

State of Colorado
Oil and Gas Conservation Commission



FOR OGCC USE ONLY

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

EARTHEN PIT REPORT/PERMIT

This form is to be used for both reporting and permitting pits. Rule 903 describes when a Permit with prior approval, or a Report within 30 days, is required for pits. Submit required attachments and forms.

Complete the
Attachment Checklist

FORM SUBMITTED FOR:

Pit Report Pit Permit

| | Oper | OGCC |
|----------------------------|------|------|
| Detailed Site Plan | X | |
| Topo Map w/ Pit Location | X | |
| Water Analysis (Form 25) | NA | |
| Source Wells (Form 26) | NA | |
| PR Design/Plan & Cross Sec | X | |
| Design Calculations | X | |
| Sensitive Area Determ. | X | |
| Mud Program | NA | |
| Form 2A | X | |

OGCC Operator Number: 96850
 Name of Operator: Williams Production RMT
 Address: 1058 County Rd 215
 City: Parachute State: CO Zip: 81635

Contact Name and Telephone:
Karolina Blaney
 No: 970 683-2295
 Fax: (970) 285-9573

API Number (of associated well): 045-19201 OGCC Facility ID (of other associated facility): 334397
 Pit Location (Qtr Qtr, Sec, Twp, Rng, Meridian): SWSE 28 75 96W Sec 28 Twp 28N Rng 28E (Location ID#)
 Latitude: 39.404536 Longitude: -108.110461 County: GARFIELD
 Pit Use: Production Drilling (Attach mud program) Special Purpose (Describe Use): FLARE PIT
 Pit Type: Lined Unlined Surface Discharge Permit: Yes No
 Offsite disposal of pit contents: Injection Commercial Pit/Facility Name: SG 34-28 Pit/Facility No: _____
Attach Form 26 to identify Source Wells and Form 25 to provide Produced Water Analysis results.

Existing Site Conditions

Is the location in a "Sensitive Area?" Yes No **Attach data used for determination.**
 Distance (in feet) to nearest surface water: 194' ground water: 45' water wells: 1092'
LAND USE (or attach copy of Form 2A if previously submitted for associated well) Select one which best describes land use:
 Crop Land: Irrigated Dry Land Improved Pasture Hay Meadow CRP
 Non-Crop Land: Rangeland Timber Recreational Other (describe): _____
 Subdivided: Industrial Commercial Residential
SOILS (or attach copy of Form 2A if previously submitted for associated well)
 Soil map units from USNRCS survey: Sheet No: NA Soil Complex/Series No: 4.66
 Soils Series Name: Arvada Horizon thickness (in inches): A: 0-3 ; B: 3-17 ; C: 17-60
 Soils Series Name: Torriforthents-Camborthids Horizon thickness (in inches): A: 0-4 ; B: 4-30 ; C: 30-34
Attach detailed site plan and topo map with pit location.

Pit Design and Construction

Size of pit (feet): Length: 10 Width: 10 Depth: 5
 Calculated pit volume (bbls): 50 Daily inflow rate (bbls/day): NA
 Daily disposal rates (attach calculations): Evaporation: NA bbls/day Percolation: NA bbls/day
 Type of liner material: NA Thickness: NA
Attach description of proposed design and construction (include sketches and calculations).
 Method of treatment of produced water prior to discharge into pit (separator, heater treater, other): NA
 Is pit fenced? Yes No Is pit netted? Yes No

I hereby certify that the statements made in this form are, to the best of my knowledge, true, correct, and complete.

