



March 5, 2007

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

7-29-46 DLB (To Be Drilled On Existing Well Pad – # 5-28-46)
Fee Surface/Tribal Minerals
SENE, Section 29-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 # 9 DLB 8-29-46. 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 cursive script that reads 'Reed Haddock'.

Reed Haddock
Permit Analyst

Enclosures

RECEIVED

MAR 07 2007

DIV. OF OIL, GAS & MIN.

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

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. # 7-29-46 DLB	
9. API Well No. Pending 43-013-33584	
10. Field and Pool, or Exploratory Wadcat Agreement	11. Sec., T. R. M. or Blk. and Survey or Area Section 29-T4S-R6W U.S.B.&M.
12. County or Parish Duchesne	13. State UT
14. Distance in miles and direction from nearest town or post office* Approximately 17.1 miles southwest of Duchesne, Utah	
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 470' SHL; 1767' 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. Approximately 47'
19. Proposed Depth 8483'	20. BLM/BIA Bond No. on file Nationwide Bond #WYB000040
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 6209' 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 <i>Reed Haddock</i>	Name (Printed/Typed) Reed Haddock	Date 03/05/2007
Title Permit Analyst		
Approved by (Signature) <i>Bradley G. Hill</i>	Name (Printed/Typed) BRADLEY G. HILL	Date 05-14-07
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)

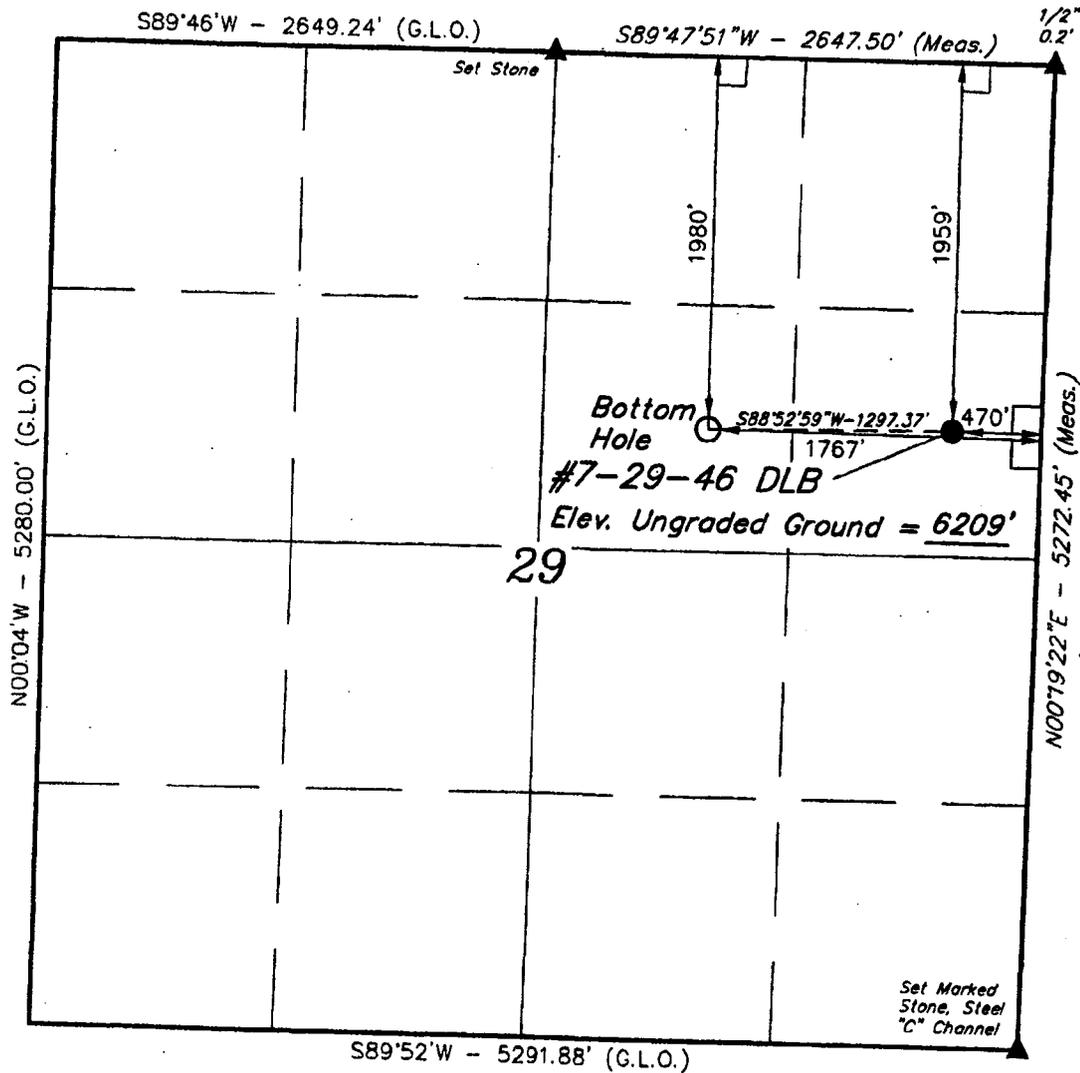
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Federal Approval of this Action is Necessary
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T4S, R6W, U.S.B.&M.

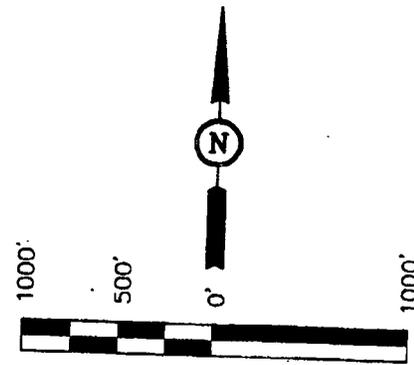
BILL BARRETT CORPORATION

Well location, #7-29-46 DLB, located as shown in the SE 1/4 NE 1/4 of Section 29, 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.



CERTIFICATION
 REGISTERED LAND SURVEYOR
 THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEY MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.
 REGISTERED LAND SURVEYOR
 STATE OF UTAH

Revised: 2-16-07
 Revised: 1-18-07

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

SCALE 1" = 1000'	DATE SURVEYED: 7-10-06	DATE DRAWN: 7-13-06
PARTY D.R. A.H. K.G.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BILL BARRETT CORPORATION	

BASIS OF BEARINGS

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

(NAD 83)
 LATITUDE = 40°06'21.45" (40.105958)
 LONGITUDE = 110°34'43.65" (110.578792)
 (NAD 27)
 LATITUDE = 40°06'21.60" (40.106000)
 LONGITUDE = 110°34'41.09" (110.578081)

LEGEND:

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

HAZARDOUS MATERIAL DECLARATION

WELL NO. # 7-29-46 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
 # 7-29-46 DLB
 SENE, 1959' FNL & 470' FEL, Section 29-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	2,653'
Douglas Creek	3,455'
Black Shale	4,138'
Castle Peak	4,423'
Wasatch	5,059' *
North Horn	7,008' *
TD	8,483'

*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	850'	9 5/8"	36#	J or K 55	ST&C	New
7 7/8"	surface	8,483'	5 1/2"	17#	N or I 80	LT&C	New

5. Cementing Program

9 5/8" Surface Casing	Approximately 290 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 120 sx Halliburton Hi-Fill Modified cement with additives mixed at 11.0 ppg (yield = 3.81 ft ³ /sx). Approximately 770 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 850'.

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 850'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
850' – 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 – 850'	No pressure control required
850' – 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 4588 psi* and maximum anticipated surface pressure equals approximately 2757 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

Bill Barrett Corporation
Drilling Program
7-29-46 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

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

*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

HALLIBURTON

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

7-29-46 DLB Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (850' - 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: 850'
	Volume: 106.67 bbl
	Proposed Sacks: 290 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (2955' - 850')	
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: 850'
2.0 lbm/sk Granulite TR	Calculated Fill: 2,105'
3.0% Salt	Volume: 81.19 bbl
0.2% HR-7	Proposed Sacks: 120 sks
Tail Cement - (8483' - 2955')	
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: 2,955'
0.6% HR-5	Calculated Fill: 5,528'
0.25 lbm/sk Flocele	Volume: 213.23 bbl
1.0 lbm/sk Granulite	Proposed Sacks: 770 sks

Brundage / Lake Canyon General

Well name:
 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

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

Burst:

Design factor 1.10

Cement top: 2,000 ft

Burst

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

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.

No backup mud specified.

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 Diameter (in)	Internal Capacity (ft ³)
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 & Kemler 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.



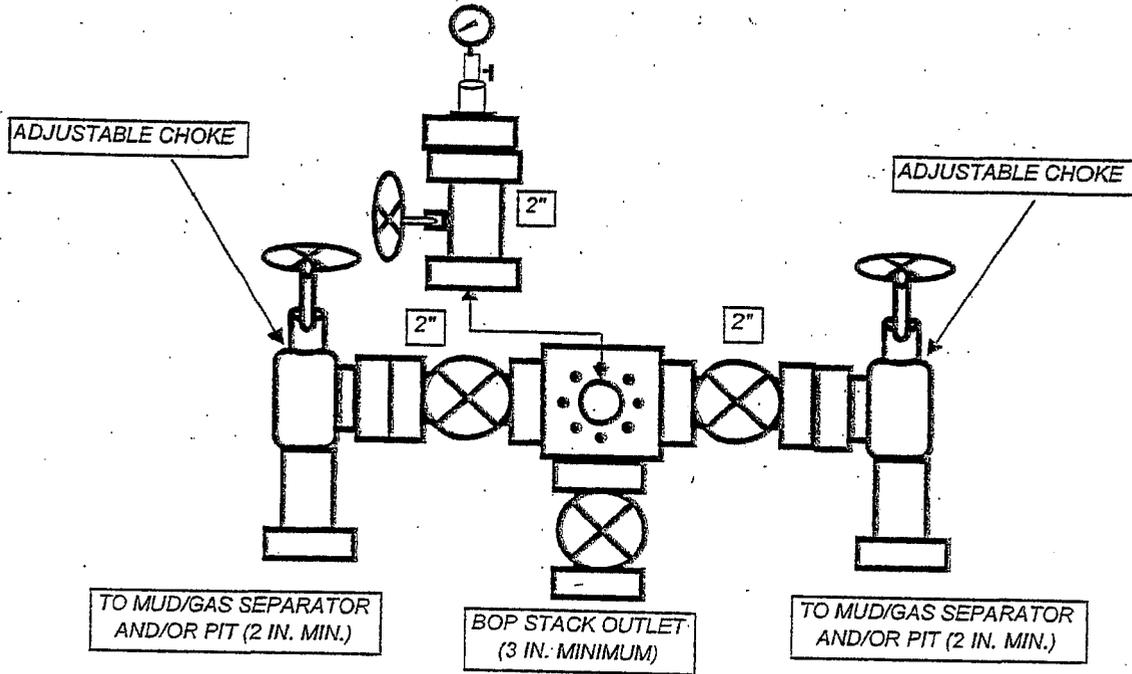
P.O. Box 18
Camanche, Iowa 52730
Phone: (563) 242-0000
Toll Free: 1-800-950-4772

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

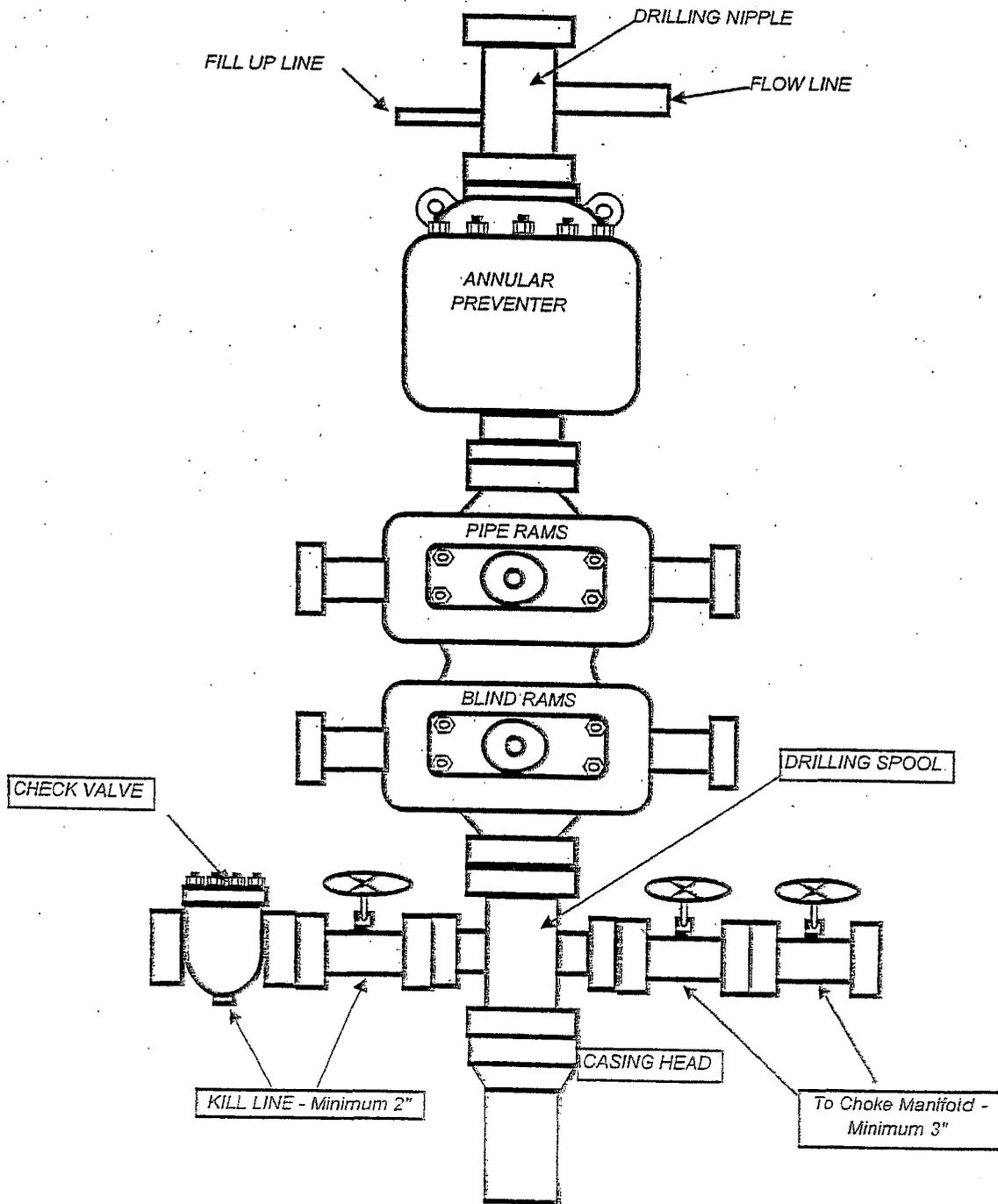
BILL BARRETT CORPORATION

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

#7-29-46 DLB

DUCHESNE COUNTY, UTAH

WELL FILE: **PLAN 6**

FEBRUARY 23, 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



#7-29-46 DLB
 SEC 29 T4S R6W
 1959' FNL, 470' FEL
 DUCHESNE COUNTY, UTAH

SITE DETAILS
 #5-28-46 DLB PAD
 Site Centre Latitude: 40°06'21.610N
 Longitude: 110°34'43.680W
 Ground Level: 6208.04
 Positional Uncertainty: 0.00
 Convergence: 0.59

WELL DETAILS							
Name	+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
#7-29-46	-15.99	2.91	7208661.05	1898082.43	40°06'21.452N	110°34'43.643W	N/A

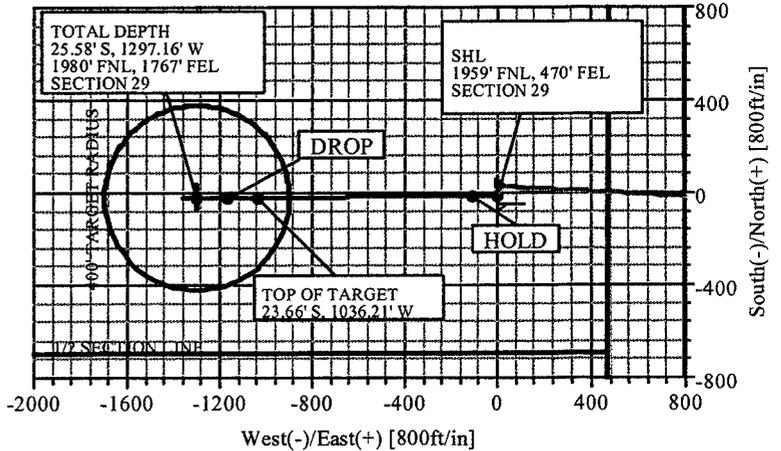
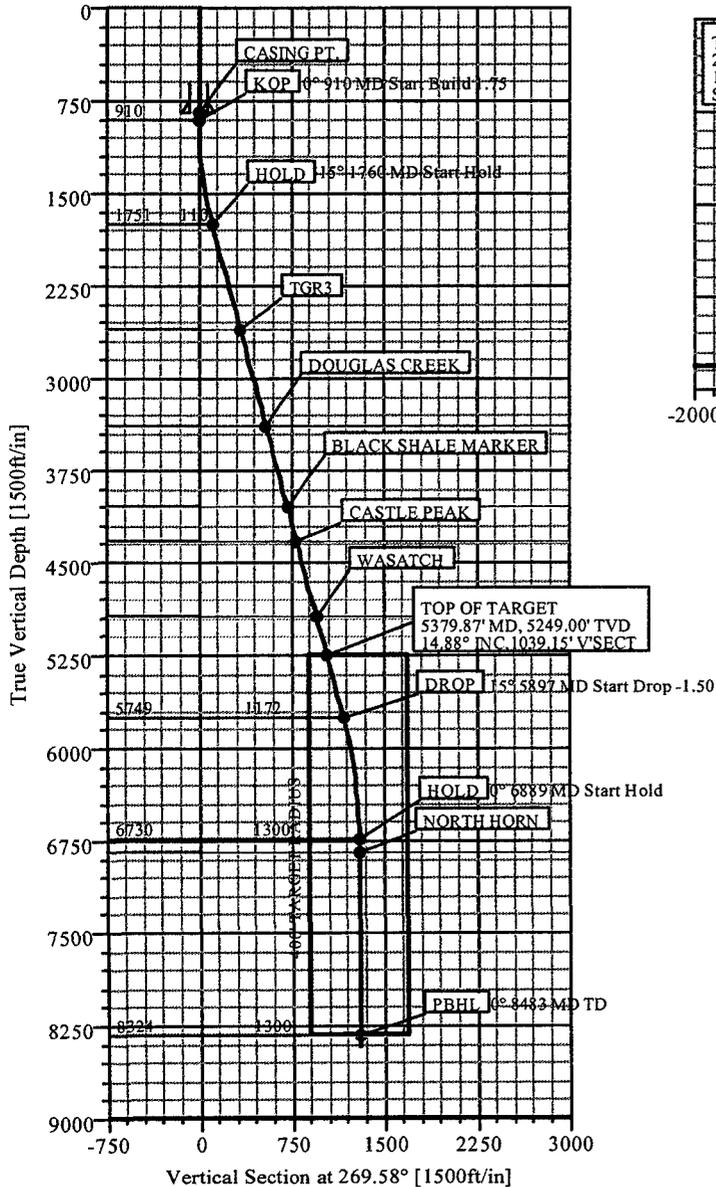
SECTION DETAILS										
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.00	0.00	269.58	0.00	-15.99	2.91	0.00	0.00	0.00	
2	910.00	0.00	269.58	910.00	-15.99	2.91	0.00	0.00	0.00	KOP
3	1760.16	14.88	269.58	1750.64	-16.80	-106.85	1.75	269.58	109.76	HOLD
4	5897.48	14.88	269.58	5749.25	-24.64	-1169.11	0.00	0.00	1172.05	DROP
5	6889.33	0.00	269.58	6730.00	-25.58	-1297.16	1.50	180.00	1300.11	HOLD
6	8483.33	0.00	269.58	8324.00	-25.58	-1297.16	0.00	269.58	1300.11	PBHL #7-29-46 DLB

CASING DETAILS				
No.	TVD	MD	Name	Size
1	849.00	849.00	CASING PT.	0.000

FORMATION TOP DETAILS			
No.	TVDPath	MDPath	Formation
1	2614.00	2653.47	TGR3
2	3389.00	3455.35	DOUGLAS CREEK
3	4049.00	4138.25	BLACK SHALE MARKER
4	4324.00	4422.78	CASTLE PEAK
5	4939.00	5059.12	WASATCH
6	6849.00	7008.33	NORTH HORN

ASSUMED 15' KB ELEVATION

KB ELEVATION: 6223.4'
 GR ELEVATION: 6208.4"



Azimuths to True North
 Magnetic North: 12.10°
 Magnetic Field
 Strength: 52708nT
 Dip Angle: 65.87°
 Date: 1/29/2007
 Model: bggm2006

TOTAL CORRECTION TO TRUE NORTH: 12.10°



Weatherford Drilling Services

PROPOSAL PLAN REPORT



Company: BILL BARRETT CORP	Date: 2/23/2007	Time: 07:55:47	Page: 1
Field: DUCHESNE COUNTY, UTAH	Co-ordinate(NE) Reference: Site: #5-28-46 DLB PAD, True North		
Site: #5-28-46 DLB PAD	Vertical (TVD) Reference: KB 6223.0		
Well: #7-29-46	Section (VS) Reference: Well (-15.99N,2.91E,269.58Azi)		
Wellpath: 1	Survey Calculation Method: Minimum Curvature		Db: Sybase

Field: DUCHESNE COUNTY, UTAH	
Map System: US State Plane Coordinate System 1983	Map Zone: Utah, Central Zone
Geo Datum: GRS 1980	Coordinate System: Site Centre
Sys Datum: Mean Sea Level	Geomagnetic Model: bggm2006

