

**APPLICATION FOR PERMIT TO:**

1.  **Drill,**       Deepen,       Re-enter,       Recomplete and Operate

2. TYPE OF WELL

OIL       GAS       COALBED       OTHER \_\_\_\_\_

SINGLE ZONE       MULTIPLE       COMMINGLE

Refiling   
Sidetrack

3. Name of Operator: SWEPI LP      4. COGCC Operator Number: 78110

5. Address: 4582 S ULSTER ST PKWY #1400  
City: DENVER      State: CO      Zip: 80237

6. Contact Name: Nancy Feck      Phone: (307)367-7934      Fax: (307)367-4285  
Email: N.Feck@shell.com

7. Well Name: Herring Draw      Well Number: 5-33

8. Unit Name (if appl): Williams Fork      Unit Number: COC74956X

9. Proposed Total Measured Depth: 7050

**WELL LOCATION INFORMATION**

10. QtrQtr: NWNW    Sec: 33    Twp: 5N    Rng: 90W    Meridian: 6  
Latitude: 40.345767      Longitude: -107.505606

Footage at Surface:      1205 feet      FNL      1012 feet      FWL

11. Field Name: Waddle Creek      Field Number: 90450

12. Ground Elevation: 6804      13. County: MOFFAT

14. GPS Data:  
Date of Measurement: 08/17/2012    PDOP Reading: 2.1    Instrument Operator's Name: Dallas Nelson

15. If well is  Directional     Horizontal (highly deviated)    **submit deviated drilling plan.**

Footage at Top of Prod Zone:    FNL/FSL      FEL/FWL      Bottom Hole:    FNL/FSL      FEL/FWL

1525    FNL    1091    FWL      405    FSL    1043    FEL

Sec: 33    Twp: 5N    Rng: 90W      Sec: 32    Twp: 5N    Rng: 90W

16. Is location in a high density area? (Rule 603b)?     Yes     No

17. Distance to the nearest building, public road, above ground utility or railroad: 5271 ft

18. Distance to nearest property line: 321 ft    19. Distance to nearest well permitted/completed in the same formation(BHL): 690 ft

**LEASE, SPACING AND POOLING INFORMATION**

Objective Formation(s)	Formation Code	Spacing Order Number(s)	Unit Acreage Assigned to Well	Unit Configuration (N/2, SE/4, etc.)
Niobrara Shale	NBRR			

21. Mineral Ownership:     Fee     State     Federal     Indian    Lease #: \_\_\_\_\_

22. Surface Ownership:     Fee     State     Federal     Indian

23. Is the Surface Owner also the Mineral Owner?     Yes     No    Surface Surety ID#:

23a. If 23 is Yes: Is the Surface Owner(s) signature on the lease?     Yes     No

23b. If 23 is No:  Surface Owners Agreement Attached or     \$25,000 Blanket Surface Bond     \$2,000 Surface Bond     \$5,000 Surface Bond

24. Using standard QtrQtr, Sec, Twp, Rng format enter entire mineral lease description upon which this proposed wellsite is located (attach separate sheet/map if you prefer):

Please see attached Mineral Lease map and Legal Lease descriptions. Distance to the nearest Unit boundary is 10,560'.

25. Distance to Nearest Mineral Lease Line: 0 26. Total Acres in Lease: 1163

### DRILLING PLANS AND PROCEDURES

27. Is H2S anticipated?  Yes  No If Yes, attach contingency plan.

28. Will salt sections be encountered during drilling?  Yes  No

29. Will salt (>15,000 ppm TDS CL) or oil based muds be used during drilling?  Yes  No

30. If questions 28 or 29 are yes, is this location in a sensitive area (Rule 901.e)?  Yes  No

31. Mud disposal:  Offsite  Onsite

If 28, 29, or 30 are "Yes" a pit permit may be required.

Method:  Land Farming  Land Spreading  Disposal Facility Other: \_\_\_\_\_

Note: The use of an earthen pit for Recompletion fluids requires a pit permit (Rule 905b). If air/gas drilling, notify local fire officials.

