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**Corporate Office**

1775 Sherman Street, #3000  
Denver, Colorado 80203  
303.860.5800  
www.pdce.com

11/22/2013

State of Colorado  
Attn: Matt Lepore  
Oil & Gas Conservation Commission  
1120 Lincoln Street, Suite 801  
Denver, CO 80203

Re: **Rule 318A.a., A.c. Waiver**  
Thornton 14K-441  
SENW Sec. 14 T7N R66W  
Weld County, Colorado

Dear Director:

PDC Energy, Inc. ("PDC") is requesting an exception to Rule 318A.a. and Rule 318A.c. for the above-captioned well(s).

The location(s) are planned outside of a GWA window and are not within 50' of an existing well. This location is a good location in order to drill horizontal wells with sufficient lateral length in the producible zone and build sufficient production facilities on location.

We respectfully request that you approve this waiver to reduce the impact on surface operations. Attached is the surface location waiver.

If you have any questions, please contact the undersigned at 303-860-5800.

Sincerely,

A handwritten signature in blue ink, appearing to read "Liz Lindow", written over the printed name.

Liz Lindow  
Regulatory Analyst  
PDC Energy, Inc.