



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

Friday, February 23, 2018
WELL WORK PERMIT
Horizontal 6A / New Drill

ARSENAL RESOURCES LLC
6031 WALLACE ROAD EXTENSION SUITE 603

WEXFORD, PA 15090

Re: Permit approval for FRANKLIN JENNINGS 202
47-077-00643-00-00

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: FRANKLIN JENNINGS 202
Farm Name: FRANKLIN M. & PEGGY A. JENNINGS
U.S. WELL NUMBER: 47-077-00643-00-00
Horizontal 6A / New Drill
Date Issued: 2/23/2018

Promoting a healthy environment.

02/23/2018

PERMIT CONDITIONS

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:

4707700643

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.

02/23/2018

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

1) Well Operator: Arsenal Resources 494519412 Preston Lyon Thornton
Operator ID County District Quadrangle

2) Operator's Well Number: Franklin Jennings 202 Well Pad Name: Franklin Jennings

3) Farm Name/Surface Owner: Franklin Jennings Public Road Access: Preston County Route 60/5

4) Elevation, current ground: 1725.8 Elevation, proposed post-construction: 1726

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

Other _____

(b) If Gas Shallow Deep _____

Horizontal

6) Existing Pad: Yes or No No

7) Proposed Target Formation(s), Depth(s), Anticipated Thickness and Expected Pressure(s):
Target Formation- Marcellus Shale, Top- 8,191.0ft, Bottom- 8,298.0ft, Anticipated Thickness- 107ft, Associated Pressure- 0.5 psi/ft

8) Proposed Total Vertical Depth: 8,286 ft.

9) Formation at Total Vertical Depth: Marcellus Shale

10) Proposed Total Measured Depth: 13,171 ft.

11) Proposed Horizontal Leg Length: 4,286.78 ft.

12) Approximate Fresh Water Strata Depths: 475', 675', 845', 1000'

13) Method to Determine Fresh Water Depths: Offsetting wells reported water depths (077-00480, 077-00481, 077-00482, 077-00563, 077-00564)

14) Approximate Saltwater Depths: 1600'

15) Approximate Coal Seam Depths: Elk Lick- 220', Harts- 200', Beahm- 420', South Creek- 540', Upper Pleasant- 022', Lower Pleasant- 061', Upper Kibbick- 740', Middle Kibbick- 744', Lower Kibbick- 825', Clarks- 130'

16) Approximate Depth to Possible Void (coal mine, karst, other): None Known

17) Does Proposed well location contain coal seams directly overlying or adjacent to an active mine? Yes _____ No None Known

(a) If Yes, provide Mine Info: Name: None

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	24	New	H-40	94	80	80	CTS
Fresh Water	13.375	New	J-55	54.5	1,050	1,050	CTS
Coal							
Intermediate	9.625	New	J-55	40	1,900	1,900	CTS
Production	5.5	New	P-110	20	13,171	13,171	TOC @ 1,750
Tubing							
Liners							

MJK 10/26/2017

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	24	36			0	Type 1, 3% CaCl ₂	1.2
Fresh Water	13.375	17.5	0.38	2,730	900	Class A, 3% CaCl ₂	1.2
Coal							
Intermediate	9.625	12.25	0.395	3,950	1,500	Class A, 3% CaCl ₂	1.29
Production	5.5	8.5-8.75	0.361	12,640	9,500	Class A/50-50 Poz	1.29/1.34
Tubing					5,000		
Liners					N/A		

PACKERS

Kind:				
Sizes:				
Depths Set:				

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WW-6B
(10/14)

API NO. 47- _____ - _____
OPERATOR WELL NO. Franklin Jennings 202
Well Pad Name: Franklin Jennings

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

The well will be started with a conductor rig drilling a 36" hole to Conductor programmed depth then running 24" casing and circulate cement back to surface. The conductor rig will move out and the drilling rig will move in and rig up. The drilling rig will then spud a 17 1/2" hole and drill to fresh water casing (Surface) to the programmed depth, Run 13- 3/8" casing and cement to surface. The rig will continue drilling a 12- 1/4" intermediate hole to the programmed depth, run 9- 5/8" casing and cement to surface. The rig will then continue to drill an 8- 3/4" hole to a designed KOP. We will then start drilling the curve and lateral section to the programmed total measured depth, run 5 1/2" casing and cement according to the program.

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

The well will be completed using a plug and perforation method and stimulated with a slickwater and sand slurry. The anticipated maximum rate will be 90 bpm and the maximum pressure will be 9,500 psi.

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21) Total Area to be disturbed, including roads, stockpile area, pits, etc., (acres): 23.33

22) Area to be disturbed for well pad only, less access road (acres): 8.01

23) Describe centralizer placement for each casing string:

24"- No centralizers, 13 3/8" – one bow spring centralizer on every other joint, 9 5/8" – one bow spring centralizer every third joint from TD to surface, 5 1/2" – one semi rigid centralizer on every joint from TD of casing to end of curve. Then every other joint to KOP. Every third joint from KOP to 2,000'; there will be no centralizers from 2,000 to surface.

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

24" will be grouted from surface. The 13 3/8" casing will be cemented to surface with Class A cement and no greater than 3% CaCl (calcium chloride). The 9 5/8" casing will be cemented to surface with Class A cement, & no greater than 3% calcium chloride. The 5 1/2" production string will be cemented back to 1,750' (+/- 150' above the casing shoe for the 9 5/8") with Type 1 or Class A and 50/50 Poz cement retarded (to extend pumpability) cellophane flaked for fluid loss, Bentonite gel as an extender (increased pumpability and fluid loss), a defoaming agent to decrease cement foaming during mixing to insure the cement is of proper weight to placement and possibly gypsum gas blocking additive to aid in blocking/gas migration (in combination with other additive mentioned here, helps cement achieve a "right angle" set) during the plastic phase of the cement set-up.

25) Proposed borehole conditioning procedures:

Top holes will be drilled with fresh water to KOP. At KOP, the wellbore will be loaded with synthetic oil based mud, barite-weighted mud system with such properties as to build a filter-cake on the face to the bore-hole. This will provide lubricity as well as stabilizing the well bore. We will begin rotating the drill string and mud will be circulated upon reaching TD until no further cuttings are observed coming across the shaker screens. Once clean mud is circulated back to surface, we will pull three stands of drill pipe, load the hole, pull three stands and load the hole. The weight indicator on the rig will be monitored for any occurrences of drag and if any are notices, we will re-run the previous stand of pipe pulled across and circulate 2X bottoms up while watching the shakers for signs of cuttings. Once at the base of the curve, the string will be continuously rotated while pumping 2X bottoms up. We will pull three stands and fill the hole until we reach the vertical section of the well.

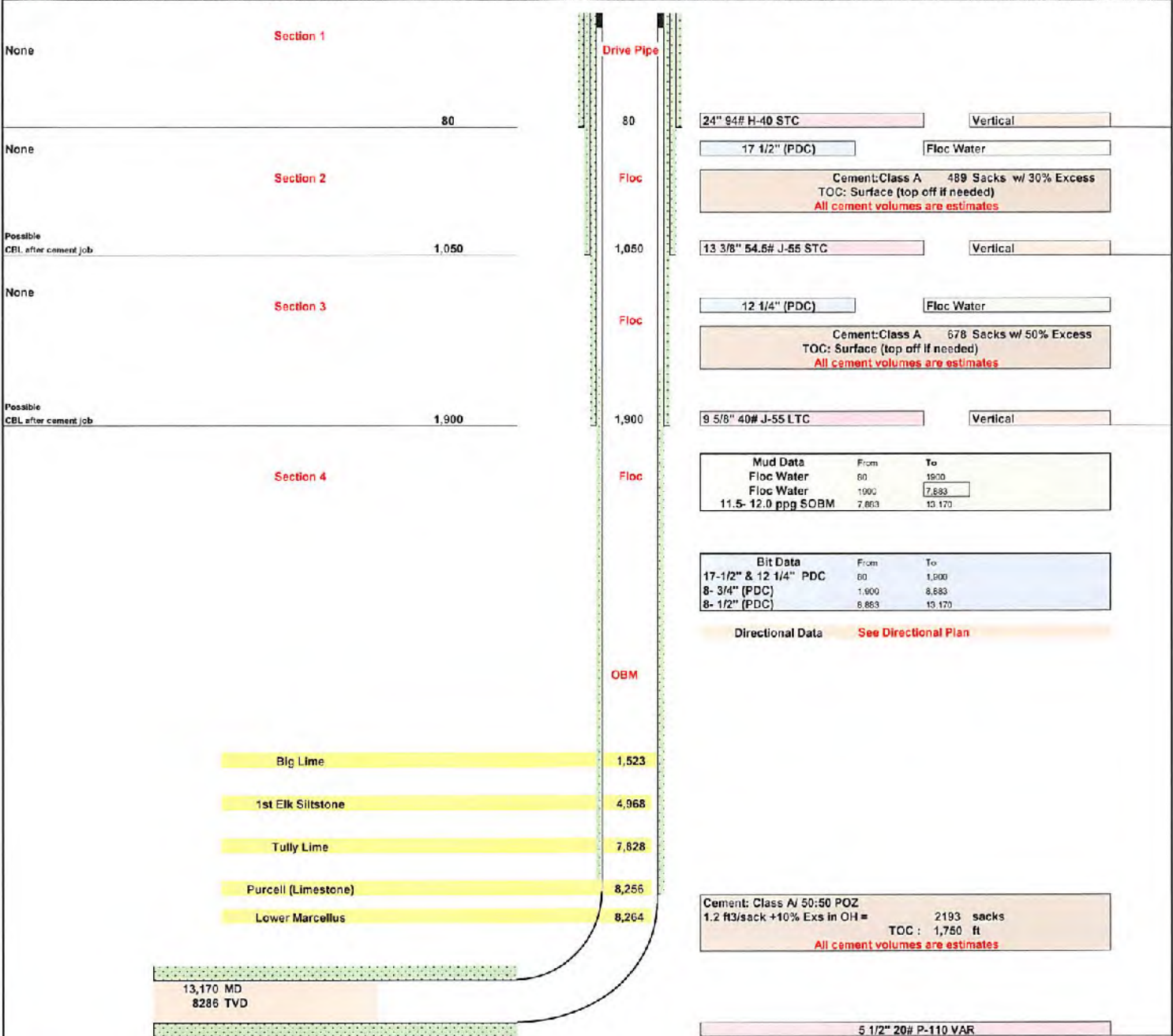
*Note: Attach additional sheets as needed.



Other Names:	N/A
Surface Location:	TBD
Bottom Hole Location:	TBD
Total Depth:	13,170 MD (ft) 8,286 TVD (ft)

County:	Preston
State:	West Virginia
AFE #:	XX
API #:	XX
RKB:	27
Ground Level:	1,726

Logs	Significant Formations (TVD)	Depth (ft) MD	Depth (ft) TVD	Hole Size	Casing and Cement	Mud	Directional & Surveys Data / Csg Point
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Revision 1
Note: Not drawn to scale
Cement Outside Casing Seal Assembly in Annulus
Date Last Revised: 25-Oct-17 Jarrett Toms

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Purpose

The purpose of this pad-specific Hydraulic Fracturing Monitoring Plan is to identify and notify conventional well operators near Arsenal Resources hydraulic fracturing in Preston County, WV prior to hydraulic fracturing at the Franklin Jennings 202 pad.

