

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING				FORM 3 AMENDED REPORT <input type="checkbox"/>		
APPLICATION FOR PERMIT TO DRILL				1. WELL NAME and NUMBER 1-13D-47 BTR		
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>				3. FIELD OR WILDCAT UNDESIGNATED		
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO				5. UNIT or COMMUNITIZATION AGREEMENT NAME		
6. NAME OF OPERATOR BILL BARRETT CORP				7. OPERATOR PHONE 303 312-8164		
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202				9. OPERATOR E-MAIL dspencer@billbarrettcorp.com		
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 20G0005608		11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>		12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>		
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Bob Pinder				14. SURFACE OWNER PHONE (if box 12 = 'fee') 801-649-8122		
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') p.o. box 1329, ,				16. SURFACE OWNER E-MAIL (if box 12 = 'fee')		
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') UTE		18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>		19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>		
20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	928 FNL 361 FEL	NENE	13	4.0 S	7.0 W	U
Top of Uppermost Producing Zone	660 FNL 660 FEL	NENE	13	4.0 S	7.0 W	U
At Total Depth	660 FNL 660 FEL	NENE	13	4.0 S	7.0 W	U
21. COUNTY DUCHESNE		22. DISTANCE TO NEAREST LEASE LINE (Feet) 660		23. NUMBER OF ACRES IN DRILLING UNIT 640		
		25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 3170		26. PROPOSED DEPTH MD: 7200 TVD: 7200		
27. ELEVATION - GROUND LEVEL 5878		28. BOND NUMBER LPM 8874725		29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE Duchesne City Culinary Water Dock		
ATTACHMENTS						
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES						
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER			<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN			
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)			<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER			
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)			<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP			
NAME Elaine Winick		TITLE Sr. Permit Analyst		PHONE 303 293-9100		
SIGNATURE		DATE 10/22/2010		EMAIL ewinick@billbarrettcorp.com		
API NUMBER ASSIGNED 43013504450000		APPROVAL  Permit Manager				

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Cond	26	16	0	80		
Pipe	Grade	Length	Weight			
	Unknown	80	65.0			

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Surf	12.5	9.625	0	2000		
Pipe	Grade	Length	Weight			
	Grade J-55 ST&C	2000	36.0			

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Prod	8.75	5.5	0	7200		
Pipe	Grade	Length	Weight			
	Grade P-110 LT&C	7200	17.0			

DRILLING PLAN

BILL BARRETT CORPORATION

1-13D-47 BTR

NENE, 928' FNL, 361' FEL, Section 13-T4S-R7W (surface)

NENE, 660' FNL, 660' FEL, Section 13-T4S-R7W (bottom)

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>	<u>Depth – TVD</u>
Green River	845'	845'
Douglas Creek	3635'	3596'
Black Shale	4380'	4336'
Castle Peak	4710'	4666'
Wasatch	5265'	5221'
TD	7200'	7200'

*PROSPECTIVE PAY

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

4. **Casing Program**

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
12 ½"	surface	2000'	9 5/8"	36#	J or K 55	ST&C	New
8 ¾"	surface	TD	5 ½"	17#	P-110	LT&C	New

5. **Cementing Program**

9 5/8" Surface Casing	<p><i>Lead</i> with approximately 280 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft³/sx) circulated to surface with 75% excess.</p> <p><i>Tail</i> with approximately 210 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft³/sx), calculated hole volume with 75% excess.</p>
5 ½" Production Casing	<p><i>Lead</i> with approximately 640 sx Tuned Light cement with additives, mixed at 11.0 ppg (yield = 2.31 ft³/sx,)</p> <p><i>Tail</i> with approximately 900 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft³/sx). Planned TOC = surface.</p>

Bill Barrett Corporation
 Drilling Program
 1-13D-47 BTR
 Duchesne County, Utah

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 2,000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
2,000' – TD	8.6 – 10.9	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 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**

<u>Cores</u>	None anticipated;
<u>Testing</u>	None anticipated; drill stem tests may be run on shows of interest;
<u>Sampling</u>	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
<u>Surveys</u>	MWD as needed to land wellbore;
<u>Logging</u>	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.

'APIWellNo:43013504450000'

Bill Barrett Corporation
Drilling Program
1-13D-47 BTR
Duchesne County, Utah

10. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4081 psi* and maximum anticipated surface pressure equals approximately 2497 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 April 1, 2011
Spud:	Approximately April 11, 2011
Duration:	15 days drilling time
	45 days completion time

PRESSURE CONTROL EQUIPMENT – Schematic Attached

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

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

B. Pressure Rating: 3,000 psi

C. Testing Procedure:

Annular Preventer

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

At a minimum the above pressure test will be performed:

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

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

Blow-Out Preventer

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

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

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

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

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

D. Choke Manifold Equipment:

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

E. Accumulator:

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

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

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

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

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

F. Miscellaneous Information:

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

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



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: 1-13D-47 BTR

<u>Surface Hole Data:</u>	<u>Calculated Data:</u>																				
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>Total Depth:</td><td>2,000'</td></tr> <tr><td>Top of Cement:</td><td>0'</td></tr> <tr><td>OD of Hole:</td><td>12.250"</td></tr> <tr><td>OD of Casing:</td><td>9.625"</td></tr> </table>	Total Depth:	2,000'	Top of Cement:	0'	OD of Hole:	12.250"	OD of Casing:	9.625"	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>Lead Volume:</td><td>822.1</td><td>ft³</td></tr> <tr><td>Lead Fill:</td><td>1,500'</td><td></td></tr> <tr><td>Tail Volume:</td><td>274.0</td><td>ft³</td></tr> <tr><td>Tail Fill:</td><td>500'</td><td></td></tr> </table>	Lead Volume:	822.1	ft ³	Lead Fill:	1,500'		Tail Volume:	274.0	ft ³	Tail Fill:	500'	
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<u>Cement Data:</u>	<u>Calculated # of Sacks:</u>																				
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>Lead Yield:</td><td>3.16</td><td>ft³/sk</td></tr> <tr><td>% Excess:</td><td>75%</td><td></td></tr> <tr><td>Top of Lead:</td><td>0'</td><td></td></tr> </table>	Lead Yield:	3.16	ft ³ /sk	% Excess:	75%		Top of Lead:	0'		<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td># SK's Lead:</td><td>280</td></tr> </table>	# SK's Lead:	280									
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<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>Tail Yield:</td><td>1.36</td><td>ft³/sk</td></tr> <tr><td>% Excess:</td><td>75%</td><td></td></tr> <tr><td>Top of Tail:</td><td>1,500'</td><td></td></tr> </table>	Tail Yield:	1.36	ft ³ /sk	% Excess:	75%		Top of Tail:	1,500'		<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td># SK's Tail:</td><td>210</td></tr> </table>	# SK's Tail:	210									
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Top of Tail:	1,500'																				
# SK's Tail:	210																				

<u>Production Hole Data:</u>	<u>Calculated Data:</u>																						
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>Total Depth:</td><td>7,200'</td></tr> <tr><td>Top of Cement:</td><td>0'</td></tr> <tr><td>Top of Tail:</td><td>3,880'</td></tr> <tr><td>OD of Hole:</td><td>8.750"</td></tr> <tr><td>OD of Casing:</td><td>5,500"</td></tr> </table>	Total Depth:	7,200'	Top of Cement:	0'	Top of Tail:	3,880'	OD of Hole:	8.750"	OD of Casing:	5,500"	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>Lead Volume:</td><td>1470.1</td><td>ft³</td></tr> <tr><td>Lead Fill:</td><td>3,880'</td><td></td></tr> <tr><td>Tail Volume:</td><td>1258.0</td><td>ft³</td></tr> <tr><td>Tail Fill:</td><td>3,320'</td><td></td></tr> </table>	Lead Volume:	1470.1	ft ³	Lead Fill:	3,880'		Tail Volume:	1258.0	ft ³	Tail Fill:	3,320'	
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<u>Cement Data:</u>	<u>Calculated # of Sacks:</u>																						
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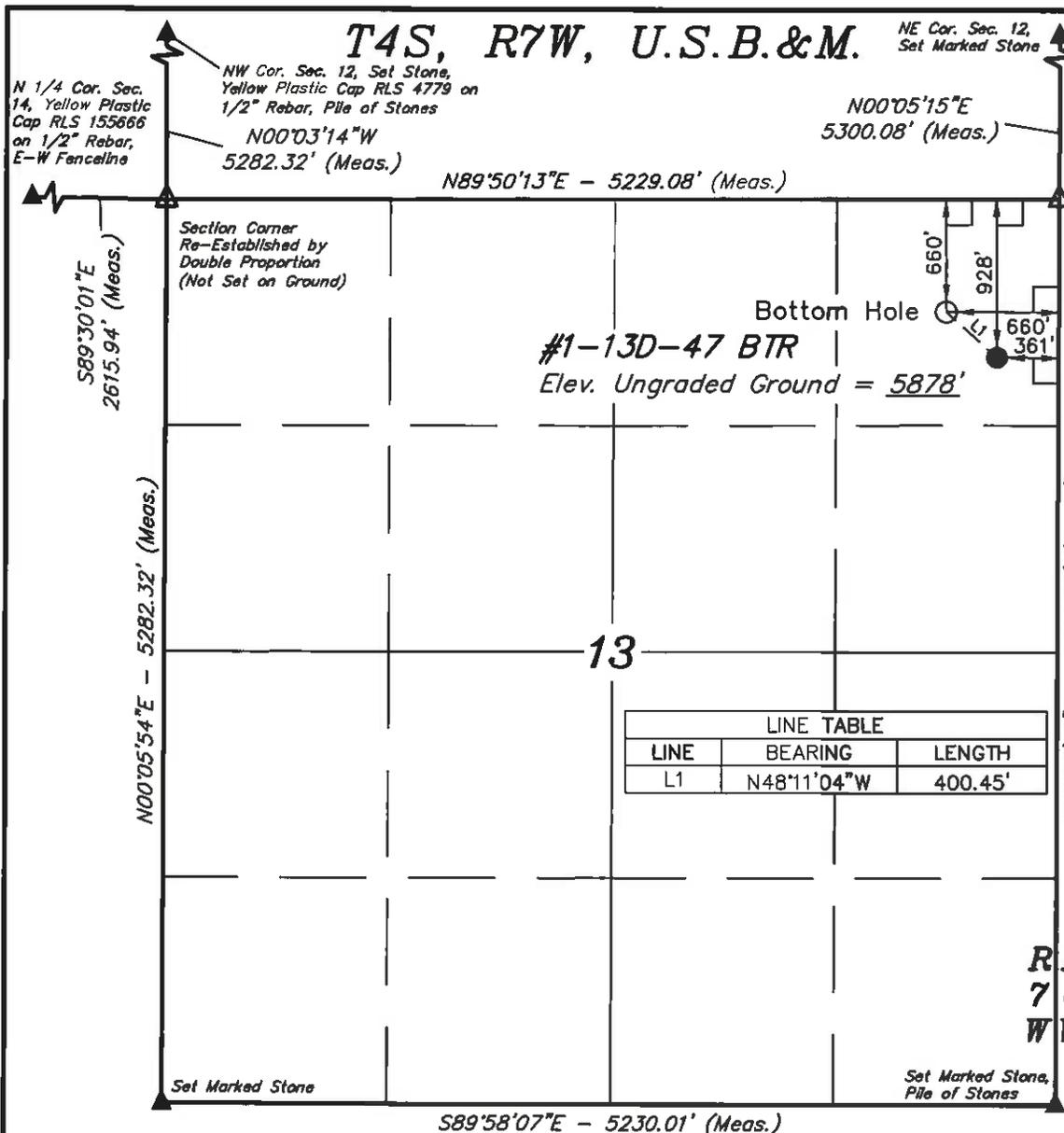
1-13D-47 BTR Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (1500' - 0')	
Halliburton Light Premium	Fluid Weight: 11.0 lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield: 3.16 ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid: 19.48 Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid: 0'
2.0% Bentonite	Calculated Fill: 1,500'
	Volume: 146.41 bbl
	Proposed Sacks: 280 sks
Tail Cement - (TD - 1500')	
Premium Cement	Fluid Weight: 14.8 lbm/gal
2.0% Calcium Chloride	Slurry Yield: 1.36 ft ³ /sk
	Total Mixing Fluid: 6.37 Gal/sk
	Top of Fluid: 1,500'
	Calculated Fill: 500'
	Volume: 48.80 bbl
	Proposed Sacks: 210 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (3880' - 0')	
Tuned Light™ System	Fluid Weight: 11.0 lbm/gal
	Slurry Yield: 2.31 ft ³ /sk
	Total Mixing Fluid: 10.65 Gal/sk
	Top of Fluid: 0'
	Calculated Fill: 3,880'
	Volume: 261.82 bbl
	Proposed Sacks: 640 sks
Tail Cement - (7200' - 3880')	
Econocem™ System	Fluid Weight: 13.5 lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield: 1.42 ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid: 6.61 Gal/sk
	Top of Fluid: 3,880'
	Calculated Fill: 3,320'
	Volume: 224.05 bbl
	Proposed Sacks: 900 sks

'APIWellNo:43013504450000'

'APIWellNo:43013504450000'



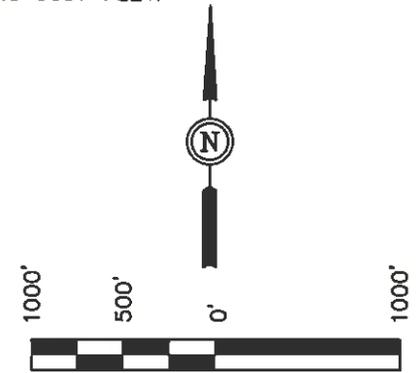
BILL BARRETT CORPORATION

Well location, #1-13D-47 BTR, located as shown in the NE 1/4 NE 1/4 of Section 13, T4S, R7W, U.S.B.&M., Duchesne County, Utah.

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

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 COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON THE CAP AS BEING 6097 FEET.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

[Signature]
No. 161319
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

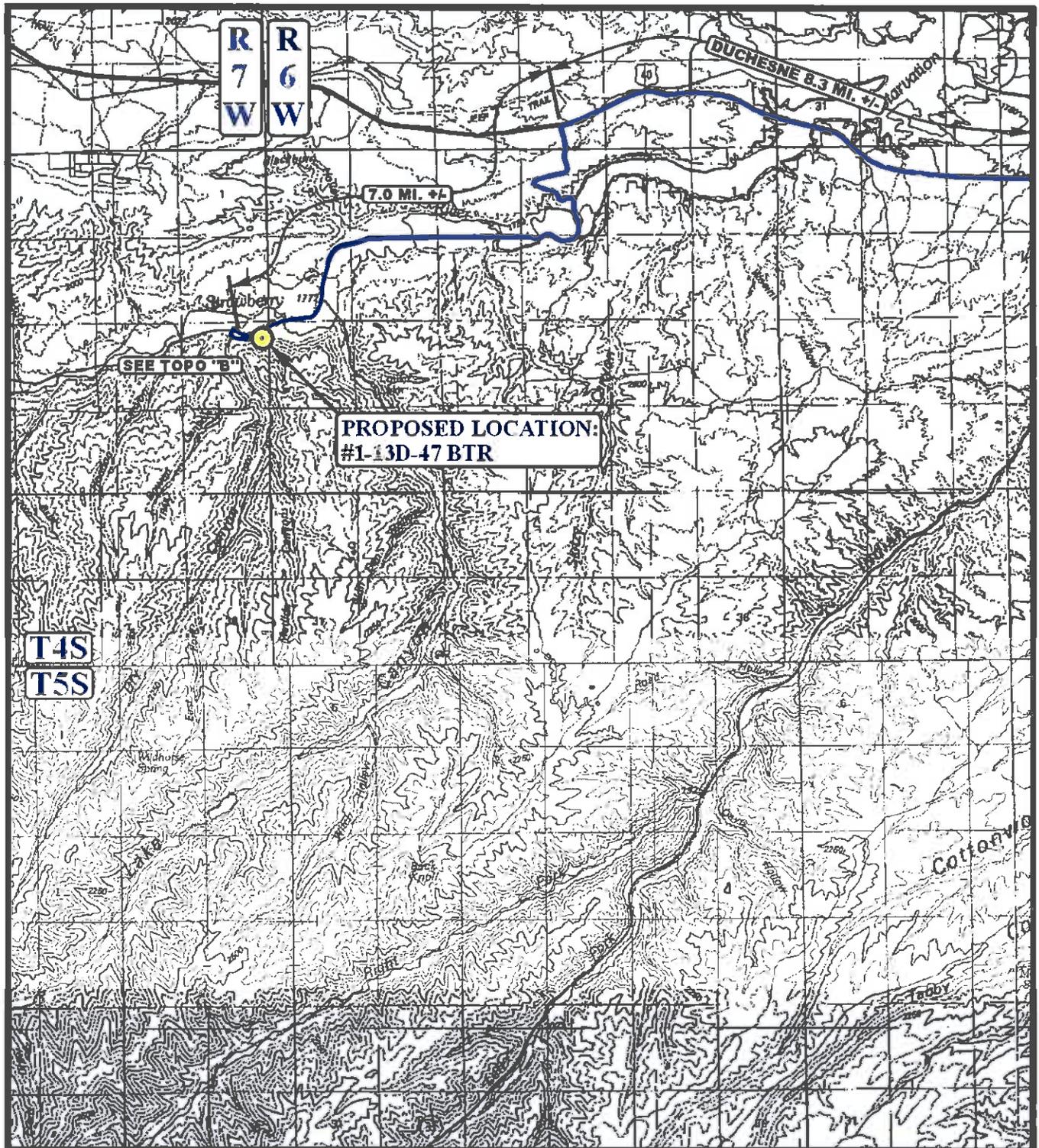
REVISED: 10-12-10

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

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

NAD 83 (TARGET BOTTOM HOLE)		NAD 83 (SURFACE LOCATION)	
LATITUDE = 40°08'18.04" (40.138344)	LONGITUDE = 110°37'01.95" (110.617208)	LATITUDE = 40°08'15.41" (40.137614)	LONGITUDE = 110°36'58.10" (110.616139)
NAD 27 (TARGET BOTTOM HOLE)		NAD 27 (SURFACE LOCATION)	
LATITUDE = 40°08'18.19" (40.138386)	LONGITUDE = 110°36'59.39" (110.616497)	LATITUDE = 40°08'15.56" (40.137658)	LONGITUDE = 110°36'55.54" (110.615428)

SCALE 1" = 1000'	DATE SURVEYED: 11-25-08	DATE DRAWN: 12-08-08
PARTY D.R. A.H. D.P.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE BILL BARRETT CORPORATION	



**PROPOSED LOCATION:
#1-13D-47 BTR**

LEGEND:

● PROPOSED LOCATION

BILL BARRETT CORPORATION

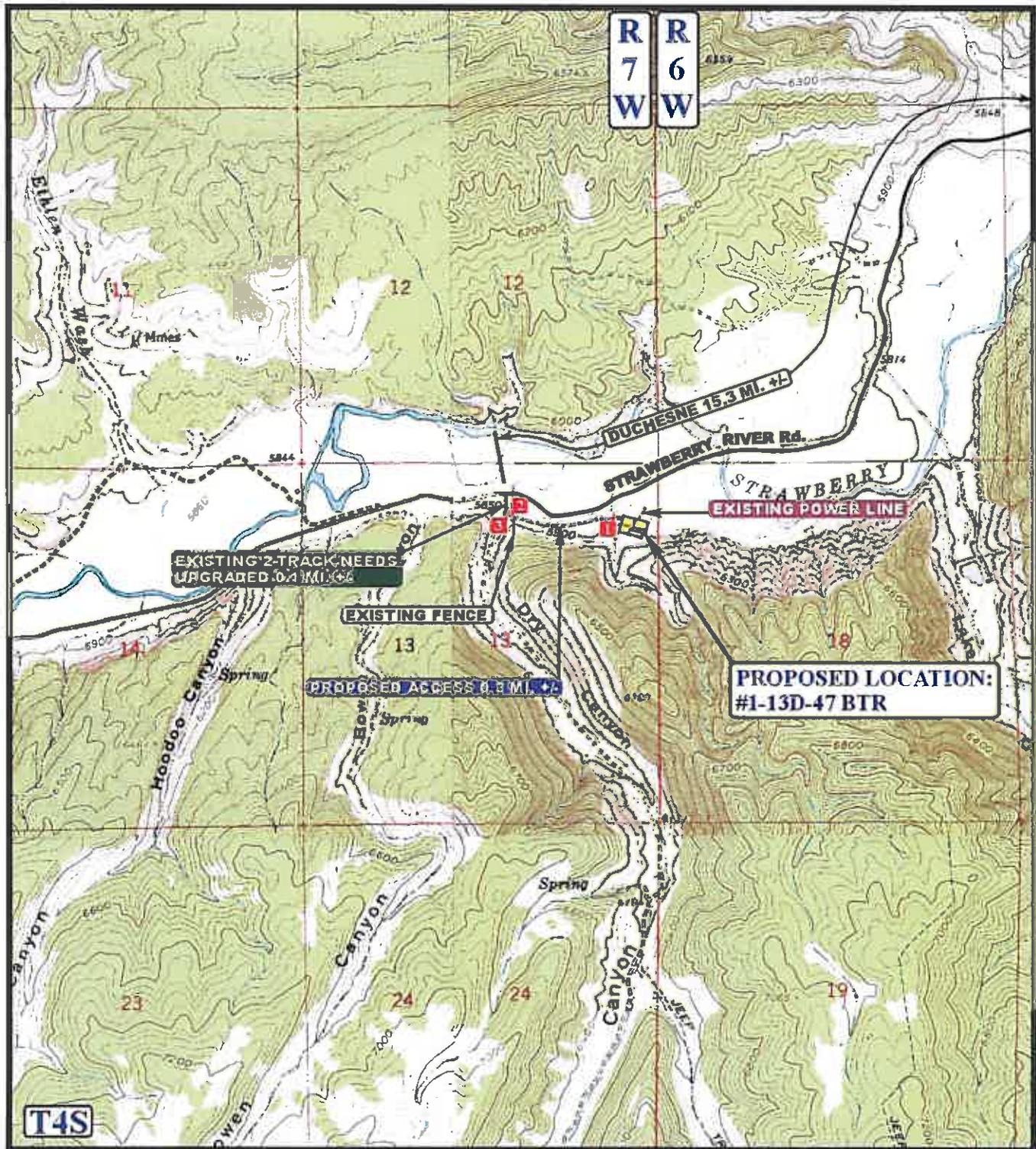
**#1-13D-47 BTR
SECTION 13, T4S, R7W, U.S.B.&M
928' ENL 361' FEL**



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

TOPOGRAPHIC **12 10 08**
MAP MONTH DAY YEAR
 SCALE: 1:100,000 DRAWN BY: D.P. REVISED: 10-12-10





R 7 W
R 6 W

EXISTING 2-TRACK NEEDS UPGRADED 0.4 MI. +

EXISTING FENCE

PROPOSED ACCESS 0.1 MI. +

PROPOSED LOCATION:
#1-13D-47 BTR

T4S

LEGEND:

- EXISTING ROAD
- - - - PROPOSED ACCESS ROAD
- - - - EXISTING 2-TRACK NEEDS UPGRADED
- 1 48" CMP REQUIRED
- 2 CATTLE GUARD REQUIRED
- 3 LOW WATER CROSSING REQUIRED

BILL BARRETT CORPORATION

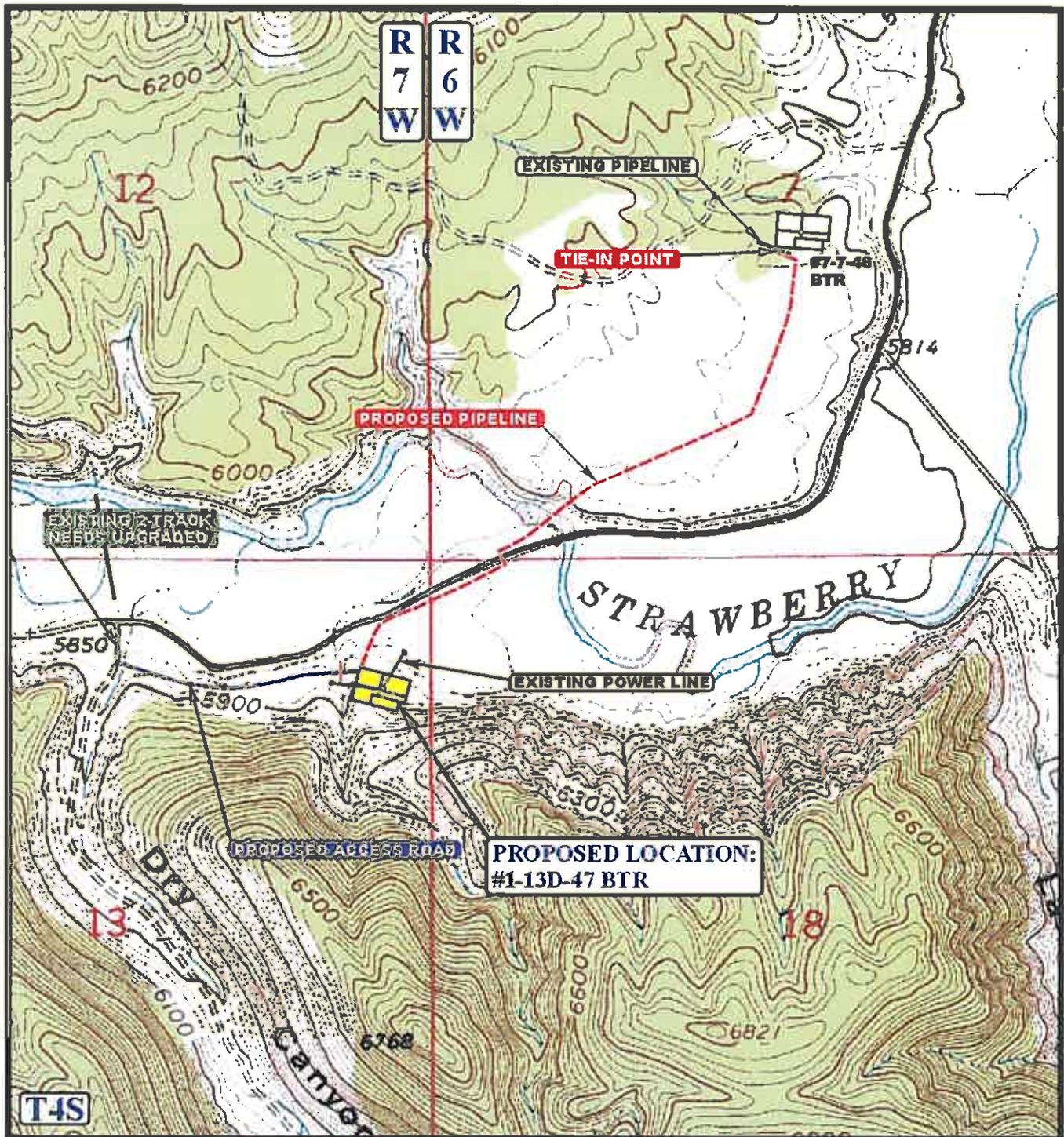
#1-13D-47 BTR
SECTION 13, T4S, R7W, U.S.B.&M.
928' FNL 361' FEL



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

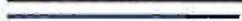
TOPOGRAPHIC MAP
12 10 08
MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: D.P. REVISED: 10-12-10





APPROXIMATE TOTAL PIPELINE DISTANCE = 4.785' +/-

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING PIPELINE
-  PROPOSED PIPELINE
-  EXISTING 2-TRACK NEEDS UPGRADED

BILL BARRETT CORPORATION

#1-13D-47 BTR
SECTION 13, T4S, R7W, U.S.B.&M.
928' FNL 361' FEL



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TOPOGRAPHIC MAP **12 10 08**
 MONTH DAY YEAR
 SCALE: 1" = 1000' DRAWN BY: DP. REVISED: 10-12-10



BILL BARRETT CORPORATION

FIGURE #1

LOCATION LAYOUT FOR

#1-13D-47 BTR
SECTION 13, T4S, R7W, U.S.B.&M.
928' FNL 361' FEL

48" CMP
REQUIRED
SIZE FIRST

N48°11'04"W 400.45'
(TO BOTTOM HOLE)

NOTE:
All Cut Will Stay
Out of existing
Drainage.

C-19.4'
El. 95.2'

F-7.2'
El. 68.6'

Sta. 3+75

SCALE: 1" = 60'
DATE: 12-08-08
DRAWN BY: D.P.
REVISED: 10-11-10
REVISED: 10-12-10

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



Round Corners
as Needed

Cut/Fill
Transition
Line

Approx.
Toe of
Fill Slope

Sta. 2+00

El. 93.2'
C-25.4'
(Btm. Pit)

Reserve Pit Backfill
& Spoils Stockpile

C-8.9'
El. 84.7'

C-1.8'
El. 77.6'

F-11.3'
El. 64.5'

Approx.
Top of
Cut Slope

C-6.5'
El. 82.3'

DOG HOUSE

Existing
Power Pole

Sta. 0+55

El. 87.5'
C-19.7'
(Btm. Pit)

F-0.8'
El. 75.0'

F-9.3'
El. 66.5'

Sta. 0+00

Reserve Pit Backfill
& Spoils Stockpile

F-2.3'
El. 73.5'

Topsoil Stockpile

F-23.9'
El. 51.9'

NOTES:

Elev. Ungraded Ground At Loc. Stake = 5877.6'
FINISHED GRADE ELEV. AT LOC. STAKE = 5875.8'

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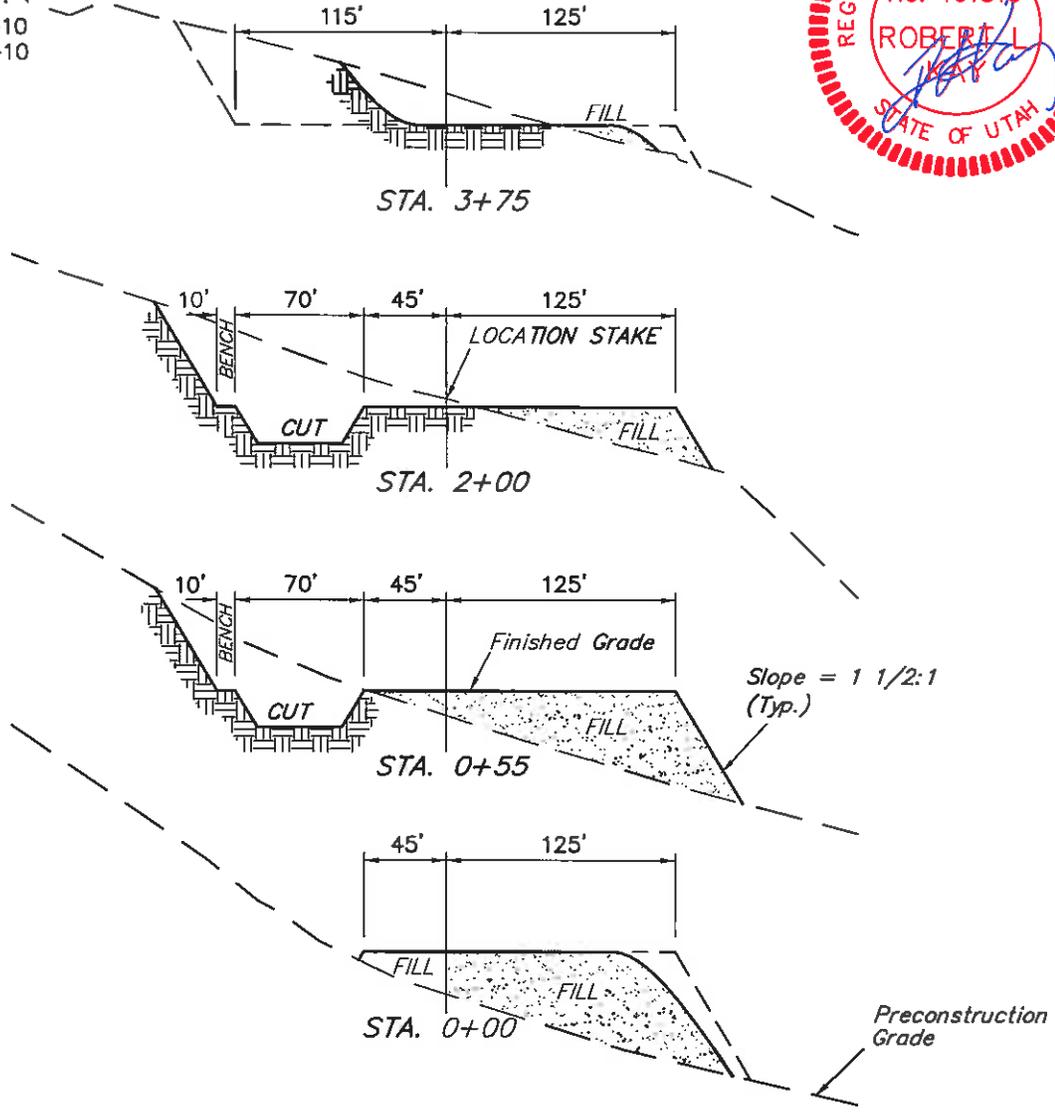
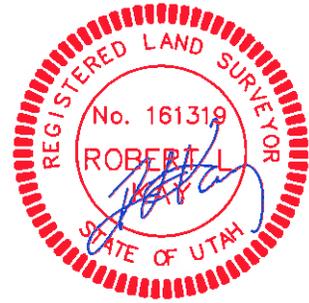
TYPICAL CROSS SECTIONS FOR

#1-13D-47 BTR
SECTION 13, T4S, R7W, U.S.B.&M.
928' FNL 361' FEL

FIGURE #2

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

DATE: 12-08-08
DRAWN BY: D.P.
REVISED: 10-11-10
REVISED: 10-12-10



APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ±2.829 ACRES
ACCESS ROAD DISTURBANCE = ±1.196 ACRES
PIPELINE DISTURBANCE = ±3.295 ACRES
TOTAL = ±7.320 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 = 4,730 Cu. Yds.
Remaining Location = 21,080 Cu. Yds.

TOTAL CUT = 25,810 CU. YDS.
FILL = 19,450 CU. YDS.

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

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BILL BARRETT CORPORATION

#1-13D-47 BTR

SECTION 13, T4S, R7W, U.S.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM DUCHESNE, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 8.3 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTH; TURN LEFT AND PROCEED IN A SOUTHERLY, THEN WESTERLY, THEN SOUTHWESTERLY DIRECTION APPROXIMATELY 7.0 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTH; TURN LEFT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 0.1 MILES TO THE BEGINNING OF THE PROPOSED ACCESS TO THE EAST; FOLLOW ROAD FLAGS IN AN EASTERLY DIRECTION APPROXIMATELY 0.3 MILES TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM DUCHESNE, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 15.7 MILES.

4S/7W

11

14

One mile radius map

12

13

1-13D-47
BTR 

7
7-7-48 BTR 

14-7-48
BTR 

18

4S/6W



Bill Barrett Corporation

1-13D-47 BTR Pad
NENE, Section 13, T4S, R7W
Duchesne County, Utah

Legend



Oil - 2 Total

Bill Barrett Corp
Duchesne County, UT (NAD 1927)
Sec. 13-T4S-R7W
#1-13D-47 BTR

Plan #1

Plan: Plan #1 Proposal

Sperry Drilling Services

Proposal Report

15 October, 2010

Well Coordinates: 658,409.40 N, 2,247,306.90 E (40° 08' 15.56" N, 110° 36' 55.54" W)
Ground Level: 5,876.00 ft

Local Coordinate Origin:	Centered on Well #1-13D-47 BTR
Viewing Datum:	KB @ 5892.00ft (Patterson 506)
TVDs to System:	N
North Reference:	True
Unit System:	API - US Survey Feet - Custom

Geodetic Scale Factor Applied
Version: 2003.16 Build: 43!

HALLIBURTON

Plan Report for #1-13D-47 BTR - Plan #1 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Tooface Azimuth (°)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
100.00	0.00	0.00	100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
200.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
300.00	0.00	0.00	300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
400.00	0.00	0.00	400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
500.00	0.00	0.00	500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
600.00	0.00	0.00	600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
700.00	0.00	0.00	700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
800.00	0.00	0.00	800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
845.00	0.00	0.00	845.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Green River										
900.00	0.00	0.00	900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,000.00	0.00	0.00	1,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,100.00	0.00	0.00	1,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,200.00	0.00	0.00	1,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,300.00	0.00	0.00	1,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,400.00	0.00	0.00	1,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,500.00	0.00	0.00	1,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,600.00	0.00	0.00	1,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,700.00	0.00	0.00	1,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,800.00	0.00	0.00	1,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,900.00	0.00	0.00	1,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,000.00	0.00	0.00	2,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
KOP - Begin 2.0°/100' Build at 2000.00ft										
2,100.00	2.00	311.66	2,099.98	1.16	-1.30	1.75	2.00	2.00	0.00	311.66
2,196.15	3.92	311.66	2,196.00	4.46	-5.02	6.71	2.00	2.00	0.00	0.00
Mahogany Base										
2,200.00	4.00	311.66	2,199.84	4.64	-5.21	6.98	2.00	2.00	0.00	0.00
2,300.00	6.00	311.66	2,299.45	10.43	-11.72	15.69	2.00	2.00	0.00	0.00
2,400.00	8.00	311.66	2,398.70	18.53	-20.83	27.88	2.00	2.00	0.00	0.00
2,500.00	10.00	311.66	2,497.47	28.93	-32.52	43.52	2.00	2.00	0.00	0.00
2,600.00	12.00	311.66	2,595.62	41.61	-46.77	62.60	2.00	2.00	0.00	0.00
2,700.00	14.00	311.66	2,693.06	56.56	-63.58	85.10	2.00	2.00	0.00	0.00
2,780.62	15.61	311.66	2,771.00	70.26	-78.97	105.70	2.00	2.00	0.00	0.00
TGR3										
2,797.96	15.96	311.66	2,787.68	73.39	-82.49	110.42	2.00	2.00	0.00	0.00
End of Build at 2797.96ft										
2,800.00	15.96	311.66	2,789.64	73.77	-82.91	110.98	0.00	0.00	0.00	0.00
2,900.00	15.96	311.66	2,885.79	92.04	-103.45	138.47	0.00	0.00	0.00	0.00
3,000.00	15.96	311.66	2,981.93	110.32	-123.99	165.97	0.00	0.00	0.00	0.00
3,018.79	15.96	311.66	3,000.00	113.75	-127.85	171.13	0.00	0.00	0.00	0.00
8 5/8" Csg										
3,050.00	15.96	311.66	3,030.01	119.46	-134.27	179.71	0.00	0.00	0.00	0.00
Hold Angle at 15.96°										
3,100.00	15.96	311.66	3,078.08	128.60	-144.54	193.46	0.00	0.00	0.00	0.00
3,200.00	15.96	311.66	3,174.23	146.87	-165.08	220.96	0.00	0.00	0.00	0.00
3,300.00	15.96	311.66	3,270.37	165.15	-185.62	248.45	0.00	0.00	0.00	0.00
3,316.00	15.96	311.66	3,285.76	168.07	-188.91	252.85	0.00	0.00	0.00	0.00
Begin 1.5°/100ft Drop to Vertical at 3316.00ft										
3,400.00	14.70	311.66	3,366.76	182.83	-205.50	275.06	1.50	-1.50	0.00	180.00
3,500.00	13.20	311.66	3,463.81	198.86	-223.51	299.16	1.50	-1.50	0.00	180.00
3,600.00	11.70	311.66	3,561.46	213.19	-239.61	320.72	1.50	-1.50	0.00	180.00
3,635.24	11.17	311.66	3,596.00	217.83	-244.83	327.71	1.50	-1.50	0.00	-180.00
Douglas Creek										
3,700.00	10.20	311.66	3,659.64	225.81	-253.80	339.71	1.50	-1.50	0.00	180.00
3,800.00	8.70	311.66	3,758.28	236.72	-266.07	356.13	1.50	-1.50	0.00	180.00
3,900.00	7.20	311.66	3,857.31	245.92	-276.40	369.96	1.50	-1.50	0.00	180.00
4,000.00	5.70	311.66	3,956.68	253.38	-284.79	381.19	1.50	-1.50	0.00	180.00

Plan Report for #1-13D-47 BTR - Plan #1 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Bulld Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
4,064.59	4.73	311.66	4,021.00	257.28	-289.18	387.06	1.50	-1.50	0.00	180.00
3Point Marker										
4,100.00	4.20	311.66	4,056.30	259.12	-291.24	389.82	1.50	-1.50	0.00	-180.00
4,200.00	2.70	311.66	4,156.12	263.12	-295.73	395.84	1.50	-1.50	0.00	180.00
4,300.00	1.20	311.66	4,256.06	265.38	-298.27	399.24	1.50	-1.50	0.00	180.00
4,379.95	0.00	0.00	4,336.00	265.93	-298.90	400.07	1.50	-1.50	60.46	180.00
End of Drop at 4379.95ft - Black Shale										
4,400.00	0.00	0.00	4,356.05	265.93	-298.90	400.07	0.00	0.00	0.00	180.00
4,500.00	0.00	0.00	4,456.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
4,600.00	0.00	0.00	4,556.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
4,700.00	0.00	0.00	4,656.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
4,709.95	0.00	0.00	4,666.00	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
Castle Peak										
4,800.00	0.00	0.00	4,756.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
4,900.00	0.00	0.00	4,856.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
5,000.00	0.00	0.00	4,956.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
5,039.95	0.00	0.00	4,996.00	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
Uteland Butte										
5,100.00	0.00	0.00	5,056.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
5,114.95	0.00	0.00	5,071.00	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
CR1										
5,200.00	0.00	0.00	5,156.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
5,264.95	0.00	0.00	5,221.00	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
Wasatch										
5,300.00	0.00	0.00	5,266.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
5,400.00	0.00	0.00	5,356.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
5,414.95	0.00	0.00	5,371.00	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
CR2										
5,500.00	0.00	0.00	5,456.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
5,600.00	0.00	0.00	5,556.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
5,639.95	0.00	0.00	5,596.00	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
CR3										
5,700.00	0.00	0.00	5,656.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
5,800.00	0.00	0.00	5,756.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
5,900.00	0.00	0.00	5,856.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
5,949.95	0.00	0.00	5,906.00	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
CR4										
6,000.00	0.00	0.00	5,956.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
6,100.00	0.00	0.00	6,056.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
6,200.00	0.00	0.00	6,156.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
6,238.95	0.00	0.00	6,195.00	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
CR4A										
6,300.00	0.00	0.00	6,256.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
6,349.95	0.00	0.00	6,306.00	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
CR5										
6,400.00	0.00	0.00	6,356.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
6,500.00	0.00	0.00	6,456.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
6,539.95	0.00	0.00	6,496.00	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
CR6										
6,600.00	0.00	0.00	6,556.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
6,700.00	0.00	0.00	6,656.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
6,800.00	0.00	0.00	6,756.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
6,849.95	0.00	0.00	6,806.00	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
CR7										
6,900.00	0.00	0.00	6,856.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
7,000.00	0.00	0.00	6,956.05	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
7,089.95	0.00	0.00	7,046.00	265.93	-298.90	400.07	0.00	0.00	0.00	0.00
Total Depth at 7089.95ft										

'APIWellNo:43013504450000'

Plan Report for #1-13D-47 BTR - Plan #1 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
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Plan Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates +N/-S (ft)	+E/-W (ft)	Comment
2,000.00	2,000.00	0.00	0.00	KOP - Begin 2.0°/100' Build at 2000.00ft
2,797.96	2,787.68	73.39	-82.49	End of Build at 2797.96ft
3,050.00	3,030.01	119.46	-134.27	Hold Angle at 15.96°
3,316.00	3,285.76	168.07	-188.91	Begin 1.5°/100ft Drop to Vertical at 3316.00ft
4,379.95	4,336.00	265.93	-298.90	End of Drop at 4379.95ft
7,089.95	7,046.00	265.93	-298.90	Total Depth at 7089.95ft

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/_S (ft)	+E/-W (ft)	Start TVD (ft)
Target	1-13D-47 BTR_Plan1_BHL Tgt	311.66	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
0.00	7,089.95	Plan #1 Proposal	MWD

Casing Details

Measured Depth (ft)	Vertical Depth (ft)	Name	Casing Diameter (")	Hole Diameter (")
3,018.79	3,000.00	9 5/8" Csg	9-5/8	12-1/4

Plan Report for #1-13D-47 BTR - Plan #1 Proposal

Formation Details

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
845.00	845.00	Green River		0.00	
2,196.15	2,196.00	Mahogany Base		0.00	
2,780.62	2,771.00	TGR3		0.00	
3,635.24	3,596.00	Douglas Creek		0.00	
4,064.59	4,021.00	3Point Marker		0.00	
4,379.95	4,336.00	Black Shale		0.00	
4,709.95	4,666.00	Castle Peak		0.00	
5,039.95	4,996.00	Uteland Butte		0.00	
5,114.95	5,071.00	CR1		0.00	
5,264.95	5,221.00	Wasatch		0.00	
5,414.95	5,371.00	CR2		0.00	
5,639.95	5,596.00	CR3		0.00	
5,949.95	5,906.00	CR4		0.00	
6,238.95	6,195.00	CR4A		0.00	
6,349.95	6,306.00	CR5		0.00	
6,539.95	6,496.00	CR6		0.00	
6,849.95	6,806.00	CR7		0.00	

Targets associated with this wellbore

Target Name	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Shape
1-13D-47 BTR_Plan1_BHL Tgt	7,046.00	265.93	-298.90	Point
1-13D-47 BTR_Plan1_Zone Tgt	4,336.00	265.93	-298.90	Circle

'APIWellNo:43013504450000'

North Reference Sheet for Sec. 13-T4S-R7W - #1-13D-47 BTR - Plan #1

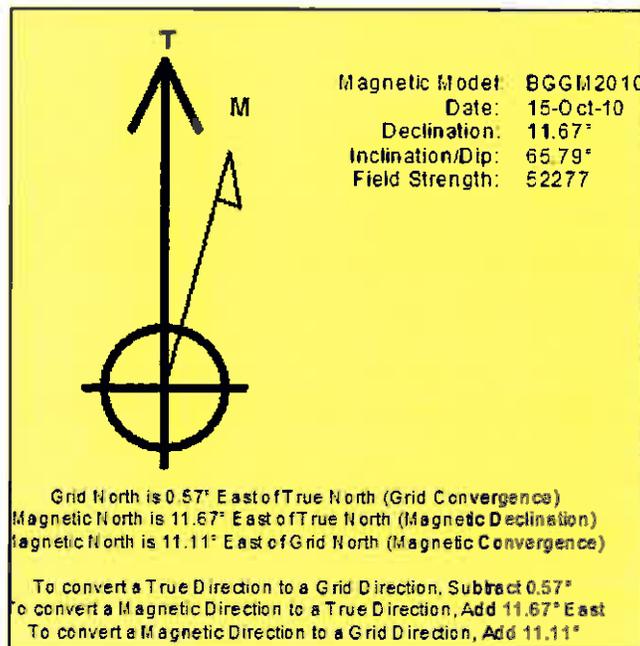
All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.
 Vertical Depths are relative to KB @ 5892.00ft (Patterson 506). Northing and Easting are relative to #1-13D-47 BTR
 Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866

Projection method is Lambert Conformal Conic (2 parallel)
 Central Meridian is -111.50°, Longitude Origin: 0° 0' 0.000 E°, Latitude Origin: 40° 39' 0.000 N°
 False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991274

Grid Coordinates of Well: 658,409.40 ft N, 2,247,306.90 ft E
 Geographical Coordinates of Well: 40° 08' 15.56" N, 110° 36' 55.54" W
 Grid Convergence at Surface is: 0.57°

Based upon Minimum Curvature type calculations, at a Measured Depth of 7,089.95ft
 the Bottom Hole Displacement is 400.07ft in the Direction of 311.66° (True).

Magnetic Convergence at surface is: -11.11° (15 October 2010, , BGGM2010)



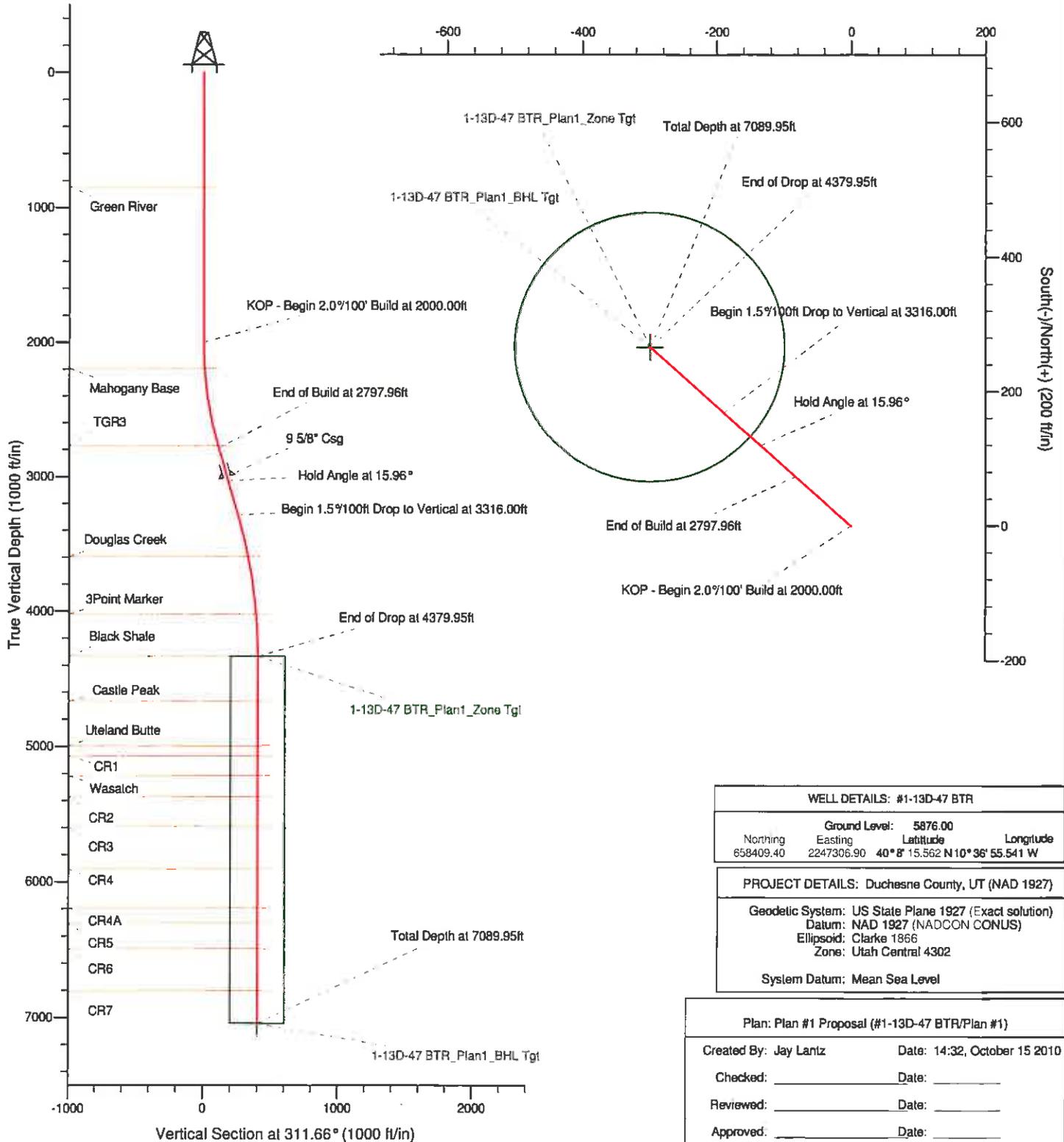
Project: Duchesne County, UT (NAD 1927)
 Site: Sec. 13-T4S-R7W
 Well: #1-13D-47 BTR
 Wellbore: Plan #1
 Plan: Plan #1 Proposal

Bill Barrett Corp

HALLIBURTON
 Sperry Drilling

SECTION DETAILS

Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
2	2000.00	0.00	0.00	2000.00	0.00	0.00	0.00	0.00	0.00	
3	2797.96	15.96	311.66	2787.69	73.39	-82.49	2.00	311.66	110.42	
4	3316.00	15.96	311.66	3285.75	168.07	-188.91	0.00	0.00	252.85	
5	4379.95	0.00	0.00	4336.00	265.93	-298.90	1.50	180.00	400.07	1-13D-47 BTR_Plan1_Zone Tgt
6	7089.95	0.00	0.00	7046.00	265.93	-298.90	0.00	0.00	400.07	1-13D-47 BTR_Plan1_BHL Tgt



WELL DETAILS: #1-13D-47 BTR

Ground Level: 5876.00			
Northing	Easting	Latitude	Longitude
658409.40	2247306.90	40° 8' 15.562 N	10° 36' 55.541 W

PROJECT DETAILS: Duchesne County, UT (NAD 1927)

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

Plan: Plan #1 Proposal (#1-13D-47 BTR/Plan #1)

Created By: Jay Lantz	Date: 14:32, October 15 2010
Checked: _____	Date: _____
Reviewed: _____	Date: _____
Approved: _____	Date: _____

'APIWellNo:43013504450000'

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 19th day of July, 2010, by and between J.J.N.P Company, a Limited Partnership, PO Box 1329, Park City, UT 84060-1329 ("Surface Owner") and Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, ("BBC").

WITNESSETH THAT:

WHEREAS, BBC owns undivided interests in certain oil and gas leases ("leases") covering and affecting the S1/2SW1/4SW1//4 (Lot 4) of Section 7 and the NW1/4 (Lot 1) of Section 18, Township 4 South, Range 6 West, USM, and the E1/2NE1/4 of Section 13, Township 4 South, Range 7 West, USM, of Duchesne County, Utah; and,

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

WHEREAS, BBC, pursuant to its rights under the Leases, intends to drill the #1-13-47 BTR well at a legal drill-site location in the E1/2NE1/4 of Section 13, Township 4 South, Range 7 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of the S1/2SW1/4SW1/4 (Lot 4) of Section 7 and the NW1/4 (Lot 1) of Section 18, Township 4 South, Range 6 West, USM, and the E1/2NE1/4 of Section 13, Township 4 South, Range 7 West, USM, Duchesne County, Utah, and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,

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

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

For the same consideration, Surface Owner does hereby grant and convey unto BBC, its successors and assigns, the right, at any time and from time to time, to lay, construct, reconstruct, replace, renew, operate, maintain, repair, change the size of, and remove a pipeline or pipelines for the transportation of oil, petroleum or any of its

products, gas, water, saltwater and other substances, or any byproducts thereof, along, over, through, upon under and across the route of any such lines constructed hereunder, together with rights of ingress and egress to and from said line or lines for the purposes aforesaid. Such pipeline or pipelines to be buried to a depth of at least three feet below the surface. Such pipeline or pipelines to be constructed within the boundaries of the right-of-way granted herein as shown on Exhibit "B" attached hereto.

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

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

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

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

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

BBC shall repair any fences and gates damaged by them during the course of their operations on the lands subject to this Agreement.

Surface Owner and their heirs or assigns shall have full access and use of the road built pursuant to this Agreement.

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

This Agreement may be executed in any number of counterparts and all such counterparts shall be deemed to constitute a single Agreement and the execution of one

counterpart by any party hereto shall have the same force and effect as if said party had signed all other counterparts.

IN WITNESS WHEREOF, the parties have executed this Surface Damage Settlement Agreement effective as of the 19th day of July, 2010.

SURFACE OWNER :
J.J.N.P COMPANY, A LIMITED
PARTNERSHIP

BILL BARRETT CORPORATION

By: [Signature]
Robert J. Pinder
Its General Partner

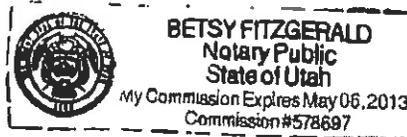
By: [Signature]
Clint W. Turner
As Agent for Bill Barrett Corporation

STATE OF UTAH)
COUNTY OF Summit)

On the 20 day of July, 2010, personally appeared before me Betsy Fitzgerald
Robert S. Pinder, as General Partner of J.J.N.P. Company, a Limited Partnership,
known to me to be the person whose name is subscribed to the foregoing instrument and
acknowledged to me that he executed the same for the purpose and consideration therein
expressed.

[Signature]
Notary Public
Residing at: Park City, Utah

My Commission Expires: May 06, 2013



STATE OF UTAH)
COUNTY OF Summit)
~~COUNTY OF SALT LAKE~~)

On the 20 day of July, 2010, personally appeared before me Betsy Fitzgerald
Clint W. Turner, who, being by me duly sworn, did say that he is the _____
Agent of Bill Barrett Corporation and that said instrument was signed in behalf of said
corporation by authority of a resolution of its Board of Directors and said
Clint W. Turner acknowledged to me that said corporation executed the same.

[Signature]
Notary Public
Residing at: Park City, Utah

My Commission Expires: May 06, 2013

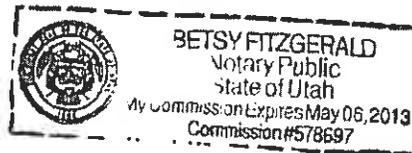


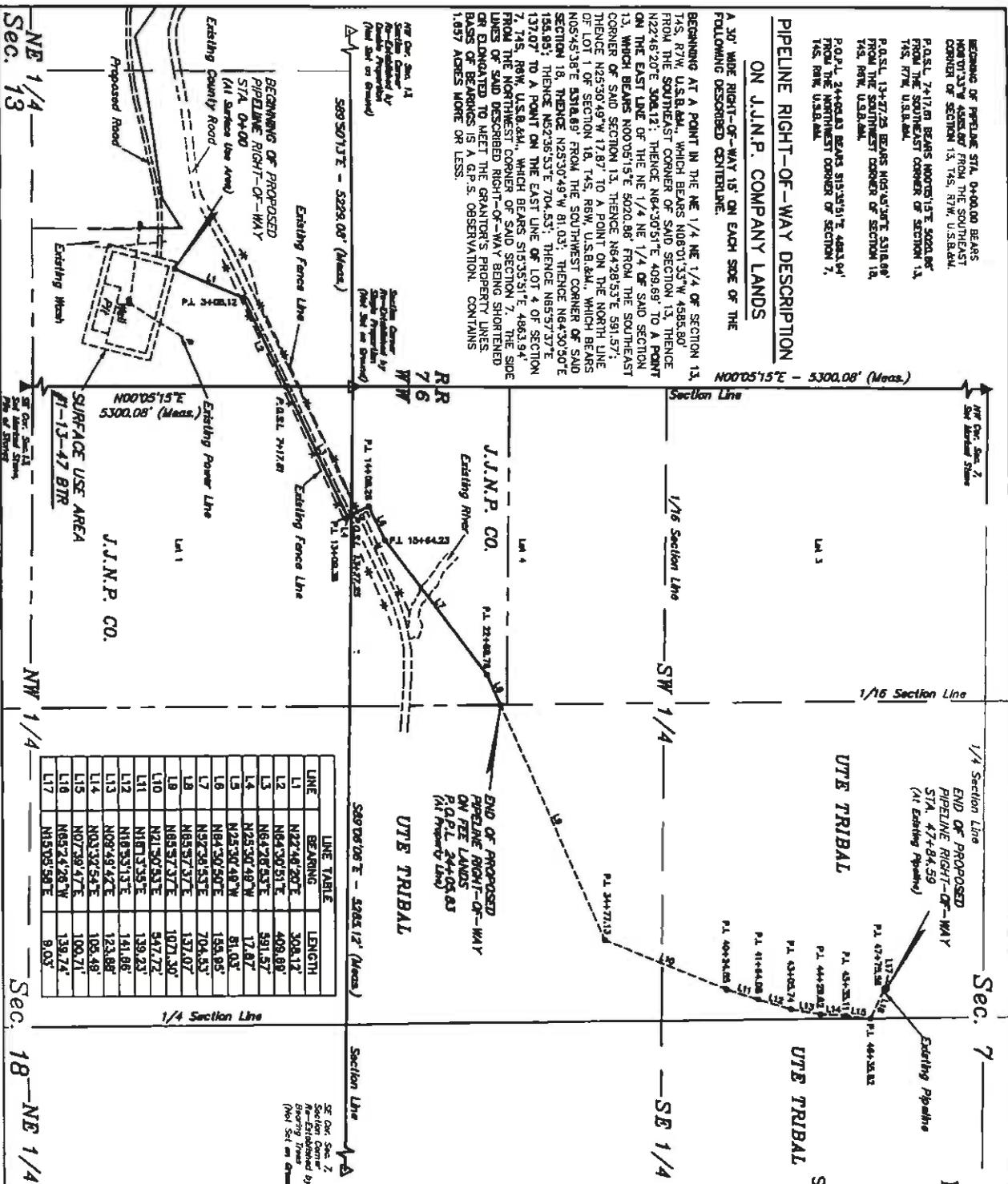
EXHIBIT "B"

BEARING OF PIPELINE STA. 0+00.00 BEARS NORTH 33° 15' 45" WEST FROM THE SOUTHEAST CORNER OF SECTION 13, T4S, R7W, U.S.B.&M. FROM THE SOUTHEAST CORNER OF SECTION 13, T4S, R7W, U.S.B.&M.
 P.O.P.L. 24405.83 BEARS NORTH 33° 15' 45" WEST FROM THE SOUTHWEST CORNER OF SECTION 18, T4S, R6W, U.S.B.&M.
 P.O.P.L. 24405.83 BEARS NORTH 33° 15' 45" WEST FROM THE SOUTHWEST CORNER OF SECTION 18, T4S, R6W, U.S.B.&M.
 P.O.P.L. 24405.83 BEARS NORTH 33° 15' 45" WEST FROM THE SOUTHWEST CORNER OF SECTION 7, T4S, R6W, U.S.B.&M.

PIPELINE RIGHT-OF-WAY DESCRIPTION

ON J.J.N.P. COMPANY LANDS
 A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

BEGINNING AT A POINT IN THE NE 1/4 NE 1/4 OF SECTION 13, T4S, R7W, U.S.B.&M., WHICH BEARS N08°01'33"W 4585.80' FROM THE SOUTHEAST CORNER OF SAID SECTION 13, THENCE N22°46'20"E 308.12'; THENCE N64°30'51"E 409.68' TO A POINT ON THE EAST LINE OF THE NE 1/4 NE 1/4 OF SAID SECTION 13, WHICH BEARS N00°05'15"E 5020.88' FROM THE SOUTHEAST CORNER OF SAID SECTION 13, THENCE N84°28'53"E 591.57'; THENCE N25°30'49"W 17.87' TO A POINT ON THE NORTH LINE OF LOT 1 OF SECTION 18, T4S, R6W, U.S.B.&M., WHICH BEARS N05°45'38"E 8318.89' FROM THE SOUTHWEST CORNER OF SAID SECTION 18, THENCE N25°30'49"W 81.03'; THENCE N64°30'20"E 155.95'; THENCE N52°36'53"E 704.53'; THENCE N65°57'37"E 1372.07' TO A POINT ON THE EAST LINE OF LOT 4 OF SECTION 7, T4S, R6W, U.S.B.&M. WHICH BEARS S13°35'51"E 4863.94' FROM THE SOUTHWEST CORNER OF SAID SECTION 7, THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTEE'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.657 ACRES MORE OR LESS.



LINE	BEARING	LENGTH
L1	N22°46'20"E	308.12'
L2	N64°30'51"E	409.68'
L3	N84°28'53"E	591.57'
L4	N25°30'49"W	17.87'
L5	N05°45'38"W	81.03'
L6	N84°30'20"E	155.95'
L7	N52°36'53"E	704.53'
L8	N65°57'37"E	1372.07'
L9	N89°37'37"E	1071.30'
L10	N21°56'53"E	547.72'
L11	N16°13'55"E	139.23'
L12	N18°33'31"E	141.86'
L13	N08°49'47"E	123.88'
L14	N03°32'54"E	105.48'
L15	N07°39'47"E	100.21'
L16	N69°24'28"W	139.74'
L17	N15°35'58"E	8.05'

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
J.J.N.P. COMPANY	2405.83	1.657	145.808

BASIS OF BEARINGS
 BASIS OF BEARINGS IS A G.P.S. OBSERVATION.
 ▲ = SECTION CORNERS LOCATED.

CERTIFICATE
 THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

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

SCALE: 1" = 400'
 PART: D.R. A.H. D.P.
 WEATHER: COOL

DATE: 12-08-08
 REFERENCES: C.L.O. PLAT
 FILE: 4 9 1 9 9

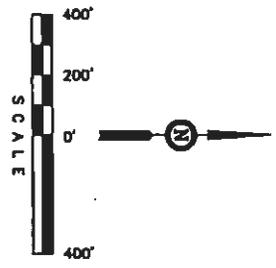
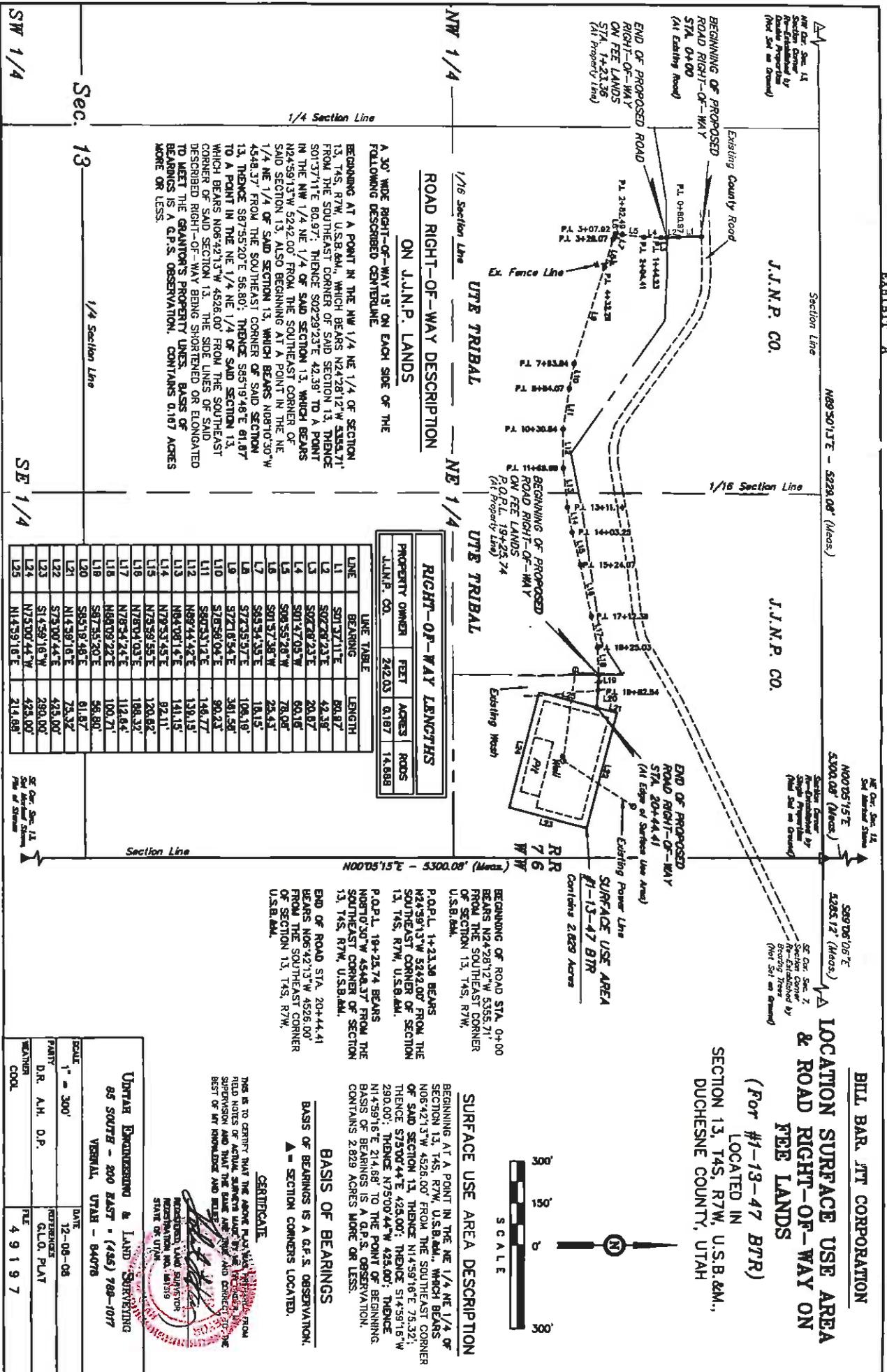


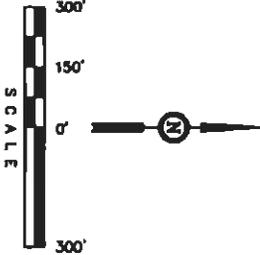
EXHIBIT "A"



BILL BAR, JTT CORPORATION

LOCATION SURFACE USE AREA & ROAD RIGHT-OF-WAY ON FEE LANDS

(For #1-13-47 BTR)
LOCATED IN
SECTION 13, T4S, R7W, U.S.B.&M.,
DUCHESENE COUNTY, UTAH



SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN THE NE 1/4 NE 1/4 OF SECTION 13, T4S, R7W, U.S.B.&M., WHICH BEARS N08°42'37"W 4526.00' FROM THE SOUTHEAST CORNER OF SAID SECTION 13, THENCE N14°59'16"E 75.32'; THENCE S73°00'44"E 425.00'; THENCE S14°39'16"W 298.00'; THENCE N75°00'44"W 425.00'; THENCE N14°59'16"E 214.88' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION, WHICH CONTAINS 2.829 ACRES MORE OR LESS.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION, WHICH CONTAINS 2.829 ACRES MORE OR LESS.

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLANNED SURFACE USE AREA IS THE RESULT OF A FIELD SURVEY MADE BY ME IN ACCORDANCE WITH THE REQUIREMENTS OF THE UTAH SURVEYING ACT AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
RESIDENCE: 1000 N. 1000 E.
SALT LAKE CITY, UTAH 84103
STATE OF UTAH

UTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST - (435) 768-1077
VERMIL, UTAH - 84078

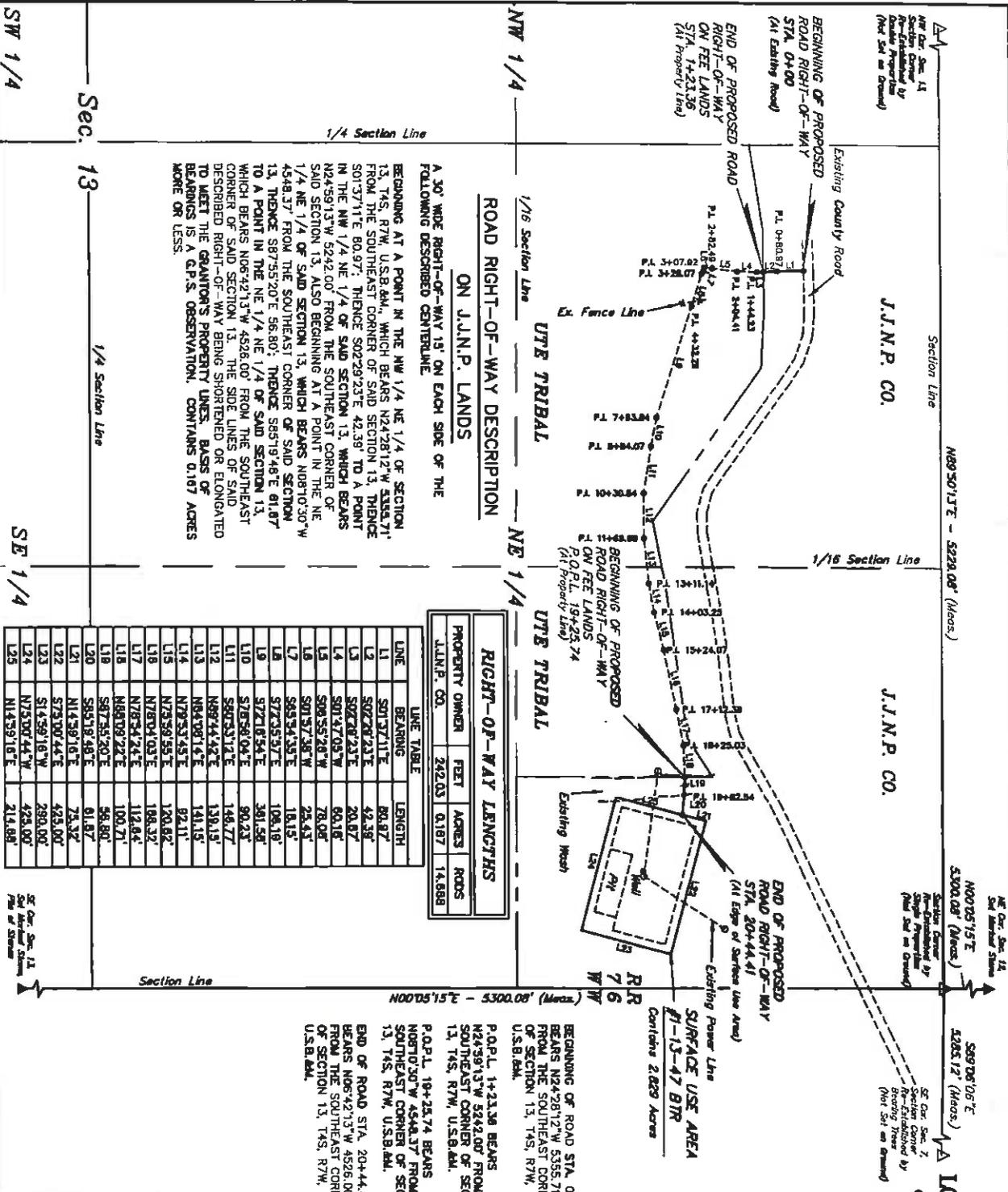
SCALE	1" = 300'	DATE	12-06-08
PARTY	D.R. A.H. D.P.	REFERENCES	G.L.O. PLAT
WEATHER	COOL	FILE	4 9 1 9 7

ROAD RIGHT-OF-WAY DESCRIPTION ON J.J.N.P. LANDS

A 30' WIDE RIGHT-OF-WAY 18' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE

BEGINNING AT A POINT IN THE NW 1/4 NE 1/4 OF SECTION 13, T4S, R7W, U.S.B.&M., WHICH BEARS N24°28'12"W 535.71' FROM THE SOUTHEAST CORNER OF SAID SECTION 13, THENCE S01°37'11"E 80.97'; THENCE S02°29'23"E 42.39' TO A POINT IN THE NW 1/4 NE 1/4 OF SAID SECTION 13, WHICH BEARS N24°59'13"W 5242.00' FROM THE SOUTHEAST CORNER OF SAID SECTION 13, ALSO BEGINNING AT A POINT IN THE NE 1/4 NE 1/4 OF SAID SECTION 13, WHICH BEARS N08°10'30"W 4548.37' FROM THE SOUTHEAST CORNER OF SAID SECTION 13, THENCE S87°55'20"E 56.80'; THENCE S85°19'48"E 81.87' TO A POINT IN THE NE 1/4 NE 1/4 OF SAID SECTION 13, WHICH BEARS N08°42'13"W 4526.00' FROM THE SOUTHEAST CORNER OF SAID SECTION 13, THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANANT'S PROPERTY LINES, BASIS OF BEARINGS IS A G.P.S. OBSERVATION, CONTAINS 0.187 ACRES MORE OR LESS.

PROPERTY OWNER	FEET	ACRES	RODS
J.J.N.P. CO.	242.03	0.187	14.888



SURFACE USE PLAN

BILL BARRETT CORPORATION
1-13D-47 BTR
NENE, 928' FNL, 361' FEL, Section 13, T4S-R7W (surface)
NENE, 660' FNL, 660' FEL, Section 13, T4S-R7W (bottom hole)
Duchesne County, Utah

Surface ownership for the pad, access road, and a portion of the pipeline is J.J.N.P. CO. (fee). BBC would adhere to the surface use conditions set forth in the approved Surface Damage and Right-of-Way Settlement Agreement. In addition, a portion of the access road and pipeline does fall on tribal lands.

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

1. Existing Roads:
 - a. The proposed well site is located approximately 16 miles from Duchesne, Utah. Maps and directions reflecting the route to the proposed well site are included (see Topographic maps A and B).
 - b. The existing 7-30-46 DLB road has previously been approved (H62-20010-064 dated January 21, 2010) from the existing Duchesne County maintained Strawberry River Road (CR 14) and would be upgraded for 0.1 miles for access to the proposed well site access road.
 - c. Project roads would require routine year-round maintenance to provide year-round access. Maintenance would include inspections, reduction of ruts and holes, maintenance to keep water off the road, replacement of surfacing materials, and clearing of sediment blocking ditches and culverts. Should snow removal become necessary, roads would be cleared with a motor grader and snow would be stored along the down gradient side to prohibit runoff onto the road. Aggregate would be used as necessary to maintain a solid running surface and minimize dust generation.
 - d. Vehicle operators would obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions. Travel would be limited to the existing access roads and proposed access road.
 - e. The use of roads under State and Duchesne County Road Department maintenance are necessary to access the project area with no improvements proposed.
 - f. All existing roads would be maintained and kept in good repair during all phases of operation.

Bill Barrett Corporation
Surface Use Plan
1-13D-47 BTR
Duchesne County, UT

2. Planned Access Road:

- a. As indicated in 1.b. above, from the existing Strawberry River Road, approximately 0.1 miles of existing access would be upgraded. Approximately 0.3 miles of new access road is proposed entering the west side of the pad area (see Topographic Map B).
- b. A tribal right of way (ROW) is submitted and pending approval for the initial 1,802 feet of the access road with the remaining 242 feet of the access road approved crossing J.J.N.P. CO.. The road would be constructed to a 30-foot ROW width with an 18-foot travel surface.
- b. New road construction and improvements of existing roads would typically require the use of motor graders, crawler tractors, 10-yard end dump trucks, and water trucks. The standard methodology for building new roads involves the use of a crawler tractor or track hoe to windrow the vegetation to one side of the road corridor, remove topsoil to the opposing side of the corridor, and rough-in the roadway. This is followed by a grader or bulldozer to establish barrow ditches and crown the road surface. Where culverts are required, a track hoe or backhoe would trench the road and install the culverts. Some hand labor would be required when installing and armoring culverts. Road base or gravel in some instances would be necessary and would be hauled in and a grader used to smooth the running surface.
- c. The proposed road would be constructed to facilitate drainage, control erosion and minimize visual impacts by following natural contours where practical. No unnecessary side-casting of material would occur on steep slopes.
- d. A maximum grade of 10% would be maintained throughout the project with minimum cuts and fills, as necessary, to access the well.
- e. Excess rock from construction of the pad may be used for surfacing of the access road if necessary. Any additional aggregate necessary would be obtained from private or State of Utah lands in conformance with applicable regulations. Aggregate would be of sufficient size, type, and amount to allow all weather access and alleviate dust.
- f. Where topsoil removal is necessary, it would be windrowed (i.e. stockpiled/accumulated along the edge of the ROW and in a low row/pile parallel with the ROW) and re-spread over the disturbed area after construction and backfilling are completed. Vegetation removed from the disturbed area would also be re-spread to provide protection, nutrient recycling, and a seed source for reclamation.

Bill Barrett Corporation
Surface Use Plan
1-13D-47 BTR
Duchesne County, UT

- g. Turnouts are not proposed because the access road is short and adequate site distance exists in all directions.
- h. A culvert (48 inch) and a low water crossing are anticipated (see Topographic Map B). Adequate drainage structures, where necessary, would be incorporated into the remainder of the road to prevent soil erosion and accommodate all-weather traffic.
- i. One cattlegaurd is anticipated at this time (see Topographic Map B).
- j. Surface disturbance and vehicular travel would be limited to the approved location access road. Adequate signs would be posted, as necessary, to warn the public of project related traffic.
- k. All access roads and surface disturbing activities would conform to the appropriate standard, no higher than necessary, to accommodate their intended function and as per the approved surface damage agreement.
- l. The operator would be responsible for all maintenance needs of the new access road.

3. Location of Existing Wells (see One-Mile Radius Map):

- a. Following is a list of wells with surface hole locations within a one-mile radius of the proposed pad:
 - i. water wells none
 - ii. injection wells none
 - iii. disposal wells none
 - iv. drilling wells none
 - v. temp shut-in wells none
 - vi. producing wells none
 - vii. abandoned wells one

4. Location of Production Facilities

- a. Surface facilities would consist of a wellhead, separator, gas meter, (1) 500 gal methanol tank, (1) 500 gal glycol tank, (2) 500 bbl oil tanks, (1) 500 bbl water tank, (1) 500 bbl test tank, (1) 1000 gal propane tank, a pumping unit with natural gas fired motor, solar panels, solar chemical and methanol pumps and one trace pump.
- b. Most wells would be fitted with a pump jack to assist liquid production if liquid volumes and/or low formation pressures require it. Plunger lift systems do not require any outside source of energy. The prime mover for pump jacks would be small (75 horsepower or less), natural gas-fired internal combustion engines.

Bill Barrett Corporation
Surface Use Plan
1-13D-47 BTR
Duchesne County, UT

- c. The tank battery would be surrounded by a secondary containment berm of sufficient capacity to contain 1.1 times the entire capacity of the largest single tank and sufficient freeboard to contain precipitation. All loading lines and valves would be placed inside the berm surrounding the tank battery or would utilize catchment basins to contain spills. All liquid hydrocarbon production and measurement shall conform to the provisions of 43 CFR 3162.7-2 and Onshore Oil and Gas Order No. 4 for the measurement of oil.
- d. Gas meter run(s) would be constructed and located on lease within 500 feet of the wellheads. Meter runs would be housed and/or fenced. As practicably feasible, meters would be equipped with remote telemetry monitoring systems. All gas production and measurement shall comply with the provisions of 43 CFR 3162.7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.
- e. A combustor may be installed at this location for control of associated condensate tank emissions. A combustor ranges from 24 inches to 48 inches wide and is approximately 27 ft tall. Combustor placement would be on existing disturbance.
- f. Approximately 4,785 feet of pipeline corridor containing a single polyethylene or flexible steel pipeline of up to 10 inch in diameter is proposed and would connect to the existing pipeline servicing 7-7-46 BTR well site (see Topographic Map D). The pipeline crosses 2,379 feet of Ute Tribal land (ROW pending approval) and 2,406 feet of J.J.N.P. CO (fee) surface, for which approval is in hand.
- g. The new segment of gas pipeline would be surface laid within the 30 foot approved corridor across both Ute Tribe and private surface.
- h. The use of the proposed well site and access roads would facilitate the staging of the pipeline construction.
- i. Pipeline construction methods and practices would be planned and conducted by BBC with the objective of enhancing reclamation and fostering the re-establishment of the native plant community.
- j. All permanent above-ground structures would be painted a flat, non-reflective color, such as Covert Green, to match the standard environmental colors. All facilities would be painted the designated color at the time of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.
- k. Site security guidelines identified in 43 CFR 3162.7-5 and Onshore Oil and Gas Order No. 3 would be adhered to. Any modifications to proposed facilities would be reflected in the site security diagram submitted.
- l. The site would require periodic maintenance to ensure that drainages are kept open and free of debris, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

Bill Barrett Corporation
Surface Use Plan
1-13D-47 BTR
Duchesne County, UT

5. Location and Type of Water Supply:
 - a. No water supply pipelines would be laid for this well.
 - b. Water for the drilling and completion would be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W, USB&M.
 - c. No new water well is proposed with this application.
 - d. Should additional water sources be pursued they would be properly permitted through the State of Utah – Division of Water Rights.
 - e. Water use would vary in accordance with the formations to be drilled but would be up to approximately 4.1 acre feet for drilling and completion operations.

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

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

Bill Barrett Corporation
Surface Use Plan
1-13D-47 BTR
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- f. Produced fluids from the well other than water would be decanted into steel test tank(s) until such time as construction of production facilities is completed. Any oil that may be accumulated would be transferred to a permanent production tank. Produced water may be used in further drilling and completion activities, evaporated in the pit, or would be hauled to one of the state-approved disposal facilities below:
1. RNI Industries, Inc. – Pleasant Valley Disposal Pits
Sec. 25, 26, 35 & 36, T4S-R3W
 2. Pro Water LLC – Blue Bench 13-1 Disposal Well (43-013-30971)
NENE, Sec. 13, T3S-R5W
 3. RN Industries, Inc. – Bluebell Disposal Ponds
Sec. 2, 4 & 9, T2S-R2W
 4. Water Disposal, Inc. – Harmston 1-32-A1 Disposal Well (43-013-30224), UTR #00707, Sec. 32, T1S-R1W
- g. Any salts and/or chemicals, which are an integral part of the drilling system, would be disposed of in the same manner as the drilling fluid.
- h. Any spills of oil, condensate, produced or frac water, drilling fluids, or other potentially deleterious substances would be recovered and either returned to its origin or disposed of at an approved disposal site, most likely in Duchesne, Utah.
- i. Chemicals on the EPA's Consolidated List of Chemicals subject to reporting under Title III of the Superfund Amendments and Reauthorization Act of 1986 (SARA) may be used or stored in quantities over reportable quantities. In the course of drilling, BBC could potentially store and use diesel fuel, sand (silica), hydrochloric acid, and CO₂ gas, all described as hazardous substances in 40 CFR Part 302, Section 302.4, in quantities exceeding 10,000 pounds. In addition, natural gas condensate and crude oil and methanol may be stored or used in reportable quantities. Small quantities of retail products (paint/spray paints, solvents {e.g., WD-40}, and lubrication oil) containing non-reportable volumes of hazardous substances may be stored and used on site at any time. No extremely hazardous substances, as defined in 40 CFR 355, would be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the wells.
- j. Portable toilets and trash containers would be located onsite during drilling and completion operations. A commercial supplier would install and maintain portable toilets and equipment and would be responsible for removing sanitary waste. Sanitary waste facilities (i.e. toilet holding tanks) would be regularly pumped and their contents disposed of at approved sewage disposal facilities in Duchesne, and/or Uintah Counties, in accordance with applicable rules and regulations regarding sewage treatment and disposal. Accumulated trash and nonflammable waste materials would be hauled to an approved landfill once a week or as often as necessary. All debris and waste materials not contained in the trash containers would be cleaned up, removed from the construction ROW,

Bill Barrett Corporation
Surface Use Plan
I-13D-47 BTR
Duchesne County, UT

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

- k. Sanitary waste equipment and trash bins would be removed from the Project Area upon completion of access road or pipeline construction; following drilling and completion operations at an individual well pad; when worker housing is no longer needed; or as required.
- l. A flare pit may be constructed a minimum of 110 feet from the wellhead(s) and may be used during completion work. In the event a flare pit proves to be unworkable, a temporary flare stack or open top tank would be installed. BBC would flow back as much fluid and gas as possible into pressurized vessels, separating the fluids from the gas. In some instances, due to the completion fluids utilized within the Project Area, it is not feasible to direct the flow stream from the wellbore through pressurized vessels. In such instances BBC proposes to direct the flow to the open top tanks until flow through the pressurized vessels is feasible. At which point the fluid would either be returned to the reserve pit or placed into a tank(s). The gas would be directed to the flare pit, flare stack (each with a constant source of ignition), or may be directed into the sales pipeline.
- m. Hydrocarbons would be removed from the reserve pit would as soon as practical. In the event immediate removal is not practical, the reserve pit would be flagged overhead or covered with wire or plastic mesh to protect migrating birds.

8. Ancillary Facilities:

- a. Garbage containers and portable toilets would be located on the well pad.
- b. On well pads where active drilling and completion is occurring, temporary housing would be provided on location for the well pad supervisor, geologist, tool pusher, and others that are required to be on location at all times. The well pad could include up to five single wide mobile homes or fifth wheel campers/trailers.

