



GARFIELD COUNTY
Building & Planning Department
108 8th Street, Suite 401
Glenwood Springs, Colorado 81601
Telephone: 970.945.8212 Facsimile: 970.384.3470
www.garfield-county.com

Special Use Permit

GENERAL INFORMATION

(To be completed by the applicant.)

- Street Address / General Location of property: 6 miles west of Parachute, located between I-70 and Highway 6&24
- Legal Description: see attached
- Existing Use & Size of Property in acres: vacant 77 acres
- Description of Special Use Requested: Storage and staging of heavy trucks, office and maintenance shop.
- Zone District: A/R/Rd or R/L
- Name of Property Owner (Applicant): Frac Tech Services, LLC
- Address: 16858 IH 20 Telephone: 817-850-1008
- City: Cisco State: TX Zip Code: 81505 FAX: 970-245-3674
- Name of Owner's Representative, if any (Attorney, Planner, etc):
Development Construction Services
- Address: 2350 G Road, Suite 240 Telephone: 970-242-3674
- City: Grand Junction State: CO Zip Code: 81505 FAX: 970-245-3674

STAFF USE ONLY

- Doc. No.: _____ Date Submitted: _____ TC Date: _____
- Planner: _____ Hearing Date: _____

Exhibit A

The SE1/4NW1/4, the NE1/4SW1/4, the NW1/4SW1/4, and Lot 2 of Section 27, Township 7 South, Range 96 West of the 6th P.M.

The SW1/4SW1/4 of Section 27, Township 7 South, Range 96 West of 6th P.M. except that part of said SW1/4SW1/4 lying south of the southerly boundary of U.S. Highway No. 6 and 24.

That part of Lot 1 and of the W1/2NE1/4 of Section 27, Township 7 South, Range 96 West of the 6th P.M., described as: Beginning at a point on the westerly boundary line of said W1/2NE1/4 285 feet southerly of the North quarter corner of said Section 27; thence S. 59°35' E. 248 feet; thence S. 22°58' E. 285 feet; thence S. 87°46' E. 178 feet; thence S. 23°35' E. 290 feet; thence S. 63°54' E. 289 feet; thence S. 51°44' E. 545 feet; thence 47°47'E. 378 feet; thence S. 29°09' E. 228 feet; thence S. 74°13' E. 121 feet; thence S. 49°37' E. 176 feet to the Northwesterly bank of the Colorado River; thence southwesterly along said bank of said River to its intersection with the south boundary line of said Lot 1; thence westerly along said South boundary line to the Southwest corner of said W1/2NE1/4, and thence northerly along the westerly boundary line of said W1/2NE1/4 to the point of beginning.

Except all that part Northwest of Interstate 70.

Also Excepting therefrom:

- (a) All real property described in Deeds recorded August 10, 1962 in Book 343 at page 569 and Re-recorded in Book 343 at page 426.
- (b) All real property that was taken by Rule and Order of Case No. 81CV164 recorded January 4, 1988 in Book 727 at Page 255 as Reception Number 388735.
- (c) All real property described in Deeds recorded March 16, 1989 in Book 567 at Page 502 as Reception Number 312881, recorded March 16, 1989 in Book 567 at Page 503 as reception Number 312882 and recorded March 16, 1981 in Book 567 at Page 504 as Reception Number 312883.

All Parcels being situated in the County of Garfield, State of Colorado.

**Project Narrative For
Special Use Permit Application
For Frac Tech Services, LLC.**

Project located 4.5 miles west of Parachute, CO
Submitted to Garfield County 12/13/06

**Prepared by
Development Construction Services**



Development Construction Services, Inc.

The Starting Place

2350 G Road, Ste. 240
Grand Junction, CO 81505

I. APPLICATION SUBMITTAL REQUIREMENTS

As a minimum, specifically respond to all the following items below and attach any additional information to be submitted with this application:

1. Please submit, in narrative form, the nature and character of the Special Use requested. Submit plans and supporting information (i.e. letters from responsible agencies). Include specifications for the proposed use including, but not limited to, the hours of operation, the number and type of vehicles accessing the site on a daily, weekly and/or monthly basis, and the size and location of any existing and/or proposed structures that will be used in conjunction with the proposed use, and provisions for electric power service and any other proposed utility improvements. Be specific.
2. If you will be using water or will be treating wastewater in conjunction with the proposed use, please detail the amount of water that would be used and the type of wastewater treatment. If you will be utilizing well water, please attach a copy of the appropriate well permit and any other legal water supply information, including a water allotment contract or an approved water augmentation plan to demonstrate that you have legal and adequate water for the proposed use.
3. Submit a site plan /map drawn to scale that portrays the boundaries of the subject property, all existing and proposed structures on the property, and the County or State roadways within one (1) mile of your property. If you are proposing a new or expanded access onto a County or State roadway, submit a driveway or highway access permit.
4. Submit a vicinity map showing slope / topography of your property, for which a U.S.G.S. 1:24,000 scale quadrangle map will suffice.
5. Submit a copy of the appropriate portion of a Garfield County Assessor's Map showing all the subject property and public and private landowners adjacent to your property (which should be delineated). In addition, submit a list of all property owners, public and private landowners and their addresses adjacent to or within 200 ft. of the site. This information can be obtained from the Assessor's Office. We will also need the names (if applicable) of all mineral right owners of the subject property. (That information can be found in your title policy under Exceptions to Title).
6. Submit a copy of the deed and a legal description of the subject property.
7. If you are acting as an agent for the property owner, you must attach an acknowledgement from the property owner that you may act in his/her behalf.
8. Submit an statement that specifically responds to each of the following criteria from Section 5.03 of the Zoning Regulations:
 - (1) Utilities adequate to provide water and sanitation service based on accepted engineering standards and approved by the Board of County Commissioners shall either be in place or shall be constructed in conjunction with the proposed use.
 - (2) Street improvements adequate to accommodate traffic volume generated by the proposed use and to provide safe, convenient access to the use shall either be in place or shall be constructed in conjunction with the proposed use;
 - (3) Design of the proposed use is organized to minimize impact on and from adjacent uses of land through installation of screen fences or landscape materials on the periphery

of the lot and by location of intensively utilized areas, access points, lighting and signs in such a manner as to protect established neighborhood character;

9. Depending on the type of Special Use Permit requested, you may need to respond to additional review standards in the Garfield County Zoning Resolution Section 5.00 [Supplementary Regulations]. This may include uses such industrial uses [section 5.03.07 & 5.03.08], Accessory Dwelling Units [section 5.03.21], Utility line/Utility Substations, etc. Specific sections of the Zoning Resolution which can be located on the Garfield County web site at http://www.garfield-county.com/building_and_planning/index.htm, or information can be obtained from this office.
10. A \$400.00 Base Fee: Applicant shall sign the "Agreement for Payment" form and provide the fee with the application.
11. Submit 2 copies of this completed application form and all the required submittal materials to the Building and Planning Department. Staff will request additional copies once the Special Use Permit application has been deemed technically complete.


II. PROCEDURAL REQUIREMENTS

(The following steps outline how the Special Use Permit Application review process works in Garfield County.)

1. Submit this completed application form, base fee, and all supplemental information to the Garfield County Planning Department. It will be received and given to a Staff Planner who will review the application for technical completeness.
2. Once the application is deemed technically complete, the Staff Planner will send you a letter indicating the application is complete. In addition, Staff will also send you a "Public Notice Form(s)" indicating the time and date of your hearing before the Board of County Commissioners. Prior to the public hearing, Staff will provide you with a Staff Memorandum regarding your requested Special Use. (If Staff determines your application to be deficient, a letter will be sent to you indicating that additional information is needed to deem your application complete.)
3. It is solely the Applicant's responsibility to ensure proper noticing occurs regarding the requested Special Use and the public hearing. **If proper notice has not occurred, the public hearing will not occur.** Notice requirements are as follows:
 - a. Notice by publication, including the name of the applicant, description of the subject lot, a description of the proposed special use and nature of the hearing, and the date, time and place for the hearing shall be given once in a newspaper of general circulation in that portion of the County in which the subject property is located at least thirty (30) but not more than sixty (60) days prior to the date of such hearing, and proof of publication shall be presented at hearing by the applicant.
 - b. Notice by mail, containing information as described in the paragraph above, shall be mailed to all owners of record as shown in the County Assessor's Office of lots within two hundred feet (200') of the subject lot and to all owners of mineral interest in the subject property at least thirty (30) but not more than sixty (60) days prior to such hearing time by certified return receipt mail, and receipts shall be presented at the hearing by the applicant.

- c. The site shall be posted such that the notice is clearly and conspicuously visible from a public right-of-way, with notice signs provided by the Planning Department. The posting must take place at least thirty (30) but not more than sixty (60) days prior to the hearing date and is the sole responsibility of the applicant to post the notice, and ensure that it remains posted until and during the date of the hearing.
4. The Applicant is required to appear before the Board of County Commissioners at the time and date of the public hearing at which time the Board will consider the request. In addition, the Applicant shall provide proof, at the hearing, that proper notice was provided.
5. Once the Board makes a decision regarding the Special Use request, Staff will provide the Applicant with a signed resolution memorializing the action taken by the Board. Following the Board's approval, this office will issue the Special Use Permit to the applicant. If the Board's approval includes specific conditions of approval to be met, this office will not issue the Official Special Use Permit certificate until the applicant has satisfied all conditions of approval. The Special Use Permit approval is not finalized until this office has issued the Official Special Use Permit certificate signed by the Chairman of the Board of County Commissioners.

I have read the statements above and have provided the required attached information which is correct and accurate to the best of my knowledge.



(Signature of applicant/owner)

Last Revised: 02/2006

GENERAL PERMIT APPLICATION

For Agency Use Only

COR - 03 _____

STORMWATER DISCHARGES
ASSOCIATED WITH:

CONSTRUCTION ACTIVITY

(Permit No. COR-030000)

Date Received
Year Month Day

Code: 9A 9B 9C(1) 9D(2) 9E(3) 9F(4)

Please print or type. All items must be completed accurately and in their entirety or the application will be deemed incomplete and processing of the permit will not begin until all information is received. Please refer to the instructions for information about the required items. An original signature of the applicant is required.

1. Name and address of the permit applicant:

Company Name FRAC TECH SERVICES, LLC.

Mailing Address 16858 Interstate 20

City, State and Zip Code Cisco, TX 76437

Phone Number (817) 850-1008 Who is applying? Owner Developer Contractor

Federal Taxpayer (or Employer) ID#: _____

Entity Type: Private Federal State County City Other: _____

Local Contact (familiar with facility) John Roney

Title District Manager Phone Number (970) 985-2216

2. Location of the construction site:

Street Address US Highway 6 and 24

City, State and Zip Code Parachute, CO 81635

County Garfield Name of plan or development FRAC TECH

Latitude and Longitude 39° 24' 31" N. 108° 06' 07" W.

3. Briefly describe the nature of the construction activity:

Oil and Gas Service Facility.

4. **Anticipated construction schedule (SEE INSTRUCTIONS!):**

Commencement date: July, 2006 Completion date: December, 2006

5. **Area of the construction site:**

Total area of project site (acres) 77.6

Area of project site to undergo disturbance (acres) 15.1

If project site is part of a Larger Common Plan of Development or Sale, total area of common plan to undergo disturbance (see Instructions) N.A.

6. **The name of the receiving stream(s).** (If discharge is to a ditch or storm sewer, also include the name of the ultimate receiving water):

Two - unnamed drainage channels to Colorado River

7. **Stormwater Management Plan Certification:**

"I certify under penalty of law that a complete Stormwater Management Plan, as described in Appendix A of this application, has been prepared for my facility. Based on my inquiry of the person or persons who manage the system, or those persons directly responsible for gathering the information, the Stormwater Management Plan is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for falsely certifying the completion of said SWMP, including the possibility of fine and imprisonment for knowing violations."

Signature of Applicant

Date Signed

John Roney

District Manager

Name (printed)

Title

8. **Signature of Applicant (legally responsible person)**

"I certify under penalty of law that I have personally examined and am familiar with the information submitted in this application 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 or imprisonment."

Signature of Applicant

Date Signed

John Roney

District Manager

Name (printed)

Title

**APPLICATION TO LEASE WATER FROM
WEST DIVIDE WATER CONSERVANCY DISTRICT**
109 West Fourth Street, P. O. Box 1478, Rifle, Colorado 81650

1. APPLICANT INFORMATION

Name: Frac Tech Services LLC
Mailing address: 16858 IH 20
Cisco, TX 76437
Telephone: 970-640-4826
Authorized agent: Chris Belke

2. COURT CASE #'s: Decree Case No. N/A
Augmentation Plan Case No. N/A

3. USE OF WATER

RESIDENTIAL (check applicable boxes)
 Ordinary household use Number of dwellings: _____
 Subdivision: No. constructed units: _____ No. vacant lots _____
 Home garden/lawn irrigation of 22,000 sq. ft.
Method of irrigation: flood sprinkler drip other
 Non-commercial animal watering of _____ animals
 Fire Protection
 Evaporation: Maximum water surface to be exposed: _____
Description of any use, other than evaporation, and method of diversion, rate of diversion, and annual amount of diversion of any water withdrawn from the pond: _____

Well Sharing Agreement for multiple owner wells must be submitted. If greater than two owners, application must be made under a homeowners association.

COMMERCIAL (check applicable boxes)
Number of units: _____ Total sq. ft. of commercial units: _____
Description of use: 2,000 gpd commercial sanitary use

INDUSTRIAL
Description of use: Truck washing (See Attachment 1)

Evaporation: Maximum water surface to be exposed: _____
Description of any use, other than evaporation, and method of diversion, rate of diversion, and annual amount of diversion of any water withdrawn from the pond: _____

MUNICIPAL
Description of use: _____

DIRECT PUMPING
Tributary: _____
Location: _____

4. SOURCE OF WATER

Structure: _____ Structure Name: Frac Tech Wells #1 - #3
Source: Surface Storage Ground water
Current Permit # _____ (attach copy)

5. LOCATION OF STRUCTURE

See Attachment 2
County _____ Quarter/quarter _____ Quarter _____

Section _____ Township _____ Range _____ P. M. _____

Distance of well from section lines: _____

Elevation: _____
Well location address: _____

(Attach additional pages for multiple structures)

6. LAND ON WHICH WATER WILL BE USED

(Legal description may be provided as an attachment.)
See Attachment 3 and 4

Number of acres in tract: 77

Inclusion into the District, at Applicant's expense, may be required.

7. TYPE OF SEWAGE SYSTEM

Septic tank/absorption leach field Central system Other
District name: _____

8. VOLUME OF LEASED WATER NEEDED IN ACRE FEET:

17.60 (minimum of 1 acre foot except augmentation from Alsbury Reservoir where a lesser amount is allowed)

Provide engineering data to support volume of water requested. Commercial, municipal, and industrial users must provide diversion and consumptive data on a monthly basis.

A totalizing flow meter with remote readout is required to be installed and usage reported to West Divide.

Applicant expressly acknowledges it has had the opportunity to review the District's form Water Allowment Contract and agrees this application is made pursuant and subject to the terms and conditions contained therein.

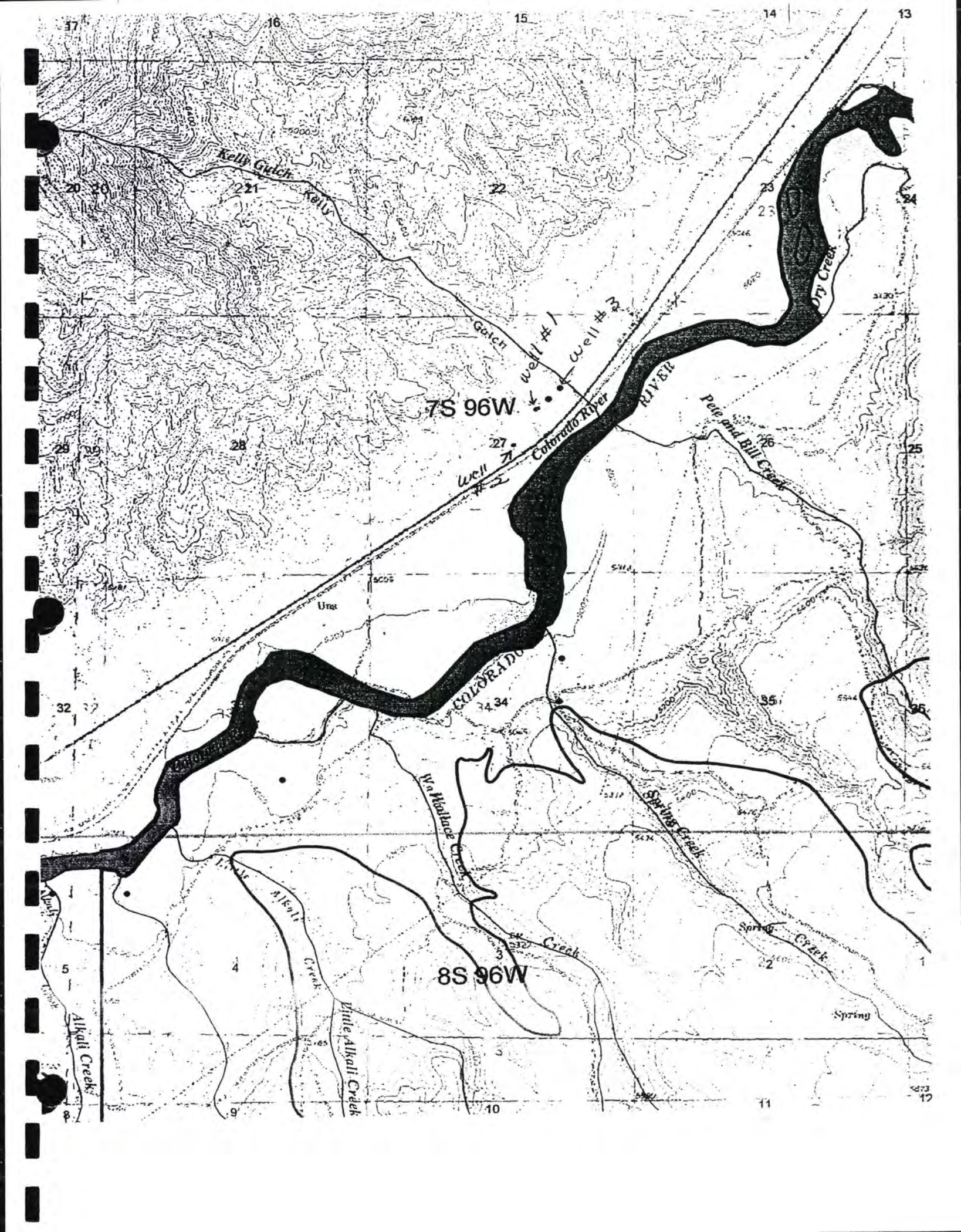
Applicant Signature: [Signature]

Applicant Signature: _____

Application Date: Sept. 11/06

ISSUED AS AREA B CONTRACT

_____ YES _____ X _____ NO



37

16

15

14

13

20 20

221

22

23

24

7S 96W

Well #1

Well #2

Well #3

Well #4

25

29

28

27

26

25

32

30

Una

5005

5114

COLORADO

34 34

35

5544

36

Wa Wallace Creek

Springs Creek

Spring

Spring

8S 96W

4

3

2

1

Alkali Creek

Alkali Creek

Little Alkali Creek

10

11

12

ATTACHMENT 1

WEST DIVIDE WATER CONSERVANCY DISTRICT
WATER USE ESTIMATES

Contract Amount w/ 5% transit Loss = 17.60 acre feet

APPLICANT: Frac Tech Services LLC
DOMESTIC AND SANITARY USE (GPD): 2000
IRRIGATED AREA (SQ FT): 22000
NO. OF LIVESTOCK: 0
ELEVATION (MSL): 5000
EVAPORATION AREA (Acre): 0
TRUCK WASHES / DAY: 40
GALLONS PER WASH: 400

Transit Loss= 5.0%

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
In House Diversion per Unit (AF)	In House C.U. per Unit (AF)	Irrigation Diversion (ft)	Irrigation C.U. (ft)	In House Diversion (AF)	In House C.U. (AF)	Irrigation Diversion (AF)	Irrigation C.U. (AF)	Truck Washing Diversion C.U. (AF)	Pond Evaporation	Total Diversion (AF)	Total C.U. (AF)	Total Contract Amount (AF)
JAN	N/A			0.16	0.02	0.00	0.00	1.30	0.00	1.468	1.329	1.396
FEB	N/A			0.15	0.02	0.00	0.00	1.18	0.00	1.326	1.201	1.261
MAR	N/A			0.16	0.02	0.00	0.00	1.30	0.00	1.468	1.329	1.396
APR	N/A	0.144	0.115	0.16	0.02	0.07	0.06	1.26	0.00	1.493	1.344	1.412
MAY	N/A	0.423	0.338	0.16	0.02	0.21	0.17	1.30	0.00	1.681	1.500	1.575
JUN	N/A	0.589	0.471	0.16	0.02	0.30	0.24	1.26	0.00	1.718	1.524	1.600
JUL	N/A	0.619	0.495	0.16	0.02	0.31	0.25	1.30	0.00	1.780	1.579	1.658
AUG	N/A	0.503	0.402	0.16	0.02	0.25	0.20	1.30	0.00	1.722	1.532	1.609
SEP	N/A	0.355	0.284	0.16	0.02	0.18	0.14	1.26	0.00	1.600	1.430	1.501
OCT	N/A	0.111	0.089	0.16	0.02	0.06	0.04	1.30	0.00	1.524	1.374	1.443
NOV	N/A			0.16	0.02	0.00	0.00	1.26	0.00	1.421	1.286	1.351
DEC	N/A			0.16	0.02	0.00	0.00	1.30	0.00	1.468	1.329	1.396
TOTAL		2.743	2.194	1.92	0.29	1.39	1.11	15.36	0.00	18.668	16.759	17.597

- (1) N/A
- (2) N/A
- (3) 80% irrigation efficiency for sprinkler systems
- (4) Blaney Criddle assessment with Pochop adjustments
- (5) Domestic Use occurs six days per week
- (6) 15% consumptive use for ISDS systems
- (7) Column (3) * irrigated area in acres
- (8) Column (4) * irrigated area in acres
- (9) Truck washing occurs six days per week
- (10) Evaporation Calculations
- (11) Column (5) + Column (7) + Column (9) plus 5% transit loss
- (12) Column (6) + Column (8) + Column (9)
- (13) Column (11) plus transit loss

Attachment 2

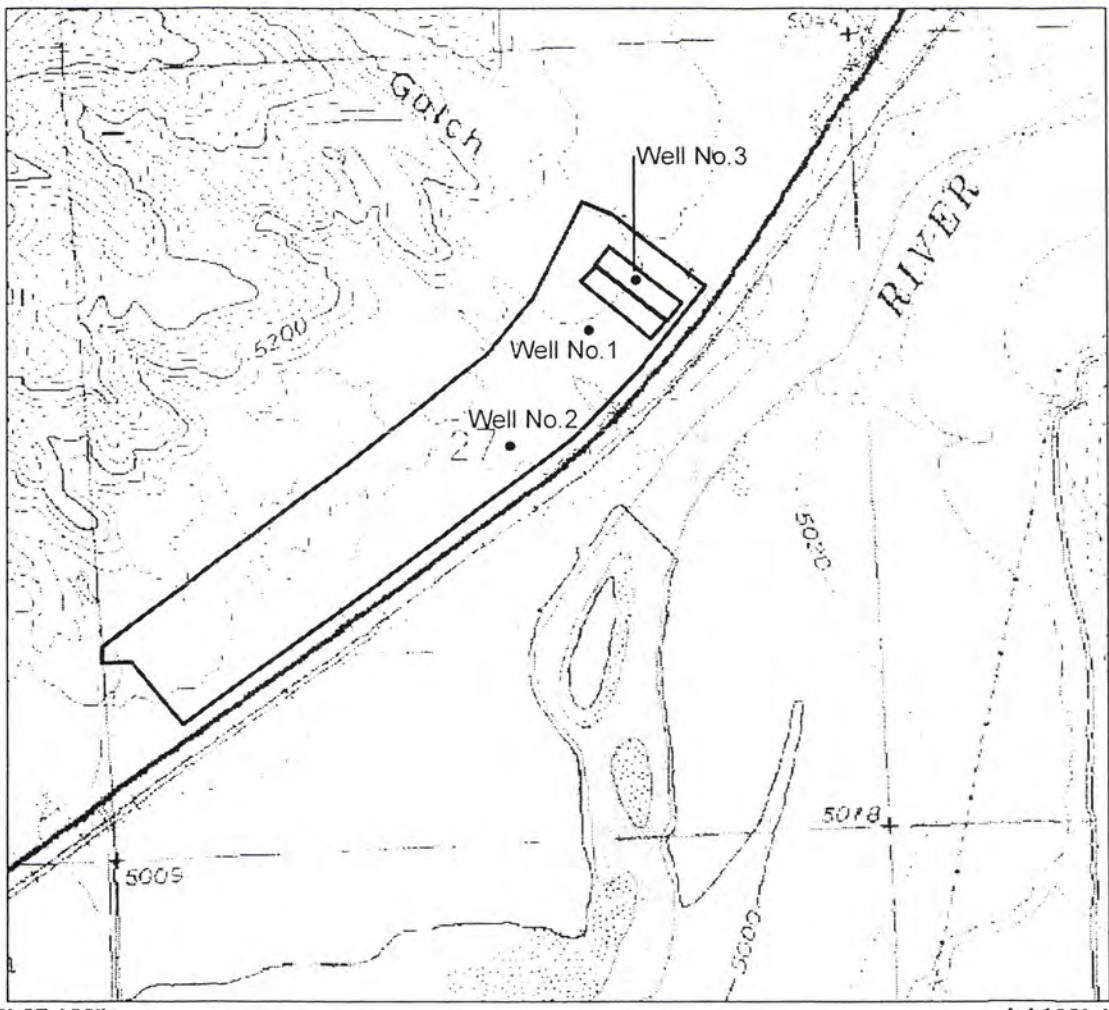
Location of Proposed Wells

Frac Tech Services LLC

Name	County	Quarter/Quarter	Section	Township	Range	P.M.	
Frac Tech Well No. 1	Garfield	NW/SW	27	7S	96W	6th	1200' from West section line, 1080' from South section line
Frac Tech Well No. 2	Garfield	SW/NE	27	7S	96W	6th	2380' from East section line, 2550' from North section line
Frac Tech Well No. 3	Garfield	SW/NE	27	7S	96W	6th	1500' from North section line, 1500' from East section line

W 108° 6' 22.400"
0.862"

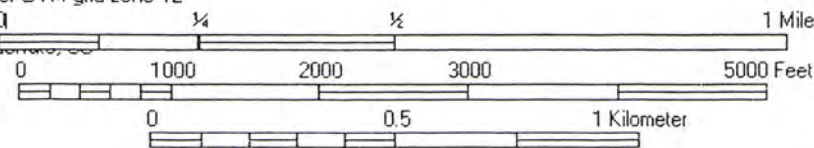
W 108° 4' 48.844"
N 39° 24' 58.522"



N 39° 23' 52.550"
W 108° 6' 25.129"

W 108° 4' 51.597"

American Datum; 1,000-meter UTM grid zone 12
by BigTopo (www.igage.com)
d from USGS Quads: Pars



Attachment 3 - Approximate Parcel Location

Date: 09/06/2006

Client: Frac Tech Services LLC

GrandRiver
 Consulting Corporation
 710 Copper Ave., Suite 100
 Glenwood Springs, CO 81624
 (970) 945-2337

Exhibit A

The SE1/4NW1/4, the NE1/4SW1/4, the NW1/4SW1/4, and Lot 2 of Section 27, Township 7 South, Range 96 West of the 6th P.M.

