

SURFACE USE PLAN
Exxon Mobil Corporation
Freedom Unit 197-31C1-C10
Section 31 T1S, R97W 6TH P.M.
RIO BLANCO COUNTY, COLORADO

- a. EXISTING ROADS: Shown on Topographic Map "A",
1. Topographic Map "A" shows the proposed well as staked.
 2. Beginning at the city of Rifle Colorado, proceed north on Colorado Highway #13 for approximately 18.8 miles to the junction of Rio Blanco County Road #5. Turn west on CR 5 for approximately 26.9 miles to the junction of Rio Blanco CR #24. Proceed west on CR #24 for approximately 1.9 miles to CR #31. Turn northwest on CR #31 for 2.3 miles to the junction of CR #83. Turn northeast on CR #83 for 0.2 miles to the existing access road to FRU 197-31A. Proceed (north-northeast) on the FRU 197-31A access road for approximately 1.3 miles. Flagging/ stakes have been set to define the route to the new wellpad.
 3. All existing roads in the area of the drill site are shown on Topographic Map "A". Maintenance of county roads used for access to FRU 197-31C will be coordinated with Rio Blanco County Road & Bridge Department. Non-county roads will be maintained to BLM Manual 9113 standards. Maintenance will include grading, watering for compaction/ dust control, ditch maintenance and ROW treatment for noxious weeds. Weed control will be performed by certified applicator and conform to the Pesticide Use Proposals (PUP) filed with BLM.
 4. This is an exploration well.
- b. NEW or RECONSTRUCTED ACCESS ROADS: Approximately 897'+/- of new access road will be constructed to access the wellpad and production facilities. This includes approximately 779' of road will be required to reroute the existing road around the wellpad construction area. The location of the new/ relocated access road is provided on Topo 'B' (attached).
1. Road Design Criteria. Access roads have been designed to BLM Manual Section 9113 standards for 'Local Road' classification. The new access road will feature a cleared width of approximately 40' with an 18' wide running surface. Typical access road cross-section is provided on Page 12. Road will be crowned with 2% cross-slope.
 - a. The maximum grade for the access road will not exceed 6 %.
 - b. No turnouts will be required for the new/ relocated access road.
 - c. No significant drainages are crossed with the new access road. Two 18" culverts will be installed to facilitate cross-drainage. Culvert locations are shown on ISWMP Figures 2 and 3 (Attached).
 - d. Road will be surfaced to provide 'all-weather' access using 6" compacted road base aggregate. Aggregate for road surfacing will be hauled over existing roads from commercial sources in Rio Blanco County (ie. Connell Gravel Pit).
 - e. No fence crossings/ cattle guards are required for this access road.
 - f. The proposed access roads will be centerline (offset reference) staked prior to construction.

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2. Road Construction & Maintenance. The new access roads will be constructed and maintained to BLM Manual Section 9113 standards for 'Local Road' classification.
 - a. Available topsoil will be removed from the disturbed area and stored in low profile stockpiles at the ROW limits as shown on the typical cross-section. Following construction of the main wellpad/ production facilities access road, the topsoil will be respread on the disturbed area (ditch and road slopes) and reseeded with an approved seed mixture. ROW reclamation will conform to the description provided in Section 'j' of this document.
 - i. Noxious weed control will be performed using licensed local subcontractor (reference Section J.2 of this document). Pesticide use will conform to applicable Pesticide Use Proposals (PUP) filed with the BLM for the Piceance Field Area.
 - b. Erosion control for the access road will be as indicated on ISWMP Figure 2 "Approx Construction Limits & Soil Disturbance Map" attached to this document. Ditches will be used to control drainage. Culverts will be installed as indicated. Contributing drainage areas/ flow velocities are low. Rip-rap will be installed at inlet/ outlet of culverts as indicated on the ISWMP figures (attached).
 - c. A fill approximately 12' in height will be constructed for the access road immediately SW of the wellpad. Fill materials will be obtained from excess spoil generated during cut/ fill operations on the wellpad. Remaining road subgrade will be constructed using standard cut/fill and side borrow techniques from within the 40' construction ROW.

c. LOCATION OF EXISTING WELLS

- | | |
|-------------------------------------|-------------|
| 1. Water Wells: | See Topo C. |
| 2. Abandoned wells: | See Topo C. |
| 3. Temporarily abandoned wells: | None. |
| 4. Disposal Wells: | None. |
| 5. Drilling Wells: | None. |
| 6. Producing Wells: | See Topo C. |
| 7. Shut-in Wells: | See Topo C. |
| 8. Injection Well: | None. |
| 9. Monitoring or observation wells: | None. |

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d. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES:

Production Facilities will be located on the wellpad as per the attached 'Production Facilities Layout Plan' (Dwg WP197-31C-09-002). Unused areas of the wellpad will be reclaimed, as described in Section 'J' of this document, following drilling & completion operations. The following table describes the primary production facilities for this wellpad:

Production Facilities Description

Facilities	Design Standard	Description	Purpose
Dual Separator Skid	ASME B31.3	Enclosed production equipment including:	
	ANSI 300	1) 53" x 12' 3-phase production separator	Separate gas, condensate, and water from wells not in the test separator and to measure gas production from all wells (including the well in test); gas will flow through the production separator's gas orifice meter prior to leaving the well pad; this will serve as the gas sales measurement
	ANSI 300	1) 30" x 8' 3-phase test separator	Test to determine gas, condensate, and water rates from individual well in the separator; Orifice meter for gas, Turbine meter for condensate, magnetic meter for water.
Flowline from Wellhead to Manifold	ASME B31.3	3" XXH Fusion bonded externally coated pipe	Carry full well stream production to manifold
Manifold	ASME B31.3	Multiwell manifold/ header system	Allows full well stream from each well to flow either to the test separator or the production separator
Gas Flowline	ASME B31.3	On pad Flowline	Flow gas from the separator to the gas gathering system tie in point on the edge of location
Gas Flowline	ASME B31.8	Off pad Flowline	Flow gas from the pad into the gas gathering system
Liquids Flowlines	ASME B31.3	On pad flowlines	Flow combined liquids from onsite separation to tie in point on edge of location
Liquids Flowlines	ASME B31.4	Off pad flowlines	Flow combined liquids into the gathering system to the PA battery.

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- i. The proposed facilities will consist of an underground flowline from each wellhead to a manifold system. The manifold system will allow full well stream from each well to flow either to the test separator or the production separator. The 3-phase test separator will be used to verify gas, condensate, and water rates from the individual well in the separator. The 3-phase production separator will be used to separate gas, condensate, and water from the remaining wells. The daily production from each well will be allocated back based on each well's respective quarterly well test.

- ii. **FLOWLINES:**

Gas from the sales measurement unit will then flow into a new eight (8) inch carbon steel buried flowline and off the well pad. This flowline will tie into the 10" gas trunkline from FRU 197-31A located approximately 90' southwest of the wellpad (see Topo 'D' – attached).

Condensate and produced water from the separator skid will flow into a four (4) inch carbon steel combined liquids line to be buried to the tie-in point on the combined liquids line originating from FRU 197-31A located 90' southwest of the wellpad (see Topo 'D' – attached). Condensate from the pad will be sold via lact unit at the recently installed Black Sulfur Separation Facility (Piceance Phase 1). Condensate production rates of individual wells will be allocated back based on condensate production measurements taken via the test separator.

This configuration of facilities is as agreed to in the 'Measurement & Reporting Plan for Piceance Basin Development' dated February 16, 2006.

Flowline Construction. The flowlines will be buried in a common trench with minimum 3' of cover. BMPs (shown on attached ISWMP Figure 2) will be utilized to minimize potential impacts from the pipeline construction. Woody debris material will be cleared and rolled to the downgradient side of the right-of-way where feasible to act as brush barrier. Wattles will be installed on the eastern side of the ROW and along the southern portion where the pipe ties into an existing line. Topsoil will be stored on one side of the proposed trench (the upgradient side where feasible) and will be kept within the existing right-of-way. Topsoil will be kept separate from the spoils. Spoil stockpiles from trench excavation will either be stored between the topsoil and the trench or on the opposite side of the trench from the topsoil. Wattles may be installed on the downgradient boundary of stockpiles when there is potential for sediment to leave the pipeline right-of-way. Once the pipe has been installed, the trench will be backfilled with the excavated spoils and compacted as required by the specifications. The topsoil will then be spread back across the disturbed area. Water bars will not be installed on this pipeline due to the relatively flat slope (< 2 %).

The disturbed area will be reseeded, mulched and crimped as part of final reclamation using a BLM-approved seed mixture. Seeding success will be periodically evaluated. Successful vegetation is expected within three growing seasons. Reseeded areas will be inspected periodically to ensure success. In the event that seeding does not appear to germinate, areas will be reseeded.

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iii. Surface Disturbance (linear facilities):

Purpose	Length	X	Width	= Square Feet	Surface Area Disturbed (43560 ft ² /acre)
Flowline(s) 8" Gas 4" Comb Liq 4" PWDD	150'	X	50'	7,500	0.2 acres
Road	897'	X	40'	35,880	0.8 acres
Total Planned Disturbance:					1.0 Acres

e. LOCATION AND TYPE OF WATER SUPPLY.

Fresh water will be trucked from permitted ExxonMobil surface water storage facilities: Love Ranch Fresh Water Storage Pond (Sec 9, T2S, R97W) and B&M Fresh Water Storage Pond (Sec 26, T2S, R97W). Water will be hauled to the location using existing roads as shown on Drawing No. WP197-31C-09-001 (attached). No new roads will be constructed for purpose of water haulage.

Produced water used for drilling & completion operations will be supplied from the nearby ExxonMobil Produced Water Distribution and Disposal System (PWDD) trunkline (see Topo 'D'). A 4" pipeline will be installed in the same trench with the gas and produced water collection pipelines described under Section 'd' (above). No additional disturbance will be required.

Anticipated water sources and volumes are provided on Page 13.

f. CONSTRUCTION MATERIALS:

1. Wellpad sub-grade will be constructed by normal cut and fill methods. Cut has been balanced to meet fill requirements. No offsite borrow will be required to construct the subgrade. Construction techniques are described in Section 'i' of this document.
2. Surfacing material will be hauled over existing roads from commercial sources in Rio Blanco County (ie Connell Gravel Pit).

g. METHODS FOR HANDLING WASTE:

Waste materials will be contained and disposed of as follows:

1. Drilling fluids will be contained in lined pits or steel tanks on the wellpad during drilling operations. The reserve and dry cuttings pit/ trenches will be lined using synthetic liner with thickness of 24 mil.

Drill cuttings will be disposed of in the reserve pit or dry cuttings pit/trenches and buried with at least 4' of cover. If needed to dry the cuttings and accelerate the pit

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closure process, the cuttings may be solidified by mixing a drying agent. Excess pit liner above 'free board' elevation will be removed and disposed as trash (see Section 4 below).

If cuttings have been removed from the reserve pit and relocated for disposal, the reserve pit will be relined (with min 24 mil reinforced liner) before completion operations begin. Cuttings are transferred directly from the reserve pit to the cuttings pit and are not stored directly on the wellpad.

2. In the event that ExxonMobil Corporation has used diesel in the drilling mud system and the drill cuttings/fluids contain greater than 1% diesel net weight, these cuttings will be transported via tanker truck over existing roads a state approved disposal site. The BLM White River Resource Office (Petroleum Eng Tech – Bill Kraft at 970-878-3873) will be contacted prior to testing the cuttings from our first well so the BLM may witness the testing procedures. Currently disposal sites on our approved list in the area are:

Ace Oilfield Disposal, Inc. (Vernal, UT)
RN Industries (Roosevelt, UT)

3. All mud cuttings will meet the requirements of the COGCC before being buried on-site. All cuttings will have all harmful properties of the waste reduced or removed and the mobility of leachate constituents reduced or eliminated.
4. Trash, waste paper, and other garbage will be contained in (closed) metal trash dumpsters on the wellpad site and hauled (by third party contract trucking) to the Rio Blanco County Landfill.
5. Salts that are not used in the drilling fluid will be removed from the location by the supplier. Empty sacks are placed in the trash for disposal to landfill (reference Item 6 above).
6. Sewage from the trailer houses will be disposed of in a manner meeting the Rio Blanco County Regulations, as under the guidance of Colorado Water Quality Control Commission, Department of Public Health and Environment.

