

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 3-11D-36 BTR
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>		3. FIELD OR WILDCAT ALTAMONT
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) 14-20-H62-6283	11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>	12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Lael & Sandra Brown		14. SURFACE OWNER PHONE (if box 12 = 'fee') 801-628-1557
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') 5307 South 3500 West, Roy, UT 84067		16. SURFACE OWNER E-MAIL (if box 12 = 'fee')
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')	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	1016 FNL 2503 FWL	NENW	11	3.0 S	6.0 W	U
Top of Uppermost Producing Zone	745 FNL 2104 FWL	NENW	11	3.0 S	6.0 W	U
At Total Depth	660 FNL 1980 FWL	NENW	11	3.0 S	6.0 W	U

21. COUNTY DUCHESNE	22. DISTANCE TO NEAREST LEASE LINE (Feet) 660	23. NUMBER OF ACRES IN DRILLING UNIT 160
	25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 3509	26. PROPOSED DEPTH MD: 11533 TVD: 11490
27. ELEVATION - GROUND LEVEL 6260	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 - 3000	45.5	J-55 ST&C	8.8	Halliburton Light , Type Unknown	790	3.16	11.0
							Halliburton Premium , Type Unknown	360	1.36	14.8
Prod	9.875	5.5	0 - 11533	17.0	P-110 LT&C	9.7	Unknown	900	2.31	11.0
							Unknown	970	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 checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

NAME Tracey Fallang	TITLE Regulatory Manager	PHONE 303 312-8134
SIGNATURE	DATE 03/09/2011	EMAIL tfallang@billbarrettcorp.com
API NUMBER ASSIGNED 43013506420000	APPROVAL  Permit Manager	

BILL BARRETT CORPORATION
DRILLING PLAN
03/04/2011

3-11D-36 BTR Well Pad

NENW, 1016' FNL, 2503' FWL, Section 11, T3S, R6W, USB&M (surface hole)

NENW, 660' FNL, 1980' FWL, Section 11, T3S, R6W, USB&M (bottom hole)

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	7043'*	7010'
Douglas Creek	7887'	7845'
Black Shale	8428'	8385'
Castle Peak	8653'	8610'
Wasatch	9418'*	9375'
TD	11533'	11490'

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

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH (FROM) (TO)</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
26"	Surface	80'	16"	65#			
14 3/4"	surface	3000'	10-3/4"	45.5#	J or K 55	BT&C	New
9-7/8" & 8-3/4"	surface	TD	5 1/2"	17#	P-110	LT&C	New
NOTE: If necessary due to lost circulation, BBC would like to request the option to set 7-5/8", 33.70# P-110 LT&C to a depth of 6000', then drill a 6-1/2" hole to TD and run 5-1/2" casing as a 2000' liner (200' liner lap).							

Bill Barrett Corporation
 Drilling Program
 3-11D-36 BTR
 Duchesne County, Utah

5. **Cementing Program**

Casing	Cement
16" Conductor Casing	Grout
14-3/4" hole for 10-3/4" Surface Casing	Lead with approximately 790 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 900 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). Tail with approximately 970 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Planned TOC 2500.
<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' - 3000'	8.3 - 8.8	26 - 36	NC	Freshwater Spud Mud Fluid System
3000' - 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
3-11D-36 BTR
Duchesne County, Utah

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 5796 psi* and maximum anticipated surface pressure equals approximately 3268 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 10/01/2011
Spud: Approximately 10/15/2011
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: 3/4/2011

Well Name: 3-11D-36 BTR

Surface Hole Data:

Total Depth:	3,000'
Top of Cement:	0'
OD of Hole:	14.750"
OD of Casing:	10.750"

Calculated Data:

Lead Volume:	2433.9	ft ³
Lead Fill:	2,500'	
Tail Volume:	486.8	ft ³
Tail Fill:	500'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	790
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Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	2,500'	

# SK's Tail:	360
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Production Hole Data:

Total Depth:	11,533'
Top of Cement:	2,500'
Top of Tail:	7,928'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	2056.6	ft ³
Lead Fill:	5,428'	
Tail Volume:	1366.0	ft ³
Tail Fill:	3,605'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	900
# SK's Tail:	970

3-11D-36 BTR Proposed Cementing Program
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<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (2500' - 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: 2,500'
	Volume: 433.46 bbl
	Proposed Sacks: 790 sks
 Tail Cement - (TD - 2500')	
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: 2,500'
	Calculated Fill: 500'
	Volume: 86.69 bbl
	Proposed Sacks: 360 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (7928' - 2500')	
Tuned Light™ System	Fluid Weight: 11.0 lbm/gal
	Slurry Yield: 2.31 ft ³ /sk
	Total Mixing Fluid: 10.65 Gal/sk
	Top of Fluid: 2,500'
	Calculated Fill: 5,428'
	Volume: 366.27 bbl
	Proposed Sacks: 900 sks
 Tail Cement - (11533' - 7928')	
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: 7,928'
	Calculated Fill: 3,605'
	Volume: 243.28 bbl
	Proposed Sacks: 970 sks

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

BILL BARRETT CORPORATION

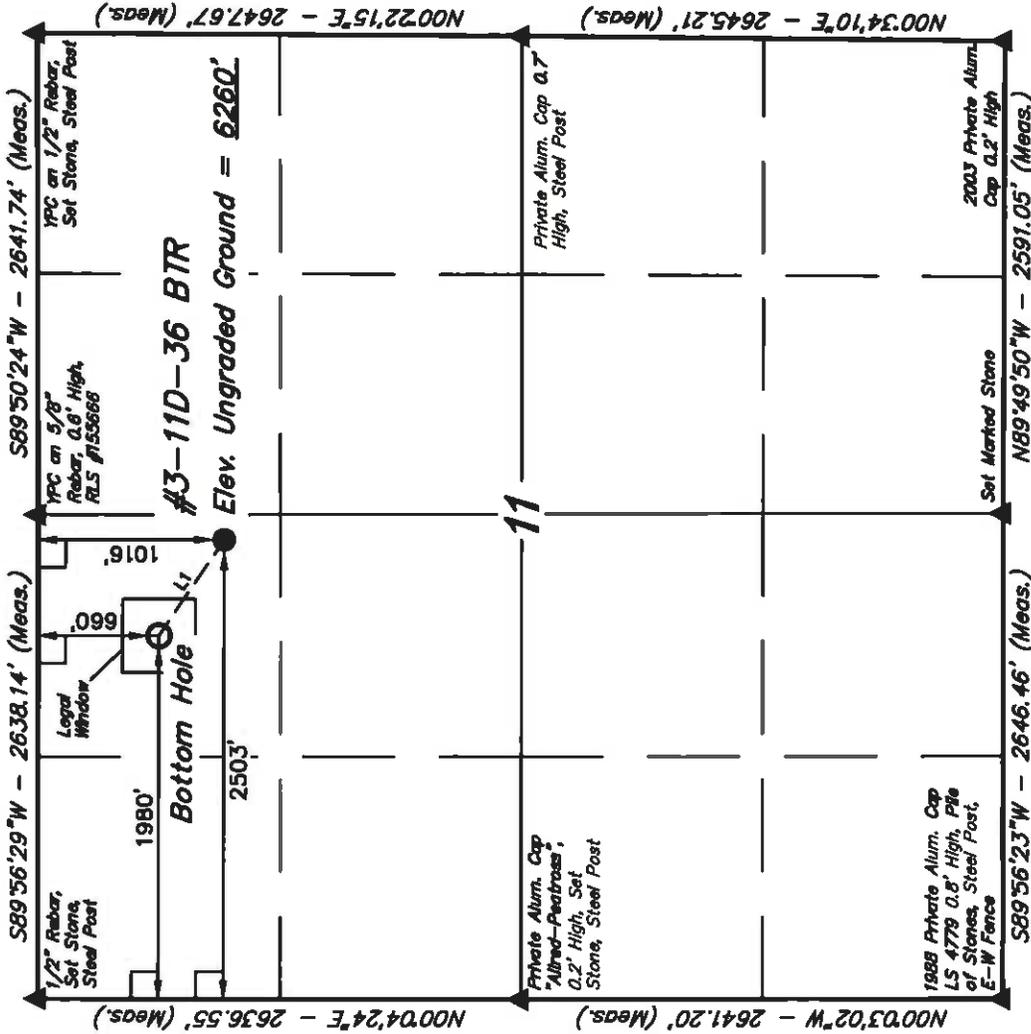
Well location, #3-11D-36 BTR, located as shown in the NE 1/4 NW 1/4 of Section 11, T3S, R6W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

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

BASIS OF BEARINGS

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



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE REPRESENTS 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

REVISED: 09-22-10
 REVISED: 09-21-10

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

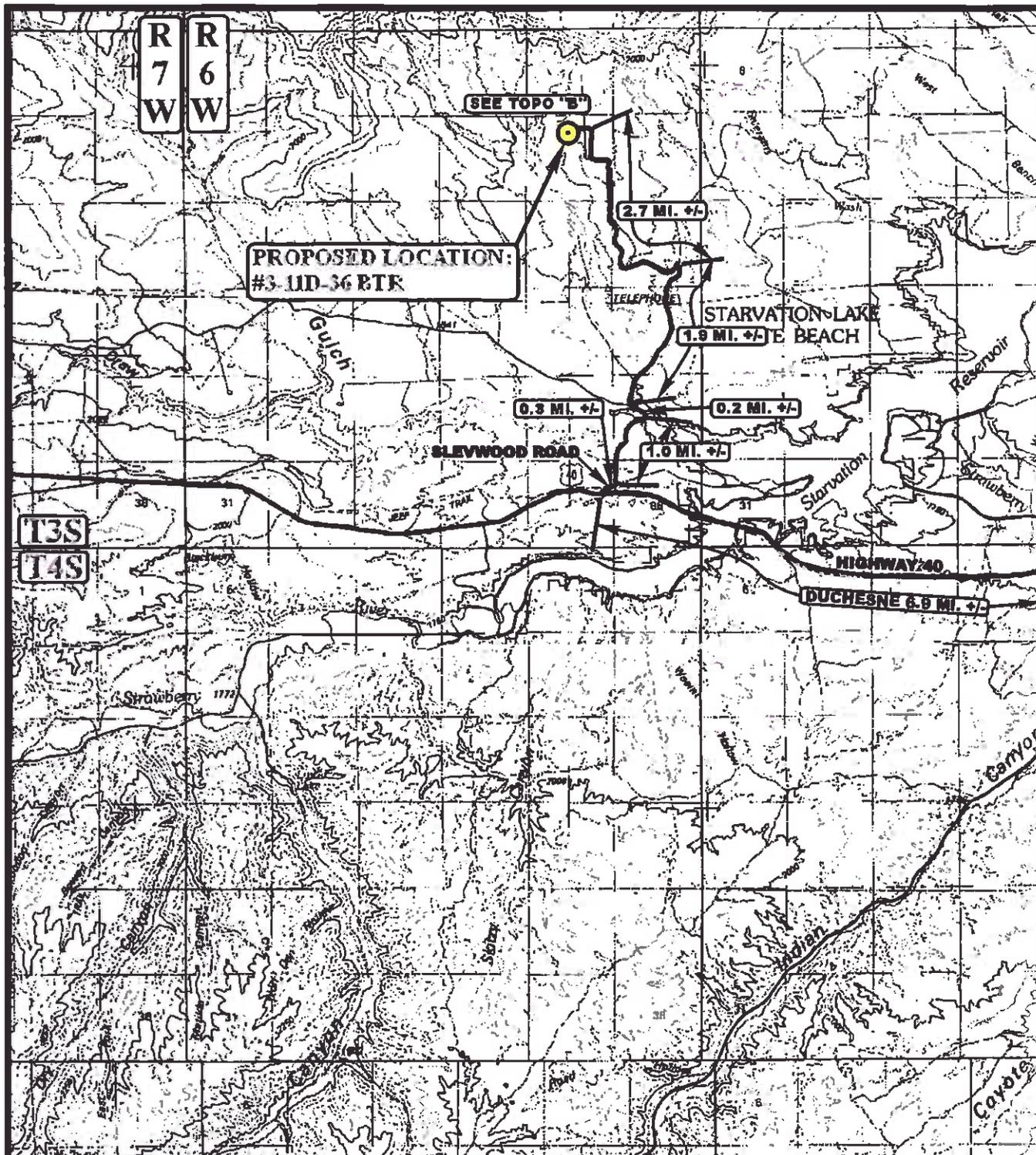
SCALE	1" = 1000'	DATE SURVEYED:	08-02-10	DATE DRAWN:	08-10-10
PARTY	B.B. B.H. C.C.	REFERENCES	G.L.O. PLAT		
WEATHER	HOT	FILE	BILL BARRETT CORPORATION		

LINE	BEARING	LENGTH
L1	N55°49'39"W	632.01'

LEGEND:

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

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°4'23.18"	LATITUDE = 40°4'19.65"
LONGITUDE = 110°31'57.85"	LONGITUDE = 110°31'51.08"
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 40°4'23.32"	LATITUDE = 40°4'18.61"
LONGITUDE = 110°31'55.27"	LONGITUDE = 110°31'48.53"



LEGEND:

● PROPOSED LOCATION



BILL BARRETT CORPORATION

#3-11D-36 BTR
SECTION 11, T3S, R6W, U.S.B.&M.
1016' FNL 2503' FWL

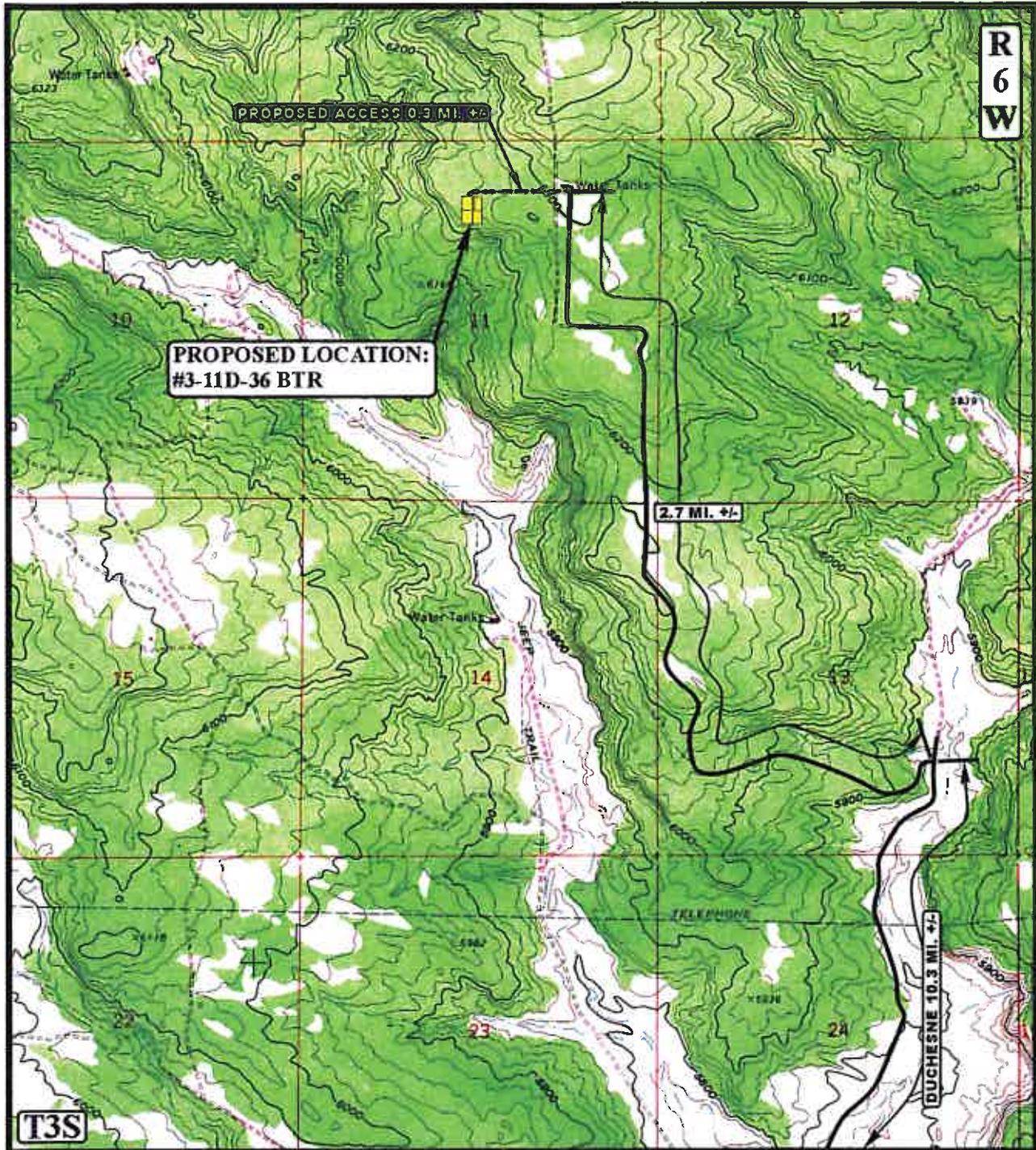


Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 • FAX (435) 789-1813

TOPOGRAPHIC 08 13 10
MAP MONTH DAY YEAR

SCALE: 1:100,000 DRAWN BY: Z.L. REVISED: 09-24-10





T3S

R6W

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING ROAD

BILL BARRETT CORPORATION

#3-11D-36 BTR
 SECTION 11, T3S, R6W, U.S.B.&M.
 1016' FNL 2503' FWL

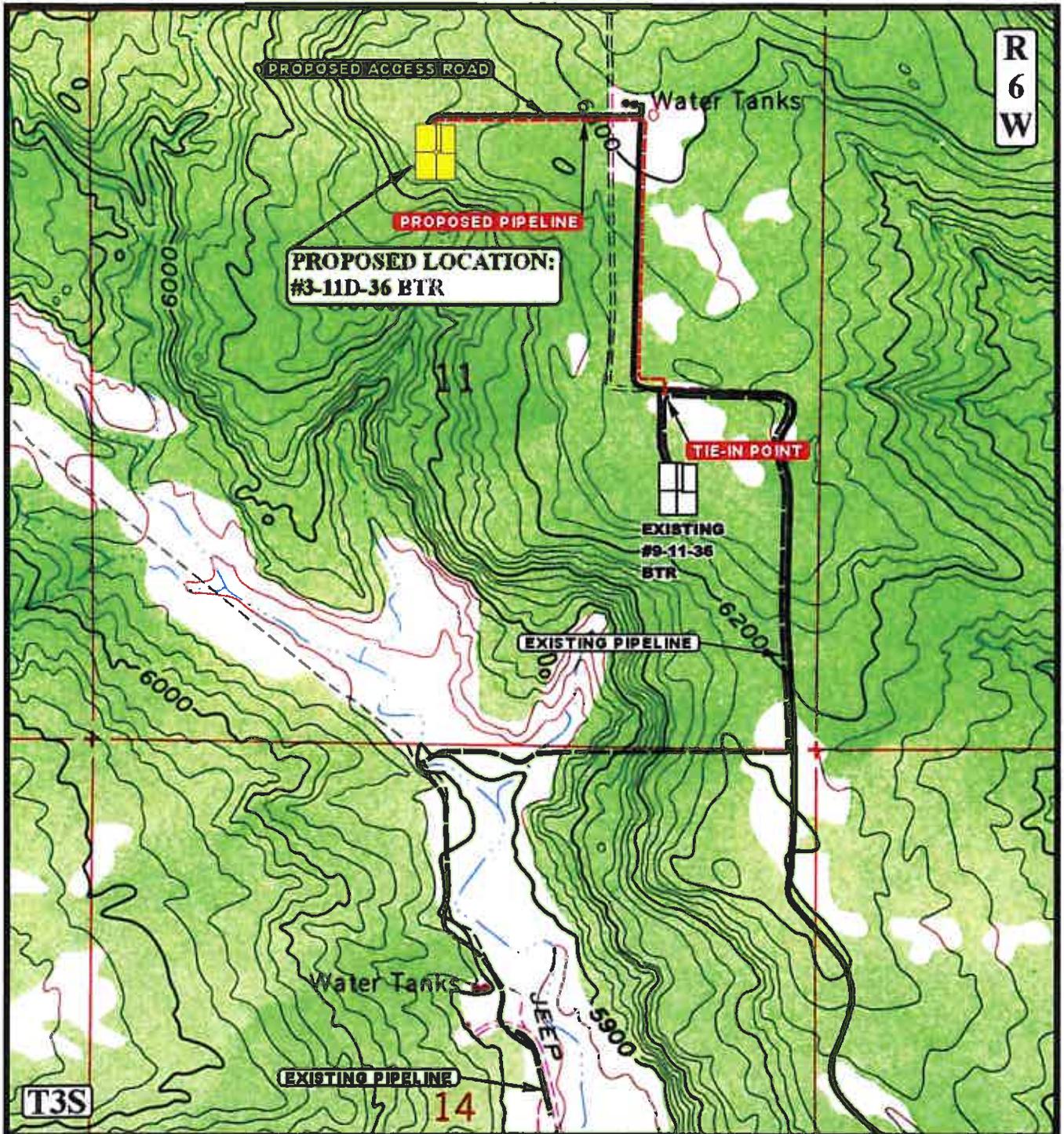


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TOPOGRAPHIC 08 13 10
 MAP MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: Z.L. REVISED: 09-24-10





APPROXIMATE TOTAL PIPELINE DISTANCE = 3,584' +/-

LEGEND:

-  EXISTING PIPELINE
-  PROPOSED PIPELINE
-  PROPOSED ACCESS ROAD

BILL BARRETT CORPORATION

#3-11D-36 BTR
 SECTION 11, T3S, R6W, U.S.B.&M.
 1016' ENL 2503' FWL



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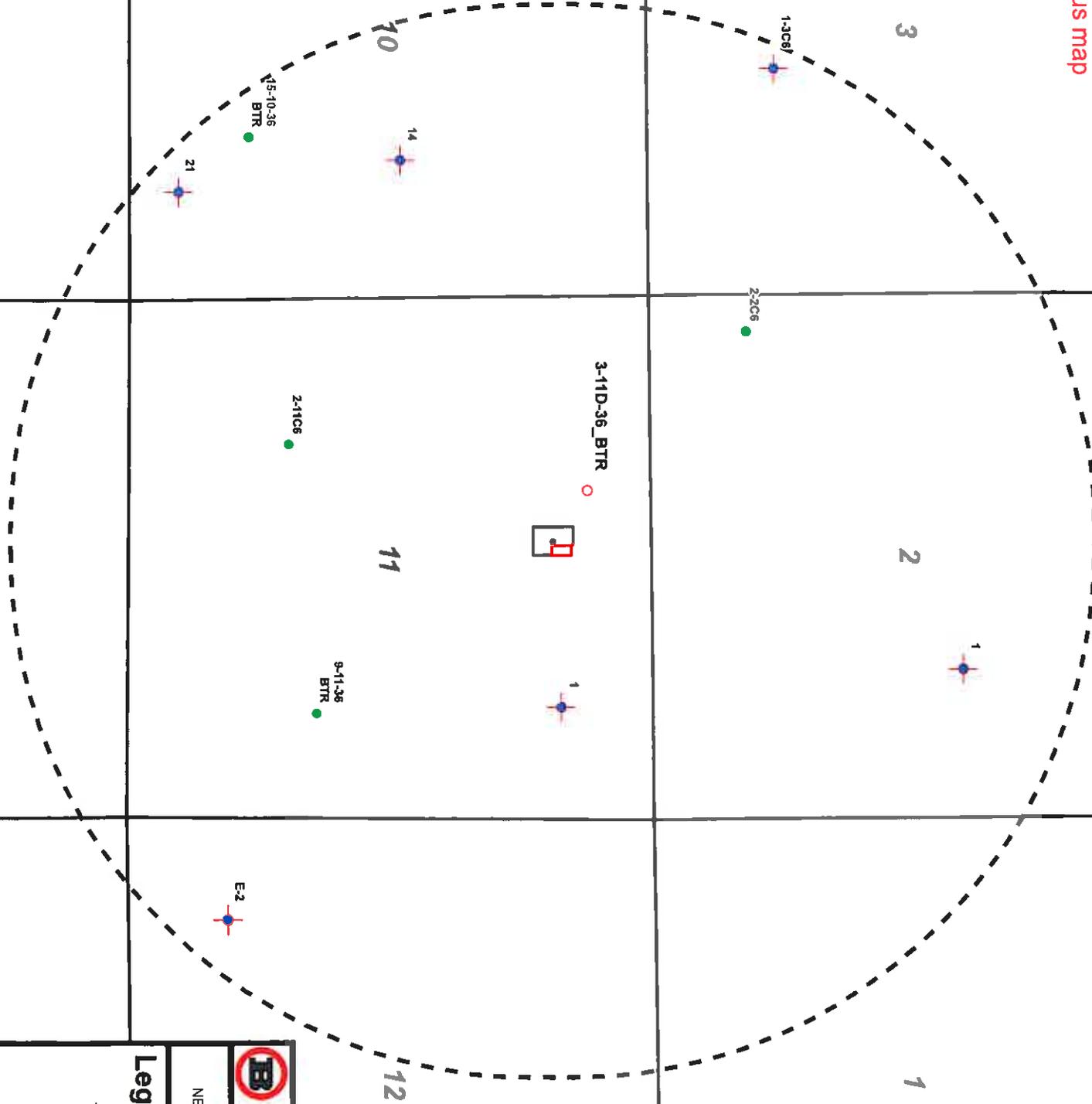
TOPOGRAPHIC MAP 08 13 10
MONTH DAY YEAR

SCALE: 1" = 100' DRAWN BY: Z.L. REVISED: 09-24-10



One mile radius map

3S/6W



BB Bill Barrett Corporation

3-11D-36 BTR Pad
 NENW, Section 11, T3S, R6W
 Duchesne County, Utah

Legend

-  Dry - 1 Total
-  Oil - 4 Total
-  P&A - 6 Total

BILL BARRETT CORPORATION

#3-11D-36 BTR

LOCATED IN DUCHESNE COUNTY, UTAH

SECTION 11, T3S, R6W, U.S.B.&M.



PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: WESTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: WESTERLY



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

TOPOGRAPHIC	08	13	10	PHOTO
MAP	MONTH	DAY	YEAR	
TAKEN BY: D.R.	DRAWN BY: Z.L.		REVISED: 09-24-10	

BILL BARRETT CORPORATION
#3-11D-36 BTR
SECTION 11, T3S, R6W, U.S.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM DUCHESNE, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 6.9 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTHEAST; TURN RIGHT AND PROCEED IN A NORTHEASTELY DIRECTION APPROXIMATELY 0.3 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTH; TURN LEFT AND PROCEED IN A NORTHERLY DIRECTION APPROXIMATELY 1.0 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTHWEST; TURN LEFT AND PROCEED IN A NORTHWESTERLY DIRECTION APPROXIMATELY 0.2 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTHEAST; TURN RIGHT AND PROCEED IN A NORTHEASTERLY DIRECTION APPROXIMATELY 1.9 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE WEST; TURN LEFT AND PROCEED IN A WESTERLY, THEN NORTHERLY, THEN WESTERLY, THEN NORTHERLY DIRECTION APPROXIMATELY 2.7 MILES TO THE BEGINNING OF THE PROPOSED ACCESS TO THE WEST; FOLLOW ROAD FLAGS IN A WESTERLY DIRECTION APPROXIMATELY 0.3 MILES TO THE PROPOSED WELL LOCATION.

TOTAL DISTANCE FROM DUCHESNE, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 13.3 MILES.

