



February 26, 2007

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

7-28-46 DLB (Old Well Name – # 10-2 DLB 9-28-46)
Tribal Surface/Tribal Minerals
SENE, Section 28-T4S-R6W
Duchesne County, Utah

Diana Whitney, Permitting - Petroleum Technician:

Enclosed please find the original copy of Bill Barrett Corporation's (BBC) application for permit to drill the above captioned well. Montgomery Archeological Consultants conducted a Class III archeological survey for this location, when it was known as the # 10-2 DLB 9-28-46. The results of this survey have been outlined in Montgomery's report dated December 6, 2006. Based on the findings, a determination of "no historic properties affected" is recommended for this site.

Please contact me at (303) 312-8546 if you need anything additional or have any questions.

Sincerely,

A handwritten signature in black ink that reads 'Reed Haddock' with a stylized flourish at the end.

Reed Haddock
Permit Analyst

Enclosures

RECEIVED

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DIV. OF OIL, GAS & MINING

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

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. BIA 14-20-H62-5500
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 UTE INDIAN TRIBE
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) 312-8168	8. Lease Name and Well No. # 7-28-46 DLB
4. Location of Well (Report location clearly and in accordance with any State requirements.) At surface SENE, 2028' FNL, 543' FEL At proposed prod. zone SWNE, 1980' FNL, 1743' FEL		9. API Well No. Pending 43-013-33569
14. Distance in miles and direction from nearest town or post office* Approximately 12.2 miles southwest of Duchesne, Utah		10. Field and Pool, or Exploratory without Airtight
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 543' SHL; 1743' BHL		11. Sec., T. R. M. or Blk. and Survey or Area Section 28-T4S-R6W U.S.B.&M.
16. No. of acres in lease N/A		12. County or Parish Duchesne
17. Spacing Unit dedicated to this well 40		13. State UT
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. None w/in 1 mile		19. Proposed Depth 8721'
20. BLM/BIA Bond No. on file Nationwide Bond #WYB000040		21. Elevations (Show whether DF, KDB, RT, GL, etc.) 7278' ungraded ground
22. Approximate date work will start* 06/01/2007		23. Estimated duration 45 days

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No.1, shall 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 shall 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 authorized officer.

25. Signature:	Name (Printed/Typed) Reed Haddock	Date 02/26/2007
Title Permit Analyst		
Approved by (Signature):	Name (Printed/Typed) BRADLEY G. HILL	Date 03-14-07
Title 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.

*(Instructions on page 2)

Federal Approval of this Action is Necessary

Surf 537517X
4439382Y
40.105793
-110.559812

BUL
537152X
4439394Y
40.105918
-110.564101

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MAR 02 2007
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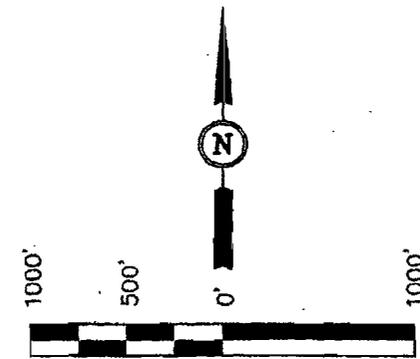
T4S, R6W, U.S.B.&M.

BILL BARRETT CORPORATION

Well location, #7-28-46 DLB, located as shown in the SE 1/4 NE 1/4 of Section 28, T4S, R6W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.



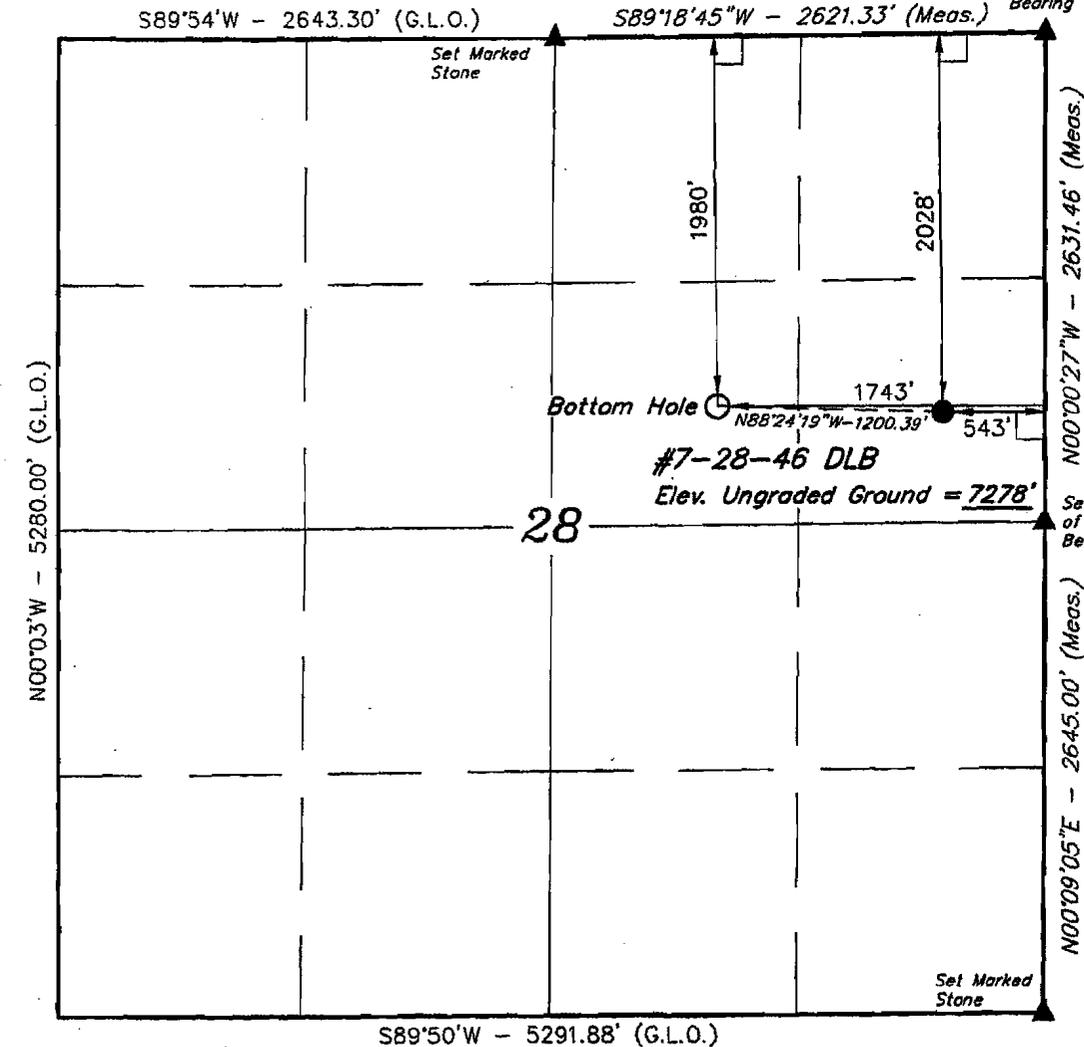
CERTIFICATE

THIS IS TO CERTIFY THAT THE SURVEY WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEY OR UNDER MY SUPERVISION AND THAT THE SAME IS CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



Revised: 2-16-07
 Revised: 01-05-07
 Revised: 11-29-06

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



BASIS OF BEARINGS

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

(NAD 83)
 LATITUDE = 40°06'20.82" (40.105783)
 LONGITUDE = 110°33'37.38" (110.560383)
 (NAD 27)
 LATITUDE = 40°06'20.97" (40.105825)
 LONGITUDE = 110°33'34.82" (110.559672)

LEGEND:

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

SCALE 1" = 1000'	DATE SURVEYED: 10-26-06	DATE DRAWN: 10-27-06
PARTY D.R. N.M. K.G.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE BILL BARRETT CORPORATION	

HAZARDOUS MATERIAL DECLARATION

WELL NO. # 7-28-46 DLB - LEASE NO. BIA 14-20-H62-5500

Bill Barrett Corporation guarantees that during the drilling and completion of the above referenced well, we will not use, produce, or store, transport or dispose 10,000# annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Super Amendments and Reauthorization Act (SARA) of 1986.

Bill Barrett Corporation guarantees that during the drilling and completion of the above referenced well, we will use, produce, store, transport, or dispose less than the threshold planning quantity (TPQ) of any extremely hazardous substances as defined in 40 CFR 355.

DRILLING PLAN

BILL BARRETT CORPORATION
 # 7-28-46 DLB
 SENE, 2028' FNL & 543' FEL, Section 28-T4S-R6W
 Duchesne County, Utah

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

<u>Formation</u>	<u>Depth</u>
Duchesne River/Uinta	Surface
Green River	3,930'
Douglas Creek	4,731'
Black Shale	5,418'
Castle Peak	5,702'
Wasatch	6,275' *
North Horn	8,221' *
TD	8,721'

***PROSPECTIVE PAY**

The Wasatch and the North Horn are primary objectives for oil/gas.

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
12 1/4"	surface	900'	9 5/8"	36#	J or K 55	ST&C	New
7 7/8"	surface	8,721'	5 1/2"	17#	N or I 80	LT&C	New

5. Cementing Program

9 5/8" Surface Casing	Approximately 310 sx Halliburton Light Premium with additives mixed at 12.3 ppg (yield = 1.43 ft ³ /sx) circulated to surface with 100% excess
5 1/2" Production Casing	Approximately 190 sx Halliburton Hi-Fill Modified cement with additives mixed at 11.0 ppg (yield = 3.81 ft ³ /sx). Approximately 630 sx Halliburton Light Premium Plus cement with additives mixed at 13.5 ppg (yield = 1.58 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC 900'.

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 900'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
900' – TD	8.6 – 10.6	42-52	15 cc or less	KCL Polymer Fluid 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 torque and drag.				

7. **BOP and Pressure Containment Data**

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 900'	No pressure control required
900' – TD	11" 3000# Ram Type BOP 11" 3000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 3000 psi;	
- 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.	

8. **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

9. **Testing, Logging and Core Programs**

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

10. **Anticipated Abnormal Pressures or Temperatures**

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4728 psi* and maximum anticipated surface pressure equals approximately 2841 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

Bill Barrett Corporation
Drilling Program
7-28-46 DLB
Duchesne County, Utah

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

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

11. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

12. Drilling Schedule

Location Construction: Approximately May 15, 2007

Spud: Approximately June 1, 2007

Duration: 20 days drilling time
45 days completion time



BILL BARRETT CORPORATION

**1099 18th St., Suite 2300
Denver, CO 80202**

Field: Brundage/Lake Canyon
Geological Basin: Uinta
Well Name: General
Location: Duchesne County, UT

KCL Polymer Drilling Fluid Recommendation

Prepared for: Mr. Dominic Spencer

August 17, 2006

Submitted by:
Isaac Womack, Tech. Prof., Baroid product service line, Halliburton
1125 17th St., Suite 1900
Denver, CO 80202
303.675.4476
isaac.womack@Halliburton.com

**HALLIBURTON
Baroid**

DRILLING PROGRAM BRIEFING

Well total depth : 8,500' TMD

		<u>Hole Size</u>	<u>Casing</u>	<u>Length</u>
Casing design :	Surface	12 1/4"	9 5/8"	750'
	Production	7 7/8"	5 1/2"	8500'

*Fluid density : 8.3 - 9.0 ppg from 0' to 750'
8.6 - 10.0 ppg from 750' to 8500'

NOTE: Data taken from off-set wells in Duchesne County, UT

*The drilling fluid density schedule is intended as a guideline only. Actual drilling fluid densities should be determined by well bore conditions and drilling parameters.

Estimated drilling days : 0' to 750' = 2 days (12 1/4" Hole)
750' to 8,500' = 16days (7 7/8" Hole)

Total = 18 days

Drilling fluid systems : 0' to 750' - Freshwater Spud Mud
750' to 8,500' - KCL Polymer

Solids control equipment : 0' - 8,500' - Two Shale Shakers
- Desander / Desilter / Degasser
- One High Speed Centrifuge (if available)

Est. total drilling fluid cost: \$ 17,219.00

DRILLING FLUID PROGRAM SUMMARY

The following drilling fluid systems are proposed for the Brundage Canyon well:

HOLE SIZE (in.)	DRILLING FLUID SYSTEM	FLUID DENSITY (ppg)	INTERVAL LENGTH FROM - TO
12 1/4"	Freshwater spud mud fluid system	8.3 - 9.0	0' to 750'
8 3/4"	KCL Polymer fluid system	8.6 - 10.6	750' to 8,500'

12 1/4" Hole Section (0' to 750' TMD)

A freshwater spud mud drilling fluid system is recommended to drill this interval. Drill out conductor casing shoe with freshwater using additions of AQUAGEL and EZ-MUD to maintain fluid properties, as well as in hi-vi sweeps to facilitate hole cleaning. Pump BARACARB (25/50) sawdust sweeps prior to tripping out of the hole. Monitor the drill-string for tight connections. Expect minor to severe lost circulation in this interval. Pump sweeps of saw dust/ BARACARB at 5-10 ppb for minor seepage and sweeps of N-seal at 5 ppb and saw dust at 10 ppb for more severe losses. When total depth (TD) is reached make a wiper trip to the shoe to "clean up" the well bore, a string of 9 5/8" casing will then be set and cemented back to surface.

7 7/8" Hole Section (750' to 8,500' TMD)

After drilling the surface hole section, dump all of the drilling fluid used in the surface interval to the reserve pit. Check reserve pit water to make sure it is acceptable to use for drilling fluid.

Mud up with the following:

- .5 lb./bbl N-Vis P
- 2 lb/bbls ZEOGEL
- .5 lb/bbl BARACOR 700 (or phosphates over 1300 ppm (see corrosion program))
- 3% by volume KCL

Maintain 3% KCL in the reserve pit while drilling this section. (add 3.5 ppb for every 1% increase)

Test for % of KCL

$$((\text{ml of .282 Silver Nitrate added} * 10,000)/3280) = \%KCL$$

*record and report this concentration on each mud report

Add BARACAT to reserve pit to flocculate out solids. This system should have sufficient YP to keep the hole clean while drilling this interval.

Lost Circulation: Should losses occur while drilling the lateral section add BARACARB (5) OR BARACARB (50) to control. (BARACARB can be acidized) Concentrations of BARACARB will be determined by the losses encountered. Expect increased lost circulation with increases in drilling fluid density. Continue to monitor and record all

Brundage Canyon

Duchesne County, Utah

instances of gas kicks, water flows and lost circulation, adjust mud weight as needed. Sweeps of LUBRA-BEADS may help reduce mechanical torque due to the dog-legs. When lateral has been drilled, circulate the hole clean and run production casing.

Recommended Drilling Fluids Properties							
Drilling Depth (ft)	Fluid Density (lb/gal)	Funnel Viscosity (sec/qt)	API Filtrate (ml)	pH	Plastic Viscosity (cP)	Yield Point (lbs/100ft ²)	Low Gravity Solids (% by Vol)
0' - 750'	8.3 - 8.8	26 - 36	NC	7.0- 8.5	0 - 15	0 - 24	< 8
Surface casing: 9 5/8" set at 750' TMD							

- ◆ Spud with freshwater. Circulate through a reserve pit **if possible**.
- ◆ Mix 10.0-ppb AQUAGEL, 1.0 ppb EZ MUD, and 0.5-ppb lime in 50 bbl sweeps to improve well bore cleaning.
- ◆ Mix 1.0 gal. EZ-MUD down drill sting on connections for shale inhibition and optimum drill solids removal by the solids control equipment.
- ◆ Mix sweeps of saw dust/ BARACARB(25/50) at 5-10 ppb for minor seepage and N-seal at 5 ppb and saw dust at 10 ppb for more severe losses.
- ◆ If well bore conditions indicate, mud up to a KCL fluid system as indicated in the production interval.

Drilling Depth (ft)	Fluid Density (lb/gal)	Funnel Viscosity (sec/qt)	API Filtrate (ml)	pH	Plastic Viscosity (cP)	Yield Point (lbs/100ft ²)	Low Gravity Solids (% by Vol)
750' - 8,500'	8.6 - 10.6	42 - 52	<20	10.5- 12.0	0-15	0-20	< 8
Production casing: 5 1/2" set at 8,500' TMD							

- ◆ Drill out the surface casing shoe with KCL Polymer fluid system.
- ◆ Build initial pH with caustic soda then maintain with lime
- ◆ Additions of 0.5-ppb BARAZAN D can be used to enhance the low end rheology for optimum well bore cleaning and a lower solids drilling fluid.
- ◆ For seepage losses sweep the hole with 10.0-ppb BARACARB (25/50) in sweeps.
- ◆ For more severe losses sweep the hole with 5.0-ppb N-SEAL and 10.0-ppb Saw Dust. If losses can't be controlled, spot an 80.0-ppb HYDRO-PLUG pill across the loss zone(s).
- ◆ Spot pills of LUBRA-BREADS and/or TOURQE-LESS for additional torque and drag reduction as needed in dog-legs.



**Bill Barrett Corporation E-bill
1099 18th Street - Suite 2300
Denver, Colorado 80202**

Brundage Canyon General

Duchesne County, Utah
United States of America

Cementing Recommendation

Prepared for: Dominic Spencer
August 15, 2006
Version: 1

Submitted by:
Pat Kundert
Halliburton Energy Services
1125 17th Street - Suite 1900
Denver, Colorado 80202
+303.886.0839

HALLIBURTON

Job Recommendation

9 5/8" Intermediate

Fluid Instructions

Fluid 1: Water Spacer
Gelled Water Ahead

Fluid Density: 8.33 lbm/gal
Fluid Volume: 20 bbl

Fluid 2: Primary Cement

Premium Plus - Type III
94 lbm/sk Premium Plus - Type III (Cement-api)
0.2 % Versaset (Thixotropic Additive)
2 % Calcium Chloride (Accelerator)
0.25 lbm/sk Flocele (Lost Circulation Additive)

Fluid Weight 14.50 lbm/gal
Slurry Yield: 1.43 ft³/sk
Total Mixing Fluid: 6.89 Gal/sk
Top of Fluid: 0 ft
Calculated Fill: 750 ft
Volume: 66.16 bbl
Calculated Sacks: 259.74 sks
Proposed Sacks: 260 sks

Job Recommendation

5 1/2" Production

Fluid Instructions

Fluid 1: Water Spacer

KCL Water Preflush

Fluid Density: 8.33 lbm/gal
Fluid Volume: 10 bbl

Fluid 2: Lead Cement – (3500 – 750')

Halliburton Hi-Fill Modified

94 lbm/sk Type 5 Cement (Cement)
16 % Bentonite (Light Weight Additive)
0.75 % Econolite (Light Weight Additive)
7.5 lbm/sk Gilsonite (Lost Circulation Additive)
2 lbm/sk Granulite TR 1/4 (Lost Circulation Additive)
3 % Salt (Salt)
0.2 % HR-7 (Retarder)

Fluid Weight 11 lbm/gal
Slurry Yield: 3.81 ft³/sk
Total Mixing Fluid: 23 Gal/sk
Top of Fluid: 750 ft
Calculated Fill: 2750 ft
Volume: 106.07 bbl
Calculated Sacks: 156.32 sks
Proposed Sacks: 160 sks

Fluid 3: Tail Cement – (TD – 3500')

Halliburton Light Premium Plus (Type 5)

3 % KCL (Clay Control)
1 % Econolite (Light Weight Additive)
0.5 % Halad(R)-322 (Low Fluid Loss Control)
0.6 % HR-5 (Retarder)
0.25 lbm/sk Flocele (Lost Circulation Additive)
1 lbm/sk Granulite TR 1/4 (Lost Circulation Additive)

Fluid Weight 13.50 lbm/gal
Slurry Yield: 1.58 ft³/sk
Total Mixing Fluid: 7.77 Gal/sk
Top of Fluid: 3500 ft
Calculated Fill: 6000 ft
Volume: 232.46 bbl
Calculated Sacks: 826.05 sks
Proposed Sacks: 830 sks

7-28-46 DLB Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (900' - 0')	
Halliburton Light Premium	Fluid Weight: 12.3 lbm/gal
2.0% Calcium Chloride	Slurry Yield: 1.43 ft ³ /sk
0.25 lbm/sk Ploy-E-Flake	Total Mixing Fluid: 10.6 Gal/sk
	Top of Fluid: 0'
	Calculated Fill: 900'
	Volume: 112.95 bbl
	Proposed Sacks: 310 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (4231' - 900')	
Halliburton Hi-Fill Modified	Fluid Weight: 11.0 lbm/gal
16.0% Bentonite	Slurry Yield: 3.81 ft ³ /sk
0.75% Ecpnolite	Total Mixing Fluid: 23.00 Gal/sk
7.5 lbm/sk Gilsonite	Top of Fluid: 900'
2.0 lbm/sk Granulite TR	Calculated Fill: 3,331'
3.0% Salt	Volume: 128.47 bbl
0.2% HR-7	Proposed Sacks: 190 sks
Tail Cement - (8721' - 4231')	
Halliburton Light Premium Plus	Fluid Weight: 13.5 lbm/gal
3.0% KCl	Slurry Yield: 1.58 ft ³ /sk
1.0% Econolite	Total Mixing Fluid: 7.77 Gal/sk
0.5% Halad®-322	Top of Fluid: 4,231'
0.6% HR-5	Calculated Fill: 4,490'
0.25 lbm/sk Flocele	Volume: 173.19 bbl
1.0 lbm/sk Granulite	Proposed Sacks: 630 sks

Well name: **Brundage / Lake Canyon General**
 Operator: **Bill Barrett Corporation**
 String type: **Surface**
 Location: **Duchesne County, UT**

Design parameters:

Collapse
 Mud weight: 8.60 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:
 Design factor 1.125

Burst:

Design factor 1.10

Environment:

H2S considered? No
 Surface temperature: 70.00 °F
 Bottom hole temperature: 79 °F
 Temperature gradient: 1.22 °F/100ft
 Minimum section length: 750 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 303 psi
 Internal gradient: 0.22 psi/ft
 Calculated BHP 468 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: 655 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 8,500 ft
 Next mud weight: 9.700 ppg
 Next setting BHP: 4,283 psi
 Fracture mud wt: 12.000 ppg
 Fracture depth: 750 ft
 Injection pressure 468 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	750	9.625	36.00	J-55	ST&C	750	750	8.796	53.4
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	335	2020	6.029	468	3520	7.53	24	394	16.72 J

Prepared Dominic Spencer
 by: Bill Barrett

Phone: (303) 312-8143
 FAX: (303) 312-8195

Date: July 21, 2006
 Denver, Colorado

Remarks:
 Collapse is based on a vertical depth of 750 ft, a mud weight of 8.6 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.

Well name: **Brundage / Lake Canyon General**
 Operator: **Bill Barrett Corporation**
 String type: **Production**
 Location: **Duchesne County, UT**

Design parameters:

Collapse
 Mud weight: 9.70 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:
 Design factor 1.125

Burst:

Design factor 1.10

Environment:

H2S considered? No
 Surface temperature: 70.00 °F
 Bottom hole temperature: 186 °F
 Temperature gradient: 1.22 °F/100ft
 Minimum section length: 1,500 ft

Cement top: 2,000 ft

Burst

Max anticipated surface pressure: 2,697 psi
 Internal gradient: 0.22 psi/ft
 Calculated BHP 4,787 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Buttress: 1.60 (J)
 Premium: 1.50 (J)
 Body yield: 1.50 (B)

Non-directional string.

Tension is based on buoyed weight.

Neutral point: 8,103 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift (In)	Internal Capacity (ft³)
1	9500	5.5	17.00	N-80	LT&C	9500	9500	4.767	327.4
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	4787	6290	1.314	4787	7740	1.62	138	348	2.53 J

Prepared Dominic Spencer
 by: Bill Barrett

Phone: (303) 312-8143
 FAX: (303) 312-8195

Date: August 11, 2006
 Denver, Colorado

Remarks:

Collapse is based on a vertical depth of 9500 ft, a mud weight of 9.7 ppg. The casing is considered to be evacuated for collapse purposes.
 Collapse strength is based on the Westcott, Dunlop & Kamler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

**I-80
Performance
Property
Comparison**

Outside Diameter, inch	Weight T & C, lb per ft	Thread Type	I-80 Performance Properties					J-55 Performance Properties					N-80 Performance Properties				
			Collapse, psi	Burst, psi	Tension, 1000 lbs		Maximum Set Depth, feet	Collapse, psi	Burst, psi	Tension, 1000 lbs		Maximum Set Depth, feet	Collapse, psi	Burst, psi	Tension, 1000 lbs		Maximum Set Depth, feet
					Pipe Body Yield	Joint Strength				Pipe Body Yield	Joint Strength				Pipe Body Yield	Joint Strength	
4.500	9.50	Short	3900	6380	221	138	6930	3310	4380	152	101	5890	3900	6380	221	143	6930
	10.50	Short	4940	6970	241	173	8780	4010	4790	165	132	7000	4940	6970	241	186	8780
	11.60	Long	6350	7780	267	201	9610	4960	5350	184	162	7760	6350	7780	267	223	10680
5.500	14.00	Short	3620	6210	322	234	6440	3120	4270	222	172	5550	3620	6210	322	243	6440
	15.50	Long	4990	7000	361	282	8870	4040	4810	248	217	7180	4990	7000	361	306	8870
	17.00	Long	6280	7740	397	320	10470	4910	5320	273	247	8060	6280	7740	397	348	11170
7.000	20.00	Short	2740	5440	460	320	4870	2270	3740	316	234	4040	2740	5440	460	331	4870
	23.00	Long	3830	6340	532	428	6810	3270	4360	366	313	5810	3830	6340	532	442	6810
	26.00	Long	5410	7240	604	502	9620	4320	4980	415	367	7680	5410	7240	604	519	9620
8.625	24.00	Short	1430	4290	555	337	2540	1370	2950	381	244	2440	1430	4290	555	346	2540
	28.00	Long	2160	4930	636	478	3840	1880	3390	437	348	3340	2160	4930	636	493	3840
	32.00	Long	3050	5710	732	574	5420	2530	3930	503	417	4500	3050	5710	732	591	5420

**I-80 Dimensions,
Torques and
Hydro-Test
Pressures**

Outside Diameter, inch	Weight T & C, lb per ft	Thread Type	Dimensions, inch					Make-Up Torque			Hydro-Test Pressure, psi
			Wall Thickness	Inside Diameter	Drift Diameter	Coupling Outside Diameter	Make-up Loss	ft x lbs			
								Optimum	Minimum	Maximum	
4.500	9.50	Short	0.205	4.090	3.965	5.000	2.000	1380	1040	1730	5800
	10.50	Short	0.224	4.052	3.927	5.000	2.625	1790	1340	2240	6400
	11.60	Long	0.250	4.000	3.875	5.000	3.000	2190	1640	2740	7100
5.500	14.00	Short	0.244	5.012	4.887	6.050	2.875	2340	1760	2930	5700
	15.50	Long	0.275	4.950	4.825	6.050	3.500	2950	2210	3690	6400
	17.00	Long	0.304	4.892	4.767	6.050	3.500	3350	2510	4190	7100
7.000	20.00	Short	0.272	6.456	6.331	7.656	3.125	3200	2400	4000	5000
	23.00	Long	0.317	6.366	6.250	7.656	4.000	4280	3210	5350	5800
	26.00	Long	0.362	6.276	6.151	7.656	4.000	5020	3770	6280	6600
8.625	24.00	Short	0.264	8.097	7.972	9.625	3.000	3370	2530	4210	3900
	28.00	Long	0.304	8.017	7.892	9.625	4.500	4780	3590	5980	4500
	32.00	Long	0.352	7.921	7.875	9.625	4.500	5740	4310	7180	5200

1. API Bulletin 5C3, Sixth Edition, October 1994 was used to determine the listed properties.
2. The vertical set depth was computed using a 9.625 lb. per U.S. gallon mud, and safety factors of 1.125, 1.0 and 1.8 respectively, for collapse, burst and tension.
3. Products are available plain end and with IPSCO's premium connects QB1 and QB2.
4. As a service, IPSCO offers casing string designs upon request.

The information and data contained herein are accurate to our knowledge, based upon standard industry calculations. Buyers are encouraged to make their own evaluations of the above derived performance properties for their particular use. The specific warranty applicable to these goods is as contained in IPSCO's Order Acknowledgment, Conditions of Sale.



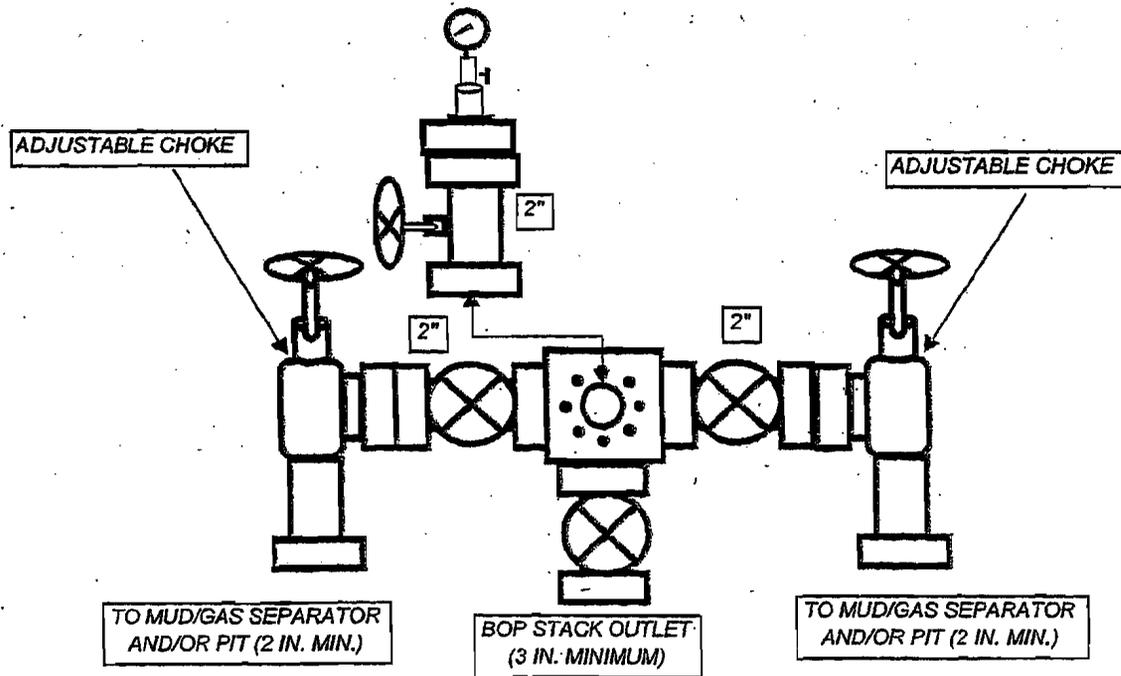
P.O. Box 18
Camanche, Iowa 52730
Phone: (563) 242-0000
Toll Free: 1-800-950-4772

400 505-3rd Street SW
Calgary, Alberta T2P 3E6
Phone: (403) 543-8000
Toll Free: 1-877-780-7560

P.O. Box 1670
Regina, Saskatchewan S4P 3C7
Phone: (306) 924-7700
Toll Free: 1-800-667-1616

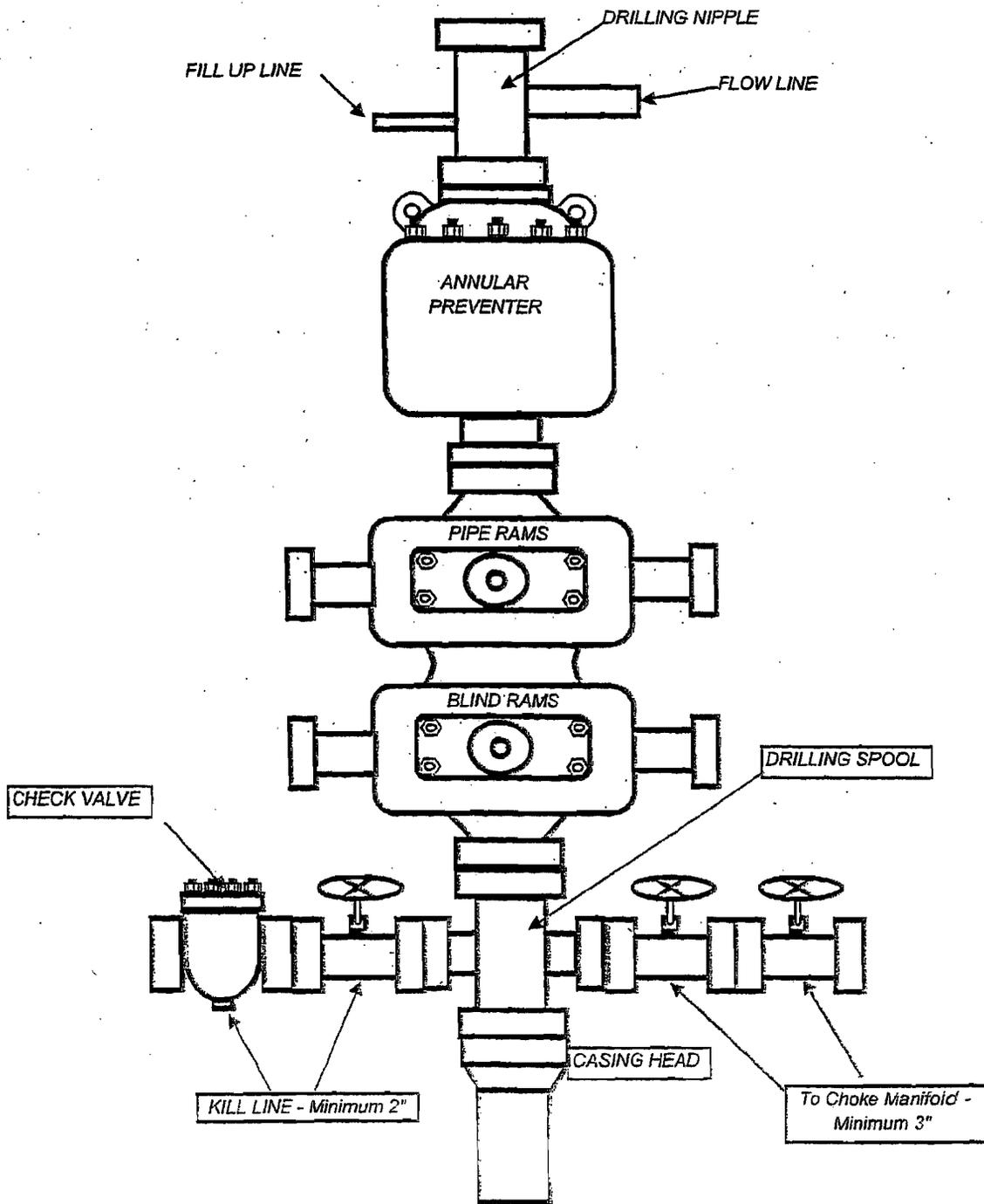
BILL BARRETT CORPORATION

TYPICAL 3,000 p.s.i. CHOKE MANIFOLD



BILL BARRETT CORPORATION

TYPICAL 3,000 p.s.i. BLOWOUT PREVENTER





Weatherford[®]

Drilling Services

Proposal



Bill Barrett Corporation

#7-28-46 DLB

DUCHESNE COUNTY, UTAH

WELL FILE: **PLAN 1**

FEBRUARY 22, 2007

Weatherford International, Ltd.