Sewage will normally be stored, on-site, in above ground septic tanks. Contents are periodically hauled to municipal water treatment plants at Meeker and Craig, Colorado for disposal.
7. Chemicals that are not used in the drilling and completion of the well will be removed from the location by the supplier. Used drums are returned to the vendor for reuse.
8. Waste oil are handled by a third party contractor during oil change operations and removed from the wellpad for recycling. Oil filters, oily rags and other hydrocarbon contaminated wastes are stored onsite in 55 gallon waste disposal drums and removed from the wellpad by third party contractor for disposal at a licensed facility. Used glycols are stored in 55 gallon drums for collection by a third party contractor and removed from the wellpad to a licensed disposal/ recycling facility. All drums containing waste oils/ used glycols are stored in a lined/ bermed area (on the wellpad) with 110% (volume) storage capacity.
9. Drilling fluids will be removed by vacuum truck to another active location and/or will be allowed to evaporate in the reserve pit until the pit is dry enough for back filling. Water produced during tests will be disposed of in the reserve pit as per Onshore Order 7. Oil produced during tests will be stored in test tanks until sold, at which time it will be hauled from the site. In the event fluids in the pit do not evaporate in a

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reasonable time, the fluids will be hauled to a state approved disposal site or will be mechanically evaporated.

Pits containing water that would provide a medium for breeding mosquitoes will be treated to control mosquito larvae. Treatment will include application of Bti (*Bacillus thuringiensis v. israelensis*) or other approved mosquito larvacide.

10. The reserve pit will be fenced on three sides with a 4-strand barbed, woven wire fence, or portable 'cattle panels' during drilling and on the fourth side after the rig is released. Alternate barrier types may also be used upon approval of the BLM. In order to prevent use by migratory birds, reserve pits that store or are expected to store fluids which may pose a risk to such birds, during completion and after completion activities have ceased, shall be netted. If any other means than netting are used, ExxonMobil will notify BLM prior to beginning completion activities.
 11. Water separated during production operations will be transported from the site via dedicated pipeline (reference Section 'd' above) and combined with water produced from other active wellpads in the field area to the Piceance Produced Water Disposal (PWD) system located at the ExxonMobil Black Sulphur separation facility. The PWD system will pressurize the produced water for disposal at permitted water injection wells located in the PCU wellfield area or for reuse in drilling & completion operations.
- h. ANCILLARY FACILITIES: No offsite camps, airstrips, etc. will be constructed.
- i. WELL SITE LAYOUT NARRATIVE & PLAT:
1. Figure 1 (Sheets 1 - 5) provides the proposed well site layout and earthwork requirements. Overall disturbance limits of the wellpad, including BMP installation, are estimated at 8.8 acres. Disturbance limits area shown on attached ISWMP Figures 2 and 3.
 2. All equipment and vehicles will be confined to the access road and pad area outlined in Topographic Maps "A" and "B".
 3. Mud pits in the active circulation system will be steel pits. The reserve and fresh water pits will be lined with synthetic liner with thickness of 24 mil.
 4. Wellpad Construction:
 - a. If snow is encountered, the snow will be removed before construction begins or the topsoil is disturbed and placed downhill of the topsoil stockpile location.
 - b. All available topsoil will be stripped on well locations and access roads, prior to construction, and stockpiled for use in reclamation of the site. Topsoil stockpile will be clearly segregated from any spoil pile and placed in location shown on attached Figure 1 - 'Wellsite Grading Plan'. Topsoil depth at this site is estimated at 6". Topsoil will be temporarily seeded and covered with a wildlife friendly biodegradable erosion control blanket. Additionally, wattles will be installed on the downgradient end of the topsoil pile as indicated on attached ISWMP Figures 3 'Proposed Wellpad BMP Drawing'.
 - c. Wellpad subgrade will be constructed using cut/ fill methods to achieve the required site profile. Embankments may be layer placed or constructed by side casting/ end dumping. The upper 24" of embankments will be installed in compacted layers to achieve a minimum 95% modified proctor density (ASTM D 1557). Rock, if encountered, will be placed in the lower portions of the embankment. No offsite borrow will be required for subgrade construction at this site. Excess cut will be

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stockpiled in areas shown on attached Figure 1 – 'Wellsite Grading Plan'. Cut/ fill slopes will be constructed to achieve stable angles of 1h:1v (cut) and 1.5h:1v (fill).

- d. Aggregate surfacing (road base material) will be hauled, placed, and compacted to achieve necessary thickness to provide 'all weather' surface. Aggregate will be obtained from commercial sources in Rio Blanco County (ie Connel Gravel Pit).
5. BMP's associated with stormwater management / erosion control will be applied to the site during construction & drilling/ completion operations. Wattles will be used for perimeter runoff control around the wellpad and stockpiles. Following construction, the need for temporary stabilization measures for cut/ fill slopes will be evaluated based upon rock content and degree of slope. In areas of rock content > 50%, no erosion control measures on slopes will be implemented and primary BMP will be wattles at the toe of the fill slope. Where < 50% rock content, surface roughening and erosion control blankets will be used to stabilize the fill slopes. If field conditions do not allow for effective surface roughening or installation of erosion control blankets, hydromulching may be used. If hydromulching is used, the seed will be sprayed at double the drill seeding rate followed by application of hydromulch. Location & type of BMP's are provided on attached Figure 3 'Proposed BMPs ISWMP Drawing'. No offsite dikes or ditches are required to control runoff to/ from the wellpad.

j. **PLANS FOR SURFACE RECLAMATION:**

1. Upon completion of the drilling & well completion operations and disposal of trash/ debris as described above, pits will be backfilled and recontoured as soon as practical after they have dried. Drill cuttings will be disposed of in the reserve pit and/ or the dry cuttings pits/ trenches. Cuttings will be buried with at least 4' of cover. Excess pit liner above 'free board' elevation will be removed and disposed as trash (See Section 4 below).

If cuttings have been removed from the reserve pit and relocated for disposal, the reserve pit will be re-lined with a 24 mil (min thickness) reinforced liner prior to completion operations. Cuttings are transferred directly from the reserve pit to the cuttings pit and are not placed directly on the wellpad.

2. Unneeded disturbed surfaces remaining after drilling and completion operations will be shaped to match the surrounding terrain and seeded as specified by the BLM. Site specific BMP's associated with 'interim reclamation' will be applied per the ISWMP for this site. The specific measures described below will also be addressed in the ISWMP.
 - a. Areas required for production operations are shown on attached 'Interim Reclamation Plan' for FRU 197-31C (attached ISWMP Figure 5). Approximately 3.1 acres will be required to support production operations. Earthwork for reclamation of unneeded disturbed area (6.0 acres) will normally be completed with 6 months of well completion, depending upon season.
 - b. Regrading will consist of cut/ fill operations to return disturbed areas not required for production to approximate original contour (as shown on the attached 'Interim Reclamation Plan'). Stockpiled spoil will be incorporated into the regraded area in locations which will be available for final recontouring upon well abandonment. Shale/ rock will be placed in the lower portions of filled areas as appropriate. Following regrading, areas compacted by earthworks will be scarified to a minimum depth of 6" and the stockpiled topsoil will be distributed evenly across the reclaimed area.

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- c. Following topsoil placement, the seedbed will be prepared by disking or ripping. The area will be seeded with the approved BLM seed mixture for 'Pinion Juniper Woodlands' (Seed Mixture #3). Seed will be certified and free of noxious weeds. Seed certification tags will be submitted to the area manager. Seed will be drilled 'on contour' to a depth no greater than ½". In areas too steep to operate the seed drill, seed will be broadcast at double the seeding rate and harrowed into the soil. Alternatively, hydromulching may be used in these areas. If hydromulching is used, the seed will be applied first at double the seeding rate prior to hydromulch application. No soil treatments are planned for this site. All slopes 3(h):1(v) or steeper will be covered with wildlife-friendly biodegradable fabrics (such as, but not limited to, jute blankets, Curlex, etc.).

Erosion control BMP's will be used along the pipeline ROW during construction and until successful vegetation has been established in the disturbed area as indicated on ISWMP Figure 2 (Attached).

- d. Following seeding and placement of biodegradable fabrics (as required), woody debris cleared during initial construction will be pulled back over the recontoured/ partially reshaped areas to act as flow deflectors and sediment traps. Available woody debris will be evenly distributed so as not to account for more than 20% of total ground cover (or 3 – 5 tons/ acre).
- e. Immediately after interim reclamation is concluded, livestock grazing will be excluded from all reclaimed portions of the wellpad by installation of a four-strand BLM Type-D barbed wire fence with braced wooden corners. A BLM-specified cattleguard will be placed at the time of fence construction for vehicle access to the wellpad and production facilities. Once reclaimed plant species are fully established (and reviewed/ approved by WRFO), the fence and cattle guard will be completely removed after a minimum of 2 growing seasons.
- f. BMP's during interim reclamation will include surface roughening, seeding and erosion control blankets. Runoff from the regraded areas will continue to be controlled at the perimeter of the disturbed area using wattles. These measures will continue to be maintained around the perimeter of the site until stabilization of the reclaimed areas has been achieved.

Plans for implementation of specific BMP's on the wellpad, access road and pipeline during 'interim' reclamation are shown on ISWMP Figure 5 (attached).

- i. Noxious weed control will be performed 1 – 2 times annually (during the growing season). Weeds to be treated include houndstongue, black henbane mullein, spotted/ Russian knapweed, leafy spurge and toadflax. Applications will be performed by certified pesticide applicator and conform to approved BLM Pesticide Use Proposals (PUP) specific to the Piceance Creek field area.
- g. Upon final abandonment of the wells, ExxonMobil will return all remaining disturbed areas to approximate original contour and rehabilitate the road and location to a satisfactorily revegetated, safe and stable condition per BLM specifications. If final reclamation requires disturbance > 1 acre, stormwater permit coverage under the State's stormwater program will be re-opened.
- i. Topsoil will be removed from remaining sideslope and temporarily regraded areas (interim reclamation) and stockpiled for redistribution on final graded areas.
- ii. Natural drainage patterns will be restored and stabilized by application of BMP's per approved SWMP for this site. These BMP's include surfacing

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roughening, permanent seeding and may include use of erosion control blankets following regrading operations. Storm runoff from the regraded areas will continue to be controlled using wattles and other appropriate BMP's until stabilization of the reclaimed area has been achieved.

- iii. Procedures for reseeding & mulching described for interim reclamation (ref Paragraphs (c) and (d) above) will also be followed for final reclamation of the site.
- iv. Livestock will be excluded from the final reclaimed wellpad areas by installation of a four-strand BLM Type-D barbed wire fence with braced wooden corners, unless otherwise instructed by the BLM.
- h. Rehabilitation operations (both interim & final) will start in a timely manner following the completion of operations, typically the following construction season. Site specific BMP's will be applied as described above. Additional reclamation efforts will be undertaken if, after the first growing season, there are no positive indicators of successful establishment of seeded species (ie germination). Reclamation efforts will continue so as to ensure a sufficient vegetative ground cover from reclaimed plant species within (3) three growing seasons after the application of seed.

k. **SURFACE OWNERSHIP**

- 1. Surface and minerals ownership at the wellpad is the Bureau of Land Management (BLM). Agency Address:

Bureau of Land Management, White River Field Office, 220 E Market St., Meeker Co. 81641. Telephone: 970-878-3800.

l. **OTHER INFORMATION**

- 1. There is one dominant soil unit for the well pad, roads, and pipeline: Rentsac Channery Loam, 5 to 30 percent slopes (Map Unit #73). This shallow, well-drained soil is on ridges, foothills, and side slopes. This soil is typically found on 5 to 50 percent slopes. The soil is classified as HSG D which indicates a very slow infiltration rate and a high runoff potential. Permeability is moderately rapid and available water capacity is very low. Additionally, runoff is rapid and the hazard of water erosion is moderate to very high. The erosion factor K is 0.20 which represents a moderate susceptibility to sheet and rill erosion. The off-road and off-trail erosion hazard is moderate and the road and trail erosion hazard is severe.

Fragile soils, defined by the BLM as saline soils occurring on slopes greater than 35 percent, are not indicated around the well pad, roads, or pipelines. Although fragile soils are not indicated, several measures have been used to properly stabilize soils and retain soil productivity. BMPs that will be utilized to include installing wattles and brush barriers during construction, limiting the time of construction to the extent feasible, covering and seeding topsoil piles associated with the well pad, and seeding, mulching and crimping after construction has been completed.

Primary vegetation is sage brush, grass and pinon, and juniper trees.

