

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

FORM 3

AMENDED REPORT

APPLICATION FOR PERMIT TO DRILL		1. WELL NAME and NUMBER 5-27D-37 BTR
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>		3. FIELD OR WILDCAT CEDAR RIM
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO		5. UNIT or COMMUNITIZATION AGREEMENT NAME
6. NAME OF OPERATOR BILL BARRETT CORP		7. OPERATOR PHONE 303 312-8164
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202		9. OPERATOR E-MAIL dspencer@billbarrettcorp.com
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 20G0005608	11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>	
12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>		13. NAME OF SURFACE OWNER (if box 12 = 'fee') Deep Creek Investments
14. SURFACE OWNER PHONE (if box 12 = 'fee') 435-823-3232		15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') 2400 Sunnyside Avenue, Salt Lake City, UT 84108
16. SURFACE OWNER E-MAIL (if box 12 = 'fee')		17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')
18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>		19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	1670 FNL 553 FWL	SWNW	27	3.0 S	7.0 W	U
Top of Uppermost Producing Zone	1981 FNL 811 FWL	SWNW	27	3.0 S	7.0 W	U
At Total Depth	1980 FNL 810 FWL	SWNW	27	3.0 S	7.0 W	U

21. COUNTY DUCHESNE	22. DISTANCE TO NEAREST LEASE LINE (Feet) 810	23. NUMBER OF ACRES IN DRILLING UNIT 640
25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 2254	26. PROPOSED DEPTH MD: 10517 TVD: 10493	
27. ELEVATION - GROUND LEVEL 6731	28. BOND NUMBER LPM8874725	29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE Duchesne City Culinary Water Dock

Hole, Casing, and Cement Information										
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
Cond	26	16	0 - 80	65.0	Unknown	8.8	Unknown	0	0.0	0.0
Surf	12.25	9.625	0 - 3000	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown	450	3.16	11.0
							Halliburton Premium , Type Unknown	210	1.36	14.8
Prod	8.75	5.5	0 - 10517	17.0	P-110 LT&C	9.7	Unknown	700	2.31	11.0
							Unknown	1010	1.42	13.5

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

NAME Venessa Langmacher	TITLE Senior Permit Analyst	PHONE 303 312-8172
SIGNATURE	DATE 06/16/2011	EMAIL vlangmacher@billbarrettcorp.com
API NUMBER ASSIGNED 43013508470000	APPROVAL  Permit Manager	

DRILLING PLAN

BILL BARRETT CORPORATION

5-27D-37 BTR Well Pad

SW NW, 1670' FNL and 553' FWL, Section 27, T3S, R7W, USB&M (surface hole)

SW NW, 1980' FNL and 810' FWL, Section 27, T3S, R7W, USB&M (bottom hole)

Duchesne County, Utah

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

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth – TVD</u>
Lower Green River*	5,778'	5,761'
Douglas Creek	6,654'	6,631'
Black Shale	7,267'	7,243'
Castle Peak	7,459'	7,435'
Uteland Butte	7,939'	7,915'
Wasatch*	8,290'	8,266'
TD	10,517'	10,493'

*PROSPECTIVE PAY

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

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 3,000'	No pressure control required
3,000' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
12 1/4"	Surface	3,000'	9 5/8"	36#	J or K 55	BT&C	New
8 3/4"	Surface	TD	5 1/2"	17#	P-110	LT&C	New
NOTE: In addition, 8 3/4" hole size may change to 7 7/8" at the point the bit is changed out.							

Bill Barrett Corporation
 Drilling Program
 #5-27D-37 BTR
 Duchesne County, Utah

5. Cementing Program

Casing	Cementing
16" Conductor Casing	<i>Grout</i>
9 5/8" Surface Casing	<p><i>Lead</i> with approximately 450 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft³/sx) circulated to surface with 75% excess. Top of lead estimated at surface.</p> <p><i>Tail</i> with approximately 210 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft³/sx), calculated hole volume with 75% excess. Top of tail estimated at 2,500'.</p>
5 1/2" Production Casing	<p><i>Lead</i> with approximately 700 sx Tuned Light cement with additives, mixed at 11.0 ppg (yield = 2.31 ft³/sx,) . Top of lead estimated at 2,500'.</p> <p><i>Tail</i> with approximately 1010 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft³/sx). Top of tail estimated at 6,767'.</p>

6. Mud Program

Interval	Weight	Viscosity	Fluid Loss (API filtrate)	Remarks
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 3,000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
3,000' – TD	8.6 – 9.7	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. Testing, Logging and Core Programs

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

Bill Barrett Corporation
Drilling Program
#5-27D-37 BTR
Duchesne County, Utah

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 5293 psi* and maximum anticipated surface pressure equals approximately 2984 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: January 2012
Spud: January 2012
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.

T3S, R7W, U.S.B.&M.

BILL BARRETT CORPORATION

Well location, #5-27D-37 BTR, located as shown in the SW 1/4 NW 1/4 of Section 27, T3S, R7W, U.S.B.&M., Duchesne County, Utah.

Set Stone, Pile of Stones

N89°39'45"W - 5265.70' (Meas.)

Set Stone, Old Lath

500°08'03"E - 2641.66' (Meas.)

N00°10'57"E - 2573.85' (Meas.)

BASIS OF ELEVATION

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

BASIS OF BEARINGS

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

#5-27D-37 BTR
Elev. Ungraded Ground = 6731'

Bottom Hole

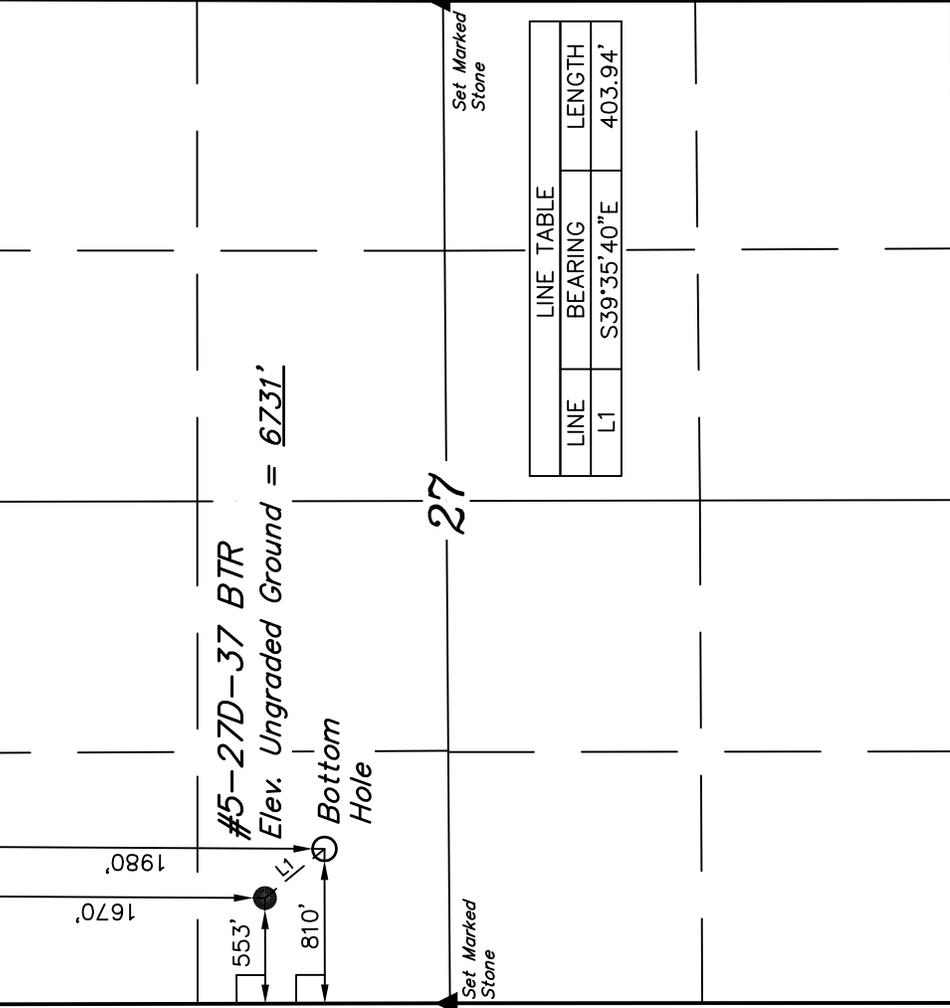
27

Set Marked Stone

N00°02'W - 2640.00' (G.L.O.)

S00°02'E - 2640.00' (G.L.O.)

S89°53'W - 5269.44' (G.L.O.)



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.

