

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 7-7D-45 BTR				
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT UNDESIGNATED				
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME				
6. NAME OF OPERATOR BILL BARRETT CORP						7. OPERATOR PHONE 303 312-8164				
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202						9. OPERATOR E-MAIL dspencer@billbarrettcorp.com				
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 1420H626297			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>				
13. NAME OF SURFACE OWNER (if box 12 = 'fee')						14. SURFACE OWNER PHONE (if box 12 = 'fee')				
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')				
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') Ute			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>				
20. LOCATION OF WELL		FOOTAGES		QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN		
LOCATION AT SURFACE		1857 FNL 2368 FEL		SWNE	7	4.0 S	5.0 W	U		
Top of Uppermost Producing Zone		1921 FNL 2124 FEL		SWNE	7	4.0 S	5.0 W	U		
At Total Depth		1985 FNL 1902 FEL		SWNE	7	4.0 S	5.0 W	U		
21. COUNTY DUCHESNE			22. DISTANCE TO NEAREST LEASE LINE (Feet) 1902			23. NUMBER OF ACRES IN DRILLING UNIT 160				
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 2377			26. PROPOSED DEPTH MD: 8929 TVD: 8890				
27. ELEVATION - GROUND LEVEL 6200			28. BOND NUMBER LPM 8874725			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 - 2500	45.5	J-55 ST&C	8.8	Halliburton Light , Type Unknown	630	3.16	11.0
							Halliburton Premium , Type Unknown	360	1.36	14.8
Prod	9.875	5.5	0 - 8929	17.0	P-110 LT&C	9.7	Unknown	920	2.31	11.0
							Unknown	1200	1.42	13.5
ATTACHMENTS										
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES										
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER					<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN					
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)					<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER					
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)					<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP					
NAME Tracey Fallang			TITLE Regulatory Manager			PHONE 303 312-8134				
SIGNATURE			DATE 04/19/2011			EMAIL tfallang@billbarrettcorp.com				
API NUMBER ASSIGNED 43013506890000			APPROVAL			 Permit Manager				

DRILLING PLAN

BILL BARRETT CORPORATION

7-7D-45 BTR Well Pad

SWNE, 1857' FNL, 2368' FEL, Section 7, T4S - R5W, USB&M (surface hole)

SWNE, 1985' FNL, 1902' FEL, Section 7, T4S - R5W, 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

Formation	Depth – MD	Depth – TVD
Lower Green River*	4609'	4590'
Douglas Creek	5493'	5640'
Black Shale	6349'	6310'
Castle Peak	6579'	6540'
Uteland Butte	6874'	6835'
Wasatch*	7104'	7065'
TD	8929'	8890'

*PROSPECTIVE PAY

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

3. BOP and Pressure Containment Data

Depth Intervals	BOP Equipment
0 – 2500'	No pressure control required
2500' – 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

Hole Size	SETTING DEPTH		Casing Size	Casing Weight	Casing Grade	Thread	Condition
	(FROM)	(TO)					
26"	Surface	80'	16"	65#			
14 3/4"	Surface	2500'	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
 # 7-7D-45 BTR
 Duchesne County, Utah

5. **Cementing Program**

<u>Casing</u>	<u>Cement</u>
16" Conductor Casing	Grout
14-3/4" hole for 10-3/4" Surface Casing	<p><i>Lead</i> with approximately 630 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft³/sx) circulated to surface with 75% excess. Planned top of lead cement at surface.</p> <p><i>Tail</i> with approximately 360 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft³/sx). Calculated hole volume with 75% excess. Planned top of tail cement at 2000'.</p>
9-7/8 hole for 5 1/2" Production Casing May reduce hole size to 8-3/4" at 6000' if minimal hole problems.	<p><i>Lead</i> with approximately 920 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft³/sx). Planned top of lead cement at 2000'</p> <p><i>Tail</i> with approximately 1200 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft³/sx). Planned top of tail cement at 5849'.</p>
<p>NOTE: If 7-5/8" casing is necessary, cement with Lead with approximately 700 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft³/sx). Tail with approximately 240 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft³/sx). Planned TOC surface. We will perform a FIT to 10.2 ppg after drilling 20' of new hole.</p> <p>The 5-1/2" liner would be cemented with 300 sx of Class G 50/50 Poz w/ 2% gel (14.2 ppg) with additives from TD to 200' above TOL.</p>	

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 2500'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
2500' – 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>				

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

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

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4484 psi* and maximum anticipated surface pressure equals approximately 2528 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: Fall 2011
 Spud: Fall 2011
 Duration: 15 days drilling time
 45 days completion time

PRESSURE CONTROL EQUIPMENT – Schematic Attached

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

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

B. Pressure Rating: 5,000 psi

C. Testing Procedure:

Annular Preventer

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

At a minimum the above pressure test will be performed:

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

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

Blow-Out Preventer

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

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

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

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

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

D. Choke Manifold Equipment:

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

E. Accumulator:

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

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

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

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

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

F. Miscellaneous Information:

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

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



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

AS OF: 2/18/2011

Well Name: 7-7D-45 BTR

Surface Hole Data:

Total Depth:	2,500'
Top of Cement:	0'
OD of Hole:	14.750"
OD of Casing:	10.750"

Calculated Data:

Lead Volume:	1947.1	ft ³
Lead Fill:	2,000'	
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:	630
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Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	2,000'	

# SK's Tail:	360
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Production Hole Data:

Total Depth:	8,929'
Top of Cement:	2,000'
Top of Tail:	5,849'
OD of Hole:	9.875"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	2118.1	ft ³
Lead Fill:	3,849'	
Tail Volume:	1695.1	ft ³
Tail Fill:	3,080'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	920
# SK's Tail:	1200

7-7D-45 BTR Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (2000' - 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: 2,000'
	Volume: 346.77 bbl
	Proposed Sacks: 630 sks
Tail Cement - (TD - 2000')	
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: 2,000'
	Calculated Fill: 500'
	Volume: 86.69 bbl
	Proposed Sacks: 360 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (5849' - 2000')	
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: 2,000'
	Calculated Fill: 3,849'
	Volume: 377.23 bbl
	Proposed Sacks: 920 sks
Tail Cement - (8929' - 5849')	
Econocem™ System	Fluid Weight: 13.5 lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield: 1.42 ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid: 6.61 Gal/sk
	Top of Fluid: 5,849'
	Calculated Fill: 3,080'
	Volume: 301.89 bbl
	Proposed Sacks: 1200 sks

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

BILL BARRETT CORPORATION

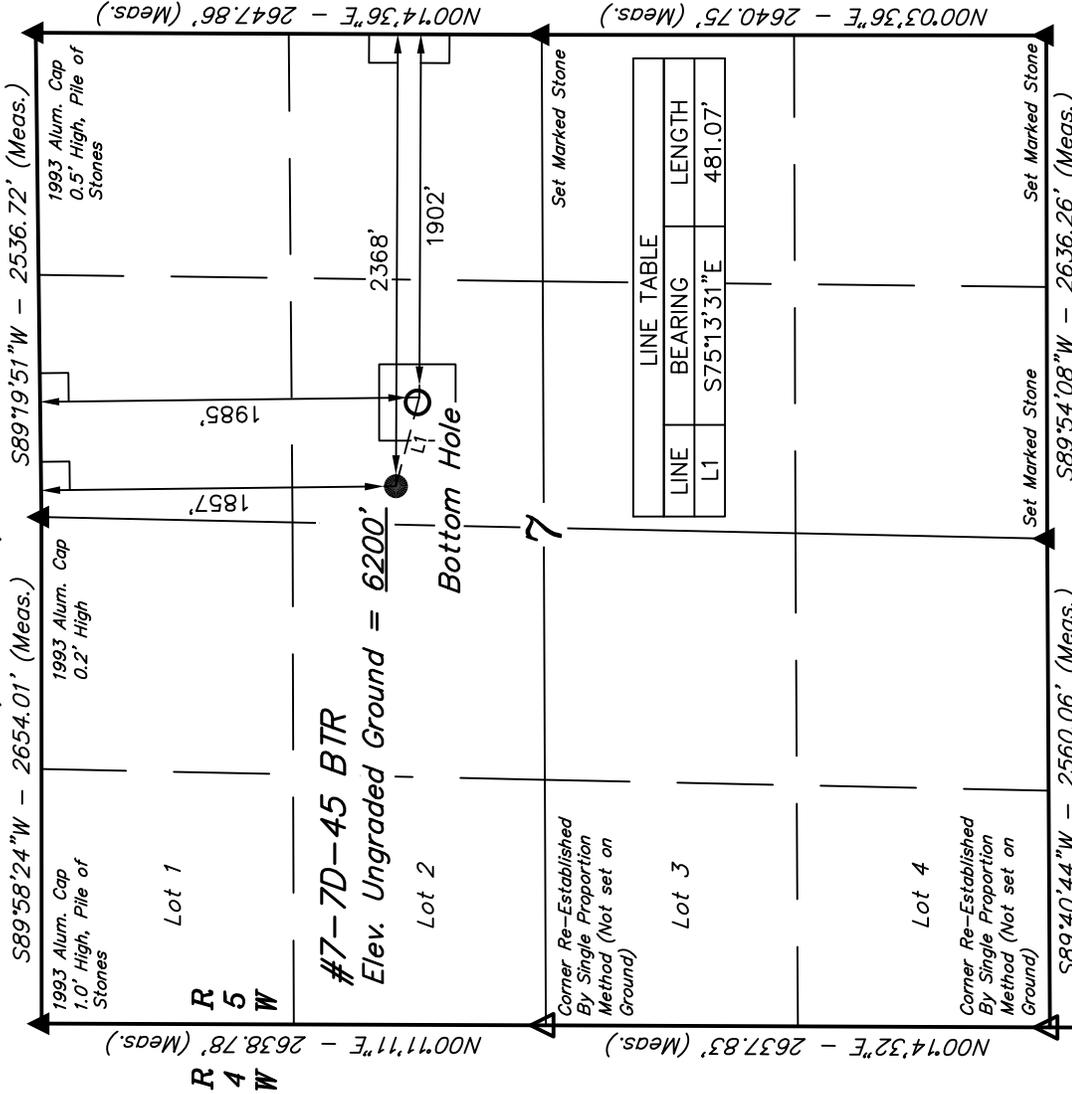
Well location, #7-7D-45 BTR, located as shown in the SW 1/4 NE 1/4 of Section 7, T4S, R5W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

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

BASIS OF BEARINGS

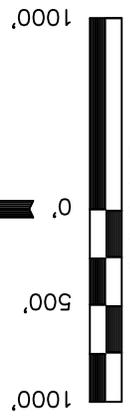
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



NAD 83 (SURFACE LOCATION)
LATITUDE = 40°08'58.50" (40.149583)
LONGITUDE = 110°29'31.43" (110.492064)
NAD 27 (SURFACE LOCATION)
LATITUDE = 40°08'58.65" (40.149625)
LONGITUDE = 110°29'28.87" (110.491353)
NAD 83 (TARGET BOTTOM HOLE)
LATITUDE = 40°08'57.30" (40.149250)
LONGITUDE = 110°29'25.44" (110.490400)
NAD 27 (TARGET BOTTOM HOLE)
LATITUDE = 40°08'57.45" (40.149292)
LONGITUDE = 110°29'22.88" (110.489689)

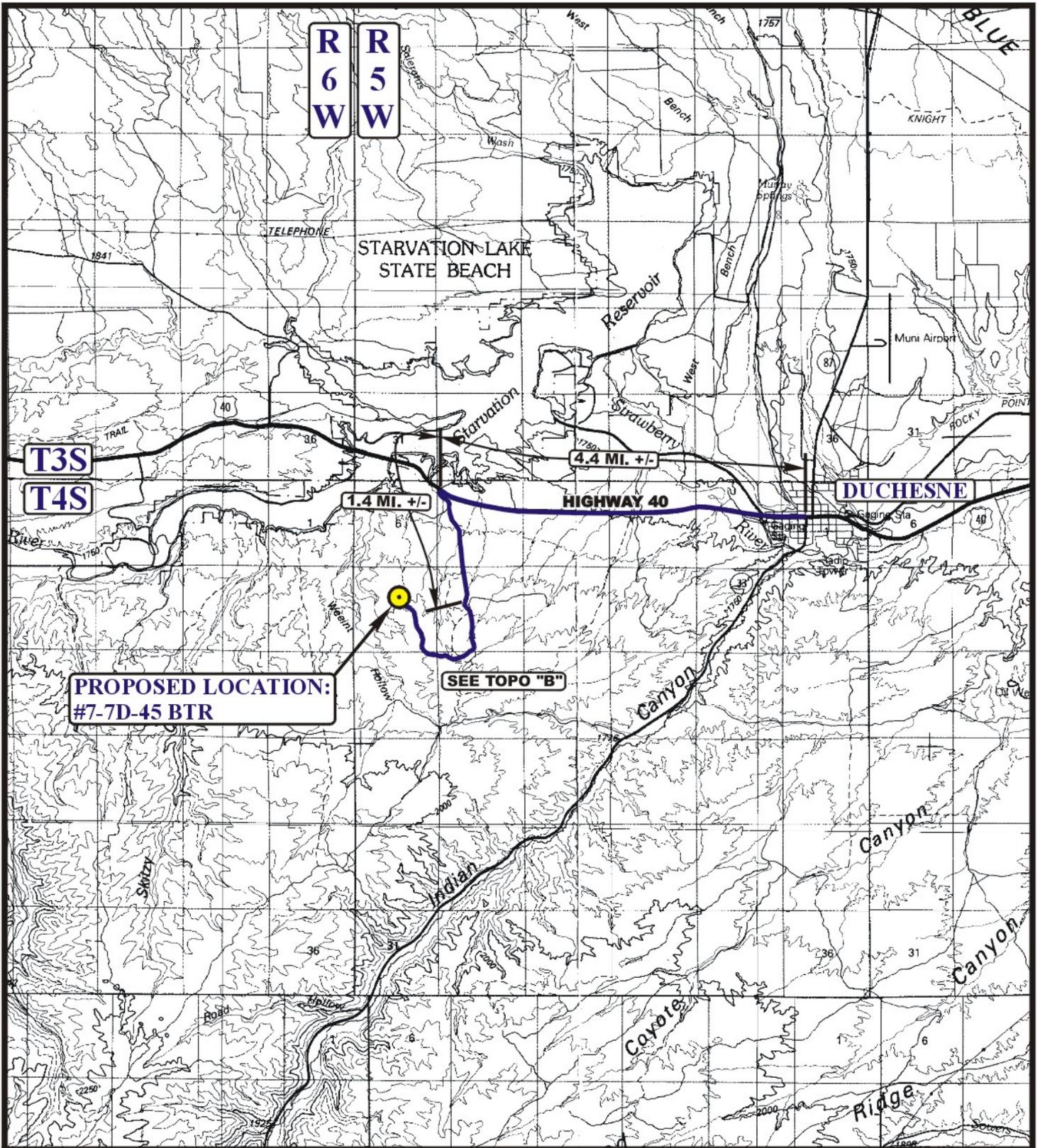
LEGEND:

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



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

UINTAH ENGINEERING & LAND SURVEYING	
85 SOUTH 200 EAST - VERNAL, UTAH 84078 (435) 789-1017	
SCALE 1" = 1000'	DATE SURVEYED: 10-28-10
PARTY T.A. C.N. C.C.	DATE DRAWN: 11-11-10
WEATHER COLD	REFERENCES G.L.O. PLAT
	FILE BILL BARRETT CORPORATION



LEGEND:

● PROPOSED LOCATION

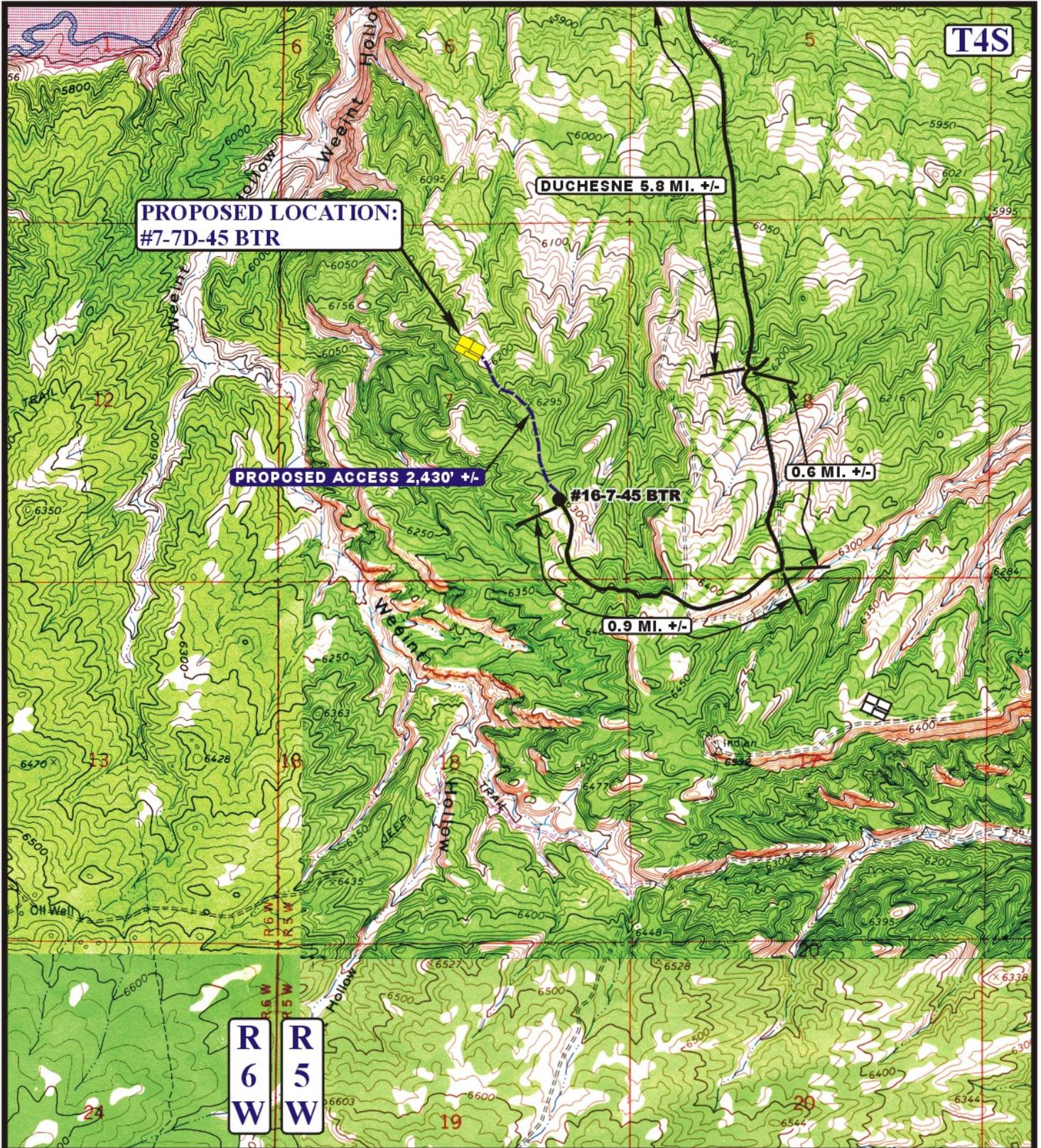
BILL BARRETT CORPORATION

#7-7D-45 BTR
SECTION 7, T4S, R5W, U.S.B.&M.
1857' FNL 2368' FEL

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

TOPOGRAPHIC **11 17 10**
MAP MONTH DAY YEAR
 SCALE: 1: 100,000 DRAWN BY: Z.L. REVISED: 00-00-00





LEGEND:

————— EXISTING ROAD

BILL BARRETT CORPORATION

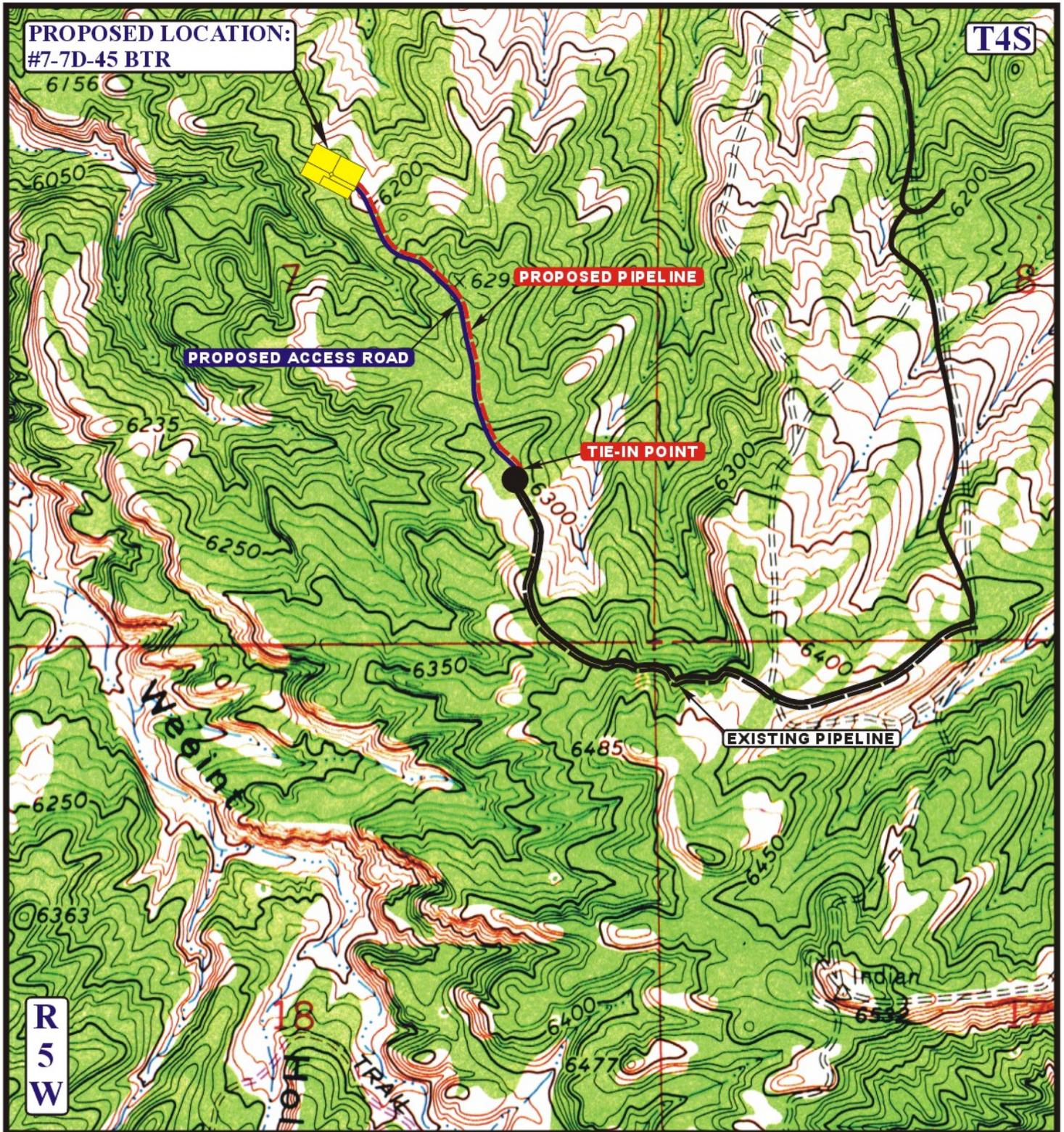
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TOPOGRAPHIC MAP **11 17 10**
 MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: Z.L. REVISED: 00-00-00

B
TOPO





APPROXIMATE TOTAL PIPELINE DISTANCE = 2,424' +/-

LEGEND:

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

BILL BARRETT CORPORATION

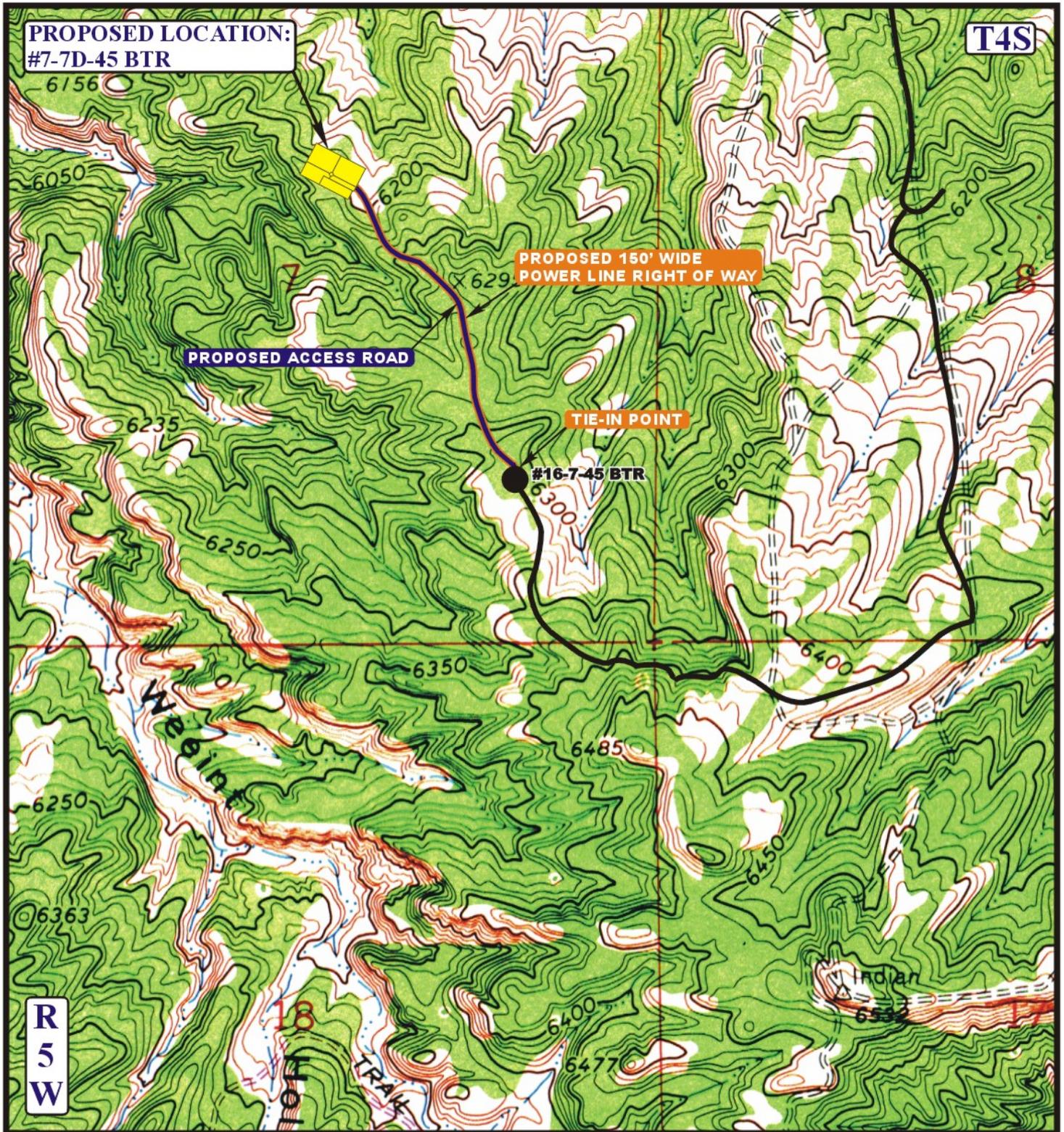
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1857' FNL 2368' FEL

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 85 South 200 East Vernal, Utah 84078
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TOPOGRAPHIC MAP **11 17 10**
 MONTH DAY YEAR
 SCALE: 1" = 1000' DRAWN BY: Z.L. REVISED: 00-00-00





APPROXIMATE TOTAL POWER LINE DISTANCE = 2,404' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- PROPOSED POWER LINE

BILL BARRETT CORPORATION

#7-7D-45 BTR
 SECTION 7, T4S, R5W, U.S.B.&M.
 1857' FNL 2368' FEL

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



TOPOGRAPHIC 11 17 10
MAP MONTH DAY YEAR
 SCALE: 1" = 1000' DRAWN BY: Z.L. REVISED: 00-00-00

D
TOPO

Bill Barrett Corp

Duchesne County, UT (NAD 1927)

Sec. 7-T4S-R5W

7-7D-45 BTR

Plan A Rev 0

Plan: Plan A Rev 0 Proposal

Sperry Drilling Services

Proposal Report

21 December, 2010

Well Coordinates: 663,136.04 N, 2,281,945.07 E (40° 08' 58.65" N, 110° 29' 28.87" W)

Ground Level: 6,195.00 ft

Local Coordinate Origin:

Viewing Datum:

TVDs to System:

North Reference:

Unit System:

Geodetic Scale Factor Applied

Version: 2003.16 Build: 431

Centered on Well 7-7D-45 BTR
RKB 16' @ 6211.00ft (Patterson 506)

N

True

API - US Survey Feet - Custom

HALLIBURTON



Plan Report for 7-7D-45 BTR - Plan A Rev 0 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
0.00	0.00	0.000	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
100.00	0.00	0.000	100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
200.00	0.00	0.000	200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
300.00	0.00	0.000	300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
400.00	0.00	0.000	400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
500.00	0.00	0.000	500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
600.00	0.00	0.000	600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
700.00	0.00	0.000	700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
800.00	0.00	0.000	800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
900.00	0.00	0.000	900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,000.00	0.00	0.000	1,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,100.00	0.00	0.000	1,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,200.00	0.00	0.000	1,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,300.00	0.00	0.000	1,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,400.00	0.00	0.000	1,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,500.00	0.00	0.000	1,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,600.00	0.00	0.000	1,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,700.00	0.00	0.000	1,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,800.00	0.00	0.000	1,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,900.00	0.00	0.000	1,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,000.00	0.00	0.000	2,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,100.00	0.00	0.000	2,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,200.00	0.00	0.000	2,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,300.00	0.00	0.000	2,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,400.00	0.00	0.000	2,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,500.00	0.00	0.000	2,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,570.00	0.00	0.000	2,570.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Green River										
2,600.00	0.00	0.000	2,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,700.00	0.00	0.000	2,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,800.00	0.00	0.000	2,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,900.00	0.00	0.000	2,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,998.76	0.00	0.000	2,998.76	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Kickoff at 2998.76ft										
3,000.00	0.02	104.630	3,000.00	0.00	0.00	0.00	2.00	2.00	0.00	104.63
3,100.00	2.02	104.630	3,099.98	-0.45	1.73	1.79	2.00	2.00	0.00	0.00
3,200.00	4.02	104.630	3,199.83	-1.78	6.84	7.07	2.00	2.00	0.00	0.00
3,230.25	4.63	104.630	3,230.00	-2.36	9.04	9.35	2.00	2.00	0.00	0.00
Mahogany										
3,250.00	5.02	104.630	3,249.68	-2.78	10.65	11.01	2.00	2.00	0.00	0.00
Build Rate = 2.00°/100ft										
3,300.00	6.02	104.630	3,299.45	-4.00	15.31	15.82	2.00	2.00	0.00	0.00
3,400.00	8.02	104.630	3,398.69	-7.09	27.14	28.05	2.00	2.00	0.00	0.00
3,498.76	10.00	104.630	3,496.23	-10.99	42.11	43.52	2.00	2.00	0.00	0.00
End Build at 3498.76ft										
3,500.00	10.00	104.630	3,497.45	-11.05	42.32	43.74	0.00	0.00	0.00	0.00
3,600.00	10.00	104.630	3,595.93	-15.43	59.12	61.10	0.00	0.00	0.00	0.00
3,700.00	10.00	104.630	3,694.41	-19.82	75.92	78.47	0.00	0.00	0.00	0.00
3,800.00	10.00	104.630	3,792.89	-24.20	92.73	95.83	0.00	0.00	0.00	0.00
3,900.00	10.00	104.630	3,891.37	-28.59	109.53	113.20	0.00	0.00	0.00	0.00
4,000.00	10.00	104.630	3,989.85	-32.98	126.33	130.56	0.00	0.00	0.00	0.00
4,100.00	10.00	104.630	4,088.33	-37.36	143.13	147.93	0.00	0.00	0.00	0.00
4,200.00	10.00	104.630	4,186.81	-41.75	159.93	165.29	0.00	0.00	0.00	0.00
4,300.00	10.00	104.630	4,285.29	-46.13	176.73	182.66	0.00	0.00	0.00	0.00
4,400.00	10.00	104.630	4,383.77	-50.52	193.54	200.02	0.00	0.00	0.00	0.00
4,500.00	10.00	104.630	4,482.25	-54.91	210.34	217.39	0.00	0.00	0.00	0.00
4,600.00	10.00	104.630	4,580.74	-59.29	227.14	234.75	0.00	0.00	0.00	0.00
10.00 Inclination										

Plan Report for 7-7D-45 BTR - Plan A Rev 0 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
4,609.41	10.00	104.630	4,590.00	-59.70	228.72	236.38	0.00	0.00	0.00	0.00
TGR3										
4,700.00	10.00	104.630	4,679.22	-63.68	243.94	252.12	0.00	0.00	0.00	0.00
4,800.00	10.00	104.630	4,777.70	-68.06	260.74	269.48	0.00	0.00	0.00	0.00
4,900.00	10.00	104.630	4,876.18	-72.45	277.55	286.85	0.00	0.00	0.00	0.00
5,000.00	10.00	104.630	4,974.66	-76.83	294.35	304.21	0.00	0.00	0.00	0.00
5,100.00	10.00	104.630	5,073.14	-81.22	311.15	321.58	0.00	0.00	0.00	0.00
5,200.00	10.00	104.630	5,171.62	-85.61	327.95	338.94	0.00	0.00	0.00	0.00
5,300.00	10.00	104.630	5,270.10	-89.99	344.75	356.30	0.00	0.00	0.00	0.00
5,400.00	10.00	104.630	5,368.58	-94.38	361.55	373.67	0.00	0.00	0.00	0.00
5,492.83	10.00	104.630	5,460.00	-98.45	377.15	389.79	0.00	0.00	0.00	0.00
Douglas Creek										
5,500.00	10.00	104.630	5,467.06	-98.76	378.36	391.03	0.00	0.00	0.00	0.00
5,600.00	10.00	104.630	5,565.54	-103.15	395.16	408.40	0.00	0.00	0.00	0.00
5,682.42	10.00	104.630	5,646.71	-106.76	409.01	422.71	0.00	0.00	0.00	0.00
Begin Drop at 5682.42ft										
5,700.00	9.74	104.630	5,664.03	-107.53	411.92	425.72	1.50	-1.50	0.00	180.00
5,800.00	8.24	104.630	5,762.80	-111.47	427.03	441.34	1.50	-1.50	0.00	180.00
5,898.04	6.77	104.630	5,860.00	-114.70	439.42	454.14	1.50	-1.50	0.00	180.00
3Point Marker										
5,900.00	6.74	104.630	5,861.95	-114.76	439.64	454.37	1.50	-1.50	0.00	-180.00
6,000.00	5.24	104.630	5,961.40	-117.39	449.73	464.80	1.50	-1.50	0.00	-180.00
Drop Rate = 1.50°/100ft										
6,100.00	3.74	104.630	6,061.09	-119.37	457.30	472.62	1.50	-1.50	0.00	180.00
6,200.00	2.24	104.630	6,160.95	-120.69	462.34	477.83	1.50	-1.50	0.00	180.00
6,300.00	0.74	104.630	6,260.91	-121.34	464.85	480.43	1.50	-1.50	0.00	180.00
6,349.09	0.00	0.000	6,310.00	-121.42	465.16	480.74	1.50	-1.50	-213.14	-180.00
End Drop at 6349.09ft - Black Shale - 7-7D-45 BTR Plan A Rev 0 Zone Tgt										
6,400.00	0.00	0.000	6,360.91	-121.42	465.16	480.74	0.00	0.00	0.00	180.00
6,500.00	0.00	0.000	6,460.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
6,579.09	0.00	0.000	6,540.00	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
Castle Peak										
6,600.00	0.00	0.000	6,560.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
6,700.00	0.00	0.000	6,660.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
6,800.00	0.00	0.000	6,760.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
6,874.09	0.00	0.000	6,835.00	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
Uteland Butte										
6,900.00	0.00	0.000	6,860.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
6,939.09	0.00	0.000	6,900.00	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
CR1										
7,000.00	0.00	0.000	6,960.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
7,100.00	0.00	0.000	7,060.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
7,104.09	0.00	0.000	7,065.00	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
Wasatch										
7,200.00	0.00	0.000	7,160.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
7,229.09	0.00	0.000	7,190.00	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
CR2										
7,300.00	0.00	0.000	7,260.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
7,400.00	0.00	0.000	7,360.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
7,499.09	0.00	0.000	7,460.00	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
CR3										
7,500.00	0.00	0.000	7,460.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
7,600.00	0.00	0.000	7,560.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
7,700.00	0.00	0.000	7,660.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
7,800.00	0.00	0.000	7,760.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
7,819.09	0.00	0.000	7,780.00	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
CR4										
7,900.00	0.00	0.000	7,860.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00



Plan Report for 7-7D-45 BTR - Plan A Rev 0 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
8,000.00	0.00	0.000	7,960.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
8,079.09	0.00	0.000	8,040.00	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
CR4A										
8,100.00	0.00	0.000	8,060.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
8,189.09	0.00	0.000	8,150.00	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
CR5										
8,200.00	0.00	0.000	8,160.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
8,300.00	0.00	0.000	8,260.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
8,364.09	0.00	0.000	8,325.00	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
CR6										
8,400.00	0.00	0.000	8,360.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
8,500.00	0.00	0.000	8,460.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
8,600.00	0.00	0.000	8,560.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
8,679.09	0.00	0.000	8,640.00	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
CR7										
8,700.00	0.00	0.000	8,660.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
8,800.00	0.00	0.000	8,760.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
8,900.00	0.00	0.000	8,860.91	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
8,929.09	0.00	0.000	8,890.00	-121.42	465.16	480.74	0.00	0.00	0.00	0.00
7-7D-45 BTR Plan A Rev 0 BH Tgt										

Plan Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
2,998.76	2,998.76	0.00	0.00	Kickoff at 2998.76ft
3,250.00	3,249.68	-2.78	10.65	Build Rate = 2.00°/100ft
3,498.76	3,496.23	-10.99	42.11	End Build at 3498.76ft
4,600.00	4,580.74	-59.29	227.14	10.00 Inclination
5,682.42	5,646.71	-106.76	409.01	Begin Drop at 5682.42ft
6,000.00	5,961.40	-117.39	449.73	Drop Rate = 1.50°/100ft
6,349.09	6,310.00	-121.42	465.16	End Drop at 6349.09ft
8,929.09	8,890.00	-121.42	465.16	Total Depth = 8929.09ft

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin		Start TVD (ft)
				+N/-S (ft)	+E/-W (ft)	
Target	7-7D-45 BTR Plan A Rev 0 BH Tgt	104.630	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
0.00	8,929.09	Plan A Rev 0 Proposal	MWD

Plan Report for 7-7D-45 BTR - Plan A Rev 0 Proposal**Formation Details**

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
2,570.00	2,570.00	Green River		0.00	
3,230.25	3,230.00	Mahogany		0.00	
4,609.41	4,590.00	TGR3		0.00	
5,492.83	5,460.00	Douglas Creek		0.00	
5,898.04	5,860.00	3Point Marker		0.00	
6,349.09	6,310.00	Black Shale		0.00	
6,579.09	6,540.00	Castle Peak		0.00	
6,874.09	6,835.00	Uteland Butte		0.00	
6,939.09	6,900.00	CR1		0.00	
7,104.09	7,065.00	Wasatch		0.00	
7,229.09	7,190.00	CR2		0.00	
7,499.09	7,460.00	CR3		0.00	
7,819.09	7,780.00	CR4		0.00	
8,079.09	8,040.00	CR4A		0.00	
8,189.09	8,150.00	CR5		0.00	
8,364.09	8,325.00	CR6		0.00	
8,679.09	8,640.00	CR7		0.00	

Targets associated with this wellbore

Target Name	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Shape
7-7D-45 BTR Plan A Rev 0 BH Tgt	8,890.00	-121.42	465.16	Point
7-7D-45 BTR Plan A Rev 0 Zone Tgt	6,310.00	-121.42	465.16	Circle

North Reference Sheet for Sec. 7-T4S-R5W - 7-7D-45 BTR - Plan A Rev 0

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

Vertical Depths are relative to RKB 16' @ 6211.00ft (Patterson 506). Northing and Easting are relative to 7-7D-45 BTR

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

Projection method is Lambert Conformal Conic (2 parallel)

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

False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991387

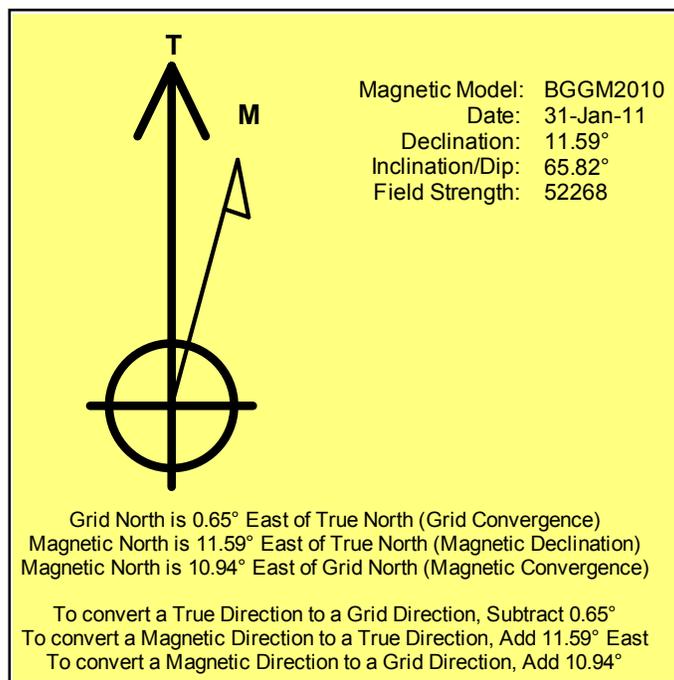
Grid Coordinates of Well: 663,136.04 ft N, 2,281,945.07 ft E

Geographical Coordinates of Well: 40° 08' 58.65" N, 110° 29' 28.87" W

Grid Convergence at Surface is: 0.65°

Based upon Minimum Curvature type calculations, at a Measured Depth of 8,929.09ft
the Bottom Hole Displacement is 480.74ft in the Direction of 104.63° (True).