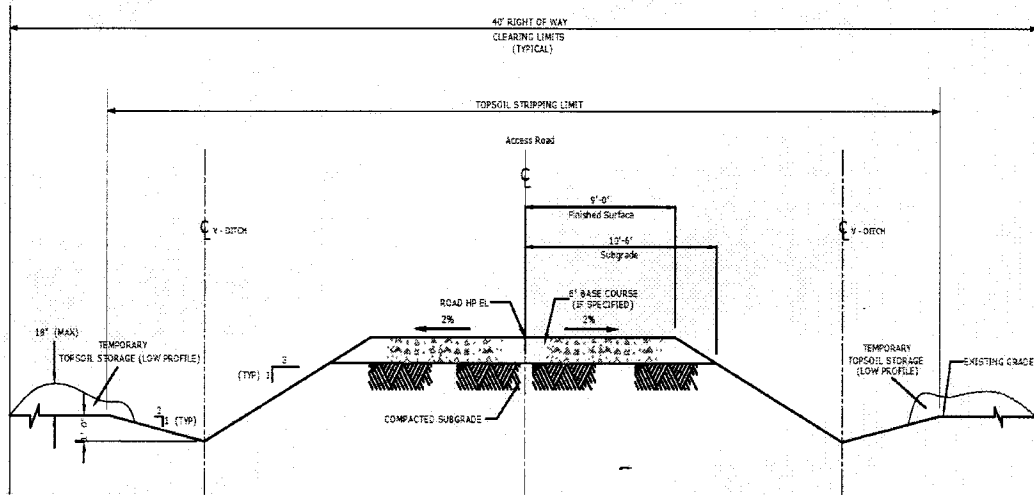
- 2. An archaeological investigation will be conducted and report prepared for the proposed access road and well site. Information will be submitted to the BLM.
- 3. The onsite for this pad was conducted in October, 2005. The well site name at the time of the onsite was FRU 197-31C.

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4. The proposed well pad is located near the crest of a ridge. Primary drainage from the wellpad/ access road flows (south/ southeast) to an unnamed intermittent drainage discharging to Ryan Gulch. Some drainage from the wellpad will also flow north into Horse Draw. Both Ryan Gulch and Horse Draw are intermittent drainages which flow (easterly) to Piceance Creek.
5. Total surface maximum surface disturbance is estimated at 9.8 acres including the drilling/ production facility pad, new access road, relocated access road, associated flowlines and installation of storm water management BMP's. Maximum disturbed area is indicated on ISWMP Figure 2 (attached).

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TYPICAL SECTION ACCESS ROAD

NOTES:

1. See BLM "GOLD Book" for typical "embankment" and "sidehill" section requirements.
2. Road minimum top width 18' unless otherwise noted.
3. Clear all areas within Right Of Way.
4. Grubbing/Stripping shall be limited to the area shown.
5. Topsoil stripping depth shall be an average of 4".
6. Material and compaction of road base shall be in accordance with project specification.
7. Use excavated ditch material to shape subgrade.

Typical Wellpad Access Road
Cross - Section
Piceance Development Project

EXXONMOBIL

Drawn by: SB Checked by: SB
 Date: April 25, 2008 Scale: N.T.S.

Drg No. PC-08-020

REV.	DATE	REVISION DESCRIPTION	ENG.	DRAWN	CHECKED	APPROVED
P1	25 APRIL 08	Modified ROW Width	---	SB	SB	WFD
P	26 MAR 08	Preliminary	---	SB	SB	WFD

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Water Source & Delivery Information (Per BLM Onshore Order #1)

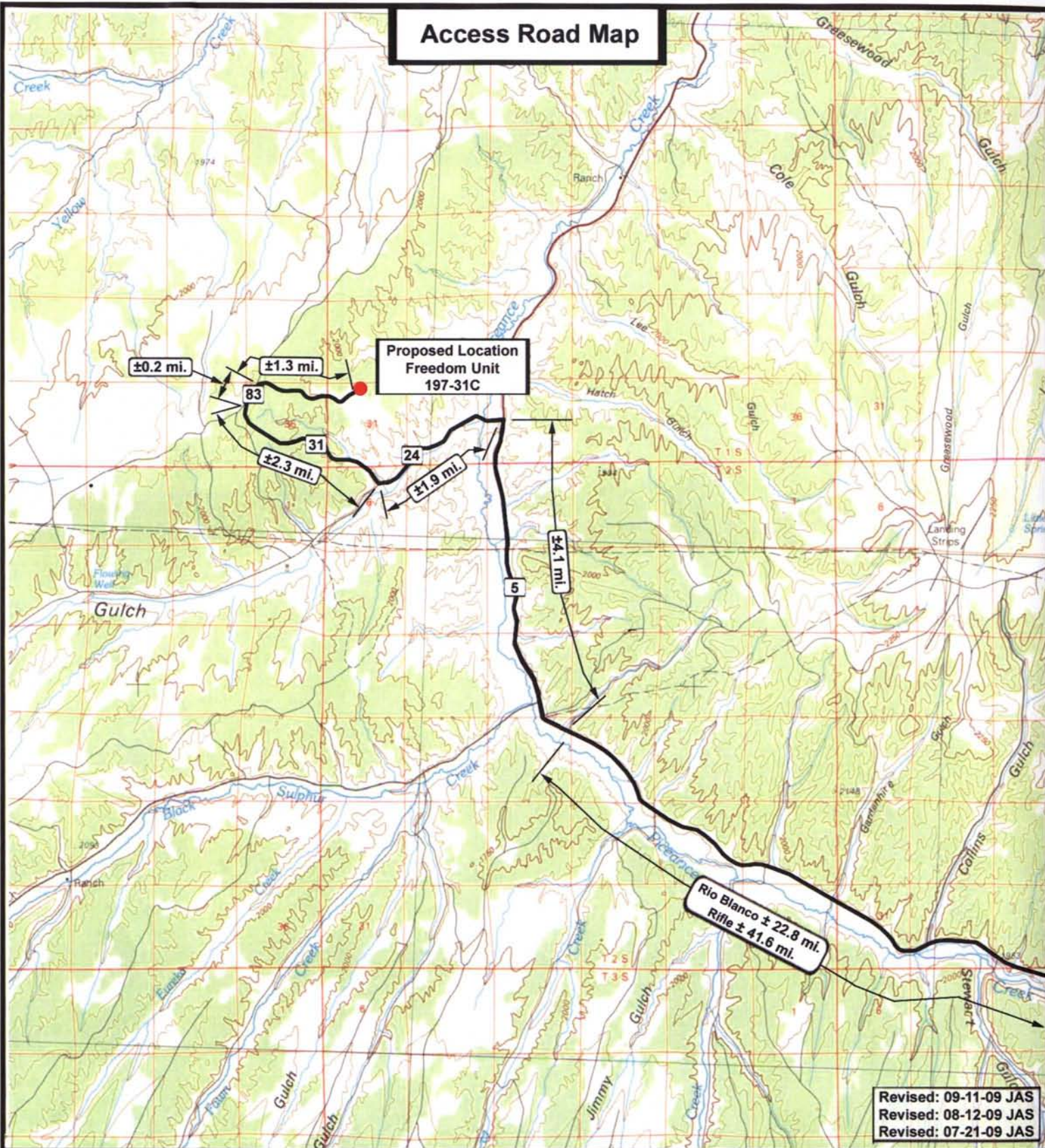
Water Use Operation	Volume per Well (Bbls -Est)	Volume Per Wellpad (Bbls -Est)	Water Type	Water Delivery Method	Water Source	Permit Number	Comments
Construction	N/A	20,000	Fresh	Truck	ExxonMobil B&M and Love Ranch Fresh Water Reservoirs	Appropriation Number 98CW259	See Haul Route Map (Attached)
Dust Abatement	N/A	10,000	Fresh	Truck	ExxonMobil B&M and Love Ranch Fresh Water Reservoirs	Appropriation Number 98CW259	See Haul Route Map (Attached)
Drilling	10,000 (Surface Section)	100,000	Fresh	Truck	ExxonMobil B&M and Love Ranch Fresh Water Reservoirs	Appropriation Number 98CW259	See Haul Route Map (Attached)
Drilling	24,000 (Int & Prod Sections)	240,000	Produced (SWD)	Pipeline	PCU PWD System	N /A	Pipeline will tie-into FRU 197-31A PWD pipeline.
Completion	50,000	500,000	Produced (SWD)	Pipeline	PCU PWD System	N/A	Pipeline will tie-into FRU 197-31A PWD pipeline.

SURFACE USE PLAN
Exxon Mobil Corporation
Freedom Unit 197-31C1-C10
 Section 31 T1S, R97W 6TH P.M.
 RIO BLANCO COUNTY, COLORADO

ATTACHMENTS

TITLE	DESCRIPTION	DATE/ REVISION
Topographic Maps		
Topographic Map 'A'	Access Map	9/11/2009
Topographic Map 'B'	Proposed Access Road	9/11/2009
Topographic Map 'B' (Aerial Base)	Proposed Access Road with Aerial Photo Background	8/12/2009
Topographic Map 'C'	Area Map	8/12/2009
Topographic Map 'D'	Flowline Map	9/11/2009
Water Haul Route – Dwg WP197-31C-09-001	Fresh Water Haul Route & Distances to Wellpad	8/18/2009
Wellpad Plans		
Location Layout (Sht 2)	Wellpad Grading Plan	9/11/2009
Cross Sections (Sht 3)	Wellpad Cross-Sections & Quantities	9/11/2009
Typical Rig Layout (Sht 4)	Wellpad Plan View	9/11/2009
Finish Grading Plan (Sht 5)	Wellpad Finish Grade Elevations	9/11/2009
Production Facilities Plot Plan – Dwg WP197-31C-09-002	Wellpad Facilities Layout	8/16/2009
Photos		
Wellpad Photo 1 & 2	Centerstake & Access View	8/18/2009
Wellpad Photo 3 & 4	North & East View	8/18/2009
Wellpad Photo 5 & 6	South & West View	8/18/2009
Storm Water Management Exhibits (BMP's)		
ISWMP Figure 2	Project Construction Limits & Soil Disturbance Map	9/11/2009
ISWMP Figure 3	Wellpad Proposed BMP Drawing	9/16/2009
ISWMP Figure 5	Interim Reclamation Plan BMP Drawing	9/16/2009

Access Road Map



Revised: 09-11-09 JAS
Revised: 08-12-09 JAS
Revised: 07-21-09 JAS

Exxon Mobil Corporation

**Freedom Unit 197-31C
SEC. 31, T1S, R97W, 6th P.M.**



**Tri-State
Land Surveying Inc.**
(435) 781-2501
180 North Vernal Ave. Vernal, Utah 84078

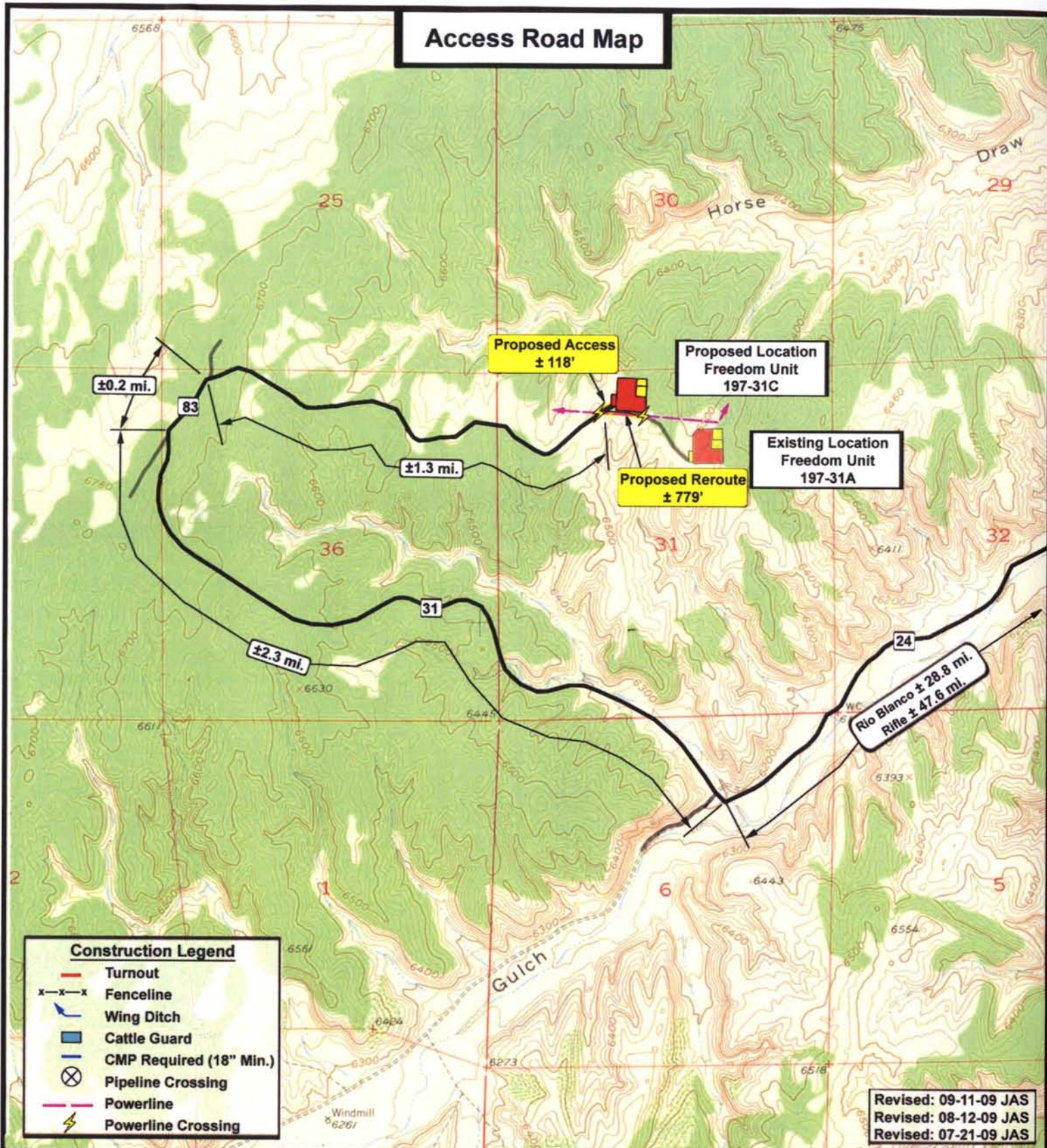
SCALE: 1 : 100,000
DRAWN BY: mw
DATE: 02-21-2006