ROBERTA KAY
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

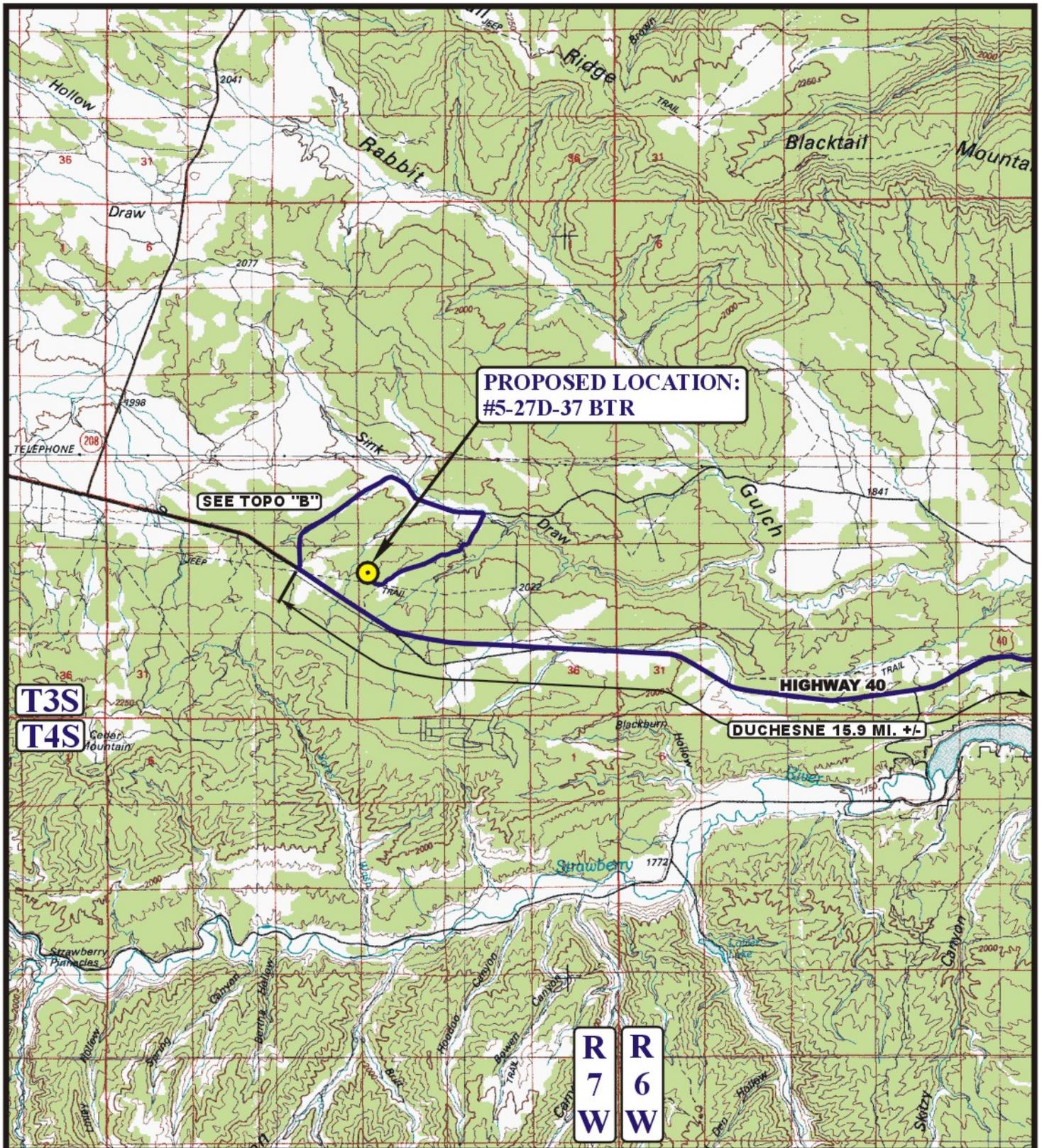
REV: 05-03-11

UINTAH ENGINEERING & LAND SURVEYING	
85 SOUTH 200 EAST - VERNAL, UTAH 84078 (435) 789-1017	
SCALE 1" = 1000'	DATE SURVEYED: 03-31-11
PARTY G.M. J.R. K.O.	DATE DRAWN: 04-08-11
WEATHER COLD	REFERENCES G.L.O. PLAT
	FILE BILL BARRETT CORPORATION

LEGEND:

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

NAD 83 (TARGET BOTTOM HOLE) LATITUDE = 40°11'32.93" (40.192481) LONGITUDE = 110°40'06.04" (110.668344)	NAD 83 (SURFACE LOCATION) LATITUDE = 40°11'36.01" (40.193336) LONGITUDE = 110°40'09.36" (110.669267)
NAD 27 (TARGET BOTTOM HOLE) LATITUDE = 40°11'33.10" (40.192528) LONGITUDE = 110°40'03.47" (110.667631)	NAD 27 (SURFACE LOCATION) LATITUDE = 40°11'36.17" (40.193381) LONGITUDE = 110°40'06.80" (110.668556)



T3S
T4S

R
7
W

R
6
W

LEGEND:

 PROPOSED LOCATION

BILL BARRETT CORPORATION

#5-27D-37 BTR
SECTION 27, T3S, R7W, U.S.B.&M.
1670' FNL 553' FWL

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

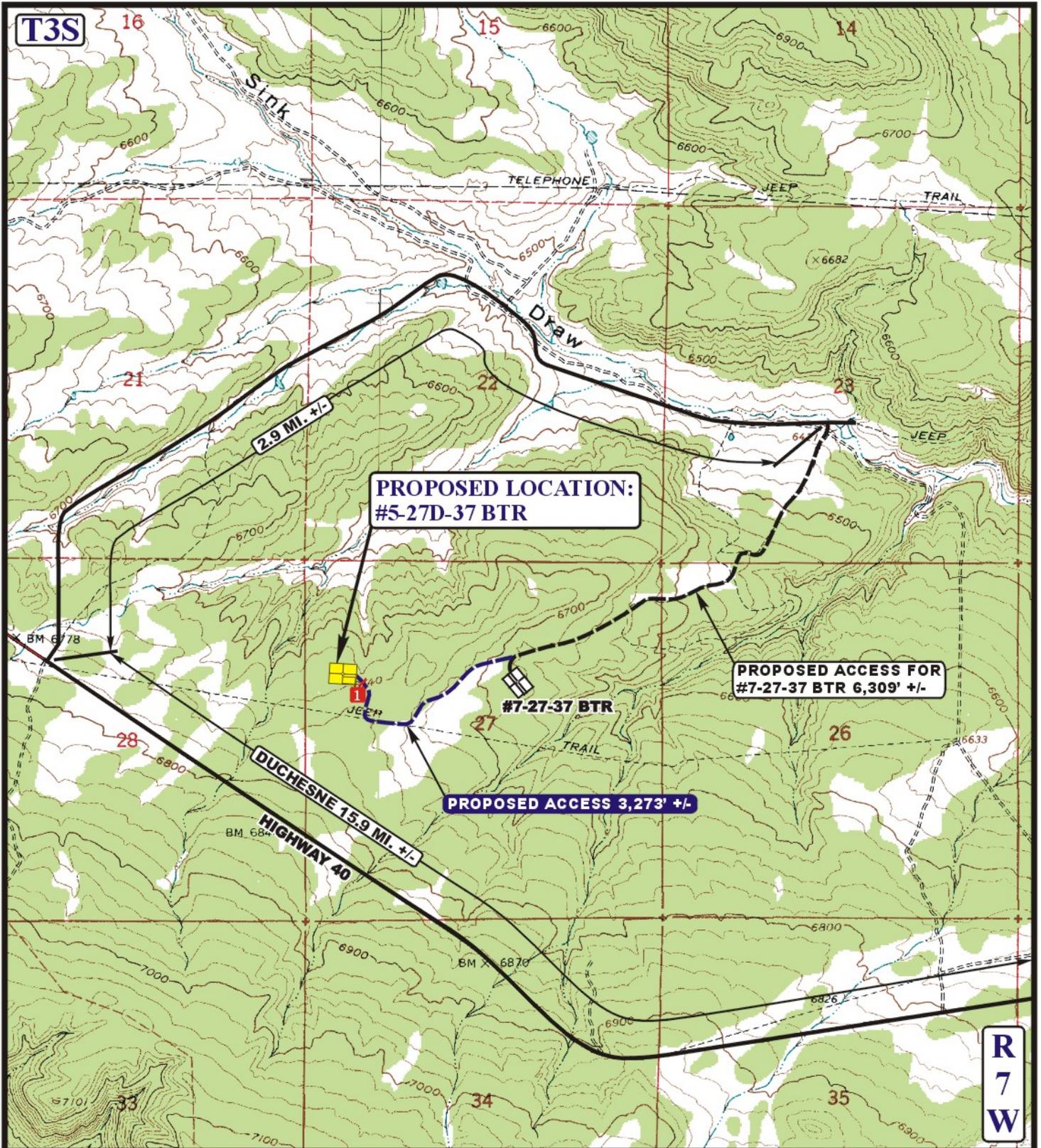
ACCESS ROAD MAP

04	04	11
MONTH	DAY	YEAR

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

A
TOPO





LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD
-  18" CMP REQUIRED

BILL BARRETT CORPORATION

#5-27D-37 BTR
SECTION 27, T3S, R7W, U.S.B.&M.
1670' FNL 553' FWL



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

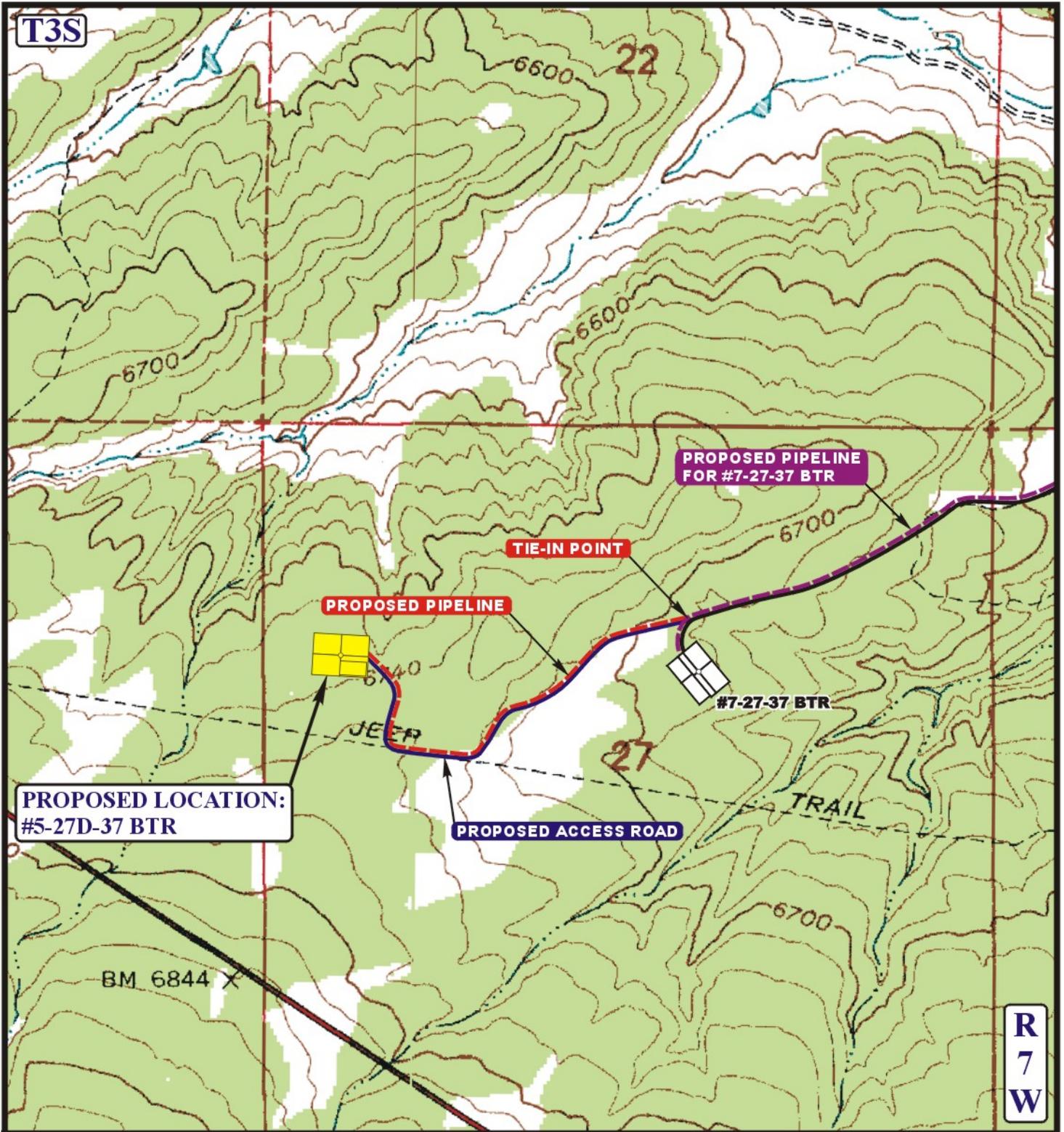
04 04 11
 MONTH DAY YEAR

SCALE: 1" = 2000'

DRAWN BY: J.J.

REVISED: 00-00-00

B
TOPO



APPROXIMATE TOTAL PIPELINE DISTANCE = 3,262' +/-

LEGEND:

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

BILL BARRETT CORPORATION

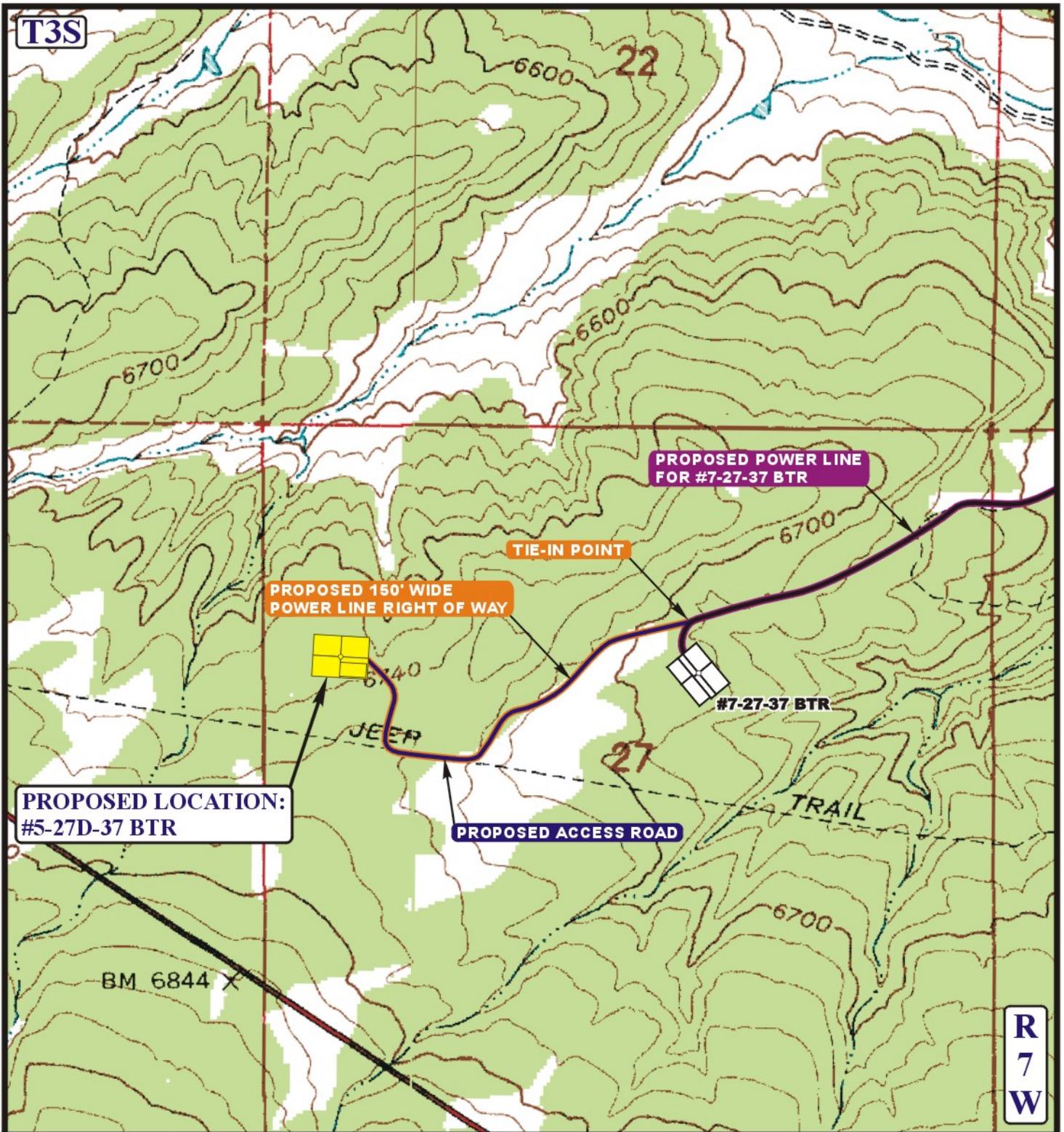
#5-27D-37 BTR
SECTION 27, T3S, R7W, U.S.B.&M.
1670' FNL 553' FWL

U&L S Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
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TOPOGRAPHIC MAP 04 04 11
 MONTH DAY YEAR
 SCALE: 1" = 1000' DRAWN BY: J.J. REVISED: 00-00-00

C
TOPO



APPROXIMATE TOTAL POWER LINE DISTANCE = 3,273' +/-

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING POWERLINE
-  PROPOSED POWER LINE

