

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 5-18D-45 BTR				
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT UNDESIGNATED				
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME				
6. NAME OF OPERATOR BILL BARRETT CORP						7. OPERATOR PHONE 303 312-8164				
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202						9. OPERATOR E-MAIL dspencer@billbarrettcorp.com				
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 20G0005608			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>				
13. NAME OF SURFACE OWNER (if box 12 = 'fee')						14. SURFACE OWNER PHONE (if box 12 = 'fee')				
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')						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		1625 FNL 877 FWL		SWNW	18	4.0 S	5.0 W	U		
Top of Uppermost Producing Zone		1746 FNL 803 FWL		SWNW	18	4.0 S	5.0 W	U		
At Total Depth		1980 FNL 660 FWL		SWNW	18	4.0 S	5.0 W	U		
21. COUNTY DUCHESNE			22. DISTANCE TO NEAREST LEASE LINE (Feet) 5940			23. NUMBER OF ACRES IN DRILLING UNIT 640				
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 3678			26. PROPOSED DEPTH MD: 8543 TVD: 8500				
27. ELEVATION - GROUND LEVEL 6320			28. BOND NUMBER LPM8874725			29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE Duchesne City Culinary Water Dock				
Hole, Casing, and Cement Information										
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
Cond	26	16	0 - 80	65.0	Unknown	8.8	Unknown	0	0.0	0.0
Surf	14.75	10.75	0 - 2200	45.5	J-55 LT&C	8.8	Halliburton Light , Type Unknown	540	3.16	11.0
							Halliburton Premium , Type Unknown	360	1.36	14.8
Prod	9.875	5.5	0 - 8543	17.0	P-110 LT&C	9.7	Unknown	600	2.31	11.0
							Unknown	880	1.42	13.5
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 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 02/23/2011			EMAIL ewinick@billbarrettcorp.com				
API NUMBER ASSIGNED 43013506110000			APPROVAL  Permit Manager							

BILL BARRETT CORPORATION
DRILLING PLAN
2/18/2011

5-18D-45 BTR

SHL: Lot 2 (SWNW), 1625' FNL & 877' FWL, Section 18, T4S, R5W, USB&M

BHL: Lot 2 (SWNW), 1980' FNL & 660' FWL, Section 18, T4S, R5W, USB&M

Duchesne County, UT

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	4120'	4108'
Douglas Creek	4970'	4933'
Black Shale	5801'	5758'
Castle Peak	6036'	5993'
Wasatch	6551'	6508'
TD	8543'	8500'

*PROSPECTIVE PAY

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

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 2200'	No pressure control required
2200' – 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	2200'	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).

5. Cementing Program

Casing	Cement
16" Conductor Casing	Grout
14-3/4" hole for 10-3/4" Surface Casing	Lead with approximately 540 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 600 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). Tail with approximately 880 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Planned TOC at 1700'
<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

Interval	Weight	Viscosity	Fluid Loss (API filtrate)	Remarks
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 2200'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
2200' – 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
5-18D-45 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 4287 psi* and maximum anticipated surface pressure equals approximately 2417 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

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

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

9. Auxiliary Equipment

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

10. Location and Type of Water Supply

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

11. Drilling Schedule

Location Construction:	Approximately 5/01/2011
Spud:	Approximately 5/15/2011
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

AS OF: 2/18/2011

Well Name: 5-18D-45 BTR

Surface Hole Data:

Total Depth:	2,200'
Top of Cement:	0'
OD of Hole:	14.750"
OD of Casing:	10.750"

Calculated Data:

Lead Volume:	1655.0	ft ³
Lead Fill:	1,700'	
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:	540
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Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	1,700'	

# SK's Tail:	360
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Production Hole Data:

Total Depth:	8,543'
Top of Cement:	1,700'
Top of Tail:	5,300'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1364.0	ft ³
Lead Fill:	3,600'	
Tail Volume:	1228.9	ft ³
Tail Fill:	3,243'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	600
# SK's Tail:	880

5-18D-45 BTR Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (1700' - 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: 1,700'
	Volume: 294.75 bbl
	Proposed Sacks: 540 sks
Tail Cement - (TD - 1700')	
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: 1,700'
	Calculated Fill: 500'
	Volume: 86.69 bbl
	Proposed Sacks: 360 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (5300' - 1700')	
Tuned Light™ System	Fluid Weight: 11.0 lbm/gal
	Slurry Yield: 2.31 ft ³ /sk
	Total Mixing Fluid: 10.65 Gal/sk
	Top of Fluid: 1,700'
	Calculated Fill: 3,600'
	Volume: 242.92 bbl
	Proposed Sacks: 600 sks
Tail Cement - (8543' - 5300')	
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: 5,300'
	Calculated Fill: 3,243'
	Volume: 218.85 bbl
	Proposed Sacks: 880 sks

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

BILL BARRETT CORPORATION

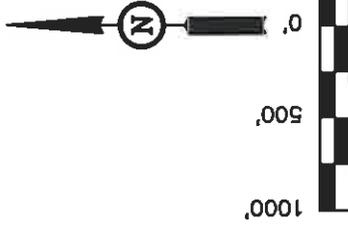
Well location, #5-18D-45 BTR, located as shown in Lot 2 of Section 18, T4S, R5W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESNE SE, QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 6097 FEET.

BASIS OF BEARINGS

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



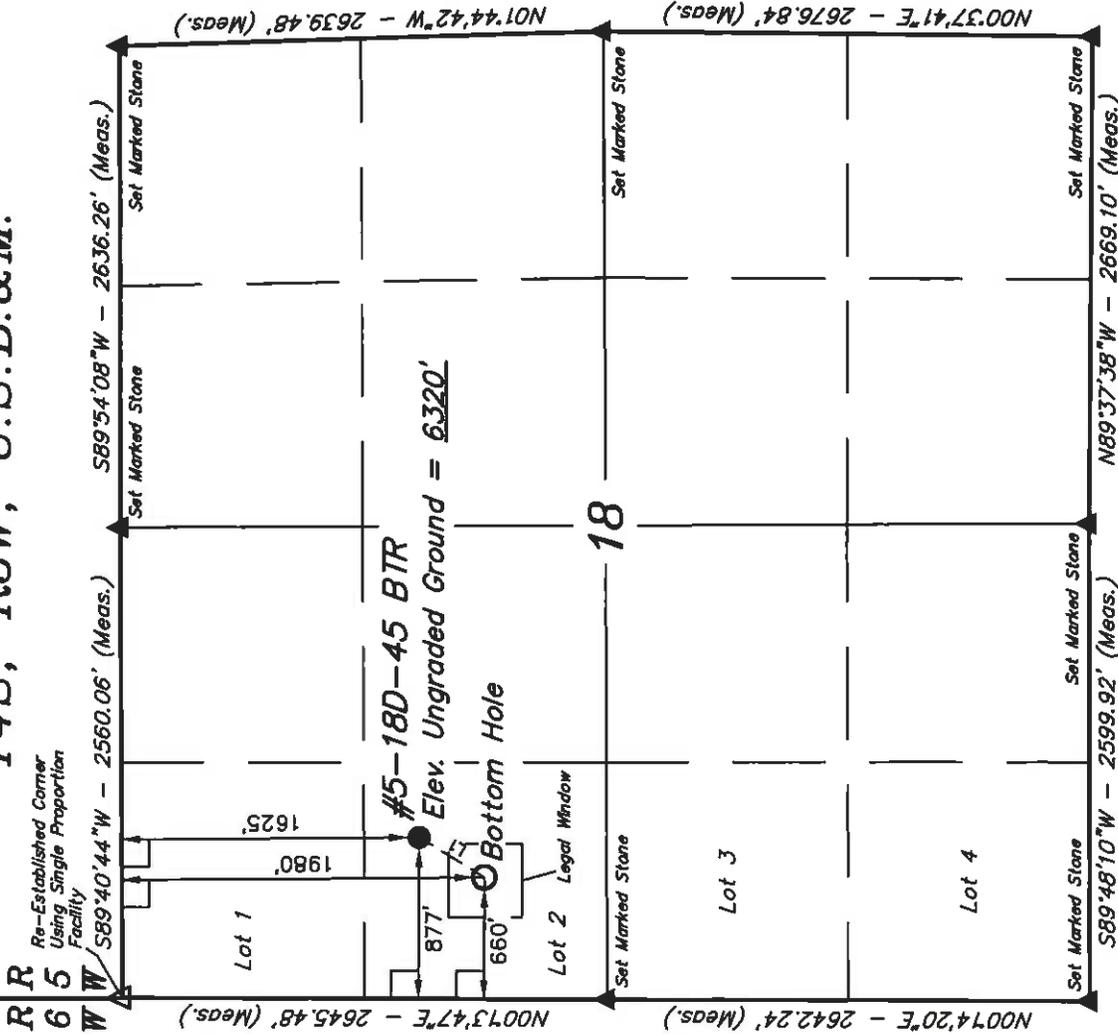
CERTIFICATE

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

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

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

SCALE	1" = 1000'	DATE SURVEYED:	09-20-10	DATE DRAWN:	10-07-10
PARTY	T.A. C.N. C.C.	REFERENCES	G.L.O. PLAT		
WEATHER	COOL	FILE	BILL BARRETT CORPORATION		

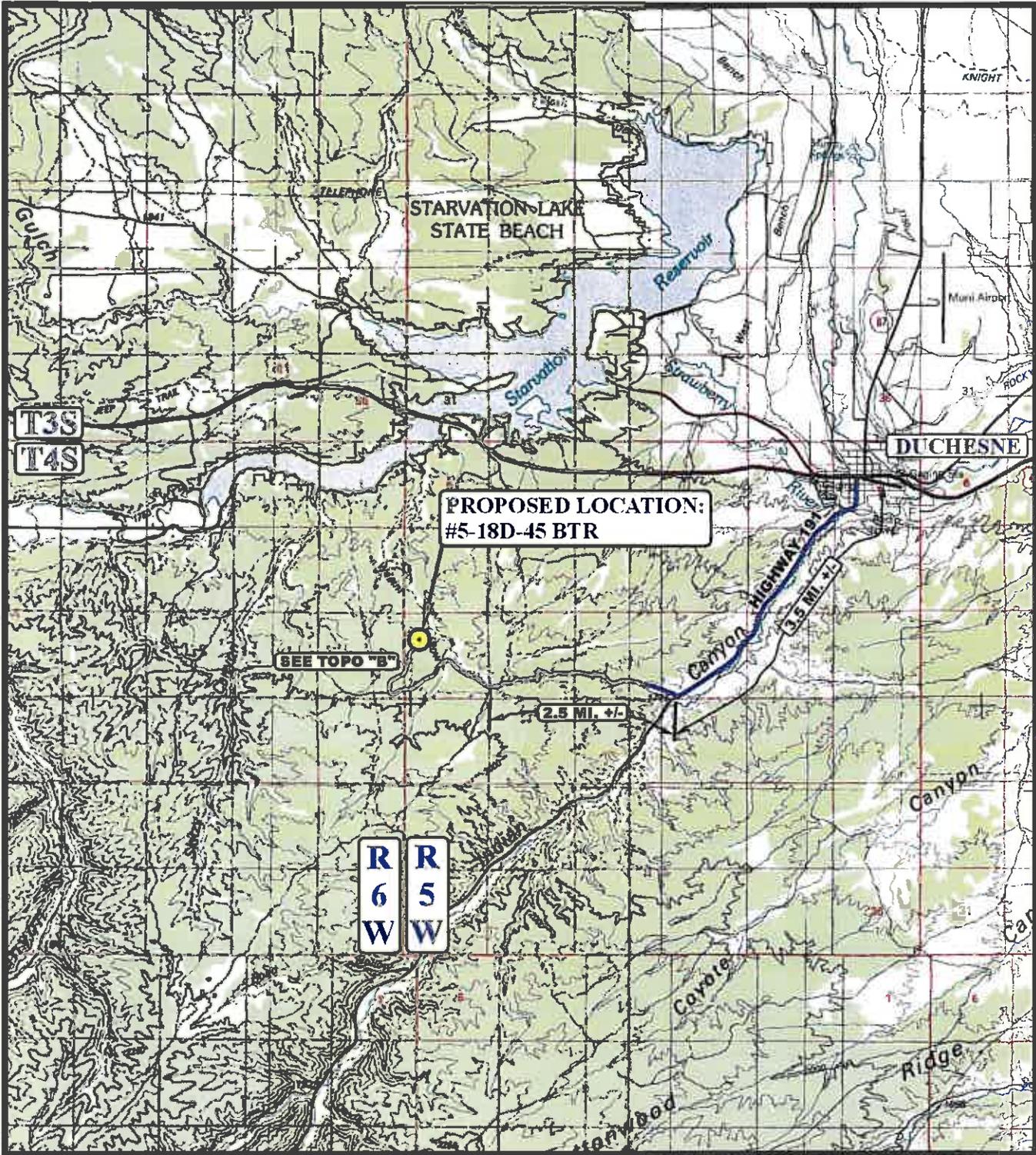


LEGEND:

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

LINE	BEARING	LENGTH
L1	S31°28'59" W	417.59'

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°08'05.13" (40.134758)	LATITUDE = 40°08'08.85" (40.135736)
LONGITUDE = 110°28'59.41" (110.499536)	LONGITUDE = 110°28'58.61" (110.499058)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 40°08'05.28" (40.134800)	LATITUDE = 40°08'08.60" (40.135778)
LONGITUDE = 110°28'58.85" (110.499125)	LONGITUDE = 110°28'54.05" (110.498347)



**PROPOSED LOCATION:
#5-18D-45 BTR**

SEE TOPO "B"

2.5 MI. +/-

Canyon Highway 191
3.5 MI. +/-

**R 6
W** **R 5
W**

LEGEND:

PROPOSED LOCATION



BILL BARRETT CORPORATION

#5-18D-45 BTR
SECTION 18, T4S, R5W, U.S.B.&M.
1625' FNL 877' **FWL**

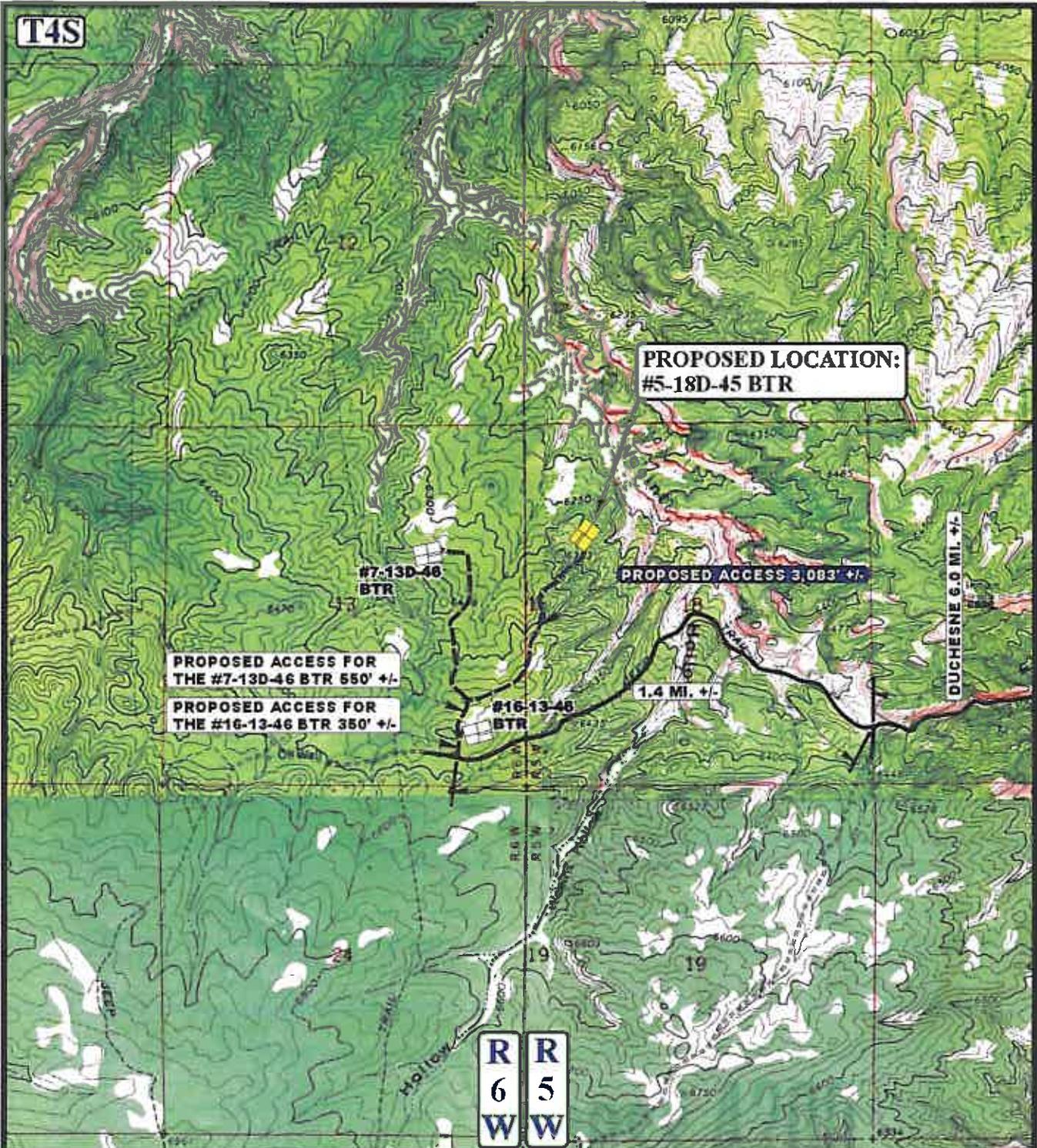


Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

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

10	13	10
MONTH	DAY	YEAR





LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD



BILL BARRETT CORPORATION

#5-18D-45 BTR
SECTION 18, T4S, R5W, U.S.B.&M.
1625' FNL 877' FWL



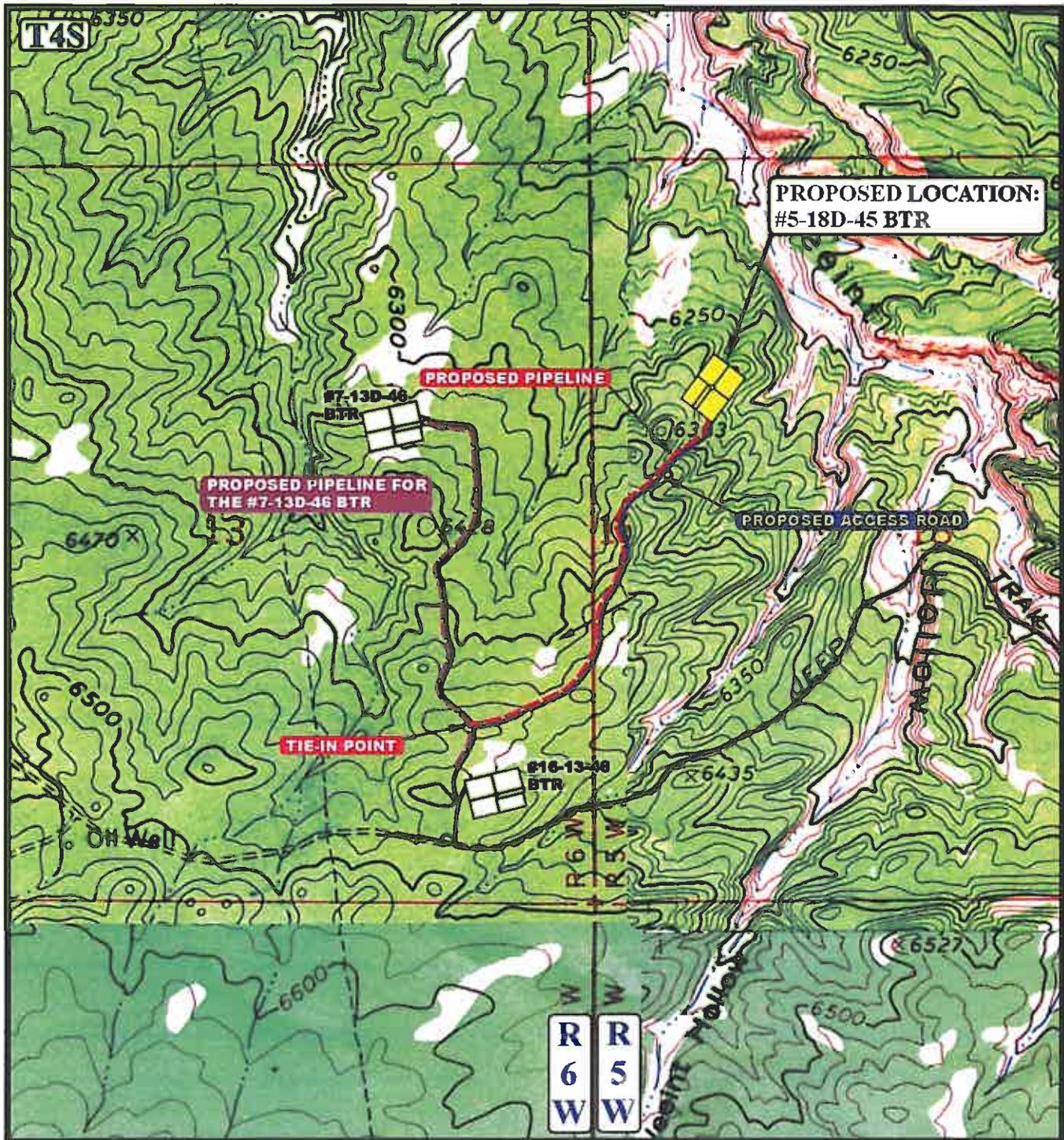
Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
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TOPOGRAPHIC MAP

10 MONTH	13 DAY	10 YEAR
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SCALE: 1" = 2000' DRAWN BY: J.J. REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 3,101' +/-

LEGEND:

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



BILL BARRETT CORPORATION

#5-18D-45 BTR
SECTION 18, T4S, R5W, U.S.B.&M.
1625' FNL 877' FWL



Uintah Engineering & Land Surveying
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TOPOGRAPHIC MAP

10	13	10
MONTH	DAY	YEAR

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



BILL BARRETT CORPORATION

#5-18D-45 BTR

SECTION 18, T4S, R5W, U.S.B.&M.