Bill Barrett Corp
Duchesne County, UT (NAD 1927)
Sec. 11-T3S-R6W
#3-11D-36 BTR

Plan A

Plan: Plan A - Rev 0

Sperry Drilling Services
Proposal Report

18 November, 2010

Well Coordinates: 695,510.41 N, 2,270,749.08 E (40° 14' 19.81" N, 110° 31' 48.53" W)

Ground Level: 6,255.00 ft

Local Coordinate Origin:	Centered on Well #3-11D-36 BTR
Viewing Datum:	KB @ 6270.00ft (Patterson 506)
TVDs to System:	N
North Reference:	True
Unit System:	API - US Survey Feet - Custom

Geodetic Scale Factor Applied

Version: 2003.16 Build: 43I

HALLIBURTON



Plan Report for #3-11D-36 BTR - Plan A - Rev 0

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	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
100.00	0.00	0.00	100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
200.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
300.00	0.00	0.00	300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
400.00	0.00	0.00	400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
500.00	0.00	0.00	500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
600.00	0.00	0.00	600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
700.00	0.00	0.00	700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
800.00	0.00	0.00	800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
900.00	0.00	0.00	900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,000.00	0.00	0.00	1,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,100.00	0.00	0.00	1,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,200.00	0.00	0.00	1,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,300.00	0.00	0.00	1,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,400.00	0.00	0.00	1,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,500.00	0.00	0.00	1,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,600.00	0.00	0.00	1,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,700.00	0.00	0.00	1,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,800.00	0.00	0.00	1,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,900.00	0.00	0.00	1,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,000.00	0.00	0.00	2,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,100.00	0.00	0.00	2,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,200.00	0.00	0.00	2,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,300.00	0.00	0.00	2,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,400.00	0.00	0.00	2,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,500.00	0.00	0.00	2,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,600.00	0.00	0.00	2,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,700.00	0.00	0.00	2,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,800.00	0.00	0.00	2,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,900.00	0.00	0.00	2,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,000.00	0.00	0.00	3,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,100.00	0.00	0.00	3,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,200.00	0.00	0.00	3,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,300.00	0.00	0.00	3,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,400.00	0.00	0.00	3,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,500.00	0.00	0.00	3,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
KOP - Begin 2.0°/100' Build at 3500.00ft										
3,600.00	2.00	304.20	3,599.98	0.98	-1.44	1.75	2.00	2.00	0.00	304.20
3,700.00	4.00	304.20	3,699.84	3.92	-5.77	6.98	2.00	2.00	0.00	0.00
3,800.00	6.00	304.20	3,799.45	8.82	-12.98	15.69	2.00	2.00	0.00	0.00
3,900.00	8.00	304.20	3,898.70	15.67	-23.06	27.88	2.00	2.00	0.00	0.00
3,907.87	8.16	304.20	3,906.49	16.29	-23.97	28.99	2.00	2.00	0.00	0.00
End of Build at 3907.87ft										
4,000.00	8.16	304.20	3,997.69	23.64	-34.79	42.06	0.00	0.00	0.00	0.00
4,100.00	8.16	304.20	4,096.68	31.62	-46.52	56.25	0.00	0.00	0.00	0.00
4,200.00	8.16	304.20	4,195.67	39.59	-58.26	70.44	0.00	0.00	0.00	0.00
4,300.00	8.16	304.20	4,294.66	47.57	-69.99	84.63	0.00	0.00	0.00	0.00
4,400.00	8.16	304.20	4,393.64	55.54	-81.73	98.82	0.00	0.00	0.00	0.00
4,500.00	8.16	304.20	4,492.63	63.52	-93.46	113.01	0.00	0.00	0.00	0.00
4,600.00	8.16	304.20	4,591.62	71.50	-105.20	127.20	0.00	0.00	0.00	0.00
4,700.00	8.16	304.20	4,690.61	79.47	-116.94	141.38	0.00	0.00	0.00	0.00
4,800.00	8.16	304.20	4,789.60	87.45	-128.67	155.57	0.00	0.00	0.00	0.00
4,855.97	8.16	304.20	4,845.00	91.91	-135.24	163.52	0.00	0.00	0.00	0.00
Green River										
4,900.00	8.16	304.20	4,888.58	95.42	-140.41	169.76	0.00	0.00	0.00	0.00
5,000.00	8.16	304.20	4,987.57	103.40	-152.14	183.95	0.00	0.00	0.00	0.00
5,100.00	8.16	304.20	5,086.56	111.37	-163.88	198.14	0.00	0.00	0.00	0.00
5,200.00	8.16	304.20	5,185.55	119.35	-175.61	212.33	0.00	0.00	0.00	0.00

Plan Report for #3-11D-36 BTR - Plan A - Rev 0

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 (°)
5,300.00	8.16	304.20	5,284.54	127.33	-187.35	226.52	0.00	0.00	0.00	0.00
5,400.00	8.16	304.20	5,383.53	135.30	-199.09	240.71	0.00	0.00	0.00	0.00
5,500.00	8.16	304.20	5,482.51	143.28	-210.82	254.90	0.00	0.00	0.00	0.00
5,600.00	8.16	304.20	5,581.50	151.25	-222.56	269.09	0.00	0.00	0.00	0.00
5,700.00	8.16	304.20	5,680.49	159.23	-234.29	283.28	0.00	0.00	0.00	0.00
5,800.00	8.16	304.20	5,779.48	167.20	-246.03	297.47	0.00	0.00	0.00	0.00
5,900.00	8.16	304.20	5,878.47	175.18	-257.76	311.66	0.00	0.00	0.00	0.00
Hold Angle at 8.16°										
6,000.00	8.16	304.20	5,977.45	183.16	-269.50	325.85	0.00	0.00	0.00	0.00
6,100.00	8.16	304.20	6,076.44	191.13	-281.24	340.04	0.00	0.00	0.00	0.00
6,200.00	8.16	304.20	6,175.43	199.11	-292.97	354.23	0.00	0.00	0.00	0.00
6,300.00	8.16	304.20	6,274.42	207.08	-304.71	368.42	0.00	0.00	0.00	0.00
6,400.00	8.16	304.20	6,373.41	215.06	-316.44	382.61	0.00	0.00	0.00	0.00
6,500.00	8.16	304.20	6,472.40	223.04	-328.18	396.79	0.00	0.00	0.00	0.00
6,600.00	8.16	304.20	6,571.38	231.01	-339.91	410.98	0.00	0.00	0.00	0.00
6,700.00	8.16	304.20	6,670.37	238.99	-351.65	425.17	0.00	0.00	0.00	0.00
6,800.00	8.16	304.20	6,769.36	246.96	-363.39	439.36	0.00	0.00	0.00	0.00
6,900.00	8.16	304.20	6,868.35	254.94	-375.12	453.55	0.00	0.00	0.00	0.00
7,000.00	8.16	304.20	6,967.34	262.91	-386.86	467.74	0.00	0.00	0.00	0.00
7,043.10	8.16	304.20	7,010.00	266.35	-391.92	473.86	0.00	0.00	0.00	0.00
TGR3										
7,100.00	8.16	304.20	7,066.32	270.89	-398.59	481.93	0.00	0.00	0.00	0.00
7,200.00	8.16	304.20	7,165.31	278.87	-410.33	496.12	0.00	0.00	0.00	0.00
7,300.00	8.16	304.20	7,264.30	286.84	-422.07	510.31	0.00	0.00	0.00	0.00
7,400.00	8.16	304.20	7,363.29	294.82	-433.80	524.50	0.00	0.00	0.00	0.00
7,500.00	8.16	304.20	7,462.28	302.79	-445.54	538.69	0.00	0.00	0.00	0.00
7,600.00	8.16	304.20	7,561.27	310.77	-457.27	552.88	0.00	0.00	0.00	0.00
7,700.00	8.16	304.20	7,660.25	318.74	-469.01	567.07	0.00	0.00	0.00	0.00
7,800.00	8.16	304.20	7,759.24	326.72	-480.74	581.26	0.00	0.00	0.00	0.00
7,884.62	8.16	304.20	7,843.01	333.47	-490.67	593.26	0.00	0.00	0.00	0.00
Begin 1.5°/100ft Drop to Vertical at 7884.62ft										
7,886.63	8.13	304.20	7,845.00	333.63	-490.91	593.55	1.50	-1.50	0.00	-180.00
Douglas Creek										
7,900.00	7.93	304.20	7,858.23	334.68	-492.45	595.42	1.50	-1.50	0.00	180.00
8,000.00	6.43	304.20	7,957.45	341.70	-502.79	607.91	1.50	-1.50	0.00	180.00
8,100.00	4.93	304.20	8,056.96	347.26	-510.97	617.80	1.50	-1.50	0.00	180.00
8,200.00	3.43	304.20	8,156.69	351.35	-516.99	625.08	1.50	-1.50	0.00	180.00
8,238.37	2.85	304.20	8,195.00	352.54	-518.73	627.18	1.50	-1.50	0.00	-180.00
3Point Marker										
8,300.00	1.93	304.20	8,256.57	353.98	-520.85	629.75	1.50	-1.50	0.00	180.00
8,400.00	0.43	304.20	8,356.55	355.13	-522.55	631.81	1.50	-1.50	0.00	180.00
8,428.45	0.00	0.00	8,385.00	355.19	-522.64	631.91	1.50	-1.50	0.00	180.00
End of Drop at 8428.45ft - Black Shale										
8,500.00	0.00	0.00	8,456.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
8,600.00	0.00	0.00	8,556.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
8,653.45	0.00	0.00	8,610.00	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
Castle Peak										
8,700.00	0.00	0.00	8,656.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
8,800.00	0.00	0.00	8,756.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
8,900.00	0.00	0.00	8,856.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
8,993.45	0.00	0.00	8,950.00	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
Uteland Butte										
9,000.00	0.00	0.00	8,956.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
9,100.00	0.00	0.00	9,056.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
9,200.00	0.00	0.00	9,156.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
9,263.45	0.00	0.00	9,220.00	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
CR1										
9,300.00	0.00	0.00	9,256.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
9,400.00	0.00	0.00	9,356.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00

Plan Report for #3-11D-36 BTR - Plan A - Rev 0

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
9,418.45	0.00	0.00	9,375.00	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
Wasatch										
9,500.00	0.00	0.00	9,456.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
9,600.00	0.00	0.00	9,556.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
9,633.45	0.00	0.00	9,590.00	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
CR2										
9,700.00	0.00	0.00	9,656.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
9,800.00	0.00	0.00	9,756.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
9,900.00	0.00	0.00	9,856.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
9,968.45	0.00	0.00	9,925.00	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
CR3										
10,000.00	0.00	0.00	9,956.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
10,100.00	0.00	0.00	10,056.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
10,200.00	0.00	0.00	10,156.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
10,300.00	0.00	0.00	10,256.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
10,313.45	0.00	0.00	10,270.00	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
CR4										
10,400.00	0.00	0.00	10,356.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
10,500.00	0.00	0.00	10,456.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
10,600.00	0.00	0.00	10,556.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
10,623.45	0.00	0.00	10,580.00	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
CR4A										
10,700.00	0.00	0.00	10,656.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
10,763.45	0.00	0.00	10,720.00	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
CR5										
10,800.00	0.00	0.00	10,756.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
10,900.00	0.00	0.00	10,856.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
10,923.45	0.00	0.00	10,880.00	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
CR6										
11,000.00	0.00	0.00	10,956.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
11,100.00	0.00	0.00	11,056.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
11,200.00	0.00	0.00	11,156.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
11,283.45	0.00	0.00	11,240.00	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
CR7										
11,300.00	0.00	0.00	11,256.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
11,400.00	0.00	0.00	11,356.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
11,500.00	0.00	0.00	11,456.55	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
11,533.45	0.00	0.00	11,490.00	355.19	-522.64	631.91	0.00	0.00	0.00	0.00
Total Depth at 11533.45ft										

Plan Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
3,500.00	3,500.00	0.00	0.00	KOP - Begin 2.0°/100' Build at 3500.00ft
3,907.87	3,906.49	16.29	-23.97	End of Build at 3907.87ft
5,900.00	5,878.47	175.18	-257.76	Hold Angle at 8.16°
7,884.62	7,843.01	333.47	-490.67	Begin 1.5°/100ft Drop to Vertical at 7884.62ft
8,428.45	8,385.00	355.19	-522.64	End of Drop at 8428.45ft
11,533.45	11,490.00	355.19	-522.64	Total Depth at 11533.45ft

Plan Report for #3-11D-36 BTR - Plan A - Rev 0**Vertical Section Information**

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/_S (ft)	Origin +E/-W (ft)	Start TVD (ft)
Target	3-11D-36 BTR_PlanA - Rev0_BHL Tgt	304.20	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
0.00	11,533.45	Plan A - Rev 0	MWD

Formation Details

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
4,855.97	4,845.00	Green River		0.00	
7,043.10	7,010.00	TGR3		0.00	
7,886.63	7,845.00	Douglas Creek		0.00	
8,238.37	8,195.00	3Point Marker		0.00	
8,428.45	8,385.00	Black Shale		0.00	
8,653.45	8,610.00	Castle Peak		0.00	
8,993.45	8,950.00	Uteland Butte		0.00	
9,263.45	9,220.00	CR1		0.00	
9,418.45	9,375.00	Wasatch		0.00	
9,633.45	9,590.00	CR2		0.00	
9,968.45	9,925.00	CR3		0.00	
10,313.45	10,270.00	CR4		0.00	
10,623.45	10,580.00	CR4A		0.00	
10,763.45	10,720.00	CR5		0.00	
10,923.45	10,880.00	CR6		0.00	
11,283.45	11,240.00	CR7		0.00	

Targets associated with this wellbore

Target Name	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Shape
3-11D-36 BTR_PlanA - Rev0_Zone Tgt	8,385.00	355.19	-522.64	Circle
3-11D-36 BTR_PlanA - Rev0_BHL Tgt	11,490.00	355.19	-522.64	Point

North Reference Sheet for Sec. 11-T3S-R6W - #3-11D-36 BTR - Plan A

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

Vertical Depths are relative to KB @ 6270.00ft (Patterson 506). Northing and Easting are relative to #3-11D-36 BTR

Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866

Projection method is Lambert Conformal Conic (2 parallel)

Central Meridian is -111.50°, Longitude Origin:0° 0' 0.000 E°, Latitude Origin:40° 39' 0.000 N°

False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99992361

Grid Coordinates of Well: 695,510.41 ft N, 2,270,749.08 ft E

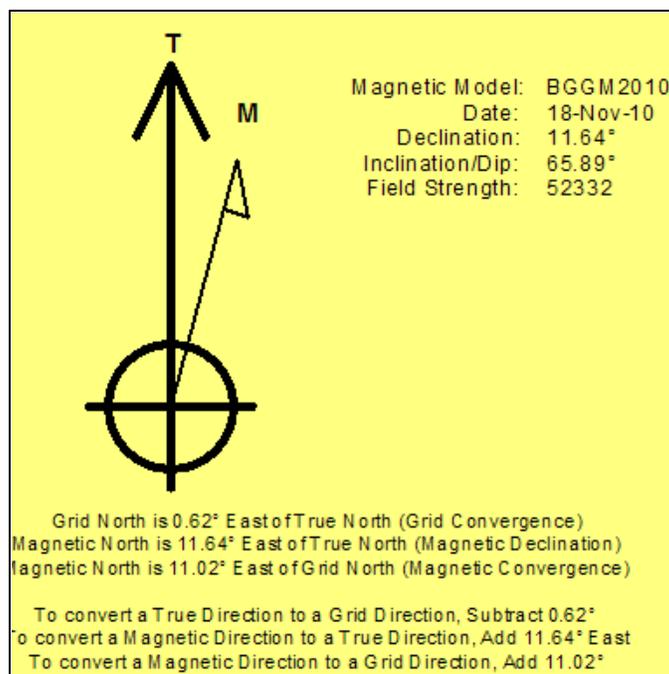
Geographical Coordinates of Well: 40° 14' 19.81" N, 110° 31' 48.53" W

Grid Convergence at Surface is: 0.62°

Based upon Minimum Curvature type calculations, at a Measured Depth of 11,533.45ft

the Bottom Hole Displacement is 631.91ft in the Direction of 304.20° (True).

Magnetic Convergence at surface is: -11.02° (18 November 2010, , BGGM2010)



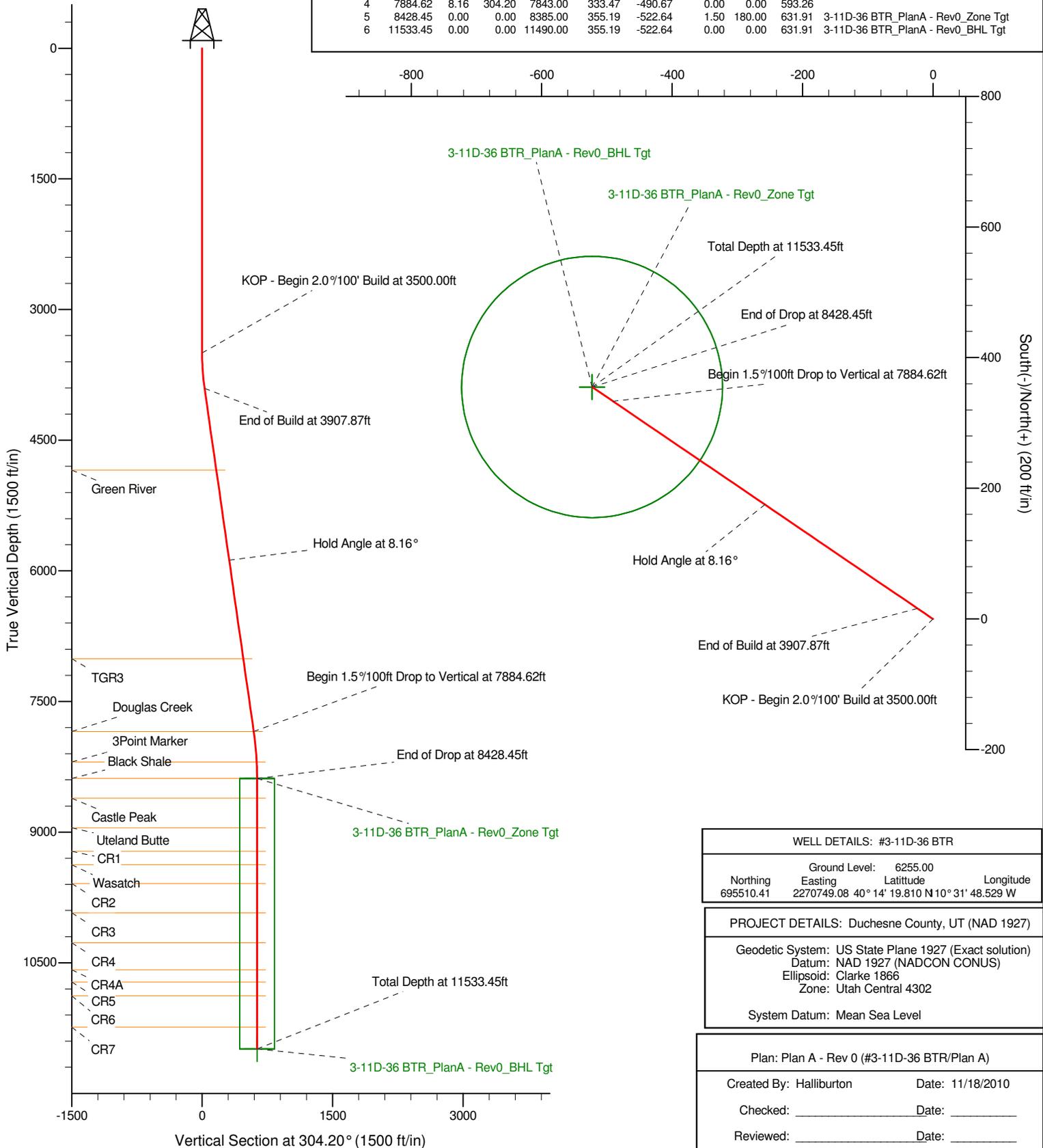
Project: Duchesne County, UT (NAD 1927)
 Site: Sec. 11-T3S-R6W
 Well: #3-11D-36 BTR
 Wellbore: Plan A
 Plan: Plan A - Rev 0

Bill Barrett Corp



SECTION DETAILS

Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
2	3500.00	0.00	0.00	3500.00	0.00	0.00	0.00	0.00	0.00	
3	3907.87	8.16	304.20	3906.50	16.29	-23.97	2.00	304.20	28.99	
4	7884.62	8.16	304.20	7843.00	333.47	-490.67	0.00	0.00	593.26	
5	8428.45	0.00	0.00	8385.00	355.19	-522.64	1.50	180.00	631.91	3-11D-36 BTR_PlanA - Rev0_Zone Tgt
6	11533.45	0.00	0.00	11490.00	355.19	-522.64	0.00	0.00	631.91	3-11D-36 BTR_PlanA - Rev0_BHL Tgt



WELL DETAILS: #3-11D-36 BTR		
Ground Level:	6255.00	
Northing	Easting	Latitude
695510.41	2270749.08	40° 14' 19.810 N 10° 31' 48.529 W

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

Plan: Plan A - Rev 0 (#3-11D-36 BTR/Plan A)	
Created By:	Halliburton
Date:	11/18/2010
Checked:	_____
Date:	_____
Reviewed:	_____
Date:	_____
Approved:	_____
Date:	_____

3-11D-36 BTR SUA NOTE

The well name was changed from 3-11-36 BTR to 3-11D-36 BTR after the Surface Use Agreements were already signed.

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 13th day of January, 2011, by and between Lael Brown and Sandra Brown, as joint tenants, 5307 South 3500 West, Roy, UT 84067 ("Surface Owner") and Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, ("BBC").

WITNESSETH THAT:

WHEREAS, BBC owns undivided interests in certain oil and gas leases ("leases") covering and affecting the all of Section 11, Township 3 South, Range 6 West, USM, of Duchesne County, Utah; and,

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

WHEREAS, BBC, pursuant to its rights under the Leases, intends to drill the #3-11-36 BTR well at a legal drill-site location in the N1/2 of Section 11, Township 3 South, Range 6 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of the N1/2 of Section 11, Township 3 South, Range 6 West, USM, Duchesne County, Utah, more specifically described as Lot 8 Blacktail Shadows Subdivision, and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,

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

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

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

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

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

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

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

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

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

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

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

This Agreement may be executed in any number of counterparts and all such counterparts shall be deemed to constitute a single Agreement and the execution of one counterpart by any party hereto shall have the same force and effect as if said party had signed all other counterparts.

STATE OF UTAH
COUNTY OF DUCHESNE

SURFACE LAND USE AGREEMENT

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, Clark Cone and Carol Cone, husband and wife, and James Garn and Wendee Garn, husband and wife, all as Joint Tenants, whose mailing address is 2677 West 9435 South, South Jordan, Utah 84095 (hereinafter referred to as GRANTOR), whether one or more), is the owner of the surface of the following described property located in Duchesne County, Utah , to-wit:

TOWNSHIP 3 SOUTH, RANGE 6 WEST, USM
Section 11: Lot 1, Blacktail Shadows Subdivision

See Exhibit "A"

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

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

NOW THEREFORE, for and in consideration of the sum of ten dollars (\$10.00) and other valuable considerations, the receipt and sufficiency of which is hereby acknowledged, Grantor does hereby grant, sell and convey unto Grantee, its successors and assigns, the easement and right to use that portion of the herein above described property as may be necessary to construct, entrench, maintain, operate, replace, remove, protect or abandon a pipeline or pipelines for the transportation of natural gas, water, saltwater and other substances exclusively with appurtenances thereto, including, but not limited to, valves, metering equipment, and cathodic equipment (said pipeline or pipelines, appurtenances, valves, metering equipment, cathodic equipment being sometimes collectively called the "facilities") over, under and through the hereinafter described land as described in the attached Exhibit "A". Grantee shall bury the pipeline or pipelines constructed pursuant to the terms of this Agreement to a depth of three (3) feet, or as close to this depth as possible.

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

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

The Grantor hereby covenants and warrants that they are the surface owner of the above-described land, and have the right to enter into this agreement.

FOR THE SAME CONSIDERATION RECITED ABOVE, Grantor and Grantee do hereby release, discharge and acquit the other from any and all liability, and shall indemnify the other against any and all claims and demands for damages, attorneys fees, injury or loss, existing now or done hereafter, to the surface of said lands or to any third parties arising out of or being the result of their or, their agents, contractors, licensees, permittees, successors and assigns own activities on or use of the subject property.

However, such parties' potential liability under this paragraph to the other shall be limited to the acts and/or omission of it, or its predecessors, agents, contractors, licensees, permittees, successors, and assigns, and shall not include any acts and/or omissions of the other party, its agents, contractors, licensees, permittees, successors or assigns. Grantee shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an uncluttered condition.

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

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

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

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

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

IN WITNESS WHEREOF, this Surface Land Use Agreement is executed as of the dates of the respective acknowledgments of the parties hereto, but is effective as of the 13th day January, 2011.

GRANTOR:

By: Clark Cone
Clark Cone

Date: 1-20-11

By: Carol Cone
Carol Cone

Date: 1-20-11

By: James Garn
James Garn

Date: 1-23-11

By: Wendee Garn
Wendee Garn

Date: 1/24/11

GRANTEE:

BILL BARRETT CORPORATION

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

ACKNOWLEDGMENT

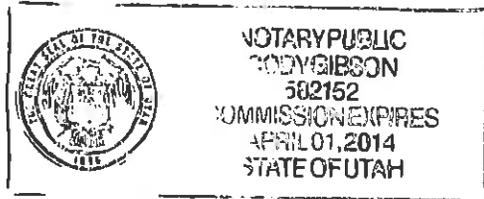
STATE OF UTAH
COUNTY OF SALT LAKE

On this 20 day of January, 2011, before me personally appeared Clark Cone and Carol Cone, husband and wife known to me to be the persons who are described in and who executed the within instrument and acknowledged to me that they executed the same.

WITNESS my hand and official seal.

Notary Public
Residing at: Salt Lake county Utah

My Commission Expires: April 01 2014



ACKNOWLEDGMENT

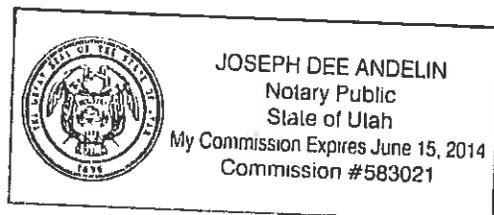
STATE OF UTAH
COUNTY OF SALT LAKE

On this 25th day of JANUARY, 2011, before me personally appeared James Garn and Wendee Garn, husband and wife, known to me to be the persons who are described in and who executed the within instrument and acknowledge to me that they executed the same.

WITNESS my hand and official seal.

Notary Public
Residing at: Revere, UT

My Commission Expires: 6/15/14



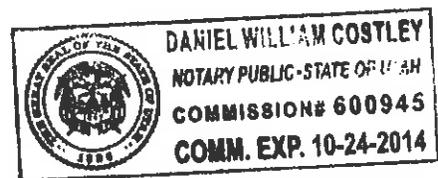
ACKNOWLEDGMENT

STATE OF UTAH
COUNTY OF SALT LAKE

On this 10 day of February 2011, personally appeared before me Clint W. Turner, who, being by me duly sworn, did say that he is the Agent for Bill Barrett Corporation and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said Clint W. Turner acknowledged to me that said corporation executed the same.

