

BOPCO L.P.

SURFACE USE PLAN

YELLOW CREEK FEDERAL 3-42-1
1,997 FNL, 960 FEL
Lot 5, SECTION 3, T1S, R98W
API No. 05-103-10637
Rio Blanco County, Colorado
Federal Lease: COC-59393

1. EXISTING ROADS

From the intersection of US Highway 64 and 10th Street in Meeker, Colorado proceed in a westerly direction along US Highway 64 approximately 19.8 miles to the junction of the Piceance Creek Road (County Road #5); exit left and proceed in a southerly direction along the Piceance Creek Road approximately 4.6 miles to the junction of County Road 20; exit right and proceed in a northwesterly direction along County Road 20 approximately 2.7 miles to the junction of County Road 83 (south) and County Road 88 (north). Continue on County Road # 20 in a southwesterly direction approximately 2.3 miles to the junction of County Road # 122; exit right and proceed in a westerly direction along County Road # 122 approximately 5.2 miles to the intersection of a service road; exit left and proceed in a southeasterly direction along the service road approximately 2.5 miles to the proposed access road. Follow road flags in a northeasterly direction approximately 330 feet to the proposed location.

Total distance from Meeker, Colorado to the proposed well location is approximately 37.2 miles in a westerly direction.

All existing roads to the location are State of Colorado, BLM maintained or County Class D roads. County Road 20 and 83 are in good condition and will be continually maintained per BLM's road and safety standards found in "BLM's 9113 – Road Manual".

Vehicle operators will obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions. Additional signs may be posted as necessary to warn the public of project related traffic. Travel will be limited to the existing access roads and proposed access road.

Please refer to the topographic maps (Sheets 7, 8, and 9) for the location of the proposed well and access route showing existing roads within a one mile radius of the well.

2. PLANNED ACCESS ROAD

The White River Field Office will be contacted no later than three (3) working days prior to commencement of construction activities. Net disturbance will be limited to the well pad location and 330 feet of access road.

A BLM right-of-way (ROW) is requested for this disturbance consisting of 330 feet, with a ROW width of 50 feet, for a total of 16,470 square feet, or 0.38 acres (Sheet 8). This ROW request is inside the existing Yellow Creek Federal Unit.

The BLM Gold Book best management practices will be followed for specifications on the road design and culvert installation. The road will be constructed using material off the location wherever possible. All weather surfacing will be required if the well becomes a producer. A regular maintenance program shall include blading the road, ditching, sign replacement, surfacing, and culvert maintenance. All vehicles serving the well are restricted to use the approved access road and well pad.

Approximately, 330 feet of access road construction will be necessary. Net disturbance will be minimal and restricted to the pad area. Access road construction would typically require a D6 or larger crawler tractor, a D12 or larger motor grader, a Class 12R or larger track hoe, a mid-sized backhoe, two to four 10-yard dump trucks, and

Yellow Creek Federal
3-42-1
Surface Use Plan

possibly a Class 988 loader. If it is determine that road construction improvements are needed the following will be considered: Clearing and grubbing of brush and trees, windrowing of topsoil, construction of reinforced rolling dips

and grade dips, installation of culverts in ditched sections and side drainages to provide ditch relief and sediment control, construction of retaining structures on steep slopes, placement of slash and topsoil on cut and fill slopes,

placement of erosion and sediment controls on cut and fill slopes, seeding of all disturbed areas outside of the travel way, and installation of cattle guards and road closure gates. Topsoil would be stripped and stockpiled during road construction and re-spread to the greatest degree practical on cut slopes, fill slopes, and borrow ditches prior to seeding. All brush, limbs and other wood material will be stockpiled separately from the topsoil along the access road or near the well pad.

Surface disturbance will be limited to the approved location and approved pipeline/access road route. Any additional area needed will be approved in advance. Adequate signs would be posted, as necessary, to warn the public of project related traffic.

Dust control measures will be implemented during dry weather when necessary.

If erosion features such as rilling, gullying, piping and mass wasting occur at anytime in the future on disturbed surfaces on public lands as a result of implementing this project, the erosion features will be addressed immediately after observation by contacting the AO and submitting a plan to assure successful soil stabilization with BMPs to address the erosion problems.

All access roads will be treated with water during construction and drilling activities so that there is not a visible dust trail behind vehicles. All vehicles will abide by company or public speed restrictions during all activities.