PROCEED IN A SOUTHERLY DIRECTION FROM DUCHESNE, UTAH ALONG U.S. HIGHWAY 191 APPROXIMATELY 3.5 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE WEST; TURN RIGHT AND PROCEED IN A WESTERLY DIRECTION APPROXIMATELY 2.5 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTHWEST; TURN RIGHT AND PROCEED IN A NORTHWESTERLY, THEN SOUTHWESTERLY DIRECTION APPROXIMATELY 1.4 MILES TO THE BEGINNING OF THE PROPOSED ACCESS FOR THE #16-13-46 BTR TO THE NORTH; FOLLOW ROAD FLAGS IN A NORTHERLY DIRECTION APPROXIMATELY 350' TO THE BEGINNING OF THE PROPOSED ACCESS FOR THE #7-13D-46 BTR TO THE NORTHWEST; FOLLOW ROAD FLAGS IN A NORTHWESTERLY, THEN NORTHERLY DIRECTION APPROXIMATELY 550' TO THE BEGINNING OF THE PROPOSED ACCESS TO THE NORTHEAST; FOLLOW ROAD FLAGS IN A NORTHEASTERLY DIRECTION APPROXIMATELY 3,083' TO THE PROPOSED WELL LOCATION.

TOTAL DISTANCE FROM DUCHESNE, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 8.1 MILES.

BILL BARRETT CORPORATION

#5-18D-45 BTR

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 18, T4S, R5W, U.S.B.&M.



PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: SOUTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: EASTERLY



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

LOCATION PHOTOS

10 | 13 | 10
MONTH | DAY | YEAR

PHOTO

TAKEN BY: T.A.

DRAWN BY: J.J.

REVISED: 00-00-00

- Since 1964 -

Bill Barrett Corp

Duchesne County, UT (NAD 1927)

Sec. 18-T4S-R5W

5-18D-45 BTR

Plan A Rev 1

Plan: Plan A Rev 1 Proposal

Sperry Drilling Services

Proposal Report

09 February, 2011

Well Coordinates: 658,070.43 N, 2,280,046.49 E (40° 08' 08.80" N, 110° 29' 54.05" W)

Ground Level: 6,318.00 ft

Local Coordinate Origin:

Centered on Well 5-18D-45 BTR

Viewing Datum:

RKB 16' @ 6334.00ft (Patterson 506)

TVDs to System:

N

North Reference:

True

Unit System:

API - US Survey Feet - Custom

Geodetic Scale Factor Applied

Version: 2003.16 Build: 431

HALLIBURTON

Plan Report for 5-18D-45 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 (°)
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
1,100.00	0.00	0.000	1,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,200.00	0.00	0.000	1,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,300.00	0.00	0.000	1,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,400.00	0.00	0.000	1,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,500.00	0.00	0.000	1,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,600.00	0.00	0.000	1,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,700.00	0.00	0.000	1,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,800.00	0.00	0.000	1,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,900.00	0.00	0.000	1,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,000.00	0.00	0.000	2,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,100.00	0.00	0.000	2,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,183.00	0.00	0.000	2,183.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Green River										
2,200.00	0.00	0.000	2,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,300.00	0.00	0.000	2,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,400.00	0.00	0.000	2,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,500.00	0.00	0.000	2,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,600.00	0.00	0.000	2,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,700.00	0.00	0.000	2,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,800.00	0.00	0.000	2,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,883.00	0.00	0.000	2,883.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Mahogany										
2,900.00	0.00	0.000	2,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,000.00	0.00	0.000	3,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,100.00	0.00	0.000	3,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,200.00	0.00	0.000	3,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,263.41	0.00	0.000	3,263.41	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Kickoff at 3263.41ft										
3,300.00	0.73	211.407	3,300.00	-0.20	-0.12	0.23	2.00	2.00	0.00	211.41
3,400.00	2.73	211.407	3,399.95	-2.78	-1.70	3.26	2.00	2.00	0.00	0.00
3,500.00	4.73	211.407	3,499.73	-8.33	-5.09	9.76	2.00	2.00	0.00	0.00
3,600.00	6.73	211.407	3,599.23	-16.86	-10.29	19.75	2.00	2.00	0.00	0.00
Build Rate = 2.00°/100ft										
3,700.00	8.73	211.407	3,698.31	-28.34	-17.30	33.20	2.00	2.00	0.00	0.00
3,800.00	10.73	211.407	3,796.87	-42.76	-26.11	50.11	2.00	2.00	0.00	0.00
3,900.00	12.73	211.407	3,894.77	-60.12	-36.71	70.44	2.00	2.00	0.00	0.00
3,963.41	14.00	211.407	3,956.47	-72.63	-44.35	85.10	2.00	2.00	0.00	0.00
End Build at 3963.41ft										
4,000.00	14.00	211.407	3,991.97	-80.18	-48.96	93.95	0.00	0.00	0.00	0.00
4,100.00	14.00	211.407	4,089.00	-100.83	-61.57	118.14	0.00	0.00	0.00	0.00
4,119.58	14.00	211.407	4,108.00	-104.87	-64.03	122.88	0.00	0.00	0.00	0.00
TGR3										
4,200.00	14.00	211.407	4,186.03	-121.48	-74.17	142.33	0.00	0.00	0.00	0.00
4,300.00	14.00	211.407	4,283.06	-142.13	-86.78	166.52	0.00	0.00	0.00	0.00
4,400.00	14.00	211.407	4,380.09	-162.77	-99.39	190.72	0.00	0.00	0.00	0.00
14.00 Inclination										

Plan Report for 5-18D-45 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)	Tooface Azimuth (°)
4,500.00	14.00	211.407	4,477.12	-183.42	-111.99	214.91	0.00	0.00	0.00	0.00
4,600.00	14.00	211.407	4,574.15	-204.07	-124.60	239.10	0.00	0.00	0.00	0.00
4,700.00	14.00	211.407	4,671.18	-224.72	-137.21	263.29	0.00	0.00	0.00	0.00
4,800.00	14.00	211.407	4,768.20	-245.36	-149.81	287.49	0.00	0.00	0.00	0.00
4,867.73	14.00	211.407	4,833.92	-259.35	-158.35	303.87	0.00	0.00	0.00	0.00
Begin Drop at 4867.73ft										
4,900.00	13.52	211.407	4,865.27	-265.90	-162.35	311.55	1.50	-1.50	0.00	180.00
4,969.51	12.47	211.407	4,933.00	-279.24	-170.50	327.18	1.50	-1.50	0.00	180.00
Douglas Creek										
5,000.00	12.02	211.407	4,962.79	-284.76	-173.87	333.64	1.50	-1.50	0.00	-180.00
5,100.00	10.52	211.407	5,060.86	-301.43	-184.05	353.18	1.50	-1.50	0.00	180.00
5,200.00	9.02	211.407	5,159.41	-315.91	-192.89	370.14	1.50	-1.50	0.00	180.00
5,300.00	7.52	211.407	5,258.37	-328.18	-200.38	384.52	1.50	-1.50	0.00	180.00
Drop Rate = 1.50°/100ft										
5,365.12	6.54	211.407	5,323.00	-334.98	-204.53	392.48	1.50	-1.50	0.00	-180.00
3Point Marker										
5,400.00	6.02	211.407	5,357.67	-338.23	-206.52	396.30	1.50	-1.50	0.00	180.00
5,500.00	4.52	211.407	5,457.24	-346.07	-211.30	405.48	1.50	-1.50	0.00	180.00
5,600.00	3.02	211.407	5,557.03	-351.67	-214.72	412.04	1.50	-1.50	0.00	180.00
5,700.00	1.52	211.407	5,656.94	-355.05	-216.78	416.00	1.50	-1.50	0.00	180.00
5,800.00	0.02	211.407	5,756.93	-356.19	-217.48	417.33	1.50	-1.50	0.00	180.00
5,801.07	0.00	0.000	5,758.00	-356.19	-217.48	417.33	1.50	-1.50	0.00	180.00
End Drop at 5801.07ft - Black Shale - 5-18D-45 BTR Plan A Rev 1 Zone Tgt										
5,900.00	0.00	0.000	5,856.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
6,000.00	0.00	0.000	5,956.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
6,036.07	0.00	0.000	5,993.00	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
Castle Peak										
6,100.00	0.00	0.000	6,056.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
6,200.00	0.00	0.000	6,156.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
6,300.00	0.00	0.000	6,256.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
6,326.07	0.00	0.000	6,283.00	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
Uteland Butte										
6,366.07	0.00	0.000	6,323.00	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
CR1										
6,400.00	0.00	0.000	6,356.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
6,500.00	0.00	0.000	6,456.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
6,551.07	0.00	0.000	6,508.00	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
Wasatch										
6,600.00	0.00	0.000	6,556.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
6,666.07	0.00	0.000	6,623.00	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
CR2										
6,700.00	0.00	0.000	6,656.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
6,800.00	0.00	0.000	6,756.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
6,900.00	0.00	0.000	6,856.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
6,926.07	0.00	0.000	6,883.00	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
CR3										
7,000.00	0.00	0.000	6,956.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
7,100.00	0.00	0.000	7,056.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
7,200.00	0.00	0.000	7,156.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
7,236.07	0.00	0.000	7,193.00	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
CR4										
7,300.00	0.00	0.000	7,256.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
7,400.00	0.00	0.000	7,356.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
7,500.00	0.00	0.000	7,456.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
7,501.07	0.00	0.000	7,458.00	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
CR4A										
7,600.00	0.00	0.000	7,556.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
7,626.07	0.00	0.000	7,583.00	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00

Plan Report for 5-18D-45 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)	Tooface Azimuth (°)
CR5										
7,700.00	0.00	0.000	7,656.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
7,736.07	0.00	0.000	7,693.00	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
CR6										
7,800.00	0.00	0.000	7,756.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
7,900.00	0.00	0.000	7,856.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
8,000.00	0.00	0.000	7,956.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
8,100.00	0.00	0.000	8,056.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
8,126.07	0.00	0.000	8,083.00	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
CR7										
8,200.00	0.00	0.000	8,156.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
8,300.00	0.00	0.000	8,256.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
8,400.00	0.00	0.000	8,356.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
8,500.00	0.00	0.000	8,456.93	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00
8,543.07	0.00	0.000	8,500.00	-356.19	-217.48	417.33	0.00	0.00	0.00	0.00

5-18D-45 BTR Plan A Rev 1 BH Tgt

Plan Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates +N/-S (ft)	+E/-W (ft)	Comment
3,263.41	3,263.41	0.00	0.00	Kickoff at 3263.41ft
3,600.00	3,599.23	-16.86	-10.29	Build Rate = 2.00°/100ft
3,963.41	3,956.47	-72.63	-44.35	End Build at 3963.41ft
4,400.00	4,380.09	-162.77	-99.39	14.00 Inclination
4,867.73	4,833.92	-259.35	-158.35	Begin Drop at 4867.73ft
5,300.00	5,258.37	-328.18	-200.38	Drop Rate = 1.50°/100ft
5,801.07	5,758.00	-356.19	-217.48	End Drop at 5801.07ft
8,543.07	8,500.00	-356.19	-217.48	Total Depth = 8543.07ft

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/_S (ft)	+E/-W (ft)	Start TVD (ft)
Target	5-18D-45 BTR Plan A Rev 1 BH Tgt	211.407	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
0.00	8,543.07	Plan A Rev 1 Proposal	MWD

Plan Report for 5-18D-45 BTR - Plan A Rev 1 Proposal**Formation Details**

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
2,183.00	2,183.00	Green River		0.00	
2,883.00	2,883.00	Mahogany		0.00	
4,119.58	4,108.00	TGR3		0.00	
4,969.51	4,933.00	Douglas Creek		0.00	
5,365.12	5,323.00	3Point Marker		0.00	
5,801.07	5,758.00	Black Shale		0.00	
6,036.07	5,993.00	Castle Peak		0.00	
6,326.07	6,283.00	Uteland Butte		0.00	
6,366.07	6,323.00	CR1		0.00	
6,551.07	6,508.00	Wasatch		0.00	
6,666.07	6,623.00	CR2		0.00	
6,926.07	6,883.00	CR3		0.00	
7,236.07	7,193.00	CR4		0.00	
7,501.07	7,458.00	CR4A		0.00	
7,626.07	7,583.00	CR5		0.00	
7,736.07	7,693.00	CR6		0.00	
8,126.07	8,083.00	CR7		0.00	

Targets associated with this wellbore

Target Name	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Shape
5-18D-45 BTR Plan A Rev 0 Zone Tgt	5,758.00	-356.19	-217.48	Circle
5-18D-45 BTR Plan A Rev 0 BH Tgt	7,758.00	-356.19	-217.48	Point
5-18D-45 BTR Plan A Rev 1 BH Tgt	8,500.00	-356.19	-217.48	Point
5-18D-45 BTR Plan A Rev 1 Zone Tgt	5,758.00	-356.19	-217.48	Circle

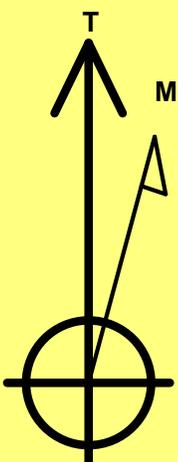
North Reference Sheet for Sec. 18-T4S-R5W - 5-18D-45 BTR - Plan A Rev 1

All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.
 Vertical Depths are relative to RKB 16' @ 6334.00ft (Patterson 506). Northing and Easting are relative to 5-18D-45 BTR
 Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866
 Projection method is Lambert Conformal Conic (2 parallel)
 Central Meridian is -111.50°, 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: 0.99991257

Grid Coordinates of Well: 658,070.43 ft N, 2,280,046.49 ft E
 Geographical Coordinates of Well: 40° 08' 08.80" N, 110° 29' 54.05" W
 Grid Convergence at Surface is: 0.64°

Based upon Minimum Curvature type calculations, at a Measured Depth of 8,543.07ft
 the Bottom Hole Displacement is 417.33ft in the Direction of 211.41° (True).

Magnetic Convergence at surface is: -10.92° (1 April 2011, , BGGM2010)



Magnetic Model: BGGM2010
 Date: 01-Apr-11
 Declination: 11.56°
 Inclination/Dip: 65.81°
 Field Strength: 52240

Grid North is 0.64° East of True North (Grid Convergence)
 Magnetic North is 11.56° East of True North (Magnetic Declination)
 Magnetic North is 10.92° East of Grid North (Magnetic Convergence)

To convert a True Direction to a Grid Direction, Subtract 0.64°
 To convert a Magnetic Direction to a True Direction, Add 11.56° East
 To convert a Magnetic Direction to a Grid Direction, Add 10.92°

Project: Duchesne County, UT (NAD 1927)
 Site: Sec. 18-T4S-R5W
 Well: 5-18D-45 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	3263.41	0.00	0.000	3263.41	0.00	0.00	0.00	0.00	0.00	
3	3963.41	14.00	211.407	3956.47	-72.63	-44.35	2.00	211.41	85.10	
4	4867.73	14.00	211.407	4833.93	-259.35	-158.35	0.00	0.00	303.87	5-18D-45 BTR Plan A Rev 1 Zone Tgt
5	5801.07	0.00	0.000	5758.00	-356.19	-217.48	1.50	180.00	417.33	5-18D-45 BTR Plan A Rev 1 BH Tgt
6	8543.07	0.00	0.000	8500.00	-356.19	-217.48	0.00	0.00	417.33	

WELL DETAILS: 5-18D-45 BTR

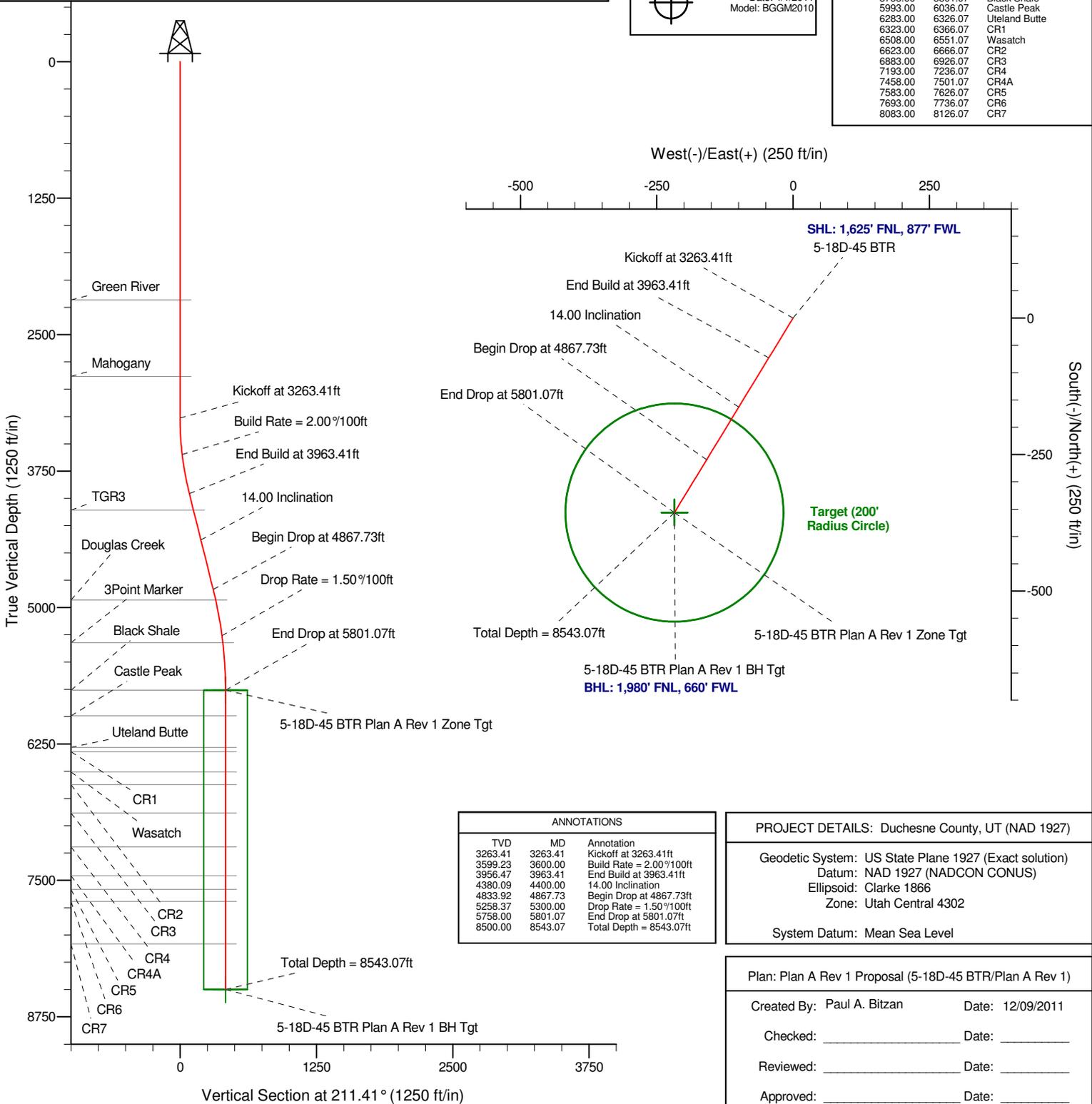
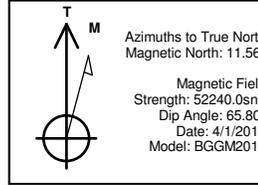
Ground Level:	6318.00	Longitude	110° 29' 54.050 W
Northing	658070.43	Latitude	40° 8' 8.800 N
Eastings	2280046.49		

WELLBORE TARGET DETAILS

Name	TVD	+N/-S	+E/-W	Shape
5-18D-45 BTR Plan A Rev 1 Zone Tgt	5758.00	-356.19	-217.48	Circle (Radius: 200.00)
5-18D-45 BTR Plan A Rev 1 BH Tgt	8500.00	-356.19	-217.48	

FORMATION TOP DETAILS

TVDPath	MDPath	Formation
2183.00	2183.00	Green River
2883.00	2883.00	Mahogany
4108.00	4119.58	TGR3
4933.00	4969.51	Douglas Creek
5323.00	5365.12	3Point Marker
5758.00	5801.07	Black Shale
5993.00	6036.07	Castle Peak
6283.00	6326.07	Uteland Butte
6323.00	6366.07	CR1
6508.00	6551.07	Wasatch
6623.00	6666.07	CR2
6883.00	6926.07	CR3
7193.00	7236.07	CR4
7458.00	7501.07	CR4A
7583.00	7626.07	CR5
7693.00	7736.07	CR6
8083.00	8126.07	CR7



ANNOTATIONS

TVD	MD	Annotation
3263.41	3263.41	Kickoff at 3263.41ft
3599.23	3600.00	Build Rate = 2.00°/100ft
3956.47	3963.41	End Build at 3963.41ft
4380.09	4400.00	14.00 Inclination
4833.92	4867.73	Begin Drop at 4867.73ft
5258.37	5300.00	Drop Rate = 1.50°/100ft
5758.00	5801.07	End Drop at 5801.07ft
8500.00	8543.07	Total Depth = 8543.07ft

PROJECT DETAILS: Duchesne County, UT (NAD 1927)

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

System Datum: Mean Sea Level

Plan: Plan A Rev 1 Proposal (5-18D-45 BTR/Plan A Rev 1)

Created By: Paul A. Bitzan Date: 12/09/2011
 Checked: _____ Date: _____
 Reviewed: _____ Date: _____
 Approved: _____ Date: _____

BILL BARRETT CORPORATION
SURFACE USE PLAN

5-18D-45 BTR Well Pad

SHL: Lot 2 (SWNW), 1625' FNL & 877' FWL, Section 18, T4S, R5W, USB&M
BHL: Lot 2 (SWNW), 1980' FNL & 660' FWL, Section 18, T4S, R5W, USB&M
Duchesne County, Utah

The Ute Tribal onsite for this location was conducted on December 1, 2010. Site specific requirements from the onsite to adhere to are as follows:

- 1) Silt fence required at pad corners 7 and 8 for minor drainage**
- 2) Move topsoil storage at corner 8 to corner 6, and divert runoff around the pad area.**
- 3) Facilities paint color: Beetle**

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 8.1 miles southwest of Duchesne, Utah. Maps and directions reflecting the route to the proposed well site are included (see Topographic maps A and B).
 - b. From the existing Bill Barrett Corporation maintained Skitzzy road, approximately 350 feet of proposed access to the 16-13-46 BTR and approximately 550 feet of proposed access to the 7-13D-46 BTR would also be utilized. ROWs for all new proposed access roads are pending, currently under review.
 - 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. No encroachment or pipeline crossing permit are required.

