

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

FORM 3
AMENDED REPORT

APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER 16-31D-36 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 CEDAR RIM	
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') HILARIO & MARIA FIGUEROA						14. SURFACE OWNER PHONE (if box 12 = 'fee') 801-808-8339	
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') 3751 WEST 4400 SOUTH, WEST VALLEY CITY, UT 84120						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	367 FSL 880 FEL	SESE	31	3.0 S	6.0 W	U	
Top of Uppermost Producing Zone	658 FSL 501 FEL	SESE	31	3.0 S	6.0 W	U	
At Total Depth	660 FSL 500 FEL	SESE	31	3.0 S	6.0 W	U	
21. COUNTY DUCHESNE			22. DISTANCE TO NEAREST LEASE LINE (Feet) 660			23. NUMBER OF ACRES IN DRILLING UNIT 160	
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 1460			26. PROPOSED DEPTH MD: 10200 TVD: 10170	
27. ELEVATION - GROUND LEVEL 6460			28. BOND NUMBER LPM 8874725			29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE Duchesne city cullinary 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 01/03/2011			EMAIL ewinick@billbarrettcorp.com	
API NUMBER ASSIGNED 43013505730000			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	14.75	10.75	0	2000		
Pipe	Grade	Length	Weight			
	Grade J-55 ST&C	2000	45.5			

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Prod	9.875	5.5	0	10200		
Pipe	Grade	Length	Weight			
	Grade P-110 LT&C	10200	17.0			

BILL BARRETT CORPORATION
DRILLING PLAN
01/03/2011

16-31D-36 BTR Well Pad

SESE, 367' FSL & 880' FEL, Section 31-T3S-R6W, USB&M (Surface hole)

SESE, 660' FSL & 500' FEL, Section 31-T3S-R6W, USB&M (Bottom hole)

Surface Owner: Hilario Figueroa

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	4771'*	4775'
Douglas Creek	5548'	5520'
Black Shale	6208'	6180'
Castle Peak	6483'	6455'
Wasatch	7098' *	7070'
North Horn	9008'	8980'
TD	10200'	10170'

*PROSPECTIVE PAY

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

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 3000'	No pressure control required
3000' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
14 3/4"	surface	2000'	10-3/4"	45.5#	J or K 55	BT&C	New
9-7/8" & 8-3/4"	surface	TD	5 1/2"	17#	P-110	LT&C	New
NOTE: If necessary due to lost circulation, BBC would like to request the option to set 7-5/8", 33.70# P-110 LT&C to a depth of 6000', then drill a 6-1/2" hole to TD and run 5-1/2" casing as a 2000' liner (200' liner lap).							

Bill Barrett Corporation
 Drilling Program
 # 16-31D-36 BTR
 Duchesne County, Utah

5. **Cementing Program**

16" Conductor Casing	Grout
14-3/4" hole for 10-3/4" Surface Casing	Lead with approximately 480 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. Tail with approximately 360 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx). Calculated hole volume with 75% excess.
9-7/8 hole for 5 1/2" Production Casing May reduce hole size to 8-3/4" at 6000' if minimal hole problems.	Lead with approximately 420 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). Tail with approximately 1400 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Planned TOC surface.
<p>NOTE: If 7-5/8" casing is necessary, cement with Lead with approximately 700 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft³/sx). Tail with approximately 240 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft³/sx). Planned TOC surface. We will perform a FIT to 10.2 ppg after drilling 20' of new hole.</p> <p>The 5-1/2" liner would be cemented with 300 sx of Class G 50/50 Poz w/ 2% gel (14.2 ppg) with additives from TD to 200' above TOL.</p>	

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 – 9.7	42-52	20 cc or less	DAP Polymer Fluid System
<p>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.</p>				

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.
<p>NOTE: If BBC pursues the "Alternate" program, a suite of the above logs will be run on both the intermediate and production hole sections.</p>	

Bill Barrett Corporation
Drilling Program
16-31D-36 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 5130 psi* and maximum anticipated surface pressure equals approximately 2892 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:

Spud: Approximately 2/15/2011

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 with one (1) remotely controlled from the rig floor.
8. Two (2) kill line valves, and a check valve (2-inch minimum).
9. Upper and lower kelly cock valves with handles available.
10. Safety valve(s) & subs to fit all drill string connections in use.
11. Inside BOP or float sub available.
12. Pressure gauge on choke manifold.
13. Fill-up line above the uppermost preventer.

B. Pressure Rating: 5,000 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 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: 16-31D-36 BTR

Surface Hole Data:

Total Depth:	2,000'
Top of Cement:	0'
OD of Hole:	14.750"
OD of Casing:	10.750"

Calculated Data:

Lead Volume:	1460.3	ft ³
Lead Fill:	1,500'	
Tail Volume:	486.8	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:	480
--------------	-----

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

# SK's Tail:	360
--------------	-----

Production Hole Data:

Total Depth:	10,200'
Top of Cement:	2,500'
Top of Tail:	5,000'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	947.2	ft ³
Lead Fill:	2,500'	
Tail Volume:	1970.4	ft ³
Tail Fill:	5,200'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	420
# SK's Tail:	1400

16-31D-36 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: 260.08 bbl
	Proposed Sacks: 480 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: 86.69 bbl
	Proposed Sacks: 360 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (5000' - 2500')	
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: 2,500'
	Calculated Fill: 2,500'
	Volume: 168.70 bbl
	Proposed Sacks: 420 sks
Tail Cement - (10200' - 5000')	
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: 5,000'
	Calculated Fill: 5,200'
	Volume: 350.92 bbl
	Proposed Sacks: 1400 sks

RR 7 6 T3S, R6W, U.S.B.&M.

BILL BARRETT CORPORATION

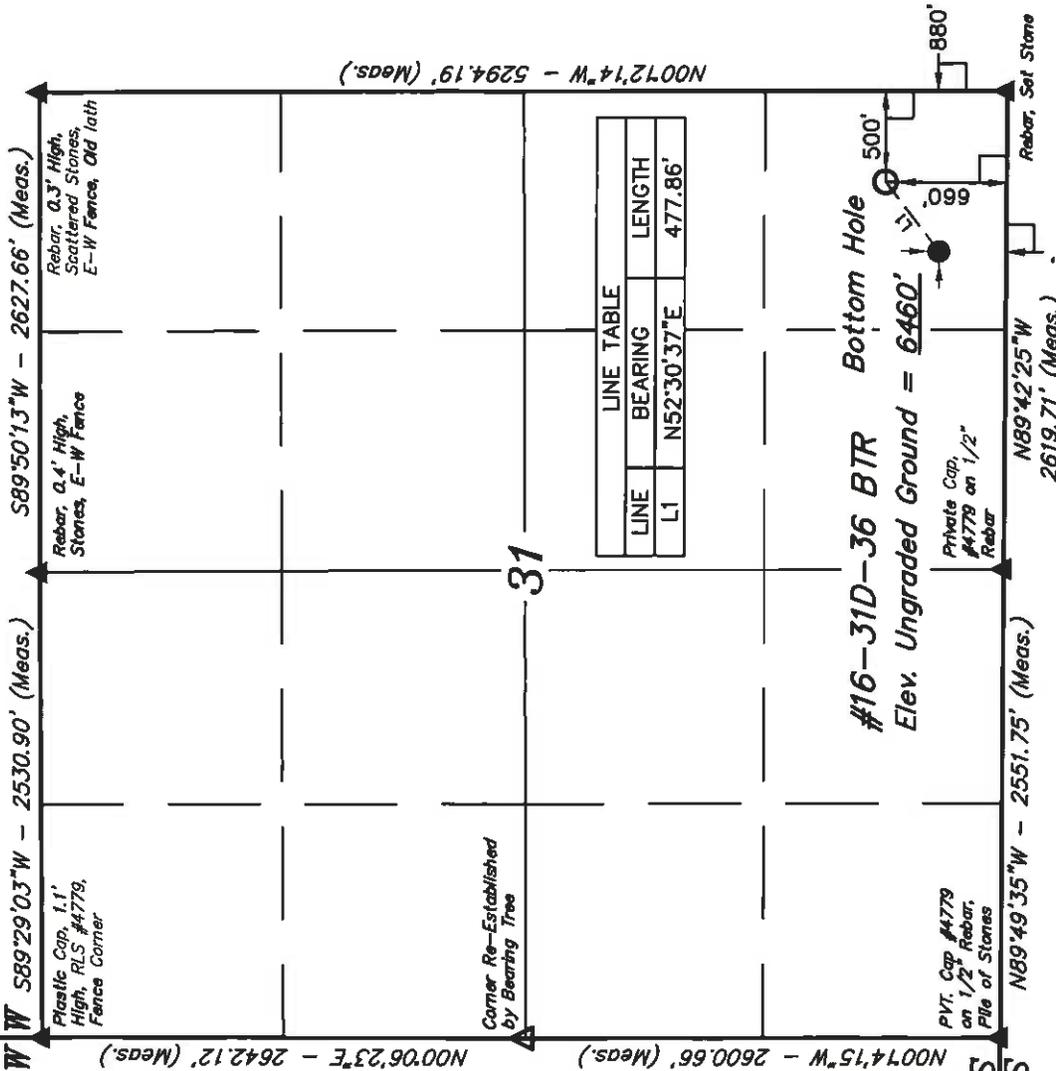
Well location, #16-31D-36 BTR, located as shown in the SE 1/4 SE 1/4 of Section 31, T3S, R6W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

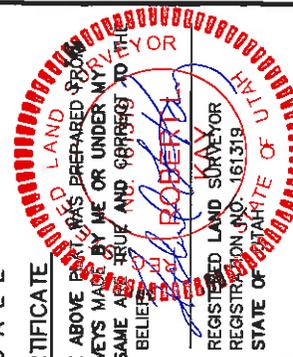
SPOT ELEVATION AT A ROAD INTERSECTION LOCATED IN THE NW 1/4 OF SECTION 36, T3S, R6W, U.S.B.&M., TAKEN FROM THE RABBIT GULCH, QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5904 FEET.

BASIS OF BEARINGS

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



LINE	BEARING	LENGTH
L1	N52°30'37\"E	477.86'



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.



REVISED: 11-23-10
 REVISED: 11-18-10
 REVISED: 10-05-10

UNTAH ENGINEERING & LAND SURVEYING	
85 SOUTH 200 EAST - VERNAL, UTAH 84078	
(435) 789-1017	
SCALE 1" = 1000'	DATE SURVEYED: 09-07-10
PARTY J.F. C.C.	DATE DRAWN: 09-15-10
WEATHER WARM	REFERENCES G.L.O. PLAT
	FILE BILL BARRETT CORPORATION

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°10'15.35" (40.170931)	LATITUDE = 40°10'12.47" (40.170131)
LONGITUDE = 110°35'53.51" (110.598197)	LONGITUDE = 110°35'58.39" (110.598553)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 40°10'15.51" (40.170975)	LATITUDE = 40°10'12.63" (40.170175)
LONGITUDE = 110°35'50.95" (110.597486)	LONGITUDE = 110°35'55.83" (110.598842)

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

BILL BARRETT CORPORATION

#16-31D-36 BTR & #13H-31-36 BTR

LOCATED IN DUCHESNE COUNTY, UTAH

SECTION 31, T3S, R6W, U.S.B.&M.

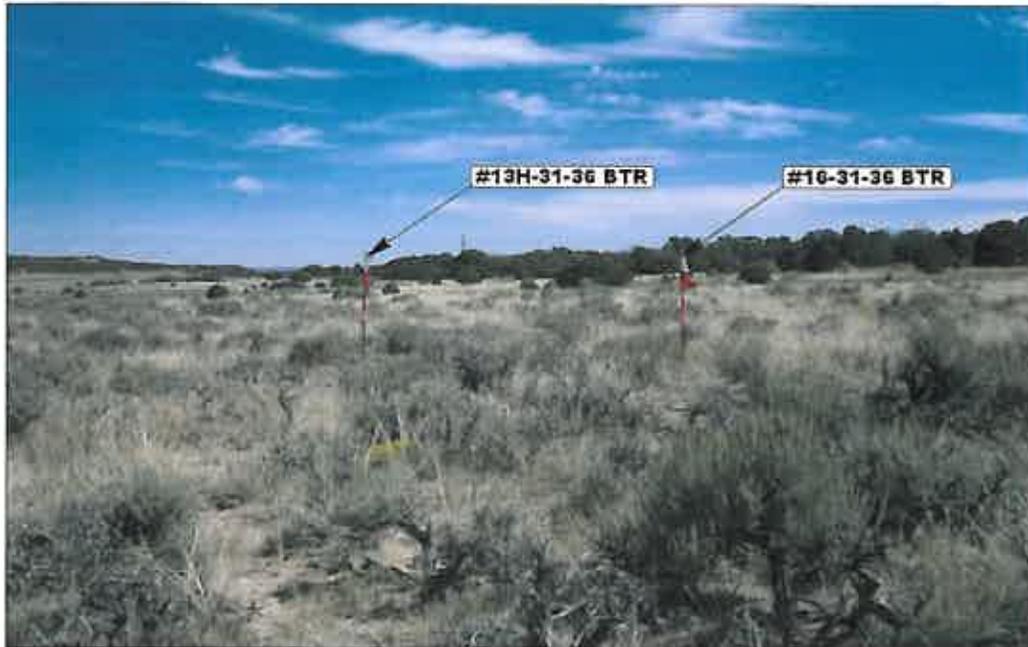


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKES

CAMERA ANGLE: EASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHERLY



- Since 1964 -



Uintah Engineering & Land Surveying

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

LOCATION PHOTOS

08 30 10
MONTH DAY YEAR

PHOTO

TAKEN BY: B.B.

DRAWN BY: J.J.

REVISED: 11-19-10

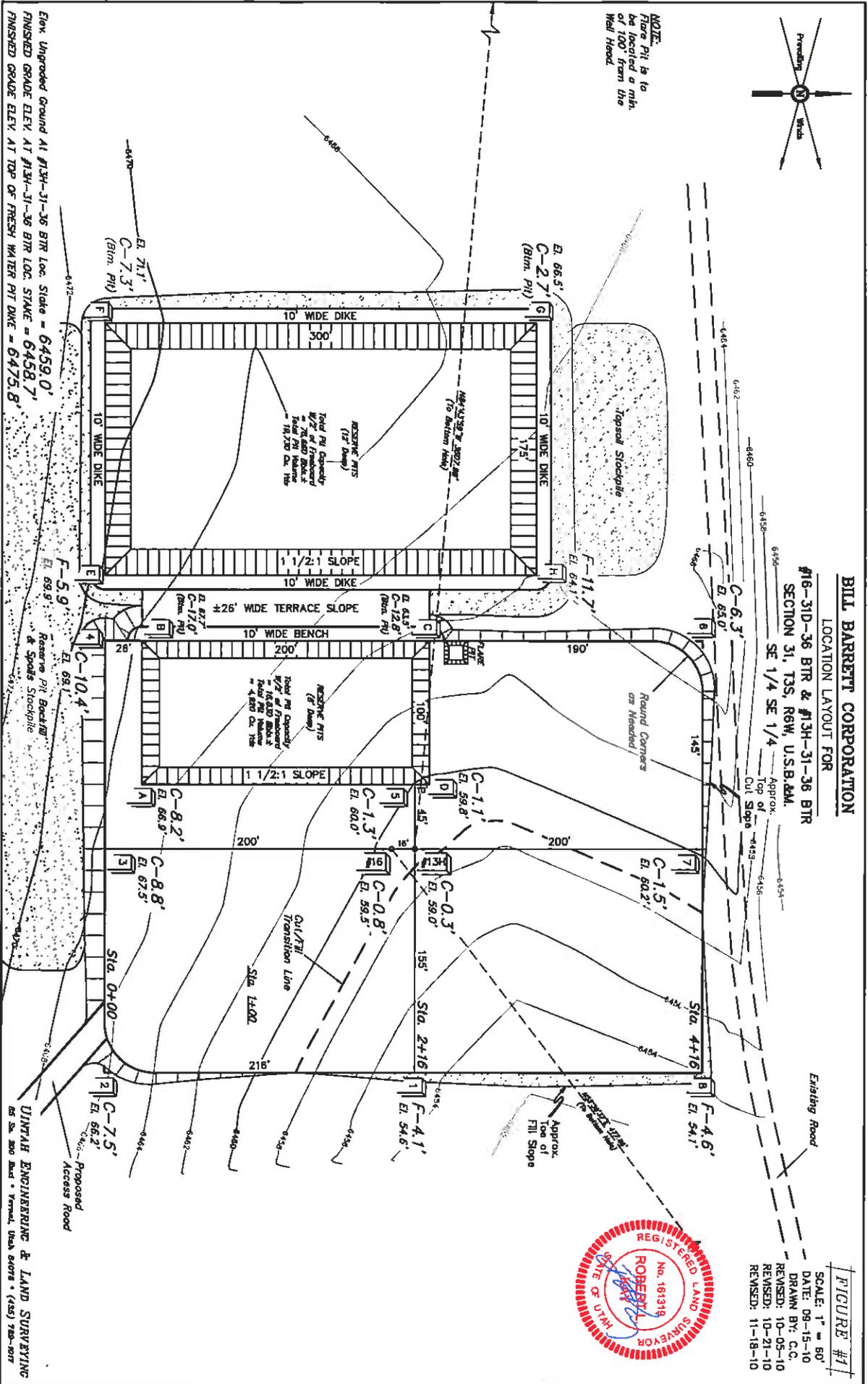


BILL BARRETT CORPORATION
 LOCATION LAYOUT FOR

#16-31D-36 BTR & #13H-31-36 BTR
 SECTION 31, T3S, R6W, U.S.B.M.
 SE 1/4 SE 1/4

FIGURE #1
 SCALE: 1" = 50'
 DATE: 08-15-10
 DRAWN BY: C.C.
 REVISED: 10-05-10
 REVISED: 11-18-10

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



Elim. Ungraded Ground At #13H-31-36 BTR Loc. Stake = 6459.0'
 FINISHED GRADE ELEV. AT #13H-31-36 BTR LOC. STAKE = 6458.7'
 FINISHED GRADE ELEV. AT TOP OF FRESH WATER PIT DIKE = 6475.8'

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 65 So. 200 Blvd. • Vermont, USA 05705 • (455) 788-8177

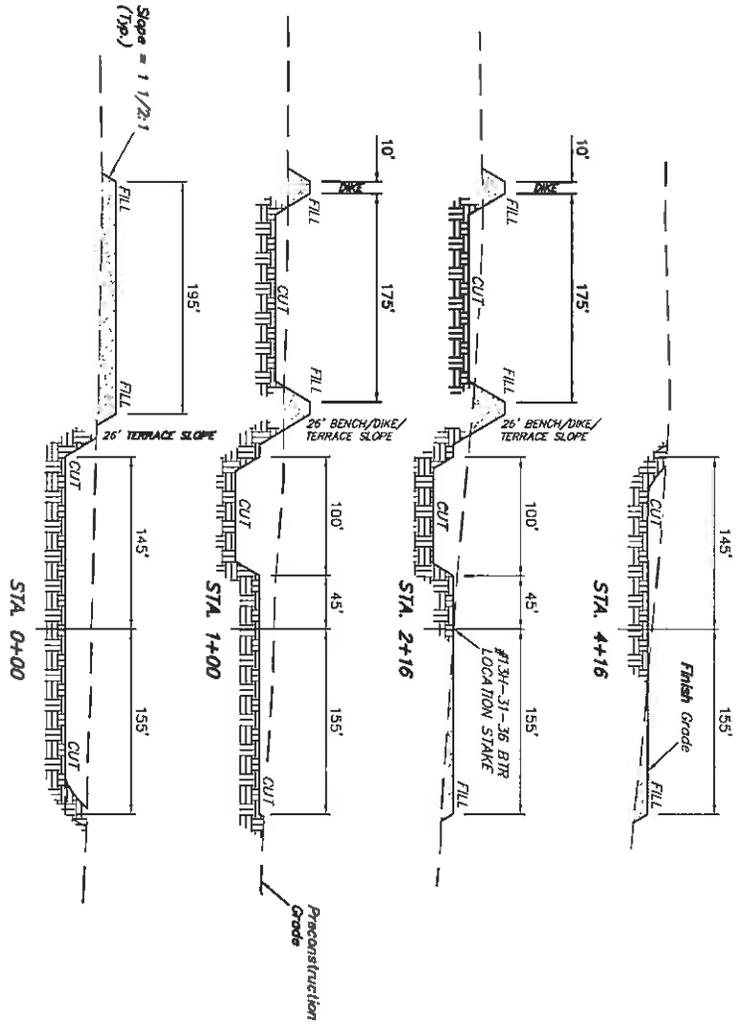


X-Section
Scale
1" = 100'

DATE: 09-15-10
DRAWN BY: C.C.
REVISED: 10-05-10
REVISED: 11-18-10

BILL BARRETT CORPORATION
TYPICAL CROSS SECTION FOR
#16-31D-36 BTR & #13H-31-36 BTR
SECTION 31, T3S, R6W, U.S.B.&M.
SE 1/4 SE 1/4

FIGURE #2



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

APPROXIMATE ACRES:
WELL SITE DISTURBANCE = ± 3.912 ACRES
ACCESS ROAD DISTURBANCE = ± 0.126 ACRES
PIPELINE DISTURBANCE = ± 0.158 ACRES
TOTAL = ± 6.096 ACRES

*** NOTE:**
FILL QUANTITY INCLUDES
5% FOR COMPACTION

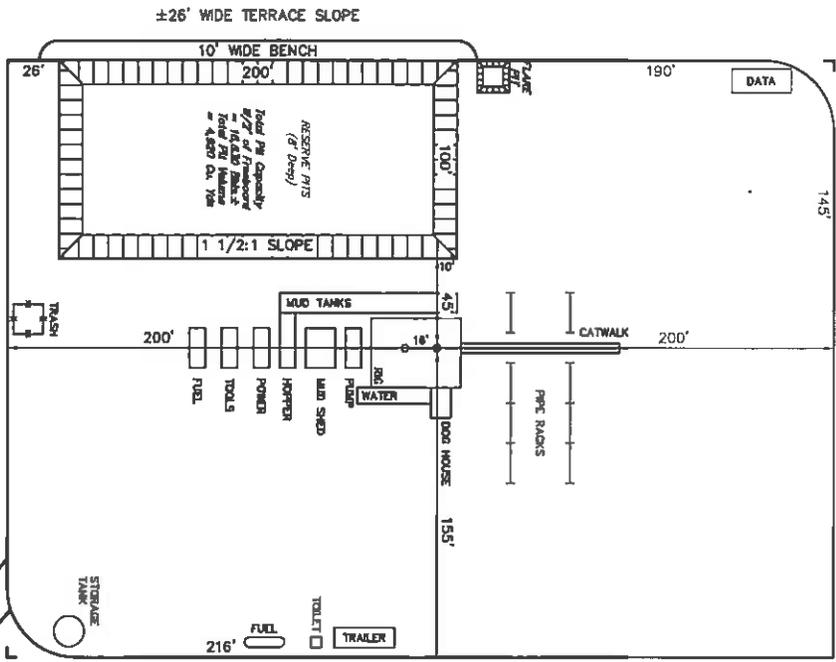
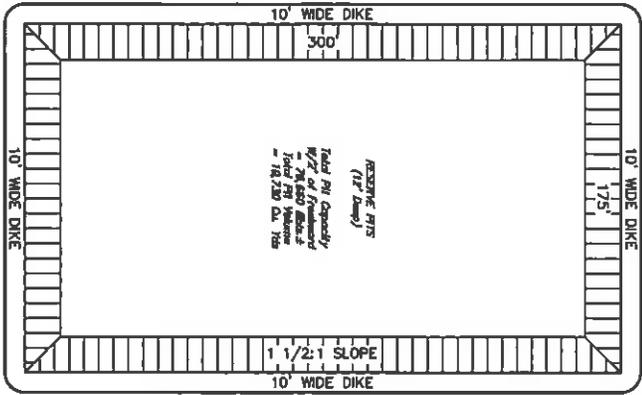
APPROXIMATE YARDAGES

(6") Topsoil Striping	= 4,160 Cu. Yds.	EXCESS MATERIAL	= 16,020 Cu. Yds.
Remining Location	= 24,180 Cu. Yds.	Topsoil & Pit Backfill	= 12,330 Cu. Yds.
TOTAL CUT	= 28,340 CU.YDS.	EXCESS UNBALANCE	= 1,690 Cu. Yds.
FILL	= 12,320 CU.YDS.		