Site: #5-28-46 DLB PAD

Site Position:	Northing: 7208677.01 ft	Latitude: 40 6 21.610 N
From: Geographic	Easting: 1898079.36 ft	Longitude: 110 34 43.680 W
Position Uncertainty: 0.00 ft		North Reference: True
Ground Level: 6208.04 ft		Grid Convergence: 0.59 deg

Well: #7-29-46	Slot Name:
Well Position: +N/-S -15.99 ft	Northing: 7208661.05 ft
+E/-W 2.91 ft	Easting: 1898082.43 ft
Position Uncertainty: 0.00 ft	Latitude: 40 6 21.452 N
	Longitude: 110 34 43.643 W

Wellpath: 1	Drilled From: Surface
Current Datum: KB	Tie-on Depth: 0.00 ft
Magnetic Data: 1/29/2007	Above System Datum: Mean Sea Level
Field Strength: 52708 nT	Declination: 12.10 deg
Vertical Section: Depth From (TVD) ft	Mag Dip Angle: 65.87 deg
	+E/-W ft
	Direction deg
0.00	-15.99
	2.91
	269.58

Plan: Plan #6	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	269.58	0.00	-15.99	2.91	0.00	0.00	0.00	0.00	
910.00	0.00	269.58	910.00	-15.99	2.91	0.00	0.00	0.00	0.00	
1760.16	14.88	269.58	1750.64	-16.80	-106.85	1.75	1.75	0.00	269.58	
5897.48	14.88	269.58	5749.25	-24.64	-1169.11	0.00	0.00	0.00	0.00	
6889.33	0.00	269.58	6730.00	-25.58	-1297.16	1.50	-1.50	0.00	180.00	
8483.33	0.00	269.58	8324.00	-25.58	-1297.16	0.00	0.00	0.00	269.58	PBHL #7-29-46 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	269.58	800.00	-15.99	2.91	0.00	0.00	0.00	0.00	
849.00	0.00	269.58	849.00	-15.99	2.91	0.00	0.00	0.00	0.00	CASING PT.
900.00	0.00	269.58	900.00	-15.99	2.91	0.00	0.00	0.00	0.00	
910.00	0.00	269.58	910.00	-15.99	2.91	0.00	0.00	0.00	0.00	KOP
1000.00	1.58	269.58	999.99	-16.00	1.67	1.24	1.75	0.00	1.75	
1100.00	3.33	269.58	1099.89	-16.03	-2.60	5.51	1.75	0.00	1.75	
1200.00	5.08	269.58	1199.62	-16.08	-9.92	12.84	1.75	0.00	1.75	
1300.00	6.83	269.58	1299.08	-16.16	-20.29	23.20	1.75	0.00	1.75	
1400.00	8.58	269.58	1398.17	-16.26	-33.69	36.60	1.75	0.00	1.75	
1500.00	10.33	269.58	1496.81	-16.38	-50.11	53.02	1.75	0.00	1.75	
1600.00	12.08	269.58	1594.90	-16.52	-69.53	72.44	1.75	0.00	1.75	
1700.00	13.83	269.58	1692.36	-16.69	-91.94	94.85	1.75	0.00	1.75	
1760.16	14.88	269.58	1750.64	-16.80	-106.85	109.76	1.75	0.00	1.75	HOLD
1800.00	14.88	269.58	1789.14	-16.87	-117.08	119.99	0.00	0.00	0.00	
1900.00	14.88	269.58	1885.79	-17.06	-142.75	145.67	0.00	0.00	0.00	

Weatherford Drilling Services

PROPOSAL PLAN REPORT



Company: BILL BARRETT CORP	Date: 2/23/2007	Time: 07:55:47	Page: 2
Field: DUCHESNE COUNTY, UTAH	Co-ordinate(NE) Reference: Site: #5-28-46 DLB PAD, True North		
Site: #5-28-46 DLB PAD	Vertical (TVD) Reference: KB 6223.0		
Well: #7-29-46	Section (VS) Reference: Well (-15.99N,2.91E,269.58Azi)		
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	14.88	269.58	1982.44	-17.25	-168.43	171.34	0.00	0.00	0.00	
2100.00	14.88	269.58	2079.09	-17.44	-194.10	197.02	0.00	0.00	0.00	
2200.00	14.88	269.58	2175.73	-17.63	-219.78	222.69	0.00	0.00	0.00	
2300.00	14.88	269.58	2272.38	-17.82	-245.45	248.37	0.00	0.00	0.00	
2400.00	14.88	269.58	2369.03	-18.01	-271.13	274.04	0.00	0.00	0.00	
2500.00	14.88	269.58	2465.68	-18.20	-296.80	299.72	0.00	0.00	0.00	
2600.00	14.88	269.58	2562.32	-18.39	-322.48	325.40	0.00	0.00	0.00	
2653.47	14.88	269.58	2614.00	-18.49	-336.21	339.13	0.00	0.00	0.00	TGR3
2700.00	14.88	269.58	2658.97	-18.58	-348.15	351.07	0.00	0.00	0.00	
2800.00	14.88	269.58	2755.62	-18.77	-373.83	376.75	0.00	0.00	0.00	
2900.00	14.88	269.58	2852.27	-18.96	-399.50	402.42	0.00	0.00	0.00	
3000.00	14.88	269.58	2948.91	-19.15	-425.18	428.10	0.00	0.00	0.00	
3100.00	14.88	269.58	3045.56	-19.34	-450.85	453.78	0.00	0.00	0.00	
3200.00	14.88	269.58	3142.21	-19.53	-476.53	479.45	0.00	0.00	0.00	
3300.00	14.88	269.58	3238.86	-19.72	-502.20	505.13	0.00	0.00	0.00	
3400.00	14.88	269.58	3335.50	-19.91	-527.88	530.80	0.00	0.00	0.00	
3455.35	14.88	269.58	3389.00	-20.01	-542.09	545.02	0.00	0.00	0.00	DOUGLAS CREEK
3500.00	14.88	269.58	3432.15	-20.09	-553.55	556.48	0.00	0.00	0.00	
3600.00	14.88	269.58	3528.80	-20.28	-579.23	582.15	0.00	0.00	0.00	
3700.00	14.88	269.58	3625.45	-20.47	-604.90	607.83	0.00	0.00	0.00	
3800.00	14.88	269.58	3722.09	-20.66	-630.58	633.51	0.00	0.00	0.00	
3900.00	14.88	269.58	3818.74	-20.85	-656.25	659.18	0.00	0.00	0.00	
4000.00	14.88	269.58	3915.39	-21.04	-681.93	684.86	0.00	0.00	0.00	
4100.00	14.88	269.58	4012.04	-21.23	-707.60	710.53	0.00	0.00	0.00	
4138.25	14.88	269.58	4049.00	-21.30	-717.42	720.35	0.00	0.00	0.00	BLACK SHALE MARKER
4200.00	14.88	269.58	4108.68	-21.42	-733.28	736.21	0.00	0.00	0.00	
4300.00	14.88	269.58	4205.33	-21.61	-758.95	761.89	0.00	0.00	0.00	
4400.00	14.88	269.58	4301.98	-21.80	-784.63	787.56	0.00	0.00	0.00	
4422.78	14.88	269.58	4324.00	-21.84	-790.48	793.41	0.00	0.00	0.00	CASTLE PEAK
4500.00	14.88	269.58	4398.63	-21.99	-810.31	813.24	0.00	0.00	0.00	
4600.00	14.88	269.58	4495.27	-22.18	-835.98	838.91	0.00	0.00	0.00	
4700.00	14.88	269.58	4591.92	-22.37	-861.66	864.59	0.00	0.00	0.00	
4800.00	14.88	269.58	4688.57	-22.56	-887.33	890.26	0.00	0.00	0.00	
4900.00	14.88	269.58	4785.22	-22.75	-913.01	915.94	0.00	0.00	0.00	
5000.00	14.88	269.58	4881.86	-22.94	-938.68	941.62	0.00	0.00	0.00	
5059.12	14.88	269.58	4939.00	-23.05	-953.86	956.80	0.00	0.00	0.00	WASATCH
5100.00	14.88	269.58	4978.51	-23.13	-964.36	967.29	0.00	0.00	0.00	
5200.00	14.88	269.58	5075.16	-23.31	-990.03	992.97	0.00	0.00	0.00	
5300.00	14.88	269.58	5171.81	-23.50	-1015.71	1018.64	0.00	0.00	0.00	
5379.87	14.88	269.58	5249.00	-23.66	-1036.21	1039.15	0.00	0.00	0.00	TOP OF GAS
5400.00	14.88	269.58	5268.45	-23.69	-1041.38	1044.32	0.00	0.00	0.00	
5500.00	14.88	269.58	5365.10	-23.88	-1067.06	1070.00	0.00	0.00	0.00	
5600.00	14.88	269.58	5461.75	-24.07	-1092.73	1095.67	0.00	0.00	0.00	
5700.00	14.88	269.58	5558.40	-24.26	-1118.41	1121.35	0.00	0.00	0.00	
5800.00	14.88	269.58	5655.05	-24.45	-1144.08	1147.02	0.00	0.00	0.00	
5897.48	14.88	269.58	5749.25	-24.64	-1169.11	1172.05	0.00	0.00	0.00	DROP
5900.00	14.84	269.58	5751.69	-24.64	-1169.76	1172.70	-1.50	0.00	1.50	
6000.00	13.34	269.58	5848.68	-24.82	-1194.10	1197.04	-1.50	0.00	1.50	
6100.00	11.84	269.58	5946.27	-24.98	-1215.90	1218.84	-1.50	0.00	1.50	
6200.00	10.34	269.58	6044.40	-25.12	-1235.13	1238.07	-1.50	0.00	1.50	
6300.00	8.84	269.58	6143.00	-25.25	-1251.79	1254.73	-1.50	0.00	1.50	
6400.00	7.34	269.58	6242.01	-25.35	-1265.86	1268.80	-1.50	0.00	1.50	
6500.00	5.84	269.58	6341.34	-25.43	-1277.34	1280.28	-1.50	0.00	1.50	

Weatherford Drilling Services

PROPOSAL PLAN REPORT



Company: BILL BARRETT CORP	Date: 2/23/2007	Time: 07:55:47	Page: 3
Field: DUCHESNE COUNTY, UTAH	Co-ordinate(NE) Reference:	Site: #5-28-46 DLB PAD, True North	
Site: #5-28-46 DLB PAD	Vertical (TVD) Reference:	KB 6223.0	
Well: #7-29-46	Section (VS) Reference:	Well (-15.99N,2.91E,269.58Azi)	
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
6600.00	4.34	269.58	6440.95	-25.50	-1286.21	1289.15	-1.50	0.00	1.50	
6700.00	2.84	269.58	6540.75	-25.55	-1292.47	1295.41	-1.50	0.00	1.50	
6800.00	1.34	269.58	6640.68	-25.57	-1296.12	1299.06	-1.50	0.00	1.50	
6889.33	0.00	269.58	6730.00	-25.58	-1297.16	1300.11	-1.50	0.00	1.50	HOLD
6900.00	0.00	269.58	6740.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
7000.00	0.00	269.58	6840.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
7008.33	0.00	269.58	6849.00	-25.58	-1297.16	1300.11	0.00	0.00	0.00	NORTH HORN
7100.00	0.00	269.58	6940.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
7200.00	0.00	269.58	7040.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
7300.00	0.00	269.58	7140.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
7400.00	0.00	269.58	7240.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
7500.00	0.00	269.58	7340.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
7600.00	0.00	269.58	7440.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
7700.00	0.00	269.58	7540.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
7800.00	0.00	269.58	7640.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
7900.00	0.00	269.58	7740.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
8000.00	0.00	269.58	7840.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
8100.00	0.00	269.58	7940.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
8200.00	0.00	269.58	8040.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
8300.00	0.00	269.58	8140.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
8400.00	0.00	269.58	8240.67	-25.58	-1297.16	1300.11	0.00	0.00	0.00	
8483.33	0.00	269.58	8324.00	-25.58	-1297.16	1300.11	0.00	0.00	0.00	PBHL #7-29-46 DLB

Annotation

MD ft	TVD ft	
910.00	910.00	KOP
1760.16	1750.64	HOLD
5897.48	5749.26	DROP
5379.87	5249.00	TOP OF GAS
6889.33	6730.00	HOLD
8483.33	8324.00	PBHL

Formations

MD ft	TVD ft	Formations	Lithology	Dip Angle deg	Dip Direction deg
2653.47	2614.00	TGR3		0.00	0.00
3455.35	3389.00	DOUGLAS CREEK		0.00	0.00
4138.25	4049.00	BLACK SHALE MARKER		0.00	0.00
4422.78	4324.00	CASTLE PEAK		0.00	0.00
5059.12	4939.00	WASATCH		0.00	0.00
7008.33	6849.00	NORTH HORN		0.00	0.00

Casing Points

MD ft	TVD ft	Diameter in	Hole Size in	Name
849.00	849.00	0.000	0.000	CASING PT.

Targets

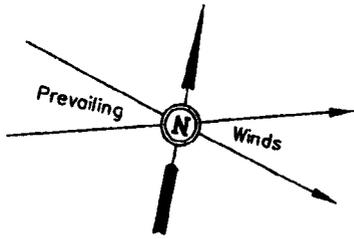
Name	Description Dip.	Dir.	TVD ft	+N/-S ft	+E/-W ft	Map Northing ft	Map Easting ft	← Latitude → Deg Min Sec	← Longitude → Deg Min Sec
PBHL #7-29-46 DLB			8324.00	-25.58	-1297.16	7208638.07	1896782.53	40 6 21.357 N	110 35 0.375 W
-Circle (Radius: 400)									
-Plan hit target									

BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

#7-29-46 DLB & #5-28-46 DLB
SECTION 29, T4S, R6W, U.S.B.&M.

SE 1/4 NE 1/4



SCALE: 1" = 60'
DATE: 7-13-06
Drawn By: K.G.
Revised: 11-29-06

Proposed Access Road

C-1.2'
El. 209.8'

C-0.7'
El. 209.1'

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



Reserve Pit Backfill & Spoils Stockpile

FLARE PIT C-0.4'
El. 208.8'

C-0.4'
El. 208.8'

C-0.5'
El. 208.9'

C-2.0'
El. 210.4'

589°00'43"W - 1510.35'
(To Bottom Hole)

C-8.7'
El. 209.1'
(btm. pit)

C-0.4'
El. 208.8'

C-0.4'
El. 208.8'

588°05'01"E - 1133.15'
(To Bottom Hole)

County Road #20

10' WIDE BENCH

Total Pit Capacity
W/2' of Freeboard
= 9,730 Bbls. ±
Total Pit Volume
= 2,900 Cu. Yds.

1 1/2:1 SLOPES

RESERVE PITS
(8' Deep)

180'

Sta. 0+50

C-9.0'
El. 209.4'
(btm. pit)

C-0.4'
El. 208.8'

C-0.2'
El. 208.6'

Sta. 0+00

C-0.3'
El. 208.7'

Approx. Top of Cut Slope

C-0.5'
El. 208.9'

Reserve Pit Backfill & Spoils Stockpile

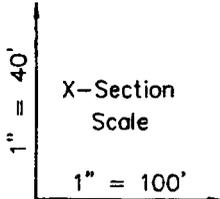
Elev. Ungraded Ground at #7-29 Location Stake = 6208.8'
Elev. Graded Ground at #7-29 Location Stake = 6208.4'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (435) 789-1017

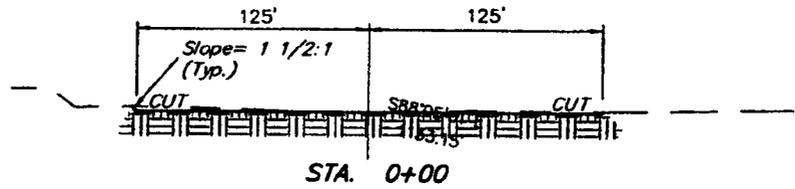
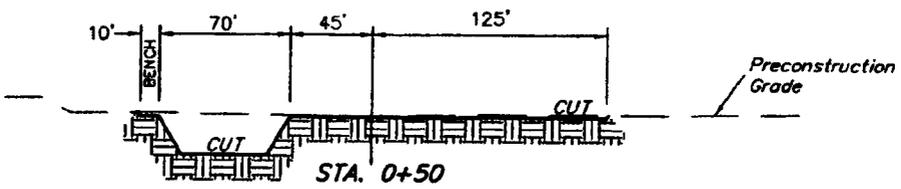
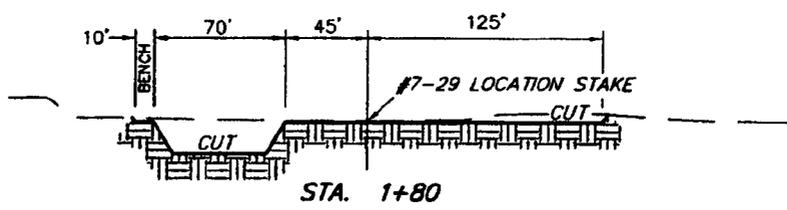
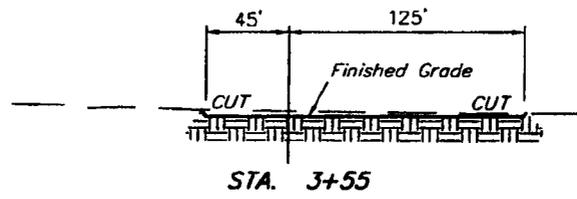
BILL BARRETT CORPORATION

TYPICAL CROSS SECTIONS FOR

#7-29-46 DLB & #5-28-46 DLB
SECTION 29, T4S, R6W, U.S.B.&M.
SE 1/4 NE 1/4



DATE: 7-13-06
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

(12") Topsoil Stripping	= 2,890 Cu. Yds.
Remaining Location	= 2,930 Cu. Yds.
TOTAL CUT	= 5,820 CU.YDS.
FILL	= 980 CU.YDS.

EXCESS MATERIAL	= 4,840 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 4,340 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 500 Cu. Yds.

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BILL BARRETT CORPORATION

#7-29-46 DLB & 5-28-46 DLB

LOCATED IN DUCHESNE COUNTY, UTAH

SECTION 29, T4S, R6W, U.S.B.&M.



PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: WESTERLY

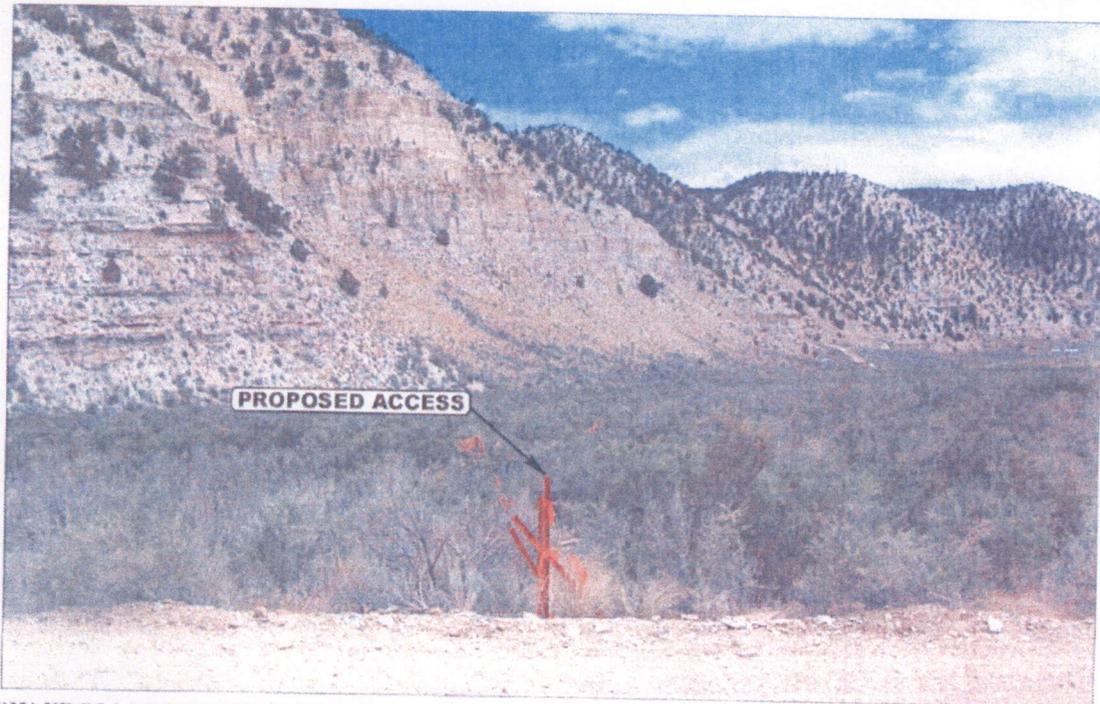


PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: SOUTHEASTERLY



Since 1964

U
E
L
S Uintah Engineering & Land Surveying

85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS

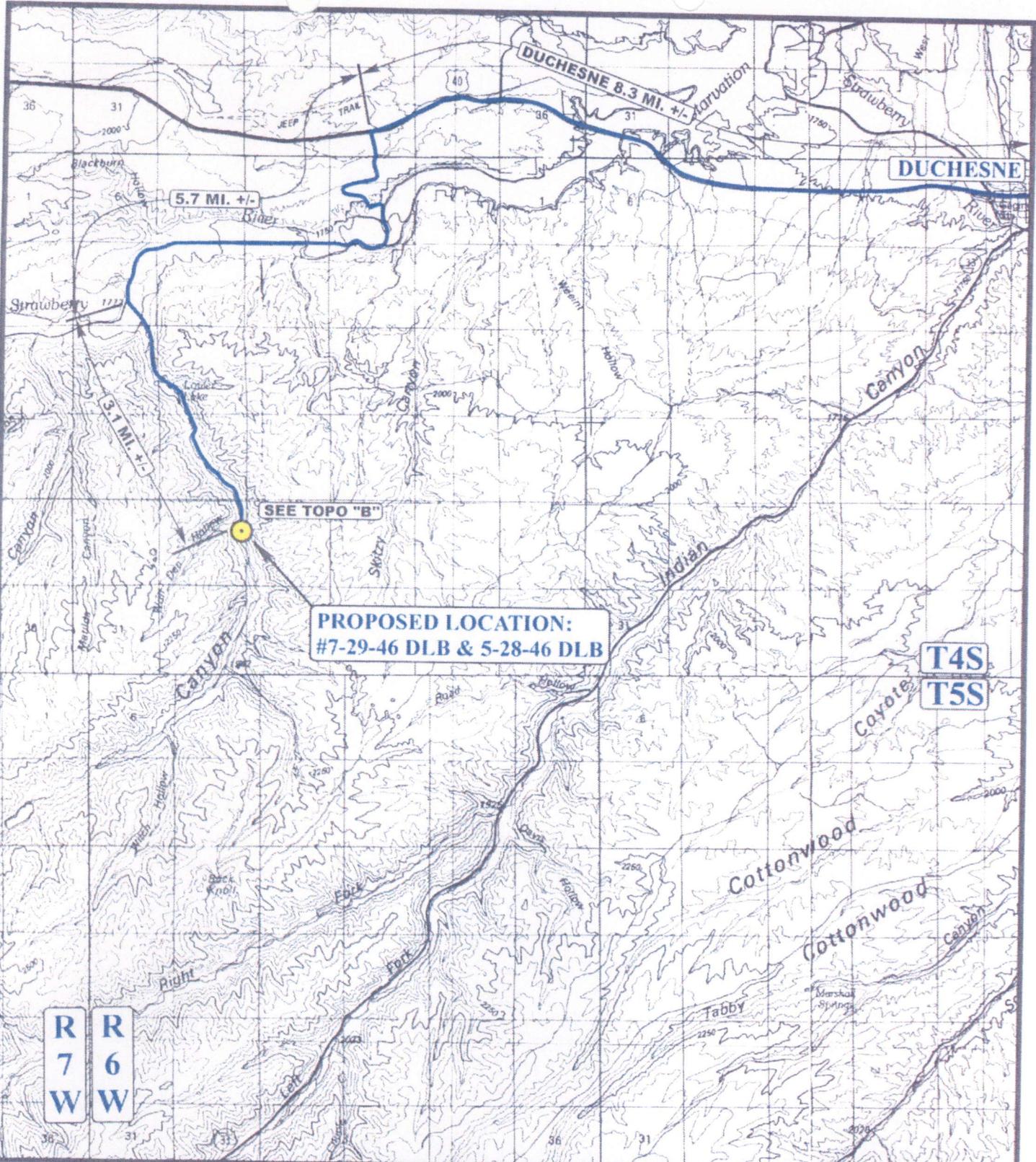
07 14 06
MONTH DAY YEAR

PHOTO

TAKEN BY: D.R.

