



December 8, 2009

Department of Natural Resources
Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln St., Suite 801
Denver, CO 80203

Re: Request for Exception to Rule 318A.a
Request for Exception to Rule 318A.c
BERNHARDT STATE 37-36
Township 4 North, Range 67 West
Section 1: NE/4NW/4
Weld County, Colorado

Ladies/Gentlemen:

Kerr-McGee Oil & Gas Onshore LP ("KMG") respectfully requests the Director approve an exception to Rule 318A.a to allow the BERNHARDT STATE 37-36 well to be drilled at the above referenced location. Rule 318A.a of the Colorado Oil and Gas Commission's Rules and Regulations requires wells to be drilled/completed in a square with sides four hundred (400) feet in length, the center of which is the center of any quarter/quarter section or in the center of any quarter section with the four sides being (800) feet in length. The BERNHARDT STATE 37-36 is being permitted is an exception location at the request of the surface owner.

Under the Revised Rule 318A.c of the Colorado Oil and Gas Commission's Rules and Regulations, it requires any new twinning well to be located within 50 feet of an exiting well. The BERNHARDT STATE 37-36 is more than 50 feet from the nearest oil and gas well.

KMG has obtained written permission from the surface owner for both of these waivers. Should you have any questions, please contact our office. Thank you for your consideration.

Very truly yours,

Kerr-McGee Oil & Gas Onshore LP

Cheryl Light
Cheryl Light
Senior Regulatory Analyst

:cl

KERR-MCGEE OIL AND GAS ONSHORE LP

635 N. 7TH AVENUE, BRIGHTON, CO 80601

Reuben Bernhardt &
Hester P. Bernhardt Trust A
12281 Hwy 60
Milliken, CO 80543

Re: Request for Exception to Rule 318A-a
Request for Exception to Rule 318A-c
BERNHARDT 4-1
BERNHARDT 21-1
BERNHARDT 24-1
BERNHARDT 31-1
BERNHARDT 18-1
BERNHARDT 22-1
BERNHARDT 29-1
BERNHARDT 37-36
Township 4 North, Range 67 West, Section 1: NW/4
Weld County, Colorado

Dear Mr. Bernhardt:

Kerr-McGee Oil and Gas Onshore LP plans to drill the above listed oil and gas wells from the above described surface locations.

Rule 318A of the Colorado Oil and Gas Commission's Rules and Regulations requires the well be drilled in a square with sides four hundred (400) feet in length, the center of which is the center of any quarter/quarter, or a square with sides eight hundred (800) feet in length, the center of which is the center of any quarter. Rule 318A of the Colorado Oil and Gas Commission's Rules and Regulations also requires any new twinned well be located 50' or less from an existing oil and gas well. We will drill the wells at the above described location, but we will need this waiver as this location is more than 50' from the existing well and falls outside the legal drilling window.

Please waive both of the above referenced requirements showing your approval by signing below. Should you have any questions, please contact our office. Thank you for your consideration.


Very truly yours,
KERR-MCGEE OIL AND GAS ONSHORE LP

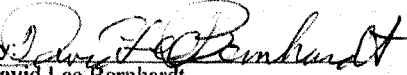
Andrew Voelker
Landman

I/we waive the above requirement and approve the above described location.

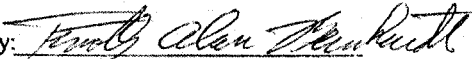
Reuben Bernhardt

Hester P. Bernhardt Trust A

By: 
David Lee Bernhardt,
Co-Attorney-In-Fact for Reuben Bernhardt

By: 
David Lee Bernhardt,
Co-Trustee for Hester P. Bernhardt Trust A

By: 
Timothy Alan Bernhardt
Co-Attorney-In-Fact for Reuben Bernhardt

By: 
Timothy Alan Bernhardt
Co-Trustee for Hester P. Bernhardt Trust A