

CONFIDENTIAL

Form 3160-3
(August 2007)

FORM APPROVED
OMB No. 1004-0137
Expires July 31, 2010

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. UTU-77852
1b. Type of Well: <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name N/A
2. Name of Operator Bill Barrett Corporation		7. If Unit or CA Agreement, Name and No. N/A
3a. Address 1099 18th Street, Suite 2300 Denver, CO 80202	3b. Phone No. (include area code) 303-312-8134	8. Lease Name and Well No. Federal 13-35-15-12
4. Location of Well (Report location clearly and in accordance with any State requirements.)* At surface SWSW, 860' FSL, 423' FWL At proposed prod. zone SWSW, 660' FSL, 660' FWL		9. API Well No. pending 43-007-31462
14. Distance in miles and direction from nearest town or post office* approximately 20 miles from Price, Utah		10. Field and Pool, or Exploratory Exploratory
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 423' SHL / 660' BHL	16. No. of acres in lease 2572.50	11. Sec., T. R. M. or Blk. and Survey or Area Sec. 35, T15S-R12E
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. N/A	19. Proposed Depth 7800' MD	12. County or Parish Carbon County
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 5510' ungraded ground	22. Approximate date work will start* 02/01/2009	13. State UT
17. Spacing Unit dedicated to this well Statewide spacing (unspaced area)		
20. BLM/BIA Bond No. on file Nationwide Bond #WYB000040		
23. Estimated duration 50 days		

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No.1, must be attached to this form:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO must be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
- Operator certification
- Such other site specific information and/or plans as may be required by the BLM.

25. Signature <i>Tracey Fallang</i>	Name (Printed/Typed) Tracey Fallang	Date 09/25/2008
Title Environmental/Regulatory Analyst		
Approved by (Signature) <i>Bradley G. Hill</i>	Name (Printed/Typed) BRADLEY G. HILL	Date 09-30-08
Title OFF ENVIRONMENTAL MANAGER		

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

(Continued on page 2)

*(Instructions on page 2)

**Federal Approval of this
Action is Necessary**

Surf
538756X
4369049Y
39.472032
-110.549484

BHL

538828X
4368988Y
39.471482
-110.548597

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DIV. OF OIL, GAS & MINING

T15S, R12E, S.L.B.&M.

BILL BARRETT CORPORATION

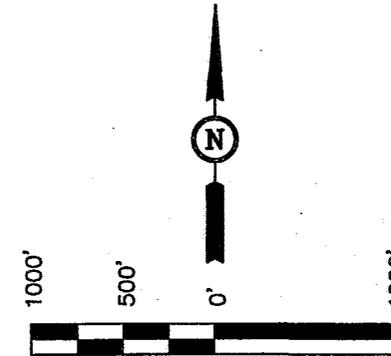
Well location, FEDERAL #13-35-15-12, located as shown in the SW 1/4 SW 1/4 of Section 35, T15S, R12E, S.L.B.&M., Carbon County, Utah.

BASIS OF ELEVATION

SPOT ELEVATION AT THE NORTHWEST CORNER OF SECTION 32, T14S, R13E, S.L.B.&M., TAKEN FROM THE SUNNYSIDE QUADRANGLE, UTAH, CARBON COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5940 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED AND LOCATION AS SHOWN WAS STAKED ON THE GROUND FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 09-16-08	DATE DRAWN: 09-18-08
PARTY M.A. N.F. C.H.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BILL BARRETT CORPORATION	

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	S49°46'33"E	310.31'

35

FEDERAL #13-35-15-12
Elev. Ungraded Ground = 5510'

BOTTOM HOLE

T15S
T16S

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LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 39°28'17.56" (39.471544)	LATITUDE = 39°28'19.54" (39.472084)
LONGITUDE = 110°32'57.48" (110.549300)	LONGITUDE = 110°33'00.50" (110.550139)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 39°28'17.68" (39.471578)	LATITUDE = 39°28'19.66" (39.472128)
LONGITUDE = 110°32'54.92" (110.548589)	LONGITUDE = 110°32'57.94" (110.549428)

Set Marked Stone,
Pile of Stones

S89°57'31"E - 2648.64' (Meas.)

S89°55'09"E - 2639.65' (Meas.)

N00°00'34"E - 2644.74' (Meas.)

S00°00'43"W - 5303.98' (Meas.)

N00°01'33"E
2660.16' (Meas.)

N89°55'26"W - 2645.75' (Meas.)

N89°58'26"W - 2643.05' (Meas.)

Set Marked Stone,
Pile of Stones

423'

660'

860'

660'



September 25, 2008

Ms. Diana Mason
State of Utah
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, Utah 84114-5801

RE: Directional Drilling R649-3-11
Federal 13-35-15-12
SHL: 860' FSL, 423' FWL, SWSW, 35-T15S-R12E
BHL: 660' FSL & 660' FWL, SWSW, 35-T15S-R12E
Carbon County, Utah

Dear Ms. Mason:

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill ("APD") regarding the above referenced well, we are hereby submitting this letter in accordance with Oil & Gas Conservation Rule R649-3-11 pertaining to the "Exception to Location and Siting of Wells."

- BBC is permitting this well as a directional well due to the topography which will not allow the location of the subject well in accordance with the State of Utah Rules and Regulations;
- SWEPI LP owns offsetting acreage in Section 34-T15S-R12E in which BBC has an Option Farmout Agreement with SWEPI to drill. BBC will consult with SWEPI regarding the drilling of this well and will ensure the wellbore does not penetrate any potentially productive horizons until we are at least 460' from the lease line.

Based on the information provided, BBC requests that the permit be granted pursuant to R649-3-11. If you should have any questions or need further information, please contact Doug Gundry-White, Senior Landman at 303-312-8129.

Sincerely,

A handwritten signature in black ink, appearing to read 'Doug Gundry-White', with a flourish extending to the right.

Doug Gundry-White
Senior Landman

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SEP 29 2008

DIV. OF OIL, GAS & MINING

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

DRILLING PROGRAM

BILL BARRETT CORPORATION

FEDERAL 13-35-15-12

SWSW, 860' FSL, 423' FWL, Sec. 35, T15S-R12E, S.L.B.&M. (Surface Hole)

SWSW, 660' FSL, 660' FWL, Sec. 35, T15S-R12E, S.L.B.&M. (Bottom Hole)

Carbon County, Utah

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth - MD</u>	<u>Depth - TVD</u>
Dakota	333'	333'
Morrison	574'	574'
Entrada	1734'	1731'
Carmel	2055'	2050'
Navajo	2317'	2310'
Wingate	2803'	2792'
Chinle	3174'	3161'
Moenkopi	3424'	3409'
Sinbad	4092'	4074'
Kaibab	4495'	4477'
Coconino	4686'	4668'
Pennsylvanian	5379'	5361'
Manning Canyon*	6706'	6688'
Humbug	7504'	7486'
TD	7800'	7700'

PROSPECTIVE PAY

*The Manning Canyon formation is the primary objective for oil/gas.

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 - 1000'	No pressure control required
1000' - TD	11" 3000# Ram Type BOP 11" 3000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 3,000#. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up to operate most efficiently in this manner.	

Bill Barrett Corporation
 Drilling Program
 Federal 13-35-15-12
 Carbon County, Utah

4. Casing Program

Hole Size	SETTING DEPTH		Casing Size	Casing Weight	Casing Grade	Thread	Condition
	(FROM)	(TO)					
12 1/4"	surface	1,000'	9 5/8"	36#	J or K 55	ST&C	New
8 3/4"	surface	7,800'	7"	26#	J 55	ST&C	New

Note: Any substitute casing string shall have equivalent or greater collapse, tension and burst properties.

5. Cementing Program

9 5/8" Surface Casing	Lead with approximately 230 sx Halliburton Light Premium with additives mixed at 12.7 ppg (yield = 1.83 ft ³ /sx) and tail with approximately 150 sx Premium cement with additives mixed at 15.8 ppg (yield = 1.17 ft ³ /sx), circulated to surface with 80% excess.
5 1/2" Production Casing	Lead with approximately 100 sx Halliburton Hi-Fill modified cement with additives mixed at 11 ppg (yield = 3.86 ft ³ /sx) and tail with 590 sx 50/50 Poz Premium cement with additives mixed at 13.4 ppg (yield = 1.52 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC 3000'.

Note: Actual volumes to be calculated from caliper log.

6. Mud Program

Interval	Weight	Viscosity	Fluid Loss (API filtrate)	Remarks
0 – 1000'	8.3 – 8.9	36 – 42	20 cc or less	Freshwater/Polyplus/Drilzone/Max Gel
1000' – 8300'	9.2 – 10.4	38 – 42	6 cc or less	Black Fury System

Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce tork and drag.

7. Testing, Logging and Core Programs

Cores	Planning on coring up to 1000';
Testing	None anticipated;
Sampling	30' samples from surface casing to TD (10' samples may be utilized through prospective zones);
Surveys	Every 1000' at a minimum and on trips (slope only).
Logging	DIL-GR-SP, FDC-CNL-GR-CAL-Pe-Microlog, Dipole Sonic, all TD to surface and 1500' FMI, ECS logs.

Bill Barrett Corporation
Drilling Program
Federal 13-35-15-12
Carbon County, Utah

8. **Anticipated Abnormal Pressures or Temperatures**

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4164 psi* and maximum anticipated surface pressure equals approximately 2470 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A - (0.22 x TD)

9. **Auxiliary Equipment**

- a) Upper kelly cock; lower Kelly cock will be installed while drilling
- b) Inside BOP or stab-in valve (available on rig floor)
- c) Safety valve(s) and subs to fit all string connections in use
- d) Mud monitoring will be visually observed

10. **Drilling Schedule**

Location Construction: February 2009
Spud: February 2009
Duration: 20 days drilling time
30 days completion time

Well name:	Federal 13-35-15-12
Operator:	Bill Barrett Corporation
String type:	Surface
Location:	SWSW Sec. 35, T15S-R12E, Carbon County, UT

Design parameters:

Collapse

Mud weight: 8.80 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 77.00 °F
 Bottom hole temperature: 85 °F
 Temperature gradient: 0.76 °F/100ft
 Minimum section length: 1,000 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 403 psi
 Internal gradient: 0.22 psi/ft
 Calculated BHP 623 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Buttress: 1.80 (J)
 Premium: 1.80 (J)
 Body yield: 1.80 (B)

Tension is based on buoyed weight.
 Neutral point: 870 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 7,668 ft
 Next mud weight: 9.400 ppg
 Next setting BHP: 3,744 psi
 Fracture mud wt: 12,000 ppg
 Fracture depth: 1,000 ft
 Injection pressure 623 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	1000	9.625	36.00	J-55	ST&C	1000	1000	8.796	71.2
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	457	2020	4.419	623	3520	5.65	31	394	12.58 J

Prepared Dominic Spencer
 by: Bill Barrett

Phone: (303) 312-8164
 FAX: (303) 291-0420

Date: September 23, 2008
 Denver, Colorado

Remarks:

Collapse is based on a vertical depth of 1000 ft, a mud weight of 8.8 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name: **Federal 13-35-15-12**

Operator: **Bill Barrett Corporation**

String type: **Production**

Location: **SWSW Sec. 35, T15S-R12E, Carbon County, UT**

Design parameters:

Collapse

Mud weight: 9.40 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 77.00 °F
 Bottom hole temperature: 135 °F
 Temperature gradient: 0.76 °F/100ft
 Minimum section length: 1,500 ft

Cement top: 1,000 ft

Burst

Max anticipated surface pressure: 2,062 psi
 Internal gradient: 0.22 psi/ft
 Calculated BHP 3,753 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Buttress: 1.80 (J)
 Premium: 1.80 (J)
 Body yield: 1.80 (B)

Directional Info - Build & Drop

Kick-off point 1060 ft
 Departure at shoe: 310 ft
 Maximum dogleg: 1.5 °/100ft
 Inclination at shoe: 0 °

Tension is based on buoyed weight.
 Neutral point: 6,613 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	7703	7	26.00	J-55	ST&C	7685	7703	6.151	403.8
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	3753	4320	1.151	3753	4980	1.33	171	334	1.95 J

Prepared Dominic Spencer
 by: Bill Barrett

Phone: (303) 312-8164
 FAX: (303) 291-0420

Date: September 23, 2008
 Denver, Colorado

Remarks:

Collapse is based on a vertical depth of 7685 ft, a mud weight of 9.4 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross-section area to calculate a tensile load which is added to the axial load.