15710 JFK Blvd. Ste. 700
Houston, Texas 77032 USA

+1.281.260.1300 Main

+1.281.260.4730 Fax

www.weatherford.com



#7-28-46 DLB
 SEC 28 T4S R6W
 2028' FNL, 543' FEL
 DUCHESNE COUNTY, UTAH

SITE DETAILS
 #7-28-46 DLB
 Site Centre Latitude: 40°06'20.820N
 Longitude: 110°33'37.380W
 Ground Level: 7276.70
 Positional Uncertainty: 0.00
 Convergence: 0.60

WELL DETAILS

Name	+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
#7-28-46 DLB	0.00	0.00	7208650.66	1903231.14	40°06'20.820N	110°33'37.380W	N/A

SECTION DETAILS

Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.00	0.00	271.60	0.00	0.00	0.00	0.00	0.00	0.00	
2	940.00	0.00	271.60	940.00	0.00	0.00	0.00	0.00	0.00	KOP
3	1766.75	14.47	271.60	1757.99	2.91	-103.79	1.75	271.60	103.83	HOLD
4	3671.26	14.47	271.60	3538.68	30.21	-1078.91	0.00	0.00	1079.34	DROP
5	6635.80	0.00	271.60	6493.00	33.60	-1200.00	1.50	180.00	1200.47	TOP TARGET/HOLD
6	8720.80	0.00	271.60	8578.00	33.60	-1200.00	0.00	271.60	1200.47	PBHL 7-28-46 DLB

CASING DETAILS

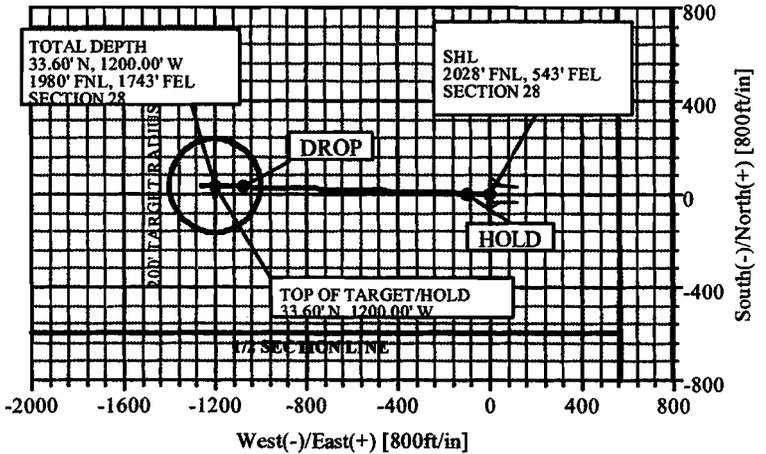
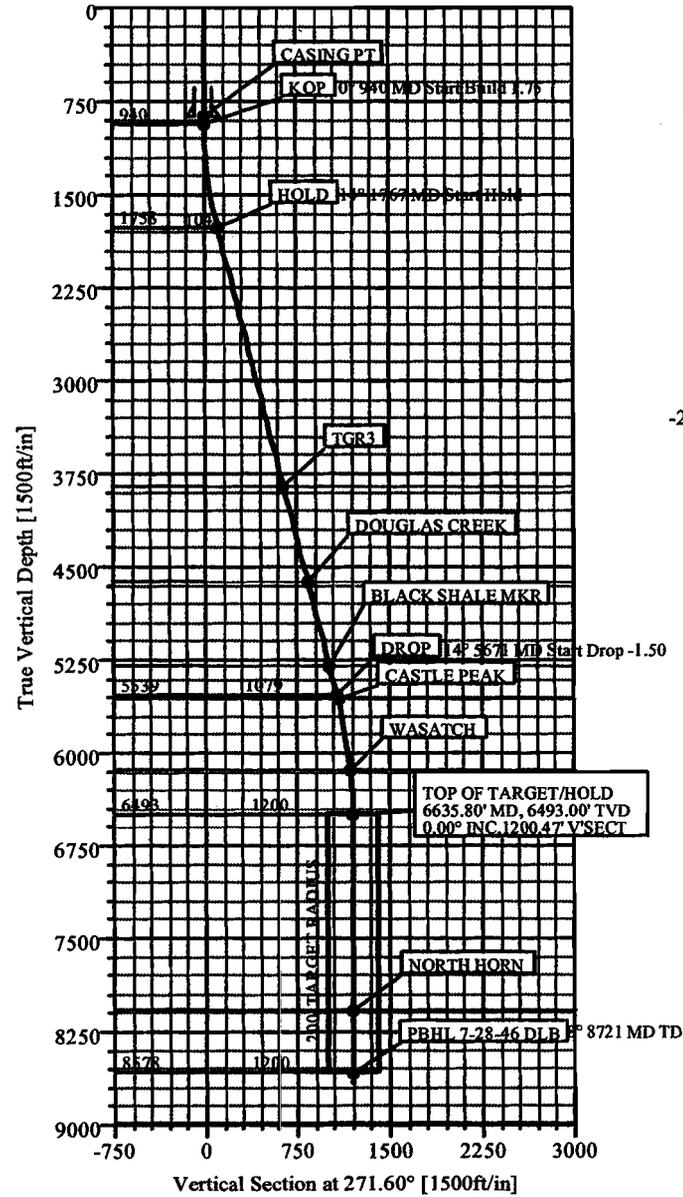
No.	TVD	MD	Name	Size
1	872.00	872.00	CASING PT	0.000

FORMATION TOP DETAILS

No.	TVDPath	MDPath	Formation
1	3853.00	3930.37	TGR3
2	4628.00	4730.76	DOUGLAS CREEK
3	5293.00	5417.54	BLACK SHALE MKR
4	5568.00	5701.51	CASTLE PEAK
5	6133.00	6275.26	WASATCH
6	8078.00	8220.80	NORTH HORN

ASSUMED 15' KB ELEVATION

KB ELEVATION: 7291.7'
 GR ELEVATION: 7276.7'



Azimuths to True North
 Magnetic North: 12.09°
 Magnetic Field
 Strength: 52704nT
 Dip Angle: 65.87°
 Date: 2/22/2007
 Model: bgm2006

TOTAL CORRECTION TO TRUE NORTH: 12.09°



Weatherford Drilling Services

PROPOSAL PLAN REPORT



Company: BILL BARRETT CORP	Date: 2/22/2007	Time: 14:37:53	Page: 1
Field: DUCHESNE COUNTY, UTAH	Co-ordinate(NE) Reference: SITE #7-28-46 DLB, True North		
Site: #7-28-46 DLB	Vertical (TVD) Reference: SITE 7291.7		
Well: #7-28-46 DLB	Section (VS) Reference: Well (0.00N,0.00E,271.60Azi)		
Wellpath: 1	Survey Calculation Method: Minimum Curvature		Db: Sybase

Field: DUCHESNE COUNTY, UTAH

Map System: US State Plane Coordinate System 1983
 Geo Datum: GRS 1980
 Sys Datum: Mean Sea Level

Map Zone: Utah, Central Zone
 Coordinate System: Site Centre
 Geomagnetic Model: bggm2006

Site: #7-28-46 DLB

Site Position:	Northing: 7208650.66 ft	Latitude: 40 6 20.820 N
From: Geographic	Easting: 1903231.14 ft	Longitude: 110 33 37.380 W
Position Uncertainty: 0.00 ft		North Reference: True
Ground Level: 7276.70 ft		Grid Convergence: 0.60 deg

Well: #7-28-46 DLB 2028' FNL 543' FEL OF SECT 28 T4S R6W	Slot Name:
Well Position: +N/-S 0.00 ft	Latitude: 40 6 20.820 N
+E/-W 0.00 ft	Longitude: 110 33 37.380 W
Position Uncertainty: 0.00 ft	

Wellpath: 1	Drilled From: Surface	Height 7291.70 ft	Tie-on Depth: 0.00 ft
Current Datum: SITE	Above System Datum: Mean Sea Level		Declination: 12.09 deg
Magnetic Data: 2/22/2007	Mag Dip Angle: 65.87 deg		
Field Strength: 52704 nT			
Vertical Section: Depth From (TVD)	+N/-S	+E/-W	Direction
ft	ft	ft	deg
0.00	0.00	0.00	271.60

Plan: Plan #1	Date Composed: 2/22/2007
Principal: Yes	Version: 1
	Tied-to: From Surface

Plan Section Information

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	TFO deg	Target
0.00	0.00	271.60	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
940.00	0.00	271.60	940.00	0.00	0.00	0.00	0.00	0.00	0.00	
1766.75	14.47	271.60	1757.99	2.91	-103.79	1.75	1.75	0.00	271.60	
5671.26	14.47	271.60	5538.68	30.21	-1078.91	0.00	0.00	0.00	0.00	
6635.80	0.00	271.60	6493.00	33.60	-1200.00	1.50	-1.50	0.00	180.00	
8720.80	0.00	271.60	8578.00	33.60	-1200.00	0.00	0.00	0.00	271.60	PBHL 7-28-46 DLB

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	Build deg/100ft	Turn deg/100ft	DLS deg/100ft	Comment
800.00	0.00	271.60	800.00	0.00	0.00	0.00	0.00	0.00	0.00	
872.00	0.00	271.60	872.00	0.00	0.00	0.00	0.00	0.00	0.00	CASING PT
900.00	0.00	271.60	900.00	0.00	0.00	0.00	0.00	0.00	0.00	
940.00	0.00	271.60	940.00	0.00	0.00	0.00	0.00	0.00	0.00	KOP
1000.00	1.05	271.60	1000.00	0.02	-0.55	0.55	1.75	0.00	1.75	
1100.00	2.80	271.60	1099.94	0.11	-3.91	3.91	1.75	0.00	1.75	
1200.00	4.55	271.60	1199.73	0.29	-10.31	10.32	1.75	0.00	1.75	
1300.00	6.30	271.60	1299.28	0.55	-19.76	19.77	1.75	0.00	1.75	
1400.00	8.05	271.60	1398.49	0.90	-32.25	32.26	1.75	0.00	1.75	
1500.00	9.80	271.60	1497.27	1.34	-47.76	47.78	1.75	0.00	1.75	
1600.00	11.55	271.60	1595.54	1.86	-66.27	66.30	1.75	0.00	1.75	
1700.00	13.30	271.60	1693.19	2.46	-87.78	87.81	1.75	0.00	1.75	
1766.75	14.47	271.60	1757.99	2.91	-103.79	103.83	1.75	0.00	1.75	HOLD
1800.00	14.47	271.60	1790.19	3.14	-112.09	112.14	0.00	0.00	0.00	
1900.00	14.47	271.60	1887.02	3.84	-137.07	137.12	0.00	0.00	0.00	

Weatherford Drilling Services

PROPOSAL PLAN REPORT



Company: BILL BARRETT CORP	Date: 2/22/2007	Time: 14:37:53	Page: 2
Field: DUCHESNE COUNTY, UTAH	Co-ordinate(NE) Reference:	Site: #7-28-46 DLB, True North	
Site: #7-28-46 DLB	Vertical (TVD) Reference:	SITE 7291.7	
Well: #7-28-46 DLB	Section (VS) Reference:	Well (0.00N,0.00E,271.60Azi)	
Wellpath: 1	Survey Calculation Method:	Minimum Curvature	Db: Sybase

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	Build deg/100ft	Turn deg/100ft	DLS deg/100ft	Comment
2000.00	14.47	271.60	1983.84	4.54	-162.04	162.11	0.00	0.00	0.00	
2100.00	14.47	271.60	2080.67	5.24	-187.02	187.09	0.00	0.00	0.00	
2200.00	14.47	271.60	2177.50	5.94	-211.99	212.07	0.00	0.00	0.00	
2300.00	14.47	271.60	2274.33	6.64	-236.97	237.06	0.00	0.00	0.00	
2400.00	14.47	271.60	2371.16	7.33	-261.94	262.04	0.00	0.00	0.00	
2500.00	14.47	271.60	2467.99	8.03	-286.91	287.03	0.00	0.00	0.00	
2600.00	14.47	271.60	2564.82	8.73	-311.89	312.01	0.00	0.00	0.00	
2700.00	14.47	271.60	2661.65	9.43	-336.86	336.99	0.00	0.00	0.00	
2800.00	14.47	271.60	2758.47	10.13	-361.84	361.98	0.00	0.00	0.00	
2900.00	14.47	271.60	2855.30	10.83	-386.81	386.96	0.00	0.00	0.00	
3000.00	14.47	271.60	2952.13	11.53	-411.78	411.95	0.00	0.00	0.00	
3100.00	14.47	271.60	3048.96	12.23	-436.76	436.93	0.00	0.00	0.00	
3200.00	14.47	271.60	3145.79	12.93	-461.73	461.91	0.00	0.00	0.00	
3300.00	14.47	271.60	3242.62	13.63	-486.71	486.90	0.00	0.00	0.00	
3400.00	14.47	271.60	3339.45	14.33	-511.68	511.88	0.00	0.00	0.00	
3500.00	14.47	271.60	3436.28	15.03	-536.66	536.87	0.00	0.00	0.00	
3600.00	14.47	271.60	3533.10	15.73	-561.63	561.85	0.00	0.00	0.00	
3700.00	14.47	271.60	3629.93	16.42	-586.60	586.83	0.00	0.00	0.00	
3800.00	14.47	271.60	3726.76	17.12	-611.58	611.82	0.00	0.00	0.00	
3900.00	14.47	271.60	3823.59	17.82	-636.55	636.80	0.00	0.00	0.00	
3930.37	14.47	271.60	3853.00	18.04	-644.14	644.39	0.00	0.00	0.00	TGR3
4000.00	14.47	271.60	3920.42	18.52	-661.53	661.79	0.00	0.00	0.00	
4100.00	14.47	271.60	4017.25	19.22	-686.50	686.77	0.00	0.00	0.00	
4200.00	14.47	271.60	4114.08	19.92	-711.48	711.75	0.00	0.00	0.00	
4300.00	14.47	271.60	4210.90	20.62	-736.45	736.74	0.00	0.00	0.00	
4400.00	14.47	271.60	4307.73	21.32	-761.42	761.72	0.00	0.00	0.00	
4500.00	14.47	271.60	4404.56	22.02	-786.40	786.71	0.00	0.00	0.00	
4600.00	14.47	271.60	4501.39	22.72	-811.37	811.69	0.00	0.00	0.00	
4700.00	14.47	271.60	4598.22	23.42	-836.35	836.68	0.00	0.00	0.00	
4730.76	14.47	271.60	4628.00	23.63	-844.03	844.36	0.00	0.00	0.00	DOUGLAS CREEK
4800.00	14.47	271.60	4695.05	24.12	-861.32	861.66	0.00	0.00	0.00	
4900.00	14.47	271.60	4791.88	24.82	-886.30	886.64	0.00	0.00	0.00	
5000.00	14.47	271.60	4888.71	25.52	-911.27	911.63	0.00	0.00	0.00	
5100.00	14.47	271.60	4985.53	26.21	-936.24	936.61	0.00	0.00	0.00	
5200.00	14.47	271.60	5082.36	26.91	-961.22	961.60	0.00	0.00	0.00	
5300.00	14.47	271.60	5179.19	27.61	-986.19	986.58	0.00	0.00	0.00	
5400.00	14.47	271.60	5276.02	28.31	-1011.17	1011.56	0.00	0.00	0.00	
5417.54	14.47	271.60	5293.00	28.44	-1015.55	1015.94	0.00	0.00	0.00	BLACK SHALE MKR
5500.00	14.47	271.60	5372.85	29.01	-1036.14	1036.55	0.00	0.00	0.00	
5600.00	14.47	271.60	5469.68	29.71	-1061.12	1061.53	0.00	0.00	0.00	
5671.26	14.47	271.60	5538.68	30.21	-1078.91	1079.34	0.00	0.00	0.00	DROP
5700.00	14.04	271.60	5566.53	30.41	-1085.99	1086.41	-1.50	0.00	1.50	
5701.51	14.01	271.60	5568.00	30.42	-1086.35	1086.78	-1.50	0.00	1.50	CASTLE PEAK
5800.00	12.54	271.60	5663.85	31.05	-1108.96	1109.39	-1.50	0.00	1.50	
5900.00	11.04	271.60	5761.74	31.62	-1129.38	1129.82	-1.50	0.00	1.50	
6000.00	9.54	271.60	5860.13	32.12	-1147.23	1147.68	-1.50	0.00	1.50	
6100.00	8.04	271.60	5958.96	32.55	-1162.50	1162.95	-1.50	0.00	1.50	
6200.00	6.54	271.60	6058.14	32.90	-1175.18	1175.64	-1.50	0.00	1.50	
6275.26	5.41	271.60	6133.00	33.12	-1183.00	1183.47	-1.50	0.00	1.50	WASATCH
6300.00	5.04	271.60	6157.63	33.19	-1185.25	1185.72	-1.50	0.00	1.50	
6400.00	3.54	271.60	6257.35	33.40	-1192.73	1193.19	-1.50	0.00	1.50	
6500.00	2.04	271.60	6357.23	33.53	-1197.59	1198.06	-1.50	0.00	1.50	
6600.00	0.54	271.60	6457.20	33.60	-1199.83	1200.30	-1.50	0.00	1.50	

Weatherford Drilling Services

PROPOSAL PLAN REPORT



Weatherford

Company: BILL BARRETT CORP	Date: 2/22/2007	Time: 14:37:53	Page: 3
Field: DUCHESNE COUNTY, UTAH	Co-ordinate(NE) Reference:	Site: #7-28-46 DLB, True North	
Site: #7-28-46 DLB	Vertical (TVD) Reference:	SITE: 7291.7	
Well: #7-28-46 DLB	Section (VS) Reference:	Well (0.00N,0.00E,271.60Azi)	
Wellpath: 1	Survey Calculation Method:	Minimum Curvature	Db: Sybase

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	Build deg/100ft	Turn deg/100ft	DLS deg/100ft	Comment
6635.80	0.00	271.60	6493.00	33.60	-1200.00	1200.47	-1.50	0.00	1.50	TOP TARGET/HOLD
6700.00	0.00	271.60	6557.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
6800.00	0.00	271.60	6657.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
6900.00	0.00	271.60	6757.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
7000.00	0.00	271.60	6857.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
7100.00	0.00	271.60	6957.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
7200.00	0.00	271.60	7057.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
7300.00	0.00	271.60	7157.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
7400.00	0.00	271.60	7257.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
7500.00	0.00	271.60	7357.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
7600.00	0.00	271.60	7457.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
7700.00	0.00	271.60	7557.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
7800.00	0.00	271.60	7657.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
7900.00	0.00	271.60	7757.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
8000.00	0.00	271.60	7857.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
8100.00	0.00	271.60	7957.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
8200.00	0.00	271.60	8057.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
8220.80	0.00	271.60	8078.00	33.60	-1200.00	1200.47	0.00	0.00	0.00	NORTH HORN
8300.00	0.00	271.60	8157.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
8400.00	0.00	271.60	8257.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
8500.00	0.00	271.60	8357.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
8600.00	0.00	271.60	8457.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
8700.00	0.00	271.60	8557.20	33.60	-1200.00	1200.47	0.00	0.00	0.00	
8720.80	0.00	271.60	8578.00	33.60	-1200.00	1200.47	0.00	0.00	0.00	PBHL 7-28-46 DLB

Annotation

MD ft	TVD ft	
940.00	940.00	KOP
1766.75	1757.99	HOLD
5671.26	5538.68	DROP
6635.80	6493.00	TOP TARGET/HOLD
8720.80	8578.00	PBHL 7-28-46 DLB

Formations

MD ft	TVD ft	Formations	Lithology	Dip Angle deg	Dip Direction deg
3930.37	3853.00	TGR3		0.00	0.00
4730.76	4628.00	DOUGLAS CREEK		0.00	0.00
5417.54	5293.00	BLACK SHALE MKR		0.00	0.00
5701.51	5568.00	CASTLE PEAK		0.00	0.00
6275.26	6133.00	WASATCH		0.00	0.00
8220.80	8078.00	NORTH HORN		0.00	0.00

Casing Points

MD ft	TVD ft	Diameter in	Hole Size in	Name
872.00	872.00	0.000	0.000	CASING PT

Weatherford Drilling Services

PROPOSAL PLAN REPORT



Company: BILL BARRETT CORP Field: DUCHESNE COUNTY, UTAH Site: #7-28-46 DLB Well: #7-28-46 DLB Wellpath: 1	Date: 2/22/2007 Co-ordinate(NE) Reference: Vertical (TVD) Reference: Section (VS) Reference: Survey Calculation Method:	Time: 14:37:53 Site: #7-28-46 DLB, True North SITE: 7291.7 Well (0.00N,0.00E,271.60Azi) Minimum Curvature Db: Sybase
--	--	---

Targets

Name	Description		TVD ft	+N/-S ft	+E/-W ft	Map Northing ft	Map Easting ft	← Latitude →			← Longitude →				
	Dip.	Dir.						Deg	Min	Sec	Deg	Min	Sec		
PBHL 7-28-46 DLB -Circle (Radius: 200) -Plan hit target			8578.00	33.60	-1200.00	7208671.65	1902030.86	40	6	21.152	N	110	33	52.825	W

BILL BARRETT CORPORATION

#7-28-46 DLB

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 28, T4S, R6W, U.S.B.&M.



PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: SOUTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHWESTERLY



Since 1964

UELS Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

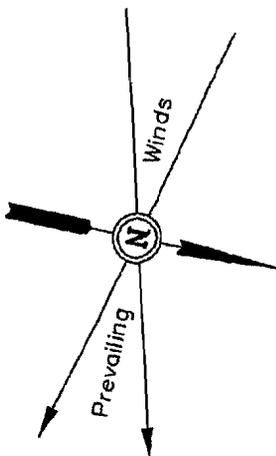
TOPOGRAPHIC	10	27	06	PHOTO
MAP	MONTH	DAY	YEAR	
TAKEN BY: D.R.	DRAWN BY: C.P.	REV: 11-28-06	J.L.G.	

BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

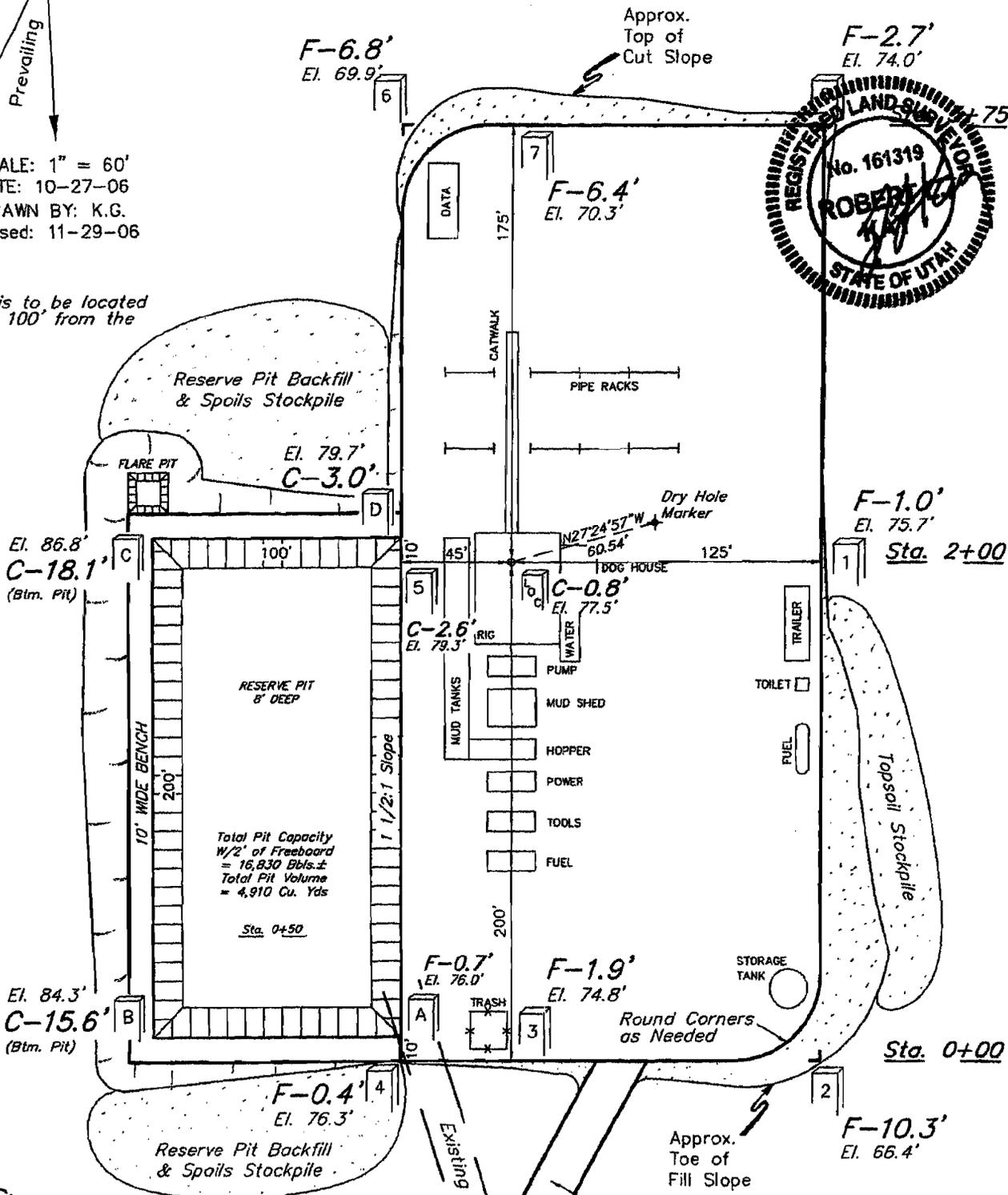
#7-28-46 DLB
SECTION 28, T4S, R6W, 6th P.M.
2028' FNL 543' FEL

FIGURE #1



SCALE: 1" = 60'
 DATE: 10-27-06
 DRAWN BY: K.G.
 Revised: 11-29-06

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



NOTES:

Elev. Ungraded Ground At Loc. Stake = 7277.5'
 FINISHED GRADE ELEV. AT LOC. STAKE = 7276.7'

BILL BARRETT CORPORATION

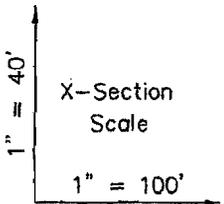
TYPICAL CROSS SECTIONS FOR

#7-28-46 DLB

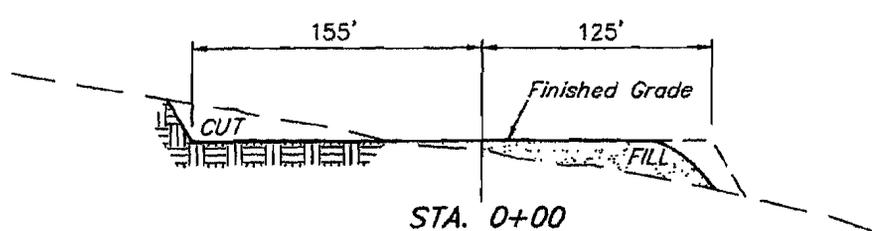
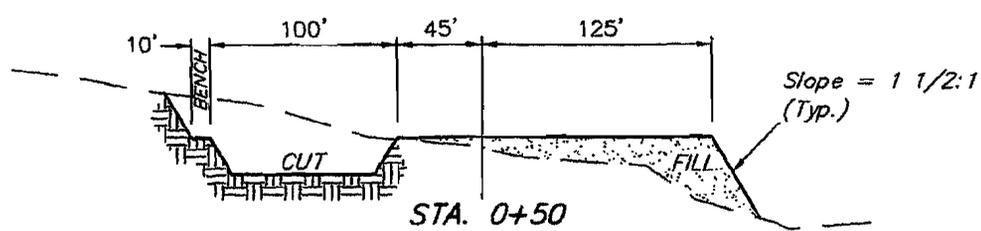
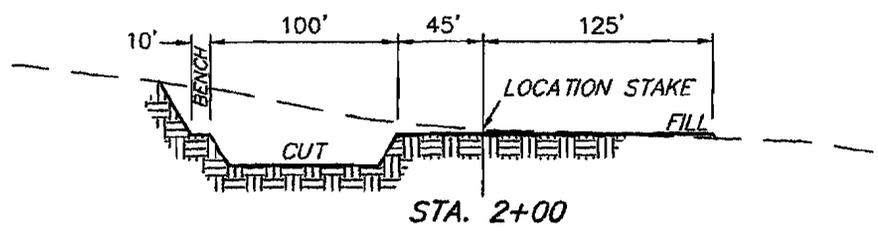
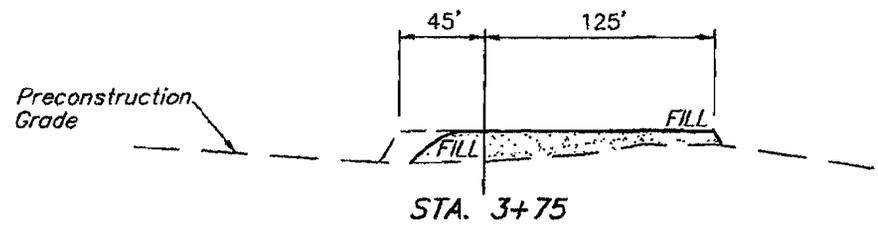
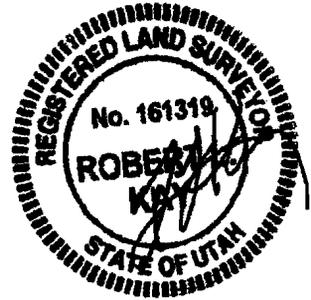
SECTION 28, T4S, R6W, 6th P.M.

2028' FNL 543' FEL

FIGURE #2



DATE: 10-27-06
DRAWN BY: K.G.
Revised: 11-29-06



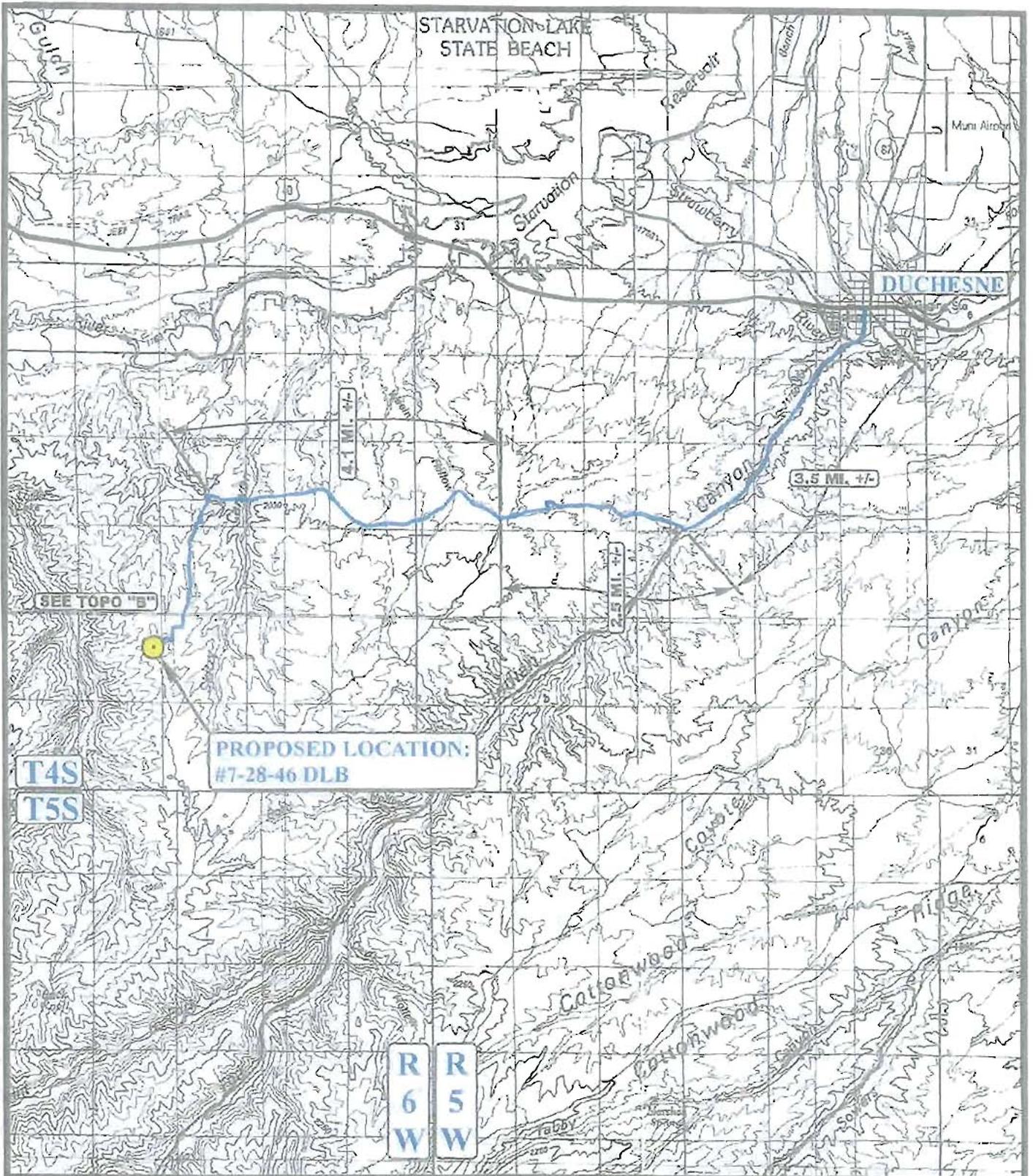
NOTE:
Topsoil should not be Stripped Below Finished Grade on Substructure Area.

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT	
(12") Topsoil Stripping	= 3,900 Cu. Yds.
Remaining Location	= 10,210 Cu. Yds.
TOTAL CUT	= 14,110 CU.YDS.
FILL	= 7,750 CU.YDS.

EXCESS MATERIAL	= 6,360 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 6,360 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 0 Cu. Yds.



LEGEND:

 PROPOSED LOCATION

BILL BARRETT CORPORATION

#7-28-46 DLB
SECTION 28, T4S, R6W, U.S.B.&M.
2028' FNL 543' FYL



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



TOPOGRAPHIC
MAP

10 27 06
MONTH DAY YEAR

SCALE: 1:100,000

DRAWN BY: C.P.

REV: 11-28-06 J.L.G.



T4S

DUCHESNE 10.1 MI. +/-

EXISTING ROAD NEEDS UPGRADED 2.1 MI. +/-

PROPOSED LOCATION:
#7-28-46 DLB

PROPOSED ACCESS 120' +/-

R
6
W

LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD
-  EXISTING ROAD NEEDS UPGRADED

BILL BARRETT CORPORATION

#7-28-46 DLB
SECTION 28, T4S, R6W, U.S.B.&M.
2028' FNL 543' FWTL



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



TOPOGRAPHIC
MAP

10 27 06
MONTH DAY YEAR

SCALE: 1" = 2000'

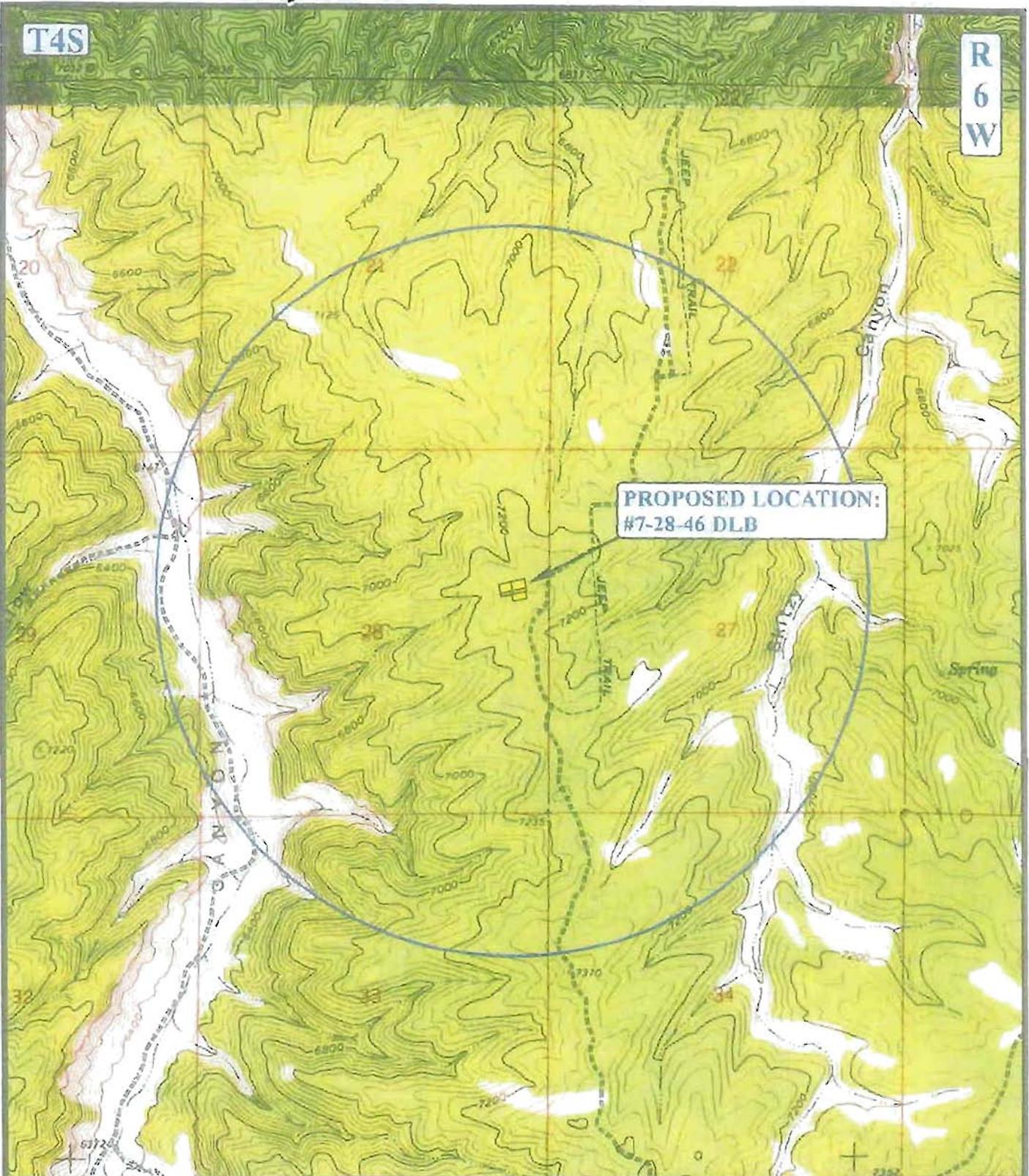
DRAWN BY: C.P.

