

**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:

01/15/2015

Document Number:

400767041**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: 10112 Contact Person: Caitlin O'Hair
Company Name: FOUNDATION ENERGY MANAGEMENT LLC Phone: (918) 526-5591
Address: 16000 DALLAS PARKWAY #875 Fax: (918) 585-1660
City: DALLAS State: TX Zip: 75248-6607 Email: regulatory@foundationenergy.com

Operator Bond Status: ☒ Blanket Surety ID: 2005-0066 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 01/15/2015 Form is being submitted by: Buyer

Non-Submitting Operator Information:

OGCC Number of NON-Submitting 100322 Name of NON-Submitting NOBLE ENERGY INC
NON-submitting Operator is Seller Contact Name Jean Muse-Reynolds Title: Regulatory
NON-submitting Operator Contact Email: jmuse@nobleenergyinc.com

Add/Change Transporter or Gatherer

☒ Add ☐ Delete Product: ☐ Oil ☒ Gas

OGCC Transporter No: 8705 Suffix: _____
Trans./Gatherer Name: WBI ENERGY MIDSTREAM LLC
Address: 1250 WEST CENTURY AVE City: BISMARCK State: ND Zip: 58506
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: Rachel Grant
Title: Sr. HSE/Regulatory Tech Email: regulatory@foundationenergy.com Date: 01/15/2015

CHANGE OF OPERATOR:

Name of Buying Operator: FOUNDATION ENERGY MANAGEMENT LLC Name of Selling Operator: NOBLE ENERGY INC
Signature: _____ Date: 01/15/2015 Signature: _____ Date: 01/15/2015
Print Name: Rachel Grant Title: Sr. HSE/Regulatory Tech Print Name: Jean Muse-Reynolds Title: Regulatory

COGCC Approved: Matthew Lee **Title:** Director of COGCC **Date:** 01/30/2015

State of Colorado

Oil and Gas Conservation Commission

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CHANGE OF TRANSPORTER/GATHERER and/or CHANGE OF OPERATOR

OGCC Operator Number: 10112

Name of Operator: FOUNDATION ENERGY MANAGEMENT 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: 0	UIC ENHANCED RECOVERY: 0	WELL: 67

Total Approved: 66 Total out of Total Total Submitted: 67 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	WELL	125-07695	253817	303936	SOC STATE 145	41-16	NENE/16/1N/45W		8705
2	WELL	125-07632	253754	303887	TUSTIN	24-29	SESW/29/1N/45W		8705
3	WELL	125-07620	253742	303878	TUSTIN	34-30	SWSE/30/1N/45W		8705
4	WELL	125-07621	253743	335625	TUSTIN	41-31	NENE/31/1N/45W		8705
5	WELL	125-07622	253744	303879	TUSTIN	42-31	SENE/31/1N/45W		8705
6	WELL	125-07623	253745	303880	STULTS	21-32	NENW/32/1N/45W		8705
7	WELL	125-07178	253301	303568	STULTS	2-32	NESE/32/1N/45W		8705
8	WELL	125-07663	253785	303912	STULTS	23-32	NESW/32/1N/45W		8705
9	WELL	125-07659	253781	303909	STULTS	33-32	NWSE/32/1N/45W		8705
10	WELL	125-07658	253780	303908	STULTS	42-32	SENE/32/1N/45W		8705
11	WELL	125-07662	253784	303911	STULTS	24-32	SESW/32/1N/45W		8705
12	WELL	125-07624	253746	303881	STULTS	12-32	SWNW/32/1N/45		8705
13	WELL	125-07625	253747	303882	BROWN	32-33	SWNE/33/1N/45W		8705
14	WELL	125-07626	253748	303883	BROWN	12-33	SWNW/33/1N/45		8705
15	WELL	125-07628	253750	303884	THOMAS	12-34	SWNW/34/1N/45		8705
16	WELL	125-06272	252398	303074	MILL IRON	1-3	NESW/3/1N/46W		8705
17	WELL	125-06429	252553	303149	STULP	1-11	NENE/11/1N/47W		8705
18	WELL	125-06624	252748	303246	COOK	1-33	SWSW/33/1S/43W		8705
19	WELL	125-06132	252263	303009	SCHAFER	1-4	SWSW/4/1S/44W		8705
20	WELL	125-06130	252261	303008	LAWVER	1-33	SWNW/33/1S/44		8705
21	WELL	125-06584	252708	303226	DICKSON	2-26	NESW/26/1S/45W		8705
22	WELL	125-06292	252418	303078	PETERS	1-36	SESE/36/1S/45W		8705
23	WELL	125-07746	253868	303979	BLACK WOLF CREEK	13-14	NWSW/14/2S/43		8705
24	WELL	125-07176	253299	303566	MCCLUNG	1-5	SESW/5/2S/43W		8705
25	WELL	125-06623	252747	303245	KITZMILLER	1-4	NWNW/4/3S/43W		8705
26	WELL	125-06726	252850	303300	FEDERAL	1-7-343	SESE/7/3S/43W		8705
27	WELL	125-06450	252574	303160	ALLEN	1-7X	SESW/7/3S/43W		8705
28	WELL	125-06419	252543	303143	ALLEN	1-12	NENE/12/3S/44W		8705
29	WELL	125-07693	253815	303934	HATHEWAY	34-10	SWSE/10/1N/45W		8705
30	WELL	125-07722	253844	303959	1256 CATTLE CO	44-12	SESE/12/1N/45W		8705
31	WELL	125-07589	253711	303854	WAKEFIELD	24-12	SESW/12/1N/45W		8705
32	WELL	125-07721	253843	303958	WILTFANG	32-12	SWNE/12/1N/45W		8705
33	WELL	125-07556	253678	303833	WAKEFIELD	13-13	NESW/13/1N/45W		8705
34	WELL	125-07557	253679	303834	WAKEFIELD	21-13	NENW/13/1N/45W		8705
35	WELL	125-07541	253663	303827	WAKEFIELD	31-13	NWNE/13/1N/45W		8705
36	WELL	125-07671	253793	303917	WAKEFIELD	33-13X	NWSE/13/1N/45W		8705