Magnetic Convergence at surface is: -10.94° (31 January 2011, , BGGM2010)



Project: Duchesne County, UT (NAD 1927)
 Site: Sec. 7-T4S-R5W
 Well: 7-7D-45 BTR
 Wellbore: Plan A Rev 0
 Plan: Plan A Rev 0 Proposal

Bill Barrett Corp



SECTION DETAILS

Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec
1	0.00	0.00	0.000	0.00	0.00	0.00	0.00	0.00	0.00
2	2998.76	0.00	0.000	2998.76	0.00	0.00	0.00	0.00	0.00
3	3498.76	10.00	104.630	3498.22	-10.99	42.11	2.00	104.63	43.52
4	5682.42	10.00	104.630	5646.71	-106.76	409.01	0.00	0.00	422.71
5	6349.09	0.00	0.000	6310.00	-121.42	465.16	1.50	180.00	480.74
6	8929.09	0.00	0.000	8890.00	-121.42	465.16	0.00	0.00	480.74

WELL DETAILS: 7-7D-45 BTR

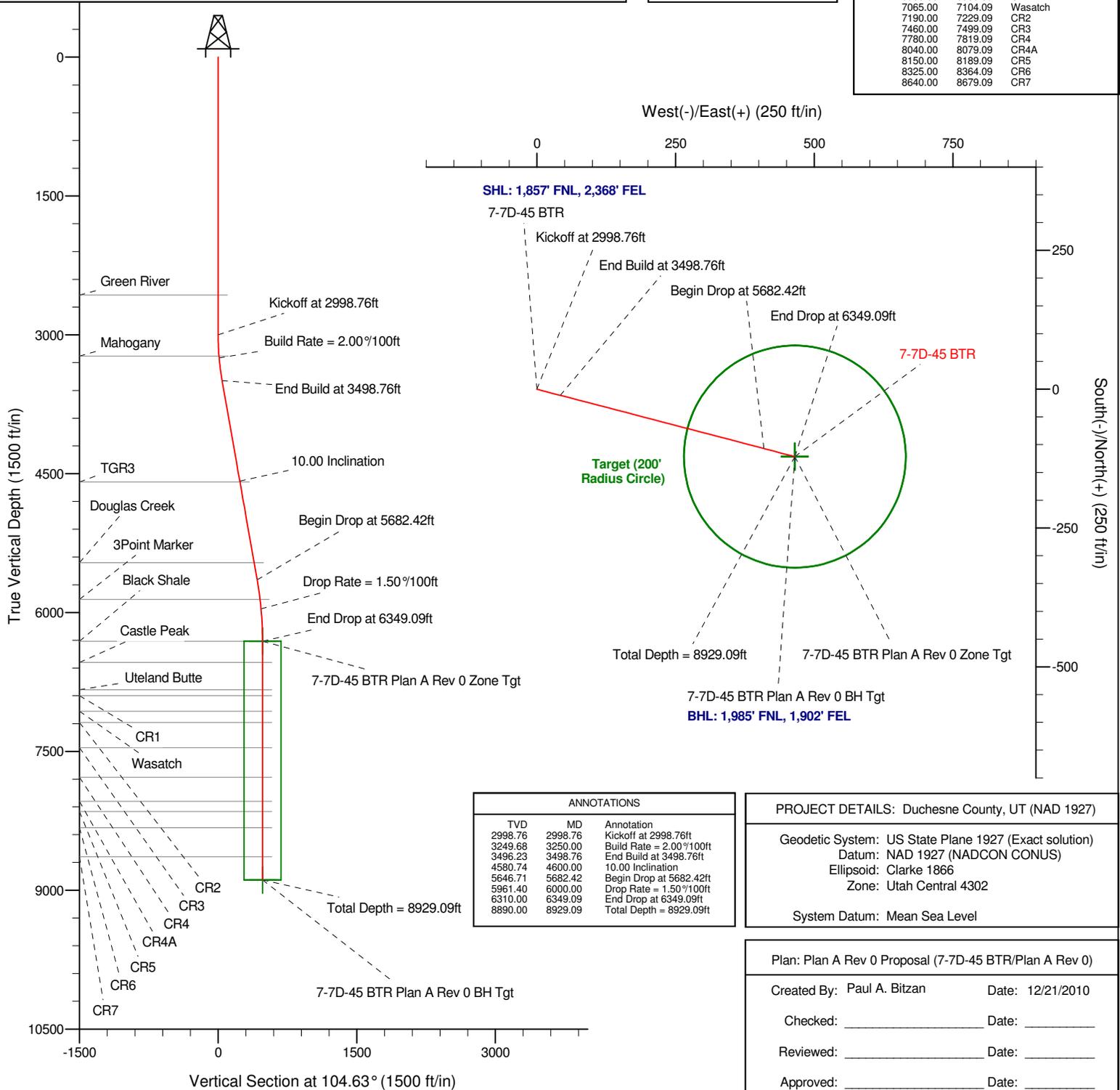
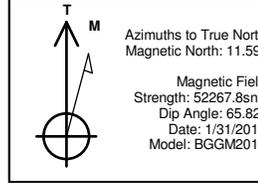
Ground Level:	6195.00
Latitude	40° 8' 58.650 N
Longitude	110° 29' 28.870 W
Northing	663136.04
Easting	2281945.07

WELLBORE TARGET DETAILS

Name	TVD	+N/-S	+E/-W	Shape
7-7D-45 BTR Plan A Rev 0 Zone Tgt	6310.00	-121.42	465.16	Circle (Radius: 200.00)
7-7D-45 BTR Plan A Rev 0 BH Tgt	8890.00	-121.42	465.16	

FORMATION TOP DETAILS

TVDPath	MDPath	Formation
2570.00	2570.00	Green River
3230.00	3230.25	Mahogany
4590.00	4609.41	TGR3
5460.00	5492.83	Douglas Creek
5860.00	5898.04	3Point Marker
6310.00	6349.09	Black Shale
6540.00	6579.09	Castle Peak
6835.00	6874.09	Uteland Butte
6900.00	6939.09	CR1
7065.00	7104.09	Wasatch
7190.00	7229.09	CR2
7460.00	7499.09	CR3
7760.00	7819.09	CR4
8040.00	8079.09	CR4A
8150.00	8189.09	CR5
8325.00	8364.09	CR6
8640.00	8679.09	CR7



ANNOTATIONS

TVD	MD	Annotation
2998.76	2998.76	Kickoff at 2998.76ft
3249.68	3250.00	Build Rate = 2.00%/100ft
3496.23	3498.76	End Build at 3498.76ft
4580.74	4600.00	10.00 Inclination
5646.71	5682.42	Begin Drop at 5682.42ft
5961.40	6000.00	Drop Rate = 1.50%/100ft
6310.00	6349.09	End Drop at 6349.09ft
8890.00	8929.09	Total Depth = 8929.09ft

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 Proposal (7-7D-45 BTR/Plan A Rev 0)

Created By: Paul A. Bitzan Date: 12/21/2010
 Checked: _____ Date: _____
 Reviewed: _____ Date: _____
 Approved: _____ Date: _____

SURFACE USE PLAN

BILL BARRETT CORPORATION

7-7D-45 BTR Well Pad

SWNE, 1857' FNL, 2368' FEL, Section 7, T4S-R5W, USB&M (surface hole)

SWNE, 1985' FNL, 1902' FEL, Section 7, T4S-R5W, USB&M (bottom hole)

Duchesne County, Utah

The project is located entirely on Ute Tribe surface and mineral.

The onsite and surface use with the Ute Indian Tribe was completed on April 4, 2011. As a result of the onsite, BBC will:

- 1) Barricade the existing redundant two-track with natural materials to preclude future travel once this pad is constructed.**
- 2) One small low-water crossings as the road enters the pad area and no culverts are anticipated**

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 7.8 miles southwest of Duchesne, Utah. Maps and directions reflecting the route to the proposed well site are included (see Topographic maps A and B).
- b. The existing State Highway 40 would be utilized for 4.4 miles to the existing BBC maintained 16-7-45 BTR well site access road that would be utilized for 2.9 miles and provides access to the planned new access road.
- c. Project roads would require routine year-round maintenance to provide year-round access. Maintenance would include inspections, reduction of ruts and holes, maintenance to keep water off the road, replacement of surfacing materials, and clearing of sediment blocking ditches and culverts. Should snow removal become necessary, roads would be cleared with a motor grader and snow would be stored along the down gradient side to prohibit runoff onto the road. Aggregate would be used as necessary to maintain a solid running surface and minimize dust generation.
- d. Vehicle operators would obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions. Travel would be limited to the existing access roads and proposed access road.
- e. The use of roads under State and Duchesne County Road Department maintenance are necessary to access the project area with no improvements proposed. No encroachment or pipeline crossing permit are required

Bill Barrett Corporation
Surface Use Plan
7-7D-45 BTR
Duchesne County, UT

- f. All existing roads would be maintained and kept in good repair during all phases of operation.
2. Planned Access Road:
 - a. Approximately 2,430 feet of new access road is planned trending northwest from the existing 16-7-45 BTR well site access road (see Topographic Map B).
 - b. The planned access 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.
 - i. One small low-water crossings as the road enters the pad area and no culverts 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
7-7D-45 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 two
 - vii. abandoned wells one

4. Location of Production Facilities

- a. Surface facilities would consist of a wellhead, separator, gas meter, (1) 500 gal methanol tank, (1) 500 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 or Roto-flex unit or gas lift unit with a 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 or Roto-flex unit or gas lift 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 or Roto-flex units would be small (75 horsepower or less), natural gas-fired internal combustion engines. If a gas lift is installed, it would be set on a 10 ft x 15 ft pad and the prime mover would be a natural gas-fired internal combustion engine rated at 200 horsepower or less or an electric compressor of similar horsepower powered by a generator.
- 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

Bill Barrett Corporation
Surface Use Plan
7-7D-45 BTR
Duchesne County, UT

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 2,424 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 trending southeast to the existing 16-7-45 BTR pipeline corridor. Pipelines would be constructed of steel, polyethylene or fiberglass and would connect to the proposed pipeline servicing nearby BBC wells. The pipeline crosses entirely Ute Tribe surface.
- g. The new segment of gas pipeline would be surface laid 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.
- 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.

Bill Barrett Corporation
 Surface Use Plan
 7-7D-45 BTR
 Duchesne County, UT

- i. 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	Allocation	Date	Point of Diversion	Source
43-180	Duchesne City Water Service District	5 cfs	8/13/2004	Knight Diversion Dam	Duchesne River
43-1202, Change a13837	Myton City	5.49 cfr and 3967 acre feet	3/21/1986	Knight Diversion Dam	Duchesne River
43-10444, Appln A57477	Duchesne County Upper Country Water	2 cfs	1994	Ditch at Source	Cow Canyon Spring
43-10446, Appln F57432	Duchesne County Upper Country Water	1.58 cfs	1994	Ditch at Source	Cow Canyon Spring
43-1273, Appln A17462	J.J.N.P. Company	7 cfs	1946	Strawberry River	Strawberry River
43-1273, Appln t36590	J.J.N.P. Company	4 cfs	6/03/2010	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
 7-7D-45 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. – Harmston 1-32-A1 Disposal Well (43-013-30224), UTR #00707, Sec. 32, T1S-R1W
5. Unified Water Pits – Sec. 31, T2S-R4W
6. Iowa Tank Line Pits – 8500 BLM Fence Road, Pleasant Valley

- g. Any salts and/or chemicals, which are an integral part of the drilling system, would be disposed of in the same manner as the drilling fluid.

Bill Barrett Corporation
Surface Use Plan
7-7D-45 BTR
Duchesne County, UT

- h. Any spills of oil, condensate, produced or frac water, drilling fluids, or other potentially deleterious substances would be recovered and either returned to its origin or disposed of at an approved disposal site, most likely in Duchesne, Utah.
- i. Chemicals on the EPA's Consolidated List of Chemicals subject to reporting under Title III of the Superfund Amendments and Reauthorization Act of 1986 (SARA) may be used or stored in quantities over reportable quantities. In the course of drilling, BBC could potentially store and use diesel fuel, sand (silica), hydrochloric acid, and CO₂ gas, all described as hazardous substances in 40 CFR Part 302, Section 302.4, in quantities exceeding 10,000 pounds. In addition, natural gas condensate and crude oil and methanol may be stored or used in reportable quantities. Small quantities of retail products (paint/spray paints, solvents {e.g., WD-40}, and lubrication oil) containing non-reportable volumes of hazardous substances may be stored and used on site at any time. No extremely hazardous substances, as defined in 40 CFR 355, would be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the wells.
- j. Portable toilets and trash containers would be located onsite during drilling and completion operations. A commercial supplier would install and maintain portable toilets and equipment and would be responsible for removing sanitary waste. Sanitary waste facilities (i.e. toilet holding tanks) would be regularly pumped and their contents disposed of at approved sewage disposal facilities in Duchesne, and/or Uintah Counties, in accordance with applicable rules and regulations regarding sewage treatment and disposal. Accumulated trash and nonflammable waste materials would be hauled to an approved landfill once a week or as often as necessary. All debris and waste materials not contained in the trash containers would be cleaned up, removed from the construction ROW, well pad, or worker housing location, and disposed of at an approved landfill. Trash would be cleaned up everyday.
- k. Sanitary waste equipment and trash bins would be removed from the Project Area upon completion of access road or pipeline construction; following drilling and completion operations at an individual well pad; when worker housing is no longer needed; or as required.
- l. A flare pit may be constructed a minimum of 110' from the wellhead(s) and may be used during completion work. In the event a flare pit proves to be unworkable, a temporary flare stack or open top tank would be installed. BBC would flow back as much fluid and gas as possible into pressurized vessels, separating the fluids from the gas. In some instances, due to the completion fluids utilized within the Project Area, it is not feasible to direct the flow stream from the wellbore through pressurized vessels. In such instances BBC proposes to direct the flow to the open top tanks until flow through the pressurized vessels is feasible. At which point the fluid would either be returned to the reserve pit or placed into a tank(s). The gas would be directed to the flare pit, flare stack (each with a constant source of ignition), or may be directed into the sales pipeline.

Bill Barrett Corporation
Surface Use Plan
7-7D-45 BTR
Duchesne County, UT

- m. Hydrocarbons would be removed from the reserve pit would as soon as practical. In the event immediate removal is not practical, the reserve pit would be flagged overhead or covered with wire or plastic mesh to protect migrating birds.

8. Ancillary Facilities:

- a. Garbage containers and portable toilets would be located on the well pad.
- b. On well pads where active drilling and completion is occurring, temporary housing would be provided on location for the well pad supervisor, geologist, tool pusher, and others that are required to be on location at all times. The well pad could include up to five single wide mobile homes or fifth wheel campers/trailers.
- c. A surface powerline corridor 2,404 feet in length is proposed for installation by third-party installer within a 150 foot wide powerline corridor adjacent to the proposed access road. See 12.d below for disturbance estimates.

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 industry specifications.
- d. The pad has been staked at its maximum size of 400 feet x 255 feet with an inboard reserve pit size of 235 feet x 70 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.

Bill Barrett Corporation
Surface Use Plan
7-7D-45 BTR
Duchesne County, UT

- i. Diversion ditches would be constructed, if necessary, around the well site to prevent surface waters from entering the well site area.
- j. Water application may be implemented if necessary to minimize the amount of fugitive dust.
- k. All surface disturbing activities would be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.

10. Plan for Restoration of the Surface:

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

Bill Barrett Corporation
Surface Use Plan
7-7D-45 BTR
Duchesne County, UT

11. Surface and Mineral Ownership:

- a. Surface ownership – Ute Indian Tribe - 988 South 7500 East; Ft. Duchesne, Utah 84026; 435-725-4982.
- b. Mineral ownership – Ute Indian Tribe - 988 South 7500 East; Ft. Duchesne, Utah 84026; 435-725-4982.