REV: 11-28-06 J.L.G.

B
TOPO

T4S

R6W



PROPOSED LOCATION:
#7-28-46 DLB

LEGEND:

- ⊗ DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- ⊗ WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED



BILL BARRETT CORPORATION

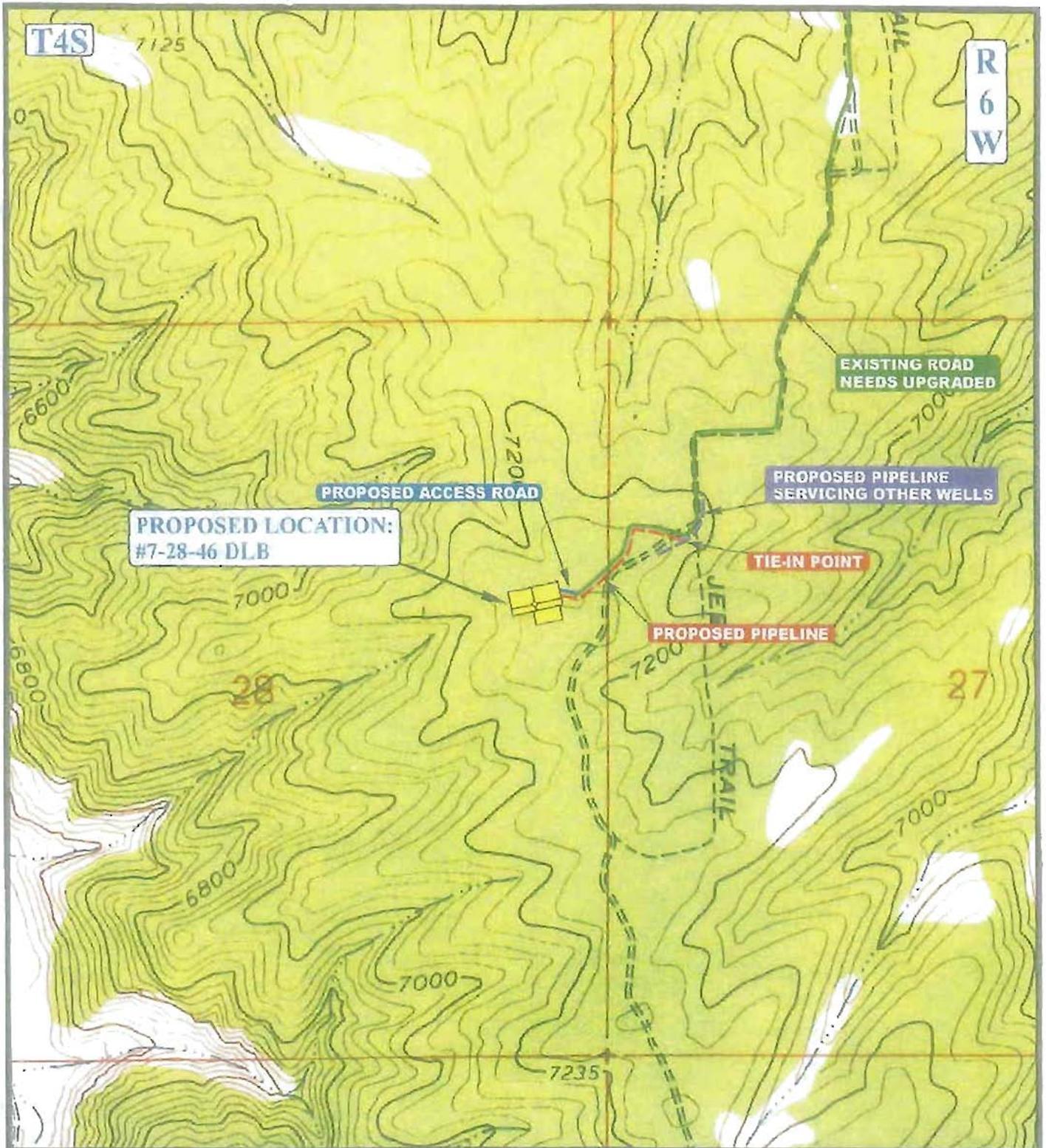
#7-28-46 DLB
SECTION 28, T4S, R6W, U.S.B.&M.
2028' FNL 543' FWL



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

TOPOGRAPHIC MAP 10 27 06
MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: C.P. REV: 11-28-06 J.L.G.





APPROXIMATE TOTAL PIPELINE DISTANCE = 1,108' +/-

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING ROAD NEEDS UPGRADED
-  PROPOSED PIPELINE
-  PROPOSED PIPELINE (SERVICING OTHER WELLS)

BILL BARRETT CORPORATION

#7-28-46 DLB
SECTION 28, T4S, R6W, U.S.B.&M.
2028' FNL 543' FFL

U&L S
Uintah Engineering & Land Surveying
 86 South 200 East Vernal, Utah 84678
 (435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC 10 27 06
MAP MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: C.P. REV: 11-28-06 J.L.G.

D
TOPO

**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 03/02/2007

API NO. ASSIGNED: 43-013-33569

WELL NAME: 7-28-46 DLB
 OPERATOR: BILL BARRETT CORP (N2165)
 CONTACT: REED HADDOCK

PHONE NUMBER: 303-312-8168

PROPOSED LOCATION:

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

NONE

SENE 28 040S 060W
 SURFACE: 2028 FNL 0543 FEL
 BOTTOM: 1980 FNL 1743 FEL
 COUNTY: DUCHESNE
 LATITUDE: 40.10579 LONGITUDE: -110.5598
 UTM SURF EASTINGS: 537517 NORTHINGS: 4439382
 FIELD NAME: ALTAMONT (55)

LEASE TYPE: 2 - Indian
 LEASE NUMBER: 14-20-H62-5500
 SURFACE OWNER: 2 - Indian

PROPOSED FORMATION: NHORN
 COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[] Ind[2] Sta[] Fee[]
 (No. WYB000040)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
 (No. MUNICIPAL)
- 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- Sec 46 Approved
2- Spacing Strip

T4S R6W

SKITZY CYN
UTE 4-22-1A

SKITZY CYN
UTE 1-22-2A

ALTAMONT FIELD

20
SKITZY CYN
UTE 1-20-3A

21
BHL
7-21-46 DLB
7-21-46 DLB
SKITZY CYN
UTE 31 1-21-3A
LC TRIBAL
16-21-46

22
SKITZY CYN
UTE 1-22-2C

19
BHL
7-29-46 DLB
SKITZY CYN
UTE 3-29-2C
5-28-46 DLB
7-29-46 DLB
BHL
5-28-46 DLB

28
LC TRIBAL 8-28-46
7-28-46 DLB
SKITZY CYN
UTE 1-28-2C
BHL
7-28-46 DLB

27
5-27-46 DLB
BHL
5-27-46 DLB
SKITZY CYN
UTE 1-17-4B

LC TRIBAL
1-34

LC TRIBAL 1-33
5-34-46 DLB

26

25

24

T5S R6W

OPERATOR: BILL BARRETT CORP (N2165)

SEC: 21,27,28,29 T.4S R.6W

FIELD: ALTAMONT (35)

COUNTY: DUCHESNE

SPACING: R649-3-11 / DIRECTIONAL DRILLING

Field Status

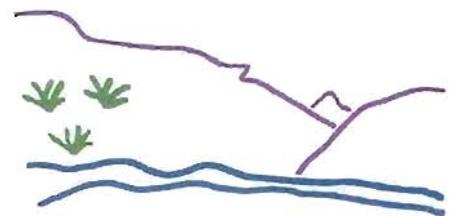
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

Unit Status

- EXPLORATORY
- GAS STORAGE
- MF PP OIL
- MF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Wells Status

- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL
- DRILLING



Utah Oil Gas and Mining



PREPARED BY: DIANA MASON
DATE: 8-MARCH-2007



March 12, 2007

Ms. Diana Mason – Petroleum Technician
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
Lake Canyon Area #7-28-46 DLB Well
Surface: 2028' FNL & 543' FEL - SENE, 28-T4S-R6W
Bottom Hole: 1980' FNL & 1743' FEL - SWNE, 28-T4S-R6W
Duchesne County, Utah

Dear Ms. Whitney:

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 R649-11, pertaining to Directional Drilling and the Location and Siting of Wells.

- The above-mentioned proposed location is within our Lake Canyon Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area and also minimize surface disturbance.
- BBC hereby certifies it owns a working interest along with Berry Petroleum Company, and together we own 100% of the working interest within 460 feet of the entire directional well bore.
- Our ownership rights under our Exploration and Development Agreement with the Ute Indian Tribe and UDC provides for the drilling of exploratory wells. Said agreement provides that we consult with these owners regarding the drilling of this well.

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 me at 303-312-8129.

Sincerely,

A handwritten signature in black ink, appearing to read 'Doug Gundry-White'.

Doug Gundry-White
Senior Landman

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

RECEIVED
MAR 14 2007
DIV. OF OIL, GAS & MINING

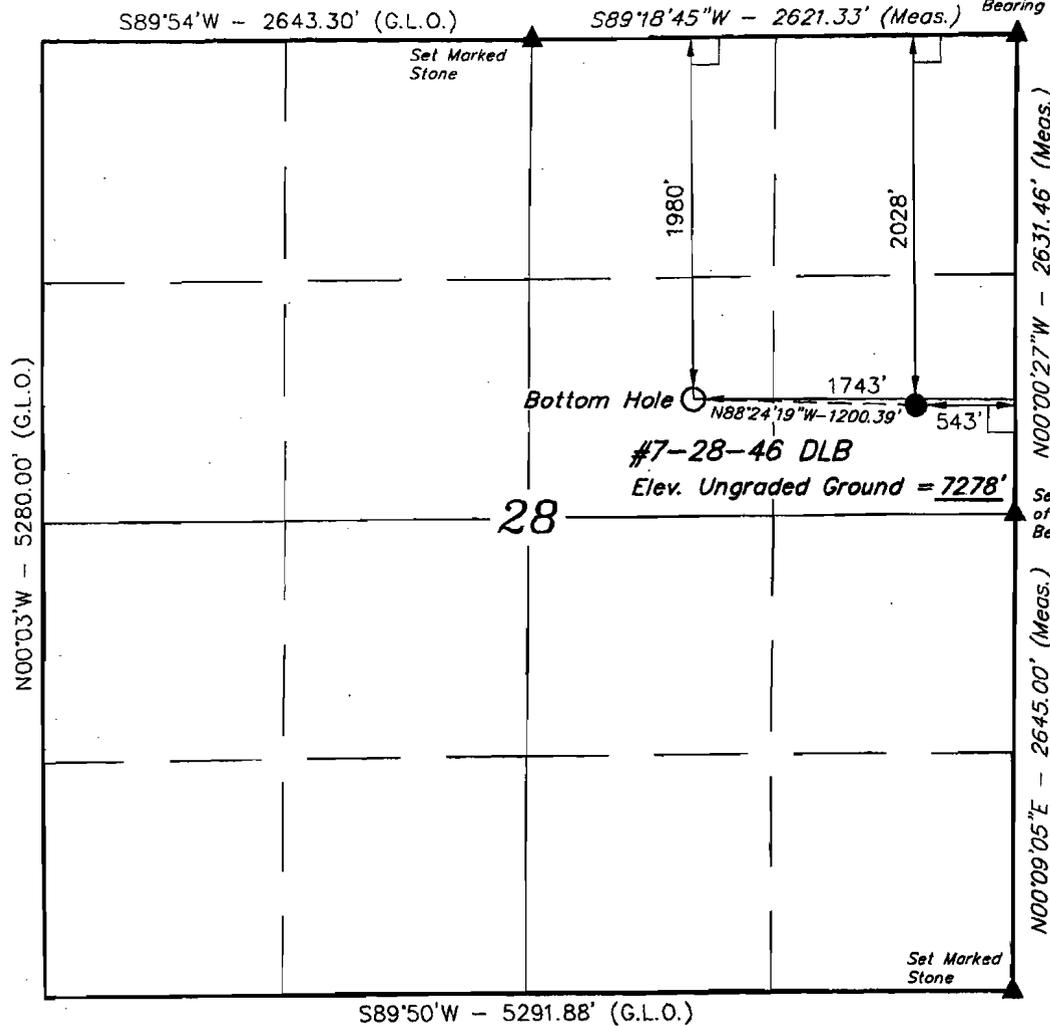
T4S, R6W, U.S.B.&M.

BILL BARRETT CORPORATION

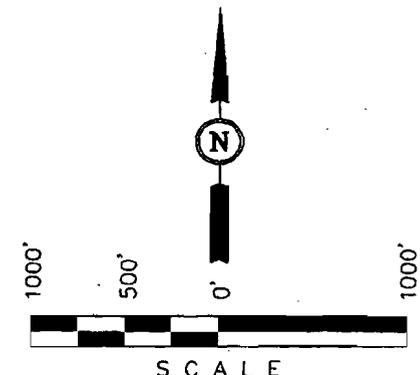
Well location, #7-28-46 DLB, located as shown in the SE 1/4 NE 1/4 of Section 28, T4S, R6W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.



Set Stone, Pile of Stones, Bearing Trees



CERTIFICATE

THIS IS TO CERTIFY THAT THE SURVEY WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEY OR UNDER MY SUPERVISION AND THAT THE SAME IS CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



Revised: 2-16-07
 Revised: 01-05-07
 Revised: 11-29-06

BASIS OF BEARINGS

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

(NAD 83)
 LATITUDE = 40°06'20.82" (40.105783)
 LONGITUDE = 110°33'37.38" (110.560383)
 (NAD 27)
 LATITUDE = 40°06'20.97" (40.105825)
 LONGITUDE = 110°33'34.82" (110.559672)

LEGEND:

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

UINTAH ENGINEERING & SURVEYING 85 SOUTH 200 EAST - VERNAL, UTAH 84078 (435) 789-1017		
SCALE 1" = 1000'	DATE SURVEYED: 10-26-06	DATE DRAWN: 10-27-06
PARTY D.R. N.M. K.G.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE BILL BARRETT CORPORATION	



State of Utah

**Department of
Natural Resources**

MICHAEL R. STYLER
Executive Director

**Division of
Oil, Gas & Mining**

JOHN R. BAZA
Division Director

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

March 14, 2007

Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202

Re: 7-28-46 DLB Well, Surface Location 2028' FNL, 543' FEL, SE NE, Sec. 28,
T. 4 South, R. 6 West, Bottom Location 1980' FNL, 1743' FEL, SW NE,
Sec. 28, T. 4 South, R. 6 West, Duchesne 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 43-013-33569.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

cc: Duchesne County Assessor
Bureau of Land Management, Vernal District Office

Operator: Bill Barrett Corporation

Well Name & Number 7-28-46 DLB

API Number: 43-013-33569

Lease: 14-20-H62-5500

Surface Location: SE NE Sec. 28 T. 4 South R. 6 West

Bottom Location: SW NE Sec. 28 T. 4 South R. 6 West

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

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.

RECEIVED
VERNAL FIELD OFFICE

UNITED STATES DEPT. OF THE INTERIOR
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
APPLICATION FOR PERMIT TO DRILL OR REENTER

FORM APPROVED
OMB No. 1004-0137
Expires March 31, 2007

5. Lease Serial No. BIA 14-20-H62-5500	
6. If Indian, Allottee or Tribe Name UTE INDIAN TRIBE	
7. If Unit or CA Agreement, Name and No. N/A	
8. Lease Name and Well No. # 7-28-46 DLB	
9. API Well No. 43.013.33569	
1a. Type of work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER	10. Field and Pool, or Exploratory Wildcat
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	11. Sec., T. R. M. or Blk. and Survey or Area Section 28-T4S-R6W U.S.B.&M.
2. Name of Operator BILL BARRETT CORPORATION	12. County or Parish Duchesne
3a. Address 1099 18th Street, Suite 2300 Denver CO 80202	13. State UT
3b. Phone No. (include area code) (303) 312-8168	14. Distance in miles and direction from nearest town or post office* Approximately 12.2 miles southwest of Duchesne, Utah
4. Location of Well (Report location clearly and in accordance with any State requirements.) At surface SENE, 2028' FNL, 543' FEL At proposed prod. zone SWNE, 1980' FNL, 1743' FEL	15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 543' SHL; 1743' BHL
16. No. of acres in lease N/A	17. Spacing Unit dedicated to this well 40
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. None w/in 1 mile	19. Proposed Depth 8721'
20. BLM/BIA Bond No. on file Nationwide Bond #WYB000040	21. Elevations (Show whether DF, KDB, RT, GL, etc.) 7278' ungraded ground
22. Approximate date work will start* 06/01/2007	23. Estimated duration 45 days

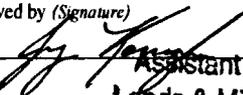
24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall 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 shall 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 authorized officer.

25. Signature: 	Name (Printed/Typed) Reed Haddock	Date 02/26/2007
--	---	---------------------------

Title
Permit Analyst

Approved by (Signature): 	Name (Printed/Typed) TERRY KENAKA	Date 6-5-2007
--	---	-------------------------

Title
**Assistant Field Manager
Lands & Mineral Resources**

Office
VERNAL FIELD OFFICE

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.

*(Instructions on page 2)

NOTICE OF APPROVAL

ACCEPTED BY THE
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

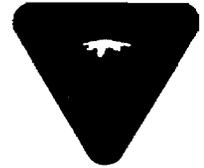
CONDITIONS OF APPROVAL ATTACHED

RECEIVED
JUN 08 2007

DIV. OF OIL, GAS & MINING



UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE
170 South 500 East VERNAL, UT 84078 (435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: Bill Barrett Corp.
Well No: 7-28-46 DLB
API No: 43-013-33569

Location: SENE, Sec. 28, T4S, R6W
Lease No: 14-20-H62-5500
Agreement: N/A

Title	Name	Office Phone Number	Cell Phone Number
Petroleum Engineer:	Matt Baker	435-781-4490	435-828-4470
Petroleum Engineer:	Michael Lee	435-781-4432	435-828-7875
Petroleum Engineer:	James Ashley	435-781-4470	435-828-7874
Petroleum Engineer:	Ryan Angus	435-781-4430	435-828-7368
Supervisory Petroleum Technician:	Jamie Sparger	435-781-4502	435-828-3913
NRS/Enviro Scientist:	Paul Buhler	435-781-4475	435-828-4029
NRS/Enviro Scientist:	Karl Wright	435-781-4484	
NRS/Enviro Scientist:	Holly Villa	435-781-4404	
NRS/Enviro Scientist:	Chuck MacDonald	435-781-4441	
NRS/Enviro Scientist:	Jannice Cutler	435-781-3400	
NRS/Enviro Scientist:	Michael Cutler	435-781-3401	
NRS/Enviro Scientist:	Anna Figueroa	435-781-3407	
NRS/Enviro Scientist:	Verlyn Pindell	435-781-3402	
NRS/Enviro Scientist:	Darren Williams	435-781-4447	
NRS/Enviro Scientist:	Nathan Packer	435-781-3405	

Fax: 435-781-4410

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

- | | |
|--|--|
| Location Construction
(Notify NRS/Enviro Scientist) | - Forty-Eight (48) hours prior to construction of location and access roads. |
| Location Completion
(Notify NRS/Enviro Scientist) | - Prior to moving on the drilling rig. |
| Spud Notice
(Notify Petroleum Engineer) | - Twenty-Four (24) hours prior to spudding the well. |
| Casing String & Cementing
(Notify Supervisory Petroleum Technician) | - Twenty-Four (24) hours prior to running casing and cementing all casing strings. |
| BOP & Related Equipment Tests
(Notify Supervisory Petroleum Technician) | - Twenty-Four (24) hours prior to initiating pressure tests. |
| First Production Notice
(Notify Petroleum Engineer) | - Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days. |

SURFACE USE PROGRAM CONDITIONS OF APPROVAL (COAs)

General Surface COAs

- If there is an active Gilsonite mining operation within 2 miles of the well location, operator shall notify the Gilsonite operator at least 48 hours prior to any blasting during construction.
- If paleontological materials are uncovered during construction, the operator is to immediately stop work and contact the Authorized Officer AO. A report will be prepared by a BLM permitted paleontologist and submitted to the AO at the completion of surface disturbing activities.

Specific Surface COAs

- A 387.95' by 30' foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
- A qualified Archaeologist accompanied by a Tribal Technician will monitor trenching construction of pipeline.
- The Ute Tribe Energy & Minerals Department is to be notified, in writing 48 hours prior to construction of pipeline.
- Construction Notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The Company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The Company shall inform contractors to maintain construction of pipelines within the approved ROWs.
- The Company shall assure the Ute Tribe that "ALL CONTRACTORS, INCLUDING SUB-CONTRACTORS, LEASING CONTRACTORS, AND ETC." have acquired a current and valid Ute Tribal Business License and have "Access Permits" prior to construction, and will have these permits in all vehicles at all times.
- You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APDs and ROW applications the Companies will notify the Ute Tribe and BIA in writing and will receive written authorization of any such change with appropriate authorization.
- The Company will implement "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
- All Company employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APDs and/or ROW permits/authorizations on their person(s) during all phases of construction.

- All vehicular traffic, personnel movement, construction/restoration operations shall be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- All personnel shall refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.
- The personnel from the Ute Tribe Energy & Minerals Department shall be notified shall cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- All mitigative stipulations contained in the Bureau of Indian Affairs Site Specific Environmental Assessment (EA) will be strictly adhered.
- Upon completion of Application for Corridor Right-Way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.
- Mark Tribal boundaries along access road.
- Install culverts as needed along access road.
- Paint tanks Olive Black.

DOWNHOLE CONDITIONS OF APPROVAL

SITE SPECIFIC DOWNHOLE CONDITIONS OF APPROVAL

- Use 1" tubing to cement top 100 feet of surface casing with class G neat cement (1.18 cubic feet per sack).
- The top of the production casing cement shall extend a minimum of 200 feet above the 9 5/8 inch surface casing shoe.
- All casing strings below the conductor shall be pressure tested to 0.22 psi/ft or 1500 psi, whichever is greater, but not to exceed 70% of the internal yield strength of the casing.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- Blowout prevention equipment BOPE shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources such as Gilsonite, tar sands, oil shale, trona, etc. to the Vernal Field Office, in writing, within 5

working days of each encounter. Each report shall include the well name/number, well location, date and depth from KB or GL of encounter, vertical footage of the encounter and, the name of the person making the report along with a telephone number should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- Chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log CBL will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" Oil and Gas Operations Report OGOR starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 303 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location $\frac{1}{4}$ Sec., Twn, Rng, and P.M..
 - Date well was placed in a producing status date of first production for which royalty will be paid.
 - The nature of the well's production, i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons.
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees NTL 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events fires, accidents, blowouts, spills, discharges as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" BLM Form 3160-4 shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys,

sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples cuttings, fluid, and/or gas shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" Form BLM 3160-5 must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: Bill Barrett Corp

Well Name: 7-28-46 DLB

API No: 43-013-33569 Lease Type: Indian

Section 28 Township 04S Range 06W County Duchesne

Drilling Contractor Craig's Roustabout Service Rig # 3

SPUDDED:

Date 11-5-07

Time 9:00 AM

How Dry

Drilling will Commence: _____

Reported by Ron Garner

Telephone # 866-596-7440

Date 11-5-07 Signed RM

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
 Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8546

Well 1

API Number	Well Name	QQ	Sec	Twp	Rng	County
4301333569	# 7-28-46 DLB	SENE	28	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
A	99999	16460	11/7/2007		11/20/07	
Comments: Spudding Operations will be conducted by Craig Roustabout Service, Inc. on 11/7/2007 @ 10:00am. <i>NHORN BHL = SWNE</i>						

Well 2

API Number	Well Name	QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
Comments:						

Well 3

API Number	Well Name	QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
Comments: <div style="text-align: center; font-weight: bold; font-size: 1.2em;">RECEIVED</div> <div style="text-align: center; font-weight: bold; font-size: 1.2em;">NOV 08 2007</div> <div style="text-align: right; font-size: 1.5em; font-family: cursive;">faxed 11/5/07</div>						

ACTION CODES:

- A** - Establish new entity for new well (single well only)
- B** - Add new well to existing entity (group or unit well)
- C** - Re-assign well from one existing entity to another existing entity
- D** - Re-assign well from one existing entity to a new entity
- E** - Other (Explain in 'comments' section)

DIV. OF OIL, GAS & MINING

Reed Haddock

Name (Please Print)

Reed Haddock

Signature

Permit Analyst

11/5/2007

Title

Date

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
BIA 14-20-H62-5500

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

SUBMIT IN TRIPLICATE – Other instructions on page 2.

7. If Unit of CA/Agreement, Name and/or No.
N/A

1. Type of Well

Oil Well Gas Well Other

8. Well Name and No.
7-28-46 DLB

2. Name of Operator
Bill Barrett Corporation

9. API Well No.
43-013-33569

3a. Address
1099 18th Street, Suite 2300, Denver, CO 80202

3b. Phone No. (include area code)
(303) 312-8546

10. Field and Pool or Exploratory Area
Altamont

4. Location of Well (Footage, Sec., T.,R.,M., or Survey Description)
2028' FNL x 543' FEL
SE/4, NE/4, Section 28, T4S, R6W

11. Country or Parish, State
Duchesne County, Utah

12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>Weekly Drilling</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	Report
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplate horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

Weekly drilling report from 11/19/07 - 11/26/2007.

RECEIVED

NOV 28 2007

DIV. OF OIL, GAS & MINING

14. I hereby certify that the foregoing is true and correct.

Name (Printed/Typed)
Reed Haddock

Title Permit Analyst

Signature

Reed Haddock

Date 11/26/2007

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Title

Date

Conditions of approval, if any, are attached. Approval of this notice 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.

Office

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.

(Instructions on page 2)

REGULATORY DRILLING SUMMARY

Wellcore

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/26/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 18

Depth At 06:00 : 8700

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007 Days From Spud : 14

Morning Operations : POOH F/ LOGS

Time To	Description	Remarks :
7:00 AM	DRLG. F/ 8575 TO 8590	DSLTA 87
8:00 AM	CLEAN LCM F/ PUMP	SAFETY MEETINGS:TRIPPING PIPE
11:30 AM	DRLG. 8590 - 8700	294 JTS MIXED DP.
1:00 PM	CIRC. COND HOLE	(2)8"DC
7:00 PM	POOH LD DIR. TOOLS	(13) 6 1/4" DC
8:30 PM	WORK ON RIG (SCR)	(30)4 1/2" SWDP-Rental Knight Oil Tools
9:30 PM	TRIP IN BHA	Mudmotors:
11:00 PM	C.D.L.	HUNTING 8" AKO SN 8019 Dirty
4:00 AM	TRIP IN HOLE BREAK CIRC @ 5000'	SN 8052 CLEAN-
5:30 AM	CIRC ON BOTTOM	FUEL: 2877 GAL
6:00 AM	POOH F/ LOGS	USED:1233 GAL
		TOTAL FUEL USED:12768 GAL
		Boiler24 HRS
		Daily water hauled:800 BBL
		Total water hauled: 8540 bbl
		KCL water hauled:700bbbls total
		BOP Drills:Crew1:90sec Crew2:90 sec
		Accum:2850 psi
		Man: 1500 psi
		Ann:840 psi

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/25/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 17

Depth At 06:00 : 8575

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007 Days From Spud : 13

Morning Operations : DRLG.

Time To	Description	Remarks :
6:30 AM	RIG SERVICE	DSLTA 86
1:00 PM	DRLG. F/ 7675-7959	SAFETY MEETINGS:GOOD HOUSE KEEPING
3:00 PM	LOST CIRC. MIX LCM & PUMP	294 JTS MIXED DP.
3:00 PM	DRLG. F/ 7959 TO 8575	(2)8"DC
		(13) 6 1/4" DC
		(30)4 1/2" SWDP-Rental Knight Oil Tools
		Mudmotors:
		HUNTING 8" AKO SN 8019 Dirty
		SN 8052 CLEAN-
		FUEL: 4110 GAL
		USED:1507 GAL
		TOTAL FUEL USED:11535 GAL
		Boiler24 HRS
		Daily water hauled:800 BBL
		Total water hauled: 8540 bbl
		KCL water hauled:700bbbls total
		BOP Drills:Crew1:90sec Crew2:90 sec
		Accum:2850 psi
		Man: 1500 psi
		Ann:840 psi

REGULATORY DRILLING SUMMARY

Wellcore

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/24/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 16

Depth At 06:00 : 7675

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007 Days From Spud : 12

Morning Operations : DRLG.

Time To	Description
2:30 PM	DRLG. F/ 6500 - 6986
4:00 PM	MIX LCM PUMP SAME LOST APP 350 BBL.
6:00 AM	DRLG. F/ 6986 -7675

Remarks :

DSLTA 85
SAFETY MEETINGS:GOOD HOUSE KEEPING
294 JTS MIXED DP.
(2)8"DC
(13) 6 1/4" DC
(30)4 1/2" SWDP-Rental Knight Oil Tools
Mudmotors:
HUNTING 8" AKO SN 8019 Dirty
SN 8052 CLEAN-
FUEL: 7124 GAL
USED:1233 GAL
TOTAL FUEL USED:8535 GAL
Boiler24 HRS
Daily water hauled:160 BBL
Total water hauled: 8540 bbl
KCL water hauled:700bbls total
BOP Drills:Crew1:90sec Crew2:90 sec
Accum:2850 psi
Man: 1500 psi
Ann:840 psi

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/23/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 15

Depth At 06:00 : 6500

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007 Days From Spud : 11

Morning Operations : DRLG

Time To	Description
6:30 AM	BREAK CIRC
8:00 AM	TIH
9:30 AM	BREAK CIRC WASH F/ 5860 TO 5911
1:00 AM	DRLG 5911 TO 6435
4:00 AM	LOSS CIRC MIX & PUMP LCM (APP 800 BBLs)
6:00 AM	DRLG F/ 6435 TO 6500

Remarks :

DSLTA 84
SAFETY MEETINGS:TEAM WORK
294 JTS MIXED DP.
(2)8"DC
(13) 6 1/4" DC
(30)4 1/2" SWDP-Rental Knight Oil Tools
Mudmotors:
HUNTING 8" AKO SN 8019 Dirty
SN 8052 CLEAN-
FUEL: 7124 GAL
USED:1233 GAL
TOTAL FUEL USED:8535 GAL
Boiler24 HRS
Daily water hauled:160 BBL
Total water hauled: 8540 bbl
KCL water hauled:700bbls total
BOP Drills:Crew1:90sec Crew2:90 sec
Accum:2850 psi
Man: 1500 psi
Ann:840 psi

REGULATORY DRILLING SUMMARY

Wellcore

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/22/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 14

Depth At 06:00 : 5912

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007 Days From Spud : 10

Morning Operations : Drilling ahead

Time To	Description	Remarks :
1:00 PM	Directional drill 8.75" hole f/ 5659'ft to 5912'ft w/ 13 deg inc @ 276.38 az	DSLTA 83 SAFETY MEETINGS:Tripping pipe;icy conditions 294 JTS MIXED DP. (2)8"DC
2:30 PM	Pump sweep & circulate bottoms upFlow check- No flow.Mix & pump trip pill.Blowdown kelly-set back.	(13) 6 1/4" DC (30)4 1/2" SWDP-Rental Knight Oil Tools
4:00 PM	POOH w/ bit #3-Lost returns @ 3800'ft coming out of hole.Could not keep hole full.	Mudmotors: HUNTING 8" AKO SN 8019 Dirty SN 8052 CLEAN-
5:30 PM	Mix LCM and pump to get circulation back.Pumped 300bbls LCM mud to regain returns	FUEL: 8357 GAL USED:959 GAL
7:00 PM	Build volume in active system to 650bbls	TOTAL FUEL USED:7302 GAL Boiler24 HRS
10:00 PM	Started TOH-pulled one stand and stuck at bit.Work bit and string up past tight spot.	Daily water hauled:160 BBL Total water hauled: 8540 bbl
2:00 AM	POOH to bit.LD/8.75" PDC & Mudmotor;PU/7.875" PDC bit & Mudmotor	KCL water hauled:700bbls total BOP Drills:Crew1:90sec Crew2:90 sec
3:00 AM	Orient directional tools/Change batteries in MWD.	Accum:2850 psi Man: 1500 psi
6:00 AM	TIH	Ann:840 psi

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/21/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 13

Depth At 06:00 : 5659

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007 Days From Spud : 9

Morning Operations : Drilling ahead

Time To	Description	Remarks :
5:30 PM	Directional drill 8.75" hole f/4654'ft to 5123'ft.	DSLTA 82 SAFETY MEETINGS:Whip checks/hi pressure lines 294 JTS MIXED DP. (2)8"DC
6:00 PM	Rig service	(13) 6 1/4" DC (30)4 1/2" SWDP-Rental Knight Oil Tools
6:00 AM	Directional drill 8.75" hole f/ 5123'ft to 5659'ft w/ 14.88 deg inc @ 272.25 az	Mudmotors: HUNTING 8" AKO SN 8019 Dirty SN 8052 CLEAN-
		FUEL: 2329 GAL USED:1233 GAL
		TOTAL FUEL USED:7302 GAL Boiler24 HRS
		Daily water hauled:160 BBL Total water hauled: 8540 bbl
		KCL water hauled:700bbls total BOP Drills:Crew1:90sec Crew2:90 sec
		Accum:2850 psi Man: 1500 psi
		Ann:840 psi

REGULATORY DRILLING SUMMARY

Wellcore

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/20/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 12

Depth At 06:00 : 4654

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007 Days From Spud : 8

Morning Operations : Drilling ahead

Time To	Description	Remarks :
5:30 PM	Directional drill 8.75" hole f/3896'ft to 4275'ft w/ 14.19 deg inc @ 271.25 az	DSLTA 81 SAFETY MEETINGS:Working tight hole: 294 JTS MIXED DP. (2)8"DC (13) 6 1/4" DC
6:00 PM	Rig service.	(30)4 1/2" SWDP-Rental Knight Oil Tools Mudmotors:
6:00 AM	Directional drill 8.75" hole f/ 4275'ft to 4654'ft w/14.63 deg inc @ 263.75 deg az.	HUNTING 8" AKO SN 8019 Dirty SN 8052 CLEAN- FUEL: 3562 GAL USED:1096 GAL TOTAL FUEL USED:6069 GAL Boiler24 HRS Daily water hauled:2080 BBL Total water hauled: 8380 bbl KCL water hauled:600bbls BOP Drills:Crew1:90sec Crew2:90 sec Accum:2850 psi Man: 1500 psi Ann:840 psi

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/19/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 11

Depth At 06:00 : 3896

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007 Days From Spud : 7

Morning Operations : Drilling ahead

Time To	Description	Remarks :
9:30 AM	Directional drill 8.75" hole f/3041'ft to 3230'ft.	DSLTA 80 SAFETY MEETINGS:Working tight hole: 294 JTS MIXED DP. (2)8"DC (13) 6 1/4" DC
11:00 AM	Lost returns while trying to slide, stuck pipe in wall, work pipe free and regain returns w/LCM sweeps.	(30)4 1/2" SWDP-Rental Knight Oil Tools Mudmotors:
10:30 PM	Directional drill 8.75" hole f/ 3230'ft to 3674'ft	HUNTING 8" AKO SN 8019 Dirty SN 8052 CLEAN-
11:30 PM	Lost returns while trying to slide, stuck pipe, pull up LD/2jts-Circulate hole clean.	FUEL: 4658 GAL USED:1096 GAL TOTAL FUEL USED:4973 GAL Boiler24 HRS Daily water hauled:2500 BBL Total water hauled: 6300 bbl BOP Drills:Crew1:90sec Crew2:90 sec Accum:2850 psi Man: 1500 psi Ann:840 psi
6:00 AM	Directional drill 8.75" hole f/ 3674'ft to 3896'ft w/15.06 deg inc @ 273.25 az.	



pason systems usa corp.

