

| | | | |
|-------------------------------|--|--|----------------------|
| FORM INSP Rev 05/11 | State of Colorado Oil and Gas Conservation Commission 1120 Lincoln Street, Suite 801, Denver, Colorado 80203 Phone: (303) 894-2100 Fax: (303) 894-2109 |  | DE ET OE ES |
|-------------------------------|--|--|----------------------|

Inspection Date:
08/13/2013

Document Number:
670200769

Overall Inspection:
Satisfactory

FIELD INSPECTION FORM

| | | | | | |
|---------------------|------------------------------|-------------------------|---|---|-------------------|
| Location Identifier | Facility ID <u>289263</u> | Loc ID <u>335540</u> | Inspector Name: <u>BURGER, CRAIG</u> | On-Site Inspection <input type="checkbox"/> | 2A Doc Num: _____ |
|---------------------|------------------------------|-------------------------|---|---|-------------------|

Operator Information:

OGCC Operator Number: 10447 Name of Operator: URSA OPERATING COMPANY LLC

Address: 602 SAWYER STREET #710

City: HOUSTON State: TX Zip: 77007

Contact Information:

| Contact Name | Phone | Email | Comment |
|-----------------|-------|----------------------------|------------------------------------|
| Kellerby, Shaun | | Shaun.Kellerby@state.co.us | NW Field Supervisor |
| Grieger, Luke | | lgrieger@ursaresources.com | |
| Smith, Cody | | csmith@ursaresources.com | |
| Bleil, Robert | | rbleil@ursaresources.com | Regulatory & Environmental Manager |

Compliance Summary:

QtrQtr: NWSE Sec: 16 Twp: 6S Range: 92W

| Insp. Date | Doc Num | Insp. Type | Insp Status | Satisfactory /Unsatisfactory | PA P/F/I | Pas/Fail (P/F) | Violation (Y/N) |
|------------|-----------|------------|-------------|------------------------------|----------|----------------|-----------------|
| 05/31/2013 | 670200523 | | | S | | | N |
| 07/03/2007 | 200114118 | CO | ND | S | I | P | N |
| 06/07/2007 | 200113017 | CO | WO | S | I | P | N |

Inspector Comment:

MIT tests performed on surface casings where drilling was suspended.

Related Facilities:

| Facility ID | Type | Status | Status Date | Well Class | API Num | Facility Name | |
|-------------|------|--------|-------------|------------|-----------|---------------------|---|
| 289262 | WELL | PR | 06/26/2007 | GW | 045-13707 | BURCKLE A1 | |
| 289263 | WELL | PR | 07/07/2011 | GW | 045-13706 | Burckle Federal A2 | |
| 289264 | WELL | PR | 11/09/2009 | GW | 045-13705 | BURCKLE A3 | |
| 289265 | WELL | XX | 02/11/2011 | LO | 045-13704 | Burckle A4 | |
| 289997 | WELL | PR | 07/08/2010 | GW | 045-13960 | BURCKLE A7 | |
| 289998 | WELL | DG | 12/13/2012 | GW | 045-13959 | Burckle A8 | X |
| 291710 | WELL | PR | 08/03/2007 | GW | 045-14516 | BURCKLE A11 | |
| 291712 | WELL | PR | 08/03/2007 | GW | 045-14515 | BURCKLE A9 | |
| 297862 | WELL | DG | 12/20/2012 | LO | 045-16989 | Burckle A5 | X |
| 297863 | WELL | DG | 12/20/2012 | GW | 045-16990 | Burckle A6 | X |
| 298250 | WELL | PR | 07/02/2011 | LO | 045-17096 | BURCKLE FED CA A10 | |
| 298251 | WELL | PR | 08/15/2011 | GW | 045-17097 | BURCKLE FED CA A12 | |
| 422091 | WELL | PR | 07/08/2011 | GW | 045-20490 | Burckle Federal A14 | |
| 422095 | WELL | PR | 08/15/2011 | GW | 045-20491 | Burckle Federal A13 | |

