



## Bill Barrett Corporation

Surface Owner: State of Colorado  
Attn: Tim Kelly  
1313 Sherman Street, Ste 620  
Denver, CO 80203

Operator: Bill Barrett Corporation

Effective Date: 25<sup>th</sup> day of July, 2013

Subject Lands: Township 5 North, Range 62 West, 6<sup>th</sup> P.M.  
Section 22, 27: SE/4SE/4  
Weld County, Colorado

RE: Surface Exception Location Consent  
Well-Set-Back (Twinning) Exception Consent  
Anschutz Windmill 5-62-27-0857BH

The State of Colorado, owner of the Subject Lands ("Owner"), for adequate consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby waive the provisions of Rule 318.A. (a) of the Colorado Oil and Gas Conservation Commission's Rules and Regulations that provides that wells shall be drilled within a square with sides four hundred (400) feet in length, the center of which is the center of any governmental quarter-quarter section ("400' Window"). Owner hereby consents and authorizes Bill Barrett Corporation to drill, complete and operate the following wells:

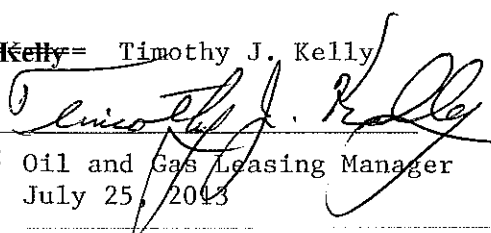
**Anschutz Windmill 5-62-27-0857BH**  
5N- 62W, Section 22, 27, of the 6<sup>th</sup> P.M.  
SHL: 338' FSL, 444' FEL (Sec. 22)  
BHL: 500' FSL, 500' FEL (Sec. 27)

**\*\*The surface location will be located 16' to the east of the Window and 122' to the south of the Window.**

By signing this letter you hereby grant your consent to Bill Barrett Corporation to locate the wells outside of a GWA window as defined by COGCC Rule 318A. (a). and to locate the surface location outside of the drilling and spacing unit provided for under Order 535-4. Additionally, the wells are being proposed at a surface location which is more than 50 feet from an existing surface well location. By signing this letter you also grant your consent to Bill Barrett Corporation to locate the wells more than 50 feet from the existing wells as provided for under COGCC Rule 318A.(c).

This waiver and authorization is signed as of the date of the acknowledgment below, but is effective for all purposes as of the Effective Date stated above.

~~Tim Kelly~~ = Timothy J. Kelly

By:   
Title: Oil and Gas Leasing Manager  
Date: July 25, 2013