



west virginia department of environmental protection

Office of Oil and Gas
601 57th Street, S.E.
Charleston, WV 25304
(304) 926-0450
fax: (304) 926-0452

Austin Caperton, Cabinet Secretary
www.dep.wv.gov

Tuesday, May 15, 2018
WELL WORK PERMIT
Horizontal 6A / New Drill

SWN PRODUCTION COMPANY, LLC
POST OFFICE BOX 12359

SPRING, TX 773914954

Re: Permit approval for WORTHLEY BRK 10H
47-009-00249-00-00

This well work permit is evidence of permission granted to perform the specified well work at the location described on the attached pages and located on the attached plat, subject to the provisions of Chapter 22 of the West Virginia Code of 1931, as amended, and all rules and regulations promulgated thereunder, and to any additional specific conditions and provisions outlined in the pages attached hereto. Notification shall be given by the operator to the Oil and Gas Inspector at least 24 hours prior to the construction of roads, locations, and/or pits for any permitted work. In addition, the well operator shall notify the same inspector 24 hours before any actual well work is commenced and prior to running and cementing casing. Spills or emergency discharges must be promptly reported by the operator to 1-800-642-3074 and to the Oil and Gas Inspector.

Please be advised that form WR-35, Well Operators Report of Well Work is to be submitted to this office within 90 days of completion of permitted well work, as should form WR-34 Discharge Monitoring Report within 30 days of discharge of pits, if applicable. Failure to abide by all statutory and regulatory provisions governing all duties and operations hereunder may result in suspension or revocation of this permit and, in addition, may result in civil and/or criminal penalties being imposed upon the operators.

Per 35 CSR 4-5.2.g this permit will expire in two (2) years from the issue date unless permitted well work is commenced. If there are any questions, please feel free to contact me at (304) 926- 0450.

James A. Martin
Chief

Operator's Well Number: WORTHLEY BRK 10H
Farm Name: KIMBERLY CARMAN WORTH
U.S. WELL NUMBER: 47-009-00249-00-00
Horizontal 6A New Drill
Date Issued: 5/15/2018

PERMIT CONDITIONS 4700900249

West Virginia Code § 22-6A-8(d) allows the Office of Oil and Gas to place specific conditions upon this permit. Permit conditions have the same effect as law. Failure to adhere to the specified permit conditions may result in enforcement action.

CONDITIONS

1. This proposed activity may require permit coverage from the United States Army Corps of Engineers (USACE). Through this permit, you are hereby being advised to consult with USACE regarding this proposed activity.
2. If the operator encounters an unanticipated void, or an anticipated void at an unanticipated depth, the operator shall notify the inspector within 24 hours. Modifications to the casing program may be necessary to comply with W. Va. Code § 22-6A-5a (12), which requires drilling to a minimum depth of thirty feet below the bottom of the void, and installing a minimum of twenty (20) feet of casing. Under no circumstance should the operator drill more than one hundred (100) feet below the bottom of the void or install less than twenty (20) feet of casing below the bottom of the void.
3. When compacting fills, each lift before compaction shall not be more than 12 inches in height, and the moisture content of the fill material shall be within limits as determined by the Standard Proctor Density test of the actual soils used in specific engineered fill, ASTM D698, Standard Test Method for Laboratory Compaction Characteristics of Soil Using Standard Effort, to achieve 95 % compaction of the optimum density. Each lift shall be tested for compaction, with a minimum of two tests per lift per acre of fill. All test results shall be maintained on site and available for review.
4. Operator shall install signage per § 22-6A-8g (6) (B) at all source water locations included in their approved water management plan within 24 hours of water management plan activation.
5. Oil and gas water supply wells will be registered with the Office of Oil and Gas and all such wells will be constructed and plugged in accordance with the standards of the Bureau for Public Health set forth in its Legislative rule entitled *Water Well Regulations*, 64 C.S.R. 19. Operator is to contact the Bureau of Public Health regarding permit requirements. In lieu of plugging, the operator may transfer the well to the surface owner upon agreement of the parties. All drinking water wells within fifteen hundred feet of the water supply well shall be flow tested by the operator upon request of the drinking well owner prior to operating the water supply well.
6. Pursuant to the requirements pertaining to the sampling of domestic water supply wells/springs the operator shall, no later than thirty (30) days after receipt of analytical data provide a written copy to the Chief and any of the users who may have requested such analyses.
7. 24 hours prior to the initiation of the completion process the operator shall notify the Chief or his designee.
8. During the completion process the operator shall monitor annular pressures and report any anomaly noticed to the chief or his designee immediately.
9. If any explosion or other accident causing loss of life or serious personal injury occurs in or about a well or well work on a well, the well operator or its contractor shall give notice, stating the particulars of the explosion or accident, to the oil and gas inspector and the Chief, within 24 hours of said accident.
10. During the casing and cementing process, in the event cement does not return to the surface, the oil and gas inspector shall be notified within 24 hours.

API Number:

~~4700900249~~

PERMIT CONDITIONS

11. The operator shall provide to the Office of Oil and Gas the dates of each of the following within 30 days of their occurrence: completion of construction of the well pad, commencement of drilling, cessation of drilling, completion of any other permitted well work, and completion of the well. Such notice shall be provided by sending an email to DEPOOGNotify@wv.gov.

05/18/2018

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
WELL WORK PERMIT APPLICATION

1) Well Operator: SWN Production Co., LLC 494512924 Brooke Buffalo Bethany
Operator ID County District Quadrangle

2) Operator's Well Number: Worthley BRK 10H Well Pad Name: Worthley BRK Pad

3) Farm Name/Surface Owner: Kimberly Carman Worthley Public Road Access: Bealls Ridge Road

4) Elevation, current ground: 1157' Elevation, proposed post-construction: 1157'

5) Well Type (a) Gas Oil _____ Underground Storage _____

Other _____

(b) If Gas Shallow Deep _____

Horizontal _____

6) Existing Pad: Yes or No Yes

[Handwritten signature] 1-10-18

7) Proposed Target Formation(s), Depth(s), Anticipated Thickness and Expected Pressure(s):
Target Formation- Marcellus, Target Top TVD- 6226', Target Base TVD- 6266', Anticipated Thickness- 40', Associated Pressure- 4073

8) Proposed Total Vertical Depth: 6249' at the toe (BHL deepest TVD)

9) Formation at Total Vertical Depth: Marcellus

10) Proposed Total Measured Depth: 19,454'

11) Proposed Horizontal Leg Length: 13,007'

12) Approximate Fresh Water Strata Depths: 520'

13) Method to Determine Fresh Water Depths: Salinity Profile

14) Approximate Saltwater Depths: 636' TVD - Salinity Profile at top of high salinity sandstone

15) Approximate Coal Seam Depths: 320'

16) Approximate Depth to Possible Void (coal mine, karst, other): 320' Possible Void

17) Does Proposed well location contain coal seams directly overlying or adjacent to an active mine? Yes _____ No

(a) If Yes, provide Mine Info: Name: _____
Depth: _____
Seam: _____
Owner: _____

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18)

CASING AND TUBING PROGRAM

TYPE	Size (in)	New or Used	Grade	Weight per ft. (lb/ft)	FOOTAGE: For Drilling (ft)	INTERVALS: Left in Well (ft)	CEMENT: Fill-up (Cu. Ft.)/CTS
Conductor	30"	New	H-40	98.9#	100'	100'	CTS
Fresh Water	20"	New	H-40	94#	380'	380'	412 sx/cts
Coal	13 3/8"	New	H-40	48#	580'	580'	547 sx/cts
Intermediate	9 5/8"	New	J-55	36#	1730'	1730'	874 sx/cts
Production	5 1/2"	New	HCP-110	20#	19,454'	19454'	Lead 810 sx Tail 3124 sx/100' Inside
Tubing	2 3/8"	New	HCP-110	4.7#	6034'	6034'	
Liners							

5/15/18
LTB For E. Blend (per phone call)

TYPE	Size (in)	Wellbore Diameter (in)	Wall Thickness (in)	Burst Pressure (psi)	Anticipated Max. Internal Pressure (psi)	Cement Type	Cement Yield (cu. ft./k)
Conductor	30"	38"	0.312	510	510	Class A	1.19/50% Excess
Fresh Water	20"	30"	0.25	2120	633	Class A	1.19/50% Excess
Coal	13 3/8"	17.5"	0.380	2740	1768	Class A	1.19/50% Excess
Intermediate	9 5/8"	12.25"	0.395	3950	3250	Class A	1.20/50% Excess
Production	5 1/2"	8 3/4"	0.361	12360	9500	Class A	1.20/50% Excess
Tubing	2 3/8"	4.778"	0.190				
Liners							

PACKERS

Kind:	10K Arrowset AS-1X			
Sizes:	5 1/2"			
Depths Set:				

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WW-6B
(10/14)

API NO. 47- 09 - _____
OPERATOR WELL NO. Worthley BRK 10H
Well Pad Name: Worthley BRK Pad

19) Describe proposed well work, including the drilling and plugging back of any pilot hole:

Drill and stimulate any potential zones between and including the Benson to Marcellus. **If we should encounter a void place basket above and below void area- balance cement to bottom of void and grout from basket to surface or run external casing packer/cementing stage tool above void interval and perform 2 stage cementing operation dependent upon depth of void. Run casing not less than 20' below void nor more than 75' below void. (*If freshwater is encountered deeper than anticipated it must be protected, set casing 50' below and cts.)

20) Describe fracturing/stimulating methods in detail, including anticipated max pressure and max rate:

Well will be perforated within the target formation and stimulated with a slurry of water, sand, and chemical additives at a high rate. This will be performed in stages with the plug and perf method along the wellbore until the entire lateral has been stimulated within the target formation. All stage plugs are then drilled out and the well is flowed back to surface. The well is produced through surface facilities consisting of high pressure production units, vertical separation units, water and oil storage tanks. Max press and anticipated max rate- 9000 lbs @ 100 barrels a minute.

21) Total Area to be disturbed, including roads, stockpile area, pits, etc., (acres): 9.69

22) Area to be disturbed for well pad only, less access road (acres): 2.23

23) Describe centralizer placement for each casing string:

All casing strings will be ran with a centralizer at a minimum of 1 per every 3 joints of casing.

24) Describe all cement additives associated with each cement type:

See Attachment ***

25) Proposed borehole conditioning procedures:

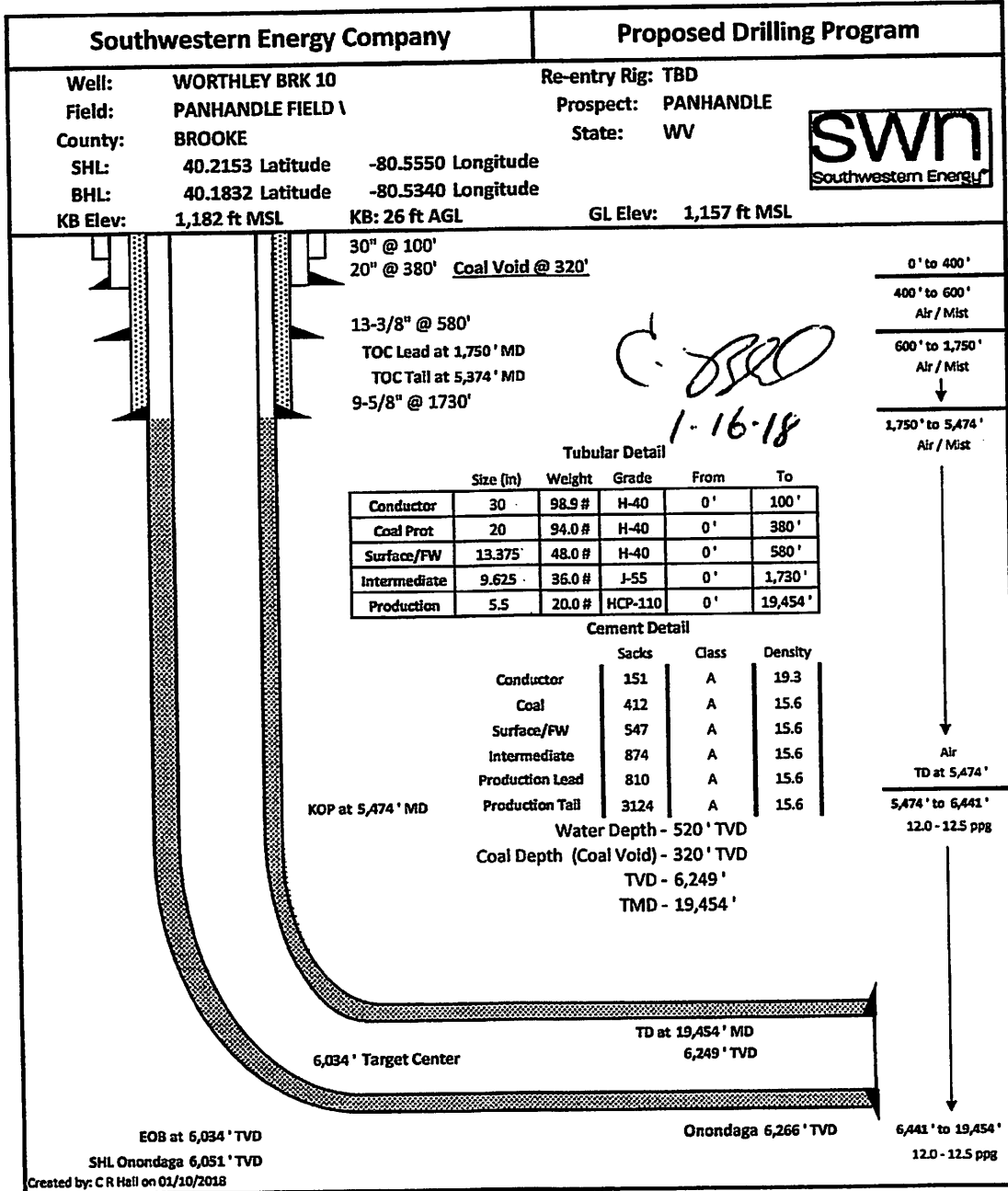
All boreholes will be conditioned with circulation and rotation for a minimum of one bottoms up and continuing until operator is satisfied with borehole conditions.

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*Note: Attach additional sheets as needed.

