

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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Receive Date:

08/02/2021

TRANSFER OF OPERATORSHIP

A Selling Operator will notify the Commission about the transfer of any Transferable Item associated with its Oil and Gas Operations to a Buying Operator by filing a Form 9, Transfer of Operatorship – Intent, with the Commission at least 30 days, or as soon as practicable, before the anticipated transfer date. (Rule 218.b.) When a transaction subject to a Form 9 – Intent becomes final, the Buying Operator will submit a Form 9 – Subsequent within 7 days of closing. (Rule 218.d.(1).)

Type of Form 9, Transfer of Operatorship: [X] Intent [] Subsequent Intent # _____

OPERATOR INFORMATION

SELLING OPERATOR INFORMATION

OGCC Operator Number: 10559 Contact Name and Telephone: ERIC KITTINGER
Name of Operator: SOUTHLAND ROYALTY COMPANY LLC Name: ERIC KITTINGER
Address: 400 WEST 7TH STREET Phone: (817) 334-8302
City: FORT WORTH State: TX Zip: 76102 Email: EKITTINGER@MSPARTNERS.COM

BUYING OPERATOR INFORMATION

OGCC Operator Number: 10755 Contact Name and Telephone: ERIC KITTINGER
Name of Operator: MORNINGSTAR OPERATING LLC Name: ERIC KITTINGER
Address: 400 W 7TH ST Phone: (817) 334-8302
City: FORT WORTH State: TX Zip: 76102 Email: EKITTINGER@MSPARTNERS.COM

TRANSFER INFO

Transfer Dates

Form 9 Intent - Anticipated Date of Transfer: 06/21/2021

Form 9 Subsequent - Effective Date of Transfer: s

Confidentiality

Transfer is Confidential: No

Financial Assurance

Form 9 Intent - Estimated amount of Financial Assurance the Buying Operator will submit prior to anticipated date of transfer: \$ 225,000

Form 9 Subsequent - The Buying Operator's Financial Assurance:

SUBSEQUENT LIABILITY

Rule 218.d.(1).D.i.

"For Transferable Items listed in Rule 218.d.(1).B.i an acknowledgment that upon the effective date of transfer, that the Buying Operator assumes all responsibility for compliance with the Act, the Commission's Rules, and all terms and conditions of existing Permits and Commission orders for the Transferable Items."

In checking this box the Buying Operator's acknowledges the subsequent liability pursuant to Rule 218.d.(1).D.i. []

Rule 218.d.(1).D.ii.

"For Transferable Items listed in Rule 218.d.(1).B.ii or iii, an acknowledgment that the Buying Operator may be or may become responsible for compliance with the Act, the Commission's Rules, and all terms and conditions of existing Permits and Commission orders if the Buying Operator takes any action, or fails to take any action, that would cause such Transferable Item to be out of compliance with the Act, the Commission's Rules, and all terms and conditions of existing Permits and Commission orders."

In checking this box the Buying Operator's acknowledges the subsequent liability pursuant to Rule 218.d.(1).D.ii. []

Rule 218.d.(1).D.iii.

"For Transferable Items not listed in Rule 218.d.(1).B.i-iii but Related in the Commission's records, an acknowledgment that the Commission will presume that the Transferable Item was transferred, and that the Buying Operator is responsible for compliance with the Act, the Commission's Rules, and all terms and conditions of existing Permits and Commission orders for the Transferable Items."

In checking this box the Buying Operator's acknowledges the subsequent liability pursuant to Rule 218.d.(1).D.iii.

SUBMITTAL

OPERATOR COMMENT AND SUBMITTAL

Wells and facilities in Archuleta and La Plata counties previously operated by Southland Royalty Co LLC, 10559, were transferred to MorningStar Partners LP, 10753, then to MorningStar Operating LLC, 10755, in 2020-2021. This group of facilities here were mistakenly excluded from the original transfer list (Form 10), Southland Royalty to MorningStar Partners. These facilities should now go straight from Southland Royalty to MorningStar Operating LLC.
Please Note: Facility ID 479849 was reassigned ID 479522 by the COGCC, and 479522 was transferred to 10753 and a Form 12 is under review for it to transfer to 10755. It is the same situation with Facility ID 479856 - reassigned ID 479548 by the COGCC, and it has transferred to 10753, and there has been a Form 12 filed for transfer to 10755.

I hereby certify all statements made in this form are, to the best of my knowledge, true, correct, and complete.

