



west virginia department of environmental protection

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

Earl Ray Tomblin, Governor
Randy C. Huffman, Cabinet Secretary
www.dep.wv.gov

PERMIT MODIFICATION APPROVAL

October 01, 2015

EQT PRODUCTION COMPANY
120 PROFESSIONAL PLACE
BRIDGEPORT, WV 26330

Re: Permit Modification Approval for API Number 8510195, Well #: 514082

Extend Lateral

Oil and Gas Operator:

The Office of Oil and Gas has reviewed the attached permit modification for the above referenced permit. The attached modification has been approved and well work may begin. Please be reminded that the oil and gas inspector is to be notified twenty-four (24) hours before permitted well work is commenced.

Please call James Martin at 304-926-0499, extension 1654 if you have any questions.

Sincerely,

A handwritten signature in black ink that reads "Gene Smith For".

Gene Smith
Assistant Chief of Permitting
Office of Oil and Gas

Promoting a healthy environment.

10/02/2015



September 1, 2015

Mr. Gene Smith
West Virginia Department of Environmental Protection
Office of Oil and Gas
601 57th Street SE
Charleston, WV 25304

4708510195 Mod 2

Re: Modification of 47-085-10195

Dear Mr. Smith,

Enclosed is an updated WW-6B, schematics, WW-6A1, rec plan and mylar plat, signed by the inspector. EQT would like to revise the length of the lateral. The top hole has not changed.

If you have any questions, please do not hesitate to contact me at (304) 848-0076.

Sincerely,

Vicki Roark
Permitting Supervisor-WV

Enc.

~~cc: Douglas Newton~~

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

1) Well Operator: EQT Production Company
Operator ID 306686 County 085 District 4 Quadrangle 526

2) Operator's Well Number: 514082 Well Pad Name OXF122

3) Farm Name/Surface Owner : Richard L & Sheryl A Ray Public Road Access: Co Rt 22/3

4) Elevation, current ground: 1,111.0 Elevation, proposed post-construction: 1,111.0

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

Other _____

(b) If Gas: Shallow Deep

Horizontal

6) Existing Pad? Yes or No: yes

7) Proposed Target Formation(s), Depth(s), Anticipated Thicknesses and Associated Pressure(s):

Target formation is Marcellus at a depth of 6494 with the anticipated thickness to be 54 feet and anticipated target pressure of 2190 PSI

Top of Marcellus: 6461

8) Proposed Total Vertical Depth: 6494

9) Formation at Total Vertical Depth: Marcellus

10) Proposed Total Measured Depth: 19619

11) Proposed Horizontal Leg Length 12,227

12) Approximate Fresh Water Strata Depths: 236

13) Method to Determine Fresh Water Depth: By offset wells

14) Approximate Saltwater Depths: N/A

15) Approximate Coal Seam Depths: 929

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

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

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

4708510195
Mod 2
Michael Goff
9-4-2015

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CASING AND TUBING PROGRAM

18)

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.)
Conductor	20	New	MC-50	81	40	40	38 C.T.S.
Fresh Water	13 3/8	New	MC-50	54	1,056	1,056	915 C.T.S.
Coal	-	-	-	-	-	-	-
Intermediate	9 5/8	New	MC-50	40	2,940	2,940	1,146 C.T.S.
Production	5 1/2	New	P-110	20	19,619	19,619	See Note 1
Tubing	2 3/8		J-55	4.6			May not be run, if run will be set 100' less than TD
Liners							

4708510
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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	20	24	0.375	-	18	Construction	1.18
Fresh Water	13 3/8	17 1/2	0.38	2,480	2,184	* See Note 2	1.21
Coal							
Intermediate	9 5/8	12 3/8	0.395	3,590	3,160	* See Note 2	1.21
Production	5 1/2	8 1/2	0.361	12,640	10,112	-	1.27/1.86
Tubing							
Liners							

Packers

Kind:	N/A			
Sizes:	N/A			
Depths Set:	N/A			

Note 1: EQT plans to bring the TOC on the production casing cement job 1,000' above kick off point, which is at least 500' above the shallowest production zone, to avoid communication.

Note 2: Reference Variance 2014-17. (Attached)

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

Drill and complete a new horizontal well in the Marcellus formation. The vertical drill to go down to an approximate depth of 4294'.
Then kick off the horizontal leg into the formation using a slick water frac.

