



OGCC RECEPTION Receive Date: 08/11/2016 Document Number: 401092400

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: 69175 Contact Person: Jenifer Hakkarinen Company Name: PDC ENERGY INC Phone: (303) 8605800 Address: 1775 SHERMAN STREET - STE 3000 Fax: () City: DENVER State: CO Zip: 80203 Email: Jenifer.Hakkarinen@pdce.com

Operator Bond Status: [X] Blanket Surety ID: 2012-0099 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 04/14/2016 Form is being submitted by: Seller Non-Submitting Operator Information: OGCC Number of NON-Submitting 10435 Name of NON-Submitting MENDELL NIOBRARA LLC NON-submitting Operator is Buyer Contact Name Paul Mendell Title: CEO NON-submitting Operator Contact Email: pmendell@mendellenergy.com

Add/Change Transporter or Gatherer

[] Add [] Delete Product: [] Oil [] Gas OGCC Transporter No: Suffix: Trans./Gatherer Name: Address: City: State: Zip: 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: Title: Regulatory Tech Print Name: Hakkarinen, Jenifer Email: Jenifer.Hakkarinen@pdce.com Date: 08/11/2016

CHANGE OF OPERATOR: Name of Buying Operator: MENDELL NIOBRARA LLC Name of Selling Operator: PDC ENERGY INC Signature: Date: 04/14/2016 Signature: Date: 04/14/2016 Print Name: Paul Mendell Title: CEO Print Name: Hakkarinen, Jenifer Title: Regulatory Tech

COGCC Approved: [Signature] Title: Director of COGCC Date: 09/24/2016

**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: 69175
Name of Operator: PDC ENERGY INC

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: 0 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: 7

Total Approved: 7 Total out of Total Total Submitted: 7 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	WELL	001-09946	446017	320491	Rio-LA	6E-234	NWNW/6/1S/67W		4680
	WELL		446017	320491					83720
2	WELL	001-09949	446020	320491	Rio-LA	6E-304	NWNW/6/1S/67W		4680
	WELL		446020	320491					83720
3	WELL	001-09951	446022	320491	Rio-LA	6F-204	NWNW/6/1S/67W		4680
	WELL		446022	320491					83720
4	WELL	001-09945	446016	320491	Rio-LA	6F-314	NWNW/6/1S/67W		4680
	WELL		446016	320491					83720
5	WELL	001-09948	446019	320491	Rio-LA	6F-334	NWNW/6/1S/67W		4680
	WELL		446019	320491					83720
6	WELL	001-09950	446021	320491	Rio-LA	6F-414	NWNW/6/1S/67W		4680
	WELL		446021	320491					83720
7	WELL	001-09947	446018	320491	Rio-LA	6F-434	NWNW/6/1S/67W		4680
	WELL		446018	320491					83720

Total Deleted: 0 Total out of Total Total Submitted: 7 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: 7 are listed below:

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