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



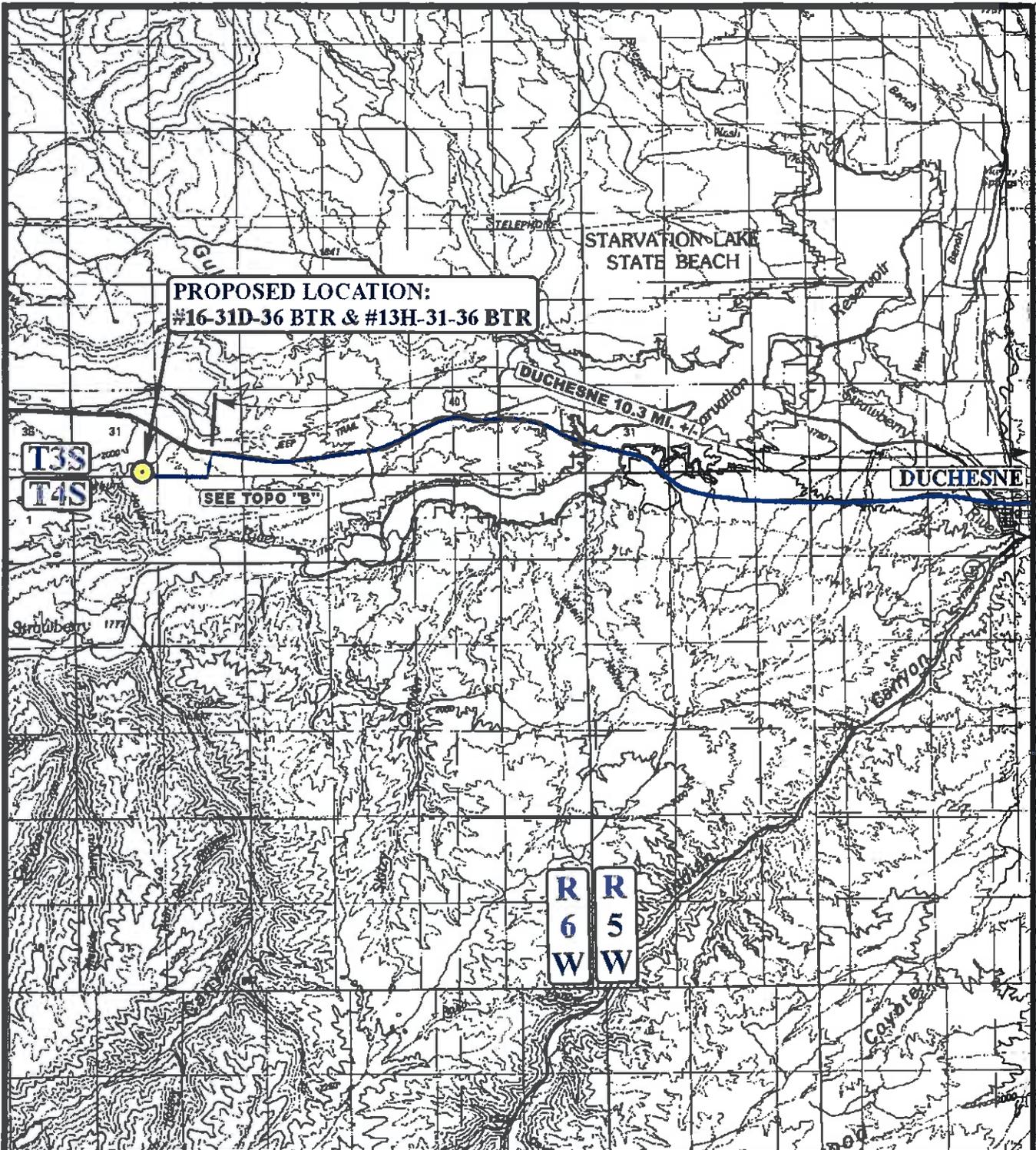
Proposed
Access Road

JUNIAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Terrell, Texas 80705 • (409) 789-1077

BILL BARRETT CORPORATION
TYPICAL RIG LAYOUT FOR
#16-31D-36 BTR & #13H-31-36 BTR
SECTION 31, T3S, R6W, U.S.B.&M.
SE 1/4 SE 1/4



FIGURE #3
SCALE: 1" = 60'
DATE: 09-15-10
DRAWN BY: C.C.
REVISED: 11-18-10



**PROPOSED LOCATION:
#16-31D-36 BTR & #13H-31-36 BTR**

STARVATION LAKE
STATE BEACH

DUCHEсне 10.3 MI. +/- Elevation

T3S
T4S

SEE TOPO "B"

DUCHEсне

R6W
R5W

LEGEND:

PROPOSED LOCATION



BILL BARRETT CORPORATION

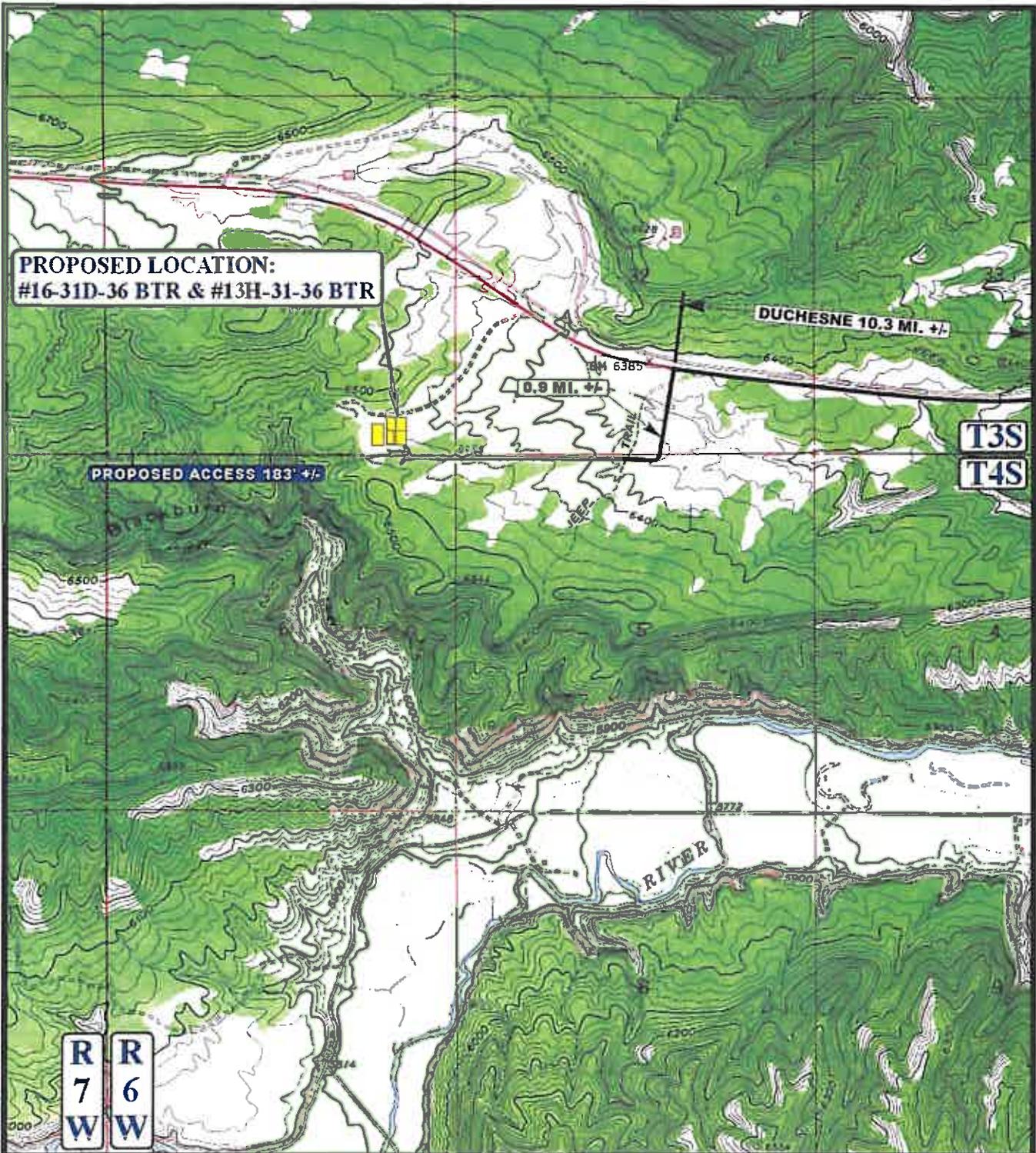
**#16-31D-36 BTR & #13H-31-36 BTR
SECTION 31, T3S, R6W, U.S.B.&M.
SE 1/4 SE 1/4**



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

**ACCESS ROAD
MAP** 08 30 10
MONTH DAY YEAR
SCALE: 1:100,000 DRAWN BY: J.J. REVISED: 11-19-10





LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD

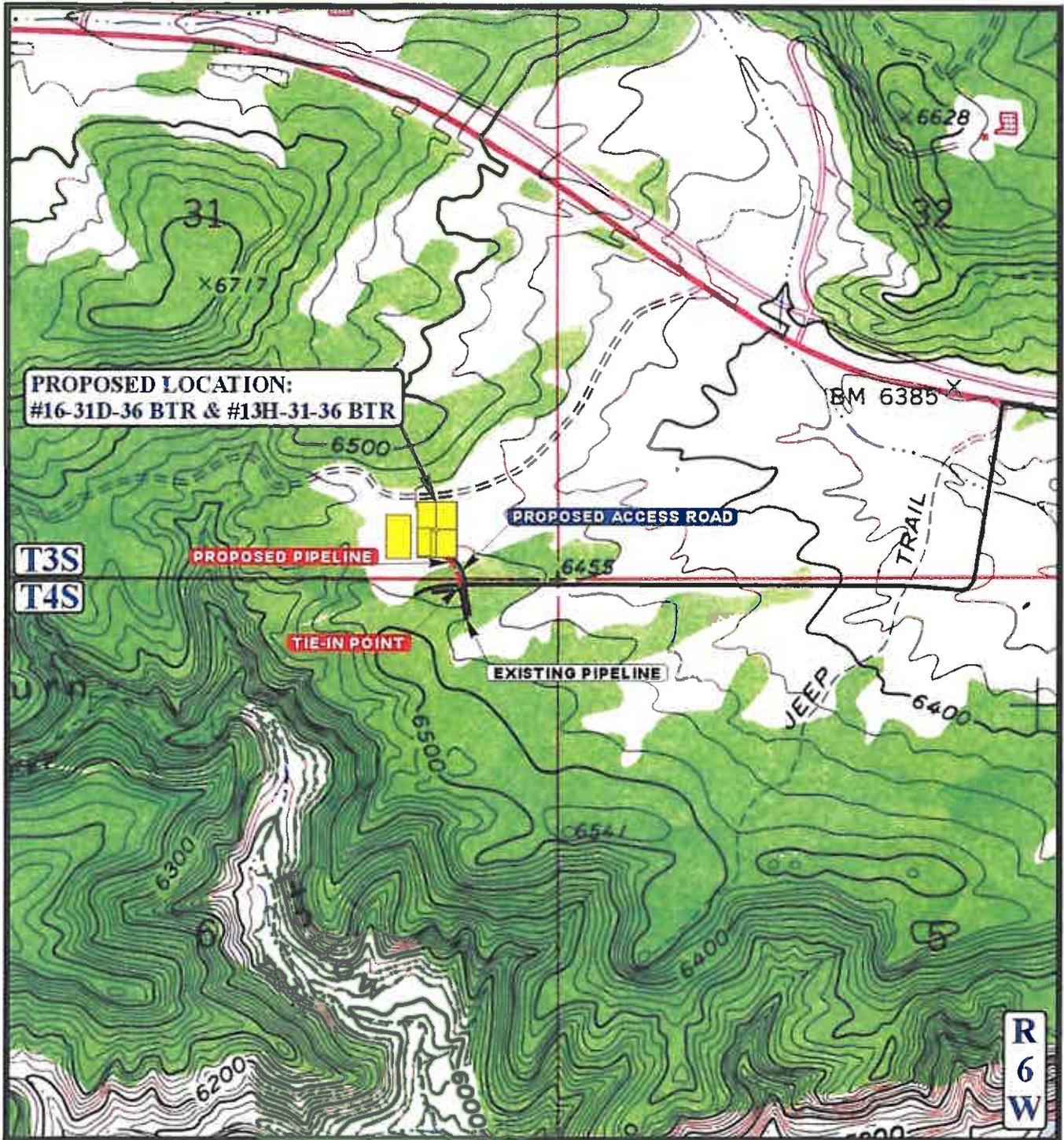


BILL BARRETT CORPORATION

#16-31D-36 BTR & #13H-31-36 BTR
 SECTION 31, T3S, R6W, U.S.B.&M.
 SE 1/4 SE 1/4

U E L S
 Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
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ACCESS ROAD MAP	08	30	10	B TOPO
	MONTH	DAY	YEAR	
SCALE: 1" = 2000'	DRAWN BY: J.J.		REVISED: 11-19-10	



APPROXIMATE TOTAL PIPELINE DISTANCE = 230' +/-

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING PIPELINE
-  PROPOSED PIPELINE

BILL BARRETT CORPORATION

#16-31D-36 BTR & #13H-31-36 BTR
 SECTION 31, T3S, R6W, U.S.B.&M.
 SE 1/4 SE 1/4



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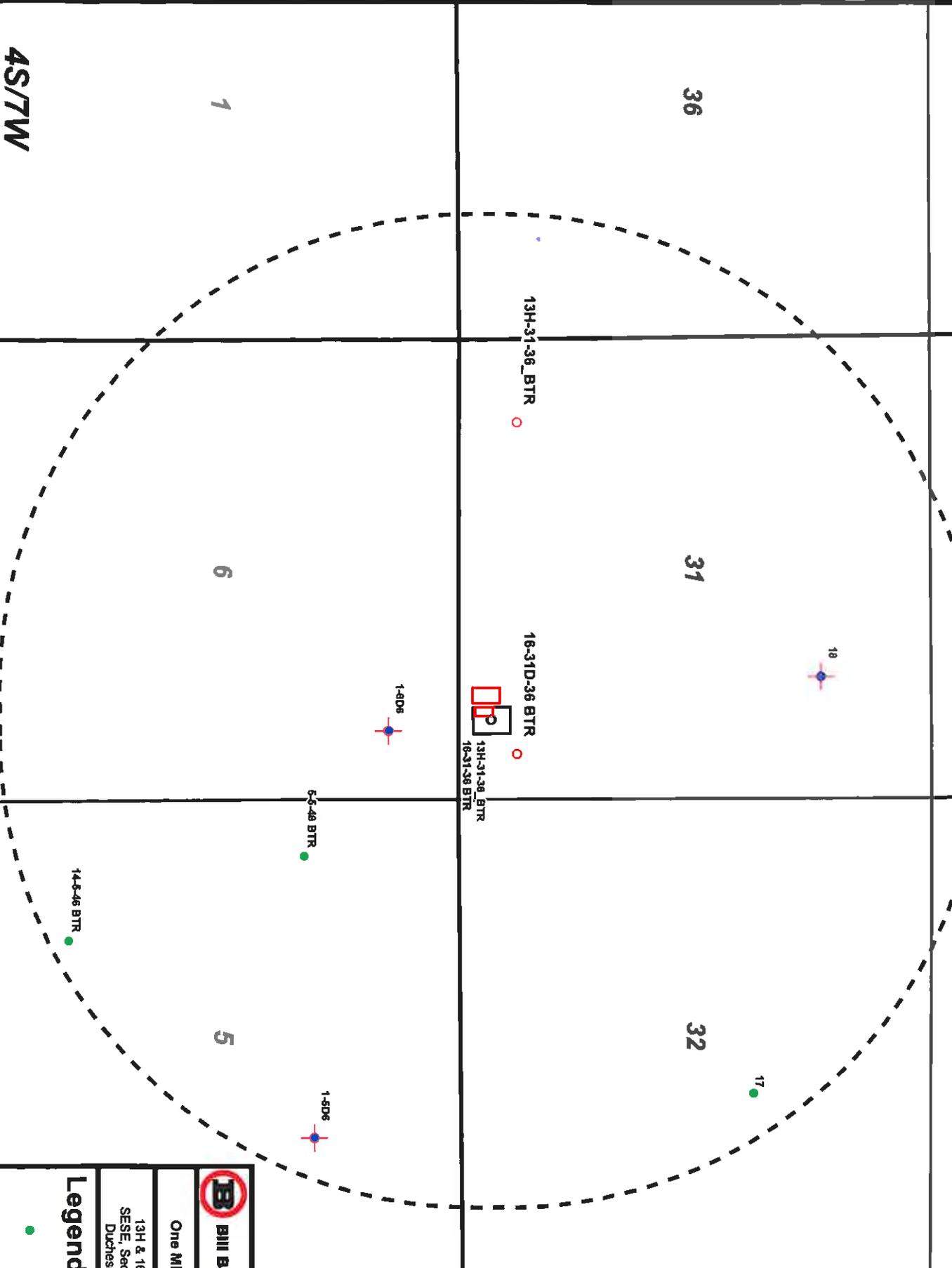
TOPOGRAPHIC MAP

SCALE: 1" = 1000' DRAWN BY: J.J. REVISED: 11-19-10

08 30 10
 MONTH DAY YEAR



3S/6W



4S/7W

 **Bill Barrett Corporation**

One Mile Radius Map

13H & 16-31-36 BTR Pad
SESE, Section 31, T3S, R6W
Duchesne County, Utah

Legend

-  Oil - 3 Total
-  P&A - 3 Total

Bill Barrett Corp

Duchesne County, UT (NAD 1927)

Sec. 31-T3S-R6W

#16-31D-36 BTR

Plan A Rev 1

Plan: Plan A Rev 1 Proposal

Sperry Drilling Services

Proposal Report

06 December, 2010

Well Coordinates: 670,300.38 N, 2,251,824.49 E (40° 10' 12.63" N, 110° 35' 55.83" W)

Ground Level: 6,459.00 ft

Local Coordinate Origin:

Viewing Datum:

TVDs to System:

North Reference:

Unit System:

Geodetic Scale Factor Applied

Version: 2003.16 Build: 43I

Centered on Well #16-31D-36 BTR

KB @ 6475.00ft (Patterson 506)

N

True

API - US Survey Feet - Custom

HALLIBURTON



Plan Report for #16-31D-36 BTR - Plan A Rev 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)	Tooface Azimuth (°)
0.00	0.00	0.000	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
100.00	0.00	0.000	100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
200.00	0.00	0.000	200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
300.00	0.00	0.000	300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
400.00	0.00	0.000	400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
500.00	0.00	0.000	500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
600.00	0.00	0.000	600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
700.00	0.00	0.000	700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
800.00	0.00	0.000	800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
900.00	0.00	0.000	900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,000.00	0.00	0.000	1,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Kickoff at 1000.00ft										
1,100.00	2.00	52.434	1,099.98	1.06	1.38	1.75	2.00	2.00	0.00	52.43
1,175.00	3.50	52.434	1,174.89	3.26	4.24	5.34	2.00	2.00	0.00	0.00
Bulld Rate = 2.00°/100ft										
1,200.00	4.00	52.434	1,199.84	4.25	5.53	8.98	2.00	2.00	0.00	0.00
1,300.00	6.00	52.434	1,299.45	9.57	12.44	15.89	2.00	2.00	0.00	0.00
1,350.00	7.00	52.434	1,349.13	13.02	16.93	21.35	2.00	2.00	0.00	0.00
End Build at 1350.00ft										
1,400.00	7.00	52.434	1,398.76	16.73	21.76	27.45	0.00	0.00	0.00	0.00
1,500.00	7.00	52.434	1,498.01	24.16	31.42	39.83	0.00	0.00	0.00	0.00
1,600.00	7.00	52.434	1,597.27	31.59	41.08	51.82	0.00	0.00	0.00	0.00
1,700.00	7.00	52.434	1,696.52	39.02	50.74	64.01	0.00	0.00	0.00	0.00
1,800.00	7.00	52.434	1,795.78	46.45	60.40	76.19	0.00	0.00	0.00	0.00
1,900.00	7.00	52.434	1,895.03	53.88	70.06	88.38	0.00	0.00	0.00	0.00
2,000.00	7.00	52.434	1,994.28	61.31	79.72	100.57	0.00	0.00	0.00	0.00
2,100.00	7.00	52.434	2,093.54	68.74	89.38	112.76	0.00	0.00	0.00	0.00
2,200.00	7.00	52.434	2,192.79	76.17	99.04	124.94	0.00	0.00	0.00	0.00
2,300.00	7.00	52.434	2,292.05	83.60	108.70	137.13	0.00	0.00	0.00	0.00
2,400.00	7.00	52.434	2,391.30	91.03	118.36	149.32	0.00	0.00	0.00	0.00
2,500.00	7.00	52.434	2,490.56	98.46	128.02	161.50	0.00	0.00	0.00	0.00
2,600.00	7.00	52.434	2,589.81	105.89	137.68	173.69	0.00	0.00	0.00	0.00
2,700.00	7.00	52.434	2,689.07	113.32	147.34	185.88	0.00	0.00	0.00	0.00
2,800.00	7.00	52.434	2,788.32	120.75	157.00	198.06	0.00	0.00	0.00	0.00
2,900.00	7.00	52.434	2,887.58	128.18	166.66	210.25	0.00	0.00	0.00	0.00
3,000.00	7.00	52.434	2,986.83	135.61	176.32	222.44	0.00	0.00	0.00	0.00
7.00 Inclination										
3,100.00	7.00	52.434	3,086.09	143.04	185.98	234.63	0.00	0.00	0.00	0.00
3,200.00	7.00	52.434	3,185.34	150.47	195.64	246.81	0.00	0.00	0.00	0.00
3,300.00	7.00	52.434	3,284.59	157.90	205.30	259.00	0.00	0.00	0.00	0.00
3,400.00	7.00	52.434	3,383.85	165.33	214.96	271.19	0.00	0.00	0.00	0.00
3,500.00	7.00	52.434	3,483.10	172.76	224.62	283.37	0.00	0.00	0.00	0.00
3,600.00	7.00	52.434	3,582.36	180.20	234.28	295.56	0.00	0.00	0.00	0.00
3,700.00	7.00	52.434	3,681.61	187.63	243.94	307.75	0.00	0.00	0.00	0.00
3,800.00	7.00	52.434	3,780.87	195.06	253.60	319.93	0.00	0.00	0.00	0.00
3,900.00	7.00	52.434	3,880.12	202.49	263.26	332.12	0.00	0.00	0.00	0.00
4,000.00	7.00	52.434	3,979.38	209.92	272.92	344.31	0.00	0.00	0.00	0.00
4,100.00	7.00	52.434	4,078.63	217.35	282.58	356.49	0.00	0.00	0.00	0.00
4,200.00	7.00	52.434	4,177.89	224.78	292.24	368.68	0.00	0.00	0.00	0.00
4,300.00	7.00	52.434	4,277.14	232.21	301.90	380.87	0.00	0.00	0.00	0.00
4,400.00	7.00	52.434	4,376.40	239.64	311.56	393.06	0.00	0.00	0.00	0.00
4,500.00	7.00	52.434	4,475.65	247.07	321.22	405.24	0.00	0.00	0.00	0.00
4,600.00	7.00	52.434	4,574.90	254.50	330.88	417.43	0.00	0.00	0.00	0.00
4,700.00	7.00	52.434	4,674.16	261.93	340.54	429.62	0.00	0.00	0.00	0.00
4,771.37	7.00	52.434	4,745.00	267.23	347.43	438.31	0.00	0.00	0.00	0.00
TGR 3										
4,800.00	7.00	52.434	4,773.41	269.36	350.20	441.80	0.00	0.00	0.00	0.00
4,863.84	7.00	52.434	4,836.78	274.10	356.36	449.58	0.00	0.00	0.00	0.00

