

BEFORE THE OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

IN THE MATTER OF THE APPLICATION OF BILL
BARRETT CORPORATION FOR AN ORDER
ALLOWING LIMITED DRILLING OF WILLIAMS
FORK WELLS WITHIN CERTAIN DESCRIBED
LANDS IN THE MORATORIUM AREA
ESTABLISHED UNDER THE COMMISSION'S
ORDER NO. 1V-276 IN DOCKET NO. 1V, MAM
CREEK FIELD AREA, GARFIELD COUNTY,
COLORADO

CAUSE NO. 191

DOCKET NO.

APPLICATION

COMES NOW Bill Barrett Corporation ("Applicant"), a Delaware corporation, by its attorneys, Poulson, Odell & Peterson, LLC, and makes application to the Oil and Gas Conservation Commission of the State of Colorado for an order allowing limited drilling of Williams Fork wells upon certain described lands within the Moratorium Area established under the Commission's Order IV-276 in Cause No. 1V-276 dated September 16, 2004.

1. That Applicant is a corporation duly authorized to conduct business in the State of Colorado.

2. That Applicant owns a leasehold interest in all or a portion of the following described lands:

Township 6 South, Range 92West, 6th P. M.
Section 25: All
Section 34: S $\frac{1}{2}$ SE $\frac{1}{4}$
Section 36: NE $\frac{1}{4}$, NE $\frac{1}{4}$ NW $\frac{1}{4}$

Township 6 South, Range 91West, 6th P. M.
Section 31: W $\frac{1}{2}$ NW $\frac{1}{4}$

Township 7 South, Range 92West, 6th P. M.
Section 3: That certain 96.93 acres in the N $\frac{1}{2}$ remaining
uncommitted to the Hunter Mesa Unit

(hereinafter "Application Lands")

3. That Applicant desires to drill, complete and produce up to twenty (20) Williams Fork wells (and on a selected basis to drill one or more of such wells also into the Iles Formation) on the Application Lands.

4. The downhole locations for such wells are near the periphery of the two-mile radius of the moratorium and are denoted on the attached plat.

5. That all of the twenty (20) wells are near existing Williams Fork wells where no drilling or completion complications were experienced. Seventeen (17) of these wells will be drilled from six (6) existing well pads and the three (3) remaining wells will be drilled from one new pad located between and in close proximity to two existing well pads. As to these existing Williams Fork wells, there have been no Bradenhead pressure anomalies or reports of development related seeps (see attached plat).

6. That the surface owners of the proposed surface locations and downhole locations are in support of renewing drilling operations on their properties.

7. That in the conduct of its drilling operations, Applicant will comply with the Director's Bradenhead Testing and Reporting Requirements for the Mam Creek Field Area dated August 23, 2004.

8. That Applicant's current practice is to test all water wells within one-half mile of a drill site before commencing drilling and to test again within two (2) months of the well's completion. Such practice will be continued in the drilling of the referenced twenty (20) wells. Since Applicant plans to drill multiple wells from each of the three pads described above, Applicant will monitor all wells within one-half mile of a drill site monthly for the duration of its drilling and completion operations using its current testing protocol. Applicant undertakes to monitor Bradenhead conditions every thirty (30) days on all wells operated by Applicant within the Moratorium Area and weekly on the two wells nearest to a well then being drilled or completed.

9. That Applicant will undertake to gather data to augment Garfield County's Hydrogeologic Study. In particular, Applicant will collect the following data on each of its drill pads utilized during the limited re-entry program.

(a) Total gas measurements from surface throughout the Wasatch Formation and to total depth in the Mesaverde Group.

(b) Gamma ray, resistivity and density/neutron logs from surface prior to setting of surface casing for one well per pad.

10. That the names and addresses of the interested parties according to the information and belief of the Applicant are set forth in Exhibit A attached hereto and made a part hereof.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in July, 2005, that notice be given as required by law and that upon such hearing this Commission enter its order consistent with Applicant's proposals as set forth above.

Dated this _____ of June, 2005.

POULSON, ODELL & PETERSON, LLC

By: _____

William A. Keefe
1775 Sherman Street, Suite 1400
Denver, Colorado 80203
Telephone: (303) 861-4400

STATE OF COLORADO)
)
) ss.
CITY AND COUNTY OF DENVER)

William R. Givan, of lawful age, being first duly sworn upon oath, deposes and says that he is the Landman for Bill Barrett Corporation and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.

William R. Givan

Subscribed and sworn to before me this _____ day of June, 2005.

Witness my hand and official seal.

My commission expires:_____

Notary Public

EXHIBIT A

Notification to Interested Parties

Duane G. Scott
6051 County Road 311
New Castle, CO 81647-9626

Alpine Intercontinental Petro Chemical
Alliance LLC
401 23rd Street, Suite 302
Glenwood Springs, CO 81601

Last Dance LLC
106 Club Lodge Drive
Carbondale, CO 81623

Doug Dennison
Oil & Gas Liaison
Oil & Gas Department
144 East Third Street
Rifle, CO 81650

Bureau of Land Management
ATTN: Rick Ryan
2850 Youngfield St.
Lakewood, CO 80215

Bureau of Land Management
Glenwood Springs Field Office
50629 Hwys 6 & 24
Glenwood Springs, CO 81601

BEFORE THE OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

IN THE MATTER OF THE APPLICATION OF BILL
BARRETT CORPORATION FOR AN ORDER
ALLOWING LIMITED DRILLING OF WILLIAMS
FORK WELLS WITHIN CERTAIN DESCRIBED
LANDS IN THE MORATORIUM AREA
ESTABLISHED UNDER THE COMMISSION'S
ORDER 1V-276 IN CAUSE NO. IV, MAM CREEK
FIELD AREA, GARFIELD COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

AFFIDAVIT OF MAILING

STATE OF COLORADO)
)
CITY AND COUNTY OF DENVER) ss.

William A. Keefe of lawful age, and being first duly sworn upon his oath, states and declares:

That he is the attorney for Bill Barrett Corporation, that on June ____, 2005 he caused a copy of the attached Application in the subject docket to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.

William A. Keefe

Subscribed and sworn to before me June ____, 2005

Witness my hand and official seal.

My commission expires: _____

Notary Public