16100 Table Mountain Parkway • Ste. 100 • Golden • CO • 80403
Telephone (720) 880-2000 • Fax (720) 880-0016
www.pason.com

43-013-33569
28 45 6w

November 29, 2007

Division of Oil, Gas & Mining
P.O. Box 145801
Salt Lake City, UT 84114

**RE: BILL BARRETT CORP.
LAKE CANYON 7-28-46 DLB
SEC. 28, T4S, R6W
DUCHESNE COUNTY, UT**

To Whom It May Concern:

Enclosed is the final computer colored log for the above referenced well.

We appreciate the opportunity to be of service to you and look forward to working with you in the near future.

If you have any questions regarding the enclosed data, please contact us.

Sincerely,

A handwritten signature in black ink that reads "Bill Nagel". The signature is written in a cursive, slightly slanted style.

Bill Nagel
Geology Manager
Pason Systems USA
BN/gdr

Encl: 1 Computer Colored Logs.

Cc: Tom Sperr, Bill Barrett Corp., Denver CO.

RECEIVED

DEC 03 2007

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
BIA 14-20-H62-5500

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

SUBMIT IN TRIPLICATE – Other instructions on page 2.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
Bill Barrett Corporation

3a. Address
1099 18th Street, Suite 2300, Denver, CO 80202

3b. Phone No. (include area code)
(303) 312-8546

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
2028' FNL x 543' FEL
SE/4, NE/4, Section 28, T4S, R6W

7. If Unit of CA/Agreement, Name and/or No.
N/A

8. Well Name and No.
7-28-46 DLB

9. API Well No.
43-013-33569

10. Field and Pool or Exploratory Area
Altamont

11. Country or Parish, State
Duchesne County, Utah

12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>Weekly Drilling</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	Report
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplate horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

Weekly drilling report from 11/26/07 - 12/3/2007. Final drilling activity report.

14. I hereby certify that the foregoing is true and correct.

Name (Printed/Typed)
Reed Haddock

Title Permit Analyst

Signature *Reed Haddock*

Date 12/03/2007

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Title

Date

Conditions of approval, if any, are attached. Approval of this notice 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.

Office

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.

(Instructions on page 2)

RECEIVED

DEC 06 2007

DIV. OF OIL, GAS & MINING

REGULATORY DRILLING SUMMARY

Wellcore

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/29/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 21

Depth At 06:00 :

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007

Days From Spud : 17

Morning Operations : RIG DOWN

Time To	Description
8:00 AM	CEMENT W/ HALLIBURTON PLUG DOWN 6:50 AM
9:00 AM	WOC
12:00 PM	SET SLIPS & NIPPLE DOWN CUT OFF CASING
6:00 PM	CLEAN PITS RELEASE RIG 1800 HRS 11/28/07
6:00 AM	RIG DOWN

Remarks :

DSLTA 90
SAFETY MEETINGS:
294 JTS MIXED DP.
(2)8"DC
(13) 6 1/4" DC
(30)4 1/2" SWDP-Rental Knight Oil Tools
Mudmotors:
HUNTING 8" AKO SN 8019 Dirty
SN 8052 CLEAN-
FUEL:2877 GAL
USED:822 GAL
TOTAL FUEL USED:15588 GAL
Boiler24 HRS
Daily water hauled:800 BBL
Total water hauled: 8540 bbl
KCL water hauled:700bbls total
BOP Drills:Crew1:90sec Crew2:90 sec
Accum:2850 psi
Man: 1500 psi
Ann:840 psi
CALLED BLM W/ NOTAFACATION OF UP COMMING
CASING JOB @ 7:00 AM 11/26/07

REGULATORY DRILLING SUMMARY

Wellcore

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/28/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 20

Depth At 06:00 :

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007 Days From Spud : 16

Morning Operations : CEMENT PROD. CASING

Time To	Description	Remarks :
9:00 AM	TRIP IN HOLE	DSLTA 89
9:30 AM	BREAK CIRC. WASH 50' TO BOTTOM	SAFETY MEETINGS: LOGGING / FIRST DAY BACK
11:30 AM	CIRC & RIG UP LAY DOWNM CREW	FOCUS ON WORK
7:00 PM	LDDP	294 JTS MIXED DP.
2:30 AM	RUN 5.5 CASING	(2)8"DC
4:30 AM	CIRC CASING & RU HALLIBURTON	(13) 6 1/4" DC
6:00 AM	CEMENT W/ HALLIBURTON	(30)4 1/2" SWDP-Rental Knight Oil Tools
		Mudmotors:
		HUNTING 8" AKO SN 8019 Dirty
		SN 8052 CLEAN-
		FUEL:3699 GAL
		USED:1019 GAL
		TOTAL FUEL USED:14766 GAL
		Boiler24 HRS
		Daily water hauled:800 BBL
		Total water hauled: 8540 bbl
		KCL water hauled:700bbls total
		BOP Drills:Crew1:90sec Crew2:90 sec
		Accum:2850 psi
		Man: 1500 psi
		Ann:840 psi
		CALLED BLM W/ NOTAFACATION OF UP COMMING
		CASING JOB @ 7:00 AM 11/26/07

REGULATORY DRILLING SUMMARY

Wellcore

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/27/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 19

Depth At 06:00 : 8700

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007 Days From Spud : 15

Morning Operations : TRIP IN HOLE

Time To	Description
9:30 AM	POOH TO LOG
4:30 AM	LOG WELL W/ BAKER ATLAS
6:00 AM	TRIP IN HOLE

Remarks :

DSLTA 88
SAFETY MEETINGS: LOGGING / FIRST DAY BACK
FOCUS ON WORK
294 JTS MIXED DP.
(2)8"DC
(13) 6 1/4" DC
(30)4 1/2" SWDP-Rental Knight Oil Tools
Mudmotors:
HUNTING 8" AKO SN 8019 Dirty
SN 8052 CLEAN-
FUEL:1918 GAL
USED:959 GAL
TOTAL FUEL USED:13747 GAL
Boiler24 HRS
Daily water hauled:800 BBL
Total water hauled: 8540 bbl
KCL water hauled:700bbls total
BOP Drills:Crew1:90sec Crew2:90 sec
Accum:2850 psi
Man: 1500 psi
Ann:840 psi
CALLED BLM W/ NOTAFACATION OF UP COMMING
CASING JOB @ 7:00 AM 11/26/07

REGULATORY DRILLING SUMMARY

Wellcore

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/26/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 18

Depth At 06:00 : 8700

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007 Days From Spud : 14

Morning Operations : POOH F/ LOGS

Time To	Description	Remarks :
7:00 AM	DRLG. F/ 8575 TO 8590	DSLTA 87 SAFETY MEETINGS:TRIPPING PIPE 294 JTS MIXED DP.
8:00 AM	CLEAN LCM F/ PUMP	(2)8"DC
11:30 AM	DRLG. 8590 - 8700	(13) 6 1/4" DC
1:00 PM	CIRC. COND HOLE	(30)4 1/2" SWDP-Rental Knight Oil Tools
7:00 PM	POOH LD DIR. TOOLS	Mudmotors: HUNTING 8" AKO SN 8019 Dirty SN 8052 CLEAN-
8:30 PM	WORK ON RIG (SCR)	FUEL: 2877 GAL USED:1233 GAL
9:30 PM	TRIP IN BHA	TOTAL FUEL USED:12768 GAL Boiler24 HRS
11:00 PM	C.D.L.	Daily water hauled:800 BBL
4:00 AM	TRIP IN HOLE BREAK CIRC @ 5000'	Total water hauled: 8540 bbl
5:30 AM	CIRC ON BOTTOM	KCL water hauled:700bbbl total
6:00 AM	POOH F/ LOGS	BOP Drills:Crew1:90sec Crew2:90 sec Accum:2850 psi Man: 1500 psi Ann:840 psi

Well : #7-28-46 DLB

Phase/Area : Brundage Canyon/l

Operations Date : 11/25/2007

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Report # : 17

Depth At 06:00 : 8575

Estimated Total Depth : 8721

Surface Location : SENE-28-4S-6W-W30M

Spud Date : 11/12/2007 Days From Spud : 13

Morning Operations : DRLG.

Time To	Description	Remarks :
6:30 AM	RIG SERVICE	DSLTA 86 SAFETY MEETINGS:GOOD HOUSE KEEPING 294 JTS MIXED DP.
1:00 PM	DRLG. F/ 7675-7959	(2)8"DC
3:00 PM	LOST CIRC. MIX LCM & PUMP	(13) 6 1/4" DC
3:00 PM	DRLG. F/ 7959 TO 8575	(30)4 1/2" SWDP-Rental Knight Oil Tools
		Mudmotors: HUNTING 8" AKO SN 8019 Dirty SN 8052 CLEAN-
		FUEL: 4110 GAL USED:1507 GAL
		TOTAL FUEL USED:11535 GAL Boiler24 HRS
		Daily water hauled:800 BBL
		Total water hauled: 8540 bbl
		KCL water hauled:700bbbl total
		BOP Drills:Crew1:90sec Crew2:90 sec Accum:2850 psi Man: 1500 psi Ann:840 psi

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
BIA 14-20-H62-5500

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

SUBMIT IN TRIPLICATE – Other instructions on page 2.

1. Type of Well

Oil Well Gas Well Other

2. Name of Operator
Bill Barrett Corporation

3a. Address
1099 18th Street, Suite 2300, Denver, CO 80202

3b. Phone No. (include area code)
(303) 312-8546

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
2028' FNL x 543' FEL
SE/4, NE/4, Section 28, T4S, R6W

7. If Unit of CA/Agreement, Name and/or No.
N/A

8. Well Name and No.
7-28-46 DLB

9. API Well No.
43-013-33569

10. Field and Pool or Exploratory Area
Altamont

11. Country or Parish, State
Duchesne County, Utah

12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>Weekly Completion</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	<u>Report</u>
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

Weekly completion report from 1/24/08 - 2/4/2008.

14. I hereby certify that the foregoing is true and correct.

Name (Printed/Typed)
Reed Haddock

Title Permit Analyst

Signature

Reed Haddock

Date 02/04/2008

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Title

Date

Conditions of approval, if any, are attached. Approval of this notice 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.

Office

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.

(Instructions on page 2)

RECEIVED

FEB 06 2008

DIV. OF OIL, GAS & MINING

REGULATORY COMPLETION SUMMARY

Wellcore

Well Name : #7-28-46 DLB

Phase/Area Brundage Canyon/Lake (

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Ops Date : 1/30/2009 Report # : 8

AFE # : 14421D

Summary	End Time	Description
7:am siwp 575 psi warmed equipment open well on 32/64" choke well flowed 4 hours pressure dropped to 75 psi pumped 50 bbls brine down well to kill moved wax plug down hole siwp bluit to @ 570 psi in 10 min could not bled off well waited for Perf O Log to set kill plug please note well making black oil had hard time getting plug down hole at surface & setting tool out of well bled off well pressure rdmo wire swifn 7;pm	8:30 AM	warmed equipment to remove ice plugs & hard wax from lines
	11:30 AM	flowed well to flow back tank pressure dropped to 75 psi
	12:30 PM	r.u pump line to csg & pumped 50 bbls 10# brine wtr to kill well with no luck
	2:30 PM	waited for wire line truck to come
	6:30 PM	set kill plug at @ 6470' had very hard time getting plug in well & tools out of well do to heavy wax
	7:30 PM	rdmo wire line truck shut well in for night

Well Name : #7-28-46 DLB

Phase/Area Brundage Canyon/Lake (

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Ops Date : 2/4/2008 Report # : 13

AFE # : 14421D

Summary	End Time	Description
well shut in waiting for swab rig to move in	6:00 AM	well shut in moving completion rig out & swab rig in.

Well Name : #7-28-46 DLB

Phase/Area Brundage Canyon/Lake (

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Ops Date : 2/3/2008 Report # : 12

AFE # : 14421D

Summary	End Time	Description
6:am ftp 0 psi sicp 420 psi well note flowing. 7;am rig crew tried to push bar through well head w/ no luck oil very hard waited for hot oil employee to arrive on loaction to pump heated wtr down csg well flowed @ 20 min & died r.u swab made 4 swab runs recovered @ 43 bbls well flowed @ 3hours & died well was shut in until Monday waiting on swab rig to replace completion rig do to cost. fluid recovered today oil 73 bbls wtr 80 bbls	8:30 AM	well open to flow tank no flow seen waited for hot oil truck employee to arrive to location
	9:30 AM	Warm & pump out hard oil from surface equipment
	9:30 AM	pumped 40 bbls heated 2% kcl wtr down csg
	10:30 AM	well flowed & died
	12:30 PM	r.u swab made 4 runs recovered @ 43 bbls fluid to kick well off flowing
	5:30 PM	well flowed @ 3 hours & died well was left open for 1.5 hour with no fluid recovered
	6:00 AM	well shut in waiting for swab rig sicp 445 psi sitp 0 psi at start of shut in.

REGULATORY COMPLETION SUMMARY

Wellcore

Well Name : #7-28-46 DLB

Phase/Area

Brundage Canyon/Lake (

:

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Ops Date : 2/2/2008

Report # : 11

AFE # : 14421D

Summary : 7:am sitp 250 psi sicip 800 psi bled off tbg pressure n.d bops n.u well head tree prepped to pump off bit leaving production tbg in well as shown below open well to flow back tanks to continue recovery of @ 5200 bbls frac load wtr left to recover. 6:am ftp 0 psi sicip 420 psi well has not made fluid in last 5 hours of test!!!

fluid recovered in last 18 hours well has been open
oil 30.0 bbls
wtr 353.0 bbls
have 4861 bbls fracfluid left to recover

End Time	Description
9:00 AM	n.u down bops n.u well head tree
10:15 AM	miru D&M hot oil to pump off bit
11:00 AM	pumped off bit with heated 2% kcl wtr
6:00 AM	flow tested well to flow back tank well has not flowed any fluid in last 5 hours ftp 0 psi sicip 420 psi have recovered 30.0 bbls oil & 353 bbls wtr have recovered 5032.75 bbls total have 4861.95 bbls total frac load left to recover.

K.B	19.00
TBG HANGER	.71
199 JTS 2 7/8" L-80	6405.83
XN - NIPPLE	1.51
1-JTS 2 7/8 L- 80	32.50
POBS END	.96

Well Name : #7-28-46 DLB

Phase/Area

Brundage Canyon/Lake (

:

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Ops Date : 2/1/2008

Report # : 10

AFE # : 14421D

Summary : 7:am sitp 0 psi sicip 450 psi bled off well seen no flow continued p.u 2 7/8" tbg to tag kill plug set @ 6470' drilled out all frac plugs & rih ro tag fill @ 8355' cleaned out well to PBTd @ 8567' using 2% KCL wtr circ, hole clean laid down 69 jts tbg on trailer laned tbg on hanger swifn.

End Time	Description
6:45 PM	tallyed p.u & cleaned out well to pbtD @ 8567' circ, hole clean
9:00 PM	pooh & laid down 68 jts tbg landed tbg on hanger drained equipment swifn

REGULATORY COMPLETION SUMMARY

Wellcore

Well Name : #7-28-46 DLB

Phase/Area

Brundage Canyon/Lake (

:

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Ops Date : 1/31/2008

Report # : 9

AFE # : 14421D

Summary	End Time	Description
7:am siwp 0 psi n.d frac tree n.u bops prepped for tbg p.u 4 3/4" bit/pobs 1 jt xn-nipple w/ 37 jts above tbg would not go in well do to hard oil r.u pump & lines circ, well clean using heated 2% KCL wtr w/ hot oil truck & rig pump continued rih to tag fill? @ 5259' please note kill plug set at @ 6470' pooh to 5100' circ, oil out of well recovered @ 45 bbls oil total.	9:30 AM	n.d frac tree n.u bops prep for tbg
	11:30 AM	p.u bit/pobs w/38 jts eot @ 1235'
	12:30 PM	circ, hard oil out of well
	4:00 PM	tallyed & p.u 124 jts 2 7/8" tbg to tag fill? 5259'
	6:10 PM	circ, hard oil from well
	7:00 PM	drained pump & lines

Well Name : #7-28-46 DLB

Phase/Area

Brundage Canyon/Lake (

:

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Ops Date : 1/29/2008

Report # : 7

AFE # : 14421D

Summary	End Time	Description
6 am well open to frac tanks fwp 145 psi on 32/64" choke have recovered 2767.2 bbls wtr 38.5 bbls oil have 5837.9 bbls frac load left to recover continued flowing well to frac tanks MIRU Stone Well Service rig # 1 tbg trailers & equipment could not continue do to bad weather.well was flowed until 6:pm well was sut in to to lack of flow equipment tring to freeze off fwp 75 psi on 32/64" choke recovering @ 7 bbls fluid per hour equipment	6:00 PM	well open to flow back tanks fwp 145 psi continued flow testing well on 32/64" choke to recover 5837.9 bbls load left to recover, miru Stone Well Service rig prepped to clean out
	6:00 PM	fwp 75 psi recovering @ 7 bbls per hour equipment was tring to freeze off have recovered 437 bbls wtr & 9 bbls oil have recovered 4493.8 bbls total load have 5401 bbls fluid left to recover

Well Name : #7-28-46 DLB

Phase/Area

Brundage Canyon/Lake (

:

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Ops Date : 1/27/2008

Report # : 6

AFE # : 14421D

Summary	End Time	Description
6 am to 6 am well flow tested after frac on 32/64" choke fwp 145 psiil fluidrecovered 2767.2 bbls wtr 38.5 bbls oil have seen heavy sand at times have trace of sand at 6:am have recovered 4056.7 bbls fluid total have 5837.9 bbls load left to recover.	6:00 AM	Well flow tested to frac tanks for last 24 hours on 32/64" choke fwp at 6:am 145 psi have recovered 2767.2 bbls wtr & 38.5 bbls oil w/ sand have recovered 4056.7 total bbls have 5837.9 bbls load left to recover.

REGULATORY COMPLETION SUMMARY

Wellcore

Well Name : #7-28-46 DLB

Phase/Area

Brundage Canyon/Lake (

:

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Ops Date : 1/26/2008

Report # : 5

AFE # : 14421D

Summary :	End Time	Description
7 am siwp 845 psi n.u well head wire line tree set frac plug # 2 at 7550' & perforated stage # 3 perfs from 7407' to 7212' gross PLEASE NOTE ALL PERFORATIONS ARE CORRELATED TO BAKER HIGH DEFINITION INDUCTION GAMMA RAY LOG DATED 11/26/07. r.u BJ Services to frac same using 5,000# 100 mess & 104,082# 20/40 sand as follows pressure to break at 2500 psi pumped 1000 gals 15% HCL acid seen good acid action frac avg rate 43 BPM max rate 43.3 BPM avg press. 2220 psi max press. 2780 psi FG.65 ISDP 1530 psi 5 min 1490 psi 10 min 1468 psi 15 min 1455 psi. set frac plug # 3 at 7170' & perforated stage #4 perfs 7108' to 6934' gross pressured & broke same at 3164 psi pumped 1000 gals 15% HCL acid seen good acid action fraced using 5,000# 100 mesh & 115,911# 20/40 sand as follows avg rate 67.6 BPM max rate 67.9 BPM avg, press. 2844 psi max press. 3527 psi FG.66 ISDP 1530 psi 5 min 1476 psi 10 min 1458 psi 15 min 1438 psi set frac plug # 4 @ 6900' & perforated stage # 5 perfs 6866' to 6689' gross broke perfs at @ 3380 psi pumped 1000 gals 15% HCL acid seen good acid action fraced using 5,000# 100 mesh & 141,603 # 20/40 sand as follows avg, rate 70.1BPM max rate 70.5 BPM avg, press, 3160 psi max press, 4080 psi FG.66 ISDP 1515 psi 5 min 1414 psi 10 min 1384 psi 15 min 1367 psi. r.u wire line to set frac plug/ plug would not set. pooh repaired tool rih set frac plug # 5 at @ 6670' & perforated stage # 6 6637' to 6490' gross broke same at 3334 psi pumped 1000 gals 15% HCL acid seen good action on acid fraced using 6,860# 100 mesh & 86,032# 20/40 sand as follows avg, rate 61.2 BPM max rate 61.4 BPM avg, press, 2666 psi max press, 3306 psi FG.67 ISDP 1520 psi 5 min 1407 psi 10 min 1371 psi 15 min	8:30 AM 10:00 AM 10:48 AM 12:25 PM 1:00 PM 2:35 PM 3:10 PM 3:45 PM 5:15 PM 6:05 PM 6:50 PM 8:05 PM 6:00 AM	n.u wire line flang set frac plug # 2 @7555' & perforate stage #3 perfs 7407' to 7212' gross n.d wire line flang n.u frac head & safety meeting fraced stage #3 perfs 7407' to 7212' using 109,082# sand total setting frac plug # 3 @ 7170' & perforating stage # 4 perfs 7108' to 6943' fraced stag #4 perfs 7039' to 6934' using 120,911# sand total set frac plug # 4 @ 6900' & perforated stage #5 perfs 6866'-6689' fraced stage #5 perfs 6866' to 6689' using 146,603# sand. rih to set frac plug & perf stage #6 plug would not set pooh to repair tools repairing wire line tools set frac plug #5 at @ 6670' & perforate stage #6 perfs 6637' to 6490' fraced stage #6 perfs 6637' to 6490' gross using 92,892# sand BJ Services & Perf O Log wire line open well on 16/64" choke to recover 9894.67 bbls total load shut in well pressure 1300 psi open well on 16/64" choke for first 4 hours then to 24/64" choke have recovered 1289.5 BBLS wtr no oil as of 6;am fwp 830 psi on 24/64" choke.

REGULATORY COMPLETION SUMMARY

Wellcore

Well Name : #7-28-46 DLB

Phase/Area Brundage Canyon/Lake (

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Ops Date : 1/25/2008

Report # : 4

AFE # : 14421D

Summary : miru BJ services & Perf O Log to perforate & frac well please note waited 4.5 hours for D& M hot Oil to heat 8 frac tanks in midle of frac tank line before BJ could r.u! had probles w/ WEll Head Inc frac tree needed 3 entry to pump 70 BPM frac. had to r.u & down frac head to frac & wire line. perforated frac stage#1 from 8239' to 7957' gross corelated to Baker High Definition Induction log Gamma Ray Dated 11/26/07 pressured & broke perfs at 3932 psi pumped 1000 gals 15% HCL acid seen good pressure drope on acid fraced same using 5000# 100 mesh & 165.201# 20/40 sand as follows avg rate 67.4 BPM max rate 67.5 BPM avg press. 2174 psi max press. 2543 psi; isdp 1170 psi. FG.58 perforated stage #2 perfs 7846' to 7573' gross prepped to frac same siwp 940 psi pressured & broke same at 2294 psi pumped 1000 gals 15% HCL acid seen good action on acid pumped 5000# 100 mesh & 89,534# 20/40 sand as follows before BJ had probles w/ equipment (had to flush job) avg rate 72.3 bpm max rate 72.5 bpm avg press. 3370 psi max press. 4460 psi FG.62; 5 min 1320 psi 10 min 1278 psi 15 min 1258 psi. shut well in for night.	End Time	Description
	9:15 AM	waited on D&M Hot Oil to heat frac wtr
	12:00 PM	R.U BJ servies & waited for frac tree parts to r.u Perf O Log
	12:45 PM	perforate stage # 1 perfs 8239' to 7957'
	1:35 PM	fraced stage #1
	2:15 PM	change out frac tree head to wire line
	3:45 PM	perorate stage #2 perfs 7846' to 7573' gross
	4:15 PM	change out frac tree head to frac
	4:45 PM	fraced stage # 2
	5:45 PM	shut well infor night set air heater on well head

Well Name : #7-28-46 DLB

Phase/Area Brundage Canyon/Lake (

Bottom Hole Display	API #/License
SWNE-28-4S-6W-W30M	43-013-33569

Ops Date : 1/24/2008

Report # : 3

AFE # : 14421D

Summary : miru IPS flow testers BJ sand mover & sand frac tanks filled frac tanks w/ wtr & heated tanks set rig anchors prepped for fracing well	End Time	Description
	6:00 AM	miru equipment prepped to frac well

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
BIA 14-20-H62-5500

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

SUBMIT IN TRIPLICATE – Other instructions on page 2.

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		7. If Unit of CA/Agreement, Name and/or No. N/A
2. Name of Operator Bill Barrett Corporation		8. Well Name and No. # 7-28-46 DLB
3a. Address 1099 18th Street, Suite 2300, Denver, CO 80202	3b. Phone No. (include area code) (303) 312-8546	9. API Well No. 43-013-33569
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 2028' FNL x 543' FEL SE/4, NE/4, Section 28, T4S, R6W		10. Field and Pool or Exploratory Area Altamont
		11. Country or Parish, State Duchesne County, Utah

12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>First Sales</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

PLEASE BE ADVISED THIS WELL HAD FIRST SALES ON FEBRUARY 13, 2008.

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FEB 19 2008
DIV. OF OIL, GAS & MINING

14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed) Reed Haddock		Title Permit Analyst
Signature <i>Reed Haddock</i>		Date 02/14/2007

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by	Title	Date
Conditions of approval, if any, are attached. Approval of this notice 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.	Office	

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.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
BIA-14-20-H62-5500

1a. Type of Well Oil Well Gas Well Dry Other
 b. Type of Completion: New Well Work Over Deepen Plug Back Diff. Resrv.,
 Other: _____

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe
7. Unit or CA Agreement Name and No.
N/A

2. Name of Operator
Bill Barrett Corporation
3. Address 1099 18th Street, Suite 2300
Denver, CO 80202

3a. Phone No. (include area code)
(303) 312-8546

8. Lease Name and Well No.
7-28-46 DLB
9. AFI Well No.
43-013-33569

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
 2028' FNL x 543' FEL
 At surface SE/4, NE/4, Sec. 28, T4S, R6W
 1969' FNL x 1644' FEL, SW/4, NE/4, Sec. 28, T4S, R6W
 At top prod. interval reported below
 1963' FNL x 1786' FEL, SW/4, NE/4, Sec. 28, T4S, R6W
 At total depth

10. Field and Pool or Exploratory
Altamont
11. Sec., T., R., M., on Block and
Survey or Area Sec. 28, T4S, R6W

12. County or Parish
Duchesne County
13. State
UT

14. Date Spudded 11/12/2007
15. Date T.D. Reached 11/25/2007
16. Date Completed 02/13/2008
 D & A Ready to Prod.

17. Elevations (DF, RKB, RT, GL)*
7278' GL

18. Total Depth: MD 8,700'
TVD 8,561'
19. Plug Back T.D.: MD 8569'
TVD 8428'

20. Depth Bridge Plug Set: MD
TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
Baker Hughes HP/CNL/GR; PerfLog CBL/GR mud

22. Was well cored? No Yes (Submit analysis)
 Was DST run? No Yes (Submit report)
 Directional Survey? No Yes (Submit copy)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cement Depth	No. of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
20"	16" Conduct.	1/4" wall	Surface	40'		Grout Cmt.		0'	
12 1/4"	9 5/8 - J-55	36 lbs.	Surface	1516'		329 sxs - Lt. Pre		0'	
7 7/8"	5 1/2" P110	17 lbs.	Surface	8688'		1080 sxs - HLC			

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2 7/8"	6752'							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) North Horn	8130'	8239'	7,957' - 8,239'	0.42"	33	Open
B) Wasatch	6490'	8019'	7,573' - 7,846'	0.42"	36	Open
C)			7,212' - 7,407'	0.42"	21	Open
D)			6,934' - 7,108'	0.42"	33	Open

27. Acid, Fracture, Treatment, Cement Squeeze, etc.

Depth Interval	Amount and Type of Material
7,957' - 8,239'	2081 bbls. of slickwater, 165,201 lbs. 20 - 40 sand, 5000 100 mesh sand.
7,573' - 7,846'	
7,212' - 7,407'	1369 bbls. of slickwater, 104,082 lbs. 20 - 40 sand, 5000 100 mesh sand.
6,934' - 7,108'	

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
2/13/08	3/1/08	24	→	40.92	0	42	50	N/A	Pumping
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
64/64	200	150	→	40.92	0	42	N/A	Producing	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
			→						

*(See instructions and spaces for additional data on page 2)

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43013 33569

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
			→						

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
			→						

29. Disposition of Gas (Solid, used for fuel, vented, etc.)

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				TGR3	3773'
				Douglas Creek Black Shale Marker	4606' 5254'
				Castle Peak	5571'
				Ute Land Butte	5925'
				Wasatch	6143'
				North Horn	8066'
				TD	8700'

32. Additional remarks (include plugging procedure):

33. Indicate which items have been attached by placing a check in the appropriate boxes:

- Electrical/Mechanical Logs (1 full set req'd.)
- Sundry Notice for plugging and cement verification
- Geologic Report
- Core Analysis
- DST Report
- Other:
- Directional Survey

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions)*

Name (please print) Reed Haddock Title Permit Analyst
 Signature Reed Haddock Date 03/20/2008

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.

4301333569

26. PERFORATION RECORD (cont.)				
INTERVAL (Top/Bot-MD)		SIZE	NO. HOLES	PERFORATION STATUS
6,689'	6,866'	0.420"	36	Open
6,490'	6,637'	0.420"	30	Open

27. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)	
DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
6,689' - 6,866'	1777 bbls. of slickwater, 141,603 lbs. 20 - 40 sand, 5000 100 mesh sand.
6,490' - 6,637'	1029 bbls. of slickwater, 86,032 lbs. 20 - 40 sand, 5000 100 mesh sand.

4301333569

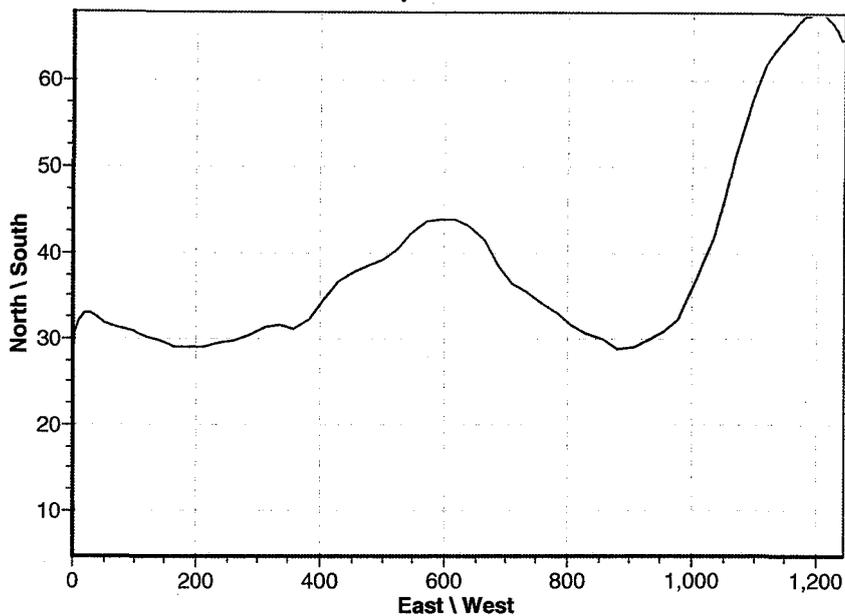
Directional Plots

Wellcore

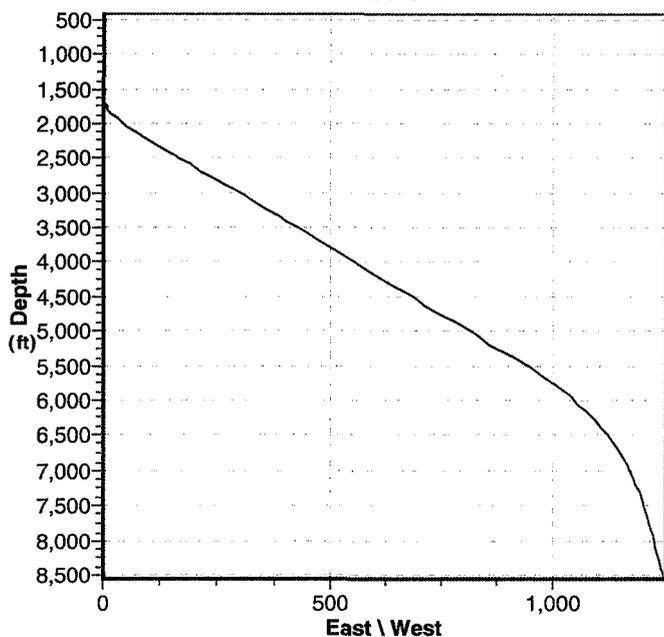
Location Information

Business Unit :	Well :	API #/License :
Operations	#7-28-46 DLB	43-013-33569
Project :	Surface Location :	
Uinta	SENE-28-4S-6W-W30M	
Phase/Area :	Bottom Hole Location :	
Brundage Canyon/Lake Canyon	SWNE-28-4S-6W-W30M	

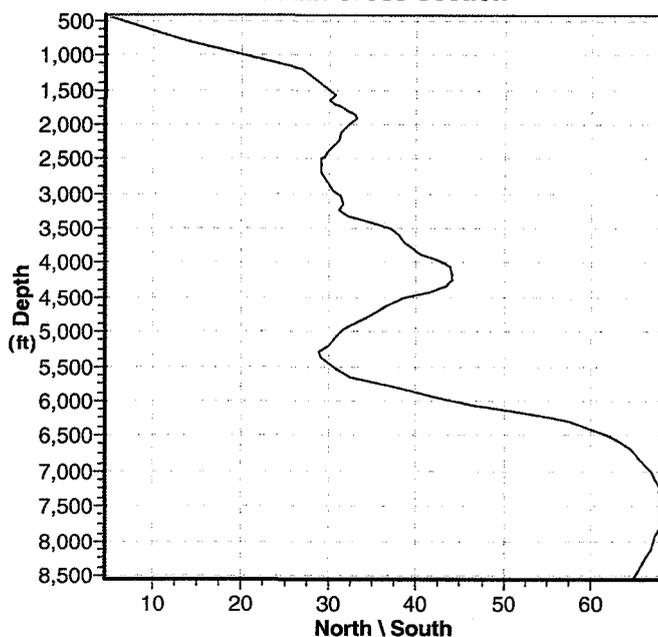
Top View



East - West Cross Section



North - South Cross Section



Directional Surveys

4301333569

Wellcore

Location Information		
Business Unit	Phase/Area	Surface Location
Operations	Brundage Canyon/Lake Canyon	SENE-28-4S-6W-W30M
Project	Well Name	Main Hole :
Uinta	#7-28-46 DLB	

Bottom Hole Information		Survey Section Details					
UWI	API #	Section	KOP (ft)	KOP Date	TMD (ft)	TVD (ft)	TD Date
SWNE-28-4S-6W-W30M	43-013-33569						

Survey Information		
Survey Company	Direction of Vertical Section (°)	Magnetic Dec. Correction (°)
Weatherford	271.00	12.09

