989' reperforated @ 1 SPF

PBTD @ ± 6300'

Cement Retainer @ ± 6430'

Baker Model "F" Packer @ 6470' G.L.

Squeezed Entrada perforations 6504'-6518' @ 4 SPF

4-1/2", 10.5 lb/ft, J-55, STC @ 6654'

Dakota
@ 5762'

Cedar
Mountain
@ 5860'

Entrada
@ 6504'

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

SUBMIT IN DUPLICATE

(See other instructions on reverse side)

Form approved,
Budget Bureau No. 42-R355.5

15

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

1a. TYPE OF WELL: OIL WELL GAS WELL DRY Other _____

b. TYPE OF COMPLETION: NEW WELL WORK OVER DEEP-EN PLUG BACK DIFF. RESVR. Other _____

2. NAME OF OPERATOR
ARCO Oil and Gas Company, Division of Atlantic Richfield Company

3. ADDRESS OF OPERATOR
P.O. Box 5540, Denver, Colorado 80217

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
At surface 395' FSL & 2350' FEL
At top prod. interval reported below
At total depth Approx the same

5. LEASE DESIGNATION AND SERIAL NO.
State Land - ML 25151

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
Bitter Creek State

9. WELL NO.
1

10. FIELD AND POOL, OR WILDCAT
Overlook Field

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA
2-16S-25E

12. COUNTY OR PARISH
Grand

13. STATE
Utah

14. PERMIT NO. Sundry
DATE ISSUED 10-10-83

15. DATE SPUDDED
16. DATE T.D. REACHED
17. DATE COMPL. (Ready to prod.) 11-24-83
18. ELEVATIONS (DF, R&B, RT, GR, ETC.)* 7375' GL
19. ELEV. CASINGHEAD

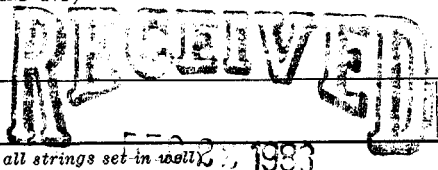
20. TOTAL DEPTH, MD & TVD 6658'
21. PLUG, BACK T.D., MD & TVD 6070'
22. IF MULTIPLE COMPL., HOW MANY* 1
23. INTERVALS DRILLED BY

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)*
Cedar Mountain 5904' - 23' and 5985' - 89'

25. WAS DIRECTIONAL SURVEY MADE
NO

26. TYPE ELECTRIC AND OTHER LOGS RUN
NONE

27. WAS WELL CORED
NO



28. CASING RECORD (Report all strings set in well) 11-24-1983

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
PREVIOUSLY SET					
DIVISION OF OIL, GAS & MINING					

29. LINER RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
					2-3/8"	5880'	NONE

30. TUBING RECORD

31. PERFORATION RECORD (Interval, size and number)

INTERVAL	NUMBER OF HOLES	DIAMETER
Cedar Mountain 5904'-23'	25	
5985'-89'	0.32"	diameter

32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
6504'-6518'	50 sx Class "G" squeeze
5904'-23; 5985'-89	1000 gals 7-1/2% HCL + 100 balls
" "	38,887 gals fluid + 589,500 SCF
" "	N ₂ + 49,266# 20/40 mesh sand

33.* PRODUCTION

DATE FIRST PRODUCTION	PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump)	WELL STATUS (Producing or shut-in)
Swabbed 11-11-83	Flowing	Shut in

DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N. FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
11-24-83	Orifice tester				288		

FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)
	120			288		

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.)
To be Sold

TEST WITNESSED BY _____

35. LIST OF ATTACHMENTS
Daily Well History

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records

SIGNED W.A. Walther, Jr. TITLE Operations Manager DATE 12-19-83

*(See Instructions and Spaces for Additional Data on Reverse Side)

INSTRUCTIONS

General: This form is designed for submitting a complete and correct well completion report and log on all types of lands and leases to either a Federal agency or a State agency, or both, pursuant to applicable Federal and/or State laws and regulations. Any necessary special instructions concerning the use of this form and the number of copies to be submitted, particularly with regard to local, area, or regional procedures and practices, either are shown below or will be issued by, or may be obtained from, the local Federal and/or State office. See instructions on items 22 and 24, and 33, below regarding separate reports for separate completions.

If not filed prior to the time this summary record is submitted, copies of all currently available logs (drillers, geologists, sample and core analysis, all types electric, etc.), formation and pressure tests, and directional surveys, should be attached hereto, to the extent required by applicable Federal and/or State laws and regulations. All attachments should be listed on this form, see item 35.

Item 4: If there are no applicable State requirements, locations on Federal or Indian land should be described in accordance with Federal requirements. Consult local State or Federal office for specific instructions.

Item 18: Indicate which elevation is used as reference (where not otherwise shown) for depth measurements given in other spaces on this form and in any attachments.

Items 22 and 24: If this well is completed for separate production from more than one interval zone (multiple completion), so state in item 22, and in item 24 show the producing interval, or intervals, top(s), bottom(s) and name(s) (if any) for only the interval reported in item 33. Submit a separate report (page) on this form, adequately identified, for each additional interval to be separately produced, showing the additional data pertinent to such interval.

Item 29: "Sacks Cement": Attached supplemental records for this well should show the details of any multiple stage cementing and the location of the cementing tool.

Item 33: Submit a separate completion report on this form for each interval to be separately produced. (See instruction for items 22 and 24 above.)

37. SUMMARY OF POROUS ZONES:

SHOW ALL IMPORTANT ZONES OF POROSITY AND CONTENTS THEREOF; CORED INTERVALS; AND ALL DRILL-STEM TESTS, INCLUDING DEPTH INTERVAL TESTED, CUSHION USED, TIME TOOL OPEN, FLOWING AND SHUT-IN PRESSURES, AND RECOVERIES

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.
NONE			

38.

GEOLOGIC MARKERS

NAME	TOP	
	MEAS. DEPTH	TRUE VERT. DEPTH
NONE		

**UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY**

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir. Use Form 9-331-C for such proposals.)

1. oil well gas well other

2. NAME OF OPERATOR ARCO Oil and Gas Company
Division of Atlantic Richfield Company

3. ADDRESS OF OPERATOR
P.O. Box 5540, Denver, Colorado 80217

4. LOCATION OF WELL (REPORT LOCATION CLEARLY. See space 17 below.)
AT SURFACE: 395' FSL & 2530' FEL
AT TOP PROD. INTERVAL:
AT TOTAL DEPTH: Approx the same

5. LEASE
State Land - ML 25151

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
Bitter Creek State

9. WELL NO.
1

10. FIELD OR WILDCAT NAME
Overlook Field

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
2-16S-25E

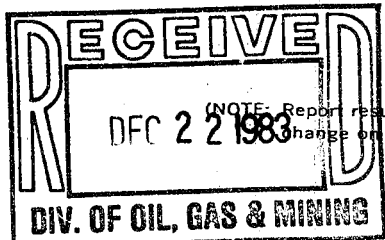
12. COUNTY OR PARISH Grand 13. STATE Utah

14. API NO.

15. ELEVATIONS (SHOW DF, KDB, AND WD)
7375' GL

16. CHECK APPROPRIATE BOX TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

REQUEST FOR APPROVAL TO:	SUBSEQUENT REPORT OF:
TEST WATER SHUT-OFF <input type="checkbox"/>	<input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	<input checked="" type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	<input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	<input type="checkbox"/>
PULL OR ALTER CASING <input type="checkbox"/>	<input type="checkbox"/>
MULTIPLE COMPLETE <input type="checkbox"/>	<input type="checkbox"/>
CHANGE ZONES <input type="checkbox"/>	<input checked="" type="checkbox"/>
ABANDON* <input type="checkbox"/>	<input type="checkbox"/>
(other) <input type="checkbox"/>	<input type="checkbox"/>



(NOTE: Report results of multiple completion or zone change on Form 9-330.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

MI & RU Carmack Rig 10-31-83. Kill well. Remove tree. NU BOP. Made tubing cut @ 6469'. Pull tubing. Set cement retainer @ 6410'. Mix and pumped 50 sx Class "G" and squeeze into Entrada perms 6504'-6518'. Perf'd Cedar Mountain @ 5904'-23' and 5985'-89'. Acidized with 1000 gals 7-1/2% HCL and 100 ball sealers. Frac'd perms using 38,997 gals NOW Frac II-SR 50 fluid with 589,500 SCF N₂ and 49,266# 20/40 mesh sand. Swabbed. Clean out. Swabbed. Landed tubing @ 5880'. Released unit 11-24-83.

Subsurface Safety Valve: Manu. and Type _____ Set @ _____ Ft.

18. I hereby certify that the foregoing is true and correct

SIGNED W.A. Walther, Jr. Operations Manager DATE 12-19-83
W.A. Walther, Jr.

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY:

*See Instructions on Reverse Side

BITTER CREEK STATE #1
395' FSL & 2350' FEL
Section 2-16S-25E
Grand County, Utah

- 11/1/83 6658 Day-1 PBD: 6597' - MI CU 10/31/83. Strt RU.
Recomplete to Cedar Mtn producer.
MI Carmack CU 10/31/83. Strt RU.
- 11/2/83 6658 Day-2 PBD: 6597' - Prep to kill well.
Rig crew did not wrk on 11/1/83. 2-3/8" wrkstring is scheduled to arrive
this PM.
- 11/3/83 6658 Day-3 PBD: 6597' - Prep to run FPI.
SITP @ 800 psi in AM. PI 10 bbls 2% KCl wtr dn tbg & 400 bbls dn annulus.
ND tree & NU BOPs. Unsuccessfully attempted to pull tbg w/30M# OP & SDFN
w/25M# OP tension.
- 11/4/83 6658 Day-4 PBD: 6597' - Prep to FIH w/bit & scraper.
SICP 400 psi, SITP 0. Bld dn csg & PI 35 bbls KCl wtr. RU Dialog. Ran CCL
to 6485' WLM, pkr @ 6475' WLM. Ran FPI, tbg free to 6470'. Cut tbg @
6469'. RD Dialog. TOH w/205 jts 2-3/8" Nu-lok tbg + pups - much of tbg in
bad shape. PU 103 jts new 2-3/8" EUE tbg & RIH w/ 3-7/8" bit & 4-1/2" csg
scraper. SDON.
(Note: Yest report should have read "PI 10 bbls 2% KCl wtr dn tbg & 40
bbls dn annulus.")
- 11/5-7/83 6658 Day-6 PBD: 6410' GL (Rtnr) - Prep to SD f/Sunday.
FIH w/bit & scraper to 6464' (top of tbg stub), attempted circ w/175 BF
w/o success. POH. TIH & set pkr @ 6385', established inj rate @ 1.5-2 BPM
w/1200 psi. Reset pkr @ 5850' & tstd csg to 1800 psi OK. POH w/pkr. RIH &
set cnt rtnr @ 6410', re-established inj rate @ 3 BPM w/2000 psi. Mixed &
sqz'd Entrada perms w/50 sx Cl "G" w/final sqz press @ 3000 psi. PU out of
rtnr, PU 2 jts & rev circ w/2% returns. POH w/tbg & stinger & SDFN &
Sunday.
- 11/8/83 6658 Day-7 PBD: 6350' (TOC) - Prep to frac.
Geosource RIH w/perf gun, tagged TOC @ 6350' (WLM) & perf'd Cedar Mtn
5904-23' & 5985-89' @ 1 SPF w/ 3-1/8" carrier gun. TIH w/ 4-1/2" pkr & set
@ 6295'; press tstd plug to 3200 psi - OK. PU & reset pkr @ 5853', filled
annulus & tstd to 1500 psi - OK. Newsco acidized Cedar Mtn w/1000 gals
7-1/2% HCl w/final rate @ 5 BPM w/2900 psi. Rel'd pkr, lwr'd to knock off
balls & POH. SDON.

2

BITTER CREEK STATE #1
395' FSL & 2350' FEL
Section 2-16S-25E
Grand County, Utah

- 11/9/83 6658 Day-8 PBD: 6350' (TOC) - Prep to cont MI frac equip. TIH w/Mtn State pkr on 2-3/8" tbg & set pkr @ 5855'. Filled annulus & press tstd to 1500 psi - OK. MI frac equip using cat.
- 11/10/83 6658 Day-9 PBD: 6350' - Prep to CO after frac. Fin MI frac equip & frac stimulated Cedar Mtn w/1145 BF + 49,266# 20/40 sd. Avg trtmnt rate was 9.9 BPM w/5075 psi avg, max rate @ 13 BPM & max press reached to 5900 psi while flushing. ISIP 2600 psi, 5 min SIP 2180 psi, 3 hrs SIP 1300 psi. Opnd well to pit after 3 hrs, well flwd 15 min & almost died.
- 11/11-14 6658 Day-13 PBD: 6350' - Prep to swb Cedar Mtn. Opnd well to pit, well dead. RU swb w/FL @ 2000'. Rec'd gassy wtr on 2nd run. Swbd FL to 4800' & FL remained constant. Rec'd 100 BLW 11/11/83. On 11/12/83 SITP 350 psi. Bleed off & swbd w/FL @ 3800'. Swbd 4 hrs vy gassy wtr to 5500'. Rel'd pkr, POH & LD pkr. PU notched clr. TIH & tag TD sd @ 5975' & pld up to 5850'. RU to swb. Rec'd 90 BF & no gas 11/12/83. On 11/13/83 SITP & SICP 100 psi. Tag FL @ 3800' & swbd dn to 5500' making gassy wtr. Sli gas flw between swb run, rec'd 60 BF 11/13/83. Total fld recovery 250 bbls. SWIFN & SDFS.
- 11/15/83 6658 Day-14 PBD: 6350' - Prep to CO sd w/nitrogen. 7:00 AM SITP 650 psi, SICP 670 psi. Strt swbg w/FL @ 4100'. Swbd to 5400' in 2 hrs. Bleed csg dn & lwr tbg to top of sd @ 5978' (sd covers lwr perfs); rec'd 40 bbls, total fld recovery 290 bbls.
- 11/16/83 6658 Day-15 PBD: 6070' (Top of Sd) - Prep to cont swbg. In AM SITP 550 psi, SICP 650 psi. Bled dn tbg to 0 & csg SICP went to 250 psi. Strtd swbg. FL @ 5100'. Rec'd 15 BF in 1-1/2 hrs. LD 11 jts tbg. RU Nowsco & CO sd w/coil tbg 5975-6070'. Trip tbg to 5870'. Made 3 swb runs. Rec'd 4 BF. CP decr'd f/175 psi to 75 psi. SWIFN. Total fld recovery est ±400 bbls.
- 11/17/83 6658 Day-16 PBD: 6070' (Top of Sd) - Prep to cont swbg. 7:00 AM SITP = SICP = 650 psi. FL @ 5300'. Blw dn tbg, csg press dropped to 200 psi. Made 4 swb runs, on last run rec'd less than 100' fld. SICP @ 90 psi while swbg. Swbd 10 hrs rec'g 1.5 BFPH. Sli gas blw foll'g ea swb run. Rec'd 16 BF.

BITTER CREEK STATE #1
395' FSL & 2350' FEL
Section 2-16S-25E
Grand County, Utah

- 11/18/83 6658 | Day-17 PBD: 6070' (Top of Sd) - Prep to cont swbg.
Flwd well O/N. 7:00 AM SICP 350 psi. FL @ 4500'. Made 2 swb runs/hr rec'd 1-1/2 to 2 BF/hr. CP 125 psi while swbg. At 1:00 PM tstd thru 3/8" orifice f/ 1-1/2 hrs making ±130 MCFD. SWI. RIH w/tbg. Tag sd @ 6070'. Pull up to 5870'. Run swb & tag fld @ 5100' (3 hr bld up). Left well on 3/8" orifice O/N. Total 35 BF rec'd over last 24 hrs. Total rec'd to date = 450 bbls.

- 11/19-21 6658 | Day-19 PBD: 6070' (Top of Sd) - Prep to SD f/Sunday.
Flwd well to pit O/N in both days. SICP @ 180 psi & 150 psi in Fri & Sat AM. Gas productivity was meas'd @ 200 MCFPD on Fri & @ 231 MCFPD on Sat. SWIFN & f/Sunday.

- 11/22/83 6658 | Day-20 PBD: 6070' (Top of Sd) - Prep to flw and/or swb.
In AM, well making 253 MCFD on 1/2" orifice, SICP = 215 psi. Ran swb, FL @ 5100'. Swbd every 1/2 hr, rec'd 250' fld/run. Tst well @ noon f/2 hrs. Making 248 MCFD on 1/2" orifice w/SICP @ 165 psi. SD @ 3 PM, 14" new snow.

- 11/23/83 6658 | Day-21 PBD: 6070' - Prep to MO CU.
SICP & SITP @ 550 psi in AM. Bled dn & ran 1-3/4 hr tst; 315 MCFPD. RU to swb, made 2 swb runs rec'g sml amt wtr. Re-tstd well to 315 MCFPD & landed tbg. ND EOPs & NU tree. TOPS. (Drop f/report until further production tst).

- 11/24-28 6658 | Day-24 PBD: 6070' - FINAL REPORT - COMPLETED FLWG GAS WELL, 11/24/83.
Flwg well to pit f/final cln up. Well flwg to pit w/sli wtr spray w/CP @ 120 psi guaged @ 288 MCFD on orifice tstr. RD MO CU rig w/oprns SD 11/24/83. Fin MO rig & equip.



UTAH
NATURAL RESOURCES
Oil, Gas & Mining

355 West North Temple, 3 Triad Center, Suite 350, Salt Lake City, Ut
84180-1203. (801-538-5340)

MONTHLY OIL AND GAS PRODUCTION REPORT

012920

Operator name and address:

• ARCO OIL & GAS COMPANY
P O BOX 1610
MIDLAND TX 79702
ATTN: REVENUE ACCT/JEFF DECKER

Utah Account No. N0080
Report Period (Month/Year) 12 / 86
Amended Report

Well Name API Number	Entity	Location	Producing Zone	Days Oper	Production Volume		
					Oil (BBL)	Gas (MSCF)	Water (BBL)
X SAN ARROYO 2 4301915885	00505	16S 25E 22	ENRD	*			
X SAN ARROYO 3 4301915886	00505	16S 25E 23	ENRD	*			
X SAN ARROYO 5 4301915888	00505	16S 25E 25	ENRD	*			
X SAN ARROYO 6 4301915889	00505	16S 25E 21	ENRD	*			
X SAN ARROYO 1 4301916532	00505	16S 25E 26	ENRD	*			
X SAN ARROYO 14 4301915895	00510	16S 25E 16	MRSN	*			
X BITTER CREEK #1 4301930047	00515	16S 25E 2	CDMTN	*			
X ARCO-STATE 2-1 4301930240	00520	16S 24E 2	DKTA	*			
X ARCO-STATE 2-2 4301930241	00520	16S 24E 2	DKTA	*			
ENGLISH #1 4303715911	00525	43S 22E 22	PRDX	31	0	171	0
ENGLISH #6 4303715915	00525	43S 22E 16	PRDX	SI	0	0	0
ENGLISH #7 4303715916	00525	43S 22E 16	PRDX	SI	0	0	0
ENGLISH #9 4303715918	00525	43S 22E 16	PRDX	SI	0	0	0
TOTAL					0	171	0

Comments (attach separate sheet if necessary) * SEE COMMENT PAGE 1 OF 6 - Properties Sold, Effective 9-1-86, To: Buch Corporation

I have reviewed this report and certify the information to be accurate and complete. Date 1-21-87
 Authorized signature J. Decker JEFF DECKER Telephone (915) 688-5414

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

5. LEASE DESIGNATION AND SERIAL NO.
ML-25151 PGW

6. IF INDIAN, ALLOTTEE OR TRIBE NAME
111817

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
Bitter Creek

9. WELL NO.
No. 1

10. FIELD AND POOL, OR WILDCAT
Bitter Creek

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
Sec 2 T16S R25E

12. COUNTY OR PARISH | 13. STATE
Grand | Utah

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen, or plug back to a different reservoir. Use "APPLICATION FOR PERMIT" for such proposals.)

NOV 16 1987

1. OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR
Birch Corporation

3. ADDRESS OF OPERATOR
3801 East Florida Avenue Suite 900, Denver, CO 80210

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. See also space 17 below.)
At surface
395' FSL 2530 FWL

14. API NUMBER | 15. ELEVATIONS (Show whether SP, RT, GR, etc.)
43-019-30047 | 7375 GR

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
TEST WATER SHUT-OFF <input type="checkbox"/>	FULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input checked="" type="checkbox"/>	MULTIPLE COMPLETE <input checked="" type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input checked="" type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) _____	

(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.) *

We propose to perforate, acidize, and fracture according to the attached procedure. Fracture design will be for a propped fracture length of approximately 800 feet.

18. I hereby certify that the foregoing is true and correct

SIGNED *[Signature]* TITLE Operations Manager DATE 11/7/87

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY:

WORKOVER PROCEDURE

Bitter Creek Well #1
San Arroyo Field, Grand County, Utah

LOCATION: 395' FSL, 2530' FWL, Section 2, T16S, R25E. Grand County, Utah.

ELEVATION: 7375' GL.

TUBULARS: 4½" OD casing set at 6654'.
2-3/8" EUE internally plastic lined tubing set at 6476'.

PACKER: 4½" Baker Model "F" packer at 6470'.

PROCEDURE:

1. Move in workover rig and rig up. Install BOP's. Pull out of hole with Baker Model "F" packer at 6470 feet. If packer is stuck, arrangements will be made to fish packer out of hole.

2. Clean out hole to 6565 feet.

3. Perforate the Morrison zone as follows:

6192-6200	9 Holes	1 JSPF
6220-6230	11 Holes	1 JSPF
6253-6258	6 Holes	1 JSPF

Perforate Lower Dakota zone as follows:

5845-5855	11 Holes	1 JSPF
-----------	----------	--------

Perforate Upper Dakota zone as follows:

5770-5780	11 Holes	1 JSPF
-----------	----------	--------

For all perforation use 3-1/8" casing gun and premium charges.
Run gauge ring.

4. Pick up retrievable packer and trip in hole. Set at 6480. Swab and flow test Entrada. Fracture Entrada down tubing with foam frac. Fracture treatment will be designed later. Flow back well and test.

5. Pull out of hole with packer. Set CIBP by wireline at 6480 feet.

6. Run in hole with packer and set @6110 feet. Swab down well and test.

7. Acidize Morrison zones down tubing using 1,250 gallons 15% HCl containing inhibitor, iron sequestering agent, clay stabilizers and non-ionic surfactant with ball sealers. Flowback and evaluate for frac.

8. Frac down tubing with foam frac if warranted. Fracture treatment will be designed later. Flowback.
9. Pick up bridge plug and set at 6150 feet. Reset packer at 5870 feet. Frac Cedar Mountain perforations at 5904-5923, 5985-5989 down tubing. Fracture treatment will be designed later. Flow back.
10. Retrieve bridge plug and set at 5890 feet. Set packer at 5820 feet.
11. Swab down well. Test and acidize Lower Dakota zone down tubing using 500 gallons 15% HCl and same additives as specified above. Flow back.
12. Fracture zone down tubing. Fracture treatment will be specified later. Flow back.
13. Retrieve bridge plug and set at 5830 feet. Set packer at 5740 feet. Swab down well and test.
14. Acidize Upper Dakota zone down tubing using 500 gallons 15% HCl and same additives as specified above. Flow back.
15. Fracture Upper Dakota down tubing. Fracture treatment will be designed later. Flow back.
16. Pull out of hole with packer and bridge plug. Go in hole open ended. Flow well to sales line. Reserve Entrada until well has cleaned up and volume is needed.

