



July 3, 2008

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

14-26-47 DLB
Tribal Surface/Tribal Minerals
SESW, Section 26-T4S-R7W
Duchesne County, Utah

Diana Mason, Environmental Scientist I:

Enclosed please find a copy of Bill Barrett Corporation's (BBC) application for permit to drill the above captioned well. Montgomery Archeological Consultants conducted a Class III archeological survey for this location the week of June 16, 2008. Once BBC receives a copy of this report it will be forwarded. Also, a copy of EIS Environmental and Engineering Consulting survey for this location has been sent under a previous cover for the # 7-19-46 DLB. This report does include the # 14-26-47 DLB location. The report, "Threatened, Endangered, Candidate, and Sensitive Species Survey" dated June 17, and 19, 2008 found no threatened or endangered species.

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

Sincerely,

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

Reed Haddock
Permit Analyst

Enclosures

RECEIVED

JUL 07 2008

DIV. OF OIL, GAS & MINING

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

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. # 14-26-47 DLB	
9. API Well No. Pending 43013-3 4025	
10. Field and Pool, or Exploratory Widdow	
11. Sec., T. R. M. or Blk. and Survey or Area Section 26-T4S-R7W U.S.B.&M.	
12. County or Parish Duchesne	
13. State UT	
1a. Type of work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER	
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	
2. Name of Operator BILL BARRETT CORPORATION	
3a. Address 1099 18th Street, Suite 2300 Denver CO 80202	3b. Phone No. (include area code) (303) 312-8546
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SESW, 605' FSL, 2138' FWL At proposed prod. zone SESW, 605' FSL, 2138' FWL	
14. Distance in miles and direction from nearest town or post office* Approximately 19.1 miles southwest of Duchesne, Utah	
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 605'	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. 4,800' Applied for loc.	19. Proposed Depth 8472'
	20. BLM/BIA Bond No. on file Nationwide Bond #WYB000040
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 7598' ungraded ground	22. Approximate date work will start* 09/15/2008
	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 07/03/2008
--------------------------------------	---	---------------------------

Title Permit Analyst		
Approved by (Signature) <i>Bradley G. Hill</i>	Name (Printed/Typed) BRADLEY G. HILL	Date 07-16-08
Title Office	ENVIRONMENTAL MANAGER	

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

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

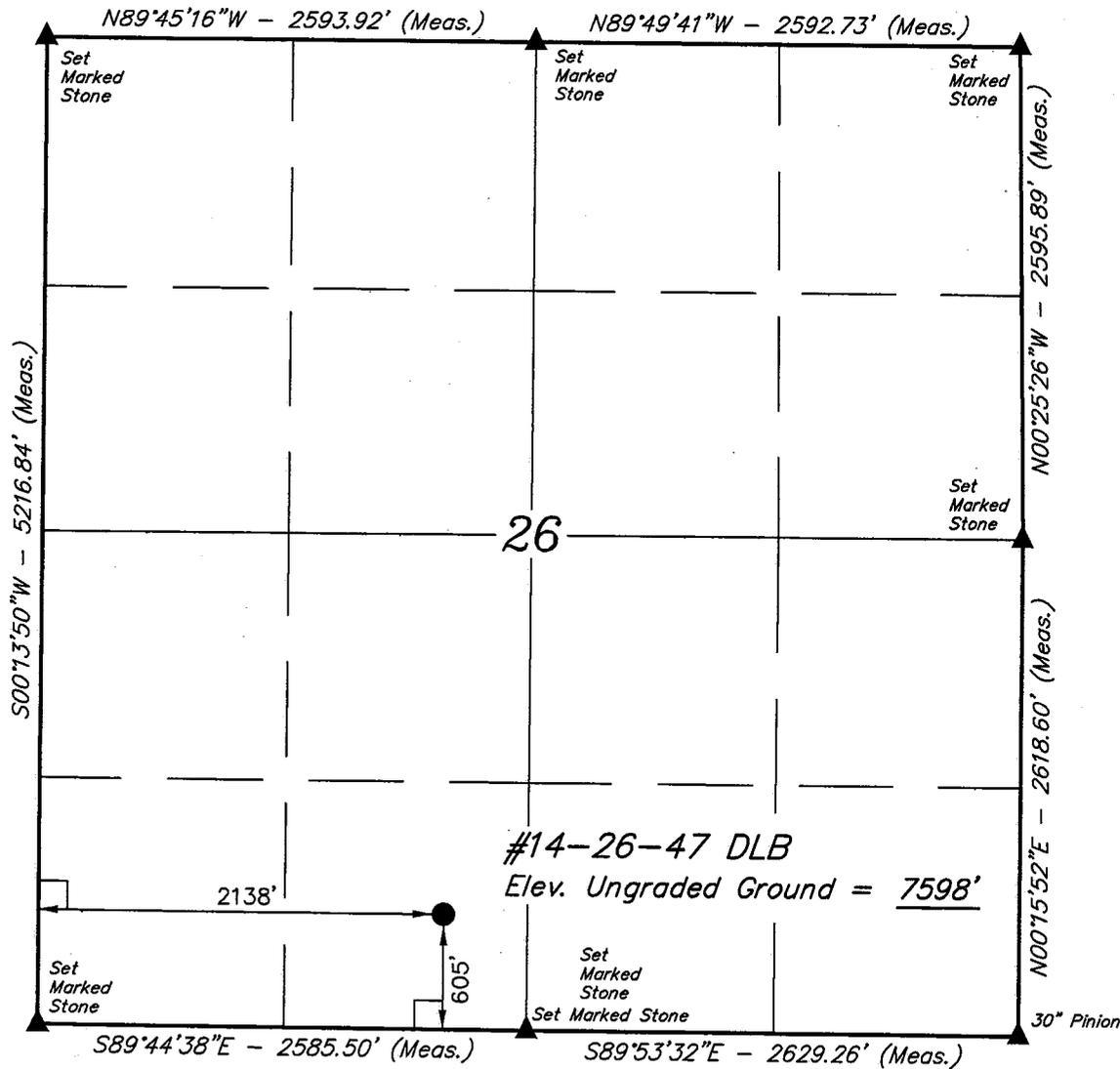
*(Instructions on page 2)

530376X
4438544Y
40.098535
-110.643644

Federal Approval of this
Action is Necessary

RECEIVED
JUL 07 2008
DIV. OF OIL, GAS & MINING

T4S, R7W, U.S.B.&M.



BILL BARRETT CORPORATION

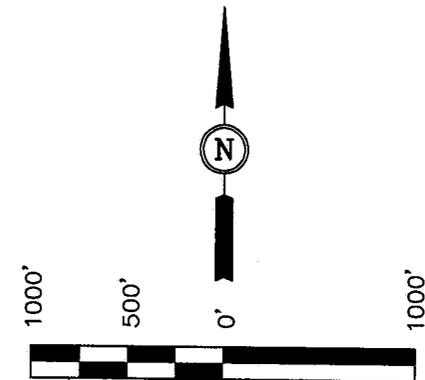
Well location, #14-26-47 DLB, located as shown in the SE 1/4 SW 1/4 of Section 26, T4S, R7W, U.S.B.&M., Duchesne County, Utah.

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 SURVEYS MADE UNDER MY SUPERVISION AND THAT THE SAME ARE CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



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

LEGEND:

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

(NAD 83)
LATITUDE = 40°05'54.82" (40.098561)
LONGITUDE = 110°38'39.86" (110.644406)
(NAD 27)
LATITUDE = 40°05'54.97" (40.098603)
LONGITUDE = 110°38'37.30" (110.643694)

SCALE 1" = 1000'	DATE SURVEYED: 05-05-08	DATE DRAWN: 06-18-08
PARTY S.H. T.P. C.H.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BILL BARRETT CORPORATION	

Bill Barrett Corporation
Drilling Program
14-26-47 DLB
Duchesne County, Utah

HAZARDOUS MATERIAL DECLARATION

WELL NO. #14-26-47 DLB – BIA CONTRACT NO. 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
 # 14-26-47 DLB
 Duchesne County, Utah

DRILLING PLAN

BILL BARRETT CORPORATION
 # 14-26-47 DLB
 SHL: SESW, 605' FSL & 2138' FWL, Section 26-T4S-R7W
 BHL: SESW, 605' FSL & 2138' FWL, Section 26-T4S-R7W
 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>
TGR3	3,541'
Douglas Creek	4,380'
Black Shale	5,166'
Castle Peak	5,402'
Wasatch	5,985' *
North Horn	8,053' *
TD	8,472'

*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
8 ¾"	surface	8,472'	5 ½"	17#	N or I 80	LT&C	New

Bill Barrett Corporation
 Drilling Program
 # 14-26-47 DLB
 Duchesne County, Utah

5. **Cementing Program**

9 5/8" Surface Casing	Approximately 230 sx Halliburton Light Premium with additives mixed at 12.7 ppg (yield = 1.82 ft ³ /sx) circulated to surface with 100% excess
5 1/2" Production Casing	Approximately 370 sx Halliburton Hi-Fill Modified cement with additives mixed at 10.7 ppg (yield = 2.92 ft ³ /sx). Approximately 340 sx Halliburton Tuned Light RS-1 cement with additives mixed at 11.5 ppg (yield = 3.21 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC 850'.

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 850'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
850' – TD	8.6 – 10.6	42-52	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 4670 psi* and maximum anticipated surface pressure equals approximately 2806 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
14-26-47 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 September 1, 2008
Spud:	Approximately September 15, 2008
Duration:	20 days drilling time
	45 days completion time

14-26-47 DLB Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (350' - 0')	
Halliburton Light Premium	Fluid Weight: 12.7 lbm/gal
1.0% Calcium Chloride	Slurry Yield: 1.82 ft ³ /sk
0.125 lbm/sk Ploy-E-Flake	Total Mixing Fluid: 9.72 Gal/sk
	Top of Fluid: 0'
	Calculated Fill: 350'
	Volume: 34.16 bbl
	Proposed Sacks: 120 sks
Tail Cement - (TD - 350')	
Premium Cement	Fluid Weight: 15.8 lbm/gal
2.0% Calcium Chloride	Slurry Yield: 1.20 ft ³ /sk
0.125 lbm/sk Ploy-E-Flake	Total Mixing Fluid: 5.238 Gal/sk
	Top of Fluid: 350'
	Calculated Fill: 500'
	Volume: 48.80 bbl
	Proposed Sacks: 230 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (4666' - 850')	
Halliburton Hi-Fill Modified	Fluid Weight: 10.7 lbm/gal
0.2% HR-5	Slurry Yield: 2.92 ft ³ /sk
0.25 lbm/sk Poly-E-Flake	Total Mixing Fluid: 17.26 Gal/sk
5.0 lbm/sk Gilsonite	Top of Fluid: 850'
	Calculated Fill: 3,816'
	Volume: 188.83 bbl
	Proposed Sacks: 370 sks
Tail Cement - (8472' - 4666')	
Halliburton Tuned Light RS-1	Fluid Weight: 11.5 lbm/gal
0.2% Super CBL	Slurry Yield: 3.21 ft ³ /sk
0.2% HR-5	Total Mixing Fluid: 18.56 Gal/sk
	Top of Fluid: 4,666'
	Calculated Fill: 3,806'
	Volume: 188.35 bbl
	Proposed Sacks: 340 sks



BILL BARRETT CORPORATION

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

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

KCL Polymer Drilling Fluid Recommendation

Prepared for: Mr. Dominic Spencer

August 17, 2006

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

HALLIBURTON
Baroid

DRILLING PROGRAM BRIEFING

Well total depth : 8,500' TMD

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

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

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

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

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

Total = 18 days

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

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

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

DRILLING FLUID PROGRAM SUMMARY

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

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

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

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

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

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

Mud up with the following:

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

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

Test for % of KCL

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

*record and report this concentration on each mud report

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

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

Brundage Canyon

Duchesne County, Utah

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

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

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

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

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

HALLIBURTON

**Bill Barrett Corporation E-bill
Do Not Mail-1099 18th St,ste 2300w
Denver, Colorado 80202**

Cedar Rim Field
Duchesne County, Utah
United States of America

Cement Surface Casing

Prepared for: Dominic Spencer
June 6, 2008
Version: 1

Submitted by:
Jared Fenton
Halliburton
1125 17th Street #1900
Denver, Colorado 80202
303.249.7704

HALLIBURTON

HALLIBURTON

Job Recommendation

Cement Surface

Casing

Fluid Instructions

Fluid 1: Water Spacer

Water Spacer

0.42 lbm/bbl Halliburton Gel (Light Weight Additive)

0.125 lbm/bbl Poly-E-Flake (Lost Circulation Additive)

Fluid Density: 8.340 lbm/gal

Fluid Volume: 20 bbl

Fluid 2: Lead Cement

Halliburton Light Premium

1 % Calcium Chloride (Accelerator)

0.125 lbm/sk Poly-E-Flake (Lost Circulation Additive)

Fluid Weight 12.700 lbm/gal

Slurry Yield: 1.819 ft³/sk

Total Mixing Fluid: 9.716 Gal/sk

Top of Fluid: 0 ft

Calculated Fill: 1500 ft

Volume: 146.425 bbl

Calculated Sacks: 451.961 sks

Proposed Sacks: 455 sks

Fluid 3: Tail Cement

Premium Cement

2 % Calcium Chloride (Accelerator)

0.125 lbm/sk Poly-E-Flake (Lost Circulation Additive)

Fluid Weight 15.600 lbm/gal

Slurry Yield: 1.197 ft³/sk

Total Mixing Fluid: 5.238 Gal/sk

Top of Fluid: 1500 ft

Calculated Fill: 800 ft

Volume: 78.093 bbl

Calculated Sacks: 366.301 sks

Proposed Sacks: 370 sks

HALLIBURTON

Job Recommendation

Cement Production Casing

Fluid Instructions

Fluid 1: Water Spacer

5 bbl Water

Fluid Density: 8.330 lbm/gal

Fluid Volume: 5 bbl

Fluid 2: Reactive Spacer

Super Flush 101 XLC

4.16667 gal/Mgal

40 bbl

1 lbm/bbl Tuf Fiber 594 (Lost Circulation Additive)

Fluid Density: 10 lbm/gal

LGC-35 CBM (Gelling Agent) Fluid Volume:

Fluid 3: Water Spacer

5 bbl Water

Fluid Density: 8.330 lbm/gal

Fluid Volume: 5 bbl

Fluid 4: 10.5# CBM Lite (Type V)

VARICEM (TM) CEMENT

0.3 % SteelSeal (Additive Material)

1 lbm/sk Pheno Seal - Blend (Lost Circulation Additive)

0.125 lbm/sk Poly-E-Flake (Lost Circulation Additive)

1 lbm/sk Tuf Fiber 594 (Lost Circulation Additive)

Fluid Weight 10.500 lbm/gal

Slurry Yield: 4.312 ft³/sk

Total Mixing Fluid: 27.925 Gal/sk

Top of Fluid: 3064 ft

Calculated Fill: 511 ft

Volume: 38.400 bbl

Calculated Sacks: 50 sks

Proposed Sacks: 50 sks

Fluid 5: Highbond 75

HALCEM (TM) SYSTEM

0.2 % HR-5 (Retarder)

0.25 lbm/sk Poly-E-Flake (Lost Circulation Additive)

5 lbm/sk Gilsonite (Lost Circulation Additive)

Fluid Weight 10.700 lbm/gal

Slurry Yield: 2.917 ft³/sk

Total Mixing Fluid: 17.263 Gal/sk

Top of Fluid: 3575 ft

Calculated Fill: 3293 ft

Volume: 247.452 bbl

Calculated Sacks: 476.292 sks

Proposed Sacks: 480 sks

Fluid 6: Tuned Light RS1

TUNED LIGHT (TM) SYSTEM

Fluid Weight 11.500 lbm/gal

HALLIBURTON

0.2 % Super CBL (Expander)
0.2 % HR-5 (Retarder)

Slurry Yield: 3.208 ft³/sk
Total Mixing Fluid: 18.558 Gal/sk
Top of Fluid: 6868 ft
Calculated Fill: 4275 ft
Volume: 241.355 bbl
Calculated Sacks: 422.416 sks
Proposed Sacks: 425 sks

Fluid 7: Water Based Spacer
Clay Fix II
0.1 gal/bbl Clayfix II (Clay Control)

Fluid Density: 8.400 lbm/gal
Fluid Volume: 259.050 bbl

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

Remarks:

Collapse is based on a vertical depth of 750 ft, a mud weight of 8.6 ppg The casing is considered to be evacuated for collapse purposes.

