

19345 Point O Woods Court
Baton Rouge, Louisiana 70809
225-753-4723
225-753-4661 (fax)

.....

Energy Research Services, Inc.

March 2, 2009

James Magee
Office of Conservation
PO Box 94275
Baton Rouge, LA 70804-9275

Re: First Revision to Request for Public Hearing
Hilcorp Energy Company
West Bay Consolidated Commingling Facility (CF No. 937340)
West Bay and Tiger Pass Fields
Plaquemines Parish, Louisiana

Dear James,

On behalf of Hilcorp Energy Company (Hilcorp), application is made, pursuant to Title 30 of the Revised Statutes of 1950 and Statewide Order 29-D-1, for the calling of a public hearing, after legal notice, to consider evidence relative to the issuance of an order approving the commingling in the West Bay Consolidated Commingling Facility (WBCCF) No. 1 (927340) hydrocarbons produced from the following units:

X-2 Marker RA SUA Order 396-UUU BLD D No. 19 (SN 219753)

This application will commingle the production from the above mentioned leases and/or units, at the WBCCF. The method of measurement and allocation currently approved at the WBCCF is by well test.

The method of measurement and allocation of production which Hilcorp Energy Company is proposing is explained in the attached description of operations and schematic flow diagram. As indicated, the production will be allocated by monthly well test, using methods other than gauge tanks. The subject facilities are located in the West Bay and Tiger Pass Fields, Plaquemines Parish, Louisiana. The methods of measurement and allocation previously approved at the facility will remain the same.

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Attached are copies of the following:

- Schematic flow diagrams
- Description of operations
- List of interested owners, represented parties, and interested parties (previously submitted)
- Hearing fee of \$755.00 (x 2 fields) (previously submitted)

The applicable authority will be covered pursuant to Title 43, Part XIX, Subpart 6, Statewide Order No. 29-D-1, 1505.2 (Well Test). The allocation meters will be tested and proven monthly for liquid hydrocarbon meters and quarterly for gaseous hydrocarbon meters.

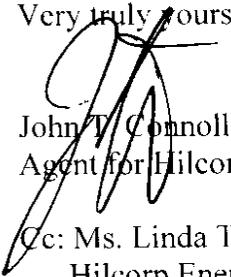
In Hilcorp's opinion, this authorization will promote conservation of the natural resources within the State of Louisiana, will prevent waste, will protect the rights of all parties at interest and will result in substantial economic savings without results that may be in any way inconsistent with conservation policies, statutes or regulations of the State of Louisiana. Further, in the opinion of the applicant, the commingling procedure proposed will provide reasonable, accurate measurement, will not create inequities and will insure that the owner of any interest will have the opportunity to recover his just and equitable share of the reservoir content. Hilcorp requests that this matter be set for hearing at the earliest possible time and date.

A copy of this application and attachments is being sent to Mr. Richard D. Hudson, District Manager, Office of Conservation, Lafayette, Louisiana. A copy of the legal notice will be mailed to each Interested Owner, Represented Parties, and Interested Parties having an interest in the various leases and units.

All inquiries concerning this proposal should be directed to Mr. John T. Connolly, Agent for Hilcorp Energy Company, 19345 Point O Wood Court, Baton Rouge, Louisiana 70809.

Should you have any questions, please call or email me at 753-4723 / crsses@cox.net.

Very truly yours,



John T. Connolly
Agent for Hilcorp Energy Company

Cc: Ms. Linda Trahan
Hilcorp Energy Company
PO Box 61229
Houston, Texas 77208

Mr. Richard Hudson
District Manager
Office of Conservation
825 Kaliste Saloom Road
Brandywine III, Suite 220
Lafayette, Louisiana 70508

DESCRIPTION OF OPERATIONS
WEST BAY CONSOLIDATED COMMINGLING FACILITY
(CF 927340)
WEST BAY AND TIGER PASS FIELDS
PLAQUEMINES PARISH, LOUISIANA

The WEST BAY CONSOLIDATED COMMINGLING FACILITY (WBCCF) commingles all production originating in the West Bay and Tiger Pass Fields operated by Hilcorp Energy Company (Hilcorp) and Orx Resources, Inc. (Orx), as illustrated on the attached list of leases and units and commingling schematic diagram. Production from individual wells is based on monthly well tests and designated meter readings.

EXPLANATION OF FLOW

The flow of each West Bay well enters the header system at one of seven Remote Facilities (RF No.s 1, 2, 3, 9, 12, 13, and Tiger Pass) located throughout the fields. Once in the header, production is routed to the Low Pressure Bulk system, or the Well Test system according to the following general description. The High and Intermediate systems are out of service. This facility only processes low pressure wells.

LOW PRESSURE BULK SYSTEMS

At Remote Facilities 1 and 2, low pressure production enters two phase separators where the total flow is separated into gas and bulk liquid. Bulk low pressure fluids from Remote Facility 1 flows to the Low Pressure Bulk Separator at the WBCCF. Bulk low pressure fluids from Remote Facility 2 flows to the FWKO production barge at WBCCF.

