IMPORTANT: SOME DATA FIELDS HAVE BEEN MODIFIED.

FORM 2A Rev 04/01

State of Colorado
Oil and Gas Conservation Commission

1120 Lincoln Street, Suite 801, Denver, Colorado 80205 Phone: (303) 894-2100 Fax: (303) 894-2109

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Document Number: 400117921

Oil and Gas Location Assessment

☐ New Location ☒ Amend Existing Location Location#: 316510

Submit original plus one copy. This form is to be submitted to the COGCC prior to any ground disturbance activity associated with oil and gas development operations. This Assessment may be approved as a standalone application or submitted as an informational report accompanying an Application for Permit-To-Drill, Form 2. Approval of this Assessment will allow for the construction of the below specified location; however, it does not supersede any land use rules applied by the local land use authority. This form may serve as notice to land owners and other interested parties, please see the COGCC web site at http://colorado.gov/cogcc/ for all accompanying information pertinent to this Oil and Gas Location Assessment.

Location ID: **316510**

Expiration Date: **06/22/2014**

☐ This location assessment is included as part of a permit application.

1. CONSULTATION

☐ This location is included in a Comprehensive Drilling Plan. CDP # _____

☒ This location is in a sensitive wildlife habitat area.

☐ This location is in a wildlife restricted surface occupancy area.

☐ This location includes a Rule 306.d.(1)A.ii. variance request.

2. Operator

Operator Number: 96850

Name: WILLIAMS PRODUCTION RMT COMPANY LLC

Address: 1001 17TH STREET - SUITE #1200

City: DENVER State: CO Zip: 80202

3. Contact Information

Name: Matt Barber

Phone: (303) 606-4385

Fax: (303) 629-8275

email: matt.barber@willliams.com

4. Location Identification:

Name: Sandridge (Cuttings Management) Number: 399-1-4

County: RIO BLANCO

QuarterQuarter: LOT 4 Section: 1 Township: 3S Range: 99W Meridian: 6 Ground Elevation: 7176

Define a single point as a location reference for the facility location. This point should be used as the point of measurement in the drawings to be submitted with this application. When the location is to be used as a well site then the point shall be a well location.

Footage at surface: 754 feet FNL , from North or South section line, and 760 feet FWL , from East or West section line.

Latitude: 39.823128 Longitude: -108.459448 PDOP Reading: 1.7 Date of Measurement: 12/02/2005

Instrument Operator's Name: J.T

5. Facilities (Indicate the number of each type of oil and gas facility planned on location):

Special Purpose Pits:		Drilling Pits:		Wells:		Production Pits:		Dehydrator Units:	
Condensate Tanks:		Water Tanks:		Separators:		Electric Motors:		Multi-Well Pits:	2
Gas or Diesel Motors:		Cavity Pumps:		LACT Unit:		Pump Jacks:		Pigging Station:	
Electric Generators:		Gas Pipeline:		Oil Pipeline		Water Pipeline:		Flare:	
Gas Compressors:				VOC Combustor:		Oil Tanks:		Fuel Tanks:	

Other: _____

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6. Construction:

Date planned to commence construction: 06/01/2011 Size of disturbed area during construction in acres: 3.40

Estimated date that interim reclamation will begin: 02/01/2014 Size of location after interim reclamation in acres: 0.00

Estimated post-construction ground elevation: 7176 Will a closed loop system be used for drilling fluids: Yes ☐

Will salt sections be encountered during drilling: Yes ☐ No ☒ Is H2S anticipated? Yes ☐ No ☒

Will salt (>15,000 ppm TDS Cl) or oil based muds be used: Yes ☐ No ☒

Mud disposal: Offsite ☒ Onsite ☐ Method: Land Farming ☐ Land Spreading ☒ Disposal Facility ☐

Other: Evaporation & Backfilling

7. Surface Owner:

Name: _____ Phone: _____

Address: _____ Fax: _____

Address: _____ Email: _____

City: _____ State: _____ Zip: _____ Date of Rule 306 surface owner consultation: _____