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

Burst strength is not adjusted for tension.

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

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

Design parameters:

Collapse

Mud weight: 9.70 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.10

Environment:

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

Cement top: 2,000 ft

Burst

Max anticipated surface

pressure: 2,697 psi

Internal gradient: 0.22 psi/ft

Calculated BHP 4,787 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.80 (J)

Buttress: 1.60 (J)

Premium: 1.50 (J)

Body yield: 1.50 (B)

Non-directional string.

Tension is based on buoyed weight.

Neutral point: 8,103 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	9500	5.5	17.00	I-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 Pipe Body Yield	Joint Strength	Maximum Set Depth, feet	Collapse, psi	Burst, psi	Tension, 1000 lbs Pipe Body Yield	Joint Strength	Maximum Set Depth, feet	Collapse, psi	Burst, psi	Tension, 1000 lbs Pipe Body Yield	Joint Strength	Maximum Set Depth, feet	
4.500	9.50	Short	3900	6380	221	138	6930	3310	4380	152	101	5890	3900	6380	221	143	6930	
	10.50	Short	4940	6970	241	173	8780	4010	4790	165	132	7000	4940	6970	241	186	8780	
	11.60	Long	6350	7780	267	201	9610	4960	5350	184	162	7760	6350	7780	267	223	10680	
5.500	14.00	Short	3620	6210	322	234	6440	3120	4270	222	172	5550	3620	6210	322	243	6440	
	15.50	Long	4990	7000	361	282	8870	4040	4810	248	217	7180	4990	7000	361	306	8870	
	17.00	Long	6280	7740	397	320	10470	4910	5320	273	247	8060	6280	7740	397	348	11170	
7.000	20.00	Short	2740	5440	460	320	4870	2270	3740	316	234	4040	2740	5440	460	331	4870	
	23.00	Long	3830	6340	532	428	6810	3270	4360	366	313	5810	3830	6340	532	442	6810	
	26.00	Long	5410	7240	604	502	9620	4320	4980	415	367	7680	5410	7240	604	519	9620	
8.625	24.00	Short	1430	4290	555	337	2540	1370	2950	381	244	2440	1430	4290	555	346	2540	
	28.00	Long	2160	4930	636	478	3840	1880	3390	437	348	3340	2160	4930	636	493	3840	
	32.00	Long	3050	5710	732	574	5420	2530	3930	503	417	4500	3050	5710	732	591	5420	

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

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

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

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



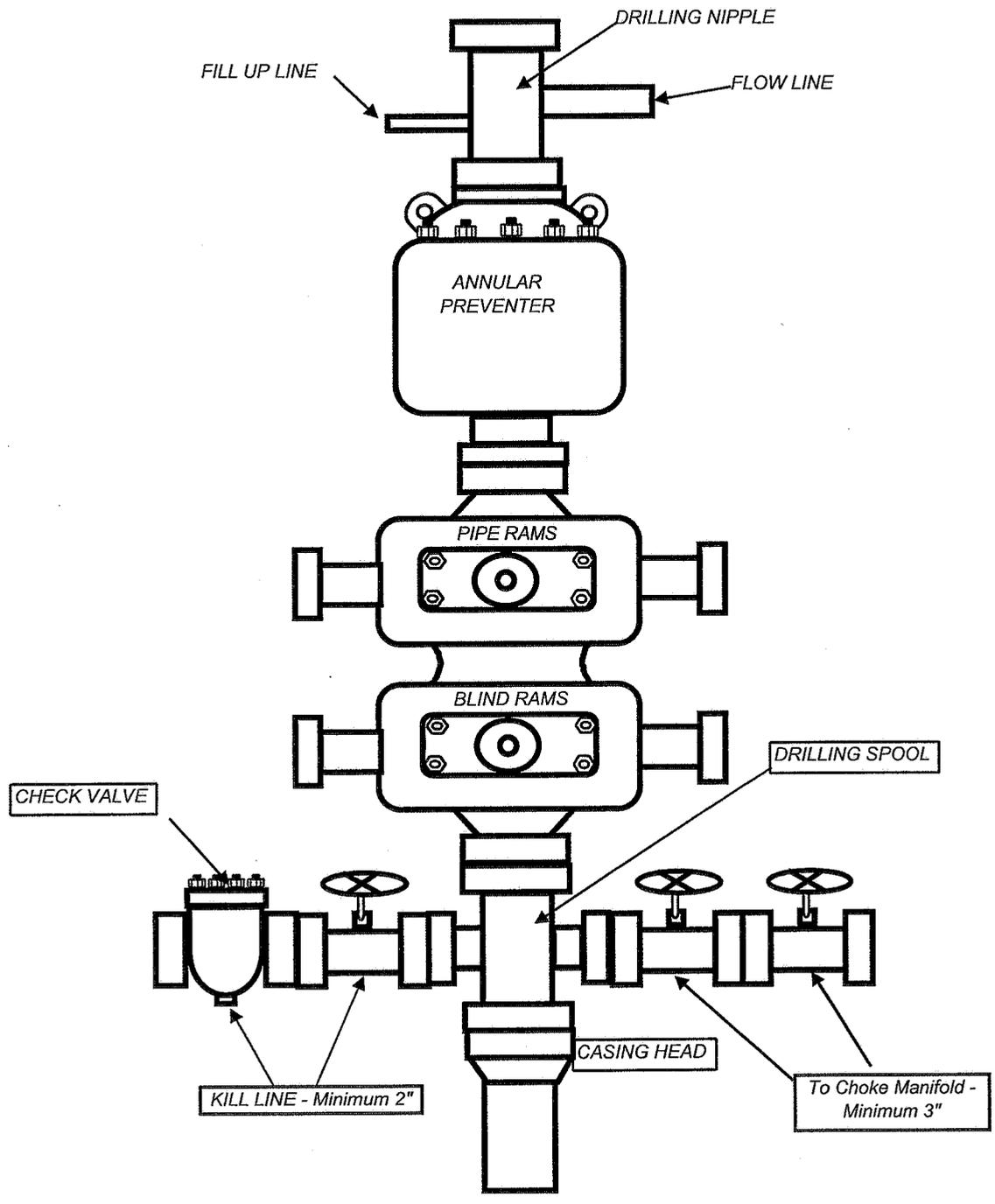
P.O. Box 18
Camanche, Iowa 52730
Phone: (563) 242-0000
Toll Free: 1-800-950-4772

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

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

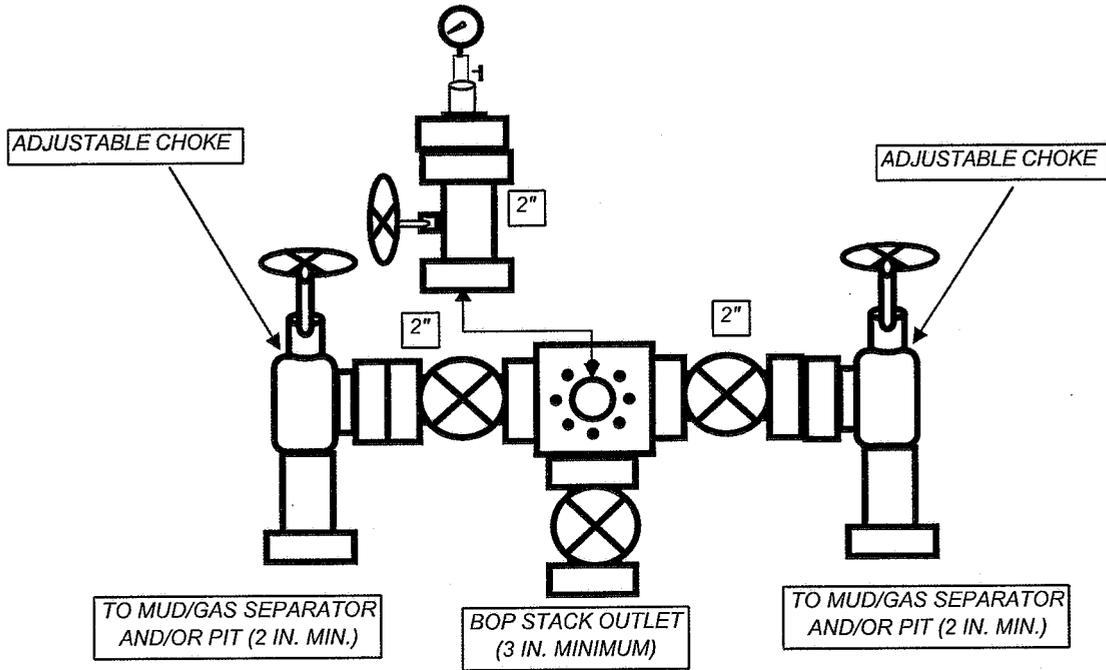
BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION

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



**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 state and county roads under UDOT and Duchesne County Road Department maintenance is necessary to access the Project Area. Improvements to existing access roads will be noted in the site specific APD's.

2. **Planned Access Roads:**

Descriptions of the individual access road(s) will be included in the site specific APD and ROW application.

Surface disturbance and vehicular traffic will be limited to the approved location and approved access route. Any additional area needed will be approved in advance with the Ute Indian Tribe.

3. **Location of Existing Wells With-In A One-Mile Radius**

Water wells – None.
Abandoned wells – None.
Temporarily abandoned wells – None.
Disposal wells – None.
Drilling wells – None
Producing wells – None.

4. **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.

5. 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.

6. 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 Ute Indian Tribe lands. If any gravel is used, it will be obtained from an approved gravel pit.

7. 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.

No water well will be drill on this lease. Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W. The trucked water will follow the access route described in the plat package of each APD. 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.

8. **Ancillary Facilities:**

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

9. **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.

10. **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 Ute Indian Tribe. 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 recontoured 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.

Ute Indian Tribe 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-DOGM standards for final well abandonment.

11. Surface Ownership

The well location and proposed access road route is located on The Ute Indian Tribe surface estate.

I hereby certify that Bill Barrett Corporation has reached an agreement with The Ute Indian Tribe for the protection of surface resources and reclamation of disturbed areas and/or damages in lieu thereof.

7/3/2008
Date

Reed Haddock
Reed Haddock – Permit Analyst
Bill Barrett Corporation

12. 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.

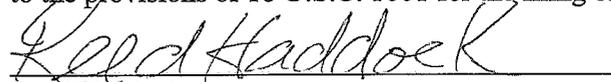
Drilling rigs and/or equipment used during drilling operations on locations will not be stacked or stored on Ute Indian Tribe administered lands after the conclusion of drilling operations or at any other time without permission by the Ute Indian Tribe. If Ute Indian Tribe permission is obtained, such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

Travel will be restricted to approved travel routes.

OPERATOR CERTIFICATION

This drilling permit will be valid for a period of two (2) years from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

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.



DATE: July 3, 2008

Reed Haddock
Permit Analyst

BBC Representatives:

Reed Haddock
Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202
Phone: 303-312-8546
Fax: 303-291-0420

Scot Donato, Environmental Health and Safety; phone: (303) 312-8191
Mike Angus, Area Superintendent; phone: (435) 724-8016

Ute Indian Tribe Representatives:

Larry Love, Ute Indian Tribe, Energy and Mineral Department; phone: (435) 725-4950; cell: (303) 476-1445
Bruce Pargeets, Ute Indian Tribe, Energy and Minerals Department; phone: (435) 725-4950; cell: (435) 828-7032

BILL BARRETT CORPORATION

#14-26-47 DLB

SECTION 26, T4S, R7W, U.S.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM DUCHESNE, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 8.3 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTH; TURN LEFT AND PROCEED IN A SOUTHERLY, THEN WESTERLY, THEN SOUTHWESTERLY DIRECTION APPROXIMATELY 7.2 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTHWEST; TURN LEFT AND PROCEED IN A SOUTHWESTERLY, THEN SOUTHERLY, THEN EASTERLY, THEN SOUTHWESTERLY DIRECTION APPROXIMATELY 3.5 MILES TO THE JUNCTION BEGINNING OF THE PROPOSED ACCESS TO THE NORTH; TURN RIGHT AND FOLLOW ROAD FLAGS IN A NORTHERLY DIRECTION APPROXIMATELY 0.1 MILES TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM DUCHESNE, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 19.1 MILES.

BILL BARRETT CORPORATION

#14-26-47 DLB

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 26, T4S, R7W, U.S.B.&M.



PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: NORTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHERLY



- Since 1964 -

UELS Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017

LOCATION PHOTOS

06 17 08
MONTH DAY YEAR

PHOTO

TAKEN BY: S.H.

DRAWN BY: J.J.

