

**RAILROAD COMMISSION OF TEXAS
OIL AND GAS DIVISION**

**NOTIFICATION OF CHANGE
IN COMPANY DESIGNATION**

APR 26 2019

Enervest Operating, L.L.C. (P5 #252131) has requested to change its oil and gas operator name for commission records to UPP Operating, LLC (P5 #875310).

The change was for District 01 & 7C with the following leases excluded 159997,209598,074907,161638,15257,103987,149397,153919,153922,157287,166209,166212,169104,265742,166987,169100,144109,155613,169589,168477,177019,182372,183890,201123,201360 & 187676.

The name change can best be accomplished by the filing of a single machine-prepared filing **in lieu of separate filings** of required forms.

ACCORDINGLY, NOTIFICATION IS HEREBY GIVEN that the above name change has been accomplished by a single machine-prepared filing by the commission.

The change is effective **April 1, 2019**, for all records and reports filed with the Commission for all districts throughout the State of Texas.
Directional Survey, Drilling Permit, Pipeline, Gas Plant, Refinery, and Salt Water Hauler permits are not included in this order.

**P-4 CERTIFICATE OF COMPLIANCE "OPERATOR" TRANSFERS IN
DESIGNATED HYDROGEN SULFIDE FIELDS**

According to Commission records the lease(s) on the attached list are subject to Railroad Commission Statewide Rule 36 (Oil, Gas, or Geothermal Resource Operation in Hydrogen Sulfide Areas). Statewide 36 is applicable to operations where the concentration of hydrogen sulfide in the system is 100 ppm or greater.

Statewide Rule 36(d)(M) states that "Certificates are nontransferable, and a new operator of a system or any acquired element of a system or operation shall be required to certificate that operation." To comply with this provision you are required to file Form H-9 (Certificate of Compliance Statewide Rule 36) in accordance with SWR 36(d)(1) within 30 days of receipt of this notice.

Please contact the H₂S Coordinator in the appropriate district office if you have any questions, including testing or filing, regarding this matter.

Issued at Austin, Texas, on April 22, 2019.

If you have any questions, please contact Mysti Doshier @ 512-463-6743.

(P4N075)

22353235

RAILROAD COMMISSION OF TEXAS
AUTOMATIC P-4 REQUEST STATISTICS REPORT

APRIL 9, 2019

FROM COMPANY: ENERVEST OPERATING, L.L.C.

252131

TO COMPANY: UPP OPERATING, LLC

875310

UNIQUE NUMBER: 001

REQUEST DATE: 04/08/2019
EFFECTIVE DATE: 04/01/2019
APPROVAL DATE: 04/09/2019

OIL/GAS SELECTION: BOTH OIL AND GAS

FIELD SELECTION: NOT APPLICABLE

ACTIVITY SELECTION: OPERATOR

DISTRICT SELECTION: 01 7C

INCLUDE/EXCLUDE SELECTION: NOT APPLICABLE

PURCHASER SYSTEMS CONVERTED: NOT APPLICABLE

TOTAL P-4S UPDATED: 7,310

*Exhibit was 162 pgs. Only
those pertaining to UPP
wells are attached.*

TOTAL NUMBER OF P-4S THAT CHANGED BY ACTIVITY AND DISTRICT

DISTRICTS:	01	02	03	04	05	06	6E	7B	7C	08	8A	09	10	ACTIVITY TOTALS
OIL OPERATOR:	0	0	0	0	0	0	0	0	32	0	0	0	0	32
OIL GATHERER:	0	0	0	0	0	0	0	0	0	0	0	0	0	0
CASINGHEAD GATHERER:	0	0	0	0	0	0	0	0	0	0	0	0	0	0
CASINGHEAD PURCHASER:	0	0	0	0	0	0	0	0	0	0	0	0	0	0
CASINGHEAD NOMINATOR:	0	0	0	0	0	0	0	0	0	0	0	0	0	0
GAS OPERATOR:	89	0	0	0	0	0	0	0	0	0	0	0	0	0
GAS GATHERER:	0	0	0	0	0	0	0	0	7,189	0	0	0	0	7,278
GAS PURCHASER:	0	0	0	0	0	0	0	0	0	0	0	0	0	0
GAS NOMINATOR:	0	0	0	0	0	0	0	0	0	0	0	0	0	0
CONDENSATE GATHERER:	0	0	0	0	0	0	0	0	0	0	0	0	0	0
DISTRICT TOTALS:	89	0	0	0	0	0	0	0	0	0	0	0	0	0
									7,221	0	0	0	0	7,310

RAILROAD COMMISSION OF TEXAS
OIL AND GAS DIVISION
AUTOMATIC P-4 CHANGE LEASE/RRCID LISTING

PAGE: 2

04/09/2019

REQUESTER: UPP OPERATING, LLC
DISTRICT: 01

NAME CHANGE FROM ENERVEST OPERATING, L.L.C.

