



May 14, 2010

Mr. Jon Holst
CDOW SW Region Service Center
151 East 16th Street
Durango, CO 81301

Re: *Voluntary Wildlife Habitat Enhancement Project*

Dear Mr. Holst:

Bill Barrett Corporation (BBC) is proposing to construct two well pads, the McAfee 3H-19-38-1 and 16H-12-38-17 in Montezuma County, Colorado. Based on the exploratory nature of the project at this time and the minimal disturbance that will be created by these wells if completed we do not believe formal mitigation is necessary. Be that as it may, BBC is volunteering to fund a portion of a wildlife habitat enhancement project as suggested by the Colorado Division of Wildlife (CDOW) Durango office in relation to the subject well pads or like pads if these are not ultimately constructed.

BBC agrees to provide up to \$6000.00 for a water well project that will ultimately be used to feed a small surface water project for use by wildlife in the area. The CDOW or landowners (McAfees) would be responsible for contracting the services necessary to install the well and project and for upkeep and maintenance of the project.

BBC agrees to provide this funding when it initiates construction of the first well pad. If only one pad is ultimately constructed then the remaining 'credit' for the voluntary project will be transferable to a like project elsewhere in this BBC project area as agreed to by BBC and CDOW. If the operator's plans change to the extent that neither of the two proposed well pads is constructed, this agreement is terminated as there is no need to conduct the proposed project to offset impacts from the proposed facilities. This agreement is transferrable to another operator upon agreement with the landowner and CDOW.

Please call me at 303-312-8191 or email at SDonato@BillBarrettCorp.com if you have any questions or concerns.

Sincerely,
BILL BARRETT CORPORATION

A handwritten signature in blue ink that reads 'Scot Donato'.

Scot A. Donato, P.G.
Manager, Governmental Affairs

SAD/bh

cc: BBC, File

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