Bitter Creek Well # 1

Elevation: 7375
TD: 6658

9 5/8" Csg. @ 336

7" Csg. @ 2512

Dakota

FRAC: 30,000 gal. acid water w/ 30,000# 20-40 sd

- 5904
- 5973
- 5985
- 5989

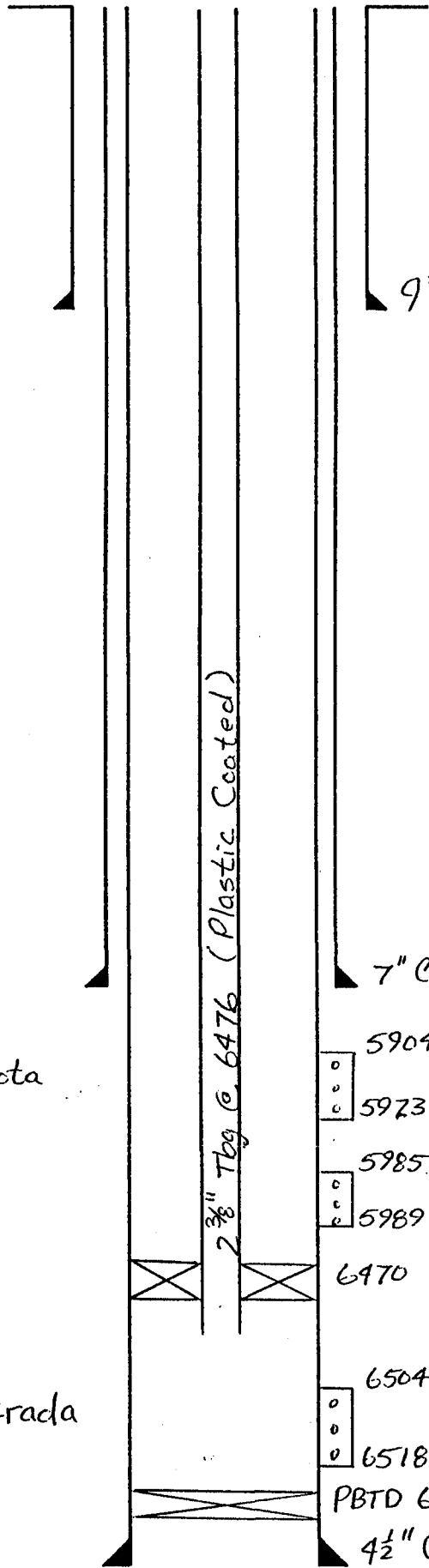
6970 Bkr. Mod. "F" PKR.

Entrada

- 6504
- 6518

PBTD 6597

4 1/2" Csg @ 6654



STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

15

5. LEASE DESIGNATION AND SERIAL NO.
ML-25151

6. IF INDIAN, ALLOTTEE OR TRIBE NAME
111817

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
Bitter Creek

9. WELL NO.
No. 1

10. FIELD AND POOL, OR WILDCAT
Bitter Creek

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA
Sec 2 T16S R25E

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

1a. TYPE OF WELL: OIL WELL GAS WELL DRY Other _____

b. TYPE OF COMPLETION: NEW WELL WORK OVER DEEP-EN PLUG BACK DIFF. RESVR. Other **recompletion**

2. NAME OF OPERATOR
Birch Corporation

3. ADDRESS OF OPERATOR
3801 East Florida Ave Suite #900 Denver Co 80210

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
At surface 395 FSL 2530 FWL
At top prod. interval reported below
At total depth

14. PERMIT NO. 43-019-30047 DATE ISSUED
12. COUNTY OR PARISH Grand 13. STATE Utah

15. DATE SPUNDED 6-18-68 16. DATE T.D. REACHED 1-25-88 17. DATE COMPL. (Ready to prod.) 1-25-88 18. ELEVATIONS (DF, RES. RT, GR, ETC.)* 7375 GL 19. ELEV. CASINGHEAD

20. TOTAL DEPTH, MD & TVD 6658 21. PLUG, BACK T.D., MD & TVD 6597 22. IF MULTIPLE COMPL., HOW MANY* 5 23. INTERVALS DRILLED BY ROTARY TOOLS CABLE TOOLS

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)*
Salt Wash 6253-6268, 6220-6230, 6192-6200
Dakota 5845-5855, 5770-5780
25. WAS DIRECTIONAL SURVEY MADE no

26. TYPE ELECTRIC AND OTHER LOGS RUN CI, GR-CCL 27. WAS WELL CORED no

28. CASING RECORD (Report all strings set in well)

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
9-5/8		336		pre-existing	
7		2512		pre-existing	
4 1/2		6654		pre-existing	

29. LINER RECORD 30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
					2-3/8 J-55	5743	

31. PERFORATION RECORD (Interval, size and number)

(5985-5989 Pre-existing) (5904-5929 2 shots/ft.)
(6504-6518 Pre-existing) (Pre-existing)
6253-68 6 shots 5845-5855 11shots
6220-30 11 shots 5770-5780 11 shots
6192-6200 9 shots

32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
	see attached report

33. PRODUCTION

DATE FIRST PRODUCTION	PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump)	WELL STATUS (Producing or shut-in)					
1-25-88	flowing	producing					
DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N. FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
1-26-88	24	28/64	→	0	1.84 mmcf/d	23	NA
FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)	
390	740	→	0	1.84 mmcf/d	23	NA	

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) vented TEST WITNESSED BY Jack Bowden

35. LIST OF ATTACHMENTS attachment enclosed

38. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records

SIGNED Long Amy TITLE Operations Manager DATE 4/13/88

*(See Instructions and Spaces for Additional Data on Reverse Side)

Bitter Creek #1
Sec. 2 T16S-R25E
Grand County, Utah

1-8-88 - Present Operation: Move in tanks, blow down well. Move in rig, BOP's, pump & tank. RU rig. SDFN.

DC: \$7687
CC: \$7687

1-9-88 - Present operation: TIH to clean out fill. Move in frac tank and tbg. Blow down well. Remove tree & NU BOP equipment. POOH w/ 91 stds & 1 single jt 2 3/8" tbg. Total 5873.75'. SDFN. Left well flowing to pit.

DC: \$4773
CC: \$12,460

1-10-88 - PU Bailer and RIH picking up 2 3/8" N-80 work string. Tag fill @ 5888'. Clean out to 5958'. Pull out w/ 35 stds tbg. SDFN. Bailer plugged.

DC: \$3051
CC: \$15,511

1-11-88 - Finish trip & clean out bailer. Rec approx 200' sand in bailer. Run in hole, tag @ 5958'. Clean out to 5995'. Pump 20 bbls water, work bailer & rotate with no progress. POOH & recovered 85 ft sand in tbg. Run in to 5735'. SDFN.

DC: \$1991
CC: \$17,802

1-12-88 - RIH to 5995'. Pump 15 bbls water. Rotate & bail hard sand to 5962'. Bail to 6118'. Stop making hole. Rotate bailer & pump 15 bbls water. No progress. POOH. Recovered 500 ft of sand in tbg. TIH w/ bailer to 6118'. Rotate, bail & pump 15 bbls water. Wash bailer for 30 min. No progress. Pull 12 stds tbg. SD due to weather.

DC: \$1977
CC: \$19,479

1-13-88 - Finished pulling out of hole w/ bailer. Recovered 20' hard packed sand in bailer. TIH w/ bailer w/ 3 7/8" bit on the bottom. Drl & bail very hard sand 6118-6147'. Bailer quit working. POH. Recovered 100' hard sand in bailer. Change out shoe on bailer. TIH w/ bailer & 90 stds of tbg. SDFN. Present operations: Cleaning out fill across salt wash interval.

DC: \$4444
CC: \$23,923

Bitter Creek #1
Sec. 2 T16S-R25E
Grand County, Utah

1-14-88 - Finish TIH. Bail sand from 6147' to 6238'. POOH. Recovered 280' of sand in tbg. TIH, bail from 6238' to 6343'. POOH, recovered 350' sand in tbg. SDFN. Present operation: RU to run CI log.

DC: \$3621
CC: \$27,544

1-15-88 - RU Dia-Log, run csg inspection log from 6283' to surface. Casing good. RU Dyna-Jet, run GR and CCL from 6300-5700'. Perforate 6253-68', w/ 6 shots. 6220-30 w/ 11 shots, 6192-6200 w/ 9 shots. Well started flowing gas & water when perf guns pulled to surface. Ran 3.92 gauge ring. Run to 6294'. RU flow line, put well on 20/64" choke, SICP 470, left well flowing overnight. 1/15/88 7 am flow press 460 psi, flow rate 1,115 MCF. Present operations: prep to run pkr for breakdown of salt wash perforations.

DC: \$7012
CC: \$34,556

1-16-88 - Present operation: prep to frac. Well flowing on 20/64" choke. (7:00 am 1/15/88). 460 psi flow rate 1115 mcf/day. Kill well w/ 56 bbls water. TIH w/ Mtn States pkr. 98 1/2 stds tbg. Set pkr at 6106'. Change csg valve. RU swab equip & fl level at 3200'. Swab 15 bbls of water & well started flowing. Flowed another 12 bbls water. RU on 20/64" choke & flowed 1 hr. Fl rate 838 mcf/d. RU Dowell. Well shut-in for 2 hrs. 860# SIP. Pumped 1250 gal 7 1/2% Hcl & dropped 50 ball sealers. Displace acid w/ 25 bbls KCl water. Avg rate 3 bbls/min. Avg press 2200#. Max 5000#. Ball off perf. 3 bbls before SD. Surged balls off perf & pumped remaining 3 bbls water. ISIP 4000#. Went to 0 in 3 min. RU swab equip. Fl at 300'. Swab 30 bbls of fld and flowed back another 12 bbls. Left well flowing on 20/64" choke (7:00 am 1/16/88). Flowing press 190#. Fl rate 460.64 per day.

DC: \$6550
CC: \$41,106

Bitter Creek #1
 Sec. 2 T16S-R25E
 Grand County, Utah

1-17-88 - Present operations: flowing back after frac. Flowing press 190# 20/64" choke. Fl rate 460 MCFD. RU Dowell & frac down tbg w/ 239 bbls gel water. 15,000# 100 mesh sand, 12,500# 20/40 sand with 850,000 scf N2. Pumped as follows:

Gallons	Fluid	Pump Rate (BPM)	Avg Press
-----	-----	-----	-----
5,000	75 quality foam pad	12	3700#
10,000	" " w/ 1/2#/gal 100 mesh sand	12	4760#
10,000	" " w/ 1#/gal 100 mesh sand	12	5335#
4,000	" " w/ 1/2#/gal of 20/40 sand	12	5210#
5,000	" " w/ 1#/gal of 20/40 sand	12	4970#
5,300	" " w/ 1 1/2#/gal of 20/40 sand	12	4940#

Comments: lost fluid pump due to mechanical problems. Cut off sand & flushed to perf w/ 30,600 scf of N2 w/ press of 4590 ISIP 4010, 5 min 3503, 10 min 3210, 15 min 2610, RU flow line to flow back on 16/64" choke. Leave well shut-in for 4 hrs.

Time	Tubing Pressure
----	-----
4:00	1400 (SI pressure)
4:30	350 (flowing
5:00	430 pressure
6:00	430 readings
7:00	670 from
8:00	725 4:30 - 7:00 am)
9:00	730
10:00	750
11:00	760
12:00	775
1:00	785

From 1:00 to 7:00 am this morning, tbg pressure has been 785. 785 = 1.156 mcf-day. Gas will flare.

DC: \$26,314
 CC: \$67,420

Bitter Creek #1
Sec. 2 T16S R25E
Grand County, Utah

1-18-88 - Present operations: prep to pull out of hole with pkr. Flowing well on 16/64" choke. Pressure was 785 psi and same from 8:00 am - 2:00 pm. SI at 2:00 pm. SITP 1070#.

DC: \$1,015
CC: \$68,435

1-19-88 - Present operations: Trip in hole w/ packer. SITP 1070 psi. Blow down well. Pump 100 bbls 3% KCl to kill well. Release packer. Well started flowing up casing. Mix 120 bbls 3% KCl water. Pumped 100 bbls down casing to kill well. Tag bottom at 6335'. POH w/ packer. RU Dyna-Jet and set Mtn State RBP at 5890'. Dump 2 sacks sand on BP. Perforate 5845-5855 w/ 11 shots, 5770-5780 w/ 11 shots. R down perforator. SDFN.

DC: \$5351
CC: \$73,786

1-20-88 - Present operation: getting acid trucks to location. Plow snow drifts from road to get crew to location. CP 20 psi. TIH w/ Mtn States packer & 91 1/2 stds tbgs. Set packer @ 5672'. Swab 10 bbls water, slight blow of gas on tbgs. Shut down due to inability to get acid trks to location because of wind & drifting snow.

DC: \$4314
CC: \$78,100

1-21-88 - Present operation: Prep to frac. TP 170. Rig up swab equip. Swab 2 1/2 bbl H2O. Well flowing. Test well 4 hrs on 12/64" choke while waiting for acid equip. Flow pressure 25 psi, rate 20 MCF. RU Dowell. Acidize perfs 5770-5780'. 5845-5855' with 1000 gal 7 1/2% Hcl. Drop 40 ball sealers. Pumped acid at 4 bbl/min of fluid with 500 scf/bbl of N2. Break down 3660 psi. Displace acid with 29,000 scf of N2. Had some ball action but did not ball off. ISP 3500 psi. 5 min 3203 psi. 10 min 2956 psi, 15 min 2881 psi. Flowed well back. Recovered no fluid. RU swab equip. Made run to seating nipple at 5639'. Recovered no fluid. Well was blowing gas and gas will flare. SDFN.

Bitter Creek #1
 Sec. 2 T16S-R25E
 Grand County, Utah

 1-22-88 - Flow back after frac. Upper Dakota. Flowing 10
 psig on 24/64" choke. Rate 34 MCFD. Open perfs 5770-80'.
 5845-55'. SITP 520 psig. Blow down well & make 2 swab runs to
 seating nipple. Rec 3/4 bbl fluid. Rig up Dowell and frac.
 Upper Dakota. 339 bbls gelled water, 16500# 100 mesh sn, 28100#
 20/40 sn, and 1,050,000 scf N2. Pumped at an avg rate of 12
 BPM, 10 min 3095#, 15 min 2990 psig. Had trouble with blender
 on job. Flow back well.

Fracture Details

Volume Gal	Fluid Type	Rate BPM	T.P.	Proppant	Remarks
-----	-----	-----	-----	-----	-----
5,000	75% Q foam	12	4750	Pad	
11,000	"	"	4786	1/2 ppg 100 mesh	
11,000	"	"	4722	1 ppg 100 mesh	
3,000	"	"	4670	1/2 ppg 20/40	
5,000	"	"	4520	1 ppg 20/40	
7,000	"	"	4260	1 1/2 ppg 20/40	
Shut down - lost blender. Restart & resume pumping.					
6,480	"	"	4480	2 ppg 20/40	
Blender down again and job cut short. Flushed with 24,640 scf N2.					

Time	FTP	Choke	Fluid	Remarks
-----	---	-----	-----	-----
3:30 pm	2160	SITP	-	
4:00	800	16/64	-	
5:00	250	"	-	
6:00	150	"	Changed to 24/64" choke	
7:00	50	24/64	-	
8:00	50	"	-	
9:00	30	"	-	
10:00	20	24/64	-	
11:00	20	"	-	
12:00	20	"	-	Blowing dry gas
5:00 am	20	"	1/2	Began flowing mist
6:00	10	"	dry	
7:00	10	"	dry	Gas will flare

DC: \$31,652
 CC: \$119,565

Bitter Creek #1
Sec. 2 T16S-R25E
Grand County, Utah

1-23-88 - Well flowing on 24/64" choke. 10 psi on tbg. Flow rate of 34 MCF/day. RU orifice tester w/ a 3/32 orifice. Flow for 3 hrs. 44 psi = tbg press. Flow rate of 35 MCFD. Release prk, POH, pick up Mtn States bailer w/ retrieving tool for BP on the bottom. TIH to 5685. SDFN.

DC: \$5059
CC: \$124,624

1-24-88 - Run in hole from 5685-5819'. Tag fill and clean out to 5904' with bailer. POOH, lay down bailer, trip in hole and circulate w/ 3% KCl water. Retrieve RBP and POOH laying down 2 3/8" N-80 work string. Trip in hole w/ plastic lined 2 3/8" J-55 production tbg 3750'. SDFN.

DC: \$3463
CC: \$128,087

1-25-88 - 280 TP. 370 CP. Blew well down. TIH w/ 20 stds 2 3/8" 4.6# J-55 plastic coated tbg. Landed tbg at 5742.92'. Pumped 20 bbls water to kill tbg. Remove BOP equipment. NU tree. RU swab equip and swb 28 bbls water. Well started flowing and flowed 41 bbls water. Left flowing on 28/64" choke. Move all equip off location except rig. 7am 1/25/88. Flowing TP 390 psi. CP 740 psi. Flow rate of 1.844 mcf/day. Well unloaded 23 bbls water overnight.

DC: \$1724
CC: \$129,811

1-26-88 - RD & MO. FTP 390#. CP 740#. Flowing on a 28/64" choke. Calculated rate 1.844 MMCFD. Well produced 23 bbls water overnight. SI well & rigged up production line.

DC: \$2914
CC: \$132,726

FINAL REPORT

Bitter Creek #1

PRODUCTION REPORT

<u>Date</u>	<u>Diff</u>	<u>Static</u>	<u>Volume</u>	<u>Tubing</u>	<u>Hrs Prod</u>	<u>Remarks</u>
1-27	4.9	156	1.711	650 csg 990 tbg	18	Took freeze out of prod. line
1-28	4.9	156	1.700	650 csg 730 tbg	24	
1-29	4.8	160	1.706	640 csg 410 tbg	24	
1-30	4.6	324	1.635	580 csg 380 tbg	24	
1-31	4.7	5.5	1.612	580 csg 360 tbg	24	
2-1	4.7	5.5	1.612	560 csg 360 tbg	24	
2-2	4.5	5.5	1.580	560 csg 330 tbg	24	

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

CDMTN

SUNDRY NOTICES AND REPORTS ON WELLS
(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir. Use "APPLICATION FOR PERMIT" for such proposals.)

APR 18 1988

1. OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER <input type="checkbox"/>		5. LEASE DESIGNATION AND SERIAL NO. MI-25151
2. NAME OF OPERATOR Birch Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME 111817
3. ADDRESS OF OPERATOR 3801 East Florida Ave Suite #900 Denver CO 80210		7. UNIT AGREEMENT NAME
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. See also space 17 below.) At surface 395 FSL 2530 FWL		8. FARM OR LEASE NAME Bitter Creek
14. API NUMBER 43-019-30047		9. WELL NO. No. 1
15. ELEVATIONS (Show whether DF, RT, GR, etc.) 7375 GL		10. FIELD AND POOL, OR WILDCAT Bitter Creek
		11. SEC., T., R., M., OR 31.1. AND SURVEY OR AREA Sec 2 T16S R25E
		12. COUNTY OR PARISH 13. STATE Grand Utah

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
TEST WATER SHUT-OFF <input type="checkbox"/>	FULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input checked="" type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input checked="" type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) _____	

(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

This well was recompleted according to the attached procedure. Recompletion began 1-8-88 and finished 1-25-88.

18. I hereby certify that the foregoing is true and correct

SIGNED: [Signature] TITLE: Operations Manager DATE: 4/13/88

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir. Use "APPLICATION FOR PERMIT—" for such proposals.)

1. OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER		5. LEASE DESIGNATION AND SERIAL NO.
2. NAME OF OPERATOR Graham Royalty, Ltd.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME
3. ADDRESS OF OPERATOR 1675 Larimer Street, Suite 400, Denver, Colorado 80202		7. UNIT AGREEMENT NAME
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. See also space 17 below.) At surface		8. FARM OR LEASE NAME
14. PERMIT NO.		9. WELL NO.
15. ELEVATIONS (Show whether OF, FT, GR, etc.)		10. FIELD AND POOL, OR WILDCAT
16. DIVISION OF OIL, GAS & MINING		11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
		12. COUNTY OR PARISH 13. STATE

RECEIVED
MAY 01 1989

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) <u>Change of Operator</u> <input checked="" type="checkbox"/>	
(Other) <input type="checkbox"/>		(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)	

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

Effective April 1, 1989 Graham Royalty, Ltd. took over as operator from Birch Corporation on various wells in the San Arroyo Field.

The attached Exhibit shows a list of wells and their location.

18. I hereby certify that the foregoing is true and correct

SIGNED Wilbur L. Boyer TITLE Vice President DATE April 25, 1989

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY:

San Arroyo	1	Entrada Unit	SE NW Sec. 26-16S-25E	Grand Co., UT
San Arroyo	2	Entrada Unit	SE NW Sec. 22-16S-25E	Grand Co., UT
San Arroyo	3	Entrada Unit	SE NW Sec. 23-16S-25E	Grand Co., UT
San Arroyo	5	Entrada Unit	NW SE Sec. 25-16S-25E	Grand Co., UT
San Arroyo	6	Entrada Unit	SW NE Sec. 21-16S-25E	Grand Co., UT
San Arroyo	40	Entrada Unit	NW NE Sec. 27-16S-25E	Grand Co., UT

San Arroyo	4	Dakota Unit	SE SW Sec. 30-16S-26E	Grand Co., UT
San Arroyo	8	Dakota Unit	SW SW Sec. 16-16S-25E	Grand Co., UT
San Arroyo	9	Dakota Unit	NW NE Sec. 27-16S-25E	Grand Co., UT
San Arroyo	11	Dakota Unit	NE SW Sec. 15-16S-25E	Grand Co., UT
San Arroyo	12	Dakota Unit	SW SW Sec. 23-16S-25E	Grand Co., UT
San Arroyo	13	Dakota Unit	NE SW Sec. 22-16S-25E	Grand Co., UT
San Arroyo	16	Dakota Unit	SE SW Sec. 26-16S-25E	Grand Co., UT
San Arroyo	17	Dakota Unit	NE NE Sec. 24-16S-25E	Grand Co., UT
San Arroyo	18	Dakota Unit	NW NW Sec. 30-16S-26E	Grand Co., UT
San Arroyo	19	Dakota Unit	SW SE Sec. 14-16S-25E	Grand Co., UT
San Arroyo	20	Dakota Unit	SE NE Sec. 26-16S-25E	Grand Co., UT
San Arroyo	21	Dakota Unit	NW SE Sec. 25-16S-25E	Grand Co., UT
San Arroyo	22	Dakota Unit	NE NE Sec. 15-16S-25E	Grand Co., UT
San Arroyo	24	Dakota Unit	SE NW Sec. 19-16S-25E	Grand Co., UT
San Arroyo	25	Dakota Unit	SW NE Sec. 21-16S-25E	Grand Co., UT
San Arroyo	26	Dakota Unit	SW SW Sec. 20-16S-26E	Grand Co., UT
San Arroyo	27	Dakota Unit	NE SW Sec. 29-16S-26E	Grand Co., UT
San Arroyo	28	Dakota Unit	NW NE Sec. 29-16S-26E	Grand Co., UT
San Arroyo	29	Dakota Unit	NE NE Sec. 22-16S-26E	Grand Co., UT
San Arroyo	30	Dakota Unit	NW SW Sec. 21-16S-26E	Grand Co., UT
San Arroyo	31	Dakota Unit	NW NW Sec. 22-16S-25E	Grand Co., UT
San Arroyo	32	Dakota Unit	SW SW Sec. 14-16S-25E	Grand Co., UT
San Arroyo	33	Dakota Unit	SW SW Sec. 25-16S-25E	Grand Co., UT
San Arroyo	35	Dakota Unit	SE SW Sec. 24-16S-25E	Grand Co., UT
San Arroyo	36A	Dakota Unit	SE SE Sec. 19-16S-26E	Grand Co., UT
San Arroyo	37	Dakota Unit	SW NE Sec. 20-16S-26E	Grand Co., UT
San Arroyo	38	Dakota Unit	SW NE Sec. 16-16S-25E	Grand Co., UT

Arco Fed. 27-1			NW SW Sec. 27-16S-25E	Grand Co., UT
Arco State 2-1			NW SW Sec. 2-16S-24E	Grand Co., UT
Arco State 2-2			NW SW Sec. 2-16S-24E	Grand Co., UT
Arco State 36-7			NW SW Sec. 36-15S-24E	Grand Co., UT
Arco State 36-8			NW SW Sec. 36-15S-24E	Grand Co., UT
Federal 174-1			SE SW Sec. 11-16S-25E	Grand Co., UT
Bittercreek #1			SE SW Sec. 2-16S-25E	Grand Co., UT
Black Horse 31-1			SE SW Sec. 31-15S-24E	Uintah Co., UT
Fed. Gilbert #1			SE SW Sec. 31-15S-24E	Grand Co., UT

↙ per Jackie Cannon from Buch, Graham Royalty does not own
 this well. JS 5/15/84



UTAH
NATURAL RESOURCES
Oil, Gas & Mining

355 West North Temple, 3 Triad Center, Suite 350, Salt Lake City, Ut
84180-1203. • (801-538-5340)

MONTHLY OIL AND GAS PRODUCTION REPORT

Operator name and address:

• GRAHAM ROYALTY, LTD.
1675 LARIMER STREET
DENVER CO 80202
ATTN: CINDI ROBBINS

Utah Account No. N0505

Report Period (Month/Year) 5 / 89

Amended Report

Well Name	Producing Zone	Days Oper	Production Volume		
API Number Entity Location			Oil (BBL)	Gas (MSCF)	Water (BBL)
SAN ARROYO UNIT #37					
4301931252 00500 16S 26E 20	DK-MR				
SAN ARROYO UNIT #38					
4301931253 00500 16S 25E 16	MRSN				
SAN ARROYO 2					
4301915885 00505 16S 25E 22	ENRD				
SAN ARROYO 3					
4301915886 00505 16S 25E 23	ENRD				
SAN ARROYO 5					
4301915888 00505 16S 25E 25	ENRD				
SAN ARROYO 6					
4301915889 00505 16S 25E 21	ENRD				
SAN ARROYO 1					
4301916532 00505 16S 25E 26	ENRD				
SAN ARROYO UNIT #40					
4301931250 00505 16S 25E 27	ENRD				
BITTER CREEK #1					
4301930047 00515 16S 25E 2	DK-MR				
ARCO-STATE 2-1					
4301930240 00520 16S 24E 2	DKTA				
ARCO-STATE 2-2					
4301930241 00520 16S 24E 2	DKTA				
UTE TRIBAL #2-9C6					
4301331096 04519 03S 06W 9	WSTC				
UTE TRIBE 0-1					
4304730183 04520 02S 01E 4	GR-WS				
TOTAL					

Comments (attach separate sheet if necessary)

I have reviewed this report and certify the information to be accurate and complete.

