



May 11, 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 #5-20-46 DLB Well
Surface: 1652' FNL & 2118' FWL - SENW, 20-T4S-R6W
Bottom Hole: 1916' FNL & 946' FWL - SWNW, 20-T4S-R6W
Duchesne County, Utah

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MAY 15 2007

DIV. OF OIL, GAS & MINING

Dear Ms. Mason:

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill ("APD") regarding the above referenced well, we are hereby submitting this letter in accordance with Oil & Gas Conservation Rule R649-11, 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
Doug Gundry-White *By CMS*
Senior Landman

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



May 14, 2007

RECEIVED

MAY 15 2007

DIV. OF OIL, GAS & MINING

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

5-20-46 BTR
Tribal Surface Owner (Ute Indians)/Tribal Minerals
SENW, Section 20-T4S-R6W
Duchesne County, Utah

Diana Mason, Permitting - Petroleum Technician:

Enclosed please find a copy of Bill Barrett Corporation's (BBC) application for permit to drill the above captioned well. Montgomery Archeological completed a Class III archeological survey for this location and the report dated April 17, 2007, states "no historic properties affected" the site (MOCA Report No. 07-104). Also, on May 2, 2007, a threatened and endangered species survey was conducted and the location was cleared.

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

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

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

5. Lease Serial No. BIA 14-20-H62-5500	
6. If Indian, Allottee or Tribe Name UTE INDIAN TRIBE	
7. If Unit or CA Agreement, Name and No. N/A	
8. Lease Name and Well No. # 5-20-46 DLB	
9. API Well No. Pending 43-013-33659	
1a. Type of work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER	10. Field and Pool, or Exploratory Altamont
1b. Type of Well: <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone	11. Sec., T. R. M. or Blk. and Survey or Area Section 20-T4S-R6W U.S.B.&M.
2. Name of Operator BILL BARRETT CORPORATION	12. County or Parish Duchesne
3a. Address 1099 18th Street, Suite 2300 Denver CO 80202	13. State UT
3b. Phone No. (include area code) (303) 312-8546	
4. Location of Well (Report location clearly and in accordance with any State requirements.)* At surface SENW, 1652' FNL, 2118' FWL At proposed prod. zone SWNW, 1916' FNL, 946' FWL	
14. Distance in miles and direction from nearest town or post office* Approximately 16 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) 1652' SHL; 946' 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. 1900' (abandoned well)	19. Proposed Depth 8570'
20. BLM/BIA Bond No. on file Nationwide Bond #WYB000040	
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 6089' ungraded ground	22. Approximate date work will start* 07/01/2007
	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 05/14/2007
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Title **Permit Analyst**

Approved by (Signature) <i>Bradley G. Hill</i>	Name (Printed/Typed) BRADLEY G. HILL	Date 05-16-07
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Title **ENVIRONMENTAL MANAGER**

Application approval does not warrant or certify that the applicant holds legal 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)

Surf
535148X
4441092Y
40.12130Z
-110.587518

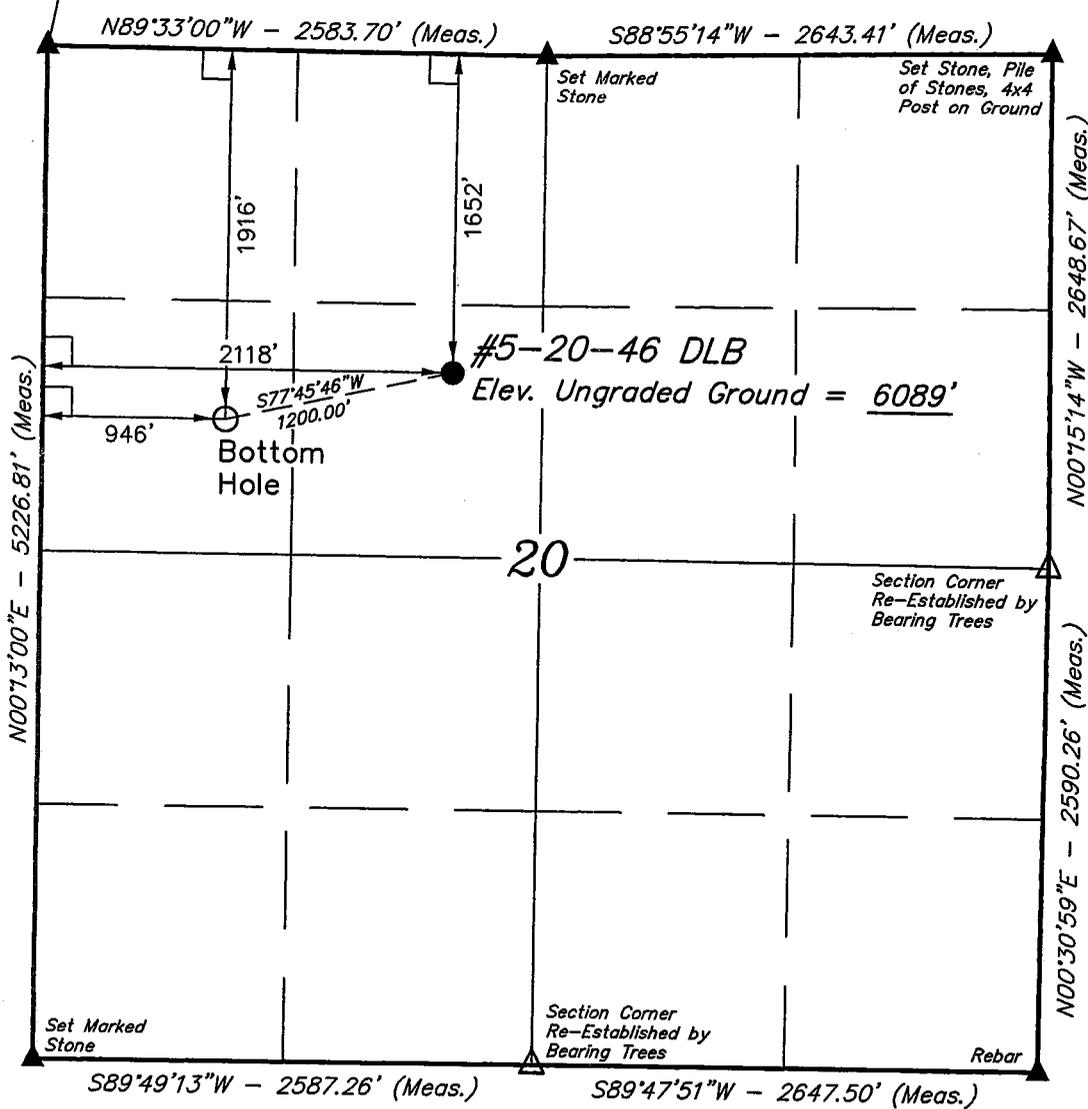
Federal Approval of this Action is Necessary

BHL
534788X
4441001X
40.120496
-110.591744

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MAY 15 2007
DIV. OF OIL, GAS & MINING

Set Marked Stone,
Pile of Stones

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



BILL BARRETT CORPORATION

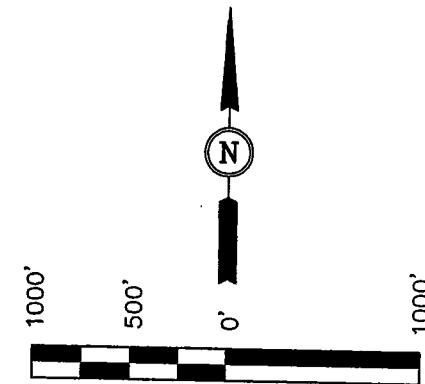
Well location, #5-20-46 DLB, located as shown in the SE 1/4 NW 1/4 of Section 20, T4S, R6W, U.S.B.&M., Duchesne County, Utah.

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.

BASIS OF BEARINGS

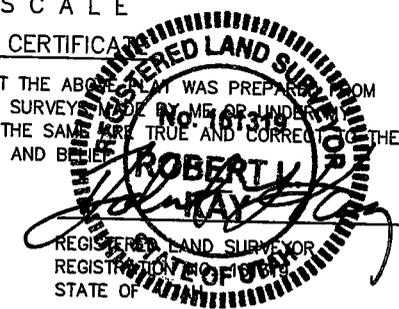
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

CERTIFICATION

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.



REVISED: 05-07-07

LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.
- △ = SECTION CORNERS RE-ESTABLISHED. (Not Set on Ground)

(NAD 83)
 LATITUDE = 40°07'15.73" (40.121036)
 LONGITUDE = 110°35'17.58" (110.588217)
 (NAD 27)
 LATITUDE = 40°07'15.88" (40.121078)
 LONGITUDE = 110°35'15.02" (110.587506)

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

SCALE 1" = 1000'	DATE SURVEYED: 04-13-07	DATE DRAWN: 04-19-07
PARTY D.S. M.B. P.M.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE BILL BARRETT CORPORATION	

Bill Barrett Corporation
Drilling Program
5-20-46 DLB
Duchesne County, Utah

HAZARDOUS MATERIAL DECLARATION

WELL NO. # 5-20-46 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.

Bill Barrett Corporation
 Drilling Program
 # 5-20-46 DLB
 Duchesne County, Utah

DRILLING PLAN

BILL BARRETT CORPORATION
 # 5-20-46 DLB
 SHL: SENW, 1652' FNL & 2118' FWL, Section 20-T4S-R6W
 BHL: SWNW, 2118' FNL & 946' FWL, Section 20-T4S-R6W
 Surface Owner: Tribal (Ute Indian Tribe)
 Duchesne County, Utah

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

<u>Formation</u>	<u>Depth</u>
Duchesne River/Uinta	Surface
Green River	2,754'
Douglas Creek	3,555'
Black Shale	4,238'
Castle Peak	4,522'
Wasatch	5,158' *
North Horn	7,095' *
TD	8,570'

*PROSPECTIVE PAY

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

3. **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.	

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 ¼"	surface	850'	9 5/8"	36#	J or K 55	ST&C	New
7 7/8"	surface	8,570'	5 ½"	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 130 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 – 9.4	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 4189 psi* and maximum anticipated surface pressure equals approximately 2304 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
5-20-46 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 June 15, 2007
Spud:	Approximately July 1, 2007
Duration:	20 days drilling time
	45 days completion time

5-20-46 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 - (3055' - 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: 2,205'
3.0% Salt	Volume: 85.05 bbl
0.2% HR-7	Proposed Sacks: 130 sks
Tail Cement - (8570' - 3055')	
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: 3,055'
0.6% HR-5	Calculated Fill: 5,515'
0.25 lbm/sk Flocele	Volume: 212.73 bbl
1.0 lbm/sk Granulite	Proposed Sacks: 770 sks



Weatherford

Drilling Services

Proposal



Bill Barrett Corporation

BILL BARRETT CORPORATION

#5-20-46 DLB

DUCHESNE COUNTY, UTAH

WELL FILE:PLAN 1

MAY 9, 2007

Weatherford International, Ltd.
363 North Sam Houston Pkwy E, Suite 600
Houston, Texas 77060 USA
+1.281.260.5600 Main
+1.281.260.2763 Fax
www.weatherford.com

#5-20-46 DLB
 1652' FNL, 2118' FWL
 SEC 20 T4S R6W
 DUCHESNE COUNTY, UTAH

SITE DETAILS
 #5-20-46 DLB
 SECTION 20-T4S-R6W
 1652' FNL & 2118' FWL
 Site Centre Latitude: 40°07'15.730N
 Longitude: 110°35'17.580W
 Ground Level: 6087.90
 Positional Uncertainty: 0.00
 Convergence: 0.58

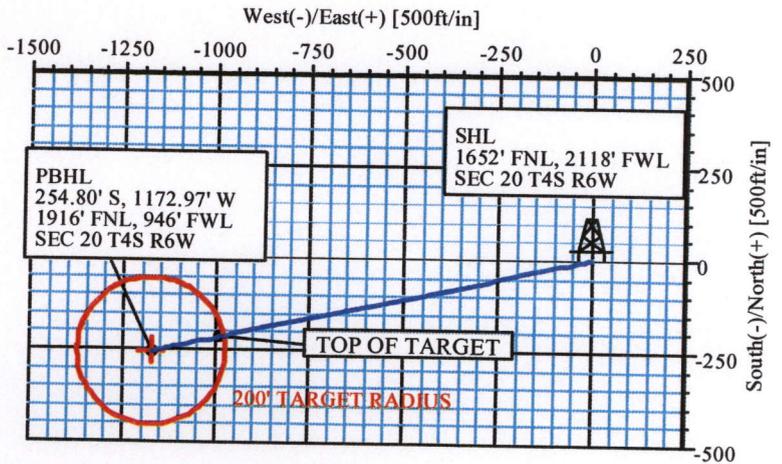
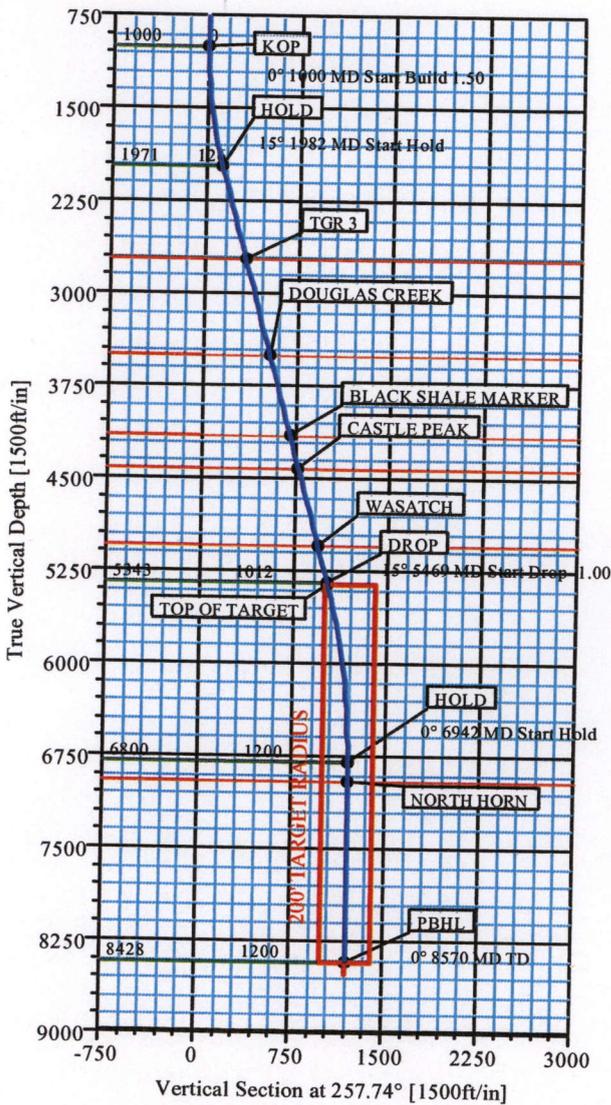
SECTION DETAILS											
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target	
1	0.00	0.00	257.74	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
2	1000.00	0.00	257.74	1000.00	0.00	0.00	0.00	0.00	0.00	0.00	
3	1981.98	14.73	257.74	1971.20	-26.65	-122.67	1.50	257.74	125.53		
4	5468.56	14.73	257.74	5343.20	-214.83	-988.97	0.00	0.00	1012.03		
5	6941.54	0.00	257.74	6800.00	-254.80	-1172.97	1.00	180.00	1200.33		
6	8569.54	0.00	257.74	8428.00	-254.80	-1172.97	0.00	257.74	1200.33		PBHL_#5-20-46

WELL DETAILS							
Name	+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
#5-20-46 DLB	0.00	0.00	7214125.80	1895389.79	40°07'15.730N	110°35'17.580W	N/A

FORMATION TOP DETAILS			
No.	TVDPath	MDPath	Formation
1	2718.00	2754.16	TGR 3
2	3493.00	3555.49	DOUGLAS CREEK
3	4153.00	4237.92	BLACK SHALE MARKER
4	4428.00	4522.27	CASTLE PEAK
5	5043.00	5158.16	WASATCH
6	6953.00	7094.54	NORTH HORN

ASSUMED 15' KB ELEVATION

KB ELEVATION: 6102.9'
 GR ELEVATION: 6087.9'



T Azimuths to True North
 M Magnetic North: 12.07°
 Magnetic Field
 Strength: 52689nT
 Dip Angle: 65.88°
 Date: 5/9/2007
 Model: bggm2006

TOTAL CORRECTION TO TRUE NORTH: 12.07°



Weatherford International, Ltd.

PLAN REPORT

Company: BILL BARRETT CORP	Date: 5/9/2007	Time: 13:17:43	Page: 1
Field: DUCHESNE COUNTY, UTAH	Co-ordinate(NE) Reference: Site: #5-20-46 DLB, True North		
Site: #5-20-46 DLB	Vertical (TVD) Reference: SITE 6102.9		
Well: #5-20-46 DLB	Section (VS) Reference: Well (0.00N,0.00E,257.74Azi)		
Wellpath: 1	Survey Calculation Method: Minimum Curvature		Db: Sybase

Field: DUCHESNE COUNTY, UTAH

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

Map Zone: Utah, Central Zone
 Coordinate System: Site Centre
 Geomagnetic Model: bgm2006

Site: #5-20-46 DLB
 SECTION 20-T4S-R6W
 1652' FNL & 2118' FWL

Site Position: From: Geographic	Northing: 7214125.80 ft	Latitude: 40 7 15.730 N
Position Uncertainty: 0.00 ft	Easting: 1895389.79 ft	Longitude: 110 35 17.580 W
Ground Level: 6087.90 ft		North Reference: True
		Grid Convergence: 0.58 deg

Well: #5-20-46 DLB

Slot Name:

Well Position: +N/-S 0.00 ft	Northing: 7214125.80 ft	Latitude: 40 7 15.730 N
+E/-W 0.00 ft	Easting: 1895389.79 ft	Longitude: 110 35 17.580 W
Position Uncertainty: 0.00 ft		

Wellpath: 1

Current Datum: SITE	Height 6102.90 ft	Drilled From: Surface
Magnetic Data: 5/9/2007		Tie-on Depth: 0.00 ft
Field Strength: 52689 nT		Above System Datum: Mean Sea Level
Vertical Section: Depth From (TVD)	+N/-S	Declination: 12.07 deg
ft	ft	Mag Dip Angle: 65.88 deg
		+E/-W
		ft
		Direction
		deg
0.00	0.00	0.00
		257.74

Plan: Plan #1

Date Composed: 5/9/2007
 Version: 1
 Tied-to: From Surface

Principal: Yes

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	257.74	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
1000.00	0.00	257.74	1000.00	0.00	0.00	0.00	0.00	0.00	0.00	
1981.98	14.73	257.74	1971.20	-26.65	-122.67	1.50	1.50	0.00	257.74	
5468.56	14.73	257.74	5343.20	-214.83	-988.97	0.00	0.00	0.00	0.00	
6941.54	0.00	257.74	6800.00	-254.80	-1172.97	1.00	-1.00	0.00	180.00	
8569.54	0.00	257.74	8428.00	-254.80	-1172.97	0.00	0.00	0.00	257.74	PBHL_#5-20-46

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	Comment
1000.00	0.00	257.74	1000.00	0.00	0.00	0.00	0.00	0.00	0.00	KOP
1100.00	1.50	257.74	1099.99	-0.28	-1.28	1.31	1.50	1.50	0.00	
1200.00	3.00	257.74	1199.91	-1.11	-5.12	5.23	1.50	1.50	0.00	
1300.00	4.50	257.74	1299.69	-2.50	-11.51	11.77	1.50	1.50	0.00	
1400.00	6.00	257.74	1399.27	-4.44	-20.45	20.92	1.50	1.50	0.00	
1500.00	7.50	257.74	1498.57	-6.94	-31.93	32.68	1.50	1.50	0.00	
1600.00	9.00	257.74	1597.54	-9.98	-45.96	47.03	1.50	1.50	0.00	
1700.00	10.50	257.74	1696.09	-13.58	-62.50	63.96	1.50	1.50	0.00	
1800.00	12.00	257.74	1794.16	-17.72	-81.57	83.47	1.50	1.50	0.00	
1900.00	13.50	257.74	1891.70	-22.40	-103.13	105.54	1.50	1.50	0.00	
1981.98	14.73	257.74	1971.20	-26.65	-122.67	125.53	1.50	1.50	0.00	HOLD
2000.00	14.73	257.74	1988.63	-27.62	-127.15	130.11	0.00	0.00	0.00	
2100.00	14.73	257.74	2085.34	-33.02	-151.99	155.54	0.00	0.00	0.00	
2200.00	14.73	257.74	2182.05	-38.41	-176.84	180.96	0.00	0.00	0.00	
2300.00	14.73	257.74	2278.77	-43.81	-201.69	206.39	0.00	0.00	0.00	

Weatherford International, Ltd.

PLAN REPORT

Company: BILL BARRETT CORP
 Field: DUCHESNE COUNTY, UTAH
 Site: #5-20-46 DLB
 Well: #5-20-46 DLB
 Wellpath: 1

Date: 5/9/2007 Time: 13:17:43 Page: 2
 Co-ordinate(N/E) Reference: Site: #5-20-46 DLB, True North
 Vertical (TVD) Reference: SITE 6102.9
 Section (VS) Reference: Well (0.00N,0.00E,257.74Azi)
 Survey Calculation Method: Minimum Curvature Db: Sybase

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	Comment
2400.00	14.73	257.74	2375.48	-49.21	-226.53	231.82	0.00	0.00	0.00	
2500.00	14.73	257.74	2472.19	-54.61	-251.38	257.24	0.00	0.00	0.00	
2600.00	14.73	257.74	2568.91	-60.00	-276.23	282.67	0.00	0.00	0.00	
2700.00	14.73	257.74	2665.62	-65.40	-301.07	308.09	0.00	0.00	0.00	
2754.16	14.73	257.74	2718.00	-68.32	-314.53	321.86	0.00	0.00	0.00	TGR 3
2800.00	14.73	257.74	2762.34	-70.80	-325.92	333.52	0.00	0.00	0.00	
2900.00	14.73	257.74	2859.05	-76.19	-350.77	358.95	0.00	0.00	0.00	
3000.00	14.73	257.74	2955.76	-81.59	-375.61	384.37	0.00	0.00	0.00	
3100.00	14.73	257.74	3052.48	-86.99	-400.46	409.80	0.00	0.00	0.00	
3200.00	14.73	257.74	3149.19	-92.39	-425.31	435.22	0.00	0.00	0.00	
3300.00	14.73	257.74	3245.90	-97.78	-450.15	460.65	0.00	0.00	0.00	
3400.00	14.73	257.74	3342.62	-103.18	-475.00	486.08	0.00	0.00	0.00	
3500.00	14.73	257.74	3439.33	-108.58	-499.85	511.50	0.00	0.00	0.00	
3555.49	14.73	257.74	3493.00	-111.57	-513.63	525.61	0.00	0.00	0.00	DOUGLAS CREEK
3600.00	14.73	257.74	3536.04	-113.97	-524.69	536.93	0.00	0.00	0.00	
3700.00	14.73	257.74	3632.76	-119.37	-549.54	562.35	0.00	0.00	0.00	
3800.00	14.73	257.74	3729.47	-124.77	-574.39	587.78	0.00	0.00	0.00	
3900.00	14.73	257.74	3826.19	-130.17	-599.23	613.21	0.00	0.00	0.00	
4000.00	14.73	257.74	3922.90	-135.56	-624.08	638.63	0.00	0.00	0.00	
4100.00	14.73	257.74	4019.61	-140.96	-648.93	664.06	0.00	0.00	0.00	
4200.00	14.73	257.74	4116.33	-146.36	-673.77	689.48	0.00	0.00	0.00	
4237.92	14.73	257.74	4153.00	-148.40	-683.19	699.13	0.00	0.00	0.00	BLACK SHALE MARKER
4300.00	14.73	257.74	4213.04	-151.76	-698.62	714.91	0.00	0.00	0.00	
4400.00	14.73	257.74	4309.75	-157.15	-723.46	740.34	0.00	0.00	0.00	
4500.00	14.73	257.74	4406.47	-162.55	-748.31	765.76	0.00	0.00	0.00	
4522.27	14.73	257.74	4428.00	-163.75	-753.84	771.42	0.00	0.00	0.00	CASTLE PEAK
4600.00	14.73	257.74	4503.18	-167.95	-773.16	791.19	0.00	0.00	0.00	
4700.00	14.73	257.74	4599.89	-173.34	-798.00	816.61	0.00	0.00	0.00	
4800.00	14.73	257.74	4696.61	-178.74	-822.85	842.04	0.00	0.00	0.00	
4900.00	14.73	257.74	4793.32	-184.14	-847.70	867.47	0.00	0.00	0.00	
5000.00	14.73	257.74	4890.03	-189.54	-872.54	892.89	0.00	0.00	0.00	
5100.00	14.73	257.74	4986.75	-194.93	-897.39	918.32	0.00	0.00	0.00	
5158.16	14.73	257.74	5043.00	-198.07	-911.84	933.11	0.00	0.00	0.00	WASATCH
5200.00	14.73	257.74	5083.46	-200.33	-922.24	943.74	0.00	0.00	0.00	
5300.00	14.73	257.74	5180.18	-205.73	-947.08	969.17	0.00	0.00	0.00	
5400.00	14.73	257.74	5276.89	-211.12	-971.93	994.60	0.00	0.00	0.00	
5468.56	14.73	257.74	5343.20	-214.83	-988.97	1012.03	0.00	0.00	0.00	DROP
5478.70	14.63	257.74	5353.00	-215.37	-991.47	1014.60	1.00	-1.00	0.00	TOP OF TARGET
5500.00	14.42	257.74	5373.62	-216.50	-996.70	1019.94	1.00	-1.00	0.00	
5600.00	13.42	257.74	5470.69	-221.61	-1020.20	1043.99	1.00	-1.00	0.00	
5700.00	12.42	257.74	5568.16	-226.35	-1042.04	1066.34	1.00	-1.00	0.00	
5800.00	11.42	257.74	5666.00	-230.74	-1062.21	1086.98	1.00	-1.00	0.00	
5900.00	10.42	257.74	5764.19	-234.76	-1080.72	1105.92	1.00	-1.00	0.00	
6000.00	9.42	257.74	5862.70	-238.41	-1097.54	1123.14	1.00	-1.00	0.00	
6100.00	8.42	257.74	5961.49	-241.70	-1112.69	1138.64	1.00	-1.00	0.00	
6200.00	7.42	257.74	6060.53	-244.62	-1126.15	1152.41	1.00	-1.00	0.00	
6300.00	6.42	257.74	6159.80	-247.18	-1137.91	1164.45	1.00	-1.00	0.00	
6400.00	5.42	257.74	6259.27	-249.37	-1147.98	1174.75	1.00	-1.00	0.00	
6500.00	4.42	257.74	6358.90	-251.19	-1156.35	1183.32	1.00	-1.00	0.00	
6600.00	3.42	257.74	6458.67	-252.64	-1163.03	1190.15	1.00	-1.00	0.00	
6700.00	2.42	257.74	6558.54	-253.71	-1168.00	1195.24	1.00	-1.00	0.00	
6800.00	1.42	257.74	6658.48	-254.42	-1171.26	1198.58	1.00	-1.00	0.00	
6900.00	0.42	257.74	6758.46	-254.76	-1172.82	1200.18	1.00	-1.00	0.00	

H

**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

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

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

Design parameters:

Collapse

Mud weight: 8.60 ppg

Design is based on evacuated pipe.

Burst

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

No backup mud specified.

Minimum design factors:

Collapse:

Design factor: 1.125

Burst:

Design factor: 1.10

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

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

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

marks:

lapse 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.
 lapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

st 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.

Burst

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

No backup mud specified.

Minimum design factors:

Collapse:

Design factor: 1.125

Burst:

Design factor: 1.10

Tension:

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

Tension is based on buoyed weight.

Neutral point: 8,103 ft

Environment:

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

Cement top: 2,000 ft

Non-directional string.

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	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.