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

Hydraulic fracturing is completed in accordance with state regulations using water recycled from previously fractured wells and obtained from freshwater sources. This water is mixed with sand and a small percentage (less than 0.3%) of chemicals (including 15% Hydrochloric acid, gelling agent, gel breaker, friction reducer, biocide, and scale inhibitor), referred to in the industry as a "slickwater" completion. Maximum anticipated internal casing pressure is expected to average approximately 8500 psi, maximum anticipated treating rates are expected to average approximately 100 bpm. Stage lengths vary from 150 to 300 feet. Average approximately 200,000 barrels of water per stage. Sand sizes vary from 100 mesh to 20/40 mesh. Average approximately 200,000 pounds of sand per stage.

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

29.51

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

18.14

23) Describe centralizer placement for each casing string.

- Surface: Bow spring centralizers – One at the shoe and one spaced every 500'.
- Intermediate: Bow spring centralizers – One cent at the shoe and one spaced every 500'.
- Production: One spaced every 1000' from KOP to Int csg shoe

4708510195 Mod 2

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

Surface (Type 1 Cement): 0-3% Calcium Chloride

Used to speed the setting of cement slurries.

0.4% flake. Loss Circulation Material (LCM) is used to combat the loss of the cement slurry to a thief zone.

Intermediate (Type 1 Cement): 0-3% Calcium Chloride. Salt is used in shallow, low temperature formations to speed the setting of cement slurries. 0.4% flake. Loss Circulation Material (LCM) is used to combat the loss of whole drilling fluid or cement slurry (not filtrate) to a thief zone.

Production:

Lead (Type 1 Cement): 0.2-0.7% Lignosulfonate (Retarder). Lengthens thickening time.

0.3% CFR (dispersant). Makes cement easier to mix.

Tail (Type H Cement): 0.25-0.40% Lignosulfonate (Retarder). Lengthens thickening time.

0.2-0.3% CFR (dispersant). This is to make the cement easier to mix.

60 % Calcium Carbonate. Acid solubility.

0.4-0.6% Halad (fluid loss). Reduces amount of water lost to formation.

25) Proposed borehole conditioning procedures. Surface: Circulate hole clean (Approximately 30-45 minutes) rotating & reciprocating

one full joint until cuttings diminish at surface. When cuttings returning to surface diminish, continue to circulate an additional 5 minutes. To ensure that there is no fill, short trip two stands with no circulation. If there is fill, bring compressors back on and circulate hole clean. A constant rate of higher than expected cuttings volume likely indicates washouts that will not clean up.

Intermediate: Circulate hole clean (Approximately 30-45 minutes) rotating & reciprocating one full joint until cuttings diminish at surface. When cuttings returning to surface diminish, continue to circulate an additional 5 minutes. If foam drilling, to enhance hole cleaning use a soap sweep or increase injection rate & foam concentration.

Production: Pump marker sweep with nut plug to determine actual hole washout. Calculate a gauge holes bottoms up volume.

Perform a cleanup cycle by pumping 3-5 bottoms up or until the shakers are clean. Check volume of cuttings coming across the shakers every 15 minutes.