Schlumberger Cement Additives

	Product Name	Product Use	Chemical Name	CAS Number	
Surface	S001	accelerator	calcium chloride	10043-52-4	
	S001	accelerator	calcium chloride	10043-52-4	
Intermediate	D080	dispersant	sodium polynaphthalene sulfonate	9008-63-3	
	D801	retarder	aromatic polymer derivative	proprietary	
	D047	antifoam	polypropylene glycol	25322-69-4	
Kick Off Plug	D167	fluid loss	aliphatic amide polymer	proprietary	
	D154	extender	non-crystalline silica	7631-86-9	
	D400	gas migration	boric acid	10043-35-3	
	D046	antifoam	polypropylene glycol	25322-69-4	
	D201		fullers earth (attapulgitite)	8031-18-3	
	Production-Lead	D201	retarder	chrystalline silica	14808-60-7
		D202		metal oxide	proprietary
		D202	dispersant	sulphonated synthetic polymer	proprietary
		D046		formaldehyde (impurity)	proprietary
		Production-Tail	D046	antifoam	polypropylene glycol
D167			fullers earth (attapulgitite)		8031-18-3
D065			dispersant	aliphatic amide polymer	proprietary
D201				sodium polynaphthalene sulfonate	9008-63-3
D153	sodium sulfate			7757-82-6	
D201	retarder		chrystalline silica	14808-60-7	
D153			metal oxide	proprietary	
D153	anti-settling	chrystalline silica	14808-60-7		



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4700300249

January 29, 2018

Ms. Laura Adkins
Office of Oil & Gas
601 57th Street
Charleston, WV 25304

RE: Proposed New Well Worthley BRK 10H

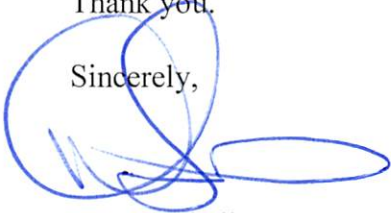
Dear Ms. Adkins

SWN has reviewed the area of the above mentioned well and discovered no shallow wells within 500' of the lateral. This well is situated on the Worthley's property, in Buffalo District, Brooke County, West Virginia.

If you have any questions or desire additional information, please me at 304-884-1614

Thank you.

Sincerely,



Dee Southall
Senior Regulatory Analyst
Southwestern Energy Production Company, LLC

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4700900249

WW-9
(4/16)

API Number 47 - 009 - _____
Operator's Well No. Worthley BRK 10H

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION
OFFICE OF OIL AND GAS

FLUIDS/ CUTTINGS DISPOSAL & RECLAMATION PLAN

Operator Name SWN Production Co., LLC OP Code 494512924
Watershed (HUC 10) Upper Ohio South Quadrangle Bethany

Do you anticipate using more than 5,000 bbls of water to complete the proposed well work? Yes No

Will a pit be used? Yes No

If so, please describe anticipated pit waste: _____

Will a synthetic liner be used in the pit? Yes No If so, what ml.? _____

Proposed Disposal Method For Treated Pit Wastes:

- Land Application
- Underground Injection (UIC Permit Number 34-155-22403, 34-059-24067, 34-119-28776, 34-167-23862, 34-155-23795, 34-121-23995, 34-155-21893)
- Reuse (at API Number at next anticipated well, API# will be included with the WR-34/DDMR &/or permit addendum.)
- Off Site Disposal (Supply form WW-9 for disposal location)
- Other (Explain flow back fluids will be put in steel tanks and reused or taken to a permitted disposal facility)

Will closed loop system be used? If so, describe: Yes

Drilling medium anticipated for this well (vertical and horizontal)? Air, freshwater, oil based, etc. Air drill to KOP, fluid drill with SOBM from KOP to TD

-If oil based, what type? Synthetic, petroleum, etc. Synthetic Oil Base

Additives to be used in drilling medium? Attachment 3A

Drill cuttings disposal method? Leave in pit, landfill, removed offsite, etc. landfill

-If left in pit and plan to solidify what medium will be used? (cement, lime, sawdust) _____

-Landfill or offsite name/permit number? Meadowfill SWF- 1032, Short Creek SWF-1034, Carbon Limestone MSWL018781, Wetzel County 1021 Arden Landfill 10072, Apex Sanitary Landfill 06-08438, Brooke Co SWF-1013, Valley 100280

Permittee shall provide written notice to the Office of Oil and Gas of any load of drill cuttings or associated waste rejected at any West Virginia solid waste facility. The notice shall be provided within 24 hours of rejection and the permittee shall also disclose where it was properly disposed.

I certify that I understand and agree to the terms and conditions of the GENERAL WATER POLLUTION PERMIT issued on August 1, 2005, by the Office of Oil and Gas of the West Virginia Department of Environmental Protection. I understand that the provisions of the permit are enforceable by law. Violations of any term or condition of the general permit and/or other applicable law or regulation can lead to enforcement action.

I certify under penalty of law that I have personally examined and am familiar with the information submitted on this application form and all attachments thereto and that, based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine or imprisonment.

Company Official Signature [Signature]

Company Official (Typed Name) Dee Southall

Company Official Title Senior Regulatory Analyst

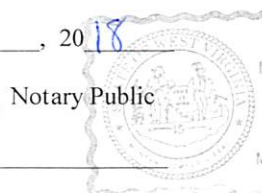
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Subscribed and sworn before me this 31st day of January, 2018

Brittany R Woody



My commission expires 11/27/22

OFFICIAL SEAL
Notary Public, State of West Virginia
BRITTANY R WOODY
3302 Old Elkins Road
Buckhannon, WV 26201
My commission expires November 27, 2022

05/18/2018

SWN Production Co., LLC

Proposed Revegetation Treatment: Acres Disturbed 9.69 Prevegetation pH _____

Lime as determined by pH test min.2 Tons/acre or to correct to pH 2.23

Fertilizer type 10-20-20

Fertilizer amount 600 lbs/acre

Mulch Hay/Straw 2.5 Tons/acre

Seed Mixtures

Temporary

Permanent

Seed Type _____ lbs/acre


Seed Type _____ lbs/acre

Attachment 3B

Attach:

Maps(s) of road, location, pit and proposed area for land application (unless engineered plans including this info have been provided). If water from the pit will be land applied, include dimensions (L x W x D) of the pit, and dimensions (L x W), and area in acreage, of the land application area.

Photocopied section of involved 7.5' topographic sheet.

Plan Approved by:  1-10-19

Comments: _____

Title: Oil & Gas Inspector

Date: 1-10-18

Field Reviewed? () Yes () No

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Attachment 3A
Drilling Mediums

Synthetic Oil

Brine

Barite

Calcium Chloride

Lime

Organophilic Bentonite

Primary and Secondary Emulsifiers

Gilsonite

Calcium Carbonate

Friction Reducers

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WVD Seeding Specification

$\frac{R^+}{A} \rightarrow V^+$

To Order Seed contact Lyndsi Eddy Flippo office 570-996-4271 cell 501-269-5451 lyndsi_eddy@swn.com (please allow 7 to 10 days for delivery)

NON-ORGANIC PROPERTIES	
Seed Mixture: ROW Mix	SWN Supplied
Orchardgrass	40%
Timothy	15%
Annual Ryegrass	15%
Brown Top Millet	5%
Red Top	5%
Medium Red Clover	5%
White Clover	5%
Birdsfoot Trefoil	5%
Rough Bluegrass	5%
All legumes are innoculated at 5x normal rate	
Apply @ 100lbs per acre April 16th- Oct. 14th	
Apply @ 200lbs per acre Oct. 15th- April 15th PLUS 50lbs per acre of Winter Wheat	

ORGANIC PROPERTIES	
Seed Mixture: SWN Production Organic Mix	SWN Supplied
Organic Timothy	50%
Organic Red or White Clover	50%
OR	
Organic Perennial Ryegrass	50%
Organic Red or White Clover	50%
Apply @ 100lbs per acre April 16th- Oct. 14th	
Apply @ 200lbs per acre Oct. 15th- April 15th	
Organic Fertilizer @ 200lbs per Acre	Pelletized Lime @ 2 Tons per Acre

SOIL AMENDMENTS	
10-20-20 Fertilizer	*Apply @ 500lbs per Acre
Pelletized Lime	Apply @ 2 Tons per Acre
*unless otherwise dictated by soil test results	

Seeding Calculation Information:	
1452' of 30' ROW/LOD is One Acre	
871' of 50' ROW/LOD is One Acre	
622' of 70' ROW/LOD is One Acre	

Synopsis:
Every 622 linear feet in a 70' ROW/LOD, you should be using (2) 50lb bags of seed, (4) 50lb bags of fertilizer and (80) 50lb bags of Lime (2x seed in winter months + 50lb Winter Wheat/ac).

Special Considerations:
Landowner Special Considerations including CREP program participants require additional guidance that is not given here. Discuss these requirements with SWN supervision at the beginning of the project to allow time for special seed delivery.

WETLANDS (delineated as jurisdictional wetlands)	
Seed Mixture: Wetland Mix	SWN Supplied
VA Wild Ryegrass	20%
Annual Ryegrass	20%
Fowl Bluegrass	20%
Cosmos 'Sensation'	10%
Redtop	5%
Golden Tickseed	5%
Maryland Senna	5%
Showy Tickseed	5%
Fox Sedge	2.5%
Soft Rush	2.5%
Woolgrass	2.5%
Swamp Verbena	2.5%
Apply @ 25lbs per acre April 16th- Oct. 14th	
Apply @ 50lbs per acre Oct. 15th- April 15th	

NO FERTILIZER OR LIME INSIDE WETLAND LIMITS

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MARCELLUS WELL DRILLING PROCEDURES AND WELL SITE SAFETY PLAN

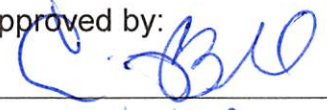


SWN Production Company, LLC
179 Innovation Drive
Jane Lew, West Virginia 26378

API NO. 47-XXX-XXXXX
WELL NAME: Worthley BRK 10H
Bethany, QUAD
Buffalo, DISTRICT
Brooke COUNTY, WEST VIRGINIA

Submitted by:

Dee Southall  Date: 1/5/2018
Senior Regulatory
Title: Analyst SWN Production Co., LLC

Approved by:  Date: 1-10-18
Title: Oil & Gas Inspector

Approved by: _____ Date: _____
Title: _____

SWN PRODUCTION COMPANY, LLC – CONFIDENTIAL

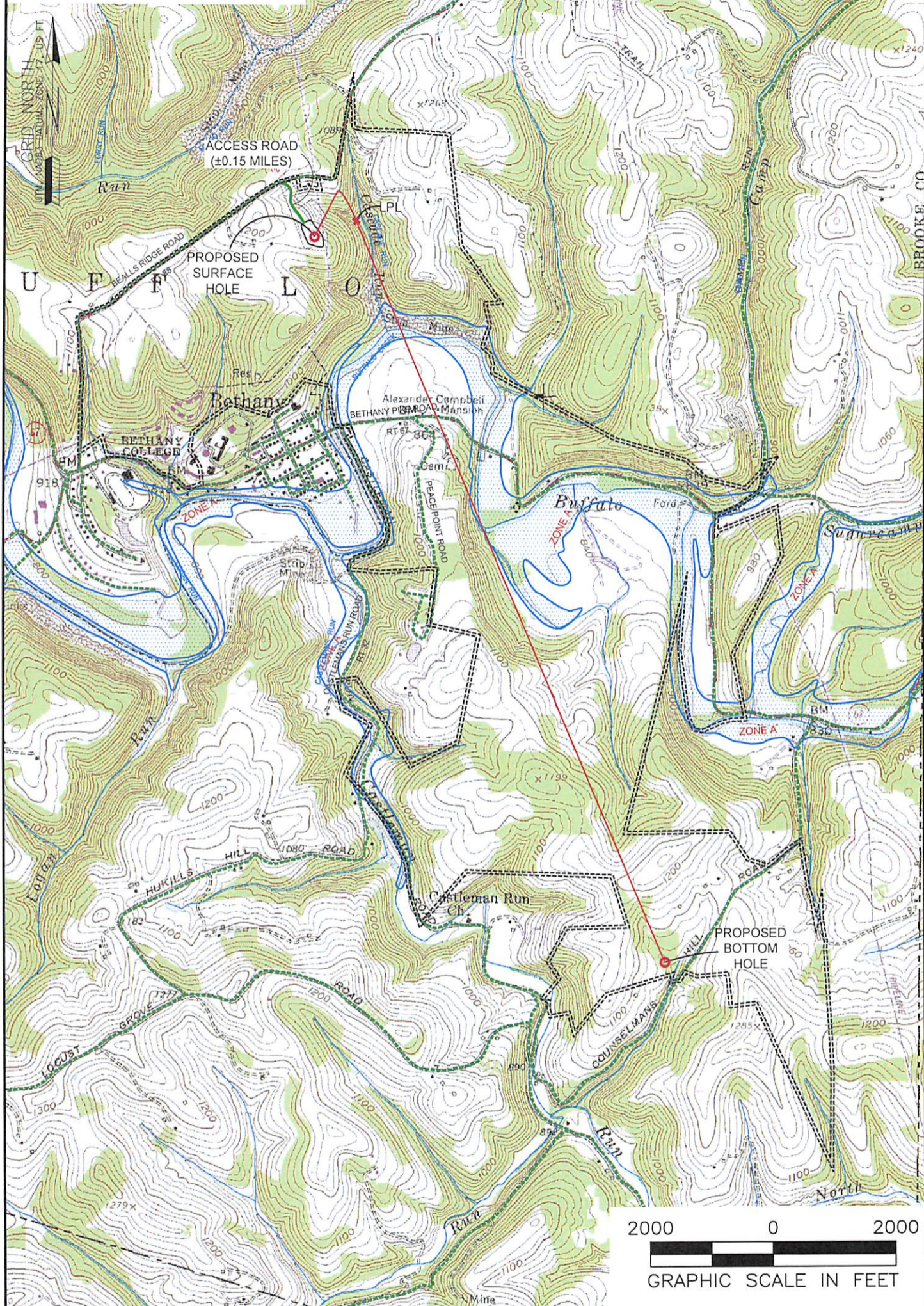
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05/18/2018

ELK LAKE SERVICES, LLC

280 Indian Springs Road,
Suite 123 Indiana, PA 15701
Phone: (724) 463-7303

4700 900249



NOTES ON SURVEY

1. SURFACE AND ROYALTY OWNER INFORMATION AND THEIR BOUNDARIES SHOWN HEREON WERE PLOTTED FROM DEEDS AND/OR TAX PARCEL MAPS PROVIDED BY CLIENT AND/OR FIELD LOCATIONS.
2. THIS PLAT DOES NOT REPRESENT A BOUNDARY SURVEY OF THE PARCELS SHOWN HEREON.
- 3.
4. ALL INSETS ARE GRID NORTH UNLESS OTHERWISE DEPICTED.

