

**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:

10/06/2017

Document Number:

401422497**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: 100264 Contact Person: Scott Thompson
Company Name: XTO ENERGY INC Phone: (817) 885-3491
Address: 600 E EXCHANGE AVE Fax: ()
City: FORTH WORTH State: TX Zip: 76164 Email: scott_thompson@xtoenergy.com

Operator Bond Status: ☒ Blanket Surety ID: 2017-0155 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 10/02/2017 Form is being submitted by: Seller

Non-Submitting Operator Information:

OGCC Number of NON-Submitting 10672 Name of NON-Submitting TIMBER CREEK OPERATING LLC
NON-submitting Operator is Buyer Contact Name J. Scott Zimmerman Title: VP Operations
NON-submitting Operator Contact Email: scottzimmerman@mple.us

Add/Change Transporter or Gatherer

☒ Add ☐ Delete Product: ☐ Oil ☒ Gas

OGCC Transporter No: 10672 Suffix:
Trans./Gatherer Name: TIMBER CREEK OPERATING LLC
Address: 1001 17TH STREET #1000 City: DENVER State: CO Zip: 80202
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: Dolena Johnson
Title: Sr. Regulatory Analyst Email: dee_johnson@xtoenergy.com Date: 10/06/2017

CHANGE OF OPERATOR:

Name of Buying Operator: TIMBER CREEK OPERATING LLC Name of Selling Operator: XTO ENERGY INC
Signature: Date: 10/02/2017 Signature: Date: 10/02/2017
Print Name: J. Scott Zimmerman Title: VP Operations Print Name: Dolena Johnson Title: Sr. Regulatory Analyst

COGCC Approved: Matthew Lee **Title:** Director of COGCC **Date:** 01/18/2018

State of Colorado

Oil and Gas Conservation Commission

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CHANGE OF TRANSPORTER/GATHERER and/or CHANGE OF OPERATOR

OGCC Operator Number: 100264

Name of Operator: XTO 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: 6	UIC WATER TRANSFER STATION: 0
GAS GATHERING SYSTEM: 0	PIPELINE: 0	UIC DISPOSAL: 3	WATER GATHERING SYSTEM LINE: 1
GAS PROCESSING PLANT: 0	PIT: 99	UIC ENHANCED RECOVERY: 0	WELL: 93

Total Approved: 195 Total out of Total Total Submitted: 202 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	PIT		292529	309170	HILL RANCH	31-08	SENE/31/34S/67		
7	PIT		296585	309439	NEW ELK	24-12	NWSW/24/33S/68		
12	TANK BATTERY		430538	423142	APACHE CANYON	20-03	NENW/20/34S/67		
13	PIT		296584	309389	NEW ELK	24-15	SWSE/24/33S/68		
15	PIT		268830	307902	HILL RANCH	31-02V	NWNE/31/34S/67		
17	PIT		292634	308693	NEW ELK	35-01	NENE/35/33S/68		
18	UIC DISPOSAL		150278	307276	APACHE CANYON 10		NENW/10/34S/68		
21	PIT		292652	308908	HILL RANCH	35-15	SWSE/35/34S/67		
25	PIT		292528	333928		32-06/32-	SENE/32/34S/67		
28	PIT		268839	307869		34-08V	SENE/34/34S/67		
29	PIT		292654	308909	HILL RANCH	35-08	SENE/35/34S/67		
30	PIT		258336	307381	HILL RANCH	32-5	SWNW/32/34S/67		
31	PIT		292651	309168		36-02	NWNE/36/34S/67		
34	PIT		268826	312082		28-12V	NWSW/28/34S/67		
35	PIT		292667	333911	NEW ELK	36-11/36-	NESW/36/33S/68		
36	PIT		296516	309371	HILL RANCH EAST	14-14	SESW/14/34S/67		
37	PIT		293737	309300	NEW ELK	25-01	NENE/25/33S/68		
39	UIC DISPOSAL		159334	309581	LOPEZ CANYON		NWSE/21/33S/67		
41	PIT		268828	333804	HILL RANCH	29-14V	SESW/29/34S/67		
42	PIT		268832	312079		32-01V	NENE/32/34S/67		
43	PIT		292653	308575		35-14	SESW/35/34S/68		
44	PIT		113631	312086	HILL RANCH 28-10		NWSE/28/34S/67		
46	PIT		291908	308128	APACHE CANYON	10-16V	SESE/10/34S/68W		
51	TANK BATTERY		426628	308411	APACHE CANYON-	14NWNW	NWNW/14/34S/68		
53	PIT		268841	307871	HILL RANCH	34-16V	SESE/34/34S/67W		
54	PIT		292592	308411	APACHE CANYON	14-04	NWNW/14/34S/68		
55	PIT		296505	309464	HILL RANCH	31-14	SESW/31/34S/67		
56	PIT		296509	309367	HILL RANCH EAST	23-07	SWNE/23/34S/67		
57	PIT		268829	333806	HILL RANCH	29-15V	SWSE/29/34S/67		
58	PIT		257815	333875		33-10R	NWSE/33/34S/67		
59	PIT		292527	308452		32-08	SENE/32/34S/67		
61	PIT		296502	309437		36-06	SENE/36/34S/67		
62	PIT		292663	308314		33-09	NESE/33/34S/67		
63	PIT		268838	333936		34-06V	SENE/34/34S/67		
65	PIT		113632	312082	HILL RANCH 28-12		NWSW/28/34S/67		
67	PIT		268840	333909	HILL RANCH	34-13V	SWSW/34/34S/67		

