

APPLICATION FOR PERMIT TO:

Drill Deepen Re-enter Recomplete and Operate

TYPE OF WELL OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> COALBED <input type="checkbox"/> OTHER _____	Refiling <input type="checkbox"/>
ZONE TYPE SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONES <input type="checkbox"/> COMMINGLE ZONES <input type="checkbox"/>	Sidetrack <input type="checkbox"/>

Date Received:
05/13/2015

Well Name: Milliken Investors HD Well Number: 22-002HN

Name of Operator: GREAT WESTERN OPERATING COMPANY LLC COGCC Operator Number: 10110

Address: 1801 BROADWAY #500

City: DENVER State: CO Zip: 80202

Contact Name: Callie Fiddes Phone: (303)398-0550 Fax: ()

Email: regulatorypermitting@gwogco.com

RECLAMATION FINANCIAL ASSURANCE
Plugging and Abandonment Bond Surety ID: 20090080

WELL LOCATION INFORMATION

QtrQtr: NWNW Sec: 22 Twp: 4N Rng: 67W Meridian: 6

Latitude: 40.302817 Longitude: -104.884800

Footage at Surface: <u>924</u> feet	FNL/FSL	FEL/FWL
<u>FNL</u> <u>440</u> feet	<u>FNL</u> <u>440</u>	<u>FWL</u> <u>440</u>

Field Name: WATTENBERG Field Number: 90750

Ground Elevation: 4896 County: WELD

GPS Data:
Date of Measurement: 11/13/2014 PDOP Reading: 1.4 Instrument Operator's Name: Dallas Nielsen

If well is Directional Horizontal (highly deviated) **submit deviated drilling plan.**

Footage at Top of Prod Zone:	FNL/FSL	FEL/FWL	Bottom Hole:	FNL/FSL	FEL/FWL
<u>1</u> <u>FNL</u> <u>460</u> <u>FWL</u>	<u>1</u> <u>FNL</u> <u>470</u> <u>FEL</u>				
Sec: <u>22</u> Twp: <u>4N</u> Rng: <u>67W</u>	Sec: <u>22</u> Twp: <u>4N</u> Rng: <u>67W</u>				

LOCATION SURFACE & MINERALS & RIGHT TO CONSTRUCT

Surface Ownership: Fee State Federal Indian

The Surface Owner is: is the mineral owner beneath the location.
(check all that apply) 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 by this Well: Yes

The right to construct the Oil and Gas Location is granted by: oil and gas lease

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

LEASE INFORMATION

Using standard QtrQtr, Sec, Twp, Rng format, describe one entire mineral lease that will be produced by this well (Describe lease beneath surface location if produced. Attach separate description page or map if necessary.)

N2NW4 Sec 22-T4N-R67W

Total Acres in Described Lease: 80 Described Mineral Lease is: Fee State Federal Indian

Federal or State Lease # _____

Distance from Completed Portion of Wellbore to Nearest Lease Line of described lease: 0 Feet

CULTURAL DISTANCE INFORMATION

Distance to nearest:

Building: 661 Feet
 Building Unit: 790 Feet
 High Occupancy Building Unit: 5280 Feet
 Designated Outside Activity Area: 5280 Feet
 Public Road: 434 Feet
 Above Ground Utility: 417 Feet
 Railroad: 5280 Feet
 Property Line: 391 Feet

INSTRUCTIONS:

- All measurements shall be provided from center of the Proposed Well to nearest of each cultural feature as described in Rule 303.a.(5).
 - 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: Buffer Zone
 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: 01/23/2015

SPACING and UNIT INFORMATION

Distance from Completed Portion of Wellbore to Nearest Wellbore Permitted or Completed in the same formation: 126 Feet

Distance from Completed Portion of Wellbore to Nearest Unit Boundary 460 Feet (Enter 5280 for distance greater than 1 mile.)

Federal or State Unit Name (if appl): _____ Unit Number: _____

SPACING & FORMATIONS COMMENTS

Spacing Unit: N2N2 Sec 22-4N-67W & S2S2 Sec 15-4N-67W

OBJECTIVE FORMATIONS

Objective Formation(s)	Formation Code	Spacing Order Number(s)	Unit Acreage Assigned to Well	Unit Configuration (N/2, SE/4, etc.)
NIOBRARA	NBRR		320	GWA

DRILLING PROGRAM

Proposed Total Measured Depth: 11914 Feet

Distance to nearest permitted or existing wellbore penetrating objective formation: 86 Feet (Including plugged wells)

Will a closed-loop drilling system be used? Yes

Is H₂S gas reasonably expected to be encountered during drilling operations at concentrations greater than or equal to 100 ppm? No (If Yes, attach an H₂S Drilling Operations Plan)

