FORM 2A Rev 08/13

State of Colorado
Oil and Gas Conservation Commission

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

Oil and Gas Location Assessment

Document Number: 400579719

Date Received: 04/28/2014

☐ New Location ☐ Refile ☒ Amend Existing Location Location#: 334646

Location ID: **334646**

Expiration Date: **07/26/2017**

Submit signed original form. This Oil and Gas Location Assessment is to be submitted to the COGCC for approval prior to any ground disturbance activity associated with oil and gas operations. Approval of this Oil and Gas Location Assessment will allow for the construction of the below specified Location; however, it does not supersede any land use rules applied by the local land use authority. Please see the COGCC website at http://cogcc.state.co.us/ for all accompanying information pertinent this Oil and Gas Location Assessment.

☐ This location assessment is included as part of a permit application.

CONSULTATION

☐ This location is included in a Comprehensive Drilling Plan. CDP #

☐ This location is in a sensitive wildlife habitat area.

☐ This location is in a wildlife restricted surface occupancy area.

☐ This location includes a Rule 306.d.(1)A.ii. variance request.

Operator

Operator Number: 96850

Name: WPX ENERGY ROCKY MOUNTAIN LLC

Address: 1001 17TH STREET - SUITE #1200

City: DENVER State: CO Zip: 80202

Contact Information

Name: Reed Haddock

Phone: (303) 606-4086

Fax: (303) 629-8268

email: reed.haddock@wpxenergy.com

RECLAMATION FINANCIAL ASSURANCE

☐ Plugging and Abandonment Bond Surety ID: 20030107 ☐ Gas Facility Surety ID:

☐ Waste Management Surety ID:

LOCATION IDENTIFICATION

Name: C&C Energy GM Number: 313-12 Frac Pad

County: GARFIELD

QuarterQuarter: NWSW Section: 12 Township: 7S Range: 96W Meridian: 6 Ground Elevation: 5200

Define a single point as a location reference for the facility location. When the location is to be used as a well site then the point shall be a well location.

Footage at surface: 1740 feet FSL from North or South section line

889 feet FWL from East or West section line

Latitude: 39.449636 Longitude: -108.065013

PDOP Reading: 1.6 Date of Measurement: 03/28/2014

Instrument Operator's Name: Jared Christopher

RELATED REMOTE LOCATIONS

(Enter as many Related Locations as necessary. Enter the Form 2A document # only if there is no established COGCC Location ID#)

This proposed Oil and Gas Location is:	LOCATION ID #	FORM 2A DOC #
☐		

FACILITIES

Indicate the number of each type of oil and gas facility planned on location

Wells	10	Oil Tanks	1	Condensate Tanks		Water Tanks	2	Buried Produced Water Vaults	
Drilling Pits		Production Pits		Special Purpose Pits		Multi-Well Pits		Temporary Large Volume Above Ground Tanks	
Pump Jacks		Separators	10	Injection Pumps		Cavity Pumps			
Gas or Diesel Motors		Electric Motors		Electric Generators		Fuel Tanks		Gas Compressors	
Dehydrator Units		Vapor Recovery Unit		VOC Combustor		Flare		LACT Unit	
								Pigging Station	

OTHER FACILITIES

Other Facility Type	Number

Per Rule 303.b.(3)C, description of all oil, gas, and/or water pipelines:

Existing location - no new production equipment. Above equipment is existing.
15 temporary frac tanks

CONSTRUCTION

Date planned to commence construction: 08/01/2014 Size of disturbed area during construction in acres: 2.17

Estimated date that interim reclamation will begin: 02/01/2015 Size of location after interim reclamation in acres: 0.50

Estimated post-construction ground elevation: 5200

DRILLING PROGRAM

Will a closed loop system be used for drilling fluids:

Is H_2S anticipated?

Will salt sections be encountered during drilling:

Will salt based mud (>15,000 ppm Cl) be used?

Will oil based drilling fluids be used?

DRILLING WASTE MANAGEMENT PROGRAM

Drilling Fluids Disposal: Drilling Fluids Disposal Method:

Cutting Disposal: Cuttings Disposal Method:

Other Disposal Description:

This applciation request is for a frac pad.

Beneficial reuse or land application plan submitted?

