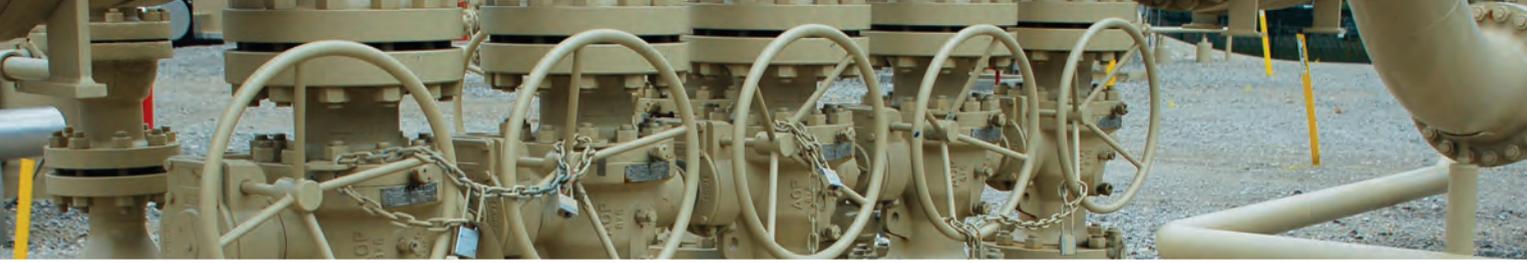




Oil & Gas Services





Our Services

Freese and Nichols, Inc., (FNI) can provide a flexible, client-specific approach to address the complex challenges unique to each project. Whether our clients need a complete range of services from planning to beyond start-up, or they need experienced staff to augment their capabilities, FNI can create a quality, cost-effective solution. Our team members regularly work together across disciplines, giving our clients the benefit of total service integration.

Our quest to better serve oil and gas clients led us to merge with Nicol & Associates, Inc. (NAI) in April 2011. Nicol & Associates' expertise in oil and gas facility design complements FNI's traditional engineering services and enables us to provide a full range of services to support oil and gas developers and midstream companies across the nation.

Process and Facility

- Site Selection and Layout
- Treatment Plant Design and Optimization
- Process Design and Optimization
- Product Storage Specification and Design
- Terminal Loading and Unloading Design
- Well-Site Facility Design
- Due Diligence Investigations

Pipeline

- Gas Gathering
- Pipeline Right-of-Way
- Pipeline Engineering
- Compressor and Pump Station Engineering
- GIS Services
- Regulatory Approvals and Permit Acquisition

General

- Instrumentation, Controls and SCADA Design
- Electrical Design
- Structural Design
- Civil Foundation designs and Grading Plans

Crude Oil and Natural Gas Engineering

Program/Project Management Services

- Scope and Bid Proposal Packages
- Planning
- Cost Budgeting and Bid Solicitation/Evaluation
- Procurement
- Scheduling
- Project Reporting
- Construction Management
- Water Management

Design Drafting Services

- 3D Plant Site Modeling
- Bills of Materials
- Pipe Spool Design, namely ISOGEN
- P&ID As-Builts

FNI is listed in the ISNetworld® database as a supplier/contractor.



Program Management Software

- Financial Accountability
- Streamlined Planning
- Electronic Bidding
- Document Management



Case Study

TexStar Midstream Services, LP
Choke Canyon Pipeline Projects

FNI provided project management for design and construction of crude oil and gas gathering/transmission pipelines in the Eagle Ford Shale in South Texas.

The crude oil pipeline projects included more than 140 miles of 4-inch to 12-inch pipelines and 20 lease automatic custody transfer (LACT) oil measurement facilities for trucking or production.

The projects also included nine metering facilities for crude oil pipeline measurement and 8,000 hp of booster and mainline pumps. The gas portion of the project included

more than 200 miles of 8-inch to 24-inch pipelines, gas measurement facilities and an amine plant.

FNI's team provided project management, engineering and construction management for the entire project, including engineering for the pipeline, site civil, construction inspection, as-built drawings, and job books. FNI specified and procured all equipment and material, managed the schedule and tracked progress and cost using e-Builder's construction project management platform.

