<table>
<thead>
<tr>
<th>Permit #</th>
<th>Permittee</th>
<th>Aquifer</th>
<th>Permitted Amt.</th>
<th>Type of Use</th>
<th>Date</th>
</tr>
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<tbody>
<tr>
<td>BVOP-0218</td>
<td>Hill Ranch (Hill-Milburn WW#1)</td>
<td>Sparta</td>
<td>150.00</td>
<td>Industrial</td>
<td>6/2/2015</td>
</tr>
<tr>
<td>BVDO-0192</td>
<td>Hawkwood Energy (McGuire WW #1)</td>
<td>Sparta</td>
<td>150.00</td>
<td>Industrial</td>
<td>6/5/2015</td>
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<td>Sparta</td>
<td>150.00</td>
<td>Industrial</td>
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<td>BVOP-0219</td>
<td>Covey Park Operating, LLC (Charlene #3)</td>
<td>Queen City</td>
<td>0.78</td>
<td>Industrial</td>
<td>6/16/2015</td>
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<tr>
<td>BVOP-0220</td>
<td>Covey Park Operating, LLC (RL Dodds, Jr. #3)</td>
<td>Carrizo</td>
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<td>Industrial</td>
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<td>BVDO-0194</td>
<td><strong>Kent Moore - Well #2</strong></td>
<td>BRA</td>
<td>0.00</td>
<td>Agricultural</td>
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</tbody>
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** - No new water permitted. Amended BVOP-0180 from 122 ac-ft/yr to 40 ac-ft/yr. BVDO-0194 was permitted for 82 ac-ft/yr.

Wells - 6

Sparta - 450 ac-ft
Queen City - .78 ac-ft
Carrizo - .78 ac-ft
BRA - 0 ac-ft

Total Acre Feet - 451.56 ac-ft
<table>
<thead>
<tr>
<th>Permit #</th>
<th>Permittee</th>
<th>Aquifer</th>
<th>Permitted Amt.</th>
<th>Type of Use</th>
<th>Date</th>
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<td>BVOP-0221</td>
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<td>Queen City</td>
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<td><strong>216.00</strong></td>
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<td>Wells - 4</td>
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<td>Sparta - 159</td>
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<td>BRA - 53</td>
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</tr>
<tr>
<td>Queen City - 4</td>
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<tr>
<td>Total Acre Feet</td>
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<td><strong>216 ac-ft</strong></td>
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</table>
Permit No. BV-OP-0218

Operating Permit
Issued by the General Manager of the
Brazos Valley Groundwater Conservation District
Pursuant to District Rule 8.3(j)

This Operating Permit is granted to Hill Ranch (Permittee) authorizing the Permittee to operate a water well known as Hill-Milburn WW#1 ("Well") at the location specified below within the Brazos Valley Groundwater Conservation District (District) for the beneficial purpose of producing water for Industrial use. Permittee is authorized to operate the Well located at N 30.91398085° and W 96.287596754° to produce water from the Sparta Aquifer at an annual maximum capacity not to exceed 175 GPM and a maximum annual production of 150 acre feet/year.

Operating Permit Term:

(a) The operating permit is effective for a one-year term. At the end of the one-year term, the permit may be renewed by the General Manager for an additional term, upon submittal of a permit renewal application by the permit holder that provides adequate evidence of continued beneficial use for the permitted amount of water withdrawal. The District shall send notices to permit holders that contain the permit renewal applications, prior to permit expirations.

(b) The District may amend or revoke an operating permit at any time if there is evidence of:

1. the owner or operator of the well or well system has operated in violation of their permit, District Rules, or Chapter 36 of the Texas Water Code; or

2. a change in the permit is required to prevent waste and achieve water conservation, minimize as far as practicable the drawdown of the water table or reduction of artesian pressure, lessen interference between wells, or control and prevent subsidence; or

3. The permitted well(s) has not been completed, is not significantly under construction; or no significant progress is being made toward construction.

This permit is issued and effective as of June 2, 2015.

Special Provisions/Notes: None
This Permit is granted subject to these Rules, orders of the Board, and the laws of the State of Texas. In addition to any special provisions or other requirements incorporated into the permit issued by the District.

(1) This Permit is granted in accordance with provisions of the Rules of the District, including amendments, and acceptance of this Permit constitutes an acknowledgment and agreement that Permittee will comply with the Rules of the District.

(2) This Permit confers only the right to operate the permitted well under the provisions of the District Rules and its terms may be modified or amended pursuant to the provisions of those Rules. To protect the permit holder from the illegal use of a new landowner, within ten (10) days after the date of sale of property containing a well having been issued an operating permit, the operating permit holder must notify the District in writing of the name of the new owner. Any person who becomes the owner of a currently permitted well must, within forty-five (45) calendar days from the date of the change in ownership, file an application for a permit amendment to affect a transfer of the permit.

(3) The operation of the well for the authorized purposes must be conducted in a non-wasteful manner.

(4) All groundwater production from non-exempt wells in the District is required to be metered, except for the groundwater produced from wells in the Brazos River Alluvium aquifer. The District maintains the discretion to require meters on wells in the Brazos River Alluvium aquifer. Permittee shall maintain records of withdrawal on the property where the well is located or at its business office, and shall make those records available to the District for inspection. The Permittee shall submit complete, accurate, and timely metered pumpage and transport reports to the District as requested.

(5) The well site must be accessible to District representatives for inspection, and Permittee agrees to cooperate fully in any reasonable inspection of the well and well site by the District representatives.

(6) The application pursuant to which this Permit has been issued is incorporated in this Permit, and this Permit is granted on the basis of and contingent upon the accuracy of the information supplied in that application. A finding that false information has been supplied is grounds for immediate revocation of the permit.

(7) Violation of this Permit’s terms, conditions, requirements, or special provisions, including pumping amounts in excess of authorized withdrawal, is punishable by civil penalties as provided by the District Rule 15.3, as well as revocation of the permit.

(8) Permittee will use reasonable diligence to protect groundwater quality and will follow well-plugging guidelines at the time of well closure.

The issuance of this Permit does not grant to Permittee the right to use any private property, or any public property, for the production or conveyance of water. Neither does this permit authorize the invasion of any personal rights nor the violation of any federal, state, or local laws, rules or regulations. Further, the District makes no representations and shall have no responsibility with respect to the availability or quality of water authorized to be produced under this permit.

Brazos Valley Groundwater Conservation District

By: [Signature] Alan M. Day, General Manager 6-2-15

Date
Worksheet for Operating Permit
Hill Ranch – Hill Milburn WW#1
BVOP-0218

Hill Ranch seeks an Operating Permit for the purpose of:

- Industrial Use – Water for hydraulic fracturing

Existing Well Hill-Milburn WW#1

Located at: N 30.91398085° W 96.287596754° 1.53 miles NNW of the intersection of FM 974 and Edge School House Road in Brazos County.

