



STATE LAND BOARD
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Steve Barwick
Field Representative

January 11, 2012

VIA OVERNIGHT MAIL

CO State Board of Land Commissioners
Attn: Tim Kelly
1127 Sherman Street, Suite 300
Denver, Colorado 80203

Re: Rule 318A a(3) and c(1) Waivers
State 16-3-61 1H
Section 16 – Township 3N – Range 61W; NE/4
Weld County, Colorado

Dear Mr. Kelly:

This letter is requesting the approval of the proposed surface location indicated above located at 250' FNL and 660' FEL.

Please indicate your waiver of those certain sections of Rule 318A regarding the construction and drilling of wells within the Greater Wattenberg Area by checking the boxes below and indicate your approval by signing in the space provided below:

- The undersigned waives the application of the "twinning" provision of Rule 318A.c(1) and approves a surface well location more than fifty feet from an existing surface well location.

- The undersigned waives the application of the Rule 318A.a(3) requirement that wells drilled in the Greater Wattenberg Area have a surface location within specified drilling windows, and approves the proposed location of the referenced well outside of said windows.

Chesapeake Energy Corporation
1700 Lincoln Street • Denver, Colorado 80203
303.832.2139 • fax 303.832.2162 • steve.barwick@chk.com

Please return one copy of this letter in the self-addressed envelope provided, retaining one for your records. Please be advised that we will be providing this waiver to the Colorado Oil and Gas Conservation Commission pursuant to the permitting of the referenced well.

Should you have questions please feel free to contact me at any time at (303) 579-1114.

Sincerely yours,

Morgan Collins for Steve Barwick

Steve Barwick

Acknowledged and Agreed to this 13 day of January, 2012.

CO State Board of Land Commissioners

Timothy L. Kelly

Tim Kelly – Mineral Leasing Manager