| Group | User | Comment | Date |
|-------|-----------|--|------------|
| OGLA | kubeczkod | <p>GENERAL SITE COAs:</p> <p>Operator must implement best management practices to contain any unintentional release of fluids, including any fluids conveyed via temporary surface pipelines.</p> <p>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.</p> <p>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.</p> <p>Flowback and stimulation fluids must be sent to tanks to allow the sand to settle out before the fluids can be placed into any pipeline or pit located on the well pad. The flowback and stimulation fluid tanks 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 (per Rule 604.a.(4)).</p> <p>Berms or other containment devices shall be constructed in compliance with Rule 604.a.(4) around crude oil, condensate, and produced water storage tanks.</p> | 03/07/2011 |

Comment:

CA:

Date:

Wildlife BMPs:

| BMP Type | Comment |
|-----------------------------|--|
| Planning | <ul style="list-style-type: none"> •Directional drilling will be implemented to minimize habitat loss and habitat fragmentation •Remote monitoring using SCADA systems to reduce truck traffic, fugitive dust •Water pipeline infrastructure will be installed concurrently with the gas pipeline infrastructure where possible. •SPCC inspections will be conducted quarterly •Water used for well completions will be recycled as practicable •Baseline and post drilling/completion water well testing will be performed for permitted water wells within ½ mile of down-hole location •Annual planning meeting to be conducted with Rifle-Silt-New Castle Community |
| General Housekeeping | <p>Invasive Non-Native Vegetation Control</p> <ul style="list-style-type: none"> •Weed management plan will be developed and implemented to monitor and control noxious and invasive weeds •Noxious weed control includes three treatments per year •Existing weed infestations will be mapped prior to the development of each pad, access road and pipeline when practicable •Reclamation/revegetation will be used as a weed management tool |
| Storm Water/Erosion Control | <ul style="list-style-type: none"> •Facilities will be operated with a Water Quality Control Division (WQCD) stormwater construction permit. •Stormwater BMPs in accordance with the Stormwater Management Plan will be implemented in a manner that minimizes erosion, transport of sediment offsite, and site degradation. •Inspections will be conducted every two weeks or monthly and in accordance with WQCD General Permit to confirm that applicable BMPs are in place, maintained and functioning properly. |

| | |
|--|--|
| Material Handling and Spill Prevention | <ul style="list-style-type: none"> •Best management practices will be implemented to contain any unintentional releases of fluids for locations within 500 feet of surface water •Locations within 500 feet of surface water will ensure 110 percent secondary containment for any volume of fluids contained at a well site during drilling and completion operations |
| Drilling/Completion Operations | <ul style="list-style-type: none"> •No reserve, drill cuttings or frac/flowback pits will be constructed •Well pads will be constructed with perimeter berm on downslope area •Well pads, access roads will be graveled to reduce fugitive dust, sediment run-off •Above-ground facilities will be located to minimize visual effects (e.g. production tanks will be low profile tanks and painted to mitigate visual impacts.) •Combustor controls will be used to mitigate odors from production tanks •Well completions will utilize flowback completion technologies and/or flares to reduce odors from plug drillout, and venting of salable and non-salable gas •High level alarms will be installed on production tanks •Production tank containment area will be lined with plastic |
| Wildlife | <ul style="list-style-type: none"> •Mitigation Plan signed by Ron Velarde, CDOW NW Regional Manager and Kevin Kilstrom, Antero Resources VP Production, on March 24, 2010. •Closed loop (pitless) drilling system. •Participation in raptor and other birds (great blue heron) monitoring and surveying with protocol to be developed by CDOW and implemented by Antero when practicable. •Buried water and gas pipelines as means to reduce truck traffic. •Seasonal raptor RSOs for species not included in new COGCC rules will be considered where practicable. •Avoidance/seclusion area in the northeast corner of the CDP (Burning Mountain) unless lease expiration warrants development. •Restricted rig operation to less than 2 per section within the big game seclusion areas during the winter (to be determined in consultation with CDOW). •Maintaining a ¼ mile no surface occupancy buffer around active bald eagle nests. •New pad construction not to exceed 3 acres. •Pad density not to exceed 1 pad per 120 acres. •Bury all gas and water pipelines adjacent to roads whenever possible. •The mitigation opportunities/projects will be defined by the Mitigation Plan for each well pad. •The mitigation opportunities/projects will be determined cooperatively with the CDOW during the annual Antero Mitigation Plan Review. •CDOW Actions to Minimize Adverse Impacts to Wildlife Resources is attached to the March 22, 2010 Mitigation Plan |