68	PIT		292658	308146	HILL RANCH	34-10V	NWSE/34/34S/67		
69	PIT		257817	307752		32-15V	SWSE/32/34S/67		
70	PIT		258337	312079		32-1	NENE/32/34S/67		
73	PIT		268844	307899		35-12V	NWSW/35/34S/67		
81	PIT		292656	308316		34-16	SESE/34/34S/67W		
86	PIT		257816	333900		33-07V	SWNE/33/34S/67		
88	PIT		296576	309410	NEW ELK	25-08	SENE/25/33S/68		
89	PIT		292668	309139		36-10	NWSE/36/33S/68		
93	PIT		292525	308315	HILL RANCH	33-01	NENE/33/34S/67		
94	PIT		296514	309369	HILL RANCH EAST	14-15	SWSE/14/34S/67		
99	TANK BATTERY		426648	308128	APACHE CANYON-	10SESE	SESE/10/34S/68W		
102	PIT		292657	333909	HILL RANCH	34-13R	SWSW/34/34S/67		
103	PIT		292526	307751		32-15R	SWSE/32/34S/67		
105	PIT		296501	309438		36-10-67	NWSE/36/34S/67		
106	PIT		258338	312082	HILL RANCH 28-12		NWSW/28/34S/67		
108	PIT		258335	333804	HILL RANCH	29-14	SESW/29/34S/67		
110	PIT		105769	312074	APACHE CANYON 19		SWNE/19/34S/67		
114	PIT		268843	307893	HILL RANCH	35-07V	SWNE/35/34S/67		
115	PIT		296503	309465		31-16	SESE/31/34S/67W		
117	PIT		292530	309172		29-13	SWSW/29/34S/67		
119	PIT		292666	312064		33-04X	NWNW/33/34S/67		
123	PIT		296581	309391	NEW ELK	25-02	NWNE/25/33S/68		
127	PIT		292650	308916	HILL RANCH	36-04	NWNW/36/34S/67		
128	PIT		300268	309492	NEW ELK	25-10-2	NWSE/25/33S/68		
129	PIT		292655	308915	HILL RANCH	35-05	SWNW/35/34S/67		
130	PIT		268826	312082		28-12V	NWSW/28/34S/67		
131	PIT		292659	308317		34-08	SENE/34/34S/67		
132	PIT		257815	333875		33-10V	NWSE/33/34S/67		
134	PIT		268842	307894		35-04V	NWNW/35/34S/67		
135	PIT		268878	312074	APACHE CANYON	19-10V	NWSE/19/34S/67		
138	PIT		268831	307898	HILL RANCH	31-10V	NWSE/31/34S/67		
139	PIT		292665	333874		33-6-02	SWNW/33/34S/67		
141	PIT		268824	312086		28-10V	NWSE/28/34S/67		
144	UIC DISPOSAL		150279	312074	APACHE CANYON 19		SWNE/19/34S/67		
147	PIT		268834	307752	HILL RANCH	32-15V	SWSE/32/34S/67		
148	PIT		257818	307750		32-13V	SWSW/32/34S/67		
149	PIT		292660	333936		34-06R	SENW/34/34S/67		
150	PIT		292672	308462	NEW ELK	35-02	NWNE/35/33S/68		
151	PIT		296500	309436	HILL RANCH	36-11	NESW/36/34S/67		
153	PIT		268836	333875		33-10V	NWSE/33/34S/67		
154	PIT		292531	308313		28-15	SWSE/28/34S/67		
157	PIT		292648	308576		36-13	SWSW/36/34S/68		
160	PIT		292661	308965		34-03	NENW/34/34S/67		
162	PIT		292669	309138	NEW ELK	36-03	NENW/36/33S/68		
163	PIT		292664	333874	HILL RANCH	33-06V	SENW/33/34S/67		
164	PIT		296578	309441	NEW ELK	25-06	SENW/25/33S/68		
165	PIT		296508	309368	HILL RANCH EAST	23-09	NESE/23/34S/67		
167	WATER GATHERING SYSTEM/LINE		431420				///		
168	PIT		113632	312082	HILL RANCH 28-12		NWSW/28/34S/67		
171	PIT		298171	309360	HILL RANCH EAST	23-10	NWSE/23/34S/67		
172	PIT		268836	333875	HILL RANCH	33-10V	NWSE/33/34S/67		