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

**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			Pipe Body Yield	Joint Strength	Max Set Depth, feet	
4.500	9.50	Short	3900	6380	221	138	6930	3310	4380	152	101	5890	3900	6380	221	143	6			
	10.50	Short	4940	6970	241	173	8780	4010	4790	165	132	7000	4940	6970	241	186	8			
	11.60	Long	6350	7780	267	201	9610	4960	5350	184	162	7760	6350	7780	267	223	10			
5.500	14.00	Short	3620	6210	322	234	6440	3120	4270	222	172	5550	3620	6210	322	243	64			
	15.50	Long	4990	7000	361	282	8870	4040	4810	248	217	7180	4990	7000	361	306	88			
	17.00	Long	6280	7740	397	320	10470	4910	5320	273	247	8060	6280	7740	397	348	111			
7.000	20.00	Short	2740	5440	460	320	4870	2270	3740	316	234	4040	2740	5440	460	331	48			
	23.00	Long	3830	6340	532	428	6810	3270	4360	366	313	5810	3830	6340	532	442	68			
	26.00	Long	5410	7240	604	502	9620	4320	4980	415	367	7680	5410	7240	604	519	96			
8.625	24.00	Short	1430	4290	555	337	2540	1370	2950	381	244	2440	1430	4290	555	346	254			
	28.00	Long	2160	4930	636	478	3840	1880	3390	437	348	3340	2160	4930	636	493	384			
	32.00	Long	3050	5710	732	574	5420	2530	3930	503	417	4500	3050	5710	732	591	542			

**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.



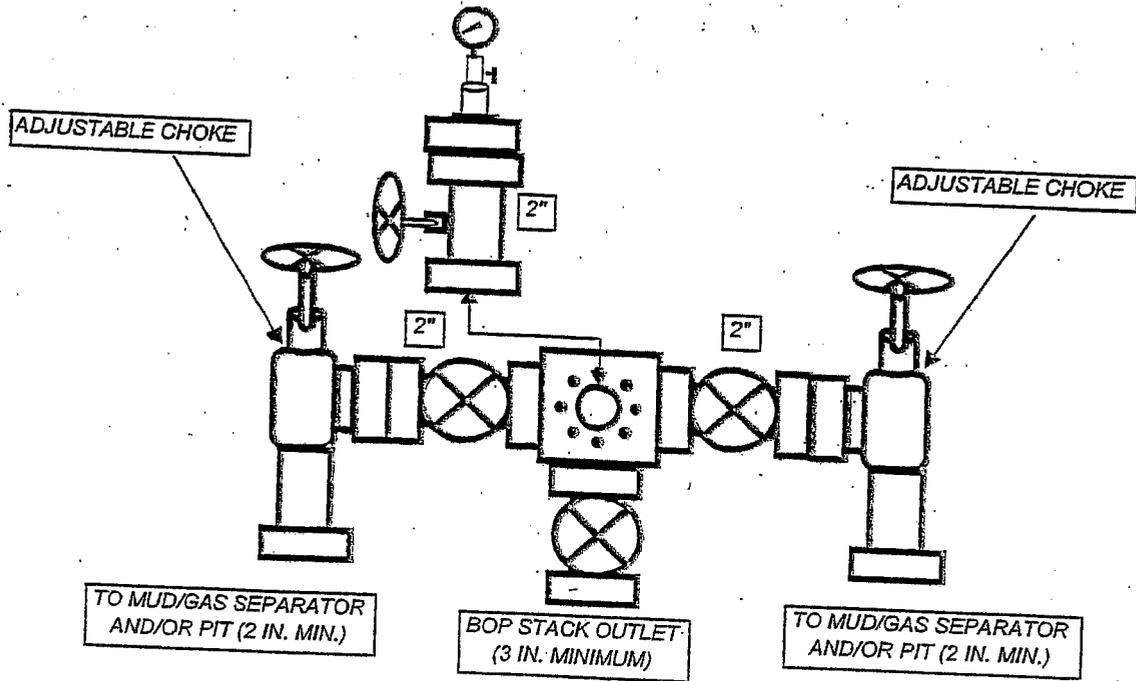
P.O. Box 18
Camanche, Iowa 52730
Phone: (563) 242-0000
Toll Free: 1-800-950-4772

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

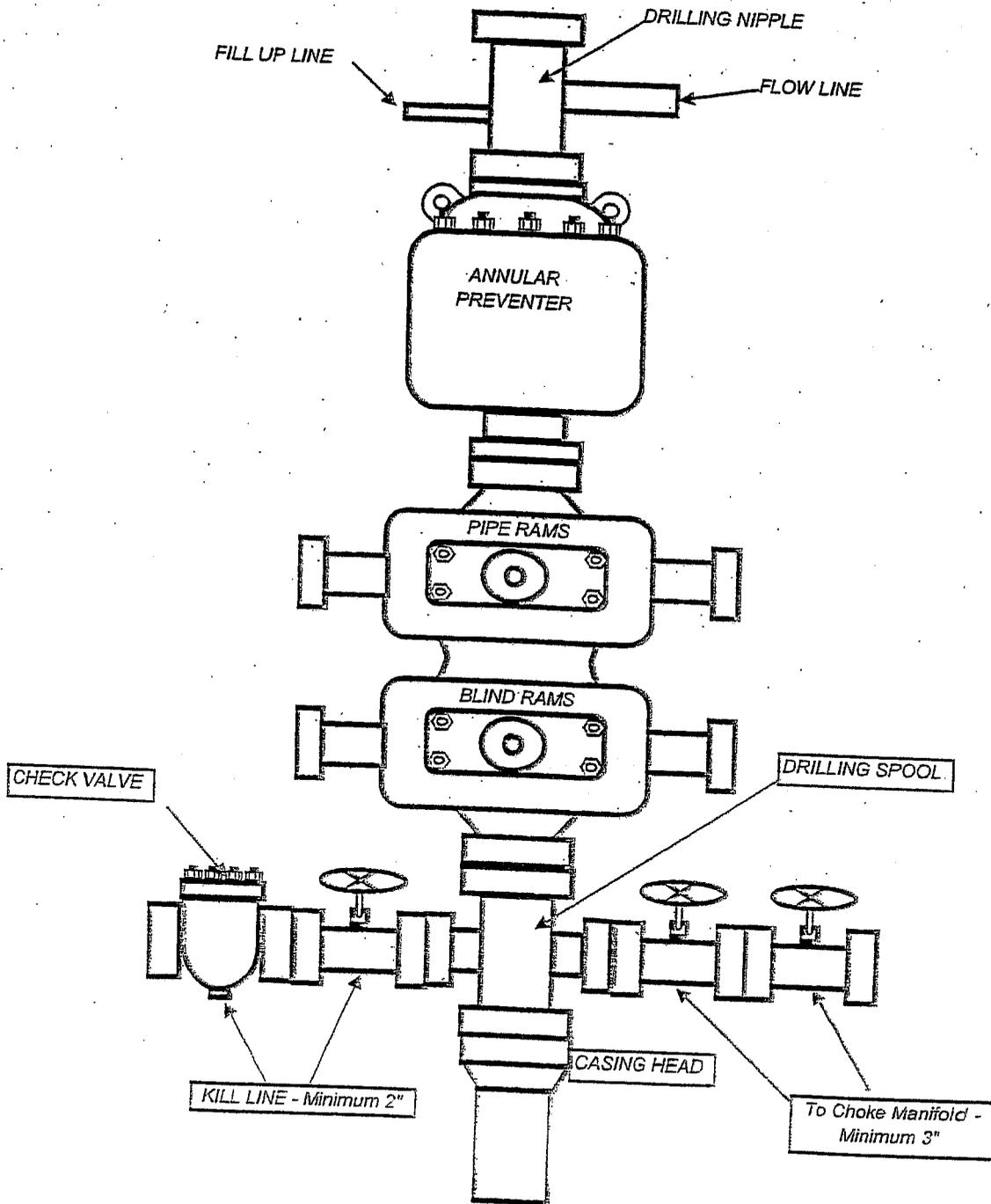
P.O. Box 1670
Regina, Saskatchewan S4P 3C7
Phone: (306) 924-7700

BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION
TYPICAL 3,000 p.s.i. BLOWOUT PREVENTER



**Surface Use Plan for
Bill Barrett Corporation's
Development Program
Lake Canyon Area
Duchesne County, Utah**

1. **Existing Roads:**

The Lake Canyon area is located approximately 12 miles southwest of Duchesne, Utah and extends from Township 3 South, Range 10 West to Township 5 South, Range 6 West. The specific location of a particular well pad will be shown on maps and described in the site specific APD.

The use of Skitzzy Road is necessary to access the area. Improvements to Skitzzy Road and other existing access roads will be noted in the site specific APD's.

2. **Planned Access Roads:**

Descriptions of new access road(s) will be included in the site specific APD.

Surface disturbance and vehicular traffic will be limited to the approved location and approved access route. Any additional area needed will be approved in advanced with the UDWR

3. **Location of Tank Batteries, Production Facilities, and Production Gathering And Service Lines:**

The following guidelines will apply if the well is productive:

All permanent (on site for six months or longer) structures constructed or installed will conform to DOGM standards. All facilities will be painted within six months of installation.

A containment dike will be constructed completely around production facilities which contain fluids (i.e., production tanks, produced water tanks). This dike will be constructed of compacted subsoil, be impervious, and hold a minimum of 110% of the capacity of the largest tank. Topsoil will not be used for the construction of dike(s).

A description of the proposed pipeline and a map illustrating the proposed route will be submitted with the well site specific APD.

4. **Location and Type of Water Supply**

The Duchesne City Culinary Water Dock located in section 1, T4S-R5W will be used for water supply for drilling and completion operations. Additional water supply sources will be addressed in the site specific APD, indicating the location and type of water supply.

5. **Source of Construction Materials:**

All construction materials for this location site and access road shall be borrowed (local) material accumulated during construction of the location site and access road. No construction materials will be removed from UDWR lands. If any gravel is used, it will be obtained from an approved gravel pit.

6. **Methods of Handling Waste Materials:**

Drill cuttings will be contained and buried in the reserve pit.

Drilling fluids, including any salts and chemicals, will be contained in the reserve pit. Upon termination of drilling and completion operations, the liquid contents of the reserve pit will be used at the next drill site or will be removed and disposed of at an approved waste disposal facility within 180 days after drilling is terminated. Immediately upon well completion, any hydrocarbons in the pit shall be removed.

Unless otherwise specified in the site specific APD , the reserve pit will be constructed on the location and will not be located within natural drainages, where a flood hazard exists or surface runoff will destroy or damage the pit walls. The reserve pit will be constructed so that it will not allow discharge of liquids.

If it is determined, at the onsite, that a pit liner is necessary, the reserve pit will be lined with a synthetic reinforced liner a minimum of 12-millimeters thick. The liner will overlay a felt-liner pad if rock that might tear or puncture the liner is encountered during excavation. The liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. Trash, scrap pipe, etc. that could puncture the liner will not be disposed of in the pit. Pit walls will be sloped no greater than 2:1. A minimum 2-foot freeboard will be maintained in the pit at all times during the drilling and completion operations. The pit liner will be protected during drilling and completion operations.

Production fluids will be contained in leak-proof tanks. All production fluids will be sold, recycled, or disposed of at approved disposal sites.

Any spills of oil, gas, salt water, or other noxious fluids will be immediately cleaned up and removed to an approved disposal site.

A chemical self-contained sanitary-toilet will be onsite during drilling and completions.

Garbage, trash, and other waste materials will be collected in a portable, self-contained, fully enclosed trash cage during operations. Trash will not be burned on location.

All debris and other waste materials not contained in the trash cage will be cleaned up and removed from the location immediately after removal of the drilling rig.

Any open pits will be fenced during the operations. The reserve pit fencing will be on three sides before drilling operations start. The fourth side will be fenced as soon as drilling is completed and the rig is removed. The fencing will be maintained until such time as the pits are backfilled.

7. **Ancillary Facilities:**

Garbage containers and portable toilets are the only ancillary facilities proposed. No additional ancillary facilities are foreseen in the future.

8. **Wellsite Layout:**

A location layout diagram describing drill pad cross-sections, cuts and fills, and locations of mud tanks, reserve pit, flare pit, pipe racks, trailer parking, spoil dirt stockpile(s), and the surface materials stockpile(s) will be included with the site specific APD and developed through a consultant.

9. **Plans for Restoration of the Surface:**

The dirt contractor will be provided with an approved copy of the surface use plan and these Standard Operating Procedures prior to commencing construction activities.

Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, materials, trash, and debris not required for production. All reclamation standards will be developed between Bill Barrett Corporation (BBC) and UDWR. Abandoned well sites, roads, and other disturbed areas will be restored as near as practical to their original condition. Where applicable, these conditions may include the re-establishment of irrigation systems, the re-establishment of appropriate soil conditions, and the re-establishment of vegetation as specified.

All disturbed areas will be re-contoured to the approximate natural contours.

Any drainage rerouted during the construction activities shall be restored as near

as possible to its original line of flow.

Prior to backfilling the reserve pit, the fence surrounding the reserve pit will be removed. The pit liner will be cut off at the water or mud line and disposed of at an approved landfill site. The remaining liner will be torn and perforated after the pit dries and prior to backfilling the reserve pit.

Before any dirt work associated with reserve pit restoration takes place, the reserve pit shall be as dry as possible. All debris in it will be removed. Other waste and spoil materials will be disposed of immediately upon completion of operations. The reserve pit will be reclaimed within 180 days from the date of well completion, weather permitting, unless it is determined that this location will be utilized to drill additional wells within 1 year of completing operations.

After the reserve pit has been reclaimed, diversion ditches and water bars will be used to divert precipitation runoff/runoff as appropriate.

Prior to the construction of the location, the top 6 inches or maximum available topsoil material will be stripped and stockpiled. Placement of the topsoil will be noted on the location plat attached to the site specific APD. Topsoil shall be stockpiled separately from subsoil materials. Topsoil salvaged from the reserve pit shall be stockpiled separately near the reserve pit. When all drilling and completion activities have been completed, the unused portion of the location (area outside the deadmen) will be recontoured and the stockpiled topsoil spread over the area.

If topsoil must be stored for more than one year:

It shall be windrowed on the uphill side of the location to prevent any possible contamination. All topsoil will be stockpiled for reclamation in such a way as to prevent soil loss and contamination.

It shall be broadcast seeded with the prescribed seed mixture immediately after windrowing. Seed will be drilled on the contour to an appropriate depth and the stockpile then "walked" with a dozer to cover the seed and roughen the soil to prevent erosion.

Mulching may be considered to enhance the re-establishment of desired native plant communities. If straw or hay mulch is used, the straw and hay must be certified to be weed-free and the documentation submitted prior to usage.

When restoration activities have been completed, the location site and new access road cuts and shoulders shall be reseeded. Prior to reseeding, all disturbed areas, including the old access road will be scarified and left with a rough surface.

UDWR shall be contacted for the required seed mixture. Seed will be drilled on

the contour to an appropriate depth. If broadcast seeded, the amount of seed mixture per acre will be doubled, and a harrow or some other implement will be dragged over the seeded area to assure coverage of the seeds.

At final abandonment, BBC will follow UT-DOGGM standards for final well abandonment.

10. Other Information:

The operator is fully responsible for the actions of its subcontractors. A copy of these conditions will be furnished to the BBC field representative to ensure compliance.

The operator will control noxious weeds along applied access road authorizations, pipeline route authorizations, well sites or other applicable facilities

Wells drilled during the fire season (June – October) all appropriate precautions shall be instituted to ensure that fire hazard is minimized, including, but not limited to, controlling vegetation and keeping fire fighting equipment readily available during all drilling and completion operations.

Drilling rigs and/or equipment used during drilling operations on locations will not be stacked or stored on UDWR administered lands after the conclusion of drilling operations or at any other time without permission by the UDWR. If UDWR permission is obtained, such storage will only be temporary measure.

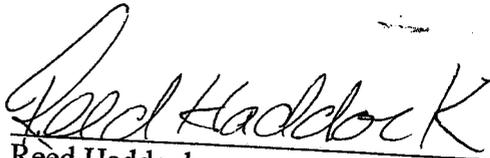
Travel will be restricted to approved travel routes.

11. CERTIFICATION

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

Phone: 303-312-8546
Fax: 303-291-0420

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are, to the best of my knowledge, true and correct; and that the work associated with operations proposed herein will be performed by Bill Barrett Corporation and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.



Reed Haddock
Permit Analyst

DATE: February 27, 2007

12. **Bill Barrett Corporation and UDWR Contacts:**

BBC Representatives:

Reed Haddock, Regulatory and Permitting; Phone: (303) 312-8546
Scot Donato, Environmental Health and Safety; Phone: (303) 312-8191
Monty Shed, Field Operations; Phone: (307) 262-1511

UDWR Representatives:

Ben Williams, UDWR, Wildlife Resources; Phone: (435) 781-5357
Bill James, UDWR, Wildlife Resources, Manager; Phone: (801) 538-4745

BILL BARRETT CORPORATION

#5-20-46 DLB

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 20, T4S, R6W, U.S.B.&M.

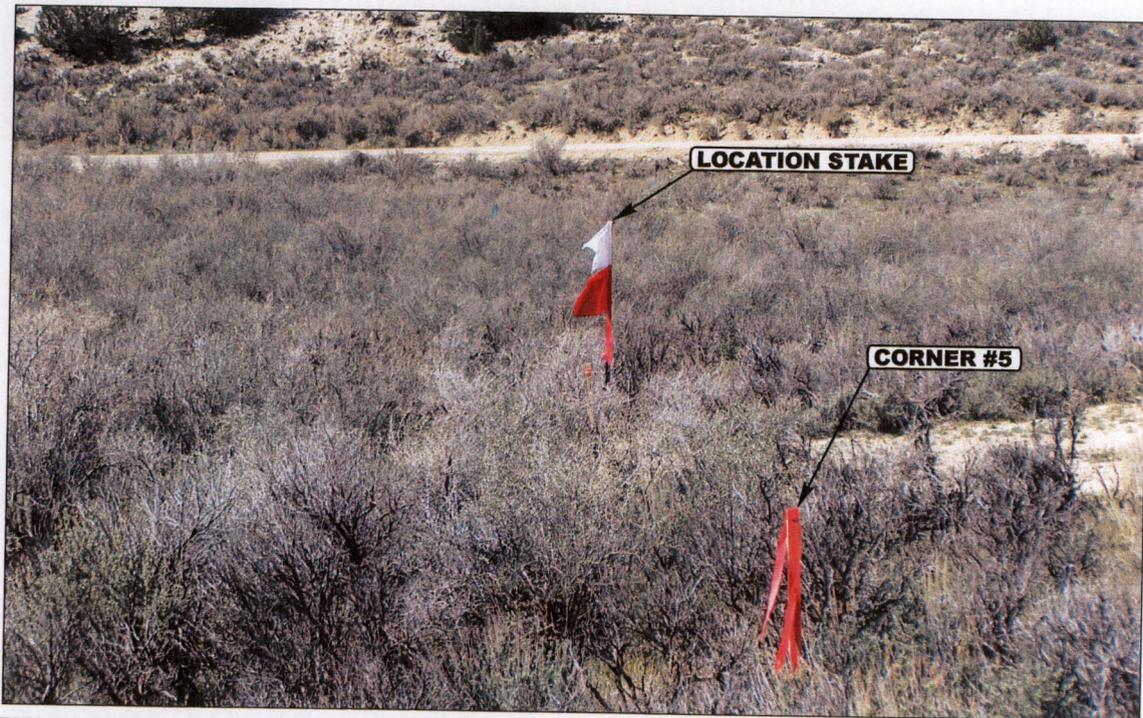


PHOTO: VIEW OF LOCATION STAKE FROM CORNER #5

CAMERA ANGLE: SOUTHWESTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHWESTERLY



- Since 1964 -

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

LOCATION PHOTOS

04 24 07
MONTH DAY YEAR

PHOTO

TAKEN BY: D.S.

DRAWN BY: A.A.

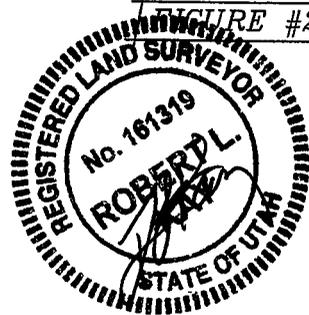
REVISED: 00-00-00

BILL BARRETT CORPORATION

TYPICAL CROSS SECTIONS FOR

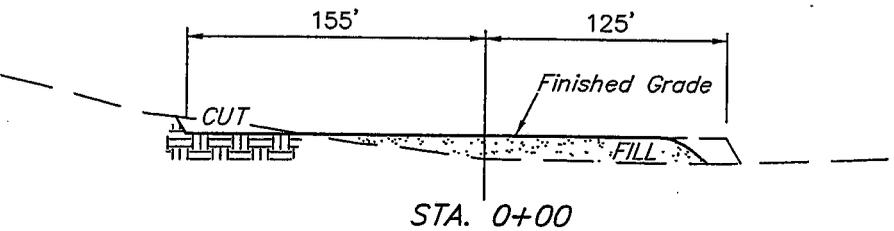
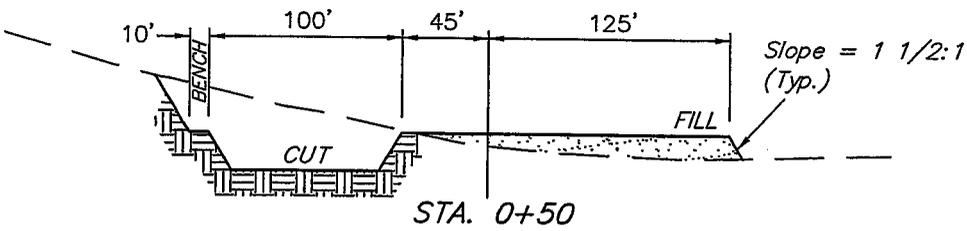
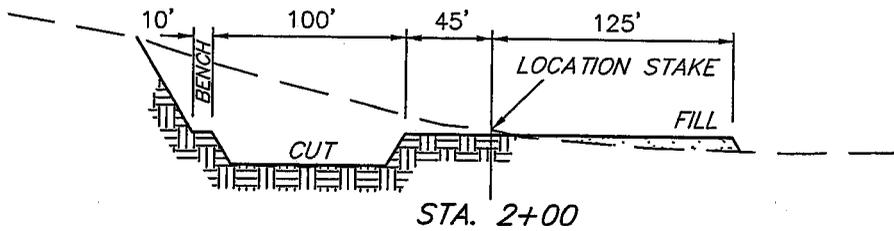
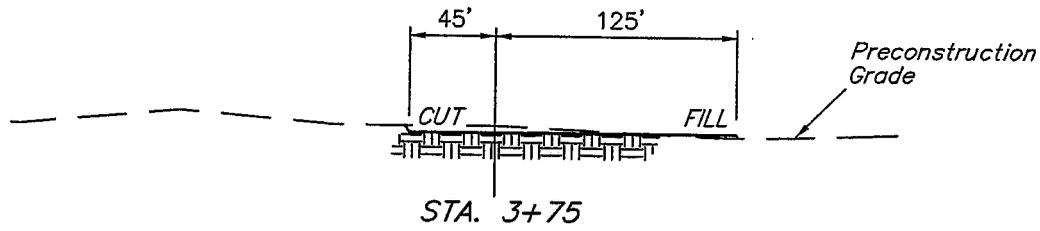
#5-20-46 DLB
SECTION 20, T4S, R6W, U.S.B.&M.
1652' FNL 2118' FWL

FIGURE #2



1" = 40'
X-Section Scale
1" = 100'

DATE: 04-19-07
DRAWN BY: P.M.



NOTE:

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

*** NOTE:**

FILL QUANTITY INCLUDES 5% FOR COMPACTION

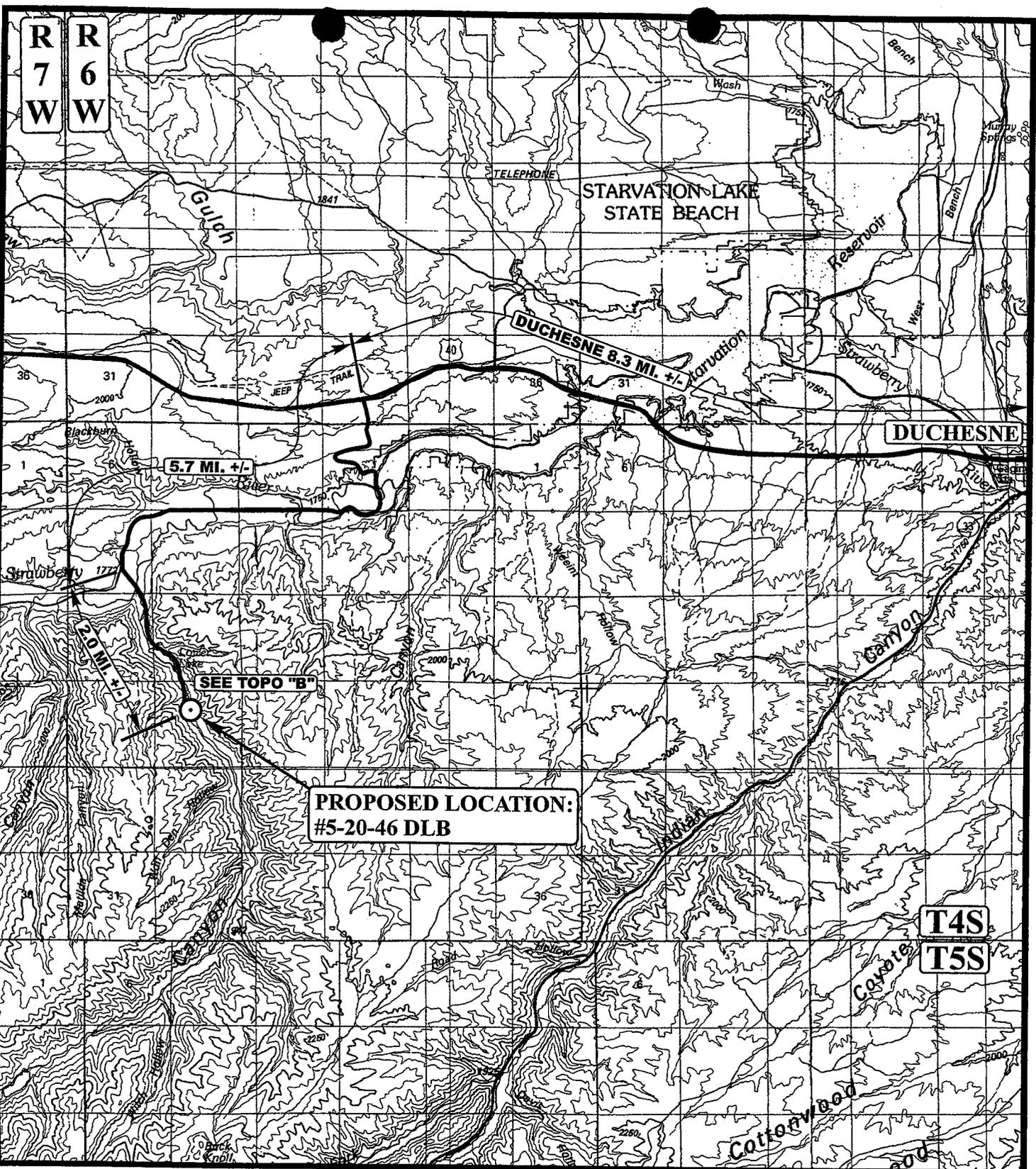
APPROXIMATE YARDAGES

CUT	
(12") Topsoil Stripping	= 4,060 Cu. Yds.
Remaining Location	= 15,350 Cu. Yds.
TOTAL CUT	= 19,410 CU.YDS.
FILL	= 5,450 CU.YDS.

EXCESS MATERIAL	= 13,960 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 6,520 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 7,440 Cu. Yds.

