

FORM
10Rev
10/12State of Colorado
Oil and Gas Conservation Commission

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



OGCC RECEPTION

Receive Date:

09/13/2013

Document Number:

400478405

CERTIFICATION OF CLEARANCE AND/OR CHANGE OF OPERATOR

This form is to be used for Certification of Clearance to transport product off lease. A Form 10 shall be filed for a well within 30 days of first production or a change of transporter/gatherer. A Form 10 shall be filed within 15 days of a change or transfer of ownership of a well, location, pit or facility. Documentation for ratification of sale or transfer of ownership must be attached for Change of Operator. **It is the Operator's responsibility to mail approved copies to the Transporter and/or Gatherer for each well listed.** This form is not used for well name or well status changes. For more information, visit [www.http://cogcc.state.co.us](http://cogcc.state.co.us)

OGCC Operator Number: 10261 Contact Person: Donald Barbula
Company Name: BAYSWATER EXPLORATION AND PRODUCTION LLC Phone: (303) 893.2503
Address: 730 17TH ST STE 610 Fax: (303) 893.2508
City: DENVER State: CO Zip: 80202 Email: DBarbula@Bayswater.us

Operator Bond Status: ☒ Blanket Surety ID: 2008-0034 Individual Surety ID: see listing by individual well

☐ New Well Cert of Clearance ☒ Change of Operator ☐ Add/Change Transporter or Gatherer

Effective Date of Change Below 09/13/2013 Form is being submitted by: Buyer

Non-Submitting Operator Information:

OGCC Number of NON-Submitting 10131 Name of NON-Submitting ST. JAMES ENERGY OPERATING INC

NON-submitting Operator is Seller Contact Name James L. Jensen Title: President

NON-submitting Operator Contact Email: james@stjamesenergy.com

Add/Change Transporter or Gatherer

☒ Add ☐ Delete Product: ☒ Oil ☐ Gas

OGCC Transporter No: 70505 Suffix: _____

Trans./Gatherer Name: PLAINS MARKETING LP

Address: 333 CLAY ST #1600 City: HOUSTON State: TX Zip: 77002

Phone: () Email Contact: _____

☒ Add ☐ Delete Product: ☐ Oil ☒ Gas

OGCC Transporter No: 4680 Suffix: _____

Trans./Gatherer Name: DCP MIDSTREAM LP

Address: 370 17TH STREET - SUITE 2500 City: DENVER State: CO Zip: 80202

Phone: () Email Contact: _____

Remark: _____

I hereby certify that the statements made in this form are, to the best of my knowledge, true, correct and complete. The transporter(s)/gatherer(s) is (are) authorized to transport the oil and/or gas produced from the listed well(s) and that this authorization will be valid until further notice to the transporter named herein or until cancelled by the Colorado Oil and Gas Conservation Commission.

SUBMITTED BY:

Signed: _____

Print Name: Stephen M. Struna

Title: President

Email: SStruna@Bayswater.us

Date: 09/13/2013

CHANGE OF OPERATOR:

Name of Buying Operator:

BAYSWATER EXPLORATION AND PRODUCTION LLC

Name of Selling Operator:

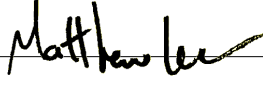
ST. JAMES ENERGY OPERATING INC

Signature: _____ Date: 09/13/2013

Signature: _____ Date: 09/13/2013

Print Name: Stephen M. Struna Title: President

Print Name: James L. Jensen Title: President

COGCC Approved: 

Title: Director of COGCC

Date: 10/10/2013

State of Colorado

Oil and Gas Conservation Commission

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



Document Number:

400478405**CHANGE OF TRANSPORTER/GATHERER and/or CHANGE OF OPERATOR**

OGCC Operator Number: 10261

Name of Operator: BAYSWATER EXPLORATION AND PRODUCTION LLC

FOR OGCC USE ONLY

CENTRALIZED EP WASTE MGMT FAC: 0 GAS STORAGE FACILITY: 0 SERVICE SITE: 0 UIC SIMULTANEOUS DISPOSAL: 0
 GAS COMPRESSOR: 0 LOCATION: 0 TANK BATTERY: 0 UIC WATER TRANSFER STATION: 0
 GAS GATHERING SYSTEM: 0 PIPELINE: 0 UIC DISPOSAL: 0 WATER GATHERING SYSTEM LINE: 0
 GAS PROCESSING PLANT: 0 PIT: 1 UIC ENHANCED RECOVERY: 0 WELL: 52

Total Approved: 53 Total out of Total Total Submitted: 53 are listed below:

| # | TYPE | API | FAC ID | Loc# | Facility | | Location (QQ/S/T/R) | Surety ID | Transporter / Gatherer |
|----|------|-----------|--------|--------|--------------------|-----------|------------------------|-----------|---------------------------|
| | | | | | Name | Number | | | |
| 1 | WELL | 123-34145 | 424717 | 424718 | Larson Farms | 5-24 | NESW/24/6N/64W | | |
| 2 | WELL | 123-22434 | 274118 | 305092 | MCCLOSKEY | 11-10 | NWNW/9/5N/66W | | 4680 |
| | WELL | | 274118 | 305092 | | | | | 70505 |
| 3 | WELL | 123-37282 | 432785 | 432784 | Albrighton | 2-10 | SWSW/10/6N/64 | | |
| 4 | WELL | 123-11680 | 243888 | 322582 | MONFORT | 34-25 | SWSE/25/6N/66W | | 4680 |
| | WELL | | 243888 | 322582 | | | | | 70505 |
| 5 | WELL | 123-27175 | 297541 | 310876 | OWL CREEK | 7-5 | SESE/5/6N/64W | | 4680 |
| | WELL | | 297541 | 310876 | | | | | 70505 |
| 6 | WELL | 123-12301 | 244506 | 322947 | HELZER-FA | 13-2-6-64 | NWSW/2/6N/64W | | 4680 |
| | WELL | | 244506 | 322947 | | | | | 70505 |
| 7 | WELL | 123-29188 | 298893 | 302470 | Dyer | 1-2 | NWNW/2/6N/64W | | |
| 8 | WELL | 123-11478 | 243686 | 319562 | MONFORT FEED LOT | 1-25 | NESE/25/6N/66W | | 4680 |
| | WELL | | 243686 | 319562 | | | | | 70505 |
| 9 | WELL | 123-29707 | 300383 | 302732 | Larson Fairmeadows | 6-30 | NESW/30/6N/63W | | |
| 10 | WELL | 123-11042 | 243251 | 319307 | WHITE | 8-1 | NWNW/8/5N/66W | | 4680 |
| | WELL | | 243251 | 319307 | | | | | 70505 |
| 11 | WELL | 123-13226 | 245431 | 323581 | FERGUSON | 43-35 | NESE/35/5N/65W | | 4680 |
| | WELL | | 245431 | 323581 | | | | | 70505 |
| 12 | WELL | 123-29187 | 298892 | 302470 | Dyer | 2-2 | SWNW/2/6N/64W | | |
| 13 | WELL | 123-11935 | 244142 | 322723 | OWL CREEK | 9 | SWSW/31/7N/64 | | 4680 |
| | WELL | | 244142 | 322723 | | | | | 70505 |
| 14 | WELL | 123-12305 | 244510 | 322949 | HIRD TRUST | 11-10 | NWNW/10/6N/64 | | 4680 |
| | WELL | | 244510 | 322949 | | | | | 70505 |
| 15 | WELL | 123-12703 | 244908 | 323201 | ELEANOR | 1-29 | SESE/29/7N/65W | | 4680 |
| | WELL | | 244908 | 323201 | | | | | 70505 |
| 16 | WELL | 123-11929 | 244136 | 322720 | OWL CREEK | 7 | NESE/5/6N/64W | | 4680 |
| | WELL | | 244136 | 322720 | | | | | 70505 |
| 17 | WELL | 123-34149 | 424722 | 424718 | Larson Farms | 7-24 | NESW/24/6N/64W | | 4680 |
| | WELL | | 424722 | 424718 | | | | | 70505 |
| 18 | WELL | 123-12064 | 244270 | 322792 | OWL CREEK | 49 | SESE/35/7N/64W | | 4680 |
| | WELL | | 244270 | 322792 | | | | | 70505 |
| 19 | WELL | 123-29042 | 298379 | 302383 | ANDOLSEK | 2-2 | NESW/2/6N/65W | | 4680 |
| | WELL | | 298379 | 302383 | | | | | 70505 |
| 20 | WELL | 123-11679 | 243887 | 322581 | KINDSFATER | #23-13 | NESW/13/6N/66W | | 4680 |
| | WELL | | 243887 | 322581 | | | | | 70505 |
| 21 | WELL | 123-37280 | 432782 | 432784 | Albrighton | 1-10 | SWSW/10/6N/64 | | |

