



## 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:** January 7, 2014

**Subject Lands:** Township 4 North, Range 62 West, 6<sup>th</sup> P.M.  
Section 1: W2, W2E2  
Section 2: All  
Weld County, Colorado

RE: Surface Exception Location Consent  
Well-Set-Back (Twinning) Exception Consent  
State of Colorado 4-62-2 Pad

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:

<u>Well Name</u>	<u>SHL (Section 2)</u>	<u>BHL (Section 1)</u>	<u>SHL Distance from 318A. 400x400 Window</u>
State of Colorado 4-62-2 3228CH2	1644' FNL 250' FWL	2495' FNL 2470' FEL	210' West and 136' North
State of Colorado 4-62-2 3228BH2	1629' FNL 250' FWL	2210' FNL 2470' FEL	210' West and 151' North
State of Colorado 4-62-2 1721CH2	1614' FNL 250' FWL	1925' FNL 2280' FEL	210' West and 166' North
State of Colorado 4-62-2 1721BH2	1599' FNL 250' FWL	1640' FNL 2280' FEL	210' West and 181' North

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.

**Timothy J. Kelly**

By: 

Title: Oil & Gas Leasing Manager

Date: January 23, 2014