Casing Type	Size of Hole	Size of Casing	Wt/Ft	Csg/Liner Top	Setting Depth	Sacks Cmt	Cmt Btm	Cmt Top
CONDUCTOR	30	20		0	90		90	0
SURF	13+1/2	10+3/4	40.5lbs	0	1,000	540	1,000	0
1ST LINER	7+7/8	5+1/2	17lbs	0	7,050	78	2,748	1,948

32. BOP Equipment Type:  Annular Preventer  Double Ram  Rotating Head  None

33. Comments Depending on subsurface conditions, intermediate casing may be used. If intermediate casing is used, the hole will be 9 7/8". Intermediate casing of 7 5/8" will run from the surface to 2748' with cement from 2748' to 1948'. The production hole will be drilled at 6 3/4". A 5 1/2" production liner will be installed from 2548' to 7050', uncemented. A 9pt. drilling plan outlining this procedure is attached.

34. Location ID: 427213

35. Is this application in a Comprehensive Drilling Plan?  Yes  No

36. Is this application part of submitted Oil and Gas Location Assessment?  Yes  No

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

Signed: \_\_\_\_\_ Print Name: Nancy Feck

Title: Regulatory Technician Date: 10/3/2012 Email: N.Feck@shell.com

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: \_\_\_\_\_

API NUMBER

05

Permit Number: \_\_\_\_\_ Expiration Date: \_\_\_\_\_

CONDITIONS OF APPROVAL, IF ANY:

All representations, stipulations and conditions of approval stated in the Form 2A for this location shall constitute representations, stipulations and conditions of approval for this Form 2 Permit-to-Drill and are enforceable to the same extent as all other representations, stipulations and conditions of approval stated in this Permit-to-Drill.

### Attachment Check List

Att Doc Num	Name
400328966	FORM 2 SUBMITTED
400330633	DEVIATED DRILLING PLAN
400330634	WELL LOCATION PLAT
400330635	TOPO MAP
400330639	LEGAL/LEASE DESCRIPTION
400330640	DRILLING PLAN
400330641	WELLBORE DIAGRAM
400330643	WELLBORE DIAGRAM
400330645	SURFACE AGRMT/SURETY
400332477	DIRECTIONAL DATA
400332489	MINERAL LEASE MAP

Total Attach: 11 Files

### General Comments

<u>User Group</u>	<u>Comment</u>	<u>Comment Date</u>

Total: 0 comment(s)

## BMP

<u>Type</u>	<u>Comment</u>
Storm Water/Erosion Control	<p>Stormwater Management Plans(SWMP) are in place to comply with both Colorado Department of Public Health and Environment(CDPHE) and Colorado Oil and Gas Conservation Commission(COGCC) stormwater discharge permits. The construction layout for Herring Draw 1-33 details Best Management Practices(BMP) to be installed during initial construction. NOte that BMP's may be removed, altered, or replaced with changing conditions in the field and the stormwater managment plan will be updated accordingly. The BMP's prescribed for the initial construction phase include, but are not limited to:</p> <ul style="list-style-type: none"><li>-Construct diversion ditch</li><li>-Sediment reservoirs</li><li>-Check dams</li><li>-Level spreaders</li><li>-Stabilized construction entrance</li><li>-Slash</li><li>-Sediment trap</li><li>-Wattle</li><li>-Terrace</li><li>-Secondary containment berms</li><li>-Detention ponds</li></ul>
Wildlife	<p>Per previous discussions with Colorado Parks &amp; Wildlife for this well pad locaton the following include CPW recommendations and concerns:</p> <ol style="list-style-type: none"><li>1) Shell will make a good faith effort to finish drilling at this location outside of the period between December 1 and April 15.</li><li>2) Shell agreed that for future re-entry to this well site, if applicable, will occur outside of the period between December 15 and April 15.</li><li>3) Interim and final reclamation will match existing vegetation.</li><li>4) Avoid aggressive non-native grasses and shrubs in mule deer and elk habitat restoration.</li><li>5) Shell will include a weed management plan and implement the plan as part of the reclamation.</li><li>6) Conduct post-development well site visitations between Decmeber 1 and April 15 in mule deer and elk winter range.</li><li>7) Gate single-purpose roads and restrict general public access to reduce traffic disruptions to wildlife - consistent with the surface owenrs goals.</li></ol> <p>If possible SWEPI LP will use existing 2 track or other existing road or semi road to minimize vegetation distrubance, soil disturbance and potential access to the property.</p>
Material Handling and Spill Prevention	<p>Spill Prevention Plans(SPCC) are in place to address material releases and to prescribe materials handling BMP's for the facility. "Good house-keeping" measures will be taken to ensure propoer waste disposal.</p>

Total: 3 comment(s)