



Receive Date: 02/08/2016

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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

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: [X] Blanket Surety ID: 2003-0009 Individual Surety ID: see listing by individual well

[] New Well Cert of Clearance [X] Change of Operator [] Add/Change Transporter or Gatherer

Effective Date of Change Below 02/01/2016 Form is being submitted by: Seller

Non-Submitting Operator Information:

OGCC Number of NON-Submitting 100322 Name of NON-Submitting NOBLE ENERGY INC
NON-submitting Operator is Buyer Contact Name Julie T. Jenkins Title: Attorney in Fact
NON-submitting Operator Contact Email: Julie.Jenkins@NBLEnergy.com

Add/Change Transporter or Gatherer

[X] Add [] Delete Product: [X] Oil [] Gas
OGCC Transporter No: 83720 Suffix:
Trans./Gatherer Name: SUNCOR ENERGY (USA) INC
Address: 717 17TH STREET #2900 City: DENVER State: CO Zip: 80202
Phone: () Email Contact:

[X] Add [] Delete Product: [] Oil [X] 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:

[X] Add [] Delete Product: [X] 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:

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: Barbula,Donald
Title: Sr. V. P. of Operations Email: DBarbula@Bayswater.us Date: 02/08/2016

CHANGE OF OPERATOR:

Name of Buying Operator:		Name of Selling Operator:	
<u>NOBLE ENERGY INC</u>		<u>BAYSWATER EXPLORATION AND PRODUCTION LLC</u>	
Signature: _____	Date: <u>02/01/2016</u>	Signature: _____	Date: <u>02/01/2016</u>
Print Name: <u>Julie T. Jenkins</u>	Title: <u>Attorney in Fact</u>	Print Name: <u>Barbula,Donald</u>	Title: <u>Sr. V. P. of Operations</u>

COGCC Approved:  **Title:** Director of COGCC **Date:** 02/25/2016

**State of Colorado
Oil and Gas Conservation Commission**

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



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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: 11	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: 0	UIC ENHANCED RECOVERY: 0	WELL: 11

Total Approved: 22 Total out of Total Total Submitted: 22 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	WELL	123-32361	419811	419813	J & L Farms	1-20	NENE/20/6N/63W		4680
	WELL		419811	419813					83720
2	WELL	123-32362	419812	419820	J & L Farms	8-20	SENE/20/6N/63W		4680
	WELL		419812	419820					83720
3	WELL	123-32372	419893	419889	J & L Farms	2-20	NWNE/20/6N/63W		4680
	WELL		419893	419889					83720
4	WELL	123-29427	299577	302586	J&L FARMS	22-20	SENW/20/6N/63W		4680
	WELL		299577	302586					83720
5	WELL	123-29468	299673	302604	J&L FARMS	32-20	SWNE/20/6N/63W		4680
	WELL		299673	302604					83720
6	WELL	123-12861	245066	323321	FAIR MEADOWS	1-30	SWSW/30/6N/63		4680
	WELL		245066	323321					70505
7	WELL	123-29044	298381	302385	FAIRMEADOWS	3-30	NWSW/30/6N/63		4680
	WELL		298381	302385					70505
8	WELL	123-23515	282561	305812	LARSEN	2-30	SWSE/30/6N/63W		4680
	WELL		282561	305812					70505
9	WELL	123-29045	298382	302386	FAIRMEADOWS	4-30	NWSE/30/6N/63W		4680
	WELL		298382	302386					70505
10	WELL	123-29707	300383	302732	Larson Fairmeadows	6-30	NESW/30/6N/63W		4680
	WELL		300383	302732					70505
11	WELL	123-29708	300384	302733	LARSEN	5-30	SESW/30/6N/63W		4680
	WELL		300384	302733					70505
12	LOCATION	123-	419813	419813	J & L Farms	1-20	NENE/20/6N/63W		
13	LOCATION		419889	419889		2-20	NWNE/20/6N/63W		
14	LOCATION		419820	419820		8-20	SENE/20/6N/63W		
15	LOCATION		302586	302586	J&L FARMS-66N63W	20SENW	SENW/20/6N/63W		
16	LOCATION		302604	302604		20SWNE	SWNE/20/6N/63W		
17	LOCATION		323321	323321	FAIR MEADOWS-	30SWSW	SWSW/30/6N/63		
18	LOCATION		302385	302385	FAIRMEADOWS-	30NWSW	NWSW/30/6N/63		
19	LOCATION		305812	305812	LARSEN	30SWSE	SWSE/30/6N/63W		
20	LOCATION		302386	302386	Fairmeadows 4-30	66N63W	NWSE/30/6N/63W		
21	LOCATION		302732	302732	Larson Fairmeadows	6N63W/30N	NESW/30/6N/63W		
22	LOCATION		302733	302733	Larsen Fairmeadows 5	66N63W	SESW/30/6N/63W		

Total Deleted: 0 Total out of Total Total Submitted: 22 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility	Location	Surety ID	Transporter
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#	TYPE	API	FAC ID	Loc#	Name	Number	(QQ/S/T/R)	Surety ID	/ Gatherer
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Total Pending: 0 Total out of Total Total Submitted: 22 are listed below:

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