Print Name: Karolina Blaney Signed: Karolina Blaney
 Title: Environmental Specialist Date: 1/5/10

OGCC Approved: Daryl Bryan Title: Env. Supervisor Date: 04/06/2011

CONDITIONS OF APPROVAL, IF ANY:

FOR A FISHER

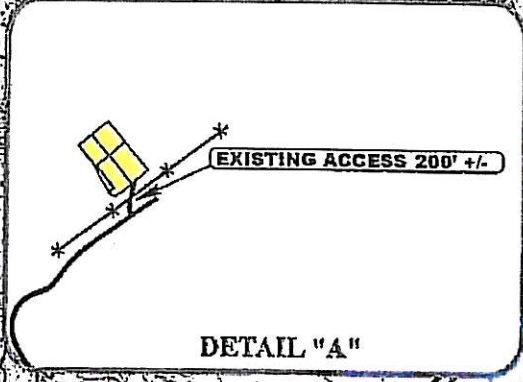
FACILITY NUMBER: 422634

Topo Map with Pit Location

R
96
W

PROPOSED LOCATION:
SG 34-28

NOTE:
NO SURFACE WATER & RIPARIAN
AREAS WITHIN 1000' OF PROPOSED
WELL HEAD.



0.3 MI. +/-

SEE DETAIL "A"

DE BEQUE 8.3 MI. +/-

COLORADO

T7S
T8S

LEGEND:

- EXISTING ROAD
- - - - - PROPOSED ACCESS ROAD
- * * * * * EXISTING FENCE & CATTLE GUARD

WILLIAMS PRODUCTION RMT COMPANY

SG 34-28
SECTION 28, T7S, R96W, 6th P.M.
SW 1/4 SE 1/4



Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC
MAP

12 | 28 | 07
MONTH | DAY | YEAR

SCALE: 1" = 2000' DRAWN BY: Z.L. REV: J.H. 09-16-09

5
TOPO

Detailed Site Plan

CONSTRUCTION PLAN FOR WELLS

WILLIAMS PRODUCTION RMT COMPANY

SCALE: 1" = 60'

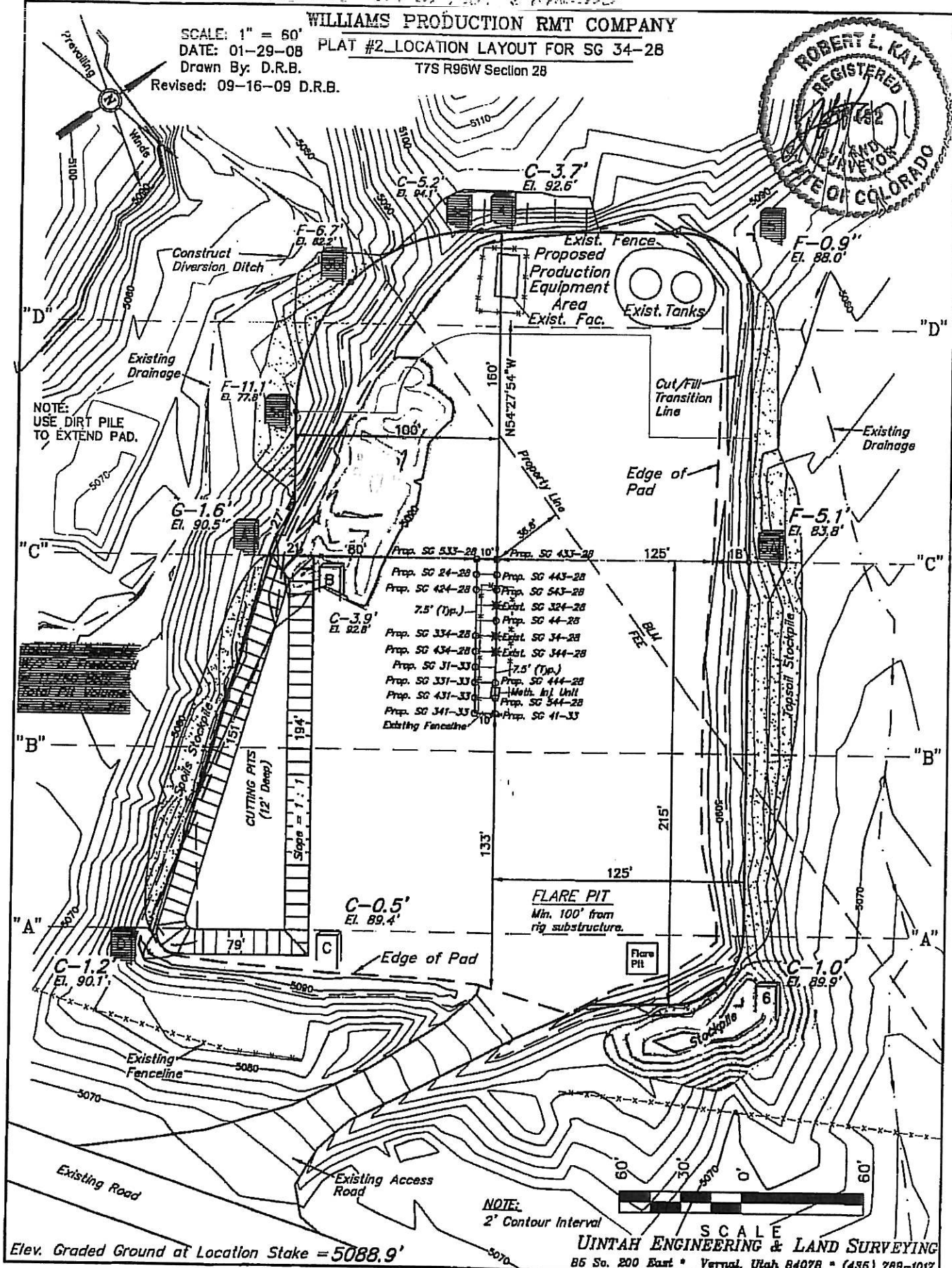
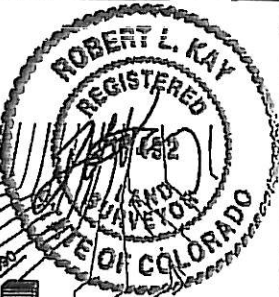
DATE: 01-29-08

