

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: WPX ENERGY ROCKY MOUNTAIN LLC 4. COGCC Operator Number: 96850
5. Address: 1001 17TH STREET - SUITE #1200
City: DENVER State: CO Zip: 80202
6. Contact Name: Howard Harris Phone: (303)606-4086 Fax: (303)629-8268
Email: howard.harris@wpxenergy.com
7. Well Name: Goldsborough Well Number: PA 321-11
8. Unit Name (if appl): _____ Unit Number: _____
9. Proposed Total Measured Depth: 8233

WELL LOCATION INFORMATION

10. QtrQtr: SENW Sec: 11 Twp: 7S Rng: 95W Meridian: 6
Latitude: 39.452913 Longitude: -107.967265
Footage at Surface: 2403 feet FNL 2090 feet FWL
11. Field Name: Parachute Field Number: 67350
12. Ground Elevation: 6275 13. County: GARFIELD

14. GPS Data:
Date of Measurement: 03/27/2009 PDOP Reading: 2.2 Instrument Operator's Name: J. Kirkpatrick

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
526 FNL 2074 FWL 526 FNL 2074 FWL
Sec: 11 Twp: 7S Rng: 95W Sec: 11 Twp: 7S Rng: 95W

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: 904 ft
18. Distance to nearest property line: 219 ft 19. Distance to nearest well permitted/completed in the same formation(BHL): 323 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.)
Williams Fork	WMFK	440-56		

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):

See Attached

25. Distance to Nearest Mineral Lease Line: 526 ft 26. Total Acres in Lease: 80

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: Re-Use, Evap & Backfill

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	24	18	18	0	45	25	45	0
SURF	13+1/2	9+5/8	32.3	0	923	247	923	0
1ST	8+3/4	4+1/2	11.6	0	8,233	870	8,233	

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

33. Comments Top of cement for production casing will be a minimum of 200 feet above the top of Mesaverde. Closed mud system will be used. Fee minerals and surface. This location is constructed, 4 wells have been drilled, 13 more are being permitted. Associated form 2A Doc 1637367 location is approved. Pad is constructed and conductors have been set. No additional disturbance will be made to pad.

34. Location ID: 414939

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: Howard Harris

Title: Sr. Regulatory Specialist Date: 11/5/2012 Email: howard.harris@wpenergy.com

Operator must have a valid water right or permit allowing for industrial use or purchased water from a seller that has a valid water right or permit allowing for industrial use, otherwise an application for a change in type of use is required under Colorado law. Operator must also use the water in the location set forth in the water right decree or well permit, otherwise an application for a change in place of use is required under Colorado law. Section 37-92-103(5), C.R.S. (2011).

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: Matthew Lee Director of COGCC Date: 11/30/2012

API NUMBER

05 045 21820 00

Permit Number: _____ Expiration Date: 11/29/2014

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.

(1) COMPLIANCE WITH THE MOST CURRENT REVISION OF THE NORTHWEST COLORADO NOTIFICATION POLICY IS REQUIRED.

(2) COMPLIANCE WITH THE MOST CURRENT REVISION OF THE GARFIELD COUNTY RULISON-FIELD NOTICE TO OPERATORS IS REQUIRED.

(3) 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.

Applicable Policies and Notices to Operators

Piceance Rulison Field - Notice to Operators.

NW Colorado Notification Policy.

Notice Concerning Operating Requirements for Wildlife Protection.

Attachment Check List

Att Doc Num	Name
400342289	FORM 2 SUBMITTED
400343353	WELL LOCATION PLAT
400343354	DEVIATED DRILLING PLAN
400343617	LEGAL/LEASE DESCRIPTION
400343631	DIRECTIONAL DATA

Total Attach: 5 Files

General Comments

<u>User Group</u>	<u>Comment</u>	<u>Comment Date</u>
Permit	No LGD or public comments. Final Review--passed.	11/29/2012 8:55:58 AM
Permit	Corrected spacing unit & configuration.	11/20/2012 10:16:17 AM
Engineer	THE PROPOSED SURFACE CASING IS MORE THAN 50' BELOW THE DEPTH OF THE DEEPEST WATER WELL WITHIN 1-MILE OF THE SURFACE LOCATION WHEN CORRECTED FOR ELEVATION DIFFERENCES. THE DEEPEST WATER WELL WITHIN 1-MILE IS 390 FEET DEEP.	11/8/2012 4:07:55 PM
LGD	Passed DB	11/6/2012 12:27:55 PM
Permit	operator amended SUA attachment and attached directional drilling data spreadsheet and template/import with corresponding well name. This form passed completeness.	11/6/2012 10:11:13 AM
Permit	Return to draft: 1. black-out dollar values in attached SUA, 2. directional drilling data spreadsheet contains no values and well name (PAA 321-11) does not match submitted information or plat (PA 321-11). 3. directional drilling template/import contains no values and well name (PAA 321-11) does not match submitted information or plat (PA 321-11).	11/6/2012 8:57:20 AM

Total: 6 comment(s)

BMP

<u>Type</u>	<u>Comment</u>

Total: 0 comment(s)