At Remote Facilities 12 and 13, low pressure bulk oil, gas, and water are routed through bulk pipelines to the Bulk Separator at the WBCCF. At WBCCF, the flow is separated into gas and bulk liquid.

Low pressure gas and liquid production originating at Remote Facility 9 are commingled at Remote Facility 9 with incoming combined oil and water production from the Orx operated Remote Facility 3. This commingled production is then routed through a bulk pipeline to the Bulk Separator at the WBCCF. At WBCCF, the flow is separated into gas and bulk liquid.

The Tiger Pass Remote Facility low pressure oil, gas, and water are routed through a bulk pipeline to the Bulk Separator at the WBCCF. At WBCCF, the flow is separated into gas and bulk liquid.

GAS HANDLING

Low pressure gas is routed to the WBCCF, where it is compressed, dehydrated, and discharged into the field's gas lift system or used for fuel at the WBCCF. Excess gas that is not used for gas lift or fuel is sold through an orifice meter thru a check meter in the field and then to the custody transfer meter at the Targa Gas Plant.

LIQUIDS HANDLING

Bulk liquids from the Remote Facilities and the Bulk and Test Separators at WBCCF are routed to the Production Barge at WBCCF. There Free Water Knockouts (FWKO) separate the free water from wet oil. Oil continues from the FWKO to a Chem-Electric Heater Treater which treats the oil to pipeline quality. Oil is then pumped through a LACT and sold to Chevron Pipeline.

Produced water from all remote facilities is routed to water clarifying equipment on the Production Barge at WBCCF. Produced water is then injected into disposal wells. Any liquid hydrocarbons skimmed from the water treatment system, sumps and scrubbers are returned to the FWKO on the Production Barge for reprocessing.

TEST SYSTEM

A wells production will be determined by monthly well test conducted for a period of not less than twenty-four (24) hours, once (or more) per month. The individual well streams are diverted into a test separator at each satellite platform. All remote facilities incorporate two-phase gas and liquid test separators for allocation. Test separators may be either centrally located or remotely located at an individual facility. The oil to water ratio produced by each well is determined by shake out analysis of liquids sampled at the wellhead. All wells producing liquid hydrocarbons are tested such that liquids are metered at low pressure conditions.

GAS MEASUREMENT

Gaseous hydrocarbons are measured by means of orifice meters downstream of the test separator gas outlet, prior to entering the common suction line to the Compressor Station or the gas lift network. For gas lift wells, the injected gas volume is metered at the supply manifold or at the well head when the well goes on test to determine formation gas volume. For gas lift oil wells, input gas is measured and subtracted from output gas to arrive at a net or formation gas production volume for allocation purposes.

Gaseous hydrocarbons will be metered at a test separator on each satellite platform by means of calibrated orifice meters. Tests will be conducted for a minimum of twenty-four (24) hours once per month. Each gas meter will be calibrated quarterly by third party services.

OIL MEASUREMENT

All wells producing liquid hydrocarbons are tested such that liquids are metered downstream of the Test Separator liquid outlet at low pressure conditions. Oil to water ratio is determined by shake out analysis of liquids sampled at the well head. The measured volume is then adjusted by deducting the BS&W percent.

Each liquid meter will be calibrated monthly by a third party meter calibration service, and a meter factor will be derived from the calibration test.

OIL SALES AND ALLOCATION

On the Production Barge at the WBCCF, there is a LACT unit equipped with a dual meter run, BS&W monitor, and a sample pot. Oil is sold to Chevron Pipeline. The LACT meter readings are corrected by calibration factors, adjusted to standard conditions and deducted for BS&W.

Allocation of production to individual wells is based on the combined readings of both runs in the LACT skid, and the theoretical monthly production as computed from monthly well test and downtime report.

GAS SALES AND ALLOCATION

Gas is sold at the inlet to the Targa Gas Plant, through an orifice meter. However, there is a sales check meter at the WBCCF. Allocation of gas production to individual wells is based on the Actual Production and monthly well tests.

Actual Production is the summation of gas sales, flare, and fuel usage. Flare and fuel are assumed taken from produced, or formation gas, in all cases.

Allocation of Actual Production to individual wells is based on the Actual Production and the Theoretical Monthly Production, as computed from monthly well tests and the down time reports.

Participating wells are charged with flare and fuel usage based on their contribution to the facility's formation gas production.

WEST DELTA 27 STREAMS AT WEST BAY

Product streams from the S.L. 192 "PP" Caisson Wells, formerly part of West Delta 27 Field, are commingled with West Bay production at Remote Facility 9.

All Caissons in S.L. 192 "PP" which were formerly part of West Delta 27 Field are considered part of the West Bay Field. All production from the Caissons of S.L. 192 "PP" wells flow into a production manifold located on the caisson and diverted to a two phase test system at Remote Facility 9.

ORX STREAMS AT WEST BAY

Liquid hydrocarbon production originating from the Oryx operated Remote Facility 3 is commingled at Remote Facility 9. Oryx's oil and condensate production is treated to pipeline specifications and sampled for BS&W at the Remote Facility 3. It is then delivered by pipeline into the low pressure bulk system at Remote Facility 9. **The Oryx liquid allocation will be based on periodic well tests in the West Bay production allocation process. Oryx gas production is not commingled with Hilcorp operated West Bay production.**

FACILITY 13 STREAMS AT WEST BAY

All Facility 13 wells are tested at Facility 13 or at Central.

