



October 9, 2008

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

# 16-7-45 BTR  
Tribal Surface/Tribal Minerals  
SESE, Section 7-T4S-R5W  
Duchesne County, Utah

Diana Mason, Permitting - Petroleum Technician:

Enclosed please find a copy of Bill Barrett Corporation's (BBC) application for permit to drill the above captioned well. Montgomery Archeological Consultants conducted a Class III archeological survey for this location and confirmed that "no historic properties affect" this location. The final report dated September 17, 2008 (MOCA Report No. 08-188) was submitted under a previous cover. EIS Environmental and Engineering Consulting conducted a "Threatened, Endangered, Candidate, and Sensitive Species Habitat Delineation Survey" on August 27 and 28, 2008. No endangered species were identified in this survey. A copy of this report was submitted under a previous cover.

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

Sincerely,

A handwritten signature in black ink that reads 'Reed Haddock'.

Reed Haddock  
Permit Analyst

Enclosures

**RECEIVED**  
**OCT 14 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 July 31, 2010

5. Lease Serial No.  
BIA-EDA-20G0005608

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.  
# 16-7-45 BTR

9. API Well No.  
Pending **43-013-3411**

10. Field and Pool, or Exploratory  
~~Altamont~~ **Undesignated**

11. Sec., T. R. M. or Blk. and Survey or Area  
Sec. 7, T4S, R5W U.S.B.&M.  
**SESE**

12. County or Parish  
Duchesne

13. State  
UT

1a. Type of work:  DRILL  REENTER

1b. Type of Well:  Oil Well  Gas Well  Other  Single Zone  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 **1160' FSL x 995' FEL, Sec. 7, T4S, R5W**  
At proposed prod. zone **1160' FSL x 995' FEL, Sec. 7, T4S, R5W**

14. Distance in miles and direction from nearest town or post office\*  
**Approximately 7.3 miles southwest of Duchesne, UT**

15. Distance from proposed\* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any)  
**995' FEL**

16. No. of acres in lease  
**N/A**

17. Spacing Unit dedicated to this well  
**640**

18. Distance from proposed location\* to nearest well, drilling, completed, applied for, on this lease, ft.  
**3,700' abandon oil well**

19. Proposed Depth  
**8,831'**

20. BLM/BIA Bond No. on file  
**Nationwide Bond # WYB000040**

21. Elevations (Show whether DF, KDB, RT, GL, etc.)  
**6314' Ungraded Ground**

22. Approximate date work will start\*  
**02/01/2009**

23. Estimated duration  
**45 days**

24. Attachments

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

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

25. Signature <b>Reed Haddock</b>	Name (Printed/Typed) <b>Reed Haddock</b>	Date <b>10/09/2008</b>
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Title **Permit Analyst**

Approved by (Signature) <b>[Signature]</b>	Name (Printed/Typed) <b>BRADLEY G. HILL</b>	Date <b>10-15-08</b>
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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.

(Continued on page 2)

\*(Instructions on page 2)

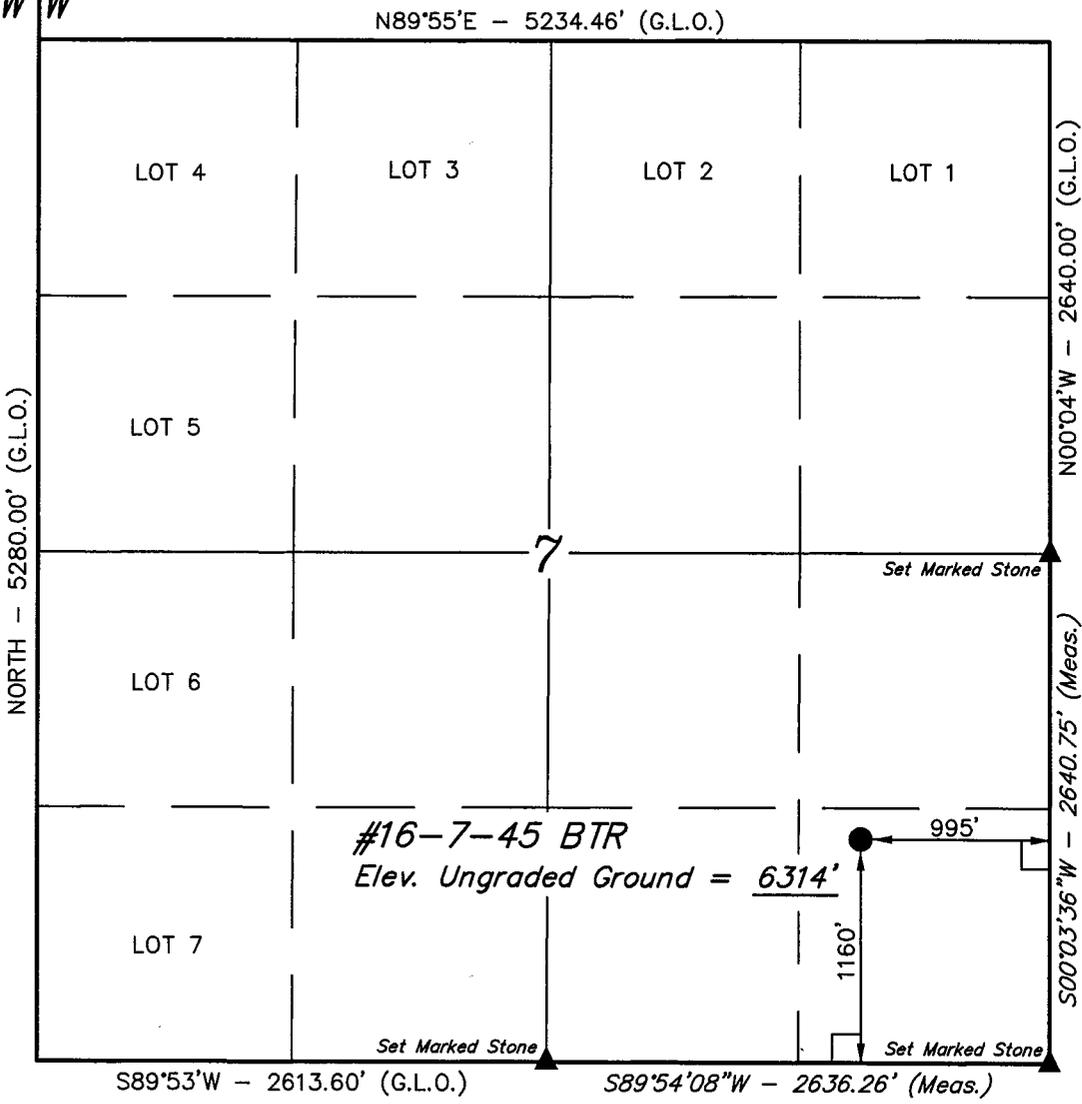
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44435964  
40.143459  
- 110.486514

**Federal Approval of this  
Action is Necessary**

**RECEIVED  
OCT 14 2008  
DIV. OF OIL, GAS & MINING**

R R  
6 5  
W W

T4S, R5W, U.S.B.&M.



**BILL BARRETT CORPORATION**

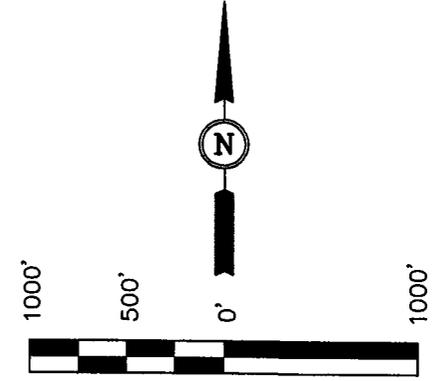
Well location, #16-7-45 BTR, located as shown in the SE 1/4 SE 1/4 of Section 7, T4S, R5W, U.S.B.&M., Duchesne County, Utah.

**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.

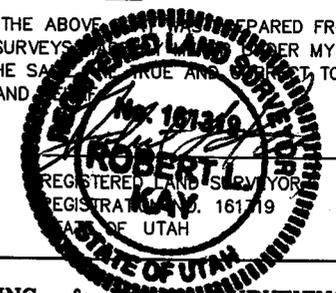
**BASIS OF BEARINGS**

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



**SCALE  
CERTIFICATE**

THIS IS TO CERTIFY THAT THE ABOVE WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS UNDER MY SUPERVISION AND THAT THE SAID WORK IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



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

(NAD 83)  
 LATITUDE = 40°08'36.34" (40.143428)  
 LONGITUDE = 110°29'13.77" (110.487158)  
 (NAD 27)  
 LATITUDE = 40°08'36.49" (40.143469)  
 LONGITUDE = 110°29'11.21" (110.486447)

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

SCALE 1" = 1000'	DATE SURVEYED: 08-29-08	DATE DRAWN: 09-12-08
PARTY D.R. D.S. S.L.	REFERENCES G.L.O. PLAT	
WEATHER HOT	FILE BILL BARRETT CORPORATION	



October 9, 2008

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: **Exception Location - #16-7-45 BTR – Blacktail Ridge Area**  
Surface Location: 995' FEL, 1,160' FSL, SESE, Section 7-T4S-R5W  
Duchesne County, Utah

Dear Ms. Mason,

Bill Barrett Corporation ("BBC") hereby submits an exception location letter in accordance with Oil & Gas Conservation Rules R649-3-3, requesting an exception well location, supported by the following information:

- The location is within our Blacktail Ridge Area.
- The exception location is due to topography requirements and to minimize surface disturbance.
- BBC certifies that it is the working interest owner along with Ute Energy, LLC (who also consent to this exception location request), and together we own 100% of the working interest within 460 feet of the proposed well location.
- Our rights are owned under an Exploration and Development Agreement with the Ute Indian Tribe and Ute Distribution Corporation which provides for the drilling of exploratory wells. This agreement provides that we consult with these owners regarding the drilling of this well.

Based on the information provided, BBC requests the Division grant this exception to the locating and siting requirements of R649-3-2. Should you have any questions or need further information, please contact me at 303-312-8129.

Sincerely,

A handwritten signature in black ink, appearing to read 'Doug Gundry-White', written over a printed name and title.

Doug Gundry-White  
Senior Landman

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

Bill Barrett Corporation  
Drilling Program  
# 16-7-45 BTR  
Duchesne County, Utah

**HAZARDOUS MATERIAL DECLARATION**

WELL NO. # 16-7-45 BTR - LEASE NO. BIA-EDA-2OG0005608

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  
 # 16-7-45 BTR  
 Duchesne County, Utah

**DRILLING PLAN**

BILL BARRETT CORPORATION  
 # 16-7-45 BTR  
 SHL: SE/4 SE/4, 1160' FSL & 995' FEL, Section 7-T4S-R5W  
 BHL: SE/4 SE/4, 1160' FSL & 995' FEL, Section 7-T4S-R5W  
 Surface Owner: Tribal  
 Duchesne County, Utah

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

<u>Formation</u>	<u>Depth – MD</u>
Green River	2,691'
Douglas Creek	5,417'
Black Shale	6,290'
Castle Peak	6,522'
Wasatch	7,054' *
TD	8,831'

\*PROSPECTIVE PAY

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

4. **Casing Program**

A) **Planned 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 ½"	surface	2,000'	9 5/8"	36#	J or K 55	ST&C	New
8 ¾"	surface	TD	5 ½"	17#	P-110	LT&C	New

For any liner ran BBC intends to have a minimum of 200' of liner overlap.

5. **Cementing Program**

A) **Planned Program**

9 5/8" Surface Casing	Approximately 470 sx Halliburton Light Premium with additives mixed at 12.7 ppg (yield = 1.82 ft <sup>3</sup> /sx) circulated to surface with 75% excess. Approximately 230 sx Halliburton Premium Plus cement with additives mixed at 15.8 ppg (yield = 1.20 ft <sup>3</sup> /sx).
5 ½" Production Casing	Approximately 370 sx Halliburton Hi-Fill Modified cement with additives mixed at 10.7 ppg (yield = 2.92 ft <sup>3</sup> /sx). Approximately 270 sx Halliburton Tuned Light RS-1 cement with additives mixed at 11.5 ppg (yield = 3.21 ft <sup>3</sup> /sx). Top of cement to be determined by log and sample evaluation; estimated TOC 2,000'.

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 2,000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
3,000' – TD	8.6 – 9.2	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. **BOP and Pressure Containment Data**

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 2,000'	No pressure control required
2,000' – TD	11” 5000# Ram Type BOP 11” 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 5000 psi;	
- Ancillary equipment and choke manifold rated at 7,500 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.	

8. **Auxiliary Equipment**

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

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

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

If BBC pursues the “Alternate” program, a suite of the above logs will be run on both the intermediate and production hole sections.

10. **Anticipated Abnormal Pressures or Temperatures**

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4225 psi\* and maximum anticipated surface pressure equals approximately 2282 psi\*\* (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

Bill Barrett Corporation  
Drilling Program  
# 16-7-45 BTR  
Duchesne County, Utah

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

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

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

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

**12. Drilling Schedule**

Location Construction:	Approximately December 1, 2008
Spud:	Approximately February 1, 2009
Duration:	30 days drilling time
	45 days completion time

## 16-7-45 BTR Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>
<b>Lead Cement - (1500' - 0')</b>	
Halliburton Light Premium	Fluid Weight: 12.7 lbm/gal
1.0% Calcium Chloride	Slurry Yield: 1.82 ft <sup>3</sup> /sk
0.125 lbm/sk Ploy-E-Flake	Total Mixing Fluid: 9.72 Gal/sk
	Top of Fluid: 0'
	Calculated Fill: 1,500'
	Volume: 146.41 bbl
	<b>Proposed Sacks: 470 sks</b>
 <b>Tail Cement - (TD - 1500')</b>	
Premium Cement	Fluid Weight: 15.8 lbm/gal
2.0% Calcium Chloride	Slurry Yield: 1.20 ft <sup>3</sup> /sk
0.125 lbm/sk Ploy-E-Flake	Total Mixing Fluid: 5.238 Gal/sk
	Top of Fluid: 1,500'
	Calculated Fill: 500'
	Volume: 48.80 bbl
	<b>Proposed Sacks: 230 sks</b>

<u>Job Recommendation</u>	<u>Production Casing</u>
<b>Lead Cement - (5790' - 2000')</b>	
Halliburton Hi-Fill Modified	Fluid Weight: 10.7 lbm/gal
0.2% HR-5	Slurry Yield: 2.92 ft <sup>3</sup> /sk
0.25 lbm/sk Poly-E-Flake	Total Mixing Fluid: 17.26 Gal/sk
5.0 lbm/sk Gilsonite	Top of Fluid: 2,000'
	Calculated Fill: 3,790'
	Volume: 187.54 bbl
	<b>Proposed Sacks: 370 sks</b>
 <b>Tail Cement - (8831' - 5790')</b>	
Halliburton Tuned Light RS-1	Fluid Weight: 11.5 lbm/gal
0.2% Super CBL	Slurry Yield: 3.21 ft <sup>3</sup> /sk
0.2% HR-5	Total Mixing Fluid: 18.56 Gal/sk
	Top of Fluid: 5,790'
	Calculated Fill: 3,041'
	Volume: 150.50 bbl
	<b>Proposed Sacks: 270 sks</b>

Well name:	<b>BTR General</b>
Operator:	<b>Bill Barrett Corporation</b>
String type:	Surface
Location:	Duchesne County, UT

**Design parameters:**

**Collapse**  
Mud weight: 8.90 ppg

Design is based on evacuated pipe.

**Burst**

Max anticipated surface pressure: 911 psi  
Internal gradient: 0.22 psi/ft  
Calculated BHP: 1,351 psi

No backup mud specified.

**Minimum design factors:**

**Collapse:**  
Design factor: 1.125

**Burst:**  
Design factor: 1.00

**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: 1,737 ft

**Environment:**

H2S considered? No  
Surface temperature: 70.00 °F  
Bottom hole temperature: 94 °F  
Temperature gradient: 1.22 °F/100ft  
Minimum section length: 1,500 ft  
Cement top: Surface

Non-directional string.

**Re subsequent strings:**

Next setting depth: 9,500 ft  
Next mud weight: 10.600 ppg  
Next setting BHP: 5,231 psi  
Fracture mud wt: 13.000 ppg  
Fracture depth: 2,000 ft  
Injection pressure: 1,351 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	2000	9.625	36.00	J-55	ST&C	2000	2000	8.796	142.4

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	925	2020	2.185	1351	3520	2.61	63	394	6.30 J

Prepared Dominic Spencer  
by: Bill Barrett

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

Date: September 2, 2008  
Denver, Colorado

Remarks:

Collapse is based on a vertical depth of 2000 ft, a mud weight of 8.9 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:	<b>BTR General</b>
Operator:	<b>Bill Barrett Corporation</b>
String type:	Production
Location:	Duchesne County, UT

**Design parameters:**

Collapse

Mud weight: 10.60 ppg

Design is based on evacuated pipe.

**Minimum design factors:**

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

**Environment:**

H2S considered? No  
 Surface temperature: 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: 3,141 psi  
 Internal gradient: 0.22 psi/ft  
 Calculated BHP 5,231 psi

No backup mud specified.

Tension:

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

Non-directional string.