Due to the apparent presence of unique geological conditions, the potential for communication between deep geologic zones exists in this area. This potential communication, via natural gas, water, or both, may occur between hydraulically fractured wells in the Marcellus formation (approximately 8,300' TVD) and existing conventional natural gas wells in the partially-depleted, relatively high permeability Elk Sand formations (approximately 6,000' TVD).

The plan is being implemented as an additional safety measure to be utilized in conjunction with best management practices and emergency action plans for this site. These additional measures include pre-notification of conventional well operators of the timing and location of the hydraulic fracturing, establishment of measures conventional well operators should implement, and assurance that the Division of Oil and Gas is notified of the timeline, as well as any issues that may arise during fracturing.

1. Communications with Conventional Operators.

Arsenal Resources, using available data (WV Geological Survey, WVDEP Website, and IHS data service), has identified all known conventional wells and well operators within 500 feet of this pad and the lateral sections. A map showing these wells along with a list of the wells and operators is included in Attachment A.

Upon approval of this plan, Arsenal Resources will notify these operators, via letter, of the hydraulic fracturing schedule for these wells. A copy of this letter is included in Attachment B.

The letter provides recommendations to these conventional operators to 1) increase their monitoring of their wells during that time period, 2) ensure that their well head equipment is sound, and 3) provide immediate notification to Arsenal Resources and the OOG in the event of any changes in their well conditions.

Specifically, the letter recommends that conventional well operators conduct the following activities during and after fracturing operations:

1. Inspect their surface equipment prior to fracturing to establish integrity and establish pre-frac well conditions.
2. Observe wells closely during and after fracturing and monitor for abnormal increases in water, gas or pressure.
3. Inspect or install master valves rated to 3,000 psi or other necessary equipment for wellhead integrity.
4. Notify the OOG and ARSENAL RESOURCES if any changes in water, gas production, pressure or other anomalies are identified.

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2. Reporting

Arsenal Resources will provide information relating to the hydraulic fracturing schedule, communication with conventional operators, and ongoing monitoring of the work upon request of OOG or immediately after any event of any noted abnormalities.

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Area of Review Report - **Franklin Jennings** Pad, **202** Lateral, **Preston** County, WV

Well Name	API Number	Operator Name / Address	Well Type	Latitude	Longitude	Total Depth	Perforated Formation(s)	Producing Zones not Perforated
G Jennings 4	077-00480	Diversified Resources, Inc.	Existing	39.339504	-79.880163	5917	Speechley, Balltown, Alexander, Elk	NA
G Lynn/Rhonda Jennings 6	077-00482	Diversified Resources, Inc.	Existing	39.336195	-79.879883	5845	Benson, Elk	NA

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4707700643

Click or tap to enter a date.

Diversified Resources

Address

State

RE: Click or tap here to enter text.

Dear Sir/Madam,

Arsenal Resources has developed a Marcellus pad Franklin Jennings 202, located in Preston County, WV. As an owner or operator of conventional natural gas wells in this area, we are requesting your assistance in this matter.

Due to the apparent presence of unique geological conditions, the potential for communication between deep geologic zones exists in this area. This potential communication, via natural gas, water, or both, may occur between hydraulically fractured wells in the Marcellus formation (approximately 8,300 TVD) and existing conventional natural gas wells included in the attached well list for which you are believed to be the operator.

Arsenal Resources anticipates conducting hydraulic fracturing at the Franklin Jennings 202 Pad during the Quarter of 2017. We have identified conventional natural gas wells operated by your company within 500' (lateral distance) of our newly planned wells. Plats for each well on this pad are attached.

We recommend that conventional well operators conduct the following activities before, during and after fracturing operations:

1. Inspect surface equipment, prior to fracturing, to establish integrity and establish well conditions.
2. Observe wells closely during and after fracturing and monitor for abnormal increases in water, gas, or pressure.
3. Inspect or install master valves rated to 3,000 psi or other necessary equipment for wellhead integrity.
4. Notify the OOG and Arsenal Resources if any changes in water, gas production, pressure or other anomalies are identified.

Please feel free to contact me at 724-940-1224 with any questions or comments. You may also contact the WV Office of Oil and Gas at 304-926-0499.

Sincerely,

Kelly Eddy
Permitting Specialist

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Latitude: 39°22'30" 1,065' BHL

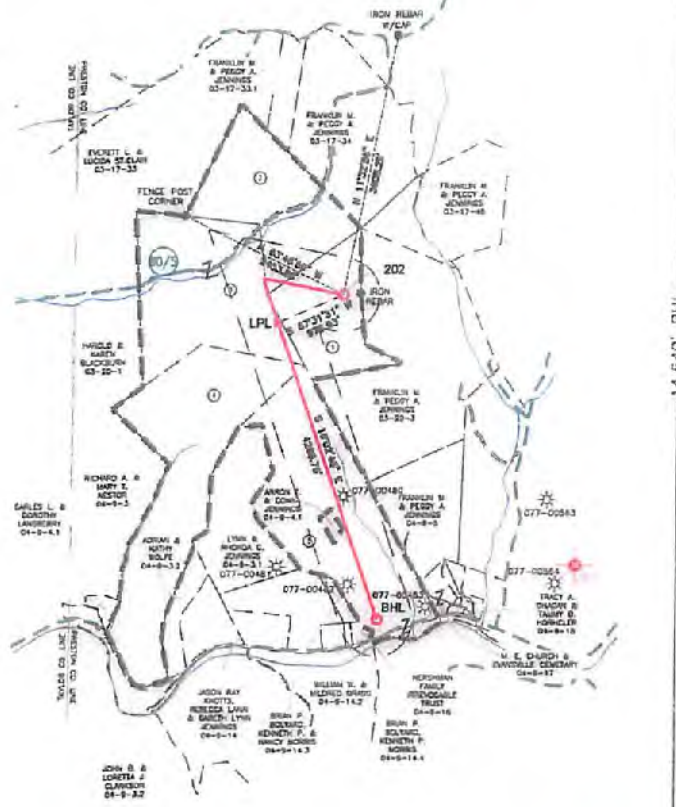
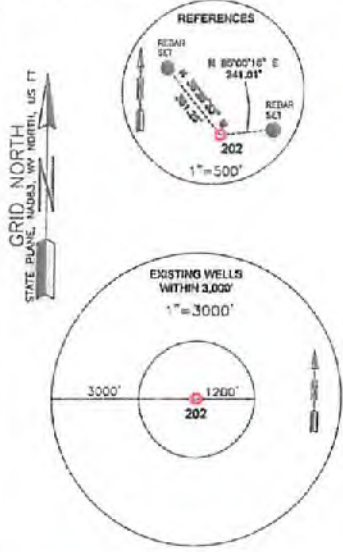
THRASHER

THE THRASHER GROUP, INC.
800 WHITE OAKS BLVD.
BRIDGEPORT, WV 26330
PHONE 304-824-4100

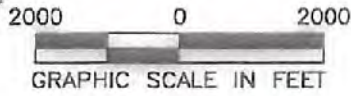
NOTES ON SURVEY

- COORDINATES SYSTEM IS STATE PLANE, NAD 83 DATUM, WV NORTH, U.S. FOOT AND WELL COORDINATES ESTABLISHED USING SURVEY GRADE GPS.
- SURFACE AND ROYALTY OWNER INFORMATION AND THEIR BOUNDARIES SHOWN HEREON WERE PLOTTED FROM DEEDS AND/OR TAX PARCEL MAPS PROVIDED BY CLIENT AND FIELD LOCATIONS.
- THIS PLAT DOES NOT REPRESENT A BOUNDARY SURVEY OF THE PARCELS SHOWN HEREON.
- NO DWELLINGS AND BUILDINGS WITHIN 825 FEET OF PROPOSED CENTER OF PAD.
- NO WATER WELLS OR DEVELOPED SPRINGS WITHIN 250 FEET OF PROPOSED WELL.
- NO PERENNIAL STREAMS, LAKES, PONDS, RESERVOIRS OR WETLANDS WITHIN 100 FEET OF THE LIMITS OF DISTURBANCE.
- NO NATURALLY PRODUCING TROUT STREAM WITHIN 300 FEET OF LIMITS OF DISTURBANCE.

TRACT	SURFACE OWNER	TAX PARCEL	ACRES
1	FRANKLIN M. & PEGGY A. JENNINGS	870 04-8-6	4.1
2	FRANKLIN M. & PEGGY A. JENNINGS	85-17-20	84.88
3	FRANKLIN M. & PEGGY A. JENNINGS	85-17-20	87.09
4	FRANKLIN M. & PEGGY A. JENNINGS	08-8-7	103.34
5	FRANKLIN M. & PEGGY A. JENNINGS	08-8-8	102.88



SURFACE HOLE LOCATION (SHL): UTM (NAD83, ZONE 17, METERS): NORTHING: 4,355,883.260 EASTING: 596,485.489
LANDING POINT LOCATION (LPL): UTM (NAD83, ZONE 17, METERS): NORTHING: 4,355,764.500 EASTING: 596,211.500
BOTTOM HOLE LOCATION (BHL): UTM (NAD83, ZONE 17, METERS): NORTHING: 4,354,537.006 EASTING: 596,658.253



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. 2270

	(+) DENOTES LOCATION OF WELL ON UNITED STATES TOPOGRAPHIC MAPS	MINIMUM DEGREE OF ACCURACY: 1/200	FRANKLIN JENNINGS		
	WVDEP OFFICE OF OIL & GAS 601 57TH STREET CHARLESTON, WV 25034	PROVEN SURVEY SOURCE OF ELEVATION: GRADE GPS (NAVD 88, US FT)	OPERATOR'S WELL #: 202	API WELL #: 47 77	STATE COUNTY PERMIT
WELL TYPE: OIL WASTE DISPOSAL PRODUCTION DEEP GAS <input checked="" type="checkbox"/> LIQUID INJECTION STORAGE SHALLOW <input checked="" type="checkbox"/>		WATERSHED: SANDY CREEK			
DISTRICT: LYON COUNTY: PRESTON		ELEVATION: 1,725.8' (DESIGN) QUADRANGLE: THORNTON			
SURFACE OWNER: FRANKLIN M. & PEGGY A. JENNINGS		ACREAGE: 41.00			
OIL & GAS ROYALTY OWNER: FRANKLIN M. & PEGGY A. JENNINGS		ACREAGE: 41.00			
DRILL <input checked="" type="checkbox"/> DRILL DEEPER REDRILL FRACTURE OR STIMULATE <input checked="" type="checkbox"/> PLUG OFF OLD FORMATION PERFORATE NEW FORMATION		CONVERT PLUG & ABANDON CLEAN OUT & REPLUG OTHER CHANGE (SPECIFY)			
TARGET FORMATION: MARCELLUS		ESTIMATED DEPTH: 8,265 TO 13,171 TMD			
WELL OPERATOR: ARSENAL RESOURCES		DESIGNATED AGENT: WILLIAM VEIGEL			
ADDRESS: 8031 WALLACE ROAD EXTENSION #300		ADDRESS: 65 PROFESSIONAL PLACE, SUITE 200			
CITY: WEXFORD STATE: PA ZIP CODE: 15090		CITY: BRIDGEPORT STATE: WV ZIP CODE: 26330			
LEGEND: * PROPOSED SURFACE HOLE / BOTTOM HOLE * EXISTING / PRODUCING WELLHEAD LPL LANDING POINT LOCATION * EXISTING WATER WELL * EXISTING SPRING		REVISIONS: SURVEYED BOUNDARY DRILLING UNIT LEASE BOUNDARY PROPOSED PATH 500' BUFFER			
		DATE: 10-25-2017			
		DRAWN BY: R. DOERR			
		SCALE: 1" = 2000'			
		DRAWING NO: 030-3133			
		WELL LOCATION PLAT			