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

R7W R6W



**PROPOSED LOCATION:
#5-20-46 DLB**

**T4S
T5S**

LEGEND:

○ PROPOSED LOCATION

BILL BARRETT CORPORATION

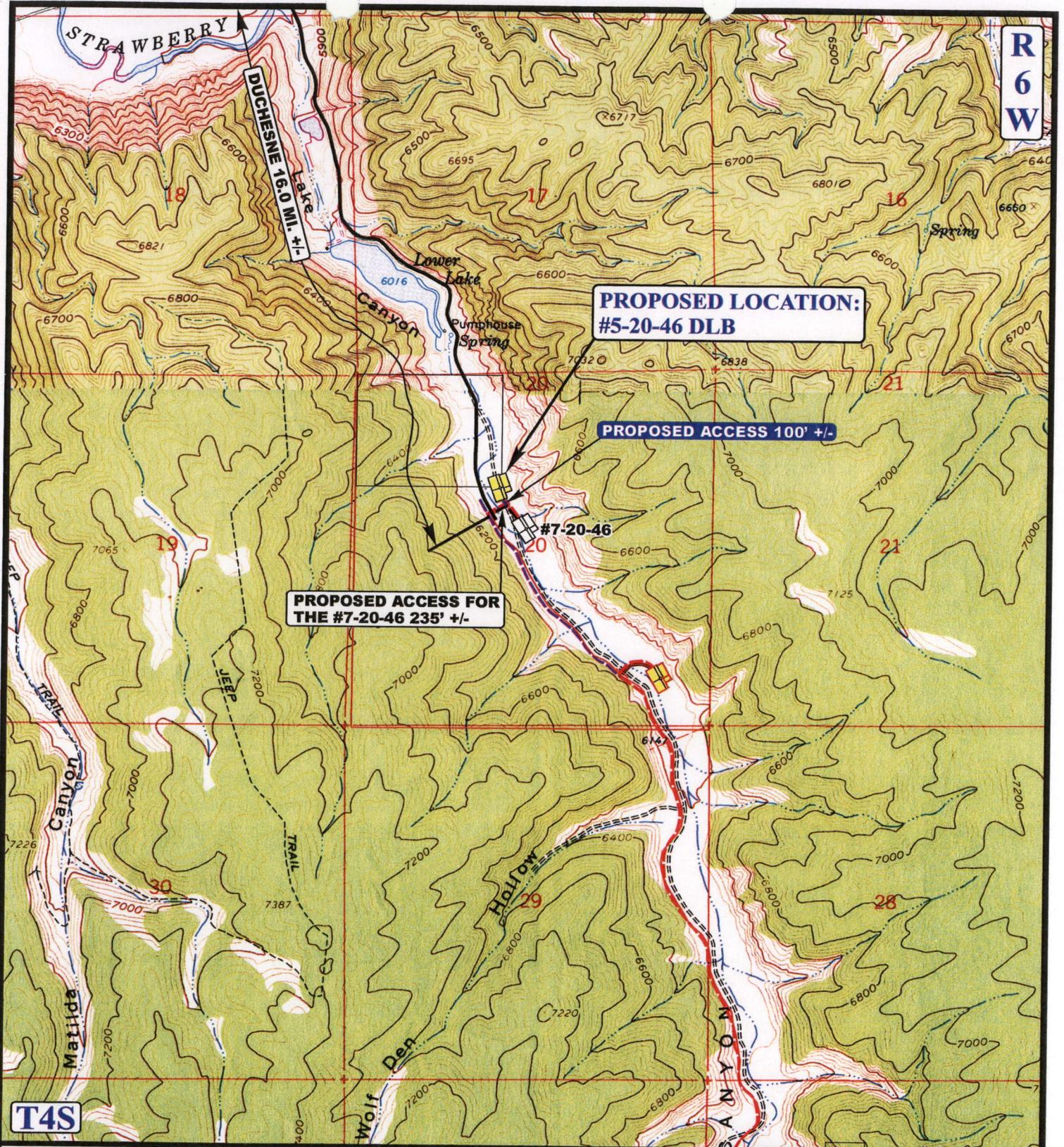
#5-20-46 DLB
SECTION 20, T4S, R6W, U.S.B.&M.
1652' FNL 2118' FWL

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



TOPOGRAPHIC 04 24 07
MAP MONTH DAY YEAR
SCALE: 1:100,000 DRAWN BY: A.A. REVISED: 00-00-00





LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD



BILL BARRETT CORPORATION

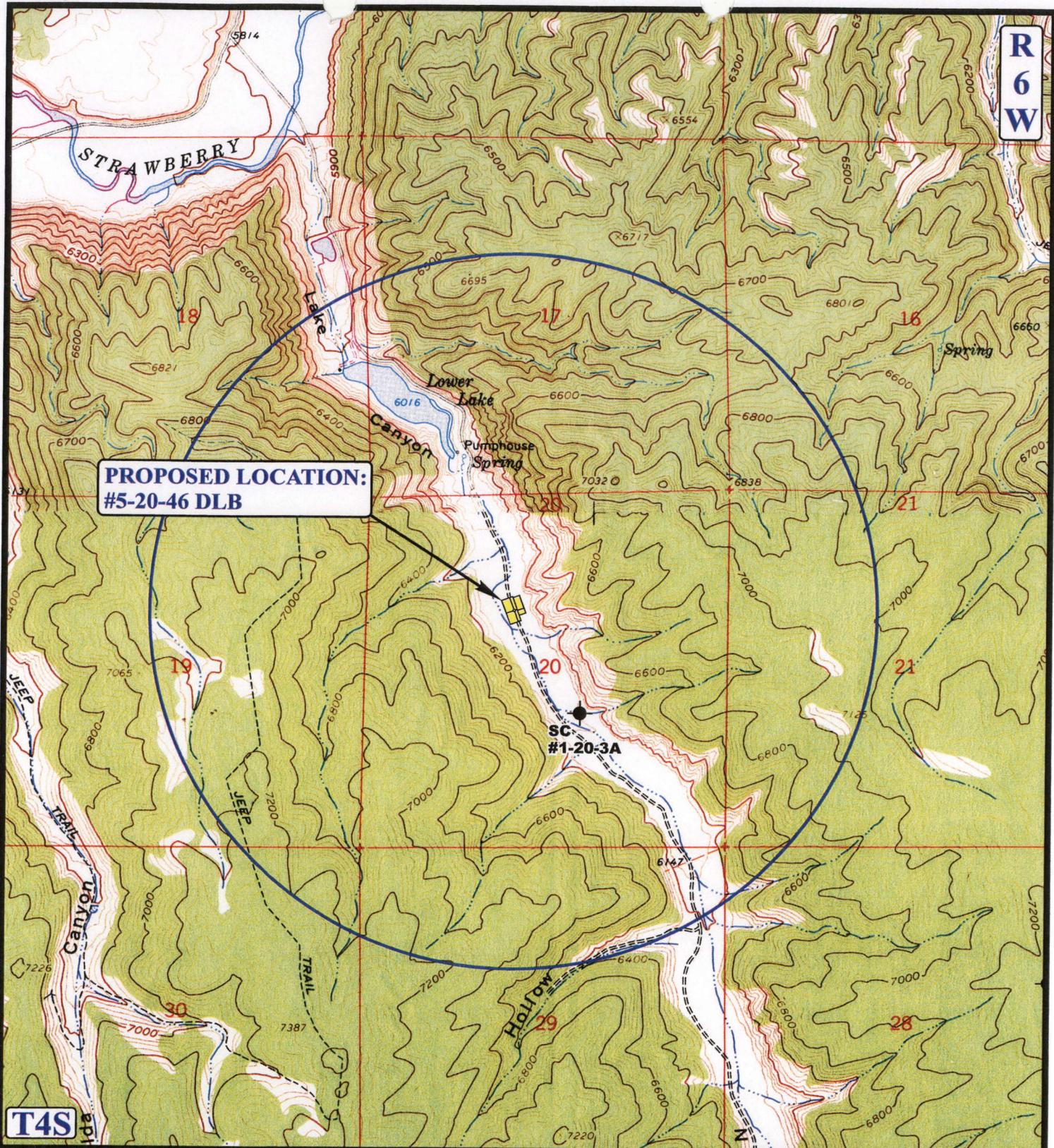
#5-20-46 DLB
 SECTION 20, T4S, R6W, U.S.B.&M.
 1652' FNL 2118' FWL



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

TOPOGRAPHIC MAP 04 24 07
 MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: A.A. REVISED: 00-00-00





**PROPOSED LOCATION:
#5-20-46 DLB**

**R
6
W**

T4S

LEGEND:

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



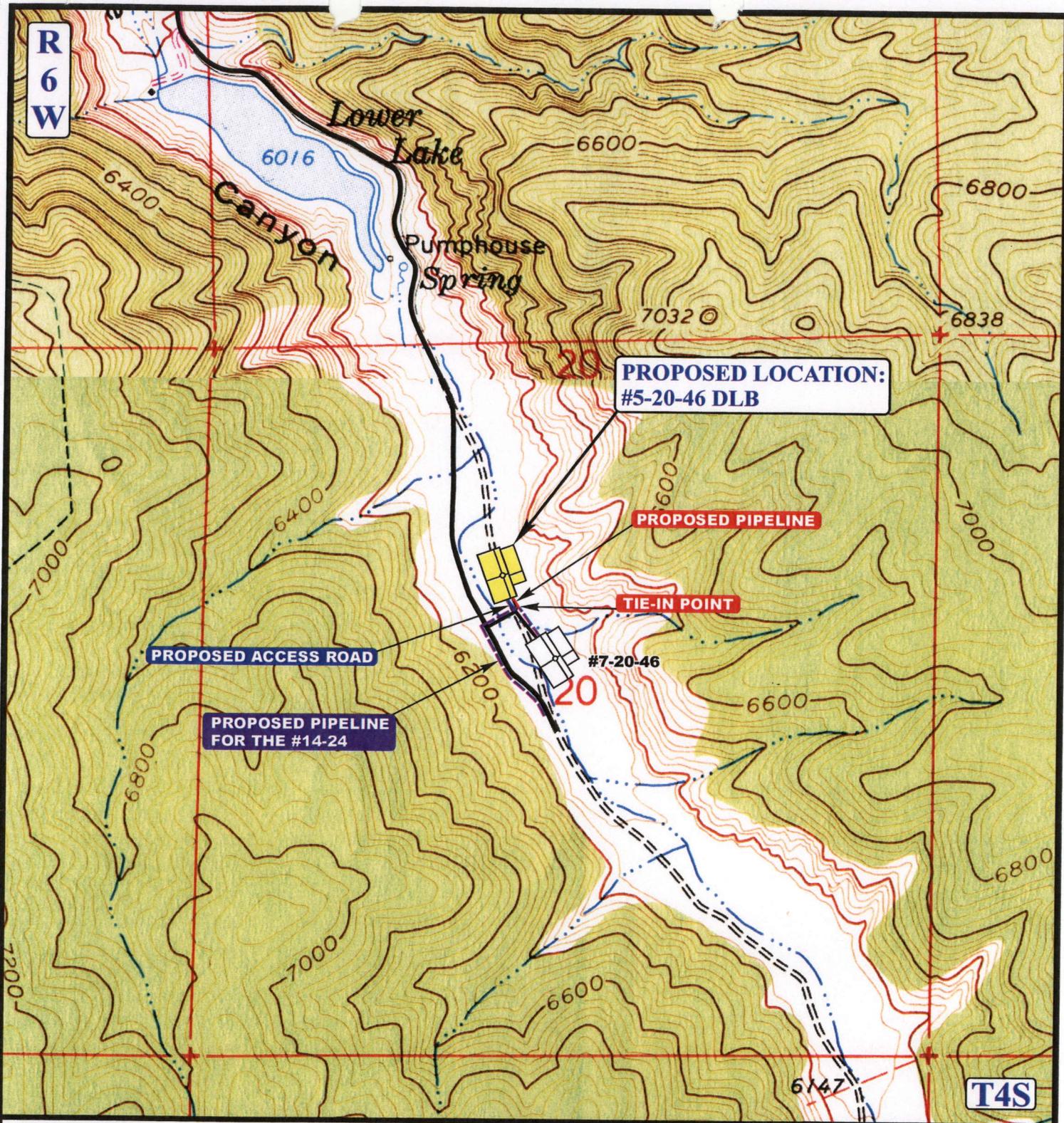
BILL BARRETT CORPORATION

**#5-20-46 DLB
SECTION 20, T4S, R6W, U.S.B.&M.
1652' FNL 2118' FWL**



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

TOPOGRAPHIC MAP	04 24 07 MONTH DAY YEAR	C TOPO
SCALE: 1" = 2000'	DRAWN BY: A.A. REVISED: 00-00-00	



APPROXIMATE TOTAL PIPELINE DISTANCE = 80' +/-

LEGEND:

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



BILL BARRETT CORPORATION

#5-20-46 DLB
SECTION 20, T4S, R6W, U.S.B.&M.
1652' FNL 2118' FWL



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

TOPOGRAPHIC **04 24 07**
MAP MONTH DAY YEAR

SCALE: 1" = 1000' DRAWN BY: A.A. REVISED: 00-00-00



**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 05/15/2007

API NO. ASSIGNED: 43-013-33659

WELL NAME: 5-20-46 DLB
 OPERATOR: BILL BARRETT CORP (N2165)
 CONTACT: REED HADDOCK

PHONE NUMBER: 303-312-8546

PROPOSED LOCATION:

SENW 20 040S 060W
 SURFACE: 1652 FNL 2118 FWL
 BOTTOM: 1916 FNL 0946 FWL
 COUNTY: DUCHESNE
 LATITUDE: 40.12130 LONGITUDE: -110.5875
 UTM SURF EASTINGS: 535148 NORTHINGS: 4441092
 FIELD NAME: ALTAMONT (55)

SWNW

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

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

PROPOSED FORMATION: NHORN
 COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[] Ind[2] Sta[] Fee[]
(No. WYB000040)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. MUNICIPAL)
- RDCC Review (Y/N)
(Date: _____)
- Fee Surf Agreement (Y/N)
- Intent to Commingle (Y/N)

LOCATION AND SITING:

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

COMMENTS: _____

STIPULATIONS: _____

1- Federal Approval
2- Spacing SPP

T4S R6W

UTE TRIBAL
1-16B2 ◊

UTE 1-15D6

17

16

15

ALTAMONT FIELD

SKITZY CYN
UTE 4-22-1A

SKITZY CYN
UTE 1-22-2A ◊

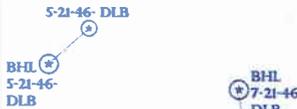
SKITZY CYN
UTE 3-22-1C

SKITZY CANYON
UTE 2-22-2C



20

SKITZY CYN
UTE 1-20-3A ◊



21

7-21-46 DLB
SKITZY CYN
UTE 21 1-21-3A



22

LC TRIBAL 4-27-46
5-27-46 DLB



29

SKITZY CYN
UTE 3-29-2C

28



SKITZY CYN
UTE 1-28-2C

SKITZY CYN
UTE 1-27-4B ◊

27



UTE TRIBAL
1-34

OPERATOR: BILL BARRETT CORP (N2165)

SEC: 20,21,22 T.4S R. 6W

FIELD: ALTAMONT (55)

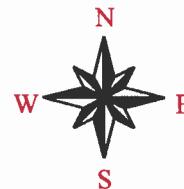
COUNTY: DUCHESNE

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



PREPARED BY: DIANA MASON
DATE: 16-MAY-2007



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 16, 2007

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

Re: 5-20-46 DLB Well, Surface Location 1652' FNL, 2118' FWL, SE NW,
Sec. 20, T. 4 South, R. 6 West, Bottom Location 1916' FNL, 946' FWL,
SW NW, Sec. 20, 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 43-013-33659.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

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

Operator: Bill Barrett Corporation
Well Name & Number 5-20-46 DLB
API Number: 43-013-33659
Lease: 14-20-H62-5500

Surface Location: SE NW **Sec.** 20 **T.** 4 South **R.** 6 West
Bottom Location: SW NW **Sec.** 20 **T.** 4 South **R.** 6 West

Conditions of Approval

1. **General**
Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.
2. **Notification Requirements**
Notify the Division within 24 hours of spudding the well.
 - Contact Carol Daniels at (801) 538-5284
Notify the Division prior to commencing operations to plug and abandon the well.
 - Contact Dustin Doucet at (801) 538-5281
3. **Reporting Requirements**
All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.
4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.
5. In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.
6. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.



Bill Barrett Corporation

July 13, 2007

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

43-013-3 3659

5-20-46 BTR ✓
Tribal Surface Owner (Ute Indians)/Tribal Minerals
SENW, Section 20-T4S-R6W
Duchesne County, Utah

7-20-46 BTR
Tribal Surface Owner (Ute Indians)/Tribal Minerals
SENW, Section 20-T4S-R6W
Duchesne County, Utah

Diana Mason, Permitting - Petroleum Technician:

Enclosed please find a copy of Montgomery Archeological "Cultural Resource Inventory of Bill Barrett Corporation's Proposed Pipeline for # 5-20-46 DLB and #7-20-46 DLB Well Locations, Duchesne County, Utah". The report dated July 5, 2007, states "no historic properties affected" the site (MOCA Report No. 07-104b).

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

Sincerely,

Reed Haddock
Permit Analyst

Enclosures

RECEIVED
JUL 17 2007

DIV. OF OIL, GAS & MINING

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

**CULTURAL RESOURCE INVENTORY
OF BILL BARRETT CORPORATION'S
PROPOSED PIPELINE FOR #5-20-46 DLB
AND #7-20-46 DLB WELL LOCATIONS
DUCHESNE COUNTY, UTAH**

Jacki A. Montgomery

**CULTURAL RESOURCE INVENTORY
OF BILL BARRETT CORPORATION'S
PROPOSED PIPELINE FOR #5-20-46 DLB
AND #7-20-46 DLB WELL LOCATIONS
DUCHESNE COUNTY, UTAH**

By:

Jacki A. Montgomery

Prepared For:

**Ute Indian Tribe
Uintah and Ouray Agency**

Prepared Under Contract With:

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

Prepared By:

**Montgomery Archaeological Consultants, Inc.
P.O. Box 219
Moab, Utah 84532**

MOAC Report No. 07-104b

July 5, 2007

**United States Department of Interior (FLPMA)
Permit No. 07-UT-60122**

**State of Utah Antiquities Project (Survey)
Permit No. U-07-MQ-0723i**

Ute Tribal Permit No. A07-363

INTRODUCTION

A cultural resource inventory was conducted by Montgomery Archaeological Consultants, Inc. (MOAC) in May 2007 for Bill Barrett Corporation's (BBC) proposed pipeline for #5-20-46 DLB and #7-20-46 DLB well locations. The project area is located between Lake Canyon and Skitzzy Canyon, southwest of the town of Duchesne, Duchesne County, Utah. The survey was implemented at the request of Mr. Reed Haddock, Bill Barrett Corporation, Denver, Colorado. The project is situated on Ute Tribal land (Uintah and Ouray Agency).

The objective of the inventory was to locate, document, and evaluate any cultural resources within the project area in order to comply with Section 106 of 36 CFR 800, the National Historic Preservation Act of 1966 (as amended). Also, the inventory was implemented to attain compliance with a number of federal and state mandates, including the National Environmental and Policy Act of 1969, the Archaeological and Historic Conservation Act of 1972, the Archaeological Resources Protection Act of 1979, the American Indian Religious Freedom Act of 1978, and the Utah State Antiquities Act of 1973 (amended 1990).

An onsite was conducted on May 8, 2007 for BBC's proposed well locations #16-21-46 DLB and #16-28-46 DLB. During this onsite it was decided that a pipeline for proposed well locations #5-20-46 DLB and #7-20-46 DLB required inspection. On June 2, 2007 this pipeline was inventoried by Keith Montgomery with the accompany of Bruce Pargeets (Ute Tribal Technician). The inventory was conducted under the auspices of U.S.D.I. (FLPMA) Permit No. 07-UT-60122, State of Utah Antiquities Permit (Survey) No. U-07-MQ-0723i, and Ute Tribal Permit No. A07-363 issued to MOAC Archaeological Consultants, Moab, Utah.

A file search for previous archaeological projects and cultural resources was conducted by Marty Thomas at the Division of State History, Salt Lake City, on March 22, 2007. This consultation indicated that several cultural resource inventories have been conducted in the vicinity of the current project area. However, no previously recorded archaeological sites occur in the current inventory area.

In 2005, MOAC conducted a cultural resource inventory of Bill Barrett Corporation's Lake Canyon 3D seismic program (Montgomery and Freudenberg 2005). The inventory resulted in the documentation of seven historic sites (42Dc2035-42Dc2041) consisting of homesteads, habitations, a temporary camp, a brush corral, and trash scatters. Also in 2005, MOAC conducted a cultural resource inventory of 737 acres near Skitzzy Canyon for the State of Utah Division of Wildlife Resources (Montgomery and Simon 2005). The inventory resulted in the documentation of three historic sites (42Dc1992-42Dc1994) consisting of a gilsonite mine, a camp, and a trash scatter. In 2006, MOAC conducted a cultural resource inventory of Bill Barrett Corporation's seven proposed Lake Canyon well locations, which resulted in the documentation of no archaeological sites (Montgomery 2006). In 2007, MOAC completed an inventory for Bill Barrett Corporation's proposed #5-20-46 DLB, #7-20-46 DLB, #7-21-46 DLB, #16-21-46 DLB, and #16-28-46 DLB well locations with associated access/pipeline corridors (Jendresen 2007a). No cultural resources were identified during this project. During the same year, MOAC surveyed Bill Barrett Corporation's 16-20-46 DLB, #5-21-64 DLB, #14-21-46 DLB, #14-22-46 DLB, #14-33-46 DLB, #16-33-46 DLB, and #14-34-46 DLB well locations. The inventory resulted in the location of a historic brush corral (42Dc2301) which occurs outside the current project area (Jendresen 2007b).

DESCRIPTION OF PROJECT AREA

The project area lies between Lake Canyon and Skitzzy Canyon, south of the Strawberry River, Duchesne County, Utah. The proposed pipeline for BBC's #5-20-46 DLB and #7-20-46 DLB well locations extends along Lake Canyon in Township 4S, Range 6W, Section 20 (Figure 1).

The project area lies within the Uinta Basin physiographic unit, a distinctly bowl-shaped geologic structure (Stokes 1986:231). The Uinta Basin ecosystem is within the Green River drainage, and is the northernmost extension of the Colorado Plateau. Geologically, the area consists of the Tertiary age Uinta formation, which is basically "gravel, sand and silt washed south off the Uinta Mountains" (Chronic 1990:45). The area is characterized by steep-sided narrow ridges and benches dissected by intermittent drainages. Outcrops of the Uinta formation are characterized by a dense dendritic drainage pattern and topographic relief. This Eocene-age formation occurs as fluvial deposited interbedded sandstone and mudstone and is well-known for its fossil vertebrates.

Specifically, the project area lies between Lake Canyon and Skitzzy Canyon, south of the Strawberry River. The elevation averages 6180 ft asl. Soils consist of yellow-brown fine sands in alluvial deposits more than one meter in depth. The project area is in the Upper Sonoran lifezone, and vegetation communities include the pinyon-juniper woodland, sagebrush, rabbitbrush, shadscale, cheatgrass, Indian ricegrass, prickly pear, hedgehog yucca, Indian paintbrush, and barrel cactus. Modern impacts include ranching activities, roads, recreational activities, and oil and gas development.

SURVEY METHODOLOGY

An intensive pedestrian survey was performed for this project which is considered 100% coverage. The proposed pipeline corridor was surveyed to a width of 31 m (100 ft) by the archaeologist walking parallel transects spaced no more than 10 m (33 ft) apart. Ground visibility was considered good. A total of 7.3 acres was surveyed for cultural resources on Ute Tribal lands (Uintah and Ouray Agency).

RESULTS AND RECOMMENDATIONS

The inventory of Bill Barrett Corporation's proposed pipeline for #5-20-46 DLB and #7-20-46 DLB well locations resulted in no cultural resources. Based on this finding, a determination of "no historic properties affected" is recommended for the undertaking pursuant to Section 106, CFR 800.

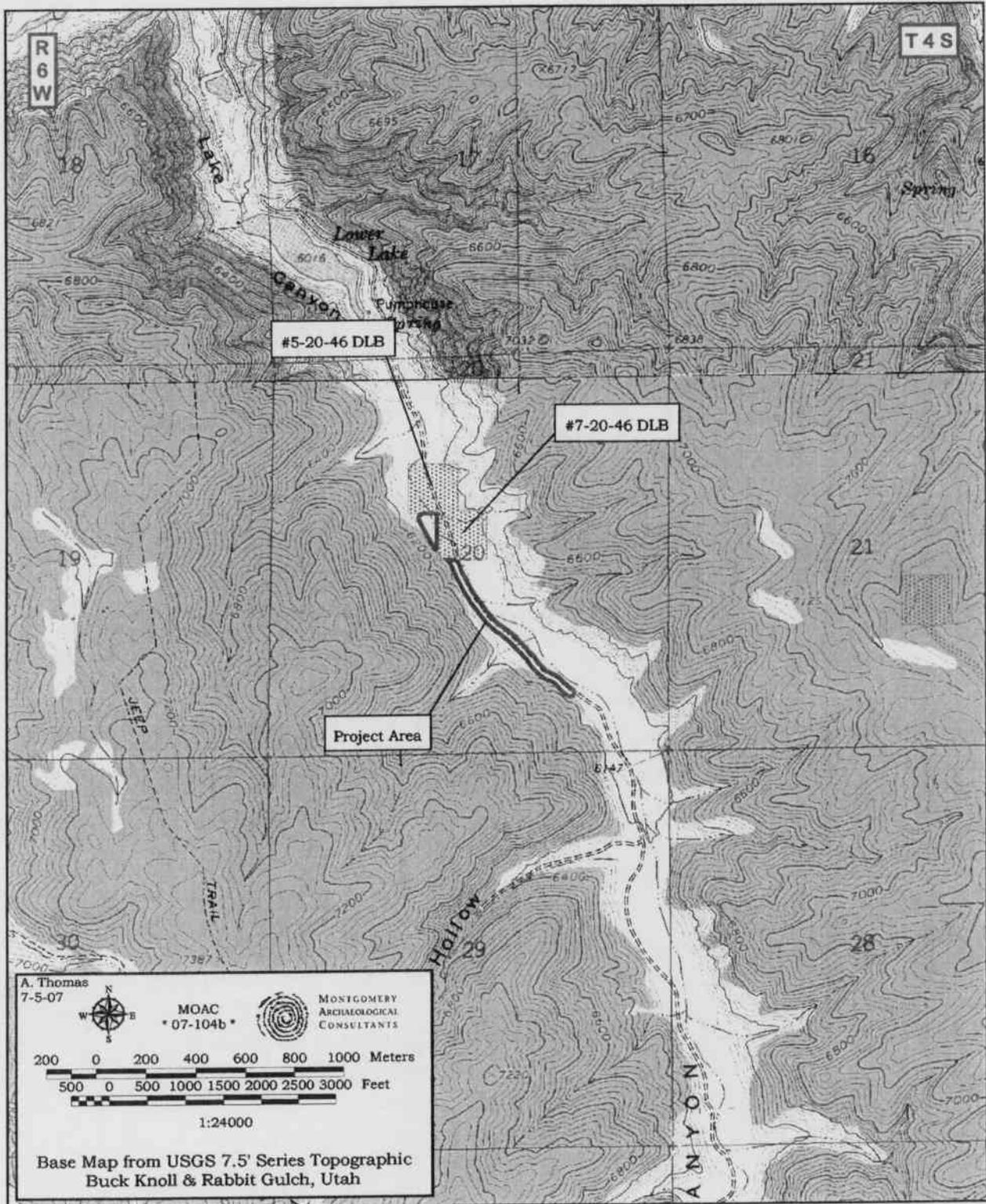


Figure 1. Bill Barrett Corporation's Proposed Pipeline for #5-20-46 DLB and #7-20-46 DLB Well Locations, Duchesne County, Utah.

REFERENCES CITED

- Chronic, H.
1990 *Roadside Geology of Utah*. Mountain Press, Missoula, Montana.
- Jendresen, A.
2007a Cultural Resource Inventory of Bill Barrett Corporation's Five Proposed DLB Well Locations (T4S, R6W, Sections 20, 21 and 28), Duchesne County, Utah. Montgomery Archaeological Consultants, Moab, Utah. Report No. U-07-MQ-0384i,s.
- 2007b Cultural Resource Inventory of Bill Barrett Corporation's Seven Proposed DLB Well Locations (T4S, R6W, Sec. 20, 21, 22, 34 and T5S R6W, Sec. 4), Duchesne County, Utah. Montgomery Archaeological Consultants, Moab, Utah. Report No. U-07-MQ-0423i,s.
- Montgomery, J.A.
2006 Cultural Resource Inventory of Bill Barrett Corporation's Proposed Seven Lake Canyon Well Locations in Duchesne County, Utah. Montgomery Archaeological Consultants, Moab, Utah. Report No. U-06-MQ-1655i,p,s.
- Montgomery, J.A., and K. Freudenberg
2005 Cultural Resource Inventory of Bill Barrett Corporation's Lake Canyon 3D Seismic Program, Duchesne County, Utah. Montgomery Archaeological Consultants, Moab, Utah. Report No. U-05-MQ-0365i,s,p.
- Montgomery, K. and K. Simon
2005 Cultural Resource Inventory of 737 Acres Near Skitz Canyon, T4S, R6W, Sec. 14, 23, & 26, for the State of Utah Division of Wildlife Resources, Duchesne County, Utah. Montgomery Archaeological Consultants, Moab, Utah. Report No. U-05-MQ-0371s.
- Stokes, W.L.
1986 *Geology of Utah*. Utah Museum of Natural History and Utah Geological and Mineral Survey. Salt Lake City.