12. Other Information:

- a. Montgomery Archeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies by Montgomery as report 10-270 dated 1-17-2011.
- 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		3.151	acres
Access	2,430 feet	1.656	acres
Pipeline	2,424 feet	1.669	acres
Powerline	2,404 feet	4.967	acres

Total 11.443 acres

Bill Barrett Corporation
Surface Use Plan
7-7D-45 BTR
Duchesne County, UT

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 19th day of April 2011
Name: Tracey Fallang
Position Title: Regulatory Manager
Address: 1099 18th Street, Suite 2300, Denver, CO 80202
Telephone: 303-312-8134
E-mail: tfallang@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

Tracey Fallang Reg Mgr
Tracey Fallang, Regulatory Manager

CULTURAL RESOURCE INVENTORY OF
BILL BARRETT CORPORATION'S PROPOSED
WELL LOCATIONS: #5-6D-45 BTR, #7-7-45 BTR,
#14-9D-45 BTR, #14-10D-45 BTR, AND #16-1D-46 BTR
(T4S, R5W, SEC. 6, 7, 9, AND 10; T4S, R6W, SEC. 1),
DUCHESNE COUNTY, UTAH

By:

Andrea Van Schmus

Prepared For:

Ute Indian Tribe
Uintah and Ouray Agency

Prepared Under Contract With:

Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202

Prepared By:

Montgomery Archaeological Consultants, Inc.
P.O. Box 219
Moab, Utah 84532

MOAC Report No. 10-270

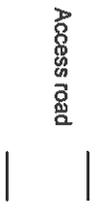
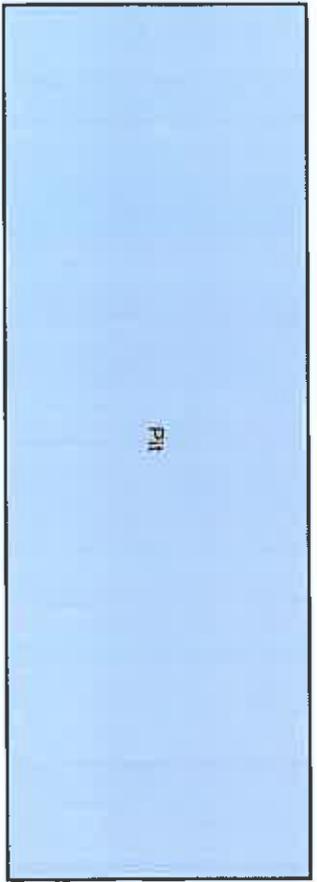
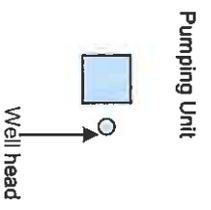
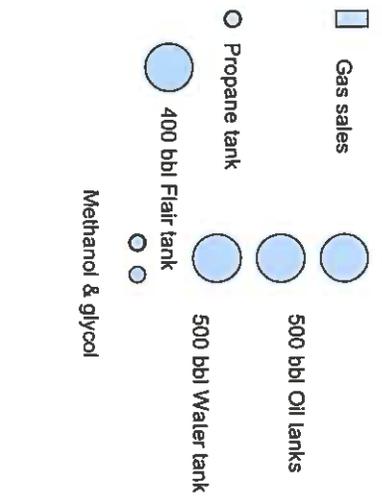
January 17, 2011

United States Department of Interior (FLPMA)
Permit No. 10-UT-60122

State of Utah Antiquities Project (Survey)
Permit No. U-11-MQ-0018i

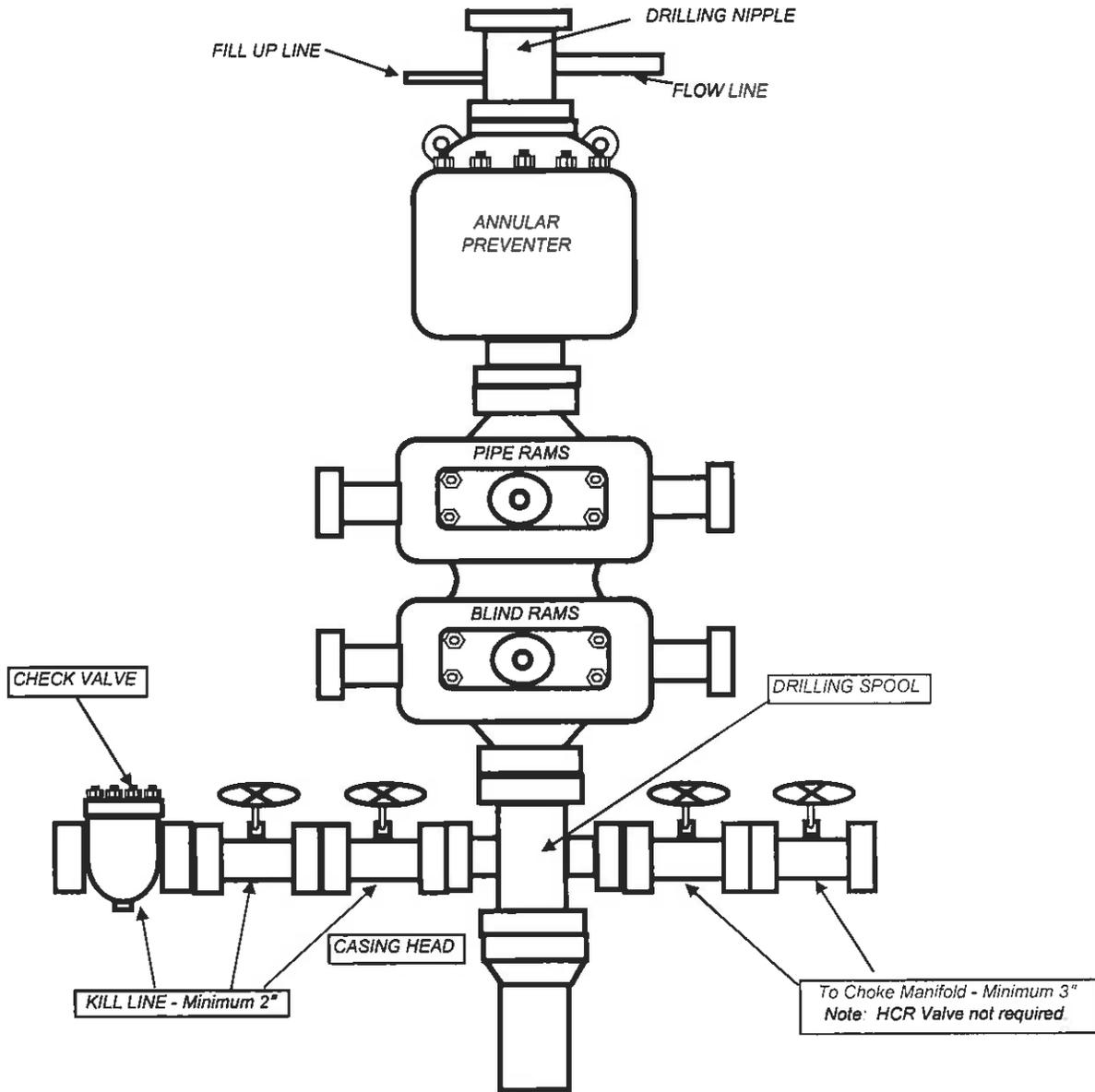
Ute Tribal Permit No. A011-363

7-7D-45 BTR Facility Diagram



BILL BARRETT CORPORATION

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





April 19, 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 #7-7D-45 BTR Well
Surface: 1,857' FNL & 2,368' FEL, SWNE, 7-T4S-R5W, USM
Bottom Hole: 1,985' FNL & 1,902' FEL, SWNE, 7-T4S-R5W, USM
Duchesne County, Utah

Dear Ms. Mason,

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

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

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

Sincerely,


David Watts
Landman

1099 18TH STREET
SUITE 2300
DENVER, CO 80202

BILL BARRETT CORPORATION

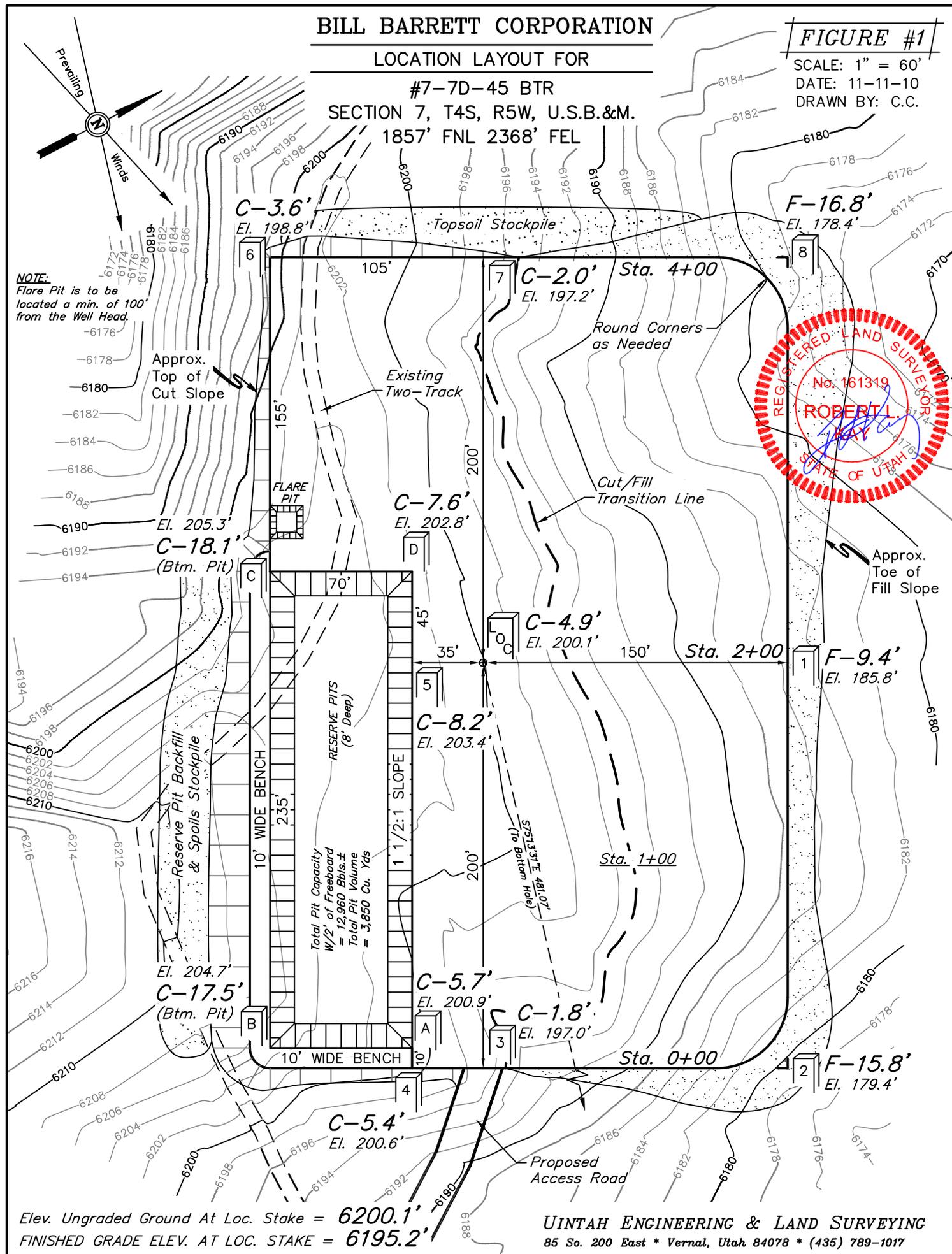
LOCATION LAYOUT FOR

#7-7D-45 BTR
SECTION 7, T4S, R5W, U.S.B.&M.
1857' FNL 2368' FEL

FIGURE #1

SCALE: 1" = 60'
DATE: 11-11-10
DRAWN BY: C.C.

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



Elev. Ungraded Ground At Loc. Stake = 6200.1'
FINISHED GRADE ELEV. AT LOC. STAKE = 6195.2'

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

BILL BARRETT CORPORATION

TYPICAL CROSS SECTIONS FOR

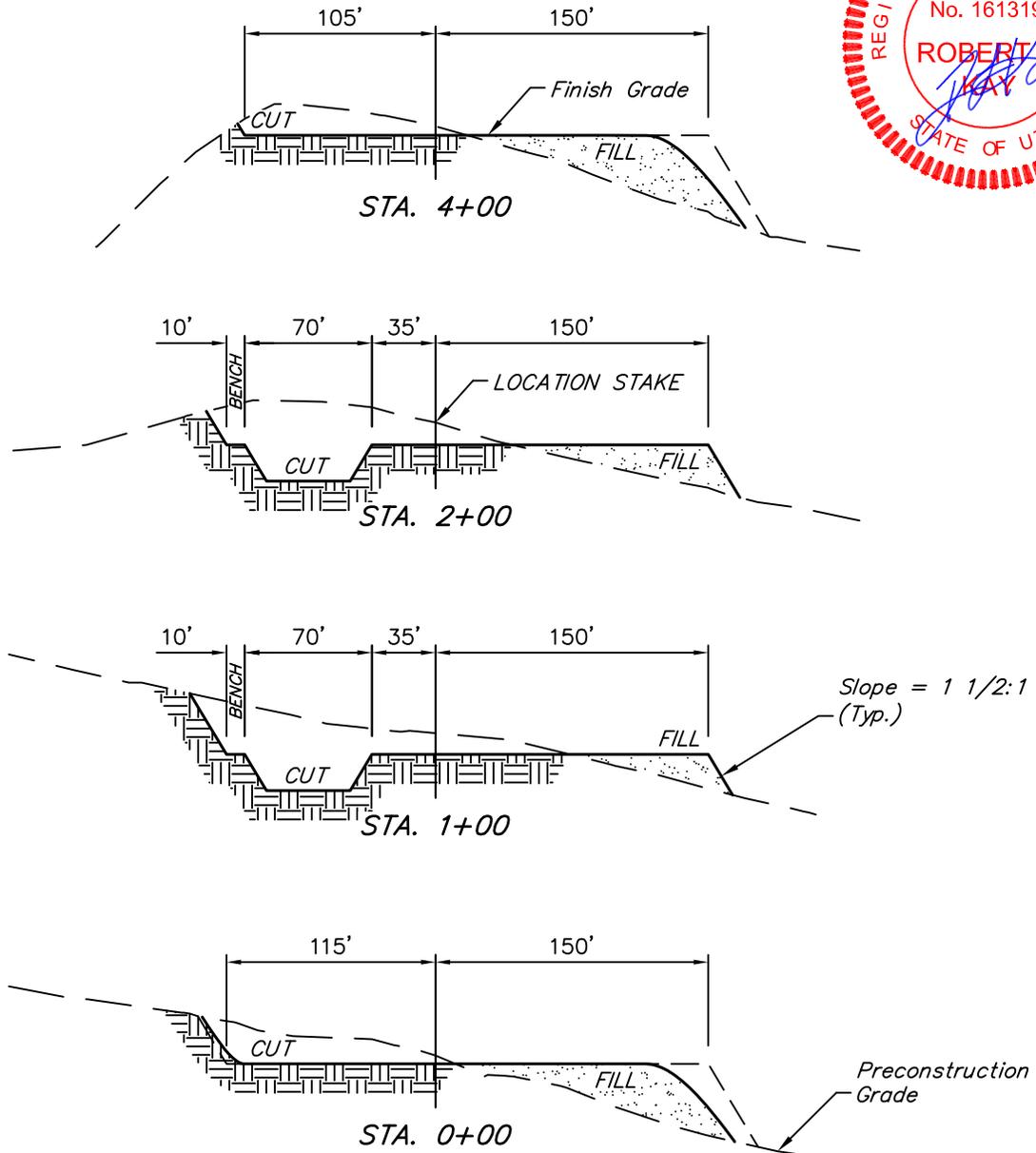
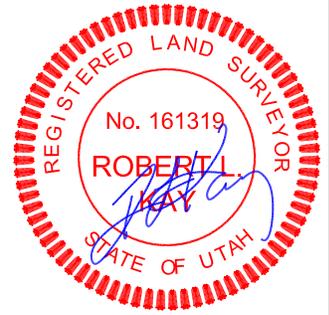
#7-7D-45 BTR

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

1857' FNL 2368' FEL

FIGURE #2

X-Section Scale
1" = 100'
DATE: 11-11-10
DRAWN BY: C.C.



NOTE:

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

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 3.151 ACRES
ACCESS ROAD DISTURBANCE = ± 1.656 ACRES
PIPELINE DISTURBANCE = ± 1.669 ACRES
TOTAL = ± 6.476 ACRES

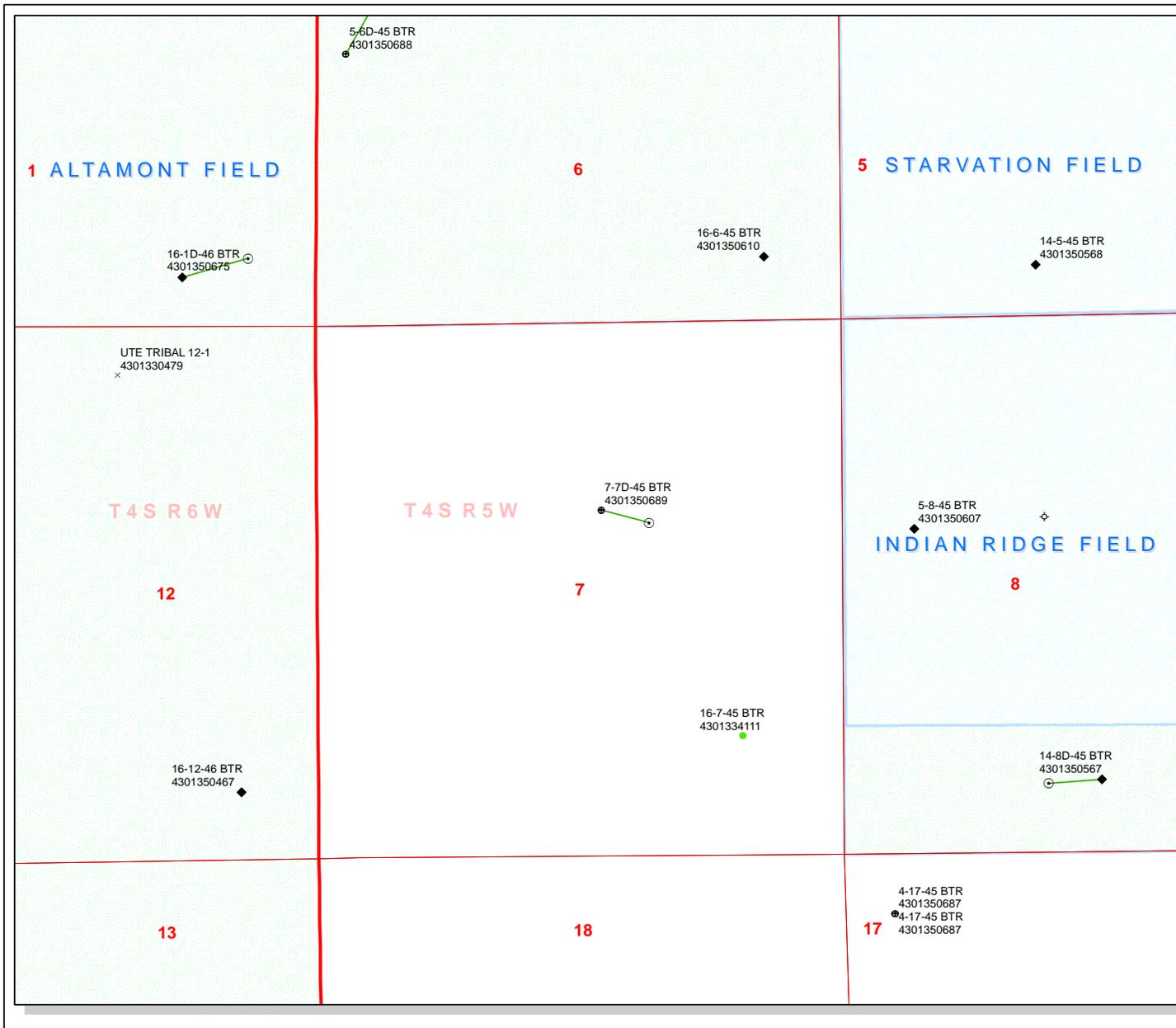
* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping = 2,380 Cu. Yds.
Remaining Location = 16,470 Cu. Yds.
TOTAL CUT = 18,850 CU.YDS.
FILL = 14,550 CU.YDS.

EXCESS MATERIAL = 4,300 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.) = 4,300 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation) = 0 Cu. Yds.

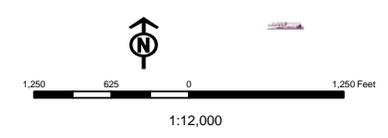
UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017



API Number: 4301350689
Well Name: 7-7D-45 BTR
 Township T0.4 . Range R0.5 . Section 07
 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	LDC - 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
STATUS	SGW - Shut-in Oil Well
Unknown	TA - Temp. Abandoned
ABANDONED	TW - Test Well
ACTIVE	WDW - Water Disposal
COMBINED	WW - Water Injection Well
INACTIVE	WSW - Water Supply Well
STORAGE	
TERMINATED	
Sections	
Township	
Bottom Hole Location - AGRC	



WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 4/19/2011

API NO. ASSIGNED: 43013506890000

WELL NAME: 7-7D-45 BTR

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8134

CONTACT: Tracey Fallang

PROPOSED LOCATION: SWNE 07 040S 050W

Permit Tech Review:

SURFACE: 1857 FNL 2368 FEL

Engineering Review:

BOTTOM: 1985 FNL 1902 FEL

Geology Review:

COUNTY: DUCHESNE

LATITUDE: 40.14956

LONGITUDE: -110.49144

UTM SURF EASTINGS: 543317.00

NORTHINGS: 4444271.00

FIELD NAME: UNDESIGNATED

LEASE TYPE: 2 - Indian

LEASE NUMBER: 1420H626297

PROPOSED PRODUCING FORMATION(S): GREEN RIVER-WASATCH

SURFACE OWNER: 2 - Indian

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

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

Commingling Approved

LOCATION AND SITING:

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

Comments: Presite Completed

Stipulations: 4 - Federal Approval - dmason
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: 7-7D-45 BTR
API Well Number: 43013506890000
Lease Number: 1420H626297
Surface Owner: INDIAN
Approval Date: 5/2/2011

Issued to:

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

Authority:

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

Duration:

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

General:

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

Conditions of Approval:

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

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

Notification Requirements:

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

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

OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website at <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 faint, illegible stamp or background.