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WW-9
(4/16)

API Number 47 - 4707700643
Operator's Well No. Franklin Jennings 202

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

FLUIDS/ CUTTINGS DISPOSAL & RECLAMATION PLAN

Operator Name Arsenal Resources OP Code 494519412

Watershed (HUC 10) Sandy Creek Quadrangle Thornton

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: Produced Water

Will a synthetic liner be used in the pit? Yes No If so, what ml.? 60 ml

Proposed Disposal Method For Treated Pit Wastes:

- Land Application
- Underground Injection (UIC Permit Number _____)
- Reuse (at API Number Various)
- Off Site Disposal (Supply form WW-9 for disposal location)
- Other (Explain _____)

Will closed loop system be used? If so, describe: Yes, the closed loop system will contain all of the drilling medium and drill cuttings on location to then be taken to a landfill

Drilling medium anticipated for this well (vertical and horizontal)? Air, freshwater, oil based, etc. Vertical: freshwater, Horizontal: synthetic oil based mud

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

Additives to be used in drilling medium? Bentonite, soap and polymer slicks, soda ash, sodium bicarbonate, defoamer, base oil, emulsifiers, lime, and barite

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) N/A

-Landfill or offsite name/permit number? Advanced Disposal Services, Chestnut Valley Landfill

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 *William Veigel*
Company Official (Typed Name) William Veigel
Company Official Title Designated Agent

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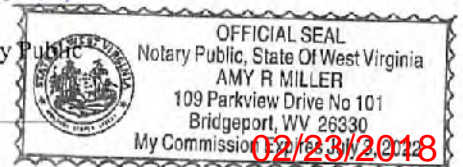
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Subscribed and sworn before me this 26 day of October, 20 17

Amy R Miller Notary Public

My commission expires July 3, 2022



Arsenal Resources

Proposed Revegetation Treatment: Acres Disturbed 15.2 Prevegetation pH 6.8 Average

Lime 2.67 Tons/acre or to correct to pH 6.4

Fertilizer type 10-20-20

Fertilizer amount 1000 lbs/acre

Mulch 3-4 Tons/acre

Seed Mixtures

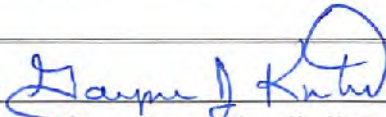
Temporary		Permanent	
Seed Type	lbs/acre	Seed Type	lbs/acre
Orchard Grass	129	Orchard Grass	129
Rye	93	Rye	93
Clover	24	Clover	24
Timothy	45	Timothy	45

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:



Comments: Re-seed and mulch all disturbed areas as soon as reasonably possible per regulation. Upgrade erosion and sediment control measures where needed per the West Virginia Erosion and Sediment Control Field Manual.

Title: Inspector

Date: 10/26/2017

Field Reviewed? Yes No

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Franklin Jennings 202 Site Safety Plan



ARSENAL
R E S O U R C E S

SITE SAFETY PLAN

Franklin Jennings Well Pad
202

911 Address:

919 May Road

Thornton, WV 26440

Harold K. ...
10/26/2017

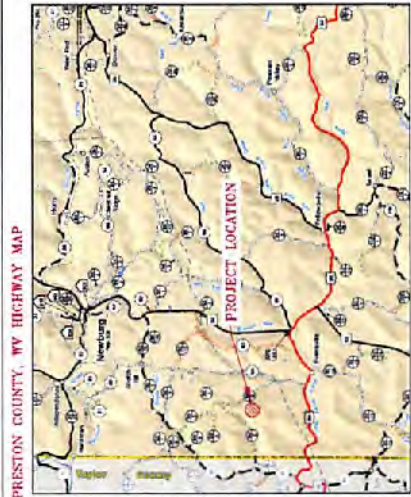
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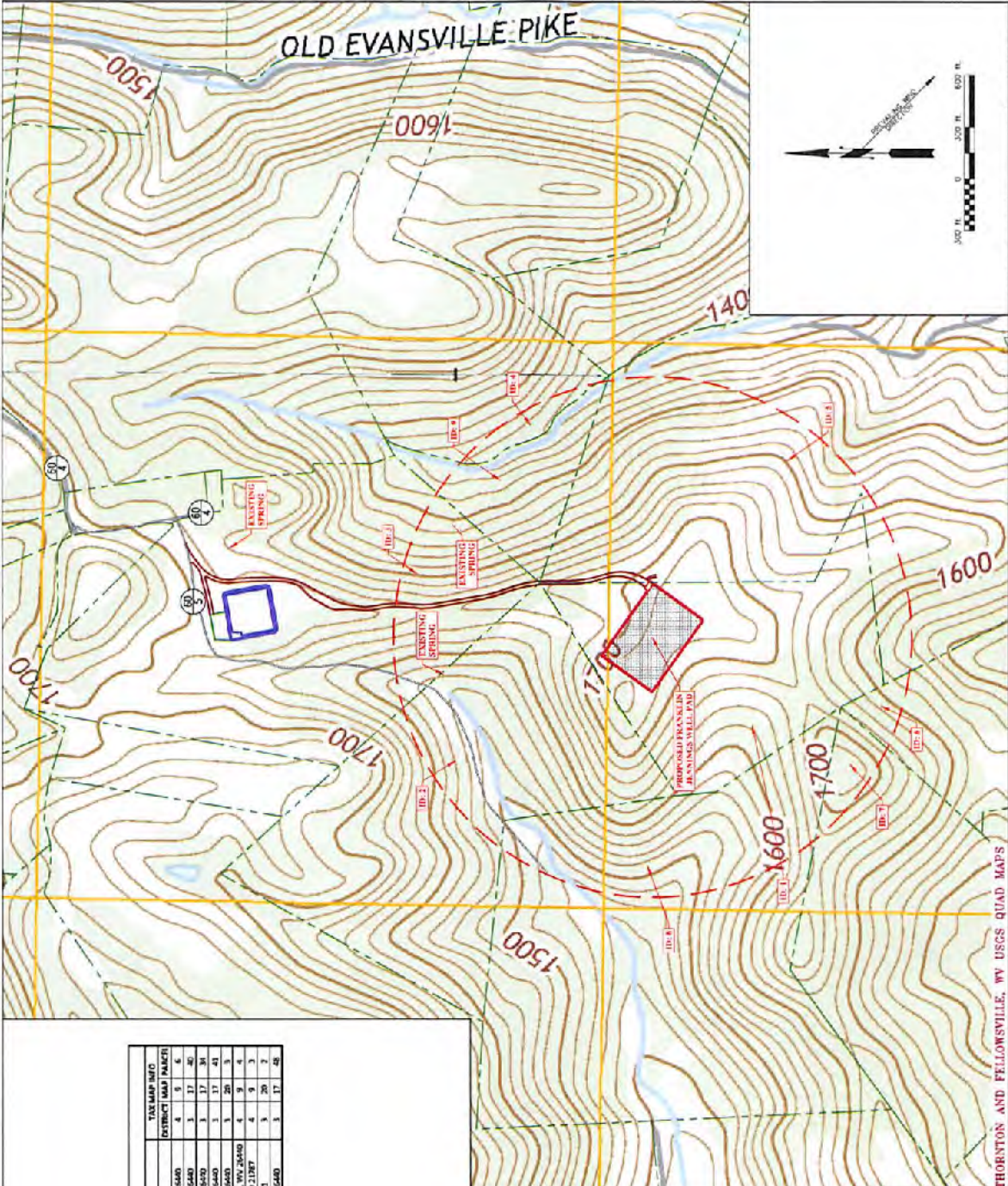
4707700643

EXISTING PARCEL OWNER AND ADDRESS TABLE		TAX MAP INFO	
ID	OWNER	ADDRESS	EXTRACT (MAP) PARCELS
1	JENNINGS FRANKLIN M & PEGGY A	401 EVANSVILLE PKE, THORNTON, WV 26440	4, 5, 6
2	JENNINGS FRANKLIN M & PEGGY A	401 EVANSVILLE PKE, THORNTON, WV 26440	3, 17, 40
3	JENNINGS FRANKLIN M & PEGGY A	401 EVANSVILLE PKE, THORNTON, WV 26440	3, 17, 38
4	JENNINGS FRANKLIN M & PEGGY A	401 EVANSVILLE PKE, THORNTON, WV 26440	3, 17, 41
5	JENNINGS FRANKLIN M & PEGGY A	401 EVANSVILLE PKE, THORNTON, WV 26440	3, 20, 3
6	JENNINGS CLYDE E & BRENDA L	235 GEORGE WASHINGTON HWY, THORNTON, WV 26440	4, 9, 5
7	HELDY RICHARD A & DEPT W	2600 STATE ST, THORNTON, WV 26440	5, 29, 2
8	JENNINGS FRANKLIN M & PEGGY A	401 EVANSVILLE PKE, THORNTON, WV 26440	3, 17, 42

- LEGEND**
- 1,500-FT RADIUS FROM WELL PAD (CARDS INSIDE LIMITS WILL BE SAMPLED)
 - PROPOSED WELL PAD
 - PROPERTY LINE
 - PARCEL ID (SEE TABLE)



1 MILE 0 1 MILE 2 MILES
HIGHWAY MAP SCALE



ARSENAL
N E O D U A C E S

THORNTON AND FELLOWVILLE, WV USGS QUAD MAPS

THRASHER
THE PROFESSIONAL WELL SERVICES
CORPORATION
101-030-3133

ARSENAL RESOURCES
SITE SAFETY PLANS FOR THE
FRANKLIN JENNINGS WELL PAD
PRESTON COUNTY, WEST VIRGINIA
POTENTIAL WATER SOURCES

SCALE: 1" = 100'