All available vegetation and top soil would be salvaged and windrowed along the edge of the road disturbance for eventual reclamation operations. Limited topsoil is available along the access route. The topsoil that is available would be salvaged for later reclamation. No topsoil would be used for construction purposes. Some topsoil would be used during interim reclamation to ensure vegetation production. This would also help in keeping the topsoil viable for final reclamation. The topsoil would be spread over the interim and final reclaimed areas to the maximum depth possible given the limited amount of topsoil available for salvage.

Access road interim reclamation would involve stabilization of the road toe and cut slopes, diversion ditches, and other stormwater features. Primarily this would involve planting the exposed soil with a BLM-approved seed mix. The operator will coordinate with the BLM AO if additional stabilization, such as applying hydro-mulch or fabric matting, is needed. Interim reclamation under all phases would be performed within 6 months of spudding, weather depending.

No pullouts or off-road parking will be allowed unless specifically authorized. All vehicles accessing the well pad will stay on the road, no shortcutting will be allowed.

The total estimated disturbed area for the pad will be approximately:

Pad – 400' x 300'

Total pad, topsoil stockpile, and access road disturbance is estimated to be 3.65 acres.

3. LOCATION OF EXISTING WELLS

The following wells are located within a one-mile radius of the location site.

Producing well..... (7) Seven
Water well.....None

Yellow Creek Federal
3-42-1
Surface Use Plan

Abandoned well.....	None
Temporary abandoned well.....	None
Disposal well.....	None
Drilling/Permitted well.....	(14) Fourteen
Shut in well.....	None
Injection well.....	None
Location (YCF 3-42-1)	(1) One

4. LOCATION OF TANK BATTERIES, PRODUCTION FACILITIES AND PRODUCTION GATHERING SERVICE LINES:

Facilities for this pad (see Sheet 6) will be shared for the well(s) drilled from this pad. Depending on the results of the first well it is anticipated that up to eight wells could be drilled from this pad. Surface facilities may consist of wellheads, separation units, gas metering units, fugitive emission combustors, radio antennas, solar panel brackets, chemical storage containers less than 500 gallons in capacity and four (4) above-ground produced water tanks and two (2) above ground condensate tanks with 400 barrel capacities in each will be used. Solar power telemetry equipment may be used where feasible to remotely monitor well conditions.

The tank battery will be placed within secondary containment to prevent the off-site migration of accidentally-spilled condensate or produced water. Secondary containment will consist of corrugated steel containment rings. Construction of the containment rings surrounding the tank batteries will be constructed to prevent lateral movement of fluids through a zero perm, 24 mil-minimum, barrier attached to the rings and laid under the tanks. Secondary containment will be sized to contain a minimum of 110 percent of the storage capacity of the single largest tank within the barrier. All loading lines will be placed inside the containment barrier or will have secondary containment vessels. All liquid hydrocarbon production and measurement shall conform to the provisions of 43 CFR 3162.7-2 and Onshore Oil and Gas Order No. 4 for the measurement of oil.

All substances that pose a risk of harm to human health or the environment shall be stored in appropriate containers. Fluids that pose a risk of harm to human health or the environment, including but not limited to produced water, shall be stored in appropriate containers and in secondary containment systems at 110% of the largest vessel's capacity. Secondary fluid containment systems, including but not limited to tank batteries shall be lined with a minimum 24 mil impermeable liner.

All permanent above-ground structures will be painted Standard Environment Colors Chart CC-001, 2008 Juniper Green or equivalent within six months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) will be excluded.

Site security guidelines identified in 43 CFR 3163.7-5 and Onshore Oil and Gas Order No. 3 will be adhered to.

All gas production and measurement shall comply with the provisions of 43 CFR 3162.7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.

The pad will require periodic maintenance to ensure that drainages are kept open and free of debris, ice and snow, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

Once the well is drilled and evaluated for economic gas potential it is possible a new gas and produced water pipeline(s) will be installed. The proposed water lines will be 4" to 6" in diameter, one line is for gathering and the other line will be for distribution. The poly line will be black in color, rated to 1500 psi. In the same trench BOPCO will install at a minimum, an 8" steel gas line and also a 16" steel gas line, olive green in color. One line will be a high pressure line and the other will be for low pressure. All steel lines installed will be properly protected from corrosion, both internally and externally. All permanent gas and produced water lines will be buried once they leave location.