DRAWN BY: L.K.

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



**PROPOSED LOCATION:
#7-29-46 DLB & 5-28-46 DLB**

**T4S
T5S**

**R7W
R6W**

LEGEND:

 **PROPOSED LOCATION**



BILL BARRETT CORPORATION

**#7-29-46 DLB & 5-28-46 DLB
SECTION 29, T4S, R6W, U.S.B.&M
SE 1/4 NE 1/4**



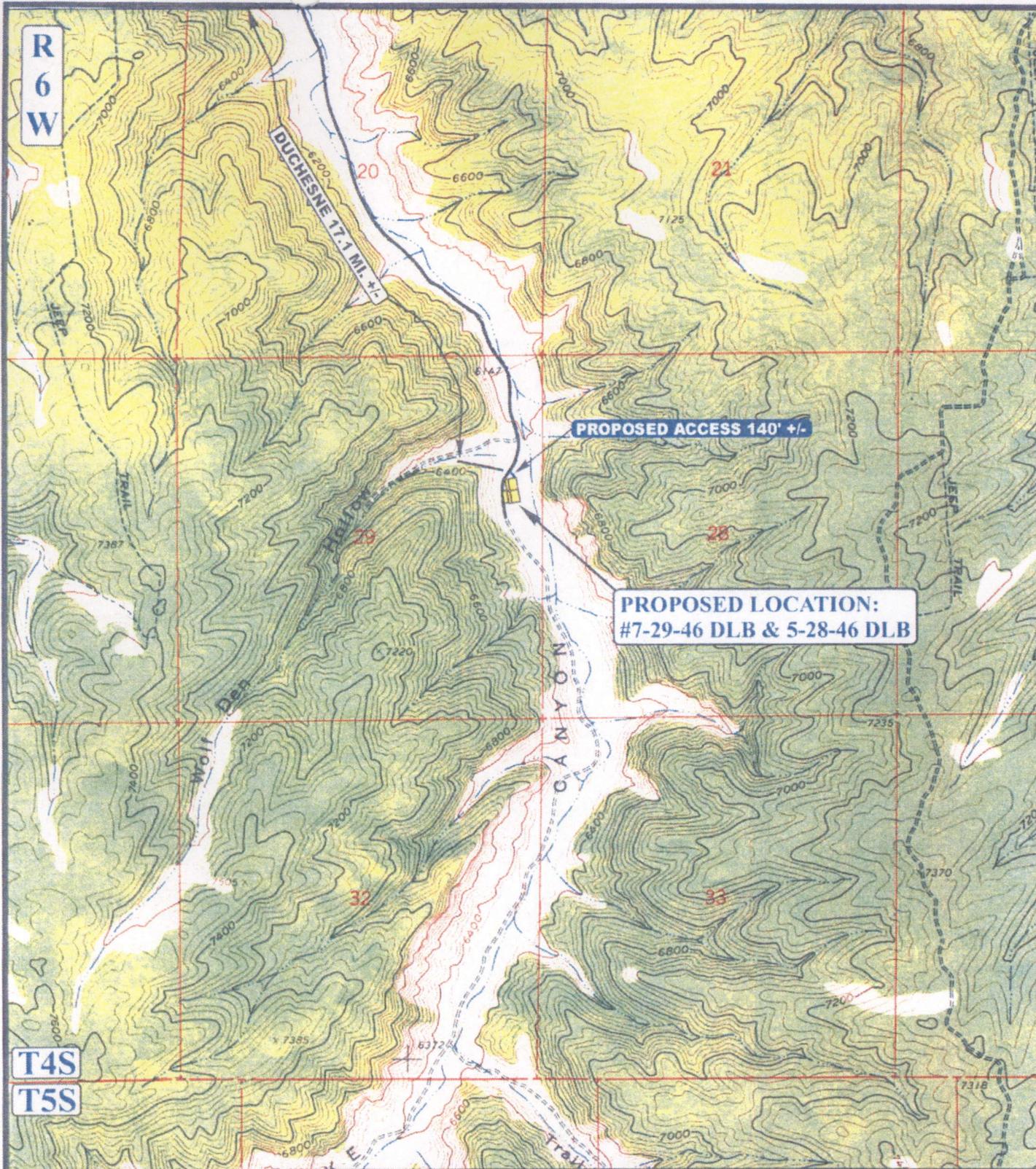
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

07 14 06
MONTH DAY YEAR

SCALE: 1:100,000 DRAWN BY: L.K. REV: 11-28-06 J.L.G.





LEGEND:

- EXISTING ROAD
- - - - - PROPOSED ACCESS ROAD



BILL BARRETT CORPORATION

#7-29-46 DLB & 5-28-46 DLB
 SECTION 29, T4S, R6W, U.S.B.&M
 SE 1/4 NE 1/4



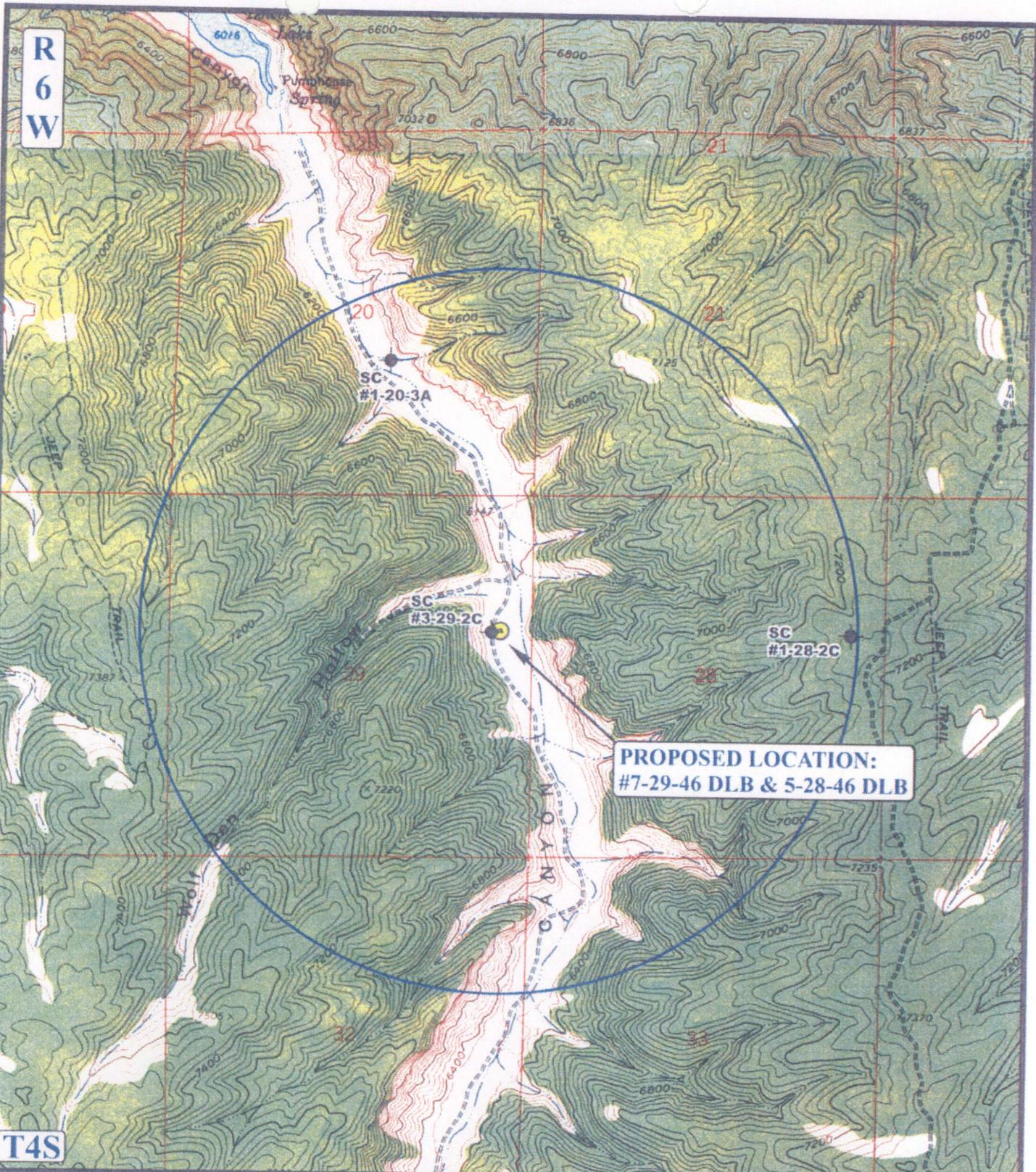
Utah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC 07 14 06
MAP MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: L.K. REV: 11-28-06J.L.G.



R
6
W



T4S

LEGEND:

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

BILL BARRETT CORPORATION

#7-29-46 DLB & 5-28-46 DLB
 SECTION 29, T4S, R6W, U.S.B.&M
 SE 1/4 NE 1/4



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



**TOPOGRAPHIC
 MAP**

07 14 06
 MONTH DAY YEAR

SCALE: 1" = 2000'

DRAWN BY: L.K.

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



**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 03/07/2007

API NO. ASSIGNED: 43-013-33584

WELL NAME: 7-29-46 DLB
 OPERATOR: BILL BARRETT CORP (N2165)
 CONTACT: REED HADDOCK

PHONE NUMBER: 303-312-8546

PROPOSED LOCATION:

SUNE

SENE 29 040S 060W
 SURFACE: 1959 FNL 0470 FEL
 BOTTOM: 1980 FNL 1767 FEL
 COUNTY: DUCHESNE
 LATITUDE: 40.10595 LONGITUDE: -110.5781
 UTM SURF EASTINGS: 535960 NORTHINGS: 4439392
 FIELD NAME: ALTAMONT (55)

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

LEASE TYPE: 2 - Indian
 LEASE NUMBER: 14-20-H62-5500
 SURFACE OWNER: 4 - Fee

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: Needs Permit (03-27-07)

STIPULATIONS: 1- Federal Approval
2- Spacing Strip
3- STATEMENT OF BASIS

T4S R6W

SKITZY CYN
UTE 4-22-1A

SKITZY CYN
UTE 1-22-2A ◊

ALTAMONT FIELD

20
SKITZY CYN
UTE 1-20-3A ◊

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

SKITZY CYN
UTE 3-22-1C

SKITZY CYN
UTE 2-22-2C

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

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

5-27-46 DLB
BHL
5-27-46 DLB

SKITZY CYN
UTE 1-27-4B ◊

UTE TRIBAL
1-34

UTE TRIBAL
1-33
5-34-46 DLB

T5S R6W

OPERATOR: BILL BARRETT CORP (N2165)

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

FIELD: ALTAMONT (55)

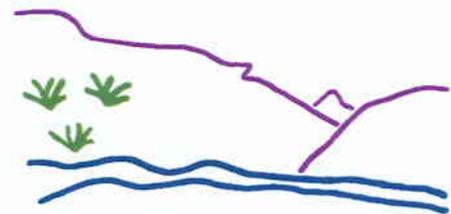
COUNTY: DUCHESNE

SPACING: R649-3-11 / DIRECTIONAL DRILLING

Field Status	
	ABANDONED
	ACTIVE
	COMBINED
	INACTIVE
	PROPOSED
	STORAGE
	TERMINATED

Unit Status	
	EXPLORATORY
	GAS STORAGE
	NF PP OIL
	NF 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

Application for Permit to Drill

Statement of Basis

Utah Division of Oil, Gas and Mining

4/11/2007

Page 1

APD No	API WellNo	Status	Well Type	Surf Ownr	CBM
288			GW	P	No
Operator	BILL BARRETT CORP				
Well Name	7-29-46 DLB				
Field	ALTAMONT				
Location	FL FL GPS Coord (UTM) E N				
		Surface Owner-APD			
		Unit			
		Type of Work			

Geologic Statement of Basis

The mineral rights at the proposed location are owned by the Ute Indian Tribe. The BLM will be the agency responsible for evaluating and approving the proposed drilling, casing and cement programs.

Brad Hill

4/11/2007

APD Evaluator

Date / Time

Surface Statement of Basis

The general area is within the Lake Canyon drainage. Lake Canyon is named for a reservoir lake located in the canyon bottom approximately 8 road miles up canyon from the confluence of Lake Canyon drainage with the Strawberry River. The City of Duchesne is approximately 14 road miles to the east of the road junction leading to Lake Canyon. Access to the area is by State of Utah and Duchesne County paved highways to the Lake Canyon graveled Duchesne County Road. The Lake Canyon County road is at times narrow and crosses one bridge, which the County and oil companies are planning to replace. The #7-29-46 DLB and #5-28-46 DLB proposed gas wells as well as other wells in Lake Canyon will be accessed by this road.

Topography in the Lake Canyon area consists of a wide-bottomed canyon rimmed by excessively steep or vertical sidewall cliffs. Outwash plains or deposits of till are common along both sides of the canyon. A few narrow bottomed side drainages exist and have similar steep sides. A perennial stream exists and flows into the Lake originating at springs approximately 1-1/2 miles upstream. Overflow from the lake subs into the bottom of the drainage a short distance below the lake, depending on the amount of flow for the particular year and time of the year. Seeps and small springs infrequently occur within the drainage.

The proposed #7-29-46 DLB gas well will be on a twin pad with the #5-28-46 DLB well. The location is in the greasewood covered flat bottom of Lake Canyon a short distance above the side drainage of Wolf Den Hollow. Both are directional wells with targets under the near vertical canyon walls to the east and west. Part of the location will occupy the location of a well plugged in 1982, Skitzzy Cyn Ute 3-29-26. Imported borrow may be needed for both the access road and the location. At the time of the presite the ground surface was moist. It appears the soil lacks much rock and the surface may not support equipment.

Robert Pender owns the surface and the minerals are owned by the United States Government and held in trust for the Ute Indian Tribe. Both Mr. Pender and the BLM, who administers the minerals for the tribe, were invited to the pre-site review but neither attended.

Floyd Bartlett

3/27/2007

Onsite Evaluator

Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit.

ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name 7-29-46 DLB
API Number 43-013-33584-0 **APD No** 288 **Field/Unit** ALTAMONT
Location: 1/4,1/4 **Sec** **Tw** **Rng** **FL** **FL**
GPS Coord (UTM) 535954 4439410 **Surface Owner**

Participants

Floyd Bartlett (DOGM), Mike Beath and Jeff Stringham (Bill Barrett Corp.), Roger Mitchell (Dirt Contractor), Ben Williams (UDWR)

Regional/Local Setting & Topography

The general area is within the Lake Canyon drainage. Lake Canyon is named for a reservoir lake located in the canyon bottom approximately 8 road miles up canyon from the confluence of Lake Canyon drainage with the Strawberry River. The City of Duchesne is approximately 14 road miles to the east of the road junction leading to Lake Canyon. Access to the area is by State of Utah and Duchesne County paved highways to the Lake Canyon graveled Duchesne County Road. The Lake Canyon County road is at times narrow and crosses one bridge, which the County and oil companies are planning to replace. The #7-29-46 DLB and #5-28-46 DLB proposed gas wells as well as other wells in Lake Canyon will be accessed by this road.

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Surface Use Plan

Current Surface Use

Grazing
Wildlife Habitat
Deer Winter Range

New Road

Miles	Well Pad	Src Const Material	Surface Formation
0.01	Width 245 Length 329	Onsite	UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetland N

Flora / Fauna

Greasewood bottom. Cheatgrass and mustard present.

Deer, elk, coyotes, bobcats and numerous small mammals, birds and raptors.

Soil Type and Characteristics

deep sandy loam with no surface rock.

Erosion Issues N

Sedimentation Issues N

Site Stability Issues Y

Site may be soft and require imported borrow to support equipment.

Drainage Diversion Required N

Berm Required? N

Erosion Sedimentation Control Required? N

Paleo Survey Run? N **Paleo Potential Observed?** N **Cultural Survey Run?** N **Cultural Resources?** N

Reserve Pit

Site-Specific Factors

Site Ranking

Distance to Groundwater (feet)	25 to 75	15
Distance to Surface Water (feet)	>1000	0
Dist. Nearest Municipal Well (ft)	>5280	0
Distance to Other Wells (feet)	<300	20
Native Soil Type	Mod permeability	10
Fluid Type	Fresh Water	5
Drill Cuttings	Normal Rock	0
Annual Precipitation (inches)	<10	0
Affected Populations	<10	0
Presence Nearby Utility Conduits	Not Present	0

Final Score 50 1 **Sensitivity Level**

Characteristics / Requirements

A reserve pit is planned in an area of cut in the southwest corner of the location. Dimensions are 70' x 180' x 8' deep. A minimum of a 16 mil liner is required..

Closed Loop Mud Required? N **Liner Required?** Y **Liner Thickness** 16 **Pit Underlayment Required?** Y

Other Observations / Comments

At the time of the presite the ground surface was moist. It appears the soil lacks much rock and the surface may not support equipment.