DATE: 02/23/2018

PROJECT NO: 101-030-3133

W

ID	DESCRIPTION
1	
2	
3	
4	
5	
6	
7	
8	

02/23/2018

THRASHER

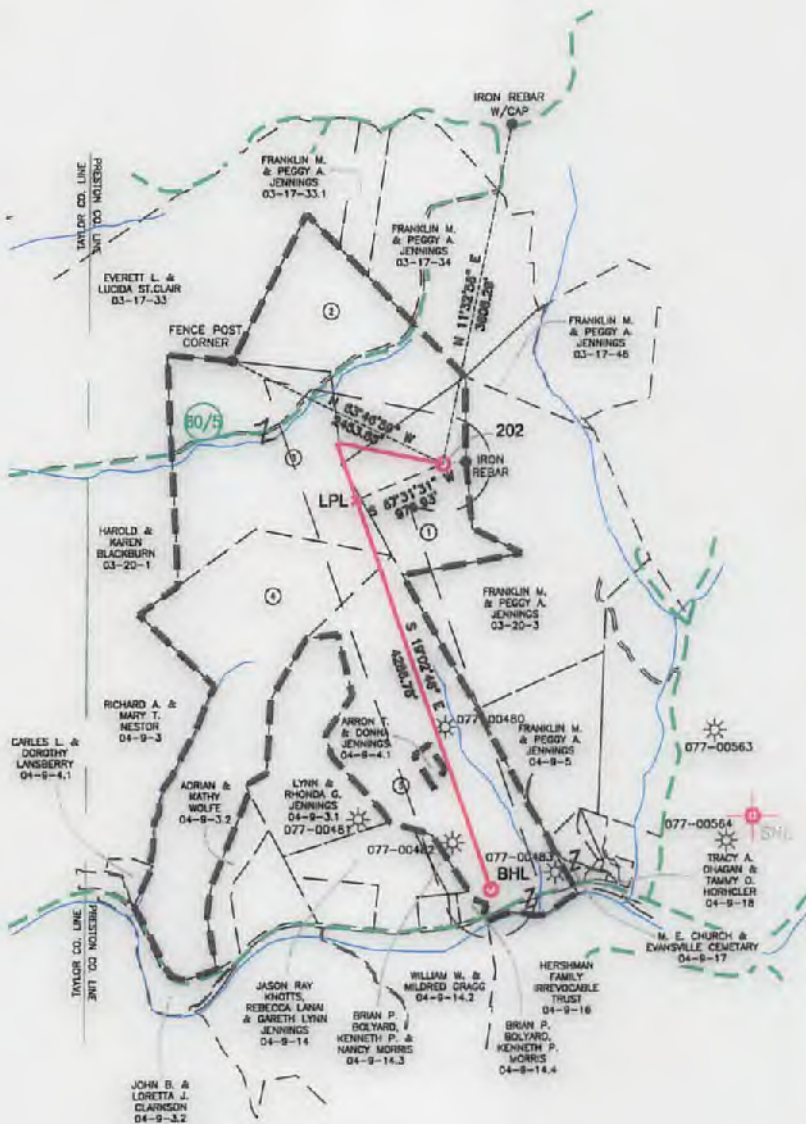
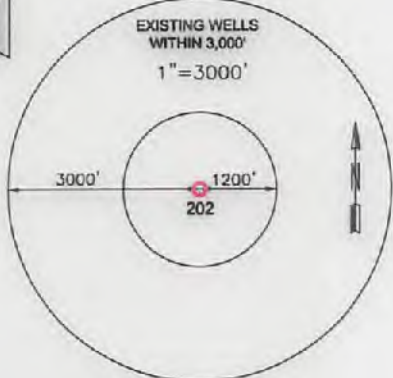
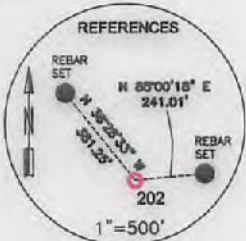
THE THRASHER GROUP, INC.
800 WHITE OAKS BLVD.
BRIDGEPORT, WV 26330
PHONE 304-824-4108

NOTES ON SURVEY

- COORDINATES SYSTEM IS STATE PLANE, NAD 83 DATUM, WV NORTH, U.S. FOOT AND WELL COORDINATES ESTABLISHED USING SURVEY GRADE GPS.
- SURFACE AND ROYALTY OWNER INFORMATION AND THEIR BOUNDARIES SHOWN HEREON WERE PLOTTED FROM DEEDS AND/OR TAX PARCEL MAPS PROVIDED BY CLIENT AND FIELD LOCATIONS.
- THIS PLAT DOES NOT REPRESENT A BOUNDARY SURVEY OF THE PARCELS SHOWN HEREON.
- NO DWELLINGS AND BUILDINGS WITHIN 625 FEET OF PROPOSED CENTER OF PAD.
- NO WATER WELLS OR DEVELOPED SPRINGS WITHIN 250 FEET OF PROPOSED WELL.
- NO PERENNIAL STREAMS, LAKES, PONDS, RESERVOIRS OR WETLANDS WITHIN 100 FEET OF THE LIMITS OF DISTURBANCE.
- NO NATURALLY PRODUCING TROUT STREAM WITHIN 300 FEET OF LIMITS OF DISTURBANCE.

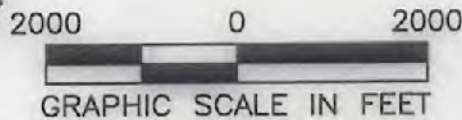
TRACT	SURFACE OWNER	TAX PARCEL	ACRES
1	FRANKLIN M. & PEGGY A. JENNINGS	P/O 04-9-8	.41
2	FRANKLIN M. & PEGGY A. JENNINGS	03-17-40	84.68
3	CAROLYN WINIFRED BINGHAM & CHARLES HERMAN NEWLON II	03-20-2	87.00
4	RICHARD A. & MARY T. NESTOR	04-9-3	102.34
5	G. LYNN & RHONDA L. JENNINGS	04-9-4	106.65

GRID NORTH
STATE PLANE, NAD83, WV NORTH, US FT



SURFACE HOLE LOCATION (SHL): UTM (NAD83, ZONE 17, METERS): NORTHING: 4,355,883.260 EASTING: 596,485.499
LANDING POINT LOCATION (LPL): UTM (NAD83, ZONE 17, METERS): NORTHING: 4,355,764.500 EASTING: 596,211.500
BOTTOM HOLE LOCATION (BHL): UTM (NAD83, ZONE 17, METERS): NORTHING: 4,354,537.006 EASTING: 596,658.253

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. 2270

<p>(+) DENOTES LOCATION OF WELL ON UNITED STATES TOPOGRAPHIC MAPS</p> <p>WVDEP OFFICE OF OIL & GAS 601 57TH STREET CHARLESTON, WV 25034</p>	<p>MINIMUM DEGREE OF ACCURACY: 1/200</p> <p>PROVEN SOURCE OF ELEVATION: SURVEY GRADE GPS (NAVD 88, US FT)</p>	<p>FRANKLIN JENNINGS</p> <p>OPERATOR'S WELL #: 202</p> <p>API WELL #: 47 77 00643</p> <p>STATE COUNTY PERMIT</p>
	<p>WELL TYPE: OIL <input type="checkbox"/> WASTE DISPOSAL <input type="checkbox"/> PRODUCTION <input 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"/></p> <p>WATERSHED: SANDY CREEK</p> <p>DISTRICT: LYON COUNTY: PRESTON</p> <p>SURFACE OWNER: FRANKLIN M. & PEGGY A. JENNINGS</p> <p>OIL & GAS ROYALTY OWNER: FRANKLIN M. & PEGGY A. JENNINGS</p> <p>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"/></p> <p>CONVERT <input type="checkbox"/> PLUG & ABANDON <input type="checkbox"/> CLEAN OUT & REPLUG <input type="checkbox"/> OTHER CHANGE <input type="checkbox"/> (SPECIFY)</p> <p>TARGET FORMATION: MARCELLUS ESTIMATED DEPTH: 8,286 TVD 13,171 TMD</p>	<p>ELEVATION: 1,725.8' (DESIGN)</p> <p>QUADRANGLE: THORNTON</p> <p>ACREAGE: 41.00</p> <p>ACREAGE: 41.00</p>
<p>WELL OPERATOR: ARSENAL RESOURCES ADDRESS: 6031 WALLACE ROAD EXTENSION #300 CITY: WEXFORD STATE: PA ZIP CODE: 15090</p>	<p>DESIGNATED AGENT: WILLIAM VEIGEL ADDRESS: 65 PROFESSIONAL PLACE, SUITE 200 CITY: BRIDGEPORT STATE: WV ZIP CODE: 26330</p>	<p>DATE: 10-25-2017</p> <p>DRAWN BY: R. DOERR</p> <p>SCALE: 1" = 2000'</p> <p>DRAWING NO: 030-3133</p> <p>WELL LOCATION PLAT</p>
<p>LEGEND:</p> <ul style="list-style-type: none"> PROPOSED SURFACE HOLE / BOTTOM HOLE EXISTING / PRODUCING WELLHEAD LPL LANDING POINT LOCATION EXISTING WATER WELL EXISTING SPRING SURVEYED BOUNDARY DRILLING UNIT LEASE BOUNDARY PROPOSED PATH 500' BUFFER 	<p>REVISIONS:</p>	

**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

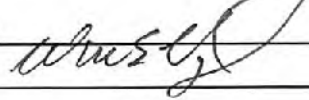
**Acknowledgement of Possible Permitting/Approval
In Addition to the Office of Oil and Gas**

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

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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: Arsenal Resources
 By: William Veigel 
 Its: Designated Agent

Attachment to WW-6A1, Franklin Jennings 202

Letter Designation/Number Designation on Plat	Grantor, Lessor, Assignor, etc.	Grantee, Lessee, Assignee, etc.	Royalty	Book/Page	Acreage
1/2	Franklin M. Jennings and Peggy A. Jennings	R.P. Land Company, LLC	0.18	763/162	703.101
	R.P. Land Company, LLC	Mar Key, LLC		740/1	
2	G. Lynn Jennings	R.P. Land Company, LLC	0.18	763/158	64.68
	R.P. Land Company, LLC	Mar Key, LLC		740/1	
3	Charles Herman Newlon II and Donna R. Newlon, his wife	Mar Key, LLC	0.17	801/693	87.00
3	Carolyn Winifred Bingham and James R. Bingham, Jr., her husband	Mar Key, LLC	0.17	801/691	87.00
4	Richard A. Nestor and Mary T. Nestor, husband and wife	Falcon Partners	0.125	715/114	102.342
	Falcon Partners	Robert F. Kozel		735/480	
	Robert F. Kozel	Mar Key, LLC		759/610	
5	G. Lynn Jennings and Rhonda Jennings, husband and wife	Falcon Partners	0.125	683/708	145.79
	Falcon Partners	Mar Key, LLC		739/973	

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047-077-00643

Agreement to Drill, Complete and Operate Oil & Gas Wells


This Agreement to Drill, Complete and Operate Oil & Gas Wells (this "Agreement"), by and among Mountaineer Keystone LLC, a West Virginia limited liability company ("Mountaineer Keystone"), PDC Mountaineer, LLC, a Delaware limited liability company ("PDC"), and PDC Mountaineer Holdings, LLC, a Delaware limited liability company ("PDC Holdings"), is effective as of October 15, 2014. (the "Effective Date") and sets forth the terms pursuant to which Mountaineer Keystone will drill, complete and operate the Wells (as defined below) on behalf of PDC and PDC Holdings. Mountaineer Keystone, PDC, and PDC Holdings are each a "Party" and are collectively the "Parties". In consideration of the foregoing and the respective agreements hereinafter set forth and the mutual benefits to be derived therefrom, the Parties, intending to be legally bound, hereby agree as follows:

1. **Term:** This Agreement is effective from the Effective Date until terminated by Mountaineer Keystone on the one hand or PDC and PDC Holdings on the other hand with 30 days' written notice to the other Party or Parties, as applicable (the "Term").
2. **Authorization to Operate:** PDC and PDC Holdings authorize Mountaineer Keystone to undertake and perform, on PDC and PDC Holdings behalf, all operations, including without limitation permit applications, well pad preparation, drilling and completing wells, and marketing gas, oil and other hydrocarbons therefrom with respect to all oil and gas wells to be drilled on oil and gas leasehold acreage held by PDC or PDC Holdings. PDC, PDC Holdings and Mountaineer Keystone are affiliates with a common parent. Mountaineer Keystone was formed to operate oil and gas leasehold acreage held by PDC, PDC Holdings and certain other affiliates. Mountaineer Keystone agrees that it shall, in a good and workmanlike manner and in accordance with industry standards as they prevail in the area, drill, complete and operate oil and gas wells on leasehold acreage owned by PDC or PDC Holdings from time to time as directed by PDC or PDC Holdings (collectively, the "Wells").
3. **No Third Party Beneficiary:** This Agreement is for the benefit of the Parties and is not for the benefit of any third party.
4. **Counterparts:** This Agreement may be simultaneously executed in several counterparts and via facsimile or similar electronic transmittal, each of which shall be deemed to be an original and taken together shall constitute one and the same instrument.