Plan Report for #16-31D-36 BTR - Plan A Rev 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)	Toothface Azimuth (°)
Begin Drop at 4863.84ft										
4,900.00	6.46	52.434	4,872.89	276.68	359.72	453.82	1.50	-1.50	0.00	180.00
5,000.00	4.96	52.434	4,972.19	282.75	367.60	483.78	1.50	-1.50	0.00	180.00
5,100.00	3.46	52.434	5,071.92	287.22	373.42	471.10	1.50	-1.50	0.00	180.00
Drop Rate = 1.50°/100ft										
5,200.00	1.96	52.434	5,171.80	290.10	377.16	475.83	1.50	-1.50	0.00	-180.00
5,300.00	0.46	52.434	5,271.78	291.38	378.83	477.93	1.50	-1.50	0.00	180.00
5,330.50	0.00	0.000	5,302.28	291.46	378.93	478.05	1.50	-1.50	-171.92	-180.00
End Drop at 5330.50ft										
5,400.00	0.00	0.000	5,371.78	291.46	378.93	478.05	0.00	0.00	0.00	180.00
5,500.00	0.00	0.000	5,471.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
5,548.22	0.00	0.000	5,520.00	291.46	378.93	478.05	0.00	0.00	0.00	0.00
Douglas Creek										
5,600.00	0.00	0.000	5,571.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
5,700.00	0.00	0.000	5,671.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
5,800.00	0.00	0.000	5,771.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
5,900.00	0.00	0.000	5,871.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
6,000.00	0.00	0.000	5,971.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
6,100.00	0.00	0.000	6,071.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
6,200.00	0.00	0.000	6,171.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
6,208.22	0.00	0.000	6,180.00	291.46	378.93	478.05	0.00	0.00	0.00	0.00
Black Shale Marker - 16-31D-36 BTR Plan A Rev 1 Zone TGT										
6,300.00	0.00	0.000	6,271.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
6,400.00	0.00	0.000	6,371.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
6,483.22	0.00	0.000	6,455.00	291.46	378.93	478.05	0.00	0.00	0.00	0.00
Castle Peak										
6,500.00	0.00	0.000	6,471.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
6,600.00	0.00	0.000	6,571.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
6,700.00	0.00	0.000	6,671.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
6,800.00	0.00	0.000	6,771.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
6,800.00	0.00	0.000	6,871.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
7,000.00	0.00	0.000	6,971.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
7,098.22	0.00	0.000	7,070.00	291.46	378.93	478.05	0.00	0.00	0.00	0.00
Wasatch										
7,100.00	0.00	0.000	7,071.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
7,200.00	0.00	0.000	7,171.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
7,300.00	0.00	0.000	7,271.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
7,400.00	0.00	0.000	7,371.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
7,500.00	0.00	0.000	7,471.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
7,600.00	0.00	0.000	7,571.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
7,700.00	0.00	0.000	7,671.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
7,800.00	0.00	0.000	7,771.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
7,900.00	0.00	0.000	7,871.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
8,000.00	0.00	0.000	7,971.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
8,100.00	0.00	0.000	8,071.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
8,200.00	0.00	0.000	8,171.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
8,300.00	0.00	0.000	8,271.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
8,400.00	0.00	0.000	8,371.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
8,500.00	0.00	0.000	8,471.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
8,600.00	0.00	0.000	8,571.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
8,700.00	0.00	0.000	8,671.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
8,800.00	0.00	0.000	8,771.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
8,900.00	0.00	0.000	8,871.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
9,000.00	0.00	0.000	8,971.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
9,008.22	0.00	0.000	8,980.00	291.46	378.93	478.05	0.00	0.00	0.00	0.00
North Horn										
9,100.00	0.00	0.000	9,071.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
9,200.00	0.00	0.000	9,171.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
9,300.00	0.00	0.000	9,271.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00

Plan Report for #16-31D-36 BTR - Plan A Rev 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 (°)
9,400.00	0.00	0.000	9,371.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
9,500.00	0.00	0.000	9,471.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
9,600.00	0.00	0.000	9,571.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
9,700.00	0.00	0.000	9,671.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
9,800.00	0.00	0.000	9,771.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
9,900.00	0.00	0.000	9,871.78	291.46	378.93	478.05	0.00	0.00	0.00	0.00
9,983.22	0.00	0.000	9,955.00	291.46	378.93	478.05	0.00	0.00	0.00	0.00
Total Depth = 9983.22ft - 16-31D-36 BTR Plan A Rev 1 BH Tgt										

Plan Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
1,000.00	1,000.00	0.00	0.00	Kickoff at 1000.00ft
1,175.00	1,174.89	3.28	4.24	Build Rate = 2.00°/100ft
1,350.00	1,349.13	13.02	16.99	End Build at 1350.00ft
3,000.00	2,986.83	135.61	176.32	7.00 Inclination
4,863.84	4,836.78	274.10	356.36	Begin Drop at 4863.84ft
5,100.00	5,071.92	287.22	373.42	Drop Rate = 1.50°/100ft
5,330.50	5,302.28	291.46	378.93	End Drop at 5330.50ft
9,983.22	9,955.00	291.46	378.93	Total Depth = 9983.22ft

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/-S (ft)	Origin +E/-W (ft)	Start TVD (ft)
Target	16-31D-36 BTR Plan A Rev 1 BH Tgt	52.434	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
0.00	9,983.22	Plan A Rev 1 Proposal	MWD

Formation Details

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
4,771.37	4,745.00	TGR 3		0.00	
5,548.22	5,520.00	Douglas Creek		0.00	
6,208.22	6,180.00	Black Shale Marker		0.00	
6,483.22	6,455.00	Castle Peak		0.00	
7,098.22	7,070.00	Wasatch		0.00	
9,008.22	8,980.00	North Horn		0.00	

Plan Report for #16-31D-36 BTR - Plan A Rev 1 Proposal

Targets associated with this wellbore

Target Name	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Shape
16-31-36 BTR_Plan1_BHL Tgl	9,955.00	0.02	0.00	Point
16-31-36 BTR_Plan1_Zone Tgt	6,180.00	0.02	0.00	Circle
16-31D-36 BTR Plan A Rev 1 Zone TGT	6,180.00	291.46	378.93	Circle
16-31D-36 BTR Plan A Rev 1 BH Tgl	9,955.00	291.46	378.93	Point

North Reference Sheet for Sec. 31-T3S-R6W - #16-31D-36 BTR - Plan A Rev 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 @ 6475.00ft (Patterson 506). Northing and Easting are relative to #16-31D-36 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: 0.99991590

Grid Coordinates of Well: 670,300.38 ft N, 2,251,824.49 ft E

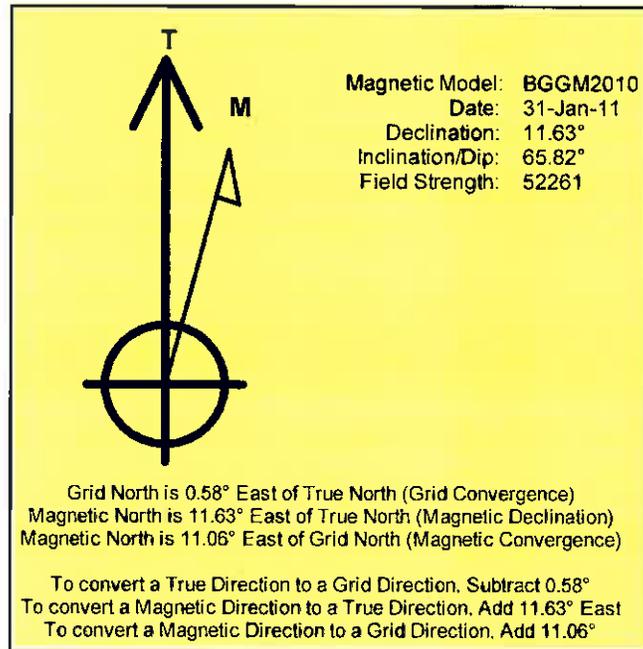
Geographical Coordinates of Well: 40° 10' 12.63" N, 110° 35' 55.83" W

Grid Convergence at Surface is: 0.58°

Based upon Minimum Curvature type calculations, at a Measured Depth of 9,983.22ft

the Bottom Hole Displacement is 478.05ft in the Direction of 52.43° (True).

Magnetic Convergence at surface is: -11.06° (31 January 2011, , BGGM2010)



Project: Duchesne County, UT (NAD 1927)
 Site: Sec. 31-T3S-R6W
 Well: #16-31D-36 BTR
 Wellbore: Plan A Rev 1
 Plan: Plan A Rev 1 Proposal

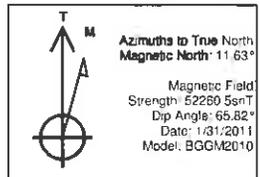
Bill Barrett Corp



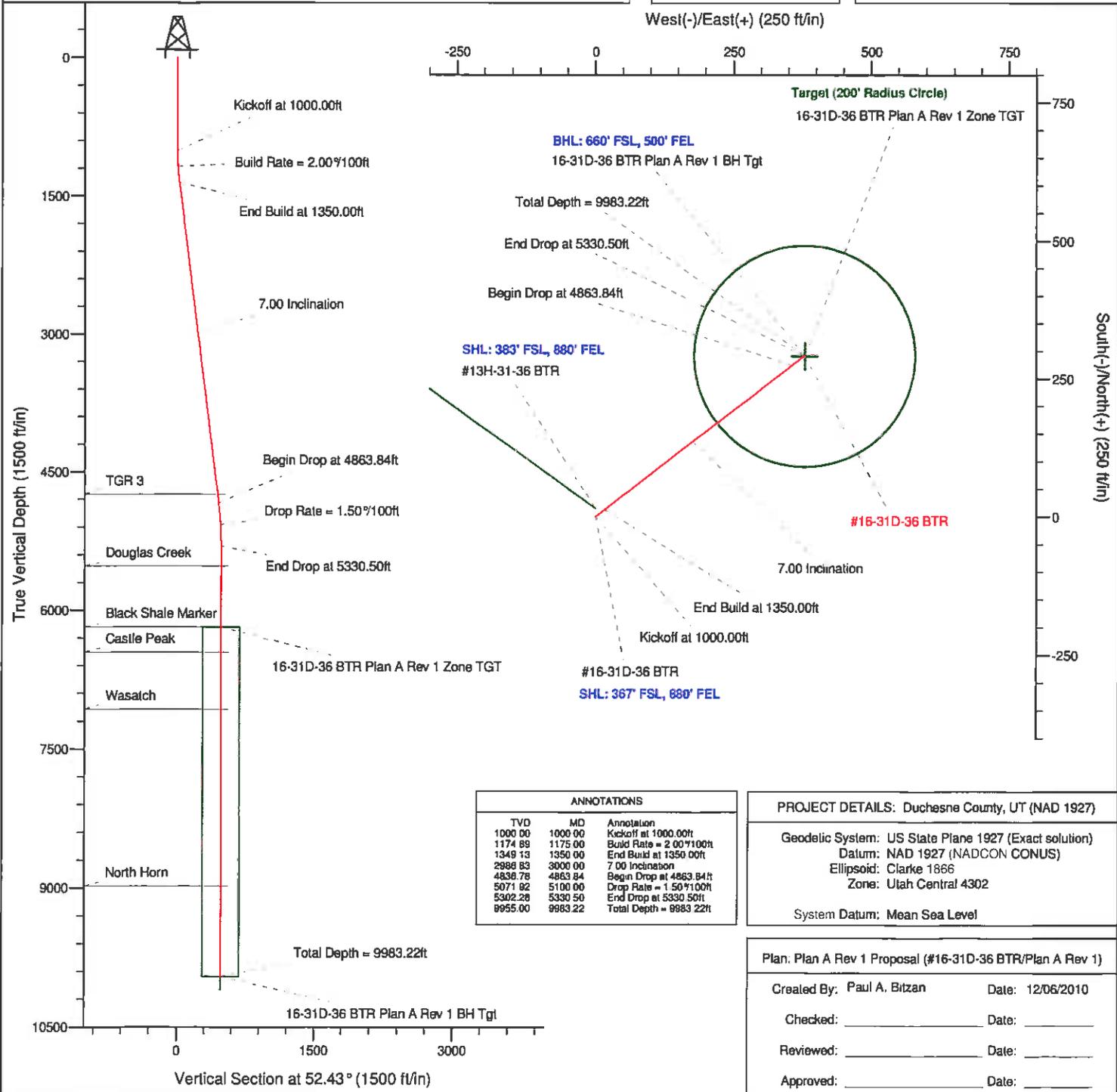
SECTION DETAILS									
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec
1	0.00	0.00	0.000	0.00	0.00	0.00	0.00	0.00	0.00
2	1000.00	0.00	0.000	1000.00	0.00	0.00	0.00	0.00	0.00
3	1350.00	7.00	52.434	1349.13	13.02	18.93	2.00	52.43	21.35
4	4863.84	7.00	52.434	4836.77	274.10	358.38	0.00	0.00	448.58
5	5330.50	0.00	0.000	5302.28	291.46	378.93	1.50	180.00	478.05
6	6208.22	0.00	0.000	6180.00	291.46	378.93	0.00	0.00	478.05
7	9983.22	0.00	0.000	8955.00	291.48	378.93	0.00	0.00	478.05

WELL DETAILS: #16-31D-36 BTR				
Ground Level	8459.00	Longitude	110°35'55.831 W	
Northing	670300.38	Easting	2251824.48	Latitude
				40°10'12.630 N

WELLBORE TARGET DETAILS				
Name	TVD	+N/-S	+E/-W	Shape
16-31D-36 BTR Plan A Rev 1 Zone TGT	6180.00	291.46	378.93	Circle (Radius: 200.00)
16-31D-36 BTR Plan A Rev 1 BH Tgt	8955.00	291.46	378.93	



FORMATION TOP DETAILS		
TVDPath	MDPath	Formation
4745.00	4771.37	TGR 3
5520.00	5548.22	Douglas Creek
6180.00	6208.22	Black Shale Marker
6455.00	6483.22	Castle Peak
7070.00	7098.22	Wasatch
8980.00	9008.22	North Horn



STATE OF UTAH
COUNTY OF DUCHESNE

SURFACE LAND USE AGREEMENT

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, Carl Dean Peterson and Veva Pamela Peterson, whose mailing address is PO Box 93, Duchesne, UT 84021 (hereinafter referred to as GRANTOR), whether one or more, is the owner of the surface of the following described property located in Duchesne County, Utah, to-wit:

TOWNSHIP 4 SOUTH, RANGE 6 WEST, USM
Section 6: NE1/4NE1/4

See Exhibits "A" and "B" Attached

WHEREAS, Bill Barrett Corporation., whose address is 1099 18th Street, Suite 2300, Denver, CO 80202 (hereinafter referred to as GRANTEE) desires to construct an access road and a pipeline or pipelines and appurtenances thereto for the transportation of natural gas, water, saltwater and other substances on a portion of said property.

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

NOW THEREFORE, for and in consideration of the sum of ten dollars (\$10.00) and other valuable considerations, the receipt and sufficiency of which is hereby acknowledged, Grantor does hereby grant, sell and convey unto Grantee, its successors and assigns, the easement and right to use that portion of the herein above described property as may be necessary to construct an access road and to construct, trench, maintain, operate, replace, remove, protect or abandon a pipeline or pipelines for the transportation of natural gas, water, saltwater and other substances exclusively with appurtenances thereto, including, but not limited to, valves, metering equipment, and cathodic equipment (said access road, pipeline or pipelines, appurtenances, valves, metering equipment, cathodic equipment being sometimes collectively called the "facilities") over, under and through the hereinafter described land as described in the attached Exhibits "A" and "B".

Grantee shall have the free right of ingress and egress to, over, upon, through and across said right-of-way and easement for any and all purposes that may be necessary or incidental to the maintenance of the right-of-way and easement, with the right to use existing roads which enter Grantor's property for the purpose of constructing, inspecting, repairing and maintaining the facilities and the removal or replacement of same at will, either in whole or in part, and the replacement of said pipeline or pipelines with either like or different size pipe. During temporary periods, Grantee may use such portions of the property along and adjacent to said right-of-way as may be necessary in connection with construction, maintenance, repair, removal or replacement of the facilities and if such use cause any damages to Grantor's lands outside of the above described right-of-way, Grantee shall pay Grantor for such damages.

Grantor reserves the right to the use and enjoyment of said property except for the purposes herein granted, but such use shall not hinder, conflict or interfere with Grantee's surface or subsurface rights hereunder or disturb its facilities. Grantor may construct roads, fences, water lines and utilities across the easement as long as they do not cause damage to the pipeline. Prior to construction of any road, fence, water line or utility Grantor shall notify Grantee and Grantee and Grantor shall work together in cooperation to make sure the pipeline or pipelines are not damaged. No reservoir or structure shall be constructed, created or maintained on, over, along or within the lands covered by this easement without Grantee's prior written consent.

The Grantor hereby covenants and warrants that he is the surface owner of the above-described land, and has the right to enter into this agreement.

FOR THE SAME CONSIDERATION RECITED ABOVE, Grantor and Grantee 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 it, or its predecessors, agents, contractors, licensees, permittees, successors, and assigns, and shall not include any acts and/or omissions of the other party, its agents, contractors, licensees, permittees, successors or assigns. Grantee shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an uncluttered condition.

TO HAVE AND TO HOLD the above described rights and easements, together with all rights necessary to operate and maintain the natural gas line over the right-of-way hereby granted unto the said Grantee, its successors and assigns, until such time as the right-of-way and easement is abandoned under the terms stipulated herein. The Grantee may assign the rights and easements herein granted, either in whole or in part, subject to the terms of this grant, and such rights and easements shall be covenants running with the land and are binding upon Grantor, Grantor's heirs, legal representatives and successors in title.

Grantee shall repair or replace any fences damaged by them, their employees or contractors with a new fence that will be exactly the same type of fence that is damaged. Grantee shall also reseed the pipeline damaged area with native grasses.

Upon abandonment of the facilities Grantee shall restore such facilities to as near its original condition as possible and shall furnish a recordable document evidencing such abandonment to Grantor, or Grantor's successors in interest, and all rights that Grantee has under the terms of this Agreement shall be terminated.

The making, execution and delivery of this document by Grantor has been induced by no representations, statements, warranties, or other agreements other than those herein expressed. This agreement embodies the entire understanding of the parties, and this instrument may be amended or modified only by subsequent written agreement of the parties.

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.

IN WITNESS WHEREOF, this Surface Land Use Agreement is executed as of the dates of the respective acknowledgments of the parties hereto, but is effective as of the 4th day of October, 2010.

GRANTOR:

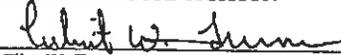
By: 
Carl Dean Peterson

By: 
Veva Pamela Peterson

Date: 10.12.10

GRANTEE:

BILL BARRETT CORPORATION

By: 
Clint W. Turner, as Agent for Bill Barrett Corporation

ACKNOWLEDGMENT

STATE OF UTAH

COUNTY OF DUCHESNE

On this 12th day of October, 2010, before me personally appeared Carl Dean Peterson and Veva Pamela Peterson, known to me to be the persons who are described in and who executed the within instrument and acknowledged to me that they executed the same.

WITNESS my hand and official seal.

Jennifer Adams
Notary Public
Residing at: Duchesne Ut.

My Commission Expires: 10 30 2010



ACKNOWLEDGMENT

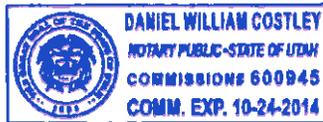
STATE OF UTAH

COUNTY OF SALT LAKE

On this 26 day of OCT, 2010, personally appeared before me Clint W. Turner, who, being by me duly sworn, did say that he is the Agent for 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.

My Commission Expires: 10-24-2014

Daniel William Costley
Notary Public
Residing at: midvale, UT.



TURNER PETROLEUM LAND SERVICES, INC.
7026 SOUTH 900 EAST, SUITE B
MIDVALE, UT 84047
(801) 878-9324

October 4, 2010

Carl Dean Peterson and Veva Pamela Peterson
PO Box 93
Duchesne, UT 84021

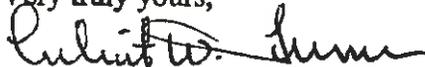
Re Compensation for Surface Land Use Agreement

Dear Mr. and Mrs. Peterson:

By Agreement effective October 4, 2010, you granted to Bill Barrett Corporation a Surface Damage Agreement for the location of an access road and pipeline or pipelines located in the NE1/4NE1/4 of Section 6, T3S-R6W, USM, Duchesne County, Utah.

As compensation for such Agreement Bill Barrett Corporation agrees to pay to you and you agree to accept the amount of _____ with such compensation to be paid to you upon commencement of operations to construct the road and pipeline or pipelines.

Very truly yours,



Clint W. Turner, CPL
Agent for Bill Barrett Corporation

Accepted and agreed to:



Carl Dean Peterson

Veva Pamela Peterson

Date 10-12-10

EXHIBIT "A"
Sec. 31

**ROAD RIGHT-OF-WAY DESCRIPTION
CARL DEAN PETERSON/PAMELA VEVA**

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 6, T4S, R6W, U.S.B.&M. WHICH BEARS S88°56'25"W 680.18' FROM THE NORTHEAST CORNER OF SAID SECTION 6, THENCE N00°11'32"W 16.06' TO A POINT ON THE NORTH LINE OF THE NE 1/4 NE 1/4 OF SAID SECTION 6 WHICH BEARS N89°42'25"W 680.17' FROM THE NORTHEAST CORNER OF SAID SECTION 6, THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES, BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.011 ACRES MORE OR LESS.

**ROAD RIGHT-OF-WAY DESCRIPTION
ON HILARIO FIGUEROA LANDS**

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.
BEGINNING AT A POINT ON THE SOUTH LINE OF THE SE 1/4 SE 1/4 OF SECTION 31, T3S, R6W, U.S.B.&M. WHICH BEARS N89°42'25"W 680.11' FROM THE SOUTHEAST CORNER OF SAID SECTION 31, THENCE N00°11'32"W 87.27' THENCE N48°58'57"W 70.03' TO A POINT IN THE SE 1/4 SE 1/4 OF SAID SECTION 31 WHICH BEARS N78°41'00"W 747.77' FROM THE SOUTHEAST CORNER OF SAID SECTION 31, THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES, BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.115 ACRES MORE OR LESS.

NE 1/4 Sec. 31
Hilario Figueroa
F-17 Plats, 087-108

**HILL BARRETT CORPORATION
LOCATION SURFACE USE AREA
& ROAD RIGHT-OF-WAY
ON FEE LANDS**

(For #16-31-36 BTR & #13H-31-36 BTR)

LOCATED IN
SECTION 31, T3S, R6W, U.S.B.&M. &
SECTION 6, T4S, R6W, U.S.B.&M.
DUCHESNE COUNTY, UTAH



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

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN THE SE 1/4 SE 1/4 OF SECTION 31, T3S, R6W, U.S.B.&M. WHICH BEARS N78°41'00"W 747.77' FROM THE SOUTHEAST CORNER OF SAID SECTION 31, THENCE N89°58'08"E 536.19'; THENCE N00°01'53"E 350.00'; THENCE N82°18'31"E 249.36'; THENCE S89°58'07"E 350.00'; THENCE S00°01'53"W 466.00'; THENCE N89°58'07"W 31.54' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 5.812 ACRES MORE OR LESS.

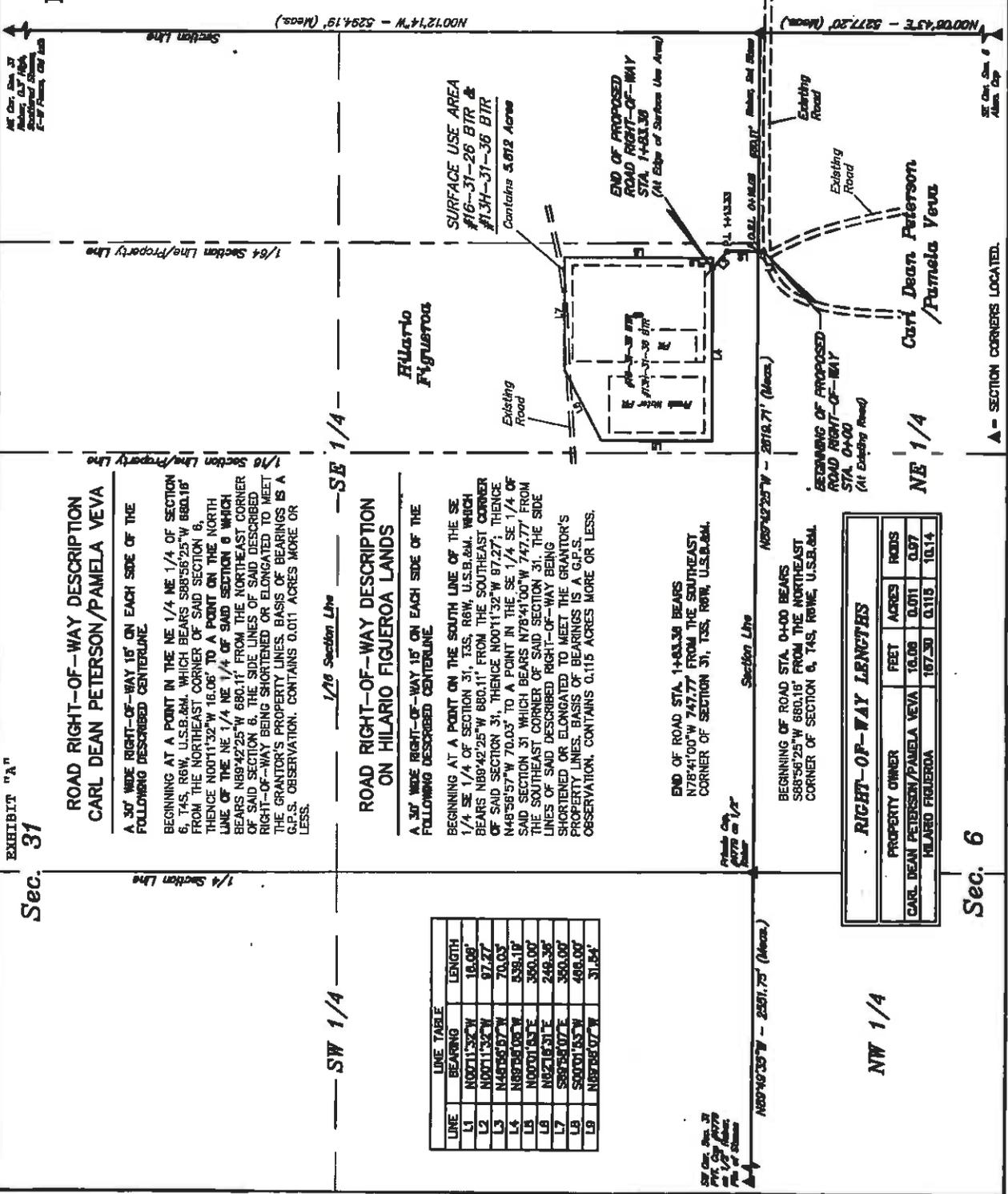
CERTIFICATE

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.