Details											
Corrected											
Extrap.	Depth MD (ft)	Inclination (°)	Azimuth (°)	TVD (ft)	Sub Sea (ft)	Northings (ft)	N/S	Eastings (ft)	E/W	Vertical Section (ft)	Dog Leg
*	418.00	1.25		417.95	-398.45	4.56	N	0.00	E	0.08	0.30
	804.00	1.50		803.84	-784.34	13.82	N	0.00	E	0.24	0.06
	1200.00	2.25		1199.62	-1180.12	26.78	N	0.00	E	0.47	0.19
	1565.00	1.36	142.61	1564.43	-1544.93	30.50	N	2.63	E	-2.10	0.94
	1660.00	2.81	276.83	1659.36	-1639.86	29.88	N	1.00	E	-0.48	4.09
	1723.00	5.94	279.88	1722.15	-1702.65	30.63	N	3.74	W	4.28	4.98
	1755.00	6.44	282.00	1753.96	-1734.46	31.28	N	7.13	W	7.67	1.72
	1787.00	7.19	279.38	1785.73	-1766.23	31.98	N	10.86	W	11.42	2.54
	1850.00	8.81	274.00	1848.12	-1828.62	32.96	N	19.56	W	20.13	2.83
	1913.00	9.19	266.38	1910.34	-1890.84	32.98	N	29.40	W	29.97	1.98
	1975.00	9.19	267.75	1971.54	-1952.04	32.47	N	39.28	W	39.84	0.35
	2039.00	11.69	266.38	2034.47	-2014.97	31.86	N	50.86	W	51.41	3.93
	2134.00	14.60	270.07	2126.95	-2107.45	31.27	N	72.44	W	72.97	3.19
	2230.00	13.56	268.63	2220.06	-2200.56	31.02	N	95.79	W	96.32	1.14
	2325.00	14.00	267.75	2312.33	-2292.83	30.30	N	118.41	W	118.92	0.51
	2420.00	14.88	269.25	2404.32	-2384.82	29.69	N	142.09	W	142.58	1.01
	2483.00	14.13	268.38	2465.31	-2445.81	29.36	N	157.86	W	158.35	1.24
	2515.00	13.63	267.88	2496.38	-2476.88	29.11	N	165.53	W	166.02	1.61
	2609.00	15.75	271.13	2587.29	-2567.79	28.96	N	189.36	W	189.83	2.42
	2703.00	14.94	269.25	2677.94	-2658.44	29.05	N	214.23	W	214.70	1.01
	2798.00	15.13	272.50	2769.69	-2750.19	29.43	N	238.86	W	239.34	0.91
	2893.00	14.06	269.38	2861.62	-2842.12	29.85	N	262.78	W	263.26	1.40
	2988.00	15.63	272.88	2953.44	-2933.94	30.36	N	287.10	W	287.59	1.90
	3084.00	14.88	271.25	3046.05	-3026.55	31.28	N	312.34	W	312.84	0.90
	3178.00	14.13	269.88	3137.05	-3117.55	31.52	N	335.88	W	336.38	0.88
	3272.00	13.56	268.25	3228.32	-3208.82	31.16	N	358.37	W	358.86	0.73
	3376.00	15.31	275.88	3329.03	-3309.53	32.20	N	384.22	W	384.72	2.48
	3461.00	14.69	276.50	3411.13	-3391.63	34.57	N	406.09	W	406.63	0.75
	3557.00	15.13	274.13	3503.90	-3484.40	36.85	N	430.68	W	431.25	0.78
	3653.00	13.19	270.25	3596.97	-3577.47	37.80	N	454.13	W	454.72	2.25
	3748.00	15.06	273.25	3689.08	-3669.58	38.54	N	477.29	W	477.89	2.11
	3844.00	13.50	270.63	3782.11	-3762.61	39.37	N	500.94	W	501.55	1.76
	3938.00	14.89	274.53	3873.23	-3853.73	40.45	N	523.95	W	524.58	1.79
	4032.00	13.75	275.13	3964.30	-3944.80	42.40	N	547.12	W	547.78	1.22
	4128.00	14.19	271.25	4057.46	-4037.96	43.68	N	570.25	W	570.92	1.08
	4222.00	13.81	270.13	4148.67	-4129.17	43.95	N	592.98	W	593.66	0.50
	4317.00	14.13	269.63	4240.86	-4221.36	43.90	N	615.92	W	616.59	0.36
	4412.00	14.81	267.75	4332.85	-4313.35	43.35	N	639.65	W	640.31	0.87
	4507.00	14.63	263.75	4424.73	-4405.23	41.57	N	663.70	W	664.33	1.09
	4601.00	13.44	261.24	4515.92	-4496.42	38.61	N	686.30	W	686.87	1.42
	4696.00	15.69	268.13	4607.85	-4588.35	36.51	N	710.05	W	710.58	2.99
	4789.00	14.69	266.88	4697.59	-4678.09	35.46	N	734.40	W	734.90	1.13
	4883.00	15.38	267.25	4788.37	-4768.87	34.22	N	758.75	W	759.23	0.74
	4977.00	15.44	267.00	4878.99	-4859.49	32.96	N	783.69	W	784.15	0.09
	5070.00	14.38	266.00	4968.86	-4949.36	31.51	N	807.58	W	808.00	1.17
	5165.00	13.00	270.50	5061.15	-5041.65	30.78	N	830.03	W	830.44	1.83

Directional Surveys

4301333569

Wellcore

Location Information		
Business Unit	Phase/Area	Surface Location
Operations	Brundage Canyon/Lake Canyon	SENE-28-4S-6W-W30M
Project	Well Name	Main Hole :
Uinta	#7-28-46 DLB	

Extrap.	Depth MD (ft)	Inclination (°)	Azimuth (°)	TVD (ft)	Sub Sea (ft)	Northings (ft)	N/S	Eastings (ft)	E/W	Vertical Section (ft)	Dog Leg
	5290.00	13.00	266.25	5182.95	-5163.45	29.98	N	858.12	W	858.51	0.76
	5385.00	15.50	268.25	5275.01	-5255.51	28.90	N	881.47	W	881.84	2.68
	5480.00	17.19	271.88	5366.16	-5346.66	28.97	N	908.19	W	908.55	2.08
	5574.00	14.88	272.25	5456.48	-5436.98	29.90	N	934.13	W	934.51	2.46
	5669.00	12.38	272.38	5548.78	-5529.28	30.80	N	956.49	W	956.88	2.63
	5764.00	12.75	276.38	5641.51	-5622.01	32.39	N	977.09	W	977.50	1.00
	5890.00	11.63	281.13	5764.66	-5745.16	36.38	N	1003.36	W	1003.85	1.19
	5985.00	9.81	277.75	5857.99	-5838.49	39.32	N	1020.78	W	1021.31	2.03
	6080.00	9.81	281.75	5951.60	-5932.10	42.06	N	1036.72	W	1037.30	0.72
	6175.00	10.19	288.25	6045.16	-6025.66	46.34	N	1052.63	W	1053.28	1.25
	6269.00	9.88	285.38	6137.72	-6118.22	51.09	N	1068.30	W	1069.03	0.63
	6364.00	9.13	285.13	6231.41	-6211.91	55.21	N	1083.43	W	1084.23	0.79
	6428.00	8.50	282.00	6294.66	-6275.16	57.52	N	1092.96	W	1093.80	1.24
	6523.00	7.75	279.63	6388.70	-6369.20	60.05	N	1106.14	W	1107.02	0.86
	6617.00	7.06	277.63	6481.91	-6462.41	61.88	N	1118.12	W	1119.03	0.78
	6712.00	6.38	276.88	6576.26	-6556.76	63.29	N	1129.14	W	1130.08	0.72
	6839.00	5.69	273.25	6702.55	-6683.05	64.49	N	1142.44	W	1143.39	0.62
	6965.00	4.94	275.63	6828.01	-6808.51	65.38	N	1154.07	W	1155.04	0.62
	7059.00	4.69	275.63	6921.68	-6902.18	66.15	N	1161.92	W	1162.90	0.27
	7154.00	4.06	273.75	7016.40	-6996.90	66.75	N	1169.14	W	1170.13	0.68
	7249.00	3.94	275.50	7111.17	-7091.67	67.29	N	1175.75	W	1176.74	0.18
	7344.00	3.63	271.00	7205.96	-7186.46	67.65	N	1182.00	W	1183.01	0.45
	7439.00	3.50	271.25	7300.78	-7281.28	67.77	N	1187.91	W	1188.91	0.14
	7533.00	3.00	270.50	7394.62	-7375.12	67.85	N	1193.24	W	1194.24	0.53
	7628.00	2.88	271.38	7489.50	-7470.00	67.93	N	1198.11	W	1199.11	0.13
	7723.00	3.00	269.25	7584.37	-7564.87	67.96	N	1202.98	W	1203.99	0.17
	7818.00	2.75	271.13	7679.25	-7659.75	67.97	N	1207.75	W	1208.75	0.28
	7913.00	2.63	265.88	7774.15	-7754.65	67.86	N	1212.20	W	1213.20	0.29
	8071.00	2.19	264.63	7932.01	-7912.51	67.31	N	1218.82	W	1219.81	0.28
	8261.00	2.38	267.13	8121.86	-8102.36	66.78	N	1226.37	W	1227.35	0.11
	8356.00	2.19	261.75	8216.78	-8197.28	66.42	N	1230.14	W	1231.11	0.30
	8449.00	2.13	264.63	8309.72	-8290.22	66.00	N	1233.62	W	1234.58	0.13
	8544.00	2.13	258.25	8404.65	-8385.15	65.48	N	1237.11	W	1238.06	0.25
	8647.00	2.31	266.38	8507.57	-8488.07	64.95	N	1241.05	W	1242.00	0.35
	8700.00	1.83	270.00	8560.54	-8541.04	64.89	N	1242.96	W	1243.91	0.94

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

5. LEASE DESIGNATION AND SERIAL NUMBER:

BIA-14-20-H62-5500

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

Ute Indian Tribe

7. UNIT or CA AGREEMENT NAME:

N/A

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

GAS WELL

OTHER _____

8. WELL NAME and NUMBER:

7-28-46 DLB

2. NAME OF OPERATOR:

Bill Barrett Corporation

9. API NUMBER:

4301333569

3. ADDRESS OF OPERATOR:

1099 18th Street, Suite 2300 CITY Denver

STATE CO ZIP 80202

PHONE NUMBER:

(303) 312-8546

10. FIELD AND POOL, OR WILDCAT:

Altamont

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 2028' FNL x 543' FEL

COUNTY: Duchesne

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENE 28 T4S R6W

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 (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"/> 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"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<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: Request for "Wildcat" Status
	<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) is requesting for "Wildcat" status for # 7-28-46 DLB well. Please find a map showing a one-mile radius around the location, the completion report, and a cross section showing the perms of the # 7-28-46 DLB. The known producing formations for this well are the North Horn (8130' - 8239') and the Wasatch (6490' - 8019'). The # 7-28-46 DLB well was drilled when there was no production from a comparable depth within a 1 mile radius. There is no known geologic structure and BBC has no pressure information available.

Also, attached find a Memorandum dated April 28, 2008 concerning (Re: Tax exemption under Section 59-5-102(2)(d)); the history of the "Blacktail Ridge Area Spacing Orders" from 1971 to present; and a CD disc outlining the well history of BBC current drilled wells in the Blacktail Ridge area. This disc contains complete drilling and completion chronology of the # 7-28-46 DLB. The spacing orders do not address Section 28 of T4S, R6W.

COPY SENT TO OPERATOR

Date: 6.12.2008

Initials: KS

RECEIVED
MAY 02 2008
DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) Reed Haddock

TITLE Permit Analyst

SIGNATURE Reed Haddock

DATE 4/30/2008

(This space for State use only)

APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING

DATE: 6/11/08

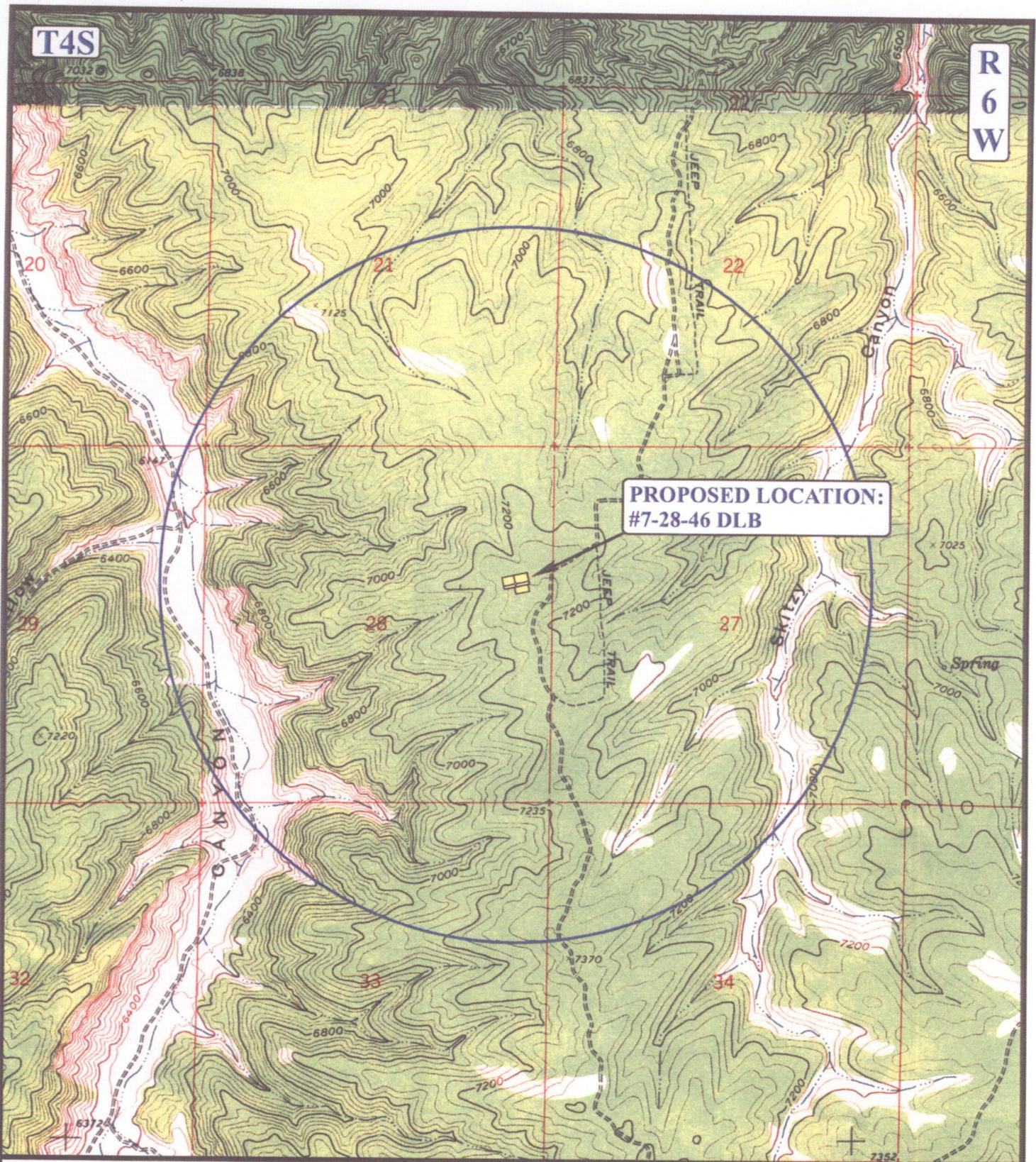
BY: Dustin [Signature] (See Instructions on Reverse Side)

* See attached Statement of Basis

CC = Tax Commission

T4S

R6W



**PROPOSED LOCATION:
#7-28-46 DLB**

LEGEND:

- ⊗ DISPOSAL WELLS
- PRODUCING WELLS
- ⊖ SHUT IN WELLS
- ⊕ WATER WELLS
- ⊙ ABANDONED WELLS
- ⊖ TEMPORARILY ABANDONED

BILL BARRETT CORPORATION

#7-28-46 DLB
 SECTION 28, T4S, R6W, U.S.B.&M.
 2028' FNL 543' FWL



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



TOPOGRAPHIC MAP 10 27 06
 MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: C.P. REV: 11-28-06 J.L.G.



Memorandum

To: Utah Division of Oil, Gas and Mining

From: Bill Barrett Corporation
Kurt Reinecke, SVP Exploration
kreinecke@billbarrettcorp.com
303-312-8113

Re: Tax exemption under Section 59-5-102(2)(d)

Date: April 28, 2008

In order to assist in the determination of well classifications for six recently drilled oil wells west of Duchesne, Utah, Bill Barrett Corporation offers the following information.

The overall context for 5 of these 6 wells is that they were drilled as part of a continuous drilling program to determine if results from historically poor, and sub-commercial, producing wells truly did defined the edge of Cedar Rim field. Additionally, since these wells were drilled as part of a continuous program, Bill Barrett Corporation was unable to evaluate the completion results on some of its wells prior to drilling the successive location, thereby further increasing the commercial risk. Results from these 6 high risk wells has encouraged us that we can indeed extend this field beyond its present limits, however we have paid the price for this exploration work via several apparently non-commercial wells.

1. **7-7-46 BTR**

- a. Classification: Wildcat
- b. Location (2323 FSL x 2465 FEL sec. 7 T4S, R6W) – This well was spud on 7/14/2007. When drilled, no other well was located within 1 mile of its bottom hole location (2141 FNL x 2043 FEL), see attached forms, cross section and associated map. The 7-7-46 BTR is completed in generally the same Green River – Wasatch interval as wells to the north, but we also have been completing deeper zones. This well was a significant southwesterly step out from previous uneconomic drilling that had defined the edge of Cedar Rim field for 20 years. This well supports the idea that the field is a fractured stratigraphic oil trap and not a known geologic structure.

2. **12-36-36 BTR**

- a. Classification: Development [no forms submitted]
- b. Location (1837 FSL x 704 FWL sec. 36 T3S R6W) – This well was spud 10/8/2007, and is considered development because current production exists within 1 mile of the location (see attached map on cross section). However because the well was a step out away from known production, and also drilled to test deeper potential horizons, it is considered a high risk development well.

3. 7-28-46 DLB

- a. Classification: Wildcat
- b. Location (2028 FNL x 543 FEL sec. 28 T4S R6W) – This well was spud on 11/12/2007. When drilled, no other producing well was located within 1 mile of its bottom hole location (1963 FNL x 1786 FEL), see attached forms and Exhibit A. Four wells had been drilled within 1 mile during the 1978-79 timeframe. Results from these wells showed either no production to minor sub-economic production. The 7-28-46 DLB is completed in generally the same Green River – Wasatch interval as wells to the north, but we also have been completing deeper zones (see cross section). This well was a significant southwesterly step out from previous uneconomic drilling that had defined the edge of Cedar Rim field for 20 years. This well supports the idea that the field is a fractured stratigraphic oil trap and not a known geologic structure.

4. 7-21-46 DLB

- a. Classification: Wildcat
- b. Location (1795 FSL x 1718 FEL sec. 21 T4S R6W) – This well was spud 12/2/2007 directly after the 7-28-46 BTR, only the typical non-descript openhole logs were available, no completion work had yet been performed on 7-28-46 DLB. Two historical wells had been drilled within 1 mile during the 1978-79 timeframe. Results from these wells showed either no production to minor sub-economic production. The 7-21-46 DLB is completed in generally the same Green River – Wasatch interval as wells to the north, but we also have been completing deeper zones (see cross section). This well was a significant southwesterly step out from previous uneconomic drilling that had defined the edge of Cedar Rim field for 20 years. This well supports the idea that the field is a fractured stratigraphic oil trap and not a known geologic structure.

5. 5-5-46 BTR

- a. Classification: Wildcat
- b. Location (1718 FNL x 640 FWL sec. 5 T4S R6W) – This well was spud 12/7/2007. When this well was drilled two wells had been drilled within the 1 mile radius. Both these wells, drilled in 1985 and 1996, yielded sub-commercial quantities of production supporting the conclusion that these wells helped defined the southwestern edge of Cedar Rim field. The 5-5-46 BTR was a high risk well that challenged the field edge concept and was completed in a similar Green River – Wasatch interval as the two historical wells, but used hydraulic fracturing to stimulate the wellbore. This well supports the idea that the field is a fractured stratigraphic oil trap and not a known geologic structure.

6. **7-20-46 DLB**

- a. Classification: Wildcat
- b. Location (2250 FNL x 2500 FWL sec 20 T4S R6W) – This well was spud on 12/28/2007. When this well was drilled 1 historical well existed within 1 mile. This well, drilled in 1979, produced sub-commercial amounts of oil and gas. The newly drilled 7-21-46 DLB also existed within the 1 mile radius but this well had not been completed at the time drilling commenced on the 7-20-46 DLB. The 7-20-46 DLB is completed in generally the same Green River – Wasatch interval as wells to the north, but we also have been completing deeper zones (see cross section). This well was a significant southwesterly step out from previous uneconomic drilling that had defined the edge of Cedar Rim field for 20 years. This well supports the idea that the field is a fractured stratigraphic oil trap and not a known geologic structure.

Explanation of Cross Section

- This display shows both newly drilled wells by BBC, as well as historical wells. Note how BBC well are generally drilled deeper than historical wells.
- Gamma ray and resistivity curves are presented.
- Log headers show well name and surface locations.
- Formation correlations used by Bill Barrett Corporation are indicated.
- Red markings to the left of the depth column on each well indicate where the well is completed.
- If production existed then the cumulative amount in BOE is shown along with the decline curve graph below the logs.
- The current operator is also shown below the logs.

The map in the lower right hand corner shows the general north to south cross section line.

- One mile radius circles, centered on the bottom hole location, are shown for each well that Bill Barrett Corporation has drilled.
- Posted at the well symbol is the well number on top and the cumulative production in MMBOE below the well symbol.
- The color highlight at each symbol shows a color representation of the wells cumulative MMBOE.



Bill Barrett Corporation

BLACKTAIL RIDGE AREA SPACING ORDERS

Date: April 28, 2008

To: Doug Gundry-White

I. Second Amended Spacing Order – April 23, 2008 Hearing

Cause

139-83

Summary of Order – Spacing Rules

Wells located anywhere in section, 660' from the section lines and no closer than 1,320' from any well producing from the same formation.

Lands

Township 3 South, Range 5 West, USM
Sections 1 to 36

Township 4 South, Range 5 West, USM
Sections 1 to 6

Township 3 South, Range 6 West, USM
Sections 1 to 12

Township 3 South, Range 7 West, USM
Sections 1 to 12, 14 to 23, 26 to 29, and 32 to 35

II. Spacing Rules Previously in Effect in Blacktail Ridge Area Lower Green River to Base of the Wasatch (640 acre units)

Cause

Summary of Order – Spacing Rules

139-77 Wells located anywhere in section, 660' from the section lines and no closer than 1,320' from any well producing from the same formation.

139-42 Two wells allowed in each section, located at least 1,320' from any existing well and 660' from unit boundary (section line).

139-8 Wells to be located in the center of the NE $\frac{1}{4}$ with tolerance of 660' in any direction (also applies to #139-17 lands).

140-6 Wells to be located in the SW $\frac{1}{4}$ NE $\frac{1}{4}$ with a tolerance of 660' in any direction.

**Statewide
Rules**

Wells to be located in center of 40 acre qtr-qtr, with tolerance of 200' in any direction (Utah Administrative Rule R649-3-2)

III. Prior Spacing Orders and Lands**1. BBC Spacing Order #139-77 (June 18, 2007)**

All wells shall be drilled 660' from the boundaries of the unit (section) and no closer than 1,320' from a well producing from the same formations without an exception location. No more than 2 wells producing from the Lower Green River - Wasatch formations without Board authorization.

3S	6W	15, 16, 17, 18, 19, 20, 21, 22 and 27, 28, 29, 30, 31, 32, 33, 34	All	Amends #139-8 for Sections 13, 14, 23,24, 25, 26, 35, 36; amends #139-42 for all lands; amends 140-6 for 13, 24, 25, 36
4S	6W	3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18	All	Amends #139-17 for Sections 3 to 18; amends #139-42 for all lands
3S	7W	13, 24, 25 and 36	All	Amends #140-15 for 13 and 25; amends #139-42 and 140-6 for all lands

2. Spacing Order 139-42 (April 1, 1985)

Effective 4-12-1985, prior orders in Cause Nos. 139-3; 139-4; 139-5; 139-8; 139-17 (Altamont); 131-11; 131-14; 131-24; 131-27; 131-32; 131-33; 131-34; 131-45; 131-55 (Bluebell); 140-6; and 140-7 (Cedar Rim-Sink Draw) are modified as of 4-12-1985 to allow for Additional Wells to be drilled in each section. The lower Green River/Wasatch formation is a pool as defined in Utah Code Ann. § 40-6-2(9) (1953, as amended).

Two wells may be drilled in each section based on geologic and engineering data to justify the additional well for recovery when economically feasible. Any additional well must be located at least 1,320' from the existing well on the unit and not closer than 660' from the boundary of the unit; and no two wells may be drilled in the same quarter section. All prior orders not consistent with this order are vacated (but existing orders that specify location of the initial wells in each section are not vacated).

3S	5W	1 to 36	All	Not amended by #139-77 To be amended by April 2008 BBC Application for Sections 1 to 36
3S	6W	1 to 36	All	Amended by #139-77 for Sections 13 to 36 To be amended by April 2008 BBC Application for Sections 1 to 12
3S	7W	1 to 36	All	Amended by #139-77 for Sections 13, 24, 25 and 36 To be amended by April 2008 BBC Application for Sections 1 to 12; 14 to 23; 26, 27, 28, 29, 32, 33, 34 and 35

3. Spacing Order 139-8 (September 20, 1972)

640 acre drilling units established from top of the Lower Green River to base of the Green River-Wasatch formation.

Amends prior Orders entered in Causes 139-3; 139-4; and 139-5.

Spaced interval is now defined as from the top of the Lower Green River formation (TGR3 marker) to the base of the Green River-Wasatch formation (top of Cretaceous) by reference to the stratigraphic equivalent referenced against the Shell - Ute 1-18B5 and Brotherson 1-11B4 wells.

Permitted wells shall be located in the center of the NE¼ of the section comprising the drilling unit, with a tolerance of 660' in any direction, except for exceptions granted without a hearing for topography.

All prior orders not consistent with this order are hereby vacated.

4S	5W	1, 2, 3, 4, 5, 6	All	Amended by BBC Spacing Order #139-77
4S	6W	1 and 2		

4. Spacing Order 140-6 (August 11, 1971)

Makes permanent the one year spacing order in Cause No. 140-1 (8-19-1970), which set section drilling units for Lower Green River and Wasatch Formations on the lands in Section 3S-6W and 3S-7W (described below), and sets tolerance for each well as 220' from center of the SW¼NE¼ of each section on 640 acre spacing for Green River and Wasatch.

The Board made findings that there is communication between wells in adjacent sections and that one well will effectively drain the oil in one section.

By Order entered 2-17-1971 in Cause No. 140-4, Order 140-1 was extended and enlarged to include lands in 2S-7W (31 to 35); 2S-8W (31 to 36); 3S-7W (2 to 7 and 18, 19, 30 and 31); and 3S-8W (1 to 36).

The Order is now made permanent that drilling units shall be located in the center of the SW¼NE¼ of each section with a tolerance of 660' in any direction.

3S	6W	7, 8, 9, 10	All	Not Amended by #139-77 To be amended by April 2008 BBC Application for Sections 7, 8, 9 and 10
3S	7W	1, 2, 3, 4, 5, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 32, 33, 34, 35, 36		Amended by #139-77 for Sections 13, 24, 25 and 36 To be amended by April 2008 BBC Application for Sections 1 to 12; 14 to 23; 26, 27, 28, 29, 32, 33, 34 and 35

5. **Statewide Rules - Lands not Subject to Spacing Orders**

4S	5W	7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18	All	State Location (Siting) Rules.
4S	7W	1, 2, 3, 4, 5, 8, 9, 10, 11, 12, 13, 14, 15, 16		State Location (Siting) Rules.

IV. **Notice Requirements – Spacing Area and Adjacent Lands**

Under Order #139-77, working interest owners and operators of adjacent drilling units impacted by modification of the 660' tolerance window (under Order #140-6) were also notified, including Sections 7 to 11 of T3S, R6W and Section 12 of T3S, R7W.

By the same logic, the adjacent working interest owners and operators of the lands subject to Order #140-6 (which includes the lands from #140-1 and #140-4) should also be notified, including:

- T3S, R7W Sections 30 and 31
- T3S, R8W Sections 1, 12, 13, 24, 25 and 36
- T2S, R7W Sections 31 to 36
- T2S, R8W Section 36

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
BIA-14-20-H62-5500

1a. Type of Well Oil Well Gas Well Dry Other
b. Type of Completion: New Well Work Over Deepen Plug Back Diff. Resrv.,
Other: _____

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

7. Unit or CA Agreement Name and No.
N/A

2. Name of Operator
Bill Barrett Corporation

8. Lease Name and Well No.
7-28-46 DLB

3. Address 1099 18th Street, Suite 2300
Denver, CO 80202

3a. Phone No. (include area code)
(303) 312-8546

9. AFI Well No.
43-013-33569

4. Location of Well (Report location clearly and in accordance with Federal requirements)*

2028' FNL x 543' FEL
At surface SE/4, NE/4, Sec. 28, T4S, R6W

1969' FNL x 1644' FEL, SW/4, NE/4, Sec. 28, T4S, R6W

At top prod. interval reported below

At total depth 1963' FNL x 1786' FEL, SW/4, NE/4, Sec. 28, T4S, R6W

10. Field and Pool or Exploratory
Altamont

11. Sec., T., R., M., on Block and
Survey or Area Sec. 28, T4S, R6W

12. County or Parish 13. State

Duchesne County

UT

14. Date Spudded
11/12/2007

15. Date T.D. Reached
11/25/2007

16. Date Completed 02/13/2008
 D & A Ready to Prod.

17. Elevations (DF, RKB, RT, GL)*
7278' GL

18. Total Depth: MD 8,700'
TVD 8,561'

19. Plug Back T.D.: MD
TVD

20. Depth Bridge Plug Set: MD
TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
Baker Hughes HRI/CNL/GR; PerfLog CBL/GR

22. Was well cored? No Yes (Submit analysis)
Was DST run? No Yes (Submit report)
Directional Survey? No Yes (Submit copy)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
20"	16"Conduct.	1/4" wall	Surface	40'		Grout Cmt.		0'	
12 1/4"	9 5/8 - J-55	36 lbs.	Surface	1516'		329 sxs - Lt. Pre		0'	
7 7/8"	5 1/2" P110	17 lbs.	Surface	8688'		1080 sxs - HLC			

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2 7/8"	6752'							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) North Horn	8130'	8239'	7,957' - 8,239'	0.42"	33	Open
B) Wasatch	6490'	8019'	7,573' - 7,846'	0.42"	36	Open
C)			7,212' - 7,407'	0.42"	21	Open
D)			6,934' - 7,108'	0.42"	33	Open

27. Acid, Fracture, Treatment, Cement Squeeze, etc.

Depth Interval	Amount and Type of Material
7,957' - 8,239'	2081 bbls. of slickwater, 165,201 lbs. 20 - 40 sand, 5000 100 mesh sand.
7,573' - 7,846'	
7,212' - 7,407'	1369 bbls. of slickwater, 104,082 lbs. 20 - 40 sand, 5000 100 mesh sand.
6,934' - 7,108'	

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
2/13/08	3/1/08	24	→	40.92	0	42	50	N/A	Pumping
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
64/64	SI 200	150	→	40.92	0	42	N/A	Producing	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
	SI		→						

*(See instructions and spaces for additional data on page 2)

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	

29. Disposition of Gas (Solid, used for fuel, vented, etc.)

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				TGR3	3773'
				Douglas Creek Black Shale Marker	4606' 5254'
				Castle Peak	5571'
				Ute Land Butte	5925'
				Wasatch	6143'
				North Horn	8066'
				TD	8700'

32. Additional remarks (include plugging procedure):

33. Indicate which items have been attached by placing a check in the appropriate boxes:

- Electrical/Mechanical Logs (1 full set req'd.)
 Geologic Report
 DST Report
 Directional Survey
 Sundry Notice for plugging and cement verification
 Core Analysis
 Other:

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions)*

Name (please print) Reed Haddock Title Permit Analyst
 Signature Reed Haddock Date 03/20/2008

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.

26. PERFORATION RECORD (cont.)				
INTERVAL (Top/Bot-MD)		SIZE	NO. HOLES	PERFORATION STATUS
6,689'	6,866'	0.420"	36	Open
6,490'	6,637'	0.420"	30	Open

27. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)	
DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
6,689' – 6,866'	1777 bbls. of slickwater, 141,603 lbs. 20 - 40 sand, 5000 100 mesh sand.
6,490' – 6,637'	1029 bbls. of slickwater, 86,032 lbs. 20 - 40 sand, 5000 100 mesh sand.

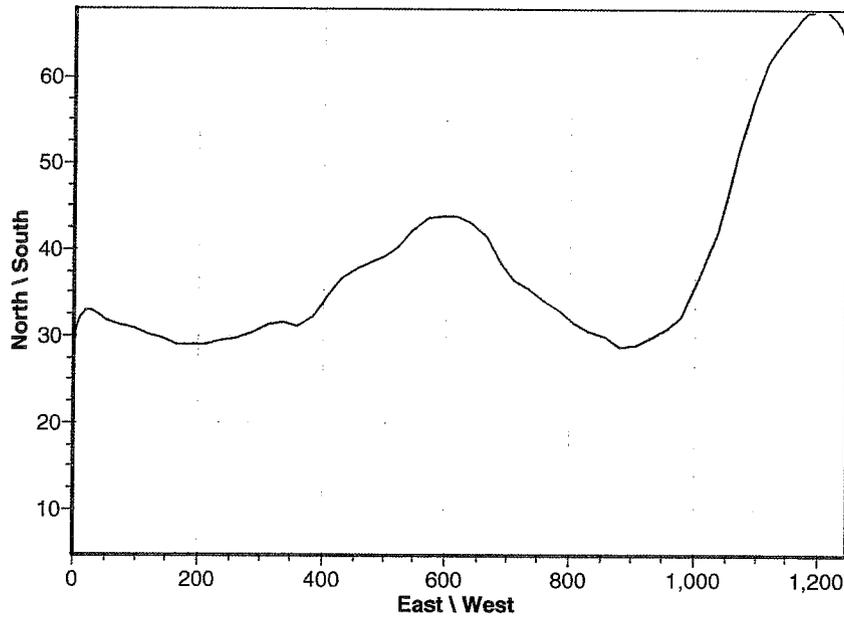
Directional Plots

Wellcore

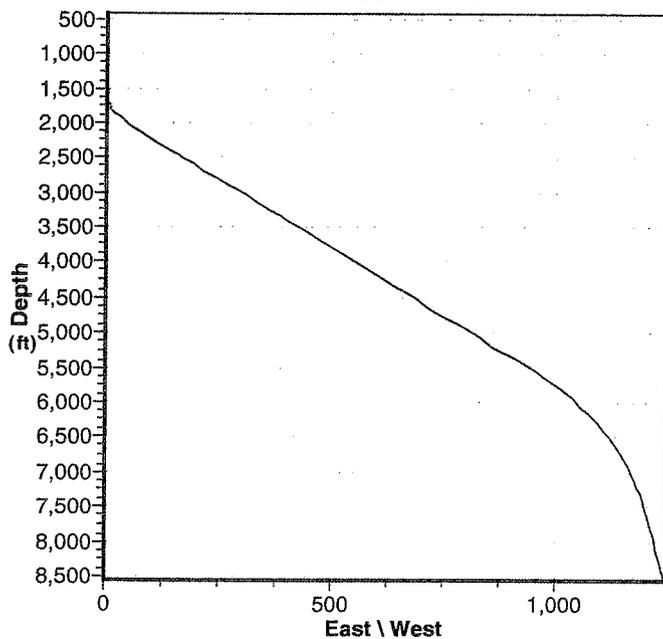
Location Information

Business Unit :	Well :	API #/License :
Operations	#7-28-46 DLB	43-013-33569
Project :	Surface Location :	
Uinta	SENE-28-4S-6W-W30M	
Phase/Area :	Bottom Hole Location :	
Brundage Canyon/Lake Canyon	SWNE-28-4S-6W-W30M	

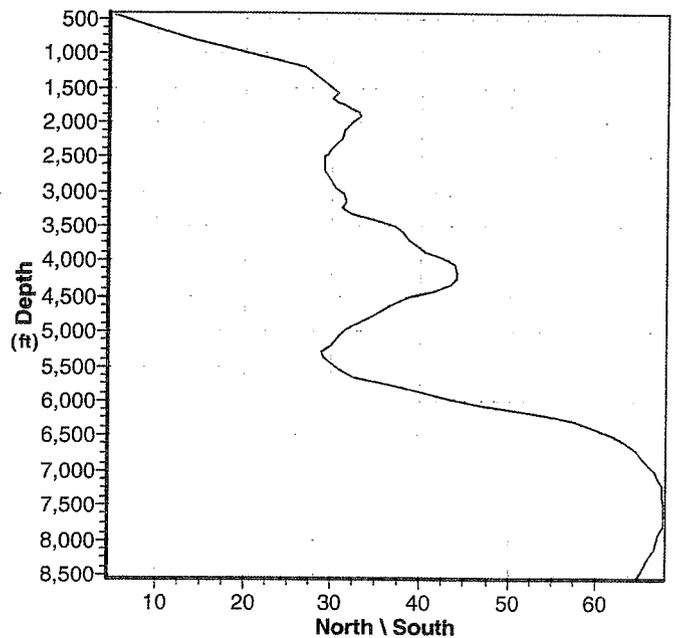
Top View



East - West Cross Section



North - South Cross Section



Directional Surveys

Wellcore

Location Information		
Business Unit	Phase/Area	Surface Location
Operations	Brundage Canyon/Lake Canyon	SENE-28-4S-6W-W30M
Project	Well Name	Main Hole :
Uinta	#7-28-46 DLB	

Bottom Hole Information		Survey Section Details					
UWI	API #	Section	KOP (ft)	KOP Date	TMD (ft)	TVD (ft)	TD Date
SWNE-28-4S-6W-W30M	43-013-33569						

Survey Information		
Survey Company	Direction of Vertical Section (°)	Magnetic Dec. Correction (°)
Weatherford	271.00	12.09