[Signature Page Follows]

IN WITNESS WHEREOF, Mountaineer Keystone, PDC, and PDC Holdings have caused their duly authorized representatives to execute this Agreement as of the Effective Date.

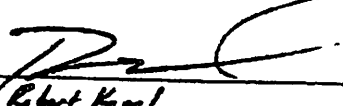
MOUNTAINEER KEYSTONE LLC

By: 
Name: Robert Koss
Title: CEO

PDC MOUNTAINEER, LLC

By: 
Name: Robert Koss
Title: CEO

PDC MOUNTAINEER HOLDINGS, LLC

By: 
Name: Robert Koss
Title: CEO

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Agreement to Drill, Complete and Operate Oil & Gas Wells

This Agreement to Drill, Complete and Operate Oil & Gas Wells (this "Agreement"), by and among Arsenal Resources LLC, a West Virginia limited liability company ("Arsenal"), River Ridge Energy, LLC, a Delaware limited liability company ("River Ridge"), and River Ridge Energy, Holdings, LLC, a Delaware limited liability company ("River Ridge Holdings"), is effective as of March 1, 2017 (the "Effective Date") and sets forth the terms pursuant to which Arsenal will drill, complete and operate the Wells (as defined below) on behalf of River Ridge and River Ridge Holdings. Arsenal, River Ridge, and River Ridge Holdings are each a "Party" and are collectively the "Parties". In consideration of the foregoing and the respective agreements hereinafter set forth and the mutual benefits to be derived therefrom, the Parties, intending to be legally bound, hereby agree as follows:

1. **Term:** This Agreement is effective from the Effective Date until terminated by Arsenal on the one hand or River Ridge and River Ridge Holdings on the other hand with 30 days' written notice to the other Party or Parties, as applicable (the "Term").
2. **Authorization to Operate:** River Ridge and River Holdings authorize Arsenal to undertake and perform, on River Ridge and River Ridge Holdings behalf, all operations, including without limitation permit applications, well pad preparation, drilling and completing wells, and marketing gas, oil and other hydrocarbons therefrom with respect to all oil and gas wells to be drilled on oil and gas leasehold acreage held by River Ridge or River Ridge Holdings. River Ridge, River Ridge Holdings and Arsenal are affiliates with a common parent. Arsenal was formed to operate oil and gas leasehold acreage held by River Ridge, River Ridge Holdings and certain other affiliates. Arsenal agrees that it shall, in a good and workmanlike manner and in accordance with industry standards as they prevail in the area, drill, complete and operate oil and gas wells on leasehold acreage owned by River Ridge or River Ridge Holdings from time to time as directed by River Ridge or River Ridge Holdings (collectively, the "Wells").
3. **No Third Party Beneficiary:** This Agreement is for the benefit of the Parties and is not for the benefit of any third party.
4. **Counterparts:** This Agreement may be simultaneously executed in several counterparts and via facsimile or similar electronic transmittal, each of which shall be deemed to be an original and taken together shall constitute one and the same instrument.

[Signature Page Follows]

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IN WITNESS WHEREOF, Arsenal, River Ridge, and River Ridge Holdings have caused their duly authorized representatives to execute this Agreement as of the Effective Date.

ARSENAL RESOURCES LLC

By: Joel E. Symonds
Name: Joel E. Symonds
Title: Vice President - Land

RIVER RIDGE ENERGY, LLC

By: Joel E. Symonds
Name: Joel E. Symonds
Title: Vice President - Land

RIVER RIDGE HOLDINGS, LLC

By: Joel E. Symonds
Name: Joel E. Symonds
Title: Vice President - Land

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West Virginia Secretary of State — Online Data Services

Business and Licensing

Online Data Services Help

Business Organization Detail

NOTICE: The West Virginia Secretary of State's Office makes every reasonable effort to ensure the accuracy of information. However, we make no representation or warranty as to the correctness or completeness of the information. If information is missing from this page, it is not in the The West Virginia Secretary of State's database.

MAR KEY LLC

Organization Information								
Org Type	Effective Date	Established Date	Filing Date	Charter	Class	Sec Type	Termination Date	Termination Reason
LLC Limited Liability Company	7/11/2011		7/11/2011	Domestic	Profit			

Organization Information			
Business Purpose	2111 - Mining, Quarrying, Oil & Gas Extraction - Oil and Gas Extraction - Crude Oil and Natural Gas Extraction		Capital Stock
Charter County		Control Number	99Q1F
Charter State	WV	Excess Acres	
At Will Term	A	Member Managed	MBR
At Will Term Years		Par Value	

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02/23/2018

Authorized Shares

Addresses	
Type	Address
Designated Office Address	65 PROFESSIONAL PLACE SUITE 200 BRIDGEPORT, WV, 26330
Mailing Address	6031 WALLACE ROAD EXTENSION SUITE 300 WEXFORD, PA, 15090 USA
Notice of Process Address	CORPORATION SERVICE COMPANY 209 WEST WASHINGTON STREET CHARLESTON, WV, 25302
Principal Office Address	6031 WALLACE ROAD EXTENSION SUITE 300 WEXFORD, PA, 15090 USA
Type	Address

Officers	
Type	Name/Address
Member	MOUNTAINEER KEYSTONE ENERGY LLC 6031 WALLACE ROAD EXTENSION SUITE 300 WEXFORD, PA, 15090
Organizer	PAUL M HERZING 560 EPSILON DR. PITTSBURGH, PA, 15238 USA
Type	Name/Address

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Annual Reports	
Date filed	

02/23/2018

6/20/2016
6/30/2015
4/28/2014
6/28/2013
5/8/2012
Date filed

For more information, please contact the Secretary of State's Office at 304-558-8000.

Thursday, February 23, 2017 — 9:08 AM

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People Powered. Asset Strong.

October 27, 2017

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

RE: Ownership of Roadways; Franklin Jennings Pad

Dear Mr. Martin:

In preparation of filing a permit application for the above referenced well, the Title Department of Arsenal Resources has conducted a thorough title examination in order to determine the ownership of the oil and gas underlying all roadways crossed by the proposed wells. The findings of the title examination show that some of the roadways crossed by the proposed wells are owned in fee by the West Virginia Department of Transportation, Division of Highways and that some are only right of ways. If owned in fee by the West Virginia Department of Transportation, Division of Highways, a lease covering its interest in the roadway or roadways has been properly obtained and provided in the application materials. If a right of way only, the oil and gas underlying such roadway or roadways is owned by the adjoining landowners and is also covered by the leaseholds provided in the application materials.

If you have any questions, concerns or need further information, please do not hesitate to contact me at the address listed below.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Ryan Brode'.

Ryan Brode
Title Attorney

6031 Wallace Road Ext., Suite 300
Wexford, PA 15090
P: 724-940-1100
F: 800-428-0981
www.arsenalresources.com

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

Date of Notice Certification: 10-30-17

API No. 47- _____ - _____
Operator's Well No. Franklin Jennings 202
Well Pad Name: Franklin Jennings

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>West Virginia</u>	UTM NAD 83 Easting: <u>596,485.499</u>
County: <u>Preston</u>	Northing: <u>4,355,883.260</u>
District: <u>Lyon</u>	Public Road Access: <u>Preston County Route 60/5</u>
Quadrangle: <u>Thornton</u>	Generally used farm name: <u>Franklin M. & Peggy A. Jennings</u>
Watershed: <u>Sandy Creek</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 type="checkbox"/> 3. NOTICE OF INTENT TO DRILL or <input checked="" 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 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>
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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-11(b). 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.

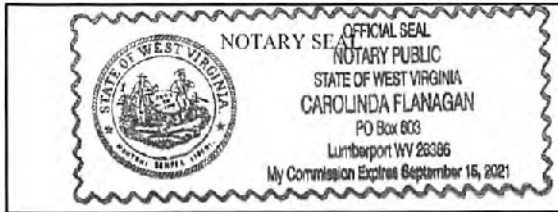
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Certification of Notice is hereby given:

THEREFORE, I William Veigel, 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: Arsenal Resources
By: William Veigel
Its: Designated Agent
Telephone: 724-940-1218

Address: 6031 Wallace Road Extension, Suite 300
Wexford, PA 15090
Facsimile: 304-848-9134
Email: kdavis@arsenalresources.com



Subscribed and sworn before me this 30th day of OCT. 2017
Carolinda Flanagan Notary Public
My Commission Expires 9/15/2021

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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**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: 10-30-17 **Date Permit Application Filed:** 10-31-17

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: Franklin M. & Peggy A. Jennings
 Address: 463 Evansville Pike
Thornton, WV 26440
 Name: _____
 Address: _____

COAL OWNER OR LESSEE
 Name: See Attached
 Address: _____

COAL OPERATOR
 Name: None
 Address: _____

SURFACE OWNER(s) (Road and/or Other Disturbance)
 Name: Christopher R. Jennings
 Address: P.O. Box 86
Newburg, WV 26410
 Name: Franklin M. & Peggy A. Jennings
 Address: 463 Evansville Pike
Thornton, WV 26440

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

SURFACE OWNER(s) (Impoundments or Pits)
 Name: Franklin M. & Peggy A. Jennings
 Address: 463 Evansville Pike
Thornton, WV 26440

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

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Office of Oil and Gas
NOV - 11 2017
WV Department of
Environmental Protection

*Please attach additional forms if necessary

WW-6A
(8-13)

API NO. 47- _____ - _____
 OPERATOR WELL NO. Franklin Jennings 202
 Well Pad Name: Franklin Jennings

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.

