



Berry Petroleum Company

1999 Broadway St., Suite 3700
Denver, CO 80202

Ph: (303) 825-3344
Fax: (303) 825-3350

www.bry.com

September 2, 2010

Mr. Bob Weaver
Encana Oil & Gas (USA) Inc.
370 17th Street, Suite 1700
Denver, CO 80202

RE: 30 Day Notice Requirement (Rule 305 and 306)

Well Name – Forked Gulch OM10B L34 595, Forked Gulch OM11A L34 595, Forked Gulch OM11B L34 595, Forked Gulch OM11C L34 595, Forked Gulch OM12A, L34 595, Forked Gulch OM12B L34 595, Formed Gulch OM12C L34 595, Forked Gulch OM12D L34 595, Forked Gulch OM13A L34 595, Forked Gulch OM13B L34 595, Forked Gulch OM13D L34 595, Forked Gulch OM14A L34 595, Forked Gulch OM14B L34 595, Forked Gulch OM14C L34 595 – Section 34, 5S 95W, Garfield County, CO

Dear Bob,

Please be advised that Berry Petroleum Company will be filing permits with the Colorado Oil and Gas Conservation Commission for the above-referenced wells.

- This is a new, previously un-permitted pad with 14 wells
- The pad has not been built.
- The pit has not been constructed.
- Conductors have not been set.
- No wells have been drilled to T.D.
- No rig is on-site at this time.
- The location does not require a variance from any of the rules listed in Rule 306.d. (1). (A).(ii).
- The location is not in a restricted surface occupancy area.
- The location is in a sensitive wildlife habitat area for elk production.

Pursuant to Rule 305 and 306, the enclosed notification is required as part of the permitting process. Please sign and date where indicated and return to my attention.

Please contact me at 303.999.4246 if you have any questions.

Thank you for your assistance in this matter.

Very truly yours,

Patsy Branson
Senior Landman

:enclosures

cc: Kally Moran; Land Well file

NOTICE REQUIREMENTS (RULE 305)

L34 595 Pad

Re: Well Name – Forked Gulch OM10B L34 595, Forked Gulch OM11A L34 595, Forked Gulch OM11B L34 595, Forked Gulch OM11C L34 595, Forked Gulch OM12A, L34 595, Forked Gulch OM12B L34 595, Forked Gulch OM12C L34 595, Forked Gulch OM12D L34 595, Forked Gulch OM13A L34 595, Forked Gulch OM13B L34 595, Forked Gulch OM13D L34 595, Forked Gulch OM14A L34 595, Forked Gulch OM14B L34 595, Forked Gulch OM14C L34 595 – Section 34, 5S 95W, Garfield County, CO

In accordance with the Colorado Oil and Gas Conservation Commission for Notices of Oil and Gas Operations, Rule 305, the following information is required to be provided:

- Operations on the above referenced wells are estimated to commence on December 1, 2010.
- The operator will be: Berry Petroleum Company
1999 Broadway, Suite 3700
Denver, Colorado 80202
(303) 999-4400
- You may contact: Patsy Branson, Senior Landman at (303) 999-4246, if you have any questions regarding this notice.

The legal description of the lands upon which operations will be conducted are:

Section 34, Township 5 South, Range 95 West, Garfield County

Forked Gulch OM10B L34 595 – API # **Pending**

Surface Hole Location: 2,196' FSL and 653' FWL

Bottom Hole Location: 2,250' FSL and 2,235' FEL

Forked Gulch OM11A L34 595 – API # **Pending**

Surface Hole Location: 2,211' FSL and 666' FWL

Bottom Hole Location: 2,520' FSL and 1,568' FWL

Forked Gulch OM11B L34 595 – API # **Pending**

Surface Hole Location: 2,189' FSL and 646' FWL

Bottom Hole Location: 2,031' FSL and 2,341' FWL

Forked Gulch OM11C L34 595 – API # **Pending**

Surface Hole Location: 2,182' FSL and 639' FWL

Bottom Hole Location: 1,697' FSL and 1,918' FWL

Forked Gulch OM12A L34 595 – API # **Pending**

Surface Hole Location: 2,203' FSL and 660' FWL

Bottom Hole Location: 2,246' FSL and 1,279' FWL

Forked Gulch OM12B L34 595 – API # **Pending**

Surface Hole Location: 2,137' FSL and 598' FWL

Bottom Hole Location: 2,018' FSL and 630' FWL

Forked Gulch OM12C L34 595 – API # **Pending**

Surface Hole Location: 2,145' FSL and 605' FWL
Bottom Hole Location: 1,228' FSL and 1,001' FWL

Forked Gulch OM12D L34 595 – API # **Pending**

Surface Hole Location: 2,115' FSL and 578' FWL
Bottom Hole Location: 1,675' FSL and 455' FWL

Forked Gulch OM13A L34 595 – API # **Pending**

Surface Hole Location: 2,174' FSL and 632' FWL
Bottom Hole Location: 1,909' FSL and 1,096' FWL

Forked Gulch OM13B L34 595 – API # **Pending**

Surface Hole Location: 2,123' FSL and 585' FWL
Bottom Hole Location: 977' FSL and 627' FWL

Forked Gulch OM13D L34 595 – API # **Pending**

Surface Hole Location: 2,152' FSL and 612' FWL
Bottom Hole Location: 135' FSL and 1,858' FWL

Forked Gulch OM14A L34 595 – API # **Pending**

Surface Hole Location: 2,166' FSL and 626' FWL
Bottom Hole Location: 1,153' FSL and 2,107' FWL

Forked Gulch OM14B L34 595 – API # **Pending**

Surface Hole Location: 2,160' FSL and 619' FWL
Bottom Hole Location: 753' FSL and 1,774' FWL

Forked Gulch OM14C L34 595 – API # **Pending**

Surface Hole Location: 2,130' FSL and 592' FWL
Bottom Hole Location: 396' FSL and 1,018' FWL

Page 3
L34 595 Pad (14 wells)
Encana Oil & Gas (USA) Inc.
September 2, 2010

- The surface owner has the responsibility for notifying any affected tenant of the proposed operations.
- A brochure describing surface owner rights is available upon request from:
Colorado Oil and Gas Conservation Commission
1120 Lincoln Street
Suite 801
Denver, Co 80203

By signing below, the surface owner waives the above notification requirements of Rule 305.

Encana Oil & Gas (U.S.A.) Inc.

By: _____

Printed Name: _____

Title: _____

Date: _____

SURFACE OWNER CONSULTATION (RULE 306)

Berry Petroleum Company confirms that the Surface Owner Consultation requirements of Rule 306 have been completed or waived for the following proposed well pad.


Well Name – Forked Gulch OM10B L34 595, Forked Gulch OM11A L34 595, Forked Gulch OM11B L34 595, Forked Gulch OM11C L34 595, Forked Gulch OM12A, L34 595, Forked Gulch OM12B L34 595, Forked Gulch OM12C L34 595, Forked Gulch OM12D L34 595, Forked Gulch OM13A L34 595, Forked Gulch OM13B L34 595, Forked Gulch OM13D L34 595, Forked Gulch OM14A L34 595, Forked Gulch OM14B L34 595, Forked Gulch OM14C L34 595 – Section 34, 5S 95W, Garfield County, CO

Road Description: Existing roadway use and new construction as required for access was previously agreed upon by all parties.

