

Upstream

Petroleum Management, Inc.

7000 S. Yosemite St., Suite 290B
Englewood, CO 80112
phone 303.942.0506
www.upstreampm.com

Mr. Matt Lepore
Colorado Oil and Gas Conservation Commission
1120 Lincoln Street, Suite 801
Denver, CO 80203

September 4, 2013

RE: Exception Location Request
Tabula Rasa Energy, LLC
Andreatta 3
SHL: 1,381' FSL 1,610'FWL (NE/4 SW/4)
BHL: 706' FNL 710' FEL (NE/4 NE/4)
Sec. 10 T29S R69W
Huerfano County, Colorado
Surface Ownership: Fee
Mineral Lease: Fee

Dear Mr. Lepore,

This exception location request is being submitted on behalf of Tabula Rasa Energy, LLC (Tabula Rasa). Per the new Colorado Oil and Gas Conservation Commission (COGCC) Rule 603.a.(1) the proposed location does not meet the required 200' safety setback. The location is currently proposed at $\pm 150'$ southeast of an existing overhead utility line in Sec. 10 T29S R69W (NE/4 SW/4) of Huerfano County, Colorado.

The proposed Andreatta 3 will be drilled on the existing Andreatta 2 (API No. 05-055-06302) wellpad identified by Location ID, 324578. The Andreatta 2 was staked and drilled per previous COGCC regulations with a setback of 150' to all overhead utilities. To date, including construction and drilling, there were no incidents or threats to safety due to the proximity of the overhead utility.

Tabula Rasa respectfully requests that you approve this exception location request per COGCC Rule 603.a.(1) as the well will be placed on an existing location.

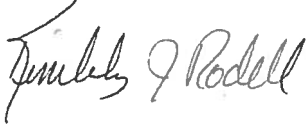
Your Assets / Our Expertise

- Regulatory
- Storm-water Management Plans
- Project Coordination
- Permitting
- Government Relations
- EA/EIS Assistance

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Please send a copy of all correspondence to Upstream Petroleum Management, Inc. at 7000 S. Yosemite St., Suite 290B, Englewood, CO 80112. Please contact Kim Rodell or Andrea Gross at 303-942-0506, or at krodell@upstreampm.com or agross@upstreampm.com, respectively, if you have any questions. Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "Kimberly J. Rodell". The signature is fluid and cursive, with the first name "Kimberly" written in a larger, more prominent script than the last name "Rodell".

Kimberly J. Rodell
Permit Agent for Tabula Rasa Energy, LLC

KJR/kjr

Enclosures

cc: Tabula Rasa Energy, LLC