Date

Authorized signature

Telephone

June 6, 1989

RECEIVED
JUN 08 1989

DIVISION OF
OIL, GAS & MINING

State of Utah
Natural Resources
Oil & Gas Program
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203

Attention: Ms. Tammy Searing

Dear Ms. Searing

Per telephone conversation this date we would like to split the wells shown on the monthly Oil & Gas Production Report turn-around document.

We would like entity numbers; 00500, 00505, 00515, 00520, 08340, 08341, and 09710, to be included on a separate report and mailed to our agent for these wells: Natural Gas Gathering Company of Texas, 12700 Northborough, Suite 100, Houston, TX 77067.

All other wells shown on our monthly report should continue to be mailed to: Graham Royalty, Ltd., 1675 Larimer Street, Suite 400, Denver, Colorado 80202.

If you should have any questions, please advise.

Sincerely,

C. C. Robbins

C. C. Robbins
Reg. Affairs Supervisor

CCR/ng

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MAR 12 1990

DIVISION OF
OIL, GAS & MINING

STATE OF UTAH

BOARD AND DIVISION OF OIL, GAS AND MINING

DESIGNATION OF AGENT

The undersigned producer, operator, transporter, refiner, gasoline or other extraction plant operator or initial purchaser who is conducting oil and/or gas operations in the State of Utah, does, pursuant to the Oil and Gas Conservation General Rules and Procedural Rules of the Board of Oil, Gas and Mining of the State of Utah, hereby appoint

Northstar Gas Company, Inc.

256 E. North Sam Houston Parkway, Suite 250
(Address)
Houston, Texas 77060

(his, her or its) designated agent to accept and to be served with notices from the Board and Division Director or Authorized Agent in accordance with the Oil and Gas Conservation Act of the State of Utah.

The undersigned further agrees to immediately report in writing, all changes of address of the agent, and any termination of the agent's authority, and in the latter case, the designation of a new agent or agents shall be immediately made. This designation of agent, however, shall remain in full force and effect until and unless a new designation of agent is filed in accordance with the statute and/or rules.

Effective Date of Designation March 1, 1990

Company Graham Royalty, Ltd. Phone (303) 629-1736

Address 1675 Larimer Street, Suite 400
Denver, Colorado 80202

By Wilbur L. Dover Title Vice President/Division Manager
(Signature) Wilbur L. Dover

DESIGNATION OF OPERATOR

The undersigned is, on the records of the Department of Natural Resources, Division of State Lands & Forestry, holder of lease, ML 25151 :

and hereby designates

NAME: Graham Royalty, Ltd.
ADDRESS: 1675 Larimer Street, Suite 400
Denver, Colorado 80202

as his operator and local agent, with full authority to act in his behalf in complying with the terms of the lease and regulations applicable thereto and on whom the Director of the Division of State Lands & Forestry or his representative may serve written or oral instructions in securing compliance with the Rules and Regulations Governing the Issuance of Mineral Leases with respect to (describe acreage to which this designation is applicable):

TOWNSHIP 16 SOUTH - RANGE 25 EAST, S.L.M.

SECTION 2: ALL
GRAND COUNTY, UTAH
BITTER CREEK STATE #1
43-019-30047

It is understood that this designation of operator does not relieve the lessee of responsibility for compliance with the terms of the lease and the Rules and Regulations. It is also understood that this designation of operator does not constitute an assignment of any interest in the lease.

In case of default on the part of the designated operator, the lessee will make full and prompt compliance with all regulations, lease terms, or orders of the Director, Division of State Lands & Forestry or his representative.

The lessee agrees promptly to notify the Division of State Lands & Forestry of any change in the designated operator.

Prudential-Bache Energy Growth Fund L.P. G-1
Prudential-Bache Energy Growth Fund L.P. G-2
By: Graham Royalty, Ltd., General Partner

By: _____

T. J. Burnett, Jr.
(Signature of Lessee)

T. J. Burnett, Jr.
Senior Vice President - Land
109 Northpark Blvd.
Covington, Louisiana 70433

(Address)

May 24, 1989
(Date)

~~NORTHSTAR GAS COMPANY~~

256 E. North Sam Houston Parkway, Suite 250, Houston, Texas 77060
(713) 820-6886

FLY: (713) 820-6885
RECEIVED
APR 09 1990

April 5, 1990

Utah Natural Resources
355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203

DIVISION OF
OIL, GAS & MINING

To Whom It May Concern:

Northstar Gas Company is the new operating agent for Graham Royalty, Ltd. Please make any corrections necessary so we may receive our correspondence from your agency. The new information is as follows:

Northstar Gas Company
256 E. North Sam Houston Parkway, Suite 250
Houston, Texas 77060
713-820-6886

Thank you.

Sincerely,

Paul A. Bernard, Jr. / LR

Paul A. Bernard, Jr.
Controller

NORTHSTAR GAS COMPANY

PAB/lr
Enclosures

elevation: 7375 GL apd date: 680521 auth code:
* * * completion report information * * * date recd:
spud date: 680618 compl date: 680803 total depth: 6658
producing intervals: 5904-5973, 5885-5889 DAKOTA
bottom hole: 0395 FSL 2530 FEL first prod: 680802 well status: TA
24hr oil: 24hr gas: 1149 24hr water: gas/oil ratio:
* * well comments: api gravity:
THIS PZ WAS ENRD;CHGD TO CDMTN 12-10-84:880420 RECOMPL DK-MR 1-25-88:870205
OPER CHG FR N0080/ARCO EFF 9-1-86:880912 1987 CUM BASE ADJ:890515 OPER CHG FR
N9985 EFF 4-1-89:900611 NORTHSTAR GAS CO DES AGENT FOR GRAHAM EFF 3-1-90:
opt: 21 api: 4301930047 zone: date(yymm): enty acct:

07/23/92 D E T A I L W E L L D A T A menu: opt 00
api num: 4301930047 prod zone: CDMTN sec twnshp range qr-qr
entity: 515 : BITTER CREEK #1 2 16.0 S 25.0 E SWSE
well name: BITTER CREEK #1
operator: N0505 : GRAHAM ROYALTY LTD meridian: S
field: 250 : SAN ARROYO
confidential flag: confidential expires: alt addr flag: A
* * * application to drill, deepen, or plug back * * *
lease number: ML-25151 lease type: 3 well type: GW
surface loc: 0395 FSL 2530 FEL unit name:
prod zone loc: 0395 FSL 2530 FEL depth: 6300 proposed zone: ENRD
elevation: 7375 GL apd date: 680521 auth code:
* * * completion report information * * * date recd:
spud date: 680618 compl date: 680803 total depth: 6658
producing intervals: 5904-5973, 5885-5889 DAKOTA
bottom hole: 0395 FSL 2530 FEL first prod: 680802 well status: TA
24hr oil: 24hr gas: 1149 24hr water: gas/oil ratio:
* * well comments: api gravity:
THIS PZ WAS ENRD;CHGD TO CDMTN 12-10-84:880420 RECOMPL DK-MR 1-25-88:870205
OPER CHG FR N0080/ARCO EFF 9-1-86:880912 1987 CUM BASE ADJ:890515 OPER CHG FR
N9985 EFF 4-1-89:900611 NORTHSTAR GAS CO DES AGENT FOR GRAHAM EFF 3-1-90:
opt: 21 api: 4301930047 zone: date(yymm): enty acct:

MONTHLY OIL AND GAS PRODUCTION REPORT

OPERATOR NAME AND ADDRESS:

C/O NORTHSTAR GAS CO INC
GRAHAM ROYALTY LTD
15000 NW FREEWAY STE 203
HOUSTON TX 77040

UTAH ACCOUNT NUMBER: N0505

REPORT PERIOD (MONTH/YEAR): 6 / 93

AMENDED REPORT (Highlight Changes)

Well Name			Producing Zone	Well Status	Days Oper	Production Volumes			
API Number	Entity	Location				OIL(BBL)	GAS(MCF)	WATER(BBL)	
SAN ARROYO 6			ENRD	U-025244					
4301915889	00505	16S 25E 21							
SAN ARROYO 1			ENRD	U-071307					
4301916532	00505	16S 25E 26							
SAN ARROYO UNIT #40			ENRD	U-0370-A					
4301931250	00505	16S 25E 27							
BITTER CREEK #1			DK-MR	ML-25151					
4301930047	00515	16S 25E 2							
ARCO-STATE 2-1			DKTA	ML-22208					
4301930240	00520	16S 24E 2							
ARCO-STATE 2-2			DKTA	ML-22208					
4301930241	00520	16S 24E 2							
VERNAL 174 #1			DKTA	U-0126528				"CA NW-115"	
4301915884	08340	16S 25E 11							
FEDERAL GILBERT #1			ENRD	U-0126528				"CA NW-115" Btm/moab NAPRV eff. 1-10-94	
4301911089	08341	16S 25E 11							
FEDERAL 31-1			DKTA	U-14234				Btm/vernal NAPRV eff. 1-10-94	
4301730765	08345	15S 24E 31							
ARCO STATE 36-7			CM-MR	ML-22208					
4301931162	09710	15S 24E 36							
ARCO STATE #36-8			DK-MR	ML-22208					
4301931192	09710	15S 24E 36							
TOTALS									

COMMENTS: _____

I hereby certify that this report is true and complete to the best of my knowledge. Date: _____
Name and Signature: _____ Telephone Number: _____

Division of Oil, Gas and Mining
PHONE CONVERSATION DOCUMENTATION FORM

Route original/copy to:

Well File _____
(Location) Sec ___ Twp ___ Rng ___
(API No.) _____

Suspense
(Return Date) _____
(To - Initials) _____

Other
Operator Change

1. Date of Phone Call: 7-19-93 - Time: 3:00

2. DOGM Employee (name) L. Cordova (Initiated Call)
Talked to:

Name Cynthia Robbins (Initiated Call) - Phone No. (303) 629-1736
of (Company/Organization) Graham

3. Topic of Conversation: Confirm address for Graham Energy LTD.

4. Highlights of Conversation: _____

Agent "Northstar Gas Co. Inc." is to remain the same as is Houston
mailing address. Change address for Graham Energy LTD from
LA to TX. (updated 7-22-93)

* 931116 - Linda Goldsby "Graham" referred to Btm (S.Y.)

RECEIVED

JUL 16 1993

DIVISION OF
OIL, GAS & MINING

July 14, 1993

State of Utah
Division of Oil, Gas and Mining
355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, UT 84180-1203

Attn: Ms. Lisha Cordova

Dear Ms. Cordova,

Effective August 1, 1993 we would like to change our operator name from Graham Royalty, Ltd. to Graham Energy, Ltd. Per our conversation this date it should be a simple change as no bond changes are required.

Attached is a list of the wells affected. Thank you.

Sincerely,


Cynthia C. Robbins
Regulatory Affairs Supervisor

CC: Ken McKinney

Bureau of Land Management
Branch of Fluid Minerals (UT-922)
P.O. Box 45155
Salt Lake City, Utah 84145-0155

RECEIVED

DEC 30 1993

DIVISION OF
OIL, GAS & MINING

December 29, 1993

Graham Energy, Ltd.
P.O. Box 3134
Covington, Louisiana 70434-3134

RE: San Arroyo Unit
Grand County, Utah

Gentlemen:

On December 27, 1993, we received an indenture whereby Graham Royalty, Ltd. resigned as Unit Operator and Graham Energy, Ltd. was designated as Successor Unit Operator for the San Arroyo Unit, Grand County, Utah.

The instrument is hereby approved effective December 29, 1993. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the San Arroyo Unit Agreement.

Your nationwide (Wyoming) oil and gas bond No. 1845 will be used to cover all operations within the San Arroyo Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

bcc: District Manager - Moab (w/enclosure)
Division of Oil, Gas & Mining
Division of Lands and Mineral Operations U-942
File - San Arroyo Unit (w/enclosure)
MMS - Data Management Division
Agr. Sec. Chron
Fluid Chron

WELL STATUS REPORTS
UTAH STATE OFFICE

INSPECTION ITEM	API NO.	WELL NUMBER	QTQT	SEC	TWN	RNG	WELL STATUS	LEASE NAME	OPERATOR
** INSPECTION ITEM 891003859A SAN ARROYO DK MO									
891003859A	✓430191589200S1	11	NESW	15	16S	25E	PGW	UTU05059C	GRAHAM ROYALTY LIMITED
891003859A	✓430191589300S1	12	SWSW	23	16S	25E	PGW	UTSL071307	GRAHAM ROYALTY LIMITED
891003859A	✓430191589400S1	13	NESW	22	16S	25E	GS1	UTU0370A	GRAHAM ROYALTY LIMITED
891003859A	430191589500X1	14	SWNE	16	16S	25E	ABD	STATE	GRAHAM ROYALTY LIMITED
891003859A	✓430191109100S1	15	NESW	21	16S	25E	TA	UTU0136529	GRAHAM ROYALTY LIMITED
891003859A	✓430191589600S1	16	SESW	26	16S	25E	PGW	UTU0369	GRAHAM ROYALTY LIMITED
891003859A	✓430191589700S1	17	NENE	24	16S	25E	PGW	UTU025243	GRAHAM ROYALTY LIMITED
891003859A	✓430191589800S1	18	NWNW	30	16S	26E	GS1	UTU06023	GRAHAM ROYALTY LIMITED
891003859A	✓430191589900S1	19	SWSE	14	16S	25E	PGW	UTU05011B	GRAHAM ROYALTY LIMITED
891003859A	✓430191590000S1	20	SENE	26	16S	25E	PGW	UTSL071307	GRAHAM ROYALTY LIMITED
891003859A	✓430191590100S1	21	NWSE	25	16S	25E	PGW	UTU0369	GRAHAM ROYALTY LIMITED
891003859A	✓430191590200S1	22	NENE	15	16S	25E	PGW	UTU05011A	GRAHAM ROYALTY LIMITED
891003859A	✓430191590300S1	24	SENW	19	16S	26E	PGW	UTU06188	GRAHAM ROYALTY LIMITED
891003859A	✓430191590400S1	25	SWNE	21	16S	25E	PGW	UTU0136529	GRAHAM ROYALTY LIMITED
891003859A	✓430191590500S1	26	SWSW	20	16S	26E	PGW	UTU025297	GRAHAM ROYALTY LIMITED
891003859A	✓430191590600S1	27	NESW	29	16S	26E	PGW	UTU06021	GRAHAM ROYALTY LIMITED
891003859A	✓430191590700S1	28	NWNE	29	16S	26E	PGW	UTU05650	GRAHAM ROYALTY LIMITED
891003859A	✓430191590800S1	29	NENE	22	16S	25E	PGW	UTU0370A	GRAHAM ROYALTY LIMITED
891003859A	✓430191590900S1	30	NWSW	21	16S	26E	PGW	UTU05650	GRAHAM ROYALTY LIMITED
891003859A	✓430193052700S1	31	NWNW	22	16S	25E	PGW	UTU0370A	GRAHAM ROYALTY LIMITED
891003859A	✓430193052800S1	32	SWSW	14	16S	25E	PGW	UTU05011B	GRAHAM ROYALTY LIMITED
891003859A	✓430193060800S1	33	SWSW	25	16S	25E	PGW	UTU0369	GRAHAM ROYALTY LIMITED
891003859A	✓430191109000S1	35	SESW	24	16S	25E	PGW	UTU0369	GRAHAM ROYALTY LIMITED
891003859A	✓430193125100S1	36-A	SESE	19	16S	26E	PGW	UTU06188	GRAHAM ROYALTY LIMITED
891003859A	✓430193125200S1	37	SWNE	20	16S	26E	PGW	UTU05650	GRAHAM ROYALTY LIMITED
891003859A	✓430193125300S1	38	NESW	16	16S	25E	PGW	STATE	GRAHAM ROYALTY LIMITED
891003859A	✓430191588700S1	4	SESW	30	16S	26E	PGW	UTU06023	GRAHAM ROYALTY LIMITED
891003859A	✓430193128900S1	41	NENE	36	16S	25E	PGW	STATE	GRAHAM ROYALTY LIMITED
891003859A	✓430193129000S1	42	NESE	30	16S	26E	PGW	UTU06023	GRAHAM ROYALTY LIMITED
891003859A	✓430193129100S1	43	NESE	29	16S	26E	PGW	UTU06021	GRAHAM ROYALTY LIMITED
891003859A	✓430193130100S1	44	SENE	30	16S	26E	PGW	UTU06023	GRAHAM ROYALTY LIMITED
891003859A	✓430193129900S1	45	NWSE	20	16S	26E	PGW	UTU05650	GRAHAM ROYALTY LIMITED
891003859A	✓430193131800S1	47	NENE	31	16S	26E	PGW	U06023	GRAHAM ROYALTY LIMITED
891003859A	✓430193131600S1	49	NENW	29	16S	26E	PGW	UTU025245	GRAHAM ROYALTY LIMITED
891003859A	✓430191589000S1	8	SWSW	16	16S	25E	PGW	STATE	GRAHAM ROYALTY LIMITED
891003859A	✓430191589100S1	9	NWNE	27	16S	25E	PGW	UTU0370A	GRAHAM ROYALTY LIMITED
** INSPECTION ITEM 891003859B SAN ARROYO EN									
891003859B	✓430191653200S1	1	SENW	26	16S	25E	PGW	UTSL071307	GRAHAM ROYALTY LIMITED
891003859B	✓430191588500S1	2	SENW	22	16S	25E	PGW	UTU0370A	GRAHAM ROYALTY LIMITED
891003859B	✓430191588600S1	3	SENW	23	16S	25E	GS1	UTU0369	GRAHAM ROYALTY LIMITED
891003859B	✓430193125000S1	40	NWNE	27	16S	25E	PGW	UTU0370A	GRAHAM ROYALTY LIMITED
891003859B	✓430191588800S1	5	NWSE	25	16S	25E	PGW	UTU0369	GRAHAM ROYALTY LIMITED
891003859B	✓430191588900S1	6	SWNE	21	16S	25E	PGW	UTU0136529	GRAHAM ROYALTY LIMITED

Division of Oil, Gas and Mining
PHONE CONVERSATION DOCUMENTATION FORM

Route original/copy to:

Well File _____

(Location) Sec ___ Twp ___ Rng ___
(API No.) _____

Suspense
(Return Date) _____
(To - Initials) _____

Other
Operator Change

1. Date of Phone Call: 12-9-93 Time: 3:00

2. DOGM Employee (name) P. Cordova (Initiated Call
Talked to:
Name Ken McKinney (Initiated Call - Phone No. (504) 893-8391
of (Company/Organization) Graham Royalty / Graham Energy

3. Topic of Conversation: Oper. nm. chg. "Graham Royalty to Graham Energy"

4. Highlights of Conversation:
Add'l info. required by Btms. I. "San Arroyo Unit", also Graham Energy has sold the wells to Northstar Gas Co. Inc. Documentation will follow.

* Northstar Gas Co. Inc. / Paul Bernard (713) 937-4314
Mailing documentation ASAP.

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

Routing:

1-LEC	7-SJ
2-DTS	8-FILE
3-VLC	
4-RJE	
5-PLC	
6-PL	

Attach all documentation received by the division regarding this change.
 Initial each listed item when completed. Write N/A if item is not applicable.

- Change of Operator (well sold) Designation of Agent
 Designation of Operator Operator Name Change Only

The operator of the well(s) listed below has changed (EFFECTIVE DATE: 8-1-93)

TO (new operator)	<u>GRAHAM ENERGY LTD</u>	FROM (former operator)	<u>GRAHAM ROYALTY LTD</u>
(address)	<u>C/O NORTHSTAR GAS CO INC</u>	(address)	<u>C/O NORTHSTAR GAS CO INC</u>
	<u>15000 NW FREEWAY STE 203</u>		<u>15000 NW FREEWAY STE 203</u>
	<u>HOUSTON, TX 77040</u>		<u>HOUSTON, TX 77040</u>
	<u>phone (713) 937-4314</u>		<u>phone (713) 937-4314</u>
	<u>account no. N 7590</u>		<u>account no. N0505(A)</u>

Well(s) (attach additional page if needed):

***SAN ARROYO UNIT, NW-115, ETC.**

Name: **SEE ATTACHED**	API: <u>019-30047</u>	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____

OPERATOR CHANGE DOCUMENTATION

- See 1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). *(closed 7-16-93)*
- N/A 2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). *See Graham Royalty, LTD, Graham Energy, LTD and Graham Resources Inc.*
- See 3. The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is company registered with the state? (yes)/no ____ If yes, show company file number: #100783.
- See 4. (For Indian and Federal Wells ONLY) The BLM has been contacted regarding this change (attach Telephone Documentation Form to this report). Make note of BLM status in comments section of this form. Management review of Federal and Indian well operator changes should take place prior to completion of steps 5 through 9 below.
- See 5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. *(1-10-94)*
- See 6. Cardex file has been updated for each well listed above. *(1-10-94)*
- See 7. Well file labels have been updated for each well listed above. *(1-10-94)*
- See 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission. *(1-10-94)*
- See 9. A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

ENTITY REVIEW

- See 1. (Rule R615-8-7) Entity assignments have been reviewed for all wells listed above. Were entity changes made? (yes/no) no (If entity assignments were changed, attach copies of Form 6, Entity Action Form).
- N/A 2. State Lands and the Tax Commission have been notified through normal procedures of entity changes.

BOND VERIFICATION (Fee wells only) * 50,000 Surety "St. Paul Fire and Marine Ins. Co"; no chg. necessary, no Fee wells currently associated with bond.

- N/A 1. (Rule R615-3-1) The new operator of any fee lease well listed above has furnished a proper bond.
- N/A 2. A copy of this form has been placed in the new and former operators' bond files.
- See 3. The former operator has requested a release of liability from their bond (yes/no) no. Today's date 1-12-94 1994. If yes, division response was made by letter dated 1-12-94 1994.

LEASE INTEREST OWNER NOTIFICATION RESPONSIBILITY

- See 1. (Rule R615-2-10) The former operator/lessee of any fee lease well listed above has been notified by letter dated 1-12-94 1994, of their responsibility to notify any person with an interest in such lease of the change of operator. Documentation of such notification has been requested.
- N/A 2. Copies of documents have been sent to State Lands for changes involving State leases.

FILMING

- 1. All attachments to this form have been microfilmed. Date: March 10 1994.