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MAY 14 PM 2:30
DEPT. OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

Form 3160-3
(April 2004)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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. # 5-20-46 DLB
3b. Phone No. (include area code) (303) 312-8546		9. API Well No. Pending
4. Location of Well (Report location clearly and in accordance with any State requirements.) At surface SENW, 1652' FNL, 2118' FWL At proposed prod. zone SWNW, 1916' FNL, 946' FWL		10. Field and Pool, or Exploratory Altamont
14. Distance in miles and direction from nearest town or post office* Approximately 16 miles southwest of Duchesne, Utah		11. Sec., T. R. M. or Blk. and Survey or Area Section 20-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) 1652' SHL; 946' BHL	16. No. of acres in lease N/A	12. County or Parish Duchesne
17. Spacing Unit dedicated to this well 40	18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 1900' (abandoned well)	13. State UT
19. Proposed Depth 8570'	20. BLM/BIA Bond No. on file Nationwide Bond #WYB000040	
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 6089' ungraded ground	22. Approximate date work will start* 07/01/2007	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 05/14/2007
Title Permit Analyst		

Approved by (Signature) <i>Jerry Kuzka</i>	Name (Printed/Typed) Jerry Kuzka	Date 7-27-2007
Title Assistant Field Manager Lands & Mineral Resources		

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

RECEIVED
JUL 31 2007
DIV. OF OIL, GAS & MINING

UDOGM

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JUL 14 2007
DEPT. OF THE INTERIOR
BUREAU OF LAND MGMT
MAY 14 PM 2:30



**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	Location: SENW, Sec 20, T4S, R6W (Surface) SWNW, Sec 20, T4S, R6W (Bottom)
Well No: Ute Tribal 5-20-46 DLB	Lease No: 14-20-H62-5500
API No: 43-013-33657	Agreement: EDA

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	(435) 828-7481
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

Construction Activity	- The Ute Tribe Energy & Minerals Dept. shall be notified in writing 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday.
Construction Completion	- 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.
Spud Notice (Notify Petroleum Engineer)	- Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to running casing and cementing all casing strings.
BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.)	- 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)***

SURFACE COAs:

- A 77.31' by 30' foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
- A qualified Archaeologist accompanied by a Tribal Technician will monitor trenching construction of pipeline.
- The Ute Tribe Energy & Minerals Department is to be notified, in writing 48 hours prior to construction of pipeline.
- Construction Notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The Company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The Company shall inform contractors to maintain construction of pipelines within the approved ROW's.
- The Company shall assure the Ute Tribe that "ALL CONTRACTORS, INCLUDING SUB-CONTRACTORS, LEASING CONTRACTORS, AND ETC." have acquired a current and valid Ute Tribal Business License and have "Access Permits" prior to construction, and will have these permits in all vehicles at all times.
- You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APD's and ROW applications the Companies will notify the Ute Tribe and BIA in writing and will receive written authorization of any such change with appropriate authorization.
- The Company will implement "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
- All Company employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's and/or ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations shall be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- All personnel shall refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.

- The personnel from the Ute Tribe Energy & Minerals Department shall be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- All mitigative stipulations contained in the Bureau of Indian Affairs Site Specific Environmental Assessment (EA) will be strictly adhered.
- Upon completion of Application for Corridor Right-Way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

Additional Conditions of Approval

- Paint tanks Olive Black.
- Construct diversion ditch around pad as referenced on cut-sheet.

DOWNHOLE CONDITIONS OF APPROVAL

SITE SPECIFIC DOWNHOLE COAs:

- 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_Wellogs@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 (¼¼, 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

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: 1652' FNL x 2118' FWL COUNTY: DUCHESNE QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 20 T4S R6W STATE: UTAH		8. WELL NAME and NUMBER: # 5-20-46 DLB
		9. API NUMBER: 4301333659
		10. FIELD AND POOL, OR WILDCAT: ALTAMONT
		PHONE NUMBER: (303) 312-8546

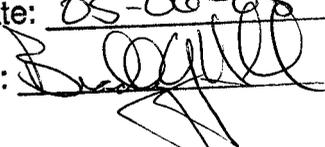
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

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 A ONE-YEAR EXTENSION ON THE APD FOR THIS LOCATION. THE ORIGINAL APD WAS APPROVED ON MAY 16, 2007 AND EXPIRES MAY 16, 2008.

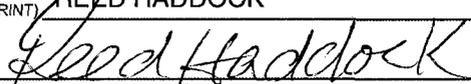
Approved by the
Utah Division of
Oil, Gas and Mining

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>

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RECEIVED
MAY 06 2008
DIV. OF OIL, GAS & MINING

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

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

API: 4301333659
Well Name: 5-20-46 DLB
Location: 1652' FNL, 2118' FWL, SENW, SEC. 20, T4S, R6W
Company Permit Issued to: BILL BARRETT CORPORATION
Date Original Permit Issued: 5/16/2007

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

Leed Haddock
Signature

5/1/2008
Date

Title: PERMIT ANALYST

Representing: BILL BARRETT CORPORATION

RECEIVED
MAY 06 2008
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 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: 1652' FNL, 2118' FWL COUNTY: DUCHESNE QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 20 T4S R6W STATE: UTAH		8. WELL NAME and NUMBER: #5-20-46 DLB
		9. API NUMBER: 4301333659
		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"/> 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
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	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
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	<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 16, 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

COPY SENT TO OPERATOR
Date: 5/12/2009
Initials: KS

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

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

(This space for State use only)

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MAY 06 2009



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

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

API: 4301333659
Well Name: #5-20-46 DLB
Location: 1652' FNL, 2118' FWL, SENW, Sec. 20, T4S-R6W
Company Permit Issued to: Bill Barrett Corporation
Date Original Permit Issued: 5/16/2007

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 Balun
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 33659*
Notice of Expiration
Well No. 5-20-46 DLB
SENW, Sec. 20, 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 July 27, 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

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SEP 15 2009
DIV. OF OIL, GAS & MINING

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 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: 5-20-46 DLB
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013336590000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8128 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1652 FNL 2118 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 20 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: 5/6/2010	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input checked="" type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: _____

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

As per conversation between Brad Hill (DOGDM Permitting Manager) and Tracey Fallang (BBC Permit Specialist) on May 6, 2010, BBC has been granted an additional year extension on the APD for this location. The original APD was approved on May 16, 2007. The previous permit extension expires on May 16, 2010.

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

Date: May 10, 2010
By: 

NAME (PLEASE PRINT) Matt Barber	PHONE NUMBER 303 312-8168	TITLE Permit Analyst
SIGNATURE N/A	DATE 5/6/2010	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013336590000

API: 43013336590000

Well Name: 5-20-46 DLB

Location: 1652 FNL 2118 FWL QTR SENW SEC 20 TWNP 040S RNG 060W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 5/16/2007

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 rightof- way, which could affect the proposed location? Yes No
- Has the approved source of water for drilling changed? Yes No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes No
- Is bonding still in place, which covers this proposed well? Yes No

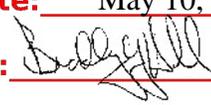
**Approved by the
Utah Division of
Oil, Gas and Mining**

Signature: Matt Barber

Date: 5/6/2010

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

Date: May 10, 2010

By: 

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: 5-20-46 DLB
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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: 1652 FNL 2118 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 20 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: 8/1/2011 <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 checked="" 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: <input style="width: 100px;" type="text"/>

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

Bill Barrett Corporation is submitting this revised information based on changes proposed for this well, including the total depth, casing and cementing program and revisions to the surface use plan. Some information is below and additional details are attached. New TD: 6500 ft, Surface Csg Depth: 1100 ft. If you have any questions, please contact me at 303-312-8134.

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

Date: October 20, 2010
 By: *Derek Duff*

NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Manager
SIGNATURE N/A		DATE 10/15/2010

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

BILL BARRETT CORPORATION

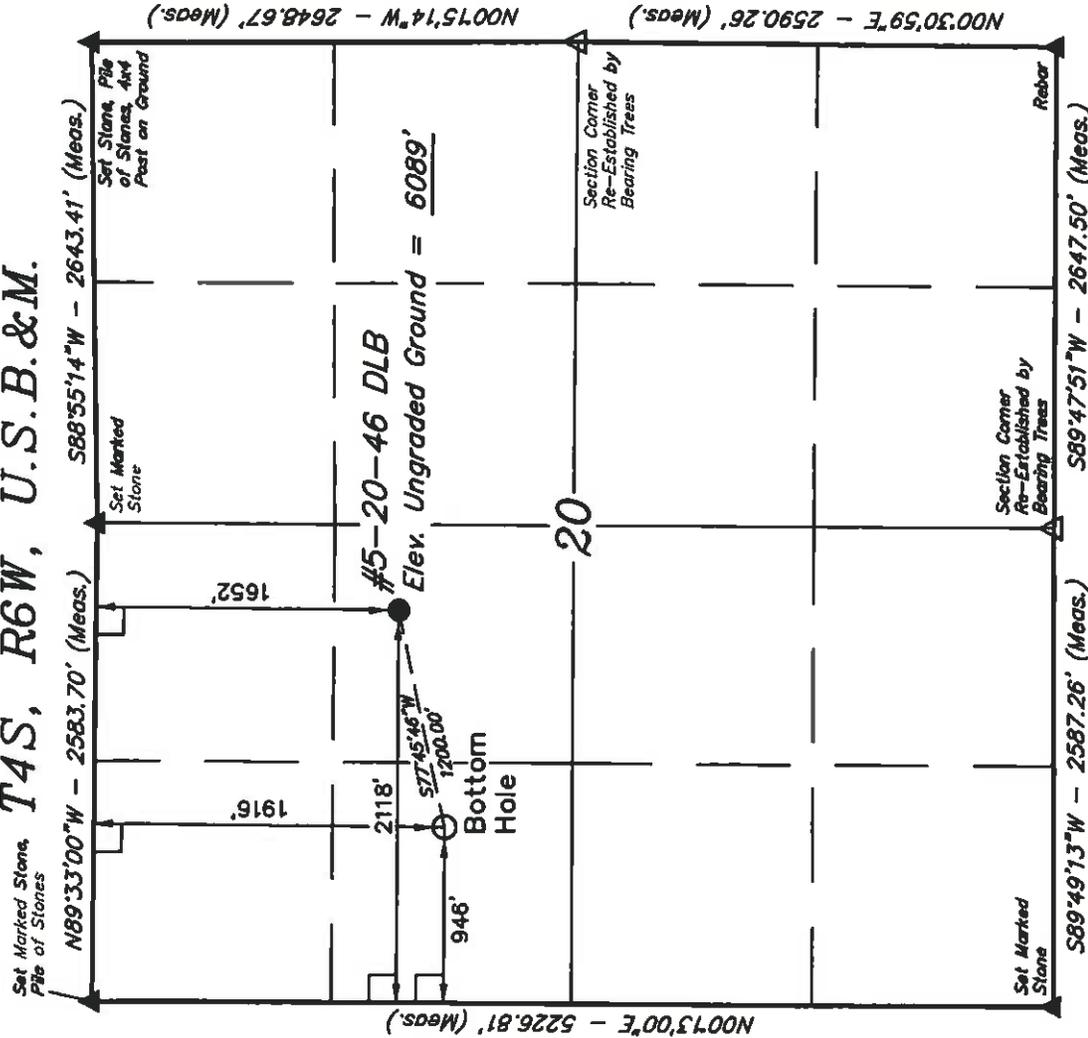
Well location, #5-20-46 DLB, located as shown in the SE 1/4 NW 1/4 of Section 20, T4S, R6W, U.S.B.&M., Duchesne County, Utah.

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.

BASIS OF BEARINGS

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



SCALE

CERTIFICATE

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.

Bill Barrett
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 61319
 STATE OF UTAH
 COUNTY OF DUCHESNE

REVISED: 05-07-07

UTAH ENGINEERING & LAND SURVEYING

85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (435) 788-1017

SCALE 1" = 1000'	DATE SURVEYED: 04-13-07	DATE DRAWN: 04-19-07
PARTY D.S. M.B. P.M.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE BILL BARRETT CORPORATION	

LEGEND:

- = 90° SYMBOL
 - = PROPOSED WELL HEAD.
 - ▲ = SECTION CORNERS LOCATED.
 - △ = SECTION CORNERS RE-ESTABLISHED.
(Not Set on Ground)
- (NAD 83)
 LATITUDE = 40°07'15.73" (40.121036)
 LONGITUDE = 110°35'17.58" (110.588217)
 (NAD 27)
 LATITUDE = 40°07'15.88" (40.121078)
 LONGITUDE = 110°35'15.02" (110.587506)

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BILL BARRETT CORPORATION

#5-20-46 DLB

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 20, T4S, R6W, U.S.B.&M.

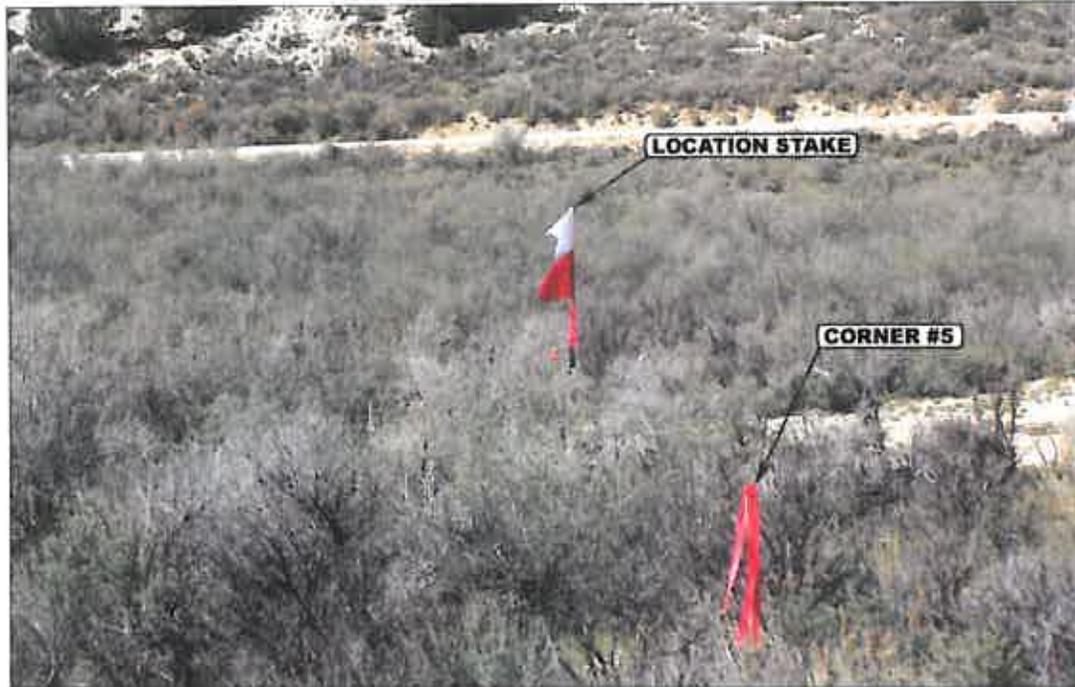


PHOTO: VIEW OF LOCATION STAKE FROM CORNER #5

CAMERA ANGLE: SOUTHWESTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHWESTERLY



Since 1964



Uintah Engineering & Land Surveying

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

LOCATION PHOTOS

04

24

07

MONTH

DAY

YEAR

PHOTO

TAKEN BY: D.S.

DRAWN BY: A.A.

REVISED: 00-00-00

RECEIVED October 15, 2010

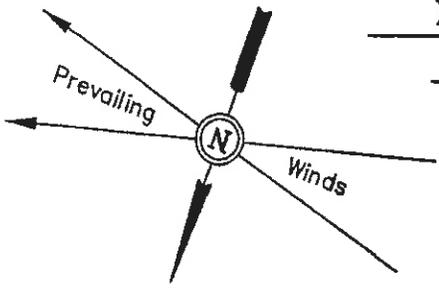
BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

#5-20-46 DLB
SECTION 20, T4S, R6W, U.S.B.&M.
1652' FNL 2118' FWL

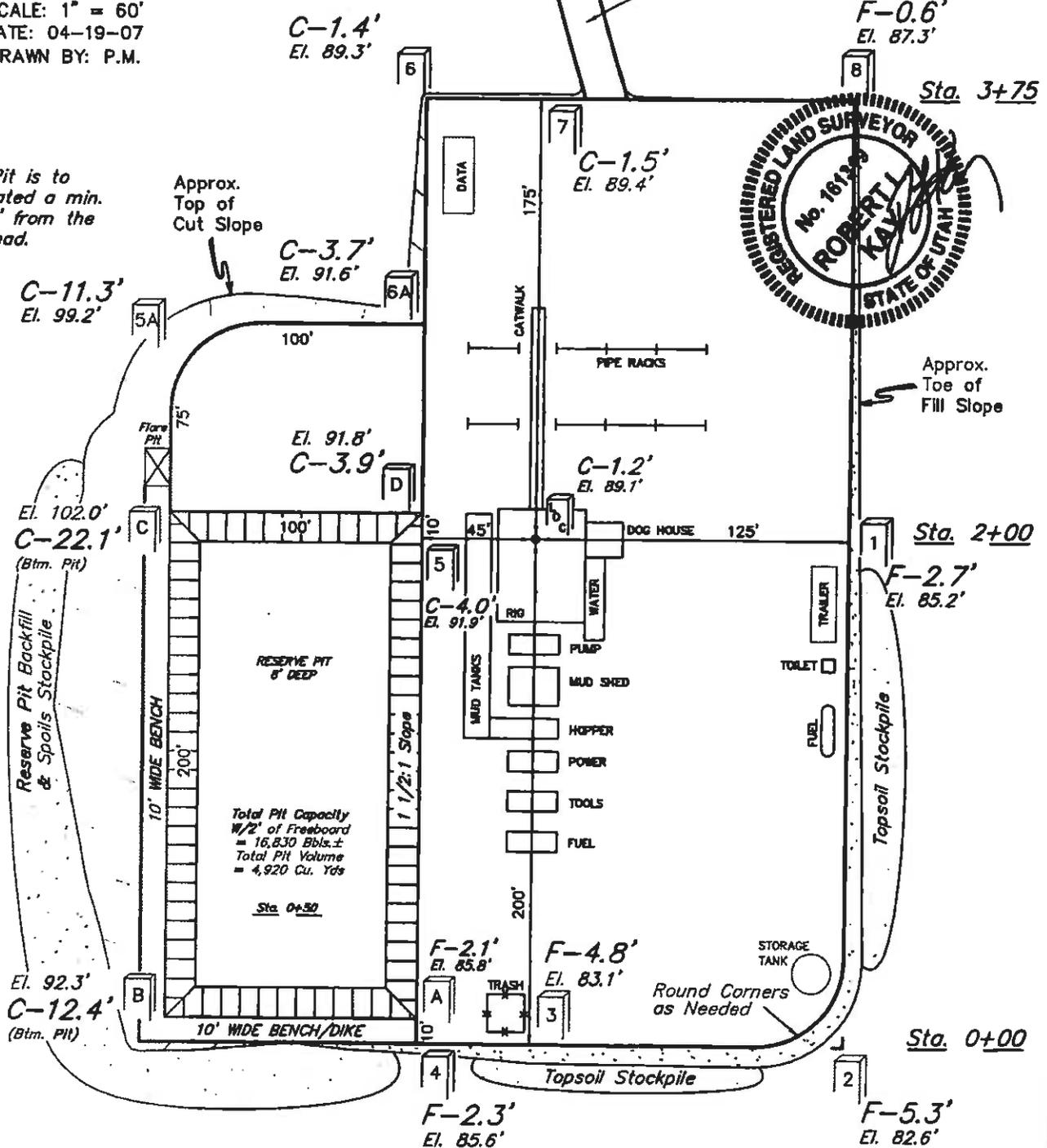
FIGURE #1

Proposed Access Road for the #7-20-46 DLB



SCALE: 1" = 60'
 DATE: 04-19-07
 DRAWN BY: P.M.

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



NOTES:

Elev. Ungraded Ground At Loc. Stake = 6089.1'
 FINISHED GRADE ELEV. AT LOC. STAKE = 6087.9'

UINTAH ENGINEERING & LAND SURVEYING
 85 So. 200 East * Vernal, Utah 84078 * (435) 789-1077

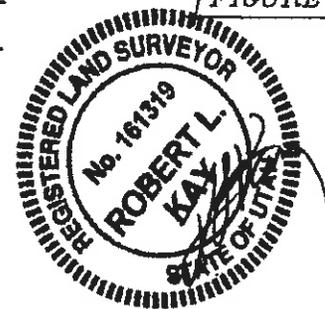
RECEIVED October 15, 2010

BILL BARRETT CORPORATION

TYPICAL CROSS SECTIONS FOR

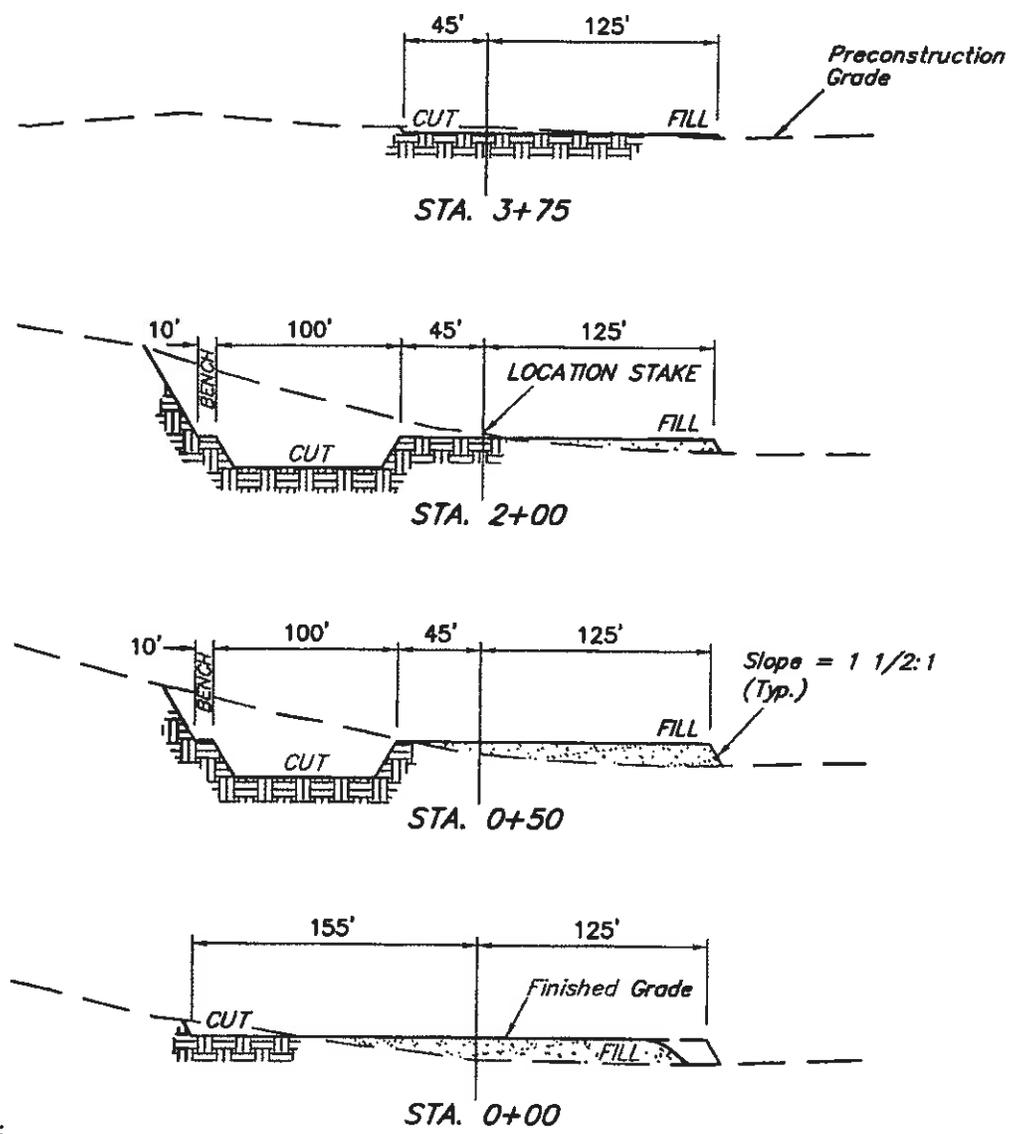
#5-20-46 DLB
SECTION 20, T4S, R6W, U.S.B.&M.
1652' FNL 2118' FWL

FIGURE #2



1" = 40'
X-Section Scale
1" = 100'

DATE: 04-19-07
DRAWN BY: P.M.



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

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

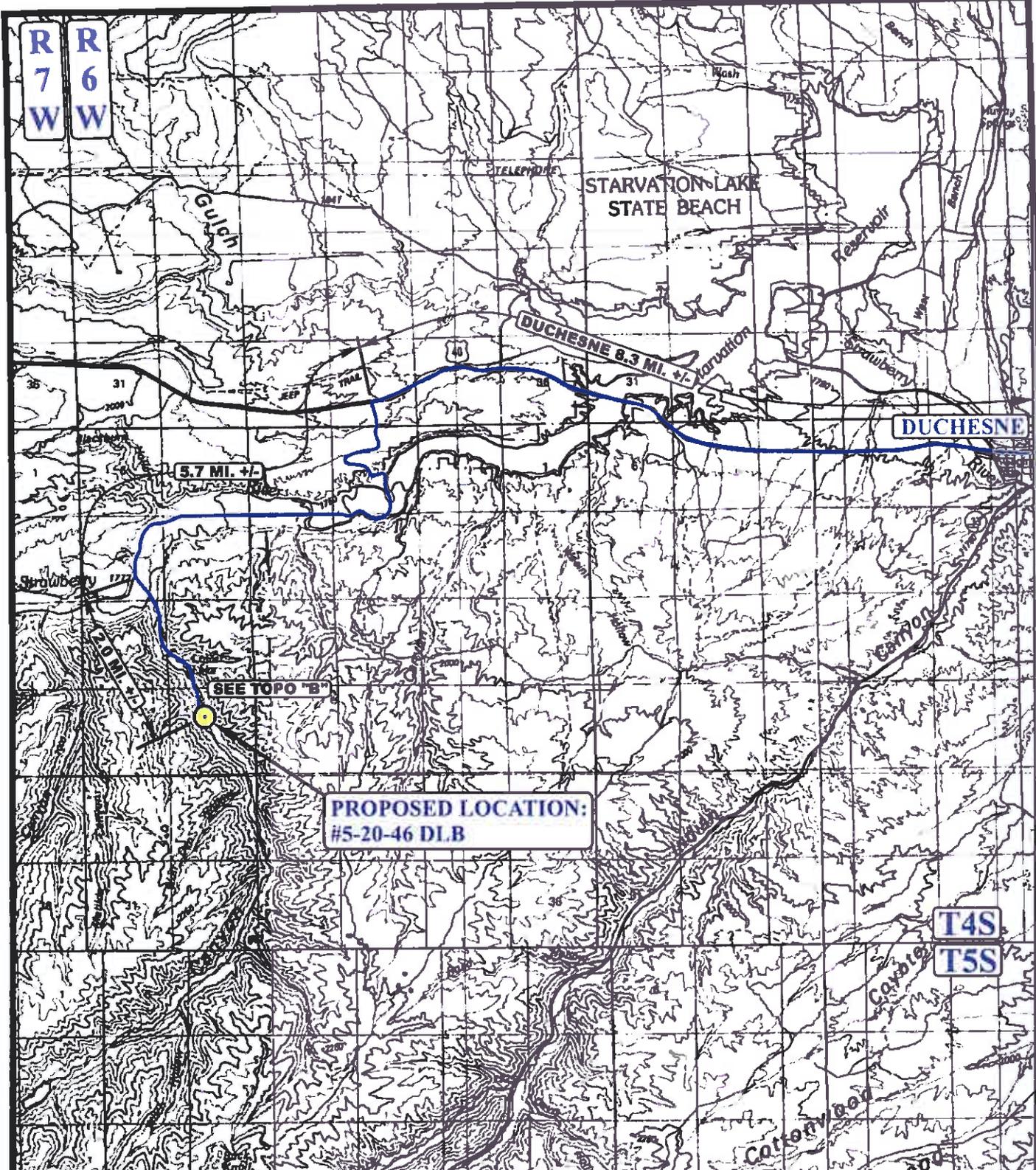
APPROXIMATE YARDAGES

CUT	
(12") Topsoil Stripping	= 4,060 Cu. Yds.
Remaining Location	= 15,350 Cu. Yds.
TOTAL CUT	= 19,410 CU.YDS.
FILL	= 5,450 CU.YDS.

