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January 18, 2018

Colorado Oil and Gas Conservation Commission
 1120 Lincoln Street, Suite 801
 Denver, CO 80203

**RE: EXCEPTION LOCATION REQUEST (Outside 318A.a Windows & 318A.c Twinning)
 State Antelope 14-11 Pad (Amended 2A Document #: 401515177)**

State Antelope O-2-14XRLNB	APD Document #: 401517495
State Antelope 34-2-14XRLNB	APD Document #: 401517500
State Antelope T34-2-14XRLNB	APD Document #: 401517502
State Antelope T44-2-14XRLNB	Sundry Document #: 401517455
State Antelope 44-2-14XRLNB	Sundry Document #: 401517491

Township 5N, Range 62W, 6th PM
 NENE Section 11
 Weld County, Colorado

Dear Director Lepore:

Bonanza Creek Energy Operating Company LLC. (“Bonanza”) is planning to drill the above mentioned wells to the Niobrara formation.

Rule 318A.a of the Colorado Oil and Gas Commission's Rules and Regulations requires wells to be drilled and completed in a square with sides four hundred (400) feet in length, the center of which is the center of any quarter/quarter section or in the center of any quarter section with the four sides being eight hundred (800) feet in length.

The surface location of Bonanza’s proposed wells has been staked outside of the 318A.a drilling window. The location is being permitted as an exception location. This location is a good location to reduce the impact on the surface owner. The exception location waiver for rule 318A.a and the twinning waiver for rule 318A.c. are included as an attachment to the APD.

Rule 318A.c of the Colorado Oil and Gas Conservation Commission (COGCC) Rules and Regulations requiring the wells drilled greater than 50 feet from a well unless safety or mechanical consideration of the well to be twinned or topographical or surface constrains justify a location greater than 50 feet the operator shall provide consent to the exception signed by the surface owner on which the well is proposed to be located in order for the Director to approve the well location.

Bonanza respectfully request that the COGCC review the enclosed information and approve the requested exception location waivers and Application for Permit to Drill the above captioned well.

Respectfully,

Brian Dodek
 Manager – Environmental & Regulatory Compliance