173	PIT		296583	309390	NEW ELK	24-16	SESE/24/33S/68W		
177	PIT		268846	307946	HILL RANCH	36-12V	NWSW/36/34S/67		
180	PIT		292670	308408	NEW ELK	35-16	SESE/35/33S/68W		
182	PIT		113672	333806	HILL RANCH 29-15		SWSE/29/34S/67		
184	PIT		296513	309366	HILL RANCH EAST	23-01	NENE/23/34S/67		
187	PIT		292662	333906	HILL RANCH	33-13R	SWSW/33/34S/67		
188	TANK BATTERY		426747	307294	GOLDEN EAGLE-	34NENW	NENW/34/33S/67		
189	PIT		292673	308662	NEW ELK	26-12	NWSW/26/33S/68		
193	TANK BATTERY		426847	309390	NEW ELK-633S68W	24SESE	SESE/24/33S/68W		
198	PIT		268828	333804	HILL RANCH	29-14V	SESW/29/34S/67		
200	TANK BATTERY		426848	422359	GOLDEN EAGLE	30-02	NWNE/30/33S/67		
201	PIT		293742	309287	HILL RANCH	31-06	SENW/31/34S/67		
202	PIT		268835	333900		33-07V	SWNE/33/34S/67		
204	PIT		268845	307987		35-16V	SESE/35/34S/67W		
206	PIT		268833	307750	HILLS RANCH	32-13V	SWSW/32/34S/67		
3	WELL	071-07344	260005	307987	HILL RANCH	35-16V	SESE/35/34S/67W		10672
5	WELL	071-06261	217484	333804	HILL RANCH	29-14	SESW/29/34S/67		10672
6	WELL	071-09449	293798	309368	HILL RANCH EAST	23-09	NESE/23/34S/67		10672
9	WELL	071-09450	293799	309369	HILL RANCH EAST	14-15	SWSE/14/34S/67		10672
14	WELL	071-09533	295027	309438	HILL RANCH	36-10-67	NWSE/36/34S/67		10672
16	WELL	071-09535	295029	309440	NEW ELK	25-04	NWNW/25/33S/68		10672
19	WELL	071-09235	290090	309199	NEW ELK	36-7	SWNE/36/33S/68		10672
20	WELL	071-07231	259273	307902	HILL RANCH	31-02 V	NWNE/31/34S/67		10672
23	WELL	071-08252	274795	308575	HILL RANCH	35-14	SESW/35/34S/68		10672
24	WELL	071-08254	274791	308577	HILL RANCH	36-10	NWSE/36/34S/68		10672
26	WELL	071-07101	258553	307869	HILL RANCH	34-08 V	SENE/34/34S/67		10672
32	WELL	071-08801	284810	308915	HILL RANCH	35-5	SWNW/35/34S/67		10672
33	WELL	071-06912	256545	333900	HILL RANCH	33-07V	SWNE/33/34S/67		10672
38	WELL	071-07207	259234	307894	HILL RANCH	35-04 V	NWNW/35/34S/67		10672
40	WELL	071-06908	256541	333906	HILL RANCH	33-13V	SWSW/33/34S/67		10672
45	WELL	071-08418	278287	308666	NEW ELK	26-9	NESE/26/33S/68		10672
47	WELL	071-09197	289530	309168	HILL RANCH	36-02	NWNE/36/34S/67		10672
48	WELL	071-09441	293761	309360	HILL RANCH EAST	23-10	NWSE/23/34S/67		10672
49	WELL	071-07587	262939	308146	HILL RANCH	34-10V	NWSE/34/34S/67		10672
50	WELL	071-06189	217412	312079	HILL RANCH	32-1	NENE/32/34S/67		10672
52	WELL	071-06915	256548	307750	HILL RANCH	32-13V	SWSW/32/34S/67		10672
60	WELL	071-08414	278250	308662	NEW ELK	26-12	NWSW/26/33S/68		10672
64	WELL	071-07988	271280	308408	NEW ELK	35-16	SESE/35/33S/68W		10672
66	WELL	071-06916	256549	307751	HILL RANCH	32-15R	SWSE/32/34S/67		10672
71	WELL	071-09567	295530	309464	HILL RANCH	31-14	SESW/31/34S/67		10672
72	WELL	071-09532	295026	309437	HILL RANCH	36-06	SENW/36/34S/67		10672
75	WELL	071-09568	295529	309465	HILL RANCH	31-16	SESE/31/34S/67W		10672
76	WELL	071-08468	279153	308692	NEW ELK	35-09	NESE/35/33S/68		10672
77	WELL	071-09474	294300	309391	NEW ELK	25-02	NWNE/25/33S/68		10672
78	WELL	071-08802	284811	308916	HILL RANCH	36-4	NWNW/36/34S/67		10672
79	WELL	071-07813	266139	308315	HILL RANCH	33-01	NENE/33/34S/67		10672
80	WELL	071-06199	217422	312082	HILL RANCH	28-12	NWSW/28/34S/67		10672
82	WELL	071-09237	290088	309201	NEW ELK	25-16	SESE/25/33S/68W		10672
83	WELL	071-09447	293795	309366	HILL RANCH EAST	23-01	NENE/23/34S/67		10672
84	WELL	071-07637	263769	333874	HILL RANCH	33-06V	SENW/33/34S/67		10672
85	WELL	071-07815	266156	308316	HILL RANCH	34-16	SESE/34/34S/67W		10672
87	WELL	071-09448	293796	309367	HILL RANCH EAST	23-07	SWNE/23/34S/67		10672