EXCESS MATERIAL	= 13,960 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 6,520 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 7,440 Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (435) 789-1077

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LEGEND:

 PROPOSED LOCATION



BILL BARRETT CORPORATION

#5-20-46 DLB
SECTION 20, T4S, R6W, U.S.B.&M.
1652' FNL 2118' FWL



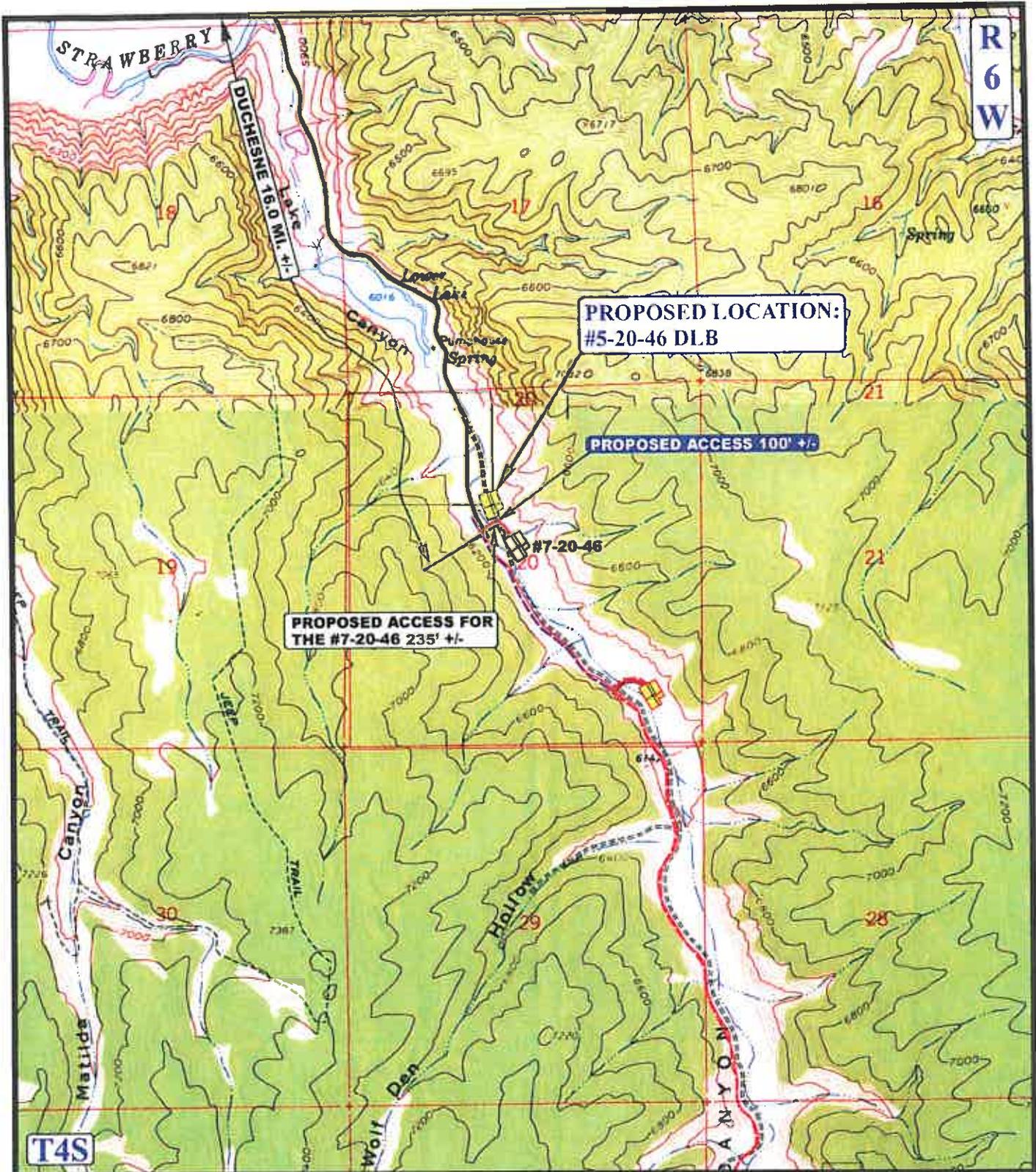
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC 04 24 07
MAP MONTH DAY YEAR

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



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R 6 W

PROPOSED LOCATION:
#5-20-46 DLB

PROPOSED ACCESS 100' +/-

PROPOSED ACCESS FOR
THE #7-20-46 235' +/-

#7-20-46

T4S

LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD



BILL BARRETT CORPORATION

#5-20-46 DLB
SECTION 20, T4S, R6W, U.S.B.&M.
1652' FNL 2118' FWL



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

TOPOGRAPHIC MAP 04 24 07
MONTH DAY YEAR

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



4S/6W

18

17

16

19

20

21

One mile radius map

5-20-46 DLB

7-20-46 DLB

1-20-3A



5-20-46 DLB Pad
SENW, Section 20, T4S, R6W
Duchesne County, Utah

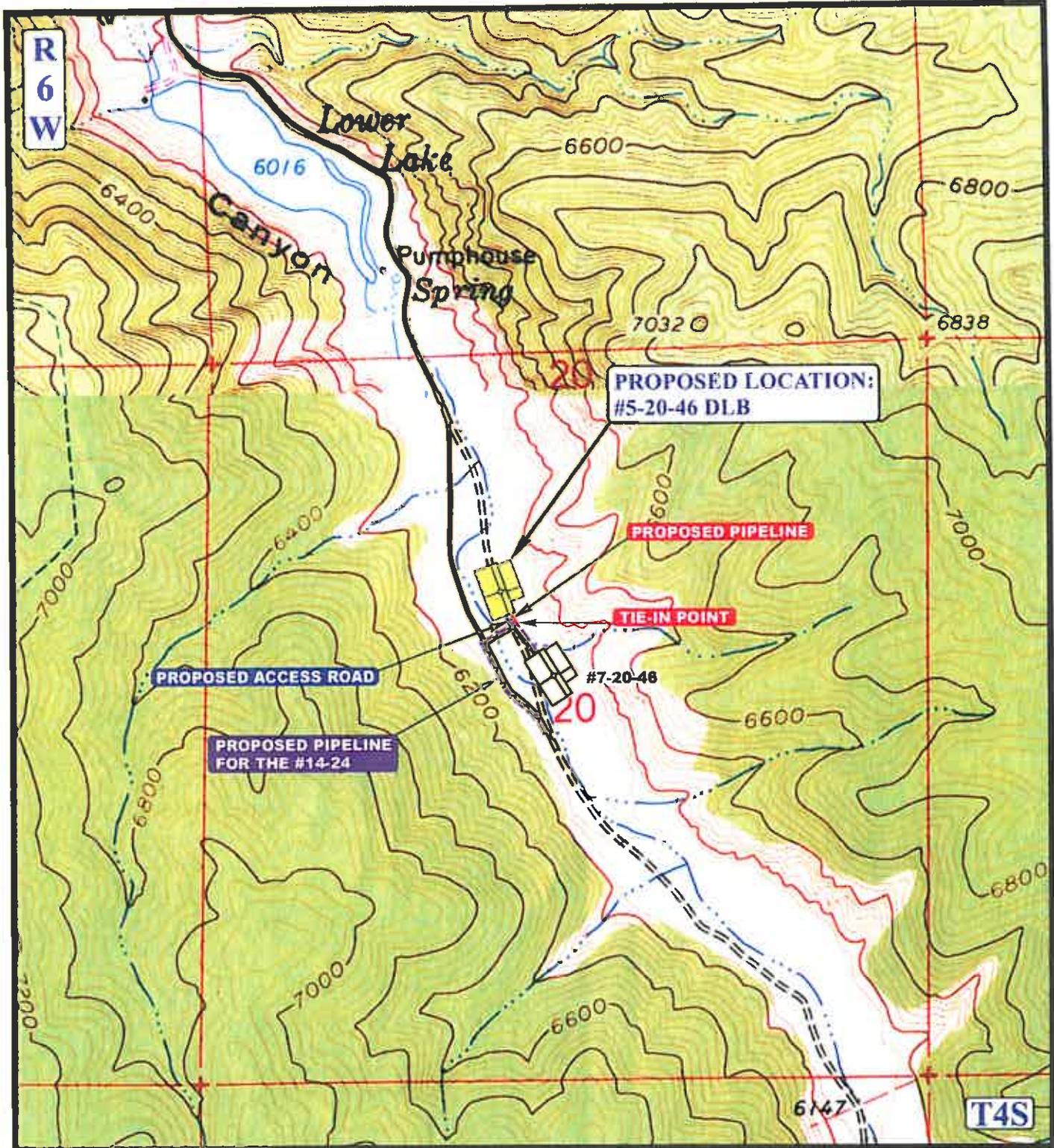
Legend

Oil - 1 Total

P&A - 1 Total

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August 11, 2010



APPROXIMATE TOTAL PIPELINE DISTANCE = 80' +/-

LEGEND:

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



BILL BARRETT CORPORATION

#5-20-46 DLB
SECTION 20, T4S, R6W, U.S.B.&M.
1652' FNL 2118' FWL



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

TOPOGRAPHIC MAP 04 24 07
MONTH DAY YEAR

SCALE: 1" = 1000' DRAWN BY: A.A. REVISED: 00-00-00



DRILLING PLAN

BILL BARRETT CORPORATION

5-20-46 DLB Well Pad

SHL: SENW, 1652' FNL & 2118' FWL, Section 20, T4S, R6W, SLB&M

BHL: SWNW, 1916' FNL & 946' FWL, Section 20, T4S, R6W, SLB&M

Duchesne County, Utah

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

<u>Formation</u>	<u>MD</u>	<u>TVD</u>
Green River	773'	773'
Douglas Creek	3569'	3383'
Black Shale	4397'	4183'
Castle Peak	4608'*	4393'
Wasatch	5130' *	4913'
TD	6500'	6300'

*PROSPECTIVE PAY

The Wasatch and lower Green River are the primary objectives for oil/gas.

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
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 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

<u>Hole Size</u>	<u>SETTING DEPTH (FROM) (TO)</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
26"	surface	80'	16"	65#			
12 1/4"	surface	1,100'	9 5/8"	36#	J or K 55	ST&C	New
8 3/4" & 7 7/8"	surface	6,500'	5 1/2"	17#	N or I 80	LT&C	New

5. Cementing Program

16" Conductor Casing	Grout cement
9 5/8" Surface Casing	Approximately 120 sx Halliburton Light Premium cement with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. Approximately 210 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx).
5 1/2" Production Casing	Approximately 740 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). Approximately 540 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Estimated TOC = surface.

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 1,100'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
1,100' – 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 3,462 psi* and maximum anticipated surface pressure equals approximately 2080 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
5-20-46 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 August 1, 2011
Spud:	Approximately, August 15, 2011
Duration:	20 days drilling time
	45 days completion time

RECEIVED October 15, 2010

PRESSURE CONTROL EQUIPMENT – Schematic Attached

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

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

B. Pressure Rating: 3,000 psi

C. Testing Procedure:

Annular Preventer

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

At a minimum the above pressure test will be performed:

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

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

Blow-Out Preventer

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

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

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

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

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

D. Choke Manifold Equipment:

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

E. Accumulator:

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

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

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

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

Remote controls shall be readily accessible to the driller. Remote controls for all 3M or greater systems will be capable of closing all preventers. Remote controls for 5M or greater systems will be capable of both opening and closing all preventers. Master controls will be at the accumulator and will be capable of opening and closing all preventers and the choke line valve (if so equipped).

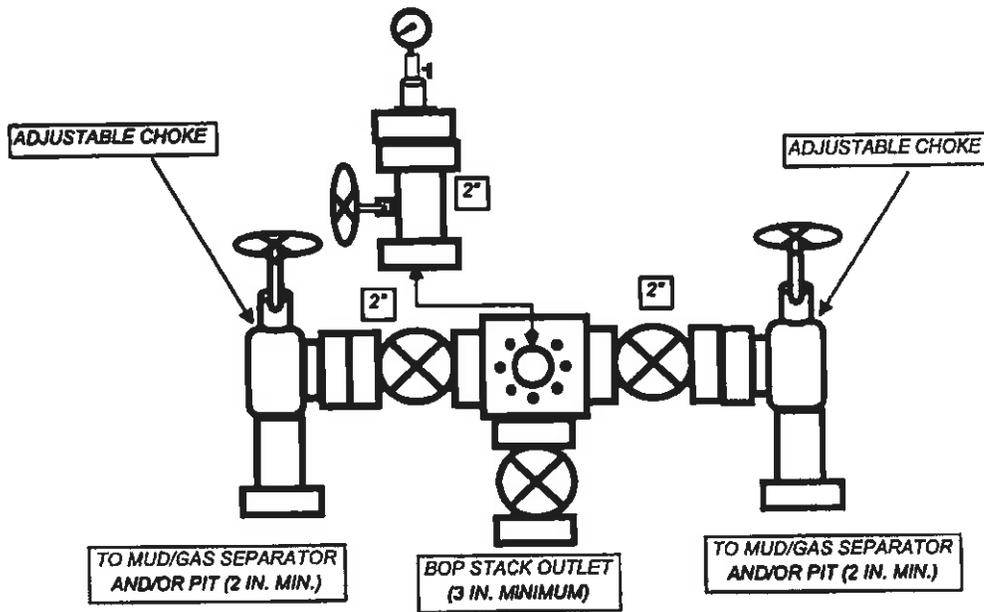
F. Miscellaneous Information:

The Blow-Out Preventer and related pressure control equipment will be installed, tested and maintained in compliance with the specifications in and requirements of *Onshore Oil & Gas Order Number 2*. The choke manifold will be located outside the rig sub-structure. The hydraulic BOP closing unit will be located at least twenty-five (25) feet from the well head but readily accessible to the driller. Exact locations and configurations of the hydraulic BOP closing unit will depend upon the particular rig contracted to drill this hole.

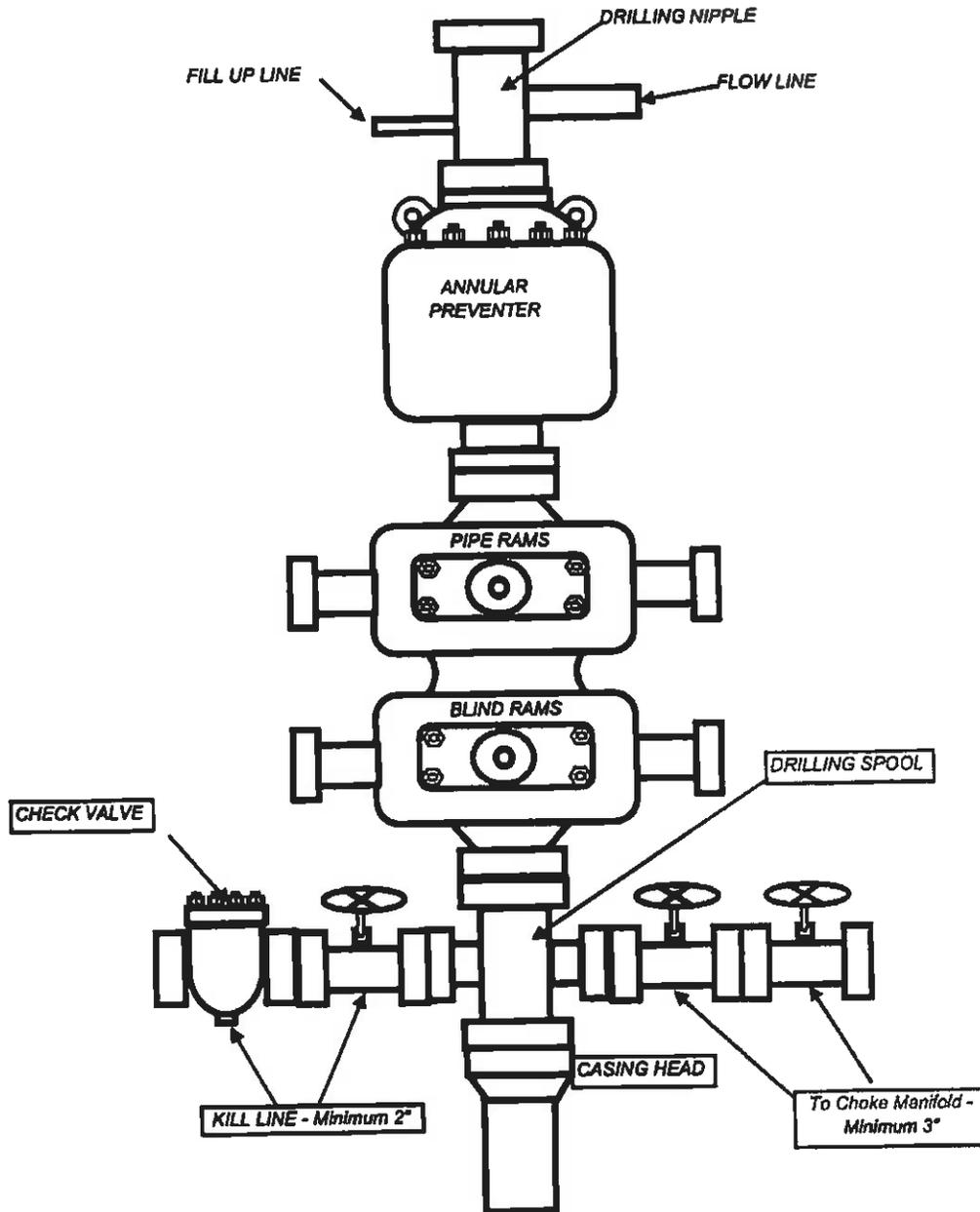
A flare line will be installed after the choke manifold, extending 125 feet (minimum) from the center of the drill hole to a separate flare pit.

BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION
TYPICAL 3,000 p.s.i. BLOWOUT PREVENTER





Bill Barrett Corporation

LAKE CANYON CEMENT VOLUMES

Well Name: 5-20-46 DLB

Surface Hole Data:

Total Depth:	1,100'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	328.8	ft ³
Lead Fill:	600'	
Tail Volume:	274.0	ft ³
Tail Fill:	500'	

Cement Data:

Lead Yield:	3.16	ft ³ /sk
% Excess:	75%	
Top of Lead:	0'	

Calculated # of Sacks:

# SK's Lead:	120
--------------	-----

Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	600'	

# SK's Tail:	210
--------------	-----

Production Hole Data:

Total Depth:	6,500'
Top of Cement:	0'
Top of Tail:	4,500'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1705.0	ft ³
Lead Fill:	4,600'	
Tail Volume:	757.9	ft ³
Tail Fill:	2,000'	

Cement Data:

Lead Yield:	2.31	ft ³ /sk
Tail Yield:	1.42	ft ³ /sk
% Excess:	50%	

Calculated # of Sacks:

# SK's Lead:	740
# SK's Tail:	540

5-20-46 DLB Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (600' - 0')	
Halliburton Light Premium	Fluid Weight: 11.0 lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield: 3.16 ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid: 19.48 Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid: 0'
2.0% Bentonite	Calculated Fill: 600'
	Volume: 58.57 bbl
	Proposed Sacks: 120 sks
Tail Cement - (TD - 600')	
Premium Cement	Fluid Weight: 14.8 lbm/gal
2.0% Calcium Chloride	Slurry Yield: 1.36 ft ³ /sk
	Total Mixing Fluid: 6.37 Gal/sk
	Top of Fluid: 600'
	Calculated Fill: 500'
	Volume: 48.80 bbl
	Proposed Sacks: 210 sks

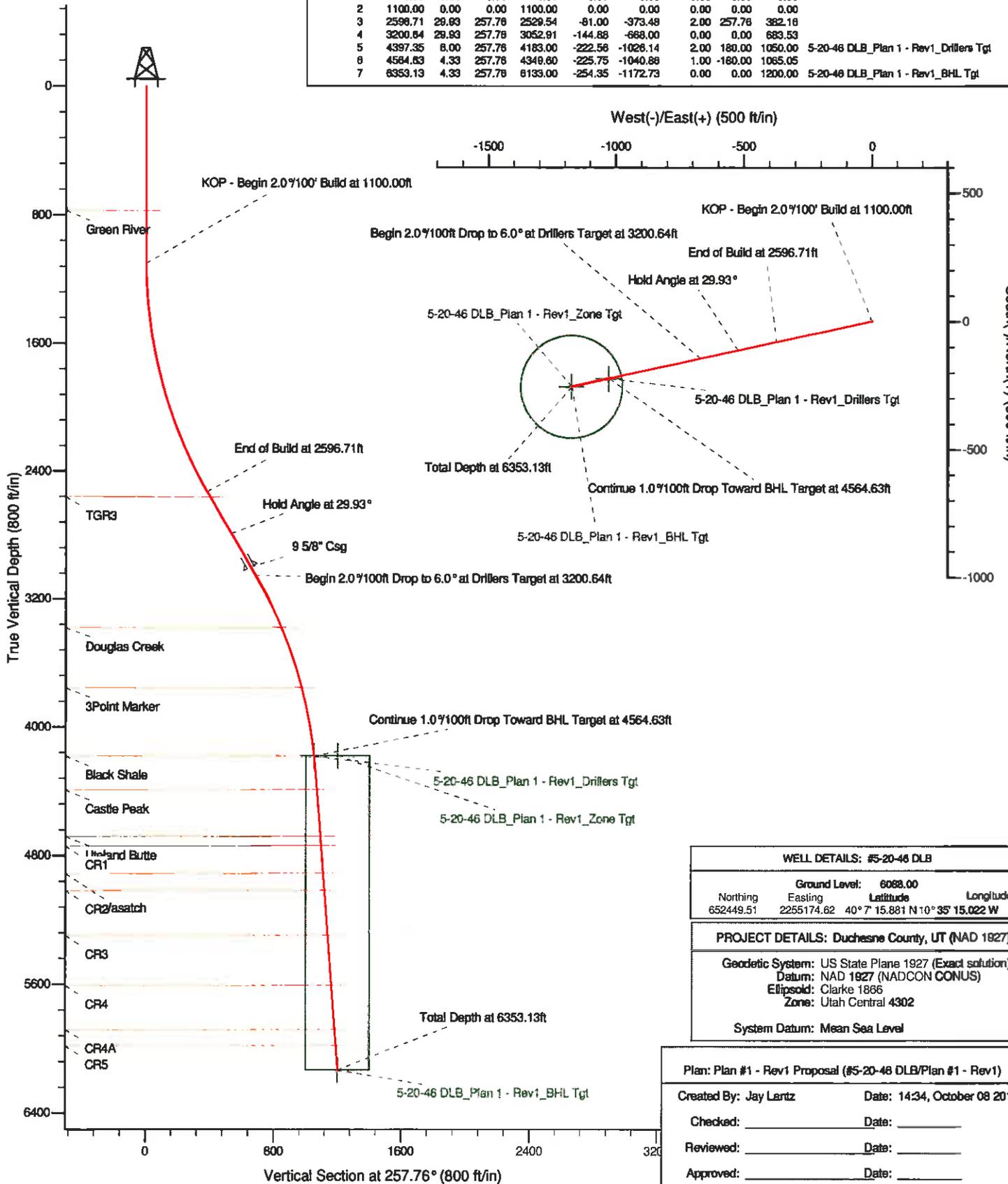
<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (4500' - 0')	
Tuned Light™ System	Fluid Weight: 11.0 lbm/gal
	Slurry Yield: 2.31 ft ³ /sk
	Total Mixing Fluid: 10.65 Gal/sk
	Top of Fluid: 0'
	Calculated Fill: 4,500'
	Volume: 303.65 bbl
	Proposed Sacks: 740 sks
Tail Cement - (6500' - 4500')	
Econocem™ System	Fluid Weight: 13.5 lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield: 1.42 ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid: 6.61 Gal/sk
	Top of Fluid: 4,500'
	Calculated Fill: 2,000'
	Volume: 134.97 bbl
	Proposed Sacks: 540 sks

Project: Duchesne County, UT (NAD 1927)
 Site: Sec. 20-T4S-R6W
 Well: #5-20-46 DLB
 Wellbore: Plan #1 - Rev1
 Plan: Plan #1 - Rev1 Proposal

Bill Barrett Corp

HALLIBURTON
 Sperry Drilling

SECTION DETAILS										
Sec	MD	Inc	Azi	TVD	+N-/S	+E-/W	DLeg	TFace	VSec	Target
1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
2	1100.00	0.00	0.00	1100.00	0.00	0.00	0.00	0.00	0.00	
3	2596.71	29.93	257.76	2529.54	-81.00	-373.48	2.00	257.76	362.18	
4	3200.64	29.93	257.76	3052.91	-144.88	-688.00	0.00	0.00	683.53	
5	4397.35	8.00	257.76	4183.00	-222.56	-1026.14	2.00	180.00	1050.00	5-20-46 DLB_Plan 1 - Rev1_Drillers Tgt
6	4564.63	4.33	257.76	4348.60	-225.75	-1040.88	1.00	-180.00	1065.05	
7	6353.13	4.33	257.76	6133.00	-254.35	-1172.73	0.00	0.00	1200.00	5-20-46 DLB_Plan 1 - Rev1_BHL Tgt



WELL DETAILS: #5-20-46 DLB			
Ground Level:	6088.00		
Northing	Easting	Latitude	Longitude
652449.51	2255174.62	40° 7' 15.881 N	10° 35' 15.022 W
PROJECT DETAILS: Duchesne County, UT (NAD 1927)			
Geodetic System: US State Plans 1927 (Exact solution)			
Datum: NAD 1927 (NADCON CONUS)			
Ellipsoid: Clarke 1886			
Zone: Utah Central 4302			
System Datum: Mean Sea Level			

Plan: Plan #1 - Rev1 Proposal (#5-20-46 DLB/Plan #1 - Rev1)	
Created By: Jay Lantz	Date: 14:34, October 08 2010
Checked: _____	Date: _____
Reviewed: _____	Date: _____
Approved: _____	Date: _____

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Plan Report for #5-20-46 DLB - Plan #1 - Rev1 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Bulld Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
100.00	0.00	0.00	100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
200.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
300.00	0.00	0.00	300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
400.00	0.00	0.00	400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
500.00	0.00	0.00	500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
600.00	0.00	0.00	600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
700.00	0.00	0.00	700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
773.00	0.00	0.00	773.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Green River										
800.00	0.00	0.00	800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
900.00	0.00	0.00	900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,000.00	0.00	0.00	1,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,100.00	0.00	0.00	1,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
KOP - Begin 2.0°/100' Bulld at 1100.00ft										
1,200.00	2.00	257.76	1,199.98	-0.37	-1.71	1.75	2.00	2.00	0.00	257.76
1,300.00	4.00	257.76	1,299.84	-1.48	-6.82	6.98	2.00	2.00	0.00	0.00
1,400.00	6.00	257.76	1,399.45	-3.33	-15.34	15.69	2.00	2.00	0.00	0.00
1,500.00	8.00	257.76	1,498.70	-5.91	-27.25	27.88	2.00	2.00	0.00	0.00
1,600.00	10.00	257.76	1,597.47	-9.23	-42.53	43.52	2.00	2.00	0.00	0.00
1,700.00	12.00	257.76	1,695.62	-13.27	-61.18	62.60	2.00	2.00	0.00	0.00
1,800.00	14.00	257.76	1,793.06	-18.04	-83.16	85.10	2.00	2.00	0.00	0.00
1,900.00	16.00	257.76	1,889.64	-23.52	-108.46	110.98	2.00	2.00	0.00	0.00
2,000.00	18.00	257.76	1,985.27	-29.72	-137.03	140.21	2.00	2.00	0.00	0.00
2,100.00	20.00	257.76	2,079.82	-36.62	-168.64	172.77	2.00	2.00	0.00	0.00
2,200.00	22.00	257.76	2,173.17	-44.22	-203.86	208.60	2.00	2.00	0.00	0.00
2,300.00	24.00	257.76	2,265.21	-52.50	-242.05	247.67	2.00	2.00	0.00	0.00
2,400.00	26.00	257.76	2,355.84	-61.45	-283.35	289.93	2.00	2.00	0.00	0.00
2,500.00	28.00	257.76	2,444.94	-71.08	-327.71	335.33	2.00	2.00	0.00	0.00
2,596.71	29.93	257.76	2,529.54	-81.00	-373.48	382.17	2.00	2.00	0.00	0.00
End of Bulld at 2596.71ft										
2,600.00	29.93	257.76	2,532.40	-81.35	-375.09	383.81	0.00	0.00	0.00	0.00
2,635.32	29.93	257.76	2,563.00	-85.09	-392.31	401.43	0.00	0.00	0.00	0.00
TGR3										
2,700.00	29.93	257.76	2,619.06	-91.93	-423.85	433.71	0.00	0.00	0.00	0.00
2,800.00	29.93	257.76	2,705.72	-102.51	-472.62	483.61	0.00	0.00	0.00	0.00
2,900.00	29.93	257.76	2,792.38	-113.08	-521.39	533.51	0.00	0.00	0.00	0.00
Hold Angle at 29.93°										
3,000.00	29.93	257.76	2,879.04	-123.66	-570.15	583.41	0.00	0.00	0.00	0.00
3,100.00	29.93	257.76	2,965.70	-134.24	-618.92	633.31	0.00	0.00	0.00	0.00
3,139.59	29.93	257.76	3,000.00	-138.42	-638.22	653.06	0.00	0.00	0.00	0.00
9 5/8" Csg										
3,200.00	29.93	257.76	3,052.36	-144.81	-667.69	683.21	0.00	0.00	0.00	0.00
3,200.64	29.93	257.76	3,052.91	-144.88	-668.00	683.53	0.00	0.00	0.00	0.00
Begin 2.0°/100ft Drop to 6.0° at Drillers Target at 3200.64ft										
3,300.00	27.95	257.76	3,139.86	-155.07	-714.98	731.61	2.00	-2.00	0.00	180.00
3,400.00	25.95	257.76	3,229.00	-164.68	-759.27	776.92	2.00	-2.00	0.00	180.00
3,500.00	23.95	257.76	3,319.66	-173.62	-800.49	819.10	2.00	-2.00	0.00	180.00
3,568.94	22.57	257.76	3,383.00	-179.39	-827.09	846.32	2.00	-2.00	0.00	-180.00
Douglas Creek										
3,600.00	21.95	257.76	3,411.74	-181.88	-838.59	858.08	2.00	-2.00	0.00	180.00
3,700.00	19.95	257.76	3,505.13	-189.46	-873.52	893.83	2.00	-2.00	0.00	180.00
3,800.00	17.95	257.76	3,599.71	-196.34	-905.25	926.30	2.00	-2.00	0.00	180.00
3,900.00	15.95	257.76	3,695.36	-202.52	-933.74	955.45	2.00	-2.00	0.00	180.00
3,964.94	14.65	257.76	3,758.00	-206.15	-950.48	972.58	2.00	-2.00	0.00	-180.00
3Point Marker										
4,000.00	13.95	257.76	3,791.97	-207.98	-958.94	981.24	2.00	-2.00	0.00	180.00
4,100.00	11.95	257.76	3,889.42	-212.73	-980.84	1,003.64	2.00	-2.00	0.00	180.00

