



OGCC RECEPTION Receive Date: 02/09/2016 Document Number: 400985655

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: 100322 Contact Person: Jan Kajiwara Company Name: NOBLE ENERGY INC Phone: (303) 228-4092 Address: 1625 BROADWAY STE 2200 Fax: () City: DENVER State: CO Zip: 80202 Email: jan.kajiwara@nblenergy.com

Operator Bond Status: [X] Blanket Surety ID: 2005-0066 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 02/27/2014 Form is being submitted by: Seller Non-Submitting Operator Information: OGCC Number of NON-Submitting 10112 Name of NON-Submitting FOUNDATION ENERGY MANAGEMENT LLC NON-submitting Operator is Buyer Contact Name Richard Payne Title: Vice President NON-submitting Operator Contact Email: regulatory@foundationenergy.com

Add/Change Transporter or Gatherer

[X] Add [] Delete Product: [] Oil [X] 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: Well should have been included in original submittal.

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: Regulatory Analyst III Print Name: Kajiwara, Jan Email: jan.kajiwara@nblenergy.com Date: 02/09/2016

CHANGE OF OPERATOR: Name of Buying Operator: FOUNDATION ENERGY MANAGEMENT LLC Name of Selling Operator: NOBLE ENERGY INC Signature: Date: 02/27/2014 Signature: Date: 02/27/2014 Print Name: Richard Payne Title: Vice President Print Name: Kajiwara, Jan Title: Regulatory Analyst III

COGCC Approved: [Signature] Title: Director of COGCC Date: 05/13/2016

**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: 100322
Name of Operator: NOBLE ENERGY INC

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: 1

Total Approved: 1 Total out of Total Total Submitted: 1 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	WELL	125-08383	261192	304410	STALLINGS	12-6	SWNW/6/1N/46W		8705

Total Deleted: 0 Total out of Total Total Submitted: 1 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: 1 are listed below:

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