| | | | | | | | | | |
|----|------|-----------|--------|--------|--------------------|------------|----------------|--|-------|
| 22 | WELL | 123-29709 | 300385 | 302734 | COCKROFT | 10-4 | SESW/2/6N/64W | | 4680 |
| | WELL | | 300385 | 302734 | | | | | 70505 |
| 23 | WELL | 123-29044 | 298381 | 302385 | FAIRMEADOWS | 3-30 | NWSW/30/6N/63 | | 4680 |
| | WELL | | 298381 | 302385 | | | | | 70505 |
| 24 | WELL | 123-11936 | 244143 | 322724 | OWL CREEK | 10 | SESE/33/7N/64W | | 4680 |
| | WELL | | 244143 | 322724 | | | | | 70505 |
| 25 | WELL | 123-29820 | 300683 | 302789 | CECIL | 35-1 | SWSE/35/7N/64W | | 4680 |
| | WELL | | 300683 | 302789 | | | | | 70505 |
| 26 | WELL | 123-12861 | 245066 | 323321 | FAIR MEADOWS | 1-30 | SWSW/30/6N/63 | | 4680 |
| | WELL | | 245066 | 323321 | | | | | 70505 |
| 27 | WELL | 123-34146 | 424719 | 424718 | Larson Farms | 6-24 | NESW/24/6N/64W | | 4680 |
| | WELL | | 424719 | 424718 | | | | | 70505 |
| 28 | WELL | 123-27174 | 297540 | 310875 | OWL CREEK | 6-17 | SENE/17/6N/64W | | 4680 |
| | WELL | | 297540 | 310875 | | | | | 70505 |
| 29 | WELL | 123-37281 | 432783 | 432784 | Albrighton | 3-10 | SWSW/10/6N/64 | | |
| 30 | WELL | 123-11499 | 243707 | 319575 | ADAMS | 1-25 | NENE/25/6N/66W | | 4680 |
| | WELL | | 243707 | 319575 | | | | | 70505 |
| 31 | WELL | 123-23515 | 282561 | 305812 | LARSEN | 2-30 | SWSE/30/6N/63W | | 4680 |
| | WELL | | 282561 | 305812 | | | | | 70505 |
| 32 | WELL | 123-11462 | 243670 | 319552 | KISSLER-AMEN ET | 1-25 | SWSW/25/6N/66 | | 4680 |
| | WELL | | 243670 | 319552 | | | | | 70505 |
| 33 | WELL | 123-29711 | 300387 | 302736 | Cockroft | 10-5 | NESW/2/6N/64W | | |
| 34 | WELL | 123-29718 | 300400 | 302740 | HEIDENREICH | 10-2 | NESW/10/6N/64W | | 4680 |
| | WELL | | 300400 | 302740 | | | | | 70505 |
| 35 | WELL | 123-34360 | 425375 | 425376 | Larson Farms | 2-24 | SWNE/24/6N/64W | | |
| 36 | PIT | | 111679 | 323417 | CLARK 1-25 | | NWSE/25/7N/66W | | |
| 37 | WELL | 123-34147 | 424720 | 424718 | Larson Farms | 3-24 | NESW/24/6N/64W | | |
| 38 | WELL | 123-11934 | 244141 | 322722 | OWL CREEK | 13 | NWNW/29/7N/64 | | 4680 |
| | WELL | | 244141 | 322722 | | | | | 70505 |
| 39 | WELL | 123-11464 | 243672 | 319553 | 146 COMPANY | 14-1 | SWNW/14/6N/66 | | 4680 |
| | WELL | | 243672 | 319553 | | | | | 70505 |
| 40 | WELL | 123-34359 | 425374 | 425376 | Larson Farms | 1-24 | SWNE/24/6N/64W | | |
