

| | | | | | | | | |
|---|--|--|--|--|---------------------------------------|----|----|----|
| FORM INSP <small>Rev 05/11</small> | State of Colorado | | |  | DE | ET | OE | ES |
| | Oil and Gas Conservation Commission | | | | Inspection Date: <u>07/03/2013</u> | | | |
| <small>1120 Lincoln Street, Suite 801, Denver, Colorado 80203 Phone: (303) 894-2100 Fax: (303) 894-2109</small> | | | | | | | | |

FIELD INSPECTION FORM

| | | | | | |
|---------------------|-------------|--------|-----------------|---|-------------------|
| Location Identifier | Facility ID | Loc ID | Inspector Name: | On-Site Inspection <input type="checkbox"/> | 2A Doc Num: _____ |
| | 414804 | 414794 | BURGER, CRAIG | | |

Document Number:
670200628

Overall Inspection:
Satisfactory

Operator Information:

OGCC Operator Number: 10071 Name of Operator: BARRETT CORPORATION* BILL

Address: 1099 18TH ST STE 2300

City: DENVER State: CO Zip: 80202

Contact Information:

| Contact Name | Phone | Email | Comment |
|-----------------|-------|------------------------------|---------------------|
| Merry, Jesse | | jmerry@billbarrettcorp.com | Area Superintendent |
| Axelson, Aaron | | aaxelson@billbarrettcorp.com | Production Foreman |
| Kellerby, Shaun | | Shaun.Kellerby@state.co.us | NW Field Supervisor |

Compliance Summary:

QtrQtr: NWNW Sec: 33 Twp: 6S Range: 91W

| Insp. Date | Doc Num | Insp. Type | Insp Status | Satisfactory /Unsatisfactory | PA P/F/I | Pas/Fail (P/F) | Violation (Y/N) |
|------------|-----------|------------|-------------|------------------------------|----------|----------------|-----------------|
| 03/17/2011 | 200306876 | PR | PR | S | | | N |
| 03/25/2010 | 200238921 | OI | WO | S | | | N |

Inspector Comment:

Produced water tank connected to bradenhead valves of API#'s 045-18915, 18918, 18893, 18873, 18809, 18882, 18910, 18923, and 18907.

Related Facilities:

| Facility ID | Type | Status | Status Date | Well Class | API Num | Facility Name | |
|-------------|------|--------|-------------|------------|-----------|--------------------|---|
| 414742 | WELL | PR | 12/30/2010 | GW | 045-18873 | GGU FED 41D-32-691 | X |
| 414757 | WELL | PR | 11/11/2010 | GW | 045-18882 | GGU FED 44A-29-691 | X |
| 414762 | WELL | PR | 11/11/2010 | GW | 045-18885 | GGU FED 21C-33-691 | X |
| 414770 | WELL | PR | 12/30/2010 | GW | 045-18893 | GGU FED 11B-33-691 | X |
| 414782 | WELL | PR | 12/01/2010 | GW | 045-18900 | GGU FED 21B-33-691 | X |
| 414792 | WELL | PR | 11/11/2010 | GW | 045-18907 | GGU FED 44B-29-691 | X |
| 414795 | WELL | PR | 12/01/2010 | GW | 045-18909 | GGU FED 21A-33-691 | X |
| 414796 | WELL | PR | 12/01/2010 | GW | 045-18910 | GGU FED 41B-32-691 | X |
| 414800 | WELL | PR | 11/11/2010 | GW | 045-18912 | GGU FED 14B-28-691 | X |
| 414801 | WELL | PR | 12/30/2010 | GW | 045-18913 | GGU FED 41C-32-691 | X |
| 414804 | WELL | PR | 12/01/2010 | GW | 045-18915 | GGU FED 11A-33-691 | X |
| 414808 | WELL | PR | 07/12/2011 | GW | 045-18918 | GGU FED 11C-33-691 | X |
| 414825 | WELL | PR | 11/11/2010 | GW | 045-18923 | GGU FED 21D-33-691 | X |

Equipment:

Location Inventory

| | | | | | | | | | |
|--|--|--|--|--|--|--|--|--|--|
| | | | | | | | | | |
|--|--|--|--|--|--|--|--|--|--|

| | | | |
|------------------------------|-------------------------|------------------------|--------------------------|
| Special Purpose Pits: _____ | Drilling Pits: <u>1</u> | Wells: <u>13</u> | Production Pits: _____ |
| Condensate Tanks: <u>6</u> | Water Tanks: <u>4</u> | Separators: <u>13</u> | Electric Motors: _____ |
| Gas or Diesel Mortors: _____ | Cavity Pumps: _____ | LACT Unit: _____ | Pump Jacks: _____ |
| Electric Generators: _____ | Gas Pipeline: <u>1</u> | Oil Pipeline: <u>1</u> | Water Pipeline: <u>1</u> |
| Gas Compressors: _____ | VOC Combustor: <u>2</u> | Oil Tanks: _____ | Dehydrator Units: _____ |
| Multi-Well Pits: _____ | Pigging Station: _____ | Flare: _____ | Fuel Tanks: _____ |