Print Name: Connie Blaylock Email: cblaylock@mspartners.com

Signature: _____ Title: Regulatory Analyst Date: 08/02/2021

Wells & Facilities Proposed for Transfer Summary

1	Facility Type	API	Facility ID	Location ID	Facility Name	QtrQtr	Sec	Twp	Rng
	OFF-LOCATION FLOWLINE	-	479238	320870	PRODUCTION LINE 8NENW	NENW	8	32N	5W
	<u>County</u>		<u>Min.Owner. Type</u>		<u>Current Operator Num</u>	<u>Current Operator Name</u>			
	ARCHULETA				10559	SOUTHLAND ROYALTY COMPANY LLC			
2	Facility Type	API	Facility ID	Location ID	Facility Name	QtrQtr	Sec	Twp	Rng
	OFF-LOCATION FLOWLINE	-	479239	320870	PRODUCTION LINE 8NENW	NENW	8	32N	5W
	<u>County</u>		<u>Min.Owner. Type</u>		<u>Current Operator Num</u>	<u>Current Operator Name</u>			
	ARCHULETA				10559	SOUTHLAND ROYALTY COMPANY LLC			
3	Facility Type	API	Facility ID	Location ID	Facility Name	QtrQtr	Sec	Twp	Rng
	OFF-LOCATION FLOWLINE	-	479240	320870	DUMP LINE 8NENW	NENW	8	32N	5W
	<u>County</u>		<u>Min.Owner. Type</u>		<u>Current Operator Num</u>	<u>Current Operator Name</u>			
	ARCHULETA				10559	SOUTHLAND ROYALTY COMPANY LLC			

Incidents Proposed for Transfer Summary

0	Document Numbers	Incident Type	Incident Date	Current Op #	Current Op. Name

Related Wells & Facilities Not Proposed for Transfer Summary

1	Facility Type	API	Facility ID	Location ID	Facility Name	QtrQtr	Sec	Twp	Rng
	GAS COMPRESSOR STATION	-	479522	320870		NENW	8	32N	5W
	<u>County</u>		<u>Min.Owner. Type</u>		<u>Current Operator Num</u>	<u>Current Operator Name</u>			
	ARCHULETA				10753	MORNINGSTAR PARTNERS LP			
2	Facility Type	API	Facility ID	Location ID	Facility Name	QtrQtr	Sec	Twp	Rng
	LOCATION	-	320870	320870	CANDELARIA-N32N5W 8NENW	NENW	8	32N	5W
	<u>County</u>		<u>Min.Owner. Type</u>		<u>Current Operator Num</u>	<u>Current Operator Name</u>			
	ARCHULETA				10755	MORNINGSTAR OPERATING LLC			
3	Facility Type	API	Facility ID	Location ID	Facility Name	QtrQtr	Sec	Twp	Rng
	OFF-LOCATION FLOWLINE	-	467472	320870	PRODUCTION LINE 8NENW	NENW	8	32N	5W
	<u>County</u>		<u>Min.Owner. Type</u>		<u>Current Operator Num</u>	<u>Current Operator Name</u>			
	ARCHULETA				10755	MORNINGSTAR OPERATING LLC			
4	Facility Type	API	Facility ID	Location ID	Facility Name	QtrQtr	Sec	Twp	Rng
	WELL	007-06183	259298	320870	CANDELARIA 32-5 #8-1	NENW	8	32N	5W
	<u>County</u>		<u>Min.Owner. Type</u>		<u>Current Operator Num</u>	<u>Current Operator Name</u>			
	ARCHULETA		FEE		10755	MORNINGSTAR OPERATING LLC			
5	Facility Type	API	Facility ID	Location ID	Facility Name	QtrQtr	Sec	Twp	Rng

	GAS COMPRESSOR STATION	-	479522	320870		NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA		10753	MORNINGSTAR PARTNERS LP					
6	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	LOCATION	-	320870	320870	CANDELARIA-N32N5W 8NENW	NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA		10755	MORNINGSTAR OPERATING LLC					
7	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	OFF-LOCATION FLOWLINE	-	467472	320870	PRODUCTION LINE 8NENW	NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA		10755	MORNINGSTAR OPERATING LLC					
8	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	WELL	007-06183	259298	320870	CANDELARIA 32-5 #8-1	NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA	FEE	10755	MORNINGSTAR OPERATING LLC					
9	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	GAS COMPRESSOR STATION	-	479522	320870		NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA		10753	MORNINGSTAR PARTNERS LP					
10	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	LOCATION	-	320870	320870	CANDELARIA-N32N5W 8NENW	NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA		10755	MORNINGSTAR OPERATING LLC					
11	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	OFF-LOCATION FLOWLINE	-	467472	320870	PRODUCTION LINE 8NENW	NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA		10755	MORNINGSTAR OPERATING LLC					
12	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	WELL	007-06183	259298	320870	CANDELARIA 32-5 #8-1	NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA	FEE	10755	MORNINGSTAR OPERATING LLC					
13	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	GAS COMPRESSOR STATION	-	479522	320870		NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					

