FORM 2A Rev 04/01

State of Colorado
Oil and Gas Conservation Commission

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

Oil and Gas Location Assessment

Document Number: 400264299

Date Received: 04/12/2012

☒ New Location ☐ Amend Existing Location Location#: _____

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 standalone 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.

Location ID: **428956**

Expiration Date: **05/17/2015**

☒ 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

Name: WPX ENERGY ROCKY MOUNTAIN LLC

Address: 1001 17TH STREET - SUITE #1200

City: DENVER State: CO Zip: 80202

3. Contact Information

Name: Howard Harris

Phone: (303) 6064086

Fax: (303) 6298268

email: howard.harris@williams.com

4. Location Identification:

Name: Federal Number: RGU 33-36-198

County: RIO BLANCO

QuarterQuarter: LOT 10 Section: 36 Township: 1S Range: 98W Meridian: 6 Ground Elevation: 6579

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: 1344 feet FSL , from North or South section line, and 1895 feet FEL , from East or West section line.

Latitude: 39.916167 Longitude: -108.339825 PDOP Reading: 1.8 Date of Measurement: 10/14/2011

Instrument Operator's Name: J. Kirkpatrick

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

Special Purpose Pits:		Drilling Pits:		Wells:	8	Production Pits:		Dehydrator Units:	
Condensate Tanks:	4	Water Tanks:	4	Separators:	8	Electric Motors:		Multi-Well Pits:	
Gas or Diesel Motors:		Cavity Pumps:		LACT Unit:		Pump Jacks:		Pigging Station:	
Electric Generators:		Gas Pipeline:	1	Oil Pipeline		Water Pipeline:	2	Flare:	
Gas Compressors:				VOC Combustor:	1	Oil Tanks:		Fuel Tanks:	

Other: _____

6. Construction:

Date planned to commence construction: 07/01/2012 Size of disturbed area during construction in acres: 7.42

Estimated date that interim reclamation will begin: 08/01/2012 Size of location after interim reclamation in acres: 1.37

Estimated post-construction ground elevation: 6579 Will a closed loop system be used for drilling fluids: Yes [X]

Will salt sections be encountered during drilling: Yes [ ] No [X] Is H2S anticipated? Yes [ ] No [X]

Will salt (>15,000 ppm TDS Cl) or oil based muds be used: Yes [ ] No [X]

Mud disposal: Offsite [ ] Onsite [X] Method: Land Farming [ ] Land Spreading [ ] Disposal Facility [ ]

Other: Re-Use, Evap & Back Fill

7. Surface Owner:

Name: _____ Phone: _____

Address: _____ Fax: _____

Address: _____ Email: _____

City: _____ State: _____ Zip: _____ Date of Rule 306 surface owner consultation: _____

Surface Owner: [ ] Fee [ ] State [X] Federal [ ] Indian

Mineral Owner: [ ] Fee [ ] State [X] Federal [ ] Indian

The surface owner is: [X] the mineral owner [X] committed to an oil and gas lease

[X] is the executer of the oil and gas lease [ ] the applicant

The right to construct the location is granted by: [X] oil and gas lease [ ] Surface Use Agreement [ ] Right of Way

[ ] applicant is owner

Surface damage assurance if no agreement is in place: [ ] $2000 [ ] $5000 [ ] Blanket Surety ID _____

8. Reclamation Financial Assurance:

[ ] Well Surety ID: _____ [ ] Gas Facility Surety ID: _____ [ ] Waste Mgnt. Surety ID: _____

9. Cultural:

Is the location in a high density area (Rule 603.b.): Yes [ ] No [X]

Distance, in feet, to nearest building: 11492 , public road: 250 , above ground utilit: 3577

, railroad: 136489 , property line: 5994

10. Current Land Use (Check all that apply):

Crop Land: [ ] Irrigated [ ] Dry land [ ] Improved Pasture [ ] Hay Meadow [ ] CRP

Non-Crop Land: [X] Rangeland [ ] Timber [ ] Recreational [ ] Other (describe): _____

Subdivided: [ ] Industrial [ ] Commercial [ ] Residential

11. Future Land Use (Check all that apply):

Crop Land: [ ] Irrigated [ ] Dry land [ ] Improved Pasture [ ] Hay Meadow [ ] CRP

Non-Crop Land: [X] Rangeland [ ] Timber [ ] Recreational [ ] Other (describe): _____

Subdivided: [ ] Industrial [ ] Commercial [ ] 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 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: 73 Rentsac Channery Loam, 5 to 50 percent slopes

NRCS Map Unit Name:

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: 10/14/2011

List individual species: Wheatgrass, Mahogany, Oak, Sage, Juniper and Pinyon

Check all plant communities that exist in the disturbed area.

