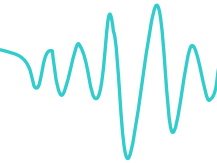


Behrens and Associates, Inc.

Environmental Noise Control



January 26, 2015

Bayswater Exploration
730 17th St.
Suite 610
Denver, CO 80202

Attention: Dan Brugeman, Sr. Operations Engineer

Subject: 72-Hour Ambient Sound Level Report

Re: Arellano 10-L Pad Site

Dear Mr. Brugeman:

An ambient sound level survey was performed near the Arellano 10-L Pad Site in Greeley, Colorado from Friday, January 9 to Monday, January 12, 2015 to measure and document the ambient sound levels near the site. Measurements were taken at six locations adjacent to the Arellano 10-L Pad Site. The following report documents our findings.

Ambient Sound Level Survey

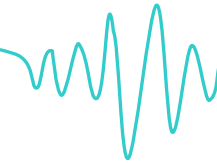
A 72-hour ambient sound level survey including A-weighted dB(A) and C-weighted dB(C) sound level averages was performed for the Arellano 10-L Pad Site to measure and document ambient sound levels for 15 minute, hourly, and daily averages. Per the Colorado Oil and Gas Conservation Commission (COGCC), data collected where winds over five (5) miles per hour are present, are inadmissible. The sound level averages omit the data collected where the wind speed exceeded 5 miles per hour.

Sound Measurement and Modeling Instrumentation

Quest Technologies Sound Pro integrating and logging sound level meters were programmed, calibrated, and deployed at the monitoring locations. The metering systems were approximately 4 feet above ground level per COGCC guidelines and in a locked box for security. All meters were placed approximately 25' from the nearest occupied structures.

Behrens and Associates, Inc.

Environmental Noise Control



Measurement Results

Bayswater Exploration - Arellano 10-L Pad						
Location	Day 1 Average Sound Levels		Day 2 Average Sound Levels		Day 3 Average Sound Levels	
	dBA	dBC	dBA	dBC	dBA	dBC
1	52.3	61.3	52.6	59.9	48.6	58.5
2	50.0	59.8	47.9	57.8	43.2	60.6
3	51.2	62.7	50.0	60.2	46.5	61.0
4	48.0	59.7	47.3	57.6	42.2	55.5
5	56.0	64.8	53.6	61.9	51.4	62.6
6	48.6	59.1	49.8	59.0	43.0	64.8

Location #1 Graphed Data – Pages 4-5

Location #1 Tabulated Data – Page 16

Location #2 Graphed Data – Pages 6-7

Location #2 Tabulated Data – Pages 17

Location #3 Graphed Data – Pages 8-9

Location #3 Tabulated Data – Page 18

Location #4 Graphed Data – Pages 10-11

Location #4 Tabulated Data – Page 19

Location #5 Graphed Data – Pages 12-13

Location #5 Tabulated Data – Page 20

Location #6 Graphed Data – Pages 14-15

Location #6 Tabulated Data – Page 21

Very truly yours,

Colin M. Drolshagen

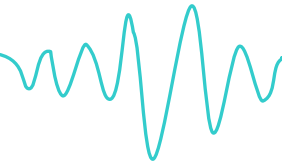
Lead Acoustical Field Technician

Behrens & Associates Inc. Environmental Noise Control

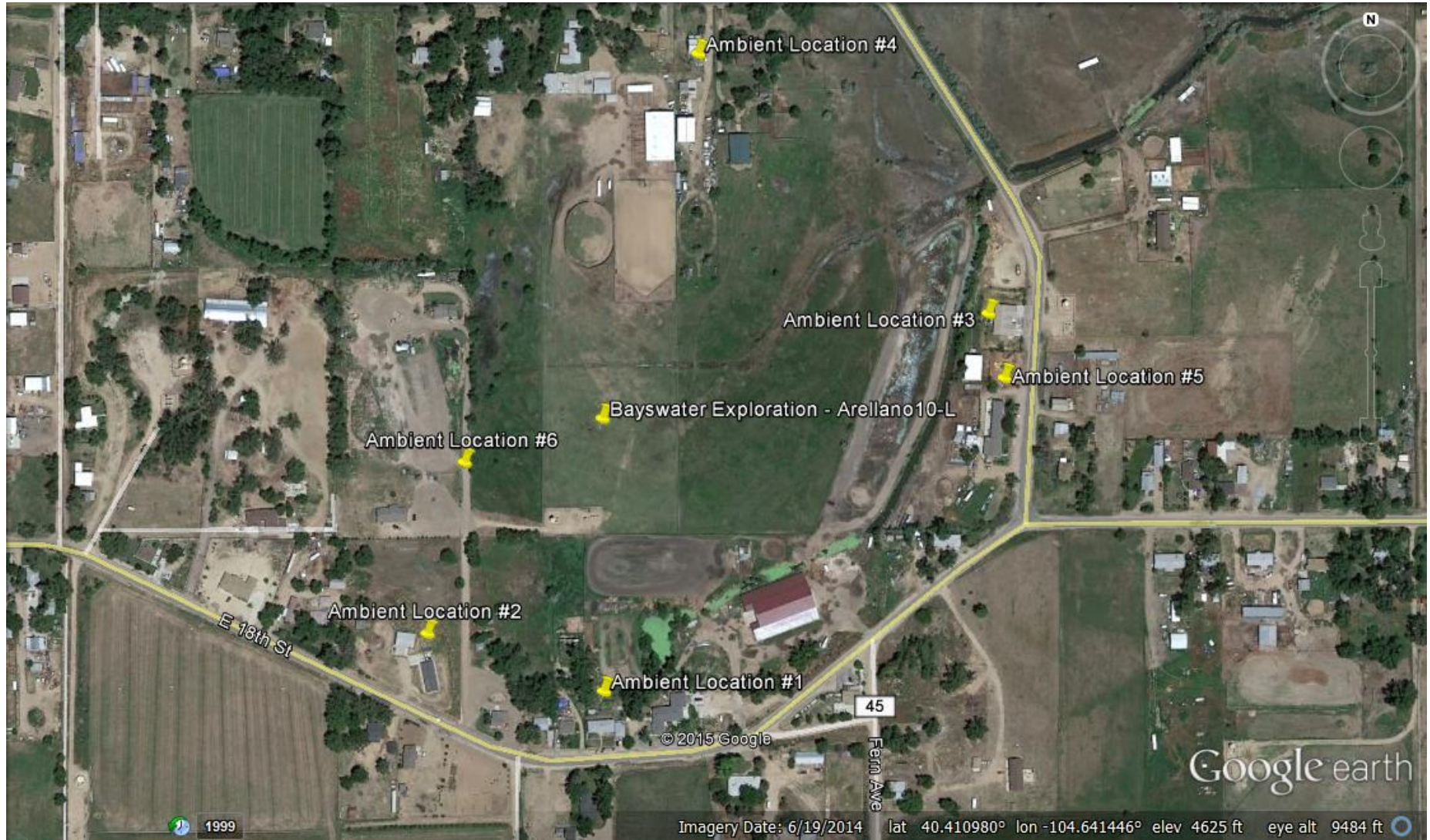
Office: (970) 535-9000

Behrens and Associates, Inc.