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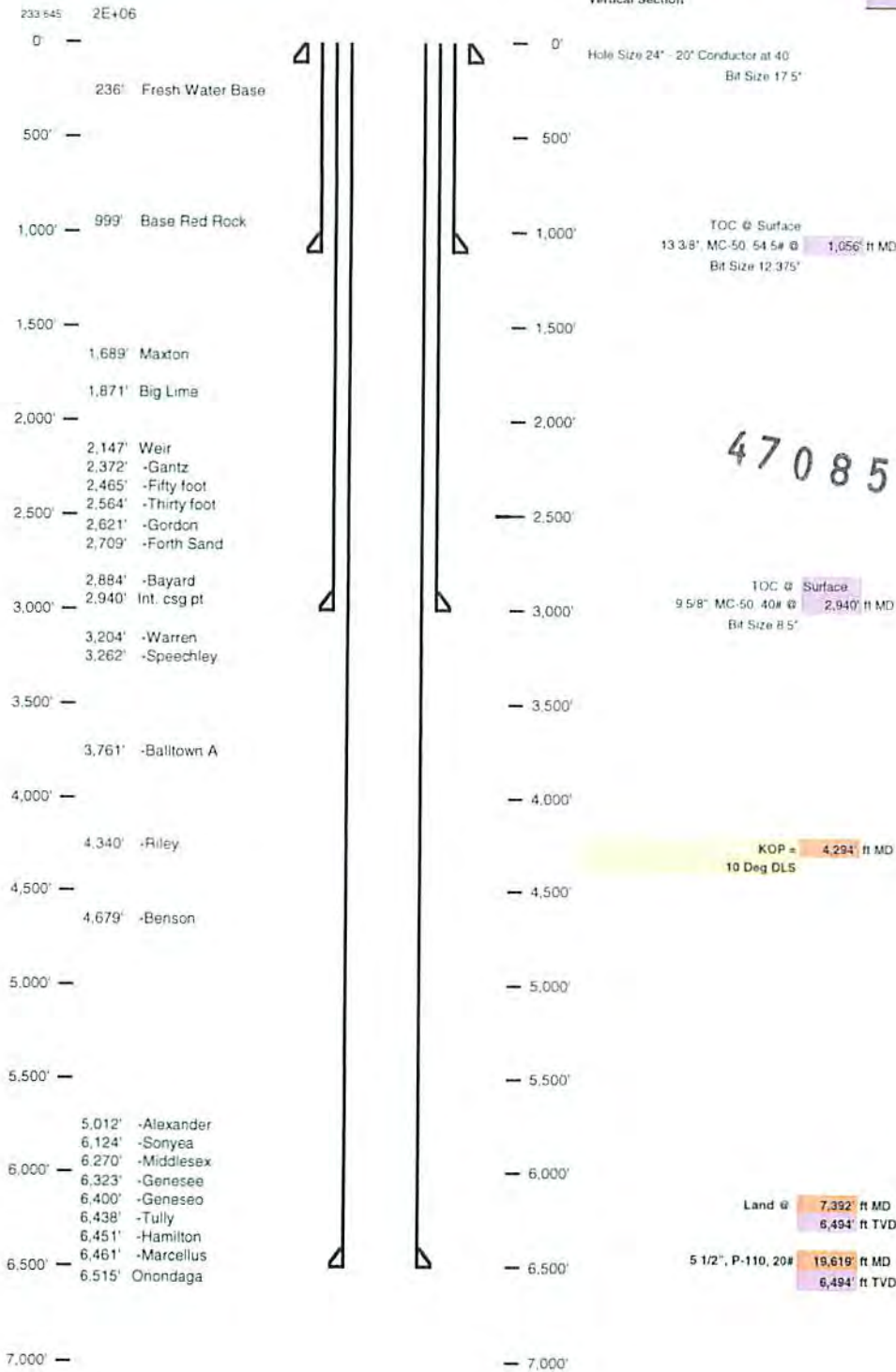
*Note: Attach additional sheets as needed.

Well Schematic
EQT Production

Well Name: 514082 (OXF122H8)
County: Ritchie
State: West Virginia

Elevation KB:
Target Prospect
Azimuth
Vertical Section

1124
Marcellus
161
12140



4708510195
Mod 2

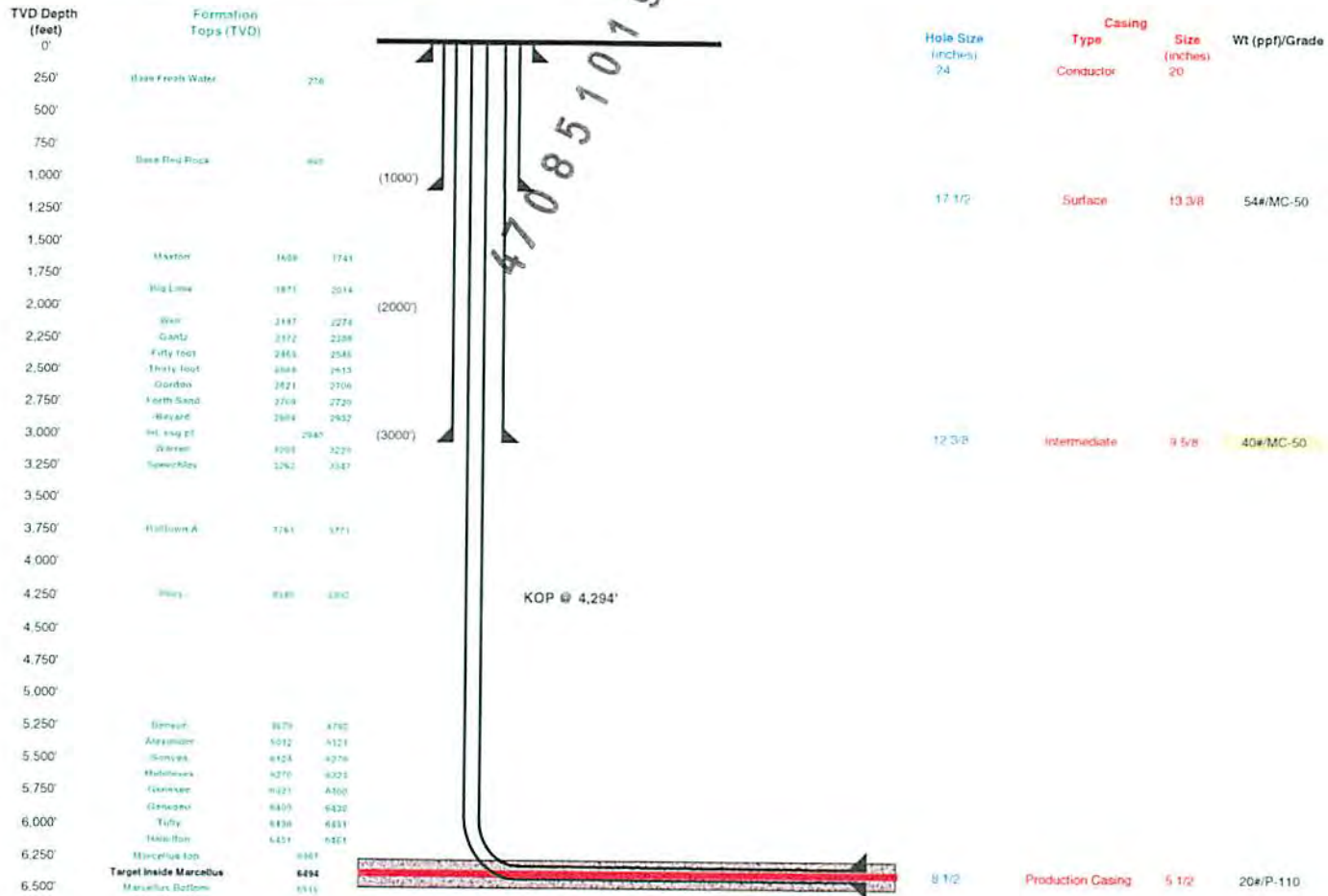
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Well 514082 (OXF122H8)
 EQT Production
 Oxford Quad
 Ritchie West Virginia