The proposed pipeline route travels on one lease; COC-59393 which is in the Yellow Creek Federal Unit. Please consider this application request for this ROW authorization. The proposed pipeline route is approximately 350 feet

Yellow Creek Federal
3-42-1
Surface Use Plan

in length (see Sheet 10). The ROW construction width requested for the proposed pipeline route is 50' (0.40 acres) and the permanent width once built is 30' (0.24 acres).

The pipeline trench will be excavated mechanically across country with an excavator (track hoe) and will be approximately three feet wide and at least four feet deep. The steel gas pipeline segment will be welded together and lowered in the trench. The poly water line will be placed into the ditch and separated from the gas line by sandbags, or other means. Both lines will be covered with excavated material, careful to reserve topsoil during excavation to be replaced on the top inches of the reclaimed pipeline. Each pipeline will be pressure tested with fresh water or nitrogen gas or natural gas to locate any leaks. If fresh water or nitrogen is required for testing it will be obtained off site. Water used for testing will be disposed as produced water and hauled away or discharged with the appropriate BLM and State of Colorado approvals and/or permits. Nitrogen will be vented to the atmosphere.

Reclamation operations for this disturbed corridor will consist of restoring the topography to near pre-existing contours, replacing topsoil and re-seeding. This will include re-spreading top soil free of weeds to an adequate depth up to six inches, tilling the surface, and drill or broadcast seed with PJ Mix # 3. Seed tags will be provided to BLM 14-days after seeding via a sundry notice. A diagram showing the area seeded will also be provided. If its determined erosion could be an issue at this location Flexterra will be applied to control erosion. The soil will be re-contoured back to the natural contours on this location.

5. LOCATION AND TYPE OF WATER SUPPLY

No water supply pipelines will be laid for this well.

No water well will be drilled for this well.

BOPCO will use fresh water for drilling this well. The water will be stored in two 500 bbl. temporary storage tanks located on the pad.

The water supply for drilling through surface casing, construction, drinking, cement jobs, operations and dust suppression will be provided by RN Industries Trucking/Dalbo Water Service which has a water withdrawal permit for the White River. This water comes from the White River at the intersection of County Road 5 and Highway 64.

BOPCO, L.P. may also choose to obtain water from the city of Meeker, a local source of municipal water, through direct water purchases. The truck route fresh water will be hauled is shown on Sheet 7.

6. SOURCE OF CONSTRUCTION MATERIALS

Construction material will consist of native materials from the location areas. All topsoil will be saved in a pile separate from the excess spoil piles. There will be no mixing during construction, storage, or interim reclamation of the two materials. Subsurface material will not be placed on top of topsoil material. Stockpiles will be located and protected from wind and water erosion. This will be achieved by implementing surface roughing, mulching broadcast seeding, and use of blankets.

The Natural Resources Conservation Service identifies the soil in this area as "64 – Piceance fine sandy loam, 5 to 15 percent slopes".

The use of materials will conform to 43 CFR 3610.2-3.

No construction materials will be removed from BLM lands.

If any gravel is used, it will be obtained from a state approved gravel pit.

Yellow Creek Federal
3-42-1
Surface Use Plan

7. METHODS FOR HANDLING WASTE DISPOSAL

BOPCO proposes to use a de-watering system in its drilling operations. The system uses a series of centrifuges to remove the cuttings from the drilling fluid and returns the fluid to tanks while the cuttings are disposed of on a 24 mil black liner placed on location. This method eliminates the need for a separate reserve pit and has proved successful on drilling operations within the Piceance Basin.

The cutting pit(s) would be located on cut and constructed with a backhoe. The pit would be 42' by 42', and 12' deep, designed to contain 780 cubic yards of dried cuttings. The pit would be fenced and lined with a 24 mil plastic liner that would be cut at the mud line and properly folded over the dry cuttings. Cuttings will be placed and allowed to dry on 24 mil black plastic liner placed on the well pad for no longer than six months. A berm will be put around the plastic pile to prevent runoff and to guard against a stormwater event. After drying, the cuttings will be tested per COGCC standards for threshold HC toxicity levels. If hydrocarbons exceed toxicity thresholds (COGCC Table 910-1), the cuttings will be properly folded over in the 24 mil liner and trucked away to an approved EPA landfill via the approved access route indicated on (refer to Sheet 7). If the levels are below standard toxicity thresholds for hydrocarbons, the dried cuttings will be buried in a cuttings pit on location. No fluids would be buried. Following toxicity testing and removal of the excess liner, the cuttings pit would be backfilled using pat of the stockpiled soil pile(s).