Reuse Facility ID: or Document Number:

Centralized E&P Waste Management Facility ID, if applicable:

SURFACE & MINERALS & RIGHT TO CONSTRUCT

Name: C&C Energy Capital LLC Phone:

Address: 213 Diamond Loop Fax:

Address: Email:

City: Parachute State: CO Zip: 81635

Surface Owner: ☒ Fee ☐ State ☐ Federal ☐ Indian

Check all that apply. The Surface Owner: ☐ is the mineral owner

☐ is committed to an oil and Gas Lease

☐ has signed the Oil and Gas Lease

☐ is the applicant

The Mineral Owner beneath this Oil and Gas Location is: ☒ Fee ☐ State ☐ Federal ☐ Indian

The Minerals beneath this Oil and Gas Location will be developed from or produced to this Oil and Gas Location: Yes

The right to construct this Oil and Gas Location is granted by: Surface Use Agreement

Surface damage assurance if no agreement is in place: Surface Surety ID:

Date of Rule 306 surface owner consultation

CURRENT AND FUTURE LAND USE

Current Land Use (Check all that apply):

Crop Land:	☐ Irrigated	☐ Dry land	☐ Improved Pasture	☐ Hay Meadow	☐ CRP
Non-Crop Land:	☒ Rangeland	☐ Timber	☐ Recreational	☐ Other (describe):	
Subdivided:	☐ Industrial	☐ Commercial	☐ Residential		

Future Land Use (Check all that apply):

Crop Land:	☐ Irrigated	☐ Dry land	☐ Improved Pasture	☐ Hay Meadow	☐ CRP
Non-Crop Land:	☒ Rangeland	☐ Timber	☐ Recreational	☐ Other (describe):	
Subdivided:	☐ Industrial	☐ Commercial	☐ Residential		

CULTURAL DISTANCE INFORMATION

Distance to nearest:

Building:	447	Feet
Building Unit:	447	Feet
High Occupancy Building Unit:	3544	Feet
Designated Outside Activity Area:	3420	Feet
Public Road:	922	Feet
Above Ground Utility:	677	Feet
Railroad:	2606	Feet
Property Line:	310	Feet

INSTRUCTIONS:
- All measurements shall be provided from center of nearest Well or edge of nearest Production Facility to nearest of each cultural feature as described in Rule 303.b.(3)A.
- Enter 5280 for distance greater than 1 mile.
- Building - nearest building of any type. If nearest Building is a Building Unit, enter same distance for both.
- Building Unit, High Occupancy Building Unit, and Designated Outside Activity Area - as defined in 100-Series Rules.

DESIGNATED SETBACK LOCATION INFORMATION

Check all that apply. This location is within a:

- [x] Buffer Zone
- [x] Exception Zone
- [ ] Urban Mitigation Area

- Buffer Zone - as described in Rule 604.a.(2), within 1,000' of a Building Unit.
- Exception Zone - as described in Rule 604.a.(1), within 500' of a Building Unit.
- Urban Mitigation Area - as defined in 100-Series Rules.

Pre-application Notifications (required if location is within 1,000 feet of a building unit):

Date of Rule 305.a.(1) Urban Mitigation Area Notification to Local Government:

Date of Rule 305.a.(2) Buffer Zone Notification to Building Unit Owners: 03/27/2014

SOIL

List all soil map units that occur within the proposed location. attach the National Resource Conservation Service (NRCS) report showing the "Map Unit Description" report listing the soil typical vertical profile. This data is to used when segregating topsoil.

The required information can be obtained from the NRCS web site at http://soildatamart.nrcs.usda.org/ or from the COGCC web site GIS Online map page found at http://colorado.gov/cogcc. Instructions are provided within the COGCC web site help section.

NRCS Map Unit Name: 66 - Torriorthents-Camborthids-Rock outcrop complex, steep

NRCS Map Unit Name:

NRCS Map Unit Name:

PLANT COMMUNITY:

Complete this section only if any portion of the disturbed area of the location's current land use is on non-crop land.

Are noxious weeds present: Yes [x] No [ ]

Plant species from: [ ] NRCS or, [ ] field observation Date of observation: 03/31/2014

List individual species: Cheatgrass, Western wheatgrass, Sagebrush, Pinyon, Juniper

Check all plant communities that exist in the disturbed area.