UTAH SURVEYING & LAND SURVEYING
66 SOUTH - 200 EAST • (435) 789-1077
VERMIL, UTAH - 84076

SCALE	DATE
1" = 300'	09-15-10
PARTY	REFERENCES
J.F. C.C.	G.L.O. PLAT
WEATHER	FILE
WARM	4 9 9 6 8



LINE	BEARING	LENGTH
L1	N00°11'32"W	16.06'
L2	N00°11'32"W	87.27'
L3	N48°58'57"W	70.03'
L4	N89°58'08"E	536.19'
L5	N00°01'53"E	350.00'
L6	N82°18'31"E	249.36'
L7	S89°58'07"E	350.00'
L8	S00°01'53"W	466.00'
L9	N89°58'07"W	31.54'

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	MODS
CARL DEAN PETERSON/PAMELA VEVA	16.06	0.011	0.97
HILARIO FIGUEROA	107.30	0.115	10.14

▲ - SECTION CORNERS LOCATED.

Sec. 6

SW 1/4

NE 1/4

SE 1/4

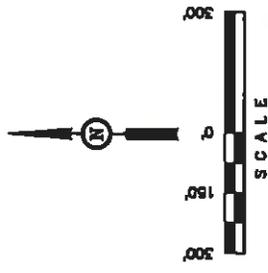
SW 1/4

EXHIBIT "B"
31

NE Cor. Sec. 31
Pvt. Co. 84779
on 1/4 Section
F-97 Plate, 207 And

BILL BARRETT CORPORATION
PIPELINE RIGHT-OF-WAY
ON FEE LANDS
(For #16-31-36 BTR &
#13H-31-36 BTR)

LOCATED IN
SECTION 31, T3S, R6W, U.S.B.&M. &
SECTION 6, T4S, R6W, U.S.B.&M.
DUCHESNE COUNTY, UTAH



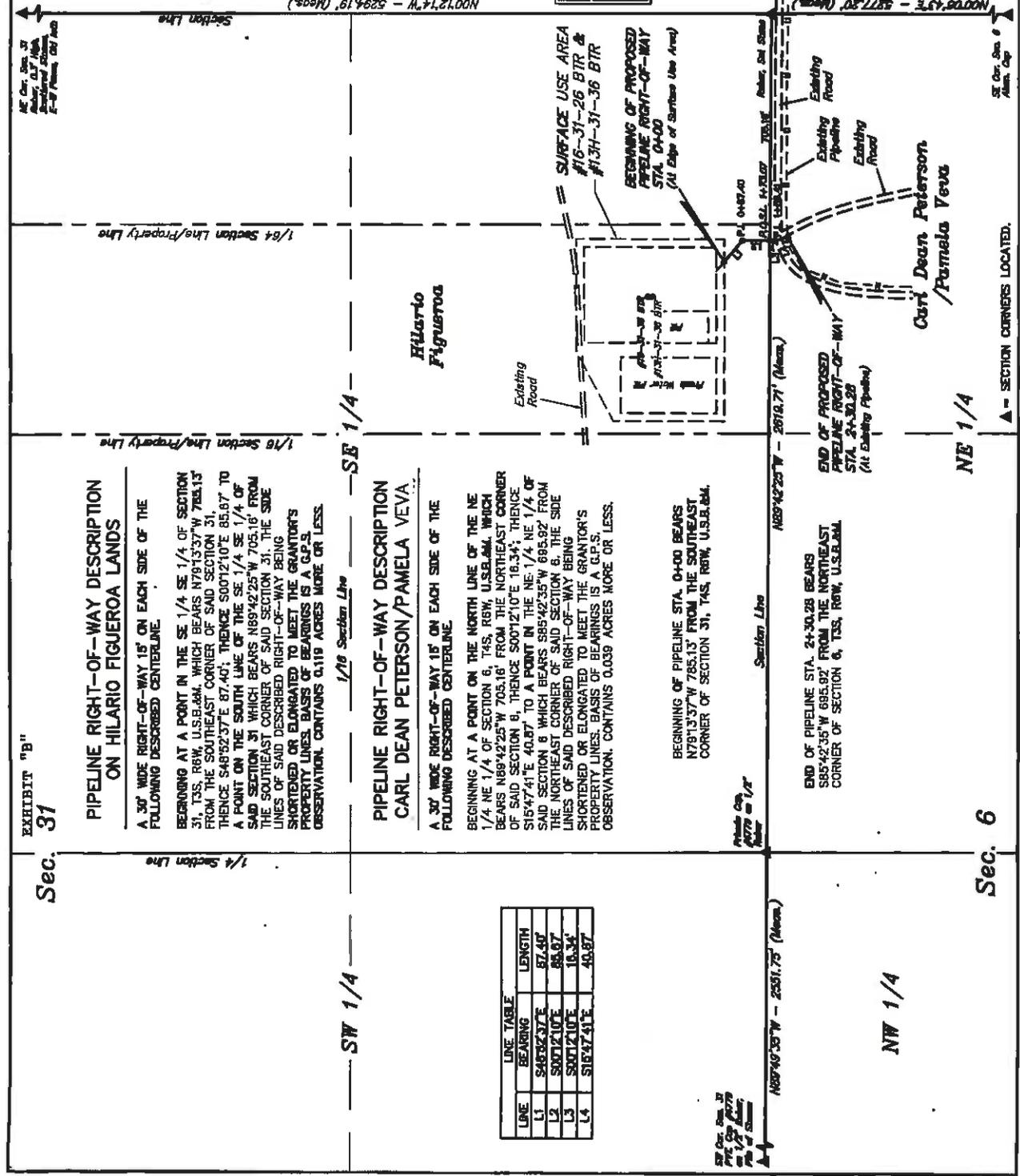
SCALE
BASIS OF BEARINGS
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

PROPERTY OWNER	FEET	ACRES	RODS
HILARIO FIGUEROA	173.07	0.119	10.49
CARL DEAN PETERSON/PAMELA VEVA	87.21	0.039	3.47

CERTIFICATE
THIS IS TO CERTIFY THAT THE ABOVE DEAT WAS PREPARED FROM
FIELD NOTES OF ACTUAL SURVEY MADE BY ME OR UNDER MY
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE
BEST OF MY KNOWLEDGE AND BELIEF.
DATE: 09-15-10
REGISTERED LAND SURVEYOR
REGISTRATION NO. 18350
STATE OF UTAH
C. J. BARRETT

UTAH ENGINEERING & LAND SURVEYING
26 SOUTH - 200 EAST - (486) 789-8077
VERMILION, UTAH - 84079

SCALE	DATE
1" = 300'	09-15-10
PARTY	REFERENCE
J.F. C.C.	G.L.O. PLAT
WEATHER	FILE
WARU	4 9 9 6 9



PIPELINE RIGHT-OF-WAY DESCRIPTION
ON HILARIO FIGUEROA LANDS
A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE
FOLLOWING DESCRIBED CENTERLINE.
BEGINNING AT A POINT IN THE SE 1/4 SE 1/4 OF SECTION
31, T3S, R6W, U.S.B.&M. WHICH BEARS N79°13'37"W 785.13'
FROM THE SOUTHEAST CORNER OF SAID SECTION 31,
THENCE S48°52'37"E 87.40'; THENCE S00°12'10"E 85.67' TO
A POINT ON THE SOUTH LINE OF THE SE 1/4 SE 1/4 OF
SAID SECTION 31 WHICH BEARS N89°42'05"W 705.16' FROM
THE SOUTHEAST CORNER OF SAID SECTION 31; THE SIDE
LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING
SHORTENED OR ELONGATED TO MEET THE GRANITOR'S
PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S.
OBSERVATION. CONTAINS 0.119 ACRES MORE OR LESS.

PIPELINE RIGHT-OF-WAY DESCRIPTION
CARL DEAN PETERSON/PAMELA VEVA
A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE
FOLLOWING DESCRIBED CENTERLINE.
BEGINNING AT A POINT ON THE NORTH LINE OF THE NE
1/4 NE 1/4 OF SECTION 6, T4S, R6W, U.S.B.&M. WHICH
BEARS N89°42'25"W 705.16' FROM THE NORTHEAST CORNER
OF SAID SECTION 6, THENCE S00°12'10"E 16.34'; THENCE
S15°47'41"E 40.87' TO A POINT IN THE NE 1/4 NE 1/4 OF
SAID SECTION 6 WHICH BEARS S85°42'35"W 695.92' FROM
THE NORTHEAST CORNER OF SAID SECTION 6; THE SIDE
LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING
SHORTENED OR ELONGATED TO MEET THE GRANITOR'S
PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S.
OBSERVATION. CONTAINS 0.039 ACRES MORE OR LESS.

LINE	BEARING	LENGTH
L1	S48°52'37"E	87.40'
L2	S00°12'10"E	85.67'
L3	S00°12'10"E	16.34'
L4	S15°47'41"E	40.87'

SE Cor. Sec. 31
Pvt. Co. 84779
on 1/4 Section
F-97 Plate

Private Co.
84779 on 1/4
Section

Sec. 6

NE 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NW 1/4

N00°08'43"E - 577.50' (Mean)
N00°12'14"W - 5294.19' (Mean)

N89°46'35"W - 2551.75' (Mean)

Section Line

N89°42'25"W - 2619.71' (Mean)

0+487.40
0+524.14
0+560.88
0+597.62
0+634.36
0+671.10
0+707.84
0+744.58
0+781.32
0+818.06
0+854.80
0+891.54
0+928.28
0+965.02
1+001.76
1+038.50
1+075.24
1+111.98
1+148.72
1+185.46
1+222.20
1+258.94
1+295.68
1+332.42
1+369.16
1+405.90
1+442.64
1+479.38
1+516.12
1+552.86
1+589.60
1+626.34
1+663.08
1+700.00

Existing Road
Existing Pipeline
Existing Road

END OF PROPOSED
PIPELINE RIGHT-OF-WAY
STA. 2+30.28
(At Existing Pipeline)

END OF PIPELINE STA. 2+30.28 BEARS
S85°42'35"W 695.92' FROM THE NORTHEAST
CORNER OF SECTION 6, T3S, R6W, U.S.B.&M.

BEGINNING OF PIPELINE STA. 0+00 BEARS
N79°13'37"W 785.13' FROM THE SOUTHEAST
CORNER OF SECTION 31, T4S, R6W, U.S.B.&M.

Surface Use Area
#16-31-26 BTR &
#13H-31-36 BTR

Carl Dean Peterson
/ Pamela Veva

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

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SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

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SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

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SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

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SE Cor. Sec. 6
Alm. Cap

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SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

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SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

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SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

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SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

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Alm. Cap

▲ = SECTION CORNERS LOCATED.

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NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

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NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

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SW 1/4

SE Cor. Sec. 6
Alm. Cap

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Alm. Cap

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Alm. Cap

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NW 1/4

SW 1/4

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Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

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SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

▲ = SECTION CORNERS LOCATED.

NE 1/4

NW 1/4

SW 1/4

SE Cor. Sec. 6
Alm. Cap

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 1st day of October, 2010, by and Hilario Figueroa and Maria C. Figueroa, husband and wife, as joint tenants, 3751 West 4400 South, West Valley City, UT 84120-5553 ("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 All of Section 31, Township 3 South, Range 6 West, USM, of Duchesne County, Utah; and,

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

WHEREAS, BBC, pursuant to its rights under the Leases, intends to drill the #16-31-36 BTR and #13H-31-36 BTR wells at a legal drill-site location in the W1/2SE14/SE1/4 of Section 31, Township 3 South, Range 6 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of the W1/2SE14/SE1/4 of Section 31, Township 3 South, Range 6 West, USM, Duchesne County, Utah, and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,

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

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

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 1st day of October, 2010.

TURNER PETROLEUM LAND SERVICES, INC.
7026 SOUTH 900 EAST, SUITE B
MIDVALE, UT 84047
(801) 878-9324

October 1, 2010

Hilario Figueroa and
Maria C. Figueroa
3751 West 4400 South
West Valley City, UT 84120-5553

Re Compensation for Surface Land Use Agreement

Dear Mr. and Mrs. Figueroa:

By Agreement effective October 1, 2010, you granted to Bill Barrett Corporation a Surface Damage Agreement for the location of a oil and gas wellsite, an access road and pipeline or pipelines located in the W1/2SE1/4SE1/4 of Section 31, T3S-R6W, USM, Duchesne County, Utah.

As compensation for such Agreement Bill Barrett Corporation agrees to pay to you and you agree to accept the amount of _____ with such compensation to be paid to you upon commencement of operations to construct the wellsite, road and pipeline or pipelines.

Very truly yours,



Clint W. Turner, CPL
Agent for Bill Barrett Corporation

Accepted and agreed to:

By: Hilario Figueroa
Hilario Figueroa

Date: 10-20-2010

By: Maria C. Figueroa
Maria C. Figueroa

Date: 10-20-2010

HILL BARRETT CORPORATION

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

(For #16-31-36 BTR & #19H-31-36 BTR)

LOCATED IN

SECTION 31, T3S, R6W, U.S.B.&M. & SECTION 6, T4S, R6W, U.S.B.&M. DUCHESNE COUNTY, UTAH



BASIS OF BEARINGS

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

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN THE SE 1/4 SE 1/4 OF SECTION 31, T3S, R6W, U.S.B.&M. WHICH BEARS N78°41'00"W 747.77' FROM THE SOUTHEAST CORNER OF SAID SECTION 31, THENCE N89°58'08"W 539.19'; THENCE N00°01'53"E 350.00'; THENCE N82°18'31"E 249.36'; THENCE S89°58'07"E 350.00'; THENCE S00°01'53"W 466.00'; THENCE N89°58'07"W 31.54' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 5.812 ACRES MORE OR LESS.

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.



Urtias Engineering & Surveying
66 SOUTH - 200 EAST - (435) 789-1077
VERMIL, UTAH - 84078

SCALE	DATE
1" = 300'	09-18-10
PARTY	REFERENCE
J.F. C.C.	G.L.O. PLAT
WEATHER	FILE
WARU	4 9 9 6 8

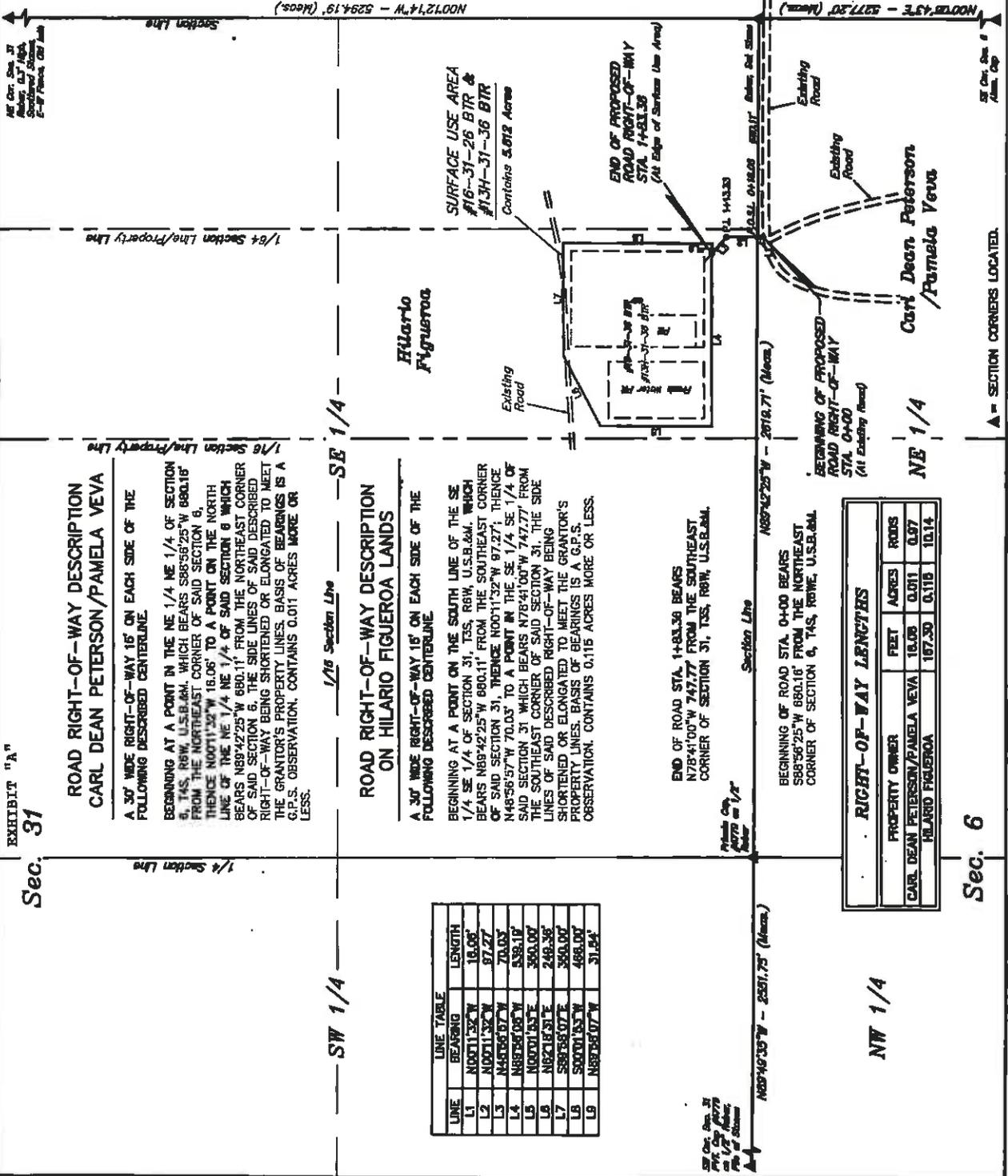


EXHIBIT "A"
Sec. 31

**ROAD RIGHT-OF-WAY DESCRIPTION
CARL DEAN PETERSON/PAMELA VEVA**

A 30' WIDE RIGHT-OF-WAY 16' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.
BEGINNING AT A POINT IN THE NE 1/4 NE 1/4 OF SECTION 6, T4S, R6W, U.S.B.&M. WHICH BEARS S89°58'25"W 880.16' FROM THE NORTHEAST CORNER OF SAID SECTION 6, THENCE N00°11'32"W 16.06' TO A POINT ON THE NORTH LINE OF THE NE 1/4 NE 1/4 OF SAID SECTION 6 WHICH BEARS N89°42'28"W 880.11' FROM THE NORTHEAST CORNER OF SAID SECTION 6. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.011 ACRES MORE OR LESS.

**ROAD RIGHT-OF-WAY DESCRIPTION
ON HILARIO FIGUEROA LANDS**

A 30' WIDE RIGHT-OF-WAY 16' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.
BEGINNING AT A POINT ON THE SOUTH LINE OF THE SE 1/4 SE 1/4 OF SECTION 31, T3S, R6W, U.S.B.&M. WHICH BEARS N89°42'25"W 880.11' FROM THE SOUTHEAST CORNER OF SAID SECTION 31, THENCE N00°11'32"W 97.27', THENCE N46°58'57"W 70.03' TO A POINT IN THE SE 1/4 SE 1/4 OF SAID SECTION 31 WHICH BEARS N78°41'00"W 747.77' FROM THE SOUTHEAST CORNER OF SAID SECTION 31. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.115 ACRES MORE OR LESS.

LINE	BEARING	LENGTH
L1	N00°11'32"W	16.06'
L2	N00°11'32"W	97.27'
L3	N46°58'57"W	70.03'
L4	N89°42'28"W	539.19'
L5	N00°01'53"E	350.00'
L6	N82°18'31"E	249.36'
L7	S89°58'07"E	350.00'
L8	S00°01'53"W	466.00'
L9	N89°58'07"W	31.54'

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
CARL DEAN PETERSON/PAMELA VEVA	16.06	0.011	0.07
HILARIO FIGUEROA	107.30	0.115	10.14

Sec. 6

▲ = SECTION CORNERS LOCATED.

EXHIBIT "B"
 Sec. 31

PIPELINE RIGHT-OF-WAY DESCRIPTION
 ON HILARIO FIGUEROA LANDS

A 30' WIDE RIGHT-OF-WAY IS ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:
 BEGINNING AT A POINT IN THE SE 1/4 SE 1/4 OF SECTION 31, T3S, R6W, U.S.B.&M. WHICH BEARS N89°13'37"W 78.11' FROM THE SOUTHEAST CORNER OF SAID SECTION 31, THENCE S48°52'37"E 87.40', THENCE S00°12'10"E 86.67' TO A POINT ON THE SOUTH LINE OF THE SE 1/4 SE 1/4 OF SAID SECTION 31 WHICH BEARS N89°42'25"W 705.16' FROM THE SOUTHEAST CORNER OF SAID SECTION 31, THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES, BASIS OF BEARINGS IS A G.P.S. OBSERVATION, CONTAINS 0.119 ACRES MORE OR LESS.

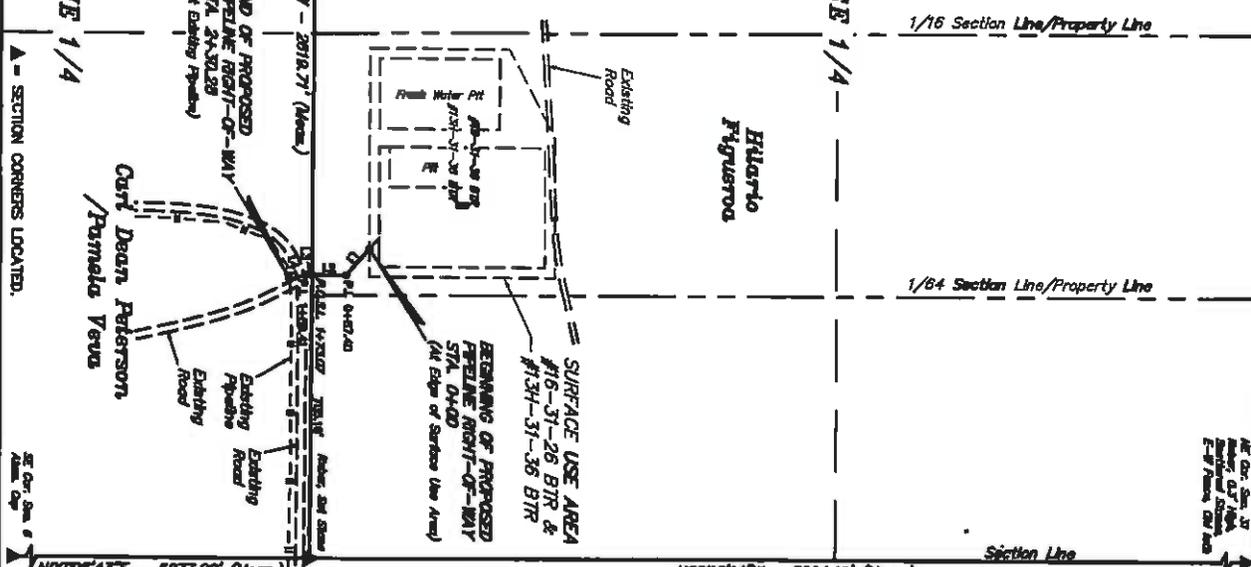
PIPELINE RIGHT-OF-WAY DESCRIPTION
 CARL DEAN PETERSON/PAMELA VEVA

A 30' WIDE RIGHT-OF-WAY IS ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:
 BEGINNING AT A POINT ON THE NORTH LINE OF THE NE 1/4 NE 1/4 OF SECTION 8, T4S, R6W, U.S.B.&M. WHICH BEARS N89°42'25"W 705.16' FROM THE NORTHEAST CORNER OF SAID SECTION 8, THENCE S00°12'10"E 16.34', THENCE S15°47'41"E 40.87' TO A POINT IN THE NE 1/4 NE 1/4 OF SAID SECTION 8 WHICH BEARS S85°42'35"W 695.92' FROM THE NORTHEAST CORNER OF SAID SECTION 8, THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES, BASIS OF BEARINGS IS A G.P.S. OBSERVATION, CONTAINS 0.039 ACRES MORE OR LESS.

LINE	BEARING	LENGTH
L1	S48°52'37"E	87.40'
L2	S00°12'10"E	86.67'
L3	S00°12'10"E	16.34'
L4	S15°47'41"E	40.87'

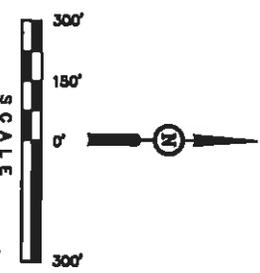
Sec. 6

END OF PIPELINE STA. 2+30.28 BEARS S85°42'35"W 695.92' FROM THE NORTHEAST CORNER OF SECTION 8, T3S, R6W, U.S.B.&M.
 END OF PROPOSED PIPELINE RIGHT-OF-WAY STA. 2+30.28 (At Existing Pipeline)
 END OF PROPOSED PIPELINE RIGHT-OF-WAY STA. 0+00 BEARS N70°13'37"E 785.13' FROM THE SOUTHEAST CORNER OF SECTION 31, T4S, R6W, U.S.B.&M.



BILL BARRETT CORPORATION
 PIPELINE RIGHT-OF-WAY
 ON FEE LANDS
 (For #16-31-36 BTR & #13H-31-36 BTR)

LOCATED IN
 SECTION 31, T3S, R6W, U.S.B.&M. &
 SECTION 8, T4S, R6W, U.S.B.&M.
 DUCHESNE COUNTY, UTAH



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

RIGHT-OF-WAY LENGTHS	FEET	ACRES	RODS
HILARIO FIGUEROA	173.07	0.119	10.49
CARL DEAN PETERSON/PAMELA VEVA	57.21	0.039	3.47

CERTIFICATE
 THIS IS TO CERTIFY THAT THE ABOVE SAID DEEDS PREPARED FROM FIELD NOTES OF AGRICULTURAL SURVEY MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAID DEEDS ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 91816
 STATE OF UTAH
 1998

UTAH ENGINEERING & LAND SURVEYING
 88 SOUTH - 2ND EAST • (435) 788-9077
 VERMILION, UTAH - 84078

SCALE	1" = 300'	DATE	08-15-10
PLAT	J.F. C.C.	REGISTERED	G.L.O. PLAT
EXAMINED	WARD	FILED	4 9 9 8 9

SURFACE USE PLAN

BILL BARRETT CORPORATION

16-31D-36 BTR Well Pad

SHL: SESE, 367' FSL, 880' FEL, Section 31, T3S, R6W, USB&M

BHL: SESE, 660' FSL, 500' FEL, Section 31, T3S, R6W, USB&M

Duchesne County, Utah

This is a multiple well pad with one vertical well and one horizontal well proposed. Surface ownership for the pad and a segment of the access and pipeline corridor is Hilario Figueroa with the remaining access road and pipeline corridor crossing Carl Dean Peterson/ Pamela Veva (Private.) BBC would adhere to the surface use conditions set forth in the approved Surface Damage Settlement Agreement.

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 11.2 miles west of Duchesne, Utah. Maps and directions reflecting the route to the proposed well site are included (see Topographic maps A and B).
 - b. The existing El Paso 1-6D6 access road would be utilized for 0.9 miles with no improvements anticipated. The existing encroachment to the UDOT maintained SR-40 would be utilized with no improvements anticipated.
 - c. Project roads would require routine year-round maintenance to provide year-round access. Maintenance would include inspections, reduction of ruts and holes, maintenance to keep water off the road, replacement of surfacing materials, and clearing of sediment blocking ditches and culverts. Should snow removal become necessary, roads would be cleared with a motor grader and snow would be stored along the down gradient side to prohibit runoff onto the road. Aggregate would be used as necessary to maintain a solid running surface and minimize dust generation.
 - d. Vehicle operators would obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions. Travel would be limited to the existing access roads and proposed access road.
 - e. The use of roads under State and Duchesne County Road Department maintenance are necessary to access the project area with no improvements proposed.
 - f. All existing roads would be maintained and kept in good repair during all phases of operation.

2. Planned Access Road:

- a. Approximately 183 feet of new access road is proposed entering the south side of the pad area (see Topographic Map B).
- b. The road would be constructed to a 30-foot right-of-way (ROW) width with an 18-foot travel surface.
- c. New road construction and improvements of existing roads would typically require the use of motor graders, crawler tractors, 10-yard end dump trucks, and water trucks. The standard methodology for building new roads involves the use of a crawler tractor or track hoe to windrow the vegetation to one side of the road corridor, remove topsoil to the opposing side of the corridor, and rough-in the roadway. This is followed by a grader or bulldozer to establish barrow ditches and crown the road surface. Where culverts are required, a track hoe or backhoe would trench the road and install the culverts. Some hand labor would be required when installing and armoring culverts. Road base or gravel in some instances would be necessary and would be hauled in and a grader used to smooth the running surface.
- d. The proposed road would be constructed to facilitate drainage, control erosion and minimize visual impacts by following natural contours where practical. No unnecessary side-casting of material would occur on steep slopes.
- e. A maximum grade of 10% would be maintained throughout the project with minimum cuts and fills, as necessary, to access the well.
- f. Excess rock from construction of the pad may be used for surfacing of the access road if necessary. Any additional aggregate necessary would be obtained from private or State of Utah lands in conformance with applicable regulations. Aggregate would be of sufficient size, type, and amount to allow all weather access and alleviate dust.
- g. Where topsoil removal is necessary, it would be windrowed (i.e. stockpiled/accumulated along the edge of the ROW and in a low row/pile parallel with the ROW) and re-spread over the disturbed area after construction and backfilling are completed. Vegetation removed from the disturbed area would also be re-spread to provide protection, nutrient recycling, and a seed source for reclamation.
- h. Turnouts are not proposed because the access road is short and adequate site distance exists in all directions.
- i. No culverts or low-water crossings are anticipated. Adequate drainage structures, where necessary, would be incorporated into the remainder of the road to prevent soil erosion and accommodate all-weather traffic.

- j. No cattle guards are anticipated at this time.
- k. 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.
- l. 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.
- m. 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	three
vii. abandoned wells	three

4. Location of Production Facilities

- a. Surface facilities would consist of two wellheads, two separators, two gas meters, (1) 500 gal methanol tank, (1) 500 gal glycol tank, (4) 500 bbl oil tanks, (2) 500 bbl water tank, (1) 500 bbl test tank, (1) 1000 gal propane tank, two pumping units 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.

- 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 230 feet of pipeline corridor containing up to three lines (one gas pipeline up to 8 inch in diameter, one water line up to 4 inch in diameter and one residue line up to 4 inch in diameter) is proposed. The gas pipeline would connect to the existing pipeline servicing the El Paso 1-6D6 well site (see Topographic Map C) and water and residue lines would connect to field water transfer and residue lines (some of which may be futures) . Pipelines would be constructed of steel, polyethylene or fiberglass. The pipeline crosses two private landowners with surface use in place.
- g. The new segment of gas pipeline would be buried within a 30 foot pipeline corridor across entirely 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 Juniper Green, to match the standard environmental colors. All facilities would be painted the designated color at the time of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.
- k. Site security guidelines identified in 43 CFR 3162.7-5 and Onshore Oil and Gas Order No. 3 would be adhered to. Any modifications to proposed facilities would be reflected in the site security diagram submitted.

- l. The site would require periodic maintenance to ensure that drainages are kept open and free of debris, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

5. Location and Type of Water Supply:

- a. Water for the drilling and completion would be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W, USB&M.
- b. No new water well is proposed with this application.
- c. Should additional water sources be pursued they would be properly permitted through the State of Utah – Division of Water Rights.
- d. 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. A reserve pit and freshwater pond are proposed. Both would be constructed so as not to leak, break or allow any discharge
- c. The reserve pit and the freshwater pond would be lined with 12 mil (minimum) thickness polyethylene nylon reinforced liner material. The liner(s) would overlay straw, soil and/or bentonite if rock is encountered during excavation. Liners would overlap the pit and pond 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 liners would be discarded in the pit or pond. A minimum of two feet of free board would be maintained between the maximum fluid level and the top of the reserve pit and pond at all times.
- d. To deter livestock from entering the pit and pond, 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. The liners would be torn and perforated before backfilling of the reserve pit and pond.

- e. Drill cuttings would be contained in the pit and buried on-site for a period not to exceed six months, weather permitting.
- f. The fresh water pond (capacity of 76,660 bbls) would contain only fresh water needed for the frac operation and all flowback from the frac operation would be placed into tanks and hauled to a state approved disposal facility.
- g. 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
 - 5. Unified Water Pits – Sec. 31, T2S-R4W
 - 6. Iowa Tank Line Pits – 8500 BLM Fence Road, Pleasant Valley
- h. 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.
- i. 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.
- j. 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.

- k. Portable toilets and trash containers would be located onsite during drilling and completion operations. A commercial supplier would install and maintain portable toilets and equipment and would be responsible for removing sanitary waste. Sanitary waste facilities (i.e. toilet holding tanks) would be regularly pumped and their contents disposed of at approved sewage disposal facilities in Duchesne, and/or Uintah Counties, in accordance with applicable rules and regulations regarding sewage treatment and disposal. Accumulated trash and nonflammable waste materials would be hauled to an approved landfill once a week or as often as necessary. All debris and waste materials not contained in the trash containers would be cleaned up, removed from the construction ROW, well pad, or worker housing location, and disposed of at an approved landfill. Trash would be cleaned up everyday.
 - l. 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.
 - m. 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.
 - n. 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 400 feet x 300 feet with an inboard reserve pit size of 100 feet x 200 feet x 8 feet deep.
- d. The fresh water pond has also been staked at its maximum size of 175 feet by 300 feet and would be 12 feet deep
- e. Liners would overlay straw, soil and/or bentonite if rock is encountered during excavation. Liners would overlap the pit/pond walls and be held in place by dirt and rocks.
- f. The disturbed area of the pad, reserve pit and fresh-water pond is approximately 5.812 acres.
- g. 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.
- h. Fill from pit excavation would be stockpiled along the edge of the pit and the adjacent edge of the well pad.
- i. 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.
- j. Diversion ditches would be constructed, if necessary, around the well site to prevent surface waters from entering the well site area.
- k. Water application may be implemented if necessary to minimize the amount of fugitive dust.
- l. 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 and freshwater pond 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 freshwater pond and that portion of the location not needed for production facilities/operations would be recontoured to the approximate natural contours. Areas not used for production purposes would be backfilled and blended into the surrounding terrain, reseeded and erosion control measures installed. Mulching, erosion control measures and fertilization may be required to achieve acceptable stabilization. Back slopes and fore slopes would be reduced as practical and scarified with the contour. The reserved topsoil would be evenly distributed over the slopes and scarified along the contour. Slopes would be seeded with 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: **Hilario Figueroa**
 - ii. Access and pipeline corridor segment: **Carl Dean Peterson/ Pamela Veva**
- 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.10-213, dated 10/13/2010. "No historic properties affected".

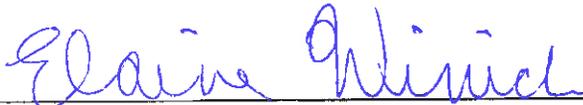
- b. BBC would require that their personnel, contractors, and subcontractors to comply with Federal regulations intended to protect archeological and cultural resources.
- c. Project personnel and contractors would be educated on and subject to the following requirements:
 - No dogs or firearms within the Project Area.
 - No littering within the Project Area.
 - Smoking within the Project Area would only be allowed in off-operator active locations or in specifically designated smoking areas. All cigarette butts would be placed in appropriate containers and not thrown on the ground or out windows of vehicles; personnel and contractors would abide by all fire restriction orders.
 - Campfires or uncontained fires of any kind would be prohibited.
 - Portable generators used in the Project Area would have spark arrestors.

OPERATOR CERTIFICATION

Certification:

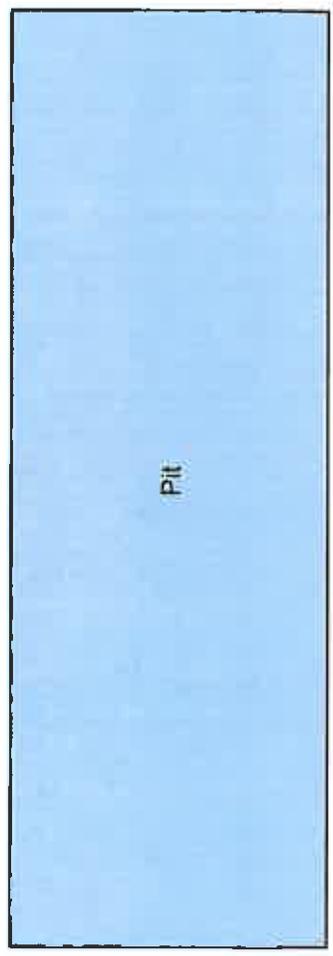
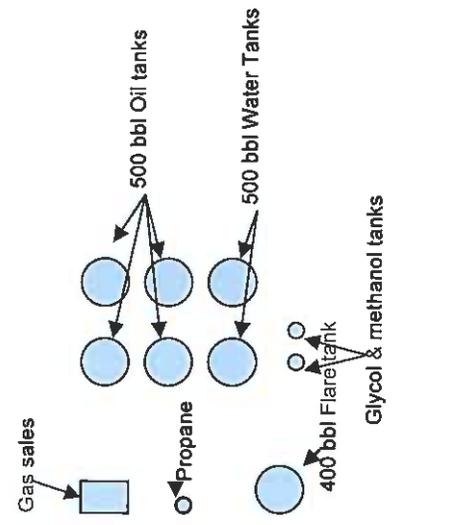
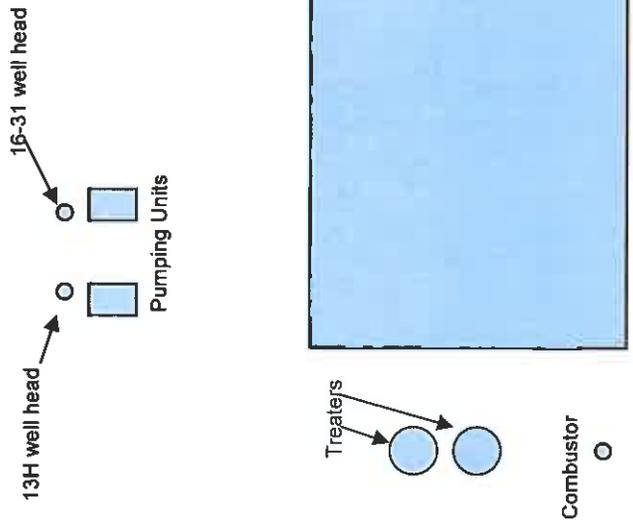
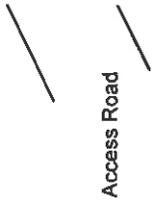
I hereby certify that I, or someone under my direction supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made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

Executed this 3 day of January 2011
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



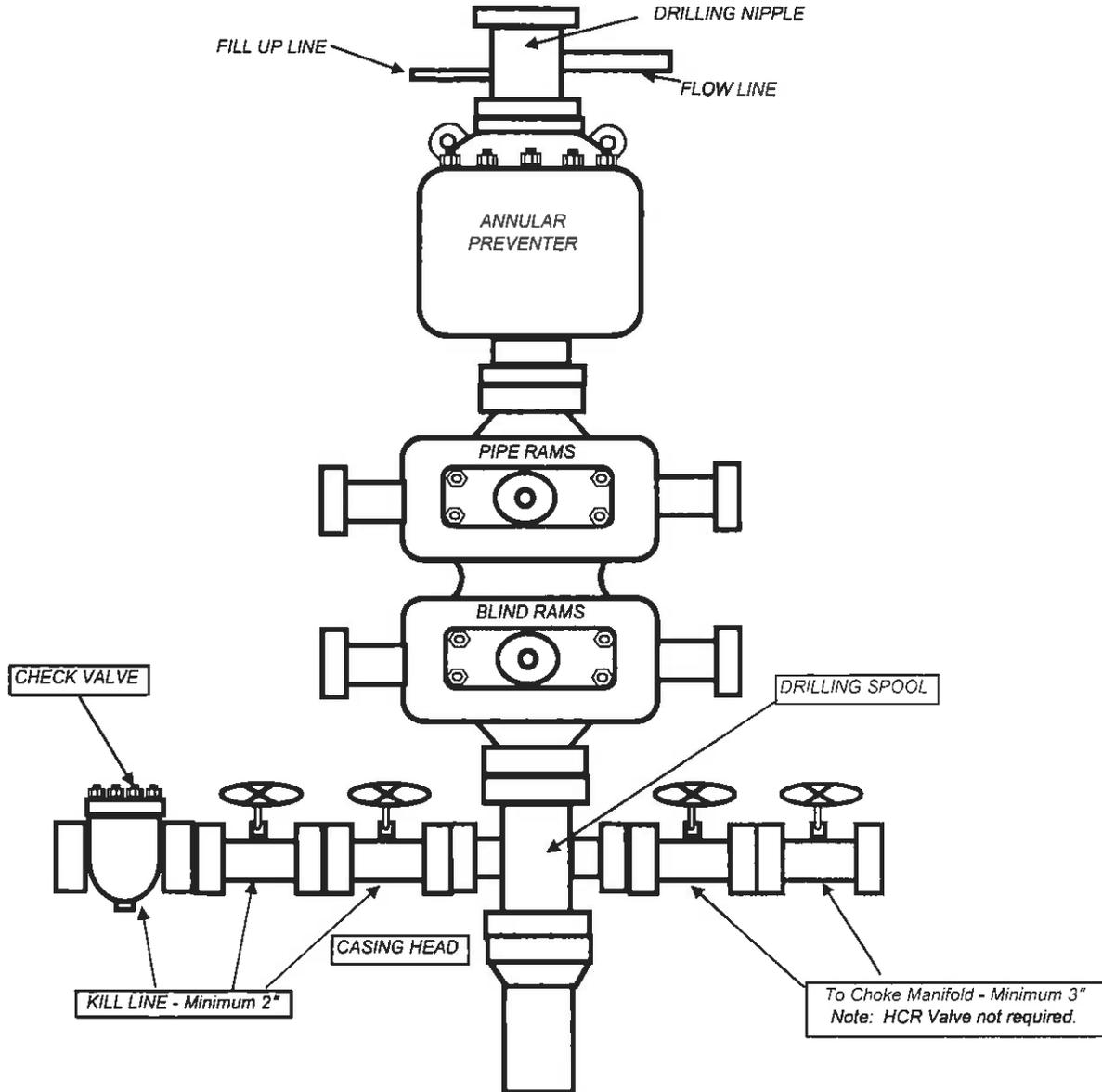
Elaine Winick, Senior Permit Analyst

16-31-36 & 13H-31-36 BTR Proposed Facility Layout



BILL BARRETT CORPORATION

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





January 3, 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 #16-31D-36 BTR Well
Surface: 367' FSL & 880' FEL, SESE, 31-T3S-R6W, USM
Bottom Hole: 660' FSL & 500' FEL, SESE, 31-T3S-R6W, 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.

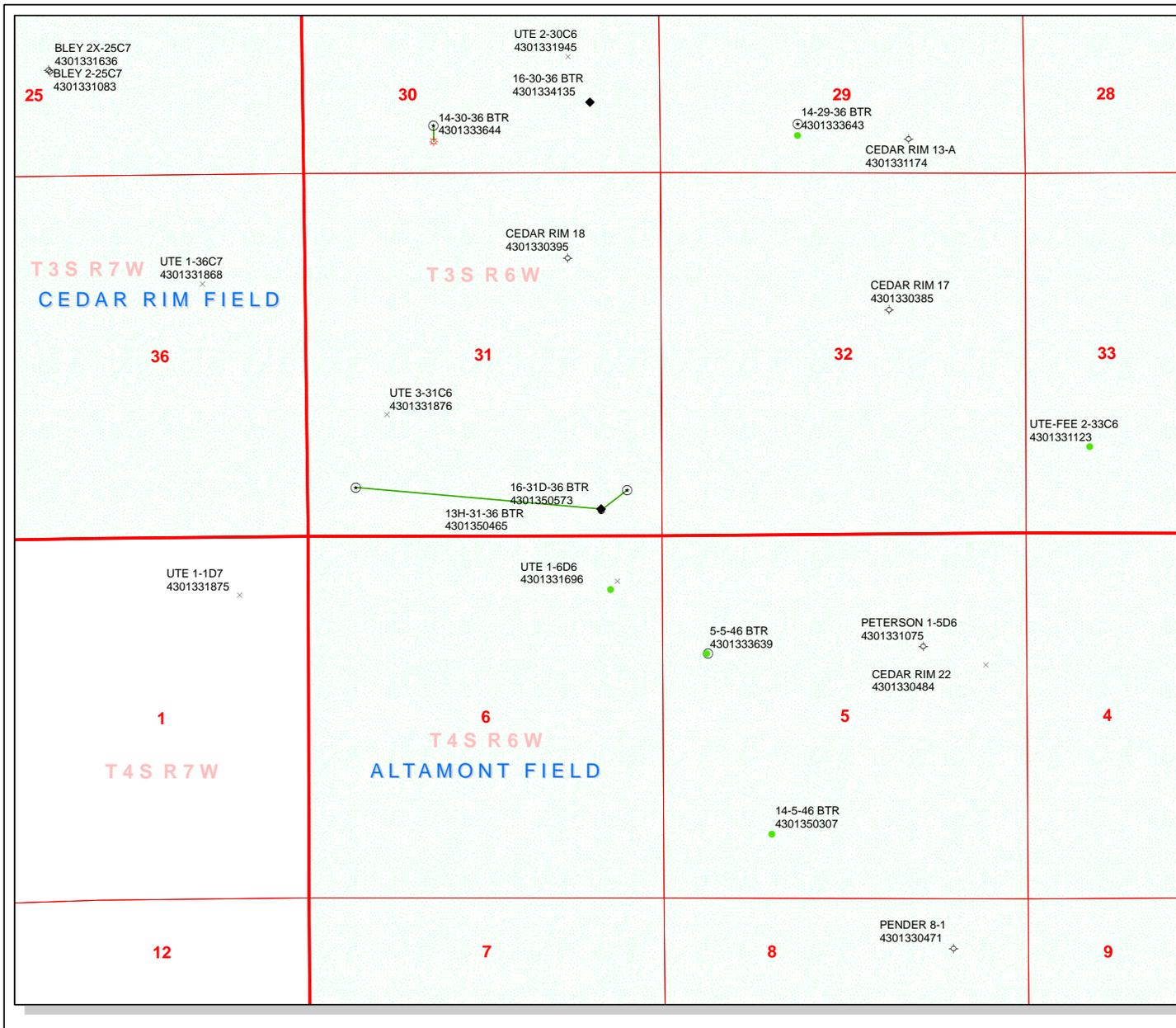
- The proposed location is within our Blacktail Ridge Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines 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
David Watts *by EW*
Landman

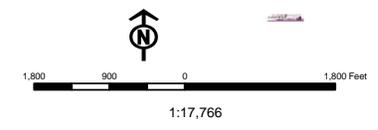
1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420



API Number: 4301350573
Well Name: 16-31D-36 BTR
Township 03.0 S Range 06.0 W Section 31
Meridian: UBM
Operator: BILL BARRETT CORP

Map Prepared:
 Map Produced by Diana Mason

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



ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name 16-31D-36 BTR
API Number 43013505730000 **APD No** 3372 **Field/Unit** CEDAR RIM
Location: 1/4,1/4 SESE **Sec** 31 **Tw** 3.0S **Rng** 6.0W 367 FSL 880 FEL
GPS Coord (UTM) 534157 4446518 **Surface Owner** HILARIO & MARIA FIGUEROA

Participants

Danny Rasmussen (UELS), Clint Turner (land man), Don Hamilton (Buys and Associates), James Hereford (BLM), Kary Eldredge (Bill Barret Corp)

Regional/Local Setting & Topography

This location lies approximately 10.5 miles due west of Duchesne Utah. The Strawberry river is 1 mile to the south, but the area around this location slopes gently to the east and eventually drains to the Strawberry River several miles to the east. Location area slopes only gently eastward and to the north and south are low rising hills. There are no visible drainages across this location.

Surface Use Plan

Current Surface Use

Deer Winter Range
Wildlfe Habitat

New Road Miles	Well Pad	Src Const Material	Surface Formation
0.04	Width 300 Length 400	Onsite	UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Deer, elk, coyote, rabbits and other small mammals, song birds, raptors
Big sage, greasewood, grasses, saltbrush, shadscale

Soil Type and Characteristics

Clay loam topsoil, small scattered fractured stone on surface

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diverson Required? N

Berm Required? Y

Erosion Sedimentation Control Required? N

Paleo Survey Run? N 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)	>1000	0	
Dist. Nearest Municipal Well (ft)	>5280	0	
Distance to Other Wells (feet)	>1320	0	
Native Soil Type	Mod permeability	10	
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	30	1 Sensitivity Level

Characteristics / Requirements

There are two reserve pits proposed. The first is included in the location dimensions and is 100ft x 200ft x 12' deep. The other is to the west of the first and is 175ft x 300ft x 12ft deep and is outside of the location dimensions listed for the location. According to Kary Eldredge Bill Barret plans to use 20 mil liners.

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

Other Observations / Comments

2 well pad. See presite writeup for 43-13-50465

Richard Powell
Evaluator

11/16/2010
Date / Time

Application for Permit to Drill

Statement of Basis

2/14/2011

Utah Division of Oil, Gas and Mining

Page 1

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
3372	43013505730000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	HILARIO & MARIA FIGUEROA	
Well Name	16-31D-36 BTR		Unit		
Field	CEDAR RIM		Type of Work	DRILL	
Location	SESE 31 3S 6W U 367 FSL 880 FEL GPS Coord (UTM) 534158E 4446514N				

Geologic Statement of Basis

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

Brad Hill
APD Evaluator

2/14/2011
Date / Time

Surface Statement of Basis

According to James Hereford of the BLM the land owner Hilario Figueroa was invited but did not wish to attend the onsite investigation. Mr. Hereford related the conversation he had with Mr. Figueroa and stated that Mr. Figueroa asked that when the well is reclaimed that top soil be replaced and reseeded but that the location be left flat and not recontoured. Mr. Hereford also stated that the BLM would require tanks and equipment to be either Marine Green or Beetle. These are colors which are available to be baked on by the manufacturer. This appears to be a good site for well placement.

There are two reserve pits proposed. The first is included in the location dimensions and is 100ft x 200ft x 12' deep. The other is to the west of the first and is 175ft x 300ft x 12ft deep and is outside of the location dimensions listed for the location. According to Kary Eldredge Bill Barret plans to use 20 mil liners.

Richard Powell
Onsite Evaluator

11/16/2010
Date / Time

Conditions of Approval / Application for Permit to Drill

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

**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 1/3/2011

API NO. ASSIGNED: 43013505730000

WELL NAME: 16-31D-36 BTR

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 293-9100

CONTACT: Elaine Winick

PROPOSED LOCATION: SESE 31 030S 060W

Permit Tech Review:

SURFACE: 0367 FSL 0880 FEL

Engineering Review:

BOTTOM: 0660 FSL 0500 FEL

Geology Review:

COUNTY: DUCHESNE

LATITUDE: 40.17019

LONGITUDE: -110.59885

UTM SURF EASTINGS: 534158.00

NORTHINGS: 4446514.00

FIELD NAME: CEDAR RIM

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 cullinary water dock
- RDCC Review:
- Fee Surface Agreement
- Intent to Commingle

Commingling Approved

LOCATION AND SITING:

- R649-2-3.
Unit:
 - R649-3-2. General
 - R649-3-3. Exception
 - Drilling Unit
Board Cause No: Cause 139-84
Effective Date: 12/31/2008
Siting: 660' Fr Drl U Bdry & 1320' Fr Other Wells
 - R649-3-11. Directional Drill
-

Comments: Presite Completed

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



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: 16-31D-36 BTR
API Well Number: 43013505730000
Lease Number: 2OG0005608
Surface Owner: FEE (PRIVATE)
Approval Date: 2/14/2011

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 139-84. 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 horizontal line.

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

APPLICATION FOR PERMIT TO DRILL OR REENTER

JAN 05 2011
2011
BLM

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	3b. Phone No. (include area code) Ph: 303-312-8168 Fx: 303-291-0420	8. Lease Name and Well No. 16-31D-36 BTR
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SESE 367FSL 880FEL At proposed prod. zone SESE 660FSL 500FEL		9. API Well No. 43 013 505 73
14. Distance in miles and direction from nearest town or post office* 11.2 MILES WEST OF DUCHESNE, UT		10. Field and Pool, or Exploratory CEDAR RIM
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 660 LEASE	16. No. of Acres in Lease 66101.00	11. Sec., T., R., M., or Blk. and Survey or Area Sec 31 T3S R6W Mer UBM
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 1460	19. Proposed Depth 10200 MD 10170 TVD	12. County or Parish DUCHESNE
21. Elevations (Show whether DF, KB, RT, GL, etc.) 6460 GL	22. Approximate date work will start 02/15/2011	13. State UT
		17. Spacing Unit dedicated to this well 160.00
		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 01/04/2011
Title SENIOR PERMIT ANALYST		
Approved by (Signature) 	Name (Printed/Typed) Jerry Kenczka	Date MAR 07 2011
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

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

CONDITIONS OF APPROVAL ATTACHED

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

Additional Operator Remarks (see next page)

Electronic Submission #100022 verified by the BLM Well Information System
For BILL BARRETT CORPORATION
Committed to AFMSS for processing by ROBIN R. HANSEN on 01/06/2011

RECEIVED NOTICE OF APPROVAL

BIA

MAR 14 2011

DIV. OF OIL, GAS & MINING

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

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

Company/Operator: Bill Barrett Corporation

Well name & Number: 16-310-36 BTR

Surface Ownership: Hilario and Maria Figueroa: Well pad, parts of the road and pipeline route.

Carl Dean and Veva Peterson: Sections of the road and pipeline route.

Lease Number: 20G0005608

Location: SE/SE of Section 31, T3S R6W

- The operator will notify the BLM in writing of any deviation of submitted APD and ROW applications. The operator will receive written authorization of any such change with appropriate authorization.
- The operator will implement a "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD and 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 BLM shall be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- Production facilities will be painted Beetle Green to blend in with the surrounding habitat, unless otherwise stated from the private land owner agreement.
- As per the land owners wishes, the pad area will be left flat when it comes to final abandonment of the well site. All other areas including road and pipeline areas will undergo final reclamation efforts as per Bill Barrett Corporations surface use plan. This includes re-contouring of those areas and reseeding with approved native seed mixes. Please contact the surface owner or the Bureau of Land Management, for seed mixes to use in the project area.

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

SITE SPECIFIC DOWNHOLE COAs:

- A CBL shall be run from TD to surface on the production casing.
- Gamma Ray Log shall be run from TD to Surface.

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_Wellogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or work-over 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, work-over, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

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

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: BILL BARRETT CORPORATION

Well Name: 16-31D-36 BTR

Api No: 43-013-50573 Lease Type INDIAN – SURFACE FEE

Section 31 Township 03S Range 06W County DUCHESNE

Drilling Contractor TRIPLE A DRILLING RIG #

SPUDDED:

Date 03/23/2011

Time 8:00 AM

How DRY

Drilling will Commence:

Reported by BRADY RILEY

Telephone # (303) 312-8115

Date 03/23/2011 Signed CHD

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: 16-31D-36 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013505730000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: CEDAR RIM
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0367 FSL 0880 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 31 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 3/1/2011	<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: <input type="text"/>
		<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
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
Monthly Activity Report for March 2011 attached.		
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 4/5/2011

**#16-31D-36 BTR 3/24/2011 06:00 - 3/25/2011 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	2,239.0	Drilling & Completion

Time Log Summary

#16-31D-36 BTR 3/29/2011 06:00 - 3/30/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	2,239.0	Drilling & Completion

Time Log Summary

Rig Down & Move Out - 12

#16-31D-36 BTR 3/30/2011 06:00 - 3/31/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	2,239.0	Drilling & Completion

Time Log Summary

MI&RU - 12

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# Patterson 506
Submitted By Scott Seely Phone Number 435-828-6096
Well Name/Number 16-31D-36 BTR
Qtr/Qtr SE/SE Section 31 Township 3S Range 6W
Lease Serial Number 2OG0005608
API Number 43-013-50573

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

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MAR 30 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 Move In & rig Up Patterson Rig 506 3/30/2011

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# Patterson Rig 506
Submitted By Scott Seely Phone Number 435-828-6095
Well Name/Number 16-31D-36 BTR
Qtr/Qtr SE/SE Section 31 Township 3S Range 6W
Lease Serial Number 2OG0005608
API Number 43-013-50573

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

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APR 04 2011
DIV. OF OIL, GAS & MINING

Date/Time 4/2/2011 18:00 AM PM

BOPE

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

Date/Time 4/3/2011 14:00 AM PM

Remarks We'll run 10 3/4" to 2000' Cmt. with Halliburton. Wait on Cmt. Cut off, Nipple Up & Test

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# Patterson Rig 506
Submitted By Lawrence Lorenzen Phone Number 435-828-6095
Well Name/Number 16-31D-36 BTR
Qtr/Qtr SE/SE Section 31 Township 3S Range 6W
Lease Serial Number 2OG0005608
API Number 43-013-50573

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

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APR 13 2011

DIV. OF OIL, GAS & MINING

Date/Time 04/13/2011 3:00 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		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: 16-31D-36 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013505730000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: CEDAR RIM
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0367 FSL 0880 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 31 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
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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 type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 4/1/2011	<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.		
April 2011 Monthly Drilling Report attached.		
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 5/4/2011

**#16-31D-36 BTR 4/1/2011 06:00 - 4/2/2011 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Drlg. F/362' T/940' Rot.& Slide - 578'/ 57.8 fph - 10, Rig Service - 0.5, Drlg. F/940' T/1366 Rot.& Slide - 426'/ 31.6 fph Start Build Out To 7 Deg. @ 1000' - 13.5						

#16-31D-36 BTR 4/2/2011 06:00 - 4/3/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Drlg. F/1366' T/2010' Rot.& Slide - 644'/ 61.3 fph Build Out To 7 Deg.& Hold Angle To Csg. Point - 10.5, Rig Service - 0.5, Circ.&Cond. For 10 3/4" Csg. - 1, Trip Out & lay Down 14 3/4" Tools - 2.5, R/U Weatherford TRS & Ran 46 jts. 10 3/4" 45.5# J-55 with Float Shoe & Collar - 1 Shoe jt. - 11 Cent. Set @ 2000' - 3, Circ.&Cond. For Cmt. R/U Halliburton - 1, Cmt. with Halliburton - Lead 530 sk HLC Prem Wt.11.0 Yld 3.16 298 bbl - Tail 435 sk Type III Wt. 14.8 Yld 1.33 103 bbl - Drop Plug & Disp. with 188 bbl Water Plug Bumped Floats Held , 80 bbl Cmt.to Surf. - Cmt.Fell Back,We'll top Out Today - 2.5, WOC - 3						

#16-31D-36 BTR 4/3/2011 06:00 - 4/4/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
WOC -Top Out with 53 sk "G" W/2% CACL2 wt.15.8 yld 1.17 11 bbl Stayed Full - 3.5, Cut Off 10 3/4"Csg.& Weld On Wellhead - 3.5, Nipple Up BOP & Choke - 4, Test Pipe & Blind Rams, Choke Line & Valves, Kill Line & Valves, Kelly & Floor Valves To 5000 psi For 10 min each - Annular To 1500 psi For 10 min - Csg.To 1500 psi For 30 min All OK - Install Wear Bushing - 3.5, Trip In With New Mud Motor T/1950' - 2, Drill Cmt.Float & Shoe To T.D. @ 2010' - 2, Drlg. F2010' T/2020' - 20' Open Hole Under Shoe - 0.5, FIT Held 10.5 Eq For 30 min (220 psi) - 0.5, Drlg. F/2020' T/2239' 219' 48.6 fph Rot.& Slide Div. 7.35 Az 55.85 - 4.5						

#16-31D-36 BTR 4/4/2011 06:00 - 4/5/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Drlg. F/2239' T/2811' 572' 57.2 fph Rot.& Slide To Hold Angle - Deg.7.68 Az 50.94 - 10, Rig Service - BOP Drill 1.45 min - 0.5, Drlg. F/2811' T/3668' 857' 63.5 fph Rot.& Slide To Hold Angle - Deg.6.91 Az 52.39 - 13.5						

#16-31D-36 BTR 4/5/2011 06:00 - 4/6/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Drlg. F/3668' T/4207' 539' 53.9 fph Rot.& Slide To Hold Angle - Deg.7.01 Az 55.5 - 10, Rig Service F/T BOP - 0.5, Drlg. F/4207' T/4715' 508' 37.6 fph Rot.& Slide To Hold Angle - Deg.7.10 Az 60.58 - 13.5						

#16-31D-36 BTR 4/6/2011 06:00 - 4/7/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Drlg. F/4715' T/5128' 413' 43.5 fph Rot.& Slide - Start To Drop Angle @ 4863' To 0 Deg. - At 5079' 3.30 Deg @ 65.08 Az - 9.5, Rig Service - BOP Drill 1 1/2 min - 0.5, Drlg. F/5128' T/5572' 444' 31.7 fph Rot.& Slide - To Drop Angle To 0 Deg. - At 5459' 2.40 Deg @ 149.17 Az - 14						

#16-31D-36 BTR 4/7/2011 06:00 - 4/8/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Drlg 5572-5699, rotate and slide, angle @ 2*, continueing to slide 20' every jt. - 3.5, Rig service, funtion test BOP, - 0.5, Drlg 5699-6148'. rotate & slide continueing to slide 8-10' per jt to hold app 1 degree - 20						

#16-31D-36 BTR 4/8/2011 06:00 - 4/9/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Drlg 6148-6461. rotating and sliding to reduce angle. - 9.5, Rig service, Function test pipe rams. 6 sec to close. - 0.5, Drlg 6461-6516 rotated and slid to control angle. MM failed. attempt to restart. - 5.5, Circulate clean, mix and pump dry job. - 1.5, TOH, Lay down 8" collars, motor etc. - 5, Pickup 6 3/4" MM, Smith 7 7/8" MI616 and 6.5" dir tools. - 2						

#16-31D-36 BTR 4/9/2011 06:00 - 4/10/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Trip in hole - 4, Resume drilling @ 6516, drill to 6655, rotating and sliding to reduce angle. - 5.5, Rig service, function test pipe rams. 6 sec to close - 0.5, Drlg 6665-6845'. Rotate & slide to control angle. - 6, Lost signal from MWD. Work to correct. - 1.5, Mix and pump dry job - 0.5, TOH to repair MWD. - 3, Rebuild MWD tool. - 3						

**#16-31D-36 BTR 4/10/2011 06:00 - 4/11/2011 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
TIH with fresh MWD. - 3, Rig service, function test pipe rams, 6 sec to close - 0.5, Drlg 6845-7703, 858' 42 fph, rotating and sliding. Max angle 1.14, Max DLS 1.19 - 20.5						

#16-31D-36 BTR 4/11/2011 06:00 - 4/12/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Drlg 7703-8021, 318' 34 fph, rotating and sliding to reduce angle. Carryng up to 10K background and connection gas. Increase MW to 10# - 9.5, Rig Service and function test pipe rams, 6 sec to close - 0.5, Drlg 8021-8336, 315' 40 fph. rotating and sliding to reduce angle. MW 10.1#, background gas @ 2200 units, connection gas 7-8000 units - 8, Circ clean. mix and pump dry job - 1, Make wiper trip to 6333', reshoot surveys as follows; 6285', 1.22*, 119.07 azi, 6544', 1.91*, 177.90 azi 6607', 2.39*, 249.58 azi 6734', 1.54*, 310.37 azi TIH - 2.5, Circ and mix and pump dry job. - 1, TOH to log - 1.5						

#16-31D-36 BTR 4/12/2011 06:00 - 4/13/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
TOH to log, laydown mud motor and dir tools. - 3, Log well Loggers depth 8334', Run Caliper and Spectral density,dual spaced neutron, dual lateralog, micro spherically focused log. - 15, Pull wear bushing - 0.5, TIH to laydown drill pipe - 5						

#16-31D-36 BTR 4/13/2011 06:00 - 4/14/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Circ gas out mix and pump dry job. Rig up laydown machine - 1.5, Laydown drillpipe, break kelly. Laydown BHA - 6, Pickup 192 jts 5.5" 17# P110 csg with float equip. Land @ 8333'. Rig up HES and cmt with 1090 sks tuned light and 515 sks econocem. Displace with 191.5 bbls water with cla-fix. bump plug, check floats. Rig down HES. - 12, N/D BOP, lift stack. set slip @ 30K over string wt. Cut csg. - 1.5, Clean mud tanks etc. Release rig @ 0600 - 3						

#16-31D-36 BTR 4/20/2011 06:00 - 4/21/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Well Head Secured. - 2, Safety Meeting with at the contractors. Check pressure on head well head. 0 psi on Surface and 0 psi on the production csg. - 0.5, Used Hydrovac unit to extract the cellar water and clear out mouse and rate hole... Back filled cellar, mouse and rat hole with gravel. Removed 11" night cap, condition 5.5" csg top. p/up 11" x 5m to 7 1/16" x 5m B-section. Installed and N/U B-section. Installed 7 1/16" x 5m night cap. Secured Well head. - 2, Roustabout crews continued with post facility build. Then secured location - 19.5						

#16-31D-36 BTR 4/21/2011 06:00 - 4/22/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Wellhead shut in and Secured, Crews are building and setting up production equipment. - 24						

#16-31D-36 BTR 4/22/2011 06:00 - 4/23/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Wellhead shut in and Secured, Crews are building and setting up production equipment. - 24						

**#16-31D-36 BTR 4/23/2011 06:00 - 4/24/2011 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Well shut in and secured. - 2, Moved in SLB E-line Eq. Spotted e-line unit. Safety Meeting w/ SLB crew. - 0.5, Checked pressure on 5.5", 0 psi. Surface csg 0 psi N/D Night Cap flange. N/U E-line Adapter. P/up 4.625" GR/ Junk basket and wight bars. RIH tagged PBTD @ 8222' uncorrelated. POOH w/ GR/Junk basket. - 1, L/D GR/Junk basket. P/up CBL-VDL/CCL/GR Logging tools. RIH Tag PBTD @ 8211' Tied G/R into Halliburton Open Hole log/ Dual Spaced Neutron ran on (4-12-11) logged from 8211' to 8000', made a 3' correction to CCL/G/R. Drop down to 8200 pulled strip to 8000' verified depth correction. Drop back down pulled main pass with cement ratty from 8200' to 7990', then good cement to surface. logged out of hole @ 60' fpm. Note: Did not have to apply any pressure to casing to view cement bond. Note: Marker Joints, 7468'-7488', 6624'-6644', 5787'-5796', - 3, L/D Logging tools, N/D E-line adapter, N/U night cap flange, rigged down e-line unit. completed job without any issues or incidents. - 5, Secured Well head and location. - 12.5						

#16-31D-36 BTR 4/24/2011 06:00 - 4/25/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Well Secured. - 24						

#16-31D-36 BTR 4/25/2011 06:00 - 4/26/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Well Secured. Building and setting up production equipment. Elpaso construction crews are working on instilling their pipe line. - 24						

#16-31D-36 BTR 4/26/2011 06:00 - 4/27/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
Well Secured. Building and setting up production equipment. Elpaso construction crews are working on instilling their pipe line. - 24						

#16-31D-36 BTR 4/27/2011 06:00 - 4/28/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
WSI. Building on production facilities. Elpaso pipe line is in. - 24						

#16-31D-36 BTR 4/28/2011 06:00 - 4/29/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion
Time Log Summary						
WSI. Insulating production equipment. Installing electrical. MI, and spot 5- 500 bbl frac tanks, 2 open top flow back tanks, and 1 flow back storage tank. - 24						

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) 312-8115

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350431	LC Fee 12H-32-46		NESE	32	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	18003	3/23/2011		4/25/11		
Comments: Spudding Operation was conducted by Triple A Drilling @ 8:00 am. GRVL = GR-WS BHL = NWSW							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350573	16-31D-36 BTR		SESE	31	3S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	18004	3/24/2011		4/25/11		
Comments: Spudding Operation was conducted by Triple A Drilling @ 1:00 pm. GR-WS BHL = SESE							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301334135	16-30-36 BTR		SESE	30	3S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	18005	4/7/2011		4/25/11		
Comments: Spudding Operation was conducted by Triple A Drilling @ 8:00 am. GR-WS							

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)

Brady Riley

Name (Please Print)
Brady Riley

Signature
Permit Analyst

4/12/2011

Title

Date

RECEIVED

APR 12 2011

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: 16-31D-36 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013505730000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: CEDAR RIM
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0367 FSL 0880 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 31 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 5/19/2011	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> ALTER CASING
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> CHANGE TUBING
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> FRACTURE TREAT
	<input checked="" type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> PLUG AND ABANDON
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> RECLAMATION OF WELL SITE
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> SI TA STATUS EXTENSION
		<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>This sundry is to report that this well had first oil and gas sales on 05/19/2011.</p> <p style="text-align: right;">Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY</p>		
NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Manager
SIGNATURE N/A		DATE 5/20/2011

**#16-31D-36 BTR 5/1/2011 06:00 - 5/2/2011 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

WSI. Filling frac tanks. Spot in 10- 500 bbl frac tanks at staging area (EIPaso #14-20-H62-4752). Moved from #7-8-45 BTR. - 24

#16-31D-36 BTR 5/2/2011 06:00 - 5/3/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

WSI. Staging area tanks are filled. Finish MI frac line tanks from #7-17-45 BTR. Continue to fill frac tanks on location. Build berm around flow back storage/open top tanks. Ground open tops. - 24

#16-31D-36 BTR 5/3/2011 06:00 - 5/4/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

WSI. Filling frac line on location. Pour cement pad for pumping unit base. - 24

#16-31D-36 BTR 5/4/2011 06:00 - 5/5/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

WSI. Back fill cement pumping unit pad. All frac tanks on location, and staging area is full. - 24

#16-31D-36 BTR 5/5/2011 06:00 - 5/6/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

WSI. W/O completion operations to commence. - 24

#16-31D-36 BTR 5/6/2011 06:00 - 5/7/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

WSI. W/O completion operations to commence. HES spotted in 2 mountain movers today, and set up suction manifold. - 24

#16-31D-36 BTR 5/7/2011 06:00 - 5/8/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

WSI. Hauling frac sand. Western pump RU water transfer line, and manifold. - 24

#16-31D-36 BTR 5/8/2011 06:00 - 5/9/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

Set safety shack, R/U flow back line from well head to the flow back tanks. MIRU D&M superheaters, heated Frac water to 95*, Pre-loaded frac sand in mountain movers. Position light plants and secured location for the night. - 24

#16-31D-36 BTR 5/9/2011 06:00 - 5/10/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

Well shut in, SLB travel to location. waiting on perforator and Frac crew. - 1, SLB arrived on location, safety meeting SLB, MIRU crane and e-line unit. Check pressure on frac tree, removed night cap off of frac tree. P/up lubricator R/U IPS pressure test. pressured tested lubricator to 4500 psi. good test. bleed off pressure, disconnected lub, P/up 1st stg guns. Open Well, - 1.5, RIH w/CCL & 1st stg guns. located marker jt @ 7468'-88', made depth correction to CCL off of log reference 4/23/11.

Drop down to zone of interest. verified that CCL was still on depth, only 30 psi on the well.

Perf intervals @ 7969'-7970', 7985'-7986', 8026'-8027', 8048'-8050', 8057'-8058'

Perf intervals @ 8067'-8068', 8076'-8078', 8093'-8094', 8099'-8100', 8127'-8128',

Perf intervals @ 8133'-8134', 8204'-8206',

POOH, L/D spent guns, all shots fired as designed, 45 holes total.

Pump 20 gals of 50/50 methanol. freeze protected the frac tree. - 2, MIRU Halliburton Energy Services, preparing frac equipment for stg 1 pump time tomorrow.