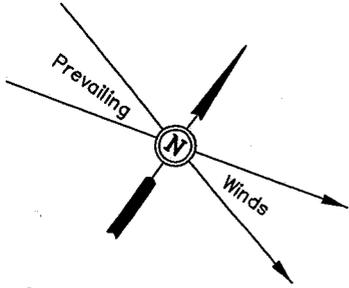
REVISED: 00-00-00

BILL BARRETT CORPORATION

FIGURE #1

LOCATION LAYOUT FOR

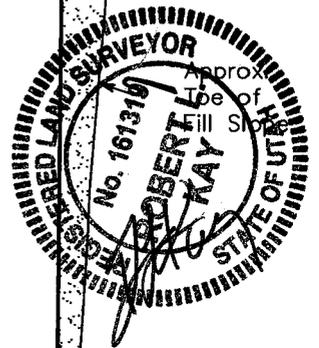
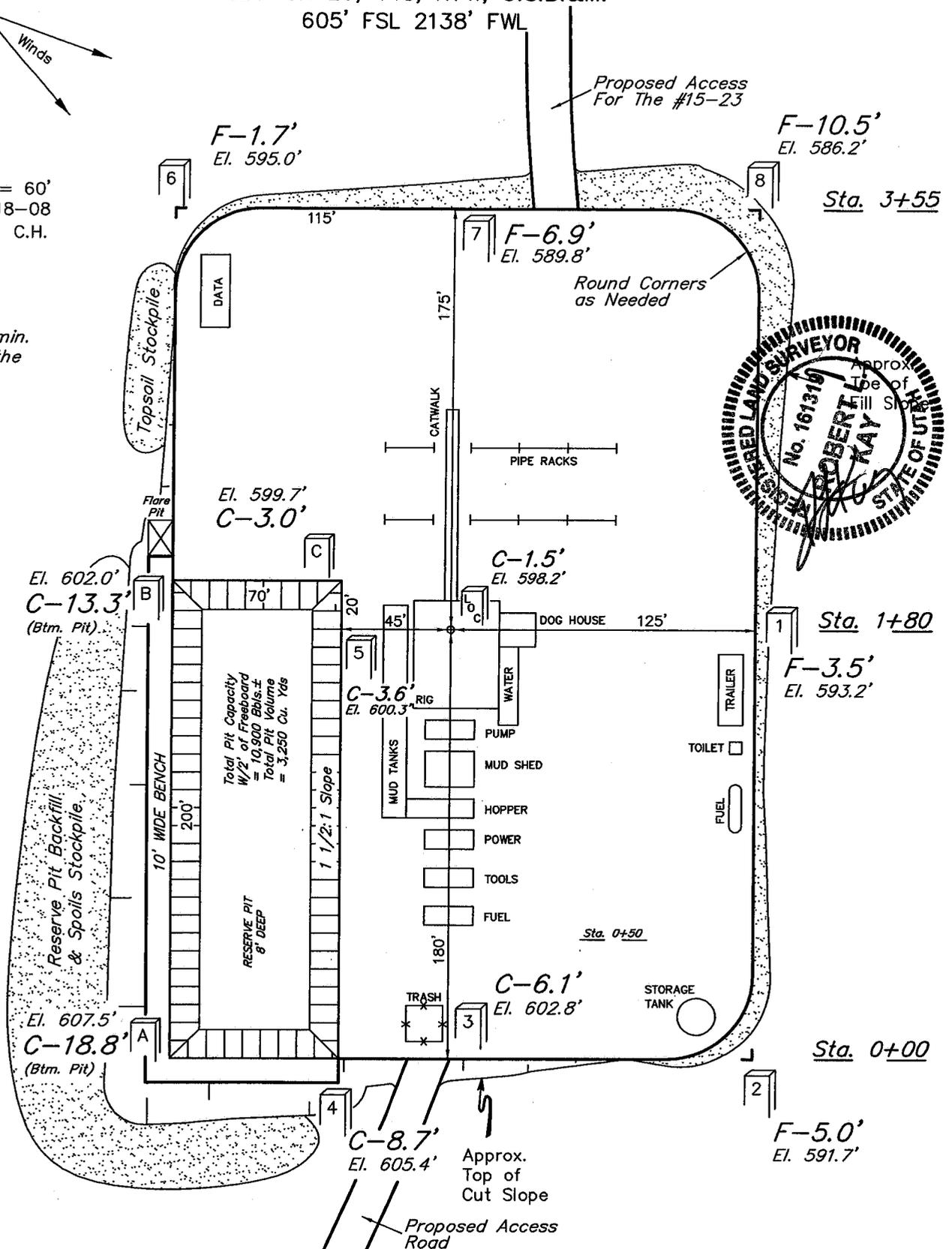
**#14-26-47 DLB
SECTION 26, T4S, R7W, U.S.B.&M.
605' FSL 2138' FWL**



SCALE: 1" = 60'
DATE: 06-18-08
DRAWN BY: C.H.

NOTE:

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



NOTES:

Elev. Ungraded Ground At Loc. Stake = 7598.2'
FINISHED GRADE ELEV. AT LOC. STAKE = 7596.7'

BILL BARRETT CORPORATION

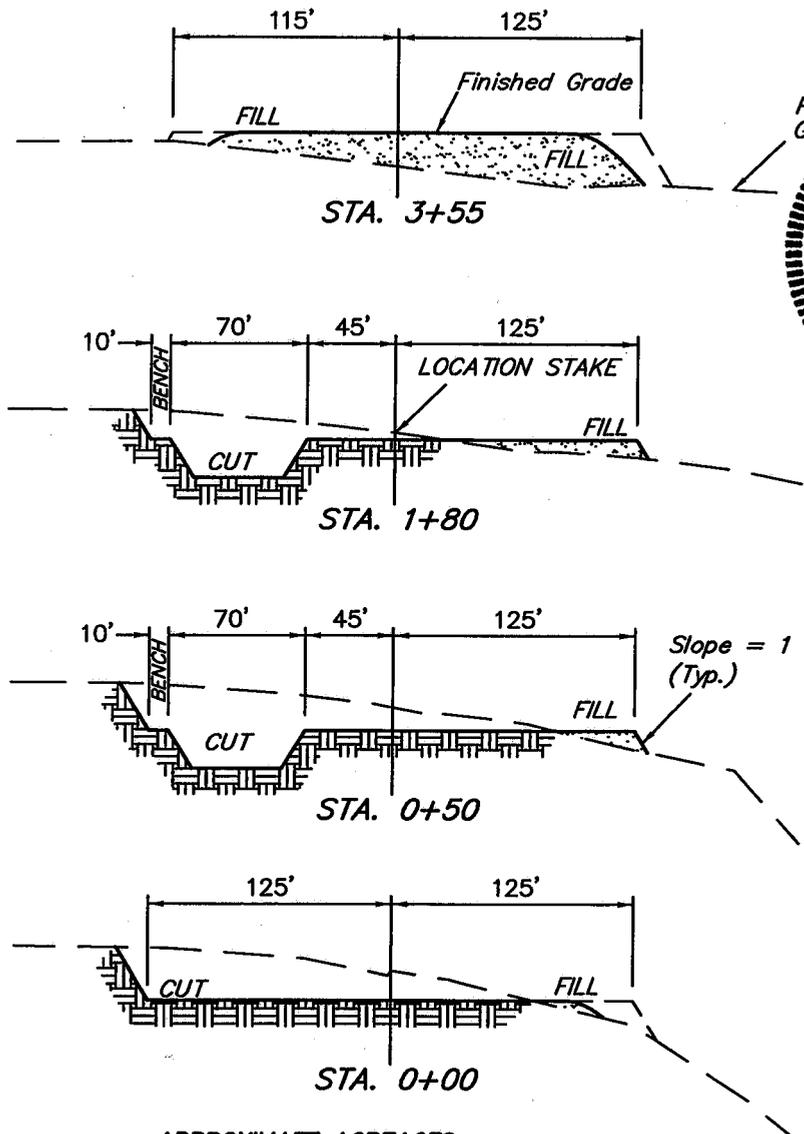
FIGURE #2

TYPICAL CROSS SECTIONS FOR

#14-26-47 DLB
SECTION 26, T4S, R7W, U.S.B.&M.
605' FSL 2138' FWL

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

DATE: 06-18-08
DRAWN BY: C.H.



APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ±2.696 ACRES
ACCESS ROAD DISTURBANCE = ±0.413 ACRES
TOTAL = ±3.109 ACRES

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

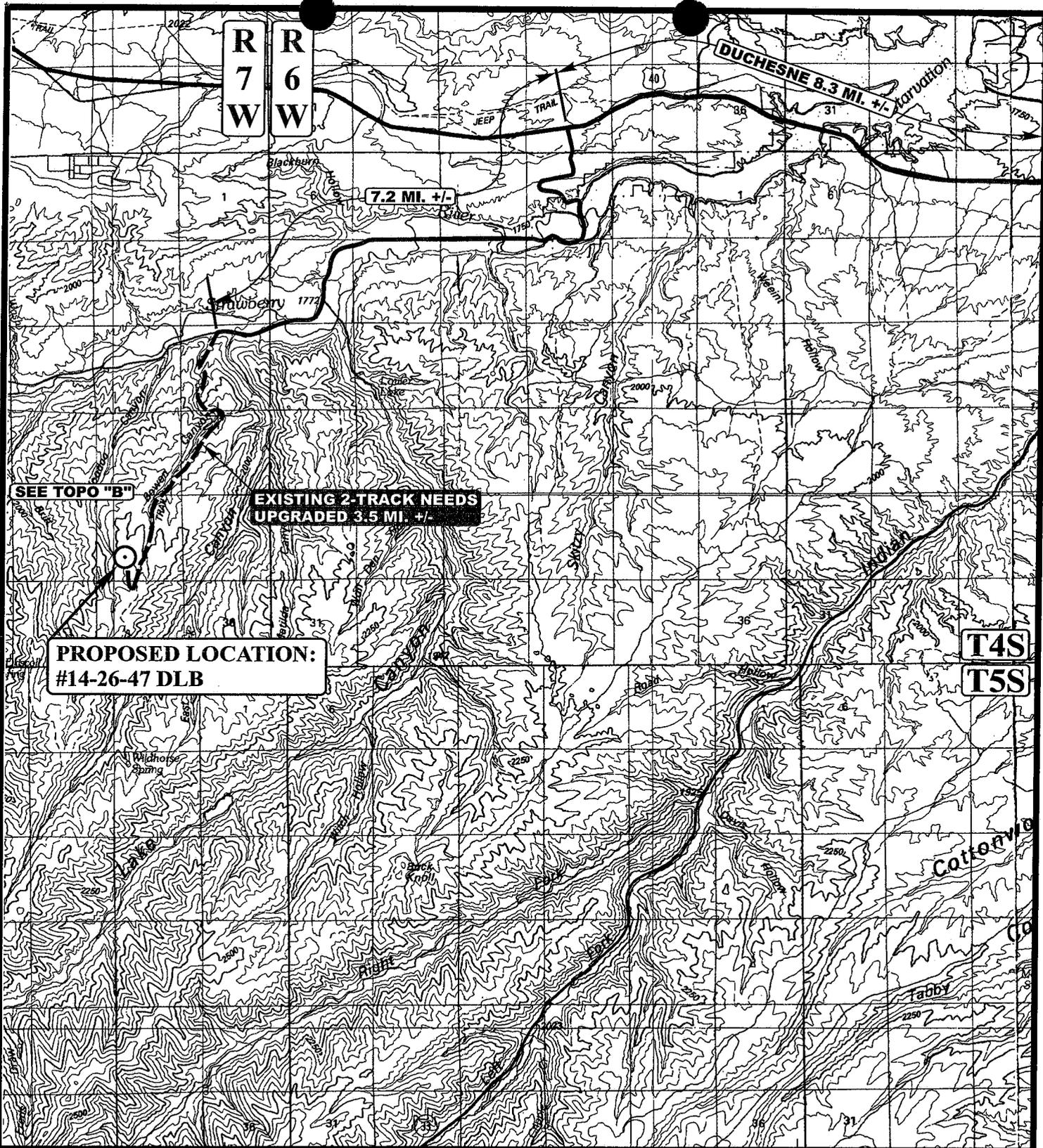
* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT
(12") Topsoil Stripping = 3,800 Cu. Yds.
Remaining Location = 10,250 Cu. Yds.
TOTAL CUT = 14,050 CU.YDS.
FILL = 8,620 CU.YDS.

EXCESS MATERIAL = 5,430 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.) = 5,430 Cu. Yds.
EXCESS UNBALANCE = 0 Cu. Yds. (After Interim Rehabilitation)

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



LEGEND:

○ PROPOSED LOCATION



BILL BARRETT CORPORATION

#14-26-47 DLB
SECTION 26, T4S, R7W, U.S.B.&M.
605' FSL 2138' FWL



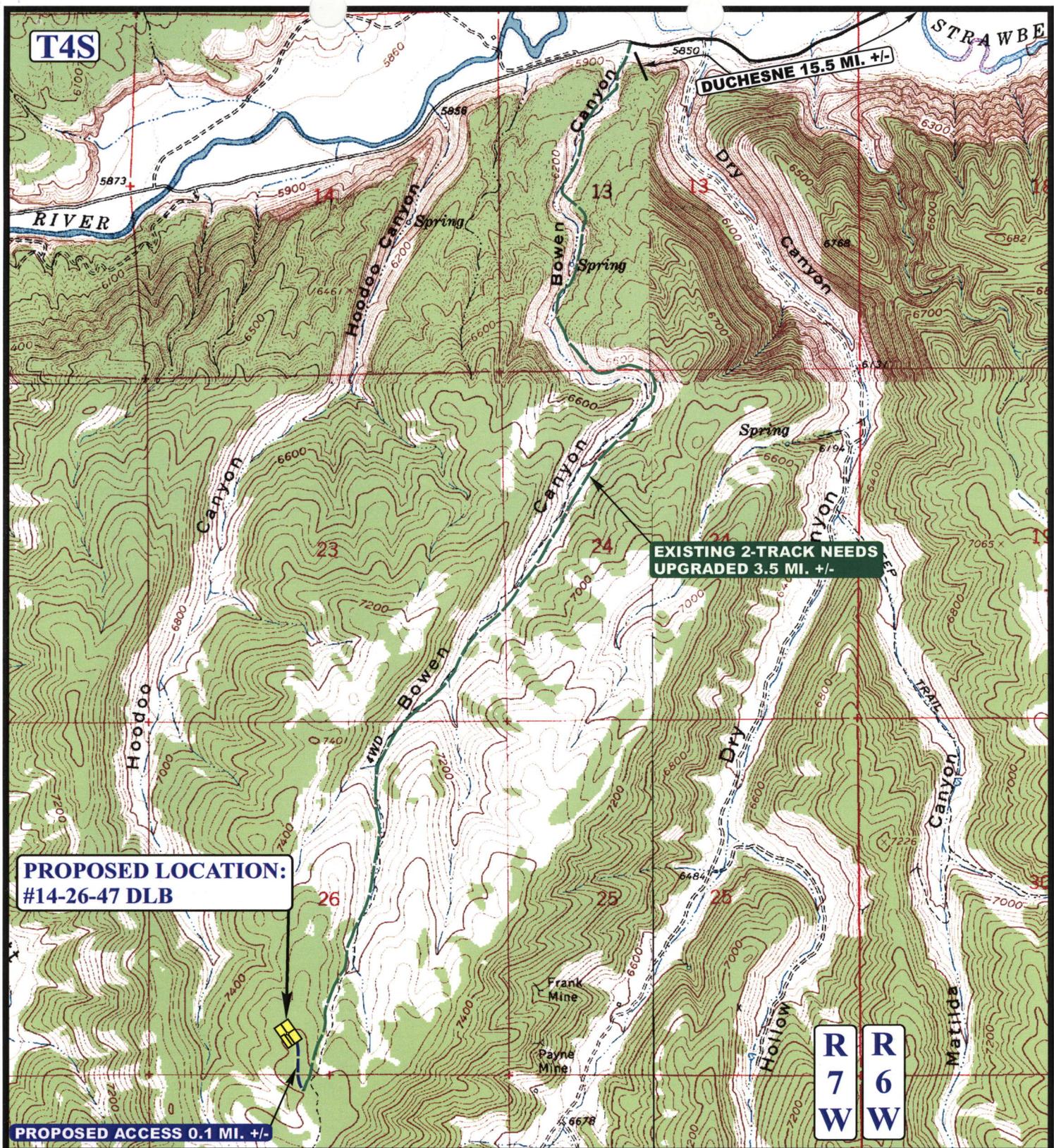
Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

06	17	08
MONTH	DAY	YEAR

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





**PROPOSED LOCATION:
#14-26-47 DLB**

EXISTING 2-TRACKS NEEDS UPGRADED 3.5 MI. +/-

PROPOSED ACCESS 0.1 MI. +/-

**R R
7 6
W W**

LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD
-  EXISTING 2-TRACKS NEEDS UPGRADED