Berry Petroleum Company



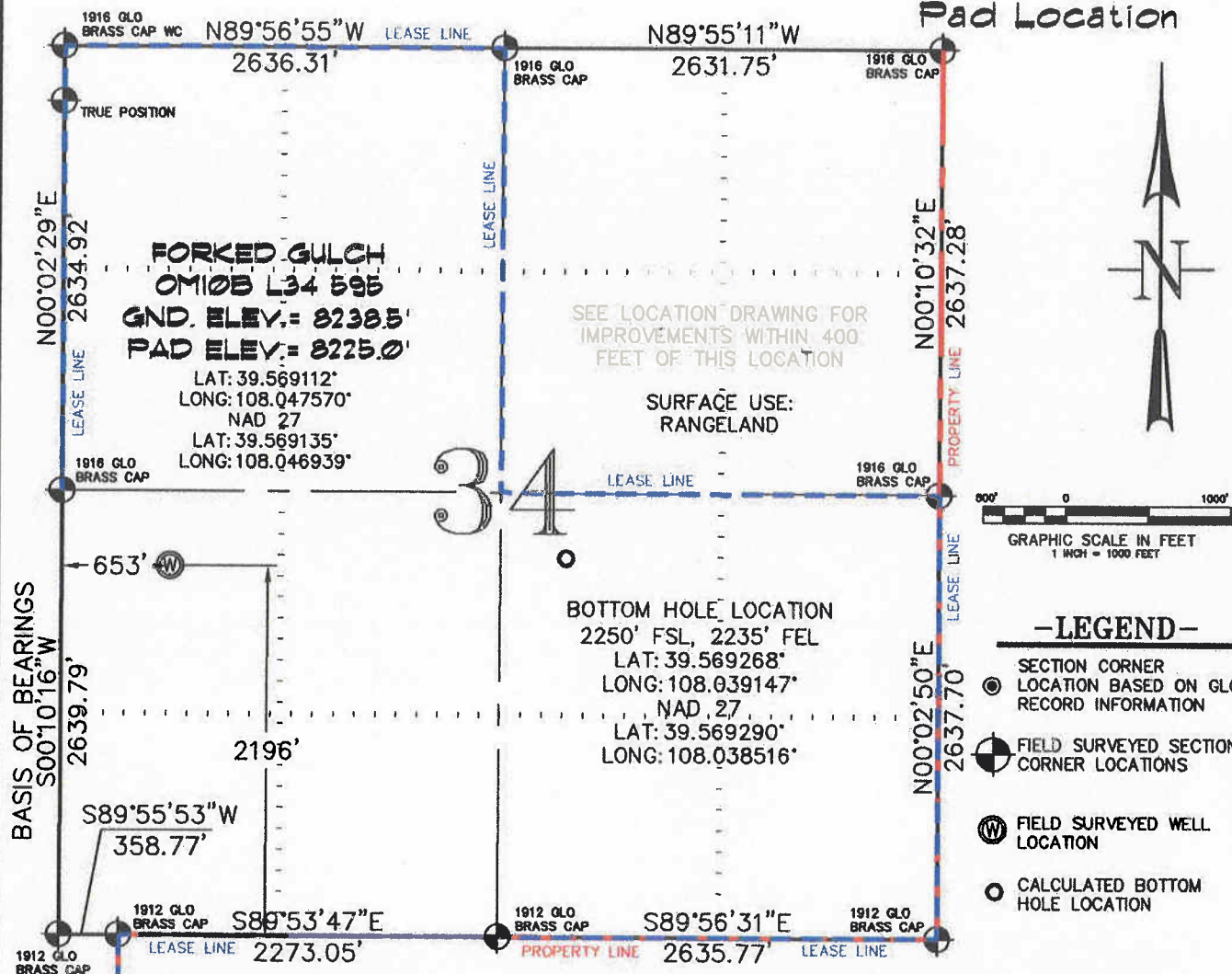
Patsy Branson
Senior Landman



Date

SEC. 34, T. 5 S., R. 95 W. OF THE 6TH P.M. Old Mountain L34-595

Pad Location



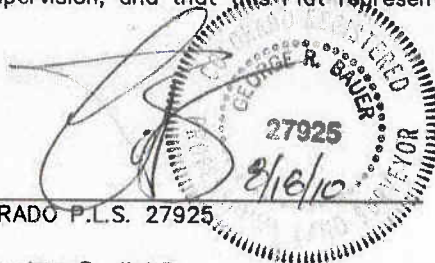
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REFERENCE NOTES

- 1) T. 5 S., R. 95 W., 6TH P.M. GLO PLAT.
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- 3) ELEVATIONS BASED ON N.A.V.D. 1988
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- 6) ALL GPS OBSERVATIONS ARE IN COMPLIANCE WITH COGCC RULE NO. 215.
- 7) SURFACE AND BOTTOM HOLE LOCATIONS ARE MEASURED 90° FROM SECTION LINES.

SURVEYOR'S CERTIFICATE

I, George R. Bauer: a Professional Land Surveyor in the State of Colorado do hereby certify that this Survey was made under my direct supervision, and that this plat represents said Survey.



COLORADO P.L.S. 27925



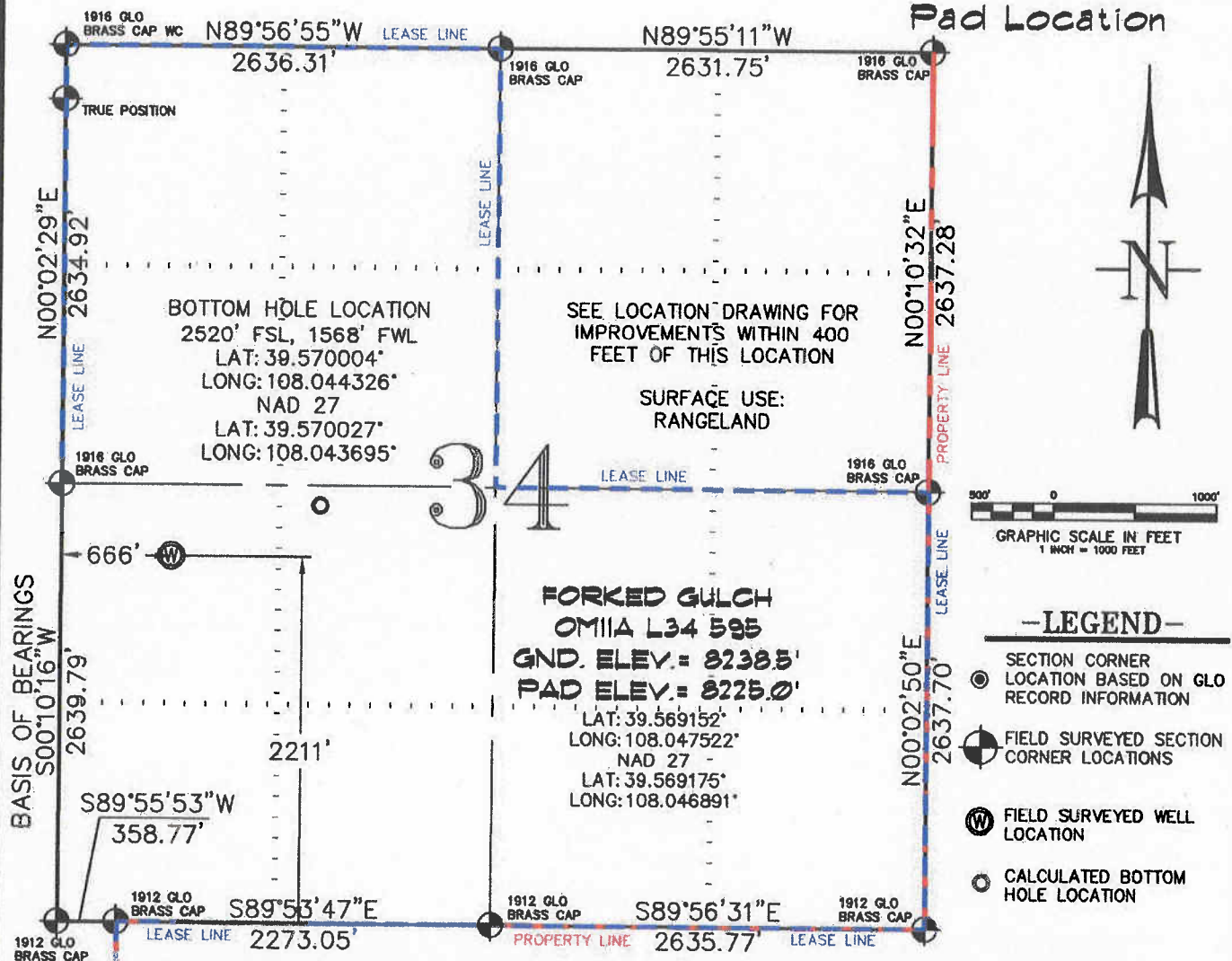
CONSTRUCTION SURVEYS, INC.
 2002 SUNRISE BLVD.
 SILT, CO 81652
 (970)876-5753

VIEW: 1C

SURVEYED: 07/07/10	SCALE: 1" = 1000'
DRAFTED: 08/13/10	DWG: Berry/Old Mtn L34-595.dwg
CHECKED: 08/17/10	SHEET: 1 of 11

