

**FORM
10**Rev
10/12**State of Colorado
Oil and Gas Conservation Commission**

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



OGCC RECEPTION

Receive Date:

04/03/2013

Document Number:

2485783**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](http://cogcc.state.co.us)

OGCC Operator Number: 10261 Contact Person: TOM BLYTH
Company Name: BAYSWATER EXPLORATION AND PRODUCTION LLC Phone: (303) 893-2503
Address: 730 17TH ST STE 610 Fax: (303) 893-2508
City: DENVER State: CO Zip: 80202 Email: TBLYTH@BAYSWATER.US

Operator Bond Status: ☒ Blanket Surety ID: 2008-0034 Individual Surety ID: see listing by individual well

☐ New Well Cert of Clearance ☒ Change of Operator ☐ Add/Change Transporter or Gatherer

Effective Date of Change Below 01/31/2013 Form is being submitted by: Buyer

Non-Submitting Operator Information:

OGCC Number of NON-Submitting 54380 Name of NON-Submitting MATRIX ENERGY LLC
NON-submitting Operator is Seller Contact Name DAVID BLONDFORD Title: CO MGR
NON-submitting Operator Contact Email: _____

Add/Change Transporter or Gatherer

☒ Add ☐ Delete Product: ☒ 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: _____

☒ Add ☐ Delete Product: ☐ Oil ☒ Gas

OGCC Transporter No: 4680 Suffix: _____
Trans./Gatherer Name: DCP MIDSTREAM LP
Address: 370 17TH STREET - SUITE 2500 City: DENVER State: CO Zip: 80202
Phone: () Email Contact: _____

☒ Add ☐ Delete Product: ☐ Oil ☒ Gas

OGCC Transporter No: 47121 Suffix: _____
Trans./Gatherer Name: KERR-MCGEE GATHERING LLC
Address: 1999 BROADWAY STE 3600 City: DENVER State: CO Zip: 80202
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: _____
Title: production

Print Name: BLYTH,TOM
Email: TBLYTH@BAYSWATER.US Date: 12/17/2012

CHANGE OF OPERATOR:

Name of Buying Operator:

BAYSWATER EXPLORATION AND PRODUCTION LLC

Name of Selling Operator:


MATRIX ENERGY LLC

Signature: _____ Date: 01/31/2013

Signature: _____ Date: 01/31/2013

Print Name: BLYTH,TOM Title: production

Print Name: DAVID BLONDFORD Title: CO MGR

COGCC Approved: 

Title: Director of COGCC

Date: 08/14/2013

State of Colorado

Oil and Gas Conservation Commission

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



Document Number:

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CHANGE OF TRANSPORTER/GATHERER and/or CHANGE OF OPERATOR

OGCC Operator Number: 10261

Name of Operator: BAYSWATER EXPLORATION AND PRODUCTION LLC

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: 2	UIC ENHANCED RECOVERY: 0	WELL: 68

Total Approved: 69 Total out of Total Total Submitted: 70 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	WELL	123-32223	419388	333308	MATRIX	24-29	SESW/29/6N/65W		4680
	WELL		419388	333308					83720
2	WELL	001-07578	202173	319996	STATE OF	5	NWSE/36/2S/63W		47121
	WELL		202173	319996					83720
3	WELL	123-19451	251648	330678	WSC	11-9	NWNW/9/5N/65W		4680
	WELL		251648	330678					83720
4	WELL	123-19689	251884	333227	GEIST	33-9R	NESW/9/5N/65W		4680
	WELL		251884	333227					83720
6	WELL	123-20145	258482	333245	OLIN HA	24-9	NESW/9/5N/65W		4680
	WELL		258482	333245					83720
7	WELL	123-29057	298411	333309	MATRIX	12-29	NWNW/29/6N/65		4680
	WELL		298411	333309					83720
8	WELL	123-29056	298412	333309	MATRIX	CNW-29	NWNW/29/6N/65		4680
	WELL		298412	333309					83720
9	WELL	123-32222	419387	333308	MATRIX	23-29	SESW/29/6N/65W		4680
	WELL		419387	333308					83720
10	WELL	123-32236	419409	419394	MORO FARMS	CSE-29	SWSE/29/6N/65W		4680
	WELL		419409	419394					83720
11	WELL	123-29058	298408	333309	MATRIX	11-29	NWNW/29/6N/65		4680
	WELL		298408	333309					83720
12	WELL	123-33763	423866	311491	KUETTEL	14-10-24	SWSW/10/5N/65		4680
	WELL		423866	311491					83720
13	WELL	123-25230	290792	333056	HUNGENBERG	42-29	NESE/29/6N/65W		4680
	WELL		290792	333056					83720
14	WELL	123-20143	258473	331095	WILLIAMS	31-15	NWNE/15/5N/65W		4680
	WELL		258473	331095					83720
15	WELL	001-08843	203334	320278	BOX ELDER	27-1	SWNE/27/1S/65W		47121
	WELL		203334	320278					83720
16	WELL	123-33757	423856	311491	KUETTEL	14-10-16	SWSW/10/5N/65		4680
	WELL		423856	311491					83720
17	WELL	123-33854	424039	333228	VARRA	13-10-14	SENE/9/5N/65W		4680
	WELL		424039	333228					83720
18	WELL	123-23881	284842	333059	KUETTEL	CSW-10	SWSW/10/5N/65		4680
	WELL		284842	333059					83720
19	WELL	001-09369	203809	320454	BOXELDER	22-28	SENW/28/1S/65W		47121
	WELL		203809	320454					83720