Beneficial Use: Industrial – Use for hydraulic fracturing

Aquifer of Origin: Sparta

Well Column: 6"

Rate of Production: 175 gpm

Max. Annual Production: 1 acre feet/year

This application meets all of the specifications listed in BVGCD Rule 7.1 (c) regarding production based acreage. Below are the calculations verifying the applicant’s compliance:

150 acre feet/year x .62 = 93 gpm on an average annual basis
93 x 2'/gpm for minor aquifer wells =186' radius from the wellhead
186' x 186' x 3.14 = 108,631 square feet around the well
108,631/43,560 = 2.494 contiguous acres to be assigned to the well.

The footprint of the well lies entirely within the property controlled by the applicant.

This application is administratively complete.

The permit was issued by the General Manager on 6-2-15 pursuant to District Rule 8.3(j).
Grant No. BV-DO-0192

Operating Permit
Issued by the General Manager of the
Brazos Valley Groundwater Conservation District
Pursuant to District Rule 8.3(j)

This Operating Permit is granted to Hawkwood Energy Operating, LLC (Permittee) authorizing the Permittee to operate a water well known as McGuire WW #1 ("Well") at the location specified below within the Brazos Valley Groundwater Conservation District (District) for the beneficial purpose of producing water for Industrial use. Permittee is authorized to operate the Well located at N 30.908300° and W 96.247378° to produce water from the Sparta Aquifer at an annual maximum capacity not to exceed 150 GPM and a maximum annual production of 150 acre feet/year.

Operating Permit Term:

(a) The operating permit is effective for a one-year term. At the end of the one-year term, the permit may be renewed by the General Manager for an additional term, upon submittal of a permit renewal application by the permit holder that provides adequate evidence of continued beneficial use for the permitted amount of water withdrawal. The District shall send notices to permit holders that contain the permit renewal applications, prior to permit expirations.

(b) The District may amend or revoke an operating permit at any time if there is evidence of:

1. The owner or operator of the well or well system has operated in violation of their permit, District Rules, or Chapter 36 of the Texas Water Code; or

2. A change in the permit is required to prevent waste and achieve water conservation, minimize as far as practicable the drawdown of the water table or reduction of artesian pressure, lessen interference between wells, or control and prevent subsidence; or

3. The permitted well(s) has not been completed, is not significantly under construction; or no significant progress is being made toward construction.

This permit is issued and effective as of June 5, 2015.

Special Provisions/Notes: None
This Permit is granted subject to these Rules, orders of the Board, and the laws of the State of Texas. In addition to any special provisions or other requirements incorporated into the permit issued by the District.

(1) This Permit is granted in accordance with provisions of the Rules of the District, including amendments, and acceptance of this Permit constitutes an acknowledgment and agreement that Permittee will comply with the Rules of the District.

(2) This Permit confers only the right to operate the permitted well under the provisions of the District Rules and its terms may be modified or amended pursuant to the provisions of those Rules. To protect the permit holder from the illegal use of a new landowner, within ten (10) days after the date of sale of property containing a well having been issued an operating permit, the operating permit holder must notify the District in writing of the name of the new owner. Any person who becomes the owner of a currently permitted well must, within forty-five (45) calendar days from the date of the change in ownership, file an application for a permit amendment to affect a transfer of the permit.

(3) The operation of the well for the authorized purposes must be conducted in a non-wasteful manner.

(4) All groundwater production from non-exempt wells in the District is required to be metered, except for the groundwater produced from wells in the Brazos River Alluvium aquifer. The District maintains the discretion to require meters on wells in the Brazos River Alluvium aquifer. Permittee shall maintain records of withdrawal on the property where the well is located or at its business office, and shall make those records available to the District for inspection. The Permittee shall submit complete, accurate, and timely metered pumpage and transport reports to the District as requested.

(5) The well site must be accessible to District representatives for inspection, and Permittee agrees to cooperate fully in any reasonable inspection of the well and well site by the District representatives.

(6) The application pursuant to which this Permit has been issued is incorporated in this Permit, and this Permit is granted on the basis of and contingent upon the accuracy of the information supplied in that application. A finding that false information has been supplied is grounds for immediate revocation of the permit.

(7) Violation of this Permit’s terms, conditions, requirements, or special provisions, including pumping amounts in excess of authorized withdrawal, is punishable by civil penalties as provided by the District Rule 15.3, as well as revocation of the permit.

(8) Permittee will use reasonable diligence to protect groundwater quality and will follow well-plugging guidelines at the time of well closure.

The issuance of this Permit does not grant to Permittee the right to use any private property, or any public property, for the production or conveyance of water. Neither does this permit authorize the invasion of any personal rights nor the violation of any federal, state, or local laws, rules or regulations. Further, the District makes no representations and shall have no responsibility with respect to the availability or quality of water authorized to be produced under this permit.

Brazos Valley Groundwater Conservation District

By: ____________________________  6-5-15
Alan M. Day, General Manager  Date

Brazos Valley Groundwater Conservation District
Worksheet for Operating Permit
Hawkwood Energy Operating, LLC McGuire #1
BVDO-0192

Hawkwood Energy Operating, LLC seeks an Operating Permit for the purpose of:
- Industrial Use – Water for hydraulic fracturing

Proposed Well McGuire #1

Located at: N 30.910444° W 96.245581° 1.57 miles NE of the intersection of FM 974 and Wilson Pasture Road in Brazos County.

Beneficial Use: Industrial – Use for hydraulic fracturing

Aquifer of Origin: Sparta

Well Column: 6"

Rate of Production: 150 gpm

Max. Annual Production: 150 acre feet/year

This application meets all of the specifications listed in BVGCD Rule 7.1 (c) regarding production based acreage. Below are the calculations verifying the applicant's compliance:

150 acre feet/year x .62 = 93 gpm on an average annual basis
93 x 2'/gpm for Sparta wells = 186' radius from the wellhead
186' x 186' x 3.14 = 108,631 square feet around the well
108,631/43,560 = 2.494 contiguous acres to be assigned to the well.

The footprint of the well lies entirely within the property controlled by the applicant.

This application is administratively complete.

The permit was issued by the General Manager on 6-5-15 pursuant to District Rule 8.3(j).
Permit No. BV-DO-0193

Operating Permit
Issued by the General Manager of the
Brazos Valley Groundwater Conservation District
Pursuant to District Rule 8.3(j)

This Operating Permit is granted to Hawkwood Energy Operating, LLC (Permittee) authorizing the Permittee to operate a water well known as McGuire WW #2 ("Well") at the location specified below within the Brazos Valley Groundwater Conservation District (District) for the beneficial purpose of producing water for Industrial use. Permittee is authorized to operate the Well located at N 30.910444° and W 96.245581° to produce water from the Sparta Aquifer at an annual maximum capacity not to exceed 150 GPM and a maximum annual production of 150 acre feet/year.

Operating Permit Term:

(a) The operating permit is effective for a one-year term. At the end of the one-year term, the permit may be renewed by the General Manager for an additional term, upon submittal of a permit renewal application by the permit holder that provides adequate evidence of continued beneficial use for the permitted amount of water withdrawal. The District shall send notices to permit holders that contain the permit renewal applications, prior to permit expirations.

(b) The District may amend or revoke an operating permit at any time if there is evidence of:

1. the owner or operator of the well or well system has operated in violation of their permit, District Rules, or Chapter 36 of the Texas Water Code; or

2. a change in the permit is required to prevent waste and achieve water conservation, minimize as far as practicable the drawdown of the water table or reduction of artesian pressure, lessen interference between wells, or control and prevent subsidence; or

3. The permitted well(s) has not been completed, is not significantly under construction; or no significant progress is being made toward construction.