SEC. 34, T. 5 S., R. 95 W. OF THE 6TH P.M. Old Mountain L34-595

Pad Location



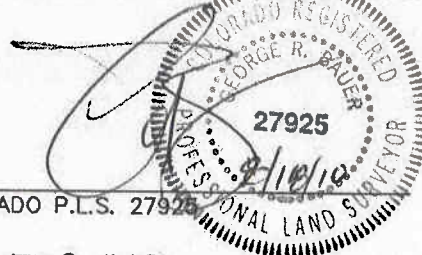
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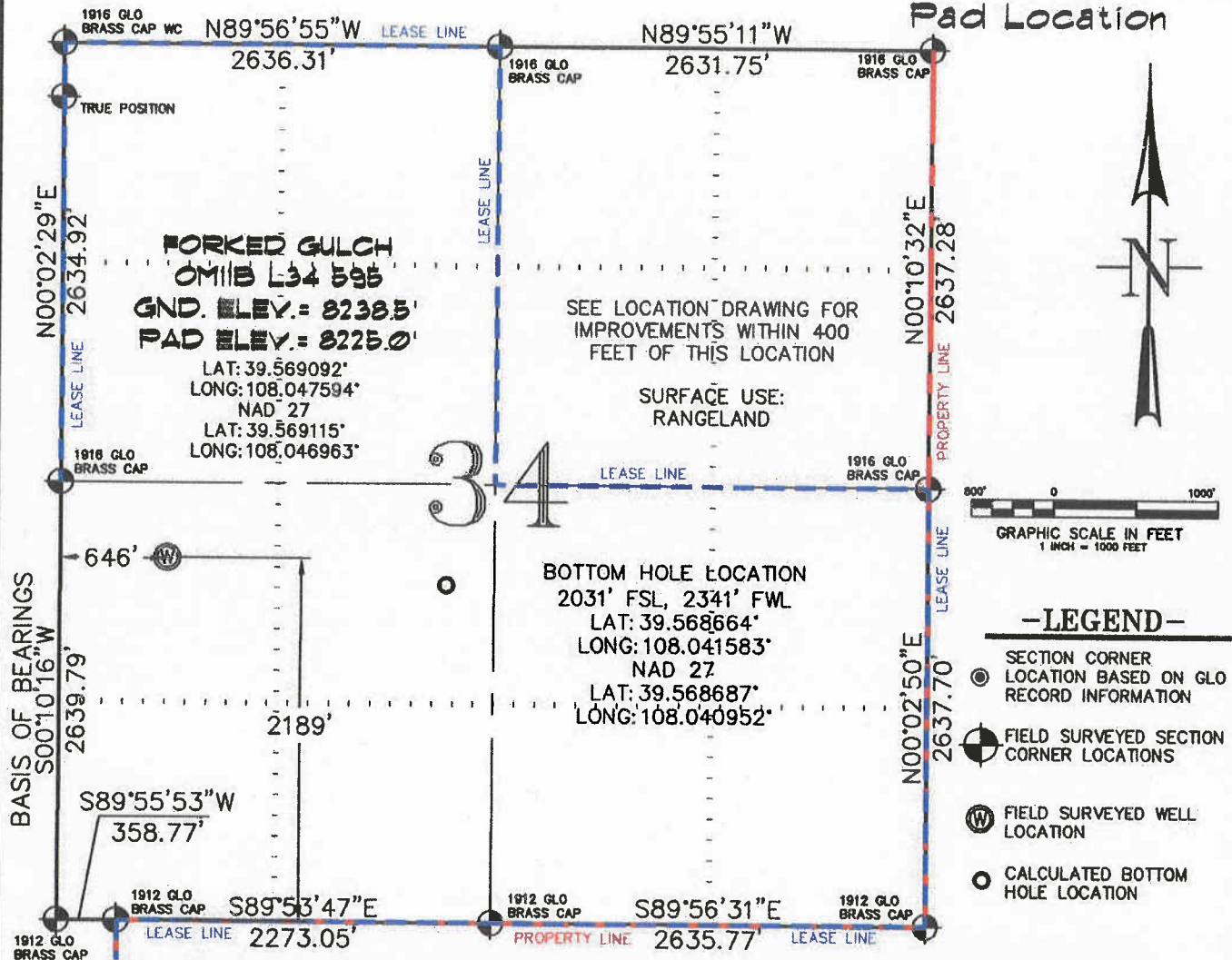
2012 SUNRISE BLVD.
SILT, CO 81652
(970)876-5753

VIEW: 1A

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SEC. 34, T. 5 S., R. 95 W. OF THE 6TH P.M. Old Mountain L34-595

Pad Location



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George R. Bauer
 27925
 8/18/10
 COLORADO P.L.S. 27925