Location

| Signs/Marker: | | | | |
|----------------------|-----------------------------|---------|-------------------|---------|
| Type | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
| BATTERY | Satisfactory | | | |
| WELLHEAD | Satisfactory | | | |
| TANK LABELS/PLACARDS | Satisfactory | | | |

Emergency Contact Number: (S/U/V) Satisfactory Corrective Date: _____

Comment: _____

Corrective Action: _____

| Good Housekeeping: | | | | |
|---------------------------|-----------------------------|---|-------------------|---------|
| Type | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
| STORAGE OF SUPL | Satisfactory | Equipment, supplies, and personel on location building compressor station shed. | | |

| Spills: | | | | |
|--|------|--------|-------------------|---------|
| Type | Area | Volume | Corrective action | CA Date |
| <input type="checkbox"/> Multiple Spills and Releases? | | | | |

| Fencing/: | | | | |
|--------------------|-----------------------------|--------------|-------------------|---------|
| Type | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
| SEPARATOR | Satisfactory | wire fence | | |
| WELLHEAD | Satisfactory | cattle panel | | |
| IGNITOR/COMBUST OR | Satisfactory | wire fence | | |

| Equipment: | | | | | |
|-----------------------------|----|-----------------------------|------------------------------------|-------------------|---------|
| Type | # | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
| Compressor | 1 | Satisfactory | shed being built around compressor | | |
| Horizontal Heated Separator | 13 | Satisfactory | | | |
| Plunger Lift | 13 | Satisfactory | | | |
| Pig Station | 1 | Satisfactory | | | |
| Vertical Separator | 1 | Satisfactory | | | |
| Gas Meter Run | 3 | Satisfactory | | | |
| Gathering Line | 1 | Satisfactory | | | |

| | | | | |
|-------------------------|----|--------------|----------------|--|
| Emission Control Device | 1 | Satisfactory | | |
| Ancillary equipment | 4 | Satisfactory | descaler units | |
| Bird Protectors | 12 | Satisfactory | | |

Facilities: New Tank Tank ID: _____

| | | | | |
|--------------------|--------------|----------|-----------|-----------------------|
| Contents | # | Capacity | Type | SE GPS |
| PRODUCED WATER | 1 | 200 BBLS | STEEL AST | 39.490550,-107.567450 |
| S/U/V: | Satisfactory | Comment: | | |
| Corrective Action: | | | | Corrective Date: |

Paint

| | |
|-----------|----------|
| Condition | Adequate |
|-----------|----------|

Other (Content) _____
 Other (Capacity) _____
 Other (Type) _____

Berms

| | | | | |
|-------------------|------------|---------------------|---------------------|-----------------|
| Type | Capacity | Permeability (Wall) | Permeability (Base) | Maintenance |
| Earth | Adequate | Walls Sufficient | Base Sufficient | Adequate |
| Corrective Action | | | | Corrective Date |
| Comment | HDPE lined | | | |

Facilities: New Tank Tank ID: _____

| | | | | |
|--------------------|--------------|----------|------------------|-----------------------|
| Contents | # | Capacity | Type | SE GPS |
| CONDENSATE | 6 | 500 BBLS | HEATED STEEL AST | 39.488750,-107.567470 |
| S/U/V: | Satisfactory | Comment: | | |
| Corrective Action: | | | | Corrective Date: |

Paint

| | |
|-----------|----------|
| Condition | Adequate |
|-----------|----------|

Other (Content) _____
 Other (Capacity) _____
 Other (Type) _____

Berms

| | | | | |
|-------------------|----------|---------------------|---------------------|-----------------|
| Type | Capacity | Permeability (Wall) | Permeability (Base) | Maintenance |
| Metal | Adequate | Walls Sufficient | Base Sufficient | Adequate |
| Corrective Action | | | | Corrective Date |
| Comment | | | | |

Venting:

| | |
|--------|------------------------|
| Yes/No | Comment |
| YES | bradenhead valves open |

Flaring:

| | | | | |
|------|-----------------------------|---------|-------------------|---------|
| Type | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
| | | | | |

Predrill

Location ID: 414794

Site Preparation:

Lease Road Adeq.: _____ Pads: _____ Soil Stockpile: _____
 Corrective Action: _____ Date: _____ CDP Num.: _____

Form 2A COAs:

| Group | User | Comment | Date |
|--------|-----------|--|------------|
| Agency | kubeczkod | Location may be in a sensitive area due to shallow groundwater; therefore if drilling pits intercept groundwater the pit must be lined or a closed loop system must be used. | 12/03/2009 |
| Agency | kubeczkod | Operator must implement best management practices to contain any unintentional release of fluids. | 12/03/2009 |

Comment: No drilling. BMP's for fluid release in place.