- f. All existing roads would be maintained and kept in good repair during all phases of operation.

2. Planned Access Road:

- a. Approximately 3083 feet of new access road is proposed entering the southern end of the pad area (see Topographic Map B).
- b. A tribal right of way (ROW) is applied for and pending approval. The road would be constructed to a 30-foot ROW width with an 18-foot travel surface. See section 12.d. below for disturbance estimates.
- 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 culvert or low-water crossing is 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 gates or 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 adequately as outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards for Oil and Gas Exploration and Development, Fourth Edition – Revised 2007.
 - 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 one
 - vii. abandoned wells none
4. Location of Production Facilities
- a. Surface facilities would consist of a wellhead, separator, gas meter, (1) 500 gal methanol tank, (1) 500 glycol tank, (3) 500 bbl oil tanks, (1) 500 bbl water tank, (1) 500 bbl test tank, (1) 1000 gal propane tank, a pumping unit with natural gas fired motor, solar panels, solar chemical and methanol pumps and one trace pump. See attached proposed facility diagram.
 - 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 3101 feet of pipeline corridor (see Topographic Map C) 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. Pipelines would be constructed of steel, polyethylene or fiberglass. The pipeline corridor would connect to the proposed 7-13D-46 BTR pipeline corridor for which tribal ROW is pending.
- g. The new segment of gas pipeline would be surface laid line within a 30 foot wide pipeline ROW adjacent to the proposed access road. The pipeline has been applied for and is pending approval at this time. See 12.d below for disturbance estimates.
- h. Construction of the ROW would temporarily utilize the 30 foot disturbed width for the road for a total disturbed width of 60 foot for the road and pipeline corridors. The use of the proposed well site and access roads would facilitate the staging of the pipeline construction.
- i. Pipeline construction methods and practices would be planned and conducted by BBC with the objective of enhancing reclamation and fostering the re-establishment of the native plant community.
- j. All permanent above-ground structures would be painted a flat, non-reflective color, such as Beetle, 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. Additionally, the Ute Tribe would be notified of any changes in water supply.
- d. Water use would vary in accordance with the formations to be drilled but would be up to approximately 3.64 acre feet for drilling and completion operations.

6. Source of Construction Material:

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

7. Methods of Handling Waste Disposal:

- a. All wastes associated with this application would be contained and disposed of utilizing approved facilities.
- b. The reserve pit would be constructed so as not to leak, break or allow any discharge.
- c. The reserve would be lined with 12 mil (minimum) thickness polyethylene nylon reinforced liner material. The liner(s) would overlay straw, dirt and/or bentonite if rock is encountered during excavation. The liner would overlap the pit walls and be covered with dirt and/or rocks to hold them in place. No trash, scrap pipe, or other materials that could puncture the liner would be discarded in the pit. A minimum of two feet of free board would be maintained between the maximum fluid level and the top of the reserve pit at all times.

- d. To deter livestock from entering the pit, the three sides exterior to the location would be fenced before drilling starts. Following the conclusion of drilling and completion activities, the fourth side would also be fenced.
- e. Drill cuttings would be contained in the pit and buried on-site for a period not to exceed six months, weather permitting.
- f. Produced fluids from the well other than water would be decanted into steel test tank(s) until such time as construction of production facilities is completed. Any oil that may be accumulated would be transferred to a permanent production tank. Produced water may be used in further drilling and completion activities, evaporated in the pit, or would be hauled to one of the state-approved disposal facilities below:
 - 1. RNI Industries, Inc. – Pleasant Valley Disposal Pits
Sec. 25, 26, 35 & 36, T4S-R3W
 - 2. Pro Water LLC – Blue Bench 13-1 Disposal Well (43-013-30971)
NENE, Sec. 13, T3S-R5W
 - 3. RN Industries, Inc. – Bluebell Disposal Ponds
Sec. 2, 4 & 9, T2S-R2W
 - 4. Water Disposal, Inc. – Harmston 1-32-A1 Disposal Well (43-013-30224), UTR #00707, Sec. 32, T1S-R1W
 - 5. Unified Water Pits – Sec. 31, T2S-R4W
 - 6. Iowa Tank Line Pits – 8500 BLM Fence Road, Pleasant Valley
- g. Any salts and/or chemicals, which are an integral part of the drilling system, would be disposed of in the same manner as the drilling fluid.
- h. Any spills of oil, condensate, produced or frac water, drilling fluids, or other potentially deleterious substances would be recovered and either returned to its origin or disposed of at an approved disposal site, most likely in Duchesne, Utah.
- i. Chemicals on the EPA's Consolidated List of Chemicals subject to reporting under Title III of the Superfund Amendments and Reauthorization Act of 1986 (SARA) may be used or stored in quantities over reportable quantities. In the course of drilling, BBC could potentially store and use diesel fuel, sand (silica), hydrochloric acid, and CO₂ gas, all described as hazardous substances in 40 CFR Part 302, Section 302.4, in quantities exceeding 10,000 pounds. In addition, natural gas condensate and crude oil and methanol may be stored or used in reportable quantities. Small quantities of retail products (paint/spray paints, solvents {e.g., WD-40}, and lubrication oil) containing non-reportable volumes of hazardous substances may be stored and used on site at any time. No extremely hazardous substances, as defined in 40 CFR 355, would be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the wells.

- j. Portable toilets and trash containers would be located onsite during drilling and completion operations. A commercial supplier would install and maintain portable toilets and equipment and would be responsible for removing sanitary waste. Sanitary waste facilities (i.e. toilet holding tanks) would be regularly pumped and their contents disposed of at approved sewage disposal facilities in Duchesne, and/or Uintah Counties, in accordance with applicable rules and regulations regarding sewage treatment and disposal. Accumulated trash and nonflammable waste materials would be hauled to an approved landfill once a week or as often as necessary. All debris and waste materials not contained in the trash containers would be cleaned up, removed from the construction ROW, well pad, or worker housing location, and disposed of at an approved landfill. Trash would be cleaned up everyday.
 - k. Sanitary waste equipment and trash bins would be removed from the Project Area upon completion of access road or pipeline construction; following drilling and completion operations at an individual well pad; when worker housing is no longer needed; or as required.
 - l. A flare pit may be constructed a minimum of 110' from the wellhead(s) and may be used during completion work. In the event a flare pit proves to be unworkable, a temporary flare stack or open top tank would be installed. BBC would flow back as much fluid and gas as possible into pressurized vessels, separating the fluids from the gas. In some instances, due to the completion fluids utilized within the Project Area, it is not feasible to direct the flow stream from the wellbore through pressurized vessels. In such instances BBC proposes to direct the flow to the open top tanks until flow through the pressurized vessels is feasible. At which point the fluid would either be returned to the reserve pit or placed into a tank(s). The gas would be directed to the flare pit, flare stack (each with a constant source of ignition), or may be directed into the sales pipeline.
 - m. Hydrocarbons would be removed from the reserve pit 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.
 - c. No Powerline is currently proposed.

9. Well Site Layout:

- a. The well would be properly identified in accordance with 43 CFR 3162.6.
- b. The pad layout, cross section diagrams and rig layout are enclosed (see Figures 1 and 2).
- c. The pad and road designs are consistent with Ute Tribe specifications.
- d. The pad has been staked at its maximum size of 400 feet x 285 feet with an inboard reserve pit size of 100 feet x 200 feet X 8 feet deep. See section 12.d below for disturbance estimates.
- e. Within the approved well pad location, a crawler tractor would strip whatever topsoil is present and stockpile it along the edge of the well pad for use during reclamation. Vegetation would be distributed along the sides of the well pad.
- f. Fill from pit excavation would be stockpiled along the edge of the pit and the adjacent edge of the well pad.
- g. Use of erosion control measures, including proper grading to minimize slopes, diversion terraces and ditches, mulching, terracing, riprap, fiber matting, temporary sediment traps, and broad-based drainage dips or low water crossings would be employed by BBC as necessary and appropriate to minimize erosion and surface runoff during well pad construction and operation. Cut and fill slopes would be constructed such that stability would be maintained for the life of the activity.
- h. All cut and fill slopes would be such that stability can be maintained for the life of the activity.
- i. Diversion ditches would be constructed, if necessary, around the well site to prevent surface waters from entering the well site area.
- j. Water application may be implemented if necessary to minimize the amount of fugitive dust.
- k. All surface disturbing activities would be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.

10. Plan for Restoration of the Surface:

- a. A site specific reclamation pad will be submitted within 90 days of location construction.
- b. 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.
- c. The operator would control noxious weeds along access road use authorizations and well site by spraying or mechanical removal. A list of noxious weeds may be obtained from the Ute Tribe, BLM or the appropriate county extension office. On Ute Tribe administered land it is required that a Pesticide Use Proposal be submitted and approved prior to the application of herbicides, pesticides or possibly hazardous chemicals.
- d. Rat and mouse holes would be filled and compacted from bottom to top immediately upon release of the drilling rig from location. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1. The reserve pit would be allowed to dry prior to the commencement of backfilling work. No attempts would be made to backfill the reserve pit until it is free of standing water. Once dry, the liner would be torn and perforated before backfilling.
- e. The reserve pit and that portion of the location not needed for production facilities/operations would be recontoured to the approximate natural contours. Areas not used for production purposes would be backfilled and blended into the surrounding terrain, reseeded and erosion control measures installed. Mulching, erosion control measures and fertilization may be required to achieve acceptable stabilization. Back slopes and fore slopes would be reduced as practical and scarified with the contour. The reserved topsoil would be evenly distributed over the slopes and scarified along the contour. Slopes would be seeded with the Ute Tribe specified seed mix.
- 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 Ute Tribe prescribed seed mixture and covered with mulch for protection from wind and water erosion and to discourage the invasion of weeds.

11. Surface and Mineral Ownership:

- a. Surface & Mineral ownership – Ute Indian Tribe - 988 South 7500 East (Annex Building); Ft. Duchesne, Utah 84026; 435-725-4950. Tribal ROWs are pending.

12. Other Information:

- a. Montgomery Archaeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies by Montgomery as MOAC Report No. 10-210, dated October 25, 2010.
- 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
- d. Disturbance estimates:

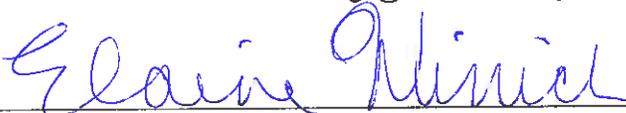
Approximate Acreage Disturbances			
Well Pad		3.46	acres
Access	3083 feet	2.12	acres
Pipeline	3101 feet	2.13	acres
Powerline	none	none	acres
	Total	7.71	acres

OPERATOR CERTIFICATION

Certification:

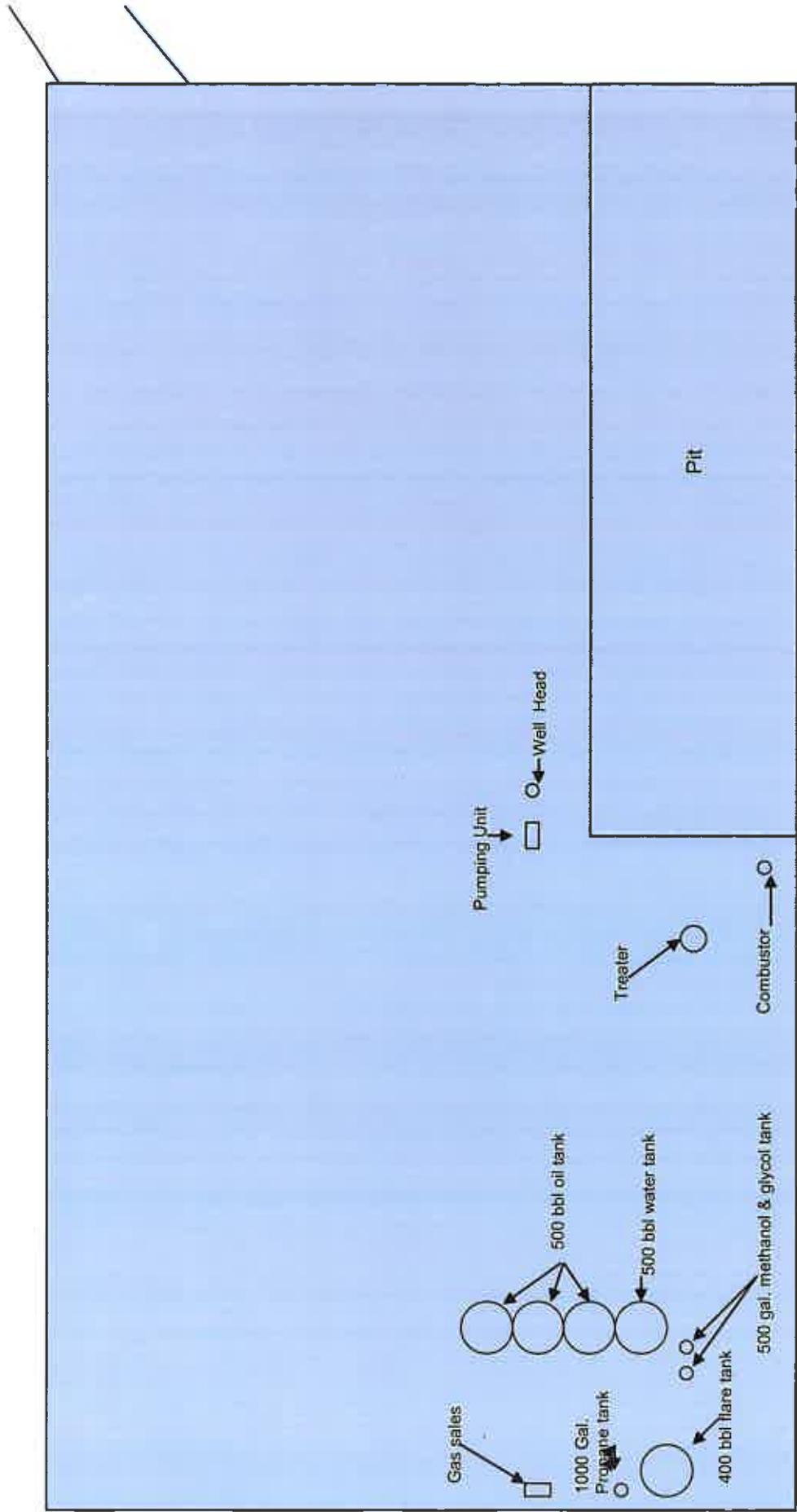
I hereby certify that I, or someone under my direction supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made 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 23 day of February 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

5-18D-45 BTR Facility Diagram
2/23/2011



One mile radius map

4S/6W

4S/5W

12

13

7

18

16-7-45_BTR

5-18D-45
BTR

8

17



BIM Barrett Corporation

5-18D-45 BTR Pad
SWNW, Section 18, T4S, R5W
Duchesne County, Utah

Legend

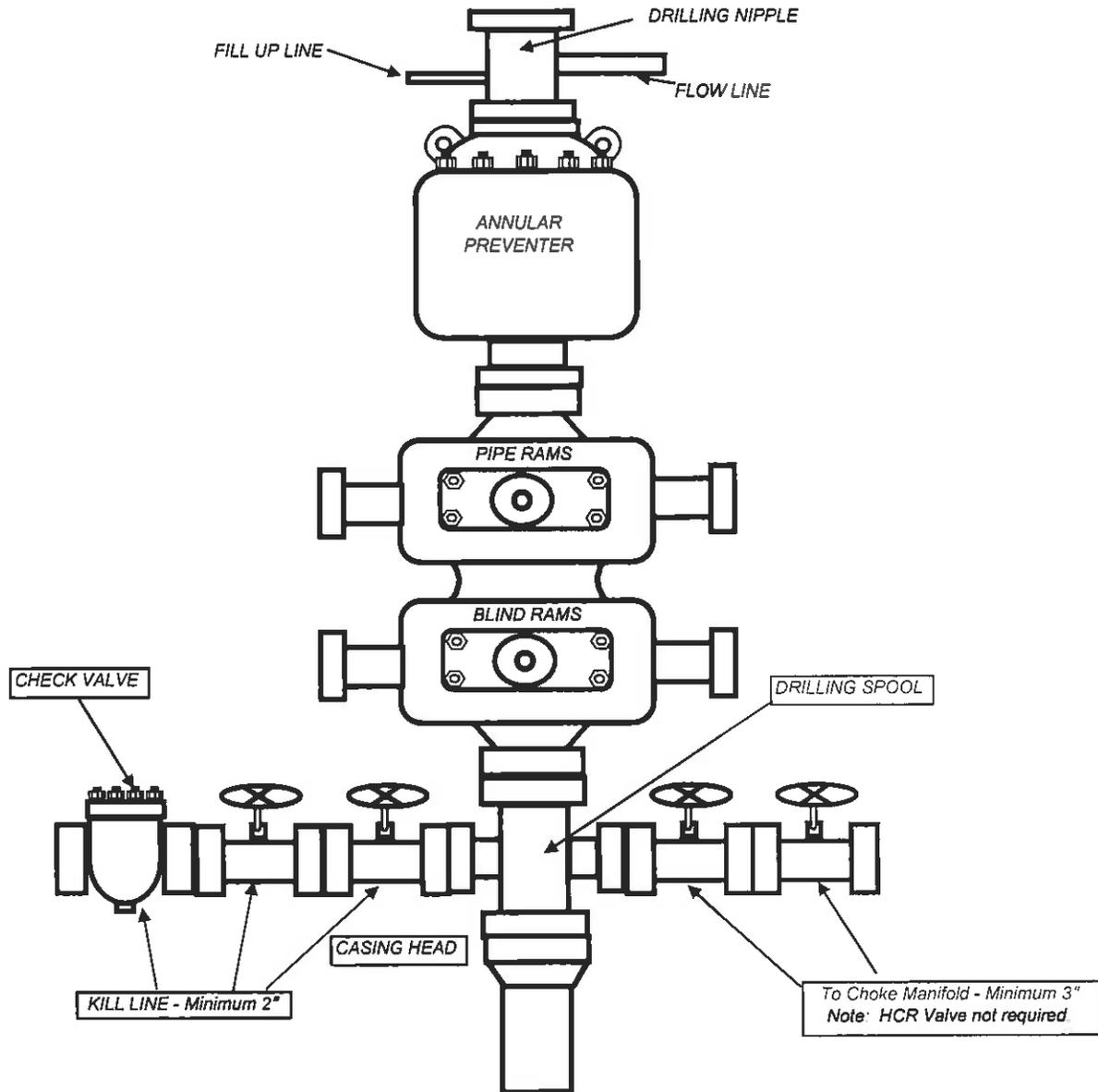


Oil - 1 Total

October 21, 2010

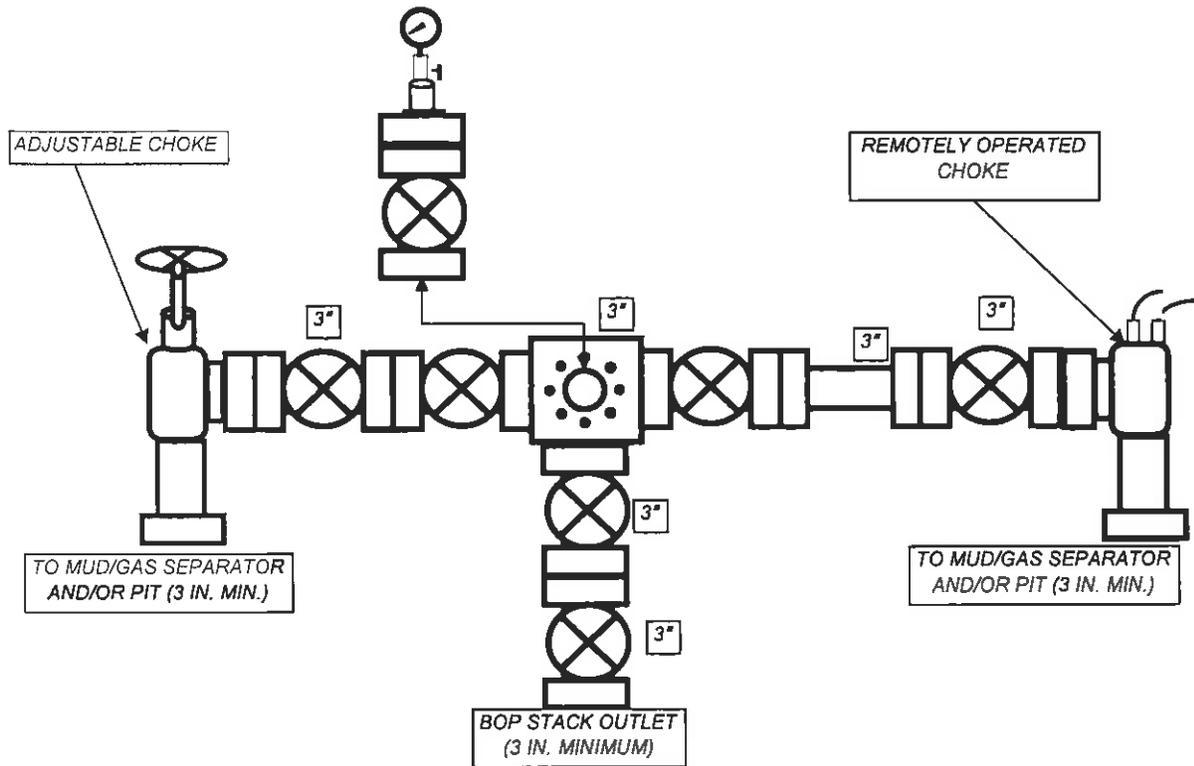
BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION

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





February 23, 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

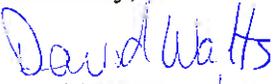
Re: Directional Drilling R649-3-11
Blacktail Ridge Area #5-18D-45 BTR Well
Surface: 1625' FNL & 877' FWL, SWNW, 18-T4S-R5W, USM
Bottom Hole: 1980' FNL & 660' FWL, SWNW, 18-T4S-R5W, USM
Duchesne County, Utah

Dear Ms. Mason,

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

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

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

Sincerely,

David Watts *by ew*
Landman

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

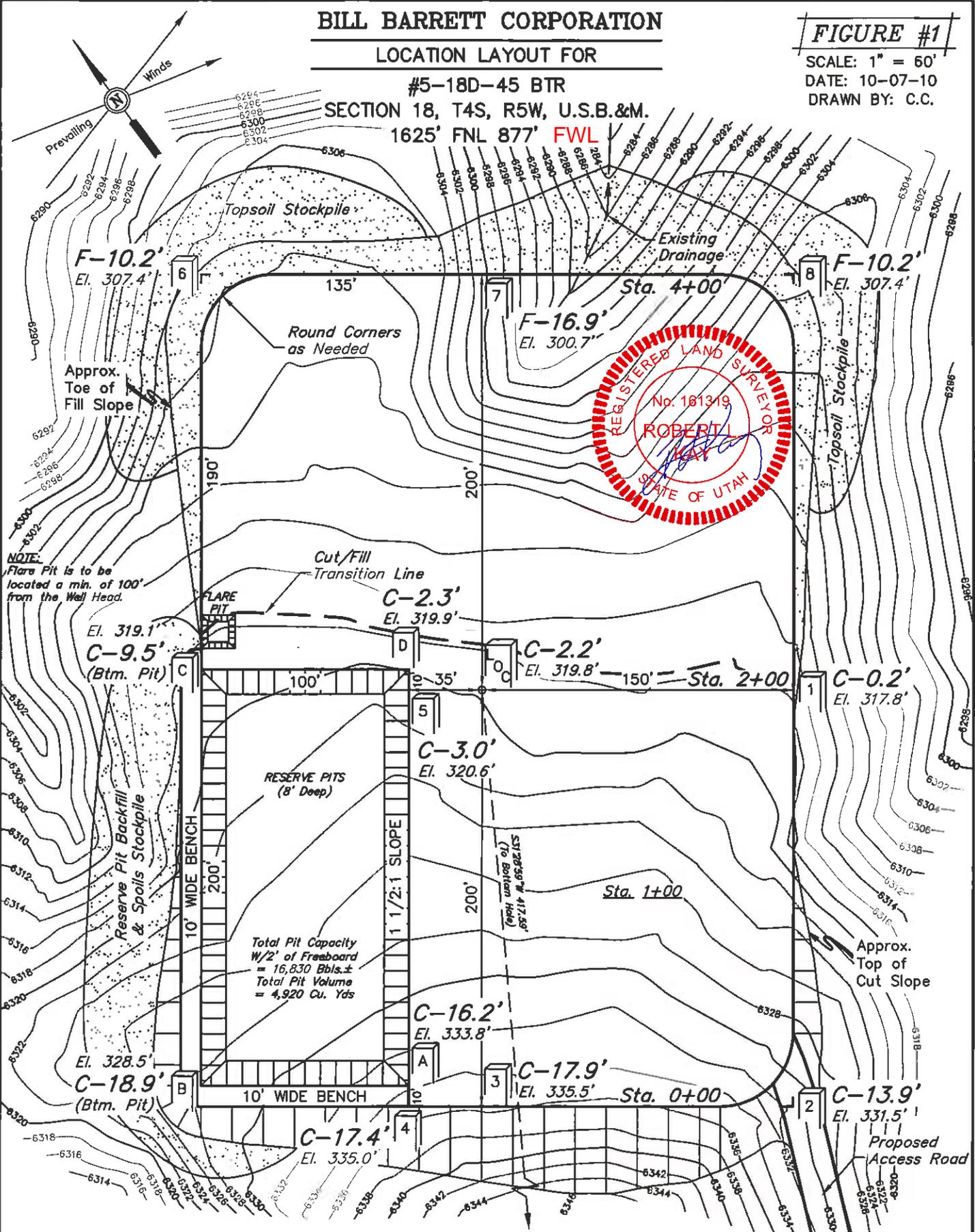
BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

#5-18D-45 BTR
SECTION 18, T4S, R5W, U.S.B.&M.
1625' FNL 877' FWL

FIGURE #1

SCALE: 1" = 60'
DATE: 10-07-10
DRAWN BY: C.C.



Elev. Ungraded Ground At Loc. Stake = 6319.8'
FINISHED GRADE ELEV. AT LOC. STAKE = 6317.6'

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

BILL BARRETT CORPORATION

TYPICAL CROSS SECTIONS FOR

#5-18D-45 BTR

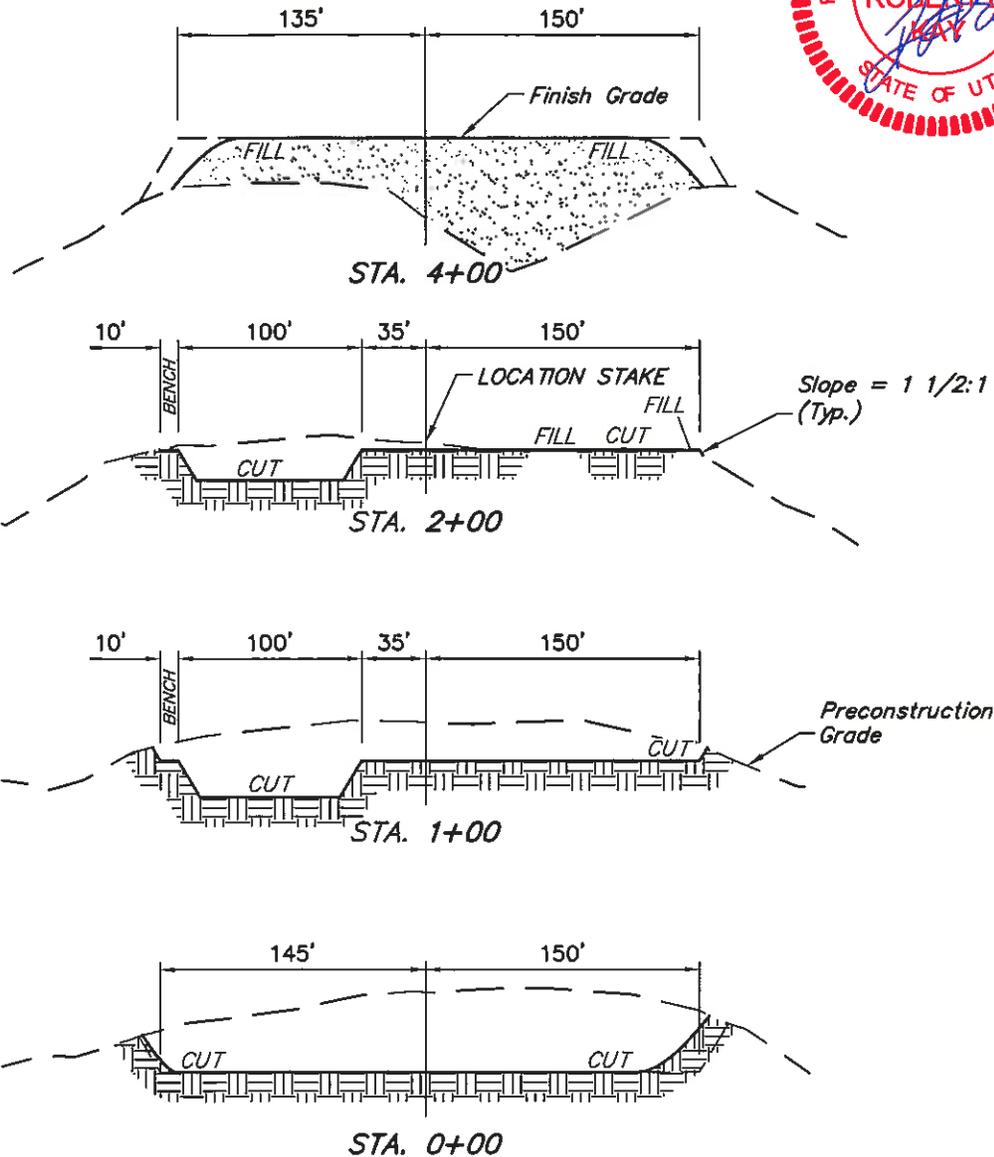
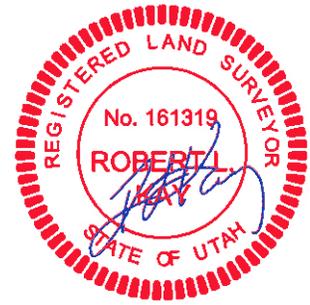
SECTION 18, T4S, R5W, U.S.B.&M.

1625' FNL 877' FWL

FIGURE #2

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

DATE: 10-07-10
DRAWN BY: C.C.



NOTE:

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

* NOTE: FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(12") Topsoil Stripping	=	5,350 Cu. Yds.
Remaining Location	=	23,260 Cu. Yds.
TOTAL CUT	=	28,610 CU.YDS.
FILL	=	20,800 CU.YDS.

EXCESS MATERIAL	=	7,810 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	=	7,810 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	=	0 Cu. Yds.

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

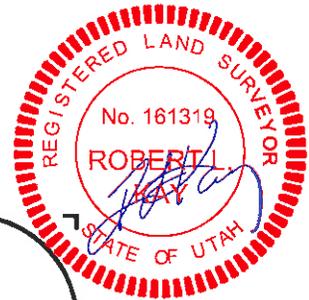
BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

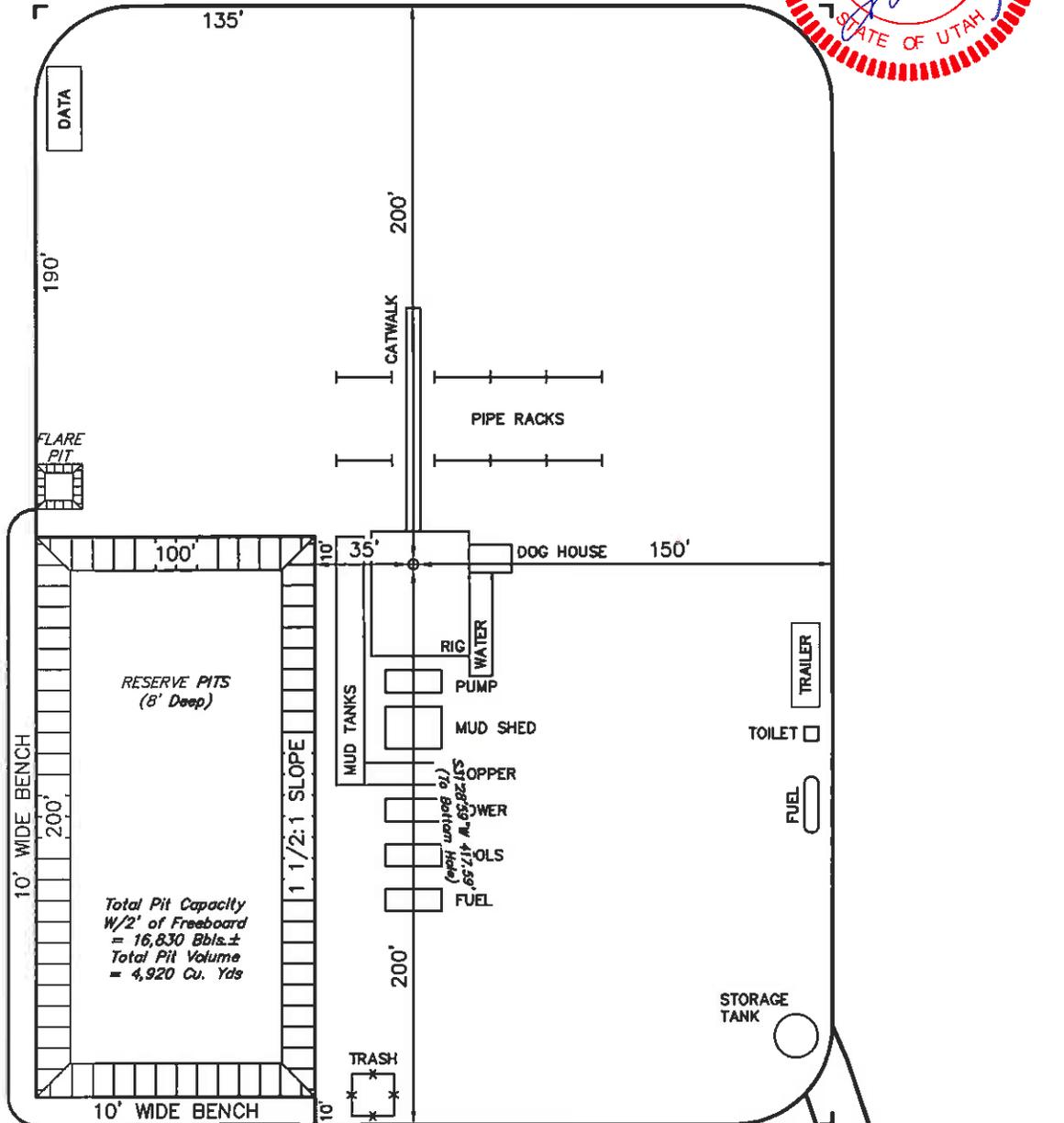
#5-18D-45 BTR
SECTION 18, T4S, R5W, U.S.B.&M.
1625' FNL 877' FWL

FIGURE #3

SCALE: 1" = 60'
 DATE: 10-07-10
 DRAWN BY: C.C.



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

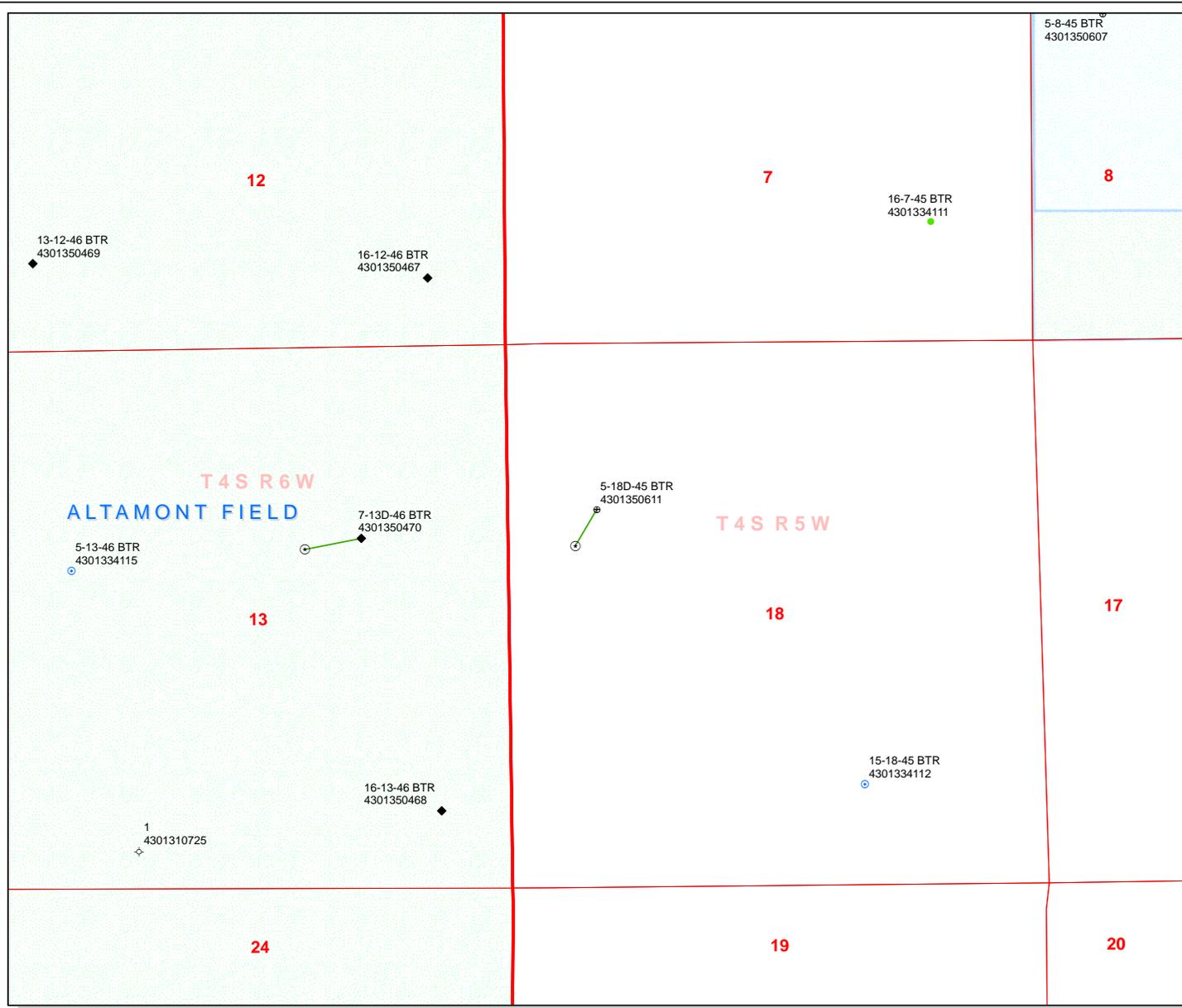
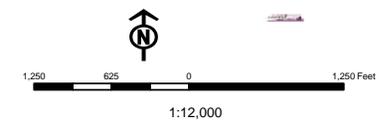


Total Pit Capacity
 W/2' of Freeboard
 = 16,830 Bbls.±
 Total Pit Volume
 = 4,920 Cu. Yds

API Number: 4301350611
Well Name: 5-18D-45 BTR
Township 04.0 S Range 05.0 W Section 18
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 | OPS - Operation Suspended |
| PP GEOTHERML | PA - Plugged Abandoned |
| PP OIL | PGW - Producing Gas Well |
| SECONDARY | POW - Producing Oil Well |
| TERMINATED | RET - Returned APD |
| Fields | SGW - Shut-in Gas Well |
| Unknown | SOW - Shut-in Oil Well |
| ABANDONED | TA - Temp. Abandoned |
| ACTIVE | TW - Test Well |
| COMBINED | WDW - Water Disposal |
| INACTIVE | WIW - Water Injection Well |
| STORAGE | WSW - Water Supply Well |
| TERMINATED | |
| Sections | |
| Township | |



WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 2/23/2011

API NO. ASSIGNED: 43013506110000

WELL NAME: 5-18D-45 BTR

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 293-9100

CONTACT: Elaine Winick

PROPOSED LOCATION: SWNW 18 040S 050W

Permit Tech Review:

SURFACE: 1625 FNL 0877 FWL

Engineering Review:

BOTTOM: 1980 FNL 0660 FWL

Geology Review:

COUNTY: DUCHESNE

LATITUDE: 40.13578

LONGITUDE: -110.49824

UTM SURF EASTINGS: 542746.00

NORTHINGS: 4442738.00

FIELD NAME: UNDESIGNATED

LEASE TYPE: 2 - Indian

LEASE NUMBER: 2OG0005608

PROPOSED PRODUCING FORMATION(S): GREEN RIVER-WASATCH

SURFACE OWNER: 2 - Indian

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- PLAT
- Bond: INDIAN - LPM8874725
- Potash
- Oil Shale 190-5
- Oil Shale 190-3
- Oil Shale 190-13
- Water Permit: Duchesne City Culinary Water Dock
- RDCC Review:
- Fee Surface Agreement
- Intent to Commingle

Commingle Approved

LOCATION AND SITING:

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

Comments: Presite Completed

Stipulations: 4 - Federal Approval - dmason
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: 5-18D-45 BTR
API Well Number: 43013506110000
Lease Number: 2OG0005608
Surface Owner: INDIAN
Approval Date: 3/2/2011

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 139-85. The expected producing formation or pool is the GREEN RIVER-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

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

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

Notification Requirements:

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

- Within 24 hours following the spudding of the well – contact Carol Daniels at 801-538-5284 (please leave a voicemail message if not available)

OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website at <https://oilgas.ogm.utah.gov>

Reporting Requirements:

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

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

Approved By:

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

For John Rogers
Associate Director, Oil & Gas

RECEIVED

Original 9/24/11
JUN 14 2011

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

BLM Vernal Utah

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No 14-20-H62-6367	
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name	
2. Name of Operator BILL BARRETT CORPORATION Contact: ELAINE WINICK E-Mail: ewinick@billbarrettcorp.com		7. If Unit or CA Agreement, Name and No.	
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202		8. Lease Name and Well No. 5-18D-45 BTR	
3b. Phone No. (include area code) Ph: 303-312-8168 Fx: 303-291-0420		9. API Well No. 43 013 50611	
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SWNW Lot 2 1625FNL 877FWL At proposed prod. zone SWNW Lot 2 1980FNL 660FWL		10. Field and Pool, or Exploratory WILDCAT/WASATCH	
14. Distance in miles and direction from nearest town or post office* 8.1 MILES SW OF DUCHESNE, UT		11. Sec., T., R., M., or Blk. and Survey or Area Sec 18 T4S R5W Mer UBM	
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 5940		12. County or Parish DUCHESNE	
16. No. of Acres in Lease 66101.00		13. State UT	
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 3678		17. Spacing Unit dedicated to this well 640.00	
19. Proposed Depth 8543 MD 8500 TVD		20. BLM/BIA Bond No. on file LPM8874725	
21. Elevations (Show whether DF, KB, RT, GL, etc.) 6320 GL		23. Estimated duration 60 DAYS (D&C)	
22. Approximate date work will start 05/01/2011			

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 02/23/2011
Title SENIOR PERMIT ANALYST		
Approved by (Signature) <i>Naomi Hatch</i>	Name (Printed/Typed) <i>Naomi Hatch</i>	Date JUL 22 2011
Title Assistant Field Manager <i>acting</i>	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.

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 #103154 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal



NOTICE OF APPROVAL

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

CONDITIONS OF APPROVAL ATTACHED

RECEIVED

AUG 15 2011

DIV. OF OIL, GAS & MINING



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

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: Bill Barrett Corporation
Well No: 5-18D-45 BTR
API No: 43-013-50611

Location: Lot 2, Sec. 18 T4S R5W
Lease No: 14-20-H62-6367
Agreement: N/A

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

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

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

NOTIFICATION REQUIREMENTS

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

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

Additional Stipulations:

- Production Equipment will be painted Beetle Green to help blend into the surrounding vegetation.
- Silt Fence required at pad corners 1 and 2 for minor drainage, this will help keep soils on location.
- Topsoil storage for 5-18D-45 BTR must be moved from corner # 8 to corner #1.
- See Exhibit One of the approved EA U&O-FY11-Q2-041 for additional mitigation measures that must be followed for each of the proposed well locations.

General Conditions of Approval:

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

- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- The personnel from the Ute Tribe Energy & Minerals Department should be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- Upon completion of Application for Corridor Right-Way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

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

SITE SPECIFIC DOWNHOLE COAs:

- Production casing cement shall be brought up and into the surface casing. The minimum cement top is 200 ft. above the surface casing shoe.
- Contingency, for casing production (partial) liner installation, casing liner is to be installed and tested to the standards of Onshore Orders #2. The operator specified casing liner lap overlap interval length is 200 ft.

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

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

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

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

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and

Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

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

Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 5-18D-45 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013506110000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1625 FNL 0877 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 18 Township: 04.0S Range: 05.0W Meridian: U	COUNTY: DUCHESNE	
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 11/14/2011 <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <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="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.		
This well was spud on 11/14/2011 by Triple A Drilling at 8:00 am.		
<p>Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY</p>		
NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 11/15/2011	

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

FORM 6

ENTITY ACTION FORM

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

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350642	3-11D-36 BTR		NENW	11	3S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	18299	11/11/2011			11/16/11	
Comments: Spudding Operation was conducted by Triple A Drilling @ 8:00 am. GR-WS							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350611	5-18D-45 BTR		SWNW	18	4S	5W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	18300	11/14/2011			11/16/11	
Comments: Spudding Operation was conducted by Triple A Drilling @ 8:00 am. GR-WS							

Well 3

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

ACTION CODES:

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

RECEIVED
NOV 15 2011

Venessa Langmacher

Name (Please Print)

Venessa Langmacher

Signature

Sr Permit Analyst

Title

11/15/2011

Date

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Triple A Drilling
Submitted By Venessa Langmach Phone Number 303/312-8172
Well Name/Number 5-18D-45 BTR
Qtr/Qtr SWNW Section 18 Township 4S Range 5W
Lease Serial Number 1420H626367
API Number 4301350611

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

Date/Time 11/14/2011 8:00 AM PM

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

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

RECEIVED
NOV 09 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 _____

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
		5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626367
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: 5-18D-45 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013506110000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1625 FNL 0877 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 18 Township: 04.0S Range: 05.0W 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: 12/31/2011	<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. No December 2011 drilling activity to report.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 1/5/2012

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# H&P #273
Submitted By Lawrence Lorenzen Phone Number 281-833-2777
Well Name/Number 5-18D-45 BTR
Qtr/Qtr SW/NW Section 18 Township 4S Range 5W
Lease Serial Number _____
API Number 43-013-50611

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

Date/Time _____ AM PM

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

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

RECEIVED
JAN 19 2012
DIV. OF OIL, GAS & MINING

Date/Time 1/20/12 0600 AM PM

BOPE

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

RECEIVED
JAN 19 2012
MINING

Date/Time 01/21/2012 0600 AM PM

Remarks

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: 1420H626367
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 5-18D-45 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013506110000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1625 FNL 0877 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 18 Township: 04.0S Range: 05.0W 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"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> ALTER CASING	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CASING REPAIR	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 1/31/2012	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> CHANGE WELL NAME	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> CONVERT WELL TYPE	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<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 style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. January 2012 Monthly Drilling Report attached.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY February 07, 2012		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 2/6/2012	

**5-18D-45 BTR 1/13/2012 03:00 - 1/13/2012 06:00**

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
03:00	3.00	06:00	1	RIGUP & TEARDOWN	0300-600 RD 16-5D-46

5-18D-45 BTR 1/13/2012 06:00 - 1/14/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	Rlg down. Trucks at 12:00. Substructure still in 1 piece. Derrick off of floor and loaded out. Generators, pumps, premix tank etc on location.

5-18D-45 BTR 1/14/2012 06:00 - 1/15/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	Rlg off of 16-5D-46. Mud tanks set, pumps and gens set start stacking sub.

5-18D-45 BTR 1/15/2012 06:00 - 1/16/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00		06:00	1	RIGUP & TEARDOWN	Finish substructure, Put derrick on floor. Derrick in air @ 1200 hrs. Continue to rig up. Fill mud tanks and day tank. Get water circulating. Fire boiler.

5-18D-45 BTR 1/16/2012 06:00 - 1/17/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.50	17:30	1	RIGUP & TEARDOWN	Rig up floor, put up windwalls, rig up conductor and flowline. Finish setting heaters etc
17:30	12.50	06:00	6	TRIPS	Rack & strap BHA, Pickup 6" collars and stand in derrick. Pickup BHA. Pickup and assemble Scorpion to make up 14 3/4" bit. Pickup Motor, reamers, shock sub etc.

5-18D-45 BTR 1/17/2012 06:00 - 1/18/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	4.50	10:30	20	DIRECTIONAL WORK	Finish P/U MM & bit, (having problems with scorpion)
10:30	3.50	14:00	2	DRILL ACTUAL	Drlg 100-314
14:00	5.00	19:00	6	TRIPS	TOH, Pickup MWD, Scribe toolface and orient MWD, P/U roller reamers.
19:00	0.50	19:30	7	LUBRICATE RIG	Rig service.
19:30	2.50	22:00	6	TRIPS	Pickup 8" drill collars.
22:00	8.00	06:00	2	DRILL ACTUAL	Drlg 315-580'. Drilling with wt pipe and picking up 6" collars on connections.

5-18D-45 BTR 1/18/2012 06:00 - 1/19/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	2	DRILL ACTUAL	Drlg 580-656'. MW 8.65, 35 vis. .7" inc 221 azi.
07:00	0.50	07:30	7	LUBRICATE RIG	Rig service
07:30	7.50	15:00	2	DRILL ACTUAL	Drlg 656-955'. 1" inc 237 azi. MWD quit working.
15:00	1.00	16:00	6	TRIPS	TOH, Gap sub bad. Inspect bit.
16:00	6.50	22:30	20	DIRECTIONAL WORK	Change bit and gap sub. Program new MWD tool.
22:30	1.00	23:30	6	TRIPS	Trip in hole
23:30	6.50	06:00	2	DRILL ACTUAL	Drlg 955- Resume drlg to 1313'. .4" inc. 221 azi. MW 8.8+, 39 vis.

**5-18D-45 BTR 1/19/2012 06:00 - 1/20/2012 06:00**

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	1.00	07:00	20	DIRECTIONAL WORK	Troubleshoot MWD	
07:00	4.00	11:00	2	DRILL ACTUAL	Steerable Drill F/ 1313' To 1624' (311' @ 78'/ Hr) MWD Failure. No Signal.	
11:00	3.00	14:00	6	TRIPS	TOH, Change-Out Directional Tools.	
14:00	4.00	18:00	20	DIRECTIONAL WORK	Trouble shoot EM tool Change Out & Surface Test = OK.	
18:00	2.00	20:00	6	TRIPS	TIH (Check Shot Surveys Good)	
20:00	6.50	02:30	2	DRILL ACTUAL	Steerable Drill f/ 1624' To 2040' MTD 14 3/4" Surface Hole. (416') Rpm 45, Gpm 720, Motor Rpm 100, Wob 25k,	
02:30	1.50	04:00	5	COND MUD & CIRC	Sweep Hole & Circ, Build & Pump Slug, Blow Down Top Drive & Mud Lines.	
04:00	2.00	06:00	6	TRIPS	TOH For 10 3/4" Surface Casing.	

5-18D-45 BTR 1/20/2012 06:00 - 1/21/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	0.50	06:30	6	TRIPS	TOH w/ 14 3/4" Bit @ 2040' MTD Of Surface Hole.	
06:30	4.50	11:00	20	DIRECTIONAL WORK	Lay Down Tools & Bit.	
11:00	1.50	12:30	12	RUN CASING & CEMENT	Held Pre-Job Safety Mtg w/ All Personnel. R/U Casing Tools & P/U Machine.	
12:30	4.50	17:00	12	RUN CASING & CEMENT	Run 10 3/4", 45.50#, J-55, BTC Casing as Follows = Float Shoe, 1 Jt. Casing, Float Collar, 47 Jts Casing, TOL 2045.69' . Check Floats OK, Fill On Fly Top Of Every 10 Jts. Tag Btm @ 2040'.	
17:00	2.00	19:00	5	COND MUD & CIRC	Install Halliburton Cmt Head ,Break Circ & Circ / Cond. Reciprocate Pipe. 2040'-2032' (8'). R/D Casing Tools & P/U Machine	
19:00	3.00	22:00	12	RUN CASING & CEMENT	Held Pre-Job Safety Mtg w/ All Personnel, Swap Lines To Halliburton, Press Test Lines To 4000 Psi, OK. Cement 10 3/4" Surface Csg As Follows; Pump 10 Bbl Water, 40 Bbl Superflush @ 9.2 Ppg, 10 Bbl Water Ahead Of 550 Sx, 309 Bbl Premium Light Lead Cement, Mixed @ 11.0 Ppg 3.16 Yld, 19.48 gps Water . Tail w/ 410 Sx, 97 Bbl Premium Plus Mixed @ 14.8 Ppg, 1.36 Yld, 6.37 gps Water. Drop Plug & Displace w/ 192 Bbl Of 8.8 Ppg Mud. Hesitation Squeeze On Last 15 Bbl Cement, Bumped Plug @ 22:06 Hr. w/ 900 Psi, 500 Psi Over, Floats Held. 190 bbl Cement Circ To Surface. (100% Excess).	
22:00	4.00	02:00	13	WAIT ON CEMENT	W.O.C. Monitor Annulus, Cement Fell Back 28' From Rig Floor= Btm Of Cellar. Rig Down Cement Lines & Equip.	
02:00	4.00	06:00	22	INSTALL WELLHEAD	Remove Conductor Pipe, Cut-off & Remove 10 3/4" Csg - Prep & Weld Cameron 10 3/4" x 11" 5M SOW Wellhead. NOTE: Cement In Annulus At Ground Level .	

5-18D-45 BTR 1/21/2012 06:00 - 1/22/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	1.50	07:30	22	WELD ON WELLHEAD	Weld On Cameron 10 3/4" x 11" 5M SOW Head. Let Cool & Test. OK.	
07:30	3.00	10:30	14	NIPPLE UP B.O.P	Nipple Up 11" x 5M BOPE = Two Spacer Spools, Double Gate w/ Blinds On Btm, 4 1/2" Pipe On Top, Annular, Rotating Head.	
10:30	5.00	15:30	15	TEST B.O.P	Press Test BOPE = Blind Rams, Pipe Rams, Choke Line & Valves Including HCR, Kill Line & Valves, Upper & Lower IBOPs, Floor Safety Valves Tested To 250 Psi / 5 Min Low, 5000 Psi/ 10 Min High OK. Annular Tested To 250 Psi Low/ 5 Min, 1500 Psi High / 10 Min. OK. Pressure Test Casing 1500 psi/ 30 Minutes. 50 Psi Drop.	
15:30	0.50	16:00	7	LUBRICATE RIG	Change Oil & Filters In Top Drive.	
16:00	1.00	17:00	15	TEST B.O.P	Set Wear Bushing In Wellhead. Pump Thru Single Jt @ 110 Spm On Each Pump To Clear Lines Of Any Debris.	
17:00	3.00	20:00	20	DIRECTIONAL WORK	C/O Tools, M/U BHA #3 = 9 7/8 PDC Bit, Spidle 8", 9/10 Lobe, 4 Stg, 1.5 Deg ABH, .22 Rpg Motor, 7.17' Bit To Bend. UBHO Sub, 8" NMDC, Gap Sub, 8" NMDC, XO, 2 -8" Steel DCs, XO, 9 - 6 1/2" DCs, 15 HWDP. Surface Tested Motor OK.	
20:00	3.00	23:00	6	TRIPS	TIH P/U Rotating Head Rubber.	
23:00	1.00	00:00	23	DRILL CEMENT & F/E	Tag Cmt @ 1980', Drill Float @ 1992.5', Drill Cement & Shoe @ 2040'.	
00:00	1.00	01:00	5	COND MUD & CIRC	Drill F/ 2040' To 2055', Circ Btms Up, Spot Lcm Pill, Run FIT Test To 10.5 Ppg EMW = 190 Psi w/ 8.7 ppg Mud F/ 10 Minutes, OK.	
01:00	5.00	06:00	2	DRILL ACTUAL	Steerable Drill f/ 2055' To 2281'	

**5-18D-45 BTR 1/22/2012 06:00 - 1/23/2012 06:00**

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	2	DRILL ACTUAL	Steerable Drill F/ 2281' To 3070' (789' @ 79'/ Hr). Wob 20k, Rpm 45-50, Gpm 405 - 520, Motor Rpm 93-119,
16:00	0.50	16:30	7	LUBRICATE RIG	Service Rig
16:30	3.50	20:00	2	DRILL ACTUAL	Steerable Drill F/ 3070' To 3355 (285' @ 82'/ Hr) Wob 20K, Rpm 45, Gpm 540, Motor 119, NOTE: Loss Total Returns On Connection @ 3355', Circulating Reserve Pit.
20:00	0.50	20:30	5	COND MUD & CIRC	Spot 60 Bbl Of 20% LCM Pill & Regained Full Returns, Close In Mud System, Begin Light Mud Up.
20:30	9.50	06:00	2	DRILL ACTUAL	Steerable Drill F/ 3355' To 3894' (539') Wob 22K, Rpm 45, Gpm 405, Motor 89 Slide 26%, Rotate 74%, 5-10 Bbl/ Hr Mud Losses,

5-18D-45 BTR 1/23/2012 06:00 - 1/24/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	7.50	13:30	2	DRILL ACTUAL	Steerable Drill F/ 3894' To 4399' (505' @ 68'/ Hr.) Wob 20K, Rpm 45, Gpm 450, Motor 100. SPP 1250 Psi, Diff 250 Psi. Slide 10%, Rotate 90%. Note Lost 110 Bbl Mud @ 4069'. Seepage 233 Bbl/ 12 Hrs. 15% LCM
13:30	0.50	14:00	7	LUBRICATE RIG	Service Rig
14:00	8.50	22:30	2	DRILL ACTUAL	Steerable Drill F/ 4399' To 4873' (474' @ 56'/ Hr). Wob 25K, Rpm 45-50, Gpm 450-540, Motor 100-118 Rpm, SPP 1100- 1450 Psi. Slide 8%, Rotate 92%.
22:30	3.50	02:00	8	REPAIR RIG	Rig Repair - Top Drive Rotation Down, Mobilize & Repair Via Electrician.
02:00	4.00	06:00	2	DRILL ACTUAL	Steerable Drilling f/ 4873' To 5063' (190' @ 48'/ Hr). Wob 25k, Rpm 45, Gpm 495, Motor 108 Rpm, SPP 1575 Psi, Diff 425 Psi, Slide 11%, Rotate 89%. Mud Loss 5-10 Bbl / Hr. LCM 20%, Mud Wt 9.0 ppg.

5-18D-45 BTR 1/24/2012 06:00 - 1/25/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.00	14:00	2	DRILL ACTUAL	Steerable Drill F/ 5063' To 5353' (290' @ 36'/ Hr). Rop Slowed, Motor Stalling Out, Decision Made To Trip f/ Bit.
14:00	1.00	15:00	5	COND MUD & CIRC	Sweep Hole & Circ Btms Up/ Build Barite Slug.
15:00	0.50	15:30	7	LUBRICATE RIG	Service Rig.
15:30	3.50	19:00	6	TRIPS	Slug DP -TOH w/ Bit #3
19:00	4.00	23:00	20	DIRECTIONAL WORK	C/O Mud Motors & Pump Thru Open Ended DP @ 110 Spm. M/U Bit #4 -
23:00	6.00	05:00	6	TRIPS	TIH - Wash Thru Tight Spots @ 3356' & 3880', Ream 65' To Bottom @ 5353'.
05:00	0.50	05:30	20	DIRECTIONAL WORK	TroubleShoot MWD - Wire loose @ BOP Stack.
05:30	0.50	06:00	2	DRILL ACTUAL	Steerable Drilling f/ 5353' To 5360'

5-18D-45 BTR 1/25/2012 06:00 - 1/26/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	6.50	12:30	2	DRILL ACTUAL	Steerable Drilling f/ 5360' To 5632' (272' @ 42'/ Hr). Wob 25K, Rpm 45, Gpm 450, Motor 100 Rpm, SPP 1400 Psi, Diff 250 Psi. Sliding 19%, Rotating 81% To Control Hole AZ. TFO 110*L
12:30	0.50	13:00	7	LUBRICATE RIG	Service Rig
13:00	4.00	17:00	2	DRILL ACTUAL	Steerable Drill F/5632' to 5832' (200' @ 50'/ Hr.) Unable To Control Hole Direction Azm Turned f/ 216* Az To 247* Az w/ TFO @ 125*L , Slide Interv/ls 19', 24', 22' Angle Increased F/3.0* To 3.3* NOTE: Decision Made To TOH & Evaluate Tools Etc.
17:00	2.00	19:00	5	COND MUD & CIRC	Circ & Condition - Build & Pump Barite Slug. Blow Down Top Drive & Mud Lines.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
19:00	4.00	23:00	6	TRIPS	TOH w/ BHA & Bit #4.
23:00	2.00	01:00	20	DIRECTIONAL WORK	L/D EM tool (Found Tool Had Separated / Unscrewed In The Middle). Rebuild, Program & Test Same. Check Bit, Scribe On Motor OK, Check & Replace Mule Shoe In UBHO, Install EM Tool.
01:00	5.00	06:00	6	TRIPS	TIH, Turn On & Check MWD @ 10-3/4" Shoe, OK, Fill DP Every 1000', Wash To Btm f/ 5348' Taking Check Shot Surveys To Confirm (Appears To Duplicate Surveys Taken In Prior Interval Drilled Before Trip). On Btm Drilling @ 06:00 Hr.

5-18D-45 BTR 1/26/2012 06:00 - 1/27/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50611	Utah	Duchesne	Black Tail Ridge	COMPLETION	2,040.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	5.50	11:30	2	DRILL ACTUAL	Steerabe Drilling f/ 5832' to 6105' (273' @ 50'/ Hr) Wob 25k, Rpm 45, Gpm 450, Motor 100 Rpm. SPP 1700 Psi, Diff 300 Psi. Slide 15%, Rotate 85%.
11:30	0.50	12:00	7	LUBRICATE RIG	Service Rig
12:00	12.50	00:30	2	DRILL ACTUAL	Steerable Drilling F/ 6105' To 6675', (570' @ 46'/ Hr.
00:30	1.00	01:30	5	COND MUD & CIRC	Circ & Evaluate Gas Increase F/ 400 u To 7050 u At 6675' Drill Depth, (Gas Lags Back To 6610' - 6640' CR-2). Some amount Of Oil In Mud, No Gas Cut = 9.5# In & Out. Check For Flow, Negative, Make Connection.
01:30	1.50	03:00	2	DRILL ACTUAL	Steerable Drill F/ 6675' To 6768' (93' @ 60'/ Hr.) Lost Circulation.
03:00	3.00	06:00	22	LOSS CIRCULATION	Increase LCM F/ 20% To 35% & Mix Mud, Reducing Mud Wt F/ 9.6 Ppg To 9.3 Ppg Going In. Build Volume, Pump 38 Bbl Down Annulas To Fill.

