

ROUTING RECORD

| DATE | FROM | TO | ACTION |
|------------|------|-----|------------|
| DEC 2 2010 | RGC | CSB | c/o |
| 3/2/11 | CSB | RGC | Approve 90 |
| MAR 9 2011 | RGC | P/S | 612356 |
| | | | |

REFERENCE TO OTHER APCD RECORDS INCLUDING VARIANCES

APPL # 516021
I.D. # 166073

BETA OFF SHORE
OCS LEASE PARCELS P300/P301
HUNTINGTON BEACH
~~CRUDE OIL & NATURAL GAS PRODUCTION~~
Emerg. GCE Date: 11/02/10

See the lead AIN 516016

D77



South Coast Air Quality Management District

Form 400-CO

Application For Change Of Operator

Mail Application To: SCAQMD, P.O. Box 4944, Diamond Bar, CA 91765

Tel: (909) 396-3385

www.aqmd.gov

Note: A Change Of Operator Permit can only be issued if BOTH of the following conditions apply:

- The existing permit is still active or can be reinstated to an active status; AND
The equipment is operated at the same location as listed in the existing permit.

Section A: Previous Operator's Information

1. Business Name of Operator As It Appears on the Permit: Pacific Energy Resources, Ltd.
2. Current AQMD Facility ID# (Available on Permit or Invoice issued by AQMD): 151178 166073

Section B: New Operator's Information

3. Business Name of Operator As It Should Appear on the Permit: Beta Offshore
4. Owner's Business Name (If different from Business Name of Operator):

Section C: Equipment Location Address

5. Equipment Site Location Address: (For equipment operated at various locations in AQMD's jurisdiction, provide address of initial site)
OCS Lease Parcels P300/P301 (Federal Waters)
Street Address
CA, State Zip Code
City: Long Beach
County: Los Angeles, Orange, San Bernardino, Riverside
Contact Name: Marina Robertson
Contact Title: HSE Manager
Phone: (562) 628-1526
Fax: (562) 628-1536 E-Mail: mrobertson@betaoffshore.c

Section D: Permit Mailing Address

6. Permit and Correspondence Information:
Check here if same as equipment location address
111 West Ocean Blvd., Ste. 1240
Street Address
Long Beach, CA 90802
City, State, Zip Code
Contact Name: Marina Robertson
Contact Title: HSE Manager
Phone: (562) 628-1526
Fax: (562) 628-1536 E-Mail: mrobertson@betaoffshore.c

Section E: Facility Business Information

7. What business is conducted at this equipment site location? Crude Oil and Natural Gas Production
8. What is your primary NAICS Code (North American Industrial Classification System)? 211111
9. Are you a small business as per AQMD's Rule 102 definition (10 employees or less and total gross receipts are \$500,000 or less or a not-for-profit training center)? No Yes

Section F - Information on Permit to be Transferred to New Operator

10. Is this Change of Operator a full or partial transfer of all active permits? Full Partial
FOR NON-RECLAIM APPLICATION
FOR RECLAIM APPLICATION RECLAIM Application No: 466173/E91734
11. Application number:
12. Permit Number: (Please attach a copy)
13. For RECLAIM Facilities:
Also submit Form 2007-1, Form 2007-2 and if applicable, Form 2007-3, together with a separate filing fee for the transfer of RTC's as per Rule 301(0)(9).
Device number or range of device numbers for the permitted item: D77
Please be advised that you are applying to take over the operation of all or part of a RECLAIM facility and if any previous Facility Permit holder is found to have violated AQMD Rule 2004(d) - Prohibition of Emissions in Excess of Annual Allocation, during time periods prior to this change of operator, your facility Allocation will be reduced by the amount of excess emissions, as provided under Rule 2010(b)(1).

Section G - Signature and Authorization for Change of Operator

I HEREBY AGREE TO TRANSFER OWNERSHIP OF THE PERMITTED EQUIPMENT AS SPECIFIED ABOVE, FOR THIS FACILITY, TO THE NEW LEGAL OPERATOR, IDENTIFIED IN SECTION B.
Previous Operator: 14. Signature of Responsible Official: [Signature] 15. Title of Signer: VP and Manager of Beta Operations 16. Date: 5-14-10 17. Phone: (562) 628-1526
New Operator: 18. Signature of Responsible Official: [Signature] 19. Title of Signer: Executive VP and Chief Optg Officer 20. Date: 5-17-10 21. Phone: (562) 628-1526
Checklist:
[X] Form signed?
[X] Payment attached?
[X] Copy of existing permit attached?
11/24/10

Table with columns: AQMD USE ONLY, APPLICATION TRACKING#, TYPE, EQUIPMENT CATEGORY CODE, FEE SCHEDULE, VALIDATION, ENG. DATE, CLASS, ASSIGNMENT, CHECK/MONEY ORDER, AMOUNT, TRACKING#

South Coast Air Quality Management District, Form 400-CO (2007.03)
Handwritten notes and signatures at the bottom of the page.