9. Well Site Layout:

- a. The well would be properly identified in accordance with 43 CFR 3162.6.
- b. The pad layout, cross section diagrams and rig layout are enclosed (see Figures 1 and 2).
- c. The pad has been staked at its maximum size of 375 feet x 240 feet with an inboard reserve pit size of 70 feet x 200 feet x 8 feet deep. The disturbed area of the pad is approximately 2.829 acres.

Bill Barrett Corporation
Surface Use Plan
I-13D-47 BTR
Duchesne County, UT

- d. Within the approved well pad location, a crawler tractor would strip whatever topsoil is present and stockpile it along the edge of the well pad for use during reclamation. Vegetation would be distributed along the sides of the well pad.
- e. Fill from pit excavation would be stockpiled along the edge of the pit and the adjacent edge of the well pad.
- f. Use of erosion control measures, including proper grading to minimize slopes, diversion terraces and ditches, mulching, terracing, riprap, fiber matting, temporary sediment traps, and broad-based drainage dips or low water crossings would be employed by BBC as necessary and appropriate to minimize erosion and surface runoff during well pad construction and operation. Cut and fill slopes would be constructed such that stability would be maintained for the life of the activity.
- g. Diversion ditches would be constructed, if necessary, around the well site to prevent surface waters from entering the well site area.
- h. Water application may be implemented if necessary to minimize the amount of fugitive dust.
- i. All surface disturbing activities would be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.

10. Plan for Restoration of the Surface:

- a. Site reclamation would be accomplished for portions of the well pad not required for the continued operation of the well on this pad within six months of completion, weather permitting.
- b. The operator would control noxious weeds along access road use authorizations and well site by spraying or mechanical removal, according to the Utah Noxious Weed Act and as set forth in the approved surface damage agreements.
- c. Rat and mouse holes would be filled and compacted from bottom to top immediately upon release of the drilling rig from location.
- d. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1. The reserve pit would be allowed to dry prior to the commencement of backfilling work. No attempts would be made to backfill the reserve pit until it is free of standing water. Once dry, the liner would be torn and perforated before backfilling.
- e. The reserve pit and that portion of the location not needed for production facilities/operations would be recontoured to the approximate natural contours. Areas not used for production purposes would be backfilled and blended into the

Bill Barrett Corporation
Surface Use Plan
1-13D-47 BTR
Duchesne County, UT

surrounding terrain, reseeded and erosion control measures installed. Mulching, erosion control measures and fertilization may be required to achieve acceptable stabilization. Back slopes and fore slopes would be reduced as practical and scarified with the contour. The reserved topsoil would be evenly distributed over the slopes and scarified along the contour. Slopes would be seeded with a seed mix as prescribed by the landowner.

- f. Topsoil salvaged from the drill site and stored for more than one year would be placed at the location indicated on the well site layout drawing and graded to a depth optimum to maintain topsoil viability, seeded with the landowner prescribed seed mixture and covered with mulch for protection from wind and water erosion and to discourage the invasion of weeds.

11. Surface and Mineral Ownership:

- a. Surface ownership –
 - i. Well site, access and pipeline corridor segment: J.J.N.P. CO. - Bob Pinder, PO Box 1329, Park City, UT, 84060; 801-649-8122.
 - ii. Access and pipeline corridor segment: **Ute Indian Tribe** - 988 South 7500 East; Ft. Duchesne, Utah 84026; 435-725-4982.
- b. Mineral ownership – Ute Indian Tribe - 988 South 7500 East; Ft. Duchesne, Utah 84026; 435-725-4982.

12. Other Information:

- a. Montgomery Archeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies by Montgomery as MOAC Report No. 08-341, dated January 9, 2009. "No historic properties affected".
- b. An existing powerline presently occupies the well site area and would be relocated by Moon Lake Electric prior to well site construction.
- c. Two culverts (96 inch and 48 inch) and one cattlegaurd area required for access road construction.
- d. Corner 6, as indicated on Figure 1, would be rounded to minimize disturbance to the existing drainage.
- e. BBC would require that their personnel, contractors, and subcontractors to comply with Federal regulations intended to protect archeological and cultural resources.
- f. Project personnel and contractors would be educated on and subject to the following requirements:
 - No dogs or firearms within the Project Area.

Bill Barrett Corporation
Surface Use Plan
1-13D-47 BTR
Duchesne County, UT

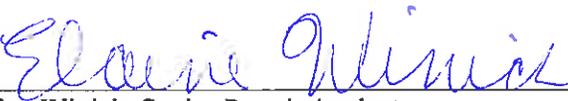
- No littering within the Project Area.
- Smoking within the Project Area would only be allowed in off-operator active locations or in specifically designated smoking areas. All cigarette butts would be placed in appropriate containers and not thrown on the ground or out windows of vehicles; personnel and contractors would abide by all fire restriction orders.
- Campfires or uncontained fires of any kind would be prohibited.
- Portable generators used in the Project Area would have spark arrestors.

OPERATOR CERTIFICATION

Certification:

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

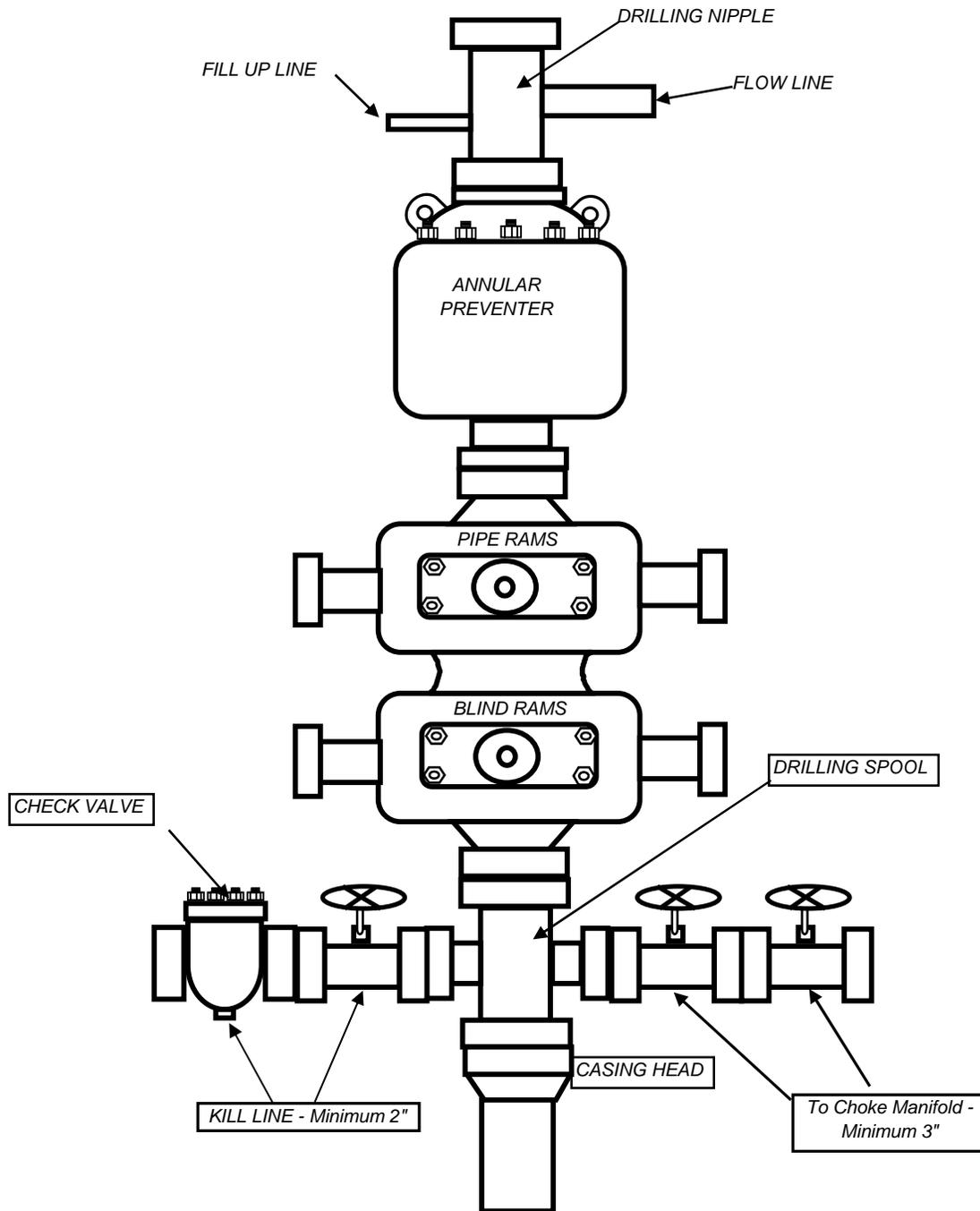
Executed this 22 day of October 2010
Name: Elaine Winick
Position Title: Senior Permit Analyst
Address: 1099 18th Street, Suite 2300, Denver, CO 80202
Telephone: 303-312-8168
E-mail: ewinick@billbarrettcorp.com
Field Representative Kary Eldredge / Bill Barrett Corporation
Address: 1820 W. Highway 40, Roosevelt, UT 84066
Telephone: 435-725-3515 (office); 435-724-6789 (mobile)
E-mail: keldredge@billbarrettcorp.com



Elaine Winick, Senior Permit Analyst

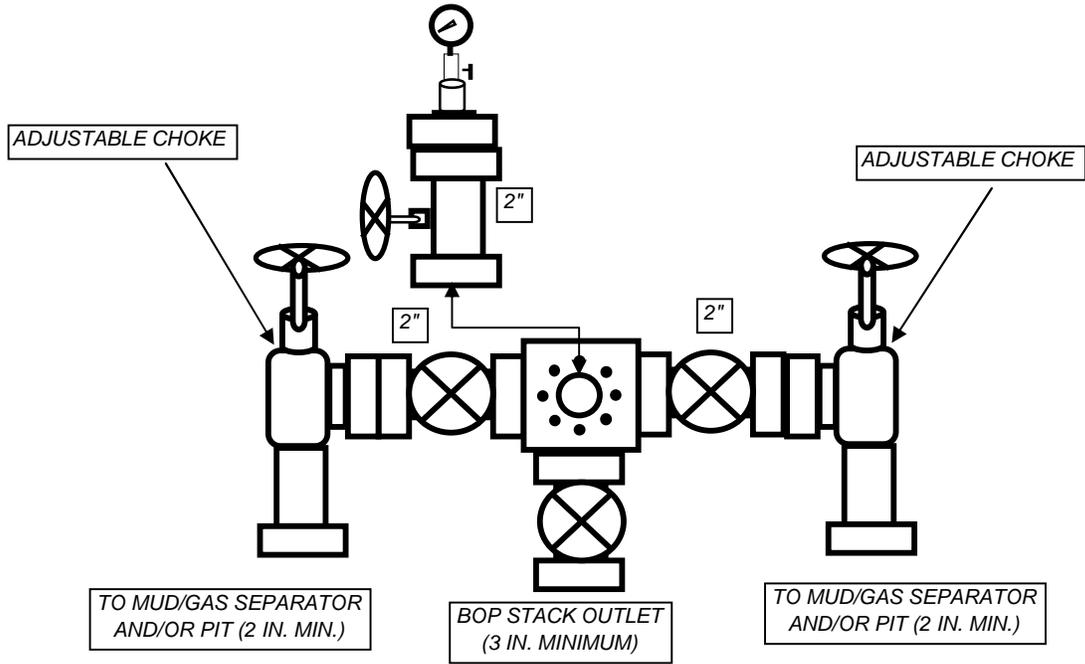
BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION

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





October 23, 2010

Ms. Diana Mason – Petroleum Technician
State of Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Directional Drilling R649-3-11
Blacktail Ridge Area #1-13D-47 BTR Well
Surface: 928' FNL & 361' FEL, NENE, 13-T4S-R7W, USM
Bottom Hole: 660' FNL & 660' FEL, NENE, 13-T4S-R7W, USM
Duchesne County, Utah

Dear Ms. Mason,

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

- The proposed location is within our Blacktail Ridge Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area.
- The well will be drilled under an Exploration and Development Agreement between the Ute Indian Tribe and Ute Distribution Corporation. Ute Energy, LLC owns a right to participate in this well.
- BBC certifies that it is the working interest owner of all lands within 460 feet of the proposed well location, and together with Ute Energy, LLC, we own 100% of the working interest in these lands.

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

Sincerely,

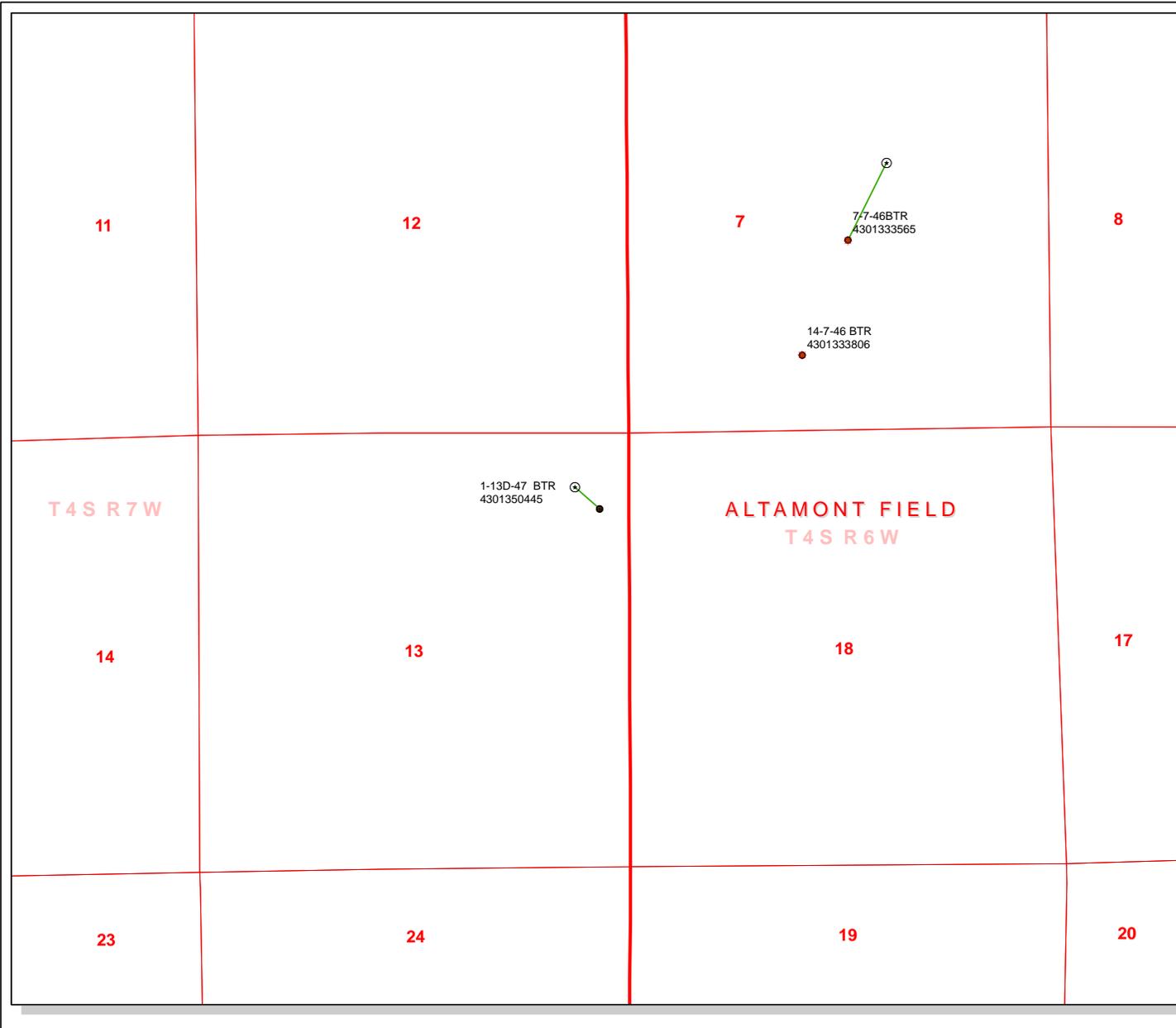
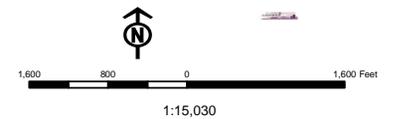
David Watts
by *kw*
David Watts
Landman

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

API Number: 4301350445
Well Name: 1-13D-47 BTR
Township 04.0 S Range 07.0 W Section 13
Meridian: UBM
 Operator: BILL BARRETT CORP

Map Prepared:
 Map Produced by Diana Mason

- | | |
|--|--|
| Units | Wells Query |
| <ul style="list-style-type: none"> ACTIVE EXPLORATORY GAS STORAGE NF PP OIL NF SECONDARY PI OIL PP GAS PP GEOTHERML PP OIL SECONDARY TERMINATED | <ul style="list-style-type: none"> <all other values> APD - Approved Permit DRL - Spudded (Drilling Commenced) GIW - Gas Injection GS - Gas Storage LA - Location Abandoned LOC - New Location OPS - Operation Suspended PA - Plugged Abandoned PGW - Producing Gas Well POW - Producing Oil Well RET - Returned APD SGW - Shut-in Gas Well SGW - Shut-in Oil Well TA - Temp. Abandoned TW - Test Well WDW - Water Disposal WW - Water Injection Well WSW - Water Supply Well |
| Fields | |
| <ul style="list-style-type: none"> Sections Township Bottom Hole Location - AGRC | |



ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator	BILL BARRETT CORP				
Well Name	1-13D-47 BTR				
API Number	43013504450000	APD No	3093	Field/Unit	UNDESIGNATED
Location: 1/4,1/4	NENE	Sec	13	Tw	4.0S Rng 7.0W 928 FNL 361 FEL
GPS Coord (UTM)	532763 4442900	Surface Owner	Bob Pinder		

Participants

This space too small for complete list of attendees, see "other comments" section.

Regional/Local Setting & Topography

This location set near the topp of a steep alluvial fan on the south side of a long narrow valley through the bottom of which runs the Strawberry River. The canyon slopes on the south side of the valley and above the location are very steep. The slopes on the north side of the valley are much more gradual. About 20 feet to the west of the location there is a dry wash which carries heavy storm water flows. It appear the wash is far enough away from the location that site stability should not be an issue.

Surface Use Plan

Current Surface Use

Grazing
Wildlfe Habitat

New Road Miles	Well Pad	Src Const Material	Surface Formation
0.3	Width 240 Length 375	Onsite	ALLU

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Sparse grasses, greaswood, shadscale, creasted wheatgrass, russian thistle.

Deer, elk, coyotes, raptors, small mammals

Soil Type and Characteristics

alluvium, deep sandy soils

Erosion Issues Y

Large dry wash close to west side of location

Sedimentation Issues N

Site Stability Issues N

Drainage Diverson Required? N

Berm Required? N

Erosion Sedimentation Control Required? Y

Wash to west of location must be watched to ensure it does not move east to the location.

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

Reserve Pit

Site-Specific Factors		Site Ranking	
Distance to Groundwater (feet)	>200	0	
Distance to Surface Water (feet)	300 to 1000	2	
Dist. Nearest Municipal Well (ft)	>5280	0	
Distance to Other Wells (feet)	>1320	0	
Native Soil Type	High permeability	20	
Fluid Type	Fresh Water	5	
Drill Cuttings	Normal Rock	0	
Annual Precipitation (inches)	10 to 20	5	
Affected Populations			
Presence Nearby Utility Conduits	Unknown	10	
	Final Score	42	1 Sensitivity Level

Characteristics / Requirements

Reserve pit to be constructed in cut on uphill side of location. According to Kary Eldredge Bill Barrett will use a 20 mil liner and this should be adequate.

Pit is 70' x 200' x 8' deep.

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

Other Observations / Comments

Attendees:

Richard Powell (DOGM), Matt Serfustini (EIS), Roger Mitchell (Findley well site), Ben Williams and Alex Hansen (DWR), Clint Turner (Turner Petroleum Land Services), Don Hamilton (Buys and Assoc.), Danny Rasmussen (UELS), Bill Civish, James Hereford, Karl Wright (BLM), Kelly Jo Jackson (MOAC), Kary Eldredge (Bill Barrett). According to BLM representative James Hereford the land owner Bob Pinder was invited but chose not to attend this presite.

Richard Powell
Evaluator

10/7/2010
Date / Time

Application for Permit to Drill

Statement of Basis

11/18/2010

Utah Division of Oil, Gas and Mining

Page 1

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
3093	43013504450000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	Bob Pinder	
Well Name	1-13D-47 BTR		Unit		
Field	UNDESIGNATED		Type of Work	DRILL	
Location	NENE 13 4S 7W U 928 FNL 361 FEL GPS Coord (UTM) 532768E 4442900N				

Geologic Statement of Basis

Bill Barrett proposes to set 2,000 feet of surface casing which will be cemented to surface. The surface hole will be drilled utilizing fresh water mud. The estimated depth to the base of moderately saline ground water is 1,700 feet. A search of Division of Water Rights records indicates that there are 5 water wells within a 10,000 foot radius of the center of Section 13. The nearest water well is approximately 1 mile west of the proposed site and produces water from a depth of 30 feet. Depth is listed for only 2 of the wells at 30 and 75 feet. Uses are listed as domestic, stock watering and irrigation. These wells produce water from alluvial materials deposited by the Strawberry River. Fresh water can be expected in the Uinta and Duchesne River Formations to a depth which is 300 feet short of the proposed surface casing. The proposed casing and cement should adequately protect useable ground water in the area.

Brad Hill
APD Evaluator

11/18/2010
Date / Time

Surface Statement of Basis

This presite was scheduled by James Hereford of the BLM. Near the west side of this location runs a large dry wash. This wash was discussed by Richard Powell (DOGM), Karl Wright (BLM), and Kary Eldredge. It was agreed that the wash will most likely not cause stability problems but that it must be washed and if it ever appears to move toward the location steps must be taken to control it and keep it off of the location. Also there is a power line and power pole on the location site. According to Kary Eldredge the power line is to be moved to the north side of the location and steps are underway with the line operator to get this done. According to BLM representative James Hereford the land owner Bob Pinder was invited but chose not to attend this presite.

Richard Powell
Onsite Evaluator

10/7/2010
Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit.
Surface	The reserve pit shall be fenced upon completion of drilling operations.
Surface	The well site shall be bermed to prevent fluids from leaving the pad.

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 10/22/2010

API NO. ASSIGNED: 43013504450000

WELL NAME: 1-13D-47 BTR

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 293-9100

CONTACT: Elaine Winick

PROPOSED LOCATION: NENE 13 040S 070W

Permit Tech Review:

SURFACE: 0928 FNL 0361 FEL

Engineering Review:

BOTTOM: 0660 FNL 0660 FEL

Geology Review:

COUNTY: DUCHESNE

LATITUDE: 40.13768

LONGITUDE: -110.61536

UTM SURF EASTINGS: 532768.00

NORTHINGS: 4442900.00

FIELD NAME: UNDESIGNATED

LEASE TYPE: 2 - Indian

LEASE NUMBER: 2OG0005608

PROPOSED PRODUCING FORMATION(S): GREEN RIVER-WASATCH

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- PLAT
- Bond: INDIAN - LPM 8874725
- Potash
- Oil Shale 190-5
- Oil Shale 190-3
- Oil Shale 190-13
- Water Permit: Duchesne City Culinary Water Dock
- RDCC Review:
- Fee Surface Agreement
- Intent to Commingle

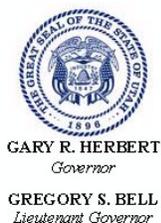
Commingle Approved

LOCATION AND SITING:

- R649-2-3.
- Unit:
- R649-3-2. General
- R649-3-3. Exception
- Drilling Unit
- Board Cause No: Cause 139-85
- Effective Date: 3/11/2010
- Siting: 4 Prod LGRRV-WSTC Wells in Drilling Units
- R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 4 - Federal Approval - dmason
5 - Statement of Basis - bhll
15 - Directional - dmason



State of Utah
DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: 1-13D-47 BTR
API Well Number: 43013504450000
Lease Number: 2OG0005608
Surface Owner: FEE (PRIVATE)
Approval Date: 11/18/2010

Issued to:

BILL BARRETT CORP, 1099 18th Street Ste 2300, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. §40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 139-85. The expected producing formation or pool is the GREEN RIVER-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

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

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.

Conditions of Approval:

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

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well – contact Carol Daniels at 801-538-5284 (please leave a voicemail message if not available)
OR
submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website at <https://oilgas.ogm.utah.gov>

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) – due within 5 days of spudding the well
- Monthly Status Report (Form 9) – due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) – due prior to implementation
- Written Notice of Emergency Changes (Form 9) – due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) – due prior to implementation
- Report of Water Encountered (Form 7) – due within 30 days after completion
- Well Completion Report (Form 8) – due within 30 days after completion or plugging

Approved By:

A handwritten signature in black ink, appearing to read "John Rogers", written over a faint, illegible stamp or background.

For John Rogers
Associate Director, Oil & Gas

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

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

OCT 26 2010

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. 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
2. Name of Operator BILL BARRETT CORPORATION Contact: ELAINE WINICK E-Mail: ewinick@billbarrettcorp.com		7. If Unit or CA Agreement, Name and No.
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202		8. Lease Name and Well No. 1-13D-47 BTR
3b. Phone No. (include area code) Ph: 303-312-8168 Fx: 303-291-0420		9. API Well No. 43-013-50445
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface NENE 928FNL 361FEL At proposed prod. zone NENE 660FNL 660FEL		10. Field and Pool, or Exploratory WILDCAT WASATCH
14. Distance in miles and direction from nearest town or post office* 15.7 MILES SW OF DUCHESNE, UT		11. Sec., T., R., M., or Blk. and Survey or Area Sec 13 T4S R7W Mer UBM
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 660'	16. No. of Acres in Lease 66101.00	12. County or Parish DUCHESNE
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 3170'	19. Proposed Depth 7200 MD 7200 TVD	13. State UT
21. Elevations (Show whether DF, KB, RT, GL, etc.) 5878 GL	22. Approximate date work will start 05/01/2011	17. Spacing Unit dedicated to this well 640.00
		20. BLM/BIA Bond No. on file LPM 8874725
		23. Estimated duration 60 DAYS (D&C)

24. Attachments

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

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

25. Signature (Electronic Submission)	Name (Printed/Typed) ELAINE WINICK Ph: 303-312-8168	Date 10/22/2010
--	--	--------------------

Title
SENIOR PERMIT ANALYST

Approved by (Signature) 	Name (Printed/Typed) Jerry Kenczka	Date APR 08 2011
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

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

CONDITIONS OF APPROVAL ATTACHED

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

Additional Operator Remarks (see next page)

NOTICE OF APPROVAL

NOS N/A Electronic Submission #95586 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by ROBIN R. HANSEN on 10/28/2010

AFMSS# 11RRH0253AE

RECEIVED

APR 13 2011

UDOGM

DIV. OF OIL, GAS & MINING

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

11RRH0253AE

NO NOS



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

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: Bill Barrett Corporation
Well No: 1-13D-47 BTR
API No: 43-013-50445

Location: NENE, Sec. 13, T4S, R7W
Lease No: 2OG0005608
Agreement: N/A

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

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

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

NOTIFICATION REQUIREMENTS

Construction Activity (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	- The Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist shall be notified at least 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday.
Construction Completion (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	- Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion. Notify the BLM Environmental Scientist prior to moving on the drilling rig.
Spud Notice (Notify BLM Petroleum Engineer)	- Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to running casing and cementing all casing strings to: ut_vn_opreport@blm.gov .
BOP & Related Equipment Tests (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify BLM Petroleum Engineer)	- Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

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

Well Numbers:

The Ute Tribal 1-13D-47 BTR, 7-13D-46 BTR, 16-13-46 BTR, 13-12-46 BTR, 16-12-46 BTR.

Additional Stipulations:

- Production Equipment will be painted Yuma Green to help blend into the surrounding vegetation.

General Conditions of Approval:

- A 30' foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
- Bill Barrett Corporation will adhere to any applicant committed measures found in the Black Tail Ridge Exploratory Natural Gas Development and Leasing Project Environmental Assessment No. U&O-FY11-Q2-021.
- The Ute Tribe Energy & Minerals Department is to be notified, in writing 48 hours prior to construction of pipelines.
- Construction Notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The Company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The Company shall inform contractors to maintain construction of pipelines within the approved ROW's.
- The Company shall assure the Ute Tribe that "ALL CONTRACTORS, INCLUDING SUB-CONTRACTORS, LEASING CONTRACTORS, AND ETC." have acquired a current and valid Ute Tribal Business License and have "Access Permits" prior to construction, and will have these permits in all vehicles at all times.
- You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APD's and ROW applications the Companies will notify the Ute Tribe and BIA in writing and will receive written authorization of any such change with appropriate authorization.
- Bill Barrett Corporation will implement a "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
- All Company employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COA's, and/or ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations shall be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.

- All personnel shall refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.
- The personnel from the Ute Tribe Energy & Minerals Department shall be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- Upon completion of Application for Corridor Right-Way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

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

SITE SPECIFIC DOWNHOLE COAs:

Variations Granted

- No Variations were requested. The operator shall also comply with applicable laws and regulations; with the lease terms, Onshore Oil and Gas Orders, NTL's; and with other orders and instructions of the authorized officer.

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

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

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

- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.
- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if

performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

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

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
SUNDRY NOTICES AND REPORTS ON WELLS		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
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.		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 1-13D-47 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013504450000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0928 FNL 0361 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 13 Township: 04.0S Range: 07.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/27/2011 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	
	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 50px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
<p>This sundry is being submitted as notice that the bottom hole location has been moved and TD adjusted accordingly. Details of the changes are hi-lited on the attached drilling plan and a revised plat and directional plan is enclosed. Prev Bottom Hole: 660 FNL, 660 FEL New Bottom Hole: 810 FNL, 810 FEL Prev TD: 7200 (MD and TVD) New TD: 7003 (MD), 6952 (TVD) Prev Production Csg Cmt: 640 sx (lead), 900 sx (tail) New Production Csg Cmt: 400 sx (lead), 830 sx (tail) New bottom hole pressure is 3507 psi and surface pressure is 1978.</p>		
		<p>Approved by the Utah Division of Oil, Gas and Mining</p> <p>Date: <u>05/10/2011</u> By: <u><i>Derek Duff</i></u></p>
NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Manager
SIGNATURE N/A		DATE 5/10/2011



May 10, 2011

Ms. Diana Mason – Petroleum Technician
State of Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Directional Drilling R649-3-11
Blacktail Ridge Area #1-13D-47 BTR Well
Surface: 928' FNL & 361' FEL, NENE, 13-T4S-R7W, USM
Bottom Hole: 810' FNL & 810' FEL, NENE, 13-T4S-R7W, USM
Duchesne County, Utah

Dear Ms. Mason,

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

- The proposed location is within our Blacktail Ridge Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area.
- The well will be drilled under an Exploration and Development Agreement between the Ute Indian Tribe and Ute Distribution Corporation. Ute Energy, LLC owns a right to participate in this well.
- BBC certifies that it is the working interest owner of all lands within 460 feet of the proposed well location, and together with Ute Energy, LLC, we own 100% of the working interest in these lands.

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

Sincerely,

A handwritten signature in blue ink that reads 'David Watts by TLF'. The signature is written in a cursive, somewhat stylized font.

David Watts
Landman

1099 18TH STREET
SUITE 2300
DENVER, CO 80202

May. 10, 2011

BILL BARRETT CORPORATION

Well location, #1-13D-47 BTR, located as shown in the NE 1/4 NE 1/4 of Section 13, T4S, R7W, U.S.B.&M., Duchesne County, Utah.

BASIS OF BEARINGS

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

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 COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON THE CAP AS BEING 6097 FEET.

Section Corner
Re-Established by
Single Proportion
(Not Set on Ground)

Section Corner
Re-Established by
Double Proportion
(Not Set on Ground)

NE Cor. Sec. 12,
Set Marked Stone

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

N00°05'15"E
5300.08' (Meas.)

N89°50'13"E - 5229.08' (Meas.)

N00°03'14"W
5282.32' (Meas.)

NW Cor. Sec. 12, Set Stone,
Yellow Plastic Cap RLS 4779 on
1/2" Rebar, Pile of Stones

N 1/4 Cor. Sec.
14, Yellow Plastic
Cap RLS 155666
on 1/2" Rebar,
E-W Fenceline

S89°30'01"E
2615.94' (Meas.)

N00°05'54"E - 5282.32' (Meas.)

N00°05'15"E - 5300.08' (Meas.)

LINE	BEARING	LENGTH
L1	N75°26'12"W	463.58'

Set Marked Stone,
Pile of Stones

Set Marked Stone



SCALE



CERTIFICATE
THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH
REVISED: 04-27-11 C.C.
REVISED: 10-12-10

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

SCALE	DATE SURVEYED:	DATE DRAWN:
1" = 1000'	11-25-08	12-08-08
PARTY	REFERENCES	
D.R. A.H. D.P.	G.L.O. PLAT	
WEATHER	FILE	
COOL	BILL BARRETT CORPORATION	

LEGEND:

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

DRILLING PLAN

BILL BARRETT CORPORATION

1-13D-47 BTR

NENE, 928' FNL, 361' FEL, Section 13-T4S-R7W (surface)

NENE, 810' FNL, 810' FEL, Section 13-T4S-R7W (bottom)

Duchesne County, Utah

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

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth – TVD</u>
Lower Green River*	842'	842'
Douglas Creek	3641'	3592'
Black Shale	4423'	4372'
Castle Peak	4719'	4667'
Wasatch*	5268'	5217'
TD	7003'	6952'

*PROSPECTIVE PAY

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

3. 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 equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH (FROM) (TO)</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
26"	Surface	80'	16"	65#			
12 1/2"	surface	2000'	9 5/8"	36#	J or K 55	ST&C	New
8 3/4"	surface	TD	5 1/2"	17#	P-110	LT&C	New

Bill Barrett Corporation
 Drilling Program
 1-13D-47 BTR
 Duchesne County, Utah

5. **Cementing Program**

16" Conductor Casing 9 5/8" Surface Casing	<i>Grout</i> <i>Lead</i> with approximately 280 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. Top of lead estimated at surface. <i>Tail</i> with approximately 210 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. Top of tail estimated at 1500'.
5 1/2" Production Casing	<i>Lead</i> with approximately 400 sx Tuned Light cement with additives, mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). Top of lead estimated at 1500'. <i>Tail</i> with approximately 830 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of tail estimated at

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> (API filtrate)	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 2,000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
2,000' – TD	8.6 – 9.7	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

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

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

Bill Barrett Corporation
Drilling Program
1-13D-47 BTR
Duchesne County, Utah

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 3507 psi* and maximum anticipated surface pressure equals approximately 1978 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

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

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

9. Auxiliary Equipment

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

10. Location and Type of Water Supply

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

11. Drilling Schedule

Location Construction: Approximately May 27, 2011
Spud: Approximately July, 2011
Duration: 15 days drilling time
45 days completion time



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

2/18/2011

Well Name: 1-13D-47 BTR

Surface Hole Data:

Total Depth:	2,000'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	822.1	ft ³
Lead Fill:	1,500'	
Tail Volume:	274.0	ft ³
Tail Fill:	500'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	280
--------------	-----

Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	1,500'	

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

Production Hole Data:

Total Depth:	7,003'
Top of Cement:	1,500'
Top of Tail:	3,923'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	918.0	ft ³
Lead Fill:	2,423'	
Tail Volume:	1167.1	ft ³
Tail Fill:	3,080'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	400
# SK's Tail:	830

1-13D-47 BTR Proposed Cementing Program
--

<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (1500' - 0')	
Halliburton Light Premium	Fluid Weight: 11.0 lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield: 3.16 ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid: 19.48 Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid: 0'
2.0% Bentonite	Calculated Fill: 1,500'
	Volume: 146.41 bbl
	Proposed Sacks: 280 sks
Tail Cement - (TD - 1500')	
Premium Cement	Fluid Weight: 14.8 lbm/gal
2.0% Calcium Chloride	Slurry Yield: 1.36 ft ³ /sk
	Total Mixing Fluid: 6.37 Gal/sk
	Top of Fluid: 1,500'
	Calculated Fill: 500'
	Volume: 48.80 bbl
	Proposed Sacks: 210 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (3923' - 1500')	
Tuned Light™ System	Fluid Weight: 11.0 lbm/gal
	Slurry Yield: 2.31 ft ³ /sk
	Total Mixing Fluid: 10.65 Gal/sk
	Top of Fluid: 1,500'
	Calculated Fill: 2,423'
	Volume: 163.50 bbl
	Proposed Sacks: 400 sks
Tail Cement - (7003' - 3923')	
Econocem™ System	Fluid Weight: 13.5 lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield: 1.42 ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid: 6.61 Gal/sk
	Top of Fluid: 3,923'
	Calculated Fill: 3,080'
	Volume: 207.85 bbl
	Proposed Sacks: 830 sks

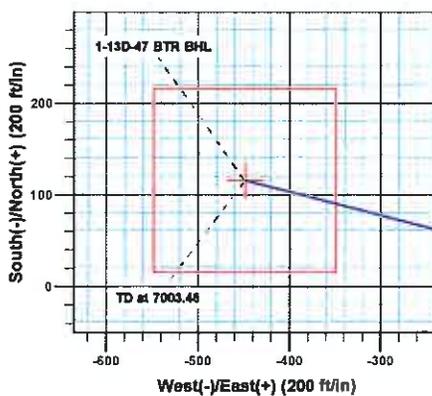
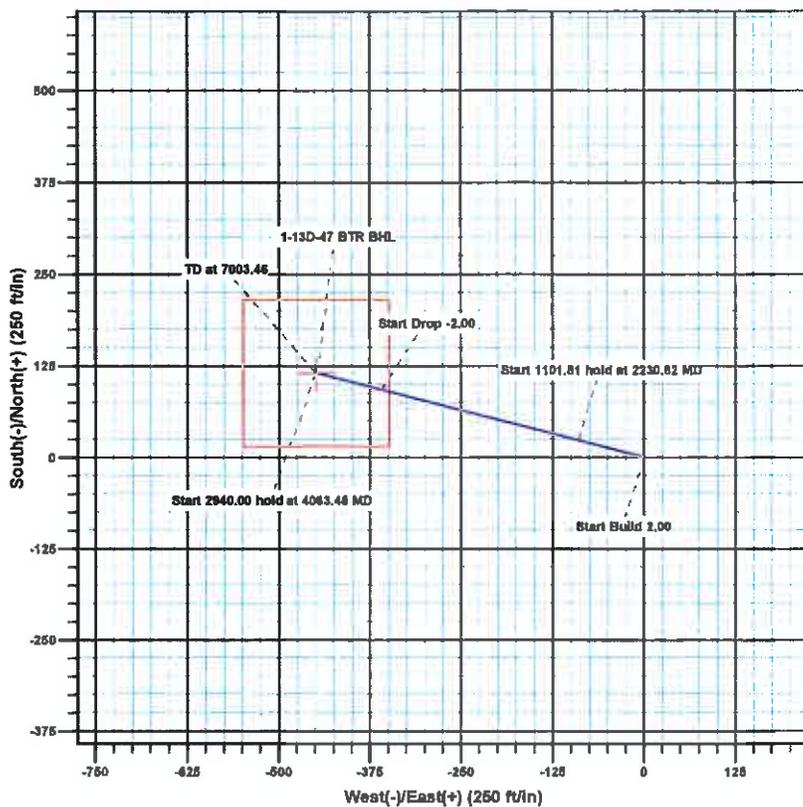
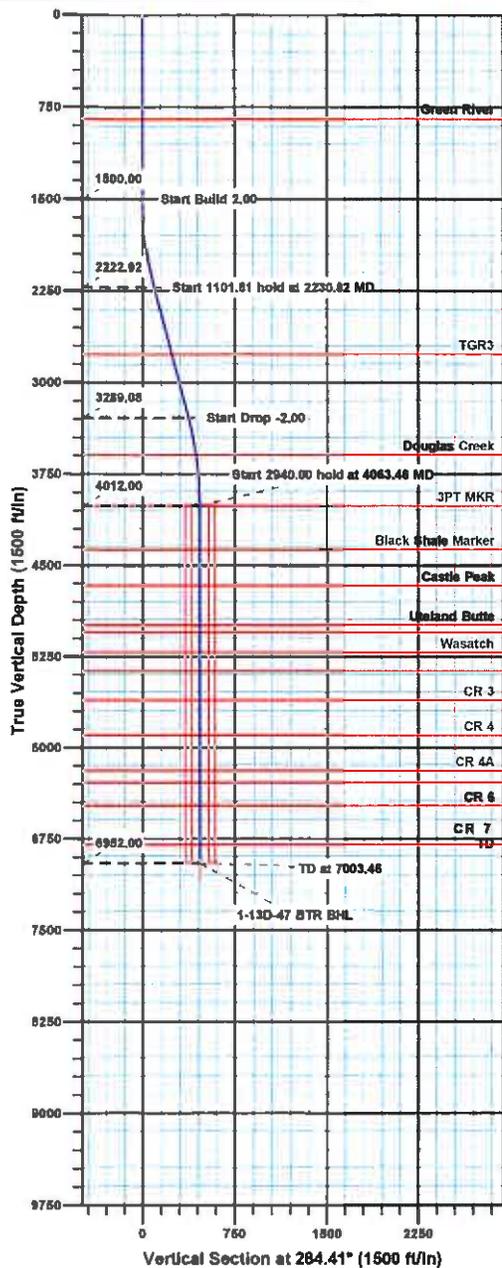
WELL DETAILS: 1-13D-47 BTR

US State Plane 1927 (Exact solution) , Utah Central 4302 , NAD 1927 (NADCON CONUS)



+N/-S	+E/-W	Northing	Easting	Latitude	Longitude
0.00	0.00	658409.24	2247306.97	40° 8' 16.58 N	110° 38' 55.54 W

Ground Level: 6876.00



Azimuths to True North
Magnetic North: 11.55°

Magnetic Field
Strength: 52289.0snT
Dip Angle: 65.78°
Date: 5/2/2011
Model: IGRF200510

SECTION DETAILS

MD	Inc	Azi	TVD	+N/-S	+E/-W	Dleg	TFace	VSecd	Target
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
1500.00	0.00	0.00	1500.00	0.00	0.00	0.00	0.00	0.00	
2230.82	14.62	284.41	2222.92	23.08	-89.60	2.00	284.41	92.71	
3332.64	14.62	284.41	3289.08	92.28	-359.09	0.00	0.00	370.75	
4063.46	0.00	0.00	4012.00	115.35	-448.88	2.00	180.00	463.47	
7003.46	0.00	0.00	6952.00	115.35	-448.88	0.00	0.00	463.47	1-13D-47 BTR BHL



Sharewell
Planning Report



Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Well #1
Company:	Bill Barrett Corp.	TVD Reference:	KB @ 5892.00ft
Project:	Duchesne County, UT [NAD27]	MD Reference:	KB @ 5892.00ft
Site:	1-13D-47 BTR	North Reference:	True
Well:	Well #1	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	plan1 2may11 rbw		

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

Site	1-13D-47 BTR				
Site Position:		Northing:	658,409.25 usft	Latitude:	40° 8' 15.56 N
From:	Lat/Long	Easting:	2,247,306.97 usft	Longitude:	110° 38' 55.54 W
Position Uncertainty:	0.00 ft	Slot Radius:	1.10 ft	Grid Convergence:	0.57 °

Well	Well #1					
Well Position	+N-S	0.00 ft	Northing:	658,409.25 usft	Latitude:	40° 8' 15.56 N
	+E-W	0.00 ft	Easting:	2,247,306.97 usft	Longitude:	110° 38' 55.54 W
Position Uncertainty		0.00 ft	Wellhead Elevation:		Ground Level:	5,876.00 ft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination (")	Dip Angle (")	Field Strength (nT)
	IGRF200510	5/2/2011	11.55	65.78	52,289

Design	plan1 2may11 rbw			
Audit Notes:				
Version:	Phase:	PROTOTYPE	Tie On Depth:	0.00
Vertical Section:	Depth From (TVD) (ft)	+N/-S (ft)	+E/-W (ft)	Direction (")
	0.00	0.00	0.00	284.41

Plan Sections										
Measured Depth (ft)	Inclination (")	Azimuth (")	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate ("/100ft)	Build Rate ("/100ft)	Turn Rate ("/100ft)	TFO (")	Target
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
1,500.00	0.00	0.00	1,500.00	0.00	0.00	0.00	0.00	0.00	0.00	
2,230.82	14.62	284.41	2,222.92	23.08	-89.80	2.00	2.00	0.00	284.41	
3,332.64	14.62	284.41	3,289.08	92.28	-359.09	0.00	0.00	0.00	0.00	
4,063.46	0.00	0.00	4,012.00	115.35	-448.88	2.00	-2.00	0.00	180.00	
7,003.46	0.00	0.00	6,952.00	115.35	-448.88	0.00	0.00	0.00	0.00	1-13D-47 BTR BHL

Sharewell
Planning Report



Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Well #1
Company:	Bill Barrett Corp.	TVD Reference:	KB @ 5892.00ft
Project:	Duchesne County, UT [NAD27]	MD Reference:	KB @ 5892.00ft
Site:	1-13D-47 BTR	North Reference:	True
Well:	Well #1	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	plan1 2may11 rbw		

Planned Survey										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	
1,500.00	0.00	0.00	1,500.00	0.00	0.00	0.00	0.00	0.00	0.00	
Start Build 2.00										
1,600.00	2.00	284.41	1,599.98	0.43	-1.69	1.75	2.00	2.00	0.00	
1,700.00	4.00	284.41	1,699.84	1.74	-6.76	6.98	2.00	2.00	0.00	
1,800.00	6.00	284.41	1,799.45	3.91	-15.20	15.69	2.00	2.00	0.00	
1,900.00	8.00	284.41	1,898.70	6.94	-27.00	27.88	2.00	2.00	0.00	
2,000.00	10.00	284.41	1,997.47	10.83	-42.15	43.52	2.00	2.00	0.00	
2,100.00	12.00	284.41	2,095.82	15.58	-60.63	62.60	2.00	2.00	0.00	
2,200.00	14.00	284.41	2,193.06	21.18	-82.42	85.10	2.00	2.00	0.00	
2,230.82	14.82	284.41	2,222.92	23.08	-89.80	92.71	2.00	2.00	0.00	
Start 1101.81 hold at 2230.82 MD										
2,300.00	14.82	284.41	2,289.86	27.42	-106.70	110.17	0.00	0.00	0.00	
2,400.00	14.82	284.41	2,386.62	33.70	-131.14	135.41	0.00	0.00	0.00	
2,500.00	14.82	284.41	2,483.39	39.98	-155.59	160.64	0.00	0.00	0.00	
2,600.00	14.82	284.41	2,580.15	46.26	-180.03	185.88	0.00	0.00	0.00	
2,700.00	14.82	284.41	2,676.91	52.54	-204.47	211.11	0.00	0.00	0.00	
2,793.10	14.82	284.41	2,767.00	58.39	-227.22	234.60	0.00	0.00	0.00	
TGR3										
2,800.00	14.82	284.41	2,773.68	58.82	-228.91	236.34	0.00	0.00	0.00	
2,900.00	14.82	284.41	2,870.44	65.10	-253.35	261.58	0.00	0.00	0.00	
3,000.00	14.82	284.41	2,967.21	71.38	-277.79	286.81	0.00	0.00	0.00	
3,100.00	14.82	284.41	3,063.97	77.67	-302.23	312.05	0.00	0.00	0.00	
3,200.00	14.82	284.41	3,160.73	83.95	-326.67	337.28	0.00	0.00	0.00	
3,300.00	14.82	284.41	3,257.50	90.23	-351.11	362.52	0.00	0.00	0.00	
3,332.64	14.82	284.41	3,289.08	92.28	-359.09	370.75	0.00	0.00	0.00	
Start Drop -2.00										
3,400.00	13.27	284.41	3,354.45	96.32	-374.81	386.99	2.00	-2.00	0.00	
3,500.00	11.27	284.41	3,452.17	101.61	-395.39	408.23	2.00	-2.00	0.00	
3,600.00	9.27	284.41	3,550.56	106.04	-412.65	428.06	2.00	-2.00	0.00	
3,641.84	8.43	284.41	3,592.00	107.65	-418.90	432.51	2.00	-2.00	0.00	
Douglas Creek										
3,700.00	7.27	284.41	3,649.51	109.62	-426.58	440.44	2.00	-2.00	0.00	
3,800.00	5.27	284.41	3,746.91	112.34	-437.16	451.36	2.00	-2.00	0.00	
3,900.00	3.27	284.41	3,848.63	114.19	-444.37	458.61	2.00	-2.00	0.00	
4,000.00	1.27	284.41	3,948.54	115.18	-448.20	462.77	2.00	-2.00	0.00	
4,083.46	0.00	0.00	4,012.00	115.35	-448.88	463.47	2.00	-2.00	0.00	
Start 2940.00 hold at 4063.46 MD - 3PT MKR										
4,100.00	0.00	0.00	4,048.54	115.35	-448.88	463.47	0.00	0.00	0.00	
4,200.00	0.00	0.00	4,148.54	115.35	-448.88	463.47	0.00	0.00	0.00	
4,300.00	0.00	0.00	4,248.54	115.35	-448.88	463.47	0.00	0.00	0.00	
4,400.00	0.00	0.00	4,348.54	115.35	-448.88	463.47	0.00	0.00	0.00	
4,423.46	0.00	0.00	4,372.00	115.35	-448.88	463.47	0.00	0.00	0.00	
Black Shale Marker										
4,500.00	0.00	0.00	4,448.54	115.35	-448.88	463.47	0.00	0.00	0.00	
4,600.00	0.00	0.00	4,548.54	115.35	-448.88	463.47	0.00	0.00	0.00	
4,700.00	0.00	0.00	4,648.54	115.35	-448.88	463.47	0.00	0.00	0.00	
4,718.46	0.00	0.00	4,667.00	115.35	-448.88	463.47	0.00	0.00	0.00	
Castle Peak										
4,800.00	0.00	0.00	4,748.54	115.35	-448.88	463.47	0.00	0.00	0.00	
4,900.00	0.00	0.00	4,848.54	115.35	-448.88	463.47	0.00	0.00	0.00	
5,000.00	0.00	0.00	4,948.54	115.35	-448.88	463.47	0.00	0.00	0.00	
5,043.46	0.00	0.00	4,992.00	115.35	-448.88	463.47	0.00	0.00	0.00	
Uteland Butte										

Sharewell
Planning Report



Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Well #1
Company:	Bill Barrett Corp.	TVD Reference:	KB @ 5892.00ft
Project:	Duchesne County, UT [NAD27]	MD Reference:	KB @ 5892.00ft
Site:	1-13D-47 BTR	North Reference:	True
Well:	Well #1	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	plan1 2may11 rbw		

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	
5,100.00	0.00	0.00	5,048.54	115.35	-448.88	483.47	0.00	0.00	0.00	
5,103.46	0.00	0.00	5,052.00	115.35	-448.88	483.47	0.00	0.00	0.00	
CR 1										
5,200.00	0.00	0.00	5,148.54	115.35	-448.88	483.47	0.00	0.00	0.00	
5,268.46	0.00	0.00	5,217.00	115.35	-448.88	483.47	0.00	0.00	0.00	
Wasatch										
5,300.00	0.00	0.00	5,248.54	115.35	-448.88	483.47	0.00	0.00	0.00	
5,400.00	0.00	0.00	5,348.54	115.35	-448.88	483.47	0.00	0.00	0.00	
5,423.46	0.00	0.00	5,372.00	115.35	-448.88	483.47	0.00	0.00	0.00	
CR 2										
5,500.00	0.00	0.00	5,448.54	115.35	-448.88	483.47	0.00	0.00	0.00	
5,600.00	0.00	0.00	5,548.54	115.35	-448.88	483.47	0.00	0.00	0.00	
5,683.46	0.00	0.00	5,612.00	115.35	-448.88	483.47	0.00	0.00	0.00	
CR 3										
5,700.00	0.00	0.00	5,648.54	115.35	-448.88	483.47	0.00	0.00	0.00	
5,800.00	0.00	0.00	5,748.54	115.35	-448.88	483.47	0.00	0.00	0.00	
5,900.00	0.00	0.00	5,848.54	115.35	-448.88	483.47	0.00	0.00	0.00	
5,953.46	0.00	0.00	5,902.00	115.35	-448.88	483.47	0.00	0.00	0.00	
CR 4										
6,000.00	0.00	0.00	5,948.54	115.35	-448.88	483.47	0.00	0.00	0.00	
6,100.00	0.00	0.00	6,048.54	115.35	-448.88	483.47	0.00	0.00	0.00	
6,200.00	0.00	0.00	6,148.54	115.35	-448.88	483.47	0.00	0.00	0.00	
6,243.46	0.00	0.00	6,192.00	115.35	-448.88	483.47	0.00	0.00	0.00	
CR 4A										
6,300.00	0.00	0.00	6,248.54	115.35	-448.88	483.47	0.00	0.00	0.00	
6,343.46	0.00	0.00	6,292.00	115.35	-448.88	483.47	0.00	0.00	0.00	
CR 5										
6,400.00	0.00	0.00	6,348.54	115.35	-448.88	483.47	0.00	0.00	0.00	
6,500.00	0.00	0.00	6,448.54	115.35	-448.88	483.47	0.00	0.00	0.00	
6,533.46	0.00	0.00	6,482.00	115.35	-448.88	483.47	0.00	0.00	0.00	
CR 6										
6,600.00	0.00	0.00	6,548.54	115.35	-448.88	483.47	0.00	0.00	0.00	
6,700.00	0.00	0.00	6,648.54	115.35	-448.88	483.47	0.00	0.00	0.00	
6,800.00	0.00	0.00	6,748.54	115.35	-448.88	483.47	0.00	0.00	0.00	
6,853.46	0.00	0.00	6,802.00	115.35	-448.88	483.47	0.00	0.00	0.00	
CR 7										
6,900.00	0.00	0.00	6,848.54	115.35	-448.88	483.47	0.00	0.00	0.00	
7,000.00	0.00	0.00	6,948.54	115.35	-448.88	483.47	0.00	0.00	0.00	
7,003.46	0.00	0.00	6,952.00	115.35	-448.88	483.47	0.00	0.00	0.00	
TD at 7003.46 - 1-13D-47 BTR BHL										

Design Targets

Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (usft)	Easting (usft)	Latitude	Longitude
1-13D-47 BTR BHL	0.00	0.00	6,952.00	115.35	-448.88	658,520.15	2,246,858.97	40° 8' 16.70 N	110° 37' 1.32 W
- hit/miss target - Shape - Rectangle (sides W200.00 H200.00 D2,850.00)									

Sharewell
Planning Report

Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Well #1
Company:	Bill Barrett Corp.	TVD Reference:	KB @ 5892.00ft
Project:	Duchesne County, UT [NAD27]	MD Reference:	KB @ 5892.00ft
Site:	1-13D-47 BTR	North Reference:	True
Well:	Well #1	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	plan1 2may11 rbw		

Formations						
Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)	
842.00	842.00	Green River		0.00		
2,793.10	2,767.00	TGR3		0.00		
3,641.94	3,592.00	Douglas Creek		0.00		
4,063.46	4,012.00	3PT MKR		0.00		
4,423.46	4,372.00	Black Shale Marker		0.00		
4,718.46	4,667.00	Castle Peak		0.00		
5,043.46	4,992.00	Uteland Butte		0.00		
5,103.46	5,052.00	CR 1		0.00		
5,268.46	5,217.00	Wasatch		0.00		
5,423.48	5,372.00	CR 2		0.00		
5,663.46	5,612.00	CR 3		0.00		
5,953.46	5,902.00	CR 4		0.00		
6,243.46	6,192.00	CR 4A		0.00		
6,343.46	6,292.00	CR 5		0.00		
6,533.46	6,482.00	CR 6		0.00		
6,853.46	6,802.00	CR 7		0.00		

Plan Annotations					
Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment	
		+N/-S (ft)	+E/-W (ft)		
1,500.00	1,500.00	0.00	0.00	Start Build 2.00	
2,230.82	2,222.92	23.08	-89.80	Start 1101.81 hold at 2230.82 MD	
3,332.64	3,289.08	92.28	-359.09	Start Drop -2.00	
4,063.46	4,012.00	115.35	-448.88	Start 2940.00 hold at 4063.46 MD	
7,003.46	6,952.00	115.35	-448.88	TD at 7003.46	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
SUNDRY NOTICES AND REPORTS ON WELLS		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
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.		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 1-13D-47 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013504450000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0928 FNL 0361 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 13 Township: 04.0S Range: 07.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING
<input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 9/8/2011	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER
		OTHER: <input type="text"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. This is to notify that this well was spud on 9/8/2011 at 11:00 am by Triple A Drilling.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY		
NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A		DATE 9/9/2011

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Triple A Drilling
 Submitted By Venessa Langmach Phone Number 303-312-8172
 Well Name/Number 1-13D-47 BTR
 Qtr/Qtr NENE Section 13 Township 4S Range 7W
 Lease Serial Number 2OG0005608
 API Number 43-013-50445

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

Date/Time 9/8/2011 8:00 AM PM

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

- Surface Casing
 Intermediate Casing
 Production Casing
 Liner
 Other

RECEIVED
 SEP 07 2011
 DIV. OF OIL, GAS & MINING

Date/Time _____ AM PM

BOPE

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

Date/Time _____ AM PM

Remarks _____

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# H&P 319
Submitted By JET LORENZEN Phone Number 970-623-7078
Well Name/Number #1-13D-47 BTR
Qtr/Qtr NE/NE Section 13 Township 4S Range 7W
Lease Serial Number 2OG0005608
API Number ~~43-013-50574~~ 43-013-50445

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

Date/Time _____ AM PM

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

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

Date/Time 09/15/2011 05:00 AM PM

BOPE

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

RECEIVED

SEP 14 2011

DIV. OF OIL, GAS & MINING

Date/Time 09/15/2011 22:00 AM PM

Remarks _____

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 1-13D-47 BTR
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4. LOCATION OF WELL FOOTAGES AT SURFACE: 0928 FNL 0361 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 13 Township: 04.0S Range: 07.0W Meridian: U	9. FIELD and POOL or WILDCAT: UNDESIGNATED COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 9/30/2011	<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.

Attached is the September 2011 monthly drilling activity report.

