

# STATE OF ALASKA

DEPARTMENT OF NATURAL RESOURCES

*DIVISION OF OIL & GAS*

*SARAH PALIN, GOVERNOR*

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**CERTIFIED MAIL  
RETURN RECEIPT REQUESTED**

May 27, 2009

Mr. Jim Arlington  
Vice President Land & Governmental Affairs  
Pacific Energy Resources Ltd.  
310 K Street, Suite 700  
Anchorage, Alaska  
99501

Subject:                   Contraction of the Redoubt Unit Hemlock Participating Area  
Termination of the Redoubt Unit G-0 Gas Participating Area  
1<sup>st</sup> Contraction of the Redoubt Unit

Dear Mr. Arlington,

By letter dated February 9, 2009 (Contraction Notice), (Attachment 1), the State of Alaska, Department of Natural Resources, Division of Oil and Gas (Division) gave notice under 11 AAC 83.356(e) and Article 11.4 of the Redoubt Unit Agreement (RUA) of the proposed contraction of the Redoubt Unit (RU). Pacific Energy Resources Ltd. (PERL) is the Unit Operator.

## **I.       Contraction of the Redoubt Unit Hemlock Participating Area**

The RU Hemlock Participating Area (HPA), formed effective December 1, 2002, is comprised of approximately 6,520 acres, including portions of four state oil and gas leases: ADLs 374002, 378114, 381003, and 381203. Under section IV, paragraph 6 of the December 16, 2002 Decision Approving the Hemlock Participating Area within the Redoubt Unit (HPA Approval), on June 1, 2005 the HPA was to automatically contract to 160 acres around existing and proposed development wells. By December 1, 2008, the HPA was to contract to 160 acres around development wells.

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The Redoubt 9<sup>th</sup> POD provided no plans or commitments to drill acreage within ADL 381003. Under the terms of the HPA Approval, the HPA is contracted to 160 acres around development wells as of December 1, 2008. The legal description of the acreage now committed to the HPA is as follows:

1	ADL 378114	Sect 18: S/2	320 acres		
			Total Tract acres	320	
2	ADL 374002	Sect 19: All	640 acres		
		Sect 30: NW/4	160 acres		
			Total Tract acres	800	
3	ADL 381203	Sect: 24: E/2	320 acres		
		Sect 26: NE/4	160 acres		
			Total Tract acres	480	
			Total PA acres		1600
4	ADL 381003		0****This lease contracts from HPA		

The Contraction Notice denied PERL's request for deferral of the final HPA redetermination and requested the proposed final redetermination allocation factors. Numerous times since February 9, 2009, the Division has discussed submission of the proposed final redetermination tract allocations with PERL by phone and email. On April 20, 2009 the Division met with PERL. On April 21 the Division sent PERL a map and legal description of the proposed contracted HPA and tract allocation factors based on acreage as specified in the Redoubt Unit Operating Agreement, Supplemental Provision 9.2. PERL neither responded nor submitted proposed redetermination tract allocations.

Under 11 AAC 83.371, when requested by the commissioner, PERL must promptly file all data related to the proposed or revised allocation formula. Exhibits C, D, E, and F for the contracted HPA are due sixty days from the effective date of this decision, on or before July 27, 2009. PERL will continue to report HPA production under accounting code REHM.

## II. Termination of the Redoubt Unit G-0 Gas Participating Area (G-0 PA)

The RU G-0 PA, formed effective August 1, 2004, included portions of two state oil and gas leases, ADLs 374002 and 381203, comprising approximately 360 acres. The approval of the RU G-0 PA specified an interim redetermination of the RU G-0 PA by February 1, 2007, and a final redetermination by August 1, 2010. The RU G-0 PA has not produced gas since 2005. PERL did not submit the required interim redetermination. By letter dated February 6, 2009, PERL requested the Division terminate the RU G-0 PA effective immediately. The Division approves the request eliminating the need to address the overdue RU G-0 PA interim redetermination. The RU G-0 PA is terminated effective February 6, 2009. The end date for the accounting code REG0 is March 31, 2009.

### III. 1<sup>st</sup> Contraction of the Redoubt Unit

The Division approved formation of the RU effective August 15, 1997. The RU, located in Cook Inlet, north of Kalgin Island and west of South Middle Ground Shoal Unit, encompasses five state leases committed in entirety to the RU and covering approximately 23,526 acres.