90	WELL	071-08886	285971	308965	HILL RANCH	34-03	NENW/34/34S/67		10672
91	WELL	071-06913	256546	312079	HILL RANCH	32-01V	NENE/32/34S/67		10672
92	WELL	071-09472	294297	309389	NEW ELK	24-15	SWSE/24/33S/68		10672
95	WELL	071-06911	256544	333900	HILL RANCH	33-07R	SWNE/33/34S/67		10672
96	WELL	071-07812	266140	308314	HILL RANCH	33-09	NESE/33/34S/67		10672
97	WELL	071-07105	258570	307871	HILL RANCH	34-16 V	SESE/34/34s/67w		10672
98	WELL	071-07106	258571	333909	HILL RANCH	34-13 V	SWSW/34/34S/67		10672
100	WELL	071-07553	262487	333804	HILL RANCH	29-14V	SESW/29/34S/67		10672
101	WELL	071-07218	259258	307898	HILL RANCH	31-10	NWSE/31/34S/67		10672
104	WELL	071-09531	295025	309436	HILL RANCH	36-11	NESW/36/34S/67		10672
107	WELL	071-09200	289379	309170	HILL RANCH	31-08	SENE/31/34S/67		10672
109	WELL	071-09452	293878	309371	HILL RANCH EAST	14-14	SESW/14/34S/67		10672
112	WELL	071-09537	295031	309442	NEW ELK	25-14	SESW/25/33S/68		10672
113	WELL	071-07811	266142	308313	HILL RANCH	28-15	SWSE/28/34S/67		10672
116	WELL	071-08253	274793	308576	HILL RANCH	36-13	SWSW/36/34S/68		10672
118	WELL	071-08469	279154	308693	NEW ELK	35-01	NENE/35/33S/68		10672
120	WELL	071-09135	288589	309138	NEW ELK	36-3	NENW/36/33S/68		10672
121	WELL	071-09473	294298	309390	NEW ELK	24-16	SESE/24/33S/68W		10672
122	WELL	071-08066	272336	333874	HILL RANCH	33-06-2	SWNW/33/34S/67		10672
124	WELL	071-07180	259036	333936	HILL RANCH	34-06 V	SENW/34/34S/67		10672
125	WELL	071-07022	257550	312086	HILL RANCH	28-10V	NWSE/28/34S/67		10672
126	WELL	071-08062	272343	308452	HILL RANCH	32-8	SENE/32/34S/67		10672
133	WELL	071-08248	274677	312064	HILL RANCH	33-4X	NWNW/33/34S/67		10672
136	WELL	071-08278	275202	333928	HILL RANCH	32-06CH	SENW/32/34S/67		10672
137	WELL	071-09136	288588	309139	NEW ELK	36-10	NWSE/36/33S/68		10672
140	WELL	071-09496	294634	309410	NEW ELK	25-08	SENE/25/33S/68		10672
142	WELL	071-09356	291293	309300	NEW ELK	25-01	NENE/25/33S/68		10672
145	WELL	071-07141	258752	333909	HILL RANCH	34-13R	SWSW/34/34S/67		10672
155	WELL	071-06909	256542	333875	HILL RANCH	33-10R	NWSE/33/34S/67		10672
158	WELL	071-09238	290087	309202	NEW ELK	36-1	NENE/36/33S/68		10672
159	WELL	071-07990	271278	308410	NEW ELK	35-13	SWSW/35/33S/68		10672
161	WELL	071-06917	256550	307752	HILL RANCH	32-15V	SWSE/32/34S/67		10672
