

**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



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|----|----|----|----|
| DE | ET | OE | ES |
|----|----|----|----|

Inspection Date:

09/06/2013

Document Number:

670200826

Overall Inspection:

Satisfactory**FIELD INSPECTION FORM**

| | | | | |
|---------------------|-------------|--------|-----------------|--|
| Location Identifier | Facility ID | Loc ID | Inspector Name: | On-Site Inspection |
| | 425859 | 334861 | BURGER, CRAIG | <input type="checkbox"/> 2A Doc Num: _____ |

Operator Information:

OGCC Operator Number: 10071 Name of Operator: BARRETT CORPORATION* BILL

Address: 1099 18TH ST STE 2300

City: DENVER State: CO Zip: 80202

Contact Information:

| Contact Name | Phone | Email | Comment |
|-----------------|----------------|------------------------------|---------------------|
| Merry, Jesse | | jmerry@billbarrettcorp.com | |
| Kellerby, Shaun | | Shaun.Kellerby@state.co.us | NW Field Supervisor |
| Axelson, Aaron | (970) 876-1959 | aaxelson@billbarrettcorp.com | Production Foreman |

Compliance Summary:

| | | | | | | | |
|---------------------|-----------|----------------|----------------|------------------------------|-------------------|----------------|-----------------|
| QtrQtr: <u>SENE</u> | | Sec: <u>31</u> | Twp: <u>6S</u> | | Range: <u>91W</u> | | |
| Insp. Date | Doc Num | Insp. Type | Insp Status | Satisfactory /Unsatisfactory | PA P/F/I | Pas/Fail (P/F) | Violation (Y/N) |
| 03/01/2012 | 663800188 | XX | DG | S | | | N |

Inspector Comment:

Surface casings of API#'s 045-21094, 21095, 21096, and 21097 installed. Surface casing cement visible in 045-21094, 21095, and 21096. Surface casing cement not visible in 045-21097. Cement job was observed by COGCC staff (doc#663800188). Production facilities for the two producing wells are on location #335276.

Related Facilities:

| Facility ID | Type | Status | Status Date | Well Class | API Num | Facility Name | |
|-------------|------|--------|-------------|------------|-----------|------------------------|-------------------------------------|
| 211382 | WELL | PR | 07/01/2012 | GW | 045-07142 | GIBSON GULCH UNIT 8-31 | <input checked="" type="checkbox"/> |
| 258927 | WELL | PR | 10/23/2012 | GW | 045-07669 | GIBSON GULCH UNIT 7-31 | <input checked="" type="checkbox"/> |
| 425855 | WELL | XX | 10/16/2011 | GW | 045-21094 | GGU MILLER 32B-31-691 | <input checked="" type="checkbox"/> |
| 425856 | WELL | XX | 10/16/2011 | GW | 045-21095 | GGU MILLER 32A-31-691 | <input checked="" type="checkbox"/> |
| 425858 | WELL | XX | 10/16/2011 | GW | 045-21096 | GGU MILLER 33D-31-691 | <input checked="" type="checkbox"/> |
| 425859 | WELL | XX | 10/16/2011 | GW | 045-21097 | GGU MILLER 32D-31-691 | <input checked="" type="checkbox"/> |

Equipment:**Location Inventory**

| | | | |
|--------------------------------|-------------------------|----------------------|--------------------------|
| Special Purpose Pits: _____ | Drilling Pits: <u>1</u> | Wells: <u>6</u> | Production Pits: _____ |
| Condensate Tanks: <u>4</u> | Water Tanks: <u>2</u> | Separators: <u>6</u> | Electric Motors: _____ |
| Gas or Diesel Motors: <u>1</u> | Cavity Pumps: _____ | LACT Unit: _____ | Pump Jacks: _____ |
| Electric Generators: _____ | Gas Pipeline: <u>1</u> | Oil Pipeline: _____ | Water Pipeline: <u>2</u> |
| Gas Compressors: _____ | VOC Combustor: <u>1</u> | Oil Tanks: _____ | Dehydrator Units: _____ |
| Multi-Well Pits: _____ | Pigging Station: _____ | Flare: _____ | Fuel Tanks: _____ |