WEST BAY CF 937340

In Hilcorp's opinion, this authorization will promote conservation of the natural resources within the State of Louisiana, will prevent waste, will protect the rights of all parties at interest and will result in substantial economic savings without results that may be in any way inconsistent with conservation policies, statues or regulations of the State of Louisiana. Further, in the opinion of the applicant, the commingling procedure proposed will provide reasonable, accurate measurement, will not create inequities and will insure that the owner of any interest will have the opportunity to recover his just and equitable share of the reservoir content.



DATE 3/20/09

19345 Point O Woods Court
Baton Rouge, Louisiana 70809
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225-753-4661 (fax)

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Energy Research Services, Inc.

November 18, 2008

Scott Hoffman
Office of Conservation
PO Box 94275
Baton Rouge, LA 70804-9275

Re: Request for Public Hearing
Hilcorp Energy Company
West Bay Consolidated Commingling Facility (CF No. 937340)
West Bay and Tiger Pass Fields
Plaquemines Parish, Louisiana

Dear Scott,

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10 Kattached # 6977

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Energy Research Services, Inc.

September 14, 2008

Scott Hoffman
Office of Conservation
PO Box 94275
Baton Rouge, LA 70804-9275

Re: Request for Public Hearing
Hilcorp Energy Company
West Bay Consolidated Commingling Facility (CF No. ~~927340~~)
West Bay and Tiger Pass Fields
Plaquemines Parish, Louisiana

937340

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X-2 Marker RA SUA Order 396-UUU BLD D No. 19 (SN 219753)
Harvey Lease
Timolat Lease

This application will commingle the production from the above mentioned leases and/or units, at the WBCCF. The method of measurement and allocation currently approved at the WBCCF is by well test.

The method of measurement and allocation of production which Hilcorp Energy Company is proposing is explained in the attached description of operations and schematic flow diagram. As indicated, the production will be allocated by monthly well test, using methods other than gauge tanks. The subject facilities are located in the West Bay and Tiger Pass Fields, Plaquemines Parish, Louisiana. The methods of measurement and allocation previously approved at the facility will remain the same.

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In Hilcorp's opinion, this authorization will promote conservation of the natural resources within the State of Louisiana, will prevent waste, will protect the rights of all parties at interest and will result in substantial economic savings without results that may be in any way inconsistent with conservation policies, statutes or regulations of the State of Louisiana. Further, in the opinion of the applicant, the commingling procedure proposed will provide reasonable, accurate measurement, will not create inequities and will insure that the owner of any interest will have the opportunity to recover his just and equitable share of the reservoir content. Hilcorp requests that this matter be set for hearing at the earliest possible time and date.

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Should you have any questions, please call or email me at 753-4723 / ersses@cox.net.

Very truly yours,

John T. Connolly
Agent for Hilcorp Energy Company

Cc: Ms. Linda Trahan
Hilcorp Energy Company
PO Box 61229
Houston, Texas 77208

Mr. Richard Hudson
District Manager
Office of Conservation
825 Kaliste Saloom Road
Brandywine III, Suite 220
Lafayette, Louisiana 70508

**DESCRIPTION OF OPERATIONS
WEST BAY CONSOLIDATED COMMINGLING FACILITY
(CF 927340)
WEST BAY AND TIGER PASS FIELDS
PLAQUEMINES PARISH, LOUISIANA**

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Low pressure gas and liquid production originating at Remote Facility 9 are commingled at Remote Facility 9 with incoming combined oil and water production from the Orx operated Remote Facility 3. This commingled production is then routed through a bulk pipeline to the Bulk Separator at the WBCCF. At WBCCF, the flow is separated into gas and bulk liquid.

The Tiger Pass Remote Facility low pressure oil, gas, and water are routed through a bulk pipeline to the Bulk Separator at the WBCCF. At WBCCF, the flow is separated into gas and bulk liquid.

GAS HANDLING

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LIQUIDS HANDLING

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The Oryx liquid allocation ~~is based on periodic well tests in the West Bay allocation process.~~ in the West Bay allocation process. The Oryx liquid allocation may be based on periodic well tests in the West Bay production allocation process at some time in the future.

Oryx gas production is not commingled with Hilcorp operated West Bay production.