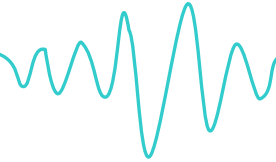
Environmental Noise Control



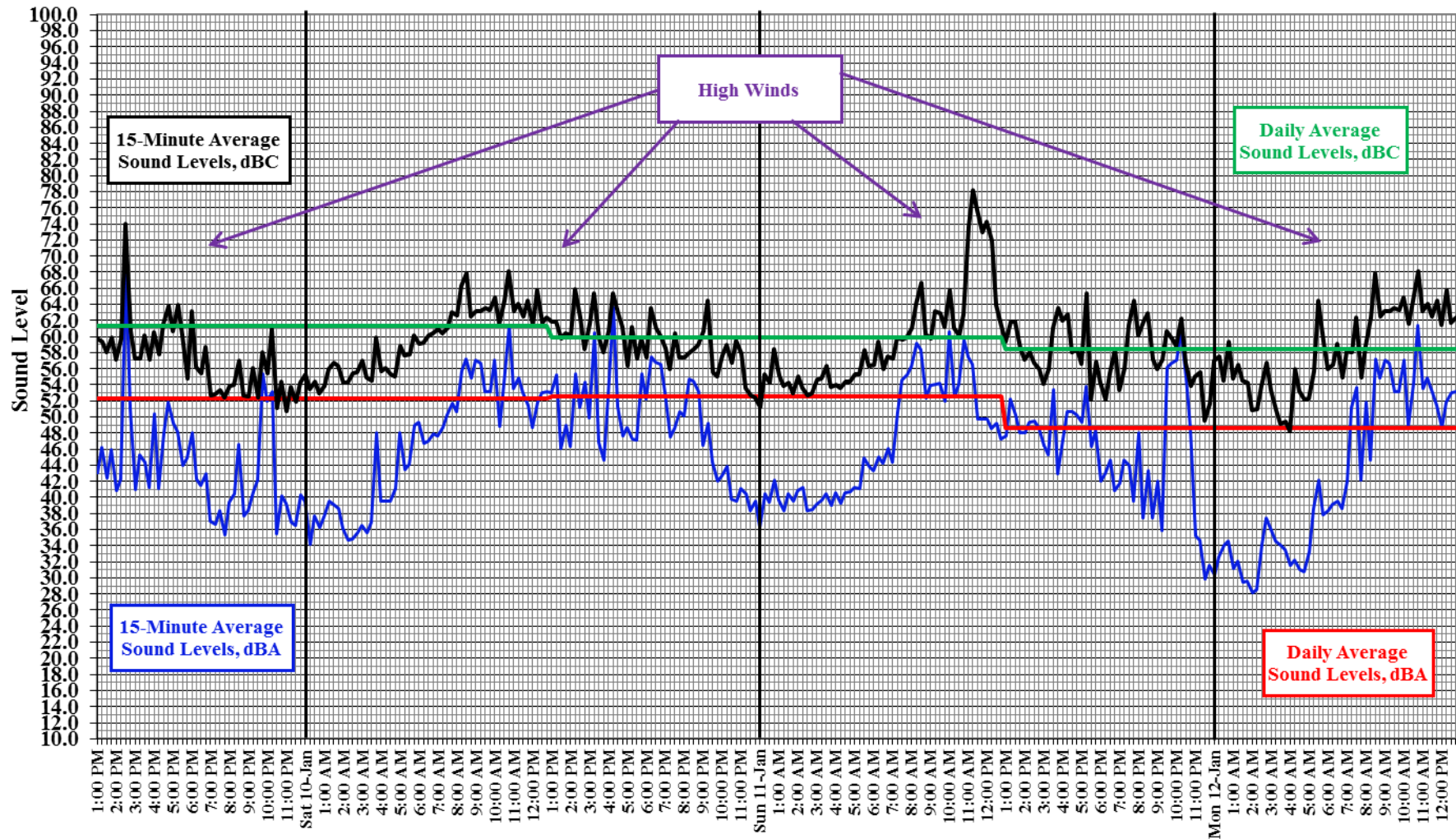
Attachments



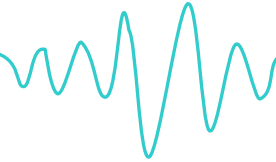
Bayswater Exploration – Arellano 10-L Pad - Site & Monitoring Locations



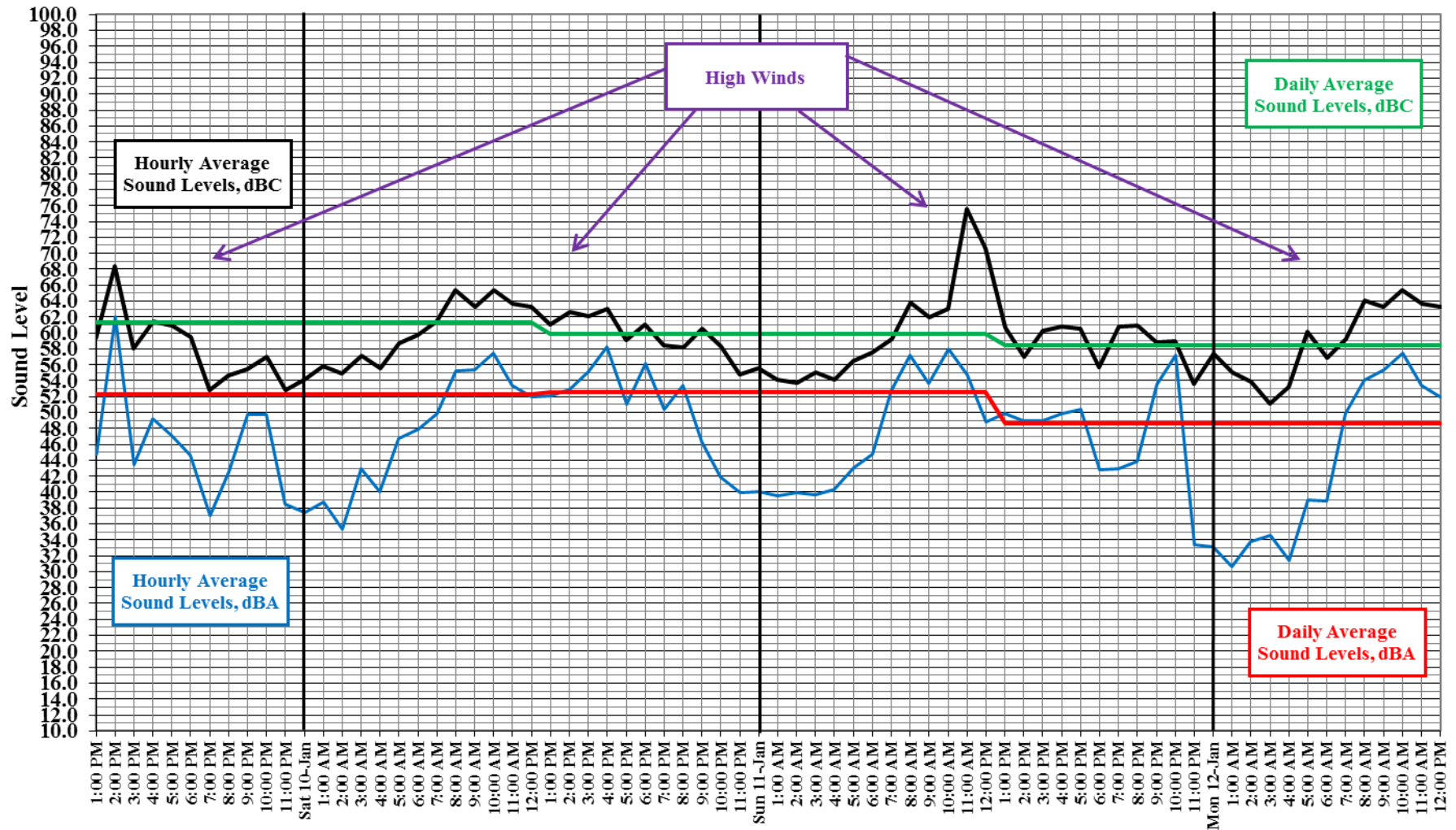
Bayswater Exploration Arellano 10-L Pad Site Ambient Sound Level Survey- Location 1



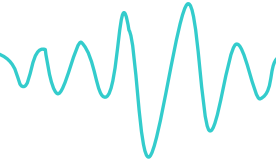
January 9 - January 12, 2015



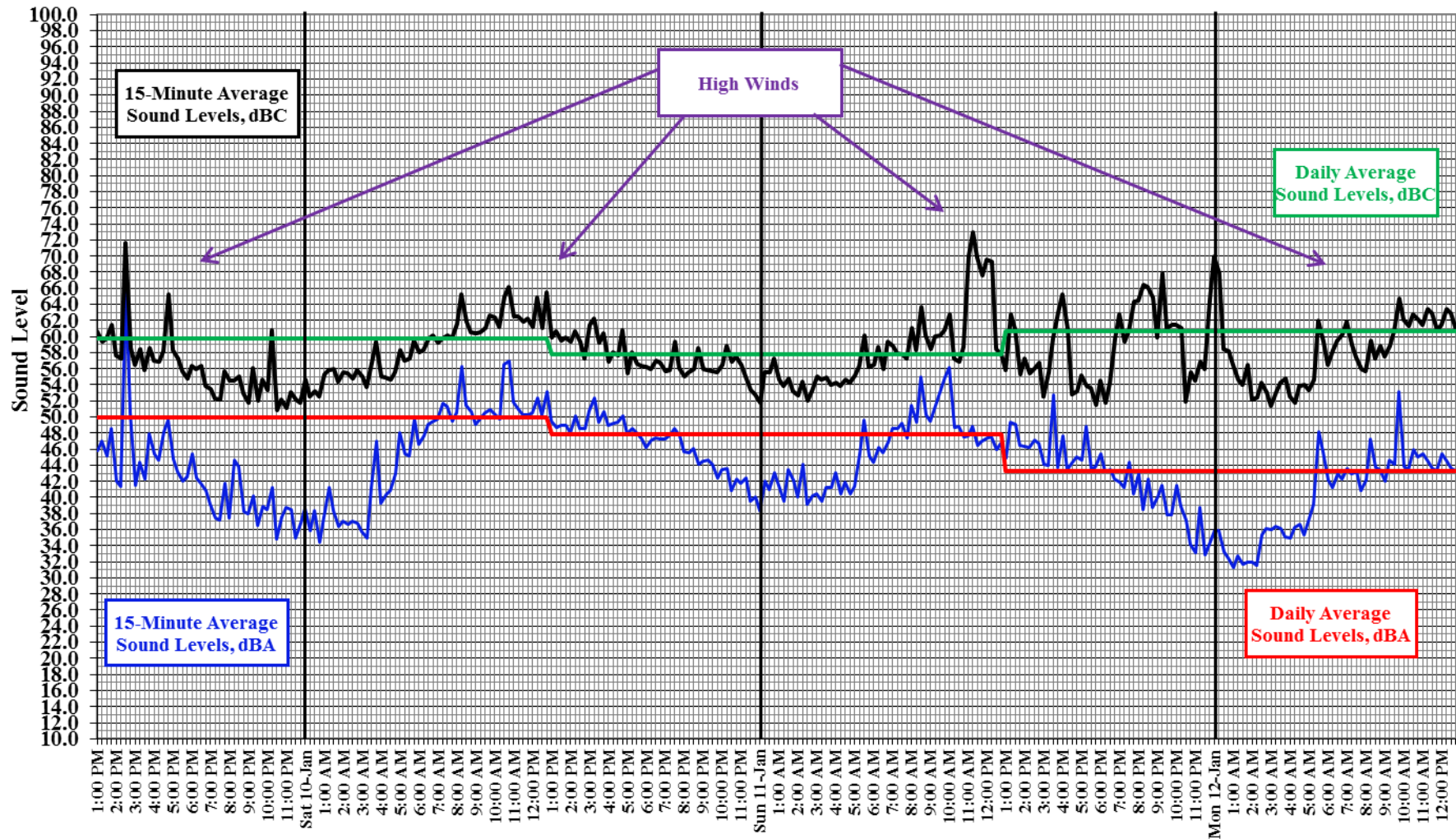
Bayswater Exploration Arellano 10-L Pad Site Ambient Sound Level Survey- Location 1