CA: _____ **Date:** _____

Wildlife BMPs:

| BMP Type | Comment |
|---------------|---|
| PROPOSED BMPs | <p>STORM WATER BEST MANAGEMENT PRACTICES</p> <p>BILL BARRETT CORPORATION</p> <p>GENERAL BMPs</p> <ul style="list-style-type: none"> • Utilize diking and other forms of containment and diversions around tanks, drums, chemicals, liquids, pits, and impoundments. • Use drip pans, sumps, or liners where appropriate. • Limit the amount of land disturbed during construction of pad, access road, and facilities. • Employ spill response plan for all facilities. • Dispose properly offsite any wastes, fluids and other materials. <p>MATEIAL HANDLING, ACTIVITIES, PRACTICES AND STORM WATER</p> <p>DIVERSION</p> <p>Secondary containment of tanks, drums, and storage areas is mandatory to prohibit discharges to surface waters. A minimum of 110% capacity required of largest storage within containment area.</p> <p>Material handling and spill prevention procedures and practices will be followed to prohibit discharges to surface waters.</p> <p>Proper loading, unloading and transportation procedures to be followed for all materials to and from location.</p> <p>EROSION CONTROL</p> <p>Pad and access road to be designed to minimize erosion.</p> <p>Pad and access road to implement appropriate erosion control devices where necessary to minimize erosion.</p> |

Routine inspections of sites and controls to be implemented with additions, repairs, and optimization to occur as necessary to minimize erosion.

SELF INSPECTION, MAINTANENCE, AND HOUSEKEEPING

- All employees are trained in spill response, good housekeeping, material management practices, and procedures for equipment and container washing at least once per year.
- Conduct internal storm water inspections at least semi - annually and within 24 hours of a heavy rain event.
- Conduct routine inspections of all tanks and storage facilities at least weekly.
- All containment areas are to be inspected weekly or following a heavy rain event.

Any excessive precipitation accumulation within containment should be removed and disposed of properly.

- All structural berms, dikes, and containment will be inspected periodically to ensure they are operating correctly.
- Minimum of an annual storm water BMP inspection and outcome report documenting status, including repairs.

SPILL RESPONSE

- Follow spill response procedures.
- If spill occurs:
- Safely stop the source of the spill immediately.
- Contain the spill until clean -up is complete.
- Cover spill with appropriate absorbent material.
- Keep the area well ventilated.
- Dispose of clean -up materials properly.
- Do not use emulsifier or dispersant.

VEHICLE & LOCATION PROCEDURES

- Vehicles entering location are to be free of chemical, oil, mud, weeds, trash, and debris.
- Location to be treated to kill weeds and bladed when necessary.

Bill Barrett Corp — CDPHE Stormwater Permit Number: COR- 039752

Comment: Stormwater BMP's in place.

CA: _____ **Date:** _____

Stormwater:

| Erosion BMPs | Present | Other BMPs | Present |
|--------------|---------|------------|---------|
| | | | |

Corrective Action: _____ Date: _____

Comments: Erosion BMPs: _____

Other BMPs: _____

Comment: _____

Staking: _____

On Site Inspection (305):

Surface Owner Contact Information:
 Name: _____ Address: _____
 Phone Number: _____ Cell Phone: _____

Operator Rep. Contact Information:
 Landman Name: _____ Phone Number: _____
 Date Onsite Request Received: _____ Date of Rule 306 Consultation: _____
 Request LGD Attendance: _____

LGD Contact Information:
 Name: _____ Phone Number: _____ Agreed to Attend: _____

Summary of Landowner Issues:

Summary of Operator Response to Landowner Issues:

Onsite Inspection Memorandum Summarizing Discussions at Inspection as Attachment:

Facility

Facility ID: 414742 Type: WELL API Number: 045-18873 Status: PR Insp. Status: PR

Producing Well

Comment: plunger lift

Facility ID: 414757 Type: WELL API Number: 045-18882 Status: PR Insp. Status: PR

Producing Well

Comment: plunger lift

Facility ID: 414762 Type: WELL API Number: 045-18885 Status: PR Insp. Status: PR

Producing Well

Comment: plunger lift

Facility ID: 414770 Type: WELL API Number: 045-18893 Status: PR Insp. Status: PR

Producing Well

Comment: plunger lift

Facility ID: 414782 Type: WELL API Number: 045-18900 Status: PR Insp. Status: PR

Producing Well

Comment: plunger lift

Facility ID: 414792 Type: WELL API Number: 045-18907 Status: PR Insp. Status: PR

Producing Well

Comment: plunger lift

Facility ID: 414795 Type: WELL API Number: 045-18909 Status: PR Insp. Status: PR

Producing Well

Comment:

Facility ID: 414796 Type: WELL API Number: 045-18910 Status: PR Insp. Status: PR

Producing Well

Comment:

Facility ID: 414800 Type: WELL API Number: 045-18912 Status: PR Insp. Status: PR

Producing Well

Comment:

Facility ID: 414801 Type: WELL API Number: 045-18913 Status: PR Insp. Status: PR

Producing Well

Comment:

Facility ID: 414804 Type: WELL API Number: 045-18915 Status: PR Insp. Status: PR

Producing Well

Comment:

Facility ID: 414808 Type: WELL API Number: 045-18918 Status: PR Insp. Status: PR

Producing Well

Comment:

Facility ID: 414825 Type: WELL API Number: 045-18923 Status: PR Insp. Status: PR

Producing Well

Comment:

Environmental

Spills/Releases:

Type of Spill: _____ Description: _____ Estimated Spill Volume: _____

Comment:

Corrective Action: _____ Date: _____

Reportable: _____ GPS: Lat _____ Long _____

Proximity to Surface Water: _____ Depth to Ground Water: _____

Water Well:

Lat _____ Long _____

DWR Receipt Num: _____ Owner Name: _____ GPS: _____

Field Parameters:

Sample Location:

Emission Control Burner (ECB): Y

Comment: _____

Pilot: ON Wildlife Protection Devices (fired vessels): YES

Reclamation - Storm Water - Pit

Interim Reclamation:

Date Interim Reclamation Started: _____ Date Interim Reclamation Completed: _____

Land Use: RANGELAND

Comment: _____

- 1003a. Debris removed? Pass CM _____
CA _____ CA Date _____
- Waste Material Onsite? Pass CM _____
CA _____ CA Date _____
- Unused or unneeded equipment onsite? Pass CM _____
CA _____ CA Date _____
- Pit, cellars, rat holes and other bores closed? _____ CM _____
CA _____ CA Date _____
- Guy line anchors removed? _____ CM _____
CA _____ CA Date _____
- Guy line anchors marked? _____ CM _____
CA _____ CA Date _____

1003b. Area no longer in use? Pass Production areas stabilized ? Pass

1003c. Compacted areas have been cross ripped? Pass

1003d. Drilling pit closed? Pass Subsidence over on drill pit? Pass

Cuttings management: _____

1003e. Areas no longer needed for drilling or subsequent operations for have been re-vegetated to 80% of pre-existing? Pass
Production areas have been stabilized? Pass Segregated soils have been replaced? _____

RESTORATION AND REVEGETATION

Cropland

Top soil replaced _____ Recontoured _____ Perennial forage re-established _____

Non-Cropland

Top soil replaced _____ Recontoured _____ 80% Revegetation _____

1003 f. Weeds Noxious weeds? _____ P _____

Comment: _____

Overall Interim Reclamation Pass

Final Reclamation/ Abandoned Location:

Date Final Reclamation Started: _____ Date Final Reclamation Completed: _____

Final Land Use: RANGELAND

Reminder: _____

Comment: _____

- Well plugged _____ Pit mouse/rat holes, cellars backfilled _____
- Debris removed _____ No disturbance /Location never built _____
- Access Roads Regraded _____ Contoured _____ Culverts removed _____

Inspector Name: BURGER, CRAIG

Gravel removed _____

Location and associated production facilities reclaimed _____

Locations, facilities, roads, recontoured _____

Compaction alleviation _____ Dust and erosion control _____

Non cropland: Revegetated 80% _____

Cropland: perennial forage _____

Weeds present _____

Subsidence _____

Comment: _____

Corrective Action: _____

Date _____

Overall Final Reclamation

Multi-Well Location

Storm Water:

| Loc Erosion BMPs | BMP Maintenance | Lease Road Erosion BMPs | Lease BMP Maintenance | Chemical BMPs | Chemical BMP Maintenance | Comment |
|------------------|-----------------|-------------------------|-----------------------|---------------|--------------------------|---------|
| Waddles | Pass | Culverts | Pass | MHSP | Pass | |
| | | Waddles | Pass | | | |
| Seeding | Pass | Ditches | Pass | | | |
| | | Blankets | Pass | | | |
| Ditches | Pass | Sediment Traps | Pass | | | |
| Blankets | Pass | Slope Roughening | Pass | | | |
| Rip Rap | Pass | Check Dams | Pass | | | |

S/U/V: Satisfactory _____ Corrective Date: _____

Comment: New blankets provided at one culvert inlet on access road.

CA: _____