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Excepting therefrom:

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All Parcels being situated in the County of Garfield, State of Colorado.

WEST DIVIDE WATER CONSERVANCY DISTRICT
WATER ALLOTMENT CONTRACT

Name of Applicant: Frac Tech Services LLC

Quantity of Water in Acre Feet: 17.6

Applicant, hereby applies to the West Divide Water Conservancy District, a political subdivision of the State of Colorado, organized pursuant to and existing by virtue of C.R.S. 1973, §37-45-101, et seq., (hereinafter referred to as the "District") for an allotment contract to beneficially and perpetually use water or water rights owned, leased, or hereafter acquired by the District. By execution of this Contract and the attached Application, Applicant hereby agrees to the following terms and conditions:

1. Water Rights: Applicant shall own water rights at the point of diversion herein lawfully entitling Applicant to divert water, which will be supplemented and augmented by water leased herein. If Applicant intends to divert through a well, it must be understood by Applicant that no right to divert exists until a valid well permit is obtained from the Colorado Division of Water Resources.
2. Quantity: Water applied for by the Applicant in the amount set forth above shall be diverted at Applicant's point of diversion from the District's direct flow water rights, and when water is unavailable for diversion pursuant to administration by the Colorado State Engineer during periods when said direct flow water right is not in priority, the District shall release for the use of Applicant up to said quantity in acre feet per year of storage water owned or controlled by the District. It is understood that any quantity allotted from direct flow, storage or otherwise, to the Applicant by the District will be limited by the priority of the District's decrees and by the physical and legal availability of water from District's sources. Any quantity allotted will only be provided so long as water is available and the Applicant fully complies with all of the terms and conditions of this Contract. The District and the Applicant recognize that some of the District's decrees may be in the name of the Colorado River Water Conservation District, and the ability of the District to allot direct flow right to the Applicant may be dependent on the consent of the Colorado River Water Conservation District. If at any time the Applicant determines it requires less water than the amount herein provided, Applicant may so notify the District in writing, and the amount of water allotted under this Contract shall be reduced permanently in accordance with such notice. Rates shall be adjusted accordingly in following water years only.
3. Beneficial Use and Location of Beneficial Use: Any and all water allotted Applicant by the District shall be used for the following beneficial use or uses: industrial, municipal, domestic and related uses, or commercial (except for commercial use from Alsbury Reservoir and except to the extent that Ruedi Reservoir water may not be available for commercial as that term is defined on Page 5 of Contract No. 2-07-70-WO547 between the United States and the West Divide Water Conservancy District). Applicant's beneficial use of any and all water allotted shall be within or through facilities or upon land owned, leased, operated, or under Applicant's control.
4. Decrees and Delivery: Exchange releases made by the District out of storage from Ruedi Reservoir, Green Mountain Reservoir, Alsbury Reservoir, or other works or facilities of the District, or from other sources available to the District, shall be delivered to the Applicant at the outlet works of said storage facilities or at the decreed point of diversion for said other sources, and release or delivery of water at such outlet or points shall constitute performance of the District's total obligation. Delivery of water by the District from Ruedi Reservoir or Green Mountain Reservoir shall be subject to the District's lease contracts with the United States Bureau of Reclamation. Releases from other facilities available to District shall be subject to the contracts, laws, rules, and regulations governing releases therefrom. Furthermore, the District hereby

expressly reserves the right to store water and to make exchange releases from structures that may be built or controlled by the District in the future, so long as the water service to the Applicant pursuant to this agreement, is not impaired by said action. Any quantity of the Applicant's allocation not delivered to or used by Applicant by the end of each water year (October 1), shall revert to the water supplies of the District. Such reversion shall not entitle Applicant to any refund of payment made for such water.

Water service provided by the District shall be limited to the amount of water available in priority at the original point of diversion of the District's applicable water right, and neither the District, nor those entitled to utilize the District's decrees, may call on any greater amount at new or alternate points of diversion. The District shall request the Colorado Division of Water Resources to estimate any conveyance losses between the original point and any alternate point, and such estimate shall be deducted from this amount in each case.

Water service provided by the District for properties located within the Bluestone and Silt Water Conservancy Districts is provided pursuant to Agreements with said Districts. The Intergovernmental Agreement between the District and the Silt Water Conservancy District, dated January 25, 2001, is recorded as Reception No. 575691, Garfield County Clerk and Recorder's Office. The Intergovernmental Memorandum of Understanding between the District and the Bluestone Water Conservancy District, dated April 26, 2001, is recorded as Reception No. 584840, Garfield County Clerk and Recorder's Office.

5. Alternate Point of Diversion and Plan of Augmentation: Decrees for alternate points of diversion of the District's water rights or storage water may be required in order for Applicant to use the water service contemplated hereunder. Obtaining such decree is the exclusive responsibility of Applicant. The District reserves the right to review and approve any conditions which may be attached to judicial approval of said alternate point of diversion as contemplated or necessary to serve Applicant's facilities or lands. Applicant acknowledges and agrees that it shall be solely responsible for the procedures and legal engineering costs necessary for any changes in water rights contemplated herein, and further agrees to indemnify the District from any costs or losses related thereto. Applicant is solely responsible for providing works and facilities necessary to obtain/divert the waters at said alternate point of diversion and deliver them to Applicant's intended beneficial use. Irrespective of the amount of water actually transferred to the Applicant's point of diversion, the Applicant shall make annual payments to the District based upon the amount of water allotted under this Contract.

In the event the Applicant intends to apply for an alternate point of diversion and to develop an augmentation plan and institute legal proceedings for the approval of such augmentation plan to allow the Applicant to utilize the water allotted to Applicant hereunder, the Applicant shall give the District written notice of such intent. In the event the Applicant develops and adjudicates its own augmentation plan to utilize the water allotted hereunder, Applicant shall not be obligated to pay any amount under Paragraph 19 below. In any event, the District shall have the right to approve or disapprove the Applicant's augmentation plan and the Applicant shall provide the District copies of such plan and of all pleadings and other papers filed with the water court in the adjudication thereof.

6. Contract Payment: Non-refundable, one time administrative charge, in the amount determined by the Board of Directors of the District from time to time, shall be submitted with the application for consideration by the District.

Annual payment for the water service described herein shall be determined by the Board of Directors of the District. The initial annual payment shall be made in full, within thirty (30) days after the date of notice to the Applicant that the initial payment is due. Said notice will advise the Applicant, among other things, of the water delivery year to which the initial payment shall apply and the price which is applicable to that year.

Annual payments for each year thereafter shall be due and payable by the Applicant on or before each January 1. If an annual payment is not made by the due date a flat \$50 late fee will be assessed. Final written notice prior to cancellation will be sent certified mail, return receipt requested, to the Applicant at such address as may be designated by the Applicant in writing or set forth in this Contract or Application. Water use for any part of a water year shall require payment for the entire water year. Nothing herein shall be construed so as to prevent the District from adjusting the annual rate in its sole discretion for future years only.

If payment is not made within fifteen (15) days after the date of said written notice, Applicant shall at District's sole option have no further right, title or interest under this Contract without further notice, and delivery may be immediately curtailed. The allotment of water, as herein made, may be transferred, leased, or otherwise disposed of at the discretion of the Board of Directors of the District.

Upon cancellation of this water allotment Contract with the District, the District shall notify the Division of Water Resources offices in Denver and Glenwood Springs. The Division of Water Resources may then order cessation of all water use.

7. Additional Fees and Costs: Applicant agrees to defray any expenses incurred by the District in connection with the allotment of water rights hereunder, including, but not limited to, reimbursement of legal and engineering costs incurred in connection with any water rights and adjudication necessary to allow Applicant's use of such allotted water rights.

8. Assignment: This Contract shall not inure to the benefit of the heirs, successors or assigns of Applicant, without the prior written consent of the District's Board of Directors. Any assignment of Applicant's rights under this Contract shall be subject to, and must comply with, such requirements as the District may hereafter adopt regarding assignment of Contract rights and the assumption of Contract obligations by assignees and successors. Nothing herein shall prevent successors to a portion of Applicant's property from applying to the District for individual and separate allotment Contracts. No assignment shall be recognized by the District except upon completion and filing of proper forms for assignment and change of ownership.

In the event the water allotted pursuant to this Contract is to be used for the benefit of land which is now or will subsequently be subdivided or held in separate ownership, the Applicant may only assign the Applicant's rights hereunder to: 1) No more than three separate owners all of whom shall be party to a well sharing agreement satisfactory to the District; or 2) A homeowners association, water district, water and sanitation district or other special district properly organized and existing under the laws of the State of Colorado, and then, only if such parties, association or special district establishes to the satisfaction of the District that it has the ability and authority to perform the Applicant's obligations under this Contract. In no event shall the owner of a portion, but less than all, of the Applicant's property to be served under this Contract have any rights hereunder, except as such rights may exist pursuant to a well sharing agreement or through a homeowners association or special district as provided above.

Upon the sale of the real property to which this Contract pertains, Applicant shall make buyer aware of this Contract and proper forms for assignment and change of ownership must be completed.

9. Other Rules: Applicant shall be bound by the provisions of the Water Conservancy Act of Colorado; by the rules and regulations of the Board of Directors of the District; and all amendments thereof and supplements thereto and by all other applicable law.

10. Operation and Maintenance Agreement: Applicant shall enter into an "Operation and Maintenance Agreement" with the District under terms and conditions determined by the board of Directors of the District, if and when, the Board of said District determines in its sole discretion that such an agreement is required. Said agreement may contain, but shall not be limited to, provisions for additional annual monetary

consideration for extension of District delivery services and for additional administration, operation, and maintenance costs; or for other costs to the District which may arise through services made available to the Applicant.

11. Change of Use: The District reserves the exclusive right to review, reapprove or disapprove any proposed change in use of the water allotted hereunder. Any use other than that set forth herein or any lease or sale of the water or water rights allotted hereunder without the prior written approval of the District shall be deemed to be a material breach of this Contract.

12. Use and Place of Use: Applicant agrees to use the water in the manner and on the property described in the documents submitted to the District at the time this Contract is executed, or in any operation and maintenance agreement provided by Applicant. Any use other than as set forth thereon or any lease or sale of the water or water rights herein, other than as permitted in paragraph 8 above, shall be deemed to be a material breach of this agreement.

13. Title: It is understood and agreed that nothing herein shall be interpreted to give the Applicant any equitable or legal fee title interest in or to any water or water rights referred to herein.

14. Conservation: Applicant shall use commonly accepted conservation practices with respect to the water and water rights herein, and hereby agrees to be bound by any conservation plan adopted hereafter by the District for use of District owned or controlled water or water rights.

15. Restrictions: Applicant shall restrict actual diversions to not exceed the contract amount, which provides water (on the formula of one acre foot per dwelling) for ordinary household purposes inside one single family dwelling, the watering of domestic livestock, fire protection, and the irrigation of lawn and garden as specified in the Application.

Applicant shall also comply with all restrictions and limitations set forth in the well permit obtained from the Colorado Division of Water Resources.

Watering of livestock shall be restricted to Applicant's domestic animals not to be used for commercial purposes unless Applicant obtains approval from the Colorado Division of Water Resources for commercial use/livestock watering, provided that in no event shall actual diversions exceed the amount of water provided by this Contract.

Violation of this paragraph 15 shall be deemed to be a material breach of this Contract.

16. Well Permit: If Applicant intends to divert through a well, then Applicant must provide to District a copy of Applicant's valid well permit before District is obligated to deliver any water hereunder.

17. Measuring Device or Meter: Applicant agrees to provide, at its own expense, a measuring device deemed acceptable by the District's Engineer after consultation, or a totalizing flow meter with remote readout to continuously and accurately measure at all times all water diverted pursuant to the terms of Applicant's water right and the terms of this Contract. Applicant agrees to provide accurate readings from such device or meter to District upon District's request. Applicant acknowledges that failure to comply with this paragraph could result in legal action to terminate Applicant's diversion of water by the State of Colorado Division of Water Resources. By signing this Contract, Applicant hereby specifically allows District, through its authorized agent, to enter upon Applicant's property during ordinary business hours for the purposes of determining Applicant's actual use of water.

18. Representations: By executing this Contract, Applicant agrees that it is not relying on any legal or engineering advice that Applicant may believe has been received from the District. Applicant further acknowledges that it has obtained all necessary legal and engineering advice from Applicant's own sources other than the District. Applicant further acknowledges that the District makes no guarantees, warranties, or assurances whatsoever about the quantity or quality of water available pursuant to this Contract. Should the District be unable to provide the water contracted for herein, no damages may be assessed against the District, nor may Applicant obtain a refund from the District.

19. Costs of Water Court Filing and Augmentation Plan: Should the District, in its own discretion, choose to include Applicant's Contract herein in a water court filing for alternate point of diversion or plan of augmentation, then Applicant hereby agrees to pay to the District, when assessed, an additional fee representing the District's actual and reasonable costs and fees for Applicant's share of the proceedings. Applicant shall be assessed a pro-rata share of the total cost incurred by the District in preparing, filing and pursuing to decree the water court case. The pro-rata share shall be calculated by dividing such total cost by the number of contractees included in the filing. To the extent that the District is caused additional costs because of objection filed specifically due to the inclusion of Applicant's Contract in the filing, such additional costs may be charged specifically to Applicant and not shared on a pro-rata basis by all contractees.

20. Binding Agreement: This agreement shall not be complete nor binding upon the District unless attached hereto is the form entitled "Application to Lease Water From West Divide Water Conservancy District" fully completed by Applicant and approved by the District's engineer. Said attachments shall by this reference thereto be incorporated into the terms of this agreement. All correspondence from the District to Applicant referring to or relating to this agreement is by this reference incorporated into this agreement as further terms and conditions of this agreement.

21. Warning: IT IS THE SOLE RESPONSIBILITY OF THE APPLICANT TO OBTAIN A VALID WELL PERMIT OR OTHER WATER RIGHT IN ORDER TO DIVERT WATER, INCLUDING THE WATER ACQUIRED UNDER THIS CONTRACT. IT IS THE CONTINUING DUTY OF THE APPLICANT TO MAINTAIN THE VALIDITY OF THE WELL PERMIT OR WATER RIGHT INCLUDING FILING FOR EXTENSIONS OF PERMITS, FILING WELL COMPLETION REPORTS, FILING STATEMENTS OF BENEFICIAL USE, OR OTHERWISE LAWFULLY APPLYING THE WATER TO BENEFICIAL USE ON A REGULAR BASIS WITHOUT WASTE.

22. AREA B. CONTRACTS: IF APPLICANT'S WELL OR OTHER WATER RIGHT THAT IS THE SUBJECT OF THIS CONTRACT IS LOCATED OUTSIDE "AREA A" AS DESIGNATED BY THE DISTRICT, THEN THIS PARAGRAPH APPLIES: THE AUGMENTATION WATER PROVIDED BY THE DISTRICT UNDER THIS CONTRACT MAY ONLY PROTECT APPLICANT'S WATER RIGHT FROM A CALL ON THE COLORADO RIVER AND MAY NOT PROTECT APPLICANT FROM A CALL FROM ANY OTHER SENIOR RIGHT. NO REPRESENTATION OTHERWISE IS MADE BY THE DISTRICT. IF THIS IS A CONCERN TO APPLICANT, THIS CONTRACT MAY BE RESCINDED UPON WRITTEN NOTICE DELIVERED TO THE DISTRICT BY THE APPLICANT WITHIN THE NEXT 30 DAYS FOLLOWING THE AFFIXING OF SIGNATURES ON THIS CONTRACT IN WHICH EVENT ALL SUMS PAID BY APPLICANT FOR THIS CONTRACT SHALL BE IMMEDIATELY REFUNDED TO APPLICANT.


Applicant

Applicant

STATE OF COLORADO)

) ss.

COUNTY OF MESA)

The foregoing instrument was acknowledged before me on this 11 day of SEPTEMBER, 2006, by

JOHN KEVIN RONEY



_____ My commission expires: MY COMMISSION EXPIRES NOVEMBER 15, 2006

Maxine Lowry
Notary Public

STATE OF _____)

) ss.

COUNTY OF _____)

The foregoing instrument was acknowledged before me on this _____ day of _____, 20____, by

_____. Witness my hand and official seal. My commission expires: _____

Notary Public

ORDER

After a hearing by the Board of Directors of the West Divide Water Conservancy District on the Application, it is hereby ORDERED that said Application be granted and this Contract shall be and is accepted by the District.

WEST DIVIDE WATER CONSERVANCY DISTRICT

By _____

Sam B. Steen
President

ATTEST:

[Signature]
Secretary

9/21/06

Date

This Contract includes and is subject to the terms and conditions of the following documents which must accompany this Contract:

1. Map showing location of point of diversion (use map provided)
2. Application and Data Form fully completed and signed

The printed portions of this form, except differentiated additions or deletions, have been approved and adopted by the West Divide Water Conservancy District.
Form #WDWCD 050901 CONTRACT.

INDIVIDUAL SEWAGE DISPOSAL SYSTEM APPLICATION

OWNER Frac Tech Services, LLC

ADDRESS 16858 IH 20, Cisco, TX 76437 PHONE 817-850-1008

CONTRACTOR Development Construction Services

ADDRESS 2350 G Road, Grand Junction, CO 81505 PHONE 970-242-3674

PERMIT REQUEST FOR NEW INSTALLATION ALTERATION REPAIR

Attach separate sheets or report showing entire area with respect to surrounding areas, topography of area, habitable building, location of potable water wells, soil percolation test holes, soil profiles in test holes (See page 4).

LOCATION OF PROPOSED FACILITY:

Near what City or Town Parachute Size of Lot 77 Acres

Legal Description or Address Tax Parcel #2409-273-00-114; Sec, twm, rng 27-7-96

WASTES TYPE: DWELLING TRANSIENT USE
 COMMERCIAL OR INDUSTRIAL NON-DOMESTIC WASTES
 OTHER - DESCRIBE _____

BUILDING OR SERVICE TYPE: 8,960 sft Office, 16,000 sft shop

Number of Bedrooms _____ Number of Persons 35 to start, 120 max (not all at site)

Garbage Grinder Automatic Washer Dishwasher

SOURCE AND TYPE OF WATER SUPPLY: WELL SPRING STREAM OR CREEK

If supplied by Community Water, give name of supplier:

DISTANCE TO NEAREST COMMUNITY SEWER SYSTEM: _____

Was an effort made to connect to the Community System? _____

A site plan is required to be submitted that indicates the following MINIMUM distances:

Leach Field to Well:	100 feet
Septic Tank to Well:	50 feet
Leach Field to Irrigation Ditches, Stream or Water Course:	50 feet
Septic System (septic tank & disposal field) to Property Lines:	10 feet

YOUR INDIVIDUAL SEWAGE DISPOSAL SYSTEM PERMIT WILL NOT BE ISSUED WITHOUT A SITE PLAN.

GROUND CONDITIONS:

Depth to first Ground Water Table _____ Did not encounter groundwater

Percent Ground Slope _____

10%

TYPE OF INDIVIDUAL SEWAGE DISPOSAL SYSTEM PROPOSED:

- (X) SEPTIC TANK () AERATION PLANT () VAULT
() VAULT PRIVY () COMPOSTING TOILET () RECYCLING, POTABLE USE
() PIT PRIVY () INCINERATION TOILET () RECYCLING, OTHER USE
() CHEMICAL TOILET () OTHER-DESCRIBE _____

FINAL DISPOSAL BY:

- (X) ABSORPTION TRENCH, BED OR PIT () EVAPOTRANSPIRATION
() UNDERGROUND DISPERSAL () SAND FILTER
() ABOVE GROUND DISPERSAL () WASTEWATER POND
() OTHER-DESCRIBE _____

WILL EFFLUENT BE DISCHARGED DIRECTLY INTO WATERS OF THE STATE? No

PERCOLATION TEST RESULTS: (To be completed by Registered Professional Engineer, if the Engineer does the Percolation Test)

Minutes 13 per inch in hole No. 1
Minutes 9 per inch in hole No. 2

Minutes 12 per inch in hole No. 3
Minutes 13&9 per inch in hole No. B&C

Name, address and telephone of RPE who made soil absorption tests: Cronk Construction Inc
1129 - 29 Road Grand Jct CO 81505 970-245-0577

Name, address and telephone of RPE responsible for design of the system: Tom Cronk
1129 - 29 Road Grand Jct CO 81505 #28322

Applicant acknowledges that the completeness of the application is conditional upon such further mandatory and additional tests and reports as may be required by the local health department to be made and furnished by the applicant or by the local health department for purposed of the evaluation of the application; and the issuance of the permit is subject to such terms and conditions as deemed necessary to insure compliance with rules and regulations made, information and reports submitted herewith and required to be submitted by the applicant are or will be represented to be true and correct to the best of my knowledge and belief and are designed to be relied on by the local department of health in evaluatin g the same for purposes of issuing the permit applied for herein. I further understand that any falsification or misrepresentation may result in the denial of the application or revocation of any permit granted based upon said application and in legal action for perjury as provided by law.

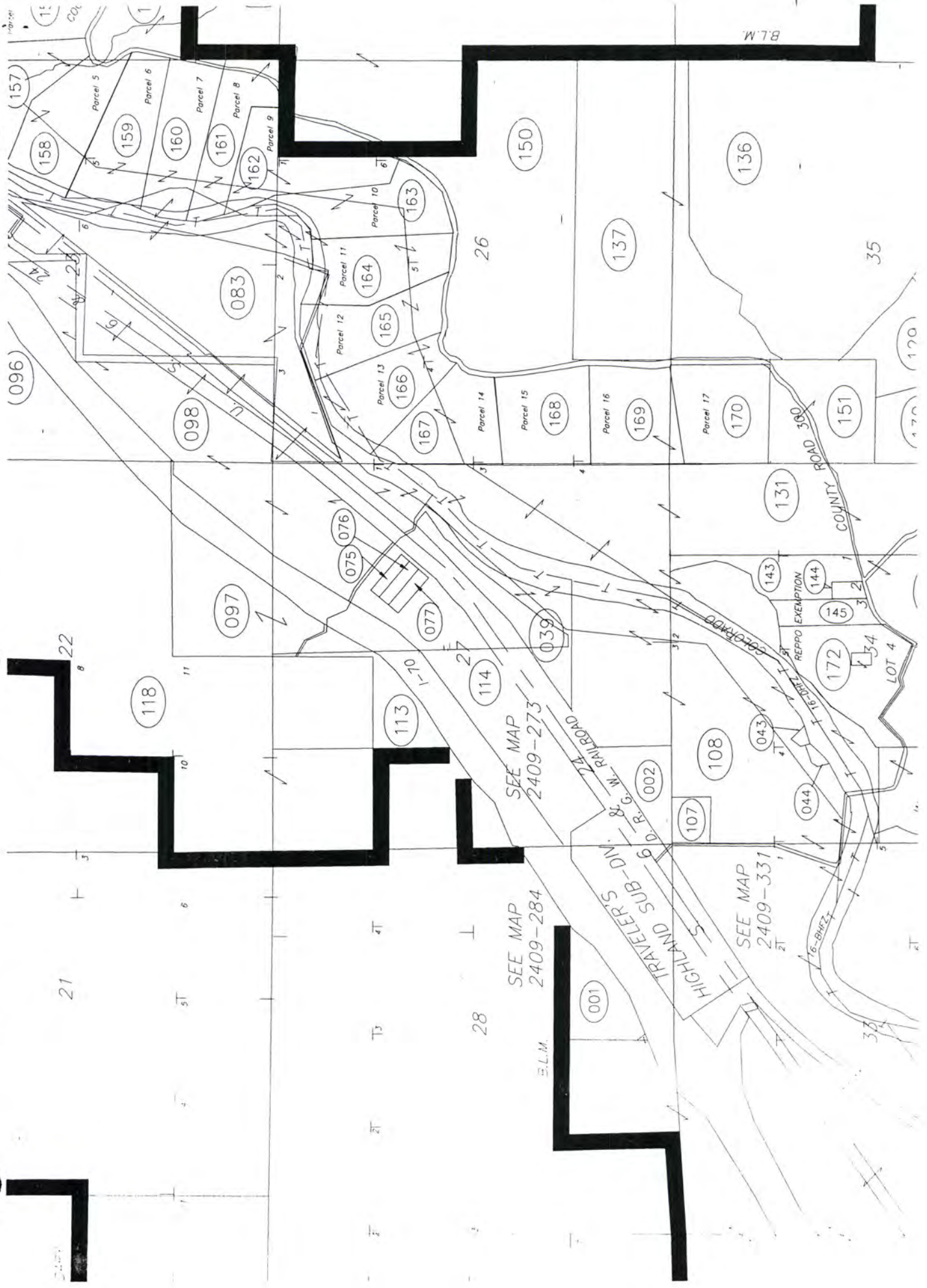
Signed

C. Baerhe

Date

12/12/06

PLEASE DRAW AN ACCURATE MAP TO YOUR PROPERTY!!



B.L.M.

SEE MAP
2409-273

SEE MAP
2409-284

SEE MAP
2409-331

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Property owner list

Surface Owners

Parcel map no.

Owner

001	Parachute Commercial, LLC 2520 S. Grand Ave. Suite 210 Glenwood Springs, CO 81601
077	Scott Ziegler PO Box 2467 Vail, CO 81658-2467
075 & 076	Frac Tech Services LLC 16858 Interstate 20 Cisco, TX 76437
098	Mary Anne Bosely PO Box 26 Woody Creek CO 81656-0026
I-70	CDOT C/O Dan Roussin 222 S. 6 th St. Rm 100 Grand Jct CO 81501
Hwy 6& 24	CDOT C/O Dan Roussin 222 S. 6 th St. Rm 100 Grand Jct CO 81501
Railroad	Union Pacific Railroad 1400 Douglas Street Omaha, NE 68179

Mineral Owners

<u>Parcel no.</u>	<u>Owner</u>
8046-089-07-000	Laura Nash 1224 Harrison Ave. Canon City CO 81212-3518
8046-003-07-000	Joseph P Casteel, Janet A Smallwood, Joan E. Wright 3766 N. 15 th Ct. Grand Junction, CO 81506

<u>Parcel no.</u>	<u>Owner</u>
8046-021-07-000	James M. Larson PO Box 272 Glenwood Springs, CO 81602-0272
8046-047-07-000	Mincer Properties, LLC PO Box 850 Glenwood Springs, CO 81602-0850
8046-081-07-000	Helen L Marchand (20%) 4807 State highway 9 Canon City, CO 81212
8046-084-07-000	Harriet Giem Attn Helen Marchand 4807 State Highway 9 Canon City CO 81212-9754
8046-085-07-000	Don Lawrence Living Trust PO Box 1141 Boise City OK 73933-1141
8046-086-07-000	Charlotte Ann Lawrence PO Box 1141 Boise City OK 73933
8046-087-07-000	Connie M Luther (1/6) C/O Carol Seal 1050 Josie Belle Canon City CO 81212-8524
8046-088-07-000 & 8046-088-07-000	Freda Webb 3063 S Sherrellwood St Canon City CO 81212-9385

Severed mineral rights lessee Williams Exploration & Production
Attn: Steve Soychak
1058 County Rd 215
Parachute CO 81635

After Recording Return to:
Frac Tech Services, LLC
16858 IH 20
Cisco, TX 76437

WARRANTY DEED

This Deed, made June 7, 2006, between **Janet A. Smallwood and Joan E. Wright and Joseph P. Casteel** of the County Mesa, State of COLORADO, grantor(s) and **Frac Tech Services, LLC, a Texas Limited Liability Company**, whose legal address is 16858 IH 20, Cisco, TX 76437, County of Eastland, and State of TEXAS, grantee.