My Commission Expires: 10-24-2014

Notary Public
Residing at:



STATE OF UTAH
COUNTY OF DUCHESNE

SURFACE LAND USE AGREEMENT

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, Deena J. Lab and O. Dean Lab, Trustees of the Lab Family Trust U/A/D July 28, 1998, whose mailing address is 105 E. Valley View Drive, Salem, UT 84653-2019 (hereinafter referred to as GRANTOR), whether one or more), is the owner of the surface of the following described property located in Duchesne County, Utah, to-wit:

TOWNSHIP 3 SOUTH, RANGE 6 WEST, USM
Section 11: Lot 2, Blacktail Shadows Subdivision

See Exhibit "A"

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

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

NOW THEREFORE, for and in consideration of the sum of ten dollars (\$10.00) and other valuable considerations, the receipt and sufficiency of which is hereby acknowledged, Grantor does hereby grant, sell and convey unto Grantee, its successors and assigns, the easement and right to use that portion of the herein above described property as may be necessary to construct, entrench, maintain, operate, replace, remove, protect or abandon a pipeline or pipelines for the transportation of natural gas, water, saltwater and other substances exclusively with appurtenances thereto, including, but not limited to, valves, metering equipment, and cathodic equipment (said pipeline or pipelines, appurtenances, valves, metering equipment, cathodic equipment being sometimes collectively called the "facilities") over, under and through the hereinafter described land as described in the attached Exhibit "A". Grantee shall bury the pipeline or pipelines constructed pursuant to the terms of this Agreement to a depth of three (3) feet, or as close to this depth as possible.

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

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

The Grantor hereby covenants and warrants that they are the surface owner of the above-described land, and have the right to enter into this agreement.

FOR THE SAME CONSIDERATION RECITED ABOVE, Grantor and Grantee do hereby release, discharge and acquit the other from any and all liability, and shall indemnify the other against any and all claims and demands for damages, attorneys fees, injury or loss, existing now or done hereafter, to the surface of said lands or to any third parties arising out of or being the result of their or, their agents, contractors, licensees, permittees, successors and assigns own activities on or use of the subject property.

However, such parties' potential liability under this paragraph to the other shall be limited to the acts and/or omission of it, or its predecessors, agents, contractors, licensees, permittees, successors, and assigns, and shall not include any acts and/or omissions of the other party, its agents, contractors, licensees, permittees, successors or assigns. Grantee shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an uncluttered condition.

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

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

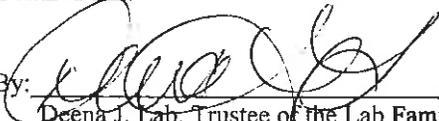
Upon abandonment of the facilities Grantee shall restore such facilities to as near its original condition as possible and shall furnish a recordable document evidencing such abandonment to Grantor, or Grantor's successors in interest, and all rights that Grantee has under the terms of this Agreement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

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

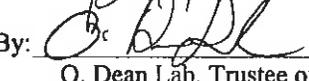
This agreement shall inure to the benefit of the parties hereto, their heirs, successors, and assigns and shall be a burden running with the land.

IN WITNESS WHEREOF, this Surface Land Use Agreement is executed as of the dates of the respective acknowledgments of the parties hereto, but is effective as of the 13th day January, 2011.

GRANTOR:

By:  trustee
Deena J. Lab, Trustee of the Lab Family Trust
U/A/D July 28, 1998

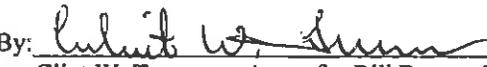
Date: 1/29/11

By:  Trustee
O. Dean Lab, Trustee of the Lab Family Trust
U/A/D July 28, 1998

Date: 1-26-11

GRANTEE:

BILL BARRETT CORPORATION

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

ACKNOWLEDGMENT

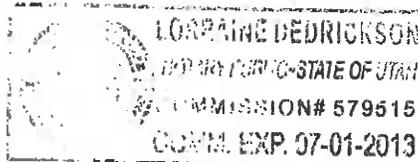
STATE OF UTAH
COUNTY OF SALT LAKE

On this 24 day of January, 2011, before me personally appeared Deena J. Lab and O. Dean Lab, Trustees of the Lab Family Trust U/A/D July 28, 1998 known to me to be the persons who are described in and who executed the within instrument and acknowledged to me that they executed the same.

WITNESS my hand and official seal.


Notary Public
Residing at:

My Commission Expires: 7-1-13

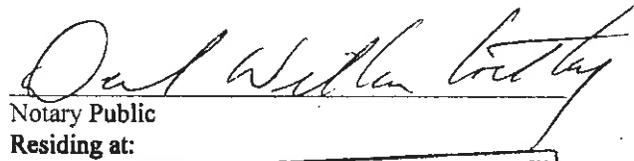


ACKNOWLEDGMENT

STATE OF UTAH
COUNTY OF SALT LAKE

On this 10th day of February, 2011, personally appeared before me Clint W. Turner, who, being by me duly sworn, did say that he is the Agent for Bill Barrett Corporation and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said Clint W. Turner acknowledged to me that said corporation executed the same.

My Commission Expires: 10-24-2014


Notary Public
Residing at:

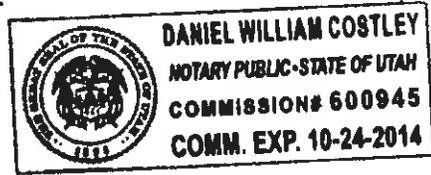


Exhibit A

NW Cor. Sec. 11 58956'29"W
 1/2" Radius, Set 2636.14' (Meas.)
 R.S. 455668
 Section Line
 58950'24"W - 2641.74' (Meas.)
 R.C. on 5/8" Rod, 0.6' High
 R.S. 455668
 R.C. on 1/2" Radius, 5M Stake, Steel Post

PIPELINE RIGHT-OF-WAY DESCRIPTION ON LAEL BROWN LANDS

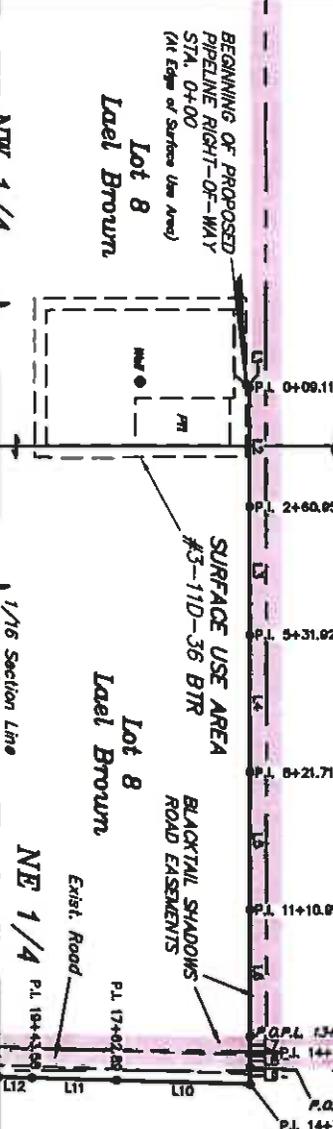
A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE NW 1/4 NE 1/4 (LOT 8) OF SECTION 11, T3S, R6W, U.S.B.&M., WHICH BEARS S0917'48"W 801.18' FROM THE NORTH 1/4 CORNER OF SAID SECTION 11, THENCE N4112'52"E 9.11'; THENCE N89'56'20"E 251.84'; THENCE N89'55'07"E 270.97'; THENCE N89'52'24"E 289.79'; THENCE N89'54'17"E 289.28'; THENCE N89'54'11"E 267.33' TO A POINT ON THE WEST EDGE OF THE BLACKTAIL SHADOWS ROAD EASEMENT BETWEEN LOTS 1 & 8 IN THE NW 1/4 NE 1/4 (LOT 8) OF SAID SECTION 11 WHICH BEARS S57'53'49"E 1470.65' FROM THE NORTH 1/4 CORNER OF SAID SECTION 11. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.949 ACRES MORE OR LESS.

PIPELINE RIGHT-OF-WAY DESCRIPTION ON CONNIE CLARK LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT ON THE EAST EDGE OF THE BLACKTAIL SHADOWS ROAD EASEMENT BETWEEN LOTS 1 & 8 IN THE NW 1/4 NE 1/4 (LOT 1) OF SECTION 11, T3S, R6W, U.S.B.&M., WHICH BEARS S59'12'56"E 1526.93' FROM THE NORTH 1/4 CORNER OF SAID SECTION 11, THENCE N89'58'22"E 34.72'; THENCE S01'42'36"W 283.84'; THENCE S01'43'15"W 180.69'; THENCE S01'42'49"W 72.37' TO A POINT ON THE SOUTH LINE OF THE NE 1/4 NE 1/4 (LOT 1) OF SAID SECTION 11 WHICH BEARS N44'23'16"W 1850.08' FROM THE EAST 1/4 CORNER OF SAID SECTION 11. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.394 ACRES MORE OR LESS.



Lot 8 Lael Brown

LINE TABLE

LINE	BEARING	LENGTH
L1	N4112'52"E	9.11'
L2	N89'56'20"E	251.84'
L3	N89'55'07"E	270.97'
L4	N89'52'24"E	289.79'
L5	N89'54'17"E	289.28'
L6	N89'54'11"E	267.33'
L7	N89'54'11"E	37.56'
L8	N89'58'22"E	28.45'
L9	N89'58'22"E	34.72'
L10	S01'42'36"W	283.84'
L11	S01'43'15"W	180.69'
L12	S01'42'49"W	72.37'
L13	S01'42'49"W	100.10'
L14	S01'42'42"W	586.17'
L15	S01'42'03"W	264.97'
L16	S01'41'01"W	328.65'
L17	N89'51'41"E	86.84'
L18	N89'40'39"E	115.16'
L19	S00'20'31"E	12.37'
L20	S00'20'31"E	66.00'
L21	S00'20'31"E	7.10'

PIPELINE RIGHT-OF-WAY DESCRIPTION IN BLACKTAIL SHADOWS ROAD EASEMENT

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT ON THE WEST EDGE OF THE BLACKTAIL SHADOWS ROAD EASEMENT BETWEEN LOTS 1 & 8 IN THE NW 1/4 NE 1/4 (LOT 8) OF SECTION 11, T3S, R6W, U.S.B.&M., WHICH BEARS S57'53'48"E 1470.65' FROM THE NORTH 1/4 CORNER OF SAID SECTION 11, THENCE N89'54'11"E 37.56'; THENCE N89'58'22"E 28.45' TO A POINT ON THE EAST EDGE OF THE BLACKTAIL SHADOWS ROAD EASEMENT BETWEEN LOTS 1 & 8 IN THE NW 1/4 NE 1/4 (LOT 1) OF SAID SECTION 11 WHICH BEARS S59'12'56"E 1526.93' FROM THE NORTH 1/4 CORNER OF SAID SECTION 11. ALSO BEGINNING AT A POINT ON THE NORTH EDGE OF THE BLACKTAIL SHADOWS ROAD EASEMENT BETWEEN LOTS 2 & 3 IN THE SE 1/4 NE 1/4 (LOT 2) OF SAID SECTION 11 WHICH BEARS N88'25'31"W 1130.54' FROM THE EAST 1/4 CORNER OF SAID SECTION 11, THENCE S00'20'31"E 66.00' TO A POINT ON THE SOUTH EDGE OF THE BLACKTAIL SHADOWS ROAD EASEMENT BETWEEN LOTS 2 & 3 IN THE NE 1/4 SE 1/4 (LOT 3) OF SAID SECTION 11 WHICH BEARS S88'13'44"W 1130.26' FROM THE EAST 1/4 CORNER OF SAID SECTION 11. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.091 ACRES MORE OR LESS.

PIPELINE RIGHT-OF-WAY DESCRIPTION ON DEENA J. LAB, TRUSTEE LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT ON THE NORTH LINE OF THE SE 1/4 NE 1/4 (LOT 2) OF SECTION 11, T3S, R6W, U.S.B.&M., WHICH BEARS N44'23'16"W 1850.08' FROM THE EAST 1/4 CORNER OF SAID SECTION 11, THENCE S01'42'49"W 100.10'; THENCE S01'42'42"W 586.17'; THENCE S01'42'03"W 264.97'; THENCE S01'41'01"W 328.85'; THENCE N89'51'41"E 86.84'; THENCE N89'40'39"E 115.16'; THENCE S00'20'31"E 12.37' TO A POINT ON THE NORTH EDGE OF THE BLACKTAIL SHADOWS ROAD EASEMENT BETWEEN LOTS 2 & 3 IN THE SE 1/4 NE 1/4 (LOT 2) OF SAID SECTION 11 WHICH BEARS N88'25'31"W 1130.54' FROM THE EAST 1/4 CORNER OF SAID SECTION 11. ALSO BEGINNING AT A POINT ON THE SOUTH EDGE OF THE BLACKTAIL SHADOWS ROAD EASEMENT BETWEEN LOTS 2 & 3 IN THE NE 1/4 SE 1/4 (LOT 3) OF SAID SECTION 11 WHICH BEARS S88'13'44"W 1130.26' FROM THE EAST 1/4 CORNER OF SAID SECTION 11, THENCE S00'20'31"E 7.10' TO A POINT IN THE NE 1/4 SE 1/4 (LOT 3) OF SAID SECTION 11 WHICH BEARS S87'52'10"W 1130.45' FROM THE EAST 1/4 CORNER OF SAID SECTION 11. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.015 ACRES MORE OR LESS.

1/4 Section Line

Sec. 4

1/6 Section Line

PL 17+42.88
PL 18+44.36
PL 19+45.84
PL 20+47.32
PL 21+48.80
PL 22+50.28
PL 23+51.76
PL 24+53.24
PL 25+54.72
PL 26+56.20
PL 27+57.68
PL 28+59.16
PL 29+60.64
PL 30+62.12
PL 31+63.60
PL 32+65.08
PL 33+66.56
PL 34+68.04
PL 35+69.52
PL 36+71.00
PL 37+72.48
PL 38+73.96
PL 39+75.44
PL 40+76.92
PL 41+78.40
PL 42+79.88
PL 43+81.36
PL 44+82.84
PL 45+84.32
PL 46+85.80
PL 47+87.28
PL 48+88.76
PL 49+90.24
PL 50+91.72
PL 51+93.20
PL 52+94.68
PL 53+96.16
PL 54+97.64
PL 55+99.12
PL 56+100.60
PL 57+102.08
PL 58+103.56
PL 59+105.04
PL 60+106.52
PL 61+108.00
PL 62+109.48
PL 63+110.96
PL 64+112.44
PL 65+113.92
PL 66+115.40
PL 67+116.88
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PL 69+119.84
PL 70+121.32
PL 71+122.80
PL 72+124.28
PL 73+125.76
PL 74+127.24
PL 75+128.72
PL 76+130.20
PL 77+131.68
PL 78+133.16
PL 79+134.64
PL 80+136.12
PL 81+137.60
PL 82+139.08
PL 83+140.56
PL 84+142.04
PL 85+143.52
PL 86+145.00
PL 87+146.48
PL 88+147.96
PL 89+149.44
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PL 98+162.76
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PL 103+170.16
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PL 113+184.96
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PL 115+187.92
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PL 120+195.32
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PL 127+205.68
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PL 632+958.08
PL 633+959.56
PL 634+961.04
PL 635+962.52
PL 636+964.00
PL 637+965.48
PL 638+966.96
PL 639+968.44

SURFACE USE PLAN

BILL BARRETT CORPORATION

3-11D-36 BTR Well Pad

NENW, 1016' FNL, 2503' FWL, Section 11, T3S, R6W, USB&M (surface hole)

NENW, 660' FNL, 1980' FWL, Section 11, T3S, R6W, USB&M (bottom hole)

Duchesne County, UT

Surface use agreements exists with the surface owners. The onsite for this location is pending.

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 13.3 miles northwest of Duchesne, Utah. Maps and directions reflecting the route to the proposed well site are included (see Topographic maps A and B).
- b. The proposed access will connect to an existing road. A new access road of 0.3 miles is proposed.
- 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.

Bill Barrett Corporation
Surface Use Plan
3-11D-36 BTR
Duchesne County, UT

2. Planned Access Road:

- a. Approximately 0.3 miles of new road would be constructed on the northeastern side of the proposed pad (see Topographic Map B).
- b. 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 culverts or low-water crossings are anticipated. Adequate drainage structures, where necessary, would be incorporated into the remainder of the road to prevent soil erosion and accommodate all-weather traffic.

Bill Barrett Corporation
Surface Use Plan
3-11D-36 BTR
Duchesne County, UT

- 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 four
 - vii. abandoned wells seven
4. Location of Production Facilities
- a. Surface facilities would consist of a wellhead, separator, gas meter, (1) 500 gal methanol tank, (1) 500 gal glycol tank, (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.

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Surface Use Plan
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- 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 3584 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, and would connect to the existing pipeline from the 9-11-36 BTR well. The pipeline crosses entirely private surface.
- g. The new segment of gas pipeline would be buried three feet below the surface within a 30 foot wide pipeline corridor adjacent to the proposed access road. 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 Juniper Green, to match the standard environmental colors. All facilities would be painted the designated color at the time of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.

Bill Barrett Corporation
 Surface Use Plan
 3-11D-36 BTR
 Duchesne County, UT

- 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 any of the following locations:

Water Right No. and Application or Change No.	Applicant	Point of Diversion	Source
43-180	Duchesne City Water Service District	Knight Diversion Dam	Duchesne River
43-1202, Change a13837	Myton City	Knight Diversion Dam	Duchesne River
43-10444, Appln A57477	Duchesne County Upper Country Water	Ditch at Source	Cow Canyon Spring
43-10446, Appln F57432	Duchesne County Upper Country Water	Ditch at Source	Cow Canyon Spring
43-1273, Appln A17462	J.J.N.P. Company	Strawberry River	Strawberry River
43-1273, Appln t36590	J.J.N.P. Company	Strawberry River	Strawberry River

- b. No new water well is proposed with this application.
- c. Should additional water sources be pursued they would be properly permitted through the State of Utah – Division of Water Rights.
- d. Water use would vary in accordance with the formations to be drilled but would be up to approximately 5.41 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.

Bill Barrett Corporation
 Surface Use Plan
 3-11D-36 BTR
 Duchesne County, UT

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:

Disposal Facilities
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. – Harnston 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.

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- 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.

Bill Barrett Corporation
Surface Use Plan
3-11D-36 BTR
Duchesne County, UT

8. Ancillary Facilities:

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

9. Well Site Layout:

- a. The well would be properly identified in accordance with 43 CFR 3162.6.
- b. The pad layout, cross section diagrams and rig layout are enclosed (see Figures 1 and 2).
- c. The pad and road designs are consistent with state and county 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.

Bill Barrett Corporation
Surface Use Plan
3-11D-36 BTR
Duchesne County, UT

- 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 plan 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, according to the Utah Noxious Weed Act and as set forth in the approved surface damage agreements.
- 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 Surface Use Agreement 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 Surface Use Agreement prescribed seed mixture and covered with mulch for protection from wind and water erosion and to discourage the invasion of weeds.

11. Surface and Mineral Ownership:

- a. Surface ownership – Lael and Sandra Brown, 5307 South 3500 West, Roy, UT 84067 801-628-1557
- b. Surface ownership - Clark and Carol Cone, James and Wendee Garn, 2677 West 9435 South, South Jordan, UT 84095 801-254-0241

Bill Barrett Corporation
Surface Use Plan
3-11D-36 BTR
Duchesne County, UT

- c. Surface ownership – Deena J. and O. Dean Lab, 105 E Valley View Drive, Salem, UT 84653-2019, 801-360-6661 & 801-360-6919
- d. Mineral ownership – Ute Indian Tribe - 988 South 7500 East; Ft. Duchesne, Utah 84026; 435-725-4982.

12. Other Information:

- a. Montgomery Archeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies by Montgomery as MOAC Report No. 10-203, dated October 18, 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		3.461	acres
Access	1485 feet	1.023	acres
Pipeline	3584 feet	2.449	acres

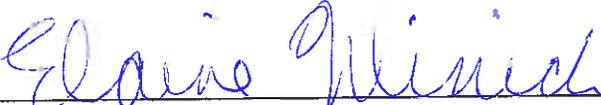
Total 6.933 acres

OPERATOR CERTIFICATION

Certification:

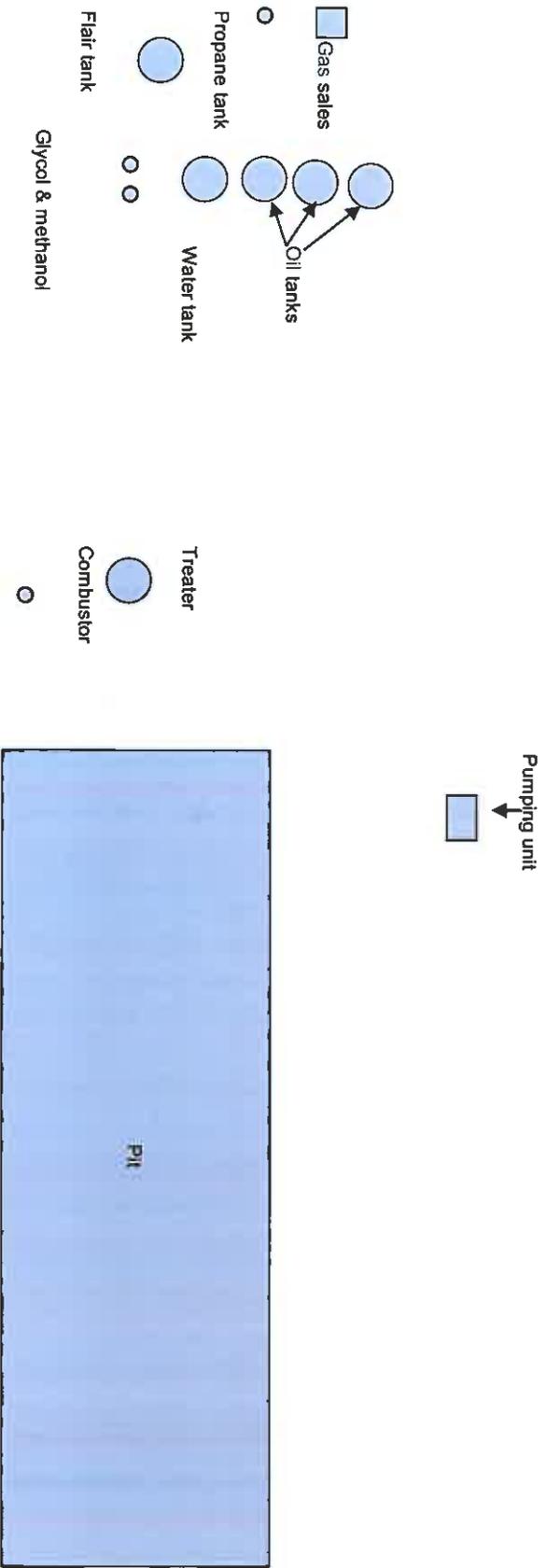
I hereby certify that I, or someone under my direction supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made 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 9 day of March 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



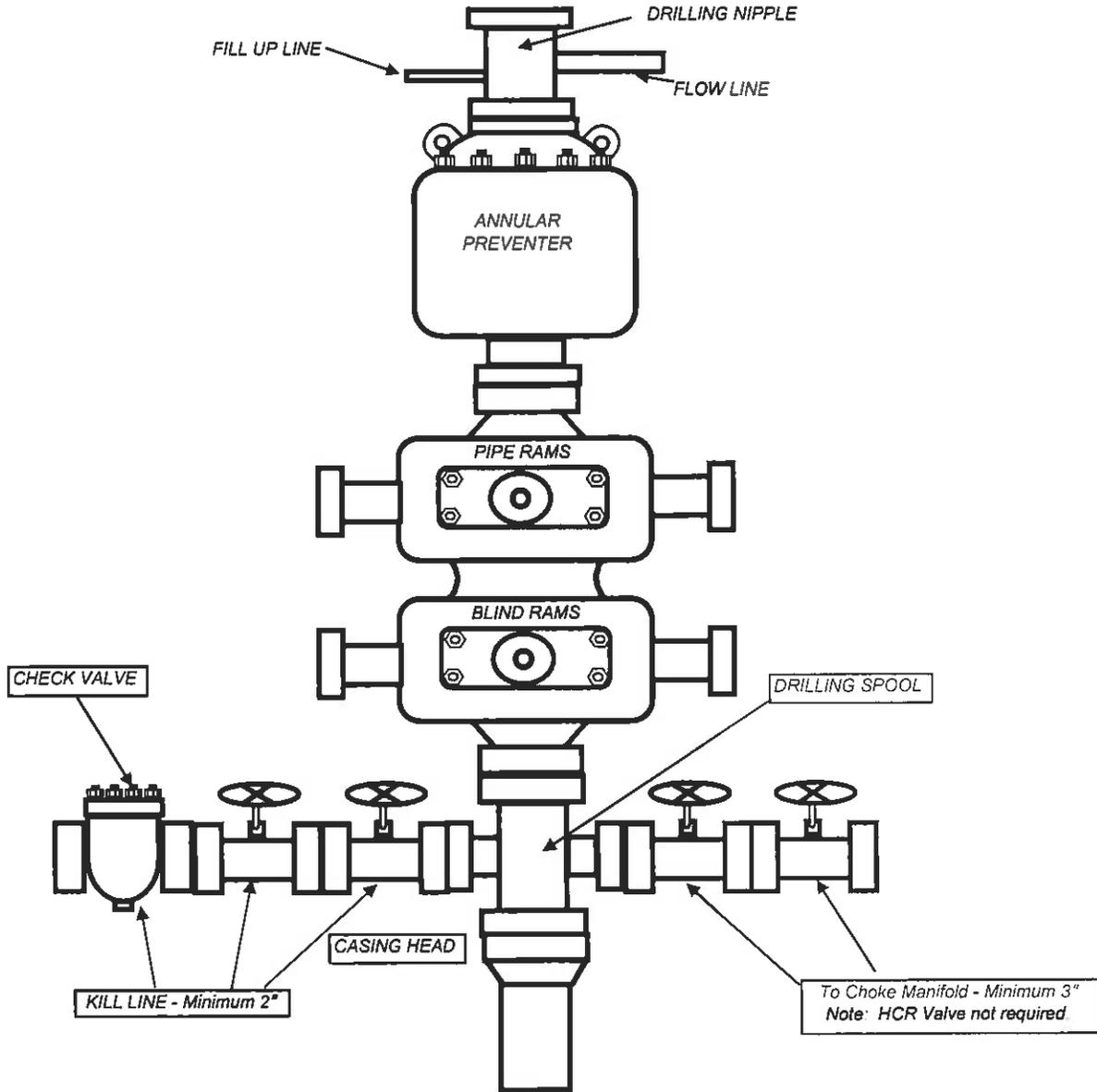
Elaine Winick, Senior Permit Analyst

3-11D-36 BTR Facility Diagram
3/4/2011



BILL BARRETT CORPORATION

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





March 9, 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 #3-11D-36 BTR Well
Surface: 1,016' FNL & 2,503' FWL, NENW, 11-T3S-R6W, USM
Bottom Hole: 660' FNL & 1,980' FWL, NENW, 11-T3S-R6W, USM
Duchesne County, Utah