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Plan Report for #5-20-46 DLB - Plan #1 - Rev1 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Tooface Azimuth (°)
4,200.00	9.95	257.76	3,987.60	-216.76	-999.39	1,022.63	2.00	-2.00	0.00	180.00
4,300.00	7.95	257.76	4,086.38	-220.05	-1,014.59	1,038.18	2.00	-2.00	0.00	180.00
4,397.35	6.00	257.76	4,183.00	-222.56	-1,026.14	1,050.00	2.00	-2.00	0.00	180.00
Continue 1.0°/100ft Drop Toward BHL Target at 4564.63ft - Black Shale										
4,400.00	5.97	257.76	4,185.64	-222.62	-1,026.41	1,050.28	1.00	-1.00	0.00	-180.00
4,500.00	4.97	257.76	4,285.18	-224.64	-1,035.73	1,059.82	1.00	-1.00	0.00	-180.00
4,564.63	4.33	257.76	4,349.60	-225.75	-1,040.86	1,065.05	1.00	-1.00	0.00	-180.00
4,600.00	4.33	257.76	4,384.87	-226.31	-1,043.46	1,067.72	0.00	0.00	0.00	0.00
4,608.16	4.33	257.76	4,393.00	-226.44	-1,044.06	1,068.34	0.00	0.00	0.00	0.00
Castle Peak										
4,700.00	4.33	257.76	4,484.58	-227.91	-1,050.84	1,075.27	0.00	0.00	0.00	0.00
4,800.00	4.33	257.76	4,584.30	-229.51	-1,058.21	1,082.81	0.00	0.00	0.00	0.00
4,898.99	4.33	257.76	4,683.00	-231.10	-1,065.51	1,090.28	0.00	0.00	0.00	0.00
Uteland Butte										
4,900.00	4.33	257.76	4,684.01	-231.11	-1,065.58	1,090.36	0.00	0.00	0.00	0.00
4,959.16	4.33	257.76	4,743.00	-232.06	-1,069.95	1,094.82	0.00	0.00	0.00	0.00
CR1										
5,000.00	4.33	257.76	4,783.73	-232.71	-1,072.96	1,097.90	0.00	0.00	0.00	0.00
5,100.00	4.33	257.76	4,883.44	-234.31	-1,080.33	1,105.45	0.00	0.00	0.00	0.00
5,129.64	4.33	257.76	4,913.00	-234.78	-1,082.52	1,107.69	0.00	0.00	0.00	0.00
Wasatch										
5,200.00	4.33	257.76	4,983.16	-235.91	-1,087.71	1,112.99	0.00	0.00	0.00	0.00
5,234.94	4.33	257.76	5,018.00	-236.47	-1,090.26	1,115.63	0.00	0.00	0.00	0.00
CR2										
5,300.00	4.33	257.76	5,082.87	-237.51	-1,095.08	1,120.54	0.00	0.00	0.00	0.00
5,400.00	4.33	257.76	5,182.59	-239.11	-1,102.45	1,128.08	0.00	0.00	0.00	0.00
5,500.00	4.33	257.76	5,282.30	-240.71	-1,109.83	1,135.63	0.00	0.00	0.00	0.00
5,515.74	4.33	257.76	5,298.00	-240.96	-1,110.99	1,136.82	0.00	0.00	0.00	0.00
CR3										
5,600.00	4.33	257.76	5,382.02	-242.31	-1,117.20	1,143.18	0.00	0.00	0.00	0.00
5,700.00	4.33	257.76	5,481.73	-243.91	-1,124.57	1,150.72	0.00	0.00	0.00	0.00
5,800.00	4.33	257.76	5,581.45	-245.51	-1,131.95	1,158.27	0.00	0.00	0.00	0.00
5,826.63	4.33	257.76	5,608.00	-245.93	-1,133.91	1,160.27	0.00	0.00	0.00	0.00
CR4										
5,900.00	4.33	257.76	5,681.16	-247.10	-1,139.32	1,165.81	0.00	0.00	0.00	0.00
6,000.00	4.33	257.76	5,780.88	-248.70	-1,146.70	1,173.36	0.00	0.00	0.00	0.00
6,100.00	4.33	257.76	5,880.59	-250.30	-1,154.07	1,180.90	0.00	0.00	0.00	0.00
6,102.42	4.33	257.76	5,883.00	-250.34	-1,154.25	1,181.08	0.00	0.00	0.00	0.00
CR4A										
6,200.00	4.33	257.76	5,980.31	-251.90	-1,161.44	1,188.45	0.00	0.00	0.00	0.00
6,202.70	4.33	257.76	5,983.00	-251.95	-1,161.64	1,188.65	0.00	0.00	0.00	0.00
CR5										
6,300.00	4.33	257.76	6,080.02	-253.50	-1,168.82	1,195.99	0.00	0.00	0.00	0.00
6,353.13	4.33	257.76	6,133.00	-254.35	-1,172.73	1,200.00	0.00	0.00	0.00	0.00
Total Depth at 6353.13ft										

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Plan Report for #5-20-46 DLB - Plan #1 - Rev1 Proposal

Plan Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
1,100.00	1,100.00	0.00	0.00	KOP - Begin 2.0°/100' Build at 1100.00ft
2,596.71	2,529.54	-81.00	-373.48	End of Build at 2596.71ft
2,900.00	2,792.38	-113.08	-521.39	Hold Angle at 29.93°
3,200.64	3,052.91	-144.88	-668.00	Begin 2.0°/100ft Drop to 6.0° at Drillers Target at 3200.64ft
4,397.35	4,183.00	-222.56	-1,026.14	Continue 1.0°/100ft Drop Toward BHL Target at 4564.63ft
6,353.13	6,133.00	-254.35	-1,172.73	Total Depth at 6353.13ft

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin		Start TVD (ft)
				+N/-S (ft)	+E/-W (ft)	
TD	No Target (Freehand)	257.76	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
0.00	6,353.12	Plan #1 - Rev1 Proposal	MWD

Casing Details

Measured Depth (ft)	Vertical Depth (ft)	Name	Casing Diameter (")	Hole Diameter (")
3,139.59	3,000.00	9 5/8" Csg	9-5/8	12-1/4

Formation Details

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
773.00	773.00	Green River		0.00	
2,635.32	2,563.00	TGR3		0.00	
3,568.94	3,383.00	Douglas Creek		0.00	
3,964.94	3,758.00	3Point Marker		0.00	
4,397.35	4,183.00	Black Shale		0.00	
4,608.16	4,393.00	Castle Peak		0.00	
4,898.89	4,683.00	Uteland Butte		0.00	
4,959.16	4,743.00	CR1		0.00	
5,129.64	4,913.00	Wasatch		0.00	
5,234.94	5,018.00	CR2		0.00	
5,515.74	5,298.00	CR3		0.00	
5,826.63	5,608.00	CR4		0.00	
6,102.42	5,883.00	CR4A		0.00	
6,202.70	5,983.00	CR5		0.00	

Targets associated with this wellbore

Target Name	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Shape
5-20-46 DLB_Plan 1 - Rev1_BHL Tgt	6,133.00	-254.35	-1,172.73	Point
5-20-46 DLB_Plan 1 - Rev1_Zone Tgt	4,183.00	-254.35	-1,172.73	Circle
5-20-46 DLB_Plan 1 - Rev1_Drillers Tgt	4,183.00	-222.56	-1,026.14	Point

North Reference Sheet for Sec. 20-T4S-R6W - #5-20-46 DLB - Plan #1 - Rev1

All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.
Vertical Depths are relative to KB @ 6103.00ft (Patterson 506). Northing and Easting are relative to #5-20-46 DLB
Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866

Projection method is Lambert Conformal Conic (2 parallel)
Central Meridian is -111.50°, Longitude Origin: 0° 0' 0.000 E°, Latitude Origin: 40° 39' 0.000 N°
False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991126

Grid Coordinates of Well: 652,449.51 ft N, 2,255,174.62 ft E
Geographical Coordinates of Well: 40° 07' 15.88" N, 110° 35' 15.02" W
Grid Convergence at Surface is: 0.58°

Based upon Minimum Curvature type calculations, at a Measured Depth of 6,353.13ft
the Bottom Hole Displacement is 1,200.00ft in the Direction of 257.76° (True).

Magnetic Convergence at surface is: -11.08° (8 October 2010, , BGGM2010)

Magnetic Model: BGGM2010
Date: 08-Oct-10
Declination: 11.66°
Inclination/Dip: 65.79°
Field Strength: 52273

Grid North is 0.58° East of True North (Grid Convergence)
Magnetic North is 11.66° East of True North (Magnetic Declination)
Magnetic North is 11.08° East of Grid North (Magnetic Convergence)

To convert a True Direction to a Grid Direction, Subtract 0.58°
To convert a Magnetic Direction to a True Direction, Add 11.66° East
To convert a Magnetic Direction to a Grid Direction, Add 11.08°

RECEIVED October 15, 2010

SURFACE USE PLAN

BILL BARRETT CORPORATION

5-20-46 DLB Well Pad

SHL: SENW, 1652' FNL & 2118' FWL, Section 20, T4S, R6W, SLB&M

BHL: SWNW, 1916' FNL & 946' FWL, Section 20, T4S, R6W, SLB&M

Duchesne County, Utah

The Ute Tribal onsite for this location was conducted on June 5, 2007.

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

1. Existing Roads:
 - a. The proposed well site is located approximately 16 miles southwest of Duchesne, Utah. Maps and directions reflecting the route to the proposed well site are included (see Topographic maps A and B).
 - b. The existing Bill Barrett Corporation maintained 7-20-46 DLB road would be utilized for access to the proposed well with no improvements anticipated.
 - c. Project roads would require routine year-round maintenance to provide year-round access. Maintenance would include inspections, reduction of ruts and holes, maintenance to keep water off the road, replacement of surfacing materials, and clearing of sediment blocking ditches and culverts. Should snow removal become necessary, roads would be cleared with a motor grader and snow would be stored along the down gradient side to prohibit runoff onto the road. Aggregate would be used as necessary to maintain a solid running surface and minimize dust generation.
 - d. Vehicle operators would obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions. Travel would be limited to the existing access roads and proposed access road.
 - e. The use of roads under State and Duchesne County Road Department maintenance are necessary to access the project area with no improvements proposed.
 - f. All existing roads would be maintained and kept in good repair during all phases of operation.

2. Planned Access Road:

- a. Approximately 100 feet of new access road is proposed entering the south side of the pad area (see Topographic Map B).
- b. A tribal right of way (ROW) is approved and enclosed (ROW Serial No. H62-2007-204) for the well site and access road (total ROW acreage = 3.07 ac). The road would be constructed to a 30-foot ROW width with an 18-foot travel surface.
- c. New road construction and improvements of existing roads would typically require the use of motor graders, crawler tractors, 10-yard end dump trucks, and water trucks. The standard methodology for building new roads involves the use of a crawler tractor or track hoe to windrow the vegetation to one side of the road corridor, remove topsoil to the opposing side of the corridor, and rough-in the roadway. This is followed by a grader or bulldozer to establish barrow ditches and crown the road surface. Where culverts are required, a track hoe or backhoe would trench the road and install the culverts. Some hand labor would be required when installing and armoring culverts. Road base or gravel in some instances would be necessary and would be hauled in and a grader used to smooth the running surface.
- d. The proposed road would be constructed to facilitate drainage, control erosion and minimize visual impacts by following natural contours where practical. No unnecessary side-casting of material would occur on steep slopes.
- e. A maximum grade of 10% would be maintained throughout the project with minimum cuts and fills, as necessary, to access the well.
- f. Excess rock from construction of the pad may be used for surfacing of the access road if necessary. Any additional aggregate necessary would be obtained from private or State of Utah lands in conformance with applicable regulations. Aggregate would be of sufficient size, type, and amount to allow all weather access and alleviate dust.
- g. Where topsoil removal is necessary, it would be windrowed (i.e. stockpiled/accumulated along the edge of the ROW and in a low row/pile parallel with the ROW) and re-spread over the disturbed area after construction and backfilling are completed. Vegetation removed from the disturbed area would also be re-spread to provide protection, nutrient recycling, and a seed source for reclamation.
- h. Turnouts are not proposed because the access road is short and adequate site distance exists in all directions.

valves would be placed inside the berm surrounding the tank battery or would utilize catchment basins to contain spills. All liquid hydrocarbon production and measurement shall conform to the provisions of 43 CFR 3162.7-2 and Onshore Oil and Gas Order No. 4 for the measurement of oil.

- d. Gas meter run(s) would be constructed and located on lease within 500 feet of the wellheads. Meter runs would be housed and/or fenced. As practicably feasible, meters would be equipped with remote telemetry monitoring systems. All gas production and measurement shall comply with the provisions of 43 CFR 3162.7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.
- e. A combustor may be installed at this location for control of associated condensate tank emissions. A combustor ranges from 24 inches to 48 inches wide and is approximately 27 ft tall. Combustor placement would be on existing disturbance.
- f. Approximately 80 feet of pipeline corridor containing a single steel or polyethylene pipeline up to 10 inch in diameter is proposed and would connect to the existing pipeline servicing the 7-20-46 DLB (see Topographic Map D).
- g. The new segments of gas pipeline would be surface laid line within a 30 foot wide pipeline ROW (0.04 acres, H62-2007-205).
- h. Construction of the ROW would temporarily utilize the 30 foot disturbed width for the road for a total disturbed width of 60 foot for the road and pipeline corridors. The use of the proposed well site and access roads would facilitate the staging of the pipeline construction.
- i. Pipeline construction methods and practices would be planned and conducted by BBC with the objective of enhancing reclamation and fostering the re-establishment of the native plant community.
- j. All permanent above-ground structures would be painted a flat, non-reflective color, such as Yuma Green, to match the standard environmental colors. All facilities would be painted the designated color at the time of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.
- k. Site security guidelines identified in 43 CFR 3162.7-5 and Onshore Oil and Gas Order No. 3 would be adhered to. Any modifications to proposed facilities would be reflected in the site security diagram submitted.
- l. The site would require periodic maintenance to ensure that drainages are kept open and free of debris, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

5. Location and Type of Water Supply:
 - a. No water supply pipelines would be laid for this well.
 - b. Water for the drilling and completion would be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W, USB&M.
 - c. No new water well is proposed with this application.
 - d. Should additional water sources be pursued they would be properly permitted through the State of Utah – Division of Water Rights. Additionally, the Ute Tribe would be notified of any changes in water supply.
 - e. Water use would vary in accordance with the formations to be drilled but would be up to approximately 3.64 acre feet for drilling and completion operations.

6. Source of Construction Material:
 - a. The use of materials would conform to 43 CFR 3610.2-3.
 - b. No construction materials would be removed from the lease or EDA area.
 - c. If any additional gravel is required, it would be obtained from a local supplier having a permitted source of materials within the general area.

7. Methods of Handling Waste Disposal:
 - a. All wastes associated with this application would be contained and disposed of utilizing approved facilities.
 - b. The reserve pit would be constructed so as not to leak, break or allow any discharge.
 - c. The reserve pit would be lined with 12 mil (minimum) thickness polyethylene nylon reinforced liner material. The liner(s) would overlay straw, dirt and/or bentonite if rock is encountered during excavation. The liner would overlap the pit walls and be covered with dirt and/or rocks to hold them in place. No trash, scrap pipe, or other materials that could puncture the liner would be discarded in the pit. A minimum of two feet of free board would be maintained between the maximum fluid level and the top of the reserve pit at all times.
 - d. To deter livestock from entering the pit, the three sides exterior to the location would be fenced before drilling starts. Following the conclusion of drilling and completion activities, the fourth side would also be fenced.
 - e. Drill cuttings would be contained in the pit and buried on-site for a period not to exceed six months, weather permitting.

- f. Produced fluids from the well other than water would be decanted into steel test tank(s) until such time as construction of production facilities is completed. Any oil that may be accumulated would be transferred to a permanent production tank. Produced water may be used in further drilling and completion activities, evaporated in the pit, or would be hauled to one of the state-approved disposal facilities below:
1. RNI Industries, Inc. – Pleasant Valley Disposal Pits
Sec. 25, 26, 35 & 36, T4S-R3W
 2. Pro Water LLC – Blue Bench 13-1 Disposal Well (43-013-30971)
NENE, Sec. 13, T3S-R5W
 3. RN Industries, Inc. – Bluebell Disposal Ponds
Sec. 2, 4 & 9, T2S-R2W
 4. Water Disposal, Inc. – Harmston 1-32-A1 Disposal Well (43-013-30224), UTR #00707, Sec. 32, T1S-R1W
- g. Any salts and/or chemicals, which are an integral part of the drilling system, would be disposed of in the same manner as the drilling fluid.
- h. Any spills of oil, condensate, produced or frac water, drilling fluids, or other potentially deleterious substances would be recovered and either returned to its origin or disposed of at an approved disposal site, most likely in Duchesne, Utah.
- i. Chemicals on the EPA's Consolidated List of Chemicals subject to reporting under Title III of the Superfund Amendments and Reauthorization Act of 1986 (SARA) may be used or stored in quantities over reportable quantities. In the course of drilling, BBC could potentially store and use diesel fuel, sand (silica), hydrochloric acid, and CO₂ gas, all described as hazardous substances in 40 CFR Part 302, Section 302.4, in quantities exceeding 10,000 pounds. In addition, natural gas condensate and crude oil and methanol may be stored or used in reportable quantities. Small quantities of retail products (paint/spray paints, solvents {e.g., WD-40}, and lubrication oil) containing non-reportable volumes of hazardous substances may be stored and used on site at any time. No extremely hazardous substances, as defined in 40 CFR 355, would be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the wells.
- j. Portable toilets and trash containers would be located onsite during drilling and completion operations. A commercial supplier would install and maintain portable toilets and equipment and would be responsible for removing sanitary waste. Sanitary waste facilities (i.e. toilet holding tanks) would be regularly pumped and their contents disposed of at approved sewage disposal facilities in Duchesne, and/or Uintah Counties, in accordance with applicable rules and regulations regarding sewage treatment and disposal. Accumulated trash and nonflammable waste materials would be hauled to an approved landfill once a week or as often as necessary. All debris and waste materials not contained in the trash containers would be cleaned up, removed from the construction ROW,

well pad, or worker housing location, and disposed of at an approved landfill. Trash would be cleaned up everyday.

- k. Sanitary waste equipment and trash bins would be removed from the Project Area upon completion of access road or pipeline construction; following drilling and completion operations at an individual well pad; when worker housing is no longer needed; or as required.
 - l. A flare pit may be constructed a minimum of 110' from the wellhead(s) and may be used during completion work. In the event a flare pit proves to be unworkable, a temporary flare stack or open top tank would be installed. BBC would flow back as much fluid and gas as possible into pressurized vessels, separating the fluids from the gas. In some instances, due to the completion fluids utilized within the Project Area, it is not feasible to direct the flow stream from the wellbore through pressurized vessels. In such instances BBC proposes to direct the flow to the open top tanks until flow through the pressurized vessels is feasible. At which point the fluid would either be returned to the reserve pit or placed into a tank(s). The gas would be directed to the flare pit, flare stack (each with a constant source of ignition), or may be directed into the sales pipeline.
 - m. Hydrocarbons would be removed from the reserve pit as soon as practical. In the event immediate removal is not practical, the reserve pit would be flagged overhead or covered with wire or plastic mesh to protect migrating birds.
8. Ancillary Facilities:
- a. Garbage containers and portable toilets would be located on the well pad.
 - b. On well pads where active drilling and completion is occurring, temporary housing would be provided on location for the well pad supervisor, geologist, tool pusher, and others that are required to be on location at all times. The well pad could include up to five single wide mobile homes or fifth wheel campers/trailers.
9. Well Site Layout:
- a. The well would be properly identified in accordance with 43 CFR 3162.6.
 - b. The pad layout, cross section diagrams and rig layout are enclosed (see Figures 1 and 2).
 - c. The pad and road designs are consistent with Ute Tribe specifications.
 - d. The pad has been staked at its maximum size of 375 feet x 170 feet with an outboard reserve pit size of 100 feet x 200 feet x 8 feet deep.

- e. Within the approved well pad location, a crawler tractor would strip whatever topsoil is present and stockpile it along the edge of the well pad for use during reclamation. Vegetation would be distributed along the sides of the well pad.
 - f. Fill from pit excavation would be stockpiled along the edge of the pit and the adjacent edge of the well pad.
 - g. Use of erosion control measures, including proper grading to minimize slopes, diversion terraces and ditches, mulching, terracing, riprap, fiber matting, temporary sediment traps, and broad-based drainage dips or low water crossings would be employed by BBC as necessary and appropriate to minimize erosion and surface runoff during well pad construction and operation. Cut and fill slopes would be constructed such that stability would be maintained for the life of the activity.
 - h. All cut and fill slopes would be such that stability can be maintained for the life of the activity.
 - i. Diversion ditches would be constructed, if necessary, around the well site to prevent surface waters from entering the well site area.
 - j. Water application may be implemented if necessary to minimize the amount of fugitive dust.
 - k. All surface disturbing activities would be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.
10. Plan for Restoration of the Surface:
- a. Site reclamation would be accomplished for portions of the well pad not required for the continued operation of the well on this pad within six months of completion, weather permitting.
 - b. The operator would control noxious weeds along access road use authorizations and well site by spraying or mechanical removal. A list of noxious weeds may be obtained from the Ute Tribe, BLM or the appropriate county extension office. On Ute Tribe administered land it is required that a Pesticide Use Proposal be submitted and approved prior to the application of herbicides, pesticides or possibly hazardous chemicals.
- Rat and mouse holes would be filled and compacted from bottom to top immediately upon release of the drilling rig from location. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1. The reserve pit would be allowed to dry prior to the commencement of backfilling work. No attempts would be made to backfill the reserve pit until it is free of standing water. Once dry, the liner would be torn and perforated before backfilling.

- c. The reserve pit and that portion of the location not needed for production facilities/operations would be recontoured to the approximate natural contours. Areas not used for production purposes would be backfilled and blended into the surrounding terrain, reseeded and erosion control measures installed. Mulching, erosion control measures and fertilization may be required to achieve acceptable stabilization. Back slopes and fore slopes would be reduced as practical and scarified with the contour. The reserved topsoil would be evenly distributed over the slopes and scarified along the contour. Slopes would be seeded with the Ute Tribe specified seed mix.
 - d. Topsoil salvaged from the drill site and stored for more than one year would be placed at the location indicated on the well site layout drawing and graded to a depth optimum to maintain topsoil viability, seeded with the Ute Tribe prescribed seed mixture and covered with mulch for protection from wind and water erosion and to discourage the invasion of weeds.
11. Surface and Mineral Ownership:
- a. Surface & Mineral ownership – Ute Indian Tribe - 988 South 7500 East; Ft. Duchesne, Utah 84026; 435-725-4982.
 - b. Surface use remains in place through Ute Indian Tribe Right-of-Ways H62-2007-204/205.
12. Other Information:
- a. Montgomery Archaeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies by Montgomery as MOAC Report No. 07-104, dated 4-17-2007.
 - b. BBC would require that their personnel, contractors, and subcontractors to comply with Federal regulations intended to protect archeological and cultural resources.
 - c. Project personnel and contractors would be educated on and subject to the following requirements:
 - No dogs or firearms within the Project Area;
 - No littering within the Project Area;
 - Smoking within the Project Area would only be allowed in off-operator active locations or in specifically designated smoking areas. All cigarette butts would be placed in appropriate containers and not thrown on the ground or out windows of vehicles; personnel and contractors would abide by all fire restriction orders;
 - Campfires or uncontained fires of any kind would be prohibited.
 - Portable generators used in the Project Area would have spark arrestors

OPERATOR CERTIFICATION

Certification:

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

Executed this 14th day of October 2010
Name: Tracey Fallang
Position Title: Regulatory Manager
Address: 1099 18th Street, Suite 2300, Denver, CO 80202
Telephone: 303-312-8134
E-mail: tfallang@billbarrettcorp.com
Field Representative Kary Eldredge / Bill Barrett Corporation
Address: 1820 W. Highway 40, Roosevelt, UT 84066
Telephone: 435-725-3515 (office); 435-724-6789 (mobile)
E-mail: keldredge@billbarrettcorp.com



Tracey Fallang, Regulatory Manager

RECEIVED October 15, 2010

**CULTURAL RESOURCE INVENTORY
OF BILL BARRETT CORPORATION'S
FIVE PROPOSED DLB WELL LOCATIONS
(T4S, R6W, SECTIONS 20, 21, AND 28),
DUCHESNE COUNTY, UTAH**

By:

André Jendresen

Prepared For:

**Ute Indian Tribe
Uintah and Ouray Agency
and
State of Utah
Division of Wildlife Resources**

Prepared Under Contract With:

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

Prepared By:

**Montgomery Archaeological Consultants, Inc.
P.O. Box 219
Moab, Utah 84532**

MOAC Report No. 07-104

April 17, 2007

**United States Department of Interior (FLPMA)
Permit No. 06-UT-60122**

**State of Utah Antiquities Project (Survey)
Permit No. U-07-MQ-0384i,s**

Ute Tribal Permit No. A07-363

RECEIVED October 15, 2010

Facility Layout

5-20-46 DLB

Combusstor → ○

Access road

Gas sales → □

1000 gal. propane → ○

Pumping unit

Well head

Treater

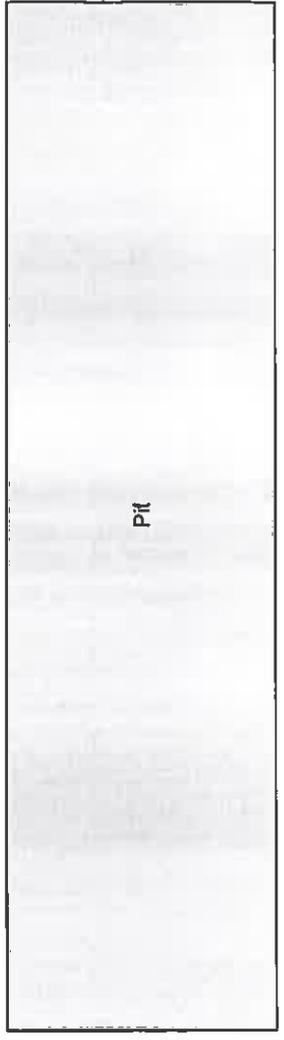
400 bbl flair tank

500 gal. methanol & glycol

500 bbls water tank

500 bbls oil tanks

Not Part of location



GRANT OF EASEMENT FOR RIGHT-OF-WAY

ROW Serial No. H62-2007-204
TAAMS ID NO.: 6RW2007204
BIA TRANSACTION NO.: 687-13-00204-07
Well Site & Access Road – **5-20-46 DLB**
Page 1 of 2

KNOW ALL MEN BY THESE PRESENTS:

That the **UNITED STATES OF AMERICA**, as trustee for UTE INDIAN TRIBE acting by and through the **Superintendent of the Uintah and Ouray Agency**, as "Grantor", under authority contained in 209 DM 8 (39 F.R. 32166), 10 BIAM 3 (34 F.R.637) 230 DM 3 (20 F.R. 992) and Sec. 2.11 (34 F.R. 11109), pursuant and subject to the provisions of the Act of February 5, 1948 Stat. 17, (U.S.C. 323-328), and Part 169, Title 25, Code of Federal Regulations in consideration of:

ZERO, (\$0.00) – As per the terms and conditions contained in the Lake Canyon Exploration & Development Agreement No. 14-20-H62-5500, which is acknowledged, does hereby grant to:

Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver, Colorado 80202
Its successors and assignees hereinafter referred to as "Grantee" an easement for right-of-way.