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Office of Oil and Gas

NOV - 1 2017

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 sedimentation control plan required by section seven of this article; and (3) the well plat.

WV Department of
Environmental Protection

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/oil-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

02/23/2018

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 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

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WV Department of
Environmental Protection

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.**

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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WV Department of
Environmental Protection

02/23/2018

WW-6A
(8-13)

API NO. 47- _____ - _____
OPERATOR WELL NO. Franklin Jennings 202
Well Pad Name: Franklin Jennings

Notice is hereby given by:

Well Operator: Arsenal Resources
Telephone: 724-940-1218
Email: kdavis@arsenalresources.com



Address: 6031 Wallace Road Extension, Suite 300
Wexford, PA 15090
Facsimile: 304-848-9134

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 depprivacvofficer@wv.gov.



Subscribed and sworn before me this 30th day of OCT 2017.

Carolinda Flanagan Notary Public

My Commission Expires 9/15/2021

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WV Department of
Environmental Protection

Arsenal Resources
Franklin Jennings 202
WW-6-A Attachment

Coal Owner or Lessee

Franklin M. and Peggy A. Jennings
463 Evansville Pike
Thornton, WV 26440

ACIN
5260 Irwin Road
Huntington, WV 25705

Water Purveyors

Franklin M. and Peggy A. Jennings
463 Evansville Pike
Thornton, WV 26440

Richard A. and Mary T. Nestor
2930 Kump Station Road
Taneytown, MD 21787

G Lynn and Rhoda L. Jennings
1215 George Washington Hwy
Thornton, WV 26440

Carolyn W. Bingham and Charles H. Newlon II
550 Joyce Avenue
Lewisburg, TN 37091

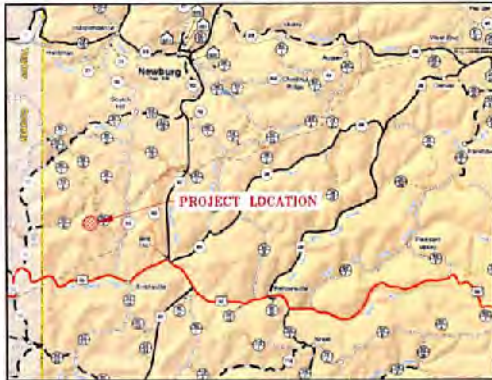
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02/23/2018

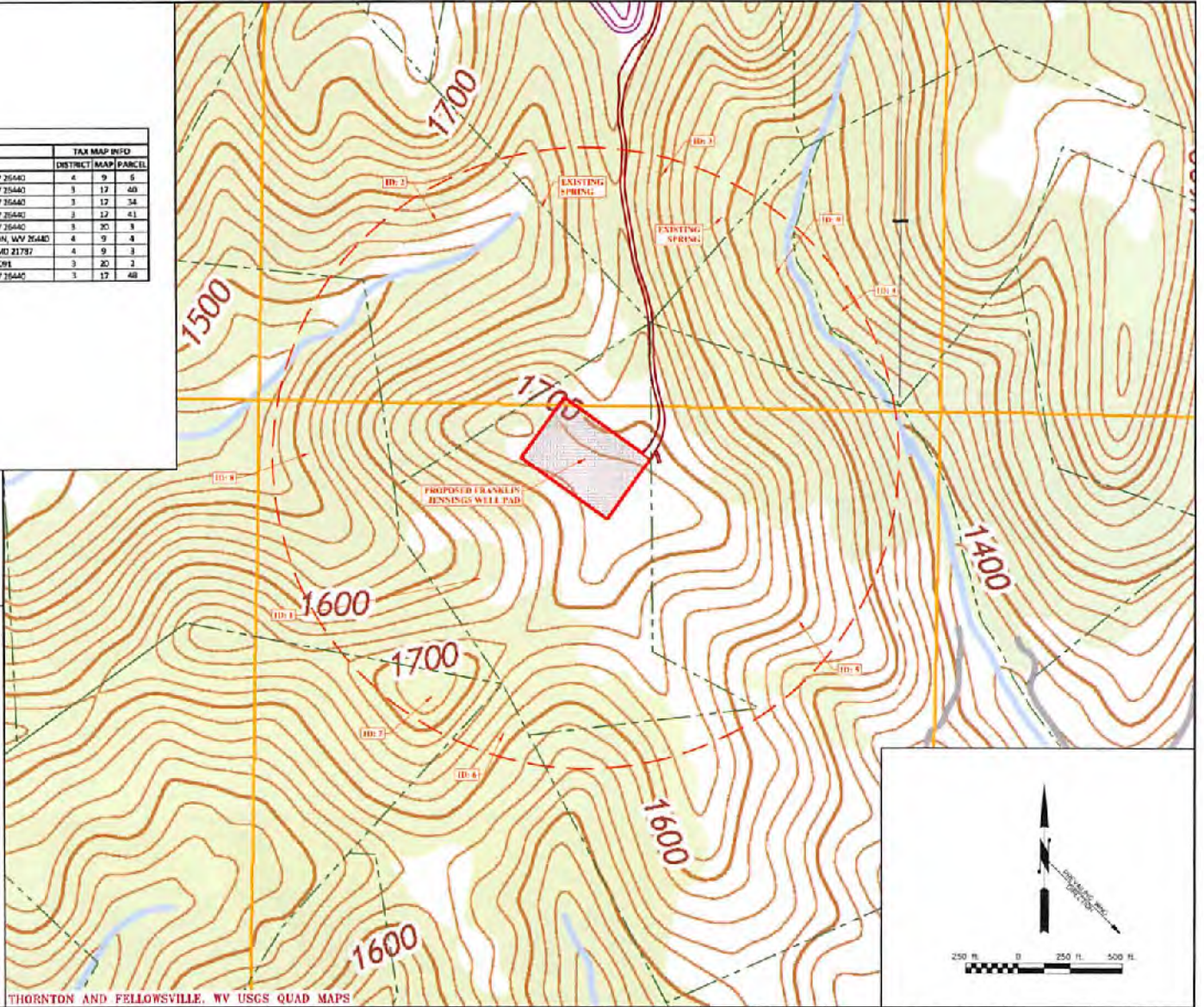
EXISTING PARCEL OWNER AND ADDRESS TABLE			
ID	OWNER	ADDRESS	TAX MAP INFO
			DISTRICT MAP PARCEL
1	JENNINGS FRANKLIN M & PEGGY A	463 EVANSVILLE PIKE, THORNTON, WV 25640	4 9 6
2	JENNINGS FRANKLIN M & PEGGY A; JENNINGS GARETH LYNN ET AL	463 EVANSVILLE PIKE, THORNTON, WV 25640	5 12 40
3	JENNINGS FRANKLIN M & PEGGY A	463 EVANSVILLE PIKE, THORNTON, WV 25640	3 12 34
4	JENNINGS FRANKLIN M & PEGGY A	463 EVANSVILLE PIKE, THORNTON, WV 25640	2 12 41
5	JENNINGS FRANKLIN M & PEGGY A	463 EVANSVILLE PIKE, THORNTON, WV 25640	3 20 3
6	JENNINGS G LYNN & RHONDA L	5215 GEORGE WASHINGTON HWY, THORNTON, WV 25640	4 9 4
7	NESTOR RICHARD A & MARY T	2500 LAMP STATION RD, TALESTOWN, MD 21797	4 9 3
8	BINGHAM CAROLYN WINIFRED & NEWLON CHARLES HERMAN II	500 JAYCLAVE, LEWISBURG, TN 37091	3 20 2
9	JENNINGS FRANKLIN M & PEGGY A	463 EVANSVILLE PIKE, THORNTON, WV 25640	3 12 48

- LEGEND**
- 1500-FT RADIUS FROM WELL PAD (AREAS INSIDE LIMITS WILL BE SAMPLED)
 - PROPOSED WELL PAD
 - PROPERTY LINE
 - PARCEL ID # (SEE TABLE)

PRESTON COUNTY, WV HIGHWAY MAP



HIGHWAY MAP SCALE



THORNTON AND FELTVILLE, WV USGS QUAD MAPS



LAYOUT FILE: W:\INVENTORY\047-077-00643\047-077-00643.dwg
 DATE PLOTTED: 11/05/2017 10:52:15 AM
 PLOTTER: HP DesignJet 5000 Series
 PLOT SCALE: 1"=100'

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PROJECT NO.	101-030-3133
CONTRACT NO.	
DATE	
BY	

ARSENAL RESOURCES
 SITE SAFETY PLANS FOR THE
 FRANKLIN JENNINGS WELL PAD
 PRESTON COUNTY, WEST VIRGINIA
 POTENTIAL WATER SOURCES

W

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 Office of Oil and Gas
 WV Department of
 Environmental Protection
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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: 10/17/2016 **Date of Planned Entry:** 10/24/2016

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: Franklin M. & Peggy A. Jennings
 Address: 463 Evansville Pike
Thornton, WV 26440
 Name: Christopher R. Jennings (access road)
 Address: P.O. Box 86
Newburg, WV 26410
 Name: _____
 Address: _____

COAL OWNER OR LESSEE
 Name: See Attached
 Address: _____

MINERAL OWNER(s)
 Name: Franklin M. & Peggy A. Jennings
 Address: 463 Evansville Pike
Thornton, WV 26440
 *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>West Virginia</u>	Approx. Latitude & Longitude: <u>39° 22' 30"; 79° 52' 30"</u>
County: <u>Preston</u>	Public Road Access: <u>Preston County Route 60/5</u>
District: <u>Lyon</u>	Watershed: <u>Sandy Creek</u>
Quadrangle: <u>Thornton</u>	Generally used farm name: <u>Franklin M. & Peggy A. Jennings</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: Arsenal Resources
 Telephone: 724-940-1218
 Email: kdavis@arsenalresources.com

Address: 6031 Wallace Road Extension, Suite 300
Wexford, PA 15090
 Facsimile: 304-846-9134

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WV Department of
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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.

Arsenal Resources
Franklin Jennings Pad
WW-6A3 Attachment

Coal Owner or Lessee:

Franklin M. and Peggy A. Jennings
463 Evansville Pike
Thornton, WV 26440

ACIN
5260 Irwin Road
Huntington, WV 25705

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Environmental Protection

WW-6A5
(1/12)

Operator Well No. Franklin Jennings 202

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

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

Date of Notice: 10/30/17 **Date Permit Application Filed:** 10/31/17

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

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

HAND
DELIVERY

Pursuant to W. Va. Code § 22-6A-16(c), no later than the date for filing the permit application, an operator shall, by certified mail return receipt requested or hand delivery, give the surface owner whose land will be used for the drilling of a horizontal well notice of the planned operation. The notice required by this subsection shall include: (1) A copy of this code section; (2) The information required to be provided by subsection (b), section ten of this article to a surface owner whose land will be used in conjunction with the drilling of a horizontal well; and (3) A proposed surface use and compensation agreement containing an offer of compensation for damages to the surface affected by oil and gas operations to the extent the damages are compensable under article six-b of this chapter. (d) The notices required by this section shall be given to the surface owner at the address listed in the records of the sheriff at the time of notice.