Azimuth 161
 Vertical Section 12146



Proposed Well Work
 Drill and complete a new horizontal well in the Marcellus formation.
 The vertical drill to go down to an approximate depth of 4294'.
 Then kick off the horizontal leg into the formation using a slick water frac.

Land curve @ 6,494' ft TVD
 7,392' ft MD
 Est. TD @ 6,494' ft TVD
 19,619' ft MD
 12,227' ft Lateral

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 a/u

**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)**

4708510195
MOD 2

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
<u>105953</u>			min pd 1/8th	
	William Adams, et ux	The Philadelphia Company of West Virginia		LB29/244
	The Philadelphia Company of West Virginia	Pittsburgh and West Virginia Gas Company		LB55/362
	Pittsburgh and West Virginia Gas Company	Equitable Gas Company		LB126/473
	Equitable Gas Company	Equitrans, Inc.		LB201/253
	Equitrans, Inc.	Equitable Production-Eastern States, Inc.		LB234/830
	Equitable Production-Eastern States, Inc.	Equitable Production Company		DB281/346 Doddridge
	Equitable Production Company	EQT Production Company		DB281/346 Doddridge
<u>987352</u>			min pd 1/8th	
	Michael Marion McKenzie	EQT Production Company		LB252/989
<u>987351</u>			min pd 1/8th	
	Jenny Catherine Burbank	EQT Production Company		LB253/576
	Charles T. Reed	EQT Production Company		LB254/698
	James L. Reed	EQT Production Company		LB254/701
	Michael Marion McKenzie	EQT Production Company		LB255/717
	Donald E. Reed	EQT Production Company		LB256/355
	Jerry R. Reed	EQT Production Company		LB257/514
<u>1.1893533367</u>			min pd 1/8th	
	W. M. Lipscomb, et ux	Carnegie Natural Gas Company		LB46/187
	Carnegie Natural Gas Company	Carnegie Production Company		LB228/859
	Carnegie Production	Equitable Resources Inc.		See attached
	Equitable Resources Inc.	Equitable Production Co.		DB274/471
	Equitable Production Co.	EQT Production Company		DB281/346 Doddridge
<u>710486</u>				
	Lewis Garrison, et ux	Carnegie Natural Gas Company		LB42/4
	Carnegie Natural Gas Company	Carnegie Production Company		LB228/859
	Carnegie Production Company/USX	Equitable Resources Inc.		See attached
	Equitable Resources Inc.	Equitable Production Co.		DB274/471
	Equitable Production Co.	EQT Production Company		DB281/346 Doddridge

Upon information and belief, Operator's lease and/or other real property rights permit it to conduct drilling operations for the subject well in the location shown on the plat, including under any public roads that the well lateral crosses.