5-18D-45 BTR 1/27/2012 06:00 - 1/28/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50611	Utah	Duchesne	Black Tail Ridge	COMPLETION	2,040.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	23	LOST CIRCULATION	Swab Well To Regain Circ. w/ 20 Spm (85 Gpm). Increasing Pump Rate.
07:30	2.00	09:30	5	COND MUD & CIRC	Circ Increasing Pump rate To 360 Gpm w/ No Losses, Monitor Well Circ Btms Up = 6560 u, From Small Influx Of Crude Oil.
09:30	7.00	16:30	2	DRILL ACTUAL	Steerable Drill f/ 6768' To 7054' 286' @ 41'/ Hr. Wob 16-20K, Rpm 50, Gpm 539, Slide 6%, Rotate 94%.
16:30	0.50	17:00	7	LUBRICATE RIG	Service Rig
17:00	13.00	06:00	2	DRILL ACTUAL	Steerable Drilling f/ 7054' to 7577' (523').Wob 20-25k, Rpm 55, Gpm 450, Slide 2%, Rotate 98%

5-18D-45 BTR 1/28/2012 06:00 - 1/29/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50611	Utah	Duchesne	Black Tail Ridge	COMPLETION	2,040.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	6.00	12:00	2	DRILL ACTUAL	Steerable Drilling f/ 7577' to 7770' (193') MTD Of 9-7/8" Production Hole.
12:00	2.00	14:00	5	COND MUD & CIRC	Sweep, Circ & Cond - Mix & Pump Barite Slug, Blow Down Top Drive & Mud Lines.
14:00	3.00	17:00	6	TRIPS	Short Trip 24 Stds To 5500',
17:00	2.00	19:00	5	COND MUD & CIRC	Circ & Cond, Mix & Pump Barite Slug, Blow Down Top Drive & Mud Lines.
19:00	5.50	00:30	6	TRIPS	TOH For E-Logs.
00:30	2.00	02:30	20	DIRECTIONAL WORK	Break Down & Lay Out Directional Tools. Clear Rig Floor.
02:30	3.50	06:00	11	WIRELINE LOGS	Held Pre-Job Safety Mtg w/ All Personel, R/U Halliburton Wireline & Run E-Logs. "Quad-Combo" Logging Suite.

5-18D-45 BTR 1/29/2012 06:00 - 1/30/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50611	Utah	Duchesne	Black Tail Ridge	COMPLETION	2,040.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	11	WIRELINE LOGS	Halliburton Wireline Ran "Quad-Combo Suite, WLM 7772'. Rig Down Wireline.
09:00	2.50	11:30	6	TRIPS	M/U Bit #4RR. TIH To 10 3/4" Shoe @ 2040'.
11:30	0.50	12:00	5	COND MUD & CIRC	Circ Btms Up To Clear Annulas Of Barite Trip Slug.
12:00	4.50	16:30	6	TRIPS	TIH - Wash Thru Tight Spot @ 2880'. Fill DP Every 1000'.
16:30	0.50	17:00	7	LUBRICATE RIG	Service Rig

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
17:00	2.00	19:00	5	COND MUD & CIRC	Circ & Condition Mud, R/U Laydown Machine, Mix & Pump Slug.
19:00	11.00	06:00	22	LAY DOWN DRILL PIPE	Lay Down Contractors Drill Pipe, HWDP & DCs. Pull Wear Bushing. Prep To R/U Csg Tools.

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# H&P #273
Submitted By Jack L. Warr Phone Number 281-833-2777
Well Name/Number 5-18D-45 BTR
Qtr/Qtr SW/NW Section 18 Township 4S Range 5W
Lease Serial Number _____
API Number 43-013-50611

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

Date/Time _____ AM PM

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

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

RECEIVED

FEB 02 2012

DIV. OF OIL, GAS & MINING

Date/Time 1/30/12 0600 AM PM

BOPE

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

Date/Time _____ 000 AM PM

Remarks MTD 7,770', 5.5" 17.0# P-110 Casing In 9.875" Hole

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: 1420H626367
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-18D-45 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1625 FNL 0877 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 18 Township: 04.0S Range: 05.0W Meridian: U		9. API NUMBER: 43013506110000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: UNDESIGNATED
COUNTY: DUCHESNE		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> ALTER CASING	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CASING REPAIR	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 2/1/2012	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> CHANGE WELL NAME	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> CONVERT WELL TYPE	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. February 2012 monthly drilling activity report attached.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY March 06, 2012		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 3/5/2012	

**5-18D-45 BTR 2/3/2012 06:00 - 2/4/2012 06:00**

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

5-18D-45 BTR 2/6/2012 06:00 - 2/7/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	LOCL	Lock Wellhead & Secure	Well head shut in and secured.
08:00	2.50	10:30	IWHD	Install Wellhead	Construction Crew travel to location. Safety meet with back hoe operator and well head tech. Back filled cellar ring and mouse hole. Checked for pressure on Surface Casing and 5.5" production casing. 0 psi on both sides. N/D 11" x 5k Night Cap. Dressed and cleaned up 5.5" csg top. Installed 11" x 7 1/16' x 5k B-section with 2 1/16 x 5k gate valves. N/U B-sections and pressure tested hanger seals. Secured 7 1/16 top with night cap.
10:30	6.00	16:30	GOP	General Operations	Construction crews can't to work on production facilities. Set Treater and production tanks.
16:30	13.50	06:00	LOCL	Lock Wellhead & Secure	Well shut in and secured.

5-18D-45 BTR 2/7/2012 06:00 - 2/8/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Set Frac tanks, Construction crews continue to work on production facilities.

5-18D-45 BTR 2/8/2012 06:00 - 2/9/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	LOCL	Lock Wellhead & Secure	Well shut in. Crews traveling to location.
08:00	1.50	09:30	GOP	General Operations	Moved in SLB wireline. Safety meeting with Wire line crews. R/U wireline equipment. N/D night cap. N/U wireline adapter. M/U grease head, P/up Logging tools, 4.625" Gauge ring & CBL/CCL/GR.
09:30	0.50	10:00	CTUW	W/L Operation	RIH with logging tools.
10:00	4.50	14:30	LOGG	Logging	Tagged PBTB @ 7616', FC @ 7676', total fill 60'. Completed repeat pass from 7616' to 7150', dropped back down and verified that CCL/GR Depth correction was on depth using Halliburton Open hole log reference ran on 1-29-12, (Spectral Density Dual Spaced Neutron Log) Applied 800 to 1000 psi to the csg. logged main pass from 7616' to 1000', Seen good cement bond from 7616' to 2800', fair cement bond from 2800' to 2570'. Poor cement bond from 2570' to 2400', Called TOC @ 2400'. continued to log from 2400' to 1000' of free pipe. Pulled out of hole with Logging tools.
14:30	1.00	15:30	SRIG	Rig Up/Down	Bled off casing pressure. Removed grease head from wireline adapter, e-line torque up around the cranes lifting line. had to clamp off e-line and cut the line off to release the line torque. re-spliced e-line to wire line truck and reeled out logging tools.
15:30	0.50	16:00	GOP	General Operations	Secured well head and rigged down e-line equipment, then moved SLB off location. Construction crews continued to work on production facilities. Set fall protection line on top of frac tanks and can't to haul in fresh water for up coming frac.
16:00	14.00	06:00	LOCL	Lock Wellhead & Secure	Well head shut in and secured.

5-18D-45 BTR 2/9/2012 06:00 - 2/10/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

**5-18D-45 BTR 2/10/2012 06:00 - 2/11/2012 06:00**

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and secured, Construction crews continue to work on production facilities, filling frac tanks with fresh O2.

5-18D-45 BTR 2/11/2012 06:00 - 2/12/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and secured. No Construction Activity, Filled brine tank with 125 bbls of 10#, continued to fill frac tanks with fresh water. Set flow back and storage tanks. Built berms around tanks. Water trucks started on emptying out drilling pit.

5-18D-45 BTR 2/12/2012 06:00 - 2/13/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and secured. No Construction Activity, Continued to haul in Fresh water for frac.

5-18D-45 BTR 2/13/2012 06:00 - 2/14/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well head shut in and secured, installed Frac mandrel, tested mandrel seals to 5000 psi, good test. Installed Frac tree and sand trap, rig up flow back equipment, Pressure tested casing to 8500 psi, held test for 30 minutes in remote chart recorder. Good test, P/T flow back equipment to 4000 psi and 2000 on the sand trap. Rig up water transfer lines. Finish filling Frac tanks. Continue to work on production Facilities.

5-18D-45 BTR 2/19/2012 06:00 - 2/20/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	LOCL	Lock Wellhead & Secure	WSI And Secured
07:30	2.50	10:00	SRIG	Rig Up/Down	SLB Arrive On Location, Hold Safety Meeting. Spot Equipment, Rig-Up Lubricator.
10:00	0.84	10:50	PTST	Pressure Test	Rig-Up To Well, Pressure Test Lubricator To 4500#. Arm Gun, Pick-up, Rig Up To Well. 0 Psi.
10:50	1.17	12:00	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/Dual Spaced Neutron Dated 01/29/2012 And SBL CBL/CCL Dated 02/08/2012. Found And Correlated To Marker Joint At 7384 - 7406'. Drop Down To Depth, Pull Up And Shoot Stage 1 CR-5/CR-4A/CR-4 Zone As Follows; 7386 - 87, 7399 - 7400, 7414 - 15, 7428 - 29, 7445 - 46, 7459 - 60, 7472 - 73, 7497 - 98, 7514 - 15, 7526 - 27, 7538 - 39, 7549 - 50, 7559 - 60, 7575 - 76, 7587 - 88, 7597 - 98. 48 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
12:00	4.00	16:00	SRIG	Rig Up/Down	HES Arrive On Location At 1030 Hrs., Rig Up Equipment.
16:00	14.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured. SDFD.

5-18D-45 BTR 2/20/2012 06:00 - 2/21/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.34	07:20	GOP	General Operations	HES Crew On Location At 0500 Hrs., Prime Chemical And Fluid Pumps, Pressure Test To 9000 Psi., Hold Safety Meeting. Ran QC On Fluid, Looks Good.



Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
07:20	1.42	08:45	FRAC	Frac. Job	Open Well. ICP - 80 Psi. Frac Stage 1. BreakDown At 5.0 Bpm And 2289 Psi.. Pump 3900 Gals. 15% HCL And 96 BioBalls, Flush Away. Down 15 Min. For Balls To Fall. Bring Back Up To Rate, Stabilized Rate 70.7 Bpm, Pressure 4580 Psi. ShutDown, Isip 2180 Psi., .72 F.G., 30/48 Holes Open. Pump SlickWater Pad, Start XLink, Pump Pad,Stage Into 2,3,3.5 And 4# 20/40 Stages Maintaining 20# Linear Gel. OverFlush Bottom Perf. Volume 15 Bbls., ShutDown. Isdp 2240 Psi., .75 F.G.. Shut In Well. Total Clean Fluid 135,067 Gals./ 3216 Bbls. Total 20/40 157,300# BWTR 3352 Bbls. Avg. Rate 71.0 Bpm Max Rate 71.1 Bpm Avg. Pres 3092 Psi Max. Pres 3987 Psi
08:45	0.33	09:05	CTUW	W/L Operation	Turn Well Over To W/L, Arm Gun, Pick-Up With Baker 20 Setting Kit And HES FAS Drill CBP, Nipple Up To Well. Equaize And Open.
09:05	1.25	10:20	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/Dual Spaced Neutron Dated 01/29/2012 And SBL CBL/CCL Dated 02/08/2012. Found And Correlated To Marker Joint At 6534 - 6555'. Drop Down To Depth, Set CBP At 7,370'. Pull Up And Shoot Stage 2 CR-4/CR-3 Zone As Follows; 7130 - 31, 7150 - 51, 7161 - 62, 7175 - 76, 7184 - 85, 7199 - 7200, 7209 - 10, 7230 - 31, 7247 - 48, 7254 - 55, 7267 - 68, 7287 - 88, 7305 - 06, 7321 - 22, 7346 - 47. 45 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
10:20	0.17	10:30	GOP	General Operations	Turn Well Over To HES. Pressure Test To 8500 Psi., Equalize To Well Pressure.
10:30	1.42	11:55	FRAC	Frac. Job	Open Well. ICP - 2104 Psi. Frac Stage 2. BreakDown At 9.0 Bpm And 2597 Psi.. Pump 3900 Gals. 15% HCL And 90 BioBalls, Flush Away. Down 15 Min. For Balls To Fall. Bring Back Up To Rate, Stabilized Rate 69.0 Bpm, Pressure 4125 Psi. ShutDown, Isip 2320 Psi., .76 F.G., 37/45 Holes Open. Pump SlickWater Pad, Start XLink, Pump Pad,Stage Into 2,3,3.5 And 4# 20/40 Stages Maintaining 20# Linear Gel. OverFlush Bottom Perf. Volume 15 Bbls., ShutDown. Isdp 2320 Psi., .76 F.G.. Shut In Well. Total Clean Fluid 144,291 Gals./ 3436 Bbls. Total 20/40 169,900# BWTR 3620 Bbls. Avg. Rate 70.6 Bpm Max Rate 70.8 Bpm Avg. Pres 3258 Psi Max. Pres 4178 Psi
11:55	0.50	12:25	CTUW	W/L Operation	Turn Well Over To W/L, Arm Gun, Pick-Up With Baker 20 Setting Kit And HES FAS Drill CBP, Bolts At Top Of Second To Bottom Gun Were Not Installed, Those Guns And Plug Assembly Were Dropped While Swinging Over To Well. No Damage Or Injury, Reinstalled. Nipple Up To Well. Equaize And Open.
12:25	1.25	13:40	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/Dual Spaced Neutron Dated 01/29/2012 And SBL CBL/CCL Dated 02/08/2012. Found And Correlated To Marker Joint At 6534 - 6555'. Drop Down To Depth, Set CBP At 7,125'. Pull Up And Shoot Stage 3 CR-3 Zone As Follows; 6889 - 90, 6903 - 04, 6911 - 12, 6927 - 28, 6943 - 44, 6957 - 58, 6975 - 76, 6987 - 88, 7001 - 02, 7021 - 22, 7037 - 38, 7050 - 51, 7067 - 68, 7085 - 86, 7099 - 7100. 45 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
13:40	0.08	13:45	GOP	General Operations	Turn Well Over To HES. Pressure Test To 8500 Psi., Equalize To Well Pressure.
13:45	1.42	15:10	FRAC	Frac. Job	Open Well. ICP - 2110 Psi. Frac Stage 3. BreakDown At 10.6 Bpm And 2263 Psi.. Pump 3900 Gals. 15% HCL And 90 BioBalls, Flush Away. Down 15 Min. For Balls To Fall. Bring Back Up To Rate, Stabilized Rate 71.1 Bpm, Pressure 3551 Psi. ShutDown, Isip 2235 Psi., .76 F.G., 45/45 Holes Open. Pump SlickWater Pad, Start XLink, Pump Pad,Stage Into 2,3,3.5 And 4# 20/40 Stages Maintaining 20# Linear Gel. OverFlush Bottom Perf. Volume 15 Bbls., ShutDown. Isdp 2295 Psi., .76 F.G.. Shut In Well. Total Clean Fluid 145,446 Gals./ 3463 Bbls. Total 20/40 171,000# BWTR 3655 Bbls. Avg. Rate 71.0 Bpm Max Rate 71.4 Bpm Avg. Pres 3080 Psi Max. Pres 3669 Psi
15:10	0.33	15:30	CTUW	W/L Operation	Turn Well Over To W/L, Pick-Up Baker 20 Setting Kit And HES FAS Drill CBP, Nipple Up To Well. Equaize And Open.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
15:30	1.25	16:45	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/Dual Spaced Neutron Dated 01/29/2012 And SBL CBL/CCL Dated 02/08/2012. Found And Correlated To Marker Joint At 6534 - 6555'. Drop Down To Depth, Set CBP At 6,885'. Pull Up And Shoot Stage 4 CR-2 Zone As Follows; 6677 - 78, 6687 - 88, 6697 - 98, 6715 - 16, 6728 - 29, 6751 - 52, 6769 - 70, 6779 - 80, 6787 - 88, 6795 - 96, 6805 - 06, 6816 - 17, 6828 - 29, 6849 - 50, 6869 - 70. 45 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
16:45	1.25	18:00	GOP	General Operations	HES And SLB Secure Equipment.
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured. SDFD.

5-18D-45 BTR 2/21/2012 06:00 - 2/22/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50611	Utah	Duchesne	Black Tail Ridge	COMPLETION	2,040.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.09	07:05	GOP	General Operations	HES Crew On Location At 0500 Hrs., Prime Chemical And Fluid Pumps, Pressure Test To 9000 Psi., Hold Safety Meeting. Ran QC On Fluid, Looks Good.
07:05	1.34	08:25	FRAC	Frac. Job	Open Well. ICP - 2018 Psi. Frac Stage 4. BreakDown At 11.4 Bpm And 2445 Psi.. Pump 3900 Gals. 15% HCL And 90 BioBalls, Flush Away. Down 15 Min. For Balls To Fall. Bring Back Up To Rate, Stabilized Rate 70.6 Bpm, Pressure 5270 Psi. ShutDown, Isip 2237 Psi., .77 F.G., 19/45 Holes Open. Pump SlickWater Pad, Start XLink, Pump Pad,Stage Into 2,3,3.5 And 4# 20/40 Stages Maintaining 20# Linear Gel. OverFlush Bottom Perf. Volume 15 Bbls., ShutDown. Isdp 1941 Psi., .72 F.G.. Shut In Well. Total Clean Fluid 146,135 Gals./ 3479 Bbls. Total 20/40 174,100# BWTR 3628 Bbls. Avg. Rate 70.9 Bpm Max Rate 71.4 Bpm Avg. Pres 4155 Psi Max. Pres 5586 Psi
08:25	0.33	08:45	CTUW	W/L Operation	Turn Well Over To W/L, Arm Gun, Pick-Up With Baker 20 Setting Kit And HES FAS Drill CBP, Nipple Up To Well. Equaize And Open.
08:45	0.92	09:40	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/Dual Spaced Neutron Dated 01/29/2012 And SBL CBL/CCL Dated 02/08/2012. Found And Correlated To Marker Joint At 6534 - 6555'. Drop Down To Depth, Set CBP At 6,670'. Pull Up And Shoot Stage 5 Wasatch Zone As Follows; 6509 - 10, 6517 - 18, 6527 - 28, 6541 - 42, 6564 - 65, 6584 - 86, 6591 - 92, 6603 - 04, 6611 - 12, 6614 - 15, 6620 - 21, 6631 - 32, 6649 - 50. 42 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
09:40	0.25	09:55	GOP	General Operations	Turn Well Over To HES. Pressure Test To 8500 Psi., Equalize To Well Pressure.
09:55	1.33	11:15	FRAC	Frac. Job	Open Well. ICP - 1726 Psi. Frac Stage 5. BreakDown At 9.6 Bpm And 1878 Psi.. Pump 3900 Gals. 15% HCL And 84 BioBalls, Flush Away. Down 15 Min. For Balls To Fall. Bring Back Up To Rate, Stabilized Rate 71.0 Bpm, Pressure 3145 Psi. ShutDown, Isip 1880 Psi., .73 F.G., 37/42 Holes Open. Pump SlickWater Pad, Start XLink, Pump Pad,Stage Into 2,3,3.5 And 4# 20/40 Stages Maintaining 20# Linear Gel. OverFlush Bottom Perf. Volume 15 Bbls., ShutDown. Isdp 2060 Psi., .75 F.G.. Shut In Well. Total Clean Fluid 134,020 Gals./ 3191 Bbls. Total 20/40 156,000# BWTR 3353 Bbls. Avg. Rate 71.1 Bpm Max Rate 71.6 Bpm Avg. Pres 3018 Psi Max. Pres 3590 Psi
11:15	0.25	11:30	CTUW	W/L Operation	Turn Well Over To W/L, Arm Gun, Pick-Up With Baker 20 Setting Kit And HES FAS Drill CBP, Nipple Up To Well. Equaize And Open.
11:30	1.08	12:35	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/Dual Spaced Neutron Dated 01/29/2012 And SBL CBL/CCL Dated 02/08/2012. Found And Correlated To Marker Joint At 5513 - 5534'. Drop Down To Depth, Set CBP At 6,502'. Pull Up And Shoot Stage 6 CR-1A/CR-1/UteLand Butte Zone As Follows; 6274 - 75, 6295 - 96, 6305 - 06, 6319 - 20, 6339 - 40, 6353 - 54, 6365 - 66, 6376 - 77, 6385 - 86, 6396 - 97, 6415 - 16, 6428 - 29, 6449 - 50, 6465 - 66, 6481 - 82. 45 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
12:35	0.17	12:45	GOP	General Operations	Turn Well Over To HES. Pressure Test To 8500 Psi., Equalize To Well Pressure.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
12:45	1.42	14:10	FRAC	Frac. Job	Open Well. ICP - 1605 Psi. Frac Stage 6. BreakDown At 9.9 Bpm And 1781 Psi.. Pump 3900 Gals. 15% HCL And 90 BioBalls, Flush Away. Down 15 Min. For Balls To Fall. Bring Back Up To Rate, Stabilized Rate 70.8 Bpm, Pressure 3158 Psi. ShutDown, Isip 1780 Psi., .72 F.G., 40/45 Holes Open. Pump SlickWater Pad, Start XLink, Pump 1# 100 Mesh, Stage Into 1, 2,3,3.5 And 4# 20/40 Stages Maintaining 20# Linear Gel. OverFlush Bottom Perf. Volume 15 Bbls., ShutDown. Isdp 1849 Psi., .72 F.G.. Shut In Well. Total Clean Fluid 152,359 Gals./ 3628 Bbls. Total 20/40 167,100# Total 100 Mesh 21,000# BWTR 3789 Bbls. Avg. Rate 70.1 Bpm Max Rate 71.7 Bpm Avg. Pres 2862 Psi Max. Pres 4177 Psi
14:10	0.33	14:30	CTUW	W/L Operation	Turn Well Over To W/L, Arm Gun, Pick-Up With Baker 20 Setting Kit And HES FAS Drill CBP, Nipple Up To Well. Equaize And Open.
14:30	1.17	15:40	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/Dual Spaced Neutron Dated 01/29/2012 And SBL CBL/CCL Dated 02/08/2012. Found And Correlated To Marker Joint At 5513 - 5534'. Drop Down To Depth, Set CBP At 6,265'. Pull Up And Shoot Stage 7 Castle Peak/Black Shale Zone As Follows; 5967 - 68, 5985 - 86, 6004 - 05, 6029 - 30, 6054 - 55, 6066 - 67, 6088 - 89, 6116 - 17, 6137 - 38, 6157 - 58, 6179 - 80, 6197 - 98, 6211 - 12, 6228 - 29, 6250 - 51. 45 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
15:40	2.33	18:00	GOP	General Operations	HES And SLB Secure Equipment.
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured. SDFD.