This permit is issued and effective as of June 5, 2015.

Special Provisions/Notes: None
This Permit is granted subject to these Rules, orders of the Board, and the laws of the State of Texas. In addition to any special provisions or other requirements incorporated into the permit issued by the District.

(1) This Permit is granted in accordance with provisions of the Rules of the District, including amendments, and acceptance of this Permit constitutes an acknowledgment and agreement that Permittee will comply with the Rules of the District.

(2) This Permit confers only the right to operate the permitted well under the provisions of the District Rules and its terms may be modified or amended pursuant to the provisions of those Rules. To protect the permit holder from the illegal use of a new landowner, within ten (10) days after the date of sale of property containing a well having been issued an operating permit, the operating permit holder must notify the District in writing of the name of the new owner. Any person who becomes the owner of a currently permitted well must, within forty-five (45) calendar days from the date of the change in ownership, file an application for a permit amendment to affect a transfer of the permit.

(3) The operation of the well for the authorized purposes must be conducted in a non-wasteful manner.

(4) All groundwater production from non-exempt wells in the District is required to be metered, except for the groundwater produced from wells in the Brazos River Alluvium aquifer. The District maintains the discretion to require meters on wells in the Brazos River Alluvium aquifer. Permittee shall maintain records of withdrawal on the property where the well is located or at its business office, and shall make those records available to the District for inspection. The Permittee shall submit complete, accurate, and timely metered pumpage and transport reports to the District as requested.

(5) The well site must be accessible to District representatives for inspection, and Permittee agrees to cooperate fully in any reasonable inspection of the well and well site by the District representatives.

(6) The application pursuant to which this Permit has been issued is incorporated in this Permit, and this Permit is granted on the basis of and contingent upon the accuracy of the information supplied in that application. A finding that false information has been supplied is grounds for immediate revocation of the permit.

(7) Violation of this Permit's terms, conditions, requirements, or special provisions, including pumping amounts in excess of authorized withdrawal, is punishable by civil penalties as provided by the District Rule 15.3, as well as revocation of the permit.

(8) Permittee will use reasonable diligence to protect groundwater quality and will follow well-plugging guidelines at the time of well closure.

The issuance of this Permit does not grant to Permittee the right to use any private property, or any public property, for the production or conveyance of water. Neither does this permit authorize the invasion of any personal rights nor the violation of any federal, state, or local laws, rules or regulations. Further, the District makes no representations and shall have no responsibility with respect to the availability or quality of water authorized to be produced under this permit.

Brazos Valley Groundwater Conservation District

By: [Signature]

Alan M. Day, General Manager

Date: 6-5-15
Worksheet for Operating Permit

Hawkwood Energy Operating, LLC McGuire #1
BVDO-0192

Hawkwood Energy Operating, LLC seeks an Operating Permit for the purpose of:

- Industrial Use – Water for hydraulic fracturing

Proposed Well McGuire #1

Located at: N 30.910444° W 96.245581° 1.57 miles NE of the intersection of FM 974 and Wilson Pasture Road in Brazos County.

Beneficial Use: **Industrial** – Use for hydraulic fracturing

Aquifer of Origin: **Sparta**

Well Column: 6”

Rate of Production: **150 gpm**

Max. Annual Production: **150 acre feet/year**

This application meets all of the specifications listed in BVGCD Rule 7.1 (c) regarding production based acreage. Below are the calculations verifying the applicant’s compliance:

\[ 150 \text{ acre feet/year} \times .62 = 93 \text{ gpm on an average annual basis} \]

\[ 93 \times 2'/\text{gpm} \text{ for Sparta wells } = 186' \text{ radius from the wellhead} \]

\[ 186' \times 186' \times 3.14 = 108,631 \text{ square feet around the well} \]

\[ 108,631/43,560 = 2.494 \text{ contiguous acres to be assigned to the well.} \]

The footprint of the well lies entirely within the property controlled by the applicant.

This application is administratively complete.

The permit was issued by the General Manager on 6-5-15 pursuant to District Rule 8.3(j).
Worksheet for Operating Permit
Hawkwood Energy Operating, LLC McGuire #2
BVDO-0193

Hawkwood Energy Operating, LLC seeks an Operating Permit for the purpose of:

- Industrial Use – Water for hydraulic fracturing

Proposed Well McGuire #2
Located at: N 30.910444° W 96.245581° 1.76 miles NE of the intersection of FM 974 and Wilson Pasture Road in Brazos County.

Beneficial Use: Industrial – Use for hydraulic fracturing
Aquifer of Origin: Sparta
Well Column: 6"
Rate of Production: **150 gpm**
Max. Annual Production: **150 acre feet/year**

This application meets all of the specifications listed in BVGCD Rule 7.1 (c) regarding production based acreage. Below are the calculations verifying the applicant’s compliance:

\[
150 \text{ acre feet/year} \times .62 = 93 \text{ gpm on an average annual basis}
\]

\[
93 \times 2'/\text{gpm for Sparta wells} = 186' \text{ radius from the wellhead}
\]

\[
186' \times 186' \times 3.14 = 108,631 \text{ square feet around the well}
\]

\[
108,631/43,560 = 2.494 \text{ contiguous acres to be assigned to the well.}
\]

The footprint of the well lies entirely within the property controlled by the applicant.

This application is administratively complete.
The permit was issued by the General Manager on 6-5-15 pursuant to District Rule 8.3(i).
Permit No. BV-OP-0219

Operating Permit
Issued by the General Manager of the
Brazos Valley Groundwater Conservation District
Pursuant to District Rule 8.3(j)

This Operating Permit is granted to Covey Park Operating, LLC (Permittee) authorizing the Permittee to operate a water well known as Charlene #3 ("Well") at the location specified below within the Brazos Valley Groundwater Conservation District (District) for the beneficial purpose of producing water for Industrial use. Permittee is authorized to operate the Well located at N 31.015191° and W 96.326713° to produce water from the Queen City Aquifer at an annual maximum capacity not to exceed 80 GPM and a maximum annual production of .78 acre feet/year.

Operating Permit Term:

(a) The operating permit is effective for a one-year term. At the end of the one-year term, the permit may be renewed by the General Manager for an additional term, upon submittal of a permit renewal application by the permit holder that provides adequate evidence of continued beneficial use for the permitted amount of water withdrawal. The District shall send notices to permit holders that contain the permit renewal applications, prior to permit expirations.

(b) The District may amend or revoke an operating permit at any time if there is evidence of:

(1) the owner or operator of the well or well system has operated in violation of their permit, District Rules, or Chapter 36 of the Texas Water Code; or

(2) a change in the permit is required to prevent waste and achieve water conservation, minimize as far as practicable the drawdown of the water table or reduction of artesian pressure, lessen interference between wells, or control and prevent subsidence; or

(3) The permitted well(s) has not been completed, is not significantly under construction; or no significant progress is being made toward construction.

This permit is issued and effective as of June 16, 2015.