BILL BARRETT CORPORATION

#14-26-47 DLB
SECTION 26, T4S, R7W, U.S.B.&M.
605' FSL 2138' FWL

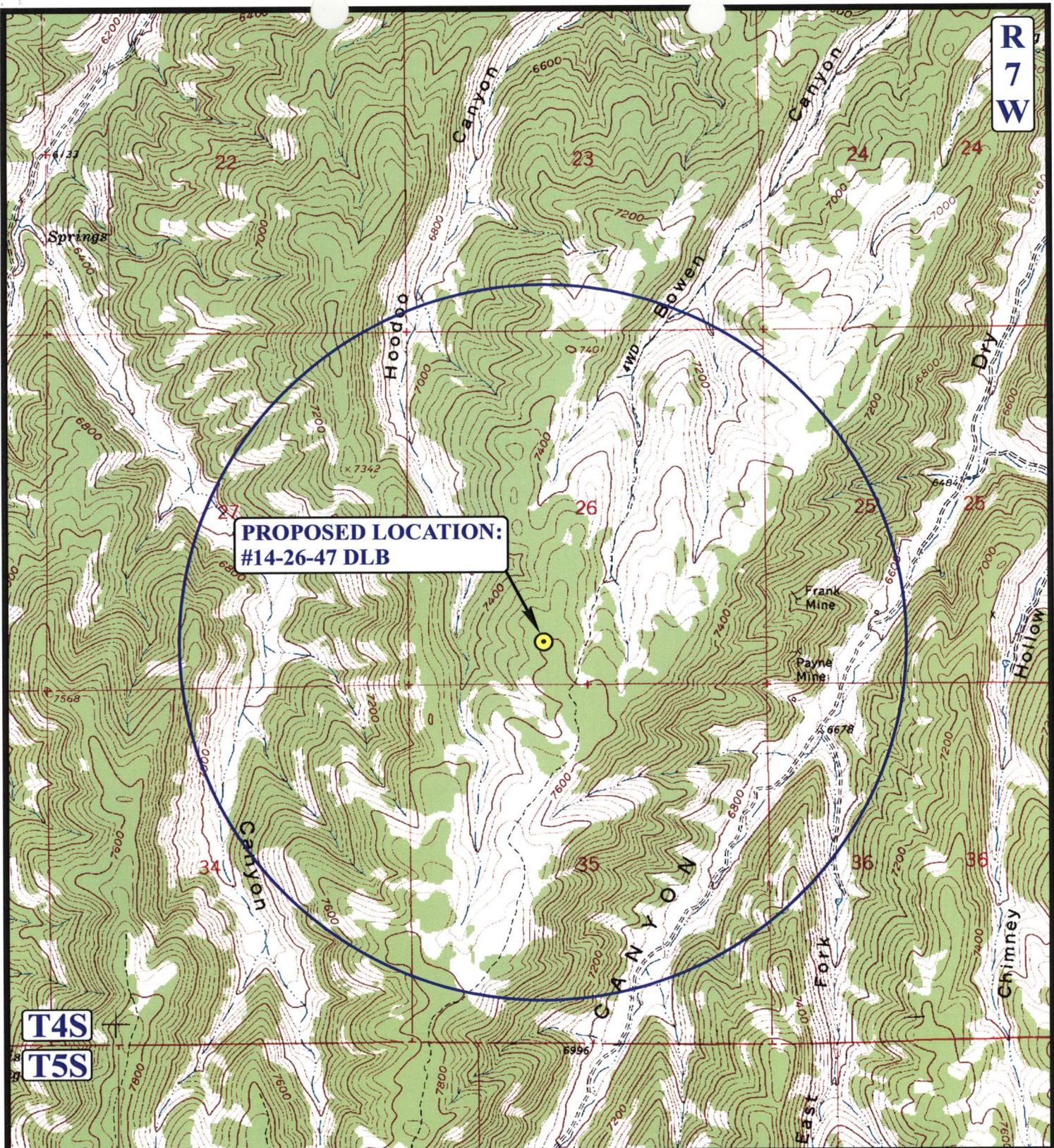
U&L S Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC MAP 06 17 08
MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: J.J. REVISED: 00-00-00



R
7
W



**PROPOSED LOCATION:
#14-26-47 DLB**

T4S

T5S

LEGEND:

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

BILL BARRETT CORPORATION

**#14-26-47 DLB
SECTION 26, T4S, R7W, U.S.B.&M.
602' FSL 2138' FWL**



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

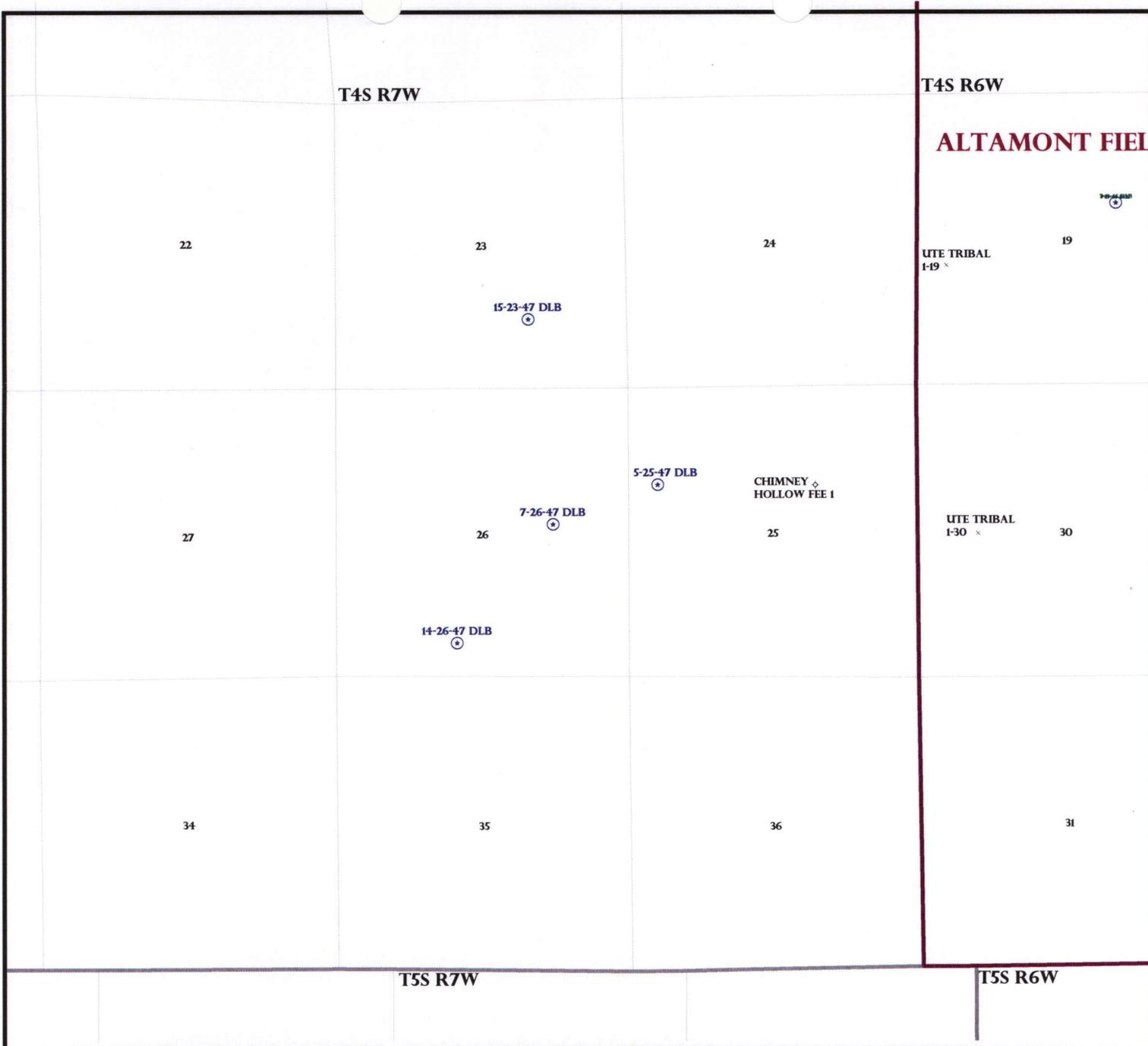


**TOPOGRAPHIC
MAP**

06 17 08
MONTH DAY YEAR

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





OPERATOR: BILL BARRETT CORP (N2165)

SEC: 26 T.4S R. 7W

FIELD: WILDCAT (001)

COUNTY: DUCHESNE

SPACING: R649-3-2 / GENERAL SITING

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

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



OIL, GAS & MINING



PREPARED BY: DIANA MASON
DATE: 15-JULY-2008



July 10, 2008

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

Re: Cultural Resource Inventory for # 5-25-47 DLB; 15-23-47 DLB; 7-26-47 DLB; and
14-26-47 DLB

Tribal Surface/Tribal Minerals
Sections 23, 25, 26, T4S-R7W
Duchesne County, Utah

Diana Mason, Environmental Scientist I:

Enclosed please find a copy of Montgomery Archeological Consultants Class III
archeological survey for the above mentioned locations. No cultural resources were
located on these sites. The four (4) APD's were submitted under a separate cover dated
July 3, 2008.

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

RECEIVED
JUL 14 2008
DIV. OF OIL, GAS & MINING

CULTURAL RESOURCE INVENTORY OF
BILL BARRETT CORPORATION'S PROPOSED
WELL LOCATIONS: 15-23-47 DLB, 5-25-47 DLB, 7-26-47 DLB,
AND 14-26-47 DLB, DUCHESNE COUNTY, UTAH

**CULTURAL RESOURCE INVENTORY OF
BILL BARRETT CORPORATION'S PROPOSED
WELL LOCATIONS: 15-23-47 DLB, 5-25-47 DLB, 7-26-47 DLB,
AND 14-26-47 DLB, 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. 08-149

July 7, 2008

**United States Department of Interior (FLPMA)
Permit No. 08-UT-60122**

**State of Utah Antiquities Project (Survey)
Permit No. U-08-MQ-0562i**

Ute Tribal Permit No. A08-363

INTRODUCTION

A cultural resource inventory was conducted by Montgomery Archaeological Consultants, Inc. (MOAC) in July 2008 for Bill Barrett Corporation's (BBC) proposed 15-23-47 DLB, 5-25-47 DLB, 7-26-47 DLB and 14-26-47 DLB well locations with associated access corridors. The project area is located in Bowen 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).

The fieldwork was performed on June 16, 2008 by Mark Lane (Field Supervisor). Prior to the survey, MOAC acquired permission from Bruce Pargeets (Ute Energy & Minerals Technician Supervisor) to proceed. The inventory was conducted under the auspices of U.S.D.I. (FLPMA) Permit No. 08-UT-60122, State of Utah Antiquities Permit (Survey) No. U-08-MQ-0562i, and Ute Tribal Permit No. A08-363 issued to Montgomery 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 June 13, 2008. This consultation indicated that several cultural resource inventories have been conducted in the vicinity of the current project area. In 2005, MOAC completed an 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, and trash scatters; none of which occur within the current project area. 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 sites (Montgomery 2006). In 2006, URS Corporation performed an intensive cultural resource inventory of approximately 800 acres for Berry Petroleum Corporation in the Lake Canyon area (Tucker 2007). Several sites were documented including the historic Deerhorn No. 1 Gilsonite Mine (42Dc2260) that is situated outside of the current inventory area. In 2007, MOAC inventoried BBC's five proposed well locations in Township 4S, Range 6W Sections 20 and 21 resulting in no cultural resources (Jendresen 2007). In 2007, An Independent Archaeologist (AIA) surveyed Lake Canyon Tribal M-19D-46 well location in Township 4S, Range 6W, Sections 19 and 30; no cultural resources were located (Truesdale 2007).

DESCRIPTION OF PROJECT AREA

The project area lies south of the Strawberry River in Bowen Canyon, Duchesne County, Utah. The legal description is Township 4 South, Range 6 West, Sections 13, 23, 24, 26, and 35 (Table 1, Figure 1).

Table 1. BBC's Four Proposed Well Locations

Well Designation	Legal Location	Access/Pipeline	Cultural Resources
15-23-47 DLB	T4S, R7W, S. 23 NW/SE	Access: 892 ft	None
5-25-47 DLB	T4S, R7W, S. 25 SW/NW	Access: 3864 ft	None
7-26-47 DLB	T4S, R7W, S. 26 NW/SE	Access: 3752 ft	None
14-26-47 DLB	T4S, R7W, S. 26 SE/SW	Access: 6487 ft	None
Bowen Canyon Access Route	T4S, R7W, S. 13, 23, 24, 26, 35	Access: 3.6 miles	42Dc2461

Environmental Setting

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 along Bowen Canyon south of the Strawberry River. The elevation ranges from 5900 to 7600 ft asl. The project area is in the Upper Sonoran lifezone and vegetation includes pinyon-juniper, sagebrush, rabbitbrush, shadscale, Indian ricegrass, prickly pear, Indian paintbrush, and barrel cactus. Modern impacts include ranching activities, roads, recreational activities, and oil and gas development. Additionally, the area was mined for gilsonite and asphalt beginning at the turn of the twentieth century.