Details											
Extrap.	Depth MD (ft)	Corrected									
		Inclination (°)	Azimuth (°)	TVD (ft)	Sub Sea (ft)	Northings (ft)	N/S	Eastings (ft)	E/W	Vertical Section (ft)	Dog Leg
*	418.00	1.25		417.95	-398.45	4.56	N	0.00	E	0.08	0.30
	804.00	1.50		803.84	-784.34	13.82	N	0.00	E	0.24	0.06
	1200.00	2.25		1199.62	-1180.12	26.78	N	0.00	E	0.47	0.19
	1565.00	1.36	142.61	1564.43	-1544.93	30.50	N	2.63	E	-2.10	0.94
	1660.00	2.81	276.83	1659.36	-1639.86	29.88	N	1.00	E	-0.48	4.09
	1723.00	5.94	279.88	1722.15	-1702.65	30.63	N	3.74	W	4.28	4.98
	1755.00	6.44	282.00	1753.96	-1734.46	31.28	N	7.13	W	7.67	1.72
	1787.00	7.19	279.38	1785.73	-1766.23	31.98	N	10.86	W	11.42	2.54
	1850.00	8.81	274.00	1848.12	-1828.62	32.96	N	19.56	W	20.13	2.83
	1913.00	9.19	266.38	1910.34	-1890.84	32.98	N	29.40	W	29.97	1.98
	1975.00	9.19	267.75	1971.54	-1952.04	32.47	N	39.28	W	39.84	0.35
	2039.00	11.69	266.38	2034.47	-2014.97	31.86	N	50.86	W	51.41	3.93
	2134.00	14.60	270.07	2126.95	-2107.45	31.27	N	72.44	W	72.97	3.19
	2230.00	13.56	268.63	2220.06	-2200.56	31.02	N	95.79	W	96.32	1.14
	2325.00	14.00	267.75	2312.33	-2292.83	30.30	N	118.41	W	118.92	0.51
	2420.00	14.88	269.25	2404.32	-2384.82	29.69	N	142.09	W	142.58	1.01
	2483.00	14.13	268.38	2465.31	-2445.81	29.36	N	157.86	W	158.35	1.24
	2515.00	13.63	267.88	2496.38	-2476.88	29.11	N	165.53	W	166.02	1.61
	2609.00	15.75	271.13	2587.29	-2567.79	28.96	N	189.36	W	189.83	2.42
	2703.00	14.94	269.25	2677.94	-2658.44	29.05	N	214.23	W	214.70	1.01
	2798.00	15.13	272.50	2769.69	-2750.19	29.43	N	238.86	W	239.34	0.91
	2893.00	14.06	269.38	2861.62	-2842.12	29.85	N	262.78	W	263.26	1.40
	2988.00	15.63	272.88	2953.44	-2933.94	30.36	N	287.10	W	287.59	1.90
	3084.00	14.88	271.25	3046.05	-3026.55	31.28	N	312.34	W	312.84	0.90
	3178.00	14.13	269.88	3137.05	-3117.55	31.52	N	335.88	W	336.38	0.88
	3272.00	13.56	268.25	3228.32	-3208.82	31.16	N	358.37	W	358.86	0.73
	3376.00	15.31	275.88	3329.03	-3309.53	32.20	N	384.22	W	384.72	2.48
	3461.00	14.69	276.50	3411.13	-3391.63	34.57	N	406.09	W	406.63	0.75
	3557.00	15.13	274.13	3503.90	-3484.40	36.85	N	430.68	W	431.25	0.78
	3653.00	13.19	270.25	3596.97	-3577.47	37.80	N	454.13	W	454.72	2.25
	3748.00	15.06	273.25	3689.08	-3669.58	38.54	N	477.29	W	477.89	2.11
	3844.00	13.50	270.63	3782.11	-3762.61	39.37	N	500.94	W	501.55	1.76
	3938.00	14.89	274.53	3873.23	-3853.73	40.45	N	523.95	W	524.58	1.79
	4032.00	13.75	275.13	3964.30	-3944.80	42.40	N	547.12	W	547.78	1.22
	4128.00	14.19	271.25	4057.46	-4037.96	43.68	N	570.25	W	570.92	1.08
	4222.00	13.81	270.13	4148.67	-4129.17	43.95	N	592.98	W	593.66	0.50
	4317.00	14.13	269.63	4240.86	-4221.36	43.90	N	615.92	W	616.59	0.36
	4412.00	14.81	267.75	4332.85	-4313.35	43.35	N	639.65	W	640.31	0.87
	4507.00	14.63	263.75	4424.73	-4405.23	41.57	N	663.70	W	664.33	1.09
	4601.00	13.44	261.24	4515.92	-4496.42	38.61	N	686.30	W	686.87	1.42
	4696.00	15.69	268.13	4607.85	-4588.35	36.51	N	710.05	W	710.58	2.99
	4789.00	14.69	266.88	4697.59	-4678.09	35.46	N	734.40	W	734.90	1.13
	4883.00	15.38	267.25	4788.37	-4768.87	34.22	N	758.75	W	759.23	0.74
	4977.00	15.44	267.00	4878.99	-4859.49	32.96	N	783.69	W	784.15	0.09
	5070.00	14.38	266.00	4968.86	-4949.36	31.51	N	807.58	W	808.00	1.17
	5165.00	13.00	270.50	5061.15	-5041.65	30.78	N	830.03	W	830.44	1.83

Directional Surveys

Wellcore

Location Information

Business Unit	Phase/Area	Surface Location
Operations	Brundage Canyon/Lake Canyon	SENE-28-4S-6W-W30M
Project	Well Name	Main Hole :
Uinta	#7-28-46 DLB	

Extrap.	Depth MD (ft)	Inclination (°)	Azimuth (°)	TVD (ft)	Sub Sea (ft)	Northings (ft)	N/S	Eastings (ft)	E/W	Vertical Section (ft)	Dog Leg
	5290.00	13.00	266.25	5182.95	-5163.45	29.98	N	858.12	W	858.51	0.76
	5385.00	15.50	268.25	5275.01	-5255.51	28.90	N	881.47	W	881.84	2.68
	5480.00	17.19	271.88	5366.16	-5346.66	28.97	N	908.19	W	908.55	2.08
	5574.00	14.88	272.25	5456.48	-5436.98	29.90	N	934.13	W	934.51	2.46
	5669.00	12.38	272.38	5548.78	-5529.28	30.80	N	956.49	W	956.88	2.63
	5764.00	12.75	276.38	5641.51	-5622.01	32.39	N	977.09	W	977.50	1.00
	5890.00	11.63	281.13	5764.66	-5745.16	36.38	N	1003.36	W	1003.85	1.19
	5985.00	9.81	277.75	5857.99	-5838.49	39.32	N	1020.78	W	1021.31	2.03
	6080.00	9.81	281.75	5951.60	-5932.10	42.06	N	1036.72	W	1037.30	0.72
	6175.00	10.19	288.25	6045.16	-6025.66	46.34	N	1052.63	W	1053.28	1.25
	6269.00	9.88	285.38	6137.72	-6118.22	51.09	N	1068.30	W	1069.03	0.63
	6364.00	9.13	285.13	6231.41	-6211.91	55.21	N	1083.43	W	1084.23	0.79
	6428.00	8.50	282.00	6294.66	-6275.16	57.52	N	1092.96	W	1093.80	1.24
	6523.00	7.75	279.63	6388.70	-6369.20	60.05	N	1106.14	W	1107.02	0.86
	6617.00	7.06	277.63	6481.91	-6462.41	61.88	N	1118.12	W	1119.03	0.78
	6712.00	6.38	276.88	6576.26	-6556.76	63.29	N	1129.14	W	1130.08	0.72
	6839.00	5.69	273.25	6702.55	-6683.05	64.49	N	1142.44	W	1143.39	0.62
	6965.00	4.94	275.63	6828.01	-6808.51	65.38	N	1154.07	W	1155.04	0.62
	7059.00	4.69	275.63	6921.68	-6902.18	66.15	N	1161.92	W	1162.90	0.27
	7154.00	4.06	273.75	7016.40	-6996.90	66.75	N	1169.14	W	1170.13	0.68
	7249.00	3.94	275.50	7111.17	-7091.67	67.29	N	1175.75	W	1176.74	0.18
	7344.00	3.63	271.00	7205.96	-7186.46	67.65	N	1182.00	W	1183.01	0.45
	7439.00	3.50	271.25	7300.78	-7281.28	67.77	N	1187.91	W	1188.91	0.14
	7533.00	3.00	270.50	7394.62	-7375.12	67.85	N	1193.24	W	1194.24	0.53
	7628.00	2.88	271.38	7489.50	-7470.00	67.93	N	1198.11	W	1199.11	0.13
	7723.00	3.00	269.25	7584.37	-7564.87	67.96	N	1202.98	W	1203.99	0.17
	7818.00	2.75	271.13	7679.25	-7659.75	67.97	N	1207.75	W	1208.75	0.28
	7913.00	2.63	265.88	7774.15	-7754.65	67.86	N	1212.20	W	1213.20	0.29
	8071.00	2.19	264.63	7932.01	-7912.51	67.31	N	1218.82	W	1219.81	0.28
	8261.00	2.38	267.13	8121.86	-8102.36	66.78	N	1226.37	W	1227.35	0.11
	8356.00	2.19	261.75	8216.78	-8197.28	66.42	N	1230.14	W	1231.11	0.30
	8449.00	2.13	264.63	8309.72	-8290.22	66.00	N	1233.62	W	1234.58	0.13
	8544.00	2.13	258.25	8404.65	-8385.15	65.48	N	1237.11	W	1238.06	0.25
	8647.00	2.31	266.38	8507.57	-8488.07	64.95	N	1241.05	W	1242.00	0.35
	8700.00	1.83	270.00	8560.54	-8541.04	64.89	N	1242.96	W	1243.91	0.94

DIVISION OF OIL, GAS AND MINING
Wildcat Well Determination
STATEMENT OF BASIS

Applicant: Bill Barrett Corporation

Location: SENE Sec. 28 T4S, R6W USM, Duchesne County, Utah

WELL NAME: #7-28-46 DLB **API #:** 43-013-33569

FINDINGS

1. The subject well produces from the Wasatch formation according to Division records.
2. The subject well was > 1 mile from known production in the Wasatch formation at the time of first commercial production on February 13, 2008. See Attachment A for summary of historical wells within the one (1) mile area of review.
3. The subject well is approximately 1439' from the SKITZY CNY UTE 1-28-2C well (API # 43-013-30457), 3746' from the SKITZY CNY UTE 1-27-4B well (API # 43-013-30455), and 3815' from the SKITZY CNY UTE 21 1-21-3A well (API # 43-013-30454). These wells were drilled to and tested in the Wasatch formation, but never produced in commercial quantities.
4. The subject well is also approximately 5005' from the 7-21-46 DLB well (API # 43-013-33567) and 1237' from the LC Tribal 8-28-46 well (API # 43-013-33569). The former well produces oil and gas from the Wasatch formation and the latter produces from the Green River formation. Both of these wells were completed after production commenced on the subject well.

CONCLUSIONS

Based on the findings above the Division has determined the #7-28-46 DLB well was drilled into an unknown area for the Wasatch formation. Therefore, the Division finds that this well qualifies for the severance tax exemption under Section 59-5-102(2)(d) for wildcat wells for production from the Wasatch formation. This determination was made in accordance with Oil and Gas General Conservation Rule R649-3-35 and the definition of a wildcat well in R649-1-1.

Reviewer(s): Dustin K. Doucet 

Date: 6/11/2008

CC: Utah State Tax Commission
ATTN: Ken Petersen

ATTACHMENT A

1 Mile Area Of Review

API	Well Name	Well Status	qtr_qtr	Section	Township	Range	cum_oil	cum_gas	field_type_flag	Dx from Well (ft)	Rotary Spud	Date TD Reached	Date First Produced	Producing Formation
4301333567	7-21-46 DLB	P	SWNE	21	040S	060W	0	0	D	5005	12/3/2007	12/21/2007	2/28/2008	Wasatch
4301333576	LC TRIBAL 8-28-46	P	SENE	28	040S	060W	18	0	D	1237	6/5/2007(dry)	10/26/2007	3/5/2008	Green River
4301333569	7-28-46 DLB	P	SENE	28	040S	060W	0	0	W	0	11/12/2007	11/25/2007	2/13/2008	Wasatch
4301330457	SKITZY CYN UTE 1-28-2C	PA	SENE	28	040S	060W	0	0	NA	1168	6/30/1979	7/18/1979	NA	Wasatch
4301330454	SKITZY CYN UTE 21 1-21-3A	PA	NWSE	21	040S	060W	413	2	NA	3815	8/7/1978	9/4/1978	10/1/1978	Wasatch
4301330455	SKITZY CYN UTE 1-27-4B	PA	NESW	27	040S	060W	1397	1206	NA	3746	8/10/1978	9/26/1978	10/1/1978	Wasatch

BillBarret Corporation Wildcat Area of Review #7-28-46 DLB

Legend

wells point

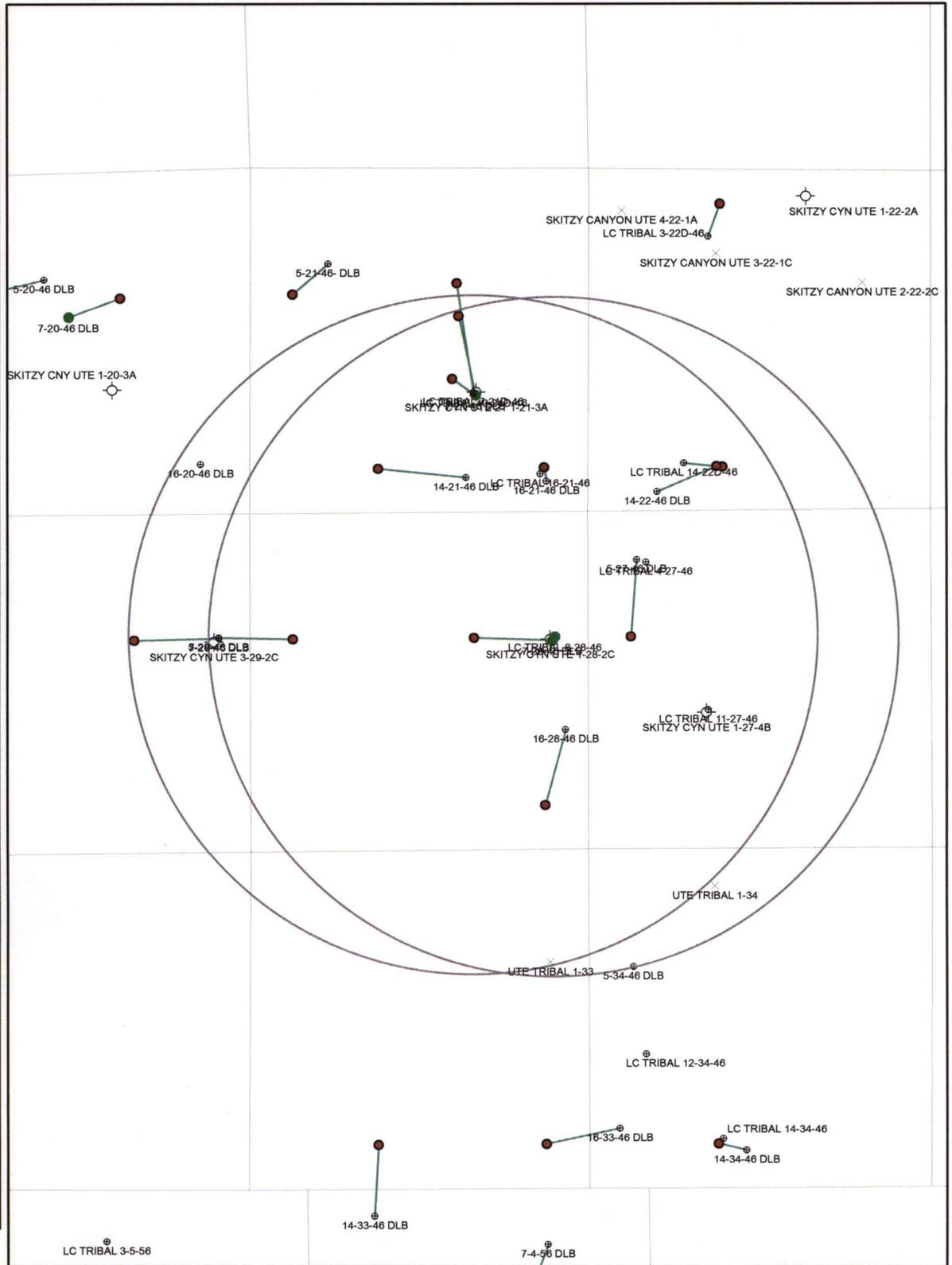
- <all other values>

WELLTYPE

- GIW
- ⊙ GSW
- × LA
- ⊙ LOC
- ⊙ PA
- ⊙ PGW
- POW
- BHL
- ⊙ SGW
- SOW
- ⊙ TA
- TW
- ⊙ WDW
- ⊙ WIW
- WSW
- wellsbhl point

Sections.shp

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED
- topbottom arc



STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

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 checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: BIA-14-20-H62-5500
2. NAME OF OPERATOR: Bill Barrett Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute Indian Tribe
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
PHONE NUMBER: (303) 312-8546		8. WELL NAME and NUMBER: # 7-28-46 DLB
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2028' FNL x 543' FEL		9. API NUMBER: 4301333569
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENE 28 T4S R6W		10. FIELD AND POOL, OR WILDCAT: Altamont
COUNTY: Duchesne		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 (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>Request for "Wildcat"</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>Status</u>

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

Bill Barrett Corporation (BBC) is requesting for "Wildcat" status for # 7-28-46 DLB well. Please find a map showing a one-mile radius around the location, the completion report, and a cross section showing the perms of the # 7-28-46 DLB. The known producing formations for this well are the North Horn (8130' - 8239') and the Wasatch (6490' - 8019'). The # 7-28-46 DLB well was drilled when there was no production from a comparable depth within a 1 mile radius. There is no known geologic structure and BBC has no pressure information available.

Also, attached find a Memorandum dated April 28, 2008 concerning (Re: Tax exemption under Section 59-5-102(2)(d)); the history of the "Blacktail Ridge Area Spacing Orders" from 1971 to present; and a CD disc outlining the well history of BBC current drilled wells in the Blacktail Ridge area. This disc contains complete drilling and completion chronology of the # 7-28-46 DLB. The spacing orders do not address Section 28 of T4S, R6W.

RECEIVED
MAY 02 2008
DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) <u>Reed Haddock</u>	TITLE <u>Permit Analyst</u>
SIGNATURE <u><i>Reed Haddock</i></u>	DATE <u>4/30/2008</u>

(This space for State use only)

**APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING**

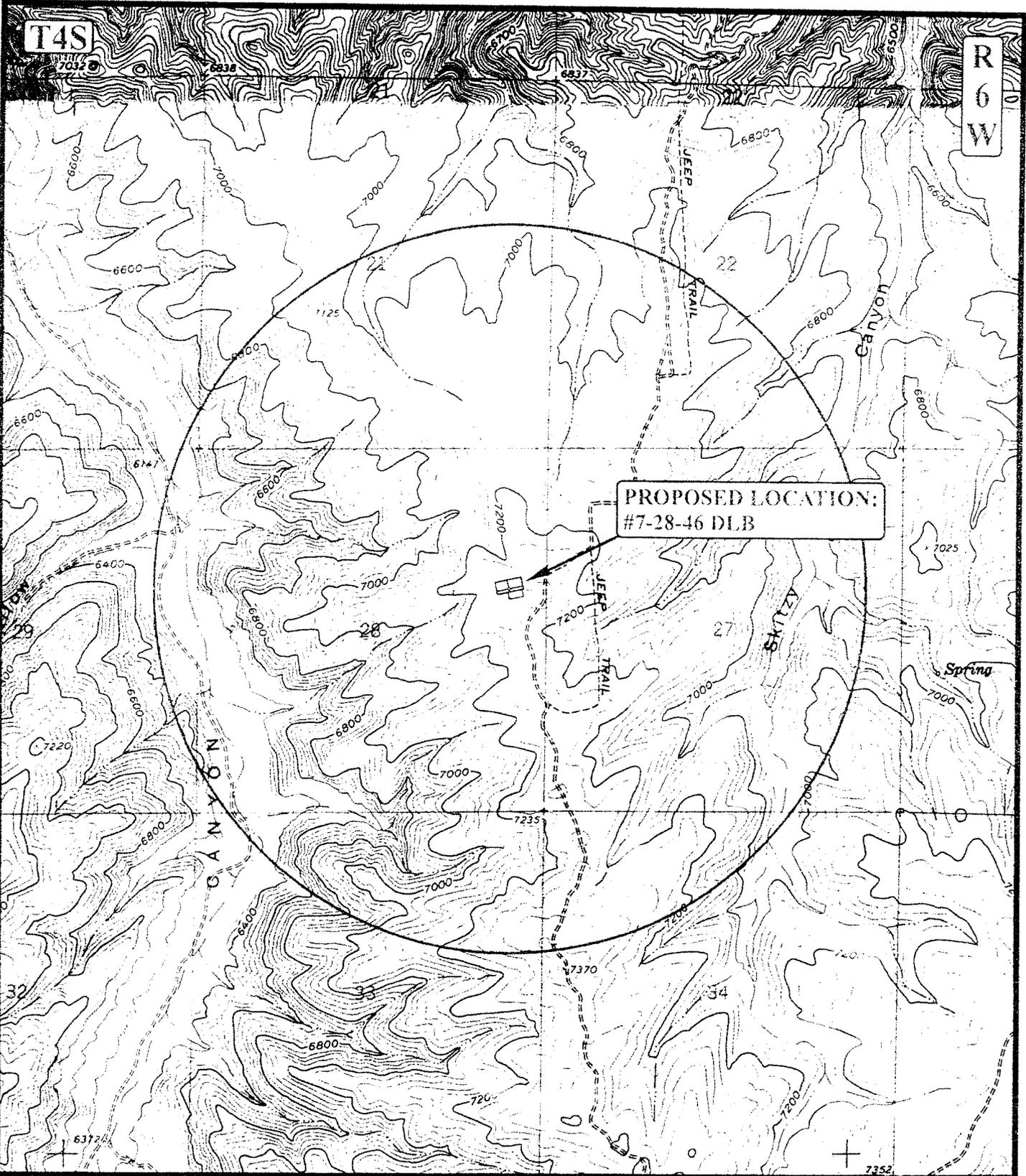
CC: Tax Commission

(5/2000)

DATE: 4/11/08
[Signature] (See Instructions on Reverse Side)
* See attached Statement of Basis

T4S

R6W



PROPOSED LOCATION:
#7-28-46 DLB

LEGEND:

- ⊗ DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- ⊗ WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED

BILL BARRETT CORPORATION

#7-28-46 DLB
SECTION 28, T4S, R6W, U.S.B.&M.
2028' FNL 543' FWL



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



TOPOGRAPHIC	10	27	06
MAP	MONTH	DAY	YEAR
SCALE: 1" = 2000'	DRAWN BY: C.P.		REV: 11-28-06 J.L.G.



Memorandum

To: Utah Division of Oil, Gas and Mining

From: Bill Barrett Corporation
Kurt Reinecke, SVP Exploration
kreinecke@billbarrettcorp.com
303-312-8113

Re: Tax exemption under Section 59-5-102(2)(d)

Date: April 28, 2008

In order to assist in the determination of well classifications for six recently drilled oil wells west of Duchesne, Utah, Bill Barrett Corporation offers the following information.

The overall context for 5 of these 6 wells is that they were drilled as part of a continuous drilling program to determine if results from historically poor, and sub-commercial, producing wells truly did defined the edge of Cedar Rim field. Additionally, since these wells were drilled as part of a continuous program, Bill Barrett Corporation was unable to evaluate the completion results on some of its wells prior to drilling the successive location, thereby further increasing the commercial risk. Results from these 6 high risk wells has encouraged us that we can indeed extend this field beyond its present limits, however we have paid the price for this exploration work via several apparently non-commercial wells.

1. **7-7-46 BTR**

- a. Classification: Wildcat
- b. Location (2323 FSL x 2465 FEL sec. 7 T4S, R6W) – This well was spud on 7/14/2007. When drilled, no other well was located within 1 mile of its bottom hole location (2141 FNL x 2043 FEL), see attached forms, cross section and associated map. The 7-7-46 BTR is completed in generally the same Green River – Wasatch interval as wells to the north, but we also have been completing deeper zones. This well was a significant southwesterly step out from previous uneconomic drilling that had defined the edge of Cedar Rim field for 20 years. This well supports the idea that the field is a fractured stratigraphic oil trap and not a known geologic structure.

2. **12-36-36 BTR**

- a. Classification: Development [no forms submitted]
- b. Location (1837 FSL x 704 FWL sec. 36 T3S R6W) – This well was spud 10/8/2007, and is considered development because current production exists within 1 mile of the location (see attached map on cross section). However because the well was a step out away from known production, and also drilled to test deeper potential horizons, it is considered a high risk development well.

3. 7-28-46 DLB

- a. Classification: Wildcat
- b. Location (2028 FNL x 543 FEL sec. 28 T4S R6W) – This well was spud on 11/12/2007. When drilled, no other producing well was located within 1 mile of its bottom hole location (1963 FNL x 1786 FEL), see attached forms and Exhibit A. Four wells had been drilled within 1 mile during the 1978-79 timeframe. Results from these wells showed either no production to minor sub-economic production. The 7-28-46 DLB is completed in generally the same Green River – Wasatch interval as wells to the north, but we also have been completing deeper zones (see cross section). This well was a significant southwesterly step out from previous uneconomic drilling that had defined the edge of Cedar Rim field for 20 years. This well supports the idea that the field is a fractured stratigraphic oil trap and not a known geologic structure.

4. 7-21-46 DLB

- a. Classification: Wildcat
- b. Location (1795 FSL x 1718 FEL sec. 21 T4S R6W) – This well was spud 12/2/2007 directly after the 7-28-46 BTR, only the typical non-descript openhole logs were available, no completion work had yet been performed on 7-28-46 DLB. Two historical wells had been drilled within 1 mile during the 1978-79 timeframe. Results from these wells showed either no production to minor sub-economic production. The 7-21-46 DLB is completed in generally the same Green River – Wasatch interval as wells to the north, but we also have been completing deeper zones (see cross section). This well was a significant southwesterly step out from previous uneconomic drilling that had defined the edge of Cedar Rim field for 20 years. This well supports the idea that the field is a fractured stratigraphic oil trap and not a known geologic structure.

5. 5-5-46 BTR

- a. Classification: Wildcat
- b. Location (1718 FNL x 640 FWL sec. 5 T4S R6W) – This well was spud 12/7/2007. When this well was drilled two wells had been drilled within the 1 mile radius. Both these wells, drilled in 1985 and 1996, yielded sub-commercial quantities of production supporting the conclusion that these wells helped defined the southwestern edge of Cedar Rim field. The 5-5-46 BTR was a high risk well that challenged the field edge concept and was completed in a similar Green River – Wasatch interval as the two historical wells, but used hydraulic fracturing to stimulate the wellbore. This well supports the idea that the field is a fractured stratigraphic oil trap and not a known geologic structure.

6. **7-20-46 DLB**

- a. Classification: Wildcat
- b. Location (2250 FNL x 2500 FWL sec 20 T4S R6W) – This well was spud on 12/28/2007. When this well was drilled 1 historical well existed within 1 mile. This well, drilled in 1979, produced sub-commercial amounts of oil and gas. The newly drilled 7-21-46 DLB also existed within the 1 mile radius but this well had not been completed at the time drilling commenced on the 7-20-46 DLB. The 7-20-46 DLB is completed in generally the same Green River – Wasatch interval as wells to the north, but we also have been completing deeper zones (see cross section). This well was a significant southwesterly step out from previous uneconomic drilling that had defined the edge of Cedar Rim field for 20 years. This well supports the idea that the field is a fractured stratigraphic oil trap and not a known geologic structure.

Explanation of Cross Section

- This display shows both newly drilled wells by BBC, as well as historical wells. Note how BBC well are generally drilled deeper than historical wells.
- Gamma ray and resistivity curves are presented.
- Log headers show well name and surface locations.
- Formation correlations used by Bill Barrett Corporation are indicated.
- Red markings to the left of the depth column on each well indicate where the well is completed.
- If production existed then the cumulative amount in BOE is shown along with the decline curve graph below the logs.
- The current operator is also shown below the logs.

The map in the lower right hand corner shows the general north to south cross section line.

- One mile radius circles, centered on the bottom hole location, are shown for each well that Bill Barrett Corporation has drilled.
- Posted at the well symbol is the well number on top and the cumulative production in MMBOE below the well symbol.
- The color highlight at each symbol shows a color representation of the wells cumulative MMBOE.



Bill Barrett Corporation

BLACKTAIL RIDGE AREA SPACING ORDERS

Date: April 28, 2008

To: Doug Gundry-White

I. Second Amended Spacing Order – April 23, 2008 Hearing

Cause

139-83

Summary of Order – Spacing Rules

Wells located anywhere in section, 660' from the section lines and no closer than 1,320' from any well producing from the same formation.

Lands

Township 3 South, Range 5 West, USM
Sections 1 to 36

Township 4 South, Range 5 West, USM
Sections 1 to 6

Township 3 South, Range 6 West, USM
Sections 1 to 12

Township 3 South, Range 7 West, USM
Sections 1 to 12, 14 to 23, 26 to 29, and 32 to 35

II. Spacing Rules Previously in Effect in Blacktail Ridge Area Lower Green River to Base of the Wasatch (640 acre units)

Cause

139-77

Summary of Order – Spacing Rules

Wells located anywhere in section, 660' from the section lines and no closer than 1,320' from any well producing from the same formation.

139-42

Two wells allowed in each section, located at least 1,320' from any existing well and 660' from unit boundary (section line).

139-8

Wells to be located in the center of the NE $\frac{1}{4}$ with tolerance of 660' in any direction (also applies to #139-17 lands).

140-6

Wells to be located in the SW $\frac{1}{4}$ NE $\frac{1}{4}$ with a tolerance of 660' in any direction.

Statewide Rules Wells to be located in center of 40 acre qtr-qtr, with tolerance of 200' in any direction (Utah Administrative Rule R649-3-2)

III. Prior Spacing Orders and Lands

1. BBC Spacing Order #139-77 (June 18, 2007)

All wells shall be drilled 660' from the boundaries of the unit (section) and no closer than 1,320' from a well producing from the same formations without an exception location. No more than 2 wells producing from the Lower Green River - Wasatch formations without Board authorization.

3S	6W	15, 16, 17, 18, 19, 20, 21, 22 and 27, 28, 29, 30, 31, 32, 33, 34	All	Amends #139-8 for Sections 13, 14, 23,24, 25, 26, 35, 36; amends #139-42 for all lands; amends 140-6 for 13, 24, 25, 36
4S	6W	3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18	All	Amends #139-17 for Sections 3 to 18; amends #139-42 for all lands
3S	7W	13, 24, 25 and 36	All	Amends #140-15 for 13 and 25; amends #139-42 and 140-6 for all lands

2. Spacing Order 139-42 (April 1, 1985)

Effective 4-12-1985, prior orders in Cause Nos. 139-3; 139-4; 139-5; 139-8; 139-17 (Altamont); 131-11; 131-14; 131-24; 131-27; 131-32; 131-33; 131-34; 131-45; 131-55 (Bluebell); 140-6; and 140-7 (Cedar Rim-Sink Draw) are modified as of 4-12-1985 to allow for Additional Wells to be drilled in each section. The lower Green River/Wasatch formation is a pool as defined in Utah Code Ann. § 40-6-2(9) (1953, as amended).

Two wells may be drilled in each section based on geologic and engineering data to justify the additional well for recovery when economically feasible. Any additional well must be located at least 1,320' from the existing well on the unit and not closer than 660' from the boundary of the unit; and no two wells may be drilled in the same quarter section. All prior orders not consistent with this order are vacated (but existing orders that specify location of the initial wells in each section are not vacated).

3S	5W	1 to 36	All	Not amended by #139-77 To be amended by April 2008 BBC Application for Sections 1 to 36
3S	6W	1 to 36	All	Amended by #139-77 for Sections 13 to 36 To be amended by April 2008 BBC Application for Sections 1 to 12
3S	7W	1 to 36	All	Amended by #139-77 for Sections 13, 24, 25 and 36 To be amended by April 2008 BBC Application for Sections 1 to 12; 14 to 23; 26, 27, 28, 29, 32, 33, 34 and 35

3. Spacing Order 139-8

(September 20, 1972)

640 acre drilling units established from top of the Lower Green River to base of the Green River-Wasatch formation.

Amends prior Orders entered in Causes 139-3; 139-4; and 139-5.

Spaced interval is now defined as from the top of the Lower Green River formation (TGR3 marker) to the base of the Green River-Wasatch formation (top of Cretaceous) by reference to the stratigraphic equivalent referenced against the Shell - Ute 1-18B5 and Brotherson 1-11B4 wells.

Permitted wells shall be located in the center of the NE $\frac{1}{4}$ of the section comprising the drilling unit, with a tolerance of 660' in any direction, except for exceptions granted without a hearing for topography.

All prior orders not consistent with this order are hereby vacated.

4S	5W	1, 2, 3, 4, 5, 6	All	Amended by BBC Spacing Order #139-77
4S	6W	1 and 2		

4. Spacing Order 140-6

(August 11, 1971)

Makes permanent the one year spacing order in Cause No. 140-1 (8-19-1970), which set section drilling units for Lower Green River and Wasatch Formations on the lands in Section 3S-6W and 3S-7W (described below), and sets tolerance for each well as 220' from center of the SW $\frac{1}{4}$ NE $\frac{1}{4}$ of each section on 640 acre spacing for Green River and Wasatch.

The Board made findings that there is communication between wells in adjacent sections and that one well will effectively drain the oil in one section.

By Order entered 2-17-1971 in Cause No. 140-4, Order 140-1 was extended and enlarged to include lands in 2S-7W (31 to 35); 2S-8W (31 to 36); 3S-7W (2 to 7 and 18, 19, 30 and 31); and 3S-8W (1 to 36).

The Order is now made permanent that drilling units shall be located in the center of the SW¼NE¼ of each section with a tolerance of 660' in any direction.

3S	6W	7, 8, 9, 10	All	Not Amended by #139-77 To be amended by April 2008 BBC Application for Sections 7, 8, 9 and 10
3S	7W	1, 2, 3, 4, 5, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 32, 33, 34, 35, 36		Amended by #139-77 for Sections 13, 24, 25 and 36 To be amended by April 2008 BBC Application for Sections 1 to 12; 14 to 23; 26, 27, 28, 29, 32, 33, 34 and 35

5. Statewide Rules - Lands not Subject to Spacing Orders

4S	5W	7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18	All	State Location (Siting) Rules.
4S	7W	1, 2, 3, 4, 5, 8, 9, 10, 11, 12, 13, 14, 15, 16		State Location (Siting) Rules.

IV. Notice Requirements – Spacing Area and Adjacent Lands

Under Order #139-77, working interest owners and operators of *adjacent* drilling units impacted by modification of the 660' tolerance window (under Order #140-6) were also notified, including Sections 7 to 11 of T3S, R6W and Section 12 of T3S, R7W.