REDOUBT UNIT LEASE SUMMARY

ADL	Effective Date	Royalty Rate	Primary Term	Lease Form	Acres
374002	April 1, 1991	12.5%/5% <sup>1</sup>	7	DNR10-4307 9/90	5,691
378114	Dec. 1, 1991	12.5%/5% <sup>1</sup>	7	DNR10-4307 9/90	5,675
381003	Dec. 1, 1994	12.5%/5% <sup>1</sup>	7	DOG 9208	2,560
381201	Dec. 1, 1994	12.5%/5% <sup>1</sup>	7	DOG 9208	5,760
381203	Dec. 1, 1994	12.5%/5% <sup>1</sup>	7	DOG 9208	3,840
		<sup>1</sup> NOTE: AS 38.05.180 (f)(5) (Royalty Reduction) in effect		Total Unit acreage	23,526

Under 11 AAC 83.356(e) and Articles 11.3 and 11.4 of the Redoubt Unit Agreement (RUA), the unit may contract no sooner than ten years from the effective date of the unit formation.

Not sooner than ten years after the effective date of the unit agreement, the commissioner will, in the commissioner's discretion, contract the unit area to include only that land covered by an approved unit plan of exploration or development, or that area underlain by one or more oil or gas reservoirs or one or more potential hydrocarbon accumulations, and lands that facilitate production as set out in (b) of this section. Before any contraction of the Unit Area under this subsection, the commissioner will give the unit operator, the working interest owner, and the royalty owners of the leases or portions of leases being excluded reasonable notice and an opportunity to be heard.

Under 11 AAC 83.395(6), "reservoir" is an oil or gas accumulation which has been discovered by drilling and evaluated by testing and which is separate from any other accumulation of oil and gas.

#### Notice

The Division gave notice of the proposed unit contraction by letter dated February 9, 2009. Public comment period closed on March 13, 2009. DNR did not receive comment from PERL, the Unit Operator and sole working interest owner, but did receive comment from Ms. Mattie Evans on behalf of Christina A. Russell, summarized below. A hearing was not requested.

#### Comment

On March 11, 2009, Mattie B. Evans, on behalf of Christina A. Russell, submitted a copy of a letter to PERL, Notification of Deaths and Names and Addresses of Heirs and Beneficiaries. Ms. Evans' cover letter stated PERL did not respond to her requests for information on the Redoubt Unit. Ms. Evans wanted to discuss the notice and its effect on her client with PERL. Ms. Russell believes that

she would be affected by any action taken relating to the proposed contraction of the Redoubt Unit and wishes to be notified of any further Redoubt Unit actions.

**Response to comment**

Comment submitted timely. 11 AAC 83.356(e) requires the Division to provide notice of a proposed unit contraction. Units Section has forwarded the comment to the Lease Administration Section. Please direct questions to Kathy Means, Lease Administration, at (907) 269-8757.

**A. Decision Criteria considered under 11 AAC 83.303(b)**

1. The Environmental Costs and Benefits

Contraction of the RU will have no environmental costs and benefits beyond those previously considered at the time of formation. PERL has offered no plans or commitments to drill either of the two leases subject to contraction. Absent activity, there is no environmental cost or benefit. No wells have been drilled on these leases.

2. Geologic and Engineering Characteristics, Prior Exploration and Development Activities, and Plans of Exploration and Development

Unitization extends the term of the lease in exchange for the exploration and development of the potential accumulation underlying the leases. However, the commissioner may contract the unit within ten years of unit formation to include only those leases underlain by one or more oil or gas reservoirs. The approved RU included five leases: ADLs 378114, 374002, 381203, 381003, and 381201. Since unit formation in 1997, PERL has pursued development on three (ADLs 378114, 374002, and 381203) of the five leases, but made no commitment in recent plans of development to drill the other two. The RU 9<sup>th</sup> POD did not propose or commit to any development activity on either ADL 381003 or ADL 381201. Neither lease is committed to a participating area; neither has been drilled since the formation of the Redoubt Unit.

3. The Economic Costs and Benefits to the State

Once contracted from the RU, the leases will expire and the acreage will return to the State. The State may receive bonus bids for the acreage if bid upon at the next Cook Inlet Areawide Lease Sale. If the acreage is not re-leased, the State will forego the annual rental payments.

**B. Decision Criteria Considered Under 11 AAC 83.303(a)**

1. Conservation of All Natural Resources, Prevention of Economic and Physical Waste, and Protection of All Parties of Interest, Including the State

PERL has not demonstrated by drilling that either lease is underlain by a reservoir. Contraction of the RU will neither promote nor deter conservation of natural resources since PERL has not planned or committed to exploration or development activity. The contraction neither prevents nor

promotes economic or physical waste. Contraction protects the State's interest by returning the leases to the state so they may be re-offered for exploration and development by another party.

Effective May 27, 2009, the RU is contracted to include ADLs 374002, 378114, and 381003, comprising approximately 13,926 acres. Exhibits A and B for the contracted RU are due sixty days from the effective date of this decision, on or before July 27, 2009.

