



Receive Date: 02/29/2016

Document Number: 400966404

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: 10608 Contact Person: Eric Gopsill
Company Name: BNN WESTERN LLC Phone: (303) 7633523
Address: 370 VAN GORDON STREET Fax: ()
City: LAKEWOOD State: CO Zip: 80228 Email: eric.gopsill@bnn-energy.com

Operator Bond Status: [X] Blanket Surety ID: 2016-0000 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 12/16/2015 Form is being submitted by: Buyer
Non-Submitting Operator Information:
OGCC Number of NON-Submitting 96155 Name of NON-Submitting WHITING OIL & GAS CORPORATION
NON-submitting Operator is Seller Contact Name Mike Stahl Title: Operations Manager
NON-submitting Operator Contact Email: mike.stahl@whiting.com

Add/Change Transporter or Gatherer

[X] Add [] Delete Product: [X] Oil [] Gas
OGCC Transporter No: 10608 Suffix:
Trans./Gatherer Name: BNN WESTERN LLC
Address: 370 VAN GORDON STREET City: LAKEWOOD State: CO Zip: 80228
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: Gopsill, Eric
Title: Director Email: eric.gopsill@bnn-energy.com Date: 02/29/2016

CHANGE OF OPERATOR:
Name of Buying Operator: BNN WESTERN LLC Name of Selling Operator: WHITING OIL & GAS CORPORATION
Signature: Date: 12/16/2015 Signature: Date: 12/16/2015
Print Name: Gopsill, Eric Title: Director Print Name: Mike Stahl Title: Operations Manager

COGCC Approved: [Signature] Title: Director of COGCC Date: 02/29/2016

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

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



**Document Number:
400966404**

CHANGE OF TRANSPORTER/GATHERER and/or CHANGE OF OPERATOR

OGCC Operator Number: 10608

Name of Operator: BNN WESTERN 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: 12	TANK BATTERY: 0	UIC WATER TRANSFER STATION: 0
GAS GATHERING SYSTEM: 0	PIPELINE: 0	UIC DISPOSAL: 3	WATER GATHERING SYSTEM LINE: 0
GAS PROCESSING PLANT: 0	PIT: 8	UIC ENHANCED RECOVERY: 0	WELL: 4

Total Approved: 27 Total out of Total Total Submitted: 27 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
2	UIC DISPOSAL	123-	159961		RAZOR 26J-2633L		NWSE/26/10N/58	20160002	
3	UIC DISPOSAL		159962		WILDHORSE 16-13L		NWSW/16/9N/59	20160001	
17	LOCATION		434578	434578	Frac Water Pond		SWSW/1/9N/59W		
18	LOCATION		431440	431440	Razor	33M Pad	SWSW/33/10N/58		
19	LOCATION		434570	434570	Razor Pit	10E	SWNW/10/10N/58		
20	LOCATION		438008	438008	Razor 12	Pond E	SENE/12/10N/58		
21	LOCATION		438068	438068	Razor 25 Pond F		SENE/25/10N/58		
22	LOCATION		438283	438283	Razor 20	Pond G	NWNE/20/10N/58		
23	LOCATION		438510	438510	Razor 7	Pond H	Lot 4/7/10N/58W		
24	LOCATION		438282	438282	Razor 21	Pond I	NESE/21/10N/58		
25	LOCATION		433131	433131	Razor	26J-2633L	NWSE/26/10N/58		
26	LOCATION		420505	420505	Wild Horse	16-13H	NWSW/16/9N/59		
27	LOCATION		159979	440312	HORSETAIL	19N-1924M-	SWSE/19/10N/57		
28	LOCATION		438078	438078		19N-1924M-			
30	UIC DISPOSAL		159979			19N-1924M-		20160003	
5	WELL	123-40630	440007	438078	Horsetail	19N-1924M-	SWSE/19/10N/57		10608
6	WELL	123-37495	433132	433131	Razor	26J-2633L	NWSE/26/10N/58		10608
7	WELL	123-37374	432960	420505	Wildhorse	16-13L	NWSW/16/9N/59		10608
8	WELL	123-40777	440313	440312	Razor	21 SWD 1	NWSE/21/10N/58		10608
9	PIT		434797	434578	Frac Water Pond		SWSW/1/9N/59W		
10	PIT		431441	431440	Razor 33-2813H		SWSW/33/10N/58		
11	PIT		434796	434570	Razor Pit	10E	SWNW/10/10N/58		
12	PIT		438015	438008	Razor 12	Pond E	SENE/12/10N/58		
13	PIT		438550	438068	Razor 25	Pond F	SENE/25/10N/58		
14	PIT		438551	438283	Razor 20	Pond G	NWNE/20/10N/58		
15	PIT		438549	438510	Razor 7	Pond H	SWSW/7/10N/58		
16	PIT		438552	438282	Razor 21	Pond I	NESE/21/10N/58		

Total Deleted: 0 Total out of Total Total Submitted: 27 are listed below:

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

Total Pending: 0 Total out of Total Total Submitted: 27 are listed below:

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