WITNESS, That the grantor, for and in the consideration of the sum of **One Million Six Hundred Thirty Nine Thousand Five Hundred and No/100 U.S. Dollars (\$1,639,500.00)** the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold and conveyed, and by these presents does grant, bargain, sell, convey and confirm, unto the grantee, their heirs and assigns forever, all the real property together with improvements, if any, situate, lying and being in the County of **Garfield**, State of **COLORADO** described as follows:

See Exhibit A attached hereto and made a part hereof.

also known by street and number as **Highway 6 - vacant land, Garfield County, CO**

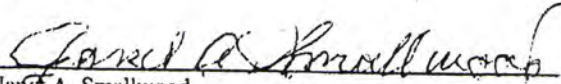
TOGETHER with all and singular hereditaments and appurtenances, thereunto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents issues and profits thereof, and all the estate, right, title, interest, claim and demand whatsoever of the grantor, either in law or equity, of, in and to the above bargained premises, with the hereditaments and appurtenances.

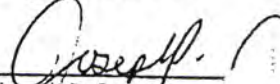
TO HAVE AND TO HOLD said premises above bargained and described, with the appurtenances, unto the grantee, his heirs and assigns forever. And the grantor, for himself, his heirs and personal representatives, does covenant, grant, bargain and agree to and with the grantee, his heirs and assigns, that at the time of the ensembling and delivery of these presents, he is well seized of the premises above conveyed, has good, sure, perfect, absolute and indefeasible estate of inheritance, in law, in fee simple, and has good right, full power and lawful authority to grant, bargain, sell and convey the same in manner and form as aforesaid, and that the same are free and clear from all former and other grants, bargains, sales, liens, taxes, assessments, encumbrances and restrictions of whatever kind of nature so ever, except for taxes for the current year, a lien but not yet due and payable, and those specific Exceptions described on Exhibit B attached hereto. The grantee and anyone claiming by, through, or under grantee fully and irrevocably releases grantor, their representatives and agents, from any and all past, current, and future claims against grantor, their representatives and agents for any cost, loss liability, damage, expense, damage, action, or cause of action arising from or related to any defects, errors, omissions, or other conditions (including, for example, environmental matters) affecting the above bargained premises, or any portion of it. The grantor reserves all of their right, title and interest in and to any and all minerals on and beneath the surface of the above bargained premises.

SUBJECT to the foregoing exceptions, the grantor shall and will WARRANT AND FOREVER DEFEND the above-bargained premises in the quiet and peaceable possession of the grantee, his heirs and assigns, against all and every person or persons lawfully claiming the whole or any part thereof. The singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, the grantor has executed this on the date set forth above.

GRANTORS:


Janet A. Smallwood


Joseph P. Casteel

STATE OF CO'
COUNTY OF

The for
and

Exhibit A

The SE1/4NW1/4, the NE1/4SW1/4, the NW1/4SW1/4, and Lot 2 of Section 27, Township 7 South, Range 96 West of the 6th P.M.

The SW1/4SW1/4 of Section 27, Township 7 South, Range 96 West of 6th P.M. except that part of said SW1/4SW1/4 lying south of the southerly boundary of U.S. Highway No. 6 and 24.

That part of Lot 1 and of the W1/2NE1/4 of Section 27, Township 7 South, Range 96 West of the 6th P.M., described as: Beginning at a point on the westerly boundary line of said W1/2NE1/4 285 feet southerly of the North quarter corner of said Section 27; thence S. 59°35' E. 248 feet; thence S. 22°58' E. 285 feet; thence S. 87°46' E. 178 feet; thence S. 23°35' E. 290 feet; thence S. 63°54' E. 289 feet; thence S. 51°44' E. 545 feet; thence 47°47' E. 378 feet; thence S. 29°09' E. 228 feet; thence S. 74°13' E. 121 feet; thence S. 49°37' E. 176 feet to the Northwesterly bank of the Colorado River; thence southwesterly along said bank of said River to its intersection with the south boundary line of said Lot 1; thence westerly along said South boundary line to the Southwest corner of said W1/2NE1/4, and thence northerly along the westerly boundary line of said W1/2NE1/4 to the point of beginning.

Except all that part Northwest of Interstate 70.

Also Excepting therefrom:

- (a) All real property described in Deeds recorded August 10, 1962 in Book 343 at page 569 and Re-recorded in Book 343 at page 426.
- (b) All real property that was taken by Rule and Order of Case No. 81CV164 recorded January 4, 1988 in Book 727 at Page 255 as Reception Number 388735.
- (c) All real property described in Deeds recorded March 16, 1989 in Book 567 at Page 502 as Reception Number 312881, recorded March 16, 1989 in Book 567 at Page 503 as reception Number 312882 and recorded March 16, 1981 in Book 567 at Page 504 as Reception Number 312883.

All Parcels being situated in the County of Garfield, State of Colorado.

Exhibit B

Any facts, rights, interests or claims which are not shown by the public records but which could be ascertained by an inspection of the land or by making inquiry of persons in possession thereof.

Easements, or claims of easements, not shown by public records.

Discrepancies, conflicts in boundary lines, shortage in area, encroachments, and any facts which a correct survey and inspection of the land would disclose, and which are not shown by the public records.

Any lien, or right to a lien, for services, labor or material heretofore or hereafter furnished, imposed by law and not shown by the public records.

Right of the Proprietor of a vein or lode to extract and remove his ore therefrom should the same be found to penetrate or intersect the premises hereby granted as reserved in United States Patent recorded on January 24, 1894 at Reception Number 16833 in Book 12 at Page 274 and recorded March 26, 1902 in Book 56 at Page 444.

Right of way for ditches or canals constructed by the authority of the United States, as reserved in United States Patent recorded on January 24, 1894 in Book 12 at Page 274 as Reception Number 16833 and recorded March 26, 1902 in Book 56 at Page 444.

Easement as granted to The Colorado Telephone and Telegraph Company document recorded November 5, 1907 in Book 69 at Page 180 at Reception Number 34227, as the same may affect subject property.

Easement as granted to The Mountain States Telephone and Telegraph Company by instrument recorded on July 14, 1937 in Book 186 at Page 593 as Reception Number 128804 and recorded July 14, 1937 in Book 186 at Page 594 as Reception Number 128805, as the same may affect subject property.

Easements as reserved in Document recorded March 16, 1989 in Book 567 at Page 502 as Reception Number 312881, recorded March 16, 1989 in Book 567 at Page 503 as reception Number 312882 and recorded March 16, 1981 in Book 567 at Page 504 as Reception Number 312883.

Minerals as reserved in Deeds recorded July 15, 1929 in Book 159 at Page 97 as Reception Number 104892, recorded July 15, 1929 in Book 159 at Page 98, recorded September 3, 1929 in Book 155 at Page 372 as Reception Number 105249, recorded September 3, 1929 in Book 155 at Page 373 as Reception 105250, recorded March 20, 1931 in Book 159 at Page 237 as Reception Number 109525, recorded October 21, 1938 in Book 181 at Page 228 as Reception Number 133545 and recorded May 15, 1959 in Book 317 at Page 276 as Reception Number 205393, as the same may affect subject property.

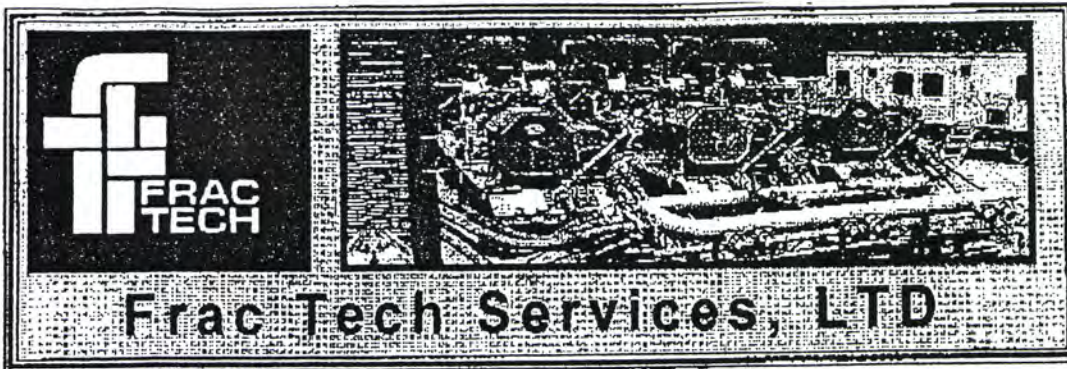
Easement as granted to the Public Service Company of Colorado recorded July 25, 1995 in Book 947 at Page 889 as Reception Number 481016 and recorded December 7, 2004 in Book 1645 at Page 26 as Reception Number 664584.

Any rights, title, interest or which exists or are claim River.

Any loss of or assertion that in imper

Eas

(a)



November 15, 2006

To whom it may concern,

This is to state that Frac Tech Services LTD, has acknowledged Development Construction Services, Inc. Jana Gerow, President and Chris Boelke, Project Manager as agents for the Special Use Permit and Rezone processes. I authorize DCS to represent Frac Tech during and through the submittal process.

A handwritten signature in black ink, appearing to read 'Farris Wilks', is written over a horizontal line.

Farris Wilks, Chief Operations Manager



Development Construction Services, Inc.

(970) 242-3674 • Fax: (970) 245-3674

The Starting Place

2350 G Road, Ste. 240
Grand Junction, CO 81505

www.developmentconstructionservices.com

**Project Report
For Application For A Special Use Permit
For Frac Tech Services, LLC.**

**Tax Parcel number no.
240927300114
SECT,TWN,RNG:27-7-96**

We are respectfully requesting a Special Use Permit to accommodate the following activities: storage of heavy trucks of the type used in gas and oil well frac services industry, the washing and servicing of these vehicles, which will require the construction of several buildings and structures on a site that will cover approximately 15-20 acres. The buildings will include the following, an 80'x 312' main building containing a service bay area 80'x200' and an office area 80'x112'. An additional warehouse building 225'x 50', acid dock, gel tanks and fueling station will also be constructed. The site is located immediately to the east of Travelers Highland Subdivision approximately 4.5 miles west of Parachute, CO.

The proposed hours of operation are 24/7, with heavy truck traffic occurring at varying hours of the day and employee traffic occurring at varying times of the day. Traffic is anticipated to start at 32 heavy trucks a day with possible growth potential approaching 60 trucks a day, spread over a 24 hour day. This is a sporadic traffic pattern in that the trucks will be onsite at the wells for as long as it takes to complete the job, then at times moving directly from that well site to the next without returning to the yard. This will result in spreading out the traffic pattern and count, dropping the daily averages below our current estimate. We have given the best estimate for the highest count that might occur, but expect to be operating below our estimates.

Employee traffic will be 20-35 cars a day with peak traffic times occurring at 12:00 am – 5:00 am and 3:00 pm – 5:00 pm. This will be achieved through the fact that a significant number of employees are expected to be commuting from Grand Junction, and Frac Tech will be shuttling employees in vans to and from both the yard and directly to and from the well sites.

Number of employees will start at 32 with potential numbers approaching 120 .

Activities at the site will include truck storage for 44 trucks, employee parking, truck servicing/fueling and washing, warehousing loading and unloading of materials associated with the frac

industry, (gels, acids, polymers, biocides) and office support of these activities. The servicing, washing and office activities will be primarily occurring inside the shop/office building.

2. We will be utilizing a commercial well with a West Divide water contract for the amount of 17.6 acre/ft. See attached water contract and report. We arrived at this amount thru the following calculation: A high of 60 trucks a day x 400 gals/truck = 24,000 gls. a day. A wash water reclaim system will reduce the water consumption by 60% - 90%. This results in an anticipated peak demand of 9,600-2,400 gallons a day if all trucks on the site were washed. This is not a scenario that will occur frequently due to the work flow of being on site for extended periods and moving directly from one jobsite to the next jobsite. We have built into the system an ability to accommodate the highest peak that could reasonably occur. A domestic and sanitary demand of 1,900 gls./day was computed using the square footage of the building. We anticipate that the amount of water contracted for will be over the amount actually used, and that the contract can be reduced due to the use of a water recycler for the truck washing, which is the primary use of water on this site. This can be assessed after the first year of operations.

We will be using a water treatment system design that utilizes reverse osmosis with a water softener system. We will utilize a water storage system storing 20,000 gallons of water. This water will also be available for fire suppression by the Fire Department through a non-pressured hydrant located within the proper distance requirements to both buildings. We will use a lined evaporation pond for disposal of water softener and reverse osmosis brinewater.

Wastewater will be treated with a sand and oil separator and recycler for the truck washing side and domestic waste will be treated using an engineered septic system. (see attached septic permit application and engineer's report.

Road access will be provided via an access located approx 2,112 feet east of County Road 300, this access was determined through a level II traffic study and consultation with CDOT. (see attached traffic study).

3. Site plan/map. See attached.

4. Vicinity map. See attached.

5. Garfield County Assessor's Map, list of adjacent property owners and mineral rights owners list. See attached.

6. Deed and legal description. See attached.

7. Agent acknowledgement. See attached.

8. Section 5.03 criteria.

(A) Utilities.

1. Xcel will be providing 800 amp service to the site via a 3-phase line coming from Parachute, overhead on Xcel's existing transmission line.
2. Sanitary sewer service will be provided via an engineered septic system. Wastewater from truck washing will be recycled and treated through a sand trap.
3. Natural gas requirements will be met via a 4,000 gal. propane tank located on the premises. (see site plan)
4. Water service will be provided via commercial well with a West Divide water contract. See attached.
5. Phone service will be extended into the property.

(B) Street Improvements. See attached traffic study, CDOT highway access permit application.

(C) Screening and landscaping. Screening will be provided through the use of the existing topography for the eastern, northern and western sides and screen fencing primarily on the southern side, providing screening from Highway 6&24.

9. Supplementary Regulations, Industrial Operations:

5.03.07: Impact Statement see attached.

Attachment List

1. Drainage report
2. West Divide Water Contract
3. Stormwater Management Plan
4. Water Supply Assessment
5. Traffic Study
6. Utility Composite
7. MSDS
8. CDOT Highway Access permit application
9. ISDS permit application
10. ISDS engineer's report
11. Site plan map
12. Vicinity map
13. Garfield County Assessor's map
14. Deed and Legal Description
15. Agent acknowledgement
16. Impact Statement
17. Building elevation drawings
18. Emergency Response Plan



DCS

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Impact Statement for Frac Tech Services, LLC. Operations in Garfield County, CO

Introduction

Frac tech is currently operating from a leased yard and small shop in the Traveler's Highland Subdivision located on Highway 6&24 approximately 4.5 miles west of Parachute, CO. Frac Tech has purchased a 77 acre parcel immediately adjacent to the east of this commercial subdivision. (See attached map). Frac Tech picked this location in part because of the close proximity to the subdivision. It seemed to match the level and type of activity of the area well, keeping any disruption to existing adjacent residential properties to a minimum. To further enhance this, Frac Tech purchased the two existing residences that are surrounded by the 77 acre parcel with plans to use them for employee residences. .

Background and Operational Characteristics

Frac Tech has been in the oil and gas business since 2002. They have been operating in Arkansas, Colorado and Wyoming. Their Home office is in Cisco, TX. Frac Tech's primary function at this site will be the provision of frac services to the oil and gas industry in the Garfield, Mesa and Rio Blanco County areas. This entails mobilizing, servicing and parking of large trucks, dispensing of acid and lubricating agents that are listed in the attached MSDS sheets. Associated administrative support services would also be provided from this location.

Scope

Frac Tech is proposing building the following facility:

1. An office/shop building with an office area of 80' x 112' attached to a shop area of 80' x 200' containing 5 service bays and 2 wash bays.
2. A well pump house and water treatment structure.
3. A 225' x 50' warehouse.
4. Two acid tanks housed in covered containment basins that meet Environmental Protection Agency (EPA) requirements.
5. Two covered gel tanks.
6. A 50' x 125' laydown slab.

7. Large truck parking area.
8. 89 space employee/ driver parking lot.
9. 37 space office parking lot.
10. 7 RV parking spaces.
11. A truck refueling station. This will meet all CDPHE Oil & Gas Inspection Division regulations.
12. A 6,000 gallon diesel storage tank. This is a UL listed 2085 fire rated double walled tank.
13. A 4,000 gallon propane tank for natural gas needs.

This would all be contained in a compound consisting of 15-20 acres. Natural topography will create an area that is bermed on three sides (north, west and east) leaving the highway frontage open to view similar to Traveler's subdivision. As this site is located in approximately the center third of the 77 acres there is a significant separation from adjacent property owners other than CDOT (I-70 and Highway 6& 24) and the railroad.

The neighborhood consists of the Traveler's commercial subdivision to the west, vacant ground to the east, I-70 to the north, the Encana compressor station and GJ Pipe's gravel pit, Union Pacific Railroad Highway 6&24 and vacant ground to the south.

1. Impact Statement

A. *Existing lawful use of water through depletion or pollution of surface run-off, stream flow or ground water*

Applicant Response: Water usage will consist of the following activities: Office restrooms and shop usage of sanitary and shower facilities have been calculated to be at a maximum 80 employee level to be 1650 gallons per day. The truck washing facilities have been calculated at a maximum of 80 trucks a day, at a rate of 400 gallons per truck per wash. The water augmentation plan (see attached) has been calculated by a water consultant for a maximum rate of usage without the impact of using a water recycler in the truck washing facility. We will be using a recycler, which will allow us the assurance that our water contract is more than sufficient for our needs and that after the first year we can assess our actual usage and reduce the water contract to a lower level. This water will be supplied by either a commercial well drilled on the premises , or a well drilled on property owned by Frac Tech to the south bordering the river, or from water pumped out of the river to the facility. This is also covered by the attached West Divide water contract.

The attached Water Supply Assessment verifies that the water supply is adequate, legal and sufficient for this use.

Wastewater will be treated through an engineered septic system (see attached septic permit application and engineer's report) and an approved oil and sand intercepting system.

B. *Impacts to adjacent land from the generation of vapor, dust, smoke, noise, glare, vibrations or other emanations:*

Applicant Response: We feel that there will be minimal dust impacts to adjacent land due to the placement of the site and the fact that the driving surfaces will be concrete. Lighting will be directed inward and downward, noise levels, dust and smoke emissions levels shall comply with all County, State and Federal laws, regulations and standards. Truck repair and servicing activities will occur inside the shop building. The trucks will be washed in

wash bays located inside the shop building. Repair and servicing will occur for the most part inside the service bays of the shop.

- C. *Impacts on wildlife and domestic animals through the creation of hazardous attractions, alteration of existing native vegetation, blockade of migration routes, use patterns or other disruptions:*

Applicant Response: These impacts are considered to be minimal based upon information obtained from J.T. Ramatzke of the Colorado Division of Wildlife. He said that there is a loss of some elk winter range, but that he had no objections because of the location being between the two highways it would be better if the elk were not in there. He mentioned a concern with possible pollutant spillage, which will be addressed by the installation of containment structures that meet EPA guidelines.

- D. *Affirmatively show the impacts of truck and automobile traffic to and from such uses and their impacts to areas in the County:*

Applicant Response: Traffic impacts are addressed in the attached traffic study.

- E. *That sufficient distances shall separate such use from abutting property which might otherwise be damaged by operations of the proposed use(s):*

Applicant Response: There are sufficient distances from abutting properties due to the location of the proposed use in the middle third of the 77 acre parcel. See attached photos and site map.

- F. *Mitigation measures proposed for all of the foregoing impacts identified and for the standards identified in Section 5.03.08 of this Resolution*

Applicant Response: These measures are addressed in the above line items.

2. *Permits may be granted for those uses with provisions that provide adequate mitigation for the following:*

- A. *A plan for site rehabilitation must be approved by the County Commissioners before a permit for conditional or special use will be issued:*

Applicant Response: Partial rehabilitation of the property: all tanks, trucks and items other than the buildings and structures that the next owner/user would utilize would be hauled away.

- B. *The County Commissioners may require security before a permit for special or conditional is issued, if required. The applicant shall furnish evidence of a bank commitment or credit, bond, certified check or other security deemed acceptable by the County Commissioners to secure the execution of the site rehabilitation plan in workmanlike manner and in accordance with the specifications and construction schedule established or approved by the County Commissioners. Such commitments, bonds or check shall be payable to and held by the County Commissioners:*

Applicant Response: Due to the extended amount of time that Frac Tech is expecting to operate this facility, and the extent to which they have tried to present as compatible a use to the surrounding neighborhood as is practical, they would prefer to negotiate on the possible requirement of furnishing a security deposit.

- C. *Impacts set forth in the impact statement and compliance with the standards contained in Section 5.03.08 of this Resolution:*

Industrial Performance Standards:

1. *Volume of sound generated shall comply with the standards set forth in the Colorado Revised Statutes at the time any new application is made:*

Applicant Response: Volume of sound will comply with the standards established in CRS 25-12-103.

2. *Vibration generated: every use shall be so operated that the ground vibration inherently and recurrently is not perceptible, without instruments, at any point of any boundary line of the property on which the use is located.*

Applicant Response: No vibration is anticipated, the distance from other uses of the site and the grading and paving should eliminate any vibration generation.

3. *Emissions of smoke and particulate matter: every use shall be operated so as to comply with all Federal, State and County air quality laws, regulations and standards.*

Applicant Response: No smoke emissions are anticipated and any dust emissions will be greatly reduced by the use of concrete driving surfaces.

4. *Emission of heat, glare, radiation and fumes: every use shall be so operated that it does not emit heat, glare, radiation or fumes which substantially interfere with the existing use of adjoining property or which constitutes a public nuisance or hazard. Flaring of gases, aircraft warning signals, reflective painting of storage tanks, or other such operations which may be required by law as safety or air pollution control measures shall be exempted from this provision.*

Applicant Response: No emission of heat or radiation is anticipated as part of this project, aside from the emissions from the trucks.

5. *Storage area, salvage yard, sanitary landfill and mineral waste disposal areas: (A97-112)*

- a. *Storage of flammable or explosive solids or gases shall be in accordance with accepted standards and laws and shall comply with the national, state and local fire codes and written recommendations/comments from the appropriate local protection district regarding compliance with the appropriate codes. (A97-112)*

Applicant Response: All storage of flammable liquids and solids shall comply with national, state and local codes.

- b. *At the discretion of the County Commissioners, all outdoor storage facilities may be required to be enclosed by fence, landscaping or wall adequate to conceal such facilities from adjacent property;(A97-112)*

Applicant Response: We believe that the topography of the site should provide the majority of the screening, and that there is sufficient distance from the adjacent uses that additional screening will not be needed. Fence screening will be used to screen the southerly aspect of the site from Highway 6 & 24.

- c. *No materials or waste shall be deposited upon a property in such form or manner that they may be transferred off the property by any reasonably foreseeable natural causes or forces;(A90-112)*

Applicant Response: We foresee no materials or wastes that will be stored in a manner that would allow transference by reasonably foreseeable natural causes. This has been achieved by the following items, warehouse of sufficient size, containment provisions for outside storage items such as acid and fuel storage and inside warehousing in the main shop area.

- d. *Storage of heavy equipment will only be allowed subject to(A) and (C) above and the following standards: (A97-112)*

1. *The minimum lot size is five acres and is not a platted subdivision.*

Applicant Response: This requirement is met.

2. *The equipment storage area is not placed any closer than 300 ft. from any existing residential dwelling.*

Applicant Response: This requirement is met.

3. *All equipment storage will be enclosed in an area with screening at least eight feet in height and obscured from view at the same elevation or lower.*

Applicant Response: This requirement will be met through a combination of natural topography and screen fencing.

4. *Any repair and maintenance activity requiring the use of equipment that will generate noise, odors, or glare beyond the property boundaries will be conducted within a building or outdoors during the hours of 8a.m. and 6 p.m. Mon.-Fri.*

Applicant Response: This condition will be met.

5. *Loading and unloading of vehicles shall be conducted on private property and may not be conducted on any public right-of-way.*

Applicant Response: This condition will be met.

- e. *Any storage area for uses not associated with natural resources shall not exceed ten acres in size.*

Applicant Response: The truck parking area is approximately 3 acres in size.

- f. Any lighting of storage area shall be pointed downward and inward to the property center and shaded to prevent direct reflection on adjacent property.

Applicant Response: This condition will be met through lighting methods, distance and topography.

1. *Water pollution: in a case in which potential hazards exist, it shall be necessary to install safeguards designed to comply with the regulations of the Environmental Protection Agency before operation of the facilities may begin.*

Applicant Response: These conditions will be met through the containment system around the acid dock, the fueling station meeting all regulations concerning fueling stations; the septic system and the water reclaim system. All percolation tests or ground water resource tests as may be required by local or State Health Officers must be met before operation of the facilities may begin. All necessary tests will be taken as required.

COLORADO DEPARTMENT OF TRANSPORTATION
STATE HIGHWAY ACCESS PERMIT APPLICATION

Issuing authority application acceptance date:

- Instructions:
- Contact the Colorado Department of Transportation (CDOT) or your local government to determine your issuing authority.
 - Contact the issuing authority to determine what plans and other documents are required to be submitted with your application.
 - Complete this form (some questions may not apply to you) and attach all necessary documents and Submit it to the issuing authority.
 - Submit an application for each access affected.
 - If you have any questions contact the issuing authority.
 - For additional information see CDOT's Access Management website at <http://www.dot.state.co.us/AccessPermits/index.htm>
- Please print or type

1) Property owner (Permittee) FIRAC TECH SERVICES, LLC		2) Agent for permittee (if different from property owner) Development Construction Services, Chris Becke	
Street address 16858 IH 20,		Mailing address 2350 G RD	
City, state & zip CISCO TX 76437	Phone # 817 850 1008	City, state & zip GRAND JCT CO	Phone # (required) 970 242 3674
E-mail address farris@frachtech.net		E-mail address if available chris@developmentconstructionservices.com	

3) Address of property to be served by permit (required)
No address available at this time

4) Legal description of property: If within jurisdictional limits of Municipality, city and/or County, which one?

county GARFIELD	subdivision NA	block	lot	section 27	township 7	range 96
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5) What State Highway are you requesting access from?
Highway 6E24

6) What side of the highway?
 N S E W

7) How many feet is the proposed access from the nearest mile post?
0 feet N S E W from: _____

How many feet is the proposed access from the nearest cross street?
2,112 feet N S E W from: **Una Rd**

8) What is the approximate date you intend to begin construction?
4/07

9) Check here if you are requesting a:

<input checked="" type="checkbox"/> new access	<input type="checkbox"/> temporary access (duration anticipated: _____)	<input type="checkbox"/> improvement to existing access
<input type="checkbox"/> change in access use	<input type="checkbox"/> removal of access	<input type="checkbox"/> relocation of an existing access (provide detail)

10) Provide existing property use
VACANT AGRICULTURAL

11) Do you have knowledge of any State Highway access permits serving this property, or adjacent properties in which you have a property interest?
 no yes, if yes - what are the permit number(s) and provide copies: _____ and/or, permit date: _____
historical?