Will salt sections be encountered during drilling? No

Will salt based (>15,000 ppm Cl) drilling fluids be used? No

Will oil based drilling fluids be used? Yes

BOP Equipment Type: Annular Preventor Double Ram Rotating Head None

GROUNDWATER BASELINE SAMPLING AND MONITORING AND WATER WELL SAMPLING

Water well sampling required per Rule 318A

DRILLING WASTE MANAGEMENT PROGRAM

Drilling Fluids Disposal: OFFSITE Drilling Fluids Disposal Methods: Commercial Disposal

Cuttings Disposal: OFFSITE Cuttings Disposal Method: Commercial Disposal

Other Disposal Description:

Beneficial reuse or land application plan submitted? No

Reuse Facility ID: _____ or Document Number: _____

CASING PROGRAM

Casing Type	Size of Hole	Size of Casing	Wt/Ft	Csg/Liner Top	Setting Depth	Sacks Cmt	Cmt Btm	Cmt Top
CONDUCTOR	24	16	42	0	80	121	80	0
SURF	13+1/2	9+5/8	36	0	1300	579	1300	0
1ST	7+7/8	5+1/2	17	0	11914	1132	11914	1300

Conductor Casing is NOT planned

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)

GREATER WATTENBERG AREA LOCATION EXCEPTIONS

Check all that apply:

- Rule 318A.a. Exception Location (GWA Windows).
- Rule 318A.c. Exception Location (GWA Twinning).

RULE 502.b VARIANCE REQUEST

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

OTHER LOCATION EXCEPTIONS

Check all that apply:

- Rule 318.c. Exception Location from Rule or Spacing Order Number _____
- Rule 603.a.(2) Exception Location (Property Line Setback).

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 Rule 318A.a & Rule 318A.c are waived on the SUA
 Milliken Inv HD 22-039HN is the nearest penetrating well and the nearest well completed in the same formation.
 A waste management plan has been attached since we will be using OBM. All aquifers will be covered.

This application is in a Comprehensive Drilling Plan _____ CDP #: _____

Location ID: _____

Is this application being submitted with an Oil and Gas Location Assessment application? Yes

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

Signed: _____ Print Name: Callie Fiddes

Title: Regulatory Specialist Date: 5/13/2015 Email: regulatorypermitting@gwogco.c

Operator must have a valid water right or permit allowing for industrial use or purchased water from a seller that has a valid water right or permit allowing for industrial use, otherwise an application for a change in type of use is required under Colorado law. Operator must also use the water in the location set forth in the water right decree or well permit, otherwise an application for a change in place of use is required under Colorado law. Section 37-92-103(5), C.R.S. (2011).

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: 9/23/2015

Expiration Date: 09/22/2017

API NUMBER
05 123 42215 00

Conditions Of Approval

All representations, stipulations and conditions of approval stated in the Form 2A for this location shall constitute representations, stipulations and conditions of approval for this Form 2 Permit-to-Drill and are enforceable to the same extent as all other representations, stipulations and conditions of approval stated in this Permit-to-Drill.

<u>COA Type</u>	<u>Description</u>
	1) Submit Form 42 electronically to COGCC 48 hours prior to MIRU. 2) Comply with Rule 317.j and provide cement coverage from the bottom of the production casing to a minimum of 200' above Niobrara. Verify coverage with cement bond log. 3) Run and submit Directional Survey from TD to base of surface casing. The operator shall comply with Rule 321, and it shall be the operator's responsibility to ensure that the wellbore complies with setback requirements in commission orders or rules prior to producing the well.