FIELD NAME
LEASE# LEASE NAME

KELLEY (ELLENBURGER)

171894	MANN-MCDONALD
196154	CANYON RANCH
196155	CANYON RANCH
196258	CANYON RANCH
199939	CANYON RANCH 213
200451	CANYON RANCH 212
201818	CANYON RANCH
243041	UNIVERSITY 54-24
243042	MAYER RANCH 35
243708	MAYER RANCH 40
244252	POWELL 3
244258	UNIVERSITY 54 17
251220	SIMMONS 72.5
251673	MAYER, EDWIN S. JR. N
251718	CHILDRRESS 15
252909	MAYER RANCH 35
253296	WARD 127
255154	MAYER RANCH 40
255155	MAYER RANCH 40
255250	MAYER RANCH 41
255293	MAYER RANCH 41
257561	MAYER RANCH 40
257853	HILL-ROUSSELOT "B"
258378	MAYER EDWIN S JR 27
258453	JONES RANCH
258467	MAYER, EDWIN S. JR. "E"
258472	NICKS, GERALD 5
258476	NICKS, GERALD 5
258497	DIEBITSCH 70
258501	MAYER, EDWIN S. JR. 27
258569	MAYER, EDWIN S. JR. 27
260093	MARIGLIANO
261831	REYNOLDS 25
262417	SHANNON 52
265902	MAYER RANCH 40
268329	POWELL 7
270786	MAYER EDWIN S JR 27

Should be Dist 7C; Sent to Enervest to correct.
This zone DHC; Rptng zone RRC 244257; Should not be in Dist 1

ROCKSPRINGS, W. (CANYON)
072157 HOPKINS, C. D. -A-

SIMPSON-MANN (CANYON)
169424 DANIEL, M. K.

SNAKEBITE (ELLENBURGER)
157235 FOUR SQUARE RANCH

RAILROAD COMMISSION OF TEXAS
OIL AND GAS DIVISION
AUTOMATIC P-4 CHANGE LEASE/RRCID LISTING

04/09/2019

REQUESTER: UPP OPERATING, LLC
DISTRICT: 7C

NAME CHANGE FROM ENERVEST OPERATING, L.L.C.

FIELD NAME
LEASE# LEASE NAMEHENRY-SPECK (CANYON)
079286 COUPE, MARY
081910 CENTURA COUPEHOLT RANCH (CONSOLIDATED)
271264 FOSTERJ. D. SLADE (MISS)
248549 ARCHER SWDJO NELL (CANYON D)
058898 JOHNSON, JO NELL 18
060605 JOHNSON, JO NELL 18
060606 JOHNSON, JO NELL -31-
062109 KEENE A
063404 JOHNSON, JO NELL -31-
094099 JO NELL 16
098567 JOHNSON, JO NELL 18
099484 JOHNSON, JO NELL 18
099748 JOHNSON, JO NELL -17-
147953 JOHNSON, JO NELL "31"
167214 JOHNSON, JO NELL 18
260077 JOHNSON, JO NELL 18KAMA (CANYON)
243868 UNIVERSITY 57-23KAMA (STRAWN)
260097 LOEKLATT (CANYON)
079366 BRUTON
099256 BRUTON
100139 WILDEM. M. W. (CANYON)
071319 MAYFIELD, STANLEY B.
076903 BAKER "38"
079271 MAYFIELD, STANLEY B.
079273 MAYFIELD, STANLEY B.
079274 MAYFIELD, STANLEY B.
103308 MAYFIELD, STANLEY B.
115604 MAYFIELD RANCH "A"
115852 MAYFIELD RANCH "B"
122235 MAYFIELD RANCH "J"
124725 MAYFIELD RANCH "K"MARCHAWN (CLEAR FORK)
14736 MEADOR -178-

RAILROAD COMMISSION OF TEXAS
OIL AND GAS DIVISION
AUTOMATIC P-4 CHANGE LEASE/RRCID LISTING

04/09/2019

REQUESTER: UPP OPERATING, LLC
DISTRICT: 7C

NAME CHANGE FROM ENERVEST OPERATING, L.L.C.