Legend

Existing Road
Proposed Access

TOPOGRAPHIC MAP
"A"
SHEET 6 OF 9

Access Road Map



Exxon Mobil Corporation

**Freedom Unit 197-31C
 SEC. 31, T1S, R97W, 6th P.M.**

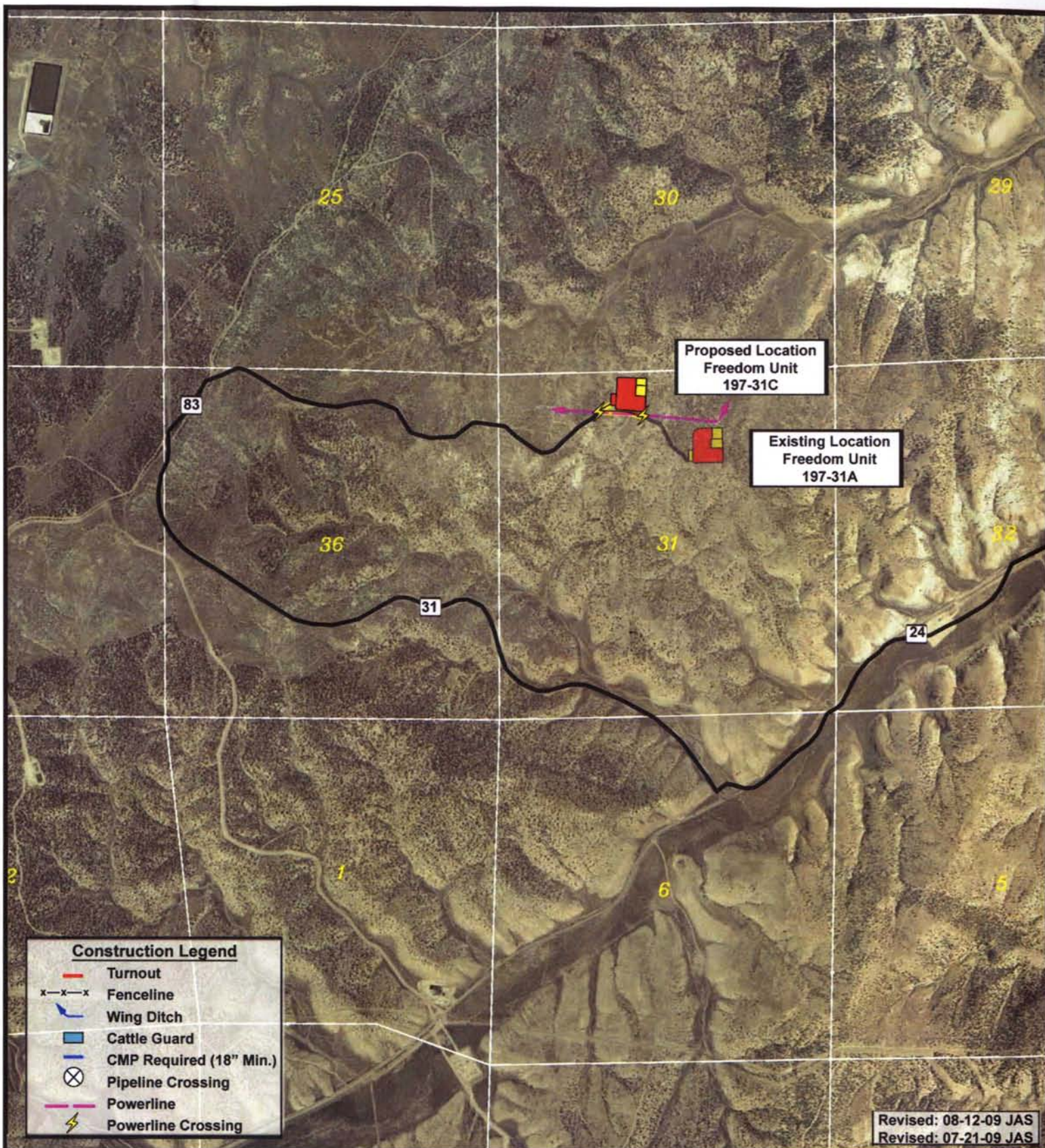


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 180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'
DRAWN BY: mw
DATE: 02-21-2006

Legend
 Existing Road
 Proposed Access

TOPOGRAPHIC MAP
"B"
SHEET 7 OF 9



Revised: 08-12-09 JAS
Revised: 07-21-09 JAS

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**Freedom Unit 197-31C
SEC. 31, T1S, R97W, 6th P.M.**



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Land Surveying Inc.**
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180 North Vernal Ave. Vernal, Utah 84078

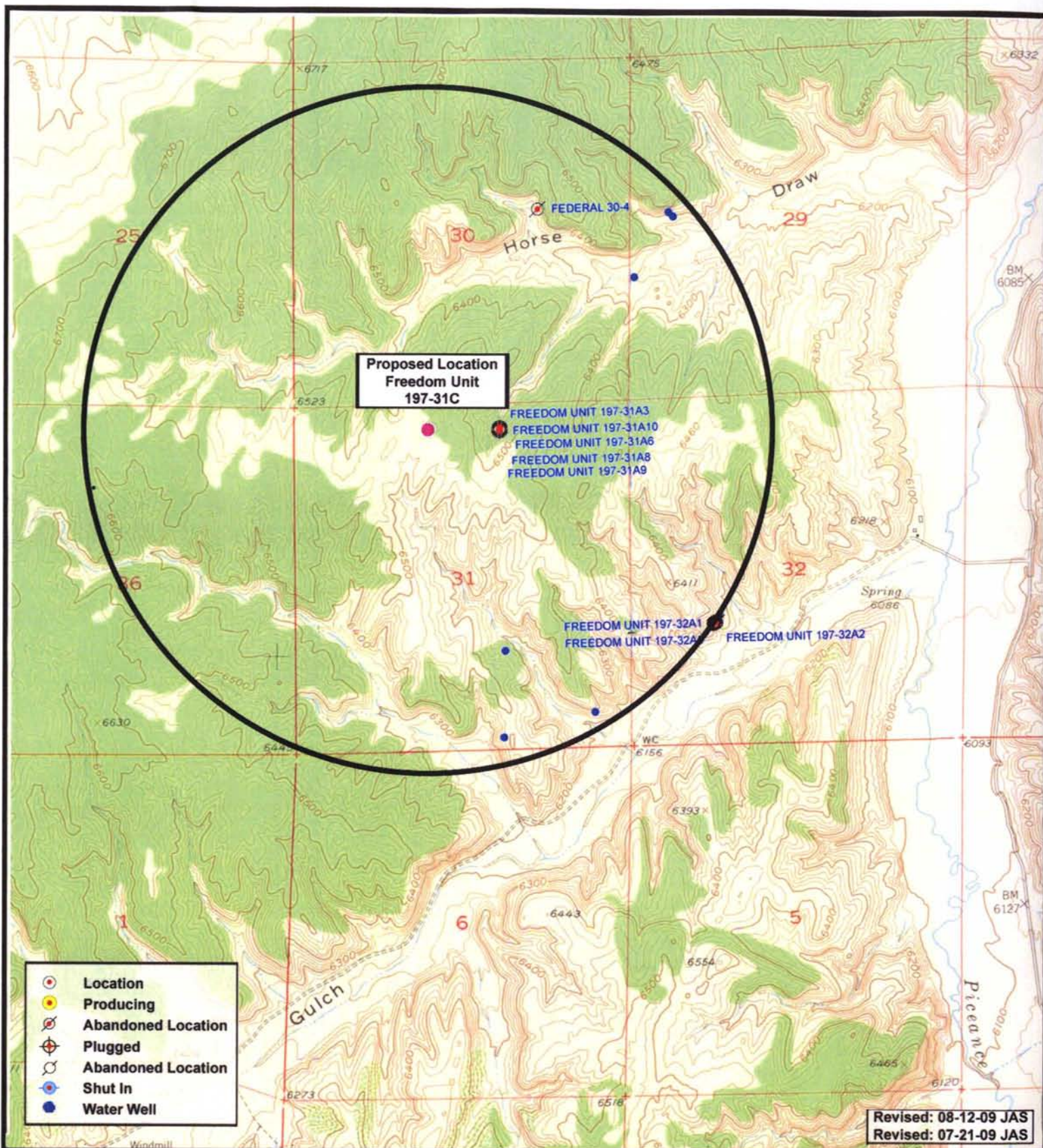
SCALE: 1" = 2,000'
DRAWN BY: JAS
DATE: 07-21-2009

Legend
Existing Road
Proposed Access

ARIAL MAP

"B"

SHEET
7
OF 9



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**Freedom Unit 197-31C
SEC. 31, T1S, R97W, 6th P.M.**

**Tri-State
Land Surveying Inc.**
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180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'