By the same logic, the *adjacent* working interest owners and operators of the lands subject to Order #140-6 (which includes the lands from #140-1 and #140-4) should also be notified, including:

- T3S, R7W Sections 30 and 31
- T3S, R8W Sections 1, 12, 13, 24, 25 and 36
- T2S, R7W Sections 31 to 36
- T2S, R8W Section 36

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
BIA-14-20-H62-5500

1a. Type of Well Oil Well Gas Well Dry Other
 b. Type of Completion: New Well Work Over Deepen Plug Back Diff. Resrv.,
 Other: _____

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe
7. Unit or CA Agreement Name and No.
N/A

2. Name of Operator
Bill Barrett Corporation

8. Lease Name and Well No.
7-28-46 DLB

3. Address 1099 18th Street, Suite 2300
Denver, CO 80202

3a. Phone No. (include area code)
(303) 312-8546

9. API Well No.
43-013-33569

4. Location of Well (Report location clearly and in accordance with Federal requirements)*

2028' FNL x 543' FEL
At surface SE/4, NE/4, Sec. 28, T4S, R6W

1969' FNL x 1644' FEL, SW/4, NE/4, Sec. 28, T4S, R6W

At top prod. interval reported below

At total depth 1963' FNL x 1786' FEL, SW/4, NE/4, Sec. 28, T4S, R6W

10. Field and Pool or Exploratory
Altamont

11. Sec., T., R., M., on Block and
Survey or Area Sec. 28, T4S, R6W

12. County or Parish Duchesne County
13. State UT

14. Date Spudded
11/12/2007

15. Date T.D. Reached
11/25/2007

16. Date Completed 02/13/2008
 D & A Ready to Prod.

17. Elevations (DF, RKB, RT, GL)*
7278' GL

18. Total Depth: MD 8,700'
TVD 8,561'

19. Plug Back T.D.: MD
TVD

20. Depth Bridge Plug Set: MD
TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
Baker Hughes HRI/CNL/GR; PerfLog CBL/GR

22. Was well cored? No Yes (Submit analysis)
Was DST run? No Yes (Submit report)
Directional Survey? No Yes (Submit copy)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
20"	16"Conduct.	1/4" wall	Surface	40'		Grout Cmt.		0'	
12 1/4"	9 5/8 - J-55	36 lbs.	Surface	1516'		329 sxs - Lt. Pre		0'	
7 7/8"	5 1/2" P110	17 lbs.	Surface	8688'		1080 sxs - HLC			

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2 7/8"	6752'							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) North Horn	8130'	8239'	7,957' - 8,239'	0.42"	33	Open
B) Wasatch	6490'	8019'	7,573' - 7,846'	0.42"	36	Open
C)			7,212' - 7,407'	0.42"	21	Open
D)			6,934' - 7,108'	0.42"	33	Open

27. Acid, Fracture, Treatment, Cement Squeeze, etc.

Depth Interval	Amount and Type of Material
7,957' - 8,239'	2081 bbls. of slickwater, 165,201 lbs. 20 - 40 sand, 5000 100 mesh sand.
7,573' - 7,846'	
7,212' - 7,407'	1369 bbls. of slickwater, 104,082 lbs. 20 - 40 sand, 5000 100 mesh sand.
6,934' - 7,108'	

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
2/13/08	3/1/08	24	→	40.92	0	42	50	N/A	Pumping
Choke Size	Tbg. Press. Flwg.	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
64/64	SI 200	150	→	40.92	0	42	N/A	Producing	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg.	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
	SI		→						

*(See instructions and spaces for additional data on page 2)

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production ➔	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate ➔	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production ➔	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate ➔	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	

29. Disposition of Gas (Solid, used for fuel, vented, etc.)

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof. Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				TGR3	3773'
				Douglas Creek Black Shale Marker	4606' 5254'
				Castle Peak	5571'
				Ute Land Butte	5925'
				Wasatch	6143'
				North Horn	8066'
				TD	8700'

32. Additional remarks (include plugging procedure):

33. Indicate which items have been attached by placing a check in the appropriate boxes:

- Electrical/Mechanical Logs (1 full set req'd.)
 Geologic Report
 DST Report
 Directional Survey
 Sundry Notice for plugging and cement verification
 Core Analysis
 Other:

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions)*

Name (please print) Reed Haddock Title Permit Analyst
 Signature Reed Haddock Date 03/20/2008

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.

26. PERFORATION RECORD (cont.)				
INTERVAL (Top/Bot-MD)		SIZE	NO. HOLES	PERFORATION STATUS
6,689'	6,866'	0.420"	36	Open
6,490'	6,637'	0.420"	30	Open

27. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)	
DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
6,689' - 6,866'	1777 bbls. of slickwater, 141,603 lbs. 20 - 40 sand, 5000 100 mesh sand.
6,490' - 6,637'	1029 bbls. of slickwater, 86,032 lbs. 20 - 40 sand, 5000 100 mesh sand.

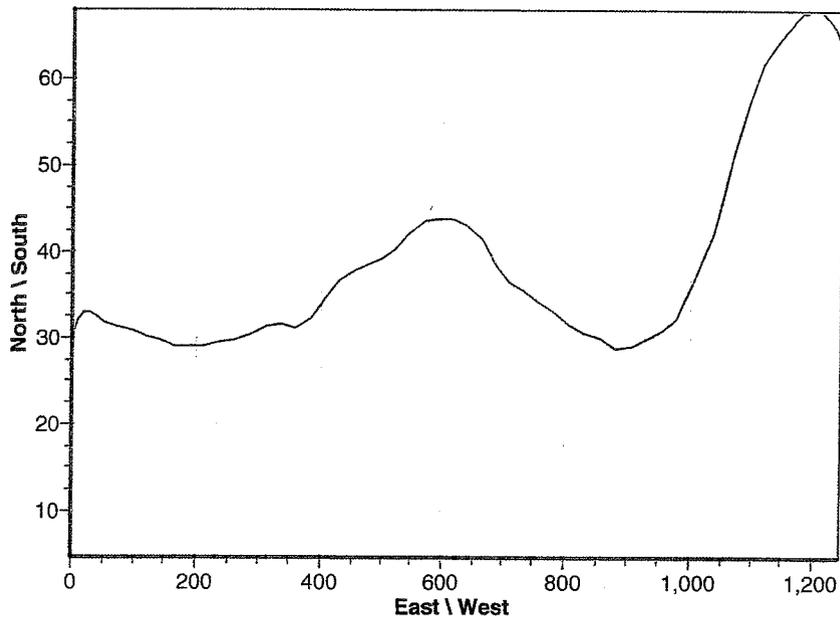
Directional Plots

Wellcore

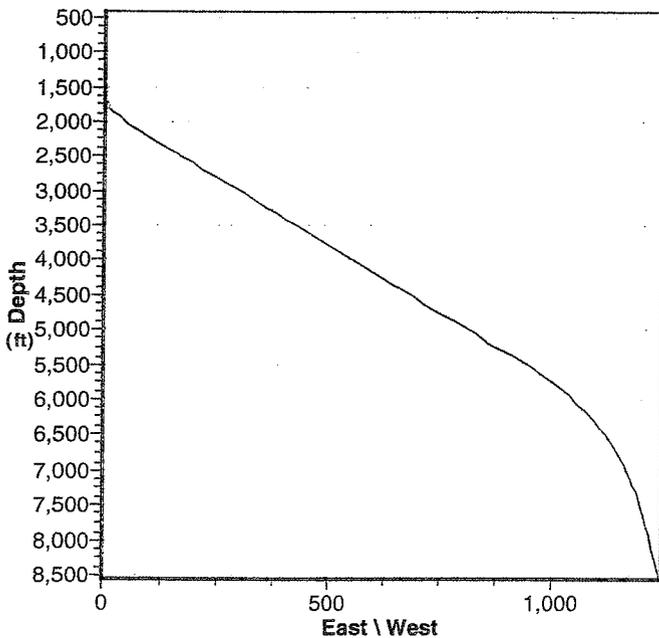
Location Information

Business Unit :	Well :	API #/License :
Operations	#7-28-46 DLB	43-013-33569
Project :	Surface Location :	
Uinta	SENE-28-4S-6W-W30M	
Phase/Area :	Bottom Hole Location :	
Brundage Canyon/Lake Canyon	SWNE-28-4S-6W-W30M	

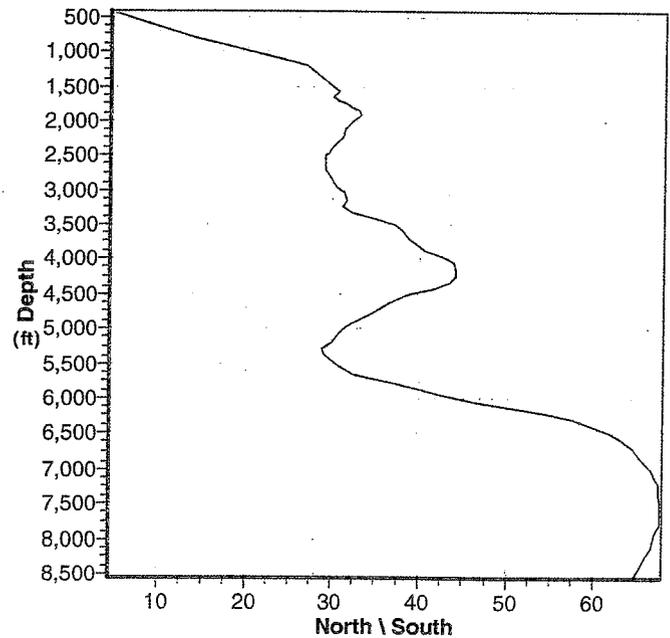
Top View



East - West Cross Section



North - South Cross Section



Directional Surveys

Wellcore

Location Information

Business Unit	Phase/Area	Surface Location
Operations	Brundage Canyon/Lake Canyon	SENE-28-4S-6W-W30M
Project	Well Name	Main Hole :
Uinta	#7-28-46 DLB	

Bottom Hole Information

UWI	API #
SWNE-28-4S-6W-W30M	43-013-33569

Survey Section Details

Section	KOP (ft)	KOP Date	TMD (ft)	TVD (ft)	TD Date

Survey Information

Survey Company	Direction of Vertical Section (°)	Magnetic Dec. Correction (°)
Weatherford	271.00	12.09

Details

Extrap.	Corrected										
	Depth MD (ft)	Inclination (°)	Azimuth (°)	TVD (ft)	Sub Sea (ft)	Northings (ft)	N/S	Eastings (ft)	E/W	Vertical Section (ft)	Dog Leg
*	418.00	1.25		417.95	-398.45	4.56	N	0.00	E	0.08	0.30
	804.00	1.50		803.84	-784.34	13.82	N	0.00	E	0.24	0.06
	1200.00	2.25		1199.62	-1180.12	26.78	N	0.00	E	0.47	0.19
	1565.00	1.36	142.61	1564.43	-1544.93	30.50	N	2.63	E	-2.10	0.94
	1660.00	2.81	276.83	1659.36	-1639.86	29.88	N	1.00	E	-0.48	4.09
	1723.00	5.94	279.88	1722.15	-1702.65	30.63	N	3.74	W	4.28	4.98
	1755.00	6.44	282.00	1753.96	-1734.46	31.28	N	7.13	W	7.67	1.72
	1787.00	7.19	279.38	1785.73	-1766.23	31.98	N	10.86	W	11.42	2.54
	1850.00	8.81	274.00	1848.12	-1828.62	32.96	N	19.56	W	20.13	2.83
	1913.00	9.19	266.38	1910.34	-1890.84	32.98	N	29.40	W	29.97	1.98
	1975.00	9.19	267.75	1971.54	-1952.04	32.47	N	39.28	W	39.84	0.35
	2039.00	11.69	266.38	2034.47	-2014.97	31.86	N	50.86	W	51.41	3.93
	2134.00	14.60	270.07	2126.95	-2107.45	31.27	N	72.44	W	72.97	3.19
	2230.00	13.56	268.63	2220.06	-2200.56	31.02	N	95.79	W	96.32	1.14
	2325.00	14.00	267.75	2312.33	-2292.83	30.30	N	118.41	W	118.92	0.51
	2420.00	14.88	269.25	2404.32	-2384.82	29.69	N	142.09	W	142.58	1.01
	2483.00	14.13	268.38	2465.31	-2445.81	29.36	N	157.86	W	158.35	1.24
	2515.00	13.63	267.88	2496.38	-2476.88	29.11	N	165.53	W	166.02	1.61
	2609.00	15.75	271.13	2587.29	-2567.79	28.96	N	189.36	W	189.83	2.42
	2703.00	14.94	269.25	2677.94	-2658.44	29.05	N	214.23	W	214.70	1.01
	2798.00	15.13	272.50	2769.69	-2750.19	29.43	N	238.86	W	239.34	0.91
	2893.00	14.06	269.38	2861.62	-2842.12	29.85	N	262.78	W	263.26	1.40
	2988.00	15.63	272.88	2953.44	-2933.94	30.36	N	287.10	W	287.59	1.90
	3084.00	14.88	271.25	3046.05	-3026.55	31.28	N	312.34	W	312.84	0.90
	3178.00	14.13	269.88	3137.05	-3117.55	31.52	N	335.88	W	336.38	0.88
	3272.00	13.56	268.25	3228.32	-3208.82	31.16	N	358.37	W	358.86	0.73
	3376.00	15.31	275.88	3329.03	-3309.53	32.20	N	384.22	W	384.72	2.48
	3461.00	14.69	276.50	3411.13	-3391.63	34.57	N	406.09	W	406.63	0.75
	3557.00	15.13	274.13	3503.90	-3484.40	36.85	N	430.68	W	431.25	0.78
	3653.00	13.19	270.25	3596.97	-3577.47	37.80	N	454.13	W	454.72	2.25
	3748.00	15.06	273.25	3689.08	-3669.58	38.54	N	477.29	W	477.89	2.11
	3844.00	13.50	270.63	3782.11	-3762.61	39.37	N	500.94	W	501.55	1.76
	3938.00	14.89	274.53	3873.23	-3853.73	40.45	N	523.95	W	524.58	1.79
	4032.00	13.75	275.13	3964.30	-3944.80	42.40	N	547.12	W	547.78	1.22
	4128.00	14.19	271.25	4057.46	-4037.96	43.68	N	570.25	W	570.92	1.08
	4222.00	13.81	270.13	4148.67	-4129.17	43.95	N	592.98	W	593.66	0.50
	4317.00	14.13	269.63	4240.86	-4221.36	43.90	N	615.92	W	616.59	0.36
	4412.00	14.81	267.75	4332.85	-4313.35	43.35	N	639.65	W	640.31	0.87
	4507.00	14.63	263.75	4424.73	-4405.23	41.57	N	663.70	W	664.33	1.09
	4601.00	13.44	261.24	4515.92	-4496.42	38.61	N	686.30	W	686.87	1.42
	4696.00	15.69	268.13	4607.85	-4588.35	36.51	N	710.05	W	710.58	2.99
	4789.00	14.69	266.88	4697.59	-4678.09	35.46	N	734.40	W	734.90	1.13
	4883.00	15.38	267.25	4788.37	-4768.87	34.22	N	758.75	W	759.23	0.74
	4977.00	15.44	267.00	4878.99	-4859.49	32.96	N	783.69	W	784.15	0.09
	5070.00	14.38	266.00	4968.86	-4949.36	31.51	N	807.58	W	808.00	1.17
	5165.00	13.00	270.50	5061.15	-5041.65	30.78	N	830.03	W	830.44	1.83

Directional Surveys

Wellcore

Location Information		
Business Unit	Phase/Area	Surface Location
Operations	Brundage Canyon/Lake Canyon	SENE-28-4S-6W-W30M
Project	Well Name	Main Hole :
Uinta	#7-28-46 DLB	

Extrap.	Depth MD (ft)	Inclination (°)	Azimuth (°)	TVD (ft)	Sub Sea (ft)	Northings (ft)	N/S	Eastings (ft)	E/W	Vertical Section (ft)	Dog Leg
	5290.00	13.00	266.25	5182.95	-5163.45	29.98	N	858.12	W	858.51	0.76
	5385.00	15.50	268.25	5275.01	-5255.51	28.90	N	881.47	W	881.84	2.68
	5480.00	17.19	271.88	5366.16	-5346.66	28.97	N	908.19	W	908.55	2.08
	5574.00	14.88	272.25	5456.48	-5436.98	29.90	N	934.13	W	934.51	2.46
	5669.00	12.38	272.38	5548.78	-5529.28	30.80	N	956.49	W	956.88	2.63
	5764.00	12.75	276.38	5641.51	-5622.01	32.39	N	977.09	W	977.50	1.00
	5890.00	11.63	281.13	5764.66	-5745.16	36.38	N	1003.36	W	1003.85	1.19
	5985.00	9.81	277.75	5857.99	-5838.49	39.32	N	1020.78	W	1021.31	2.03
	6080.00	9.81	281.75	5951.60	-5932.10	42.06	N	1036.72	W	1037.30	0.72
	6175.00	10.19	288.25	6045.16	-6025.66	46.34	N	1052.63	W	1053.28	1.25
	6269.00	9.88	285.38	6137.72	-6118.22	51.09	N	1068.30	W	1069.03	0.63
	6364.00	9.13	285.13	6231.41	-6211.91	55.21	N	1083.43	W	1084.23	0.79
	6428.00	8.50	282.00	6294.66	-6275.16	57.52	N	1092.96	W	1093.80	1.24
	6523.00	7.75	279.63	6388.70	-6369.20	60.05	N	1106.14	W	1107.02	0.86
	6617.00	7.06	277.63	6481.91	-6462.41	61.88	N	1118.12	W	1119.03	0.78
	6712.00	6.38	276.88	6576.26	-6556.76	63.29	N	1129.14	W	1130.08	0.72
	6839.00	5.69	273.25	6702.55	-6683.05	64.49	N	1142.44	W	1143.39	0.62
	6965.00	4.94	275.63	6828.01	-6808.51	65.38	N	1154.07	W	1155.04	0.62
	7059.00	4.69	275.63	6921.68	-6902.18	66.15	N	1161.92	W	1162.90	0.27
	7154.00	4.06	273.75	7016.40	-6996.90	66.75	N	1169.14	W	1170.13	0.68
	7249.00	3.94	275.50	7111.17	-7091.67	67.29	N	1175.75	W	1176.74	0.18
	7344.00	3.63	271.00	7205.96	-7186.46	67.65	N	1182.00	W	1183.01	0.45
	7439.00	3.50	271.25	7300.78	-7281.28	67.77	N	1187.91	W	1188.91	0.14
	7533.00	3.00	270.50	7394.62	-7375.12	67.85	N	1193.24	W	1194.24	0.53
	7628.00	2.88	271.38	7489.50	-7470.00	67.93	N	1198.11	W	1199.11	0.13
	7723.00	3.00	269.25	7584.37	-7564.87	67.96	N	1202.98	W	1203.99	0.17
	7818.00	2.75	271.13	7679.25	-7659.75	67.97	N	1207.75	W	1208.75	0.28
	7913.00	2.63	265.88	7774.15	-7754.65	67.86	N	1212.20	W	1213.20	0.29
	8071.00	2.19	264.63	7932.01	-7912.51	67.31	N	1218.82	W	1219.81	0.28
	8261.00	2.38	267.13	8121.86	-8102.36	66.78	N	1226.37	W	1227.35	0.11
	8356.00	2.19	261.75	8216.78	-8197.28	66.42	N	1230.14	W	1231.11	0.30
	8449.00	2.13	264.63	8309.72	-8290.22	66.00	N	1233.62	W	1234.58	0.13
	8544.00	2.13	258.25	8404.65	-8385.15	65.48	N	1237.11	W	1238.06	0.25
	8647.00	2.31	266.38	8507.57	-8488.07	64.95	N	1241.05	W	1242.00	0.35
	8700.00	1.83	270.00	8560.54	-8541.04	64.89	N	1242.96	W	1243.91	0.94

DIVISION OF OIL, GAS AND MINING
Wildcat Well Determination
STATEMENT OF BASIS

Applicant: Bill Barrett Corporation

Location: SENE Sec. 28 T4S, R6W USM, Duchesne County, Utah

WELL NAME: #7-28-46 DLB **API #:** 43-013-33569

FINDINGS

1. The subject well produces from the Wasatch formation according to Division records.
2. The subject well was > 1 mile from known production in the Wasatch formation at the time of first commercial production on February 13, 2008. See Attachment A for summary of historical wells within the one (1) mile area of review.
3. The subject well is approximately 1439' from the SKITZY CNY UTE 1-28-2C well (API # 43-013-30457), 3746' from the SKITZY CNY UTE 1-27-4B well (API # 43-013-30455), and 3815' from the SKITZY CNY UTE 21 1-21-3A well (API # 43-013-30454). These wells were drilled to and tested in the Wasatch formation, but never produced in commercial quantities.
4. The subject well is also approximately 5005' from the 7-21-46 DLB well (API # 43-013-33567) and 1237' from the LC Tribal 8-28-46 well (API # 43-013-33569). The former well produces oil and gas from the Wasatch formation and the latter produces from the Green River formation. Both of these wells were completed after production commenced on the subject well.

CONCLUSIONS

Based on the findings above the Division has determined the #7-28-46 DLB well was drilled into an unknown area for the Wasatch formation. Therefore, the Division finds that this well qualifies for the severance tax exemption under Section 59-5-102(2)(d) for wildcat wells for production from the Wasatch formation. This determination was made in accordance with Oil and Gas General Conservation Rule R649-3-35 and the definition of a wildcat well in R649-1-1.

Reviewer(s): Dustin K. Doucet 

Date: 6/11/2008

CC: Utah State Tax Commission
ATTN: Ken Petersen

ATTACHMENT A

1 Mile Area Of Review

API	Well Name	Well Status	qtr_qtr	Section	Township	Range	cum_oil	cum_gas	field_type_flag	Dx from Well (ft)	Rotary Spud	Date TD Reached	Date First Produced	Producing Formation
4301333567	7-21-46 DLB	P		SWNE 21	040S	060W	0	0	D	5005	12/3/2007	12/21/2007	2/28/2008	Wasatch
4301333576	LC TRIBAL 8-28-46	P		SENE 28	040S	060W	18	0	D	1237	6/5/2007(dry)	10/26/2007	3/5/2008	Green River
4301333569	7-28-46 DLB	P		SENE 28	040S	060W	0	0	W	0	11/12/2007	11/25/2007	2/13/2008	Wasatch
4301330457	SKITZY CYN UTE 1-28-2C	PA		SENE 28	040S	060W	0	0	NA	1168	6/30/1979	7/18/1979	NA	Wasatch
4301330454	SKITZY CYN UTE 21 1-21-3A	PA		NWSE 21	040S	060W	413	2	NA	3815	8/7/1978	9/4/1978	10/1/1978	Wasatch
4301330455	SKITZY CYN UTE 1-27-4B	PA		NESW 27	040S	060W	1397	1206	NA	3746	8/10/1978	9/26/1978	10/1/1978	Wasatch

BillBarret Corporation Wildcat Area of Review #7-28-46 DLB

Legend

wells point

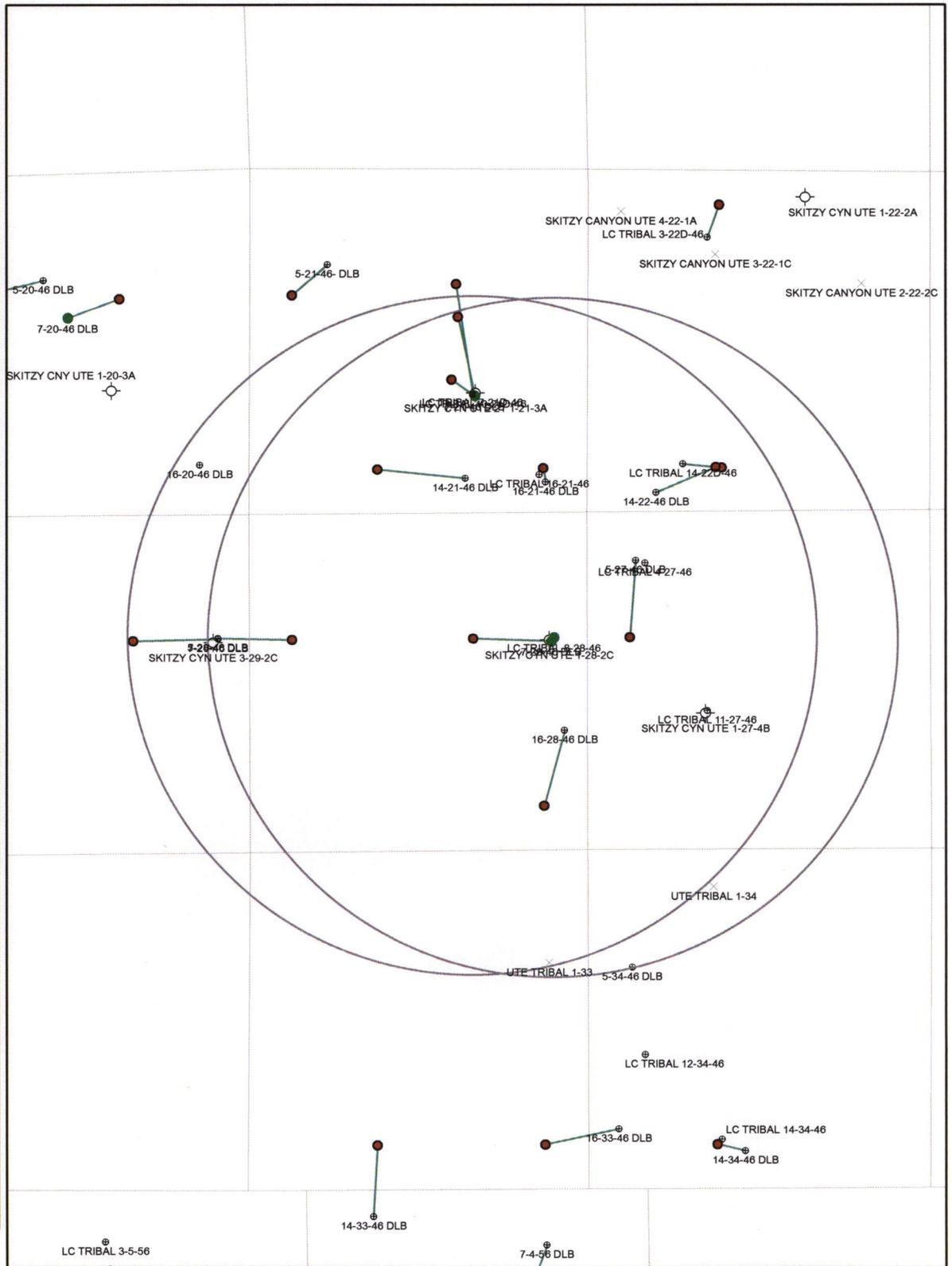
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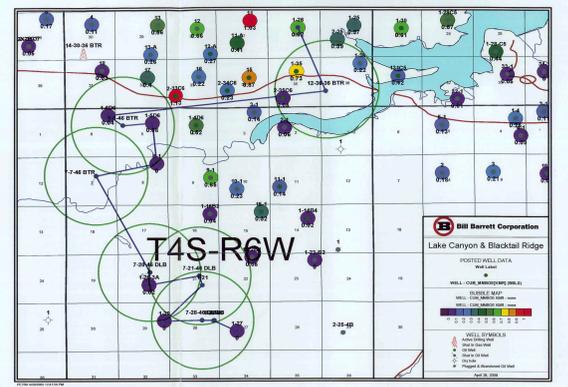
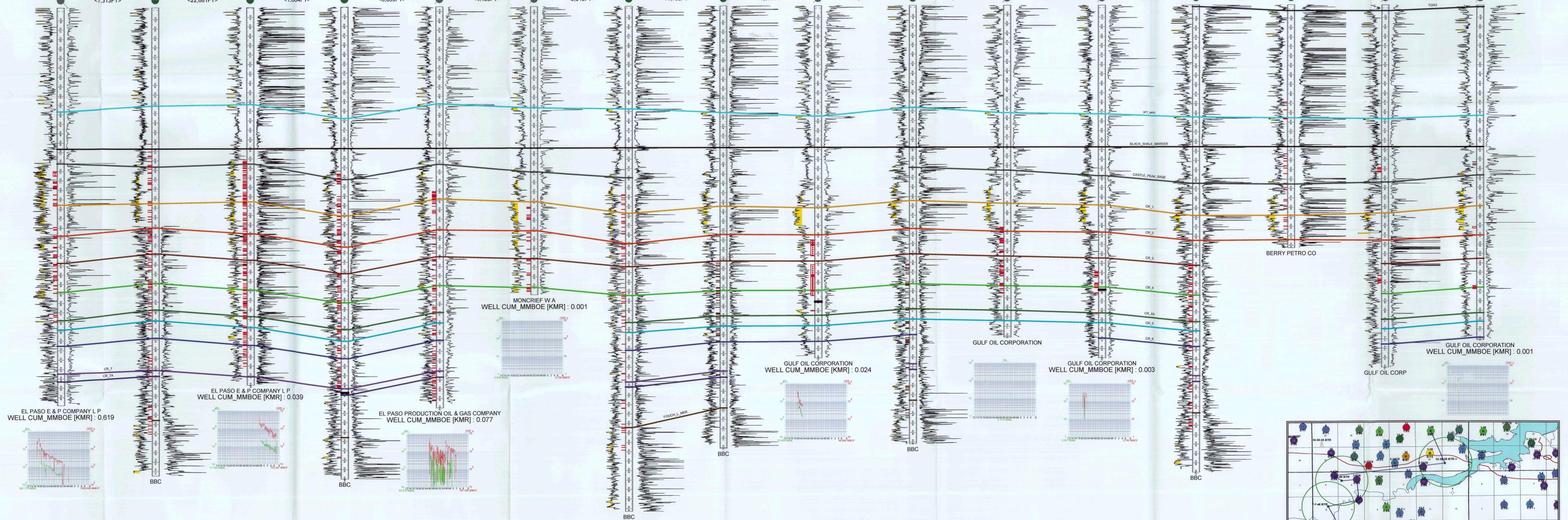
-
- GIW
- GSW
- LA
- LOC
- PA
- PGW
- POW
- BHL
- SGW
- SOW
- TA
- TW
- WDW
- WIW
- WSW
- wellsbhl point

Sections.shp

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED
- topbottom arc



1-26 T3S R6W S26 1959 FNL 2212 FEL <-7,313FT>
 12-36-36 BTR T3S R6W S36 1837 FSL 704 FWL <-22,681FT>
 1-6D6 T4S R6W S6 772 FNL 761 FEL <-1,864FT>
 5-5-46 BTR T4S R6W S5 1718 FNL 640 FWL <-3,039FT>
 1-5D6 T4S R6W S5 1632 FNL 1503 FEL <-4,433FT>
 8-1 T4S R6W S8 730 FNL 1099 FEL <-6,343FT>
 7-7-46 BTR T4S R6W S7 2323 FSL 2465 FEL <-11,792FT>
 7-20-46 DLB T4S R6W S20 2250 FNL 2500 FWL <-1,377FT>
 1-20-3A T4S R6W S20 1931 FSL 2104 FEL <-5,349FT>
 7-21-46 DLB T4S R6W S21 1795 FSL 1718 FEL <-1,057FT>
 1-21 T4S R6W S21 1863 FSL 1714 FEL <-5,580FT>
 1-29 T4S R6W S29 1983 FNL 552 FEL <-3,980FT>
 7-28-46 DLB T4S R6W S28 2028 FNL 543 FEL <-1,252FT>
 8-28-46 T4S R6W S28 1969 FNL 505 FEL <-80FT>
 1-28-2C T4S R6W S28 1981 FNL 577 FEL <-2,659FT>
 1-27 T4S R6W S27 2104 FSL 1817 FWL <-2,659FT>



RECEIVED
 MAY 02 2008
 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: 14-20-H62-5500
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: UTE 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 7-28-46 DLB
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013335690000
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: 2028 FNL 0543 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENE Section: 28 Township: 04.0S Range: 06.0W Meridian: U	9. FIELD and POOL or WILDCAT: ALTAMONT COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<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"/> 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 type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text" value="Correction to lease num"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 4/9/2008			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

This Sundry is being submitted to indicate that the lease for this section has been earned. The correct lease number is 14-20-H62-6109. Please update your information with this lease.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 August 12, 2010

NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Analyst
SIGNATURE N/A		DATE 8/11/2010

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626429
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: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 7-28-46 DLB	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013335690000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2028 FNL 0543 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENE Section: 28 Township: 04.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		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: 4/24/2017	<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 checked="" 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 type="checkbox"/> APD EXTENSION OTHER: <input style="width: 50px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

This well was SI on 4/25/15 with a hole on tbg. Due to low commodity prices & high failure rates the well has been left SI. On 4/24/16 the well will be SI for 1 year. Current economics don't justify the workover required to RTP. For this reason BBC is requesting an add'l 1 year SI, before a MIT is required, until 4/24/17. The well currently has 5 psi tbg, 1290 psi csg, 8 psi Braden Head. With minimal to 0 Braden Head pressure & 1290 psi csg pressure, it is evident that the 5-1/2" prod csg has full integrity & all formations are protected. Fluid level was found at 4,0 ft. from sfc with TOC at 2,900 ft. The well is SI at the wellhead & all sfc equipment has been drained & winterized. The well is still on an active lease operator route & is checked frequently for any sfc & potential downhole issues. BBC would RTP if economics will justify at a higher commodity price before 4/24/17.