Tension is based on buoyed weight.  
 Neutral point: 7,973 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	P-110	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	5231	7480	1.430	5231	10640	2.03	136	445	3.28 J

Prepared Dominic Spencer  
 by: Bill Barrett

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

Date: September 2,2008  
 Denver, Colorado

Remarks:

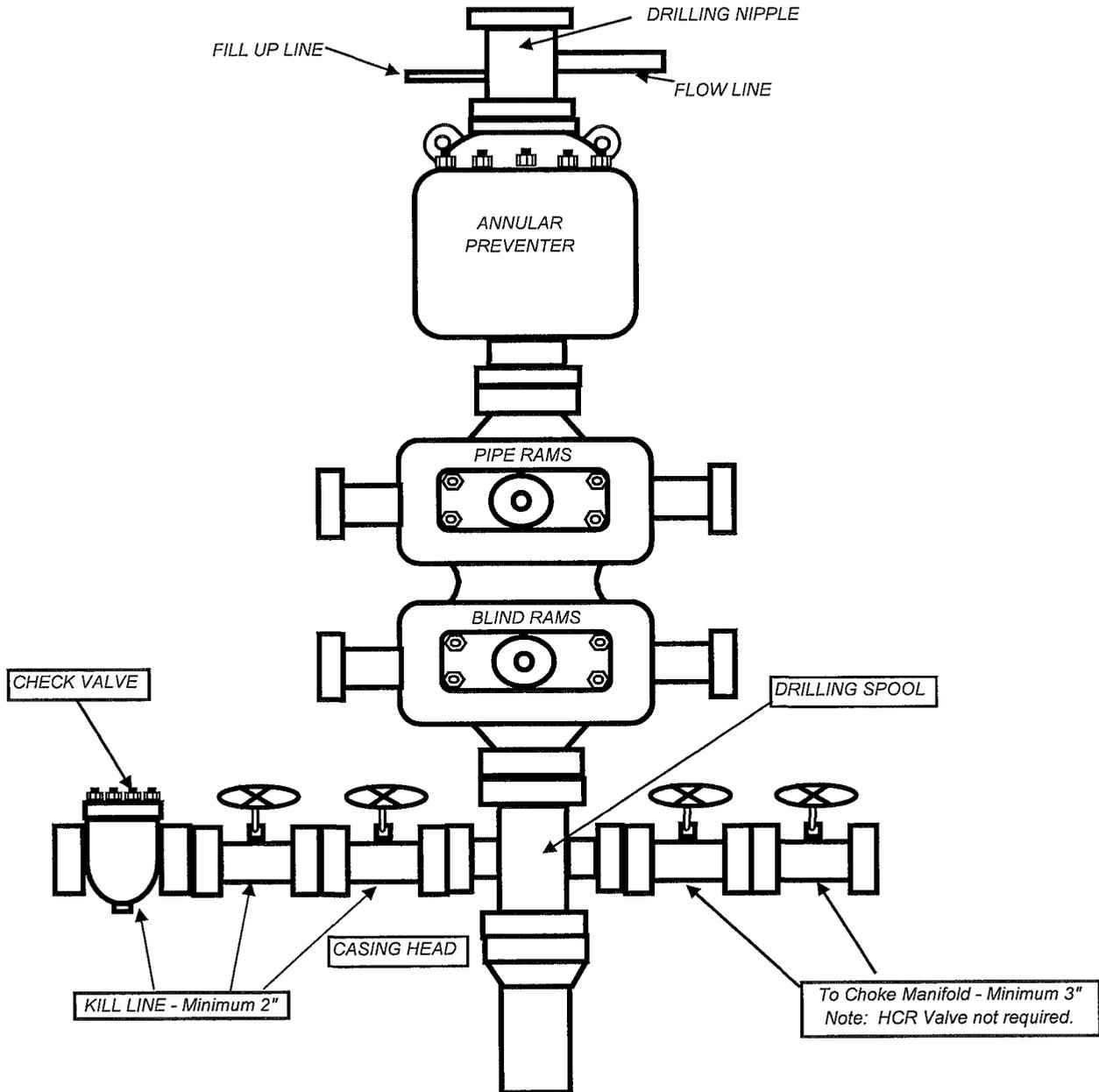
Collapse is based on a vertical depth of 9500 ft, a mud weight of 10.6 ppg. The casing is considered to be evacuated for collapse purposes.  
 Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

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

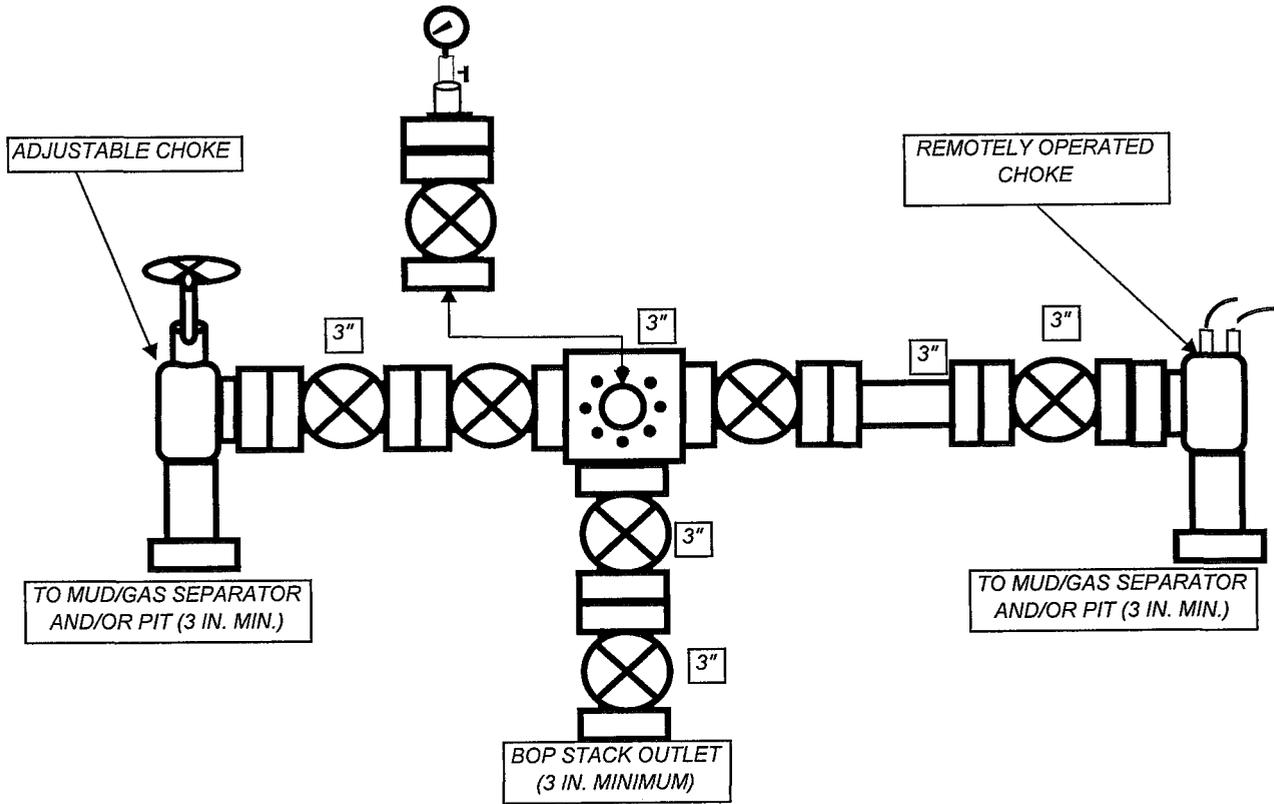
# BILL BARRETT CORPORATION

## TYPICAL 5,000 p.s.i. BLOWOUT PREVENTER



# BILL BARRETT CORPORATION

## TYPICAL 5,000 p.s.i. CHOKE MANIFOLD



**Surface Use Plan for  
Bill Barrett Corporation's  
Development Program  
Black Tail Ridge Area  
Duchesne County, Utah**

**1. Existing Roads:**

The Black Tail Ridge Areas are located approximately 12 miles Southwest of Duchesne, Utah and extend from Township 3 South, Range 5 West, Range 6 West, and Range 7 West and the North ½ of Township 4 South, Range 5 West, Range 6 West, and Range 7 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 UDWR.

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

Water wells – None.

Abandoned wells – (1) - NW1/4, Section 8, T4S, R5W.

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 UDWR 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 UDWR. Abandoned well sites, roads, and other disturbed areas will be restored as near as practical to their original condition. Where applicable, these conditions may include the re-establishment of irrigation systems, the re-establishment of appropriate soil conditions, and the re-establishment of vegetation as specified.

All disturbed areas will be 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.

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

At final abandonment, BBC will follow UT-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.

10/6/2008  
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 UDWR administered lands after the conclusion of drilling operations or at any other time without permission by the UDWR. If UDWR permission is obtained, such storage will only be temporary measure.

Travel will be restricted to approved travel routes.

## 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: September 1, 2008

Reed Haddock  
Permit Analyst

### BBC Representatives:

Reed Haddock  
Bill Barrett Corporation  
1099 18<sup>th</sup> 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

### UDWR Representatives:

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

BILL BARRETT CORPORATION  
#16-7-45 BTR  
SECTION 7, T4S, R5W, U.S.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM DUCHESNE, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 4.4 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTHEASTERLY; TURN LEFT AND PROCEED IN A SOUTHEASTELY DIRECTION APPROXIMATELY 1.4 MILES TO THE BEGINNING OF THE PROPOSED ACCESS FOR THE #7-17-45 BTR TO THE SOUTH; FOLLOW ROAD FLAGS IN A SOUTHERLY DIRECTION APPROXIMATELY 0.6 MILES TO THE BEGINNING OF AN EXISTING 2-TRACK TO THE SOUTHWEST; TURN RIGHT AND FOLLOW THE EXISTING 2-TRACK IN A SOUTHWESTERLY, THEN NORTHWESTERLY DIRECTION APPROXIMATELY 0.3 MILES TO THE BEGINNING OF THE PROPOSED ACCESS TO THE NORTHWEST; FOLLOW ROAD FLAGS IN A NORTHWESTERLY, THEN NORHTERLY DIRECTION APPROXIMATELY 0.6 MILES TO THE PROPOSED WELL LOCATION.

TOTAL DISTANCE FROM DUCHESNE, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 7.3 MILES.

# BILL BARRETT CORPORATION

#16-7-45 BTR

LOCATED IN DUCHESNE COUNTY, UTAH  
SECTION 7, T4S, R5W, U.S.B.&M.

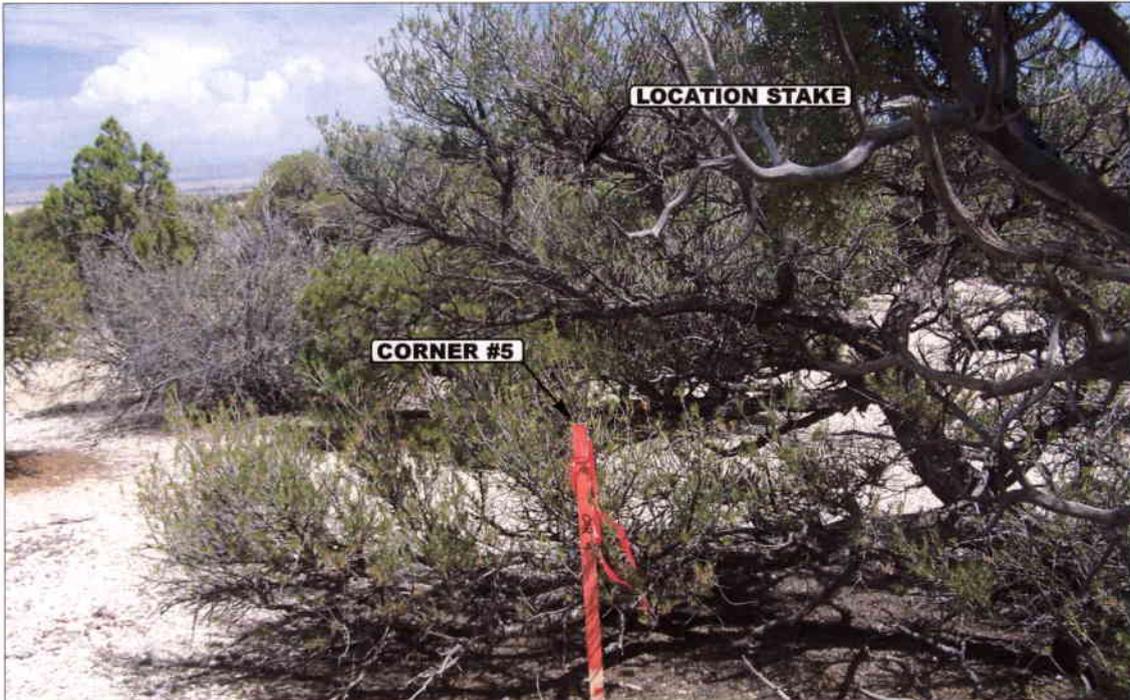


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: NORTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: SOUTHWESTERLY



- Since 1964 -

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

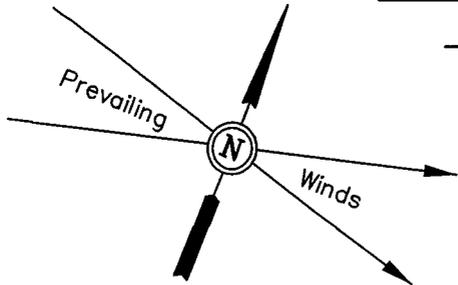
<b>LOCATION PHOTOS</b>	<b>09</b>	<b>23</b>	<b>08</b>	<b>PHOTO</b>
	MONTH	DAY	YEAR	
TAKEN BY: D.R.	DRAWN BY: S.L.		REVISED: 00-00-00	

**BILL BARRETT CORPORATION**

**FIGURE #1**

**LOCATION LAYOUT FOR**

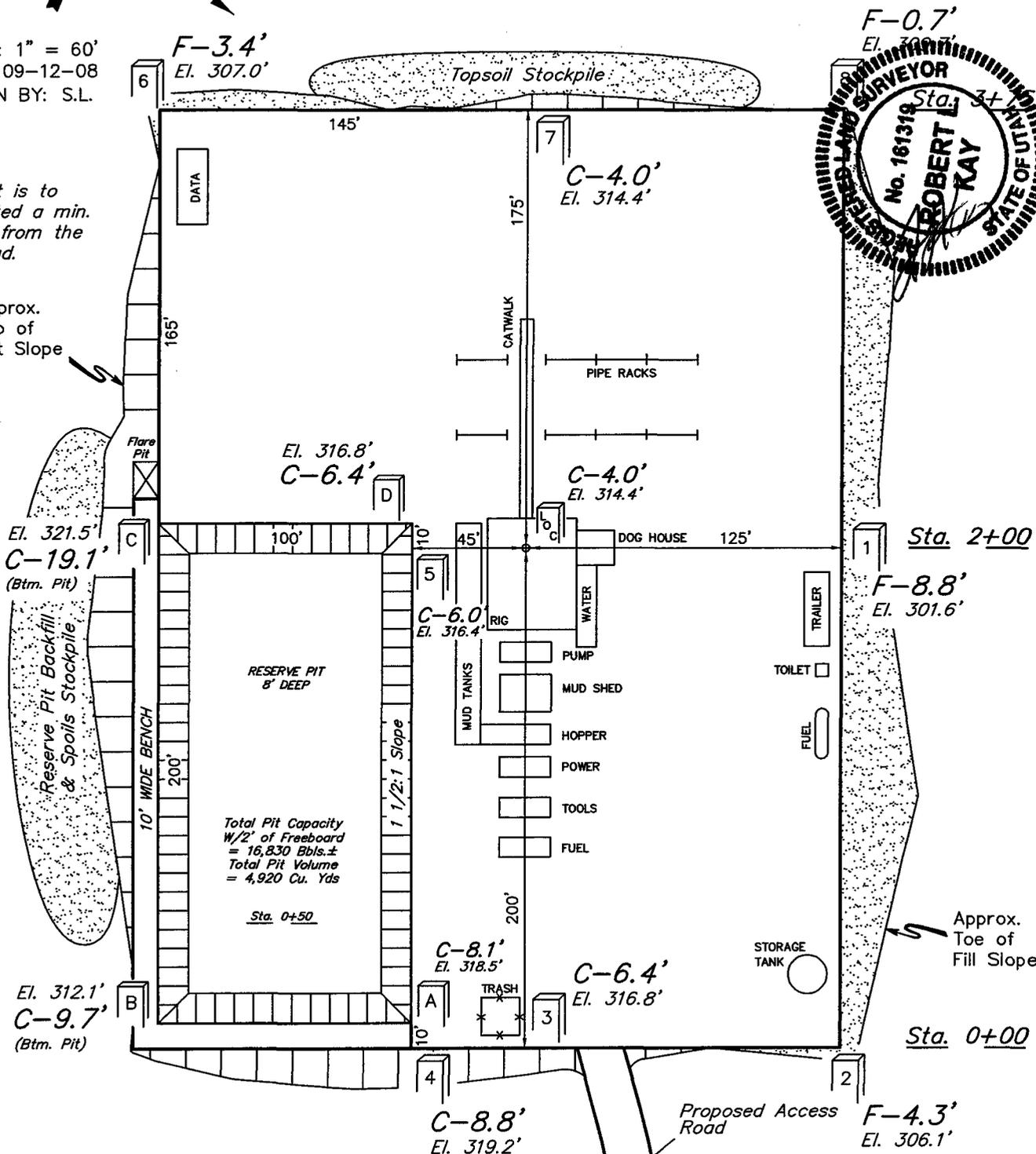
**#16-7-45 BTR**  
**SECTION 7, T4S, R5W, U.S.B.&M.**  
**1160' FSL 995' FEL**



SCALE: 1" = 60'  
 DATE: 09-12-08  
 DRAWN BY: S.L.

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

Approx. Top of Cut Slope



**NOTES:**

Elev. Ungraded Ground At Loc. Stake = 6314.4'  
 FINISHED GRADE ELEV. AT LOC. STAKE = 6310.4'

**BILL BARRETT CORPORATION**

**FIGURE #2**

**TYPICAL CROSS SECTIONS FOR**

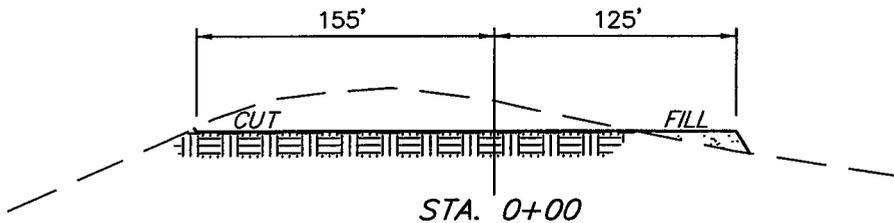
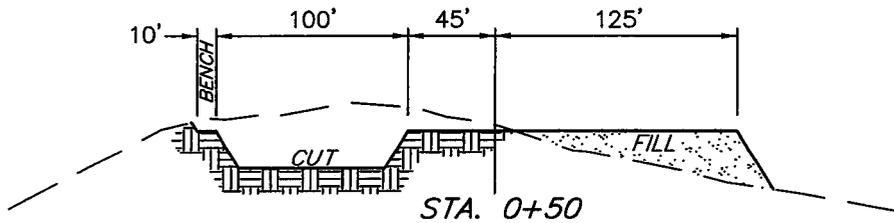
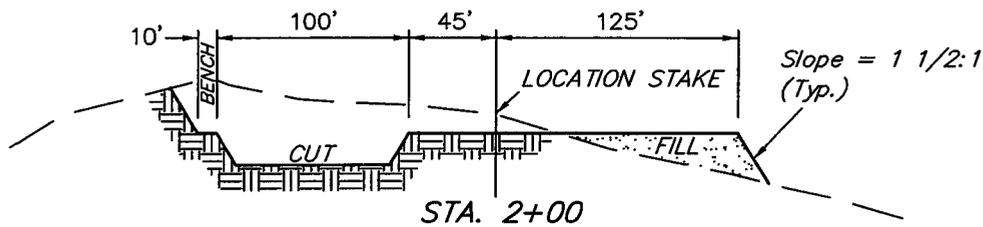
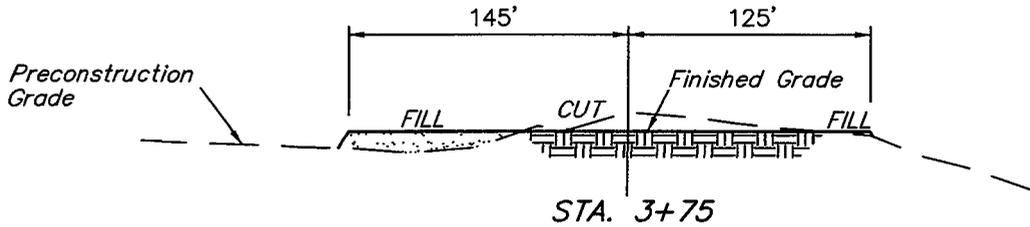
**#16-7-45 BTR**

**SECTION 7, T4S, R5W, U.S.B.&M.**

**1160' FSL 995' FEL**

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

DATE: 09-12-08  
DRAWN BY: S.L.



APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ±3.523 ACRES

ACCESS ROAD DISTURBANCE = ±2.094 ACRES

PIPELINE DISTURBANCE = ±3.067 ACRES

TOTAL = ±8.684 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 = 4,510 Cu. Yds.

Remaining Location = 14,730 Cu. Yds.

**TOTAL CUT = 19,240 CU. YDS.**

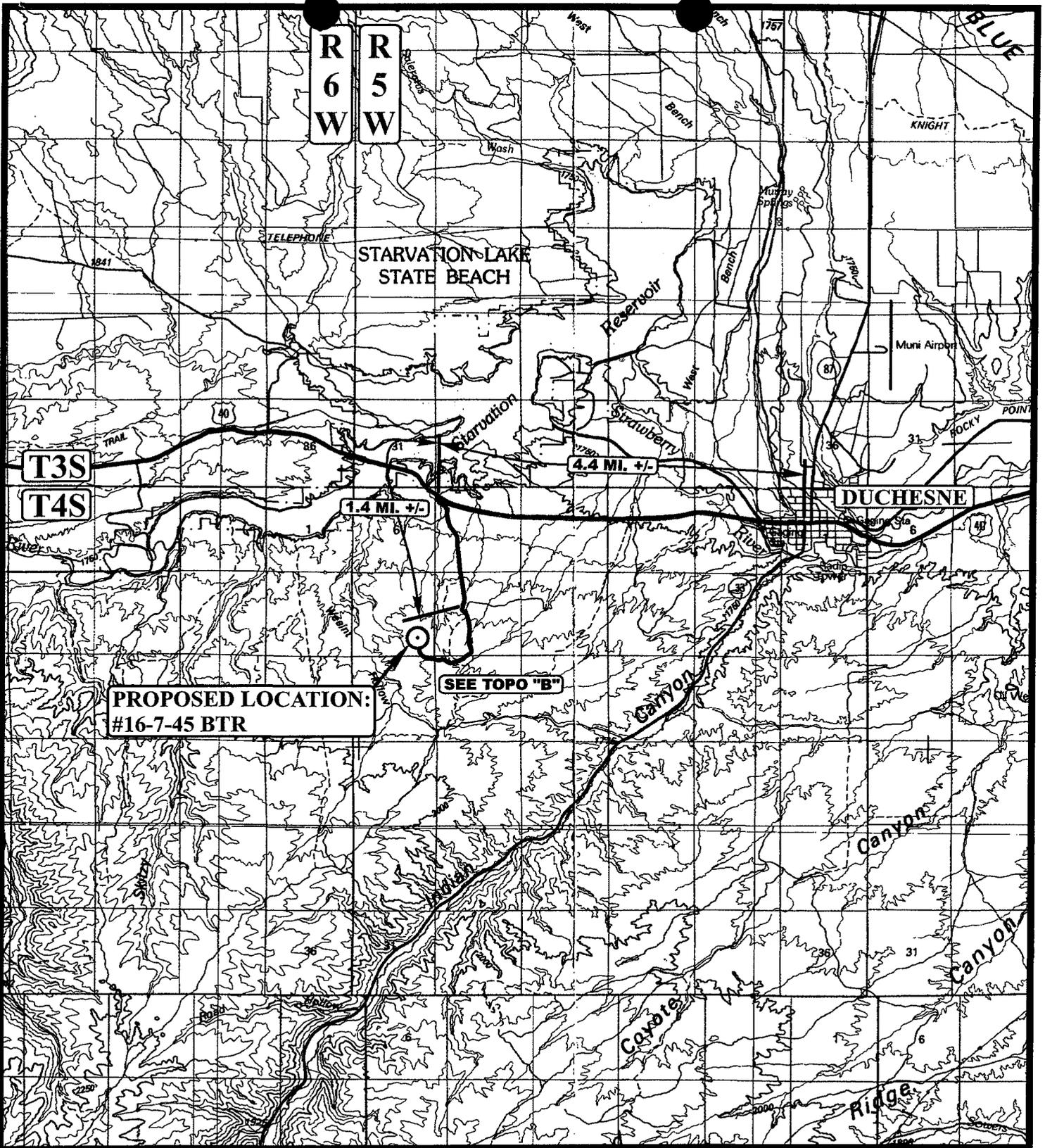
**FILL = 12,270 CU. YDS.**

EXCESS MATERIAL = 6,970 Cu. Yds.

Topsoil & Pit Backfill (1/2 Pit Vol.) = 6,970 Cu. Yds.

EXCESS UNBALANCE (After Interim Rehabilitation) = 0 Cu. Yds.

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



**PROPOSED LOCATION:  
#16-7-45 BTR**

**SEE TOPO "B"**

**LEGEND:**

○ PROPOSED LOCATION



**BILL BARRETT CORPORATION**

#16-7-45 BTR  
SECTION 7, T4S, R5W, U.S.B.&M.  
1160' FSL 995' FEL



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

**TOPOGRAPHIC** 09 23 08  
**MAP** MONTH DAY YEAR  
SCALE: 1 : 100,000 DRAWN BY: S.L. REVISED: 00-00-00



T4S

DUCHESNE 5.8 MI. +/-

PROPOSED LOCATION:  
#16-7-45 BTR

PROPOSED ACCESS FOR THE  
#7-17-45 BTR 0.6 MI. +/-

PROPOSED ACCESS 0.6 MI. +/-

EXISTING 2-TRACK NEEDS  
UPGRADED 0.3 MI. +/-

#7-17-45 BTR

R  
6  
W

R  
5  
W

**LEGEND:**

————— EXISTING ROAD

**BILL BARRETT CORPORATION**

#16-7-45 BTR  
SECTION 7, T4S, R5W, U.S.B.&M.  
1160' FSL 995' FEL

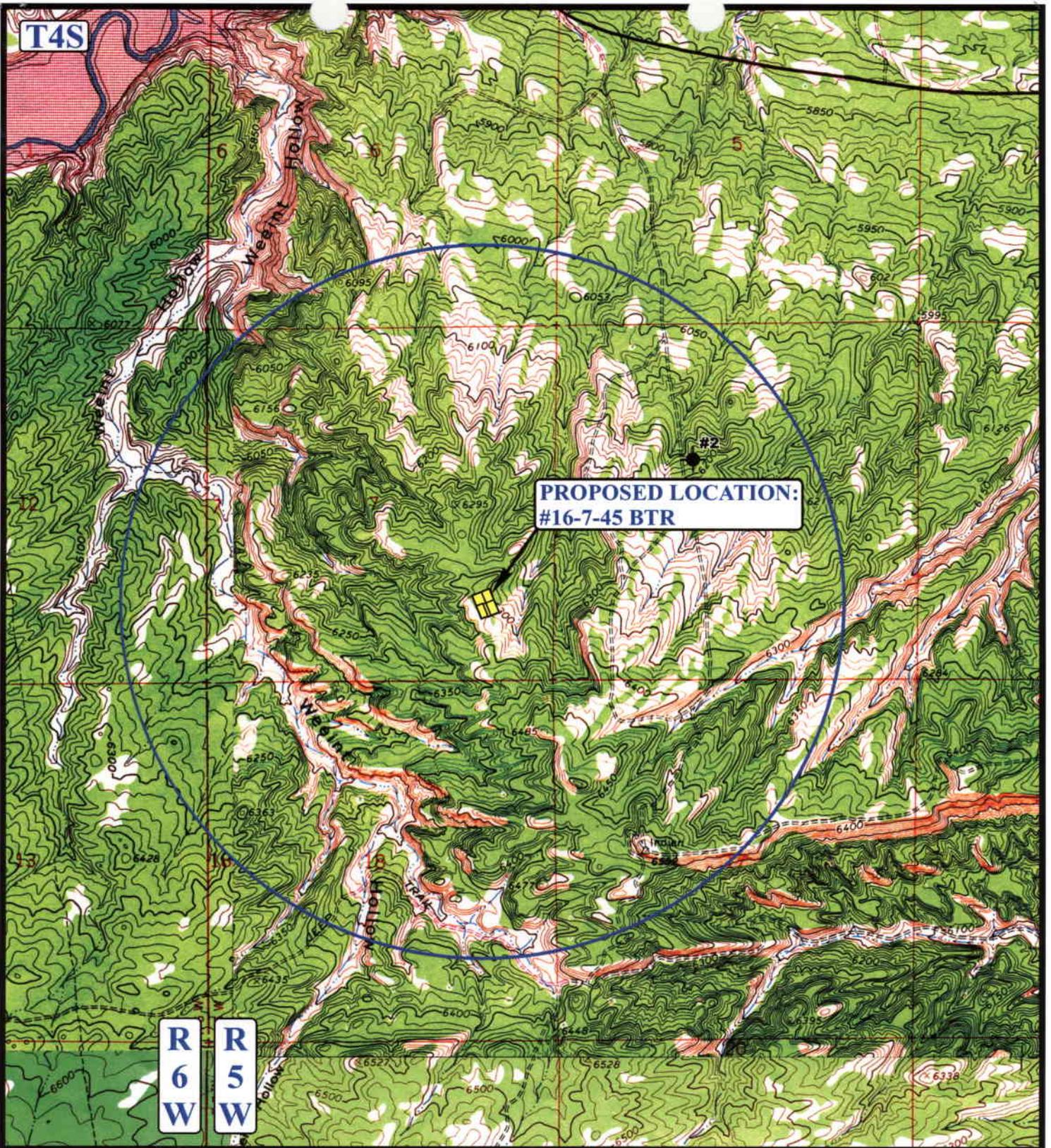


Uintah Engineering & Land Surveying  
85 South 200 East Vernal, Utah 84078  
(435) 789-1017 \* FAX (435) 789-1813

TOPOGRAPHIC MAP 09 23 08  
MONTH DAY YEAR  
SCALE: 1" = 2000' DRAWN BY: S.L. REVISED: 00-00-00



T4S



**PROPOSED LOCATION:  
#16-7-45 BTR**

R  
6  
W

R  
5  
W

**LEGEND:**

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

**BILL BARRETT CORPORATION**

#16-7-45 BTR  
 SECTION 7, T4S, R5W, U.S.B.&M.  
 1160' FSL 995' FEL



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

**TOPOGRAPHIC MAP** 09 23 08  
MONTH DAY YEAR  
 SCALE: 1" = 2000' DRAWN BY: S.L. REVISED: 00-00-00



T4S

PROPOSED LOCATION:  
#16-7-45 BTR

PROPOSED PIPELINE  
FOR THE #7-17-45 BTR

PROPOSED ACCESS ROAD

TIE-IN POINT

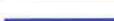
PROPOSED PIPELINE

#7-17-45 BTR

R  
5  
W

APPROXIMATE TOTAL PIPELINE DISTANCE = 4479' +/-

LEGEND:

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

BILL BARRETT CORPORATION

#16-7-45 BTR  
SECTION 7, T4S, R5W, U.S.B.&M.  
1160' FSL 995' FEL



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

TOPOGRAPHIC MAP 09 23 08  
MONTH DAY YEAR  
SCALE: 1" = 1000' DRAWN BY: S.L. REVISED: 00-00-00



**WORKSHEET  
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 10/14/2008

API NO. ASSIGNED: 43-013-34111

WELL NAME: 16-7-45 BTR  
 OPERATOR: BILL BARRETT CORP ( N2165 )  
 CONTACT: REED HADDOCK

PHONE NUMBER: 303-312-8546

PROPOSED LOCATION:

SESE 07 040S 050W  
 SURFACE: 1160 FSL 0995 FEL  
 BOTTOM: 1160 FSL 0995 FEL  
 COUNTY: DUCHESNE  
 LATITUDE: 40.14346 LONGITUDE: -110.4865  
 UTM SURF EASTINGS: 543740 NORTHINGS: 4443596  
 FIELD NAME: UNDESIGNATED ( 2 )

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

LEASE TYPE: 2 - Indian  
 LEASE NUMBER: 20G0005608  
 SURFACE OWNER: 2 - Indian

PROPOSED FORMATION: WSTC  
 COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

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

LOCATION AND SITING:

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

COMMENTS: \_\_\_\_\_

STIPULATIONS: \_\_\_\_\_

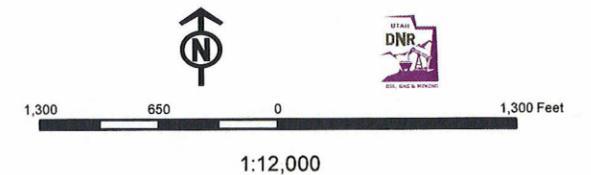
*Handwritten:*  
 1. Depth Approval  
 2. Spacing 1/2



**API Number: 4301334111**  
**Well Name: 16-7-45 BTR**  
 Township 04.0 S Range 05.0 W Section 07  
**Meridian: UBM**  
 Operator: BILL BARRETT CORP

Map Prepared:  
 Map Produced by Diana Mason

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





JON M. HUNTSMAN, JR.  
Governor

GARY R. HERBERT  
Lieutenant Governor

# State of Utah

## DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER  
Executive Director

### Division of Oil Gas and Mining

JOHN R. BAZA  
Division Director

October 15, 2008

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

Re: 16-7-45 BTR Well, 1160' FSL, 995' FEL, SE SE, Sec. 7, T. 4 South, R. 5 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.

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby 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 43-013-34111.

Sincerely,

Gil Hunt  
Associate Director

pab  
Enclosures

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

Operator: Bill Barrett Corporation  
Well Name & Number 16-7-45 BTR  
API Number: 43-013-34111  
Lease: 2OG0005608

Location: SE SE                      Sec. 7                      T. 4 South                      R. 5 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    (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.

		5. LEASE DESIGNATION AND SERIAL NUMBER: <b>BIA-EDA-2OG0005608</b>
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: <b>UTE INDIAN TRIBE</b>
		7. UNIT or CA AGREEMENT NAME: <b>N/A</b>
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: <b>#16-7-45 BTR</b>
2. NAME OF OPERATOR: <b>BILL BARRETT CORPORATION</b>		9. API NUMBER: <b>4301334111</b>
3. ADDRESS OF OPERATOR: 1099 18TH Street, Ste 2300 CITY <b>Denver</b> STATE <b>CO</b> ZIP <b>80202</b>		10. FIELD AND POOL, OR WILDCAT: <b>ALTAMONT</b>
4. LOCATION OF WELL FOOTAGES AT SURFACE: <b>1160' FSL, 995' FEL</b>		COUNTY: <b>DUCHESNE</b>
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: <b>SESE 7 T4S R5W</b>		STATE: <b>UTAH</b>

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

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

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

**BILL BARRETT CORPORATION (BBC) REQUESTS A ONE-YEAR EXTENSION ON THE APD FOR THIS LOCATION. THE ORIGINAL APD WAS APPROVED ON 10/15/2008 AND EXPIRES ON 10/15/2009**

Approved by the  
Utah Division of  
Oil, Gas and Mining

**COPY SENT TO OPERATOR**

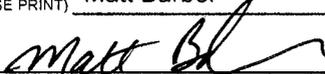
Date: 10/13/2009

Initials: KS

Date: 10-12-09  
By: 

NAME (PLEASE PRINT) Matt Barber

TITLE Permit Analyst

SIGNATURE 

DATE 10/6/2009

(This space for State use only)

**RECEIVED**

**OCT 12 2009**

DIV. OF OIL, GAS & MINING

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

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

**API:** 4301334111  
**Well Name:** #16-7-45 BTR  
**Location:** 1160' FSL, 995' FEL, SESE, Sec. 7, T4S-R5W  
**Company Permit Issued to:** Bill Barrett Corporation  
**Date Original Permit Issued:** 10/15/2008

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

  
\_\_\_\_\_  
Signature

10/6/2009  
\_\_\_\_\_  
Date

Title: Permit Analyst

Representing: Bill Barrett Corporation

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DIV. OF OIL, GAS & MINING

UNITED STATES RECEIVED  
DEPARTMENT OF THE INTERIOR VERNAL FIELD OFFICE  
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER 24

1a. Type of work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. BIA-EDA-20G0005608
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name ute Indian Tribe
2. Name of Operator Bill Barrett Corporation		7. If Unit or CA Agreement, Name and No. N/A
3a. Address 1099 18th Street, Suite 2300, Denver, CO 80202		8. Lease Name and Well No. # 16-7-45 BTR
3b. Phone No. (include area code) (303) 312-8546		9. API Well No. Pending 43-013-34111
4. Location of Well (Report location clearly and in accordance with any State requirements *) At surface 1160' FSL x 995' FEL, Sec. 7, T4S, R5W SF SE At proposed prod. zone 1160' FSL x 995' FEL, Sec. 7, T4S, R5W		10. Field and Pool, or Exploratory Altamont
14. Distance in miles and direction from nearest town or post office* Approximately 7.3 miles southwest of Duchesne, UT		11. Sec., T. R. M. or Blk. and Survey or Area Sec. 7, T4S, R5W U.S.B.&M.
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 995' FEL	16. No. of acres in lease N/A	17. Spacing Unit dedicated to this well 640
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 3,700' abandon oil well	19. Proposed Depth 8,831'	20. BLM/BIA Bond No. on file Nationwide Bond # WYB000040
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 6314' Ungraded Ground	22. Approximate date work will start* 02/01/2009	23. Estimated duration 45 days

24. Attachments

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

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

25. Signature 	Name (Printed/Typed) Reed Haddock	Date 10/09/2008
-------------------	--------------------------------------	--------------------

Title  
Permit Analyst

Approved by (Signature) 	Name (Printed/Typed) James H. Sparger	Date MAR 21 2010
Title ACTING Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

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

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

(Continued on page 2)

\*(Instructions on page 2)

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CONDITIONS OF APPROVAL ATTACHED

NOTICE OF APPROVAL

09JMO564A



**UNITED STATES DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT  
VERNAL FIELD OFFICE**

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



**CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL**

**Company:** Bill Barrett Corporation  
**Well No:** #16-7-45 DLB  
**API No:** 43-013-34111

**Location:** SESE, Sec. 7, T4S R5W  
**Lease No:** 20G0005608  
**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: <a href="mailto:ut_vn_opreport@blm.gov">ut_vn_opreport@blm.gov</a> .
BOP & Related Equipment Tests (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify BLM Petroleum Engineer)	- Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

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

**SITE SPECIFIC CONDITIONS OF APPROVAL**

All areas of disturbance (including surface pipelines) must have appropriate surface use agreements or approvals in place with the proper owner and/or agency before such action is started.