In accordance with the attached proposal survey plat: **For the 5-20-46 DLB**
G.L.O. Plat No. 48362, dated 4/19/2007 for Section 20, Township 4 South, Range 6 West, U.S.B.& M. for the following:

Well Site: Located in the SE/4NW/4 of Section 20, being 3.019 acres, m/l,
Access Road: Located in the SE/4NW/4 of Section 20, being 77.31' in length, and 30' in width, and 0.053 acres, m/l,
Total ROW acreage 3.072, m/l

Within the exterior boundaries of the Uintah & Ouray Reservation for the following purposes namely: The construction, maintenance, repair, inspection, protection, operation and removal of the **5-20-46 DLB** together with the necessary appurtenances thereto, on, over and across the land embraced within the right-of-way located in Duchesne County, Utah.

TO HAVE AND TO HOLD said easement and right-of-way unto the Grantee and unto its successors and assigns, together with prior existing right or adverse claim and is for the length of **TWENTY (20) YEARS**, beginning **June 21, 2007**, so long as easement shall actually be used for the purposes above specified. Consideration may be increased at five (5) year intervals if necessary to reflect the existing market prices.

This right-of-way shall be terminable in whole or in part by the grantor for any of the following causes upon 30 days' written notice and failure to the Grantee within said notice period to correct the basis of termination (25 CFR 169.20)

- A. Failure to comply with any term or condition of the grant or applicable regulations.
- B. A nonuse of the right-of-way for a consecutive two-year period for the purpose for which it was granted.
- C. An abandonment of the right-of-way. Failure of the Grantee to file with the Grantor an Affidavit of Completion pursuant to 25 CFR 169.16; Upon completion of construction, or in any case within two years of date of this easement granted in the case construction does not begin or is completed.

The conditions of this easement shall extend to and be binding upon and shall insure to the benefit of the successors and assignees of the Grantee. It has been determined that approval of this document is not such a major federal action significantly affecting the quality of the human environment as to required the preparation of an environmental impact statement under Section 102 (2)(c) of the National Environmental Policy Act of 1969 (42 U.S.C. 4332) (2) (c).

IN WITNESS WHEREOF, Grantor has executed this Grant of Easement for Right-of-Way this 21st day of **June, 2007** pursuant to authority delegated to the Assistant Secretary – Indian Affairs by 209 DM 8, 230 DM 1, and to the Western Regional Director by 3 IAM 4 (Release No. 99-03), and to the Superintendent/Field Representatives by 10 BIAM 11, as amended by Western Regional Release No. 97-1 an any further delegation needed to effectuate the reorganization embodied in DM Releases dated April, 2003.

UNITED STATES OF AMERICA
U.S. Department of the Interior
Uintah & Ouray Agency
Fort Duchesne, UT 84026

By: *Sarah A. Jack*
Acting Superintendent

ACKNOWLEDGEMENT OF SUPERINTENDENT

STATE OF UTAH)
)ss
COUNTY OF UINTAH)

The foregoing instrument was acknowledged before me this 21st day of June, 2007, by Dinah Peltier, Acting Superintendent for the Bureau of Indian Affairs, Uintah & Ouray Agency.
Witness my hand and official seal.

Sarah A. Jack
Sarah A. Jack, Notary Public

My Commission Expires: June 16, 2010

RECEIVED October 15, 2010

10.1

GRANT OF EASEMENT FOR RIGHT-OF-WAY

ROW Serial No. H62-2007-205

TAAMS ID NO.: 6RW2007205

BIA TRANSACTION NO.: 687-13-00205-07

Pipeline – **5-20-46 DLB**

Page 1 of 2

KNOW ALL MEN BY THESE PRESENTS:

That the **UNITED STATES OF AMERICA**, as trustee for UTE INDIAN TRIBE acting by and through the **Superintendent of the Uintah and Ouray Agency**, as "Grantor", under authority contained in 209 DM 8 (39 F.R. 32166), 10 BIAM 3 (34 F.R.637) 230 DM 3 (20 F.R. 992) and Sec. 2.11 (34 F.R. 11109), pursuant and subject to the provisions of the Act of February 5, 1948 Stat. 17, (U.S.C. 323-328), and Part 169, Title 25, Code of Federal Regulations in consideration of:

ZERO, (\$0.00) – As per the terms and conditions contained in the Lake Canyon Exploration & Development Agreement No. 14-20-H62-5500, which is acknowledged, does hereby grant to:

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

Its successors and assignees hereinafter referred to as "Grantee" an easement for right-of-way.

In accordance with the attached proposal survey plat: **For the 5-20-46 DLB G.L.O. Plat No. 48363, dated 4/19/2007 for Section 20, Township 4 South, Range 6 West, U.S.B.& M. for the following:**

Pipeline: Located in the SE/4NW/4 of Section 20, being 53.23' in length, and 30' in width, and 0.037 acres, m/l, Total ROW acreage 0.037, m/l

Within the exterior boundaries of the Uintah & Ouray Reservation for the following purposes namely: The construction, maintenance, repair, inspection, protection, operation and removal of the **5-20-46 DLB** together with the necessary appurtenances thereto, on, over and across the land embraced within the right-of-way located in Duchesne County, Utah.

TO HAVE AND TO HOLD said easement and right-of-way unto the Grantee and unto its successors and assigns, together with prior existing right or adverse claim and is for the length of **TWENTY (20) YEARS**, beginning **June 21, 2007**, so long as easement shall actually be used for the purposes above specified. Consideration may be increased at five (5) year intervals if necessary to reflect the existing market prices.

This right-of-way shall be terminable in whole or in part by the grantor for any of the following causes upon 30 days' written notice and failure to the Grantee within said notice period to correct the basis of termination (25 CFR 169.20)

- A. Failure to comply with any term or condition of the grant or applicable regulations.
- B. A nonuse of the right-of-way for a consecutive two-year period for the purpose for which it was granted.
- C. An abandonment of the right-of-way. Failure of the Grantee to file with the Grantor an Affidavit of Completion pursuant to 25 CFR 169.16; Upon completion of construction, or in any case within two years of date of this easement granted in the case construction does not begin or is completed.

RECEIVED October 15, 2010

The conditions of this easement shall extend to and be binding upon and shall insure to the benefit of the successors and assignees of the Grantee. It has been determined that approval of this document is not such a major federal action significantly affecting the quality of the human environment as to required the preparation of an environmental impact statement under Section 102 (2)(c) of the National Environmental Policy Act of 1969 (42 U.S.C. 4332) (2) (c).

IN WITNESS WHEREOF, Grantor has executed this Grant of Easement for Right-of-Way this 21st day of **June, 2007** pursuant to authority delegated to the Assistant Secretary – Indian Affairs by 209 DM 8, 230 DM 1, and to the Western Regional Director by 3 IAM 4 (Release No. 99-03), and to the Superintendent/Field Representatives by 10 BIAM 11, as amended by Western Regional Release No. 97-1 an any further delegation needed to effectuate the reorganization embodied in DM Releases dated April, 2003.

UNITED STATES OF AMERICA
U.S. Department of the Interior
Uintah & Ouray Agency
Fort Duchesne, UT 84026

By: *[Signature]*
Acting Superintendent

ACKNOWLEDGEMENT OF SUPERINTENDENT

STATE OF UTAH)
)ss
COUNTY OF UINTAH)

The foregoing instrument was acknowledged before me this 21st day of **June, 2007**, by **Dinah Peltier**, Acting Superintendent for the Bureau of Indian Affairs, Uintah & Ouray Agency.
Witness my hand and official seal.

[Signature]
Sarah A. Jack, Notary Public

My Commission Expires: June 16, 2010

RECEIVED October 15, 2010

[Handwritten mark]

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

OCT 14 2010

FORM APPROVED
OMB No. 1004-0136
Expires July 31, 2010

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. 2OG0005500
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 UINTAH AND OURAY
2. Name of Operator BILL BARRETT CORPORATION Contact: TRACEY FALLANG E-Mail: tfallang@billbarrettcorp.com		7. If Unit or CA Agreement, Name and No.
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202		8. Lease Name and Well No. 5-20-46 DLB
3b. Phone No. (include area code) Ph: 303-312-8134		9. API Well No. 43-013-33659
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SENW 1652FNL 2118FWL At proposed prod. zone SWNW 1916FNL 946FWL		10. Field and Pool, or Exploratory ALTAMONT
14. Distance in miles and direction from nearest town or post office* 16 MILES SW OF DUCHESNE, UT		11. Sec., T., R., M., or Blk. and Survey or Area Sec 20 T4S R6W Mer UBM
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 1638	16. No. of Acres in Lease 124793.50	12. County or Parish DUCHESNE
17. Spacing Unit dedicated to this well	13. State UT	
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 2318	19. Proposed Depth 6500 MD 6300 TVD	20. BLM/BIA Bond No. on file
21. Elevations (Show whether DF, KB, RT, GL, etc.) 6089 GL	22. Approximate date work will start 08/01/2011	23. Estimated duration 65

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 (Electronic Submission)	Name (Printed/Typed) TRACEY FALLANG Ph: 303-312-8134	Date 10/14/2010
Title REGULATORY MANAGER		
Approved by (Signature) 	Name (Printed/Typed) Jerry Kenczka	Date MAR 16 2011
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

Application approval does not warrant or certify 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.

Additional Operator Remarks (see next page)

Electronic Submission #94903 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by ROBIN HANSEN on 10/20/2010 (11RRH0248AE)

NOTICE OF APPROVAL
RECEIVED
MAR 29 2011

DIV. OF OIL, GAS & MINING

** BLM REVISED **

UDOGM

11RRH0248AE

NO NOS



**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: 5-20-46 DLB
API No: 43-013-33659

Location: SENW, Sec. 20, 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.

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

- A 77.31' by 30' foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
- The operator will strictly adhere to all Stipulations and Conditions of Approval associated with the Lake Canyon Environmental Assessment for the location.
- A qualified Archeologist accompanied by a Tribal Technician will monitor trenching construction of pipeline.
- The Ute Tribe Energy and Minerals Department is to be notified, in writing 48 hours prior to construction of pipeline.
- Construction notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The company shall inform contractors to maintain construction of pipelines within the approved ROW's.
- The company shall assure the Ute Tribe that "ALL CONTRACTORS INCLUDING SUB-CONTRACTORS, LEASING CONTRACTORS, AND ETC," have acquired a current and valid Ute Tribal business license and have "Assess Permits" prior to construction, and will have these permits in all vehicles at all times.
- You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APD's, COAs, and ROWs applications the operator will notify the Ute Tribe in writing and will receive written authorization of any such change with appropriate authorization.
- The operator will implement "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, ROW permits/authorizations, and COAs on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations shall be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- All personnel shall refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.
- The personnel from the Ute Tribe/BIA shall be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.

- Upon completion of Application for Corridor Right-Way, the company will notify the Ute Tribe Energy and Minerals Department, so that Tribal Technician can verify Affidavit of Completion.
- All production facilities will be painted Olive Black to blend in with surrounding vegetation.
- Construct a diversion ditch around pad area as referenced on cut-sheet in APD.

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

SITE SPECIFIC DOWNHOLE COAs:

- Production casing cement shall be brought up and into the surface casing. The minimum cement top is 200 ft above the surface casing shoe.
- Oil (or Diesel) shall not be used in the water based mud system without prior approval. Written request for approval shall be required.

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 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.

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.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- 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 (¼¼, 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 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: 5-20-46 DLB
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013336590000
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: 1652 FNL 2118 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 20 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: 5/16/2011 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 50px;" type="text"/>

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

BBC is requesting a one year extension to this APD that expires 5/16/2011. Per previous conversations had between Tracey Fallang of BBC and Brad Hill, an extension may be granted on this APD due to the fact that federal authority approval was recently received.

Approved by the Utah Division of Oil, Gas and Mining

Date: 04/14/2011

By:

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 4/8/2011



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013336590000

API: 43013336590000

Well Name: 5-20-46 DLB

Location: 1652 FNL 2118 FWL QTR SENW SEC 20 TWNP 040S RNG 060W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 5/16/2007

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 rightof- way, which could affect the proposed location? Yes No

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

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

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

Signature: Brady Riley

Date: 4/8/2011

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

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
1. TYPE OF WELL Gas Well	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP	7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	8. WELL NAME and NUMBER: 5-20-46 DLB
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1652 FNL 2118 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 20 Township: 04.0S Range: 06.0W Meridian: U	9. API NUMBER: 43013336590000
9. FIELD and POOL or WILDCAT: ALTAMONT	COUNTY: DUCHESNE
9. FIELD and POOL or WILDCAT: ALTAMONT	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: 12/1/2012	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input checked="" type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

This sundry is being submitted to request a one year extension of the subject APD. Drilling operations are scheduled to begin on 12/01/2012 for this well.

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

Date: April 09, 2012
By: 

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 4/2/2012	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013336590000

API: 43013336590000

Well Name: 5-20-46 DLB

Location: 1652 FNL 2118 FWL QTR SENW SEC 20 TWP 040S RNG 060W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 5/16/2007

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 rightof- way, which could affect the proposed location? Yes No

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

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

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

Signature: Venessa Langmacher

Date: 4/2/2012

Title: Senior Permit Analyst Representing: BILL BARRETT CORP

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Triple A Drilling
 Submitted By Venessa Langmach Phone Number 303-312-8172
 Well Name/Number 5-20-46 DLB
 Qtr/Qtr SE NW Section 20 Township 4S Range 6W
 Lease Serial Number 1420H625500
 API Number 4301333659

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time 9/30/2012 8:00 AM PM

Casing – Please report time casing run starts, not cementing times.

- Surface Casing
- Intermediate Casing
- Production Casing
- Liner
- Other

Date/Time _____ AM PM

BOPE

- Initial BOPE test at surface casing point
- BOPE test at intermediate casing point
- 30 day BOPE test
- Other

RECEIVED

SEP 27 2012

DIV. OF OIL, GAS & MINING

Date/Time _____ AM PM

Remarks _____

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) 312-8172

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301333659	5-20-46 DLB		SEnw	20	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	new	19750	10/4/2012			10/24/2012	
Comments: Spudding Operation was conducted by Triple A Drilling @ 10:00 am. WSTC BHL:							

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:							

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)

Venessa Langmacher

Name (Please Print)

Venessa Langmacher

Signature

Sr Permit Analyst

10/5/2012

Title

Date

OCT 12 2012

RECEIVED

Div. of Oil, Gas & Mining

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# PATTERSON 313
 Submitted By CECIL CROW Phone Number 303-353-5394
 Well Name/Number 5-20-46 DLB
 Qtr/Qtr SENW Section 20 Township 4S Range 6W
 Lease Serial Number 2OG0005500
 API Number 43-013-33659-00-X1

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM PM

Casing – Please report time casing run starts, not cementing times.

- Surface Casing
- Intermediate Casing
- Production Casing
- Liner
- Other

RECEIVED
 OCT 30 2012
 DIV. OF OIL, GAS & MINING

Date/Time 10/29/2012 10:00 AM PM

BOPE

- Initial BOPE test at surface casing point
- BOPE test at intermediate casing point
- 30 day BOPE test
- Other

Date/Time _____ AM PM

Remarks RUN SURFACE CASING & CEMENTING

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# PATTERSON 313
 Submitted By CECIL CROW Phone Number 303-353-5394
 Well Name/Number 5-20-46 DLB
 Qtr/Qtr SENW Section 20 Township 4S Range 6W
 Lease Serial Number 2OG0005500
 API Number 43-013-33659-00-X1

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM PM

Casing – Please report time casing run starts, not cementing times.

- Surface Casing
- Intermediate Casing
- Production Casing
- Liner
- Other

Date/Time _____ AM PM

BOPE

- Initial BOPE test at surface casing point
- BOPE test at intermediate casing point
- 30 day BOPE test
- Other

RECEIVED

OCT 30 2012

DIV. OF OIL, GAS & MINING

Date/Time 10/30/2012 6:00 AM PM

Remarks BOP TESTING

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: 5-20-46 DLB	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013336590000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1652 FNL 2118 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 20 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"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 10/31/2012	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
October 2012 monthly drilling activity report is attached.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY November 07, 2012		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 11/7/2012	

**5-20-46 DLB 10/22/2012 10:00 - 10/23/2012 06:00**

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status DRILLING	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
10:00	24.00	10:00	1	RIGUP & TEARDOWN	RIGGING DOWN

5-20-46 DLB 10/23/2012 06:00 - 10/24/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status DRILLING	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	RIGGING DOWN
18:00	12.00	06:00	1	RIGUP & TEARDOWN	WAIT ON DAYLIGHT

5-20-46 DLB 10/24/2012 06:00 - 10/25/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status DRILLING	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	HAUL MUD TANKS/MUD PUMPS/SCR HOUSE/BOILER/DAY TANK/FUEL TANK/UPRIGHTS/CMT BINS/FLY DERRICK OFF SUB & BREAK DOWN A-LEGS/PREP SUBS TO MOVE
18:00	12.00	06:00	1	RIGUP & TEARDOWN	WAIT ON DAYLIGHT

5-20-46 DLB 10/25/2012 06:00 - 10/26/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status DRILLING	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	MOVE RIG/RIG UP
18:00	12.00	06:00	1	RIGUP & TEARDOWN	WAIT ON DAYLIGHT

5-20-46 DLB 10/26/2012 06:00 - 10/27/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status DRILLING	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	RU W/TRUCKS PIN DERRICK SET ON SUB, MOVE & RU CAMPS, ELECTRICAL, ETC
18:00	12.00	06:00	1	RIGUP & TEARDOWN	WAIT ON DAYLIGHT

5-20-46 DLB 10/27/2012 06:00 - 10/28/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status DRILLING	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00			FIRE UP GENS/RAISE DERRICK/RU FLOOR, BOILER, PIPE WRANGLER, SERVICE LOOPS, TOP DRIVE & TRACK, CONDUCTOR, FLOW LINE, MOUSE HOLE.

5-20-46 DLB 10/28/2012 06:00 - 10/29/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status DRILLING	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	5.00	11:00	1	RIGUP & TEARDOWN	STRAP BHA/SLIP DRILL LINE/10-PT CAL/MIX SPUD MUD/PRE-SPUD INSPECTION
11:00	1.50	12:30	20	DIRECTIONAL WORK	MU BIT, MUD MTR, SHOCK SUB, 3-PT REAMER, UBHO, MDC, GAP SUB, XO
12:30	0.50	13:00	7	LUBRICATE RIG	TROUBLESHOOT GROUND FAULT ON SCR HOUSE
13:00	9.50	22:30	8	REPAIR RIG	WORK ON SERVICE LOOP, WAIT ON SERVICE LOOP, REPLACE SERVICE LOOP ON TOP DRIVE
22:30	1.50	00:00	2	DRILL ACTUAL	DRILL ACTUAL/ 102'-218'/ WOB 10K/PUMP #1 120 / PUMP #2 0/ ROT RPM 42/ BIT RPM 85/ ROP 77.33
00:00	3.50	03:30	3	REAMING	REAM & CLEAN OUT HOLE
03:30	1.00	04:30	20	DIRECTIONAL WORK	MU MONEL, 3-PT REAMER, 2-8" D.C., XO
04:30	1.50	06:00	2	DRILL ACTUAL	DRILL ACTUAL/ 218'-287'/ WOB 10K/PUMP #1 120 / PUMP #2 0/ ROT RPM 42/ BIT RPM 85/ ROP 46.0

5-20-46 DLB 10/29/2012 06:00 - 10/30/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status DRILLING	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	2	DRILL ACTUAL	DRILL ACTUAL/ 287'-1,124'/ WOB 18K/PUMP #1 70 / PUMP #2 70/ ROT RPM 42/ BIT RPM 99/ ROP 79.71
16:00	0.50	16:30	7	LUBRICATE RIG	RIG SERVICE
16:30	0.50	17:00	2	DRILL ACTUAL	DRILL ACTUAL/ 1,124'-1,139'/ WOB 18K/PUMP #1 70 / PUMP #2 70/ ROT RPM 42/ BIT RPM 99/ ROP 30
17:00	1.00	18:00	6	TRIPS	WIPER TRIP
18:00	0.50	18:30	5	COND MUD & CIRC	CIRC SWEEPS TO SURFACE
18:30	1.00	19:30	6	TRIPS	TOOH W/ BIT #1
19:30	1.50	21:00	20	DIRECTIONAL WORK	LD ALL 8" TOOLS
21:00	4.50	01:30	12	RUN CASING & CEMENT	RU CASING CREW/HELD SAFETY MEETING/RUN 26 JTS 1,142.75' EVRAZ 9-5/8 J-55 36# 8RD ST&C Rng3 SURFACE CSG/CIRC 524', 831', 1,125'/SHOE @ 1,139'/RD CASING CREW
01:30	2.50	04:00	12	RUN CASING & CEMENT	RU HALLIBURTON/HELD SAFETY MEETING/TEST LINES @ 5,000 PSI PUMP 20 BBL H2O SPACER/40BBL SUPER FLUSH/ 10 BBL H2O SPACER/ 110 SKS 61.9 BBL 374.55 CU/FT 11.0PPG 3.16 YEILD 19.48 GAL/SK/235 SKS 55.7 BBL 312.74 CU/FT 14.8PPG 1.33 YEILD 6.31 GAL/SK DISPLACE 84.4 BBL DISPLACEMENT H2O FLUID, FINAL LIFT 413 PSI, BUMP PLUG @ 989 PSI, FLOATS HELD. 29 BBL CMT TO SURFACE/RD HALLIBURTON
04:00	1.50	05:30	13	WAIT ON CEMENT	WOC/FLUSH CONDUCTOR, FLOWLINE, SHAKER MANIFOLD/PREP CELLAR FOR WELDER
05:30	0.50	06:00	14	NIPPLE UP B.O.P	CUT CASING

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# PATTERSON 313
 Submitted By CECIL E. CROW Phone Number 303-353-5394
 Well Name/Number 5-20-46 DLB
 Qtr/Qtr SENW Section 20 Township 4S Range 6W
 Lease Serial Number 2OG0005500
 API Number 43-013-33659-00-X1

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM PM

Casing – Please report time casing run starts, not cementing times.

- Surface Casing
- Intermediate Casing
- Production Casing
- Liner
- Other

RECEIVED
 NOV 06 2012
 DIV. OF OIL, GAS & MINING

Date/Time 11/03/2012 19:30 AM PM

BOPE

- Initial BOPE test at surface casing point
- BOPE test at intermediate casing point
- 30 day BOPE test
- Other

Date/Time _____ AM PM

Remarks RUN PRODUCTION CASING & CEMENT

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
1. TYPE OF WELL Gas Well	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP	7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	8. WELL NAME and NUMBER: 5-20-46 DLB
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1652 FNL 2118 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 20 Township: 04.0S Range: 06.0W Meridian: U	9. API NUMBER: 43013336590000
9. FIELD and POOL or WILDCAT: ALTAMONT	COUNTY: DUCHESNE
9. PHONE NUMBER: 303 312-8164 Ext	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: 12/3/2012	<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: <input style="width: 100px;" type="text"/>

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

November 2012 monthly drilling activity report is attached.

**Accepted by the
 Utah Division of
 Oil, Gas and Mining
 FOR RECORD ONLY
 December 04, 2012**

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 12/3/2012	

**5-20-46 DLB 11/1/2012 06:00 - 11/2/2012 06:00**

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.50	16:30	2	DRILL ACTUAL	DRILL ACTUAL/ 3,870'-4,723'/ WOB 18K/PUMP #1 120 / PUMP #2 0/ ROT RPM 45/ BIT RPM 80/ ROP 85.3
16:30	0.50	17:00	7	LUBRICATE RIG	RIG SERVICE
17:00	13.00	06:00	2	DRILL ACTUAL	DRILL ACTUAL/ 4,723'-5,523'/ WOB 18K/PUMP #1 120 / PUMP #2 0/ ROT RPM 45/ BIT RPM 80/ ROP 61.5

5-20-46 DLB 11/2/2012 06:00 - 11/3/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	6.00	12:00	2	DRILL ACTUAL	DRILL ACTUAL/ 5,523'-6,059'/ WOB 18K/PUMP #1 120 / PUMP #2 0/ ROT RPM 45/ BIT RPM 80/ ROP 89.33
12:00	1.50	13:30	5	COND MUD & CIRC	CIRC BTMS UP/LISTEN TO PUMPS/PREP FOR TOO H
13:30	3.50	17:00	6	TRIPS	TOOH W/ BIT #2/ LOST 900PSI
17:00	2.00	19:00	20	DIRECTIONAL WORK	CHANGE OUT BIT & MUD MTR/SCRIBE & ORIENTATE
19:00	4.00	23:00	6	TRIPS	TIH W/ BIT #3/BREAK CIRC @ SHOE & 3,600'
23:00	4.00	03:00	2	DRILL ACTUAL	DRILL ACTUAL/ 6,059'-6,445'/ WOB 18K/PUMP #1 120 / PUMP #2 0/ ROT RPM 45/ BIT RPM 80/ ROP ???
03:00	0.50	03:30	5	COND MUD & CIRC	CIRC SWEEPS TO SURFACE
03:30	1.50	05:00	6	TRIPS	15-STD WIPER TRIP
05:00	1.00	06:00	5	COND MUD & CIRC	CIRC SWEEPS TO SURFACE

5-20-46 DLB 11/3/2012 06:00 - 11/4/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	6	TRIPS	TOOH W/BIT #3
09:00	1.50	10:30	20	DIRECTIONAL WORK	LD DIRECTIONAL TOOLS
10:30	7.50	18:00	11	WIRELINE LOGS	HELD SAFETY MEETING/RU LOGGERS/LOGGERS DEPTH 6,433'/DRILERS DEPTH 6,445'/RD LOGGERS
18:00	4.50	22:30	6	TRIPS	TIH W/CLEAN UP BIT/BRK CIRC @ 1,140'/3,600'
22:30	0.50	23:00	5	COND MUD & CIRC	CIRC BTMS UP
23:00	5.00	04:00	6	TRIPS	LD DRILL STRING
04:00	0.50	04:30	21	OPEN	PULL WEAR BUSHING
04:30	1.50	06:00	12	RUN CASING & CEMENT	RU CASING CREW/HELD SAFETY MEETING/RUN CASING

5-20-46 DLB 11/4/2012 06:00 - 11/5/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	7.50	13:30	12	RUN CASING & CEMENT	HELD SAFETY MEETING/RUN 155 JTS 6,444' 5-1/2 P-110 17# 8RD LT&C 8RD Rng3 PRODUCTION CSG/CIRC 1,140', 2,529', 5,022', & 6,445'. SHOE @ 6,444'/RD CASING CREW
13:30	3.50	17:00	12	RUN CASING & CEMENT	RU HALLIBURTON/TEST LINES @ 5,000 PSI PUMP 10 BBL H2O SPACER/40BBL SUPER FLUSH/ 10 BBL H2O SPACER/ 380 SKS 157.0 BBL 881.52 CU/FT 11.00PPG 2.32 YEILD 10.61 GAL/SK/490SKS 124 BBL 696.23CU/FT 13.5PPG 1.42 YEILD 6.65 GAL/SK DISPLACE 148.6 BBL DISPLACMENT H2O W/BIOCIDE, FINAL LIFT 1277 PSI, BUMP PLUG @ 1,876 PSI HELD 3-MIN.FLOATS HELD/RD HALLIBURTON
17:00	2.00	19:00	14	NIPPLE UP B.O.P	ND BOP/PU 165K 35K OVER ST WT. SET SLIPS @ 16K 30K OVER ST WT.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
19:00	11.00	06:00	1	RIGUP & TEARDOWN	CLEAN PITS/FORK LIFT TURNED OVER ON ITS SIDE @ 1:00A.M.

5-20-46 DLB 11/5/2012 06:00 - 11/6/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013336590000	Utah	Duchesne	Brundage Canyon/Lake Canyon	COMPLETION	6,445.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	RD/LD TOP DRIVE AND PART OF TRACK/FLIP FORKLIFT OFF ITS SIDE/DRILLER INJURED LAYING OUT TOP DRIVE TRACK
18:00	12.00	06:00	1	RIGUP & TEARDOWN	WAIT ON DAYLIGHT

5-20-46 DLB 11/6/2012 06:00 - 11/7/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013336590000	Utah	Duchesne	Brundage Canyon/Lake Canyon	COMPLETION	6,445.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	RD/HAUL 3-CAMPS TO RULISON, CO STALLIONS YARD/HAUL PIPE TUBS TO PATTERSONS YARD FRUITA, CO
18:00	12.00	06:00	1	RIGUP & TEARDOWN	WAIT ON DAYLIGHT

5-20-46 DLB 11/7/2012 06:00 - 11/8/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013336590000	Utah	Duchesne	Brundage Canyon/Lake Canyon	COMPLETION	6,445.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	RIGGING DOWN MOVING RIG TO FRUITA
18:00	12.00	06:00	1	RIGUP & TEARDOWN	WAIT ON DAYLIGHT

5-20-46 DLB 11/8/2012 06:00 - 11/9/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013336590000	Utah	Duchesne	Brundage Canyon/Lake Canyon	COMPLETION	6,445.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	RD/MOVE RIG TO FRUITA
18:00	12.00	06:00	1	RIGUP & TEARDOWN	WAIT ON DAYLIGHT

5-20-46 DLB 11/9/2012 06:00 - 11/10/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013336590000	Utah	Duchesne	Brundage Canyon/Lake Canyon	COMPLETION	6,445.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	RD/MOVE RIG TO FRUITA YARD
18:00	12.00	06:00	1	RIGUP & TEARDOWN	WAIT ON DAYLIGHT LAST REPORT

5-20-46 DLB 11/11/2012 06:00 - 11/12/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013336590000	Utah	Duchesne	Brundage Canyon/Lake Canyon	COMPLETION	6,445.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

**5-20-46 DLB 11/12/2012 06:00 - 11/13/2012 06:00**

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

5-20-46 DLB 11/13/2012 06:00 - 11/14/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	HSM. CLEAN CELLAR. PAD WITH DIRT. CHECK PRESSURES. ND NIGHT CAP. MAKE FINAL CUT. NU 7" 5K TBG HEAD. PRESSURE TEST VOID.