- ☐ Disturbed Grassland (Cactus, Yucca, Cheatgrass, Rye)
- ☒ Native Grassland (Bluestem, Grama, Wheatgrass, Buffalograss, 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, Pinyon, Aspen)
- ☐ Wetlands Aquatic (Bullrush, Sedge, Cattail, Arrowhead)
- ☐ Alpine (above timberline)
- ☐ Other (describe):

14. Water Resources:

Rule 901.e. may require a sensitive area determination 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: 836 , water well: 7813 , depth to ground water: 900

Is the location in a riparian area: ☒ No ☐ Yes Was an Army Corps of Engineers Section 404 permit filed ☒ No ☐ Yes

Is the location within a Rule 317B Surface Water Suppl 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 RGU 33-36-198 pad for which we are permitting 8 wells at this time. This pad will be newly constructed with no existing wells. The location reference point for the pad will be the RGU 33-36 -198 well head location from which all measurements were taken. Surface and minerals are owned by the Federal Government. The reference area is located immediately adjacent to the pad to the west on undisturbed ground.

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

Signed: Date: 04/12/2012 Email: Howard.Harris@Williams.com

Print Name: Howard Harris Title: Sr. Regulatory Specialist

Based on the information provided herein, this Application for Permit-to-Drill complies with COGCC Rules and applicable orders and is hereby approved.

COGCC Approved: **Director of COGCC** Date: 5/18/2012

CONDITIONS OF APPROVAL, IF ANY:

All representations, stipulations and conditions of approval stated in this Form 2A for this location shall constitute representations, stipulations and conditions of approval for any and all subsequent operations on the location unless this Form 2A is modified by Sundry Notice, Form 4 or an Amended Form 2A.

SITE SPECIFIC COAs:

Operator must implement best management practices to contain any unintentional release of fluids, including any fluids conveyed via temporary surface pipelines.

Reserve pit, or any other pit used to contain/hold fluids, if constructed, must be lined or a closed loop system (as indicated on the Form 2A Permit) must be implemented during drilling.

Operator must ensure secondary containment for any volume of fluids contained at well site during drilling and completion operations; including, but not limited to, construction of a berm or diversion dike, diversion/collection trenches within and/or outside of berms/dikes, site grading, or other comparable measures (i.e., best management practices (BMPs) associated with stormwater management) sufficiently protective of nearby surface water. Any berm constructed at the well pad location will be stabilized, inspected at regular intervals (at least every 14 days), and maintained in good condition.

Flowback and stimulation fluids must be sent to tanks, separators, or other containment/filtering equipment before the fluids can be placed into any pipeline or pit located on the well pad or into tanker trucks for offsite disposal. The flowback and stimulation fluid tanks, separators, or other containment/filtering equipment must be placed on the well pad in an area with additional downgradient perimeter berming. The area where flowback fluids will be stored/reused must be constructed to be sufficiently impervious to contain any spilled or released material.

The moisture content of any drill cuttings in a cuttings pit, trench, or pile shall be as low as practicable to prevent accumulation of liquids greater than de minimis amounts. At the time of closure, the drill cuttings must also meet the applicable standards of table 910-1.

Attachment Check List

Att Doc Num	Name
2034323	CORRESPONDENCE
400264299	FORM 2A SUBMITTED
400271762	ACCESS ROAD MAP
400271763	PROPOSED BMPs
400271764	CONST. LAYOUT DRAWINGS
400271765	HYDROLOGY MAP
400271766	LOCATION DRAWING
400271767	MULTI-WELL PLAN
400271769	NRCS MAP UNIT DESC
400271770	LOCATION PICTURES
400271771	REFERENCE AREA MAP
400271772	SENSITIVE AREA DATA

Total Attach: 12 Files

General Comments

User Group	Comment	Comment Date
Permit	LGD/pub. comments waived. Final Review--passed.	5/14/2012 8:04:58 AM
DOW	This well pad is located within the boundary of the Williams(WPX)-CPW wildlife mitigation plan. The BMPs were developed and agreed upon in the development of the wildlife mitigation plan. The BMPs and COAs as submitted by the operator, and those contained in the wildlife mitigation plan, are appropriate for the site and species affected. Jacob Davidson, 05-11-2012, 15:35	5/11/2012 3:31:47 PM
OGLA	Initiated/Completed OGLA Form 2A review on 04-22-12 by Dave Kubeczko; placed fluid containment, spill/release BMPs, lined pits/closed loop, moisture content cuttings, and flowback to tanks COAs on 04-22-12; changed depth tp GW to 900'; passed by CPW on 05-11-12 with operator BMPs acceptable; passed OGLA Form 2A review on 05-14-12 by Dave Kubeczko; fluid containment, spill/release BMPs, lined pits/closed loop, moisture content cuttings, and flowback to tanks COAs.	4/22/2012 5:21:53 PM