DRAWN BY: mw

DATE: 02-21-2006

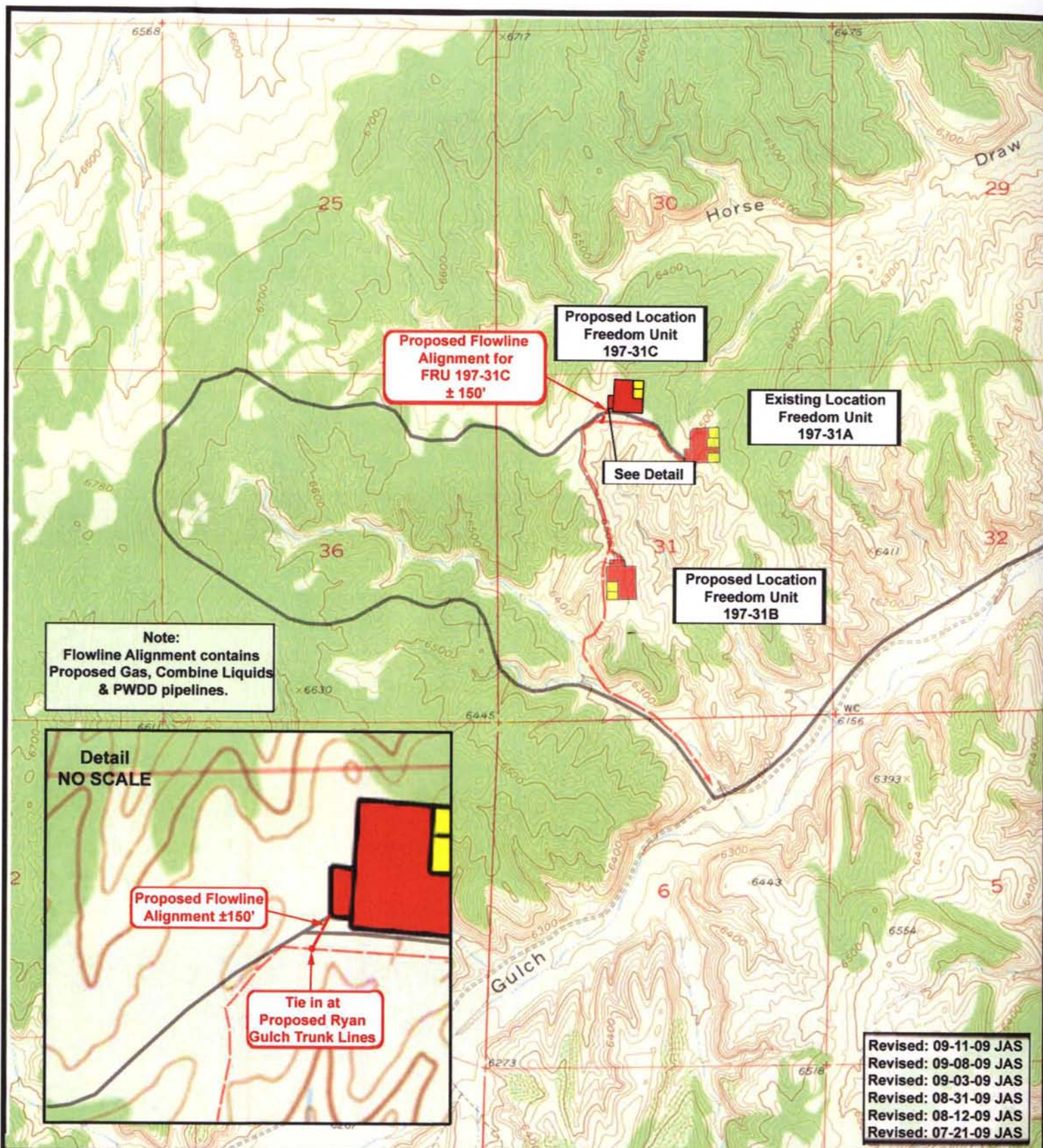
TOPOGRAPHIC MAP

"C"

SHEET

8

OF 9



Exxon Mobil Corporation

**Freedom Unit 197-31C
SEC. 31, T1S, R97W, 6th P.M.**



**Tri-State
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180 North Vernal Ave. Vernal, Utah 84078

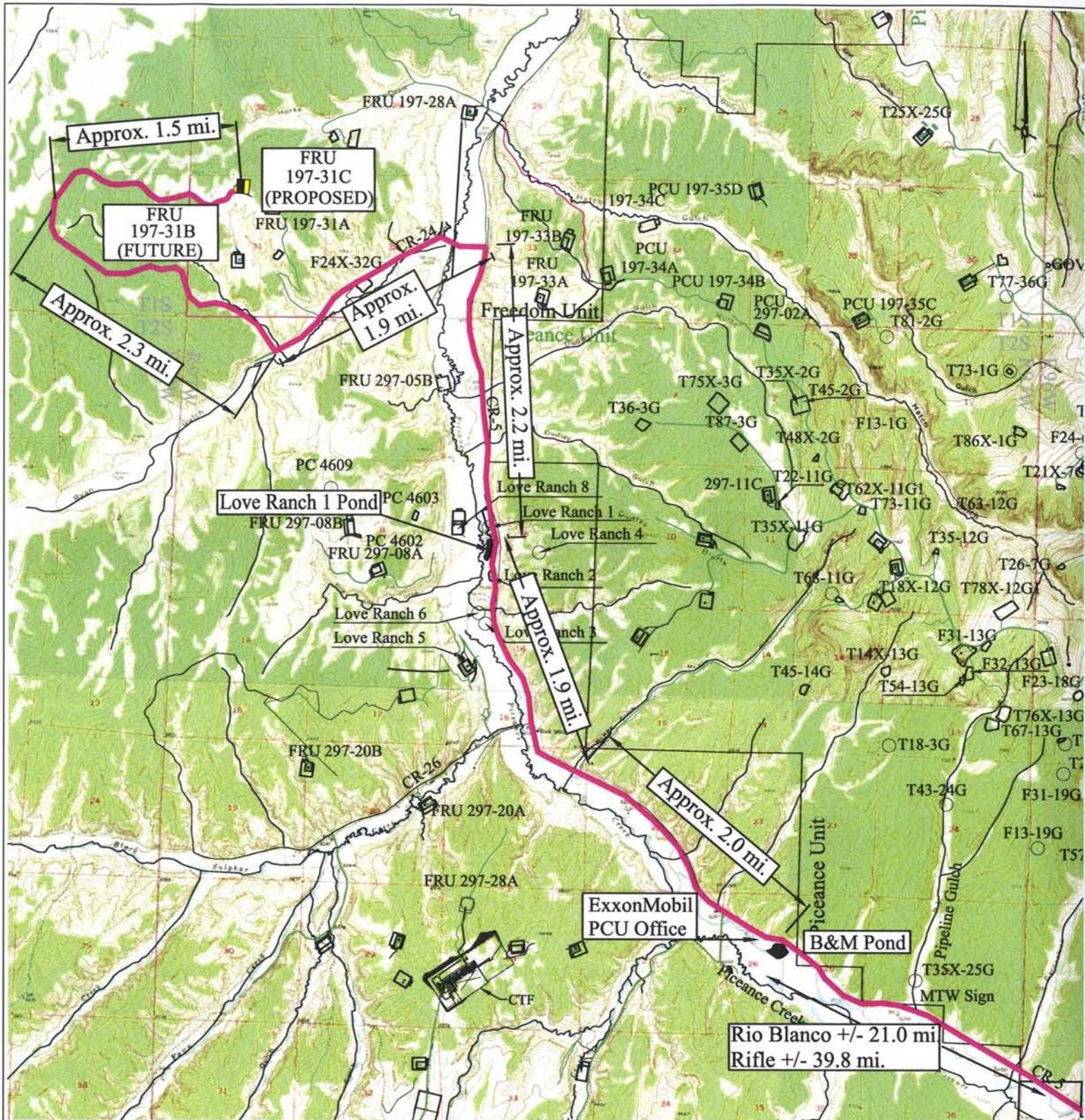
SCALE: 1" = 2,000'
DRAWN BY: JAS
DATE: 11-04-2008

Legend
— Roads
- - - Proposed Flowline
Alignment

TOPOGRAPHIC MAP

"D"

**SHEET
9
OF 9**



NOTES:

1. Reference USGS quadrangles titled Square S Ranch, Greasewood Gulch, Rock School, and Jessup Gulch.
2. Contour Interval is 20' for all background maps.
3. Coordinates are NAD27, US State plane, CO north zone 0501.
4. Streams shown thus:
5. Existing Roads shown thus:
6. Proposed Water Haul Route shown thus:

Water Haul Routes - FRU 197-31C Section 31, T1S, R97W, 6th P.M. Piceance Development Project

2500 1250 0 1250 2500 5000 7500 10,000 12,500 feet

Scale= 1" : 5000'

EXXONMOBIL

Drawn by: CEL

Checked by: CEL

Date: Aug 19, 2009

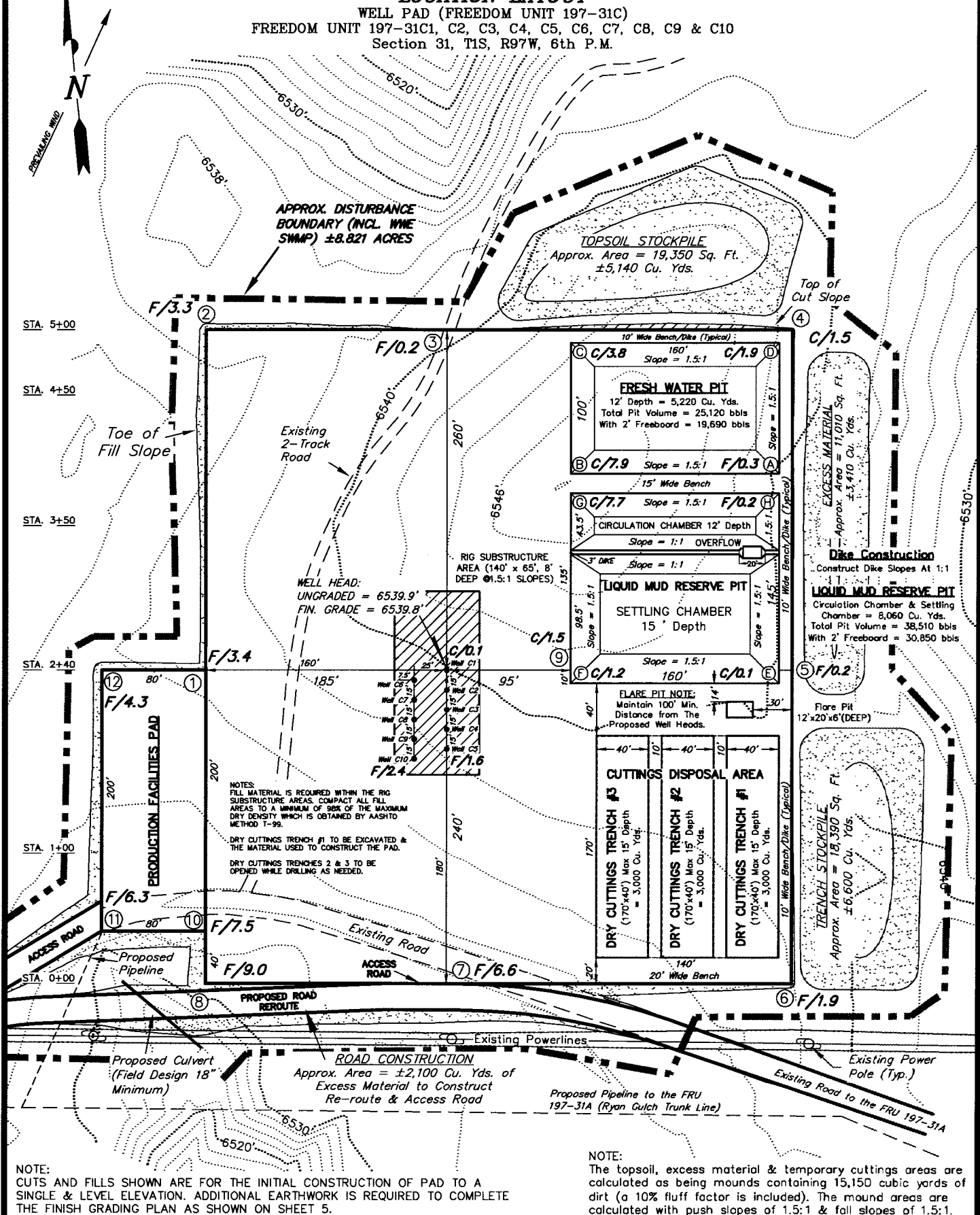
Scale: 1":5000'

Dwg No. WP197-31C-09-001

P	18 Aug 09	Preliminary	---	CEL	CEL	WFD
REV.	DATE	REVISION DESCRIPTION	ENG.	DRAWN	CHECKED	APPROVED

FIGURE #1

WELL PAD (FREEDOM UNIT 197-31C)
FREEDOM UNIT 197-31C1, C2, C3, C4, C5, C6, C7, C8, C9 & C10
Section 31, T1S, R97W, 6th P.M.



NOTE:
The topsoil, excess material & temporary cuttings areas are calculated as being mounds containing 15,150 cubic yards of dirt (a 10% fluff factor is included). The mound areas are calculated with push slopes of 1.5:1 & fall slopes of 1.5:1.

SURVEYED BY: D.P.	DATE SURVEYED: 01-02-06
DRAWN BY: F.T.M.	DATE DRAWN: 02-15-06
SCALE: 1" = 100'	REVISED: R.V.C. 09-11-09

Tri State (435) 781-2111
Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

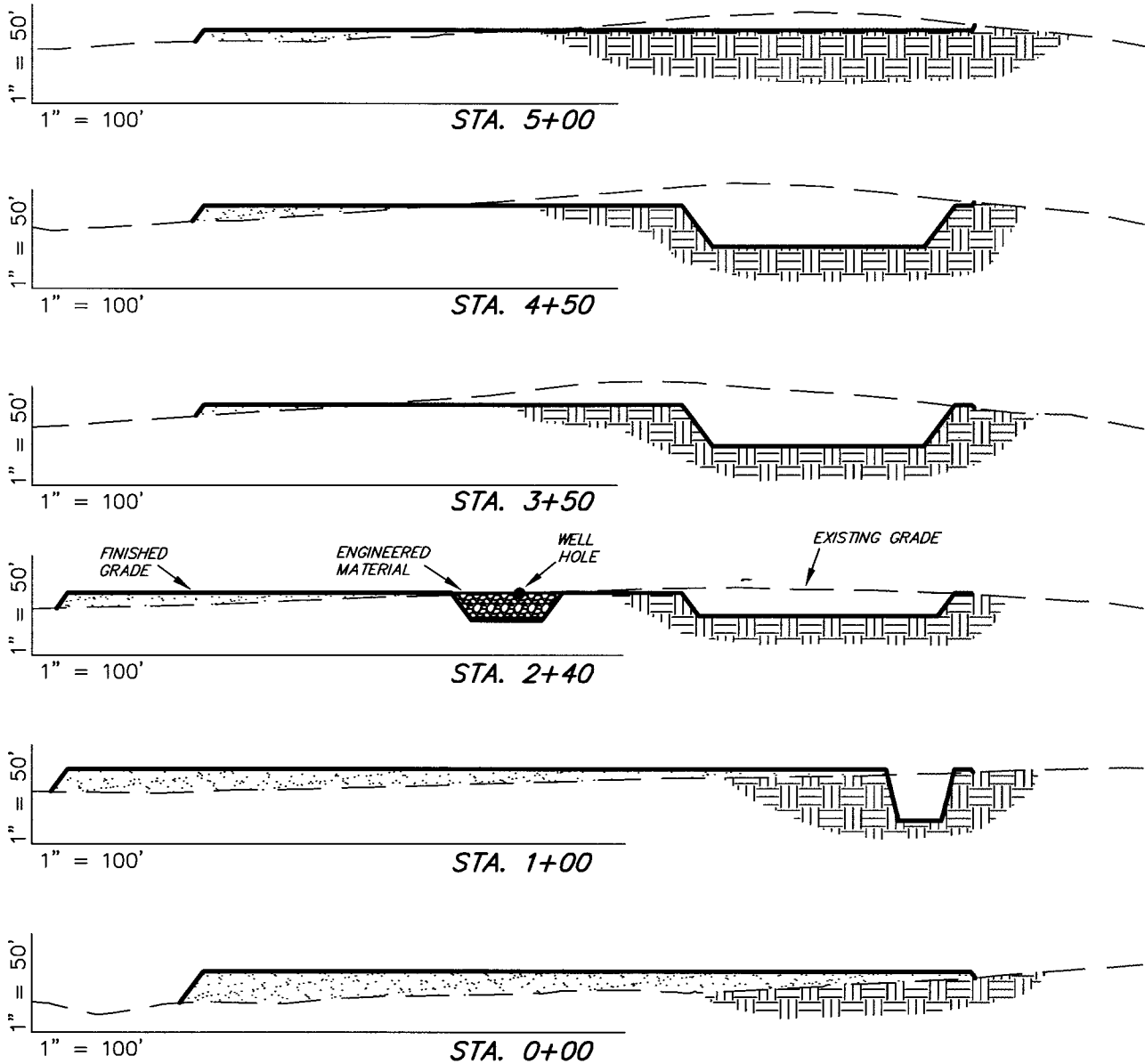
SHEET
2
OF 9

EXXON MOBIL CORPORATION

FIGURE #2

CROSS SECTIONS

WELL PAD (FREEDOM UNIT 197-31C)
FREEDOM UNIT 197-31C1, C2, C3, C4, C5, C6, C7, C8, C9 & C10
Section 31, T1S, R97W, 6th P.M.



NOTES:

- 1.) UNLESS OTHERWISE NOTED, CUT SLOPES ARE AT 1:1 & FILL SLOPES ARE AT 1.5:1.
- 2.) RIG SUBSTRUCTURE TO BE EXCAVATED AND USED TO CONSTRUCT THE LOCATION.
- 3.) RIG SUBSTRUCTURE MATERIAL TO BE REPLACED WITH ENGINEERED MATERIAL TO ALLOW FOR 98% COMPACTION.

ESTIMATED EARTHWORK QUANTITIES (No Shrink or swell adjustments have been used) (Expressed in Cubic Yards)

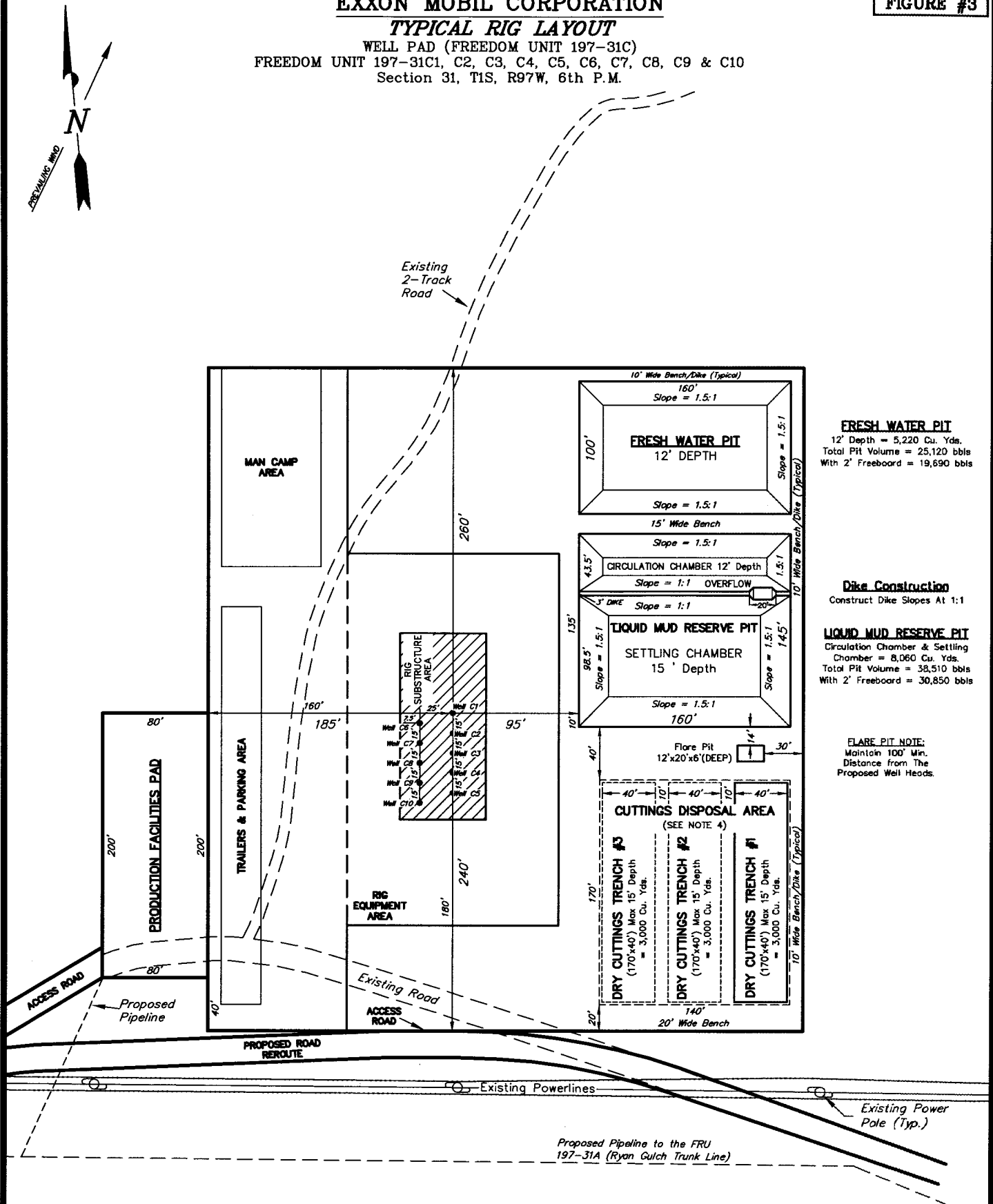
ITEM	CUT	FILL	6" TOPSOIL	EXCESS
SUBSTRUCTURE	2,020	0	Topsoil is not included in Pad Cut	2,020
PITS	13,280	0		13,280
PAD	10,900	21,190	4,670	-10,290
TOTALS	26,200	21,190	4,670	5,010

SURVEYED BY: D.P. DATE SURVEYED: 01-02-06
DRAWN BY: F.T.M. DATE DRAWN: 02-15-06
SCALE: 1" = 100' REVISED: R.V.C. 09-11-09

Tri State
Land Surveying, Inc.
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(435) 781-2501

SHEET
3
OF 9

WELL PAD (FREEDOM UNIT 197-31C)
FREEDOM UNIT 197-31C1, C2, C3, C4, C5, C6, C7, C8, C9 & C10
Section 31, T1S, R97W, 6th P.M.



SURVEYED BY: D.P.	DATE SURVEYED: 01-02-06
DRAWN BY: F.T.M.	DATE DRAWN: 02-15-06
SCALE: 1" = 100'	REVISED: R.V.C. 09-11-09

Tri State (435) 781-2501
Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

SHEET
4
OF 9

EXXON MOBIL CORPORATION

TYPICAL FINISH GRADING PLAN

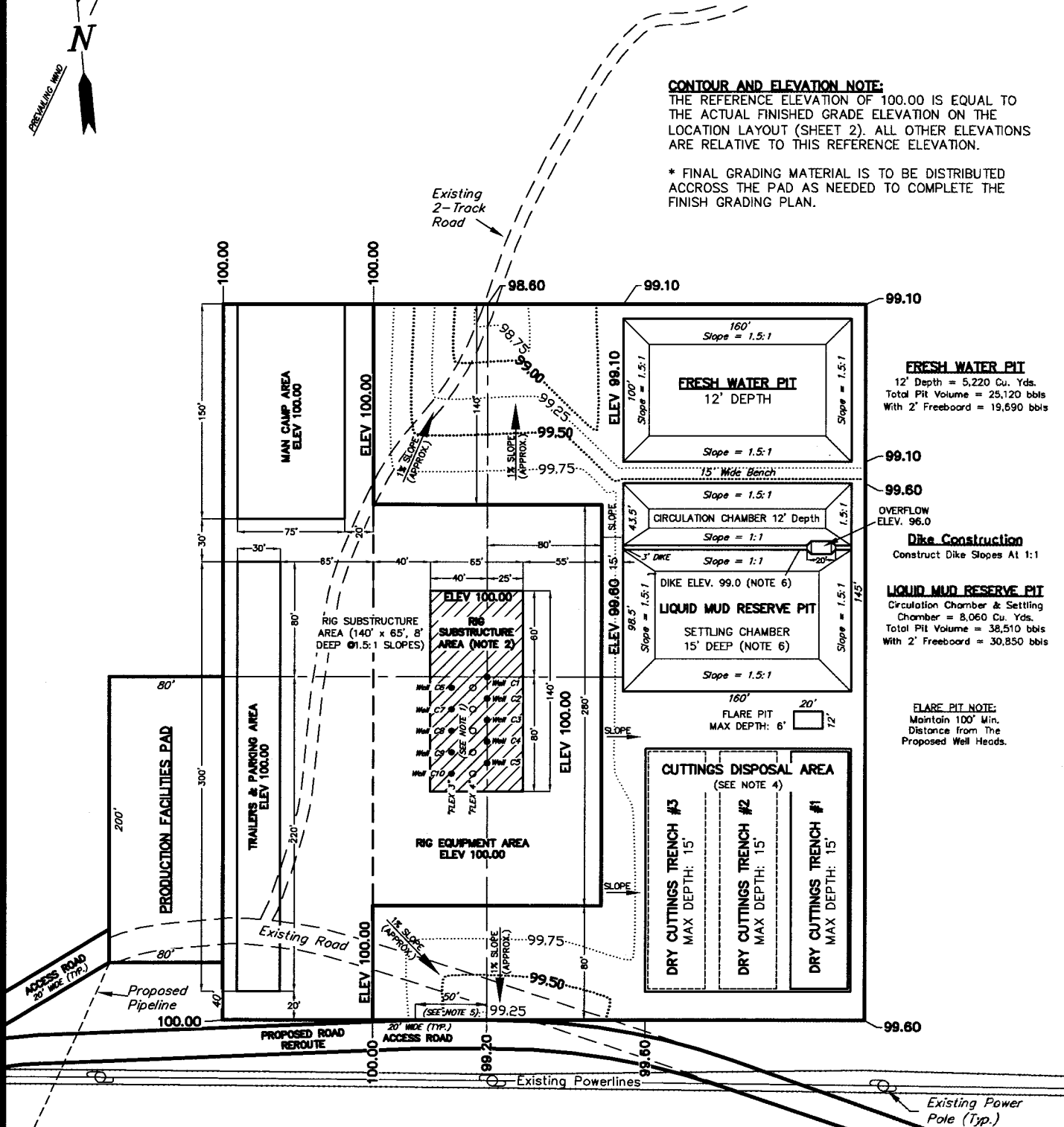
FIGURE #4

WELL PAD (FREEDOM UNIT 197-31C)
FREEDOM UNIT 197-31C1, C2, C3, C4, C5, C6, C7, C8, C9 & C10
Section 31, T1S, R97W, 6th P.M.