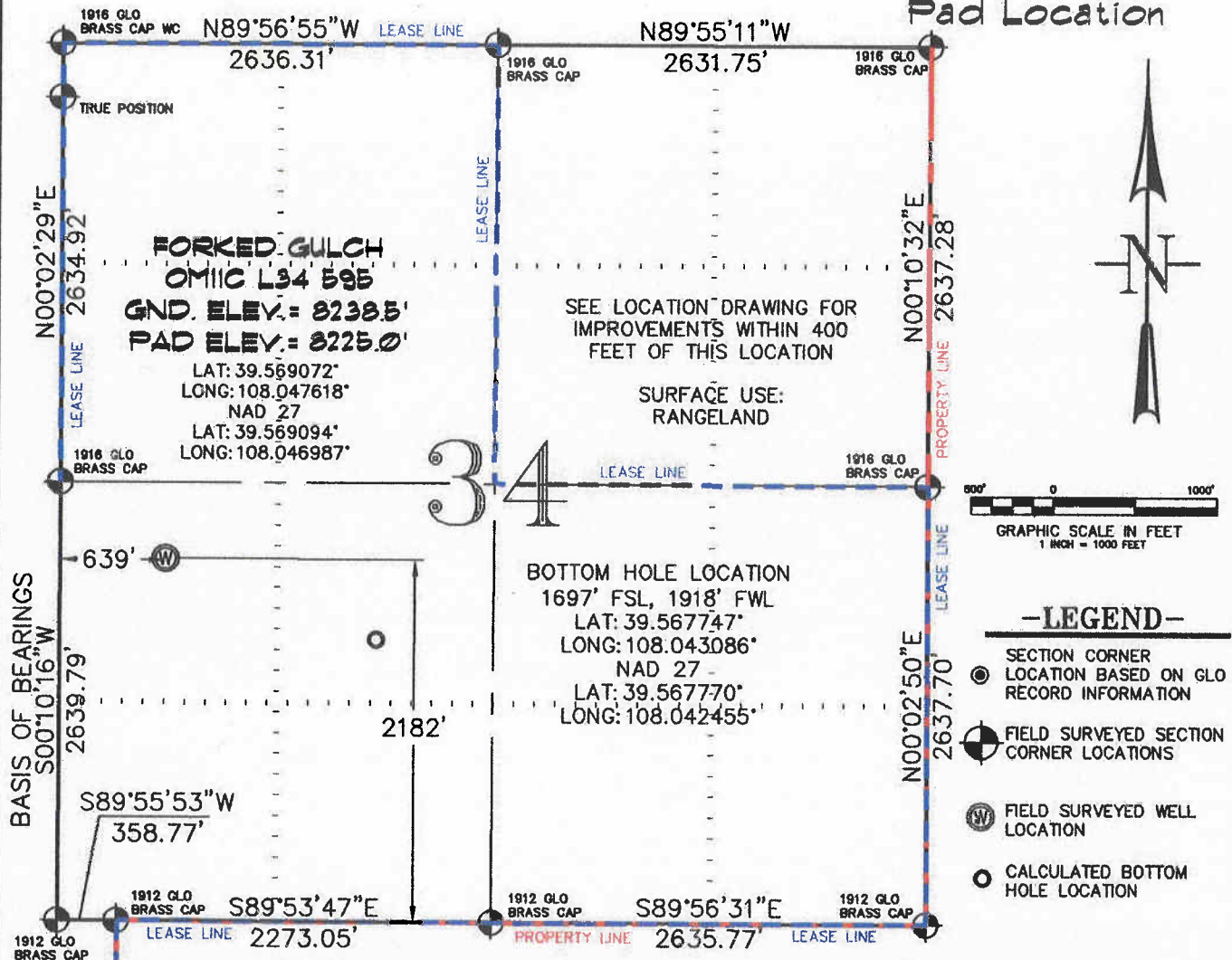
CONSTRUCTION SURVEYS, INC.
 0012 SUNRISE BLVD.
 SILT, CO 81652
 (970)876-5753

VIEW: 10

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Pad Location



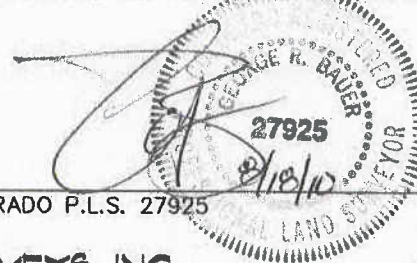
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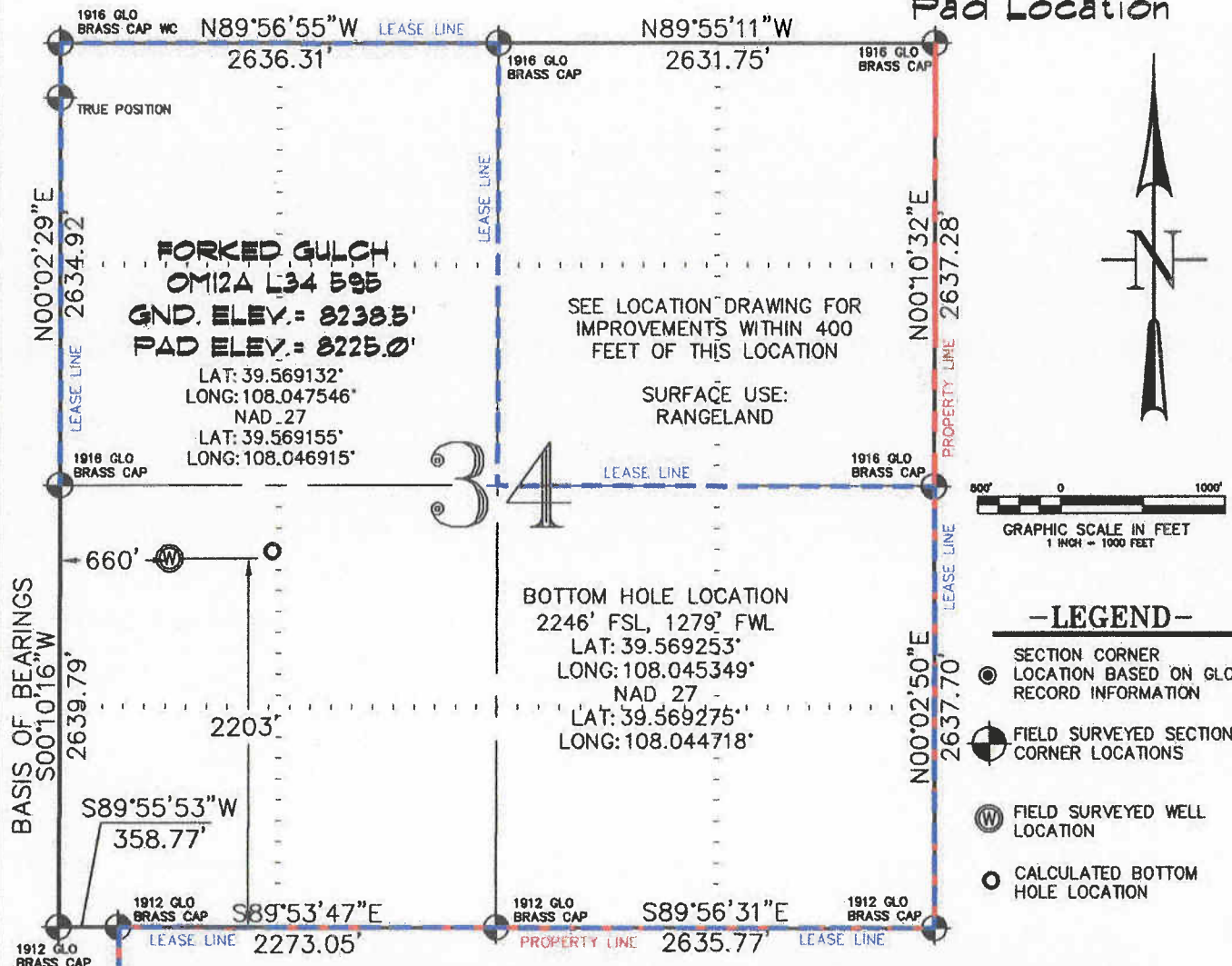
CONSTRUCTION SURVEYS, INC.
 0012 SUNRISE BLVD.
 SILT, CO 81652
 (970) 876-5753

VIEW: 1E

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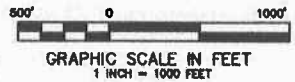
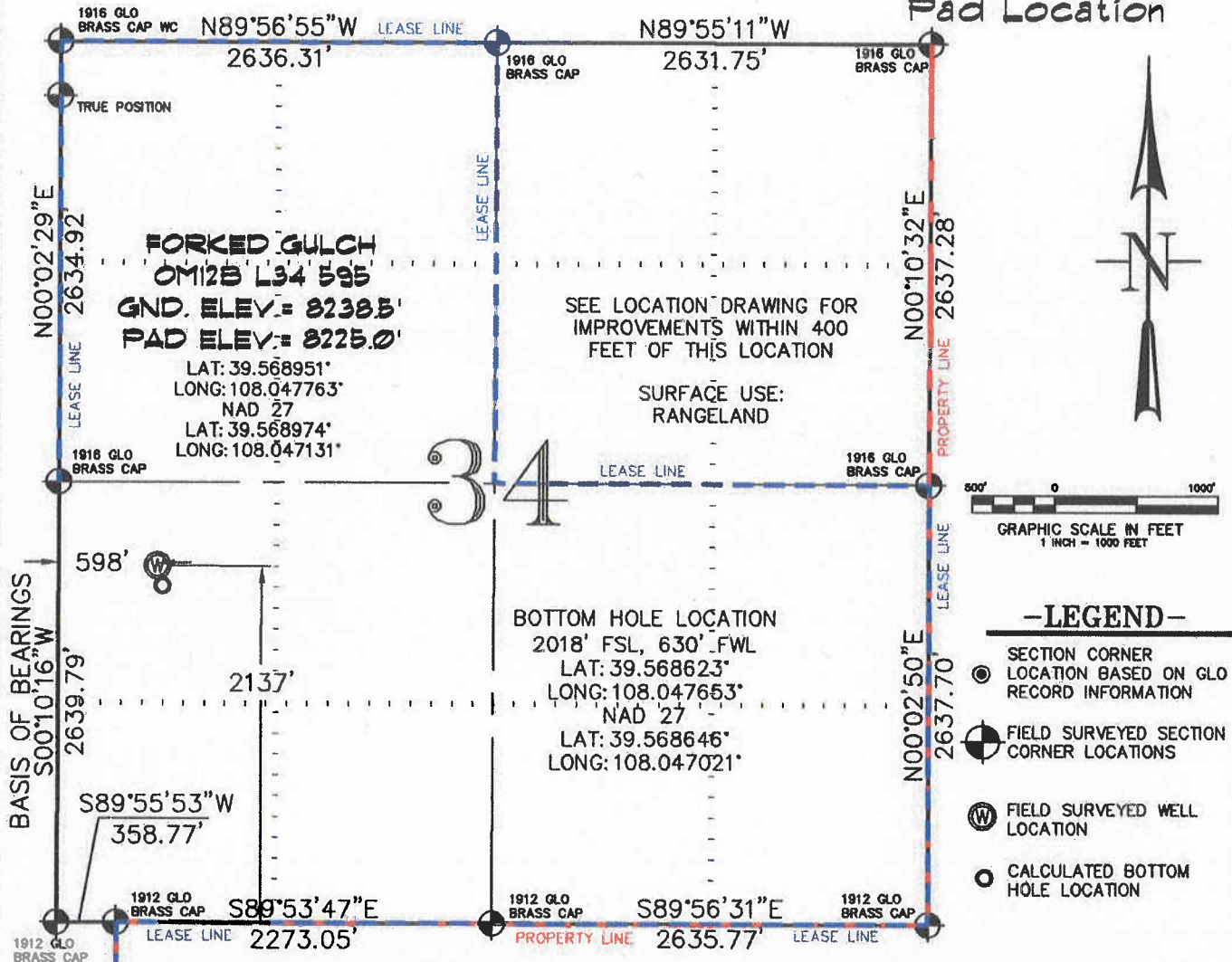
0012 SUNRISE BLVD.
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VIEW: 1B

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SEC. 34, T. 5 S., R. 95 W. OF THE 6TH P.M. Old Mountain L34-595

Pad Location



-LEGEND-

- SECTION CORNER LOCATION BASED ON GLO RECORD INFORMATION
- FIELD SURVEYED SECTION CORNER LOCATIONS
- ⊙ FIELD SURVEYED WELL LOCATION
- CALCULATED BOTTOM HOLE LOCATION

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(Signature)
 REGISTERED
 GEORGE R. BAUER
 27925
 8/18/10
 SURVEYOR
 COLORADO P.L.S. 27925