- [x] Disturbed Grassland (Cactus, Yucca, Cheatgrass, Rye)
- [x] Native Grassland (Bluestem, Grama, Wheatgrass, Buffalograss, Fescue, Oatgrass, Brome)
- [x] Shrub Land (Mahogany, Oak, Sage, Serviceberry, Chokecherry)
- [ ] Plains Riparian (Cottonwood, Willow, Aspen, Maple, Poplar, Russian Olive, Tamarisk)
- [ ] Mountain Riparian (Cottonwood, Willow, Blue Spruce)
- [x] Forest Land (Spruce, Fir, Ponderosa Pine, Lodgepole Pine, Juniper, Pinyon, Aspen)
- [ ] Wetlands Aquatic (Bullrush, Sedge, Cattail, Arrowhead)
- [ ] Alpine (above timberline)
- [ ] Other (describe):

WATER RESOURCES

Is this a sensitive area: ☐ No ☒ Yes

Distance to nearest

downgradient surface water feature: 756 Feet

water well: 2957 Feet

Estimated depth to ground water at Oil and Gas Location 20 Feet

Basis for depth to groundwater and sensitive area determination:

See Sensitive Area Determination.

Is the location in a riparian area: ☒ No ☐ Yes

Was an Army Corps of Engineers Section 404 permit filed ☒ No ☐ Yes If yes attach permit.

Is the location within a Rule 317B Surface Water Supply Area buffer zone: No

If the location is within a Rule 317B Surface Water Supply Area buffer have all public water supply systems within 15 miles been notified:

GROUNDWATER BASELINE SAMPLING AND MONITORING AND WATER WELL SAMPLING

Water well sampling required per Rule 609

DESIGNATED SETBACK LOCATION EXCEPTIONS

Check all that apply:

- ☐ Rule 604.a.(1)A. Exception Zone (within 500' of Building Unit)
- ☒ Rule 604.b.(1)A. Exception Location (existing or approved Oil & Gas Location now within a Designated Setback as a result of Rule 604.a.)
- ☐ Rule 604.b.(1)B. Exception Location (existing or approved Oil & Gas Location is within a Designated Setback due to Building Unit construction after Location approval)
- ☐ Rule 604.b.(2) Exception Location (SUA or site-specific development plan executed on or before August 1, 2013)
- ☐ Rule 604.b.(3) Exception Location (Building Units constructed after August 1, 2013 within setback per an SUA or site-specific development plan)

RULE 502.b VARIANCE REQUEST

- ☐ Rule 502.b. Variance Request from COGCC Rule or Spacing Order Number

ALL exceptions and variances require attached Request Letter(s). Refer to applicable rule for additional required attachments (e.g. waivers, certifications, SUAs).

OPERATOR COMMENTS AND SUBMITTAL

Comments: This application is for a frac pad.

I hereby certify that the statements made in this form are, to the best of my knowledge, true, correct and complete.
Signed: _____ Date: 04/28/2014 Email: reed.haddock@wpxenergy.com

Print Name: Reed Haddock Title: Regulatory Specialist Sta

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: 7/27/2014

Conditions Of Approval

All representations, stipulations and conditions of approval stated in this Form 2A for this location shall constitute representations, stipulations and conditions of approval for any and all subsequent operations on the location unless this Form 2A is modified by Sundry Notice, Form 4 or an Amended Form 2A.

COA Type	Description
	Operator must ensure secondary containment for any volume of fluids contained at frac pad site during operations (as described in the Sensitive Area Data attachment); 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 sufficiently protective of nearby surface water. Any berm constructed at the pit/frac pad location will be stabilized, inspected at regular intervals (at least every 14 days), and maintained in good condition. Strategically apply fugitive dust control measures, including enforcing established speed limits on private roads, to reduce fugitive dust and coating of vegetation and deposition in water sources. Operator shall stabilize exposed soils and slopes as an interim measure during frac pad operations at this site. The access road will maintained as to not allow any sediment to migrate from the access road to nearby surface water or any drainages leading to surface water. Additional containment shall be required where temporary or permanent pumps and other necessary equipment or chemicals are located on the frac pad site. Operator will use adequately sized containment devices for all chemicals and/or hazardous materials stored or used on location.
	Notify the COGCC 48 hours prior to start of frac pad reconstruction/regrading, pipeline installation and testing, start of hydraulic stimulation operations,a dn start of flowback operations using Form 42 (the appropriate COGCC individuals will automatically be email notified, including the LGD for hydraulic stimulation operations). The frac pad facility shall be in operation for no longer than 3 years.
	Flowback and stimulation fluids must be sent to tanks, separators, or other containment/filtering equipment before the fluids can be placed into any pipeline or storage vessel located on the well pad; or into tanker trucks for offsite disposal. The flowback and stimulation fluid tanks, separators, or other containment/filtering equipment must be placed on the well pad in an area constructed to be sufficiently impervious to contain any spilled or released material. Operator will implement measures to ensure that adequate separation of hydrocarbons from the influent occurs to prevent accumulation of oil on the surface of stored fluids. Operator shall also employ a method for monitoring buildup of phase-separated hydrocarbons on the surface of stored fluids.

