



Receive Date: 08/14/2014

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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: 10335 Contact Person: CINDY TURNER
Company Name: AXIA ENERGY LLC Phone: (720) 746-5209
Address: 1430 LARIMER STREET #400 Fax: (720) 746-5201
City: DENVER State: CO Zip: 80202 Email: CTURNER@AXIAENERGY.COM

Operator Bond Status: [X] Blanket Surety ID: 2011-0201 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 06/01/2014 Form is being submitted by: Seller

Non-Submitting Operator Information:

OGCC Number of NON-Submitting 10396 Name of NON-Submitting SOUTHWESTERN ENERGY PRODUCTION
NON-submitting Operator is Buyer Contact Name JIM DEWBRE Title: SR. VP/LAND
NON-submitting Operator Contact Email: JIM_DEWBRE@SWN.COM

Add/Change Transporter or Gatherer

[X] Add [] Delete Product: [X] 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:

[X] Add [] Delete Product: [] Oil [X] Gas
OGCC Transporter No: 91800 Suffix:
Trans./Gatherer Name: QUESTAR EXPLORATION AND PRODUCTION COMPANY
Address: 1050 17TH ST STE 500 City: DENVER State: CO Zip: 80265
Phone: () Email Contact:

[X] Add [] Delete Product: [] Oil [X] Gas
OGCC Transporter No: 100321 Suffix:
Trans./Gatherer Name: ROCKY MOUNTAIN NATURAL GAS LLC
Address: 600 12TH STREET #300 City: GOLDEN State: CO Zip: 80401
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: TURNER,CINDY
Title: AGENT Email: CTURNER@AXIAENERGY.COM Date: 07/30/2014

CHANGE OF OPERATOR:

Name of Buying Operator:		Name of Selling Operator:	
<u>SOUTHWESTERN ENERGY PRODUCTION COMPANY</u>		<u>AXIA ENERGY LLC</u>	
Signature: _____	Date: <u>06/01/2014</u>	Signature: _____	Date: <u>06/01/2014</u>
Print Name: <u>JIM DEWBRE</u>	Title: <u>SR. VP/LAND</u>	Print Name: <u>TURNER,CINDY</u>	Title: <u>AGENT</u>

COGCC Approved:  **Title:** Director of COGCC **Date:** 12/04/2014

**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: 10335

Name of Operator: AXIA ENERGY 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: 17	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: 29

Total Approved: 47 Total out of Total Total Submitted: 47 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	WELL	081-07746	429968	429969	Bulldog	1-22H-791	Lot 11/1/7N/91W		
2	LOCATION	081-	429969	429969	Bulldog	1-22H-791	Lot 11/1/7N/91W		
4	LOCATION		436037	436037		2-33H-791	Lot 13/2/7N/91W		
7	LOCATION		429647	429647		5-14H-789	Lot 17/5/7N/89W		
9	PIT		429725	428927	Bulldog5-31H-		LOT 6/5/7N/90W		
10	LOCATION		428927	428927	Bulldog	5-31H-790	LT 6/5/7N/90W		
11	LOCATION		429648	429648		5-43H-789	Lot 13/5/7N/89W		
14	LOCATION		429210	429210		6-31H-790	Lot 9/6/7N/90W		
16	LOCATION		429571	429571		7-14H-789	lot 17/7/7N/89W		
20	LOCATION		434186	434186		10-24V-890	Lot 2/15/8N/90W		
23	LOCATION		429949	429949		14-14H-893	SWSW/14/8N/93		
27	LOCATION		433308	433308		17-11H-893	NWNW/17/8N/93		
29	LOCATION		435185	435185		17-21H-891	NWNE/17/8N/91W		
33	LOCATION		429116	429116		20-12H-892	SWNW/20/8N/92		
35	LOCATION		433805	433805		22-41V-890	Lot 1/23/8N/90W		
37	LOCATION		428925	428925		26-34H-894	SWSE/26/8N/94W		
40	LOCATION		435113	435113		27-31H-891	NW		
42	LOCATION		428975	428975		27-34H-894	NWSE/27/8N/94W		
46	LOCATION		436498	436498		30-21H-891	NENW/30/8N/91W		
3	WELL	081-07796	436038	436037	Bulldog	2-33H-791	Lot 13/2/7N/91W		
5	WELL	081-07803	437462	436037	Bulldog	2-43H-791	Lot 13/2/7N/91W		
6	WELL	081-07737	429645	429647	Bulldog	5-14H-789	Lot 17/5/7N/89W		70505
	WELL		429645	429647					91800
8	WELL	081-07727	428928	428927	Bulldog	5-31H-790	LOT6/5/7N/90W		70505
	WELL		428928	428927					91800
12	WELL	081-07738	429646	429648	Bulldog	5-43H-789	Lot 13/5/7N/89W		
13	WELL	081-07730	429209	429210	Bulldog	6-31H-790	Lot 9/6/7N/90W		
15	WELL	081-07732	429573	429571	Bulldog	7-14H-789	LOT 17/7/7N/89W		
17	WELL	081-07795	435198	435185	Bulldog	8-34V-891	NW		
18	WELL	081-07788	434185	434186	Bulldog	10-24H-890	Lot 2/15/8N/90W		
19	WELL	081-07790	434254	434186	Bulldog	10-24V-890	Lot 2/15/8N/90W		
21	WELL	081-07786	434183	434186	Bulldog	10-34H-890	Lot 2/15/8N/90W		
22	WELL	081-07745	429950	429949	Bulldog	14-14H-893	SWSW/14/8N/93		
24	WELL	081-07789	434187	434186	Bulldog	15-11H-890	Lot 2/15/8N/90W		
25	WELL	081-07787	434184	434186	Bulldog	15-21H-890	Lot 2/15/8N/90W		
26	WELL	081-07781	433442	433308	Bulldog	17-11H-893	NWNW/17/8N/93		

28	WELL	081-07798	436331	435185	Bulldog	17-21H-891	NW		
30	WELL	081-07780	433441	433308	Bulldog	17-21H-893	NWNW/17/8N/93		70505
	WELL		433441	433308					100321
31	WELL	081-07797	436330	435185	Bulldog	17-31H-891	NW		
32	WELL	081-07729	429115	429116	Bulldog	20-12H-892	SWNW/20/8N/92		70505
	WELL		429115	429116					100321
34	WELL	081-07784	433806	433805	Bulldog	22-41V-890	Lot 1/23/8N/90W		70505
	WELL		433806	433805					91800
36	WELL	081-07726	428926	428925	Bulldog	26-34H-894	SWSE/26/8N/94W		70505
	WELL		428926	428925					100321
38	WELL	081-07793	435114	435113	Bulldog	27-31H-891	NW		
39	WELL	081-07791	435111	435113	Bulldog	27-31H-891	NW		
41	WELL	081-07728	428976	428975	Bulldog	27-34H-894	NWSE/27/8N/94W		
43	WELL	081-07794	435115	435113	Bulldog	27-41H-891	NE NE/27/8N/91W		
44	WELL	081-07792	435112	435113	Bulldog	27-41H-891	NE NE/27/8N/91W		
45	WELL	081-07801	436499	436498	Bulldog	30-21H-891	NENW/30/8N/91W		
47	WELL	081-07800	436497	436498	Bulldog	30-31H-891	NENW/30/8N/91W		

Total Deleted: 0 Total out of Total Total Submitted: 47 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: 47 are listed below:

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