Location

Inspector Name: BURGER, CRAIG

| Signs/Marker: | | | | |
|----------------------|-----------------------------|---|--|------------|
| Type | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
| WELLHEAD | Unsatisfactory | Signs not present for wells where surface casings were installed. | Install signs to comply with rule 210.d. | 10/11/2013 |

Emergency Contact Number: (S/U/V) Satisfactory Corrective Date: _____

Comment: _____

Corrective Action: _____

| Good Housekeeping: | | | | |
|---------------------------|-----------------------------|--------------------|-------------------|------------|
| Type | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
| WEEDS | Unsatisfactory | Weeds on location. | Manage weeds. | 10/11/2013 |

| Spills: | | | | |
|--|------|--------|-------------------|---------|
| Type | Area | Volume | Corrective action | CA Date |
| <input type="checkbox"/> Multiple Spills and Releases? | | | | |

| Fencing: | | | | |
|-----------------|-----------------------------|--------------|-------------------|---------|
| Type | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
| WELLHEAD | Satisfactory | cattle panel | | |

| Equipment: | | | | | |
|-------------------|---|-----------------------------|---------|-------------------|---------|
| Type | # | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
| Plunger Lift | 2 | Satisfactory | | | |

| Venting: | | |
|-----------------|---------|--|
| Yes/No | Comment | |
| NO | | |

| Flaring: | | | | |
|-----------------|-----------------------------|---------|-------------------|---------|
| Type | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
| | | | | |

| Predrill | | | | |
|--|----------|---|-----------------------|--|
| Location ID: 334861 | | | | |
| Site Preparation: | | | | |
| Lease Road Adeq.: _____ | | Pads: _____ | Soil Stockpile: _____ | |
| Corrective Action: _____ | | Date: _____ | CDP Num.: _____ | |
| Form 2A COAs: | | | | |
| Group | User | Comment | Date | |
| OGLA | kubeczko | Initiated/Completed OGLA Form 2A review on 08-28-11 by Dave Kubeczko; passed by CPW on 09-30-11 with operator submitted BMPs acceptable; passed OGLA Form 2A review on 10-07-11 by Dave Kubeczko; no COAs, BMPs are sufficient. | 08/29/2011 | |
| Comment: Stormwater and erosion control BMP's in place. | | | | |
| CA: _____ | | | Date: _____ | |
| Wildlife BMPs: | | | | |

| BMP Type | Comment |
|--------------------------------|---|
| Drilling/Completion Operations | <p data-bbox="362 132 711 159">BBC GENERAL PRACTICES</p> <p data-bbox="362 222 568 249">NOTIFICATIONS</p> <ul data-bbox="362 252 1404 279" style="list-style-type: none"> • Proper notifications required by COGCC regulations or policy memos will be adhered to <p data-bbox="362 342 925 369">TRENCHES/PITS/TEMPORARY FRAC TANKS</p> <ul data-bbox="362 401 1507 1077" style="list-style-type: none"> • Unlined pits will not be constructed on fill material. • Drill cuttings from the wellbore will be directed into a lined and bermed surface containments. Any free liquids accumulated in the containment would be removed as soon as practicable. • Drilling pits utilized for completion operations will be permitted (if applicable) and lined, operated in accordance with COGCC regulations, specifically Rule 903 and Rule 904. All permitted pits (Form 15) will be closed per Rule 905 and non-permitted drilling pits would be closed in accordance with Rule 1003. • Drilling pits used for completion will be fenced with appropriate wildlife mesh on the bottom portion. Appropriate netting will be installed within 30 days of the pit becoming inactive. • Flowback and stimulation fluids from the wells being completed will be sent to tanks and/or filters to allow the sand to settle out before the fluids are placed into the pit for reuse or disposal at a BBC SWD facility. • All flowback water will be confined to the lined completion pit or storage tanks for a period not to exceed ninety days and will be recycled for re-use, piped or trucked offsite to one of the approved disposal facilities below. Flowback sands stored on location will be remediated and buried on location or hauled to a state approved disposal facility. <ul data-bbox="362 873 1203 989" style="list-style-type: none"> o Circle B Land 33A-35-692SWD, API# 05-045-18493, UIC# 159277 o GGU Rodreick #21B-31-691 SWD, API# 05-045-13803, UIC# 159176 o Specialty #13A-28-692 SWD, API# 05-045-14054, UIC# 159212 o Scott 41D-36-692 SWD, API# 05-045-11169, UIC# 159159 • Temporary frac tanks installed on location will have proper secondary containment according to SPCC regulations such as either putting a perimeter berm around location or around the frac tanks. |