This decision takes effect immediately. A person affected by this decision may appeal it, in accordance with 11 AAC 02. Any appeal must be received within 20 calendar days after the date of "issuance" of this decision, as defined in 11 AAC 02.040 (c) and (d), and may be mailed or delivered to Tom Irwin, Commissioner, DNR, 550 W. 7<sup>th</sup> Avenue, Suite 1400, Anchorage, Alaska 99501; faxed to 1 -907-269-8918, or sent by electronic mail to [dnr.appeals@alaska.gov](mailto:dnr.appeals@alaska.gov). An eligible person must first appeal this decision in accordance with 11 AAC 02 before appealing this decision to Superior Court. A copy of 11 AAC 02 may be obtained from any regional information office of the Department of Natural Resources.

If you have any questions regarding this decision, contact Temple Davidson with the Division at (907) 269-8784

Sincerely,



Kevin R. Banks  
Director

*KRB*

Attachments

DNR Letter dated February 9, 2009

List of ORRIs

Cc: Tab Ballantine, Department of Law  
Jeff Landry, Department of Law  
Pacific Energy Operating Alaska, LLC

# STATE OF ALASKA

DEPARTMENT OF NATURAL RESOURCES

DIVISION OF OIL & GAS

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February 9, 2009

Mr. Jim Arlington  
Vice President Land & Governmental Affairs  
Pacific Energy Resources Ltd.  
310 K Street, Suite 700  
Anchorage, Alaska  
99501

Subject: Redoubt Unit 9<sup>th</sup> Plan of Development

Dear Mr. Arlington,

On August 14, 2008, the State of Alaska, Department of Natural Resources, Division of Oil and Gas (Division) conditionally approved the Redoubt Unit 8<sup>th</sup> Plan of Development Update (8th POD) from Pacific Energy Resources, Ltd. (PERL) as Operator of the Redoubt Unit. As a part of the conditional approval, the Division specified the following:

- the Redoubt Unit 9<sup>th</sup> POD (9<sup>th</sup> POD) should propose specific commitments to development activities supported by geological, geophysical, and engineering data, contracts, and relevant economic analysis as appropriate to be deemed complete under 11 AAC 83.343(c).
- by December 1, 2008, PERL must submit a proposal for the Final Redetermination for the Hemlock Participating Area (Hemlock PA) including necessary supporting data, and schedule a presentation of the proposal.
- by February 1, 2009, PERL must address and complete the overdue Interim Redetermination for the GO PA, which was due February 1, 2007.

PERL submitted the proposed 9<sup>th</sup> POD on November 17, 2008 which included "Redoubt Unit: Summary of Identified Areas of Potential and Potential Drilling Operations" and "Economic

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Evaluation of Redrill Opportunities” for which PERL requested confidentiality under AS 38.05.035(a)(8)(c). The Redoubt 9<sup>th</sup> POD proposes four redrills of existing wells within the Hemlock PA (RU #2A, RU #3A, RU #4B and RU #5B). PERL also proposes two new wells, the RU #8 and the RU #9, however, “the decision to drill either well will be subject to an economic evaluation that has yet to be scheduled.” “The northern well (the RU#9) may, depending on the final well design, extend beyond the current boundary of the HPA into the northern fault block.” Additional plans include the construction of a modular grind and inject plant on the Redoubt Unit Osprey Platform and to continue the waterflood operations in the RU #6 and to consider expansion of waterflood operations once existing wells water out. Any drilling activity in the Redoubt Unit requires a drill rig on the platform and PERL “anticipates moving a drill rig onto the Osprey Platform before the end of the 9<sup>th</sup> POD”. The Redoubt 9<sup>th</sup> POD does not provide specific commitments to development activities as recommended in the approval of the 8<sup>th</sup> POD. The 9<sup>th</sup> POD does not propose or commit to any development activity on acreage within ADL 381201 or ADL 381003.

On November 26, 2008 the Division received the Redoubt Unit 9<sup>th</sup> Plan of Development, Supplement (Supplement) which included updated Exhibits to the Redoubt Unit Agreement. In the Supplement PERL requested that the completion of the Final Redetermination for the Hemlock PA be postponed until after the drilling of two proposed wells, the RU #8, and the RU # 9, and that the contraction of the Redoubt Unit be postponed until after the completion of the Final Redetermination of the Hemlock PA.

On December 10, 2008 PERL presented “Geologic Modeling, Reserves Estimations Cook Inlet Assets, Redoubt Unit (Hemlock)” which addressed geologic modeling and reserves estimations for the Hemlock PA. PERL requested confidentiality under AS 38.05.035(a)(8)(c) for the presentation handout. PERL has met the requirement of the Redoubt 8<sup>th</sup> POD approval for a complete submittal of the Redoubt 9<sup>th</sup> POD under 11 AAC 83.343(c).