166	WELL	071-09534	295028	309439	NEW ELK	24-12	NWSW/24/33S/68		10672
169	WELL	071-09733	300679	309581	LOPEZ CANYON	1	NWSE/21/33S/67		10672
174	WELL	071-09604	296156	309492	NEW ELK	25-10-2	NWSE/25/33S/68		10672
175	WELL	071-09536	295030	309441	NEW ELK	25-06	SENW/25/33S/68		10672
176	WELL	071-07181	259037	333936	HILL RANCH	34-06 R	SENW/34/34S/67		10672
178	WELL	071-08350	276686	333911	NEW ELK	36-11 CH	NESW/36/33S/68		10672
179	WELL	071-07290	259810	307946	HILL RANCH	36-12V	NWSW/36/34S/67		10672
181	WELL	071-08076	272452	308462	NEW ELK	35-02	NWNE/35/33S/68		10672
183	WELL	071-09236	290089	309200	NEW ELK	36-5	SWNW/36/33S/68		10672
185	WELL	071-07206	259233	307893	HILL RANCH	35-07 V	SWNE/35/34S/67		10672
186	WELL	071-07957	270802	308386	NEW ELK	35-11	NESW/35/33S/68		10672
190	WELL	071-07817	266154	308317	HILL RANCH	34-08	SENE/34/34S/67		10672
191	WELL	071-08795	284801	308909	HILL RANCH	35-8	SENE/35/34S/67		10672
192	WELL	071-07551	262485	312082	HILL RANCH	28-12V	NWSW/28/34S/67		10672
194	WELL	071-06350	217572	307381	HILL RANCH	32-5	SWNW/32/34S/67		10672
195	WELL	071-06458	217679	333806	HILL RANCH	29-15	SWSE/29/34S/67		10672
196	WELL	071-07554	262488	333806	HILL RANCH	29-15V	SWSE/29/34S/67		10672
197	WELL	071-08794	284775	308908	HILL RANCH	35-15	SWSE/35/34S/67		10672
199	WELL	071-09341	291130	309287	HILL RANCH	31-06	SENW/31/34S/67		10672
203	WELL	071-08351	276687	333911	NEW ELK	36-11	NESW/36/33S/68		10672

205	WELL	071-07219	259259	307899	HILL RANCH	35-12 V	NWSW/35/34S/67		10672
207	WELL	071-09202	289458	309172	HILL RANCH	29-13	SWSW/29/34S/67		10672
208	WELL	071-06910	256543	333875	HILL RANCH	33-10V	NWSE/33/34S/67		10672
209	WELL	071-06907	256540	333906	HILL RANCH	33-13R	SWSW/33/34S/67		10672

Total Deleted: 7 Total out of Total Total Submitted: 202 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
74	PIT		268840	333909	HILL RANCH	34-13V	SWSW/34/34S/67		
111	PIT		268832	312079		32-01V	NENE/32/34S/67		
143	PIT		292657	333909		34-13R	SWSW/34/34S/67		
146	PIT		292665	333874		33-6-02	SWNW/33/34S/67		
152	PIT		292667	333911	NEW ELK	36-11/36-	NESW/36/33S/68		
156	PIT		268829	333806	HILL RANCH	29-15V	SWSE/29/34S/67		
170	PIT		268838	333936		34-06V	SENW/34/34S/67		

Total Pending: 0 Total out of Total Total Submitted: 202 are listed below:

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