	Initiated/Completed OGLA Form 2A review on 05-14-14 by Dave Kubeczko; placed notification, fluid containment and spill/release BMP, frac tank overflow protection, three year use period, flowback to tanks, sediment control access road, dust control, other fluids secondary containment, pipeline, and no free phase hydrocarbons COAs on Form 2A and sent email to operator on 05-14-14; no CPW; passed OGLA Form 2A review on 05-20-14 by Dave Kubeczko; notification, fluid containment and spill/release BMP, frac tank overflow protection, three year use period, flowback to tanks, sediment control access road, dust control, other fluids secondary containment, pipeline, and no free phase hydrocarbons COAs.
	Operator shall pressure test pipelines in accordance with Rule 1101.e.(1) prior to putting into initial service any temporary surface or permanent buried pipelines and following any reconfiguration of the pipeline network. Operator must routinely inspect the entire length of the surface pipeline to ensure integrity. Operator shall conduct daily inspections of surface poly pipeline routes for leaks during active transfer of fluids and implement best management practices to contain any unintentional release of fluids along all portions of the surface pipeline route where temporary pumps and other necessary equipment are located. Inspections shall be conducted by viewing the length of the pipeline; operator will endeavor to minimize surface disturbance during pipeline monitoring. The operator shall maintain records of inspections, findings and repairs, if necessary, for the life of the pipelines. In addition, pump stations along the surface poly or steel pipeline route will be continuously monitored when operating in order to swiftly respond to such a failure. Operator will utilize, to the extent practical, all existing access and other public roads, and/or existing pipeline right-of-ways, when placing/routing the surface pipelines. Operator must ensure no release of fluids at all stream, intermittent stream, ditch, and drainage crossings. For these crossings: operator will ensure appropriate containment by either installing over-sized pipe “sleeves” which extend the length of the crossing and beyond to a distance deemed adequate to capture and/or divert any possible release of fluids and prevent fluids from reaching the stream or drainage; or installing oversized pipe “sleeves” which extend the length of the crossing and installing shut off valves on either side of crossing instead of catchment basins.

Best Management Practices

No	BMP/COA Type	Description
1	Planning	This pad is propsed to be used as it is existing and no new disturbance will be needed in order to frac from here to complete the wells on the GM 24-12 pad. Will use existing pipeline corridors for new pipelines. There are other pads in the area but they are further away from the GM 24-12 pad (more pipeline needed) and do not have the topographical features blocking them from the building unit like the GM 313-12 pad has. Share/consolidate corridors for pipeline ROWs to the maximum extent possible. Minimize the number, length, and footprint of oil and gas development roads. Use existing roads where possible. Combine utility infrastructure (gas, electric, and water) planning with roadway planning to avoid separate utility corridors. Maximize use of remote completion/frac operations to minimize traffic. Maximize use of remote telemetry for well monitoring to minimize traffic.
2	Community Outreach and Notification	Landowners withn 500' and 1000' have been notified.
3	Pre-Construction	Only a berm is needed to be constructed around the pad but this will not go outside of existing disturbance. If any topsoil would need to be disturbed it will be segregated so it can be redistributed again after completions is finished.