In order to comply with the current Rules of the Colorado Oil and Gas Conservation Commission (COGCC) and the Colorado Department of Public Health and Environment (CDPHE) for disposal of pit liners Rio Blanco County (RBC) is currently proposing to establish a process whereby, in most instances, pit liners may be disposed of in place. BOPCO, L.P. will apply for an application sixty days before reclamation to obtain a Temporary Use Permit (TUP) and Certificate of Designation (CD) from RBC so we can dispose of the pit liner in place.

No trash or debris will be disposed of in the cuttings pit.

All drilling fluids will be contained within a closed loop drilling system. Any extra drilling fluids will be stored in tanks on the cut side of the drill pad (refer to Sheet 5). Drilling fluids may be reused at the next well or trucked to an approved commercial disposal facility. If commercial disposal is selected, it is anticipated that RNI Industries (DALBO) located in Rangely, CO will be utilized.

Frac flowback water will be contained in temporary tanks during completion operations and recycled for re-use or sent to the YCF 4-16-1 injection well. Flowback water will be recycled for use in drilling and completion operations, properly disposed of, or treated and recycled.

After first production, produced wastewater may be confined to storage tank(s) for a period not to exceed ninety (90) days. Thereafter, produced water may be used in completion activities, injected into the YCF 4-16-1 SWD well located in Section 4, T1S, R98W, or hauled to a State approved disposal facility.

Any spills of oil, gas, salt water or other produced fluids will be cleaned up and removed.

Any salts and/or chemicals, which are an integral part of the drilling system, will be disposed of in the same manner as the drilling fluid.

Chemicals on the EPA's Consolidated List of Chemicals subject to reporting under Title III of the Superfund Amendments and Reauthorization Act of 1986 (SARA) in quantities over 10,000 pounds that may be used, produced, stored, transported or disposed of annually in association with the drilling, testing or completion of each well include diesel fuel, hydrochloric acid and silica sand. This material will be consumed in the drilling and completion process. No extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities will be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the well. All substances that pose a risk to human health or the environment will be stored in appropriate containers.

Yellow Creek Federal
3-42-1
Surface Use Plan

Trash and non-flammable solid waste materials will be contained in a trash cage and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations. The contents of the trash container will be hauled off periodically to an approved landfill. No potentially adverse materials or substance will be left on the location.

Sanitary facilities will be on site at all times during operations. Sewage will be placed in a portable chemical toilet and the toilet replaced periodically utilizing a licensed contractor to transport by truck the portable chemical toilet so that its contents can be delivered to an approved facility/landfill.

A flare pit may be constructed a minimum of 110' from the wellheads and may be used during completion work. In the event a flare pit proves to be unworkable in this situation, a flare stack will be installed. BOPCO, L.P. will flow back as much fluid and gas as possible into vessels, separating the fluid from the gas. The fluid will then be returned to the tank. Gas will be then directed into the flare pit or the flare stack with a constant source of ignition. Natural gas will be directed to the pipeline as soon as pipeline gas quality standards are met.

Upon release of the drilling rig, the rathole and mousehole will be filled. Excess equipment will be removed and the well site area will be cleaned and all refuse removed.

8. ANCILLARY FACILITIES

Garbage containers and chemical toilets are the only ancillary facilities proposed in this application.

Living quarters would be permitted with RBC and located on the pad during drilling and completion operations.

No airstrips or staging areas are proposed with this application.

9. WELL-SITE LAYOUT

See attached drillsite plat package - Sheet 1a through 6. Sheet 6 shows the planned pad with the proposed standard layout for the production facilities and an auxiliary cuttings pit(s) to accommodate multiple well operations. The pad will be constructed to a size of 400' x 300' with a total estimated pad disturbance of 2.85 acres and a material stockpile total estimated disturbance of 0.42 acres.

No construction activity will be conducted with saturated soil material or when significant watershed damage (rutting, extensive sheet soil erosion, formation of rill/gullies ect.) is likely to occur.

All equipment and vehicles will be confined to the access road, pad, and area specified in this APD.