Engineering responsibility for use of this design will be that of the purchaser.



Bill Barrett Corporation

MANNING CANYON CEMENT VOLUMES

Well Name: Federal 13-35-15-12

Surface Hole Data:

Total Depth:	1,000'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	394.6	ft ³
Lead Fill:	700'	
Tail Volume:	169.1	ft ³
Tail Fill:	300'	

Cement Data:

Lead Yield:	1.83	ft ³ /sk
% Excess:	80%	
Top of Lead:	0'	

Calculated # of Sacks:

# SK's Lead:	230
--------------	-----

Tail Yield:	1.17	ft ³ /sk
% Excess:	80%	
Top of Tail:	700'	

# SK's Tail:	150
--------------	-----

Production Hole Data:

Total Depth:	7,704'
Top of Cement:	1,000'
Top of Tail:	3,000'
OD of Hole:	8.750"
OD of Casing:	7.000"

Calculated Data:

Lead Volume:	375.8	ft ³
Lead Fill:	2,000'	
Tail Volume:	884.0	ft ³
Tail Fill:	4,704'	

Cement Data:

Lead Yield:	3.86	ft ³ /sk
Tail Yield:	1.52	ft ³ /sk
% Excess:	25%	

Calculated # of Sacks:

# SK's Lead:	97
# SK's Tail:	581

Federal 13-35-15-12 Proposed Cementing Program

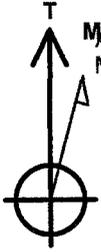
<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (700' - 0')	
Halliburton Light Premium	Fluid Weight: 12.7 lbm/gal
1.0% Calcium Chloride	Slurry Yield: 1.83 ft ³ /sk
0.125 lbm/sk Ploy-E-Flake	Total Mixing Fluid: 9.9 Gal/sk
	Top of Fluid: 0'
	Calculated Fill: 700'
	Volume: 70.28 bbl
	Proposed Sacks: 230 sks
Tail Cement - (TD - 700')	
Premium Cement	Fluid Weight: 15.8 lbm/gal
2.0% Calcium Chloride	Slurry Yield: 1.17 ft ³ /sk
0.125 lbm/sk Ploy-E-Flake	Total Mixing Fluid: 4.97 Gal/sk
	Top of Fluid: 700'
	Calculated Fill: 300'
	Volume: 30.12 bbl
	Proposed Sacks: 150 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (3000' - 1000')	
Halliburton Hi-Fill Modified	Fluid Weight: 11.0 lbm/gal
0.5% HR-7	Slurry Yield: 3.86 ft ³ /sk
3.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid: 22.96 Gal/sk
	Top of Fluid: 1,000'
	Calculated Fill: 2,000'
	Volume: 66.93 bbl
	Proposed Sacks: 100 sks
Tail Cement - (7704' - 3000')	
50/50 Poz Premium	Fluid Weight: 13.4 lbm/gal
3.0% KCL	Slurry Yield: 1.52 ft ³ /sk
0.75% Halad®-322	Total Mixing Fluid: 7.179 Gal/sk
0.2% FWCA	Top of Fluid: 3,000'
3.0 lbm/sk Silicalite	Calculated Fill: 4,704'
0.125 lbm/sk Poly-E-Flake	Volume: 157.44 bbl
1.0 lbm/sk Granulite TR 1/4	Proposed Sacks: 590 sks

WELL DETAILS: FEDERAL 13-35-15-12

+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
0.0	0.0	126859.66	691389.739	28° 19.660' N	108° 32' 57.940 W	

Ground Level: 0.0



M Azimuths to True North
Magnetic North: 11.78°
Magnetic Field
Strength: 52138.0snT
Dip Angle: 65.28°
Date: 9/23/2008
Model: BGGM2007

SECTION DETAILS

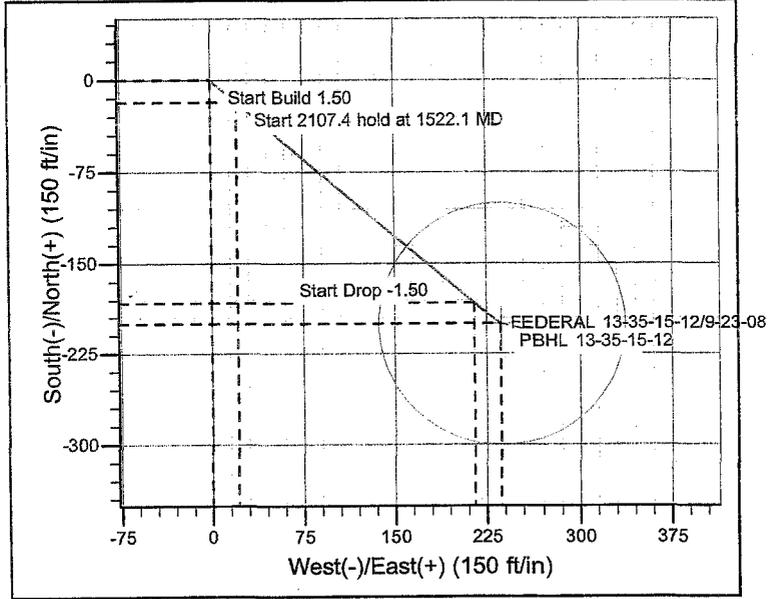
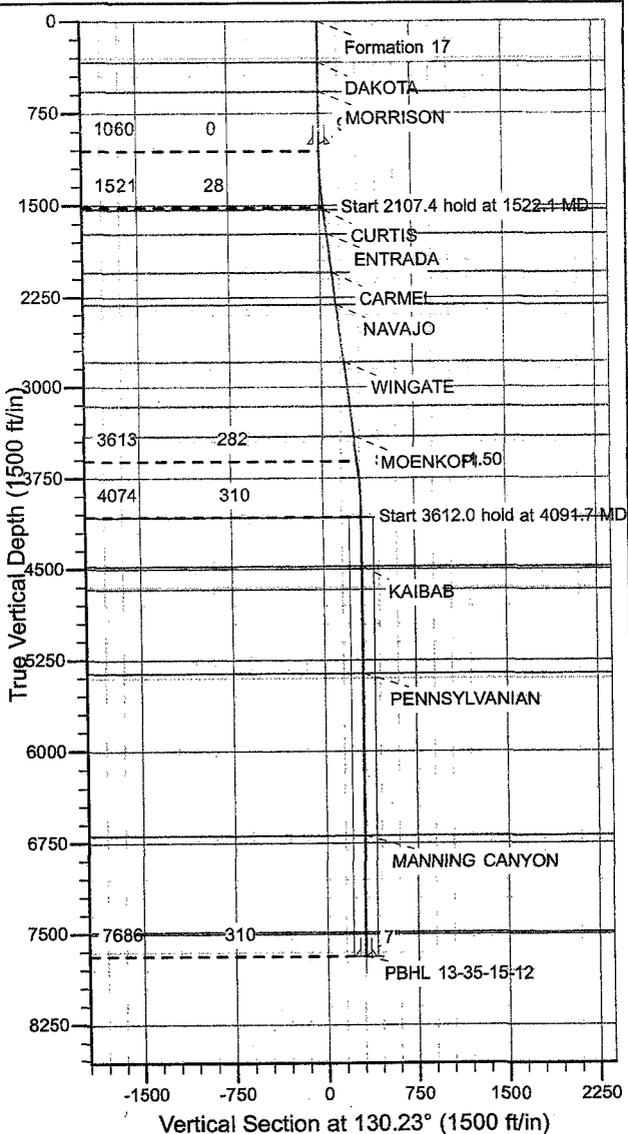
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	1060.0	0.00	0.00	1060.0	0.0	0.0	0.00	0.00	0.0	
3	1522.1	6.93	130.23	1521.0	-18.0	21.3	1.50	130.23	27.9	
4	3629.6	6.93	130.23	3613.0	-182.3	215.5	0.00	0.00	282.3	
5	4091.7	0.00	0.00	4074.0	-200.3	236.8	1.50	180.00	310.2	
6	7703.7	0.00	0.00	7686.0	-200.3	236.8	0.00	0.00	310.2	PBHL 13-35-15-12

CASING DETAILS

TVD	MD	Name	Size
1000.0	1000.0	9 5/8"	9.625
7686.0	7703.7	7"	7.000

REFERENCE INFORMATION

Co-ordinate (N/E) Reference: Well FEDERAL 13-35-15-12, True North
Vertical (TVD) Reference: WELL @ 5510.1ft (Original Well Elev)
Section (VS) Reference: Slot - (0.0N, 0.0E)
Measured Depth Reference: WELL @ 5510.1ft (Original Well Elev)
Calculation Method: Minimum Curvature



FORMATION TOP DETAILS

VDP	MD	Formation
333.0	333.0	DAKOTA
574.0	574.0	MORRISON
1536.0	1537.2	CURTIS
1731.0	1733.7	ENTRADA
2050.0	2055.0	CARMEL
2310.0	2316.9	NAVAJO
2792.0	2802.5	WINGATE
3161.0	3174.2	CHINLE
3409.0	3424.0	MOENKOPI
4074.0	4091.7	SINBAD
4477.0	4494.7	KAIBAB
4668.0	4685.7	COCONINO
5361.0	5378.7	PENNSYLVANIAN
6688.0	6705.7	MANNING CANYON
7486.0	7503.7	HUMBUG

BILL BARRETT CORP
CARBON COUNTY, MANNING CANYON
SECTION 35, T15S-R12E
FEDERAL 13-35-15-12

13-35-15-12

Plan: 9-23-08

Standard Planning Report - Geographic

23 September, 2008

Bill Barrett Corp
 Planning Report - Geographic

Database:	Compass	Local Co-ordinate Reference:	Well FEDERAL 13-35-15-12
Company:	BILL BARRETT CORP	TVD Reference:	WELL @ 5510.1ft (Original Well Elev)
Project:	CARBON COUNTY, MANNING CANYON	MD Reference:	WELL @ 5510.1ft (Original Well Elev)
Site:	SECTION 35, T15S-R12E	North Reference:	True
Well:	FEDERAL 13-35-15-12	Survey Calculation Method:	Minimum Curvature
Wellbore:	13-35-15-12		
Design:	9-23-08		

Project	CARBON COUNTY, MANNING CANYON		
Map System:	US State Plane 1927 (Exact solution)	System Datum:	Mean Sea Level
Geo Datum:	NAD 1927 (NADCON CONUS)		
Map Zone:	Utah Central 4302		

Site	SECTION 35, T15S-R12E				
Site Position:		Northing:	126,859.66m	Latitude:	39° 28' 19.660 N
From:	Lat/Long	Easting:	691,389.77m	Longitude:	110° 32' 57.940 W
Position Uncertainty:	0.0 ft	Slot Radius:	in	Grid Convergence:	0.61 °

Well	FEDERAL 13-35-15-12					
Well Position	+N/-S	0.0 ft	Northing:	126,859.66 m	Latitude:	39° 28' 19.660 N
	+E/-W	0.0 ft	Easting:	691,389.77 m	Longitude:	110° 32' 57.940 W
Position Uncertainty		0.0 ft	Wellhead Elevation:	ft	Ground Level:	0.0 ft

Wellbore	13-35-15-12				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	BGGM2007	9/23/2008	11.78	65.28	52,138

Design	9-23-08				
Audit Notes:					
Version:	Phase:	PROTOTYPE	Tie On Depth:	0.0	
Vertical Section:	Depth From (TVD) (ft)	+N/-S (ft)	+E/-W (ft)	Direction (°)	
	0.0	0.0	0.0	130.23	