12) Does the property owner own or have any interests in any adjacent property?
 no yes, if yes - please describe: **2 cabins at east end of property**

13) Are there other existing or dedicated public streets, roads, highways or access easements bordering or within the property?
 no yes, if yes - list them on your plans and indicate the proposed and existing access points.

14) If you are requesting agricultural field access - how many acres will the access serve?

15) If you are requesting commercial or industrial access please indicate the types and number of businesses and provide the floor area square footage of each.

business/land use	square footage	business	square footage
office/shop/warehouse/heavy equipment storage		FIRAC TECH	35,960

16) If you are requesting residential development access, what is the type (single family, apartment, townhouse) and number of units?

type	number of units	type	number of units

17) Provide the following vehicle count estimates for vehicles that will use the access serving the property then indicating a total count.

Indicate if your counts are:
 peak hour volumes or average daily volumes

# of passenger cars and light trucks (including taxis and vans)	100	# of heavy trucks (including school buses)	0
# of farm vehicles (tractors, combines, etc.)		Total count of all vehicles	0

- a) Property map indicating other access, bordering roads and streets.
- b) Highway and driveway plan profile.
- c) Drainage plan showing impact to the highway right-of-way.
- d) Map and letters detailing utility locations before and after development in and along the right-of-way.
- e) Subdivision, zoning, or development plan.
- f) Proposed access design.
- g) Parcel and ownership maps including easements.
- h) Traffic studies.
- i) Proof of ownership.

1- It is the applicant's responsibility to contact appropriate agencies and obtain all environmental clearances that apply to their activities. Such clearances may include Corps of Engineers 404 Permits or Colorado Discharge Permit System permits, or ecological, archeological, historical or cultural resource clearances. The CDOT Environmental Clearances Information Summary presents contact information for agencies administering certain clearances, information about prohibited discharges, and may be obtained from Regional CDOT Utility/Special Use Permit offices or accessed via the CDOT Planning/Construction-Environmental-Guidance webpage <http://www.dot.state.co.us/environmental/Forms.asp>.

2- All workers within the State Highway right of way shall comply with their employer's safety and health policies/procedures, and all applicable U.S. Occupational Safety and Health Administration (OSHA) regulations - including, but not limited to the applicable sections of 29 CFR Part 1910 - Occupational Safety and Health Standards and 29 CFR Part 1926 - Safety and Health Regulations for Construction.

Personal protective equipment (e.g. head protection, footwear, high visibility apparel, safety glasses, hearing protection, respirators, gloves, etc.) shall be worn as appropriate for the work being performed, and as specified in regulation. At a minimum, all workers in the State Highway right of way, except when in their vehicles, shall wear the following personal protective equipment: High visibility apparel as specified in the Traffic Control provisions of the documentation accompanying the Notice to Proceed related to this permit (at a minimum, ANSI/ISEA 107-1999, class 2); head protection that complies with the ANSI Z89.1-1997 standard; and at all construction sites or whenever there is danger of injury to feet, workers shall comply with OSHA's PPE requirements for foot protection per 29 CFR 1910.136, 1926.95, and 1926.96. If required, such footwear shall meet the requirements of ANSI Z41-1999.

Where any of the above-referenced ANSI standards have been revised, the most recent version of the standard shall apply.

3- The Permittee is responsible for complying with the Revised Guidelines that have been adopted by the Access Board under the American Disabilities Act (ADA). These guidelines define traversable slope requirements and prescribe the use of a defined pattern of truncated domes as detectable warnings at street crossings. The new Standards Plans and can be found on the Design and Construction Project Support web page at: <http://www.dot.state.co.us/DesignSupport/>, then click on *Design Bulletins*.

If an access permit is issued to you, it will state the terms and conditions for its use. Any changes in the use of the permitted access not consistent with the terms and conditions listed on the permit may be considered a violation of the permit.

The applicant declares under penalty of perjury in the second degree, and any other applicable state or federal laws, that all information provided on this form and submitted attachments are to the best of their knowledge true and complete.

I understand receipt of an access permit does not constitute permission to start access construction work.

Applicant's signature <i>Chris Boelcke</i>	Print name <i>Chris Boelcke</i>	Date <i>11/3/06</i>
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If the applicant is not the owner of the property, we require this application also to be signed by the property owner or their legally authorized representative (or other acceptable written evidence). This signature shall constitute agreement with this application by all owners-of-interest unless stated in writing. If a permit is issued, the property owner, in most cases, will be listed as the permittee.

Property owner signature	Print name	Date
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MSDS Sheets

FRAC TECH SERVICES
268 SCARROW RD./FRONTAGE RD.
PARACHUTE, CO. 81635

PAGE 1 OF 3

MATERIAL SAFETY DATA SHEET

I.

PRODUCT NAME : KCLS-2, KCL SUBSTITUTE
DOT PROPER SHIPPING NAME: COMBUSTIBLE LIQUID N.O.S,
NA1993,PGIII,(GLYCOL ETHER EB)
DOT HAZARD CLASSIFICATION:COMBUSTIBLE LIQUIDS

MATERIALS	% W/W	HAZARD DATA (TLV, ETC.)
GLYCOL ETHER EB	3-8%	25 ppm

TELEPHONE NUMBER:1-800-349-9355
EMERGENCY NUMBER:1-800-535-5053

II. PHYSICAL DATA/ PRODUCT CHARACTERISTICS

BOILING POINT: 212degF
SPECIFIC GRAVITY: 1.124
PH: 3.5-5.5
MELTING POINT:
SOLUBILITY IN WATER: COMPLETE
COLOR: DARK BROWN
ODOR: MILD ORGANIC

III. FIRE & EXPLOSION INFORMATION

FLASH POINT: 198 DEG F
EXTINGUISHING MEDIA:CO2,DRY CHEMICAL, FOAM, WATER FOG OR SPRAY
UNUSUAL FIRE OR EXPLOSION HAZARDS: NONE DETERMINED

IV. REACTIVITY INFORMATION

STABILITY:STABLE
HAZARDOUS DECOMPOSITION PRODUCTS: ELEMENTAL OXIDES
INCOMPATIBILITY:
STRONG ACIDS: STRONG ALKALIS: X STRONG OXIDIZERS: X OTHER:
CONDITIONS TO AVOID:
HEAT: OPEN FLAME: SPARKS: IGNITION SOURCES: OTHER:

V. HEALTH HAZARD INFORMATION

PAGE 2 OF 3

PRIMARY ROUTES OF ENTRY FOR INJURY CAUSING EXPOSURE:

SYMPTOMS OF EXPOSURE:

EYES: SEVERE IRRITATION

SKIN: MAY CAUSE IRRITATION AND POSSIBLE DERMATITIS

INGESTION: MAY CAUSE IRRITATION

INHALATION: MAY CAUSE NOSE, THROAT AND RESPIRATORY IRRITATION

CARCINOGENICITY: NONE LISTED

MEDICAL CONDITIONS AGGRAVATED BY EXPOSURE:

VI. FIRST AID RECOMMENDATIONS

EYES: FLUSH EYES WITH WATER OF AT LEAST 15 MINUTES, HOLDING EYELIDS APART. CALL PHYSICIAN

SKIN: WASH AFFECTED AREA WITH SOAP AND WATER, WASH AFFECTED CLOTHING BEFORE REUSE.

INGESTION : SEEK MEDICAL ATTENTION

INHALATION: REMOVE VICTIM TO FRESH AIR, IF SYMPTOMS PERSIST CALL PHYSICIAN.

VII. PERSONAL PROTECTIVE INFORMATION

VENTILATION REQUIREMENTS:

GENERAL ARE EXHAUST:

LOCAL EXHAUST:

NO EXHAUST NECESSARY:

PERSONAL PROTECTIVE EQUIPMENT:

EYE PROTECTION: GOGGLES OR FACE SHIELD

SKIN PROTECTION: RUBBER GLOVES, BOOTS, AND SPLASH APRON

RESPIRATORY PROTECTION: DUST OR VAPOR MASK

OTHER REQUIRED EQUIPMENT:

VIII. SPILL PROCEDURES & WASTE TREATMENT

SPILL PROCEDURES: ABSORB SPILL AND CONTAINERIZE FOR DISPOSAL

WASTE TREATMENT: DISPOSE OF ACCORDING TO FEDERAL, STATE, AND LOCAL LAWS.

IX. TOXIC SUBSTANCE CONTROL ACT INFORMATION

T.C.S.A.: ALL COMPONENTS OF THIS PRODUCT ARE REGISTERED UNDER THE REGULATIONS OF THE TOXIC SUBSTANCE CONTROL ACT AS REQUIRED.

S.A.R.A.: CHEMICAL COMPONENTS SUBJECT TO THE REPORTING REQUIREMENTS OF SECTION 313 OF TITLE III OF THE SUPERFUND AMENDMENTS AND REAUTHORIZATION ACT OF 1986 AND 40 CFR PART 372 ARE AS FOLLOWS:

CHEMICAL NAME	% BY WEIGHT	CAS REG. #
GLYCOL ETHER EB	3-8%	111-76-2

CONDITIONS: THE ABOVE INFORMATION IS ACCURATE TO THE BEST OF OUR KNOWLEDGE. HOWEVER, SINCE DATA, SAFETY STANDARDS, AND GOVERNMENT REGULATIONS ARE SUBJECT TO CHANGE AND THE CONDITIONS OF HANDLING AND USE, OR MISUSE ARE BEYOND OUR CONTROL, WE MAKE NO WARRANTY, EITHER EXPRESS OR IMPLIED, WITH RESPECT TO THE COMPLETENESS OR CONTINUING ACCURACY OF THE INFORMATION CONTAINED HEREIN AND DISCLAIM ALL LIABILITY FOR RELIANCE THEREON. USER SHOULD SATISFY HIMSELF THAT HE HAS ALL CURRENT DATA RELEVANT TO HIS PARTICULAR USE.

PREPARED:

DATE:07/25/06
BY: D. HARVELL

HMIS RATING: HEALTH-2, FLAMMABILITY-1, REACTIVITY-0

MATERIAL SAFETY DATA SHEET

I.

PRODUCT NAME : FRW-25

FORMULA: Polymeric Mixture

CHEMICAL FAMILY: Polymeric Mixture

DOT HAZARD CLASSIFICATION: D.O.T. NON-REGULATED

MATERIALS	% W/W	HAZARD DATA (TWA, ETC.)
ANIONIC COPOLYMER	>35	
MINERAL OIL	>25%	

TELEPHONE NUMBER: 1-800-349-9355

EMERGENCY NUMBER: 800-535-5053

II. PHYSICAL DATA/ PRODUCT CHARACTERISTICS

BOILING POINT: Not Determined

SPECIFIC GRAVITY: .96 - .99 @ 77 deg. F

FREEZING POINT: Not Determined

SOLUBILITY IN WATER: Miscible

PHYSICAL STATE: Liquid

ODOR: Aromatic

III. FIRE & EXPLOSION INFORMATION

FLASH POINT: > 200 DEG. F

EXTINGUISHING MEDIA: Foam or Dry Chemical

UNUSUAL FIRE OR EXPLOSION HAZARDS: NONE KNOWN

IV. REACTIVITY INFORMATION

STABILITY: STABLE

HAZARDOUS DECOMPOSITION PRODUCTS: Cox, NOx, SOx

INCOMPATIBILITY: Oxidizing Agents, concentrated Sulfuric or Nitric Acid

CONDITIONS TO AVOID: Flames, Sparks, heat above flash point

V. HEALTH HAZARD INFORMATION

PAGE 2 OF 3

PRIMARY ROUTES OF ENTRY FOR INJURY CAUSING EXPOSURE:

EYES: IRRITATION

SKIN: POSSIBLE IRRITATION,

INHALATION: IRRITATION,

CARCINOGENICITY: UNKNOWN

MEDICAL CONDITIONS AGGRAVATED BY EXPOSURE: UNKNOWN

VI. FIRST AID RECOMMENDATIONS

EYES: FLUSH EYES WITH WATER OF AT LEAST 15 MINUTES, HOLDING EYELIDS APART. CALL PHYSICIAN

SKIN: WASH AFFECTED AREA WITH SOAP AND WATER. INGESTION: DO NOT

INHALATION: REMOVE VICTIM TO FRESH AIR, IF SYMPTOMS PERSIST CALL PHYSICIAN.

VII. PERSONAL PROTECTIVE INFORMATION

VENTILATION REQUIREMENTS:

GENERAL AREA EXHAUST: X

LOCAL EXHAUST: X

PERSONAL PROTECTIVE EQUIPMENT:

EYE PROTECTION: GOGGLES OR FACE SHIELD

SKIN PROTECTION: RUBBER GLOVES, BOOTS, AND SPLASH APRON

RESPIRATORY PROTECTION: VAPOR MASK

OTHER REQUIRED EQUIPMENT:

VIII. SPILL PROCEDURES & WASTE TREATMENT

SPILL PROCEDURES: ABSORB SPILL AND CONTAINERIZE FOR DISPOSAL

WASTE TREATMENT: DISPOSE OF ACCORDING TO FEDERAL, STATE, AND LOCAL LAWS.

IX. SUBSTANCE CONTROL ACT INFORMATION

CONDITIONS: THE ABOVE INFORMATION IS ACCURATE TO THE BEST OF OUR KNOWLEDGE. HOWEVER, SINCE DATA, SAFETY STANDARDS, AND GOVERNMENT REGULATIONS ARE SUBJECT TO CHANGE AND THE CONDITIONS OF HANDLING AND USE, OR MISUSE ARE BEYOND OUR CONTROL, WE MAKE NO WARRANTY, EITHER EXPRESS OR IMPLIED, WITH RESPECT TO THE COMPLETENESS OR CONTINUING ACCURACY OF THE INFORMATION CONTAINED HEREIN AND DISCLAIM ALL LIABILITY FOR RELIANCE THEREON. USER SHOULD SATISFY HIMSELF THAT HE HAS ALL CURRENT DATA RELEVANT TO HIS PARTICULAR USE.

PREPARED:

DATE:08/29/06

BY: D. HARVELL

HMIS RATING

HEALTH: 1 FLAMMABILITY: 1 REACTIVITY: 0



MATERIAL SAFETY DATA SHEET

1. CHEMICAL PRODUCT AND COMPANY IDENTIFICATION

Product Identifier : MA-844W
Chemical Name : Not applicable, a blend
Chemical Family : Surfactants and Solvent Mixture
Manufacturer : CESI Chemical (a Flotek Industries, Inc. company)
 : 1004 S. Plainsman Road, Marlow, OK 73055
Emergency Phone : 1-800-256-4703
Prepared by : Todd Sanner
Phone : (580)-658-6608
Issue Date : 04/03/02
Revised Date : 11/20/02

2. COMPOSITION/INFORMATION ON INGREDIENTS

Ingredient : Isopropanol
CAS No. : 67-63-0
Wt. Percent Range : 10-20
OSHA PEL : 400 ppm TWA
ACGIH TLV : 400 ppm TWA
LD50 : Peroral 6.48 ml/kg (rat) Percutaneous 8.0 ml/kg (rabbit)
LC50 : Fathead Minnow 8,300 mg/l (96 h) Daphnia 7,550 mg/l (48 h)

Ingredient : Cyclohexenes
CAS No. : Proprietary
Wt. Percent Range : Proprietary
OSHA PEL : Not established
ACGIH TLV : Not established
LD50 : Dermal >5g/kg (rabbit) Oral >5g/kg (rat)
LC50 : No data available

Ingredient : Alcohols
CAS No. : Proprietary
Wt. Percent Range : Proprietary
OSHA PEL : Not established
ACGIH TLV : Not established
LD50 : No data available
LC50 : No data available

Ingredient : Alkyl Alkoxylate
CAS No. : Proprietary
Wt. Percent Range : Proprietary
OSHA PEL : Not established
ACGIH TLV : Not established
LD50 : No data available
LC50 : No data available

3. HAZARDS IDENTIFICATION

Human health hazards
Acute health hazards : Eye, skin and inhalation irritant. Harmful if swallowed.
Chronic health hazards : Defatting or dermatitis of the skin.
Route(s) of entry : Eyes, skin, inhalation, ingestion
Safety hazards : Flammable liquid
Environmental hazards : Toxic to aquatic organisms

4. FIRST AID MEASURES

- Eye : Remove contact lenses at once. Immediately flush with copious amounts of water for at least 15 minutes while holding eyelids open. If irritation persists, seek medical attention.
- Skin : Wash affected area thoroughly with soap and water. Remove contaminated clothing and launder before reuse. If irritation develops, seek medical attention.
- Inhalation : Remove to fresh air. If not breathing, give artificial respiration. If breathing is difficult, give oxygen. Seek prompt medical attention.
- Ingestion : If victim is conscious, give one or two glasses of water. DO NOT induce vomiting. If vomiting occurs spontaneously, keep the victim's head below the hips to prevent aspiration into the lungs. Never give anything by mouth to an unconscious person. Seek immediate medical attention.

5. FIRE FIGHTING MEASURES

- Flash Point : 77°F (25°C) (Closed Cup)
- Lower Explosion Limit : 0.7% (Cyclohexenes)
- Upper Explosion limit : 6.1% (Cyclohexenes)
- Extinguishing Media : carbon dioxide, foam or dry chemical
- Protective equipment : NIOSH/MSHA approved self-contained breathing apparatus (SCBA) and turnout gear.
- Hazardous combustion products : Carbon monoxide may be evolved if incomplete combustion occurs

6. ACCIDENTAL RELEASE MEASURES

- Personal precautions : Wear hand, eye, protective clothing and respiratory protective equipment to eliminate contact.
- General precautions : Eliminate ignition sources. Evacuate all non-essential personnel.
- Small spills : Soak up residue with an inert absorbent and place into appropriate containers for disposal or reclamation. Flush contaminated area thoroughly with water. Retain washings as contaminated waste.
- Large spills : If possible stop the flow of chemical. Dike to contain and prevent spreading. Remove with vacuum truck or pump to salvage vessels. Treat residue as for small spills.

7. HANDLING AND STORAGE

- Handling : Avoid contact with eyes, skin and clothing. Avoid breathing vapors. Use with adequate ventilation. Do not take internally. Wear appropriate protective clothing and equipment during handling. Wash thoroughly after handling. Remove contaminated clothing and launder before reuse.
- Storage : Store away from heat, sparks and open flames. Keep container closed when not in use. Store drums with the bung up. Carefully vent container before removing bung.

8. EXPOSURE CONTROLS/PERSONAL PROTECTION

- Occupational exposure standards : Not established for the product.
- Hand protection : Nitrile rubber gloves.
- Eye protection : Chemical splash goggles and face shield if conditions warrant.
- Respiratory protection : Not normally required.
- Engineering control measures : General (mechanical) room ventilation is expected to be satisfactory.
- Other : Emergency eye wash fountains and safety showers should be in the immediate vicinity of any potential exposure.

9. PHYSICAL AND CHEMICAL PROPERTIES

Form : Liquid
Appearance : Clear to opaque
Color : Colorless to milky white
Odor : Citrus
Specific Gravity : 0.9391
Bulk Density : 7.837 lbs/gal
Boiling Point : 310⁰ F (154.4⁰ C)
Freezing Point : < -42⁰ F (< -41.1⁰ C)
Solubility in water : 69-79%
pH : Not determined
Percent Volatiles : 55-75% weight
Vapor Pressure : Not determined

10. STABILITY AND REACTIVITY

Stability : Stable
Conditions to avoid : Heat, sparks, open flames
Hazardous polymerization : Will not occur
Hazardous decomposition products : None
Incompatibility : Strong oxidizing agents

11. TOXICOLOGICAL INFORMATION

Acute Effects
Eye : Causes moderate to severe irritation. If not removed promptly, permanent injury may result.
Skin : May cause mild to moderate irritation with brief contact. Prolonged contact may cause severe irritation, drying, defatting and dermatitis. Contains a potential skin sensitizer (Cyclohexenes).
Inhalation : May cause nose, throat and general upper respiratory tract irritation, coughing and headache.
Ingestion : Product is harmful if swallowed. May cause vomiting, headache, nausea, diarrhea, abdominal cramps, drowsiness and dizziness.
Chronic Effects : No other known chronic effects.
Carcinogenicity : None of the ingredients are listed in NTP, IARC monographs or OSHA regulated.

12. ECOLOGICAL INFORMATION

Environmental Fate : No information is available on the product however it is expected to be toxic to aquatic organisms.

13. DISPOSAL CONSIDERATIONS

Waste disposal : Recycle if possible. Otherwise dispose to licensed disposal contractor.
Product disposal : Recycle if possible. Otherwise comply with all local, state and federal regulations.
Container disposal : Drain container thoroughly. Triple rinse with water. Send to reclaimer or dispose of properly. Comply with all local, state and federal regulations.

14. TRANSPORT INFORMATION

United States D.O. T.
DOT Shipping Name : Flammable liquids, N.O.S. (contains Isopropanol, CAS#67-63-0 and Cyclohexenes, CAS# 5989-27-5), 3, UN1993, PGIII
Label(s) required : Flammable liquid
Hazard Class : 3
UN/NA number : UN1993
Packaging group : PG III
Emergency Phone : (405) 282-8510

15. REGULATORY INFORMATION

This document has been prepared in accordance with the MSDS requirements of the OSHA Hazard Communication Standard 29 CFR 1910.1200.

- OSHA Classification : Hazardous
- TSCA (USA) : All components listed.
- DSL (Canada) : All components listed.
- SARA Title III Section 302 : Extremely Hazardous Substances (40CFR355): This product does not contain ingredients listed in Appendix A and B.
- Sections 311/312
 - Immediate (acute) health hazard : YES
 - Delayed (chronic) health hazard : YES
 - Fire hazard : YES
 - Sudden Release of Pressure Hazard : NO
 - Reactive Hazard : NO
- Section 313 Reportable Quantities : None
- CERCLA : If the reportable quantity of this product is accidentally spilled, the incident is subject to the provisions of the Comprehensive Environmental Response, Compensation and Liability Act (CERCLA) and must be reported to the National Response Center by calling (800) 424-8802.
- Reportable Quantity : Not determined for the product.

16. OTHER INFORMATION

- NFPA 704
 - Health : 2
 - Fire : 3
 - Reactivity : 0
 - Special : None

- HMS
 - Health : 2
 - Fire : 3
 - Reactivity : 0
 - Special : None

- Disclaimer of Liability : The information contained in this MSDS was obtained from sources that we believe are reliable. However, the information is without any warranty, express or implied, regarding correctness. The methods of handling, storage, use and disposal of the product are beyond our control and may be outside the scope of our knowledge. For these reasons, we do not assume responsibility and expressly disclaim liability for loss, damage or expense arising out of or in any way connected with the handling, storage, use or disposal of the product.

MATERIAL SAFETY DATA SHEET

I.

PRODUCT NAME : FTS-OS-2, OXYGEN SCAVENGER
DOT PROPER SHIPPING NAME: FLAMMABLE LIQUIDS
N.O.S.,3,UN1993,PGII(ALCOHOL)
DOT HAZARD CLASSIFICATION: FLAMMABLE LIQUID

MATERIALS	% W/W	HAZARD DATA (TLV, ETC.)
ISOPROPYL ALCOHOL	10%	LEL: 2.0 UEL: 12.7@77 DEG F
SODIUM THIOSULFATE	> 10%	TLV: 10mg/m3

TELEPHONE NUMBER:1-800-349-9355
EMERGENCY NUMBER:1-800-535-5053

II. PHYSICAL DATA/ PRODUCT CHARACTERISTICS

BOILING POINT: 212 DEG F
SPECIFIC GRAVITY:1.10 x 8.34(water)
PH: 7.0
MELTING POINT:N/D
SOLUBILITY IN WATER: COMPLETE
COLOR: CLEAR
ODOR: SLIGHT ALCOHOL

III. FIRE & EXPLOSION INFORMATION

FLASH POINT: 74 DEG F
. EXTINGUISHING MEDIA: USE WATER SPRAY TO COOL FIRE EXPOSED SURFACES AND TO PROTECT PERSONNEL. SHUT OFF FUEL TO FIRE. IF A LEAK OR SPILL HAS NOT IGNITED, USE WATER SPRAY TO DISPERSE THE VAPORS. EITHER ALLOW FIRE TO BURN UNDER CONTROLLED CONDITIONS OR EXTINGUISH WITH ALCOHOL TYPE FOAM AND DRY CHEMICAL. TRY TO COVER LIQUID SPILLS WITH FOAM.
UNUSUAL FIRE OR EXPLOSION HAZARDS: AT OR ABOVE FLASH POINT.

IV. REACTIVITY INFORMATION

STABILITY: STABLE
HAZARDOUS DECOMPOSITION PRODUCTS: CO, CO2, OXIDES OF SULFUR
INCOMPATIBILITY:
STRONG ACIDS: X STRONG ALKALIS: X STRONG OXIDIZERS: X OTHER:
CONDITIONS TO AVOID:

HEAT: X

OPEN FLAME: X

SPARKS: X

IGNITION SOURCES: X

OTHER:

V. HEALTH HAZARD INFORMATION

PAGE 2 OF 3

PRIMARY ROUTES OF ENTRY FOR INJURY CAUSING EXPOSURE:

SYMPTOMS OF EXPOSURE:

EYES: IRRITATING, WILL INJUE THE EYE TISSUE IF NOT REMOVED PROMPTLY.

SKIN: IRRITATING, MAY CAUSE DERMATITIS. LOW ORDER OF TOXICITY.

INGESTION: MAY CAUSE IRRITATION, VOMITTING. SMALL AMOUNTS OF LIQUID ASPIRATED INTO THE RESPIRATORY SYSTEM DURING INGESTION, OR FROM VOMITING, MAY CAUSE BRONCHIOPNEUMONIA OR PULMONARY EDEMA.

INHALATION: IRRITATION, MAY CAUSE HEADACHES, AND DIZZINESS.

CARCINOGENICITY: NONE KNOWN

MEDICAL CONDITIONS AGGRAVATED BY EXPOSURE: DERMATITIS.

VI. FIRST AID RECOMMENDATIONS

EYES: FLUSH EYES WITH WATER OF AT LEAST 15 MINUTES, HOLDING EYELIDS APART. CALL PHYSICIAN

SKIN: WASH AFFECTED AREA WITH SOAP AND WATER, WASH AFFECTED CLOTHING BEFORE REUSE.

INGESTION: DO NOT INDUCE VOMITING, KEEP AT REST AND GET MEDICAL ATTENTION.

INHALATION: REMOVE VICTIM TO FRESH AIR, IF SYMPTOMS PERSIST CALL PHYSICIAN.