FILING

- 1. Copies of all attachments to this form have been filed in each well file.
- 2. The original of this form and the original attachments have been filed in the Operator Change file.

COMMENTS

940107 Bfm/S.Y. Approved C.A. NW-115 and San Arroyo Unit eff. 12-29-93.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

6. Lease Designation and Serial Number ML-25151
7. Indian Allottee or Tribe Name
8. Unit or Communitization Agreement
9. Well Name and Number BITTERCREEK #1
10. API Well Number 4301930047
11. Field and Pool, or Wildcat

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT— for such proposals

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other (specify)	2. Name of Operator NORTHSTAR GAS COMPANY INC.
3. Address of Operator 15000 NORTHWEST FWY, SUITE 203 HOUSTON TX 77040	4. Telephone Number 713-937-4314
5. Location of Well Footage : _____ County : GRAND Q.Q. Sec. T., R., M. : 16S 25E 2 State : UTAH	

12. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

NOTICE OF INTENT
(Submit in Duplicate)

<input type="checkbox"/> Abandonment	<input type="checkbox"/> New Construction
<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing
<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Recompletion
<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Shoot or Acidize
<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Vent or Flare
<input type="checkbox"/> Multiple Completion	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Other _____	

Approximate Date Work Will Start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

<input type="checkbox"/> Abandonment *	<input type="checkbox"/> New Construction
<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing
<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Shoot or Acidize
<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Vent or Flare
<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Other <u>CHANGE OF OPERATOR</u>	

Date of Work Completion _____


Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION AND LOG form.
* Must be accompanied by a cement verification report.

13. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

NORTHSTAR GAS COMPANY INC. TOOK OVER AS OPERATOR FROM GRAHAM ROYALTY LTD. ON 09-01-93 WITH THE EFFECTIVE DATE OF SALE 09-01-93.

RECEIVED
JAN 14 1993
DIVISION OF
OIL, GAS & MINING

14. I hereby certify that the foregoing is true and correct

Name & Signature PAUL BERNARD  Title SEC/TREAS Date 12-20-93
(State Use Only)

Speed Letter®

To Ed Bonner

From Don Staley

State Lands

Oil, Gas and Mining

Subject Operator Change

No. 9 & 10 FOLD
MESSAGE Date 4/14 1994

Ed,

For your information, attached are copies of documents regarding an operator change on a state lease(s). These companies have complied with our requirements. Our records have been updated. Bonding should be reviewed by State Lands ASAP.

Former Operator: GRAHAM ENERGY LTD. (N 7570)

New Operator : NORTHSTAR GAS CO. (N 6680)

Well:	API:	Entity:	S-T-R:
<u>FEDERAL 174-1</u>	<u>43-019-15884</u>	<u>08340</u>	<u>11-165-25E</u>
<u>BITTER CREEK 1</u>	<u>30047</u>	<u>00515</u>	<u>2-165-25E</u>
<u>ARCO STATE 2-1</u>	<u>30240</u>	<u>00520</u>	<u>2-165-24E</u>
<u>ARCO STATE 2-2</u>	<u>30241</u>	<u>00520</u>	<u>2-165-24E</u>
<u>ARCO STATE 36-7</u>	<u>31162</u>	<u>09710</u>	<u>36-155-24E</u>
<u>ARCO STATE 36-8</u>	<u>31172</u>	<u>09710</u>	<u>36-155-24E</u>

No. 9 FOLD CC: Operator File No. 10 FOLD Signed Don Staley

REPLY Date _____ 19 _____

No. 9 & 10 FOLD

Signed _____

Rec'd 4-11-94

429639

Entry No. _____
Recorded 10-22-93 2 36 PM
Bk. 457 Pg. 83 Fee 80⁰⁰
96
Mallene Mosher
Recorder of Grand County

S. E. U. T. CO.
Accommodation Recording
Not Examined

**ASSIGNMENT, BILL OF SALE
AND CONVEYANCE**

This Assignment, Bill of Sale and Conveyance ("Assignment"), is from each of Prudential-Bache Energy Growth Fund, L.P. G-1 and Prudential-Bache Energy Growth Fund, L.P. G-2, each a Delaware limited partnership and acting herein through their general partner, Graham Energy, Ltd. (collectively, "Assignor"), to Northstar Gas Company, Inc. ("Assignee"). Assignor has an address of 109 Northpark Boulevard, Covington, Louisiana 70433, and Assignee has an address of 15000 Northwest Freeway, Suite 203, Houston, Texas 77040.

For, and in consideration of Ten Dollars (\$10.00) cash and other good and valuable consideration in hand paid, the receipt and adequacy of which are hereby acknowledged, each Assignor does hereby, severally, and not jointly, Bargain, Sell, Transfer, Set Over, Grant, Assign, Convey and Deliver unto Assignee, all of such Assignor's right, title, interest and estate in and to the oil and gas properties described on Exhibit "A" (the "Oil and Gas Properties"). The Oil and Gas Properties shall include all mineral interests, working interests, overriding interests, reversionary interests, net profits interests, net revenue interests and any other interest of any kind without warranty of title either express or implied, to the extent they are owned and may be conveyed by Sellers.

The Oil and Gas Properties shall include, to the extent each Assignor may lawfully assign same, all of such Assignor's rights, title, interest and estate in and to the property and rights incident, and to the extent attributable, to the Oil and Gas Properties, the lands covered thereby or utilized therewith, including, without limitation, (i) all presently existing pooling or unitization agreements and the units created thereby, and all units formed by virtue of orders issued by applicable State regulatory agencies, (ii) all presently existing operating agreements and all other contracts, agreements and records, (iii) all personal property, easements, permits, surface leases, servitudes and rights-of-way situated upon or used in connection with the production, treating, storing or transportation of oil, gas or other hydrocarbons or minerals.

TO HAVE AND TO HOLD the Oil and Gas Properties unto Assignee and its successors and assigns forever.

NOTWITHSTANDING ANY PROVISION IN THIS ASSIGNMENT OR ANY DOCUMENT DELIVERED IN CONNECTION HEREWITH TO THE CONTRARY, THE OIL AND GAS PROPERTIES AND ANY OTHER PROPERTY OR RIGHTS CONVEYED HEREUNDER ARE CONVEYED "AS IS," "WHERE IS," "WITH ALL FAULTS," AND IN THEIR PRESENT CONDITION AND STATE OF REPAIR, AND WITHOUT ANY EXPRESS OR IMPLIED WARRANTY, INCLUDING WARRANTY OF TITLE OR ANY WARRANTY OF MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE, OR CONFORMITY TO MODELS OR SAMPLES OR AS TO ANY CLAIM BY ASSIGNEE FOR DAMAGES BECAUSE OF DEFECTS, WHETHER KNOWN OR UNKNOWN, OR ANY OTHER SORT OF WARRANTY. ASSIGNEE HAS INSPECTED, OR HAS HAD THE OPPORTUNITY TO INSPECT, THE OIL AND

GAS PROPERTIES AND PREMISES FOR ALL PURPOSES, INCLUDING WITHOUT LIMITATION FOR THE PURPOSE OF DETERMINING THE PRESENCE OF ENVIRONMENTAL CONDITIONS, OF DETECTING THE PRESENCE OF NATURALLY OCCURRING RADIOACTIVE MATERIAL "(NORM)" AND MAN-MADE MATERIAL FIBERS "(MMMF)" AND HAS SATISFIED ITSELF AS TO THEIR PHYSICAL AND ENVIRONMENTAL CONDITIONS, BOTH SURFACE AND SUBSURFACE. ASSIGNEE ACCEPTS ALL OF THE SAME IN THEIR "AS IS," "WHERE IS," CONDITION, AND EACH ASSIGNOR EXPRESSLY DISCLAIMS ANY LIABILITY ARISING IN CONNECTION WITH ANY PRESENCE OR ENVIRONMENTAL CONDITIONS, NORM OR MMMF ON THE OIL AND GAS PROPERTIES.

From and after the Effective Time, Assignee hereby agrees to assume, be bound by and subject to each Assignor's express and implied covenants, rights, obligations and liabilities with respect to the Oil and Gas Properties, and Assignee's interest in the Oil and Gas Properties shall bear its proportionate share of royalty interests, overriding royalty interests and other payments out of or measured by production from and after the Effective Time.

This Assignment is made expressly subject to all existing overriding royalties or other burdens affecting the Oil and Gas Properties as listed on Exhibit "A."

Assignee and its permitted successors and assigns shall preserve and maintain all lease, contract and title files, well logs, well files, division orders and related files, title documentation, correspondence and other data and records in the possession of Assignor pertaining to the Oil and Gas Properties (the "Records") for a period of two (2) years from the date of acknowledgement of this Assignment, during such period shall afford Assignor and its duly authorized representatives access at all reasonable times during normal business hours to all Records as Assignor shall request in order to defend against, oppose or otherwise investigate any claims or potential claims against Assignor arising as a result of any acts, events or operations prior to the date of acknowledgement of this Assignment or as a result of this Assignment, and shall make any conveyance or transfer of the Oil and Gas Properties specifically subject to the obligations of this paragraph.

Notwithstanding any other provision herein to the contrary, this Assignment is made with full substitution and subrogation of Assignee in and to all covenants and warranties by others heretofore given or made to Assignors in respect of the Oil and Gas Properties or any part thereof.

The provisions hereof shall be covenants running with the land and shall be binding upon and inure to the benefit of the parties hereto, their respective successors and assigns.

In the event two or more Oil and Gas Properties cover the same land (e.g., an oil and gas leasehold interest included within the Oil and Gas Properties may cover the same land as a mineral, royalty or overriding interest included within the Oil and Gas Properties), no merger of title shall occur, and each of the Oil and Gas Properties covering the same land is conveyed and shall be owned by Assignee as a separate and distinct property.

Separate assignments of certain of the Oil and Gas Properties may be executed on officially approved forms by Assignor to Assignee in sufficient counterparts to satisfy applicable statutory and regulatory requirements. Those assignments shall be deemed to contain all of the exceptions, reservations, rights, titles, power and privileges set forth herein as fully as though they were set forth in each such assignment. The interests conveyed by such separate assignments are the same, and not in addition to, the Oil and Gas Properties conveyed herein.

The parties agree to take all such further actions and execute, acknowledge and deliver all such further documents that are necessary or useful in carrying out the purposes of this Assignment. Assignor agrees to execute, acknowledge and deliver to Assignee all such other additional instruments, notices, division orders, transfer orders and other documents and to do all such other and further acts and things as may be necessary to more fully and effectively grant, convey and assign to Assignee the Oil and Gas Properties conveyed hereby or intended so to be.

This Assignment may be executed in any number of counterparts, and each counterpart hereof shall be deemed to be an original instrument, but all such counterparts shall constitute but one assignment.

References in this Assignment and in Exhibit "A," to contracts, agreements or instruments shall not be deemed to create any rights in favor of any third party.

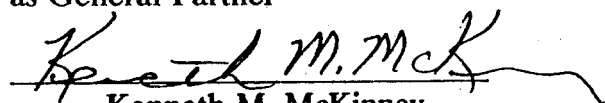
Assignee joins in the execution hereof for the purpose of being bound by all the terms, provisions, obligations and covenants herein specified.

IN WITNESS WHEREOF, this instrument is signed and executed in multiple counterparts as of the date (s) set forth on the acknowledgements hereto, but, shall be effective for all purposes as of 7:00 o'clock A.M., local time, September 1, 1993 (the "Effective Time").

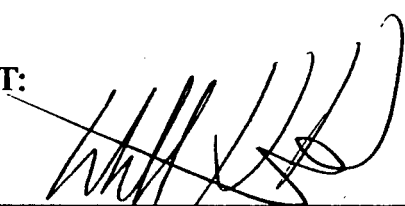
ASSIGNORS:

PRUDENTIAL-BACHE ENERGY
GROWTH FUND, L.P. G-1

By: Graham Energy, Ltd.,
as General Partner

By: 
Kenneth M. McKinney
Vice President

ATTEST:

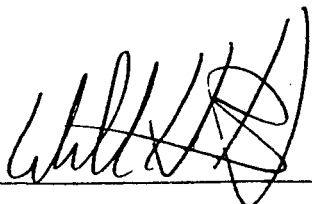
By: 

[SEAL]

PRUDENTIAL-BACHE ENERGY
GROWTH FUND, L.P. G-2

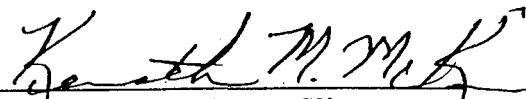
ATTEST:

By: _____



By: Graham Energy, Ltd., as
General Partner

By: _____



Kenneth M. McKinney
Vice President

[SEAL]

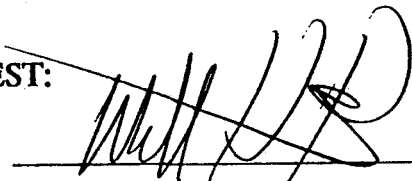
WITNESSES TO ASSIGNORS'
SIGNATURES:

Mina E. Merc

Belinda J. Metz

ATTEST:

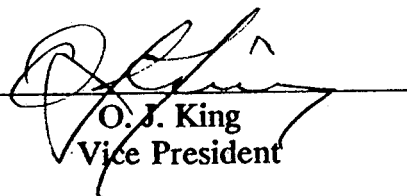
By: _____



ASSIGNEE:

NORTHSTAR GAS COMPANY, INC.

By: _____



O. J. King
Vice President

[SEAL]

WITNESSES TO ASSIGNEE'S
SIGNATURE:

Mina E. Merc

Belinda J. Metz

STATE OF LOUISIANA

PARISH OF ORLEANS

ON THIS, the 20th day of October, 1993, before me, the undersigned Notary, personally appeared Kenneth M. McKinney, who acknowledged that he is the Vice President of Graham Energy, Ltd., the general partner of Prudential-Bache Energy Growth Fund, L.P. G-1, a Delaware limited partnership, and that as President he is authorized to execute the foregoing instrument for the purposes therein contained by signing the name of said corporation as general partner of Prudential-Bache Energy Growth Fund, L.P. G-1.

IN WITNESS WHEREOF, I hereunder set my hand and official seal.

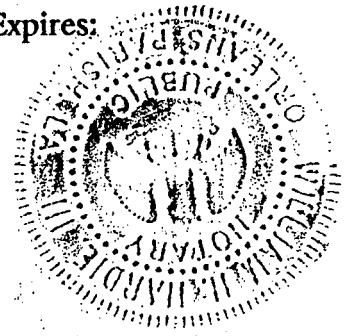


NOTARY PUBLIC

My Commission Expires:

WILLIAM H. HARDIE, III
NOTARY PUBLIC
Parish of Orleans, State of Louisiana
My Commission is issued for Life.

[SEAL]

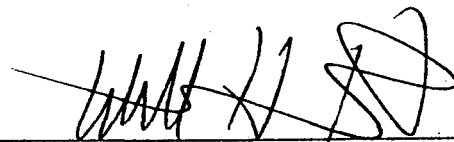


STATE OF LOUISIANA

PARISH OF ORLEANS

ON THIS, the 20th day of October, 1993, before me, the undersigned Notary, personally appeared Kenneth M. McKinney, who acknowledged that he is the Vice President of Graham Energy, Ltd., the general partner of Prudential-Bache Energy Growth Fund, L.P. G-2, a Delaware limited partnership, and that as President he is authorized to execute the foregoing instrument for the purposes therein contained by signing the name of said corporation as general partner of Prudential-Bache Energy Growth Fund, L.P. G-2.

IN WITNESS WHEREOF, I hereunder set my hand and official seal.

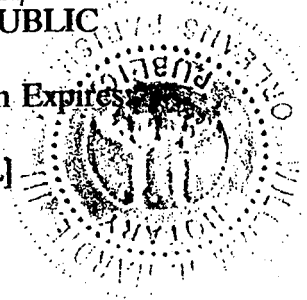


NOTARY PUBLIC

My Commission Expires

WILLIAM H. HARDIE, II
NOTARY PUBLIC
Parish of Orleans, State of Louisiana
My Commission is issued for Life.

[SEAL]

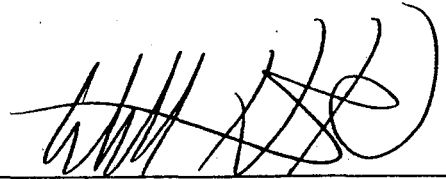


STATE OF LOUISIANA

PARISH OF ORLEANS

ON THIS, the 20th day of October, 1993, before me, the undersigned Notary, personally appeared O. J. King, who acknowledged that he is the Vice President of Northstar Gas Company, Inc., a Texas corporation, and that as Vice President he is authorized to execute the foregoing instrument for the purposes therein contained by signing the name of said corporation.

IN WITNESS WHEREOF, I hereunder set my hand and official seal.



NOTARY PUBLIC

My Commission Expires:

WILLIAM H. HARDIE, III
NOTARY PUBLIC
Parish of Orleans, State of Louisiana
My Commission is issued for Life.

[SEAL]

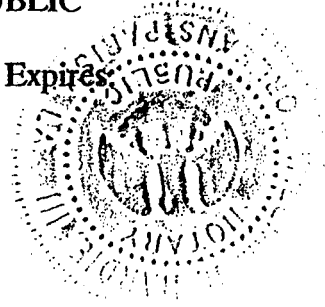


EXHIBIT "A"
ATTACHED TO ASSIGNMENT,
BILL OF SALE AND CONVEYANCE
PART I
LANDS AND LEASES
ALL IN GRAND COUNTY, UTAH UNLESS OTHERWISE SPECIFIED

Lease Serial Number	Lessor	Lessee	Description of Lands	Book	Page	Lease Date	Associated Properties
ML-22208 (1038)	State of Utah	Atlantic Richfield Company	T15 1/2S, R24E, S1M Sec. 36: All T16S, R24E, S1M Sec. 2: All	220	177	9-28-64	ARCO State 2-1, 2-2, 36-7, 36-8
U-29645 (1174)	U.S.A.	Atlantic Richfield Company	T16S, R25E, S1M Sec. 27: SW/4, S/2 SE/4 Sec. 34: NE/4, NE/4 NW/4, NE/4 SE/4			5-1-75	ARCO 27-1 Valentine Fed #2 ARCO Fed D-1
ML-25151 (191-1)	State of Utah	Sinclair Oil & Gas Company	T16S, R25E, S1M Section 2: All	163	390	3-7-68	Bittercreek #1
J-0126528 (174-1)	U.S.A.	James F. Gilbert	T16S, R25E, S1M Sec. 11: N/2, N/2 SW/4, SE/4 SW/4, SE/4 Sec. 12: S/2			12-1-63	Federal Gilbert #1 Federal 174-1 ARCO Fed H-1
U-0141420 (180-1)	U.S.A.	Sinclair Oil Company	T16S, R25E, S1M Sec. 11: SW/4 SW/4			8-1-64	Federal 174-1
ML-4113 (44-1)	State of Utah	Lois A. Aubrey	T16S, R25E, S1M Sec. 16: All	6-Q	207	1-2-52	San Arroyo Unit Area
U-05011-A (45-2)	U.S.A.	Pierce T. Norton	T16S, R25E, S1M Sec. 14: NW/4, SE/4 SE/4, N/2 SE/4, NE/4 SW/4 Sec. 15: NE/4			9-1-51 *4-1-55	Tenneco Fed 14-2 San Arroyo Unit Area

Lease Segregated Effective

EXHIBIT "A"

PART I

Lease Serial Number	Lessor	Lessee	Description of Lands	Book	Page	Lease Date	Associated Properties
U-0369 (46-1)	U.S.A.	Clair D. Jones	T16S, R25E, SLM Sec. 23: N/2 Sec. 24: W/2, SE/4, S/2 NE/4 Sec. 25: All Sec. 26: N/2 S/2, SE/4 SW/4, S/2 SE/4			2-1-51	San Arroyo Unit Area
SL-071307 (47-1)	U.S.A.	James E. Croudace	T16S, R25E, SLM Sec. 23: S/2 Sec. 26: N/2			12-1-50	San Arroyo Unit Area
U-0370-A (48-1)	U.S.A.	Clair D. Jones	T16S, R25E, SLM Sec. 21: E/2 NE/4, NE/4 SE/4 Sec. 22: All Sec. 27: NE/4, NE/4 NW/4, NE/4 SE/4			2-1-51 *6-1-55	San Arroyo Unit Area
U-05059-A (49-2)	U.S.A.	L. J. Batchelor	T16S, R25E, SLM Sec. 15: NW/4 SW/4, E/2 NW/4, SW/4 NW/4			10-1-51 *9-19-61	San Arroyo Unit Area
U-06021 (51-1)	U.S.A.	Fred A. Moore	T16S, R26E, SLM Sec. 29: S/2, S/2 NW/4, NW/4 NW/4			2-1-52	San Arroyo Unit Area
U-06023 (52-1)	U.S.A.	Adiel E. Stewart	T16S, R26E, SLM Sec. 30: All Sec. 31: N/2 N/2			2-1-52	San Arroyo Unit Area
U-06188 (53-1)	U.S.A.	C. M. Rood	T16S, R26E, SLM Sec. 19: SW/4, S/2 NW/4, W/2 SE/4, SE/4 SE/4			*3-1-52	San Arroyo Unit Area

Lease Segregated Effective

EXHIBIT "A"
PART I

Lease Serial Number	Lessor	Lessee	Description of Lands	Book	Page	Lease Date	Associated Properties
U-05011-B (56-1)	U.S.A.	Pierce T. Norton	T16S, R25E, SLM Sec. 14: SW/4 SE/4, W/2 SW/4, SE/4 SW/4 Sec. 15: SE/4			9-1-51 *2-1-57	San Arroyo Unit Area
U-05059-C (57-1)	U.S.A.	L. J. Batchelor	T16S, R25E, SLM Sec. 15: E/2 SW/4, SW/4 SW/4			*3-1-57	San Arroyo Unit Area
U-025243 (60-1)	U.S.A.	Clair D. Jones	T16S, R25E, SLM Sec. 24: N/2 NE/4			*8-27-57	San Arroyo Unit Area
U-025245 (61-1)	U.S.A.	Fred A. Moore	T16S, R26E, SLM Sec. 29: NE/4 NW/4			2-1-52 *9-1-57	San Arroyo Unit Area
U-025297 (64-2)	U.S.A.	C. M. Rood	T16S, R26E, SLM Sec. 19: N/2 N/2 S/2 NE/4, NE/4 SE/4 Sec. 20: W/2			3-1-52	San Arroyo Unit Area
U-06188-B (74-1)	U.S.A.	Sinclair Oil Corporation	T16S, R25E, SLM Sec. 35: N/2			3-1-52	San Arroyo Unit Area
U-05059-F (134-1)	U.S.A.	L. J. Batchelor	T16S, R25E, SLM Sec. 15: NW/4 NW/4			10-1-51 *9-19-61	San Arroyo Unit Area
U-025243-A (139-1)	U.S.A.	Clair D. Jones	T16S, R25E, SLM Sec. 26: SW/4 SW/4			2-1-51 *1-1-61	San Arroyo Unit Area
U-05650 (176-1)	U.S.A.	Virginia E. Lewis	T16S, R26E, SLM Sec. 21: Lots 2, 3, 4, W/2 W/2 Sec. 20: E/2 Sec. 28: Lots 1, 2, 3, 4 W/2 W/2 Sec. 29: NE/4			12-1-51	San Arroyo Unit Area

Lease Segregated Effective

**KIGHILY "A"
PART I**

Lease Serial Number	Lessor	Lessee	Description of Lands	Book	Page	Lease Date	Associated Properties
U-0136529 (4000-1)	U.S.A.	Clair D. Jones	T16S, R25E, S1M Sec. 21: W/2 NE/4, E/2 NW/4, W/2 SE/4, SE/4 SE/4, NE/4 SW/4, Sec. 27: W/2 NW/4, SE/4 NW/4, NW/4 SE/4 Sec. 28: NE/4 NE/4			2-1-51 *1-22-64	San Arroyo Unit Area
U-05650-A (177-1)	U.S.A.	Virginia E. Lewis	T16S, R26E, S1M Sec. 21: Lot 1			12-1-51 *10-1-61	San Arroyo Unit Area
U-9831 (949)	U.S.A.	Williams H. Short, Jr. and Franklin Knobel	T16S, R25E, S1M INSOFAR AND ONLY INSOFAR as said lease covers: Sec. 6: All			10-10-69	ARCO Fed B-1
U-14234	U.S.A.	Arthur E. Meinhart	T15S, R24E, S1M Sec. 30: All Sec. 31: All Uintah Co., UT			4-1-71	Black Horse Canyon Federal 31-1