Drawn By: D.R.B.

Revised: 09-16-09 D.R.B.

PLAT #2 LOCATION LAYOUT FOR SG 34-28

T7S R96W Section 28

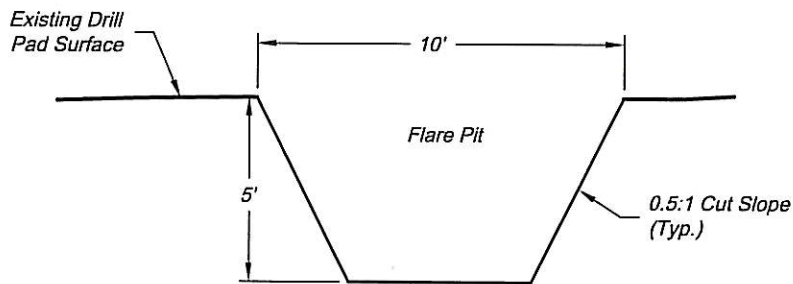
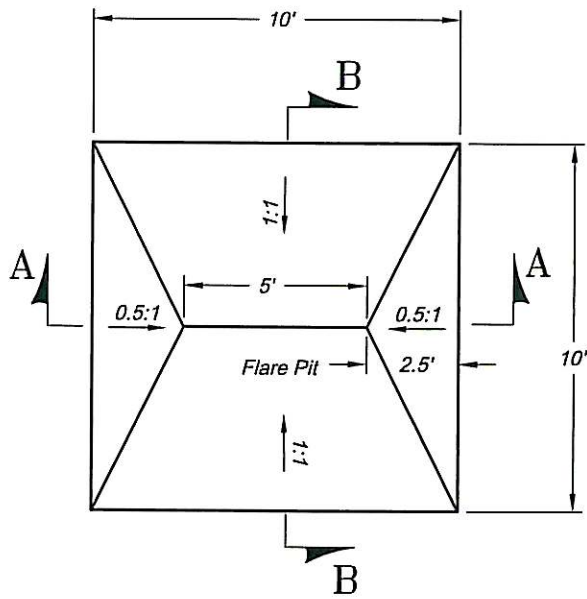