Comment: _____

CA: _____ **Date:** _____

Stormwater:

| Erosion BMPs | Present | Other BMPs | Present |
|--------------|---------|------------|---------|
| | | | |

Corrective Action: _____ Date: _____

Comments: Erosion BMPs: _____
 Other BMPs: _____

Comment: _____

Staking:

On Site Inspection (305):

Surface Owner Contact Information:

Name: _____ Address: _____

Phone Number: _____ Cell Phone: _____

Operator Rep. Contact Information:

Landman Name: _____ Phone Number: _____

Date Onsite Request Received: _____ Date of Rule 306 Consultation: _____

Request LGD Attendance: _____

LGD Contact Information:
 Name: _____ Phone Number: _____ Agreed to Attend: _____

Summary of Landowner Issues:

Summary of Operator Response to Landowner Issues:

Onsite Inspection Memorandum Summarizing Discussions at Inspection as Attachment:

Facility

Facility ID: 289998 Type: WELL API Number: 045-13959 Status: DG Insp. Status: DG

Well Drilling

Rig: Rig Name: _____ Pusher/Rig Manager: _____
 Permit Posted: _____ Access Sign: _____

Well Control Equipment:
 Pipe Ram: _____ Blind Ram: _____ Hydril Type: _____
 Pressure Test BOP: _____ Test Pressure PSI: _____ Safety Plan: _____

Drill Fluids Management:
 Lined Pit: _____ Unlined Pit: _____ Closed Loop: _____ Semi-Closed Loop: _____
 Multi-Well: _____ Disposal Location: _____

Comment:
 Drilling suspended after cementing of surface casing.
 MIT performed on surface casing.
 0 min: 306 psi, 5 min: 304 psi, 10 min: 304 psi, 15 min: 304 psi.
 COGCC document #200384859.

Facility ID: 297862 Type: WELL API Number: 045-16989 Status: DG Insp. Status: DG

Well Drilling

Rig: Rig Name: _____ Pusher/Rig Manager: _____
 Permit Posted: _____ Access Sign: _____

Well Control Equipment:
 Pipe Ram: _____ Blind Ram: _____ Hydril Type: _____
 Pressure Test BOP: _____ Test Pressure PSI: _____ Safety Plan: _____

Drill Fluids Management:
 Lined Pit: _____ Unlined Pit: _____ Closed Loop: _____ Semi-Closed Loop: _____
 Multi-Well: _____ Disposal Location: _____

Comment:
 Drilling suspended after cementing of surface casing.
 MIT performed on surface casing.
 0 min: 305 psi, 5 min: 303 psi, 10 min: 303 psi, 15 min: 302 psi.
 COGCC document #200384861.

Facility ID: 297863 Type: WELL API Number: 045-16990 Status: DG Insp. Status: DG

Well Drilling

Rig: Rig Name: _____ Pusher/Rig Manager: _____
Permit Posted: _____ Access Sign: _____

Well Control Equipment:

Pipe Ram: _____ Blind Ram: _____ Hydril Type: _____
Pressure Test BOP: _____ Test Pressure PSI: _____ Safety Plan: _____

Drill Fluids

Management:

Lined Pit: _____ Unlined Pit: _____ Closed Loop: _____ Semi-Closed Loop: _____
Multi-Well: _____ Disposal Location: _____

Comment:

Drilling suspended after cementing of surface casing.
MIT performed on surface casing.
0 min: 305 psi, 5 min: 302 psi, 10 min: 301 psi, 15 min: 301 psi.
COGCC document #200384860.

