L.G. EVERIST, INC.

FORT LUPTON SAND AND GRAVEL MINE
PERMIT # M-1999-120
WELD COUNTY, COLORADO

Regular 112 permit - Amendment
March 2012

Amendment to an Application for a Regular Mined Land Reclamation Board Construction Materials Permit

PREPARED BY
ENVIRONMENT, INC.
7985 VANCE DR., SUITE 205A
ARVADA, CO 80003
(303) 423-7297

STATE OF COLORADO

DIVISION OF RECLAMATION, MINING AND SAFETY
Department of Natural Resources

1313 Sherman St., Room 215
Denver, Colorado 80203
Phone: (303) 866-3567
FAX: (303) 832-8106

CONSTRUCTION MATERIALS
REGULAR (112) OPERATION
RECLAMATION PERMIT APPLICATION FORM

COLORADO DIVISION OF RECLAMATION MINING & SAFETY

Bill Ritter, Jr.
Governor

Harris D. Sherman
Executive Director

Ronald W. Cattany
Division Director
Natural Resource Trustee

CHECK ONE: _____ **There is a File Number Already Assigned to this Operation**

Permit # M -____-____-___ (Please reference the file number currently assigned to this operation)

☐ **New** Application (Rule 1.4.5) ☑ **Amendment** Application (Rule 1.10)

☐ **Conversion** Application (Rule 1.11)

Permit # M -1999 -120 -____ (provide for **Amendments** and **Conversions** of existing permits)

The application for a Construction Materials Regular 112 Operation Reclamation Permit contains three major parts: (1) the application form; (2) Exhibits A-S, Addendum 1, any sections of Exhibit 6.5 (Geotechnical Stability Exhibit; and (3) the application fee. When you submit your application, be sure to include one (1) complete signed and notarized **ORIGINAL** and one (1) copy of the completed application form, two (2) copies of Exhibits A-S, Addendum 1, appropriate sections of 6.5 (Geotechnical Stability Exhibit, and a check for the application fee described under Section (4) below. Exhibits should **NOT** be bound or in a 3-ring binder; maps should be folded to 8 1/2" X 11" or 8 1/2" X 14" size. To expedite processing, please provide the information in the format and order described in this form.

GENERAL OPERATION INFORMATION

Type or print clearly, in the space provided, ALL information requested below.

1. **Applicant/operator or company name (name to be used on permit)**: L.G. Everist, Incorporated

   1.1 Type of organization (corporation, partnership, etc.): Corporation

2. **Operation name (pit, mine or site name)**: Fort Lupton Sand and Gravel Mine

3. **Permitted acreage (new or existing site)**: 256.0 permitted acres

   3.1 Change in acreage (+) 698.90 acres

   3.2 Total acreage in Permit area 954.90 acres

4. **Fees**:

   4.1 New Application ~~$2,698.00~~ application fee

   4.2 New Quarry Application ~~$3,342.00~~ quarry application

   4.4 Amendment Fee $2,229.00 amendment fee

   4.5 Conversion to 112 operation (set by statute) ~~$2,698.00~~ conversion fee

5. **Primary commoditie(s) to be mined**: Gravel Sand _____ _____ _____

   5.1 Incidental commoditie(s) to be mined: 1. ____ - ____ lbs/Tons/yr 2. ____ / ____ lbs/Tons/yr

   3. ____ / ____ lbs/Tons/yr 4. ____ / ____ lbs/Tons/yr 5. ____ / ____ lbs/Tons/yr

   5.2 Anticipated end use of primary commoditie(s) to be mined: Specification aggregates

   5.3 Anticipated end use of incidental commoditie(s) to be mined: _____

6. **Name of owner of subsurface rights of affected land**: L.G. Everist, Incorporated
   If 2 or more owners, "refer to Exhibit O".

7. **Name of owner of surface of affected land**: L.G. Everist, Incorporated

8. **Type of mining operation**: ✔ Surface _____ Underground

9. **Location Information**: The center of the area where the majority of mining will occur:

   COUNTY: Weld

   PRINCIPAL MERIDIAN (check one): ✔ 6th (Colorado) _____ 10th (New Mexico) _____ Ute

   SECTION (write number): S 30

   TOWNSHIP (write number and check direction): T 2 ✔ North _____ South

   RANGE (write number and check direction): R 66 _____ East ✔ West

   QUARTER SECTION (check one): _____ NE ✔ NW _____ SE _____ SW

   QUARTER/QUARTER SECTION (check one): _____ NE ✔ NW _____ SE _____ SW

   GENERAL DESCRIPTION: (the number of miles and direction from the nearest town and the approximate elevation): _____

   Approximately 1.5 miles northwest of the town of Ft. Lupton, CO. Approx. Elevation 4870' msl

10. **Primary Mine Entrance Location** (report in either Latitude/Longitude **OR** UTM):

    Latitude/Longitude:

    Example: (N) 39° 44′ 12.98″
    (W) 104° 59′ 3.87″

    Latitude (N): deg 40 min 06 sec 58.64 (2 decimal places)

    Longitude (W): deg 104 min 49 sec 36.06 (2 decimal places)

    OR

    Example: (N) 39.73691°
    (W) -104.98449°

    Latitude (N) _____._____ (5 decimal places)

    Longitude(W) _____._____ (5 decimal places)

    OR

    Universal Tranverse Mercator (UTM)

    Example: 201336.3 E NAD27 Zone 13
    4398351.2 N

    UTM Datum (specify NAD27, NAD83 or WGS 84) Nad 83 Zone 13

    Easting _____

    Northing _____

11. **Correspondence Information**:

APPLICANT/OPERATOR (name, address, and phone of name to be used on permit)

Contact's Name: Dennis L. Fields Title: Vice President
Company Name: L.G. Everist, Inc.
Street/P.O. Box: 7321 E 88th Ave., Suite 200 P.O. Box:
City: Henderson
State: CO Zip Code: 80640
Telephone Number: (303) - 287-4656
Fax Number: (303) - 289-1348

PERMITTING CONTACT (if different from applicant/operator above)

Contact's Name: Steve O'Brian Title: President
Company Name: Environment, Inc
Street/P.O. Box: 7985 Vance Dr. #205A P.O. Box:
City: Arvada
State: CO Zip Code: 80003
Telephone Number: (303) - 423-7297
Fax Number: (303) - 423-7599

INSPECTION CONTACT

Contact's Name: Lynn M. Shults Title: Regulatory Manager
Company Name: L.G. Everist, Inc.
Street/P.O. Box: 7321 E 88th Ave., Suite 200 P.O. Box:
City: Henderson
State: CO Zip Code: 80640
Telephone Number: (303) - 286-2247
Fax Number: (303) - 289-1348

CC: STATE OR FEDERAL LANDOWNER (if any)

Agency:
Street:
City:
State: Zip Code:
Telephone Number: ( ) -

CC: STATE OR FEDERAL LANDOWNER (if any)

Agency:
Street:
City:
State: Zip Code:
Telephone Number: ( ) -

12. **Primary future (Post-mining) land use (check one)**:

☐ Cropland(CR)	☐ Pastureland(PL)	☐ General Agriculture(GA)
☐ Rangeland(RL)	☐ Forestry(FR)	☐ Wildlife Habitat(WL)
☐ Residential(RS)	☐ Recreation(RC)	☐ Industrial/Commercial(IC)
☑ Developed Water Resources(WR)		☐ Solid Waste Disposal(WD)

13. **Primary present land use (check one)**:

☐ Cropland(CR)	☐ Pastureland(PL)	☐ General Agriculture(GA)
☐ Rangeland(RL)	☐ Forestry(FR)	☐ Wildlife Habitat(WL)
☐ Residential(RS)	☐ Recreation(RC)	☐ Industrial/Commercial(IC)
☑ Developed Water Resources(WR)		

14. **Method of Mining**: Briefly explain mining method (e.g. truck/shovel): _____

Trackhoe and front end loaders remove material for delivery to the processing plant.

15. **On Site Processing**: ☑ Crushing/Screening

13.1 Briefly explain mining method (e.g. truck/shovel): _____

Material is processed into specification aggregates using crushers, and screen plants

List any designated chemicals or acid-producing materials to be used or stored within permit area: _____

None

16. **Description of Amendment or Conversion**:

If you are amending or converting an existing operation, provide a brief narrative describing the proposed change(s).

This amendment increases the mine area and reserves under permit by 641.64 acres. The mining method does not change but he plant site may be moved south as the existing permit area is mined out. The final reclamation plan and reclamation methods do not change. The primary access remains as currently approved. It also combines 2 permitted mines into one and retains the southern access point. Southern access - 40d05'40.41"N, 104d49'48.17"W

Maps and Exhibits:

Two (2) complete, unbound application packages must be submitted. One complete application package consists of a signed application form and the set of maps and exhibits referenced below as Exhibits A-S, Addendum 1, and the Geotechnical Stability Exhibit. Each exhibit within the application must be presented as a separate section. Begin each exhibit on a new page. Pages should be numbered consecutively for ease of reference. If separate documents are used as appendices, please reference these by name in the exhibit.

With each of the two (2) signed application forms, you must submit a corresponding set of the maps and exhibits as described in the following references to Rule 6.4, 6.5, and 1.6.2(1)(b):

EXHIBIT A	Legal Description
EXHIBIT B	Index Map
EXHIBIT C	Pre-Mining and Mining Plan Map(s) of Affected Lands
EXHIBIT D	Mining Plan
EXHIBIT E	Reclamation Plan
EXHIBIT F	Reclamation Plan Map
EXHIBIT G	Water Information
EXHIBIT H	Wildlife Information
EXHIBIT I	Soils Information
EXHIBIT J	Vegetation Information
EXHIBIT K	Climate Information
EXHIBIT L	Reclamation Costs
EXHIBIT M	Other Permits and Licenses
EXHIBIT N	Source of Legal Right-To-Enter
EXHIBIT O	Owners of Record of Affected Land (Surface Area) and Owners of Substance to be Mined
EXHIBIT P	Municipalities Within Two Miles
EXHIBIT Q	Proof of Mailing of Notices to County Commissioners and Conservation District
EXHIBIT R	Proof of Filing with County Clerk or Recorder
EXHIBIT S	Permanent Man-Made Structures
Rule 1.6.2(1)(b)	ADDENDUM 1 - Notice Requirements (sample enclosed)
Rule 6.5	Geotechnical Stability Exhibit (any required sections)

The instructions for preparing Exhibits A-S, Addendum 1, and Geotechnical Stability Exhibit are specified under Rule 6.4 and 6.5 and Rule 1.6.2(1)(b) of the Rules and Regulations. If you have any questions on preparing the Exhibits or content of the information required, or would like to schedule a pre-application meeting you may contact the Office at 303-866-3567.

Responsibilities as a Permittee:

Upon application approval and permit issuance, this application becomes a legally binding document. Therefore, there are a number of important requirements which you, as a permittee, should fully understand. These requirements are listed below. Please read and initial each requirement, in the space provided, to acknowledge that you understand your obligations. If you do not understand these obligations then please contact this Office for a full explanation.

DF 1. Your obligation to reclaim the site is not limited to the amount of the financial warranty. You assume legal liability for all reasonable expenses which the Board or the Office may incur to reclaim the affected lands associated with your mining operation in the event your permit is revoked and financial warranty is forfeited;

DF

2. The Board may suspend or revoke this permit, or assess a civil penalty, upon a finding that the permittee violated the terms or conditions of this permit, the Act, the Mineral Rules and Regulations, or that information contained in the application or your permit misrepresent important material facts;

DF

3. If your mining and reclamation operations affect areas beyond the boundaries of an approved permit boundary, substantial civil penalties, to you as permittee can result;

DF

4. Any modification to the approved mining and reclamation plan from those described in your approved application requires you to submit a permit modification and obtain approval from the Board or Office;

DF

5. It is your responsibility to notify the Office of any changes in your address or phone number;

DF

6. Upon permit issuance and prior to beginning on-site mining activity, you must post a sign at the entrance of the mine site, which shall be clearly visible from the access road, with the following information (Rule 3.1.12):

a. the name of the operator;

b. a statement that a reclamation permit for the operation has been issued by the Colorado Mined Land Reclamation Board; and,

c. the permit number.

DF

7. The boundaries of the permit boundary area must be marked by monuments or other markers that are clearly visible and adequate to delineate such boundaries prior to site disturbance.

DF

8. It is a provision of this permit that the operations will be conducted in accordance with the terms and conditions listed in your application, as well as with the provisions of the Act and the Construction Material Rules and Regulations in effect at the time the permit is issued.

DF

9. Annually, on the anniversary date of permit issuance, you must submit an annual fee as specified by Statute, and an annual report which includes a map describing the acreage affected and the acreage reclaimed to date (if there are changes from the previous year), any monitoring required by the Reclamation Plan to be submitted annually on the anniversary date of the permit approval. Annual fees are for the previous year a permit is held. For example, a permit with the anniversary date of July 1, 1995, the annual fee is for the period of July 1, 1994 through June 30, 1995. Failure to submit your annual fee and report by the permit anniversary date may result in a civil penalty, revocation of your permit, and forfeiture of your financial warranty. It is your responsibility, as the permittee, to continue to pay your annual fee to the Office until the Board releases you from your total reclamation responsibility.

NA

10. <u>For joint venture/partnership operators</u>: the signing representative is authorized to sign this document and a power of attorney (provided by the partner(s)) authorizing the signature of the representative is attached to this application.

NOTE TO COMMENTORS/OBJECTORS:

It is likely there will be additions, changes, and deletions to this document prior to final decision by the Office. Therefore, if you have any comments or concerns you must contact the applicant or the Office prior to the decision date so that you will know what changes may have been made to the application document.

The Office is not allowed to consider comments, unless they are written, and received prior to the end of the public comment period. You should contact the applicant for the final date of the public comment period.

If you have questions about the Mined Land Reclamation Board and Office's review and decision or appeals process, you may contact the Office at (303) 866-3567.

Certification:

As an authorized representative of the applicant, I hereby certify that the operation described has met the minimum requirements of the following terms and conditions:

1. To the best of my knowledge, all significant, valuable and permanent man-made structure(s) in existence at the time this application is filed, and located within 200 feet of the proposed affected area have been identified in this application (Section 34-32.5-115(4)(e), C.R.S.).

2. No mining operation will be located on lands where such operations are prohibited by law (Section 34-32.5-115(4)(f), C.R.S.;

3. As the applicant/operator, I do not have any extraction/exploration operations in the State of Colorado currently in violation of the provisions of the Colorado Land Reclamation Act for the Extraction of Construction Materials (Section 34-32.5-120, C.R.S.) as determined through a Board finding.

4. I understand that statements in the application are being made under penalty of perjury and that false statements made herein are punishable as a Class 1 misdemeanor pursuant to Section 18-8-503, C.R.S.

This form has been approved by the Mined Land Reclamation Board pursuant to section 34-32.5-112,C.R.S., of the Colorado Land Reclamation Act for the Extraction of Construction Materials. Any alteration or modification of this form shall result in voiding any permit issued on the altered or modified form and subject the operator to cease and desist orders and civil penalties for operating without a permit pursuant to section 34-32.5-123, C.R.S.

Signed and dated this 17th day of February, 2012.

L.G. Everist, Incorporated
Applicant/Operator or Company Name

If Corporation Attest (Seal)

Signed: Dennis Fields

Signed: James A. Sittner
Corporate Secretary or Equivalent

Title: Vice President

Town/City/County Clerk

State of COLORADO)
) ss.
County of ADAMS)

The foregoing instrument was acknowledged before me this 17th day of FEBRUARY, 2012, by Dennis L. Fields as Vice President of L.G. Everist, Incorporated

LYNN MAYER SHULTS
NOTARY PUBLIC
STATE OF COLORADO

Lynn Mayer Shults
Notary Public

My Commission expires: 01/08/2013

SIGNATURES MUST BE IN BLUE INK

You must post sufficient Notices at the location of the proposed mine site to clearly identify the site as the location of a

TABLE OF CONTENTS

Exhibit A LEGAL DESCRIPTION

Parts of Section 19, 30 & 31, Township 2 North, Range 66 West and parts of Sections 25, & 36, Township 2 North, Range 67 West, 6th Prime Meridian, Weld County, Colorado, containing 954.90 acres more or less.

EXISTING MINE

FT. LUPTON SAND AND GRAVEL MINE - M-1999-120
The NW¼ of Section 30, T-2-N, R-66-W, and The E½NE¼, and parts of the NE¼NW¼ and SE¼SW¼ of Section 25, T-2-N, R-67-W, 6th P.M., Weld County, Colorado. Containing 256.0 acres more or less.

NEW PARCELS ADDED TO PERMIT

LUPTON MEADOWS RESERVOIR - M-2002-104
All of the SW¼SW¼, & NW¼SW¼ and parts of the SW¼SE¼, NE¼SW¼ & SE¼SW¼ of Section 30, and Parts of the SW¼NE¼, and NW¼NE¼ of Section 31, T-2-N, R-66-W, and Parts of the SE¼SE¼, & SW¼SE¼, Section 25, T-2-N, R-67-W, 6th P.M., Weld County, Colorado. Containing 190.72 ac. more or less.

BLUE RIBBON TRACT
Parts of the NE¼SW¼ SE¼SW¼ NW¼SW¼ AND NW¼SW¼, Section 19, T-2-N, R-66-W, 6th P.M., Weld County, Colorado. Containing 55.62 ac. more or less.

VINCENT TRACT
The NE¼SE¼ and parts of the NE¼NE¼ SE¼SE¼ AND NW¼SE¼, Section 25. T-2-N, R-67-W, 6th P.M., Weld County, Colorado. Containing 85.37 ac. more or less.

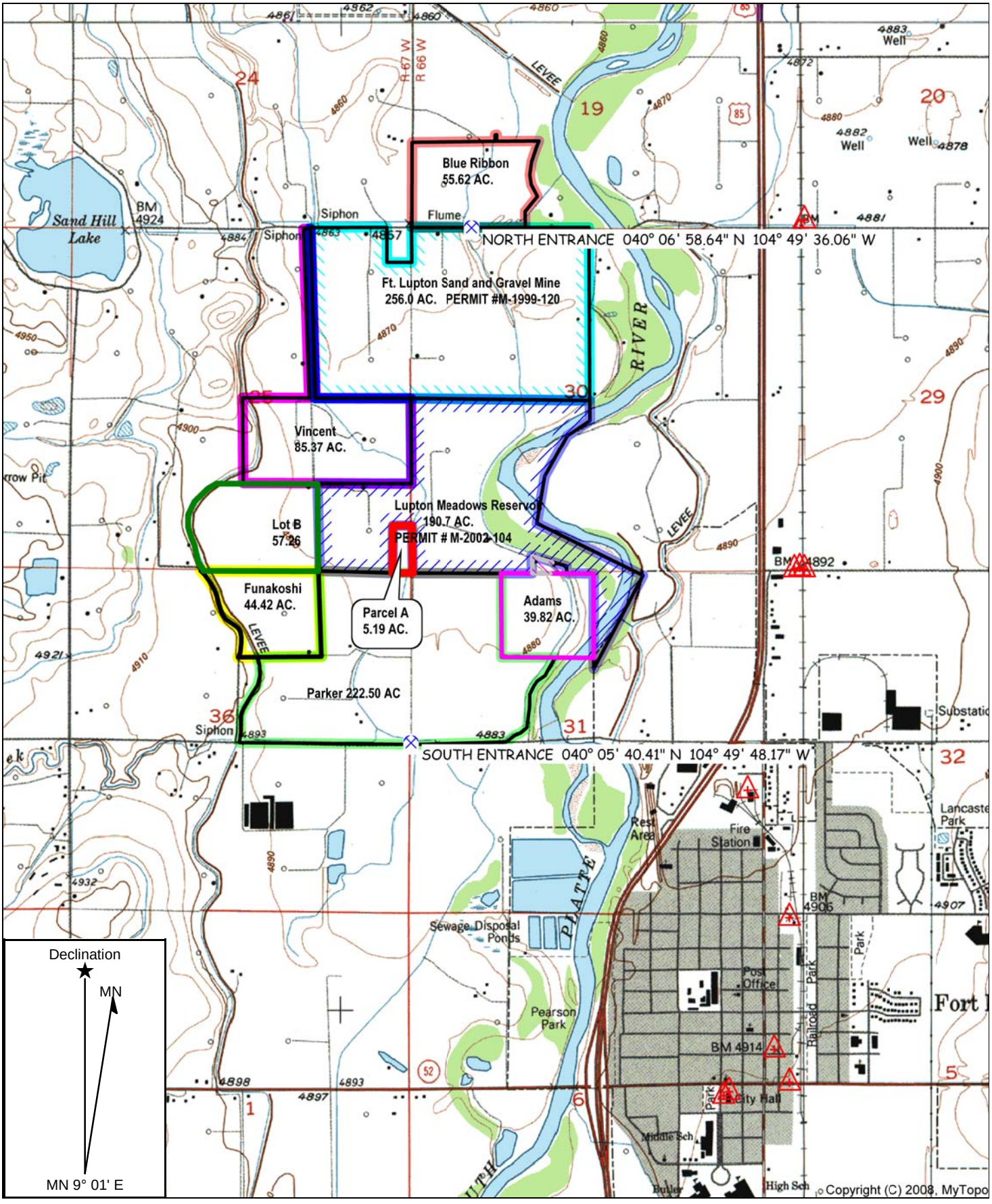
LOT B TRACT
Part of the SW¼SE¼ and SE¼SW¼, Section 25. T-2-N, R-67-W, 6th P.M., Weld County, Colorado. Containing 57.26 ac. more or less.

FUNAKOSHI TRACT
The NW¼NE¼ and Parts of the NE¼NW¼, Section 36, T-2-N, R-67-W, 6th P.M., Weld County, Colorado. Containing 44.42 ac. more or less.

LOT A TRACT
Part of the SE¼SE¼, Section 25, T-2-N, R-67-W, 6th P.M., Weld County, Colorado. Containing 5.19 ac. more or less.

ADAMS TRACT
The NE¼NW¼, Section 31, T-2-N, R-66-W, 6th P.M., Weld County, Colorado. Containing 39.82 ac. more or less.

PARKER TRACT
The W½NW¼ and parts of the SE¼NW¼, Section 31, T-2-N, R-66-W, and The E½NE¼ and parts of the SW¼NE¼, Section 36, T-2-N, R-67-W, 6th P.M., Weld County, Colorado. Containing 220.50 ac. more or less.



Name: FORT LUPTON (CO)
Date: 03/14/12
Scale: 1 inch = 2,000 ft.

LOCATED IN PARTS OF , SECTIONS 19, 30 & 31, T-2-N, R-66-W, AND PART OF SECTION 25 & 36, T-2-N, R-67-W, 6TH P.M., WELD COUNTY, COLORADO

L.G. EVERIST, INC.

FT. LUPTON SAND AND GRAVEL MINE

MAP EXHIBIT B - VICINITY MAP

MINING PLAN AND TIMETABLE

exhibit D

Exhibit D MINING PLAN

Existing Conditions.

Unless specifically discussed below, the methods described and approved in the original Fort Lupton Sand and Gravel Mine (FLS&G) 1999 permit and 2004 amendment applications, mining and reclamation plans will remain unchanged. The Mining Plan described in the 2004 amendment will be used with the only change being to the direction of mining. The mining methods used at the Lupton Meadows Reservoir are changed to conform with the FLS&G methodology when the permit was transferred from Suburban Sand and Gravel Co. to L.G. Everist, Inc.

This amendment combines Fort Lupton Sand and Gravel Mine (M-1999-120) with the Lupton Meadows Reservoir (M-2002-104) and adds 7 parcels north, south and west of the existing mines. The addition of the Lupton Meadows Reservoir mine and the seven new parcels to the permit boundary will increase the permit area by approximately 698.90 acres ±. **MAP EXHIBIT C** shows all of the properties combined onto one map. The hatched areas are the permit boundaries of the existing mines. All of the mined areas shown on the maps will be slurry wall lined and developed as a series of 21 water storage reservoirs ranging from 10.26 to 57.11 acres ±. **TABLE D-1 - MINING TIMETABLE** on Page 8 is the list of the mining stages that will be referred to in the following text. **MAP EXHIBIT B** shows the legal parcels that will be added while the mining and reclamation Plan Maps show how the site will be developed.

As part of this amendment, some existing Stages and new areas are combined into single Stages. The new Meadows West Stage is the Lupton Meadows Reservoir Stage 3n combined with a portion of the Vincent property and a 5 acre lot on the east side, into one stage lying between Little Dry Creek/Slate Ditch in the east and north, the old railroad bed on the west and gasline ROW's on the south. The southwestern stage in the Fort Lupton S&G mine were combined with the Vincent property north of the creek/ditch into one stage called the Swingle South. The total number of stages added to the Fort Lupton Sand & Gravel mine is 19 stages and the new area will add approximately 14.5-17.5 years to the life of the mine at a rate of 750,000 to 1,000,000 tons per year. We estimate by adding the new area, the life of the mine will last from 25 to 37 more years. This rate is subject to fluctuation depending on market conditions.