Special Provisions/Notes: None
This Permit is granted subject to these Rules, orders of the Board, and the laws of the State of Texas. In addition to any special provisions or other requirements incorporated into the permit issued by the District.

(1) This Permit is granted in accordance with provisions of the Rules of the District, including amendments, and acceptance of this Permit constitutes an acknowledgment and agreement that Permittee will comply with the Rules of the District.

(2) This Permit confers only the right to operate the permitted well under the provisions of the District Rules and its terms may be modified or amended pursuant to the provisions of those Rules. To protect the permit holder from the illegal use of a new landowner, within ten (10) days after the date of sale of property containing a well having been issued an operating permit, the operating permit holder must notify the District in writing of the name of the new owner. Any person who becomes the owner of a currently permitted well must, within forty-five (45) calendar days from the date of the change in ownership, file an application for a permit amendment to affect a transfer of the permit.

(3) The operation of the well for the authorized purposes must be conducted in a non-wasteful manner.

(4) All groundwater production from non-exempt wells in the District is required to be metered, except for the groundwater produced from wells in the Brazos River Alluvium aquifer. The District maintains the discretion to require meters on wells in the Brazos River Alluvium aquifer. Permittee shall maintain records of withdrawal on the property where the well is located or at its business office, and shall make those records available to the District for inspection. The Permittee shall submit complete, accurate, and timely metered pumpage and transport reports to the District as requested.

(5) The well site must be accessible to District representatives for inspection, and Permittee agrees to cooperate fully in any reasonable inspection of the well and well site by the District representatives.

(6) The application pursuant to which this Permit has been issued is incorporated in this Permit, and this Permit is granted on the basis of and contingent upon the accuracy of the information supplied in that application. A finding that false information has been supplied is grounds for immediate revocation of the permit.

(7) Violation of this Permit’s terms, conditions, requirements, or special provisions, including pumping amounts in excess of authorized withdrawal, is punishable by civil penalties as provided by the District Rule 15.3, as well as revocation of the permit.

(8) Permittee will use reasonable diligence to protect groundwater quality and will follow well-plugging guidelines at the time of well closure.

The issuance of this Permit does not grant to Permittee the right to use any private property, or any public property, for the production or conveyance of water. Neither does this permit authorize the invasion of any personal rights nor the violation of any federal, state, or local laws, rules or regulations. Further, the District makes no representations and shall have no responsibility with respect to the availability or quality of water authorized to be produced under this permit.

Brazos Valley Groundwater Conservation District

By: Alan M. Day, General Manager  6-16-15

Brazos Valley Groundwater Conservation District  Page 2 of 2
Worksheet for Operating Permit
Covey Park Operating, LLC – Charlene #3
BVOP-0219

Covey Park Operating, LLC seeks an Operating Permit for the purpose of:

- Industrial Use – Water for hydraulic fracturing

Existing Well Charlene #3

Located at: N 31.051191° W 96.326713° 0.18 miles E of the intersection of FM 1940 and Clyde Acord Road in Robertson County.

Beneficial Use: Industrial – Use for hydraulic fracturing

Aquifer of Origin: Carrizo

Well Column: 4"

Rate of Production: **80 gpm**

Max. Annual Production: **.78 acre feet/year**

This application meets all of the specifications listed in BVGCD Rule 7.1 (c) regarding production based acreage. Below are the calculations verifying the applicant's compliance:

\[ .78 \text{ acre feet/year} \times .62 = .484 \text{ gpm on an average annual basis} \]

\[ .484 \times 2'/\text{gpm for minor aquifer wells} = 0.97' \text{ radius from the wellhead} \]

\[ 0.97' \times 0.97' \times 3.14 = 2.95 \text{ square feet around the well} \]

\[ 2.95/43,560 = 0.000068 \text{ contiguous acres to be assigned to the well.} \]

The footprint of the well lies entirely within the property controlled by the applicant.

This application is administratively complete.

The permit was issued by the General Manager on 6-16-15 pursuant to District Rule 8.3(j).
Charlene #3
Covey Park
Permit No. BV-OP-0220

Operating Permit
Issued by the General Manager of the
Brazos Valley Groundwater Conservation District
Pursuant to District Rule 8.3(j)

This Operating Permit is granted to Covey Park Operating, LLC (Permittee) authorizing the Permittee to operate a water well known as RL Dodds, Jr. #3 ("Well") at the location specified below within the Brazos Valley Groundwater Conservation District (District) for the beneficial purpose of producing water for Industrial use. Permittee is authorized to operate the Well located at N 31.063039° and W 96.365924° to produce water from the Carrizo Aquifer at an annual maximum capacity not to exceed 70 GPM and a maximum annual production of .78 acre feet/year.

Operating Permit Term:

(a) The operating permit is effective for a one-year term. At the end of the one-year term, the permit may be renewed by the General Manager for an additional term, upon submittal of a permit renewal application by the permit holder that provides adequate evidence of continued beneficial use for the permitted amount of water withdrawal. The District shall send notices to permit holders that contain the permit renewal applications, prior to permit expirations.

(b) The District may amend or revoke an operating permit at any time if there is evidence of:

(1) the owner or operator of the well or well system has operated in violation of their permit, District Rules, or Chapter 36 of the Texas Water Code; or

(2) a change in the permit is required to prevent waste and achieve water conservation, minimize as far as practicable the drawdown of the water table or reduction of artesian pressure, lessen interference between wells, or control and prevent subsidence; or

(3) The permitted well(s) has not been completed, is not significantly under construction; or no significant progress is being made toward construction.

This permit is issued and effective as of June 30, 2015.

Special Provisions/Notes: None
This Permit is granted subject to these Rules, orders of the Board, and the laws of the State of Texas. In addition to any special provisions or other requirements incorporated into the permit issued by the District.

(1) This Permit is granted in accordance with provisions of the Rules of the District, including amendments, and acceptance of this Permit constitutes an acknowledgment and agreement that Permittee will comply with the Rules of the District.

(2) This Permit confers only the right to operate the permitted well under the provisions of the District Rules and its terms may be modified or amended pursuant to the provisions of those Rules. To protect the permit holder from the illegal use of a new landowner, within ten (10) days after the date of sale of property containing a well having been issued an operating permit, the operating permit holder must notify the District in writing of the name of the new owner. Any person who becomes the owner of a currently permitted well must, within forty-five (45) calendar days from the date of the change in ownership, file an application for a permit amendment to affect a transfer of the permit.

(3) The operation of the well for the authorized purposes must be conducted in a non-wasteful manner.

(4) All groundwater production from non-exempt wells in the District is required to be metered, except for the groundwater produced from wells in the Brazos River Alluvium aquifer. The District maintains the discretion to require meters on wells in the Brazos River Alluvium aquifer. Permittee shall maintain records of withdrawal on the property where the well is located or at its business office, and shall make those records available to the District for inspection. The Permittee shall submit complete, accurate, and timely metered pumphage and transport reports to the District as requested.

(5) The well site must be accessible to District representatives for inspection, and Permittee agrees to cooperate fully in any reasonable inspection of the well and well site by the District representatives.

(6) The application pursuant to which this Permit has been issued is incorporated in this Permit, and this Permit is granted on the basis of and contingent upon the accuracy of the information supplied in that application. A finding that false information has been supplied is grounds for immediate revocation of the permit.

