

**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:

09/13/2013

Document Number:

400478405**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: Donald Barbula
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: DBarbula@Bayswater.us

Operator Bond Status: ☒ Blanket Surety ID: 2010-0112 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 09/13/2013 Form is being submitted by: Buyer

Non-Submitting Operator Information:

OGCC Number of NON-Submitting 10131 Name of NON-Submitting ST. JAMES ENERGY OPERATING INC

NON-submitting Operator is Seller Contact Name James L. Jensen Title: President

NON-submitting Operator Contact Email: james@stjamesenergy.com

Add/Change Transporter or Gatherer

☒ Add ☐ Delete Product: ☒ Oil ☐ Gas

OGCC Transporter No: 70505 Suffix: _____

Trans./Gatherer Name: PLAINS MARKETING LP

Address: 333 CLAY ST #1600 City: HOUSTON State: TX Zip: 77002

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: _____

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: Stephen M. Struna

Title: President

Email: SStruna@Bayswater.us

Date: 09/13/2013

CHANGE OF OPERATOR:

Name of Buying Operator:

BAYSWATER EXPLORATION AND PRODUCTION LLC

Name of Selling Operator:

ST. JAMES ENERGY OPERATING INC

Signature: _____

Date: 09/13/2013

Signature: _____

Date: 09/13/2013

Print Name: Stephen M. Struna

Title: President

Print Name: James L. Jensen

Title: President

COGCC Approved: _____

Title: _____

Date: _____

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:

400478405**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: 1 UIC ENHANCED RECOVERY: 0 WELL: 52

Total Approved: 0 Total out of Total Total Submitted: 53 are listed below:

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

Total Deleted: 0 Total out of Total Total Submitted: 53 are listed below:

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

Total Pending: 53 Total out of Total Total Submitted: 53 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	WELL	123-34145	424717	424718	Larson Farms	5-24	NESW/24/6N/64W		4680
	WELL		424717	424718					70505
2	WELL	123-22434	274118	305092	MCCLOSKEY	11-10	NWNW/9/5N/66W		4680
	WELL		274118	305092					70505
3	WELL	123-37282	432785	432784	Albrighton	2-10	SWSW/10/6N/64		4680
	WELL		432785	432784					70505
4	WELL	123-11680	243888	322582	MONFORT	34-25	SWSE/25/6N/66W		4680
	WELL		243888	322582					70505
5	WELL	123-27175	297541	310876	OWL CREEK	7-5	SESE/5/6N/64W		4680
	WELL		297541	310876					70505
6	WELL	123-12301	244506	322947	HELZER-FA	13-2-6-64	NWSW/2/6N/64W		4680
	WELL		244506	322947					70505
7	WELL	123-29188	298893	302470	Dyer	1-2	NWNW/2/6N/64W		4680
	WELL		298893	302470					70505
8	WELL	123-11478	243686	319562	MONFORT FEED LOT	1-25	NESE/25/6N/66W		4680
	WELL		243686	319562					70505
9	WELL	123-29707	300383	302732	Larson Fairmeadows	6-30	NESW/30/6N/63W		4680
	WELL		300383	302732					70505
10	WELL	123-11042	243251	319307	WHITE	8-1	NWNW/8/5N/66W		4680
	WELL		243251	319307					70505
11	WELL	123-13226	245431	323581	FERGUSON	43-35	NESE/35/5N/65W		4680
	WELL		245431	323581					70505
12	WELL	123-29187	298892	302470	Dyer	2-2	SWNW/2/6N/64W		4680
	WELL		298892	302470					70505
13	WELL	123-11935	244142	322723	OWL CREEK	9	SWSW/31/7N/64		4680
	WELL		244142	322723					70505
14	WELL	123-12305	244510	322949	HIRD TRUST	11-10	NWNW/10/6N/64		4680
	WELL		244510	322949					70505