The current bond for Ft. Lupton S&G is $997,872.00 and Lupton Meadows Reservoir is $286,000.00 for a total combined bond amount of $1,286,870.00. These bonds include surety for 9,100 feet of slurry wall and construction of bank sloping. At this time the applicant has a contract with the City of Aurora to develop 11 water storage reservoirs on the northern parcels of the property. This includes 256.0 acres of the existing permit area, all of the Lupton Meadows Reservoir mine, Lot A, Lot B and the Vincent property, all south of Weld County Road 18. The southern parcels and the Blue Ribbon Tract will be marketed by L.G. Everist, Inc. as it is developed.

The areas being added have been used primarily as agricultural land. The western parcels produced food crops such as lettuce, squash, onions, etc. The eastern parcels were used for corn, and alfalfa production and the Blue Ribbon area was a tree farm. The surrounding land uses are primarily agricultural in nature.

The applicant will bond the amended property in phases, and wishes to retain the option to line each phase with either a slurry wall or a clay liner until just prior to bonding that particular phase. At the current time, slurry walls have been constructed around the mined areas in both mines and compacted slopes are constructed around the mined areas.

At any given time, mining and reclamation may be occurring in one or more bonded phases to accommodate blending of materials and relocation of the processing plant and settling ponds. There will be times when reclamation is being completed in one phase while mining begins in another phase. The arrows on **EXHIBIT C-1 - MINING PLAN MAP** show how mining will progress through the mine area at this time. The order of mining in the southern stages will be determined at a later time, and implemented via the Division's Technical Revision and stage bonding processes.

Optional Mining and Reclamation Plans.

Due to the constantly expanding and changing development nature of the oil and gas and other utility operations in this area, L.G. Everist is submitting these Optional Mining and Reclamation Plans with this amendment to guarantee the flexibility to make changes to mining areas and reservoir shapes throughout the life of the mine. During the planning stages for this amendment application, we have been in contact with oil and gas and utility companies and have discussed future structure and easement changes, including plans to relocate some of their facilities, plans to remove some of the older wells and facilities, and plans for oil and gas companies to add new structures as their permitting allows.

For example, since mining began on the existing permit area, TOP Operating Company has abandoned 3 oil wells and plans to shut in (abandon) more in the next few years. In the Hill-Oakley phase, TOP Operating abandoned their well after the mining was completed, so the abandoned well was left on a well pad peninsula in the reservoir area resulting in a significant amount of gravel being left unmined. In order to recoup the gravel and future reservoir volume, L.G. Everist went back into the completed phase and mined out the well pad peninsula after the abandoned well had been properly removed. L.G. Everist submitted a Technical Revision to the Division to the reclamation plan map showing removal of this well and well pad.

We expect that there will be many additional changes in the future similar to this example that are not known at the time of this amendment submittal.

As mining progresses through the mine and into a new area it may be to our advantage - or we may be required by law to allow

oil and gas companies to exercise their rights - to revise the shapes of the reservoirs due to changes of oil and gas facilities, gaslines, wells or drilling pads. These changes may affect reservoir shapes, combine or split reservoirs, add or subtract oil and gas operations areas, gas lines, easements, etc.

Therefore, we are presenting these optional plans to cover the possibilities with the understanding that the mining and reclamation methods will remain unchanged, but the configurations and areas of the mined and reclaimed areas may change.

Optional Mining Plan.

Option A - The mining areas shown on the large map on Exhibit C-1 Mining Plan Map is Option A. Under this option we are showing the most conservative (and current) mining plan and it assumes no oil and gas wells, gas lines or facilities will be removed or relocated before mining ends.

Option B - The smaller map inset in the upper corner is Option B and is a more optimistic plan showing removal or relocation of numerous wells, gaslines and facilities to allow removal of more gravel and increase the amount of water storage on the site.

Mining Methods overview

The working face will be mined near vertical to maximize removal of material from the mine. At it widest point the working face will be approximately 1,500 feet long. If mining ended prematurely this slope will be reclaimed using a cut/fill sloping method instead of backfilling. As mining reaches a setback limit, backfilling will commence almost immediately so as to leave a 3:1 slope along the mine exterior, oil and gas facilities and the ditches. We expect to have no more than 1,500 linear feet of area needing backfilling at any one time. This can be done because we plan to start backfill sloping whenever a new area is stripped so the material only has to be handled once.

The mining setbacks will vary from 15 to 80 feet from the permit boundaries and structures as allowed by each use agreement for said structures. For example, around oil/gas wells we will maintain an eighty (80) foot radius around each well head, but leave a 150 foot radius when reclamation is complete. The **MINING PLAN MAP** shows how this will look. Around the rest of the mine, the setback line will be the outer edge of the slurry wall or the top of the excavation limits. The temporary topsoil stockpiles within the setbacks will also limit noise and visual impacts to off site areas. The setbacks will be used as a place for roads to access the mine exterior, ditches and access for the oil and gas facilities. The setback areas will be reclaimed if disturbed.

The following information is a recap of the methods currently used at the mine and will continue to be used as mining progresses through the areas added by this amendment. This mine will be operated as a dry-mine. Slurry walls will be constructed to the Office of the State Engineer's specifications around the

perimeter of each additional mine area prior to commencement of mining in the new phases. This isolates each mining area from the surrounding groundwater table and allows for dry-mining of each mine area. However, if a slurry wall is not feasible, the Applicant will utilize a compacted clay liner to seal the pits for the end use as water storage. Design of the liner will follow the State Engineer's Guidelines also. Slurry wall design documents were submitted and deemed adequate to the Division in 1999. Slurry walls installed using this design have been constructed successfully on the 5 lined areas currently complete.

Additional monitoring holes will be installed along the eastern and southern sides of the six stages on the south end of the amendment area. Ground water monitoring is discussed in more detail in **EXHIBIT G**.

Prior to mining moving into those areas just north of WCR 14.5, the Plant Site may be moved to that side of the mine adjacent to the southern access road that now serves the Lupton Meadows Reservoir mine.

Mining operations within each new phase area will include topsoil and overburden stripping, and excavation of dewatering trenches, and settling ponds. Raw materials will be excavated with excavators, front-end loaders, scrapers and/or bulldozers. As areas are cleared and stripped, previously mined slopes will receive backfill material to establish the permanent design side slopes. Explosives will not be used at this operation.

Adequate amounts of the stripped topsoil and overburden will be stockpiled for later use in reclamation. Topsoil and overburden stripped from subsequent mine areas may be placed directly on the seed bed in previous mine areas so it only has to be handled once and the disturbed areas will be concurrently reclaimed. Topsoil berms will be constructed and strategically located around the site for use as noise and visual screening barriers from neighboring properties. The exact location of topsoil and over burden piles are unknown at this time, so we have shown the approximate location on **EXHIBIT C-1 - MINE PLAN MAP**.

Mining within each phase will begin once topsoil and overburden has been removed from that phase area. Excavated materials (pit run) will be removed via front-end loaders, and may be loaded onto a field conveyor and transported back to the processing plant, or loaded into off-road haul trucks for transport to the plant site. Mined slopes will range from near vertical to 0.5:1, or as required by the Slope Stability Analysis and Setback Agreements (see **EXHIBIT S** in the 2004 submittal). As soon as mining limits have been reached in one phase area, reclamation of the pit edges within that phase area will begin. This will allow for concurrent backfilling of the pit perimeter with previously stripped overburden and/or material stripped from the next phase area to be mined. Access roads built during slurry wall construction and mining will be left as access roads around the reservoirs or for access to oil and gas wells on the site.

Since we are combining two permitted areas we have areas in both mines that are partially mined and reclaimed. This includes

the Fort Lupton East, Hill/Oakley, Fort Lupton West, and the Meadows North & South Stages. Reservoir certification is done on Hill/Oakley, Fort Lupton East and Fort Lupton West stages. Please see the Mining Plan Map in the 2004 amendment for the location of these stages. Sloping and grading is done on Fort Lupton East and Hill/Oakley and a Technical Revision was filed to remove an oil well that has been shut in and no longer exists in that Phase.

Slurry walls have been installed around Meadows North, Meadows South, Meadows West, Swingle North, and Parker-Panowicz Stages, but testing has not begun on them at this time. We anticipate slurry wall construction will begin this spring or summer on the Swingle South and Vincent West Stages. The applicant asks the Division to include bonding calculations for the newly installed slurry walls in this amendment.

The Parker-Panowicz stage is already bonded for surface disturbance, and has the recycling areas located on it. Mining for road base materials has recently begun in this stage as well. The applicant asks the Division to include full disturbance of this stage in bonding calculations for this amendment.

Water Diversions and Impoundments

The entire site will be graded in phases to direct storm-water runoff towards interior ditches and dewatering systems. CDPS permits for the existing mine operations have already been obtained from the Colorado Department of Public Health and Environment (CDPHE) for the current dewatering operations. These permits will be modified, if necessary, to accommodate the additional parcels.

As the slurry walls are installed, they will be constructed around the perimeter of each new mine area prior to commencement of mining. This will seal off each individual phase area, preventing infiltration of groundwater into the mining area. Once the initial groundwater quantities within each mine area are pumped out, continued dewatering will not be required except on an as-needed basis after significant weather events.

Description of Overburden, Deposit and Underlying Stratum

Across the entire amendment area, approximately 3 feet of overburden (including approximately 6 to 18 inches of topsoil) will be removed from the mine areas and stockpiled for plant-growth material in surface reclamation or used as backfill for the pit slopes. An average thickness of approximately 33 feet of sand and gravel exists across the amendment area.

Mining Timetable

The continuing uncertainty of economic conditions in the construction materials industry precludes an accurate forecast of demand for materials during the life of the mine. We therefore, can only estimate the mining timetable based on an average year and may expect a specific year to vary widely from the average.

Table D-1: Mining Stages

Stage Name	Total Acreage	Mined Acreage	Estimated Duration of Mining (years)
Fort Lupton Sand and Gravel			
Hill/-Oakley	43.92	34.78	Complete
Parker-Panowicz	43.51	22.74	1 - 2
Swingle North	43.95	33.48	2 - 3
Fort Lupton East	33.45	28.00	Complete
Fort Lupton West	47.81	42.45	1 - 1.5
Swingle South	70.56	53.10	2.5 - 3
Lupton Meadows Reservoir			
Meadows North	60.09	50.80	0.5 - 1
Meadows South	27.35	20.08	0.5 - 1
Meadows West	73.57	61.41	3 - 4
Deep Lake	12.46	5.75	Complete
Willow Lake	51.20	7.93	0.5 - 1
New areas			
Blue Ribbon	55.62	36.11	2 - 3
VINCENT WEST	86.72	65.29	3 - 4
Adams-Parker	81.36	46.63	2 - 3
Parker #1	43.17	21.91	1 - 1.5
Funakoshi	46.83	30.66	1 - 2
Parker #2	33.27	25.86	1 - 2
Parker #3	43.12	27.41	1 - 2
Parker #4	56.94	44.27	2 - 3
TOTALS	954.90	658.66	25 - 37

RECLAMATION PLAN AND TIMETABLE

exhibit E

Exhibit E RECLAMATION PLAN

Overview

Unless specifically discussed below, the methods described and approved in the original Reclamation Plan will remain unchanged. This will remain a dry mining operation. **MAP EXHIBIT C** shows the current permit area and the area being added to the permit.

The current post mining land uses are listed as developed water storage and wildlife habitat. We are changing this plan to developed water storage surrounded by access roads and revegetated areas. The setbacks and side slopes from the existing surface to the waters edge will be resoiled and revegetated using the methods described in the existing plan. We are removing the end use listing of "wildlife habitat" because it infers that the site will be developed primarily for wildlife use which is not compatible with a developed water storage complex. However, wildlife are expected to use the lakes and surrounding areas.

As with the currently permitted mine area, the new properties will be reclaimed as lined water storage reservoirs. Each of the additional properties will either be sealed with a slurry wall or clay liner. The applicant proposes to bond each phase prior to mining and to determine the type of lining prior to posting a bond for that phase. Please refer to **TABLE E-1 RECLAMATION TIMETABLE** for information on each Phase of Reclamation.

Reclamation Plan

Currently, the mine site is primarily irrigated agricultural land. The area is broken into 6 different use areas. Please refer to the **VEGETATION MAP** in **EXHIBIT I/J** for the location of each area described. The current uses are, mining area; non-irrigated pasture; irrigated crop areas; ditch & river corridors, oil/gas operations areas and high capacity gas pipeline ROW's. The agricultural uses will continue as mining progresses until an area is taken out of agricultural production. There is no native vegetation present on the agricultural areas because of the intensive agricultural practices that have taken place on the land. In most cases the oil/gas operations areas have little vegetation and the high pressure gasline ROW's have been farmed for many years and vegetation cover on those areas is consistent with farmed areas. The narrow band along Little Dry Creek/Slate Ditch has been constantly disturbed by ditch maintenance leaving only the river corridor with vegetation that may be considered native. The typical vegetation descriptions that have been submitted in **EXHIBITS I & J** in previous permitting packets will match these agricultural uses as the crops rotate throughout the years.

The **RECLAMATION PLAN MAP** shows the sloping plan and areas that will be reservoir areas in this plan.

Under the contract with City of Aurora for the water storage reservoirs, the applicant has to turn over to Aurora, for continued development, any reservoirs that have been significantly reclaimed. It has been agreed that this condition will exist once a reservoir liner has been certified by the State Engineer's Office, sloped and resoiled but may still need to be revegetated. During Aurora's development, any revegetated areas will be disturbed, destroying any grass planted. To avoid the expense of

seeding an area that will just be disturbed later, the applicant suggests a two-tier revegetation plan that is triggered if the reservoir owner plans to start development of a reservoir cell within 6 months of final resoiling.

1) If the reservoir owner plans to start reservoir development within 6 months of final resoiling no grass will be planted. Reclamation will be considered complete if a notarized release letter from the owner is filed with the Division.

2) If the reservoir owner does not start reservoir development within 6 months of final resoiling the area will be planted. However, if at anytime after planting is complete but before final release is granted, the owner decides to begin development, then reclamation will be considered complete if a notarized release letter from the owner is filed with the Division.

The Hill/Oakley and Fort Lupton East Phases have reached this point. City of Aurora has agreed that significant reclamation has been met under the contract but L.G. Everist, Inc. has not received a notice that they plan to begin final development. Under this proposed plan, L.G. Everist will seed the above-water level areas by mid-summer, unless City of Aurora provides them the notarized notice, in which case no seeding will be done.

The following seed mix will replace the three currently approved. It is more cost-effective to use one seed mix for the entire area. This mix will place approximately 41.2 seeds per pound per sq-ft as prescribed by the NRCS planting guidelines.

PROPOSED SEED MIX

Species	Lbs. PLS/Acre
Western Wheatgrass (Aribba)	**5.00**
Big Bluestem (Champ)	2.50
Blue Grama (Hachita)	**0.60**
Switchgrass (Blackwell)	1.75
TOTALS	9.85

The reclamation timetable shows the types and amount of landuse in each area when reclamation is complete. Approximately 31% of the area in the permit will not be disturbed by mining, either because it is setbacks around well facilities, gaslines ROW's, along the ditches or areas too small to mine that will be kept in their natural state.

As mining progresses, the perimeter slopes will be backfilled and graded at or near 3h to 1v as discussed in the **MINING PLAN**. This will insure that when mining ceases only a minor amount of work will have to be done to finish reclamation in the disturbed area. The placement of the soil stockpiles around the setback/perimeter of the mined area or replacing soil on a finished slope as it is removed from the next area is designed to minimize the effect of mid-plan stoppage. This will place the

topsoil where it will be needed for reclamation and will reduce the distance it has to be hauled for reclamation. Usually, this will mean it simply has to be shaped and graded.

We expect to salvage sufficient topsoil to meet reclamation requirements. Of the 954.90 acres ± in the mined area, only 131.16 acres ± or approximately 13.7% will need resoiling and revegetated. Observations at the site show that topsoil on the property has a salvageable depth of 6 to 12 inches, averaging 8 inches except in isolated locations. There appears to be more than adequate soils to meet the demand for this site. Setback areas will not be stripped, so only the disturbed setbacks and slopes to the lake perimeter will be resoiled. Graveled maintenance roads will be built around each reservoir and left around each gas/oil well where no seeding or resoiling will take place. This will provide room around each well or reservoir to service it as needed by the well or reservoir owners.

Some inert fill (as defined in Colorado Department Public Health and Environment regulations) may be imported for recycling and resale or in rare cases for reclamation purposes. On-site generated inert material will be used for bank sloping, buried in bank areas around the lakes or will be recycled/sold.

Existing soils in place have been capable of producing a fairly dense cover of irrigated crops and dryland grasses and should be suitable for use when revegetating the above water areas. These areas will be returned to at least their present vegetative condition when reclamation is complete. Under normal conditions, the operator will strive for a 30 to 40 percent cover rate on the revegetated areas when reclamation is complete.

Under normal weather conditions, an adequate moisture reserve will be present for establishment of the proposed seed mixture. No irrigation will be used during reclamation since the plan is to establish a vegetation cover that is not dependent on irrigation to survive.

Optional Reclamation Plan.

We are submitting two options for final configuration of the reservoir areas as well.

> Option A - The reservoir configurations for Option A are show on the large map on **MAP EXHIBIT F - RECLAMATION PLAN MAP**.
>
> Option B - The inset map shows the reservoir configurations under Option B.

The methods used to reclaim the reservoirs will be the same for both options. The difference may be an increase/decrease in the volume of developed water storage and an increase/decrease in the amount of revegetation necessary.

We do not know when the Mining Option B or the Reclamation Option B or some part(s) of either or both will be implemented,

but we are including these optional plans to increase the flexibility of this permit and account for the inevitable changes when mining the site. Whenever any part(s) of the Option B plans become feasible, we will file a Technical Revision(s) to the Division to provide revised Mining and/or Reclamation Map(s) that will show the changes. The Technical Revision(s) will discuss any changes needed to implement the optional changes, including a discussion on changes in disturbed areas, slurry wall lengths and revegetated areas.

Deep Lake Option

There are also two reclamation options for Deep Lake, which has already been mined, but not lined. It may remain as an unlined water area if the applicant or the reservoir owner can include it in a water augmentation plan. The other option is that Deep Lake may be backfilled, so as not to have any open water surface depletions to augment. This second option is shown on the current **MAP EXHIBIT F - RECLAMATION PLAN MAP** but may change in the future as noted.

Please also note that all changes connected with these optional plans will take place within the permitted boundaries, therefore not affecting (increasing) the overall acreage of the permitted area and guaranteeing the allowed use of the Technical Revision process for these changes.

RECLAMATION PERFORMANCE STANDARDS

The property will be mined in compliance with the Reclamation Performance Standards of Rule 6. Grading will be performed to create a final topography that is compatible with the intended final land use. The slopes will vary depending on the final use proposed in a particular area, reservoirs or grassed areas; the remainder of the area will retain its present drainage pattern. The **RECLAMATION PLAN MAP** shows how the area will be reclaimed.

The pit will be reclaimed so that a suitable grade for drainage exists, all surface runoff will be directed into the reservoirs created by mining. Settling ponds may be silted in from wash water, this type of backfilling tends to firm up and stabilize during the first 18 months after being placed.

All grading will be done in a manner to control erosion and to protect areas outside the affected land from slides or other damage. Backfilling and grading will be completed as soon as feasible after mining is completed in a given area. There are no drill or auger holes on the land. Maximum slopes will be within the limits set forth in the Rules and Regulations of the Board and will be capable of being traversed by machinery.

All refuse will be hauled away or disposed of in a manner that will control unsightliness and protect the drainage system from pollution. There are no acid-forming or toxic materials involved in this operation. The minimal amounts of petroleum products stored at the site will be stored as prescribed by

applicable laws. The storage tanks will be surrounded by a berm or secondary containment such as storing the tank in a larger metal container adequate to retain any fluid should a tank rupture. In addition, there is adequate absorbent materials on site to contain any spills that would occur.

The operator does not expect prevailing hydrologic conditions to be disturbed. L.G. Everist, Inc. will comply with applicable Colorado water laws and regulations (as the operator understands them) governing injury to existing water rights in order to minimize any disturbance, which might occur to the prevailing hydrologic balance of the affected land and surrounding areas and to the quality of water in surface and ground-water systems both during and after the mining operation and during reclamation. In addition, the operator expects to comply with applicable Federal and Colorado water quality laws and regulations. Any water used in the operation of the processing plants and gravel pit will come from water owned by L.G. Everist, Inc. or purchased from an outside agency suitable for that use. **EXHIBIT G** contains specific information concerning impacts and uses of water at this mining operation.

This is not a dredge facility, so there are no temporary siltation structures involved in this operation and no mining will be done within the confines of the river. If a U.S. Army Corps of Engineers Permit is required for mining in waters of the U.S., it will be obtained prior to disturbing those areas. Settling ponds will be constructed on the site to collect and recycle water from the washing operation. There will be no earthen dams on the mined area.

The mining and reclamation plans consider existing wildlife use of the site and final reclamation will enhance the area for continued wildlife use. However, creation and management of wildlife habitat is not a specific part of the reclamation plan.

Topsoil in the area is good quality and deep enough to salvage what is needed for reclamation. When topsoil is removed to reach the mineral deposit, it will be segregated and stockpiled. If the topsoil piles remain undisturbed for more than 180 days, 2.0 #PLS of Western Wheatgrass, per 100 sq-ft will be planted on the piles or other means will be employed to preserve the topsoil from wind and water erosion. This will keep it free of contaminants so that it remains useful for sustaining vegetation when reclamation begins. The stockpiles will be located in areas where disturbances by ongoing mining operations will be at a minimum, i.e. along setbacks on the pit perimeter. The topsoil will be handled as little as possible until it is replaced onto disturbed areas for reclamation. We will take measures necessary to insure the stability of the replaced topsoil on graded slopes and ensuring that it is spread as evenly as possible. Fertilizer and other soil amendments will be used, only if needed, in accordance with NRCS recommendations.

Reclamation will begin once enough area has been opened so that any reclamation completed will not be disturbed as mining

progresses. This may take one or more years depending on economic conditions and the amount of material mined. By the time mining is completed 75 to 90% of the total mined land will be reclaimed. As mining ends in each lake area, only backfilling, grading and shaping of the final mined slopes and resoiling of the areas above water will be needed. The proposed seed mix will be planted during the next planting season after resoiling is complete unless Tier 1 of the revegetation plan is followed (see page 10). The area will be monitored for success of revegetation until accepted by the Division for release. If revegetation failures occur prior to release, an analysis of the site will be made and the area will be revegetated again as necessary.

Reclamation Timetable

The numbers presented below represent our estimate of the various area of disturbance in the mine area. They may change as the actual mining progresses through the site.