FIELD NAME
LEASE# LEASE NAME

MARCHAWN (CLEAR FORK)

MAYER (WOLFCAMP)
141708 MAYER, EDWIN S., JR.MAYER RANCH (CANYON)
120279 MAYER RANCH "Q"
122258 MAYER RANCH "EEE"MAYER RANCH, NORTH (CANYON)
112661 HILL-MAYER "QQ"
116173 HILL-MAYER NNN
116599 HILL-MAYER IIIMORRISS (STRAWN)
094892 VALLIANTOZONA (CLEAR FORK, UPPER)
076180 MONTGOMERY DOZONA, NE. (CANYON SAND)
146390 FRIEND, JOE ESTATEOZONA, NE. (CANYON 7520)
17612 UNIVERSITY 55 1
17736 UNIVERSITY 54 23
17743 UNIVERSITY UNIT
17751 UNIVERSITY 55 10
17792 UNIVERSITY 57 3
17827 UNIVERSITY 57 2
17888 MOORE 29
17924 MERTZ
18092 UNIVERSITY 54 24
18137 FOSTER
18325 MOORE 13
18358 UNIVERSITY SOUTH
18393 ENOCHS
18394 UNIVERSITY 54 5
18454 THACKERSON 35
18468 UNIVERSITY 54 6
18784 UNIVERSITY 55 11 (PSA)
070478 JEFFERS "18"
072038 POWELL 8
073718 POWELL 7
073719 RYAN 19
076162 PARMER 30
077249 POWELL 14

RAILROAD COMMISSION OF TEXAS
OIL AND GAS DIVISION
AUTOMATIC P-4 CHANGE LEASE/RRCID LISTING

04/09/2019

REQUESTER: UPP OPERATING, LLC
DISTRICT: 7C

NAME CHANGE FROM ENERVEST OPERATING, L.L.C.

FIELD NAME

LEASE#

LEASE NAME

OZONA, NE. (CANYON 7520)

077905	CHILDRESS 15
095544	CHILDRESS 15
095545	CHILDRESS 15
096451	UNIVERSITY 54-21
163844	JEFFERS 28
217861	PARMER 30
219165	CLAYTON 2
219167	CLAYTON 2
219868	PARMER 29
219873	PARMER 29
220221	UNIVERSITY 57-24
224383	UNIVERSITY 57-23
224799	UNIVERSITY 56-22
224848	PARMER 29
224849	PARMER 29
225055	PARMER
225110	PARMER
225112	PARMER
225157	UNIVERSITY 54-17
225559	PARMER
225933	CLAYTON 7
227171	UNIVERSITY 56-22
227174	UNIVERSITY 56-22
227176	UNIVERSITY 54-17
228101	UNIVERSITY 54-24
234361	CLAYTON 2
234393	CLAYTON 7
234955	PARMER 29
234956	PARMER 29
235164	UNIVERSITY 54-24
236417	UNIVERSITY 56-22
236519	CLAYTON 7
236520	CLAYTON 2
236525	UNIVERSITY 56-22
236649	UNIVERSITY 56-22
236666	UNIVERSITY 56-18
236832	PARMER 29
239611	CLAYTON 2
239617	CLAYTON 7
239653	PARMER 30
239659	POWELL 8
239706	UNIVERSITY 54-24
239713	UNIVERSITY 56-18
239718	UNIVERSITY 56-22
239719	UNIVERSITY 56-22
240296	PARMER 29

- This well Paid. Sent Enervest / UPP W-3; they'll forward to RRC

RAILROAD COMMISSION OF TEXAS
OIL AND GAS DIVISION
AUTOMATIC P-4 CHANGE LEASE/RRCID LISTING

04/09/2019

REQUESTER: UPP OPERATING, LLC
DISTRICT: 7C

NAME CHANGE FROM ENERVEST OPERATING, L.L.C.