540 psi on the well. - 3.5, Secured Well head, had Grey Wolf flow testers police location throughout night. - 16

**#16-31D-36 BTR 5/10/2011 06:00 - 5/11/2011 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

Well Shut in & Secured

Finish RU to Frac - 0.5, Safety Meeting with Contractors on location

PPE, Cell Phone Use, Smoking Area,

Muddy, Overhead Loads, Pressure, Communication - 0.5, Open Well to Start Stage #1 589#

Pump 58,600 Gals 3% KCL Treated Slick Water

Pump 4,865 Gals 15% HCL Acid W/90 Bio-Balls Good Ball Action

ISIP - 1934# FG - .68 31 of 45 Perfs Open

Pump 22,600 Gals 3% KCL X-L

Pump 39,800 Gals 3% KCL X-L Fluid with 120,100# of 20/40 CRC

Pumped Avg Job Rate - 62 BPM Avg Job Psi - 2940#

Max Rate - 72 BPM Max Psi - 6986#

Total BBls Pumped - 2993 BBLS

Flush Complete, ISIP - 2081# FG - 0.70

Bradenhead & Frac Mandrel monitored - BH - Max 1#

Flowmeter on blender broke, CL-31 to .85 to make crosslink fluid

Tub started to sand off in 4# - 2, Schlumberger Wireline to TIH to perf Stage #2

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

Correlate to Halliburton Density log Dated 4-12-2011

Misrun due to CBP not Setting - Ignitor good, No burn on Charge

POOH Replace with new Power Charge

Set HES CBP @ 7961' 1800#

Perf 7934'-7936', 7919'-7920', 7893'-7894', 7859'-7860'

Perf 7844'-7845', 7833'-7834', 7802'-7803', 7797'-7798'

Perf 7772'-7774', 7733'-7734', 7712'-7713'

POOH, all shots fired, 39 Total Holes - 3, Open Well to Start Stage #2 1760#

Pump 74,600 Gals 3% KCL Treated Slick Water

Pump 3,953 Gals 15% HCL Acid W/78 Bio-Balls Good Ball Action

ISIP - 2096# FG - .71 25 of 39 Perfs Open

Pump 14,100 Gals 3% KCL X-L

Pump 57,800 Gals 3% KCL X-L Fluid with 173,600# of 20/40 CRC

Pumped Avg Job Rate - 70.9 BPM Avg Job Psi - 3116#

Max Rate - 72 BPM Max Psi - 7380#

Total BBls Pumped - 23577 BBLS

Flush Complete, ISIP - 2406# FG - 0.75

Crosslink Gell Looks Good - CL-31 @ .85 gpt

Discharge pump losing pressure with 3.5 & 4 PPG sand - 1.5, Schlumberger Wireline to TIH to perf Stage #3

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

Correlate to Halliburton Density log Dated 4-12-2011

Set HES CBP @ 7697' 2050#

Perf 7680'-7681', 7627'-7628', 7602'-7603', 7590'-7591'

Perf 7575'-7576', 7534'-7536', 7519'-7520', 7496'-7497'

Perf 7489'-7490', 7467'-7468', 7457'-7458', 7429'-7430'

POOH, all shots fired, 39 Total Holes - 2, Well Shut in & Secured Overnight

Monitor Pressure

Fill Sand & Water - 14.5



#16-31D-36 BTR 5/11/2011 06:00 - 5/12/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

Well Shut in & Secured

Finish RU to Frac - 1, Safety Meeting with Contractors on location

PPE, Cell Phone Use, Smoking Area,

Muddy, Overhead Loads, Pressure, Communication - 0.5, Open Well to Start Stage #3 1527#

Pump 67,600 Gals 3% KCL Treated Slick Water

Pump 4,022 Gals 15% HCL Acid W/78 Bio-Balls Good Ball Action

ISIP - 1866# FG - .69 33 of 39 Perfs Open

Pump 21,400 Gals 3% KCL X-L

Pump 50,800 Gals 3% KCL X-L Fluid with 156,400# of 20/40 CRC

Pumped Avg Job Rate - 68.9 BPM Avg Job Psi - 2974#

Max Rate - 72 BPM Max Psi - 7479#

Total BBls Pumped - 3423 BBLS

Flush Complete, ISIP - 2172# FG - 0.73

Bradenhead & Frac Mandrel monitored - BH - Max 1#

Slowed Rate in SW Pad to get Chemicals Pumping

Discharge Pump still having problems

Slowed Rate in 4# to help Discharge Pump - 1.5, Schlumberger Wireline to TIH to perf Stage #4

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

Correlate to Halliburton Density log Dated 4-12-2011

Set HES CBP @ 7415' 1850#

Perf 7389'-7390', 7368'-7369', 7347'-7348', 7313'-7314'

Perf 7265'-7266', 7255'-7256', 7243'-7244', 7231'-7232'

Perf 7219'-7120', 7211'-7212', 7202'-7203', 7185'-7186'

Perf 7171'-7172'

POOH, all shots fired, 39 Total Holes - 1.5, Open Well to Start Stage #4 1753#

Pump 68,200 Gals 3% KCL Treated Slick Water

Pump 4,079 Gals 15% HCL Acid W/78 Bio-Balls Good Ball Action

ISIP - 1998# FG - .71 30 of 39 Perfs Open

Pump 20,800 Gals 3% KCL X-L

Pump 51,900 Gals 3% KCL X-L Fluid with 156,700# of 20/40 White

Pumped Avg Job Rate - 71.3 BPM Avg Job Psi - 2944#

Max Rate - 72 BPM Max Psi - 7214#

Total BBls Pumped - 3452 BBLS

Flush Complete, ISIP - 2295# FG - 0.76

Bradenhead & Frac Mandrel monitored - BH - Max 1#

Slowed Rate in SW Pad to get Chemicals Pumping

Discharge Pump still having problems

Slowed Rate in 4# to help Discharge Pump - 1.5, Schlumberger Wireline to TIH to perf Stage #5

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

Correlate to Halliburton Density log Dated 4-12-2011

At set depth for CBP @ 7154' Set off Power Charge

No sign of Plug setting, Pull up on wireline, No Movement

Go Down hole, No Movement - RU HES to Pump plug Off

HES pump @ 2 BPM - 1800# CBP moved down hole to 7165' Pump pass CBP

Shut down Pump, RU to Flow well to tank, Flow on 28/64 Choke CBP Moved up hole

Notified Denver of Problem - Plan is to pull off rope socket

Pump on CBP & Flow on CBP until no Movement is shown

CBP Depth @ 6952' Top of Tools @ 6910' 1800# on Well

Pull out of rope socket @ 3100#

POOH No Wire in Hole - RD SLB Wireline - RD 2 HES Fluid Pumps to make room for

RMWS Braided Line Truck - 4, Well Shut in & Secured

Stop all Water & Sand Trucks until Fish is out of hole - 14

**#16-31D-36 BTR 5/12/2011 06:00 - 5/13/2011 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

Well Shut in & Secured - 0.5, Safety Meeting with Contractors on location
 PPE, Wireline Work, Overhead Loads, Smoking Area
 Pressure - 0.5, MIRU Rocky Mountaion Wireline Services
 Braided Line - RU to fish Schlumberger Guns out of Hole - 1.5, TIH with Overshot - Tag & Catch Fish
 Use Hydraulic Jars to break free of CBP
 Approx 8 hits with Jars - Fish is loose
 POOH - Guns & Setting Tool out of Hole - 1.5, RD & Break out Guns
 RU with Baker Hammer Drill - 0.5, TIH with Baker Hammer Drill
 Tag Plug @ 6955' Hammer on CBP for Aprozz 1 hour
 CBP moved down hole - 7200' +/-
 POOH - RDMO RMWS - 2.5, MIRU Schlumberger Wireline to Run Gauge Ring
 TIH with 4.65" OD Gauge Ring - Stop @ 7230'
 POOH - Check Junk Basket Prep to Perf Stg #5 - 2.5, Schlumberger Wireline to TIH to perf Stage #5
 TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF
 Correlate to Halliburton Density log Dated 4-12-2011

Set HES CBP @ 7154' 1550#

Perf 7129'-7130', 7120'-7122', 7104'-7106', 7087'-7088'

Perf 7045'-7046', 7029'-7030', 7013'-7014', 6995'-6996'

Perf 6984'-6986', 6938'-6939'

POOH, all shots fired, 39 Total Holes - 1.5, Well Shut in & Secured

Monitor Pressure Overnight

Fill Sand & Water - 13



#16-31D-36 BTR 5/13/2011 06:00 - 5/14/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

Well Shut in & Secured

Finish RU to Frac - 1, Safety Meeting with Contractors on location

PPE, Cell Phone Use, Smoking Area,

Muddy, Overhead Loads, Pressure, Communication - 0.5, Open Well to Start Stage #5 1494#

Pump 83,500 Gals 3% KCL Treated Slick Water

Pump 4,178 Gals 15% HCL Acid W/78 Bio-Balls Good Ball Action

ISIP - 1749# FG - .66 27 of 39 Perfs Open

Pump 8,100 Gals 3% KCL X-L

Pump 22,100 Gals 3% KCL X-L Fluid with 22,000# of 100 Mesh Sand

Pump 68,600 Gals 3% KCL X-L Fluid with 183,100# of 20/40 White

Pumped Avg Job Rate - 71.2 BPM Avg Job Psi - 2922#

Max Rate - 72 BPM Max Psi - 7130#

Total BBIs Pumped - 3962 BBLs

Flush Complete, ISIP - 1824# FG - 0.70 First Flush

Flush Complete, ISIP - 1824# FG - 0.70 Second Flush

Bradenhead & Frac Mandrel monitored - BH - Max 1#

Hydraulic leak on blender - in last of 3# 20/40 Sand

Called Flush - Fixed Leak Continue with Job - Added XL-Pad Stage

Pumped correct sand volume - 1.75, Schlumberger Wireline to TIH to perf Stage #6

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

Correlate to Halliburton Density log Dated 4-12-2011

Set HES CBP @ 6919' 1650#

Perf 6880'-6881', 6854'-6856', 6844'-6845', 6837'-6838'

Perf 6823'-6824', 6805'-6806', 6772'-6774', 6735'-6736'

Perf 6723'-6724', 6707'-6708', 6695'-6696'

POOH, all shots fired, 39 Total Holes - 1.5, Open Well to Start Stage #6 1477#

Pump 75,400 Gals 3% KCL Treated Slick Water

Pump 4,092 Gals 15% HCL Acid W/78 Bio-Balls Good Ball Action

ISIP - 1602# FG - .68 24 of 39 Perfs Open

Pump 22,100 Gals 3% KCL X-L Fluid with 22,000# of 100 Mesh Sand

Pump 66,600 Gals 3% KCL X-L Fluid with 183,300# of 20/40 White

Pumped Avg Job Rate - 71.5 BPM Avg Job Psi - 2657#

Max Rate - 72 BPM Max Psi - 7000#

Total BBIs Pumped - 4000 BBLs

Flush Complete, ISIP - 2004# FG - 0.74

Bradenhead & Frac Mandrel monitored - BH - Max 1# - 1.75, Schlumberger Wireline to TIH to perf Stage #7

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

Correlate to Halliburton Density log Dated 4-12-2011

Set HES CBP @ 6656' 1550#

Perf 6626'-6628', 6611'-6612', 6576'-6577', 6549'-6550'

Perf 6525'-6536', 6510'-6512', 6505'-6506', 6491'-6492'

Perf 6478'-6479', 6472'-6473'

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

Monitor Pressure Overnight

Fill Water & Sand - 16

**#16-31D-36 BTR 5/14/2011 06:00 - 5/15/2011 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

Well Shut in & Secured

Finish RU to Frac - 0.5, Safety Meeting with Contractors on location

PPE, Cell Phone Use, Smoking Area,

Muddy, Overhead Loads, Pressure, Communication - 0.5, Open Well to Start Stage #7 1066#

Pump 75,100 Gals 3% KCL Treated Slick Water

Pump 3,604 Gals 15% HCL Acid W/72 Bio-Balls Good Ball Action

ISIP - 1353# FG - .65 31 of 36 Perfs Open

Pump 8,100 Gals 3% KCL X-L

Pump 61,800 Gals 3% KCL X-L Fluid with 186,200# of 20/40 White

Pumped Avg Job Rate - 71.7 BPM Avg Job Psi - 2193#

Max Rate - 72 BPM Max Psi - 6900#

Total BBls Pumped - 3705 BBLS

Flush Complete, ISIP - 1546# FG - 0.68

Bradenhead & Frac Mandrel monitored - BH - Max 1# - 1.5, Schlumberger Wireline to TIH to perf Stage #8

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

Correlate to Halliburton Density log Dated 4-12-2011

Set HES CBP @ 6442' 1300#

Perf 6429'-6430', 6422'-6424', 6409'-6410', 6382'-6384'

Perf 6377'-6378', 6345'-6347', 6332'-6333'

POOH, all shots fired, 30 Total Holes - 1.5, Open Well to Start Stage #8 1235#

Pump 58,700 Gals 3% KCL Treated Slick Water

Pump 3,197 Gals 15% HCL Acid W/60 Bio-Balls Good Ball Action

ISIP - 1353# FG - .65 31 of 30 Perfs Open

Pump 10,800 Gals 3% KCL X-L

Pump 37,550 Gals 3% KCL X-L Fluid with 134,900# of 20/40 White

Pumped Avg Job Rate - 69.2 BPM Avg Job Psi - 3084#

Max Rate - 72 BPM Max Psi - 7571#

Total BBls Pumped - 2622 BBLS

Flush Complete, ISIP - 1623# FG - 0.69

Bradenhead & Frac Mandrel monitored - BH - Max 1#

Cut 3.50# early 4# Sand Short 13,900# Short on 20/40 Sand for Job

Flush with Gel Fluid - 1.5, RU Schlumberger to set Kill Plug

TIH to 6260' Set Kill Plug - 1350#

Bleed Pressure off well while coming out of hole with Wireline - 1, RDMO Halliburton Frac Crew

RDMO Schlumberger Wireline Crew

RD HES Water Manifold - 2, RD Western Pump & Dredge Water Transfer Lines

Batch Water into 3 Tanks - Move rest of water to Staging Area

MI Greywolf Flowback Equipment - Spot & RU - 5, Well Shut in & Secured - 10.5

**#16-31D-36 BTR 5/15/2011 06:00 - 5/16/2011 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

Well shut in and secured with 750# of pressure on the well.

Bleed off pressure.

Trucked in 90 bbl of fresh to fill Grey Wolf's heater unit. - 1, Safety Meeting with Contractor's, MIRU Benco, set rig anchors, finished setting up flow back equipment. Moved Rig from 6-12-46 BTR to 16-31D-36 BTR, move rig 20 Miles. Rig arrived on location, - 3, Off loaded pipe handler and pipe racks.

Off loaded 272 jts of 2 7/8 L-80 8rd eue tbg.

Spotted in rig, R/U Nabors rig 1413.

Spotted in rig pump and tank & foaming unit & n2 unit.

Checked pressure at the well head, 0 psi

N/D Down frac tree, N/U BOP & tested.

R/U rig floor and tbg handling equipment. - 5.5, Tally tbg. P/up BHA & 2 7/8" work string as listed.

1) 1- 4 5/8" Chomp Mill.

2) 1 -2 7/8" Single Valve Pump off bit sub.

3) 1- Jt of 2 7/8" tbg.

4) 1- 2 7/8" 8rd NX Profile nipple.

5) 1-Jt of 2 7/8" tbg.

6) 1- 2 7/8" 8rd X- Profile nipple.

7) 140 Jts of 2 7/8.

Stopped EOT @ +/- 4519'

R/U Rig pump to tbg, filled & flushed tbg with 50 bbls of 3% KCL. - 3, Shut in and secured Well head for the night. - 11.5

#16-31D-36 BTR 5/16/2011 06:00 - 5/17/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

WSI. - 1, JSA Safety Meeting - 0.5, Cont. PU Tbg. - 1, Tag plg. @ 6260'. RU Swivel. - 0.5, 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. @ 6260'

Csg.-600#

Plg. @ 6442', 10' of sand

Csg.-700#

Plg. @ 6656', 15' of sand

Csg.-850#

Plg. @ 6919', 20' of sand

Csg.-800#

Plg. @ 7154', 20' of sand

Csg.-900#

Plg. @ 7415', 20' of sand

Csg.-850#

Plg. @ 7697', 45' of sand

Csg.-800#

Plg. @ 7951', 30' of sand

Csg.-1000#

Drill out FC and 30' of shoe jt. (NEW PBD @ 8279.76').

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.

Total of 321 Bbls. Pumped for Drillout. - 8, RD Swivel - 0.5, Lay down Tbg. To Landing depth. w/197 Jts. in- 75 Jts. out. - 1, Secure well.,SDFN - 0.5, WSI. - 11

**#16-31D-36 BTR 5/17/2011 06:00 - 5/18/2011 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

WSI. - 1, JSA Safety Meeting - 0.5, SICP-1400#
 Wash Bowl w/ 10 Bbls.
 PU Hanger, Stage thru BOP stack, Land and test hanger.
 Land tbg. As Follows:

Tubing Description: Tubing - Production Set Depth (ftKB): 6,249.6 Run Date: 2011/05/17 07:00 Pull Date:

Tubing Components

Jts	Item Description	OD (in)	ID (in)	Wt (lbs/ft)	Grade	Top Thread	Len (ft)	Top (ftKB)	Btm (ftKB)
1	Tubing Hanger 7	2.441	6.5	L-80	8rd	0.44	0	0.4	
195	Tubing 2 7/8	2.441	6.5	L-80	8rd	6,182.26	0.4	6,182.70	
1	Profile Nipple X	2 7/8	2.313	6.5	L-80	8rd	1.16	6,182.70	6,183.90
1	Tubing 2 7/8	2.441	6.5	L-80	8rd	31.8		6,183.90	6,215.70
1	Profile Nipple XN	2 7/8	2.205	6.5	L-80	8rd	1.25	6,215.70	6,216.90
1	Tubing 2 7/8	2.441	6.5	L-80	8rd	31.78		6,216.90	6,248.70
1	Pump Off Bit Sub	3 1/8	2.5	6.5	L-80	8rd	0.95	6,248.70	6,249.60 - 0.5, RD tbg. equip., RD work floor. - 0.5, ND Annular &

BOP

NU Tree. - 1, Drop Ball Pump off Bit & Chase w/ 30 Bbls. @ 4 Bbls./min.
 Tie in Sales line.

RU Flowback iron to Tree. - 0.5, RDMO w/o Rig.

Load out 75 Jts. of 2 7/8" L80 tbg. to Fabrizio Trkg. yard. - 3, SITP-1000

SICP-1420

Open tbg. thru flowback equip. @ 11:00

Choke 24/64

As of 04:30

FTP-900

SICP-1250

BWPH-48

BWRAF-2274

BWLTR-26946

BWL24hr.-1096

BOPH-2

BOL24hr.-22

MCF/D-.169

PH7

SAL-25000

10% oil,90% water

Flaring gas til a.m. - 17

#16-31D-36 BTR 5/18/2011 06:00 - 5/19/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

Choke 30/64

As of 04:30

FTP-710

SICP-1270

BWPH-67

BWRAF-4528

BWLTR-24692

BWL24hr.-2211

BOPH-17

BOL24hr.-436

MCF/D-.325

PH6.5

SAL-27000

20% oil,80% water - 24

**#16-31D-36 BTR 5/19/2011 06:00 - 5/20/2011 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

Choke 30/64
 As of 04:30
 FTP-620
 SICP-1130
 BWPH-62
 BWRAF-6454
 BWLTR-2276
 BWL24hr.-1864
 BOPH-23
 BOL24hr.-373
 MCF/D-916
 PH6
 SAL-26000
 20% oil,80% water - 24

#16-31D-36 BTR 5/20/2011 06:00 - 5/21/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

Choke 30/64
 As of 12:00
 FTP-610
 SICP-1100
 BWPH-50
 BWRAF-6963
 BWLTR-22257
 BWL6hr.-435
 BOPH-19
 BOL6hr.-127
 MCF/D-1.057
 PH6.5
 SAL-25000
 30% oil,70% water - 6, RD flowback equip. - 18

#16-31D-36 BTR 5/27/2011 06:00 - 5/28/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50573	UT	Duchesne	Black Tail Ridge	Released for Work	8,336.0	Drilling & Completion

Time Log Summary

MIRU Schlumberger E-Line, Made gauge ring run, tag bottom @ 8279'
 RIH w/ Logging tools
 Log across perms from bottom up pull out of hole.
 RDMO E-Line.
 Cont. Flowing tbq. to sales - 24

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No. 20G0005608

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

8. Lease Name and Well No. 16-31D-36 BTR

9. API Well No. 43-013-50573

10. Field and Pool, or Exploratory CEDAR RIM

11. Sec., T., R., M., or Block and Survey or Area Sec 31 T3S R6W Mer UBM

12. County or Parish DUCHESNE

13. State UT

14. Date Spudded 03/24/2011

15. Date T.D. Reached 04/12/2011

16. Date Completed D & A Ready to Prod. 05/19/2011

17. Elevations (DF, KB, RT, GL)* 6459 GL

18. Total Depth: MD 8336 TVD 8307

19. Plug Back T.D.: MD 8243 TVD 8214

20. Depth Bridge Plug Set: MD TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each) **HFDT**
CBL NEUTRON, SPECTRAL DENSITY, LATER LOG, GAMMA, POROSI **MUD LOG**

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

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
26.000	16.000 COND		0	40	40				
14.750	10.750 J55	45.5	0	2010	2000	530	298	0	
9.875	5.500 P110	17.0	0	8336	8336	1090	276	1450	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	6250							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	6332	6881	6332 TO 6881	0.440	105	OPEN
B) WASATCH	6938	8206	6938 TO 8206	0.440	201	OPEN
C)						
D)						

26. Perforation Record

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

Depth Interval	Amount and Type of Material
6332 TO 6881	GREEN RIVER: SEE ATTACHED STAGES 6-8
6938 TO 8206	WASATCH: SEE ATTACHED 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
05/19/2011	05/25/2011	24	→	392.0	479.0	959.0			FLOWS FROM WELL
Choke Size	Top Press Flwg SI	Csg Press	24 Hr Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
24/64	525	1175.0	→	392	479	959	1222	POW	

28a. Production - Interval B

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

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6-12-46 BTR Report Continued

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)				
AMOUNT AND TYPE OF MATERIAL				
	Gals 15% HCL Acid	Bbls 3% KCL	Bbls Slurry	20/40 CRC #
#1	4865	58600	2993	120,100
#2	3953	74600	3577	173,600
#3	4022	67600	3423	156,400
#4	4079	68200	3452	156,700
#5	4178	83500	3962	183,100
#6	4092	75400	4000	183,300
#7	3604	75100	3705	186,200
#8	3197	58700	2622	134,900

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

Bill Barrett Corp
Duchesne County, UT (NAD 1927)
Sec. 31-T3S-R6W
#16-31D-36 BTR

Plan A Rev 2

Survey: Sperry MWD Surveys

Sperry Drilling Services Standard Report

06 July, 2011

Well Coordinates: 670,300.40 N, 2,251,824.49 E (40° 10' 12.63" N, 110° 35' 55.83" W)
Ground Level: 6,459.00 ft

Local Coordinate Origin: Centered on Well #16-31D-36 BTR
Viewing Datum: KB 16' @ 6475.00ft (Patterson 506)
TVDs to System: N
North Reference: True
Unit System: API - US Survey Feet - Custom