BILL BARRETT CORPORATION

#5-27D-37 BTR
 SECTION 27, T3S, R7W, U.S.B.&M.
 1670' FNL 553' FWL

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



TOPOGRAPHIC MAP 04 04 11
 MONTH DAY YEAR
 SCALE: 1" = 1000' DRAWN BY: J.J. REVISED: 00-00-00

D
 TOPO

Plan Report for #5-27D-37 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	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
RKB 16 ft (Paterson 506)										
100.00	0.00	0.00	100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
200.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
300.00	0.00	0.00	300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
400.00	0.00	0.00	400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
500.00	0.00	0.00	500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
600.00	0.00	0.00	600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
700.00	0.00	0.00	700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
800.00	0.00	0.00	800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
900.00	0.00	0.00	900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,000.00	0.00	0.00	1,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,100.00	0.00	0.00	1,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,200.00	0.00	0.00	1,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,300.00	0.00	0.00	1,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,400.00	0.00	0.00	1,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,500.00	0.00	0.00	1,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,600.00	0.00	0.00	1,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,700.00	0.00	0.00	1,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,800.00	0.00	0.00	1,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,900.00	0.00	0.00	1,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,000.00	0.00	0.00	2,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,100.00	0.00	0.00	2,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,200.00	0.00	0.00	2,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,300.00	0.00	0.00	2,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,400.00	0.00	0.00	2,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,500.00	0.00	0.00	2,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,600.00	0.00	0.00	2,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,700.00	0.00	0.00	2,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,800.00	0.00	0.00	2,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,900.00	0.00	0.00	2,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,000.00	0.00	0.00	3,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
9 5/8" Surface Casing										
3,100.00	0.00	0.00	3,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,200.00	0.00	0.00	3,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,221.60	0.00	0.00	3,221.60	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Kick Off Point 3221.00 ft										
3,300.00	1.57	140.25	3,299.99	-0.82	0.69	1.07	2.00	2.00	0.00	140.25
3,400.00	3.57	140.25	3,399.88	-4.27	3.55	5.55	2.00	2.00	0.00	0.00
Build Rate 2.00 °/100 ft										
3,500.00	5.57	140.25	3,499.56	-10.39	8.64	13.52	2.00	2.00	0.00	0.00
3,571.60	7.00	140.25	3,570.73	-16.42	13.65	21.35	2.00	2.00	0.00	0.00
End Build 3571.60 ft										
3,600.00	7.00	140.25	3,598.92	-19.08	15.87	24.81	0.00	0.00	0.00	0.00
3,658.52	7.00	140.25	3,657.00	-24.56	20.43	31.95	0.00	0.00	0.00	0.00
GREEN_RIVER										
3,700.00	7.00	140.25	3,698.17	-28.45	23.66	37.00	0.00	0.00	0.00	0.00
3,800.00	7.00	140.25	3,797.43	-37.82	31.45	49.19	0.00	0.00	0.00	0.00
3,900.00	7.00	140.25	3,896.68	-47.19	39.25	61.38	0.00	0.00	0.00	0.00
4,000.00	7.00	140.25	3,995.94	-56.56	47.04	73.56	0.00	0.00	0.00	0.00
4,100.00	7.00	140.25	4,095.19	-65.93	54.83	85.75	0.00	0.00	0.00	0.00
4,200.00	7.00	140.25	4,194.45	-75.30	62.62	97.94	0.00	0.00	0.00	0.00
4,250.93	7.00	140.25	4,245.00	-80.07	66.59	104.14	0.00	0.00	0.00	0.00
MAHOGANY										
4,300.00	7.00	140.25	4,293.70	-84.67	70.42	110.12	0.00	0.00	0.00	0.00
4,400.00	7.00	140.25	4,392.96	-94.04	78.21	122.31	0.00	0.00	0.00	0.00
4,500.00	7.00	140.25	4,492.21	-103.41	86.00	134.50	0.00	0.00	0.00	0.00

Plan Report for #5-27D-37 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)	Tooface Azimuth (°)
4,600.00	7.00	140.25	4,591.46	-112.78	93.79	146.68	0.00	0.00	0.00	0.00
4,700.00	7.00	140.25	4,690.72	-122.15	101.59	158.87	0.00	0.00	0.00	0.00
4,800.00	7.00	140.25	4,789.97	-131.52	109.38	171.06	0.00	0.00	0.00	0.00
4,900.00	7.00	140.25	4,889.23	-140.89	117.17	183.24	0.00	0.00	0.00	0.00
5,000.00	7.00	140.25	4,988.48	-150.26	124.97	195.43	0.00	0.00	0.00	0.00
5,100.00	7.00	140.25	5,087.74	-159.63	132.76	207.62	0.00	0.00	0.00	0.00
Hold Angle 7.00°										
5,200.00	7.00	140.25	5,186.99	-169.00	140.55	219.81	0.00	0.00	0.00	0.00
5,300.00	7.00	140.25	5,286.25	-178.37	148.34	231.99	0.00	0.00	0.00	0.00
5,400.00	7.00	140.25	5,385.50	-187.74	156.14	244.18	0.00	0.00	0.00	0.00
5,500.00	7.00	140.25	5,484.76	-197.11	163.93	256.37	0.00	0.00	0.00	0.00
5,600.00	7.00	140.25	5,584.01	-206.48	171.72	268.55	0.00	0.00	0.00	0.00
5,700.00	7.00	140.25	5,683.27	-215.85	179.51	280.74	0.00	0.00	0.00	0.00
5,778.32	7.00	140.25	5,761.00	-223.18	185.62	290.28	0.00	0.00	0.00	0.00
TGR3										
5,800.00	7.00	140.25	5,782.52	-225.22	187.31	292.93	0.00	0.00	0.00	0.00
5,900.00	7.00	140.25	5,881.77	-234.59	195.10	305.11	0.00	0.00	0.00	0.00
6,000.00	7.00	140.25	5,981.03	-243.96	202.89	317.30	0.00	0.00	0.00	0.00
6,100.00	7.00	140.25	6,080.28	-253.33	210.69	329.49	0.00	0.00	0.00	0.00
6,200.00	7.00	140.25	6,179.54	-262.70	218.48	341.67	0.00	0.00	0.00	0.00
6,300.00	7.00	140.25	6,278.79	-272.07	226.27	353.86	0.00	0.00	0.00	0.00
6,400.00	7.00	140.25	6,378.05	-281.44	234.06	366.05	0.00	0.00	0.00	0.00
6,479.04	7.00	140.25	6,456.50	-288.84	240.22	375.68	0.00	0.00	0.00	0.00
Begin Drop 6479.04 ft										
6,500.00	6.69	140.25	6,477.31	-290.76	241.82	378.18	1.50	-1.50	0.00	180.00
6,600.00	5.19	140.25	6,576.77	-298.71	248.43	388.52	1.50	-1.50	0.00	180.00
6,654.42	4.37	140.25	6,631.00	-302.20	251.33	393.05	1.50	-1.50	0.00	180.00
DOUGLAS_CRK										
6,700.00	3.69	140.25	6,676.47	-304.66	253.38	396.25	1.50	-1.50	0.00	-180.00
Drop Rate 1.50 °/100 ft										
6,800.00	2.19	140.25	6,776.33	-308.59	256.65	401.37	1.50	-1.50	0.00	-180.00
6,900.00	0.69	140.25	6,876.30	-310.52	258.25	403.88	1.50	-1.50	0.00	180.00
6,945.70	0.00	0.00	6,922.00	-310.73	258.43	404.15	1.50	-1.50	-306.89	-180.00
End Build 6945.70 ft										
7,000.00	0.00	0.00	6,976.30	-310.73	258.43	404.15	0.00	0.00	0.00	180.00
7,045.70	0.00	0.00	7,022.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
3PT_MKR - #5-27D-37 BTR Zone TGT										
7,100.00	0.00	0.00	7,076.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
7,200.00	0.00	0.00	7,176.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
7,266.70	0.00	0.00	7,243.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
BLACK_SHALE_FACIES										
7,300.00	0.00	0.00	7,276.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
7,400.00	0.00	0.00	7,376.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
7,458.70	0.00	0.00	7,435.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
CASTLE_PEAK										
7,500.00	0.00	0.00	7,476.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
7,600.00	0.00	0.00	7,576.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
7,700.00	0.00	0.00	7,676.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
7,800.00	0.00	0.00	7,776.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
7,900.00	0.00	0.00	7,876.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
7,938.70	0.00	0.00	7,915.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
UTELAND_BUTTE										
8,000.00	0.00	0.00	7,976.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
8,054.70	0.00	0.00	8,031.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
CR_1										
8,100.00	0.00	0.00	8,076.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
8,200.00	0.00	0.00	8,176.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
8,289.70	0.00	0.00	8,266.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00