Vegetative material will be cleared from the location, shredded and piles to one side. Available topsoil, estimated at 6 inches will be removed from the area to be disturbed and stockpiled along the uphill side of the location and separate from any excess soils. Plans for storage and redistribution of topsoil are reviewed in Item (10) below.

Soil material and overburden will not be pushed over side slopes or into drainages. All soil material disturbed will be placed in an area where it can be retrieved

The location will be designed to prevent the collection of surface runoff.

The present site has no reserve pit and plans are to go only with one cutting(s) pit(s) of 42 ft x 42 ft .x 12 ft deep (see Sheet 3). It is anticipated this drill site is capable of drilling up to eight wells when full field development occurs. At this time Sheet 3 of the survey plat shows one cuttings pit but future adjustments will be made once full field development occurs.

All cut and fill slopes are 1.5:1 or shallower.

Yellow Creek Federal

3-42-1

Surface Use Plan

Flare pit for drilling operations will (if used) be located minimum 110 ft. from well bore and on the cut-side of location pad. This flare pit is only necessary if a "gas bubble" is encountered during drilling operations. Any gas to surface will be flared as a safety precaution.

A sign will be posted at the start of the access road and at the pad location identifying the well by name, API number, Sec., T&R, and County in accordance with 43 CFR 3162.6.

At least three (3) working days prior to constructing the well pad and related facilities, the Operator will notify the Authorized Officer, for the White River Field Office at (970) 878-3800. The Operator will also notify the Authorized Officer with two (2) working days after completion of earth-moving activity.

Best Management Practice's (BMP's) associated with stormwater management and erosion control will be in place on the site during construction, drilling, and completion operations. A pre-stormwater BMP map will be provided with the APD. Wattles will be used for perimeter runoff control around the well pad and spoil piles. Following construction, the need for stormwater stabilization measures for the cut and fill slopes will be addressed. BOPCO, L.P. will implement primary BMP's to stabilize any erosion problems on these slopes.

10. PLANS FOR RESTORATION OF THE SURFACE

Rat and mouse holes will be filled and compacted from bottom to top immediately upon release of the drilling rig from the location.

Site reclamation for a producing well will be accomplished for portions of the site not required for the continued operation of the well. Cut and fill slopes not actively used during the production phase will be reduced to a maximum 3:1 slope and the surface will be roughened on the contour. Salvaged topsoil from the drill site will be evenly redistributed over cut and fill surfaces. Restoration of un-needed portions of the pad will commence as soon as practical after installation of production facilities. Upon final reclamation at the end of the project life, topsoil spread on these surfaces will be used for the overall reclamation effort.

Upon well completion, the cuttings pit shall be removed in accordance with 43 CFR 3162.7-1. The cuttings pit and that portion of the location not needed for production facilities/operations will be re-contoured to the approximate natural contours.

Following BLM published Best Management Practices the interim reclamation will be completed within a reasonable amount of time. This is a field development project and once an economic evaluation of the producing zone(s) has been determined, interim reclamation may occur in 180 days of this determination or additional pad drilling could occur. Once interim reclamation does take place the following work will be performed to reestablish vegetation, reduce dust and erosion and compliment the visual resources of the area. This will include re-spreading top soil free of weeds to an adequate depth up to six inches, tilling the surface, fertilized with Sustane 3-7-2, drill/hydro seed with PJ Mix # 3, mulch with weed free straw and crimped the straw in for erosion control. Seed tags will be provided to BLM 14-days after seeding via a sundry notice. A diagram showing the area seeded will also be provided. If its determined erosion could be an issue at this location Flexterra will be applied to control erosion. The soil will be re-contoured back to the natural contours on this location.

All equipment and debris will be removed from the area proposed for interim reclamation and the cutting pit area will be backfilled and re-contoured if one was dug and only after all material in the pit has tested out for toxicity levels.

The area outside of the rig anchors and other disturbed areas not needed for the operation of the well, will be re-contoured to blend with the surrounding area and reseeded as prescribed within the BLM approval documents. A proposed interim reclamation plat will be provided at the time of interim reclamation.

Reclaimed areas receiving incidental disturbance during the life of the producing well, will be re-contoured and reseeded.

Yellow Creek Federal

3-42-1

Surface Use Plan

The Operator will control noxious and invasive weeds along access road use authorizations, pipeline route authorizations, well sites, or other applicable facilities by spraying or mechanical removal. A list of noxious weeds may be obtained from the BLM or the appropriate County Extension Office. On BLM administered land, it is required that a Pesticide Use Proposal (PUP) be submitted and approved prior to the application of herbicides, pesticides or possibly hazardous chemicals. A PUP will be submitted to the BLM and approved before pesticides are applied on public lands by Mr. Dave Allen, BOPCO’s noxious weed management contractor.