Lease Segregated Effective

EXHIBIT A
Attached to Assignment,
Bill of Sale and Conveyance

Part II

[OMITTED]

EXHIBIT A
ATTACHED TO ASSIGNMENT, BILL OF SALE AND CONVEYANCE
PART III
CONTRACTS AND AGREEMENTS

PROPERTY
REFERENCE

- | | | |
|--|-----|--|
| San Arroyo
Unit Area | 1. | Unit Agreement for the Development and Operation of the San Arroyo Unit Area, dated June 11, 1956. |
| San Arroyo
Unit Area | 2. | Unit Operating Agreement for the San Arroyo Unit Area, dated August 16, 1961. |
| Valentine
Fed #2 | 3. | Communitization Agreement covering the W $\frac{1}{2}$ of Section 34, T16S-R25E. |
| ARCO
Fed. D-1 | 4. | Communitization Agreement covering the E $\frac{1}{2}$ of Section 34, T16S-R25E. |
| Fed. 174-1 | 5. | Communitization Agreement, dated March 3, 1965 covering the W $\frac{1}{2}$ Section 11, T16S-R25E. |
| Tenneco
Fed. 14-2 | 6. | Communitization Agreement dated January 1, 1980, covering the N $\frac{1}{2}$ of Section 14, T16S-R25E. |
| Tenneco
Fed. 14-2 | 7. | Operating Agreement dated June 5, 1980, designating Tenneco Oil Company as Operator and covering the N $\frac{1}{2}$ of Section 14, T16S-R25E. |
| ARCO
Fed. H-1
Fed. D-1 | 8. | Farmout Agreement and Operating Agreement dated August 16, 1982, between ARCO Oil & Gas Company and TXO Production Corp., covering the S $\frac{1}{2}$ Section 12, T16S-R25E. |
| San Arroyo
Unit Area | 9. | Farmout Agreement dated June 6, 1955 by and between H. W. Dougherty and Sinclair Oil and Gas Company, covering lands in sections 21, 22, 23, 24, 25, 26 and 27, T16S-R25E. |
| ARCO
Fed. B-1,
Fed. C-1;
Valentine
Fed. #2 | 10. | Farmout Agreement and Operating Agreement between ARCO Oil and Gas Company and Texas Oil and Gas Corp., dated September 30, 1979, covering all of Sections 6 and 34 and the N $\frac{1}{2}$ NW $\frac{1}{4}$, NW $\frac{1}{4}$ NE $\frac{1}{4}$ and S $\frac{1}{2}$ N $\frac{1}{2}$ of Section 35, T16S-R25E. |

EXHIBIT "A"
 ATTACHED TO ANE MADE A PART OF THE
 ASSIGNMENT, BILL OF SALE AND CONVEYANCE
 PART IV
 INTEREST IN PROPERTIES AND WELLS

PROPERTY NAME	COUNTY	STATE	OPERATOR	WORKING INTEREST DECIMAL	NET REVENUE INTEREST DECIMAL	OVERRIDING ROYALTY INTEREST DECIMAL
ARCO STATE #2-1	GRAND	UTAH	URI	1.00000000	0.87500000	
ARCO STATE #2-2	GRAND	UTAH	URI	1.00000000	0.87500000	
ARCO STATE #36-7	GRAND	UTAH	URI	1.00000000	0.87500000	
ARCO STATE #36-8	GRAND	UTAH	URI	1.00000000	0.87500000	
ARCO STATE #27-1	GRAND	UTAH	URI	1.00000000	0.87500000	
VALENTINE FED, #2	GRAND	UTAH	LONE MIN.	0.04375000	0.038281200	
FEDERAL 174 #1	GRAND	UTAH	URI	1.00000000	0.848750000	
BITTERCREEK #1	GRAND	UTAH	URI	1.00000000	0.875000000	
ARCO FEDERAL #B-1	GRAND	UTAH	LONE MIN.	0.00000000	0.00000000	0.125000000
ARCO FEDERAL #C-1	GRAND	UTAH	LONE MIN.	0.50000000	0.420000000	
ARCO FEDERAL #D-1	GRAND	UTAH	LONE MIN.	0.21875000	0.191406200	
ARCO FEDERAL #H-1	GRAND	UTAH	LONE MIN.	0.00000000	0.00000000	0.062500000
TENNECO FED. #14-2	GRAND	UTAH	LONE MIN.	0.50000000	0.412500000	
GILBERT FEDERAL #1	GRAND	UTAH	URI	1.00000000	0.845000000	

SAN ARROYO UNIT AREA
 ENTRADA PARTICIPATING AREA

SAN ARROYO #1	GRAND	UTAH	URI	1.00000000	0.82500000
SAN ARROYO #2	GRAND	UTAH	URI	1.00000000	0.82500000
SAN ARROYO #3	GRAND	UTAH	URI	1.00000000	0.82500000
SAN ARROYO #5	GRAND	UTAH	URI	1.00000000	0.82500000
SAN ARROYO #6	GRAND	UTAH	URI	1.00000000	0.82500000
SAN ARROYO #40U	GRAND	UTAH	URI	1.00000000	0.82500000
SAN ARROYO #40L	GRAND	UTAH	URI	1.00000000	0.82500000

San Arroyo Wells ARE SUBJECT TO A NET PROFITS INTEREST CREATED BY AND SUBJECT TO THAT CERTAIN FARMOUT AGREEMENT DATED JUNE 6, 1955.

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

Routing

1-LEC 7-SJ	<input checked="" type="checkbox"/>
2- PLS 8-FILE	<input checked="" type="checkbox"/>
3-VLC	<input checked="" type="checkbox"/>
4-RJH	<input checked="" type="checkbox"/>
5-IEC	<input checked="" type="checkbox"/>
6-PL	<input checked="" type="checkbox"/>

Attach all documentation received by the division regarding this change.
 Initial each listed item when completed. Write N/A if item is not applicable.

- Change of Operator (well sold) Designation of Agent
 Designation of Operator Operator Name Change Only

The operator of the well(s) listed below has changed (EFFECTIVE DATE: 9-1-93)

TO (new operator)	<u>NORTHSTAR GAS COMPANY INC</u>	FROM (former operator)	<u>GRAHAM ENERGY LTD</u>
(address)	<u>820 GRESSNER #1630</u>	(address)	<u>15000 NW FREEWAY STE 203</u>
	<u>HOUSTON TX 77024</u>		<u>HOUSTON TX 77040</u>
	<u>PAUL BERNARD</u>		<u>C/O NORTHSTAR GAS CO INC</u>
	phone <u>(713) 935-9542</u>		phone <u>(713) 937-4314</u>
	account no. <u>N 6680</u>		account no. <u>N 7590</u>

Well(s) (attach additional page if needed): *CA NW-115

Name: <u>*FEDERAL 174 #1/DKTA</u>	API: <u>43-019-15884</u>	Entity: <u>8340</u>	Sec <u>11</u> Twp <u>16S</u> Rng <u>25E</u>	Lease Type: <u>U012652</u>
Name: <u>BITTER CREEK 1/CDMTN</u>	API: <u>43-019-30047</u>	Entity: <u>00515</u>	Sec <u>2</u> Twp <u>16S</u> Rng <u>25E</u>	Lease Type: <u>ML25151</u>
Name: <u>ARCO-STATE 2-1/DKTA</u>	API: <u>43-019-30240</u>	Entity: <u>00520</u>	Sec <u>2</u> Twp <u>16S</u> Rng <u>24E</u>	Lease Type: <u>ML22208</u>
Name: <u>ARCO-STATE 2-2/DKTA</u>	API: <u>43-019-30241</u>	Entity: <u>00520</u>	Sec <u>2</u> Twp <u>16S</u> Rng <u>24E</u>	Lease Type: <u>ML22208</u>
Name: <u>ARCO STATE 36-7/CM-MR</u>	API: <u>43-019-31162</u>	Entity: <u>09710</u>	Sec <u>36</u> Twp <u>15SR</u> Rng <u>24E</u>	Lease Type: <u>ML22208</u>
Name: <u>ARCO STATE 36-8/DK-MR</u>	API: <u>43-019-31192</u>	Entity: <u>09710</u>	Sec <u>36</u> Twp <u>15SR</u> Rng <u>24E</u>	Lease Type: <u>ML22208</u>
Name: _____	API: _____	Entity: _____	Sec _____ Twp _____ Rng _____	Lease Type: _____

OPERATOR CHANGE DOCUMENTATION

- Lee 1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). *(Reg. 1-14-94) (Reg. 3-28-94) (Reold Assgn., Bill of Sale 4-11-94)*
- Lee 2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). *(Reg. 1-14-94)*
- Lee 3. The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is company registered with the state? (yes/no) ____ If yes, show company file number: #144214.
- Lee 4. (For Indian and Federal Wells ONLY) The BLM has been contacted regarding this change (attach Telephone Documentation Form to this report). Make note of BLM status in comments section of this form. Management review of **Federal and Indian** well operator changes should take place prior to completion of steps 5 through 9 below.
- Lee 5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. *(4-11-94)*
- Lee 6. Cardex file has been updated for each well listed above. *(4-11-94)*
- Lee 7. Well file labels have been updated for each well listed above. *(4-11-94)*
- Lee 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission. *(4-11-94)*
- Lee 9. A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

ENTITY REVIEW

- 1. (Rule R615-8-7) Entity assignments have been reviewed for all wells listed above. Were entity changes made? (yes/no) no (If entity assignments were changed, attach copies of Form 6, Entity Action Form).
- 2. State Lands and the Tax Commission have been notified through normal procedures of entity changes.

BOND VERIFICATION (Fee wells only)

- 1. (Rule R615-3-1) The new operator of any fee lease well listed above has furnished a proper bond.
- 2. A copy of this form has been placed in the new and former operators' bond files.
- 3. The former operator has requested a release of liability from their bond (yes/no) no. Today's date 19 . If yes, division response was made by letter dated 19 .

LEASE INTEREST OWNER NOTIFICATION RESPONSIBILITY

572-173-20

- 1. (Rule R615-2-10) The former operator/lessee of any fee lease well listed above has been notified by letter dated 19 , of their responsibility to notify any person with an interest in such lease of the change of operator. Documentation of such notification has been requested.
- 2. Copies of documents have been sent to State Lands for changes involving State leases.
4/14/94 to Ed Bonner

FILMING

- 1. All attachments to this form have been microfilmed. Date: 4-19 1994.

FILING

- 1. Copies of all attachments to this form have been filed in each well file.
- 2. The original of this form and the original attachments have been filed in the Operator Change file.

COMMENTS

940328 Bfm/S.Y. Apr-v. eff. 3-23-94.

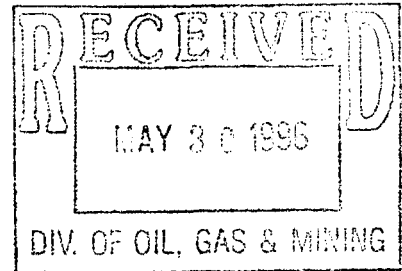


600 Central Park Two / 515 Central Park Drive / Oklahoma City, OK 73105
Post Office Box 24300 / Oklahoma City, Oklahoma 73124-0300
405 525-7788 / FAX 405 557-5258

May 21, 1996

Ms. Lisha Cordova
State of Utah
Department of Oil, Gas & Mining
Salt Lake City, Utah 84111-2303

Re: Acquisition of Producing Properties
and Operatorship from Northstar Resources
Grand and Uintah Counties, Utah



Dear Ms. Cordova:

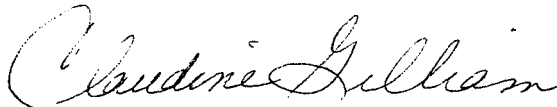
Enogex Exploration Corporation acquired the working interest and operatorship of certain properties in Grand and Uintah Counties, Utah from Northstar Resources, Inc. effective 5/1/96. In this regard we enclose the following for the records:

1. Original Sundry Notices filed in triplicate for each of the wells on the three leases where the State of Utah owns the mineral rights.
2. Three copies each of the Sundry Notices for the 1 Gilbert and the 27-1 which has been approved by the BLM.
3. A copy of the Resignation of Unit Operator and Designation of Successor Unit Operator for the San Arroyo Unit along with approval of same by the BLM.
4. A copy of the Successor Operator of Communitization Agreement NW-115 along with approval of same by the BLM.
5. A list of the wells and locations which Enogex Exploration Corporation acquired from Northstar Resources and will be operating.

Please be advised we provided our State of Utah Blanket Bond in the amount of \$80,000 with our letter dated April 16, 1996, to the School & Institutional Trust Lands Administration

If any thing further is needed, please contact the undersigned at 405 557-5281.

Sincerely,

A handwritten signature in cursive script that reads "Claudine Gilliam". The signature is written in black ink and is positioned above the printed name and title.

Claudine Gilliam
Senior Landman

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:
ML-25151

6. If Indian, Alcotse or Tribe Name:

7. Unit Agreement Name:

8. Well Name and Number:
Bittercreek #1

9. API Well Number:
43-019-30047

10. Field and Pool, or Wildcat:

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

1. Type of Well: OIL GAS OTHER:

2. Name of Operator:
ENOGEX EXPLORATION CORPORATION

3. Address and Telephone Number:
P.O. Box 24300, Oklahoma City, OK 73124-0300

4. Location of Well
Footages:
QQ, Sec., T., R., M.: S/2 S/2 Section 2-16^SW-25E

County: Grand
State: Utah

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

NOTICE OF INTENT (Submit in Duplicate)

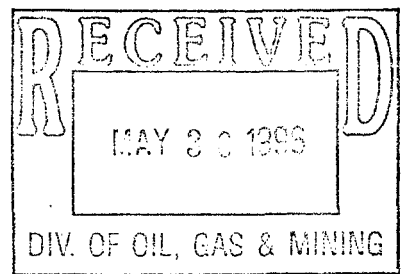
- Abandon
 - Repair Casing
 - Change of Plans
 - Convert to Injection
 - Fracture Treat or Acidize
 - Multiple Completion
 - Other _____
- New Construction
 - Pull or Alter Casing
 - Recomplete
 - Reperforate
 - Vent or Flare
 - Water Shut-Off
- Approximate date work will start _____

SUBSEQUENT REPORT (Submit Original Form Only)

- Abandon *
 - Repair Casing
 - Change of Plans
 - Convert to Injection
 - Fracture Treat or Acidize
 - Other Change of Operator
- New Construction
 - Pull or Alter Casing
 - Reperforate
 - Vent or Flare
 - Water Shut-Off
- Date of work completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.
* Must be accompanied by a cement verification report.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)



13. Name & Signature: Claudine Gilliam Title: Senior Landman Date: 5/20/96
Claudine Gilliam

(This space for State use only)

WELL LISTING FOR ACQUISITION FROM NORTHSTAR RESOURCES, INC.

EFFECTIVE 3/1/96

	WELL NAME	DESCRIPTION	SEC.	TWN	RGE	COUNTY	STATE
1	BLACKHORSE FEDERAL #31-1	E/2 SW/4	31	15S	24E	UINTAH	UTAH
2	ARCO STATE #2-1	SE/4	2	16S	24E	GRAND	UTAH
3	ARCO STATE #2-2	NW/4	2	16S	24E	GRAND	UTAH
4	ARCO STATE #36-7	SE/4	36	15 1/2S	24E	GRAND	UTAH
5	ARCO STATE #36-8	SW/4	36	15 1/2S	24E	GRAND	UTAH
6	ARCO STATE #27-1	SW/4	27	16S	25E	GRAND	UTAH
7	FEDERAL 174 #1	SW/4	11	16S	25E	GRAND	UTAH
8	BITTERCREEK #1	S/2 S/2	2	16S	25E	GRAND	UTAH
9	SAN ARROYO #1	S/2 N/2	26	16S	25E	GRAND	UTAH
10	SAN ARROYO #2 (Non-Producing)	S/2 N/2	22	16S	25E	GRAND	UTAH
11	SAN ARROYO #3	NW/4	23	16S	25E	GRAND	UTAH
12	SAN ARROYO #40	NE/4 NE/4	27	16S	25E	GRAND	UTAH
13	SAN ARROYO #5	SE/4	25	16S	25E	GRAND	UTAH
14	SAN ARROYO #6	SW/4 NE/4	21	16S	25E	GRAND	UTAH
15	SAN ARROYO #4	SW/4	30	16S	26E	GRAND	UTAH
16	SAN ARROYO #8	SW/4	16	16S	25E	GRAND	UTAH
17	SAN ARROYO #9	SW/4 NE/4	27	16S	25E	GRAND	UTAH
18	SAN ARROYO #11	SW/4	15	16S	25E	GRAND	UTAH
19	SAN ARROYO #12	SW/4	23	16S	25E	GRAND	UTAH
20	SAN ARROYO #13	SW/4	22	16S	25E	GRAND	UTAH
21	SAN ARROYO #16	SW/4	26	16S	25E	GRAND	UTAH
22	SAN ARROYO #17	NE/4	24	16S	25E	GRAND	UTAH
23	SAN ARROYO #18	NW/4 NW/4	30	16S	26E	GRAND	UTAH
24	SAN ARROYO #19	SE/4	14	16S	25E	GRAND	UTAH
25	SAN ARROYO #20	NE/4	26	16S	25E	GRAND	UTAH
26	SAN ARROYO #21	SE/4	25	16S	25E	GRAND	UTAH
27	SAN ARROYO #22	NE/4	15	16S	25E	GRAND	UTAH
28	SAN ARROYO #24	NW/4	19	16S	26E	GRAND	UTAH
29	SAN ARROYO #25	NE/4	21	16S	25E	GRAND	UTAH
30	SAN ARROYO #26	SW/4	20	16S	26E	GRAND	UTAH
31	SAN ARROYO #27	SW/4	29	16S	26E	GRAND	UTAH
32	SAN ARROYO #28	NE/4	29	16S	26E	GRAND	UTAH
33	SAN ARROYO #29	NE/4	22	16S	25E	GRAND	UTAH
34	SAN ARROYO #30	W/2	21	16S	26E	GRAND	UTAH
35	SAN ARROYO #31	NW/4 NW/4	22	16S	25E	GRAND	UTAH
36	SAN ARROYO #32 (Non-Producing)	SW/4	14	16S	25E	GRAND	UTAH
37	SAN ARROYO #33	SW/4	25	16S	25E	GRAND	UTAH
38	SAN ARROYO #35	SW/4	24	16S	25E	GRAND	UTAH
39	SAN ARROYO #36A	SE/4	19	16S	26E	GRAND	UTAH
40	SAN ARROYO #37	NE/4	20	16S	26E	GRAND	UTAH
41	SAN ARROYO #38	N/2	16	16S	25E	GRAND	UTAH
42	GILBERT FEDERAL #1(Non-Producing)	W/2 NE/4	11	16S	25E	GRAND	UTAH

DOGM SPEED LETTER

To: Ed Bonner

From: Don Staley

School & Institutional Trust

Division of Oil, Gas & Mining

Lands Administration

Subject: Operator Change

MESSAGE

Date 7/8 19 96

Ed,

For your information, attached are copies of documents regarding an operator change on a state lease(s)

These companies have complied with our requirements. Our records have been updated. Bonding should be reviewed by your agency ASAP.

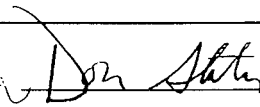
Former Operator: Northstar Gas Company Inc (N6680)

New Operator: Enogex Exploration Corp (N7430)

Well(s):	API:	Entity:	S-T-R:	Lease:
Arco State 2-1	43-019-30240	00520	2-16S-24E	ML-22208
Arco State 2-2	43-019-30241	00520	2-16S-24E	ML-22208
Arco State 36-7	43-019-31162	09710	36-15.5S-24E	ML-22208
Arco State 36-8	43-019-31192	09710	36-15.5S-24E	ML-22208
Bitter Creek 1	43-019-30047	00515	2-16S-25E	ML-25151
San Arroyo Unit 38	43-019-31253	00500	16-16S-25E	ML-4113
San Arroyo Unit 41	43-019-31289	00500	36-16S-25E	ML-4668

cc: Operator File

Signed



REPLY

Date _____ 19 ____

Signed _____

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

5. Lease Designation and Serial Number:
ML-25151

6. If Indian, Allottee or Tribe Name:

7. Unit Agreement Name:

1. Type of Well: OIL GAS OTHER:

8. Well Name and Number:
Bitter Creek # 1

2. Name of Operator:
Northstar Gas Company, Inc.

9. API Well Number:
43-019-30047

3. Address and Telephone Number: 820 Gessner, Suite 1630, Houston, TX 77024
(713) 935-9542

10. Field and Pool, or Wildcat:

4. Location of Well

Footages:

OO, Sec., T., R., M.: 2-T16S-R25E

County: Grand

State: Utah

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

NOTICE OF INTENT
(Submit in Duplicate)

- Abandon
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Multiple Completion
- Other Operator Change
- New Construction
- Pull or Alter Casing
- Recomplete
- Reperforate
- Vent or Flare
- Water Shut-Off

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

- Abandon
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other _____
- New Construction
- Pull or Alter Casing
- Reperforate
- Vent or Flare
- Water Shut-Off

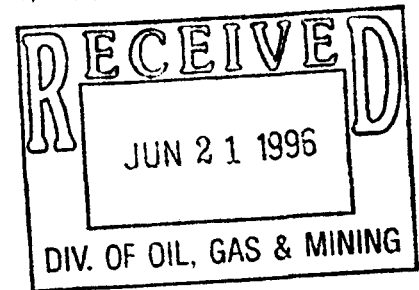
Date of work completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

* Must be accompanied by a cement verification report.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

ENOGEX Exploration Company took over operation 5/1/96 from Northstar Gas Company, Inc. with the effective date of the sale 3/1/96.



13.

Name & Signature:

Harry J. Dean

Title:

President

Date:

6/19/96

(This space for State use only)

NORTH STAR GAS COMPANY

M E M O

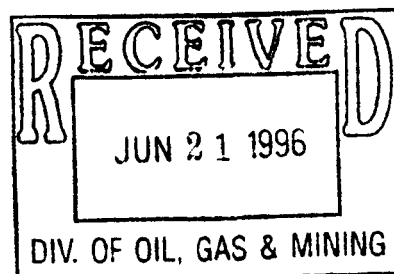
DATE: June 19, 1996

TO: Lisha Cordova

FROM: Harry Dean

SUBJECT: Sundry Notices

Please find enclosed Sundry Notices for the Arco State wells 2-1,2-2,36-7,36-8 and the Bitter Creek # 1. If you should require additional information, please let me know.



OPERATOR CHANGE WORKSHEET

Routing:

1-DEC	6-DEC
2-GLH	7-KDR
3-DPSDL	8-SJ
4-VLD	9-FILE
5-RJF	

Attach all documentation received by the division regarding this change.
 Initial each listed item when completed. Write N/A if item is not applicable.