37	WELL	125-07603	253725	303865	DETERDING	44-13	SESE/13/1N/45W		8705
38	WELL	125-07590	253712	303855	WAKEFIELD	32-13	SWNE/13/1N/45W		8705
39	WELL	125-07591	253713	303856	ROCKWELL	21-14	NENW/14/1N/45W		8705
40	WELL	125-07593	253715	303858	ROCKWELL	33-14	NWSE/14/1N/45W		8705
41	WELL	125-07592	253714	303857	ROCKWELL	13-14	NWSW/14/1N/45		8705
42	WELL	125-07594	253716	303859	ROCKWELL	42-14	SENE/14/1N/45W		8705
44	WELL	125-07544	253666	303829	ROCKWELL	43-15	NESE/15/1N/45W		8705
45	WELL	125-07596	253718	303861	FONTE	23-15	NESW/15/1N/45W		8705
46	WELL	125-07694	253816	303935	ROCKWELL	11-15	NWNW/15/1N/45		8705
47	WELL	125-07560	253682	303837	ROCKWELL	34-15	S2SE/15/1N/45W		8705
48	WELL	125-06503	252627	303188	ROCKWELL	1-15	SENE/15/1N/45W		8705
49	WELL	125-07595	253717	303860	FONTE	24-15	SESW/15/1N/45W		8705
50	WELL	125-07605	253727	303866	ROCKWELL	32-15	SWNE/15/1N/45W		8705
51	WELL	125-07597	253719	303862	FONTE	44-21	SESE/21/1N/45W		8705
52	WELL	125-07550	253672	303831	FONTE	41-22	NENE/22/1N/45W		8705
53	WELL	125-07672	253794	303918	FONTE	21-22	NENW/22/1N/45W		8705
54	WELL	125-07582	253704	303849	FONTE	23-22	NESW/22/1N/45W		8705
55	WELL	125-07599	253721	303863	FONTE	31-22	NWNE/22/1N/45W		8705
56	WELL	125-07581	253703	303848	FONTE	11-22	NWNW/22/1N/45		8705
57	WELL	125-07559	253681	303836	FONTE	44-22	SESE/22/1N/45W		8705
58	WELL	125-07673	253795	303919	STONE	21-23X	NENW/23/1N/45W		8705
59	WELL	125-07585	253707	303851	SHORT	31-23	NWNE/23/1N/45W		8705
60	WELL	125-07683	253805	303928	STONE	33-23	NWSE/23/1N/45W		8705
61	WELL	125-07558	253680	303835	STONE	13-23	NWSW/23/1N/45		8705
62	WELL	125-07584	253706	303850	STONE	44-23	SESE/23/1N/45W		8705
63	WELL	125-07675	253797	303920	DETERDING	41-24	NENE/24/1N/45W		8705
64	WELL	125-07600	253722	303864	STONE	22-24	SENW/24/1N/45W		8705
65	WELL	125-07587	253709	303853	STONE	24-24	SESW/24/1N/45W		8705
66	WELL	125-07633	253755	303888	TUSTIN	33-29	NWSE/29/1N/45W		8705
67	WELL	125-07689	253811	303932	GODSEY	42-29	SENE/29/1N/45W		8705

Total Deleted: 1 Total out of Total Total Submitted: 67 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
43	WELL	125-07543	253665	303828	ROCKWELL	12-14	SWNW/14/1N/45		8705

Total Pending: 0 Total out of Total Total Submitted: 67 are listed below:

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