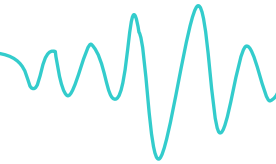
January 9 - January 12, 2015



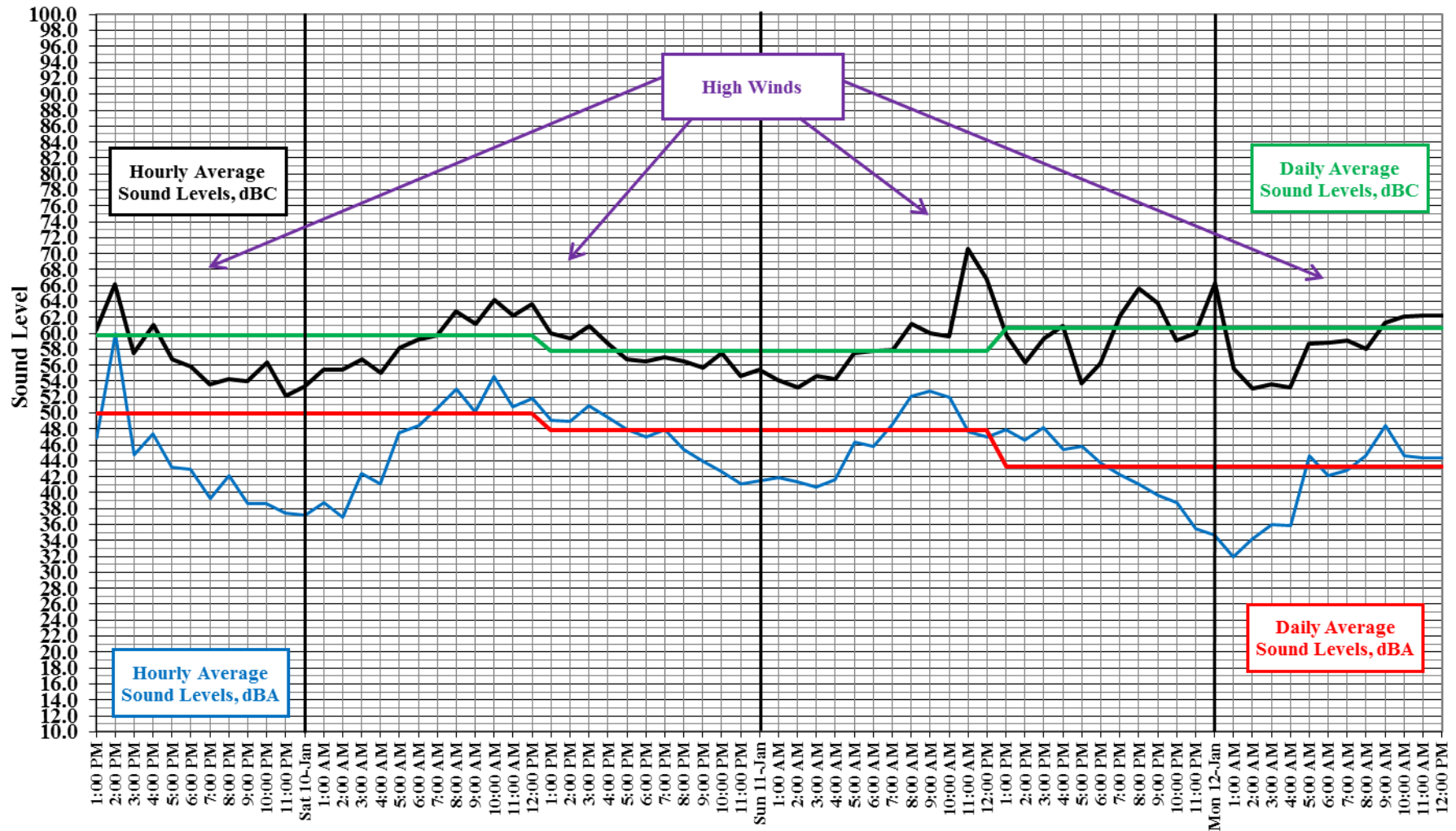
Bayswater Exploration Arellano 10-L Pad Site Ambient Sound Level Survey- Location 2



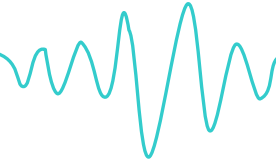
January 9 - January 12, 2015



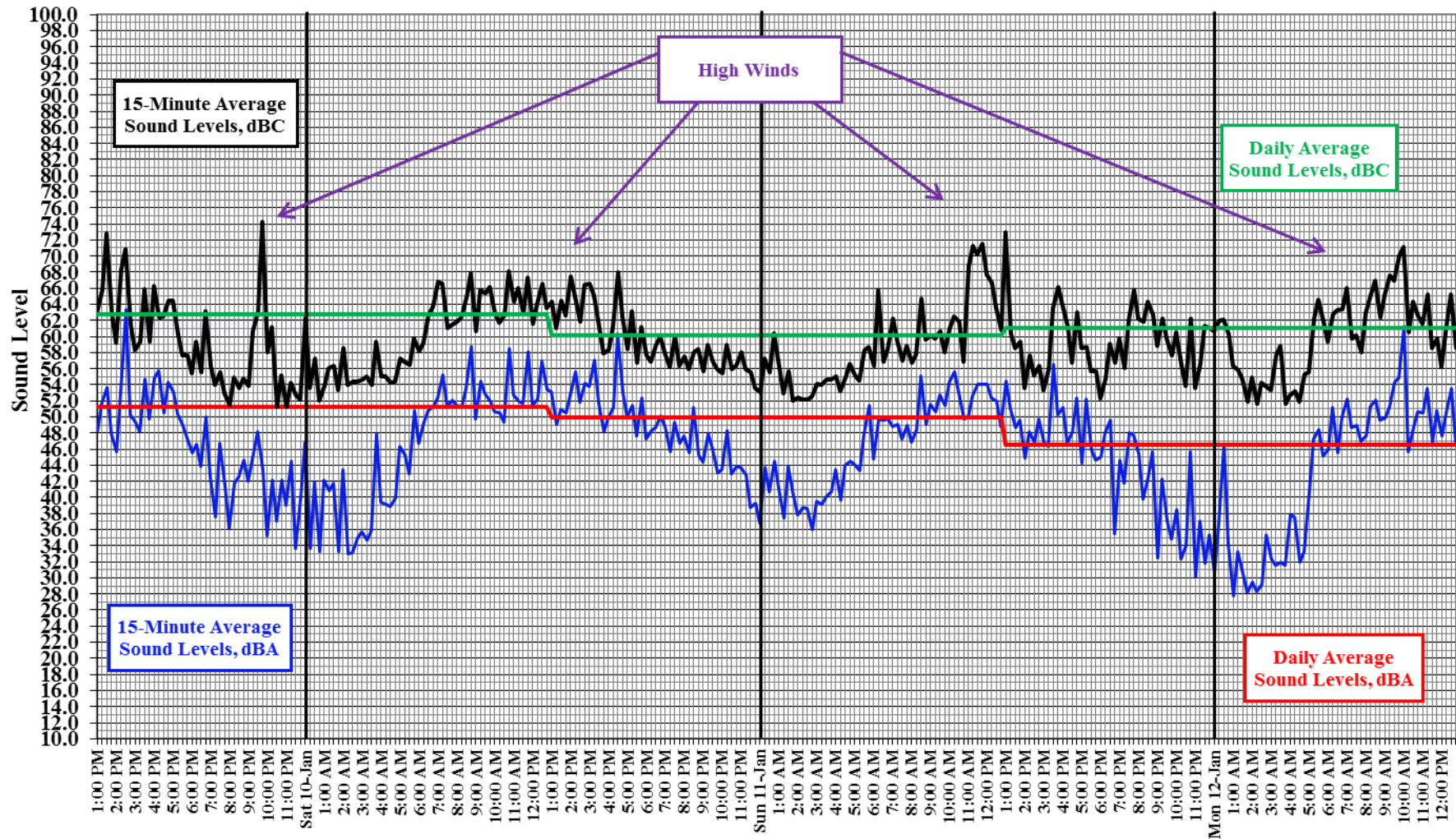
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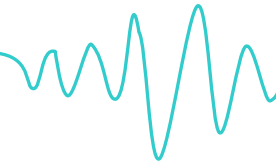
January 9 - January 12, 2015