- Change of Operator (well sold) Designation of Agent
 Designation of Operator Operator Name Change Only

The operator of the well(s) listed below has changed, effective: 5-1-96

TO: (new operator) ENOGEX EXPLORATION CORP.
 (address) PO BOX 24300
OKLAHOMA CITY OK 73124-0300
 Phone: (405)525-7788
 Account no. N7430

FROM: (old operator) NORTHSTAR GAS COMPANY INC
 (address) 820 GESSNER #1630
HOUSTON TX 77024
 Phone: (713)935-9542
 Account no. N6680

WELL(S) attach additional page if needed:

Name: <u>ARCO STATE 2-1/DKTA</u>	API: <u>43-019-30240</u>	Entity: <u>520</u>	S	<u>2</u>	T	<u>16S</u>	R	<u>24E</u>	Lease: <u>ML-22208</u>
Name: <u>ARCO STATE 2-2/DKTA</u>	API: <u>43-019-30241</u>	Entity: <u>520</u>	S	<u>2</u>	T	<u>16S</u>	R	<u>24E</u>	Lease: <u>ML-22208</u>
Name: <u>ARCO STATE 36-7/CM-MR</u>	API: <u>43-019-31162</u>	Entity: <u>9710</u>	S	<u>36</u>	T	<u>15.5S</u>	R	<u>24E</u>	Lease: <u>ML-22208</u>
Name: <u>ARCO STATE 36-8/DK-MR</u>	API: <u>43-019-31192</u>	Entity: <u>9710</u>	S	<u>36</u>	T	<u>15.5S</u>	R	<u>24E</u>	Lease: <u>ML-22208</u>
*Name: <u>BITTER CREEK 1/CDMTN</u>	API: <u>43-019-30047</u>	Entity: <u>515</u>	S	<u>2</u>	T	<u>16S</u>	R	<u>25E</u>	Lease: <u>ML-25151</u>
Name: _____	API: _____	Entity: _____	S	_____	T	_____	R	_____	Lease: _____
Name: _____	API: _____	Entity: _____	S	_____	T	_____	R	_____	Lease: _____

OPERATOR CHANGE DOCUMENTATION

- lec 1. (r649-8-10) Sundry or other legal documentation has been received from the FORMER operator (attach to this form). *(req. 6-11-96) (rec'd 6-21-96)*
- lec 2. (r649-8-10) Sundry or other legal documentation has been received from the NEW operator (Attach to this form). *(rec'd 5-30-96)*
- N/A 3. The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is the company registered with the state? (yes/no) _____ If yes, show company file number: _____
- N/A 4. FOR INDIAN AND FEDERAL WELLS ONLY. The BLM has been contacted regarding this change. Make note of BLM status in comments section of this form. BLM approval of Federal and Indian well operator changes should ordinarily take place prior to the division's approval, and before the completion of steps 5 through 9 below.
- lec 5. Changes have been entered in the Oil and Gas Information System (3270) for each well listed above. *(6-24-96)*
- lec 6. Cardex file has been updated for each well listed above. *(6-24-96)*
- lec 7. Well file labels have been updated for each well listed above. *(6-24-96)*
- lec 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to Trust Lands, Sovereign Lands, UGS, Tax Commission, etc. *(6-24-96)*
- lec 9. A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

ENTITY REVIEW

- Y 1. (r649-8-7) Entity assignments have been reviewed for all wells listed above. Were entity changes made? (yes/no) _____. If entity assignments were changed, attach copies of Form 6, Entity Action Form.
- N/A 2. Trust Lands, Sovereign Lands, Tax Commission, etc., have been notified through normal procedures of entity changes.

BOND VERIFICATION - (FEE WELLS ONLY) *Trust Lands (\$80,000) Surety

- Y 1. (r649-3-1) The NEW operator of any fee lease well listed above has furnished a proper bond.
- N/A 2. A copy of this form has been placed in the new and former operator's bond files.
- N/A 3. The FORMER operator has requested a release of liability from their bond (yes/no) _____, as of today's date _____. If yes, division response was made to this request by letter dated _____.

LEASE INTEREST OWNER NOTIFICATION OF RESPONSIBILITY

- DTS 1. Copies of documents have been sent on 7/8/96 to Ed Bonner at Trust Lands for changes involving State leases, in order to remind that agency of their responsibility to review for proper bonding.

FILMING

- KDR 1. All attachments to this form have been microfilmed. Today's date: July 18, 1996.

FILING

- ___ 1. Copies of all attachments to this form have been filed in each well file.
- ___ 2. The original of this form, and the original attachments are now being filed in the Operator Change file.

COMMENTS



Utah Department of Commerce
Division of Corporations & Commercial Code
160 East 300 South, 2nd Floor, Box 146705
Salt Lake City, UT 84114-6705
Service Center: (801) 530-4849
Toll Free: (877) 526-3994 Utah Residents
Fax: (801) 530-6438
Web site: <http://www.commerce.state.ut.us>

CRESCENDO ENERGY, LLC

August 4, 2000

CERTIFICATE OF EXISTENCE

Registration Number: PENDING
Business Name: CRESCENDO ENERGY, LLC
Registered Date: JULY 13, 2000
Foreign or Domestic: FOREIGN
Current Status: GOOD STANDING

The Division of Corporations and Commercial Code of the State of Utah, custodian of the records of business registrations, certifies that the business entity on this certificate is authorized to transact business and was duly registered under the laws of the State of Utah.



Lorena Riffo-Jenson
Division Director of
Corporations and Commercial Code

Dept. of Professional Licensing
(801)530-6628

Real Estate
(801)530-6747

Public Utilities
(801)530-6651

Securities
(801)530-6600

Consumer Protection
(801)530-6601

PROSCENDO ENERGY, LLC

API NUMBER	Well Name	Entity	WELL STATUS
4301915886	SAN ARROYO # 3	500	P
4301915887	SAN ARROYO # 4	500	P
4301915890	SAN ARROYO # 8	500	P
4301915891	SAN ARROYO # 9	500	P
4301915892	SAN ARROYO #11	500	P
4301915893	SAN ARROYO #12	500	P
4301915894	SAN ARROYO #13	500	P
4301915896	SAN ARROYO #16	500	S
4301915897	SAN ARROYO #17	500	P
4301915898	SAN ARROYO #18	500	P
4301915899	SAN ARROYO #19	500	P
4301915900	SAN ARROYO #20	500	P
4301915901	SAN ARROYO #21	500	P
4301915902	SAN ARROYO #22	500	P
4301915903	SAN ARROYO #24	500	P
4301915904	SAN ARROYO #25	500	P
4301915905	SAN ARROYO #26	500	P
4301915906	SAN ARROYO #27	500	P
4301915907	SAN ARROYO #28	500	P
4301915908	SAN ARROYO #29	500	P
4301915909	SAN ARROYO #30	500	P
4301930527	SAN ARROYO #31	500	P
4301930528	SAN ARROYO #32	500	P
4301930608	SAN ARROYO #33	500	S
4301911090	SAN ARROYO #35	500	P
4301931251	SAN ARROYO #36A	500	P
4301931252	SAN ARROYO #37	500	P
4301931253	SAN ARROYO #38	500	P
4301931289	SAN ARROYO #41	500	P
4301931290	SAN ARROYO #42	500	P
4301931291	SAN ARROYO #43	500	P
4301931301	SAN ARROYO #44	500	P
4301931299	SAN ARROYO #45	500	P
4301931318	SAN ARROYO #47	500	P
4301931316	SAN ARROYO #49	500	P
4301916532	SAN ARROYO # 1	505	S
4301915885	SAN ARROYO # 2	505	S
4301915888	SAN ARROYO # 5	505	S
4301915889	SAN ARROYO # 6	505	S
4301931250	SAN ARROYO #40	505	S
4301930047	BITTERCREEK #1	515	P
4301930240	ARCO STATE #2-1	520	P
4301930241	ARCO STATE #2-2	520	P
4301915884	FEDERAL 174 #1	8340	P
4301911089	GILBERT FEDERAL #1	8341	P
4304730765	BLACKHORSE FEDERAL #31-1	8345	P
4301931162	ARCO STATE #36-7	9710	P
4301931192	ARCO STATE #36-8	9710	P
4301930570	ARCO STATE #27-1	11595	P

Crescendo Energy, LLC

P.O. Box 1814
Midland, TX 79702
Phone: 915-697-7221
Fax: 915-697-7289

August 23, 2000

Attn: Mr. Jim Thompson
Utah Division of Oil, Gas & Mining
1594 W North Temple
Salt Lake City, Utah 84114-5801

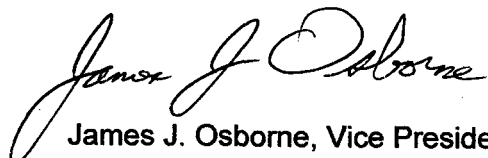
Re: Change of Operator

Dear Mr. Thompson:

The attached list of properties was formerly owned and operated by Enogex Exploration Corporation. Crescendo Energy, LLC has purchased the properties and has taken over operations. If you have any questions, please feel free to contact me at the phone number listed above.

Sincerely yours,
Crescendo Energy, LLC

By: Crescendo Energy Partners, LLC, its
Managing Member


James J. Osborne, Vice President

Confirmation by Previous Operator:

Enogex Exploration Corporation

By: Chris J. Haugen
Name (Print): CHRIS J. HAUGEN
Title: Manager, E&P

jjo
Attachment

Form 3160-5
(August 1999)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

APPROVED
CMB No. 1004-0135
Expires November 30, 2000

5. Lease Serial No.
UTU0126528

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.

8. Well Name and No.
GILBRT #1

9. API Well No.
430191108900S1

10. Field and Pool, or Exploratory Area
San Arroyo

11. County or Parish, State
GRAND, UT

SUBMIT IN TRIPPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
CRESCENDO ENERGY, LLC

3a. Address 1031 ANDREWS HWY., SUITE 211 MIDLAND, TX 79703
3b. Phone No. (include area code) 915-697-7221

4. Location of Well (Footage, Sec. T. R., M., or Survey Description)
1700' FNL and 1830' FEL
SWNE Sec. 11, T. 16S., R. 25E.

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other CHANGE OF OPERATOR
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markets and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

BOND #0437484 (Surety Bond #) UT1184 (BLM Bond #)

Effective: July 1, 2000

RECEIVED

SEP 05 2000

DIVISION OF
OIL, GAS AND MINING

2000 SEP 28 P 2:08

BY: CRESCENDO ENERGY PARTNERS, LLC, its

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed) *Managing member*
KENNETH KRISA

Title PRESIDENT

Signature *Kenneth C. Krisa*

Date 8-23-00

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by *William H. [Signature]*
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Assistant Field Manager, 8/31/2000
Division of Resources
Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

cc: u006m 8/31/00

CONDITIONS OF APPROVAL ATTACHED

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reentry to a different reservoir.
Use "APPLICATION FOR PERMIT—" for such proposals

5. Lease Designation and Serial No.
ML-25151

6. If Indian, Allottee or Tribe Name
111817

7. If Unit or CA, Agreement Designation

SUBMIT IN TRIPLICATE

1. Type of Well
 Oil Well Gas Well Other

8. Well Name and No.
BITTER CREEK NO.1

2. Name of Operator
CRESCENDO ENERGY PARTNERS, LLC

9. API Well No.
43-019-30047

3. Address and Telephone No.
P.O. BOX 1814, MIDLAND, TX 79702 (915) 697-7221

10. Field and Pool, or Exploratory Area
BITTER CREEK

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
SECTION 2-T16S-R25E
395' FSL 2530' FWL

11. County or Parish, State
GRAND, UTAH

12. CHECK APPROPRIATE BOX(S) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Abandonment
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Recompletion
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Plugging Back
	<input type="checkbox"/> Casing Repair
	<input type="checkbox"/> Altering Casing
	<input checked="" type="checkbox"/> Other <u>CHANGE OF OPERATOR</u>
	<input type="checkbox"/> Change of Plans
	<input type="checkbox"/> New Construction
	<input type="checkbox"/> Non-Routine Fracturing
	<input type="checkbox"/> Water Shut-Off
	<input type="checkbox"/> Conversion to Injection
	<input type="checkbox"/> Dispose Water

(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

CHANGE OF OPERATOR

CRESCENDO ENERGY PARTNERS, LLC IS TAKING OVER OPERATIONS OF THE ABOVE CAPTIONED WELL.

CRESCENDO ENERGY PARTNERS, LLC IS RESPONSIBLE UNDER THE TERMS AND CONDITIONS OF THE LEASE FOR OPERATIONS CONDUCTED ON THE LEASED LANDS OR PORTIONS THEREOF.

BOND COVERAGE FOR THIS WELL WILL BE PROVIDED BY BLM BOND NO 0437484

EFFECTIVE DATE: JUNE 30, 2000

RECEIVED

OCT 10 2000

DIVISION OF
OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct

Signed [Signature] Title ENGINEER

Date 9-26-00

(This space for Federal or State office use)

Approved by _____ Title _____ Date _____
Conditions of approval, if any:

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH		4-KAS ✓
2. CDW ✓		5- ST ✓
3. JLT		6-FILE ✓

Enter date after each listed item is completed

X Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

Merger

The operator of the well(s) listed below has changed, effective:

6-30-2000

FROM: (Old Operator):

ENOGEX EXPLORATION CORPORATION

Address: P. O. BOX 24300

OKLAHOMA CITY, OK 73124-0300

Phone: 1-(405)-525-7788

Account No. N7430

TO: (New Operator):

CRESCENDO ENERGY PARTNERS LLC

Address P. O. BOX 1814

MIDLAND, TX 79702

Phone: 1-(915)-697-7221

Account N1365

CA No.

Unit:

WELL(S)

NAME	API NO.	ENTITY NO.	SEC. TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
ARCO STATE NO. 2-1	43-019-30240	520	02-16S-24E	STATE	GW	P
ARCO STATE NO. 2-2	43-019-30241	520	02-16S-24E	STATE	GW	P
ARCO STATE NO. 36-7	43-019-31162	9710	36-15.5S-24E	STATE	GW	P
ARCO STATE NO. 36-8	43-019-31192	9710	36-16S-24E	STATE	GW	P
BITTER CREEK NO. 1	43-019-30047	515	02-16S-25E	STATE	GW	P

OPERATOR CHANGES DOCUMENTATION

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 08/28/2000
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 09/05/2000
- The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 10-18-2000
- Is the new operator registered in the State of Utah: YES Business Number: 4778945-0161
- If **NO**, the operator was contacted on: _____
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the (merger, name change, or operator change for all wells listed on Federal or Indian leases on: N/A
- Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
- Federal and Indian Communization Agreements ("CA"):** The BLM or the BIA has approved the operator

change for all wells listed involved in a CA on: N/A

9. **Underground Injection Control ("UIC") Pro:** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 10/18/2000
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 10/18/2000
3. Bond information entered in RBDMS on: N/A
4. Fee wells attached to bond in RBDMS on: N/A

STATE BOND VERIFICATION:

1. State well(s) covered by Bond No.: 437484

FEE WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed has furnished a bond: N/A
2. The **FORMER** operator has requested a release of liability from their bond on: N/A
The Division sent response by letter on: N/A
3. (R649-2-10) The **FORMER** operator of the Fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: _____

FILMING:

1. All attachments to this form have been **MICROFILMED** on: 3.5.01

FILING:

1. **ORIGINALS/COPIES** of all attachments pertaining to each individual well have been filed in each well file on: _____

COMMENTS:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: See attached
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: San Arroyo Unit and other wells
2. NAME OF OPERATOR: Slate River Resources, LLC N2725		8. WELL NAME and NUMBER: See attached
3. ADDRESS OF OPERATOR: 418 Main Street, Ste. 18 CITY Vernal STATE UT ZIP 84078		9. API NUMBER: See attach
PHONE NUMBER: (435) 781-1870		10. FIELD AND POOL, OR WILDCAT: See attached
4. LOCATION OF WELL FOOTAGES AT SURFACE: See attached schedule of wells		COUNTY: Grand
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

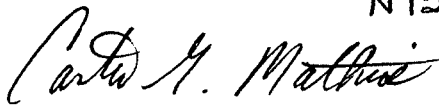
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Crescendo Energy, LLC is a wholly owned subsidiary of Slate River Resources, LLC. All the wells, properties and leasehold interest of Crescendo Energy, LLC has been assigned to Slate River Resources, LLC. We request a change of Operator from Crescendo Energy, LLC to Slate River Resources, LLC on the wells listed on the attached schedule, including a change of Operator of the San Arroyo Unit Area effective November 1, 2005.


The Bond numbers for Slate River Resources, LLC are:
 State of Utah DOGM Bond B001556 \$120,000
 State of Utah Bond of Lessee B001760 \$ 15,000 being transferred from Crescendo to Slate River Resources, LLC
 Federal Utah Statewide Bond UTB000187 \$ 25,000 being transferred from Crescendo to Slate River Resources, LLC

Crescendo Energy, LLC N1365

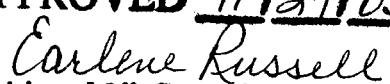


 Carter G. Mathies, President

NAME (PLEASE PRINT) Gary D. Davis TITLE President, Slate River Resources, LLC

SIGNATURE  DATE 11/10/2005

(This space for State use only)

APPROVED 11/29/05

 Division of Oil, Gas and Mining
 Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

(5/2000)

RECEIVED
NOV 16 2005
 DIV. OF OIL, GAS & MINING

SLATE RIVER RESOURCES, LLC, OPERATOR

API Well Number	Operator	Well Name	Well Type	Well Status	Field Name	County Name	Qtr	Section	Township-Range		FNL
43-019-30570-00-0	CRESCENDO ENERGY LLC	ARCO 27-1	Gas Well	Producing	SAN ARROYO	GRAND	NWSW	27	16S-25E	U-29645	1700
43-019-31162-00-0	CRESCENDO ENERGY LLC	ARCO STATE 36-7	Gas Well	Producing	EAST CANYON	GRAND	SWSE	36	15.5S-24E	ML-22208	852
43-019-31192-00-0	CRESCENDO ENERGY LLC	ARCO STATE 36-8	Gas Well	Producing	EAST CANYON	GRAND	SWSW	36	15.5S-24E	ML-22208	1285
43-019-30240-00-0	CRESCENDO ENERGY LLC	ARCO-STATE 2-1	Gas Well	Producing	EAST CANYON	GRAND	NESE	2	16S-24E	ML-22208	2420
43-019-30241-00-0	CRESCENDO ENERGY LLC	ARCO-STATE 2-2	Gas Well	Shut-In	EAST CANYON	GRAND	NWNW	2	16S-24E	ML-22208	1425
43-019-30047-00-0	CRESCENDO ENERGY LLC	BITTER CREEK 1	Gas Well	Producing	SAN ARROYO	GRAND	SWSE	2	16S-25E	ML-25151	1080
43-047-30765-00-0	CRESCENDO ENERGY LLC	BLACK HORSE CANYON FED 31-1	Gas Well	Producing	BLACK HORSE CYN	UINTAH	NWSW	31	15S-24E	U-14234	2030
43-019-15884-00-0	CRESCENDO ENERGY LLC	FEDERAL 174 1	Gas Well	Producing	SAN ARROYO	GRAND	SESW	11	16S-25E	U-126528	1940
43-019-31432-00-0	CRESCENDO ENERGY LLC	FEDERAL 27-2	Gas Well	Approved permit (APD); not yet spudd	SAN ARROYO	GRAND	SESE	27	16S-25E	U-29645	1110
43-019-31318-00-0	CRESCENDO ENERGY LLC	FEDERAL 47	Gas Well	Producing	SAN ARROYO	GRAND	NWNE	31	16S-26E	U-6023	990
43-019-31410-00-0	CRESCENDO ENERGY LLC	FEDERAL 6-1	Gas Well	Approved permit (APD); not yet spudd	SAN ARROYO	GRAND	SWNW	6	16S-25E	U-9831	1760
43-019-11089-00-0	CRESCENDO ENERGY LLC	FEDERAL GILBERT 1	Gas Well	Producing	SAN ARROYO	GRAND	SWNE	11	16S-25E	U-126528	1140
43-019-16532-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 01	Gas Well	Shut-In	SAN ARROYO	GRAND	SENW	26	16S-25E	USL-71307	1320
43-019-15885-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 02	Gas Well	Shut-In	SAN ARROYO	GRAND	SENW	22	16S-25E	U-370-A	125
43-019-15886-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 03	Gas Well	Producing	SAN ARROYO	GRAND	SENW	23	16S-25E	U-369	50
43-019-15887-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 04	Gas Well	Producing	SAN ARROYO	GRAND	SESW	30	16S-26E	U-6023	660
43-019-15888-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 05	Gas Well	Shut-In	SAN ARROYO	GRAND	NWSE	25	16S-25E	U-369	820
43-019-15889-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 06	Gas Well	Shut-In	SAN ARROYO	GRAND	SWNE	21	16S-25E	U-136529	1360
43-019-15890-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 08	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	16	16S-25E	ML-4113	2066
43-019-15891-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 09	Gas Well	Producing	SAN ARROYO	GRAND	NWNE	27	16S-25E	U-370-A	1210
43-019-15892-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 11	Gas Well	Producing	SAN ARROYO	GRAND	NESW	15	16S-25E	U-5059-C	2450
43-019-15893-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 12	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	23	16S-25E	USL-71307	1520
43-019-15894-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 13	Gas Well	Producing	SAN ARROYO	GRAND	C-SW	22	16S-25E	U-370-A	660
43-019-15896-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 16	Gas Well	Producing	SAN ARROYO	GRAND	SESW	26	16S-25E	U-369	1990
43-019-15897-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 17	Gas Well	Producing	SAN ARROYO	GRAND	NENE	24	16S-25E	U-25243	660
43-019-15898-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 18	Gas Well	Producing	SAN ARROYO	GRAND	NWNW	30	16S-26E	U-6023	1300
43-019-15899-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 19	Gas Well	Producing	SAN ARROYO	GRAND	SWSE	14	16S-25E	U-5011-B	2600
43-019-15900-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 20	Gas Well	Producing	SAN ARROYO	GRAND	SENE	26	16S-25E	USL-71307	1712
43-019-15901-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 21	Gas Well	Producing	SAN ARROYO	GRAND	NWSE	25	16S-25E	U-369	395
43-019-15902-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 22	Gas Well	Producing	SAN ARROYO	GRAND	NENE	15	16S-25E	U-5011-A	2194
43-019-15903-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 24	Gas Well	Producing	SAN ARROYO	GRAND	SENW	19	16S-26E	U-6188	769
43-019-15904-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 25	Gas Well	Producing	SAN ARROYO	GRAND	SWNE	21	16S-25E	U-136529	1111
43-019-15905-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 26	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	20	16S-26E	U-25297	78
43-019-15906-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 27	Gas Well	Producing	SAN ARROYO	GRAND	NESW	29	16S-26E	U-6021	787
43-019-15907-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 28	Gas Well	Producing	SAN ARROYO	GRAND	NWNE	29	16S-26E	U-5650	634
43-019-15908-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 29	Gas Well	Producing	SAN ARROYO	GRAND	NENE	22	16S-25E	U-370-A	540
43-019-15909-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 30	Gas Well	Producing	SAN ARROYO	GRAND	NWSW	21	16S-26E	U-5650	945
43-019-30527-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 31	Gas Well	Shut-In	SAN ARROYO	GRAND	NWNW	22	16S-25E	U-370-A	739
43-019-30528-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 32	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	14	16S-25E	U-5011-B	1305
43-019-30608-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 33	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	25	16S-25E	U-369	1977
43-019-11090-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 35	Gas Well	Producing	SAN ARROYO	GRAND	SESW	24	16S-25E	U-369	1875
43-019-31251-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 36-A	Gas Well	Producing	SAN ARROYO	GRAND	SESE	19	16S-26E	U-6188	304
43-019-31252-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 37	Gas Well	Producing	SAN ARROYO	GRAND	SWNE	20	16S-26E	U-5650	2025
43-019-31253-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 38	Gas Well	Producing	SAN ARROYO	GRAND	SWNE	16	16S-25E	ML-4113	1395
43-019-31250-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 40	Gas Well	Shut-In	SAN ARROYO	GRAND	NWNE	27	16S-25E	U-370-A	1482
43-019-31289-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 41	Gas Well	Producing	SAN ARROYO	GRAND	NENE	36	16S-25E	Not CE Lease	1342
43-019-31290-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 42	Gas Well	Producing	SAN ARROYO	GRAND	NESE	30	16S-26E	U-6023	1300
43-019-31291-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 43	Gas Well	Producing	SAN ARROYO	GRAND	NESE	29	16S-26E	U-6021	600
43-019-31301-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 44	Gas Well	Producing	SAN ARROYO	GRAND	SENE	30	16S-26E	U-6023	
43-019-31299-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 45	Gas Well	Producing	SAN ARROYO	GRAND	NWSE	20	16S-26E	U-5650	0

1. DJJ
2. CDW

OPERATOR CHANGE WORKSHEET

Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

X Merger

The operator of the well(s) listed below has changed, effective:		11/1/2005
FROM: (Old Operator):	TO: (New Operator):	
N1365-Crescendo Energy, LLC 1600 Broadway, Suite 900 Denver, CO 80202 Phone: 1-(303) 592-4448	N2725-Slate River Resources, LLC 418 Main St, Suite 18 Vernal, UT 84078 Phone: 1-(435) 781-1870	