Prior to final abandonment of the site, all disturbed areas, including the access road, will be scarified and left with a rough surface. Site preparation will included re-spreading topsoil to an adequate depth, and may also include ripping, tilling, disking on contour, and dozer track-imprinting. The site will be re-contoured and drill seeded or “dozer track-walking” followed by broadcast seeding as prescribed by the BLM. The BLM recommended seed mix will be detailed within their approval documents.

Upon final abandonment of the well pads, new access roads, and completion of pipelines, 100% of all disturbed surfaces will be restored to pre-construction contours, and revegetated with a BLM preferred seed mixture. Natural drainage patterns will be restored and stabilized with a combination of vegetative (seeding) and non-vegetative (straw bales, woody debris, straw waddles, biodegradable fabrics...) techniques. All available woody debris will be pulled back over recontoured areas (woody debris will not account for more that 20% of total surface cover) to help stabilize soils, trap moisture, and provide cover for vegetation. Monitoring and additional reclamation efforts will persist until reclamation is proven successful (as determined by the BLM).

The *designated Natural Resource Specialist* will be notified 24 hours prior to beginning all construction-related activities associated with this project that result in disturbance of surface soils via email or by phone. Construction-related activities may include, but are not limited to, pad and road construction, clearing pipeline corridors, trenching, etc. Notification of all construction-related activities, regardless of size, that result in disturbance of surface soils as a result of this project is required.

The *designated Natural Resource Specialist* will be provided with geospatial data in a format compatible with the WRFO’s ESRI ArcGIS Geographic Information System (GIS); GIS point and polygon features. These data will be used to accurately locate and identify all geographic as-built (i.e., constructed and design implemented) features associated with this project and included in the Application for Permit to Drill (APD) or Sundry Notice (SN), as appropriate.

The *designated Natural Resource Specialist* will be notified 24 hours prior to well spud (Breaking ground for drilling surface casing) via email or phone.

The *designated Natural Resource Specialist* will be notified 24 hours prior to commencing Completion operations via email or phone.

11. SURFACE OWNERSHIP

The surface and mineral owner is the Bureau of Land Management, White River Field Office, 220 East Market Street, Meeker, CO 81641; phone: (970) 878-3800.

Access road.....Federal/BLM
Location.....Federal/BLM
Pipe line.....Federal/BLM

12. OTHER INFORMATION

Project area is situated in the undulating uplands south of the White River.

No surface use is allowed during December 1 through March 31 for the purpose of protecting big game critical winter ranges. No surface use is allowed during March 31 through July 15 for the purpose of protecting raptor critical nest buffer zones.

Yellow Creek Federal
3-42-1
Surface Use Plan

Topographic and geologic features – moderate – relief area, well drained, sand and silt deposition, surrounded by rock outcrops with moderately eroded drainages.

Flora consists of: Juniper, Pinyon pine, Big sagebrush, Silver sagebrush, Matchbrush, Phlox, Prickly pear, Winterfat, Bluebunch wheatgrass, Indian ricegrass, Needle and thread, Groundsel, and Western wheatgrass.

Fauna – mule deer and elk observed; assume coyotes, rabbits, raptors, prairie dogs, and rodents.

Concurrent surface use – grazing and hunting.

Proximity of water, occupied dwelling or other features – an un-named intermittent drainage is located 2,770 feet north of the location. This dry creek bed travels in a easterly direction 7,920' +/- to Yellow Creek.

An archaeological (a Class III, 100% pedestrian) cultural resource inventory will be completed by an Archaeological Consultant and sent separately in to Michael Selle, BLM White River Field Office covering more than 10 acres on the drill site. It is anticipated this inventory will be conducted in May 2011.

A raptor survey will be conducted based on the “BOPCO YCF 3-42-1 Raptor Survey Methodology” which was submitted to James Roberts, BLM Assistant Field Manager, WRFO by Kleinfelder/Buys and Associates, Inc. This survey is plan for the week of May 23, 2011. All findings will be reported to Mr. Hollowed, BLM Wildlife Biologist. It is anticipated the final report will be submitted to the WRFO during the week of May 30, 2011.