	ARCHULETA		10753	MORNINGSTAR PARTNERS LP					
14	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	LOCATION	-	320870	320870	CANDELARIA-N32N5W 8NENW	NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA		10755	MORNINGSTAR OPERATING LLC					
15	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	OFF-LOCATION FLOWLINE	-	467472	320870	PRODUCTION LINE 8NENW	NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA		10755	MORNINGSTAR OPERATING LLC					
16	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	WELL	007-06183	259298	320870	CANDELARIA 32-5 #8-1	NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA	FEE	10755	MORNINGSTAR OPERATING LLC					
17	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	GAS COMPRESSOR STATION	-	479522	320870		NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA		10753	MORNINGSTAR PARTNERS LP					
18	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	LOCATION	-	320870	320870	CANDELARIA-N32N5W 8NENW	NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA		10755	MORNINGSTAR OPERATING LLC					
19	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	OFF-LOCATION FLOWLINE	-	467472	320870	PRODUCTION LINE 8NENW	NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA		10755	MORNINGSTAR OPERATING LLC					
20	<u>Facility Type</u>	<u>API</u>	<u>Facility ID</u>	<u>Location ID</u>	<u>Facility Name</u>	<u>QtrQtr</u>	<u>Sec</u>	<u>Twp</u>	<u>Rng</u>
	WELL	007-06183	259298	320870	CANDELARIA 32-5 #8-1	NENW	8	32N	5W
	<u>County</u>	<u>Min.Owner. Type</u>	<u>Current Operator Num</u>	<u>Current Operator Name</u>					
	ARCHULETA	FEE	10755	MORNINGSTAR OPERATING LLC					

Related Incidents Not Proposed for Transfer Summary

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Attachment List

Att Doc Num	Name
1311258	CORRESPONDENCE
1311259	CORRESPONDENCE
402724824	Form 09 SUBMITTED
402767157	FORM 9 INTENT ATTESTATION
402767458	EDD-I-RELATED-WELLS-FACILITIES-NOT-PROP
403361292	EDD-I-WELLS-FACILITIES-PROPOSED

Total Attach: 6 Files

COA Type

Description

0 COA

General Comments

<u>User Group</u>	<u>Comment</u>	<u>Comment Date</u>
Financial Assurance	Both operators have resolved all issues. Form 9 approved.	04/10/2023
Financial Assurance	<p>I have reviewed the above captioned transfer and have noted the following issues.</p> <p>Issue 1 – The subsequent is missing the spreadsheet listing the Wells and Facilities Transferred. Solution 1 – Please use the attached template to list the items in the transfer. Column A should be numbered sequentially.</p> <p>Issue 2 – The Form 9 Subsequent Attestation references the intent document number. Solution 2 – Please resubmit the Form 9 Subsequent Attestation and reference the Subsequent document number.</p> <p>The corrected spreadsheet and attestation can be emailed to me and I will get it uploaded to the form. After the corrected forms have been uploaded, I will make one final review of the transfer.</p> <p>Assuming the other Form 9 requirements are met, all Form 9s shall now be passed with the following two COAs: The Buying Operator must file a Form 3, Financial Assurance Plan, within 10 business days of Form 9 approval. Per Rule 702, Buyer will then provide any required additional financial assurance as soon as practicable but no later than 90 days from the Commission's approval of the Form 3, Financial Assurance Plan.</p> <p>The Selling Operator must file a Form 3, Financial Assurance Plan within 10 business days of Form 9 approval. Per Rule 702, Seller will then provide any required additional financial assurance as soon as practicable but no later than 90 days from the Commission's approval of the Form 3, Financial Assurance Plan.</p> <p>Both operators will need to respond by email confirming their acceptance of the Conditions of Approval.</p> <p>When submitting the revised Form 3s, please use the following statement.</p> <p>This Form 3 Document #____ is submitted as a result of an approved Form 9 Transfer of Operatorship and it replaces Form 3 document # _____.</p>	04/03/2023

Total: 2 comment(s)