- Prop. SG 533-28 10'
- Prop. SG 24-28 0'
- Prop. SG 424-28 0'
- 7.5' (Top.)
- Prop. SG 334-28 0'
- Prop. SG 434-28 0'
- Prop. SG 31-33 0'
- Prop. SG 331-33 0'
- Prop. SG 431-33 0'
- Prop. SG 341-33 0'
- Existing Fenceline
- Prop. SG 443-28
- Prop. SG 543-28
- Exist. SG 324-28
- Prop. SG 44-28
- Exist. SG 34-28
- Exist. SG 344-28
- 7.5' (Top.)
- Prop. SG 444-28
- Meth. Inj. Unit
- Prop. SG 544-28
- Prop. SG 41-33

Elev. Graded Ground at Location Stake = 5088.9'

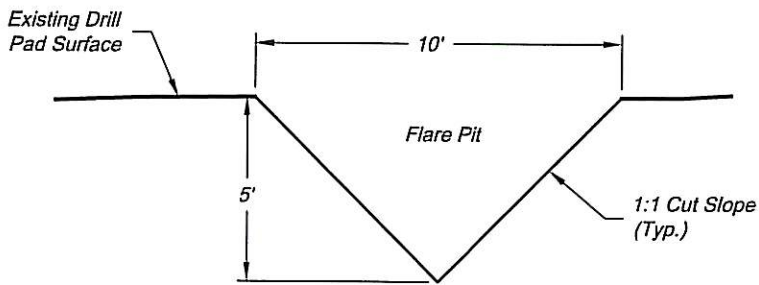
SCALE
UNTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (435) 788-1017

Pit Design/Plan and Cross Section
Design Calculations



Section A

Scale: 1" = 5'



Section B

Scale: 1" = 5'

Total Volume ~ 50bbls

Revised date: 8/11/09

Construction Plan Prepared for:

Williams. Williams Production, RMT

136 East Third Street
Rifle, Colorado 81650
Ph. (970) 625-1330
Fax (970) 625-2773



BOOKCLIFF
Survey Services, Inc.

SCALE: 1" = 5'
DATE: 5/15/09
SHEET: 1 of 1
PROJECT: Williams
DFT: cws

10' x 10' FLARE PIT
WILLIAMS STANDARD DETAIL

Sensitive Area Determination

Sensitive Area Determination Checklist

| Williams Production RMT Company – Valley | | |
|--|---|---------------------|
| Person(s) conducting inspection | Ashlee Lane | 10/8/2009 |
| | Mark Mumby | 10/27/2009 |
| Site Information | | |
| Location: | SG 34-28 | Time: 11:40 & 11:20 |
| Site Activity: | Producing well pad | |
| Personnel on-site: | None | |
| Environmental Conditions | Cloudy, cold, intermittent showers both inspections | |
| | | |
| Temperature (°F) | ~50 | |

1. Will the pit of the proposed facility contain hydrocarbons and chlorides or other E&P wastes?
 Yes No
 If yes, list pit type(s): Drilling Pit, Flare Pit

SURFACE WATER

1. Are there any surface water features or SWSAs adjacent to or within the ¼ mile buffer zone?
 Yes No
 If yes, list type of surface water feature(s); i.e. seeps, springs, wetlands:
There are two unnamed ephemeral drainages.
 If yes, describe location relative to facility:
The larger of the two is adjacent to the west side of the pad. The second smaller drainage is adjacent to the east side of the pad.
2. Could a potential release from the proposed facility reach surface water features?
 Yes No
 If yes, describe the pathway a release from facility would likely follow to determine if the potential to impact surface water is high or low.
If a release were to migrate off the pad it would flow down the fill slope of the pad and directly into the drainages on both the east and west sides. The drainage on the east side of the pad could be potentially affected by a large release if it migrated down the access road on the south side of the pad.
3. Is the potential to impact surface water from a facility release high or low?
 High Low