Since this location is at the edge of potential outcrops of Green River shale that are potential bladder pod habitat, a site specific special status plant species and noxious weed inventory will be conducted during the blooming season by Kleinfelder/Buys and Associates, Inc. the week of May 23, 2011. The “BOPCO YCF 3-42-1Vegetation Survey Methodology” was submitted to James Roberts, BLM Assistant Field Manager, WRFO by Kleinfelder/Buys and Associates, Inc. It is anticipated the final report will be submitted to the WRFO during the week of May 30, 2011.

If any fossils are discovered during construction, operator shall cease construction immediately and notify the Authorized Officer so as to determine the significance of the discovery.

The operator is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, the operator is to immediately stop work that might further disturb such materials, and contact the authorized officer (AO). Within five working days the AO will inform the operator as to: whether the materials appear eligible for the National Register of Historic Places; the mitigation measures the operator will likely have to undertake before the site can be used (assuming in site preservation is not necessary); and, a timeframe for the AO to complete and expedite review under 36 CFR 800-111 to confirm, through the State Historic Preservation Officer, that the findings of the AO are correct and that mitigation is appropriate.

If the operator wishes, at any time, to relocate activities to avoid the expense of mitigation and/or the delays associated with finding cultural resources, the AO will assume responsibility for whatever recordation and stabilization of the exposed materials may be required. Otherwise, the operator will be responsible for mitigation costs. The AO will provide technical and procedural guidelines for the conduct of mitigation. Upon verification from the AO that the required mitigation has been completed, the Operator will then be allowed to resume construction.

BOPCO L.P. maintains a file, per 29 CFR 1910.1200(g) containing currently Material Safety Data Sheets (MSDS) for all chemicals, compounds, and/or substances which are used during the course of construction, drilling, completion, and production operations for this project. Hazardous materials (substances) which may be transported across these lands may include drilling mud and cementing products which are primarily inhalation hazards, fuel (flammable and/ or combustible), materials that may be necessary for well completion/stimulation activities such as flammable or combustible substances and acids/gels (corrosives). The opportunity for Superfund Amendments and

Yellow Creek Federal
3-42-1
Surface Use Plan

Reauthorization Act (SARA) listed Extremely Hazardous Substances (EHS) at the site is generally limited to proprietary treating chemicals.

BLM will be notified 24 hours prior to pad construction and reclamation; drilling and completion operations; when the drill rig moves off and on the pad; and when the completion rig moves off and on the pad. A post construction “as-built” survey will be provided to BLM within 60 days after construction.

13. Lessees or Operator’s representative and certification:

A) Representatives

Trent W. Green, Division Production Manager
9949 Oswego Street, Suite 200
Parker, CO 80134
Phone: (303) 799-5080
Fax: (303) 799-5081

Reed Haddock, Regulatory Analyst
9949 Oswego Street, Suite 200
Parker, CO 80134
Phone: (303) 799-5080
Fax: (303) 799-5081

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, onshore oil and gas orders, and any applicable notices to lessees. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

Yellow Creek Federal
3-42-1
Surface Use Plan

OPERATOR CERTIFICATION

This drilling permit will be valid for a period of two (2) years from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are, to the best of my knowledge, true and correct; and that the work associated with operations proposed herein will be performed by BOPCO, L.P. and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.



DATE: January 14, 2011
Reed Haddock
Regulatory Analyst

BOPCO, L.P. Representatives:

Reed Haddock, Regulatory Analyst
9949 Oswego Street, Suite 200
Parker, CO 80134
Phone: (303) 799-5080
Fax: (303) 799-5081

Kent Evers, Area Production Supervisor; phone: (970) 819-3586

Yellow Creek Federal
3-42-1
Surface Use Plan

STATEMENT OF USE OF HAZARDUS MATERIALS

No chemical(s) from the EPA's consolidated list of Chemicals subject to Reporting under Title III of the Superfund Amendments and Reauthorization Act (SARA) of 1986 will be used, produced, transported, stored, disposed, or associated with the proposed action. No extremely hazardous substances, as defined in 40 CFR355, will be used, produced, stored, transported, disposed, or associated with the proposed action.

If you require additional information please contact:

Reed Haddock, Regulatory Analyst
9949 Oswego Street, Suite 200
Parker, CO 80134
Phone: (303) 799-5080
Fax: (303) 799-5080