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

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

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

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

Well Operator: EQT Production Company
By: 
Its: Permitting Supervisor

4708510195 Mo72

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SEP 10 2015

WV Department of

10/02/2015

PURCHASE AND SALE AGREEMENT

PURCHASE AND SALE AGREEMENT, dated as of *May 27, 1999* (this "Agreement"), by and between **USX CORPORATION**, a Delaware corporation, ("USX") and **EQUITABLE RESOURCES, INC.**, a Pennsylvania corporation (hereinafter referred to as "Buyer").

WHEREAS, USX owns directly or indirectly all of the outstanding capital stock or other evidence of an equity interest of the following companies (each a "Carnegie Company" and collectively the "Carnegie Companies"), which are involved in one or more of the production, gathering, transportation, treatment, distribution and sale of natural gas: (i) Carnegie Natural Gas Company, a Pennsylvania corporation, ("Carnegie"), (ii) Carnegie Interstate Pipeline Company, a Delaware corporation, ("CIPCO"), (iii) Carnegie Production Company, a Pennsylvania corporation, ("CPC"), (iv) Carnegie Natural Gas Sales, Inc., a Delaware corporation, ("CNGS") and (v) Carnegie Gas Storage, LLC, a Delaware limited liability company, ("CGS"); and

WHEREAS, USX desires to sell to Buyer and Buyer desires either for itself and/or one or more designated subsidiaries to purchase from USX one hundred percent (100%) of the capital stock and other evidence of equity interest in the Carnegie Companies;

NOW, THEREFORE, for and in consideration of the premises and the representations, warranties, covenants and agreements herein set forth and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto, intending to be legally bound, agree as follows:

ARTICLE I
DEFINITIONS

Unless otherwise specifically stated in the text of this Agreement, the following terms shall have the following meanings:

Section 1.1 The "1935 Act" shall mean the Public Utility Holding Company Act of 1935, as amended.

-1-

Received

JUL 22 2015

Office of Oil and Gas
WV Dept. of Environmental Protection

10/02/2015

Section 12.6 Names, Trademarks, Etc. USX and its Affiliates will discontinue use of the Carnegie and Apollo Names as promptly as practicable after the Closing.

IN WITNESS WHEREOF, the undersigned have caused this Agreement to be subscribed by their respective representatives duly authorized as of the date first above written.

USX CORPORATION

By: [Signature]
Typed Name: V. G. Bightal
Title: Vice Chairman - Marathon Group

APPROVED
AS TO FORM
[Signature]

EQUITABLE RESOURCES, INC.

By: [Signature]
Typed Name: David L. Forgas
Title: Senior Vice President and Chief Financial Officer

Received

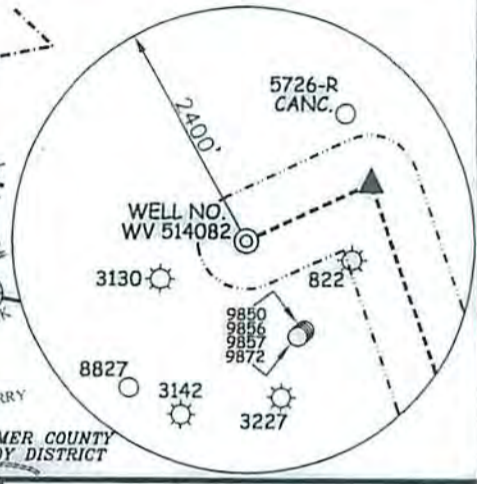
JUL 22 2015

Office of Oil and Gas
NY Dept. of Environmental Protection

10/02/2015

**EQT PRODUCTION COMPANY
W.M. ADAMS LEASE
402 ACRES±
WELL NO. WV 514082**

(S.P.C. NORTH ZONE) (UTM(M) ZONE 17 NORTH)
 NAD'27 S.P.C.(FT) N. 233,055.86 E. 1,622,354.26
 NAD'27 GEO. LAT-(N) 39.132192 LONG-(W) 80.831298
 NAD'83 UTM (M) N. 4,331,469.39 E. 514,596.11
LANDING POINT
 NAD'27 S.P.C.(FT) N. 233,645.26 E. 1,623,654.39
 NAD'27 GEO. LAT-(N) 39.133863 LONG-(W) 80.826744
 NAD'83 UTM (M) N. 4,331,655.56 E. 514,989.19
BOTTOM HOLE
 NAD'27 S.P.C.(FT) N. 222,076.76 E. 1,627,611.30
 NAD'27 GEO. LAT-(N) 39.102264 LONG-(W) 80.812201
 NAD'83 UTM (M) N. 4,328,151.44 E. 516,253.45