(7) Violation of this Permit’s terms, conditions, requirements, or special provisions, including pumping amounts in excess of authorized withdrawal, is punishable by civil penalties as provided by the District Rule 15.3, as well as revocation of the permit.

(8) Permittee will use reasonable diligence to protect groundwater quality and will follow well-plugging guidelines at the time of well closure.

The issuance of this Permit does not grant to Permittee the right to use any private property, or any public property, for the production or conveyance of water. Neither does this permit authorize the invasion of any personal rights nor the violation of any federal, state, or local laws, rules or regulations. Further, the District makes no representations and shall have no responsibility with respect to the availability or quality of water authorized to be produced under this permit.

Brazos Valley Groundwater Conservation District

By: [Signature]
Alan M. Day, General Manager

Date: 6-30-15

Brazos Valley Groundwater Conservation District
Worksheet for Operating Permit
Covey Park Operating, LLC – RL Dodds, Jr. #3
BVOP-0220

Covey Park Operating, LLC seeks an Operating Permit for the purpose of:

- Industrial Use – Water for hydraulic fracturing

Existing Well RL Dodds, Jr. #3
Located at: N 31.063039° W 96.365924° 0.91 miles NW of the intersection of FM 1940 and Gourd Neck Loop in Robertson County.
Beneficial Use: Industrial – Use for hydraulic fracturing
Aquifer of Origin: Carrizo
Well Column: 4"
Rate of Production: 70 gpm
Max. Annual Production: .78 acre feet/year

This application meets all of the specifications listed in BVGCD Rule 7.1 (c) regarding production based acreage. Below are the calculations verifying the applicant’s compliance:

.78 acre feet/year x .62 = .484 gpm on an average annual basis
.484 x 2'/gpm for minor aquifer wells = 0.97' radius from the wellhead
0.97' x 0.97' x 3.14 = 2.95 square feet around the well
2.95/43,560 = 0.000068 contiguous acres to be assigned to the well.

The footprint of the well lies entirely within the property controlled by the applicant.

This application is administratively complete.
The permit was issued by the General Manager on 6-30-15 pursuant to District Rule 8.3(j).
Permit No. BV-DO-0194

Operating Permit
Issued by the General Manager of the
Brazos Valley Groundwater Conservation District
Pursuant to District Rule 8.3(j)

This Operating Permit is granted to Kent Moore (Permittee) authorizing the Permittee to operate a water well known as Well #2 ("Well") at the location specified below within the Brazos Valley Groundwater Conservation District (District) for the beneficial purpose of producing water for Agricultural Irrigation use. Permittee is authorized to operate the Well located at N 30.541378° and W 96.407122° to produce water from the Brazos River Alluvium Aquifer at an annual maximum capacity not to exceed 400 GPM and a maximum annual production of 82 acre feet/year.

Operating Permit Term:

(a) The operating permit is effective for a one-year term. At the end of the one-year term, the permit may be renewed by the General Manager for an additional term, upon submittal of a permit renewal application by the permit holder that provides adequate evidence of continued beneficial use for the permitted amount of water withdrawal. The District shall send notices to permit holders that contain the permit renewal applications, prior to permit expiration.

(b) The District may amend or revoke an operating permit at any time if there is evidence of:

(1) the owner or operator of the well or well system has operated in violation of their permit, District Rules, or Chapter 36 of the Texas Water Code; or

(2) a change in the permit is required to prevent waste and achieve water conservation, minimize as far as practicable the drawdown of the water table or reduction of artesian pressure, lessen interference between wells, or control and prevent subsidence; or

(3) The permitted well(s) has not been completed, is not significantly under construction; or no significant progress is being made toward construction.

This permit is issued and effective as of June 30, 2015.

Special Provisions/Notes: None
This Permit is granted subject to these Rules, orders of the Board, and the laws of the State of Texas. In addition to any special provisions or other requirements incorporated into the permit issued by the District.

(1) This Permit is granted in accordance with provisions of the Rules of the District, including amendments, and acceptance of this Permit constitutes an acknowledgment and agreement that Permittee will comply with the Rules of the District.

(2) This Permit confers only the right to operate the permitted well under the provisions of the District Rules and its terms may be modified or amended pursuant to the provisions of those Rules. To protect the permit holder from the illegal use of a new landowner, within ten (10) days after the date of sale of property containing a well having been issued an operating permit, the operating permit holder must notify the District in writing of the name of the new owner. Any person who becomes the owner of a currently permitted well must, within forty-five (45) calendar days from the date of the change in ownership, file an application for a permit amendment to affect a transfer of the permit.

(3) The operation of the well for the authorized purposes must be conducted in a non-wasteful manner.

(4) All groundwater production from non-exempt wells in the District is required to be metered, except for the groundwater produced from wells in the Brazos River Alluvium aquifer. The District maintains the discretion to require meters on wells in the Brazos River Alluvium aquifer. Permittee shall maintain records of withdrawal on the property where the well is located or at its business office, and shall make those records available to the District for inspection. The Permittee shall submit complete, accurate, and timely metered pumpage and transport reports to the District as requested.

(5) The well site must be accessible to District representatives for inspection, and Permittee agrees to cooperate fully in any reasonable inspection of the well and well site by the District representatives.

(6) The application pursuant to which this Permit has been issued is incorporated in this Permit, and this Permit is granted on the basis of and contingent upon the accuracy of the information supplied in that application. A finding that false information has been supplied is grounds for immediate revocation of the permit.

(7) Violation of this Permit’s terms, conditions, requirements, or special provisions, including pumping amounts in excess of authorized withdrawal, is punishable by civil penalties as provided by the District Rule 15.3, as well as revocation of the permit.

(8) Permittee will use reasonable diligence to protect groundwater quality and will follow well-plugging guidelines at the time of well closure.

The issuance of this Permit does not grant to Permittee the right to use any private property, or any public property, for the production or conveyance of water. Neither does this permit authorize the invasion of any personal rights nor the violation of any federal, state, or local laws, rules or regulations. Further, the District makes no representations and shall have no responsibility with respect to the availability or quality of water authorized to be produced under this permit.

**Brazos Valley Groundwater Conservation District**

By: [Signature] 6-30-15

Alan M. Day, General Manager  Date

Brazos Valley Groundwater Conservation District  Page 2 of 2
Worksheet for a Drilling/Operating Permit
Kent Moore Well #2

Kent Moore seeks a Drilling/Operating Permit for the purpose of:
- Agricultural Irrigation - 61 acres field crops

Proposed Well #2

Located at: N 30.541378° W 96.407122° 1.70 miles S of the intersection of FM 60 and Kemp Road in Brazos County

Beneficial Use: Agricultural Irrigation

Aquifer of Origin: Brazos River Alluvium

Well Column: 15”

Rate of Production: 400 gpm

Max. Annual Production: 82 acre feet/year.

Application is administratively complete.