Dear Ms. Mason,

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

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

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

Sincerely,

David Watts
David Watts *ky*
Landman *TC*

1099 18TH STREET
SUITE 2300
DENVER, CO 80202

BILL BARRETT CORPORATION

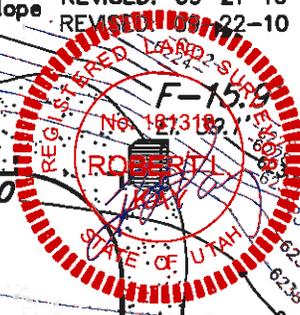
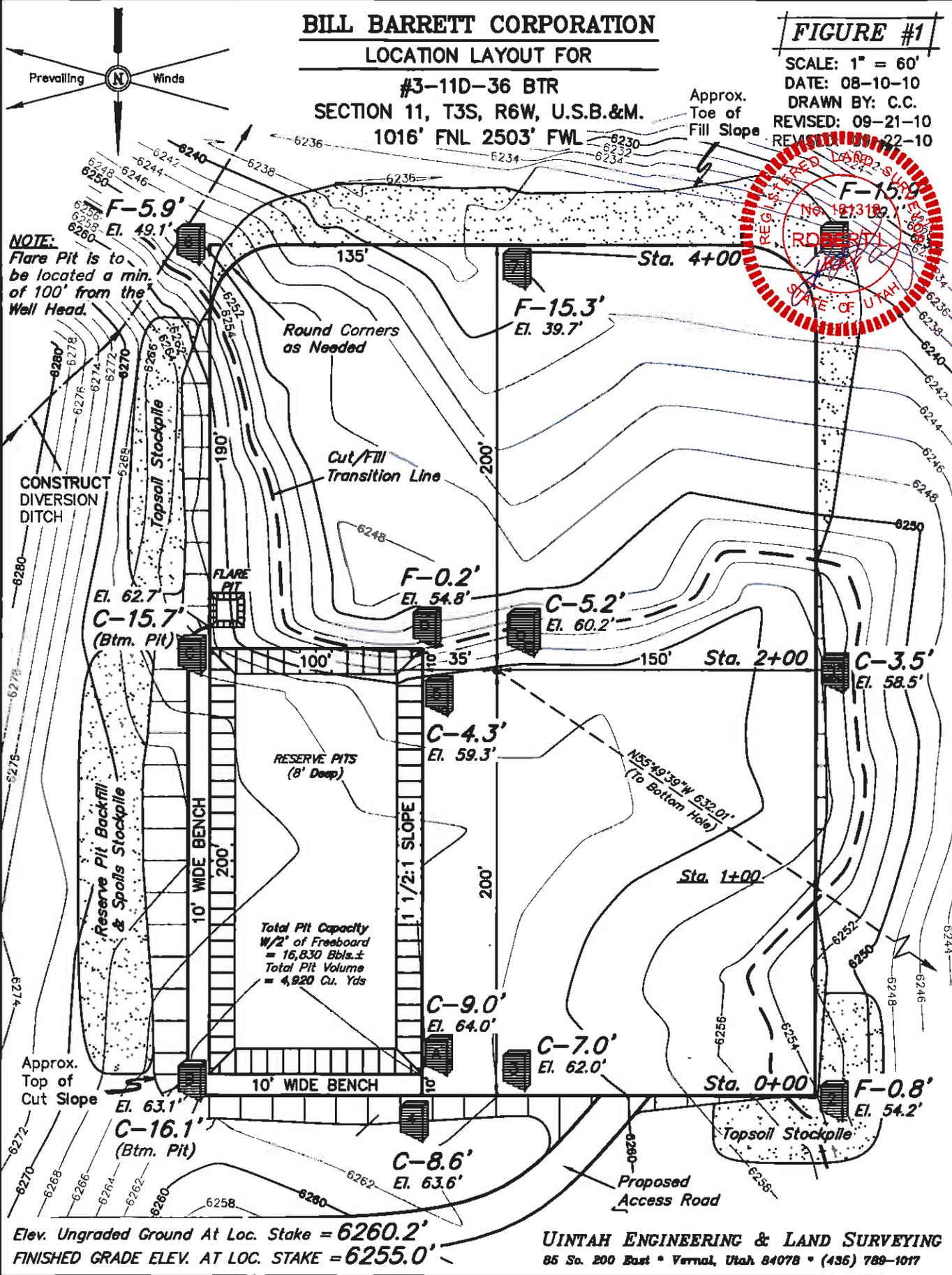
LOCATION LAYOUT FOR

#3-11D-36 BTR
SECTION 11, T3S, R6W, U.S.B.&M.
1016' FNL 2503' FWL

FIGURE #1

SCALE: 1" = 60'
 DATE: 08-10-10
 DRAWN BY: C.C.
 REVISED: 09-21-10
 REVISED: 12-22-10

Approx.
 Toe of
 Fill Slope



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

Elev. Ungraded Ground At Loc. Stake = 6260.2'
 FINISHED GRADE ELEV. AT LOC. STAKE = 6255.0'

UINTAH ENGINEERING & LAND SURVEYING
 85 So. 200 East • Vernal, Utah 84078 • (436) 789-1017

BILL BARRETT CORPORATION

TYPICAL CROSS SECTION FOR

#3-11D-36 BTR

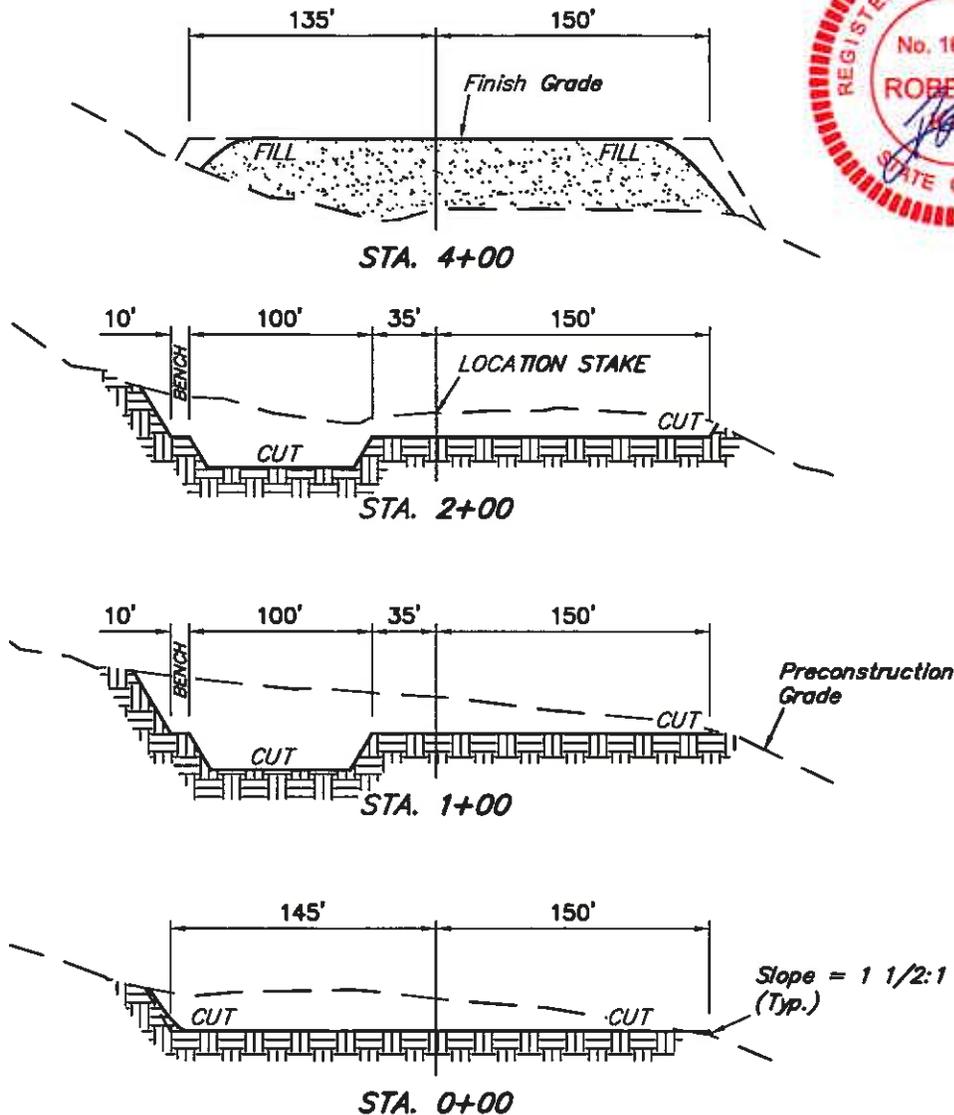
SECTION 11, T3S, R6W, U.S.B.&M.

1016' FNL 2503' FWL

FIGURE #2

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

DATE: 08-10-10
DRAWN BY: C.C.
REVISED: 09-22-10



NOTE:

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

*** NOTE:**

FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsill Stripping	= 2,590 Cu. Yds.
Remaining Location	= 21,280 Cu. Yds.
TOTAL CUT	= 23,870 CU.YDS.
FILL	= 18,820 CU.YDS.

EXCESS MATERIAL	= 5,050 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 5,050 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 0 Cu. Yds.

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BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

#3-11D-36 BTR

SECTION 11, T3S, R6W, U.S.B.&M.

1016' FNL 2503' FWL

FIGURE #3

SCALE: 1" = 60'

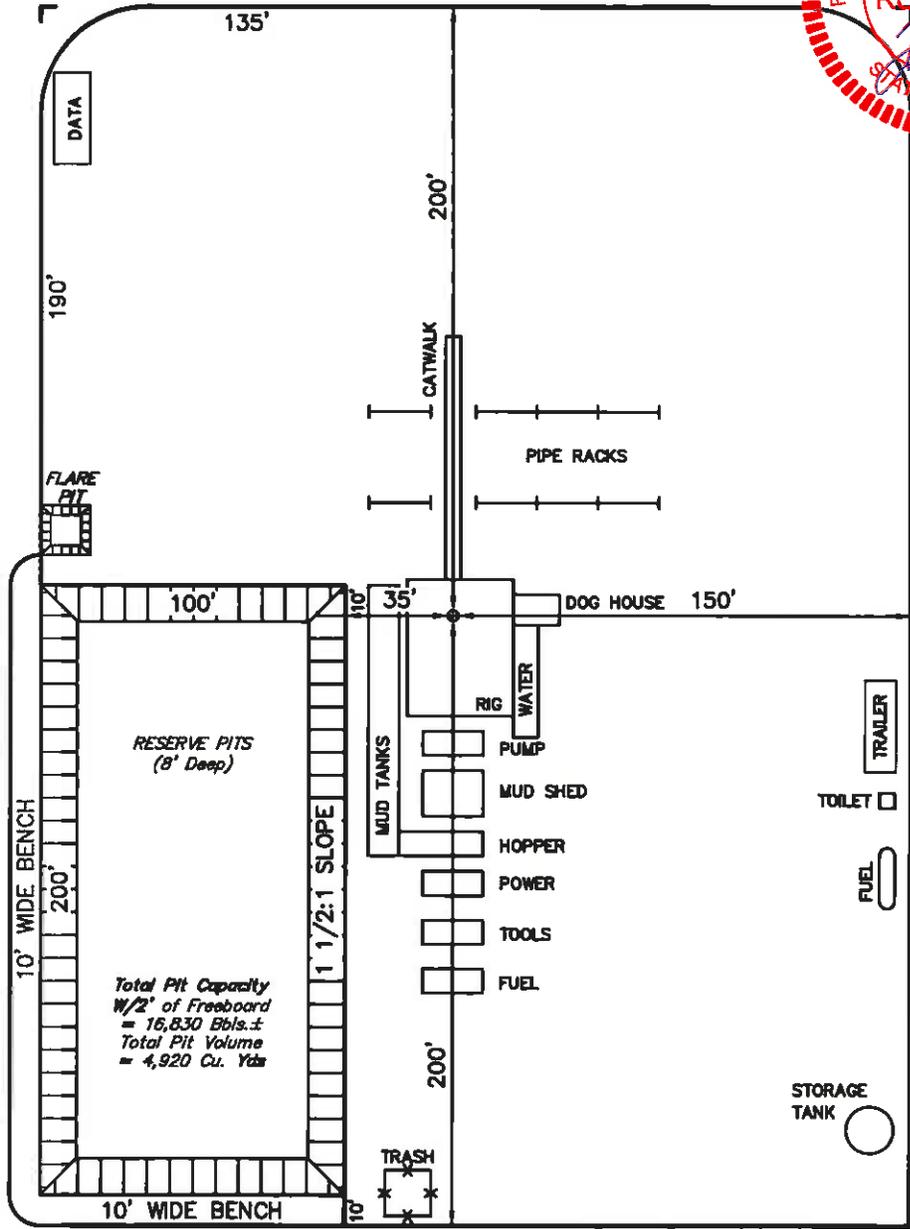
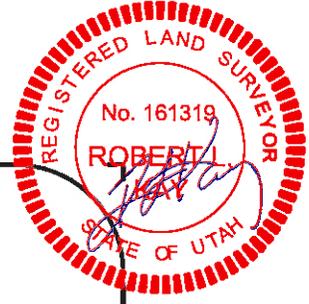
DATE: 08-10-10

DRAWN BY: C.C.

REVISED: 09-22-10



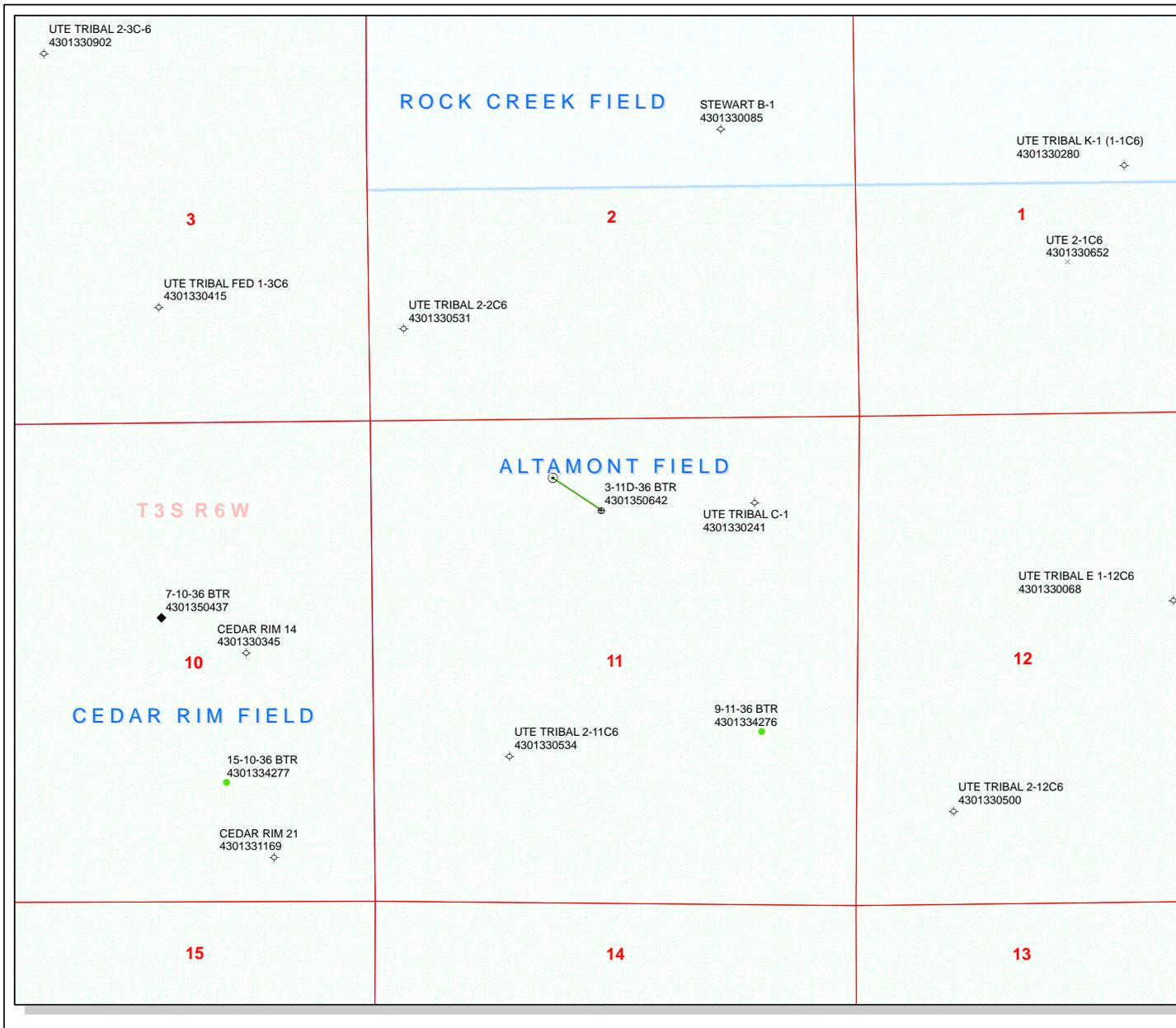
NOTE:
Flare Pit is to be located a min. of 100' from the Well Head.



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

Proposed Access Road

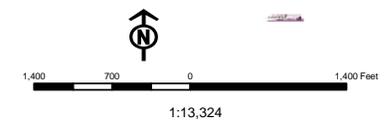
UINTAH ENGINEERING & LAND SURVEYING
 85 So. 200 East • Vernal, Utah 84078 • (435) 789-1017



API Number: 4301350642
Well Name: 3-11D-36 BTR
 Township T0.3 . Range R0.6 . Section 11
 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 | |



ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name 3-11D-36 BTR
API Number 43013506420000 **APD No** 3528 **Field/Unit** ALTAMONT
Location: 1/4,1/4 NENW **Sec** 11 **Tw** 3.0S **Rng** 6.0W 1016 **FNL** 2503 **FWL**
GPS Coord (UTM) 539972 4454161 **Surface Owner** Lael & Sandra Brown

Participants

James Hereford (BLM), Kary Eldredge (Bill Barrett), Don Hamilton (Buys and Associates), Trevor Anderson (UELS), Matt Serfustini (EIS), Richard Powell (DOGM)

Regional/Local Setting & Topography

This location is situated on the northern bench of a fairly large canyon. Black tail mountain rlies 1 mile to the north where it raises steeply and dominates the landscape of the region. From the location the land slopes steeply away to the south over stair stepped rock ledges to the canyon bottom approximately .75 miles south with a total elavation drop of approximately 350ft. The canyon drains southeast toward Starvation Reservoir but ties into Rabbit Gulch approximately .5 miles west of the reservoir inlet. Duchesne UT is approximately 13.3 miles to the southeast.

Surface Use Plan

Current Surface Use

Residential
Wildlfe Habitat
Deer Winter Range

New Road Miles	Well Pad	Src Const Material	Surface Formation
0.3	Width 285 Length 400	Onsite	UNTA

Ancillary Facilities Y

Several trailers will be placed on location to provide housing for personnel during drilling of this well.
Sewage and trash service to be handled by local contractor.

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Pinion, Juniper, Brigam Tea, scattered shrubs, sparse grasses
Deer, elk, rodents and other small mammals, roptors and song birds, coyote, cougar

Soil Type and Characteristics

Shallow sandy loam soils, with exposed rock outcroppings

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diversion Required? Y

Berm Required? N

Erosion Sedimentation Control Required? N

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

Reserve Pit

Site-Specific Factors		Site Ranking	
Distance to Groundwater (feet)	>200	0	
Distance to Surface Water (feet)	>1000	0	
Dist. Nearest Municipal Well (ft)	>5280	0	
Distance to Other Wells (feet)	>1320	0	
Native Soil Type	Mod permeability	10	
Fluid Type	Fresh Water	5	
Drill Cuttings	Normal Rock	0	
Annual Precipitation (inches)	10 to 20	5	
Affected Populations			
Presence Nearby Utility Conduits	Not Present	0	
	Final Score	20	1 Sensitivity Level

Characteristics / Requirements

The reserve pit will be place in cut in a stable location. The pit will be 100ft x 200ft x 8ft deep with a total capacity including freeboard of 16,830bbl.
 According to Kary Eldredge a 16 mil liner with felt sub liner will be used.

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

Other Observations / Comments

Richard Powell
Evaluator

3/22/2011
Date / Time

Application for Permit to Drill Statement of Basis

4/14/2011

Utah Division of Oil, Gas and Mining

Page 1

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
3528	43013506420000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	Lael & Sandra Brown	
Well Name	3-11D-36 BTR		Unit		
Field	ALTAMONT		Type of Work	DRILL	
Location	NENW 11 3S 6W U 1016 FNL 2503 FWL GPS Coord (UTM) 539970E 4454153N				

Geologic Statement of Basis

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

Brad Hill
APD Evaluator

4/14/2011
Date / Time

Surface Statement of Basis

This location is situated in an area with some scattered housing development which is made up of some small houses, trailers and recreational vehicles. The land owner Lael Brawn was notified of this on site inspection but chose not to attend stating that he hopes to sell the land. Mr. Brown did state by phone that he would like Bill Barrett to leave the land in a condition which will allow him to find a buyer and expressed desire that when the well is plugged the site will be reclaimed as near as possible to the original condition. This site is steep and stability issues were discussed. James Hereford of the BLM felt that the site was suitable as long as the reserve pit is palced in cut and the location is well bermed to prevent any fluid loss down the steep slope to the south. It appears that this site is OK for the construction of this well pad and subsequent drilling.

Richard Powell
Onsite Evaluator

3/22/2011
Date / Time

Conditions of Approval / Application for Permit to Drill

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

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 3/9/2011

API NO. ASSIGNED: 43013506420000

WELL NAME: 3-11D-36 BTR

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8134

CONTACT: Tracey Fallang

PROPOSED LOCATION: NENW 11 030S 060W

Permit Tech Review:

SURFACE: 1016 FNL 2503 FWL

Engineering Review:

BOTTOM: 0660 FNL 1980 FWL

Geology Review:

COUNTY: DUCHESNE

LATITUDE: 40.23876

LONGITUDE: -110.53012

UTM SURF EASTINGS: 539970.00

NORTHINGS: 4454153.00

FIELD NAME: ALTAMONT

LEASE TYPE: 2 - Indian

LEASE NUMBER: 14-20-H62-6283

PROPOSED PRODUCING FORMATION(S): GREEN RIVER-WASATCH

SURFACE OWNER: 4 - Fee

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

Commingling Approved

LOCATION AND SITING:

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

Comments: Presite Completed

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



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: 3-11D-36 BTR
API Well Number: 43013506420000
Lease Number: 14-20-H62-6283
Surface Owner: FEE (PRIVATE)
Approval Date: 4/14/2011

Issued to:

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

Authority:

Pursuant to Utah Code Ann. §40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 139-84. The expected producing formation or pool is the GREEN RIVER-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

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

General:

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

Conditions of Approval:

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

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

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

Notification Requirements:

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

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

Reporting Requirements:

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

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

Approved By:

A handwritten signature in black ink, appearing to read "John Rogers", written over a horizontal line.

For John Rogers
Associate Director, Oil & Gas

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

MAR 09 2011

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

APPLICATION FOR PERMIT TO DRILL OR REENTER

BLM

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. 1420H626283
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: TRACEY FALLANG E-Mail: tfallang@billbarrettcorp.com		7. If Unit or CA Agreement, Name and No.
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202	3b. Phone No. (include area code) Ph: 303-312-8134 Fx: 303-291-0420	8. Lease Name and Well No. 3-11D-36 BTR
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface NENW 1016FNL 2503FWL At proposed prod. zone NENW 660FNL 1980FWL		9. API Well No. 13-013-30642
14. Distance in miles and direction from nearest town or post office* 13.3 MILES WEST OF DUCHESNE, UT		10. Field and Pool, or Exploratory ALTAMONT
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 660	16. No. of Acres in Lease 640.00	11. Sec., T., R., M., or Blk. and Survey or Area Sec 11 T3S R6W Mer UBM
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 3509	19. Proposed Depth 11533 MD 11490 TVD	12. County or Parish DUCHESNE
21. Elevations (Show whether DF, KB, RT, GL, etc.) 6260 GL	22. Approximate date work will start 10/01/2011	13. State UT
20. BLM/BIA Bond No. on file LPM8874725		17. Spacing Unit dedicated to this well 160.00
23. Estimated duration 60 DAYS (D&C)		

24. Attachments

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

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

25. Signature (Electronic Submission)	Name (Printed/Typed) TRACEY FALLANG Ph: 303-312-8134	Date 03/09/2011
--	---	--------------------

Title REGULATORY MANAGER		
Approved by (Signature) <i>Tracey Fallang</i>	Name (Printed/Typed) <i>Naomi Hatch</i>	Date JUL 21 2011
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

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

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 #103953 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by ROBIN R. HANSEN on 03/14/2011 ()

UDOGM

NOTICE OF APPROVAL

CONDITIONS OF APPROVAL ATTACHED

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

11550610AE

NOS 3/3/2011

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: 3-11D-36 BTR
API No: 43-013-50642

Location: NENW, Sec. 11, T3S, R6W
Lease No: 14-20-H62-6283
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)**

- Any deviation of submitted APD's, which includes BBCs surface use plan, and ROW applications the operator will notify the BLM in writing and will receive written authorization of any such change with appropriate authorization.
- The operator will implement "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COAs, and 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.
- Wood shall be saved per the surface owner's recommendations piled up around well pad and along access roads. Wood from the locations can also be used for reclamation purposes.
- Production facilities will be painted Beetle Green on all locations to blend in with the surrounding habitat.
- Minor drainages must be diverted around well pad to avoid erosional issues.
- 6 inches of topsoil must be saved for reclamation purposed only. Topsoil pile should be separated from the subsoil's and stored towards corner #4 and #2.
- Site reclamation would be accomplished for portions of the well pad not needed for production, within 6 months of completion, weather permitting. This also includes any roads, and pipeline areas that have been disturbed as well. Roads and pipeline disturbances can undergo reclamation immediately after the pipeline is installed and after the roads are built. Please contact surface owner or the BLM for possible seed mixes to use in the project area. Non-natives can be used; however lbs/ac must be kept low to minimize the chance of a monoculture.

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

SITE SPECIFIC DOWNHOLE COAs:

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

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

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth

(from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

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

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

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

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6283
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: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 3-11D-36 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013506420000
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: 1016 FNL 2503 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 11 Township: 03.0S Range: 06.0W Meridian: U	9. FIELD and POOL or WILDCAT: ALTAMONT COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 10/15/2011 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 50px;" type="text"/>

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

BBC requests to change the surface casing depth from 3000' to 3500'.
 Attached are the revised cement calculations based on the deeper surface casing.

Accepted by the Utah Division of Oil, Gas and Mining

Date: 09/26/2011

By: *Derek Quist*

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 9/14/2011	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Sundry Conditions of Approval Well Number 43013506420000

Should have proper well control for drilling to specified depth.