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

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 10/4/2011	

**1-13D-47 BTR 9/13/2011 06:00 - 9/14/2011 06:00**

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status Concept	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	21.50	03:30	1	RIGUP & TEARDOWN	RIG UP. MOVE CAMPS. LOCTION SO SMALL TRUCK S COULD NOT TURN AROUND. COME IN UNLOAD AND BACK OUT. TRUCK RELEASED 14:00 HR.
03:30	1.50	05:00	14	NIPPLE UP B.O.P	NIPPLE UP CONDUCTOR
05:00	1.00	06:00	20	DIRECTIONAL WORK	P/U UP DIRCTIONAL TOOLS

1-13D-47 BTR 9/14/2011 06:00 - 9/15/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status Concept	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	20	DIRECTIONAL WORK	P/U BHA, ORENTATE MWD
07:00	10.50	17:30	2	DRILL ACTUAL	DRLG 12 1/4" SURFACE F/ 104' TO 1053' (949' IN 10.5 HR = 90.3 FPH), SLIDE: 93' IN 2 HR = 46.5 FPH, ROTATE: 856' IN 8.5 HR = 100.7 FPH. 8" SPERRY DRILL 7/8 LOBE 2.9 STAGE .16 GPR 1.5 DEG ADJ 4.88' BTB.
17:30	0.50	18:00	7	LUBRICATE RIG	RIG SERVICE
18:00	1.50	19:30	2	DRILL ACTUAL	DRLG F/ 1053' TO 1243' (190' IN 1.5 HR = 126.7 FPH) SLIDE: 20' IN.75 HR 26.6 FPH, ROTATE: 170' IN 1.5 HR = 113 FPH.
19:30	1.25	20:45	5	COND MUD & CIRC	CIRC RAISE MUD WT F/ 8.8 TO 9.1. GETTING 4000 UNITS OF GAS.
20:45	0.50	21:15	2	DRILL ACTUAL	DRLG F/ 1243 TO 1287' @ 88 FPH
21:15	2.00	23:15	21	OPEN	TAKE KICK @ 1287' EMPTY HOLE. DEPLETED IN 30 MINS FILL HOLE W/ 10.5 MUD. HOLE WENT ON VACUME STARED TAKING FLUID.
23:15	1.50	00:45	21	OPEN	MIX LCM MONITOR WELL EVALUATE DAMAGES TO TDS
00:45	5.25	06:00			FILL PIPE CIRC. RAISE MUD WT.9.9

1-13D-47 BTR 9/15/2011 06:00 - 9/16/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status Concept	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	15.75	21:45	21	OPEN	WO DRAG CHAIN TOP DRIVE, RAISE MUD WT, TO 10.4#
21:45	0.25	22:00	5	COND MUD & CIRC	CIRC. BUILD DRY SLUG
22:00	1.50	23:30	6	TRIPS	SHORT TRIP TO DCS.
23:30	0.50	00:00	5	COND MUD & CIRC	CIRC. COND F/ CASING
00:00	2.50	02:30	6	TRIPS	TOOH L/D 8" TOOLS.
02:30	3.50	06:00	12	RUN CASING & CEMENT	HSM, RIG UP KIMZZEY RUN CASING. FS (1.00'), SHOE JT (42.20') FC (1.00'), 29 JTS 9 5/8" 36# J55 ST&C CASING (1219.22), LANDED @ 1260'. MADE UP W/ BESTOLIFE TO 3940 FT/ LB.

1-13D-47 BTR 9/16/2011 06:00 - 9/17/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status Concept	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	5	COND MUD & CIRC	CIRC. CASING W/ RIG PUMP
06:30	4.00	10:30	12	RUN CASING & CEMENT	HSM, SWAP TO HES AND CEMENT. 20 BLS H2O, 40 BLS SUPERFLUSH, 20 BLS H2O, 150 SK HCL PREIMIUM 113 3.16 YIELD W/ 8%BENTONITE, 5 LB SILACALITE, .125LB POLY-E-FLAKE, .25 KWIK SEAL, TAILED W/ 310PREMIUM II 14.83 1.33YEILD W/ .5% CACL, .125LB POLY-E-FLAKE, DISPLACED W/ 94 BL H2O. BUMP PLUG W/ 500# OVER. FLOATS HELD. GOOD RETURNS ON WHOLE JOB. CEMENT FELL 6' IN 30 MINS. TOP OUT W/58 SKS CLASS G15.8# 1.17 YEILD W/ 2% CACL. THOUGH 100' OF 1" PIPE.
10:30	2.25	12:45	13	WAIT ON CEMENT	WOC.
12:45	3.75	16:30	14	NIPPLE UP B.O.P	WELD ON WELL HEAD TEST TO 1000# 10 MINS
16:30	3.00	19:30	14	NIPPLE UP B.O.P	NIPPLE UP BOPS
19:30	5.00	00:30	15	TEST B.O.P	TEST ALL RAMS AND VALVES TO 5000# F/ 10 MINS TESR ANNULAR TO 2500# 10 MINS, TEST CASING TO 1500# F/ 30 MINS. HAD BAD RING GASKET BELOW DOUBLE GATE HAD TO LIFT BOP AND REPLACE.
00:30	0.25	00:45	14	NIPPLE UP B.O.P	SET WEAR RING
00:45	1.50	02:15	20	DIRECTIONAL WORK	P/U BHA, OREINTATE
02:15	1.50	03:45	6	TRIPS	TIH INSTALL ROTATING RUBBER

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
03:45	1.25	05:00	21	OPEN	DRILLOUT SHOE TRACK
05:00	0.50	05:30	5	COND MUD & CIRC	WASH TO BOTTOM, MONITOR WELL TOKK 40 BLS MUD. NO GAS.
05:30	0.50	06:00	2	DRILL ACTUAL	DRLG F/ 1287' TO 1322' ROTATING.

1-13D-47 BTR 9/17/2011 06:00 - 9/18/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	Concept	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.50	17:30	2	DRILL ACTUAL	DRLG F/ 1322' TO 2548' (1226' IN 11.5 HR = 106.6 FPH) SLIDE: 264' IN 2.75 HR = 96 FPH, ROTATE: 962' IN 8.75 HR = 109.9 FPH. MM SPERRY DRILL 7/8 LOBE 2.9 STAGE .17 GPR 1.5DEGREE FIXED 4.88' BTB.
17:30	0.50	18:00	7	LUBRICATE RIG	RIG SERVICE
18:00	12.00	06:00	2	DRILL ACTUAL	DRLG F/ 2548' TO 3555' (1007' IN 12 HR = 83.9 FPH), SLIDE:233' IN 4.5 HR = 51.8 FPH, ROTATE: 774' IN 7.5 HR = 103.2 FPH.34' ABOVE AND 24' RIGHT OF PLAN.

1-13D-47 BTR 9/18/2011 06:00 - 9/19/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	Concept	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.00	17:00	2	DRILL ACTUAL	DRLG F/ 3555' TO 4341' (786' IN 11 HR = 71.5 FPH) SLIDE:125' IN 3.75 HR = 33.3 FPH, ROTATE: 661' IN 6.25 HR = 105.8 FPH. MM SPERRY DRILL 7/8 LOBE 2.9 STAGE .17 GPR 1.5DEGREE FIXED 4.88' BTB.
17:00	0.50	17:30	7	LUBRICATE RIG	RIG SERVICE
17:30	12.50	06:00	2	DRILL ACTUAL	DRLG F/ 4341' TO 5172' (831' IN 12.5 HR = 66.5 FPH) SLIDE: 170' IN 5.25 HR = 32.4 FPH, ROTATE; 661' IN 7.25 HR = 91.2 FPH.

1-13D-47 BTR 9/19/2011 06:00 - 9/20/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	Concept	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.50	17:30	2	DRILL ACTUAL	DRLG F/ 5172' TO 5850' (678' IN 11.5 HR = 59 FPH) SLIDE: 110' IN 4.5 HR = 24.4 FPH, ROTATE: 568' IN 7 HR = 81.1 FPH. MM SPERRY DRILL 7/8 LOBE 2.9 STAGE .17 GPR 1.5DEGREE FIXED 4.88' BTB. REGULAR MM.
17:30	0.50	18:00	7	LUBRICATE RIG	RIG SERVICE
18:00	11.25	05:15	2	DRILL ACTUAL	DRLG F/ 5850' TO 6560 (710' IN 11.25 HR = 63.1 FPH) SLIDE:71' IN 3.25 HR = 21.8 FPH, ROTATE: 639' IN 8 HR = 79.9 FPH.
05:15	0.50	05:45	5	COND MUD & CIRC	CIRC. F/ LOGS
05:45	0.25	06:00	6	TRIPS	SHORT TRIP TO SHOE.

1-13D-47 BTR 9/20/2011 06:00 - 9/21/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	Concept	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.50	09:30	6	TRIPS	SHORT TRIP 55 STDS
09:30	0.75	10:15	5	COND MUD & CIRC	CIRC.
10:15	3.50	13:45	6	TRIPS	TOOH L/D REAMER AND DIRC. TOOLS
13:45	5.00	18:45	11	WIRELINE LOGS	HSM RIG UP HES AND LOGG QUAD COMBO. LOGGERS TD 6559'
18:45	0.50	19:15	14	NIPPLE UP B.O.P	PULL WEAR BUSHING.
19:15	2.75	22:00	6	TRIPS	TIH
22:00	1.00	23:00	5	COND MUD & CIRC	CIRC. COND F/ CASING
23:00	5.25	04:15	6	TRIPS	LDDP AND DCS
04:15	1.75	06:00	12	RUN CASING & CEMENT	HSM RIG WEATHERFORD AND RUN CASING DETAILES ON NEX REPORT.

1-13D-47 BTR 9/21/2011 06:00 - 9/22/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	Concept	6,560.0	Drilling & Completion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	4.50	10:30	12	RUN CASING & CEMENT	RUN CASING, FS (1.00), SHOE JT (44.06), FC (1.00), 18 JTS 5 1/2" 17# P110 LT&C CASING (787.18), MARKER JT (20.64), 19 JTS (836.09), MARKER JT (21.08), 19 JTS (832.49), MARKER JT (20.66), 91 JTS (3987.41). LANDED 6548' MADE UP W/ BESTOLIFE DOPE TO 4620 FT/LB.
10:30	1.25	11:45	12	RUN CASING & CEMENT	HELD PJSM W/HALLIBURTON & RIG CREWS. RIG UP CEMENT HEAD & LINE. CIRCULATE CASING W/RIG PUMP. FULL RETURNS. MAX GAS 6929 U.
11:45	2.00	13:45	12	RUN CASING & CEMENT	TEST LINE TO 5000 PSI. HOWCO PUMPED 10 BBL WATER, 40 BBL SUPER FLUSH 101 AT 10 PPG, 10 BBL WATER. CEMENTED W/530 SX (219 BBL) TUNED LIGHT AT 11 PPG & 525 SX (134 BBL) ECONOCEM AT 13.5 PPG. DISPLACED W/146 BBL WATER + CLA-WEB + BIOCID. BUMPED PLUG W/500 PSI OVER FDP (TOTAL PRESSURE 2400 PSI) & HELD 5 MIN. CIP @ 13:41 HRS. BLEED OFF 1.25 BBL & FLOATS HELD. FULL RETURNS THROUGHOUT JOB. OBSERVED CEMENT AT SURFACE AT 115 BBL DISPLACEMENT.
13:45	1.50	15:15	12	RUN CASING & CEMENT	FLUSH CEMENT FROM BOP & FLOWLINE. RIG DOWN CEMENT HEAD & LINE.
15:15	4.75	20:00	14	NIPPLE UP B.O.P	NIPPLE DOWN BOPE, LIFT BOP/RISER. INSTALL CASING SLIPS W/150K WT ON SLIPS. CUT CASING & LAY DOWN CUT-OFF. STOW BOP & LAY DOWN RISER. INSTALL NIGHT CAP ON WELLHEAD. CLEAN MUD TANKS. RIG RELEASED AT 20:00 HRS 9/21-11.

1-13D-47 BTR 9/26/2011 06:00 - 9/27/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	Concept	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	Well Secured, NightCap Installed On WellHead
07:00	3.00	10:00	IWHD	Install Wellhead	Safety Meeting With WellHead Crew. 0 psi on 5 1/2' csg., 0 Psi On Surface Casing. Removed 11" Night Cap Flange, Dressed 5 1/2' Csg Top, Installed 11" x 7 1/16" 5k B-section with 2- 2 1/16" 5k Gate Valves, N/U Flange, Pressure Test Hanger Seals To 5800 Psi. Good Test. Installed Tree Cap, Secured Wellhead.
10:00	20.00	06:00	LOCL	Lock Wellhead & Secure	Well Secured. NightCap Installed On WellHead

1-13D-47 BTR 9/27/2011 06:00 - 9/28/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	Concept	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	LOCL	Lock Wellhead & Secure	WSI And Secured.
07:30	4.50	12:00	LOGG	Logging	SLB W/L Crew MIRU, Hold Safety Meeting., R/U E-Line Equipment, P/Up 4.65' Gauge Ring & Junk Basket, RIH tag PBTD @ 6453', Float Collar At 6503'. Unable To Reach TD Do To Cement/ Fill In Hole, 50'. POOH With Junk Basket And G/R. P/U CBL/CCL/GR Logging Tools, RIH to PBTD @ 6453', Ran Tie In Pass From 6400' to 6200', Ran Main Pass With 1000# Held On It. Completed Tie In To Open Hole Log, HES Spectral Density/ Dual Spaced Neutron Dated 09/20/2011, Ran Main Pass From 6453' To 90'. Good Cement From 6453' to 3900', Poor Average From 3900 To 2700', Poor To Very Poor From 2700' To 526'. TOC - 526', Located 3 short jts @ 5682' to 5703', 4826' to 4847', 3974' to 3994'.
12:00	18.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured, SDFD.

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

FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
 Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8172

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350445	1-13D-47 BTR		NENE	13	4S	7W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	18205	9/8/2011		9/20/11		
Comments: Spudding Operation was conducted by Triple A Drilling @ 11:00 am. <u>GR-WS</u> <u>BML=NENE</u>							

Well 2

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

Well 3

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

ACTION CODES:

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

RECEIVED
SEP 12 2011

Venessa Langmacher

Name (Please Print)

Venessa Langmacher

Signature

Sr Permit Analyst

9/9/2011

Title

Date

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# H&P 319
Submitted By JET LORENZEN Phone Number 970-623-7078
Well Name/Number #1-13D-47 BTR
Qtr/Qtr NE/NE Section 13 Township 4S Range 7W
Lease Serial Number 2OG0005608
API Number 43-013-50445-00-X1

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

Date/Time _____ AM PM

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

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

RECEIVED

SEP 20 2011

DIV. OF OIL, GAS & MINING

Date/Time 09/21/2011 05:00 AM PM

BOPE

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

Date/Time _____ AM PM

Remarks _____

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 1-13D-47 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013504450000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0928 FNL 0361 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 13 Township: 04.0S Range: 07.0W Meridian: U	9. FIELD and POOL or WILDCAT: UNDESIGNATED COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 10/20/2011	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="Flare Request"/>

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

In accordance with 649-3-20-5, BBC hereby requests permission to flare gas for the subject well location beginning October 20, 2011. BBC encountered pipeline construction delays that will be resolved within 30 days. There will be no more than 1000 mcf per day for a maximum of 30 days. Marketing the gas is not feasible in this situation without the pipeline being in place. There is no testing required for this well. Once the pipeline is constructed, flaring will cease.

REQUEST DENIED
Utah Division of
Oil, Gas and Mining

Date: 10/19/2011
By: *Dark K. Quist*

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 10/19/2011	

Please Review Attached Reasons for Denial

RECEIVED Oct. 19, 2011



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 43013504450000

The referenced rule R649-3-20-5 requires Board approval. R649-3-20-3 only allows flaring for justified testing and evaluation. It does not allow for lack of pipeline. The Statute defines waste as " ...the production of oil or gas in excess of: transportation or storage facilities..."(40-6-2(22)(d)(i)). The waste of oil or gas is prohibited (40-6-3).

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 1-13D-47 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013504450000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0928 FNL 0361 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 13 Township: 04.0S Range: 07.0W Meridian: U		COUNTY: DUCHESNE STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input 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 checked="" type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 10/22/2011	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/>	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<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	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. This well had first gas sales on 10/22/2011 and first oil sales on 10/24/2011.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY		
NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 10/26/2011	

**1-13D-47 BTR 10/2/2011 06:00 - 10/3/2011 06:00**

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Set frac tanks,

1-13D-47 BTR 10/3/2011 06:00 - 10/4/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Set frac tanks, construction crews working on production equipment.

1-13D-47 BTR 10/4/2011 06:00 - 10/5/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

1-13D-47 BTR 10/5/2011 06:00 - 10/6/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

1-13D-47 BTR 10/6/2011 06:00 - 10/7/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and secured. Built water containment around frac tanks to divert rain from frac tanks. Set and re modified flow back tanks, set fall protect line on frac tanks. Prep location for frac.

1-13D-47 BTR 10/7/2011 06:00 - 10/8/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Safety with contractor, check pressure on well head, turned over 2 9/16" gate valves, removed 7 1/16' night cap, set frac mandrel, tested frac mandrel seals to 5000#, good test. N/U frac tree and goat head. pressure tested casing to 500 psi good low test increased to 8500 psi, held test for 30 minutes. Used 50/50 methanol to freeze protect the wellhead. Construction crews started on production facilities, started filling frac tanks with 3% slurry and production water.

1-13D-47 BTR 10/8/2011 06:00 - 10/9/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Construction crew worked on production facilities, Filling Frac tanks with 3% kcl and production water

1-13D-47 BTR 10/9/2011 06:00 - 10/10/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and secured, light crew work on production equipment. filled frac tanks with production water.

1-13D-47 BTR 10/10/2011 06:00 - 10/11/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and secured. Finished filling frac tanks, Construction crews working on production facilities, rigged up flow back equipment and sand trap.

1-13D-47 BTR 10/14/2011 06:00 - 10/15/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	COMPLETION	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	PTST	Pressure Test	WSI And Secured. MIRU Cable Pressure Test Unit, Hold Safety Meeting With Delsco FlowBack. Pressure Test FlowBack Iron To 4500#, Sand Trap To 800#.
07:00	1.50	08:30	SRIG	Rig Up/Down	MIRU SLB W/L Crew And Equipment, Hold Safety Meeting. R/U Lubricator And Pressure Control, R/U To Well,
08:30	0.50	09:00	PTST	Pressure Test	Pressure Test Lubricator To 4500#. Arm Gun #1 Of 2, NU To Well
09:00	2.50	11:30	PFRT	Perforating	RIH With 3 1/8" PJ Omega Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 9-20-2011 And SLB CBL/CCL Dated 9-27-2011, Found And Correlated To Marker Joints At 3974 - 3994', 4826 - 4827' And 5682 - 5703'. Drop Down To Depth And Shoot Stage 1 CR-5/CR-4A/CR-4 Zone As Follows; 6107 - 6108, 6117 - 6118, 6143 - 6144, 6174 - 6175, 6188 - 6189, 6203 - 6204, 6217 - 6218, 6227 - 6228, 6248 - 6249, 6259 - 6260, 6277 - 6278, 6293 - 6294, 6312 - 6313, 6323 - 6324, 6335 - 6336, 6346 - 6347, 6367 - 6368, 6397 - 6398. 54 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
11:30	6.50	18:00	GOP	General Operations	HES Arrive On Location AT 1000 Hrs., Spot And R/U Equipment. Prod. Crews Finishing Up On Prod. Facilities, 90-95% Complete.
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured, SDFD.

1-13D-47 BTR 10/15/2011 06:00 - 10/16/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	COMPLETION	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.75	06:45	PTST	Pressure Test	HES On Location At 0430 Hrs., Start Equipment, Prime Up HHP, Pressure Test Iron To 9000#. Run QC Checks On Fluids.
06:45	0.50	07:15	SMTG	Safety Meeting	Safety Meeting With All Personnel On Location. Talked About PPE, Smoking Area, Traffic, Escape Routes, Wind Direction, Red Zones
07:15	1.34	08:35	FRAC	Frac. Job	Stage 1 CR-5/CR-4A/CR-4 Frac. Open Well, 175 Psi ICP. Achieved BreakDown At 8.8 Bpm And 2745 Psi., Pumped 3900 Gals. 15% HCL While Dropping 108 Bio Balls. Flush Balls Away With Prod. Wtr. To 10 Bbls. Over Bottom Perf. Volume, Saw Good Ball Action, S/D For 15 Min. After Surging Three Times To Let Balls Fall., Pumped Prod. Wtr. Pad, S/D For ISIP After Stabilized Rate Of 70.8 Bpm And Pressure 2616 Psi., Isip 1649 Psi., .71 F.G., 38/54 Holes Open. Pumped 5 XL Stages With Hybor G 17 Fluid, 2#, 3.0#, 3.5# And 4# 20/40 White Sand Sand, 150#'s Scale Inhibitor Pumped In 2# Stage, SawGood XL(Maintained 21# Linear) Throughout. Flush With Produced Wtr. 15 Bbls. Over Bottom Perf Volume. Pumped 132,518 Gals. Clean Fluid, 64,660 Gals. Was X Link Fluid. 156,200#'s 20/40 White Sand.Total Load To Recover 3324 Bbls.. ISDP 1727 Psi., .72 F.G., Max Rate 75.0 Bpm Max Pressure 2807 Psi. Avg Rate 70.8 Bpm Avg. Pressure 2336 Psi. WSI And Secured. Turn Over To W/L.
08:35	0.25	08:50	CTUW	W/L Operation	Turn Well Over To W/L, PU HES FAS Drill CBP, Baker 20 Setting Tool And Stage 2 Perf. Gun. Rig-Up To Well, Equalize To Well Pressure.
08:50	2.00	10:50	PFRT	Perforating	RIH With 3 1/8" PJ Omega Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 9-20-2011 And SLB CBL/CCL Dated 9-27-2011, Found And Correlated To Marker Joints At 3974 - 3994', 4826 - 4827' And 5682 - 5703'. Drop Down, Set CBP At 6102', Pull Up To Depth And Shoot Stage 2 CR-4/CR-3 Zone As Follows; 5901 - 5902, 5915 - 5916, 5929 - 5930, 5947 - 5948, 5958 - 5960, 5972 - 5974, 5986 - 5987, 5993 - 5994, 6001 - 6003, 6019 - 6020, 6035 - 6036, 6043 - 6044, 6057 - 6058, 6077 - 6078. 51 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
10:50	0.17	11:00	PTST	Pressure Test	Turn Well Over To HES, Pressure Test To 8500#, Equalize To Well Pressure.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
11:00	1.50	12:30	FRAC	Frac. Job	Stage 2 CR-4/CR-3 Frac. Open Well, 1460 Psi ICP. Achieved BreakDown At 10.2 Bpm And 2108 Psi., Pumped 3900 Gals. 15% HCL While Dropping 102 Bio Balls. Flush Balls Away With Prod. Wtr. To 10 Bbls. Over Bottom Perf. Volume, Saw Good Ball Action, S/D For 15 Min. After Surging Three Times To Let Balls Fall., Pumped Prod. Wtr. Pad, S/D For ISIP After Stabilized Rate Of 70.6 Bpm And Pressure 3140 Psi., Isip 1764 Psi., .74 F.G., 27/51 Holes Open. Pumped 5 XL Stages With Hybor G 17 Fluid, 2#, 3.0#, 3.5# And 4# 20/40 White Sand Sand, 150#'s Scale Inhibitor Pumped In 2# Stage, SawGood XL(Maintained 21# Linear) Throughout. Flush With Produced Wtr. 15 Bbls. Over Bottom Perf Volume. Pumped 155,910 Gals. Clean Fluid, 79,625 Gals. Was X Link Fluid. 185,500#'s 20/40 White Sand.Total Load To Recover 3901 Bbls.. ISDP 1799 Psi., .74 F.G., Max Rate 70.9 Bpm Max Pressure 3099 Psi. Avg Rate 70.6 Bpm Avg. Pressure 2594 Psi. WSI And Secured. Turn Over To W/L.
12:30	0.25	12:45	CTUW	W/L Operation	Turn Well Over To W/L, PU HES FAS Drill CBP, Baker 20 Setting Tool And Stage 2 Perf. Gun. Rig-Up To Well, Equalize To Well Pressure.
12:45	2.00	14:45	PFRT	Perforating	RIH With 3 1/8" PJ Omega Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 9-20-2011 And SLB CBL/CCL Dated 9-27-2011, Found And Correlated To Marker Joints At 3974 - 3994', 4826 - 4827' And 5682 - 5703'. Drop Down, Set CBP At 5894', Pull Up To Depth And Shoot Stage 3 CR-3/CR-2 Zone As Follows; 5647 - 5648, 5663 - 5664, 5676 - 5677, 5685 - 5686, 5697 - 5698, 5714 - 5715, 5725 - 5726, 5737 - 5738, 5755 - 5756, 5777 - 5778, 5799 - 5800, 5819 - 5820, 5830 - 5831, 5843 - 5844, 5860 - 5861, 5869 - 5870. 48 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
14:45	1.25	16:00	GOP	General Operations	HES ShutDown And Secure Equipment, Refilling FraLine And Movers, ReFill/Heat Staging Area.
16:00	14.00	06:00	LOCL	Lock Wellhead & Secure	SDFD. WSI And Secured.

1-13D-47 BTR 10/16/2011 06:00 - 10/17/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	COMPLETION	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	PTST	Pressure Test	HES On Location At 0430 Hrs., Start Equipment, Prime Up HHP, Pressure Test Iron To 9000#. Run QC Checks On Fluids.
06:30	0.17	06:40	SMTG	Safety Meeting	Safety Meeting With All Personnel On Location. Talked About PPE, Smoking Area, Traffic, Escape Routes, Wind Direction, Red Zones
06:40	1.34	08:00	FRAC	Frac. Job	Stage 3 CR-3/CR-2 Frac. Open Well, 1400 Psi ICP. Achieved BreakDown At 10.0 Bpm And 1814 Psi., Pumped 2600 Gals. 15% HCL While Dropping 78 Bio Balls. Flush Balls Away With Prod. Wtr. To 10 Bbls. Over Bottom Perf. Volume, Saw Good Ball Action, S/D For 15 Min. After Surging Three Times To Let Balls Fall., Pumped Prod. Wtr. Pad, S/D For ISIP After Stabilized Rate Of 71.0 Bpm And Pressure 2967 Psi., Isip 1592 Psi., .72 F.G., 28/39 Holes Open. Pumped 5 XL Stages With Hybor G 17 Fluid, 2#, 3.0#, 3.5# And 4# 20/40 White Sand Sand, 150#'s Scale Inhibitor Pumped In 2# Stage, SawGood XL(Maintained 21# Linear) Throughout. Flush With Produced Wtr. 15 Bbls. Over Bottom Perf Volume. Pumped 127,510 Gals. Clean Fluid, 64,066 Gals. Was X Link Fluid. 155,700#'s 20/40 White Sand.Total Load To Recover 3201 Bbls.. ISDP 1823 Psi., .76 F.G., Max Rate 71.3 Bpm Max Pressure 3037 Psi. Avg Rate 71.2 Bpm Avg. Pressure 2530 Psi. WSI And Secured. Turn Over To W/L.
08:00	0.25	08:15	CTUW	W/L Operation	Turn Well Over To W/L, PU HES FAS Drill CBP, Baker 20 Setting Tool And Stage 2 Perf. Gun. Rig-Up To Well, Equalize To Well Pressure.
08:15	1.08	09:20	PFRT	Perforating	RIH With 3 1/8" PJ Omega Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 9-20-2011 And SLB CBL/CCL Dated 9-27-2011, Found And Correlated To Marker Joints At 3974 - 3994' And 4826 - 4827'. Drop Down, Set CBP At 5632', Pull Up To Depth And Shoot Stage 4 CR-2/Wasatch Zone As Follows; 5375 - 5376, 5393 - 5394, 5405 - 5406, 5417 - 5418, 5439 - 5440, 5467 - 5468, 5485 - 5486, 5498 - 5499, 5513 - 5514, 5529 - 5530, 5550 - 5551, 5588 - 5589, 5607 - 5608. 39 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
09:20	0.17	09:30	PTST	Pressure Test	Turn Well Over To HES, Pressure Test To 8500#, Equalize To Well Pressure.



Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
09:30	1.25	10:45	FRAC	Frac. Job	Stage 4 CR-2/Wasatch Frac. Open Well, 1350 Psi ICP. Achieved BreakDown At 8.1 Bpm And 2303 Psi., Pumped 2600 Gals. 15% HCL While Dropping 78 Bio Balls. Flush Balls Away With Prod. Wtr. To 10 Bbls. Over Bottom Perf. Volume, Saw Good Ball Action, S/D For 15 Min. After Surging Three Times To Let Balls Fall., Pumped Prod. Wtr. Pad, S/D For ISIP After Stabilized Rate Of 72.2 Bpm And Pressure 3800 Psi., Isip 1605 Psi., .73 F.G., 20/39 Holes Open. Pumped 5 XL Stages With Hybor G 17 Fluid, 2#, 3.0#, 3.5# And 4# 20/40 White Sand Sand, 150#'s Scale Inhibitor Pumped In 2# Stage, SawGood XL(Maintained 21# Linear) Throughout. Flush With Produced Wtr. 15 Bbls. Over Bottom Perf Volume. Pumped 130,365 Gals. Clean Fluid, 64,609 Gals. Was X Link Fluid. 156,800#'s 20/40 White Sand.Total Load To Recover 3260 Bbls.. ISDP 1911 Psi., .79 F.G., Max Rate 71.9 Bpm Max Pressure 3428 Psi. Avg Rate 71.7 Bpm Avg. Pressure 2794 Psi. WSI And Secured. Turn Over To W/L.
10:45	0.33	11:05	CTUW	W/L Operation	Turn Well Over To W/L, PU HES FAS Drill CBP, Baker 20 Setting Tool And Stage 2 Perf. Gun. Rig-Up To Well, Equalize To Well Pressure.
11:05	1.00	12:05	PFRT	Perforating	RIH With 3 1/8" PJ Omega Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 9-20-2011 And SLB CBL/CCL Dated 9-27-2011, Found And Correlated To Marker Joints At 3974 - 3994', 4826 - 4827' And 5682 - 5703'. Drop Down, Set CBP At 5366', Pull Up To Depth And Shoot Stage 5 Wasatch/CR-1A/CR-1/UteLand Butte Zone As Follows; 5113 - 5114, 5123 - 5124, 5145 - 5146, 5166 - 5167, 5199 - 5200, 5209 - 5210, 5219 - 5220, 5237 - 5238, 5257 - 5258, 5266 - 5267, 5297 - 5298, 5313 - 5314, 5337 - 5338. 39 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
12:05	0.33	12:25	PTST	Pressure Test	Turn Well Over To HES, Pressure Test To 8500#, Equalize To Well Pressure.
12:25	1.42	13:50	FRAC	Frac. Job	Stage 5 Wasatch/CR-1A/CR-1/UteLand Butte Frac. Open Well, 1305 Psi ICP. Achieved BreakDown At 6.6 Bpm And 2014 Psi., Pumped 2600 Gals. 15% HCL While Dropping 78 Bio Balls. Flush Balls Away With Prod. Wtr. To 10 Bbls. Over Bottom Perf. Volume, Saw Good Ball Action, S/D For 15 Min. After Surging Three Times To Let Balls Fall., Pumped Prod. Wtr. Pad, S/D For ISIP After Stabilized Rate Of 70.0 Bpm And Pressure 4309 Psi., Isip 1567 Psi., .74 F.G., 17/39 Holes Open. Pumped 6 XL Stages With Hybor G 17 Fluid, 1# 100 Mesh, 1#, 2#, 3.0#, 3.5# And 4# 20/40 White Sand Sand, 150#'s Scale Inhibitor Pumped In 2# Stage, SawGood XL(Maintained 21# Linear) Throughout. Flush With Produced Wtr. 15 Bbls. Over Bottom Perf Volume. Pumped 144,780 Gals. Clean Fluid, 78,013 Gals. Was X Link Fluid. 19,700# 100 Mesh, 167,100#'s 20/40 White Sand.Total Load To Recover 3649 Bbls.. ISDP 1926 Psi., .81 F.G., Max Rate 70.3 Bpm Max Pressure 3545 Psi. Avg Rate 69.4 Bpm Avg. Pressure 2985 Psi. WSI And Secured. Turn Over To W/L.
13:50	0.33	14:10	CTUW	W/L Operation	Turn Well Over To W/L, PU HES FAS Drill CBP, Baker 20 Setting Tool And Stage 2 Perf. Gun. Rig-Up To Well, Equalize To Well Pressure.
14:10	1.08	15:15	PFRT	Perforating	RIH With 3 1/8" PJ Omega Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 9-20-2011 And SLB CBL/CCL Dated 9-27-2011, Found And Correlated To Marker Joints At 3974 - 3994', 4826 - 4827' And 5682 - 5703'. Drop Down, Set CBP At 5100', Pull Up To Depth And Shoot Stage 6 UteLand Butte/Castle Peak Zone As Follows; 4881 - 4882, 4892 - 4893, 4901 - 4902, 4916 - 4917, 4925 - 4926, 4941 - 4942, 4967 - 4968, 4985 - 4986, 4995 - 4996, 5025 - 5026, 5036 - 5037, 5053 - 5054, 5076 - 5077. 39 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
15:15	1.25	16:30	GOP	General Operations	HES And SLB ShutDown And Secure Equipment, Refilling Wwater And Sand Movers, Reheating Staging.
16:30	13.50	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured, SDFD.

1-13D-47 BTR 10/17/2011 06:00 - 10/18/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.34	06:20	PTST	Pressure Test	HES On Location At 0430 Hrs., Start Equipment, Prime Up HHP, Pressure Test Iron To 9000#. Run QC Checks On Fluids.
06:20	0.34	06:40	SMTG	Safety Meeting	Safety Meeting With All Personnel On Location. Talked About PPE, Smoking Area, Traffic, Escape Routes, Wind Direction, Red Zones



Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
06:40	1.41	08:05	FRAC	Frac. Job	Stage 6 UteLand Butte/Castle Peak Frac. Open Well, 1100 Psi ICP. Achieved BreakDown At 6.1 Bpm And 1757 Psi., Pumped 2600 Gals. 15% HCL While Dropping 78 Bio Balls. Flush Balls Away With Prod. Wtr. To 10 Bbls. Over Bottom Perf. Volume, Saw Good Ball Action, S/D For 15 Min. After Surging Three Times To Let Balls Fall., Pumped Prod. Wtr. Pad, S/D For ISIP After Stabilized Rate Of 71.9 Bpm And Pressure 3244 Psi., Isip 1364 Psi., .71 F.G., 23/39 Holes Open. Pumped 6 XL Stages With Hybor G 17 Fluid, 1# 100 Mesh, 1#, 2#, 3.0#, 3.5# And 4# 20/40 White Sand Sand, 150#'s Scale Inhibitor Pumped In 2# Stage, SawGood XL(Maintained 21# Linear) Throughout. Flush With Produced Wtr. 15 Bbls. Over Bottom Perf Volume. Pumped 137,295 Gals. Clean Fluid, 73,126 Gals. Was X Link Fluid. 18,400# 100 Mesh, 152,000#'s 20/40 White Sand.Total Load To Recover 3437 Bbls., ISDP 1413 Psi., .73 F.G., Max Rate 74.2 Bpm Max Pressure 3000 Psi. Avg Rate 70.2 Bpm Avg. Pressure 2580 Psi. WSI And Secured. Turn Over To W/L.
08:05	0.33	08:25	CTUW	W/L Operation	Turn Well Over To W/L, PU HES FAS Drill CBP, Baker 20 Setting Tool And Stage 2 Perf. Gun. Rig-Up To Well, Equalize To Well Pressure.
08:25	0.92	09:20	PFRT	Perforating	RIH With 3 1/8" PJ Omega Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 9-20-2011 And SLB CBL/CCL Dated 9-27-2011, Found And Correlated To Marker Joints At 3974 - 3994'. Drop Down, Set CBP At 4840', Pull Up To Depth And Shoot Stage 7 Castle Peak Zone As Follows; 4605 - 4606, 4653 - 4654, 4697 - 4698, 4707 - 4708, 4725 - 4726, 4735 - 4736, 4743 - 4744, 4760 - 4761, 4779 - 4780, 4789 - 4790, 4802 - 4803, 4813 - 4814, 4820 - 4821. 39 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
09:20	0.25	09:35	PTST	Pressure Test	Turn Well Over To HES, Pressure Test To 8500#, Equalize To Well Pressure.
09:35	1.33	10:55	FRAC	Frac. Job	Stage 7 Castle Peak Frac. Open Well, 770 Psi ICP. Achieved BreakDown At 7.8 Bpm And 1846 Psi., Pumped 2600 Gals. 15% HCL While Dropping 78 Bio Balls. Flush Balls Away With Prod. Wtr. To 10 Bbls. Over Bottom Perf. Volume, Saw Good Ball Action, S/D For 15 Min. After Surging Three Times To Let Balls Fall., Pumped Prod. Wtr. Pad, S/D For ISIP After Stabilized Rate Of 70.3 Bpm And Pressure 2665 Psi., Isip 1340 Psi., .73 F.G., 26/39 Holes Open. Pumped 6 XL Stages With Hybor G 17 Fluid, 1# 100 Mesh, 1#, 2#, 3.0#, 3.5# And 4# 20/40 White Sand Sand, 150#'s Scale Inhibitor Pumped In 2# Stage, SawGood XL(Maintained 21# Linear) Throughout. Flush With Produced Wtr. 15 Bbls. Over Bottom Perf Volume. Pumped 138,223 Gals. Clean Fluid, 74,314 Gals. Was X Link Fluid. 18,400# 100 Mesh, 157,400#'s 20/40 White Sand.Total Load To Recover 3471 Bbls., ISDP 1584 Psi., .78 F.G., Max Rate 70.4 Bpm Max Pressure 2731 Psi. Avg Rate 70.2 Bpm Avg. Pressure 2375 Psi. WSI And Secured. Turn Over To W/L.
10:55	0.25	11:10	CTUW	W/L Operation	Turn Well Over To W/L, PU HES FAS Drill CBP, Baker 20 Setting Tool And Stage 2 Perf. Gun. Rig-Up To Well, Equalize To Well Pressure.
11:10	1.00	12:10	PFRT	Perforating	RIH With 3 1/8" PJ Omega Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 9-20-2011 And SLB CBL/CCL Dated 9-27-2011, Found And Correlated To Marker Joints At 3974 - 3994' Drop Down, Set CBP At 4596', Pull Up To Depth And Shoot Stage 8 Black Shale Zone As Follows; 4441 - 4442, 4449 - 4450, 4455 - 4456, 4462 - 4463, 4473 - 4474, 4485 - 4486, 4499 - 4500, 4529 - 4530, 4558 - 4559, 4568 - 4570, 4575 - 4576. 36 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
12:10	0.08	12:15	PTST	Pressure Test	Turn Well Over To HES, Pressure Test To 8500#, Equalize To Well Pressure.
12:15	1.17	13:25	FRAC	Frac. Job	Stage 8 Black Shale Frac. Open Well, 1270 Psi ICP. Achieved BreakDown At 10.4 Bpm And 1683 Psi., Pumped 2600 Gals. 15% HCL While Dropping 78 Bio Balls. Flush Balls Away With Prod. Wtr. To 10 Bbls. Over Bottom Perf. Volume, Saw Good Ball Action, S/D For 15 Min. After Surging Three Times To Let Balls Fall., Pumped Prod. Wtr. Pad, S/D For ISIP After Stabilized Rate Of 70.0 Bpm And Pressure 3815 Psi., Isip 1676 Psi., .81 F.G., 19/39 Holes Open. Pumped 6 XL Stages With Hybor G 17 Fluid, 1# 100 Mesh, 1#, 2#, 3.0#, 3.5# And 4# 20/40 White Sand Sand, 150#'s Scale Inhibitor Pumped In 2# Stage, SawGood XL(Maintained 21# Linear) Throughout. Flush With Produced Wtr. 15 Bbls. Over Bottom Perf Volume. Pumped 110,030 Gals. Clean Fluid, 58,327 Gals. Was X Link Fluid. 15,360# 100 Mesh, 125,560#'s 20/40 White Sand.Total Load To Recover 2791 Bbls., ISDP 1946 Psi., .87 F.G., Max Rate 70.1 Bpm Max Pressure 3532 Psi. Avg Rate 69.8 Bpm Avg. Pressure 3130 Psi. WSI And Secured. Turn Over To W/L.
13:25	0.50	13:55	CTUW	W/L Operation	Turn Well Over To W/L, PU HES FAS Drill CBP, Baker 20 Setting Tool And Rig-Up To Well, Equalize To Well Pressure.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
13:55	1.00	14:55	PFRT	Perforating	RIH With 3 1/8" PJ Omega Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 9-20-2011 And SLB CBL/CCL Dated 9-27-2011, Found And Correlated To Marker Joints At 3974 - 3994'. Drop Down, Set CBP At 4410' (Kill Plug). POOH. LD Tools. WSI And Secured.
14:55	3.08	18:00	GOP	General Operations	HES And SLB Rig Down Equipment, MOL, RD Fill Manifold Off Frac Line, Bottom Out Tanks, Batch For WO.
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured, SDFD.

1-13D-47 BTR 10/19/2011 06:00 - 10/20/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	COMPLETION	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.00	14:00	LOCL	Lock Wellhead & Secure	WSI.
14:00	1.00	15:00	SRIG	Rig Up/Down	MIRU w/o Rig
15:00	0.50	15:30	BOPI	Install BOP's	ND Frac Tree, NU BOP
15:30	0.50	16:00	SRIG	Rig Up/Down	RU work Floor & Tbg. equip.
16:00	1.00	17:00	GOP	General Operations	Unload Tbg.
17:00	13.00	06:00	LOCL	Lock Wellhead & Secure	Secure well, SDFN.

1-13D-47 BTR 10/20/2011 06:00 - 10/21/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	COMPLETION	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI.
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting
07:30	1.50	09:00	GOP	General Operations	Change out annular element, Change Rams back to 2 7/8". Unload Tbg.
09:00	3.00	12:00	RUTB	Run Tubing	PU 4 5/8"Chomp Mill, 1 Jt. 2 7/8" L80 EUE., 2.205" XN-Nipple, 1 Jt. 2 7/8", 2.313" X-Nipple, Cont. PU Tbg., Tag Kill Plug @ 4410', Lay down 1 Jt.
12:00	0.50	12:30	SRIG	Rig Up/Down	RU Power Swivel.
12:30	3.50	16:00	DOPG	Drill Out Plugs	Load Tbg. @ 2 Bbls./min. Cut rate to 1 Bbls./min. Establish Circ. w/ rig pump @ 1 Bbls./min. Returning Thru Flowback manifold to Open top tank. Returning no more than 2 Bbls./min. Thru-out the drill out. Drill Plugs as Follows: Kill Plg. @ 4410' Csg.-700# Plg. @ 4596', 25' of sand Csg.-800# Circulate bottoms up. Increased Pump rate to 2 Bbls./min. and increased return rate to 3 Bbls./min. Cont. Flowing Csg. Recovering 120 Bbls. @ 2 Bbls./min.
16:00	1.00	17:00	GOP	General Operations	Drain fluid equip.
17:00	13.00	06:00	LOCL	Lock Wellhead & Secure	Secure well, SDFN.

1-13D-47 BTR 10/21/2011 06:00 - 10/22/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	COMPLETION	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI. SICP-900#
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting.



Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
07:30	10.00	17:30	DOPG	Drill Out Plugs	Make Connections to next Plug. Establish Circ. w/ rig pump @ 1 Bbls./min. Returning Thru Flowback manifold to Open top tank. Returning no more than 2 Bbls./min. Thru-out the drill out. Drill Plugs as Follows: Plg. @ 4840', 25' of sand Csg.-700# Plg. @ 5100', 35' of sand Csg.-600# Plg. @ 5366', 35' of sand Csg.-700# Plg. @ 5632', 65' of sand Csg.-700# Plg. @ 5894', 65' of sand Csg.-700# Plg. @ 6102'. 95' of sand Csg.-700# Clean out to FC @ 6501'. 200' of sand Csg.-600# Leaving 103' of Rat Hole. Circulate bottoms up. Increased Pump rate to 2 Bbls./min. and increased return rate to 3 Bbls./min. Cont. Flowing Csg. Thru the Night on a 28/64 Choke. Total of 750 Bbls. Pumped for drill out.
17:30	0.50	18:00	SRIG	Rig Up/Down	RD Power Swivel.
18:00	0.50	18:30	PULT	Pull Tubing	Lay down 15 Jts., 24 Jts. out, Need to lay down 52 Jts. in the a.m.
18:30	11.50	06:00	FBCK	Flowback Well	Flow back Csg. on a 28/64 to open top tanks thru the night.

1-13D-47 BTR 10/22/2011 06:00 - 10/23/2011 06:00

API/UWI 43-013-50445	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 6,560.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com																																																																																																																														
06:00	1.00	07:00	FBCK	Flowback Well	Flowback to open top tanks.																																																																																																																														
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting																																																																																																																														
07:30	1.00	08:30	PULT	Pull Tubing	Cont. to Lay down Tbg. to landing depth. Shut in Csg. Wash bowl w/10 Bbls. down Csg. PU Tbg. Hanger, Stage thru BOP stack. Test Hanger. Land Tbg. As follows: Des: Tubing - Production Set Depth (ftKB): 4,381.1 Run Date: 2011/10/21 17:00 Pull Date: Tubing Components <table border="1"> <thead> <tr> <th>Jts (ft)</th> <th>Item Des</th> <th>OD (in)</th> <th>ID (in)</th> <th>Wt (lb/ft)</th> <th>Grade</th> <th>Top</th> <th>Thread</th> <th>Len</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Tubing Hanger</td> <td>5</td> <td>2.441</td> <td>6.5</td> <td>L-80</td> <td>0.44</td> <td>0</td> <td>0.5</td> </tr> <tr> <td>136</td> <td>Tubing 2 7/8</td> <td>2.441</td> <td>6.5</td> <td>L-80</td> <td>4,313.58</td> <td>0.5</td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td>4,314.00</td> <td></td> <td></td> <td></td> </tr> <tr> <td>1</td> <td>X Profile Nipple</td> <td>2 7/8</td> <td>2.313</td> <td>6.5</td> <td>L-80</td> <td>1.17</td> <td>4,314.00</td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td>4,315.20</td> <td></td> <td></td> <td></td> </tr> <tr> <td>1</td> <td>Tubing 2 7/8</td> <td>2.441</td> <td>6.5</td> <td>L-80</td> <td>31.81</td> <td>4,315.20</td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td>4,347.00</td> <td></td> <td></td> <td></td> </tr> <tr> <td>1</td> <td>XN Nipple</td> <td>2 7/8</td> <td>2.205</td> <td>6.5</td> <td>L-80</td> <td>1.25</td> <td>4,347.00</td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td>4,348.30</td> <td></td> <td></td> <td></td> </tr> <tr> <td>1</td> <td>Tubing 2 7/8</td> <td>2.441</td> <td>6.5</td> <td>L-80</td> <td>31.88</td> <td>4,348.30</td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td>4,380.20</td> <td></td> <td></td> <td></td> </tr> <tr> <td>1</td> <td>Pump Off Bit Sub</td> <td></td> <td>3 1/8</td> <td>2.441</td> <td>6.5</td> <td></td> <td>0.95</td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td>4,380.20</td> <td>4,381.10</td> <td></td> <td></td> </tr> </tbody> </table>	Jts (ft)	Item Des	OD (in)	ID (in)	Wt (lb/ft)	Grade	Top	Thread	Len	1	Tubing Hanger	5	2.441	6.5	L-80	0.44	0	0.5	136	Tubing 2 7/8	2.441	6.5	L-80	4,313.58	0.5								4,314.00				1	X Profile Nipple	2 7/8	2.313	6.5	L-80	1.17	4,314.00							4,315.20				1	Tubing 2 7/8	2.441	6.5	L-80	31.81	4,315.20								4,347.00				1	XN Nipple	2 7/8	2.205	6.5	L-80	1.25	4,347.00							4,348.30				1	Tubing 2 7/8	2.441	6.5	L-80	31.88	4,348.30								4,380.20				1	Pump Off Bit Sub		3 1/8	2.441	6.5		0.95							4,380.20	4,381.10		
Jts (ft)	Item Des	OD (in)	ID (in)	Wt (lb/ft)	Grade	Top	Thread	Len																																																																																																																											
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1	Tubing 2 7/8	2.441	6.5	L-80	31.81	4,315.20																																																																																																																													
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1	XN Nipple	2 7/8	2.205	6.5	L-80	1.25	4,347.00																																																																																																																												
					4,348.30																																																																																																																														
1	Tubing 2 7/8	2.441	6.5	L-80	31.88	4,348.30																																																																																																																													
					4,380.20																																																																																																																														
1	Pump Off Bit Sub		3 1/8	2.441	6.5		0.95																																																																																																																												
					4,380.20	4,381.10																																																																																																																													
08:30	0.50	09:00	SRIG	Rig Up/Down	RD Tbg. Equip. & work floor.																																																																																																																														
09:00	1.00	10:00	BOPR	Remove BOP's	ND Annular, Mud Cross & Double gate. NU Production Tree.																																																																																																																														

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
10:00	0.50	10:30	GOP	General Operations	Pump off Bit, Released @ 1500# Chased w/ 30 Bbls. @ 5 Bbls./min.,
10:30	11.00	21:30	FBCK	Flowback Well	Tie in Sales line, RU Sand can to tbg.
21:30	1.00	22:30	WLWK	Wireline	RU Delsco Slick line, RIH Tag FC @ 6501'. RDMO Slick line.
22:30	7.50	06:00	FBCK	Flowback Well	Hand well over to Production.

1-13D-47 BTR 10/23/2011 06:00 - 10/24/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50445	Utah	Duchesne	Black Tail Ridge	COMPLETION	6,560.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00		06:00			Well still flowing to sales. As of 06:00, Flowback to Production. Total load water to recover 27,142 bbls As of 05:30 Choke 22/64 CSG P-1950 BOPH- 4.5 BWPH-56.2 BORL24hr- 63 BWRL24hr- 844 MCF- Flared BWLTR-21172 Total Oil-63 Total water- 844 7% oil, 93% water. Trace sand Cleaned out flow back tanks. knocked down containment berms down.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
SUNDRY NOTICES AND REPORTS ON WELLS		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
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.		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 1-13D-47 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013504450000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0928 FNL 0361 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 13 Township: 04.0S Range: 07.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/8/2011 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input 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 type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
<p>BBC hereby requests permission to flare the subject well for production testing purposes for up to 30 days, or no more than 50 mmcf. Please see attached synopsis explaining the flaring situation on this location.</p> <p style="text-align: right;">Approved by the Utah Division of Oil, Gas and Mining</p> <p style="text-align: right;">Date: <u>11/09/2011</u></p> <p style="text-align: right;">By: <u><i>Derek Duff</i></u></p>		
NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A		DATE 11/8/2011

Please Review Attached Conditions of Approval

RECEIVED Nov. 08, 2011



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 43013504450000

Approval valid through the lesser of the following scenarios: 1) November 21, 2011, 2) up to 50 MMCF total gas flared or vented, 3) when the pipeline is complete or 4) when completion fluid has been recovered to where shutting in the well will not have an adverse impact on the well or the producing reservoir. Beyond that time only 1800 mcf/month is allowed without approval or order of the Board (R649-3-20-5). Approval granted based on extended testing necessary for stepout development (R649-3-20-3), ongoing completion flowback and adverse impact on reservoir and well by shutting in the well (R649-3-20-4.2).

On October 22nd, 2011 the BTR 1-13D-47 began initial flowback. This is a step out well to the west of current BBC production and is a test well to determine if continued drilling to the west should proceed. The first 24hr production rate was 256 BO, 1,206 MCF, 1,164 BW. The oil and gas rates were above expectations and the well was put on production test. With the success of the initial production, it was determined it would be detrimental to shut in the well. 30,582 barrels of gelled frac fluid were used to complete the well. Flow back of the frac fluid is critical to maintaining the reservoir quality and long term performance of the well. Shutting in the well with fracture fluid would cause a detrimental skin to be created on the formation by dehydration of the gelled fluid and potentially critically reduce the productivity of the well.

The well is currently producing 287 BO, 956 MCF, 166 BW and has only recovered 23% of completion fluid. A pipeline is currently under construction and expected to be complete within 30 days of initial production. Oil is the primary product of a Green River Wasatch well. Conserving the secondary gas product by shutting in the well could be economically detrimental by reducing the well productivity and reducing the ultimate recovery of the well.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
SUNDRY NOTICES AND REPORTS ON WELLS		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
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.		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 1-13D-47 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013504450000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0928 FNL 0361 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 13 Township: 04.0S Range: 07.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/8/2011 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input 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 type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
BBC hereby requests permission to flare the subject well for production testing purposes for up to 30 days, or no more than 50 mmcf. Please see attached synopsis explaining the flaring situation on this location.		
		Approved by the Utah Division of Oil, Gas and Mining Date: 11/09/2011 By: <u>Dark K. Quist</u>
NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A		DATE 11/8/2011

Please Review Attached Conditions of Approval

RECEIVED Nov. 08, 2011



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 43013504450000

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The well is currently producing 287 BO, 956 MCF, 166 BW and has only recovered 23% of completion fluid. A pipeline is currently under construction and expected to be complete within 30 days of initial production. Oil is the primary product of a Green River Wasatch well. Conserving the secondary gas product by shutting in the well could be economically detrimental by reducing the well productivity and reducing the ultimate recovery of the well.

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:
20G0005608

SUNDRY NOTICES AND REPORTS ON WELLS

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

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
UTE

7. UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
1-13D-47 BTR

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER:
43013504450000

3. ADDRESS OF OPERATOR:
1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER:
303 312-8164 Ext

9. FIELD and POOL or WILDCAT:
UNDESIGNATED

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0928 FNL 0361 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NENE Section: 13 Township: 04.0S Range: 07.0W Meridian: U

COUNTY:
DUCHESNE

STATE:
UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 12/15/2011 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text" value="Lease"/>

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

This sundry is to notify that this well has earned the tribal lease
1420H626421: 560 Acres; Sec. 13: S/2, S/2 N/2, NE NE, NE NW.

NAME (PLEASE PRINT)
Venessa Langmacher

PHONE NUMBER
303 312-8172

TITLE
Senior Permit Analyst

SIGNATURE
N/A

DATE
12/21/2011

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. 2OG0005608

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

8. Lease Name and Well No. 1-13D-47 BTR

9. API Well No. 43-013-50445

10. Field and Pool, or Exploratory UNDESIGNATED

11. Sec., T., R., M., or Block and Survey or Area Sec 13 T4S R7W Mer UBM

12. County or Parish DUCHESNE 13. State UT

17. Elevations (DF, KB, RT, GL)* 5878 GL

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

2. Name of Operator BILL BARRETT CORPORATION Contact: MEGAN FINNEGAN E-Mail: mfinnegan@billbarrettcorp.com

3. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202 3a. Phone No. (include area code) Ph: 303-299-9949

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
 At surface NENE 928FNL 361FEL
 At top prod interval reported below NENE 803FNL 835FEL
 At total depth NENE 820FNL 822FEL

14. Date Spudded 09/08/2011 15. Date T.D. Reached 09/20/2011 16. Date Completed D & A Ready to Prod. 10/22/2011

18. Total Depth: MD 6560 TVD 6516 19. Plug Back T.D.: MD 6502 TVD 6464 20. Depth Bridge Plug Set: MD TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each) CBL/BOREHOLE, TRIPLE COMBO (MUD/TEMPERATURE)

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
24.000	16.000 COND	84.0	0	104	104			0	
12.250	9.625 J-55	36.0	0	1287	1260	517	169	0	
8.750	5.500 P-110	17.0	0	6580	6548	1055	353	624	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	4381							

25. Producing Intervals 26. Perforation Record

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	4441	5077	4441 TO 5077	0.440	114	OPEN
B) WASATCH	5113	6398	5113 TO 6398	0.440	231	OPEN
C)						
D)						

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

Depth Interval	Amount and Type of Material
4441 TO 5077	GREEN RIVER: SEE TREATMENT STAGES 6 - 8
5113 TO 6398	WASATCH: SEE TREATMENT STAGES 1 - 5

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
10/22/2011	10/25/2011	24	→	350.0	1702.0	615.0	52.0		FLOWS FROM WELL
Choke Size 20/64	Tbg. Press. Flwg. SI 1195	Cg. Press. 1700.0	24 Hr. Rate →	Oil BBL 350	Gas MCF 1702	Water BBL 615	Gas:Oil Ratio 4863		Well Status POW

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						NOV 22 2011
Choke Size	Tbg. Press. Flwg. SI	Cg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio		Well Status

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NOV 22 2011

DIV. OF OIL, GAS & MINING

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	Cog. 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	Cog. 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	881
				MAHOGANY	1463
				DOUGLAS CREEK	3656
				BLACK SHALE	4438
				CASTLE PEAK	4476
				UTELAND BUTTE	4553
				WASATCH	5106
				TD	6560

32. Additional remarks (include plugging procedure):

TOC was calculated by CBL. CBL mailed due to file size. First gas sales was on 10/22/2011. First oil sales was on 10/24/2011. Conductor was set with grout. Attached is Treatment Data.

33. Circle enclosed attachments:

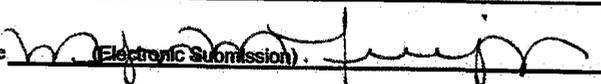
- | | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (1 full set req'd.) | 2. Geologic Report | 3. DST Report | 4. Directional Survey |
| 5. Sundry Notice for plugging and cement verification | 6. Core Analysis | 7 Other: | |

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 #123884 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal

Name (please print) MEGAN FINNEGAN

Title PERMIT ANALYST

Signature  (Electronic Submission)

Date 11/22/2011

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 ****

1-13D-47 BTR Completion Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)		
AMOUNT AND TYPE OF MATERIAL		
<u>Stage</u>	<u>Bbls Slurry</u>	<u>lbs 20/40White Sand</u>
1	3,333	128,600
2	3,912	155,000
3	3,299	131,000
4	3,273	131,500
5	3,679	136,800
6	3,453	121,300
7	3,483	128,700
8	2,789	94,760

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

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NOV 22 2011
DIV. OF OIL, GAS & MINING

Bill Barrett Corp

Duchesne County, UT (NAD 1927)

Sec. 13-T4S-R7W

1-13D-47 BTR

Plan B Rev 0

Survey: Sperry MWD Surveys

Sperry Drilling Services Standard Report

04 November, 2011

Well Coordinates: 658,409.38 N, 2,247,306.90 E (40° 08' 15.56" N, 110° 36' 55.54" W)

Ground Level: 5,876.00 ft

Local Coordinate Origin:	Centered on Well 1-13D-47 BTR
Viewing Datum:	RKB 24 @ 5900.00ft (H&P 319)
TVDs to System:	N
North Reference:	True
Unit System:	API - US Survey Feet - Custom

Geodetic Scale Factor Applied

Version: 2003.16 Build: 43i

RECEIVED

NOV 22 2011

DIV. OF OIL, GAS & MINING

HALLIBURTON

SPERRY-SUN DRILLING SERVICES

CERTIFIED SURVEY WORK SHEET

OPERATOR:	Bill Barrett Corp.
WELL:	1-13D-47 BTR
FIELD:	BTR
RIG:	H&P 319
LEGALS:	Sec. 13-T4S-R7W
COUNTY:	Duchesne
STATE:	Utah
CAL. METHOD:	Min. Curv.
MAG. DECL. APPLIED:	11.558°
VERTICAL SEC. DIR. :	284.39°

SSDS Job Number :	8389272
Start Date of Job :	9/13/2011
End Date of Job :	9/20/2011
Lead Directional Driller:	Steve Krueger
	John Masterson
Other SSDS DD's :	0
SSDS MWD Engineers :	Jesse Marker
	Taylor Jenkins

Geo Pilot Engineer :

	Main Hole =====>		1st Side Track =====>		2nd Side Track =====>		3rd Side Track =====>		4th Side Track =====>	
Surface Casing	1260'	Tie-on		Tie On		Tie On		Tie On		Tie On
First Wireline Survey		SS		MWD						
Last Wireline Survey		SS								
KOP Depth/Sidetrack MD	104'	KOP		KOP-ST1		KOP-ST2		KOP-ST3		KOP-ST4
MWD Tie-on										
First MWD Survey Depth	133'	MWD		MWD		MWD		MWD		MWD
Last MWD Survey Depth	6508'	MWD		MWD		MWD		MWD		MWD
Bit Extrapolation @ TD	6560'	T.D.		T.D.		T.D.		T.D.		T.D.