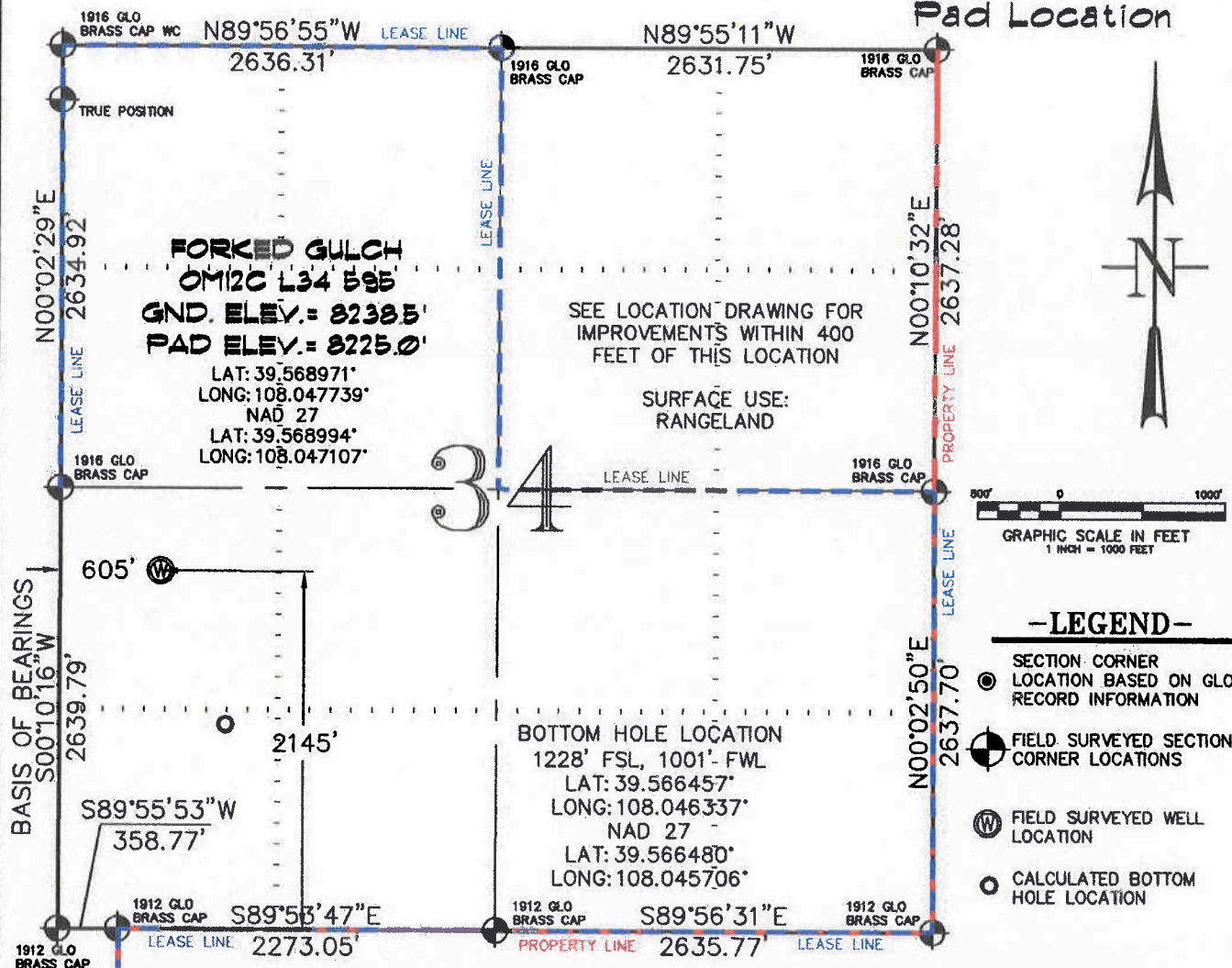
CONSTRUCTION SURVEYS, INC.
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VIEW: 1K

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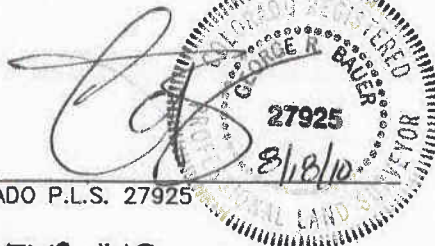
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VIEW: 1J