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

AS OF: 3/4/2011

Well Name: 3-11D-36 BTR

Surface Hole Data:

Total Depth:	3,500'
Top of Cement:	0'
OD of Hole:	14.750"
OD of Casing:	10.750"

Calculated Data:

Lead Volume:	2920.7	ft ³
Lead Fill:	3,000'	
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:	940
--------------	-----

Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	3,000'	

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

Production Hole Data:

Total Depth:	11,533'
Top of Cement:	3,000'
Top of Tail:	7,928'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1867.2	ft ³
Lead Fill:	4,928'	
Tail Volume:	1366.0	ft ³
Tail Fill:	3,605'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	810
# SK's Tail:	970

3-11D-36 BTR Proposed Cementing Program
--

<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (3000' - 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: 3,000'
	Volume: 520.16 bbl
	Proposed Sacks: 940 sks
Tail Cement - (TD - 3000')	
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: 3,000'
	Calculated Fill: 500'
	Volume: 86.69 bbl
	Proposed Sacks: 360 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (7928' - 3000')	
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: 3,000'
	Calculated Fill: 4,928'
	Volume: 332.53 bbl
	Proposed Sacks: 810 sks
Tail Cement - (11533' - 7928')	
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: 7,928'
	Calculated Fill: 3,605'
	Volume: 243.28 bbl
	Proposed Sacks: 970 sks

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6283
SUNDRY NOTICES AND REPORTS ON WELLS		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
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: 3-11D-36 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013506420000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1016 FNL 2503 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 11 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 11/11/2011 <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 11/11/2011 by Triple A Drilling at 8:00 am.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY		
NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A		DATE 11/15/2011

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Triple A
 Submitted By Venessa Langmach Phone Number 303/312-8172
 Well Name/Number 3-11D-36 BTR
 Qtr/Qtr NENW Section 11 Township 3S Range 6W
 Lease Serial Number 1420H626283
 API Number 4301350642

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

Date/Time 11/11/2011 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 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)

Venessa Langmacher

Name (Please Print)

Venessa Langmacher

Signature

Sr Permit Analyst

11/15/2011

Title

Date

RECEIVED

NOV 15 2011

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: 14-20-H62-6283
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:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 3-11D-36 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013506420000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1016 FNL 2503 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 11 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 11/30/2011	<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 style="width: 100px;" type="text"/>		
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
This well was spud in November 2011.		
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 12/5/2011	

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: 14-20-H62-6283
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1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 3-11D-36 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013506420000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1016 FNL 2503 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 11 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
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TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 12/31/2011	<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	
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12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
No December 2011 drilling activity to report.		
<p>Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY</p>		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 1/5/2012	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9	
		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6283	
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:	
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3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT	
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		STATE: UTAH	
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TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 1/31/2012	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input 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.			
No January 2012 Monthly Drilling to report.			
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	

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# Patterson Rig 506
Submitted By Pat Clark Phone Number 435-828-6095
Well Name/Number 3-11D-36 BTR
Qtr/Qtr NE/NW Section 11 Township 3S Range 6W
Lease Serial Number 20H62-6283
API Number 43-013-50642

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 26 2012
DIV. OF OIL, GAS & MINING

Date/Time 02/27/2012 22:00 AM PM

BOPE

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

Date/Time 01/28/2012 22:00 AM PM

Remarks Estimated date and time based on current conditions.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9																														
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12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="text-align: center; padding: 10px;"> February 2012 monthly drilling activity report attached. </div> <div style="text-align: right; padding: 10px;"> Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY March 07, 2012 </div>																																
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst																														
SIGNATURE N/A	DATE 3/5/2012																															

**3-11D-36 BTR 2/16/2012 06:00 - 2/17/2012 06:00**

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 3,800.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	--------------------	--------------------------------	-------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	1	RIGUP & TEARDOWN	Moved camps, front yard. Derrick still in air on old loc. Will resume trucking rig @ 07:00.

3-11D-36 BTR 2/17/2012 06:00 - 2/18/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 3,800.0	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	1	RIGUP & TEARDOWN	MIRURT. Old loc extremely muddy. Hauled 2 loads pit run rock to old loc to get substructure out. 25% of rig on new loc, matting boards set. Morning tour crew working overnight on equipment maintenance. Inspected BHA -6 1/2" DC - 3 cracked boxes ; 8" DC - bad face; HWDP - 1 bent, pulled threads, 1 undersized box; XO - 1 cracked box, 1 bad threads.

3-11D-36 BTR 2/18/2012 06:00 - 2/19/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 3,800.0	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	1	RIGUP & TEARDOWN	MIRURT. Pumps, pits, boiler, generator, premix set. Mud product unloaded. Replaced bridle line, welded derrick ladder. Rig 50% rigged up, eta spud - Monday a.m.

3-11D-36 BTR 2/19/2012 06:00 - 2/20/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 3,800.0	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	1	RIGUP & TEARDOWN	Finish rigging up. Trucks released @ 09:00. Raised derrick @ noon. Pre-spud inspection, plan to p/u tools @ 07:00.

3-11D-36 BTR 2/20/2012 06:00 - 2/21/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 3,800.0	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	1	RIGUP & TEARDOWN	Finish pre-spud rig inspection. Rig on daywork @ 08:00.
08:00	3.50	11:30	6	TRIPS	P/U bit, mm, dial to 1.5 deg. P/U tools, tag @ 96'.
11:30	0.50	12:00	2	DRILL ACTUAL	Drill 96' - 127'.
12:00	1.00	13:00	20	DIRECTIONAL WORK	Instal MWD, scribe mm.
13:00	17.00	06:00	2	DRILL ACTUAL	Drill/slide 127' - 1246'. Wob 25k, rpm 45/101, spp 1600 psi, dp 250 psi, rop 66 fph. 1 Slide - 18'. Lost 200 bbls - dump & dilute - no losses downhole.

3-11D-36 BTR 2/21/2012 06:00 - 2/22/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 3,800.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.50	09:30	2	DRILL ACTUAL	Drill 1246' - 1436'. wob 20-30k, rpm 40-45/101, spp 1650 psi, dp 250-300 psi, rop 54 fph.
09:30	0.50	10:00	7	LUBRICATE RIG	Rig Service.
10:00	14.00	00:00	2	DRILL ACTUAL	Drill 1436' - 1881'. wob 25-35k, rpm 40-45/101, spp 1600 psi, dp 250-300 psi, rop 32 fph. Replace liner and swab in # 2 pump. Lost 100 bbls mud to surface cleaning, 0 to hole.
00:00	4.50	04:30	6	TRIPS	Circ b/u, pump pill, blow down kelly, toh. Bit had 3 spauled cutters, dull (2) cutters, Balled.
04:30	1.50	06:00	6	TRIPS	X/O bit, tih.

3-11D-36 BTR 2/22/2012 06:00 - 2/23/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 3,800.0	Primary Job Type Drilling & Completion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	6	TRIPS	Finish TIH W/bit # 2.
09:00	4.00	13:00	2	DRILL ACTUAL	Drill/Slide 1881' - 1976'. wob 20-35k, rpm 40-45/101, spp 1550 psi, dp 200-300 psi, rop 24 fph. Tried to slide, won't dig or hold toolface.
13:00	1.50	14:30	7	LUBRICATE RIG	Rig service. Replace swivel packing.
14:30	15.50	06:00	2	DRILL ACTUAL	Drill/Slide 1976' - 2288'. Wob 20-42k, rpm 35-50/85-105, spp 1200 - 1550 psi, dp 150 - 250 psi, rop 20 fph. Started losing returns @ 2100', pumped lcm sweeps and lowered strokes, regained circ; seeping now. Total lost downhole - 200 bbls. Still won't slide very well.

3-11D-36 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
43013506420000	UT	Duchesne	Black Tail Ridge	DRILLING	3,800.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	4.50	10:30	2	DRILL ACTUAL	Drill 2288' - 2373'. wob 25-45k, rpm 45/85, spp 1450 psi, dp 100 - 200 psi, rop 19 fph.
10:30	2.00	12:30	5	COND MUD & CIRC	Lost circulation, pump 35% lcm sweeps @ 57 strokes.
12:30	5.00	17:30	6	TRIPS	Pump & displace 100 bbl 35% lcm pill, pull 5 stds, repeat, toh. L/D reamers, 9 5/8" mm, 9 5/8" shock sub, bit.
17:30	6.00	23:30	6	TRIPS	P/U 8" mm, 8" shock sub, new bit, tih to 1839'.
23:30	3.00	02:30	5	COND MUD & CIRC	Pump 35% lcm pills, let soak.
02:30	0.50	03:00	6	TRIPS	Tih to bottom.
03:00	3.00	06:00	5	COND MUD & CIRC	Pump lcm pills, let soak. No circulation, 90 psi spp @ 60 strokes. Build mud volume.

3-11D-36 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
43013506420000	UT	Duchesne	Black Tail Ridge	DRILLING	3,800.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	5	COND MUD & CIRC	Build volume, pump 35% lcm pills.
08:00	0.50	08:30	2	DRILL ACTUAL	Drill 2373' - 2388'. Had 50% returns, shut down to build volume.
08:30	4.00	12:30	5	COND MUD & CIRC	Build volume, pump and displace 40% lcm pill while mixing.
12:30	4.00	16:30	2	DRILL ACTUAL	Drill 2388' - 2513'. wob 20-35k, rpm 42/78, spp 1300 psi, dp 200-400 psi, rop - 31 fph. Fluctuating 50 - 80% returns,
16:30	5.00	21:30	5	COND MUD & CIRC	Go through pumps, build volume.
21:30	8.50	06:00	2	DRILL ACTUAL	Drill 2513' - 2584'. wob 20-35k, rpm 35-45/80, spp 1200 psi, dp 200-300 psi, rop 8 fph. Pumps airing up, took a while to get mud evened out, stopping intermittently to fix. 50 - 60% returns. Slid twice, 6' and 2'.

3-11D-36 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
43013506420000	UT	Duchesne	Black Tail Ridge	DRILLING	3,800.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	2	DRILL ACTUAL	Drill 2584' - 2594'. wob 30k, rpm 45/84, spp 1200 psi, dp 250 psi, rop 20 fph.
06:30	3.00	09:30	5	COND MUD & CIRC	C & C mud, Raise lcm, mix and pump pill.
09:30	3.50	13:00	6	TRIPS	Toh using spinners. L/D bit, mm. Bit DBR.
13:00	4.50	17:30	6	TRIPS	P/U new mm, bit. Dial mm to 1.5 deg. Tih.
17:30	4.00	21:30	2	DRILL ACTUAL	Drill 2594' - 2800'. wob 35-45k, rpm 41/130, spp 900 psi, dp 180 - 250 psi, rop 17 fph.

3-11D-36 BTR 2/26/2012 06:00 - 2/27/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506420000	UT	Duchesne	Black Tail Ridge	DRILLING	3,800.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	4.00	10:00	2	DRILL ACTUAL	Drill/Slide 2800' - 2863'. Wob 35k, rpm 43/85, spp 900, dp 200-250 psi, rop 16 fph. Had pressure spikes to 1100 psi.
10:00	4.00	14:00	6	TRIPS	Circ bottoms up, pump pill. Toh using pipe spinners.
14:00	5.00	19:00	6	TRIPS	L/D shock sub. P/U new shock sub. TIH with New Varel CR35
19:00	11.00	06:00	2	DRILL ACTUAL	Drlg & Sliding to control angle

**3-11D-36 BTR 2/27/2012 06:00 - 2/28/2012 06:00**

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 3,800.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.50	16:30	2	DRILL ACTUAL	Drlg 3014-3172
16:30	0.50	17:00	7	LUBRICATE RIG	Rig Service
17:00	13.00	06:00	2	DRILL ACTUAL	Drlg 3172-3426

3-11D-36 BTR 2/28/2012 06:00 - 2/29/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 3,800.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.00	14:00	2	DRILL ACTUAL	Drlg 3426-3553. Sliding as needed. Survey @ 3546' .59* 284.15 azi.
14:00	0.50	14:30	7	LUBRICATE RIG	Rig Service
14:30	8.50	23:00	2	DRILL ACTUAL	Drlg 3553-3692'. Lost returns.
23:00	3.50	02:30	5	COND MUD & CIRC	Mix and pump LCM. Hole standing full but will not circulate.
02:30	0.50	03:00	2	DRILL ACTUAL	Blind drill 3692-3697'.
03:00	1.50	04:30	5	COND MUD & CIRC	Build volume
04:30	0.50	05:00	2	DRILL ACTUAL	Blind drill 3697-3701
05:00	1.00	06:00	5	COND MUD & CIRC	Build volume.

3-11D-36 BTR 2/29/2012 06:00 - 3/1/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 3,800.0	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	5	COND MUD & CIRC	Mix and pump LCM
07:30	7.50	15:00	2	DRILL ACTUAL	Begin blind drilling. regained circ @ 3709' Drill with full returns to 3800'. Pump High vis LCM sweep @ TD
15:00	4.50	19:30	6	TRIPS	TOH for csg. Trip was smooth. L/D Bit & motor & MWD.
19:30	8.50	04:00	12	RUN CASING & CEMENT	HSM, rig up csg crew. Run 84 jts 10 3/4" 45.5# J55 Butress csg with 1 jt shoe trk. Land @ 3795'. Swedge up and Circ. Rig down csg crew.
04:00	2.00	06:00	12	RUN CASING & CEMENT	HSM, Rig up HES to cmt csg. Perssure test pumps & lines to 5K. Start cmt job.

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# Patterson Rig 506
Submitted By Pat Clark Phone Number 435-828-6095
Well Name/Number 3-11D-36 BTR
Qtr/Qtr NE/NW Section 11 Township 3S Range 6W
Lease Serial Number 20H62-6283
API Number 43-013-50642

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

Date/Time _____ AM PM

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

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

Date/Time 3/19/2012 10:00 AM PM

BOPE

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

RECEIVED

MAR 20 2012

DIV. OF OIL, GAS & MINING

Date/Time _____ AM PM

Remarks Estimated date and time based on current conditions.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9																														
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6283																														
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:																														
2. NAME OF OPERATOR: BILL BARRETT CORP		8. WELL NAME and NUMBER: 3-11D-36 BTR																														
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43013506420000																														
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1016 FNL 2503 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 11 Township: 03.0S Range: 06.0W Meridian: U		9. FIELD and POOL or WILDCAT: ALTAMONT 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 type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 3/31/2012	<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; border: none;"><input type="checkbox"/> ACIDIZE</td> <td style="width: 33%; border: none;"><input type="checkbox"/> ALTER CASING</td> <td style="width: 33%; border: none;"><input type="checkbox"/> CASING REPAIR</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> CHANGE TO PREVIOUS PLANS</td> <td style="border: none;"><input type="checkbox"/> CHANGE TUBING</td> <td style="border: none;"><input type="checkbox"/> CHANGE WELL NAME</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> CHANGE WELL STATUS</td> <td style="border: none;"><input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS</td> <td style="border: none;"><input type="checkbox"/> CONVERT WELL TYPE</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> DEEPEN</td> <td style="border: none;"><input type="checkbox"/> FRACTURE TREAT</td> <td style="border: none;"><input type="checkbox"/> NEW CONSTRUCTION</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> OPERATOR CHANGE</td> <td style="border: none;"><input type="checkbox"/> PLUG AND ABANDON</td> <td style="border: none;"><input type="checkbox"/> PLUG BACK</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> PRODUCTION START OR RESUME</td> <td style="border: none;"><input type="checkbox"/> RECLAMATION OF WELL SITE</td> <td style="border: none;"><input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> REPERFORATE CURRENT FORMATION</td> <td style="border: none;"><input type="checkbox"/> SIDETRACK TO REPAIR WELL</td> <td style="border: none;"><input type="checkbox"/> TEMPORARY ABANDON</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> TUBING REPAIR</td> <td style="border: none;"><input type="checkbox"/> VENT OR FLARE</td> <td style="border: none;"><input type="checkbox"/> WATER DISPOSAL</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> WATER SHUTOFF</td> <td style="border: none;"><input type="checkbox"/> SI TA STATUS EXTENSION</td> <td style="border: none;"><input type="checkbox"/> APD EXTENSION</td> </tr> <tr> <td style="border: none;"><input type="checkbox"/> WILDCAT WELL DETERMINATION</td> <td style="border: none;"><input type="checkbox"/> OTHER</td> <td style="border: none;">OTHER: <input style="width: 100px;" type="text"/></td> </tr> </table>		<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>
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<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>																														
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <p style="text-align: center; font-size: 1.2em;">March 2012 monthly drilling activity report is attached.</p> <div style="text-align: right; margin-top: 20px;"> <p style="margin: 0;">Accepted by the</p> <p style="margin: 0;">Utah Division of</p> <p style="margin: 0;">Oil, Gas and Mining</p> <p style="margin: 0;">FOR RECORD ONLY</p> <p style="margin: 0;">April 13, 2012</p> </div>																																
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst																														
SIGNATURE N/A	DATE 4/5/2012																															

**3-11D-36 BTR 3/1/2012 06:00 - 3/2/2012 06:00**

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.00	17:00	12	RUN CASING & CEMENT	Cmt csg as follows; Perssure test to 5K. Pump 20 bbls fresh water, 40 bbls superflush, 20 bbls water. Mix and pump 1150 sks (647bbl) 11# lead cmt then 410sks (97bbl) 14.8# tail cmt. Lost returns app 1/2 way thru tail cmt. Drop plug and wash up. Pump displacement. Caught up with plug about 175 bbl into displacement. Final pumping pressure 600#. Bump plug to 1100#. Check floats and rig down cmt head. Run 200' 1" down annulus and do 200 sk top job. No returns. Wait 2 hrs and pump remaining 150 sks. No returns. Wait 2 hrs and pump 100 sks. Annulus full and holding.
17:00	3.00	20:00	13	WAIT ON CEMENT	Flush conductor and dry up cellar for welder. Wait on cmt.
20:00	4.50	00:30	14	NIPPLE UP B.O.P	Cut conductor & csg, weld on csg hd,
00:30	4.50	05:00	14	NIPPLE UP B.O.P	N/U BOP, choke & kill lines and rotating hd.
05:00	1.00	06:00	15	TEST B.O.P	Begin BOP test.

3-11D-36 BTR 3/2/2012 06:00 - 3/3/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	4.00	10:00	15	TEST B.O.P	Test BOP and Kelly. Test all components to 5k except annular to 2.5k and csg to 1.5k.
10:00	2.50	12:30	20	DIRECTIONAL WORK	Set wear bushing. Then P/U Bit, MM and orient dir equipment.
12:30	5.00	17:30	6	TRIPS	TIH, Tag float @ 3749'
17:30	0.50	18:00	7	LUBRICATE RIG	Rlg Service
18:00	2.00	20:00	2	DRILL ACTUAL	Drillout shoe jt & 20' new hole.
20:00	1.00	21:00	22	FIT	Spot High vis LCM pill and attempt FIT. Got rate of 2.8 BPM @ 200#.
21:00	4.50	01:30	2	DRILL ACTUAL	Drill to 3883'.
01:30	2.50	04:00	6	TRIPS	TOH to sqz shoe
04:00	2.00	06:00	13	WAIT ON CEMENT	Waiting on HES.

3-11D-36 BTR 3/3/2012 06:00 - 3/4/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	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	13	WAIT ON CEMENT	Wait on HES
06:30	3.50	10:00	6	TRIPS	Pickup 10 3/4" CICR. TIH and set @ 3595'.
10:00	6.00	16:00	18	SQUEEZE CEMENT	Rig up HES and pressure test csg to 1500# and pump lines to 5000. Est rate of 2.5 bpm 160#. Mix and pump 20 bbls superflush, 20 bbls water then 400 sks G with .4% Halad 344. Begin hesitating @ 37 bbls disp gone. Wait 20 min. pump 1.5 bbl. Caught cmt pressure to 100#. Continue staging .5 bbls/5min. Pressuring to 250# after 53.5 bbl gone. 150' of cmt left in csg. Sting out of retainer and reverse DP clean. Rig down HES.
16:00	1.50	17:30	6	TRIPS	Laydown extra jts picked up for sqz work
17:30	0.50	18:00	7	LUBRICATE RIG	Rig service, function BOP
18:00	2.00	20:00	6	TRIPS	TOH, Laydown stinger
20:00	6.00	02:00	6	TRIPS	Straighten MM pickup milltooth bit and TIH to 3583.
02:00	4.00	06:00	13	WAIT ON CEMENT	Wait on cmt.

3-11D-36 BTR 3/4/2012 06:00 - 3/5/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	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	13	WAIT ON CEMENT	Wait on cmt.
06:30	11.00	17:30	22	Drig cmt	Tag up on CICR (3596'), Drill up CICR and cmt to 3755'.
17:30	0.50	18:00	7	LUBRICATE RIG	Rig Service
18:00	1.00	19:00	22	Drig cmt	Drig cmt 3755-3775.
19:00	0.50	19:30	15	TEST B.O.P	Shut well in and pressure test csg to 1500# for 15 min. Held good.
19:30	6.00	01:30	6	TRIPS	Circ clean and TOH. Found piece of Cast Iron in bit and 2 rows of teeth missing. Pickup new Hughes GT-C1 milltooth and TIH

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
01:30	3.50	05:00	22	drlg cmt	Drill cmt to 3845'. fell thru. tag up @ 3883. Drill formation to 3903 and prep for FIT.
05:00	1.00	06:00	23	FIT	Spot FIT mud and do FIT. Pressured up to 250#

3-11D-36 BTR 3/5/2012 06:00 - 3/6/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506420000	UT	Duchesne	Black Tail Ridge	COMPLETION	10,960.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.00	14:00	6	TRIPS	Mix and pump pill. TOH break out Milltooth bit. Lay down straight motor. Pickup Smith MI 616 and Dir drlg assembly. TIH fill ing pipe and breaking circ 1/2 way in.
14:00	3.50	17:30	2	DRILL ACTUAL	Resume drlg and sliding to 3979'.
17:30	0.50	18:00	7	LUBRICATE RIG	Rig service, function BOP
18:00	12.50	06:30	2	DRILL ACTUAL	Drlg 3979-4423'. 444' in 12 hrs 35.5 fph avg. Survey @ 4277'. 4.67* @ 302.96 azi. 35' from plan. Mud 8.5# 37 vis 15% LCM

3-11D-36 BTR 3/6/2012 06:00 - 3/7/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506420000	UT	Duchesne	Black Tail Ridge	COMPLETION	10,960.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	2	DRILL ACTUAL	Drlg 4423-4771' 348' in 10 hrs avg 35 fph, 8.54* @ 303, Mud 8.8# 39 vis 15%
16:00	0.50	16:30	7	LUBRICATE RIG	Rig service, function BOP.
16:30	13.50	06:00	2	DRILL ACTUAL	Drlg 4771-5151', 380' in 13.5 hrs avg 28 fph. Mud 8.9# 39 vis 15%. 7.87* @ 302.5

3-11D-36 BTR 3/7/2012 06:00 - 3/8/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506420000	UT	Duchesne	Black Tail Ridge	COMPLETION	10,960.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	2	DRILL ACTUAL	Drlg 5151-5437'. drlg & sliding to maintain lateral section. 6.46* @ 296.33. Mud 8.8# 40 vis
16:00	0.50	16:30	7	LUBRICATE RIG	Rig service, funtion BOP
16:30	13.50	06:00	2	DRILL ACTUAL	Drlg 5437-5701'. Drlg and sliding to maintain lateral section 7.31* @ 297.82. Mud 8.9# 38 vis 10% lcm.

3-11D-36 BTR 3/8/2012 06:00 - 3/9/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506420000	UT	Duchesne	Black Tail Ridge	COMPLETION	10,960.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	2	DRILL ACTUAL	Drlg 5705-5745' 40' in 3 hrs. Sliding 10-15'/hr rotating ROP very erratic. Survey 7.79* @ 297.88. Mud 8.9# 40 vis 10%
09:00	0.50	09:30	7	LUBRICATE RIG	Rig Service, function test BOP.
09:30	7.50	17:00	2	DRILL ACTUAL	Drlg 5745-5903' 158'. P-rate still low. Survey 7.93* @ 295.7. Mud 9#, 45 vis 5% LCM.
17:00	0.50	17:30	5	COND MUD & CIRC	Mix and pump dryjob.
17:30	7.50	01:00	6	TRIPS	TOH. trip was smooth. Laydown 8" BHA. Bit graded 2-3. Pickup 6 3/4" Hunting .15 rpg MM and 8 3/4" Ulterra bit.
01:00	3.00	04:00	6	TRIPS	TIH to csg shoe. Fill pipe and break circ.
04:00	2.50	06:30	9	Slip & cut	Slip and cut 90' of drilling line.

3-11D-36 BTR 3/9/2012 06:00 - 3/10/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506420000	UT	Duchesne	Black Tail Ridge	COMPLETION	10,960.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	6	TRIPS	Finish trip in hole.
08:00	7.50	15:30	2	DRILL ACTUAL	Resume drlg 5913-6159'. Survey @ 6097' 7.31* @ 301.87 azi. MW 8.85# 42 vis. No gas shows.
15:30	0.50	16:00	7	LUBRICATE RIG	Rig service. Function test BOP.
16:00	14.00	06:00	2	DRILL ACTUAL	Drlg 6159-6603'. Survey @6478' 7.11* @ 298.67 azi. MW 8.95# 43 vis. No gas shows. Trace of oil.

**3-11D-36 BTR 3/10/2012 06:00 - 3/11/2012 06:00**

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	9.50	15:30	2	DRILL ACTUAL	Drlg 6603-6921', Survey @ 6921. 7.51* @ 287.04 avi. MW 8.9# 45 vis 5% LCM
15:30	0.50	16:00	7	LUBRICATE RIG	Rig Service, function test BOP
16:00	14.00	06:00	2	DRILL ACTUAL	Drlg 6921-7301, Survey @ 7176'. 7.9* @ 282.41 azi. MW 9.1# 53 vis 3% LCM

3-11D-36 BTR 3/11/2012 06:00 - 3/12/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	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	2	DRILL ACTUAL	Drlg 7301-7586', (285'). Survey @ 7493, 7.91* @ 281.24 azi, MW 9.1 vis 47, 5% LCM
17:30	0.50	18:00	7	LUBRICATE RIG	Service Rig
18:00	12.00	06:00	2	DRILL ACTUAL	Steerable Drilling F/ 7586' To 8000' (414'). Survey @ 7874' 5.29*, 263.97 AZ. Mud Wt 9.1#, LCM 5%.

3-11D-36 BTR 3/12/2012 06:00 - 3/13/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	9.50	15:30	2	DRILL ACTUAL	Steerable Drlg F/ 8000' To 8190', (190').
15:30	0.50	16:00	7	LUBRICATE RIG	Rig Service. FT pipe rams.
16:00	14.00	06:00	2	DRILL ACTUAL	Steerable Drlg 8190' - 8601', (411').

3-11D-36 BTR 3/13/2012 06:00 - 3/14/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.50	16:30	2	DRILL ACTUAL	Steerable Drlg 8610' - 8858'. Survey @ 8760 - 1.21*, 358.4 AZ.
16:30	0.50	17:00	7	LUBRICATE RIG	Rig Service. FT pipe rams.
17:00	13.00	06:00	2	DRILL ACTUAL	Steerable Drlg 8858' - 9213'. Survey @ 9076' - .45*, Az - 50.97.

3-11D-36 BTR 3/14/2012 06:00 - 3/15/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.50	09:30	2	DRILL ACTUAL	Steerable Drlg 9213' - 9296' (83').
09:30	12.00	21:30	6	TRIPS	Circ BU, Pump slug, Toh. XO MM, Bit, L/D reamers, Tih. Wash 30' to bottom. Bop Drill on Toh. FT pipe and blind rams.
21:30	8.50	06:00	2	DRILL ACTUAL	Steerable Drlg 9296' - 9518' (222'). Wob 19k, rpm 45/71, spp 2250 psi, dp 100 psi, rop 26 fph.

3-11D-36 BTR 3/15/2012 06:00 - 3/16/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.50	16:30	2	DRILL ACTUAL	Steerable Drlg 9518' - 9911'. wob 20k, rpm 53/72, spp 2300 psi, dp 150 psi, rop 37 fph.
16:30	0.50	17:00	7	LUBRICATE RIG	Rig Service. FT pipe rams.
17:00	12.50	05:30	2	DRILL ACTUAL	Steerable Drlg 9911' - 10340'. Wob 20k, rpm 53/72, spp 2300 psi, dp 200 psi, rop 34 fph.
05:30	0.50	06:00	21	X/O Rot Rubber	X/O Rot Rubber.