| 41 | WELL | 123-12304 | 244509 | 322948 | HEIDENREICH, | 13-10-6-64 | NWSW/10/6N/64 | | 4680 |
| | WELL | | 244509 | 322948 | | | | | 70505 |
| 42 | WELL | 123-29690 | 300364 | 302720 | OWL CREEK | 10-2 | NESE/33/7N/64W | | 4680 |
| | WELL | | 300364 | 302720 | | | | | 70505 |
| 43 | WELL | 123-12702 | 244907 | 323200 | MOODY | 1-30 | NENE/30/7N/64W | | 4680 |
| | WELL | | 244907 | 323200 | | | | | 70505 |
| 44 | WELL | 123-11471 | 243679 | 319557 | ROWE | 13-1 | SWSW/13/6N/66 | | 4680 |
| | WELL | | 243679 | 319557 | | | | | 70505 |
| 45 | WELL | 123-12992 | 245197 | 323417 | CLARK | 1-25 | NWSE/25/7N/66W | | 4680 |
| | WELL | | 245197 | 323417 | | | | | 70505 |
| 46 | WELL | 123-29710 | 300386 | 302735 | Cockroft | 10-3 | NESW/2/6N/64W | | |
| 47 | WELL | 123-29045 | 298382 | 302386 | FAIRMEADOWS | 4-30 | NWSE/30/6N/63W | | |
| 48 | WELL | 123-34148 | 424721 | 424718 | Larson Farms | 4-24 | NESW/24/6N/64W | | 4680 |
| | WELL | | 424721 | 424718 | | | | | 70505 |
| 49 | WELL | 123-12575 | 244780 | 323113 | ANDOLSEK | 1-2 | NWSW/2/6N/65W | | 4680 |
| | WELL | | 244780 | 323113 | | | | | 70505 |
| 50 | WELL | 123-29470 | 299675 | 302606 | FOSS | 1-10 | NENW/10/6N/64W | | 4680 |
| | WELL | | 299675 | 302606 | | | | | 70505 |
| 51 | WELL | 123-35271 | 428187 | 428167 | Larson Fairmeadows | 7-30 | NESW/30/6N/63W | | |
| 52 | WELL | 123-29708 | 300384 | 302733 | LARSEN | 5-30 | SESW/30/6N/63W | | |

| | | | | | | | | | |
|----|------|-----------|--------|--------|--------------|------|---------------|--|--|
| 53 | WELL | 123-29043 | 298380 | 302384 | AURORA DAIRY | 10-2 | SWSW/2/6N/64W | | |
|----|------|-----------|--------|--------|--------------|------|---------------|--|--|

Total Deleted: 0 Total out of Total Total Submitted: 53 are listed below:

| # | TYPE | API | FAC ID | Loc# | Facility | | Location (QQ/S/T/R) | Surety ID | Transporter / Gatherer |
|---|------|-----|--------|------|----------|--------|------------------------|-----------|---------------------------|
| | | | | | Name | Number | | | |

Total Pending: 0 Total out of Total Total Submitted: 53 are listed below:

| # | TYPE | API | FAC ID | Loc# | Facility | | Location (QQ/S/T/R) | Surety ID | Transporter / Gatherer |
|---|------|-----|--------|------|----------|--------|------------------------|-----------|---------------------------|
| | | | | | Name | Number | | | |