The conditions set forth in these agreements by those owners and/or agencies.

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Well: #16-7-45 BTR  
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DIV. OF OIL, GAS & MINING  
**DOWNHOLE PROGRAM**  
**CONDITIONS OF APPROVAL (COAs)**

**SITE SPECIFIC DOWNHOLE COAs:**

- Production casing cement shall be brought up and into the surface casing. The minimum cement top is 200 ft above the surface casing shoe. 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](mailto:UT_VN_Welllogs@BLM.gov). This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

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## 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 (¼, Sec., Twn, Rng, and P.M.).
  - Date well was placed in a producing status (date of first production for which royalty will be paid).
  - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
  - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
  - Unit agreement and/or participating area name and number, if applicable.
  - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or

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Well: #16-7-45 BTR  
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data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

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

**DIVISION OF OIL, GAS AND MINING**

**SPUDDING INFORMATION**

Name of Company: BILL BARRETT CORPORATION

Well Name: 16-7-45 BTR

Api No: 43-013-34111 Lease Type INDIAN

Section 07 Township 04S Range 05W County DUCHESNE

Drilling Contractor PETE MARTIN DRLG RIG # BUCKET

**SPUDDED:**

Date 07/01/2010

Time \_\_\_\_\_

How DRY

**Drilling will Commence:** \_\_\_\_\_

Reported by TRACEY FALANG

Telephone # (303) 312-8134

Date 07/01/2010 Signed CHD

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	<b>FORM 9</b>
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  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.	<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> 20G0005608
	<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b> UTE
	<b>7. UNIT or CA AGREEMENT NAME:</b>
<b>1. TYPE OF WELL</b> Oil Well	<b>8. WELL NAME and NUMBER:</b> 16-7-45 BTR
<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP	<b>9. API NUMBER:</b> 43013341110000
<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202	<b>PHONE NUMBER:</b> 303 312-8164 Ext
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1160 FSL 0995 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SESE Section: 07 Township: 04.0S Range: 05.0W Meridian: U	<b>9. FIELD and POOL or WILDCAT:</b> UNDESIGNATED
	<b>COUNTY:</b> DUCHESNE
	<b>STATE:</b> UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start: 7/13/2010	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> <b>SUBSEQUENT REPORT</b> Date of Work Completion:	<input checked="" type="checkbox"/> <b>CHANGE TO PREVIOUS PLANS</b>	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> <b>SPUD REPORT</b> Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> <b>DRILLING REPORT</b> 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 type="checkbox"/> OTHER	OTHER:

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

Bill Barrett Corporation is submitting this sundry as notification that drilling plans have changed and BBC is requesting to set surface casing 1000' deeper. Please see attached drilling plan revisions.

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

Date: July 13, 2010  
By: *Don K. [Signature]*

<b>NAME (PLEASE PRINT)</b> Tracey Fallang	<b>PHONE NUMBER</b> 303 312-8134	<b>TITLE</b> Regulatory Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 7/12/2010	

**DRILLING PLAN**

BILL BARRETT CORPORATION

# 16-7-45 BTR

SHL: SE/4 SE/4, 1160' FSL & 995' FEL, Section 7-T4S-R5W

BHL: SE/4 SE/4, 1160' FSL & 995' FEL, Section 7-T4S-R5W

Duchesne County, Utah

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

<b>Formation</b>	<b>Depth – MD</b>
Green River	2,691'
Douglas Creek	5,417'
Black Shale	6,290'
Castle Peak	6,522'
Wasatch	7,054' *
TD	8,831'

\*PROSPECTIVE PAY

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

**4. Casing Program**

**A) Planned Program**

<b>Hole Size</b>	<b>SETTING DEPTH (FROM) (TO)</b>		<b>Casing Size</b>	<b>Casing Weight</b>	<b>Casing Grade</b>	<b>Thread</b>	<b>Condition</b>
12 1/2"	surface	3,000'	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

**5. Cementing Program**

9 5/8" Surface Casing	<p><i>Lead</i> with approximately 450 sx Halliburton Light Premium cement with additives mixed at 11.0 ppg (yield = 3.16 ft<sup>3</sup>/sx).</p> <p><i>Tail</i> with approximately 210 sx Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft<sup>3</sup>/sx). Circulated to surface with 75% excess.</p>
5 1/2" Production Casing	<p><i>Lead</i> with approximately 1110 sx Tune Light System cement mixed at 11.0 ppg (yield = 2.31 ft<sup>3</sup>/sx).</p> <p><i>Tail</i> with approximately 540 sx Econocem System with additives mixed at 13.5 ppg (yield = 1.42 ft<sup>3</sup>/sx). Top of cement to be determined by log and sample evaluation; estimated TOC at surface.</p>
<p>Note: Bill Barrett Corporation (BBC) is proposing to set 3,000 ft of surface casing in this wellbore to mitigate the potential for large volume lost circulation while drilling the production hole interval. The base of moderately saline water in the area appears to be around 1100 – 1500 ft. This well is on trend with other wells within the area that 3000 ft of surface casing were set on. There were no encounters with lost circulation, water flows, or fresh or saline/trona during drilling of that surface hole and there was no evidence of any hydrocarbons encountered.</p>	

**6. Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 3,000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
3,000' – 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. BOP and Pressure Containment Data**

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 3,000'	No pressure control required
3,000' – 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.	

**8. Auxiliary Equipment**

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

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

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

**10. Anticipated Abnormal Pressures or Temperatures**

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4225 psi\* and maximum anticipated surface pressure equals approximately 2282 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)

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

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

**12. Drilling Schedule**

Location Construction: **Approximately July 2010**  
Spud: **Approximately July 2010**  
Duration: 30 days drilling time  
45 days completion time

**ENTITY ACTION FORM**

Operator: Bill Barrett Corporation Operator Account Number: N 2165  
 Address: 1099 18th Street, Suite 2300  
city Denver  
state CO zip 80202 Phone Number: (303) 312-8134

**Well 1**

API Number	Well Name	QQ	Sec	Twp	Rng	County
4301334111	16-7-45 BTR	SESE	7	4S	5W	Duchesne
Action Code	Current Entity Number	New Entity Number		Spud Date		Entity Assignment Effective Date
A	99999	17665		7/1/2010		7/19/10
<b>Comments:</b> Spudding Operations was conducted by Pete Martin Drilling @ 9:00 am. <span style="font-size: 1.2em; font-family: cursive;">WSTC</span>						

**Well 2**

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

**Well 3**

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

**ACTION CODES:**

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

RECEIVED  
JUL 1 2 2010

Tracey Fallang

**Name (Please Print)**  
Tracey Fallang  
Digitally signed by Tracey Fallang  
 DN: cn=Tracey Fallang, o=Bill Barrett Corporation, ou,  
 email=rfallang@billbarrettcorp.com, c=US  
 Date: 2010.07.01 11:59:39 -0600

---

**Signature**  
 Regulatory Analyst  
**Title**

**Date**  
 7/1/2010

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	<b>FORM 9</b>  <b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> 20G0005608
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<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  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.	<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b> UTE  <b>7. UNIT or CA AGREEMENT NAME:</b>
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<b>1. TYPE OF WELL</b> Oil Well	<b>8. WELL NAME and NUMBER:</b> 16-7-45 BTR
------------------------------------	--

<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP	<b>9. API NUMBER:</b> 43013341110000
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<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202	<b>PHONE NUMBER:</b> 303 312-8164 Ext	<b>9. FIELD and POOL or WILDCAT:</b> UNDESIGNATED
---	--	--

<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1160 FSL 0995 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SESE Section: 07 Township: 04.0S Range: 05.0W Meridian: U	<b>COUNTY:</b> DUCHESNE  <b>STATE:</b> UTAH
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11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> <b>SUBSEQUENT REPORT</b> 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"/> <b>SPUD REPORT</b> Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> <b>DRILLING REPORT</b> Report Date: 7/31/2010	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

July monthly activity report.

**Accepted by the**  
**Utah Division of**  
**Oil, Gas and Mining**  
**FOR RECORD ONLY**  
 August 18, 2010

<b>NAME (PLEASE PRINT)</b> Tracey Fallang	<b>PHONE NUMBER</b> 303 312-8134	<b>TITLE</b> Regulatory Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 8/17/2010	

**#16-7-45 BTR 7/11/2010 06:00 - 7/12/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

Time Log Summary  
RIG DN, MOVE EVERY THING BUT SUB AND DERRICK. - 14

**#16-7-45 BTR 7/12/2010 06:00 - 7/13/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

Time Log Summary  
RIG DN SUB AND DERRICK, MOVE, RIG UP DERRICK RAISED @ 17:00 HR. TRUCKS RELEASED @ 17:30 HR. 8 HANDS 1 TOOLPUSHER - 13, WAIT ON DAYLIGHT. HAD NO HANDS F/ NIGHTS - 11

**#16-7-45 BTR 7/13/2010 06:00 - 7/14/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

Time Log Summary  
RIG UP - 6, NIPPLE UP DIVERTER, CHOKE AND FLARE LINES - 3, PICK UP BHA, DIRCTIONAL TOOLS OREINTATE - 2, DRLG F/ 95' TO 825' (730' IN 13HR = 56.2 FPH) SLIDE 37' IN 1HR = 37 FPH, ROTATE: 693' IN 12 HR = 57.8 FPH. MM SPERRY DRILL 8" 7/8 3 STAGE .16 GPR 1.5 BEND 6.84 BTB. LAST MUD CHECK 8.6 WT 37 VIS. LAST SURVEY 748' .77 INC. 210 AZ, 2.69' F/ CENTER. - 13

**#16-7-45 BTR 7/14/2010 06:00 - 7/15/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

Time Log Summary  
DRLG F/ 825' TO 1060' (235' IN 4 HR = 58.8 FPH) SLIDE: 51' IN 1.5 HR = 34 PFH, ROTATE 184' IN 2.5 HR = 73.6 FPH. MM SPERRY DRILL 8" 7/8 3 STAGE .16 GPR 1.5 BEND 6.84 BTB. - 4, PRESSURED UP MM STALLED. THEN PRESSURE WENT BACK DN - 0.5, DRLG F/ 1060' TO 1250' @ 54 FPH ROTATING - 3.5, RIG SERVICE FIX ROTARY CHAIN - 0.5, DLG F/ 1250' TO 2011' (761' IN 15.5 HR = 49 FPH) SLIDE: 118' IN 2 HR = 59 FPH, ROTATE: 643' IN 13.5 = 47.6 FPH) LAST SURVEY 1887 .15 INC 446.63 AZ. 13.83' F/ CENTER - 15.5

**#16-7-45 BTR 7/15/2010 06:00 - 7/16/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

Time Log Summary  
DRLG F/ 2011' TO 2043' @ 64 FPH MM SPERRY DRILL 8" 7/8 3 STAGE .16 GPR 1.5 BEND 6.84 BTB. - 0.5, RIG SERVICE - 0.5, DRLG F/ 2043 TO 3020' (977' IN 20 HR = 48.9 FPH) SLIDE: 214' IN 5.5 HR = 38.9 FPH, ROTATE: 763' IN 14.5 HR = 52.6 FPH. LAST SURVEY 2959' .95 INC 156.34 AZ. LAST MUD CHECK 40 VIS 9.1 WT. - 20, CIRC - 0.5, STRIP 10 STDS. - 1, CIRC. COND F/ CASING - 0.5, TOO H - 1

**#16-7-45 BTR 7/16/2010 06:00 - 7/17/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

Time Log Summary  
TOOH L/D 8" TOOLS. - 1.5, RIG UP WEATHERFORD CASING AND RUN FS (1'), SHOE JT (45.45), 66 JTS 9 5/8" 36# J55 ST&C CASING (2969.55). LANDED @ 3015'. MADE UP W/ BESTOLIFE DOPE TO 3940 FT/LB. - 4, CIRC CASING - 1, HSM SWAP TO HES. AND CEMENT. 20 BLS H2O, 40 BLS SUPER FLUSH 101, 20 BLS H2O, 360 SK ECONOCEM W/ .125% POLY-E-FLAKE. TAILED W/ 260 SKS G w/ .3% HALAD-344, .25% CFR-3, .35% HR-5, .2% SUPER CBL. DISPLACED W/ 229 BLS H2O. 85 bBLS OF CEMENT TO SURFACE. BUMP PLUG. FLOATS HELD. CEMENT FELL 6' IN 45 MINS. - 2, TEST CASING TO 1500# F/ 30 MINS - 0.5, WOC - 3, NIPPLE DN DIVERTER, CUT OFF, WELD ON WELL HEAD, TEST TO 650 F/ 10 MINS, NIPPLE UP BOPS. - 8, TEST BOPS. TEST ALL RAMS AND VALVES TO500# F/ 10 MINS. TEST ANNULAR TO 2500# F/ 10 MINS. - 3, SET WEAR RING - 0.5, PICK UP BHA - 0.5

**#16-7-45 BTR 7/17/2010 06:00 - 7/18/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

Time Log Summary  
PICK UP BHA, TIH - 1.5, PUMP THOUGH CHOKE LINE AND GAS BUSTER - 0.5, DRLG CEMENT - 2, EQUIVALANT MUD TEST. 340 PSI @ 3025' W/ 8.3 WATER = 10.45 PPG - 0.5, DRLG F/ 3020' TO 3239' (219' IN 2HR = 109.5 FPR) SLIDE: 12' IN .25 HR = 48 FPH, ROTATE: 207' IN 1.75 HR = 118.3 FPH. MM HUNTING 6 3/4" 7/8 2.9 .15 GPR 1.5 FIXED BEND 6.24 BTB. - 2, RIG SERVICE - 0.5, DRLG F/ 3239' TO 4165' (926' IN 9.5 HR = 97.4 FPH) SLIDE: 68' IN 1HR = 68 FPH, ROTATE: 858' IN 8.5 HR = 100.9 FPH. - 9.5, LOST COMPLETE RETURNS @ 4165'. MIX LCM SWEEP - 0.5, DRLG F/ 4165' TO 4638' (473' IN 7 HR = 67.5 FPH). SLIDE: 26' IN .5 HR = 42 FPH, ROTATE: 447' IN 6.5 HR 68.8 FPH.LOST 3500 BLS OF MUD. LAST MUD CHECK 8.7 35. LAST SURVEY 4490' .35INC 234.86 AZ. 23.78' F/ CENTER. - 7

**#16-7-45 BTR 7/18/2010 06:00 - 7/19/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

Time Log Summary  
DRLG F/ 4638' TO 5146' (508' IN 7 HR = 72.6 FPH) SLIDE: 50' IN 1 HR = 50 FPH, ROTATE: 458' IN 6 HR = 76.3 FPH. MM HUNTING 6 3/4" 7/8 2.9 .15 GPR 1.5 FIXED BEND 6.24 BTB. - 7, RIG SERVICE - 0.5, DRLG F/ 5146' TO 6195' (1049' IN16.5 HR = 63.6 FPH) SLIDE : 106' IN 70.5 FPH, ROTATE: 943' IN 15 HR = 62.9 FPH. 6079' 1.09 INC 160.06 AZ. LAST MUD CHECK 35 VIS 9.3. WT. 20% LCM. LOST150 BLS MUD WHILE RAISING WT TO 9.1. - 16.5

**#16-7-45 BTR 7/19/2010 06:00 - 7/20/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

**Time Log Summary**

DRLG F/ 6195' TO 6544' (349' IN 5 HR = 69.8 FPH) SLIDE: 26' IN 1HR = 26 FPH, ROTATE: 323' IN 4 HR = 80.75 FPH. MM HUNTING 6 3/4" 7/8 2.9 .15 GPR 1.5 FIXED BEND 6.24 BTB - 5, RIG SERVICE - 0.5, DRLG F/ 6544' TO 6950' (406' IN 7 HR = 58 FPH) SLIDE: 54' IN 1 HR = 54 FPH, ROTATE: 352' IN 6 HR = 58.7 FPH. STARTED LOSING RETURNS @ 6890 WHILE RAISING MUD WT F/ 9.3 TO 9.4. LOST ALL RETURNS @ 6905'. - 7, BUILD VOLUME MIX LCM. GET RETURNS BACK - 2, DRLG F/ 6950 TO 7466' (516' IN 54.4 FPH) SLIDE: 43' IN 1 HR = 43 FPH, ROTATE: 473' IN 8.5 HR = 55.6 FPH. LAST SURVEY 7350' IN .64 INC 332.65 AZ. LAST MUD CHECK 36 VIS 9.3 WT. 25% LCM - 9.5

**#16-7-45 BTR 7/20/2010 06:00 - 7/21/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

**Time Log Summary**

DRLG F/ 7466' TO 8228' ( 762' IN 12 HR = 63.5 FPH) SLIDE: 89' IN 2.5 HR = 35.6 FPH, ROTATE: 673' IN 9.5 HR = 70.8 FPH. MM HUNTING 6 3/4" 7/8 2.9 .15 GPR 1.5 FIXED BEND 6.24 BTB - 12, DRLFG F/ 8228' TO 8820' (592' IN 7.5 HR = 78.9 FPH). SLIDE: 31' IN 1 HR = 31 FPH, ROTATE: 561' IN 6.5 HR = 86.3 FPH. LAST SURVEY 8768' 1.66 INC 201.66 AZ. 46' F/ CENTER. LAST MUD CHECK 34 VIS 9.5 WT. - 7.5, CIRC. COND F/ LOGS - 1, FLOW CHECK, NO FLOW, PUMP DRY SLUG - 0.5, SHORT TRIP 30 STDS - 1.5, CIRC. COND F/ LOGS - 1, TOOH F/ LOGS - 0.5

**#16-7-45 BTR 7/21/2010 06:00 - 7/22/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

**Time Log Summary**

CHECK FLOW. TOOH - 3, HSM, RIG UP SCHLUBERGER, AND LOG, TRIPLE COMBO F/ 8820' TO SURFACE - 10, PULL WEAR BUSHING - 0.5, TIH, @ 1700' CIRC OUT PARRIFFIN, FILL @ 5000' - 4, CIRC. GO THROUGH CHOKE. CIRC. PUMP 100 BLS 11.6 DRY SLUG. - 3, LDDP - 3.5

**#16-7-45 BTR 7/22/2010 06:00 - 7/23/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

**Time Log Summary**

- 1, Spot pill on btm - 1, - 2, Rig up & run casing to 1078 ft. Held safety mtg. Well flowing - 2, Circ on choke w/14.2 ppg mud. Still flowing. - 3, Shut in and build & pump 120 bbl 18 ppg mud. Lost returns - 6.5, Run casing to 4140 ft. - 2, Fill pipe. Got returns and well started flowing. Shut in and build 10.5 ppg kill mud - 1.5, Pump mud and kill well. - 1, Build volume to 9.8 ppg - 0

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	<b>FORM 9</b>
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  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.	<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> 20G0005608
	<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b> UTE
	<b>7. UNIT or CA AGREEMENT NAME:</b>
<b>1. TYPE OF WELL</b> Oil Well	<b>8. WELL NAME and NUMBER:</b> 16-7-45 BTR
<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP	<b>9. API NUMBER:</b> 43013341110000
<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202	<b>PHONE NUMBER:</b> 303 312-8164 Ext
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1160 FSL 0995 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SESE Section: 07 Township: 04.0S Range: 05.0W Meridian: U	<b>9. FIELD and POOL or WILDCAT:</b> UNDESIGNATED
	<b>COUNTY:</b> DUCHESNE
	<b>STATE:</b> UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> <b>SUBSEQUENT REPORT</b> 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"/> <b>SPUD REPORT</b> Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> <b>DRILLING REPORT</b> Report Date: 9/1/2010	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input checked="" type="checkbox"/> <b>PRODUCTION START OR RESUME</b>	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

This sundry is being submitted as notification that this well had first gas sales on 9/1/10.