VII. PERSONAL PROTECTIVE INFORMATION

VENTILATION REQUIREMENTS:

GENERAL ARE EXHAUST:

LOCAL EXHAUST: X

NO EXHAUST NECESSARY:

PERSONAL PROTECTIVE EQUIPMENT:

EYE PROTECTION: GOGGLES OR FACE SHIELD

SKIN PROTECTION: RUBBER GLOVES, BOOTS, AND SPLASH APRON

RESPIRATORY PROTECTION: DUST OR VAPOR MASK

OTHER REQUIRED EQUIPMENT:

VIII. SPILL PROCEDURES & WASTE TREATMENT

SPILL PROCEDURES: ABSORB SPILL AND CONTAINERIZE FOR DISPOSAL

WASTE TREATMENT: DISPOSE OF ACCORDING TO FEDERAL, STATE, AND LOCAL LAWS.

PAGE 3 OF 3

IX. TOXIC SUBSTANCE CONTROL ACT INFORMATION

T.C.S.A.: ALL COMPONENTS OF THIS PRODUCT ARE REGISTERED UNDER THE REGULATIONS OF THE TOXIC SUBSTANCE CONTROL ACT AS REQUIRED.

S.A.R.A.: CHEMICAL COMPONENTS SUBJECT TO THE REPORTING REQUIREMENTS OF SECTION 313 OF TITLE III OF THE SUPERFUND AMENDMENTS AND REAUTHORIZATION ACT OF 1986 AND 40 CFR PART 372 ARE AS FOLLOWS:

CHEMICAL NAME	% BY WEIGHT	CAS REG. #

CONDITIONS: THE ABOVE INFORMATION IS ACCURATE TO THE BEST OF OUR KNOWLEDGE. HOWEVER, SINCE DATA, SAFETY STANDARDS, AND GOVERNMENT REGULATIONS ARE SUBJECT TO CHANGE AND THE CONDITIONS OF HANDLING AND USE, OR MISUSE ARE BEYOND OUR CONTROL, WE MAKE NO WARRANTY, EITHER EXPRESS OR IMPLIED, WITH RESPECT TO THE COMPLETENESS OR CONTINUING ACCURACY OF THE INFORMATION CONTAINED HEREIN AND DISCLAIM ALL LIABILITY FOR RELIANCE THEREON. USER SHOULD SATISFY HIMSELF THAT HE HAS ALL CURRENT DATA RELEVANT TO HIS PARTICULAR USE.

PREPARED:

DATE: 09/27/06

BY: D. HARVELL

HMIS RATING: HEALTH- 2, FLAMMABILITY-3, REACTIVITY-1

FRAC TECH SERVICES
268 SCARROW RD./FRONTAGE RD.
PARACHUTE, CO. 81635

PAGE 1 OF 3

MATERIAL SAFETY DATA SHEET

I.

PRODUCT NAME : CS-250 SI

DOT PROPER SHIPPING NAME: D.O.T. NON-REGULATED, Polyacrylate Solution

DOT HAZARD CLASSIFICATION: Not Regulated

MATERIALS	% W/W	HAZARD DATA (TLV, ETC.)

TELEPHONE NUMBER: 800-349-9355

EMERGENCY NUMBER: 800-535-5053

II. PHYSICAL DATA/ PRODUCT CHARACTERISTICS

BOILING POINT: 300 Deg F

SPECIFIC GRAVITY: 1.02-1.05

MELTING POINT: ND

SOLUBILITY IN WATER: SOLUBLE

COLOR: YELLOW TO AMBER

ODOR: MILD

III. FIRE & EXPLOSION INFORMATION

FLASH POINT: > 205 DEG F

EXTINGUISHING MEDIA: DRY CHEMICAL, CO2, FOAM

UNUSUAL FIRE OR EXPLOSION HAZARDS: None Known

IV. REACTIVITY INFORMATION

STABILITY: Stable

HAZARDOUS DECOMPOSITION PRODUCTS: Carbon Monoxide, Carbon Dioxide

INCOMPATIBILITY:

STRONG ACIDS: X

STRONG ALKALIS: X

STRONG OXIDIZERS: X

OTHER:

CONDITIONS TO AVOID:

HEAT: X

OPEN FLAME:

SPARKS:

IGNITION SOURCES:

OTHER:

V. HEALTH HAZARD INFORMATION

PAGE 2 OF 3

PRIMARY ROUTES OF ENTRY FOR INJURY CAUSING EXPOSURE:

EYES: No human or animal health data exists

SKIN: No human or animal health data exists

INGESTION: No human or animal health data exists

INHALATION: No human or animal health data exists

CARCINOGENICITY: No human or animal health data exists

MEDICAL CONDITIONS AGGRAVATED BY EXPOSURE: None Known

VI. FIRST AID RECOMMENDATIONS

EYES: FLUSH EYES WITH WATER OF AT LEAST 15 MINUTES, HOLDING EYELIDS APART. CALL PHYSICIAN

SKIN: WASH AFFECTED AREA WITH SOAP AND WATER, WASH AFFECTED CLOTHING BEFORE REUSE.

INGESTION: DO NOT INDUCE VOMITING

INHALATION: REMOVE VICTIM TO FRESH AIR, IF SYMPTOMS PERSIST CALL PHYSICIAN.

VII. PERSONAL PROTECTIVE INFORMATION

VENTILATION REQUIREMENTS:

GENERAL ARE EXHAUST: X

LOCAL EXHAUST: X

PERSONAL PROTECTIVE EQUIPMENT:

EYE PROTECTION: GOGGLES OR FACE SHIELD

SKIN PROTECTION: RUBBER GLOVES, BOOTS, AND SPLASH APRON

RESPIRATORY PROTECTION: DUST OR VAPOR MASK

OTHER REQUIRED EQUIPMENT:

VIII. SPILL PROCEDURES & WASTE TREATMENT

SPILL PROCEDURES: ABSORB SPILL AND CONTAINERIZE FOR DISPOSAL

WASTE TREATMENT: DISPOSE OF ACCORDING TO FEDERAL, STATE, AND LOCAL LAWS.

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S.A.R.A.: CHEMICAL COMPONENTS SUBJECT TO THE REPORTING REQUIREMENTS OF SECTION 313 OF TITLE III OF THE SUPERFUND AMENDMENTS AND REAUTHORIZATION ACT OF 1986 AND 40 CFR PART 372 ARE AS FOLLOWS:

CHEMICAL NAME	% BY WEIGHT	CAS REG. #
Ethylene Glycol	<15	107-21-1

CONDITIONS: THE ABOVE INFORMATION IS ACCURATE TO THE BEST OF OUR KNOWLEDGE. HOWEVER, SINCE DATA, SAFETY STANDARDS, AND GOVERNMENT REGULATIONS ARE SUBJECT TO CHANGE AND THE CONDITIONS OF HANDLING AND USE, OR MISUSE ARE BEYOND OUR CONTROL, WE MAKE NO WARRANTY, EITHER EXPRESS OR IMPLIED, WITH RESPECT TO THE COMPLETENESS OR CONTINUING ACCURACY OF THE INFORMATION CONTAINED HEREIN AND DISCLAIM ALL LIABILITY FOR RELIANCE THEREON. USER SHOULD SATISFY HIMSELF THAT HE HAS ALL CURRENT DATA RELEVANT TO HIS PARTICULAR USE.

PREPARED: MW
REVISED: DH
DATE: 08/24/06

HMIS RATING: HEALTH-1, FLAMMABILTY-1, REACTIVITY-0

EMERGENCY RESPONSE PLAN

FracTech Services

Parachute, Colorado

Author: Michael S. Harris	FracTech Services Parachute, Colorado Emergency Response Plan	Ref:
Checked By:		Page:
Approved By:		Issued:
		Rev: 1.0

1.0 SCOPE

The Emergency Response Plan (ERP) addresses Parachute, Colorado. Catastrophic, major, and serious (CMS) emergencies as defined in Section 4. Emergencies other than those defined in the ERP are location specific, and are addressed in each location's ERP. This ERP applies to designate individuals working in the Parachute, CO. office who are defined as the Emergency Response Team (ERT) in Section 3.3. The ERP includes employee responsibilities, emergency procedures, site maps, plot plans, and internal and external emergency contacts. The Parachute, CO. ERP is for the main facility and is the guideline for field location ERP's. It also provides resources from outside the Parachute, CO. as needed.

2.0 STANDARD

All locations to have a plan outlining responses in the event of an emergency.

3.0 RESPONSIBILITIES

3.1 Operations Manager

It is the responsibility of Operations Manager to ensure appropriate ERP's are in place, that drills are conducted and key personnel are trained to a level of competence appropriate to their responsibilities in emergency scenarios. The OM works with Location HSE Coordinator to identify emergency response team members. All training for ERT personnel must be authorized by the Operation Manager. The Operation Manager informs area management as required in emergency situations.

3.2 Location HSE Coordinator

It is the responsibility of Location HSE Coordinator to notify Operation Manager in an emergency or if Operation Manager is not available to notify area QHSE Manager. Location HSE Coordinator ensures all necessary support is provided to cope with facility emergencies and emergency calls received from a field location. Location HSE Coordinator provides necessary materials, training of Parachute, personnel, ERT, and also recommends ERT members. Location HSE Coordinator must maintain documentation of drills, incidents, waste disposal and plan revisions.

Author: Michael S. Harris	FracTech Services Parachute, Colorado Emergency Response Plan	Ref:
Checked By:		Page:
Approved By:		Issued:
		Rev: 1.0

DISTRIBUTION LIST

Glossary

ERP Emergency Response Plan
ERT Emergency Response Team
Parachute, Colorado District

Latest Revision History

Issue	Issue Date	Revision Description	Prepared	Reviewed	Approved
1.0					

Proprietary Notice

This information is confidential and is the trade property of FracTech Services, and
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Author: Michael S. Harris	FracTech Services Parachute, Colorado Emergency Response Plan	Ref:
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3.3 Emergency Response Team Members

The Parachute, CO. ERT is composed of the following personnel:

- OPS Manager
- Location HSE Coordinator
- Facility Manager Supervisor
- Maintenance Supervisor

It is the responsibility of Parachute, CO. ERT to provide managerial and technical support in all CMS emergencies. The team must effectively coordinate with external parties such as Clients, Medical Facilities, Police and Coast Guard, Families, etc. In the event of multiple businesses being affected, additional support may be requested by the ERT. In the event of a CMS emergency, the ERT will meet in the Operation Manager's office and a person will be designated to man the Parachute phone. A team member will collect information and complete Emergency Incoming Call Sheet. ERT members must post travel, school and vacation plans With the Operation Manager, and HSE Coordinator. **ERT members should retain a copy of this guide in their offices and homes.**

4.0 EMERGENCY CRITERIA

Serious/Major Emergency – An emergency requiring Parachute, support that can be handled by Parachute, members of the ERT such as:

- Life threatening bodily injury, or life threatening illness requiring a medical evacuation
- Serious/Major environmental or property damage
- Employee abducted

Catastrophic Emergency – An emergency, which may require the ERT expertise and support of the Corp. Office such as:

- Multiple fatalities or multiple life threatening bodily injuries
- Major fire or explosion on location and/or drilling rig
- Catastrophic environmental damage
- Catastrophic property damage
- Surface blow out

Author: Michael S. Harris	FracTech Services Parachute, Colorado Emergency Response Plan	Ref:
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Approved By:		Issued: Rev: 1.0

5.0 PARACHUTE, COLORADO FACILITY EMERGENCY PROCEDURES

5.1 Fire Emergency

In the event of a fire:

- **Activate alarm system**-first person on the scene. Employees are not fire fighters, call the professional.
- **Call emergency services [911].**
- **Go to primary meeting place**-at Parachute facility, [office, shop, bulk plant] immediately all employees are to locate on the outside South/east side of **GATE** for a head count of all employees. If primary location is a hazardous area, then the secondary location will be the South/west side of main gate. Do not leave until head count is complete!
- **Sweep each building to make sure all employees are evacuated**-a designated employee will be assigned to search each building before moving to meeting area. The Emergency Response Team [ERT] will designate responsible party.
- **Verify head count**-a board in the main office will have every employee's name, and designate if the employee is at the facility, off work or out on company business. This board is to be used for head count to verify who is at facility during an emergency. ERT member will verify all are present and accounted for; if there is some discrepancy, then they will start a search of facility again. [But not putting themselves in danger!]
- **Notify emergency services**- the ERT will let emergency services know that all employees are or are not accounted for.

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		Rev: 1.0

5.2 Tornado Warning

In the event of a tornado warning:

- **Inform Operations Manager / HSE Coordinator** then dial "Intercom, then Page Out" in the offices to issue a tornado warning over the paging system. Go immediately to an inside room or hallway. Advise personnel as you proceed to the safe area that there has been a sighting or advisory. Remain in a safe place until the "All Clear" announcement is given over the paging system, or verbally if necessary.
- Do not leave until head count is complete!
- **Sweep each building to make sure all employees are evacuated**-a designated employee will be assigned to each building before moving to meeting area. The District Manager / Local HSE Coordinator will designate responsible party.
- **Monitor news bulletins**-ERT member will have a cell phone and a portable radio.
- **Verify head count**-a board in the main office will have every employee's name, and designate if the employee is at the facility, off work or out on company business. This board is to be used for head count to verify who is at facility during an emergency. ERT member will verify all are present and accounted for; if there is some discrepancy, then they will start a search of facility again. [But not putting themselves in danger!]

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5.3 Spill Procedures

In the event of a spill:

- **Check any employees or contractors for injuries-** the employee first on the scene will help injured first if safe to do so. All employees not connected to the spill keep clear of the immediate area. Only trained employees should enter contaminated area.
- **Contain the spill-** get items from the emergency spill kit, located at the Shop, Wash Bay, or Wet Chemical Bulk Plant. If you do not have the proper PPE stay out of the area GET HELP! If possible, close and or plug any drains to stop further contamination.
- **Notify Supervisor and HSE-** provide the following information: injuries, location, chemical spilled, amount spilled, and any actions already taken. If Location HSE Manager/OM is not available and/or regional QHSE contact cannot be reached immediately, telephone Area Manager. Be prepared to provide the following basic information to the Emergency Response Member: Description of the incident, location and time, type and quantity of material spilled including MSDS information, personnel injury or exposure, etc.
- **Stand by-** for a call back from ERT team member/ who will recommend response action, be a resource for health, safety and environmental hazard information, and assist with required immediate reporting to agencies.
- **Determine clean up needs-** employee consults MSDS sheet for instructions. MSDS will state required PPE, neutralizing factors, and disposal measures. If a third party is needed for cleanup contact QHSE Advisor or OM.
- **Contact Corporate Environmental Department-** Location HSE Manager or OM will make the call.
- **Document all processes-** only Location HSE Coordinator, OM, BPO, or MSV are authorized sign for waste disposal.

- **Restock spill kits-** Location HSE Manager or designee should inspect spill kits once a month for out dated items, exposure to weather, moisture, and other contaminates.

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6.0 Parachute, Colorado FACILITY EMERGENCY COMMUNICATIONS

Establish caller's concern. If the query is relevant, pass the call to the ERT member or the designated separate telephone number. If the query is not relevant, give the holding statement.

Holding Statement

"There has been an incident. No details are available at present but our emergency procedures have been initiated. A further statement will be released as information is received. Please give us your name and telephone number, and you be contacted by a member of our staff at the earliest opportunity."

Any calls pertaining to an emergency must be recorded on the Emergency Time Log. Under no circumstances, release or divulge any information other than that supplied officially by ERT members. A person will be designated to man the phone. That person must not leave the switchboard unless relieved by a designated relief person and should remain calm and keep all lines of communication dedicated to the emergency traffic. All messages concerning emergencies must be given and written in English. As the emergency evolves, calls may be received from the family, media and special interest groups, and companies and emergency services. The following actions should be taken.

6.1 Incoming Calls from Family

- **Log** caller's name and phone number
- **Refer** family member to the OM-employees, do not release any information without OM or ERT authorization
- **Provide** a telephone number for future contact if necessary

6.2 Incoming Calls from the Media or Special Interest Groups

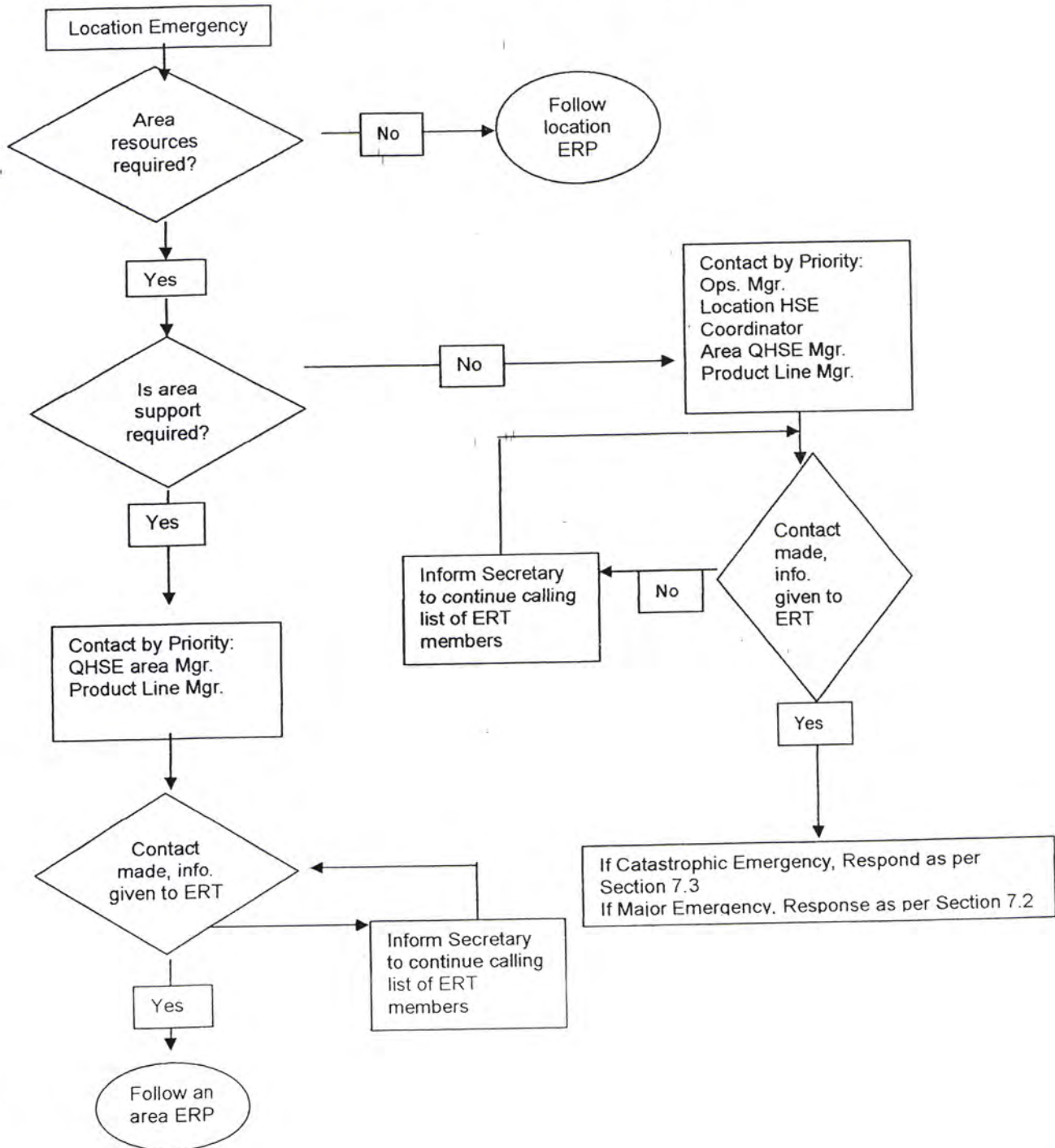
- **Log** caller's name and phone number
- **Refer** the call to OM-employees do not discuss any matter at all with the media or special groups including newspapers, TV, radio, press agencies, environmental organizations, political groups, public bodies, etc.
- **Provide** a telephone number for future contact if necessary

6.3 Incoming Calls from Other Companies or Emergency Services

- **Log** caller's name and phone number
- **Determine** if calls are relevant to the emergency. If they are, connect the call to the ERT room.
- **Provide** a telephone number for future contact if necessary

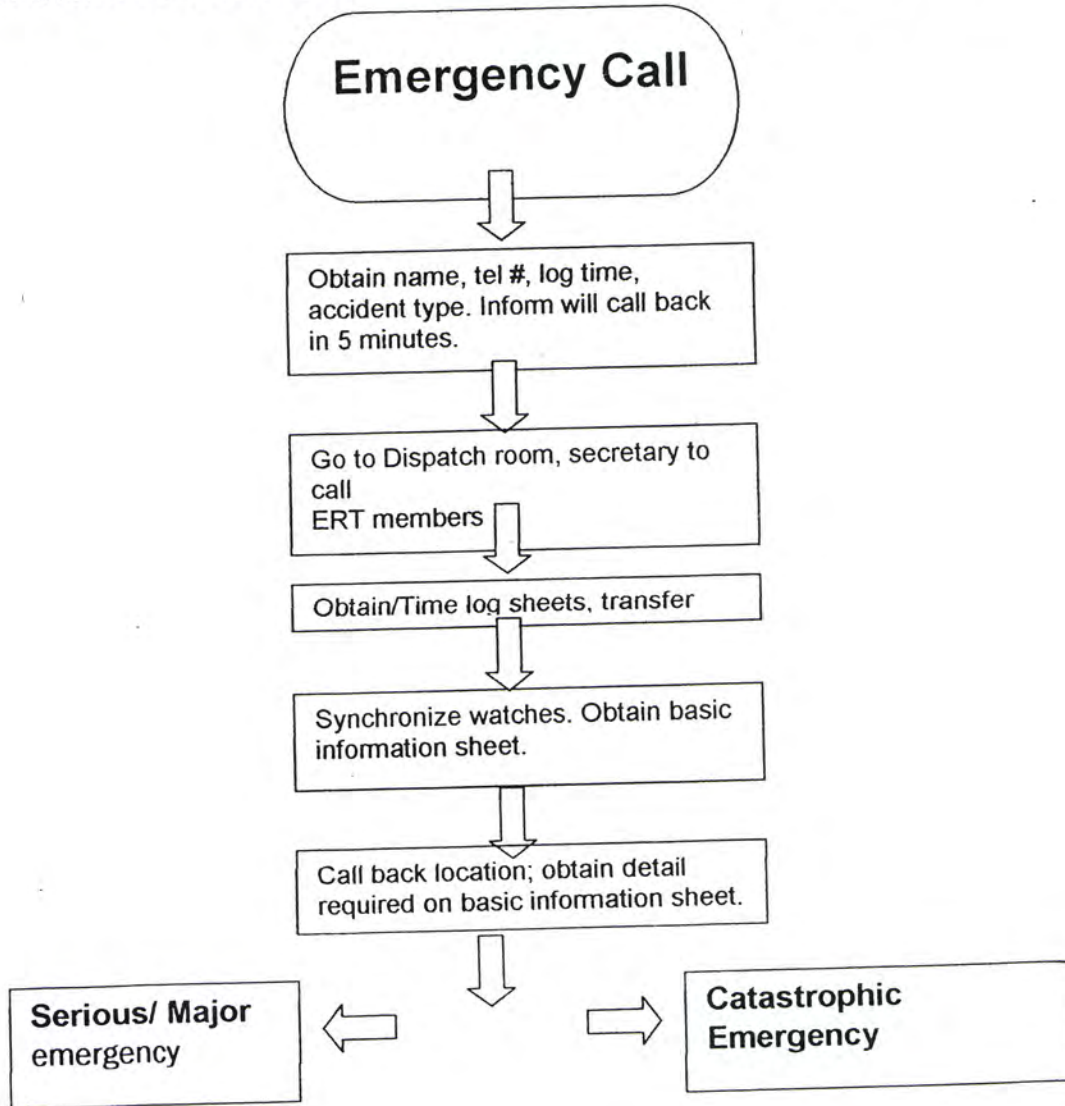
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7.0 COMMUNICATION OF EMERGENCY FLOWCHART



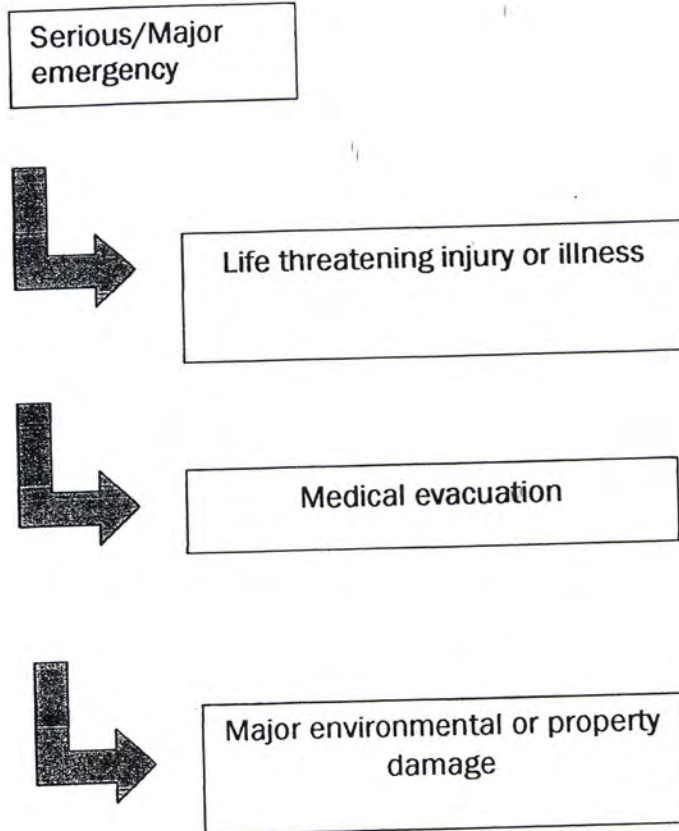
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7.1 RESPONSE TO A SERIOUS/ MAJOR/ CATASTROPHIC EMERGENCY



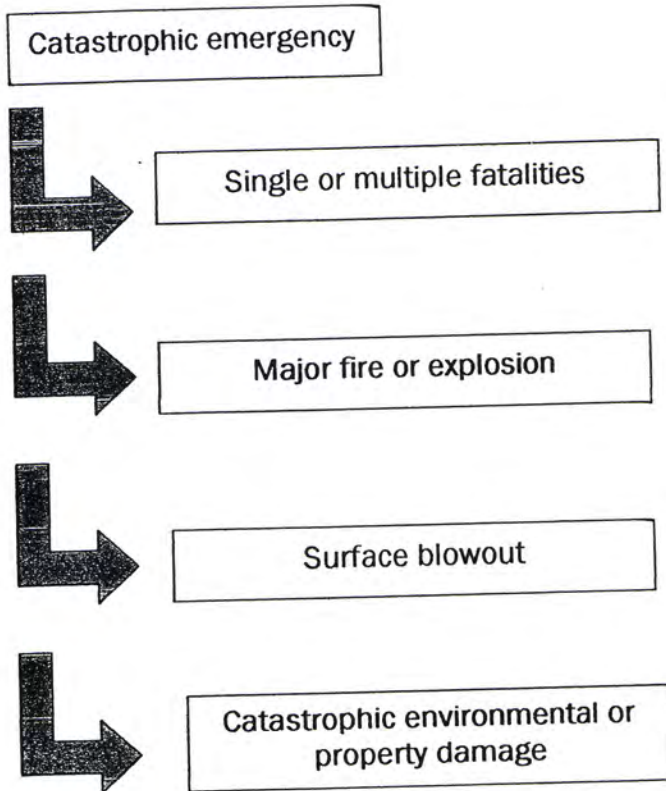
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7.2 MAJOR / SERIOUS EMERGENCY



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7.3 CATASTROPHIC EMERGENCY



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8.0 COMMUNITY EMERGENCY-CONTACTS

Saint Mary Hospital Medical Center

(970-244-2273)
750 Wellington Ave.
Grand Junction CO. 81502

ST.Mary's CareFlight
1-800-332-4932

EMERGENCY NUMBERS

Police 911
Fire 911

National Response Center-1 800 424 8802

**Environmental Protection Agency-1 800
227 8917**

Poison Center Rocky Mountain
Aurora, CO 80010
303-739-1123

Contact Numbers Parachute, CO. Personnel

**Operations Manager; Gilbert Montamayor Cell # 790-985-1295
Home#**

**Location HSE Coordinator; Cell #
Home#**

**Facility Manager; Howard Cell # 970-986-9987
Home#**

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9.0 BASIC INFORMATION SHEET

Required Information from the Field for Fatality or Multiple Bodily Injury

Record-the time at which the emergency message was received ____ hour ____ mins. AM / PM

Record caller's name and contact number _____

Total number of injured or deceased people _____

Name(s) of injured / deceased _____

Nationality of injured / deceased _____

Location of injured / deceased _____

Work site / Hospital / Doctor - name, telephone, number, fax or telex number

Brief medical description _____

Medical treatment given so far (work site, local hospital, etc.)