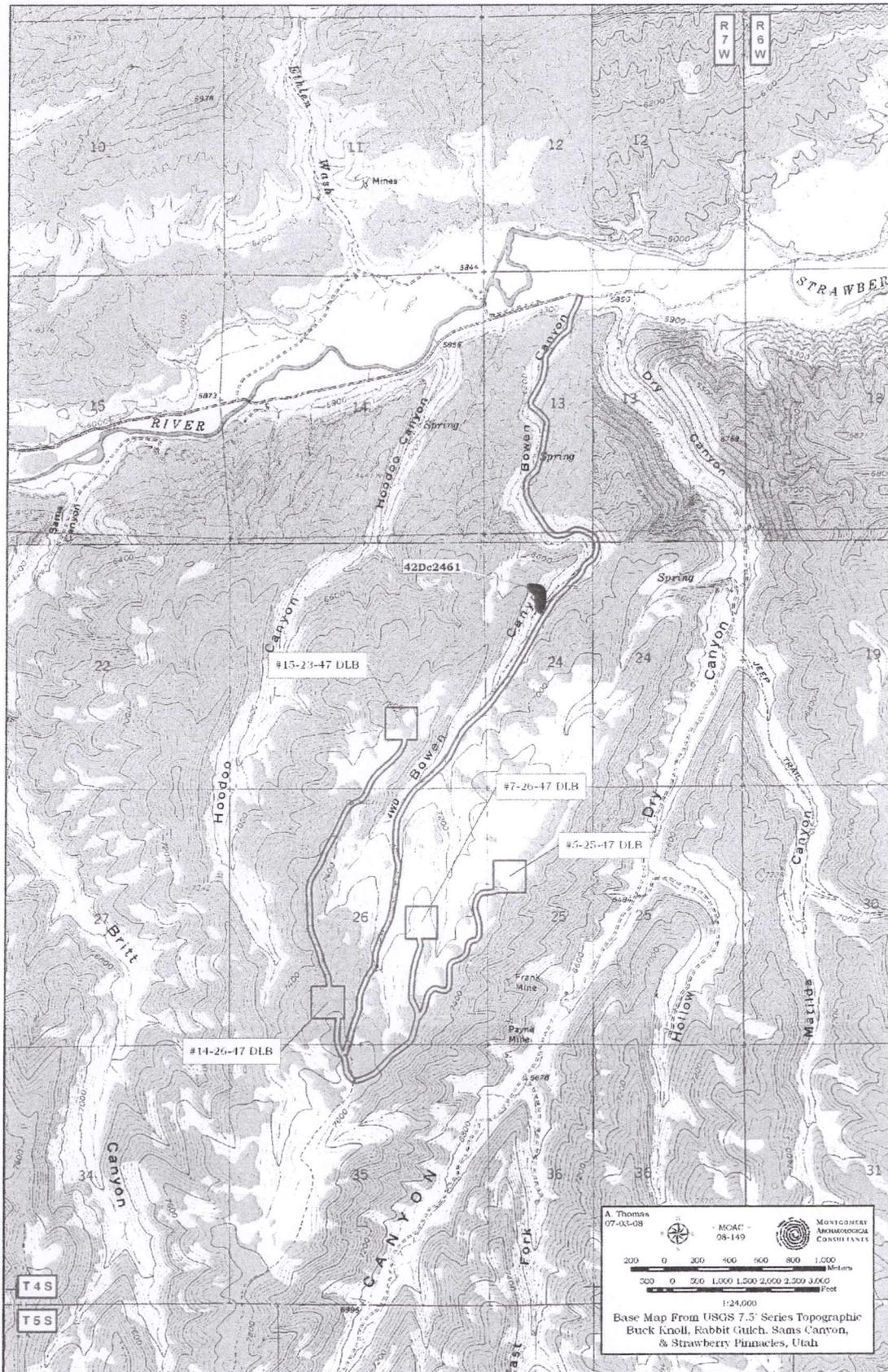


Figure 1. BBC's Proposed 15-23-47 DLB, 5-25-47 DLB, 7-26-47 DLB and 14-26-47 DLB Well Locations Duchesne County, Utah.

SURVEY METHODOLOGY

An intensive pedestrian survey was performed for this project which is considered 100% coverage. At the proposed well locations a 10 acre parcel was identified, centered on the well pad center stake. The locations were then surveyed by the archaeologist walking parallel transects spaced no more than 10 m (33 ft) apart. The proposed access corridors were surveyed to a width of 30 m (100 ft) employing the same methods. Ground visibility was considered fair. A total of 115.4 acres was surveyed for cultural resources on Ute Tribal lands (Uintah and Ouray Agency).

INVENTORY RESULTS

The inventory of Bill Barrett Corporation's proposed four well locations with access routes resulted in the documentation of a historic site (42Dc2461).

Smithsonian Site No.: 42Dc2461
Temporary Site No.: 08-149 ML-01
NRHP Eligibility: Eligible, Criterion A

Description: This is an abandoned gilsonite mine situated in Bowen Canyon along the west side of the road. The mine shaft (Feature C) is a collapsed gilsonite mine and associated tailings pile measuring 60 ft L x 10 ft W x 4 ft D. Remnants of axe cut and notched logs used in cribbing and shoring are protruding from the shaft as well as scattered on the ground. Three dilapidated features occur at the site, all of unknown function. Feature A is a rectangular axe cut log structure (19 ft L x 7 ft W) consisting of a single course of logs secured with round metal spikes. Feature B is an axe cut log platform (5 ft x 5 ft) consisting of 10 decayed logs, most of which are displaced. Feature D is an axe cut log structure (8 ft L x 6 ft W) defined by a single intact course of logs around an interior depression. Cultural materials include a metal and wood wagon part, approximately 50 milled wood fragments, four metal can lids, a square can lid embossed "FOLGERS TEAS", several wire nails, and a ceramic sherd (tea cup?). Glass artifacts consist of one aqua canning jar, one aqua liquor bottle, and one amethyst bottle base. Tin cans on the site consist of 15 sanitary food cans (two embossed SANITARY), 15 hole in top milk cans, three hole in cap food cans, and two pocket tobacco cans. The oldest date is derived from hole in cap cans (1885–1903) and cans embossed "SANITARY" (1904–1908). The recent date is represented by hole in top milk cans which date 1915–1930. This mine may be associated with the Raven Mining Company which acquired numerous gilsonite mining claims beginning in 1902 from the federal government on the Uintah Indian Reservation. This resulted in the shipment of over 20 million pounds of gilsonite from the area.

NATIONAL REGISTER OF HISTORIC PLACES EVALUATION

The National Register Criteria for Evaluation of Significance and procedures for nominating cultural resources to the National Register of Historic Places (NRHP) are outlined in 36 CFR 60.4 as follows:

The quality of significance in American history, architecture, archaeology, and culture is present in districts, sites, buildings, structures, and objects of State and local importance that possess integrity of location, design, setting, material, workmanship, feeling, and association, and that they:

- a)...are associated with events that have made a significant contribution to the broad patterns of our history; or
- b)...are associated with the lives of persons significant to our past; or
- c)...embody the distinctive characteristics of a type, period, or method of construction; or that represents the work of a master, or that possess high artistic values, or that represent a significant and distinguishable entity whose components may lack individual distinction; or
- d)...have yielded or may be likely to yield information important in prehistory or history.

The inventory resulted in the documentation of a historic site (42Dc2461). This is an abandoned gilsonite mine and camp dating to the early 1900s. The structural features and mine shaft exhibit very minimal integrity and the artifacts are limited in diversity. The only intrusive feature is the collapsed mine shaft that lacks evidence of cultural materials apart from shoring timbers. The site does not represent persons significant to the history of the area (Criterion B), nor does it embody the distinctive characteristics of a type, period, or method of construction (Criterion C). Site 42Dc2461 is recommended eligible to the NRHP under Criterion A because the mine is associated with opening the Uintah Indian Reservation to mining, an important local event.

MANAGEMENT RECOMMENDATIONS

The inventory of Bill Barrett Corporation's proposed 15-23-47 DLB, 5-25-47 DLB, 7-26-47 DLB and 14-26-47 DLB well locations with access routes resulted in the documentation of a gilsonite mine (42Dc2461). This site is evaluated eligible to the NRHP under Criterion A (important to the history of the area). The improvement of the road beside this site will not alter the characteristics that qualifies site 42Dc2461 eligible to the NRHP. Therefore, based on this finding, a determination of "no adverse effect" is recommended for the undertaking pursuant to Section 106, CFR 800.

REFERENCES CITED

- Chronic, H.
1990 *Roadside Geology of Utah*. Mountain Press, Missoula, Montana.
- Jendresen, A.
2007 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-0384.
- 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-1655.
- 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-0365.
- Stokes, W.L.
1986 *Geology of Utah*. Utah Museum of Natural History and Utah Geological and Mineral Survey. Salt Lake City.
- Truesdale, J.A.
2007 Cultural Resource Inventory of Berry Petroleum's Lake Canyon Tribal #M-19D-46 Well Location, Duchesne County, Utah. An Independent Archaeologist, Laramie, Wyoming. Report No. U-07-AY-951.
- Tucker, G.C.
2007 Lake Canyon Project, Duchesne County, Utah: Results of an Intensive Cultural Resource Inventory. URS Corporation, Denver. Report No. U-06-UI-1538.



JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah
DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

July 16, 2008

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

Re: 14-26-47-DLB Well, 605' FSL, 2138' FWL, SE SW, Sec. 26, T. 4 South, R. 7 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 43-013-34025.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

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



Operator: Bill Barrett Corporation
Well Name & Number 14-26-47-DLB
API Number: 43-013-34025
Lease: 14-20-H62-5500

Location: SE SW Sec. 26 T. 4 South R. 7 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 office (801) 733-0983 home

3. Reporting Requirements

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

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

5. 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.

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 <small>CITY</small> Denver <small>STATE</small> CO <small>ZIP</small> 80202		7. UNIT OR CA AGREEMENT NAME: N/A
4. LOCATION OF WELL FOOTAGES AT SURFACE: 605' FSL, 2138' FWL		8. WELL NAME and NUMBER: #14-26-47 DLB
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SESW 26 T4S R7W		9. API NUMBER: 4301334025
COUNTY: DUCHESNE		10. FIELD AND POOL, OR WILDCAT: ALTAMONT
STATE: UTAH		

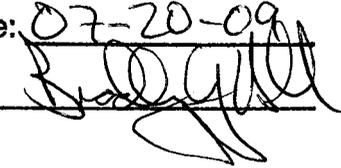
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

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

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

BILL BARRETT CORPORATION (BBC) REQUESTS AN ADDITIONAL ONE-YEAR EXTENSION ON THE APD FOR THIS LOCATION. THE ORIGINAL APD WAS APPROVED ON July 16, 2008.

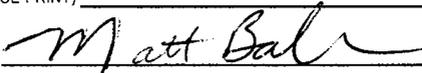
Approved by the
Utah Division of
Oil, Gas and Mining

Date: 07-20-09
By: 

COPY SENT TO OPERATOR

Date: 7.28.2009

Initials: KS

NAME (PLEASE PRINT) <u>Matt Barber</u>	TITLE <u>Permit Analyst</u>
SIGNATURE 	DATE <u>7/14/2009</u>

RECEIVED

JUL 16 2009

DIV. OF OIL, GAS & MINING

(This space for State use only)

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

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

API: 4301334025
Well Name: # 14-26-47 DLB
Location: SESW, Sec. 26, T4S-R7W
Company Permit Issued to: Bill Barrett Corporation
Date Original Permit Issued: 7/16/2008

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

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

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

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

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

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

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

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

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

Matt Balu
Signature

7/14/2009
Date

Title: Permit Analyst

Representing: Bill Barrett Corporation

RECEIVED
JUL 16 2009
DIV. OF OIL, GAS & MINING



JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

June 16, 2009

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

Re: APD Rescinded – 14-26-47 DLB, Sec. 26, T.4S, R.7W,
Duchesne County, Utah API No. 43-013-34025

Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on July 16, 2008. On July 21, 2009, you said in an email “If we did not send in to extend, we do not want them extended”.

No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective July 21, 2009.

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

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

Sincerely,

Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Vernal



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. 20G0005500	
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. # 14-26-47 DLB	
9. API Well No. Pending #3-013-34025	
10. Field and Pool, or Exploratory Altamont	
11. Sec., T. R. M. or Blk. and Survey or Area Section 26-T4S-R7W U.S.B.&M.	
12. County or Parish Duchesne	13. State UT
14. Distance in miles and direction from nearest town or post office* Approximately 19.1 miles southwest of Duchesne, Utah	
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig, unit line, if any) 605'	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. 4,800' Applied for loc.
19. Proposed Depth 8472'	20. BLM/BIA Bond No. on file Nationwide Bond #WYB000040
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 7598' ungraded ground	22. Approximate date work will start* 09/15/2008
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>Matt Barber</i>	Name (Printed/Typed) Matt Barber	Date 02/10/2010
-------------------------------------	--	---------------------------

Title
Permit Analyst

Approved by (Signature) <i>James H. Sparger</i>	Name (Printed/Typed) James H. Sparger	Date MAR 2 1 2010
--	---	-----------------------------

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

Office
VERNAL FIELD OFFICE

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

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)

BUREAU OF LAND MANAGEMENT
 2010 FEB 18 PM 1 58
 RECEIVED
 VERNAL FIELD OFFICE

RECEIVED
APR 01 2010

DIV. OF OIL, GAS & MINING

NOTICE OF APPROVAL

CONDITIONS OF APPROVAL ATTACHED

AGB MAR 2010



**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:	SESW, Sec.26, T4S R7W
Well No:	14-26-47 DLB	Lease No:	2OG0005500
API No:	43-013-34025	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.

RECEIVED

APR 01 2010

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

RECEIVED

APR 01 2010

SITE SPECIFIC CONDITIONS OF APPROVAL

- A 19,008' by 30' corridor access road right-of-way shall be approved. **DIV. OF OIL, GAS & MINING**
- Qualified surveyors/engineers shall be accompanied by a Tribal Technician, and will monitor all construction of the proposed action.
- The Ute Tribe Energy & Minerals Department is to be notified 48 hours prior to construction of the proposed action.
- Notices are to be given to the Ute Tribe Energy and Minerals Department during their normal workdays, which are Monday through Friday, 8:00 AM to 4:30 PM. The company understands that they may be held responsible for costs incurred by improper notification.
- The Company shall inform contractors to maintain construction of projects within the approved Rights-Of-Way.
- 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 of any such change.
- The Company will implement "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
- The company will ensure that there is approved APD and ROW and/or an Authority to Construct letter for proof of construction authorization.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- All personnel should refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.
- If artifacts, fossils, or any culturally sensitive materials are exposed or identified during construction, all construction must cease and immediate notification to the Energy and Minerals Department and the Cultural Rights Protection Officer.
- All mitigative stipulations contained in the Bureau of Indian Affairs Site Specific Environmental Assessment (EA) will be strictly adhered.

- Upon completion of the right-of-way the company will notify the Ute Tribe Energy and Minerals Department and BIA so that an Affidavit of Completion may be implemented.

RECEIVED

APR 01 2010

DIV. OF OIL, GAS & MINING

RECEIVED

APR 01 2010

Page 4 of 7
Well: 14-26-47 DLB
2/16/2010

DIV. OF OIL, GAS & MINING

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

SITE SPECIFIC CONDITIONS OF APPROVAL

- Production casing cement shall be brought up and into the surface casing. The minimum cement top is 200 ft above the surface casing shoe. Production casing minimum cement top is 0650 ft.
- A cement Bond Log (CBL) shall be run from the production casing shoe to the top of cement. A field copy of the CBL shall be submitted to the BLM Vernal Field Office.
- Logging: A Gamma Ray well Log shall be run from the well Total Depth to the surface. A copy of the Gamma Ray well Log shall be submitted to the BLM Vernal Field Office.
- All blow back fluids from completion operations shall be contained in such a manner that no oil reaches the reserve pit.

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.

RECEIVED
APR 01 2010
DIV. OF OIL, GAS & MINING

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (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

RECEIVED

APR 01 2010

DIV. OF OIL, GAS & MINING

RECEIVED

APR 01 2010

Page 7 of 7
Well: 14-26-47 DLB
2/16/2010

DIV. OF OIL, GAS & MINING

data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

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

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5500
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 14-26-47 DLB
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013340250000
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: 0605 FSL 2138 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 26 Township: 04.0S Range: 07.0W Meridian: U	9. FIELD and POOL or WILDCAT: WILDCAT 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"/> 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: _____

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 07/16/2008, THE PREVIOUS PERMIT EXTENSION EXPIRES ON 07/16/2010.

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 43013340250000

API: 43013340250000

Well Name: 14-26-47 DLB

Location: 0605 FSL 2138 FWL QTR SESW SEC 26 TWNP 040S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 7/16/2008

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

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

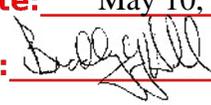
**Approved by the
Utah Division of
Oil, Gas and Mining**

Signature: Matt Barber

Date: 5/6/2010

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

Date: May 10, 2010

By: 

RECEIVED May 06, 2010

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5500
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 14-26-47 DLB
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 4301334025000
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: 0605 FSL 2138 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 26 Township: 04.0S Range: 07.0W Meridian: U	9. FIELD and POOL or WILDCAT: WILDCAT 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: 3/1/2012 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 50px;" type="text"/>

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 DUE TO CHANGES IN DRILLING PLANS FOR THE 2011/2012 YEAR. THE PREVIOUS PERMIT EXTENSION EXPIRES ON JULY 16TH, 2011.