The permit was issued by the General Manager on 6-30-15 pursuant to District Rule 8.3(j).
Permit No. BV-OP-0221

Operating Permit
Issued by the General Manager of the
Brazos Valley Groundwater Conservation District
Pursuant to District Rule 8.3(j)

This Operating Permit is granted to Rosewood Resources, Inc. (Permittee) authorizing the Permittee to operate a water well known as Lois Williams 1-H ("Well") at the location specified below within the Brazos Valley Groundwater Conservation District (District) for the beneficial purpose of producing water for Industrial use. Permittee is authorized to operate the Well located at N 30.933362° and W 96.238675° to produce water from the Sparta Aquifer at an annual maximum capacity not to exceed 175 GPM and a maximum annual production of 9 acre feet/year.

Operating Permit Term:

(a) The operating permit is effective for a one-year term. At the end of the one-year term, the permit may be renewed by the General Manager for an additional term, upon submittal of a permit renewal application by the permit holder that provides adequate evidence of continued beneficial use for the permitted amount of water withdrawal. The District shall send notices to permit holders that contain the permit renewal applications, prior to permit expirations.

(b) The District may amend or revoke an operating permit at any time if there is evidence of:

(1) the owner or operator of the well or well system has operated in violation of their permit, District Rules, or Chapter 36 of the Texas Water Code; or

(2) a change in the permit is required to prevent waste and achieve water conservation, minimize as far as practicable the drawdown of the water table or reduction of artesian pressure, lessen interference between wells, or control and prevent subsidence; or

(3) The permitted well(s) has not been completed, is not significantly under construction; or no significant progress is being made toward construction.

This permit is issued and effective as of July 8, 2015.

Special Provisions/Notes: None
This Permit is granted subject to these Rules, orders of the Board, and the laws of the State of Texas. In addition to any special provisions or other requirements incorporated into the permit issued by the District.

(1) This Permit is granted in accordance with provisions of the Rules of the District, including amendments, and acceptance of this Permit constitutes an acknowledgment and agreement that Permittee will comply with the Rules of the District.

(2) This Permit confers only the right to operate the permitted well under the provisions of the District Rules and its terms may be modified or amended pursuant to the provisions of those Rules. To protect the permit holder from the illegal use of a new landowner, within ten (10) days after the date of sale of property containing a well having been issued an operating permit, the operating permit holder must notify the District in writing of the name of the new owner. Any person who becomes the owner of a currently permitted well must, within forty-five (45) calendar days from the date of the change in ownership, file an application for a permit amendment to affect a transfer of the permit.

(3) The operation of the well for the authorized purposes must be conducted in a non-wasteful manner.

(4) All groundwater production from non-exempt wells in the District is required to be metered, except for the groundwater produced from wells in the Brazos River Alluvium aquifer. The District maintains the discretion to require meters on wells in the Brazos River Alluvium aquifer. Permittee shall maintain records of withdrawal on the property where the well is located or at its business office, and shall make those records available to the District for inspection. The Permittee shall submit complete, accurate, and timely metered pumpage and transport reports to the District as requested.

(5) The well site must be accessible to District representatives for inspection, and Permittee agrees to cooperate fully in any reasonable inspection of the well and well site by the District representatives.

(6) The application pursuant to which this Permit has been issued is incorporated in this Permit, and this Permit is granted on the basis of and contingent upon the accuracy of the information supplied in that application. A finding that false information has been supplied is grounds for immediate revocation of the permit.

(7) Violation of this Permit’s terms, conditions, requirements, or special provisions, including pumping amounts in excess of authorized withdrawal, is punishable by civil penalties as provided by the District Rule 15.3, as well as revocation of the permit.

(8) Permittee will use reasonable diligence to protect groundwater quality and will follow well-plugging guidelines at the time of well closure.

The issuance of this Permit does not grant to Permittee the right to use any private property, or any public property, for the production or conveyance of water. Neither does this permit authorize the invasion of any personal rights nor the violation of any federal, state, or local laws, rules or regulations. Further, the District makes no representations and shall have no responsibility with respect to the availability or quality of water authorized to be produced under this permit.

Brazos Valley Groundwater Conservation District

By: [Signature] 
Alan M. Day, General Manager

Date: 7-8-15
Rosewood Resources, Inc. seeks an Operating Permit for the purpose of:

- Industrial Use – Water for hydraulic fracturing

Existing Well Lois Williams 1-H

Located at: N 30.933362° W 96.238675° 2.57 miles NW of the intersection of OSR and Macey Road in Brazos County.

Beneficial Use: Industrial – Use for hydraulic fracturing

Aquifer of Origin: Sparta

Well Column: 6”

Rate of Production: 175 gpm

Max. Annual Production: 9 acre feet/year

This application meets all of the specifications listed in BVGCD Rule 7.1 (c) regarding production based acreage. Below are the calculations verifying the applicant’s compliance:

9 acre feet/year x .62 = 5.58 gpm on an average annual basis
5.58 x 2'/gpm for minor aquifer wells = 11.16’ radius from the wellhead
11.16’ x 11.16’ x 3.14 = 391 square feet around the well
391/43,560 = 0.009 contiguous acres to be assigned to the well.

The footprint of the well lies entirely within the property controlled by the applicant.

This application is administratively complete. The permit was issued by the General Manager on 7-8-15 pursuant to District Rule 8.3(j).
Permit No. BV-DO-0195

Operating Permit
Issued by the General Manager of the
Brazos Valley Groundwater Conservation District
Pursuant to District Rule 8.3(j)

This Operating Permit is granted to Mike Stratta (Permittee) authorizing the Permittee to operate a water well known as Well #1 ("Well") at the location specified below within the Brazos Valley Groundwater Conservation District (District) for the beneficial purpose of producing water for Agricultural use. Permittee is authorized to operate the Well located at N 30.840894° and W 96.634396° to produce water from the Brazos River Alluvium Aquifer at an annual maximum capacity not to exceed 600 GPM and a maximum annual production of 53 acre feet/year.

Operating Permit Term:

(a) The operating permit is effective for a one-year term. At the end of the one-year term, the permit may be renewed by the General Manager for an additional term, upon submittal of a permit renewal application by the permit holder that provides adequate evidence of continued beneficial use for the permitted amount of water withdrawal. The District shall send notices to permit holders that contain the permit renewal applications, prior to permit expirations.

(b) The District may amend or revoke an operating permit at any time if there is evidence of:

(1) the owner or operator of the well or well system has operated in violation of their permit, District Rules, or Chapter 36 of the Texas Water Code; or

(2) a change in the permit is required to prevent waste and achieve water conservation, minimize as far as practicable the drawdown of the water table or reduction of artesian pressure, lessen interference between wells, or control and prevent subsidence; or

(3) The permitted well(s) has not been completed, is not significantly under construction; or no significant progress is being made toward construction.

This permit is issued and effective as of July 21, 2015.

Special Provisions/Notes:

The production from the Well may be aggregated with production from Permittee’s Historic Use permit (BVHU-0195) so that the combined permitted amount from wells may be pumped from either well, or split between the wells, as circumstances may require as allowed by District Rule. The production amount is in addition to the 38 acre feet/year granted under Historic Use Permit BVHU-0195 that is also in effect, totaling a maximum annual production for this well under both permits to be 91 acre feet/year.
This Permit is granted subject to these Rules, orders of the Board, and the laws of the State of Texas. In addition to any special provisions or other requirements incorporated into the permit issued by the District.

