

KERR-MCGEE OIL AND GAS ONSHORE LP

635 N. 7TH AVENUE, BRIGHTON, CO 80601

January 21, 2014

Carma Bayshore, LLC.
188 Inverness Drive West, Suite 150
Englewood, CO. 80112

Re: Request for Exception to Rule 318A-c
Barefoot 32N-25HZ Barefoot 33C-25HZ Barefoot 33N-25HZ

Township 3 North, Range 68 West, Section 25: NE SE
Weld County, Colorado

Dear Mr. Savela:

Kerr-McGee Oil and Gas Onshore LP plans to drill the listed oil and gas wells from the above described surface locations.

Rule 318A-c of the Colorado Oil and Gas Commission's Rules and Regulations requires any new twinned well being located 50' or less from an existing oil and gas well. We will drill the wells at the described location per the attached Barefoot 32N-25HZ Location Drawing, but we will need this waiver as this location is more than 50' from the existing well.

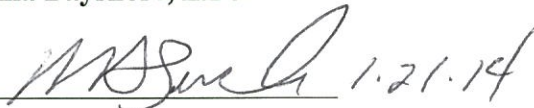
Please waive the above referenced requirement showing your approval by signing below. Should you have any questions, please contact our office. Thank you for your consideration.

Very truly yours,
KERR-MCGEE OIL AND GAS ONSHORE LP


Terry Enright
Staff Landman

I/we waive the above requirements and approve the above described locations.

Carma Bayshore, LLC.

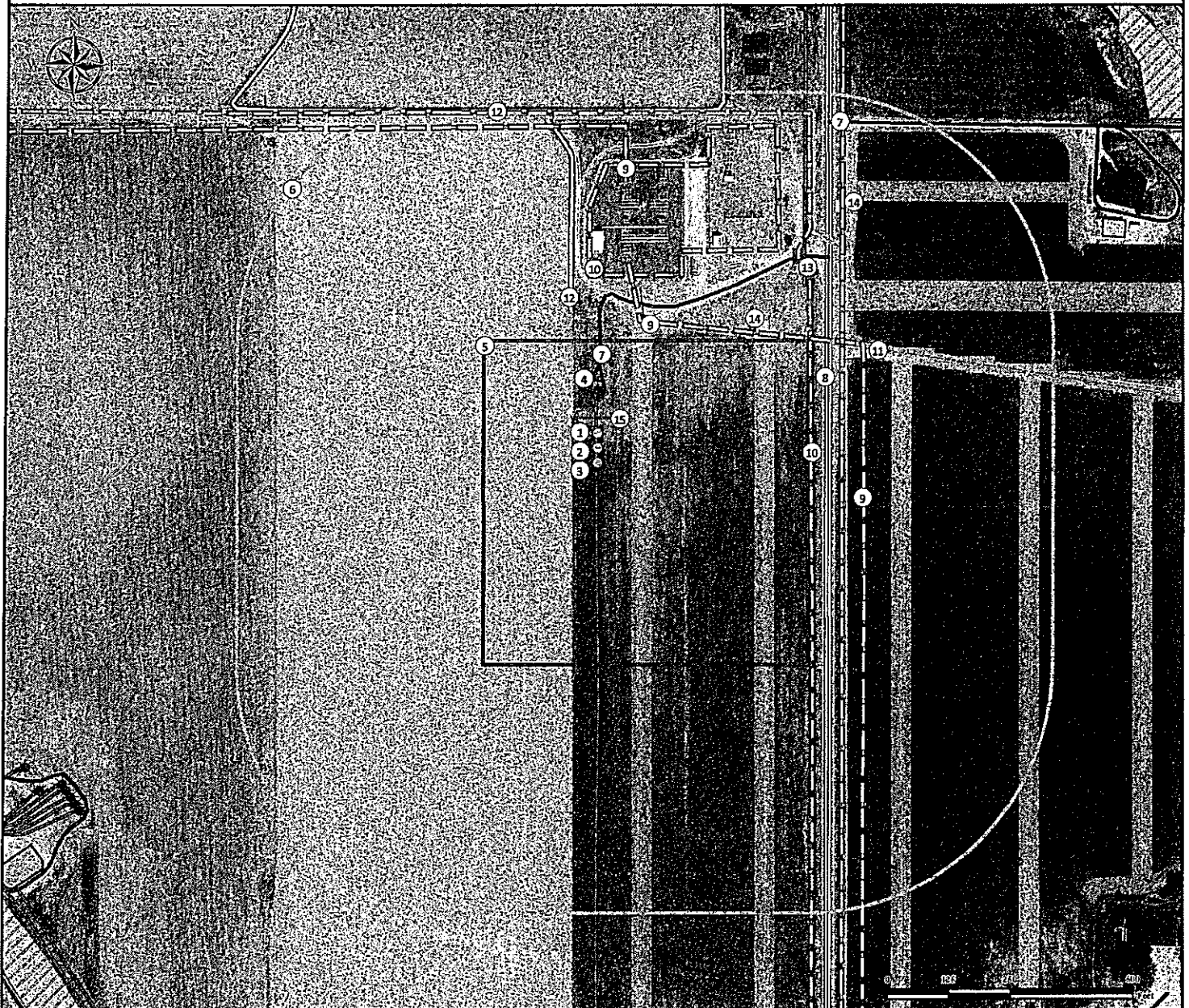
By:  1.21.14

Marc Savela, Manager

Location Drawing BAREFOOT 32N-25HZ

Horizontal Multi Well Pad

NE¼ SE¼ SECTION 25, TOWNSHIP 3 NORTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN



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|----------------------------------------------------|-------------------------------------------------------------------|--------------------------------------------------------|
| 1. Proposed Well BAREFOOT 32N-25HZ. | 6. 500' Radius. | 11. Concrete Ditch is $\pm 531'$ NE. |
| 2. Proposed Well BAREFOOT 33C-25HZ. | 7. Private Roads are $\pm 72'$ N and $\pm 783'$ NE. | 12. Ditches are $\pm 252'$ NW and $\pm 650'$ NW. |
| 3. Proposed Well BAREFOOT 33N-25HZ. | 8. County Road 13 is $\pm 470'$ E. | 13. Gate is $\pm 542'$ NE. |
| 4. Existing Well RADEMACHER #9-25A is $\pm 85'$ N. | 9. Powerlines are $\pm 241'$ NE, $\pm 498'$ E, and $\pm 507'$ NE. | 14. Utility Boxes are $\pm 399'$ NE and $\pm 675'$ NE. |
| 5. Operational Disturbance Area. | 10. Fences are $\pm 318'$ N and $\pm 429'$ E. | 15. Pump Jack Operations Area. |

Legend	
<ul style="list-style-type: none"> Proposed Well Existing Well Gate Utility Box Disturbance Area 500' Radius 	<ul style="list-style-type: none"> Facility Enclosure Building Building Unit Wetland Pump Jack Operations Area Powerline Fence Pipeline Private Road Public Road Ditch Concrete Ditch

Reference Location
 ** All measurements are made from
 Reference Well BAREFOOT 32N-25HZ **
 Lat: 40.195538° Long: -104.943455° (NAD83)
 Elevation: 4872 Feet
 Surface Use: Irrigated Crop