LEGEND:

- PROPOSED SURFACE HOLE / BOTTOM HOLE
- ☼ EXISTING / PRODUCING WELLHEAD
- LPL ✕ LANDING POINT LOCATION
- FLOOD PLAIN
- ACCESS ROAD
- PUBLIC ROAD
- ACCESS ROAD TO PREV. SITE
- LEASE BOUNDARY
- PROPOSED PATH

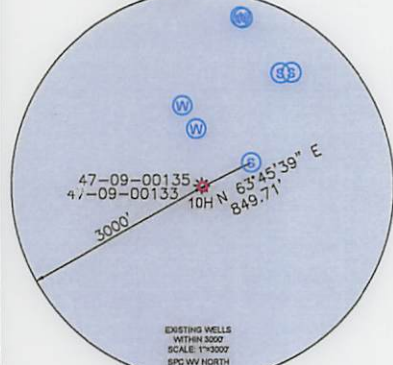
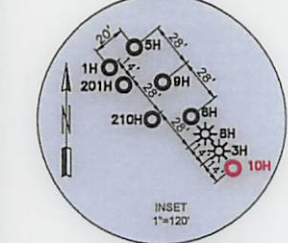
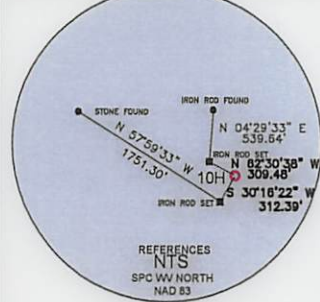
05/18/2018

WELL OPERATOR: SWN PRODUCTION COMPANY, LLC	WELL (FARM) NAME: WORTHLEY BRK	WELL # 10H	SERIAL # XXXX
ADDRESS: P.O. BOX 1300 JANE LEW, WV 26378	COUNTY BROOKE	DISTRICT: BUFFALO	
SURFACE OWNER: KIMBERLY CARMAN WORTHLEY	USGS 7 1/2 QUADRANGLE MAP NAME BETHANY, WV		

ELK LAKE SERVICES, LLC

280 Indian Springs Road,
Suite 123 Indiana, PA 15701
Phone: (724) 463-7303

SURFACE HOLE LOCATION (SHL):
UTM (NAD83, ZONE 17, METERS): NORTHING: 4,451,743.51 EASTING: 537,868.00
LANDING POINT (LPL):
UTM (NAD83, ZONE 17, METERS): NORTHING: 4,451,826.26 EASTING: 538,073.68
BOTTOM HOLE LOCATION (BHL):
UTM (NAD83, ZONE 17, METERS): NORTHING: 4,448,197.13 EASTING: 539,669.31



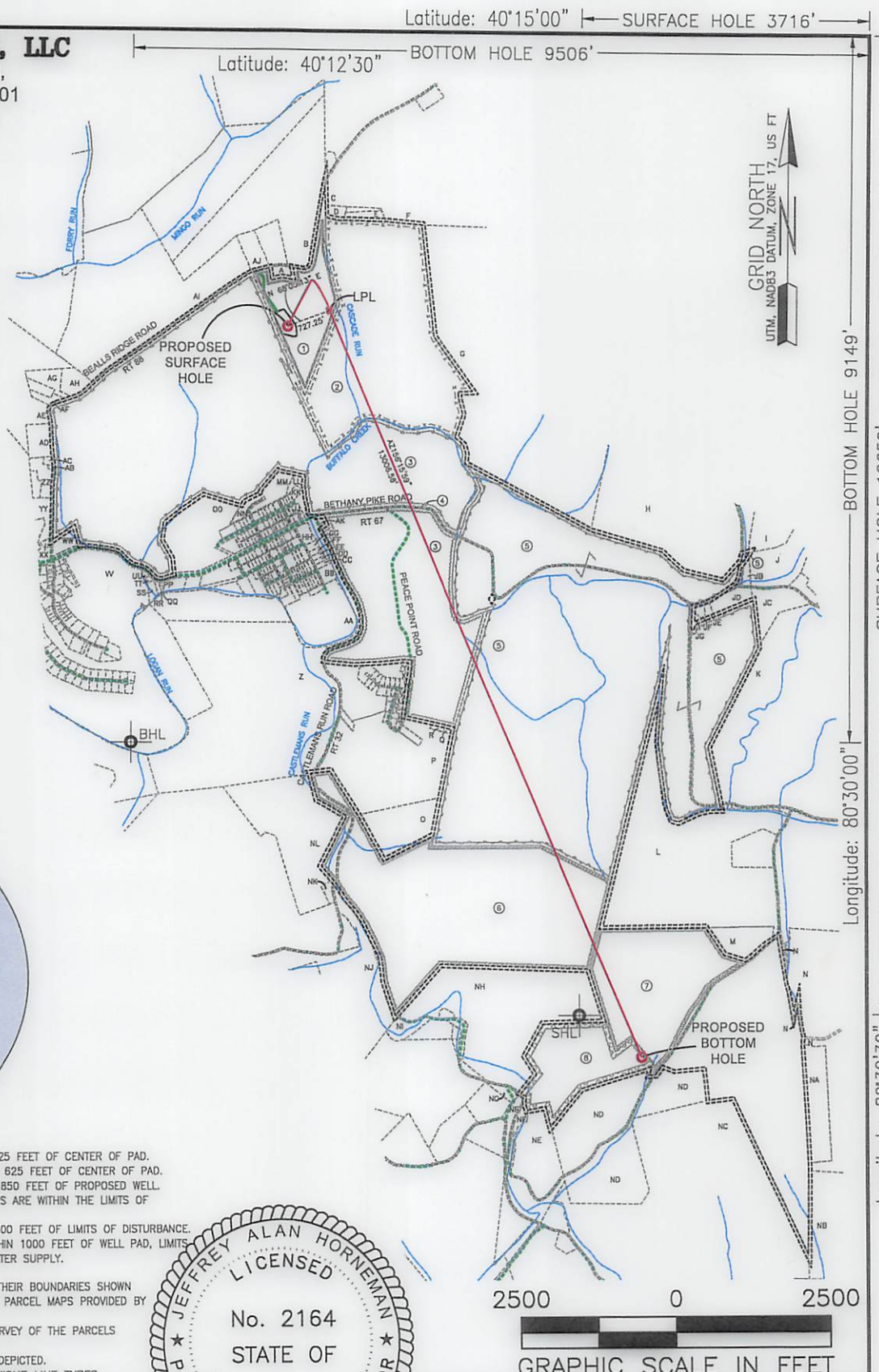
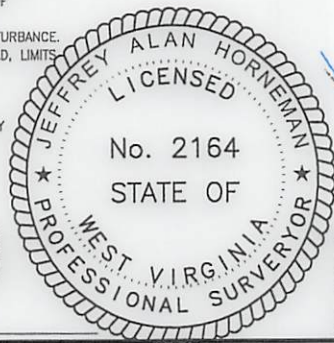
WELL RESTRICTIONS

1. NO OCCUPIED DWELLINGS > 2500 SQ FT. WITHIN 625 FEET OF CENTER OF PAD.
2. NO AGRICULTURE BUILDINGS > 2500 SQ FT. WITHIN 625 FEET OF CENTER OF PAD.
3. WATER WELLS OR DEVELOPED SPRINGS ARE WITHIN 850 FEET OF PROPOSED WELL.
4. PERENNIAL STREAMS, LAKES, PONDS, OR RESERVOIRS ARE WITHIN THE LIMITS OF DISTURBANCE.
5. NO NATURALLY PRODUCING TROUT STREAM WITHIN 300 FEET OF LIMITS OF DISTURBANCE.
6. NO GROUND INTAKE OR PUBLIC WATER SUPPLY WITHIN 1000 FEET OF WELL PAD, LIMITS OF DISTURBANCE, E & S CONTROLS OR PUBLIC WATER SUPPLY.

NOTES ON SURVEY

1. SURFACE AND ROYALTY OWNER INFORMATION AND THEIR BOUNDARIES SHOWN HEREON WERE PLOTTED FROM DEEDS AND/OR TAX PARCEL MAPS PROVIDED BY CLIENT AND/OR FIELD LOCATIONS.
 2. THIS PLAT DOES NOT REPRESENT A BOUNDARY SURVEY OF THE PARCELS SHOWN HEREON.
 3. ALL INSETS ARE GRID NORTH UNLESS OTHERWISE DEPICTED.
 4. WELLBORE PARCELS ARE DESIGNATED WITH UNIQUE LINE TYPES.
- I, THE UNDERSIGNED, HEREBY CERTIFY THAT THIS PLAT IS CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF AND SHOWS ALL THE INFORMATION REQUIRED BY LAW AND REGULATIONS ISSUED AND PRESCRIBED BY THE DEPARTMENT OF ENVIRONMENTAL PROTECTION.

P.S. 2164



COMPANY: **SWN** Production Company, LLC **SWN** Production Company™

<p>(+) DENOTES LOCATION OF WELL ON UNITED STATES TOPOGRAPHIC MAPS</p> <p>WVDEP OFFICE OF OIL & GAS 601 57TH STREET CHARLESTON, WV 25034</p>	MINIMUM DEGREE OF ACCURACY: 1/200 PROVEN SOURCE OF ELEVATION: SURVEY GRADE GPS (NAVD 88, US FT)	COMPANY: SWN Production Company, LLC OPERATOR'S WELL #: 10H API WELL #: 47 STATE 9 COUNTY 00249 HLA PERMIT
	WELL TYPE: OIL <input type="checkbox"/> WASTE DISPOSAL <input type="checkbox"/> PRODUCTION <input checked="" type="checkbox"/> DEEP <input type="checkbox"/> GAS <input checked="" type="checkbox"/> LIQUID INJECTION <input type="checkbox"/> STORAGE <input type="checkbox"/> SHALLOW <input checked="" type="checkbox"/>	WATERSHED: UPPER OHIO SOUTH DISTRICT: BUFFALO COUNTY: BROOKE SURFACE OWNER: KIMBERLY CARMAN WORTHLEY OIL & GAS ROYALTY OWNER: COLONIAL CORP, A NEVADA CORP, & KIMBERLY J. CARMAN AKA KIMBERLY J. WORTHLEY, A MARRIED WOMAN DEALING IN HER SASP

DRILL <input checked="" type="checkbox"/> DRILL DEEPER <input type="checkbox"/> REDRILL <input type="checkbox"/> FRACTURE OR STIMULATE <input checked="" type="checkbox"/> PLUG OFF OLD FORMATION <input type="checkbox"/> PERFORATE NEW FORMATION <input type="checkbox"/> CONVERT <input type="checkbox"/> PLUG & ABANDON <input type="checkbox"/> CLEAN OUT & REPLUG <input type="checkbox"/> OTHER CHANGE <input type="checkbox"/> (SPECIFY) _____ TARGET FORMATION: MARCELLUS	ESTIMATED DEPTH: 6,249' 05/18/2018
--	---

WELL OPERATOR: SWN PRODUCTION COMPANY, LLC ADDRESS: P.O. BOX 1300 CITY: JANE LEW STATE: WV ZIP CODE: 26378	DESIGNATED AGENT: DEE SOUTHALL ADDRESS: P.O. BOX 1300 CITY: JANE LEW STATE: WV ZIP CODE: 26378
--	--

LEGEND: ● PROPOSED SURFACE HOLE / BOTTOM HOLE * EXISTING / PRODUCING WELLHEAD LPL * LANDING POINT LOCATION W EXISTING WATER WELL S EXISTING SPRING --- SURVEYED BOUNDARY --- DRILLING UNIT --- LEASE BOUNDARY --- PROPOSED PATH	REVISIONS: DATE: 02-14-2018 FILE NO: 17-02 DRAWN BY: N.LASSAK SCALE: 1" = 2500' DRAWING NO: 1 WELL LOCATION PLAT 1
---	---

ELK LAKE SERVICES, LLC



280 Indian Springs Road,
Suite 123 Indiana, PA 15701
Phone: (724) 463-7303

WELL BORE TABLE FOR SURFACE / ROYALTY OWNERS

TRACT	SURFACE OWNER (S) / ROYALTY OWNER (R)	TAX PARCEL	ACRES
1	KIMBERLY CARMAN WORTHLEY (S) COLONIAL CORP, A NEVADA CORP, & KIMBERLY J. CARMAN AKA KIMBERLY J. WORTHLEY, A MARRIED WOMAN DEALING IN HER SASP (R)	3-B38-27	40.00
TRACT	SURFACE OWNER	TAX PARCEL	ACRES
2	WORTHLEY KIMBERLY CARMEN	3-B38-25	136.0000
3	BETHANY COLLEGE	3-B38-31	822.2600
4	WEST VIRGINIA DEPARTMENT OF TRANSPORTATION, DIVISION OF HIGHWAYS	BETHANY PIKE	5.2600
5	VALENTINE GENE CHARLES TRUST OF 11/26/86	3-B43-28	478.4400
6	WV ST OF DEPT OF COMM DIV OF NAT RE WILDLIFE RES SEC	3-B43-62	178.500
7	COUNSELLMAN CLIFFORD E	3-B49-02	80.100
8	HOGAN ANDREW P	3-B48-34	126.200

ADJOINING OWNERS TABLE		
TRACT	SURFACE OWNER	TAX PARCEL
A	CARRINGTON MORTGAGE SERVICES,LLC.	3-B38-26
B	HENSLER, JEFFREY W	3-B38-27.1
C	OWEN, MARK WEAVER&KREUTZ, VIRGINIA BEALL	3-B38-19
D	ELSON, LANCE M	3-B38-21
E	VANCAMP, NOLTE&GLADYS AS TRUS OF 11/4/02 VANCAMP FAMILY TR	3-B38-23
F	OWEN, MARK WEAVER & KREUTZ, VIRGINIA BEALL	3-B38-19
G	OWEN, MARK W 1/2 INT: KRUTZ, VIRGINIA BEALL 1/2 INT:	3-B38-24
H	TREDWAY, RAYMOND L & LINDSEY G	3-B39-11
I	HAMILTON, VICKI G & SHAWN P	3-B44-01
J	GREATHOUSE, JAMES R & LINDA R	3-B39-12
JB	WEEKLEY, DONNA M	3-B44-02
JC	MAIN, MILDRED	3-B44-06
JD	NEEL, CURTIS LEE & LOUANN L	3-B44-07
JE	JACKSON, JANICE F (LE-PHILLIS SWAIN)	3-B44-08
JF	JACKSON, JANICE F (LE-PHILLIS SWAIN)	3-B44-09
JG	JACKSON, JANICE F (LE-PHILLIS A SWAIN)	3-B44-10
K	FORNEY & SONS HOLDING CO LLC	3-B44-05
L	ST OF WV DEPT OF COMM DIV OF NAT RE WILDLIFE RES SEC	3-B44-14
M	COUNSELLMAN, CLIFFORD	3-B44-13
N	MCKEEN W JAMES & PATRICIA (SURV)	3-B49-03
NA	MAHAN, MICHAEL A & PAULA;PARR, ANTHONY	3-B49-04
NB	RANCH SPORTSMANS CLUB INC	3-B49-10
NC	W VA DEPT OF NATURAL RESOURCES	3-B49-07
ND	WEST VIRGINIA BUREAU OF COMMERCE DIV OF NATURAL RESOUR	3-B49-01
NE	MCNICHOLAS JOHN WALTER III	3-B48-36
NF	STATE ROAD COMMISSION	3-B48-42
NG	TABLE ROCK REALTY LLC	3-B48-30
NH	HOGAN ANDREW P	3-B48-34
NI	SMITH DEAN S	3-B48-32
NJ	CHAMBERS ROBERT M & CHARLOTTE A	3-B48-24
NK	PUSKARICH TRACY T	3-B43-59
NL	FONNER MARY LOU	3-B43-58
O	DONINI SAMUEL & MELANIE	3-B43-57
P	VALENTINE GENE C TRUST	3-B43-49.3
Q	COLLINS MARY E	3-B43-49
R	COLLINS RANDY L & VANESSA J	3-B43-49.2
S	VALENTINE GENE C TRUST	3-B43-48
T	VALENTINE GENE C TRUST	3-B43-51
U	VALENTINE GENE C TRUST	3-B43-53
V	VALENTINE GENE CHARLES	3-B43-55
W	VALENTINE GENE C	3-B43-35.6
X	VALENTINE GENE C TRUST	3-B43-35.8
Y	VALENTINE GENE	3-B43-34
Z	VALENTINE GENE C TRUST	3-B43-33
AA	BETHANY CITY OF	2-B43-15
BB	SCHWERTFEGER RUSSELL ETAL (LE- ALVAH RUSSELL&LOIS SCHWERTFER	2-B43C-120
CC	KEMP JAMES E JR & GODINA LAURA	2-B43C-121
DD	KEMP LAURA R(LIFE ESTATE-RAYMOND GODINA)	2-B43C-122
EE	CHAMBERS ROBERT M & DAVID L	2-B43C-123
FF	SCHWERTFEGER CHARLES E & NANCY	2-B43C-124
GG	MENZ HARALD J A & KIMBERLY J LAWLESS	2-B43C-125
HH	BETHANY CHURCH OF GOD	2-B43C-71
II	KEEGAN JAMES & KATHLEEN	2-B43C-37
JJ	CHAMBERS BARBARA L	2-B43C-36
KK	LARSON GARY E & VAUGHNDA S	2-B43C-04
LL	BETHANY COLLEGE	2-B43C-03
MM	BETHANY COLLEGE	2-B43C-02
NN	BETHANY COLLEGE	2-B43C-01
OO	PUBLIC PARCEL	NA
PP	STRAUB TRAVIS G & GREGORY B	2-B43F-84
QQ	SONNEWALD GEORGE JR	2-B43F-82
RR	SONNEWALD GEORGE JR	2-B43F-81
SS	MITCHELL WILLIAM HEIRS	2-B43B-22
TT	MITCHELL DONALD STEVEN	2-B43F-83
UU	MITCHELL WILLIAM HEIRS	2-B43B-22
VV	BETHANY COLLEGE	3-B38-31
WW	HUFF JOHN HEIRS	2-B43B-04
XX	ROTHWELL JOHN T & PAULA JEAN	2-B43B-03
YY	BETHANY COLLEGE	3-B38-31
ZZ	HOLLADAY DANNY M & SANDRA L	3-B43-03
AB	RUSCHELL DENNIS & DERRELLE	3-B43-02
AC	RUSCHELL DENNIS & DERRELLE	3-B43-01
AD	GERMON RUTH;WOY JEFFREY;MOORE SUE;WEST PATRICIA;WOY SARA	3-B38-37
AE	JOHNSON ALLEN;WARREN; CHARLES ETAL	3-B38-36
AF	OWENS DAVID G; WALTERS LINDA (LE-ROY R OWENS)	3-B38-35
AG	OWENS DAVID G; WALTERS LINDA (LE-ROY R OWENS)	3-B38-33
AH	OWENS DAVID G; WALTERS LINDA (LE-ROY R OWENS)	3-B38-32
AI	BETHANY COLLEGE	3-B38-31
AJ	BROWN CHARLES F & DONNA	3-B38-30
AK	GORBY RICHARD FRANCIS	3-B43-27.0