Workover

Comment: _____

Environmental

Spills/Releases:

Type of Spill: _____ Description: _____ Estimated Spill Volume: _____
Comment: _____
Corrective Action: _____ Date: _____
Reportable: _____ GPS: Lat _____ Long _____
Proximity to Surface Water: _____ Depth to Ground Water: _____

Water Well:

DWR Receipt Num: _____ Owner Name: _____ GPS : _____ Lat _____ Long _____

Field Parameters:

Sample Location: _____

Emission Control Burner (ECB): _____
Comment: _____
Pilot: _____ Wildlife Protection Devices (fired vessels): _____

Reclamation - Storm Water - Pit

Interim Reclamation:

Date Interim Reclamation Started: _____ Date Interim Reclamation Completed: _____
Land Use: RANGELAND
Comment: _____
1003a. Debris removed? _____ CM _____
CA _____ CA Date _____
Waste Material Onsite? _____ CM _____
CA _____ CA Date _____

Unused or unneeded equipment onsite? _____ CM _____
 CA _____ CA Date _____
 Pit, cellars, rat holes and other bores closed? _____ CM _____
 CA _____ CA Date _____
 Guy line anchors removed? _____ CM _____
 CA _____ CA Date _____
 Guy line anchors marked? _____ CM _____
 CA _____ CA Date _____

1003b. Area no longer in use? _____ Production areas stabilized ? _____
 1003c. Compacted areas have been cross ripped? _____
 1003d. Drilling pit closed? _____ Subsidence over on drill pit? _____
 Cuttings management: _____
 1003e. Areas no longer needed for drilling or subsequent operations for have been re-vegetated to 80% of pre-existing? _____
 Production areas have been stabilized? _____ Segregated soils have been replaced? _____

RESTORATION AND REVEGETATION

Cropland

Top soil replaced _____ Recontoured _____ Perennial forage re-established _____

Non-Cropland

Top soil replaced _____ Recontoured _____ 80% Revegetation _____

1003 f. Weeds Noxious weeds? _____
 Comment: _____

Overall Interim Reclamation _____

Final Reclamation/ Abandoned Location:

Date Final Reclamation Started: _____ Date Final Reclamation Completed: _____

Final Land Use: RANGELAND _____

Reminder: _____

Comment: _____

Well plugged _____ Pit mouse/rat holes, cellars backfilled _____

Debris removed _____ No disturbance /Location never built _____

Access Roads Regraded _____ Contoured _____ Culverts removed _____

Gravel removed _____

Location and associated production facilities reclaimed _____ Locations, facilities, roads, recontoured _____

Compaction alleviation _____ Dust and erosion control _____

Non cropland: Revegetated 80% _____ Cropland: perennial forage _____

Weeds present _____ Subsidence _____

Comment: _____

Corrective Action: _____ Date _____

Overall Final Reclamation _____ Multi-Well Location

| Storm Water: | | | | | | |
|---------------------|-----------------|-------------------------|-----------------------|---------------|--------------------------|---------|
| Loc Erosion BMPs | BMP Maintenance | Lease Road Erosion BMPs | Lease BMP Maintenance | Chemical BMPs | Chemical BMP Maintenance | Comment |
| | | Silt Fences | Pass | | | |
| Blankets | Pass | Ditches | Pass | | | |
| Compaction | Pass | Rip Rap | Pass | | | |
| | | Gravel | Pass | | | |
| Gravel | Pass | Waddles | Pass | | | |
| Slope Roughening | Pass | Culverts | Pass | | | |

S/U/V: Satisfactory Corrective Date: _____

Comment:

CA: