



Petro-Canada Resources (USA) Inc.

December 28, 2009

Mr. David Neslin  
Colorado Oil & Gas Conservation Commission  
1120 Lincoln Street, Suite 801  
Denver, CO 80203

RE: Exception Location Request to Rule 318A.a.(1), Rule 318A.c.(2) and Rule 318A.e.(1)  
McWilliams 15-3-17  
Surface Location-2447' FSL, 1431' FWL  
T4N-R66W-Sec 15: NE/4SW/4  
Weld County, Colorado

Dear Mr. Neslin:

Please let this letter serve as a request for administrative approval of an exception location for the captioned oil and gas well.

Petro-Canada Resources (USA) Inc. ("Petro-Canada") proposes to drill the McWilliams 15-3-17 well outside of the legal drilling window prescribed in COGCC Rule 318A.a.(1). Petro-Canada also proposes to locate this well greater than 50 feet from an existing surface well location as defined in COGCC Rule 318A.c.(2) and respectfully requests the COGCC to waive the directional drilling requirement described in Rule 318A.e.(1). Petro-Canada has obtained approval from the landowner of the aforementioned exceptions via the attached Surface Use and Release Agreement.

Thank you for your assistance in this matter. If you have any questions do not hesitate to call me at (303) 842-4056.

Very truly yours,

**PETRO-CANADA RESOURCES (USA) INC.**

Doug Brace  
Agent Landman