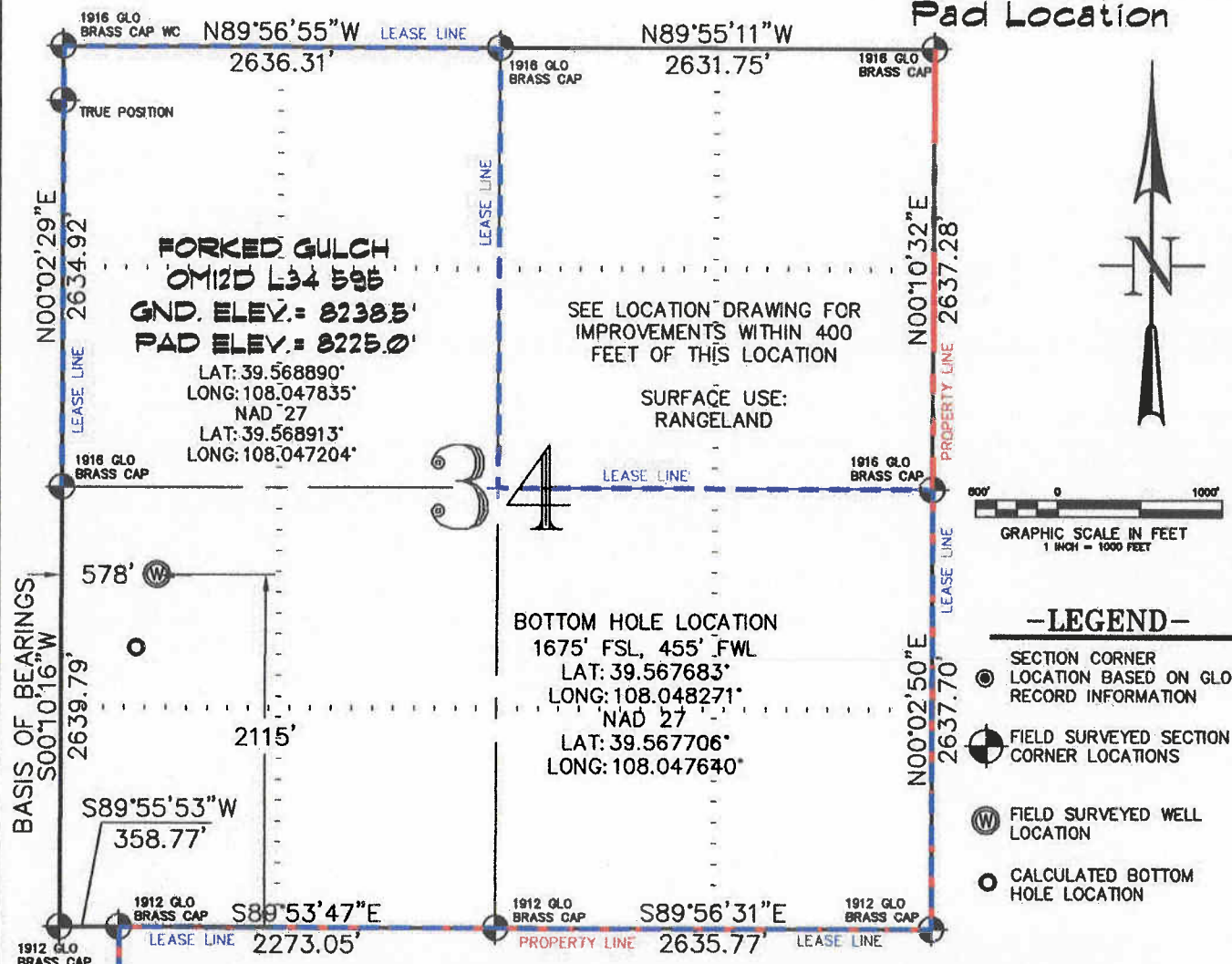


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Pad Location



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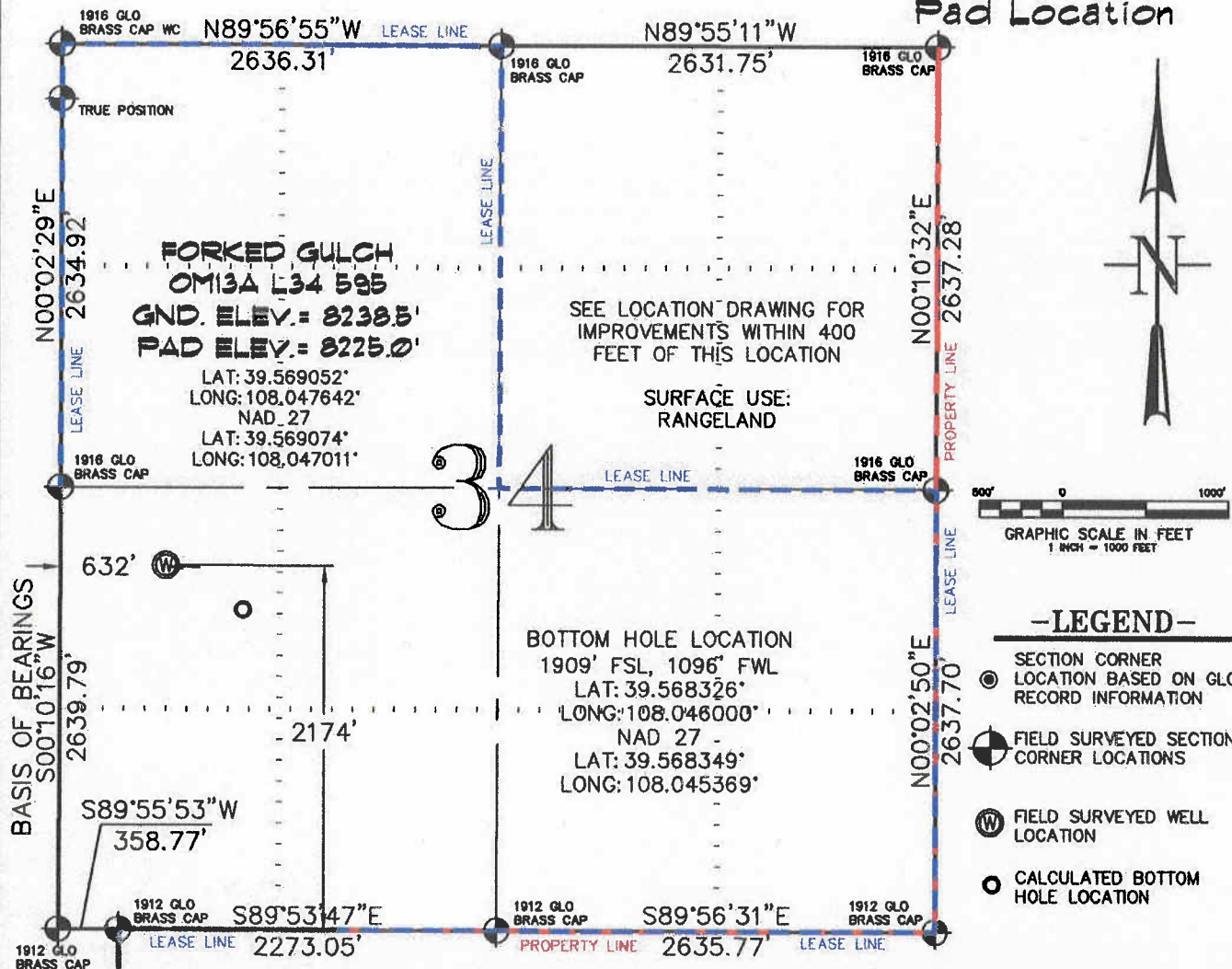
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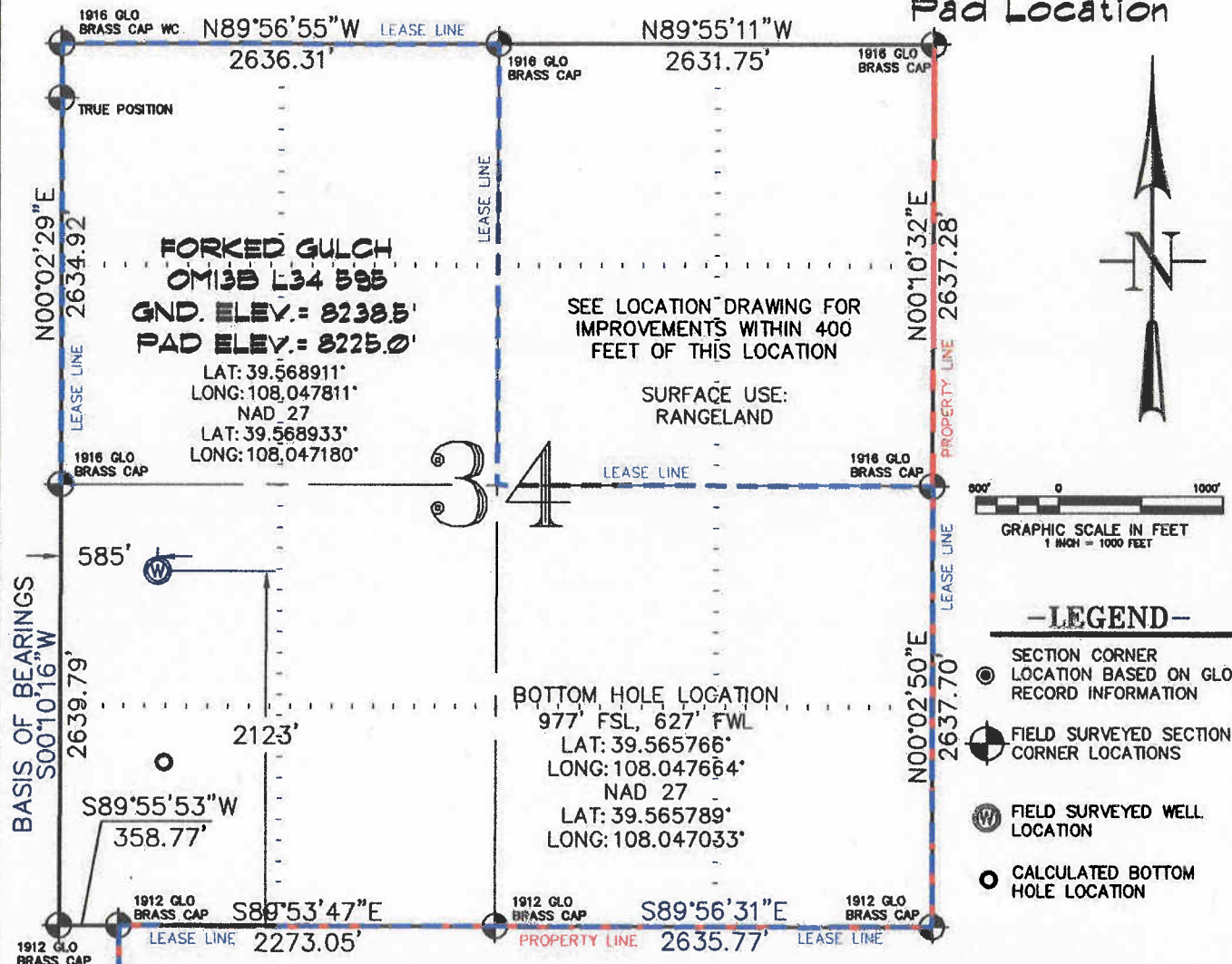
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SEC. 34, T. 5 S., R. 95 W. OF THE 6TH P.M. Old Mountain L34-595

Pad Location



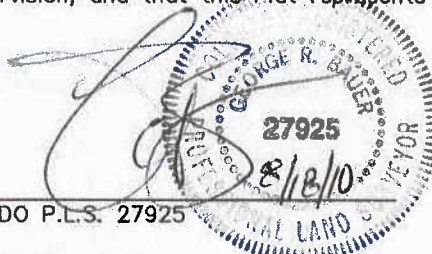
THIS WELL LOCATION PLAT WAS PREPARED FOR BERRY PETROLEUM COMPANY TO LOCATE THE FORKED GULCH OM13B L34 595 WELL, 2123 FEET FROM THE SOUTH LINE AND 585 FEET FROM THE WEST LINE IN THE NW1/4 SW1/4 OF SECTION 34, T. 5 S., R. 95 W. OF THE 6TH P.M. GARFIELD COUNTY, COLORADO.

REFERENCE NOTES

- 1) T. 5 S., R. 95 W., 6TH P.M. GLO PLAT.
- 2) U.S.G.S. QUAD: FORKED GULCH, CO
- 3) ELEVATIONS BASED ON N.A.V.D. 1988
- 4) LATITUDES AND LONGITUDES ARE BASED ON NAD 83, COLORADO CENTRAL ZONE.
- 5) GPS OPERATOR IVAN MARTIN, OBSERVED A PDOP OF 1.9.
- 6) ALL GPS OBSERVATIONS ARE IN COMPLIANCE WITH COGCC RULE NO. 215.
- 7) SURFACE AND BOTTOM HOLE LOCATIONS ARE MEASURED 90' FROM SECTION LINES.

SURVEYOR'S CERTIFICATE

I, George R. Bauer: a Professional Land Surveyor in the State of Colorado do hereby certify that this Survey was made under my direct supervision, and that this Plat represents said Survey.