Plan Report for #5-27D-37 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)	Tooface Azimuth (°)
WASATCH										
8,300.00	0.00	0.00	8,276.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
8,400.00	0.00	0.00	8,376.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
8,500.00	0.00	0.00	8,476.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
8,518.70	0.00	0.00	8,495.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
CR_2										
8,600.00	0.00	0.00	8,576.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
8,700.00	0.00	0.00	8,676.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
8,800.00	0.00	0.00	8,776.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
8,900.00	0.00	0.00	8,876.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
8,903.70	0.00	0.00	8,880.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
CR_3										
9,000.00	0.00	0.00	8,976.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
9,100.00	0.00	0.00	9,076.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
9,173.70	0.00	0.00	9,150.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
CR_4										
9,200.00	0.00	0.00	9,176.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
9,300.00	0.00	0.00	9,276.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
9,400.00	0.00	0.00	9,376.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
9,490.70	0.00	0.00	9,467.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
CR_4A										
9,500.00	0.00	0.00	9,476.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
9,600.00	0.00	0.00	9,576.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
9,647.70	0.00	0.00	9,624.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
CR_5										
9,700.00	0.00	0.00	9,676.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
9,800.00	0.00	0.00	9,776.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
9,823.70	0.00	0.00	9,800.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
CR_6										
9,900.00	0.00	0.00	9,876.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
10,000.00	0.00	0.00	9,976.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
10,100.00	0.00	0.00	10,076.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
10,200.00	0.00	0.00	10,176.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
10,216.70	0.00	0.00	10,193.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
CR_7										
10,300.00	0.00	0.00	10,276.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
10,400.00	0.00	0.00	10,376.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
10,500.00	0.00	0.00	10,476.30	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
10,516.70	0.00	0.00	10,493.00	-310.73	258.43	404.15	0.00	0.00	0.00	0.00
Total Depth 10516.70 ft - #5-27D-37 BTR_BHL										

Plan Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
0.00	0.00	0.00	0.00	RKB 16 ft (Paterson 506)
3,221.60	3,221.60	0.00	0.00	Kick Off Point 3221.00 ft
3,400.00	3,399.88	-4.27	3.55	Build Rate 2.00 °/100 ft
3,571.60	3,570.73	-16.42	13.65	End Build 3571.60 ft
5,100.00	5,087.74	-159.63	132.76	Hold Angle 7.00°
6,479.04	6,456.50	-288.84	240.22	Begin Drop 6479.04 ft
6,700.00	6,676.47	-304.66	253.38	Drop Rate 1.50 °/100 ft
6,945.70	6,922.00	-310.73	258.43	End Build 6945.70 ft
10,516.70	10,493.00	-310.73	258.43	Total Depth 10516.70 ft

Plan Report for #5-27D-37 BTR - Plan A Rev 0 Proposal

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/_S (ft)	Origin +E/-W (ft)	Start TVD (ft)
Target	#5-27D-37 BTR_BHL	140.25	Slot	0.00	0.00	0,493.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
0.00	10,516.70	Plan A Rev 0 Proposal	MWD

Casing Details

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

Formation Details

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
3,658.52	3,657.00	GREEN_RIVER			
4,250.93	4,245.00	MAHOGANY			
5,778.32	5,761.00	TGR3			
6,654.42	6,631.00	DOUGLAS_CRK			
7,045.70	7,022.00	3PT_MKR			
7,266.70	7,243.00	BLACK_SHALE_FACIES			
7,458.70	7,435.00	CASTLE_PEAK			
7,938.70	7,915.00	UTELAND_BUTTE			
8,054.70	8,031.00	CR_1			
8,289.70	8,266.00	WASATCH			
8,518.70	8,495.00	CR_2			
8,903.70	8,880.00	CR_3			
9,173.70	9,150.00	CR_4			
9,490.70	9,467.00	CR_4A			
9,647.70	9,624.00	CR_5			
9,823.70	9,800.00	CR_6			
10,216.70	10,193.00	CR_7			
10,516.70	10,493.00	TD			

Targets associated with this wellbore

Target Name	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Shape
#5-27D-37 BTR_SHL	0.00	0.01	0.00	Point
#5-27D-37 BTR Zone TGT	7,022.00	-310.73	258.43	Rectangle
#5-27D-37 BTR_BHL	10,493.00	-310.73	258.43	Point

North Reference Sheet for Sec. 27-T3S-R7W - #5-27D-37 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' @ 6747.00ft (Patterson 506). Northing and Easting are relative to #5-27D-37 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: 0.000000° , Latitude Origin: 40.650000°

False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991834

Grid Coordinates of Well: 678,564.39 ft N, 2,232,265.24 ft E

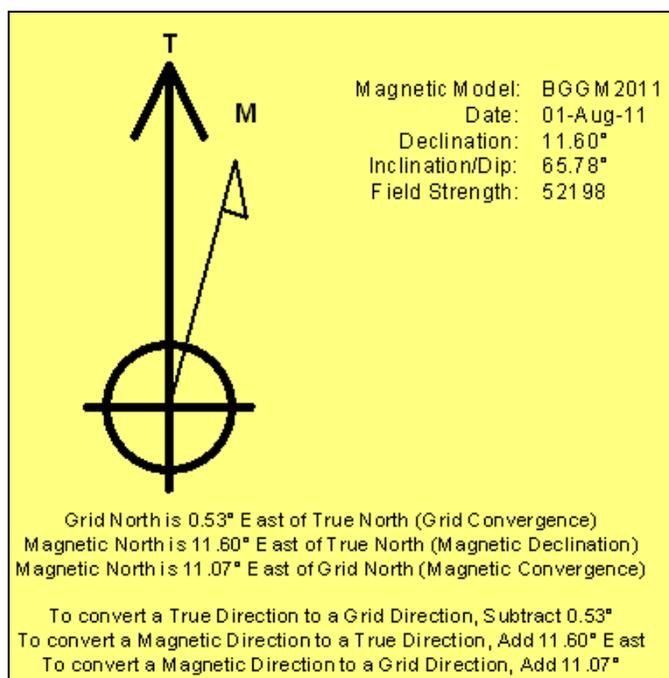
Geographical Coordinates of Well: $40^\circ 11' 36.17''$ N, $110^\circ 40' 06.80''$ W

Grid Convergence at Surface is: 0.53°

Based upon Minimum Curvature type calculations, at a Measured Depth of 10,516.70ft

the Bottom Hole Displacement is 404.15ft in the Direction of 140.25° (True).

Magnetic Convergence at surface is: -11.07° (1 August 2011, , BGGM2011)



Project: Duchesne County, UT (NAD 1927)
 Site: Sec. 27-T3S-R7W
 Well: #5-27D-37 BTR
 Wellbore: Plan A Rev 0
 Plan: Plan A Rev 0 Proposal

BILL BARRETT CORP

SECTION DETAILS

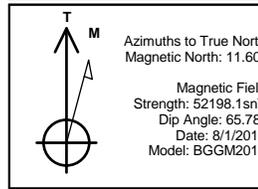
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec
1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2	3100.00	0.00	0.00	3100.00	0.00	0.00	0.00	0.00	0.00
3	3221.60	0.00	0.00	3221.60	0.00	0.00	0.00	0.00	0.00
4	3571.60	7.00	140.25	3570.73	-16.42	13.65	2.00	140.25	21.35
5	6479.04	0.00	0.00	6456.49	-288.84	240.22	0.00	375.68	
6	6945.70	0.00	0.00	6922.00	-310.73	258.43	1.50	180.00	404.15
7	7045.70	0.00	0.00	7022.00	-310.73	258.43	0.00	0.00	404.15
8	10516.70	0.00	0.00	10493.00	-310.73	258.43	0.00	0.00	404.15

WELLBORE TARGET DETAILS

Name	TVD	+N/-S	+E/-W	Shape
#5-27D-37 BTR_SHL	0.00	0.01	0.00	
#5-27D-37 BTR Zone TGT	7022.00	-310.73	258.43	Rectangle (Sides: L200.00 W200.00)
#5-27D-37 BTR_BHL	10493.00	-310.73	258.43	Point

WELL DETAILS: #5-27D-37 BTR

Ground Level:	6731.00
Northing	678564.39
Easting	2232265.24
Latitude	40.193381
Longitude	-110.668556