(1) This Permit is granted in accordance with provisions of the Rules of the District, including amendments, and acceptance of this Permit constitutes an acknowledgment and agreement that Permittee will comply with the Rules of the District.

(2) This Permit confers only the right to operate the permitted well under the provisions of the District Rules and its terms may be modified or amended pursuant to the provisions of those Rules. To protect the permit holder from the illegal use of a new landowner, within ten (10) days after the date of sale of property containing a well having been issued an operating permit, the operating permit holder must notify the District in writing of the name of the new owner. Any person who becomes the owner of a currently permitted well must, within forty-five (45) calendar days from the date of the change in ownership, file an application for a permit amendment to affect a transfer of the permit.

(3) The operation of the well for the authorized purposes must be conducted in a non-wasteful manner.

(4) All groundwater production from non-exempt wells in the District is required to be metered, except for the groundwater produced from wells in the Brazos River Alluvium aquifer. The District maintains the discretion to require meters on wells in the Brazos River Alluvium aquifer. Permittee shall maintain records of withdrawal on the property where the well is located or at its business office, and shall make those records available to the District for inspection. The Permittee shall submit complete, accurate, and timely metered pumpage and transport reports to the District as requested.

(5) The well site must be accessible to District representatives for inspection, and Permittee agrees to cooperate fully in any reasonable inspection of the well and well site by the District representatives.

(6) The application pursuant to which this Permit has been issued is incorporated in this Permit, and this Permit is granted on the basis of and contingent upon the accuracy of the information supplied in that application. A finding that false information has been supplied is grounds for immediate revocation of the permit.

(7) Violation of this Permit’s terms, conditions, requirements, or special provisions, including pumping amounts in excess of authorized withdrawal, is punishable by civil penalties as provided by the District Rule 15.3, as well as revocation of the permit.

(8) Permittee will use reasonable diligence to protect groundwater quality and will follow well-plugging guidelines at the time of well closure.

The issuance of this Permit does not grant to Permittee the right to use any private property, or any public property, for the production or conveyance of water. Neither does this permit authorize the invasion of any personal rights nor the violation of any federal, state, or local laws, rules or regulations. Further, the District makes no representations and shall have no responsibility with respect to the availability or quality of water authorized to be produced under this permit.

Brazos Valley Groundwater Conservation District

By: Alan M. Day, General Manager

Date: 7-21-15
Worksheet for a Drilling/Operating Permit

Mike Stratta Well #1

Mike Stratta seeks a Drilling/Operating Permit for the purpose of:

- Agricultural Use – Irrigation of 45.5 acres of field crops

Proposed Well #1

Located at: N 30.840894° W 96.634396° 0.55 miles NE of the intersection of FM 1644 and US Hwy 79 in Robertson County

Beneficial Use: Current – Irrigation on 45.5 acres of field crops

Aquifer of Origin: Brazos River Alluvium

Well Column: 16”

Rate of Production: 600 gpm

Max. Annual Production: 53 acre feet/year.

The permit holder has asked that Historic Use Permit BVHU-0194 be relinquished. A small portion of the total property holdings which contains the well is being sold to Union Pacific Railroad. Having relinquished the existing permit, permitting of the new well for the remaining property (45.5 acres) can proceed.

The well will be in aggregate with the permit holder’s other Historic Use Permit BVHU-0195 in the amount of 38 acre feet/year. Total maximum annual production from the two wells in not to exceed 91 acre feet/year.

Application is administratively complete.

The permit was issued by the General Manager on 7-21-15 pursuant to District Rule 8.3(j).
Permit No. BV-OP-0222

Operating Permit
Issued by the General Manager of the
Brazos Valley Groundwater Conservation District
Pursuant to District Rule 8.3(j)

This Operating Permit is granted to Anadarko Petroleum (Permittee) authorizing the Permittee to operate a water well known as Lightsey-Capps 1("Well") at the location specified below within the Brazos Valley Groundwater Conservation District (District) for the beneficial purpose of producing water for Industrial use. Permittee is authorized to operate the Well located at N 30.751152° and W 96.486926° to produce water from the Queen City Aquifer at an annual maximum capacity not to exceed 150 GPM and a maximum annual production of 4 acre feet/year.

Operating Permit Term:

(a) The operating permit is effective for a one-year term. At the end of the one-year term, the permit may be renewed by the General Manager for an additional term, upon submittal of a permit renewal application by the permit holder that provides adequate evidence of continued beneficial use for the permitted amount of water withdrawal. The District shall send notices to permit holders that contain the permit renewal applications, prior to permit expirations.

(b) The District may amend or revoke an operating permit at any time if there is evidence of:

(1) the owner or operator of the well or well system has operated in violation of their permit, District Rules, or Chapter 36 of the Texas Water Code; or

(2) a change in the permit is required to prevent waste and achieve water conservation, minimize as far as practicable the drawdown of the water table or reduction of artesian pressure, lessen interference between wells, or control and prevent subsidence; or

(3) The permitted well(s) has not been completed, is not significantly under construction; or no significant progress is being made toward construction.

This permit is issued and effective as of July 21, 2015.

Special Provisions/Notes: None
This Permit is granted subject to these Rules, orders of the Board, and the laws of the State of Texas. In addition to any special provisions or other requirements incorporated into the permit issued by the District.

(1) This Permit is granted in accordance with provisions of the Rules of the District, including amendments, and acceptance of this Permit constitutes an acknowledgment and agreement that Permittee will comply with the Rules of the District.

(2) This Permit confers only the right to operate the permitted well under the provisions of the District Rules and its terms may be modified or amended pursuant to the provisions of those Rules. To protect the permit holder from the illegal use of a landowner, within ten (10) days after the date of sale of property containing a well having been issued an operating permit, the operating permit holder must notify the District in writing of the name of the new owner. Any person who becomes the owner of a currently permitted well must, within forty-five (45) calendar days from the date of the change in ownership, file an application for a permit amendment to affect a transfer of the permit.

(3) The operation of the well for the authorized purposes must be conducted in a non-wasteful manner.

(4) All groundwater production from non-exempt wells in the District is required to be metered, except for the groundwater produced from wells in the Brazos River Alluvium aquifer. The District maintains the discretion to require meters on wells in the Brazos River Alluvium aquifer. Permittee shall maintain records of withdrawal on the property where the well is located or at its business office, and shall make those records available to the District for inspection. The Permittee shall submit complete, accurate, and timely metered pumpage and transport reports to the District as requested.

(5) The well site must be accessible to District representatives for inspection, and Permittee agrees to cooperate fully in any reasonable inspection of the well and well site by the District representatives.

(6) The application pursuant to which this Permit has been issued is incorporated in this Permit, and this Permit is granted on the basis of and contingent upon the accuracy of the information supplied in that application. A finding that false information has been supplied is grounds for immediate revocation of the permit.

(7) Violation of this Permit's terms, conditions, requirements, or special provisions, including pumping amounts in excess of authorized withdrawal, is punishable by civil penalties as provided by the District Rule 15.3, as well as revocation of the permit.

(8) Permittee will use reasonable diligence to protect groundwater quality and will follow well-plugging guidelines at the time of well closure.