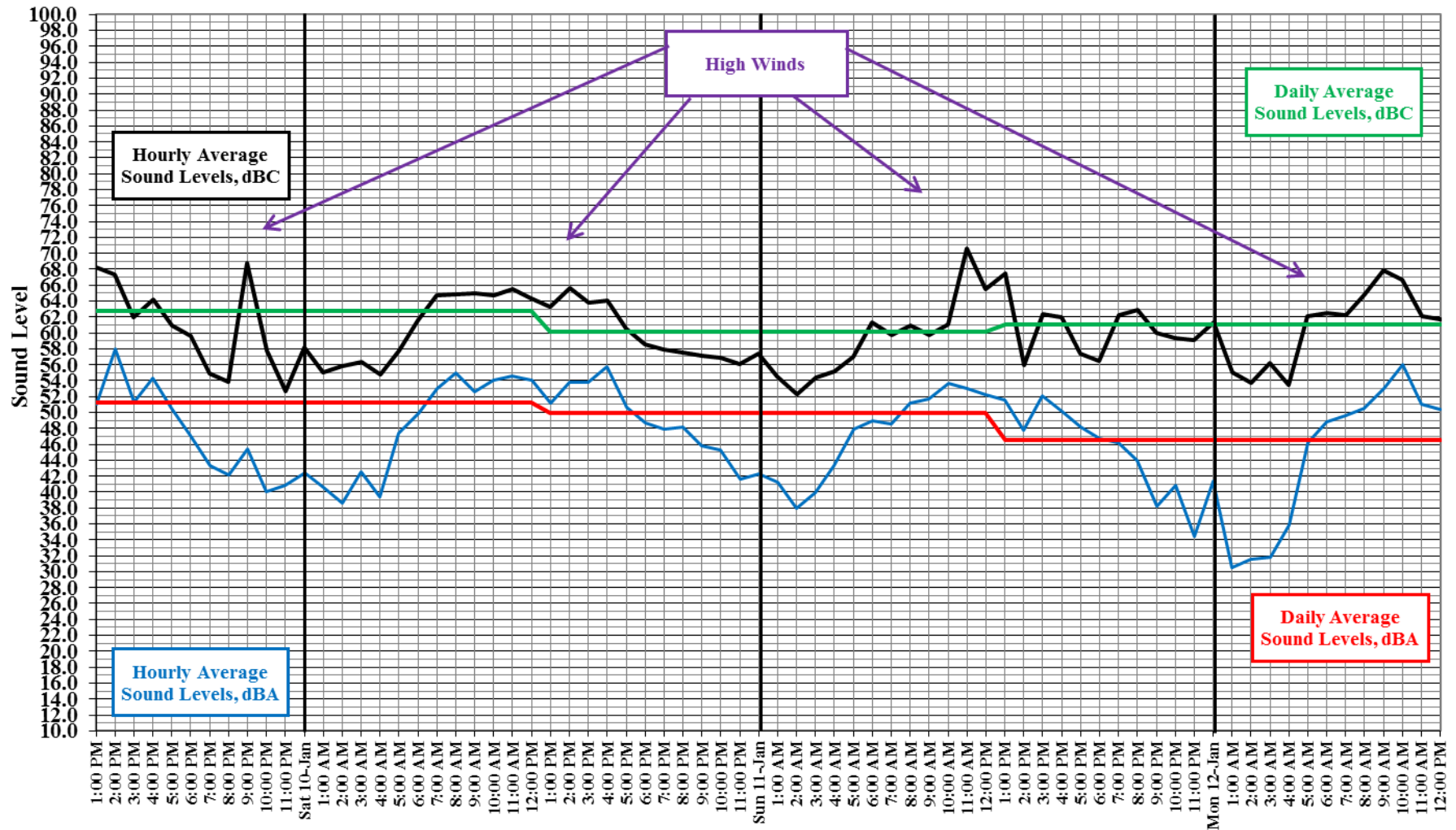
Bayswater Exploration Arellano 10-L Pad Site Ambient Sound Level Survey- Location 3



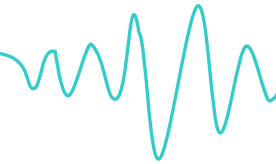
January 9 - January 12, 2015



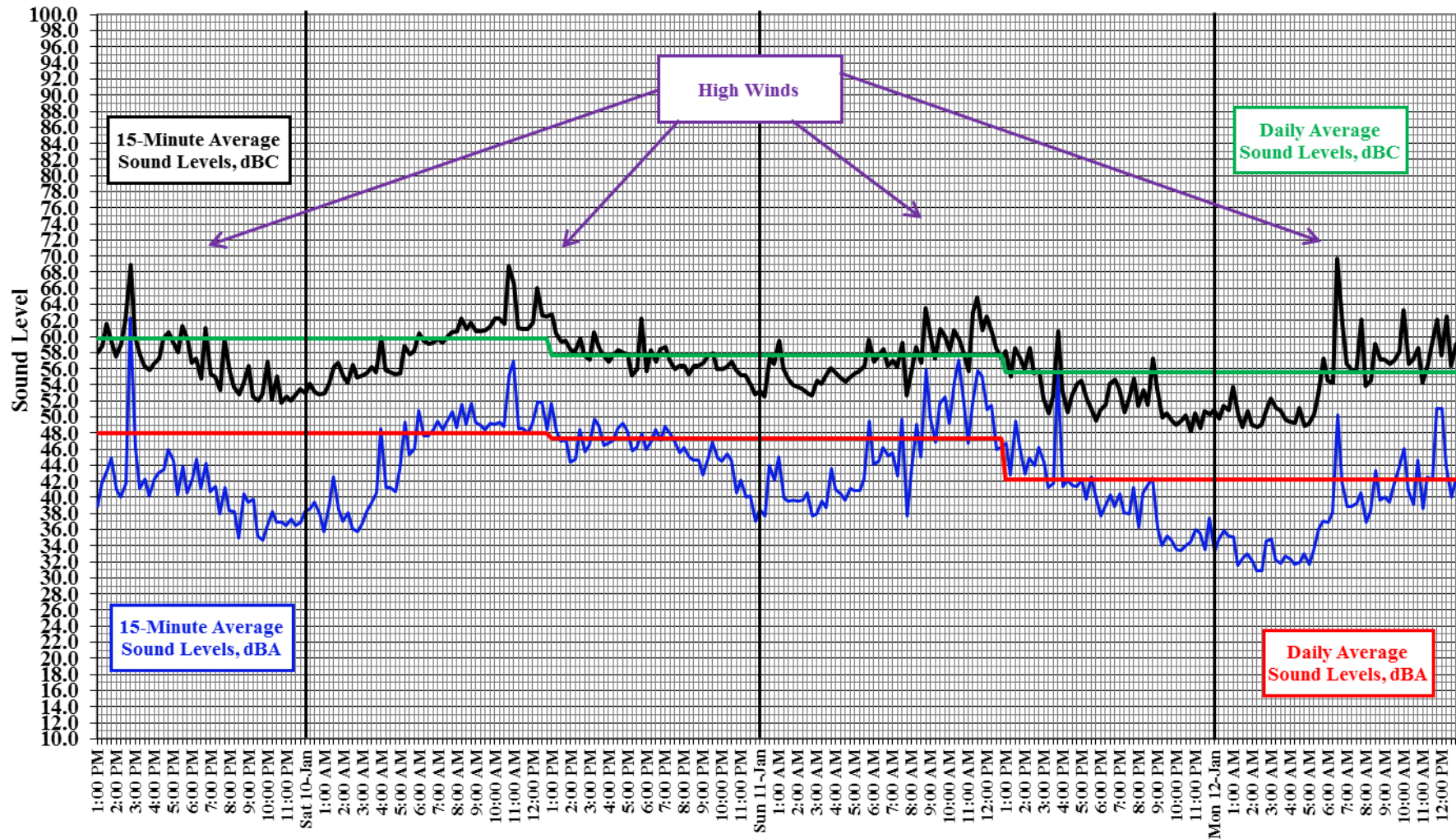
Bayswater Exploration Arellano 10-L Pad Site Ambient Sound Level Survey- Location 3