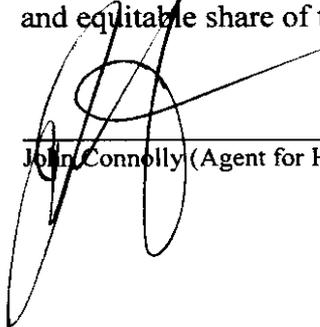
September 14, 2008

Page 6

FACILITY 13 STREAMS AT WEST BAY

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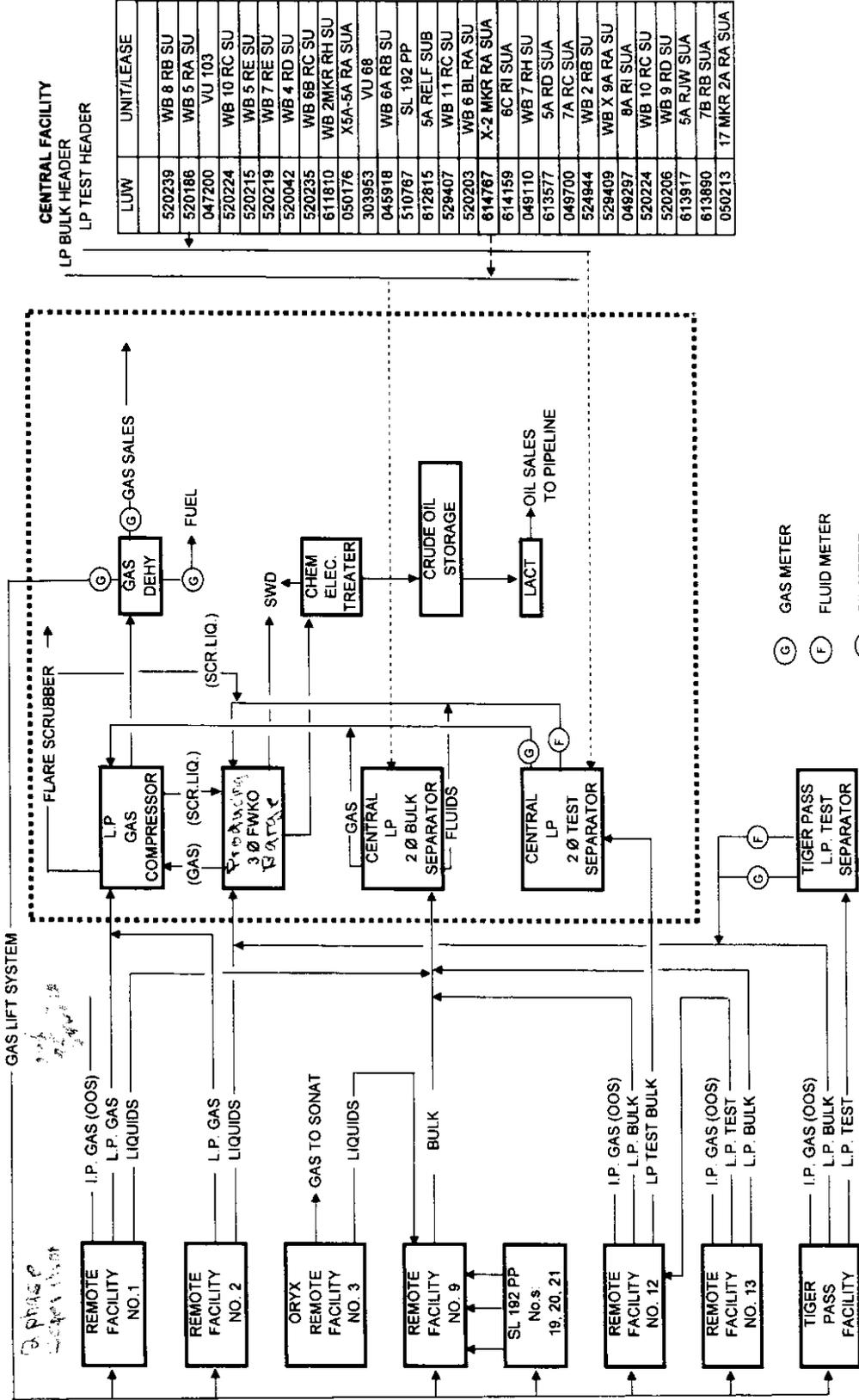
John Connolly (Agent for Hilcorp Energy Company)

West Bay, Tiger Pass, and West Delta Block 27 Fields
396-2,3,4,6,7
Chevron USA, Inc., Chevron Texaco, Hilcorp Energy Company
West Bay Consolidated Commingling Facility
(CF's 1,2,5,9,11,12, and 13)