**Accepted by the**  
**Utah Division of**  
**Oil, Gas and Mining**  
**FOR RECORD ONLY**  
 September 02, 2010

<b>NAME (PLEASE PRINT)</b> Tracey Fallang	<b>PHONE NUMBER</b> 303 312-8134	<b>TITLE</b> Regulatory Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 9/2/2010	

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	<b>FORM 9</b>  <b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> 20G0005608
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<b>1. TYPE OF WELL</b> Oil Well	<b>8. WELL NAME and NUMBER:</b> 16-7-45 BTR
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<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP	<b>9. API NUMBER:</b> 43013341110000
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<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202	<b>PHONE NUMBER:</b> 303 312-8164 Ext	<b>9. FIELD and POOL or WILDCAT:</b> UNDESIGNATED
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<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1160 FSL 0995 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SESE Section: 07 Township: 04.0S Range: 05.0W Meridian: U	<b>COUNTY:</b> DUCHESNE  <b>STATE:</b> UTAH
---	---

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
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<input checked="" type="checkbox"/> <b>DRILLING REPORT</b> Report Date: 8/31/2010	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
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	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

August monthly activity report.

**Accepted by the**  
**Utah Division of**  
**Oil, Gas and Mining**  
**FOR RECORD ONLY**  
 September 08, 2010

<b>NAME (PLEASE PRINT)</b> Tracey Fallang	<b>PHONE NUMBER</b> 303 312-8134	<b>TITLE</b> Regulatory Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 9/8/2010	

**#16-7-45 BTR 8/11/2010 06:00 - 8/12/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary Start moving in frac tanks, N/U frac mandrell and frac tree - 12						

**#16-7-45 BTR 8/12/2010 06:00 - 8/13/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary Finish moving frac tanks and set flowback tanks. Rain for rent setting water manifold - 12						

**#16-7-45 BTR 8/13/2010 06:00 - 8/14/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary Filling frac tanks - 12						

**#16-7-45 BTR 8/14/2010 06:00 - 8/15/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary Filling tanks with 3% kcl for frac - 12						

**#16-7-45 BTR 8/15/2010 06:00 - 8/16/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary Filling tanks with 3% kcl for frac - 12						

**#16-7-45 BTR 8/16/2010 06:00 - 8/17/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary Move in and begin rigup of flowtest equipment. - 12						

**#16-7-45 BTR 8/17/2010 06:00 - 8/18/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary Finish rigging up flowtest equipment. - 7, Pressure test frac tree, casing and flowtest equipment to 8500#. - 4, Shut in and secure well. - 13						

**#16-7-45 BTR 8/18/2010 06:00 - 8/19/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary Well Shut in & Secured  Finsh RU of Cathedral Flow Iron  Spot 2 Sand Chiefs - Schlumberger Wait for Delvery of Sand - 24						

**#16-7-45 BTR 8/19/2010 06:00 - 8/20/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary Well Shut in & Secured  Spot Propane Bottle  Finish RU of Cathedral Flow Testers - 24						

**#16-7-45 BTR 8/20/2010 06:00 - 8/21/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

Time Log Summary

Well Shut in &amp; Secured

Surface Casing - 300#

RU Iron to bleed of Pressure to 0#

Start hauling Proppant to location

Prep for Upcoming Fracs - 24

**#16-7-45 BTR 8/21/2010 06:00 - 8/22/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

Time Log Summary

Well Shut in &amp; Secured

Haul Proppant to Sand Chief

Prep for upcoming Fracs

Surface Casing - 150#

Bleed to 0# - 24

**#16-7-45 BTR 8/22/2010 06:00 - 8/23/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

Time Log Summary

Well Shut in &amp; Secured

Surface Casing - 100# Open to pit to bleed pressure off.

Legend heated tanks overnight - 2, Safety Meeting with Contractors on location

PPE, Smoking Area, Use of Cell Phones, Pressure on Well, Hazards on location - 0.5, MIRU Schlumberger Wireline

Pressure Test Lubicator to 4500#

Test Good - 1.5, MIRU Schlumberger Wireline to TIH to perf Stage #1

TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF

Correlate to Cutter CBL log Dated 7-31-2010

Perf 7835'-7838', 7719'-7722'

POOH, all shots fired, 18 Total Holes - 1.5, MIRU Schlumberger Frac Crew

Prep for Stage #1 Frac. - 6, Well Shut in &amp; Secured - 12.5

**#16-7-45 BTR 8/23/2010 06:00 - 8/24/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

**Time Log Summary**

RU Schlumberger Frac Crew - 3.5, Safety Meeting with Contractors on location  
 PPE, Smoking Area, Use of Cell Phones, Pressure on Well, Hazards on location - 0.5, Open Well to Start Stage #1 249# Breakdown 5.2 BPM @ 4233#

Pump 24,000 Gals 3% KCL Treated Water  
 Pump 1,800 Gals 15% HCL Acid 36 Bio Balls Good Ball Action in Acid  
 Pump 12,100 Gals 3% KCL X-L Fluidr with 9,750# of 100 Mesh Sand  
 Pump 27,800 Gals 3% KCL X-L Fluid with 71,600# of 20/40 Sup[er LC (RCS)  
 Pumped Avg Job Rate - 70.1 BPM Avg Job Psi - 4478#  
 Max Rate - 70.8 BPM Max Psi - 7116# Total BBls Pumped - 1559 BBLS

Flush Complete, ISIP - 2210# FG - 0.72

Bradenhead & Frac Mandrel monitored - BH - Max 650#  
 Protechnics Traced Job - 1.5, RU Schlumberger Wireline to TIH to perf Stage #2  
 TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF  
 Correlate to Cutter CBL log Dated 7-31-2010

Set Baker 8K CBP @ 7600' 2000#

Perf 7555'-7558', 7540'-7543'

POOH, all shots fired, 18 Total Holes - 1.5, Open Well to Start Stage #2 1760# Breakdown 5.5 BPM @ 4667#  
 Pump 25,350 Gals 3% KCL Treated Water  
 Pump 1,800 Gals 15% HCL Acid 36 Bio Balls Good Ball Action in Acid  
 Pump 12,100 Gals 3% KCL X-L Fluidr with 9,800# of 100 Mesh Sand  
 Pump 27,800 Gals 3% KCL X-L Fluid with 75,500# of 20/40 Sup[er LC (RCS)  
 Pumped Avg Job Rate - 70.1 BPM Avg Job Psi - 4633#  
 Max Rate - 70.8 BPM Max Psi - 7000# Total BBls Pumped - 1593 BBLS

Flush Complete, ISIP - 2258# FG - 0.74

Bradenhead & Frac Mandrel monitored - BH - Max 600#  
 Protechnics Traced Job - 1.5, RU Schlumberger Wireline to TIH to perf Stage #3  
 TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF  
 Correlate to Cutter CBL log Dated 7-31-2010

Set Baker 8K CBP @ 7340' 1900#

Perf 7305'-7307', 7226'-7228', 7199'-7201', 7163'-7166'

POOH, all shots fired, 27 Total Holes - 1.5, Well Shut in & Secured

Open Surface Casing to Pit to Bleed pressure off  
 Flow Testers on location - 12

**#16-7-45 BTR 8/24/2010 06:00 - 8/25/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

## Time Log Summary

Well Shut in &amp; Secured

Surface Casing open to pit to bleed pressure off

Wait on Sand to be Delivered to Location - 6.5, Safety Meeting with Contractors on location

PPE, Smoking Area, Use of Cell Phones, Pressure on Well, Hazards on location - 0.5, Open Well to Start Stage #3 1275#

Breakdown 5.7 BPM @

3268#

Pump 21,200 Gals 3% KCL Treated Water

Pump 2,700 Gals 15% HCL Acid 54 Bio Balls Good Ball Action in Acid

Pump 19,350 Gals 3% KCL X-L Fluidr with 15,900# of 100 Mesh Sand

Pump 41,500 Gals 3% KCL X-L Fluid with 115,200# of 20/40 Super LC (RCS)

Pumped Avg Job Rate - 70.0 BPM Avg Job Psi - 4272#

Max Rate - 70.8 BPM Max Psi - 7300# Total BBls Pumped - 2089 BBLS

Flush Complete, ISIP - 1867# FG - 0.69

Bradenhead &amp; Frac Mandrel monitored - BH - Max 500#

Protechnics Traced Job - 1.5, RU Schlumberger Wireline to TIH to perf Stage #4

TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF

Correlate to Cutter CBL log Dated 7-31-2010

Set Baker 8K CBP @ 7120' 1400#

Perf 7088'-7090', 7069'-7071', 7048'-7052', 6987'-6989', 6977'-6979'

POOH, all shots fired, 36 Total Holes - 1.5, Well Shut in &amp; Secured

Haul Sand to fill Sand Chiefs - 14

**#16-7-45 BTR 8/25/2010 06:00 - 8/26/2010 06:00**

API/UWI 43-013-34111	State/Province UT	County DUCHESNE	Field Name Black Tail Ridge	Well Status Concept	Total Depth (ftKB) 8,820.0	Primary Job Type Drilling/Completion
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**Time Log Summary**

Well Shut in & Secured - 1.5, Safety Meeting with Contractors on location

PPE, Smoking Area, Use of Cell Phones, Pressure on Well, Hazards on location - 0.5, Open Well to Start Stage #4 1053#

Breakdown 5.4 BPM @ 1935#

Pump 26,700 Gals 3% KCL Treated Water  
 Pump 3,600 Gals 15% HCL Acid 72 Bio Balls Good Ball Action in Acid  
 Pump 26,100 Gals 3% KCL X-L Fluidr with 21,200# of 100 Mesh Sand  
 Pump 54,300 Gals 3% KCL X-L Fluid with 153,300# of 20/40 TLC & Super LC  
 Pumped Avg Job Rate - 70.0 BPM Avg Job Psi - 3480#  
 Max Rate - 71.8 BPM Max Psi - 7150# Total BBls Pumped - 2634 BBLS

Flush Complete, ISIP - 2220# FG - 0.76

Bradenhead & Frac Mandrel monitored - BH - Max 450#

Protechnics Traced Job - 1.5, RU Schlumberger Wireline to TIH to perf Stage #5  
 TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF  
 Correlate to Cutter CBL log Dated 7-31-2010

Set Baker 8K CBP @ 6959' 1600#

Perf 6946'-6948', 6935'-6937', 6920'-6922', 6909'-6911'  
 Perf 6893'-6895', 6884'-6886', 6873'-6875'

POOH, all shots fired, 42 Total Holes - 1.5, Re-Fill Water Tanks - Re-Fill Sand Chief with 20/40 White - 2.5, Open Well to Start Stage #5 1367#  
 Breakdown 5.4 BPM @ 1560#

Pump 42,100 Gals 3% KCL Treated Water  
 Pump 4,200 Gals 15% HCL Acid 84 Bio Balls Good Ball Action in Acid  
 Pump 75,100 Gals 3% KCL X-L Fluidr with 62,200# of 100 Mesh Sand  
 Pump 152,100 Gals 3% KCL X-L Fluid with 424,800# of 20/40 White Sand  
 Pumped Avg Job Rate - 68.0 BPM Avg Job Psi - 3313#  
 Max Rate - 71.8 BPM Max Psi - 7150# Total BBls Pumped - 6507 BBLS

Flush Complete, ISIP - 2550# FG - 0.81

Bradenhead & Frac Mandrel monitored - BH - Max 350#

Protechnics Traced Job - 2.5, RU Schlumberger Wireline to TIH to perf Stage #6  
 TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF  
 Correlate to Cutter CBL log Dated 7-31-2010

Set Baker 8K CBP @ 6850' 1550#

Perf 6832'-6835', 6820'-6822', 6806'-6810'  
 Perf 6790'-6792', 6778'-6780', 6769'-6771'  
 POOH, all shots fired, 45 Total Holes - 1.5, Well Shut in & Secured

Re-load Water  
 Re-Load Sand - 12.5

**#16-7-45 BTR 8/26/2010 06:00 - 8/27/2010 06:00**

API/UWI 43-013-34111	State/Province UT	County DUCHESNE	Field Name Black Tail Ridge	Well Status Concept	Total Depth (ftKB) 8,820.0	Primary Job Type Drilling/Completion
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## Time Log Summary

Well Shut in &amp; Secured - 2.5, Safety Meeting with Contractors on location

PPE, Smoking Area, Use of Cell Phones, Pressure on Well, Hazards on location - 0.5, Open Well to Start Stage #6 1246#

Breakdown 5.7 BPM @ 1835#

Pump 34,300 Gals 3% KCL Treated Water  
 Pump 4,492 Gals 15% HCL Acid 84 Bio Balls Some Ball Action in Acid  
 Pump 54,700 Gals 3% KCL X-L Fluidr with 44,600# of 100 Mesh Sand  
 Pump 111,100 Gals 3% KCL X-L Fluid with 306,100# of 20/40 White Sand  
 Pumped Avg Job Rate - 57.0 BPM Avg Job Psi - 3313#  
 Max Rate - 71.3 BPM Max Psi - 4860# Total BBls Pumped - 4970 BBLS

Flush Complete, ISIP - 2688# FG - 0.83

Bradenhead &amp; Frac Mandrel monitored - BH - Max 300#

Protechnics Traced Job - 2.5, RU Schlumberger Wireline to TIH to perf Stage #7

TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF

Correlate to Cutter CBL log Dated 7-31-2010

Set Baker 8K CBP @ 6753' 1400#

Perf 6744'-6746', 6736'-6738', 6721'-6723', 6705'-6707'

Perf 6698'-6700', 6672'-6674', 6666'-6668', 6649'-6651', 6633'-6635'

POOH, all shots fired, 54 Total Holes - 1.5, Re-Load Water

Re-Load Sand - 4, Open Well to Start Stage #7 1289#

Breakdown 4.9 BPM @ 1700#

Pump 41,300 Gals 3% KCL Treated Water  
 Pump 4,795 Gals 15% HCL Acid 108 Bio Balls Very Little Ball Action in Acid  
 Pump 72,600 Gals 3% KCL X-L Fluidr with 59,650# of 100 Mesh Sand  
 Pump 145,100 Gals 3% KCL X-L Fluid with 408,300# of 20/40 White Sand  
 Pumped Avg Job Rate - 70.1 BPM Avg Job Psi - 2843#  
 Max Rate - 71.3 BPM Max Psi - 4038# Total BBls Pumped - 6276 BBLS

Flush Complete, ISIP - 1879# FG - 0.72

Bradenhead &amp; Frac Mandrel monitored - BH - Max 250#

Protechnics Traced Job - 2.5, Well Shut in &amp; Secured

Re-Load Water

Re-Load Sand - 10.5

**#16-7-45 BTR 8/27/2010 06:00 - 8/28/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

**Time Log Summary**

Well Shut in & Secured - 1, RU Schlumberger Wireline to TIH to perf Stage #7  
 TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF  
 Correlate to Cutter CBL log Dated 7-31-2010

Set Baker 8K CBP @ 6610' 1200#

Perf 6579'-6581', 6576'-6578', 6559'-6561', 6542'-6544'

Perf 6514'-6516', 6493'-6495', 6486'-6488', 6469'-6471', 6460'-6462'

POOH, all shots fired, 54 Total Holes - 1.5, Wait on Frac Crew - 1.5, Safety Meeting with Contractors on location

PPE, Smoking Area, Use of Cell Phones, Pressure on Well, Hazards on location - 0.5, 2Open Well to Start Stage #8 1103#

Breakdown 4.7 BPM

@ 1911#

Pump 31,600 Gals 3% KCL Treated Water

Pump 5,400 Gals 15% HCL Acid 108 Bio Balls No Ball Action in Acid

Pump 50,300 Gals 3% KCL X-L Fluidr with 42,700# of 100 Mesh Sand

Pump 92,000 Gals 3% KCL X-L Fluid with 256,900# of 20/40 White Sand

Pumped Avg Job Rate - 70.1 BPM Avg Job Psi - 2921#

Max Rate - 71.3 BPM Max Psi - 4038# Total BBls Pumped - 4267 BBLs

Flush Complete, ISIP - 1836# FG - 0.72

Bradenhead & Frac Mandrel monitored - BH - Max 250#

Protechnics Traced Job - 1.5, RU Schlumberger Wireline Crew

TIH with Baker 8K CBP 1500#

Set @ 6400' Bleed off Pressure to 0# - 1.5, RDMO Schlumberger Frac Crew

RDMO Schlumberger Wireline Crew - 3, Well Open to pit to watch CBP

Transfer Water to end Tanks - 13.5

**#16-7-45 BTR 8/28/2010 06:00 - 8/29/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

**Time Log Summary**

Safety meeting, pinch points and signaling equipment operators. Check wellhead for pressure. N/D frac tree and N/U BOP, mudcross and annular. - 3, MIRU Nabors 1444, Set catwalk and pipe racks, unload tbg(2.875" 6.5# L80), set pump and tank. lay line to wellhead. Pressure test BOP to 3000#. Annular to 1500# - 5, Pickup 4 5/8" hurricane mill, bit release sub, 1 jt tbg, 2.31 XN nipple, 1 jt tbg 2.31 X nipple then single in hole with tbg to 6370' (201 jts) - 5, Shut in and secure well for night. - 0.5