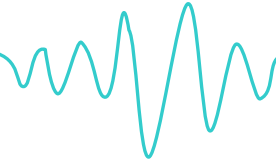
January 9 - January 12, 2015



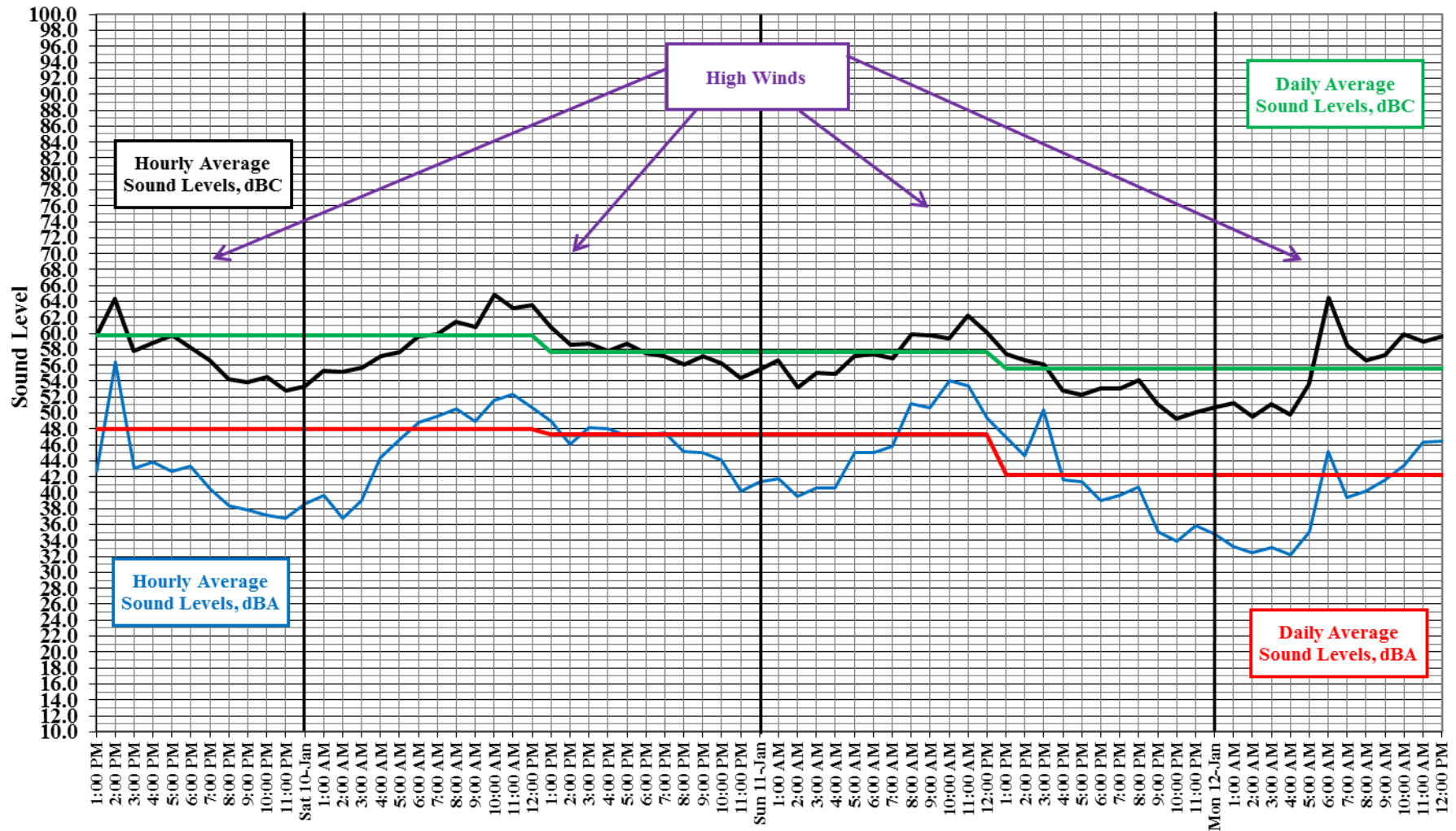
Bayswater Exploration Arellano 10-L Pad Site Ambient Sound Level Survey- Location 4



January 9 - January 12, 2015



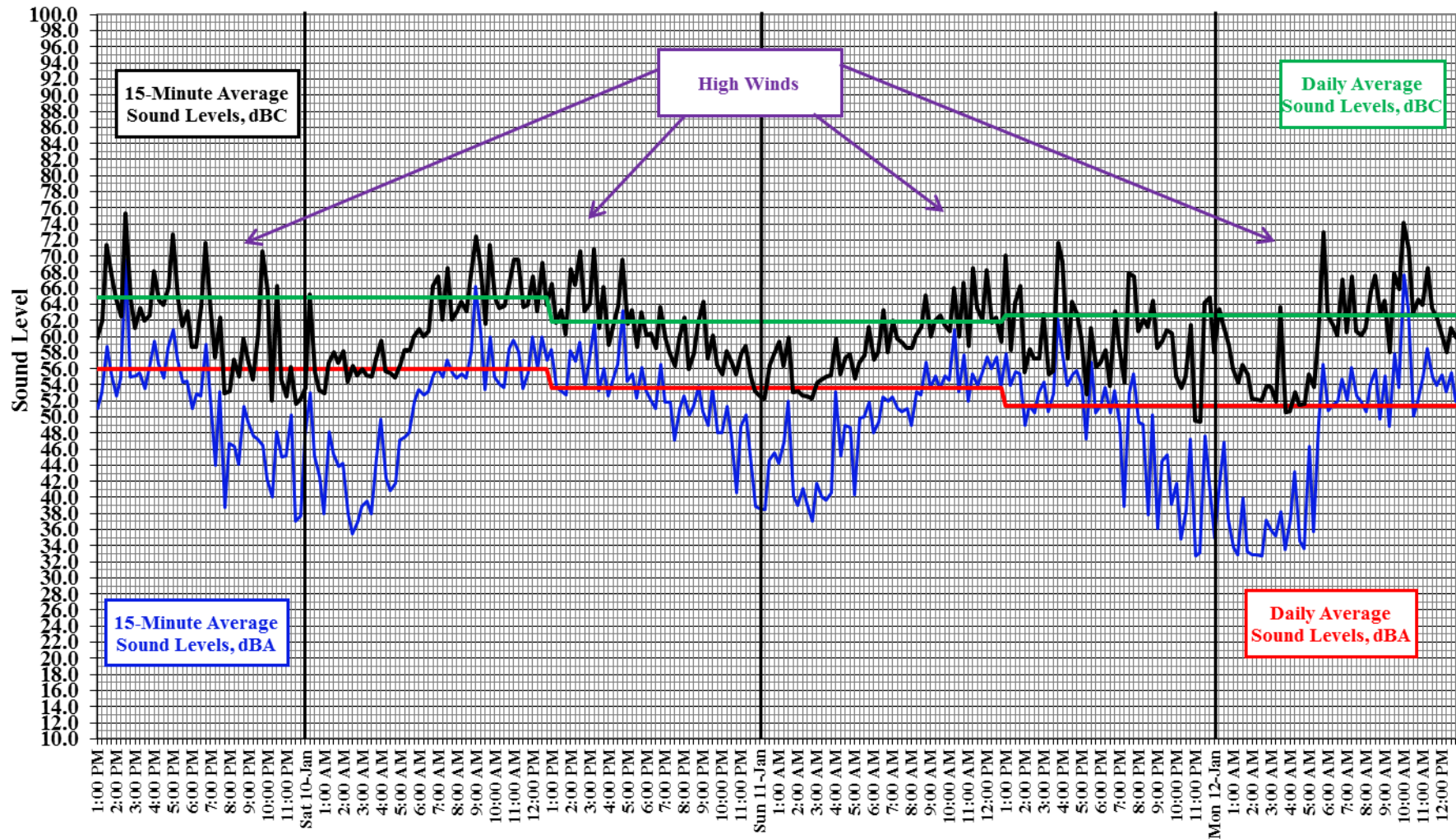
Bayswater Exploration Arellano 10-L Pad Site Ambient Sound Level Survey- Location 4



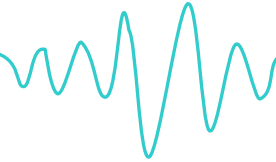
January 9 - January 12, 2015



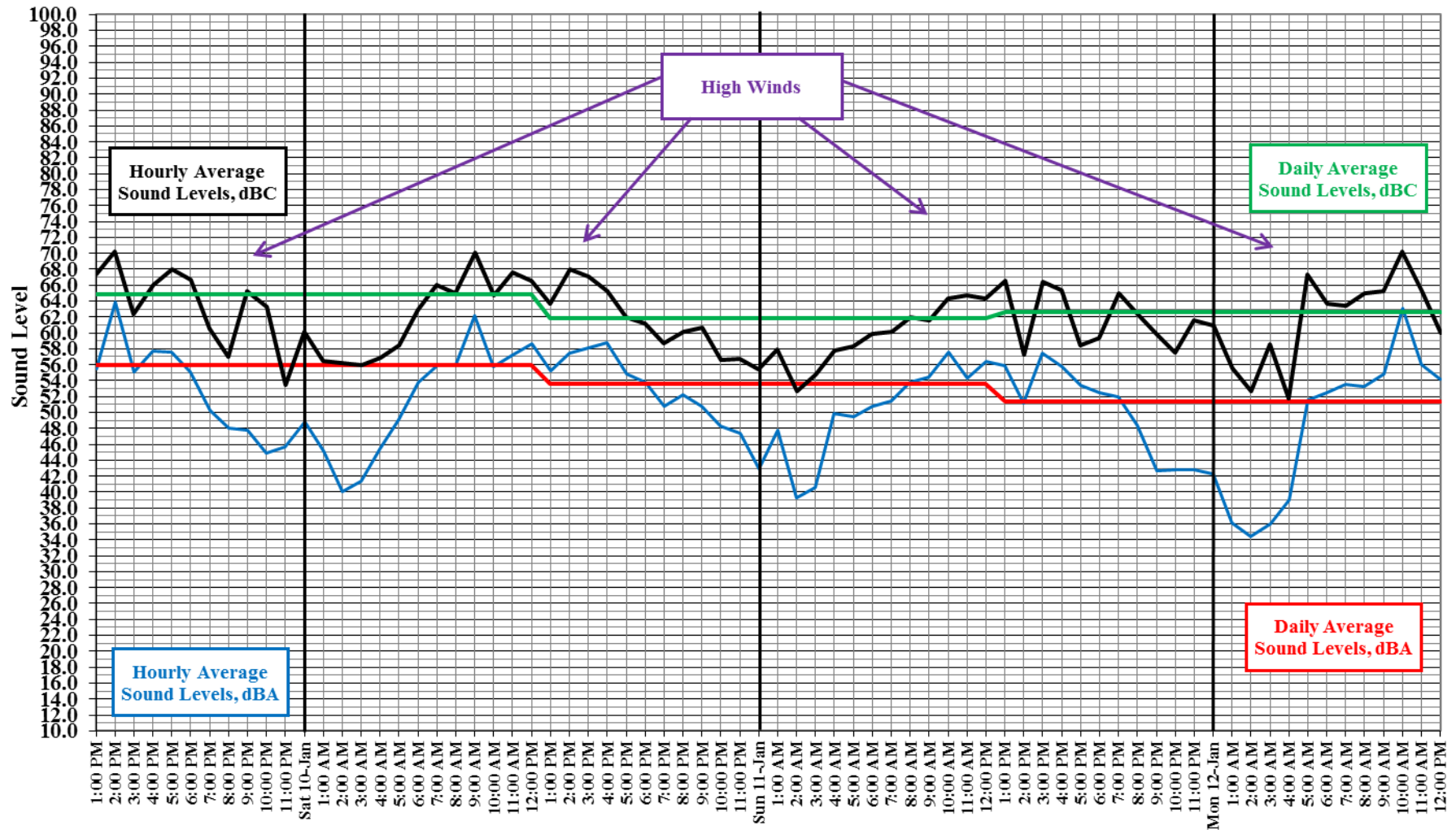
Bayswater Exploration Arellano 10-L Pad Site Ambient Sound Level Survey- Location 5