GROUNDWATER

1. Is the site of the proposed facility underlain by an unconfined aquifer?
 Yes No (*If no, this section does not need to be completed.*)

2. Is the hydraulic conductivity of the underlying soil or bedrock $\geq 1.0 \times 10^{-7}$ cm/sec?
 Yes No

3. Is the proposed facility located within 1/8 mile of a domestic water well or 1/4 mile of a public water supply well?
 Yes No

4. Is the proposed facility located within a 100 year floodplain?
 Yes (*Sensitive Area*) No (*If no, proceed to question #5.*)

5. Is the depth to groundwater known?
 Yes (*If yes, follow instructions provided in 5(a) of this section.*)
 No (*If no, follow instructions provided in 5(b) of this section.*)
 - (a) If yes, could a potential release from the proposed facility reach groundwater?
 Yes No (*If no, this section does not need to be completed.*)
 If yes, explain:

 - (b) If no:
 - (i) Evaluate surrounding soils and vegetation which may suggest the presence of shallow groundwater
 - (ii) Drill a soil boring to determine depth to groundwater.
 - (iii) Model hydro geologic conditions to determine if the potential to impact groundwater is high or low.

6. Is the potential to impact ground water from a facility release high or low?
 High Low

Additional Comments:

The ephemeral drainages on both sides of the pad exhibit signs of substantial water flow after large precipitation events. However neither of the drainages have a direct connection to the Colorado River due to the developed industrial area south of Interstate 70. Groundwater is at sufficient depth and is most likely in another flow regime than that of the pad. Therefore, it would be extremely unlikely that it would not be affected by a release form the site. With the information gathered from the site the pad can be designated as being in a non-sensitive area.

Inspector(s) Signature(s): M. E. [Signature] Date: 10/29/2009
Ashlee Lane Date: 10/29/2009

Ashlee Lane

Copy of Form 2A



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

For COGCC Use Only

Deemed Complete:

Oil and Gas Location Assessment

New Location Amend Existing Location Location #: 334397

Submit original plus one copy. This form is to be submitted to the COGCC prior to any ground disturbance activity associated with oil and gas development operations. This Assessment may be approved as a stand alone application or submitted as an informational report accompanying an Application for Permit-To-Drill, Form 2. Approval of this Assessment will allow for the construction of the below specified location; however, it does not supersede any land use rules applied by the local land use authority. This form may serve as notice to land owners and other interested parties, please see the COGCC web site at <http://colorado.gov/cogcc/> for all accompanying information pertinent to this Oil and Gas Location Assessment.

This location assessment is included as part of a permit application.

1. Consultation

This location is included in a Comprehensive Drilling Plan. CDP # _____
 This location is in a sensitive wildlife habitat area.
 This location is in a wildlife restricted surface occupancy area.
 This location includes a Rule 306.d.(1)A.II. variance request.

2. Operator

Operator Number: 96850 Suffix: _____
 Name: Williams Production RMT Company
 Address: 1515 Arapahoe St., Tower 3, Suite 1000
 City: Denver State: CO Zip: 80202

3. Contact Information

Name: Greg Davis
 Phone: 303 606-4071
 Fax: 303 629-8272
 email: Greg.J.Davis@Williams.com

Complete the Attachment Checklist

| Attachment | Op | COGCC |
|-------------------------|-------------------------------------|--------------------------|
| Location Pictures | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Location Drawing | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Hydrology Map | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Access Road Map | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Reference Area Map | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Reference Area Pictures | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| NRCS Map Unit Desc | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Const. Layout Drawings | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Multi-well Plan | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Proposed BMPs | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Sensitive Area Data | <input type="checkbox"/> | <input type="checkbox"/> |
| Section 404 Permit | <input type="checkbox"/> | <input type="checkbox"/> |
| CDP Conditions | <input type="checkbox"/> | <input type="checkbox"/> |
| 317B Notification | <input type="checkbox"/> | <input type="checkbox"/> |

