



Surface Owner: State of Colorado

Attn: Tim Kelly
1313 Sherman Street, Ste 620
Denver, CO 80203

Operator: Bill Barrett Corporation

Effective Date: July 21, 2014

Subject Lands: Township 5 North, Range 62 West, 6th P.M.
Section 35: ALL
Section 36: W2
Containing 960 acres more or less in Weld County, Colorado

RE: Surface Exception Location Consent
Well-Set-Back (Twinning) Exception Consent
Anschutz State 5-62-35_36 SWNW Pad

The State of Colorado, surface owner of Lands in all of section 35 and the W2 of section 36, ("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 ("BBC") to drill, complete and operate the following wells.

<u>Well Name</u>	<u>SHL (Section 26)</u>	<u>BHL (Section 25)</u>	<u>SHL Distance from 318A. 400x400 Window</u>
Anschutz State 5-62-35-1724BH2	350' FWL, 2307' FNL	500' FEL, 1720' FNL	110' West and 127' South
Anschutz State 5-62-26-3225BH2	350' FWL, 2337' FNL	500' FEL, 2330' FNL	110' West and 157' South
Anschutz State 5-62-26-3225CH2	350' FWL, 2322' FNL	500' FEL, 2025' FNL	110' West and 142' South
Anschutz State 5-62-26-3340BH2	350' FWL, 2367' FNL	500' FEL, 2330' FSL	110' West and 187' South
Anschutz State 5-62-26-3340CH2	350' FWL, 2352' FNL	500' FEL, 2635' FSL	110' West and 172' South

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). 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

Thomas J. Abell

By:

Title: Oil and Gas Leasing Manager

Date: 2/25/2014

Landman – Bill Barrett Corporation