4	Traffic control	Most likely, CR 215 to the new Town of Parachute bypass road (to avoid going through town) will be used to get to the pad. The Town of Parachute has agreed to this route. Another route is possible for the rig (Hwy 6 to lease road) if the rig that is scheduled to drill this pad is changed. In that case, the appropriate state, county, and town official would be contacted and permits obtained. This would also be done 1-2 weeks prior to rig moving on location. Pilot cars, in either case, will be used to get the larger rig traffic to location.
5	General Housekeeping	All garbage and trash will be stored in enclosed trash containers and removed and deposited in an approved sanitary landfill within one week following termination of completions operations. The well site and access road will be kept free of trash and debris at all times.
6	Wildlife	Use only certified weed-free native seed in seed mixes, except for non-native plants that benefit wildlife. Install exclusionary devices to prevent bird and other wildlife access to equipment stacks, vents and openings. Reduce visits to well-sites through remote monitoring (i.e. SCADA) and the use of multi-function contractors. By using an existing pad we have minimized the number, size and distribution of well pads and locate pads along existing roads where possible. Water for completions operations will be piped from an existing water pit which will reduce truck traffic.
7	Storm Water/Erosion Control	Although the only construction activities on this pad will be constructing a berm within existing disturbance we still will uphold our usual storm water and erosion control BMPs which is as follows: Onsite and offsite erosion control, re-vegetation of disturbed areas and source and storage of topsoil BMP's will be installed prior to, during and immediately following construction as practicable with consideration given to safety, access, and ground conditions at the time of construction. Due to the nature of the topography at various sites, any number of BMP combinations may be utilized at any phase of the project. Constant efforts will be employed to limit the extent of vegetative disturbance at the time of soil exposure during all construction activities and structural BMP implementation. Stormwater is addressed under a field-wide CDPHE plan/permit.
8	Material Handling and Spill Prevention	Automated high tank alarms are installed on tanks along with emergency shut down systems. In addition to 2-3 times/week onsite inspections by pumpers they also have routine quarterly checklists that are filled out and kept on file regarding dump line/flow line pressures and also a checklist done for everthing regarding compliance at the wellhead and production equipment. Completions materials will be stored > 25' from wellheads during completions operations.
9	Dust control	Fugitive dust control will be implemented during all phases of operations on an as-needed basis.
10	Construction	Only a berm will be constructed within existing disturbance.
11	Noise mitigation	Plumb dump lines into tanks to muffle sound. Rubber cushions in lubricators are used to muffle sound for plunger lift.
12	Emissions mitigation	WPX uses combusters and we use API tanks with thief hatches and enardo valves and pipe everything to the combustion unit.
13	Odor mitigation	WPX uses Combusters and API tanks with thief hatches and enardo valves and pipe everything to the combustion unit.
14	Drilling/Completion Operations	Water for completions operations will be piped from an existing water pit which will reduce truck traffic. Use centralized hydraulic fracturing operations.

15	Interim Reclamation	As soon as possible after (within 6 mos) well is placed on first sales perform interim reclamation on all disturbed areas not needed for active support of production operations. Seed during appropriate season to increase likelihood of reclamation success Conduct seeding in a manner that ensures that seedbed preparation and planting techniques are targeted toward the varied needs of grasses, forbs and shrubs (e.g., seed forbs and shrubs separately from grasses, broadcast big sagebrush but drill grasses, etc. WPX Energy will use certified, weed free grass hay, straw, hay or other mulch materials used for the reseeding and reclamation of disturbed areas.
16	Final Reclamation	Will complete final reclamation activities so that seeding occurs during the first optimal season following plugging and abandonment of oil and gas wells.

Total: 16 comment(s)

Attachment Check List

Att Doc Num	Name
2106992	CORRESPONDENCE
400579719	FORM 2A SUBMITTED
400586244	SENSITIVE AREA DATA
400586246	NRCS MAP UNIT DESC
400586250	WASTE MANAGEMENT PLAN
400586254	CONST. LAYOUT DRAWINGS
400586256	ACCESS ROAD MAP
400586258	HYDROLOGY MAP
400586259	REFERENCE AREA MAP
400586260	REFERENCE AREA PICTURES
400586264	OTHER
400586266	SURFACE AGRMT/SURETY
400591068	30 DAY NOTICE LETTER
400591910	EXCEPTION LOC REQUEST
400597547	LOCATION DRAWING
400597563	LOCATION PICTURES
400597845	FACILITY LAYOUT DRAWING

Total Attach: 17 Files

General Comments

User Group	Comment	Comment Date
Permit	No LGD or public comments. Final Review--passed.	7/26/2014 8:30:57 PM
LGD	pass, gdb	5/15/2014 2:33:05 PM
LGD	pass, gdb	5/15/2014 2:33:02 PM
Permit	Passed completeness	4/29/2014 1:52:55 PM
Permit	Return to draft. Distance to Building is greater than distance to Building Unit. Distance to Building Unit is less than 500 ft but Exception Zone isnt checked.	4/29/2014 1:31:35 PM
Permit	Returned to DRAFT as per operator request.	4/29/2014 5:12:43 AM

Total: 6 comment(s)