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

Date: 07/11/2011
By: 

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 7/6/2011	



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 43013340250000

API: 43013340250000

Well Name: 14-26-47 DLB

Location: 0605 FSL 2138 FWL QTR SESW SEC 26 TWNP 040S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 7/16/2008

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

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

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

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

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

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

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

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

Signature: Brady Riley

Date: 7/6/2011

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

FORM APPROVED
OMB NO. 1004-0135
Expires: July 31, 2010

JAN 20 2012

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

BLM

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. 20G0005500
2. Name of Operator BILL BARRETT CORPORATION		6. If Indian, Allottee or Tribe Name UINTAH AND OURAY
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202		7. If Unit or CA/Agreement, Name and/or No.
3b. Phone No. (include area code) Ph: 303-312-8172 Fx: 303-291-0420		8. Well Name and No. 14-26-47 DLB
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 26 T4S R7W SESW 605FSL 2138FWL		9. API Well No. 43-013-34025-00-X1
		10. Field and Pool, or Exploratory ALTAMONT
		11. County or Parish, and State DUCHESNE COUNTY, UT

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

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

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

BBC hereby requests a two year extension for the subject APD previously approved on 03/21/2010. This well is currently scheduled to spud in 2012.

CONDITIONS OF APPROVAL ATTACHED

RECEIVED

MAR 27 2012

DIV. OF OIL, GAS & MINING

VERNAL FIELD OFFICE
ENG. <i>PLM 3/8/12</i>
GEOL. _____
E.S. _____
PET. _____
REC. _____

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

**Electronic Submission #128852 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by ROBIN R. HANSEN on 02/23/2012 (12RRH2063SE)**

Name (Printed/Typed) VENESSA LANGMACHER	Title SENIOR PERMIT ANALYST
Signature _____ (Electronic Submission)	Date 01/20/2012

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By <i>[Signature]</i>	Title Assistant Field Manager Lands & Mineral Resources	Date MAR 13 2012
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.		Office VERNAL FIELD OFFICE

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

UDOGM

** BLM REVISED **

7DDH 2012SE

CONDITIONS OF APPROVAL

Bill Barrett Corporation

Notice of Intent APD Extension

Lease: 2OG0005500
Well: 14-26-47 DLB
Location: SESW Sec 26-T4S-R7W

An extension for the referenced APD is granted with the following conditions:

1. The extension and APD shall expire on 03/21/2014.
2. No other extension shall be granted.

If you have any other questions concerning this matter, please contact Robin L Hansen of this office at (435) 781-2777

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5500
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: LC FEE 14-26D-47
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013340250000
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: 0605 FSL 2138 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 26 Township: 04.0S Range: 07.0W Meridian: U	9. FIELD and POOL or WILDCAT: WILDCAT COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 7/1/2012 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input checked="" 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.

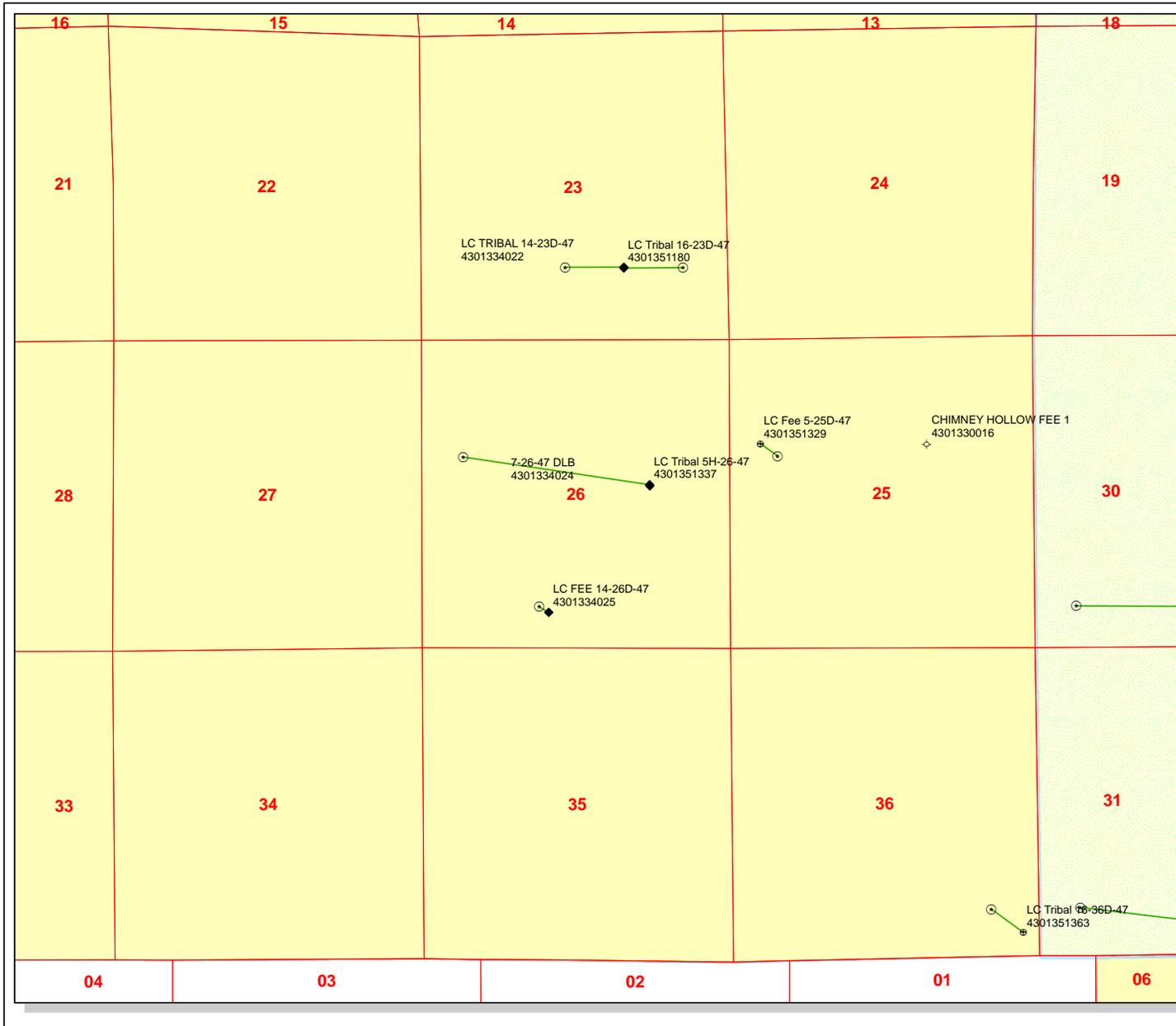
BBC hereby **requests to drill this well directionally** as opposed to the vertical that was previously approved. The surface location and all other information will remain the same. Attached please find a revised survey plat, drilling program, directional plan and directional letter. As a result of the directional wellbore, we are also requesting the well name be changed to LC Fee 14-26D-47. Old Name: 14-26-47 DLB Revised Name: LC Fee 14-26D-47 New Bottom Hole: SE SW, 700' FSL and 1980' FWL, Sec. 26, T4S-R7W

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

Date: April 12, 2012

By:

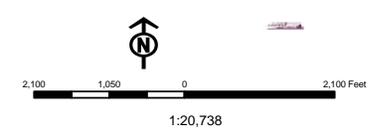
NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 3/29/2012	



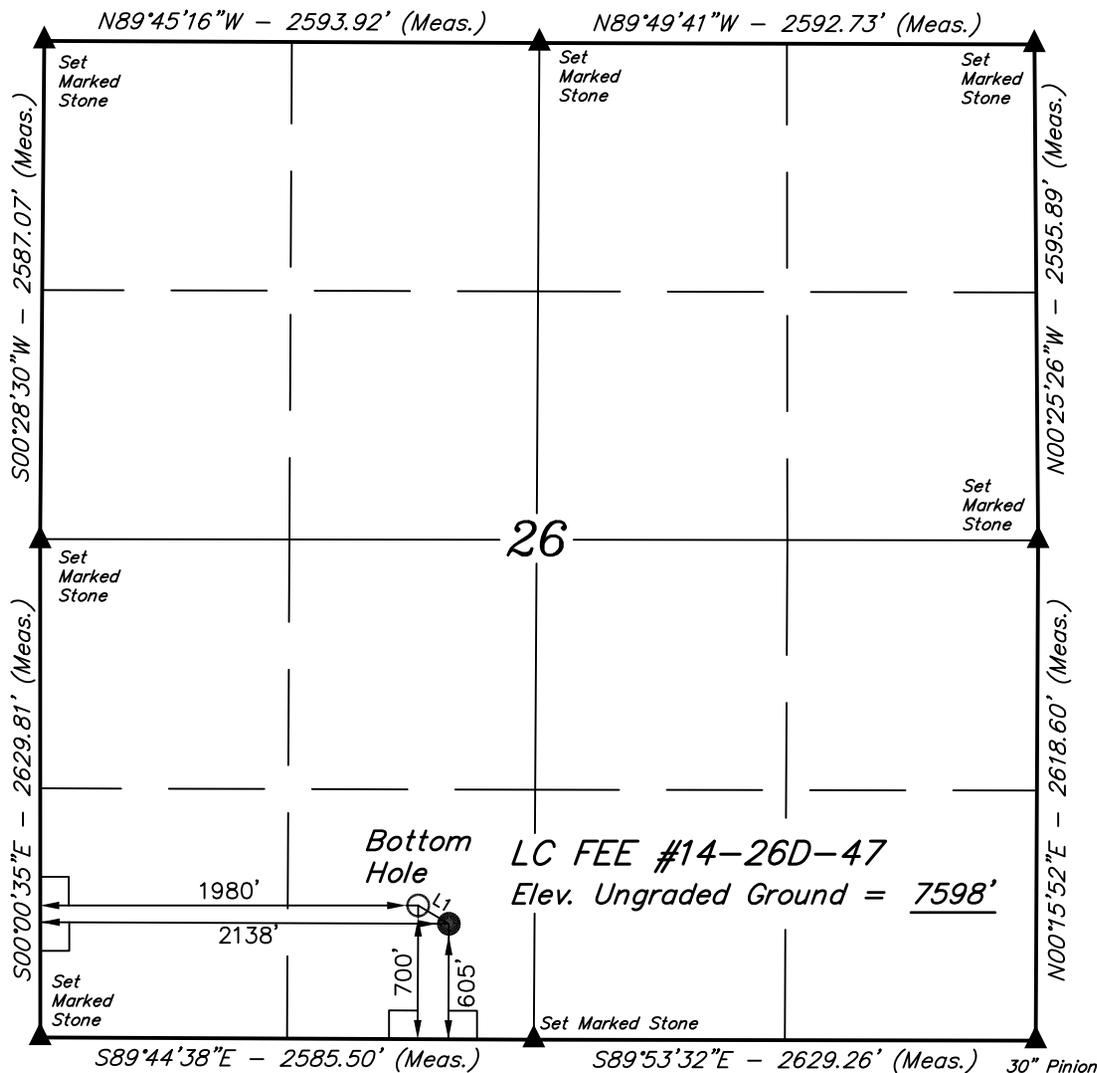
API Number: 4301334025
Well Name: LC FEE 14-26D-47
 Township T0.4 . Range R0.7 . Section 26
Meridian: UBM
 Operator: BILL BARRETT CORP

Map Prepared:
 Map Produced by Diana Mason

- | | |
|---------------|-------------------------------------|
| Units | Wells Query |
| STATUS | STATUS |
| ACTIVE | APD - Approved Permit |
| EXPLORATORY | DRIL - Spudded (Drilling Commenced) |
| GAS STORAGE | GIW - Gas Injection |
| NF PP OIL | GS - Gas Storage |
| NF SECONDARY | LA - Location Abandoned |
| PI OIL | LOC - New Location |
| PP GAS | OPS - Operation Suspended |
| PP GEOTHERM. | PA - Plugged Abandoned |
| PP OIL | PGW - Producing Gas Well |
| SECONDARY | POW - Producing Oil Well |
| TERMINATED | RET - Returned APD |
| Fields | SGW - Shut-in Gas Well |
| Unknown | SOW - Shut-in Oil Well |
| ABANDONED | TA - Temp. Abandoned |
| ACTIVE | TW - Test Well |
| COMBINED | WDW - Water Disposal |
| INACTIVE | WIW - Water Injection Well |
| STORAGE | WSW - Water Supply Well |
| TERMINATED | |



T4S, R7W, U.S.B.&M.



BILL BARRETT CORPORATION

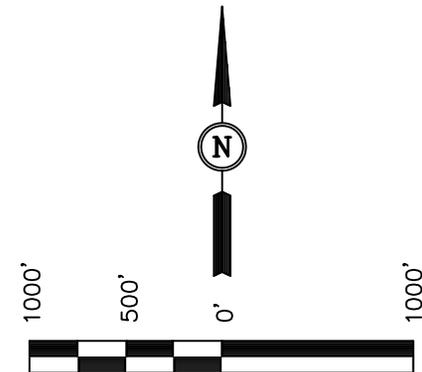
Well location, LC FEE #14-26D-47, located as shown in the SE 1/4 SW 1/4 of Section 26, T4S, R7W, U.S.B.&M., Duchesne County, Utah.

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 SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

ROBERT L. KAY
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REV: 10-12-11 K.O.
REV: 09-21-11 K.O.

LEGEND:

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

LINE TABLE		
LINE	BEARING	LENGTH
L1	N59°05'37"W	187.36'

NAD 83 (TARGET BOTTOM HOLE)		NAD 83 (SURFACE LOCATION)	
LATITUDE = 40°05'55.77" (40.098825)	LONGITUDE = 110°38'41.94" (110.644983)	LATITUDE = 40°05'54.82" (40.098561)	LONGITUDE = 110°38'39.86" (110.644406)
NAD 27 (TARGET BOTTOM HOLE)		NAD 27 (SURFACE LOCATION)	
LATITUDE = 40°05'55.92" (40.098867)	LONGITUDE = 110°38'39.37" (110.644269)	LATITUDE = 40°05'54.97" (40.098603)	LONGITUDE = 110°38'37.30" (110.643694)

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

SCALE 1" = 1000'	DATE SURVEYED: 05-05-08	DATE DRAWN: 06-18-08
PARTY S.H. T.P. C.H.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BILL BARRETT CORPORATION	

BILL BARRETT CORPORATION
DRILLING PLAN
1/04/2011

LC Fee 14-26D-47

SE SW, 605' FSL and 2138' FWL, Section 26, T4S-R7W, USB&M (surface hole)
SE SW, 700' FSL and 1980' FWL, Section 26, T4S-R7W, USB&M (bottom hole)
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 – MD</u>	<u>Depth - TVD</u>
Lower Green River*	3,660'	3,657'
Douglas Creek	4,476'	4,472'
Black Shale	5,247'	5,242'
Castle Peak	5,502'	5,497'
Uteland Butte	5,827'	5,822'
Wasatch*	6,047'	6,042'
TD	7,242'	7,237'

*PROSPECTIVE PAY

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

Base of Useable Water = 5,500'

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1,700'	No pressure control required
1,700' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. 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>					
26"	Surface	80'	16"	65#			
12 1/4"	Surface	1,700'	9 5/8"	36#	J or K 55	ST&C	New
8 3/4"	Surface	TD	5 1/2"	17#	P-110	LT&C	New

Bill Barrett Corporation
 Drilling Program
 LC Fee 14-26D-47
 Duchesne County, Utah

5. Cementing Program

16" Conductor Casing	Grout
9 5/8" Surface Casing	Lead: 220 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 1,200'
5 1/2" Production Casing	Lead: 590 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 1,200' Tail: 680 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC @ 4,747'

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> <u>(API filtrate)</u>	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 1,700'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
1,700' – TD	8.6 – 9.6	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 3612 psi* and maximum anticipated surface pressure equals approximately 2020 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)

Bill Barrett Corporation
Drilling Program
LC Fee 14-26D-47
Duchesne County, Utah

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
Mud monitoring will be visually observed

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 water right number 43-180.

