

FORM
10Rev
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:

04/02/2018

Document Number:

401593553

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:	72118	Contact Person:	Marla Byrne
Company Name:	PRIME OPERATING COMPANY	Phone:	(713) 735-0000
Address:	9821 KATY FREEWAY STE 1050	Fax:	(713) 735-0090
City:	HOUSTON	Email:	mbyrne@primeenergy.com
State:	TX		
Zip:	77042		
Operator Bond Status:	<input checked="" type="checkbox"/> 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 01/01/2018 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 Joel P. Sauer Title: Executive Vice President
NON-submitting Operator Contact Email: regulatory@foundationenergy.com

Add/Change Transporter or Gatherer

☒ Add ☐ Delete Product: ☐ Oil ☒ Gas

OGCC Transporter No: 10112 Suffix: _____
Trans./Gatherer Name: FOUNDATION ENERGY MANAGEMENT LLC
Address: 5057 KELLER SPRINGS RD STE 650 City: ADDISON State: TX Zip: 75001
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: Byrne, Marla
Title: Regulatory Analyst Email: mbyrne@primeenergy.com Date: 04/02/2018

CHANGE OF OPERATOR:

Name of Buying Operator:	Name of Selling Operator:
FOUNDATION ENERGY MANAGEMENT LLC	PRIME OPERATING COMPANY
Signature: _____ Date: 01/01/2018	Signature: _____ Date: 01/01/2018
Print Name: Joel P. Sauer Title: Executive Vice President	Print Name: Byrne, Marla Title: Regulatory Analyst

COGCC Approved: _____ Title: _____ Date: _____

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CHANGE OF TRANSPORTER/GATHERER and/or CHANGE OF OPERATOR

OGCC Operator Number: 72118

Name of Operator: PRIME OPERATING COMPANY

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: 49

Total Approved: 0 Total out of Total Total Submitted: 49 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: 49 are listed below:

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

Total Pending: 49 Total out of Total Total Submitted: 49 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	WELL	125-07919	254041	304083	HARRIS	26-02-03	NWNE/26/2S/45W		10112
2	WELL	125-06798	252922	303335	HELLING	6-13	SENW/13/4S/44W		10112
3	WELL	125-09967	284484	337254	POENISH	23-14B	SESW/23/2S/45W		10112
4	WELL	125-06590	252714	303230	LENGEL	13-24	SWSW/24/5S/44W		10112
5	WELL	125-07042	253165	303471	WEYERMAN	4-17	NWNW/17/5S/43		10112
6	WELL	125-07918	254040	304082	WINGFIELD	23-13-02	SWSW/23/2S/45W		10112
7	WELL	125-06787	252911	303327	WEYERMAN	14-13	SESW/13/5S/44W		10112
8	WELL	125-06890	253013	303378	WEYERMAN	2-17	NWNE/17/5S/43W		10112
9	WELL	125-10076	284939	337343	POENISCH	22-14	SESW/22/2S/45W		10112
10	WELL	125-07050	253173	303478	LENGEL	11-24	NESW/24/5S/44W		10112
11	WELL	125-07920	254042	304084	POENISCH	26-10-04	NWSE/26/2S/45W		10112
12	WELL	125-09029	275323	304820	HARRIS	26-7	SWNE/26/2S/45W		10112
13	WELL	125-09969	284481	337256	POENISCH	22-10	NESE/22/2S/45W		10112
14	WELL	125-07043	253166	303472	WEYERMAN	2-18	NWNE/18/5S/43W		10112
15	WELL	125-07684	253806	303929	POENISCH	26-11-02	NESW/26/2S/45W		10112
16	WELL	125-06955	253078	303416	PFEILER	6-2	SENW/2/5S/44W		10112
17	WELL	125-07075	253198	303498	OSMUS	4-24	NWNW/24/4S/44		10112
18	WELL	125-06595	252719	303233	WEYERMAN	C3-7	SW/7/5S/43W		10112
19	WELL	125-06741	252865	303304	WEYERMAN	16-7	SESE/7/5S/43W		10112
20	WELL	125-07091	253214	303510	WEYERMAN	7-17	SWNE/17/5S/43W		10112
21	WELL	125-06799	252923	303336	WEYERMAN	10-18	NWSE/18/5S/43W		10112
22	WELL	125-07097	253220	303516	WEYERMAN	9-18	NESE/18/5S/43W		10112
23	WELL	125-10072	284955	337339	POENISCH	26-6	SENW/26/2S/45W		10112
24	WELL	125-10074	284953	337341	PFEILER	5-2-1	SWNW/2/5S/44W		10112
25	WELL	125-06788	252912	303328	WEYERMAN	16-13	SESE/13/5S/44W		10112
26	WELL	125-09025	275248	304817	POENISCH	26-9	NESE/26/2S/45W		10112
27	WELL	125-07088	253211	303509	WEYERMAN	11-18	NESW/18/5S/43W		10112

28	WELL	125-07917	254039	304081	POENISCH	22-09-01	NESE/22/2S/45W		10112
29	WELL	125-07477	253599	303787	POENISCH 245	26-3-1	NENW/26/2S/45W		10112
30	WELL	125-09024	275247	304816	POENISCH	22-15	SWSE/22/2S/45W		10112
31	WELL	125-09265	277596	305019	POENISCH	22-16	SESE/22/2S/45W		10112
32	WELL	125-07065	253188	303493	HELLING	2-13	NWNE/13/4S/44W		10112
33	WELL	125-06777	252901	303318	COOK	16-12	SESE/12/4S/44W		10112
34	WELL	125-10075	284952	337342	PFEILER	11-35-1	NESW/35/4S/44W		10112
35	WELL	125-06983	253106	303437	WEYERMAN	4-13	NWNW/13/5S/44		10112
36	WELL	125-09273	277643	305027	PHEILER	4-2-1	NWNW/2/5S/44W		10112
37	WELL	125-06804	252928	303339	WEYERMAN	6-17	SENW/17/5S/43W		10112
38	WELL	125-06702	252826	303290	HELLING	8-13	SENE/13/4S/44W		10112
39	WELL	125-09264	277595	305018	POENISCH	23-11	NESW/23/2S/45W		10112
40	WELL	125-10555	288458	337749	HARDWICK	11-9	NWNW/9/2S/44W		10112
41	WELL	125-10558	288455	337752	HARDWICK	12-9	SWNW/9/2S/44W		10112
42	WELL	125-06800	252924	303337	WEYERMAN	12-18	NWSW/18/5S/43		10112
43	WELL	125-06697	252821	303288	MCKEE	16-2	SESE/2/5S/44W		10112
44	WELL	125-07096	253219	303515	WEYERMAN	11-13	NESW/13/5S/44W		10112
45	WELL	125-06725	252849	303299	BODEN	16-14	SESE/14/5S/44W		10112
46	WELL	125-06778	252902	303319	HELLING	14-13	SESW/13/4S/44W		10112
47	WELL	125-09274	277645	305028	POENISCH	25-13	SWSW/25/2S/45W		10112
48	WELL	125-07685	253807	303930	POENISCH	23-14-1	SESW/23/2S/45W		10112
49	WELL	125-06779	252903	303320	WEYERMAN	8-18	SENE/18/5S/43W		10112