A	MALAKI SPENCER	7.204 ACRES±
B	ZAVADA & SUNRAK SPENCER	7.202 ACRES±
C	MELVIN & MARY BRITTON	7.226 ACRES±
D	CAZJUN SPENCER	2.278 ACRES±
E	CHARA RUMMEL	7.204 ACRES±
F	CEMETERY	0.467 ACRES±
G	MELVIN BRITTON	3.57 ACRES±
H	COASTAL FOREST RESOURCES COMPANY d/b/a COASTAL TIMBERLANDS COMPANY	145.192 ACRES± TM SW-16-04
I	JEFFREY A. SPERRY	72.86 ACRES±

LEGEND

LEASE LINE	---
SURFACE LINE	---
WELL LATERAL	---
OFFSET LINE	---
TIE LINE	---
CREEK	---
ROAD	---
FENCE LINE	---
COUNTY ROUTE	---
PROPOSED WELL	○
EXISTING WELL	⊙
PERMITTED WELL	⊙
RITCHIE COUNTY UNION DISTRICT TAX MAP-PARCEL	TM U-00-00
DODDRIDGE COUNTY SOUTHWEST DISTRICT TAX MAP-PARCEL	TM SW-00-00

Professional Energy Consultants
 A DIVISION OF SMITH LAND SURVEYING, INC.

 SURVEYORS
 ENGINEERS
 ENVIRONMENTAL
 PROJECT MGMT.
 (304) 482-8834 WWW.SLSURVEYS.COM

ROYALTY OWNERS

ADELE McDUGAL ET AL	2000 AC±	LEASE NO. 109481
MICHAEL M. MCKENZIE ET AL	57 AC±	LEASE NO. 987352
MICHAEL M. MCKENZIE ET AL	199.75 AC±	LEASE NO. 987351
ROBERT E. HAMMETT ET AL	30 AC±	LEASE NO. 1.1893533367
JANE L. GARRISON ET AL	246 AC±	LEASE NO. 710486

NOTES ON SURVEY

1. NO WATER WELLS WERE FOUND WITHIN 250' OF PROPOSED GAS WELL. NO AGRICULTURAL BUILDINGS ≥ 2500 SQ. FT. OR DWELLINGS WERE FOUND WITHIN 625' OF THE CENTER OF PROPOSED WELL PAD.

ADAMS APPROXIMATE SURFACE AND LEASE BOUNDARY

WOODS
 RAY N 58°17' E 394.76'
 34" RED OAK
 EXISTING A.P.I. #'S
 H1- 09856H-CANC.
 H2- 10087H(09872H-CANC.)
 H3- 09857H-CANC.
 H5- 10086H(09850H-CANC.)
 H6- 10085H
 H8- 10195H

OXF122 WELLS
 H1-WV 512426
 H2-WV 512427
 H3-WV 512428
 H4-WV 512500
 H5-WV 512501
 H6-WV 513762
 H7-WV 514081
H8-WV 514082

1" = 200'

REFERENCES

MAG
 9/4/2015
 MOD2
 STAKE



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 THE REGULATIONS ISSUED AND PRESCRIBED BY THE DIVISION OF ENVIRONMENTAL PROTECTION.

P.S. 849 *C. Victor Moyers*

(+) DENOTES LOCATION OF WELL ON UNITED STATES TOPOGRAPHIC MAPS.
 DATE JANUARY 13, 20 14
 REVISED 07/02/15 & 08/10/15
 OPERATORS WELL NO. WV 514082
 API WELL NO. 47-085-10195
 STATE 085 COUNTY 10195 PERMIT

MINIMUM DEGREE OF ACCURACY 1 / 2500 FILE NO. 6811P514082R3
 HORIZONTAL & VERTICAL CONTROL DETERMINED BY DGPS (SURVEY GRADE TIE TO CORS NETWORK) SCALE 1" = 2000'

