



410 17th Street, Suite 1500
Denver, CO 80202
(720) 440-6100 phone
(720) 279-2331 fax

Bonanzacrk.com

29 October 2013

70 Ranch, LLC
8301 E. Prentice Avenue
Suite 100
Greenwood Village, CO 80111
Attn: Mr. Ron von Lembke

RE: Surface Owner Waivers - COGCC Wattenberg Window Rule (318A.a)

Antelope K-15 Pad: NWNE Sec 15-T5N-R62W, 6th PM, Weld County, CO
Antelope K21-O24-15HNB (392' FNL, 2545' FEL), Antelope K-O-15HNB (372' FNL, 2545' FEL)
Antelope K31-O34-15HNB (352' FNL, 2544' FEL), Antelope 31-34-15HNB (332' FNL, 2544' FEL)
Antelope A5-15 (312' FNL, 2544' FEL), Antelope A6-15 (292' FNL, 2544' FEL)
Antelope A7-15 (272' FNL, 2543' FEL)

Dear Mr. von Lembke,

Bonanza Creek Energy, Inc. (Bonanza) intends to drill the above referenced Niobrara Fm horizontal oil and gas wells, to be located as described above.

The Colorado Oil and Gas Conservation Commission (COGCC) has implemented certain rules which pre-determine the location of oil and gas wells in this area; and to which exemptions may be granted with the Surface Owner's approval.

COGCC Rule 318A(I).a. defines a "400' Greater Wattenberg Area (GWA) Window" as "A square with sides four hundred (400) feet in length, the center of which is the center of any governmental quarter-quarter section." The rule also defines an 800' GWA Window as "a square with sides eight hundred (800) feet in length, the center of which is the center of any governmental quarter section." In order drill horizontal wells with sufficient lateral length in the producible zone; the wellhead surface locations have been staked outside of the associated GWA Window.

Please note that the Antelope K-15 Pad Location is included in Article 5.4 of the Amended and Restated Surface Use Agreement dated April 30, 2013.

Bonanza respectfully requests you or your authorized agent scan and email the signed waiver to kcaplan@bonanzacrk.com. If you prefer, you may also fax it to (720) 279-2331, to the attention of Keith Caplan. Please do not hesitate to call me, at (720) 440-6112, should you have any questions or concerns.

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

Keith S. Caplan
Sr. Regulatory Specialist



**SURFACE OWNER'S RESPONSE LETTER
COGCC Rule 318A(I).a Exceptions**

Antelope K-15 Pad: NWNE Sec 15-T5N-R62W, 6th PM, Weld County, CO
Antelope K21-O24-15HNB (392' FNL, 2545' FEL), Antelope K-O-15HNB (372' FNL, 2545' FEL)
Antelope K31-O34-15HNB (352' FNL, 2544' FEL), Antelope 31-34-15HNB (332' FNL, 2544' FEL)
Antelope A5-15 (312' FNL, 2544' FEL), Antelope A6-15 (292' FNL, 2544' FEL)
Antelope A7-15 (272' FNL, 2543' FEL)

Having reviewed Bonanza Creek Energy, Inc.'s letter Surface Owner Waivers, COGCC Wattenberg Window and Twinning Rules dated 29 October 2013, the undersigned Surface Owner or Designated Representative hereby grants Bonanza Creek Energy, Inc. exceptions to the following COGCC Rules with respect to the above referenced well locations.

COGCC Rule 318A(I).a – Well location within a GWA Window

Signed and Dated this 31st day of October, 2013.

SURFACE OWNER or DESIGNATED REPRESENTATIVE:

By [Signature]

By _____

Printed Name Paul E. van der Horst

Printed Name _____

Title Designated Representative

Title _____

Phone Number 303-772-1005

Phone Number _____

Designated Representative (if any)

