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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: 10634 Contact Person: MATT ELMER
Company Name: P O & G OPERATING LLC Phone: (713) 589-8182
Address: 5847 SAN FELIPE SUITE 3200 Fax: (713) 244-0650
City: HOUSTON State: TX Zip: 77057 Email: MATT.ELMER@POGRESOURCES.COM

Operator Bond Status: [X] Blanket Surety ID: 2016-0102 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 05/01/2016 Form is being submitted by: Buyer

Non-Submitting Operator Information:

OGCC Number of NON-Submitting 10142 Name of NON-Submitting MID-CON ENERGY OPERATING LLC
NON-submitting Operator is Seller Contact Name JEFFERY OLMSTEAD Title: CEO
NON-submitting Operator Contact Email:

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:

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: ELMER,MATT
Title: AGENT Email: MATT.ELMER@POGRESOURCES.CO Date: 07/28/2016

CHANGE OF OPERATOR:

Name of Buying Operator: P O & G OPERATING LLC Name of Selling Operator: MID-CON ENERGY OPERATING LLC
Signature: Date: 05/01/2016 Signature: Date: 05/01/2016
Print Name: ELMER,MATT Title: AGENT Print Name: JEFFERY OLMSTEAD Title: CEO

COGCC Approved: [Signature] Title: Director of COGCC Date: 08/23/2016

**State of Colorado
Oil and Gas Conservation Commission**

1120 Lincoln Street, Suite 801, Denver, Colorado 80203 Phone: (303) 894-2100 Fax: (303) 894-2109



Document Number:
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FOR OGCC USE ONLY

CHANGE OF TRANSPORTER/GATHERER and/or CHANGE OF OPERATOR

OGCC Operator Number: 10634

Name of Operator: P O & G OPERATING LLC

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: 1	WELL: 10

Total Approved: 11 Total out of Total Total Submitted: 11 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	WELL	017-07157	208222	321851	HARKER RANCH	5	SWSE/1/13S/43W		70505
2	WELL	017-07148	208213	380922	Harker Ranch	14-1	SWSW/1/13S/43W		70505
3	WELL	017-07709	425593	425601	HRMU	9-12	Lot		70505
4	WELL	017-07080	208145	321831	HARKER RANCH	7	NESW/12/13S/43		70505
5	WELL	017-07111	208176	321838	HARKER RANCH	3	SWNW/12/13S/43		70505
6	WELL	017-07145	208210	321846	HARKER RANCH	6	SWSW/12/13S/43		70505
7	WELL	017-07046	208111	321820	HARKER RANCH	1	NENW/12/13S/43		70505
8	WELL	017-07112	208177	321839	HARKER RANCH	4	NWSE/12/13S/43		70505
9	WELL	017-07078	208143	321830	HARKER RANCH	2	SWNE/12/13S/43		70505
10	WELL	017-07793	438369	438370	HRMU	11	NWNW/13/13S/43		70505
11	UIC ENHANCED RECOVERY	017-	159169	321830	HARKER RANCH MORROW SAND UNI		SWNE/12/13S/43 W		

Total Deleted: 0 Total out of Total Total Submitted: 11 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: 11 are listed below:

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