S.C.A.O.M.D.
REVENUE RECEIVING

10 NOV 23 AIO 37

~~S.C.A.O.M.D.
PERMIT PROCESSING~~

~~10 NOV -4 A8 37
10 JUL 28 A11:10~~

10 NOV 24 AIO 55

S.C.A.O.M.D.
ENGINEERING

~~S.C.A.O.M.D.
ENGINEERING~~

SCAQMD PERMIT PROCESSING SYSTEM (PPS)

FEE DATA - SUMMARY SHEET

Application No : 516021
 Previous Application No: 466173

(31)

IRS/SS No:
 Previous Permit No: F91734

Company Name : BETA OFF SHORE
 Equipment Street: OCS LEASE PARCELS P300/P301, HUNTINGTON BEACH CA 92648
 Equipment Desc : I C E (>500 HP) EM ELEC GEN DIESEL

Facility ID: 166073

Equipment Type : BASIC
 B-CAT NO. : 043902
 Facility Zone : 18

C-CAT NO: 00
 Deemed Compl. Date: 12/2/2010

Fee Charged by: B-CAT
 Fee Schedule: B
 Public Notice: NO

Evaluation Type : CHANGE OF OPERATOR (PO)
 Disposition : Approve PO, Recommended by Engineer
 Lead Appl. No :

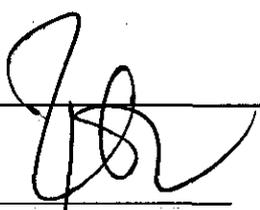
Small Business:
 Higher Fees for Failing to Obtain a Permit:
 Identical Permit Unit:

| | | | |
|------------------------|--------------------|------------------------------------|----------|
| Air quality Analysis | \$0.00 | Filing Fee Paid: | \$0.00 |
| E.I.R | \$0.00 | Permit Processing Fee Paid: | \$501.26 |
| Health Risk Assessment | \$0.00 | Permit Processing Fee Calculated*: | \$501.26 |
| Significant Project | \$0.00 | Permit Processing Fee Adjustment: | \$0.00 |
| Expedited Processing | Hours: 0.00 \$0.00 | | |
| Source Test Review | Hours: 0.00 \$0.00 | | |
| Time & Material | Hours: 0.00 \$0.00 | | |
| | | Total Additional Fee: | \$0.00 |
| | | Additional Charge: | \$0.00 |

COMMENTS:

RECOMMENDED BY: C S BHATT

DATE: 02/17/2011

REVIEWED BY: 

DATE: MAR 9 2011

* ADJUSTED FOR SMALL BUSINESS, IDENTICAL EQUIPMENT AND P/O NO P/C PENALTY

SCAQMD PERMIT PROCESSING SYSTEM (PPS)

AEIS DATA SHEET

Company Name : BETA OFF SHORE

Facility ID : 166073

Equipment Address : OCS LEASE PARCELS P300/P301
HUNTINGTON BEACH CA 92648

Application Number : 516021

Equipment B-Cat : 043902

Estimated Completion Date : 02/17/11

Equipment C-Cat :

Equipment Type : Basic

Equipment Description : I C E (>500 HP) EM ELEC GEN DIESEL

| Emittants | Emissions | |
|-----------|-------------|-------------|
| | R1 LB/HR | R2 LB/HR |
| CO | 1.98 | 1.98 |
| NOX | 10.59 | 10.59 |
| PM10 | 0.32 | 0.32 |
| ROG | 0.27 | 0.27 |
| SOX | 0.54 | 0.54 |

Applicable Rules

| | | |
|--------|------------|--|
| 1110.2 | 07/09/2010 | Emissions from Gaseous-and Liquid-fueled Engines |
| 1171 | 05/01/2009 | Solvent Cleaning Operations |
| 1173 | 02/06/2009 | Fugitive Emissions of VOC |
| 1183 | 03/12/1993 | Outer Continental Shelf (OCS) Air Regulations |
| 2001 | 05/06/2005 | Applicability (RECLAIM) |
| 2002 | 01/07/2005 | Allocations for NOx and SOx (RECLAIM) |
| 2004 | 04/06/2007 | Requirements |
| 2005 | 05/06/2005 | New Source Review for RECLAIM |
| 2012 | 05/06/2005 | Requirements of MRR for NOx Emissions (RECLAIM) |
| 401 | 11/09/2001 | Visible Emissions |
| 402 | 05/07/1976 | Nuisance |
| 404 | 02/07/1986 | Particulate Matter - Concentration |
| 431.2 | 09/15/2000 | Sulfur Content of Liquid Fuels |

| | Mon | Tue | Wed | Thu | Fri | Sat | Sun |
|---------------------|-------|-------|-------|-------|-------|-------|-------|
| Daily Start Times : | 08:00 | 00:00 | 00:00 | 00:00 | 00:00 | 00:00 | 00:00 |
| Daily Stop Times : | 09:00 | 00:00 | 00:00 | 00:00 | 00:00 | 00:00 | 00:00 |