TexStar Midstream Services, LP Choke Canyon Trucking Terminal Projects

FNI provided project management for design and construction of three trucking terminals, with a total capacity of 644,000 bbl of oil storage and 30 LACT oil-measurement facilities for trucking.

As with the Choke Canyon pipeline projects, FNI provided project

management, engineering and construction management, including site civil, construction inspection, as-built drawings, job books, specifying and procuring equipment and material, schedule management and progress and cost tracking using e-Builder software.





Case Study

Chesapeake Energy Barnett Shale Midstream Facilities

FNI provided a broad range of program- and project-level services to Chesapeake Energy for development of more than \$1 billion in gas gathering infrastructure throughout the Barnett Shale in Fort Worth. This program served as the model for other Chesapeake divisions throughout the United States.

FNI provided program-level management to help Chesapeake organize several hundred staff to execute

more than 300 separate pipeline and compression facilities projects.

In addition, FNI provided skilled project management to lead multiple project teams in planning and executing pipeline projects across three North Central Texas counties, involving 30 jurisdictional agencies, thousands of private tracts of land, and hundreds of municipal construction permits.



Chesapeake Energy Texas Midstream Gas Services

FNI was retained by Texas Midstream Gas Services to provide program management on permitting services for compressor stations in the urban areas of the Barnett Shale. These permits included site-use permits and building permits in order to meet city sound ordinances.

During this same time frame, from 2006 to 2011, NAI was providing project engineering design, CAD and construction support

for these same compressor stations. NAI provided these consulting services on 20 compressor stations with a total design capacity of more than 80,000 hp. for TMGS in the urban and surrounding area of the Barnett Shale of North Texas. NAI was acquired by FNI in April 2011.





Case Study

Encana Corporation
Encana Wellsite Facilities

Pioneer Natural Resources Brushy Creek Project

FNI provided project management and design for oil and gas production facilities in five states — Texas, Kansas, Oklahoma, Louisiana and Mississippi.

Facility design was distinct to each individual field because each field varied in capacity and composition. Typical project management of the wellsite facilities included development of engineering development for site layout, mechanical and electrical drawings, procurement, as-built drawings and project bid books.

Project engineering included hydraulic modeling for facility piping, control and

safety valve sizing and rating, vessel sizing and selection, and process modeling for operational efficiency.

Facilities generally included two or three phase separators, heater treaters, fuel gas system, oil and water storage tanks, flares, combustors, facility piping, controls, metering and safety systems.

Nonstandard design elements included gathering pipelines, gas compression, vapor recovery units, natural gas liquid recovery units, dehydration and BTEX (benzene, toluene, ethylbenzene and xylene) units.



FNI provided project management and design for Pioneer Natural Resources on the Brushy Creek Gathering Systems and Production Facilities in the North Barnett Shale.

The Central Delivery Point facilities handled a total of 250 MMscf/d of gas, and included separation, liquid storage, trucking, and gas measurement facilities. Our role included development of engineering for site civil, mechanical and electrical drawings, construction management and inspection, progress and

cost-tracking, procurement, as-built drawings, and project job books.

Project management for the gas gathering system included development of the initial hydraulic models for three gathering systems totaling 350 miles of 6-inch to 20-inch pipe, pipeline engineering, route development, environmental, construction management and inspection, progress and cost tracking, as-built drawings and project job books.