Designated Representative (Agent): _____

Address: _____

Telephone: Home _____ Work _____

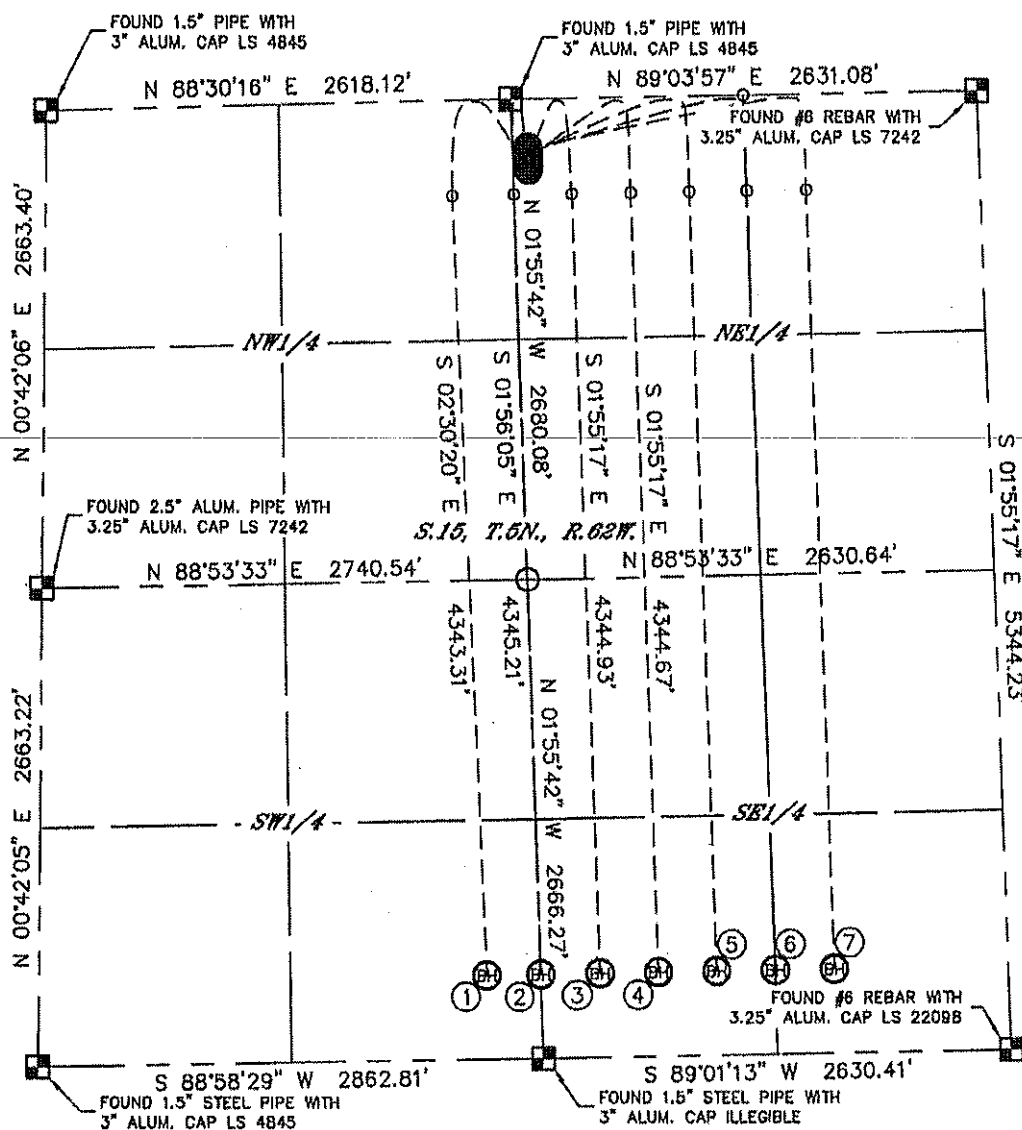


Lat40°, Inc. 1635 Foxtrail Drive, Suite 325 Loveland, CO 970-776-3321

MULTI-WELL PLAN ANTELOPE K-15 PAD

SECTION: 15
TOWNSHIP: 5N
RANGE: 62W

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY



| # | WELL NAME | SHL FOOTAGE | | | | SHL LAT° | SHL LONG° |
|---|------------------------|-------------|-----|------|-----|----------|------------|
| 1 | ANTELOPE K21-O24-15HNB | 392 | FNL | 2545 | FEL | 40.40620 | -104.30910 |
| 2 | ANTELOPE K-O-15HNB | 372 | FNL | 2545 | FEL | 40.40626 | -104.30910 |
| 3 | ANTELOPE K31-O34-15HNB | 352 | FNL | 2544 | FEL | 40.40631 | -104.30910 |
| 4 | ANTELOPE 31-34-15HNB | 332 | FNL | 2544 | FEL | 40.40637 | -104.30910 |
| 5 | ANTELOPE A5-15 | 312 | FNL | 2544 | FEL | 40.40642 | -104.30911 |
| 6 | ANTELOPE A6-15 | 292 | FNL | 2544 | FEL | 40.40648 | -104.30911 |
| 7 | ANTELOPE A7-15 | 272 | FNL | 2543 | FEL | 40.40653 | -104.30911 |

LEGEND

- = ALIQUOT MONUMENT AS DESCRIBED
- = CALCULATED POSITION



SHEET 1 OF 2 DATE: 10/7/2013
PROJECT#: 2012071



Lat40°, Inc. 1635 Foxtrail Drive, Suite 325 Loveland, CO 970-776-3321

MULTI-WELL PLAN

ANTELOPE K-15 PAD

SECTION: 15
TOWNSHIP: 5N
RANGE: 62W