Table E-1: Reclamation Phases

Area	Years	ACRES ±				
		TOTAL	LAKE AREA	REVEGE-TATION	ROAD	MISC. (DITCHES, UNDISTURBED AREAS, ETC.)
Fort Lupton Sand and Gravel						
Hill-Oakley	3-5	43.92	35.81	4.40	1.37	2.34
Parker-Panowicz	3-5	43.51	19.67	17.39	2.24	4.21
Swingle North	3-5	43.95	31.28	1.41	2.58	8.68
Fort Lupton East	3-5	33.45	27.13	5.51	0.81	0.00
Fort Lupton West	3-5	47.81	40.56	1.89	1.63	3.73
Swingle South	3-5	70.56	49.52	3.58	3.20	14.26
Lupton Meadows Reservoir						
Meadows North	3-5	60.09	42.71	11.33	2.65	3.40
Meadows South	3-5	27.35	19.18	5.02	1.35	1.80
Meadows West	3-5	73.57	52.50	13.47	3.11	4.49
Deep Lake	3-5	12.46	0.00	5.75	0.00	6.71
Willow Lake	3-5	51.20	10.26	2.29	0.80	37.85
New Area						
Blue Ribbon	3-5	55.62	34.16	0.32	3.46	17.68
Vincent West	3-5	86.72	57.11	17.81	1.70	10.10
Funakoshi	3-5	46.83	27.27	4.53	2.13	12.90
Parker #1	3-5	43.17	19.76	2.52	3.64	17.25
Adams-Parker	3-5	81.36	40.65	11.90	4.21	24.60
Parker #2	3-5	33.27	22.45	7.95	1.68	1.19
Parker #3	3-5	43.12	26.90	6.68	3.15	6.39
Parker #4	3-5	56.94	40.83	7.41	1.34	7.36
Totals		954.90	597.75	131.16	41.05	184.94

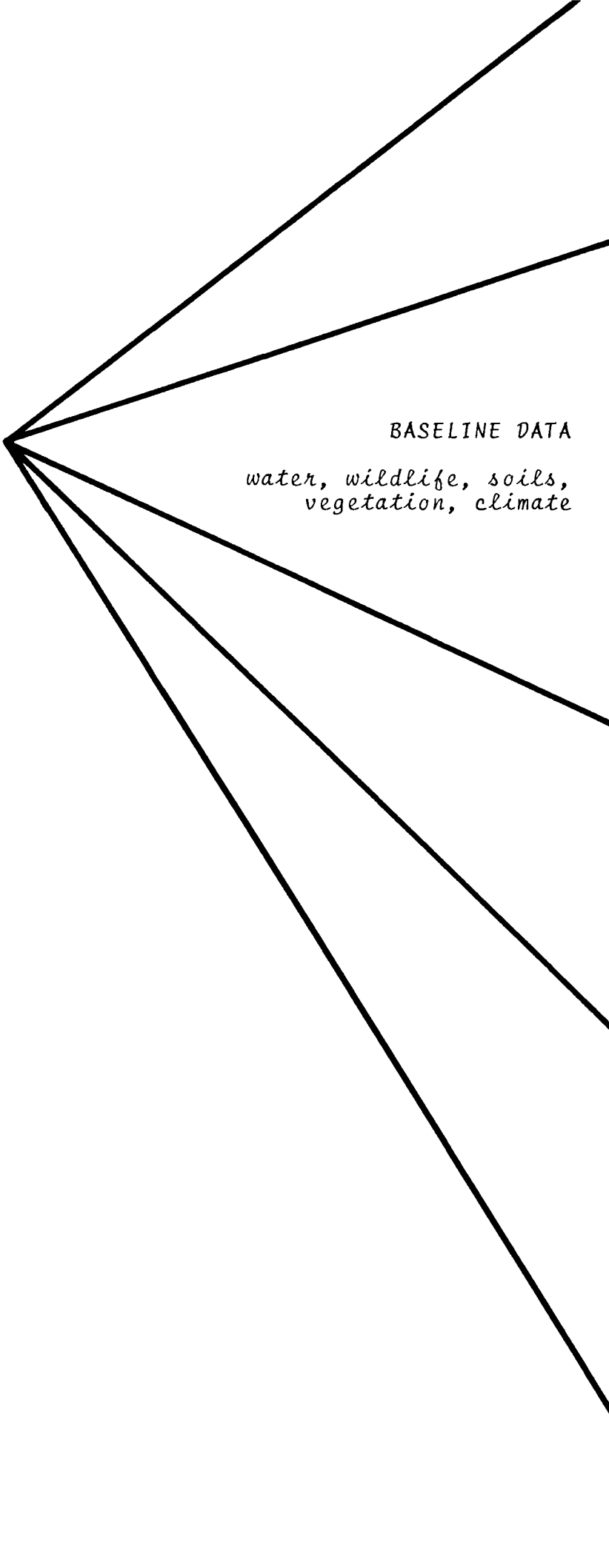

BASELINE DATA
water, wildlife, soils,
vegetation, climate

EXHIBIT G **WATER INFORMATION**

Introduction

The amended Fort Lupton Sand and Gravel Mine is located in parts of Sections 19, 30 and 31; Township 2 North, Range 66 West, and Sections 25 and 36, Township 2 North, Range 67 West of the 6th P.M., Weld County, Colorado. The site is approximately one mile northwest of the City of Fort Lupton, Colorado. In part, the site is bordered on the north by Weld County Road 18 and on the south by Weld County Road 14½, on the east by the South Platte River and on the west by the Lupton Bottom Ditch/WCR 23.5.

Ground water studies done during the 2004 amendment explained the impacts expected due to liners being placed in the South Platte alluvial valley. In general, the ditches, river and streams lying across the site or on either side will limit mounding or draw down around the site.

Mitigation Trigger

Starting in 2004 L.G. Everist, Inc. began to collect ground water elevations on areas around the mine. The period from May 2004 to August 2006 was used as the baseline for triggering mitigation actions. Since late 2006 outside influences not caused by LGE have been acting on the groundwater levels that have/are changing the levels and impacting our trigger point. There has been an increased gravel mining presence north of the Fort Lupton Sand and Gravel Mine that has dewatering operations west monitoring wells 9 & 10. Another outside influence is the reduction/elimination of groundwater wells pumping from the South Platte River alluvial aquifer. This non-pumping (forced on well owners by the SEO) is leaving more water in the system and may contribute to the increases we have seen in all of our monitoring wells.

Prior to and including 2006, the data indicates the groundwater table fluctuations were as much as 7.67 feet depending on the season. In the current trigger plan we are limited to a 2 foot change over the 3 month averages but in most cases this is very common. For example the average depth to water table for MW 9 was 8.55 feet for May 2004 to September 2004 yet from October 2004 to March 2005 it was 11.84 feet - a difference of 3.29 feet, which is over 2 feet threshold. This is due to the normal groundwater changes in the system yet exceed the 2 foot limit and requires us to start mitigation due to the very narrow window. This limitation does not take into account the impacts of outside factors out of LGE's control that are causing changes in groundwater elevations that exceeded the mitigation limits. While these changes have occurred and we have taken the steps necessary to determine their causes. During our investigations we determined the causes were due to system wide environmental factors out of our control. Realistically the trigger number should be based on a 2 foot change determined by a line that approximates a up or downward trend of the water table and considering outside impacts such as, drought, adjoining mining activities, storm events or decreased irrigation activities.

At the current time there is no mounding mitigation plan for when the water table increases. We do not expect this to be a

problem where the slurry walls are in close proximity to a flowing water body as discussed in the January 2005 Wright Water Engineers report. In particular, along the east side where the South Platte River & Lupton Bottoms Ditch - east lateral; on the west side adjacent to the Lupton Bottoms Ditch and Little Dry Creek/Slate Ditch and along the south side of the Blue Ribbon Parcel next to the irrigation return flow ditch. However, we have found that activities such as: damming of the creek/ditch by beavers, and local farmers irrigating and dumping their excess water in Little Dry Creek/Slate Ditch have caused an increase in ground water and flooding along that waterway. This is an example of how a trigger point is reached but not created by our activities. The remaining parcels that are not protected by a surface water body are agricultural lands with no structures within 200 feet

The mining operation will have minimal effect on the South Platte River in the form of minor groundwater depletions due to evaporation and water uses associated with mining. The depletions to the South Platte River, associated with mining, are currently mitigated to prevent injury to the vested senior water rights.

The reclamation plan for the amended area will create a number of slurry wall sealed pits that will not be hydraulically connected to the South Platte River alluvial aquifer. The current mining plan includes one unlined pit that will be backfilled with wash fines from the sand and gravel processing plant. The additional mining stages will be sealed prior to mining, thereby eliminating ground water drawdown typically associated with pit dewatering and the possibility of any adverse impacts to nearby alluvial wells.

Potential Water Resource Impacts

Ground Water Wells

The amended Fort Lupton Sand and Gravel Mine will have minimal impacts on the prevailing hydrologic balance. Sand and gravel mining related impacts to ground water wells near the pit will be mitigated through the installation of slurry walls around the perimeter of new mining stages prior to the start of dewatering these stages (see **MINE PLAN-EXHIBIT D**). Potential ground water depletions associated with the settling pond will be minimal due to the fact that they will be backfilled with wash fines. **FIGURE G-1** is the list of wells from the Office of the State Engineer's files, the wells highlighted in blue outside the permit area are not owned by L.G. Everist, Inc. Of the 45 wells within 200 feet of the permit area, L.G. Everist, Inc. owns 33 wells. Of the 12 wells not owned by L.G. Everist, 3 are deep wells highlighted dark blue and 8 are shallow wells drawing water from the surface aquifer highlighted light blue.

L.G. Everist, Inc., have 13 groundwater monitor wells on the permit area and an additional 1 over 200 feet from the permit limits. Figure G-2 shows the location of existing monitoring

wells around the mine. Historic monitoring data is available for these wells. The applicant will install additional ground water monitoring wells around the Funakoshi, Vincent, Parker and Adams additions, basically along the east, south and west sides of the new permit area.

Post Reclamation

Any slight ground water mounding and shadowing associated with the slurry wall sealed portions of the pit are not anticipated to produce any adverse impacts to adjacent properties. Potential ground water mounding will be mitigated by the South Platte River on the east, the Lupton Bottom Ditch on the west and Little Dry Creek/Slate Ditch and Lupton Bottom Ditch East Lateral on the south. These existing water features will serve to regulate and balance ground water elevations in the alluvium adjacent to the sealed pits.

The Blue Ribbon parcel addition is located immediately north of Weld County Road 18 and an unnamed irrigation return flow ditch which discharges to the South Platte. This mining phase is also bisected by the Lupton Bottom Ditch East Lateral. There is an active sand and gravel pit immediately west of the Blue Ribbon parcel. Therefore, ground water mounding and shadowing on the east, south, & west sides associated with the slurry wall sealed portions of the Blue Ribbon addition are not anticipated to produce any adverse impacts to adjacent properties.

Post-reclamation ground water depletions, if any, will be replaced through a Colorado Water Court approved Plan of Augmentation.

Finally, L.G. Everist, Inc. has entered into a contract to sell its developed water storage at the Fort Lupton Sand and Gravel Mine to the City of Aurora. At this time the land in Sec 25-2N-67W and Sec 30-2N-66W are under contract with the City of Aurora with the exception of the Blue Ribbon Parcel. Under the sales agreement, as water storage reservoirs are completed, they will be sold and transferred to the City of Aurora for use as municipal water storage. We are in the process of transferring the Hill-Oakley and Fort Lupton East reservoirs to the City of Aurora. The transfer will be complete once we receive final reclamation approval from the Division.

Discharge Permits Surface Water Management

When necessary, ground water will be pumped and discharged from the Fort Lupton Sand and Gravel Mine under a CDPS Permit which the operator obtained from the Colorado Department of Public Health and Environment, Water Quality Control Division (CDPHE-WQCD). This permit will remain active during the life of the mine. The discharge points may change as mining progresses and all necessary changes will be submitted to the WQCD prior to modifications of the discharge points.

Runoff from disturbed areas will be managed to protect against pollution of either surface or groundwater through the

implementation of a site specific Storm Water Management Plan (SWMP) for the Fort Lupton Sand and Gravel Mine. The current plan will be amended to reflect the revised mining and reclamation plan.

Consumptive Water Use

The current annual consumptive uses of water associated with the Fort Lupton Sand and Gravel Mine and aggregate production are described below.

USES	VOLUME Acre-feet
4% Moisture Loss in Materials	10.60
Dust Control	0.40
Water Surface Evaporation	12.50
Total Consumption (Augmented)	23.50

Substitute Water Supply Plan

Ground water depletions associated with L.G. Everist's Fort Lupton Sand and Gravel Mining operation are currently covered under a substitute water supply plan (SWSP) pursuant to C.R.S. 37-90-137, approved by the State Engineer's Office (SEO) for replacement of the ground water depletions due to mining. (See the appendix to this application). This plan is updated and renewed every 2 years.

The Applicant will maintain a SWSP throughout the life of the mine. After completion and reclamation of all lined reservoirs there will be no long-term evaporative depletions. However, if any unlined open surface water areas remain at the end of reclamation, then a court approved augmentation plan will be applied for before reclamation is complete.

100-Year Floodplain

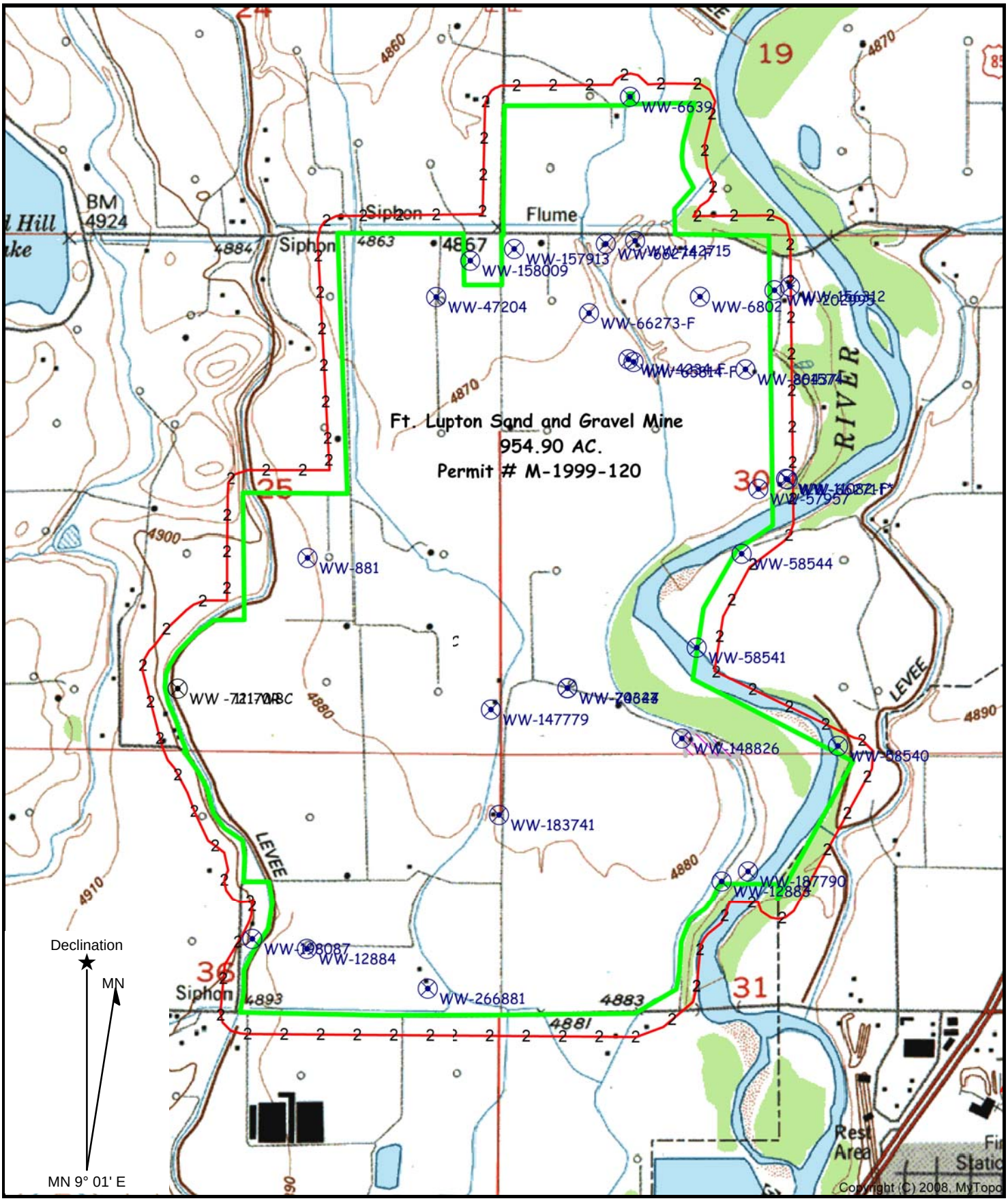
Portions of the Fort Lupton Sand and Gravel Mine are located within the 100-year floodplain of the South Platte River. The applicant has a Flood Hazard development Permit from Weld County for the original permit area. On 12/09/2008 Deere & Ault prepared a Flood Plain analysis (in Division's file) showing that there will not be an appreciable increase in flood elevation due to the mine. The information provided in this report is applicable to the new areas as it lies within the South Platte alluvium immediately adjacent to the permit area. The location of the 100 year flood line on the affected lands was transferred from FIRM Panel 0802660868C to all maps.

Figure G-1 - Water Wellsl within 200 feet

	OWNER	USE	QUARTER	PERMIT #	PUMP RATE	DEPTH	STATIC WATER LEVEL
	SECTION 19, TOWNSHIP 2 NORTH, RANGE 66 WEST						
1	LG EVERIST INC	I	NWSW	6639-R	1200	28	6
2	L G EVERIST INC	MW	NWSW	259389			
	SECTION 30, TOWNSHIP 2 NORTH, RANGE 66 WEST						
3	L G EVERIST INC	GP	NE	57958-F		0	
4	HILL GOMER	D	NWNE	156312-F	15	34	9
5	L G EVERIST INC	MW	NWNE	259392			
6	L G EVERIST INC	IN, IR	SWNE	66271-F			
7	AURORA CITY OF	MW	SWNE	48438-MH		75	24
8	AURORA CITY OF / AURORA WATER	MW	SWNE	282792		75	24
9	L G EVERIST INC	GP	NW	65814-F			
10	LG EVERIST INC AN IOWA CORP	HH	NENW	142715		38	8
11	L G EVERIST INC	D	NENW	202995	15	37	8
12	L G EVERIST INC	MW	NENW	259391			
13	L G EVERIST INC	MW	NWNW	259383			
14	LG EVERIST INC	D	NWNW	157913		33	4
15	L G EVERIST INC	IN, IR	NWNW	66273-F			
16	L G EVERIST INC	IN, IR	NWNW	66274-F			
17	LG EVERIST INC	IRR	NWNW	4234-F	1250	28	6
18	L G EVERIST INC	IN	SENW	57957-F	2000	45	
19	DI-TA FARMS - *PROPERTY OWNED BY LGE*	D	SENW	80437-A	50	27	7
20	DITIRRO JOHN JR - *PROPERTY OWNED BY CITY OF AURORA*	I	SENW	11082-FR		45	15
21	L G EVERIST INC	C	SENW	261574	15	40	7
22	ROCKY MOUNTAIN ENERGY CENTER LLC	IN	SWSE	58543-F	465	52	11
23	L G EVERIST INC.	GP	SW	70327-F			
24	ROCKY MOUNTAIN ENERGY CENTER LLC	IN	NESW	58544-F	570	46	8
25	L G EVERIST INC	MW	NWSW	259384			
26	RANKIN & PENNY J	D, S	SESW	148826	15	300	
27	ROCKY MOUNTAIN ENERGY CENTER LLC	IN	SESW	58541-F	850	54	9
28	L G EVERIST INC	MW	SWSW	259382			
	SECTION 31, TOWNSHIP 2 NORTH, RANGE 66 WEST						
29	ARNDT STEVEN & CINDY *PROPERTY OWNED BY LGE*	D, S	NENW	187790	35	660	260
30	ARNDT STEVEN J & CINDY *PROPERTY OWNED BY LGE*	IR	NENW	12883-R	1000	51	10
	SECTION 24, TOWNSHIP 2 NORTH, RANGE 67 WEST						
	NO WELLS WITHIN 200 FEET						
	SECTION 25, TOWNSHIP 2 NORTH, RANGE 67 WEST						
31	CLASEN LESTER N - *PROPERTY OWNED BY LGE*	D	NENE	47204	10	43	23
32	L G EVERIST INC	MW	NENE	259388			
33	DODGE FREDDY & LISA	D	NENE	158009		550	125
34	L G EVERIST INC	MW	NWNE	259387			
35	WITTEMYER NANCY - *PROPERTY OWNED BY DEAN SANDSTEAD*	IR	NWSE	832-R	1400	41	5
36	VINCENT J R & R - *PROPERTY OWNED BY LGE*	IR	NWSE	881-WBC		73	
37	PIONEER LAND & CATTLE CO. - *PROPERTY OWNED BY LGE*	D	SESE	147779-A	15	28	6
38	L G EVERIST INC	MW	SESE	259381			
39	L G EVERIST	MW	NESW	259386			
40	EWING A C - *PROPERTY OWNED BY LGE*	IR	SESW	11170-R	1200	51	20
41	L G EVERIST INC	MW	SWSE	259380			
	SECTION 36, TOWNSHIP 2 NORTH, RANGE 67 WEST						
42	L G EVERIST INC	D	NENENE	183741-A	15	40	5
43	L G EVERIST INC	D	SENE	266881	15	10	
44	DOUGLAS BONITA	D	SWNE	198087-A	15	40	18
45	L G EVERIST INC	IR	SWNE	12884-R	700	31	10

Use Key: D - domestic; IR - Irrigation; MW - Monitering Well; C - Commercial

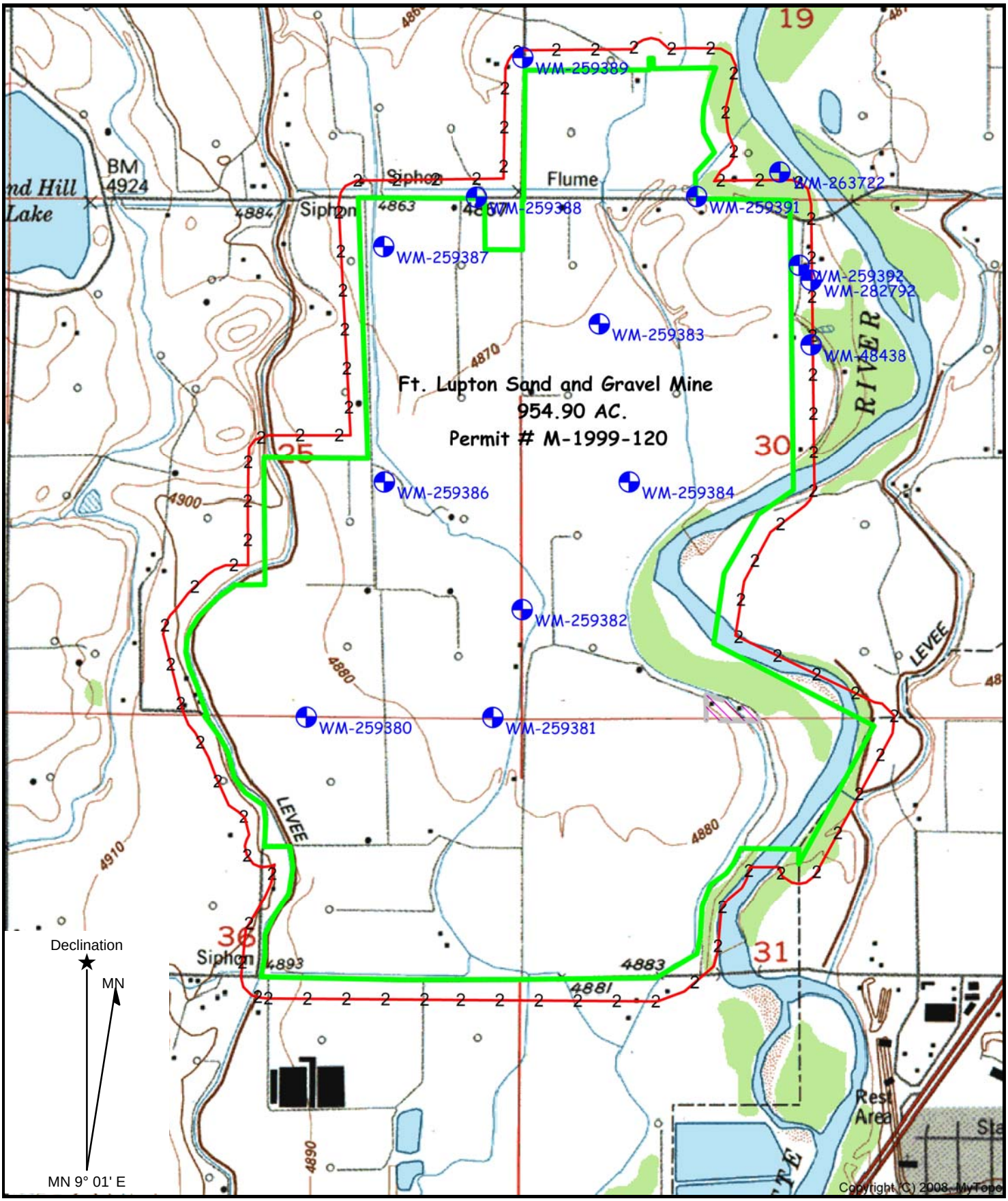
S- Stock; ID - Industrial; GP - Gravel Pit; HH - Household



Name: FORT LUPTON (CO)
Date: 03/15/12
Scale: 1 inch = 1,333 ft.

LOCATED IN PARTS OF , SECTIONS 19, 30 & 31, T-2-N, R-66-W, AND PART OF SECTION 25 & 36, T-2-N, R-67-W, 6TH P.M., WELD COUNTY, COLORADO

L.G. EVERIST, INC.
FORT LUPTON SAND & GRAVEL
MAP EXHIBIT G-1 - GROUNDWATER WELLS



Name: FORT LUPTON (CO)
Date: 03/15/12
Scale: 1 inch = 1,333 ft.

LOCATED IN PARTS OF ,
SECTIONS 19, 30 & 31, T-2-N,
R-66-W, AND PART OF SECTION
25 & 36, T-2-N, R-67-W, 6TH P.M.,
WELD COUNTY, COLORADO

L.G. EVERIST, INC.
FORT LUPTON SAND & GRAVEL
MAP EXHIBIT G-2 - MONITERING WELLS

Exhibit H - WILDLIFE INFORMATION

The wildlife information provided in 1999, 2004 and for the Lupton Meadows Reservoir (M-2002-104) is applicable for the new property being added. Please refer to files for that information.

All of the new parcels have been actively farmed for many years. The crops grown were mostly produced, some corn and alfalfa were grown on the eastern parcels of the Parker Stages.

A 200 foot band of undisturbed area will be maintained along the South Platte River.