3-11D-36 BTR 3/16/2012 06:00 - 3/17/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	5.00	11:00	2	DRILL ACTUAL	Steerable Drlg 10340' - 10540'. Wob 25k, rpm 53/72, spp 2350 psi, dp 200 psi, rop 40 fph. Rotary Clutch went out.	
11:00	0.50	11:30	7	LUBRICATE RIG	Rig Service.	
11:30	18.50	06:00	8	REPAIR RIG	Replace rotary clutch. Circ @ 445 gpm, keep pipe moving constantly while repairing clutch. No flare, no lost circ.	

3-11D-36 BTR 3/17/2012 06:00 - 3/18/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506420000	UT	Duchesne	Black Tail Ridge	COMPLETION	10,960.0	Drilling & Completion

Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	24.00	06:00	8	REPAIR RIG	Finish replacing rotary clutch.	

3-11D-36 BTR 3/18/2012 06:00 - 3/19/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506420000	UT	Duchesne	Black Tail Ridge	COMPLETION	10,960.0	Drilling & Completion

Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	8.50	14:30	2	DRILL ACTUAL	Steerable Drlg 10540' - 10960'. TD well @ 14:30.	
14:30	1.50	16:00	5	COND MUD & CIRC	Pump sweep, Circulate out.	
16:00	1.00	17:00	6	TRIPS	ST 10 stds. Hole in good shape.	
17:00	4.00	21:00	5	COND MUD & CIRC	Pump sweep, Circulate and condition f/TOH to log. 15' BU flare f/10 minutes. Pump pill.	
21:00	7.00	04:00	6	TRIPS	TOH. L/D directional tools.	
04:00	2.00	06:00	11	WIRELINE LOGS	R/U Halliburton, start in hole w/logs.	

3-11D-36 BTR 3/19/2012 06:00 - 3/20/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506420000	UT	Duchesne	Black Tail Ridge	COMPLETION	10,960.0	Drilling & Completion

Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	7.00	13:00	11	WIRELINE LOGS	Log hole. Ran Quad combo, caliper td up to surf csg, Gamma, sonic array, dual lateralog, den & neu porosity 200' - TD. Wireline TD - 10,956'. R/D loggers.	
13:00	4.50	17:30	6	TRIPS	TIH. BOP Drill.	
17:30	10.00	03:30	5	COND MUD & CIRC	C&C to LDDP. Lost circ, mix & pump lcn sweeps. Regained circ, get B/U, pump pill.	
03:30	2.50	06:00	6	TRIPS	Lddp.	

3-11D-36 BTR 3/20/2012 06:00 - 3/21/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506420000	UT	Duchesne	Black Tail Ridge	COMPLETION	10,960.0	Drilling & Completion

Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	9.00	15:00	6	TRIPS	Lddp & BHA.	
15:00	8.00	23:00	12	RUN CASING & CEMENT	R/u Weatherford casers. Run 5 1/2", 17#, P-110 STL flush jt csg as follows: FS, 2 jts shoe track, FC, 14 jts csg, MJ @ 10230', 16 jts csg, MJ @ 9505', 28 jts csg, MJ @ 8305', 191 jts csg(249 total), Tag bottom @ 10960', 2' fill.	
23:00	2.00	01:00	5	COND MUD & CIRC	C&C for Cement.	
01:00	3.00	04:00	12	RUN CASING & CEMENT	HSM. Cement well as follows: Pressure test to 5000 psi. Pump 5 bbl fresh water, 40 bbl super flush @ 9.2 ppg, 4.22 yld, 28.88 gps h2o, 10 bbl h2o spacer. Mix and pump 662 bbl (1500 sx) Tuned Lite lead cmt @ 11 ppg, 2.33 yld, 10.63 gps h2o. Tail in w/144 bbl (570 sx) Bondcem cmt @ 13.5 ppg, 1.42 yld, 6.61 gps h2o. Shut down, Wash pumps & lines to reserve pit. Drop top wiper plug. Displace cmt w/252 bbl water w/ Cla-web & Albacide. Lost returns @ start of disp, got back 50% 80 bbls in, lost again w/16 bbls left on disp, no cmt to surface. Max pressure 1950 psi, bump plug w/2500 psi. Bleed back 2 bbls, floats held. R/D Halliburton.	
04:00	2.00	06:00	21	Set slips	Pick up stack, set slipsw/30k over string wt(210k). Clean pits, release rig @ 06:00 as per agreement w/toolpusher Monte Long.	

3-11D-36 BTR 3/23/2012 06:00 - 3/24/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506420000	UT	Duchesne	Black Tail Ridge	COMPLETION	10,960.0	Drilling & Completion



Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in & secured. Bladed & Cleaned location, Cleaned out Cellar ring and mouse holes. Construction Crews started moving in production equipment.	

3-11D-36 BTR 3/24/2012 06:00 - 3/25/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	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	IWHD	Install Wellhead	Back filled cellar ring & mouse holes. Check pressure on surface casing & 5.5" casing. Removed 11" night cap, Dressed 5.5" casing top, installed 11" x 7 1/16" B-section / tbg head with 2 - 2 1/16" gate valves. Pressure tested void section and hanger seals to 5k. good test. installed 7" night cap secured well head, con't to clean & prep location.	

3-11D-36 BTR 3/26/2012 06:00 - 3/27/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	

3-11D-36 BTR 3/28/2012 06:00 - 3/29/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	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	GOP	General Operations	WSI And Secured. Prod. Crews Working On Facilities.	
08:00	1.50	09:30	SRIG	Rig Up/Down	MIRU SLB W/L Crew And Equipment. Hold Safety Meeting. Rig Up Gauge Ring And Logging Tool.	
09:30	6.50	16:00	LOGG	Logging	P/U Junk Basket/Gauge Ring. RIH, Tagged Up At 10,795', FC At 10,866', 71' Of Fill. POOH, P/U CBL Tool, Rih To PBTD, 10,795', Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 03-19-2012. Run Repeat Section From 10,795 - 10,500', Log Up Hole. Showed Real Good Bond From TD To 5840', 5840' - 2950' Good To Ratty. TOC 2950'. Ran With Pressure. Found Short Joints At 8287 - 8308, 9486 - 9506, And 10,211 - 10,222'. Pooh, RD Equipment, MOL.	
16:00	2.00	18:00	GOP	General Operations	Production Crew Con't. Working On Facilities.	
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured	

3-11D-36 BTR 3/29/2012 06:00 - 3/30/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 10,960.0	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	GOP	General Operations	Prod. Crew Finishing Up On Facilities. Move In And Spot FlowBack Tank Package. Spot In 2 Frac Tanks For Frac Line	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6283
SUNDRY NOTICES AND REPORTS ON WELLS		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
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: 3-11D-36 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013506420000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1016 FNL 2503 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 11 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 4/30/2012	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input type="text"/>

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

April 2012 monthly drilling activity report is attached.

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
May 10, 2012**

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 5/3/2012	

**3-11D-36 BTR 4/1/2012 06:00 - 4/2/2012 06:00**

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	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	GOP	General Operations	Start Filling Frac Line With 3% KCL And Prod. Wtr.

3-11D-36 BTR 4/2/2012 06:00 - 4/3/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	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	GOP	General Operations	Finish Filling Location And Staging. Prod. Crew Working On Electrical

3-11D-36 BTR 4/4/2012 06:00 - 4/5/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	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	GOP	General Operations	Prod. Crew Working On Facilities, Electrical. HES Spotted Water Manifold.

3-11D-36 BTR 4/6/2012 06:00 - 4/7/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	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	GOP	General Operations	Heat Frac Line. HES Spot Movers.

3-11D-36 BTR 4/7/2012 06:00 - 4/8/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.50	09:30	LOCL	Lock Wellhead & Secure	WSI And Secured.
09:30	2.00	11:30	SRIG	Rig Up/Down	HES Arrive On Location At 0930. Hold Safety Meeting. Rig Up Frac Equipment. SLB Arrive On Location At 1000, Hold Safety Meeting, Rig Up W/L Equipment.
11:30	0.50	12:00	PTST	Pressure Test	Rig Lubricator Up To Frac Tree, Pressure Test To 4500 Psi.. Arm And Pick Up Perf. Gun.
12:00	1.34	13:20	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 03/19/2012 And SBL CBL/CCL Dated 03/28/2012. Found And Correlated To Marker Joint At 10,211 - 10,222. Drop Down To Depth, Pull Up And Shoot Stage 1 CR-5/CR-4A/CR-4 Zone As Follows; 10555 - 556, 10563 - 564, 10571 - 572, 10586 - 587, 10602 - 603, 10613 - 614, 10626 - 627, 10648 - 649, 10661 - 662, 10676 - 677, 10691 - 692, 10707 - 708, 10717 - 718, 10736 - 737, 10746 - 747, 10761 - 762, 10777 - 778. 51 Holes. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
13:20	16.67	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured. SDFD.

3-11D-36 BTR 4/9/2012 06:00 - 4/10/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.84	06:50	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
06:50	1.59	08:25	FRAC	Frac. Job	Open Well. ICP - 426 Psi. Frac Stage 1. BreakDown At 4.6 Bpm And 3610 Psi.. Pump 3900 Gals. 15% HCL And 102 BioBalls, Flush Away. Down 15 Min. For Balls To Fall. Bring Back Up To Rate, Stabilized Rate 70.0 Bpm, Pressure 4950 Psi. ShutDown, Isip 3286 Psi., .75 F.G., 26/51 Holes Open. Pump SlickWater Pad, Start XLink, Pump Pad,Stage Into 2,3, 3.5 And 4.0# 20/40 SLC Stages Maintaining 25# Linear Gel. OverFlush Bottom Perf. Volume 15 Bbls., ShutDown. Isdp 3558 Psi., .77 F.G.. Shut In Well. Total Clean Fluid 148,553 Gals./ 3537 Bbls. 70,300 Gals. 3% KCL 76,149 Gals. Prod. Wtr. Total 20/40 SLC 166,700#. BWTR 3718 Bbls. Avg. Rate 69.8 Bpm Max Rate 70.6 Bpm Avg. Press 4779 Psi Max. Press 5170 Psi
08:25	0.25	08:40	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.
08:40	1.50	10:10	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 03/19/2012 And SBL CBL/CCL Dated 03/28/2012. Found And Correlated To Marker Joint At 10,212 - 10,232'. Drop Down To Depth, Set CBP At 10,550' With 3150#'s. Pull Up And Shoot Stage 2 CR-4/CR-3 Zone As Follows; 10257 - 258, 10270 - 271, 10290 - 291, 10325 - 326, 10336 - 337, 10347 - 348, 10384 - 385, 10407 - 408, 10421 - 422, 10443 - 444, 10455 - 456, 10469 - 470, 10487 - 488, 10516 - 517, 10533 - 534. 45 Holes. 2850#'s After Perf. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
10:10	0.16	10:20	GOP	General Operations	Turn Well Over To HES. Pressure Test To 8500 Psi., Equalize To Well Pressure.
10:20	1.50	11:50	FRAC	Frac. Job	Open Well. ICP - 2745 Psi. Frac Stage 2. BreakDown At 9.7 Bpm And 4037 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 69.5 Bpm, Pressure 5711 Psi. ShutDown, Isip 3269 Psi., .75 F.G., 21/45 Holes Open. Pump SlickWater Pad, Start XLink, Pump Pad,Stage Into 2,3, 3.5 And 4.0# SLC 20/40 Stages Maintaining 25# Linear Gel. OverFlush Bottom Perf. Volume 15 Bbls., ShutDown. Isdp 3767 Psi., .80 F.G.. Shut In Well. Total Clean Fluid 147,938 Gals./ 3522 Bbls. 70,321 Gals. KCL 75,579 Gals. Prod. Wtr. Total 20/40 SLC 166,500# BWTR 3708 Bbls. Avg. Rate 70.5 Bpm Max Rate 71.6 Bpm Avg. Press 5204 Psi Max. Press 5779 Psi
11:50	0.25	12:05	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.
12:05	1.50	13:35	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 03/19/2012 And SBL CBL/CCL Dated 03/28/2012. Found And Correlated To Marker Joint At 9,486 - 9,506'. Drop Down To Depth, Set CBP At 10,242'. 2800 #'s On Well. Pull Up And Shoot Stage 3 CR-3 Zone As Follows; 9985 - 86, 10001 - 002,10009 - 010, 10025 - 026, 10046 - 047, 10055 - 056, 10067 - 068, 10093 - 094, 10101 - 102, 10118 - 119, 10133 - 134, 10158 - 159, 10177 - 178, 10199 - 200, 10217 - 218. 45 Holes. 100#'s On Well. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
13:35	0.25	13:50	GOP	General Operations	Turn Well Over To HES. Pressure Test To 8500 Psi., Equalize To Well Pressure.
13:50	1.34	15:10	FRAC	Frac. Job	Open Well. ICP - 200 Psi. Frac Stage 3. BreakDown At 9.6 Bpm And 3313 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 70.4 Bpm, Pressure 4849 Psi. ShutDown, Isip 3113 Psi., .75 F.G., 27/45 Holes Open. Pump SlickWater Pad, Start XLink, Pump Pad,Stage Into 2 And 3# 20/40 SLC Stages Maintaining 25# Linear Gel. OverFlush Bottom Perf. Volume 15 Bbls., ShutDown. Isdp 3904 Psi., .83 F.G.. Shut In Well. Total Clean Fluid 129,249 Gals./ 3077 Bbls. 55,666 Gals. 3% KCL 71,536 Gals. Prod. Wtr. Total 20/40 SLC 108,800# 70% Of Designed BWTR 3190 Bbls. Avg. Rate 70.1 Bpm Max Rate 70.6 Bpm Avg. Press 4799 Psi Max. Press 5255 Psi
15:10	0.25	15:25	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
15:25	1.41	16:50	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 03/19/2012 And SBL CBL/CCL Dated 03/28/2012. Found And Correlated To Marker Joint At 9,486 - 9,506'. Drop Down To Depth, Set CBP At 9,972'. 3100 Psi On Well. Pull Up And Shoot Stage 4 CR-2 Zone As Follows; 9747 - 48, 9765 - 66, 9783 - 84, 9790 - 91, 9811 - 12, 9829 - 30, 9839 - 40, 9853 - 54, 9875 - 76, 9891 - 92, 9903 - 04, 9911 - 12, 9929 - 30, 9944 - 45, 9951 - 52. 45 Holes. 2200 Psi On Well. POOH. Verify On Surface All Shots Fired, LD Spent Gun. WSI And Secured.
16:50	0.17	17:00	GOP	General Operations	Turn Well Over To HES. Pressure Test To 8500 Psi., Equalize To Well Pressure.
17:00	1.42	18:25	FRAC	Frac. Job	Open Well. ICP - 2485 Psi. Frac Stage 4. BreakDown At 9.0 Bpm And 3788 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 71.8 Bpm, Pressure 4355 Psi. ShutDown, Isip 2625 Psi., .71 F.G., 28/45 Holes Open. Pump SlickWater Pad, Start XLink, Pump Pad,Stage Into 2,3,3.5 And 4# 20/40 SLC Stages Maintaining 22# Linear Gel. OverFlush Bottom Perf. Volume 15 Bbls., ShutDown. Isdp 3525 Psi., .80 F.G.. Shut In Well. Total Clean Fluid 143,857 Gals./ 3425 Bbls. 67,653 Gals. 3% KCL 74,214 Gals. Prod. Wtr. Total 20/40 155,800# SLC 94% Of Designed BWTR 3601 Bbls. Avg. Rate 71.7 Bpm Max Rate 72.1 Bpm Avg. Press 4342 Psi Max. Press 4739 Psi
18:25	0.33	18:45	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. Equilaize And Open.
18:45	1.25	20:00	PFRT	Perforating	RIH With 3 1/8" CCL And Baker 20/HES FAS Drill CBP. Correlating To HES Spectral Density/Dual Spaced Neutron Dated 03/19/2012 And SBL CBL/CCL Dated 03/28/2012. Found And Correlated To Marker Joint At 9,486 - 9,506'. Drop Down To Depth, Set CBP At 9,700'(Kill Plug). Pooh, LD Tools. WSI And Secured.
20:00	3.00	23:00	SRIG	Rig Up/Down	HES And SLB RigDown And Move Off Location.
23:00	7.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured. SDFD.

3-11D-36 BTR 4/10/2012 06:00 - 4/11/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	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	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 & Frac Sleeve, NU 7 1/16" 5K Double gate, NU 7 1/16" 5K Drilling Spool, NU 7 1/16" 5K Annular,change out Rams for 2 7/8" Pipe.& 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. 395 Jts. of 2 7/8" L80 EUE. 6.5#
12:00	3.50	15:30	RUTB	Run Tubing	PU 4 5/8" Chomp Mill, 2 7/8" POB sub 3 1/8"O.D. w/float, 1 Jt. 2 7/8" L80 6.5# Tbg., 2.205" XN Nipple, 1 Jt., 2.313" X Nipple, & Tbg. Tag Kill Plug @ 9700'.
15:30	1.00	16:30	SRIG	Rig Up/Down	RU Power Swivel & Rig Pump.
16:30	13.50	06:00	LOCL	Lock Wellhead & Secure	Secure well for the night. WSI.

3-11D-36 BTR 4/11/2012 06:00 - 4/12/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	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	LOCL	Lock Wellhead & Secure	WSI.
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com																																																																
07:30	5.50	13:00	DOPG	Drill Out Plugs	<p>Make connections to next plug. Establish circ. w/ Rig pump @ 2 Bbls./min. Returning 3 Bbls./min. Drill Plugs as follows:</p> <p>Plg. @ 9566', Csg.-1400# Plg. @ 9812', 10' of sand. Csg.-700# Plg. @ 10036', 25' of sand. Csg.-650# Plg. @ 10250', 10' of sand. Csg.-500# Clean out rat hole to FC @ 10866'.</p> <p>Circulated Bottoms up.</p>																																																																
13:00	0.50	13:30	SRIG	Rig Up/Down	RD Power Swivel.																																																																
13:30	1.00	14:30	PULT	Pull Tubing	Lay down Tbg. to landing depth.																																																																
14:30	0.50	15:00	GOP	General Operations	<p>PU Hanger, Wash Bowl w/ 5 Bbls., Stage hanger thru BOP stack, Land hanger & Test. Land Tbg. as follows:</p> <p>Tubing Des: Tubing - ProductionSet Depth (ftKB): 9,662.5 Run Date: 2012/04/11 18:00 Pull Date: Tubing Components</p> <table border="1"> <thead> <tr> <th>Jts (ftKB)</th> <th>Item Des Btm (ftKB)</th> <th>OD (in)</th> <th>ID (in)</th> <th>Wt (lb/ft)</th> <th>Grade</th> <th>Len (ft)</th> <th>Top</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Tubing Hanger 0.4</td> <td>5</td> <td>2.441</td> <td>6.5</td> <td>L-80</td> <td>0.44</td> <td>0</td> </tr> <tr> <td>302</td> <td>Tubing 9,595.80</td> <td>2 7/8</td> <td>2.441</td> <td>6.5</td> <td>L-80</td> <td>9,595.37</td> <td></td> </tr> <tr> <td>1</td> <td>X Nipple 9,597.10</td> <td>2 7/8</td> <td>2.313</td> <td>6.5</td> <td>L-80</td> <td>1.25</td> <td>9,595.80</td> </tr> <tr> <td>1</td> <td>Tubing 9,628.80</td> <td>2 7/8</td> <td>2.441</td> <td>6.5</td> <td>L-80</td> <td>31.74</td> <td>9,597.10</td> </tr> <tr> <td>1</td> <td>XN Nipple 9,630.00</td> <td>2 7/8</td> <td>2.205</td> <td>6.5</td> <td>L-80</td> <td>1.19</td> <td>9,628.80</td> </tr> <tr> <td>1</td> <td>Tubing 9,661.70</td> <td>2 7/8</td> <td>2.441</td> <td>6.5</td> <td>L-80</td> <td>31.7</td> <td>9,630.00</td> </tr> <tr> <td>1</td> <td>POB sub 9,662.50</td> <td>3 1/8</td> <td>2.441</td> <td></td> <td></td> <td>0.85</td> <td>9,661.70</td> </tr> </tbody> </table>	Jts (ftKB)	Item Des Btm (ftKB)	OD (in)	ID (in)	Wt (lb/ft)	Grade	Len (ft)	Top	1	Tubing Hanger 0.4	5	2.441	6.5	L-80	0.44	0	302	Tubing 9,595.80	2 7/8	2.441	6.5	L-80	9,595.37		1	X Nipple 9,597.10	2 7/8	2.313	6.5	L-80	1.25	9,595.80	1	Tubing 9,628.80	2 7/8	2.441	6.5	L-80	31.74	9,597.10	1	XN Nipple 9,630.00	2 7/8	2.205	6.5	L-80	1.19	9,628.80	1	Tubing 9,661.70	2 7/8	2.441	6.5	L-80	31.7	9,630.00	1	POB sub 9,662.50	3 1/8	2.441			0.85	9,661.70
Jts (ftKB)	Item Des Btm (ftKB)	OD (in)	ID (in)	Wt (lb/ft)	Grade	Len (ft)	Top																																																														
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15:00	0.50	15:30	SRIG	Rig Up/Down	RD Tbg. equip. & work floor.																																																																
15:30	0.50	16:00	BOPR	Remove BOP's	ND BOP, NU Production Tree.																																																																
16:00	1.00	17:00	GOP	General Operations	Tie in Sand Can & Sales line to Production Tree. Drop Ball Pump off Bit, Chase w/ 30 Bbls. @ 4 Bbls/min.																																																																
17:00	13.00	06:00	FBCK	Flowback Well	Put well on Production.																																																																

3-11D-36 BTR 4/12/2012 06:00 - 4/13/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	FBCK	Flowback Well	Well on Production
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting
07:30	4.00	11:30	SRIG	Rig Up/Down	RDMO w/o Rig. Stage equip. on Roger Location. MIRU Slick line.
11:30	2.00	13:30	WLWK	Wireline	Tag 400' high & was able to beat bit to bottom. RDMO slick line.
13:30	16.50	06:00	FBCK	Flowback Well	Well on Production

3-11D-36 BTR 4/18/2012 06:00 - 4/19/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	Primary Job Type Drilling & Completion
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Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	GOP	General Operations	MOVE IN R/U RACK OUT EQ.
09:00	21.00	06:00	GOP	General Operations	DOWN TIL MORNING

3-11D-36 BTR 4/19/2012 06:00 - 4/20/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	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	GOP	General Operations	TRAVEL
07:00	3.00	10:00	WKLL	Kill Well	KILL WEL N/U BOP
10:00	3.00	13:00	PULT	Pull Tubing	POOH W/ TUBING L/D POBS
13:00	4.00	17:00	RUTB	Run Tubing	RIH W/ TUBING AS FOLLOWS BULL PLUG 5 JTS DESANDER 4' SUB TUBING PUMP ANCHOR 290 JTS N/D BOP SET ANCHOR W/ 20K LAND N/U WELL HEAD
17:00	13.00	06:00	LOCL	Lock Wellhead & Secure	DOWN TIL MORNING

3-11D-36 BTR 4/20/2012 06:00 - 4/21/2012 06:00

API/UWI 43013506420000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	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	GOP	General Operations	TRAVEL
07:00	9.00	16:00	RURP	Run Rods & Pump	PREP RODS RIH W/ RODS AS FOLLOWS PLUNGER SHEAR SUB 28 1" 99 3/4 120 7/8 122 1" 40 POLISH ROD
16:00	1.00	17:00	GOP	General Operations	R/D SLIDE ROTOFLEX IN AND HANG OFF
17:00	13.00	06:00	GOP	General Operations	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: 14-20-H62-6283
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL Oil Well		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		8. WELL NAME and NUMBER: 3-11D-36 BTR
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43013506420000
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1016 FNL 2503 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 11 Township: 03.0S Range: 06.0W Meridian: U		9. FIELD and POOL or WILDCAT: ALTAMONT
		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: 4/14/2012	<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 style="width: 100px;" 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 4/11/2012 and first oil sales on
4/14/2012.

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
May 11, 2012**

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 4/16/2012	

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	18299	18299	11/11/2011		4/11/2012		
Comments: <u>Wasatch formation only.</u>							5/30/2012

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350859	14-21D-37 BTR		SESW	21	3S	7W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	18548	5/17/2012		5/30/2012		
Comments: Spudding Operation was conducted by Triple A Drilling @ 9:00 am.							
<u>GR-WS</u>							

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)

Venessa Langmacher

Name (Please Print)

Venessa Langmacher

Signature

Sr Permit Analyst

5/31/2012

Title

Date

RECEIVED

MAY 31 2012

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.
1420H626283

1a. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Dry <input type="checkbox"/> Other		6. If Indian, Allottee or Tribe Name	
b. Type of Completion <input checked="" type="checkbox"/> New Well <input type="checkbox"/> Work Over <input type="checkbox"/> Deepen <input type="checkbox"/> Plug Back <input type="checkbox"/> Diff. Resvr. Other _____		7. Unit or CA Agreement Name and No.	
2. Name of Operator BILL BARRETT CORPORATION Contact: MEGAN FINNEGAN E-Mail: mfinnegan@billbarrettcorp.com		8. Lease Name and Well No. 3-11D-36 BTR	
3. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202		9. API Well No. 43-013-50642	
3a. Phone No. (include area code) Ph: 303-299-9949		10. Field and Pool, or Exploratory ALTAMONT	
4. Location of Well (Report location clearly and in accordance with Federal requirements)* At surface NENW 1016FNL 2503FWL At top prod interval reported below NENW 815FNL 1978FWL At total depth <i>JENW</i> NENW 834FNL 1948FWL <i>BHL by HSM</i>		11. Sec., T., R., M., or Block and Survey or Area Sec 11 T3S R6W Mer UBM	
12. County or Parish DUCHESSNE		13. State UT	
14. Date Spudded 11/11/2011		15. Date T.D. Reached 03/18/2012	
16. Date Completed <input type="checkbox"/> D & A <input checked="" type="checkbox"/> Ready to Prod. 04/11/2012		17. Elevations (DF, KB, RT, GL)* 6260 GL	
18. Total Depth: MD 10960 TVD 10926		19. Plug Back T.D.: MD 10924 TVD 10890	
20. Depth Bridge Plug Set: MD TVD		21. Type Electric & Other Mechanical Logs Run (Submit copy of each) TRIPLE COMBO, MUD	
22. Was well cored? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Was DST run? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Directional Survey? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes (Submit analysis)			

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
26.000	16.000 K-55	84.0	0	97	97			0	
14.750	10.750 J-55	45.5	0	3903	3795	1560	744	0	
8.750	5.500 P-110	17.0	0	10960	10956	2070	806	3200	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	9435							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) WASATCH	9747	10778	9747 TO 10778	0.360	186	OPEN
B)						
C)						
D)						

26. Perforation Record

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

Depth Interval	Amount and Type of Material
9747 TO 10778	WASATCH: SEE TREATMENT STAGES 1 - 4

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
04/11/2012	04/20/2012	24	→	202.0	167.0	184.0	52.0	0.00	FLOWS FROM WELL
Choke Size	Tbg. Press. Flwg.	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
64/64	SI 400	75.0	→	202	167	184	827	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.	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
	SI		→						

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #139134 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

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

RECEIVED

MAY 29 2012

Div. of Oil, Gas & Mining

28b. Production - Interval C

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

28c. Production - Interval D

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

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

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GREEN RIVER	4856
				MAHOGANY	5501
				DOUGLAS CREEK	7827
				BLACK SHALE	8378
				CASTLE PEAK	8587
				UTELAND BUTTE	8869
				WASATCH	9359
				TD	10980

32. Additional remarks (include plugging procedure):

TOC was calculated by CBL. Conductor was cemented with grout. 9 7/8 hole size was used to drill from bottom of surface casing to 5913' then 8 3/4 hole size was drilled to TD. First gas sales was on 4/11/2012. First oil sales was on 4/14/2012. Attached is Treatment Data.