If possible, the following information should also be included.

Position and status (product line, client, 3rd party etc.) of the injured

Name and location of work site _____

BASIC INFORMATION SHEET Con't.

Date and time of the accident _____

Brief description of the accident _____

Patient's home-contact numbers and next of kin _____

Evacuation / rescue requirements _____

Action already taken to minimize losses _____

Action required from Parachute ERT

Note: Request that **Parachute ERT** fax the roster of all personnel currently on the work site as soon as possible.

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10.0 CATASTROPHIC PROPERTY OR ENVIRONMENTAL DAMAGE

Required Information from the field for Catastrophic Property or Environment Damage

Note: If the event also included fatalities or multiple bodily injuries, the information should also be given on BASIC INFORMATION SHEET

Time of which the emergency message was received ____ hrs ____ mins. AM /PM

Caller's name and contact number

Name and location of the work site

Date and time of the accident

Description of the accident

Number of personnel at the work site

Extent / number of casualties (see above)

Detail of equipment down/ damage

Status of the well bore (position of plugs etc.)

Evacuation rescue requirements

Action being taken to control losses

CATASTROPHIC PROPERTY OR ENVIRONMENTAL DAMAGE Con't.

External assistance participating

Weather conditions if applicable

Client been informed?

Client contact person and telephone number for this event

Action required from Parachute, ERT

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12.0 EMERGENCY INCOMING CALL SHEET

Dispatcher: Questions to ask before calling Emergency/Incident ERT
 The person who receives notification of an emergency must obtain and record the following standard information.

Who is notifying..... Phone.....

What has happened.....

.....

Where it has happened.....

.....

When it has happened.....

.....

Action already taken

.....

.....

Frac Tech Services personnel involved

.....

Who else has been notified/ When

.....

Notes/instructions from notifier.....

.....

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Emergency Contact List:

AREA Manager: **John Roney**
Cell# 1-970-985-3516

AREA HSE Manager: **Michael Harris**
Cell# 1-970-986-9892

Parachute Contacts:

District Manager: **Gilbert Montemayor**
Cell# 1-970-985-1295

Operation Manager: **Bobby Hopper**
Cell # 970-986-9993

Facility Manager: **Howard**
Cell # 1-970-986-9987

Maintenance Manager: **Name**
Cell#

Appendix

Accident / incident procedures PARACHUTE, COLORADO

In the event of an automotive or injury Accident, the following procedures are to be taken.

- After informing Management of Accident/Incident
 1. All personnel involved are to be taken to the nearest medical facility
 2. All personnel involved are to be given a drug and alcohol screen [ACCOMPANIED BY LINE MANAGEMENT] No one is to be sent alone
 3. During regular office hours all personnel are to be sent to [Sideline collections], field location to be sent to the nearest medical facility
 4. Photos of the incident site are to be taken before anything is moved
 5. Statements are to be taken by witness
 6. All Supervisors are to carry SECON Drug @ Alcohol forms with them
 7. In the event that personnel have to be sent by ambulance, a company employee should follow ambulance to hospital to keep Management informed.

Preferred Medical Facility:

St. Mary's Hospital Medical Center
(970-244-2273)
750 Wellington Ave.
Grand Junction CO. 81502
ST.Mary's CareFlight
1-800-332-4932

All other medical facility's located in Emergency Response Plan / with maps, address's and phones numbers.

Contact Numbers: Management

Area Manager:

John Roney
Cell # 970-985-2516

Area HSE Manger:

Michael Harris
Cell # 970-986-9892

District Manager:

Gilbert Montemayor
Cell # 970-985-1295

BOMB THREAT CHECKLIST

1. When is the bomb going to explode?
2. Where is the bomb right now?
3. What does the bomb look like?
4. What kind of bomb is it?
5. What will cause the bomb to explode?
6. Did you place the bomb?
7. Why?
8. What is the address?
9. What is your name?

EXACT WORDING OF BOMB THREAT

- Sex of caller _____ Race _____ Age _____ Length of call _____
- Telephone number at which call is received: _____
 - Time call received: _____
- Date call received: _____

CALLER'S VOICE:

- Calm _____ Nasal _____ Soft _____ Angry _____ Stutter _____ Load _____ Excited _____ Lisp _____ laughter _____
- Slow _____ Rasp _____ Cring _____ Rapid _____ Deep _____ Normal _____ Distinct _____
- Slurred _____ Whispered _____ Ragged _____ Clearing Throat _____ Deep Breathing _____
- Cracking Voice _____ Disguised _____ Accent _____
- Familiar (If voice is familiar, who did it sound like?) _____

BACKGROUND SOUNDS:

- Street noises _____ Factory machinery _____ Voices _____ Crockery _____ Animal noises _____
- Clear _____ PA System _____ Static _____ Music _____ House noises _____ Long Distance _____
- Local _____ Motor _____ Office machinery _____ Booth _____ Other (Please specify) _____

BOMB THREAT LANGUAGE:

- Well spoken (education) _____ Incoherent _____ Foul _____ Message read by threat maker _____
- Taped _____ Irrational _____
- REMARKS: _____

- Your Name: _____
- Your position: _____
- Your Telephone number: _____
- Date checklist completed: _____

Severe Weather Conditions

Severe weather conditions are to be monitored at all times. Management will make a decision on action to be taken depending on type of weather conditions and warnings issued by the National Weather Service and the local Emergency Services. While the company has no power to prevent an employee from leaving the building at any time, certain conditions such as heavy rain and or flooding, hail, severe thunderstorms and tornadoes put people in cars and outside at risk; FracTech Services advises that it is generally safer to remain in the building until conditions pass.

Facility Safety Coordinator Duty

1. If a warning for the Parachute area is issued, or if FracTech personnel indicate that a sighting or advisory has occurred, issue a Tornado Alarm over the paging system. Ask all occupants of the building to go the nearest room or hallway for safety.
2. Go immediately to an inside room or hallway advising personnel of the danger as you walk to the safest place in the building.
3. If a sighting has occurred dial "911" and report it.
4. When danger has passed issue an "All Clear" announcement over the paging system.

Lightning

The danger of a lightning strike is obvious, when a thunderstorm threatens a number of actions can minimize the danger to personnel.

1. Stay inside of a building or an automobile and avoid contact with metal surfaces.
2. If outside or on location and it is not possible to get into a building or car, do not stay underneath or near a natural lightning rod such as a tall isolated tree or a telephone pole on a hilltop, near a large radio antenna or a metal tower. In open areas, go to a low place such as a ditch. Keep away from metal equipment such as trucks, cranes, iron and other metal objects. Get inside a vehicle if time permits, it is most dangerous when getting into or out of your vehicle. If you are in a vehicle already stay in the vehicle.
3. If you are on open ground and you feel your hair "stand on end", lightning may be about to strike in your immediate area. Squat in place and position yourself as close to the ground as possible. This may significantly reduce injury. Do not lie flat on the ground.
4. Persons struck by lightning receive a severe electrical shock and may be severely burned. They carry no electrical charge and can be handled safely and should be medically treated as soon as possible. CPR may be necessary treatment for an electric.

Flooding

In general the National Weather Service and the local media will give advance notice. When the National Weather Service or local authorities report a flood warning and or evacuation order, Management or the facility Safety Coordinator will notify all personnel. An orderly evacuation will be conducted and the building will be closed.

- All computers, copiers, printers etc; should be powered down before leaving the building.
- All sensitive material close to the ground should be moved up at least 2 feet or more if possible. Desktop height is acceptable.
- Close all doors behind you and evacuate the building.
- Shut off any main power breakers.
- Lock all doors and post "Building Evacuated – Power Cut Off" signs on doors.

Precautions on driving in flood conditions:

- Drive slowly through standing water to prevent hydroplaning.
- Never try to cross a bridge or low water crossing covered in running water. It may be washed out.
- Never attempt to drive through water of an unknown depth.
- As soon as you leave the water be sure to test your brakes. If you have drum brakes they have a minimum stopping power. Drive slowly with your brakes lightly applied. The friction will quickly allow them to operate properly.

Snow, Ice and Freezing Conditions

1. The National Weather Service, local television and radio broadcasts will announce the forecast of potential snowfall duration and freezing conditions.
2. **The decision to begin a road trip in these Conditions will be made by Management. ["It is the Obligation of each employee to stop/ not drive if employee feel it is not safe to proceed"]**
3. **County or State road crews will be applying gravel and or salt to the roads and bridges. We should consider when they do this we plan our trip after this is done.**
4. **Local radio and television will be issuing advisories and highway conditions as well as road closings.**

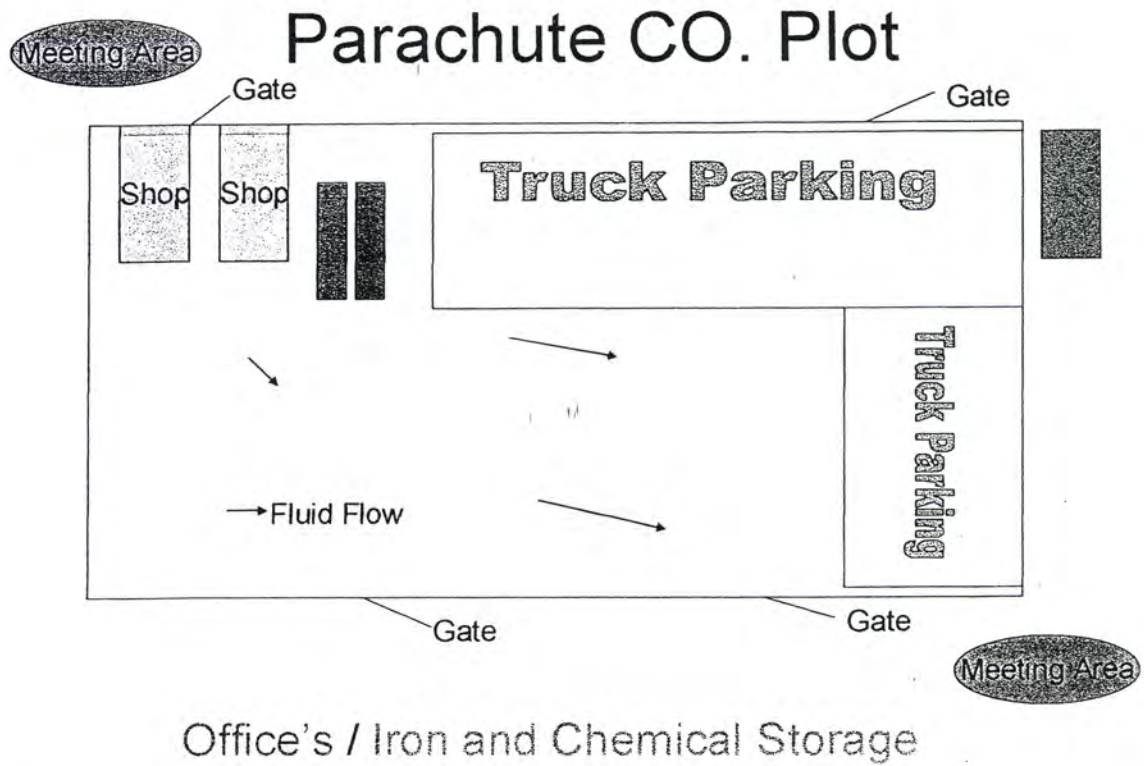
Drills

Drills will be conducted at least annually. The Safety Coordinator will conduct and lead drills for fire, severe weather and all other emergencies. Local emergency services will be invited to participate in the drills. The drills will include all personnel in the facility or on a job site.

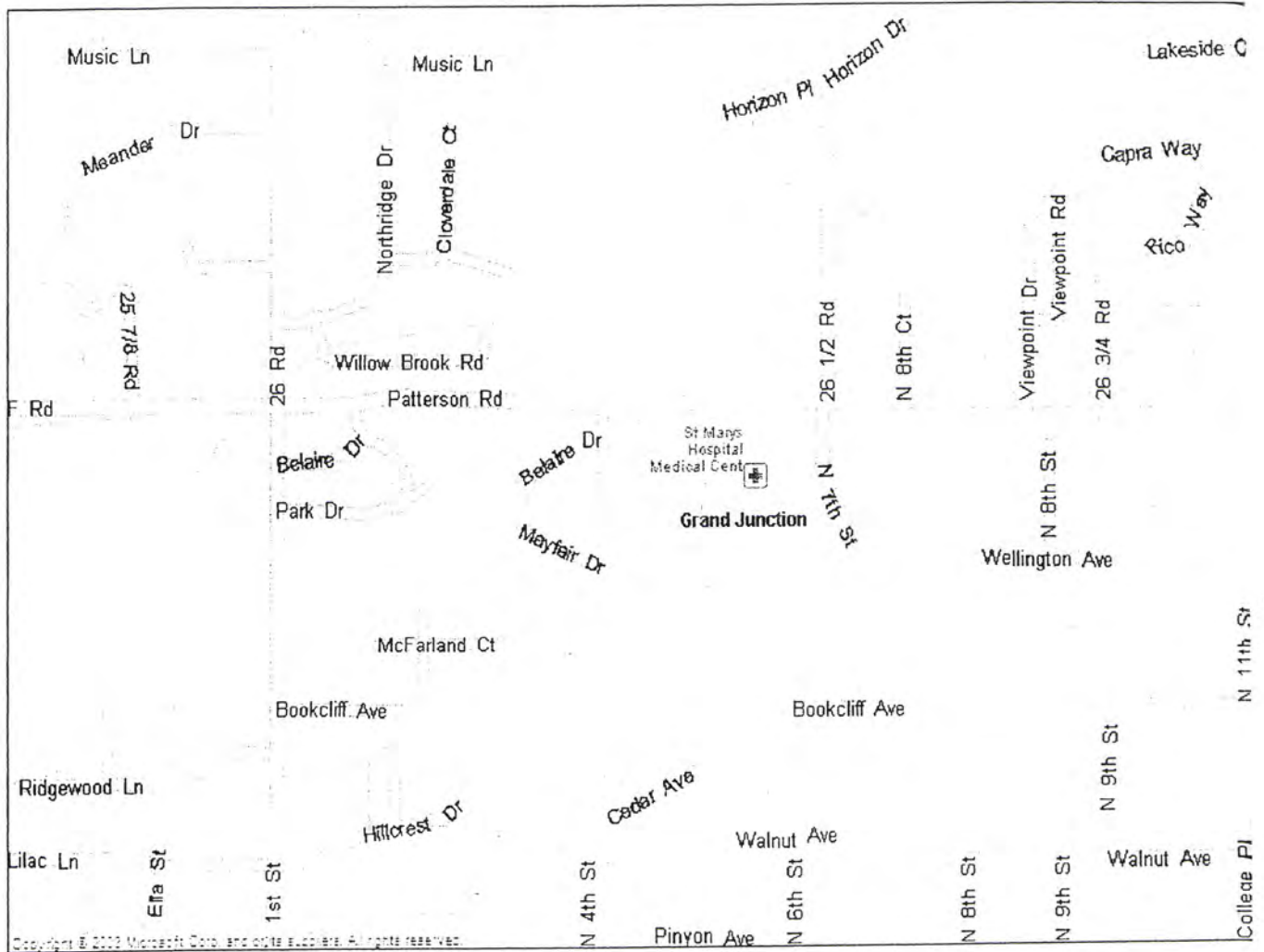
Training

Employees will be trained on the ERP as part of their New Hire Program. Refreshers will be done periodically during monthly safety meetings.

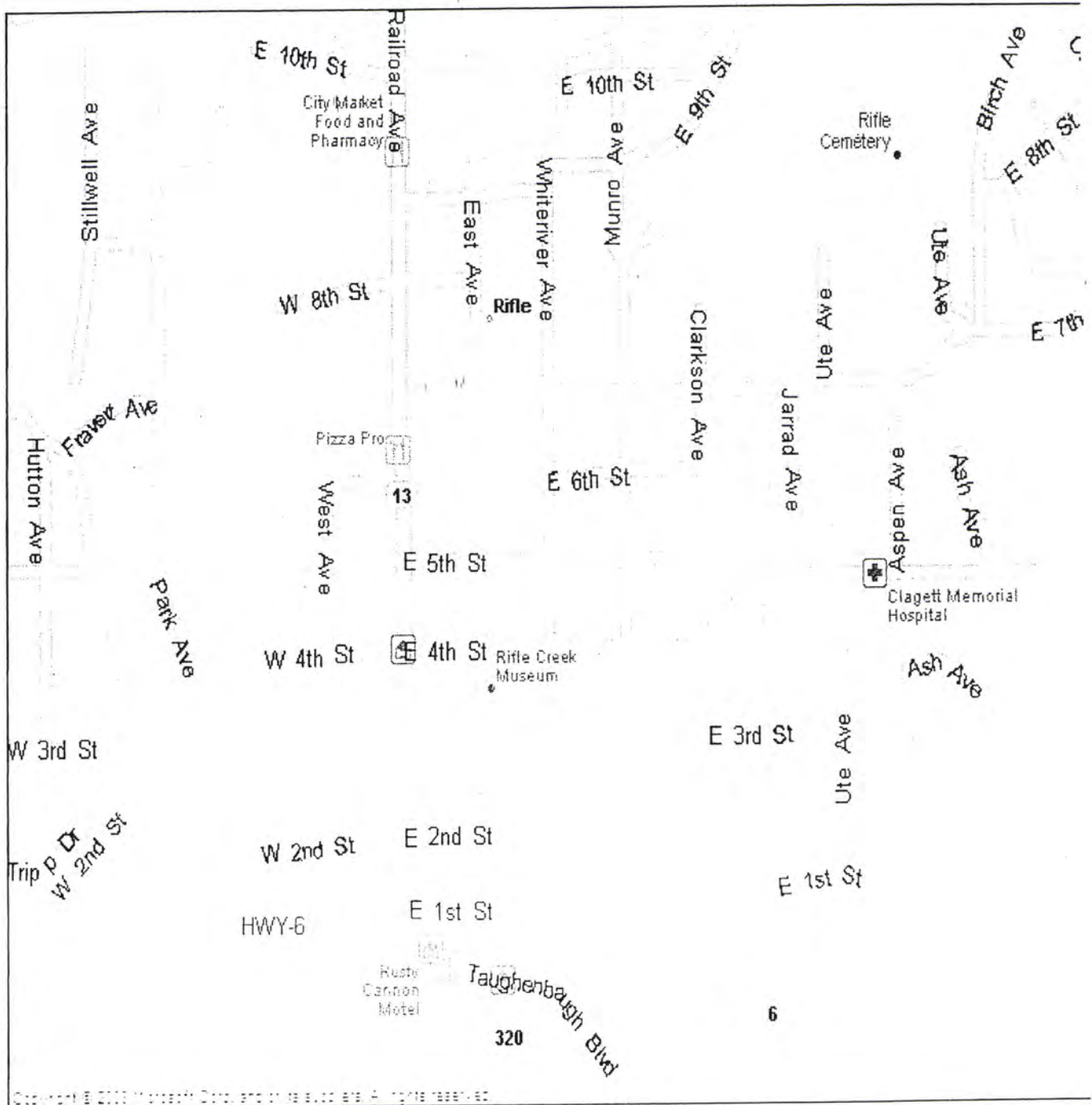
Parachute, Colorado. Plot Plan

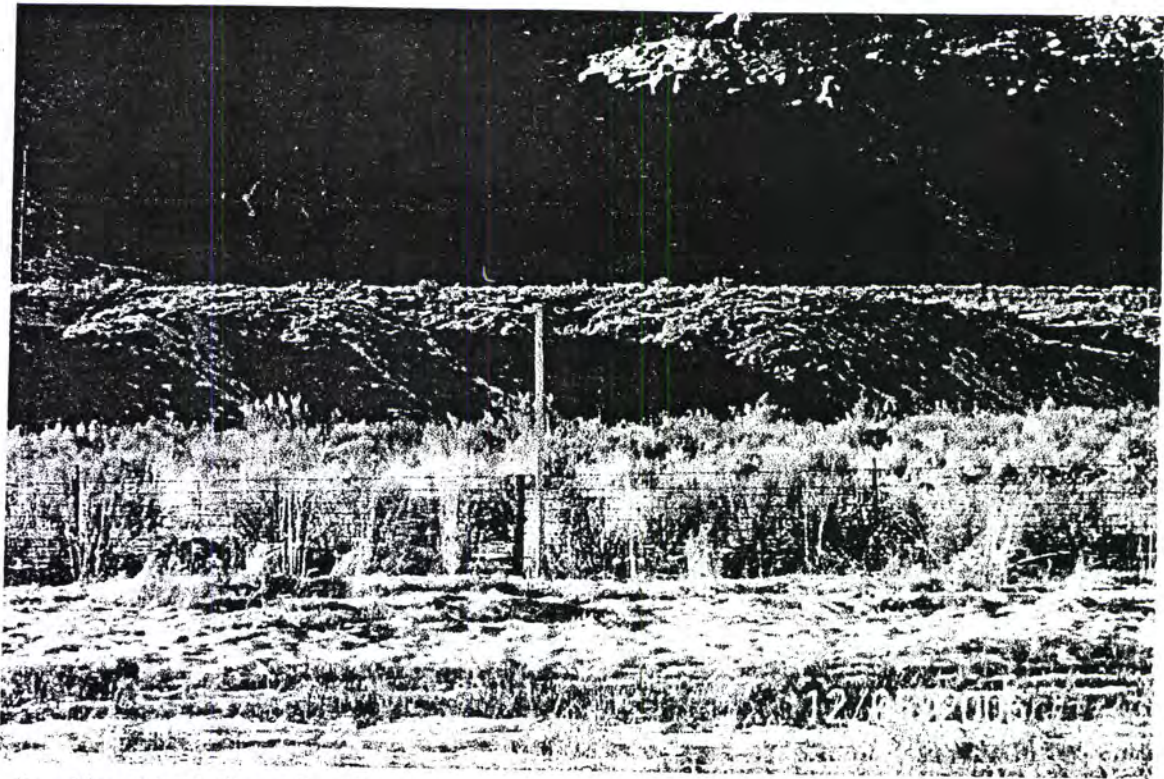


Grand Junction CO. Hospital



Rifle, Colorado Hospital





Looking North from the site

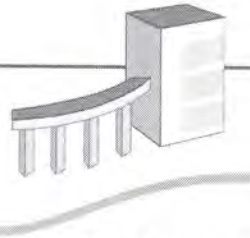


Looking West from the site



Looking North-east from the site

DCS



The Starting Place

Development Construction Services, Inc.

2350 G Road, Ste. 240
Grand Junction, CO 81505

(970) 242-3674 • Fax: (970) 245-3674

www.developmentconstructionservices.com

Project Report For Application For A Special Use Permit For Frac Tech Services, LLC.

**Tax Parcel number no.
240927300114
SECT,TWN,RNG:27-7-96**

We are respectfully requesting a Special Use Permit to accommodate the following activities: storage of heavy trucks of the type used in gas and oil well frac services industry, the washing and servicing of these vehicles, which will require the construction of several buildings and structures on a site that will cover approximately 15-20 acres. The buildings will include the following, an 80'x 312' main building containing a service bay area 80'x200' and an office area 80'x112'. An additional warehouse building 225'x 50', acid dock, gel tanks and fueling station will also be constructed. The site is located immediately to the east of Travelers Highland Subdivision approximately 4.5 miles west of Parachute, CO.

The proposed hours of operation are 24/7, with heavy truck traffic occurring at varying hours of the day and employee traffic occurring at varying times of the day. Traffic is anticipated to start at 32 heavy trucks a day with possible growth potential approaching 60 trucks a day, spread over a 24 hour day. This is a sporadic traffic pattern in that the trucks will be onsite at the wells for as long as it takes to complete the job, then at times moving directly from that well site to the next without returning to the yard. This will result in spreading out the traffic pattern and count, dropping the daily averages below our current estimate. We have given the best estimate for the highest count that might occur, but expect to be operating below our estimates.

Employee traffic will be 20-35 cars a day with peak traffic times occurring at 12:00 am – 5:00 am and 3:00 pm – 5:00 pm. This will be achieved through the fact that a significant number of employees are expected to be commuting from Grand Junction, and Frac Tech will be shuttling employees in vans to and from both the yard and directly to and from the well sites.

Number of employees will start at 32 with potential numbers approaching 120.

Activities at the site will include truck storage for 44 trucks, employee parking, truck servicing/fueling and washing, warehousing loading and unloading of materials associated with the frac

industry, (gels, acids, polymers, biocides) and office support of these activities. The servicing, washing and office activities will be primarily occurring inside the shop/office building.

2. We will be utilizing a commercial well with a West Divide water contract for the amount of 17.6 acre/ft. See attached water contract and report. We arrived at this amount thru the following calculation: A high of 60 trucks a day x 400 gals/truck = 24,000 gls. a day. A wash water reclaim system will reduce the water consumption by 60% - 90%. This results in an anticipated peak demand of 9,600-2,400 gallons a day if all trucks on the site were washed. This is not a scenario that will occur frequently due to the work flow of being on site for extended periods and moving directly from one jobsite to the next jobsite. We have built into the system an ability to accommodate the highest peak that could reasonably occur. A domestic and sanitary demand of 1,900 gls./day was computed using the square footage of the building. We anticipate that the amount of water contracted for will be over the amount actually used, and that the contract can be reduced due to the use of a water recycler for the truck washing, which is the primary use of water on this site. This can be assessed after the first year of operations.

We will be using a water treatment system design that utilizes reverse osmosis with a water softener system. We will utilize a water storage system storing 20,000 gallons of water. This water will also be available for fire suppression by the Fire Department through a non-pressured hydrant located within the proper distance requirements to both buildings. We will use a lined evaporation pond for disposal of water softener and reverse osmosis brine water.