Plan Sections											
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target	
0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.00	0.00	0.00	
1,060.0	0.00	0.00	1,060.0	0.0	0.0	0.00	0.00	0.00	0.00	0.00	
1,522.1	6.93	130.23	1,521.0	-18.0	21.3	1.50	1.50	0.00	130.23		
3,629.6	6.93	130.23	3,613.0	-182.3	215.5	0.00	0.00	0.00	0.00		
4,091.7	0.00	0.00	4,074.0	-200.3	236.8	1.50	-1.50	0.00	180.00		
7,703.7	0.00	0.00	7,686.0	-200.3	236.8	0.00	0.00	0.00	0.00	PBHL 13-35-15-12	

Bill Barrett Corp
 Planning Report - Geographic

Database: Compass
Company: BILL BARRETT CORP
Project: CARBON COUNTY, MANNING CANYON
Site: SECTION 35, T15S-R12E
Well: FEDERAL 13-35-15-12
Wellbore: 13-35-15-12
Design: 9-23-08

Local Co-ordinate Reference: Well FEDERAL 13-35-15-12
TVD Reference: WELL @ 5510.1ft (Original Well Elev)
MD Reference: WELL @ 5510.1ft (Original Well Elev)
North Reference: True
Survey Calculation Method: Minimum Curvature

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Map Northing (m)	Map Easting (m)	Latitude	Longitude
0.0	0.00	0.00	0.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
100.0	0.00	0.00	100.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
200.0	0.00	0.00	200.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
300.0	0.00	0.00	300.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
333.0	0.00	0.00	333.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
DAKOTA									
400.0	0.00	0.00	400.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
500.0	0.00	0.00	500.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
574.0	0.00	0.00	574.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
MORRISON									
600.0	0.00	0.00	600.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
700.0	0.00	0.00	700.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
800.0	0.00	0.00	800.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
900.0	0.00	0.00	900.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
1,000.0	0.00	0.00	1,000.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
9 5/8"									
1,060.0	0.00	0.00	1,060.0	0.0	0.0	126,859.66	691,389.77	39° 28' 19.660 N	110° 32' 57.940 W
1,100.0	0.60	130.23	1,100.0	-0.1	0.2	126,859.62	691,389.82	39° 28' 19.659 N	110° 32' 57.938 W
1,200.0	2.10	130.23	1,200.0	-1.7	2.0	126,859.16	691,390.37	39° 28' 19.644 N	110° 32' 57.915 W
1,300.0	3.60	130.23	1,299.8	-4.9	5.8	126,858.19	691,391.54	39° 28' 19.612 N	110° 32' 57.867 W
1,400.0	5.10	130.23	1,399.6	-9.8	11.5	126,856.72	691,393.32	39° 28' 19.563 N	110° 32' 57.793 W
1,500.0	6.60	130.23	1,499.0	-16.3	19.3	126,854.74	691,395.71	39° 28' 19.498 N	110° 32' 57.694 W
1,522.1	6.93	130.23	1,521.0	-18.0	21.3	126,854.23	691,396.32	39° 28' 19.482 N	110° 32' 57.668 W
1,537.2	6.93	130.23	1,536.0	-19.2	22.7	126,853.88	691,396.75	39° 28' 19.470 N	110° 32' 57.650 W
CURTIS									
1,600.0	6.93	130.23	1,598.3	-24.1	28.5	126,852.40	691,398.53	39° 28' 19.422 N	110° 32' 57.577 W
1,700.0	6.93	130.23	1,697.6	-31.9	37.7	126,850.06	691,401.36	39° 28' 19.345 N	110° 32' 57.459 W
1,733.7	6.93	130.23	1,731.0	-34.5	40.8	126,849.27	691,402.32	39° 28' 19.319 N	110° 32' 57.420 W
ENTRADA									
1,800.0	6.93	130.23	1,796.8	-39.7	46.9	126,847.71	691,404.20	39° 28' 19.268 N	110° 32' 57.342 W
1,900.0	6.93	130.23	1,896.1	-47.5	56.1	126,845.37	691,407.03	39° 28' 19.191 N	110° 32' 57.224 W
2,000.0	6.93	130.23	1,995.4	-55.3	65.3	126,843.02	691,409.87	39° 28' 19.114 N	110° 32' 57.107 W
2,055.0	6.93	130.23	2,050.0	-59.6	70.4	126,841.73	691,411.42	39° 28' 19.071 N	110° 32' 57.042 W
CARMEL									
2,100.0	6.93	130.23	2,094.6	-63.1	74.6	126,840.68	691,412.70	39° 28' 19.037 N	110° 32' 56.989 W
2,200.0	6.93	130.23	2,193.9	-70.9	83.8	126,838.33	691,415.53	39° 28' 18.959 N	110° 32' 56.872 W
2,300.0	6.93	130.23	2,293.2	-78.7	93.0	126,835.98	691,418.37	39° 28' 18.882 N	110° 32' 56.754 W
2,316.9	6.93	130.23	2,310.0	-80.0	94.6	126,835.59	691,418.85	39° 28' 18.869 N	110° 32' 56.734 W
NAVAJO									
2,400.0	6.93	130.23	2,392.5	-86.5	102.2	126,833.64	691,421.20	39° 28' 18.805 N	110° 32' 56.637 W
2,500.0	6.93	130.23	2,491.7	-94.2	111.4	126,831.29	691,424.03	39° 28' 18.728 N	110° 32' 56.519 W
2,600.0	6.93	130.23	2,591.0	-102.0	120.6	126,828.95	691,426.87	39° 28' 18.651 N	110° 32' 56.402 W
2,700.0	6.93	130.23	2,690.3	-109.8	129.8	126,826.60	691,429.70	39° 28' 18.574 N	110° 32' 56.284 W
2,800.0	6.93	130.23	2,789.5	-117.6	139.1	126,824.26	691,432.53	39° 28' 18.497 N	110° 32' 56.167 W
2,802.5	6.93	130.23	2,792.0	-117.8	139.3	126,824.20	691,432.60	39° 28' 18.495 N	110° 32' 56.164 W
WINGATE									
2,900.0	6.93	130.23	2,888.8	-125.4	148.3	126,821.91	691,435.37	39° 28' 18.420 N	110° 32' 56.049 W
3,000.0	6.93	130.23	2,988.1	-133.2	157.5	126,819.57	691,438.20	39° 28' 18.343 N	110° 32' 55.932 W
3,100.0	6.93	130.23	3,087.3	-141.0	166.7	126,817.22	691,441.03	39° 28' 18.266 N	110° 32' 55.814 W
3,174.2	6.93	130.23	3,161.0	-146.8	173.5	126,815.48	691,443.14	39° 28' 18.209 N	110° 32' 55.727 W
CHINLE									
3,200.0	6.93	130.23	3,186.6	-148.8	175.9	126,814.87	691,443.87	39° 28' 18.189 N	110° 32' 55.697 W
3,300.0	6.93	130.23	3,285.9	-156.6	185.1	126,812.53	691,446.70	39° 28' 18.112 N	110° 32' 55.579 W

Bill Barrett Corp
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MD Reference: WELL @ 5510.1ft (Original Well Elev)
North Reference: True
Survey Calculation Method: Minimum Curvature

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Map Northing (m)	Map Easting (m)	Latitude	Longitude
3,400.0	6.93	130.23	3,385.1	-164.4	194.3	126,810.18	691,449.54	39° 28' 18.035 N	110° 32' 55.462 W
3,424.0	6.93	130.23	3,409.0	-166.3	196.6	126,809.62	691,450.22	39° 28' 18.017 N	110° 32' 55.433 W
MOENKOPI									
3,500.0	6.93	130.23	3,484.4	-172.2	203.6	126,807.84	691,452.37	39° 28' 17.958 N	110° 32' 55.344 W
3,600.0	6.93	130.23	3,583.7	-180.0	212.8	126,805.49	691,455.20	39° 28' 17.881 N	110° 32' 55.227 W
3,629.6	6.93	130.23	3,613.0	-182.3	215.5	126,804.80	691,456.04	39° 28' 17.858 N	110° 32' 55.192 W
3,700.0	5.87	130.23	3,683.0	-187.4	221.5	126,803.27	691,457.88	39° 28' 17.808 N	110° 32' 55.115 W
3,800.0	4.37	130.23	3,782.6	-193.1	228.3	126,801.54	691,459.98	39° 28' 17.751 N	110° 32' 55.028 W
3,900.0	2.87	130.23	3,882.4	-197.2	233.1	126,800.31	691,461.47	39° 28' 17.711 N	110° 32' 54.967 W
4,000.0	1.37	130.23	3,982.4	-199.6	236.0	126,799.59	691,462.34	39° 28' 17.687 N	110° 32' 54.931 W
4,091.7	0.00	0.00	4,074.0	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
SINBAD									
4,100.0	0.00	0.00	4,082.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
4,200.0	0.00	0.00	4,182.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
4,300.0	0.00	0.00	4,282.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
4,400.0	0.00	0.00	4,382.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
4,494.7	0.00	0.00	4,477.0	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
KAIBAB									
4,500.0	0.00	0.00	4,482.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
4,600.0	0.00	0.00	4,582.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
4,685.7	0.00	0.00	4,668.0	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
COCONINO									
4,700.0	0.00	0.00	4,682.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
4,800.0	0.00	0.00	4,782.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
4,900.0	0.00	0.00	4,882.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
5,000.0	0.00	0.00	4,982.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
5,100.0	0.00	0.00	5,082.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
5,200.0	0.00	0.00	5,182.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
5,300.0	0.00	0.00	5,282.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
5,378.7	0.00	0.00	5,361.0	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
PENNSYLVANIAN									
5,400.0	0.00	0.00	5,382.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
5,500.0	0.00	0.00	5,482.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
5,600.0	0.00	0.00	5,582.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
5,700.0	0.00	0.00	5,682.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
5,800.0	0.00	0.00	5,782.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
5,900.0	0.00	0.00	5,882.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
6,000.0	0.00	0.00	5,982.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
6,100.0	0.00	0.00	6,082.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
6,200.0	0.00	0.00	6,182.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
6,300.0	0.00	0.00	6,282.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
6,400.0	0.00	0.00	6,382.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
6,500.0	0.00	0.00	6,482.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
6,600.0	0.00	0.00	6,582.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
6,700.0	0.00	0.00	6,682.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
6,705.7	0.00	0.00	6,688.0	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
MANNING CANYON									
6,800.0	0.00	0.00	6,782.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
6,900.0	0.00	0.00	6,882.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
7,000.0	0.00	0.00	6,982.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
7,100.0	0.00	0.00	7,082.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
7,200.0	0.00	0.00	7,182.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
7,300.0	0.00	0.00	7,282.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
7,400.0	0.00	0.00	7,382.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W

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Well: FEDERAL 13-35-15-12
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Local Co-ordinate Reference: Well FEDERAL 13-35-15-12
TVD Reference: WELL @ 5510.1ft (Original Well Elev)
MD Reference: WELL @ 5510.1ft (Original Well Elev)
North Reference: True
Survey Calculation Method: Minimum Curvature

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Map Northing (m)	Map Easting (m)	Latitude	Longitude
7,500.0	0.00	0.00	7,482.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
7,503.7	0.00	0.00	7,486.0	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
HUMBUG									
7,600.0	0.00	0.00	7,582.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
7,700.0	0.00	0.00	7,682.3	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
7,703.7	0.00	0.00	7,686.0	-200.3	236.8	126,799.37	691,462.59	39° 28' 17.680 N	110° 32' 54.920 W
7"									

Casing Points

Measured Depth (ft)	Vertical Depth (ft)	Name	Casing Diameter (in)	Hole Diameter (in)
7,703.7	7,686.0	7"	7.000	8.750
1,000.0	1,000.0	9 5/8"	9.625	12.250

Formations

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
		Formation 17			
333.0	333.0	DAKOTA		0.00	
574.0	574.0	MORRISON		0.00	
1,537.2	1,536.0	CURTIS		0.00	
1,733.7	1,731.0	ENTRADA		0.00	
2,055.0	2,050.0	CARMEL		0.00	
2,316.9	2,310.0	NAVAJO		0.00	
2,802.5	2,792.0	WINGATE		0.00	
3,174.2	3,161.0	CHINLE		0.00	
3,424.0	3,409.0	MOENKOPI		0.00	
4,091.7	4,074.0	SINBAD		0.00	
4,494.7	4,477.0	KAIBAB		0.00	
4,685.7	4,668.0	COCONINO		0.00	
5,378.7	5,361.0	PENNSYLVANIAN		0.00	
6,705.7	6,688.0	MANNING CANYON		0.00	
7,503.7	7,486.0	HUMBUG		0.00	

PRESSURE CONTROL EQUIPMENT – Schematic Attached

A. **Type:** Eleven (11) Inch Double Gate Hydraulic BOP with Eleven (11) Inch Annular Preventer. The blow out preventer will be equipped as follows:

1. One (1) blind ram (above).
2. One (1) pipe ram (below).
3. Drilling spool with two (2) side outlets (choke side 3-inch minimum, kill side 2-inch minimum).
4. 3-inch diameter choke line.
5. Two (2) choke line valves (3-inch minimum).
6. Kill line (2-inch minimum).
7. Two (2) chokes.
8. Two (2) kill line valves, one of which shall be a check valve (2-inch minimum).
9. Upper kelly cock valve with handles available.
10. Safety valve(s) & subs to fit all drill string connections in use.
11. Pressure gauge on choke manifold.
12. Fill-up line above the uppermost preventer.

