

ASSIGNMENT, BILL OF SALE AND CONVEYANCE

This Assignment, Bill of Sale and Conveyance (the "Assignment") dated this 3rd day of July, 2012, effective as of April 1, 2012, is by and between **EOG Resources, Inc.**, a Delaware corporation, whose address is 600 17th Street, #1000N, Denver, Colorado 80202 ("Assignor"), and **Bill Barrett Corporation**, a Delaware corporation, whose address is 1099 18th Street, Suite 2300, Denver, Colorado 80202 ("Assignee").

For Ten Dollars and other good and valuable consideration (the receipt and sufficiency of which are hereby acknowledged), Assignor does hereby grant, bargain, sell, convey, assign, transfer, set over and deliver to Assignee all of Assignor's right, title and interest in and to the following (collectively, the "Assets"):

(a) The oil and gas leases described in Exhibit A (the "Leases"), insofar and only insofar as the Leases cover and relate to the lands described on Exhibit A (the "Lands"), (subject to that Participation Agreement dated effective December 8, 2010 (the "Participation Agreement") between Assignor and Anschutz Exploration Corporation ("ACE") and all of Assignor's overriding royalty interests in the Leases;



IN WITNESS WHEREOF, this Assignment has been executed by the parties hereto effective as of April 1, 2012.

ASSIGNOR:

EOG Resources, Inc.

By: 

Name: J. Michael Schween

ML Title: Agent and Attorney-In-Fact

ASSIGNEE:

Bill Barrett Corporation

By: 

LP Name: Larry Parnell

Title: Senior Vice President
Business Development



STATE OF COLORADO)
) ss.
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me on this 3rd day of July, 2012, by J. Michael Schween as the Agent and Attorney-In-Fact of EOG Resources, Inc., a Delaware corporation, on behalf of such corporation.

Witness my hand and official seal.

My commission expires: 5-29-2016



Joel F. Barber
Notary Public

Address: Leas 17th St. Ste. 1000N
Denver, Co 80202

STATE OF COLORADO)
) ss.
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me on this 3rd day of July 2012, by Larry Parnell as the Senior Vice President, Business Development of Bill Barrett Corporation, a Delaware corporation, on behalf of such corporation.

Witness my hand and official seal.

My commission expires: 5-29-2016



Joel F. Barber
Notary Public

Address: 100 17th St. Ste. 1000N
Denver, Co 80202