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

WELL TYPE: OIL GAS INJECTION WASTE DISPOSAL IF "GAS" PRODUCTION STORAGE DEEP SHALLOW

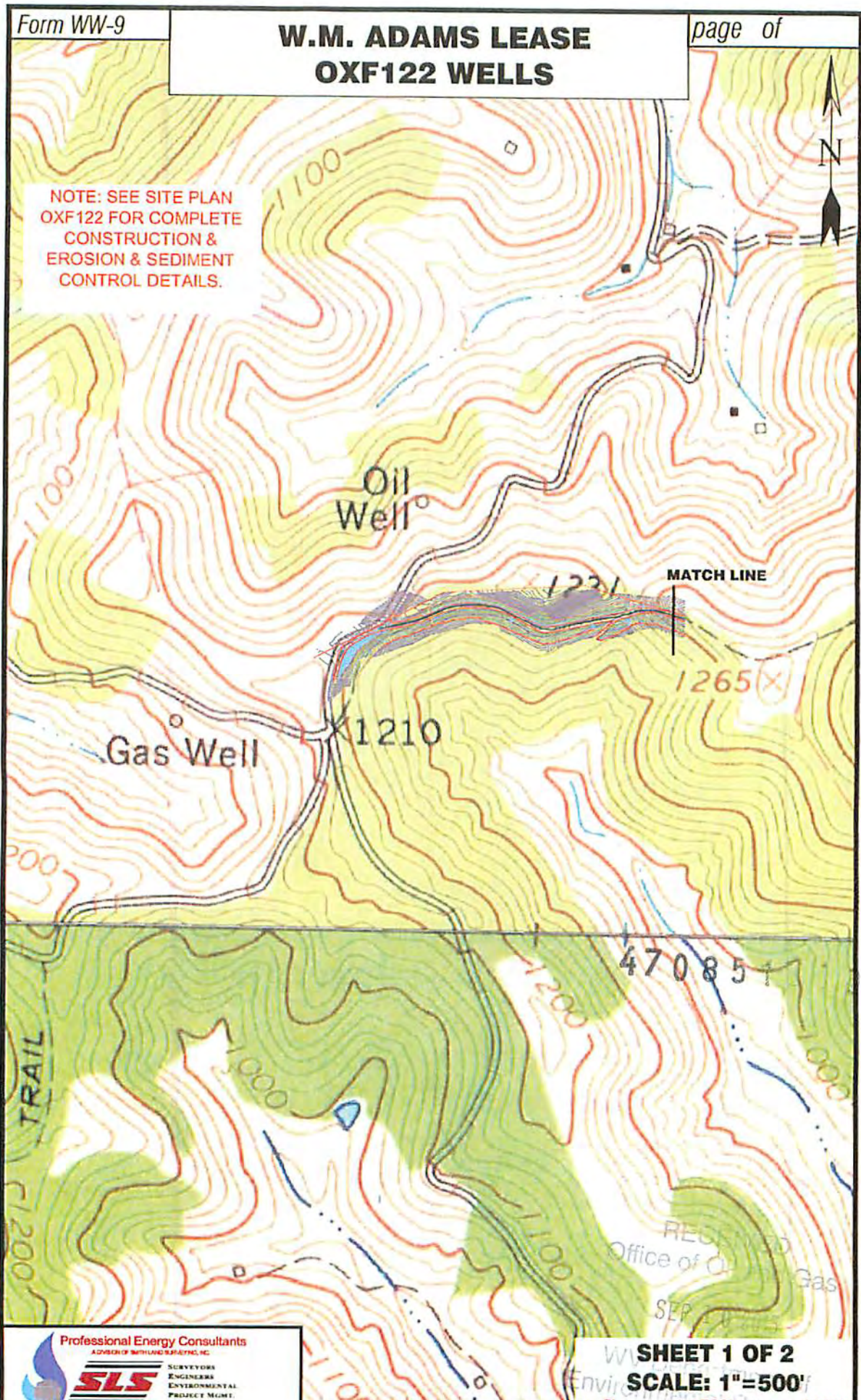
LOCATION: ELEVATION 1,111'(PAD ELEVATION) WATERSHED STRAIGHT FORK
 DISTRICT UNION COUNTY RITCHIE QUADRANGLE OXFORD 7.5'
 SURFACE OWNER RICHARD L. & SHERYL A. RAY ACREAGE 255.50±
 ROYALTY OWNER HAUGHT FAMILY TRUST ET AL ACREAGE 402±
 PROPOSED WORK: LEASE NO. 105953
 DRILL CONVERT DRILL DEEPER REDRILL FRACTURE OR STIMULATE PLUG OFF OLD FORMATION
 PERFORATE NEW FORMATION PLUG AND ABANDON CLEAN OUT AND REPLUG OTHER
 PHYSICAL CHANGE IN WELL (SPECIFY) _____ TARGET FORMATION MARCELLUS
 ESTIMATED DEPTH TVD 6,461'

WELL OPERATOR EQT PRODUCTION COMPANY DESIGNATED AGENT REX C. RAY
 ADDRESS 115 PROFESSIONAL PLACE P.O. BOX 280 BRIDGEPORT, WV 26330 ADDRESS 115 PROFESSIONAL PLACE P.O. BOX 280 BRIDGEPORT, WV 26330

COUNTY NAME PERMIT

W.M. ADAMS LEASE OXF122 WELLS

NOTE: SEE SITE PLAN
OXF122 FOR COMPLETE
CONSTRUCTION &
EROSION & SEDIMENT
CONTROL DETAILS.