**#16-7-45 BTR 8/29/2010 06:00 - 8/30/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

**Time Log Summary**

Safety mtg, communication betwenn service companies, working around N2 etc. - 1, check pressure and open well, P/U power swivel and drill frac plugs, pump 2.5 bbl/min. Hold returns to 3 bpm. Drilled out 8 frac plugs @ avg 35 min each, avg 25' sand on each plug. 850# flowing pressure @ 3 bpm. - 11, Hang swivel back and single in hole. Tag fill @ 8723' (bottom perf 7838'), POH to landing depth, (6355') 200 jts 2 7/8" 6.5#, L80. remove string float, lower part of float missing. Consult with Delsco slickline. They say they can fish it. Will be on location @ 0700. - 1.5, Oil to surface @1925 hrs. Shut in for night. 1928 bbls recovered for day, 28654 left to recover. - 10.5

**#16-7-45 BTR 8/30/2010 06:00 - 8/31/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

**Time Log Summary**

Safety mtg, Working with slickline, slips trips and falls. - 1, Rig up slickline to fish string float parts. RIH wire grab. recovered sleeve. Rerun wire grab. no success. Run mousetrap. engaged fish but could not retrieve it. POH pickup 1.5" blind box RIH engage fish but kept loosing it when going thru X nipple. Called Slaugh fishing service and ordered 1.5" spear. Ran spear and engaged fish. Worked thru X nipple and POH. Recoverd all of fish. Rig down slickline. - 11.5, Pickup tbg hanger and land well. N/D BOP. N/U prod tree. - 2, Drop ball and pump bit sub off @ 3200# - 0.5, Hook tbg to flowtest equipment and prep to flow well. - 2, Flow well, 820/900#, 50 bl/hr, 426 bbl for day, 2354 total recovered, 28228 left to recover. - 7

C  
FORM 6

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

**ENTITY ACTION FORM**

Operator: Bill Barrett Corporation Operator Account Number: N 2165  
 Address: 1099 18th Street, Suite 2300  
city Denver  
state CO zip 80202 Phone Number: (303) 312-8134

**Well 1**

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301334111	16-7-45 BTR		SESE	7	4S	5W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
E	17665	17665				8/28/2010	
Comments: Revision for formation change from WSTC to <u>GR-WS</u> . — 9/30/10							

**Well 2**

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301334138	16-16-36 BTR		SESE	16	3S	6W	Duchesene
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
E	17666	17666				9/2/2010	
Comments: Revision for formation change from WSTC to <u>GR-WS</u> . — 9/30/10							

**Well 3**

SESU

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350307	14-5-46 BTR		<del>SESE</del>	5	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
E	17624	17624				7/31/2010	
Comments: Revision for formation change from GR-WS to <u>GRRV. WSTC</u> . — 9/30/10							

**ACTION CODES:**

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

**RECEIVED**  
SEP 29 2010

Tracey Fallang

Name (Please Print)  
**Tracey Fallang**

Digitally signed by Tracey Fallang  
DN: cn=Tracey Fallang, o=Bill Barrett Corporation, ou,  
email=trfallang@billbarrettcorp.com, c=US  
Date: 2010.09.29 13:35:00 -0600

Signature

Regulatory Manager

9/29/2010

Title

Date

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	<b>FORM 9</b>  <b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> 20G0005608
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  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.	<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b> UTE  <b>7. UNIT or CA AGREEMENT NAME:</b>
<b>1. TYPE OF WELL</b> Oil Well	<b>8. WELL NAME and NUMBER:</b> 16-7-45 BTR
<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP	<b>9. API NUMBER:</b> 43013341110000
<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202	<b>PHONE NUMBER:</b> 303 312-8164 Ext
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1160 FSL 0995 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SESE Section: 07 Township: 04.0S Range: 05.0W Meridian: U	<b>9. FIELD and POOL or WILDCAT:</b> UNDESIGNATED  <b>COUNTY:</b> DUCHESNE  <b>STATE:</b> UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> <b>SUBSEQUENT REPORT</b> 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"/> <b>SPUD REPORT</b> Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> <b>DRILLING REPORT</b> Report Date: 9/30/2010	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

September monthly activity report.

**Accepted by the**  
**Utah Division of**  
**Oil, Gas and Mining**  
**FOR RECORD ONLY**  
 October 05, 2010

<b>NAME (PLEASE PRINT)</b> Tracey Fallang	<b>PHONE NUMBER</b> 303 312-8134	<b>TITLE</b> Regulatory Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 10/4/2010	

**#16-7-45 BTR 9/1/2010 06:00 - 9/2/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary						
Safety mtg, hooking into wellhead, overhead hazards. Rig up black Warrior Wireline and run gage ring, tag @ 8692'. POH and pickup Protechnics production logging tool. ran Spectrs scan and completion profiler 5960-8200'. - 4, 620/960#, 1185 bbls water for day, 4577 water total recovered 26005 left to recover 41 mcf gas for day, 0 oil - 20						

**#16-7-45 BTR 9/2/2010 06:00 - 9/3/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary						
Tubing Pressure - 530 # Casing Pressure - 1060# Recoverd 1247 BBls Water Recovered - 62 BBls Oil 66 MCF/Day Gas Rate Total Water Recovered - 5,793 BBls Water left to Recover - 24,789 BBls Flowing +/- 53 BPH of Water Flowing +/- 2 BPH of Oil - 24						

**#16-7-45 BTR 9/2/2010 06:00 - 9/3/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary						
530/1060#, 1247 bbl water for day, 5824 total water recovered, 24758 left to recover, 62 bbl oil for day, 66 mcf gas. - 24						

**#16-7-45 BTR 9/3/2010 06:00 - 9/4/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary						
570/1260#, 1060 bbl water for day, 6884 total water recovered, 23698 left to recover, 120 bbls oil for day, 182 total. 85 mcf gas - 24						

**#16-7-45 BTR 9/3/2010 06:00 - 9/4/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary						
Tubing Pressure - 570# Casing Pressure - 1260# Recoverd 1060 BBls Water Recovered - 111 BBls Oil 84 MCF/Day Gas Rate Total Water Recovered - 6884 BBls Water left to Recover - 23,698 BBls Flowing +/- 45 BPH of Water Flowing +/- 4 BPH of Oil - 24						

**#16-7-45 BTR 9/4/2010 06:00 - 9/5/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary						
610/1290#, 903 water for day, 7787 total water recovered, 22795 left to recover, 226 oil for day, 410 total oil, 141 mcf gas - 24						

**#16-7-45 BTR 9/5/2010 06:00 - 9/6/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary						
580/1240#, 876 bbls water recovered for day, 8663 bbls total recovered, 21919 left to recover, 344 bbls oil for day, 754 total oil, 186 mcf gas. - 24						

**#16-7-45 BTR 9/6/2010 06:00 - 9/7/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary						
600/1200#, 361 bbl oil for day, 1166 total oil, 808 bbl water for day, 9471 total recovered, 21111 left to recover. 253 mcf gas for day. - 24						

**#16-7-45 BTR 9/7/2010 06:00 - 9/8/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion
Time Log Summary						
Safety mtg, rigging down unit, proper lifting and communication. Last flowback report 0730 hrs, 600/1200#, 73 bbl water for day, 9558 total water recovered, 21024 left to recover, 41 bbl oil for day, 1207 total oil, 192 mcf gas. - 8						

**#16-7-45 BTR 9/15/2010 06:00 - 9/16/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

## Time Log Summary

MIRU Black Warrior and run gauge ring to 8684', Protechnic's had scheduling issues, will run PL 9/16/2010 - 3

**#16-7-45 BTR 9/16/2010 06:00 - 9/17/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling/Completion

## Time Log Summary

Hold safety mtg, communication, pinch points etc. Run Protechnics Production Profiler from 7900-6385'. RDMO wireline - 6

<p><b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING</p>	<p><b>FORM 9</b></p>
<p><b>SUNDRY NOTICES AND REPORTS ON WELLS</b></p> <p>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.</p>	<p><b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> 20G0005608</p>
	<p><b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b> UTE</p>
	<p><b>7. UNIT or CA AGREEMENT NAME:</b></p>
<p><b>1. TYPE OF WELL</b> Oil Well</p>	<p><b>8. WELL NAME and NUMBER:</b> 16-7-45 BTR</p>
<p><b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP</p>	<p><b>9. API NUMBER:</b> 43013341110000</p>
<p><b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202</p>	<p><b>PHONE NUMBER:</b> 303 312-8164 Ext</p>
<p><b>9. FIELD and POOL or WILDCAT:</b> UNDESIGNATED</p>	<p><b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1160 FSL 0995 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SESE Section: 07 Township: 04.0S Range: 05.0W Meridian: U</p>
	<p><b>COUNTY:</b> DUCHESNE</p>
	<p><b>STATE:</b> UTAH</p>

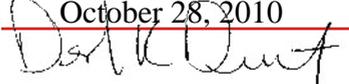
**11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA**

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start: 10/28/2010	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> <b>SUBSEQUENT REPORT</b> 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"/> <b>SPUD REPORT</b> Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> <b>DRILLING REPORT</b> 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
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	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width:100px;" type="text"/>

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

Bill Barrett Corporation (BBC) requests permission to flare gas for the next 15 days, starting 10/28/10 on this well and 5 other wells southeast of the Starvation Bridge. The request to flare gas short term is due to necessary pipeline replacement work being done by El Paso Corporation across the Starvation Bridge. Expected production will not be more than 1700 mcf/d for the requested 15 days of flaring for the 6 wells total. Approving the request to flare will prevent BBC from having to shut in each well that would require wax removal before returning to production to prevent potential corrosion to rod strings. Shutting in would also lead to a loss of production of over 10,000 bbls for the shut-in period and potential of 20,000 bbls lost production for down time due to wax cutting and possible rod replacement for all 6 wells. Please contact Brady Riley at 303-312-8115 with questions.

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

**Date:** October 28, 2010  
**By:** 

<b>NAME (PLEASE PRINT)</b> Brady Riley	<b>PHONE NUMBER</b> 303 312-8115	<b>TITLE</b> Permit Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 10/27/2010	



**The Utah Division of Oil, Gas, and Mining**

- State of Utah
- Department of Natural Resources

**Electronic Permitting System - Sundry Notices**

**Sundry Conditions of Approval Well Number 43013341110000**

**Approval granted in accordance with R649-3-20-4.2.**

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

**Date:** October 28, 2010  
**By:** *Dan K. Quist*

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	<b>FORM 9</b>  <b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> 20G0005608
---	---

<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  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.	<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b> UTE  <b>7. UNIT or CA AGREEMENT NAME:</b>
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<b>1. TYPE OF WELL</b> Oil Well	<b>8. WELL NAME and NUMBER:</b> 16-7-45 BTR
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<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP	<b>9. API NUMBER:</b> 4301334110000
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<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202	<b>PHONE NUMBER:</b> 303 312-8164 Ext	<b>9. FIELD and POOL or WILDCAT:</b> UNDESIGNATED
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<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1160 FSL 0995 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SESE Section: 07 Township: 04.0S Range: 05.0W Meridian: U	<b>COUNTY:</b> DUCHESNE  <b>STATE:</b> UTAH
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11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 11/8/2010	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
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12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This sundry is being submitted as notification that the flaring for this well started on 11/1/2010 and concluded on 11/8/2010. Please see attached for the dates of flaring and the total volume (mcf) of gas flared during the approved period. Please contact Brady Riley at 303-312-8115 with questions.

**Accepted by the**  
**Utah Division of**  
**Oil, Gas and Mining**  
**FOR RECORD ONLY**  
 November 13, 2010

<b>NAME (PLEASE PRINT)</b> Brady Riley	<b>PHONE NUMBER</b> 303 312-8115	<b>TITLE</b> Permit Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 11/10/2010	



<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	<b>FORM 9</b>  <b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> 20G0005608
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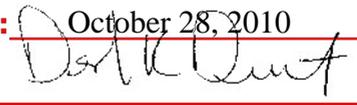
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**Approved by the  
Utah Division of  
Oil, Gas and Mining**  
 Date: October 28, 2010  
 By: 

<b>NAME (PLEASE PRINT)</b> Brady Riley	<b>PHONE NUMBER</b> 303 312-8115	<b>TITLE</b> Permit Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 10/27/2010	



**The Utah Division of Oil, Gas, and Mining**

- State of Utah
- Department of Natural Resources

**Electronic Permitting System - Sundry Notices**

**Sundry Conditions of Approval Well Number 43013341110000**

**Approval granted in accordance with R649-3-20-4.2.**

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

**Date:** October 28, 2010  
**By:** *Dan K. Quist*

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

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

**WELL COMPLETION OR RECOMPLETION REPORT AND LOG**

5. Lease Serial No.  
20G0005608

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

8. Lease Name and Well No.  
16-7-45 BTR

9. API Well No.  
43-013-34111

10. Field and Pool, or Exploratory  
ALTAMONT

11. Sec., T., R., M., or Block and Survey  
or Area Sec 7 T4S R5W Mer UBM

12. County or Parish  
DUCHESNE

13. State  
UT

14. Date Spudded  
07/01/2010

15. Date T.D. Reached  
07/21/2010

16. Date Completed  
 D & A  Ready to Prod.  
08/28/2010

17. Elevations (DF, KB, RT, GL)\*  
6330 KB

18. Total Depth: MD 8820 TVD 8819

19. Plug Back T.D.: MD 8765 TVD 8764

20. Depth Bridge Plug Set: MD TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)  
SEE ATTACHMENT

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

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
26.000	16.000 K-55	84.0	0	95			0	0	0
12.250	9.625 J-55	36.0	0	3015		620	297	0	0
7.875	5.500 P110	17.0	0	8810		1240	474	3435	15000

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.875	6354							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) WASATCH	7048	7838	7048 TO 7838	0.440	87	OPEN
B) GREEN RIVER	6460	6989	6460 TO 6989	0.440	201	OPEN
C)						
D)						

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

Depth Interval	Amount and Type of Material
7048 TO 7838	SEE ATTACHMENT
6460 TO 6989	SEE ATTACHMENT

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
08/31/2010	09/04/2010	24	→	461.0	142.0	903.0			FLOWS FROM WELL
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
20/64	SI	1300.0	→	461	142	903		PGW	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						RECEIVED
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
	SI		→						SEP 16 2010

28b. Production - Interval C

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

28c. Production - Interval D

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

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

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GREEN RIVER	2511
				TGR3	4513
				DOUGLAS CREEK	5389
				BLACK SHALE	6238
				CASTLE PEAK	6469
				WASATCH	6997
				TD	8820

32. Additional remarks (include plugging procedure):  
Copies of logs already submitted. Date of first gas sales was 9/1/2010, first oil sales 9/5/2010.

33. Circle enclosed attachments:

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

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

**Electronic Submission #92930 Verified by the BLM Well Information System.  
For BILL BARRETT CORPORATION, sent to the Vernal**

Name (please print) TRACEY FALLANG Title PERMIT ANALYST

Signature \_\_\_\_\_ (Electronic Submission) Date 09/15/2010

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

**\*\* ORIGINAL \*\* ORIGINAL \*\* ORIGINAL \*\* ORIGINAL \*\* ORIGINAL \*\* ORIGINAL \*\* ORIGINAL \*\***

16-7-45 BTR Report Continued

<b>38. Type Electric &amp; Other Mechanical Logs Run</b>														
Mud Log Triple Combo (Litho Density/Compensated Neutron) and High Res. Laterlog Array, CBL														

<b>44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)</b>														
<b>AMOUNT AND TYPE OF MATERIAL</b>														
Stg 1-4	2,868	bbls WF 120	300	bbls HCL 15 w/ Bio	1,757	bbls YF125 ST w/ Sc	3,580	bbls YF120ST	5,707	bbls Water	73,625#	100 Mesh	364,395#	20/40 Super LC
Stg 4-8	3,751	bbls WF 120	471	bbls HCL 15 w/ Bio	5,128	bbls YF125 ST w/ Sc	13,035	bbls YF120ST	21,985	bbls Water	210,635 #	100 Mesh	1,409,305 #	20/40 Super LC

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

**Bill Barrett Corp**  
Duchesne County, UT (NAD 1927)  
Sec. 7-T4S-R5W  
#16-7-45 BTR

**Plan #1**

**Design: Sperry MWD Survey**

# **Sperry Drilling Services Standard Report**

**17 August, 2010**

Well Coordinates: 660,809.32 N, 2,283,341.72 E (40° 08' 36.49" N, 110° 28' 11.21" W)  
Ground Level: 6,310.00 ft

Local Coordinate Origin:	Centered on Well #16-7-45 BTR
Viewing Datum:	KB @ 6326.00ft (Patterson 506)
TVDs to System:	N
North Reference:	True
Unit System:	API - US Survey Feet - Custom

Geodetic Scale Factor Applied  
Version: 2003.16 Build: 431

**HALLIBURTON**

**HALLIBURTON**

**Design Report for #16-7-45 BTR - Sperry MWD Survey**

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
137.00	0.23	302.18	137.00	0.15	-0.23	0.00	0.17
<b>First Sperry MWD Survey</b>							
199.00	0.27	341.58	199.00	0.35	-0.38	-0.09	0.28
261.00	0.29	251.55	261.00	0.44	-0.58	-0.06	0.64
323.00	0.17	278.90	323.00	0.40	-0.82	0.10	0.26
382.00	0.40	263.85	382.00	0.40	-1.11	0.26	0.41
443.00	0.52	217.57	443.00	0.15	-1.49	0.67	0.62
504.00	0.49	229.72	503.99	-0.23	-1.86	1.19	0.18
565.00	0.47	202.65	564.99	-0.83	-2.15	1.69	0.37
626.00	0.20	212.14	625.99	-0.95	-2.31	2.04	0.45
687.00	0.35	188.90	686.99	-1.23	-2.39	2.32	0.30
748.00	0.77	210.23	747.99	-1.77	-2.63	2.90	0.76
809.00	0.88	233.85	808.98	-2.40	-3.21	3.74	0.58
872.00	0.85	221.83	871.97	-3.03	-3.91	4.65	0.29
935.00	0.42	153.18	934.97	-3.59	-4.12	5.23	1.27
999.00	0.80	232.17	998.97	-4.07	-4.37	5.77	1.30
1,061.00	0.83	241.76	1,060.96	-4.55	-5.11	6.57	0.22
1,125.00	0.45	243.51	1,124.96	-4.88	-5.74	7.19	0.59
1,188.00	0.55	185.80	1,187.95	-5.28	-5.89	7.61	1.00
1,252.00	0.42	164.51	1,251.95	-5.81	-5.75	7.98	0.20
1,316.00	0.51	198.78	1,315.95	-6.30	-5.78	8.41	0.45
1,379.00	0.65	204.63	1,378.95	-6.89	-6.02	9.04	0.24
1,443.00	0.56	190.93	1,442.94	-7.53	-6.23	9.69	0.27
1,508.00	0.80	198.30	1,505.94	-8.14	-6.39	10.30	0.13
1,569.00	0.92	170.65	1,568.94	-8.96	-6.41	11.00	0.76
1,633.00	0.55	178.60	1,632.93	-9.77	-6.32	11.84	0.60
1,696.00	0.65	228.79	1,695.93	-10.31	-6.58	12.23	0.82
1,760.00	0.77	216.39	1,759.92	-10.89	-7.11	13.01	0.30
1,823.00	0.45	195.62	1,822.92	-11.47	-7.43	13.67	0.61
1,887.00	0.15	46.63	1,886.92	-11.66	-7.43	13.83	0.91
1,950.00	0.32	109.08	1,949.92	-11.86	-7.21	13.71	0.45
2,014.00	0.49	172.87	2,013.92	-11.99	-7.01	13.88	0.71
2,077.00	1.19	182.20	2,076.91	-12.91	-7.00	14.85	1.13
2,141.00	0.95	159.44	2,140.90	-14.07	-6.84	15.54	0.76
2,204.00	1.15	146.74	2,203.89	-15.09	-6.31	16.12	0.49
2,268.00	1.14	170.57	2,267.87	-16.25	-5.85	16.86	0.74
2,331.00	0.62	155.03	2,330.87	-17.18	-5.60	17.51	0.90
2,395.00	0.29	169.63	2,394.87	-17.85	-5.43	17.82	0.54
2,458.00	0.68	198.19	2,457.86	-18.16	-5.52	18.30	0.71
2,522.00	0.79	207.41	2,521.86	-18.92	-5.84	19.11	0.25
2,585.00	0.57	194.57	2,584.85	-19.61	-6.12	19.84	0.42
2,649.00	0.37	186.05	2,648.85	-20.12	-6.22	20.33	0.33
2,712.00	0.32	242.35	2,711.85	-20.40	-6.40	20.66	0.52
2,776.00	0.18	92.07	2,775.85	-20.49	-6.45	20.76	0.76
2,839.00	0.41	178.90	2,838.85	-20.72	-6.34	20.90	0.69
2,903.00	0.86	175.84	2,902.85	-21.32	-6.30	21.38	0.39
2,959.00	0.95	156.34	2,958.84	-22.06	-6.09	21.90	0.71
3,028.00	1.15	118.52	3,027.83	-22.90	-5.24	22.15	1.07
3,092.00	0.35	85.56	3,091.82	-23.17	-4.47	21.97	1.36

