

1700 Broadway, Suite 650
Denver, CO 80290
Tel: 303.393.0033
Fax: 303.393.8636

2005 Howard Smith
Avenue East
Windsor, CO 80550
Tel: 970.686.8831
Fax: 970.686.2014



Great Western
OIL & GAS COMPANY
LOCATION WAIVER

October 24th, 2012

Tailholt Resources, LLC.
303 Harmony Road, Suite 400
Fort Collins, Colorado 80528

Re: Request for Exception to Rule 318 A(a)

Tailholt FD #11-35HC 239' FNL and 452' FWL
Tailholt FD #11-25HN 239' FNL and 422' FWL
Tailholt FD #11-2D 2,196' FNL and 2,538' FWL
Tailholt FD #11-6D 2,209' FNL and 2,532' FWL
Tailholt FD #11-28D 2,223' FNL and 2,526' FWL
Tailholt FD #11-3D 2,237' FNL and 2,520' FWL
Tailholt FD #11-10D 2,251' FNL and 2,514' FWL
Tailholt FD #11-13D 2,264' FNL and 2,508' FWL
Tailholt FD #11-17D 2,278' FNL and 2,502' FWL

Township 6 North, Range 67 West, 6th P.M.
Section 11: Part of N/2 and SW/4
Weld County, Colorado

Dear Tailholt Resources, LLC.:

Great Western Oil and Gas Company ("GWOG") plans to drill the above oil and gas wells from the above described surface location.

Rule 318A(a) of the Colorado Oil and Gas Conservation Commission ("COGCC") Rules and Regulations requiring that the wells 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 if which is the center of the quarter section.

Please waive this requirement showing your approval of the new wells being drilled at the location referenced above.

Therefore, please evidence your request to waive ("COGCC") Rule 318A(a) by signing below. If you have any questions regarding this matter, please contact Gary P. Steele at (720) 494-1390 or (970) 686-8831.

Sincerely,

Gary P. Steele
Gary P. Steele
Great Western Oil and Gas Company, LLC

SIGNED FOR IDENTIFICATION:

Stanley K. Everitt
Stanley K. Everitt

Date: October 25, 2012

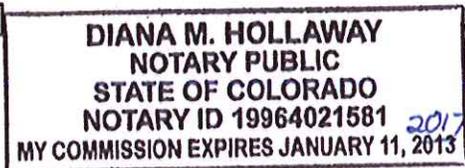
ACKNOWLEDGMENT

STATE OF COLORADO }
Laurel }ss.
COUNTY OF WELD }

This foregoing instrument was acknowledged before me this 25th day of October, 2012, by Stanley K. Everitt, to me that he duly executed the same as his free and voluntary act and deed for the purposes therein set forth.

Witness my hand and notarial seal.

[SEAL]



Diana M. Hollaway

My commission Expires: 1-11-17

RETURN TO:
Great Western Oil and Gas Company
2005 Howard Smith Avenue East
Windsor, CO 80550