Floyd Bartlett
Evaluator

3/27/2007
Date / Time



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 #7-29-46 DLB Well
Surface: 1959' FNL & 470' FEL - SENE, 29-T4S-R6W
Bottom Hole: 1980' FNL & 1767' FEL - SWNE, 29-T4S-R6W
Duchesne County, Utah

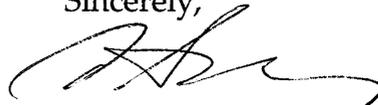
Dear Ms. Whitney:

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,



Doug Gundry-White
Senior Landman

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

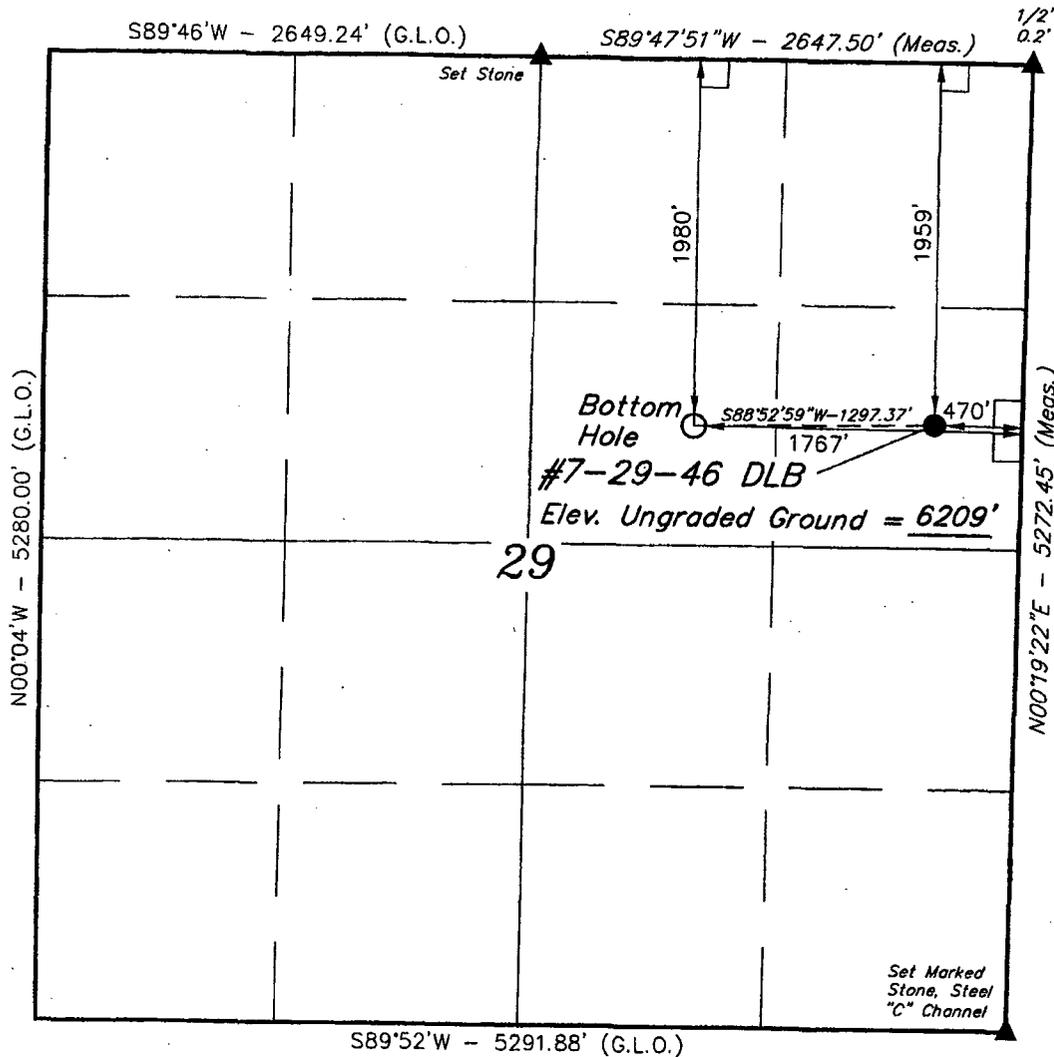
RECEIVED
MAR 14 2007

DIV. OF OIL, GAS & MINING

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

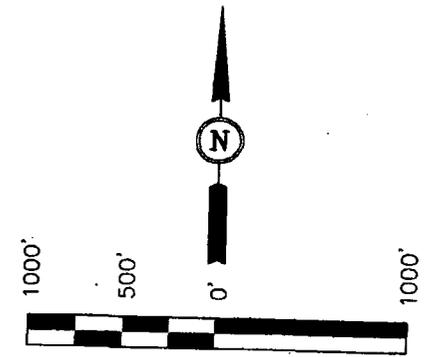
BILL BARRETT CORPORATION

Well location, #7-29-46 DLB, located as shown in the SE 1/4 NE 1/4 of Section 29, 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.



CERTIFIED REGISTERED LAND SURVEYOR
 THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEY MADE BY ME UNDER SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.
 REGISTERED LAND SURVEYOR
 STATE OF UTAH
 ROBERT L. [Signature]

Revised: 2-16-07
 Revised: 1-18-07

BASIS OF BEARINGS

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

(NAD 83)
 LATITUDE = 40°06'21.45" (40.105958)
 LONGITUDE = 110°34'43.65" (110.578792)
 (NAD 27)
 LATITUDE = 40°06'21.60" (40.106000)
 LONGITUDE = 110°34'41.09" (110.578081)

LEGEND:

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

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

SCALE 1" = 1000'	DATE SURVEYED: 7-10-06	DATE DRAWN: 7-13-06
PARTY D.R. A.H. K.G.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BILL BARRETT CORPORATION	



May 9, 2007

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

7-29-46 DLB (To Be Drilled On Existing Well Pad – # 5-28-46)
Fee Surface/Tribal Minerals
SENE, Section 29-T4S-R6W
Duchesne County, Utah

Dear Diana Mason, Permitting - Petroleum Technician:

BBC submitted the original APD for the above mentioned well on March 5, 2007. The Utah Division of Oil, Gas and Mining have been waiting for the signed SUA before approving and issuing an API number for this well. Enclosed find two copies of the signed and executed Surface Use Agreement (SUA) between Bill Barrett Corporation (BBC) and Jerry D. Coates, Trustee of the Coates Family Trust, et al. This SUA effects the above mentioned location and the 5-28-46 DLB. It is BBC's request that an API number be issued as soon as possible.

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

Sincerely,

A handwritten signature in cursive script that reads 'Reed Haddock'.

Reed Haddock
Permit Analyst

Enclosures

RECEIVED

MAY 11 2007

DIV. OF OIL, GAS & MINING

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

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 2nd day of April, 2007, by and between Wilcox Investment Company, Inc., c/o R.J. Pinder, P.O. Box 1329, Park City, UT 84060; Jerry D. Coates and Janice Coates, Trustees of the Coates Family Trust dated February 24, 1993, 5995 West 9600 North, Highland, UT 84003 and Nancy O. Duncan, a widow, 308 West Antelope Drive, #H, Layton, UT 84041 ("Surface Owner") and Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, ("BBC").

WITNESSETH THAT:

WHEREAS, BBC owns undivided interests in certain oil and gas leases ("leases") covering and affecting the E1/2SE1/4NE1/4 of Section 29, Township 4 South, Range 6 West, USM, of Duchesne County, Utah; and,

WHEREAS, such leases grant to BBC the right and privilege of ingress, egress, exploring, drilling, mining, operating for, producing and owning oil and gas and all other products produced therewith, together with the right to make surveys on said lands, lay pipelines, construct roads and bridges, dig canals, build power stations, telephone lines, employee houses and other structures on said lands, necessary or useful in BBC's operations; and,

WHEREAS, BBC, intends to drill two wells from a common drill-site pad at a legal drill-site location in the E1/2SE1/4NE1/4 of Section 29, Township 4 South Range 6 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of the E1/2SE1/4NE1/4 of Section 15, Township 4 South, Range 6 West, USM, Duchesne County, Utah, and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,

WHEREAS, BBC has agreed to reimburse Surface Owner for actual damages and injuries to all crops, timber, fences and other improvements located on the surface which results from BBC's operations hereunder, provided that BBC shall not be held liable or responsible for acts of providence or occurrences beyond BBC's control, such payment to be made upon commencement of operations to construct the wellsite pad; so,

NOW, THEREFORE, in consideration of TEN (10) AND MORE DOLLARS (\$10.00) and other good and valuable consideration paid by BBC to Surface Owner, the receipt and sufficiency of which is hereby acknowledged, said Surface Owner does hereby release BBC, its agents, employees, licensees, permittees, successors and assigns from all claims for damages as hereinafter provided, which are occasioned by any drilling, testing, completing, producing, operating, reworking and abandoning operations conducted by BBC at the above mentioned well, and agrees that BBC, its agents, employees, licensees, permittees, successors and assigns, may enter upon said premises and construct and maintain such roadways, bridges, and other means of access as are necessary to enable BBC on said location, for the purpose of erecting all necessary surface equipment, including but not limited to separators and tank battery storage facilities and other related facilities for the operating of the subject wells or any other well(s) operated by BBC in the general area. Said location and road to be located as shown on Exhibit "A" attached hereto.

For the same consideration, Surface Owner does hereby grant and convey unto BBC, its successors and assigns, the right, at any time and from time to time, to lay, construct, reconstruct, replace, renew, operate, maintain, repair, change the size of, and remove pipes and pipelines for the transportation of oil, petroleum or any of its products, gas, water, saltwater and other substances, or any byproducts thereof, along, over, through, upon under and across the route of any such lines constructed hereunder, together with rights of ingress and egress to and from said line or lines for the purposes aforesaid. Such pipeline or pipelines to be buried to a depth below ordinary plow depth. Such pipeline or pipelines to be constructed within the boundaries of the right-of-way granted herein as shown on Exhibit "A" attached hereto.

Surface Owner hereby releases BBC, its successors and assigns, from any and all damages and claims asserted. The consideration paid by BBC to Surface Owner is accepted by Surface Owner as full and final satisfaction for any and all damages and claims for damages to the surface which result from any of BBC's operations and privileges granted under the above Leases. Surface Owner hereby waives the right to collect any further and additional damages that may hereafter be asserted in connection with BBC's use of the land as further described on Exhibit "A" attached hereto and agrees to accept in lieu of any such future claims the agreed upon payment provided for in this Agreement.

Nothing herein shall alter or affect the rights of either party hereto with respect to surface use or disturbance of Surface Owner's land surrounding the drillsite locations, respectively, and BBC agrees to give Surface Owner advance notice of its intended use of any such surrounding land before commencing any operations thereon pursuant to its rights.

Surface Owner and BBC do hereby release, discharge and acquit the other from any and all liability, and shall indemnify the other against any and all claims and demands for damages, attorneys fees, injury or loss, existing now or done hereafter, to the surface of said lands or to any third parties arising out of or being the result of their or their agents, contractors licensees, permittees, successors and assigns own activities on or use of the subject property. However, such parties' potential liability under this paragraph to the other shall be limited to the acts and/or omission of its, or its predecessors, agents, contractors, licensees, permittees, successor and assigns, and shall not include any acts and/or omissions of the other party, it agents, contractors, licensees, permittees, successors or assigns. BBC shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an uncluttered condition.

Any topsoil which is removed by BBC on Surface Owner's land will be stockpiled at the drillsite and will be redistributed on the drillsite upon completion of all operations and the land reseeded with grasses and/or native plants by BBC upon written request by Surface Owner. All mud pits will be filled and material and debris will be removed from the drillsite upon completion of operations. BBC shall have the right to remove from the lands covered hereby, at any time during the term hereof or within six (6) months after the termination of this Agreement, any or all structures, pipes, equipment and other facilities placed on, over, under, through and across any lands covered hereby, excepting fences, culverts, and other land improvements required by the Surface Owner, and title thereto shall be vested in BBC at all times, and shall in no event be considered or construed as fixtures thereto.

BBC shall maintain all roads used pursuant to this Agreement and shall install culverts where necessary to insure adequate drainage from all roads. BBC shall install cattleguards where necessary.

This Agreement shall inure to the benefit of the parties hereto, their heirs, successors and assigns and shall be a burden running with the land.

This Agreement may be executed in any number of counterparts and all such counterparts shall be deemed to constitute a single Agreement and the execution of one counterpart by any party hereto shall have the same force and effect as if said party had signed all other counterparts.

IN WITNESS WHEREOF, the parties have executed this Surface Damage Settlement Agreement effective as of the 9th day of April, 2007.

SURFACE OWNER
WILCOX INVESTMENT COMPANY
INC.

BILL BARRETT CORPORATION

[Signature]
By: R.J. Pinder, its President

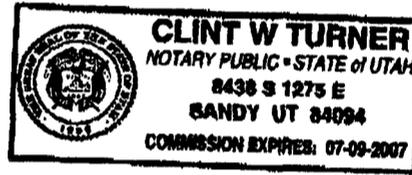
By: [Signature]
Huntington T. Walker
Its: Vice President - Land

STATE OF UTAH)
)
COUNTY OF SUMMIT)

On the 10th day of April, 2007, personally appeared before me R.J. Pinder, who, being by me duly sworn, did say that he is the President of Wilcox Investment Company, Inc. and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said R.J. Pinder acknowledged to me that said corporation executed the same.

[Signature]
Notary Public
Residing at: Sandy, UT

My Commission Expires: 7-9-07



STATE OF COLORADO)
)
COUNTY OF DENVER)

On the 7th day of May, 2007, personally appeared before me Huntington T. Walker, who, being by me duly sworn, did say that he is the Vice President - Land of Bill Barrett Corporation and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said Huntington T. Walker acknowledged to me that said corporation executed the same.

[Signature]
Notary Public
Residing at: DENVER, CO

My Commission Expires: _____

My Commission Expires 12/29/09

SURFACE OWNER

Jerry D. Coates TRUSTEE OF THE COATES FAMILY TRUST
Jerry D. Coates, Trustee of the Coates
Family Trust dated February 24, 1993

Janice O. Coates Trustee of the Coates Family Trust
Janice O. Coates, Trustee of the Coates
Family Trust dated February 24, 1993

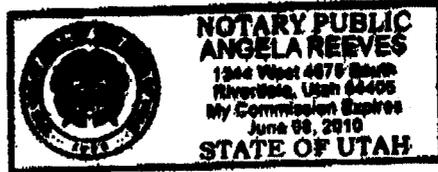
STATE OF UTAH)

COUNTY OF Utah)

On the 12 day of April, 2007, personally appeared before me Janice O. Coates, as Trustee of the Coates Family Trust dated February 24, 1993, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purpose and consideration therein expressed.

Angela Reeves
Notary Public
Residing at: 949 W. Brassland dr

My Commission Expires: June 8 2010 American Fork ut 84013



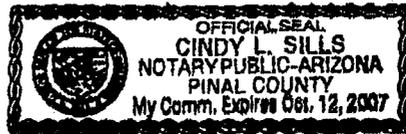
STATE OF ARIZONA)

COUNTY OF PINAL)

On the 26th day of April, 2007, personally appeared before me Jerry D. Coates, as Trustee of the Coates Family Trust dated February 24, 1993, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purpose and consideration therein expressed.

Cindy L. Sills
Notary Public
Residing at: 150 N. Main St.
Florence, AZ 85232

My Commission Expires: October 12, 2007



SURFACE OWNER



**TURNER PETROLEUM
LAND SERVICES, INC.**
8438 South 1275 East
Sandy, Utah 84094
(801) 561-8953

April 9, 2007

R.J. Pinder
Wilcox Investment Company, Inc.
PO Box 1329
Park City, UT 84060

Re Compensation for Surface Damage and Right-of-Way Settlement Agreement

Dear Mr. Pinder:

By Agreement effective April 9, 2007, Wilcox Investment Company, Inc. granted to Bill Barrett Corporation a Surface Damage and Right-of-Way Settlement Agreement for the location of a wellsite pad located in the E1/2SE1/4NE1/4 of Section 29, Township 4 South, Range 6 West, USM, Duchesne County, Utah. As compensation for such Agreement Bill Barrett agrees to pay Wilcox and Wilcox agrees to accept the amount of \$2,873.18, with such compensation to be paid upon commencement of operations to construct the aforesaid wellsite.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Clint W. Turner".

Clint W. Turner, CPL
Agent for Bill Barrett Corporation

Accepted and agreed to:
Wilcox Investment Company, Inc.

A handwritten signature in cursive script, appearing to read "R.J. Pinder".

By: R.J. Pinder, President

April 9, 2007

To Whom It May Concern:

Please be advised that the undersigned, Wilcox Investment Company, Inc., as a partial owner of the surface estate of the E1/2SE1/4NE1/4 of Section 29, Township 4 South, Range 6 West, USM, Duchesne County, Utah, hereby waives the requirement to have an archeological survey conducted on the access road and pipeline corridor and the wellsite location situated in the E1/2SE1/4NE1/4 of said Section 29.

WILCOX INVESTMENT COMPANY, INC.


By: R.J. Pinder, President



**TURNER PETROLEUM
LAND SERVICES, INC.**
8438 South 1275 East
Sandy, Utah 84094
(801) 561-8953

April 9, 2007

Nancy O. Duncan
308 West Antelope Drive #H
Layton, UT 84041

Re Compensation for Surface Damage and Right-of-Way Settlement Agreement

Dear Mrs. Duncan:

By Agreement effective April 9, 2007, you granted to Bill Barrett Corporation a Surface Damage and Right-of-Way Settlement Agreement for the location of a wellsite pad located in the E1/2SE1/4NE1/4 of Section 29, Township 4 South, Range 6 West, USM, Duchesne County, Utah. As compensation for such Agreement Bill Barrett agrees to pay you and you agree to accept the amount of \$1,436.59, with such compensation to be paid upon commencement of operations to construct the aforesaid wellsite.

Very truly yours,

Clint W. Turner, CPL
Agent for Bill Barrett Corporation

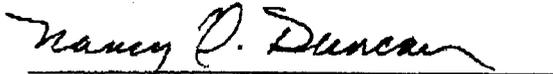
Accepted and agreed to:

Nancy O. Duncan
Nancy O. Duncan

April 9, 2007

To Whom It May Concern:

Please be advised that I the undersigned Nancy O. Duncan, a widow, as a partial owner of the surface estate of the E1/2SE1/4NE1/4 of Section 29, Township 4 South, Range 6 West, USM, Duchesne County, Utah, hereby waives the requirement to have an archeological survey conducted on the access road and pipeline corridor and the wellsite location situated in the E1/2SE1/4NE1/4 of said Section 29.



Nancy O. Duncan



TURNER PETROLEUM
LAND SERVICES, INC.
8438 South 1275 East
Sandy, Utah 84094
(801) 561-8953

April 9, 2007

Mr. and Mrs. Jerry D. Coates
5995 West 9600 North
Highland, UT 84003

Re Compensation for Surface Damage and Right-of-Way Settlement Agreement

Dear Mr. and Mrs. Coates:

By Agreement effective April 9, 2007, you, as Trustees of the Coates Family Trust dated February 24, 1993, granted to Bill Barrett Corporation a Surface Damage and Right-of-Way Settlement Agreement for the location of a wellsite pad located in the E1/2SE1/4NE1/4 of Section 29, Township 4 South, Range 6 West, USM, Duchesne County, Utah. As compensation for such Agreement Bill Barrett agrees to pay you and you agree to accept the amount of \$1,436.59, with such compensation to be paid upon commencement of operations to construct the aforesaid wellsite.

Very truly yours,

Clint W. Turner, CPL
Agent for Bill Barrett Corporation

Accepted and agreed to:

Jerry D. Coates, Trustee

Janice Coates, Trustee

April 9, 2007

To Whom It May Concern:

Please be advised that we the undersigned, Jerry D. Coates and Janice Coates, Trustees of the Coates Family Trust dated February 24, 1993, as a partial owner of the surface estate of the E1/2SE1/4NE1/4 of Section 29, Township 4 South, Range 6 West, USM, Duchesne County, Utah, hereby waives the requirement to have an archeological survey conducted on the access road and pipeline corridor and the wellsite location situated in the E1/2SE1/4NE1/4 of said Section 29.

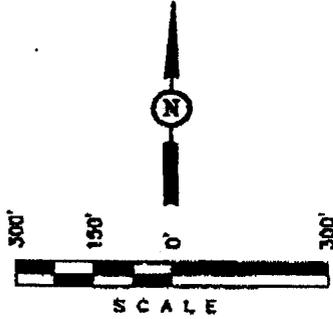
Jerry D. Coates TRUSTEE OF COATES FAMILY TRUST
Jerry D. Coates, Trustee of the Coates Family
Trust dated February 24, 1993

Janice Coates Trustee of The COATES FAMILY TRUST
Janice Coates, Trustee of the Coates Family
Trust dated February 24, 1993

HILL BARRETT CORPORATION
LOCATION DAMAGE AREA
& ROAD RIGHT-OF-WAY
ON FEE LANDS

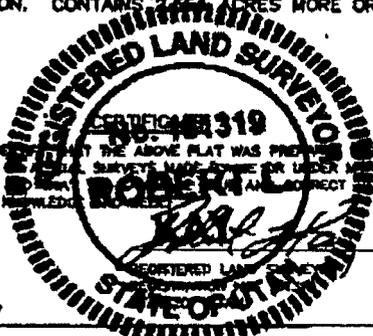
(For #7-29-46 DLB
 & #5-28-46 DLB)

LOCATED IN
 SECTION 29, T4S, R6W, U.S.B.&M.
 DUCHESNE COUNTY, UTAH



DAMAGE AREA DESCRIPTION

BEGINNING AT A POINT IN THE SE 1/4 NE 1/4 OF SECTION 29, T4S, R6W, U.S.B.&M. WHICH BEARS S13°45'03"W 1801.42' FROM THE NORTHEAST CORNER OF SAID SECTION 29, THENCE N80°46'03"E 63.91'; THENCE S09°13'57"E 405.00'; THENCE S80°48'03"W 290.00'; THENCE N09°13'57"W 240.00'; THENCE N13°45'22"E 179.23'; THENCE N80°46'03"E 156.09' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION, CONTAINS 2.5 ACRES MORE OR LESS.



THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES AND MEASUREMENTS MADE BY ME OR UNDER MY SUPERVISION AND TO THE BEST OF MY KNOWLEDGE AND BELIEF IT IS CORRECT AND ACCURATE.

Revised: 1-18-07

UTAH ENGINEERING & LAND SURVEYING
 85 SOUTH - 200 EAST • (435) 788-1077
 VERNAL, UTAH - 84078

SCALE 1" = 300'	DATE 7-14-06
PARTY D.R. A.H. K.G.	REFERENCES G.L.O. PLAT
WEATHER WARM	FILE 47807

G.T.H.S.	
ACRES	RODS
0.078	6.850

N00°19'22"E - 5272.45' (Approx.)

Section Line

L. 04-87.73



Investment
D Inc.

RVATION.

Set markers
Stake, Steel
1" Chisel

EXHIBIT "A"

S80°47'31"W - 2647.90' (Meas.)

Set Stone

Section Line

ROAD RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SE 1/4 NE 1/4 OF SECTION 29, T4S, R6W, U.S.B.L.M. WHICH BEARS S16°51'21"W 1743.44' FROM THE NORTHEAST CORNER OF SAID SECTION 29, THENCE S49°19'15"E 87.73'; THENCE S34°38'46"E 45.29' TO A POINT IN THE SE 1/4 NE 1/4 OF SAID SECTION 29 WHICH BEARS S13°45'05"W 1801.42' FROM THE NORTHEAST CORNER OF SAID SECTION 29. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.078 ACRES MORE OR LESS.