A 25 foot setback will be maintained from each side of the Little Dry Creek/Slate Ditch that bisects the property from north to south.

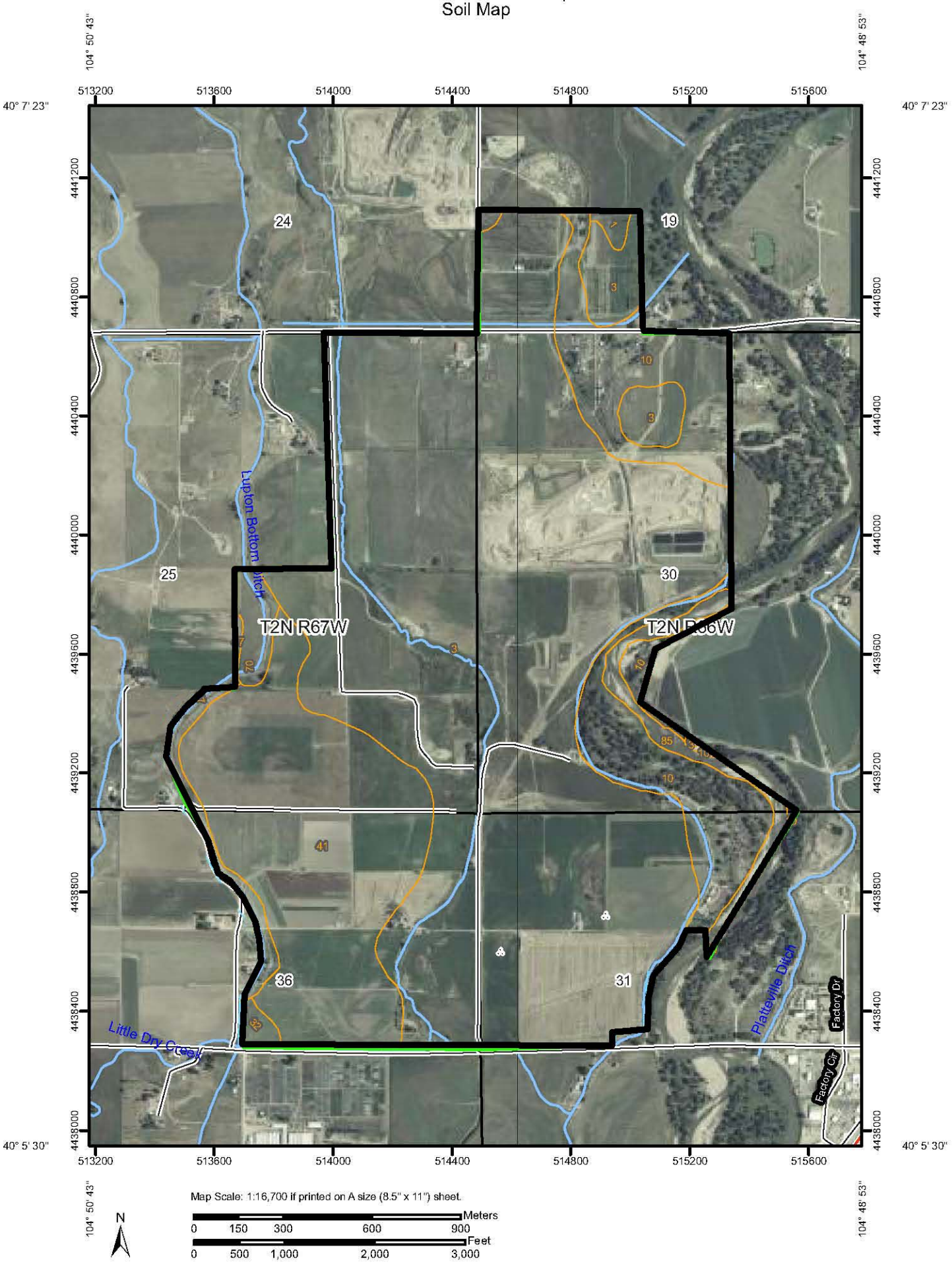
EXHIBIT I SOILS INFORMATION

A new soils map is provided showing the entire permit area. The soils information currently in the file for this mine and Lupton Meadows Reservoir permit files supply descriptions for these soil types.

Soils on the amended Fort Lupton Sand and Gravel mine site consists primarily of **3- Aquolls & Aquents gravely substratum** and **41-Nunn clay loam.**

These soils are primarily suited for pasture, rangeland and wildlife habitat. They are well suited to reestablishment of grasses as proposed in the Reclamation Plan.

Custom Soil Resource Report
Soil Map



MAP LEGEND

Area of Interest (AOI)
- Area of Interest (AOI)

Soils
- Soil Map Units

Special Point Features
- Blowout
- Borrow Pit
- Clay Spot
- Closed Depression
- Gravel Pit
- Gravelly Spot
- Landfill
- Lava Flow
- Marsh or swamp
- Mine or Quarry
- Miscellaneous Water
- Perennial Water
- Rock Outcrop
- Saline Spot
- Sandy Spot
- Severely Eroded Spot
- Sinkhole
- Slide or Slip
- Sodic Spot
- Spoil Area
- Stony Spot
- Very Stony Spot
- Wet Spot
- Other

Special Line Features
- Gully
- Short Steep Slope
- Other

Political Features
- Cities
- PLSS Township and Range
- PLSS Section

Water Features
- Streams and Canals

Transportation
- Rails
- Interstate Highways
- US Routes
- Major Roads

MAP INFORMATION

Map Scale: 1:16,700 if printed on A size (8.5" × 11") sheet.

The soil surveys that comprise your AOI were mapped at 1:24,000.

Warning: Soil Map may not be valid at this scale.

Enlargement of maps beyond the scale of mapping can cause misunderstanding of the detail of mapping and accuracy of soil line placement. The maps do not show the small areas of contrasting soils that could have been shown at a more detailed scale.

Please rely on the bar scale on each map sheet for accurate map measurements.

Source of Map: Natural Resources Conservation Service
Web Soil Survey URL: http://websoilsurvey.nrcs.usda.gov
Coordinate System: UTM Zone 13N NAD83

This product is generated from the USDA-NRCS certified data as of the version date(s) listed below.

Soil Survey Area: Weld County, Colorado, Southern Part
Survey Area Data: Version 11, Aug 27, 2009

Date(s) aerial images were photographed: 7/30/2005; 7/29/2005

The orthophoto or other base map on which the soil lines were compiled and digitized probably differs from the background imagery displayed on these maps. As a result, some minor shifting of map unit boundaries may be evident.

Map Unit Legend

Weld County, Colorado, Southern Part (CO618)			
Map Unit Symbol	**Map Unit Name**	**Acres in AOI**	**Percent of AOI**
1	Altvan loam, 0 to 1 percent slopes	2.9	0.3%
3	Aquolls and Aquents, gravelly substratum	625.5	64.7%
10	Bankard sandy loam, 0 to 3 percent slopes	118.4	12.3%
32	Kim loam, 1 to 3 percent slopes	3.5	0.4%
41	Nunn clay loam, 0 to 1 percent slopes	167.9	17.4%
47	Olney fine sandy loam, 1 to 3 percent slopes	20.4	2.1%
70	Valent sand, 3 to 9 percent slopes	10.3	1.1%
85	Water	17.4	1.8%
Totals for Area of Interest		**966.3**	**100.0%**

Map Unit Descriptions

The map units delineated on the detailed soil maps in a soil survey represent the soils or miscellaneous areas in the survey area. The map unit descriptions, along with the maps, can be used to determine the composition and properties of a unit.

A map unit delineation on a soil map represents an area dominated by one or more major kinds of soil or miscellaneous areas. A map unit is identified and named according to the taxonomic classification of the dominant soils. Within a taxonomic class there are precisely defined limits for the properties of the soils. On the landscape, however, the soils are natural phenomena, and they have the characteristic variability of all natural phenomena. Thus, the range of some observed properties may extend beyond the limits defined for a taxonomic class. Areas of soils of a single taxonomic class rarely, if ever, can be mapped without including areas of other taxonomic classes. Consequently, every map unit is made up of the soils or miscellaneous areas for which it is named and some minor components that belong to taxonomic classes other than those of the major soils.

Most minor soils have properties similar to those of the dominant soil or soils in the map unit, and thus they do not affect use and management. These are called noncontrasting, or similar, components. They may or may not be mentioned in a particular map unit description. Other minor components, however, have properties and behavioral characteristics divergent enough to affect use or to require different management. These are called contrasting, or dissimilar, components. They generally are in small areas and could not be mapped separately because of the scale used. Some small areas of strongly contrasting soils or miscellaneous areas are identified by a special symbol on the maps. If included in the database for a given area, the contrasting minor components are identified in the map unit descriptions along with some characteristics of each. A few areas of minor components may not have been observed, and consequently they are not mentioned in the descriptions, especially where the pattern was so complex that it was impractical to make enough observations to identify all the soils and miscellaneous areas on the landscape.

The presence of minor components in a map unit in no way diminishes the usefulness or accuracy of the data. The objective of mapping is not to delineate pure taxonomic classes but rather to separate the landscape into landforms or landform segments that have similar use and management requirements. The delineation of such segments on the map provides sufficient information for the development of resource plans. If intensive use of small areas is planned, however, onsite investigation is needed to define and locate the soils and miscellaneous areas.

An identifying symbol precedes the map unit name in the map unit descriptions. Each description includes general facts about the unit and gives important soil properties and qualities.

Soils that have profiles that are almost alike make up a *soil series*. Except for differences in texture of the surface layer, all the soils of a series have major horizons that are similar in composition, thickness, and arrangement.

Soils of one series can differ in texture of the surface layer, slope, stoniness, salinity, degree of erosion, and other characteristics that affect their use. On the basis of such differences, a soil series is divided into *soil phases*. Most of the areas shown on the detailed soil maps are phases of soil series. The name of a soil phase commonly indicates a feature that affects use or management. For example, Alpha silt loam, 0 to 2 percent slopes, is a phase of the Alpha series.

Some map units are made up of two or more major soils or miscellaneous areas. These map units are complexes, associations, or undifferentiated groups.

A *complex* consists of two or more soils or miscellaneous areas in such an intricate pattern or in such small areas that they cannot be shown separately on the maps. The pattern and proportion of the soils or miscellaneous areas are somewhat similar in all areas. Alpha-Beta complex, 0 to 6 percent slopes, is an example.

An *association* is made up of two or more geographically associated soils or miscellaneous areas that are shown as one unit on the maps. Because of present or anticipated uses of the map units in the survey area, it was not considered practical or necessary to map the soils or miscellaneous areas separately. The pattern and relative proportion of the soils or miscellaneous areas are somewhat similar. Alpha-Beta association, 0 to 2 percent slopes, is an example.

An *undifferentiated group* is made up of two or more soils or miscellaneous areas that could be mapped individually but are mapped as one unit because similar interpretations can be made for use and management. The pattern and proportion of the soils or miscellaneous areas in a mapped area are not uniform. An area can be made up of only one of the major soils or miscellaneous areas, or it can be made up of all of them. Alpha and Beta soils, 0 to 2 percent slopes, is an example.

Some surveys include *miscellaneous areas*. Such areas have little or no soil material and support little or no vegetation. Rock outcrop is an example.

Weld County, Colorado, Southern Part

1—Altvan loam, 0 to 1 percent slopes

Map Unit Setting

Elevation: 4,500 to 4,900 feet
Mean annual precipitation: 14 to 16 inches
Mean annual air temperature: 46 to 48 degrees F
Frost-free period: 130 to 150 days

Map Unit Composition

Altvan and similar soils: 90 percent
Minor components: 10 percent

Description of Altvan

Setting

Landform: Terraces
Down-slope shape: Linear
Across-slope shape: Linear
Parent material: Old alluvium

Properties and qualities

Slope: 0 to 1 percent
Depth to restrictive feature: More than 80 inches
Drainage class: Well drained
Capacity of the most limiting layer to transmit water (Ksat): Moderately high to high (0.20 to 2.00 in/hr)
Depth to water table: More than 80 inches
Frequency of flooding: None
Frequency of ponding: None
Calcium carbonate, maximum content: 5 percent
Available water capacity: Low (about 5.7 inches)

Interpretive groups

Land capability classification (irrigated): 3s
Land capability (nonirrigated): 4e
Ecological site: Loamy Plains (R067BY002CO)

Typical profile

0 to 10 inches: Loam
10 to 25 inches: Clay loam
25 to 60 inches: Gravelly sand

Minor Components

Cascajo

Percent of map unit: 9 percent

Aquic haplustolls

Percent of map unit: 1 percent
Landform: Swales

3—Aquolls and Aquents, gravelly substratum

Map Unit Setting

Elevation: 4,000 to 7,200 feet
Mean annual precipitation: 12 to 18 inches
Mean annual air temperature: 45 to 55 degrees F
Frost-free period: 80 to 155 days

Map Unit Composition

Aquolls and similar soils: 55 percent
Aquents, gravelly substratum, and similar soils: 30 percent
Minor components: 15 percent

Description of Aquolls

Setting

Landform: Swales, streams, flood plains
Down-slope shape: Linear
Across-slope shape: Linear
Parent material: Recent alluvium

Properties and qualities

Slope: 0 to 3 percent
Depth to restrictive feature: More than 80 inches
Drainage class: Poorly drained
Capacity of the most limiting layer to transmit water (Ksat): Moderately high to high (0.20 to 2.00 in/hr)
Depth to water table: About 6 to 48 inches
Frequency of flooding: Frequent
Frequency of ponding: None
Maximum salinity: Nonsaline to very slightly saline (0.0 to 4.0 mmhos/cm)
Available water capacity: Moderate (about 8.0 inches)

Interpretive groups

Land capability (nonirrigated): 6w
Ecological site: Salt Meadow (R067BY035CO)

Typical profile

0 to 48 inches: Loam
48 to 60 inches: Gravelly sand

Description of Aquents, Gravelly Substratum

Setting

Landform: Stream terraces
Down-slope shape: Linear
Across-slope shape: Linear
Parent material: Recent alluvium

Properties and qualities

Slope: 0 to 3 percent

Depth to restrictive feature: More than 80 inches
Drainage class: Poorly drained
Capacity of the most limiting layer to transmit water (Ksat): Moderately high to very high (0.57 to 19.98 in/hr)
Depth to water table: About 6 to 24 inches
Frequency of flooding: Frequent
Frequency of ponding: None
Calcium carbonate, maximum content: 10 percent
Maximum salinity: Nonsaline to slightly saline (0.0 to 8.0 mmhos/cm)
Available water capacity: Moderate (about 6.6 inches)

Interpretive groups

Land capability classification (irrigated): 6w
Land capability (nonirrigated): 6w
Ecological site: Salt Meadow (R067BY035CO)

Typical profile

0 to 48 inches: Variable
48 to 60 inches: Very gravelly sand

Minor Components

Bankard

Percent of map unit: 10 percent

Ustic torrifluvents

Percent of map unit: 5 percent

10—Bankard sandy loam, 0 to 3 percent slopes

Map Unit Setting

Elevation: 4,450 to 5,000 feet
Mean annual precipitation: 10 to 14 inches
Mean annual air temperature: 48 to 52 degrees F
Frost-free period: 95 to 160 days

Map Unit Composition

Bankard and similar soils: 85 percent
Minor components: 15 percent

Description of Bankard

Setting

Landform: Low sand ridges, flood plains
Down-slope shape: Linear
Across-slope shape: Linear
Parent material: Stratified, recent alluvium

Properties and qualities

Slope: 0 to 3 percent
Depth to restrictive feature: More than 80 inches

Drainage class: Somewhat excessively drained
Capacity of the most limiting layer to transmit water (Ksat): High (2.00 to 6.00 in/hr)
Depth to water table: More than 80 inches
Frequency of flooding: None
Frequency of ponding: None
Calcium carbonate, maximum content: 10 percent
Available water capacity: Low (about 4.5 inches)

Interpretive groups
Land capability classification (irrigated): 4w
Land capability (nonirrigated): 4w
Ecological site: Sandy Bottomland (R067BY031CO)

Typical profile
0 to 4 inches: Sandy loam
4 to 60 inches: Stratified gravelly sand to loam

Minor Components

Mollic fluvaquents
Percent of map unit: 9 percent
Landform: Terraces

Blakeland
Percent of map unit: 6 percent

32—Kim loam, 1 to 3 percent slopes

Map Unit Setting
Elevation: 4,900 to 5,250 feet
Mean annual precipitation: 13 to 17 inches
Mean annual air temperature: 46 to 52 degrees F
Frost-free period: 125 to 150 days

Map Unit Composition
Kim and similar soils: 90 percent
Minor components: 10 percent

Description of Kim

Setting
Landform: Alluvial fans, plains
Down-slope shape: Linear
Across-slope shape: Linear
Parent material: Mixed eolian deposits derived from sedimentary rock

Properties and qualities
Slope: 1 to 3 percent
Depth to restrictive feature: More than 80 inches
Drainage class: Well drained
Capacity of the most limiting layer to transmit water (Ksat): Moderately high to high (0.57 to 5.95 in/hr)

Depth to water table: More than 80 inches
Frequency of flooding: None
Frequency of ponding: None
Calcium carbonate, maximum content: 15 percent
Available water capacity: Moderate (about 9.0 inches)

Interpretive groups

Land capability classification (irrigated): 3e
Land capability (nonirrigated): 4e
Ecological site: Loamy Plains (R067BY002CO)

Typical profile

0 to 12 inches: Loam
12 to 40 inches: Loam
40 to 60 inches: Fine sandy loam

Minor Components

Otero

Percent of map unit: 10 percent

41—Nunn clay loam, 0 to 1 percent slopes

Map Unit Setting

Elevation: 4,550 to 5,150 feet
Mean annual precipitation: 12 to 18 inches
Mean annual air temperature: 46 to 54 degrees F
Frost-free period: 115 to 180 days

Map Unit Composition

Nunn and similar soils: 85 percent
Minor components: 15 percent

Description of Nunn

Setting

Landform: Plains, terraces
Down-slope shape: Linear
Across-slope shape: Linear
Parent material: Mixed alluvium and/or eolian deposits

Properties and qualities

Slope: 0 to 1 percent
Depth to restrictive feature: More than 80 inches
Drainage class: Well drained
Capacity of the most limiting layer to transmit water (Ksat): Moderately low to moderately high (0.06 to 0.20 in/hr)
Depth to water table: More than 80 inches
Frequency of flooding: None
Frequency of ponding: None
Calcium carbonate, maximum content: 15 percent

Maximum salinity: Nonsaline (0.0 to 2.0 mmhos/cm)
Available water capacity: High (about 9.1 inches)

Interpretive groups
Land capability classification (irrigated): 2e
Ecological site: Clayey Plains (R067BY042CO)

Typical profile
0 to 9 inches: Clay loam
9 to 29 inches: Clay loam
29 to 60 inches: Sandy loam

Minor Components

Heldt
Percent of map unit: 7 percent

Dacono
Percent of map unit: 4 percent

Altvan
Percent of map unit: 4 percent

47—Olney fine sandy loam, 1 to 3 percent slopes

Map Unit Setting
Elevation: 4,600 to 5,200 feet
Mean annual precipitation: 11 to 15 inches
Mean annual air temperature: 46 to 54 degrees F
Frost-free period: 125 to 175 days

Map Unit Composition
Olney and similar soils: 85 percent
Minor components: 15 percent

Description of Olney

Setting
Landform: Plains
Down-slope shape: Linear
Across-slope shape: Linear
Parent material: Mixed deposit outwash

Properties and qualities
Slope: 1 to 3 percent
Depth to restrictive feature: More than 80 inches
Drainage class: Well drained
Capacity of the most limiting layer to transmit water (Ksat): Moderately high to high (0.57 to 2.00 in/hr)
Depth to water table: More than 80 inches
Frequency of flooding: None
Frequency of ponding: None

Calcium carbonate, maximum content: 15 percent
Maximum salinity: Nonsaline (0.0 to 2.0 mmhos/cm)
Available water capacity: Moderate (about 7.0 inches)

Interpretive groups

Land capability classification (irrigated): 3e
Land capability (nonirrigated): 4c
Ecological site: Sandy Plains (R067BY024CO)

Typical profile

0 to 10 inches: Fine sandy loam
10 to 20 inches: Sandy clay loam
20 to 25 inches: Sandy clay loam
25 to 60 inches: Fine sandy loam

Minor Components

Zigweid

Percent of map unit: 10 percent

Vona

Percent of map unit: 5 percent

70—Valent sand, 3 to 9 percent slopes

Map Unit Setting

Elevation: 4,650 to 5,100 feet
Mean annual precipitation: 13 to 19 inches
Mean annual air temperature: 48 to 52 degrees F
Frost-free period: 130 to 180 days

Map Unit Composition

Valent and similar soils: 95 percent
Minor components: 5 percent

Description of Valent

Setting

Landform: Plains
Down-slope shape: Linear
Across-slope shape: Linear
Parent material: Eolian deposits

Properties and qualities

Slope: 3 to 9 percent
Depth to restrictive feature: More than 80 inches
Drainage class: Excessively drained
Capacity of the most limiting layer to transmit water (Ksat): High to very high (5.95 to 19.98 in/hr)
Depth to water table: More than 80 inches
Frequency of flooding: None
Frequency of ponding: None

Available water capacity: Very low (about 2.6 inches)

Interpretive groups

Land capability classification (irrigated): 4e
Land capability (nonirrigated): 6e
Ecological site: Deep Sand (R067BY015CO)

Typical profile

0 to 8 inches: Fine sand
8 to 60 inches: Sand

Minor Components

Osgood

Percent of map unit: 5 percent

85—Water

Map Unit Composition

Water: 95 percent
Minor components: 5 percent

Minor Components

Aquolls

Percent of map unit: 5 percent
Landform: Marshes

EXHIBIT J VEGETATION INFORMATION

Introduction

The majority of the amended area is located south and west of the Fort Lupton Sand and Gravel Mine Permit and the Lupton Meadows Reservoir Permit. Most of the amended acreage consists of agricultural land; however, some native vegetation occurs along Little Dry Creek/Slate Ditch which crosses the Parker and Vincent parcels. The overall property appears to have had a long history of agricultural use including irrigated and non-irrigated crop and pasture land.

The Blue Ribbon Nursery parcel was previously used as a commercial tree farm which appears to have been suspended some time ago. Vegetation presently consists of remnants of the nursery operation and various grass species.

Vegetation Information

Vegetation Type Descriptions The following vegetation types were observed and mapped on the site.

Pastures/agricultural crops - Excluding the Blue Ribbon Nursery parcel most of the upland portions of the amended acreage consist of pastures developed for grazing livestock or have been used to grow various irrigated crops ranging from corn and alfalfa to vegetables, like cabbage, beats, and squash.

Disturbed Areas - Disturbed areas consist of the areas that are being mined under the two current DRMS Permits (M-1999-120 and M-2002-104). Disturbed areas also include sand and gravel processing plant areas, aggregate stockpile areas, internal haul roads, oil and gas wells and related production facilities and tank batteries and the like. Weedy species occur along the edges of the fields and along farm roads and temporary access roads that the farmers have not historically controlled.

Riparian/Lowland Areas - Riparian lowland areas occur along the South Platte adjacent to the east side of Blue Ribbon, Adam and Parker parcels. All of the riparian areas are located outside proposed mining areas. The areas are characterized by plains cottonwood and peach-leaved willow trees. Stands of coyote willow are also common. Due largely to past livestock grazing practices, the understory is relatively sparse and consists mainly of upland weeds.

No rare, threatened or endangered plant species are known to occur in the amendment area.

EXHIBIT K CLIMATE

Information was downloaded from the Climatology Data-base at Colorado State University. The average Daily temperature is 50.70 degrees and the average precipitations amount is 13.45 inches per year. BRIGHTON is the closest data collection station to this property (8 miles). The data in the table is for the years 1997-2009, most recent published.