20	PIT		104754	319996	STATE 5-36 TANK		NWSE/36/2S/63W		
54	PIT		104753		STATE 3-36 TANK		NESW/36/2S/63W		
21	WELL	123-19815	256228	333228	VARRA HA	13-10	SENE/9/5N/65W		4680
	WELL		256228	333228					83720
22	WELL	123-25226	290796	333058	HUNGENBERG	43-29	NESE/29/6N/65W		4680
	WELL		290796	333058					83720
23	WELL	001-09459	264608	333088	STONEHOCKER	23-7	NESW/7/1S/67W		47121
	WELL		264608	333088					83720
24	WELL	005-06964	204879	320768	UPRC	21X-21	NENW/21/4S/64W		47121
25	WELL	123-32232	419401	419394	MORO FARMS	34-29	SWSE/29/6N/65W		4680
	WELL		419401	419394					83720
26	WELL	123-32231	419399	419400	MORO FARMS	CNE-29	NENE/29/6N/65W		4680
	WELL		419399	419400					83720
27	WELL	123-23877	284823	311491	KUETTEL	21-15	SWSW/10/5N/65		4680
	WELL		284823	311491					83720
28	WELL	123-23878	284822	333059	KUETTEL	44-9	SWSW/10/5N/65		4680
	WELL		284822	333059					83720
29	WELL	123-19818	256229	330882	KING HA	23-10	NESW/10/5N/65W		4680
	WELL		256229	330882					83720
30	WELL	123-32229	419397	419390	MORO FARMS	44-29	SESE/29/6N/65W		4680
	WELL		419397	419390					83720
31	WELL	123-23188	279446	333247	SANCHEZ	33-10R	NWSE/10/5N/65W		4680
	WELL		279446	333247					83720
32	WELL	123-20546	260809	331351	CARLSON HA	41-15	NENE/15/5N/65W		4680
	WELL		260809	331351					83720
33	WELL	123-20547	260807	333228	VARRA HA	43-9	SENE/9/5N/65W		4680
	WELL		260807	333228					83720
34	WELL	123-23880	284819	311491	KUETTEL	CNW-15	SWSW/10/5N/65		4680
	WELL		284819	311491					83720
35	WELL	123-33824	423985	333308	MATRIX	24-29-17	SESW/29/6N/65W		4680
	WELL		423985	333308					83720
36	WELL	123-21413	267076	331863	TURNER	44-10	SESE/10/5N/65W		4680
	WELL		267076	331863					83720
37	WELL	001-08059	202654	320109	ANDERSON	4	NENW/10/2S/61W		47121
	WELL		202654	320109					83720
38	WELL	123-20146	258480	333059	KUETTEL	14-10	SWSW/10/5N/65		4680
	WELL		258480	333059					83720
39	WELL	123-29055	298405	333309	MATRIX	21-29	NWNW/29/6N/65		4680
	WELL		298405	333309					83720
40	WELL	123-25229	290793	333056	HUNGENBERG	32-29	NESE/29/6N/65W		4680
	WELL		290793	333056					83720
41	WELL	123-35860	429668	429667	HOLTON	24-12	SESW/12/6N/65W		4680
	WELL		429668	429667					83720
42	WELL	123-23879	284821	311491	KUETTEL	11-15	SWSW/10/5N/65		4680
	WELL		284821	311491					83720
44	WELL	123-32234	419406	419400	MORO FARMS	41-29	NENE/29/6N/65W		4680
	WELL		419406	419400					83720
45	WELL	123-22017	271275	332235	SUTTON	41-21	NENE/21/1N/66W		47121
	WELL		271275	332235					83720
46	WELL	123-33762	423865	311491	KUETTEL	14-10-25	SWSW/10/5N/65		4680
	WELL		423865	311491					83720
47	WELL	123-21391	266734	331846	WILLIAMS	34-10	SWSE/10/5N/65W		4680