BEGINNING OF ROAD STA. 0+00 BEARS S16°51'21"W 1743.44' FROM THE NORTHEAST CORNER OF SECTION 29, T4S, R6W,

END OF ROAD STA. 1+13.02 BEARS S13°45'05"W 1801.42' FROM THE NORTHEAST CORNER OF SECTION 29, T4S, R6W.

RIGHT-OF-WAY

PROPERTY OWNER	F
WILCOX INVESTMENT CO. INC.	113

1/16 Section Line

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	S49°19'15"E	87.73'
L2	S34°38'46"E	45.29'
L3	N80°46'03"E	63.91'
L4	S09°13'57"E	405.00'
L5	S80°46'03"W	290.00'
L6	N09°13'57"W	240.00'
L7	N13°45'22"E	179.23'
L8	N80°45'03"E	156.09'

1/4 Section Line

1/16 Section Line

BEGINNING OF PROPOSED ROAD RIGHT-OF-WAY STA. 0+00 (At Existing Road)

END OF PROPOSED ROAD RIGHT-OF-WAY STA. 1+13.02 (At Edge of Damage Area)

County Road #20

DAMAGE AREA #7-29-46 DLB & #5-28-46 D Contains 2.564 Acres

Sec. 29

1/4 Section Line

BASIS OF BEA

BASIS OF BEARINGS IS A G.P.

SW 1/4

▲ = SECTION CORNERS LOCATED.



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

May 14, 2007

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

Re: 7-29-46 DLB Well, Surface Location 1959' FNL, 470' FEL, SE NE, Sec. 29,
T. 4 South, R. 6 West, Bottom Location 1980' FNL, 1767' FEL, SW NE,
Sec. 29, 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 43-013-33584.

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 7-29-46 DLB
API Number: 43-013-33584
Lease: 14-20-H62-5500

Surface Location: SE NE **Sec.** 29 **T.** 4 South **R.** 6 West
Bottom Location: SW NE **Sec.** 29 **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 with 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. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

7. 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

MAR 12 2007

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

VERNAL, UTAH

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		8. Lease Name and Well No. # 7-29-46 DLB
3b. Phone No. (include area code) (303) 312-8546		9. API Well No. 43-013-33584
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SENE, 1959' FNL, 470' FEL At proposed prod. zone SWNE, 1980' FNL, 1767' FEL		10. Field and Pool, or Exploratory Wildcat
14. Distance in miles and direction from nearest town or post office* Approximately 17.1 miles southwest of Duchesne, Utah		11. Sec., T. R. M. or Blk. and Survey or Area Section 29-T4S-R6W U.S.B.&M.
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 470' SHL; 1767' 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. Approximately 47'	19. Proposed Depth 8483'	20. BLM/BIA Bond No. on file Nationwide Bond #WYB000040
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 6209' 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:

- | | |
|---|--|
| 1. Well plat certified by a registered surveyor. | 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). |
| 2. A Drilling Plan. | 5. Operator certification |
| 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office). | 6. Such other site specific information and/or plans as may be required by the authorized officer. |

25. Signature <i>Reed Haddock</i>	Name (Printed/Typed) Reed Haddock	Date 03/05/2007
-----------------------------------	--------------------------------------	--------------------

Title
Permit Analyst

Approved by (Signature) <i>Jerry Kewala</i>	Name (Printed/Typed) JERRY KEWALA	Date 6-21-2007
---	--------------------------------------	-------------------

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

CONDITIONS OF APPROVAL ATTACHED

RECEIVED

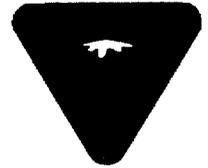
JUN 26 2007

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: 7-29-46 DLB
API No: 43-013-33584

Location: SENE, Sec. 29, 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

- Fee Surface (UDWR) – No COAs.

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 $\frac{1}{4}$ $\frac{1}{4}$, 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.

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: FEE
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:
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: EL PASO E&P COMPANY, L.P.		8. WELL NAME and NUMBER: CASE 2-31B4
3. ADDRESS OF OPERATOR: 1099 18TH ST, STE 1900 CITY DENVER STATE CO ZIP 80202		9. API NUMBER: 4301333584
4. LOCATION OF WELL FOOTAGES AT SURFACE: 780' FSL, 780' FWL		10. FIELD AND POOL, OR WILDCAT: ALTAMONT
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 31 2S 4W		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 (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 checked="" 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: <u>Drilling</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

OPERATOR PERFORMED THE FOLLOWING ON THE SUBJECT WELL BETWEEN 6/4/2007 AND 6/17/2007:

6/4/2007 TAG CMT @ 68', DRILL OUT CMT FROM 68' - 102'. KELLY BUSHING 9' HIGH. SPUD 17-1/2" HOLE, DRILL FROM 102' TO 220', PUMPS 100X100, 599 GPM, WOB 10K, ROTARY 75, P/U 34K, S/O 32K, ROTATE 31K. 6/6/2007 DRILL 17-1/2" HOLE FROM 220' - 626' 6/7/2007 RAN 13-3/8" K-55 STC 54.5# CSG AND LANDED @ 622'. CMT W/ 750 SX (154 BBL) 15.8 PPG, YIELD 1.15 CU'/SX, W/2% CACLs, DISPLACE W/ WATER HAD 62.5 BBL (305 SX) GOOD CMT RETURNS. 6/8/2007 ROUGH CUT 7 SPLUT 20". ROUGH CUT 13-3/8" AND REMOVE. DRESS CUT 13-3/8", INSTALL 13-3/8" RISER W/ 13-5/8" FLANGE. DRILL 12-1/4" FROM 626' - 5756'. 6/16/2007 RUN 125 JTS 9.625 40# N-80 LTC SET @ 5751'. CONDUCT FIRST STAGE CEMENT JOB, PRESSURE TEST LINE'S TO 5000 PSI, PUMP 360 SX 11,0 PPG LEAD AND 90 SX CLASS G @ 14.1 PPG W/ 432 BBLs DISPLACEMENT AND BUMP PLUG @ 03:30 W/ 1250 PSI RECIP CSG W/ NO LOSSES FOR THE HOLE JOB. 6/17/2007 TEST LINES T/ 5000 PSI AND PUMP 355 SX, 11 PPG LEAD W / TAIL OF 100 SX @ 14.1 PPG W/ 190 BBLs OF DISPLACEMENT, 130 BBLs OF CMT BACK TO SURFACE, BUMP PLUG AND CLOSE DV TOOL W/ 2200 PSI. ROUGH CUT AND REMOVE 13 3/8 CONDUCTOR, AND 9 5/8 CUT OFF, FINAL CUT ON 9 5/8 AND INSTALL 11' 10,000 WELL HEAD, MULTI BOWL AND TEST T/ 1500 PSI AND HOLD F/ 15 MIN, (TEST GOOD) NIPPLE UP BOP AND LINES. TEST BOP, HIGH 5000 PSI, LOW 250 PSI, HYDRILL 2500 PSI, CSG 1500 PSI.

NAME (PLEASE PRINT) <u>LISA PRETZ</u>	TITLE <u>ENGINEERING TECH</u>
SIGNATURE	DATE <u>6/14/2007</u>

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: FEE
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: CASE 2-31B4	
2. NAME OF OPERATOR: EL PASO E&P COMPANY, L.P.		9. API NUMBER: 4301333584
3. ADDRESS OF OPERATOR: 1099 18TH ST, STE 1900 DENVER CO 80202	PHONE NUMBER: (303) 291-6400	10. FIELD AND POOL, OR WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 780' FSL, 780' FWL		COUNTY: DUCHESNE
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 31 2S 4W		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>6/28/2007</u>	<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"/> 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>Sidetrack</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	
	<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.

Operator requests authorization to sidetrack the subject well according to the following procedures.
 Trip in hole with 1200' of 2-3/8" stinger to surface casing shoe. When Schlumberger arrives on location TIH to TD ~8800' while they are rigging up. Hold pre job safety meeting
 Pump 1000' of 13.4 ppg cement plug (8.75" hole + 20% excess = 505 cuft)
 Slurry is still being tested, but tests will be complete prior to pumping
 Slowly pull out of plug to minimize stringing out of cement. POOH to surface casing shoe circulate pipe clean of cement WOC 6-8 hours, or per lab results. TIH to top of plug (confirm by GENTLY tagging top with pumps on)
 Pump 1000' of 17 ppg cement plug (8.75" hole + 20% excess = 505 cuft)
 Slurry is still being tested, but tests will be complete prior to pumping
 Slowly pull out of plug to minimize stringing out of cement. POOH to surface casing shoe circulate pipe clean of cement POOH LD tubing stinger, do not send back until after cement plug quality is confirmed.
 PU junk bit clean out cement to 6900 note top of cement on morning report
 Before proceeding with next step ensure 24 hrs has passed since cement was mixed
 If cement is firm continue to clean out to 7000', if cement is not firm call to discuss. POOH PU directional tools and roller cone bit. When completely confident away from old hole (call to discuss) TOOH and PU PDC on directional BHA to drill ahead
 Kick off at 7000' heading close to due north. Set the 7" casing at 9900' roughly 25' north of well center, which should put us as close to well center as possible at TD of the well. Planned BHL is the same as the original BHL.

NAME (PLEASE PRINT) <u>LISA PRETZ</u>	TITLE <u>ENGINEERING TECH</u>
SIGNATURE	DATE <u>6/26/2007</u>

(This space for State use only)

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

DATE: 6/29/07
 BY:

RECEIVED
 JUN 27 2007
 DIV. OF OIL, GAS & MINING

7-2-07
Rm

(5/2000)

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 type="checkbox"/> GAS WELL <input checked="" 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, Ste 2300 CITY DENVER STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME: N/A
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1959' FNL x 470' FEL COUNTY: DUCHESNE QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENE 29 T4S R6W STATE: UTAH		8. WELL NAME and NUMBER: # 7-29-46 DLB
PHONE NUMBER: (303) 312-8546		9. API NUMBER: 4301333584
		10. FIELD AND POOL, OR WILDCAT: ALTAMONT

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"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>APD EXTENSION</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

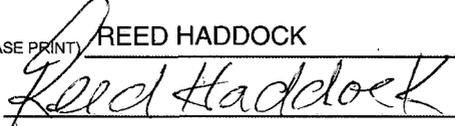
BILL BARRETT CORPORATION (BBC) REQUESTS A ONE-YEAR EXTENSION ON THE APD FOR THIS LOCATION. THE ORIGINAL APD WAS APPROVED ON MAY 14, 2007 AND EXPIRES MAY 14, 2008.

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

Date: 05-06-08
By: 

COPY SENT TO OPERATOR

Date: 5-7-2008
Initials: KS

NAME (PLEASE PRINT) <u>REED HADDOCK</u>	TITLE <u>PERMIT ANALYST</u>
SIGNATURE 	DATE <u>5/1/2008</u>

(This space for State use only)

RECEIVED
MAY 06 2008



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

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

API: 4301333584
Well Name: 7-29-46 DLB
Location: 1959' FNL, 470' FEL, SENE, SEC. 29, T4S, R6W
Company Permit Issued to: BILL BARRETT CORPORATION
Date Original Permit Issued: 5/14/2007

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

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

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

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

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

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

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

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

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

Geord Haddock
Signature

5/1/2008
Date

Title: PERMIT ANALYST

Representing: BILL BARRETT CORPORATION

**RECEIVED
MAY 06 2008**

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: BIA 14-20-H62-5500
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE INDIAN TRIBE
		7. UNIT or CA AGREEMENT NAME: N/A
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: #7-29-46 DLB
2. NAME OF OPERATOR: BILL BARRETT CORPORATION		9. API NUMBER: 4301333584
3. ADDRESS OF OPERATOR: 1099 18TH Street, Ste 2300 CITY Denver STATE CO ZIP 80202		10. FIELD AND POOL, OR WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1959' FNL, 470' FEL		COUNTY: DUCHESNE
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENE 29 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"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<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"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>APD EXTENSION</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

BILL BARRETT CORPORATION (BBC) REQUESTS AN ADDITIONAL ONE-YEAR EXTENSION ON THE APD FOR THIS LOCATION. THE ORIGINAL APD WAS APPROVED ON MAY 14, 2007, THE PREVIOUS PERMIT EXTENSION WAS FILED ON MAY 1, 2008 AND EXPIRES ON MAY 6, 2009.

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

Date: 05-11-09
By: *[Signature]*

COPY SENT TO OPERATOR
Date: 5.12.2009
Initials: KS

NAME (PLEASE PRINT) <u>Matt Barber</u>	TITLE <u>Permit Analyst</u>
SIGNATURE <u><i>Matt Barber</i></u>	DATE <u>4/30/2009</u>

(This space for State use only)

**RECEIVED
MAY 06 2009**



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

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

API: 4301333584
Well Name: #7-29-46 DLB
Location: 1959' FNL, 470' FEL, SENE, Sec. 29, T4S-R6W
Company Permit Issued to: Bill Barrett Corporation
Date Original Permit Issued: 5/14/2007

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

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

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

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

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

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

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

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

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

Matt Baker
Signature

4/30/2009
Date

Title: Permit Analyst

Representing: Bill Barrett Corporation

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MAY 06 2009
DIV. OF OIL, GAS & MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT
Green River District-Vernal Field Office
170 South 500 East
Vernal, UT 84078
(435) 781-4400 Fax: (435) 781-4410
<http://www.blm.gov/ut/st/en/fo/vernal.html>

IN REPLY REFER TO:
3160
UTG011

August 6, 2009

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

Re: **43 013 33584**
Notice of Expiration
Well No. 7-29-46 DLB
SENE, Sec. 29, T4S, R6W
Duchesne County, Utah
Lease No. 14-20-H62-5500

Dear Mr. Barber:

The Application for Permit to Drill for the above-referenced well was approved on June 21, 2007. No extension of the original APD was requested. According to our records, no known activity has transpired at the approved location. In view of the foregoing, this office is notifying you that the approval of the referenced application has expired. If you intend to drill at this location in the future, a new Application for Permit to Drill must be submitted.

This office requires a letter confirming that no surface disturbance has been made for this drill site. Any surface disturbance associated with the approved location of this well is to be rehabilitated. A schedule for this rehabilitation must be submitted to this office. Your cooperation in this matter is appreciated.

If you have any questions regarding this matter, please contact me at (435) 781-3428.

Sincerely,

Robin R. Hansen

Robin R. Hansen
Legal Instruments Examiner

cc: UDOGM
BIA
Ute Tribe

RECEIVED
SEP 15 2009
DIV. OF OIL, GAS & MINING

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. 20G0005500
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" 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. # 7-29-46 DLB
4. Location of Well (Report location clearly and in accordance with any State requirements.)* At surface SENE, 1959' FNL, 470' FEL At proposed prod. zone SWNE, 1980' FNL, 1767' FEL		9. API Well No. 4301333584
14. Distance in miles and direction from nearest town or post office* Approximately 17.1 miles southwest of Duchesne, Utah		10. Field and Pool, or Exploratory Altamont
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 470' SHL; 1767' BHL	16. No. of acres in lease N/A	11. Sec., T. R. M. or Blk. and Survey or Area Section 29-T4S-R6W U.S.B.&M.
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. Approximately 47'	19. Proposed Depth 8,483'	12. County or Parish Duchesne
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 6209' ungraded ground	22. Approximate date work will start* 03/15/2009	13. State UT
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:

- | | |
|---|--|
| 1. Well plat certified by a registered surveyor. | 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). |
| 2. A Drilling Plan. | 5. Operator certification |
| 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office). | 6. Such other site specific information and/or plans as may be required by the authorized officer. |

25. Signature <i>Matt Barber</i>	Name (Printed/Typed) Matt Barber	Date 12/04/2009
Title Permit Analyst		
Approved by (Signature) <i>James H. Sparger</i>	Name (Printed/Typed) James H. Sparger	Date MAR 21 2010
Title ACTING 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.

CONDITIONS OF APPROVAL 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)



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NOTICE OF APPROVAL

APR 01 2010

DIV. OF OIL, GAS & MINING

2010 JUN 8 PM 1 27
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 VERNAL FIELD OFFICE
 BUREAU OF LAND MANAGEMENT
 DEPT. OF THE INTERIOR



**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 Corporation
Well No: 7-29-46 DLB
API No: 43-013-33584

Location: SENE, Sec. 29, T4S, R6W
Lease No: 2OG0005500
Agreement: N/A

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

**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

Construction Activity (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	- The Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist shall be notified at least 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday.
Construction Completion (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	- Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion. Notify the BLM Environmental Scientist prior to moving on the drilling rig.
Spud Notice (Notify BLM Petroleum Engineer)	- Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to running casing and cementing all casing strings to: ut_vn_opreport@blm.gov .
BOP & Related Equipment Tests (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify BLM 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.

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**SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

- All areas of disturbance (including surface pipelines) must have appropriate surface use agreements or approvals in place with the proper owner and/or agency before such action is started.
- The conditions set forth in these agreements by those owners and/or agencies.

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**DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

SITE SPECIFIC DOWNHOLE COAs:

- The production casing cement shall extend a minimum of 200 feet above the surface casing shoe.

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.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- 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

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DIV. OF OIL, GAS & MINERAL

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.
- While actively drilling, 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.

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DIV. OF OIL, GAS & MINING

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 ($\frac{1}{4}$ $\frac{1}{4}$, 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

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APR 01 2010

DIV. OF OIL, GAS & MINING

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APR 01 2010

Page 6 of 6
Well: 7-29-46 DLB
3/12/2010

DIV. OF OIL, GAS & MINING

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.

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
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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 Gas Well	8. WELL NAME and NUMBER: 7-29-46 DLB
------------------------------------	--

2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013335840000
--	---

3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8128 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
---	--	--

4. LOCATION OF WELL FOOTAGES AT SURFACE: 1959 FNL 0470 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENE Section: 29 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 type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 5/6/2010	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER:

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

April activity report.

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

NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Analyst
SIGNATURE N/A	DATE 5/10/2010	

#7-29-46 DLB 4/26/2010 12:00 - 4/27/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
-------------------------	----------------------	--------------------	---	----------------------------------	-------------------------------	---

Time Log Summary
RIG DOWN LOAD OUT MOVE BACK YARD, MUD TANKS TO NEW LOC. - 6

#7-29-46 DLB 4/27/2010 06:00 - 4/28/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary
Rig up- most of rig set in - 12

#7-29-46 DLB 4/28/2010 06:00 - 4/29/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary
Rig up - 12, Weld conductor, unload tools, strap bha. Daywork start 4/28/2010 18:00 hrs Spud: 4/28/2010 23:00 hrs - 5, Drill; 96 to 489 with directional surveys - 7

#7-29-46 DLB 4/29/2010 06:00 - 4/30/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary
Drill; 489 to 579 - 0.5, Rig service - 0.5, Drill; 579 to 1074; rot & slide - 8.5, Pull 5 stds, change swivel packing - 1.5, Drill; 1074 to 1108, circ sweep around - 1, Short trip to dc's - 1, Circ hi-vis sweep around - 0.5, Trip out l/d 8" tools - 2, Rig up csg crew & run casing, held safety mtg: Run casing; FS, shoe jt, fc, 25 jts 9 5/8, 36", j55, st&c, landed at 1108 ft - 2, Circ casing, rig dn csg crew, rig up Haliburton, Safety meeting w/Haliburton - 1, Cement casing: 20 bbl water, 40 bbl superflush, 20 bbl water: Lead: 105 sks HALCO light prem, 5# silicalite, .125# Pol-E-Flake, .25# kwik seal, 2% bentonite, 11 ppg, yld 3.16, water 19.48 gal/sk: Tail: 220 sks type III, 14.8 ppg, yld 1.35, water 6.37 gal/sk : Good returns till time to pump plug. Lost returns till plug caught, then good returns for rest of job. Bumped plug, float held, tested casing to 1500 psi-OK. - 2.5, WOC, rig up flare lines, cut off conductor - 3

#7-29-46 DLB 4/30/2010 06:00 - 5/1/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary
Cut off casing & weld on head, tested to 500 psi, no leaks - 5.5, Nipple up BOP - 4, Test BOP. Tested annular to 2500 psi, all other rams and associated eq. to 5000 psi - 4, Install wear sleeve in wellhead - 0.5, Pick up and orient directional tools, trip in hole - 2, Drill cement, plug and 12 ft new hole - 1.5, EMW test, tested to 10.5 ppg, bled to 9.1 ppg in 15 min., stopped test, bleeding slow - 0.5, Drill 1108 to 1550, slide as needed - 6

#7-29-46 DLB 5/1/2010 06:00 - 5/2/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary
Drill F/1550 to 2440, 890 ft in 10 hrs= 89fph; slide 89 ft (7 slides) rotate 801 ft - 10, Rig service - 0.5, Drill F/2440 to 3266; 826 ft in 13.5 frs=61.2 ft/hr; Slide 73 ft (7 slides); Rotate 753 ft. - 13.5

#7-29-46 DLB 5/2/2010 06:00 - 5/3/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary
Drill, 3266 to 3902; 636 ft in 10 hrs=63.6 ft/hr; slide 217 ft (9 slides); 419 ft rotating - 10, Rig service - 0.5, Drill, 3902 to 4695; 793 ft in 13.5 hrs = 58.7 ft/hr; Slide 144 ft (6 slides), rotate 649 ft - 13.5

#7-29-46 DLB 5/3/2010 06:00 - 5/4/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-33584	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	6,275.0	Drilling/Completion

Time Log Summary

Drill; 4695 to 5298; 603 ft in 10.5 hrs = 57.4 ft/hr; slide 220 ft (12 slides); 383 ft rotating - 10.5, Rig service - 0.5, Drill: 5298 to 5901: 603 ft in 12.5 hrs.= 48.2 ft/hr; Slide 115 ft (9 slides). rotate 488 ft. - 12.5

#7-29-46 DLB 5/4/2010 06:00 - 5/5/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-33584	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	6,275.0	Drilling/Completion

Time Log Summary

Drill; 5901 to 6275; 374 ft in 4 hrs = 93.5 ft/hr; No slides - 4, Circ. for logs, pump 2 hi-vis LCM sweeps around - 1, Wiper trip, l/d MWD tool, high wind Hit bridge approx 45 ft off btm, kelly up and wash to bottom - 6, Circ for logs, pump 2 sweeps around - 1, Trip out for logs - 2.5, Pull wear bushing - 0.5

#7-29-46 DLB 5/5/2010 06:00 - 5/6/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-33584	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	6,275.0	Drilling/Completion

Time Log Summary

Wire line logs W/Schlumberger - 3, Trip in hole, SLM SLM=6274.07; Board = 6276.30 - 3, Circ 2 sweeps around, rig up l/d mach. Held safety meeting - 1.5, L/D dp to 3,300', well not taking any fluid - 2, Circ and bring MW up to 9.4, circulate out minor amounts of gas, hole static - 5, L/D dp to 2,200', well not taking any fluid - 1, Circ and cond mud, bring mud weight up to 9.5 ppg - 1.5, Pick up dp & stage in hole, circ btms up each 1000 ft & maintain 9.4 ppg mw - 6.5, Circ and cond mud - 0.5

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
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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 Gas Well	8. WELL NAME and NUMBER: 7-29-46 DLB
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2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013335840000
--	---

3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8128 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
---	--	--

4. LOCATION OF WELL FOOTAGES AT SURFACE: 1959 FNL 0470 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENE Section: 29 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: 4/15/2010 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: Drilling Plan

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

THIS SUNDRY IS BEING SUBMITTED TO REQUEST TO CHANGE THE ORIGINAL DRILLING PLAN, APPROVED IN THE APPLICATION FOR PERMIT TO DRILL, TO THE ATTACHED REVISED DRILLING PLAN.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 April 01, 2010

NAME (PLEASE PRINT) Matt Barber	PHONE NUMBER 303 312-8168	TITLE Permit Analyst
SIGNATURE N/A	DATE 3/31/2010	

Bill Barrett Corporation
 Drilling Program
 # 7-29-46 DLB
 Duchesne County, Utah

DRILLING PLAN

BILL BARRETT CORPORATION
 # 7-29-46 DLB
 SHL: SENE, 1959' FNL & 470' FEL, Section 29-T4S-R6W
 BHL: SWNE, 1980' FNL & 1767' FEL, Section 29-T4S-R6W
 Surface Owner: Fee
 Duchesne County, Utah

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

Formation	Depth
Green River	2,581'
Douglas Creek	3,409'
Black Shale	4,123'
Castle Peak	4,418'
Wasatch	4,982' *
TD	6,583'

*PROSPECTIVE PAY

The Wasatch is the primary objective for oil/gas.