Station data Latitude - 40°00" Longitude - 104°48' Elevation - 4970 Feet

MONTHLY MEAN TEMPERATURE. (F)

	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	ANNUAL
AVERAGE	31.0	33.0	40.9	48.4	58.3	67.4	74.8	71.7	62.9	50.5	39.5	30.6	50.7
MAXIMUM	37.5	38.7	47.5	51.7	60.6	71.8	76.6	75.0	67.4	55.0	45.4	34.9	51.5
YEAR	2006	1999	2004	2006	2000	2006	2007	2007	1998	2003	1999	1999	1999
MINIMUM	18.4	27.4	34.9	42.1	56.2	63.3	71.2	68.2	58.7	45.4	30.3	25.7	48.8
YEAR	2007	2001	2002	1997	1999	1998	2004	2004	2006	2002	2000	2008	1997
YEARS OF RECORD	13	13	12	12	12	12	11	12	12 11	11	11	10	13

MONTHLY MEAN MAXIMUM TEMPERATURE. (F)

AVERAGE	45.6	47.4	55.8	63.5	74.1	83.9	91.7	87.7	79.6	66.7	54.2	45.0	66.2
MAXIMUM	53.3	55.9	63.9	69.7	78.4	90.3	95.2	90.9	84.7	73.1	64.4	49.5	67.3
YEAR	2006	1999	2004	2006	2006	2006	2003	2007	1998	2003	1999	2004	2006
MINIMUM	33.2	39.2	50.2	55.6	70.7	78.2	87.1	84.2	74.4	60.9	43.0	39.5	63.3
YEAR	2007	2001	2002	1997	1999	2003	2004	1997	1999	2002	2000	2008	1997
YEARS OF RECORD	13	13	12	12	12	11	12	12	11	11	11	10	13

MONTHLY MEAN MINIMUM TEMPERATURE. (F)

AVERAGE	16.4	18.6	26.0	33.2	42.5	50.9	57.8	55.8	46.1	34.2	24.7	16.1	35.1
MAXIMUM	21.6	22.7	31.4	36.1	44.1	53.5	59.6	59.0	50.0	36.8	28.4	20.9	35.9
YEAR	2006	2000	2007	2003	2004	2002	2007	2007	1998	2003	1998	1999	1999
MINIMUM	3.5	14.5	19.5	28.6	40.7	47.5	55.2	52.0	42.3	29.8	17.5	11.3	34.1
AR	2007	2006	2002	1997	2002	1998	2004	2004	2006	2002	2000	2000	2002
YEARS OF RECORD	13	13	12	12	12	12	11	12	12	11	11	11	10

TOTAL MONTHLY PRECIPITATION. (IN)

AVERAGE	0.37	0.29	0.88	1.98	1.80	1.33	1.39	2.32	1.01	1.00	0.48	0.45	13.45
MAXIMUM	0.91	0.65	2.33	5.49	4.14	4.55	2.75	3.71	2.15	2.56	0.81	1.82	20.18
YEAR	1999	2003	2003	1999	2001	1997	1999	2008	1999	2005	2000	2006	1997
MINIMUM	0.00	0.00	0.24	0.06	0.06	0.05	0.17	0.83	0.07	0.10	0.19	0.05	9.22
YEAR	2003	2009	1999	2002	2006	2006	2008	1998	2003	2003	2003	2002	2002
YEARS OF RECORD	13	13	12	12	12	12	12	12	12	11	11	11	11

TOTAL MONTHLY SNOWFALL. (IN)

AVERAGE	4.90	3.60	6.80	3.50	0.70	0.00	0.00	0.00	0.10	3.10	3.90	5.60	32.20
MAXIMUM	13.00	8.00	19.50	11.70	6.50	0.00	0.00	0.00	1.50	18.00	9.50	17.00	46.20
YEAR	2007	2001	2003	1999	2003	2008	2008	2008	2000	1997	1999	2006	1997
MINIMUM	0.00	0.00	1.10	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.20	19.80
YEAR	2003	2005	2004	2006	2008	2008	2008	2008	2008	2008	2005	2002	2004
YEARS OF RECORD	12	12	12	12	12	12	12	12	12	11	11	11	11

PREPARED FROM DATA PROVIDED BY: COLORADO CLIMATE CENTER, DEPT. OF ATMOSPHERIC SCIENCE, COLORADO STATE FT. COLLINS, CO 80523, (303)491-8545. DOWN LOADED FROM DATABASE - January 27, 2011

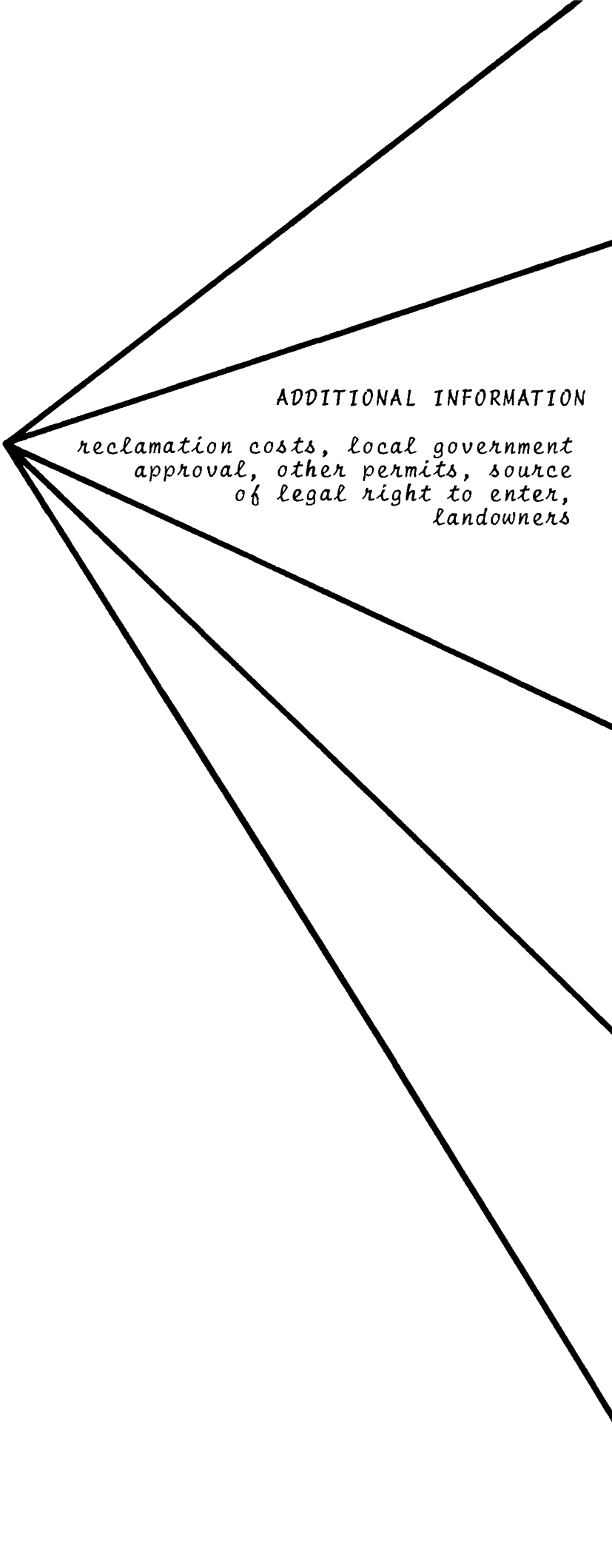

ADDITIONAL INFORMATION
reclamation costs, local government approval, other permits, source of legal right to enter, landowners

EXHIBIT L RECLAMATION COSTS

No new estimate is provided at this time. We believe that combining the two bonds currently held by the Division for the existing mining operations is adequate to do the reclamation needed at the combined mine at this time.

Current bond information:

Fort Lupton Sand & Gravel Mine	**$ 997,872.00**
Lupton Meadows Reservoir Mine	**289,000.00**
Total bond amount	**$1,286,872.00**

However, the Division may feel differently, so the applicant is re-capping the changes to the site that we have explained in detail throughout this amendment application. These following changes may affect the reclamation bond. The applicant asks the Division to include the following items in its Circes© bonding calculations for this amendment:

Bonding Decrease

Reclamation Work completed (noted in SR-2, dated 2/14/12)
- Hill-Oakley and Fort Lupton East - slurry walls certified by the SEO, backfilling, sloping and grading is done. Only revegetation remains.

Possible Bonding Increase

Newly installed (or reinstalled) slurry walls
- Meadows North (reinstalled)
- Meadows South (reinstalled)
- Meadows West (no water exposed)
- Swingle-North - installed slurry wall (no water exposed)
- Parker-Panowicz - installed slurry wall (no water exposed)
- In conjunction with the installation of the new slurry walls, there were necessary surface disturbances including (a) the working platform that is built for the equipment that is constructing the slurry wall, (b) areas where the material was taken from to construct the platform, and (c) haul roads between the slurry wall platforms and the material gathering areas. These areas will need only grading and seeding.

Mining in new area
- Parker-Panowicz - this stage is already bonded for surface disturbance, but mining for road base materials has recently begun in this stage as well. The applicant asks the Division to include full disturbance of this stage in bonding calculations for this amendment.

CDPS Stormwater Discharge Point
- The applicant has added a permitted discharge point on the Lupton Meadows property. To be in compliance with CDPS regulations, any water discharged from a site must be clear, so the applicant built an above-grade settling pond for the dewatering water to be pumped to first, allowing fines to settle out prior to the permitted discharge into Little Dry Creek/Slate Ditch.

Exhibit M OTHER PERMIT AND LICENSES

1. An Air Pollution permit in place (00WD0441F).

2. Use by Special Review (USR 1255) approval from Weld County Board of Commissioners. (DRMS Permit No. M-1999-120)

3. Campbell Pit Annexation #1 and #2 (Lupton Meadows Reservoir) approved by the City of Fort Lupton. (DRMS Permit No. M-2002-104)

4. A dredge fill permit (404) is <u>not required</u> at this time because waters of the U.S. will not be impacted. If jurisdictional wetland areas are mined we will obtain the necessary permit.

5. A Storm Water Management Plan (SWMP) and CDPS permits exist for the mine, COG-500394 and COG-500459 (Lupton Meadows).

6. Well Permits issued by the Colorado State Engineers Office (SEO): Fort Lupton Sand and Gravel Mine, well permit #65814-F, WDID-0203040. Lupton Meadows Reservoir, Reception #3641660, WDID-0203047.

7. A Temporary Substitute Water Supply Plan has been approved by the Colorado State Engineer’s Office. Renewal submitted 11/2011 will cover 2012 to 2014.

8. Flood Hazard Development Permit (FHDP) issued by Weld County.

L.G. EVERIST, INC.
ROCK SOLID SINCE 1876

7321 E. 88TH AVENUE, SUITE 200
HENDERSON, COLORADO 80640
PHONE 303-287-9606 • FAX 303-289-1348

Exhibit N **SOURCE OF LEGAL RIGHT TO ENTER**

AFFIDAVIT

STATE OF COLORADO)
) ss.
COUNTY OF ADAMS)

Dennis L. Fields, Vice President and Corporate Officer of L.G. Everist, Incorporated, being first duly sworn upon oath, deposes and says:

1. L.G. Everist, Incorporated, is the surface and mineral rights owner of properties within the amended Fort Lupton Sand and Gravel Mine (M-1999-120). Copies of the deeds are available for inspection at their offices in Henderson, Colorado.

2. L.G. Everist, Incorporated, is legally empowered to enter upon the subject lands and to conduct mining operations for sand and gravel and other construction materials on said mine.

3. L.G. Everist, Incorporated, is empowered to acquire any permits for mining on this property with or before the Colorado Mined Land Reclamation Board under the provisions of the Colorado Mined Land Reclamation Act.

Signed: Dennis L. Fields
Dennis L. Fields, Vice President

Subscribed and sworn before this 17th day of FEBRUARY, 2012,
by Dennis L. Fields as Vice President of L.G. Everist, Incorporated.

Notary Public: Lynn Mayer Shults (notary seal)

My Commission expires: 01-08-2013

LYNN MAYER SHULTS
NOTARY PUBLIC
STATE OF COLORADO

Exhibit O **OWNERS OF RECORD**

SURFACE AREA AND SUBSTANCE TO BE MINED

1 L.G. Everist, Inc.
7321 E. 88th Ave, Suite 200
Henderson, CO 80640

ADJOINING LANDOWNERS (WITHIN 200 FEET)

2 Dean & Linda Sandstead
11586 WCR 18
Fort Lupton, CO 80621

3 Denton & Nancy Dykes
11527 WCR 18
Fort Lupton, CO 80621

4 City Of Thornton
9500 Civic Center Drive
Thornton, CO 80229

5 Freddy & Lisa Dodge
11992 WCR 18
Fort Lupton, CO 80621

6 Mr. Richard Hein
5290 E. Yale Circle No.103
Denver, CO 80222

7 Darrell & Nelva Bearson
9208 WCR 25
Fort Lupton, CO 80621

8 Mark & Kelly Kinnear
12857 WCR 18
Fort Lupton, CO 80621

9 Gomer & Julane Hill Living Trust
12526 WCR 18
Fort Lupton, CO 80621

10 City of Aurora
15151 E. Alameda Pkwy. #3600
Aurora, CO 80012

11 DWW Ewing Farms LLC
7501 US Highway 85
Fort Lupton, CO 80621

12 Ms. Penny Rankin
12331 WCR 14.5
Fort Lupton, CO 80621

13 City of Fort Lupton
P.O. Box 633
Fort Lupton, CO 80621

14 So. Platte Valley Historic Society
P.O. Box 633
Fort Lupton, CO 80621

15 Ms. Martha Inouye
12210 WCR 14.5
Fort Lupton, CO 80621

16 Color Star Growers of Colorado, Inc.
P.O. Box 619
Fort Lupton, CO 80621

17 Ms. Anna Verbeek
11400 WCR 14.5
Fort Lupton, CO 80621

18 Ms. Lynda Stanek
11420 WCR 14.5
Fort Lupton, CO 80621

19 Bonita Douglas
6638 WCR 23.5
Fort Lupton, CO 80621

20 Sam & Frances Funakoshi Living Trust
6757 WCR 23.5
Fort Lupton, CO 80621

21 Ms. CRYSTAL M. GUTIERREZ
7008 WCR 23.5
FORT LUPTON, CO 80621

22 Ms. Joyce Johnson
P.O. Box 1092
Fort Lupton, CO 80621

23 Roger & Judy Patterson
P.O. Box 122
Fort Lupton, CO 80621

24 Weld County Roads c/o ROW
1150 O Street
Greeley, CO 80632

OIL, GAS AND OTHER MINERAL LEASES OF RECORD

Anadarko (dba Kerr-McGee) &
Panhandle Eastern Pipeline CO.
1099 18th Street Suite 1800
Denver, CO 80202-1918

KP Kauffman CO
1675 Broadway 28th Floor
Denver, CO 80202

Noble Energy
1675 Broadway 28th Floor
Denver, CO 80202

Foundation Energy
14800 Landmark Blvd., Suite 210
Dallas, TX 75254

Top Operating Co.
10881 Asbury Ave
Lakewood, CO 80227

Encana Oil & Gas
370 17th St., Suite 1700
Denver, CO 80202

RECORDED ROW's (WITHIN 200 FEET)

Duke Energy - ROW
DCP Midstream LLC
307 17th St, #900
Denver, CO 80202

Anadarko (dba Kerr-McGee) &
Panhandle Eastern Pipeline CO.
1099 18th Street Suite 1800
Denver, CO 80202-1918

Colorado Interstate Gas, ROW.
Western Pipelines
P.O. Box 1087
Colorado Springs, CO 80944

KN Energy - gasline ROW
P.O. Box 281304
Lakewood, CO 80228

Welco Ventures - gasline ROW
c/0 Cogswell & Wehrle
1700 Lincoln St. Suite 3500
Denver, CO 80203

KP Kauffman CO
1675 Broadway 28th Floor
Denver, CO 80202

Top Operating CO.
10881 Asbury Ave
Lakewood, CO 80227

United Power
P.O. Box 929
18551 E. 160th Ave
Brighton, CO 80601-8519

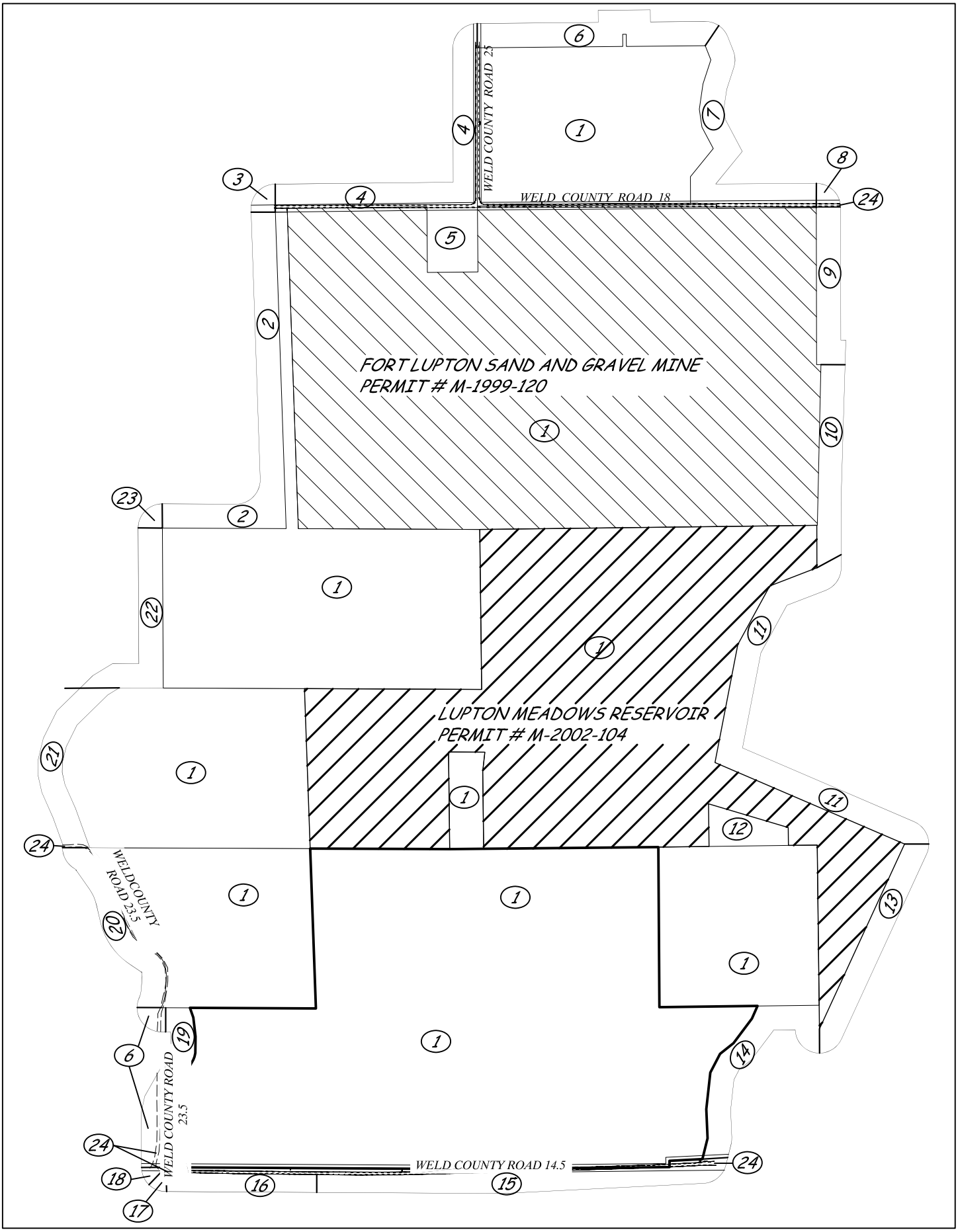
Xcel Energy (PSCO) - ROW
1500 6th Ave.
Greeley, CO 80631

Century Link (Qwest)
1801 California St, Suite 1160
Denver, CO 80202

Level 3 Communications
1025 Eldorado Blvd
Broomfield, CO 80021

Lupton Bottom Ditch
C/O Howard (Corkey) Cantrell
P.O. Box 305
Ft. Lupton, CO 80621

Figure O-1 *Property Ownership Map*



MAR 16, 2012 – 10:06:33

EXHIBIT P **MUNICIPALITIES WITHIN TWO MILES**

The following municipality is within two miles of the permit expansion area.

City of Fort Lupton
130 S. McKinley
P.O. Box 633
Fort Lupton, CO 80621
(303) 857-6694

EXHIBIT Q **NOTICE TO COUNTY COMMISSIONERS**

NOTICE OF FILING
FOR COLORADO MINED LAND RECLAMATION PERMIT
FOR **REGULAR (112) CONSTRUCTION MATERIALS EXTRACTION OPERATIONS**
NOTICE TO THE WELD COUNTY BOARD OF COUNTY COMMISSIONERS

L.G. Everist, Incorporated (the "Applicant/Operator") has applied for an amendment to their Fort Lupton Sand and Gravel Mine, a regular (112) reclamation permit (M-1999-120) from the Colorado Mined Land Reclamation Board ("the Board") to conduct an extraction of construction materials operation in Weld County. The attached information is being provided to notify you of the location and nature of the proposed operation. The entire application is on file with the Colorado Division of Reclamation, Mining & Safety ("the Division") and the local county clerk and recorders office.

The applicant proposes to reclaim the land as Developed Water Storage. Pursuant to C.R.S. 34-32.5-116(4)(m), C.R.S., the Board may confer with the local Board of County Commissioners before approving the post-mining land use. Accordingly, the Board would appreciate your comments on the proposed operation. Please note that, in order to preserve your right to a hearing before the Board on this application, you must submit written comments to the application within twenty (20) days of the date of last publication notice pursuant to Section 34-32.5-112(10), C.R.S.

If you would like to discuss the proposed post-mining land use, or any other issue regarding this application, please contact Division of Reclamation, Mining & Safety, 1313 Sherman St., Room 215, Denver, CO 80203, (303) 866-3567. You may also contact the applicant directly at the above address or phone number below.

L.G. Everist, Incorporated.
Attention: Lynn M. Shults
303-286-2245

Hand Delivered

EXHIBIT Q (cont.) **NOTICE TO SOIL CONSERVATION DISTRICT**

NOTICE OF FILING
FOR COLORADO MINED LAND RECLAMATION PERMIT
FOR **REGULAR (112) CONSTRUCTION MATERIALS EXTRACTION OPERATIONS**
NOTICE TO THE BOARD OF SUPERVISORS
OF THE LOCAL SOIL CONSERVATION DISTRICT
PLATTE VALLEY DISTRICT

L.G. Everist, Incorporated (the "Applicant/Operator") has applied for an amendment to their Fort Lupton Sand and Gravel Mine regular (112) reclamation permit (M-1999-120) from the Colorado Mined Land Reclamation Board ("the Board") to conduct an extraction of construction materials operation in Weld County. The attached information is being provided to notify you of the location and nature of the proposed operation. The entire application is on file with the Colorado Division of Reclamation, Mining & Safety ("the Division") and the local county clerk and recorders office.

The applicant proposes to reclaim the land to a Developed Water storage. Pursuant to C.R.S. 34-32.5-116(4)(m), C.R.S., the Board may confer with the Board of the local Soil Conservation District before approving the post-mining land use. Accordingly, the Board would appreciate your comments on the proposed operation. Please note that, in order to preserve your right to a hearing before the Board on this application, you must submit written comments to the application within twenty (20) days of the date of last publication notice pursuant to Section 34-32.5-112(10), C.R.S.

If you would like to discuss the proposed post-mining land use, or any other issue regarding this application, please contact Division of Reclamation, Mining & Safety, 1313 Sherman St., Room 215, Denver, CO 80203, (303) 866-3567. You may also contact the applicant directly at the above address or phone number below.

L.G. Everist, Incorporated.
Attention: Lynn M. Shults
303-286-2245

Hand Delivered

EXHIBIT R PROOF OF FILING WITH COUNTY CLERK AND RECORDER

March 23, 2012

Weld County Clerk to the Board
Board of County Commissioners Office
1150 O Street
Greeley, Colorado 80631

Re: Amendment of a Mined
Land Reclamation Permit

Dear Sir/Madam:

We are delivering to you herewith, an amendment to our approved permit application for the Fort Lupton Sand and Gravel Mine (permit # M-1999-120) operated by L.G. Everist, Incorporated. Two copies of the amendment application are on file with the Division of Reclamation, Mining & Safety.

This copy of the amendment application is delivered to you pursuant to 34-32.5-112(9)(a), Colorado Revised Statutes 1995, as amended, which states in part:

> .... the applicant shall place a copy of such application for public inspection at the office of the Board and Office of the County Clerk and Recorder of the county in which the affected land is located.

This book must be kept for public review until the amendment has been approved by the Division. We will contact you once it is and make arrangements to pickup this copy.

Please acknowledge receipt of the copy of the permit amendment by signing in the appropriate space provided below and returning one copy of this letter to the person delivering the book. This will be submitted to the Division of Reclamation, Mining & Safety to prove the amendment book was delivered to your office.

Yours truly,
ENVIRONMENT, INC.

Stevan L. O'Brian

enclosure

RECEIVED THIS ____ DAY OF _____, 2012, one copy of an application amendment packet for above referenced mine.