93734

Well Test

16A MKA RB SU A	VU 12	VU A	WB 5 RD SU	WB 7 RA SU	WB 9L RA SU
Buras Levee District	VU 14	VU C	WB 5 RE SU	WB 7 RB SU	WB 9LL RB SU
Buras Levee District C	VU 15	VU D	WB 5 RF SU	WB 7 RC SU	WB 10 RA SU
Buras Levee District D	VU 17	VU E	WB 5A RA SU	WB 7 RD SU	WB 10 RB SU
Buras Levee District E	VU 18	WB 1 RA SU	WB 5A RB SU	WB 7 RE SU	WB 10 RC SU
Buras Levee District K	VU 19	WB 1 RB SU	WB 5A RELF SU A	WB 7 RF SU	WB 10 RD SU
C SU A	VU 20	WB 1 RC SU	WB 5A RELF SU B	WB 7 RG SU	WB 11 AM RA VU
D SU A	VU 21	WB 1 RD SU	WB 5AL RA SU	WB 7 RH SU	WB 11 RA SU
Florence K. Timolat et al	VU 25	WB 1 RE SU	WB 5B RA SU	WB 7 RJ SU	WB 11 RB SU
G 7 FBZ SUD	VU 27	WB 1 RL4 SU	WB 5B RC SU	WB 7 RJGII SU	WB 11 RC SU
G 7 RZ SU C	VU 28	WB 2 MKR RA SU A	WB 5B NELF SU A	WB 7 RK SU	WB 11 RD SU
G 7 RZ SUD	VU 29	WB 2 MKR RA SU B	WB 5B NELF SU B	WB 7 RLFT SU A	WB 15 AM RA VU
G RA SU B	VU 30	WB 2 MKR RA SU C	WB 5B RL2EB SU	WB 7AM RA SU	WB 15 MA RA SU
G SU A	VU 32	WB 2 MKR RH SU	WB 5M RA SU	WB 7M RA SU	WB 16 AM RA SU
G SU B	VU 33	WB 2 RB SU	WB 6 RA SU	WB 7M RB SU	WB 16 AM RC SU
H 8 RZ SU A	VU 36	WB 2 RC SU	WB 6 RB SU	WB 8 RA SU	WB 16 M RA SU
J SU A	VU 46	WB 2 RD SU	WB 6 RC NVU	WB 8 RB SU	WB 16 M RB SU
J. G. Timolat B	VU 47	WB 2A RL4AR SU	WB 6 RC SU	WB 8 RC SU	WB 16 M RC SU
J. G. Timolat et al C	VU 53	WB 2A RLAY SU	WB 6A RB SU	WB 8 RD SU	WB 16 M RD SU
Jeannee C. Henderson et al	VU 60	WB 2M RL SU A	WB 6B RA SU	WB 8 RE SU	WB 16 M RE SU
Kate Duff et al	VU 61	WB 3 RA SU	WB 6B RB SU	WB 8 RF SU	WB 16A MKR RA SU
MARK 2 RC SU A	VU 62	WB 3 RB SU	WB 6B RC SU	WB 8A RA SU	WB 16A MKR RC SU
MARK 2 RD SU A	VU 63	WB 3 RC SU	WB 6B RD SU	WB 8A RB SU	WB X1 RA SU
MARK 2 RD SU B	VU 65	WB 3 RD SU	WB 6B RE SU	WB 8A RBFL SU	WB X1 RB SU
MARK 2 RF SU A	VU 68	WB 3 RE SU	WB 6B RF SU	WB 8A RC SU	WB X1 RC SU
MARK 2 RG SU A	VU 72	WB 3 RF SU	WB 6B RG SU	WB 8A RE SU	WB X1 RD SU
MARK 2 RI SU	VU 73	WB 4 RA SU	WB 6BL RA SU	WB 8A RF SU	WB X1 RE SU
Mark Delesdernier et al C	VU 78	WB 4 RB SU	WB 6BL RB SU	WB 8AL RA SU	WB X1 RF SU
Mark Delesdernier et al D	VU 79	WB 4 RC SU	WB 6C RA SU	WB 8B RA SU	WB X1 RG SU
SL 192 PP	VU 81	WB 4 RD SU	WB 6C RAEAH SU	WB 8BL RA SU	WB X1 RH SU A
SL 451	VU 83	WB 4 RE SU	WB 6C RB SU	WB 8M RA SU	WB X11 RA SU
SL 14727	VU 96	WB 4 RF SU	WB 6C RC SU	WB 8M RB SU	WB X11 RB SU
SL 15918	VU 103	WB 4 RG SU	WB 6C RD SU	WB 8M RC SU	WB X11 RBHO SU
SL 16628	VU 116	WB 4 RH SU	WB 6C RE SU	WB 9 RA SU	WB X11 RC SU
VU 1	VU 128	WB 4 RJ SU	WB 6C RF SU	WB 9 RB SU	WB X7 AM RA SU
VU 2	VU 138	WB 4 RK SU	WB 6C RIG SU	WB 9 RC SU	WB X9 RA SU
VU 3	VU 198	WB 4 RL SU	WB 6M RA SU	WB 9 RD SU	WB X9A RA NVU
VU 6	VU 202	WB 5 RA SU	WB 6M RB SU	WB 9 RE SU	WB X9A RA SU
VU 7	VU 203	WB 5 RB SU	WB 6M RC SU	WB 9AM RA SU	X1 RH SU A
VU 8	VU 206	WB 5 RC SU	WB 7 LFT SU	WB 9BM RA SU	



