



Kerr-McGee Oil & Gas Onshore LP

A subsidiary of Anadarko Petroleum Corporation

1099 18th Street
Denver, CO 80202
720-929-6000

March 19, 2014

Department of Natural Resources
Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln St., Suite 801
Denver, CO 80203

Re: Re: Request for Exception to Rule 603.a.(2)
 BENSON FARMS 11N-19HZ
 BENSON FARMS 12C-23HZ
 BENSON FARMS 12N-23HZ
 BENSON FARMS 23C-19HZ
 BENSON FARMS 25C-19HZ
 BENSON FARMS 32C-23HZ
 Township 3 North, Range 68 West
 Section 24: NWSW
 Weld County, Colorado

Ladies/Gentlemen:

Kerr-McGee Oil & Gas Onshore LP ("KMG") respectfully requests the Director approve an exception to Rule 603.a.(2) to allow the above-named wells to be drilled at the above-referenced location. Rule 603.a.(2) of the Colorado Oil and Gas Commission's Rules and Regulations requires wells to be located not less than one hundred fifty (150) feet from a surface property line. The Director may grant an exception if it is not feasible for the Operator to meet this minimum distance requirement and a waiver is obtained from the offset Surface Owner(s). An exception request letter stating the reasons for the exception shall be submitted to the Director and accompanied by a signed waiver(s) from the offset Surface Owner(s). Such waiver shall be written and filed in the county clerk and recorder's office and with the Director.

This location was chosen by KMG working directly with the surface owner. KMG has obtained written permission via the Surface Use Agreement from the surface owner who in this case is also the offset surface owner. Should you have any questions, please contact our office. Thank you for your consideration.

Very truly yours,

Kerr-McGee Oil & Gas Onshore LP

A handwritten signature in blue ink, appearing to read 'Craig Richardson'.

Craig Richardson
Regulatory Analyst II