Wastewater will be treated with a sand and oil separator and recycler for the truck washing side and domestic waste will be treated using an engineered septic system. (see attached septic permit application and engineer's report.

Road access will be provided via an access located approx 2,112 feet east of County Road 300, this access was determined through a level II traffic study and consultation with CDOT. (see attached traffic study).

3. Site plan/map. See attached.
4. Vicinity map. See attached.
5. Garfield County Assessor's Map, list of adjacent property owners and mineral rights owners list. See attached.
6. Deed and legal description. See attached.
7. Agent acknowledgement. See attached.
8. Section 5.03 criteria.
 - (A) Utilities.
 1. Xcel will be providing 800 amp service to the site via a 3-phase line coming from Parachute, overhead on Xcel's existing transmission line.
 2. Sanitary sewer service will be provided via an engineered septic system. Wastewater from truck washing will be recycled and treated through a sand trap.
 3. Natural gas requirements will be met via a 4,000 gal. propane tank located on the premises. (see site plan)
 4. Water service will be provided via commercial well with a West Divide water contract. See attached.
 5. Phone service will be extended into the property.
 - (B) Street Improvements. See attached traffic study, CDOT highway access permit application.

(C) Screening and landscaping. Screening will be provided through the use of the existing topography for the eastern, northern and western sides and screen fencing primarily on the southern side, providing screening from Highway 6&24.

9. Supplementary Regulations, Industrial Operations:

5.03.07: Impact Statement see attached.

Attachment List

1. Drainage report
2. West Divide Water Contract
3. Stormwater Management Plan
4. Water Supply Assessment
5. Traffic Study
6. Utility Composite
7. MSDS
8. CDOT Highway Access permit application
9. ISDS permit application
10. ISDS engineer's report
11. Site plan map
12. Vicinity map
13. Garfield County Assessor's map
14. Deed and Legal Description
15. Agent acknowledgement
16. Impact Statement
17. Building elevation drawings
18. Emergency Response Plan



The Starting Place

Development Construction Services, Inc.

2350 G Road, Ste. 240
Grand Junction, CO 81505

(970) 242-3674 • Fax: (970) 245-3674

www.developmentconstructionservices.com

FAX

No. of Pages: 4
(Including Cover)

To: David Pesnichak
Company: Garfield County
Topic/RE: FRAC TECH

Date: 07/05/07
Phone: (970) 945-8212
FAX: (970) 384-3470

From: Jana B. Geron

Phone: (970) 242-3674

Company: Development Construction Services FAX No: (970) 245-3674

Message:

Attached are the Fuel Permit documents:
1) Installation or Upgrade Permit Application
2) Storage Tank System Installation
2nd Page is a Legal size
3) Drawings Submitted

Response:

Copy: Kay Eyl
Sharon Hicks

Jana B. Geron

RECEIVED

JUL 06 2007

GARFIELD COUNTY
BUILDING & PLANNING

BILL RITTER, JR.
Governor

DONALD J. MARES
Executive Director

RICHARD D. PIPER
Division Director



DEPARTMENT OF LABOR AND EMPLOYMENT
Division of Oil and Public Safety
Inspection Section

633 17th St., Ste. 500
Denver, CO 80202-2117
(303) 318-8500 ext. 300 (303) 318-8188
E-mail: oil_publicsafety@state.co.us
Website: <http://oil.cdic.state.co.us>

Installation or Upgrade Permit

Ⓞ/OUP 4876 FID 18267 Date 5/4/07

Owner/Operator and Installation Contractor:

The Division of Oil and Public Safety (OPS) has recently received and approved the attached Installation or Upgrade application for petroleum storage tanks.

Colorado Petroleum Storage Tank Regulations require that an inspection be done on the facility when construction is completed and before operation of the storage facility is started or resumed.

Please call the number listed below to arrange for an inspection. **Please call at least 72 hours before** air is placed on lines, or the construction is completed to afford time to arrange an inspection.

Please use the enclosed registration form to properly register a new facility, the addition of new tank(s), or amend information concerning an upgraded existing facility.

Thank you for your cooperation.

Division of Oil and Public Safety
303-318-8505

NOTE: This permit is automatically revoked six months after the date of issue unless OPS grants an extension in writing.



Dept of Labor & Employment - Division of Oil & Public Safety
 833 7th St, Suite #500, Denver CO 80202
 Phone 303-318-8533/8507 - Fax 303-318-8488 - E-mail oil_public_safety@state.co.us - Web http://ops.cdle.state.co.us/

BH

ABOVEGROUND STORAGE TANK SYSTEM INSTALLATION AND UPGRADE APPLICATION

4-27-07

Facility Name: FRAC TEC SERVICES PARACHUTE DIST	Owner Name: FRAC TEC SERVICES LTD
Address: 5537 HWY 6 + 24	Mailing Address: 268 SCARBORW AVE
City: PARACHUTE	State: CO Zip: 81635
Contact Name: GILBERT MONTEMAJOR Phone: 970-985-1296	Contact Name: GILBERT MONTEMAJOR Phone: 970-985-1296
Description Of Work: NEW AST'S FOR TRUCK FUELING, DIESEL	
Type Of Facility: Gas Station <input type="checkbox"/> Bulk Plant <input type="checkbox"/> Commercial/Industrial <input checked="" type="checkbox"/> Airport <input type="checkbox"/> Government <input type="checkbox"/> Other <input type="checkbox"/>	

A plot plan must accompany this application that includes the name and address of facility, lot dimensions, and distances from tanks to nearest important building, roads, railroads, property lines, dikes or impoundment areas, existing tanks, and dispensers.

TANK INFORMATION		Tank Material (Construction) Codes
New / Used / Existing Tank		
Tank Material (Construction)	UL 2085	UL 142 UL 142/Equivalent
Tank Wall Type	D	UL 2080 UL 2080 Fire Rated/Equivalent
Total Capacity (gals)	12,000	UL 2085 UL 2085 Protected
Compartmentalized Tank (Y/N)	N	Tank/Piping Wall Type Codes
Compartment Sizes		S Single Wall D Double Wall
Product (by compartment if app)		Overfill Prevention Method Codes
Tank Manufacturer	MODERN	FV Full Tube Valve
Tank Model (Envelope, etc.)	ELB-GUARD	AL External Audible/Visible Alarm
Manifolded Tank (Y/N)	N	Tank Corrosion Protection Codes
Spill Containment Manufacturer	BAKER	IC Impressed Current Sys GV Galvanic Anodes
Spill Containment Size (in gals)	20	NEC No Electrolyte Contact
Overfill Prevention Method	AL	NONE None - Other Testing Required
Overfill Prevention Manufacturer	AL	Emergency Relief Venting Codes
Tank Foundation (concrete, etc)	CONCRETE	ERV Emergency Relief Venting Device
Electrolyte Contact (Y/N)	N	WRS Weak Roof-To-Shell Seam Construction
Tank Corrosion Protection	NEL	OTHER Other Method (manway w/ long bolts, etc)
Emergency Relief Vent (ERV)	ERV	NA Not Required (in Class IIIB > 12,000 gals)
ERV Size (in inches)	8"	Tank Interstitial Monitoring Method Codes
Interstitial Monitor (Dbl-Wall)	MV	ES Electronic Sensor MV Manual/Visual Insp
Interstitial Monitor Manufacturer	SENTRY	NA Not Applicable
Vapor Recovery Req'd (Y/N)	N	Piping Type
Vapor Recovery System Piping:	Line Size: [] Connection Size []	AG Aboveground UG Underground NA: None

PIPING INFORMATION		Piping System Codes
Piping Type		
Piping System	UG	PR Pressurized
Piping Material	FLX	SU Suction
Piping Wall Type	D	GRAV Gravity Feed... NONE No Delivery Piping
UG Piping Manufacturer	OPW	MAN Manifolded Tank No Delivery Piping
Model (Pinon, Red Thread, etc.)	PT566	Piping Material Codes
ALLD Type (UG piping)	M	FRP Fiberglass Reinforced Plastic
Piping Corrosion Protection	FLEX	FLX Flexible Plastic Piping
Connector-Tank Corr. Protection	AG	AG Aboveground Piping
Connector-Disp Corr. Protection	FLEX	IC Impressed Current System (Piping/Connectors)
Piping Release Detection Mthd.	LS	GV Galvanic Anodes (Piping/Connectors)

ADDITIONAL INFORMATION	
Tank/facility fencing	YES
Tank collision protection type	Baranda
Installed In A Vault (Y/N)	N
B-Generator Base Tank (Y/N)	N
Connected To Dispenser (Y/N)	Y
Tank-To-Building Distance	120'
Tank-To-Property Line Distance	300+
Tank-To-Dispenser Distance	40'
Describe Diking/Impounding	DN FIREGUARD TANKS
Fire Protection District: Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	District Name: PARACHUTE FIRE DIST.

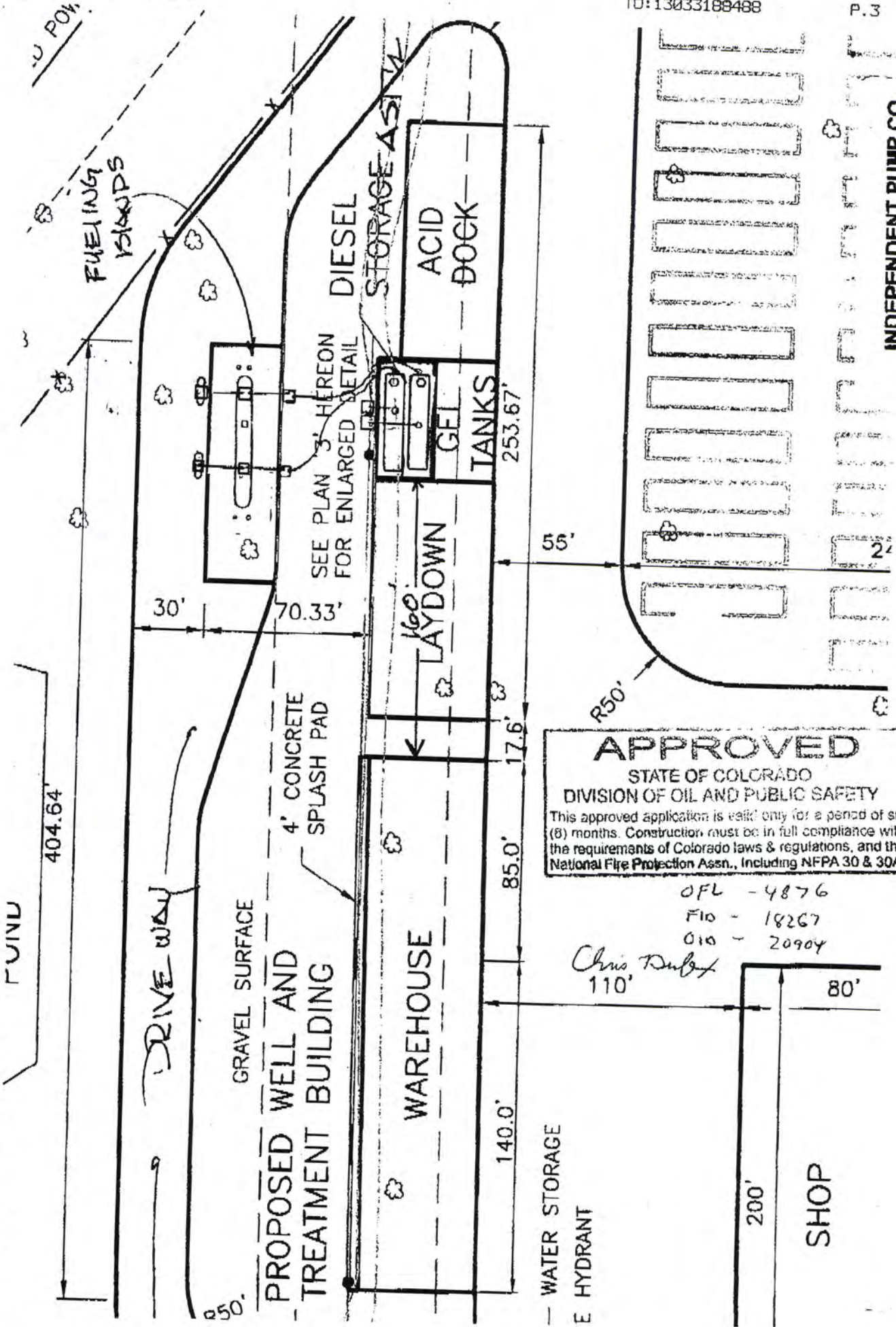
BURIED PIPING INSTALLATION INFORMATION	
Backfill Material (squeage, crushed rock, sand, etc.):	Type: [3/8" 1/2"] Depth: [24"]
Cover (concrete, asphalt, brookfill only, etc.):	Type: [6" concrete] Thickness: [6"]

INSTALLER INFORMATION	
Installer name (company):	INDEPENDENT PUMP Co.
Installer address:	948 3RD AVE.
Installer City/State/Zip:	GRAND JUNCTION COLO 81501
Phone #:	242-5433

This application is approved when signed below, and is valid only for a period of six (6) months unless an extension is granted by the division in writing. All requests for extension must be made in writing. An approval is contingent upon construction being in full compliance with the requirements of Colorado laws and regulations, and the National Fire Protection Association, including NFPA 30 and NFPA 30A, and upon the installation being carried out in accordance with the approved plan of installation. Tanks must be registered within 30 days of the date they are filled. An inspection of this installation must be made by the division before placing in service.

Date Reviewed 5/4/07 Approved By [Signature] (OFL) OUP 4876

5537 Hwy 6+24
PARACHUTE, CO 81635



APPROVED
 STATE OF COLORADO
 DIVISION OF OIL AND PUBLIC SAFETY
 This approved application is valid only for a period of one (8) months. Construction must be in full compliance with the requirements of Colorado laws & regulations, and the National Fire Protection Assn., including NFPA 30 & 30A.

OFL - 4876
 F10 - 18267
 O10 - 20904

Chris Duby
 110'

INDEPENDENT PUMP CO
 948 3RD Avenue
 Grand Junction, CO 81501

Sand and Oil Separators for Frac Tech's Industrial Support Facility

The sand and oil separator system requested by the Garfield County Planning Commission consists of the following components:

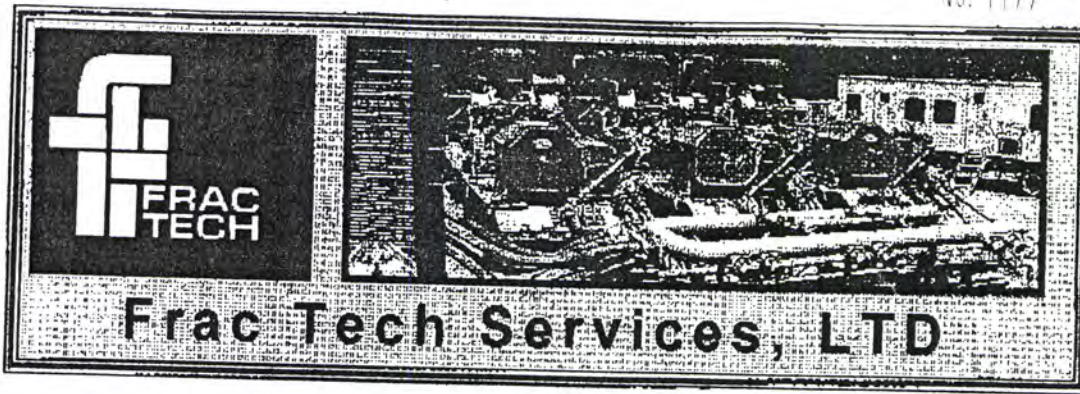
- Crystal Stream sand and oil separator vaults located at four locations of the parking area. One in each of the four corners, NE, NW, SE, SW. Each of the separators are sized appropriately for the areas that they are receiving water from.
- Curbing, inlets and grading directing water flows from parking areas into the separators, then into detention areas for collection and release. This system is sized for the 25 year flood event.

The following documents are the supporting technical data for the system.

Screening and Berming Plan for Frac Tech's Industrial Support Center

Frac tech is presenting this screening plan as follows:

- Six strategically placed 8' high berms up on the upper portions of the site to block as much of the site as possible from view of I-70. These berms are located in sections and oriented in such a way as to achieve as much screening while attempting to make them blend in with the surrounding topography as much as possible.
- One 8' high berm located at the west end of the site, connecting with the upper bench at the north side of the site and tapering off back to natural grade at the Highway 6&24 ROW, where an 8' screening fence will provide screening from 6&24 along southern boundary of site.



November 15, 2006

To whom it may concern,

This is to state that Frac Tech Services LTD, has acknowledged Development Construction Services, Inc. Jana Gerow, President and Chris Boelke, Project Manager as agents for the Special Use Permit and Rezone processes. I authorize DCS to represent Frac Tech during and through the submittal process.

Farris Wilks, Chief Operations Manager



The Starting Place

Development Construction Services, Inc.

(970) 242-3674 • Fax: (970) 245-3674

2350 G Road, Ste. 240
Grand Junction, CO 81505

www.developmentconstructionservices.com

Impact Statement for Frac Tech Services, LLC. Operations in Garfield County, CO

Introduction

Frac tech is currently operating from a leased yard and small shop in the Traveler's Highland Subdivision located on Highway 6&24 approximately 4.5 miles west of Parachute, CO. Frac Tech has purchased a 77 acre parcel immediately adjacent to the east of this commercial subdivision. (See attached map). Frac Tech picked this location in part because of the close proximity to the subdivision. It seemed to match the level and type of activity of the area well, keeping any disruption to existing adjacent residential properties to a minimum. To further enhance this, Frac Tech purchased the two existing residences that are surrounded by the 77 acre parcel with plans to use them for employee residences.

Background and Operational Characteristics

Frac Tech has been in the oil and gas business since 2002. They have been operating in Arkansas, Colorado and Wyoming. Their Home office is in Cisco, TX. Frac Tech's primary function at this site will be the provision of frac services to the oil and gas industry in the Garfield, Mesa and Rio Blanco County areas. This entails mobilizing, servicing and parking of large trucks, dispensing of acid and lubricating agents that are listed in the attached MSDS sheets. Associated administrative support services would also be provided from this location.

Scope

Frac Tech is proposing building the following facility:

1. An office/shop building with an office area of 80' x 112' attached to a shop area of 80' x 200', containing 5 service bays and 2 wash bays.
2. A well pump house and water treatment structure.
3. A 225' x 50' warehouse.
4. Two acid tanks housed in covered containment basins that meet Environmental Protection Agency (EPA) requirements.
5. Two covered gel tanks.
6. A 50' x 125' laydown slab.

7. Large truck parking area.
8. 89 space employee/ driver parking lot.
9. 37 space office parking lot.
10. 7 RV parking spaces.
11. A truck refueling station. This will meet all CDPHE Oil & Gas Inspection Division regulations.
12. A 6,000 gallon diesel storage tank. This is a UL listed 2085 fire rated double walled tank.
13. A 4,000 gallon propane tank for natural gas needs.

This would all be contained in a compound consisting of 15-20 acres. Natural topography will create an area that is bermed on three sides (north, west and east) leaving the highway frontage open to view similar to Traveler's subdivision. As this site is located in approximately the center third of the 77 acres there is a significant separation from adjacent property owners other than CDOT (I-70 and Highway 6&24) and the railroad.

The neighborhood consists of the Traveler's commercial subdivision to the west, vacant ground to the east, I-70 to the north, the Encana compressor station and GJ Pipe's gravel pit, Union Pacific Railroad Highway 6&24 and vacant ground to the south.

1. Impact Statement

A. *Existing lawful use of water through depletion or pollution of surface run-off, stream flow or ground water*

Applicant Response: Water usage will consist of the following activities: Office restrooms and shop usage of sanitary and shower facilities have been calculated to be at a maximum 80 employee level to be 1650 gallons per day. The truck washing facilities have been calculated at a maximum of 80 trucks a day, at a rate of 400 gallons per truck per wash. The water augmentation plan (see attached) has been calculated by a water consultant for a maximum rate of usage without the impact of using a water recycler in the truck washing facility. We will be using a recycler, which will allow us the assurance that our water contract is more than sufficient for our needs and that after the first year we can assess our actual usage and reduce the water contract to a lower level. This water will be supplied by either a commercial well drilled on the premises , or a well drilled on property owned by Frac Tech to the south bordering the river, or from water pumped out of the river to the facility. This is also covered by the attached West Divide water contract.

The attached Water Supply Assessment verifies that the water supply is adequate, legal and sufficient for this use.

Wastewater will be treated through an engineered septic system (see attached septic permit application and engineer's report) and an approved oil and sand intercepting system.

B. *Impacts to adjacent land from the generation of vapor, dust, smoke, noise, glare, vibrations or other emanations:*

Applicant Response: We feel that there will be minimal dust impacts to adjacent land due to the placement of the site and the fact that the driving surfaces will be concrete. Lighting will be directed inward and downward, noise levels, dust and smoke emissions levels shall comply with all County, State and Federal laws, regulations and standards. Truck repair and servicing activities will occur inside the shop building. The trucks will be washed in

wash bays located inside the shop building. Repair and servicing will occur for the most part inside the service bays of the shop.

- C. *Impacts on wildlife and domestic animals through the creation of hazardous attractions, alteration of existing native vegetation, blockade of migration routes, use patterns or other disruptions:*

Applicant Response: These impacts are considered to be minimal based upon information obtained from J.T. Ramatzke of the Colorado Division of Wildlife. He said that there is a loss of some elk winter range, but that he had no objections because of the location being between the two highways it would be better if the elk were not in there. He mentioned a concern with possible pollutant spillage, which will be addressed by the installation of containment structures that meet EPA guidelines.

- D. *Affirmatively show the impacts of truck and automobile traffic to and from such uses and their impacts to areas in the County:*

Applicant Response: Traffic impacts are addressed in the attached traffic study.

- E. *That sufficient distances shall separate such use from abutting property which might otherwise be damaged by operations of the proposed use(s):*

Applicant Response: There are sufficient distances from abutting properties due to the location of the proposed use in the middle third of the 77 acre parcel. See attached photos and site map.

- F. *Mitigation measures proposed for all of the foregoing impacts identified and for the standards identified in Section 5.03.08 of this Resolution*

Applicant Response: These measures are addressed in the above line items.

2. *Permits may be granted for those uses with provisions that provide adequate mitigation for the following:*

- A. *A plan for site rehabilitation must be approved by the County Commissioners before a permit for conditional or special use will be issued:*

Applicant Response: Partial rehabilitation of the property: all tanks, trucks and items other than the buildings and structures that the next owner/user would utilize would be hauled away.

- B. *The County Commissioners may require security before a permit for special or conditional is issued, if required. The applicant shall furnish evidence of a bank commitment of credit, bond certified check or other security deemed acceptable by the County Commissioners to secure the execution of the site rehabilitation plan in workmanlike manner and in accordance with the specifications and construction schedule established or approved by the County Commissioners. Such commitments, bonds or check shall be payable to and held by the County Commissioners:*

Applicant Response: Due to the extended amount of time that Frac Tech is expecting to operate this facility, and the extent to which they have tried to present as compatible a use to the surrounding neighborhood as is practical, they would prefer to negotiate on the possible requirement of furnishing a security deposit.

- C. *Impacts set forth in the impact statement and compliance with the standards contained in Section 5.03.08 of this Resolution:*

Industrial Performance Standards:

1. *Volume of sound generated shall comply with the standards set forth in the Colorado Revised Statutes at the time any new application is made:*

Applicant Response: Volume of sound will comply with the standards established in CRS 25-12-103.

2. *Vibration generated: every use shall be so operated that the ground vibration inherently and recurrently is not perceptible, without instruments, at any point of any boundary line of the property on which the use is located.*

Applicant Response: No vibration is anticipated, the distance from other uses of the site and the grading and paving should eliminate any vibration generation.

3. *Emissions of smoke and particulate matter: every use shall be operated so as to comply with all Federal, State and County air quality laws, regulations and standards.*

Applicant Response: No smoke emissions are anticipated and any dust emissions will be greatly reduced by the use of concrete driving surfaces.

4. *Emission of heat, glare, radiation and fumes: every use shall be so operated that it does not emit heat, glare, radiation or fumes which substantially interfere with the existing use of adjoining property or which constitutes a public nuisance or hazard. Flaring of gases, aircraft warning signals, reflective painting of storage tanks, or other such operations which may be required by law as safety or air pollution control measures shall be exempted from this provision.*

Applicant Response: No emission of heat or radiation is anticipated as part of this project, aside from the emissions from the trucks.

5. *Storage area, salvage yard, sanitary landfill and mineral waste disposal areas: (A97-112)*

- a. *Storage of flammable or explosive solids or gases shall be in accordance with accepted standards and laws and shall comply with the national, state and local fire codes and written recommendations/comments from the appropriate local protection district regarding compliance with the appropriate codes: (A97-112)*

Applicant Response: All storage of flammable liquids and solids shall comply with national, state and local codes.

- b. *At the discretion of the County Commissioners, all outdoor storage facilities may be required to be enclosed by fence, landscaping or wall adequate to conceal such facilities from adjacent property; (A97-112)*

Applicant Response: We believe that the topography of the site should provide the majority of the screening, and that there is sufficient distance from the adjacent uses that additional screening will not be needed. Fence screening will be used to screen the southerly aspect of the site from Highway 6 & 24.

- c. *No materials or waste shall be deposited upon a property in such form or manner that they may be transferred off the property by any reasonably foreseeable natural causes or forces; (A90-112)*

Applicant Response: We foresee no materials or wastes that will be stored in a manner that would allow transference by reasonably foreseeable natural causes. This has been achieved by the following items, warehouse of sufficient size, containment provisions for outside storage items such as acid and fuel storage and inside warehousing in the main shop area.

- d. *Storage of heavy equipment will only be allowed subject to (A) and (C) above and the following standards: (A97-112)*

1. *The minimum lot size is five acres and is not a platted subdivision.*

Applicant Response: This requirement is met.

2. *The equipment storage area is not placed any closer than 300 ft. from any existing residential dwelling.*

Applicant Response: This requirement is met.

3. *All equipment storage will be enclosed in an area with screening at least eight feet in height and obscured from view at the same elevation or lower.*

Applicant Response: This requirement will be met through a combination of natural topography and screen fencing.

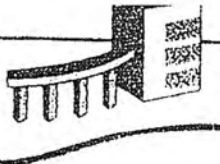
4. *Any repair and maintenance activity requiring the use of equipment that will generate noise, odors, or glare beyond the property boundaries will be conducted within a building or outdoors during the hours of 8a.m. and 6 p.m. Mon.-Fri.*

Applicant Response: This condition will be met.

5. *Loading and unloading of vehicles shall be conducted on private property and may not be conducted on any public right-of-way.*

Applicant Response: This condition will be met.

DCS



The Starting Place

Development Construction Services, Inc.