For John Rogers
Associate Director, Oil & Gas

RECEIVED

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APR 21 2011

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. 1420H626297
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 UINTAH AND OURAY
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	8. Lease Name and Well No. 7-7D-45 BTR
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SWNE 1857FNL 2368FEL At proposed prod. zone SWNE 1985FNL 1902FEL		9. API Well No. 43-013-50689
14. Distance in miles and direction from nearest town or post office* 7.8 MILES SW OF DUCHESNE, UT	10. Field and Pool, or Exploratory WILDCAT UNKNOWN	11. Sec., T., R., M., or Blk. and Survey or Area Sec 7 T4S R5W Mer UBM SME: BIA
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 1902	12. County or Parish DUCHESNE	13. State UT
16. No. of Acres in Lease 635.64	17. Spacing Unit dedicated to this well 160.00	
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 2377	19. Proposed Depth 8929 MD 8890 TVD	20. BLM/BIA Bond No. on file WYB000040-LPM 887472
21. Elevations (Show whether DF, KB, RT, GL, etc.) 6200 GL	22. Approximate date work will start 08/01/2011	23. Estimated duration 60 (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:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
- Operator certification
- 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 04/19/2011
Title REGULATORY MANAGER		
Approved by (Signature) 	Name (Printed/Typed) Jerry Kenczka	Date AUG 17 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 #106725 verified by the BLM Well Information System
For ~~NOTICE OF APPROVAL~~, sent to the Vernal
Committed to AFMS for processing by ROBIN R. HANSEN on 04/22/2011 (11RRH0975AE)



NOTICE OF APPROVAL

CONDITIONS OF APPROVAL ATTACHED

** BLM REVISED **

RECEIVED

AUG 23 2011

DIV. OF OIL, GAS & MINING

1155 ALABAMA

1105 11/17/2011



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: 7-7D-45 BTR
API No: 43-013-50689

Location: SWNE, Sec.7, T4S, R5W
Lease No: 14-20-H62-6297
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

Location Construction (Notify Environmental Scientist)	- Forty-Eight (48) hours prior to construction of location and access roads.
Location Completion (Notify Environmental Scientist)	- Prior to moving on the drilling rig.
Spud Notice (Notify Petroleum Engineer)	- Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify 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 Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify 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)**

SITE SPECIFIC CONDITIONS OF APPROVAL

Additional Stipulations:

- Production Equipment will be painted Beetle Green to help blend into the surrounding vegetation.
- See Exhibit One of the approved EA U&O-FY11-Q3-058 for additional mitigation measures that must be followed for each of the proposed well locations.

General Conditions of Approval:

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

- The personnel from the Ute Tribe Energy & Minerals Department should be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- Upon completion of Application for Corridor Right-Way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

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

SITE SPECIFIC DOWNHOLE COAs:

- 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.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of

the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

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

hole, and the current status of the surface restoration.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS 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: 1420H626297
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute
1. TYPE OF WELL Oil Well		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		8. WELL NAME and NUMBER: 7-7D-45 BTR
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43013506890000
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1857 FNL 2368 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNE Section: 07 Township: 04.0S Range: 05.0W Meridian: U		9. FIELD and POOL or WILDCAT: UNDESIGNATED
		COUNTY: DUCHESNE
		STATE: UTAH

11.

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input 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 checked="" type="checkbox"/> SPUD REPORT Date of Spud: 1/13/2012	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input 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 was spud on 1/13/2012 at 9:00 am by Triple A Drilling.

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
January 18, 2012**

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 1/17/2012	

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Triple A Drilling
Submitted By Venessa Langmach Phone Number 303-312-8172
Well Name/Number 7-7D-45 BTR
Qtr/Qtr SWNE Section 7 Township 4S Range 5W
Lease Serial Number 1420H626297
API Number 4301350689

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

Date/Time 01/12/2012 8:00 AM PM

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

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

RECEIVED

JAN 10 2012

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
4301350755	14-9D-45 BTR		SESW	9	4S	5W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	18379	1/16/2012			1/31/12	
Comments: Spudding Operation was conducted by Triple A Drilling @ 1:00 pm. GR-WS							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350689	7-7D-45 BTR		SWNE	7	4S	5W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	18380	1/13/2012			1/31/2012	
Comments: Spudding Operation was conducted by Triple A Drilling @ 9:00 am. GR-WS BHL = SWNE							

Well 3

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

ACTION CODES:

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

RECEIVED
JAN 17 2012

Venessa Langmacher
 Name (Please Print)
 Venessa Langmacher
 Signature
 Sr Permit Analyst 1/17/2012
 Title Date

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626297	
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute	
7. UNIT or CA AGREEMENT NAME:	
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 7-7D-45 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013506890000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext
9. FIELD and POOL or WILDCAT: UNDESIGNATED	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1857 FNL 2368 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNE Section: 07 Township: 04.0S Range: 05.0W Meridian: U	
COUNTY: DUCHESNE	
STATE: UTAH	

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input 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: 1/31/2012	<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 style="width: 100px;" type="text"/>

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

January 2012 Monthly Drilling Report-well spud.

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/# H&P #273
Submitted By Rich Dembowski Phone Number 281-833-2777
Well Name/Number 7-7D-45 BTR
Qtr/Qtr SW/NE Section 7 Township 4S Range 5W
Lease Serial Number _____
API Number 43-013-50689

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 28 2012

DIV. OF OIL, GAS & MINING

Date/Time 2/29/12 11:00 AM PM

BOPE

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

Date/Time 3/1/12 7:00 AM PM

Remarks Times are estimates based upon current conditions.

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: 1420H626297	
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute	
		7. UNIT or CA AGREEMENT NAME:	
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 7-7D-45 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013506890000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1857 FNL 2368 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNE Section: 07 Township: 04.0S Range: 05.0W Meridian: U		COUNTY: DUCHESNE	
		STATE: UTAH	
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 2/1/2012	<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.			
February 2012 monthly drilling activity report attached.			
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY March 07, 2012			
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst	
SIGNATURE N/A		DATE 3/5/2012	

**7-7D-45 BTR 2/22/2012 00:00 - 2/23/2012 06:00**

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 5,397.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
00:00	12.00	12:00	1	RIGUP & TEARDOWN	Held Pre-Job Safety Mtg W/ All Personnel. Move In H&P #273
12:00	12.00	00:00	1	RIGUP & TEARDOWN	Wait On Daylight.

7-7D-45 BTR 2/23/2012 06:00 - 2/24/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 5,397.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	MIRU rig and equipment. Inspect BHA.
18:00	12.00	06:00	1	RIGUP & TEARDOWN	Wait on daylight.

7-7D-45 BTR 2/24/2012 06:00 - 2/25/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 5,397.0	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 spotting equipment. Assemble and raise derrick. RU rig and equipment. Break tour this evening. Load water in day tank, premix and upights. Loading additional water into reserve pit.

7-7D-45 BTR 2/25/2012 06:00 - 2/26/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 5,397.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	RU rig and equipment.
18:00	8.00	02:00	20	DIRECTIONAL WORK	PU bit, bit sub and motor and directional tools. Scribe tools. Tag at 106'. Check flow system for leaks.
02:00	1.50	03:30	2	DRILL ACTUAL	Drill from 106' to 129'.
03:30	1.00	04:30	21	CHANGE OUT SAVER SUB	Change out saver sub (damaged threads).
04:30	0.50	05:00	2	DRILL ACTUAL	Drill from 129' to 135'.
05:00	1.00	06:00	20	DIRECTIONAL WORK	PU gap sub, install EM tool. PU NMDC and reamer.

7-7D-45 BTR 2/26/2012 06:00 - 2/27/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 5,397.0	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	2	DRILL ACTUAL	Drill from 135' to 206'.
10:00	0.50	10:30	7	LUBRICATE RIG	Rig service.
10:30	7.50	18:00	2	DRILL ACTUAL	Drill/slide from 206' to 385'. Slide 12/48 minutes.
18:00	12.00	06:00	2	DRILL ACTUAL	Drill/slide from 385' to 733'. (71' slides, 3.5 hours).

7-7D-45 BTR 2/27/2012 06:00 - 2/28/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 5,397.0	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	Drill/slide from 733' to 1031'. (slide 151/7.5 hours).
16:30	0.50	17:00	7	LUBRICATE RIG	Rig Service.
17:00	13.00	06:00	2	DRILL ACTUAL	Drill/slide from 1031' to 1430'. Slide 160/6.75 hours).

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# H&P #273
Submitted By Jack Warr Phone Number 281-833-2777
Well Name/Number 7-7D-45 BTR
Qtr/Qtr SW/NE Section 7 Township 4S Range 5W
Lease Serial Number _____
API Number 43-013-50689

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 3/10/12 4:00 AM PM

BOPE

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

RECEIVED

MAR 09 2012

DIV. OF OIL, GAS & MINING

Date/Time _ _ AM PM

Remarks Times are estimates based upon current conditions.
5 1/2", 17.0#, P-110, LTC Csg In 8 3/4" Prod. Hole At 8410' MTD

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: 1420H626297
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 7-7D-45 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1857 FNL 2368 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNE Section: 07 Township: 04.0S Range: 05.0W Meridian: U		9. API NUMBER: 43013506890000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		9. FIELD and POOL or WILDCAT: ALTAMONT
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 4/3/2012	<input type="checkbox"/> ALTER CASING	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> DRILLING REPORT Report Date:	<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 checked="" type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> OTHER	
	OTHER: <input 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 3/30/2012 and first oil sales on 4/3/2012.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY April 04, 2012		
NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 4/4/2012	

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: 1420H626297
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 7-7D-45 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1857 FNL 2368 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNE Section: 07 Township: 04.0S Range: 05.0W Meridian: U		9. API NUMBER: 43013506890000
PHONE NUMBER: 303 312-8164 Ext		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"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> ALTER CASING	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CASING REPAIR	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 3/31/2012	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> CHANGE WELL NAME	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> 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 style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="text-align: center; padding: 10px;"> March 2012 monthly drilling activity report is attached. </div> <div style="text-align: right; padding: 10px;"> Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY April 13, 2012 </div>		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 4/5/2012	

**7-7D-45 BTR 3/1/2012 06:00 - 3/2/2012 06:00**

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	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	12	RUN CASING & CEMENT	Run 57 jts, 10-3/4", 45.5#, J55, BT surface casing. Tag 12' high. RU circ swedge and wash to bottom. RD casing crew x LD machine.
14:00	4.00	18:00	5	COND MUD & CIRC	Circ x cond mud x hole to cement surface casing. RU cementers.
18:00	2.50	20:30	12	RUN CASING & CEMENT	Safety meting with cementing crew and rig crew. Fill pump x lines. Pressure test to 4000 psig. Pump 20 bbls fresh water spacer, 40 bbls Super Flush @ 9.2 ppg, 20 bbl fresh water spacer, 399 bbls (710 sxs) 11.0 ppg lead slurry and 97 bbls (410 sxs) 14.8 ppg tail slurry. Displace with 233 bbls 8.6 ppg mud. Full returns during job. Approximately 100 bbls cement to surface. Lift pressure approximately 100 psig over calculated. Bump plug with 520 psig. Pressure to 1500 psig over final plug pressure. Bleed back 2 bbls. Floats holding ok.
20:30	4.00	00:30	13	WAIT ON CEMENT	Wait on cement and check for fallback at surface. BLM inspector Alan Walker on location for running of casing and cementing work. Remained on location for 2 hours and checked on fallback. Inspector agreed with all procedures and results. RDMO Halliburton.
00:30	5.50	06:00	14	NIPPLE UP B.O.P	Weld on casing head. NU BOP's, choke liine, choke manifold and flare stack. Install riser.

7-7D-45 BTR 3/2/2012 06:00 - 3/3/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	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	14	NIPPLE UP B.O.P	NU BOP's. Inspect hydraulic lines for low pressure nipples and fittings. Open doors and inspect pipe rams.
09:30	6.00	15:30	15	TEST B.O.P	PU test plug on drill pipe. Set plug and test pipe rams, upper IBOP, Lower IBOP, HCR, FOSV, choke manifold and choke valves to 250 psig for 5 min and 5000 psig for 10 min. Test annular preventer to 2500 psig for 5 min and 2500 psig for 10 min. Test casing to 1500 psig for 30 min. Test dart valve to 250 psig for 5 min and 5000 psig for 10 min. All test successful.
15:30	2.50	18:00	20	DIRECTIONAL WORK	Install wear bushing. PU bit, motor and directional tools. Scribe tools.
18:00	2.00	20:00	6	TRIPS	TIH. Tag cement at 2425'.
20:00	1.00	21:00	21	DRILL CEMENT X FLOAT EQUIPMENT	Drill cement and float equipment.
21:00	0.50	21:30	2	DRILL ACTUAL	Drill 20' new formation.
21:30	1.00	22:30	21	CONDUCT FIT	Circ BU. Pump 50 bbls hi vis pill w/30% LCM. Close annular. Bring DP pressure to 244 psig with rig pumps (10.5 ppg with 8.6 ppg mud in hole). Hold for 10 minutes. Bleed pressure and open annular.
22:30	7.50	06:00	2	DRILL ACTUAL	Drill/slide from 2489' to 2933'. In build section of directional plan. At 4.9 deg at report time. Conducted BOP drill training during tour. Conducted BOP drill @ 0515. Function test Pipe rams. SPR @ 2910'.

7-7D-45 BTR 3/3/2012 06:00 - 3/4/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	9.00	15:00	2	DRILL ACTUAL	Drill/slide from 2933' to 3501'.
15:00	0.50	15:30	7	LUBRICATE RIG	Rig Service.
15:30	14.50	06:00	2	DRILL ACTUAL	Drill/slide from 3501' to 3627'. BOP drill at 3577'. SPR @ 3501'. Drill/slide from 3627' to 4385'. SPR @ 4300'. BOP drill in 2 min.

7-7D-45 BTR 3/4/2012 06:00 - 3/5/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.50	14:30	2	DRILL ACTUAL	Drill/slide from 4385' to 4829'.
14:30	0.50	15:00	7	LUBRICATE RIG	Rig service. BOP drill at 4829'. 1 min, 51 sec. Take SPR.
15:00	15.00	06:00	2	DRILL ACTUAL	Drill/slide from 4829' to 5397'. Conduct BOP drill at 4988': 1.5 min. Take SPR @ 5368'.

**7-7D-45 BTR 3/5/2012 06:00 - 3/6/2012 06:00**

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	5.50	11:30	2	DRILL ACTUAL	Drill/slide from 5397' to 5588'.
11:30	0.50	12:00	7	LUBRICATE RIG	Rig service. Conduct BOP drill, 48 seconds. F/T pipe rams. Take SPR.
12:00	18.00	06:00	2	DRILL ACTUAL	Drill/slide from 5558' to 6315'. Lost 50 bbls at 5640'. Spot 25% pill and regained returns immediately x drilled ahead. Carry approximately 5% LCM on suction. Take SPR @ 6157'. Conduct BOP drill.

7-7D-45 BTR 3/6/2012 06:00 - 3/7/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	6.50	12:30	2	DRILL ACTUAL	Drill/slide from 6315' to 6631'. Take SPR at 6631' with 9.0+ ppg mud.
12:30	0.50	13:00	7	LUBRICATE RIG	Rig service.
13:00	0.50	13:30	20	DIRECTIONAL WORK	Recycle MWD and verify all readings. Tool working ok.
13:30	16.50	06:00	2	DRILL ACTUAL	Drill/slide from 6631' to 7041'. BOP drill at 6668'. Function pipe rams. BOP drill for morning tour at 6822'. Take SPR. Function pipe rams. Take SPR @ 6631' and 7012'. Bringing MW up to 9.3 ppg @ 7000'. Minor losses past 24 hours (84 bbls downhole). Holding in vertical section of S curve.

7-7D-45 BTR 3/7/2012 06:00 - 3/8/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.00	17:00	2	DRILL ACTUAL	Drill/slide from 7041' to 7390'. SPR @ 7390'. BOP drill at 7300'. F/T annular preventer. BOP drill 55 seconds. Lost returns at 7112'. Regained returns after pumping 30 bbls pill of 30% LCM. Some slight seepage losses continue. Lost 140 bbls total. Build volume and drill ahead. Holding 9.5 ppg MW with 10-15%.
17:00	0.50	17:30	7	LUBRICATE RIG	Rig service.
17:30	12.50	06:00	2	DRILL ACTUAL	Drill/slide from 7390' to 7960'. No further losses observed. BOP drill at 7614': 58 sec. F/T annular preventer. SPR @ 7675'. Hole stable. 9.5 ppg mud w/10-12% LCM.

7-7D-45 BTR 3/8/2012 06:00 - 3/9/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	9.00	15:00	2	DRILL ACTUAL	Drill/slide from 7960' to 8338 (378'). @ 42'/ Hr
15:00	0.50	15:30	7	LUBRICATE RIG	Service Rig.
15:30	1.00	16:30	2	DRILL ACTUAL	Steerable Drill F/ 8338' To 8410' MTD Of Production Hole. (72') @ 72'/ Hr.
16:30	1.50	18:00	5	COND MUD & CIRC	Sweep Hole , Circ & Condition.
18:00	2.00	20:00	6	TRIPS	Short Trip To 7450' & Back To Btm, " Good Hole Conds."
20:00	2.50	22:30	5	COND MUD & CIRC	Sweep Hole, Circ & Condition, Mix & Pump Barite Slug. Blow Down Top Drive.
22:30	6.00	04:30	6	TRIPS	TOH (SLM) For E- Logs. SLM= 8411.28' No Correction Made.
04:30	1.50	06:00	20	DIRECTIONAL WORK	L/D Directional Tools.

7-7D-45 BTR 3/9/2012 06:00 - 3/10/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	20	DIRECTIONAL WORK	L/D & Load Out Directional Tools.
07:30	8.00	15:30	11	WIRELINE LOGS	Held Pre-Job Safety Mtg, R/U Halliburton Wireline & Run Quad Combo, W/L TD = 8394. Good Hole Conditions. R/D Wireline.
15:30	0.50	16:00	7	LUBRICATE RIG	Service Rig
16:00	1.50	17:30	6	TRIPS	M/U Used Milltooth Bit, Bit Sub w/ Float, 9 6 1/2" DCs, 15 HWDP, TIH To 10 3/4" Csg Shoe @ 2469'
17:30	0.50	18:00	5	COND MUD & CIRC	Break Circ & Circ Out Barite Trip Slug.
18:00	3.00	21:00	6	TRIPS	TIH, Fill DP Every 25 Stds,
21:00	0.50	21:30	3	REAMING	Wash 85' To Btm @ 8410' MTD.



Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
21:30	2.00	23:30	5	COND MUD & CIRC	Circ & Cond - 2 x Btms Up	
23:30	1.50	01:00	22	RIG UP L/D MACHINE	Held Pre-Job Safety Mtg. Rig Up Westates L/D Machine	
01:00	5.00	06:00	22	LAY DOWN DRILL PIPE	Slug DP, Lay down Contractors Drill Pipe	

7-7D-45 BTR 3/10/2012 06:00 - 3/11/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	4.50	10:30	22	LAY DOWN DRILL PIPE	Lay Down Contractors Drill Pipe & DCs, Break Bit & L/D Same. Function Blind Rams & Pipe Rams.	
10:30	0.50	11:00	22	LAYDOWN DP	R/D Lay Down Equip.	
11:00	11.00	22:00	12	RUN CASING & CEMENT	Held Pre-Job Safety Mtg. w/ all Personnel. R/U Franks / Westates Casing Tools, & Run 5 1/2", 17.0#, P-110, LTC Production Casing = Float shoe, 2 Jts Csg, Float Collar, 24 Jts Csg, 20' Marker Jt @ 7279', 22 Jts Csg, 20' Marker Jt @ 6316', 148 Jts Csg. OAL= 8418.58' Tag Btm @ 8410'	
22:00	1.50	23:30	5	COND MUD & CIRC	Hook Up Circ Lines, Circ & Cond. R/D Csg Tools.	
23:30	4.50	04:00	12	RUN CASING & CEMENT	Held Pre-Job Safety Mtg- Switch Lines To Halliburton, Cement 5 1/2" Prod Csg = Pump 5 Bbl Water, 40 Bbl Super Flush @ 9.2 Ppg, 10 Bbl Water Ahead Of 890 Sx, 369 Bbl Tuned Light Cmt Mixed @ 11.0 Ppg, 2.32 yld, 10.64 Gps Water, .125 #/sk Poly Flake, 1#/ Sk Granulite. Tail W/ 535 sx, 135 Bbl, ECONOCEM, Mixed @ 13.5 Ppg, 1.42 yld, 6.61 Gps Water. Displace w/ 194 Bbl Fresh Water w/ Biocide. Bumped Plug w/ 500 psi Over = 2200 Psi. Floats Held, 65 Bbl Cement Circ Back To Surface. R/D Halliburton. "CLEANING MUD TANKS"	
04:00	1.00	05:00	14	NIPPLE DOWN B.O.P	N/D & Raise BOP Stack, Set Cameron 5-1/2" x 11" Csg Hanger Slips w/ 30k Tension = 155 k, Cut Off & Remove Landing Jt.	
05:00	1.00	06:00	23	CLEAN MUD TANKS	Clean Mud Tanks.	