COLORADO P.L.S. 27925



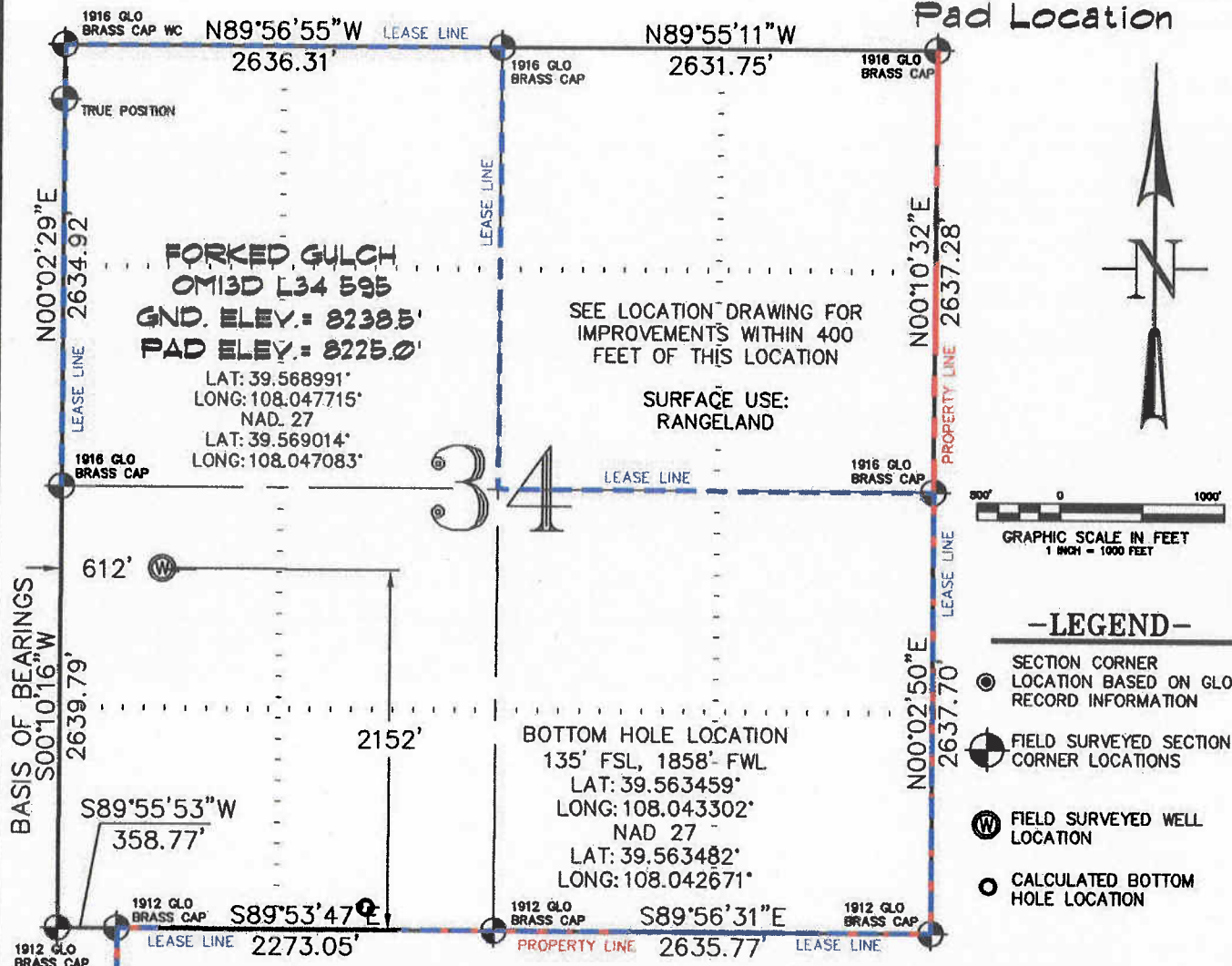
CONSTRUCTION SURVEYS, INC.
0012 SUNRISE BLVD.
SILT, CO 81652
(970)876-5753

VIEW: 1M

SURVEYED: 07/07/10	SCALE: 1" = 1000'
DRAFTED: 08/13/10	DWG: Berry/Old Mtn L34-595.dwg
CHECKED: 08/17/10	SHEET: 1 of 11

SEC. 34, T. 5 S., R. 95 W. OF THE 6TH P.M. Old Mountain L34-595

Pad Location



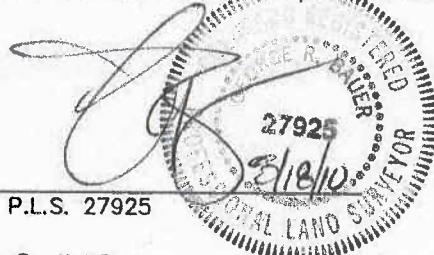
THIS WELL LOCATION PLAT WAS PREPARED FOR BERRY PETROLEUM COMPANY TO LOCATE THE FORKED GULCH OM13D L34 595 WELL, 2152 FEET FROM THE SOUTH LINE AND 612 FEET FROM THE WEST LINE IN THE NW1/4 SW1/4 OF SECTION 34, T. 5 S., R. 95 W. OF THE 6TH P.M. GARFIELD COUNTY, COLORADO.

REFERENCE NOTES

- 1) T. 5 S., R. 95 W., 6TH P.M. GLO PLAT.
- 2) U.S.G.S. QUAD: FORKED GULCH, CO
- 3) ELEVATIONS BASED ON N.A.V.D. 1988
- 4) LATITUDES AND LONGITUDES ARE BASED ON NAD 83, COLORADO CENTRAL ZONE.
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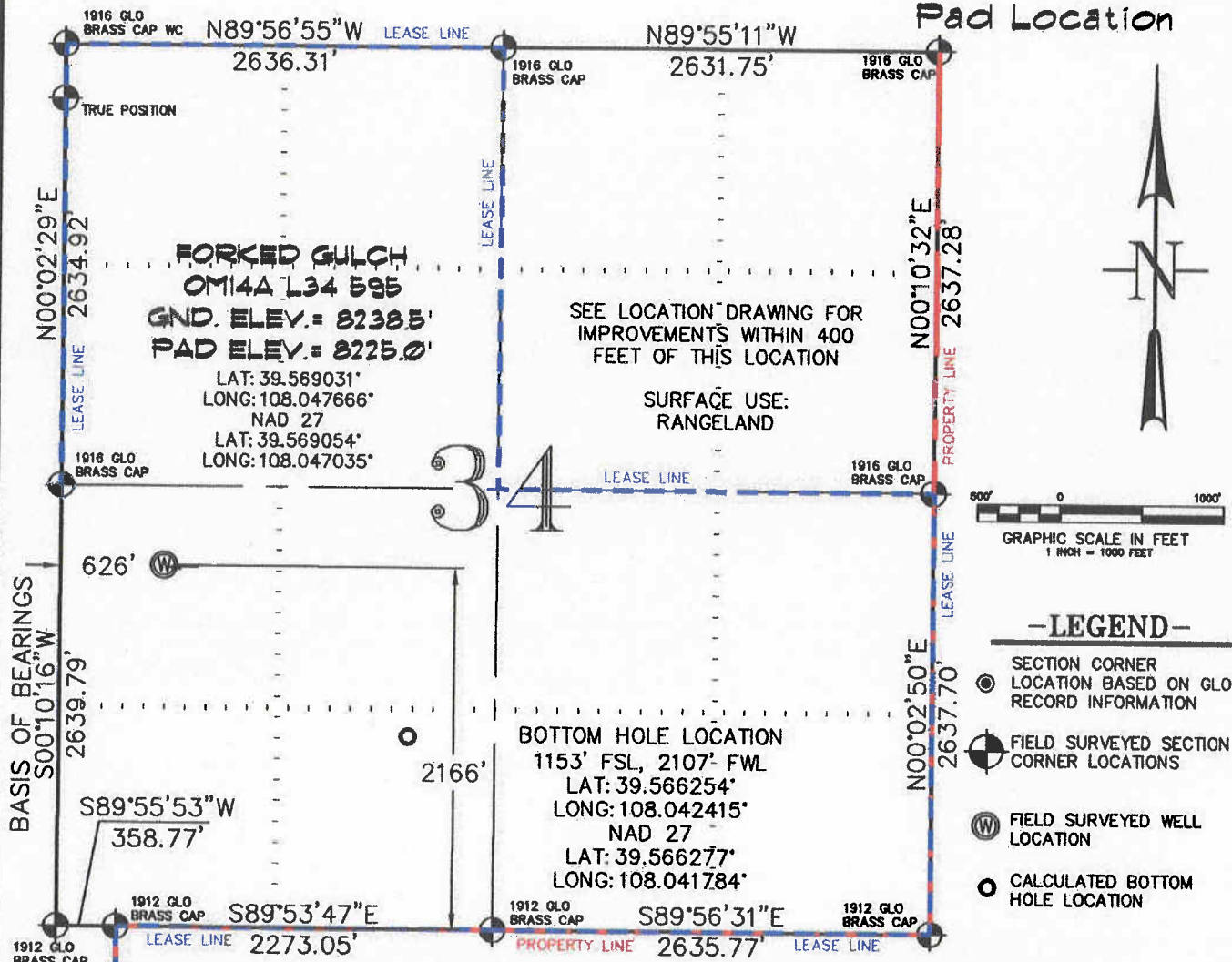
0012 SUNRISE BLVD.
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VIEW: 11

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SEC. 34, T. 5 S., R. 95 W. OF THE 6TH P.M. Old Mountain L34-595

Pad Location



-LEGEND-

- SECTION CORNER LOCATION BASED ON GLO RECORD INFORMATION
- FIELD SURVEYED SECTION CORNER LOCATIONS
- ⊙ FIELD SURVEYED WELL LOCATION
- CALCULATED BOTTOM HOLE LOCATION

THIS WELL LOCATION PLAT WAS PREPARED FOR BERRY PETROLEUM COMPANY TO LOCATE THE FORKED GULCH OM14A L34 595 WELL, 2166 FEET FROM THE SOUTH LINE AND 626 FEET FROM THE WEST LINE IN THE NW1/4 SW1/4 OF SECTION 34, T. 5 S., R. 95 W. OF THE 6TH P.M. GARFIELD COUNTY, COLORADO.