05/18/2018

REVISIONS:	COMPANY:	 	
	OPERATOR'S	WORTHLEY BRK	
	WELL #:	10H	
	DISTRICT:	COUNTY:	STATE:
	BUFFALO	BROOKE	WV
			DATE: 03-01-2018
			FILE NO: 17-02
			DRAWN BY: N.LASSAK
			SCALE: N/A
			DRAWING NO: 1
			WELL LOCATION PLAT 1

WW-6A1
(5/13)

Operator's Well No. Worthley BRK 10H

**INFORMATION SUPPLIED UNDER WEST VIRGINIA CODE
Chapter 22, Article 6A, Section 5(a)(5)
IN LIEU OF FILING LEASE(S) AND OTHER CONTINUING CONTRACT(S)**

Under the oath required to make the verification on page 1 of this Notice and Application, I depose and say that I am the person who signed the Notice and Application for the Applicant, and that –

- (1) the tract of land is the same tract described in this Application, partly or wholly depicted in the accompanying plat, and described in the Construction and Reclamation Plan;
- (2) the parties and recordation data (if recorded) for lease(s) or other continuing contract(s) by which the Applicant claims the right to extract, produce or market the oil or gas are as follows:

Lease Name or Number	Grantor, Lessor, etc.	Grantee, Lessee, etc.	Royalty	Book/Page
See Attached Exhibit "A"				

**Acknowledgement of Possible Permitting/Approval
In Addition to the Office of Oil and Gas**

The permit applicant for the proposed well work addressed in this application hereby acknowledges the possibility of the need for permits and/or approvals from local, state, or federal entities in addition to the DEP, Office of Oil and Gas, including but not limited to the following:

- WV Division of Water and Waste Management
- WV Division of Natural Resources WV Division of Highways
- U.S. Army Corps of Engineers
- U.S. Fish and Wildlife Service
- County Floodplain Coordinator

The applicant further acknowledges that any Office of Oil and Gas permit in no way overrides, replaces, or nullifies the need for other permits/approvals that may be necessary and further affirms that all needed permits/approvals should be acquired from the appropriate authority before the affected activity is initiated.

Well Operator: SWN Production Company, L.L.C.

By: 

Its: Staff Landman

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WV Department of
Environmental Protection

EXHIBIT "A"

Attached to and made a part of the State of West Virginia Oil and Gas Permit Form, WW-6A1, by SWN Production Company, LLC., Operator

Worthley BRK 10H
Brooke County, West Virginia

4700900249

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SWN Production Company
Environmental Protection

#	TMP	LESSOR	LESSEE	ROYALTY	BK/PG
1)	03-0B38-0027-0000-0000	Colonial Corporation and Kimberly J. Carman, aka Kimberly J. Worthley, married	Range Resources - Appalachia, LLC Chesapeake Appalachia, LLC SWN Production Company, LLC	14.00%	10/250 10/552 30/480
2)	03-0B38-0025-0000-0000	Colonial Corporation and Kimberly J. Carman, aka Kimberly J. Worthley, married	Range Resources - Appalachia, LLC Chesapeake Appalachia, LLC SWN Production Company, LLC	14.00%	10/250 10/552 30/480
3)	03-0B38-0031-0000-0000	Bethany College, a Corporation, fka The Trustees of Bethany College	Chesapeake Appalachia, LLC SWN Production Company, LLC	18.00%	26/769 30/480
4)	Bethany Pike	West Virginia Department of Transportation, Division of Highways	Chesapeake Appalachia, LLC SWN Production Company, LLC	15.00%	18/723 30/480
5)	03-0B43-0028-0000-0000	Bounty Minerals, LLC Bounty Minerals, LLC	Chesapeake Appalachia, LLC SWN Production Company, LLC SWN Production Company, LLC	18.00% 18.00%	27/55 30/480 Attached
6)	03-0B43-0062-0000-0000	Bethany College, a Corporation, fka The Trustees of Bethany College	Chesapeake Appalachia, LLC SWN Production Company, LLC	18.00%	15/239 30/480
7)	03-0B49-0002-0000-0000	Clifford E. Counselman, a married man dealing with his separate property	SWN Production Company, LLC	18.00%	39/206
8)	03-0B48-0034-0000-0000	Andrew P. Hogan, a married man, dealing with his separate property	SWN Production Company, LLC	18.00%	39/593

4700900249

MEMORANDUM OF OIL AND GAS LEASE

This Memorandum of Oil and Gas Lease made this 21st day of November 2017, by and between Bounty Minerals LLC, a Texas Limited Liability Company, of 777 Main St., Suite 3000, Fort Worth, TX 76102, hereinafter collectively called "Lessor," and SWN Production Company, L.L.C., a Texas limited liability company, 10000 Energy Drive, Spring, Texas 77389, hereinafter called "Lessee."

WITNESSETH

For and in consideration of the sum of Ten Dollars (\$10.00) cash in hand paid, and other good and valuable consideration, Lessor did make and execute in favor of Lessee an Oil and Gas lease dated November 21, 2017, and made effective November 21, 2017 which provides for an Eighteen (18) month primary term and an option to renew for an additional Eighteen (18) month primary term covering Lessor's interest in the following described lands in Buffalo District(s), Brooke County, West Virginia:

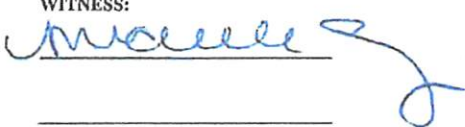
SEE EXHIBIT "A" ATTACHED HERETO AND MADE PART HEREOF FOR LAND IDENTIFICATION

described for the purposes of this agreement as containing a total of 457.766155 Land acres. This lease may be extended beyond the primary term by certain activities including, without limitation, conducting operations, producing oil or gas, or making prescribed payments. ~~This lease also grants to Lessee a Right of First Refusal to match any offer to top lease the leased premises, which right may be exercised by Lessee within fifteen (15) days after receipt of proper notice from Lessor.~~

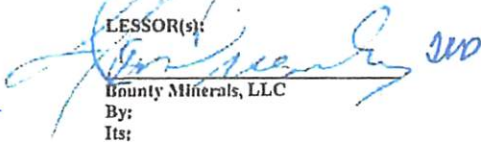
This Memorandum of Oil and Gas Lease is being made and filed for the purposes of giving third parties notice of the existence of the Lease described above. The execution, delivery and recordation of this Memorandum of Oil and Gas Lease shall have no effect upon, and is not intended as an amendment of the terms and conditions of the Lease. It is the intent of the Lessor to lease all of Lessor's interest in and to the properties described herein, whether or not the tracts recited herein are properly described, and further it is understood this lease includes all rights owned by the Lessor in the properties described herein.

IN WITNESS WHEREOF this memorandum of Oil and Gas Lease is executed as of the date first above written.

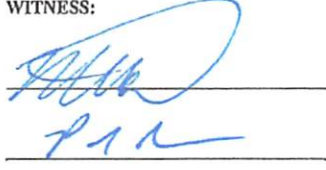
WITNESS:



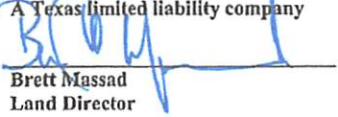
LESSOR(s):


Bounty Minerals, LLC
By:
Its:

WITNESS:



SWN Production Company, L.L.C.
A Texas limited liability company


Brett Massad
Land Director

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WV Department of
Environment
05/18/2018

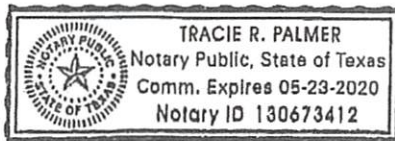
CORPORATE ACKNOWLEDGMENT

STATE OF TEXAS)
COUNTY OF Tarrant)

On this, the 28 day of November, 2017, before me, the undersigned officer, personally appeared L. Leo Brumby, who acknowledged himself/herself to be the CEO of Bounty Minerals, LLC, and that he/she as such CEO, being authorized to do so, executed foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as Bounty Minerals, LLC.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires: 5-23-2020
Signature/Notary Public: Tracie R. Palmer
Name/Notary Public (print): Tracie R. Palmer



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WV Department of
Environmental Protection
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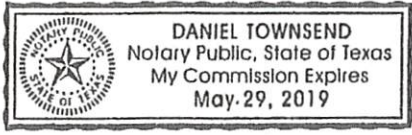
CORPORATE ACKNOWLEDGMENT

STATE OF TEXAS)
COUNTY OF HARRIS)

On this, the 5 day of February, 2018 before me, the undersigned officer, personally appeared Brett Massad, who acknowledged himself/herself to be the Land Director of SWN Production Company L.L.C., a Texas Limited Liability Company, and that he/she as such Land Director, being authorized to do so, executed foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as SWN Production Company L.L.C. a Texas Limited Liability Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires: May 29, 2019
Signature/Notary Public: [Signature]
Name/Notary Public (print): Daniel Townsend



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MAR 5 2018
WV Department of
Environmental Protection

05/18/2018

Exhibit "A"

THIS EXHIBIT "A" is attached to and wholly incorporated into that certain Memorandum of Oil and Gas Lease ("Lease") dated the 21st day of November, 2017, by and between Bounty Minerals LLC, a Texas Limited Liability Company, of 777 Main St., Suite 3400, Fort Worth, TX 76102, as Lessor, and SWN Production Company, LLC, as Lessee, covering 457.766155 acres, more or less, situated in Buffalo District(s), Brooke County, West Virginia:

DESCRIPTION. The Land is located in the District(s) of Buffalo in the County of Brooke, in the State of West Virginia, and described as follows:

Property Tax Parcel Identification Number: Tax Parcel I.D. 3-B43-28

and is bounded formerly or currently as follows:

On the North by lands of: 03-B38-24, 3-B39-11;

On the East by lands of 03-B44-5, 14;

On the South by lands of 03-B43-62;

On the West by lands of 03-B43-49.3, 03-B38-31;

Property Tax Parcel Identification Number: Tax Parcel I.D. 3-B43-35.8

and is bounded formerly or currently as follows:

On the North by lands of: 03-B38-31;

On the East by lands of 03-B38-31;

On the South by lands of 03-B43-49.3;

On the West by lands of 03-B43-33;

Property Tax Parcel Identification Number: Tax Parcel I.D. 3-B43-49.3

and is bounded formerly or currently as follows:

On the North by lands of: 03-B43-35.8;

On the East by lands of 03-B43-28;

On the South by lands of 03-B43-57;

On the West by lands of 03-B43-33;

Property Tax Parcel Identification Number: Tax Parcel I.D. 3-B43-33

and is bounded formerly or currently as follows:

On the North by lands of: 03-B43-31;

On the East by lands of 03-B43-35.8;

On the South by lands of 03-B43-58, 60;

On the West by lands of 03-B38-31;

Including all lands acquired by Lessors in Book 347 at Page 473, the above properties being situated in Buffalo District, Brooke County, WV, and containing a total of 696.1673 acres, more or less, and including contiguous lands owned by Lessor. INsofar AND ONLY INsofar as to the lands located outside of the following units: Mark Owen South Unit, as described and depicted on the Declaration of Pooled Unit, recorded at Book 351 and Page 21, Brooke County, West Virginia; Worthley South Unit, as described and depicted on the Declaration of Pooled Unit, recorded at Book 355 and Page 730, Brooke County, West Virginia; and Thomas Parkinson South Unit, as described and depicted on the Declaration of Pooled Unit, recorded at Book 376 and Page 299 containing a total of 457.766155 acres, more or less, and including contiguous lands owned by Lessor.

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WV Department of
Environmental Protection

05/18/2018



SWN Production Company, LLC
179 Innovation Drive
Jane Lew, WV 26378
Tel: 304 884 1610
Fax: 304 471 2497
www.swn.com

February 6, 2018

Ms. Laura Adkins
WV DEP Office of Oil & Gas
601 57th St., SE
Charleston, WV 25304

RE: SWN's proposed New Well: Worthley BRK 10H & Worthley BRK 210H in Brooke County, West Virginia, Drilling under Bethany Pike Road.