Geodetic Scale Factor Applied
Version: 2003.16 Build: 431

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HALLIBURTON

HALLIBURTON**Survey Report for #16-31D-36 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	0.000	0.000	0.00	0.00	0.00	0.00	0.00
142.00	0.440	87.970	142.00	0.02	0.54	0.44	0.31
First Sperry MWD Survey at 142.00 ft							
201.00	0.560	94.640	201.00	0.00	1.06	0.84	0.23
263.00	0.620	65.750	262.99	0.12	1.67	1.39	0.48
324.00	0.900	48.240	323.99	0.57	2.32	2.19	0.59
386.00	0.910	49.690	385.98	1.21	3.06	3.17	0.04
445.00	0.830	48.790	444.97	1.80	3.74	4.06	0.14
507.00	0.740	51.530	506.97	2.34	4.39	4.91	0.16
567.00	0.720	51.210	566.96	2.82	4.99	5.68	0.03
629.00	0.630	51.800	628.96	3.28	5.56	6.41	0.15
689.00	0.480	50.920	688.96	3.64	6.02	6.99	0.25
750.00	0.470	48.030	749.95	3.97	6.40	7.49	0.04
810.00	0.370	58.360	809.95	4.23	6.75	7.93	0.21
871.00	0.200	83.700	870.95	4.35	7.02	8.22	0.34
933.00	0.200	36.180	932.95	4.45	7.19	8.41	0.26
996.00	1.050	52.650	995.95	4.89	7.72	9.10	1.37
1,060.00	1.840	59.180	1,059.93	5.77	9.07	10.70	1.26
1,123.00	2.710	57.350	1,122.88	7.09	11.19	13.19	1.39
1,187.00	3.780	57.080	1,186.77	9.05	14.23	16.80	1.67
1,250.00	4.950	52.790	1,249.59	11.83	18.14	21.59	1.93
1,314.00	6.450	47.860	1,313.27	15.91	23.01	27.93	2.46
1,377.00	6.670	49.360	1,375.86	20.66	28.41	35.12	0.44
1,441.00	7.220	50.380	1,439.39	25.65	34.33	42.85	0.88
1,505.00	7.190	50.040	1,502.88	30.79	40.49	50.87	0.08
1,568.00	7.010	49.760	1,565.40	35.80	46.45	58.65	0.29
1,632.00	7.090	51.150	1,628.92	40.80	52.51	66.50	0.29
1,695.00	7.230	52.390	1,691.42	45.66	58.67	74.35	0.33
1,759.00	7.010	53.320	1,754.93	50.45	65.00	82.28	0.39
1,822.00	6.940	53.590	1,817.46	55.01	71.14	89.93	0.12
1,885.00	7.310	53.560	1,879.98	59.65	77.43	97.74	0.59
1,941.00	7.550	54.630	1,935.51	63.89	83.30	104.98	0.49
2,031.00	6.960	54.460	2,024.79	70.49	92.56	116.34	0.66
2,095.00	7.670	54.990	2,088.27	75.19	99.21	124.48	1.11
2,158.00	7.350	55.850	2,150.73	79.86	105.99	132.70	0.54
2,221.00	7.240	57.280	2,213.22	84.27	112.66	140.68	0.34
2,285.00	7.460	54.460	2,276.69	88.87	119.44	148.85	0.66
2,348.00	7.260	53.100	2,339.17	93.63	125.95	156.92	0.42
2,412.00	6.830	51.750	2,402.69	98.42	132.17	164.77	0.72
2,475.00	6.850	53.630	2,465.24	102.97	138.14	172.27	0.36
2,539.00	7.680	50.940	2,528.72	107.92	144.53	180.36	1.40
2,603.00	7.520	51.700	2,592.16	113.21	151.14	188.82	0.30
2,666.00	7.030	52.530	2,654.66	118.11	157.43	196.80	0.80
2,730.00	6.550	52.600	2,718.21	122.71	163.44	204.37	0.75
2,793.00	6.840	51.080	2,780.78	127.25	169.21	211.71	0.54
2,857.00	7.020	50.990	2,844.31	132.11	175.22	219.43	0.28
2,920.00	6.610	52.720	2,906.86	136.73	181.10	226.91	0.73
2,984.00	6.510	53.210	2,970.44	141.13	186.93	234.22	0.18
3,047.00	7.000	54.790	3,033.01	145.49	192.93	241.62	0.83
3,111.00	7.270	54.800	3,096.51	150.07	199.42	249.57	0.42

HALLIBURTON**Survey Report for #16-31D-36 BTR - Sperry MWD Surveys**

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N-S (ft)	+E-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
3,174.00	6.860	50.030	3,159.03	154.78	205.56	257.31	1.14
3,238.00	6.430	49.310	3,222.60	159.57	211.21	264.71	0.68
3,301.00	6.810	50.560	3,285.18	164.25	216.77	271.96	0.65
3,364.00	7.280	52.230	3,347.71	169.06	222.81	279.69	0.81
3,428.00	7.360	51.590	3,411.19	174.10	229.23	287.84	0.18
3,492.00	6.910	52.390	3,474.69	178.99	235.49	295.79	0.72
3,555.00	6.190	53.560	3,537.28	183.32	241.22	302.97	1.16
3,619.00	6.600	49.840	3,600.88	187.74	246.81	310.10	0.91
3,682.00	7.520	49.540	3,663.40	192.75	252.72	317.83	1.46
3,746.00	7.660	50.210	3,726.84	198.20	259.18	326.28	0.26
3,809.00	7.590	48.990	3,789.28	203.62	265.55	334.63	0.28
3,873.00	7.360	48.570	3,852.74	209.10	271.81	342.93	0.37
3,936.00	7.080	48.520	3,915.24	214.35	277.74	350.83	0.44
3,999.00	6.740	50.310	3,977.78	219.28	283.50	358.40	0.64
4,063.00	6.530	53.040	4,041.35	223.87	289.29	365.79	0.59
4,126.00	7.010	55.500	4,103.92	228.20	295.32	373.22	0.89
4,190.00	6.810	57.350	4,167.45	232.46	301.74	380.90	0.47
4,253.00	6.810	54.980	4,230.01	236.61	307.94	388.35	0.45
4,317.00	7.080	55.020	4,293.54	241.05	314.28	396.08	0.42
4,380.00	6.670	58.260	4,356.08	245.20	320.57	403.60	0.90
4,443.00	6.830	60.390	4,418.65	248.98	326.94	410.95	0.47
4,507.00	7.100	60.580	4,482.17	252.80	333.70	418.63	0.42
4,570.00	6.890	57.500	4,544.71	256.75	340.27	426.25	0.68
4,634.00	6.840	56.210	4,608.25	260.93	346.68	433.88	0.25
4,698.00	7.010	53.490	4,671.78	265.37	352.99	441.59	0.58
4,761.00	6.740	51.630	4,734.33	269.95	358.97	449.13	0.56
4,825.00	6.370	54.340	4,797.91	274.35	364.80	456.43	0.75
4,888.00	5.750	55.070	4,860.56	278.20	370.23	463.07	0.99
4,951.00	4.910	55.380	4,923.28	281.54	375.04	468.92	1.33
5,015.00	3.940	57.660	4,987.09	284.27	379.15	473.85	1.54
5,079.00	3.300	65.080	5,050.96	286.22	382.68	477.83	1.24
5,142.00	2.930	76.780	5,113.87	287.35	385.89	481.07	1.16
5,206.00	2.600	93.820	5,177.80	287.63	388.93	483.65	1.38
5,269.00	2.490	116.010	5,240.74	286.94	391.59	485.33	1.56
5,332.00	2.740	130.300	5,303.67	285.36	393.96	486.26	1.10
5,396.00	2.540	140.750	5,367.61	283.27	396.03	486.62	0.81
5,459.00	2.400	149.170	5,430.55	281.06	397.59	486.51	0.62
5,523.00	2.050	162.170	5,494.50	278.82	398.62	485.96	0.96
5,586.00	1.780	178.880	5,557.46	276.77	398.99	485.00	0.98
5,650.00	2.000	185.540	5,621.43	274.66	398.90	483.65	0.49
5,713.00	2.160	198.090	5,684.39	272.44	398.43	481.91	0.76
5,777.00	2.370	204.250	5,748.34	270.09	397.51	479.75	0.50
5,840.00	1.940	202.270	5,811.29	267.91	396.57	477.68	0.69
5,904.00	1.730	199.970	5,875.26	266.00	395.83	475.93	0.35
5,967.00	0.710	192.450	5,938.25	264.73	395.42	474.83	1.64
6,031.00	1.050	184.660	6,002.24	263.76	395.29	474.13	0.56
6,094.00	1.050	179.000	6,065.23	262.60	395.25	473.40	0.16
6,158.00	0.420	197.720	6,129.22	261.79	395.19	472.86	1.04
6,221.00	0.440	137.650	6,192.22	261.40	395.28	472.69	0.68
6,285.00	2.040	120.470	6,256.20	260.64	396.43	473.13	2.54
6,348.00	2.590	122.900	6,319.15	259.29	398.59	474.03	0.89

HALLIBURTON

Survey Report for #16-31D-36 BTR - Sperry MWD Surveys

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/S (ft)	+E/W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
6,412.00	2.540	138.720	6,383.09	257.44	400.74	474.61	1.11
6,480.00	2.670	151.130	6,451.02	254.92	402.50	474.46	0.85
6,544.00	1.750	191.500	6,514.97	252.66	403.02	473.50	2.74
6,607.00	2.530	247.440	6,577.94	251.18	401.55	471.43	3.37
6,671.00	1.940	249.540	6,641.89	250.26	399.23	469.03	0.93
6,734.00	1.450	322.370	6,704.87	250.52	397.74	468.01	3.25
6,797.00	1.280	325.620	6,767.85	251.73	396.86	468.05	0.30
6,861.00	1.170	308.330	6,831.83	252.73	395.94	467.93	0.60
6,924.00	1.140	297.210	6,894.82	253.42	394.88	467.51	0.36
6,988.00	0.930	257.720	6,958.81	253.60	393.81	466.76	1.14
7,052.00	0.930	290.820	7,022.80	253.67	392.81	466.02	0.83
7,115.00	1.030	294.120	7,085.79	254.08	391.82	465.49	0.18
7,179.00	1.060	251.570	7,149.78	254.13	390.73	464.65	1.19
7,242.00	0.720	284.650	7,212.78	254.05	389.80	463.86	0.96
7,306.00	0.770	273.620	7,276.77	254.18	388.98	463.29	0.24
7,369.00	0.770	234.360	7,339.77	253.96	388.21	462.55	0.82
7,432.00	0.540	255.030	7,402.76	253.63	387.58	461.85	0.52
7,496.00	0.540	228.910	7,466.76	253.36	387.06	461.27	0.38
7,559.00	0.370	333.960	7,529.76	253.34	386.75	461.02	1.16
7,623.00	0.120	174.750	7,593.76	253.46	386.66	461.02	0.76
7,687.00	0.650	188.300	7,657.76	253.04	386.62	460.73	0.83
7,750.00	0.940	220.820	7,720.75	252.29	386.23	459.96	0.83
7,814.00	0.870	213.120	7,784.74	251.49	385.62	458.99	0.22
7,877.00	0.230	197.480	7,847.74	250.97	385.32	458.44	1.03
7,941.00	0.760	197.420	7,911.74	250.44	385.15	457.98	0.83
8,004.00	0.950	262.410	7,974.73	249.97	384.51	457.19	1.48
8,068.00	0.920	252.010	8,038.72	249.74	383.50	456.24	0.27
8,132.00	0.390	272.040	8,102.72	249.59	382.79	455.59	0.89
8,195.00	0.690	253.090	8,165.72	249.49	382.21	455.07	0.55
8,258.00	0.590	244.040	8,228.71	249.24	381.56	454.40	0.23
8,288.00	0.680	227.770	8,258.71	249.05	381.29	454.07	0.67
Final Sperry MWD Survey at 8288.00 ft							
8,336.00	0.680	227.770	8,306.71	248.67	380.87	453.50	0.00
Straight Line Projection to TD at 8336.00 ft							

Survey Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/S (ft)	+E/W (ft)	
142.00	142.00	0.02	0.54	First Sperry MWD Survey at 142.00 ft
8,288.00	8,258.71	249.05	381.29	Final Sperry MWD Survey at 8288.00 ft
8,336.00	8,306.71	248.67	380.87	Straight Line Projection to TD at 8336.00 ft

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin		Start TVD (ft)
				+N/S (ft)	+E/W (ft)	
Target	#16-31D-36 BTR Plan A Rev 2_BHL Tgt	52.438	Slot	0.00	0.00	0.00

HALLIBURTON

Survey Report for #16-31D-36 BTR - Sperry MWD Surveys

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
142.00	8,336.00	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
#16-31D-36 BTR Plε - survey hits target center - Point	0.00	-0.63	0.00	0.00	0.00	670,300.41	2,251,824.49	40° 10' 12.630 N	110° 35' 55.831 W
#16-31D-36 BTR Plε - survey misses target center by 45.47ft at 8288.00ft MD (8258.71 TVD, 249.05 N, 381.29 E) - Point	0.00	-0.63	8,275.00	291.44	378.96	670,595.62	2,252,200.46	40° 10' 15.510 N	110° 35' 50.950 W
#16-31D-36 BTR Plε - survey misses target center by 34.03ft at 6198.57ft MD (6169.79 TVD, 261.53 N, 395.19 E) - Rectangle (sides W400.00 H240.00 D2,105.00)	0.00	-0.63	6,170.00	291.44	378.96	670,595.62	2,252,200.46	40° 10' 15.510 N	110° 35' 50.950 W

North Reference Sheet for Sec. 31-T3S-R6W - #16-31D-36 BTR - Plan A Rev 2

All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.

Vertical Depths are relative to KB 16' @ 6475.00ft (Patterson 506). Northing and Easting are relative to #16-31D-36 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: 0.99991590

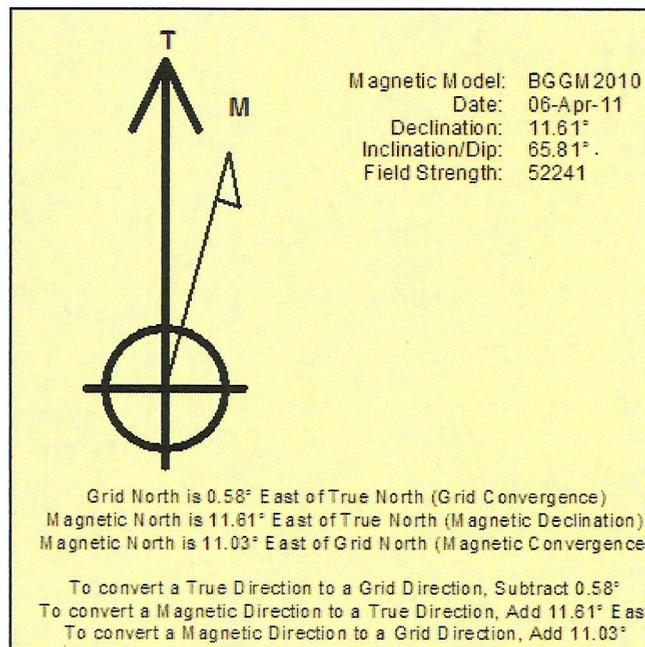
Grid Coordinates of Well: 670,300.40 ft N, 2,251,824.49 ft E

Geographical Coordinates of Well: 40° 10' 12.63" N, 110° 35' 55.83" W

Grid Convergence at Surface is: 0.58°

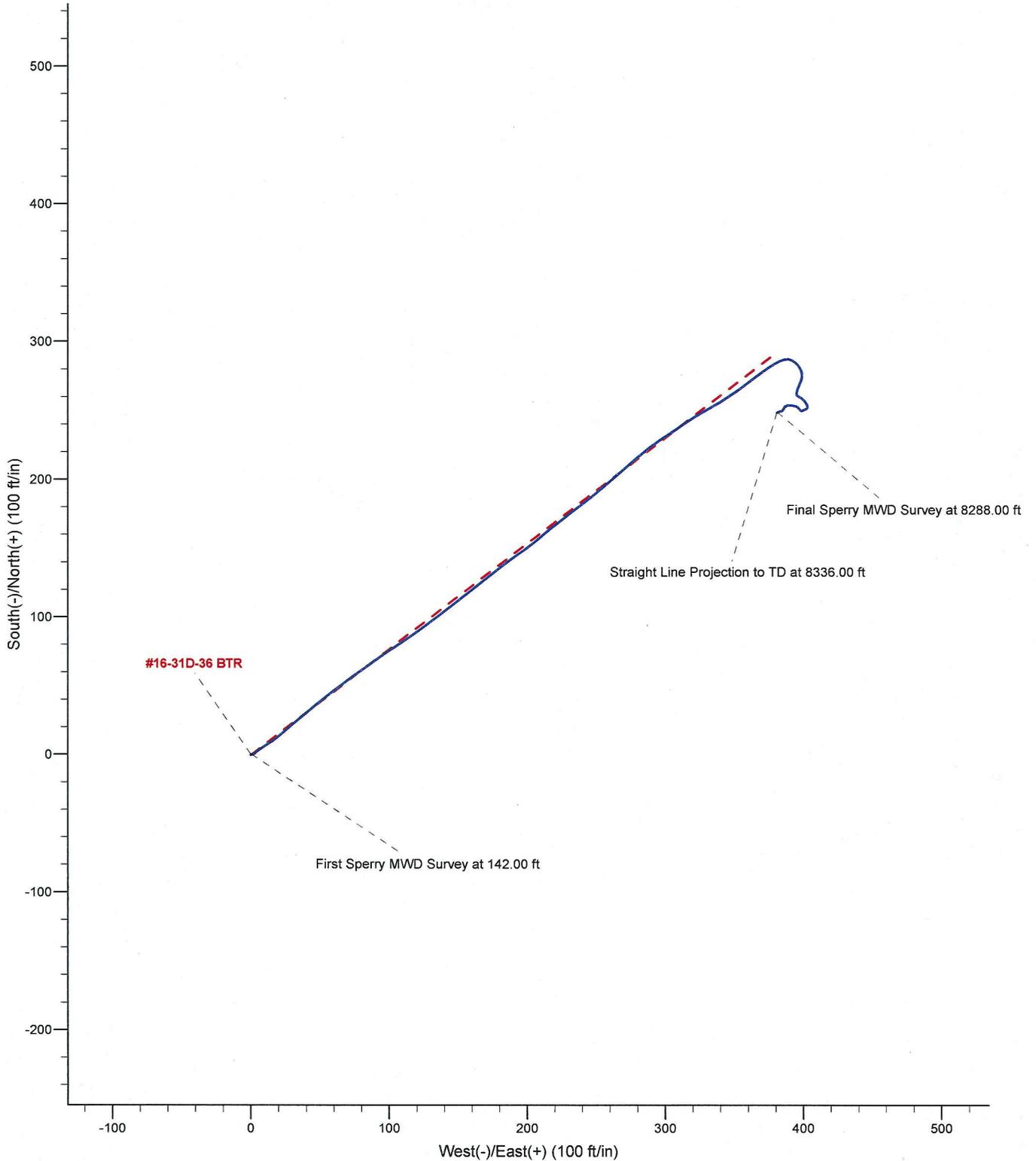
Based upon Minimum Curvature type calculations, at a Measured Depth of 8,336.00ft
the Bottom Hole Displacement is 454.86ft in the Direction of 56.86° (True).

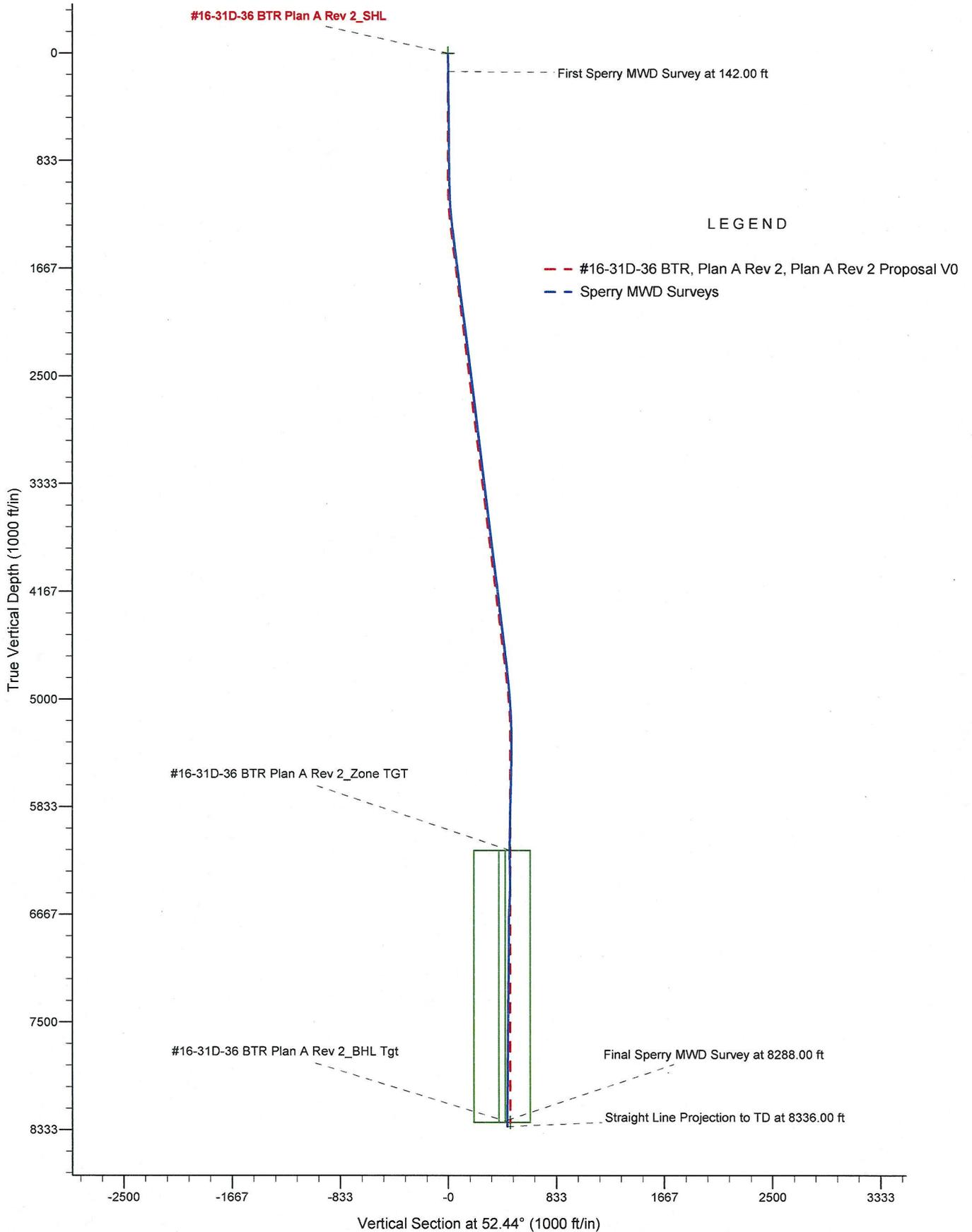
Magnetic Convergence at surface is: -11.03° (6 April 2011, , BGGM2010)



LEGEND

- - - #16-31D-36 BTR, Plan A Rev 2, Plan A Rev 2 Proposal V0
- Sperry MWD Surveys





EP ENERGY

October 10, 2012

VIA FACSIMILE (801) 359-3940

Mr. John Rogers
Utah Division of Oil, Gas & Mining
1594 West North Temple
Salt Lake City, Utah 84116

43 013 505 73

RE: Bill Barrett Corporation's 16-31D-36 BTR Well
Section 31, Township 3 South, Range 6 West
Duchesne County, Utah

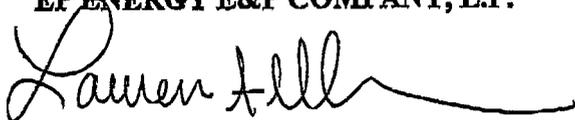
Dear Mr. Rogers,

Please be advised that Bill Barrett Corporation ("BBC") has advised EP Energy E&P Company, L.P. ("EP Energy") of its need to obtain an exception location for its 16-31D-36 BTR Well (the "Well") as the bottom hole location of the Well is located 616' from the South line of Section 31, T3S, R6W and is therefore not in compliance with the applicable spacing rules.

Please be advised that EP Energy as the offset operator and working interest owner of Section 6, T4S, R6W consents to and has no objections to BBC's exception location request for the Well. Should you have any questions, please contact me directly at (713) 997-4257.

Sincerely,

EP ENERGY E&P COMPANY, L.P.



Lauren A. Williams
Landman

Cc: David Watts
Bill Barrett Corporation

RECEIVED

OCT 10 2012

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.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14 20 H62 6405	
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE	
1. TYPE OF WELL Oil Well		7. UNIT or CA AGREEMENT NAME:	
2. NAME OF OPERATOR: BILL BARRETT CORP		8. WELL NAME and NUMBER: 16-31D-36 BTR	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43013505730000	
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: CEDAR RIM	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0367 FSL 0880 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 31 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE	
		STATE: UTAH	
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 7/5/2011 <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 style="width: 100px;" type="text" value="lease"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.			
The tribal lease has been earned for this well. The new lease number is 14 20 H62 6405.			
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY April 16, 2015			
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst	
SIGNATURE N/A		DATE 4/1/2015	

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

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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

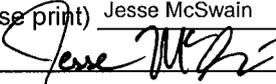
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

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:
	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

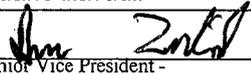
TRANSFER OF AUTHORITY TO INJECT

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

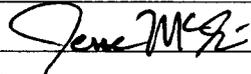
CURRENT OPERATOR

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

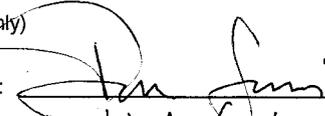
Name: Duane Zavadil
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

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

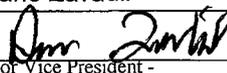
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

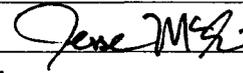
Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

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

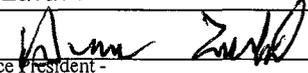
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

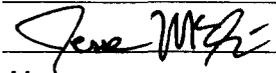
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE	Field or Unit Name CEDAR RIM
QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadil</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: 
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President - 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.*