FIELD NAME
LEASE# LEASE NAME

OZONA, NE. (CANYON 7520)

240833 UNIVERSITY 56-22
240999 UNIVERSITY 56 19
241258 UNIVERSITY 56-22
241264 UNIVERSITY 57 23
241504 UNIVERSITY 56-21
241507 UNIVERSITY 56-22
241523 UNIVERSITY 56-19
241526 UNIVERSITY 56-18
242421 UNIVERSITY 56 19
243713 UNIVERSITY 54 17
243794 UNIVERSITY 56 22
243865 PARMER 29
243912 UNIVERSITY 56 19
243987 HILL-ROUSSELOT F
244181 PARMER 29
244257 UNIVERSITY 54 17
245182 UNIVERSITY 56 19
247448 UNIVERSITY 56 18
247450 UNIVERSITY 56 13
252021 PARMER 29
254936 UNIVERSITY 56-22
255536 UNIVERSITY 56-12
255538 UNIVERSITY 57-23
255540 UNIVERSITY 57-23
256580 JEFFERS, AR
256584 JEFFERS, AR
258335 MARIGLIANO
260096 LOE
260098 UNIVERSITY 55 1
260920 RYAN 19
261064 PARMER 30
261858 PARMER 30
268375 REYNOLDS 25
277663 UNIVERSITY 54 23

Same
Well

DHC Zone - Consolidated into Ozona NE (Canyon 7520)

PAGE RANCH (CANYON)

211305 TURNBULL 56

PHYLLIS SONORA (CANYON LOWER)

127056 THOMSON "D"

PHYLLIS SONORA (CANYON, UPPER)

131725 THOMSON "A"

REFOIL (3200 SAND)

10283 JOHNSON

RAILROAD COMMISSION OF TEXAS
OIL AND GAS DIVISION
AUTOMATIC P-4 CHANGE LEASE/RRCID LISTING

04/09/2019

REQUESTER: UPP OPERATING, LLC
DISTRICT: 7C

NAME CHANGE FROM ENERVEST OPERATING, L.L.C.

FIELD NAME
LEASE# LEASE NAME

SAWYER (CANYON)

263420	MAYER EDWIN S JR 27
263421	POWELL 15
263802	MARIGLIANO
263803	MAYER RANCH 40
263962	MAYER RANCH 40
264163	POWELL 4
264164	POWELL 4
264165	FISHER 131
264270	HOLLENBECK A
264454	MAYER RANCH PP
264543	MARIGLIANO
264595	POWELL 14
264596	MAYFIELD SB
264681	GLASSCOCK, H.E. ET AL
264682	FISHER 132
264823	MAYER, EDWIN S. JR. 'U'
265654	MAYER , EDWIN S. JR. 'I'
266155	MARIGLIANO
266673	MAYER EDWIN S JR 27
268155	MAYER EDWIN S JR 27
268243	POWELL 7
268249	POWELL 7
268251	HILL-MAYER, EDWIN S. JR., 'MM'
268252	MAYER , EDWIN S. JR. 'R'
268253	MAYER RANCH 36
268254	MARIGLIANO
270864	MAYER, EDWIN S. JR. "E"
280431	DUKE WILSON 21

SAWYER (LEONARD)

17071	REINHARDT 6
17088	JONES RANCH 157
17225	BLOODWORTH 139
17443	UNIVERSITY 55 10
18030	MEADOR 178
18032	NIXON 177
18106	HOLLENBECK
18250	NIKOLAUK
18442	MAYER 36
18471	HILL-FAWCETT, RANDEE TRUST 'E'
089087	BLOODWORTH 139
258572	MEADOR 178
262354	FAWCETT, RANDEE TRUST "B"
262355	MARIGLIANO
265937	MAYER , EDWIN S. JR. 'I'
272122	RANDEE FAWCETT TRUST

RAILROAD COMMISSION OF TEXAS
OIL AND GAS DIVISION
AUTOMATIC P-4 CHANGE LEASE/RRCID LISTING

04/09/2019

REQUESTER: UPP OPERATING, LLC
DISTRICT: 7C

NAME CHANGE FROM ENERVEST OPERATING, L.L.C.