Dear Ms. Adkins:

SWN Production Company, LLC ("SWN") is applying for a drilling permit for the above referenced well. The State of West Virginia has raised some concern as to SWN's right to drill under Bethany Pike Road. Please be advised that SWN has leased all mineral owners under said route as it relates to the above-referenced well and unit.

Thank you.

Sincerely,

A handwritten signature in blue ink, appearing to read "M. Wilder", enclosed within a large, loopy blue oval.

Michael H. Wilder, RPL
Staff Landman
SWN Production Company, LLC

A red logo consisting of the fraction $\frac{R^2}{A}$ followed by an arrow pointing to V^+ .

The Right People doing the Right Things,
wisely investing the cash flow from our
underlying Assets, will create Value. 05/13/2018

**STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE CERTIFICATION**

Date of Notice Certification: 2/14/18

API No. 47- 09 - _____
Operator's Well No. Worthley BRK 10H
Well Pad Name: Worthley BRK Pad

Notice has been given:

Pursuant to the provisions in West Virginia Code § 22-6A, the Operator has provided the required parties with the Notice Forms listed below for the tract of land as follows:

State: <u>WV</u>	UTM NAD 83 Easting: <u>537868</u>
County: <u>Brooke</u>	Northing: <u>4451743</u>
District: <u>Buffalo</u>	Public Road Access: <u>Bealls Ridge Road</u>
Quadrangle: <u>Bethany</u>	Generally used farm name: <u>Worthley BRK</u>
Watershed: <u>Upper Ohio South</u>	

Pursuant to West Virginia Code § 22-6A-7(b), every permit application filed under this section shall be on a form as may be prescribed by the secretary, shall be verified and shall contain the following information: (14) A certification from the operator that (i) it has provided the owners of the surface described in subdivisions (1), (2) and (4), subsection (b), section ten of this article, the information required by subsections (b) and (c), section sixteen of this article; (ii) that the requirement was deemed satisfied as a result of giving the surface owner notice of entry to survey pursuant to subsection (a), section ten of this article six-a; or (iii) the notice requirements of subsection (b), section sixteen of this article were waived in writing by the surface owner; and Pursuant to West Virginia Code § 22-6A-11(b), the applicant shall tender proof of and certify to the secretary that the notice requirements of section ten of this article have been completed by the applicant.

<p>Pursuant to West Virginia Code § 22-6A, the Operator has attached proof to this Notice Certification that the Operator has properly served the required parties with the following:</p> <p>*PLEASE CHECK ALL THAT APPLY</p> <p><input type="checkbox"/> 1. NOTICE OF SEISMIC ACTIVITY or <input checked="" type="checkbox"/> NOTICE NOT REQUIRED BECAUSE NO SEISMIC ACTIVITY WAS CONDUCTED</p> <p><input checked="" type="checkbox"/> 2. NOTICE OF ENTRY FOR PLAT SURVEY or <input type="checkbox"/> NO PLAT SURVEY WAS CONDUCTED</p> <p><input checked="" type="checkbox"/> 3. NOTICE OF INTENT TO DRILL or <input type="checkbox"/> NOTICE NOT REQUIRED BECAUSE NOTICE OF ENTRY FOR PLAT SURVEY WAS CONDUCTED or</p> <p style="padding-left: 100px;"><input type="checkbox"/> WRITTEN WAIVER BY SURFACE OWNER (PLEASE ATTACH)</p> <p><input checked="" type="checkbox"/> 4. NOTICE OF PLANNED OPERATION</p> <p><input checked="" type="checkbox"/> 5. PUBLIC NOTICE</p> <p><input checked="" type="checkbox"/> 6. NOTICE OF APPLICATION</p>	<p align="center">OOG OFFICE USE ONLY</p> <p><input type="checkbox"/> RECEIVED/ NOT REQUIRED</p> <p><input checked="" type="checkbox"/> RECEIVED</p> <p><input checked="" type="checkbox"/> RECEIVED/ NOT REQUIRED</p> <p><input checked="" type="checkbox"/> RECEIVED</p> <p><input checked="" type="checkbox"/> RECEIVED</p> <p><input checked="" type="checkbox"/> RECEIVED</p> <p align="center">RECEIVED Office of Oil and Gas FEB 16 2018</p>
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Required Attachments:

The Operator shall attach to this Notice Certification Form all Notice Forms and Certifications of Notice that have been provided to the required parties and/or any associated written waivers. For the Public Notice, the operator shall attach a copy of the Class II Legal Advertisement with publication date verification or the associated Affidavit of Publication. The attached Notice Forms and Certifications of Notice shall serve as proof that the required parties have been noticed as required under West Virginia Code § 22-6A. Pursuant to West Virginia Code § 22-6A-11(b), the Certification of Notice to the person may be made by affidavit of personal service, the return receipt card or other postal receipt for certified mailing.

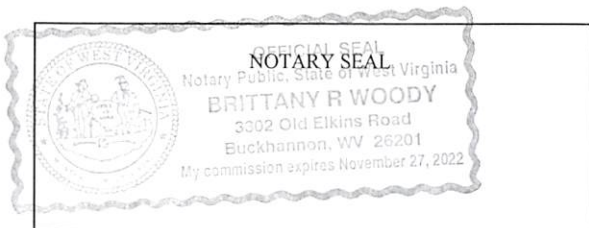
WW-6AC
(1/12)

Certification of Notice is hereby given:

THEREFORE, I Dee Southall, have read and understand the notice requirements within West Virginia Code § 22-6A. I certify that as required under West Virginia Code § 22-6A, I have served the attached copies of the Notice Forms, identified above, to the required parties through personal service, by registered mail or by any method of delivery that requires a receipt or signature confirmation. I certify under penalty of law that I have personally examined and am familiar with the information submitted in this Notice Certification and all attachments, and that based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.

Well Operator: SWN Production Co., LLC
 By: Dee Southall
 Its: Senior Regulatory Analyst
 Telephone: 304-884-1610

Address: P.O. Box 1300
Jane Lew, WV 26378
 Facsimile: 304-884-1690
 Email: Dee_Southall@swn.com



Subscribed and sworn before me this 31st day of January 2018
Brittany R Woody Notary Public
 My Commission Expires 11/27/2022

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at depprivacyofficer@wv.gov.

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05/18/2018

**STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE OF APPLICATION**

Notice Time Requirement: notice shall be provided no later than the **filing date of permit application.**

Date of Notice: _____ **Date Permit Application Filed:** _____

Notice of:

- PERMIT FOR ANY WELL WORK
- CERTIFICATE OF APPROVAL FOR THE CONSTRUCTION OF AN IMPOUNDMENT OR PIT

Delivery method pursuant to West Virginia Code § 22-6A-10(b)

- PERSONAL SERVICE
- REGISTERED MAIL
- METHOD OF DELIVERY THAT REQUIRES A RECEIPT OR SIGNATURE CONFIRMATION

Pursuant to W. Va. Code § 22-6A-10(b) no later than the filing date of the application, the applicant for a permit for any well work or for a certificate of approval for the construction of an impoundment or pit as required by this article shall deliver, by personal service or by registered mail or by any method of delivery that requires a receipt or signature confirmation, copies of the application, the erosion and sediment control plan required by section seven of this article, and the well plat to each of the following persons: (1) The owners of record of the surface of the tract on which the well is or is proposed to be located; (2) The owners of record of the surface tract or tracts overlying the oil and gas leasehold being developed by the proposed well work, if the surface tract is to be used for roads or other land disturbance as described in the erosion and sediment control plan submitted pursuant to subsection (c), section seven of this article; (3) The coal owner, operator or lessee, in the event the tract of land on which the well proposed to be drilled is located [sic] is known to be underlain by one or more coal seams; (4) The owners of record of the surface tract or tracts overlying the oil and gas leasehold being developed by the proposed well work, if the surface tract is to be used for the placement, construction, enlargement, alteration, repair, removal or abandonment of any impoundment or pit as described in section nine of this article; (5) Any surface owner or water purveyor who is known to the applicant to have a water well, spring or water supply source located within one thousand five hundred feet of the center of the well pad which is used to provide water for consumption by humans or domestic animals; and (6) The operator of any natural gas storage field within which the proposed well work activity is to take place. (c)(1) If more than three tenants in common or other co-owners of interests described in subsection (b) of this section hold interests in the lands, the applicant may serve the documents required upon the person described in the records of the sheriff required to be maintained pursuant to section eight, article one, chapter eleven-a of this code. (2) Notwithstanding any provision of this article to the contrary, notice to a lien holder is not notice to a landowner, unless the lien holder is the landowner. W. Va. Code R. § 35-8-5.7.a requires, in part, that the operator shall also provide the Well Site Safety Plan ("WSSP") to the surface owner and any water purveyor or surface owner subject to notice and water testing as provided in section 15 of this rule.

Application Notice WSSP Notice E&S Plan Notice Well Plat Notice is hereby provided to:

SURFACE OWNER(s)
 Name: Kimberly Carman Worthley
 Address: 524 Marsh Cir
Saint Simons IS, GA 31522
 Name: _____
 Address: _____

SURFACE OWNER(s) (Road and/or Other Disturbance)
 Name: _____
 Address: _____
 Name: _____
 Address: _____

SURFACE OWNER(s) (Impoundments or Pits)
 Name: _____
 Address: _____

COAL OWNER OR LESSEE
 Name: CONSOL
 Address: 1000 Consol Energy Drive
Canonsburg, PA 15317
 COAL OPERATOR
 Name: _____
 Address: _____

SURFACE OWNER OF WATER WELL AND/OR WATER PURVEYOR(s)
 Name: See Attachment
 Address: _____

OPERATOR OF ANY NATURAL GAS STORAGE FIELD
 Name: _____
 Address: _____

*Please attach additional forms if necessary

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WW-6A
(9-13)

4700900249
API NO. 47-09 -
OPERATOR WELL NO. Worthley BRK 10H
Well Pad Name: Worthley BRK Pad

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE OF APPLICATION

Notice Time Requirement: notice shall be provided no later than the **filing date of permit application.**

Date of Notice: 2/14/18 **Date Permit Application Filed:** 2/14/18
Notice of:

- PERMIT FOR ANY WELL WORK CERTIFICATE OF APPROVAL FOR THE CONSTRUCTION OF AN IMPOUNDMENT OR PIT

Delivery method pursuant to West Virginia Code § 22-6A-10(b)

- PERSONAL SERVICE REGISTERED MAIL METHOD OF DELIVERY THAT REQUIRES A RECEIPT OR SIGNATURE CONFIRMATION

Pursuant to W. Va. Code § 22-6A-10(b) no later than the filing date of the application, the applicant for a permit for any well work or for a certificate of approval for the construction of an impoundment or pit as required by this article shall deliver, by personal service or by registered mail or by any method of delivery that requires a receipt or signature confirmation, copies of the application, the erosion and sediment control plan required by section seven of this article, and the well plat to each of the following persons: (1) The owners of record of the surface of the tract on which the well is or is proposed to be located; (2) The owners of record of the surface tract or tracts overlying the oil and gas leasehold being developed by the proposed well work, if the surface tract is to be used for roads or other land disturbance as described in the erosion and sediment control plan submitted pursuant to subsection (c), section seven of this article; (3) The coal owner, operator or lessee, in the event the tract of land on which the well proposed to be drilled is located [sic] is known to be underlain by one or more coal seams; (4) The owners of record of the surface tract or tracts overlying the oil and gas leasehold being developed by the proposed well work, if the surface tract is to be used for the placement, construction, enlargement, alteration, repair, removal or abandonment of any impoundment or pit as described in section nine of this article; (5) Any surface owner or water purveyor who is known to the applicant to have a water well, spring or water supply source located within one thousand five hundred feet of the center of the well pad which is used to provide water for consumption by humans or domestic animals; and (6) The operator of any natural gas storage field within which the proposed well work activity is to take place. (c)(1) If more than three tenants in common or other co-owners of interests described in subsection (b) of this section hold interests in the lands, the applicant may serve the documents required upon the person described in the records of the sheriff required to be maintained pursuant to section eight, article one, chapter eleven-a of this code. (2) Notwithstanding any provision of this article to the contrary, notice to a lien holder is not notice to a landowner, unless the lien holder is the landowner. W. Va. Code R. § 35-8-5.7.a requires, in part, that the operator shall also provide the Well Site Safety Plan ("WSSP") to the surface owner and any water purveyor or surface owner subject to notice and water testing as provided in section 15 of this rule.

Application Notice WSSP Notice E&S Plan Notice Well Plat Notice is hereby provided to:

SURFACE OWNER(s)
Name: _____
Address: _____

Name: _____
Address: _____

COAL OWNER OR LESSEE
Name: Melvin Peluchette
Address: 415 N. Front Street
Wheeling, WV 26003

COAL OPERATOR
Name: _____
Address: _____

SURFACE OWNER(s) (Road and/or Other Disturbance)
Name: _____
Address: _____

Name: _____
Address: _____

SURFACE OWNER OF WATER WELL AND/OR WATER PURVEYOR(s)
Name: _____
Address: _____

SURFACE OWNER(s) (Impoundments or Pits)
Name: _____
Address: _____

OPERATOR OF ANY NATURAL GAS STORAGE FIELD
Name: _____
Address: _____

*Please attach additional forms if necessary

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Notice is hereby given:

Pursuant to West Virginia Code § 22-6A-10(b), notice is hereby given that the undersigned well operator has applied for a permit for well work or for a certificate of approval for the construction of an impoundment or pit.

This Notice Shall Include:

Pursuant to W. Va. Code § 22-6A-10(b), this notice shall include: (1) copies of the application; (2) the erosion and sediment control plan required by section seven of this article; and (3) the well plat.

Pursuant to W. Va. Code § 22-6A-10(f), this notice shall include: (1) a statement of the time limits for filing written comments; (2) who may file written comments; (3) the name and address of the secretary for the purpose of filing the comments and obtaining additional information; and (4) a statement that the persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water.

Pursuant to W. Va. Code R. § 35-8-5.7.a, the operator shall provide the Well Site Safety Plan to the surface owner and any water purveyor or surface owner subject to notice and water testing as provided in section 15 of this rule.

Pursuant to W. Va. Code R. § 35-8-15.2.c, this notice shall: (1) contain a statement of the surface owner's and water purveyor's right to request sampling and analysis; (2) advise the surface owner and water purveyor of the rebuttable presumption for contamination or deprivation of a fresh water source or supply; advise the surface owner and water purveyor that refusal to allow the operator to conduct a pre-drilling water well test constitutes a method to rebut the presumption of liability; (3) advise the surface owner and water purveyor of his or her independent right to sample and analyze any water supply at his or her own expense; advise the surface owner and water purveyor whether or not the operator will utilize an independent laboratory to analyze any sample; and (4) advise the surface owner and or water purveyor that he or she can obtain from the Chief a list of water testing laboratories in the subject area capable of and qualified to test water supplies in accordance with standard acceptable methods.

Additional information related to horizontal drilling may be obtained from the Secretary, at the WV Department of Environmental Protection headquarters, located at 601 57th Street, SE, Charleston, WV 25304 (304-926-0450) or by visiting www.dep.wv.gov/air-and-gas/pages/default.aspx.