5-18D-45 BTR 2/22/2012 06:00 - 2/23/2012 06:00

API/UWI 43-013-50611	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 2,040.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.17	08:10	GOP	General Operations	HES Crew On Location At 0600 Hrs., Prime Chemical And Fluid Pumps, Pressure Test To 9000 Psi., Hold Safety Meeting. Ran QC On Fluid, Looks Good.
08:10	1.42	09:35	FRAC	Frac. Job	Open Well. ICP - 1148 Psi. Frac Stage 7. BreakDown At 12.4 Bpm And 1392 Psi.. Pump 3900 Gals. 15% HCL And 90 BioBalls, Flush Away. Down 15 Min. For Balls To Fall. Bring Back Up To Rate, Stabilized Rate 69.7 Bpm, Pressure 3355 Psi. ShutDown, Isip 1302 Psi., .65 F.G., 32/45 Holes Open. Pump SlickWater Pad, Start XLink, Pump 1# 100 Mesh, Stage Into 1, 2,3,3.5 And 4# 20/40 Stages Maintaining 20# Linear Gel. OverFlush Bottom Perf. Volume 15 Bbls., ShutDown. Isdp 1849 Psi., .72 F.G.. Shut In Well. Total Clean Fluid 155,083 Gals./ 3692 Bbls. Total 20/40 174,900# Total 100 Mesh 20,000# BWTR 3895 Bbls. Avg. Rate 71.6 Bpm Max Rate 72.2 Bpm Avg. Pres 2594 Psi Max. Pres 4221 Psi
09:35	0.42	10:00	CTUW	W/L Operation	Turn Well Over To W/L, Arm Gun, Pick-Up With Baker 20 Setting Kit And HES FAS Drill CBP, Nipple Up To Well. Equaize And Open.
10:00	1.08	11:05	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes .Correlating To HES Spectral Density/Dual Spaced Neutron Dated 01/29/2012 And SBL CBL/CCL Dated 02/08/2012. Found And Correlated To Marker Joint At 5513 - 5534'. Drop Down To Depth, Set CBP At 5,962'. Pull Up And Shoot Stage 7 Black Shale Zone As Follows; 5735 - 36, 5746 - 47, 5757 - 58, 5765 - 66, 5779 - 80, 5799 - 5800, 5813 - 14, 5827 - 28, 5839 - 40, 5859 - 60, 5875 - 76, 5889 - 90, 5925 - 26, 5937 - 38, 5947 - 48.. 45 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
11:05	0.17	11:15	GOP	General Operations	Turn Well Over To HES. Pressure Test To 8500 Psi., Equalize To Well Pressure.
11:15	1.17	12:25	FRAC	Frac. Job	Open Well. ICP - 1173 Psi. Frac Stage 8. BreakDown At 9.9 Bpm And 1696 Psi.. Pump 3900 Gals. 15% HCL And 90 BioBalls, Flush Away. Down 15 Min. For Balls To Fall. Bring Back Up To Rate, Stabilized Rate 69.9 Bpm, Pressure 3382 Psi. ShutDown, Isip 1310 Psi., .76 F.G., 30/45 Holes Open. Pump SlickWater Pad, Start XLink, Pump 1# 100 Mesh, Stage Into 1, 2,3,3.5 And 4# 20/40 Stages Maintaining 20# Linear Gel. OverFlush Bottom Perf. Volume 15 Bbls., ShutDown. Isdp 1521 Psi., .70 F.G.. Shut In Well. Total Clean Fluid 122,081 Gals./ 2907 Bbls. Total 20/40 131,900# Total 100 Mesh 14,600# BWTR 3054 Bbls. Avg. Rate 72.1 Bpm Max Rate 72.5 Bpm Avg. Pres 2710 Psi Max. Pres 3821 Psi

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
12:25	0.50	12:55	CTUW	W/L Operation	Turn Well Over To W/L, Pick-Up With Baker 20 Setting Kit And HES FAS Drill CBP, Nipple Up To Well. Equaize And Open.
12:55	0.75	13:40	PFRT	Perforating	RIH With 3 1/8" CCL And Baker 20/HES FAS Drill CBP. Correlating To HES Spectral Density/Dual Spaced Neutron Dated 01/29/2012 And SBL CBL/CCL Dated 02/08/2012. Found And Correlated To Marker Joint At 5513 - 5534'. Drop Down To Depth, Set CBP At 5,690'(Kill Plug). Pooh, LD Tools. WSI And Secured.
13:40	3.33	17:00	SRIG	Rig Up/Down	HES And SLB RigDown Equipment.
17:00	13.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured. SDFD.

5-18D-45 BTR 2/23/2012 06:00 - 2/24/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50611	Utah	Duchesne	Black Tail Ridge	COMPLETION	2,040.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI.
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting.
07:30	2.00	09:30	SRIG	Rig Up/Down	Set Anchors, MIRU w/o rig.
09:30	0.50	10:00	BOPI	Install BOP's	Bled off Pressure from Csg. ND Frac tree, NU 7 1/16" 5K 2' Spacer Spool, NU 7 1/16" 5K Double gate, NU 7 1/16" 5K Mud Cross, NU 7 1/16" 5K Annular, & function test.
10:00	0.50	10:30	SRIG	Rig Up/Down	RU work floor & Tbg. equip.
10:30	1.50	12:00	GOP	General Operations	Unload Tbg.
12:00	3.50	15:30	RUTB	Run Tubing	PU 4 5/8" Chomp Mill, 1 Jt. 2 7/8" L80 6.5# Tbg., 2.205" XN Nipple, 1 Jt., 2.313" X Nipple, & Tbg. Tag Kill Plug @ 5690'.
15:30	0.50	16:00	PULT	Pull Tubing	Lay down 5 Jts,
16:00	0.50	16:30	SRIG	Rig Up/Down	RU Power Swivel.
16:30	13.50	06:00	LOCL	Lock Wellhead & Secure	Secure well for the night. WSI.

5-18D-45 BTR 2/24/2012 06:00 - 2/25/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50611	Utah	Duchesne	Black Tail Ridge	COMPLETION	2,040.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI.
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting
07:30	8.50	16:00	DOPG	Drill Out Plugs	Make connections to next plug. Establish circ. w/ Rig pump @ 2 Bbls./min. Returning 3 Bbls./min. Drill Plugs as follows: Plg. @5690', Csg.-700# Plg. @5962', 10' of sand. Csg.-800# Plg. @6265', 25' of sand. Csg.-750# Plg. @6502', 20' of sand. Csg.-950# Plg. @6670', 25' of sand. Csg.-950# Plg. @6885', 25' of sand. Csg.-850# Plg. @7125', 45' of sand. Csg.-850#. Plg. @7370'. 10' of sand. Csg.-750# Cleaned out to 7675', Leaving 77' of Rat Hole. Circ. bottoms up, 750 Bbls. pumped for drill out.
16:00	0.50	16:30	SRIG	Rig Up/Down	RD Power Swivel.
16:30	0.50	17:00	PULT	Pull Tubing	Lay down 15 Jts.
17:00	0.50	17:30	GOP	General Operations	Drain all Fluid lines & Rig pump. Tarp in well. Secure well SDFN.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
17:30	12.50	06:00	LOCL	Lock Wellhead & Secure	WSI SDFN.

5-18D-45 BTR 2/25/2012 06:00 - 2/26/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50611	Utah	Duchesne	Black Tail Ridge	COMPLETION	2,040.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com																																																																																																																
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07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting																																																																																																																
07:30		07:30	PULT	Pull Tubing	Finish laying down tbg. to landing depth.																																																																																																																
07:30	1.00	08:30	GOP	General Operations	PU Hanger, Wash Bowl w/ 5 Bbls., Stage hanger thru BOP stack, Land hanger & Test. Land Tbg. as follows: Tubing Des: Tubing - ProductionSet Depth (ftKB): 5,673.7 Run Date: 2012/02/25 00:00 Pull Date: Tubing Components <table border="1"> <thead> <tr> <th>Jts</th> <th>Item Des</th> <th>OD (in)</th> <th>ID (in)</th> <th>Wt (lb/ft)</th> <th>Grade</th> <th>Len (ft)</th> </tr> </thead> <tbody> <tr> <td>Top (ftKB)</td> <td>Btm (ftKB)</td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>1</td> <td>Tubing Hanger</td> <td>5</td> <td>2.441</td> <td>6.5</td> <td>L-80</td> <td>0.44</td> </tr> <tr> <td></td> <td>0.4</td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>178</td> <td>Tubing</td> <td>2 7/8</td> <td>2.441</td> <td>6.5</td> <td>L-80</td> <td>5,607.00</td> </tr> <tr> <td></td> <td>5,607.40</td> <td></td> <td></td> <td></td> <td></td> <td>0.4</td> </tr> <tr> <td>1</td> <td>X Nipple</td> <td>2 7/8</td> <td>2.313</td> <td>6.5</td> <td>L-80</td> <td>1.25</td> </tr> <tr> <td></td> <td>5,607.40</td> <td>5,608.70</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>1</td> <td>Tubing</td> <td>2 7/8</td> <td>2.441</td> <td>6.5</td> <td>L-80</td> <td>31.5</td> </tr> <tr> <td></td> <td>5,608.70</td> <td>5,640.20</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>1</td> <td>XN Nipple</td> <td>2 7/8</td> <td>2.205</td> <td>6.5</td> <td>L-80</td> <td>1.19</td> </tr> <tr> <td></td> <td>5,640.20</td> <td>5,641.40</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>1</td> <td>Tubing</td> <td>2 7/8</td> <td>2.441</td> <td>6.5</td> <td>L-80</td> <td>31.5</td> </tr> <tr> <td></td> <td>5,641.40</td> <td>5,672.90</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>1</td> <td>POB sub</td> <td>3 1/8</td> <td>2.441</td> <td></td> <td></td> <td>0.85</td> </tr> <tr> <td></td> <td>5,672.90</td> <td>5,673.70</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>	Jts	Item Des	OD (in)	ID (in)	Wt (lb/ft)	Grade	Len (ft)	Top (ftKB)	Btm (ftKB)						1	Tubing Hanger	5	2.441	6.5	L-80	0.44		0.4						178	Tubing	2 7/8	2.441	6.5	L-80	5,607.00		5,607.40					0.4	1	X Nipple	2 7/8	2.313	6.5	L-80	1.25		5,607.40	5,608.70					1	Tubing	2 7/8	2.441	6.5	L-80	31.5		5,608.70	5,640.20					1	XN Nipple	2 7/8	2.205	6.5	L-80	1.19		5,640.20	5,641.40					1	Tubing	2 7/8	2.441	6.5	L-80	31.5		5,641.40	5,672.90					1	POB sub	3 1/8	2.441			0.85		5,672.90	5,673.70				
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08:30	0.50	09:00	SRIG	Rig Up/Down	RD Tbg. equip. & work floor.																																																																																																																
09:00	0.50	09:30	BOPR	Remove BOP's	ND BOP, NU Producton Tree. Tie in sand can From Tbg. to sales line.																																																																																																																
09:30	0.50	10:00	GOP	General Operations	Drop ball, POB, & chase w/ 30 Bbls. @ 4.5 Bbls./min. Drain all fluid equip.																																																																																																																
10:00	3.00	13:00	SRIG	Rig Up/Down	RDMO w/o Rig. Move rig to FD 9-36-6-19																																																																																																																
13:00	17.00	06:00	FBCK	Flowback Well	Put well on Production.																																																																																																																

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: 1420H626367
		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: 5-18D-45 BTR
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43013506110000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: UNDESIGNATED
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1625 FNL 0877 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 18 Township: 04.0S Range: 05.0W 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"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 2/28/2012	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input checked="" type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input type="text"/>

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

This well had first gas sales on 02/25/2012 and first oil sales on
02/28/2012.

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
March 06, 2012**

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 2/29/2012	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626367
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 5-18D-45 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013506110000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1625 FNL 0877 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 18 Township: 04.0S Range: 05.0W Meridian: U	9. FIELD and POOL or WILDCAT: UNDESIGNATED COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/31/2012 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input checked="" type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>

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

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

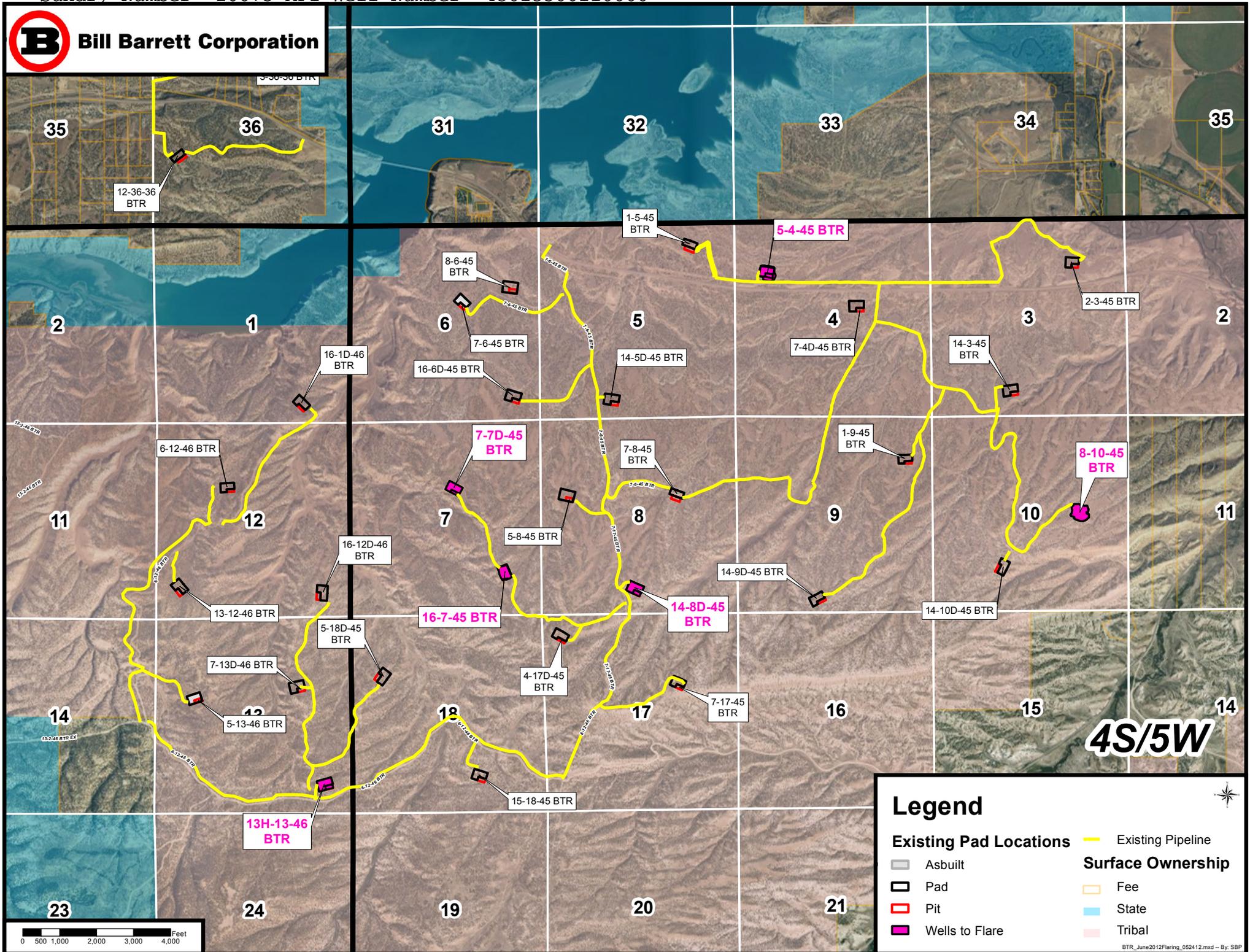
Accepted by the Utah Division of Oil, Gas and Mining

Date: June 14, 2012

By: *Derek Quist*

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

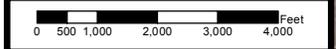
The gas will be flared at the six locations shown on the attached map (5-4-45, 7-7D-45, 8-10-45, 13H-13-46, 14-8D-45, or 16-7-45 wellsites). The flares utilized for combusting the gas have a combustion efficiency of approximately 98%. There are no other delivery points besides the bridge crossing at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



4S/5W

Legend

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



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.
1420H626367

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

6. If Indian, Allottee or Tribe Name _____
 7. Unit or CA Agreement Name and No. _____

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

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

8. Lease Name and Well No. **5-18D-45 BTR**
 9. API Well No. **43-013-50611**

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
 At surface **SWNW 1625FNL 877FWL**
 At top prod interval reported below **SWNW 1956FNL 774FWL**
 At total depth **SWNW 2009FNL 749FWL** *BHL by HSM*

10. Field and Pool, or Exploratory **UNDESIGNATED**
 11. Sec., T., R., M., or Block and Survey or Area **Sec 18 T4S R5W Mer UBM**
 12. County or Parish **DUCHESNE** 13. State **UT**

14. Date Spudded **11/14/2011** 15. Date T.D. Reached **01/28/2012** 16. Date Completed D & A Ready to Prod.
02/25/2012

17. Elevations (DF, KB, RT, GL)* **6320 GL**

18. Total Depth: MD **7770** TVD **7747** 19. Plug Back T.D.: MD **7675** TVD **7650** 20. Depth Bridge Plug Set: MD **7675** TVD **7650**

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

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	65.0	0	100	100			0	
14.750	10.750 J-55	45.5	0	2040	2040	960	409	0	
9.875	5.500 P-110	17.0	0	7770	7765	1705	582	2580	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	5674							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	5735	6482	5735 TO 6482	0.440	132	OPEN
B) WASATCH	6509	7598	6509 TO 7598	0.440	225	OPEN
C)						
D)						

26. Perforation Record

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

Depth Interval	Amount and Type of Material
5735 TO 6482	GREEN RIVER: SEE TREATMENT STAGES 6 - 8
6509 TO 7598	WASATCH: SEE TREATMENT STAGES 1 - 5

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
02/25/2012	03/01/2012	24	→	402.0	470.0	1183.0			FLows FROM WELL
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
26/64	SI	1451.0	→	402	470	1183	1169	PGW	

28a. Production - Interval B

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

RECEIVED
MAR 06 2012

5-18D-45 BTR Completion Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)			
AMOUNT AND TYPE OF MATERIAL			
<u>Stage</u>	<u>BBLs Slurry</u>	<u>lbs 100 Mesh Sand</u>	<u>lbs CRC Sand</u>
1	3,251		157,300
2	3,811		169,900
3	3,793		171,000
4	3,976	173,400	
5	3,645		156,000
6	3,521		137,300
7	3,902		146,100
8	3,069		106,700