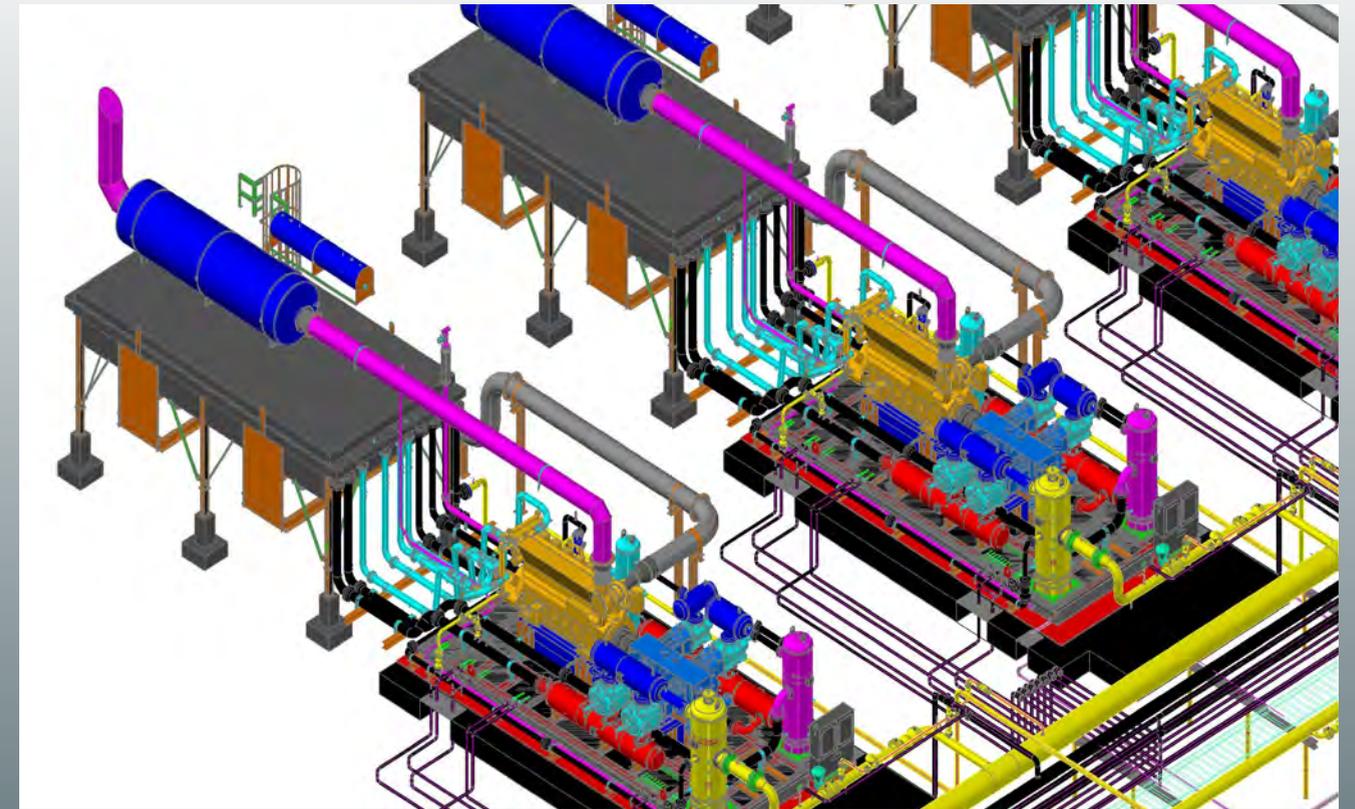
Case Study

TPF Gas Services
TPF II East Texas Gathering

NAI provided project management, site civil, structural design, inlet and outlet header design, CAD, and construction support on two amine treating plants. The 70-gpm and 450-gpm amine plants and associated dehydration facilities were designed to treat and dehydrate up to 500 MMscf/d.

The plants were associated with a pipeline system that included an 80-mile, 24-inch trunk line, gas gathering laterals from 6 to 16 inches,

launchers, receivers and metering facilities. NAI provided engineering design, hydraulic modeling, cost estimating, engineering design, procurement and construction support for the pipeline projects. FNI acquired NAI in April 2011.



Software Capabilities

FNI maintains and runs the latest software to design, manage and evaluate our client's projects.

