

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: 04/24/2017

Document Number: 401265937

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: 10516 Contact Person: Michael Foster
Company Name: LINN OPERATING LLC Phone: (281) 840-4375
Address: 600 TRAVIS STREET #1400 Fax: (832) 426-5979
City: HOUSTON State: TX Zip: 77002 Email: mfooster@linnenergy.com

Operator Bond Status: [X] Blanket Surety ID: 2017-0032 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 05/01/2017 Form is being submitted by: Seller
Non-Submitting Operator Information:
OGCC Number of NON-Submitting 10091 Name of NON-Submitting BERRY PETROLEUM COMPANY LLC
NON-submitting Operator is Buyer Contact Name Arthur T. Smith Title: CEO
NON-submitting Operator Contact Email: tsmith@bry.com

Add/Change Transporter or Gatherer

[X] Add [] Delete Product: [] Oil [X] Gas
OGCC Transporter No: 100371 Suffix:
Trans./Gatherer Name: ENCANA GATHERING SERVICES (USA) INC
Address: 950 17TH ST STE 2600 City: DENVER State: CO Zip: 80202
Phone: () Email Contact:

[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: Per Teri Ikenouye, I am separating the Change of Operator into smaller submissions. This is 4 of 7.

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: Michael Foster
Title: Regulatory Specialist III Email: mfooster@linnenergy.com Date: 04/24/2017

CHANGE OF OPERATOR:

Name of Buying Operator:

BERRY PETROLEUM COMPANY LLC

Name of Selling Operator:

LINN OPERATING LLC

Signature: _____ Date: 05/01/2017

Signature: _____ Date: 05/01/2017

Print Name: Arthur T. Smith Title: CEO

Print Name: Michael Foster Title: Regulatory Specialist III

COGCC Approved: _____ **Title:** _____ **Date:** _____

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CHANGE OF TRANSPORTER/GATHERER and/or CHANGE OF OPERATOR

OGCC Operator Number: 10516

Name of Operator: LINN OPERATING 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: 2	UIC ENHANCED RECOVERY: 0	WELL: 0

Total Approved: 0 Total out of Total Total Submitted: 17 are listed below:

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

Total Deleted: 0 Total out of Total Total Submitted: 17 are listed below:

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

Total Pending: 17 Total out of Total Total Submitted: 17 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
3	LAND APPLICATION SITE		443348	335991	School Point OM K15 696		NESW/15/6S/96W		
4	LAND APPLICATION SITE		443349	335677	Granlee OM B10 696		NWNE/10/6S/96W		
5	LAND APPLICATION SITE		449191	335964	I31 596	449191	NESE/31/5S/96W		
9	LAND APPLICATION SITE		443343	335865	Long Ridge M15 595		SWSW/15/5S/95W		
10	LAND APPLICATION SITE		443305	335616	Chevron J13697		NWSE/13/6S/97W		
11	LAND APPLICATION SITE		443347	335979	School House Point OM L15 696		NWSW/15/6S/96W		
12	LAND APPLICATION SITE		449048	335886	Berry I 11 697		NESE/11/6S/97W		
13	PIT		423846	415531	LATHAM	I-02	NESE/2/6S/97W		
15	LAND APPLICATION SITE		443338	335966	Chevron K06 696		NWSE/6/6S/96W		
16	LAND APPLICATION SITE		443325	335658	Chevron 036B 596		SWSE/36/5S/96W		
17	LAND APPLICATION SITE		449050	415531	LATHAM I02 697		NESE/2/6S/97W		
19	LAND APPLICATION SITE		448249	335836	Latham O-29		SWSE/29/5S/96W		

22	PIT		415486	335991	OLD MOUNTAIN	K-15	NESW/15/6S/96W		
23	LAND APPLICATION SITE		449190	335876	C10 696	449190	NENW/10/6S/96W		
24	LAND APPLICATION SITE		443362	335887	Chevron F06 696		SENW/6/6S/96W		
25	LAND APPLICATION SITE		443326	335716	Berry F01 697		SENW/1/6S/97W		
26	LAND APPLICATION SITE	045-	443342	335568	Long Ridge J15 595		NWSE/15/5S/95W		