Well Location Restrictions

Pursuant to W. Va. Code § 22-6A-12, Wells may not be drilled within two hundred fifty feet measured horizontally from any existing water well or developed spring used for human or domestic animal consumption. The center of well pads may not be located within six hundred twenty-five feet of an occupied dwelling structure, or a building two thousand five hundred square feet or larger used to house or shelter dairy cattle or poultry husbandry. This limitation is applicable to those wells, developed springs, dwellings or agricultural buildings that existed on the date a notice to the surface owner of planned entry for surveying or staking as provided in section ten of this article or a notice of intent to drill a horizontal well as provided in subsection (b), section sixteen of this article was provided, whichever occurs first, and to any dwelling under construction prior to that date. This limitation may be waived by written consent of the surface owner transmitted to the department and recorded in the real property records maintained by the clerk of the county commission for the county in which such property is located. Furthermore, the well operator may be granted a variance by the secretary from these distance restrictions upon submission of a plan which identifies the sufficient measures, facilities or practices to be employed during well site construction, drilling and operations. The variance, if granted, shall include terms and conditions the department requires to ensure the safety and protection of affected persons and property. The terms and conditions may include insurance, bonding and indemnification, as well as technical requirements. (b) No well pad may be prepared or well drilled within one hundred feet measured horizontally from any perennial stream, natural or artificial lake, pond or reservoir, or a wetland, or within three hundred feet of a naturally reproducing trout stream. No well pad may be located within one thousand feet of a surface or ground water intake of a public water supply. The distance from the public water supply as identified by the department shall be measured as follows: (1) For a surface water intake on a lake or reservoir, the distance shall be measured from the boundary of the lake or reservoir. (2) For a surface water intake on a flowing stream, the distance shall be measured from a semicircular radius extending upstream of the surface water intake. (3) For a groundwater source, the distance shall be measured from the wellhead or spring. The department may, in its discretion, waive these distance restrictions upon submission of a plan identifying sufficient measures, facilities or practices to be employed during well site construction, drilling and operations to protect the waters of the state. A waiver, if granted, shall impose any permit conditions as the secretary considers necessary. (c) Notwithstanding the foregoing provisions of this section, nothing contained in this section prevents an operator from conducting the activities permitted or authorized by a Clean Water Act Section 404 permit or other approval from the United States Army Corps of Engineers within any waters of the state or within the restricted areas referenced in this section. (d) The well location restrictions set forth in this section shall not apply to any well on a multiple well pad if at least one of the wells was permitted prior to the effective date of this article. (e) The secretary shall, by December 31, 2012, report to the Legislature on the noise, light, dust and volatile organic compounds generated by the drilling of horizontal wells as they relate to the well location restrictions regarding occupied dwelling structures pursuant to this section. Upon a finding, if any, by the secretary that the well location restrictions regarding occupied dwelling structures are inadequate or otherwise require alteration to address the items

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(8-13)

API NO. 47-09 - _____
OPERATOR WELL NO. Worthley BRK 10H
Well Pad Name: Worthley BRK Pad

examined in the study required by this subsection, the secretary shall have the authority to propose for promulgation legislative rules establishing guidelines and procedures regarding reasonable levels of noise, light, dust and volatile organic compounds relating to drilling horizontal wells, including reasonable means of mitigating such factors, if necessary.

Water Well Testing:

Pursuant to West Virginia Code § 22-6A-10(d), notification shall be made, with respect to surface landowners identified in subsection (b) or water purveyors identified in subdivision (5), subsection (b) of this section, of the opportunity for testing their water well. The operator shall provide an analysis to such surface landowner or water purveyor at their request.

Water Testing Laboratories:

Pursuant to West Virginia Code § 22-6A-10(i), persons entitled to notice pursuant to subsection (b) of this section may contact the department to ascertain the names and locations of water testing laboratories in the subject area capable and qualified to test water supplies in accordance with standard accepted methods. In compiling that list of names the department shall consult with the state Bureau for Public Health and local health departments. A surface owner and water purveyor has an independent right to sample and analyze any water supply at his or her own expense. The laboratory utilized by the operator shall be approved by the agency as being certified and capable of performing sample analyses in accordance with this section.

Rebuttable Presumption for Contamination or Deprivation of a Fresh Water Source or Supply:

W. Va. Code § 22-6A-18 requires that (b) unless rebutted by one of the defenses established in subsection (c) of this section, in any action for contamination or deprivation of a fresh water source or supply within one thousand five hundred feet of the center of the well pad for horizontal well, there is a rebuttable presumption that the drilling and the oil or gas well or either was the proximate cause of the contamination or deprivation of the fresh water source or supply. (c) In order to rebut the presumption of liability established in subsection (b) of this section, the operator must prove by a preponderance of the evidence one of the following defenses: (1) The pollution existed prior to the drilling or alteration activity as determined by a predrilling or prealteration water well test. (2) The landowner or water purveyor refused to allow the operator access to the property to conduct a predrilling or prealteration water well test. (3) The water supply is not within one thousand five hundred feet of the well. (4) The pollution occurred more than six months after completion of drilling or alteration activities. (5) The pollution occurred as the result of some cause other than the drilling or alteration activity. (d) Any operator electing to preserve its defenses under subdivision (1), subsection (c) of this section shall retain the services of an independent certified laboratory to conduct the predrilling or prealteration water well test. A copy of the results of the test shall be submitted to the department and the surface owner or water purveyor in a manner prescribed by the secretary. (e) Any operator shall replace the water supply of an owner of interest in real property who obtains all or part of that owner's supply of water for domestic, agricultural, industrial or other legitimate use from an underground or surface source with a comparable water supply where the secretary determines that the water supply has been affected by contamination, diminution or interruption proximately caused by the oil or gas operation, unless waived in writing by that owner. (f) The secretary may order the operator conducting the oil or gas operation to: (1) Provide an emergency drinking water supply within twenty-four hours; (2) Provide temporary water supply within seventy-two hours; (3) Within thirty days begin activities to establish a permanent water supply or submit a proposal to the secretary outlining the measures and timetables to be used in establishing a permanent supply. The total time in providing a permanent water supply may not exceed two years. If the operator demonstrates that providing a permanent replacement water supply cannot be completed within two years, the secretary may extend the time frame on case-by-case basis; and (4) Pay all reasonable costs incurred by the real property owner in securing a water supply. (g) A person as described in subsection (b) of this section aggrieved under the provisions of subsections (b), (e) or (f) of this section may seek relief in court... (i) Notwithstanding the denial of the operator of responsibility for the damage to the real property owner's water supply or the status of any appeal on determination of liability for the damage to the real property owner's water supply, the operator may not discontinue providing the required water service until authorized to do so by the secretary or a court of competent jurisdiction.

Written Comment:

Pursuant to West Virginia Code § 22-6A-11(a), all persons described in subsection (b), section ten of this article may file written comments with the secretary as to the location or construction of the applicant's proposed well work within thirty days after the application is filed with the secretary. All persons described in West Virginia Code § 22-6A-10(b) may file written comments as to the location or construction of the applicant's proposed well work to the Secretary at:

Chief, Office of Oil and Gas
Department of Environmental Protection
601 57th St. SE
Charleston, WV 25304
(304) 926-0450

Such persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water. **NOTE: YOU ARE NOT REQUIRED TO FILE ANY COMMENT.**

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Environmental Protection

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Time Limits and Methods for Filing Comments.

The law requires these materials to be served on or before the date the operator files its Application. You have **THIRTY (30) DAYS** after the filing date to file your comments. Comments must be filed in person or received in the mail by the Chief's office by the time stated above. You may call the Chief's office to be sure of the date. Check with your postmaster to ensure adequate delivery time or to arrange special expedited handling. If you have been contacted by the well operator and you have signed a "voluntary statement of no objection" to the planned work described in these materials, then the permit may be issued at any time.

Pursuant to West Virginia Code § 22-6A-11(c)(2), Any objections of the affected coal operators and coal seam owners and lessees shall be addressed through the processes and procedures that exist under sections fifteen, seventeen and forty, article six of this chapter, as applicable and as incorporated into this article by section five of this article. The written comments filed by the parties entitled to notice under subdivisions (1), (2), (4), (5) and (6), subsection (b), section ten of this article shall be considered by the secretary in the permit issuance process, but the parties are not entitled to participate in the processes and proceedings that exist under sections fifteen, seventeen or forty, article six of this chapter, as applicable and as incorporated into this article by section five of this article.

Comment Requirements

Your comments must be in writing and include your name, address and telephone number, the well operator's name and well number and the approximate location of the proposed well site including district and county from the application. You may add other documents, such as sketches, maps or photographs to support your comments.

Disclaimer: All comments received will be placed on our web site <http://www.dep.wv.gov/oil-and-gas/Horizontal-Permits/Pages/default.aspx> and the applicant will automatically be forwarded an email notice that such comments have been submitted. The applicant will be expected to provide a response to comments submitted by any surface owner, water purveyor or natural gas storage operator noticed within the application.

Permit Denial or Condition

The Chief has the power to deny or condition a well work permit. Pursuant to West Virginia Code § 22-6A-8(d), the permit may not be issued or be conditioned, including conditions with respect to the location of the well and access roads prior to issuance if the director determines that:

- (1) The proposed well work will constitute a hazard to the safety of persons;
- (2) The plan for soil erosion and sediment control is not adequate or effective;
- (3) Damage would occur to publicly owned lands or resources; or
- (4) The proposed well work fails to protect fresh water sources or supplies.

A permit may also be denied under West Virginia Code § 22-6A-7(k), the secretary shall deny the issuance of a permit if the secretary determines that the applicant has committed a substantial violation of a previously issued permit for a horizontal well, including the applicable erosion and sediment control plan associated with the previously issued permit, or a substantial violation of one or more of the rules promulgated under this article, and in each instance has failed to abate or seek review of the violation within the time prescribed by the secretary pursuant to the provisions of subdivisions (1) and (2), subsection (a), section five of this article and the rules promulgated hereunder, which time may not be unreasonable.

Pursuant to West Virginia Code § 22-6A-10(g), any person entitled to submit written comments to the secretary pursuant to subsection (a), section eleven of this article, shall also be entitled to receive from the secretary a copy of the permit as issued or a copy of the order modifying or denying the permit if the person requests receipt of them as a part of the written comments submitted concerning the permit application. Such persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water.

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(8-13)

API NO. 47- 09 -
OPERATOR WELL NO. Worthley BRK 10H
Well Pad Name: Worthley BRK Pad

Notice is hereby given by:

Well Operator: SWN Production Co, LLC
Telephone: 304-884-1610
Email: Dee_Southall@swn.com

Address: P.O. Box 1300
Jane Lew, WV 26378
Facsimile: 304-884-1690

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at deprivacyofficer@wv.gov.



Subscribed and sworn before me this 8th day of January 2018
Brittany R Woody Notary Public
My Commission Expires 11/27/22

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Environmental Protection

4700900249

Attachment #13A

Worthley BRK Pad - Water Purveyors w/in 1500'

Sources

Landowner

Address

Kristine Lewis

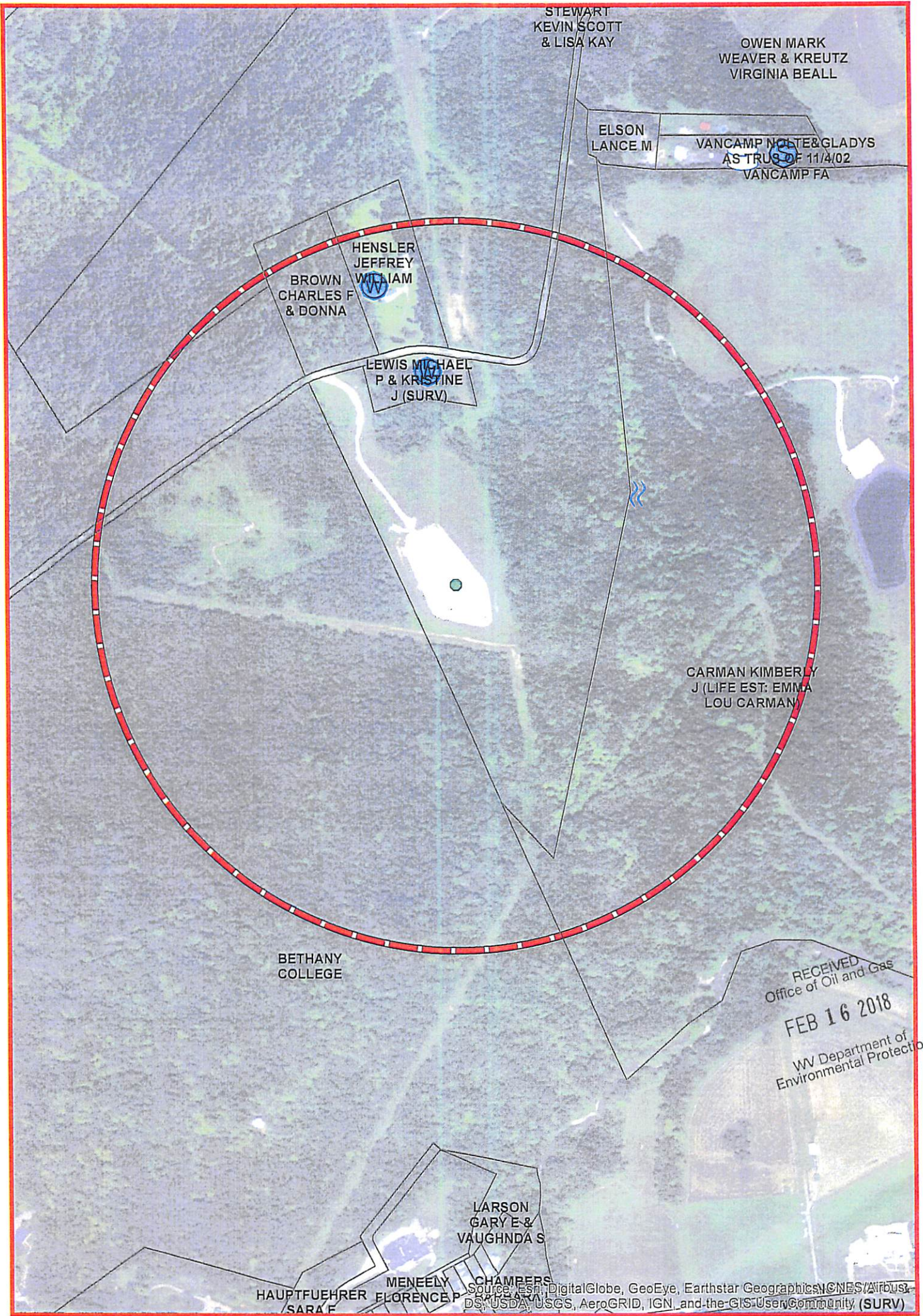
5170 Foxbridge Cir N Apt 342, Clearwater, FL 33764 1 Well ✓

Jeffre William Hensler

1281 Beals Ridge Road, Wellsburg, WV 26070 1 Well ✓

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05/18/2018



The intent of this map is for general reference only. Information on this map was created using the best available data at the time but is not guaranteed accurate.