11. Drilling Schedule

Location Construction: July 2012
Spud: July 2012
Duration: 15 days drilling time
45 days completion time



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: LC Fee 14-26D-47

Surface Hole Data:

Total Depth:	1,700'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	657.7	ft ³
Lead Fill:	1,200'	
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:	220
--------------	-----

Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	1,200'	

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

Production Hole Data:

Total Depth:	7,242'
Top of Cement:	1,200'
Top of Tail:	4,747'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1343.9	ft ³
Lead Fill:	3,547'	
Tail Volume:	945.4	ft ³
Tail Fill:	2,495'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	590
# SK's Tail:	680

LC Fee 14-26D-47 Proposed Cementing Program
--

<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (1200' - 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: 1,200'
	Volume: 117.13 bbl
	Proposed Sacks: 220 sks
Tail Cement - (TD - 1200')	
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: 1,200'
	Calculated Fill: 500'
	Volume: 48.80 bbl
	Proposed Sacks: 210 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (4747' - 1200')	
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: 1,200'
	Calculated Fill: 3,547'
	Volume: 239.34 bbl
	Proposed Sacks: 590 sks
Tail Cement - (7242' - 4747')	
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: 4,747'
	Calculated Fill: 2,495'
	Volume: 168.37 bbl
	Proposed Sacks: 680 sks



SITE DETAILS: 14-26D-47 LC Fee
Lake Canyon

Site Latitude: 40° 5' 54.971 N
Site Longitude: 110° 38' 37.298 W

COMPANY DETAILS: BILL BARRETT CORP

Calculation Method: Minimum Curvature
Error System: ISCWSA
Scan Method: Closest Approach 3D
Error Surface: Elliptical Conic
Warning Method: Error Ratio

Positional Uncertainty: 0.0
Convergence: 0.55
Local North: True

WELL DETAILS: 14-26D-47 LC Fee

Ground Level: 7598.0

+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
0.0	0.0	644107.90	2239540.78	40° 5' 54.971 N	110° 38' 37.298 W	

WELLBORE TARGET DETAILS (LAT/LONG)

Name	TVD	+N/-S	+E/-W	Latitude	Longitude	Shape
14-26D-47 LC Fee 3PT MKR	4852.0	96.2	-160.9	40° 5' 55.921 N	110° 38' 39.368 W	Rectangle (Sides: L200.0 W200.0)
14-26D-47 LC Fee PBHL	7237.0	96.2	-160.9	40° 5' 55.921 N	110° 38' 39.368 W	Rectangle (Sides: L200.0 W200.0)

SECTION DETAILS

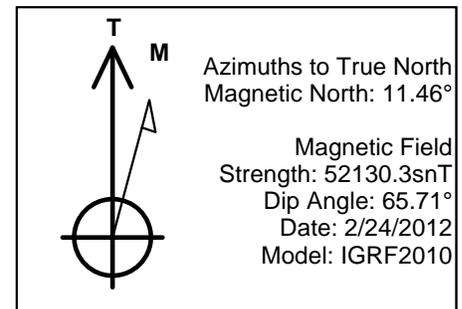
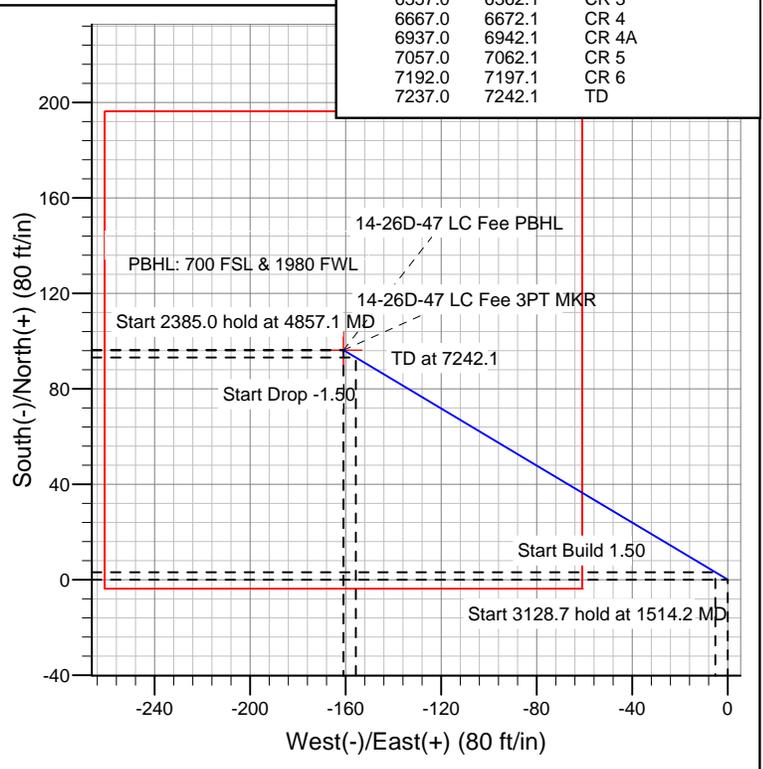
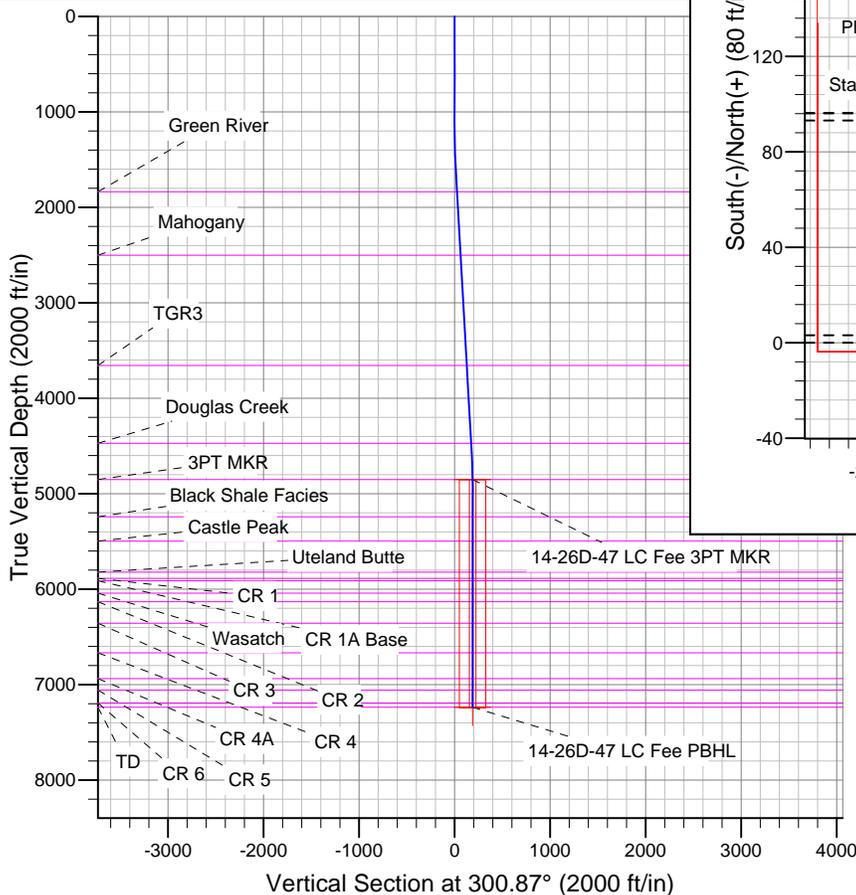
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	1300.0	0.00	0.00	1300.0	0.0	0.0	0.00	0.00	0.0	
3	1514.2	3.21	300.87	1514.1	3.1	-5.2	1.50	300.87	6.0	
4	4642.9	3.21	300.87	4637.9	93.1	-155.7	0.00	0.00	181.4	
5	4857.1	0.00	0.00	4852.0	96.2	-160.9	1.50	180.00	187.4	14-26D-47 LC Fee 3PT MKR
6	7242.1	0.00	0.00	7237.0	96.2	-160.9	0.00	0.00	187.4	14-26D-47 LC Fee PBHL

FORMATION TOP DETAILS

TVDPath	MDPath	Formation
1837.0	1837.6	Green River
2502.0	2503.7	Mahogany
3657.0	3660.5	TGR3
4472.0	4476.8	Douglas Creek
4852.0	4857.1	3PT MKR
5242.0	5247.1	Black Shale Facies
5497.0	5502.1	Castle Peak
5822.0	5827.1	Uteland Butte
5887.0	5892.1	CR 1
5912.0	5917.1	CR 1A Base
6042.0	6047.1	Wasatch
6132.0	6137.1	CR 2
6357.0	6362.1	CR 3
6667.0	6672.1	CR 4
6937.0	6942.1	CR 4A
7057.0	7062.1	CR 5
7192.0	7197.1	CR 6
7237.0	7242.1	TD

CASING DETAILS

No casing data is available



Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 14-26D-47 LC Fee
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 7614.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 7614.0ft (Original Well Elev)
Site:	14-26D-47 LC Fee	North Reference:	True
Well:	14-26D-47 LC Fee	Survey Calculation Method:	Minimum Curvature
Wellbore:	14-26D-47 LC Fee		
Design:	Design #1		

Project	DUCHESNE COUNTY, UT (NAD 27)		
Map System:	US State Plane 1927 (Exact solution)	System Datum:	Ground Level
Geo Datum:	NAD 1927 (NADCON CONUS)		
Map Zone:	Utah Central 4302		

Site	14-26D-47 LC Fee				
Site Position:		Northing:	644,107.91 ft	Latitude:	40° 5' 54.971 N
From:	Lat/Long	Easting:	2,239,540.78 ft	Longitude:	110° 38' 37.298 W
Position Uncertainty:	0.0 ft	Slot Radius:	"	Grid Convergence:	0.55 °

Well	14-26D-47 LC Fee					
Well Position	+N/-S	0.0 ft	Northing:	644,107.90 ft	Latitude:	40° 5' 54.971 N
	+E/-W	0.0 ft	Easting:	2,239,540.78 ft	Longitude:	110° 38' 37.298 W
Position Uncertainty		0.0 ft	Wellhead Elevation:	ft	Ground Level:	7,598.0 ft

Wellbore	14-26D-47 LC Fee				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	2/24/2012	11.46	65.71	52,130

Design	Design #1			
Audit Notes:				
Version:	Phase:	PLAN	Tie On Depth:	0.0
Vertical Section:	Depth From (TVD) (ft)	+N/-S (ft)	+E/-W (ft)	Direction (°)
	0.0	0.0	0.0	300.87

Plan Sections										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target
0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.00	0.00	
1,300.0	0.00	0.00	1,300.0	0.0	0.0	0.00	0.00	0.00	0.00	
1,514.2	3.21	300.87	1,514.1	3.1	-5.2	1.50	1.50	0.00	300.87	
4,642.9	3.21	300.87	4,637.9	93.1	-155.7	0.00	0.00	0.00	0.00	
4,857.1	0.00	0.00	4,852.0	96.2	-160.9	1.50	-1.50	0.00	180.00	14-26D-47 LC Fee 3F
7,242.1	0.00	0.00	7,237.0	96.2	-160.9	0.00	0.00	0.00	0.00	14-26D-47 LC Fee PE

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 14-26D-47 LC Fee
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 7614.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 7614.0ft (Original Well Elev)
Site:	14-26D-47 LC Fee	North Reference:	True
Well:	14-26D-47 LC Fee	Survey Calculation Method:	Minimum Curvature
Wellbore:	14-26D-47 LC Fee		
Design:	Design #1		

Planned 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)
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	0.00
100.0	0.00	0.00	100.0	0.0	0.0	0.0	0.00	0.00	0.00
200.0	0.00	0.00	200.0	0.0	0.0	0.0	0.00	0.00	0.00
300.0	0.00	0.00	300.0	0.0	0.0	0.0	0.00	0.00	0.00
400.0	0.00	0.00	400.0	0.0	0.0	0.0	0.00	0.00	0.00
500.0	0.00	0.00	500.0	0.0	0.0	0.0	0.00	0.00	0.00
600.0	0.00	0.00	600.0	0.0	0.0	0.0	0.00	0.00	0.00
700.0	0.00	0.00	700.0	0.0	0.0	0.0	0.00	0.00	0.00
800.0	0.00	0.00	800.0	0.0	0.0	0.0	0.00	0.00	0.00
900.0	0.00	0.00	900.0	0.0	0.0	0.0	0.00	0.00	0.00
1,000.0	0.00	0.00	1,000.0	0.0	0.0	0.0	0.00	0.00	0.00
1,100.0	0.00	0.00	1,100.0	0.0	0.0	0.0	0.00	0.00	0.00
1,200.0	0.00	0.00	1,200.0	0.0	0.0	0.0	0.00	0.00	0.00
1,300.0	0.00	0.00	1,300.0	0.0	0.0	0.0	0.00	0.00	0.00
1,400.0	1.50	300.87	1,400.0	0.7	-1.1	1.3	1.50	1.50	0.00
1,500.0	3.00	300.87	1,499.9	2.7	-4.5	5.2	1.50	1.50	0.00
1,514.2	3.21	300.87	1,514.1	3.1	-5.2	6.0	1.50	1.50	0.00
1,600.0	3.21	300.87	1,599.8	5.5	-9.3	10.8	0.00	0.00	0.00
1,700.0	3.21	300.87	1,699.6	8.4	-14.1	16.4	0.00	0.00	0.00
1,800.0	3.21	300.87	1,799.4	11.3	-18.9	22.0	0.00	0.00	0.00
1,837.6	3.21	300.87	1,837.0	12.4	-20.7	24.1	0.00	0.00	0.00
Green River									
1,900.0	3.21	300.87	1,899.3	14.2	-23.7	27.6	0.00	0.00	0.00
2,000.0	3.21	300.87	1,999.1	17.1	-28.5	33.2	0.00	0.00	0.00
2,100.0	3.21	300.87	2,099.0	19.9	-33.3	38.8	0.00	0.00	0.00
2,200.0	3.21	300.87	2,198.8	22.8	-38.2	44.5	0.00	0.00	0.00
2,300.0	3.21	300.87	2,298.7	25.7	-43.0	50.1	0.00	0.00	0.00
2,400.0	3.21	300.87	2,398.5	28.6	-47.8	55.7	0.00	0.00	0.00
2,500.0	3.21	300.87	2,498.3	31.4	-52.6	61.3	0.00	0.00	0.00
2,503.7	3.21	300.87	2,502.0	31.5	-52.8	61.5	0.00	0.00	0.00
Mahogany									
2,600.0	3.21	300.87	2,598.2	34.3	-57.4	66.9	0.00	0.00	0.00
2,700.0	3.21	300.87	2,698.0	37.2	-62.2	72.5	0.00	0.00	0.00
2,800.0	3.21	300.87	2,797.9	40.1	-67.0	78.1	0.00	0.00	0.00
2,900.0	3.21	300.87	2,897.7	42.9	-71.8	83.7	0.00	0.00	0.00
3,000.0	3.21	300.87	2,997.6	45.8	-76.6	89.3	0.00	0.00	0.00
3,100.0	3.21	300.87	3,097.4	48.7	-81.5	94.9	0.00	0.00	0.00
3,200.0	3.21	300.87	3,197.2	51.6	-86.3	100.5	0.00	0.00	0.00
3,300.0	3.21	300.87	3,297.1	54.5	-91.1	106.1	0.00	0.00	0.00
3,400.0	3.21	300.87	3,396.9	57.3	-95.9	111.7	0.00	0.00	0.00
3,500.0	3.21	300.87	3,496.8	60.2	-100.7	117.3	0.00	0.00	0.00
3,600.0	3.21	300.87	3,596.6	63.1	-105.5	122.9	0.00	0.00	0.00
3,660.5	3.21	300.87	3,657.0	64.8	-108.4	126.3	0.00	0.00	0.00
TGR3									
3,700.0	3.21	300.87	3,696.5	66.0	-110.3	128.5	0.00	0.00	0.00
3,800.0	3.21	300.87	3,796.3	68.8	-115.1	134.1	0.00	0.00	0.00
3,900.0	3.21	300.87	3,896.1	71.7	-119.9	139.8	0.00	0.00	0.00
4,000.0	3.21	300.87	3,996.0	74.6	-124.8	145.4	0.00	0.00	0.00
4,100.0	3.21	300.87	4,095.8	77.5	-129.6	151.0	0.00	0.00	0.00
4,200.0	3.21	300.87	4,195.7	80.3	-134.4	156.6	0.00	0.00	0.00
4,300.0	3.21	300.87	4,295.5	83.2	-139.2	162.2	0.00	0.00	0.00
4,400.0	3.21	300.87	4,395.3	86.1	-144.0	167.8	0.00	0.00	0.00
4,476.8	3.21	300.87	4,472.0	88.3	-147.7	172.1	0.00	0.00	0.00
Douglas Creek									