B. **Pressure Rating:** 3,000 psi

C. **Testing Procedure:**

Annular Preventer

At a minimum, the Annular Preventer will be pressure tested to 50% of the rated working pressure for a period of ten (10) minutes or until provisions of the test are met, whichever is longer.

At a minimum the above pressure test will be performed:

1. When the annular preventer is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition, the Annular Preventer will be functionally operated at least weekly.

Blow-Out Preventer

At a minimum, the BOP, choke manifold, and related equipment will be pressure tested to the approved working pressure of the BOP stack (if isolated from the surface casing by a test plug) or to 70% of the internal yield strength of the surface casing (if the BOP is not isolated from the casing by a test plug). Pressure will be

maintained for a period of at least ten (10) minutes or until the requirements of the test are met, whichever is longer.

At a minimum, the above pressure test will be performed:

1. When the BOP is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition the pipe and blind rams will be activated each trip, but not more than once each day. All BOP drills and tests will be recorded in the IADC driller's log.

D. Choke Manifold Equipment:

All choke lines will be straight lines unless turns use tee blocks or are targeted with running tees, and will be anchored to prevent whip and vibration.

E. Accumulator:

The accumulator will have sufficient capacity to open the hydraulically-controlled choke line valve (if so equipped), close all rams plus the annular preventer, and retain a minimum of 200 psi above precharge on the closing manifold without the use of closing unit pumps. The fluid reservoir capacity will be double the usable fluid volume of the accumulator system capacity and the fluid level of the reservoir will be maintained at the manufacturer's recommendations.

The BOP system will have two (2) independent power sources to close the preventers. Nitrogen bottles (3 minimum) will be one (1) of these independent power sources and will maintain a charge equal to the manufacturer's specifications.

The accumulator precharge pressure test will be conducted prior to connecting the closing unit to the BOP stack and at least once every six (6) months thereafter. The accumulator pressure will be corrected if the measured precharge pressure is found to be above or below the maximum or minimum limits specified in the *Onshore Oil & Gas Order Number 2*.

A manual locking device (i.e. hand wheels) or automatic locking device will be installed on all systems of 2M or greater. A valve will be installed in the closing line as close as possible to the annular preventer to act as a locking device. This valve will be maintained in the open position and will be closed only when the power source for the accumulator is inoperative.

SURFACE USE PLAN

BILL BARRETT CORPORATION

FEDERAL 13-35-15-12

SWSW, 860' FSL, 423' FWL, Sec. 35, T15S-R12E, S.L.B.&M. (Surface Hole)

SWSW, 660' FSL, 660' FWL, Sec. 35, T15S-R12E, S.L.B.&M. (Bottom Hole)

Carbon County, Utah

The onsite for this location is pending at this time. The Notice of Staking was submitted on September 22, 2008.

This well is currently planned to be a directional well. A subsequent proposal would be necessary for construction of the pipeline if this area proves to be capable of production. If this well proves to be incapable of producing natural gas in commercial quantities, it would be plugged and abandoned and the location reclaimed according to Bureau of Land Management (BLM) standards.

The excavation contractor would be provided with an approved copy of the surface use plan of operations before initiating construction.

1. Existing Roads:

- a. The proposed well pad is located approximately 20 miles from Price, Utah. Existing access would be from Highway 191 to Gas Road, a Class B county-maintained road. Maps reflecting directions to the proposed pad are included (see Topographic maps A and B).
- b. The use of roads under State and County Road Department maintenance is necessary to access the Grassy Trails area. All existing roads would be maintained and kept in good repair during all phases of operation.
- c. An encroachment permit would be required from the Carbon County Road Department and would be in place prior to any construction activity.
- d. Vehicle operators would obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions.

2. Planned Access Road:

- a. From the existing county-maintained Gas Road in Carbon County, BBC would construct approximately 0.9 miles of new access trending west for this pad. The access remains entirely on federal surface.
- b. **An off-lease federal right-of-way for the planned access road across a portion of lease UTU-084571 is requested with this application. The ROW request falls within the S/2 SE/4, Sec. 35 and is approximately 1,700'. The balance of the new access road would be entirely contained within the lease boundary (UTU-77852) and does not require a right-of-way.**
- c. A road design plan is not anticipated at this time.

- d. The new access road would consist of an 18 foot travel surface within a 32 foot temporary disturbance area, crowned and ditched for drilling and completion operations. The proposed access has been placed to minimize impact to the environment and natural drainage of the area. Following completion activities on the pad, the road would be reduced to an 18 foot wide running surface and reclaimed according to BLM specifications.
- e. The access road would be constructed using standard equipment and techniques. Bulldozers and/or road graders would first clear vegetation and topsoil from the ROW. These materials may be windrowed for future redistribution during the reclamation process. The surface would be crowned to facilitate drainage to a borrow ditch on each side of the road designed to minimize erosion potential. Gravel surfacing would be applied, if necessary, assuming the well was deemed to be productive.
- f. A maximum grade of 10% would be maintained throughout the project with minimum cuts and fills, as necessary, to access the pad.
- g. A turnout is not proposed and neither gates nor cattle guards are anticipated at this time.
- h. An 18" diameter culvert would be necessary as the proposed access leaves the county road surface. Additional culverts and low-water crossings would be installed where necessary and required. Adequate drainage structures, where necessary, would be incorporated into the remainder of the road.
- i. No surfacing material would come from Indian lands or off-lease Federal lands. BBC requests that any excess rock from construction of the pad be used for surfacing of the access road, if necessary. Any additional materials would be purchased from a private source and be properly permitted with the State of Utah.
- j. Surface disturbance and vehicular travel would be limited to the approved location access road. Adequate signs would be posted, as necessary, to warn the public of project related traffic.
- k. All access roads and surface disturbing activities would conform to the appropriate standard, no higher than necessary, to accommodate their intended function adequately as outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards for Oil and Gas Exploration and Development, Fourth Edition – Revised 2007.
- l. The operator would be responsible for all maintenance needs of the access road.

3. Location of Existing Wells:

- a. Following is a list of wells with surface hole locations within a one-mile radius of the proposed pad:
- | | |
|-----------------------|-------|
| i. water wells | none |
| ii. injection wells | none |
| iii. disposal wells | none |
| iv. drilling wells | none |
| v. temp shut-in wells | none |
| vi. producing wells | none |
| vii. abandoned wells | three |

4. Location of Production Facilities:

TEMPORARY

- a. During testing, facilities that may be installed on the pad include a wellhead, test meter, separator and a tank battery. If the well produces primarily oil, permanent production facilities would be constructed and a diagram of such facilities and the layout would be provided via a sundry notice. If natural gas is the primary hydrocarbon produced, the well would be shut-in for further evaluation.
- b. Containment berms would surround the tank battery and would be constructed with a berm sufficient to contain the storage capacity of 1.5 times the single largest tank. All loading lines and valves would be placed inside the berm surrounding the tank battery or would have a secondary containment vessel.

PERMANENT

- c. In the event permanent facilities are installed, all above-ground structures would be painted a flat, non-reflective color designated by the BLM to match the standard environmental colors. All permanent facilities would be painted the designated color at the time of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded. A sundry indicating the proposed facility layout would be submitted prior to installation.
- d. Site security guidelines identified in 43 CFR 3162.7-5 and Onshore Oil and Gas Order No. 3 would be adhered to.
- e. At the time the well is placed into production, a gas meter run would be constructed and located on lease within 500 feet of the wellhead. Meter runs would be housed and/or fenced. All gas production and measurement would comply with the provisions of 43 CFR 3162.7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3. Use of an electronic flow meter (EFM) for gas measurement purposes is requested with this application. Use of a flow conditioner is also being requested (versus straightening vanes). Flow conditioners have been proven to be as, or more effective than straightening vanes in conditioning gas for measurement. In addition to their superior conditioning properties, they take up less space (shorter meter runs/smaller footprint), and are less prone to corrosion and dislodging (greater reliability). In the past BBC has experienced straightening vanes becoming dislodged in normal service and compromising their conditioning effectiveness.

Make/Model: CPA 50E

Dimensions: 2" or 3" Flanged conditioners - 16" minimum up to 3 1/2' long x 2" (ID 2.067) OR 24" minimum up to 3 1/2' long x 3" (ID 3.068)

- f. Containment berms would surround the tank battery and would be constructed with a berm sufficient to contain the storage capacity of 1.5 times the single largest tank. All loading lines and valves would be placed inside the berm surrounding the tank battery or would have a secondary containment vessel. All liquid hydrocarbon production and measurement shall conform to the provisions of 43 CFR 3162.7-2 and Onshore Oil and Gas Order No. 4 for the measurement of oil.

APPLICABLE TO ALL

- g. Any necessary pits would be properly fenced to prevent any wildlife and livestock entry.
- h. All access roads would be maintained as necessary to prevent erosion and accommodate year-round traffic as practical. The roads would be maintained in a safe, useable condition.
- i. The site would require periodic maintenance to ensure that drainages are kept open and free of debris, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.
- j. A gas pipeline is not proposed with this application and would be applied for separately if the well is productive.
- k. A combustor may be installed at this location for control of associated condensate tank emissions. A combustor ranges from 24" to 48" wide and is approximately 10' tall. Combustor placement would be on existing disturbance and would not be closer than 100' to any tank or wellheads.

5. Location and Type of Water Supply:

- a. Bill Barrett Corporation would use water consistent with approvals granted by the Utah State Engineer's Office under Application Number 91-4122 (A43613) t-34002 up to 5 acre-feet of water from the Price River.
- b. Water use for this location would most likely be diverted from the Price River at a diversion within the SE/4 NE/4, Section 12, T16S, R11E. Bobtail trucks would load and haul the water, traveling along existing Emery County and Carbon County maintained roads to the proposed pad.
- c. Should additional water sources be necessary, they would be properly permitted through the State of Utah, Division of Water Rights.

6. Source of Construction Material:

- a. The use of materials would conform to 43 CFR 3610.2-3.
- b. No construction materials would be utilized or removed from federal lands.
- c. If any additional gravel is required, it would be obtained from a private source in Wellington through a direct purchase agreement.

