



July 21, 2016

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

**RE: COGCC Rule 318A.e.: Proposed Spacing Unit  
Thornton L-29-30HN Well: SWNW Section 28, Township 7 North, Range 66 West  
Weld County, Colorado**

Dear Mr. Lepore:

Bayswater Exploration & Production, LLC (Bayswater) is planning to drill the above referenced well in accordance with the provisions set out in Colorado Oil and Gas Conservation Commission (COGCC) Rule 318A.e. Bayswater's Proposed Spacing Unit consists of:

S½N½ & N½S½ of Section 29 & 30, Township 7 North, Range 66 West  
Containing 640.00 acres, more or less

Bayswater is not the only owner within the Proposed Spacing Unit and has provided notice to the remaining owners, as required by COGCC Rule 318A.e.(6). Copies of the required notification letters are on file at Bayswater's office. The required thirty (30) day notice period has elapsed absent the receipt by Bayswater of any objection to their proposal by the owners within the Proposed Spacing Unit for the subject well.

Enclosed is the Proposed Spacing Unit Exhibit to assist in your review and approval of Bayswater's proposed Application for Permit to Drill for the Thornton L-29-30HN Well. Many thanks for your attention to this matter.

Respectfully,

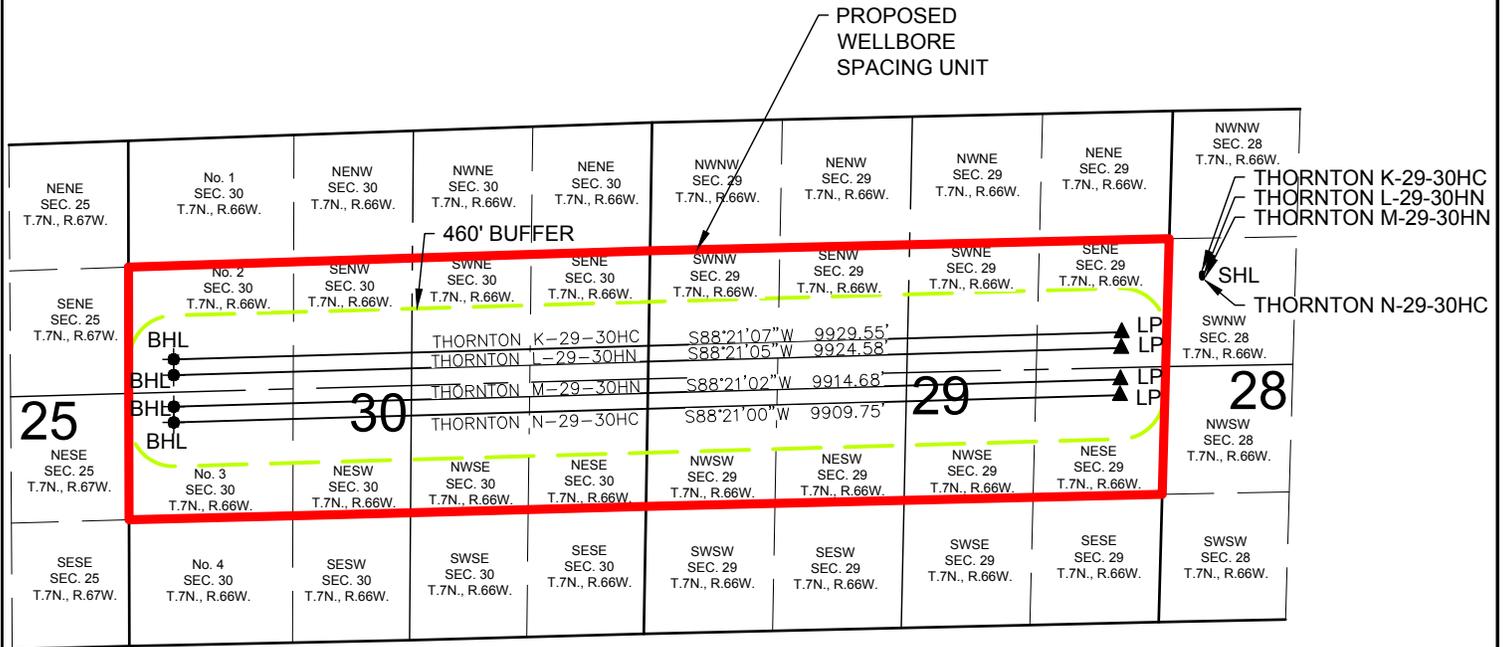
A handwritten signature in blue ink, appearing to read 'Jeff Annable', is written over a light blue circular background.

Jeff Annable  
Regulatory Analyst  
Agent for Bayswater Exploration & Production, LLC

:ja

Enclosure: Proposed Spacing Unit Exhibit

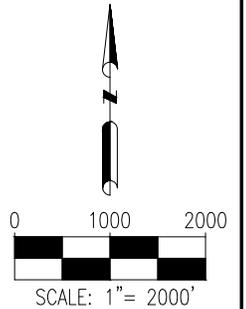
**THORNTON 28-H PAD  
PROPOSED 318A.e. SPACING UNIT  
SEC. 29 & 30: S2N2 & N2S2**



WELL **THORNTON K-29-30HC** TO BE LOCATED 1704' FNL AND 355' FWL, SEC. 28, T7N, R66W  
 WELL **THORNTON L-29-30HN** TO BE LOCATED 1719' FNL AND 355' FWL, SEC. 28, T7N, R66W  
 WELL **THORNTON M-29-30HN** TO BE LOCATED 1734' FNL AND 355' FWL, SEC. 28, T7N, R66W  
 WELL **THORNTON N-29-30HC** TO BE LOCATED 1749' FNL AND 355' FWL, SEC. 28, T7N, R66W

**LEGEND**

- = PROPOSED WELL
- = BOTTOM HOLE
- ▲ = LANDING POINT
- SHL = SURFACE HOLE
- LP = LANDING POINT
- BHL = BOTTOM HOLE



PREPARED BY:  Petroleum Field Services, LLC 7535 Hilltop Circle Denver, CO 80221	FIELD DATE: 01-06-16	SITE NAME: THORNTON 28-H PAD	PREPARED FOR:  BAYSWATER EXPLORATION AND PRODUCTION, LLC	
	DRAWING DATE: 01-20-16	SURFACE LOCATION: SW 1/4 NW 1/4 SEC. 28, T7N, R66W, 6TH P.M.		
	BY: KAD	CHECKED BY: TJN		WELD COUNTY, COLORADO