FIELD NAME
LEASE#

LEASE NAME

SAWYER (STRAWN, NORTH)

(100 PPM OR GREATER CONCENTRATION OF H2S PRESENT)

250544 SHURLEY RR 4A
250600 WARD 127
250725 WILSON, DUKE 176
250727 MAYER 18
250729 WILSON, DUKE 183
250731 WILSON, DUKE
250732 NICKS, GERALD 8
250733 CAUTHORN RANCH 134
250860 MAYER, EDWIN S. JR. "C"
250899 MAYER RANCH 36
251543 HILL-MAYER "ZZ"
252022 PARMER 29
252086 WARD 127
252489 MAYER, EDWIN S. JR. "C"
252608 SAWYER-JONES 190
252910 MAYER RANCH 35
253401 MAYER, EDWIN S. JR.
254369 ATKINS ANDREWS
254542 SHURLEY RR 1C
254603 POWELL 4
254788 ATKINS 119
254930 MAYER MINNIE H
254933 MAYER MINNIE H
254961 MAYER 1028
255127 MAYER RANCH 36
255188 ATKINS 119
255252 MAYER RANCH 40
255259 MAYER RANCH 35
255262 MITTEL, R. H.
255275 SHANNON 52
255277 MAYER
255338 MAYER RANCH 35
255535 MITTEL, R. H.
255537 UNIVERSITY 56-12
255562 DIEBITSCH 70
255641 MAYER 17
255871 SIMMONS 72
255877 SIMMONS 73
255879 SIMMONS 3
256189 RYAN
256272 WILSON, DUKE 176
256274 WILSON, DUKE 176
256277 WILSON, DUKE 176
256481 HILL-ROUSSELOT "B"
256485 HILL-ROUSSELOT "B"
256581 JEFFERS, AR

FORM H-9 REQUIRED
FORM H-9 REQUIRED
FORM H-9 REQUIRED

FORM H-9 REQUIRED
FORM H-9 REQUIRED
FORM H-9 REQUIRED

FORM H-9 REQUIRED

FORM H-9 REQUIRED
FORM H-9 REQUIRED

FORM H-9 REQUIRED

FORM H-9 REQUIRED
FORM H-9 REQUIRED

FORM H-9 REQUIRED
FORM H-9 REQUIRED

FORM H-9 REQUIRED
FORM H-9 REQUIRED

FORM H-9 REQUIRED
FORM H-9 REQUIRED
FORM H-9 REQUIRED
FORM H-9 REQUIRED
FORM H-9 REQUIRED
FORM H-9 REQUIRED

FORM H-9 REQUIRED

RAILROAD COMMISSION OF TEXAS
OIL AND GAS DIVISION
AUTOMATIC P-4 CHANGE LEASE/RRCID LISTING

PAGE: 159

04/09/2019

REQUESTER: UPP OPERATING, LLC
DISTRICT: 7C

NAME CHANGE FROM ENERVEST OPERATING, L.L.C.

FIELD NAME

LEASE#

LEASE NAME

SONORA (CANYON UPPER)

244445	MITTEL, R. H.
249444	MECKEL A
250582	MITTEL, R. H.
252424	JONES RANCH 156
254368	ATKINS ANDREWS
254780	ATKINS 119
255186	ATKINS 119
255253	MITTEL, R. H.
255254	ATKINS ANDREWS
255260	MITTEL, R. H.
255261	MITTEL, R. H.
255534	MITTEL, R. H.
255824	WARD
256169	DEBERRY HEIRS
258462	DEBERRY HEIRS
258480	MITTEL

SONORA (ELLENBURGER)

174054	JONES RANCH
228743	FIELDS 20

STEEN (WOLFCAMP)

195668	DAVIS, G. H.
204561	DAVIS, G.H.

UNIVERSITY 53 (CANYON)

093359	UNIVERSITY 53-21B
--------	-------------------

WHITEHEAD (ELLENBURGER)

153687	SUDDERTH, J.F. & M.E. "D"
210189	VALLIANT, L. R.

WHITEHEAD (STRAWN)

065892	ALFORD, MARGARET F. -A-
066555	MORRISS BROTHERS
066602	RENFRO, BETTY FAYE -C-
067258	JOHANSEN, MARJORY R.
067279	SUDDERTH, J. F. & M. E. -B-
068674	BEASELY, JAKE TRUST OPERAT. AREA
069028	MORRISS BROTHERS "E"
069153	MORRISS BROTHERS "D"
069581	BROWN, JACK W. A.
069582	BROWN, JACK W. "B"
069744	KARNES, W.H. "B"
070569	WHITEHEAD 2
073212	MORRISS BROTHERS

(P4N095)

RAILROAD COMMISSION OF TEXAS
OIL AND GAS DIVISION
AUTOMATIC P-4 SUMMARY PAGE

04/09/2019

AUTO P-4 CHANGES PROCESSED ON THIS RUN:

UPP OPERATING, LLC

NAME CHANGE FROM ENERVEST OPERATING, L.L.C.