

**MEMORANDUM OF
AMENDMENT TO SURFACE DAMAGE AND RELEASE AGREEMENT**

WHEREAS on the 23rd day of March, 2009, **Clifton L. Fosnot**, with an address of P.O. Box 154, Cahone, CO 81320, ("Owner"), and Bill Barrett Corporation with an address of 1099 18th Street, Suite 2300, Denver, CO 80202, ("BBC"), entered into an Amendment To Surface Damage and Release Agreement ("Agreement") covering certain oil and gas well or wells on lands in Dolores County, Colorado, ("Lands") as described below:

Township 39 North, Range 18 West, N.M.P.M.

Section 1: SW/4 SW/4

Existing Well:

Fosnot #13H-1-39-18

to now be named the Fosnot #13N-1-39-18

Additional Wells:

Fosnot #13S-1-39-18 and others to be
determined on and upon herein described land.


WHEREAS said agreement provides for, among other things, the right to enter upon and use the Owners' property for the purpose of erecting and maintaining well site location(s) for one (1) or more wells on Owners' land to maintain the well site location(s). Said agreement sets forth payment of specific amounts to cover damages resulting from the construction, use and maintenance of the well site location(s). Said agreement, with all of its terms, conditions, covenants and other provisions, is referred to and incorporated into this Memorandum for all purposes.

NOW THEREFORE this Memorandum is placed of record for the purpose of giving notice of the Amendment to Surface Damage and Release Agreement.

OWNER

BILL BARRETT CORPORATION

Clifton L. Fosnot
Clifton L. Fosnot

By: Huntington T. Walker 

Name: Huntington T. Walker
Title: Sr. Vice President - Land
Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, Colorado 80202
Attention: Huntington T. Walker
Sr. Vice-President-Land
(303) 293-9100

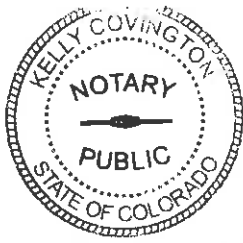
ACKNOWLEDGEMENTS

STATE OF COLORADO)
SS.
CITY AND COUNTY OF DENVER)

On this 13th day of April, 2009, before me personally appeared Huntington T. Walker, known to me to be the Sr. Vice President - Land of BILL BARRETT CORPORATION and that he executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

My Commission Expires: 12-15-2009



My Commission Expires Dec 15, 2009

Notary Public: [Signature]

Address: 1099 18th Street, Ste 2300, Denver, CO 80202

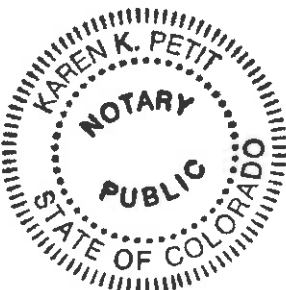
ACKNOWLEDGMENT

STATE OF COLORADO)
SS.
COUNTY OF Montezuma)

BEFORE ME, the undersigned authority, on this 23rd day of March, 2009, personally appeared Clifton L. Fosnot, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged to me that he signed the said instrument at his free and voluntary act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal hereto affixed the day and year in this certificate above written.

My Commission Expires: 01/15/2013



Notary Public: [Signature]

Address: 15442 County Rd CC
Pleasant View CO 81331

EXHIBIT "A"

OWNER and OPERATOR acknowledge they have inspected the proposed well locations and agree as to their location.

OWNER and OPERATOR hereby agree that surveyed plats will be substituted for this page when available. These plats will cover that area of the proposed well location and access in OWNER'S lands generally described as follows:

Township 39 North, Range 18 West, N.M.P.M.
Section 1: SW/4 SW/4

OWNER:

Clifton L. Fosnot
Clifton L. Fosnot

OPERATOR:

Bill Barrett Corporation

BY: Huntington T. Walker
Huntington T. Walker, Sr. VP-Land