



Receive Date: 03/06/2013

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CERTIFICATION OF CLEARANCE AND/OR CHANGE OF OPERATOR

This form is to be used for Certification of Clearance to transport product off lease. A Form 10 shall be filed for a well within 30 days of first production or a change of transporter/gatherer. A Form 10 shall be filed within 15 days of a change or transfer of ownership of a well, location, pit or facility. Documentation for ratification of sale or transfer of ownership must be attached for Change of Operator. It is the Operator's responsibility to mail approved copies to the Transporter and/or Gatherer for each well listed. This form is not used for well name or well status changes. For more information, visit www.http://cogcc.state.co.us

OGCC Operator Number: 26580 Contact Person: Justin Carlile
Company Name: BURLINGTON RESOURCES OIL & GAS LP Phone: (432) 688-9165
Address: PO BOX 4289 Fax: (432) 688-6019
City: FARMINGTON State: NM Zip: 87499 Email: justin.carlile@conocophillips.com

Operator Bond Status: [X] Blanket Surety ID: 1992-0030 Individual Surety ID: see listing by individual well

[] New Well Cert of Clearance [X] Change of Operator [] Add/Change Transporter or Gatherer

Effective Date of Change Below 02/01/2013 Form is being submitted by: Buyer

Non-Submitting Operator Information:

OGCC Number of NON-Submitting 2800 Name of NON-Submitting ANADARKO E&P ONSHORE LLC
NON-submitting Operator is Seller Contact Name Joel Malefyt Title: Regulatory Analyst
NON-submitting Operator Contact Email: joel.malefyt@anadarko.com

Add/Change Transporter or Gatherer

[X] Add [] Delete Product: [] Oil [X] Gas
OGCC Transporter No: 47120 Suffix:
Trans./Gatherer Name: KERR-MCGEE OIL & GAS ONSHORE LP
Address: P O BOX 173779 City: DENVER State: CO Zip: 80217-3779
Phone: () Email Contact:

[X] Add [] Delete Product: [X] Oil [] Gas
OGCC Transporter No: 83720 Suffix:
Trans./Gatherer Name: SUNCOR ENERGY (USA) INC
Address: 103 FOULK RD STE 202 City: WILMINGTON State: DE Zip: 19803
Phone: () Email Contact:

[X] Add [] Delete Product: [X] Oil [] Gas
OGCC Transporter No: 10016 Suffix:
Trans./Gatherer Name: SEMCRUDE LP
Address: 6120 S YALE STE 650 City: TULSA State: OK Zip: 74136
Phone: () Email Contact:

Remark:

I hereby certify that the statements made in this form are, to the best of my knowledge, true, correct and complete. The transporter(s)/gatherer(s) is (are) authorized to transport the oil and/or gas produced from the listed well(s) and that this authorization will be valid until further notice to the transporter named herein or until cancelled by the Colorado Oil and Gas Conservation Commission.

SUBMITTED BY:

Signed: _____ Print Name: Justin Carlile
Title: Regulatory Specialist Email: justin.carlile@conocophillips.com Date: 03/06/2013

CHANGE OF OPERATOR:

Name of Buying Operator:		Name of Selling Operator:	
<u>BURLINGTON RESOURCES OIL & GAS LP</u>		<u>ANADARKO E&P ONSHORE LLC</u>	
Signature: _____	Date: <u>02/01/2013</u>	Signature: _____	Date: <u>02/01/2013</u>
Print Name: <u>Justin Carlile</u>	Title: <u>Regulatory Specialist</u>	Print Name: <u>Joel Malefyt</u>	Title: <u>Regulatory Analyst</u>

COGCC Approved:  **Title:** Director of COGCC **Date:** 03/22/2013

**State of Colorado
Oil and Gas Conservation Commission**

1120 Lincoln Street, Suite 801, Denver, Colorado 80203 Phone: (303) 894-2100 Fax: (303) 894-2109



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CHANGE OF TRANSPORTER/GATHERER and/or CHANGE OF OPERATOR

OGCC Operator Number: 26580
Name of Operator: BURLINGTON RESOURCES OIL & GAS LP

FOR OGCC USE ONLY

CENTRALIZED EP WASTE MGMT FAC: 0	GAS STORAGE FACILITY: 0	SERVICE SITE: 0	UIC SIMULTANEOUS DISPOSAL: 0
GAS COMPRESSOR: 0	LOCATION: 0	TANK BATTERY: 0	UIC WATER TRANSFER STATION: 0
GAS GATHERING SYSTEM: 0	PIPELINE: 0	UIC DISPOSAL: 0	WATER GATHERING SYSTEM LINE: 0
GAS PROCESSING PLANT: 0	PIT: 0	UIC ENHANCED RECOVERY: 0	WELL: 21

Total Approved: 21 Total out of Total Total Submitted: 21 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	WELL	005-07188	429388	429357	HAWTHORNE	27-15H	NWNE/8/4S/64W		
2	WELL	005-07186	429386	429357	HAWTHORNE	27-16H	NENE/8/4S/64W		
3	WELL	005-07185	429385	429358	HAWTHORNE	24-8	SENE/8/4S/64W		
4	WELL	005-07187	429387	429356	HOULIHAN	4-1H	NWNW/15/4S/64		
5	WELL	005-07184	429383	429356	HOULIHAN	4-8H	NWNW/15/4S/64		
6	WELL	005-07181	428475	428476	BOMHOFF	5-1H	SWNW/9/4S/64W		
7	WELL	005-07180	428474	428476	BOMHOFF	5-8H	SWNW/9/4S/64W		
8	WELL	001-09746	428471	428472	SUN EMPIRE	17-31-1H	NWNW/17/3S/65		
9	WELL	001-09749	428489	428488	RICHARDSON	14-37-2H	SESE/14/3S/65W		
10	WELL	001-09748	428487	428488	RICHARDSON	14-37-1H	SESE/14/3S/65W		
11	WELL	001-09747	428473	428472	SUN EMPIRE	17-31-8H	NWNW/17/3S/65		
12	WELL	005-07192	429811	429810	WATKINS	30-5-4H	SWNW/30/4S/64		
13	WELL	005-07191	429809	429810	WATKINS	30-5-5H	SWNW/30/4S/64		
14	WELL	005-07194	429813	429810	WATKINS	30-5-5GH	SWNW/30/4S/64		
15	WELL	005-07189	429807	429810	WATKINS	30-5-8H	SWNW/30/4S/64		
16	WELL	005-07193	429812	429810	WATKINS	30-5-9H	SWNW/30/4S/64		
17	WELL	005-07190	429808	429810	WATKINS	30-5-12H	SWNW/30/4S/64		
18	WELL	001-09742	428355	428353	VENTURERS	41-4H	NENE/19/3S/64W		
19	WELL	001-09741	428354	428353	VENTURERS	41-5H	NENE/19/3S/64W		
20	WELL	005-07173	425320	425311	WATKINS	4-64-19-1H	NENE/19/4S/64W		
21	WELL	005-07167	423639	423626	STATE OF CO	5-24XXHZ	NENE/24/5S/65W		

Total Deleted: 0 Total out of Total Total Submitted: 21 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			

Total Pending: 0 Total out of Total Total Submitted: 21 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			