Weld County Clerk to the Board

By _____

EXHIBIT S — PERMANENT MAN MADE STRUCTURES

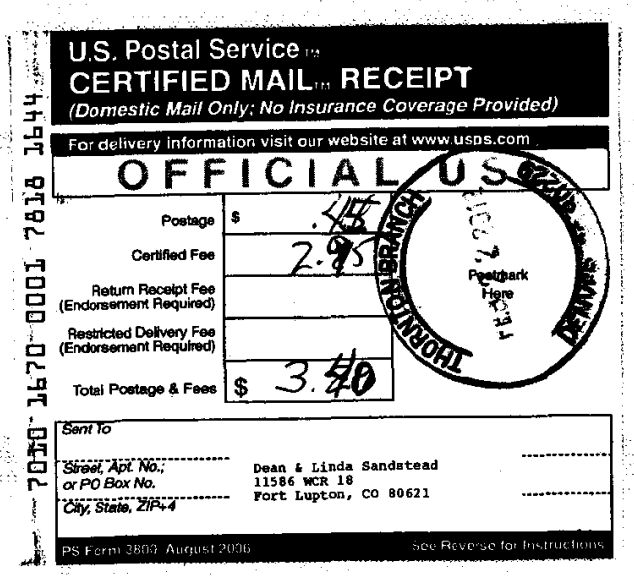
Permanent man-made structures within 200 ft of affected areas are located on all Map Exhibits and their owners are listed below. L.G. Everist, Inc. has entered into an agreement with the structure owner, when possible, or provided an engineering analysis supporting a setback of less than 200 feet. Proof of mailing receipts for the new structures listed below are attached. Structures within 200 feet of the existing permitted areas were addressed in the Slope Stability Analysis (SSA) prepared for the Fort Lupton Sand and Gravel Mine by Tetra Tech RMC in 2004 (Attachment D) and for the Lupton Meadows Reservoir in 2002 SSA & adequacy review response #1. The SSA's were developed based on materials in the vicinity of the existing mines and will be applicable for the new areas. L.G. Everist commits to implementing all recommendations and requirements found in the SSA reports.

OWNER	STRUCTURES	AGREEMENT STATUS		
		M-1999-104	M-2002-104	New Area (date mailed)
A. Oil & Gas Facilities				
Encana Oil & Gas (USA) Inc.	3 - Gas wells - Murata 4-19J, Harry Ewing #1, Ewing 13-30; flow-lines, 2 separators, 1-12' tanks, 10' tank	2004	2002	2/27/12
Nobel Energy Inc.	6 wells and flowlines, GNB 31-6, GNB 31-3, GNB 31-5J, GNB 1-4, GNB 36-8, GNB 36-1; 5-separators, 3-tanks, vault	NA	NA	2/27/12
Top Operating Company	7 - Wells, Dita #1A, Dita #1, Counter 1-40 (SI), Schneider #1, Schneider #4, Hitching #1, HEIN #2; 7 -flowlines, 4-12' tanks, concrete tank, 2-separator	2004	2002 SSA	2/27/12
K.P. Kauffman Company, Inc.	7 wells, 1415 Corp Unit "F", Vincent #1, Vincent #2, Ewing #1, Ewing 23-30, Shannon 24-30, Funakoshi A2; 6 flowlines, 4-pump units, 6-12' Tanks, 8' concrete tank, tin building, 4 - separators, gas burners, wire fence, oval tank.	2004	2002	2/27/12
Foundation Energy Management	2-oil/gas wells, Funakoshi #1, Amoco-Ewing #1; 2-pump units, flowlines, 5-12' tanks, 2 separators	NA	2002	2/27/12
Anadarko (dba Kerr-McGee) & Panhandle Eastern Pipeline CO.	5 wells - Sam Funakoshi gas unit #1, 1- gas well, Flowline, 3-12' tanks, 8' concrete tank, 10' tank, burner, misc. Gaslines, separator; Minox #2- gaswell, flowline, Tank; 1415 Corp GU "D", flowline, burner, concrete tank, 10' tank; Campbell 16-25, gasline, separator; Hein 15-25A, flowline,; 2-Natural gaslines	2004	2002	2/27/12
Duke Energy Field Services, Inc. & DCP Midstream LLC	2-natural gaslines 6-natural gaslines	2004 NA	NA 2002SSA	2/22/12
Colorado Interstate Gas/Western Pipelines	8-natural gaslines	2004	2002SSA	2/22/12
Panhandle Eastern Pipeline CO.		2004	2002SSA	2/22/12
KN Energy	2-natural gasline	NA	2002SSA	2/22/12
Welco Ventures	natural gasline	NA	NA	2/22/12
B. Utilities				
United Power	powerlines all sides & across permit areas	2004	2002SSA	2/22/12
Xcel Energy	2-natural gaslines	2004	2002SSA	2/22/12

OWNER	STRUCTURES	AGREEMENT STATUS		
		M-1999-104	M-2002-104	New Area (date mailed)
Century Link (Qwest)	communication lines around/across permit area	2004	2002SSA	2/22/12
Level 3 Communications	2-underground fiber optic lines	2004	NA	2/22/12
Rocky Mountain Energy Center LLC	3 water wells	NA	See Note #1	NA
C. Public Improvements				
Weld County Roads/Rights-of Way	WCR's 14.5, 18, 25, 23.5	2004	NA	2/22/12
D. Irrigation Ditches				
Lupton Bottom Ditch	Main line, East lateral bridges, misc. concrete headgates	2004	2007	2/22/12
E. Residences, Outbuildings Etc.				
Dean & Linda Sandstead	woven wire fence, water well	2004SSA	NA	2/22/12
City Of Thornton	wire fences	See note 1	NA	2/22/12
Freddy & Lisa Dodge	House, Garage, Fences, corrals, 2-sheds, Water Well	2004	NA	2/22/12
Darrell & Nelva Bearson	3 - strand wire fence, House, 2-sheds	NA	NA	2/22/12
Gomer & Julane Hill Living Trust	House, buildings, Water wells	2004	NA	NA
City of Aurora	slurry wall lined reservoir, Water well	see note #1	see note #1	NA
Ms. Penny Rankin	30' Road ROW, House, 2-3 wire fences, wood bridge over ditch 5- outbuildings, Water well	NA	2002SSA	2/22/12
Martha Inouye	Block Barn, wood corals, 4 strand wire fence	NA	NA	2/22/12
Ms. Anna Verbeek	4 strand wire fence	NA	NA	2/22/12
Ms. Lynda Stanek	pipe fence	NA	NA	2/22/12
Bonita Douglas	house, garage, 3 - sheds, woven wire fence, water well	NA	NA	2/22/12
CRYSTAL M. GUTIERREZ	House, fences, 3 - barns	NA	NA	3/23/12
Ms. Joyce Johnson	2 - wire fences	NA	NA	2/22/12
Roger & Judy Patterson	building, house, fences	NA	NA	2/22/12

Notes:
1. **Structure installed after permit was issued.**
2. **New structure agreements will be provided to the Division of Reclamation, Mining & Safety when received.**

PROOF OF MAILING



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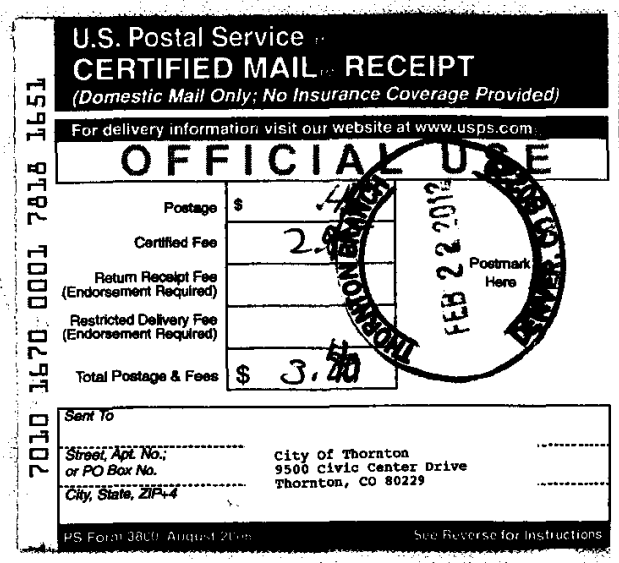
11586 WCR 18
City, State, ZIP+4 Fort Lupton, CO 80621
PS Form 3800, August 2006 See Reverse for Instructions
7010 1670 0001 7818 1644



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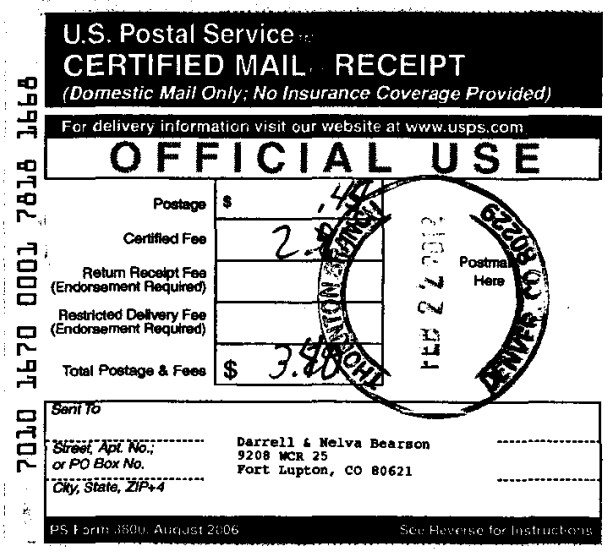

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City, State, ZIP+4 Fort Lupton, CO 80621
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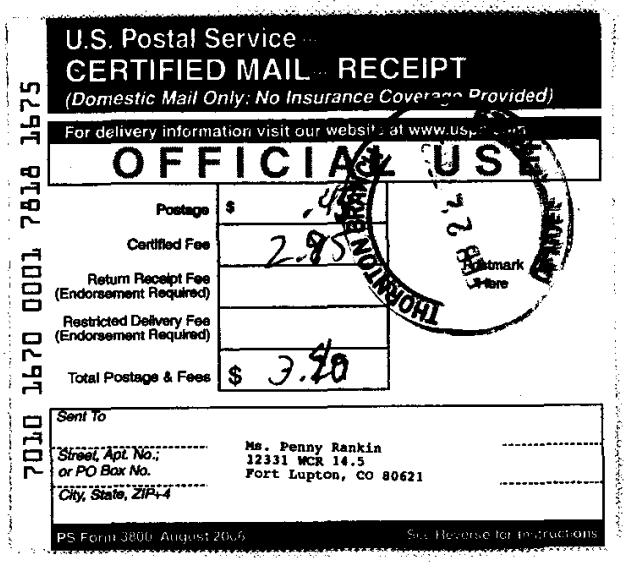

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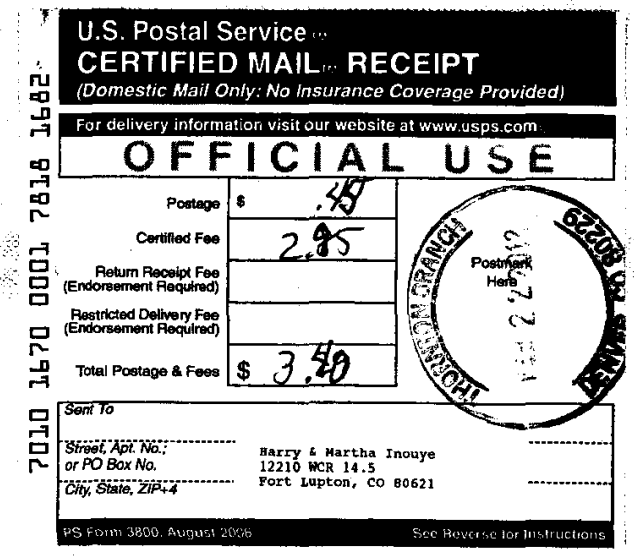
Postage $ .45
Certified Fee 2.85
Return Receipt Fee (Endorsement Required)
Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees $ 3.30
Postmark Here
FEB 22 2012
THORNTON BRANCH
DENVER
Sent To
Street, Apt. No.; or PO Box No. Ms. Penny Rankin
12331 WCR 14.5
City, State, ZIP+4 Fort Lupton, CO 80621
PS Form 3800, August 2006 See Reverse for Instructions
7010 1670 0001 7818 1675



U.S. Postal Service
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For delivery information visit our website at www.usps.com
OFFICIAL USE
Postage $ .45
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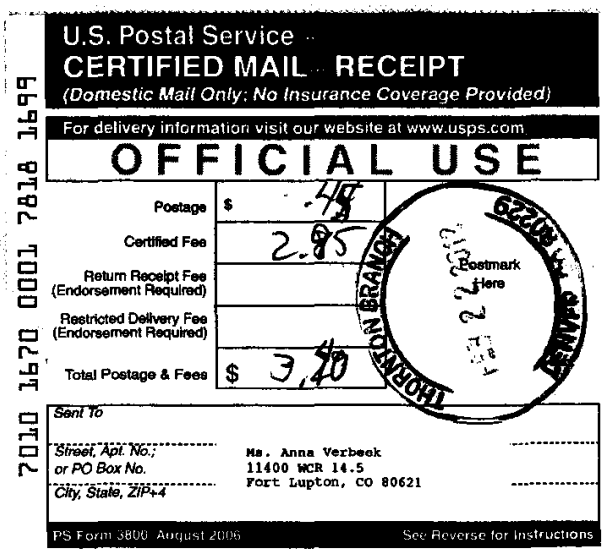
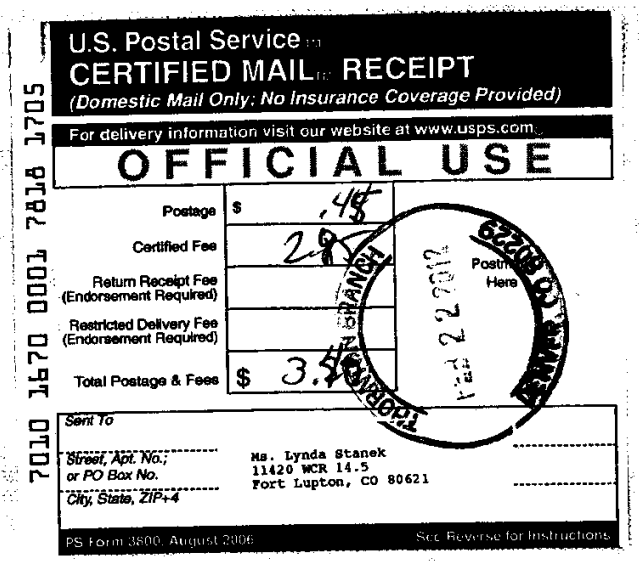
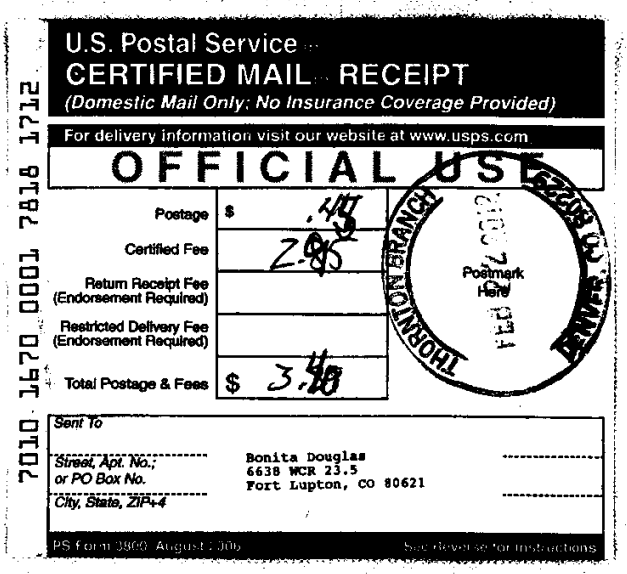
Return Receipt Fee (Endorsement Required)
Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees $ 3.30
Postmark Here
FEB 22 2012
THORNTON BRANCH
DENVER
Sent To
Street, Apt. No.; or PO Box No. Harry & Martha Inouye
12210 WCR 14.5
City, State, ZIP+4 Fort Lupton, CO 80621
PS Form 3800, August 2006 See Reverse for Instructions
7010 1670 0001 7818 1682

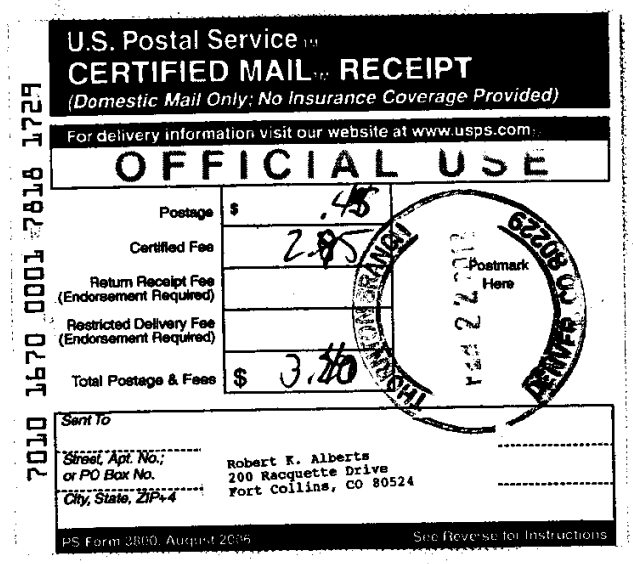


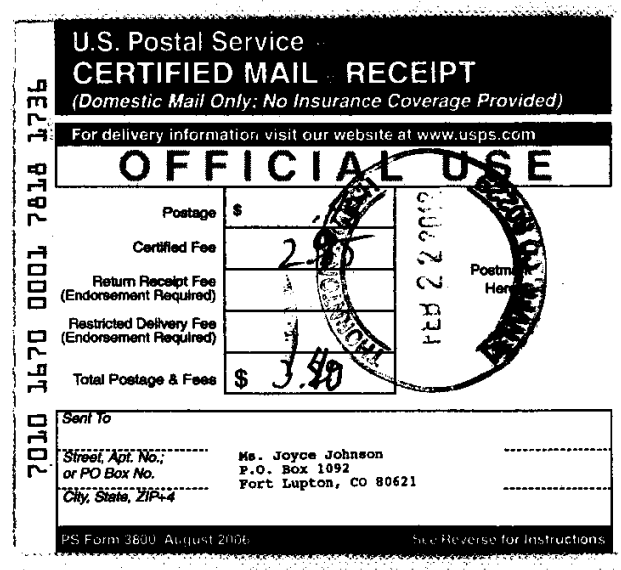
U.S. Postal Service
CERTIFIED MAIL RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)
For delivery information visit our website at www.usps.com
OFFICIAL USE
Postage $ .45
Certified Fee 2.85
Return Receipt Fee (Endorsement Required)
Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees $ 3.30
Postmark Here
FEB 22 2012
THORNTON BRANCH
DENVER
Sent To
Street, Apt. No.; or PO Box No. Ms. Anna Verbeek
11400 WCR 14.5
City, State, ZIP+4 Fort Lupton, CO 80621
PS Form 3800, August 2006 See Reverse for Instructions
7010 1670 0001 7818 1699

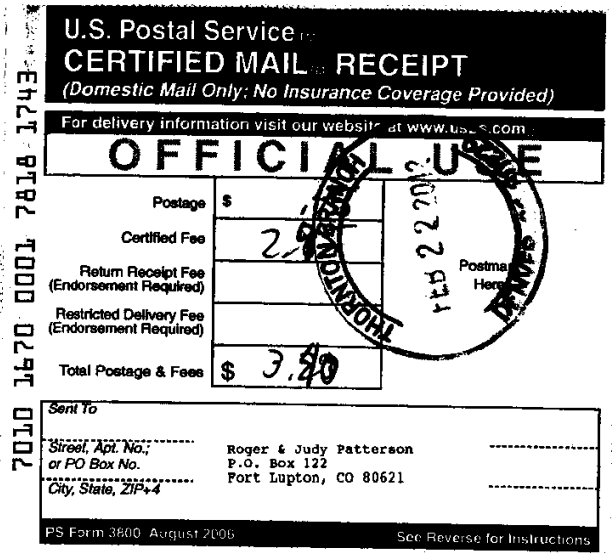
PROOF OF MAILING

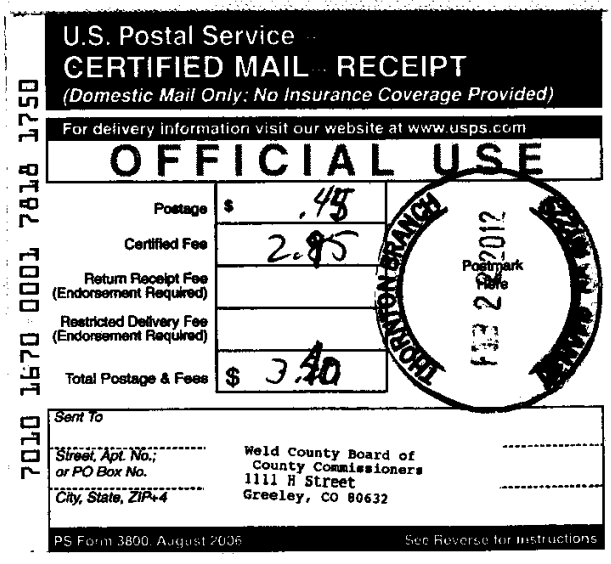












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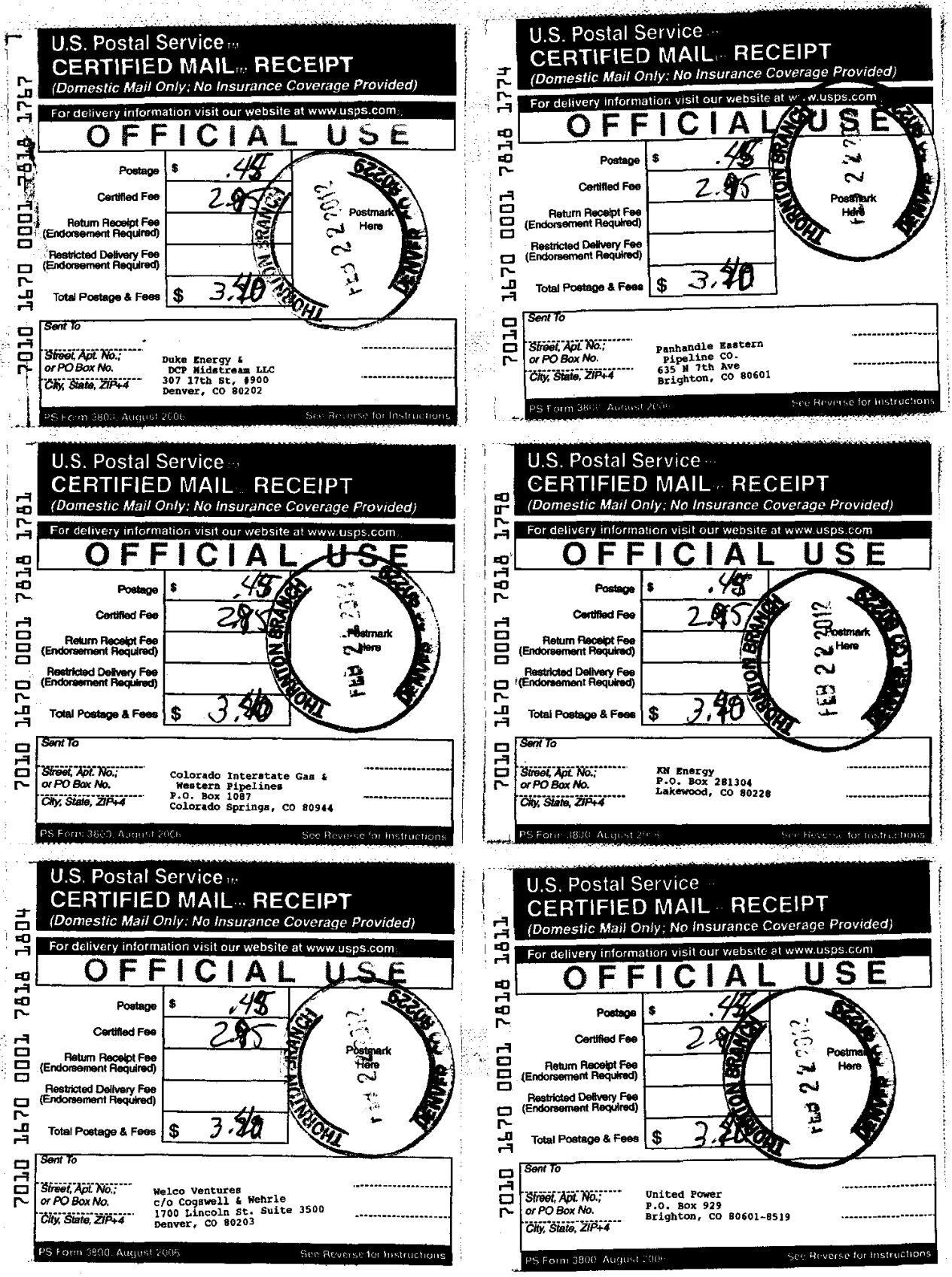

U.S. Postal Service
CERTIFIED MAIL RECEIPT
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For delivery information visit our website at www.usps.com
OFFICIAL USE
Postage $ .45
Certified Fee 2.95
Return Receipt Fee (Endorsement Required)
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Total Postage & Fees $ 3.40
Postmark Here
THORNTON BRANCH DENVER CO 80229 FEB 22 2012
Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Duke Energy & DCP Midstream LLC 307 17th St, #900 Denver, CO 80202
PS Form 3800, August 2006 See Reverse for Instructions
7010 1670 0001 7818 1767