05/18/2018

Water Purveyor Map			Well Pad: Worthley BRK Pad	County: BROOKE
Map by: speart	Date: 7/10/2017		Worthley BRK Coordinates: 40.215209, -80.55521	
NAD 1983 BLM Zone 17N ftUS				
0 250 500 1,000 1,500 2,000 Feet				

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE OF ENTRY FOR PLAT SURVEY

Notice Time Requirement: Notice shall be provided at least SEVEN (7) days but no more than FORTY-FIVE (45) days prior to entry

Date of Notice: 11/6/2017 **Date of Planned Entry:** 11/13/2017

Delivery method pursuant to West Virginia Code § 22-6A-10a

- PERSONAL SERVICE
- REGISTERED MAIL
- METHOD OF DELIVERY THAT REQUIRES A RECEIPT OR SIGNATURE CONFIRMATION

Pursuant to West Virginia Code § 22-6A-10(a), Prior to filing a permit application, the operator shall provide notice of planned entry on to the surface tract to conduct any plat surveys required pursuant to this article. Such notice shall be provided at least seven days but no more than forty-five days prior to such entry to: (1) The surface owner of such tract; (2) to any owner or lessee of coal seams beneath such tract that has filed a declaration pursuant to section thirty-six, article six, chapter twenty-two of this code; and (3) any owner of minerals underlying such tract in the county tax records. The notice shall include a statement that copies of the state Erosion and Sediment Control Manual and the statutes and rules related to oil and gas exploration and production may be obtained from the Secretary, which statement shall include contact information, including the address for a web page on the Secretary's web site, to enable the surface owner to obtain copies from the secretary.

Notice is hereby provided to:

SURFACE OWNER(s)

Name: Kimberly and Alan Worthley

Address: 524 Marsh Circle
St. Simons Island, GA 31522

Name: _____

Address: _____

Name: _____

Address: _____

COAL OWNER OR LESSEE

Name: CONSOL

Address: 1000 Consol Energy Drive
Canonsburg, PA 15317-6506

MINERAL OWNER(s)

Name: Kimberly and Alan Worthley

Address: 524 Marsh Circle
St. Simons Island, GA 31522

*please attach additional forms if necessary

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WV Department of
Environmental Protection

Notice is hereby given:

Pursuant to West Virginia Code § 22-6A-10(a), notice is hereby given that the undersigned well operator is planning entry to conduct a plat survey on the tract of land as follows:

State: <u>WV</u>	Approx. Latitude & Longitude: <u>40.216682, -80.548923</u>
County: <u>Brooke</u>	Public Road Access: <u>Bealls Ridge Road</u>
District: <u>Buffalo</u>	Watershed: <u>Upper Ohio South</u>
Quadrangle: <u>Bethany</u>	Generally used farm name: <u>Worthley BRK</u>

Copies of the state Erosion and Sediment Control Manual and the statutes and rules related to oil and gas exploration and production may be obtained from the Secretary, at the WV Department of Environmental Protection headquarters, located at 601 57th Street, SE, Charleston, WV 25304 (304-926-0450). Copies of such documents or additional information related to horizontal drilling may be obtained from the Secretary by visiting www.dep.wv.gov/oil-and-gas/pages/default.aspx.

Notice is hereby given by:

Well Operator: SWN PRODUCTION COMPANY, LLC

Telephone: 304-884-1610

Email: dee_southall@swn.com or brittany_woody@swn.com

Address: PO BOX 1300
JANE LEW, WV 26378

Facsimile: 304-884-1690

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at deprivacyofficer@wv.gov.

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE OF ENTRY FOR PLAT SURVEY

Notice Time Requirement: Notice shall be provided at least SEVEN (7) days but no more than FORTY-FIVE (45) days prior to entry

Date of Notice: 11/6/2017 **Date of Planned Entry:** 11/13/2017

Delivery method pursuant to West Virginia Code § 22-6A-10a

- PERSONAL SERVICE
- REGISTERED MAIL
- METHOD OF DELIVERY THAT REQUIRES A RECEIPT OR SIGNATURE CONFIRMATION

Pursuant to West Virginia Code § 22-6A-10(a), Prior to filing a permit application, the operator shall provide notice of planned entry on to the surface tract to conduct any plat surveys required pursuant to this article. Such notice shall be provided at least seven days but no more than forty-five days prior to such entry to: (1) The surface owner of such tract; (2) to any owner or lessee of coal seams beneath such tract that has filed a declaration pursuant to section thirty-six, article six, chapter twenty-two of this code; and (3) any owner of minerals underlying such tract in the county tax records. The notice shall include a statement that copies of the state Erosion and Sediment Control Manual and the statutes and rules related to oil and gas exploration and production may be obtained from the Secretary, which statement shall include contact information, including the address for a web page on the Secretary's web site, to enable the surface owner to obtain copies from the secretary.

Notice is hereby provided to:

SURFACE OWNER(s)

Name: _____
Address: _____

Name: _____
Address: _____

Name: _____
Address: _____

COAL OWNER OR LESSEE

Name: Melvin Peluchette
Address: 415 N Front Street
Wheeling, WV 26003

MINERAL OWNER(s)

Name: Bounty Minerals, LLC
Address: 777 Main Street Suite 3400
Fort Worth, TX 76102

*please attach additional forms if necessary

Notice is hereby given:

Pursuant to West Virginia Code § 22-6A-10(a), notice is hereby given that the undersigned well operator is planning entry to conduct a plat survey on the tract of land as follows:

State: <u>WV</u>	Approx. Latitude & Longitude: <u>40.216682, -80.548923</u>
County: <u>Brocke</u>	Public Road Access: <u>Bealls Ridge Road</u>
District: <u>Buffalo</u>	Watershed: <u>Upper Ohio South</u>
Quadrangle: <u>Bethany</u>	Generally used farm name: <u>Worthley BRK</u>

Copies of the state Erosion and Sediment Control Manual and the statutes and rules related to oil and gas exploration and production may be obtained from the Secretary, at the WV Department of Environmental Protection headquarters, located at 601 57th Street SE, Charleston, WV 25304 (304-926-0450). Copies of such documents or additional information related to horizontal drilling may be obtained from the Secretary by visiting www.dep.wv.gov/oil-and-gas/pages/default.aspx.

Notice is hereby given by:

Well Operator: SWN PRODUCTION COMPANY, LLC
Telephone: 304-884-1610
Email: dee_southall@swn.com or brittany_woody@swn.com

Address: PO BOX 1300
JANE LEW, WV 26378
Facsimile: 304-884-1690

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at deprivacyofficer@wv.gov.

REC'D
Office of Oil and Gas
FEB 16 2018
WV Department of
Environmental Protection

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE OF INTENT TO DRILL

Pursuant to W. Va. Code § 22-6A-16(b), the Notice of Intent to Drill is only required if the notice requirements of W. Va. Code § 22-6A-10(a) have NOT been met or if the Notice of Intent to Drill requirement has NOT been waived in writing by the surface owner.

Notice Time Requirement: Notice shall be provided at least TEN (10) days prior to filing a permit application.
Date of Notice: 11/22/2017 **Date Permit Application Filed:** 2/14/18

Delivery method pursuant to West Virginia Code § 22-6A-16(b)

HAND DELIVERY CERTIFIED MAIL RETURN RECEIPT REQUESTED

Pursuant to W. Va. Code § 22-6A-16(b), at least ten days prior to filing a permit application, an operator shall, by certified mail return receipt requested or hand delivery, give the surface owner notice of its intent to enter upon the surface owner's land for the purpose of drilling a horizontal well: *Provided*, That notice given pursuant to subsection (a), section ten of this article satisfies the requirements of this subsection as of the date the notice was provided to the surface owner: *Provided, however*, That the notice requirements of this subsection may be waived in writing by the surface owner. The notice, if required, shall include the name, address, telephone number, and if available, facsimile number and electronic mail address of the operator and the operator's authorized representative.

Notice is hereby provided to the SURFACE OWNER(s):

Name: Kimberly Carman Worthley Name: _____
Address: 524 Marsh Cir Address: _____
Saint Simons IS, GA 31522

Notice is hereby given:

Pursuant to West Virginia Code § 22-6A-16(b), notice is hereby given that the undersigned well operator has an intent to enter upon the surface owner's land for the purpose of drilling a horizontal well on the tract of land as follows:

State: West Virginia UTM NAD 83 Easting: 537,868.033
County: Brooke Northing: 4,451,743.516
District: Buffalo Public Road Access: Bealls Ridge Rd.
Quadrangle: Bethany Generally used farm name: Worthley BRK
Watershed: Upper Ohio South

This Notice Shall Include:

Pursuant to West Virginia Code § 22-6A-16(b), this notice shall include the name, address, telephone number, and if available, facsimile number and electronic mail address of the operator and the operator's authorized representative. Additional information related to horizontal drilling may be obtained from the Secretary, at the WV Department of Environmental Protection headquarters located at 601 57th Street, SE, Charleston, WV 25304 (304-926-0450) or by visiting www.dep.wv.gov/oil-and-gas/pages/default.aspx

Notice is hereby given by:

Well Operator: SWN Production Company, LLC Authorized Representative: Mike Yates
Address: PO Box 1300, 179 Innovation Drive Address: PO Box 1300, 179 Innovation Drive
Jane Lew, WV 26378 Telephone: 304-517-6603
Telephone: 304-517-6603 Email: Michael_Yates@swn.com
Email: Michael_Yates@swn.com Facsimile: 304-884-1691
Facsimile: 304-884-1691

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at depprivacyofficer@wv.gov.

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Office of Oil and Gas
FEB 16 2018
WV Department of Environmental Protection



47 009 002 49

WEST VIRGINIA DEPARTMENT OF TRANSPORTATION

Division of Highways

1900 Kanawha Boulevard East • Building Five • Room 110
Charleston, West Virginia 25305-0430 • (304) 558-3505

Jim Justice
Governor

Thomas J. Smith, P. E.
Secretary of Transportation/
Commissioner of Highways

January 5, 2018

James A. Martin, Chief
Office of Oil and Gas
Department of Environmental Protection
601 57th Street, SE
Charleston, WV 25304

Subject: DOH Permit for the Worthley Pad, Brooke County

Worthley BRK 10H

Dear Mr. Martin,

The West Virginia Division of Highways has transferred Permit #06-2012-0520 for the subject site to Southwestern Energy for access to the State Road for the well site located off of WV 88 F in Brooke County.

The operator has signed an OIL AND GAS ROAD MAINTENANCE BONDING AGREEMENT and provided the required Bond. This operator is currently in compliance with the DOH OIL AND GAS POLICY dated January 3, 2012.

Very Truly Yours,

Gary K. Clayton, P.E.
Regional Maintenance Engineer
Central Office Oil & Gas Coordinator

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Office of Oil and Gas

FEB 16 2018

WV Department of
Environmental Protection

Cc: Dee Southall
Southwestern Energy
CH, OM, D-6
File

FRAC ADDITIVES

Product Name	Product Use	Chemical Name	CAS Number
EC6734A (Champion Technologies)	Biocide	Hydrogen Peroxide	7722-84-1
		Acetic Acid	64-19-7
		Peroxyacetic Acid	79-21-0
GYPTRON T-390 (Champion Technologies)	Scale Inhibitor	Methanol	67-56-1
		Nonylphenol Ethoxylate	Proprietary
Bactron K-139 (Champion Technologies)	Biocide	Glutaraldehyde	111-30-8
		Quaternary Ammonium Compounds, Benzyl-C12-16-Alkyldimethyl, Chlorides	68424-85-1
		Ethanol	64-17-5
Bactron K-219 (Champion Technologies)	Biocide	Methanol	67-56-1
		Quaternary Ammonium Compounds, Benzyl-C12-16-Alkyldimethyl, Chlorides	68424-85-1
EC6486A (Nalco Champion)	Scale Inhibitor	Amine Triphosphate	Proprietary
		Ethylene Glycol	107-21-1
WFRA-2000 (U.S. Well Services)	Anionic Friction Reducer	Hydrotreated light distillate (petroleum)	64742-47-8
		Propenoic acid, polymer with propenamide	9003-06 9
AI-303 (U.S. Well Services)	Mixture	Ethylene glycol	107-21 1
		Cinnamaldehyde	104-55 2
		Butyl cellosolve	111-76 2
		Formic acid	64-18 6
		Polyether	Proprietary
		Acetophenone, thiourea, formaldehyde polymer	68527-49 1
AP ONE (U.S. Well Services)	Breaker	Ammonium persulfate	7727-54-0
OPTI-FLEX (U.S. Well Services)	Viscosifying Agent	Distillates, petroleum, hydrotreated light	64742-47-8
Econo-CI200 (SWN Well Services)	Corrosion Inhibitor	Methanol	67-56-1
		Oxyalkylated fatty acid	68951-67-7
		Fatty acids	61790-12-3
		Modified thiourea polymer	68527-49-1
		Water	7732-18-5
		Hydrochloric acid	7647-01-0
		Potassium acetate	127-08-2
		Formaldehyde	50-00-0
Ecopol-FEAC (SWN Well Services)	Iron Control	Acetic Acid	64-19-7
		Citric Acid	77-92-9
		Water	7732-18-5
HCL (SWN Well Services)	Hydrocholic Acid	Hydrochloric Acid	7647-01-0
		Water	7732-18-5
FLOJET DRP 1130X (SWN Well Services)	Friction Reducer	Proprietary	Proprietary
FLOJET DR900 LPP (SWN Well Services)	Friction Reducer	Distillates (petroleum) hydrotreated light	64674-47-8
		Ethylene Glycol	107-21-1
		Alcohols, C12-16, Exoxylated propoxylated	68213-24-1
		Fatty Alcohols ethoxylated	Proprietary
		Water	7732-18-5
FR-76 (Halliburton)	Friction Reducer	Hydrotreated light petroleum distillate	64742-47-8
		Inorganic Salt	Proprietary
HAI-150E (Halliburton)	Corrosion Inhibitor	No hazardous substance	N/A
FDP-S1176-15 (Halliburton)	Friction Reducer	Polyacrylate	Proprietary
		Hydrotreated light petroleum distillate	64742-47-8
LP-65 MC (Halliburton)	Scale Inhibitor	Organic phosphonate	Proprietary
		Ammonium Chloride	12125-02-9

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Office of Oil and Gas
FEB 16 2018
U.S. Department of
Environmental Protection

WW-6A7
(6-12)

OPERATOR: SWN Production Co., LLC WELL NO: Worthley BRK 10H

PAD NAME: Worthley BRK Pad

REVIEWED BY: Brittany Woody SIGNATURE: Brittany Woody

WELL RESTRICTIONS CHECKLIST

HORIZONTAL 6A WELL

Pad Built 8/6/12

Well Restrictions

At Least 100 Feet from Pad and LOD (including any E&S Control Feature) to any Perennial Stream, Lake, Pond, Reservoir or Wetland; OR

DEP Waiver and Permit Conditions

At Least 300 Feet from Pad and LOD (including any E&S Control Feature) to any Naturally Producing Trout Stream; OR

DEP Waiver and Permit Conditions

At Least 1000 Feet from Pad and LOD (including any E&S Control Feature) to any Groundwater Intake or Public Water Supply; OR

