



Bill Barrett Corporation

July 7, 2010

Circle B Land Company, LLC
1099 18th Street, Suite 2300
Denver, CO 80202
Attention: Bill Mitchell

Re: Township 6 South, Range 92 West, 6th P.M.
Section 24: SWNE
Kaufman Pad #6
Request for Waiver of 150' Setback Rule

Dear Mr. Mitchell:


Bill Barrett Corporation is planning to drill multiple wells from the drill site located in the SWNE of Section 24-6S-92W, referred to as the Kaufman #6 Pad. The new wells on the pad will be located closer than 150' to your property line.

Pursuant to Colorado Oil and Gas Commission Rule 603 a. (2), a well shall be a minimum distance of one hundred fifty (150) feet from a surface property line. An exception may be granted by the Director if it is not feasible for the operator to meet this minimum distance requirement and a waiver is obtained from the offset surface owners.

We believe the chosen drill site is the best location 1) to reach the necessary bottom hole locations, 2) to accommodate the surface owner's desires, and 3) to minimize drilling impacts, including reducing the number of well pads. If you agree, please so indicate by signing one copy of this letter below and returning it to me in the envelope provided. If you have questions, give me a call at 970-230-0924.

Sincerely,

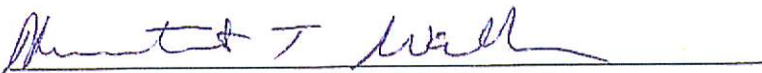
Bill Barrett Corporation



Jeff Fandrich

I hereby agree to waive the minimum setback distance of 150' required under Colorado Oil and Gas Commission Rule 603 a.(2) on July 7th, 2010.

Circle B Land Company, LLC



By: Huntington T. Walker
Manager and Senior Vice President—Land

112 RED FEATHER TRAIL
SILT, CO 81652
P 970-876-1959
F 970-876-0981