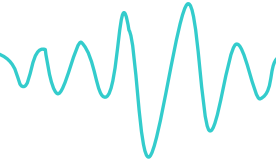
January 9 - January 12, 2015



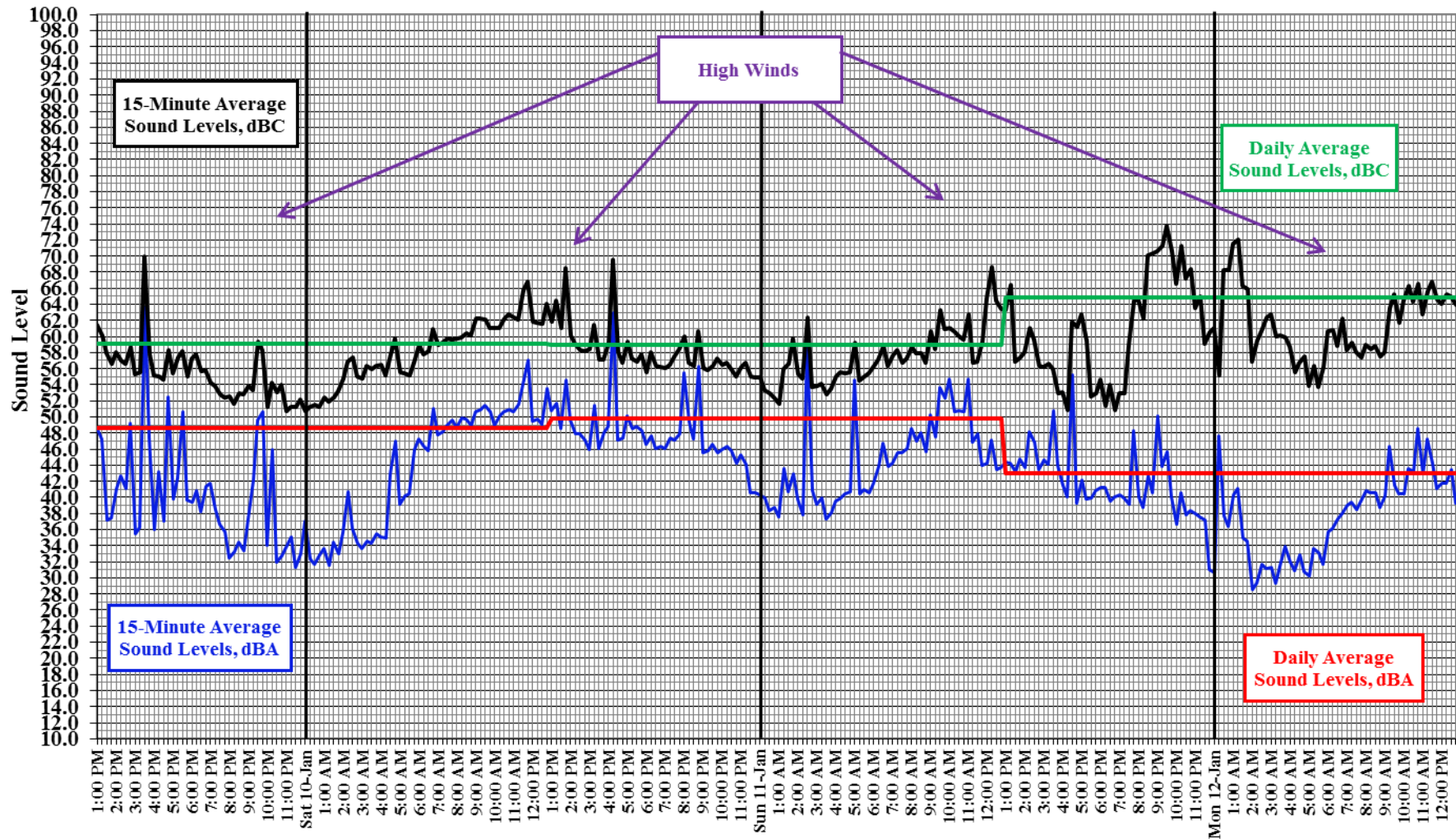
Bayswater Exploration Arellano 10-L Pad Site Ambient Sound Level Survey- Location 5



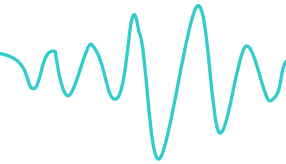
January 9 - January 12, 2015



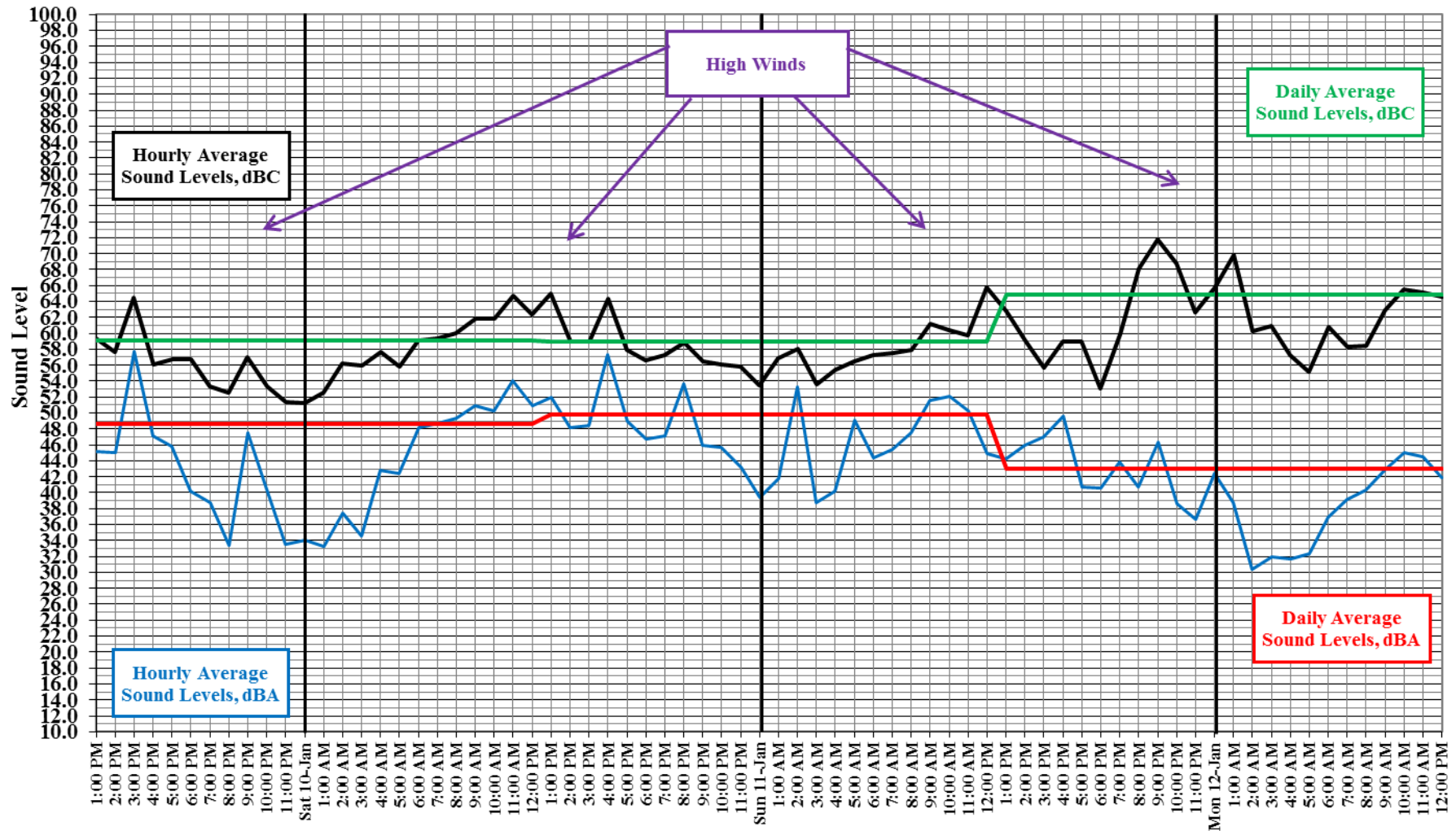
Bayswater Exploration Arellano 10-L Pad Site Ambient Sound Level Survey- Location 6



January 9 - January 12, 2015



Bayswater Exploration Arellano 10-L Pad Site Ambient Sound Level Survey- Location 6



January 9 - January 12, 2015

Behrens and Associates, Inc.