U.S. Postal Service
CERTIFIED MAIL RECEIPT
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For delivery information visit our website at www.usps.com
OFFICIAL USE
Postage $ .45
Certified Fee 2.95
Return Receipt Fee (Endorsement Required)
Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees $ 3.40
Postmark Here
THORNTON BRANCH DENVER CO 80229 FEB 22 2012
Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Panhandle Eastern Pipeline CO. 635 N 7th Ave Brighton, CO 80601
PS Form 3800, August 2006 See Reverse for Instructions
7010 1670 0001 7818 1774

U.S. Postal Service
CERTIFIED MAIL RECEIPT
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For delivery information visit our website at www.usps.com
OFFICIAL USE
Postage $ .45
Certified Fee 2.95
Return Receipt Fee (Endorsement Required)
Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees $ 3.40
Postmark Here
THORNTON BRANCH DENVER CO 80229 FEB 22 2012
Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Colorado Interstate Gas & Western Pipelines P.O. Box 1087 Colorado Springs, CO 80944
PS Form 3800, August 2006 See Reverse for Instructions
7010 1670 0001 7818 1781

U.S. Postal Service
CERTIFIED MAIL RECEIPT
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For delivery information visit our website at www.usps.com
OFFICIAL USE
Postage $ .45
Certified Fee 2.95
Return Receipt Fee (Endorsement Required)
Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees $ 3.40
Postmark Here
THORNTON BRANCH DENVER CO 80229 FEB 22 2012
Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
KN Energy P.O. Box 281304 Lakewood, CO 80228
PS Form 3800, August 2006 See Reverse for Instructions
7010 1670 0001 7818 1798

U.S. Postal Service
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For delivery information visit our website at www.usps.com
OFFICIAL USE
Postage $ .45
Certified Fee 2.95
Return Receipt Fee (Endorsement Required)
Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees $ 3.40
Postmark Here
THORNTON BRANCH DENVER CO 80229 FEB 22 2012
Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Welco Ventures c/o Cogswell & Wehrle 1700 Lincoln St. Suite 3500 Denver, CO 80203
PS Form 3800, August 2006 See Reverse for Instructions
7010 1670 0001 7818 1804

U.S. Postal Service
CERTIFIED MAIL RECEIPT
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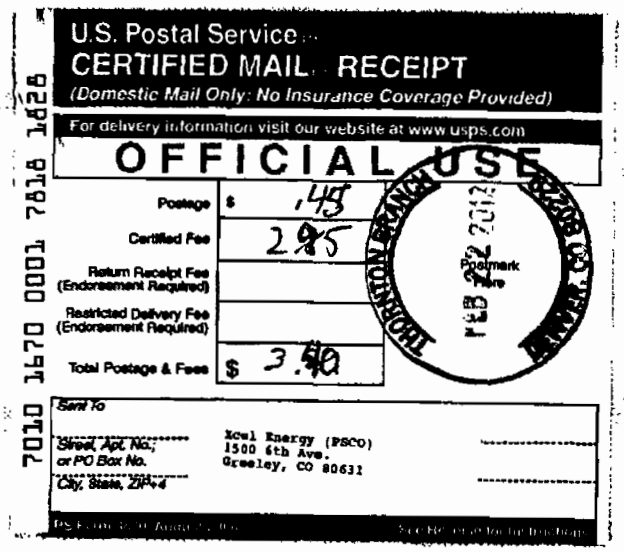
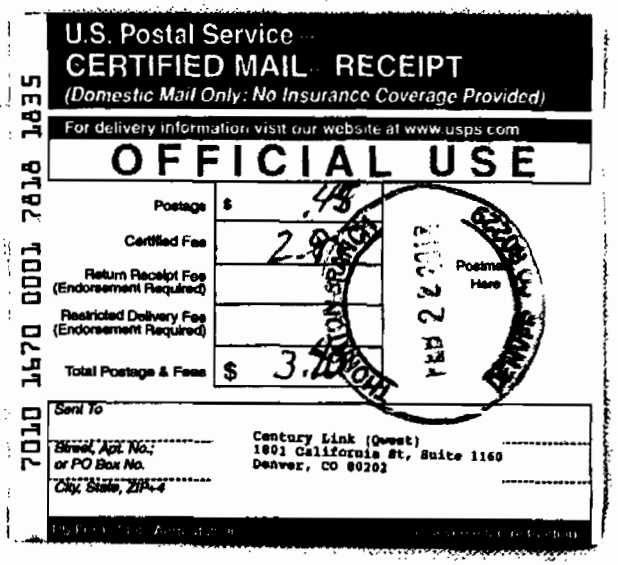
For delivery information visit our website at www.usps.com
OFFICIAL USE
Postage $ .45
Certified Fee 2.95
Return Receipt Fee (Endorsement Required)
Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees $ 3.40
Postmark Here
THORNTON BRANCH DENVER CO 80229 FEB 22 2012
Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
United Power P.O. Box 929 Brighton, CO 80601-8519
PS Form 3800, August 2006 See Reverse for Instructions
7010 1670 0001 7818 1811

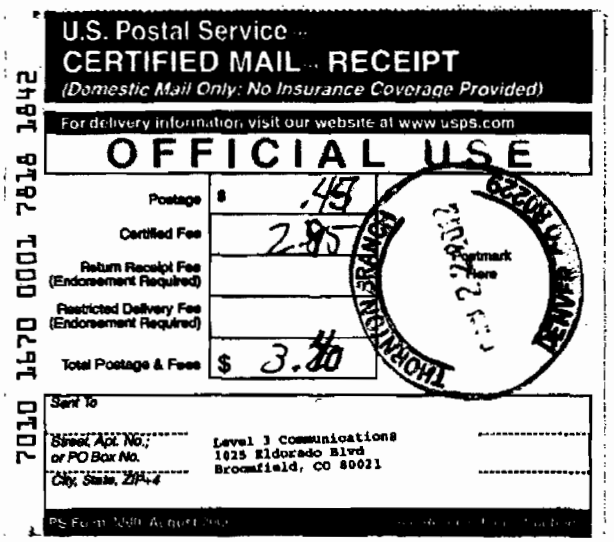
PROOF OF MAILING



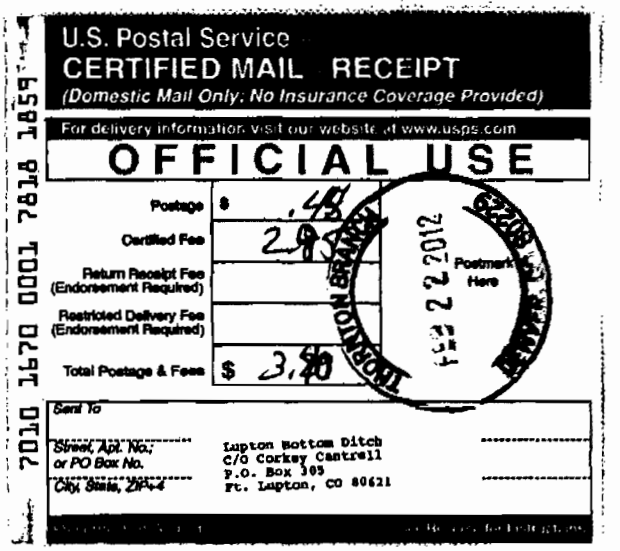
U.S. Postal Service
CERTIFIED MAIL RECEIPT
(Domestic Mail Only: No Insurance Coverage Provided)
For delivery information visit our website at www.usps.com
OFFICIAL USE
Postage $ .45
Certified Fee 2.95
Return Receipt Fee (Endorsement Required)
Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees $ 3.40
Postmark Here FEB 22 2012
Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Xcel Energy (PSCO)
1500 6th Ave.
Greeley, CO 80631
7010 1670 0001 7818 1828



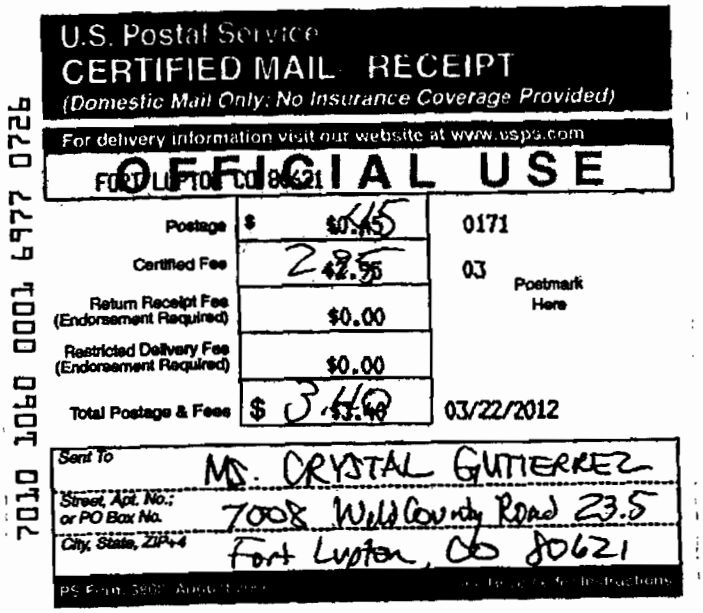
U.S. Postal Service
CERTIFIED MAIL RECEIPT
(Domestic Mail Only: No Insurance Coverage Provided)
For delivery information visit our website at www.usps.com
OFFICIAL USE
Postage $ .45
Certified Fee 2.95
Return Receipt Fee (Endorsement Required)
Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees $ 3.40
Postmark Here FEB 22 2012
Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Century Link (Qwest)
1801 California St, Suite 1160
Denver, CO 80202
7010 1670 0001 7818 1835



U.S. Postal Service
CERTIFIED MAIL RECEIPT
(Domestic Mail Only: No Insurance Coverage Provided)
For delivery information visit our website at www.usps.com
OFFICIAL USE
Postage $ .45
Certified Fee 2.95
Return Receipt Fee (Endorsement Required)
Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees $ 3.40
Postmark Here FEB 22 2012
Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Level 3 Communications
1025 Eldorado Blvd
Broomfield, CO 80021
7010 1670 0001 7818 1842

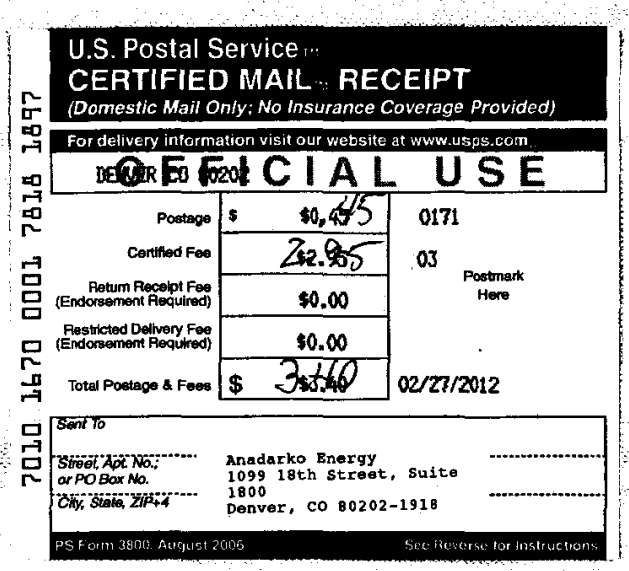


U.S. Postal Service
CERTIFIED MAIL RECEIPT
(Domestic Mail Only: No Insurance Coverage Provided)
For delivery information visit our website at www.usps.com
OFFICIAL USE
Postage $ .45
Certified Fee 2.95
Return Receipt Fee (Endorsement Required)
Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees $ 3.40
Postmark Here FEB 22 2012
Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Lupton Bottom Ditch
C/O Corkey Cantrell
P.O. Box 305
Ft. Lupton, CO 80621
7010 1670 0001 7818 1859



U.S. Postal Service
CERTIFIED MAIL RECEIPT
(Domestic Mail Only: No Insurance Coverage Provided)
For delivery information visit our website at www.usps.com
FORT LUPTON, CO 80621
OFFICIAL USE
Postage $ $0.45 0171
Certified Fee 2.85 03
Return Receipt Fee (Endorsement Required) $0.00
Restricted Delivery Fee (Endorsement Required) $0.00
Total Postage & Fees $ 3.40 03/22/2012
Postmark Here
Sent To MS. CRYSTAL GUTIERREZ
Street, Apt. No.; or PO Box No. 7008 Weld County Road 23.5
City, State, ZIP+4 Fort Lupton, CO 80621
7010 1040 0001 6977 0726

PROOF OF MAILING - OIL & GAS WELLS



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For delivery information visit our website at www.usps.com
DENVER CO 80202
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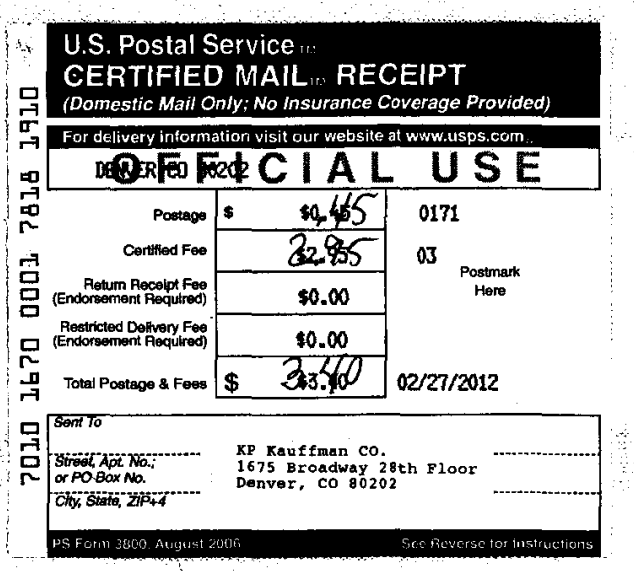
Postage	$ $0.45	0171
Certified Fee	2.95	03
Return Receipt Fee (Endorsement Required)	$0.00	Postmark Here
Restricted Delivery Fee (Endorsement Required)	$0.00	
Total Postage & Fees	$ 3.40	02/27/2012

7010 1670 0001 7818 1897

Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Anadarko Energy
1099 18th Street, Suite 1800
Denver, CO 80202-1918

PS Form 3800, August 2006 See Reverse for Instructions



U.S. Postal Service™
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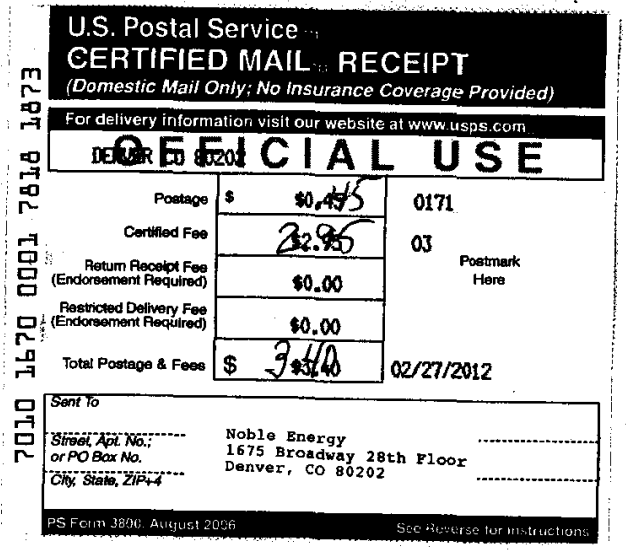
For delivery information visit our website at www.usps.com
DENVER CO 80202
OFFICIAL USE

Postage	$ $0.45	0171
Certified Fee	2.95	03
Return Receipt Fee (Endorsement Required)	$0.00	Postmark Here
Restricted Delivery Fee (Endorsement Required)	$0.00	
Total Postage & Fees	$ 3.40	02/27/2012

7010 1670 0001 7818 1910

Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
KP Kauffman CO.
1675 Broadway 28th Floor
Denver, CO 80202

PS Form 3800, August 2006 See Reverse for Instructions



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CERTIFIED MAIL™ RECEIPT
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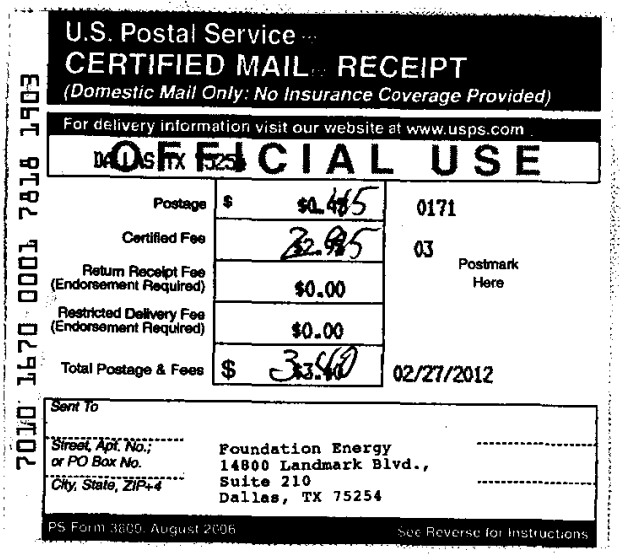
For delivery information visit our website at www.usps.com
DENVER CO 80202
OFFICIAL USE

Postage	$ $0.45	0171
Certified Fee	2.95	03
Return Receipt Fee (Endorsement Required)	$0.00	Postmark Here
Restricted Delivery Fee (Endorsement Required)	$0.00	
Total Postage & Fees	$ 3.40	02/27/2012

7010 1670 0001 7818 1873

Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Noble Energy
1675 Broadway 28th Floor
Denver, CO 80202

PS Form 3800, August 2006 See Reverse for Instructions



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CERTIFIED MAIL™ RECEIPT
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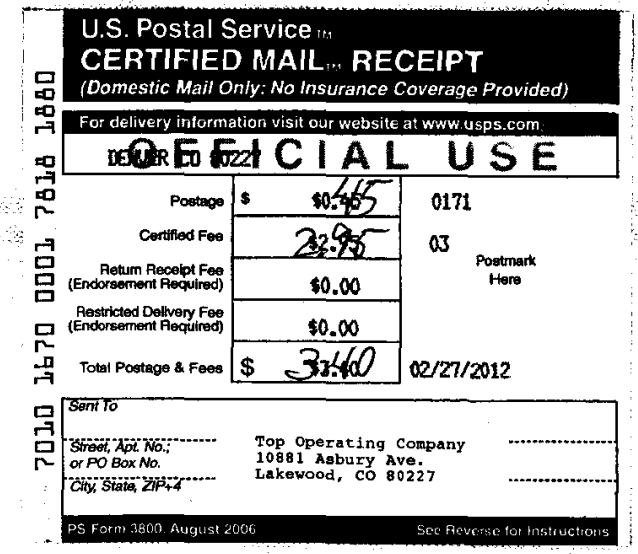
For delivery information visit our website at www.usps.com
DALLAS TX 75254
OFFICIAL USE

Postage	$ $0.45	0171
Certified Fee	2.95	03
Return Receipt Fee (Endorsement Required)	$0.00	Postmark Here
Restricted Delivery Fee (Endorsement Required)	$0.00	
Total Postage & Fees	$ 3.40	02/27/2012

7010 1670 0001 7818 1903

Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Foundation Energy
14800 Landmark Blvd.,
Suite 210
Dallas, TX 75254

PS Form 3800, August 2006 See Reverse for Instructions



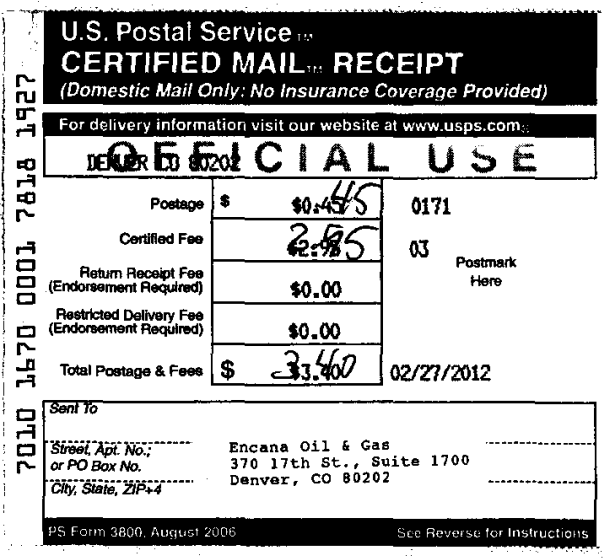
U.S. Postal Service™
CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)
For delivery information visit our website at www.usps.com
DENVER CO 80227
OFFICIAL USE

Postage	$ $0.45	0171
Certified Fee	2.95	03
Return Receipt Fee (Endorsement Required)	$0.00	Postmark Here
Restricted Delivery Fee (Endorsement Required)	$0.00	
Total Postage & Fees	$ 3.40	02/27/2012

7010 1670 0001 7818 1880

Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Top Operating Company
10881 Asbury Ave.
Lakewood, CO 80227

PS Form 3800, August 2006 See Reverse for Instructions



U.S. Postal Service™
CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)
For delivery information visit our website at www.usps.com
DENVER CO 80202
OFFICIAL USE

Postage	$ $0.45	0171
Certified Fee	2.95	03
Return Receipt Fee (Endorsement Required)	$0.00	Postmark Here
Restricted Delivery Fee (Endorsement Required)	$0.00	
Total Postage & Fees	$ 3.40	02/27/2012

7010 1670 0001 7818 1927

Sent To
Street, Apt. No.; or PO Box No.
City, State, ZIP+4
Encana Oil & Gas
370 17th St., Suite 1700
Denver, CO 80202

PS Form 3800, August 2006 See Reverse for Instructions

APPENDIX

PUBLIC NOTICE

PUBLISHED NOTICE OF APPLICATION AMENDMENT FILING FOR A REGULAR (112) CONSTRUCTION MATERIALS RECLAMATION PERMIT

L.G. Everist, Incorporated has filed an application amendment to their Reclamation Permit with the Colorado Mined Land Reclamation Board under the provisions of the Colorado Mined Land Reclamation Act for the extraction of construction materials. The mine is known as the Fort Lupton Sand and Gravel Mine (permit # M-1999-120) and is located in parts of Sections 19, 30 & 31, T-2-N, R-66-W and parts of Sections 25 & 36, T-2-N, R-67-W, 6th Principal Meridian, Weld County, Colorado.

The date of commencement for this mine was 1999 and the proposed date of completion December 2047. The proposed future use of the land is as developed water storage.

Additional information and the tentative decision date may be obtained from the Division of Reclamation, Mining & Safety, 1313 Sherman St., Suite 215, Denver, CO 80203 (303) 866-3567, or at the Weld County Clerk to the Board's office, 1150 "O" St., Greeley, Colorado 80632, or the above named applicant.

Comments must be in writing and must be received by the Division of Minerals and Geology by 4:00 p.m. on _____, 2012.

Please note that comments related to noise, truck traffic, hours of operation, visual impacts, effects on property values and other social or economic concerns are issues not subject to this Office's jurisdiction. These subjects and similar ones, are typically addressed by your local governments, rather that the Division of Reclamation, Mining & Safety or the Mined Land Reclamation Board.

L.G. Everist, Inc.
Henderson, Colorado

First Publication:
Second Publication:
Third Publication:
Last Publication:
Published in:

NOTICE

This site is the location of a proposed construction materials operation known as the Fort Lupton Sand and Gravel Mine, Permit # M-1999-120. L.G. Everist, Incorporated, whose address and phone number is 7321 E. 88th Ave, Suite 200, Henderson, CO 80640, (303) 287-4656, has applied for an amendment to a Regular Reclamation Permit with the Colorado Mined Land Reclamation Board. Anyone wishing to comment on the application may view the application at the Weld County Clerk to the Board, Board of County Commissioners office, 1150 O Street, Greeley, CO. 80631, and should send comments prior to the end of the public comment period to the Division of Reclamation, Mining & Safety, 1313 Sherman St, Room 215, Denver, CO 80203.

Certification

I, Steven L. O'Brian, hereby certify that I posted a sign containing the above notice for the proposed permit area known as the Fort Lupton Sand and Gravel Mine, on 23- MARCH - 2012.

Signature

March 23, 2012
Date

Environment, Inc.

LARRY E. O'BRIAN
FOUNDER

STEVAN L. O'BRIAN
PRESIDENT

7985 VANCE DRIVE, SUITE 205A
ARVADA, COLORADO 80003
303-423-7297
FAX 303-423-7599

March 23, 2012

Weld County Clerk to the Board
Board of County Commissioners Office
1150 O Street
Greeley, Colorado 80631

Re: Amendment of a Mined
Land Reclamation Permit

Dear Sir/Madam:

We are delivering to you herewith, an amendment to our approved permit application for the Fort Lupton Sand and Gravel Mine (permit # M-1999-120) operated by L.G. Everist, Incorporated. Two copies of the amendment application are on file with the Division of Reclamation, Mining & Safety.