7-7D-45 BTR 3/11/2012 06:00 - 3/11/2012 10:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	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	22	CLEAN MUD TANKS	Nipple Down & Rack Back BOPs - Clean Mud Tanks. RIG RELEASED FROM DAYWORK @ 10:00 A.M. 3/11/12. " LAST DRILLING REPORT.	

7-7D-45 BTR 3/13/2012 06:00 - 3/14/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	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	Cleaned Out Cellar/Mouse Hole Leveled Location	

7-7D-45 BTR 3/14/2012 06:00 - 3/15/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	2.00	08:00	LOCL	Lock Wellhead & Secure	Location and well head secures and waiting on construction crews to arrives.	
08:00	3.00	11:00	IWHD	Install Wellhead	Well head crew arrived. Safety meeting with well head tech. Checked pressure on 5.5" csg and surface casing. N/D 11" night cap, dressed and cut 5.5" casing top. Installed 11" x 7" 5k well head, with 2-2 1/16' x 5k gate valves. pressured tested vold section and hanger seals. good test. Installed 7" night cap.	
11:00	4.00	15:00	GOP	General Operations	Construction crews finished setting production tanks. Set separator and dug trench for flow lines.	
15:00	15.00	06:00	LOCL	Lock Wellhead & Secure	Policed and secured location for the night.	

7-7D-45 BTR 3/15/2012 06:00 - 3/16/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	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	Location & wellhead shut in and secured. SLB crew travel to location from Vernal yard.	
07:00	2.00	09:00	WLWK	Wireline	SLB E-line crew arrived on location, safety meeting with e-line crew, reviewed JSA. Wireline unit, N/D night cap, N/U wireline adapter. P/up CCL, junk basket & 4.5" Gauge Ring, RIH with /Junk Basket, tagged PBTD @ 8276', uncorrelated. FC @ 8319' +/- 43' fill in rat hole section. Pooh with E-line and CCL/JB/GR. L/D Tools.	
09:00	3.50	12:30	LOGG	Logging	P/up CBL/CCL/GR Logging tools. RIH with logging tools. Tag PBTD @ 8276', Ran log pass from 8276' to 7900', correlated Gamma Ray/CCL using HES log reference ran on 03/09/12, Completed repeat pass, Drop down to 8278', applied 1000 psi to 5.5 csg, Pulled main logging pass from 8278' to 100', Ratty Cement from 8278' to 8100', good cement bond from 8100' to 2400', located marker jts @ 6312' to 6334', & 7275' to 7297', from 2400 to 1590 fair cement bond, called top of cement @ 1590'. continued to log free pipe from 1590' to 100', released csg pressure, L/D logging tools, N/D 7" wireline adapter. N/U night cap. RDMO SLB wireline equipment.	
12:30	4.00	16:30	GOP	General Operations	Construction crews continued to work on production facilities, hauled in BBC frac tanks.	
16:30	13.50	06:00	LOCL	Lock Wellhead & Secure	Location secured for the night.	

7-7D-45 BTR 3/16/2012 06:00 - 3/17/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506890000	UT	Duchesne	Black Tail Ridge	PRODUCING	8,410.0	Drilling & Completion

Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well head shut in and secured, Finish setting frac tanks, set fall protection equipment on frac tanks. Set flow back and storage tanks, Construction crews con't to work on production facilities.	

7-7D-45 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
43013506890000	UT	Duchesne	Black Tail Ridge	PRODUCING	8,410.0	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 and secured, Construction Crews Con't to work on production Facility, Con't to filling frac tanks with KCL slurry, Built containment berms around flow back and storage tanks, Con't to prep location for frac.	

7-7D-45 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
43013506890000	UT	Duchesne	Black Tail Ridge	PRODUCING	8,410.0	Drilling & Completion

Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well head shut in and secured. No Construction activity today. Hauled in frac water, rigged up sand trap & flow back equipment.	

7-7D-45 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
43013506890000	UT	Duchesne	Black Tail Ridge	PRODUCING	8,410.0	Drilling & Completion

Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Safety meeting with contractors. Checked pressure on csg. 0 psi, Removed 7" Night cap. installed frac mandrel, Tested frac mandrel to 5k, held test for 5 minute. Good test, Installed BBC 5 1/8" 10k frac tree, N/U 1002 x 10k goat head, pressure test casing, 500 psi low and 8500 psi high. Held test on remote chart for 30 minutes. tested flow back system, set water transfer equipment, start hauling in production water from 3-36-36 water facility and con't to haul frac water.	

7-7D-45 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
43013506890000	UT	Duchesne	Black Tail Ridge	PRODUCING	8,410.0	Drilling & Completion

Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	

7-7D-45 BTR 3/21/2012 06:00 - 3/22/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506890000	UT	Duchesne	Black Tail Ridge	PRODUCING	8,410.0	Drilling & Completion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com

7-7D-45 BTR 3/22/2012 06:00 - 3/23/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506890000	UT	Duchesne	Black Tail Ridge	PRODUCING	8,410.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

7-7D-45 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
43013506890000	UT	Duchesne	Black Tail Ridge	PRODUCING	8,410.0	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, Set HES water manifold and mountain movers. Moved in Hot oiler and started heating frac tanks.

7-7D-45 BTR 3/24/2012 06:00 - 3/25/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506890000	UT	Duchesne	Black Tail Ridge	PRODUCING	8,410.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	LOCL	Lock Wellhead & Secure	Well shut in and secured, waiting on SLB wireline to arrive.
08:00	4.00	12:00	SRIG	Rig Up/Down	SLB wireline unit arrived, Safety meeting with crew, started to R/U e-line equipment, digital computer in the e-line lock up, E-line crew had to go back to Vernal and pick up secondary e-line unit. Halliburton frac crew arrived. R/U frac equipment. Started hauling in sand.
12:00	3.00	15:00	DTIM	Downtime	Waiting on Secondary E-line truck. Heating frac water on 14-8D-45 BTR. Staging area.
15:00	2.00	17:00	PFRT	Perforating	Second E-line truck arrived. R/U E-line truck, P/up lubricator & E-line pressure control equipment, Pressure tested E-line equipment to 4000 psi good test, Armed Stg #1 perf guns. P/up 3104 PJO perf guns, Equalized lubricator, opened well, RIH to target depth. located marker jt @ 7275' to 7297', completed CCL tie in using Halliburton log reference ran on 3-9-12, (Spectral Density Dual Spaced Neutron.) & SLB CCL/GR/CBL, dropped down & perf 'd interval from 7991' to 8240', shot a total of 48 holes in CR-5, 4A, & CR-4. all shots fired as designed. Pooh with Spent perf guns. L/D spent guns, rack out and secured e-line equipment for the night.
17:00	13.00	06:00	LOCL	Lock Wellhead & Secure	Frac tree shut in & secured.

7-7D-45 BTR 3/25/2012 06:00 - 3/26/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506890000	UT	Duchesne	Black Tail Ridge	PRODUCING	8,410.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.25	07:15	GOP	General Operations	HES Crew arrived @ 05:00, Finished Rigging up frac equipment, Primed Pumps, Ran QA/QC fluid checks, Water & Chemy strips, Completed pressure test on treating iron. Safety Meeting with all contractors on location. Open Frac tree. Frac'd Stg #1.
07:15	1.50	08:45	FRAC	Frac. Job	Pressure tested treating iron @ 9000 psi. Stg #1 of 9, Zone Stg CR- 5, 4A- CR-4. Open Well @ 07:00 Hrs, With 22 Csg psi, 0 Surface and Frac Mandrel, 0 psi Formation Break Down @ 9.3 bpm, 3075 psi. Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 96. Started on 3% KCL Slick Water pad @ 71.4 bpm, 2886 psi, Shut down for Open Perforation = 46 out of 48 shots, ISIP = 2173 psi, .71 Frac Gradient. Started on X-link pad @ 71.5 bpm, 3660 psi. Start 2#/ Gal 20/40 CRC sand, 71.5 bpm, 3663 psi 2# 71.5 bpm, 3618 psi 2# On perfs bpm 71.6 @ 3134 psi. 3# 71.6 bpm, 3007 psi 3# On perfs bpm 71.6 @ 3000 psi 3.5# 71.6 bpm, 3033 psi 3.5# On perfs bpm 71.6 @ 3027 psi. 4# 71.6 bpm, 3024 psi 4# On perfs bpm 71.6 @ 2979 psi. Pumped Scale Sorb Additive on all 4 stg. On Flush @ 73 bpm, 3485 psi. Open Perforation = 48 out of 48 shots, ISDP, 2395 psi, 0.74 Frac Gradient. Max Rate 72.9 bpm, Max Pressure 3725 psi. Avg Rate 71.6 bpm, Avg Pressure 3239 psi. Total X-link fluids pumped: 68,522 gals / 1631 bbls. Total Production water pumped: 70,954 gals / 1689 bbls. Total fluid in bbls pumped: 3412 bbls. Total CRC 20/40 Pumped = 166,574#,



Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
08:45	1.25	10:00	PFRT	Perforating	R/U E-line, P/up stg #2, 10K Fast Drill CBP & 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip using Halliburton log reference Ran on 3/9/12, log reference Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7984', with 2150 psi, pulled up and perforated stg # 2 intervals from 7757' to 7963'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #2.
10:00	1.50	11:30	FRAC	Frac. Job	Pressure tested treating iron @ 8910 psi. Stg # 2 of 9, Zone Stg CR-4 & CR-3, Open Well @ 2150 Hrs, With 0 Csg psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 9.6 bpm, 2978 psi. Total Bbls of 15% HCL Pump 92 bbls & Bio-Balls pumped 90. Started on 3% KCL Slick Water pad @ 70.8 bpm, 4468 psi. Open Perforation = 34 out of 45 shots, ISIP = 3737 psi, .67 Frac Gradient. Started on X-link pad @ 71.4 bpm, 3622 psi. Start 2#/ Gal 20/40 CRC sand, 71.4 bpm, 3737 psi 2# 71.1 bpm, 3724 psi 2# On perfs bpm 71.4 @ 3433 psi 3# 71.4 bpm, 3352 psi 3# On perfs bpm 71.5 @ 3188 psi 3.5# 71.5 bpm, 3251 psi 3.5# On perfs bpm 71.5 @ 3261 psi, Did not stg into 4# ppg sand do to increase in net pressure. Pumped Scale Sorb on each sand stg, 5 pptg. On Flush @ 72.0 bpm, 3557 psi. Open Perforation = 43 out of 45 shots, ISDP, 1813 psi, 0.75 Frac Gradient. Max Rate 71.9 bpm, Max Pressure 4759 psi. Avg Rate 71.5 bpm, Avg Pressure 3481 psi Total X-link fluids pumped: 69,423 gals / bbls 1652 Total Production pumped: 70,113 gals / bbls 1669 Total fluid in bbls pumped: 3416 bbls Total 20/40 CRC pumped, 20/40 = 166,800#
11:30	1.25	12:45	PFRT	Perforating	R/U E-line, P/up stg #3, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip using Halliburton log reference Ran on 3/9/12, log reference Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7752', with 2050 psi, pulled up and perforated stg #3 intervals from 7585' to 7736'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #3.
12:45	1.50	14:15	FRAC	Frac. Job	Pressure tested treating iron @ 8700 psi. Stg #3 of 9, Zone Stg CR-3. Open Well @ 13:12 Hrs, With 1849 Csg psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 9.1 bpm, 2141 psi. Total 15%HCL Pumped 93 Bbls & Pumped Bioballs 78 Started on 3% KCL Slick Water pad @ 70.8 bpm, 3774 psi. Started on X-link pad @ 70.8 bpm, 3940 psi. Start 2#/ Gal 20/40 CRC 70.6 bpm, 3844 psi. 2# 70.6 bpm, 3845 psi 2# On perfs bpm 70.7 @ 3511 psi 3# 70.7 bpm, 3491 psi 3# On perfs bpm 70.8 @ 3380 psi 3.5# 70.8 bpm, 3403 psi 3.5# On perfs bpm 72.2 @ 3480 psi, Did not Stg into 4# sand, do to increase in net pressure. Pump Scale Sorb @ 5# pptg in each sand stg. On Flush @ 72.0 bpm, 3871 psi. Open Perforation = 39 out of 39 shots, ISDP, 2507 psi, 0.77 Frac Gradient. Max Rate 72.3 bpm, Max Pressure 3983 psi. Avg Rate 70.8 bpm, Avg Pressure 3608 psi Total X-link fluids pumped: 63,532 gals, 1512 bbls. Total Production water pumped: 64,032 gals, 1524 bbls Total fluid in bbls pumped: 3129 bbls Total 20/40 CRC Sand pumped, = 150,280#
14:15	1.25	15:30	PFRT	Perforating	R/U E-line, P/up stg #4, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip using Halliburton log reference Ran on 3/9/12, log reference Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7580", with 2050 psi, pulled up and perforated stg #4 intervals from 7404' to 7565'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #4 in the a.m.
15:30	1.00	16:30	LOCL	Lock Wellhead & Secure	Shut in and Secured frac tree for the night.

7-7D-45 BTR 3/26/2012 06:00 - 3/27/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	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	GOP	General Operations	HES Frac crew arrived @ 05:00 hrs, Started pumps, Primed Pumped, Ran QA/QC Fluid checks. Completed Pressured test on Treating iron, Safety meeting with all contractors. Prepared to pump stg #4.



Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:30	1.50	08:00	FRAC	Frac. Job	Pressure tested treating iron @ 8910 psi. Frac'd Stg's # 4 of 9, Zone Stg CR-3 & CR-2. Open Well @ 06:15 Hrs, W/ 1850 Csg psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 10.1 bpm, 2040 psi. Total Bbls of 15% HCL Pump 92 bbls & Bio-Balls pumped 96. Started on 3% KCL Slick Water pad @ 71.3 bpm, 3774 psi. Started on X-link pad @ 71.3 bpm, 3774 psi Start 2#/ Gal 20/40 Prem White sand, 71.5 bpm, 3796 psi 2# 71.5 bpm, 3796 psi 2# On perfs bpm 71.7 @ 3422 psi 3# 71.5 bpm, 3410 psi 3# On perfs bpm 71.9 @ 3120 psi 3.5# 71.9 bpm, 3111 psi 3.5# On perfs bpm 71.9 @ 3049 psi 4# 71.9 bpm, 3048 psi 4# On perfs bpm 71.8 @ 3000 psi. Pumped Scale Sorb on all 4 Sand Stg's @ 5 pptg. On Flush @ 67.5 bpm, 2970 psi. Open Perforation = 48 out of 48 shots, ISDP, 2441 psi, 0.77 Frac Gradient. Max Rate 71.9 bpm, Max Pressure 4183 psi. Avg Rate 71.7 bpm, Avg Pressure 3410 psi Total X-link fluids pumped: 67,758 gals / 1613 bbls. Total Production water pumped: 68,426 gals / 1629 bbls Total fluid in bbls pumped: 3335 bbls Total Prem White Sand pumped, 20/40 = 164,500#,
08:00	1.25	09:15	PFRT	Perforating	R/U E-line, P/up stg #5, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip using Halliburton log reference Ran on 3/9/12, log reference Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7390', w/ 2050 psi, pulled up & perforated stg #5 intervals from 7143' to 7366. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #5.
09:15	1.50	10:45	FRAC	Frac. Job	Pressure tested treating iron @ 8790 psi. Stg #5 of 9, Zone Stg CR-2 & Wasatch. Open Well @ 09:23 Hrs, w/ 1850 Csg psi, 4 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 9.7 bpm, 2660 psi. Total Bbls of 15% HCL Pump 92 bbls & Bio-Balls pumped 90, Gel-Pro's computer system shut down, E-tech worked & fixed problem 15 minute Down Time. Started on 3% KCL Slick Water pad @ 71.4 bpm, 3371 psi Started on X-link pad @ 72.0 bpm, 3112 psi Start 2#/ Gal 20/40 Prem White sand, 71.8 bpm, 3302 psi 2# 71.8 bpm, 3302 psi 2# On perfs bpm 71.9 @ 2995 psi 3# 71.8 bpm, 2957 psi 3# On perfs bpm 71.9 @ 2708 psi 3.5# 71.9 bpm, 2691 psi 3.5# On perfs bpm 71.9 @ 2632 psi 4# 71.9 bpm, 2626 psi 4# On perfs bpm 71.9 @ 2577 psi, Pumped Scale Sorb on all 4 sand Stg's. On Flush @ 72.4 bpm, 2737 psi. Open Perforation = 45 out of 45 shots, ISDP, 1687 psi, 0.71 Frac Gradient. Max Rate 72.1 bpm, Max Pressure 3360 psi. Avg Rate 71.9 bpm, Avg Pressure 2946 psi Total X-link fluids pumped: 64,338 gals / 1531 bbls Total Production water Pad pumped: 65,613 gals / 1562 bbls Total fluid in bbls pumped: 3186 bbls Total Prem White Sand pumped, 20/40 = 156,600#,
10:45	1.25	12:00	PFRT	Perforating	R/U E-line, P/up stg #6, 10K Fast Drill CBP & 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip using Halliburton log reference Ran on 3/9/12, log reference Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7136', w/ 1700 psi, pulled up & perforated stg #6 intervals from 6933' to 7116'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #6. Waiting on Acid Transport arrive.
12:00	4.00	16:00	DTIM	Downtime	Waiting on Acid transport arrive.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
16:00	1.50	17:30	FRAC	Frac. Job	<p>Pressure tested treating iron @ 8940 psi. Stg # 6 of 9, Zone Stg CR-1A CR-1, Open Well @ 15:30 Hrs, w/ 1488 Csg psi, 156 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 9.5 bpm, 1605 psi. Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 90. Started on 3% KCL Production Water pad @ 71.9 bpm, 2850 psi. Started on X-link / 1# ppg 100 mesh sans pad @ 72.0 bpm, 2931 psi. Start 1#/ Gal 20/40 Prem White sand, 72.0 bpm, 3002 psi</p> <p>1# 72.0 bpm, 3002 psi 1# On perms bpm 71.8 @ 2922 psi 2# 71.9 bpm, 2907 psi 2# On perms bpm 71.9 @ 2729 psi 3# 71.9 bpm, 2572 psi 3# On perms bpm 72.0 @ 2573 psi 3.5# 72.0 bpm, 2535 psi 3.5# On perms bpm 72.0 @ 2486 psi 4# 72.0 bpm, 2484 psi 4# On perms bpm 72.0 @ 2430 psi. Pumped Scale Sorb on all 5 sand stg's.</p> <p>On Flush @ 72.2 bpm, 2560 psi. Open Perforation = 45 out of 45 shots, ISDP, 1850 psi, 0.70 Frac Gradient. Max Rate 72.1 bpm, Max Pressure 3117 psi.. Avg Rate 71.2 bpm, Avg Pressure 2741 psi</p> <p>Total X-link fluids pumped: 76,662 gals / 1825 bbls. Total Production water pumped: 65,672 gals / 1563 bbls Total fluid in bbls pumped: 3481 bbls Total Prem White Sand pumped, 20/40 = 156,700#, Total 100 Mesh Sand Pumped: 19,100#.</p>
17:30	12.50	06:00	LOCL	Lock Wellhead & Secure	Shut in & Secured frac tree for the night.

