P.O. Box 1330 . Houston, Texas 77251-1330



October 26, 2016

Kenny Sullivan
Kansas Corporation Commission
Conservation Division
210 E. Frontview, Suite A
Dodge City, KS 67801

Re: Smith B5 SWD Well (Smith Finn Site Project)

On August 23, 2016, Anadarko E&P Onshore LLC and its affiliates (collectively, "Anadarko") entered into a purchase and sale agreement with Merit Hugoton II, LLC, an affiliate of Merit Energy Company ("Merit"). Pursuant to that agreement, Merit has agreed to acquire all of Anadarko's interest in certain upstream and midstream assets in southwest Kansas, northwest Oklahoma and southeast Colorado. Consequently, Anadarko is requesting Kansas Corporation Commission (KCC) to transfer our remediation obligations for the Smith B5 SWD Well (Smith Finn Site) to Merit.

In connection with the acquisition, Merit has agreed to assume responsibility for Anadarko's obligations with respect to the Smith Finn Site located in Morton County, Kansas, regardless of whether such obligations arose prior to or after the acquisition of the assets by Merit. This acquisition includes the assumption of responsibility by Merit for the existing remediation system, associated infrastructure, such as piping, flow meters, pumping wells, and monitoring wells, and permits. A complete list of the Smith Finn Site monitoring and pumping wells is included as Attachment 1 for reference.

Merit will be submitting a Form T-1 to KCC in support of their request for a change in operator for the Smith B5 SWD well injection permit (# D-0770). Anadarko and Merit will also be working with the Kansas Department of Agriculture to transfer Anadarko's water appropriation Term Permit (File No. 20099078), which is necessary to operate the groundwater extraction wells, to Merit.

Please be advised that Anadarko further requests the refund of any regulatory oversight deposit that remains once this transfer is complete. The sale to Merit, and the assumption of such obligations by Merit, is expected to occur on October 31, 2016. Merit's contact information is as follows:

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Merit Hugoton II, LLC 13727 Noel Road, Suite 1200

Tower 2

Dallas, Texas 75240

Facsimile: (972) 960-1252

Attn: Mark Savoy

If you have any questions or comments you can contact me at (832) 636-2879.

Sincerely,

Greg Feegle, P.E. 4

Anadarko Petroleum Corp

cc: Mark Savoy, Merit Energy

Pam Chaffee, Kansas Department of Health and Environment

Attachment 1: Smith Finn Site Well List

Attachment 1.

**Smith Finn Well List** Inventory of Wells Originally Installed by Anadarko Petroleum in support of remediation at the Smith Finn Site

Merit Energy	Morton	-102.01092	37.09768	8/18/2005	Monitoring	MW18-8
Merit Energy	Morton	-102.01098	37.09762	8/18/2005	Monitoring	MW17-8
Merit Energy	Morton	-102.01104	37.09769	8/17/2005	Monitoring	MW16-8
Merit Energy	Morton	-102.01185	37.09835	3/27/2003	Monitoring	MW15-8
Merit Energy	Morton	-102.01184	37.09849	3/28/2003	Monitoring	MW14-8
Merit Energy	Morton	-102.01200	37.09848	3/29/2003	Monitoring	MW13-8
Merit Energy	Morton	-102.01367	37.10196	3/15/2003	Monitoring	MW12-8
Merit Energy	Morton	-102.01375	37.10213	3/17/2003	Monitoring	MW11-8
Merit Energy	Morton	-102.01354	37.10212	3/26/2003	Monitoring	MW10-8
Merit Energy	Morton	-102.01182	37.09830	6/5/2012	Pumping	PW-4
Merit Energy	Morton	-102.01477	37.10047	7/20/2009	Pumping	PW-3
Merit Energy	Morton	-102.01255	37.09958	4/4/2006	Pumping	PW-2
Merit Energy	Morton	-102.01149	37.09802	4/3/2006	Pumping	PW-1
[ ] COUNT CO. O. , EO. O.		(degrees west)	(degrees north)	Q.		
Effective Oct 31 2018	County	Longitude	Latitude	Date	Well Type	Well ID
Ownership Status		cation	GPS Location	Installation		

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