Environmental Noise Control



Bayswater Exploration - Arellano 10-L Pad					
Hourly Averages - Location 1					
Time	dBA	dBC	Time	dBA	dBC
1:00 PM	44.7	59.3	1:00 AM	39.5	54.1
2:00 PM	62.1	68.4	2:00 AM	39.9	53.7
3:00 PM	43.4	58.1	3:00 AM	39.6	55.0
4:00 PM	49.3	61.4	4:00 AM	40.3	54.1
5:00 PM	47.1	60.9	5:00 AM	43.1	56.5
6:00 PM	44.6	59.5	6:00 AM	44.8	57.5
7:00 PM	37.0	52.8	7:00 AM	52.8	59.3
8:00 PM	42.5	54.7	8:00 AM	57.2	63.8
9:00 PM	49.8	55.4	9:00 AM	53.6	61.9
10:00 PM	49.8	56.9	10:00 AM	57.9	63.0
11:00 PM	38.5	52.9	11:00 AM	54.7	75.6
Sat 10-Jan	37.4	54.1	12:00 PM	48.8	70.6
1:00 AM	38.8	55.9	1:00 PM	49.9	60.7
2:00 AM	35.3	54.9	2:00 PM	48.9	57.0
3:00 AM	42.9	57.1	3:00 PM	49.0	60.2
4:00 AM	40.0	55.6	4:00 PM	49.9	60.8
5:00 AM	46.7	58.7	5:00 PM	50.4	60.6
6:00 AM	47.9	59.8	6:00 PM	42.8	55.7
7:00 AM	49.9	61.4	7:00 PM	42.9	60.8
8:00 AM	55.2	65.4	8:00 PM	43.8	61.0
9:00 AM	55.4	63.3	9:00 PM	53.5	58.8
10:00 AM	57.4	65.4	10:00 PM	57.2	58.9
11:00 AM	53.4	63.6	11:00 PM	33.4	53.6
12:00 PM	52.0	63.2	Mon 12-Jan	33.2	57.4
1:00 PM	52.1	61.1	1:00 AM	30.7	55.1
2:00 PM	52.9	62.6	2:00 AM	33.7	53.8
3:00 PM	55.1	62.1	3:00 AM	34.6	51.1
4:00 PM	58.3	63.0	4:00 AM	31.4	53.2
5:00 PM	51.1	59.1	5:00 AM	39.0	60.2
6:00 PM	56.2	61.0	6:00 AM	38.9	56.9
7:00 PM	50.4	58.4	7:00 AM	49.9	59.2
8:00 PM	53.5	58.2	8:00 AM	54.0	64.1
9:00 PM	46.3	60.6	9:00 AM	55.4	63.3
10:00 PM	41.9	58.3	10:00 AM	57.4	65.4
11:00 PM	40.0	54.8	11:00 AM	53.4	63.6
Sun 11-Jan	40.0	55.6	12:00 PM	52.0	63.2

Behrens and Associates, Inc.

Environmental Noise Control



Bayswater Exploration - Arellano 10-L Pad					
Hourly Averages - Location 2					
Time	dBA	dBC	Time	dBA	dBC
1:00 PM	46.8	60.4	1:00 AM	41.9	54.2
2:00 PM	59.9	66.2	2:00 AM	41.3	53.2
3:00 PM	44.8	57.5	3:00 AM	40.7	54.7
4:00 PM	47.4	61.0	4:00 AM	41.6	54.3
5:00 PM	43.3	56.7	5:00 AM	46.4	57.5
6:00 PM	43.0	55.8	6:00 AM	45.9	57.8
7:00 PM	39.3	53.7	7:00 AM	48.5	58.0
8:00 PM	42.1	54.3	8:00 AM	52.1	61.2
9:00 PM	38.6	54.0	9:00 AM	52.7	60.0
10:00 PM	38.6	56.3	10:00 AM	51.9	59.6
11:00 PM	37.5	52.1	11:00 AM	47.6	70.6
Sat 10-Jan	37.1	53.4	12:00 PM	46.9	66.7
1:00 AM	38.8	55.4	1:00 PM	47.9	59.8
2:00 AM	36.9	55.4	2:00 PM	46.6	56.4
3:00 AM	42.5	56.7	3:00 PM	48.2	59.4
4:00 AM	41.1	55.1	4:00 PM	45.5	61.0
5:00 AM	47.5	58.1	5:00 PM	45.8	53.7
6:00 AM	48.4	59.2	6:00 PM	43.7	56.2
7:00 AM	50.7	59.7	7:00 PM	42.3	62.2
8:00 AM	53.0	62.7	8:00 PM	41.1	65.6
9:00 AM	50.2	61.2	9:00 PM	39.6	63.8
10:00 AM	54.6	64.1	10:00 PM	38.7	59.0
11:00 AM	50.8	62.3	11:00 PM	35.5	60.1
12:00 PM	51.8	63.6	Mon 12-Jan	34.6	66.3
1:00 PM	49.0	60.0	1:00 AM	32.0	55.6
2:00 PM	48.9	59.3	2:00 AM	34.2	53.1
3:00 PM	50.9	61.0	3:00 AM	36.0	53.6
4:00 PM	49.4	58.6	4:00 AM	35.9	53.2
5:00 PM	48.0	56.7	5:00 AM	44.7	58.7
6:00 PM	47.0	56.5	6:00 AM	42.2	58.9
7:00 PM	47.9	57.0	7:00 AM	42.8	59.1
8:00 PM	45.4	56.5	8:00 AM	44.6	58.1
9:00 PM	44.0	55.8	9:00 AM	48.4	61.3
10:00 PM	42.7	57.5	10:00 AM	44.6	62.1
11:00 PM	41.1	54.7	11:00 AM	44.3	62.3
Sun 11-Jan	41.4	55.5	12:00 PM	44.3	62.3

Behrens and Associates, Inc.

Environmental Noise Control



Bayswater Exploration - Arellano 10-L Pad					
Hourly Averages - Location 3					
Time	dBA	dBC	Time	dBA	dBC
1:00 PM	51.1	68.3	1:00 AM	41.2	54.6
2:00 PM	58.0	67.3	2:00 AM	37.9	52.3
3:00 PM	51.3	62.0	3:00 AM	39.9	54.3
4:00 PM	54.3	64.2	4:00 AM	43.3	55.1
5:00 PM	50.5	61.0	5:00 AM	47.9	57.1
6:00 PM	47.1	59.6	6:00 AM	48.9	61.3
7:00 PM	43.3	54.9	7:00 AM	48.6	59.8
8:00 PM	42.2	53.9	8:00 AM	51.2	60.9
9:00 PM	45.4	68.8	9:00 AM	51.6	59.8
10:00 PM	40.1	57.8	10:00 AM	53.7	61.1
11:00 PM	40.9	52.7	11:00 AM	53.0	70.5
Sat 10-Jan	42.4	58.2	12:00 PM	52.2	65.5
1:00 AM	40.6	55.1	1:00 PM	51.6	67.5
2:00 AM	38.6	55.8	2:00 PM	47.8	55.9
3:00 AM	42.6	56.4	3:00 PM	52.1	62.4
4:00 AM	39.3	54.7	4:00 PM	50.2	62.0
5:00 AM	47.3	57.8	5:00 PM	48.1	57.4
6:00 AM	49.9	61.5	6:00 PM	46.8	56.4
7:00 AM	53.0	64.8	7:00 PM	46.3	62.2
8:00 AM	55.0	64.9	8:00 PM	43.9	62.9
9:00 AM	52.6	64.9	9:00 PM	38.3	60.0
10:00 AM	54.1	64.7	10:00 PM	40.8	59.4
11:00 AM	54.5	65.4	11:00 PM	34.4	59.2
12:00 PM	54.0	64.3	Mon 12-Jan	41.3	61.3
1:00 PM	51.1	63.3	1:00 AM	30.5	55.0
2:00 PM	53.8	65.6	2:00 AM	31.6	53.8
3:00 PM	53.8	63.9	3:00 AM	31.8	56.3
4:00 PM	55.8	64.0	4:00 AM	35.9	53.5
5:00 PM	50.7	60.5	5:00 AM	46.2	62.1
6:00 PM	48.7	58.6	6:00 AM	48.8	62.5
7:00 PM	47.9	57.9	7:00 AM	49.6	62.2
8:00 PM	48.1	57.6	8:00 AM	50.5	64.8
9:00 PM	45.8	57.1	9:00 AM	53.0	67.8
10:00 PM	45.2	56.9	10:00 AM	56.0	66.6
11:00 PM	41.6	56.1	11:00 AM	51.0	62.1
Sun 11-Jan	42.3	57.4	12:00 PM	50.4	61.7

Behrens and Associates, Inc.