7. Methods of Handling Waste Disposal:

- a. All wastes associated with this application would be contained and disposed of utilizing approved facilities.
- b. Drill cuttings would be contained and buried on site.
- c. The reserve pit would be located inboard of the location along the north side of the pad and the frac pit would be located outboard of the location along the north side of the pad.
- d. The pits would be constructed so as not to leak, break or allow any discharge.
- e. The reserve pit would be lined with 12 mil minimum thickness polyethylene nylon reinforced liner material and the frac pit would be lined with 20 mil minimum thickness polyethylene nylon reinforced material. Each liner would overlay a felt-liner pad only if rock is encountered during excavation. Each liner would overlap the pit walls and be anchored with soil and/or rocks to hold it in place. No trash, scrap pipe, etc., that could puncture the liners would be disposed of in the pits. Pit walls would be sloped no greater than 1/2:1. A minimum 2-foot freeboard would be maintained in each pit at all times during the drilling and completion operations.
- f. The reserve and frac pit have been located in cut material. Three sides of the reserve pit would be fenced before drilling starts with the fourth side fenced upon reaching total depth. Fencing would occur on the frac pit in the same manner as with the reserve pit, with the fourth side fenced upon completion of operations. After the pits have dried, all areas not needed for production would be rehabilitated. All fencing would be removed prior to pit closure.
- g. Produced fluids from the wells other than water would be decanted into steel test tanks until such time as construction of production facilities is completed. Produced water may be used in further drilling and completion activities, evaporated in the pit or would be hauled to a State approved disposal facility.
- h. Any salts and/or chemicals, which are an integral part of the drilling system, would be disposed of in the same manner as the drilling fluid. Any spills of oil, gas, salt water or other produced fluids would be cleaned up and removed.
- i. Chemicals on the EPA's Consolidated List of Chemicals Subject to Reporting Under Title III of the Superfund Amendments and Reauthorization Act of 1986 (SARA) in quantities of over 10,000 pounds that would be used, produced, stored, transported or disposed of annually in association with the drilling, testing or completion of the well include fuel, silica sand, and hydrochloric acid. No extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities would be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the well.
- j. Trash would be contained in a trash cage or roll-off container and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations. The contents of the trash container would be hauled off periodically to the approved landfill.

- k. Sanitary facilities would be on site at all times during operations. Sewage would be placed in a portable chemical toilet and the toilet replaced periodically utilizing a licensed contractor to transport by truck the portable chemical toilet so that its contents can be delivered to a licensed treatment facility in accordance with state and county regulations.
- l. A flare pit may be constructed a minimum of 110' from the wellhead and may be used during completion work. In the event a flare pit proves to be unworkable in this situation, a flare stack would be installed. BBC would flow back as much fluid and gas as possible into pressurized vessels, separating the fluid from the gas. The fluid would then be either returned to the reserve pit or placed into a tank. Gas would be then directed into the flare pit or the flare stack with a constant source of ignition.
- m. Any hydrocarbons floating on the surface of the pits would be removed as soon as possible after drilling and completion operations are finished. In the event immediate removal is not practical, the reserve pit would be flagged overhead or covered with wire or plastic mesh to protect migrating birds.

8. Ancillary Facilities:

- a. Garbage containers and portable toilets are the only ancillary facilities proposed in this application

9. Well Site Layout:

- a. The wells would be properly identified in accordance with 43 CFR 3162.6.
- b. The rig layout and cross section diagrams are enclosed (see Location Layout and Cross Section Plats).
- c. The pad and road designs are consistent with BLM specifications.
- d. The pad has been staked at its maximum size of 375' X 290' with a reserve pit inboard of the pad of 200' x 100' and a frac pit outboard of the pad of 300' x 100' (approximately 3.4 acres including cuts and fills and topsoil storage areas).
- e. All surface disturbing activities would be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.
- f. All cut and fill slopes would be such that stability can be maintained for the life of the activity.
- g. Diversion ditches would be constructed, if necessary, around the well site to prevent surface waters from entering the well site area.
- h. The stockpiled topsoil (first 6 inches or maximum available) would be stored in a windrow on the uphill side of the location to prevent any possible contamination. All topsoil would be stockpiled for reclamation in such a way as to prevent soil loss and contamination.
- i. Pits would remain fenced until site cleanup.

- j. Water application would be implemented if necessary to minimize the amount of fugitive dust.

10. Plan for Restoration of the Surface:

- a. Site reclamation for a producing well would be accomplished for portions of the site not required for the continued operation of the well on this pad.
- b. The operator would control noxious weeds along access road use authorizations, pipeline route authorizations, well sites or other applicable facilities by spraying or mechanical removal. A list of noxious weeds may be obtained from the BLM or the appropriate county extension office. On BLM administered land it is required that a Pesticide Use Proposal be submitted and approved prior to the application of herbicides, pesticides or possibly hazardous chemicals.
- c. Rat and mouse holes would be filled and compacted from bottom to top immediately upon release of the drilling rig from location. Pit closures would occur as soon as reasonably practical but no later than 90 days from completion, provided favorable weather conditions exist and there are no plans to re-use the pit within one year. The pits would be allowed to dry prior to the commencement of backfilling work. No attempts would be made to backfill the pits until they are free of standing water. Once the pits are dry, the polyethylene nylon reinforced liners would be torn and perforated before backfilling of the reserve pit.
- d. The pits and that portion of the location not needed for production facilities/operations would be recontoured to the approximate natural contours. Areas not used for production purposes would be backfilled and blended into the surrounding terrain, reseeded and erosion control measures installed. Mulching, erosion control measures and fertilization may be required to achieve acceptable stabilization. Back slopes and fore slopes would be reduced as practical and scarified with the contour. The reserved topsoil would be evenly distributed over the slopes and scarified along the contour. Slopes would be seeded with the BLM specified seed mix
- e. Topsoil salvaged from the drill site and stored for more than one year would be placed at the location indicated on the well site layout drawing and graded to a depth optimum to maintain topsoil viability, seeded with the BLM prescribed seed mixture and covered with mulch for protection from wind and water erosion and to discourage the invasion of weeds.

11. Surface and Mineral Ownership:

- a. Surface ownership – Federal under the management of the Bureau of Land Management – Price Field Office, 125 South 600 West, Price Utah 84078; (435) 636-3600.
- b. Mineral ownership – Federal under the management of the Bureau of Land Management – Price Field Office, 125 South 600 West, Price Utah 84078; (435) 636-3600.

12. Other Information:

- a. Montgomery Archaeological Consultants has been contracted to conduct a Class III archeological survey. A copy of the pending report would be submitted under separate cover to the appropriate agencies by Montgomery once completed.

OPERATOR CERTIFICATION

Certification:

I hereby certify that I, or someone under my direction supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein would be performed in conformity with this APD package and the terms and conditions under which it is approved. I also certify that I, or the company I represent, am responsible for the operations conducted under this application. These statements are subject to the provisions of 18 U.S.C. 1001 for the filings of false statements.

Executed this 26th day of September 2008
Name: Tracey Fallang
Position Title: Regulatory Analyst
Address: 1099 18th Street, Suite 2300, Denver, CO 80202
Telephone: 303-312-8134
Field Representative Monty Shed / Bill Barrett Corporation
Address: 120 North Railroad, Suite C, Parachute, CO 81635
Telephone: 970-285-9061 (office) or 307-262-1511 (cell)
E-mail: mshed@billbarrettcorp.com

Tracey Fallang
Tracey Fallang, Environmental/Regulatory Analyst

BILL BARRETT CORPORATION

FEDERAL #13-35-15-12

SECTION 35, T15S, R12E, S.L.B.&M.

PROCEED IN A SOUTHEASTERLY DIRECTION FROM PRICE, UTAH ALONG HIGHWAY 191 APPROXIMATELY 4.0 MILES TO WELLINGTON, UTAH; PROCEED IN AN EASTERLY, THEN SOUTHEASTERLY DIRECTION ALONG HIGHWAY 191 APPROXIMATELY 12.0 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTH; TURN RIGHT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 2.0 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTHWEST; TURN RIGHT AND PROCEED IN A SOUTHWESTERLY DIRECTION APPROXIMATELY 0.7 MILES TO THE BEGINNING OF THE PROPOSED ACCESS TO THE SOUTHWEST; FOLLOW ROAD FLAGS IN A SOUTHWESTERLY, THEN NORTHWESTERLY, THEN SOUTHWESTERLY DIRECTION APPROXIMATELY 0.9 MILES TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM PRICE, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 19.6 MILES.

RECEIVED

SEP 29 2008

DIV. OF OIL, GAS & MINING

BILL BARRETT CORPORATION

FEDERAL #13-35-15-12
LOCATED IN CARBON COUNTY, UTAH
SECTION 35, T15S, R12E, S.L.B.&M.

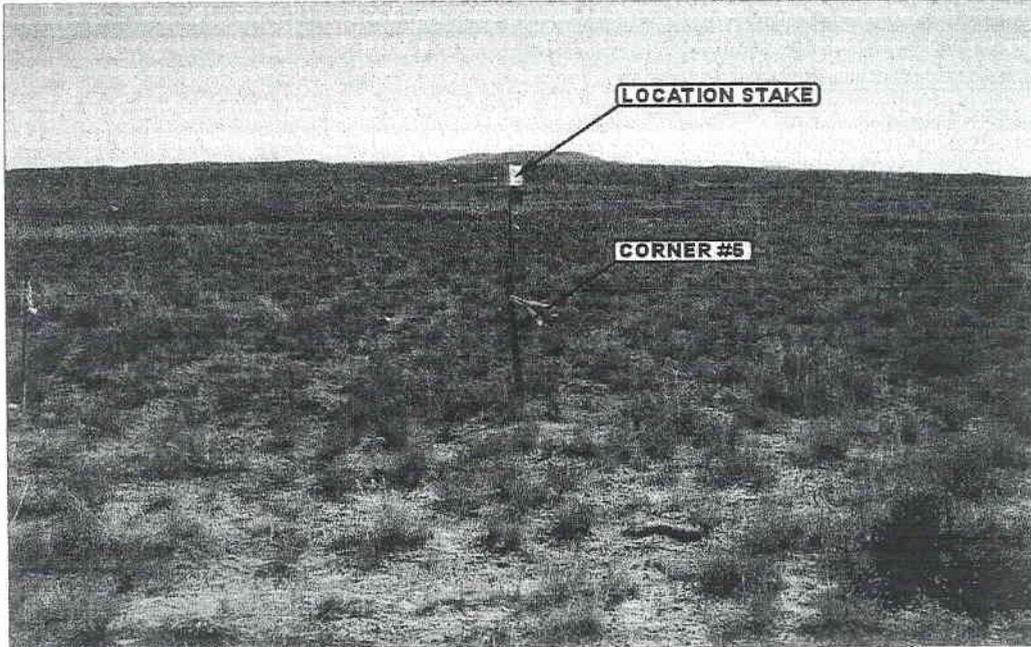


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: SOUTHERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: SOUTHWESTERLY



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

LOCATION PHOTOS

09 19 08
MONTH DAY YEAR

PHOTO

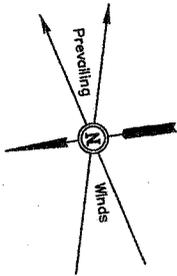
TAKEN BY: M.A. | DRAWN BY: J.J. | REVISED: 00-00-00

BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

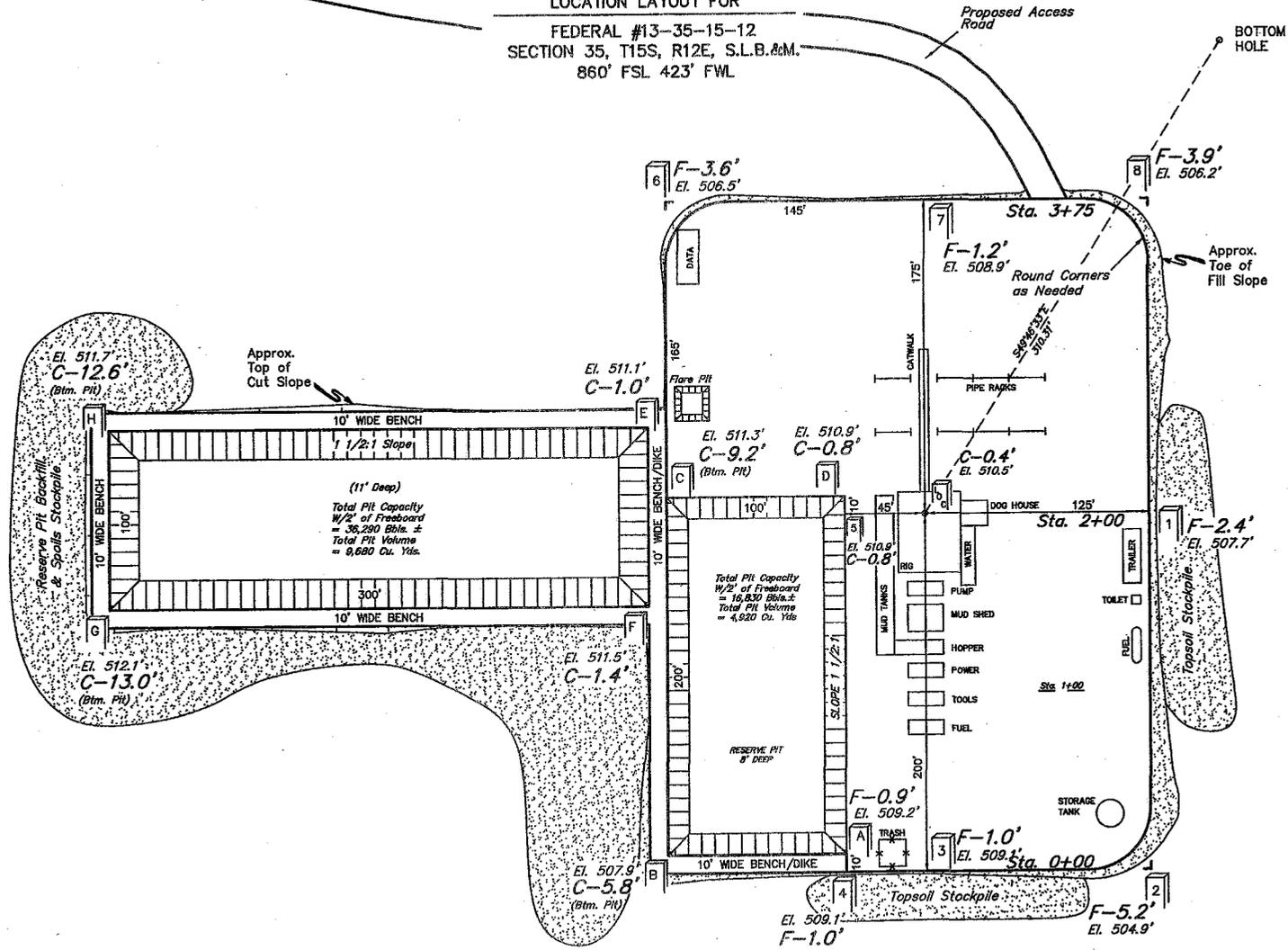
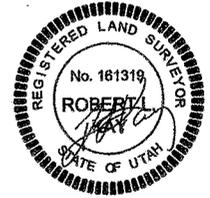
FEDERAL #13-35-15-12
SECTION 35, T15S, R12E, S.L.B.&M.
860' FSL 423' FWL

FIGURE #1



SCALE: 1" = 60'
DATE: 09-18-08
DRAWN BY: C.H.

NOTE:
Flare Pit is to be located a min. of 100' from the Well Head.



Elev. Ungraded Ground at Location Stake = 5510.5'
Elev. Graded Ground at Location Stake = 5510.1'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (435) 788-1017

1" = 40'

X-Section
Scale

1" = 100'

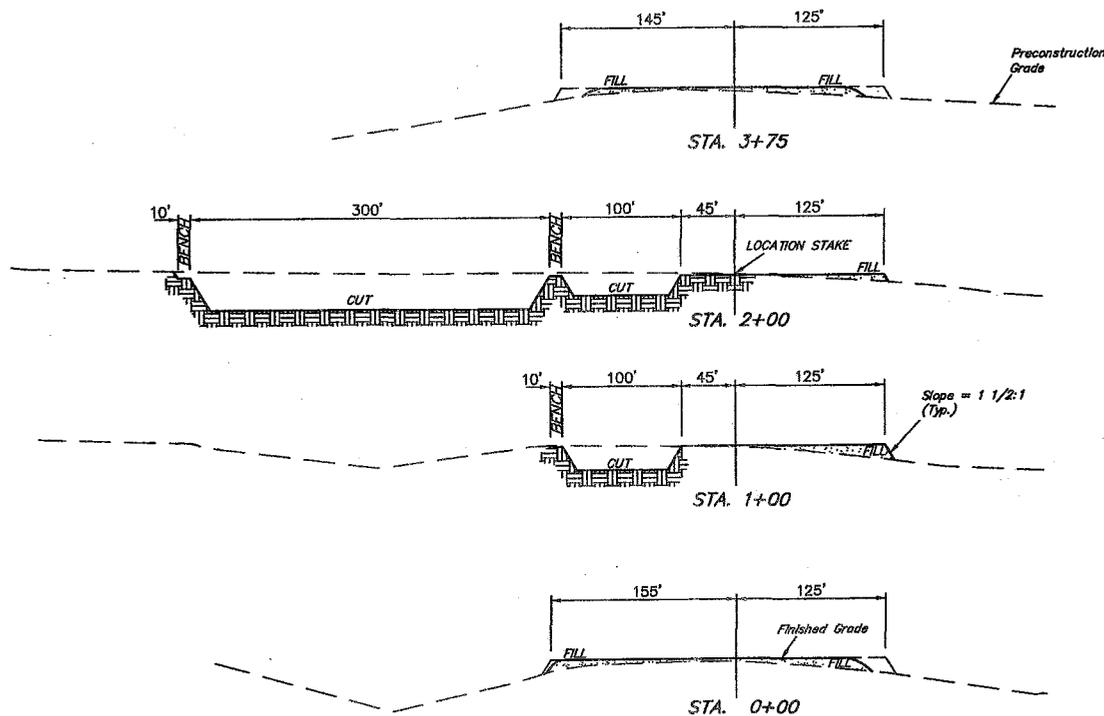
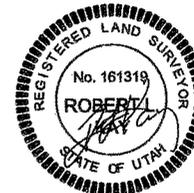
DATE: 09-18-08
DRAWN BY: C.H.

BILL BARRETT CORPORATION

TYPICAL CROSS SECTIONS FOR

FEDERAL #13-35-15-12
SECTION 35, T15S, R12E, S.L.B.&M.
860' FSL 423' FWL

FIGURE #2



NOTE:

Topsail should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ±3.367 ACRES
ACCESS ROAD DISTURBANCE = ±3.273 ACRES
TOTAL = ±6.640 ACRES

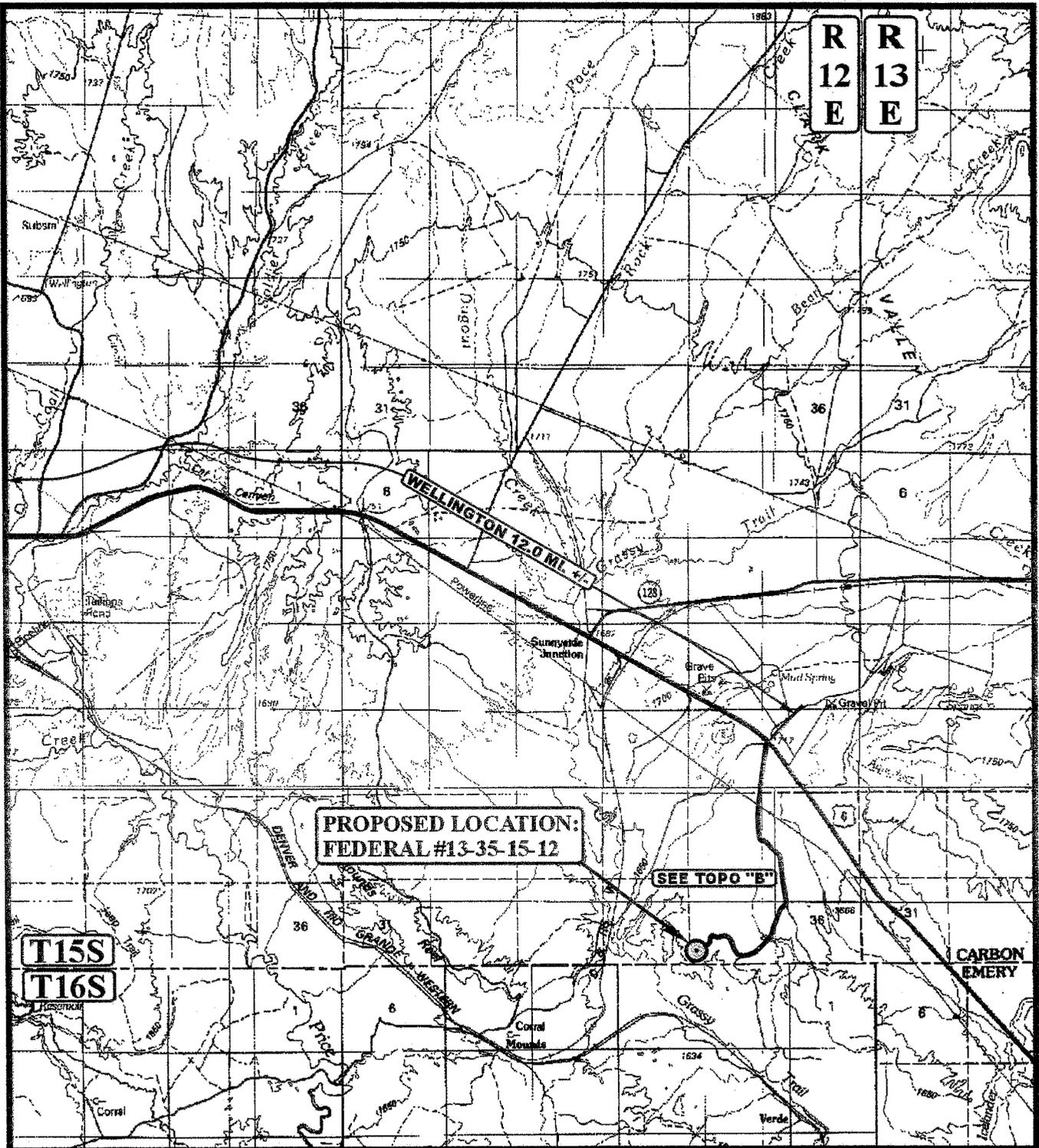
*** NOTE:**

FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT
(6") Topsail Stripping = 2,830 Cu. Yds.
Remaining Location = 15,050 Cu. Yds.
TOTAL CUT = 17,880 CU.YDS.
FILL = 6,900 CU.YDS.