5-20-46 DLB 11/14/2012 06:00 - 11/15/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	MIRU SLB AND FRONTIER. RIH W/ GR/JB. TAG AT 6340' (59' FILL). RIH W/ CBL/GR/CCL/TEMP. LOG WITH 1000# PRES. FOUND SJ AT 5813'-5836' AND 3972'-3994'. BHT 185*. PRES 2933 PSI. CMT BOND- GOOD TD TO 1470'. OK 1470'-1130'. TOC 1130'. RDMO SLB.

5-20-46 DLB 11/19/2012 06:00 - 11/20/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	Construction Crew Working On Facilities. Setting Frac Line. Filling Frac Line.

5-20-46 DLB 11/20/2012 06:00 - 11/21/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	Set FBT's. KCL Full, Produced 70% Full. Consctrional Crew Working On Facilities.

5-20-46 DLB 11/21/2012 06:00 - 11/22/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	Construction Crew Working On Facilities. Finish Filling Frac Line

5-20-46 DLB 11/24/2012 06:00 - 11/25/2012 06:00

API/UWI 43013336590000	State/Province Utah	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 6,445.0	Primary Job Type Drilling & Completion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	Set Frac Mandrel. Set Frac Tree And GoatHead. Rig Up FlowBack And SandTrap. Test.

5-20-46 DLB 11/27/2012 06:00 - 11/28/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013336590000	Utah	Duchesne	Brundage Canyon/Lake Canyon	COMPLETION	6,445.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00		06:00	GOP	General Operations	HEAT FRAC LINE TO 105*.

5-20-46 DLB 11/28/2012 06:00 - 11/29/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013336590000	Utah	Duchesne	Brundage Canyon/Lake Canyon	COMPLETION	6,445.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	6.00	12:00	PFRT	Perforating	ALL PERFS CORRELATED TO SLB CBL/GR/CCL/TEMP LOG DATED 11/14/12 ALL GUNS ARE 3-1/8" OD W/ 3104 PJO, 23 GR, .38" EHD, 36" PENT, 3 SPF ON 120* PHASING. MIRU SLB WITH 10K LUB. PU GUNS FOR STG 1. RIH AND CORRELATE TO SJ AT 3972'-3994' AND 5813'-5835'. RUN DOWN AND PERF CR-4 AND CR-4A FORM 5897'-6168' WITH 45 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT WELL IN.
12:00	18.00	06:00	GOP	General Operations	MOVE IN AND RU HES FRAC.

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	
1. TYPE OF WELL Gas Well		7. UNIT or CA AGREEMENT NAME:	
2. NAME OF OPERATOR: BILL BARRETT CORP		8. WELL NAME and NUMBER: 5-20-46 DLB	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43013336590000	
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1652 FNL 2118 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 20 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: 12/3/2012 <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 checked="" 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: <input style="width: 100px;" type="text"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.			
This well had first gas sales on 12/3/12.			
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY December 17, 2012			
NAME (PLEASE PRINT) Venessa Langmacher		PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A		DATE 12/11/2012	

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. 1420H625500

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

8. Lease Name and Well No. 5-20-46 DLB

9. API Well No. 43-013-33659

10. Field and Pool, or Exploratory ALTAMONT

11. Sec., T., R., M., or Block and Survey or Area Sec 20 T4S R6W Mer UBM

12. County or Parish DUCHESNE

13. State UT

14. Date Spudded 10/04/2012 9-30-2012

15. Date T.D. Reached 11/03/2012

16. Date Completed 12/03/2012 D & A Ready to Prod.

17. Elevations (DF, KB, RT, GL)* 6088 GL

18. Total Depth: MD 6445 TVD 6215

19. Plug Back T.D.: MD 6399 TVD 6169

20. Depth Bridge Plug Set: MD TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each) BOREHOLE, TEMP, CBL

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 Cement Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
26.000	16.000 COND		0	80	80			0	
12.250	9.625 J-55	36.0	0	1139	1135	345	118	0	
8.750	5.500 P-110	17.0	0	6445	6442	870	281	1280	

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	4596							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	4623	5138	4623 TO 5138	0.440	78	OPEN
B) WASATCH	5153	6168	5153 TO 6168	0.440	180	OPEN
C)						
D)						

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

Depth Interval	Amount and Type of Material
4623 TO 5138	GREEN RIVER: SEE TREATMENT STAGES 5-6
5153 TO 6168	WASATCH: SEE TREATMENT STAGES 1-4

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
12/03/2012	12/12/2012	24	→	307.0	311.0	507.0	52.0		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	
20/64	600	1500.0	→	307	311	507	1013	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	
			→						

RECEIVED
DEC 20 2012

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

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.)
SOLD

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	816
				MAHOGANY	1352
				DOUGLAS CREEK	3596
				BLACK SHALE	4403
				CASTLE PEAK	4639
				UTELAND BUTTE	4935
				WASATCH	5150
				TD	6445

32. Additional remarks (include plugging procedure):

TOC was calculated by CBL. CBL and Temp log mailed due to file size. Conductor was cemented with grout. Treatment data attached. First gas sales 12/3/2012.

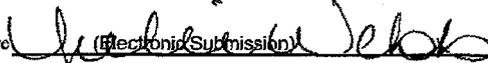
33. Circle enclosed attachments:

- 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 #167721 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal

Name (please print) JULIE WEBB Title PERMIT ANALYST

Signature  (Electronic Submission) Date 12/20/2012

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 ****

5-20-46 DLB Completion Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)			
AMOUNT AND TYPE OF MATERIAL			
<u>Stage</u>	<u>BBS Slurry</u>	<u>lbs 100 Common Mesh</u>	<u>lbs 20/40 White Sand</u>
1	2,926		135,100
2	3,195		149,900
3	3,207		150,000
4	3,181		149,900
5	3,604	14,200	159,900
6	2,903	12,640	112,800

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



Bill Barrett Corporation

Bill Barrett Corp. (II)

Duchesne Co., UT (NAD27)

Sec.20-T4S-R6W

#5-20-46 DLB

OH

Survey: OH

Standard Survey Report

05 November, 2012

RECEIVED

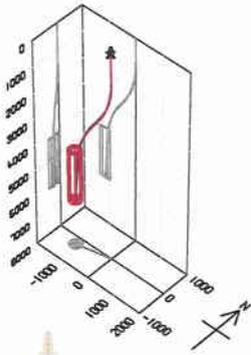
DEC 20 2012

DIV. OF OIL, GAS & MINING





Bill Barrett Corp. (II)
 Project: Duchesne Co., UT (NAD27)
 Site: Sec.20-T4S-R6W
 Well: #5-20-46 DLB
 Wellbore: OH
 Design: OH
 Latitude: 40° 7' 15.88 N
 Longitude: 110° 35' 15.02 W
 Ground Level: 6088.00
 KB 23' @ 6111.00ft



REFERENCE INFORMATION

Co-ordinate (N/E) Reference: Well #5-20-46 DLB, True North
 Vertical (TVD) Reference: KB 23' @ 6111.00ft
 Section (VS) Reference: Slot - (0.00N, 0.00E)
 Measured Depth Reference: KB 23' @ 6111.00ft
 Calculation Method: Minimum Curvature

PROJECT DETAILS: Duchesne Co., UT (NAD27)

Geodetic System: US State Plane 1927 (Exact solution)
 Datum: NAD 1927 (NADCON CONUS)
 Ellipsoid: Clarke 1866
 Zone: Utah Central 4302
 System Datum: Mean Sea Level

WELL DETAILS: #5-20-46 DLB

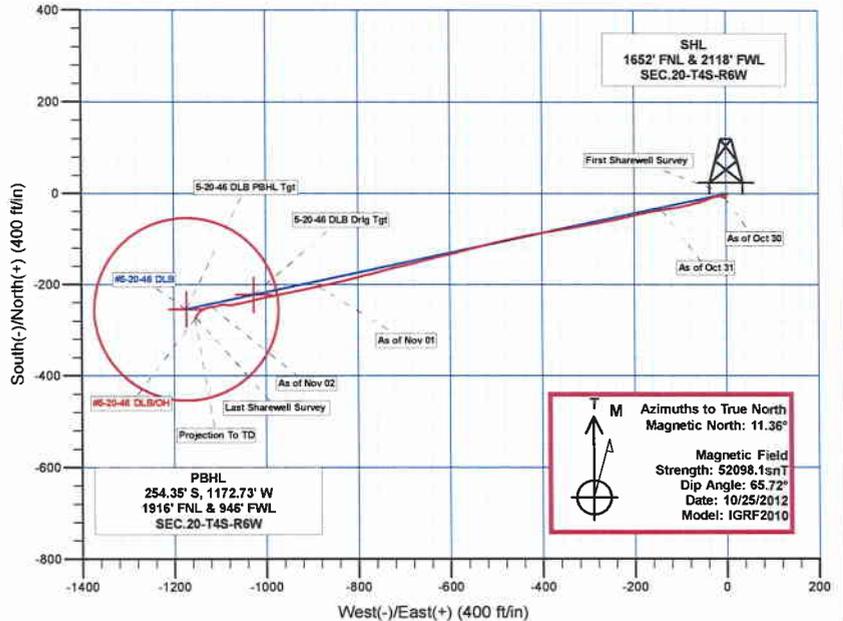
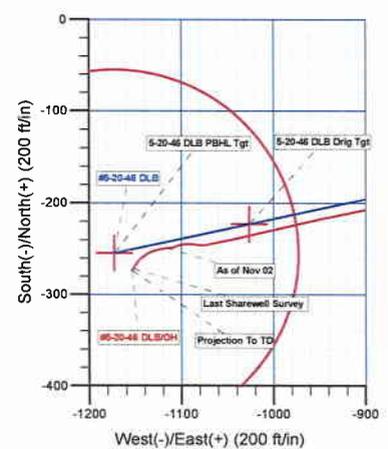
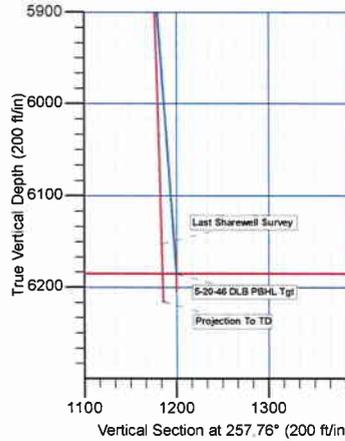
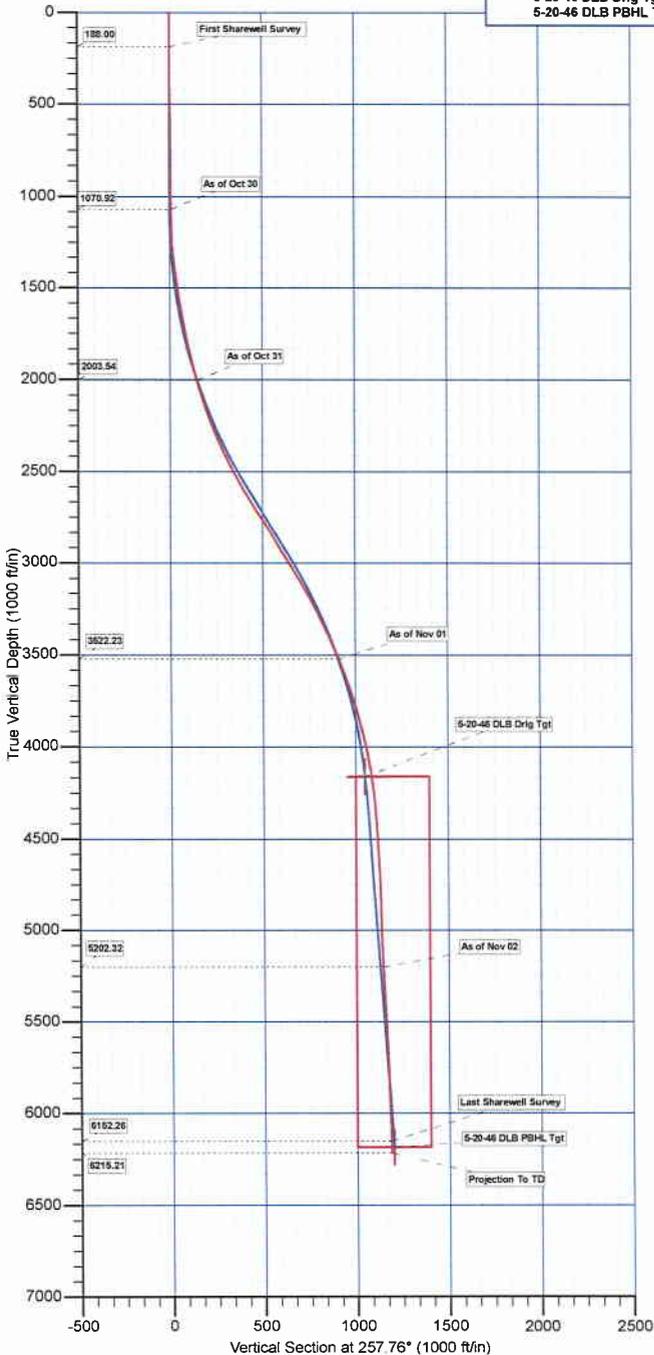
+N/-S	+E/-W	Northing	Easting	Ground Level: 6088.00	Latitude	Longitude	Slot
0.00	0.00	652449.50	2255174.62		40° 7' 15.88 N	110° 35' 15.02 W	

WELLBORE TARGET DETAILS (MAP CO-ORDINATES AND LAT/LONG)

Name	TVD	+N/-S	+E/-W	Latitude	Longitude	Shape
5-20-46 DLB Drig Tgt	4160.00	-222.56	-1026.14	40° 7' 13.68 N	110° 35' 28.23 W	Point
5-20-46 DLB PBHL Tgt	6185.00	-254.35	-1172.73	40° 7' 13.37 N	110° 35' 30.12 W	Circle (Radius: 200.00)

ANNOTATIONS

TVD	MD	Inc	Azi	+N/-S	+E/-W	VSec	Departure	Annotation
188.00	188.00	0.700	162.40	-1.09	0.35	-0.11	1.15	First Sharewell Survey
1070.92	1071.00	1.000	296.60	-7.68	-3.51	5.06	12.71	As of Oct 30
2003.54	2017.00	16.500	261.30	-35.91	-140.33	144.76	154.45	As of Oct 31
3522.23	3723.00	22.800	259.00	-204.13	-885.73	908.87	918.97	As of Nov 01
5202.32	5431.00	2.500	262.10	-248.99	-1116.63	1144.03	1155.48	As of Nov 02
6152.26	6382.00	2.300	207.80	-271.42	-1152.26	1183.61	1199.77	Last Sharewell Survey
6215.21	6445.00	2.300	207.00	-273.67	-1153.42	1185.22	1202.30	Projection To TD



T M Azimuths to True North
 Magnetic North: 11.36°
 Magnetic Field
 Strength: 52098.4nT
 Dip Angle: 65.72°
 Date: 10/25/2012
 Model: IGRF2010

Design: OH (#5-20-46 DLB/OH)

Created By: Rolando Garza Date: 7:43, November 05 2012

Company: Bill Barrett Corp. (II)
Project: Duchesne Co., UT (NAD27)
Site: Sec.20-T4S-R6W
Well: #5-20-46 DLB
Wellbore: OH
Design: OH

Local Co-ordinate Reference: Well #5-20-46 DLB
TVD Reference: KB 23' @ 6111.00ft
MD Reference: KB 23' @ 6111.00ft
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: CompassVM

Project	Duchesne Co., UT (NAD27)		
Map System:	US State Plane 1927 (Exact solution)	System Datum:	Mean Sea Level
Geo Datum:	NAD 1927 (NADCON CONUS)		
Map Zone:	Utah Central 4302		

Site	Sec.20-T4S-R6W		
Site Position:		Northing:	652,449.51 usft
From:	Lat/Long	Easting:	2,255,174.62 usft
Position Uncertainty:	0.00 ft	Slot Radius:	1.10 ft
		Latitude:	40° 7' 15.88 N
		Longitude:	110° 35' 15.02 W
		Grid Convergence:	0.58 °

Well	#5-20-46 DLB		
Well Position	+N/-S	0.00 ft	Northing: 652,449.50 usft
	+E/-W	0.00 ft	Easting: 2,255,174.62 usft
Position Uncertainty	0.00 ft	Wellhead Elevation:	ft
		Latitude:	40° 7' 15.88 N
		Longitude:	110° 35' 15.02 W
		Ground Level:	6,088.00 ft

Wellbore	OH				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	10/25/12	11.36	65.72	52,098

Design	OH				
Audit Notes:					
Version:	1.0	Phase:	ACTUAL	Tie On Depth:	0.00
Vertical Section:	Depth From (TVD) (ft)	+N/-S (ft)	+E/-W (ft)	Direction (°)	
	0.00	0.00	0.00	257.76	

Survey Program	Date	11/05/12			
From (ft)	To (ft)	Survey (Wellbore)	Tool Name	Description	
188.00	6,445.00	OH (OH)	MWD	MWD - Standard	

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	
0.00	0.000	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
188.00	0.700	162.40	188.00	-1.09	0.35	-0.11	0.37	0.37	0.00	
First Sharewell Survey										
280.00	0.800	171.10	279.99	-2.26	0.62	-0.12	0.16	0.11	9.46	
337.00	0.700	182.70	336.98	-3.01	0.66	-0.01	0.32	-0.18	20.35	
431.00	0.700	194.20	430.98	-4.14	0.49	0.39	0.15	0.00	12.23	
497.00	0.800	200.20	496.97	-4.96	0.24	0.82	0.19	0.15	9.09	
589.00	1.100	207.20	588.96	-6.35	-0.39	1.73	0.35	0.33	7.61	
681.00	1.200	229.90	680.94	-7.75	-1.53	3.14	0.50	0.11	24.67	
773.00	0.800	260.40	772.93	-8.48	-2.90	4.63	0.71	-0.43	33.15	
866.00	0.400	58.80	865.92	-8.42	-3.26	4.97	1.27	-0.43	170.32	

Company: Bill Barrett Corp. (II)
Project: Duchesne Co., UT (NAD27)
Site: Sec.20-T4S-R6W
Well: #5-20-46 DLB
Wellbore: OH
Design: OH

Local Co-ordinate Reference: Well #5-20-46 DLB
TVD Reference: KB 23' @ 6111.00ft
MD Reference: KB 23' @ 6111.00ft
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: CompassVM

Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
961.00	0.200	67.90	960.92	-8.19	-2.83	4.50	0.22	-0.21	9.58
1,071.00	1.000	296.60	1,070.92	-7.68	-3.51	5.06	1.04	0.73	-119.36
As of Oct 30									
1,165.00	1.900	301.80	1,164.89	-6.50	-5.56	6.81	0.97	0.96	5.53
1,259.00	3.900	280.50	1,258.76	-5.09	-10.03	10.88	2.38	2.13	-22.66
1,354.00	6.400	261.10	1,353.38	-5.32	-18.44	19.15	3.17	2.63	-20.42
1,449.00	8.200	251.00	1,447.61	-8.35	-30.08	31.17	2.32	1.89	-10.63
1,543.00	9.200	248.50	1,540.53	-13.28	-43.41	45.24	1.14	1.06	-2.66
1,638.00	9.900	252.00	1,634.21	-18.59	-58.24	60.86	0.96	0.74	3.68
1,733.00	10.800	254.00	1,727.66	-23.57	-74.57	77.87	1.02	0.95	2.11
1,828.00	12.800	259.70	1,820.65	-27.90	-93.48	97.27	2.43	2.11	6.00
1,923.00	14.500	260.00	1,912.97	-31.85	-115.55	119.67	1.79	1.79	0.32
2,017.00	16.500	261.30	2,003.54	-35.91	-140.33	144.76	2.16	2.13	1.38
As of Oct 31									
2,112.00	17.500	258.10	2,094.39	-40.90	-167.65	172.51	1.44	1.05	-3.37
2,207.00	19.400	256.50	2,184.51	-47.53	-196.97	202.57	2.07	2.00	-1.68
2,302.00	22.100	257.30	2,273.34	-55.14	-229.75	236.22	2.86	2.84	0.84
2,396.00	24.400	258.60	2,359.70	-62.87	-266.04	273.32	2.51	2.45	1.38
2,489.00	26.400	260.40	2,443.71	-70.12	-305.26	313.18	2.30	2.15	1.94
2,584.00	27.900	259.10	2,528.24	-77.84	-347.91	356.51	1.70	1.58	-1.37
2,679.00	30.600	260.40	2,611.12	-86.08	-393.59	402.89	2.92	2.84	1.37
2,774.00	31.600	258.50	2,692.46	-95.07	-441.82	451.93	1.47	1.05	-2.00
2,869.00	33.800	257.20	2,772.40	-105.89	-491.98	503.25	2.43	2.32	-1.37
2,964.00	30.800	254.90	2,852.70	-118.08	-541.25	553.98	3.41	-3.16	-2.42
3,059.00	30.700	255.60	2,934.34	-130.45	-588.22	602.50	0.39	-0.11	0.74
3,154.00	31.100	256.30	3,015.86	-142.29	-635.54	651.26	0.57	0.42	0.74
3,249.00	30.900	256.00	3,097.29	-154.01	-683.05	700.17	0.27	-0.21	-0.32
3,344.00	29.300	256.00	3,179.47	-165.53	-729.28	747.79	1.68	-1.68	0.00
3,439.00	27.200	255.70	3,263.15	-176.52	-772.88	792.73	2.22	-2.21	-0.32
3,533.00	23.900	254.50	3,347.95	-186.92	-812.05	833.22	3.55	-3.51	-1.28
3,628.00	23.600	257.00	3,434.91	-196.34	-849.13	871.45	1.11	-0.32	2.63
3,723.00	22.800	259.00	3,522.23	-204.13	-885.73	908.87	1.18	-0.84	2.11
As of Nov 01									
3,817.00	20.400	258.20	3,609.62	-210.95	-919.65	943.47	2.57	-2.55	-0.85
3,912.00	17.800	258.50	3,699.38	-217.24	-950.09	974.55	2.74	-2.74	0.32
4,007.00	17.000	255.30	3,790.04	-223.66	-977.75	1,002.94	1.31	-0.84	-3.37
4,102.00	14.600	258.60	3,881.44	-229.55	-1,002.93	1,028.79	2.70	-2.53	3.47
4,196.00	12.400	255.90	3,972.84	-234.35	-1,024.33	1,050.73	2.43	-2.34	-2.87
4,291.00	11.000	257.00	4,065.86	-238.87	-1,043.06	1,069.99	1.49	-1.47	1.16
4,386.00	8.400	260.10	4,159.50	-242.10	-1,058.73	1,085.99	2.79	-2.74	3.26
4,481.00	6.200	255.60	4,253.72	-244.57	-1,070.53	1,098.05	2.39	-2.32	-4.74
4,575.00	4.800	274.20	4,347.30	-245.55	-1,079.37	1,106.89	2.39	-1.49	19.79
4,670.00	3.600	281.30	4,442.04	-244.67	-1,086.26	1,113.44	1.37	-1.26	7.47

Company: Bill Barrett Corp. (II)
Project: Duchesne Co., UT (NAD27)
Site: Sec.20-T4S-R6W
Well: #5-20-46 DLB
Wellbore: OH
Design: OH

Local Co-ordinate Reference: Well #5-20-46 DLB
TVD Reference: KB 23' @ 6111.00ft
MD Reference: KB 23' @ 6111.00ft
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: CompassVM

Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
4,766.00	3.800	269.00	4,537.84	-244.14	-1,092.40	1,119.32	0.85	0.21	-12.81
4,861.00	3.300	263.20	4,632.66	-244.52	-1,098.26	1,125.13	0.65	-0.53	-6.11
4,956.00	2.100	249.50	4,727.55	-245.45	-1,102.61	1,129.58	1.43	-1.26	-14.42
5,051.00	1.600	242.00	4,822.50	-246.68	-1,105.41	1,132.58	0.58	-0.53	-7.89
5,146.00	1.500	242.10	4,917.47	-247.89	-1,107.68	1,135.05	0.11	-0.11	0.11
5,241.00	1.500	267.00	5,012.44	-248.53	-1,110.02	1,137.48	0.68	0.00	26.21
5,336.00	2.000	268.10	5,107.39	-248.65	-1,112.92	1,140.33	0.53	0.53	1.16
5,431.00	2.500	262.10	5,202.32	-248.99	-1,116.63	1,144.03	0.58	0.53	-6.32
As of Nov 02									
5,526.00	3.500	261.80	5,297.19	-249.69	-1,121.55	1,148.99	1.05	1.05	-0.32
5,621.00	3.200	255.30	5,392.02	-250.78	-1,126.98	1,154.53	0.51	-0.32	-6.84
5,716.00	3.200	246.50	5,486.88	-252.51	-1,131.98	1,159.78	0.52	0.00	-9.26
5,811.00	2.800	243.10	5,581.75	-254.62	-1,136.48	1,164.63	0.46	-0.42	-3.58
5,906.00	2.500	235.60	5,676.65	-256.84	-1,140.26	1,168.79	0.48	-0.32	-7.89
6,001.00	2.300	225.40	5,771.56	-259.34	-1,143.33	1,172.32	0.50	-0.21	-10.74
6,096.00	2.300	221.40	5,866.49	-262.11	-1,145.94	1,175.46	0.17	0.00	-4.21
6,192.00	2.300	219.50	5,962.41	-265.04	-1,148.44	1,178.53	0.08	0.00	-1.98
6,287.00	2.200	208.00	6,057.34	-268.13	-1,150.51	1,181.20	0.49	-0.11	-12.11
6,382.00	2.300	207.80	6,152.26	-271.42	-1,152.26	1,183.61	0.11	0.11	-0.21
Last Sharewell Survey									
6,445.00	2.300	207.00	6,215.21	-273.67	-1,153.42	1,185.22	0.05	0.00	-1.27
Projection To TD									

Survey Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
188.00	188.00	-1.09	0.35	First Sharewell Survey
1,071.00	1,070.92	-7.68	-3.51	As of Oct 30
2,017.00	2,003.54	-35.91	-140.33	As of Oct 31
3,723.00	3,522.23	-204.13	-885.73	As of Nov 01
5,431.00	5,202.32	-248.99	-1,116.63	As of Nov 02
6,382.00	6,152.26	-271.42	-1,152.26	Last Sharewell Survey
6,445.00	6,215.21	-273.67	-1,153.42	Projection To TD

Checked By: _____ Approved By: _____ Date: _____

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

Effective Date: 11/1/2016

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

WELL INFORMATION:

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

OPERATOR CHANGES DOCUMENTATION:

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

REVIEW:

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

NEW OPERATOR BOND VERIFICATION:

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

DATA ENTRY:

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

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

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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

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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

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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

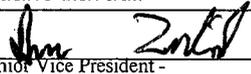
TRANSFER OF AUTHORITY TO INJECT

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

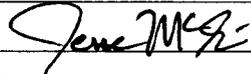
CURRENT OPERATOR

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

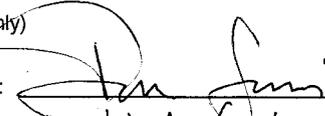
Name: Duane Zavadil
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

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

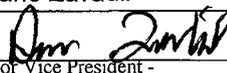
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

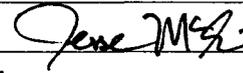
Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

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

NEW OPERATOR

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

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

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

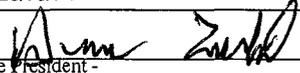
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

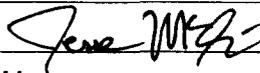
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE	Field or Unit Name CEDAR RIM
	Lease Designation and Number 2OG0005608
QQ, Section, Township, Range: SESE 9 3S 6W	State : UTAH

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.