Environmental Noise Control



Bayswater Exploration - Arellano 10-L Pad					
Hourly Averages - Location 4					
Time	dBA	dBC	Time	dBA	dBC
1:00 PM	42.7	59.6	1:00 AM	41.7	56.6
2:00 PM	56.4	64.3	2:00 AM	39.5	53.2
3:00 PM	43.1	57.8	3:00 AM	40.6	55.1
4:00 PM	43.9	58.9	4:00 AM	40.6	54.9
5:00 PM	42.7	59.8	5:00 AM	45.1	57.2
6:00 PM	43.3	58.1	6:00 AM	45.1	57.4
7:00 PM	40.5	56.6	7:00 AM	45.9	56.9
8:00 PM	38.4	54.2	8:00 AM	51.2	59.9
9:00 PM	37.8	53.8	9:00 AM	50.7	59.7
10:00 PM	37.2	54.5	10:00 AM	54.0	59.3
11:00 PM	36.8	52.8	11:00 AM	53.5	62.2
Sat 10-Jan	38.6	53.3	12:00 PM	49.4	60.2
1:00 AM	39.6	55.2	1:00 PM	47.0	57.4
2:00 AM	36.8	55.2	2:00 PM	44.7	56.6
3:00 AM	39.0	55.6	3:00 PM	50.4	56.1
4:00 AM	44.4	57.1	4:00 PM	41.6	52.8
5:00 AM	46.6	57.7	5:00 PM	41.3	52.2
6:00 AM	48.8	59.6	6:00 PM	39.0	53.1
7:00 AM	49.6	59.9	7:00 PM	39.7	53.0
8:00 AM	50.5	61.4	8:00 PM	40.7	54.1
9:00 AM	49.0	60.8	9:00 PM	35.1	51.1
10:00 AM	51.6	64.9	10:00 PM	33.9	49.3
11:00 AM	52.4	63.1	11:00 PM	35.8	50.1
12:00 PM	50.6	63.6	Mon 12-Jan	34.9	50.8
1:00 PM	49.0	60.7	1:00 AM	33.3	51.3
2:00 PM	46.1	58.6	2:00 AM	32.4	49.5
3:00 PM	48.1	58.7	3:00 AM	33.1	51.1
4:00 PM	48.0	57.7	4:00 AM	32.3	49.8
5:00 PM	47.2	58.7	5:00 AM	35.0	53.6
6:00 PM	47.2	57.5	6:00 AM	45.2	64.4
7:00 PM	47.5	57.1	7:00 AM	39.5	58.5
8:00 PM	45.2	56.1	8:00 AM	40.2	56.7
9:00 PM	45.1	57.1	9:00 AM	41.6	57.2
10:00 PM	44.1	56.2	10:00 AM	43.5	59.8
11:00 PM	40.2	54.4	11:00 AM	46.3	58.9
Sun 11-Jan	41.3	55.4	12:00 PM	46.5	59.6

Behrens and Associates, Inc.

Environmental Noise Control



Bayswater Exploration - Arellano 10-L Pad					
Hourly Averages - Location 5					
Time	dBA	dBC	Time	dBA	dBC
1:00 PM	55.5	67.4	1:00 AM	47.8	57.9
2:00 PM	63.9	70.2	2:00 AM	39.3	52.7
3:00 PM	55.1	62.4	3:00 AM	40.6	54.8
4:00 PM	57.7	66.0	4:00 AM	49.9	57.8
5:00 PM	57.6	67.9	5:00 AM	49.5	58.3
6:00 PM	55.1	66.7	6:00 AM	50.8	59.9
7:00 PM	50.2	60.5	7:00 AM	51.4	60.1
8:00 PM	48.0	57.0	8:00 AM	53.7	62.0
9:00 PM	47.8	65.2	9:00 AM	54.4	61.6
10:00 PM	44.9	63.2	10:00 AM	57.6	64.3
11:00 PM	45.7	53.5	11:00 AM	54.4	64.7
Sat 10-Jan	48.9	60.1	12:00 PM	56.4	64.3
1:00 AM	45.2	56.5	1:00 PM	55.9	66.5
2:00 AM	40.1	56.3	2:00 PM	51.2	57.3
3:00 AM	41.4	56.0	3:00 PM	57.5	66.4
4:00 AM	45.4	56.8	4:00 PM	55.7	65.3
5:00 AM	49.1	58.4	5:00 PM	53.4	58.5
6:00 AM	53.7	62.8	6:00 PM	52.4	59.4
7:00 AM	55.9	66.0	7:00 PM	52.0	65.0
8:00 AM	56.0	65.0	8:00 PM	48.5	62.3
9:00 AM	62.1	70.1	9:00 PM	42.7	59.9
10:00 AM	55.8	64.7	10:00 PM	42.9	57.5
11:00 AM	57.2	67.6	11:00 PM	42.8	61.6
12:00 PM	58.6	66.6	Mon 12-Jan	42.3	60.9
1:00 PM	55.2	63.6	1:00 AM	36.1	55.6
2:00 PM	57.5	67.9	2:00 AM	34.4	52.6
3:00 PM	58.1	67.0	3:00 AM	36.0	58.5
4:00 PM	58.8	65.3	4:00 AM	39.0	51.8
5:00 PM	54.8	62.0	5:00 AM	51.6	67.3
6:00 PM	53.7	61.1	6:00 AM	52.5	63.7
7:00 PM	50.8	58.7	7:00 AM	53.6	63.4
8:00 PM	52.2	60.2	8:00 AM	53.3	65.0
9:00 PM	50.8	60.7	9:00 AM	54.9	65.2
10:00 PM	48.3	56.6	10:00 AM	63.1	70.3
11:00 PM	47.4	56.8	11:00 AM	56.0	65.3
Sun 11-Jan	43.0	55.4	12:00 PM	54.2	60.0

Behrens and Associates, Inc.

Environmental Noise Control



Bayswater Exploration - Arellano 10-L Pad					
Hourly Averages - Location 6					
Time	dBA	dBC	Time	dBA	dBC
1:00 PM	45.2	59.4	1:00 AM	41.8	56.9
2:00 PM	45.0	57.7	2:00 AM	53.3	58.1
3:00 PM	57.7	64.5	3:00 AM	38.7	53.6
4:00 PM	47.2	56.1	4:00 AM	40.2	55.4
5:00 PM	45.8	56.7	5:00 AM	49.1	56.5
6:00 PM	40.2	56.7	6:00 AM	44.4	57.3
7:00 PM	38.8	53.4	7:00 AM	45.4	57.5
8:00 PM	33.5	52.5	8:00 AM	47.5	57.9
9:00 PM	47.6	57.0	9:00 AM	51.5	61.1
10:00 PM	40.5	53.3	10:00 AM	52.1	60.4
11:00 PM	33.5	51.4	11:00 AM	50.3	59.7
Sat 10-Jan	34.0	51.2	12:00 PM	44.9	65.8
1:00 AM	33.3	52.5	1:00 PM	44.2	62.8
2:00 AM	37.5	56.2	2:00 PM	46.0	59.1
3:00 AM	34.5	55.9	3:00 PM	47.0	55.6
4:00 AM	42.8	57.7	4:00 PM	49.6	59.0
5:00 AM	42.4	55.8	5:00 PM	40.8	58.9
6:00 AM	48.2	59.1	6:00 PM	40.6	53.0
7:00 AM	48.7	59.4	7:00 PM	43.8	59.9
8:00 AM	49.4	60.1	8:00 PM	40.8	68.1
9:00 AM	50.9	61.9	9:00 PM	46.4	71.8
10:00 AM	50.2	61.8	10:00 PM	38.6	68.7
11:00 AM	54.0	64.7	11:00 PM	36.7	62.7
12:00 PM	50.9	62.4	Mon 12-Jan	42.4	65.8
1:00 PM	52.0	65.0	1:00 AM	38.7	69.8
2:00 PM	48.2	59.0	2:00 AM	30.4	60.3
3:00 PM	48.5	58.9	3:00 AM	31.9	60.9
4:00 PM	57.3	64.3	4:00 AM	31.7	57.3
5:00 PM	49.0	57.9	5:00 AM	32.4	55.2
6:00 PM	46.7	56.7	6:00 AM	36.9	60.8
7:00 PM	47.2	57.3	7:00 AM	39.1	58.3
8:00 PM	53.6	58.9	8:00 AM	40.3	58.5
9:00 PM	45.9	56.4	9:00 AM	42.9	62.9
10:00 PM	45.6	56.1	10:00 AM	45.0	65.5
11:00 PM	43.1	55.8	11:00 AM	44.5	65.2
Sun 11-Jan	39.4	53.5	12:00 PM	41.8	64.6