EXCESS MATERIAL = 10,980 Cu. Yds.
Topsail & Pit Backfill (1/2 Pit Vol.) = 10,130 Cu. Yds.
EXCESS UNBALANCE = 850 Cu. Yds. (After Interim Rehabilitation)



T15S
T16S

R12E
R13E

**PROPOSED LOCATION:
FEDERAL #13-35-15-12**

SEE TOPO "B"

**CARBON
EMERY**

LEGEND:

⊙ PROPOSED LOCATION



BILL BARRETT CORPORATION

FEDERAL #13-35-15-12
SECTION 35, T15S, R12E, S.L.B.&M.
840' 680' FSL 423' FWL

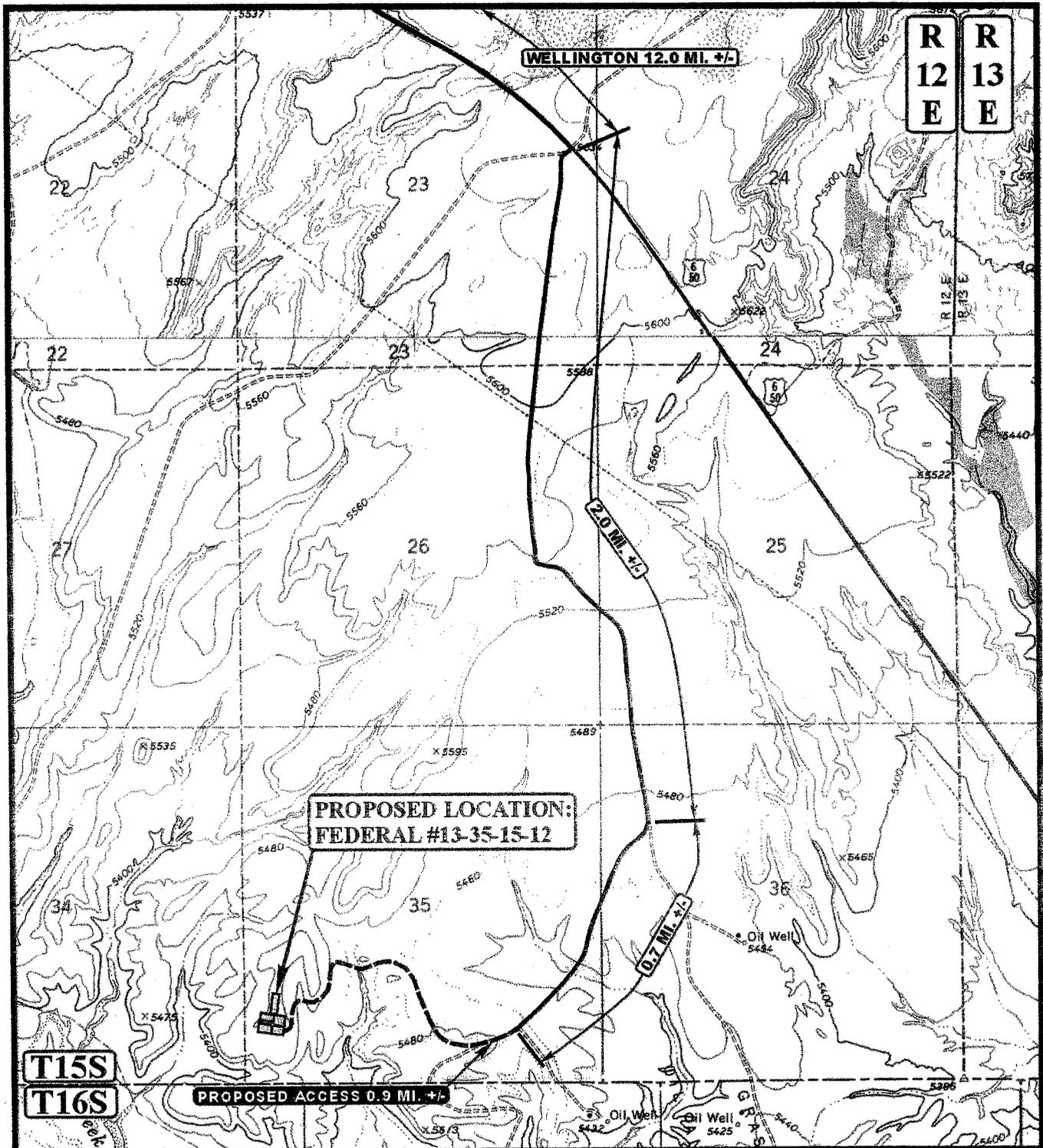


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TOPOGRAPHIC **09 19 08**
MAP MONTH DAY YEAR

SCALE: 1:100,000 **DRAWN BY: J.J.** **REVISED: 00-00-00**





T15S
T16S

LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD



BILL BARRETT CORPORATION

FEDERAL #13-35-15-12
SECTION 35, T15S, R12E, S.L.B.&M.
860' 680' FSL 423' FWL



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TOPOGRAPHIC MAP

SCALE: 1" = 2000' DRAWN BY: J.J. REVISED: 00-00-00

09 19 08
MONTH DAY YEAR
B
TOPO

R
12
E

25

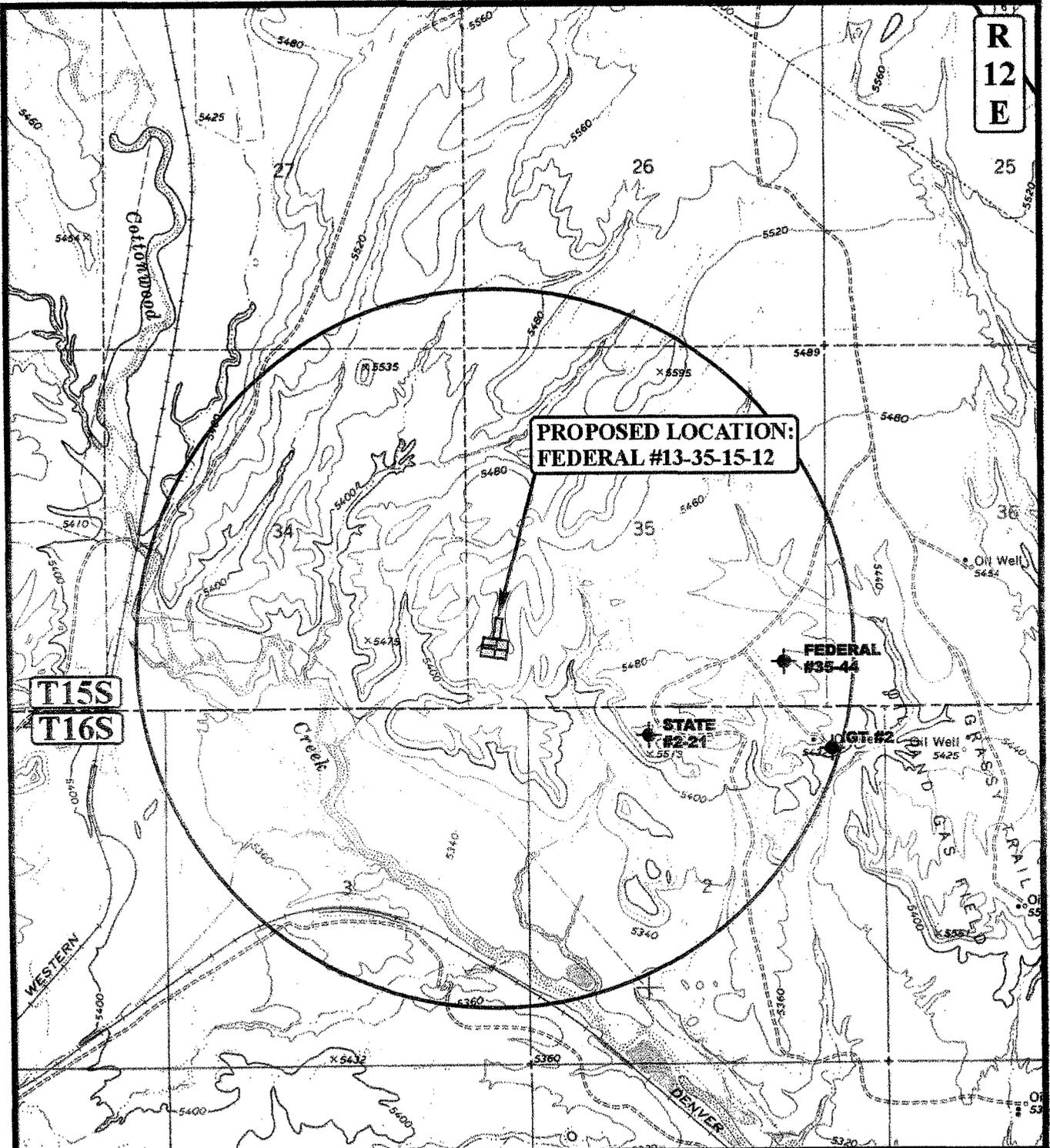
PROPOSED LOCATION:
FEDERAL #13-35-15-12

FEDERAL #35-44

STATE #2-21

STATE #2

T15S
T16S



LEGEND:

- | | |
|-------------------|-------------------------|
| ⊗ DISPOSAL WELLS | ⊗ WATER WELLS |
| ● PRODUCING WELLS | ◆ ABANDONED WELLS |
| ◆ SHUT IN WELLS | ● TEMPORARILY ABANDONED |

BILL BARRETT CORPORATION

FEDERAL #13-35-15-12
SECTION 35, T15S, R12E, S.L.B.&M.
800' 680' FSL 423' FWL



Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC MAP 09 19 08
MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: J.J. REVISED: 00-00-00



WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 09/29/2008

API NO. ASSIGNED: 43-007-31462

WELL NAME: FEDERAL 13-35-15-12
 OPERATOR: BILL BARRETT CORP (N2165)
 CONTACT: TRACEY FALLANG

PHONE NUMBER: 303-312-8134

PROPOSED LOCATION:

SWSW 35 150S 120E
 SURFACE: 0860 FSL 0423 FWL
 BOTTOM: 0660 FSL 0660 FWL
 COUNTY: CARBON
 LATITUDE: 39.47203 LONGITUDE: -110.5494
 UTM SURF EASTINGS: 538756 NORTHINGS: 4369049
 FIELD NAME: UNDESIGNATED (2)

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LEASE TYPE: 1 - Federal
 LEASE NUMBER: UTU-77852
 SURFACE OWNER: 1 - Federal

PROPOSED FORMATION: HMBG
 COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[1] Ind[] Sta[] Fee[]
(No. WYB000040)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. 91-4122)
- RDCC Review (Y/N)
(Date: _____)
- Fee Surf Agreement (Y/N)
- Intent to Commingle (Y/N)

LOCATION AND SITING:

- R649-2-3.
- Unit: _____
- R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
- R649-3-3. Exception
- Drilling Unit
Board Cause No: _____
Eff Date: _____
Siting: _____
- R649-3-11. Directional Drill

COMMENTS: _____

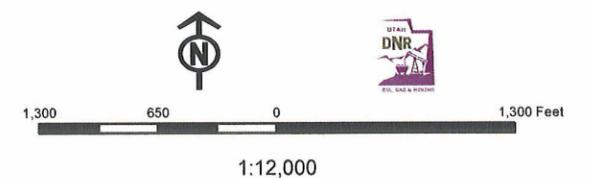
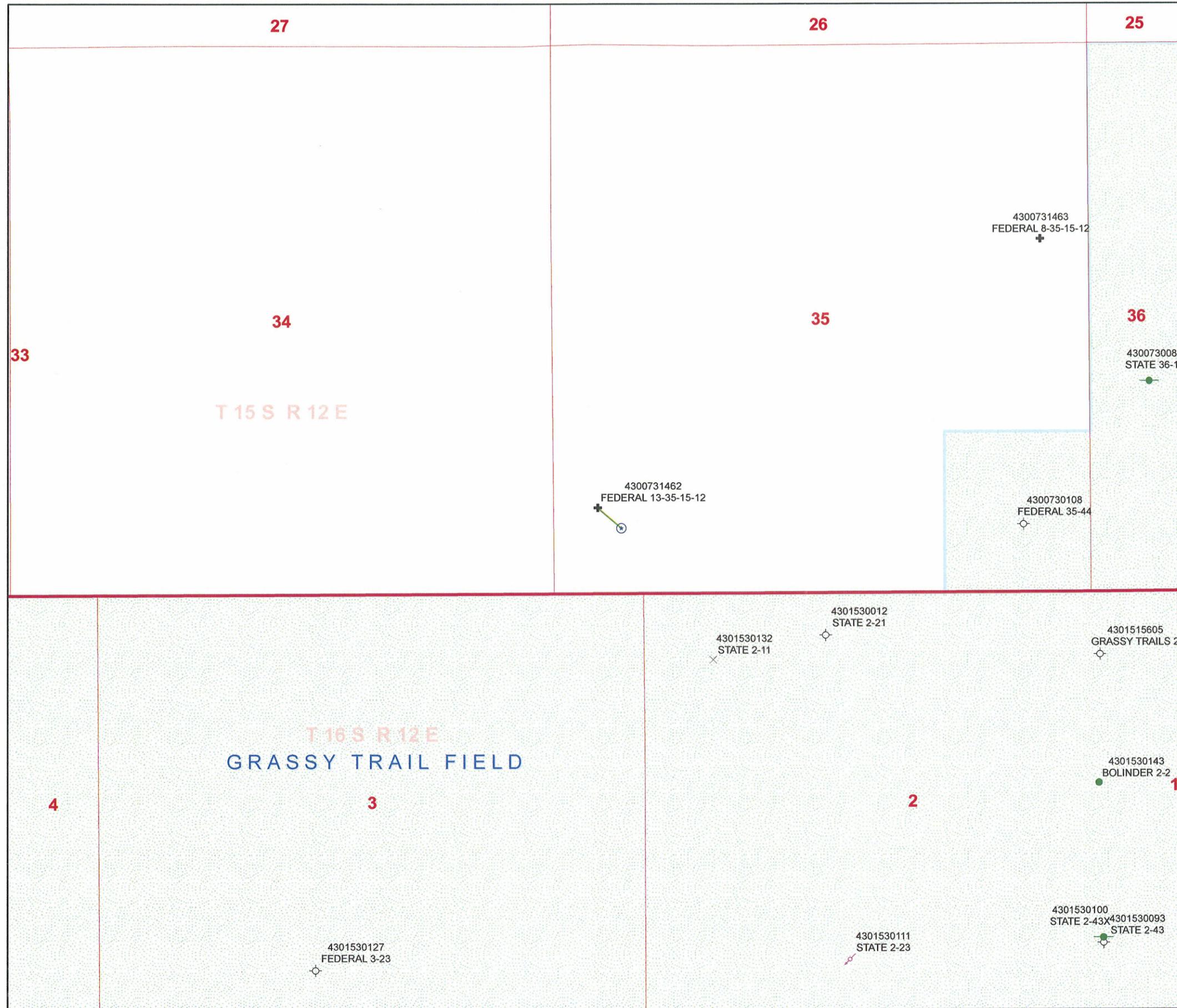
STIPULATIONS: _____