| | |
|----------|--|
| Wildlife | <p>BBC WILDLIFE BEST MANAGEMENT PRACTICES</p> <p>GENERAL WILDLIFE AND ENVIRONMENTAL PROTECTION MEASURES</p> <ul style="list-style-type: none">• Establish policies to protect wildlife (e.g., no poaching, no firearms, no dogs on location, no feeding of wildlife, etc.)• Promptly report spills that affect wildlife to the Water Quality Control Division of CDPHE and CDOW• Avoid location staging, refueling, and storage areas within 300 feet, of any reservoir, lake, wetland, or natural perennial or seasonal flowing stream or river. <p>INFRASTRUCTURE LAYOUT WILDLIFE PROTECTION MEASURES</p> <ul style="list-style-type: none">• Implementing fugitive dust control measures• Limit parking to disturbed areas as much as possible <p>DRILLING AND PRODUCTION OPERATION WILDLIFE PROTECTION MEASURES</p> <ul style="list-style-type: none">• Reduce visits to well-sites through remote monitoring (i.e. SCADA) and the use of multifunction contractors, where practicable.• Install exclusionary device to prevent bird and other wildlife access to equipment stacks, vents and openings.• Establish company guidelines to minimize wildlife mortality from vehicle collision on roads. <p>FLUID PIT/POND WILDLIFE PROTECTION MEASURES</p> <ul style="list-style-type: none">• Install and maintain adequate measures to exclude all types of wildlife (e.g., big game and birds) from all fluid pits/ponds with fencing, flagging and other appropriate exclusion measures). BBC currently installs 6' wildlife proof fences on all pits and freshwater ponds with free liquids. In addition, BBC will install bird netting over "inactive" pits with free liquids after 30 days of inactivity. <p>INVASIVE/NON-NATIVE VEGETATION CONTROL</p> <ul style="list-style-type: none">• Educate employees and contractors about noxious and invasive weed issues. <p>RESTORATION, RECLAMATION AND ABANDONMENT</p> <ul style="list-style-type: none">• Avoid aggressive non-native grasses and shrubs in mule deer and elk habitat restorations.• Revegetate with seed mixtures that are of the surface owner's preference that are compatible with both livestock and wildlife. |
|----------|--|