4. Location Identification:

Name: Wright, Smallwood, Casteel Number: SG 34-28
 County: Garfield
 Quarter: SWSE Section: 28 Township: 7S Range: 96W Meridian: 6th Ground Elevation: 5089'
 Define a single point as a location reference for the facility location. This point should be used as the point of measurement in the drawings to be submitted with this application. When the location is to be used as a well site then the point shall be a well location.
 Footage at surface: 1194 feet, from North or South section line; S _____ and 1488 feet, from East or West section line; E _____
 Latitude: 39.404536 Longitude: 108.110461 PDOP Reading: 2.3 Date of Measurement: 12/20/07
 Instrument operator's name: Robert Kay

5. Facilities (Indicate the number of each type of oil and gas facility planned on location)

| Wells | 19 | Drilling Pits | Special Purpose Pits | Production Pits | Multi-Well Pits | Oil Tanks | | | | | |
|------------------------------|----|---------------|----------------------|-----------------|-----------------|----------------------|------------------|---------------------|---|------------|---------------|
| Condensate Tanks | 5 | Water Tanks | 6 | Separators | 19 | LACT Unit | Dehydrator Units | Gas Compressors | | | |
| Pump Jacks | | Cavity Pumps | | Electric Motors | | Gas or Diesel Motors | 3 | Electric Generators | 3 | Fuel Tanks | 1 |
| Pigging Station | | Gas Pipeline | | Oil Pipeline | | Water Pipeline | | Flare | | 1 | VOC Combustor |
| Other: _____ Cuttings Trench | | | | | | | | | | | |

6. Construction

Date planned to commence construction: 2/1/10 Size of disturbed area during construction in acres: 4.048 Is H2S Anticipated: Yes
 Estimated date that interim reclamation will begin: 03/01/11 Size of location after interim reclamation in acres: 1.367
 Estimated post-construction ground elevation: 5089' Will a closed loop system be used for drilling fluids: Yes
 Will salt sections be encountered during drilling: Yes No Will salt (>15,000 ppm TDS Cl) or oil based muds be used: Yes No
 Mud disposal: Offsite Onsite Method: Land Farming Land Spreading Disposal Facility Other re-used

7. Surface Owner

Name: Wright, Casteel, and Smallwood Phone: _____
 Address: See Surface Use Agreement Fax: _____
 Address: _____ email: _____
 City: _____ State: _____ Zip: _____ Date of Rule 306 surface owner consultation: _____
 Surface Owner: Fee State Federal Indian
 Mineral Owner: Fee State Federal Indian
 The surface owner is: the mineral owner committed to an oil and gas lease is the executor of the oil and gas lease. the applicant
 The right to construct the location is granted by: oil and gas lease Surface Use Agreement Right of Way applicant is owner
 Surface damage assurance if no agreement is in place: \$2,000 \$5,000 Blanket Surety Id: _____

8. Reclamation Financial Assurance

Well Surety Id: 20030107 Gas Facility Surety Id: _____ Waste Management Surety Id: _____

9. Cultural

Is the location in a high density area (Rule 603.b.): Yes No
 Distance, in feet, to nearest building: 958' , public road: 337' , above ground utility: 817' , railroad: 1680' , property line: 37'

Continue on Page Two



Oil and Gas Location Assessment Page 2

10. Current Land Use (Check all that apply)

| | | | | | |
|----------------|---|-------------------------------------|---|--|------------------------------|
| Crop Land: | <input type="checkbox"/> Irrigated | <input type="checkbox"/> Dry land | <input type="checkbox"/> Improved Pasture | <input type="checkbox"/> Hay Meadow | <input type="checkbox"/> CRP |
| Non-Crop Land: | <input checked="" type="checkbox"/> Rangeland | <input type="checkbox"/> Timber | <input type="checkbox"/> Recreational | <input type="checkbox"/> Other (describe): _____ | |
| Subdivided: | <input type="checkbox"/> Industrial | <input type="checkbox"/> Commercial | <input type="checkbox"/> Residential | | |

11. Future Land Use (Check all that apply)

| | | | | | |
|----------------|---|-------------------------------------|---|--|------------------------------|
| Crop Land: | <input type="checkbox"/> Irrigated | <input type="checkbox"/> Dry land | <input type="checkbox"/> Improved Pasture | <input type="checkbox"/> Hay Meadow | <input type="checkbox"/> CRP |
| Non-Crop Land: | <input checked="" type="checkbox"/> Rangeland | <input type="checkbox"/> Timber | <input type="checkbox"/> Recreational | <input type="checkbox"/> Other (describe): _____ | |
| Subdivided: | <input type="checkbox"/> Industrial | <input type="checkbox"/> Commercial | <input type="checkbox"/> Residential | | |

12. Soils

List all soil map units that occur within the proposed location. Attach the National Resource Conservation Service (NRCS) report showing the "Map Unit Description" report listing the soil typical vertical profile. This data is to be used when segregating topsoil.

The required information can be obtained from the NRCS web site at <http://soildatamart.nrcs.usda.gov/> or from the COGCC web site GIS Online map page found at <http://colorado.gov/cogcc>. Instructions are provided within the COGCC web site help section.

NRCS Map Unit Name: 4 Arvada Loam 6 to 20% Slopes

NRCS Map Unit Name: 66 Torriorthents - Cambothids - Rock outcrop complex, steep

NRCS Map Unit Name:

13. Plant Community

Complete this section only if any portion of the disturbed area of the location's current land use is on non-crop land.

Are noxious weeds present: Yes No

Plant species from: NRCS or, field observation Date of observation: 7/13/09

List individual species: Sagebrush and Native Grasses

Check all plant communities that exist in the disturbed area.

Disturbed Grassland (Cactus, Yucca, Cheatgrass, Rye)

Native Grassland (Bluestem, Grama, Wheatgrass, Buffalo grass, Fescue, Oatgrass, Brome)

Shrub Land (Mahogany, Oak, Sage, Serviceberry, Chokecherry)

Plains Riparian (Cottonwood, Willow, Aspen, Maple, Poplar, Russian Olive, Tamarisk)

Mountain Riparian (Cottonwood, Willow, Blue Spruce)

Forest Land (Spruce, Fir, Ponderosa Pine, Lodgepole Pine, Juniper, Piñon, Aspen)

Wetlands Aquatic (Bullrush, Sedge, Calla, Arrowhead)

Alpine (above timberline)

Other (describe): Existing Reclaimed Well Pad

14. Water Resources

Rule 901 e. may require a sensitive area determination to be performed. If this determination is performed the data is to be submitted with the Form 2A.

Is this a sensitive area: No Yes Was a Rule 901 e. Sensitive Areas Determination performed: No Yes

Distance (in feet) to nearest surface water: 194', water well: 1092', depth to ground water: 45'

Is the location in a riparian area: No Yes Was an Army Corps of Engineers Section 404 permit filed: No Yes If yes attach permit.

Is the location within a Rule 317B Surface Water Supply Area buffer zone: No 0-300 ft zone 301-500 ft zone 501-2640 ft zone

If the location is within a Rule 317B Surface Water Supply Area buffer have all public water supply systems within 15 miles been notified: No Yes

15. Comments

This location assessment is for the expansion of the SG 34-26 well pad. There will be a total of 19 wells on the pad when drilled out. There are currently 3 existing producing wells. We are permitting an additional 16 wells at this time.

Pad is located on Fee Surface

The location reference point for this facility is the SG 34-28 well. All measurements were taken from this point

I hereby certify that the statements made in this form are, to the best of my knowledge, true, correct and complete

Signed: Greg Davis Date: 12/28/09 Email: Greg.J.Davis@Williams.com

Print Name: Greg Davis Title: Supervisor Permits

COGCC Approver: _____ Title: _____ Date: _____

CONDITIONS OF APPROVAL will be attached.

Location Number: _____