WELL(S)	CA No.	Unit:						
NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
BLACK HORSE CANYON FED 31-1	31	150S	240E	4304730765	8345	Federal	GW	P
ARCO STATE 36-7	36	155S	240E	4301931162	9710	State	GW	P
ARCO STATE 36-8	36	155S	240E	4301931192	9710	State	GW	S
ARCO-STATE 2-1	02	160S	240E	4301930240	520	State	GW	P
ARCO-STATE 2-2	02	160S	240E	4301930241	520	State	GW	S
STATE 2-3	02	160S	240E	4301931411		State	GW	APD
BITTER CREEK 1	02	160S	250E	4301930047	515	State	GW	P
FEDERAL 6-1	06	160S	250E	4301931410		Federal	GW	APD
FEDERAL GILBERT 1	11	160S	250E	4301911089	8341	Federal	GW	P
FEDERAL 174 1	11	160S	250E	4301915884	8340	Federal	GW	P
ARCO 27-1	27	160S	250E	4301930570	11595	Federal	GW	P

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 11/16/2005
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 11/16/2005
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 11/23/2005
- Is the new operator registered in the State of Utah: YES Business Number: 5830411-0161
- If **NO**, the operator was contacted contacted on: _____
- (R649-9-2) Waste Management Plan has been received on: _____ requested 11/23/05
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: _____ requested 11/23/05

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: _____

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: n/a

9. **Federal and Indian Communization Agreements ("CA"):**

The BLM or BIA has approved the operator for all wells listed within a CA on: n/a

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

1. Changes entered in the Oil and Gas Database on: 11/29/2005
2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 11/29/2005
3. Bond information entered in RBDMS on: 11/29/2005
4. Fee/State wells attached to bond in RBDMS on: 11/29/2005
5. Injection Projects to new operator in RBDMS on: n/a
6. Receipt of Acceptance of Drilling Procedures for APD/New on: 11/29/2005

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000187

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: n/a

FEE & STATE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number B001556
2. The **FORMER** operator has requested a release of liability from their bond on: 11/25/2005
The Division sent response by letter on: n/a

LEASE INTEREST OWNER NOTIFICATION:

3. (R649-2-10) The **FORMER** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: n/a

COMMENTS:

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING
1. DJJ
2. CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

5/15/2008

FROM: (Old Operator): N2725-Slate River Resources, LLC 1600 Broadway, Suite 900 Denver, CO 80202 Phone: 1 (303) 592-4448	TO: (New Operator): N3505-Augustus Energy Partners, LLC 2016 Grand Ave, Suite A Billings MT 59012 Phone: 1 (406) 294-5990
---	---

CA No.		Unit:						
WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LIST								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 5/23/2008
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 5/23/2008
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/4/2008
- a. Is the new operator registered in the State of Utah: _____ Business Number: 7012268-0161
- b. If **NO**, the operator was contacted on: _____
- a. (R649-9-2)Waste Management Plan has been received on: IN PLACE
- b. Inspections of LA PA state/fee well sites complete on: In Process
- c. Reports current for Production/Disposition & Sundries on: OK
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM not yet BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: not yet
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 5/29/2008
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 5/29/2008
- Bond information entered in RBDMS on: 5/29/2008
- Fee/State wells attached to bond in RBDMS on: 5/29/2008
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: _____

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: UTB00317
- Indian well(s) covered by Bond Number: n/a
- a. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number RLB0011628
- b. The **FORMER** operator has requested a release of liability from their bond on: not yet
The Division sent response by letter on: _____

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: n/a

COMMENTS:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:
See Attached list

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:

2. NAME OF OPERATOR:
Augustus Energy Partners, LLC N3505

9. API NUMBER:

3. ADDRESS OF OPERATOR:
2016 Grand Avenue. Ste A CITY Billings STATE MT ZIP 59012

PHONE NUMBER:
(406) 294-5990

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL

FOOTAGES AT SURFACE: _____ COUNTY: _____

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: **UTAH**

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Change of Operator</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective 12:01 a.m. May 15, 2008 the Operator of this well will change from:

Slate River Resources, LLC *N2725*
1600 Broadway, Suite 900
Denver, CO 80202
303-592-4448

TO: Augustus Energy Partners, LLC
2016 Grand Avenue, Suite A
Billings, MT 59102

BLM Bond # UTB00317 effective 5/13/08 *STATE BOND = RLB 0011638*

Seller: Slate River Resources LLC
Gary D. Davis, President/CEO

Signature: 

NAME (PLEASE PRINT) Steven D. Durrett

TITLE President

SIGNATURE 

DATE 5/15/2008

(This space for State use only)

APPROVED *5/15/08*
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED
MAY 23 2008

DIV. OF OIL, GAS & MINING

API Well Number	Well Name	Qtr/Qtr	Section	Township-Range
43-019-11089	FEDERAL GILBERT 1	SWNE	11	16S-25E
43-019-11090	SAN ARROYO U 35	SESW	24	16S-25E
43-019-15884	FEDERAL 174 1	SESW	11	16S-25E
43-019-15885	SAN ARROYO 2	SENW	22	16S-25E
43-019-15886	SAN ARROYO 3	SENW	23	16S-25E
43-019-15887	SAN ARROYO 4	SESW	30	16S-26E
43-019-15888	SAN ARROYO 5	NWSE	25	16S-25E
43-019-15889	SAN ARROYO 6	SWNE	21	16S-25E
43-019-15890	SAN ARROYO 8	SWSW	16	16S-25E
43-019-15891	SAN ARROYO 9	NWNE	27	16S-25E
43-019-15892	SAN ARROYO 11	NESW	15	16S-25E
43-019-15893	SAN ARROYO 12	SWSW	23	16S-25E
43-019-15894	SAN ARROYO 13	C-SW	22	16S-25E
43-019-15896	SAN ARROYO 16	SESW	26	16S-25E
43-019-15897	SAN ARROYO 17	NENE	24	16S-25E
43-019-15898	SAN ARROYO 18	NWNW	30	16S-26E
43-019-15899	SAN ARROYO 19	SWSE	14	16S-25E
43-019-15900	SAN ARROYO 20	SENE	26	16S-25E
43-019-15901	SAN ARROYO 21	NWSE	25	16S-25E
43-019-15902	SAN ARROYO 22	NENE	15	16S-25E
43-019-15903	SAN ARROYO 24	SENW	19	16S-26E
43-019-15904	SAN ARROYO 25	SWNE	21	16S-25E
43-019-15905	SAN ARROYO 26	SWSW	20	16S-26E
43-019-15906	SAN ARROYO 27	NESW	29	16S-26E
43-019-15907	SAN ARROYO 28	NWNE	29	16S-26E
43-019-15908	SAN ARROYO 29	NENE	22	16S-25E
43-019-15909	SAN ARROYO 30	NWSW	21	16S-26E
43-019-16532	SAN ARROYO 1	SENW	26	16S-25E
43-019-30047	BITTER CREEK 1	SWSE	2	16S-25E
43-019-30240	ARCO-STATE 2-1	NESE	2	16S-24E
43-019-30241	ARCO-STATE 2-2	NWNW	2	16S-24E
43-019-30527	SAN ARROYO 31	NWNW	22	16S-25E
43-019-30528	SAN ARROYO 32	SWSW	14	16S-25E
43-019-30570	ARCO 27-1	NWSW	27	16S-25E
43-019-30608	SAN ARROYO 33	SWSW	25	16S-25E
43-019-31162	ARCO STATE 36-7	SWSE	36	15.5S-24E
43-019-31192	ARCO STATE 36-8	SWSW	36	15.5S-24E
43-019-31250	SAN ARROYO U 40	NWNE	27	16S-25E
43-019-31251	SAN ARROYO U 36-A	SESE	19	16S-26E
43-019-31252	SAN ARROYO U 37	SWNE	20	16S-26E
43-019-31253	SAN ARROYO U 38	SWNE	16	16S-25E
43-019-31289	SAN ARROYO U 41	NENE	36	16S-25E
43-019-31290	SAN ARROYO U 42	NESE	30	16S-26E
43-019-31291	SAN ARROYO U 43	NESE	29	16S-26E
43-019-31299	SAN ARROYO 45	NWSE	20	16S-26E
43-019-31301	SAN ARROYO 44	SENE	30	16S-26E
43-019-31316	SAN ARROYO 49	NENW	29	16S-26E
43-019-31318	FEDERAL 47	NWNE	31	16S-26E
43-047-30765	BLACK HORSE CANYON FED 31-1	NWSW	31	15S-24E

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MAY 23 2008

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS			5. LEASE DESIGNATION AND SERIAL NUMBER: STATE ML25151
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.			6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____			7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: AUGUSTUS ENERGY PARTNERS, LLC			8. WELL NAME and NUMBER: BITTER CREEK 1
3. ADDRESS OF OPERATOR: 2016 GRAND AVE., STE A CITY BILLINGS STATE MT ZIP 59101		PHONE NUMBER: (406) 294-5990	9. API NUMBER: 4301930047
4. LOCATION OF WELL FOOTAGES AT SURFACE: 395' FSL, 2530' FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSE 2 16S 25E 6			10. FIELD AND POOL, OR WILDCAT: SAN ARROYO COUNTY: GRAND STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>6/1/2010</u> <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>PIT CLOSURE</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>TANK INSTALL</u>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Two existing pits on location will be closed and a 200 bbl tank will be installed to contain produced water during the summer of 2010. Both pits have been de-watered and are currently stable with vegetative growth. Soil from the earthen will be used as backfill and the areas will be reclaimed following UDOGM regulations and requirements.

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY**

NAME (PLEASE PRINT) <u>Tim Dobransky - Olsson Associates</u>	TITLE <u>Project Scientist</u> (970) 270-2986
SIGNATURE	DATE <u>5/18/2010 - 5/27/10</u>

(This space for State use only)

RECEIVED
JUN 01 2010

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING
 CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

11/11/2013

FROM: (Old Operator): N3505-Augustus Energy Partners, LLC 2016 Garnd Ave, Suite A Billings, MT 59102 Phone: 1 (406) 294-5990	TO: (New Operator): N4035-Southwestern Energy Ventures Company, LLC PO Box 1056 Bayfield, CO 81122 Phone: 1 (970) 884-4869
---	--

CA No. **Unit:** **San Arroyo**

WELL NAME	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
See Attached List						

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 11/22/2013
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 11/22/2013
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 11/27/2013
- Is the new operator registered in the State of Utah: _____ Business Number: 8812939-0161
- (R649-9-2)Waste Management Plan has been received on: N/A
- Inspections of LA PA state/fee well sites complete on: N/A
- Reports current for Production/Disposition & Sundries on: 11/27/2013
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM Not Yet BIA N/A
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: Not Yet
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: Not Yet
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 12/1/2013
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 12/1/2013
- Bond information entered in RBDMS on: 12/1/2013
- Fee/State wells attached to bond in RBDMS on: 12/1/2013
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: N/A
- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: RLB0015347
- Indian well(s) covered by Bond Number: N/A
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number RLB0015348
- The **FORMER** operator has requested a release of liability from their bond on: 11/22/2013

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: N/A

COMMENTS:

Augustus Energy Partners, LLC (N3505) to Southwestern Energy Ventures Company, LLC (N4035)

Effective 11/11/2013

San Arroyo Unit

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Well Type	Well Status
SAN ARROYO U 35	24	160S	250E	4301911090	500	Federal	GW	P
SAN ARROYO 2	22	160S	250E	4301915885	505	Federal	GW	S
SAN ARROYO 3	23	160S	250E	4301915886	500	Federal	GW	P
SAN ARROYO 4	30	160S	260E	4301915887	500	Federal	GW	P
SAN ARROYO 5	25	160S	250E	4301915888	505	Federal	GW	S
SAN ARROYO 6	21	160S	250E	4301915889	505	Federal	GW	S
SAN ARROYO 8	16	160S	250E	4301915890	500	Federal	GW	P
SAN ARROYO 9	27	160S	250E	4301915891	500	Federal	GW	P
SAN ARROYO 11	15	160S	250E	4301915892	500	Federal	GW	S
SAN ARROYO 12	23	160S	250E	4301915893	500	Federal	GW	P
SAN ARROYO 13	22	160S	250E	4301915894	500	Federal	GW	P
SAN ARROYO 16	26	160S	250E	4301915896	500	Federal	GW	P
SAN ARROYO 17	24	160S	250E	4301915897	500	Federal	GW	P
SAN ARROYO 18	30	160S	260E	4301915898	500	Federal	GW	P
SAN ARROYO 19	14	160S	250E	4301915899	500	Federal	GW	P
SAN ARROYO 20	26	160S	250E	4301915900	500	Federal	GW	P
SAN ARROYO 21	25	160S	250E	4301915901	500	Federal	GW	P
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SAN ARROYO 24	19	160S	260E	4301915903	500	Federal	GW	P
SAN ARROYO 25	21	160S	250E	4301915904	500	Federal	GW	P
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SAN ARROYO 1	26	160S	250E	4301916532	505	Federal	GW	S
SAN ARROYO 31	22	160S	250E	4301930527	500	Federal	GW	S
SAN ARROYO 32	14	160S	250E	4301930528	500	Federal	GW	S
SAN ARROYO 33	25	160S	250E	4301930608	500	Federal	GW	P
SAN ARROYO U 36-A	19	160S	260E	4301931251	500	Federal	GW	P
SAN ARROYO U 37	20	160S	260E	4301931252	500	Federal	GW	P
SAN ARROYO U 38	16	160S	250E	4301931253	500	State	GW	P
SAN ARROYO U 41	36	160S	250E	4301931289	500	State	GW	P
SAN ARROYO U 42	30	160S	260E	4301931290	500	Federal	GW	P
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SAN ARROYO 45	20	160S	260E	4301931299	500	Federal	GW	P
SAN ARROYO 44	30	160S	260E	4301931301	500	Federal	GW	S
SAN ARROYO 49	29	160S	260E	4301931316	500	Federal	GW	P
FEDERAL 47	31	160S	260E	4301931318	500	Federal	GW	P
SAN ARROYO 1625-22O	22	160S	250E	4301931580	505	Federal	GW	S

BEATTY & WOZNIAK, P.C.

ATTORNEYS AT LAW

216 SIXTEENTH STREET, SUITE 1100
DENVER, COLORADO 80202-5115
TELEPHONE (303) 407-4499
FACSIMILE (303) 407-4494
www.bwenergylaw.com

CASPER

CHEYENNE

DENVER

SALT LAKE CITY

SANTA FE

JENNIFER STOLDT

PHONE: (303) 407-4499

E-MAIL: JSTOLDT@BWENERGYLAW.COM

November 21, 2013

VIA FEDERAL EXPRESS

Utah Division of Oil, Gas and Mining
Attn: Rachel Medina
1594 West North Temple, Suite 1210
Salt Lake City, UT 84116

RECEIVED
NOV 22 2013
DIV. OF OIL, GAS & MINING

Re: Sundry Notices and Reports on Wells – Change of Operator (Form 9)
Our File No.: 9517.0001

Dear Ms. Madina:

Enclosed for notice and filing please find an original and three (3) copies of the Sundry Notices and Reports on Wells, list of wells, and copies of BLM Bond No. RLB0015347 and Utah State Bond No. RLB0015348.

If you have any questions regarding the enclosed documents, please call me directly at 303-407-4459. Thank you for your assistance in this matter.

Very truly yours,

BEATTY & WOZNIAK, P.C.



Jennifer Stoldt

Enclosures
00292177.DOCX

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached List
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: See Attached List
2. NAME OF OPERATOR: Augustus Energy Partners, LLC <i>N3505</i>		8. WELL NAME and NUMBER: See Attached List
3. ADDRESS OF OPERATOR: 2016 Grand Ave. Ste A <small>CITY</small> Billings <small>STATE</small> MT <small>ZIP</small> 59102		9. API NUMBER: See Attach
PHONE NUMBER: (406) 294-5990		10. FIELD AND POOL, OR WILDCAT: See Attached List
4. LOCATION OF WELL FOOTAGES AT SURFACE: _____		COUNTY: See Attached List
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Change of Operator</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>Effective 11/11/13</u>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Southwestern Energy Ventures Company, LLC will become operator of the wells per the attached list effective 11/11/2013.
Attn: Ezra Lee
P. O. Box 1056
Bayfield, CO 81122
970-884-4869
ezra@crossfire-llc.com

Bond Coverage for operations conducted on these wells is being provided by Southwestern Energy Ventures Company, LLC in the form of a \$ 120,000 statewide Bond.

Utah State bond number RLB0015348 Surety number (Letter of credit) _____

BLM Bond Number RLB0015347

NAME (PLEASE PRINT) Ezra Lee TITLE Manager

SIGNATURE [Signature] DATE 11-13-13

NAME (PLEASE PRINT) Duane Zimmerman TITLE VP Operations

SIGNATURE [Signature] DATE 11/11/13 *N3505*

(This space for State use only)

APPROVED

DEC 01 2013

(5/2000) DIV. OIL GAS & MINING
BY: Rachel Medina

** San Arroyo U40
not moved b/c its
a P+A Federal well.*

(See Instructions on Reverse Side)

	Current Operator	API Well Number	Well Name	Lease #	Unit #	CA #	Entity #	Qtr/Qtr	Sec	Twnshp-Rng
1	AUGUSTUS ENERGY PARTNERS LLC	43-019-11090-00-00	SAN ARROYO U 35	891003589A	UTU63022X		500	SESW	24	16S-25E
2	AUGUSTUS ENERGY PARTNERS LLC	43-019-15885-00-00	SAN ARROYO 2	891003598B	UTU63022X		505	SESW	22	16S-25E
3	AUGUSTUS ENERGY PARTNERS LLC	43-019-15886-00-00	SAN ARROYO 3	891003589A	UTU63022X		500	SESW	23	16S-25E
4	AUGUSTUS ENERGY PARTNERS LLC	43-019-15887-00-00	SAN ARROYO 4	891003589A	UTU63022X		500	SESW	30	16S-26E
5	AUGUSTUS ENERGY PARTNERS LLC	43-019-15888-00-00	SAN ARROYO 5	891003598B	UTU63022X		505	NWSE	25	16S-25E
6	AUGUSTUS ENERGY PARTNERS LLC	43-019-15889-00-00	SAN ARROYO 6	891003598B	UTU63022X		505	SWNE	21	16S-25E
7	AUGUSTUS ENERGY PARTNERS LLC	43-019-15890-00-00	SAN ARROYO 8	891003589A	UTU63022X		500	SWSW	16	16S-25E
8	AUGUSTUS ENERGY PARTNERS LLC	43-019-15891-00-00	SAN ARROYO 9	891003589A	UTU63022X		500	NWNE	27	16S-25E
9	AUGUSTUS ENERGY PARTNERS LLC	43-019-15892-00-00	SAN ARROYO 11	891003589A	UTU63022X		500	NESW	15	16S-25E
10	AUGUSTUS ENERGY PARTNERS LLC	43-019-15893-00-00	SAN ARROYO 12	891003589A	UTU63022X		500	SWSW	23	16S-25E
11	AUGUSTUS ENERGY PARTNERS LLC	43-019-15894-00-00	SAN ARROYO 13	891003589A	UTU63022X		500	C-SW	22	16S-25E
12	AUGUSTUS ENERGY PARTNERS LLC	43-019-15896-00-00	SAN ARROYO 16	891003589A	UTU63022X		500	SESW	26	16S-25E
13	AUGUSTUS ENERGY PARTNERS LLC	43-019-15897-00-00	SAN ARROYO 17	891003589A	UTU63022X		500	NENE	24	16S-25E
14	AUGUSTUS ENERGY PARTNERS LLC	43-019-15898-00-00	SAN ARROYO 18	891003589A	UTU63022X		500	NWNW	30	16S-26E
15	AUGUSTUS ENERGY PARTNERS LLC	43-019-15899-00-00	SAN ARROYO 19	891003589A	UTU63022X		500	SWSE	14	16S-25E
16	AUGUSTUS ENERGY PARTNERS LLC	43-019-15900-00-00	SAN ARROYO 20	891003589A	UTU63022X		500	SENE	26	16S-25E
17	AUGUSTUS ENERGY PARTNERS LLC	43-019-15901-00-00	SAN ARROYO 21	891003589A	UTU63022X		500	NWSE	25	16S-25E
18	AUGUSTUS ENERGY PARTNERS LLC	43-019-15902-00-00	SAN ARROYO 22	891003589A	UTU63022X		500	NENE	15	16S-25E
19	AUGUSTUS ENERGY PARTNERS LLC	43-019-15903-00-00	SAN ARROYO 24	891003589A	UTU63022X		500	SESW	19	16S-26E
20	AUGUSTUS ENERGY PARTNERS LLC	43-019-15904-00-00	SAN ARROYO 25	891003589A	UTU63022X		500	SWNE	21	16S-25E
21	AUGUSTUS ENERGY PARTNERS LLC	43-019-15905-00-00	SAN ARROYO 26	891003589A	UTU63022X		500	SWSW	20	16S-26E
22	AUGUSTUS ENERGY PARTNERS LLC	43-019-15906-00-00	SAN ARROYO 27	891003589A	UTU63022X		500	NESW	29	16S-26E
23	AUGUSTUS ENERGY PARTNERS LLC	43-019-15907-00-00	SAN ARROYO 28	891003589A	UTU63022X		500	NWNE	29	16S-26E
24	AUGUSTUS ENERGY PARTNERS LLC	43-019-15908-00-00	SAN ARROYO 29	891003589A	UTU63022X		500	NENE	22	16S-25E
25	AUGUSTUS ENERGY PARTNERS LLC	43-019-15909-00-00	SAN ARROYO 30	891003589A	UTU63022X		500	NWSW	21	16S-26E
26	AUGUSTUS ENERGY PARTNERS LLC	43-019-16532-00-00	SAN ARROYO 1	891003598B	UTU63022X		505	SESW	26	16S-25E
27	AUGUSTUS ENERGY PARTNERS LLC	43-019-30527-00-00	SAN ARROYO 31	891003589A	UTU63022X		500	NWNW	22	16S-25E
28	AUGUSTUS ENERGY PARTNERS LLC	43-019-30528-00-00	SAN ARROYO 32	891003589A	UTU63022X		500	SWSW	14	16S-25E
29	AUGUSTUS ENERGY PARTNERS LLC	43-019-30608-00-00	SAN ARROYO 33	891003589A	UTU63022X		500	SWSW	25	16S-25E
30	AUGUSTUS ENERGY PARTNERS LLC	43-019-31251-00-00	SAN ARROYO U 36-A	891003589A	UTU63022X		500	SESE	19	16S-26E
31	AUGUSTUS ENERGY PARTNERS LLC	43-019-31252-00-00	SAN ARROYO U 37	891003589A	UTU63022X		500	SWNE	20	16S-26E
32	AUGUSTUS ENERGY PARTNERS LLC	43-019-31253-00-00	SAN ARROYO U 38	891003589A	UTU63022X		500	SWNE	16	16S-25E
33	AUGUSTUS ENERGY PARTNERS LLC	43-019-31289-00-00	SAN ARROYO U 41	891003589A	UTU63022X		500	NENE	36	16S-25E
34	AUGUSTUS ENERGY PARTNERS LLC	43-019-31290-00-00	SAN ARROYO U 42	891003589A	UTU63022X		500	NESE	30	16S-26E
35	AUGUSTUS ENERGY PARTNERS LLC	43-019-31291-00-00	SAN ARROYO U 43	891003589A	UTU63022X		500	NESE	29	16S-26E
36	AUGUSTUS ENERGY PARTNERS LLC	43-019-31299-00-00	SAN ARROYO 45	891003589A	UTU63022X		500	NWSE	20	16S-26E
37	AUGUSTUS ENERGY PARTNERS LLC	43-019-31301-00-00	SAN ARROYO 44	891003589A	UTU63022X		500	SENE	30	16S-26E
38	AUGUSTUS ENERGY PARTNERS LLC	43-019-31316-00-00	SAN ARROYO 49	891003589A	UTU63022X		500	NENW	29	16S-26E
39	AUGUSTUS ENERGY PARTNERS LLC	43-019-31580-00-00	SAN ARROYO 1625-220	891003598B	UTU63022X		505	SWSE	22	16S-25E
40	AUGUSTUS ENERGY PARTNERS LLC	43-019-31250-00-00	SAN ARROYO U 40	891003598B	UTU63022X		505	NWNE	27	16S-25E
41	AUGUSTUS ENERGY PARTNERS LLC	43-019-31318-00-00	FEDERAL 47	891003589A	UTU63022X		500	NWNE	31	16S-26E
44	AUGUSTUS ENERGY PARTNERS LLC	43-019-15884-00-00	FEDERAL 174 1	UTU126528		NW115	8340	SESW	11	16S-25E
42	AUGUSTUS ENERGY PARTNERS LLC	43-047-30765-00-00	BLACK HORSE CANYON FED 31-1	UTU14234			8345	NWSW	31	15S-24E
43	AUGUSTUS ENERGY PARTNERS LLC	43-019-11089-00-00	FEDERAL GILBERT 1	UTU0125628			8341	SWNE	11	16S-25E