33. Circle enclosed attachments:

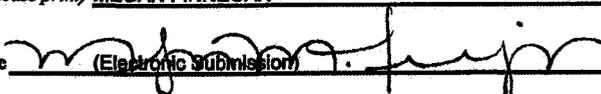
- | | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (1 full set req'd.) | 2. Geologic Report | 3. DST Report | 4. Directional Survey |
| 5. Sundry Notice for plugging and cement verification | 6. Core Analysis | 7 Other: | |

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

Electronic Submission #139134 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal

Name (please print) MEGAN FINNEGAN

Title PERMIT ANALYST

Signature  (Electronic Submission)

Date 05/29/2012

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

**** ORIGINAL ** ORIGINAL ****

3-11D-36 BTR Completion Report

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)		
AMOUNT AND TYPE OF MATERIAL		
<u>Stage</u>	<u>Bbls Slurry</u>	<u>lbs 20/40 CRC Sand</u>
1	3,717	166,700
2	3,702	166,500
3	3,195	108,800
4	3,593	155,800

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

Bill Barrett Corp
Duchesne County, UT (NAD 1927)
Sec. 11-T3S-R6W
#3-11D-36 BTR

Plan B

Design: MWD Survey

Sperry Drilling Services

Final Survey Report

23 May, 2012

Well Coordinates: 695,510.41 N, 2,270,749.08 E (40° 14' 19.81" N, 110° 31' 48.53" W)
Ground Level: 6,255.00 ft

Local Coordinate Origin:	Centered on Well #3-11D-36 BTR
Viewing Datum:	KB 16' @ 6271.00ft (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

Design Report for #3-11D-36 BTR - MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
127.00	0.08	210.41	127.00	-0.08	-0.04	0.01	0.06
First MWD Survey							
191.00	0.12	208.24	191.00	-0.17	-0.10	0.03	0.06
251.00	0.26	306.23	251.00	-0.15	-0.24	0.17	0.50
313.00	0.33	284.92	313.00	-0.02	-0.52	0.48	0.21
374.00	0.14	33.59	374.00	0.09	-0.65	0.64	0.65
436.00	0.26	310.43	436.00	0.24	-0.72	0.76	0.45
498.00	0.28	266.16	498.00	0.32	-0.98	1.03	0.33
559.00	0.23	215.96	559.00	0.21	-1.20	1.19	0.36
620.00	0.35	255.13	620.00	0.07	-1.45	1.37	0.37
680.00	0.37	251.53	680.00	-0.04	-1.81	1.67	0.05
741.00	0.56	308.27	740.99	0.08	-2.23	2.11	0.77
801.00	1.08	305.33	800.99	0.59	-2.92	2.94	0.87
862.00	1.33	299.30	861.97	1.27	-4.01	4.20	0.46
920.00	1.13	298.06	919.96	1.87	-5.10	5.43	0.35
984.00	1.33	302.89	983.95	2.57	-6.28	6.78	0.35
1,047.00	1.23	299.79	1,046.93	3.30	-7.48	8.17	0.19
1,111.00	1.31	294.73	1,110.91	3.95	-8.74	9.58	0.22
1,174.00	1.07	287.98	1,173.90	4.43	-9.96	10.89	0.44
1,237.00	1.17	287.12	1,236.89	4.80	-11.13	12.11	0.16
1,301.00	1.26	301.04	1,300.87	5.36	-12.36	13.46	0.48
1,364.00	1.26	278.84	1,363.86	5.82	-13.64	14.82	0.77
1,428.00	1.28	275.35	1,427.84	5.99	-15.04	16.19	0.12
1,491.00	1.31	286.01	1,490.83	6.26	-16.44	17.59	0.38
1,555.00	1.53	282.51	1,554.81	6.65	-17.97	19.16	0.37
1,618.00	1.28	274.76	1,617.79	6.89	-19.50	20.66	0.50
1,682.00	1.22	290.24	1,681.77	7.18	-20.85	22.03	0.53
1,745.00	1.32	278.18	1,744.76	7.52	-22.19	23.41	0.45
1,809.00	1.29	288.71	1,808.74	7.85	-23.61	24.84	0.38
1,840.00	1.21	287.80	1,839.73	8.06	-24.25	25.52	0.27
1,904.00	1.15	269.17	1,903.72	8.26	-25.53	26.79	0.60
1,967.00	0.93	238.78	1,966.71	7.99	-26.60	27.68	0.93
2,030.00	0.76	230.80	2,029.70	7.46	-27.36	28.20	0.33
2,094.00	0.71	227.19	2,093.70	6.92	-27.98	28.58	0.11
2,157.00	0.46	197.83	2,156.70	6.41	-28.35	28.73	0.61
2,221.00	0.56	256.20	2,220.69	6.10	-28.73	28.97	0.79
2,284.00	0.50	272.02	2,283.69	6.03	-29.30	29.48	0.25
2,341.00	0.43	280.65	2,340.69	6.08	-29.76	29.93	0.17
2,405.00	0.44	186.63	2,404.69	5.88	-30.03	30.10	0.99
2,468.00	0.86	159.24	2,467.68	5.20	-29.89	29.72	0.81
2,532.00	1.36	156.58	2,531.67	4.05	-29.42	28.86	0.79
2,596.00	1.73	158.13	2,595.65	2.46	-28.75	27.66	0.58
2,659.00	1.81	176.97	2,658.62	0.58	-28.35	26.60	0.93
2,723.00	1.81	195.98	2,722.59	-1.40	-28.57	26.08	0.93
2,786.00	1.80	233.69	2,785.56	-2.94	-29.64	26.52	1.85
2,849.00	2.62	266.80	2,848.51	-3.61	-31.88	28.35	2.36
2,912.00	2.71	269.50	2,911.45	-3.70	-34.81	31.05	0.25
2,978.00	2.06	270.61	2,975.39	-3.70	-37.47	33.52	1.02
3,039.00	2.63	287.86	3,038.34	-3.25	-39.98	36.02	1.43

Design Report for #3-11D-36 BTR - MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
3,102.00	2.42	310.75	3,101.28	-1.93	-42.36	38.72	1.62
3,166.00	2.21	338.01	3,165.23	0.09	-43.85	40.85	1.73
3,230.00	2.09	343.70	3,229.18	2.36	-44.64	42.41	0.38
3,293.00	1.29	345.70	3,292.15	4.15	-45.13	43.53	1.27
3,356.00	1.40	307.49	3,355.14	5.30	-45.92	44.68	1.41
3,420.00	1.43	300.81	3,419.12	6.19	-47.22	46.22	0.26
3,483.00	1.02	306.66	3,482.10	6.92	-48.35	47.54	0.68
3,546.00	0.59	284.15	3,545.10	7.34	-49.11	48.40	0.83
3,610.00	0.91	250.40	3,609.09	7.25	-49.91	49.11	0.83
3,674.00	1.21	230.19	3,673.08	6.64	-50.91	49.82	0.74
3,730.00	1.45	238.67	3,729.07	5.90	-51.97	50.53	0.55
3,832.00	1.81	224.19	3,831.03	4.07	-54.19	51.93	0.53
3,896.00	2.15	230.88	3,894.99	2.59	-55.83	52.92	0.64
3,959.00	1.76	260.15	3,957.95	1.68	-57.70	54.32	1.68
4,023.00	1.75	283.53	4,021.92	1.74	-59.62	56.13	1.11
4,086.00	2.37	300.46	4,084.88	2.62	-61.68	58.37	1.37
4,150.00	2.93	306.23	4,148.81	4.26	-64.14	61.26	0.97
4,213.00	3.92	305.90	4,211.70	6.48	-67.18	64.90	1.57
4,277.00	4.67	302.95	4,275.52	9.18	-71.14	69.57	1.22
4,340.00	5.42	303.28	4,338.28	12.20	-75.78	75.00	1.19
4,403.00	6.07	297.83	4,400.96	15.39	-81.21	81.22	1.35
4,467.00	6.74	295.18	4,464.56	18.57	-87.60	88.33	1.14
4,530.00	7.34	295.99	4,527.09	21.91	-94.57	96.03	0.97
4,594.00	8.16	296.16	4,590.50	25.70	-102.32	104.63	1.28
4,657.00	8.47	299.22	4,652.84	29.94	-110.38	113.69	0.86
4,720.00	8.54	302.99	4,715.15	34.75	-118.35	122.87	0.89
4,783.00	8.30	302.42	4,777.47	39.73	-126.12	131.91	0.40
4,847.00	8.69	304.30	4,840.76	44.93	-134.01	141.16	0.75
4,910.00	8.29	303.07	4,903.07	50.09	-141.75	150.25	0.70
4,973.00	8.16	302.56	4,965.43	54.98	-149.32	159.08	0.24
5,036.00	7.87	302.54	5,027.81	59.70	-156.73	167.70	0.46
5,100.00	7.81	298.28	5,091.21	64.12	-164.25	176.32	0.91
5,163.00	7.59	296.62	5,153.64	68.01	-171.74	184.71	0.50
5,227.00	7.55	296.24	5,217.09	71.77	-179.29	193.11	0.10
5,291.00	7.63	296.81	5,280.53	75.54	-186.85	201.53	0.17
5,354.00	7.03	295.74	5,343.01	79.10	-194.06	209.54	0.98
5,418.00	6.46	296.33	5,406.57	82.40	-200.81	217.03	0.90
5,481.00	6.83	296.18	5,469.14	85.63	-207.35	224.30	0.59
5,544.00	6.95	295.84	5,531.69	88.94	-214.14	231.83	0.20
5,608.00	7.31	297.82	5,595.19	92.53	-221.23	239.74	0.68
5,671.00	7.60	299.66	5,657.66	96.46	-228.39	247.85	0.60
5,735.00	7.79	297.88	5,721.09	100.58	-235.90	256.34	0.48
5,798.00	8.21	297.07	5,783.47	104.63	-243.68	265.06	0.69
5,862.00	7.93	295.70	5,846.84	108.62	-251.73	274.01	0.53
5,906.00	7.78	294.14	5,890.43	111.15	-257.18	280.02	0.59
5,969.00	7.81	298.59	5,952.84	114.95	-264.83	288.52	0.96
6,033.00	7.98	304.33	6,016.24	119.53	-272.32	297.17	1.26
6,097.00	7.31	301.87	6,079.67	124.19	-279.45	305.50	1.16
6,160.00	6.96	296.61	6,142.18	128.01	-286.26	313.25	1.18
6,224.00	8.15	302.16	6,205.63	132.17	-293.57	321.57	2.18
6,287.00	7.92	302.03	6,268.01	136.84	-301.03	330.22	0.37

HALLIBURTON

Design Report for #3-11D-36 BTR - MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
6,351.00	7.30	299.10	6,331.44	141.16	-308.32	338.58	1.14
6,414.00	7.52	299.83	6,393.92	145.16	-315.40	346.63	0.38
6,478.00	7.11	298.67	6,457.40	149.14	-322.50	354.70	0.68
6,541.00	6.62	299.33	6,519.95	152.79	-329.09	362.17	0.79
6,605.00	6.35	298.81	6,583.54	156.30	-335.41	369.33	0.43
6,668.00	6.22	296.01	6,646.16	159.48	-341.53	376.19	0.53
6,732.00	7.27	294.99	6,709.71	162.71	-348.31	383.68	1.65
6,795.00	7.93	290.83	6,772.16	165.94	-355.99	392.01	1.36
6,859.00	7.53	287.30	6,835.58	168.76	-364.12	400.61	0.97
6,921.00	7.51	287.04	6,897.05	171.15	-371.87	408.70	0.06
6,985.00	7.36	287.51	6,960.51	173.61	-379.78	416.96	0.25
7,048.00	7.20	284.49	7,023.00	175.81	-387.45	424.90	0.66
7,112.00	7.59	282.63	7,086.47	177.74	-395.46	433.06	0.71
7,176.00	7.90	282.41	7,149.88	179.61	-403.88	441.58	0.49
7,239.00	8.66	285.36	7,212.23	181.80	-412.68	450.57	1.38
7,302.00	8.07	285.46	7,274.56	184.23	-421.52	459.69	0.94
7,366.00	7.23	283.58	7,337.99	186.37	-429.76	468.15	1.37
7,429.00	7.46	282.13	7,400.47	188.17	-437.61	476.11	0.47
7,493.00	7.91	281.24	7,463.89	189.90	-445.99	484.54	0.73
7,556.00	8.12	281.50	7,526.28	191.63	-454.61	493.19	0.34
7,620.00	7.45	277.68	7,589.69	193.08	-463.15	501.67	1.32
7,683.00	7.32	273.88	7,652.17	193.90	-471.20	509.47	0.80
7,747.00	6.95	271.30	7,715.67	194.27	-479.14	516.99	0.76
7,810.00	6.14	268.67	7,778.26	194.27	-486.32	523.68	1.37
7,874.00	5.29	263.97	7,841.94	193.88	-492.67	529.45	1.52
7,938.00	4.68	259.15	7,905.70	193.08	-498.17	534.28	1.16
8,001.00	4.62	253.74	7,968.49	191.89	-503.13	538.46	0.70
8,064.00	4.18	248.72	8,031.31	190.34	-507.71	542.15	0.93
8,128.00	2.98	249.53	8,095.18	188.92	-511.44	545.10	1.88
8,191.00	2.11	260.48	8,158.12	188.15	-514.12	547.32	1.58
8,254.00	1.41	268.52	8,221.09	187.94	-516.04	549.02	1.18
8,318.00	1.19	251.96	8,285.07	187.71	-517.45	550.26	0.68
8,381.00	0.96	248.59	8,348.06	187.32	-518.57	551.15	0.38
8,444.00	0.78	262.80	8,411.05	187.07	-519.48	551.92	0.44
8,507.00	0.48	275.83	8,474.05	187.05	-520.17	552.55	0.52
8,571.00	0.29	248.87	8,538.05	187.01	-520.59	552.93	0.40
8,634.00	0.67	314.82	8,601.05	187.22	-521.00	553.38	0.97
8,697.00	1.00	339.77	8,664.04	187.99	-521.45	554.09	0.77
8,760.00	1.21	358.40	8,727.03	189.17	-521.66	554.71	0.66
8,823.00	1.11	359.37	8,790.02	190.45	-521.69	555.20	0.16
8,886.00	0.96	1.95	8,853.01	191.59	-521.67	555.61	0.25
8,949.00	0.76	5.95	8,916.00	192.53	-521.61	555.89	0.33
9,013.00	0.55	12.52	8,979.99	193.25	-521.50	556.05	0.35
9,076.00	0.45	50.97	9,042.99	193.70	-521.24	555.98	0.54
9,139.00	0.41	88.03	9,105.99	193.87	-520.83	555.65	0.44
9,202.00	0.36	71.51	9,168.99	193.94	-520.41	555.29	0.19
9,258.00	0.45	76.06	9,224.99	194.04	-520.03	554.98	0.17
9,321.00	0.29	34.82	9,287.99	194.23	-519.70	554.74	0.48
9,384.00	0.65	0.80	9,350.98	194.72	-519.61	554.83	0.70
9,447.00	0.58	348.58	9,413.98	195.39	-519.67	555.13	0.24

Design Report for #3-11D-36 BTR - MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
9,510.00	1.29	329.59	9,476.97	196.32	-520.09	555.86	1.21
9,573.00	1.66	314.59	9,539.95	197.57	-521.10	557.25	0.84
9,636.00	1.54	312.47	9,602.93	198.78	-522.37	558.88	0.21
9,699.00	1.59	307.96	9,665.90	199.89	-523.68	560.51	0.21
9,762.00	1.59	310.20	9,728.88	200.99	-525.04	562.18	0.10
9,825.00	1.28	305.51	9,791.86	201.97	-526.28	563.69	0.53
9,888.00	1.20	310.31	9,854.84	202.80	-527.36	564.99	0.21
9,952.00	1.03	295.00	9,918.83	203.48	-528.39	566.20	0.53
10,015.00	1.10	275.27	9,981.82	203.77	-529.50	567.35	0.59
10,079.00	1.44	267.54	10,045.81	203.79	-530.92	568.67	0.59
10,142.00	1.96	276.52	10,108.78	203.88	-532.78	570.44	0.92
10,206.00	2.03	282.93	10,172.74	204.26	-534.97	572.62	0.37
10,269.00	1.91	270.53	10,235.70	204.52	-537.11	574.70	0.70
10,333.00	1.88	263.94	10,299.67	204.42	-539.22	576.63	0.34
10,396.00	1.80	250.81	10,362.64	203.98	-541.18	578.30	0.68
10,460.00	1.87	240.00	10,426.60	203.13	-543.04	579.71	0.55
10,523.00	2.13	233.32	10,489.56	201.92	-544.87	580.97	0.55
10,586.00	2.39	221.66	10,552.52	200.24	-546.68	582.04	0.84
10,650.00	2.47	216.58	10,616.46	198.13	-548.39	582.86	0.36
10,713.00	2.89	208.56	10,679.39	195.65	-549.95	583.41	0.89
10,777.00	2.99	206.52	10,743.30	192.74	-551.47	583.76	0.23
10,840.00	3.33	198.89	10,806.21	189.54	-552.80	583.83	0.86
10,906.00	3.68	197.31	10,872.09	185.70	-554.05	583.59	0.55
Final MWD Survey							
10,960.00	3.68	197.31	10,925.97	182.39	-555.08	583.34	0.00
Survey Projection to TD							

Design Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
127.00	127.00	-0.08	-0.04	First MWD Survey
10,906.00	10,872.09	185.70	-554.05	Final MWD Survey
10,960.00	10,925.97	182.39	-555.08	Survey Projection to TD

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin		Start TVD (ft)
				+N/-S (ft)	+E/-W (ft)	
Target	3-11D-36 BTR_PlanB_Rev0_BHL Tgt	291.44	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
127.00	10,960.00	Sperry MWD Surveys	MWD

Design Report for #3-11D-36 BTR - MWD Survey

Targets

Target Name - hit/miss target - Shape	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
3-11D-36 BTR_660'	0.00	0.00	0.00	0.00	0.00	695,510.41	2,270,749.08	40° 14' 19.810 N	110° 31' 48.529 W
- actual wellpath hits target center									
- Polygon									
Point 1				-900.00	355.19	695,855.79	2,269,845.35		
Point 2				-100.00	355.19	695,864.46	2,270,645.24		
Point 3				-900.00	355.19	695,855.79	2,269,845.35		
3-11D-36	0.00	0.00	0.00	355.19	-522.64	695,859.89	2,270,222.66	40° 14' 23.320 N	110° 31' 55.268 W
- actual wellpath misses target center by 631.91ft at 0.00ft MD (0.00 TVD, 0.00 N, 0.00 E)									
- Point									
3-11D-36	0.00	0.00	11,456.00	205.19	-522.64	695,709.90	2,270,224.28	40° 14' 21.837 N	110° 31' 55.268 W
- actual wellpath misses target center by 531.51ft at 10960.00ft MD (10925.97 TVD, 182.39 N, -555.08 E)									
- Point									
3-11D-36	0.00	0.00	8,216.00	205.19	-522.64	695,709.90	2,270,224.28	40° 14' 21.837 N	110° 31' 55.268 W
- actual wellpath misses target center by 18.51ft at 8249.06ft MD (8216.15 TVD, 187.94 N, -515.91 E)									
- Rectangle (sides W200.00 H200.00 D3,240.00)									

HALLIBURTON

North Reference Sheet for Sec. 11-T3S-R6W - #3-11D-36 BTR - Plan B

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

Vertical Depths are relative to KB 16' @ 6271.00ft (Patterson 506). Northing and Easting are relative to #3-11D-36 BTR

Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866

Projection method is Lambert Conformal Conic (2 parallel)

Central Meridian is 111° 30' 0.000 W°, Longitude Origin:0° 0' 0.000 E°, Latitude Origin:40° 39' 0.000 N°

False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99992361

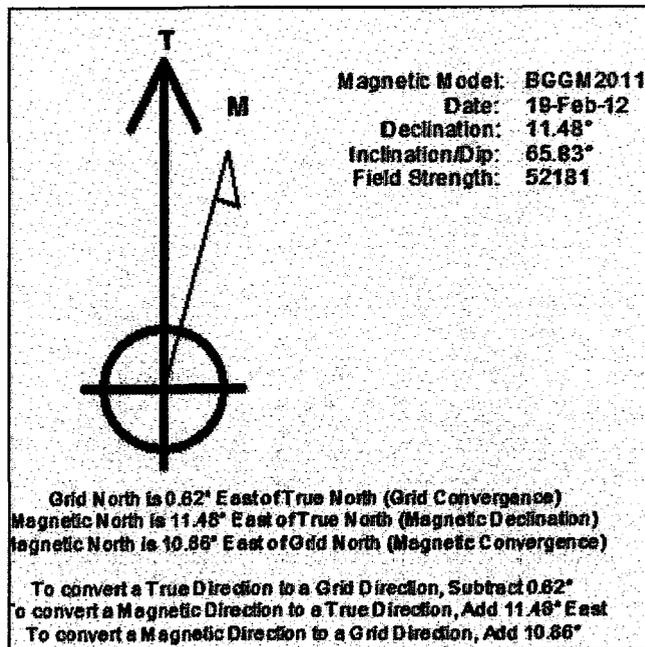
Grid Coordinates of Well: 695,510.41 ft N, 2,270,749.08 ft E

Geographical Coordinates of Well: 40° 14' 19.81" N, 110° 31' 48.53" W

Grid Convergence at Surface is: 0.62°

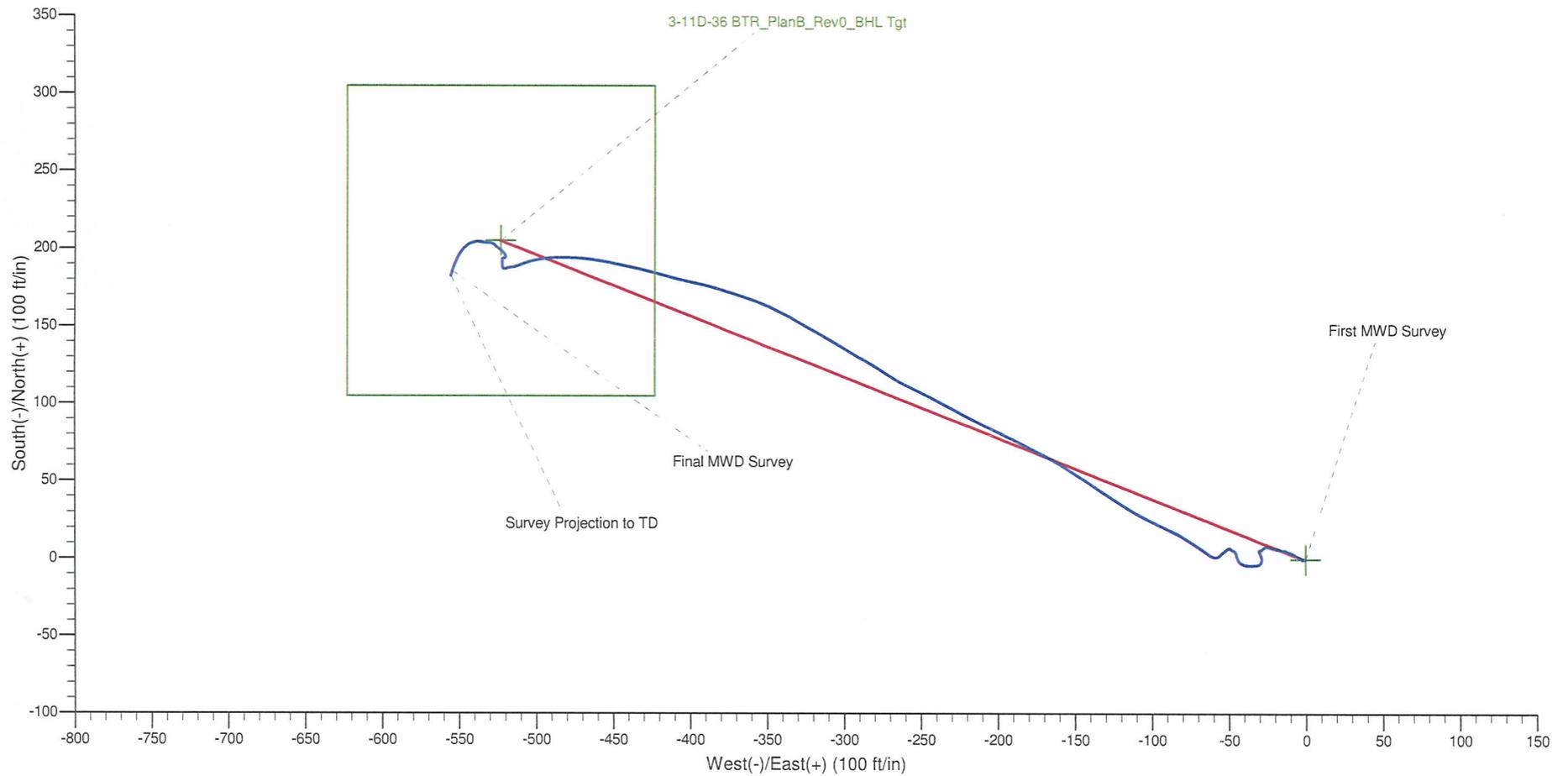
Based upon Minimum Curvature type calculations, at a Measured Depth of 10,960.00ft the Bottom Hole Displacement is 584.28ft in the Direction of 288.19° (True).