- (G) GAS METER
- (F) FLUID METER
- (O) OIL METER
- (W) WATER METER

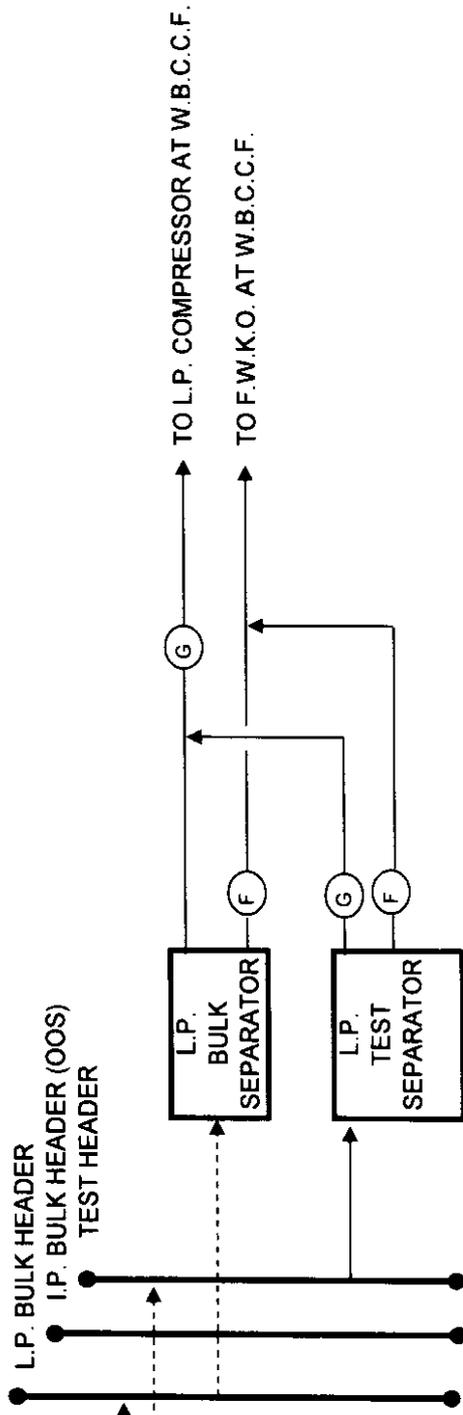
* ALL REMOTE SEPARATORS ARE 20"
 * OIL & WATER RATES IN 20" SEPARATORS BASED ON SHAKEOUTS.

NO HIGH PRESSURE WELLS IN SYSTEM.
 ALL OIL AND WATER RATES ARE BASED ON SHAKEOUTS, THERE ARE NO THREE PHASE SEPARATORS.

HILCORP ENERGY COMPANY
 WEST BAY CONSOLIDATED COMMINGLING FACILITY
 CF NO. 927340
 September 14, 2008

LW UNIT/LEASE

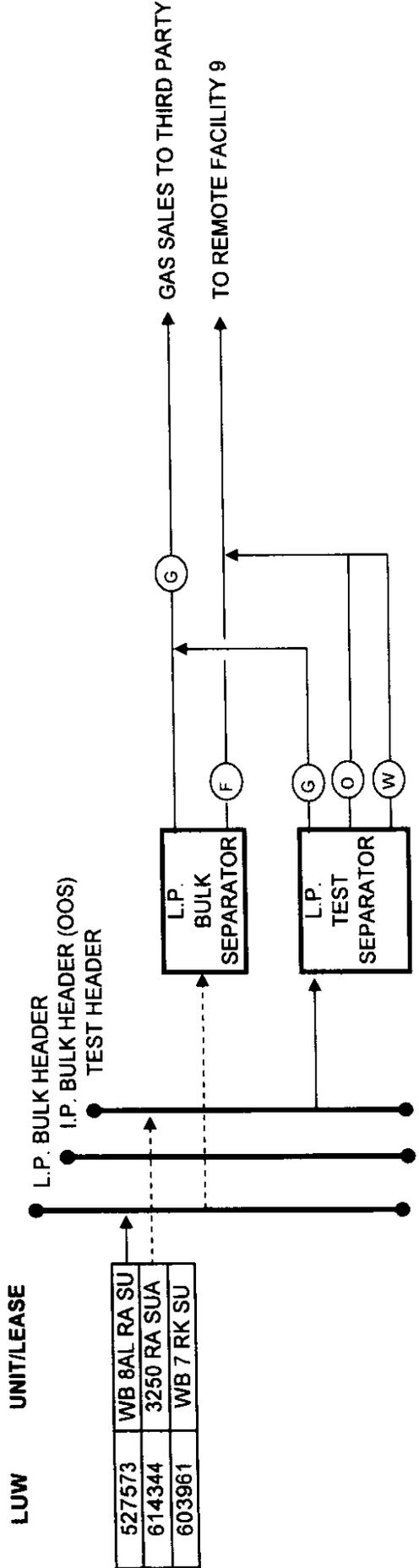
532772	VU 61
303951	VU 60
532773	VU 60
501769	SL 451
520173	WB 11 RB SU
520228	WB 16 M RE SU
303936	BLD E



- (G) GAS METER
- (F) FLUID METER
- (O) OIL METER
- (W) WATER METER

FACILITY 2

HILCORP ENERGY COMPANY
 WEST BAY CONSOLIDATED COMMINGLING FACILITY
 CF NO. 927340
 September 14, 2008



LUW	UNIT/LEASE
527573	WB 8AL RA SU
614344	3250 RA SUA
603961	WB 7 RK SU

- (G) GAS METER
- (F) FLUID METER
- (O) OIL METER
- (W) WATER METER

FACILITY 3
ORX RESOURCES, INC.