The Supplement requests the postponement of the Final Redetermination until such time as the RU#8 and RU #9 are drilled, however, the 9<sup>th</sup> POD does not specifically commit to a drill by date or bottomhole location for these wells. Without specific commitments for additional Hemlock PA wells, there is no basis to further postpone the redetermination. Section IV, paragraph 6 of the December 16, 2002 Decision Approving the Hemlock Participating Area within the Redoubt Unit states:

“The RU Owners have agreed to an automatic contraction and interim redetermination of the HPA after 30 months (June 1, 2005) to 160 acres around the development wells and 160 acres around proposed development wells. The RU owners have also agreed to a final redetermination after six years (December 1, 2008) to 160 acres around the development wells at that date.”

PERL's request for postponement is denied and the proposed Final Redetermination allocation factors are now due.

The Approval of the Formation of the GO Gas Participating Area (GO PA) required an Interim Redetermination by February 1, 2007. The 9<sup>th</sup> POD does not commit to development work in the GO PA; "since the RU #3 well has been shut-in for such a long period, PERL plans to re-drill the RU#3 well and convert it into a Hemlock oil well during the term of the 9<sup>th</sup> POD". If the sole producing well in the GO PA is no longer producing, the participating area should dissolve. On February 6, 2009, PERL submitted a request to terminate the GO PA. The GO PA has not produced gas since August, 2004. The Division accepts this request and will issue a decision terminating the GO PA which will cancel the requirement for an Interim Redetermination.

The Division considered the criteria in 11 AAC 83.303 and finds that the proposed Redoubt 9<sup>th</sup> POD protects the public interest. The Redoubt 9<sup>th</sup> POD is approved for the period February 15, 2009, through February 15, 2010. The approval is only for the general POD, specific field operations require additional approval. Pursuant to 11 AAC 83.343 – 11 AAC 83.346, the Redoubt 10<sup>th</sup> POD will be due in this office ninety days prior to the expiration date of the current POD, on or before November 17, 2009.

Under 11 AAC 83.356(e), and Article 11.3 of the Redoubt Unit Agreement (RUA) the unit may contract no sooner than ten years from the effective date of the unit formation. The Division approved the Formation of the Redoubt Unit August 15, 1997. According to the Redoubt 9<sup>th</sup> POD, development decisions have yet to be made. The Division approved the Redoubt 8<sup>th</sup> POD for a six month period in order to give PERL time to consider development decisions and to then submit a Redoubt 9<sup>th</sup> POD which would specify commitments to development activities. Since the Redoubt 9<sup>th</sup> POD does not provide specific commitments to development activities, the Division will not delay the contraction of the Redoubt Unit.

As required under 11 AAC 83.356(e) and Article 11.4 of the RUA, this letter serves as notice to the Unit Operator (PERL), the Working Interest Owner (Pacific Energy Operating Alaska, LLC) and royalty owners of the proposed contraction of the Redoubt Unit. Comments should be mailed, faxed or e-mailed to the Division of Oil and Gas, 550 W. 7th Ave., Suite 1100, Anchorage, Alaska 99501-3560, Attention: Temple Davidson, Petroleum Land Manager; Phone 907-269-8784, Fax 907-269-8938; e-mail Temple.Davidson@alaska.gov. Comments must be received no later than 5:00 p.m. (Alaska Time), March 13, 2009 to be considered.

The Division will issue separate decisions for the Hemlock PA Final Redetermination, GO PA Termination, and the contraction of the Redoubt Unit.

A person affected by this decision may appeal it, in accordance with 11 AAC 02. Any appeal must be received within 20 calendar days after the date of "issuance" of this decision, as defined in 11 AAC 02.040 (c) and (d), and may be mailed or delivered to Tom Irwin, Commissioner, DNR, 550 W. 7<sup>th</sup> Avenue, Suite 1400, Anchorage, Alaska 99501; faxed to 1 -907-269-8918, or sent by electronic mail to [dnr.appeals@alaska.gov](mailto:dnr.appeals@alaska.gov). This decision takes effect immediately. An eligible person must first appeal this decision in accordance with 11 AAC 02 before appealing this decision to Superior Court. A copy of 11 AAC 02 may be obtained from any regional information office of the Department of Natural Resources.

If you have any questions regarding this decision, contact Temple Davidson with the Division at (907) 269-8784

Sincerely,



*KR*  
Kevin R. Banks  
Director

Attachment: List of Overriding Royalty Interest Owners

Cc: Jeff Landry, Department of Law  
Pacific Energy Operating Alaska, LLC

Redoubt Unit 9<sup>th</sup> Plan of Development  
Mailing List  
February 9, 2009  
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Redoubt Unit 9<sup>th</sup> Plan of Development  
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February 9, 2009  
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Redoubt Unit 9<sup>th</sup> Plan of Development

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February 9, 2009

Page 3 of 5

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Redoubt Unit 9<sup>th</sup> Plan of Development  
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February 9, 2009  
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Page 5 of 5

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