27 November 2012

Colorado Oil and Gas Conservation
Commission
The Chancery Building
1120 Lincoln Street, Suite 801
Denver, CO 80203

Attn: Matthew Lepore, Director

RE: **Request to the Director for 318A(I).a Surface Location Exception (Outside 318A Drilling Window)**
       Request to the Director for 318A(I).c Twinning Location Exception
       Niobrara Horizontal Well New Drills

State Antelope T-24 Pad: SWSE Sec 24-T5N-R62W, 6th PM, Weld County, CO
State Antelope O-K-24HNB (165' FSL, 1524' FEL), State Antelope 44-41-24HNB (185' FSL, 1524' FEL),
State Antelope Y-U-24HZ (205' FSL, 1525' FEL), State Antelope 34-31-24HZ (225' FSL, 1525' FEL),
State Antelope T-P-24HZ (245' FSL, 1526' FEL), State Antelope A6-24HZ (265' FSL, 1526' FEL),
State Antelope A7-24HZ (285' FSL, 1527' FEL)

Mr. Lepore:

Bonanza Creek Energy, Inc. ("Bonanza") intends to drill the above referenced horizontal oil and gas well(s) to the Niobrara Formation from a well pad to be located as described above. The proposed location is being permitted as an exception location, in an effort to optimize the lateral length of the associated horizontal well(s). Bonanza Creek has obtained written permission in a waiver from the surface owner.

Additionally, under Rule 318A(I).c, any new twinning well is to be located within 50 feet of an existing well. Bonanza has obtained permission, contained in a waiver from the surface owner, to locate the proposed wellhead(s) greater than 50 feet from an existing well.

Thank you for your attention to this matter. Bonanza respectfully requests that the COGCC review the enclosed information and approve the Exception Location Variance and Application for Permit to Drill the captioned well(s).

Sincerely,

BONANZA CREEK ENERGY, INC.
BONANZA CREEK ENERGY OPERATING COMPANY, LLC.

Keith S. Caplan
Senior Regulatory Specialist

enclosure