15	WELL	123-12703	244908	323201	ELEANOR	1-29	SESE/29/7N/65W		4680
	WELL		244908	323201					70505
16	WELL	123-11929	244136	322720	OWL CREEK	7	NESE/5/6N/64W		4680
	WELL		244136	322720					70505
17	WELL	123-34149	424722	424718	Larson Farms	7-24	NESW/24/6N/64W		4680
	WELL		424722	424718					70505
18	WELL	123-12064	244270	322792	OWL CREEK	49	SESE/35/7N/64W		4680
	WELL		244270	322792					70505
19	WELL	123-29042	298379	302383	ANDOLSEK	2-2	NESW/2/6N/65W		4680
	WELL		298379	302383					70505
20	WELL	123-11679	243887	322581	KINDSFATER	#23-13	NESW/13/6N/66W		4680
	WELL		243887	322581					70505
21	WELL	123-37280	432782	432784	Albrighton	1-10	SWSW/10/6N/64		4680
	WELL		432782	432784					70505
22	WELL	123-29709	300385	302734	COCKROFT	10-4	SESW/2/6N/64W		4680
	WELL		300385	302734					70505
23	WELL	123-29044	298381	302385	FAIRMEADOWS	3-30	NWSW/30/6N/63		4680
	WELL		298381	302385					70505
24	WELL	123-11936	244143	322724	OWL CREEK	10	SESE/33/7N/64W		4680
	WELL		244143	322724					70505
25	WELL	123-29820	300683	302789	CECIL	35-1	SWSE/35/7N/64W		4680
	WELL		300683	302789					70505
26	WELL	123-12861	245066	323321	FAIR MEADOWS	1-30	SWSW/30/6N/63		4680
	WELL		245066	323321					70505
27	WELL	123-34146	424719	424718	Larson Farms	6-24	NESW/24/6N/64W		4680
	WELL		424719	424718					70505
28	WELL	123-27174	297540	310875	OWL CREEK	6-17	SENE/17/6N/64W		4680
	WELL		297540	310875					70505
29	WELL	123-37281	432783	432784	Albrighton	3-10	SWSW/10/6N/64		4680
	WELL		432783	432784					70505
30	WELL	123-11499	243707	319575	ADAMS	1-25	NENE/25/6N/66W		4680
	WELL		243707	319575					70505
31	WELL	123-23515	282561	305812	LARSEN	2-30	SWSE/30/6N/63W		4680
	WELL		282561	305812					70505
32	WELL	123-11462	243670	319552	KISSLER-AMEN ET	1-25	SWSW/25/6N/66		4680
	WELL		243670	319552					70505
33	WELL	123-29711	300387	302736	Cockroft	10-5	NESW/2/6N/64W		4680
	WELL		300387	302736					70505
34	WELL	123-29718	300400	302740	HEIDENREICH	10-2	NESW/10/6N/64W		4680
	WELL		300400	302740					70505
35	WELL	123-34360	425375	425376	Larson Farms	2-24	SWNE/24/6N/64W		4680
	WELL		425375	425376					70505
36	PIT		111679	323417	CLARK 1-25		NWSE/25/7N/66W		
37	WELL	123-34147	424720	424718	Larson Farms	3-24	NESW/24/6N/64W		4680
	WELL		424720	424718					70505
38	WELL	123-11934	244141	322722	OWL CREEK	13	NWNW/29/7N/64		4680
	WELL		244141	322722					70505
39	WELL	123-11464	243672	319553	146 COMPANY	14-1	SWNW/14/6N/66		4680
	WELL		243672	319553					70505
40	WELL	123-34359	425374	425376	Larson Farms	1-24	SWNE/24/6N/64W		4680
	WELL		425374	425376					70505
41	WELL	123-12304	244509	322948	HEIDENREICH,	13-10-6-64	NWSW/10/6N/64		4680

41	WELL	123-12304	244509	322948	HEIDENREICH,	13-10-6-64	NWSW/10/6N/64		70505
42	WELL	123-29690	300364	302720	OWL CREEK	10-2	NESE/33/7N/64W		4680
	WELL		300364	302720					70505
43	WELL	123-12702	244907	323200	MOODY	1-30	NENE/30/7N/64W		4680
	WELL		244907	323200					70505
44	WELL	123-11471	243679	319557	ROWE	13-1	SWSW/13/6N/66		4680
	WELL		243679	319557					70505
45	WELL	123-12992	245197	323417	CLARK	1-25	NWSE/25/7N/66W		4680
	WELL		245197	323417					70505
46	WELL	123-29710	300386	302735	Cockroft	10-3	NESW/2/6N/64W		4680
	WELL		300386	302735					70505
47	WELL	123-29045	298382	302386	FAIRMEADOWS	4-30	NWSE/30/6N/63W		4680
	WELL		298382	302386					70505
48	WELL	123-34148	424721	424718	Larson Farms	4-24	NESW/24/6N/64W		4680
	WELL		424721	424718					70505
49	WELL	123-12575	244780	323113	ANDOLSEK	1-2	NWSW/2/6N/65W		4680
	WELL		244780	323113					70505
50	WELL	123-29470	299675	302606	FOSS	1-10	NENW/10/6N/64W		4680
	WELL		299675	302606					70505
51	WELL	123-35271	428187	428167	Larson Fairmeadows	7-30	NESW/30/6N/63W		4680
	WELL		428187	428167					70505
52	WELL	123-29708	300384	302733	LARSEN	5-30	SESW/30/6N/63W		4680
	WELL		300384	302733					70505
53	WELL	123-29043	298380	302384	AURORA DAIRY	10-2	SWSW/2/6N/64W		