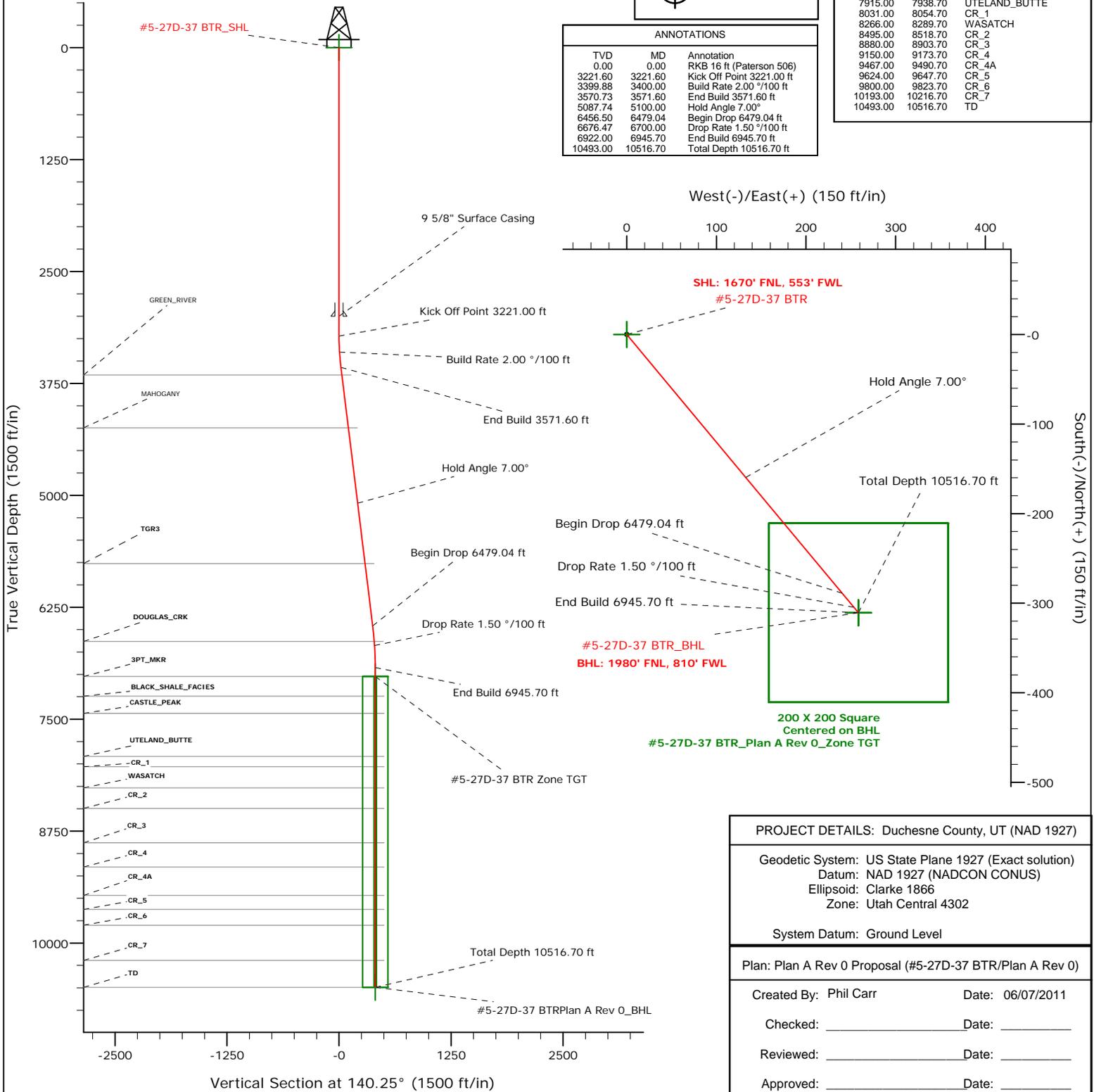


FORMATION TOP DETAILS

TVDPath	MDPath	Formation
3657.00	3658.52	GREEN_RIVER
4245.00	4250.93	MAHOGANY
5781.00	5778.32	TGR3
6631.00	6654.42	DOUGLAS_CRK
7022.00	7045.70	3PT_MKR
7243.00	7266.70	BLACK_SHALE_FACIES
7435.00	7458.70	CASTLE_PEAK
7915.00	7938.70	UTELAND_BUTTE
8031.00	8054.70	CR_1
8266.00	8289.70	WASATCH
8495.00	8518.70	CR_2
8880.00	8903.70	CR_3
9150.00	9173.70	CR_4
9467.00	9490.70	CR_4A
9624.00	9647.70	CR_5
9800.00	9823.70	CR_6
10193.00	10216.70	CR_7
10493.00	10516.70	TD

ANNOTATIONS

TVD	MD	Annotation
0.00	0.00	RKB 16 ft (Paterson 506)
3221.60	3221.60	Kick Off Point 3221.00 ft
3399.88	3400.00	Build Rate 2.00 °/100 ft
3570.73	3571.60	End Build 3571.60 ft
5087.74	5100.00	Hold Angle 7.00°
6456.50	6479.04	Begin Drop 6479.04 ft
6676.47	6700.00	Drop Rate 1.50 °/100 ft
6922.00	6945.70	End Build 6945.70 ft
10493.00	10516.70	Total Depth 10516.70 ft



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: Ground Level	
Plan: Plan A Rev 0 Proposal (#5-27D-37 BTR/Plan A Rev 0)	
Created By: Phil Carr	Date: 06/07/2011
Checked: _____	Date: _____
Reviewed: _____	Date: _____
Approved: _____	Date: _____

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 18th day of April, 2011, by and between Deep Creek Investments, 2400 Sunnyside Avenue, Salt Lake City, UT 84108-1450, (“Surface Owner”), and, Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, (“BBC”).

WITNESSETH THAT:

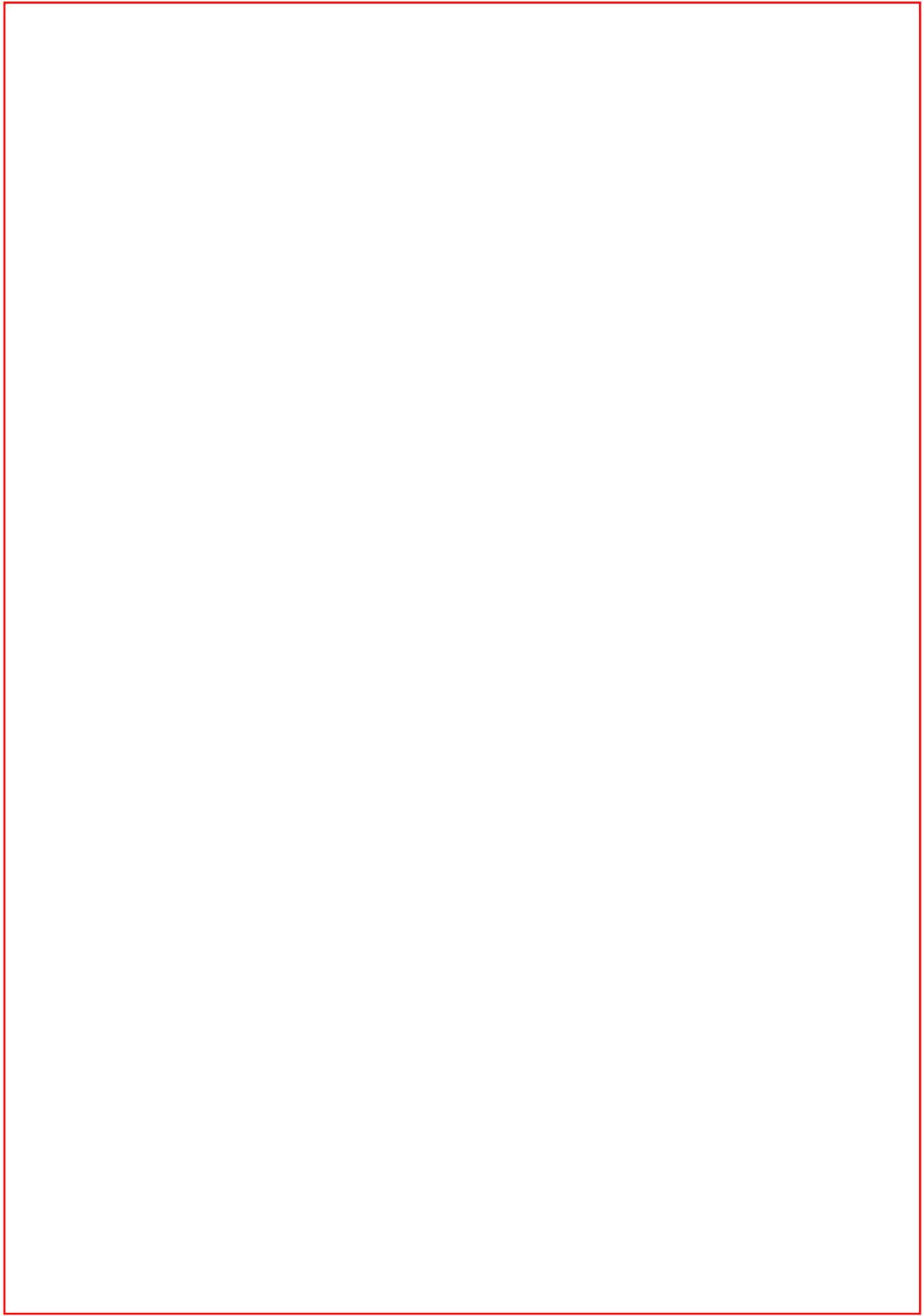
WHEREAS, BBC owns undivided interests in certain oil and gas leases (“leases”) covering and affecting Section 27, Township 3 South, Range 7 West, USM, of Duchesne County, Utah; and,

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

WHEREAS, BBC, pursuant to its rights under the Leases, intends to drill the #5-27D-37 BTR well at a legal drill-site location in the SW1/4NW1/4 of Section 27, Township 3 South, Range 7 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of the S1/2NW1/4 and the SW1/4NE1/4 Section 27, Township 3 South, Range 7 West, USM, Duchesne County, Utah, and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,





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

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

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

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

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

SURFACE USE PLAN

BILL BARRETT CORPORATION

5-27D-37 BTR Well Pad

SW NW, 1670' FNL and 553' FWL, Section 27, T3S, R7W, USB&M (surface hole)

SW NW, 1980' FNL and 810' FWL, Section 27, T3S, R7W, USB&M (bottom hole)

Duchesne County, Utah

The project is located entirely on Deep Creek Investments private surface with surface use in place with the well penetrating Ute Tribe minerals.