User's Initials : CB05 Date: 02/17/11 Supervisor's Name : _____ Review Date : ____ / ____ / ____

NSR DATA SUMMARY SHEET

Application No: 516021
Application Type: Change of Ownership
Application Status: PENDAPPRV
Previous Apps, Dev, Permit #: 466173, 0 - ,, NONE

Company Name: BETA OFF SHORE
Company ID: 166073
Address: OCS LEASE PARCELS P300/P301, HUNTINGTON BEA
RECLAIM: NOX
RECLAIM Zone: 01
Air Basin: SC
Zone: 18
Title V: NO

Device ID: 0 -
Estimated Completion Date:
Heat Input Capacity: 0 Million BTU/hr
Priority Reserve: NONE - No Priority Access Requested
Recommended Disposition: 31 - PERMIT TO OPERATE GRANTED
PR Expiration:
School Within 1000 Feet: NO
Operating Weeks Per Year: 13
Operating Days Per Week: 1
Monday Operating Hours: 08:00 to 09:00
Tuesday Operating Hours: 00:00 to 00:00
Wednesday Operating Hours: 00:00 to 00:00
Thursday Operating Hours: 00:00 to 00:00
Friday Operating Hours: 00:00 to 00:00
Saturday Operating Hours: 00:00 to 00:00
Sunday Operating Hours: 00:00 to 00:00

Emittant: CO
BACT:
Cost Effectiveness: NO
Source Type: MINOR
Emis Increase: 0
Modeling: N/A
Public Notice: N/A
CONTROLLED EMISSION
Max Hourly: 1.98 lbs/hr
Max Daily: 1.98 lbs/day
UNCONTROLLED EMISSION
Max Hourly: 1.98 lbs/hr
Max Daily: 1.98 lbs/day
CURRENT EMISSION
BACT 30 days Avg: 0 lbs/day
Annual Emission: 25.74 lbs/yr
District Exemption: None

Emittant: NOX
BACT:
Cost Effectiveness: NO
Source Type: MAJOR
Emis Increase: 0
Modeling: N/A
Public Notice: N/A
CONTROLLED EMISSION
Max Hourly: 10.59 lbs/hr
Max Daily: 10.59 lbs/day
UNCONTROLLED EMISSION
Max Hourly: 10.59 lbs/hr
Max Daily: 10.59 lbs/day
CURRENT EMISSION
BACT 30 days Avg: 0 lbs/day
Annual Emission: 137.67 lbs/yr
District Exemption: None

Emittant: PM10
BACT:
Cost Effectiveness: NO
Source Type: MINOR
Emis Increase: 0
Modeling: N/A
Public Notice: N/A
CONTROLLED EMISSION
Max Hourly: 0.32 lbs/hr
Max Daily: 0.32 lbs/day
UNCONTROLLED EMISSION
Max Hourly: 0.32 lbs/hr
Max Daily: 0.32 lbs/day
CURRENT EMISSION
BACT 30 days Avg: 0 lbs/day
Annual Emission: 4.16 lbs/yr
District Exemption: None

Emittant: ROG
BACT:
Cost Effectiveness: NO
Source Type: MINOR
Emis Increase: 0
Modeling: N/A
Public Notice: N/A
CONTROLLED EMISSION
Max Hourly: 0.27 lbs/hr
Max Daily: 0.27 lbs/day
UNCONTROLLED EMISSION
Max Hourly: 0.27 lbs/hr
Max Daily: 0.27 lbs/day
CURRENT EMISSION
BACT 30 days Avg: 0 lbs/day
Annual Emission: 3.51 lbs/yr
District Exemption: None

Emittant: SOX
BACT:
Cost Effectiveness: NO
Source Type: MINOR
Emis Increase: 0
Modeling: N/A
Public Notice: N/A
CONTROLLED EMISSION
Max Hourly: 0.54 lbs/hr
Max Daily: 0.54 lbs/day
UNCONTROLLED EMISSION
Max Hourly: 0.54 lbs/hr
Max Daily: 0.54 lbs/day
CURRENT EMISSION
BACT 30 days Avg: 0 lbs/day
Annual Emission: 7.02 lbs/yr
District Exemption: None

SUPERVISOR'S APPROVAL: _____ SUPERVISOR'S REVIEW DATE: _____

Processed By: chandrab 2/23/2011 9:50:40 AM