Notice is hereby provided to the SURFACE OWNER(s)

(at the address listed in the records of the sheriff at the time of notice):

Name: Franklin M. & Peggy A. Jennings

Address: 463 Evansville Pike

Thomton, WV 26440

Name: Christopher R. Jennings (ACCESS RD.)

Address: P.O. Box 86

Newburg, WV 26410

Notice is hereby given:

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

State:	<u>West Virginia</u>	UTM NAD 83	Easting:	<u>596,485,499</u>
County:	<u>Preston</u>		Northing:	<u>4,355,883,260</u>
District:	<u>Lyon</u>	Public Road Access:	<u>Preston County Route 60/5</u>	
Quadrangle:	<u>Thomton</u>	Generally used farm name:	<u>Franklin M. & Peggy A. Jennings</u>	
Watershed:	<u>Sandy Creek</u>			

This Notice Shall Include:

Pursuant to West Virginia Code § 22-6A-16(c), this notice shall include: (1) A copy of this code section; (2) The information required to be provided by W. Va. Code § 22-6A-10(b) to a surface owner whose land will be used in conjunction with the drilling of a horizontal well; and (3) A proposed surface use and compensation agreement containing an offer of compensation for damages to the surface affected by oil and gas operations to the extent the damages are compensable under article six-b of this chapter. 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.

Well Operator: Arsenal Resources

Telephone: 724-940-1218

Email: kdavis@arsenalresources.com

Address: 6031 Wallace Road Extension, Suite 300

Wexford, PA 15090

Facsimile: 304-848-9134

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Office of Oil and Gas

NOV - 1 - 2017

WV Department of
Environmental Protection

Oil and Gas Privacy Notice:

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02/23/2018



WEST VIRGINIA DEPARTMENT OF TRANSPORTATION
Division of Highways

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

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

Revised February 20, 2018

Jill M. Newman
 Deputy Commissioner

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 Franklin Jennings Pad, Preston County
 Franklin Jennings 202H

Dear Mr. Martin,

The West Virginia Division of Highways has transferred Permit #04-2017-0033 for the subject site to ARSENAL Resources for access to the State Road for the well site located off of Preston County 60/5 SLS.

The operator has signed a DISTRICT WIDE OIL AND GAS ROAD MAINTENANCE BONDING AGREEMENT for DOH District 4 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,

A handwritten signature in blue ink that reads "Gary K. Clayton".

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

Cc: Kelly Davis
 ARSENAL Resources
 CH, OM, D-4
 File

Franklin Jennings 202			
FRACTURING ADDITIVES			
	PURPOSE	TRADE NAME	CAS #
Additive #1:	Friction Reducer	WFRA-405	Proprietary
Additive #2:	Scale Inhibitor	SI-1000	7440-21-3
Additive #3:	Biocide	BIOCLEAR 2000	25314-61-8
Additive #4:	Gelling Agent	LGC-15	9000-30-0
Additive #5:	Corrosion Inhibitor	AI-300	111-76-2
Additive #6:	Gel Breaker	AP-One	7727-54-0
Additive #7:	Acid	HCl - 7.5%	7647-01-0

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02/23/2018



77-00642-201
77-00643-202
77-00644-203
77-00645-204
77-00647-211
77-00648-212

February 8, 2018

WVDEP
Office of Oil and Gas
ATTN: Laura Adkins
601 57th Street SE
Charleston, WV 25304

RE: Franklin Jennings Pad 201-205 & 211-212

Dear Laura:

Enclosed, please find the Voluntary Statement of No Objection signed form for ACIN LLC, coal owner or lessee for the Franklin Jennings Pad.

Should you have any questions or need any additional information, please feel free to contact me by phone or email. Thank you!

Sincerely,

A handwritten signature in blue ink, appearing to read 'Carolinda Flanagan', is written over the typed name and contact information.

Carolinda Flanagan
Permitting Specialist
1-304-838-2987 mobile
1-724-940-1224 office
cflanagan@arsenalresources.com

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Office of Oil and Gas

FEB 12 2018

WV Department of
Environmental Protection

FEB 12 2018

WW-6AW
(1-12)

WV Department of
Environmental Protection

API NO. 47- 077 -
OPERATOR WELL NO. See Attached
Well Pad Name. Franklin Jennings

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
VOLUNTARY STATEMENT OF NO OBJECTION

Instructions to Persons Named on Page WW-6A

The well operator named on page WW-6A is applying for a permit from the State of West Virginia to conduct oil or gas well work. Well work permits are valid for twenty-four (24) months. Please contact the listed well operator and the Office of Oil and Gas if you do not own any interest in the listed surface tract.

Comment and Waiver Provisions

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.

Pursuant to West Virginia Code § 22-6A-8(b) No permit may be issued less than thirty days after the filing date of the application for any well work except plugging or replugging; and no permit for plugging or replugging may be issued less than five days after the filing date of the application except a permit for plugging or replugging a dry hole: *Provided*, That if the applicant certifies that all persons entitled to notice of the application under the provisions of subsection (b), section ten of this article have been served in person or by certified mail, return receipt requested, with a copy of the well work application, including the erosion and sediment control plan, if required, and the well plat, and further files written statements of no objection by all such persons, the secretary may issue the well work permit at any time.

VOLUNTARY STATEMENT OF NO OBJECTION

I, ACIN, hereby state that I have read the Instructions to Persons Named on Page WW-6A and the associated provisions listed above, and that I have received copies of a Notice of Application, an Application for a Well Work Permit on Form WW-6A and attachments consisting of pages one (1) through _____, including the erosion and sediment control plan, if required, and the well plat, all for proposed well work on the tract of land as follows:

State:	<u>West Virginia</u>	UTM NAD 83 Easting:	<u>See Attached</u>
County:	<u>Freston</u>	UTM NAD 83 Northing:	<u>See Attached</u>
District:	<u>Lyon</u>	Public Road Access:	<u>County Route 60/6</u>
Quadrangle:	<u>Thornion</u>	Generally used farm name:	<u>Franklin M. & Peggy A. Jennings</u>
Watershed:	<u>Maple Run</u>		

I further state that I have no objection to the planned work described in these materials, and I have no objection to a permit being issued on those materials.

<p>*Please check the box that applies</p> <p><input type="checkbox"/> SURFACE OWNER</p> <p><input type="checkbox"/> SURFACE OWNER (Road and/or Other Disturbance)</p> <p><input type="checkbox"/> SURFACE OWNER (Impoundments/Pits)</p> <p><input checked="" type="checkbox"/> COAL OWNER OR LESSEE</p> <p><input type="checkbox"/> COAL OPERATOR</p> <p><input type="checkbox"/> WATER PURVEYOR</p> <p><input type="checkbox"/> OPERATOR OF ANY NATURAL GAS STORAGE FIELD</p>	<p>FOR EXECUTION BY A NATURAL PERSON</p> <p>Signature: <u>[Signature]</u></p> <p>Print Name: <u>Gregory F. Wooten</u></p> <p>Date: <u>November 3, 2017</u></p>
	<p>FOR EXECUTION BY A CORPORATION, ETC.</p> <p>Company: _____</p> <p>By: _____</p> <p>Its: _____</p>
	<p>Signature: _____</p> <p>Date: _____</p>

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02/23/2018

PRESTON COUNTY, WV HIGHWAY MAP



ARSENAL RESOURCES CONSTRUCTION PLANS FOR THE FRANKLIN JENNINGS WELL PAD LYON DISTRICT, PRESTON COUNTY, WV FEBRUARY 2017



SHEET INDEX

SHEET	TITLE SHEET	DESCRIPTION
2	EXISTING CONDITIONS	
3	OVERALL SITE PLAN	
4-8	WELL PAD ACCESS ROAD PLAN & PROFILE	
9-10	WELL PAD ACCESS ROAD SECTIONS	
11	FLOWBACK PIT ACCESS ROAD PLAN & PROFILE	
12	FLOWBACK PIT ACCESS ROAD SECTIONS	
13	WELL PAD PLAN	
14	WELL PAD PROFILE	
15	WELL PAD SECTIONS	
16	FLOWBACK PIT & STAGING AREA PLAN	
17	FLOWBACK PIT PROFILE	
18-20	FLOWBACK PIT SECTIONS	
21	TOPSOIL STOCKPILE 1 PLAN	
22	TOPSOIL STOCKPILE 2 & 3 PLAN	
23	OVERALL GEOMETRIC LAYOUT	
24	WELL PAD GEOMETRIC LAYOUT	
25	FLOWBACK PIT & STAGING AREA LAYOUT	
26	RECTANGULAR PLAN	
27	GENERAL NOTES	
28	QUANTITIES	
29-30	TYPICAL SECTIONS	
31-36	DETAILS	

DRIVING DIRECTIONS FROM NEWBURG, WV

1. TRAVEL EAST ON PRESTON COUNTY ROUTE (CR) 33 FOR APPROXIMATELY 0.1 MILES
2. TURN RIGHT ONTO REEDSVILLE PIKE (WV 92)
3. TRAVEL SOUTH APPROXIMATELY 1.3 MILES ON WV 92
4. TURN RIGHT ONTO SCOTCH HILL ROAD (CR 9211)
5. TRAVEL WEST APPROXIMATELY 0.8 MILES ON CR 9211
6. TURN LEFT ONTO OLD EVANSVILLE ROAD (CR 60)
7. TRAVEL SOUTH APPROXIMATELY 0.8 MILES ON CR 60
8. TURN RIGHT ONTO MAY ROAD (CR 604)
9. TRAVEL SOUTH APPROXIMATELY 0.1 MILES ON CR 604
10. BEAR LEFT TO REMAIN ON CR 604
11. CONTINUE SOUTH APPROXIMATELY 0.1 MILES ON CR 604
12. TURN LEFT ONTO CR 604
13. TRAVEL WEST APPROXIMATELY 200 FEET ON CR 604
14. TURN RIGHT ONTO FRANKLIN JENNINGS WELL PAD ACCESS ROAD

SITE COORDINATES

Coordinate Label	Well Pad Center	Flowback Pit Center	Access Road Beginning
WV92-N Latitude	N 39 347257"	N 39 253107"	N 39 245684"
WV92-N Longitude	W 79 082456"	W 79 279443"	W 79 029551"
WV92-N Northing	392816.773 ft	311353.899 ft	337488.216 ft
WV92-N Easting	1840767.283 m	1847909.648 m	1830183.587 m
UTM 83-12 Northing	4355915.294 m	4356227.322 m	4355725.599 m
UTM 83-12 Easting	526418.789 m	526504.225 m	526534.266 m