3. BOP and Pressure Containment Data

Depth Intervals	BOP Equipment
0 – 1,100'	No pressure control required
1,100' – 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.	

4. Casing Program

Hole Size	SETTING DEPTH		Casing Size	Casing Weight	Casing Grade	Thread	Condition
	(FROM)	(TO)					
12 ¼"	surface	1,100'	9 5/8"	36#	J or K 55	ST&C	New
8 ¾"	surface	8,483'	5 ½"	17#	N or I 80	LT&C	New

5. Cementing Program

9 5/8" Surface Casing	Approximately 130 sx Halliburton Econocem cement with additives mixed at 11.0 ppg (yield = 3.81 ft ³ /sx) circulated to surface with 75% excess. Approximately 150 sx Halliburton Premium cement with additives mixed at 15.8 ppg (yield = 1.15 ft ³ /sx).
5 1/2" Production Casing	Approximately 350 sx Halliburton Hi-Fill Modified cement with additives mixed at 10.7 ppg (yield = 2.92 ft ³ /sx). Approximately 200 sx Halliburton Tuned Light RS-1 cement with additives mixed at 11.5 ppg (yield = 3.21 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC 800'.

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 850'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
850' – TD	8.6 – 10.6	42-52	20 cc or less	DAP 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. **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.

8. **Anticipated Abnormal Pressures or Temperatures**

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4179 psi* and maximum anticipated surface pressure equals approximately 2511 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

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

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

9. **Auxiliary equipment**

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

Bill Barrett Corporation
Drilling Program
7-29-46 DLB
Duchesne County, Utah

10. 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.

11. Drilling Schedule

Location Construction: Approximately April 3, 2010
Spud: Approximately April 15, 2010
Duration: 20 days drilling time
45 days completion time

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) 312-8134

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301333584	7-29-46 DLB		SENE	29	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	17603	4/21/2010			5/18/10	
Comments: Spud by Craig's Roustabout rig #3 at 8:00 a.m. NHORN = WSTC BHL = SWNE							

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:							

RECEIVED

MAY 03 2010

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

Tracey Fallang

Name (Please Print)

Tracey Fallang

Digitally signed by Tracey Fallang
DN: cn=Tracey Fallang, ou=Bill Barrett Corporation, o=, email=f.fallang@bbarret.com, c=US
Date: 2010.04.30 06:57:33 -0700

Signature

Regulatory Analyst

4/30/2010

Title

Date

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 Gas Well	8. WELL NAME and NUMBER: 7-29-46 DLB
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013335840000
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: 1959 FNL 0470 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENE Section: 29 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 checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 6/10/2010 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input checked="" type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER:

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

In accordance with Utah Division of Oil, Gas, and Mining's Rule 649-3-22, Completion Into Two or More Pools, BBC is submitting this sundry to request commingling approval for the Wasatch and Green River formations. Oil and associated gas compositions are similar across all formations. The pressure profile across the formations is similar and BBC does not anticipate any cross flow. Production is considered to be from one pool, as has been determined with respect to lands 1 mile north of the subject lands via Docket No. 2010-008 Order No. 139-85 executed on March 11, 2010. In the event that allocation by zone or interval is required, BBC would use representative sampling obtained from production logs and allocate on a percentage basis by zone or interval. If you have any questions, please contact me at 303-312-8134.

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

Date: June 15, 2010
By: *Dartell*

NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Analyst
SIGNATURE N/A	DATE 5/19/2010	



AFFIDAVIT OF NOTICE

My Name is David M. Watts. I am a Land Coordinator with Bill Barrett Corporation (BBC). BBC has submitted Sundry Notices to commingle production from the Wasatch and Green River formations in the following wells within the Lake Canyon Exploration and Development Agreement Area:

7-29-46 DLB Well SWNE 29 T4S-R6W
14X-22-46 DLB Well SESW 22 T4S-R6W

In compliance with the Utah OGM regulation R649-3-22, I have provided a copy of the Sundry Notices, by certified mail, to the owners as listed below of all contiguous oil and gas leases or drilling units overlying the pool.

United States Department of the Interior
Bureau of Indian Affairs – Uintah and Ouray Agency
Attention: Daniel Picard – Superintendent
988 South 7500 East
Fort Duchesne, Utah 84026
Telephone: (435) 722-4300

Date: May 19th, 2010

Affiant

A handwritten signature in blue ink, appearing to read 'David M. Watts', written over a horizontal line.

David M. Watts

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

RECEIVED May 19, 2010



May 19, 2010

Utah Division of Oil, Gas & Mining
Attention: Dustin Doucet
1594 West North Temple, Suite 1120
Salt Lake City, Utah 84116

RE: Sundry Notices
Lake Canyon 14X-22-46 DLB, 7-29-46 DLB
Duchesne County, UT

Dear Mr. Doucet:

Bill Barrett Corporation has submitted Sundry Notices to commingle production from the Wasatch and Green River formations in the subject wells. We enclosed herewith copies of the Sundry Notice together with a plat showing the leases and wells in the area and affidavit confirming notice pursuant to the Utah OGM regulations.

Should you require additional information in this regard, please feel free to contact me at 303-312-8544. Your earliest attention to this matter is most appreciated.

BILL BARRETT CORPORATION

A handwritten signature in blue ink, appearing to read 'David Watts', written over a faint, illegible typed name.

David Watts
Land Coordinator

Enclosures

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

RECEIVED May 19, 2010



May 19, 2010

United States Department of the Interior
Bureau of Indian Affairs – Uintah and Ouray Agency
Attention: Daniel Picard – Superintendent
988 South 7500 East
Fort Duchesne, Utah 84026

RE: Sundry Notices
Lake Canyon 14X-22-46 DLB, 7-29-46 DLB
Duchesne County, UT

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BILL BARRETT CORPORATION

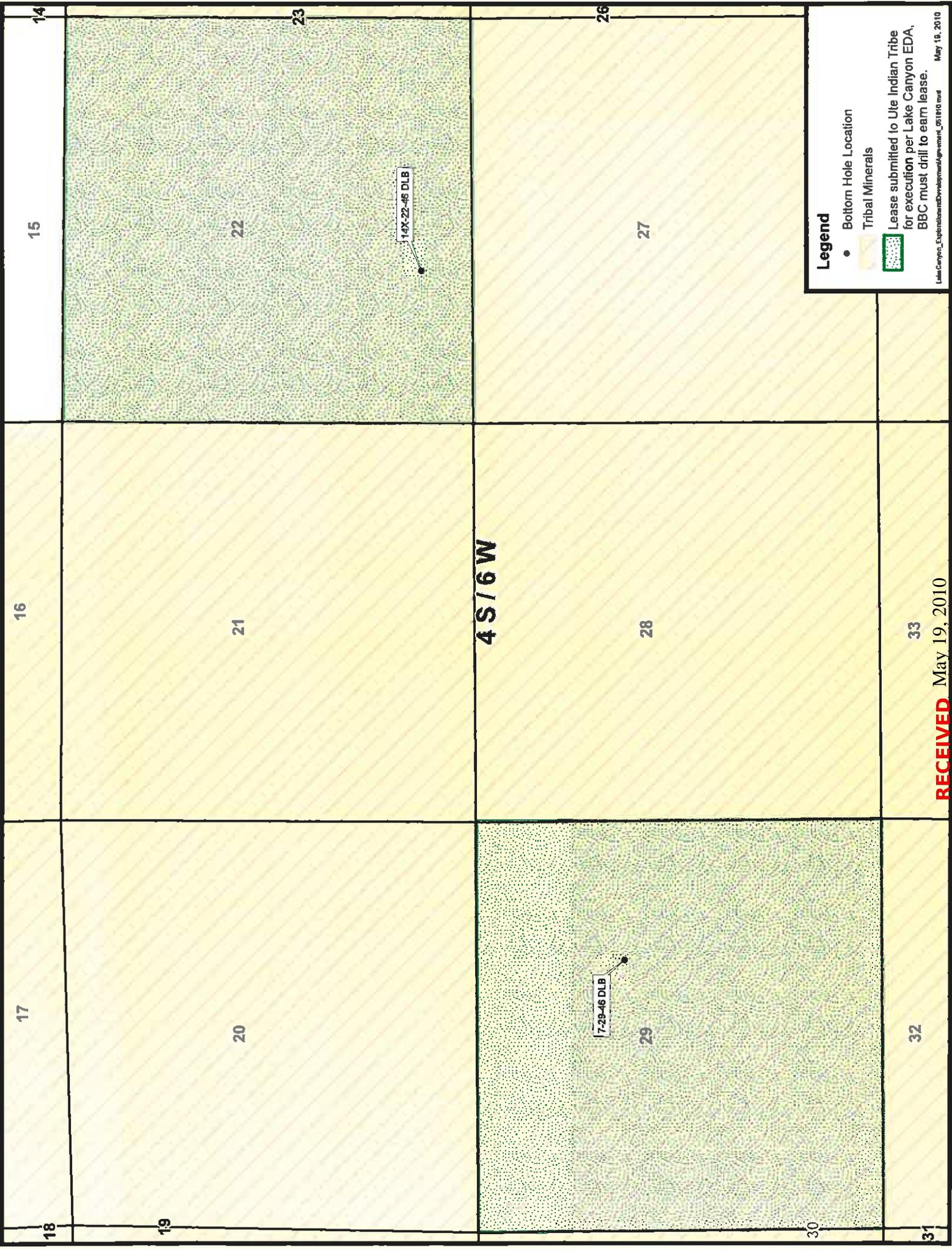
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David Watts
Land Coordinator

Enclosures

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SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

RECEIVED May 19, 2010



RECEIVED May 19, 2010

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: 14-20-H62-5500
	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
	7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: 7-29-46 DLB
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013335840000
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: 1959 FNL 0470 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENE Section: 29 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"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 6/15/2010	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input checked="" type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER:

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

This sundry is being submitted as notification that this well had first oil sales on 6/15/2010.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 June 21, 2010

NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Analyst
SIGNATURE N/A	DATE 6/18/2010	

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
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1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: 7-29-46 DLB
------------------------------------	--

2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013335840000
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4. LOCATION OF WELL FOOTAGES AT SURFACE: 1959 FNL 0470 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENE Section: 29 Township: 04.0S Range: 06.0W Meridian: U	COUNTY: DUCHESNE STATE: UTAH
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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"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 6/30/2010	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER:

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

Monthly activity report.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 July 07, 2010

NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Analyst
SIGNATURE N/A	DATE 7/6/2010	

#7-29-46 DLB 6/1/2010 06:00 - 6/2/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary
Well Shut in & Secured - 3, RU Cathedral Flow Testers - Finish rig up - Palce cement blocks on iron

Insulation crew working on production equipment - 10, Well Shut in & Secured - 11

#7-29-46 DLB 6/2/2010 06:00 - 6/3/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary
WSI. Operations SDFN. - 2, Insulating production equipment. - 8, MIRU Legend Services frac heater. Start heating frac tanks on location. - 14

#7-29-46 DLB 6/3/2010 06:00 - 6/4/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary
Finsh heating frac tanks. MI, and spot SWS W/L, and frac equipment. Sand chiefs are spotted, and start hauling frac sand. - 13, WSI. Operations SDFN. - 11

#7-29-46 DLB 6/4/2010 06:00 - 6/5/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary
WSI. Operations SDFN. Hauling frac sand. - 1, MI, and spot SWS W/L, and start RU frac equipment. NU adapter flange, BOPE, and pump-in tee. Build lubricator. MIRU IPS. Test lubricator to 5000#. Test choke lines to 6000#, and all other equipment to 4000#. Good tests. - 1.25, Safety meeting with SWS W/L crew. Overhead, radios, smoking, and pinch points. - 0.25, RIH with 3-1/8 EHSC loaded with PowerFrac 3106 HMX 22.5gm 120* 3 jspf. Correlated to HLS CBL/VDL/CCL/GR Log 5-15-2010), and SWS "PE" LD/CN/HRLA Log (5-5-2010). Perforate Stage #1 (6011' - 13', 5968' - 74', 5886' - 89'), 33 holes. POOH. - 1, Continue to spot in, and RU frac equipment. Repair discharge manifold on blender. Run quality control checks on fluids, chemicals, and materials. - 4.25, Safety meeting with contractors on location. Discuss operations for this afternoon, job asignments, psi, W/L, and overhead. - 0.25, SICP- 100#. Broke down well @ 8.9 bpm @ 2792#, with 200 gallons. Followed by 3300 gallons of 15% acid, with 50 Bio-balls dropped. Saw good acid, and ball action. Surged balls. Pumped YF125LGD/YF120LGD frac into CR-4A, CR-4 formations, Stage #1. Had pump issues to start with, got lined out before sand started. ISIP- 1780#, Frac gradient- 0.74, 2386 + 137 (casing volume) = 2523 BWTR. Pumped 15000# 100 mesh White sand in 1# sand stage, and 134000# 20/40 Jordan/Unimin, in 5 sand stages (1#,2#,3#,3.5#,4#). Frac mandrel, and surface casing was monitored during frac. Protechnics traced frac. - 1.25, SWI. Bleed off lines. PU guns, setting tool, and Baker CBP. Psi test lubricator wirh IPS (Double Jack) to 2500#, and equalize. SICP- 2400#. - 0.25, RIH with Baker 8K CBP, #20 setting tool, plug shoot adapter, and 3-1/8 EHSC loaded with PowerFrac 3106 HMX 22.5gm 120* 3 jspf. Correlated to HLS CBL/VDL/CCL/GR Log 5-15-2010), and SWS "PE" LD/CN/HRLA Log (5-5-2010). Set plug @ 5800', in 4 seconds. Perforate Stage #2 (5757' - 59', 5742' - 45', 5727' - 29', 5717' - 19'), 27 holes. POOH. - 1, SICP- 1450#. LD guns. All shots fired correctly. RD W/L off well head, and NU night cap. Prep for AM W/L work. - 0.5, WSI. Sound and Cellular RU sattelite dish for internet, and phone communication, on location. Re-filling frac tanks, and hauling in frac sand. Legend Services is heating frac tanks . SDFN. - 13

#7-29-46 DLB 6/5/2010 06:00 - 6/6/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary

Crew travel to location. Service, and start equipment. Run quality control checks on fluids, and materials. - 1.5. Safety meeting with contractors on location. Discuss operations for this afternoon, job assignments, psi, W/L, spotting trucks. Prime pumps, and psi test lines to 8855#. - 0.25, SICP- 1700#. Broke down well @ 7.9 bpm @ 3755#, with 100 gallons. Followed by 2700 gallons of 15% acid, with 40 Bio-balls dropped. Saw good acid, and ball action. Surged balls. Pumped YF125LGD/YF120LGD frac into CR-4, CR-3 formations, Stage #2. Lost 1 pump, valve/seat. ISIP- 1836#, Frac gradient- 0.76, 1851 BWTR. Pumped 10200# 100 mesh White sand in 1# sand stage, and 91000# 20/40 Jordan/Unimin, in 5 sand stages (1#,2#,3#,3.5#,4#). Frac mandrel, and surface casing was monitored during frac. Protechnics traced frac. - 1, SWI. Bleed off lines. PU guns, setting tool, and Baker CBP. Psi test lubricator with IPS (Double Jack) to 2000#, and equalize. SICP- 1700#. - 0.25, RIH with Baker 8K CBP, #20 setting tool, plug shoot adapter, and 3-1/8 EHSC loaded with PowerFrac 3106 HMX 22.5gm 120* 3 jspf. Correlated to HLS CBL/VDL/CCL/GR Log 5-15-2010), and SWS "PE" LD/CN/HLRA Log (5-5-2010). Set plug @ 5620', in 8 seconds. Perforate Stage #3 (5593' - 95', 5577' - 79', 5533' - 35', 5441' - 44', 5401' - 03'), 33 holes. POOH. - 1, SICP- 900#. LD guns. All shots fired correctly. RD W/L off well head, and NU night cap. W/O sand to be delivered, and unloaded. Prime pumps, and psi test to 9010#. Equalize. - 2.25, SICP- 1207#. Broke down well @ 8.0 bpm @ 4056#, with 100 gallons. Followed by 3300 gallons of 15% acid, with 50 Bio-balls dropped. Saw good acid, and ball action. Surged balls. Pumped YF125LGD/YF120LGD frac into CR-3 formation, Stage #3. ISIP- 1875#, Frac gradient- 0.70, 3512 BWTR. Pumped 25780# 100 mesh White sand in 1# sand stage, and 217500# 20/40 Jordan/Unimin, in 5 sand stages (1#,2#,3#,3.5#,4#). Frac mandrel, and surface casing was monitored during frac. Protechnics traced frac. - 1.25, SWI. Bleed off lines. PU guns, setting tool, and Baker CBP. Psi test lubricator with IPS (Double Jack) to 2000#, and equalize. SICP- 1700#. - 0.25, RIH with Baker 8K CBP, #20 setting tool, plug shoot adapter, and 3-1/8 EHSC loaded with PowerFrac 3106 HMX 22.5gm 120* 3 jspf. Correlated to HLS CBL/VDL/CCL/GR Log 5-15-2010), and SWS "PE" LD/CN/HLRA Log (5-5-2010). Set plug @ 5310', in 16 seconds. Perforate Stage #4 (5277' - 79', 5260' - 62', 5250' - 52', 5233' - 35'), 24 holes. POOH. - 1, SICP- 800#. LD guns. All shots fired correctly. RD W/L off well head, and NU night cap. W/O sand to be delivered, and unloaded. Prime pumps, and psi test to 9502#. Equalize. - 0.25, SICP- 850#. Broke down well @ 8.0 bpm @ 3282#, with 75 gallons. Followed by 2400 gallons of 15% acid, with 36 Bio-balls dropped. Saw some acid, and ball action. Surged balls. Pumped YF125LGD/YF120LGD frac into CR-2 formation, Stage #4. ISIP- 1700#, Frac gradient- 0.76, 1408 BWTR. Pumped 7800# 100 mesh White sand in 1# sand stage, and 69500# 20/40 Jordan/Unimin, in 5 sand stages (1#,2#,3#,3.5#,4#). Frac mandrel, and surface casing was monitored during frac. Protechnics traced frac. - 0.75, SWI. Bleed off lines. PU guns, setting tool, and Baker CBP. Psi test lubricator with IPS (Double Jack) to 1800#, and equalize. SICP- 1500#. - 0.25, RIH with Baker 8K CBP, #20 setting tool, plug shoot adapter, and 3-1/8 EHSC loaded with PowerFrac 3106 HMX 22.5gm 120* 3 jspf. Correlated to HLS CBL/VDL/CCL/GR Log 5-15-2010), and SWS "PE" LD/CN/HLRA Log (5-5-2010). Set plug @ 5170', in 10 seconds. Perforate Stage #5 (5125' - 27', 5115' - 18', 5091' - 94'), 24 holes. POOH. - 0.75, SICP- 600#. LD guns. All shots fired correctly. RD W/L off well head, and NU night cap. Prep for AM W/L work. - 0.5, WSI. Re-filling frac tanks, and hauling in frac sand. Legend Services is heating frac tanks. SDFN. - 12.75