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

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DIV. OF OIL, GAS & MINING



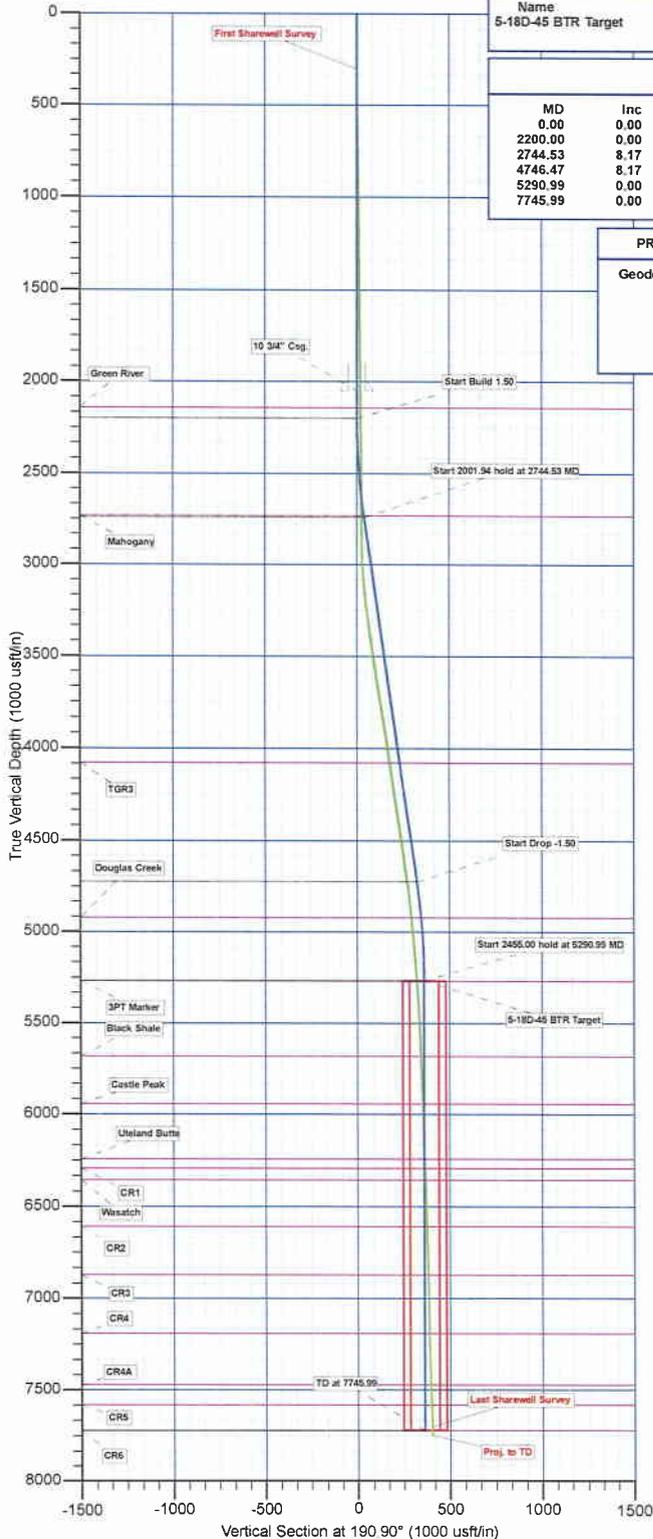
Bill Barrett Corp.
 Project: Duchesne Co., UT (NAD27)
 Site: Sec. 18-T4S-R5W
 Well: #5-18D-45 BTR
 Wellbore: Wellbore #1
 Design: Design #1
 Latitude: 40° 8' 8.801 N
 Longitude: 110° 29' 54.049 W
 Ground Level: 6318.00
 WELL @ 6342.00usft



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MAR 06 2012

DIV. OF OIL, GAS & MINING



WELL DETAILS: #5-18D-45 BTR						
+N-S	+E-W	Northing	Ground Level:	6318.00	Latitude	Longitude
0.00	0.00	658070.514	Easting	2280046.552	40° 8' 8.801 N	110° 29' 54.049 W
Slot						

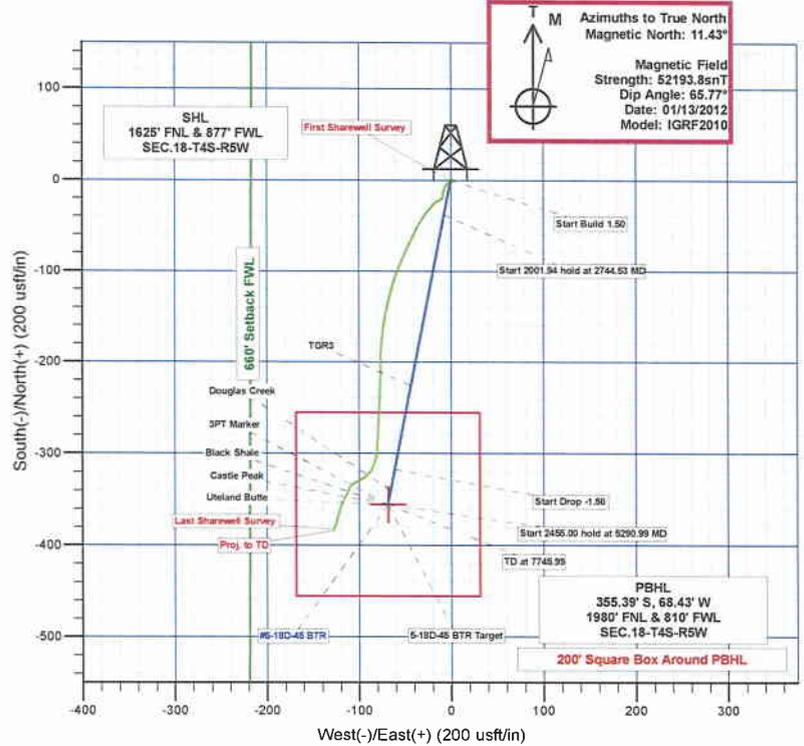
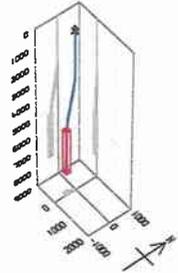
WELLBORE TARGET DETAILS (MAP CO-ORDINATES AND LAT/LONG)						
Name	TVD	+N-S	+E-W	Latitude	Longitude	Shape
5-18D-45 BTR Target	5267.00	-355.39	-68.43	40° 8' 5.288 N	110° 29' 54.930 W	Rectangle (Sides: L200.00 W200.00)

SECTION DETAILS										
MD	Inc	Azi	TVD	+N-S	+E-W	Dleg	TFace	VSect	Annotation	
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00		
2200.00	0.00	0.00	2200.00	0.00	0.00	0.00	0.00	0.00		
2744.53	8.17	190.90	2742.68	-38.05	-7.33	1.50	190.90	38.75	Start Build 1.50	
4746.47	8.17	190.90	4724.32	-317.34	-61.10	0.00	0.00	323.17	Start Drop -1.50	
5290.99	0.00	0.00	5267.00	-355.39	-68.43	1.50	180.00	361.92	Start 2455.00 hold at 5290.99 MD	
7745.99	0.00	0.00	7722.00	-355.39	-68.43	0.00	0.00	361.92	TD at 7745.99	

PROJECT DETAILS: Duchesne Co., UT (NAD27)
 Geodetic System: US State Plane 1927 (Exact solution)
 Datum: NAD 1927 (NADCON CONUS)
 Ellipsoid: Clarke 1866
 Zone: Utah Central 4302
 System Datum: Mean Sea Level

REFERENCE INFORMATION
 Co-ordinate (N/E) Reference: Well #5-18D-45 BTR, True North
 Vertical (TVD) Reference: WELL @ 6342.00usft
 Section (VS) Reference: Slot - (0.00N, 0.00E)
 Measured Depth Reference: WELL @ 6342.00usft
 Calculation Method: Minimum Curvature

FORMATION TOP DETAILS		
TVDPath	MDPath	Formation
2142.00	2142.00	Green River
2732.00	2733.74	Mahogany
4077.00	4092.52	TGR3
4922.00	4945.52	Douglas Creek
5267.00	5290.99	3PT Marker
5682.00	5705.99	Black Shale
5942.00	5965.99	Castle Peak
6242.00	6265.99	Uteland Butte
6292.00	6315.99	CR1
6356.00	6379.99	Wasatch
6607.00	6630.99	CR2
6872.00	6895.99	CR3
7192.00	7215.99	CR4
7472.00	7495.99	CR4A
7582.00	7605.99	CR5
7722.00	7745.99	CR6



Plan: Design #1 (#5-18D-45 BTR/Wellbore #1)
 Created By: BRET WOLFORD Date: 14:48, February 13 2012



Bill Barrett Corporation

Bill Barrett Corp.

Duchesne Co., UT (NAD27)

Sec.18-T4S-R5W

#5-18D-45 BTR

Wellbore #1

Survey: Survey #1

Standard Survey Report

13 February, 2012

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MAR 06 2012

DIV. OF OIL, GAS & MINING





Company: Bill Barrett Corp.
Project: Duchesne Co., UT (NAD27)
Site: Sec.18-T4S-R5W
Well: #5-18D-45 BTR
Wellbore: Wellbore #1
Design: Wellbore #1

Local Co-ordinate Reference: Well #5-18D-45 BTR
TVD Reference: WELL @ 6342.00usft
MD Reference: WELL @ 6342.00usft
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: EDM 5000.1 Single User Db

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

Site	Sec.18-T4S-R5W				
Site Position:		Northing:	658,070.519 usft	Latitude:	40° 8' 8.801 N
From:	Lat/Long	Easting:	2,280,046.552 usft	Longitude:	110° 29' 54.049 W
Position Uncertainty:	0.00 usft	Slot Radius:	13-3/16"	Grid Convergence:	0.64 °

Well	#5-18D-45 BTR					
Well Position	+N/-S	0.00 usft	Northing:	658,070.514 usft	Latitude:	40° 8' 8.801 N
	+E/-W	0.00 usft	Easting:	2,280,046.552 usft	Longitude:	110° 29' 54.049 W
Position Uncertainty		0.00 usft	Wellhead Elevation:	usft	Ground Level:	6,318.00 usft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	2012/01/13	11.43	65.77	52,194

Design	Wellbore #1				
Audit Notes:					
Version:	1.0	Phase:	ACTUAL	Tie On Depth:	0.00
Vertical Section:	Depth From (TVD) (usft)	+N/-S (usft)	+E/-W (usft)	Direction (°)	
	0.00	0.00	0.00	190.90	

Survey Program	Date	2012/02/13			
From (usft)	To (usft)	Survey (Wellbore)	Tool Name	Description	
305.00	7,770.00	Survey #1 (Wellbore #1)	MWD	MWD - Standard	

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
First Sharewell Survey									
305.00	0.40	263.10	305.00	-0.13	-1.06	0.33	0.13	0.13	0.00
397.00	0.40	210.10	397.00	-0.44	-1.54	0.73	0.39	0.00	-57.61
489.00	0.70	200.60	488.99	-1.25	-1.90	1.58	0.34	0.33	-10.33
583.00	0.70	221.00	582.98	-2.22	-2.47	2.65	0.26	0.00	21.70
676.00	1.00	219.70	675.97	-3.27	-3.37	3.85	0.32	0.32	-1.40
768.00	1.00	237.80	767.96	-4.32	-4.56	5.10	0.34	0.00	19.67
859.00	1.10	210.30	858.95	-5.49	-5.67	6.47	0.56	0.11	-30.22
954.00	1.00	196.10	953.93	-7.08	-6.36	8.15	0.29	-0.11	-14.95
1,048.00	0.20	156.60	1,047.92	-8.02	-6.52	9.11	0.91	-0.85	-42.02
1,143.00	0.40	221.90	1,142.92	-8.42	-6.68	9.53	0.38	0.21	68.74
1,237.00	0.30	214.60	1,236.92	-8.86	-7.04	10.03	0.12	-0.11	-7.77

Company: Bill Barrett Corp.
Project: Duchesne Co., UT (NAD27)
Site: Sec.18-T4S-R5W
Well: #5-18D-45 BTR
Wellbore: Wellbore #1
Design: Wellbore #1

Local Co-ordinate Reference: Well #5-18D-45 BTR
TVD Reference: WELL @ 6342.00usft
MD Reference: WELL @ 6342.00usft
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: EDM 5000.1 Single User Db

Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N-S (usft)	+E-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
1,332.00	0.50	197.20	1,331.92	-9.46	-7.30	10.67	0.24	0.21	-18.32
1,427.00	0.50	180.60	1,426.92	-10.27	-7.43	11.49	0.15	0.00	-17.47
1,522.00	0.50	196.00	1,521.91	-11.09	-7.55	12.31	0.14	0.00	16.21
1,616.00	0.90	215.80	1,615.90	-12.08	-8.09	13.39	0.49	0.43	21.06
1,711.00	0.60	185.50	1,710.90	-13.18	-8.58	14.56	0.51	-0.32	-31.89
1,806.00	0.50	176.80	1,805.89	-14.09	-8.60	15.46	0.14	-0.11	-9.16
1,901.00	0.50	181.50	1,900.89	-14.92	-8.59	16.27	0.04	0.00	4.95
1,964.00	0.60	182.00	1,963.89	-15.52	-8.61	16.87	0.16	0.16	0.79
2,079.00	1.00	191.40	2,078.87	-17.11	-8.83	18.47	0.36	0.35	8.17
2,174.00	0.30	30.90	2,173.87	-17.71	-8.86	19.06	1.35	-0.74	-168.95
2,269.00	1.50	203.20	2,268.86	-18.64	-9.22	20.04	1.89	1.26	181.37
2,364.00	0.40	190.40	2,363.85	-20.11	-9.77	21.59	1.17	-1.16	-13.47
2,459.00	0.50	271.10	2,458.84	-20.42	-10.25	21.99	0.62	0.11	84.95
2,554.00	0.20	178.30	2,553.84	-20.58	-10.66	22.23	0.58	-0.32	-97.68
2,649.00	0.40	255.20	2,648.84	-20.83	-10.97	22.53	0.43	0.21	80.95
2,744.00	0.90	221.10	2,743.84	-21.48	-11.78	23.32	0.64	0.53	-35.89
2,838.00	0.90	256.50	2,837.83	-22.21	-12.99	24.26	0.58	0.00	37.66
2,933.00	2.50	236.50	2,932.78	-23.53	-15.44	26.02	1.77	1.68	-21.05
3,028.00	4.50	223.40	3,027.60	-27.38	-19.73	30.61	2.25	2.11	-13.79
3,122.00	5.80	220.00	3,121.22	-33.70	-25.32	37.87	1.42	1.38	-3.62
3,217.00	7.10	210.80	3,215.62	-42.42	-31.41	47.59	1.74	1.37	-9.68
3,312.00	7.80	207.10	3,309.82	-53.20	-37.35	59.30	0.89	0.74	-3.89
3,407.00	8.60	205.10	3,403.84	-65.37	-43.30	72.38	0.89	0.84	-2.11
3,502.00	8.80	204.30	3,497.75	-78.42	-49.31	86.33	0.25	0.21	-0.84
3,597.00	8.80	202.40	3,591.63	-91.77	-55.06	100.52	0.31	0.00	-2.00
3,691.00	8.50	199.60	3,684.56	-104.96	-60.14	114.44	0.55	-0.32	-2.98
3,786.00	9.30	195.20	3,778.42	-118.98	-64.50	129.03	1.11	0.84	-4.63
3,881.00	9.20	193.80	3,872.19	-133.76	-68.33	144.27	0.26	-0.11	-1.47
3,976.00	8.80	188.90	3,966.02	-148.32	-71.26	159.12	0.91	-0.42	-5.16
4,071.00	8.60	190.10	4,059.92	-162.49	-73.63	173.48	0.28	-0.21	1.26
4,166.00	8.20	184.30	4,153.91	-176.24	-75.39	187.31	0.99	-0.42	-6.11
4,261.00	8.30	182.80	4,247.92	-189.84	-76.23	200.83	0.25	0.11	-1.58
4,355.00	9.00	179.80	4,340.85	-203.97	-76.54	214.76	0.89	0.74	-3.19
4,450.00	8.60	181.70	4,434.74	-218.50	-76.72	229.07	0.52	-0.42	2.00
4,545.00	8.30	183.20	4,528.70	-232.45	-77.31	242.87	0.39	-0.32	1.58
4,640.00	8.00	181.10	4,622.75	-245.91	-77.82	256.18	0.44	-0.32	-2.21
4,734.00	7.40	183.20	4,715.90	-258.49	-78.29	268.63	0.70	-0.64	2.23
4,829.00	6.30	184.10	4,810.22	-269.80	-79.00	279.87	1.16	-1.16	0.95
4,924.00	6.00	181.90	4,904.67	-279.96	-79.54	289.95	0.40	-0.32	-2.32
5,019.00	5.30	184.00	4,999.21	-289.30	-80.01	299.21	0.77	-0.74	2.21
5,114.00	4.70	185.60	5,093.85	-297.55	-80.69	307.44	0.65	-0.63	1.68
5,209.00	4.30	192.70	5,188.56	-304.90	-81.86	314.87	0.72	-0.42	7.47
5,304.00	4.00	202.60	5,283.31	-311.43	-83.91	321.68	0.82	-0.32	10.42
5,398.00	3.80	213.30	5,377.09	-317.06	-86.88	327.77	0.80	-0.21	11.38
5,493.00	3.30	212.40	5,471.91	-322.00	-90.08	333.22	0.53	-0.53	-0.95
5,588.00	3.50	242.20	5,566.75	-325.66	-94.11	337.58	1.85	0.21	31.37
5,683.00	2.70	231.30	5,661.61	-328.41	-98.42	341.10	1.04	-0.84	-11.47
5,778.00	3.50	251.50	5,756.47	-330.73	-102.92	344.23	1.41	0.84	21.26
5,872.00	3.60	228.30	5,850.30	-333.61	-107.84	347.98	1.52	0.11	-24.68
5,967.00	1.90	197.70	5,945.19	-337.09	-110.55	351.91	2.30	-1.79	-32.21
6,062.00	1.50	201.90	6,040.15	-339.74	-111.49	354.70	0.44	-0.42	4.42
6,157.00	1.60	207.40	6,135.11	-342.08	-112.56	357.19	0.19	0.11	5.79
6,252.00	2.10	199.50	6,230.06	-344.89	-113.75	360.18	0.59	0.53	-8.32
6,347.00	2.40	208.50	6,324.99	-348.28	-115.28	363.80	0.49	0.32	9.47



Sharewell Energy Services, LP
Survey Report



Company: Bill Barrett Corp.
Project: Duchesne Co., UT (NAD27)
Site: Sec.18-T4S-R5W
Well: #5-18D-45 BTR
Wellbore: Wellbore #1
Design: Wellbore #1

Local Co-ordinate Reference: Well #5-18D-45 BTR
TVD Reference: WELL @ 6342.00usft
MD Reference: WELL @ 6342.00usft
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: EDM 5000.1 Single User Db

Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
6,442.00	2.10	207.10	6,419.92	-351.58	-117.03	367.37	0.32	-0.32	-1.47
6,536.00	1.90	214.00	6,513.86	-354.41	-118.68	370.45	0.33	-0.21	7.34
6,631.00	1.90	191.50	6,608.81	-357.25	-119.88	373.48	0.78	0.00	-23.68
6,726.00	0.90	191.60	6,703.78	-359.53	-120.34	375.80	1.05	-1.05	0.11
6,821.00	1.10	200.30	6,798.76	-361.11	-120.81	377.44	0.26	0.21	9.16
6,916.00	1.20	198.60	6,893.74	-362.91	-121.44	379.33	0.11	0.11	-1.79
7,010.00	1.10	209.60	6,987.73	-364.63	-122.20	381.16	0.26	-0.11	11.70
7,105.00	0.60	181.10	7,082.72	-365.92	-122.66	382.51	0.67	-0.53	-30.00
7,200.00	0.90	191.90	7,177.71	-367.15	-122.82	383.75	0.35	0.32	11.37
7,295.00	1.60	187.20	7,272.68	-369.19	-123.14	385.82	0.74	0.74	-4.95
7,390.00	1.80	200.30	7,367.64	-371.91	-123.83	388.61	0.46	0.21	13.79
7,484.00	1.70	193.50	7,461.60	-374.65	-124.67	391.46	0.24	-0.11	-7.23
7,579.00	2.10	199.60	7,556.55	-377.66	-125.58	394.59	0.47	0.42	6.42
7,673.00	1.90	197.60	7,650.49	-380.77	-126.63	397.84	0.23	-0.21	-2.13
Last Sharewell Survey									
7,726.00	2.30	197.70	7,703.45	-382.62	-127.22	399.77	0.75	0.75	0.19
Proj. to TD									
7,770.00	2.30	197.70	7,747.42	-384.30	-127.75	401.52	0.00	0.00	0.00

Survey Annotations

Measured Depth (usft)	Vertical Depth (usft)	Local Coordinates		Comment
		+N/-S (usft)	+E/-W (usft)	
305.00	305.00	-0.13	-1.06	First Sharewell Survey
7,726.00	7,703.45	-382.62	-127.22	Last Sharewell Survey
7,770.00	7,747.42	-384.30	-127.75	Proj. to TD

Checked By: _____ Approved By: _____ Date: _____

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

Effective Date: 11/1/2016

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

WELL INFORMATION:

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

OPERATOR CHANGES DOCUMENTATION:

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

REVIEW:

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

NEW OPERATOR BOND VERIFICATION:

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

DATA ENTRY:

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

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

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

New Operator Contact information:

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

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

Sincerely,

Bill Barrett Corporation

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

Brady Riley
Permit Analyst

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

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

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

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

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

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

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

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

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

(This space for State use only)

APPROVED

NOV 07 2016

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

Request to Transfer Application or Permit to Drill

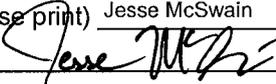
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

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

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

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

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

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

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

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

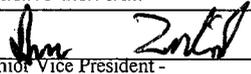
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

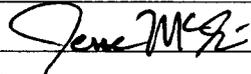
Well Name and Number 6-32-36 BTR SWD	API Number 4301350921
Location of Well Footage : 1628 FNL 1553 FWL County : DUCHENSE QQ, Section, Township, Range: SENW 32 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

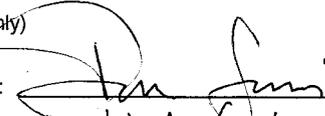
CURRENT OPERATOR

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

NEW OPERATOR

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

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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

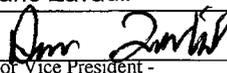
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

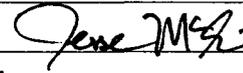
Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

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:	

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Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

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

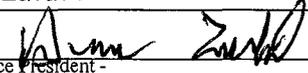
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

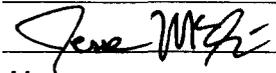
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

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

NEW OPERATOR

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

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

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