

LEASE INFORMATION

Using standard QtrQtr, Sec, Twp, Rng format, describe one entire mineral lease that will be produced by this well (Describe lease beneath surface location if produced. Attach separate description page or map if necessary.)

SEE ATTACHED

Total Acres in Described Lease: 322 Described Mineral Lease is: Fee State Federal Indian

Federal or State Lease # _____

Distance from Completed Portion of Wellbore to Nearest Lease Line of described lease: 201 Feet

CULTURAL DISTANCE INFORMATION

Distance to nearest:

Building: 1116 Feet

Building Unit: 1505 Feet

High Occupancy Building Unit: 1612 Feet

Designated Outside Activity Area: 5280 Feet

Public Road: 368 Feet

Above Ground Utility: 271 Feet

Railroad: 402 Feet

Property Line: 237 Feet

INSTRUCTIONS:

- All measurements shall be provided from center of the Proposed Well to nearest of each cultural feature as described in Rule 303.a.(5).

- Enter 5280 for distance greater than 1 mile.

- Building - nearest building of any type. If nearest Building is a Building Unit, enter same distance for both.

- Building Unit, High Occupancy Building Unit, and Designated Outside Activity Area - as defined in 100-Series Rules.

DESIGNATED SETBACK LOCATION INFORMATION

Check all that apply. This location is within a: Buffer Zone
 Exception Zone
 Urban Mitigation Area

- Buffer Zone – as described in Rule 604.a.(2), within 1,000' of a Building Unit

- Exception Zone - as described in Rule 604.a.(1), within 500' of a Building Unit.

- Urban Mitigation Area - as defined in 100-Series Rules.

Pre-application Notifications (required if location is within 1,000 feet of a building unit):

Date of Rule 305.a.(1) Urban Mitigation Area Notification to Local Government: _____

Date of Rule 305.a.(2) Buffer Zone Notification to Building Unit Owners: _____

SPACING and UNIT INFORMATION

Distance from Completed Portion of Wellbore to Nearest Wellbore Permitted or Completed in the same formation: 362 Feet

Distance from Completed Portion of Wellbore to Nearest Unit Boundary _____ Feet (Enter 5280 for distance greater than 1 mile.)

Federal or State Unit Name (if appl): _____ Unit Number: _____

SPACING & FORMATIONS COMMENTS

OBJECTIVE FORMATIONS

Objective Formation(s)	Formation Code	Spacing Order Number(s)	Unit Acreage Assigned to Well	Unit Configuration (N/2, SE/4, etc.)
WILLIAMS FORK	WMFK	440-46	320	S/2

DRILLING PROGRAM

Proposed Total Measured Depth: 6552 Feet

Distance to nearest permitted or existing wellbore penetrating objective formation: 362 Feet (Including plugged wells)

Will a closed-loop drilling system be used? Yes

Is H₂S gas reasonably expected to be encountered during drilling operations at concentrations greater than or equal to 100 ppm? No (If Yes, attach an H₂S Drilling Operations Plan)

Will salt sections be encountered during drilling? No

Will salt based (>15,000 ppm Cl) drilling fluids be used? No

Will oil based drilling fluids be used? No

BOP Equipment Type: Annular Preventor Double Ram Rotating Head None

GROUNDWATER BASELINE SAMPLING AND MONITORING AND WATER WELL SAMPLING

Water well sampling required per Rule 609

DRILLING WASTE MANAGEMENT PROGRAM

Drilling Fluids Disposal: OFFSITE Drilling Fluids Disposal Methods: Recycle/reuse

Cuttings Disposal: ONSITE Cuttings Disposal Method: Other

Other Disposal Description:

Spent drilling fluids are treated with a de-watering unit. Separated mud solids are disposed with the drill cuttings at a well pad location, or at an approved disposal trench. Separated water is re-used for drilling, or disposed at a permitted inj. we

Beneficial reuse or land application plan submitted? No

Reuse Facility ID: _____ or Document Number: _____

CASING PROGRAM

Casing Type	Size of Hole	Size of Casing	Wt/Ft	Csg/Liner Top	Setting Depth	Sacks Cmt	Cmt Btm	Cmt Top
CONDUCTOR	26	18	48	0	60	50	60	0
SURF	13+1/2	9+5/8	32.3	0	1007	267	1007	0
1ST	8+3/4	4+1/2	11.6	0	6552	814	6552	3173

Conductor Casing is NOT planned

DESIGNATED SETBACK LOCATION EXCEPTIONS

Check all that apply:

- Rule 604.a.(1)A. Exception Zone (within 500' of Building Unit)
- Rule 604.b.(1)A. Exception Location (existing or approved Oil & Gas Location now within a Designated Setback as a result of Rule 604.a.)
- Rule 604.b.(1)B. Exception Location (existing or approved Oil & Gas Location is within a Designated Setback due to Building Unit construction after Location approval)
- Rule 604.b.(2) Exception Location (SUA or site-specific development plan executed on or before August 1, 2013)
- Rule 604.b.(3) Exception Location (Building Units constructed after August 1, 2013 within setback per an SUA or site-specific development plan)

GREATER WATTENBERG AREA LOCATION EXCEPTIONS

Check all that apply:

- Rule 318A.a. Exception Location (GWA Windows).
- Rule 318A.c. Exception Location (GWA Twinning).

RULE 502.b VARIANCE REQUEST

Rule 502.b. Variance Request from COGCC Rule or Spacing Order Number _____

OTHER LOCATION EXCEPTIONS

Check all that apply:

- Rule 318.c. Exception Location from Rule or Spacing Order Number _____
- Rule 603.a.(2) Exception Location (Property Line Setback).

ALL exceptions and variances require attached Request Letter(s). Refer to applicable rule for additional required attachments (e.g. waivers, certifications, SUAs).

Best Management Practices

No	BMP/COA Type	Description
1	Planning	<p>* Maximize the utility of surface facilities by developing multiple wells from a single pad (directional drilling), and by co-locating multipurpose facilities (for example, well pads and compressors) to avoid unnecessary habitat fragmentation and disturbance of additional geographic areas.</p> <p>* Maximize the use of directional drilling to minimize habitat loss/fragmentation</p> <p>* Maximize use of remote completion/frac operations to minimize traffic</p> <p>* Maximize use of remote telemetry for well monitoring to minimize traffic</p>
2	General Housekeeping	<p>Although this location is located within 500 ft. of perennial, ephemeral, or intermittent surface water according to USGS mapped surface waters, the attached Sensitive Area Determination concludes that the location is not within a sensitive area due to the low potential for impacts to surface water in the case of a facility release. However, in order to satisfy COGCC guidance requiring that all locations within 500 ft. of mapped surface water incorporate BMPs to protect that surface water, Williams will employ the following BMPs at this location:</p> <ul style="list-style-type: none"> • Williams will ensure 110 percent secondary containment for any volume of fluids contained at well site during drilling and completion operations. • Williams will implement best management practices to contain any unintentional release of fluids. • Either a lined drilling pit or closed loop system will be implemented.
3	Drilling/Completion Operations	<p>* Conduct well completions with drilling operations to limit the number of rig moves and traffic.</p>
4	Interim Reclamation	<p>* Use only certified weed-free native seed in seed mixes, except for non-native plants that benefit wildlife</p> <p>* WPX Energy will use certified, weed free grass hay, straw, hay or other mulch materials used for the reseeding and reclamation of disturbed areas.</p> <p>* Install exclusionary devices to prevent bird and other wildlife access to equipment stacks, vents and openings.</p> <p>* Reduce visits to well-sites through remote monitoring (i.e. SCADA) and the use of multi-function contractors.</p>

Total: 4 comment(s)

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Attachment Check List

Att Doc Num	Name
400447555	FORM 2 SUBMITTED
400447578	DEVIATED DRILLING PLAN
400447580	WELL LOCATION PLAT
400488796	LEASE MAP
400488797	DIRECTIONAL DATA
400488798	LEGAL/LEASE DESCRIPTION
400488806	ACCESS ROAD MAP
400488807	SURFACE AGRMT/SURETY

Total Attach: 8 Files

General Comments

<u>User Group</u>	<u>Comment</u>	<u>Comment Date</u>
Permit	Final review completed. No LGD comments.	11/19/2013 10:24:06 AM
Permit	Operator changes in Drilling & Waste tab.	10/7/2013 2:32:22 PM
Engineer	THE PROPOSED SURFACE CASING IS MORE THAN 50' BELOW THE DEPTH OF THE DEEPEST WATER WELL WITHIN 1-MILE OF THE SURFACE LOCATION WHEN CORRECTED FOR ELEVATION DIFFERENCES. THE DEEPEST WATER WELL WITHIN 1-MILE IS 300 FEET DEEP.	10/4/2013 1:20:39 PM
Permit	This form has passed completeness.	10/2/2013 10:12:57 AM

Total: 4 comment(s)