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|------------------------------------|--|
| <p>Storm Water/Erosion Control</p> | <p>BBC STORM WATER AND SPILL CONTROL PRACTICES</p> <p>GENERAL</p> <ul style="list-style-type: none"> • Utilize diking and other forms of containment and diversions around tanks, drums, chemicals, liquids, pits, impoundments, or well pads • Use drip pans, sumps, or liners where appropriate • Limit the amount of land disturbed during construction of pad, access road, and facilities • Employ spill response plan (SPCC) for all facilities • Dispose properly offsite any wastes fluids and other materials <p>MATERIAL HANDLING, ACTIVITIES, PRACTICES AND STORM WATER DIVERSION</p> <ul style="list-style-type: none"> • Secondary containment of tanks, drums, and storage areas is mandatory to prohibit discharges to surface waters. A minimum of 110% capacity required of largest storage tank within a containment area • Material handling and spill prevention procedures and practices will be followed to help prohibit discharges to surface waters • Proper loading, and transportation procedures to be followed for all materials to and from locations <p>EROSION CONTROL</p> <ul style="list-style-type: none"> • Pad and access road to be designed to minimize erosion • Pad and access road to implement appropriate erosion control devices where necessary to minimize erosion • Routine inspections of sites and controls to be implemented with additions, repairs, and optimization to occur as necessary to minimize erosion. <p>EROSION CONTROL SPECIFIC TO PROTECT NEARBY IRRIGATION DITCH</p> <ul style="list-style-type: none"> • Seed and install erosion control blankets on all fill slopes. Erosion control blankets must be designed for installation and sediment on 1 1/2: 1 or steeper slopes; • Install a 3' compacted, earthen perimeter berm on the pad surface at the top of all fill slopes. This perimeter berm should tie into the cut slopes and provide 360° containment of the pad; and • install a diversion ditch and sediment basins at the toe of all fill slopes to collect any sediment and redirect stormwater away from the irrigation ditches. <p>SELF INSPECTION, MAINTENANCE, AND HOUSEKEEPING</p> <ul style="list-style-type: none"> • All employees are trained in spill response, good housekeeping, material management practices, and procedures for equipment and container washing annually • Conduct internal storm water inspections per applicable stormwater regulations • Conduct routine informal inspections of all tanks and storage facilities at least weekly • All containment areas are to be inspected weekly or following a heavy rain event. • Any excessive precipitation accumulation within containment should be removed as appropriate and disposed of properly • All structural berms, dikes, and containment will be inspected periodically to ensure they are operating correctly <p>SPILL RESPONSE</p> <ul style="list-style-type: none"> • Spill response procedures as per the BBC field SPCC Plan <p>VEHICLE & LOCATION PROCEDURES</p> <ul style="list-style-type: none"> • Vehicles entering location are to be free of chemical, oil, mud, weeds, trash, and debris • Location to be treated to kill weeds and bladed when necessary <p>Bill Barrett Corp. – CDPHE Stormwater Permit Number: COR-039752</p> |
|------------------------------------|--|

Comment: No drilling or completions activities at time of inspection. No pits on location. No temporary tanks on location.

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: 211382 Type: WELL API Number: 045-07142 Status: PR Insp. Status: PR**Producing Well**Comment: plunger liftFacility ID: 258927 Type: WELL API Number: 045-07669 Status: PR Insp. Status: PR**Producing Well**Comment: plunger liftFacility ID: 425855 Type: WELL API Number: 045-21094 Status: XX Insp. Status: DGFacility ID: 425856 Type: WELL API Number: 045-21095 Status: XX Insp. Status: DGFacility ID: 425858 Type: WELL API Number: 045-21096 Status: XX Insp. Status: DGFacility ID: 425859 Type: WELL API Number: 045-21097 Status: XX Insp. Status: DG**Environmental****Spills/Releases:**

Inspector Name: BURGER, CRAIG

| | | |
|-----------------------------|------------------------|-------------------------|
| 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: | Lat | Long |
| DWR Receipt Num: | Owner Name: | GPS : |

| |
|--------------------------|
| Field Parameters: |
|--------------------------|

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|------------------|
| Sample Location: |
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| | |
|--------------------------------|--|
| 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: HAY MEADOW, IRRIGATED, OTHER | |
| Comment: Active permits on location. | |
| 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 | |

Inspector Name: BURGER, CRAIG

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: HAY MEADOW, IRRIGATED, OTHER _____

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 |
|------------------|-----------------|-------------------------|-----------------------|---------------|--------------------------|---------|
| Ditches | Pass | Gravel | Pass | | | |
| Sediment Traps | Pass | | | | | |
| Berms | Pass | Ditches | Pass | | | |
| Gravel | Pass | | | | | |
| Check Dams | Pass | Culverts | Pass | | | |
| Rip Rap | Pass | | | | | |
| | | | | | | |

S/U/V: Satisfactory _____ Corrective Date: _____

Comment: _____

CA: _____