Surface Owner: ☒ Fee ☐ State ☐ Federal ☐ Indian

Mineral Owner: ☐ Fee ☐ State ☒ Federal ☐ Indian

The surface owner is: ☐ the mineral owner ☒ committed to an oil and gas lease

☐ is the executer of the oil and gas lease ☒ the applicant

The right to construct the location is granted by: ☐ oil and gas lease ☐ Surface Use Agreement ☐ Right of Way

☒ applicant is owner

Surface damage assurance if no agreement is in place: ☐ $2000 ☐ $5000 ☐ Blanket Surety ID _____

8. Reclamation Financial Assurance:

☐ Well Surety ID: _____ ☐ Gas Facility Surety ID: _____ ☐ Waste Mgnt. Surety ID: _____

9. Cultural:

Is the location in a high density area (Rule 603.b.): Yes ☐ No ☒

Distance, in feet, to nearest building: 14000 , public road: 1882 , above ground utilit: 11005

, railroad: 20000 , property line: 754

10. Current Land Use (Check all that apply):

Crop Land: ☐ Irrigated ☐ Dry land ☐ Improved Pasture ☐ Hay Meadow ☐ CRP

Non-Crop Land: ☒ Rangeland ☐ Timber ☐ Recreational ☐ Other (describe): _____

Subdivided: ☐ Industrial ☐ Commercial ☐ Residential

11. Future Land Use (Check all that apply):

Crop Land: ☐ Irrigated ☐ Dry land ☐ Improved Pasture ☐ Hay Meadow ☐ CRP

Non-Crop Land: ☒ Rangeland ☐ Timber ☐ Recreational ☐ Other (describe): _____

Subdivided: ☐ Industrial ☐ Commercial ☐ Residential

12. Soils:

List all soil map units that occur within the proposed location. Attach the National Resource Conservation Service (NRCS) report showing the "Map Unit Description" report listing the soil typical vertical profile. This data is to used when segregating topsoil.

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The required information can be obtained from the NRCS web site at http://soildatamart.nrcs.usda.gov/ or from the COGCC web site GIS Online map page found at http://colorado.gov/cogcc. Instructions are provided within the COGCC web site help section.

NRCS Map Unit Name: Map Unit Symbol #73 - Rentsac channery loam, 5 to 50 percent slopes

NRCS Map Unit Name: Map Unit Symbol #70 - Redcreek-Rentsac complex, 5 to 30 percent slopes

NRCS Map Unit Name:

13. Plant Community:

Complete this section only if any portion of the disturbed area of the location's current land use is on non-crop land.

Are noxious weeds present: Yes ☐ No ☒

Plant species from: ☐ NRCS or, ☒ field observation Date of observation: 07/29/2010

List individual species:

Check all plant communities that exist in the disturbed area.

- ☐ Disturbed Grassland (Cactus, Yucca, Cheatgrass, Rye)
- ☒ Native Grassland (Bluestem, Grama, Wheatgrass, Buffalograss, Fescue, Oatgrass, Brome)
- ☒ Shrub Land (Mahogany, Oak, Sage, Serviceberry, Chokecherry)
- ☐ Plains Riparian (Cottonwood, Willow, Aspen, Maple, Poplar, Russian Olive, Tamarisk)
- ☐ Mountain Riparian (Cottonwood, Willow, Blue Spruce)
- ☐ Forest Land (Spruce, Fir, Ponderosa Pine, Lodgepole Pine, Juniper, Pinyon, Aspen)
- ☐ Wetlands Aquatic (Bullrush, Sedge, Cattail, Arrowhead)
- ☐ Alpine (above timberline)
- ☐ Other (describe):

14. Water Resources:

Rule 901.e. may require a sensitive area determination be performed. If this determination is performed the data is to be submitted with the Form 2A.

Is this a sensitive area: ☐ No ☒ Yes Was a Rule 901.e. Sensitive Areas Determination performed: ☐ No ☒ Yes

Distance (in feet) to nearest surface water: 287 , water well: 6012 , depth to ground water: 50

Is the location in a riparian area: ☒ No ☐ Yes Was an Army Corps of Engineers Section 404 permit filed ☒ No ☐ Yes

Is the location within a Rule 317B Surface Water Suppl Area buffer zone:

☒ No ☐ 0-300 ft. zone ☐ 301-500 ft. zone ☐ 501-2640 ft. zone

If the location is within a Rule 317B Surface Water Supply Area buffer have all public water supply systems within 15 miles been notified: ☐ No ☐ Yes

15. Comments:

Proposed multi-well pits will on location wil be used for solid cuttings management from current drilling operations for a a period of 3 years. These pits will not contain fluids. The certification plan, prepared by Dave Fox, P.E., contains additional detail information on the pit liner and construction specifications. Nearest water well, located in Sec. 36, T2S, R99W, is 6012' away.

I hereby certify that the statements made in this form are, to the best of my knowledge, true, correct and complete.

Signed: Date: 01/27/2011 Email: matt.barber@williams.com

Print Name: Matt Barber Title: Sr. Regulatory Specialist

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Based on the information provided herein, this Application for Permit-to-Drill complies with COGCC Rules and applicable orders and is hereby approved.

COGCC Approved: David S. Neslin **Director of COGCC** Date: 6/23/2011

CONDITIONS OF APPROVAL, IF ANY:

All representations, stipulations and conditions of approval stated in this Form 2A for this location shall constitute representations, stipulations and conditions of approval for any and all subsequent operations on the location unless this Form 2A is modified by Sundry Notice, Form 4 or an Amended Form 2A.

The moisture content of any drill cuttings placed in a cuttings pit, trench, or pile shall be as low as practicable to prevent accumulation of liquids greater than de minimis amounts.
All materials brought to this location that exceed the requirements in Table 910-1 will be placed in an area of the site that is completely segregated from materials that meet the requirements in Table 910-1. This area must be lined and bermed and appropriate BMPs need to be in place during the entire operational lifetime (no more than three years from date of start of construction. Sufficient stormwater BMPs must be implemented at this location to insure compliance with CDPHE and COGCC requirements and to prevent any stormwater run-on and /or stormwater runoff.
Operator must submit a Materials Management Plan (MMP) via a Form 4 Sundry to the COGCC Oil and Gas Location Assessment (OGLA) Specialist for Western Colorado (Dave Kubeczko; email dave.kubeczko@state.co.us) by July 1, 2011, for approval prior to transporting cuttings from other well pads to this location. This Sundry should include a list of all proposed locations where cuttings will be sent from to this cuttings management location. The MMP must describe how the operator intends to comply with Rule 907; in particular, describe the operator's plans for handling the cuttings, bentonite, and frac sand that both meet and exceed the requirements of Table 910-1. This plan shall also describe how the operator will profile, track, document placement of each material waste stream from each well/pad.
The area where cuttings that exceed the requirements of Table 910-1 will be stored/treated/amended must be constructed to be sufficiently impervious to contain any spill or release of material or any accumulations of fluids.
Notify the COGCC Oil and Gas Location Assessment (OGLA) Specialist for Western Colorado (Dave Kubeczko; email dave.kubeczko@state.co.us) and the COGCC Field Inspection Supervisor for Northwest Colorado (Shaun Kellerby; email shaun.kellerby@state.co.us) 48 hours prior to start of construction.
Notify the COGCC Oil and Gas Location Assessment (OGLA) Specialist for Western Colorado (Dave Kubeczko; email dave.kubeczko@state.co.us) and the COGCC Field Inspection Supervisor for Northwest Colorado (Shaun Kellerby; email shaun.kellerby@state.co.us) 48 hours prior to transport of cuttings to this location.
Location is in a sensitive area because of its proximity to surface water; therefore, operator must implement best management practices (BMPs) associated with stormwater management; including, but not limited to, construction of a berm or diversion dike, diversion/collection trenches within and/or outside of berms/dikes, site grading, or other comparable measures sufficiently protective of nearby surface water. Any berm constructed at the well pad location will be stabilized, inspected at regular intervals (at least every 14 days), and maintained in good condition.

Attachment Check List

Att Doc Num	Name
2033849	CORRESPONDENCE
400117921	FORM 2A SUBMITTED
400120830	ACCESS ROAD MAP
400120831	CONST. LAYOUT DRAWINGS
400120832	HYDROLOGY MAP
400120833	LOCATION DRAWING
400120834	LOCATION PICTURES
400120835	REFERENCE AREA MAP
400120836	OTHER
400120841	NRCS MAP UNIT DESC
400120842	NRCS MAP UNIT DESC
400120844	SENSITIVE AREA DATA

Total Attach: 12 Files

General Comments

User Group	Comment	Comment Date
Permit	Per operator, corrected longitude GPS.	6/17/2011 8:21:44 AM
Permit	ON HOLD - questions about lat/long and footages discrepancy and status of Federal 399-1-4. Barber/Williams sends Form 4 #2517578 to abandon location and states well has not been drilled and will not be drilled. Remove from "ON HOLD" status.	6/2/2011 3:10:46 PM
OGLA	Initiated/Completed OGLA Form 2A review on 06-01-11 by Dave Kubeczko; placed fluid containment, spill/release BMPs, lined/bermed cuttings treatment areas, pad sediment control, and cuttings low moisture COAs on 06-01-11; passed by CDOW on 05-06-11 with BMPs submitted by operator (with permit application) acceptable; passed OGLA Form 2A review on 06-01-11 by Dave Kubeczko; fluid containment, spill/release BMPs, lined/bermed cuttings treatment areas, pad sediment control, and cuttings low moisture COAs.	5/23/2011 3:14:32 PM
DOW	CDOW has reviewed the proposed action for the construction of earthen pits on this already existing well pad location. CDOW affirms that the BMP's provided by the applicant in the 2A permit and the provisions of the construction plan to be conditions of approval for this site. Submitted by: Ed Winters, Land Use Specialist 14 February 2011 @ 10:52	2/14/2011 10:54:15 AM
Permit	An apparant location discrepancy appears to exist between GPS location (approx. 1200' FWL) and footage location (760' FWL). I have not contacted applicanton this issue. dhs	1/28/2011 10:32:28 AM

Total: 5 comment(s)

BMP

Type	Comment
Construction	Proposed BMPs Williams Production RMT Sandridge 399-1-4 Cutting Management Multi Well Pits Note: Pad is located outside of critical mule deer winter range • Maintain undeveloped areas within development boundaries sufficient to allow wildlife to persist within development boundaries during • To the extent practicable, share and consolidate roads to minimize surface disturbance. • Treat waste water pits and any associated pit containing water that provides a medium for breeding mosquitoes with Bti (Bacillus thuringiensis v. israelensis) or take other effective action to control mosquito larvae that may spread West Nile Virus to wildlife, especially grouse. • Use wildlife appropriate seed mixes wherever allowed by surface owners and regulatory agencies. • Mow or brushhog vegetation where appropriate, leaving root structure intact, instead of scraping the surface, where allowed by the surface owner. • Post speed limits and caution signs to the extent allowed by surface owners, Federal and state regulations, local government, and land use policies, as appropriate. • Use wildlife-appropriate fencing where acceptable to the surface owner. • Install and utilize bear-proof dumpsters and trash receptacles for food-related trash at all facilities that generate such trash. • Plan new transportation networks and new oil and gas facilities to minimize surface disturbance and the number and length of oil and gas roads and utilize common roads, rights of way, and access points to the extent practicable • Establish new staging, refueling, and chemical storage areas outside of riparian zones and floodplains. • Construct pit fences and nets that are capable of withstanding animal pressure and environmental conditions and that are appropriately sized for the wildlife encountered.

Total: 1 comment(s)