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WELL ABANDONMENT REPORT

This form is to be submitted as an Intent to Abandon whenever an abandonment is planned on a borehole. After the abandonment is complete, this form shall again be submitted as a Subsequent Report of the actual work completed. The approved intent shall be valid for six months after the approval date, after that period, a new intent will be required. Attachments required with the Intent to Abandon are wellbore diagrams of the current configuration and the proposed configuration with plugs set.
 A Subsequent Report of Abandonment shall indicate the actual work completed. Attachments required with a Subsequent Report are a wellbore diagram showing plugs that were set and casing remaining in the hole, the job summaries from all plugging contractors used, including wireline and cementing (third party verification) and any logs that may have been run during abandonment.

OGCC Operator Number: 10112 Contact Name: Eric Sappington
 Name of Operator: FOUNDATION ENERGY MANAGEMENT LLC Phone: (918) 526-5565
 Address: 16000 DALLAS PARKWAY #875 Fax: _____
 City: DALLAS State: TX Zip: 75248- Email: regulatory@foundationenergy.com

For "Intent" 24 hour notice required, Name: JOHNSON, RANDELL Tel: _____
 Email: randell.johnson@state.co.us

COGCC contact: _____

API Number 05-123-09240-00 Well Number: 6
 Well Name: PACE-CONNELLY
 Location: QtrQtr: NWSW Section: 26 Township: 2N Range: 68W Meridian: 6
 County: WELD Federal, Indian or State Lease Number: _____
 Field Name: SPINDLE Field Number: 77900

Notice of Intent to Abandon Subsequent Report of Abandonment

Only Complete the Following Background Information for Intent to Abandon

Latitude: 40.108270 Longitude: -104.978150
 GPS Data:
 Date of Measurement: 01/22/2010 PDOP Reading: 1.7 GPS Instrument Operator's Name: Joseph Collins
 Reason for Abandonment: Dry Production for Sub-economic Mechanical Problems
 Other _____
 Casing to be pulled: Yes No Estimated Depth: 3000
 Fish in Hole: Yes No If yes, explain details below
 Wellbore has Uncemented Casing leaks: Yes No If yes, explain details below
 Details: _____

Current and Previously Abandoned Zones

Formation	Code	Perf. Top	Perf. Bottom	Date	Method of Isolation	Plug Depth
SHANNON	SNSD	4930	4956			
SUSSEX	SUSX	4495	4525			

Total: 2 zone(s)

Casing History

Casing Type	Size of Hole	Size of Casing	Weight Per Foot	Setting Depth	Sacks Cement	Cement Bot	Cement Top	Status
SURF	12+1/4	8+5/8	24	558	400	558	0	VISU
1ST	7+7/8	4+1/2	11.6	5,048	400	5,048	3,047	CALC

Plugging Procedure for Intent and Subsequent Report

CIBP #1: Depth 4445 with 2 sacks cmt on top. CIPB #2: Depth _____ with _____ sacks cmt on top.
 CIBP #3: Depth _____ with _____ sacks cmt on top. CIPB #4: Depth _____ with _____ sacks cmt on top.
 CIBP #5: Depth _____ with _____ sacks cmt on top.

NOTE: Two(2) sacks cement required on all CIBPs.

Set 45 sks cmt from 2900 ft. to 3050 ft. Plug Type: STUB PLUG Plug Tagged:
 Set _____ sks cmt from _____ ft. to _____ ft. Plug Type: _____ Plug Tagged:
 Set _____ sks cmt from _____ ft. to _____ ft. Plug Type: _____ Plug Tagged:
 Set _____ sks cmt from _____ ft. to _____ ft. Plug Type: _____ Plug Tagged:
 Set _____ sks cmt from _____ ft. to _____ ft. Plug Type: _____ Plug Tagged:

Perforate and squeeze at _____ ft. with _____ sacks. Leave at least 100 ft. in casing _____ CICR Depth
 Perforate and squeeze at _____ ft. with _____ sacks. Leave at least 100 ft. in casing _____ CICR Depth
 Perforate and squeeze at _____ ft. with _____ sacks. Leave at least 100 ft. in casing _____ CICR Depth
 (Cast Iron Cement Retainer Depth)

Set 57 sacks half in. half out surface casing from 518 ft. to 685 ft. Plug Tagged:
 Set _____ sacks at surface
 Cut four feet below ground level, weld on plate Above Ground Dry-Hole Marker: Yes No
 Set _____ sacks in rat hole Set _____ sacks in mouse hole

Additional Plugging Information for Subsequent Report Only

Casing Recovered: _____ ft. of _____ inch casing Plugging Date: _____
 *Wireline Contractor: _____ *Cementing Contractor: _____
 Type of Cement and Additives Used: _____
 Flowline/Pipeline has been abandoned per Rule 1103 Yes No *ATTACH JOB SUMMARY

Technical Detail/Comments:

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

Signed: _____ Print Name: Caitlin O'Hair
 Title: D&C/HSE Assistant Date: _____ Email: regulatory@foundationenergy.com

Based on the information provided herein, this Well Abandonment Report (Form 6) complies with COGCC Rules and applicable orders and is hereby approved.

COGCC Approved: _____ Date: _____

CONDITIONS OF APPROVAL, IF ANY: _____ Expiration Date: _____

COA Type	Description

Attachment Check List

Att Doc Num	Name
400529297	WELLBORE DIAGRAM
400530854	WELLBORE DIAGRAM

Total Attach: 2 Files

General Comments

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

Total: 0 comment(s)