#7-29-46 DLB 6/6/2010 06:00 - 6/7/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary

Crew travel to location. Service, and start equipment. Run quality control checks on fluids, and materials. - 1.5. Safety meeting with contractors on location. Discuss operations for this afternoon, job assignments, psi, W/L, spotting trucks. Prime pumps, and psi test lines to 8765#. - 0.25, SICP- 1174#. Broke down well @ 8.1 bpm @ 3191#, with 75 gallons. Followed by 2400 gallons of 15% acid, with 36 Bio-balls dropped. Saw good acid, and ball action. Surged balls. Pumped YF125LGD/YF120LGD frac into Wasatch formation, Stage #5. Irradic sand screw extended 100 mesh stage, and #3,#3.5,#4 sand stages also had irradic sand concentrations. ISIP- 1720#, Frac gradient- 0.78, 1505 BWTR. Pumped 7800# 100 mesh White sand in 1# sand stage, and 69200# 20/40 Jordan/Unimin, in 5 sand stages (1#,2#,3#,3.5#,4#). Frac mandrel, and surface casing was monitored during frac. Protechnics traced frac. - 0.75, SWI. Bleed off lines. PU guns, setting tool, and Baker CBP. Psi test lubricator with IPS (Double Jack) to 1500#, and equalize. SICP- 1400#. - 0.25, RIH with Baker 8K CBP, #20 setting tool, plug shoot adapter, and 3-1/8 EHSC loaded with PowerFrac 3106 HMX 22.5gm 120* 3 jspf. Correlated to HLS CBL/VDL/CCL/GR Log 5-15-2010), and SWS "PE" LD/CN/HLRA Log (5-5-2010). Set plug @ 5072', in 9 seconds. Perforate Stage #6 (5046' - 48', 5028' - 30', 5007' - 09', 4996' - 98', 4987' - 89', 4974' - 76', 4957' - 59', 4939' - 41', 4927' - 29', 4914' - 16', 4902' - 04'); in 2 runs. 66 holes. POOH. - 1.75, SICP- 1250#. LD guns. All shots fired correctly. RD W/L off well head, and NU night cap. W/O sand to be delivered, and unloaded. Prime pumps, and psi test to 9400#. Equalize. - 0.75, SICP- 798#. Broke down well @ 8.0 bpm @ 3116#, with 80 gallons. Followed by 6600 gallons of 15% acid, with 99 Bio-balls dropped. Saw very little acid, and ball action. Surged balls. Pumped YF125LGD/YF120LGD frac into CR-1 formation, Stage #6. ISIP- 1650#, Frac gradient- 0.77, 5808 BWTR. Pumped 43000# 100 mesh White sand in 1# sand stage, and 383000# 20/40 Jordan/Unimin, in 5 sand stages (1#,2#,3#,3.5#,4#). Frac mandrel, and surface casing was monitored during frac. Protechnics traced frac. - 2, SWI. Bleed off lines. PU guns, setting tool, and Baker CBP. Psi test lubricator with IPS (Double Jack) to 1500#, and equalize. SICP- 1400#. - 0.25, RIH with Baker 8K CBP, #20 setting tool, plug shoot adapter, and 3-1/8 EHSC loaded with PowerFrac 3106 HMX 22.5gm 120* 3 jspf. Correlated to HLS CBL/VDL/CCL/GR Log 5-15-2010), and SWS "PE" LD/CN/HLRA Log (5-5-2010). Set plug @ 4850', in 3 seconds. Perforate Stage #7 (4814' - 16', 4809' - 11', 4800' - 02', 4776' - 78', 4771' - 73', 4764' - 66', 4750' - 53', 4744' - 46', 4730' - 32'), 57 holes; in 2 runs. POOH. - 1.5, SICP- 650#. LD guns. All shots fired correctly. RD W/L off well head, and NU night cap. Prep for AM W/L work. - 0.5, WSI. Re-filling frac tanks, and hauling in frac sand. Legend Services is heating frac tanks. SDFN. - 14.5

#7-29-46 DLB 6/7/2010 06:00 - 6/8/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary

Crew travel to location. Service, and start equipment. Run quality control checks on fluids, and materials. - 1.25, Safety meeting with contractors on location. Discuss operations for this afternoon, job assignments, psi, W/L, spotting trucks. Prime pumps, and psi test lines to 9430#. - 0.25, SICP- 819#. Broke down well @ 8.0 bpm @ 2729#, with 60 gallons. Followed by 5700 gallons of 15% acid, with 86 Bio-balls dropped. Saw some acid, and ball action. Surged balls. Pumped YF125LGD/YF120LGD frac into Castle Peak formation, Stage #7. ISIP- 1810#, Frac gradient- 0.82, 3766 BWTR. Pumped 27000# 100 mesh White sand in 1# sand stage, and 233000# 20/40 Jordan/Unimin, in 5 sand stages (1#,2#,3#,3.5#,4#). Frac mandrel, and surface casing was monitored during frac. Protechnics traced frac. - 1.5, SWI. Bleed off lines. PU guns, setting tool, and Baker CBP. Psi test lubricator wirh IPS (Double Jack) to 1500#, and equalize. SICP- 1450#. - 0.25, RIH with Baker 8K CBP, #20 setting tool, plug shoot adapter, and 3-1/8 EHSC loaded with PowerFrac 3106 HMX 22.5gm 120* 3 jspf. Correlated to HLS CBL/VDL/CCL/GR Log 5-15-2010), and SWS "PE" LD/CN/HRLA Log (5-5-2010). Set plug @ 4710', in 12 seconds. Perforate Stage #8 (4678' - 80', 4670' - 72', 4664' - 66', 4596' - 98', 4558' - 60', 4547' - 49', 4538' - 41', 4531' - 33'); 51 holes. POOH. - 0.75, SICP- 1100#. LD guns. All shots fired correctly. RD W/L off well head, and NU night cap. W/O sand to be delivered, and unloaded. Prime pumps, and psi test to 8995#. Equalize. - 0.5, SICP- 835#. Broke down well @ 8.0 bpm @ 2354#, with 70 gallons. Followed by 5100 gallons of 15% acid, with 76 Bio-balls dropped. Saw very little acid, and ball action. Surged balls. Pumped YF125LGD/YF120LGD frac into Castle Peak formation, Stage #8. ISIP- 1710#, Frac gradient- 0.81, 3570 BWTR. Pumped 26620# 100 mesh White sand in 1# sand stage, and 209600# 20/40 Jordan/Unimin, in 5 sand stages (1#,2#,3#,3.5#,4#). Frac mandrel, and surface casing was monitored during frac. Protechnics traced frac. - 1.5, SWI. Bleed off lines. PU setting tool, and Baker CBP. Psi test lubricator wirh IPS (Double Jack) to 1500#, and equalize. SICP- 1400#. - 0.25, RIH with Baker 8K CBP, and #20 setting tool. Correlated to HLS CBL/VDL/CCL/GR Log 5-15-2010). Set plug @ 4500', in 12 seconds. POOH. - 0.75, Bleed casing to 0#. RD, package, and move all SWS frac, and W/L equipment off location. RNI filled 3 frac tanks with work fluid for drill outs, and batched tank bottoms. RD choke line off frac tree. - 10, WSI. Operations SDFN. - 7

#7-29-46 DLB 6/8/2010 06:00 - 6/9/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary

Well Shut in & Secured - 1.5, Safety Meeting with contractors on location
 MIRU of rig, Unload tubing, SPot equipment, Pick up tubing, TIH with BHA
 Trips & Falls, Pinch Points - 0.5, MIRU Nabors rig #1444, Spot Equipment, MIRU Weatherford N2 Foam Unit
 Unload 118 Joint from 5-29-36 BTR, Unload 225 Jts off John Bunning
 ND CAmeron Frac tree, Send to Vernal on JD TRucking
 NU Knight BOPE stack (7-1/16 5M Cameron double with 2-7/8 pipe rams upper,
 and "CSO" blind rams lower, 7-1/16 5M x 2-1/16 5M mud cross,
 and 7-1/16 5M annular. Function test rams.
 Pressure Test Pipe Rams to 3000#, Annular to 1500# Good Test
 Prep to TIH with BHA - 4, TIH with BHA as follows

- 1.23' X-Nipple 2.313" ID
- 31.84' 1 Jt 2-7/8" L-80
- 1.27' XN - Nipple 2.205" ID
- 31.86' 1 Jt 2-7/8" L-80
- 1.81' Weatherford Pump Off Bit Sub
- 0.40' Hurrincane Mill 4-5/8" OD

TIH filling & pump thru tubing every 70 joints, Install XRXR Plug
 RU Power Swivel Prep to Drill Plugs - 3.5, TIH Tag @ Drill Kill Plug @ 4500' 20 Minutes
 TIH Tag @ 4671' Wash 61' Sand, Tag & Drill CBP @ 4710' 20 Minutes
 Ciru 50 BBIs FCP - 900# 32/64 Choke - 2.5, POOH Leave 141 Jts in Hole @ 4490' - 1, Well SHut in & Secured - 11

#7-29-46 DLB 6/9/2010 06:00 - 6/10/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-33584	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	6,275.0	Drilling/Completion

Time Log Summary

Well Shut in & Secured - 850# SICP - 1, Safety Meeting with Contractors on location
 Drill Plugs, Making tubing connections, Pressure, Trips, Pinch Points - 0.5, TIH to continue to drill CBP's
 Tag @ 4830' Wash 20' of Sand, Drill CBP @ 4850' TIH
 Tag @ 5066' Wash 6' of Sand, Drill CBP @ 5072' TIH
 Tag @ 5142' Wash 28' of Sand, Drill CBP @ 5170' TIH
 Tag @ 5287' Wash 23' of Sand, Drill CBP @ 5310' TIH
 Tag @ 5607' Wash 13' of Sand, Drill CBP @ 5620' TIH
 Tag @ 5755' Wash 45' of Sand, Drill CBP @ 5800' TIH
 Tag @ 6177' Wash 53' of Sand to PBSD @ 6230'
 Pump 80 BBIs to clean off Bottom - 860 BBI;s pumped today
 Flow Well to finish cleaning up well bore - 8.5, POOH LD Tubing 60 Jts, Remove Pump thru plug
 137 Jts in Hole @ 4370' - 1, Continue to Flowback to open top to clean well
 Shut in well - 0.5, Well Shut in & Secured Overnight - 12.5

#7-29-46 DLB 6/10/2010 06:00 - 6/11/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary

Well Shut in & Secured SICP - 850# - 1, Safety Meeting with Contractors
 Pressure on Well, Landing of Tubing, RD Rig, Flowback of Well - 0.5, Prep to Land Tubing, 1st landing washed seal off Hanger
 Landed tubing on 2nd try, Seal on Hanger holding - 1, Land Tubing as follows

14.00'	KB Correction (16')
0.77'	Cameron Hanger
4290.58'	135 Jts 2-7/8" 6.5# L-80 EUE
1.23'	Weatherford X - Nipple 2.313" ID
31.84'	1 Jt 2-7/8" 6.5# L-80 EUE
1.28'	Weatherford XN-Nipple 2.205" ID
31.86'	1 Jt 2-7/8" 6.5# L-80 EUE
.96'	Weatherford Re-Entry Guide (POBS)

X _ Nipple @ 4305' with KB
 XN_Nipple @ 4383' with KB
 EOT @ 4373'

Junk in Hole @ 6230' 217' of Rat Hole

0.85' POBS & .38' Hurricane Mill - 0.5, RD Floor & Equipment, ND Annular & Flow Tee, ND BOP - Set on JD Trucking Trailer
 NU Production Tree, RU Production FLOWline, Drop Ball

Pressure to 500# Check leak for leaks - Good
 Pressure to 1000#, Check for Leaks - Good
 Pressure to 1500#, Check for leaks - Good

Pump Off Bit Sub with 2000# Pump 5 BBls - Flow to Rig Tank - Bit Sub Off - 2, RD Nabors Rig - Spot on Edge of Location

RU Cathedral Flow Testers to Well to begin flowback - 1.5, Time Tub Cas Wtr/Hr Oil/Hr Gas MCF/day 24/64 Choke

12:00	750#	925#	54	0	0
13:00	750#	925#	80	0	0
14:00	750#	925#	53	0	0
15:00	775#	950#	44	0	0
16:00	750#	950#	54	0	0
17:00	725#	925#	69	0	0
18:00	725#	925#	75	0	0
19:00	725#	950#	85	0	0
20:00	725#	950#	72	0	0
21:00	725#	950#	64	0	0
22:00	700#	950#	78	0	0
23:00	660#	920#	84	0	0
00:00	650#	920#	69	0	0
01:00	650#	910#	56	0	0
02:00	650#	910#	87	0	0
03:00	610#	910#	79	0	0
04:00	610#	910#	71	0	98 Send gas to Flare

Recovered 1201 bbls of water last 24 hrs, Recovered 0 bbls of Oil last 24 hrs
 21,768 bbls left to recover - 17.5

#7-29-46 DLB 6/11/2010 06:00 - 6/12/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary
Flowback Well

FTP - 600# SICIP - 940# - 2, Safety Meeting with contractors

Wireline Work, Flowback of Well, Pinch Points, Dusty - 0.5, MIRU Black Warrior & Protechnics to run Production & Spectra Scan Log - 0.5, TIH with 1.75" OD

Junk Basket, Gauge Ring Tag @ 6220'

POOH Prep for Production Log

TIH for Production Log & Spectra Scan Log

Log from 4400' to 6208' @ 30 FPM Down & Up

Log from 4400' to 6208' @ 60 FPM Down & Up

Log from 4400' to 6208' @ 90 FPM Down & Up

POOH Check Data on Memory Tools - Good Data

RDMO Black Warrior & Protechnics - 8, Time Tub Cas Wtr/Hr Oil/Hr Gas MCF/day 18/64 Choke

07:00	600#	940#	66	0	000												
08:00	600#	950#	55	0	000												
09:00	615#	950#	64	0	000												
10:00	615#	950#	47	0	000												
11:00	640#	950#	47	0	000	Chang to 16/64 Choke											
12:00	625#	900#	51	0	000												
13:00	610#	975#	50	0	000												
14:00	610#	975#	50	0	000												
15:00	610#	975#	53	0	000												
16:00	600#	1000#	53	0	000												
17:00	610#	1000#	49	0	000												
18:00	620#	1000#	22	0	000	- 1, Time Tub Cas Wtr/Hr Oil/Hr Gas MCF/day 16/64 Choke											
19:00	600#	1000#	46	0	0												
20:00	600#	1000#	25	0	0												
21:00	600#	1000#	24	0	0												
22:00	600#	1000#	24	0	0	Change to 18/64 Choke											
23:00	550#	1050#	47	0	0												
00:00	550#	1050#	63	0	0												
01:00	500#	1050#	63	0	0												
02:00	550#	1000#	54	0	0												
03:00	650#	1000#	59	0	0												
04:00	650#	1000#	54	0	0												

 Recovered 1100 bbls of water last 24 hrs, Recovered 0 bbls of Oil last 24 hrs
 20,559 bbls left to recover - 12

#7-29-46 DLB 6/12/2010 06:00 - 6/13/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary

Time	Tub	Cas	Wtr/Hr	Oil/Hr	Gas MCF/day	18/64 Choke
07:00	550#	1000#	42	0	000	
08:00	550#	1000#	31	0	000	
09:00	550#	1000#	43	0	000	
10:00	550#	1000#	33	0	000	
11:00	550#	1000#	36	0	000	Change to 24/64 Choke
12:00	525#	925#	46	0	000	
13:00	510#	975#	62	0	000	
14:00	510#	975#	59	0	000	Change to 20/64 Choke
15:00	510#	975#	49	0	000	
16:00	510#	950#	34	8	000	
17:00	510#	950#	33	0	000	
18:00	500#	950#	54	18	000 - 0, Time	Tub Cas Wtr/Hr Oil/Hr Gas MCF/day 20/64 Choke
19:00	500#	950#	50	21	0	
20:00	500#	1000#	53	0	0	
21:00	500#	950#	50	0	0	
22:00	500#	925#	34	13	0	
23:00	500#	950#	38	17	0	
00:00	500#	950#	42	0	0	
01:00	500#	950#	28	0	0	
02:00	475#	900#	24	3	0	
03:00	475#	900#	28	6	0	
04:00	475#	900#	58	2	0	

Recovered 954 bbls of water last 24 hrs, Recovered 88 bbls of Oil last 24 hrs
19,554 bbls left to recover - 0

#7-29-46 DLB 6/13/2010 06:00 - 6/14/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary

Time	Tub	Cas	Wtr/Hr	Oil/Hr	Gas MCF/day	18/64 Choke
07:00	475#	900#	23	0	000	
08:00	500#	900#	15	0	000	
09:00	500#	900#	42	6	000	
10:00	480#	900#	47	0	000	
11:00	480#	850#	34	0	000	Change to 24/64 Choke
12:00	460#	850#	49	18	000	
13:00	460#	850#	39	6	000	
14:00	440#	850#	35	3	000	
15:00	460#	850#	28	8	000	
16:00	440#	850#	48	6	000	
17:00	445#	845#	45	7	000	
18:00	445#	845#	36	4	000 - 12, Time	Tub Cas Wtr/Hr Oil/Hr Gas MCF/day 20/64 Choke
19:00	440#	800#	51	6	0	
20:00	440#	800#	40	21	0	
21:00	440#	800#	35	0	0	
22:00	410#	800#	36	4	0	
23:00	410#	800#	30	29	0	
00:00	400#	800#	28	7	0	
01:00	400#	800#	58	7	0	
02:00	400#	800#	31	2	0	
03:00	400#	800#	34	0	0	
04:00	400#	800#	36	0	0	

Recovered 887 bbls of water last 24 hrs, Recovered 134 bbls of Oil last 24 hrs
18,602 bbls left to recover - 12

#7-29-46 DLB 6/14/2010 06:00 - 6/15/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary

Time	Tub	Cas	Wtr/Hr	Oil/Hr	Gas MCF/day	18/64 Choke
07:00	400#	750#	23	6	000	
08:00	390#	750#	38	4	000	
09:00	390#	750#	48	2	000	
10:00	380#	710#	36	30	000	
11:00	360#	710#	54	0	000	Change to 28/64 Choke
12:00	360#	700#	57	0	000	
13:00	350#	690#	66	13	000	
14:00	340#	680#	60	3	000	
15:00	340#	675#	55	3	000	
16:00	320#	660#	61	15	000	
17:00	320#	650#	59	8	000	
18:00	350#	650#	55	13	000	

Remove Water Mainfold - Start moving RFR tanks off location - 12, Time	Tub	Cas	Wtr/Hr	Oil/Hr	Gas MCF/day	28/64 Choke
19:00 325# 700# 53 80 0 Oil from open top tank						
20:00 320# 650# 56 12 0						
21:00 320# 640# 55 11 0						
22:00 310# 620# 49 12 0						
23:00 300# 620# 52 13 0						
00:00 300# 620# 51 15 0						
01:00 300# 620# 56 18 0						
02:00 300# 600# 47 10 0						
03:00 300# 600# 51 13 0						
04:00 300# 600# 46 21 0						

Recovered 1142 bbls of water last 24 hrs, Recovered 302 bbls of Oil last 24 hrs
 17,402 bbls left to recover - 12

#7-29-46 DLB 6/15/2010 06:00 - 6/16/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary

Time	Tub	Cas	Wtr/Hr	Oil/Hr	Gas MCF/day	28/64 Choke
07:00	280#	570#	54	14	000	
08:00	280#	570#	40	11	000	
09:00	280#	570#	51	21	000	
10:00	280#	570#	41	8	000	
11:00	270#	580#	40	15	000	
12:00	270#	580#	42	11	000	
13:00	280#	590#	41	12	000	
14:00	270#	600#	39	15	000	
15:00	270#	600#	38	15	000	
16:00	220#	610#	43	12	000	
17:00	270#	630#	37	15	000	
18:00	265#	630#	39	13	000	

Time	Tub	Cas	Wtr/Hr	Oil/Hr	Gas MCF/day	28/64 Choke
19:00	265#	630#	40	8	0	
20:00	265#	650#	38	4	0	
21:00	265#	660#	40	19	0	
22:00	280#	670#	39	16	0	
23:00	290#	690#	30	15	0	
00:00	290#	730#	21	13	0	
01:00	290#	790#	38	35	0	
02:00	300#	820#	40	2	0	
03:00	300#	850#	33	2	0	
04:00	300#	880#	56	22	0	

Recovered 897 bbls of water last 24 hrs, Recovered 298 bbls of Oil last 24 hrs
16,436 bbls left to recover - 12

#7-29-46 DLB 6/16/2010 06:00 - 6/17/2010 06:00

API/UWI 43-013-33584	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 6,275.0	Primary Job Type Drilling/Completion
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Time Log Summary

Time	Tub	Cas	Wtr/Hr	Oil/Hr	Gas MCF/day	28/64 Choke
07:00	300#	970#	29	7	000	
08:00	300#	1000#	42	18	000	
09:00	300#	1040#	27	15	000	
10:00	300#	1080#	36	34	000	
11:00	300#	1130#	39	19	000	
12:00	300#	1160#	44	2	112	
13:00	300#	1180#	44	6	121	
14:00	300#	1220#	30	28	120	
15:00	300#	1240#	41	4	124	
16:00	300#	1280#	19	17	119	
17:00	280#	1320#	21	25	124	
18:00	300#	1340#	23	19	123 - 12, Time	
19:00	300#	1380#	19	24	119	
20:00	300#	1420#	35	20	121	
21:00	300#	1450#	47	17	120	
22:00	300#	1480#	42	1	124	
23:00	340#	1500#	56	13	157	
00:00	375#	1480#	32	22	219	
01:00	375#	1480#	35	12	156	
02:00	350#	1460#	35	12	195	
03:00	350#	1460#	29	16	172	
04:00	350#	1460#	32	11	199	

