



OGCC RECEPTION Receive Date: 10/29/2018 Document Number: 401650871

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: James Smith Company Name: FOUNDATION ENERGY MANAGEMENT LLC Phone: (918) 5265592 Address: 5057 KELLER SPRINGS RD STE 650 Fax: () City: ADDISON State: TX Zip: 75001 Email: jsmith@foundationenergy.om

Operator Financial Assurance: [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 01/01/2017 Form is being submitted by: Buyer Is the Buying Operator a Tier One member of the Utility Notification Center of Colorado (UNCC) that participates in Colorado's One Call notification system? Yes [X] No []

Non-Submitting Operator Information:

OGCC Number of NON-Submitting 86610 Name of NON-Submitting CAERUS WASHCO LLC NON-submitting Operator is Seller Contact Name Aubree Besant Title: Land Manager NON-submitting Operator Contact Email: aubree@caerusoilandgas.com

Add/Change Transporter or Gatherer

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

OGCC Transporter No: 10112 Suffix: Trans./Gatherer Name: FOUNDATION ENERGY MANAGEMENT LLC Address: 5057 KELLER SPRINGS RD STE 650 City: ADDISON State: TX Zip: 75001 Phone: () Email Contact:

Remark: Please find attached a list of spills that are open under the Caerus operator name and number. Foundation Energy bought the liability for remediating and closing out these spills. Please transfer the spills along with the wells to Foundation Energy.

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 Specialist Print Name: Smith,James Email: jsmith@foundationenergy.om Date: 10/29/2018

CHANGE OF OPERATOR:

Name of Buying Operator: FOUNDATION ENERGY MANAGEMENT LLC Name of Selling Operator: CAERUS WASHCO LLC Signature: Date: 01/01/2017 Signature: Date: 01/01/2017 Print Name: Smith,James Title: HSE-Regulatory Specialist Print Name: Aubree Besant Title: Land Manager

COGCC Approved:

A handwritten signature in black ink, appearing to read "J. Murphy", is written over a horizontal line.

Title:

Director of COGCC

Date:

11/14/2018

**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 | SERVICE SITE: 0 | LOCATION: 0 | OFF-LOCATION FLOWLINE: 0 |
| UIC WATER TRANSFER STATION: 0 | TANK BATTERY: 0 | PIPELINE: 0 | DOMESTIC TAP: 0 |
| UIC SIMULTANEOUS DISPOSAL: 0 | UIC DISPOSAL: 0 | WELL: 7 | CRUDE OIL TRANSFER LINE: 0 |
| UIC ENHANCED RECOVERY: 0 | LAND APPLICATION SITE: 0 | PIT: 0 | PRODUCE WATER TRANSFER SYSTEM: 0 |

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 | 125-10609 | 288724 | 337802 | KNODEL | 23-16 | NESW/16/4S/42W | | 10112 |
| 2 | WELL | 125-10599 | 288661 | 337792 | KNODEL | 34-17 | SWSE/17/4S/42W | | 10112 |
| 3 | WELL | 125-10592 | 288653 | 337785 | KNODEL | 41-17 | NENE/17/4S/42W | | 10112 |
| 4 | WELL | 125-10612 | 288720 | 337805 | KNODEL | 42-16 | SENE/16/4S/42W | | 10112 |
| 5 | WELL | 125-07428 | 253551 | 303751 | ODELL | 4-8 | SWNW/8/2S/43W | | 10112 |
| 6 | WELL | 125-08937 | 273981 | 304745 | SHAY | 21-8 | NENW/8/2S/43W | | 10112 |
| 7 | WELL | 125-10315 | 286675 | 337534 | WESTERBERG | 23-8 | NESW/8/1S/44W | | 10112 |

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 | | | |