7-7D-45 BTR 3/27/2012 06:00 - 3/28/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.25	07:15	PFRT	Perforating	<p>SLB arrived @ 05:00 hrs, P/up Stg #7 CBP & 3104 PJO perf guns. Equalized Lub w/ 1300 psi, RIH w/ Stg #7 CBP & Guns, Set CBP @ 6923', w/ 1300 on the casing. Pulled up & Perf'd Stg #7 interval from 6751' to 6903', Placed 45 holes in Castle Peak. POOH with E-line. HES Crew arrived @ 05:30, Started pumps Primed Pumps, Ran QA/QC fluid checks, Completed pressure test on treating iron. Safety Meeting w/ all contractors on location.</p>
07:15	1.50	08:45	FRAC	Frac. Job	<p>Pressure tested treating iron @ 9120 psi. Frac'd Stg # 7 of 9, Zone Stg Castle Peak, Open Well @ 07:12 Hrs, W/ 1177 Csg psi, 150 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 9.8 bpm, 1280 psi. Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 90. Started on 3% Production Water @ 71.9 bpm, 2720 psi. Started on X-link / 1 ppg 100 mesh pad @ 72.2 bpm, 2772 psi. Start 1#/ Gal 20/40 Prem White sand, 72.0 bpm, 2828 psi.</p> <p>1# 72.1 bpm, 2826 psi 1# On perms bpm 71.9 @ 2731 psi 2# 71.9 bpm, 2731 psi 2# On perms bpm 71.9 @ 2522 psi 3# 72.0 bpm, 2470 psi 3# On perms bpm 72.0 @ 2401 psi 3.5# 71.9 bpm, 2439 psi 3.5# On perms bpm 72.1 @ 2391 psi, Did not stg into 4# due to pressure spike on 3# sand. Pumped Scale Sorb 5 pptg on each sand stg. On Flush @ 72.1 bpm, 2480 psi. Open Perforation = 45 out of 45 shots, ISDP, 1381 psi, 0.64 Frac Gradient. Max Rate 72.2 bpm, Max Pressure 2841 psi. Avg Rate 72.0 bpm, Avg Pressure 2602 psi</p> <p>Total X-link fluids pumped: 75,977 gals / 1808 bbls Total Production water pumped: 63,149 gals / 1503 bbls Total fluid in bbls pumped: 3405 bbls Total Prem White Sand pumped, 20/40 = 150,900, Total 100 Mesh Sand Pumped: 18,200#</p>
08:45	1.25	10:00	PFRT	Perforating	<p>R/U E-line, P/up stg #x, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip using Halliburton log reference Ran on 3/9/12, log reference Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP @ 6744', w/ 1450 psi, pulled up & perforated stg #8 intervals from 6573' to 6728'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #8.</p>



Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
10:00	1.50	11:30	FRAC	Frac. Job	Pressure tested treating iron @ 9020 psi. Frac'd Stg # 8 of 9, Zone Stg Castle Peak. Open Well @ 10:15 Hrs, W/ 1300 Csg psi, 154 Surface & Frac Mandrel, 0 psi Formation Break Down @ 8.9 bpm, 1486 psi. Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 84. Started on 3% KCL / Production Water @ 71.7 bpm, 3047 psi. Started on 1# ppg 100 Mesh & X-link pad @ 71.8 bpm, 2991 psi. Start 1#/ Gal 20/40 Prem White sand, 71.8 bpm, 3049 psi 1# 71.8 bpm, 3049 psi 1# On perfs bpm 71.8 @ 2924 psi 2# 71.6 bpm, 2905 psi 2# On perfs bpm 71.9 @ 2699 psi 3# 71.6 bpm, 2693 psi 3# On perfs bpm 71.6 @ 2505 psi 3.5# 71.7 bpm, 2463 psi 3.5# On perfs bpm 71.7 @ 2404 psi 4# 71.7 bpm, 2402 psi 4# On perfs bpm 71.7 @ 2361 psi, Pumped Scale Sorb on all Sand Stg @ 5 pptg. On Flush @ 70.0 bpm, 2350 psi. Open Perforation = 42 out of 42 shots, ISDP, 1659 psi, 0.609 Frac Gradient. Max Rate 72.0 bpm, Max Pressure 3120 psi. Avg Rate 71.7 bpm, Avg Pressure 2882 psi Total X-link fluids pumped: 68,921 gals / 1640 bbls Total Production water pumped: 58,949 gals / 1403 bbls Total fluid in bbls pumped: 3137 bbls Total Prem White Sand pumped, 20/40 = 131,700#, Total 100 Mesh Sand Pumped:17,000#
11:30	1.25	12:45	PFRT	Perforating	R/U E-line, P/up stg #x, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip using Halliburton log reference Ran on 3/9/12, log reference Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 6430', w/ 1400 psi, pulled up & perforated stg #9 intervals from 6342' to 6408'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #9.
12:45	1.50	14:15	FRAC	Frac. Job	Pressure tested treating iron @ 8900 psi. Frac'd Stg # 9 of 9, Zone Stg Black Shale. Open Well @ 13:18 Hrs, W/ 998 Csg psi, 156 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 10.5 bpm, 2592 psi. Total Bbls of 15% HCL Pump 66.6 bbls & Bio-Balls pumped 60. Started on 3% KCL / Production Water @ 70.8 bpm, 4198 psi. Started on 1# ppg 100 mesh / X-link pad @ 71.5 bpm, 2980 psi. Start 1#/ Gal 20/40 Prem White sand, 71.7 bpm, 3565 psi. 1# 71.7 bpm, 3560 psi 1# On perfs bpm 71.7 @ 3535 psi 2# 71.6 bpm, 3517 psi 2# On perfs bpm 71.6 @ 3317 psi 3# 71.6 bpm, 3288 psi 3# On perfs bpm 71.7 @ 3049 psi 3.5# 71.7 bpm, 3000 psi 3.5# On perfs bpm 71.6 @ 2926 psi 4# 71.7 bpm, 2879 psi 4# On perfs bpm 71.6 @ 2841 psi. Pumped Scale Sorb on all sand Stg @ 5# pptg. On Flush @ 71.5 bpm, 2980 psi. Open Perforation = 30 out of 30 shots, ISDP, 1316 psi, 0.65 Frac Gradient. Max Rate 71.5 bpm, Max Pressure 4209 psi. Avg Rate 71.5 bpm, Avg Pressure 3453 psi Total X-link fluids pumped: 63176 gals / 1504 bbls. Total 3% Production water pumped: 52,726 gals / 1255 bbls. Total fluid in bbls pumped: 2831 bbls. Total Prem White Sand pumped, 20/40 = 120,400#, Total 100 Mesh Sand Pumped: 15,600#
14:15	1.00	15:15	WLWK	Wireline	R/D stand pipe, Turned Well over to SLB wireline, P/up Baker 20 Setting tool & CBP/ Kill Plug, Equalized Lub, Opened Well RIH to target Depth. Completed tie in, Set CBP @ 6290', w/ 1300 psi. bled off casing pressure, completed static test on CBP, Plug held good. Pooh w/ E-line & setting tool. L/D Setting tool. Secured frac tree.
15:15	2.50	17:45	SRIG	Rig Up/Down	Rig down SLB Wireline & Halliburton frac equipment. Moved completion equipment off of location.
17:45	12.25	06:00	LOCL	Lock Wellhead & Secure	Secured Frac tree and location for the night.

7-7D-45 BTR 3/28/2012 06:00 - 3/29/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013506890000	UT	Duchesne	Black Tail Ridge	PRODUCING	8,410.0	Drilling & Completion

Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI.
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting
07:30	0.50	08:00	GOP	General Operations	Set Anchors,
08:00	1.00	09:00	SRIG	Rig Up/Down	MIRU w/o Rig.
09:00	2.00	11:00	BOPI	Install BOP's	ND Goat Head & Frac Tree, NU 7 1/16" 5K BOP & 7 1/16" 5K Flow Cross, & 7 1/16" 5K Annular. Function Test. Repair locking shaft on BOP Replaced complete door.
11:00	1.00	12:00	SRIG	Rig Up/Down	RU work Floor & Tbg. equip. Unload 2 3/8" Tbg.
12:00	2.50	14:30	RUTB	Run Tubing	PU BHA & Tbg. Tag Kill Plug @ 6290'.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
14:30	0.50	15:00	SRIG	Rig Up/Down	RU Power Swivel.
15:00	2.00	17:00	DOPG	Drill Out Plugs	Make connections to plug. Establish circ. w/ Rig pump @ 1.5 Bbls./min. Returning 3 Bbls./min. Drill Plugs as follows: Plg. @ 6290', Csg.-800# Plg. @6430', 15' of sand. Csg.-750# Circulated Bottoms up. Pumped 159 Bbls. for day.
17:00	13.00	06:00	LOCL	Lock Wellhead & Secure	Secure well, SDFN.

7-7D-45 BTR 3/29/2012 06:00 - 3/30/2012 06:00

API/UWI 43013506890000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,410.0	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			WSI.
07:00	0.50	07:30			JSA Safety Meeting
07:30	10.50	18:00	DOPG	Drill Out Plugs	Make connections to next plug. Establish circ. w/ Rig pump @ 2 Bbls./min. Returning 3 Bbls./min. Drill Plugs as follows: Plg. @ 6744', 20' of sand. Csg.-850# Plg. @6923', 60' of sand. Csg.-800# Plg. @7136', 30' of sand. Csg.-850# Plg. @ 7390', 65' of sand. Csg.-750# Plg. @7580', 30' of sand. Csg.-750# Plg. @7752', 50' of sand. Csg.-750# Plg. @7984', 40' of sand. Csg.-750# Circulated Bottoms up.
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	Secure well for the night. WSI.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626297
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 7-7D-45 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013506890000
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: 1857 FNL 2368 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNE Section: 07 Township: 04.0S Range: 05.0W 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: 5/31/2012 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input checked="" type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 50px;" type="text"/>

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

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

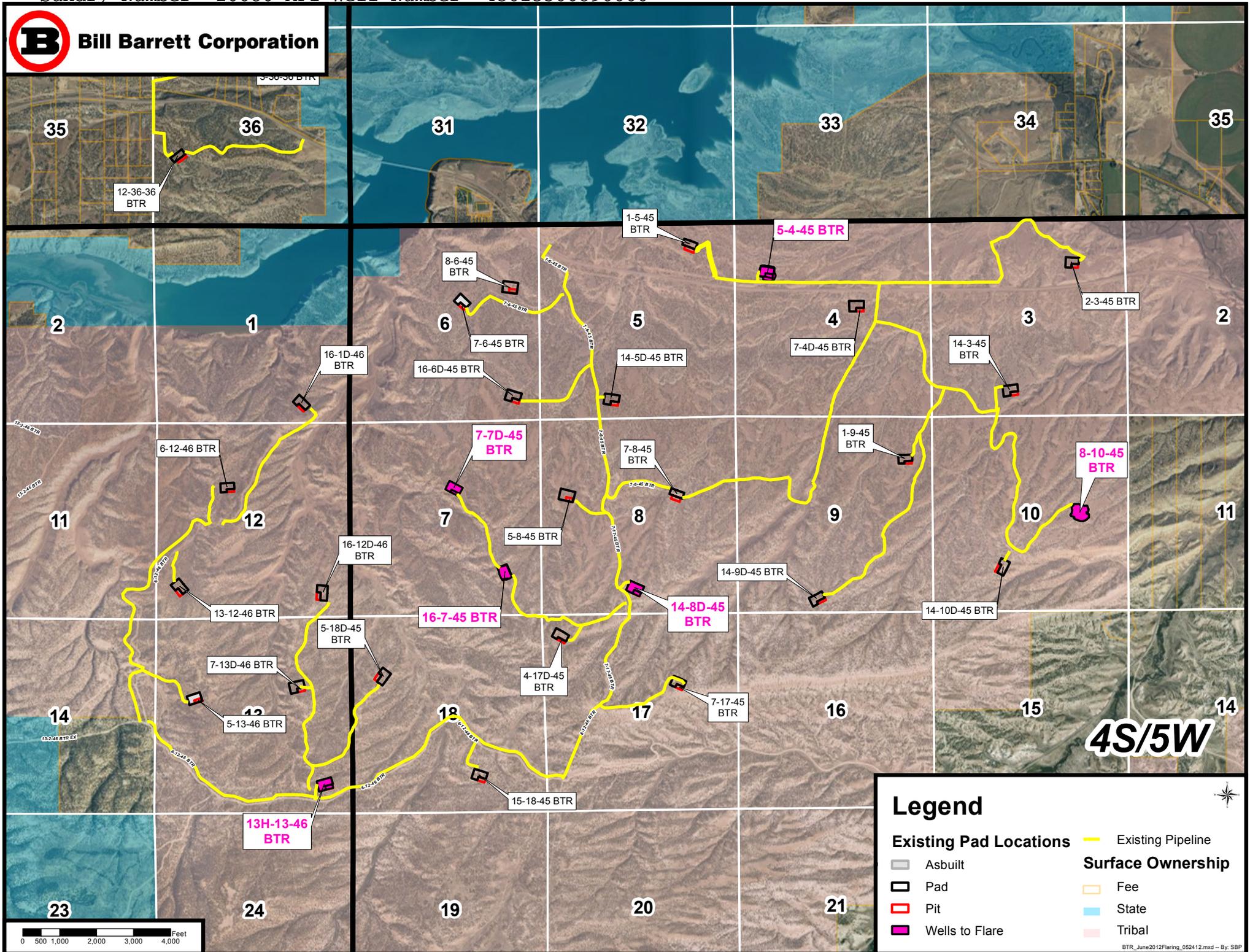
**Accepted by the
 Utah Division of
 Oil, Gas and Mining**

Date: June 14, 2012

By: *Derek Quist*

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

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



4S/5W

Legend

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
1420H626297

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

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

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

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

3. Address **1099 18TH STREET SUITE 2300
DENVER, CO 80202**

3a. Phone No. (include area code)
Ph: **303-312-8449**

9. API Well No.
43-013-50689

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
At surface **SWNE 1857FNL 2368FEL**
At top prod interval reported below **SWNE 1984FNL 1893FEL**
At total depth **SWNE 2032FNL 1902FEL** *BAL by HSM*

10. Field and Pool, or Exploratory
ALTAMONT

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

12. County or Parish
DUCHESNE

13. State
UT

14. Date Spudded
01/13/2012

15. Date T.D. Reached
03/08/2012

16. Date Completed
 D & A Ready to Prod.
03/30/2012

17. Elevations (DF, KB, RT, GL)*
6200 GL

18. Total Depth: **MD 8410 TVD 8372**

19. Plug Back T.D.: **MD 8319 TVD 8242**

20. Depth Bridge Plug Set: **MD TVD**

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

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

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
26.000	16.000 COND	65.0	0	106	106			0	
14.750	10.750 J-55	45.5	0	2469	2468	1120	496	0	
8.750	5.500 P-110	17.0	0	8410	8410	1425	504	2098	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)
2.375		6288						

25. Producing Intervals

26. Perforation Record

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	6342	7116	6342 TO 7116	0.380	182	OPEN
B) WASATCH	7143	8240	7143 TO 8240	0.380	225	OPEN
C)						
D)						

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

Depth Interval	Amount and Type of Material
6342 TO 7116	GREEN RIVER: SEE TREATMENT STAGES 6 - 9
7143 TO 8240	WASATCH: SEE TREATMENT STAGES 1 - 5

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
03/30/2012	04/04/2012	24	→	250.0	519.0	741.0	52.0		FLOWS FROM WELL
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
28/64	420	680.0	→	250	519	741	2078	PGW	

28a. Production - Interval B

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

RECEIVED

MAY 01 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	2575
				MAHOGANY	3219
				DOUGLAS CREEK	5525
				BLACK SHALE	6340
				CASTLE PEAK	6598
				UTELAND BUTTE	6898
				WASATCH	7133
				TD	8410

32. Additional remarks (include plugging procedure):

TOC was calculated by CLB. Conductor was cemented with grout. First gas sales was on 3/30/2011. First Oil Sales was on 4/3/2012. Attached is Treatment Data.

33. Circle enclosed attachments:

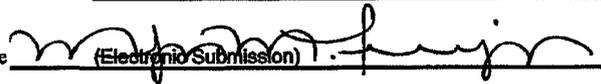
- | | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (1 full set req'd.) | 2. Geologic Report | 3. DST Report | 4. Directional Survey |
| 5. Sundry Notice for plugging and cement verification | 6. Core Analysis | 7 Other: | |

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 #136424 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 04/25/2012

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

#7-7D-45 BTR Report

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)				
AMOUNT AND TYPE OF MATERIAL				
<u>Stage</u>	<u>Bbls Slurry</u>	<u>20/40 CRC Sand</u>	<u>20/40 White Sand</u>	<u>Lbs 100 Mesh</u>
1	3,593	166,600	0	0
2	3,595	166,800	0	0
3	3,292	150,280	0	0
4	3,513	0	164,500	0
5	3,356	0	156,600	0
6	3,671	156,700	19,100	0
7	3,587	150,900	18,200	0
8	3,306	139,800	17,000	0
9	2,978	0	120,400	15,640

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

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Bill Barrett Corporation

Bill Barrett Corp.

Duchesne Co., UT (NAD27)