This copy of the amendment application is delivered to you pursuant to 34-32.5-112(9)(a), Colorado Revised Statutes 1995, as amended, which states in part:

> .... the applicant shall place a copy of such application for public inspection at the office of the Board and Office of the County Clerk and Recorder of the county in which the affected land is located.

This book must be kept for public review until the amendment has been approved by the Division. We will contact you once it is and make arrangements to pickup this copy.

Please acknowledge receipt of the copy of the permit amendment by signing in the appropriate space provided below and returning one copy of this letter to the person delivering the book. This will be submitted to the Division of Reclamation, Mining & Safety to prove the amendment book was delivered to your office.

Yours truly,
ENVIRONMENT, INC.

Stevan L. O'Brian

enclosure

Weld County Clerk to the Board

By Tonya Disney
3-26-12

Environment, Inc.

LARRY E. O'BRIAN
FOUNDER

STEVAN L. O'BRIAN
PRESIDENT

7985 VANCE DRIVE, SUITE 205A
ARVADA, COLORADO 80003
303-423-7297
FAX 303-423-7599

March 23, 2012

Weld County Board of
County Commissioners
915 10th Street
Greeley, Colorado 80631

Dear Board Members;

Re: Amended application for a Mined
Land Reclamation Permit

We are delivering to you here a Notice of Application and supporting documents for the Fort Lupton Sand and Gravel Mine to be operated by L.G. Everist, Incorporated, pursuant to rule 2.2.2(1), Colorado Mined Land Reclamation Board - Mineral Rules and Regulations.

Please acknowledge receipt of this notice by signing in the appropriate space provided below and return a signed copy of this cover letter to the person delivering it. We need to submit this copy to the Division of Reclamation, Mining & Safety as proof of our filing with you.

Respectfully Submitted,

Stevan L. O'Brian

enclosure

RECEIVED THIS 26th DAY OF March 2012

Weld County Board of County Commissioners

By Tonya Disney

Title Clerk to Board.

Environment, Inc.

LARRY E. O'BRIAN
FOUNDER

STEVAN L. O'BRIAN
PRESIDENT

7985 VANCE DRIVE, SUITE 205A
ARVADA, COLORADO 80003
303-423-7297
FAX 303-423-7599

March 23, 2012

Board of Supervisors
Platte Valley Soil Conservation District
57 West Bromley Lane
Brighton, Colorado 80601-2697

Dear Board members:

Re: Application for a Mined
Land Reclamation Permit

We are delivering to you here a Notice of Application and supporting documents for the Fort Lupton Sand and Gravel Mine to be operated by L.G. Everist, Incorporated, pursuant to rule 2.2.2(1), Colorado Mined Land Reclamation Board - Mineral Rules and Regulations.

Please acknowledge receipt of this notice by signing in the appropriate space provided below and return a signed copy of this cover letter to the person delivering it. We need to submit this copy to the Division of Reclamation, Mining & Safety as proof of our filing with you.

Respectfully Submitted,

Stevan L. O'Brian

enclosure

RECEIVED THIS 23 DAY OF March, 2012

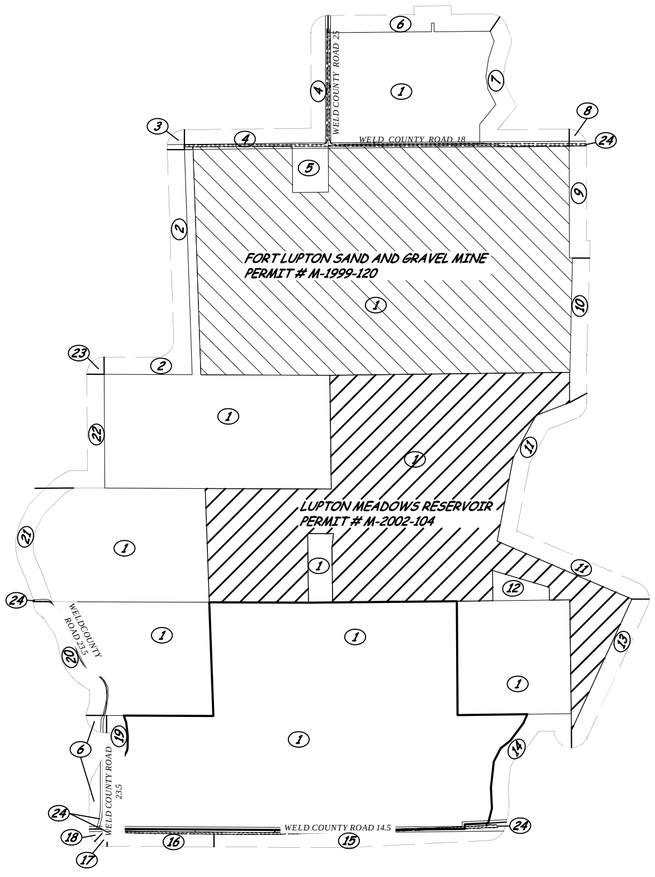
Platte Valley Soil Conservation District

By Jennifer Cox

Title _____

LEGEND

- PERMIT BOUNDARY/ AFFECTED LANDS
- 200 FOOT LIMIT
- COMMUNICATION LINES
- OVERHEAD ELECTRIC LINES
- UNDER GROUND ELECTRIC LINES
- FENCE
- FIBER OPTIC LINES
- AS BUILT SLURRY WALL
- GAS LINES
- FENCE
- ROW LINES
- 1982 - 100 YR FLOOD PLAIN LINE
- ROADS (EXISTING GRAVEL)
- PAVED ROADS
- OIL/GAS WELLS
- GAS WELLS
- LGE-881WBC-73' WATER WELL
- BUILDINGS
- RIVER
- CREEK/DITCH
- IRRIGATION DITCH
- TOPO CONTOUR
- WATER RECYCLING- SETTLING PONDS
- EXCLUSION AREA
- PLANT SITE



OWNERSHIP

1. L.G. Everist, Inc.
   7321 E. 88th Ave, Suite 200
   Henderson, CO 80640
2. Dean & Linda Sandstead
   11586 WCR 18
   Fort Lupton, CO 80621
3. Denton & Nancy Dykes
   11527 WCR 18
   Fort Lupton, CO 80621
4. City Of Thornton
   9500 Civic Center Drive
   Thornton, CO 80229
5. Freddy & Lisa Dodge
   11992 WCR 18
   Fort Lupton, CO 80621
6. Mr. Richard Hein
   5290 E. Yale Circle No.103
   Denver, CO 80222
7. Darrell & Nelva Bearson
   9208 WCR 25
   Fort Lupton, CO 80621
8. Mark & Kelly Kinnear
   12857 WCR 18
   Fort Lupton, CO 80621
9. Gomer & Julane Hill Living Trust
   12526 WCR 18
   Fort Lupton, CO 80621
10. City of Aurora
    15151 E. Alameda Pkwy. #3600
    Aurora, CO 80012
11. DWW Ewing Farms LLC
    7501 US Highway 85
    Fort Lupton, CO 80621
12. Ms. Penny Rankin
    12331 WCR 14.5
    Fort Lupton, CO 80621
13. City of Fort Lupton
    P.O. Box 633
    Fort Lupton, CO 80621
14. So. Platte Valley Historic Society
    P.O. Box 633
    Fort Lupton, CO 80621
15. Ms. Martha Inouye
    12210 WCR 14.5
    Fort Lupton, CO 80621
16. Color Star Growers of Colorado, Inc.
    P.O. Box 619
    Fort Lupton, CO 80621
17. Ms. Anna Verbeek
    11400 WCR 14.5
    Fort Lupton, CO 80621
18. Ms. Lynda Stanek
    11420 WCR 14.5
    Fort Lupton, CO 80621
19. Bonita Douglas
    6638 WCR 23.5
    Fort Lupton, CO 80621
20. Sam & Frances Funakoshi Living Trust
    6757 WCR 23.5
    Fort Lupton, CO 80621
21. Crystal M. Gutierrez
    7008 WCR 23.5
    Fort Lupton, CO 80621
22. Ms. Joyce Johnson
    P.O. Box 1092
    Fort Lupton, CO 80621
23. Roger & Judy Patterson
    P.O. Box 122
    Fort Lupton, CO 80621
24. Weld County Roads c/o Right-of Way
    1111 H Street
    Greeley, CO 80632

MAN MADE STRUCTURES ON AND WITHIN 200 FEET OF PERMIT BOUNDARY

A. Oil and Gas Structures

Encana Oil & Gas (USA) Inc.
3 Gas well - Murata 4-19J,Harry Ewing #1, Ewing 13-30 flowline, 2 separators, 1-12'tanks, 10' tank

Nobel Energy Inc.
6 wells and flowlines, GNB 31-6, GNB 31-3, GNB 31-5J, GNB 1-4, GNB 36-8, GNB 36-1, 5-separators, 3-tanks, vault

Top Operating Company
6 wells and flowlines Dita #1A, Dita #1, Counter 1-40, Schneider #1, Schneider #4, Hitching #1, 2 - 12' tanks, concrete tank, separator

K.P. Kauffman Company, Inc.
7 wells, 1415 Corp Unit "F", Vincent #1, Vincent #2, Ewing #1, Ewing 123-30, Shannon 24-30, Funakoshi A2; 7 flowlines, 4-pump units, 4-12' Tanks, 8' concrete tank, tin buildings, 5 - separators, gas burner, wire fences, oval tank.

Foundation Energy Management
2 gas wells, Funakoshi #1, Amaco-Ewing #1; 2 pump units, flowline, 4-12' tanks, 2 separators

Anadarko
3 gas wellsSam Funakoshi gas unit #1, Mixon #2, 1415 Corp GU "D"; 3 Flowlines, 3-12' tanks, 8' concrete tank, 2-10' tanks, 2 burners, misc. Gaslines, separator

Duke Energy Field Services, Inc. & Associated Natural Gas
2-natural gaslines

Colorado Interstate Gas & Western Pipelines
8-natural gaslines

Panhandle Eastern Pipeline CO. (AKA Anadarko)
2-Natural gasline

DCP Midstream LLC
6-natural gasline

KN Energy
2-natural gasline

Welco Ventures
natural gasline

B. Utilities

United Power
powerlines all sides & across permit areas

Xcel Energy
2-natural gaslines

Century Link (Qwest)
communication lines around/across permit area

B. Utilities (cont)

Level # Communications
2-underground fiber optic lines

Rocky Mountain Energy Center LLC
3-water wells

C. Public Improvements

Weld County Roads/Rights-of Way
WCR's 14.5, 18, 25, 23.5

D. Irrigation Ditches

Lupton Bottom Ditch
Main line, East lateral
bridges, misc. concrete headgates

E. Residences, Outbuildings Etc.

Dean & Linda Sandstead
woven wire fence, water well

City Of Thornton
wire fences

Freddy & Lisa Dodge
House, Garage, Fences, corrals, 2-sheds, Water Well

Darrell & Nelva Bearson
3 - strand wire fence, House, 2-sheds

Gomer & Julane Hill Living Trust
House, buildings, Water well

City of Aurora
slurry wall lined reservoir, Water well

Ms. Penny Rankin
30' Road ROW, House, 2-3 wire fences, wood bridge over ditch
5- outbuildings, Water well

Ms. Martha Inouye
Block Barn, wood corals, 4 strand wire fence

Ms. Anna Verbeek
4 strand wire fence

Ms. Lynda Stanek
pipe fence

Bonita Douglas
house, garage, 3- sheds, woven wire fence, water well

Crystal M. Gutierrez
House, fence, 3- barns

Ms. Joyce Johnson
2 - wire fences

Roger & Judy Patterson
building, house, fences

N

100 0 200 400

SCALE 1"=400'

Parts of Section 19, 30 & 31, T-2-N, R-66-W and Parts of Sections 25 & 36, T-2-N, R-67-W of the 6th P.M., County Of Weld, State Of Colorado

Map Exhibit C - Pre-Mining Map

PREPARED BY: ENVIRONMENT, INC.
7985 VANCE DR., # 205A
ARVADA, CO 80003
(303) 423-7297
Environment_inc@outdrs.net

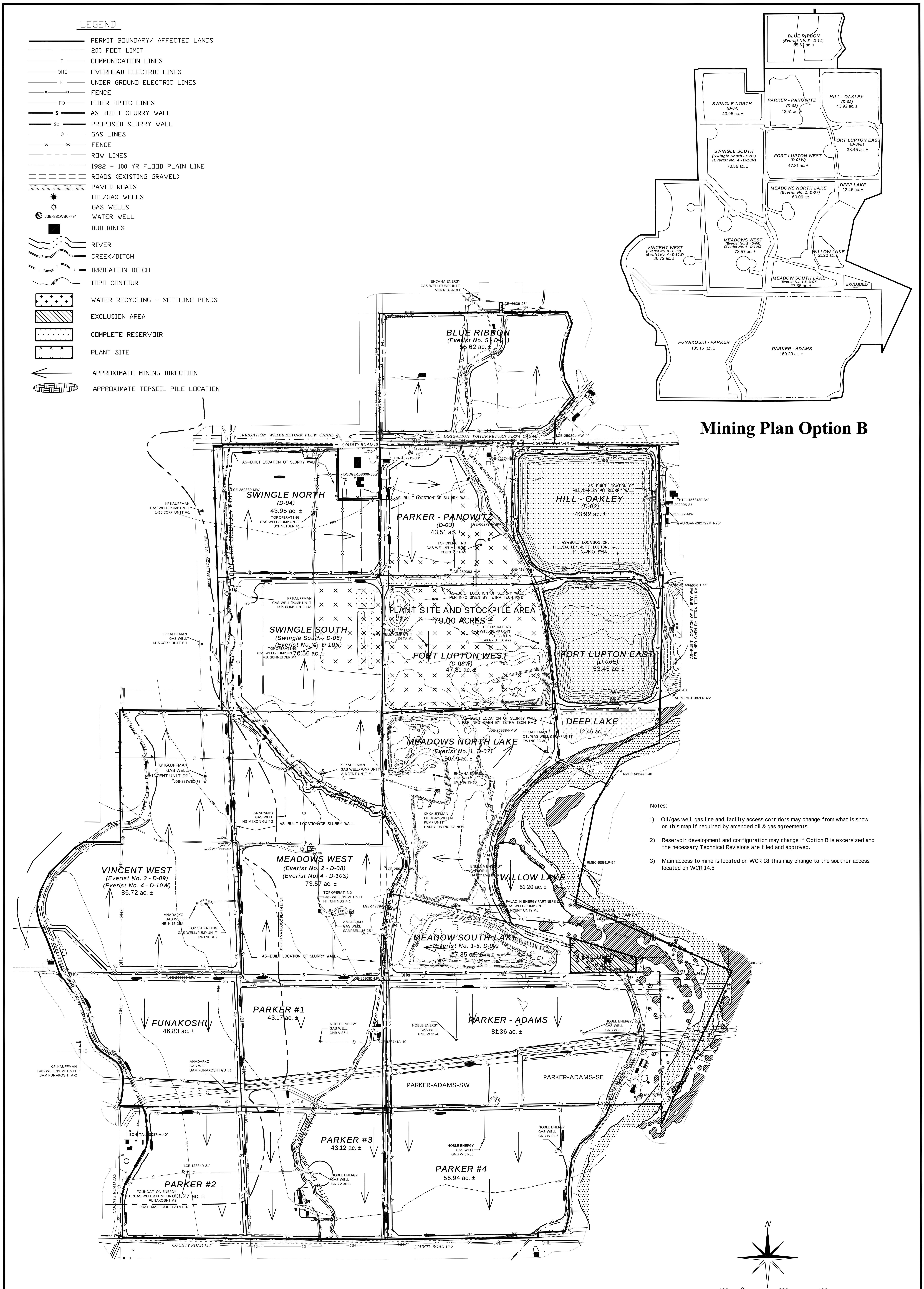
AMENDMENT
FOR
FORT LUPTON SAND AND GRAVEL
PERMIT # M-1999-120

REVISIONS:	DATE:
ORIGINAL PERMIT	12/1999
AMENDMENT – ADDED 698.90 ACRES	03/2012

L.G. Everist, Inc.
7321 East 88th Avenue | Henderson, Colorado 80640
phone: (303) 287-4656 | fax: (303) 289-1348

CHECKED BY:	DRAWN BY:	SCALE:	FILE NAME:	DATE:
INITIALS	ENV/SLO	1"=400'	FLSG-C-Map	3/15/2012

MAR 19, 2012 – 18:47:34



Parts of Section 19, 30 & 31, T-2-N, R-66-W and Parts of Sections 25 & 36, T-2-N, R-67-W of the 6th P.M., County Of Weld, State Of Colorado

Map Exhibit C-1 - Mining Plan Map

PREPARED BY: ENVIRONMENT, INC.
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AMENDMENT
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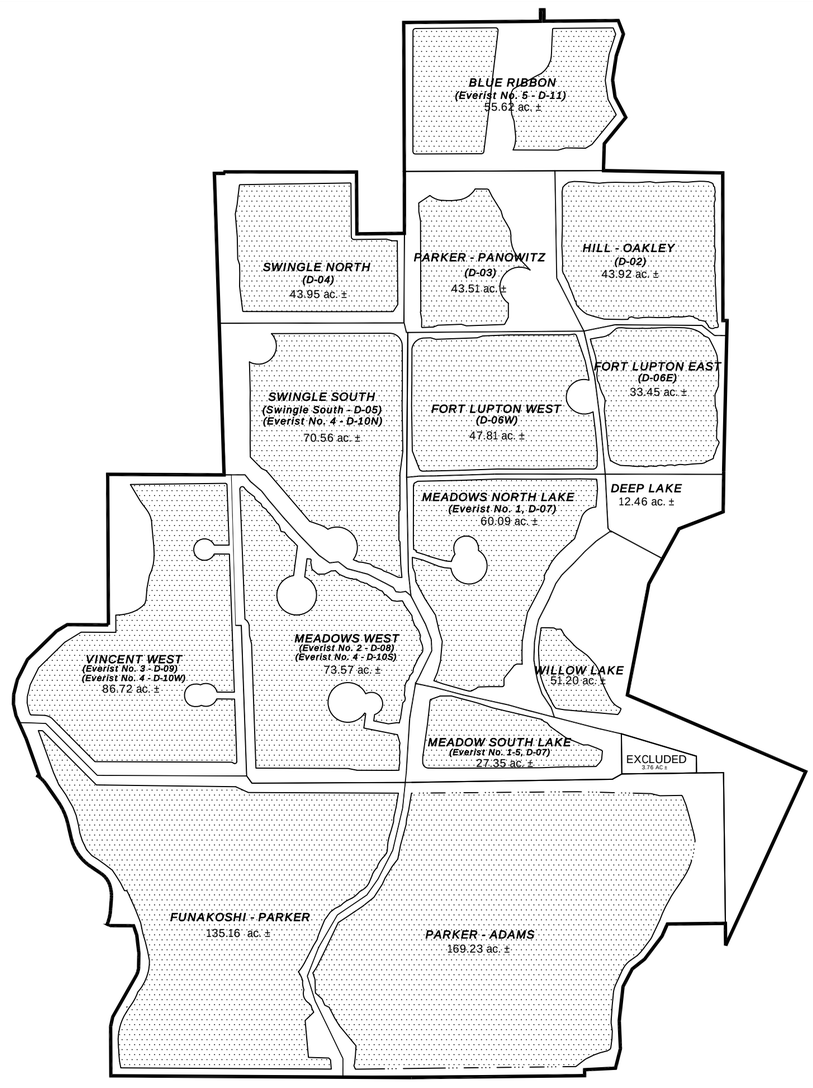
CHECKED BY: INITIALS
DRAWN BY: ENV/SLO
SCALE: 1"=400'
FILE NAME: FLSG-C1-Map
DATE: 3/19/2012

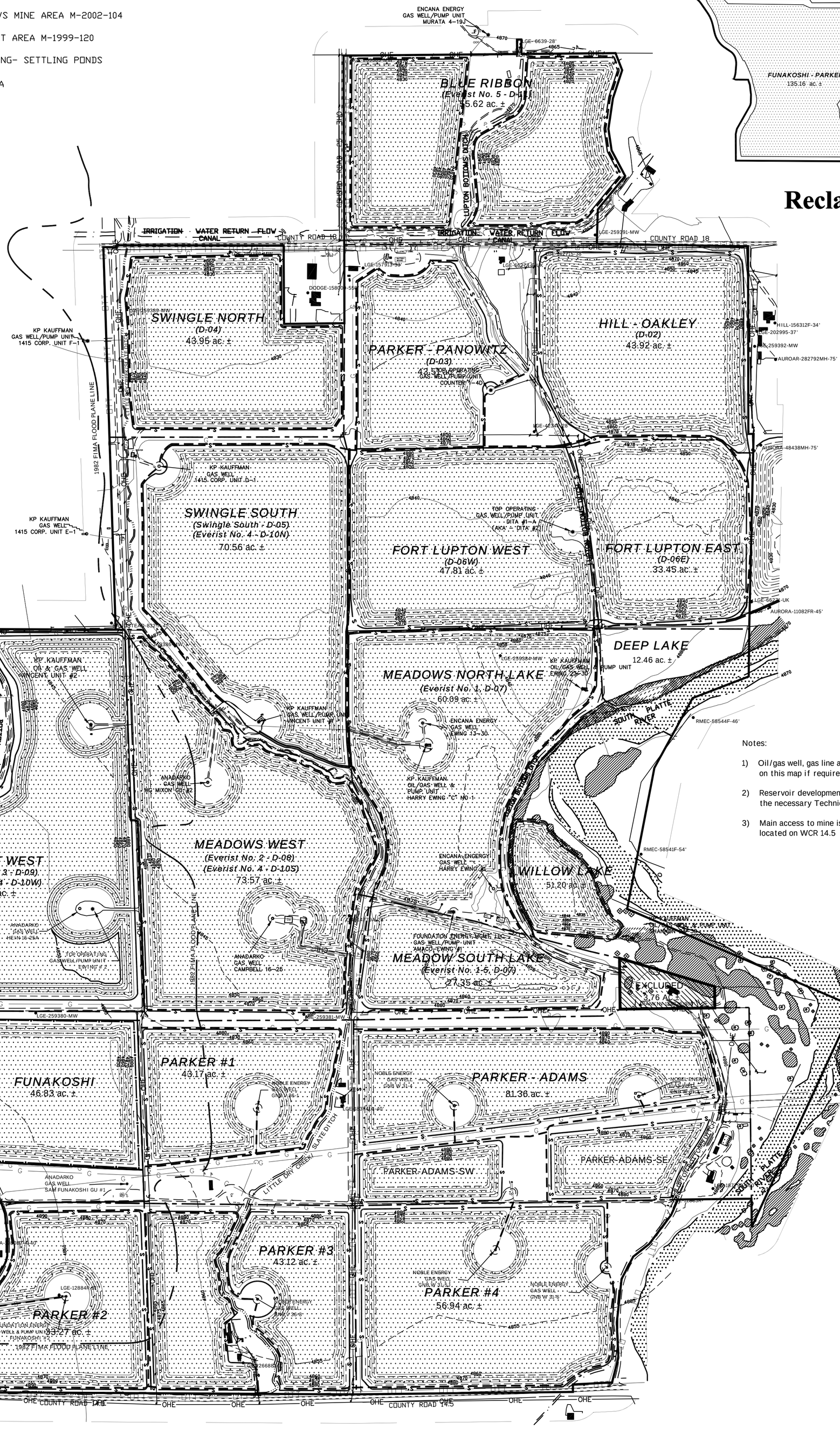
MAR 20, 2012 – 11:52:48

LEGEND

- PERMIT BOUNDARY/ AFFECTED LANDS
- 200 FOOT LIMIT
- T — COMMUNICATION LINES
- OHE — OVERHEAD ELECTRIC LINES
- E — UNDER GROUND ELECTRIC LINES
- FENCE
- FO — FIBER OPTIC LINES
- 1982- 100 YR FLOOD PLAIN LINE
- S — AS BUILT SLURRY WALL
- G — GAS LINES
- FENCE
- ROW LINES
- ROADS (EXISTING GRAVEL)
- ROAD GRAVEL (NEW)
- PAVED ROADS
- OIL/GAS WELLS
- GAS WELLS
- W — LGE-881WBC-73' — WATER WELL
- BUILDINGS
- RIVER
- CREEK/DITCH
- IRRIGATION DITCH
- 4940 — TOPO CONTOUR
- RESERVOIR AREA
- LUPTON MEADOWS MINE AREA M-2002-104
- EXISTING PERMIT AREA M-1999-120
- WATER RECYCLING- SETTLING PONDS
- EXCLUSION AREA



Reclamation Plan - Option B



Notes:

1) Oil/gas well, gas line and facility access corridors may change from what is show on this map if required by amended oil & gas agreements.

2) Reservoir development and configuration may change if Option B is excersized and the necessary Technical Revisions are filed and approved.

3) Main access to mine is located on WCR 18 this may change to the souther access located on WCR 14.5

N

100 0 200 400

SCALE 1"=400'

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Map Exhibit F - Reclamation Plan Map

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