The onsite inspection with the surface owner was conducted on June 14, 2011.

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 20.6 miles west of Duchesne, Utah. Maps and directions reflecting the route to the proposed well site are included (see Topographic maps A and B).
- b. The existing Duchesne County maintained Koch Road (CR 23) would be utilized for 2.9 miles to the planned new access road for the approved/permitted 7-27-37 BTR location.
- c. Project roads would require routine year-round maintenance to provide year-round access. Maintenance would include inspections, reduction of ruts and holes, maintenance to keep water off the road, replacement of surfacing materials, and clearing of sediment blocking ditches and culverts. Should snow removal become necessary, roads would be cleared with a motor grader and snow would be stored along the down gradient side to prohibit runoff onto the road. Aggregate would be used as necessary to maintain a solid running surface and minimize dust generation.
- d. Vehicle operators would obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions. Travel would be limited to the existing access roads and proposed access road.
- e. The use of roads under State and Duchesne County Road Department maintenance are necessary to access the project area with no improvements proposed. No encroachment or pipeline crossing permit are required
- f. All existing roads would be maintained and kept in good repair during all phases of operation.

Bill Barrett Corporation
Surface Use Plan
#5-27D-37 BTR
Duchesne County, UT

2. Planned Access Road:

- a. Approximately 3,273 feet of new access road trending west is planned from the proposed 7-27-37 BTR access road. The 7-27-37 access has been applied for under a separate application and continues an additional 6,309 feet to the existing Duchesne County maintained Koch Road (CR-23) (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.

Bill Barrett Corporation
Surface Use Plan
#5-27D-37 BTR
Duchesne County, UT

- i. One 18 inch culvert as the access road enters the pad and no low-water crossings are anticipated. Adequate drainage structures, where necessary, would be incorporated into the remainder of the road to prevent soil erosion and accommodate all-weather traffic.
- j. No 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	one
vi. producing wells	none
vii. abandoned wells	three

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

Bill Barrett Corporation
Surface Use Plan
#5-27D-37 BTR
Duchesne County, UT

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 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 3,262 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 east to the proposed 7-27-37 BTR pipeline corridor. The 7-27-37 BTR pipeline corridor has been permitted/approved and continues approximately 6,309 feet to the existing pipeline corridor. Pipelines would be constructed of steel, polyethylene or fiberglass and would connect to the proposed pipeline servicing nearby BBC and El Paso wells. The pipeline crosses entirely private 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.

Bill Barrett Corporation
 Surface Use Plan
 #5-27D-37 BTR
 Duchesne County, UT

- j. All permanent above-ground structures would be painted a flat, non-reflective color, such as Juniper Green, to match the standard environmental colors. All facilities would be painted the designated color at the time of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.
- k. Site security guidelines identified in 43 CFR 3162.7-5 and Onshore Oil and Gas Order No. 3 would be adhered to. Any modifications to proposed facilities would be reflected in the site security diagram submitted.
- l. The site would require periodic maintenance to ensure that drainages are kept open and free of debris, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

5. Location and Type of Water Supply:

- a. Water for the drilling and completion would be trucked from 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.

Bill Barrett Corporation
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- 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.

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:

Bill Barrett Corporation
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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.
- 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.

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Duchesne County, UT

- k. Sanitary waste equipment and trash bins would be removed from the Project Area upon completion of access road or pipeline construction; following drilling and completion operations at an individual well pad; when worker housing is no longer needed; or as required.
 - l. A flare pit may be constructed a minimum of 110' from the wellhead(s) and may be used during completion work. In the event a flare pit proves to be unworkable, a temporary flare stack or open top tank would be installed. BBC would flow back as much fluid and gas as possible into pressurized vessels, separating the fluids from the gas. In some instances, due to the completion fluids utilized within the Project Area, it is not feasible to direct the flow stream from the wellbore through pressurized vessels. In such instances BBC proposes to direct the flow to the open top tanks until flow through the pressurized vessels is feasible. At which point the fluid would either be returned to the reserve pit or placed into a tank(s). The gas would be directed to the flare pit, flare stack (each with a constant source of ignition), or may be directed into the sales pipeline.
 - m. Hydrocarbons would be removed from the reserve pit would as soon as practical. In the event immediate removal is not practical, the reserve pit would be flagged overhead or covered with wire or plastic mesh to protect migrating birds.
8. Ancillary Facilities:
- a. Garbage containers and portable toilets would be located on the well pad.
 - b. On well pads where active drilling and completion is occurring, temporary housing would be provided on location for the well pad supervisor, geologist, tool pusher, and others that are required to be on location at all times. The well pad could include up to five single wide mobile homes or fifth wheel campers/trailers.
 - c. A surface powerline corridor 3,273 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 300 feet with an inboard reserve pit size of 100 feet x 205 feet x 8 feet deep. See section 12.d below for disturbance estimates.

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- e. Within the approved well pad location, a crawler tractor would strip whatever topsoil is present and stockpile it along the edge of the well pad for use during reclamation. Vegetation would be distributed along the sides of the well pad.
 - f. Fill from pit excavation would be stockpiled along the edge of the pit and the adjacent edge of the well pad.
 - g. Use of erosion control measures, including proper grading to minimize slopes, diversion terraces and ditches, mulching, terracing, riprap, fiber matting, temporary sediment traps, and broad-based drainage dips or low water crossings would be employed by BBC as necessary and appropriate to minimize erosion and surface runoff during well pad construction and operation. Cut and fill slopes would be constructed such that stability would be maintained for the life of the activity.
 - h. All cut and fill slopes would be such that stability can be maintained for the life of the activity.
 - i. Diversion ditches would be constructed, if necessary, around the well site to prevent surface waters from entering the well site area.
 - j. Water application may be implemented if necessary to minimize the amount of fugitive dust.
 - k. All surface disturbing activities would be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.
10. Plan for Restoration of the Surface:
- a. A site specific reclamation plan would be submitted, if requested, within 90 days of location construction to the surface managing agency or the fee landowners.
 - 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.

Bill Barrett Corporation
Surface Use Plan
#5-27D-37 BTR
Duchesne County, UT

- e. The reserve pit and that portion of the location not needed for production facilities/operations would be recontoured to the approximate natural contours. Areas not used for production purposes would be backfilled and blended into the surrounding terrain, reseeded and erosion control measures installed. Mulching, erosion control measures and fertilization may be required to achieve acceptable stabilization. Back slopes and fore slopes would be reduced as practical and scarified with the contour. The reserved topsoil would be evenly distributed over the slopes and scarified along the contour. Slopes would be seeded with the Ute Tribe specified seed mix.
- f. Topsoil salvaged from the drill site and stored for more than one year would be placed at the location indicated on the well site layout drawing and graded to a depth optimum to maintain topsoil viability, seeded with the Ute Tribe prescribed seed mixture and covered with mulch for protection from wind and water erosion and to discourage the invasion of weeds.

11. Surface and Mineral Ownership:

- a. Surface ownership – Deep Creek Investments – 2400 Sunnyside Ave., Salt Lake City, Utah, 84108; 435-823-3232 Cell, 435-725-3232 Home.
- 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 11-100 dated May 25, 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.

Bill Barrett Corporation
Surface Use Plan
#5-27D-37 BTR
Duchesne County, UT

d. Disturbance estimates:

Approximate Acreage Disturbances

Well Pad		4.800	acres
*Access	3,273 feet		
*Pipeline	3,262 feet		acres
Powerline	3,273 feet	11.026	acres
	Total	15.83	acres

*Access and Pipeline disturbances are calculated within the Powerline.