Total: 3 comment(s)

BMP

Type	Comment
Planning	• Share/consolidate corridors for pipeline ROWs to the maximum extent possible. • Maximize the utility of surface facilities by developing multiple wells from a single pad (directional drilling), and by co-locating multipurpose facilities (for example, well pads and compressors) to avoid unnecessary habitat fragmentation and disturbance of additional geographic areas. • Minimize newly planned activities and operations within 300 feet of the ordinary high water mark of any reservoir, lake, wetland, or natural perennial or seasonally flowing stream or river. • Locate roads outside of drainages where possible and outside of riparian habitat. • Avoid constructing any road segment in the channel of an intermittent or perennial stream • Avoid new surface disturbance and placing new facilities in key wildlife habitats in consultation with CDOW. • Minimize the number, length, and footprint of oil and gas development roads • Use existing roads where possible • Combine utility infrastructure (gas, electric, and water) planning with roadway planning to avoid separate utility corridors • Combine and share roads to minimize habitat fragmentation • Where possible, consolidate pipeline and existing roadways, or roadways that are planned for development • Place roads to avoid obstructions to migratory routes for wildlife, and to avoid displacement of wildlife from public to private lands. • Design roads with visual and auditory buffers or screens (e.g., topographic barriers, vegetation, and distance). • Accelerate development under a “clustered-development concept” on a site-specific basis where WPX Energy has a 100% mineral interest or control of mineral development • Maximize the use of directional drilling to minimize habitat loss/fragmentation • Maximize use of long-term centralized tank batteries to minimize traffic • Maximize use of remote completion/frac operations to minimize traffic • Maximize use of remote telemetry for well monitoring to minimize traffic • Phase and concentrate development activities, so that large areas of undisturbed habitat for wildlife remain. • Maintain undeveloped areas within development boundaries sufficient to allow wildlife to persist within development boundaries during all phases of construction, drilling, and production. • Minimize the duration of development and avoid repeated or chronic disturbance of developed areas. Complete all anticipated drilling within a phased, concentrated, development area during a single, uninterrupted time period. • Restrict oil and gas activities as practical during critical seasonal periods • Implement self imposed timing limitations to protect species and/or habitat

Final Reclamation	• Utilize staked soil retention blankets for erosion control and reclamation of large surface areas with 1.5:1 or steeper slopes. Avoid use of plastic blanket materials. • Restore both form and function of impacted wetlands and riparian areas and mitigate erosion. • Remove well pad and road surface materials that are incompatible with post-production land use and re-vegetation requirements • Use only certified weed-free native seed in seed mixes, except for non-native plants that benefit wildlife • WPX Energy will use certified, weed free grass hay, straw, hay or other mulch materials used for the reseeding and reclamation of disturbed areas. • Install exclusionary devices to prevent bird and other wildlife access to equipment stacks, vents and openings. • Reduce visits to well-sites through remote monitoring (i.e. SCADA) and the use of multi-function contractors. • Avoid dust suppression activities within 300 feet of the ordinary high water mark of any reservoir, lake, wetland, or natural perennial or seasonally flowing stream or river where possible. • Bore pipelines that cross perennial streams • Install and use locked gates or other means to prevent unauthorized vehicular travel on roads and facility rights-of-way.
Drilling/Completion Operations	• Use centralized hydraulic fracturing operations. • Install and maintain adequate measures to exclude all types of wildlife (e.g., big game, birds, and small rodents) • from all fluid pits (e.g., fencing, netting, and other appropriate exclusion measures). • Conduct well completions with drilling operations to limit the number of rig moves and traffic.
Construction	• Close and reclaim roads not necessary for development, including removing all bridges and culverts and recontouring/reclaiming all stream crossings. • Structures for perennial or intermittent stream channel crossings should be constructed using appropriately sized bridges or culverts • Design road crossings of streams to allow fish passage at all flows and to minimize the generation of sediment. • Design road crossings of streams at right angles to all riparian corridors and streams to minimize the area of disturbance to the extent possible. • Construct retention basins and ponds that benefit wildlife

Total: 4 comment(s)