HILCORP ENERGY COMPANY
WEST BAY CONSOLIDATED COMMINGLING FACILITY
CF NO. 927340
September 14, 2008

L U W U N I T / L E A S E

527572	WB 8A RA SU
527570	WB 6 RB SU
610557	MARK 2 RC SUA

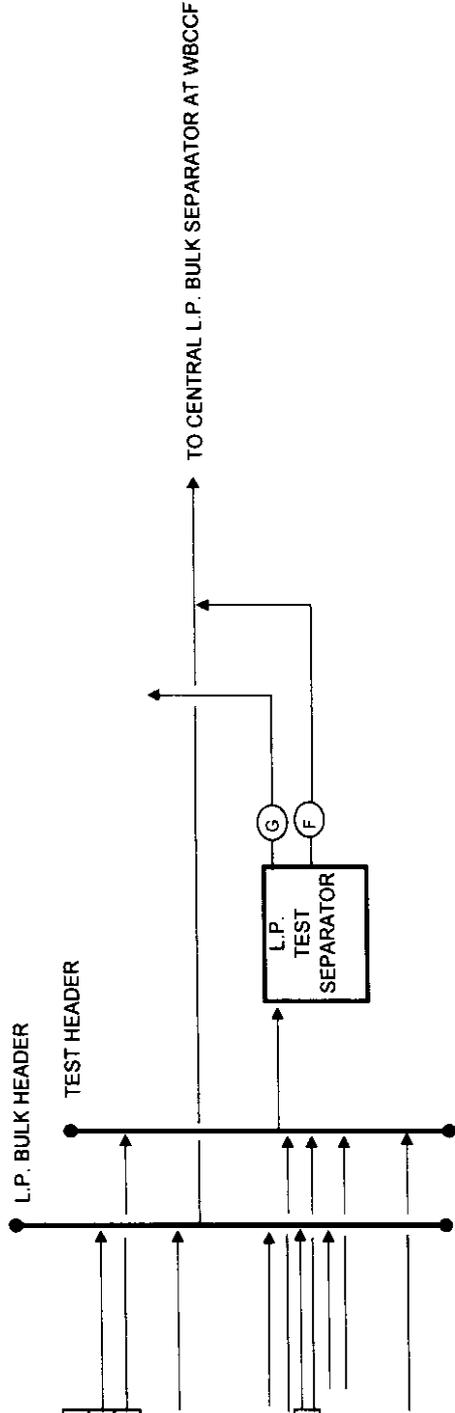
HILCORP
WEST BAY
WELLS

REMOTE
FACILITY 1
(FLUIDS)

102847	SL 192 PP
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HILCORP
SL 199 PP
NO.S 19,20,21
WD BLK 27

ORX
REMOTE
FACILITY 3



- (G) GAS METER
- (F) FLUID METER
- (O) OIL METER
- (W) WATER METER

HILCORP ENERGY COMPANY
WEST BAY CONSOLIDATED COMMINGLING FACILITY
CF NO. 927340
September 14, 2008

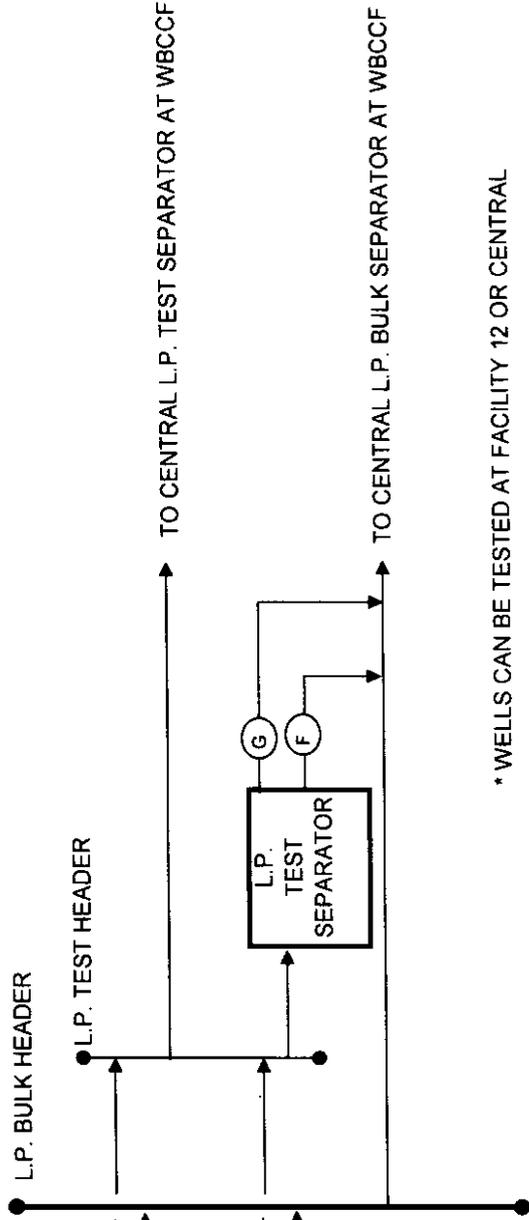
FACILITY 9

LWU UNIT/LEASE

REMOTE FACILITY 13

527105	WB 68 RG SU
520240	WB 8 RC SU
611249	MARK 2 RG SUA
534643	WB 5A RB SU
304252	J G TIMOLAT B

HILCORP WEST BAY WELLS



* WELLS CAN BE TESTED AT FACILITY 12 OR CENTRAL

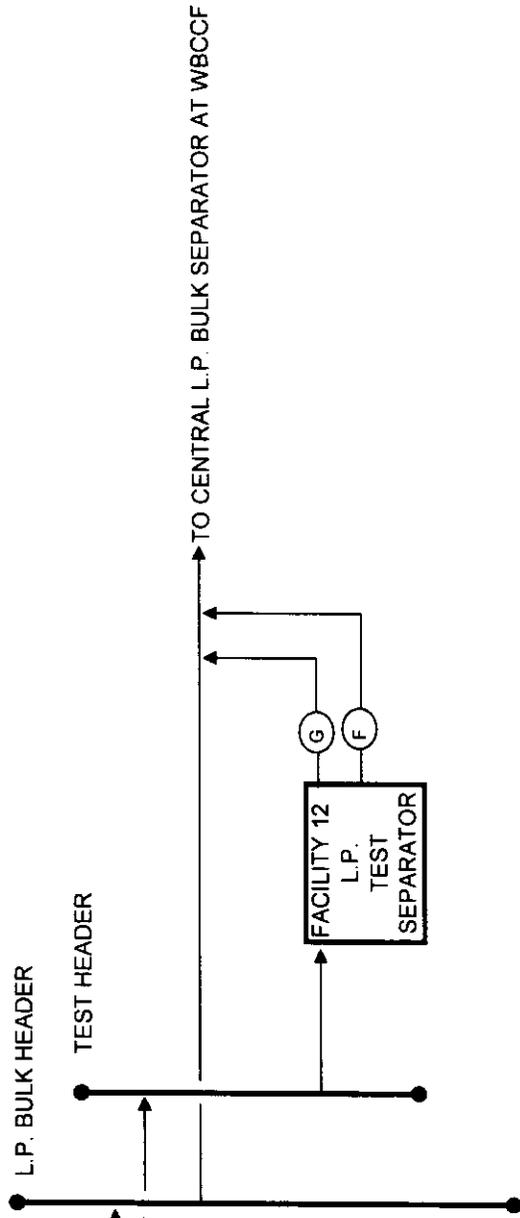
- (G) GAS METER
- (F) FLUID METER
- (O) OIL METER
- (W) WATER METER

FACILITY 12

HILCORP ENERGY COMPANY
 WEST BAY CONSOLIDATED COMMINGLING FACILITY
 CF NO. 927340
 September 14, 2008

LWU UNIT/LEASE

HILCORP	532790	VU 202
WEST BAY	303943	VU 203
WELLS	526533	JG TIMOLAT ET AL C



- (G) GAS METER
- (F) FLUID METER
- (O) OIL METER
- (W) WATER METER

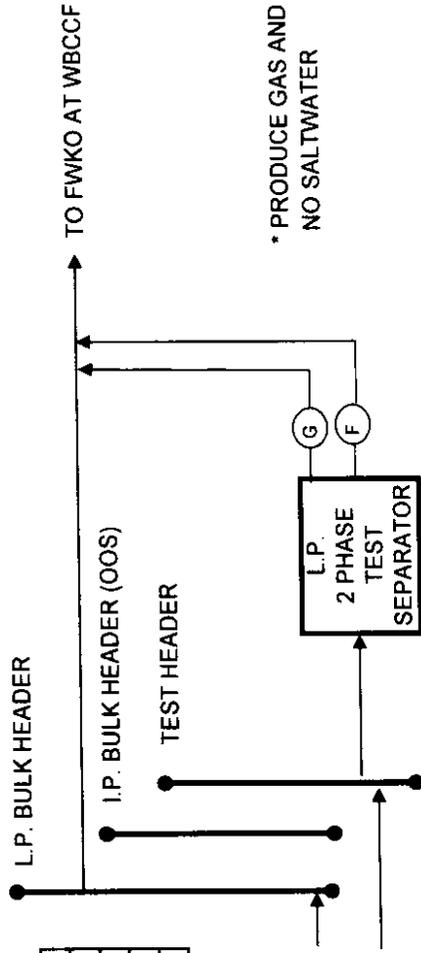
FACILITY 13

HILCORP ENERGY COMPANY
 WEST BAY CONSOLIDATED COMMINGLING FACILITY
 CF NO. 927340
 September 14, 2008

LUW UNIT/LEASE

613038	2MKR RA SUB
613457	2MKR RB SJA
613456	2MKR RB SUB
613039	2MKR RA SUC
613629	2MKR RC SJA

TIGER PASS
WELLS



* PRODUCE GAS AND CONDENSATE ONLY
NO SALTWATER

- (G) GAS METER
- (F) FLUID METER
- (O) OIL METER
- (W) WATER METER

TIGER PASS FACILITY

HILCORP ENERGY COMPANY
WEST BAY CONSOLIDATED COMMINGLING FACILITY
CF NO. 927340
September 14, 2008