DEP Waiver and Permit Conditions

At Least 250 Feet from an Existing Water Well or Developed Spring to Well Being Drilled; OR

Surface Owner Waiver and Recorded with County Clerk, OR

DEP Variance and Permit Conditions

At Least 625 Feet from an Occupied Dwelling Structure to Center of the Pad; OR

Surface Owner Waiver and Recorded with County Clerk, OR

DEP Variance and Permit Conditions

At Least 625 Feet from Agricultural Buildings Larger than 2500 Square Feet to the Center of the Pad; OR

Surface Owner Waiver and Recorded with County Clerk, OR

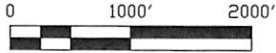
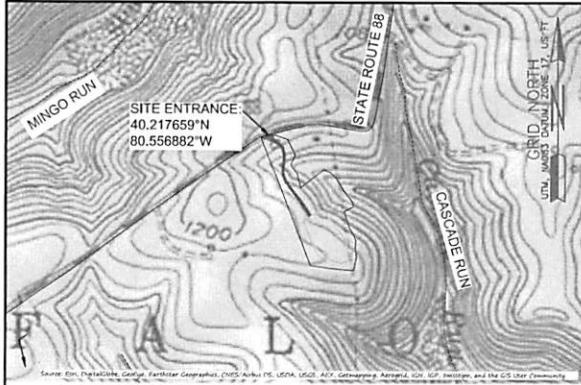
DEP Variance and Permit Conditions

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Office of Oil and Gas

FEB 16 2018

WV Department of
Environmental Protection

4700900249



**WVDEP OOG
ACCEPTED AS-BUILT**

WJL 9 / 26 / 2017

KIMBERLY WORTHLEY PAD "A" CONSTRUCTION AND RECLAMATION PLAN AS-BUILT BUFFALO DISTRICT BROOKE COUNTY, WV JUNE 2017

- SHEET INDEX**
- TS1. TITLE SHEET
 - EP2.1 EVACUATION ROUTE/PREVAILING WIND
 - EP2.2 EVACUATION ROUTE/PREVAILING WIND
 - AS3.1 ASBUILT OVERVIEW
 - AS3.2 ASBUILT
 - AS3.3 ASBUILT
 - AS3.4 ASBUILT
 - ASR4.1 CONSTRUCTION AND RECLAMATION ACCESS ROAD PROFILE
 - MRD5.1 RECLAMATION PLAN OVERVIEW
 - MRD5.2 RECLAMATION PLAN
 - MRD5.3 RECLAMATION PLAN
 - MRD5.4 RECLAMATION PLAN
 - MRD6.1 RECLAMATION DETAILS
 - MRD6.2 RECLAMATION DETAILS
 - MRD6.3 RECLAMATION DETAILS

WEST VIRGINIA 811

CALL BEFORE YOU DIG! Dial 811 or 800.245.4848
www.WV811.com

LOD

TOTAL DISTURBED AREA: 9.69 ACRES
ROAD DISTURBED AREA: 0.36 ACRES
PAD DISTURBED AREA: 2.23 ACRES

COORDINATES:

SITE ENTRANCE (NAD83)
LAT: 40.217659
LONG: 80.556882

CENTER OF PAD (NAD83)
LAT: 40.215428
LONG: 80.555140

GATHERING AREA (NAD83)
LAT: 40.217659
LONG: 80.556882

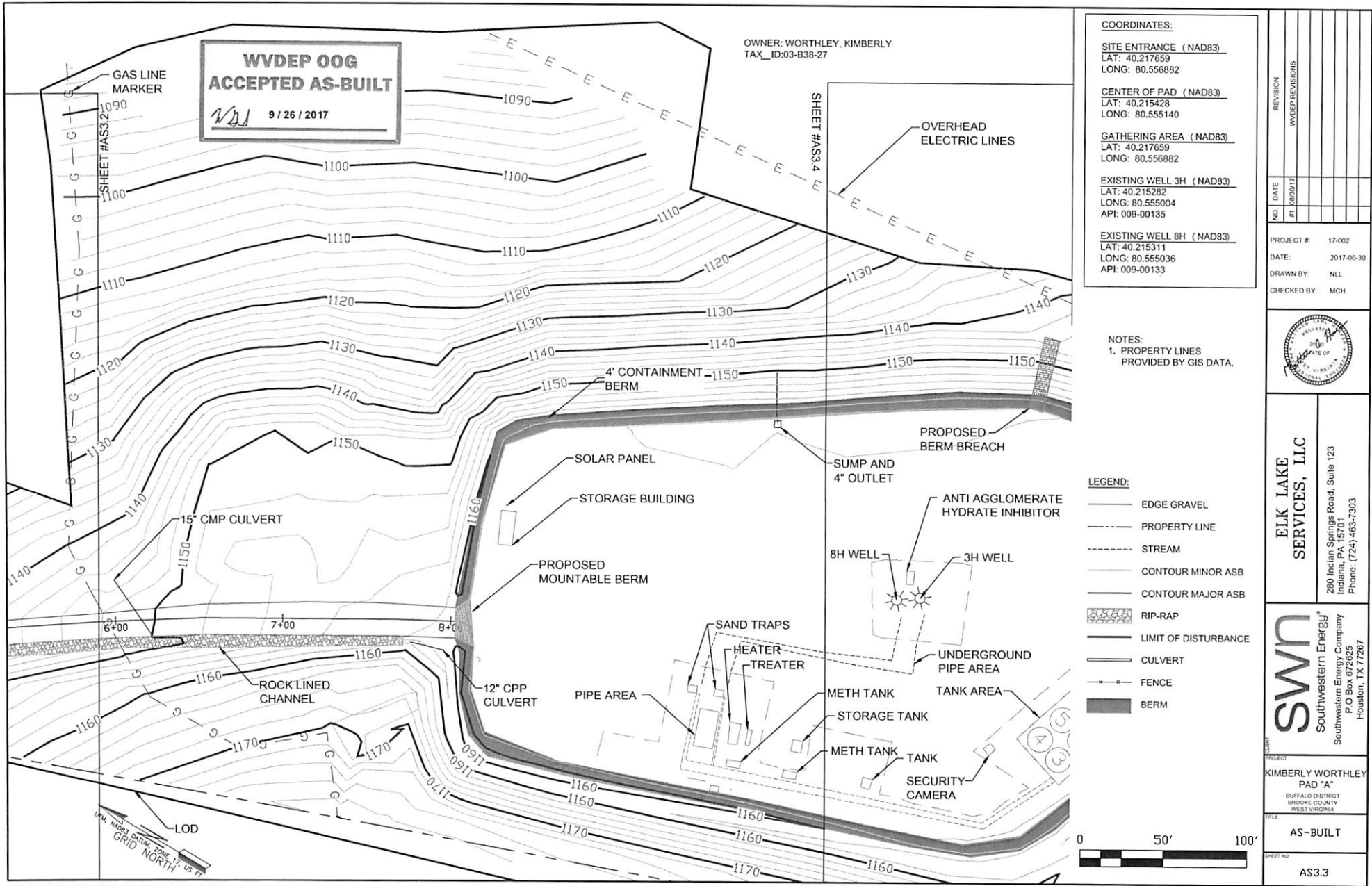
EXISTING WELL 3H (NAD83)
LAT: 40.215282
LONG: 80.555004
API: 009-00135

EXISTING WELL 8H (NAD83)
LAT: 40.215311
LONG: 80.555036
API: 009-00133

ENGINEER'S ESTIMATE OF QUANTITIES		
WELL PAD DATA		
DESCRIPTION	ESTIMATED QUANTITY	UNIT
24" MOUNTABLE BERM 5:1	42	LF
FILL FOR BERM 5:1	1760	CF
EROSION & SEDIMENT CONTROL ITEMS		
DESCRIPTION	ESTIMATED QUANTITY	UNIT
BERM BREACH	1	EA



NO.	DATE	REVISION
#1	JR/00/17	WVDEP REVISIONS
PROJECT #:	17-002	
DATE:	2017-06-30	
DRAWN BY:	NLL	
CHECKED BY:	MCH	
ELK LAKE SERVICES, LLC 280 Indian Springs Road, Suite 123 Indiana, PA 15701 Phone: (724) 463-7303		
Southwestern Energy* Southwestern Energy Company P. O. Box 672625 Houston, TX 77267		
PROJECT: KIMBERLY WORTHLEY PAD "A" BUFFALO DISTRICT BROOKE COUNTY WEST VIRGINIA		
TITLE SHEET		
SHEET NO: TS1		



NO.	DATE	REVISION
1	8/30/2017	WVDEP REVISIONS

PROJECT #: 17-002
 DATE: 2017-06-30
 DRAWN BY: NLL
 CHECKED BY: MCH



ELK LAKE SERVICES, LLC
 280 Indian Springs Road, Suite 123
 Indiana, PA 15701
 Phone: (724) 463-7303

SWN
 Southwestern Energy
 Southwestern Energy Company
 P.O. Box 873263
 Houston, TX 77287

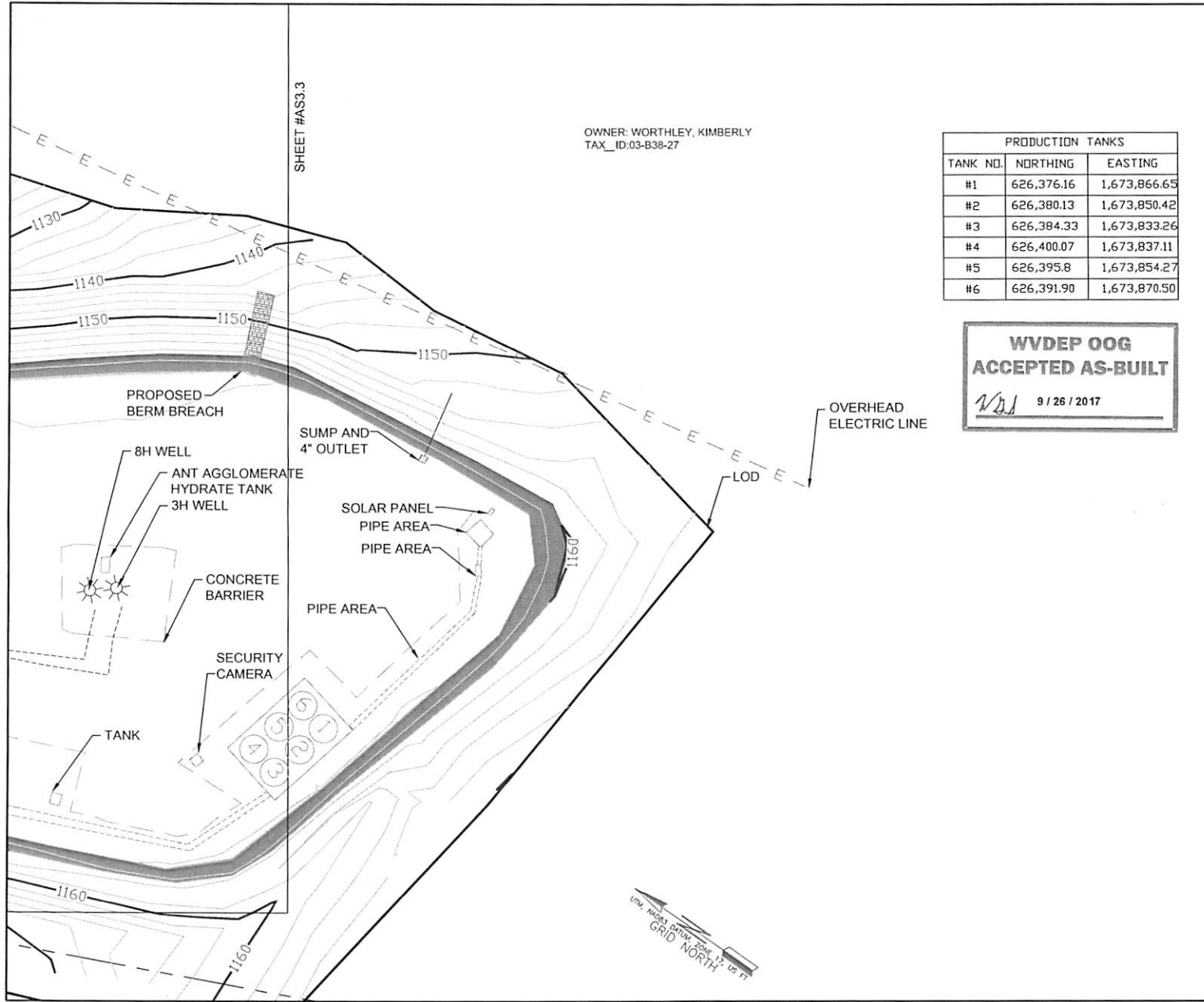
PROJECT: KIMBERLY WORTHLEY
 PAD "A"
 BUFFALO DISTRICT
 BROOKE COUNTY
 WEST VIRGINIA

FILE: AS-BUILT
 SHEET NO: AS3.3

4700900249

SHEET #AS3.3

OWNER: WORTHLEY, KIMBERLY
TAX_ID: 03-B38-27



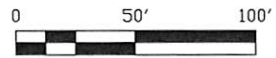
PRODUCTION TANKS		
TANK NO.	NORTHING	EASTING
#1	626,376.16	1,673,866.65
#2	626,380.13	1,673,850.42
#3	626,384.33	1,673,833.26
#4	626,400.07	1,673,837.11
#5	626,395.8	1,673,854.27
#6	626,391.90	1,673,870.50

**WVDEP OOG
ACCEPTED AS-BUILT**
WJ 9/26/2017

COORDINATES:
SITE ENTRANCE (NAD83)
 LAT: 40.217659
 LONG: 80.556882
CENTER OF PAD (NAD83)
 LAT: 40.215428
 LONG: 80.555140
GATHERING AREA (NAD83)
 LAT: 40.217659
 LONG: 80.556882
EXISTING WELL 3H (NAD83)
 LAT: 40.215282
 LONG: 80.555004
 API: 009-00135
EXISTING WELL 8H (NAD83)
 LAT: 40.215311
 LONG: 80.555036
 API: 009-00133

NOTES:
1. PROPERTY LINES PROVIDED BY GIS DATA.

- LEGEND:**
- EDGE GRAVEL
 - - - PROPERTY LINE
 - - - - - STREAM
 - CONTOUR MINOR ASB
 - CONTOUR MAJOR ASB
 - [Pattern] RIP-RAP
 - LIMIT OF DISTURBANCE
 - CULVERT
 - - - FENCE
 - [Shaded Area] BERM



NO.	DATE	REVISION
#1	08/20/17	WVDEP REVISIONS

PROJECT #: 17-002
DATE: 2017-09-30
DRAWN BY: NLL
CHECKED BY: MCH



ELK LAKE SERVICES, LLC
280 Indian Springs Road, Suite 123
Indiana, PA 15701
Phone: (724) 463-7303

SWN
Southwestern Energy*
Southwestern Energy Company
P. O. Box 672625
Houston, TX 77267

**KIMBERLY WORTHLEY
PAD "A"**
BUFFALO DISTRICT
BRIDGECREEK COUNTY
WEST VIRGINIA

FILE: AS-BUILT

SHEET NO: AS3.4