**HALLIBURTON****Design Report for #16-7-45 BTR - Sperry MWD Survey**

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
3,156.00	0.11	13.90	3,155.82	-23.09	-4.26	21.79	0.52
3,219.00	0.52	200.59	3,218.82	-23.30	-4.35	22.01	1.00
3,283.00	0.27	223.36	3,282.82	-23.68	-4.56	22.45	0.45
3,346.00	0.47	336.13	3,345.82	-23.55	-4.76	22.45	0.99
3,410.00	0.88	4.28	3,409.82	-22.82	-4.83	21.87	0.81
3,473.00	0.95	359.34	3,472.81	-21.82	-4.80	21.00	0.17
3,537.00	0.82	278.84	3,536.80	-21.24	-5.15	20.70	1.63
3,601.00	1.18	252.39	3,600.80	-21.38	-6.12	21.34	1.07
3,664.00	0.69	287.34	3,663.79	-21.48	-7.10	21.93	1.16
3,728.00	0.74	349.06	3,727.78	-20.94	-7.55	21.73	1.15
3,791.00	1.05	343.95	3,790.78	-19.99	-7.78	21.05	0.51
3,855.00	0.29	64.28	3,854.77	-19.36	-7.80	20.53	1.63
3,918.00	0.34	151.47	3,917.77	-19.45	-7.57	20.48	0.69
3,982.00	0.12	298.24	3,981.77	-19.59	-7.54	20.58	0.70
4,045.00	0.40	282.68	4,044.77	-19.51	-7.81	20.66	0.45
4,109.00	0.70	248.32	4,108.77	-19.61	-8.98	21.06	0.70
4,173.00	0.81	232.85	4,172.76	-20.04	-9.10	21.81	0.33
4,236.00	0.64	200.14	4,235.76	-20.64	-9.58	22.57	0.70
4,299.00	0.18	140.85	4,298.76	-21.05	-9.64	22.94	0.90
4,363.00	0.07	93.50	4,362.76	-21.13	-9.54	22.96	0.22
4,427.00	0.40	200.95	4,426.75	-21.34	-9.58	23.16	0.67
4,490.00	0.35	234.86	4,489.75	-21.66	-9.81	23.55	0.36
4,554.00	0.64	244.14	4,553.75	-21.93	-10.29	24.03	0.47
4,618.00	0.47	207.48	4,617.75	-22.32	-10.74	24.60	0.80
4,681.00	0.78	202.54	4,680.74	-22.94	-11.02	25.28	0.50
4,744.00	0.93	229.30	4,743.74	-23.67	-11.57	26.19	0.67
4,808.00	0.60	267.10	4,807.73	-24.03	-12.30	26.88	0.92
4,872.00	0.25	305.54	4,871.73	-23.96	-12.75	27.07	0.68
4,935.00	0.34	203.61	4,934.73	-24.05	-12.94	27.24	0.73
4,999.00	1.09	200.60	4,998.72	-24.80	-13.23	28.03	1.17
5,062.00	0.60	213.20	5,061.72	-25.63	-13.62	28.94	0.83
5,126.00	0.48	235.12	5,125.71	-26.07	-14.02	29.53	0.37
5,189.00	0.74	184.28	5,188.71	-26.62	-14.27	30.13	0.91
5,253.00	0.87	183.78	5,252.71	-27.52	-14.33	30.92	0.20
5,316.00	0.55	217.93	5,315.70	-28.24	-14.55	31.64	0.82
5,380.00	0.30	251.72	5,379.70	-28.53	-14.90	32.08	0.54
5,444.00	0.28	178.34	5,443.70	-28.74	-15.04	32.33	0.55
5,507.00	0.98	194.33	5,506.69	-29.42	-15.17	32.97	1.14
5,571.00	0.64	183.95	5,570.69	-30.30	-15.33	33.80	0.58
5,634.00	0.03	233.08	5,633.69	-30.66	-15.37	34.13	0.99
5,698.00	0.43	209.18	5,697.69	-30.88	-15.50	34.38	0.63
5,761.00	0.36	188.44	5,760.68	-31.29	-15.64	34.80	0.25
5,825.00	0.11	72.86	5,824.68	-31.47	-15.61	34.94	0.66
5,888.00	0.44	192.18	5,887.68	-31.69	-15.60	35.12	0.80
5,952.00	0.41	135.45	5,951.68	-32.09	-15.50	35.40	0.63
6,015.00	0.75	148.21	6,014.68	-32.60	-15.12	35.63	0.57
6,079.00	1.09	160.07	6,078.67	-33.53	-14.69	36.19	0.61
6,143.00	0.37	50.70	6,142.67	-33.97	-14.32	36.36	1.97
6,206.00	0.70	16.48	6,205.66	-33.47	-14.06	35.80	0.71
6,270.00	0.36	103.23	6,269.66	-33.14	-13.75	35.36	1.20
6,334.00	1.09	113.79	6,333.66	-33.43	-13.00	35.20	1.15

**Design Report for #16-7-45 BTR - Sperry MWD Survey**

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
6,397.00	0.55	262.75	6,396.65	-33.71	-12.75	35.31	2.52
6,461.00	0.61	272.59	6,460.65	-33.74	-13.40	35.67	0.18
6,524.00	0.14	312.50	6,523.65	-33.67	-13.79	35.82	0.81
6,587.00	0.93	227.76	6,586.65	-33.96	-14.22	36.30	1.47
6,651.00	1.19	227.32	6,650.63	-34.76	-15.10	37.45	0.41
6,714.00	0.87	233.43	6,713.62	-35.49	-15.96	38.52	0.54
6,778.00	0.56	207.49	6,777.62	-36.06	-16.50	39.29	0.69
6,841.00	0.13	20.08	6,840.62	-36.26	-16.61	39.53	1.09
6,905.00	0.45	240.27	6,904.62	-36.32	-16.81	39.68	0.87
6,968.00	1.23	212.73	6,967.61	-37.01	-17.39	40.57	1.36
7,032.00	0.88	239.02	7,031.60	-37.84	-18.18	41.70	0.92
7,096.00	0.38	298.40	7,095.60	-37.99	-18.79	42.15	1.19
7,159.00	0.53	355.74	7,158.59	-37.60	-18.99	41.93	0.72
7,223.00	0.47	338.02	7,222.59	-37.07	-19.11	41.54	0.26
7,286.00	0.36	278.01	7,285.59	-36.80	-19.41	41.47	0.66
7,350.00	0.64	332.65	7,349.59	-36.45	-19.77	41.37	0.82
7,414.00	0.70	298.37	7,413.58	-35.95	-20.28	41.22	0.62
7,477.00	0.35	75.52	7,476.58	-35.72	-20.43	41.11	1.56
7,541.00	0.44	116.35	7,540.58	-35.78	-20.02	40.94	0.45
7,604.00	0.69	194.65	7,603.58	-36.25	-19.90	41.28	1.17
7,668.00	0.35	166.41	7,667.58	-36.82	-19.95	41.78	0.65
7,732.00	0.63	181.70	7,731.57	-37.35	-19.98	42.24	0.54
7,795.00	1.43	218.50	7,794.56	-38.31	-20.54	43.35	1.45
7,859.00	0.88	274.40	7,858.55	-38.89	-21.52	44.37	1.85
7,922.00	0.44	269.14	7,921.55	-38.86	-22.25	44.73	0.70
7,985.00	0.35	73.03	7,984.55	-38.81	-22.31	44.72	1.24
8,049.00	0.78	146.88	8,048.55	-39.11	-21.88	44.75	1.19
8,112.00	0.60	235.59	8,111.54	-39.66	-21.92	45.23	1.54
8,176.00	1.03	341.57	8,175.54	-39.30	-22.38	45.18	2.07
8,238.00	1.01	350.14	8,237.53	-38.24	-22.65	44.42	0.25
8,302.00	0.65	313.13	8,301.52	-37.43	-23.01	43.93	0.98
8,365.00	0.85	241.35	8,364.52	-37.38	-23.58	44.18	1.21
8,429.00	0.28	300.80	8,428.52	-37.45	-24.04	44.50	0.88
8,492.00	0.60	265.99	8,491.51	-37.40	-24.50	44.70	0.84
8,556.00	0.73	241.72	8,555.51	-37.61	-25.19	45.25	0.48
8,619.00	0.55	135.61	8,618.51	-38.02	-25.33	45.67	1.63
8,683.00	0.84	198.42	8,682.50	-38.69	-25.26	46.20	1.20
8,768.00	1.66	201.66	8,767.48	-40.42	-25.92	48.01	0.97
<b>Final Sperry MWD Survey</b>							
8,820.00	1.66	201.66	8,819.46	-41.82	-26.47	49.49	0.00
<b>Straight Line Projection to TD</b>							

**Design Annotations**

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
137.00	137.00	0.15	-0.23	First Sperry MWD Survey
8,768.00	8,767.48	-40.42	-25.92	Final Sperry MWD Survey
8,820.00	8,819.46	-41.82	-26.47	Straight Line Projection to TD

# HALLIBURTON

## Design Report for #16-7-45 BTR - Sperry MWD Survey

**Vertical Section Information**

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/_S (ft)	Origin +E/-W (ft)	Start TVD (ft)
User	No Target (Freehand)	212.33	Skt	0.00	0.00	0.00

**Survey tool program**

From (ft)	To (ft)	Survey/Plan	Survey Tool
137.00	8,820.00	Sperry MWD Surveys	MWD

**Targets**

Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
#16-7-45 BTR_BHL - hit/miss target - Shape	0.00	0.00	8,731.00	0.00	0.00	660,909.32	2,283,341.72	40° 8' 36.488 N	110° 29' 11.209 W
- actual wellpath misses target center by 47.08ft at 8730.50ft MD (8730.00 TVD, -39.52 N, -25.57 E) - Circle (radius 200.00)									

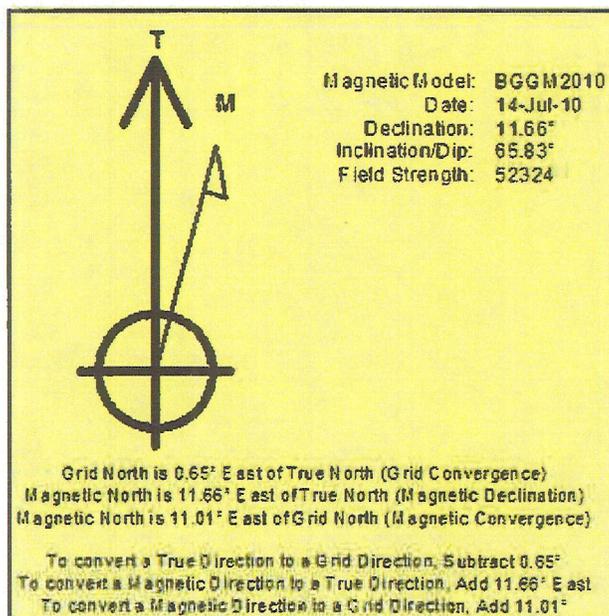
**HALLIBURTON**

**North Reference Sheet for Sec. 7-T4S-R5W - #16-7-45 BTR - Plan #1**

All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.  
 Vertical Depths are relative to KB @ 6326.00ft (Patterson 506). Northing and Easting are relative to #16-7-45 BTR  
 Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866  
 Projection method is Lambert Conformal Conic (2 parallel)  
 Central Meridian is 111° 30' 0.000 W°, Longitude Origin:0° 0' 0.000 E°, Latitude Origin:40° 39' 0.000 N°  
 False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991328

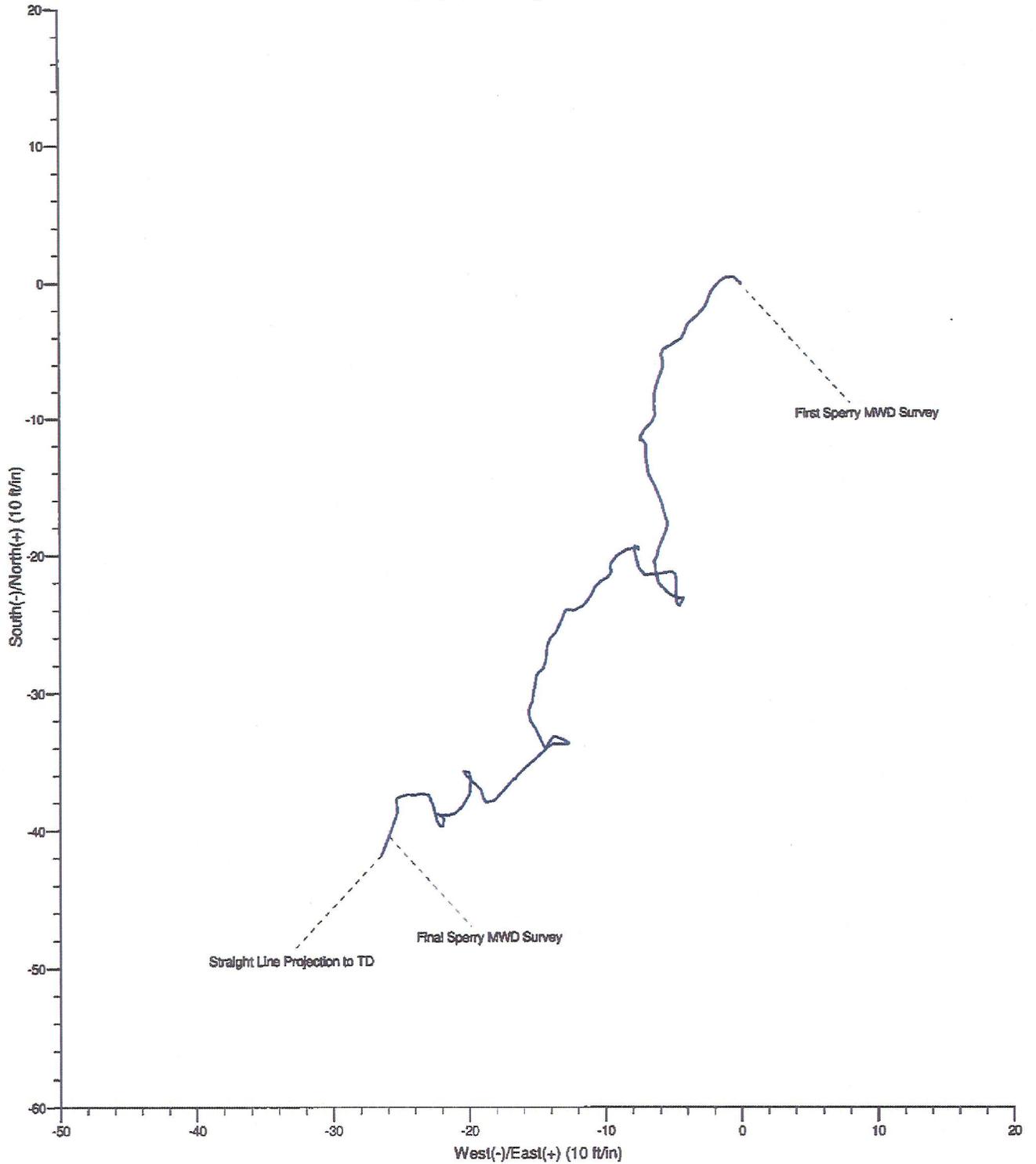
Grid Coordinates of Well: 660,909.32 ft N, 2,283,341.72 ft E  
 Geographical Coordinates of Well: 40° 08' 36.49" N, 110° 29' 11.21" W  
 Grid Convergence at Surface is: 0.65°

Based upon Minimum Curvature type calculations, at a Measured Depth of 8,820.00ft  
 the Bottom Hole Displacement is 49.49ft in the Direction of 212.33° (True).  
 Magnetic Convergence at surface is: -11.01° (14 July 2010, BGGM2010)