Recovered 770 bbls of water last 24 hrs, Recovered 369 bbls of Oil last 24 hrs
15,613 bbls left to recover - 12

#7-29-46 DLB 6/17/2010 06:00 - 6/18/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-33584	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	6,275.0	Drilling/Completion

Time Log Summary

Flowback Well - Prep to RD Cahterdal Flow TEsters - 5, RD Cathedral Flow Testers Clean lines & Equipment, Turn Well over to Production - 8, Caontinue to Flowback Well - 11

#7-29-46 DLB 6/18/2010 06:00 - 6/19/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-33584	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	6,275.0	Drilling/Completion

Time Log Summary

Continue to FLowback Well

Move Cathedral Equipment off location to 14X-22-46 DLB - 24

#7-29-46 DLB 6/20/2010 06:00 - 6/21/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-33584	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	6,275.0	Drilling/Completion

Time Log Summary

Flowback Well - 1, MIRU BWWC & Protechnics to do production log

TIH with 1.75" OD Gauge Ring Tag @ 6222' POOH

Run ProTechnics Memory Tools

60 FPM - 90 FPM - 120 FPM Pass up & down

Pooh Check Data - Good Data

RDMO - 5, Flwoback Well - 18

#7-29-46 DLB 6/25/2010 06:00 - 6/26/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-33584	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	6,275.0	Drilling/Completion

Time Log Summary

Flowing to sales. Cost up-date. - 24

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.
20G0005500

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

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

2. Name of Operator **BILL BARRETT CORPORATION** Contact: TRACEY FALLANG
E-Mail: tfallang@billbarrettcorp.com

8. Lease Name and Well No.
7-29-46 DLB

3. Address 1099 18TH STREET, SUITE 2300
DENVER, CO 80202

3a. Phone No. (include area code)
Ph: 303-312-8134

9. API Well No.
43-013-33584

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
At surface SENE 1959FNL 470FEL
At top prod interval reported below SWNE 1967FNL 1565FEL
At total depth SWNE ¹⁹²⁴~~1973~~FNL 1786FEL

*BHL reviewed
by HSM*

10. Field and Pool, or Exploratory
ALTAMONT

11. Sec., T., R., M., or Block and Survey
or Area Sec 29 T4S R6W Mer UBM

12. County or Parish DUCHESNE
13. State UT

14. Date Spudded
04/29/2010

15. Date T.D. Reached
05/04/2010

16. Date Completed
 D & A Ready to Prod.
06/08/2010

17. Elevations (DF, KB, RT, GL)*
6225 KB

18. Total Depth: MD 6275
TVD 6068

19. Plug Back T.D.: MD 6180
TVD 5971

20. Depth Bridge Plug Set: MD
TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
TRIPLE COMBO, MUDLOG, CBL/VDL/GR/CCL, SONIC

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

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
26.000	16.000 0		0	90			0	0	0
12.250	9.625 J-55	36.0	0	1108		325	110	0	0
8.750	5.500 P110	17.0	0	6275		1495	388	1010	15000

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.875	4372							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) WASATCH	5086	6020	5086 TO 6020	0.440	141	OPEN
B) LOWER GREEN RIVER	4520	5050	4520 TO 5050	0.440	174	OPEN
C)						
D)						

26. Perforation Record

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

Depth Interval	Amount and Type of Material
5086 TO 6020	SEE ATTACHMENT
4520 TO 5050	SEE ATTACHMENT

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
06/13/2010	06/18/2010	24	→	219.0	278.0	607.0			FLOWS FROM WELL
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
22/64	SI	1300.0	→	219	278	607		POW	

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		→						

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(Sold, used for fuel, vented, etc.)
OTHER

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
				GREEN RIVER	818
				TGR 3	2616
				DOUGLAS CREEK	3462
				BLACK SHALE	4359
				CASTLE PEAK	4524
				WASATCH	5045
				TD	6275

32. Additional remarks (include plugging procedure):

Copies of logs already submitted. Date of oil sales was 6/15/10. No gas sales to date, waiting on pipeline. Gas was flared initially and is now shut-in.

33. Circle enclosed attachments:

- | | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (1 full set req'd.) | 2. Geologic Report | 3. DST Report | 4. Directional Survey |
| 5. Sundry Notice for plugging and cement verification | 6. Core Analysis | 7. Other: | |

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

**Electronic Submission #89352 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal**

Name (please print) TRACEY FALLANG Title PERMIT ANALYST

Signature (Electronic Submission) Date 07/12/2010

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.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

Bill Barrett Corp

Duchesne County, UT (NAD 1927)

Sec. 29-T4S-R6W

#7-29-46 DLB

Plan #1

Design: MWD Survey

Sperry Drilling Services Standard Report

24 May, 2010

Well Coordinates: 646,984.60 N, 2,257,868.79 E (40° 06' 21.60" N, 110° 34' 41.09" W)
Ground Level: 6,208.00 ft

Local Coordinate Origin:	Centered on Well #7-29-46 DLB
Viewing Datum:	KB @ 6224.00ft (Patterson 506)
TVDs to System:	N
North Reference:	True
Unit System:	API - US Survey Feet - Custom

Geodetic Scale Factor Applied
Version: 2003.16 Build: 431

HALLIBURTON

HALLIBURTON

Design Report for #7-29-46 DLB - MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N-S (ft)	+E-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
130.00	0.10	280.68	130.00	0.02	-0.11	0.11	0.08
First MWD Survey							
190.00	0.31	175.28	190.00	-0.13	-0.15	0.15	0.58
250.00	0.41	177.68	250.00	-0.51	-0.13	0.14	0.17
311.00	0.38	184.77	311.00	-0.93	-0.14	0.15	0.09
373.00	0.52	182.60	373.00	-1.41	-0.17	0.19	0.23
434.00	0.44	201.70	433.99	-1.91	-0.26	0.30	0.29
494.00	0.62	214.80	493.99	-2.39	-0.53	0.58	0.36
555.00	0.64	214.41	554.99	-2.94	-0.92	0.97	0.03
616.00	0.87	218.42	615.98	-3.50	-1.33	1.40	0.09
677.00	0.88	234.00	676.98	-4.05	-1.93	2.01	0.48
738.00	0.82	230.10	737.97	-4.61	-2.64	2.73	0.14
799.00	0.99	240.24	798.96	-5.15	-3.44	3.54	0.38
860.00	0.95	251.15	859.95	-5.58	-4.37	4.48	0.31
923.00	1.32	261.32	922.94	-5.86	-5.58	5.70	0.67
987.00	2.10	267.29	986.91	-6.02	-7.48	7.60	1.25
1,053.00	3.14	276.21	1,052.84	-5.88	-10.49	10.60	1.69
1,117.00	3.89	279.32	1,116.72	-5.34	-14.37	14.48	1.21
1,181.00	4.18	273.31	1,180.56	-4.86	-18.85	18.94	0.80
1,244.00	5.00	270.11	1,243.31	-4.72	-24.43	24.52	2.92
1,308.00	6.96	270.88	1,306.90	-4.65	-31.85	31.74	1.51
1,371.00	8.31	272.59	1,369.34	-4.39	-40.02	40.10	2.17
1,435.00	9.88	268.24	1,432.54	-4.35	-50.13	50.20	2.68
1,498.00	10.32	263.27	1,494.58	-5.18	-61.13	61.22	1.55
1,562.00	11.07	265.18	1,557.45	-6.36	-72.95	73.06	1.30
1,625.00	12.01	268.46	1,619.18	-7.05	-85.53	85.65	1.82
1,689.00	12.54	270.41	1,681.71	-7.18	-99.13	99.25	1.05
1,752.00	13.67	270.12	1,743.07	-7.11	-113.42	113.53	1.80
1,816.00	15.20	269.59	1,805.05	-7.16	-129.37	129.49	2.40
1,879.00	16.33	270.46	1,865.68	-7.15	-146.49	146.60	1.83
1,943.00	17.88	272.67	1,926.85	-6.82	-165.30	165.40	2.63
2,006.00	18.94	273.79	1,986.82	-5.49	-185.16	185.23	1.77
2,070.00	20.24	272.56	2,046.82	-4.31	-206.59	206.63	2.13
2,133.00	20.87	272.02	2,105.91	-3.43	-228.69	228.71	1.04
2,197.00	21.30	272.42	2,165.62	-2.53	-251.69	251.70	0.71
2,261.00	21.20	272.58	2,225.27	-1.52	-274.67	274.85	0.18
2,324.00	21.47	270.81	2,283.95	-0.85	-297.78	297.74	1.11
2,388.00	21.99	270.27	2,343.40	-0.62	-321.47	321.42	0.87
2,451.00	21.50	268.67	2,401.92	-0.63	-344.81	344.78	0.85
2,515.00	21.46	269.44	2,461.48	-0.82	-368.24	368.19	0.15
2,579.00	21.66	269.33	2,521.00	-1.07	-391.76	391.71	0.32
2,642.00	22.08	269.37	2,579.46	-1.34	-415.23	415.18	0.67
2,706.00	22.06	269.49	2,638.77	-1.57	-439.27	439.22	0.08
2,769.00	21.58	268.53	2,697.26	-1.88	-462.69	462.64	0.95
2,833.00	21.12	266.39	2,756.87	-3.01	-485.96	485.93	1.41
2,896.00	20.78	265.39	2,815.70	-4.62	-508.43	508.42	0.78
2,960.00	20.50	264.89	2,875.60	-6.57	-530.90	530.93	0.58
3,023.00	20.16	265.39	2,934.67	-8.46	-552.71	552.77	0.66
3,087.00	20.09	264.26	2,994.76	-10.45	-574.64	574.73	0.62

HALLIBURTON**Design Report for #7-29-46 DLB - MWD Survey**

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
3,150.00	20.22	262.62	3,053.91	-12.69	-596.20	596.34	0.81
3,214.00	20.96	263.17	3,113.82	-15.64	-618.54	618.73	1.17
3,278.00	21.61	265.81	3,173.45	-17.86	-641.66	641.89	1.51
3,341.00	21.05	268.50	3,232.14	-19.00	-664.55	664.79	1.79
3,405.00	20.26	271.26	3,292.03	-19.06	-687.11	687.36	1.97
3,468.00	20.29	273.26	3,351.12	-18.19	-708.93	709.15	1.08
3,532.00	21.39	274.22	3,410.94	-16.70	-731.64	731.83	1.80
3,595.00	21.76	272.62	3,469.52	-15.32	-754.77	754.92	1.10
3,659.00	22.07	273.03	3,528.90	-14.15	-778.62	778.75	0.54
3,722.00	22.23	272.35	3,587.25	-13.03	-802.35	802.45	0.48
3,786.00	22.18	271.91	3,646.50	-12.13	-826.52	826.60	0.27
3,850.00	22.33	270.35	3,705.74	-11.65	-850.75	850.82	0.95
3,913.00	22.09	270.93	3,764.06	-11.39	-874.57	874.62	0.52
3,976.00	21.56	273.45	3,822.55	-10.50	-897.97	898.00	1.71
4,040.00	21.27	273.43	3,882.13	-9.10	-921.29	921.29	0.45
4,104.00	21.29	273.25	3,941.76	-7.75	-944.46	944.45	0.11
4,167.00	20.91	271.30	4,000.54	-6.84	-967.14	967.09	1.27
4,231.00	20.35	271.18	4,060.44	-6.35	-989.68	989.62	0.86
4,294.00	20.25	267.49	4,119.53	-6.61	-1,011.53	1,011.46	2.04
4,358.00	20.79	265.42	4,179.47	-8.00	-1,033.91	1,033.87	1.41
4,421.00	21.12	267.63	4,238.30	-9.32	-1,056.40	1,056.38	1.46
4,484.00	18.19	272.19	4,297.63	-9.37	-1,077.59	1,077.55	5.20
4,548.00	14.89	273.09	4,356.97	-8.55	-1,095.77	1,095.73	5.17
4,611.00	14.40	270.12	4,419.92	-8.10	-1,111.69	1,111.64	1.42
4,674.00	15.06	270.03	4,480.65	-8.08	-1,127.71	1,127.65	1.05
4,737.00	14.32	274.06	4,541.79	-7.52	-1,143.67	1,143.59	2.00
4,801.00	13.37	279.89	4,603.94	-5.82	-1,158.87	1,158.77	2.34
4,864.00	12.34	279.35	4,665.36	-3.60	-1,172.71	1,172.56	1.64
4,928.00	12.23	277.07	4,727.89	-1.65	-1,186.19	1,185.99	0.78
4,991.00	11.01	274.10	4,789.60	-0.40	-1,198.81	1,198.59	2.16
5,055.00	10.70	275.10	4,852.45	0.57	-1,210.62	1,210.58	0.57
5,118.00	10.64	275.76	4,914.37	1.67	-1,222.44	1,222.17	0.22
5,182.00	10.29	275.65	4,977.30	2.63	-1,234.00	1,233.71	0.55
5,246.00	9.26	275.58	5,040.37	3.89	-1,244.82	1,244.50	1.61
5,309.00	8.34	274.81	5,102.63	4.76	-1,254.41	1,254.08	1.47
5,372.00	7.76	274.86	5,165.01	5.51	-1,263.20	1,262.66	0.92
5,436.00	7.20	277.65	5,226.46	6.43	-1,271.48	1,271.12	1.06
5,500.00	6.48	276.46	5,292.01	7.38	-1,279.04	1,278.66	1.15
5,563.00	5.80	277.98	5,354.65	8.22	-1,285.73	1,285.32	1.11
5,627.00	4.35	279.24	5,418.39	9.06	-1,291.33	1,290.91	2.27
5,690.00	3.89	278.98	5,481.23	9.78	-1,295.80	1,295.36	0.73
5,754.00	3.57	282.04	5,545.09	10.53	-1,299.89	1,299.44	0.59
5,817.00	2.83	277.32	5,608.00	11.14	-1,303.35	1,302.89	1.25
5,881.00	2.45	274.52	5,671.93	11.45	-1,306.28	1,305.81	0.63
5,944.00	2.00	284.77	5,734.88	11.83	-1,308.69	1,308.21	0.95
6,008.00	1.32	286.61	5,798.85	12.33	-1,310.47	1,309.66	1.07
6,071.00	1.43	281.20	5,861.83	12.69	-1,311.94	1,311.44	0.27
6,135.00	1.52	283.78	5,925.81	13.05	-1,313.55	1,313.04	0.17
6,223.00	1.05	273.00	6,013.79	13.37	-1,315.49	1,314.98	0.60
Final MWD Survey							
6,275.00	1.05	273.00	6,065.76	13.42	-1,316.44	1,315.93	0.00

HALLIBURTON

Design Report for #7-29-46 DLB - MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N-S (ft)	+E-W (ft)	Vertical Section (ft)	Dogleg Rate (%/100ft)
Survey Projection to TD							

Design Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N-S (ft)	+E-W (ft)	
130.00	130.00	0.02	-0.11	First MWD Survey
6,223.00	6,013.79	13.37	-1,315.49	Final MWD Survey
6,275.00	6,065.78	13.42	-1,316.44	Survey Projection to TD

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N-S (ft)	Origin +E-W (ft)	Start TVD (ft)
Target	7-29-46 DLB_BHL Tgt	268.88	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
130.00	6,275.00	Sperry MWD Surveys	MWD

Targets

Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N-S (ft)	+E-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
7-29-46 DLB_BHL Tgt	0.00	0.00	6,400.00	-25.29	-1,297.12	646,945.94	2,256,570.11	40° 6' 21.350 N	110° 34' 57.785 W
- actual wellpath misses target center by 337.01ft at 6275.00ft MD (6065.78 TVD, 13.42 N, -1316.44 E)									
- Point									
7-29-46 DLB_Zone Tgt	0.00	0.00	4,625.00	-25.29	-1,297.12	646,945.94	2,256,570.11	40° 6' 21.350 N	110° 34' 57.785 W
- actual wellpath misses target center by 131.87ft at 4851.22ft MD (4652.88 TVD, -4.04 N, -1169.99 E)									
- Circle (radius 200.00)									
7-29-46 DLB_Drillers T	0.00	0.00	4,625.00	-22.90	-1,174.78	646,949.59	2,256,692.42	40° 6' 21.373 N	110° 34' 56.210 W
- actual wellpath misses target center by 20.91ft at 4824.43ft MD (4626.75 TVD, -4.96 N, -1164.15 E)									
- Point									

#7-29-46 DLB Report Continued

27. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)														
AMOUNT AND TYPE OF MATERIAL														
Stg 1-5	2,502	bbls WF 120	336	bbls HCL 15 w/ Bio	2,122	bbls YF125ST w/ Sc	5,591	bbls YF120ST	66,580 #	100 Mesh	581,200#	20/40 Jordan- Unimin	10,552	bbls Water
Stg 6-8	2,112	bbls WF 120	414	bbls HCL 15 w/ Bio	2,965	bbls YF125ST w/ Sc	7,698	bbls YF120ST	96,620 #	100 Mesh	825,600#	20/40 Jordan- Unimin	13,143	bbls Water

*Depth intervals for frac information same as perforation record intervals.

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: 14-20-H62-5500
	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
	7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: 7-29-46 DLB
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013335840000
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: 1959 FNL 0470 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENE Section: 29 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 checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 7/19/2010	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input checked="" type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER:

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

This sundry is being submitted in accordance to Notice to Lessees (NTL) 4A to request an additional 45-day flaring period beyond the 30-day or 50 mmcf total allowed. This well had first oil sales in June 2010; however, gas was flared from June 8 through July 4, 2010 (total of 3.577 mmcf). Bill Barrett is currently negotiating pipeline ROWs with landowners and expects approximately 150 mcf/d to be flared while finalizing ROWs. If you have any questions, please contact me at 303-312-8134.

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

Date: July 20, 2010
By: *Don K. [Signature]*

NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Analyst
SIGNATURE N/A	DATE 7/19/2010	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Sundry Conditions of Approval Well Number 43013335840000

R649-3-19-3 - necessary testing as per BBC.

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

Date: July 20, 2010
By: *Dan K. [Signature]*

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

FORM 6

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) 312-8134

Well 1

SENE

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301333584	7-29-46 DLB		SWNE	29	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
C	17603	<i>17603</i>			6/8/2010		
Comments: Entity change from NHORN to <u>GR-WS</u> . <i>BHL = SWNE — 7/28/10</i>							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301333972	5-29-36 BTR		SWNW	29	3S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
C	17557	<i>17557</i>			6/4/2010		
Comments: Entity change from WSTC to <u>GR-WS</u> . <i>— 7/28/10</i>							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301333980	13-26-36 BTR		SWSW	26	3S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
C	17569	<i>17569</i>			6/13/2010		
Comments: Entity change from WSTC to <u>GR-WS</u> . <i>— 7/28/10</i>							

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)

Tracey Fallang

Name (Please Print)

Tracey Fallang

Signature

Regulatory Analyst

7/27/2010

Title

Date

RECEIVED

JUL 28 2010

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9	
		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6299	
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 Gas Well	8. WELL NAME and NUMBER: 7-29-46 DLB		
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013335840000		
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: 1959 FNL 0470 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENE Section: 29 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 type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 11/22/2010 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" 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 type="text" value="Earned Leases"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.			
The Tribal lease has been earned for this well. The new lease number is 14-20-H62-6299			
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY June 24, 2014			
NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant	
SIGNATURE N/A	DATE 6/3/2014		

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

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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

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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

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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

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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

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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 cursive script 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.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: (see attached well list)
2. NAME OF OPERATOR: RIG II, LLC <u>N14055</u>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
3. ADDRESS OF OPERATOR: 1582 West 2600 South CITY Wood Cross STATE UT ZIP 84087		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (801) 683-4245		8. WELL NAME and NUMBER: (see attached well list)
4. LOCATION OF WELL FOOTAGES AT SURFACE: (see attached well list) COUNTY:		9. API NUMBER:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: UTAH		10. FIELD AND POOL, OR WILDCAT:

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"/> 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 checked="" 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 type="checkbox"/> OTHER: _____
	<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.

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 N21165
Duana Zavala NAME (PLEASE PRINT)
Duana Zavala SIGNATURE
Senior Vice President -
EH&S, Government and Regulatory Affairs

RIG II, LLC
Jesse McSwain NAME (PLEASE PRINT)
Jesse McSwain SIGNATURE
Manager

NAME (PLEASE PRINT) Jesse McSwain TITLE Manager
SIGNATURE Jesse McSwain DATE 10/20/16

(This space for State use only)

APPROVED

NOV 07 2016

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:
<input type="checkbox"/>	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

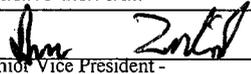
TRANSFER OF AUTHORITY TO INJECT

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

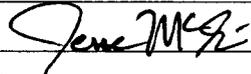
CURRENT OPERATOR

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

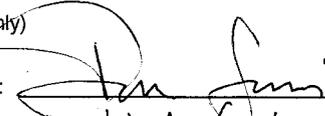
Name: Duane Zavadil
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

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

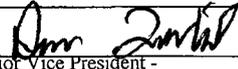
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

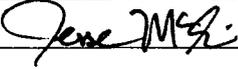
Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

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

NEW OPERATOR

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

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Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

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

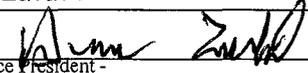
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

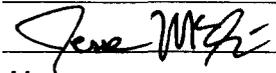
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE	Field or Unit Name CEDAR RIM
QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Lease Designation and Number 2OG0005608

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 -</u> <u>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.*