Oil Well

Gas Well

1210

MATCH LINE

1265(X)

470851

TRAIL

5' Mod 2

MDC
9/8/2015

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A DIVISION OF MITHRAS ENERGY, INC.



SURVEYORS
ENGINEERS
ENVIRONMENTAL
PROJECT MGMT.

SHEET 1 OF 2
SCALE: 1"=500'



DRAWN BY K.D.W.	FILE NO. 6811	DATE 07-02-15	CADD FILE: 6811ECPAN.dwg
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TOPO SECTIONS OF OXFORD 7.5'
TOPO QUADRANGLE

10/02/2015

W.M. ADAMS LEASE OXF122 WELLS

NOTE: SEE SITE PLAN
OXF122 FOR COMPLETE
CONSTRUCTION &
EROSION & SEDIMENT
CONTROL DETAILS.

MATCH LINE

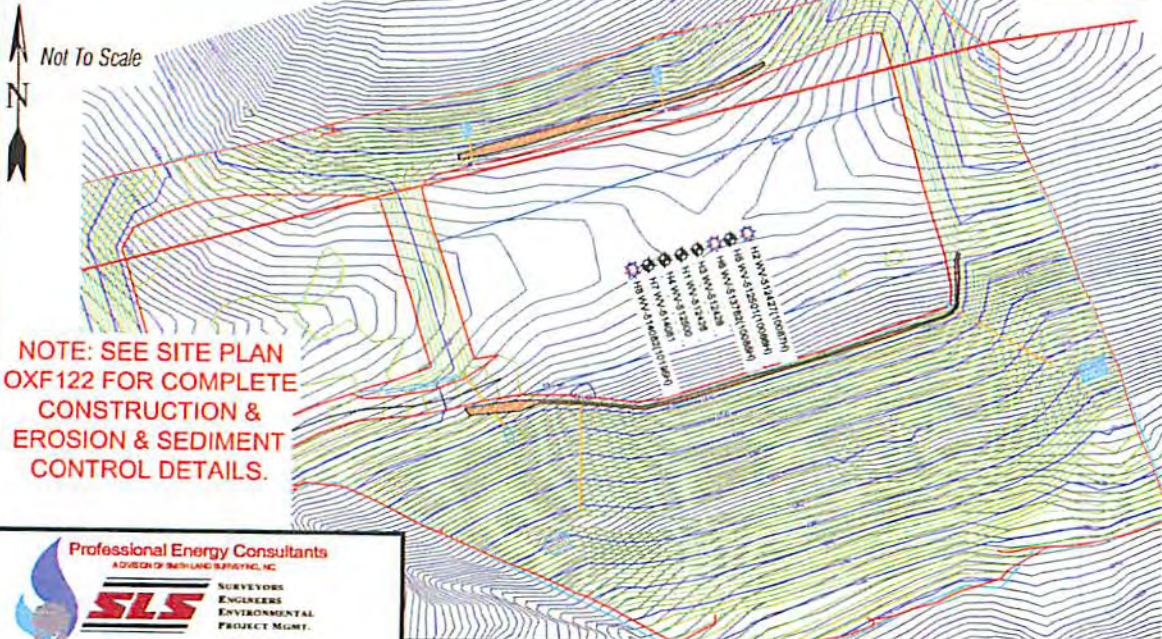
DRIDGE-
RITCHIE
CO



SHEET 2 OF 2
SCALE: 1"=500'



Detail Sketch for Proposed OXF122 Well No.s WV 512426, WV 512427, WV 512428, WV 512500, WV 512501, WV 513762, WV 514081 & WV 514082



NOTE: SEE SITE PLAN
OXF122 FOR COMPLETE
CONSTRUCTION &
EROSION & SEDIMENT
CONTROL DETAILS.



DRAWN BY: K.D.W. FILE NO.: 6811 DATE: 07-02-15 CADD FILE: SLS\REFPLAN.dwg

TOPO SECTIONS OF OXFORD 7.5'
TOPO QUADRANGLE

10/02/2015

Mod 2

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9/4/15