Design Drafting

- AutoCAD
- CADWorx for AutoCAD for P&ID's and 3D Piping models
- CADWorx fieldPipe for site as-builts

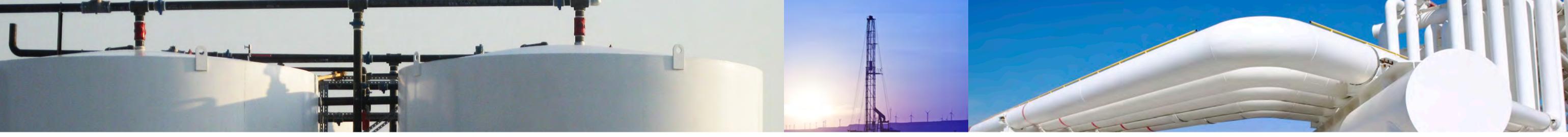
Modeling

- SynerGEE Gas for gas pipeline modeling

- VMGSim for gas processing, wet gas and oil pipeline system modeling
- Caesar II for piping stress calculations
- H₂O Map for liquid pipeline modeling
- Pipeline Toolbox for oil and gas applications

Project Management

- e-Builder Enterprise™ for project management, document storage, and cost controls
- Microsoft Project for project scheduling
- ArcView GIS for mapping and reporting



About Freese and Nichols, Inc.

Freese and Nichols is a client-focused, regionally based firm with national expertise. We meet client needs with responsiveness and flexibility. Dating back to our firm's founding in 1894, we have put relationships first – clients, teaming partners and staff – and seek long-term relationships, many of which are counted in decades, not years. At Freese and Nichols, our tenured staff provide consistency in services and culture.

Our staff of more than 700 talented and accomplished employees is dedicated to one vision: **Be the firm of choice for clients and employees.** A full service professional consulting firm, FNI is the first engineering/architecture firm to receive the Malcolm Baldrige National Quality Award. Our services include:

- Architecture
- Construction Services/Program Management
- Environmental Assessments and Remediation
- Funding/Grant Applications
- Growth Management and Development
- Levee and Dam Evaluations and Design
- Mechanical, Electrical and Plumbing Engineering
- Municipal and Facility Planning
- Oil and Gas Facilities Engineering
- Stormwater Management and Master Planning
- Structural Engineering
- Transmission/Substation Engineering
- Transportation/Infrastructure Planning and Design
- Urban Planning and Design
- Water and Wastewater Master Planning
- Water and Wastewater Treatment
- Water Resources Planning and Facility Design

Headquartered in Fort Worth, Texas, Freese and Nichols serves clients from multiple offices across the south and southeast United States.

Mission

Innovative approaches
Practical results
Outstanding service

Vision

Be the firm of choice for clients and employees

Guiding Principles

We are ethical
We deliver quality
We are responsive
We add value
We improve continuously
We are innovative
We develop professionally
We respect others
We appreciate our employees and clients
We give back to our communities



Malcolm Baldrige National Quality Award

In November 2010, FNI was named a recipient of the Malcolm Baldrige National Quality Award. The award provides affirmation of our ongoing quality journey. The Baldrige award is the highest presidential honor given to U.S. organizations for performance excellence, and FNI is the first engineering/architecture firm to receive this honor. Pictured above: FNI CEO Bob Pence, FNI Chairman Emeritus Jim Nichols, FNI CFO Cindy Milrany, U.S. Congresswoman Kay Granger, Fort Worth Mayor Betsy Price, and FNI Vice President Lee Freese.

Baldrige History

In the mid-1980s, U.S. leaders realized that American companies needed to focus on quality in order to compete in an ever-expanding, demanding global market.

Then-Secretary of Commerce Malcolm Baldrige was an advocate of quality management as a key to U.S. prosperity and sustainability. After he died in July 1987, Congress named the Award in recognition of his contributions.

The goal of the Malcolm Baldrige National Quality Improvement Act of 1987 was to enhance the competitiveness of U.S. businesses. Its scope has since been expanded to healthcare and education organizations (in 1999) and to nonprofit/government organizations (in 2005).

Congress created the program to:

- Identify and recognize role-model businesses
- Establish criteria for evaluating improvement efforts
- Disseminate and share best practices

Baldrige by the Numbers

Nearly **1,700** applicants

110 recipients

7 categories in Baldrige criteria

1st engineering/architecture firm to receive this honor: Freese and Nichols





For more information, please contact:

Chris Brown, P.E.
Group Manager

P: 972-331-6023

F: 214-217-2201

chris.brown@freese.com

Kevin Johnson, P.E.
Division Manager

P: 214-217-2291

F: 214-217-2201

kevin.johnson@freese.com

www.freese.com