CONTOUR AND ELEVATION NOTE:

THE REFERENCE ELEVATION OF 100.00 IS EQUAL TO THE ACTUAL FINISHED GRADE ELEVATION ON THE LOCATION LAYOUT (SHEET 2). ALL OTHER ELEVATIONS ARE RELATIVE TO THIS REFERENCE ELEVATION.

* FINAL GRADING MATERIAL IS TO BE DISTRIBUTED ACROSS THE PAD AS NEEDED TO COMPLETE THE FINISH GRADING PLAN.



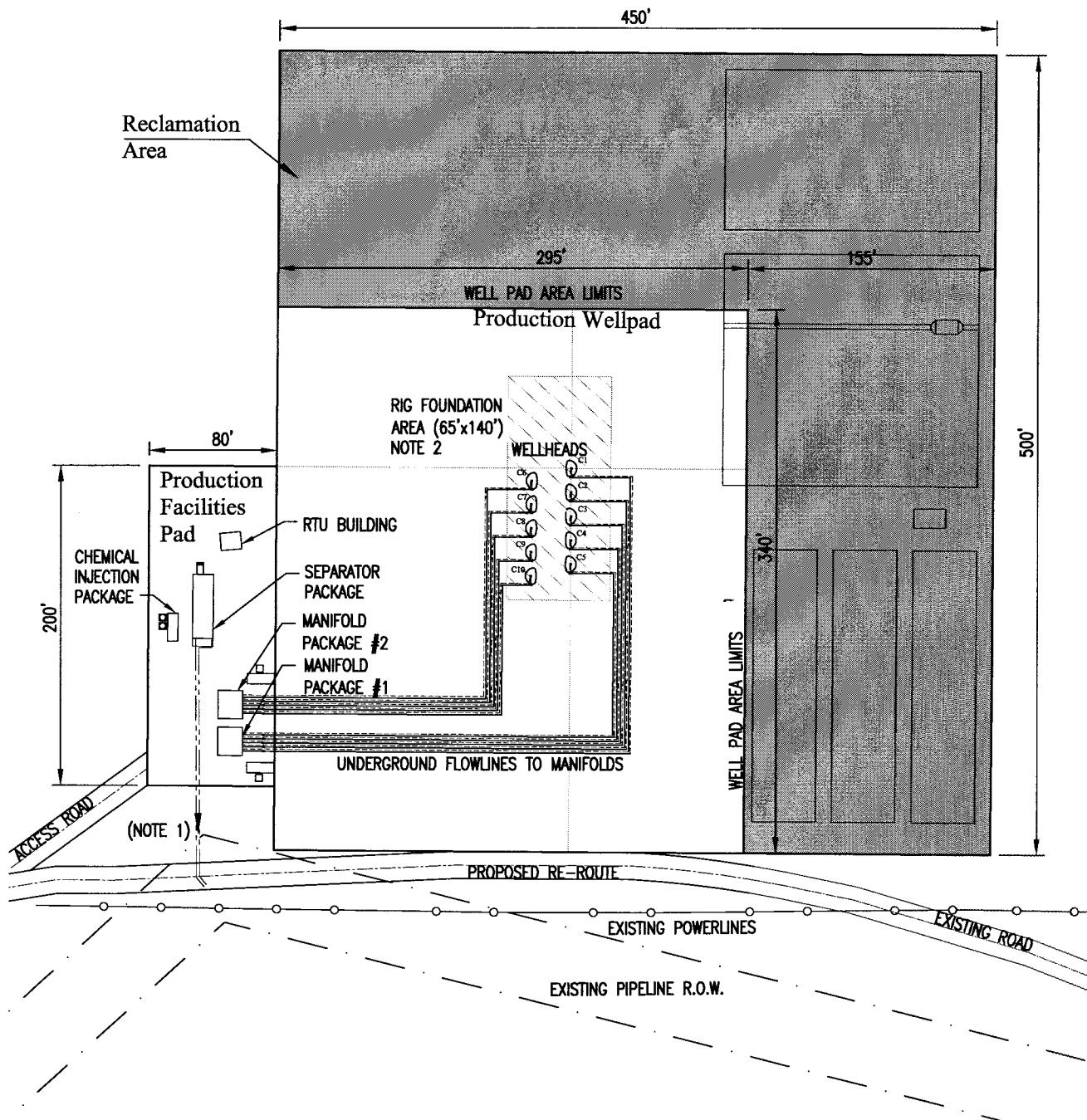
Notes

- Indicated row spacing for H&P "Flex 3" Drill Rig. H&P "Flex 4" will require 10'-0".
- Rig Substructure Area to be level. Compaction and testing per wellpad construction specification.
- Perimeter ditching not shown. Grading plan to be coordinated with approved Individual Storm Water Management Plan for each site.
- Cuttings Trench #1 to be constructed with wellpad. Additional trenches (#2 & #3) will be constructed during drilling operations as required.
- Indicated spacing may be increased to 75' based upon site topography. Alternate access location may be selected based upon site topography and direction of primary (existing) access.
- Excavate Reserve Pit to initial 12' depth. Construct diversion dike with 3.0' additional excavation from settling chamber.

SURVEYED BY: D.P.	DATE SURVEYED: 01-02-06
DRAWN BY: F.T.M.	DATE DRAWN: 02-15-06
SCALE: 1" = 100'	REVISED: R.V.C. 09-11-09

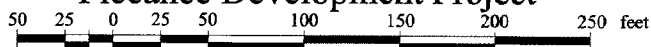
Tri State
Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078
(435) 781-2501

SHEET
5
OF 9

**NOTES:**

1. Gas and Produced Water Flowline to Tie-in to associated trunklines.
Reference FRU 197-31C- Topo 'D'.
2. Multiple flowline trenches to be installed outside of the indicated Rig Foundation Area.

Production Facilities Plot Plan
PCU 197-31C
Piceance Development Project



Scale = 1" : 100'

EXXONMOBIL

Drawn by: CEL

Checked by: CEL

Date: Jan 04, 2009

Scale: 1":100'

Dwg No. WP197-31C-09-002

REV.	DATE	REVISION DESCRIPTION	DRAWN	CHECKED	APPROVED
P1	16 Aug 09	General Revision	CEL	CEL	WFD
P	04 Jan 09	Preliminary	CEL	CEL	WFD

Center Stake

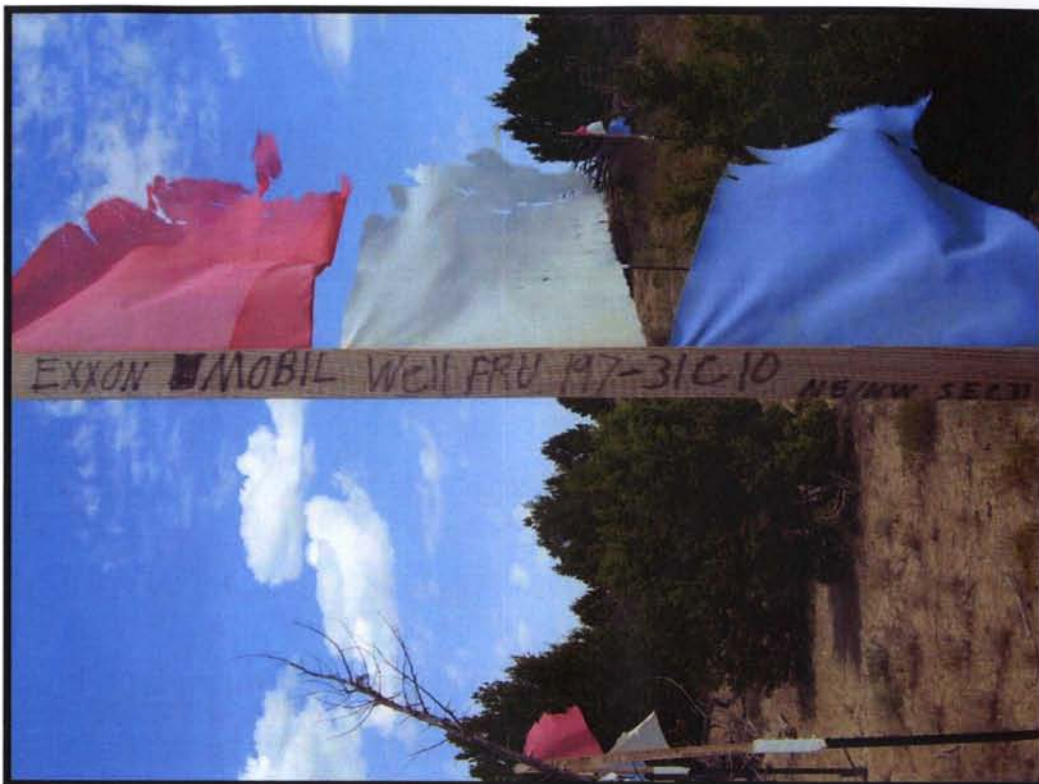
Date Photographed: 08/18/2009

Photographed By: D. Gardiner

NAD 83 - Decimal Degrees

Latitude : 39.925837

Longitude : 108.326123



Access

Date Photographed: 08/18/2009

Photographed By: D. Gardiner

NAD 83 - Decimal Degrees

Latitude : 39.924512

Longitude : 108.328664



Exxon Mobil Corporation

**Freedom Unit 197-31C
SEC. 31, T1S, R97W, 6th P.M.**

*Tri-State
Land Surveying Inc.*
(435) 781-2501
180 North Vernal Ave. Vernal, Utah 84078

DRAWN BY: 08/20/2009

DATE: JAS

Location

**Rio Blanco County,
Colorado**

COLOR
PHOTOGRAPHS

SHEET
P1
OF 3

Northerly

Date Photographed: 08/18/2009

Photographed By: D. Gardiner

NAD 83 - Decimal Degrees

Latitude : 39.925750

Longitude : 108.326105



Easterly

Date Photographed: 08/18/2009

Photographed By: D. Gardiner

NAD 83 - Decimal Degrees

Latitude : 39.918449

Longitude : 108.326212



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SEC. 31, T1S, R97W, 6th P.M.**

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180 North Vernal Ave. Vernal, Utah 84078