1- Federal Approval
2- Spacing Strip

API Number: 4300731462
Well Name: FEDERAL 13-35-15-12
Township 15.0 S Range 12.0 E Section 35
Meridian: SLBM
Operator: BILL BARRETT CORP

Map Prepared:
 Map Produced by Diana Mason

Units	Wells Query Events
STATUS	✕ <all other values>
ACTIVE	GIS_STAT_TYPE
EXPLORATORY	<Null>
GAS STORAGE	◆ APD
NF PP OIL	⊙ DRL
NF SECONDARY	⊙ GI
PI OIL	⊙ GS
PP GAS	⊙ LA
PP GEOTHERML	⊕ NEW
PP OIL	⊕ OPS
SECONDARY	⊙ PA
TERMINATED	⊙ PGW
Fields	⊙ POW
STATUS	⊙ RET
ACTIVE	⊙ SGW
COMBINED	⊙ SOW
Sections	⊙ TA
Township	⊙ TW
	⊙ WD
	⊙ WI
	⊙ WS
	⊙ Bottom Hole Location





JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

September 30, 2008

Bill Barrett Corporation
1099 18th St., Ste. 2300
Denver, CO 80202

Re: Federal 13-35-15-12 Well, Surface Location 860' FSL, 423' FWL, SW SW, Sec. 35, T. 15 South, R. 12 East, Bottom Location 660' FSL, 660' FWL, SW SW, Sec. 35, T. 15 South, R. 12 East, Carbon County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval; approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-007-31462.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

cc: Carbon County Assessor
Bureau of Land Management, Price Field Office



Operator: Bill Barrett Corporation
Well Name & Number Federal 13-35-15-12
API Number: 43-007-31462
Lease: UTU-77852

Surface Location: SW SW Sec. 35 T. 15 South R. 12 East
Bottom Location: SW SW Sec. 35 T. 15 South R. 12 East

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

- Contact Carol Daniels at (801) 538-5284

Notify the Division prior to commencing operations to plug and abandon the well.

- Contact Dustin Doucet at (801) 538-5281 (801) 733-0983 home

3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.
5. In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.
6. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.



United States Department of the Interior
BUREAU OF LAND MANAGEMENT

Price Field Office
125 South 600 West
Price, UT 84501
[http:// www.blm.gov/utah/price/](http://www.blm.gov/utah/price/)



In Reply Refer To:
LLUTG02100
UTU-77852

OCT 14 2008

CERTIFIED MAIL – 7008 0150 0002 0895 8887
RETURN RECEIPT REQUESTED

43 007 31462
ISS 12E 35

Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, Colorado 80202
Attn.: Mr. Doug Gundry-White

RE: Suspension of Operations and Production – Lease No. UTU-77852

Dear Mr. Gundry-White:

The Bureau of Land Management (BLM), Price Field Office received your letter dated September 25, 2008 requesting the suspension of operations and production for oil and gas lease UTU-77852. This lease is due to expire on October 31, 2008.

On September 24, 2008, we received Applications for permit to drill (APDs) for well No. Federal 8-35-15-12 and Federal 13-35-15-12 on lease UTU-77852. As you are aware, the current workload in the Price Field Office has caused delays in our environmental review process, thus justifying a suspension.

Therefore, pursuant to the provisions of 43 CFR 3103.4-4 and 3165.1, approval of suspension of operations and production for lease UTU-77852 is hereby granted under Section 39 of the Mineral Leasing Act of 1920 (MLA). The suspension is effective September 1, 2008, the first day of the month in which the applications and request for suspension were filed, and shall remain in effect for one year.

As previously stated, this suspension is granted under Section 39 of the MLA. Some significant features of Section 39 suspensions of operations and production are:

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OCT 20 2008

DIV. OF OIL, GAS & MINING

1. The term of a suspended lease will be extended by adding the suspension period to the lease term.
2. Lease suspensions suspend not only the lessee's responsibilities, but their rights as well. During lease suspension, activities designed to benefit the lease may not be conducted. This applied to Federal oil and gas leases regardless of surface ownership. In the case of units, work may not be conducted on any suspended lease nor on any lease that was instrumental in justifying the suspension.
3. During the period of suspension, rental or minimum royalty payments are also suspended.

If you have any questions, please feel free to contact Don Stephens of this office at (435) 636-3600.

Sincerely,

\s\ Michael Stiewig

Michael Stiewig
Field Manager

cc: BLM Utah State Office
Becky J. Hammond
P.O. Box 45155
Salt Lake City, Utah 84145-0155

Minerals Management Service
Royalty Management Service
Box 5640
Denver, Colorado 80217-5640

Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84116

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-77852
2. NAME OF OPERATOR: Bill Barrett Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
3. ADDRESS OF OPERATOR: 1099 18th Street, Suite 2300 <small>CITY</small> Denver <small>STATE</small> CO <small>ZIP</small> 80202		7. UNIT or CA AGREEMENT NAME: N/A
4. LOCATION OF WELL FOOTAGES AT SURFACE: 860 FSL, 423 FWL COUNTY: Carbon		8. WELL NAME and NUMBER: Federal 13-35-15-12
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 35 15S 12E STATE: UTAH		9. API NUMBER: 4300731462
		10. FIELD AND POOL, OR WILDCAT: Exploratory
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>APD Expiration & Extension</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BILL BARRETT CORPORATION (BBC) REQUESTS AN EXTENSION ON THE APD FOR THIS LOCATION. THE ORIGINAL APD WAS APPROVED ON 09/30/2008.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 09-23-09
By: [Signature]

COPY SENT TO OPERATOR

Date: 9.29.2009
Initials: KS

NAME (PLEASE PRINT) <u>Tracey Fallang</u>	TITLE <u>Regulatory Analyst</u>
SIGNATURE <u>[Signature]</u>	DATE <u>9/14/2009</u>

(This space for State use only)

RECEIVED
SEP 23 2009



**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 4300731462
Well Name: Federal 13-35-15-12
Location: SWSW, Sec. 35, T15S-R12E
Company Permit Issued to: Bill Barrett Corporation
Date Original Permit Issued: 9/30/2008

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes No

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes No

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes No

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes No

Has the approved source of water for drilling changed? Yes No

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes No

Is bonding still in place, which covers this proposed well? Yes No

Nancy Fallang
Signature

9/14/2009
Date

Title: Regulatory Analyst

Representing: Bill Barrett Corporation

RECEIVED

SEP 23 2009

DIV. OF OIL, GAS & MINING

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-77852
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: FEDERAL 13-35-15-12
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43007314620000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0860 FSL 0423 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 35 Township: 15.0S Range: 12.0E Meridian: S	9. FIELD and POOL or WILDCAT: UNDESIGNATED COUNTY: CARBON STATE: UTAH

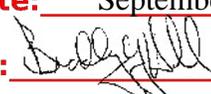
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 9/20/2010	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input checked="" type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC is requesting an extension of this APD which expires on 9/30/2010 for one year from the date of expiration. BBC is still waiting on Federal approval.

**Approved by the
Utah Division of
Oil, Gas and Mining**

Date: September 28, 2010
By: 

NAME (PLEASE PRINT) Elaine Winick	PHONE NUMBER 303 293-9100	TITLE Sr. Permit Analyst
SIGNATURE N/A	DATE 9/20/2010	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43007314620000

API: 43007314620000

Well Name: FEDERAL 13-35-15-12

Location: 0860 FSL 0423 FWL QTR SWSW SEC 35 TWP 150S RNG 120E MER S

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 9/30/2008

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes No

- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes No

- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes No

- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? Yes No

- Has the approved source of water for drilling changed? Yes No

- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes No

- Is bonding still in place, which covers this proposed well? Yes No

**Approved by the
Utah Division of
Oil, Gas and Mining**

Signature: Elaine Winick

Date: 9/20/2010

Title: Sr. Permit Analyst **Representing:** BILL BARRETT CORP

Date: September 28, 2010

By: 

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-77852
SUNDRY NOTICES AND REPORTS ON WELLS		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well		8. WELL NAME and NUMBER: FEDERAL 13-35-15-12
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43007314620000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0860 FSL 0423 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 35 Township: 15.0S Range: 12.0E Meridian: S		COUNTY: CARBON
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 9/20/2012 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	
	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
BBC is requesting an extension of this APD which expires on 9/30/2011 for one year from the date of expiration. BBC is still waiting on Federal approval.		
		Approved by the Utah Division of Oil, Gas and Mining
		Date: <u>09/19/2011</u>
		By: <u></u>
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 9/15/2011



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43007314620000

API: 43007314620000

Well Name: FEDERAL 13-35-15-12

Location: 0860 FSL 0423 FWL QTR SWSW SEC 35 TWNP 150S RNG 120E MER S

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 9/30/2008

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes No

- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes No

- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes No

- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? Yes No

- Has the approved source of water for drilling changed? Yes No

- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes No

- Is bonding still in place, which covers this proposed well? Yes No

Signature: Brady Riley

Date: 9/15/2011

Title: Permit Analyst **Representing:** BILL BARRETT CORP

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-77852
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: FEDERAL 13-35-15-12
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43007314620000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0860 FSL 0423 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 35 Township: 15.0S Range: 12.0E Meridian: S	9. FIELD and POOL or WILDCAT: UNDESIGNATED COUNTY: CARBON STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 9/30/2012	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input checked="" type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC is requesting an extension of this APD which expires on 9/30/2012 for one year from the date of expiration. BBC is still waiting on Federal approval.

Approved by the
 Utah Division of
 Oil, Gas and Mining

Date: September 17, 2012
 By:

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 9/17/2012	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43007314620000

API: 43007314620000

Well Name: FEDERAL 13-35-15-12

Location: 0860 FSL 0423 FWL QTR SWSW SEC 35 TWNP 150S RNG 120E MER S

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 9/30/2008

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? Yes No
- Has the approved source of water for drilling changed? Yes No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes No
- Is bonding still in place, which covers this proposed well? Yes No

Signature: Brady Riley

Date: 9/17/2012

Title: Permit Analyst Representing: BILL BARRETT CORP



GARY R. HERBERT
Governor

SPENCER J. COX
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

October 29, 2013

Bill Barrett Corp.
1099 18TH Street, Suite 2300
Denver, CO 80202

Re: APD Rescinded – Federal 13-35-15-12, Sec. 35 T.15S, R.12E
Carbon County, Utah API No. 43-007-31462

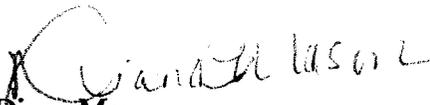
Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on September 30, 2008. On September 23, 2009, September 28, 2010, September 19, 2011 and September 17, 2012 the Division granted a one-year APD extension. No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective October 29, 2013.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,


Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Price