The issuance of this Permit does not grant to Permittee the right to use any private property, or any public property, for the production or conveyance of water. Neither does this permit authorize the invasion of any personal rights nor the violation of any federal, state, or local laws, rules or regulations. Further, the District makes no representations and shall have no responsibility with respect to the availability or quality of water authorized to be produced under this permit.

Brazos Valley Groundwater Conservation District

By: Alan M. Day, General Manager  7-21-15

Date
Worksheet for Operating Permit
Anadarko Petroleum Lightsey-Capps 1
BVOP-0222

Anadarko Petroleum seeks an Operating Permit for the purpose of:

- Industrial Use – Water for hydraulic fracturing

Existing Well Lightsey-Capps 1
Located at: N 30.751152° W 96.46926° 0.29 miles W of the intersection of Old Hearne Road and Bowman Henry Road in Robertson County.
Beneficial Use: Industrial – Use for hydraulic fracturing
Aquifer of Origin: Queen City
Well Column: 6"
Rate of Production: 150 gpm
Max. Annual Production: 4 acre feet/year

This application meets all of the specifications listed in BVGCD Rule 7.1 (c) regarding production based acreage. Below are the calculations verifying the applicant’s compliance:

4 acre feet/year x .62 = 2.5 gpm on an average annual basis
2.5 x 2'/gpm for minor aquifer wells =5' radius from the wellhead
5' x 5' x 3.14 = 78.5 square feet around the well
3,018/43,560 = .002 contiguous acres to be assigned to the well.

The foot applicant print of the well lies entirely within the property controlled by the permit holder.

This application is administratively complete.
The permit was issued by the General Manager on 7-21-15 pursuant to District Rule 8.3(j).
Permit No. BV-DO-0197

Operating Permit
Issued by the General Manager of the
Brazos Valley Groundwater Conservation District
Pursuant to District Rule 8.3(j)

This Operating Permit is granted to Hawkwood Energy Operating, LLC (Permittee) authorizing the Permittee to operate a water well known as Stawnicz WW #1 ("Well") at the location specified below within the Brazos Valley Groundwater Conservation District (District) for the beneficial purpose of producing water for Industrial use. Permittee is authorized to operate the Well located at N 30.911856° and W 96.347403° to produce water from the Sparta Aquifer at an annual maximum capacity not to exceed 150 GPM and a maximum annual production of 150 acre feet/year.

Operating Permit Term:

(a) The operating permit is effective for a one-year term. At the end of the one-year term, the permit may be renewed by the General Manager for an additional term, upon submittal of a permit renewal application by the permit holder that provides adequate evidence of continued beneficial use for the permitted amount of water withdrawal. The District shall send notices to permit holders that contain the permit renewal applications, prior to permit expirations.

(b) The District may amend or revoke an operating permit at any time if there is evidence of:

1. the owner or operator of the well or well system has operated in violation of their permit, District Rules, or Chapter 36 of the Texas Water Code; or

2. a change in the permit is required to prevent waste and achieve water conservation, minimize as far as practicable the drawdown of the water table or reduction of artesian pressure, lessen interference between wells, or control and prevent subsidence; or

3. The permitted well(s) has not been completed, is not significantly under construction; or no significant progress is being made toward construction.

This permit is issued and effective as of July 23, 2015.

Special Provisions/Notes: None
This Permit is granted subject to these Rules, orders of the Board, and the laws of the State of Texas. In addition to any special provisions or other requirements incorporated into the permit issued by the District.

1. This Permit is granted in accordance with provisions of the Rules of the District, including amendments, and acceptance of this Permit constitutes an acknowledgment and agreement that Permittee will comply with the Rules of the District.

2. This Permit confers only the right to operate the permitted well under the provisions of the District Rules and its terms may be modified or amended pursuant to the provisions of those Rules. To protect the permit holder from the illegal use of a new landowner, within ten (10) days after the date of sale of property containing a well having been issued an operating permit, the operating permit holder must notify the District in writing of the name of the new owner. Any person who becomes the owner of a currently permitted well must, within forty-five (45) calendar days from the date of the change in ownership, file an application for a permit amendment to affect a transfer of the permit.

3. The operation of the well for the authorized purposes must be conducted in a non-wasteful manner.

4. All groundwater production from non-exempt wells in the District is required to be metered, except for the groundwater produced from wells in the Brazos River Alluvium aquifer. The District maintains the discretion to require meters on wells in the Brazos River Alluvium aquifer. Permittee shall maintain records of withdrawal on the property where the well is located or at its business office, and shall make those records available to the District for inspection. The Permittee shall submit complete, accurate, and timely metered pumpage and transport reports to the District as requested.

5. The well site must be accessible to District representatives for inspection, and Permittee agrees to cooperate fully in any reasonable inspection of the well and well site by the District representatives.

6. The application pursuant to which this Permit has been issued is incorporated in this Permit, and this Permit is granted on the basis of and contingent upon the accuracy of the information supplied in that application. A finding that false information has been supplied is grounds for immediate revocation of the permit.

7. Violation of this Permit’s terms, conditions, requirements, or special provisions, including pumping amounts in excess of authorized withdrawal, is punishable by civil penalties as provided by the District Rule 15.3, as well as revocation of the permit.

8. Permittee will use reasonable diligence to protect groundwater quality and will follow well-plugging guidelines at the time of well closure.

The issuance of this Permit does not grant to Permittee the right to use any private property, or any public property, for the production or conveyance of water. Neither does this permit authorize the invasion of any personal rights nor the violation of any federal, state, or local laws, rules or regulations. Further, the District makes no representations and shall have no responsibility with respect to the availability or quality of water authorized to be produced under this permit.

Brazos Valley Groundwater Conservation District

By: [Signature] Alan M. Day, General Manager

Date 7-23-15
Worksheet for Operating Permit
Hawkwood Energy Operating, LLC Stawnicz WW #1
BVDO-0197

Hawkwood Energy Operating, LLC seeks an Operating Permit for the purpose of:

- Industrial Use – Water for hydraulic fracturing

Proposed Well - Stawnicz WW #1
Located at: N 30.911856° W 96.347403° 2.44 miles NE of the intersection of FM 46 and OSR in Brazos County.
Beneficial Use: Industrial – Use for hydraulic fracturing
Aquifer of Origin: Sparta
Well Column: 6"
Rate of Production: **150 gpm**
Max. Annual Production: **150 acre feet/year**

This application meets all of the specifications listed in BVGCD Rule 7.1 (c) regarding production based acreage. Below are the calculations verifying the applicant’s compliance:

\[
150 \text{ acre feet/year} \times 0.62 = 93 \text{ gpm on an average annual basis}
\]
\[
93 \times 2'/\text{gpm} \text{ for minor aquifer wells } = 186' \text{ radius from the wellhead}
\]
\[
186' \times 186' \times 3.14 = 108,631 \text{ square feet around the well}
\]
\[
108,631/43,560 = \textbf{2.494 contiguous acres to be assigned to the well.}
\]

The footprint of the well lies entirely within the property controlled by the applicant.

This application is administratively complete.
The permit was issued by the General Manager on 7-23-15 pursuant to District Rule 8.3(j).