47	WELL	123-21391	266734	331846	WILLIAMS	34-10	SWSE/10/5N/65W		83720
48	WELL	123-19816	256161	330880	STRAIGHT H	24-10	SESW/10/5N/65W		4680
	WELL		256161	330880					83720
49	WELL	123-26094	291601	333308	MATRIX	14-29	SESW/29/6N/65W		4680
	WELL		291601	333308					83720
50	WELL	123-20144	258481	333245	OLIN HA	34-9	NESW/9/5N/65W		4680
	WELL		258481	333245					83720
51	WELL	123-33863	424050	333228	VARRA	43-9-11	SENE/9/5N/65W		4680
	WELL		424050	333228					83720
52	WELL	123-19686	251881	333227	GEIST	23-9	NESW/9/5N/65W		4680
	WELL		251881	333227					83720
53	WELL	123-35776	429311	429310	HOLTON	31-12	NWNE/12/6N/65W		4680
	WELL		429311	429310					83720
55	WELL	123-23189	279447	333247	SANCHEZ	33-10C	NWSE/10/5N/65W		4680
	WELL		279447	333247					83720
56	WELL	123-19463	251660	330686	MITANI	14-6	SWSW/6/5N/64W		4680
	WELL		251660	330686					83720
57	WELL	001-09370	203810	320455	BOXELDER	13-28	NWSW/28/1S/65		47121
	WELL		203810	320455					83720
58	WELL	123-25225	290797	333058	HUNGENBERG	33-29	NESE/29/6N/65W		4680
	WELL		290797	333058					83720
60	WELL	001-08160	202755	320128	ANDERSON	5	NWNW/10/2S/61		47121
	WELL		202755	320128					83720
61	WELL	001-08897	203388	320296	DOUBLE SHOT	11-15	NESW/15/2S/62W		47121
	WELL		203388	320296					83720
62	WELL	123-26095	291619	333308	MATRIX	13-29	SESW/29/6N/65W		4680
	WELL		291619	333308					83720
63	WELL	001-07890	202485	320068	ANDERSON	2	NWNE/10/2S/61W		47121
	WELL		202485	320068					83720
64	WELL	123-36265	430718	332488	ARELLANO	43-10-12	NESE/10/5N/65W		
65	WELL	123-20566	261074	333245	OLIN HA	14-9	NESW/9/5N/65W		4680
	WELL		261074	333245					83720
66	WELL	123-22368	273507	332488	NELSON	43-10	NESE/10/5N/65W		4680
	WELL		273507	332488					83720
67	WELL	123-32227	419395	419400	MORO FARMS	31-29	NENE/29/6N/65W		4680
	WELL		419395	419400					83720
68	WELL	123-33853	424038	333228	VARRA	43-9-12	SENE/9/5N/65W		4680
	WELL		424038	333228					83720
69	WELL	001-08854	203345	320282	BOX ELDER	28-1	SESE/28/1S/65W		47121
	WELL		203345	320282					83720
70	WELL	001-08850	203341	320280	BOX ELDER	27-2	SWSE/27/1S/65W		47121
	WELL		203341	320280					83720
71	WELL	123-25228	290794	333056	HUNGENBERG	22-29	NESE/29/6N/65W		4680
	WELL		290794	333056					83720
72	WELL	123-20573	261135	333245	OLIN HA	13-9	NESW/9/5N/65W		4680
	WELL		261135	333245					83720

Total Deleted: 1 Total out of Total Total Submitted: 70 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
43	WELL	001-07475	202070	319974	STATE OF	3	NESW/36/2S/63W		47121
	WELL		202070	319974					83720

Total Pending: 0 Total out of Total Total Submitted: 70 are listed below:

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