Best Management Practices

No	BMP/COA Type	Description
1	Planning	Stimulation Setback (Rule 317.r and 317.s) Prior to drilling operations, Operator will perform an anti-collision scan of existing offset wells that have the potential of being within close proximity of the proposed well. This anti-collision scan will include definitive MWD or gyro surveys of the offset wells with included error of uncertainty per survey instrument, and compared against the proposed wellpath with its respective error of uncertainty. If current surveys do not exist for the offset wells, Operator may have gyro surveys conducted to verify bottomhole location. The proposed well will only be drilled if the anti-collision scan results indicate that there is not a risk for collision, or harm to people or the environment.
2	General Housekeeping	General housekeeping will consist of neat and orderly storage of materials and fluids. Wastes will be temporarily stored in sealed containers and regularly collected and disposed of at offsite, suitable facilities. If spills occur prompt cleanup is required to minimize any commingling of waste materials with storm water runoff. Routine maintenance will be limited to fueling and lubrication of equipment. Drip pans will be used during routine fueling and maintenance to contain spills or leaks. Any waste product from maintenance will be containerized and transported offsite for disposal or recycling. There will be no major equipment overhauls conducted onsite. Equipment will be transported offsite for major overhauls. Cleanup will consist of patrolling the roadways, access areas, and other work areas to pick up trash, scrap debris, other discarded materials, and any contaminated soil. These materials will be disposed of properly and promptly.
3	Noise mitigation	Noise (Rule 604.c.(2)A). The subject Great Western Operating Company, L.L.C. (GWOC) location will operate in accordance with maximum permissible noise levels per COGCC Rule 604.c.(2)A. and 802, as applicable. GWOC will utilize reasonable and cost-effective best practices to endeavor to reduce noise levels below these limits in areas where occupied structures occur within a Designated Setback Zone. Where possible, drilling rig and completion equipment engine exhaust will be directed away from occupied buildings to assist with noise mitigation. No noise compliance issues are expected from the production area.
4	Drilling/Completion Operations	Great Western will comply with the "COGCC Policy for Bradenhead Monitoring During Hydraulic Fracturing Treatments in the Greater Wattenberg Area", dated May 29, 2012
5	Drilling/Completion Operations	One of the first wells drilled on the pad will be logged with Open Hole Resistivity Log and Gamma Ray Log from the kick-off point to into the surface casing. All wells on the pad will have a cement bond log with gamma-ray run on production casing (or on intermediate casing if production liner is run) into the surface casing. The horizontal portion of every well will be logged with a measured-while-drilling gamma-ray log. The form 5, Completion Report, for each well on the pad will list all logs run and have those logs attached. The Form 5 for a well without open-hole logs shall clearly state "No open-hole logs were run" and shall clearly identify (by API#, well name & number) the well in which open-hole logs were run.

Total: 5 comment(s)

Applicable Policies and Notices to Operators

Notice Concerning Operating Requirements for Wildlife Protection.

Policy for Bradenhead Monitoring During Hydraulic Fracturing Treatments in the Greater Wattenberg Area.

Attachment Check List

Att Doc Num	Name
1175974	Stimulation Setback Consent
1696583	DEVIATED DRILLING PLAN
400782864	FORM 2 SUBMITTED
400782886	SURFACE AGRMT/SURETY
400782887	EXCEPTION LOC REQUEST
400838155	OffsetWellEvaluations Data
400838159	DIRECTIONAL DATA
400838160	PROPOSED SPACING UNIT
400838161	WELL LOCATION PLAT
400838231	WASTE MANAGEMENT PLAN
400866211	DIRECTIONAL DATA

Total Attach: 11 Files

General Comments

User Group	Comment	Comment Date
Permit	Final Review Completed. No LGD or public comment received.	9/22/2015 9:01:55 AM
Permit	Per operator changed Distance from Completed Portion of Wellbore to Nearest Wellbore Permitted or Completed in same formation from 329' to 126'. Changed Distance to nearest permitted or existing wellbore penetrating objective formation from 329' to 86'. (KMG's 123-29005 Zabka 35-15 at 86'). Changed the Open Hole Logging BMP to the one for a Multi-Well HZ Pad. Permitting Review Complete.	7/20/2015 8:29:38 AM
Engineer	Attached Stimulation Setback consent letter, from Operator.	7/20/2015 8:10:21 AM
Permit	Attached updated Directional data. Removed extra Anti-Collision BMP. ON HOLD: requesting corrected Distance from Completed Portion of Wellbore to Nearest Wellbore Permitted or Completed in same formation. Requestin corrected Distance to nearest permitted or existing wellbore penetrating objective formation. (KMG's 123-29005 Zabka 35-15 at 86'). Requesting a Rule 317.s Stimulation Setback waiver. Requesting change to the Open Hole Logging BMP to the one for a Multi-Well HZ Pad.	7/10/2015 12:55:04 PM
Permit	ON HOLD: requesting corrected Distance from Completed Portion of Wellbore to Nearest Wellbore Permitted or Completed in same formation and Distance to nearest permitted or existing wellbore penetrating objective formation. (KMG's 123-29005 Zabka 35-15 at 86'). Requesting a Rule 317.s Stimulation Setback waiver. Removal of one of the Anti-Collision BMP's (there's 2). Changed Open Hole Logging BMP to the one for a HZ Multi-Well Pad.	6/12/2015 11:44:43 AM
Engineer	Offset Wells Evaluated	5/18/2015 1:01:57 PM
Permit	Passed Completeness	5/15/2015 10:22:05 AM

Total: 7 comment(s)