Sec.7-T4S-R5W

#7-7D-45 BTR

Wellbore #1

Survey: Survey #1

Standard Survey Report

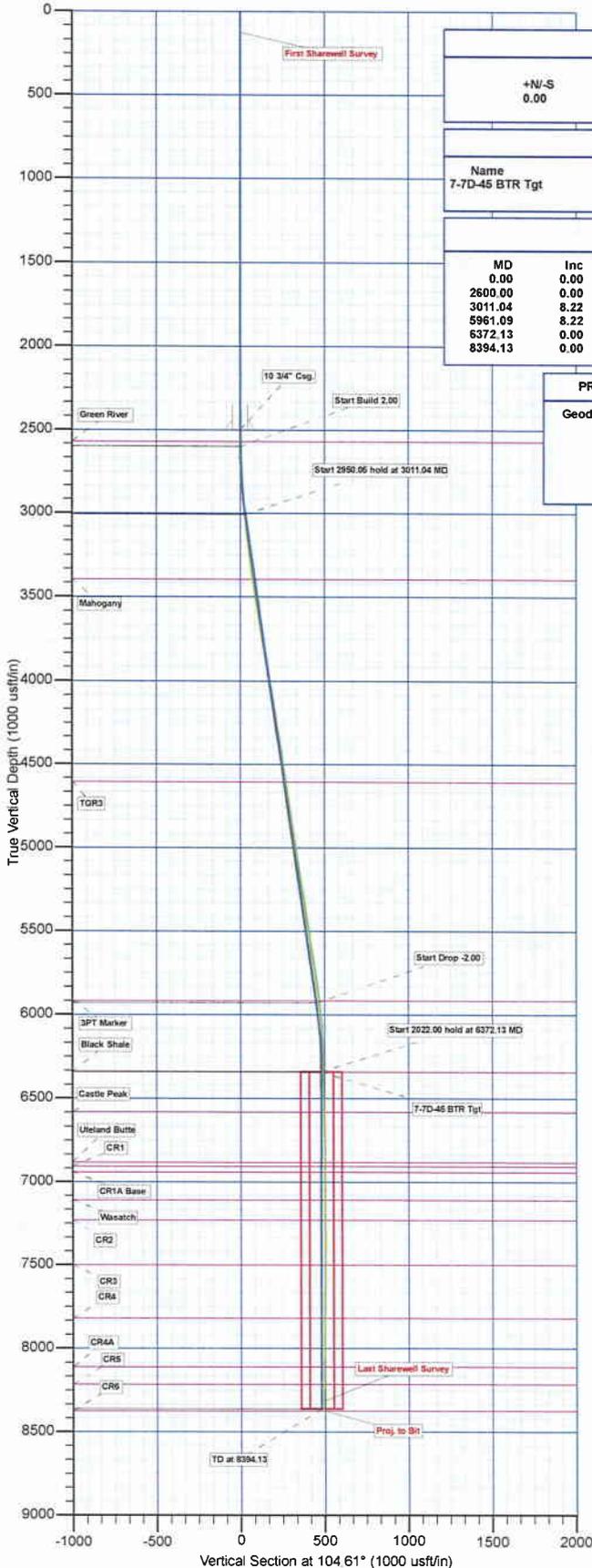
09 March, 2012

RECEIVED

MAY 01 2012

DIV. OF OIL, GAS & MINING



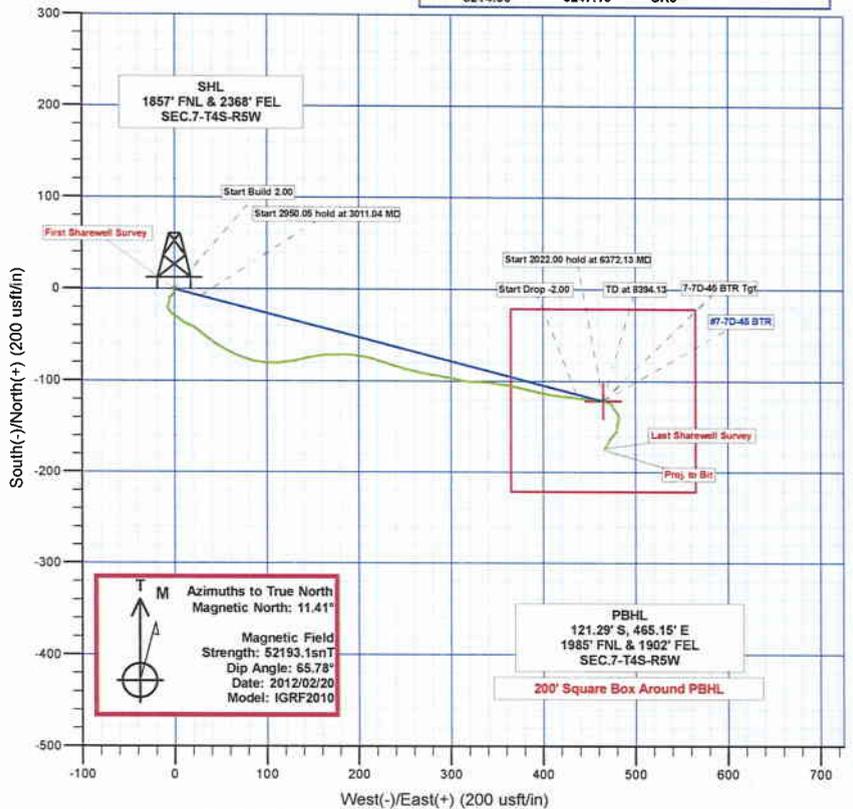


WELL DETAILS: #7-7D-45 BTR										
+N-S	+E-W	Northing	Ground Level: Easting	6195.00	Latitude	Longitude	Slot			
0.00	0.00	663136.037	2281945.005		40° 8' 58.650 N	110° 29' 28.871 W				
WELLBORE TARGET DETAILS (MAP CO-ORDINATES AND LAT/LONG)										
Name	TVD	+N-S	+E-W	Latitude	Longitude	Shape				
7-7D-45 BTR Tgt	6339.00	-121.29	465.15	40° 8' 57.451 N	110° 29' 22.880 W	Rectangle (Sides: L200.00 W200.00)				
SECTION DETAILS										
MD	Inc	Azi	TVD	+N-S	+E-W	Dleg	TFace	V Sect	Annotation	
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00		
2600.00	0.00	0.00	2600.00	0.00	0.00	0.00	0.00	0.00	Start Build 2.00	
3011.04	8.22	104.61	3009.63	-7.43	28.49	2.00	104.61	29.44	Start 2950.05 hold at 3011.04 MD	
5961.09	8.22	104.61	5929.37	-113.86	436.66	0.00	0.00	451.26	Start Drop -2.00	
6372.13	0.00	0.00	6339.00	-121.29	465.15	2.00	180.00	480.70	Start 2022.00 hold at 6372.13 MD	
8394.13	0.00	0.00	8361.00	-121.29	465.15	0.00	0.00	480.70	TD at 8394.13	

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

REFERENCE INFORMATION
 Co-ordinate (N/E) Reference: Well #7-7D-45 BTR, True North
 Vertical (TVD) Reference: WELL @ 6219.00usft
 Section (VS) Reference: Slot - (0.00N, 0.00E)
 Measured Depth Reference: WELL @ 6219.00usft
 Calculation Method: Minimum Curvature

FORMATION TOP DETAILS		
TVDPath	MDPath	Formation
2569.00	2569.00	Green River
3394.00	3399.40	Mahogany
4604.00	4621.96	TGR3
5914.00	5945.56	3PT Marker
6339.00	6372.13	Black Shale
6579.00	6612.13	Castle Peak
6879.00	6912.13	Ute/land Butte
6904.00	6937.13	CR1
6939.00	6972.13	CR1A Base
7109.00	7142.13	Wasatch
7229.00	7262.13	CR2
7499.00	7532.13	CR3
7819.00	7852.13	CR4
8109.00	8142.13	CR4A
8214.00	8247.13	CR5



Azimuths to True North
 Magnetic North: 11.41°
 Magnetic Field Strength: 52193.16nT
 Dip Angle: 65.78°
 Date: 2012/02/20
 Model: IGRF2010

PBHL
 121.29° S, 465.15' E
 1985° FNL & 1902° FEL
 SEC.7-T4S-R5W
 200' Square Box Around PBHL



Sharewell Energy Services, LP

Survey Report



Company: Bill Barrett Corp.
 Project: Duchesne Co., UT (NAD27)
 Site: Sec.7-T4S-R5W
 Well: #7-7D-45 BTR
 Wellbore: Wellbore #1
 Design: Wellbore #1

Local Co-ordinate Reference: Well #7-7D-45 BTR
 TVD Reference: WELL @ 6219.00usft
 MD Reference: WELL @ 6219.00usft
 North Reference: True
 Survey Calculation Method: Minimum Curvature
 Database: EDM 5000.1 Single User Db

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

Site	Sec.7-T4S-R5W				
Site Position:		Northing:	663,136.041 usft	Latitude:	40° 8' 58.650 N
From:	Lat/Long	Easting:	2,281,945.005 usft	Longitude:	110° 29' 28.871 W
Position Uncertainty:	0.00 usft	Slot Radius:	13-3/16"	Grid Convergence:	0.65 °

Well	#7-7D-45 BTR					
Well Position	+N/-S	0.00 usft	Northing:	663,136.037 usft	Latitude:	40° 8' 58.650 N
	+E/-W	0.00 usft	Easting:	2,281,945.005 usft	Longitude:	110° 29' 28.871 W
Position Uncertainty		0.00 usft	Wellhead Elevation:	usft	Ground Level:	6,195.00 usft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	2012/02/20	11.41	65.78	52,193

Design	Wellbore #1				
Audit Notes:					
Version:	1.0	Phase:	ACTUAL	Tie On Depth:	0.00
Vertical Section:	Depth From (TVD) (usft)	+N/-S (usft)	+E/-W (usft)	Direction (°)	
	0.00	0.00	0.00	104.61	

Survey Program	Date	2012/03/09			
From (usft)	To (usft)	Survey (Wellbore)	Tool Name	Description	
124.00	8,410.00	Survey #1 (Wellbore #1)	MWD	MWD - Standard	

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
First Sharewell Survey									
124.00	0.20	171.30	124.00	-0.21	0.03	0.09	0.16	0.16	0.00
247.00	0.50	218.70	247.00	-0.84	-0.27	-0.05	0.32	0.24	38.54
339.00	0.70	179.50	338.99	-1.72	-0.52	-0.07	0.48	0.22	-42.61
403.00	1.20	177.50	402.98	-2.78	-0.48	0.23	0.78	0.78	-3.12
494.00	0.70	196.70	493.97	-4.27	-0.60	0.49	0.64	-0.55	21.10
586.00	1.50	218.30	585.95	-5.75	-1.51	-0.01	0.96	0.87	23.48
676.00	1.40	215.00	675.93	-7.57	-2.87	-0.87	0.14	-0.11	-3.67
768.00	0.90	257.00	767.91	-8.66	-4.22	-1.90	1.03	-0.54	45.65
860.00	0.60	219.21	859.90	-9.19	-5.23	-2.74	0.61	-0.33	-41.08
955.00	1.10	186.50	954.89	-10.48	-5.65	-2.82	0.71	0.53	-34.43
1,049.00	0.90	164.50	1,048.88	-12.09	-5.55	-2.32	0.46	-0.21	-23.40

Company: Bill Barrett Corp.
Project: Duchesne Co., UT (NAD27)
Site: Sec.7-T4S-R5W
Well: #7-7D-45 BTR
Wellbore: Wellbore #1
Design: Wellbore #1

Local Co-ordinate Reference: Well #7-7D-45 BTR
TVD Reference: WELL @ 6219.00usft
MD Reference: WELL @ 6219.00usft
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: EDM 5000.1 Single User Db

Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
1,144.00	0.70	189.10	1,143.87	-13.38	-5.44	-1.89	0.41	-0.21	25.89
1,239.00	0.50	201.30	1,238.86	-14.34	-5.68	-1.88	0.25	-0.21	12.84
1,334.00	0.60	186.60	1,333.86	-15.22	-5.89	-1.86	0.18	0.11	-15.47
1,428.00	0.80	214.50	1,427.85	-16.25	-6.32	-2.02	0.41	0.21	29.68
1,522.00	0.10	191.50	1,521.85	-16.87	-6.71	-2.23	0.75	-0.74	-24.47
1,617.00	1.40	190.60	1,616.84	-18.10	-6.94	-2.15	1.37	1.37	-0.95
1,712.00	1.10	190.10	1,711.81	-20.13	-7.31	-2.00	0.32	-0.32	-0.53
1,807.00	0.50	134.00	1,806.81	-21.32	-7.17	-1.56	0.97	-0.63	-59.05
1,902.00	0.20	144.10	1,901.80	-21.74	-6.78	-1.07	0.32	-0.32	10.63
1,996.00	0.40	276.70	1,995.80	-21.84	-7.01	-1.27	0.59	0.21	141.06
2,091.00	0.40	183.10	2,090.80	-22.13	-7.36	-1.53	0.61	0.00	-98.53
2,186.00	0.70	122.60	2,185.80	-22.77	-6.88	-0.92	0.64	0.32	-63.68
2,281.00	0.60	125.00	2,280.79	-23.37	-5.99	0.10	0.11	-0.11	2.53
2,375.00	0.60	127.80	2,374.79	-23.96	-5.20	1.02	0.03	0.00	2.98
2,496.00	1.00	162.50	2,495.78	-25.35	-4.38	2.16	0.51	0.33	28.68
2,591.00	1.10	133.80	2,590.76	-26.77	-3.47	3.40	0.56	0.11	-30.21
2,686.00	1.60	113.50	2,685.73	-27.93	-1.60	5.50	0.72	0.53	-21.37
2,781.00	4.20	127.20	2,780.60	-30.57	2.39	10.03	2.81	2.74	14.42
2,876.00	4.00	128.80	2,875.36	-34.74	7.74	16.26	0.24	-0.21	1.68
2,971.00	5.60	111.60	2,970.03	-38.53	14.64	23.89	2.25	1.68	-18.11
3,066.00	5.50	124.00	3,064.59	-42.78	22.72	32.78	1.26	-0.11	13.05
3,161.00	7.50	132.00	3,158.97	-49.48	31.10	42.58	2.31	2.11	8.42
3,255.00	8.20	122.80	3,252.10	-57.21	41.30	54.40	1.53	0.74	-9.79
3,349.00	9.20	119.80	3,345.01	-64.58	53.46	68.02	1.17	1.06	-3.19
3,444.00	8.50	115.30	3,438.88	-71.35	66.39	82.25	1.04	-0.74	-4.74
3,539.00	8.70	106.10	3,532.82	-76.35	79.64	96.33	1.46	0.21	-9.68
3,633.00	9.60	99.30	3,625.63	-79.58	94.21	111.24	1.50	0.96	-7.23
3,728.00	10.50	87.30	3,719.18	-80.46	110.68	127.40	2.39	0.95	-12.63
3,823.00	11.00	78.60	3,812.52	-78.26	128.21	143.81	1.79	0.53	-9.16
3,918.00	10.30	76.10	3,905.88	-74.43	145.34	159.41	0.88	-0.74	-2.63
4,013.00	10.10	86.90	3,999.39	-71.93	161.90	174.81	2.02	-0.21	11.37
4,108.00	9.00	87.70	4,093.07	-71.19	177.65	189.86	1.17	-1.16	0.84
4,202.00	9.70	96.20	4,185.82	-71.75	192.87	204.73	1.64	0.74	9.04
4,298.00	8.70	101.40	4,280.59	-74.05	208.02	219.98	1.35	-1.04	5.42
4,392.00	9.10	109.10	4,373.46	-77.89	222.02	234.49	1.34	0.43	8.19
4,487.00	8.90	108.20	4,467.29	-82.65	236.10	249.31	0.26	-0.21	-0.95
4,582.00	8.50	104.40	4,561.20	-86.69	249.88	263.67	0.74	-0.42	-4.00
4,677.00	8.10	102.40	4,655.20	-89.87	263.22	277.38	0.52	-0.42	-2.11
4,772.00	8.30	101.40	4,749.23	-92.66	276.47	290.91	0.26	0.21	-1.05
4,867.00	9.20	97.50	4,843.13	-95.01	290.73	305.29	1.13	0.95	-4.11
4,962.00	7.90	105.40	4,937.07	-97.73	304.55	319.36	1.84	-1.37	8.32
5,057.00	8.80	95.90	5,031.07	-100.22	318.07	333.07	1.73	0.95	-10.00
5,151.00	9.10	91.50	5,123.93	-101.15	332.66	347.42	0.79	0.32	-4.68
5,246.00	9.10	98.40	5,217.73	-102.44	347.60	362.20	1.15	0.00	7.26
5,341.00	9.10	98.50	5,311.54	-104.65	362.46	377.14	0.02	0.00	0.11
5,436.00	9.30	104.10	5,405.32	-107.63	377.34	392.29	0.97	0.21	5.89
5,531.00	8.40	103.20	5,499.19	-111.09	391.54	406.90	0.96	-0.95	-0.95
5,626.00	9.00	101.10	5,593.09	-114.10	405.58	421.25	0.71	0.63	-2.21
5,721.00	8.80	96.80	5,686.95	-116.39	420.09	435.87	0.73	-0.21	-4.53
5,816.00	8.30	93.80	5,780.89	-117.71	434.15	449.80	0.71	-0.53	-3.16
5,910.00	8.10	97.50	5,873.93	-119.02	447.49	463.04	0.60	-0.21	3.94
6,005.00	6.20	97.90	5,968.19	-120.60	459.20	474.78	2.00	-2.00	0.42
6,100.00	3.90	103.50	6,062.82	-122.06	467.43	483.10	2.47	-2.42	5.89
6,195.00	2.20	115.40	6,157.68	-123.60	472.22	488.12	1.90	-1.79	12.53

Company: Bill Barrett Corp.
Project: Duchesne Co., UT (NAD27)
Site: Sec.7-T4S-R5W
Well: #7-7D-45 BTR
Wellbore: Wellbore #1
Design: Wellbore #1

Local Co-ordinate Reference: Well #7-7D-45 BTR
TVD Reference: WELL @ 6219.00usft
MD Reference: WELL @ 6219.00usft
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: EDM 5000.1 Single User Db

Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)	
6,290.00	1.70	146.10	6,252.63	-125.55	474.65	490.97	1.20	-0.53	32.32	
6,385.00	0.90	189.90	6,347.60	-127.45	475.31	492.09	1.29	-0.84	46.11	
6,479.00	1.90	142.30	6,441.58	-129.41	476.13	493.38	1.55	1.06	-50.64	
6,574.00	3.10	141.00	6,536.48	-132.66	478.71	496.70	1.26	1.26	-1.37	
6,669.00	2.20	151.90	6,631.38	-136.26	481.19	500.00	1.08	-0.95	11.47	
6,764.00	1.30	183.20	6,726.34	-138.95	481.99	501.45	1.35	-0.95	32.95	
6,859.00	1.10	179.20	6,821.32	-140.93	481.94	501.91	0.23	-0.21	-4.21	
6,954.00	1.70	178.70	6,916.29	-143.25	481.98	502.54	0.63	0.63	-0.53	
7,048.00	1.20	227.60	7,010.26	-145.31	481.29	502.38	1.37	-0.53	52.02	
7,143.00	1.00	195.60	7,105.24	-146.78	480.33	501.83	0.67	-0.21	-33.68	
7,238.00	1.70	183.50	7,200.22	-148.99	480.02	502.08	0.79	0.74	-12.74	
7,333.00	1.30	182.20	7,295.19	-151.47	479.90	502.59	0.42	-0.42	-1.37	
7,428.00	1.70	190.20	7,390.15	-153.93	479.60	502.93	0.47	0.42	8.42	
7,523.00	1.20	232.60	7,485.12	-155.92	478.56	502.42	1.21	-0.53	44.63	
7,619.00	2.40	214.50	7,581.08	-158.19	476.63	501.12	1.37	1.25	-18.85	
7,713.00	1.00	232.80	7,675.03	-160.31	474.86	499.94	1.58	-1.49	19.47	
7,808.00	1.90	218.00	7,770.00	-162.05	473.23	498.81	1.02	0.95	-15.58	
7,903.00	2.10	212.10	7,864.94	-164.77	471.33	497.66	0.30	0.21	-6.21	
7,998.00	1.60	200.00	7,959.89	-167.49	469.96	497.01	0.67	-0.53	-12.74	
8,091.00	1.10	214.70	8,052.87	-169.44	469.00	496.58	0.65	-0.54	15.81	
8,186.00	1.10	200.30	8,147.85	-171.05	468.17	496.18	0.29	0.00	-15.16	
8,281.00	0.60	213.60	8,242.84	-172.32	467.58	495.93	0.56	-0.53	14.00	
Last Sharewell Survey										
8,353.00	1.50	207.00	8,314.83	-173.47	466.94	495.60	1.26	1.25	-9.17	
Proj. to Bit										
8,410.00	1.60	207.00	8,371.81	-174.84	466.24	495.27	0.18	0.18	0.00	

Survey Annotations

Measured Depth (usft)	Vertical Depth (usft)	Local Coordinates		Comment
		+N/-S (usft)	+E/-W (usft)	
124.00	124.00	-0.21	0.03	First Sharewell Survey
8,353.00	8,314.83	-173.47	466.94	Last Sharewell Survey
8,410.00	8,371.81	-174.84	466.24	Proj. to Bit

Checked By: _____ Approved By: _____ Date: _____

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

Effective Date: 11/1/2016

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

WELL INFORMATION:

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

OPERATOR CHANGES DOCUMENTATION:

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

REVIEW:

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

NEW OPERATOR BOND VERIFICATION:

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

DATA ENTRY:

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

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

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

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

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

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

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To: Rig II, LLC

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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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

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

New Operator Contact information:

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

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

Sincerely,

Bill Barrett Corporation

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

Brady Riley
Permit Analyst

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

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

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

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

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

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

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

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

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

(This space for State use only)

APPROVED

NOV 07 2016

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

Request to Transfer Application or Permit to Drill

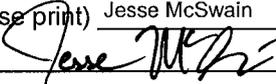
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

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

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

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

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

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

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

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

UIC FORM 5

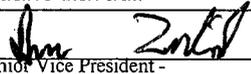
TRANSFER OF AUTHORITY TO INJECT

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

EFFECTIVE DATE OF TRANSFER: 11/1/2016

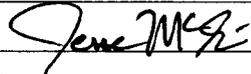
CURRENT OPERATOR

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

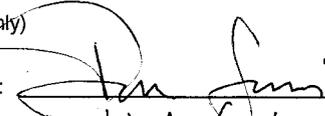
Name: Duane Zavadil
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

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

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

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

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

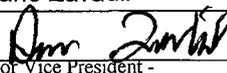
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

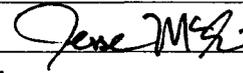
Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

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

NEW OPERATOR

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

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

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

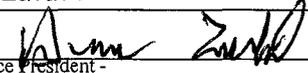
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

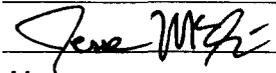
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE	Field or Unit Name CEDAR RIM
	Lease Designation and Number 2OG0005608
QQ, Section, Township, Range: SESE 9 3S 6W	State : UTAH

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

NEW OPERATOR

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

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

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