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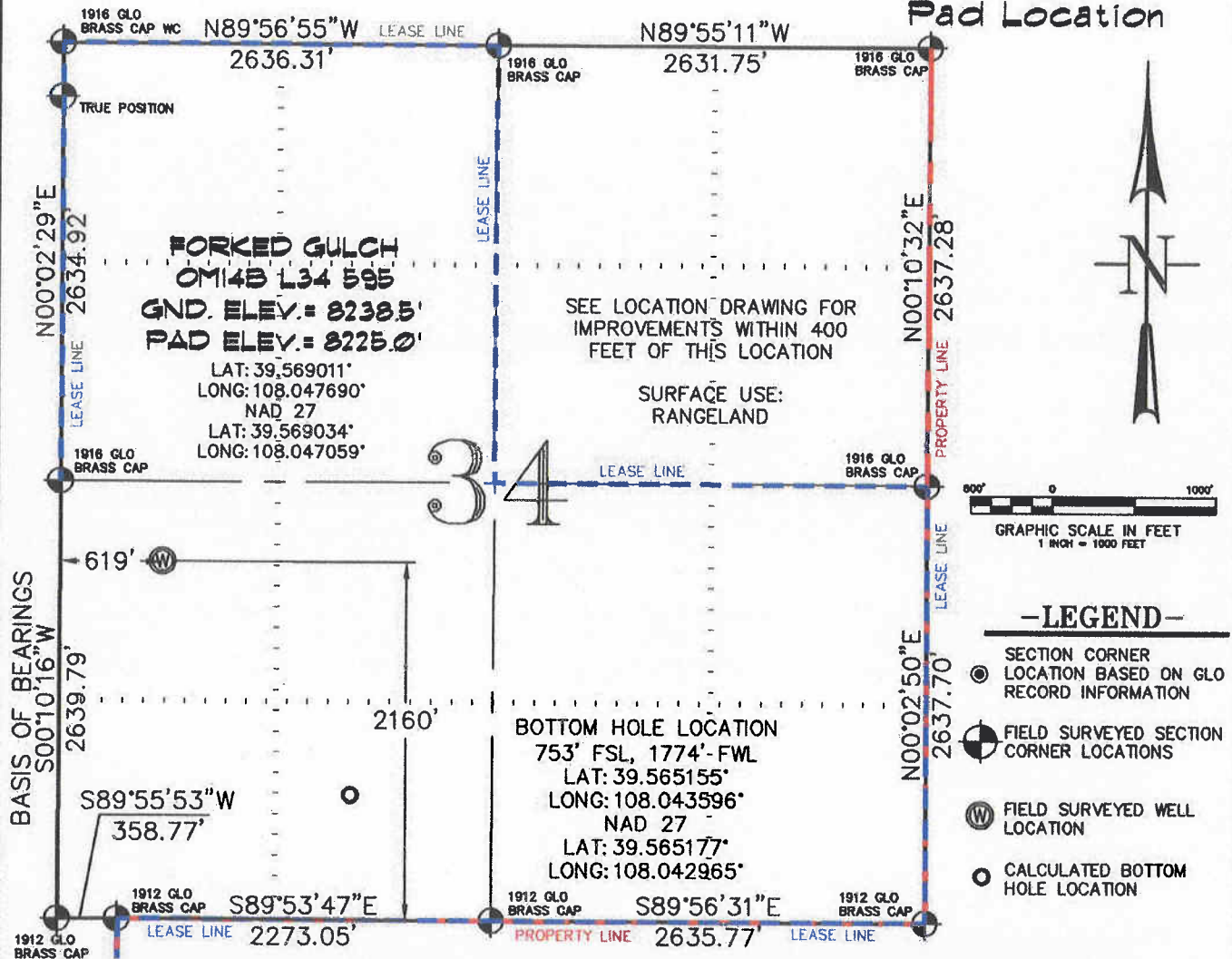
CONSTRUCTION SURVEYS, INC.
 0012 SUNRISE BLVD.
 SILT, CO 81652
 (970)876-5753

VIEW: 1G

SURVEYED: 07/07/10	SCALE: 1" = 1000'
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Old Mountain L34-595

Pad Location



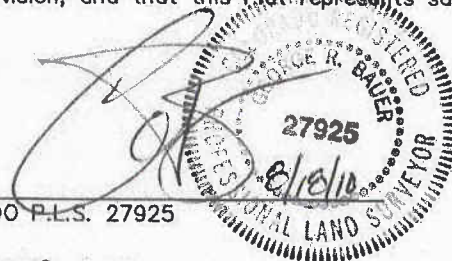
THIS WELL LOCATION PLAT WAS PREPARED FOR BERRY PETROLEUM COMPANY TO LOCATE THE FORKED GULCH 0M14B L34 595 WELL, 2160 FEET FROM THE SOUTH LINE AND 619 FEET FROM THE WEST LINE IN THE NW1/4 SW1/4 OF SECTION 34, T. 5 S., R. 95 W. OF THE 6TH P.M. GARFIELD COUNTY, COLORADO.

REFERENCE NOTES

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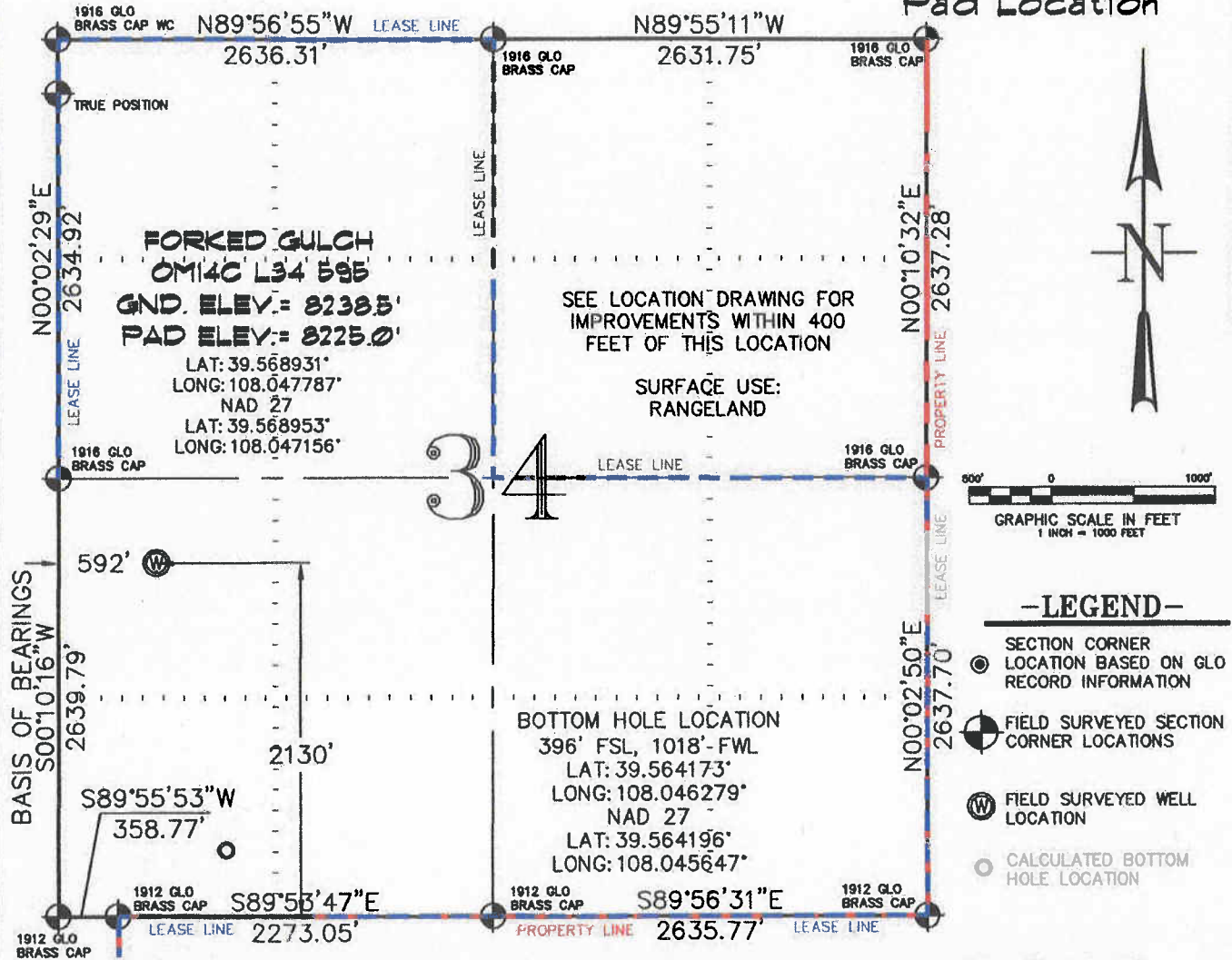
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VIEW: 1H

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CHECKED: 08/17/10	SHEET: 1 of 11

SEC. 34, T. 5 S., R. 95 W. OF THE 6TH P.M. Old Mountain L34-595

Pad Location



THIS WELL LOCATION PLAT WAS PREPARED FOR BERRY PETROLEUM COMPANY TO LOCATE THE FORKED GULCH OM14C L34 595 WELL, 2130 FEET FROM THE SOUTH LINE AND 592 FEET FROM THE WEST LINE IN THE NW1/4 SW1/4 OF SECTION 34, T. 5 S., R. 95 W. OF THE 6TH P.M. GARFIELD COUNTY, COLORADO.

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