DRAWN BY: 08/20/2009

DATE: JAS

Location

**Rio Blanco County,
Colorado**

COLOR
PHOTOGRAPHS

SHEET
P2
OF 3

Southerly

Date Photographed: 08/18/2009

Photographed By: D. Gardiner

NAD 83 - Decimal Degrees

Latitude : 39.926104

Longitude : 108.326043



Westerly

Date Photographed: 08/18/2009

Photographed By: D. Gardiner

NAD 83 - Decimal Degrees

Latitude : 39.925964

Longitude : 108.325871



Exxon Mobil Corporation

**Freedom Unit 197-31C
SEC. 31, T1S, R97W, 6th P.M.**

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DRAWN BY: 08/20/2009

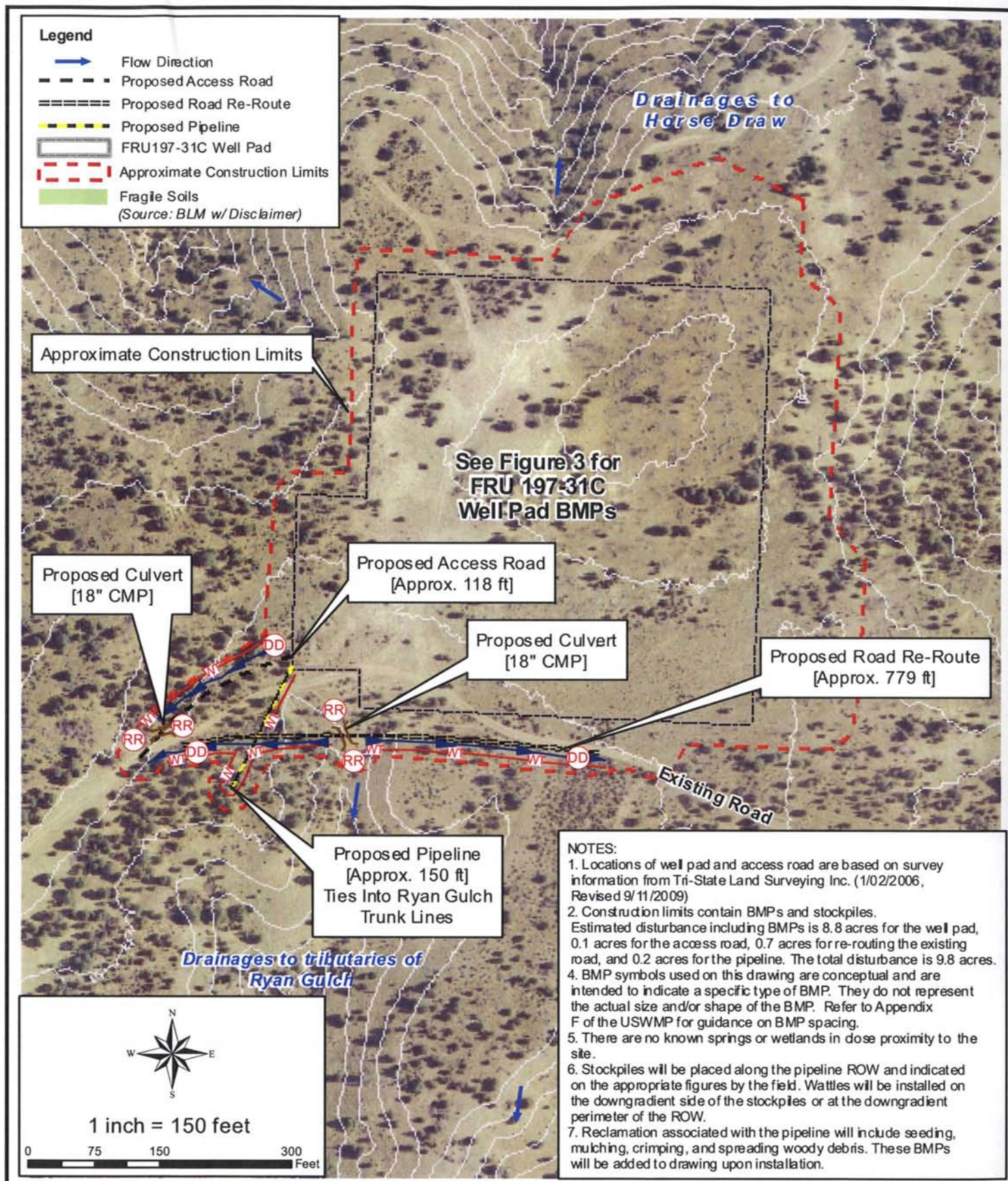
DATE: JAS

Location

**Rio Blanco County,
Colorado**

COLOR
PHOTOGRAPHS

SHEET
P3
OF 3



05/08/08 GIS; Z:\Project Files\72-99\801-111\801-111.412\CAD-GIS\GIS\Task 024\Revision 7.28.09\Figure_2.mxd

Base Map: USGS Topographic Map- 24 K Series

WWE
WRIGHT WATER ENGINEERS, INC.
2490 W 26TH AVE 100A
DENVER, CO. 80211
(303) 480-1700

RIO BLANCO COUNTY, COLORADO
EXXON MOBIL CORPORATION
FREEDOM UNIT 197-31C
APPROXIMATE CONSTRUCTION AND
SOIL DISTURBANCE LIMITS MAP
SECTION 31, TOWNSHIP 1S, RANGE 97W, 6TH P.M.

PROJECT NO.
801-111.412
TASK 24

REVISION:

1	KDW	7/28/09
2	KDW	9/11/09

Revised
Figure
2

LEGEND

- RIP RAP
- SURFACE ROUGHENING
- WATTLE
- STOCKPILE MANAGEMENT
- TEMPORARY STABILIZATION (SEE NOTE 7)
- EROSION CONTROL BLANKET AND TEMPORARY SEEDING
- CULVERT
- FLOW DIRECTION

APPROXIMATE CONSTRUCTION LIMITS FOR THE WELL PAD

APPROXIMATE LIMITS OF CONSTRUCTION/DISTURBANCE 8.8 ACRES

SEE FIGURE 2 FOR ADDITIONAL BMPs ASSOCIATED WITH THE ROAD

NOTES

1. LOCATIONS OF WELL PAD FEATURES ARE BASED ON SURVEY INFORMATION FROM TRI STATE LAND SURVEYING, INC. (09/11/09).
2. CUT MATERIAL IS RE-USED AS FILL MATERIAL OR WASTED ON SITE.
3. BMP SYMBOLS USED ON DRAWING ARE CONCEPTUAL AND ARE INTENDED TO INDICATE A SPECIFIC TYPE OF BMP. THEY DO NOT REPRESENT THE ACTUAL SIZE AND OR SHAPE OF THE BMP. REFER TO APPENDIX F OF THE USWMP FOR GUIDANCE ON BMP SPACING.

4. CONTOURS REPRESENT PRE-CONSTRUCTION ELEVATIONS.

5. WELL PAD WILL BE CONSTRUCTED TO BE RELATIVELY FLAT WITH SIDE SLOPES. SIDE SLOPES ARE INDICATED BY FILL AND CUT ELEVATIONS.

6. THERE ARE NO KNOWN WETLANDS, SPRINGS OR OTHER SURFACE WATERS IN CLOSE PROXIMITY TO THIS SITE.

7. REQUIREMENTS FOR TEMPORARY STABILIZATION WILL BE DETERMINED IN THE FIELD, IT WILL BE BASED PRIMARILY ON ROCK CONTENT AND SLOPE.

8. PERIMETER BMPs WILL BE PLACED AS CLOSE TO THE TOE OF THE SLOPE AS FEASIBLE WHILE MAINTAINING ADEQUATE ROOM FOR OPERATION OF CONSTRUCTION EQUIPMENT BETWEEN THE TOE OF SLOPE AND THE LIMITS OF DISTURBANCE.

GRAPHIC SCALE



Plot Date/Time: 09/16/2009, 11:05:16 AM; Z:\PROJECT FILES\72-99\801-111\801-111.412\CAD-GIS\CAD\TASK 024\FIGURE 3-FRU 197-31C SHEET 2 (09-11-09) REV 2.0WG-FIGURE 3



WRIGHT WATER ENGINEERS, INC.
2490 W. 26TH AVE. SUITE 100A
DENVER, CO 80211
(303)480-1700 FAX(303)480-1020

EXXON MOBIL CORPORATION
SECTION 31, TOWNSHIP 1S, RANGE 97W

FRU 197-31C

PROPOSED BMPs ISWMP DRAWING

REVISION:

1	KAL	08/24/09
2	KAL	09/16/09

REVISED
FIGURE

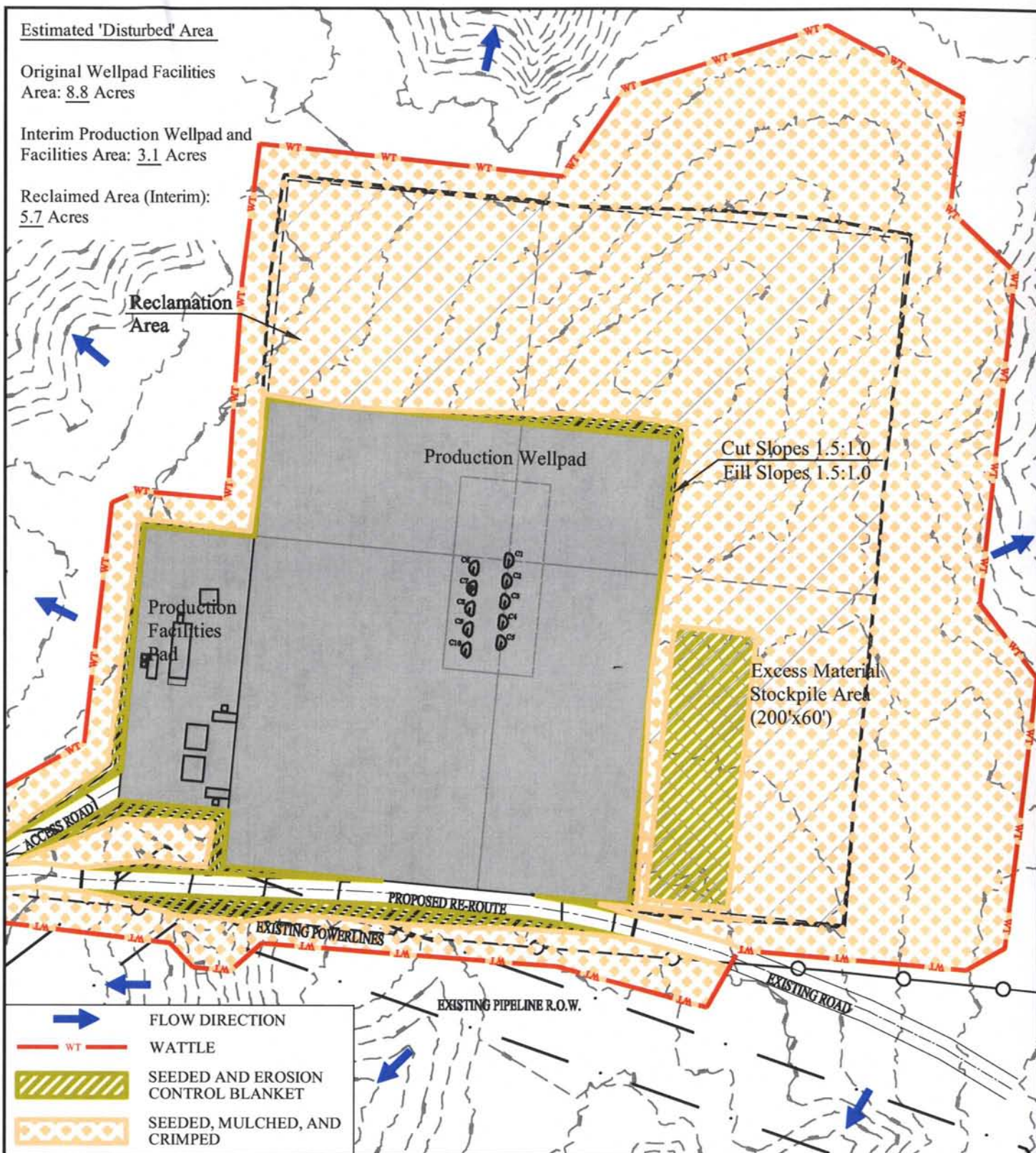
3

Estimated 'Disturbed' Area

Original Wellpad Facilities
Area: 8.8 Acres

Interim Production Wellpad and
Facilities Area: 3.1 Acres

Reclaimed Area (Interim):
5.7 Acres



NOTES:

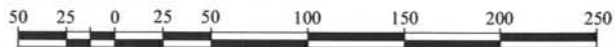
1. Reference Tri State Land Surveying Inc. grading plan dated 09-11-09.
2. Reclaimed area to be regraded to achieve approximate original contours. Original contours are shown for reference.
3. Perimeter BMPs (e.g. wattles) will remain in place as needed until final stabilization is achieved.
4. If field conditions dictate Hydromulch will be used. If Hydromulch used, seed will be applied first (at double the seed rate) then the Hydromulch will be applied.

SOURCE: EXXONMOBIL

FRU 197-31C - Interim Reclamation Plan

Date: Jan. 05, 2009

Dwg No. WP197-31C-09-003



Scale= 1" = 100'

Plot Date/Time: 09/17/2009, 07:56:55 AM; Z:\PROJECT FILES\72-99\801-111\801-111.412\CAD-GS\CAD\TASK 024\FIGURE 5-FRU 197-31C_WP197-31C-09-003 REV 2.DWG-FIGURE 5



WRIGHT WATER ENGINEERS, INC.
2490 W. 26TH AVE. SUITE 100A
DENVER, CO 80211
(303)480-1700 FAX(303)480-1020

EXXON MOBIL CORPORATION
SECTION 31, TOWNSHIP 1S, RANGE 97W
FRU 197-31C
INTERIM RECLAMATION PLAN

REVISION:

1	KAL	08/24/09
2	KAL	09/16/09

REVISED
FIGURE

5