Magnetic Convergence at surface is: -10.86° (19 February 2012, , BGGM2011)



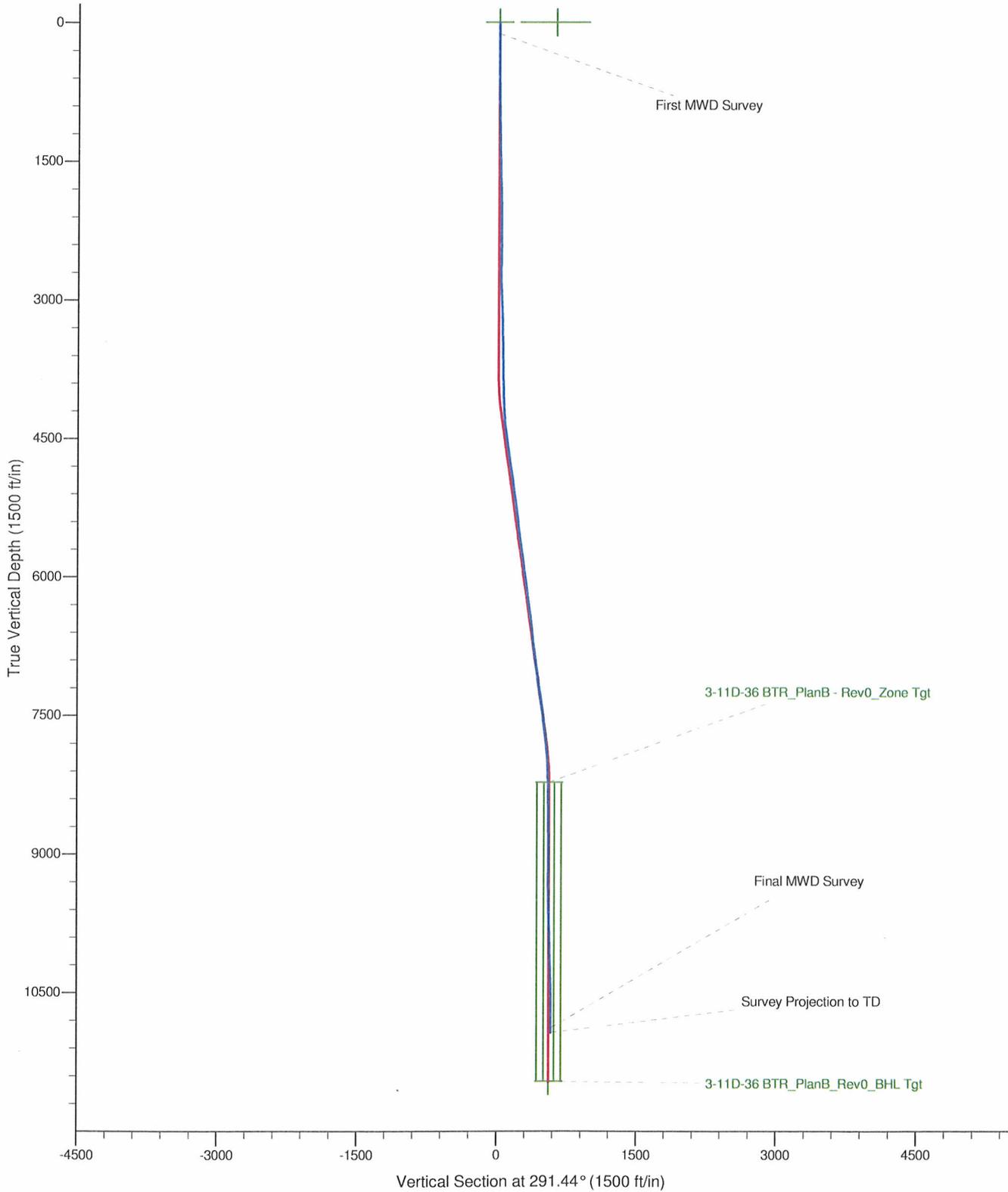
LEGEND

- #3-11D-36 BTR, Plan B, Plan B - Rev 0 Proposal V0
- MWD Survey



LEGEND

- #3-11D-36 BTR, Plan B, Plan B - Rev 0 Proposal V0
- MWD Survey



STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6283
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: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 3-11D-36 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013506420000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext
9. FIELD and POOL or WILDCAT: ALTAMONT	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1016 FNL 2503 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 11 Township: 03.0S Range: 06.0W Meridian: U	COUNTY: DUCHESNE
	STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 2/15/2013 <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 checked="" type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>

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

BBC requests to recomplete the Upper Wasatch and Lower Green River formations. Please see recompletion procedure attached.

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

Date: February 06, 2013

By: *Derek Quist*

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 2/1/2013	



3-11D-36 BTR
RECOMPLETE PROCEDURES
Section 11-T3S-R6W
Duchesne County, Utah
API # 43-013-50642

February 1, 2013

AFE # 16100R

OBJECTIVE

Pull existing rods and tubing, set CIBP above existing perforations, and prepare wellbore for a Upper Wasatch and Lower Green River recomplete. Perforate and frac per the procedure below. Drill out all CBP's, clean out well to CIBP, run tubing and return well to production.

MATERIAL NEEDS:

Fresh Water: 900 BBL's

Acid: 60,000 Gallons 15% HCL to be supplied by the service company

CURRENT WELL STATUS

Currently the well is producing 50 BOPD, 250 BWPD, and 28 MCFD.

COMPLETION PROCEDURE

1. **Safety is the highest priority.** Hold wellsite safety meetings each morning and prior to each significant operation. Review critical parameters and objectives as well as emergency action plans.
2. Hold and document pre-activity meeting, determine location of necessary equipment and rig up of same, be sure all necessary contractors are present and agree as to the layout of location.
3. Spot necessary tanks and flowback equipment to perform the work outlined below and accommodate the materials listed above.
4. Pressure test flowback iron.
5. MIRU workover rig to pull rods and tubing.
6. Flush well with 300 BBL's heated fresh water using workover rig pump.

7. RDMO workover rig and associated equipment.
8. MIRU WL unit and lubricator.
9. RIH with gage ring to 9,400'.
10. RIH with CIBP set at 9,9720' MD.
11. ND production tree and NU frac tree.
12. Pressure test casing and CIBP to 6,500 psi, hold for 15 minutes, monitor and record bleed off.
13. Perforate Stage 5 of Wasatch:

	FROM	TO	SHOTS	Phasing	FRAC PLUG	Frac Plug Depth
STAGE 5					#1 CIBP 10 K	9,720
GUN SYSTEM	3 1/8					
CHARGE	3104 PJO					
	9400	9401	3	120		
	9425	9426	3	120		
	9441	9442	3	120		
	9474	9475	3	120		
	9485	9486	3	120		
	9502	9503	3	120		
	9513	9514	3	120		
	9533	9534	3	120		
	9558	9559	3	120		
	9574	9575	3	120		
	9585	9586	3	120		
	9608	9609	3	120		
	9615	9616	3	120		
	9629	9630	3	120		
	9637	9638	3	120		
Total			45			

14. MIRU & spot Halliburton Acid equipment.
15. Pressures test all lines to 10,000 psi.
16. Acidize interval # 5 per designs.



17. PU & RIH with CBP and perforating guns.

18. Set CBP @ 9,374'

19. Perforate Stage 6 of LGR as follows:

	FROM	TO	SHOTS	Phasing	FRAC PLUG	Frac Plug Depth
STAGE 6					#2 10 K	9,374
GUN SYSTEM	3 1/8					
CHARGE	3104 PJO					
	9095	9096	3	120		
	9104	9105	3	120		
	9118	9119	3	120		
	9133	9134	3	120		
	9158	9159	3	120		
	9183	9184	3	120		
	9203	9204	3	120		
	9225	9226	3	120		
	9231	9232	3	120		
	9267	9268	3	120		
	9293	9294	3	120		
	9313	9314	3	120		
	9329	9330	3	120		
	9341	9342	3	120		
	9353	9354	3	120		
Total			45			

20. Acidize interval #6 per design.

21. PU & RIH with CBP and perforating guns.

22. Set CBP @ 9,089'.

23. Perforate Stage 7 of Lower Green River as follows:

	FROM	TO	SHOTS	Phasing	FRAC PLUG	Frac Plug Depth
STAGE 7					#3 10 K	9,089
GUN SYSTEM	3 1/8					
CHARGE	3104 PJO					
	8791	8792	3	120		
	8805	8806	3	120		
	8833	8834	3	120		
	8859	8860	3	120		
	8880	8881	3	120		
	8907	8908	3	120		
	8929	8930	3	120		
	8957	8958	3	120		
	8971	8972	3	120		
	8988	8989	3	120		
	9001	9002	3	120		
	9013	9014	3	120		
	9029	9030	3	120		
	9041	9042	3	120		
	9068	9069	3	120		
Total			45			

24. Acidize Lower Green River interval # 7 per design.

25. PU & RIH with CBP and perforating guns.

26. Set CBP @ 8,790'.

27. Perforate Stage 8 of Lower Green River as follows:

	FROM	TO	SHOTS	Phasing	FRAC PLUG	Frac Plug Depth
STAGE 8					#4 10 K	8,790
GUN SYSTEM	3 1/8					
CHARGE	3104 PJO					
	8563	8564	3	120		
	8581	8582	3	120		
	8591	8592	3	120		
	8599	8600	3	120		
	8610	8611	3	120		
	8618	8619	3	120		
	8636	8637	3	120		
	8649	8650	3	120		
	8661	8662	3	120		
	8681	8682	3	120		
	8696	8697	3	120		
	8713	8714	3	120		
	8725	8726	3	120		
	8739	8740	3	120		
	8769	8770	3	120		
Total			45			

28. Acidize interval #8 per design.

29. PU & RIH with CBP.

30. Set CBP @ 8,400'.

31. RD Halliburton frac equipment, clear location of all unnecessary personnel and equipment.

32. ND frac tree and NU production tree and BOP's.

33. MIRU workover rig unit

34. Drill out CBP's, clean well out to CIBP, and land tubing.

35. Return well to production.

CASING DATA

STRING	SIZE	WEIGHT	GRADE	DEPTH
Surface	10-3/4"	45.5#	J-55	3,795'
Production	5-1/2"	17#	P-110	10,956'

PRESSURE AND DIMENSIONAL DATA

SIZE	WEIGHT	GRADE	BURST	COLLAPSE	DRIFT
10 3/4"	45.5#	J-55	3,130 psi	2,090 psi	8.599"
5 1/2"	17.0#	P-110	10,640 psi	7,460 psi	4.653"

28b. Production - Interval C

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

28c. Production - Interval D

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

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

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GREEN RIVER	4856
				MAHOGANY	5501
				DOUGLAS CREEK	7827
				BLACK SHALE	8378
				CASTLE PEAK	8587
				UTELAND BUTTE	8869
				WASATCH	9359

32. Additional remarks (include plugging procedure):

This is a recomplete to the current producing formation: Wasatch. Treatment Data and End of Well Report attached.

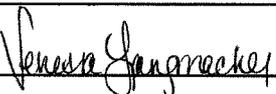
33. Circle enclosed attachments:

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

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

Electronic Submission #202002 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal

Name (please print) VENESSA LANGMACHER Title SENIOR PERMIT ANALYST

Signature  (Electronic Submission) Date 03/20/2013

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

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

3-11D-36 BTR Completion Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)		
AMOUNT AND TYPE OF MATERIAL		
<u>Stage</u>	<u>BBS Slurry</u>	<u>lbs 20/40 CRC</u>
1	1,484	166,700
2	1,481	166,500
3	1,092	108,800
4	1,407	155,800

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



Bill Barrett Corporation

3-11D-36 BTR 2/28/2013 06:00 - 3/1/2013 06:00

API/UWI 43-013-50642	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	Primary Job Type Recompletion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	SMTG	Safety Meeting	HOLD SAFETY MEETING W/ ALL CONTRACTORS ON LOCATION ON DAILY OPERATION.
07:00	2.50	09:30	ACID	Acid Wash/Squeeze	R/U BASIC ENERGY. TEST LINES TO 8500 PSI. ACIDIZE STG 5. OPEN WELL 0 PSI. BROKE DOWN @ 29 BPM, 4471 PSI. PUMP 1500 GAL ACID 15% HCL. DROP 90 BIO-BALLS. FLUSH W/ 234 BBLS 2% KCL. ISIP- 2910. FG- .74. SHUT WELL IN. MAX RATE- 53.1. MAX PSI- 5151. AVG RATE- 39.8. AVG PSI- 3889.
09:30	1.00	10:30	CTUW	W/L Operation	MIRU SLB WIRELINE. RIH W/ 5.5 CBP & 3-1/8 PJ OMEGA 3104 PERF GUN. SET PLUG @ 9374. PERF STG 6 F/ 9095' TO 9354'. 45 HOLES. 120 PH, 3 SPF. R/D SLB.
10:30	0.50	11:00	ACID	Acid Wash/Squeeze	R/U BASIC ENERGY. TEST LINES TO 8500 PSI. ACIDIZE STG 6. OPEN WELL 1952 PSI. BROKE DOWN @ 25 BPM, 2329 PSI. PUMP 1500 GAL ACID 15% HCL. DROP 90 BIO-BALLS. FLUSH W/ 227 BBLS 2% KCL. ISIP- 2040. FG- .65. SHUT WELL IN. MAX RATE- 46.6. MAX PSI- 7755. AVG RATE- 31.8. AVG PSI- 914.
11:00	1.00	12:00	CTUW	W/L Operation	MIRU SLB WIRELINE. RIH W/ 5.5 CBP & 3-1/8 PJ OMEGA 3104 PERF GUN. SET PLUG @ 9086'. PERF STG 7 F/ 8791' TO 9069'. 45 HOLES. 120 PH, 3 SPF. R/D SLB.
12:00	0.50	12:30	ACID	Acid Wash/Squeeze	R/U BASIC ENERGY. TEST LINES TO 8500 PSI. ACIDIZE STG 7. OPEN WELL 1549 PSI. BROKE DOWN @ 37 BPM, 2828 PSI. PUMP 1500 GAL ACID 15% HCL. DROP 90 BIO-BALLS. FLUSH W/ 207 BBLS 2% KCL. ISIP- 1710. FG- .62. SHUT WELL IN. MAX RATE- 49.5. MAX PSI- 6632. AVG RATE- 37.4. AVG PSI- 4051.
12:30	1.00	13:30	CTUW	W/L Operation	MIRU SLB WIRELINE. RIH W/ 5.5 CBP & 3-1/8 PJ OMEGA 3104 PERF GUN. SET PLUG @ 8782'. PERF STG 8 F/ 8563' TO 8770'. 45 HOLES. 120 PH, 3 SPF. R/D SLB.
13:30	0.50	14:00	ACID	Acid Wash/Squeeze	R/U BASIC ENERGY. TEST LINES TO 8500 PSI. ACIDIZE STG 8. OPEN WELL 1297 PSI. BROKE DOWN @ 42 BPM, 3520 PSI. PUMP 1500 GAL ACID 15% HCL. DROP 90 BIO-BALLS. FLUSH W/ 202 BBLS 2% KCL. ISIP- 1750. FG- .63. SHUT WELL IN. MAX RATE- 44.9. MAX PSI- 7299. AVG RATE- 36.9. AVG PSI- 3301.
14:00	1.50	15:30	CTUW	W/L Operation	MIRU SLB WIRELINE. RIH W/ 5.5 KILL PLUG. SET PLUG @ 8540'. SIWP- 1400. BLEED WELL OFF. R/D SLB. MOL.
15:30	2.00	17:30	SRIG	Rig Up/Down	BASIC ENERGY R/D EQUIPMENT. MOL.
17:30	13.00	06:30	LOCL	Lock Wellhead & Secure	WELL SHUT IN & SECURE.

3-11D-36 BTR 3/1/2013 06:00 - 3/2/2013 06:00

API/UWI 43-013-50642	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	Primary Job Type Recompletion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HOLD SAFETY MEETING.
07:00	2.00	09:00	SRIG	Rig Up/Down	ROAD RIG 5-21 TO LOCATION. R/U RIG & EQUIPMENT.
09:00	4.00	13:00	BOPI	Install BOP's	N/D FRAC TREE . N/U BOP & HYDRILL. R/U FLOOR & EQUIPMENT. SPOT CATWALK & PIPE RACKS. LOAD TBG ON RACKS.
13:00	4.00	17:00	RUTB	Run Tubing	P/U 4-3/4 BIT, 1 JT 2-7/8 TBG & XN- NIPPLE W/ PUMP THROUGH PLUG IN PLACE. RIH P/U 2-7/8 TBG TO KILL PLUG @ 8540'.
17:00	1.00	18:00	GOP	General Operations	R/U CIRC EQUIPMENT & POWER SWIVEL. SWIFN.



Bill Barrett Corporation

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	CREW TRAVEL. WELL SECURE.

3-11D-36 BTR 3/2/2013 06:00 - 3/3/2013 06:00

API/UWI 43-013-50642	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	Primary Job Type Recompletion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL HOLD SAFETY MEETING.
07:00	6.00	13:00	DOPG	Drill Out Plugs	SIWP- 0. R/U SWIVEL. BREAK CIRC. D/O KILL PLUG @ 8540'. FCP 300 PSI ON 26/64 CHOKE. SWIVEL IN HOLE. D/O CBP @ 8782'. FCP 500 ON 24/64 CHOKE. SWIVEL IN HOLE. D/O CBP @ 9096'. FCP 300 ON 24/64 CHOKE. SWIVEL IN HOLE. D/O CBP @ 9374'. FCP 300 ON 24/64 CHOKE. SWIVEL IN HOLE TO CIBP @ 9720', SLIGHT FLOW. CIRC WELL CLEAN FOR 1 HR. R/D SWIVEL.
13:00	2.50	15:30	PULT	Pull Tubing	POOH W/ 4-3/4 BIT. CSG FLOWING BACK SLIGHTLY.
15:30	3.00	18:30	PTST	Pressure Test	R/U FOUR STAR. P/U 5-1/2 TAC & BHA. RIH TO 3000' TEST TBG TO 7000 PSI. DRAIN UP CIRC EQUIPMENT. SWIFN.
18:30	11.50	06:00	LOCL	Lock Wellhead & Secure	CREW TRAVEL. WELL SECURE.

3-11D-36 BTR 3/3/2013 06:00 - 3/4/2013 06:00

API/UWI 43-013-50642	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	Primary Job Type Recompletion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HOLD SAFETY MEETING.
07:00	0.50	07:30	GOP	General Operations	SIWP- 200. BLEED DOWN WELL.
07:30	5.50	13:00	RUTB	Run Tubing	FINISH RIH W/ 5-1/2 TAC & BHA HYDRO TEST TBG TO 7000 PSI, REPLACE 1 BAD JT. R/D HYDRO TESTER. P/U 6' TBG SUB & TBG HANGER SET TAC @ 9213'. S/N @ 9278'. EOT @ 9460'. N/D BOP. THREADS ON HANGER BAD, UNABLE TO SCREW INTO HANGER TO PULL TBG SUB OUT. 290 JTS 2-7/8 TBG. TAC 8 RD. 20K TENSION 2 JT 2-7/8 TBG. S/N. 4' PUP. DESANDER. 5 JTS 2-7/8 TBG. BULL PLUG.
13:00	1.50	14:30	DTIM	Downtime	WAIT ON TBG SPEAR, TBG STARTING TO FLOW. SCREW TIW VALVE INTO HANGER AS FAR AS POSSIBLE. KILL TBG W/ 50 BBLs. SPEAR HANGER. PULL SUB OUT & CHANGE OUT HANGER. LAND TBG.
14:30	4.50	19:00	RURP	Run Rods & Pump	R/U WELLHEAD. FLUSH TBG W/ 60 BBLs MIX W/ BIOCIDES & SCALE INHIBITOR. P/U ROD PUMP & PRIME. START RIH W/ PUMP. P/U 42- 1" RODS. P/U POLISH ROD. SWIFN. CSG OPEN TO SALES.
19:00	11.00	06:00	LOCL	Lock Wellhead & Secure	CREW TRAVEL. WELL SECURE.

3-11D-36 BTR 3/4/2013 06:00 - 3/5/2013 06:00

API/UWI 43-013-50642	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	Primary Job Type Recompletion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HOLD SAFETY MEETING.
07:00	5.00	12:00	RURP	Run Rods & Pump	FINISH RIH W/ ROD PUMP P/U RODS. SPACE OUT & SEAT PUMP. FILL TBG & TEST TBG TO 800 PSI, HELD. HANG OFF RODS. 40' POLISH ROD. 109- 1" RODS. WG 120- 7/8" RODS. WG 99- 3/4" RODS. WG 42- 1" RODS. WG SHEAR SUB. PUMP RHBC-36'.
12:00	3.00	15:00	SRIG	Rig Up/Down	R/D RIG & EQUIPMENT. SLIDE IN UNIT. PWOP. SDFN
15:00	15.00	06:00	LOCL	Lock Wellhead & Secure	CREW TRAVEL. WELL SECURE.



Bill Barrett Corporation

3-11D-36 BTR 3/6/2013 06:00 - 3/7/2013 06:00

API/UWI 43-013-50642	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	Primary Job Type Recompletion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HOLD SAFETY MEETING.	
07:00	2.00	09:00	SRIG	Rig Up/Down	SLIDE BACK UNIT. R/U RIG & EQUIPMENT. UNSEAT PUMP. UNABLE TO PUMP DOWN TBG.	
09:00	2.00	11:00	PURP	Pull Rod Pump	POOH W/ RODS. LEFT TRAVELING VALVE ON BOTTOM OF PUMP IN HOLE.	
11:00	2.50	13:30	BOPI	Install BOP's	R/D WELLHEAD. RELEASE TAC. N/U BOP. R/U FLOOR & EQUIPMENT.	
13:30	4.50	18:00	PULT	Pull Tubing	POOH W/ TAC & BHA. SDFN. CSG OPEN TO SALES.	
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	CREW TRAVEL WELL SECURE.	

3-11D-36 BTR 3/7/2013 06:00 - 3/8/2013 06:00

API/UWI 43-013-50642	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 10,960.0	Primary Job Type Recompletion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL HOLD SAFETY MEETING.	
07:00	6.00	13:00	RUTB	Run Tubing	RIH W/ 5-1/2. 1/4 TURN TAC. N/D BOP. SET TAC @ 9118'. S/N @ 9182'. EOT @ 9364'. R/U WELLHEAD & ROD EQUIPMENT. CIRC HOLE W/ 100 BBLS. 287 JTS 2-7/8 TBG. TAC 1/4 TURN. 20 K TENSION 2 JT 2-7/8 TBG. S/N. 4' PUP. DESANDER. 3 JTS 2-7/8 TBG. BULL PLUG.	
13:00	3.50	16:30	RURP	Run Rods & Pump	P/U INSERT PUMP & PRIME. RIH W/ ROD PUMP. SPACE OUT & SEAT PUMP. FILL TBG & TEST TBG TO 800 PSI, HELD. HANG OFF RODS. 40' POLISH ROD. PONY. 2', 8'. 107- 1" RODS. WG 120- 7/8" RODS. WG 95- 3/4" RODS. WG 42- 1" RODS. WG SHEAR SUB. PUMP 25-175-RHBC-30-5-33-36'.	
16:30	1.50	18:00	SRIG	Rig Up/Down	R/D RIG & EQUIPMENT. SLIDE IN UNIT. PWOP. MOL.	
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	CREW TRAVEL. WELL SECURE.	

**RECOMPLETION -
AMENDMENT**

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Dry <input type="checkbox"/> Other			6. If Indian, Allottee or Tribe Name		
b. Type of Completion <input type="checkbox"/> New Well <input checked="" type="checkbox"/> Work Over <input type="checkbox"/> Deepen <input type="checkbox"/> Plug Back <input type="checkbox"/> Diff. Resvr. Other _____			7. Unit or CA Agreement Name and No.		
2. Name of Operator BILL BARRETT CORPORATION E-Mail: vlangmacher@billbarrettcorp.com			8. Lease Name and Well No. 3-11D-36 BTR		
3. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202		3a. Phone No. (include area code) Ph: 303-312-8172	9. API Well No. 43-013-50642		
4. Location of Well (Report location clearly and in accordance with Federal requirements)* At surface Sec 11 T3S R6W Mer UBM NENW 1016FNL 2503FWL At top prod interval reported below Sec 11 T3S R6W Mer UBM NENW 815FNL 1978FWL At total depth Sec 11 T3S R5W Mer UBM NENW 834FNL 1948FWL			10. Field and Pool, or Exploratory ALTAMONT		
14. Date Spudded 11/11/2011			15. Date T.D. Reached 03/18/2012	16. Date Completed <input type="checkbox"/> D & A <input checked="" type="checkbox"/> Ready to Prod. 04/11/2012	17. Elevations (DF, KB, RT, GL)* 6260 GL
18. Total Depth: MD 10960 TVD 10926		19. Plug Back T.D.: MD 10924 TVD 10890		20. Depth Bridge Plug Set: MD TVD	
21. Type Electric & Other Mechanical Logs Run (Submit copy of each) TRIPLE COMBO, MUD			22. Was well cored? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Was DST run? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Directional Survey? <input type="checkbox"/> No <input checked="" type="checkbox"/> 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	84.0	0	97	97				
14.750	10.750 J-55	45.5	0	3903	3795	1560	744		
8.750	5.500 P-110	17.0	0	10960	10956	2070	806	3200	

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	9435							

25. Producing Intervals

26. Perforation Record

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	8563	9353	8563 TO 9353	0.440	135	OPEN
B) WASATCH	9400	10778	9400 TO 10778	0.440	231	OPEN
C)						
D)						

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

Depth Interval	Amount and Type of Material
8563 TO 9353	SEE ATTACHED: STAGES 6-8
9400 TO 10778	SEE ATTACHED: STAGES 1-5

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
04/11/2012	03/09/2013	24	→	23.0	5.0	110.0	52.0		FLOWS FROM WELL
Choke Size	Tbg. Press. Flwg.	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
64/64	SI 100	100.0	→	23	5	110	4782	POW	

28a. Production - Interval B

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

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #287084 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

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

28b. Production - Interval C

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

28c. Production - Interval D

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

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

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GREEN RIVER	4856
				MAHOGANY	5501
				DOUGLAS CREEK	7827
				BLACK SHALE	8378
				CASTLE PEAK	8587
				UTELAND BUTTE	8869
				WASATCH	9359

32. Additional remarks (include plugging procedure):

This revised completion report is being submitted to include the Green River recomplete. The recompletion perforation intervals were incorrectly submitted previously. This well is currently producing from Green River and Wasatch.

33. Circle enclosed attachments:

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

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

**Electronic Submission #287084 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal**

Name (please print) VENESSA LANGMACHER Title SR PERMIT ANALYST

Signature (Electronic Submission) Date 01/07/2015

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

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

3-11D-36 BTR Completion Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)			
AMOUNT AND TYPE OF MATERIAL			
<u>Stage</u>	<u>BBS Slurry</u>	<u>lbs 20/40 CRC Sand</u>	<u>Gal 15% HCl Acid</u>
1	3717	166,700	
2	3702	166,500	
3	3175	108,800	
4	3593	155,800	
RE-COMPLETE 2/28/2014			
5	234		1500
6	227		1500
7	207		1500
8	202		1500

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

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

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

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

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

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

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

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

New Operator Contact information:

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

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

Sincerely,

Bill Barrett Corporation

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

Brady Riley
Permit Analyst

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

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

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

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

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

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

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

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

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

(This space for State use only)

APPROVED

NOV 07 2016

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

Request to Transfer Application or Permit to Drill

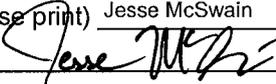
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

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

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

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

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

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

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

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

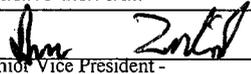
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

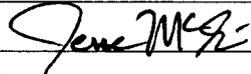
Well Name and Number 6-32-36 BTR SWD	API Number 4301350921
Location of Well Footage : 1628 FNL 1553 FWL County : DUCHENSE QQ, Section, Township, Range: SENW 32 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

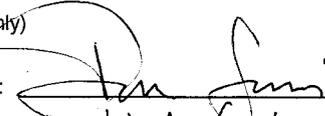
CURRENT OPERATOR

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

NEW OPERATOR

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

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

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

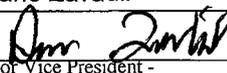
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

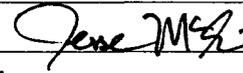
Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

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

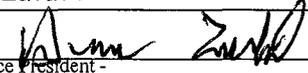
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

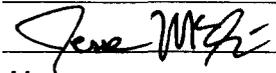
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE	Field or Unit Name CEDAR RIM
	Lease Designation and Number 2OG0005608
QQ, Section, Township, Range: SESE 9 3S 6W	State : UTAH

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 -</u>
Phone: <u>(303) 293-9100</u>	Title: <u>EH&S, Government and Regulatory Affairs</u>
Comments:	Date: <u>10/20/16</u>

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.*