	Current Operator	API Well Number	Well Name	Lease #	Unit #	CA #	Entity #	Qtr/Qtr	Sec	TwnsHP-Rng
45	AUGUSTUS ENERGY PARTNERS LLC	43-019-30570-00-00	ARCO 27-1	UTU29645			11595	NWSW	27	16S-25E
46	AUGUSTUS ENERGY PARTNERS LLC	43-019-30047-00-00	BITTER CREEK 1				515	SWSE	2	16S-25E
47	AUGUSTUS ENERGY PARTNERS LLC	43-019-30240-00-00	ARCO-STATE 2-1				520	NESE	2	16S-24E
48	AUGUSTUS ENERGY PARTNERS LLC	43-019-30241-00-00	ARCO-STATE 2-2				520	NWNW	2	16S-24E
49	AUGUSTUS ENERGY PARTNERS LLC	43-019-31162-00-00	ARCO STATE 36-7				9710	SWSE	36	15.5S-24E
50	AUGUSTUS ENERGY PARTNERS LLC	43-019-31192-00-00	ARCO STATE 36-8				9710	SWSW	36	15.5S-24E

Division of Oil, Gas and Mining
 Operator Change/Name Change Worksheet-for State use only

Effective Date: 11/1/2014

FORMER OPERATOR:	NEW OPERATOR:
Southwestern Energy Ventures Company, LLC N4035 2154 W Eisenhower Blvd Loveland, CO 80537 970-669-7411	SWEVCO-SABW, LLC N4155 2154 W Eisenhower Blvd Loveland, CO 80537 970-669-7411
CA Number(s):	San Arroyo

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

- Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2014
- Sundry or legal documentation was received from the **NEW** operator on: 10/21/2014
- New operator Division of Corporations Business Number: 8820416-0161

REVIEW:

- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: N/A
- Reports current for Production/Disposition & Sundries: 10/27/2014
- OPS/SI/TA well(s) reviewed for full cost bonding: 10/27/2014
- UIC5 on all disposal/injection/storage well(s) approved on: N/A
- Surface Facility(s) included in operator change: None
- Inspections of PA state/fee well sites complete on (only upon operators request): N/A

NEW OPERATOR BOND VERIFICATION:

- Federal well(s) covered by Bond Number: RLB0015753
- Indian well(s) covered by Bond Number: RLB0015753
- State/fee well(s) covered by Bond Number(s): RLB0015799

DATA ENTRY:

- Well(s) update in the **OGIS** on: 11/3/2014
- Entity Number(s) updated in **OGIS** on: 11/3/2014
- Unit(s) operator number update in **OGIS** on: 11/3/2014
- Surface Facilities update in **OGIS** on: N/A
- State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/3/2014
- Surface Facilities update in **RBDMS** on: N/A

LEASE INTEREST OWNER NOTIFICATION:

- The **NEW** operator of the Fee (Mineral) wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 11/3/2014

COMMENTS:

Southwestern Energy Ventures Company, LLC to SWEVCO-SABW, LLC
 Effective November 1, 2014

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status	Unit
ARCO 27-1	27	160S	250E	4301930570	11595	Federal	Federal	GW	P	
BLACK HORSE CANYON FED 31-1	31	150S	240E	4304730765	8345	Federal	Federal	GW	P	
FEDERAL 174 1	11	160S	250E	4301915884	8340	Federal	Federal	GW	P	
FEDERAL GILBERT 1	11	160S	250E	4301911089	8341	Federal	Federal	GW	P	
ARCO STATE 36-7	36	155S	240E	4301931162	9710	State	State	GW	P	
ARCO-STATE 2-1	2	160S	240E	4301930240	520	State	State	GW	P	
ARCO-STATE 2-2	2	160S	240E	4301930241	520	State	State	GW	P	
BITTER CREEK 1	2	160S	250E	4301930047	515	State	State	GW	P	
BAR X UNIT 11	18	170S	260E	4301930592	19413	Federal	Federal	GW	S	
BAR X UNIT 25	12	170S	250E	4301931371	19414	Federal	Federal	GW	S	
BAR X UNIT 4	18	170S	260E	4301915023	19412	Federal	Federal	GW	S	
ARCO STATE 36-8	36	155S	240E	4301931192	9710	State	State	GW	S	
FEDERAL 47	31	160S	260E	4301931318	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 12	23	160S	250E	4301915893	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 13	22	160S	250E	4301915894	500	Federal	Federal	GW	P	SAN ARROYO
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SAN ARROYO 17	24	160S	250E	4301915897	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 18	30	160S	260E	4301915898	500	Federal	Federal	GW	P	SAN ARROYO
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SAN ARROYO 49	29	160S	260E	4301931316	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 9	27	160S	250E	4301915891	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 35	24	160S	250E	4301911090	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 36-A	19	160S	260E	4301931251	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 37	20	160S	260E	4301931252	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 42	30	160S	260E	4301931290	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 43	29	160S	260E	4301931291	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 8	16	160S	250E	4301915890	500	Federal	State	GW	P	SAN ARROYO
SAN ARROYO U 38	16	160S	250E	4301931253	500	State	State	GW	P	SAN ARROYO
SAN ARROYO U 41	36	160S	250E	4301931289	500	State	Fee	GW	P	SAN ARROYO
SAN ARROYO 1	26	160S	250E	4301916532	505	Federal	Federal	GW	S	SAN ARROYO
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SAN ARROYO 1625-220	22	160S	250E	4301931580	505	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 2	22	160S	250E	4301915885	505	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 29	22	160S	250E	4301915908	500	Federal	Federal	GW	S	SAN ARROYO
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SAN ARROYO 32	14	160S	250E	4301930528	500	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 5	25	160S	250E	4301915888	505	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 6	21	160S	250E	4301915889	505	Federal	Federal	GW	S	SAN ARROYO

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: See Attached
2. NAME OF OPERATOR: SOUTHWESTERN ENERGY VENTURES COMPANY, LLC Operator #N4035		8. WELL NAME and NUMBER: See Attached
3. ADDRESS OF OPERATOR: 2154 W. Eisenhower Blvd. CITY Loveland STATE CO ZIP 80537		9. API NUMBER: Attached
4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached		10. FIELD AND POOL, OR WILDCAT:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		COUNTY: See Attached
		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Please see attached list of wells, transferring operations to new operator SWEVCO-SABW, LLC #N4155

NAME (PLEASE PRINT) <u>Ezra Lee</u>	TITLE <u>President, Southwestern Energy Ventures Comp.</u>
SIGNATURE	DATE <u>10-16-14</u>

(This space for State use only)

APPROVED

NOV 03 2014

DIV. OIL GAS & MINING (See Instructions on Reverse Side)

BY: Rachel Medina

(5/2000)

RECEIVED
OCT 21 2014
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:
See Attached

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:
See Attached

1. TYPE OF WELL
OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:
See Attached

2. NAME OF OPERATOR:
SWEVCO-SABW, LLC Operator #N4155

9. API NUMBER:
Attached

3. ADDRESS OF OPERATOR:
2154 W. Eisenhower Blvd. CITY Loveland STATE CO ZIP 80537

PHONE NUMBER:
(970) 669-7411

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL
FOOTAGES AT SURFACE: **See Attached** COUNTY: **See Attached**
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: **UTAH**

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Please see attached list of wells, taking over as operator from Southwestern Energy Ventures Company, LLC #N4035
 Effective date: November 1, 2014
 BLM Bond: RLB 0015753
 State Bond: RLB 0015799

NAME (PLEASE PRINT) Kellie Diffendaffer TITLE Accounting Manager
 SIGNATURE *Kellie Diffendaffer* DATE 10/14/14

(This space for State use only)

RECEIVED
OCT 21 2014

5/2000

DIV. OF OIL, GAS & MINING

APPROVED

NOV 03 2014

DIV. OIL GAS & MINING
BY: Rachel Medina

(See Instructions on Reverse Side)

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-31928
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME: TIN CUP MESA
1. TYPE OF WELL Water Injection Well	8. WELL NAME and NUMBER: TIN CUP MESA 1-25
2. NAME OF OPERATOR: MAR/REG OIL COMPANY	9. API NUMBER: 43037306900000
3. ADDRESS OF OPERATOR: PO Box 18148 , Reno, NV, 89511	PHONE NUMBER: 755 852-7444 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1950 FNL 0790 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 25 Township: 38.0S Range: 25.0E Meridian: S	9. FIELD and POOL or WILDCAT: TIN CUP MESA COUNTY: SAN JUAN STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 4/30/2014	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="Request for Extension"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 Request an extension to conduct remedial work. Request extension to April 30, 2015. Operator will monitor casing pressure weekly and file pressure report monthly.

Approved by the
Utah Division of
Oil, Gas and Mining

COPY SENT TO OPERATOR

Date: 11.3.2014
Initials: KS

Date: 10/31/14
By: [Signature]

NAME (PLEASE PRINT) Tariq Ahmad	PHONE NUMBER 775 852-7444	TITLE Petroleum Engineer
SIGNATURE N/A	DATE 10/29/2014	

Effective Date: 3/1/2017

FORMER OPERATOR:	NEW OPERATOR:
SWEVCO-SABW, LLC 1415 Louisiana Ste 3500 Houston, TX 77002	Utah Gas Op Ltd 1125 Escalante Dr Rangely, CO 81648

Groups: All Units, wells, Surface facilities, and groups
 San Arroyo - Unit

WELL INFORMATION:

Well Name	API Number	Town	Dir	Range	Dir	Sec	Entity Number	Type	Status
See attached list									

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: Name Change
2. Sundry or legal documentation was received from the **NEW** operator on: Name Change
3. New operator Division of Corporations Business Number: 10636157-0161

REVIEW:

- Receipt of Acceptance of Drilling Procedures for APD on: [Redacted]
- Reports current for Production/Disposition & Sundries: [Redacted]
- OPS/SI/TA well(s) reviewed for full cost bonding: Approved by Dustin Fed Wells
- UIC5 on all disposal/injection/storage well(s) Approved on: Approved by Mark NA
- Surface Facility(s) included in operator change: NA

NEW OPERATOR BOND VERIFICATION:

State/fee well(s) covered by Bond Number(s): RB0015799-A

DATA ENTRY:

Well(s) update in the RBDMS on: 2/21/2018
 Group(s) update in RDBMS on: 2/21/2018
 Surface Facilities update in RBDMS on: NA
 Entities Updated in RBDMS on: 2/21/2018

COMMENTS: Name Change. SWEVCO-SABW, LLC to Utah Gas Op Ltd. Took a long time to do because of bonding name change issues.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: Multiple federal leases
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME: Multiple, see attached Exhibit A
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: Multiple, see attached Exhibit A	
2. NAME OF OPERATOR: Utah Gas Op Ltd		9. API NUMBER: Multiple
3. ADDRESS OF OPERATOR: 1125 Escalante Dr. CITY Rangely STATE CO ZIP 81648	PHONE NUMBER: (970) 675-4400	10. FIELD AND POOL, OR WILDCAT: Undesignated
4. LOCATION OF WELL FOOTAGES AT SURFACE: Multiple, please see attached Exhibit A		COUNTY: Grand and Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Change of Operator
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<i>Name Change</i>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Please be advised that as of March 1, 2017, Utah Gas Op Ltd, LLC is the operator of the Wells identified on Exhibit A, attached hereto. Utah Gas Op Ltd is responsible for operations conducted under the terms and conditions of the federal oil and gas leases upon which said Wells are located, and bond coverage is provided pursuant to State of Utah Bureau of Land Management Bond No. UTB000807

NAME (PLEASE PRINT) <u>Aaron Martinsen</u>	TITLE <u>CEO</u>
SIGNATURE	DATE <u>1/9/18</u>

(This space for State use only)

APPROVED

FEB 14 2018

DIV. OIL, GAS & MINING
BY: *SW*

67 wells

**Exhibit A
Utah Gas Op Ltd, LLC Sundry Notice for Change of Operator
Effective April 13, 2017**

Well Name	API Number	Township	Range	Section	County	Field	Well Type	Well Status
San Arroyo 63 <i>Feb 15 17</i>	4301950083 ✓	16 South	25 East	21	Grand	San Arroyo	Gas	Approved Permit
San Arroyo 60 <i>Feb 15 17</i>	4301950081 ✓	16 South	25 East	22	Grand	San Arroyo	Gas	Approved Permit
San Arroyo 62 <i>Feb 15 17</i>	4301950084 ✓	16 South	25 East	22	Grand	San Arroyo	Gas	Approved Permit
San Arroyo 67 <i>Feb 15 17</i>	4301950082 ✓	16 South	25 East	24	Grand	Undesignated	Gas	Approved Permit
ARCO 27-1	4301930570 ✓	16 South	25 East	27	Grand	San Arroyo	Gas	Producing
BAR X UNIT 11	4301930592	17 South	26 East	18	Grand	Bar X	Gas	Producing
SAN ARROYO 19	4301915899	16 South	25 East	14	Grand	San Arroyo	Gas	Producing
SAN ARROYO 8	4301915890	16 South	25 East	16	Grand	San Arroyo	Gas	Producing
SAN ARROYO U 38 <i>2017</i>	4301931253	16 South	25 East	16	Grand	San Arroyo	Gas	Producing
SAN ARROYO 25	4301915904	16 South	25 East	21	Grand	San Arroyo	Gas	Producing
SAN ARROYO 13	4301915894	16 South	25 East	22	Grand	San Arroyo	Gas	Producing
SAN ARROYO 3	4301915886	16 South	25 East	23	Grand	San Arroyo	Gas	Producing
SAN ARROYO 12	4301915893	16 South	25 East	23	Grand	San Arroyo	Gas	Producing
SAN ARROYO U 35	4301911090	16 South	25 East	24	Grand	San Arroyo	Gas	Producing
SAN ARROYO 17	4301915897	16 South	25 East	24	Grand	San Arroyo	Gas	Producing
SAN ARROYO 21	4301915901	16 South	25 East	25	Grand	San Arroyo	Gas	Producing

Exhibit A
Utah Gas Op Ltd, LLC Sundry Notice for Change of Operator
Effective April 13, 2017

SAN ARROYO 33	4301930608	16 South	25 East	25	Grand	San Arroyo	Gas	Producing
SAN ARROYO 16	4301915896	16 South	25 East	26	Grand	San Arroyo	Gas	Producing
SAN ARROYO 20	4301915900	16 South	25 East	26	Grand	San Arroyo	Gas	Producing
SAN ARROYO 9	4301915891	16 South	25 East	27	Grand	San Arroyo	Gas	Producing
SAN ARROYO U 41	4301931289	16 South	25 East	36	Grand	San Arroyo	Gas	Producing
SAN ARROYO 24	4301915903	16 South	26 East	19	Grand	San Arroyo	Gas	Producing
SAN ARROYO U 36-A	4301931251	16 South	26 East	19	Grand	San Arroyo	Gas	Producing
SAN ARROYO 26	4301915905	16 South	26 East	20	Grand	San Arroyo	Gas	Producing
SAN ARROYO U 37	4301931252	16 South	26 East	20	Grand	San Arroyo	Gas	Producing
SAN ARROYO 45	4301931299	16 South	26 East	20	Grand	San Arroyo	Gas	Producing
SAN ARROYO 30	4301915909	16 South	26 East	21	Grand	San Arroyo	Gas	Producing
SAN ARROYO 27	4301915906	16 South	26 East	29	Grand	San Arroyo	Gas	Producing
SAN ARROYO 28	4301915907	16 South	26 East	29	Grand	San Arroyo	Gas	Producing
SAN ARROYO 49	4301931316	16 South	26 East	29	Grand	San Arroyo	Gas	Producing
SAN ARROYO 4	4301915887	16 South	26 East	30	Grand	San Arroyo	Gas	Producing
SAN ARROYO U 42	4301931290	16 South	26 East	30	Grand	San Arroyo	Gas	Producing
SAN ARROYO 44	4301931301	16 South	26 East	30	Grand	San Arroyo	Gas	Producing

Exhibit A
Utah Gas Op Ltd, LLC Sundry Notice for Change of Operator
Effective April 13, 2017

FEDERAL 47	4301931318	16 South	26 East	31	Grand	San Arroyo	Gas	Producing
BITTER CREEK 1	4301930047	16 South	25 East	2	Grand	San Arroyo	Gas	Producing
ARCO-STATE 2-1	4301930240	16 South	24 East	2	Grand	East Canyon	Gas	Producing
ARCO-STATE 2-2	4301930241	16 South	24 East	2	Grand	East Canyon	Gas	Producing
FEDERAL 174 1	4301915884	16 South	25 East	11	Grand	San Arroyo	Gas	Producing
FEDERAL GILBERT 1	4301911089	16 South	25 East	11	Grand	San Arroyo	Gas	Producing
BLACK HORSE CANYON FED 31-1	4304730765	15 South	24 East	31	Uintah	Black Horse Canyon	Gas	Producing
ARCO STATE 36-7	4301931162	15 ½ South	24 East	36	Grand	East Canyon	Gas	Producing
ARCO STATE 36-8	4301931192	15 ½ South	24 East	36	Grand	East Canyon	Gas	Producing
HELLS HOLE 9110	4304731803	11 South	25 East	12	Uintah	Hell's Hole	Gas	Shut-in
BAR X UNIT 4	4301915023	17 South	26 East	18	Grand	Bar X	Gas	Shut-in
BAR X UNIT 25	4301931371	17 South	25 East	12	Grand	Bar X	Gas	Shut-in
SAN ARROYO 32	4301930528	16 South	25 East	14	Grand	San Arroyo	Gas	Shut-in
SAN ARROYO 11	4301915892	16 South	25 East	15	Grand	San Arroyo	Gas	Shut-in
SAN ARROYO 22	4301915902	16 South	25 East	15	Grand	San Arroyo	Gas	Shut-in
SAN ARROYO 29	4301915908	16 South	25 East	22	Grand	San Arroyo	Gas	Shut-in
SAN ARROYO 31	4301930527	16 South	25 East	22	Grand	San Arroyo	Gas	Shut-in

Exhibit A
Utah Gas Op Ltd, LLC Sundry Notice for Change of Operator
Effective April 13, 2017

SAN ARROYO U 43	4301931291	16 South	26 East	29	Grand	San Arroyo	Gas	Shut-in
SAN ARROYO 18	4301915898	16 South	26 East	30	Grand	San Arroyo	Gas	Shut-in
SAN ARROYO 6	4301915889	16 South	25 East	21	Grand	San Arroyo	Gas	Shut-in
SAN ARROYO 2	4301915885	16 South	25 East	22	Grand	San Arroyo	Gas	Shut-in
SAN ARROYO 1625-220	4301931580	16 South	25 East	22	Grand	San Arroyo	Gas	Shut-in
SAN ARROYO 5	4301915888	16 South	25 East	25	Grand	San Arroyo	Gas	Shut-in
SAN ARROYO 1	4301916532	16 South	25 East	26	Grand	San Arroyo	Gas	Shut-in



Utah Gas Op Ltd.
1125 Escalante Drive
Rangely, CO 81648
Phone 970.675.4400

January 16, 2018

Utah Division of Oil, Gas and Mining
Attn: Ms. Rachel Medina
1594 West North Temple, Suite 1210
Salt Lake City, UT 84116

VIA EMAIL: rachelmedina@utah.gov

RE: Corporate Registration, Request for Operator Number, Sundry Notice and Requests for Transfer of APDs

Dear Ms. Medina:

Pursuant to the acquisition of SWEVCO-SABW and corporate name change, Utah Gas Op Ltd requests an operator number from the Utah Division of Oil, Gas and Mining. To facilitate the change, the following documents are attached to this letter:

- Sundry Notice dated January 9, 2018 for Change of Operator
- Request to Transfer Application or Permit to Drill for San Arroyo 60 Well, API No. 4301950081 ✓
- Request to Transfer Application or Permit to Drill for San Arroyo 62 Well, API No. 4301950084 ✓
- Request to Transfer Application or Permit to Drill for San Arroyo 63 Well, API No. 4301950083 ✓
- Request to Transfer Application or Permit to Drill for San Arroyo 67 Well, API No. 4301950082 ✓
- Registration to File Electronic Applications and Reports dated ✓

As the accompanying documents disclose, UGC is licensed to do business in Utah, and is in good standing under Business Registration Number 10636157-0161. Also, as the enclosed Registration to File Electronic Applications and Reports discloses, regulatory and production information may be provided on behalf of the company by the following:

Robert Bleil, Title Regulatory Specialist
email: rbleil@utahgascorp.com
Tel: (720) 425-0303

Steve Hale, Environmental Specialist
email: shale@utahgascorp.com
Tel: (970) 290-2912

Russ Knight, President
email: rknight@utahgascorp.com
Tel: (970) 675-4400

The mailing address for each of the foregoing is:

1125 Escalante Dr.
Rangely, CO 81648

I have signed this letter as CEO, and I can be reached by email at amm@utahgascorp.com. If you have any questions or comments, please feel free to call me directly at (402) 206-7756.

Regards,



Aaron Martinsen
CEO

Enclosures

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill


(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	San Arroyo 60
API number:	4301950081
Location:	Qtr-Qtr SWSE Section: 22 Township: 16S Range: 25E
Company that filed original application:	SWEVCO-SABW, LLC
Date original permit was issued:	07/31/2017
Company that permit was issued to:	SWEVCO-SABW, LLC

Check one	Desired Action:
<input type="checkbox"/>	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <u>UT BLM Bond No. UTB000807</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Aaron Martinsen Title CEO
 Signature  Date 01/09/2018
 Representing (company name) Utah Gas Op Ltd

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill


(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	San Arroyo 67
API number:	4301950082
Location:	Qtr-Qtr: SESW Section: 24 Township: 16S Range: 25E
Company that filed original application:	SWEVCO-SABW, LLC
Date original permit was issued:	08/02/2017
Company that permit was issued to:	SWEVCO-SABW, LLC

Check one	Desired Action:
	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
✓	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?		✓
If so, has the surface agreement been updated?		✓
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?		✓
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?		✓
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?		✓
Has the approved source of water for drilling changed?		✓
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?		✓
Is bonding still in place, which covers this proposed well? Bond No. <u>Utah BLM Bond No. UTB000807</u>	✓	

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Aaron Martinsen Title CEO
Signature  Date 01/09/2018
Representing (company name) Utah Gas Op Ltd

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

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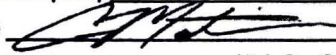
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	San Arroyo 63
API number:	4301950083
Location:	City: SWNE Section: 21 Township: 16S Range: 25E
Company that filed original application:	SWEVCO-SABW, LLC
Date original permit was issued:	08/02/2017
Company that permit was issued to:	SWEVCO-SABW, LLC

Check one	Desired Action:
<input type="checkbox"/>	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <u>Utah BLM Bond No. UTB000807</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

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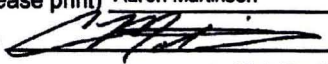
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	San Arroyo 62
API number:	4301950084
Location:	On-Or SWSE Section 22 Township 16S Range 25E
Company that filed original application:	SWEVCO-SABW, LLC
Date original permit was issued:	08/02/2017
Company that permit was issued to:	SWEVCO-SABW, LLC

Check one	Desired Action:
<input type="checkbox"/>	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?		✓
<input type="checkbox"/> If so, has the surface agreement been updated?		✓
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?		✓
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?		✓
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?		✓
Has the approved source of water for drilling changed?		✓
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?		✓
Is bonding still in place, which covers this proposed well? Bond No. <u>Utah BLM Bond No. UTB000807</u>	✓	

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