



OGCC RECEPTION Receive Date: 10/10/2016 Document Number: 401119614

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: 10112 Contact Person: Caitlin O'Hair Company Name: FOUNDATION ENERGY MANAGEMENT LLC Phone: (918) 526-5591 Address: 16000 DALLAS PARKWAY #875 Fax: (918) 585-1660 City: DALLAS State: TX Zip: 75248-6607 Email: regulatory@foundationenergy.com

Operator Bond Status: [X] Blanket Surety ID: 2005-0066 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 10/30/2012 Form is being submitted by: Buyer

Non-Submitting Operator Information:

OGCC Number of NON-Submitting 24461 Name of NON-Submitting DIVERSIFIED OPERATING CORPORATION NON-submitting Operator is Seller Contact Name Terry Cannon Title: President NON-submitting Operator Contact Email:

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: Per Rick Allison's request on 9/22/2016, Foundation Energy Management is transferring the 3 pits from the Andrews, Roth, and Kettl. The wells had been transferred, but the pits had not. From COGCC inspections, we were required to submit Form 15's on the pits, but Rick Allison discovered the pits had been registered by Richardson Operating in 1996. In lieu of submitting Form 15's, Foundation was requested to submit a Form 10 for the pits.

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: HSE/Regulatory Tech Print Name: O'Hair,Caitlin Email: regulatory@foundationenergy.com Date: 10/10/2016

CHANGE OF OPERATOR:

Name of Buying Operator: FOUNDATION ENERGY MANAGEMENT LLC Name of Selling Operator: DIVERSIFIED OPERATING CORPORATION Signature: Date: 10/30/2012 Signature: Date: 10/30/2012 Print Name: O'Hair,Caitlin Title: HSE/Regulatory Tech Print Name: Terry Cannon Title: President

COGCC Approved: _____

Matthew Lee

Title: Director of COGCC

Date: 11/23/2016

**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: 10112

Name of Operator: FOUNDATION ENERGY MANAGEMENT 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: 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: 3	UIC ENHANCED RECOVERY: 0	WELL: 0

Total Approved: 3 Total out of Total Total Submitted: 3 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	PIT	123-	111646		ANDREWS BATTERY		NESE/7/7N/59W		
2	PIT		111637		ROTH BATTERY (3		NWSW/7/7N/59W		
3	PIT		110695	408635	KETTL 4-23		NWNW/23/6N/61		

Total Deleted: 0 Total out of Total Total Submitted: 3 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: 3 are listed below:

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