The following Sperry Drilling Services personnel, certify the above survey information to be accurate to the best of our knowledge:

Print Name : Steve Krueger Print Name : John Masterson Print Name : 0

Sign Name : *Steve Krueger* Sign Name : *John Masterson* Sign Name :

Print Name : Jesse Marker Print Name : Taylor Jenkins Print Name :

Sign Name : Sign Name : Sign Name :

Examples of Survey Types:

- TieOn Tie On to Surface Casing (Assumed Vertical), Tie On to existing MWD Survey (prior drilled hole)
- MWD Sperry-Sun Drilling Services (SSDS) Measurement While Drilling (MWD) Survey's
- ESS Sperry-Sun Drilling Services (SSDS) Electronic Survey System (ESS) Survey's
- Gyro Gyro Survey's ; Provided by third party vendor, or by Sperry-Sun Drilling Services (SSDS)
- SS Single Shot (SS) Survey's ; Provided by Sperry-Sun Drilling Services (SSDS) or third party vendor.

Survey Report for 1-13D-47 BTR - Sperry MWD Surveys

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
133.00	0.38	160.62	133.00	-0.42	0.15	-0.25	0.29
First Sperry MWD Survey @ 133.00 ft							
164.00	0.48	170.14	164.00	-0.64	0.20	-0.36	0.40
211.00	0.21	199.52	211.00	-0.92	0.21	-0.43	0.67
258.00	0.20	258.61	258.00	-1.01	0.10	-0.35	0.43
297.00	0.29	295.56	297.00	-0.98	-0.06	-0.19	0.45
341.00	0.66	315.62	341.00	-0.76	-0.34	0.14	0.91
388.00	0.76	311.65	387.99	-0.35	-0.76	0.65	0.24
433.00	0.91	316.68	432.99	0.10	-1.23	1.21	0.37
480.00	1.14	317.11	479.98	0.72	-1.80	1.92	0.49
525.00	1.01	309.71	524.97	1.30	-2.41	2.66	0.42
616.00	0.81	288.99	615.96	2.02	-3.63	4.02	0.42
707.00	0.76	276.41	706.95	2.30	-4.84	5.26	0.20
799.00	0.93	297.33	798.94	2.71	-6.11	6.59	0.38
890.00	0.89	301.21	889.93	3.41	-7.37	7.99	0.08
984.00	0.98	297.23	983.92	4.16	-8.71	9.47	0.12
1,079.00	0.98	308.88	1,078.90	5.04	-10.07	11.00	0.21
1,173.00	1.50	312.93	1,172.88	6.38	-11.59	12.82	0.56
1,283.00	1.47	306.81	1,282.84	8.21	-13.78	15.39	0.15
1,317.00	1.45	301.31	1,316.83	8.69	-14.49	16.20	0.42
1,364.00	2.59	306.71	1,363.80	9.64	-15.85	17.75	2.46
1,411.00	3.36	298.28	1,410.74	10.93	-17.92	20.07	1.88
1,459.00	4.21	295.87	1,458.64	12.36	-20.74	23.16	1.80
1,506.00	4.98	292.79	1,505.48	13.90	-24.17	26.87	1.72
1,553.00	5.63	292.49	1,552.28	15.58	-28.19	31.17	1.38
1,600.00	6.08	287.22	1,599.04	17.20	-32.69	35.94	1.49
1,647.00	6.53	285.18	1,645.75	18.63	-37.65	41.10	1.07
1,694.00	7.48	287.40	1,692.40	20.25	-43.15	46.83	2.10
1,742.00	8.67	286.36	1,739.92	22.20	-49.60	53.56	2.50
1,789.00	9.56	288.15	1,786.33	24.41	-56.71	61.00	1.99
1,836.00	9.57	287.10	1,832.68	26.78	-64.15	68.79	0.37
1,883.00	10.10	284.42	1,878.99	28.95	-71.88	76.82	1.49
1,930.00	11.56	284.76	1,925.15	31.18	-80.42	85.65	3.11
1,977.00	13.03	287.70	1,971.07	33.99	-90.03	95.65	3.40
2,025.00	13.38	288.51	2,017.80	37.40	-100.45	106.59	0.82
2,072.00	12.93	288.18	2,063.57	40.77	-110.60	117.26	0.97
2,119.00	12.90	287.92	2,109.38	44.02	-120.59	127.74	0.14
2,213.00	12.32	286.51	2,201.11	50.10	-140.19	148.24	0.70
2,308.00	11.59	287.20	2,294.05	55.80	-159.02	167.90	0.78
2,402.00	12.11	289.23	2,386.05	61.84	-177.35	187.16	0.71
2,496.00	12.69	287.86	2,477.85	68.26	-196.49	207.29	0.69
2,591.00	11.88	281.58	2,570.68	73.42	-216.00	227.47	1.64
2,685.00	12.07	286.20	2,662.64	78.10	-234.92	246.96	1.04
2,779.00	12.02	287.43	2,754.57	83.78	-253.69	266.55	0.28
2,874.00	12.09	287.02	2,847.47	89.65	-272.64	286.37	0.12
2,968.00	12.13	289.27	2,939.38	95.79	-291.38	306.05	0.50
3,062.00	12.53	285.79	3,031.22	101.83	-310.52	326.08	0.90
3,157.00	12.47	287.16	3,123.96	107.66	-330.23	346.63	0.32
3,251.00	11.77	285.40	3,215.87	113.20	-349.17	366.35	0.84

Survey Report for 1-13D-47 BTR - Sperry MWD Surveys

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
3,346.00	11.05	284.55	3,308.99	118.06	-367.33	385.14	0.78
3,440.00	9.70	286.41	3,401.45	122.56	-383.64	402.06	1.48
3,534.00	8.32	287.13	3,494.29	126.80	-397.74	416.77	1.47
3,629.00	7.31	277.17	3,588.41	129.58	-410.30	429.63	1.77
3,723.00	7.26	283.31	3,681.65	131.69	-422.02	441.51	0.83
3,818.00	6.81	281.43	3,775.94	134.19	-433.38	453.13	0.53
3,912.00	5.36	267.20	3,869.41	135.08	-443.23	462.89	2.21
4,006.00	5.09	255.79	3,963.02	133.84	-451.66	470.75	1.14
4,101.00	4.64	252.50	4,057.68	131.65	-459.41	477.71	0.56
4,195.00	3.77	248.83	4,151.43	129.39	-465.91	483.45	0.97
4,289.00	2.49	261.31	4,245.29	127.97	-470.82	487.85	1.53
4,383.00	1.95	213.62	4,339.22	126.33	-473.72	490.25	1.98
4,430.00	1.97	183.82	4,386.20	124.86	-474.22	490.37	2.14
4,478.00	1.97	166.32	4,434.17	123.23	-474.08	489.83	1.25
4,525.00	0.98	135.04	4,481.15	122.16	-473.60	489.10	2.64
4,572.00	0.20	150.31	4,528.15	121.81	-473.28	488.70	1.68
4,667.00	0.27	181.34	4,623.15	121.44	-473.20	488.53	0.15
4,761.00	0.82	178.94	4,717.14	120.54	-473.19	488.30	0.59
4,855.00	0.34	146.71	4,811.14	119.64	-473.03	487.92	0.60
4,950.00	0.45	120.10	4,906.14	119.22	-472.55	487.35	0.22
5,044.00	1.43	147.25	5,000.12	118.04	-471.60	486.14	1.12
5,091.00	1.43	148.32	5,047.11	117.05	-470.97	485.28	0.06
5,138.00	1.18	127.47	5,094.10	116.26	-470.28	484.42	1.13
5,185.00	1.86	108.00	5,141.08	115.73	-469.17	483.21	1.80
5,232.00	2.33	101.86	5,188.05	115.30	-467.51	481.49	1.11
5,279.00	1.92	75.21	5,235.02	115.30	-465.81	479.85	2.25
5,327.00	1.79	41.19	5,282.99	116.07	-464.54	478.81	2.28
5,374.00	1.53	54.13	5,329.97	116.99	-463.55	478.08	0.97
5,421.00	1.01	53.86	5,376.96	117.60	-462.71	477.42	1.11
5,515.00	0.68	52.51	5,470.95	118.43	-461.59	476.54	0.35
5,609.00	0.24	87.81	5,564.95	118.78	-460.95	476.01	0.54
5,703.00	0.41	55.83	5,658.95	118.97	-460.48	475.60	0.26
5,798.00	0.51	137.46	5,753.95	118.85	-459.91	475.02	0.64
5,892.00	0.48	148.84	5,847.94	118.21	-459.43	474.39	0.11
5,986.00	0.67	168.08	5,941.94	117.33	-459.11	473.86	0.29
6,081.00	0.44	162.14	6,036.93	116.44	-458.88	473.42	0.25
6,175.00	0.35	267.36	6,130.93	116.09	-459.06	473.51	0.67
6,269.00	0.87	207.93	6,224.93	115.44	-459.68	473.95	0.80
6,363.00	1.23	188.99	6,318.91	113.81	-460.17	474.02	0.53
6,458.00	1.80	188.39	6,413.88	111.33	-460.55	473.77	0.60
6,508.00	2.08	188.23	6,463.85	109.66	-460.79	473.59	0.56
Final Sperry MWD Survey @ 6508.00 ft							
6,560.00	2.08	188.23	6,515.81	107.79	-461.06	473.39	0.00
Straight Line Projection to TD @ 6560.00 ft							

Survey Report for 1-13D-47 BTR - Sperry MWD Surveys

Survey Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
133.00	133.00	-0.42	0.15	First Sperry MWD Survey @ 133.00 ft
6,508.00	6,463.85	109.66	-460.79	Final Sperry MWD Survey @ 6508.00 ft
6,560.00	6,515.81	107.79	-461.06	Straight Line Projection to TD @ 6560.00 ft

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	+N/-S (ft)	+E/-W (ft)	Start TVD (ft)
User	1-13D-47 BTR_Plan B-0_BHL	284.39	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
133.00	6,560.00	Sperry MWD Surveys	MWD

Targets

Target Name - hit/miss target - Shape	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
1-13D-47 BTR_Setbac - survey hits target center - Polygon	0.00	0.00	0.00	0.01	0.00	658,409.40	2,247,306.90	40° 8' 15.561 N	110° 36' 55.541 W
1-13D-47 BTR_SHL - survey hits target center - Point	0.00	0.00	0.00	0.01	0.00	658,409.40	2,247,306.90	40° 8' 15.561 N	110° 36' 55.541 W
1-13D-47 BTR_Setbac - survey hits target center - Polygon	0.00	0.00	0.00	0.01	0.00	658,409.40	2,247,306.90	40° 8' 15.561 N	110° 36' 55.541 W
1-13D-47 BTR_Plan B- - survey misses target center by 19.08ft at 4067.95ft MD (4024.74 TVD, 132.44 N, -456.81 E) - Rectangle (sides W200.00 H200.00 D2,445.00)	0.00	0.00	4,025.00	115.14	-448.77	658,520.07	2,246,857.06	40° 8' 16.699 N	110° 37' 1.319 W
1-13D-47 BTR_Plan B- - survey misses target center by 14.58ft at 6508.00ft MD (6463.85 TVD, 109.66 N, -460.79 E) - Point	0.00	0.00	6,470.00	115.14	-448.77	658,520.07	2,246,857.06	40° 8' 16.699 N	110° 37' 1.319 W

HALLIBURTON

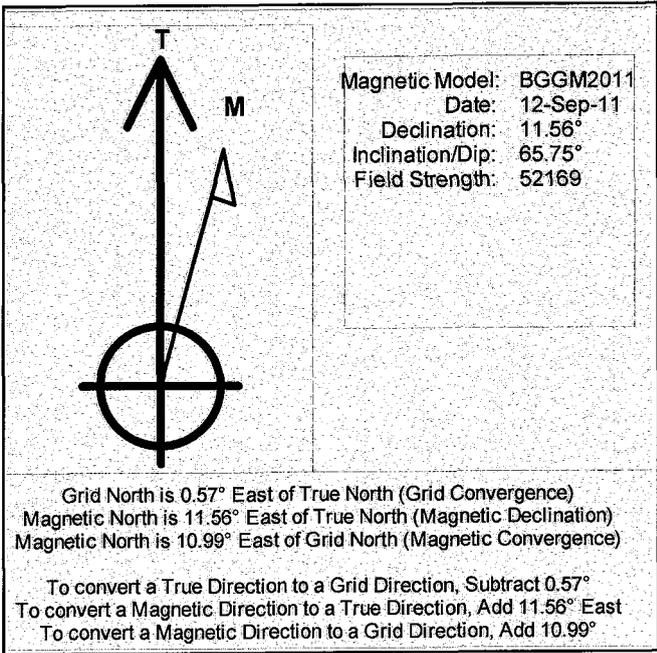
North Reference Sheet for Sec. 13-T4S-R7W - 1-13D-47 BTR - Plan B Rev 0

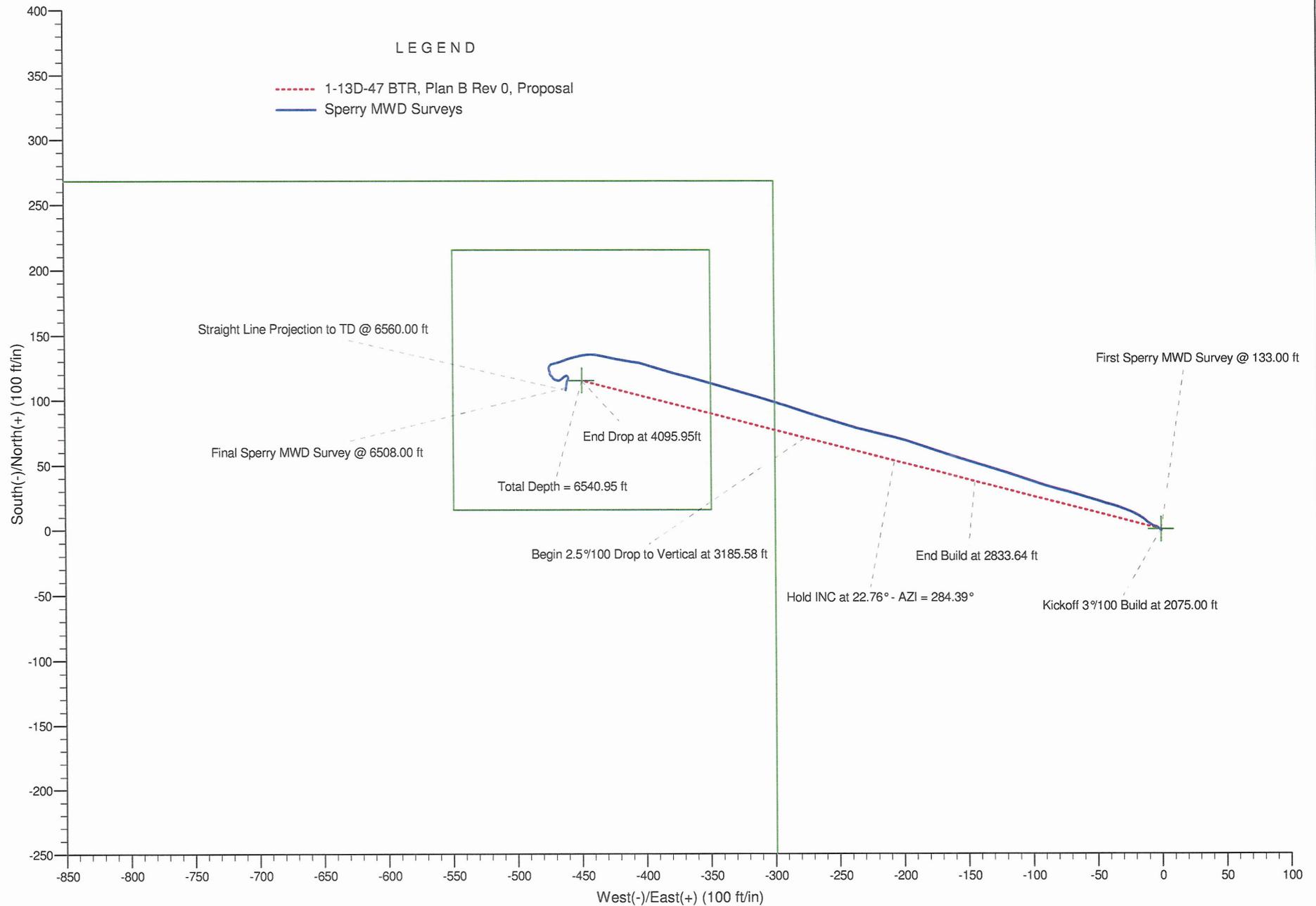
All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.
 Vertical Depths are relative to RKB 24 @ 5900.00ft (H&P 319). Northing and Easting are relative to 1-13D-47 BTR
 Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 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: 0.99991274

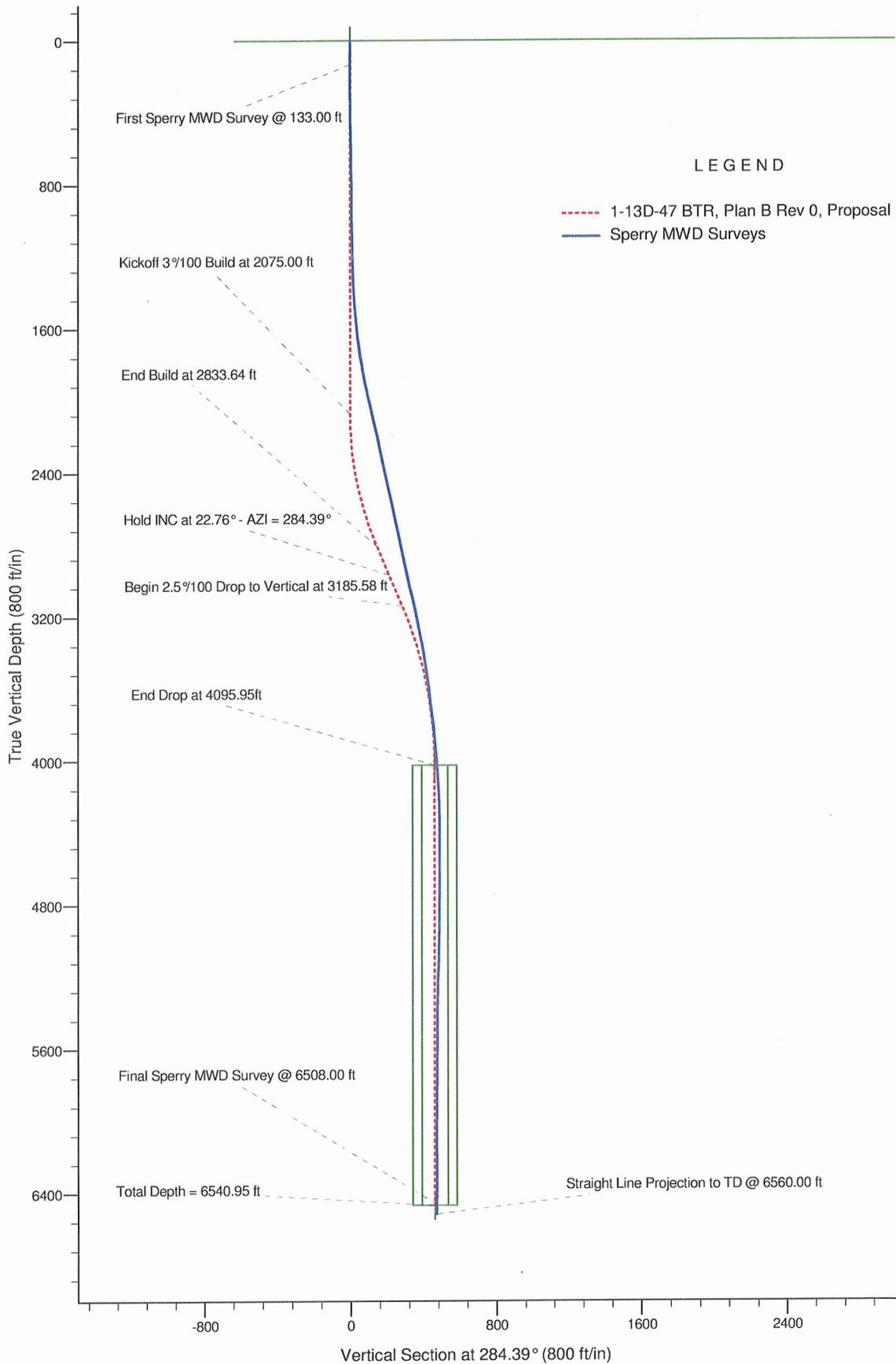
Grid Coordinates of Well: 658,409.38 ft N, 2,247,306.90 ft E
 Geographical Coordinates of Well: 40° 08' 15.56" N, 110° 36' 55.54" W
 Grid Convergence at Surface is: 0.57°

Based upon Minimum Curvature type calculations, at a Measured Depth of 6,560.00ft
 the Bottom Hole Displacement is 473.49ft in the Direction of 283.16° (True).

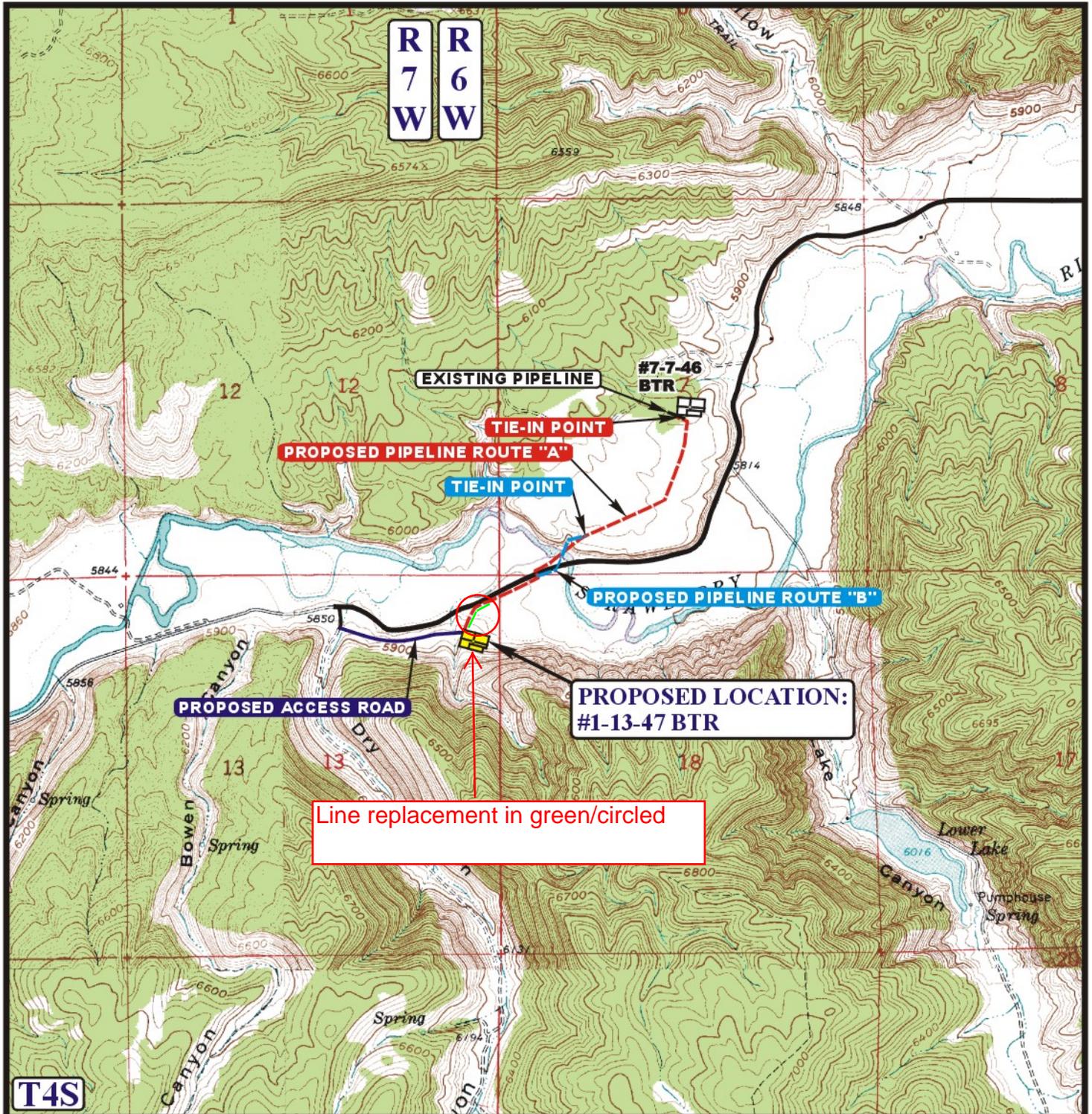
Magnetic Convergence at surface is: -10.99° (12 September 2011, , BGGM2011)







STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9	
		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6421	
SUNDRY NOTICES AND REPORTS ON WELLS		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE	
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.		7. UNIT or CA AGREEMENT NAME:	
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 1-13D-47 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013504450000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0928 FNL 0361 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 13 Township: 04.0S Range: 07.0W Meridian: U		COUNTY: DUCHESNE	
		STATE: UTAH	
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 11/1/2012 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input 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="Set Addtl Tanks"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.			
<p>This sundry is being submitted as notice that BBC will be adding two additional 500-bbl tanks to the tank battery at this location. In addition, a small segment of the water pipeline will be replaced as shown on the attached map. The existing line is insufficient to handle the necessary operating pressure of the line (4-inch poly to be replaced with 4-inch composite).</p>			
		Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY October 19, 2012	
NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Manager	
SIGNATURE N/A		DATE 10/10/2012	



APPROXIMATE TOTAL PIPELINE ROUTE "B" DISTANCE = 1,087' +/-

APPROXIMATE TOTAL PIPELINE ROUTE "A" DISTANCE = 4,785' +/-

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING PIPELINE
-  PROPOSED PIPELINE ROUTE "A"
-  PROPOSED PIPELINE ROUTE "B"

BILL BARRETT CORPORATION

#1-13-47 BTR
 SECTION 13, T4S, R7W, U.S.B.&M.
 928' FNL 361' FEL



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



TOPOGRAPHIC
 MAP

12 10 08
 MONTH DAY YEAR

SCALE: 1" = 1000'

DRAWN BY: D.P.

REV: 06-28-12 C.I.

D
 TOPO

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

Effective Date: 11/1/2016

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

WELL INFORMATION:

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

OPERATOR CHANGES DOCUMENTATION:

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

REVIEW:

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

NEW OPERATOR BOND VERIFICATION:

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

DATA ENTRY:

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

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

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

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

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

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

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

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

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

New Operator Contact information:

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

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

Sincerely,

Bill Barrett Corporation

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

Brady Riley
Permit Analyst

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

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

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

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

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

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

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

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

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

(This space for State use only)

APPROVED

NOV 07 2016

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

Request to Transfer Application or Permit to Drill

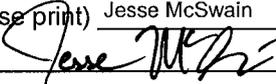
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

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

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

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

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

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

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

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

UIC FORM 5

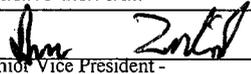
TRANSFER OF AUTHORITY TO INJECT

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

EFFECTIVE DATE OF TRANSFER: 11/1/2016

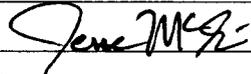
CURRENT OPERATOR

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

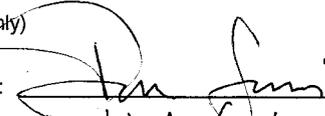
Name: Duane Zavadil
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

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

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

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

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

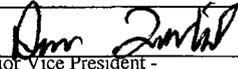
UIC FORM 5

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

NEW OPERATOR

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

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

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

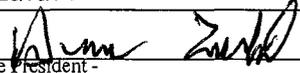
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

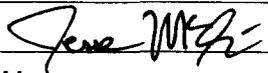
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

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&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.*