Accepted by the Utah Division of Oil, Gas and Mining

Date: March 29, 2016

By: *Dark Duff*

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 3/16/2016	

Division of Oil, Gas and Mining
 Operator Change/Name Change Worksheet-for State use only

Effective Date: 11/1/2016

FORMER OPERATOR:	NEW OPERATOR:
Bill Barrett Corporation 1099 18th Street, Suite 2300 Denver, CO 80202	Rig II, LLC 1582 West 2600 South Woods Cross, UT 84087
CA Number(s):	Unit(s):

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

- Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2016
- Sundry or legal documentation was received from the **NEW** operator on: 10/21/2016
- New operator Division of Corporations Business Number: 8256968-0160

REVIEW:

- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
- Receipt of Acceptance of Drilling Procedures for APD on: 10/21/2016
- Reports current for Production/Disposition & Sundries: 11/2/2016
- OPS/SI/TA well(s) reviewed for full cost bonding: 11/3/2016
- UIC5 on all disposal/injection/storage well(s) approved on: 11/3/2016
- Surface Facility(s) included in operator change: None
- Inspections of PA state/fee well sites complete on (only upon operators request): 11/3/2016

NEW OPERATOR BOND VERIFICATION:

- Federal well(s) covered by Bond Number: UTB000712
- Indian well(s) covered by Bond Number: LPM 922467
- State/fee well(s) covered by Bond Number(s): 9219529

DATA ENTRY:

- Well(s) update in the **OGIS** on: 11/7/2016
- Entity Number(s) updated in **OGIS** on: 11/7/2016
- Unit(s) operator number update in **OGIS** on: N/A
- Surface Facilities update in **OGIS** on: N/A
- State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/7/2016
- Surface Facilities update in **RBDMS** on: N/A

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
SWD 9-36 BTR	9	030S	060W	4301350646	18077	Indian	Fee	WD	A
16-6D-46 BTR SWD	6	040S	060W	4301350781	18327	Indian	Fee	WD	A
6-32-36 BTR SWD	32	030S	060W	4301350921	18329	Indian	Fee	WD	A
LC TRIBAL 8-26D-47	26	040S	070W	4301334024		Indian	Indian	OW	APD
16-21D-37 BTR	21	030S	070W	4301350758		Indian	Fee	OW	APD
14-11D-37 BTR	11	030S	070W	4301350862		Indian	Fee	OW	APD
7-17D-46 BTR	17	040S	060W	4301350883		Indian	Indian	OW	APD
14-12D-37 BTR	12	030S	070W	4301350894		Indian	Fee	OW	APD
1-18D-36 BTR	18	030S	060W	4301350922		Indian	Fee	OW	APD
13-2D-45 BTR	2	040S	050W	4301350931		Indian	Indian	OW	APD
5H-16-46 BTR	16	040S	060W	4301350992		Indian	Indian	OW	APD
9H-17-45 BTR	17	040S	050W	4301351098		Indian	Indian	OW	APD
13H-8-46 BTR UB	8	040S	060W	4301351124		Indian	Indian	OW	APD
8H-9-46 BTR	9	040S	060W	4301351140		Indian	Indian	OW	APD
LC TRIBAL 7-31D-37	31	030S	070W	4301351147		Indian	Fee	OW	APD
14-16D-45 BTR	16	040S	050W	4301351178		Indian	Indian	OW	APD
16-19D-37 BTR	19	030S	070W	4301351179		Indian	Fee	OW	APD
6-2D-45 BTR	2	040S	050W	4301351234		Indian	Indian	OW	APD
2-2D-45 BTR	2	040S	050W	4301351235		Indian	Indian	OW	APD
10-26-35 BTR	26	030S	050W	4301351248		Indian	Fee	OW	APD
LC TRIBAL 1H-33-46	33	040S	060W	4301351257		Indian	Fee	OW	APD
LC TRIBAL 9-25D-46	25	040S	060W	4301351276		Indian	Indian	OW	APD
LC TRIBAL 8H-30-45	30	040S	050W	4301351277		Indian	Indian	OW	APD
LC TRIBAL 16H-30-45	30	040S	050W	4301351279		Indian	Indian	OW	APD
LC TRIBAL 13-30D-45	30	040S	050W	4301351282		Indian	Indian	OW	APD
LC TRIBAL 16H-36-46	36	040S	060W	4301351291		Indian	Indian	OW	APD
LC TRIBAL 13H-30-46	30	040S	060W	4301351321		Indian	Indian	OW	APD
LC TRIBAL 13H-31-46	31	040S	060W	4301351326		Indian	Indian	OW	APD
LC TRIBAL 16-31D-46	31	040S	060W	4301351328		Indian	Indian	OW	APD
LC TRIBAL 5H-26-47	26	040S	070W	4301351337		Indian	Indian	OW	APD
LC TRIBAL 5H-19-45	20	040S	050W	4301351349		Indian	Indian	OW	APD
LC TRIBAL 16-36D-47	36	040S	070W	4301351363		Indian	Indian	OW	APD
15-4D-47 BTR	4	040S	070W	4301351377		Indian	Fee	OW	APD
16-23D-46 LC TRIBAL	23	040S	060W	4301351396		Indian	Fee	OW	APD
15-2D-36 BTR	2	030S	060W	4301351419		Indian	Fee	OW	APD
16-23D-37 BTR	23	030S	070W	4301351420		Indian	Fee	OW	APD
11-9D-47 BTR	9	040S	070W	4301351422		Indian	Fee	OW	APD
15-13D-47 BTR	13	040S	070W	4301351424		Indian	Indian	OW	APD
LC TRIBAL 15-19D-46	19	040S	060W	4301351426		Indian	Indian	OW	APD
16-13D-45 BTR	13	040S	050W	4301351428		Indian	Indian	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

14-12D-45 BTR	12	040S	050W	4301351444		Indian	Indian	OW	APD
16-14D-45 BTR	14	040S	050W	4301351445		Indian	Indian	OW	APD
5-13D-45 BTR	13	040S	050W	4301351446		Indian	Indian	OW	APD
LC TRIBAL 16-26D-46	26	040S	060W	4301351450		Indian	State	OW	APD
LC TRIBAL 16-34D-46	34	040S	060W	4301351451		Indian	State	OW	APD
16-12D-45 BTR	12	040S	050W	4301351452		Indian	Indian	OW	APD
8-12D-45 BTR	12	040S	050W	4301351453		Indian	Indian	OW	APD
LC TRIBAL 1-35D-46	35	040S	060W	4301351454		Indian	Fee	OW	APD
16-25D-37 BTR	25	030S	070W	4301351455		Indian	Fee	OW	APD
LC TRIBAL 13H-29-46	28	040S	060W	4301351462		Indian	Fee	OW	APD
LC TRIBAL 14-30D-37	30	030S	070W	4301351494		Indian	Fee	OW	APD
7-13D-45 BTR	13	040S	050W	4301351497		Indian	Indian	OW	APD
LC TRIBAL 4H-35-46	35	040S	060W	4301351515		Indian	Fee	OW	APD
LC TRIBAL 13H-19-46	19	040S	060W	4301351543		Indian	Indian	OW	APD
16-26D-37 BTR	26	030S	070W	4301351598		Indian	Fee	OW	APD
LC TRIBAL 16-31D-37	31	030S	070W	4301351610		Indian	Fee	OW	APD
5-4-35 BTR	4	030S	050W	4301351613		Indian	Fee	OW	APD
LC TRIBAL 16-31D-47	31	040S	070W	4301351616		Indian	Indian	OW	APD
LC TRIBAL 13H-31-47	31	040S	070W	4301351617		Indian	Indian	OW	APD
LC TRIBAL 13-32D-47	32	040S	070W	4301351619		Indian	Indian	OW	APD
LC TRIBAL 16H-32-47	32	040S	070W	4301351620		Indian	Indian	OW	APD
LC TRIBAL 1-32D-47	32	040S	070W	4301351624		Indian	Indian	OW	APD
LC TRIBAL 4H-32-47	32	040S	070W	4301351625		Indian	Indian	OW	APD
LC TRIBAL 13-28D-47	28	040S	070W	4301351627		Indian	Indian	OW	APD
LC TRIBAL 13H-29-47	28	040S	070W	4301351628		Indian	Indian	OW	APD
LC TRIBAL 16H-28-47	28	040S	070W	4301351629		Indian	Indian	OW	APD
LC TRIBAL 1-28D-47	28	040S	070W	4301351639		Indian	Indian	OW	APD
LC TRIBAL 1H-27-47	28	040S	070W	4301351640		Indian	Indian	OW	APD
LC TRIBAL 4H-28-47	28	040S	070W	4301351641		Indian	Indian	OW	APD
LC TRIBAL 7-25D-58	25	050S	080W	4301351643		Indian	Indian	OW	APD
LC TRIBAL 6-25D-58	25	050S	080W	4301351644		Indian	Indian	OW	APD
LC TRIBAL 13H-24-58	24	050S	080W	4301351645		Indian	Indian	OW	APD
LC TRIBAL 16-24D-58	24	050S	080W	4301351646		Indian	Indian	OW	APD
LC Tribal 8-23D-46	23	040S	060W	4301351654		Indian	Fee	OW	APD
LC Tribal 16-35D-45	35	040S	050W	4301351656		Indian	Fee	OW	APD
LC Tribal 13H-35-45	35	040S	050W	4301351657		Indian	Fee	OW	APD
LC Tribal 16-36D-45	36	040S	050W	4301351658		Indian	Fee	OW	APD
LC Tribal 13H-36-45	36	040S	050W	4301351659		Indian	Fee	OW	APD
LC Tribal 5-36D-45	36	040S	050W	4301351661		Indian	Fee	OW	APD
LC Tribal 8-26D-46	26	040S	060W	4301351663		Indian	Fee	OW	APD
3-29D-36 BTR	29	030S	060W	4301351665		Indian	Fee	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 5-35D-45	35	040S	050W	4301351666	Indian	Fee	OW	APD
LC Tribal 5-24D-46	24	040S	060W	4301351668	Indian	Indian	OW	APD
LC TRIBAL 6-12D-58	12	050S	080W	4301351696	Indian	Indian	OW	APD
LC TRIBAL 8-12D-58	12	050S	080W	4301351697	Indian	Indian	OW	APD
LC TRIBAL 16H-22-47	21	040S	070W	4301351700	Indian	Indian	OW	APD
5-25D-37 BTR	25	030S	070W	4301351803	Indian	Fee	OW	APD
8-3D-36 BTR	3	030S	060W	4301351804	Indian	Fee	OW	APD
14-26D-37 BTR	26	030S	070W	4301351805	Indian	Fee	OW	APD
9-4-35 BTR	4	030S	050W	4301351806	Indian	Fee	OW	APD
11-4D-35 BTR	4	030S	050W	4301351807	Indian	Fee	OW	APD
16-27D-37 BTR	27	030S	070W	4301351808	Indian	Fee	OW	APD
14-27D-37 BTR	27	030S	070W	4301351809	Indian	Fee	OW	APD
14-16D-46 BTR	16	040S	060W	4301351812	Indian	Indian	OW	APD
LC Tribal 16-35D-48	35	040S	080W	4301351847	Indian	Indian	OW	APD
LC Tribal 13H-35-48	35	040S	080W	4301351848	Indian	Indian	OW	APD
LC Tribal 13-2D-58	11	050S	080W	4301351850	Indian	Indian	OW	APD
5-13D-36 BTR	13	030S	060W	4301351862	Indian	Fee	OW	APD
5-8D-36 BTR	8	030S	060W	4301351871	Indian	Fee	OW	APD
16-1D-36 BTR	1	030S	060W	4301351872	Indian	Fee	OW	APD
8-18D-46 BTR	18	040S	060W	4301351897	Indian	Fee	OW	APD
LC Tribal 5-36D-46	36	040S	060W	4301351905	Indian	Indian	OW	APD
LC Tribal 5-26D-45	26	040S	050W	4301351907	Indian	Indian	OW	APD
14-13D-45 BTR	13	040S	050W	4301351974	Indian	Indian	OW	APD
14-34D-46 DLB	34	040S	060W	4301351975	Indian	Fee	OW	APD
LC Tribal 5-21D-45	21	040S	050W	4301352001	Indian	Indian	OW	APD
LC Tribal 8-22D-45	22	040S	050W	4301352002	Indian	Indian	OW	APD
LC Tribal 8-25D-45	25	040S	050W	4301352007	Indian	Indian	OW	APD
LC Tribal 16-25D-45	25	040S	050W	4301352008	Indian	Indian	OW	APD
LC Tribal 16-22D-45	22	040S	050W	4301352009	Indian	Indian	OW	APD
LC Tribal 16-26D-45	26	040S	050W	4301352010	Indian	Indian	OW	APD
LC Tribal 14-31D-37	31	030S	070W	4301352016	Indian	Fee	OW	APD
5-12D-45 BTR	12	040S	050W	4301352030	Indian	Indian	OW	APD
LC Tribal 9-20D-45	20	040S	050W	4301352031	Indian	Indian	OW	APD
LC Tribal 13-35D-47	35	040S	070W	4301352055	Indian	Indian	OW	APD
LC Tribal 1-23D-47	23	040S	070W	4301352057	Indian	Indian	OW	APD
9-17D-46 BTR	17	040S	060W	4301352059	Indian	Indian	OW	APD
11-18D-46 BTR	18	040S	060W	4301352060	Indian	Indian	OW	APD
9-10D-47 BTR	10	040S	070W	4301352092	Indian	Fee	OW	APD
LC Tribal 1-17D-47	17	040S	070W	4301352096	Indian	Fee	OW	APD
7-35D-37 BTR	35	030S	070W	4301352115	Indian	Fee	OW	APD
14-25D-37 BTR	25	030S	070W	4301352116	Indian	Fee	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 5-25-46	25	040S	060W	4301352126		Indian	Indian	OW	APD
8-33D-35 BTR	33	030S	050W	4301352161		Indian	Fee	OW	APD
5-4D-36 BTR	4	030S	060W	4301352175		Indian	Fee	OW	APD
7-4D-36 BTR	4	030S	060W	4301352176		Indian	Fee	OW	APD
LC Tribal 4-36D-47	36	040S	070W	4301352186		Indian	Indian	OW	APD
LC Tribal 4-22D-46	22	040S	060W	4301352944		Indian	Indian	OW	APD
LC Tribal 16-22D-46	22	040S	060W	4301352945		Indian	Indian	OW	APD
LC Tribal 11-19D-46	19	040S	060W	4301352946		Indian	Indian	OW	APD
LC Tribal 7-20D-45	20	040S	050W	4301352947		Indian	Indian	OW	APD
15-11D-35 BTR	11	030S	050W	4301353056		Indian	Fee	OW	APD
13-11D-35 BTR	11	030S	050W	4301353057		Indian	Fee	OW	APD
BTR 16-36D-37	36	030S	070W	4301353059		Indian	Fee	OW	APD
4-29D-35 BTR	30	030S	050W	4301353060		Indian	Fee	OW	APD
1-30D-35 BTR	30	030S	050W	4301353061		Fee	Fee	OW	APD
LC TRIBAL 3-23D-46	23	040S	060W	4301353066		Indian	State	OW	APD
LC Tribal 14-23D-46	23	040S	060W	4301353067		Indian	State	OW	APD
LC Tribal 13-25D-46	25	040S	060W	4301353068		Indian	Indian	OW	APD
LC Tribal 14-26D-46	26	040S	060W	4301353069		Indian	State	OW	APD
LC Tribal 5-26D-46	26	040S	060W	4301353070		Indian	State	OW	APD
LC Tribal 11-35D-45	35	040S	050W	4301353071		Indian	State	OW	APD
LC Tribal 7-35D-45	35	040S	050W	4301353072		Indian	State	OW	APD
LC Tribal 3-35D-45	35	040S	050W	4301353075		Indian	State	OW	APD
LC Tribal 14-36D-45	36	040S	050W	4301353076		Indian	State	OW	APD
LC Tribal 13-36D-45	36	040S	050W	4301353077		Indian	State	OW	APD
LC Tribal 10-36D-45	36	040S	050W	4301353078		Indian	State	OW	APD
LC Tribal 8-36D-45	36	040S	050W	4301353079		Indian	State	OW	APD
LC Tribal 6-36D-45	36	040S	050W	4301353080		Indian	State	OW	APD
LC Tribal 1-34D-46	34	040S	060W	4301353081		Indian	State	OW	APD
LC Tribal 9-27D-46	27	040S	060W	4301353082		Indian	State	OW	APD
LC Tribal 13-35D-45	35	040S	050W	4301353083		Indian	State	OW	APD
LC Tribal 8-35D-45	35	040S	050W	4301353084		Indian	State	OW	APD
LC Tribal 15-35D-45	35	040S	050W	4301353085		Indian	State	OW	APD
LC Tribal 12-25D-45	25	040S	050W	4301353122		Indian	Indian	OW	APD
LC Tribal 14-25D-45	25	040S	050W	4301353123		Indian	Indian	OW	APD
LC Tribal 10-25D-45	25	040S	050W	4301353124		Indian	Indian	OW	APD
LC Tribal 11-26-45	26	040S	050W	4301353125		Indian	Indian	OW	APD
LC Tribal 13-26D-45	26	040S	050W	4301353126		Indian	Indian	OW	APD
LC Tribal 7-31D-46	31	040S	060W	4301353127		Indian	Indian	OW	APD
LC Tribal 7-19D-45	19	040S	050W	4301353128		Indian	Indian	OW	APD
LC Tribal 5-19D-45	19	040S	050W	4301353130		Indian	Indian	OW	APD
LC Tribal 7-25D-46	25	040S	060W	4301353132		Indian	Indian	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 7-24D-46	24	040S	060W	4301353134		Indian	Indian	OW	APD
LC Tribal 14-31D-46	31	040S	060W	4301353135		Indian	Indian	OW	APD
LC Tribal 14-30D-46	30	040S	060W	4301353136		Indian	Indian	OW	APD
13-4-35 BTR SWD	4	030S	050W	4301353293		Fee	Fee	OW	APD
LC FEE 14-26D-47	26	040S	070W	4301353294		Fee	Indian	OW	APD
LC Fee 5-25D-47	25	040S	070W	4301353295		Fee	Indian	OW	APD
7-35-46 LC SWD	35	040S	060W	4301353296		Fee	Fee	OW	APD
LC Fee 1H-33-47	32	040S	070W	4301353309		Fee	Indian	OW	APD
LC FEE 14-2D-58	2	050S	080W	4301353312		Fee	Indian	OW	APD
LC FEE 13H-21-47	21	040S	070W	4301353313		Fee	Indian	OW	APD
LC Fee 16-21D-47	21	040S	070W	4301353326		Fee	Indian	OW	APD
16-7D-46 BTR	7	040S	060W	4301353328		Fee	Indian	OW	APD
LC Fee 15-26D-47	26	040S	070W	4301353331		Fee	Indian	OW	APD
LC Fee 4-24D-47	23	040S	070W	4301353332		Fee	Indian	OW	APD
LC Fee 5-34D-47	34	040S	070W	4301353333		Fee	Indian	OW	APD
LC Fee 5-35D-47	35	040S	070W	4301353334		Fee	Indian	OW	APD
13-34D-47 LC Fee	34	040S	070W	4301353337		Fee	Indian	OW	APD
14-35D-35 BTR	35	030S	050W	4301352120		Fee	Fee	OW	DRL
6-17D-46 BTR	17	040S	060W	4301351078		Indian	Indian	OW	OPS
5-34D-35 BTR	34	030S	050W	4301351187		Indian	Fee	OW	OPS
5-10D-45 BTR	10	040S	050W	4301351221		Indian	Indian	OW	OPS
5-3D-45 BTR	3	040S	050W	4301351810		Indian	Indian	OW	OPS
9-34D-35 BTR	34	030S	050W	4301352117		Fee	Fee	OW	OPS
5-35D-35 BTR	35	030S	050W	4301352118		Fee	Fee	OW	OPS
1-2D-46 BTR	2	040S	060W	4301353086		Indian	Fee	OW	OPS
7-21-46 DLB	21	040S	060W	4301333567	16526	Indian	Indian	OW	P
LC TRIBAL 1H-27-46	27	040S	060W	4301333568	18175	Indian	Fee	GW	P
7-29-46 DLB	29	040S	060W	4301333584	17603	Indian	Fee	GW	P
LC TRIBAL 12H-28-46	28	040S	060W	4301333631	18132	Indian	Indian	GW	P
LC TRIBAL 13H-21-46	21	040S	060W	4301333632	18107	Indian	Indian	GW	P
12-36-36 BTR	36	030S	060W	4301333638	16336	Indian	Fee	GW	P
5-5-46 BTR	5	040S	060W	4301333639	16542	Indian	Fee	OW	P
5-23-36 BTR	23	030S	060W	4301333642	16675	Indian	Fee	GW	P
14-29-36 BTR	29	030S	060W	4301333643	16725	Indian	Fee	OW	P
14-30-36 BTR	30	030S	060W	4301333644	16701	Indian	Fee	GW	P
7-20-46 DLB	20	040S	060W	4301333657	16584	Indian	Indian	OW	P
LC TRIBAL 5-21D-46	21	040S	060W	4301333658	18887	Indian	Indian	OW	P
5-20-46 DLB	20	040S	060W	4301333659	18750	Indian	Indian	GW	P
LC TRIBAL 13H-20-46	20	040S	060W	4301333678	17979	Indian	Indian	GW	P
14-7-46 BTR	7	040S	060W	4301333806	16890	Indian	Indian	GW	P
7-8-45 BTR	8	040S	050W	4301333820	16974	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

1-5-45 BTR	5	040S	050W	4301333868	16931	Indian	Indian	OW	P
5-16-36 BTR	16	030S	060W	4301333970	17195	Indian	Fee	OW	P
5-29-36 BTR	29	030S	060W	4301333972	17557	Indian	Fee	OW	P
4-30-36 BTR	30	030S	060W	4301333973	17249	Indian	Fee	OW	P
7-19-46 DLB	19	040S	060W	4301334004	19018	Indian	Indian	OW	P
5-25-36 BTR	25	030S	060W	4301334021	17126	Fee	Fee	OW	P
5-4-45 BTR	4	040S	050W	4301334089	17507	Indian	Indian	OW	P
13-2-46 BTR	2	040S	060W	4301334090	18618	Indian	Indian	OW	P
2-3-45 BTR	3	040S	050W	4301334099	17932	Indian	Indian	OW	P
7-6-45 BTR	6	040S	050W	4301334100	17653	Indian	Indian	OW	P
1-9-45 BTR	9	040S	050W	4301334101	17910	Indian	Indian	OW	P
8-10-45 BTR	10	040S	050W	4301334102	17530	Indian	Indian	OW	P
7-17-45 BTR	17	040S	050W	4301334104	17933	Indian	Indian	OW	P
16-7-45 BTR	7	040S	050W	4301334111	17665	Indian	Indian	OW	P
15-18-45 BTR	18	040S	050W	4301334112	17832	Indian	Indian	OW	P
6-12-46 BTR	12	040S	060W	4301334114	17964	Indian	Indian	OW	P
5-13-46 BTR	13	040S	060W	4301334115	17833	Indian	Indian	OW	P
16-26-36 BTR	26	030S	060W	4301334132	18028	Indian	Fee	OW	P
1-23-36 BTR	23	030S	060W	4301334136	17722	Indian	Fee	OW	P
15-10-36 BTR	10	030S	060W	4301334277	17419	Indian	Fee	OW	P
14-5-46 BTR	5	040S	060W	4301350307	17624	Fee	Fee	OW	P
14X-22-46 DLB	22	040S	060W	4301350351	17604	Indian	Indian	OW	P
16-13-36 BTR	13	030S	060W	4301350372	17853	Indian	Fee	OW	P
5-33-46 DLB	33	040S	060W	4301350397	17765	Indian	Fee	OW	P
5-34-46 DLB	34	040S	060W	4301350415	17801	Indian	State	GW	P
LC FEE 12H-32-46	32	040S	060W	4301350431	18003	Fee	Fee	OW	P
1-13D-47 BTR	13	040S	070W	4301350445	18205	Indian	Fee	OW	P
16-8D-45 BTR	8	040S	050W	4301350466	18799	Indian	Indian	OW	P
7-13D-46 BTR	13	040S	060W	4301350470	18076	Indian	Indian	OW	P
14-8D-45 BTR	8	040S	050W	4301350567	18207	Indian	Indian	OW	P
14-5D-45 BTR	5	040S	050W	4301350568	18108	Indian	Indian	OW	P
16-31D-36 BTR	31	030S	060W	4301350573	18004	Indian	Fee	OW	P
5-7D-46 BTR	7	040S	060W	4301350574	18176	Indian	Indian	OW	P
LC TRIBAL 13H-33-46	34	040S	060W	4301350575	18223	Indian	State	OW	P
5-8-45 BTR	8	040S	050W	4301350607	18279	Indian	Indian	OW	P
16-6D-45 BTR	6	040S	050W	4301350610	18177	Indian	Indian	OW	P
5-18D-45 BTR	18	040S	050W	4301350611	18300	Indian	Indian	OW	P
7-26-37 BTR	26	030S	070W	4301350641	18131	Indian	Fee	OW	P
3-11D-36 BTR	11	030S	060W	4301350642	18299	Indian	Fee	OW	P
16-1D-46 BTR	1	040S	060W	4301350675	18525	Indian	Indian	OW	P
14-3-45 BTR	3	040S	050W	4301350676	18363	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

4-17D-45 BTR	17	040S	050W	4301350687	18517	Indian	Indian	OW	P
5-6D-45 BTR	6	040S	050W	4301350688	18726	Indian	Indian	OW	P
7-7D-45 BTR	7	040S	050W	4301350689	18380	Indian	Indian	OW	P
14-10D-45 BTR	10	040S	050W	4301350754	18447	Indian	Indian	OW	P
14-9D-45 BTR	9	040S	050W	4301350755	18379	Indian	Indian	OW	P
13-16D-36 BTR	16	030S	060W	4301350757	18206	Indian	State	OW	P
5-9D-36 BTR	9	030S	060W	4301350843	18381	Indian	Fee	OW	P
16-5D-46 BTR	5	040S	060W	4301350844	18280	Fee	Fee	OW	P
5-27D-37 BTR	27	030S	070W	4301350847	18526	Indian	Fee	OW	P
7-4D-45 BTR	4	040S	050W	4301350884	18562	Indian	Indian	OW	P
2-16D-45 BTR	16	040S	050W	4301350899	18619	Indian	Indian	OW	P
16-10D-45 BTR	10	040S	050W	4301350902	18725	Indian	Indian	OW	P
5-2D-36 BTR	2	030S	060W	4301350913	18886	Indian	Fee	OW	P
13H-27-36 BTR	27	030S	060W	4301350918	18445	Indian	State	OW	P
8-16D-46 BTR	16	040S	060W	4301350953	19027	Indian	Indian	OW	P
16-16D-46 BTR	16	040S	060W	4301350956	19028	Indian	Indian	OW	P
16-9D-45 BTR	9	040S	050W	4301350962	18662	Indian	Indian	OW	P
14-31D-36 BTR	31	030S	060W	4301350973	18524	Indian	Fee	OW	P
5-10D-36 BTR	10	030S	060W	4301350978	18989	Indian	Fee	OW	P
1-32D-36 BTR	32	030S	060W	4301350979	18648	Indian	Fee	OW	P
16-12D-36 BTR	12	030S	060W	4301350980	18748	Indian	Fee	OW	P
2-18D-45 BTR	18	040S	050W	4301350991	18776	Indian	Indian	OW	P
3-1-46 BTR	1	040S	060W	4301351017	18777	Indian	Fee	OW	P
10-5-45 BTR	5	040S	050W	4301351062	18724	Indian	Indian	OW	P
12-4D-45 BTR	4	040S	050W	4301351063	18813	Indian	Indian	OW	P
1-10D-45 BTR	10	040S	050W	4301351064	18966	Indian	Indian	OW	P
16-2D-46 BTR	2	040S	060W	4301351079	18830	Indian	Indian	OW	P
9H-4-45 BTR	4	040S	050W	4301351092	18814	Indian	Indian	OW	P
12-17-45 BTR	17	040S	050W	4301351097	18984	Indian	Indian	OW	P
5-9D-46 BTR	9	040S	060W	4301351109	19313	Indian	Fee	OW	P
14-9D-36 BTR	9	030S	060W	4301351144	19004	Indian	Fee	OW	P
5-31D-36 BTR	31	030S	060W	4301351146	18691	Indian	Fee	OW	P
4-9D-45 BTR	9	040S	050W	4301351157	18883	Indian	Indian	OW	P
8-12D-46 BTR	12	040S	060W	4301351159	18911	Indian	Indian	OW	P
LC TRIBAL 16-23D-47	23	040S	070W	4301351180	18617	Indian	Indian	OW	P
14-7D-45 BTR	7	040S	050W	4301351222	18949	Indian	Indian	OW	P
5-16D-45 BTR	16	040S	050W	4301351223	18987	Indian	Indian	OW	P
4-5D-45 BTR	5	040S	050W	4301351242	18882	Indian	Indian	OW	P
LC TRIBAL 16H-19-45	19	040S	050W	4301351278	18627	Indian	Indian	OW	P
LC TRIBAL 13-19D-45	19	040S	050W	4301351280	18628	Indian	Indian	OW	P
LC TRIBAL 5-30D-45	30	040S	050W	4301351281	19448	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC TRIBAL 15-24D-46	24	040S	060W	4301351283	18626	Indian	Indian	OW	P
LC TRIBAL 13H-24-46	19	040S	050W	4301351289	18629	Indian	Indian	OW	P
7-16-47 BTR	16	040S	070W	4301351296	18950	Indian	Fee	OW	P
14-18D-45 BTR	18	040S	050W	4301351313	19005	Indian	Indian	OW	P
LC TRIBAL 16-30D-46	30	040S	060W	4301351320	19006	Indian	Indian	OW	P
LC TRIBAL 5-20D-45	20	040S	050W	4301351331	19449	Indian	Indian	OW	P
11-8D-46 BTR	8	040S	060W	4301351336	19314	Indian	Indian	OW	P
5-7D-45 BTR	7	040S	050W	4301351350	18951	Indian	Indian	OW	P
7-5-35 BTR	5	030S	050W	4301351599	19078	Indian	Fee	OW	P
13-5D-35 BTR	5	030S	050W	4301351600	18996	Indian	Fee	OW	P
11-5D-35 BTR	5	030S	050W	4301351601	19061	Fee	Fee	OW	P
15-5D-35 BTR	5	030S	050W	4301351602	19062	Fee	Fee	OW	P
9-5D-35 BTR	5	030S	050W	4301351609	19029	Indian	Fee	OW	P
3-5D-35 BTR	5	030S	050W	4301351638	19079	Indian	Fee	OW	P
7-8-46 BTR	8	040S	060W	4301351702	19315	Indian	Indian	OW	P
7-30-46 DLB	30	040S	060W	4301351703	18997	Fee	Indian	OW	P
3-13D-46 BTR	13	040S	060W	4301351718	18881	Indian	Indian	OW	P
2-13D-46 BTR	13	040S	060W	4301351719	18885	Indian	Indian	OW	P
12-12D-46 BTR	12	040S	060W	4301351720	18867	Indian	Indian	OW	P
10-12D-46 BTR	12	040S	060W	4301351721	18856	Indian	Indian	OW	P
11-11D-47 BTR	11	040S	070W	4301352091	19633	Fee	Fee	OW	P
7-12D-47 BTR	12	040S	070W	4301352094	19600	Indian	Fee	OW	P
5-12D-47 BTR	12	040S	070W	4301352095	19634	Indian	Fee	OW	P
14-33D-35 BTR	33	030S	050W	4301352162	19450	Indian	Fee	OW	P
16-33D-35 BTR	33	030S	050W	4301352163	19451	Indian	Fee	OW	P
14-22-46 DLB	22	040S	060W	4301333660	17604	Indian	Indian	D	PA
13H-31-36 BTR	31	030S	060W	4301350465	18485	Indian	Fee	OW	PA
16X-23D-36 BTR	23	030S	060W	4301350623	18007	Indian	State	OW	PA
8-6-45 BTR	6	040S	050W	4301350900	18561	Indian	Indian	OW	PA
13-13-36 BTR	13	030S	060W	4301350919	18364	Indian	Fee	OW	PA
7-28-46 DLB	28	040S	060W	4301333569	16460	Indian	Indian	OW	S
5-21-36 BTR	21	030S	060W	4301333641	16674	Indian	Fee	GW	S
13-26-36 BTR	26	030S	060W	4301333980	17569	Indian	Fee	OW	S
14-1-46 BTR	1	040S	060W	4301334113	18516	Indian	Indian	OW	S
16-21-36 BTR	21	030S	060W	4301334130	17721	Indian	Fee	OW	S
14-21-36 BTR	21	030S	060W	4301334131	18006	Indian	Fee	OW	S
7-16-36 BTR	16	030S	060W	4301334133	17834	Indian	Fee	OW	S
1-30-36 BTR	30	030S	060W	4301334134	17905	Indian	Fee	OW	S
16-30-36 BTR	30	030S	060W	4301334135	18005	Indian	Fee	OW	S
3-23-36 BTR	23	030S	060W	4301334137	17860	Indian	Fee	OW	S
16-16-36 BTR	16	030S	060W	4301334138	17666	Indian	Fee	OW	S

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

4-26-36 BTR	26	030S	060W	4301334139	17620	Fee	Fee	OW	S
9-11-36 BTR	11	030S	060W	4301334276	17451	Indian	Fee	OW	S
3-36-36 BTR	36	030S	060W	4301350398	17955	Indian	Fee	OW	S
7-10-36 BTR	10	030S	060W	4301350437	18052	Indian	Fee	OW	S
16-12D-46 BTR	12	040S	060W	4301350467	18051	Indian	Indian	OW	S
13H-13-46 BTR	13	040S	060W	4301350468	18208	Indian	Indian	OW	S
13-12-46 BTR	12	040S	060W	4301350469	18233	Indian	Indian	OW	S
14-8D-36 BTR	8	030S	060W	4301350612	18163	Indian	Fee	OW	S
14-7D-36 BTR	7	030S	060W	4301350613	18330	Indian	Fee	OW	S
16-9-36 BTR	9	030S	060W	4301350645	18078	Indian	Fee	OW	S
7-27-37 BTR	27	030S	070W	4301350647	18090	Indian	Fee	OW	S
16-12D-37 BTR	12	030S	070W	4301350785	18446	Indian	Fee	OW	S
14-21D-37 BTR	21	030S	070W	4301350859	18548	Indian	Fee	OW	S
10-18D-36 BTR	18	030S	060W	4301350915	18884	Indian	Fee	OW	S
5-27D-36	27	030S	060W	4301350917	18482	Indian	State	OW	S
10-36D-36 BTR	36	030S	060W	4301351005	18523	Indian	Fee	OW	S
14-6D-45 BTR	6	040S	050W	4301351158	18967	Indian	Indian	OW	S
5H-1-46 BTR UTELAND BUTTE	6	040S	050W	4301351215	18728	Indian	Indian	OW	S
5H-1-46 BTR WASATCH	6	040S	050W	4301351216	18727	Indian	Indian	OW	S
1-25D-36 BTR	25	030S	060W	4301351294	18798	Indian	Fee	OW	S
5-5D-35 BTR	5	030S	050W	4301351605	19055	Indian	Fee	OW	S
16-23-36 BTR	23	030S	060W	4301333971	17182	Indian	Fee	OW	TA
LC TRIBAL 14-23D-47	23	040S	070W	4301334022	18616	Indian	Indian	OW	TA
5-32D-36 BTR	32	030S	060W	4301350756	18328	Indian	Fee	OW	TA



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

Attached please find the change of operation Form 9, Form 5's and Request to Transfer APD form changing the operator from Bill Barrett Corporation to RIG II, LLC, effective 11/1/2016. Badlands Energy – Utah, LLC will be a sub-operator.

New Operator Contact information:

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
Telephone:(801) 683-4245
Fax:(801) 298-9889

Upon reviewing the attached, please contact myself with any questions at 303-312-8115.

Sincerely,

Bill Barrett Corporation

A handwritten signature in black ink that reads 'Brady Riley'.

Brady Riley
Permit Analyst

RECEIVED
OCT 21 2016
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

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.

5. LEASE DESIGNATION AND SERIAL NUMBER: (see attached well list)	
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A	
7. UNIT or CA AGREEMENT NAME:	
8. WELL NAME and NUMBER: (see attached well list)	
9. API NUMBER:	
10. FIELD AND POOL, OR WILDCAT:	

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	
2. NAME OF OPERATOR: RIG II, LLC <u>N4055</u>	
3. ADDRESS OF OPERATOR: 1582 West 2600 South CITY Wood Cross STATE UT ZIP 84087	
PHONE NUMBER: (801) 683-4245	

4. LOCATION OF WELL FOOTAGES AT SURFACE: (see attached well list) COUNTY:	
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: 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 (Submit In Duplicate) Approximate date work will start: <u>11/1/2016</u>	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input checked="" type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION (START/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"/> TEMPORARILY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUT-OFF <input type="checkbox"/> OTHER: _____
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____			

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

RIG II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO RIG II, LLC BY BILL BARRETT CORPORATION EFFECTIVE 11/1/2016. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
801-683-4245
(STATE/FEE BOND # 9219529/ BLM BOND # UTB000712/ BIA BOND # LPM9224670)

BILL BARRETT CORPORATION <u>N2165</u> <u>Duana Zavala</u> NAME (PLEASE PRINT) <u>Duana Zavala</u> SIGNATURE Senior Vice President - EH&S, Government and Regulatory Affairs	RIG II, LLC <u>Jesse McSwain</u> NAME (PLEASE PRINT) <u>Jesse McSwain</u> SIGNATURE Manager
---	--

NAME (PLEASE PRINT) <u>Jesse McSwain</u> SIGNATURE <u>Jesse McSwain</u>	TITLE <u>Manager</u> DATE <u>10/20/16</u>
--	--

(This space for State use only)

APPROVED

NOV 07 2016

DIV. OIL GAS & MINING
BY: Rachael Medina

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

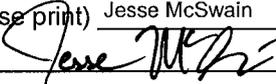
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	(See attached list)
API number:	
Location:	Qtr-Qtr: Section: Township: Range:
Company that filed original application:	Bill Barrett Corporation
Date original permit was issued:	
Company that permit was issued to:	Bill Barrett Corporation

Check one	Desired Action:
	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, 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.	Yes	No
If located on private land, has the ownership changed?	✓	
If so, has the surface agreement been updated?		✓
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?		✓
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?		✓
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?		✓
Has the approved source of water for drilling changed?		✓
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?		✓
Is bonding still in place, which covers this proposed well? Bond No. <small>9219529-UDOGM / UTB000712-BLM / LPM9224670-BIA</small>	✓	

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Jesse McSwain Title Manager
 Signature  Date 10/20/16
 Representing (company name) RIG II, LLC

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 5

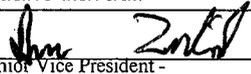
TRANSFER OF AUTHORITY TO INJECT

Well Name and Number 6-32-36 BTR SWD	API Number 4301350921
Location of Well Footage : 1628 FNL 1553 FWL County : DUCHENSE QQ, Section, Township, Range: SENW 32 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

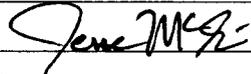
CURRENT OPERATOR

Company: BILL BARRETT CORPORATION
Address: 1099 18th Street Ste 2300
city DENVER state CO zip 80202
Phone: (303) 293-9100
Comments:

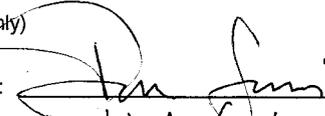
Name: Duane Zavadil
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC
Address: 1582 West 2600 South
city Wood Cross state UT zip 84087
Phone: (801) 683-4245
Comments:

Name: Jesse McSwain
Signature: 
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: 
Title: VIC Geologist

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

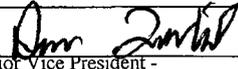
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

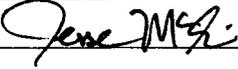
Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadil</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: <u></u>
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President -</u>
Phone: <u>(303) 293-9100</u>	Date: <u>10/20/16</u>
Comments:	

NEW OPERATOR

Company: <u>RIG II, LLC</u>	Name: <u>Jesse McSwain</u>
Address: <u>1582 West 2600 South</u>	Signature: <u></u>
city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u>	Title: <u>Manager</u>
Phone: <u>(801) 683-4245</u>	Date: <u>10/20/16</u>
Comments:	

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

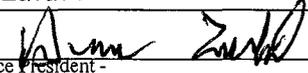
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

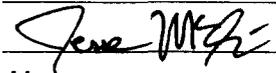
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE	Field or Unit Name CEDAR RIM
QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadil</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: 
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President - EH&S, Government and Regulatory Affairs</u>
Phone: <u>(303) 293-9100</u>	Date: <u>10/20/16</u>
Comments:	

NEW OPERATOR

Company: <u>RIG II, LLC</u>	Name: <u>Jesse McSwain</u>
Address: <u>1582 West 2600 South</u>	Signature: 
city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u>	Title: <u>Manager</u>
Phone: <u>(801) 683-4245</u>	Date: <u>10/20/16</u>
Comments:	

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

This well was approved by USEPA.
EPA approval will be required.