### LEGEND

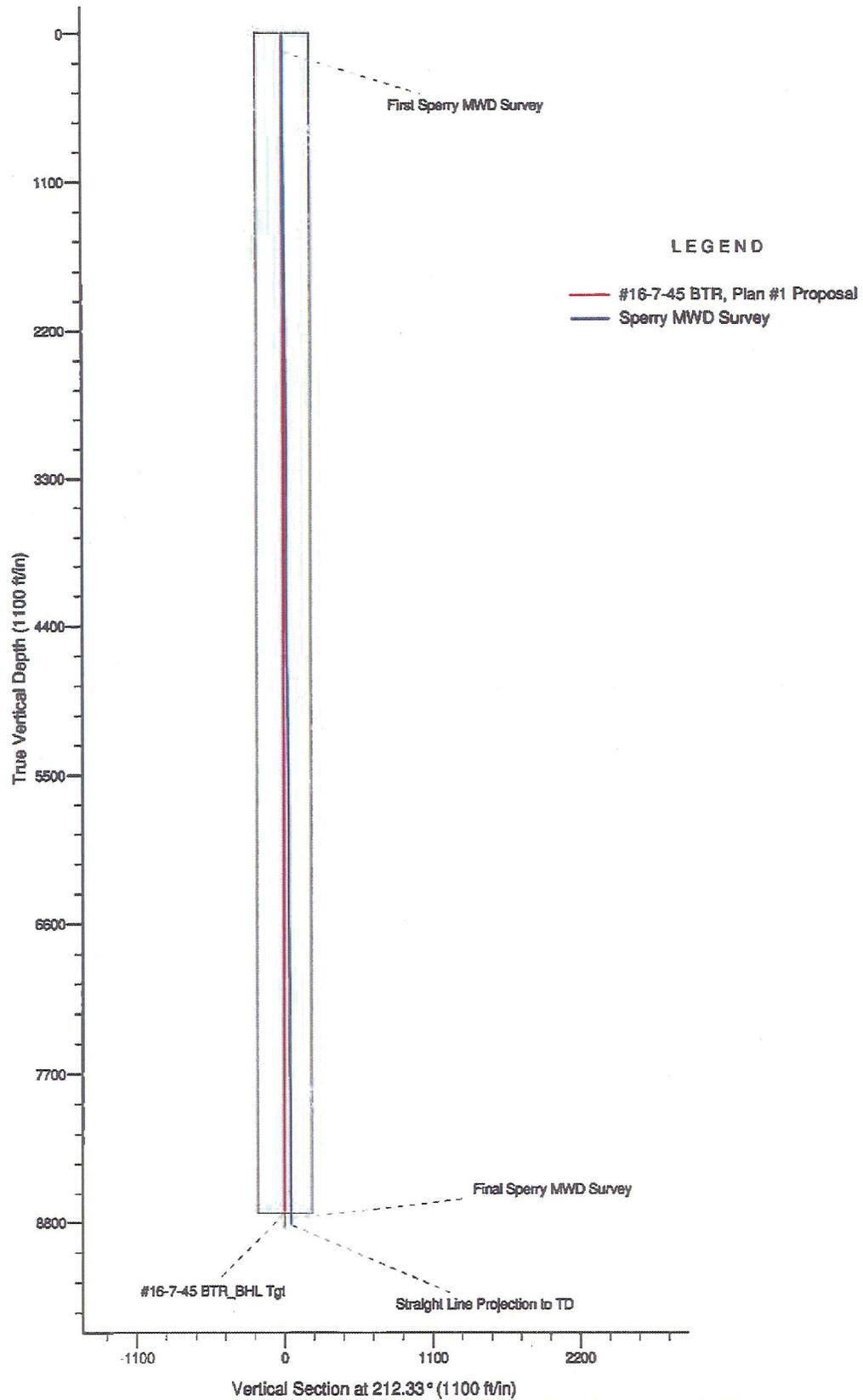
- #16-7-45 BTR, Plan #1 Proposal
- Sperry MWD Survey



Project: Duchesne County, UT (NAD 1927)  
Site: Sec. 7-T4S-R5W  
Well: #16-7-45 BTR

# Bill Barrett Corp

**HALLIBURTON**  
Sperry Drilling



<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	<b>FORM 9</b>  <b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> 2OG0005608
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  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.	<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b> UTE  <b>7. UNIT or CA AGREEMENT NAME:</b>
<b>1. TYPE OF WELL</b> Oil Well	<b>8. WELL NAME and NUMBER:</b> 16-7-45 BTR
<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP	<b>9. API NUMBER:</b> 43013341110000
<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202	<b>PHONE NUMBER:</b> 303 312-8164 Ext
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1160 FSL 0995 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SESE Section: 07 Township: 04.0S Range: 05.0W Meridian: U	<b>9. FIELD and POOL or WILDCAT:</b> UNDESIGNATED  <b>COUNTY:</b> DUCHESNE  <b>STATE:</b> UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> <b>SUBSEQUENT REPORT</b> 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"/> <b>SPUD REPORT</b> Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> <b>DRILLING REPORT</b> Report Date: 12/2/2010	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

Monthly Drilling Report for November 2010.

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

<b>NAME (PLEASE PRINT)</b> Brady Riley	<b>PHONE NUMBER</b> 303 312-8115	<b>TITLE</b> Permit Analyst
<b>SIGNATURE</b> N/A		<b>DATE</b> 12/2/2010

**#16-7-45 BTR 11/19/2010 06:00 - 11/20/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling & Completion

## Time Log Summary

MOVE RIG TO LOCATION - 2, DOWN TIL MONDAY - 22

**#16-7-45 BTR 11/22/2010 06:00 - 11/23/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling & Completion

## Time Log Summary

SPOT RIG IN

R/U - 3, N/U BOP

P/U ON TUBING REMOVE HANGER - 1, RIH W/ 60 JTS TO 8200' - 2, LAY DOWN 6 JTS

PPOH W/ TUBING LAY DOWN X XN AND PUMP OFF BIT SUB - 3, RIH W/ DUMP VALVE 2 JT DESANDER 4' SUB SEAT NIPPLE 2 JTS ANCHOR AND 100 JTS - 2, DOWN TIL MORNING - 13

**#16-7-45 BTR 11/23/2010 06:00 - 11/24/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling & Completion

## Time Log Summary

TRAVEL KILL WELL W/ 40 BBLS - 1, FINISH RUNNING TUBING

N/D BOP SET ANCHOR W/ 20,000# TENSION

LAND ON DONUT - 4, FLUSH TUBING W/ 60 BBLS &amp; CHEMICAL

DUMP 5 GALLONS CORRISION INHIB DOWN TUBING - 1, RIH W/ RODS AS FOLLOVES

PUMP

8 WT. BARS

145 GUIDED 3/4 RODS

104 GUIDED 7/8 RODS

54 GUIDED 1" rods

8' 6' &amp; 2' PONY

40' POLISH ROD - 5, DOWN TIL MORNING

FILL &amp; TEST R/D - 13

**#16-7-45 BTR 11/24/2010 06:00 - 11/25/2010 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34111	UT	DUCHESNE	Black Tail Ridge	Concept	8,820.0	Drilling & Completion

## Time Log Summary

TRAVEL - 1, FILL &amp; TEST

R/D - 3, WELL ON PRODUCTION SLIDE IN ROTOFLEX

HOOK UP WELL HEAD AND TRACE - 20

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	<b>FORM 9</b>  <b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> 2OG0005608
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  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.	<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b> UTE  <b>7. UNIT or CA AGREEMENT NAME:</b>
<b>1. TYPE OF WELL</b> Oil Well	<b>8. WELL NAME and NUMBER:</b> 16-7-45 BTR
<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP	<b>9. API NUMBER:</b> 43013341110000
<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202	<b>PHONE NUMBER:</b> 303 312-8164 Ext
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1160 FSL 0995 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SESE Section: 07 Township: 04.0S Range: 05.0W Meridian: U	<b>9. FIELD and POOL or WILDCAT:</b> ALTAMONT  <b>COUNTY:</b> DUCHESNE  <b>STATE:</b> UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start: <b>5/31/2012</b>  <input type="checkbox"/> <b>SUBSEQUENT REPORT</b> Date of Work Completion:  <input type="checkbox"/> <b>SPUD REPORT</b> Date of Spud:  <input type="checkbox"/> <b>DRILLING REPORT</b> 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 checked="" type="checkbox"/> VENT OR FLARE  <input type="checkbox"/> SI TA STATUS EXTENSION  <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR  <input type="checkbox"/> CHANGE WELL NAME  <input type="checkbox"/> CONVERT WELL TYPE  <input type="checkbox"/> NEW CONSTRUCTION  <input type="checkbox"/> PLUG BACK  <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION  <input type="checkbox"/> TEMPORARY ABANDON  <input type="checkbox"/> WATER DISPOSAL  <input type="checkbox"/> APD EXTENSION  OTHER: <input style="width: 100px;" type="text"/>

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

BBC hereby requests permission to flare tribal lease wells in our Blacktail Ridge development area located in the Starvation area while El Paso upgrades their existing 6-inch pipeline to a 12-inch to handle current gas production rates. Current operating pressures are approximately 100 psi and the upgrade of the existing line will eliminate the current back pressure concerns such as reservoir damage, surface facility safety issues, production curtailment and lower wellbore recoveries. Additional details are attached.

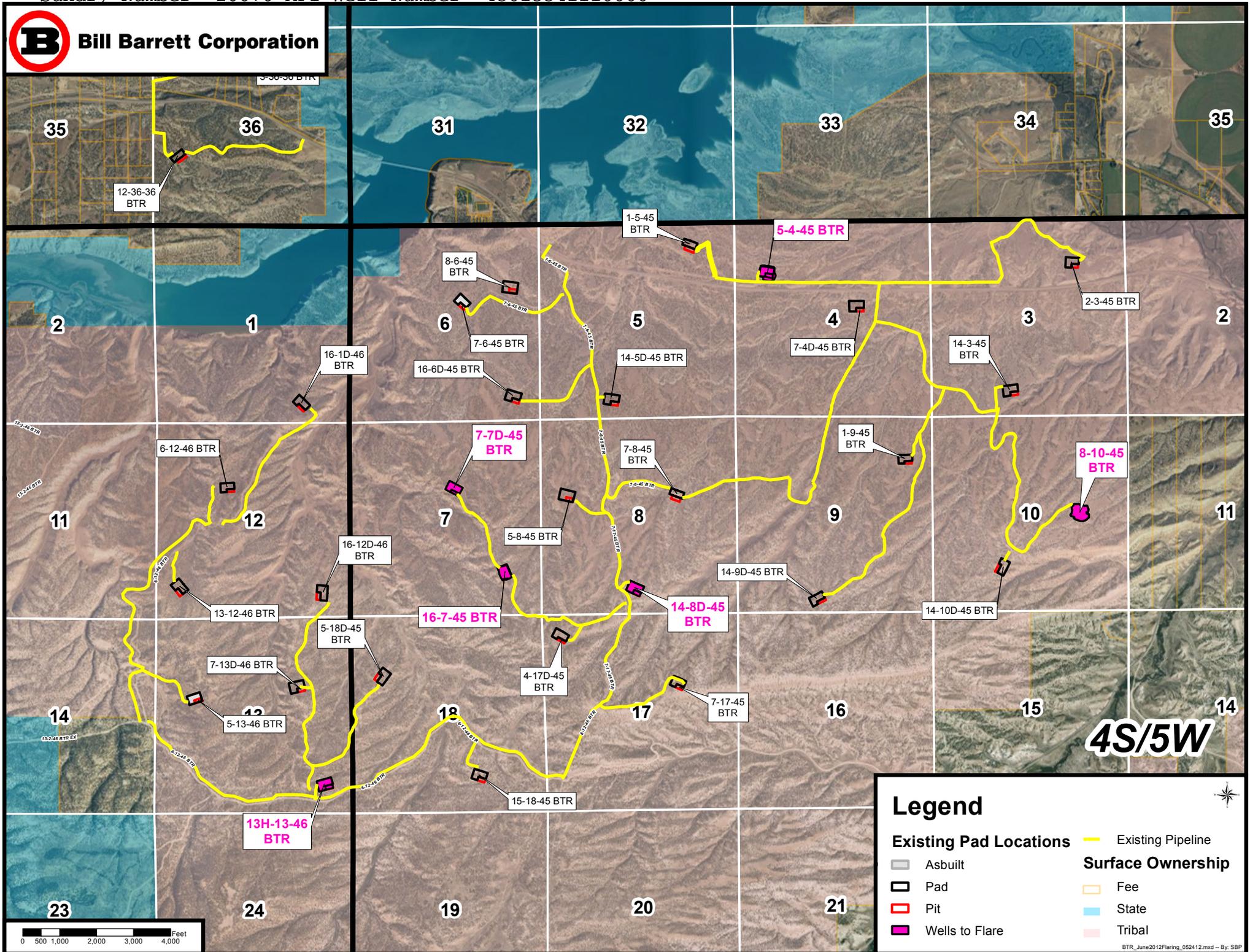
**Accepted by the  
 Utah Division of  
 Oil, Gas and Mining**

**Date:** June 14, 2012

**By:** *Derek Quist*

<b>NAME (PLEASE PRINT)</b> Venessa Langmacher	<b>PHONE NUMBER</b> 303 312-8172	<b>TITLE</b> Senior Permit Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 5/29/2012	

The gas will be flared at the six locations shown on the attached map (5-4-45, 7-7D-45, 8-10-45, 13H-13-46, 14-8D-45, or 16-7-45 wellsites). The flares utilized for combusting the gas have a combustion efficiency of approximately 98%. There are no other delivery points besides the bridge crossing at this point; therefore, associated gas from the oil wells will be flared to continue production of tribal minerals. BBC is requesting flare approval from May 31, 2012 to July 31, 2012 to allow for any potential construction delays. BBC would immediately begin flowing to the pipeline at such time construction is complete. Emergency Dispatch will be notified of the flaring operations. The flaring will also be monitored 24 hours a day by BBC personnel. BBC will still be metering the gas at the wellhead to continue royalty payments. BBC has spoken with the tribe and received their acceptance 05/24/2012 and received BLM sundry approval on 5/24/12.



4S/5W

**Legend**

Existing Pad Locations	Existing Pipeline
Asbuilt	Surface Ownership
Pad	Fee
Pit	State
Wells to Flare	Tribal

BTR\_June2012Flaring\_052412.mxd - By: SBP

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9	
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  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.		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> 1420H626297	
		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b> UTE	
<b>1. TYPE OF WELL</b> Oil Well		<b>7. UNIT or CA AGREEMENT NAME:</b>	
<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP		<b>8. WELL NAME and NUMBER:</b> 16-7-45 BTR	
<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202		<b>9. API NUMBER:</b> 43013341110000	
<b>PHONE NUMBER:</b> 303 312-8134 Ext		<b>9. FIELD and POOL or WILDCAT:</b> ALTAMONT	
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1160 FSL 0995 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SESE Section: 07 Township: 04.0S Range: 05.0W Meridian: U		<b>COUNTY:</b> DUCHESNE	
		<b>STATE:</b> UTAH	
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE  <input type="checkbox"/> CHANGE TO PREVIOUS PLANS  <input type="checkbox"/> CHANGE WELL STATUS  <input type="checkbox"/> DEEPEN  <input type="checkbox"/> OPERATOR CHANGE  <input type="checkbox"/> PRODUCTION START OR RESUME  <input type="checkbox"/> REPERFORATE CURRENT FORMATION  <input type="checkbox"/> TUBING REPAIR  <input type="checkbox"/> WATER SHUTOFF  <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING  <input type="checkbox"/> CHANGE TUBING  <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS  <input type="checkbox"/> FRACTURE TREAT  <input type="checkbox"/> PLUG AND ABANDON  <input type="checkbox"/> RECLAMATION OF WELL SITE  <input type="checkbox"/> SIDETRACK TO REPAIR WELL  <input type="checkbox"/> VENT OR FLARE  <input type="checkbox"/> SI TA STATUS EXTENSION  <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR  <input type="checkbox"/> CHANGE WELL NAME  <input type="checkbox"/> CONVERT WELL TYPE  <input type="checkbox"/> NEW CONSTRUCTION  <input type="checkbox"/> PLUG BACK  <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION  <input type="checkbox"/> TEMPORARY ABANDON  <input type="checkbox"/> WATER DISPOSAL  <input type="checkbox"/> APD EXTENSION  OTHER: <input type="text" value="Tribal Lease"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 9/1/2010			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.			
<p>The tribal lease for this well was earned in September, 2010. The new lease number is 1420H626297.</p>			
<p><b>Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY May 22, 2013</b></p>			
<b>NAME (PLEASE PRINT)</b> Venessa Langmacher	<b>PHONE NUMBER</b> 303 312-8172	<b>TITLE</b> Senior Permit Analyst	
<b>SIGNATURE</b> N/A		<b>DATE</b> 5/22/2013	

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

Effective Date: 11/1/2016

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

**WELL INFORMATION:**

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

**OPERATOR CHANGES DOCUMENTATION:**

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

**REVIEW:**

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

**NEW OPERATOR BOND VERIFICATION:**

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

**DATA ENTRY:**

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

**COMMENTS:**

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From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

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

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

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

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

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

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

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

**New Operator Contact information:**

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

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

Sincerely,

Bill Barrett Corporation

A handwritten signature in cursive script that reads 'Brady Riley'.

Brady Riley  
Permit Analyst

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

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

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

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit In Duplicate) Approximate date work will start: <u>11/1/2016</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

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

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

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

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

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

(This space for State use only)

**APPROVED**

NOV 07 2016

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

**Request to Transfer Application or Permit to Drill**

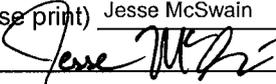
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

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

Check one	Desired Action:
<input type="checkbox"/>	<b>Transfer pending (unapproved) Application for Permit to Drill to new operator</b>
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	<b>Transfer approved Application for Permit to Drill to new operator</b>
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	✓	
If so, has the surface agreement been updated?		✓
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?		✓
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?		✓
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?		✓
Has the approved source of water for drilling changed?		✓
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?		✓
Is bonding still in place, which covers this proposed well? Bond No. <small>9219529-UDOGM / UTB000712-BLM / LPM9224670-BIA</small>	✓	

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

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

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

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

UIC FORM 5

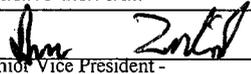
TRANSFER OF AUTHORITY TO INJECT

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

EFFECTIVE DATE OF TRANSFER: 11/1/2016

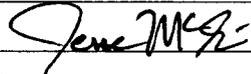
CURRENT OPERATOR

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

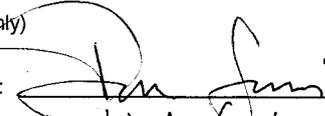
Name: Duane Zavadil  
Signature:   
Senior Vice President -  
Title: EH&S, Government and Regulatory Affairs  
Date: 10/20/16

NEW OPERATOR

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

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

(This space for State use only)

Transfer approved by:   
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

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

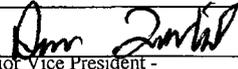
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

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

EFFECTIVE DATE OF TRANSFER: 11/1/2016

**CURRENT OPERATOR**

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

**NEW OPERATOR**

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

(This space for State use only)

Transfer approved by:   
Title: VIC

Approval Date: 11/3/16

Comments:

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

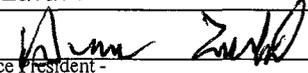
UIC FORM 5

**TRANSFER OF AUTHORITY TO INJECT**

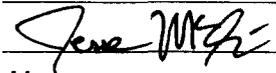
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

**CURRENT OPERATOR**

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

**NEW OPERATOR**

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

(This space for State use only)

Transfer approved by: \_\_\_\_\_ Approval Date: \_\_\_\_\_

Title: \_\_\_\_\_

Comments:

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