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 14-26D-47 LC Fee
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 7614.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 7614.0ft (Original Well Elev)
Site:	14-26D-47 LC Fee	North Reference:	True
Well:	14-26D-47 LC Fee	Survey Calculation Method:	Minimum Curvature
Wellbore:	14-26D-47 LC Fee		
Design:	Design #1		

Planned 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)
4,500.0	3.21	300.87	4,495.2	89.0	-148.8	173.4	0.00	0.00	0.00
4,600.0	3.21	300.87	4,595.0	91.9	-153.6	179.0	0.00	0.00	0.00
4,642.9	3.21	300.87	4,637.9	93.1	-155.7	181.4	0.00	0.00	0.00
4,700.0	2.36	300.87	4,694.9	94.5	-158.1	184.2	1.50	-1.50	0.00
4,800.0	0.86	300.87	4,794.9	95.9	-160.5	187.0	1.50	-1.50	0.00
4,857.1	0.00	0.00	4,852.0	96.2	-160.9	187.4	1.50	-1.50	103.47
3PT MKR									
4,900.0	0.00	0.00	4,894.9	96.2	-160.9	187.4	0.00	0.00	0.00
5,000.0	0.00	0.00	4,994.9	96.2	-160.9	187.4	0.00	0.00	0.00
5,100.0	0.00	0.00	5,094.9	96.2	-160.9	187.4	0.00	0.00	0.00
5,200.0	0.00	0.00	5,194.9	96.2	-160.9	187.4	0.00	0.00	0.00
5,247.1	0.00	0.00	5,242.0	96.2	-160.9	187.4	0.00	0.00	0.00
Black Shale Facies									
5,300.0	0.00	0.00	5,294.9	96.2	-160.9	187.4	0.00	0.00	0.00
5,400.0	0.00	0.00	5,394.9	96.2	-160.9	187.4	0.00	0.00	0.00
5,500.0	0.00	0.00	5,494.9	96.2	-160.9	187.4	0.00	0.00	0.00
5,502.1	0.00	0.00	5,497.0	96.2	-160.9	187.4	0.00	0.00	0.00
Castle Peak									
5,600.0	0.00	0.00	5,594.9	96.2	-160.9	187.4	0.00	0.00	0.00
5,700.0	0.00	0.00	5,694.9	96.2	-160.9	187.4	0.00	0.00	0.00
5,800.0	0.00	0.00	5,794.9	96.2	-160.9	187.4	0.00	0.00	0.00
5,827.1	0.00	0.00	5,822.0	96.2	-160.9	187.4	0.00	0.00	0.00
Uteland Butte									
5,892.1	0.00	0.00	5,887.0	96.2	-160.9	187.4	0.00	0.00	0.00
CR 1									
5,900.0	0.00	0.00	5,894.9	96.2	-160.9	187.4	0.00	0.00	0.00
5,917.1	0.00	0.00	5,912.0	96.2	-160.9	187.4	0.00	0.00	0.00
CR 1A Base									
6,000.0	0.00	0.00	5,994.9	96.2	-160.9	187.4	0.00	0.00	0.00
6,047.1	0.00	0.00	6,042.0	96.2	-160.9	187.4	0.00	0.00	0.00
Wasatch									
6,100.0	0.00	0.00	6,094.9	96.2	-160.9	187.4	0.00	0.00	0.00
6,137.1	0.00	0.00	6,132.0	96.2	-160.9	187.4	0.00	0.00	0.00
CR 2									
6,200.0	0.00	0.00	6,194.9	96.2	-160.9	187.4	0.00	0.00	0.00
6,300.0	0.00	0.00	6,294.9	96.2	-160.9	187.4	0.00	0.00	0.00
6,362.1	0.00	0.00	6,357.0	96.2	-160.9	187.4	0.00	0.00	0.00
CR 3									
6,400.0	0.00	0.00	6,394.9	96.2	-160.9	187.4	0.00	0.00	0.00
6,500.0	0.00	0.00	6,494.9	96.2	-160.9	187.4	0.00	0.00	0.00
6,600.0	0.00	0.00	6,594.9	96.2	-160.9	187.4	0.00	0.00	0.00
6,672.1	0.00	0.00	6,667.0	96.2	-160.9	187.4	0.00	0.00	0.00
CR 4									
6,700.0	0.00	0.00	6,694.9	96.2	-160.9	187.4	0.00	0.00	0.00
6,800.0	0.00	0.00	6,794.9	96.2	-160.9	187.4	0.00	0.00	0.00
6,900.0	0.00	0.00	6,894.9	96.2	-160.9	187.4	0.00	0.00	0.00
6,942.1	0.00	0.00	6,937.0	96.2	-160.9	187.4	0.00	0.00	0.00
CR 4A									
7,000.0	0.00	0.00	6,994.9	96.2	-160.9	187.4	0.00	0.00	0.00
7,062.1	0.00	0.00	7,057.0	96.2	-160.9	187.4	0.00	0.00	0.00
CR 5									
7,100.0	0.00	0.00	7,094.9	96.2	-160.9	187.4	0.00	0.00	0.00

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 14-26D-47 LC Fee
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 7614.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 7614.0ft (Original Well Elev)
Site:	14-26D-47 LC Fee	North Reference:	True
Well:	14-26D-47 LC Fee	Survey Calculation Method:	Minimum Curvature
Wellbore:	14-26D-47 LC Fee		
Design:	Design #1		

Planned 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)
7,197.1	0.00	0.00	7,192.0	96.2	-160.9	187.4	0.00	0.00	0.00
CR 6									
7,200.0	0.00	0.00	7,194.9	96.2	-160.9	187.4	0.00	0.00	0.00
7,242.1	0.00	0.00	7,237.0	96.2	-160.9	187.4	0.00	0.00	0.00
TD									

Formations

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
1,837.6	1,837.0	Green River		0.00	
2,503.7	2,502.0	Mahogany		0.00	
3,660.5	3,657.0	TGR3		0.00	
4,476.8	4,472.0	Douglas Creek		0.00	
4,857.1	4,852.0	3PT MKR		0.00	
5,247.1	5,242.0	Black Shale Facies		0.00	
5,502.1	5,497.0	Castle Peak		0.00	
5,827.1	5,822.0	Uteland Butte		0.00	
5,892.1	5,887.0	CR 1		0.00	
5,917.1	5,912.0	CR 1A Base		0.00	
6,047.1	6,042.0	Wasatch		0.00	
6,137.1	6,132.0	CR 2		0.00	
6,362.1	6,357.0	CR 3		0.00	
6,672.1	6,667.0	CR 4		0.00	
6,942.1	6,937.0	CR 4A		0.00	
7,062.1	7,057.0	CR 5		0.00	
7,197.1	7,192.0	CR 6		0.00	
7,242.1	7,237.0	TD		0.00	



March 29, 2012

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 #14-26D-47 LC Fee Well
Surface: 605' FSL & 2,138' FWL, SESW, 26-T4S-R7W, USM
Bottom Hole: 700' FSL & 1,980' FWL, SESW, 26-T4S-R7W, USM
Duchesne County, Utah

Dear Ms. Mason,

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill the above referenced well, we hereby submit this letter in accordance with Oil & Gas Conservation Rules R649-2, R649-3, R649-10 and R649-11, pertaining to the Location and Siting of Wells.

- The 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.
- The well will be drilled under an Exploration and Development Agreement between the Ute Indian Tribe and Ute Distribution Corporation. Ute Energy, LLC owns a right to participate in this well.
- BBC certifies that it is the working interest owner of all lands within 460 feet of the proposed well location, and together with Ute Energy, LLC, we own 100% of the working interest in these lands.

Based on the information provided, BBC requests that the permit be granted pursuant to R649-3-11. Should you have any questions or need further information, please contact me at 303-312-8544.

Sincerely,


David Watts
Landman

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

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5500	
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE	
7. UNIT or CA AGREEMENT NAME:	
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: LC FEE 14-26D-47
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013340250000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext
9. FIELD and POOL or WILDCAT: WILDCAT	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0605 FSL 2138 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 26 Township: 04.0S Range: 07.0W Meridian: U	
COUNTY: DUCHESNE	
STATE: UTAH	

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 7/17/2012	<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 an extension on this APD which expires on 7/16/2012.

Approved by the Utah Division of Oil, Gas and Mining

Date: July 23, 2012

By:

NAME (PLEASE PRINT) Megan Finnegan	PHONE NUMBER 303 299-9949	TITLE Permit Analyst
SIGNATURE N/A	DATE 7/17/2012	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013340250000

API: 43013340250000

Well Name: LC FEE 14-26D-47

Location: 0605 FSL 2138 FWL QTR SESW SEC 26 TWNP 040S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 7/16/2008

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

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

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

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

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

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

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

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

Signature: Megan Finnegan

Date: 7/17/2012

Title: Permit Analyst Representing: BILL BARRETT CORP

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9 5.LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5500
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7.UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: LC FEE 14-26D-47
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013340250000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0605 FSL 2138 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 26 Township: 04.0S Range: 07.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 7/1/2014	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input checked="" type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

BBC hereby requests a one year extension for the subject APD

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

Date: June 19, 2013

By:

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 6/17/2013	



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 43013340250000

API: 43013340250000

Well Name: LC FEE 14-26D-47

Location: 0605 FSL 2138 FWL QTR SESW SEC 26 TWNP 040S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 7/16/2008

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

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

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

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

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

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

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

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

Signature: Venessa Langmacher

Date: 6/17/2013

Title: Senior 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 Oil 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: LC FEE 14-26D-47
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0605 FSL 2138 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 26 Township: 04.0S Range: 07.0W Meridian: U	9. API NUMBER: 43013340250000
PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
COUNTY: DUCHESNE	STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 7/16/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input checked="" type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

BBC hereby request a one year extension for APD

**Approved by the
Utah Division of
Oil, Gas and Mining**
 June 17, 2014

Date: _____

By: 

NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A	DATE 6/16/2014	



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 43013340250000

API: 43013340250000

Well Name: LC FEE 14-26D-47

Location: 0605 FSL 2138 FWL QTR SESW SEC 26 TWNP 040S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 7/16/2008

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

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

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

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

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

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

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

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

Signature: Christina Hirtler

Date: 6/16/2014

Title: Administrative Assistant Representing: BILL BARRETT CORP

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5500	
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE	
7. UNIT or CA AGREEMENT NAME:	
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: LC FEE 14-26D-47
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013340250000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext
9. FIELD and POOL or WILDCAT: WILDCAT	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0605 FSL 2138 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 26 Township: 04.0S Range: 07.0W Meridian: U	
COUNTY: DUCHESNE	
STATE: UTAH	

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 10/22/2014	<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 type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="Lease"/>

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

This sundry is being submitted to revise the lease for the subject well.
 The correct lease is FEE; this well will not penetrate any tribal minerals.

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

Date: ~~November 13, 2014~~

By:

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 10/22/2014	



United States Department of the Interior



BUREAU OF LAND MANAGEMENT

Green River District
Vernal Field Office
170 South 500 East
Vernal, UT 84078

<http://www.blm.gov/ut/st/en/fo/vernal.html>

MAY 05 2015

IN REPLY REFER TO:
3160 (UTG011)

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

43 013 34025

Re: Notice of Expiration
Well No. LC Fee 14-26D-47
SESW, Sec. 26, T4S, R7W
Duchesne County, Utah
Lease No. 14-20-H62-5500

RECEIVED
MAY 12 2015
DIV. OF OIL, GAS & MINING

Dear Ms. Falling:

The Application for Permit to Drill (APD) for the above-referenced well was approved on March 21, 2010. A two (2) year extension of the original APD was requested. The request was reviewed and the extension approved until March 21, 2014. 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 Robin R. Hansen at (435) 781-3428.

Sincerely,

/s/ Jerry Kenczka

Jerry Kenczka
Assistant Field Manager
Lands & Mineral Resources

cc: UDOGM

bcc: Well File
I&E Asst.



GARY R. HERBERT
Governor

SPENCER J. COX
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

July 23, 2015

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

Re: APD Rescinded – LC FEE 14-26D-47, Sec. 26, T. 4S, R. 7W
Duchesne County, Utah API No. 43-013-34025

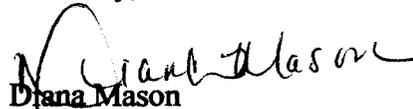
Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on July 16, 2008. On July 20, 2009, May 10, 2010, July 11, 2011, July 23, 2012, June 19, 2013 and June 17, 2014 the Division granted a one-year APD extension. On November 13, 2014 DOGM was informed that the lease was actually FEE and not Indian. Per Brad Hill, no more extensions will be granted. No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective July 23, 2015.

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

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

Sincerely,


Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Vernal