(970) 242-3674 • Fax: (970) 245-3674

2350 G Road, Ste. 240
Grand Junction, CO 81505

www.developmentconstructionservices.com

FAX

No. of Pages: 2
(Including Cover)

To: DAVID PESNICHAK

Date: 03/05/08

Company: FRAC TECH

Phone: 970-945-8212

Topic/RE: GARFIELD COUNTY

FAX: 970-384-3470

From: JANA GEROW

Phone: (970) 242-3674

Company: Development Construction Services FAX No: (970) 245-3674

Message:

ATTACHED PLEASE FIND
WHAT WE UNDERSTAND
IS THE STATE OF COLORADO'S
WRITTEN EXTENSION OF
OUR FUEL PERMIT.

Response:

I BELIEVE WITH THIS YOU
HAVE EVERYTHING NEEDED
TO RELEASE OUR CONDITIONAL
USE PERMIT - HOPEFULLY
BY MARCH 10 - AND RELEASE

Copy: GRADING PERMIT. Jana B. Gerow

cc: ANDY SCHWALLER (970) 640-0176

MAR 05 2008

my cell
THX Jana

Tony Giandonato

From: "Joe'l Lambe" <Joe'l.Lambe@state.co.us>
To: <tony@ipump.us>
Sent: Monday, March 03, 2008 12:55 PM
Subject: EXTENSION FOR FID 18267 OFL 4876

PHONE (303) 318-8507

18267 - FRAC TEC SERVICES PARACHUTE DIST
5537 HWY 6&24
PARACHUTE, CO 81635, GARFIELD County
Category Commercial/Industrial

Status Open

More... Activity Contacts Comments

Add Delete

✓	Date	Activity	Done By	Review Date	Comment	
---	5/1/2007	OIL: Install App. Received (AST)	Joe'l Lambe		INSTALL TANKS #1 & #2 UL 2085 12000 EACH	[Edit]
---	5/2/2007	OIL: Registration Pending	Joe'l Lambe			[Edit]
		Reminder: Tank Registration Overdue				
---	5/2/2007	Notify Inspector Hickman	Joe'l Lambe			[Edit]
		Reminder: Install/Upgrade Notice				
		Reminder: FOLLOW-UP REQUIRED - Installation Inspection Overdue				
---	5/4/2007	OIL: Review Install App. (Approved)	Chris Dufex		AST's 2-12K Diesel UL2085 Underground Flex Piping, Non Retail. CD	[Edit]
---	5/4/2007	OIL: Send Approval Letter	Joe'l Lambe			[Edit]
		Reminder: OVERDUE INSTALLATION - Revoke Application				
---	2/28/2008	Receive Misc Correspondence	Joe'l Lambe		EXTENSION TO BE DONE BY MAY 2008 JMR	[Edit]
---	2/28/2008	Receive Misc Correspondence	Joe'l Lambe		SAME APPLICATION RESUBMITTED AS A REQUEST FOR EXTENSTION JMR	

No virus found in this incoming message.
Checked by AVG Free Edition.

Version: 7.5.516 / Virus Database: 269.21.3/1308 - Release Date: 3/3/2008 10:01 AM

David Pesnichak

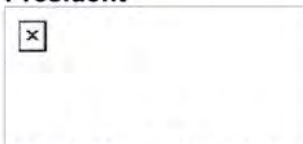
From: Jana Gerow [jana@developmentconstructionservices.com]
Sent: Friday, February 29, 2008 4:58 PM
To: 'Mark Kadnuck'
Cc: David Pesnichak; 'Steve Roth'; 'Richard Atkins'
Subject: FW: 11-b-82819
Attachments: PARACHUTE FLR PLN.PDF

Mark – thanks for your time today, and the follow up. Attached please find the latest floor plan of the Frac Tech facility planned in Parachute. This drawing and our submittal to Garfield county reflect a current staffing of 9 office employees and 6 shop personnel. We have room to go to as many as 12 in office and 8 in the shop, but this seems to be the maximum number of employees planned.

Thus I understand we are NOT a public facility for water permit reasons, and you will follow up with David Pesnichak and I to confirm this status.

Please feel free to call with any questions, otherwise I will look for your email to confirm the above. Have a great weekend!!

Jana Gerow
President

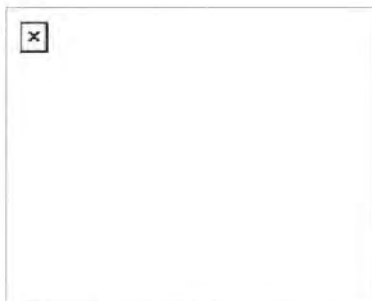


2350 G Road, Ste 240
Grand Junction, CO 81505
Phone: 970.242.3674
Fax : 970.245.3674
www.developmentconstructionservices.com

From: Steve Roth [mailto:steve.roth@fractech.net]
Sent: Friday, February 29, 2008 9:31 AM
To: Jana Gerow; mark.kadnuck@state.co.us
Subject: FW: 11-b-82819

Steve Roth
Construction Administrator
Frac Tech Services Ltd.
16858 Interstate 20
Cisco, Texas 76437

- **Ph: 817-850-1008 (ext. 1120)**
- **Fax: 817-850-1017**
- **Cell: 817-584-1481**



From: Charles Thomson [mailto:CharlesT@johnsonpace.com]
Sent: Thursday, February 28, 2008 8:00 AM
To: Steve Roth; Ron Hendricks
Subject: RE: 11-b-82819

Here it is...

From: Steve Roth [mailto:steve.roth@fractech.net]
Sent: Thursday, February 28, 2008 7:54 AM
To: Charles Thomson; Ron Hendricks
Subject: RE: 11-b-82819

Charles, please pass on a PDF of just the office space that would allow their engineering dept to look at the options.

*Steve Roth
Construction Administrator
Frac Tech Services Ltd.
16858 Interstate 20
Cisco, Texas 76437*

- *Ph: 817-850-1008 (ext. 1120)*
- *Fax: 817-850-1017*
- *Cell: 817-584-1481*



From: Charles Thomson [mailto:CharlesT@johnsonpace.com]
Sent: Thursday, February 28, 2008 7:49 AM
To: Steve Roth; Ron Hendricks
Subject: RE: 11-b-82819

On Star Building's F sheets, column lines 1, 2, 3, & 4

From: Steve Roth [mailto:steve.roth@fractech.net]
Sent: Thursday, February 28, 2008 7:45 AM

To: Charles Thomson; Ron Hendricks
Subject: RE: 11-b-82819

Charles, please identify the columns so Ron can look at this situation.

Steve Roth
Construction Administrator
Frac Tech Services Ltd.
16858 Interstate 20
Cisco, Texas 76437

- **Ph:** 817-850-1008 (ext. 1120)
- **Fax:** 817-850-1017
- **Cell:** 817-584-1481



From: Charles Thomson [mailto:CharlesT@johnsonpace.com]
Sent: Thursday, February 28, 2008 7:23 AM
To: Ron Hendricks
Cc: Steve Roth
Subject: RE: 11-b-82819

Steve/Ron,

This will cause some of the rooms to be significantly compromised, as discussed earlier. If this is acceptable to Frac Tech then ok, but I do not think it will be. The main frame columns are 35-36" wide at the base and a tapering larger as it goes up. This will be a big protrusion into the rooms.

From: Ron Hendricks [mailto:rhendric@ncilp.com]
Sent: Thursday, February 28, 2008 7:12 AM
To: Charles Thomson
Subject: RE: 11-b-82819

Charles,
When Steve released the Parachute job, it was without any changes to the original Parachute job for the office and warehouse. The only building we were changing was the warehouse and it went from a 50 wide x 225 long to 80 wide x 150 long. As far as I know at this point there are no intermediate columns in the office area. I will check, of course, and let you know.
Thanks
Ron

From: Charles Thomson [mailto:CharlesT@johnsonpace.com]
Sent: Wednesday, February 27, 2008 4:42 PM
To: Ron Hendricks

Cc: Steve Roth
Subject: RE: 11-b-82819

Ron,

A few weeks back we sent you an arch floor plan for Parachute. You were going to put in intermediate columns to reduce the size of the main frame columns. Do you know where we stand on this?

From: Ron Hendricks [mailto:rhendric@ncilp.com]
Sent: Wednesday, February 27, 2008 7:06 AM
To: Charles Thomson
Subject: FW: 11-b-82819

Charles,
It looks like they will be available after 3/13/08.
Ron

From: James Seidel
Sent: Wednesday, February 27, 2008 6:09 AM
To: Ron Hendricks
Subject: RE: 11-b-82819

Engineering has a completion date of 3/13 so they will not be ready until then.

Thanks,

James Seidel
Builder Service Representative
Star Buildings Systems
Phone: 1.800.879.7827 ext. 2436
Fax: 1.405.604.2436

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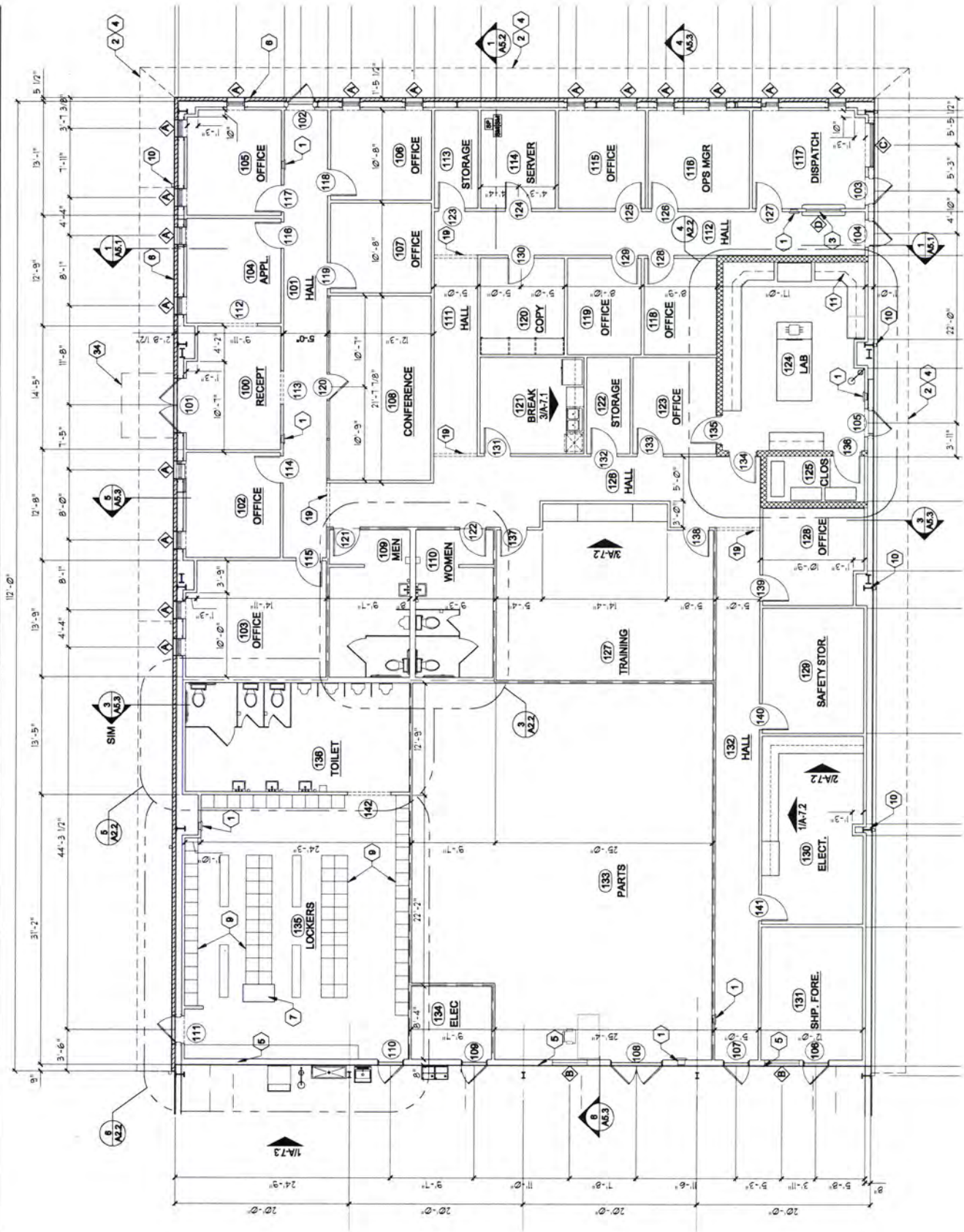
From: Ron Hendricks
Sent: Tuesday, February 26, 2008 2:43 PM
To: James Seidel
Subject: 11-b-82819

James,
The architect called me and asked when the reactions for the Parachute warehouse building will be ready.
Thanks

Ronald L. Hendricks, CCPR

888-931-7827

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STATE OF COLORADO

Bill Ritter, Jr., Governor
James B. Martin, Executive Director

Dedicated to protecting and improving the health and environment of the people of Colorado

4300 Cherry Creek Dr. S. Laboratory Services Division
Denver, Colorado 80246-1530 8100 Lowry Blvd.
Phone (303) 692-2000 Denver, Colorado 80230-6928
TDD Line (303) 691-7700 (303) 692-3090
Located in Glendale, Colorado
<http://www.cdphe.state.co.us>



Colorado Department
of Public Health
and Environment

7/24/2007

John Roney, Dist Mgr
Frac Tech Services LLC,
16858 Interstate 20
Cisco, TX 76437
817/850-1008

RE: Final Permit, Colorado Discharge Permit System – Stormwater
Certification No: COR-03C327
Frac Tech Oil Services Facility
Garfield County

Local Contact: John Roney, Dist. Mgr.
970/985-2516

Dear Sir or Madam:

Enclosed please find a copy of the permit and certification which have been issued to you under the Colorado Water Quality Control Act.

Your Certification under the permit requires that specific actions be performed at designated times. You are legally obligated to comply with all terms and conditions of the permit.

Please read the permit and certification. If you have any questions please visit our website at : www.cdphe.state.co.us/wq/permitsunit/stormwater or contact Matt Czahor at (303) 692-3517.

Sincerely,

Kathryn Dolan
Stormwater Program Coordinator
Permits Unit
WATER QUALITY CONTROL DIVISION
xc: Regional Council of Governments
Local County Health Department
District Engineer, Technical Services, WQCD
Permit File

STATE OF COLORADO

COLORADO DEPARTMENT OF PUBLIC HEALTH AND ENVIRONMENT
WATER QUALITY CONTROL DIVISION
TELEPHONE: (303) 692-3500



**CERTIFICATION TO DISCHARGE
UNDER
CDPS GENERAL PERMIT COR-030000
STORMWATER DISCHARGES ASSOCIATED WITH CONSTRUCTION**

Certification Number **COR03C327**

This Certification to Discharge specifically authorizes:

Frac Tech Services LLC

LEGAL CONTACT:

***John Roney, Dist Mgr
Frac Tech Services LLC
16858 Interstate 20
Cisco, TX 76437
Phone # 817/850-1008
jroney@fractech.net***

LOCAL CONTACT:

***John Roney, Dist. Mgr.,
Phone # 970/985-2516
jroney@fractech.net***

During the Construction Activity: **Oil and Gas Service Facility**
to discharge stormwater from the facility identified as **Frac Tech Oil Services
Facility**
which is located at:

**US 6 & 24
Parachute, Co**

Latitude **39/24/31**, Longitude **108/06/07**
In **Garfield County**

to: -- Colorado River

Anticipated Activity begins **08/15/2007** continuing through **09/30/2008**
On **77.6** acres (**15.1** acres disturbed)

Certification is effective: **07/24/2007**

Certification Expires: **06/30/2012**

Annual Fee: \$245.00 (**DO NOT PAY NOW** – A prorated bill will be sent shortly.)

Property owner list

Surface Owners

<u>Parcel map no.</u>	<u>Owner</u>
001	Parachute Commercial, LLC 2520 S. Grand Ave. Suite 210 Glenwood Springs, CO 81601
077	Scott Ziegler PO Box 2467 Vail, CO 81658-2467
075 & 076	Frac Tech Services LLC 16858 Interstate 20 Cisco, TX 76437
098	Mary Anne Bosely PO Box 26 Woody Creek CO 81656-0026
I-70	CDOT
Hwy 6& 24	CDOT

Mineral Owners

<u>Parcel no.</u>	<u>Owner</u>
8046-089-07-000	Laura Nash 1224 Harrison Ave.
8046-003-07-000	Joseph P Casteel, Janet A Smallwood, Joan E. Wright 3766 N. 15 th Ct. Grand Junction, CO 81506

<u>Parcel no.</u>	<u>Owner</u>
8046-021-07-000	James M. Larson PO Box 272 Glenwood Springs, CO 81602-0272
8046-047-07-000	Mincer Properties, LLC PO Box 850 Glenwood Springs, CO 81602-0850
8046-081-07-000	Helen L Marchand (20%) 4807 State highway 9 Canon City, CO 81212
8046-084-07-000	Harriet Giem Attn Helen Marchand 4807 State Highway 9 Canon City CO 81212-9754
8046-085-07-000	Don Lawrence Living Trust PO Box 1141 Boise City OK 73933-1141
8046-086-07-000	Charlotte Ann Lawrence PO Box 1141 Boise City OK 73933
8046-087-07-000	Connie M Luther (1/6) C/O Carol Seal 1050 Josie Belle Canon City CO 81212-8524
8046-088-07-000 & 8046-088-07-000	Freda Webb 3063 S Sherrellwood St Canon City CO 81212-9385

David Pesnichak

From: Chris Boelke [chris@developmentconstructionservices.com]
Sent: Friday, January 05, 2007 9:38 AM
To: David Pesnichak
Subject: Re: NTC Letters for FracTech

David, Thanks for your responsiveness, and patience! Here are the addresses that were incomplete, you indicated that email would be fine to respond with, if there is any problem or you need anything else needed please let me know and I will get it to you. Also I am sending you Union Pacific's address instead of Denver & Rio Grande's, because I believe that Union Pacific owns that now. It still shows up on the assessor's map as D&RG's. Let me know if that is a problem.

Union Pacific Railroad
1400 Douglas Street
Omaha NE 68179

Laura Nash
1224 Harrison Ave.
Canon City CO 81212-3518

CDOT
222 So. 6th Street
Grand Jct CO 81501

Chris Boelke
Development Construction Services, Inc
Construction Manager
2350 G Road, Suite 240
Grand Junction, Colorado 81505
Phone (970)242-3674 Fax (970)245-3674

----- Original Message -----

From: David Pesnichak
To: chris@developmentconstructionservices.com
Sent: Thursday, January 04, 2007 2:31 PM
Subject: NTC Letters for FracTech

Hi Chris,

After reviewing the letter I sent you in the mail for the zone district amendment, I accidentally sent an older draft which has since been corrected and updated. I will mail you a new letter and you can discard the old one for the zone district amendment. Also, please find a completeness letter attached for the Special Use Permit.

Thanks and sorry for the confusion,

Dave

David Pesnichak
Senior Planner

Garfield County
108 8th Street, Suite 401
Glenwood Springs, CO 81601
Tel: (970) 945-8212
Fax: (970)384-3470
Email: dpesnichak@garfield-county.com



Looking North from the site



Looking West from the site



Looking North-east from the site

After Recording Return to:
Frac Tech Services, LLC
16858 IH 20
Cisco, TX 76437

WARRANTY DEED

This Deed, made June 7, 2006, between Janet A. Smallwood and Joan E. Wright and Joseph P. Casteel of the County Mesa, State of COLORADO, grantor(s) and Frac Tech Services, LLC, a Texas Limited Liability Company, whose legal address is 16858 IH 20, Cisco, TX 76437, County of Eastland, and State of TEXAS, grantee.

WITNESS, That the grantor, for and in the consideration of the sum of **One Million Six Hundred Thirty Nine Thousand Five Hundred and No/100 U.S. Dollars (\$1,639,500.00)** the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold and conveyed, and by these presents does grant, bargain, sell, convey and confirm, unto the grantee, their heirs and assigns forever, all the real property together with improvements, if any, situate, lying and being in the County of **Garfield**, State of **COLORADO** described as follows:

See Exhibit A attached hereto and made a part hereof.

also known by street and number as **Highway 6 - vacant land, Garfield County, CO** TOGETHER with all and singular hereditaments and appurtenances, thereunto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents issues and profits thereof, and all the estate, right, title, interest, claim and demand whatsoever of the grantor, either in law or equity, of, in and to the above bargained premises, with the hereditaments and appurtenances.

TO HAVE AND TO HOLD said premises above bargained and described, with the appurtenances, unto the grantee, his heirs and assigns forever. And the grantor, for himself, his heirs and personal representatives, does covenant, grant, bargain and agree to and with the grantee, his heirs and assigns, that at the time of the ensembling and delivery of these presents, he is well seized of the premises above conveyed, has good, sure, perfect, absolute and indefeasible estate of inheritance, in law, in fee simple, and has good right, full power and lawful authority to grant, bargain, sell and convey the same in manner and form as aforesaid, and that the same are free and clear from all former and other grants, bargains, sales, liens, taxes, assessments, encumbrances and restrictions of whatever kind of nature so ever, except for taxes for the current year, a lien but not yet due and payable, and those specific Exceptions described on Exhibit B attached hereto. The grantee and anyone claiming by, through, or under grantee fully and irrevocably releases grantor, their representatives and agents, from any and all past, current, and future claims against grantor, their representatives and agents for any cost, loss liability, damage, expense, damage, action, or cause of action arising from or related to any defects, errors, omissions, or other conditions (including, for example, environmental matters) affecting the above bargained premises, or any portion of it. The grantor reserves all of their right, title and interest in and to any and all minerals on and beneath the surface of the above bargained premises.

SUBJECT to the foregoing exceptions, the grantor shall and will WARRANT AND FOREVER DEFEND the above-bargained premises in the quiet and peaceable possession of the grantee, his heirs and assigns, against all and every person or persons lawfully claiming the whole or any part thereof. The singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, the grantor has executed this on the date set forth above.

GRANTORS:

Janet A. Smallwood Joan E. Wright
Janet A. Smallwood Joan E. Wright
Joseph P. Casteel
Joseph P. Casteel

STATE OF COLORADO
COUNTY OF Mesa

}ss:

The foregoing instrument was acknowledged, subscribed and sworn to before me June 7, 2006, by Janet A. Smallwood and Joan E. Wright and Joseph P. Casteel.

Witness my hand and official seal.



My Commission Expires 04/23/2007

[Signature]
Notary Public
My Commission expires: 4/23/2007

DF16395
4/23
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Exhibit A

The SE1/4NW1/4, the NE1/4SW1/4, the NW1/4SW1/4, and Lot 2 of Section 27, Township 7 South, Range 96 West of the 6th P.M.

The SW1/4SW1/4 of Section 27, Township 7 South, Range 96 West of 6th P.M. except that part of said SW1/4SW1/4 lying south of the southerly boundary of U.S. Highway No. 6 and 24.

That part of Lot 1 and of the W1/2NE1/4 of Section 27, Township 7 South, Range 96 West of the 6th P.M., described as: Beginning at a point on the westerly boundary line of said W1/2NE1/4 285 feet southerly of the North quarter corner of said Section 27; thence S. 59°35' E. 248 feet; thence S. 22°58' E. 285 feet; thence S. 87°46' E. 178 feet; thence S. 23°35' E. 290 feet; thence S. 63°54' E. 289 feet; thence S. 51°44' E. 545 feet; thence 47°47' E. 378 feet; thence S. 29°09' E. 228 feet; thence S. 74°13' E. 121 feet; thence S. 49°37' E. 176 feet to the Northwesterly bank of the Colorado River; thence southwesterly along said bank of said River to its intersection with the south boundary line of said Lot 1; thence westerly along said South boundary line to the Southwest corner of said W1/2NE1/4, and thence northerly along the westerly boundary line of said W1/2NE1/4 to the point of beginning.

Except all that part Northwest of Interstate 70.

Also Excepting therefrom:

- (a) All real property described in Deeds recorded August 10, 1962 in Book 343 at page 569 and Re-recorded in Book 343 at page 426.
- (b) All real property that was taken by Rule and Order of Case No. 81CV164 recorded January 4, 1988 in Book 727 at Page 255 as Reception Number 388735.
- (c) All real property described in Deeds recorded March 16, 1989 in Book 567 at Page 502 as Reception Number 312881, recorded March 16, 1989 in Book 567 at Page 503 as reception Number 312882 and recorded March 16, 1981 in Book 567 at Page 504 as Reception Number 312883.

All Parcels being situated in the County of Garfield, State of Colorado.

Exhibit B

Any facts, rights, interests or claims which are not shown by the public records but which could be ascertained by an inspection of the land or by making inquiry of persons in possession thereof.

Easements, or claims of easements, not shown by public records.

Discrepancies, conflicts in boundary lines, shortage in area, encroachments, and any facts which a correct survey and inspection of the land would disclose, and which are not shown by the public records.

Any lien, or right to a lien, for services, labor or material heretofore or hereafter furnished, imposed by law and not shown by the public records.

Right of the Proprietor of a vein or lode to extract and remove his ore therefrom should the same be found to penetrate or intersect the premises hereby granted as reserved in United States Patent recorded on January 24, 1894 at Reception Number 16833 in Book 12 at Page 274 and recorded March 26, 1902 in Book 56 at Page 444.

Right of way for ditches or canals constructed by the authority of the United States, as reserved in United States Patent recorded on January 24, 1894 in Book 12 at Page 274 as Reception Number 16833 and recorded March 26, 1902 in Book 56 at Page 444.

Easement as granted to The Colorado Telephone and Telegraph Company document recorded November 5, 1907 in Book 69 at Page 180 at Reception Number 34227, as the same may affect subject property.

Easement as granted to The Mountain States Telephone and Telegraph Company by instrument recorded on July 14, 1937 in Book 186 at Page 593 as Reception Number 128804 and recorded July 14, 1937 in Book 186 at Page 594 as Reception Number 128805, as the same may affect subject property.

Easements as reserved in Document recorded March 16, 1989 in Book 567 at Page 502 as Reception Number 312881, recorded March 16, 1989 in Book 567 at Page 503 as reception Number 312882 and recorded March 16, 1981 in Book 567 at Page 504 as Reception Number 312883.

Minerals as reserved in Deeds recorded July 15, 1929 in Book 159 at Page 97 as Reception Number 104892, recorded July 15, 1929 in Book 159 at Page 98, recorded September 3, 1929 in Book 155 at Page 372 as Reception Number 105249, recorded September 3, 1929 in Book 155 at Page 373 as Reception 105250, recorded March 20, 1931 in Book 159 at Page 237 as Reception Number 109525, recorded October 21, 1938 in Book 181 at Page 228 as Reception Number 133545 and recorded May 15, 1959 in Book 317 at Page 276 as Reception Number 205393, as the same may affect subject property.

Easement as granted to the Public Service Company of Colorado recorded July 25, 1995 in Book 947 at Page 889 as Reception Number 481016 and recorded December 7, 2004 in Book 1645 at Page 26 as Reception Number 664584.

Any rights, title, interest or easement in favor of the United States, the State of Colorado or the public, which exists or are claimed to exist in and over the present and past bed, banks or waters of the Colorado River.

Any loss of or adverse claim to any portion of subject property adjoining the Colorado River based on an assertion that the channel and banks thereof have been changed or altered other than by natural causes and in imperceptible degrees.

Easements and rights of way as constructed and in place for the following:

- (a) Denver Rio Grande Western Railroad
- (b) State Highway 6 & 24

Any loss or damage arising from the fact that any fence lines on or near the perimeter of subject property may not coincide with property lines.