SURFACE HOLE COORDINATES

Coordinate Label	201	202	203	205	211	212	213	214	215	216
WV92-N Latitude	N 39 347007"	N 39 345183"	N 39 345053"	N 39 345013"	N 39 347503"	N 39 347513"	N 39 347571"	N 39 347507"	N 39 347534"	N 39 347072"
WV92-N Longitude	W 79 082527"	W 79 082527"	W 79 082527"	W 79 082527"	W 79 082527"	W 79 082527"	W 79 082527"	W 79 082527"	W 79 082527"	W 79 082527"
WV92-N Northing	392816.773 ft	392816.773 ft	392816.773 ft	392816.773 ft	392816.773 ft	392816.773 ft	392816.773 ft	392816.773 ft	392816.773 ft	392816.773 ft
WV92-N Easting	1840767.283 m	1840767.283 m	1840767.283 m	1840767.283 m	1840767.283 m	1840767.283 m	1840767.283 m	1840767.283 m	1840767.283 m	1840767.283 m
UTM 83-12 Northing	4355883.274 m	4355883.274 m	4355883.274 m	4355883.274 m	4355883.274 m	4355883.274 m	4355883.274 m	4355883.274 m	4355883.274 m	4355883.274 m
UTM 83-12 Easting	526418.789 m	526418.789 m	526418.789 m	526418.789 m	526418.789 m	526418.789 m	526418.789 m	526418.789 m	526418.789 m	526418.789 m

DISTURBANCE SUMMARY

Property Owner (District, Tax Map, Parcel)	Well Pad Disturbance (Ac.)	Total Disturbance (Ac.)
Lehigh Franklin M & Paddy A (18-12-34)	0.22	0.22
Lehigh Franklin M & Paddy A (18-12-35)	0.29	0.29
Lehigh Franklin M & Paddy A (18-12-36)	0.20	0.20
Lehigh Franklin M & Paddy A (18-12-37)	0.11	0.11
Lehigh Franklin M & Paddy A (18-12-38)	0.25	0.25
Total Disturbance	0.31	0.31

THORNTON AND FELLOWSVILLE, WV QUAD MAPS



APPROVED WVDEP OOG
7/23 5/10/2017



CONTACT INFORMATION

THE THRASHER GROUP, INC.
R. BRAD MESSINGER, PE
OFFICE: 304-624-4108
EMAIL: bradmessinger@thrashereng.com

ARSENAL RESOURCES
EDDIE CARBER
OFFICE: 724-998-1204
EMAIL: ecarber@arsenalresources.com

- APPROVED FOR PERMITS DATE: 02/14/17 BY: RBM
- APPROVED FOR BID DATE: BY:
- APPROVED FOR CONSTRUCTION DATE: BY:

REVISION NUMBER	REVISED SHEETS	BY	DATE	DESCRIPTION
1	3-0, 16 & 30	JW	05/08/17	ADDED EMERGENCY LIFTING TO FLOWBACK PIT & REVISED WELL PAD GROUP & WELL PAD (ROUND) DRAIN DETAILS

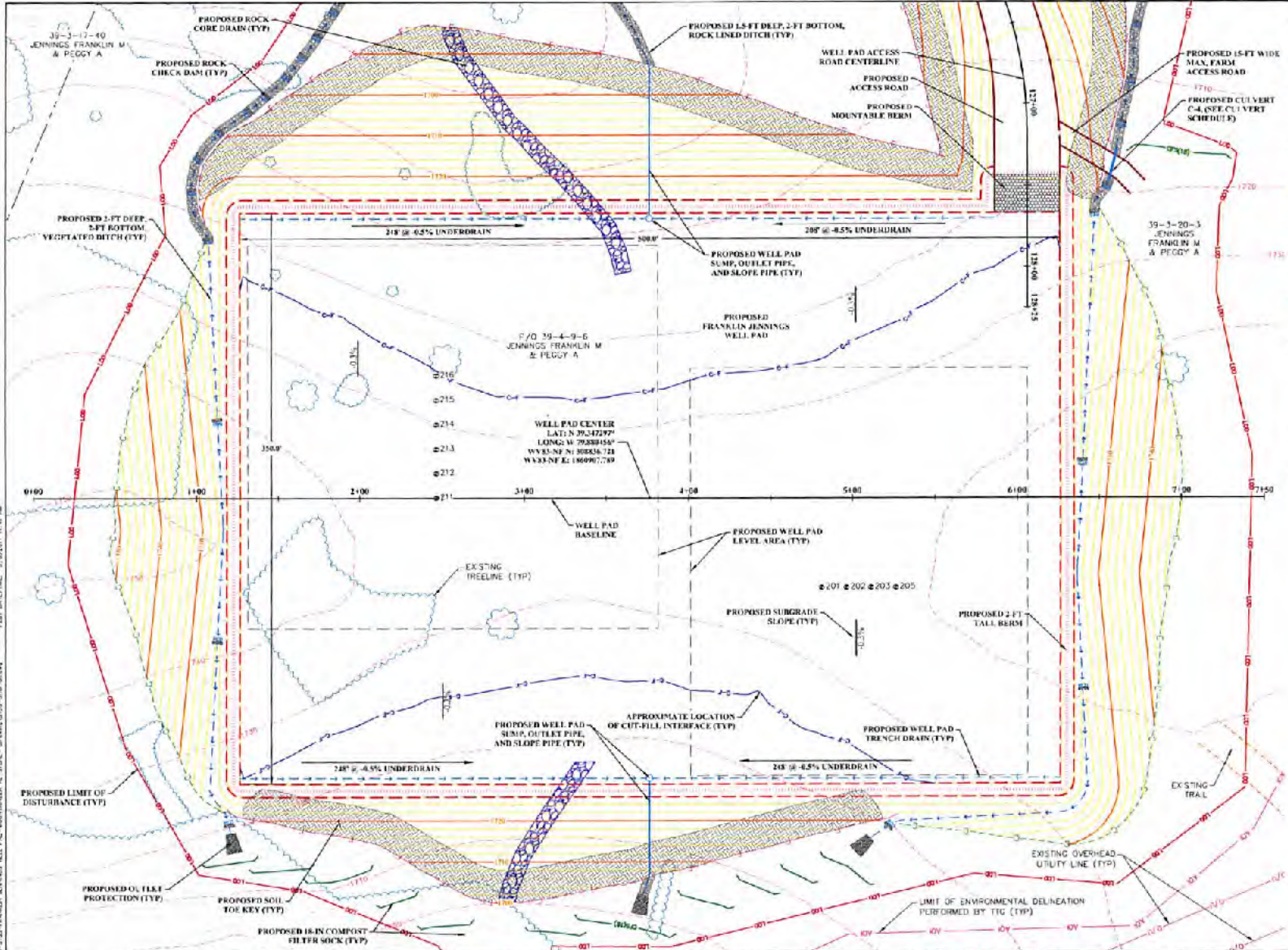
ONE CALL UTILITY SYSTEM CONTACT INFO



CONTRACTOR SHALL NOTIFY THE ONE-CALL SYSTEM OF THE INTENDED EXCAVATION OR DEMOLITION NOT LESS THAN FORTY-EIGHT (48) HOURS, EXCLUDING SATURDAYS, SUNDAYS AND STATE, FEDERAL OR STATE HOLIDAYS, NOR MORE THAN TEN (10) WORK DAYS PRIOR TO THE BEGINNING OF SUCH WORK.

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THRASHER
THE THRASHER GROUP, INC.
800 WHITE OAKS BOULEVARD - BRIDGEPORT, WV 26330
PHONE: (304) 624-4108 • FAX: (304) 624-7831



PLAN LEGEND

- ENVIRONMENTAL DELINEATION AREA OF INTEREST
- DELINEATED STREAM - PERMANENT
- DELINEATED STREAM - INTERMITTENT
- DELINEATED WETLAND - PARADISE EMERGENT (PND)
- 50-FT WETLAND BUFFER
- LIMIT OF DISTURBANCE
- PROPOSED CONTROLS
- PROPOSED SOIL TOP KEY (SEE DETAILS)
- PROPOSED CUT LIMIT
- PROPOSED FILL LIMIT
- APPROXIMATE CUT/FILL INTERFACE - ZERO CUT LINE
- PROPOSED 12-IN COMPACT FILTER SOCK (CFS)
- PROPOSED 12-IN COMPACT FILTER SOCK (CFS)
- PROPOSED 12-IN COMPACT FILTER SOCK (CFS)
- PROPOSED 18-IN COMPACT FILTER SOCK (CFS)
- PROPOSED 18-IN COMPACT FILTER SOCK (CFS)
- PROPOSED 18-IN COMPACT FILTER SOCK (CFS)
- PROPOSED ROCK LINED DITCH
- PROPOSED WELL PAD TRENCH DRAIN
- PROPOSED HOPE CULVERT
- PROPOSED ROCK CORE DRAIN
- PROPOSED ROCK CHECK DAM
- PROPOSED ROCK CHECK DAM
- PROPOSED EDGE OF WELL PAD
- PROPOSED WELL PAD LEVEL AREA
- PROPOSED WELL PAD BERM
- PROPOSED EDGE OF ACCESS ROAD
- PROPOSED EDGE OF STAGING AREA
- PROPOSED FLOWBACK PIT ACCESS ROAD BERM
- PROPOSED EDGE OF FLOWBACK PIT
- PROPOSED EDGE OF TOPSOIL STOCKPILE
- PROPOSED CHAIN LINK FENCE
- PROPOSED ORANGE CONSTRUCTION FENCE
- PROPOSED DO NOT DISTURB AREA

- ### NOTES
- ASSUMED 15M TOPSOIL DEPTH
 - ALL PROPOSED CUT AND STRUCTURAL FILL SLOPES ARE AS FOLLOWS UNLESS OTHERWISE NOTED:
 - FLOWBACK PIT EXTERIOR - 2H:1V
 - FLOWBACK PIT INTERIOR - 2.5H:1V
 - STAGING AREA & STAGING AREA ACCESS ROAD - 2H:1V
 - WELL PAD & WELL PAD ACCESS ROAD - 2.5H:1V
 - TOPSOIL STOCKPILES - 3H:1V
 - PROPOSED CONFIGS SHOWN INSIDE THE WELL PAD BERM REPRESENT THE SUBGRADE SURFACE. THE STONE SURFACE SHALL BE GRADED IN ACCORDANCE WITH THE DETAILS AND TYPICAL SECTIONS SHOWN WITHIN THESE PLANS. PROPOSED CONTROLS IN ALL OTHER LOCATIONS REPRESENT FINISH GRADE.
 - THE KEY IS SHOWN FOR REFERENCE ONLY. THE KEY SHALL BE LOCATED AND CONSTRUCTED IN ACCORDANCE WITH THE NOTES AND DETAILS WITHIN THESE PLANS.

APPROVED
WVDEP OOG
2/21 5/10/2017



LAYOUT TAB: 11-00-PLAN CAD FILE: 11-000-110-Franklin_Jennings_Well_Pad.dwg DATE: 5/10/2017 11:41 AM

NO.	DATE	DESCRIPTION



SCALE:	DATE:
DRAWN:	DATE:
CHECKED:	DATE:
APPROVED:	DATE:
SURVEY DATE:	
SURVEY BY:	
FIELD BOOK NO.:	



PHASE NO.:	
CONTRACT NO.:	
PROJECT NO.:	
	101-030-3133

ARSENAL RESOURCES
 CONSTRUCTION PLANS FOR THE
 FRANKLIN JENNINGS WELL PAD
 PRESTON COUNTY, WEST VIRGINIA
 WELL PAD PLAN

SHEET NO. **13**