Bill Barrett Corporation
Surface Use Plan
#5-27D-37 BTR
Duchesne County, UT

OPERATOR CERTIFICATION

Certification:

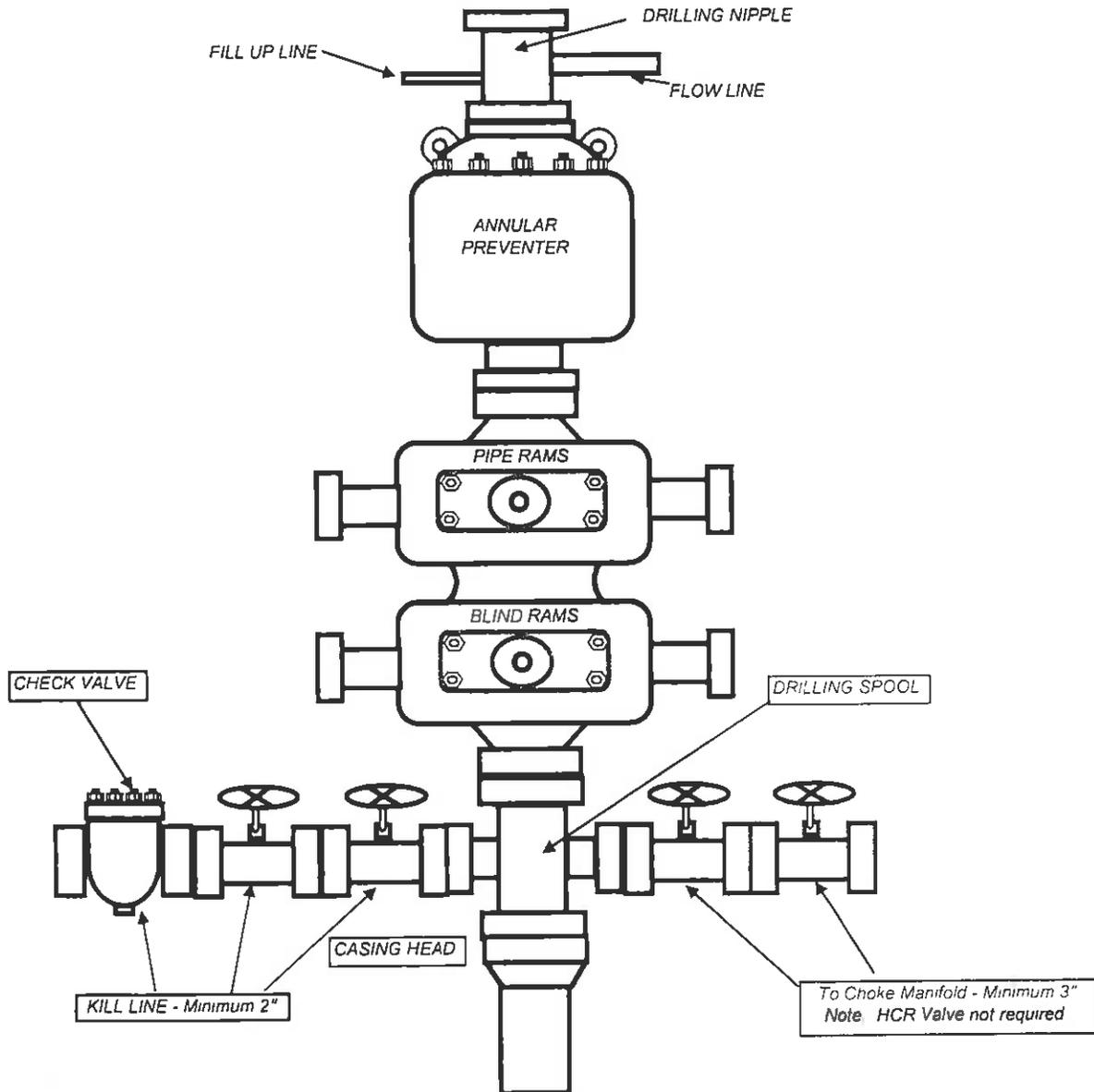
I hereby certify that I, or someone under my direction supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made 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 16th day of June 2011
Name: Venessa Langmacher
Position Title: Sr Permit Analyst
Address: 1099 18th Street, Suite 2300, Denver, CO 80202
Telephone: 303-312-8172
E-mail: vlangmacher@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

Venessa Langmacher
Venessa Langmacher, Sr Permit Analyst

BILL BARRETT CORPORATION

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





June 16, 2011

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

Re: Directional Drilling R649-3-11
Blacktail Ridge Area #5-27D-37 BTR Well
Surface: 1670' FNL & 553' FWL, SWNW, 27-T3S-R7W, USM
Bottom Hole: 1980' FNL & 810' FWL, SWNW, 27-T3S-R7W, USM
Duchesne County, Utah

Dear Ms. Mason,

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

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

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

Sincerely,

A handwritten signature in black ink that reads "Vanessa Langmackel".

David Watts
Landman

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

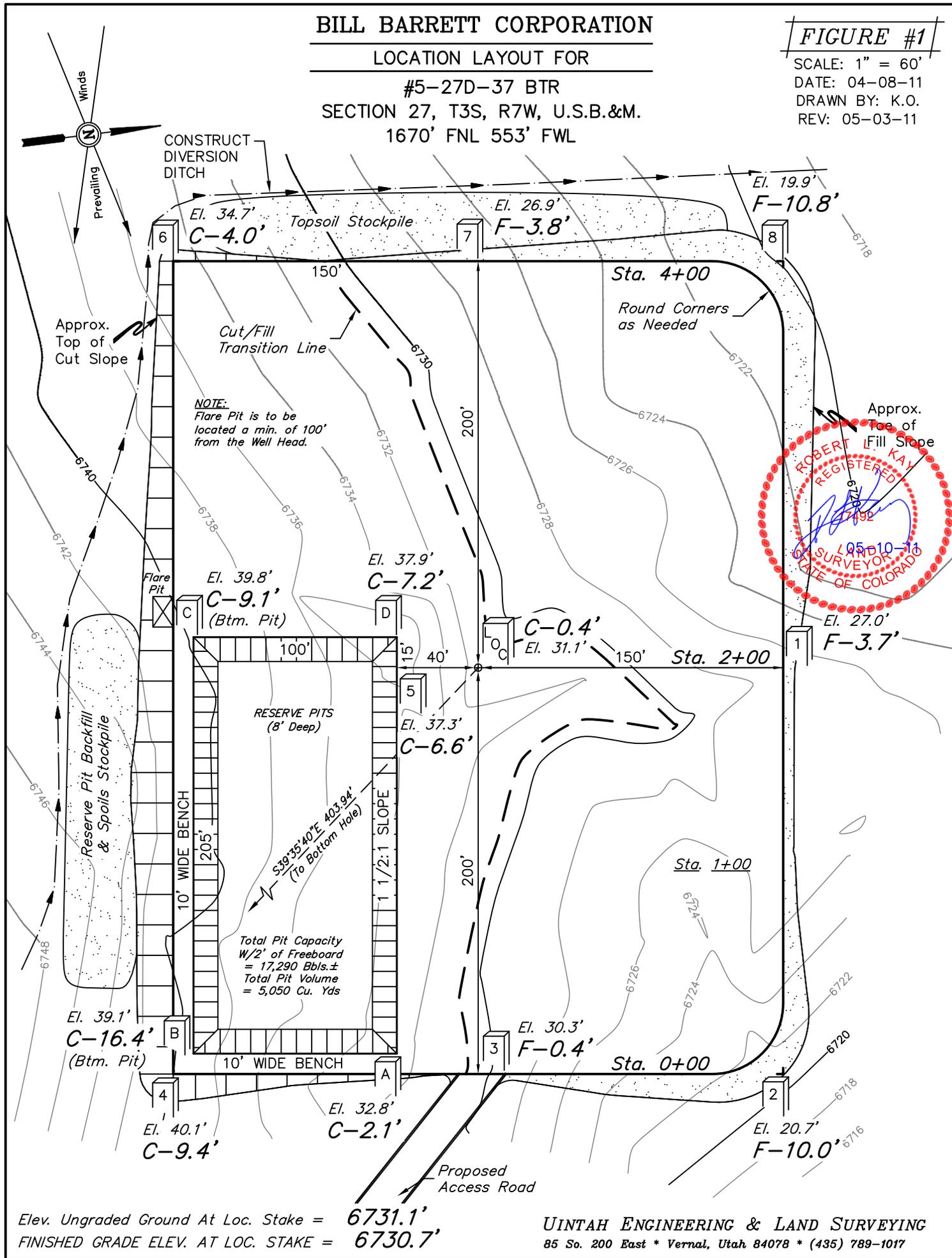
BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

#5-27D-37 BTR
SECTION 27, T3S, R7W, U.S.B.&M.
1670' FNL 553' FWL

FIGURE #1

SCALE: 1" = 60'
DATE: 04-08-11
DRAWN BY: K.O.
REV: 05-03-11



Elev. Ungraded Ground At Loc. Stake = 6731.1'
FINISHED GRADE ELEV. AT LOC. STAKE = 6730.7'

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

RECEIVED: Jun. 28, 2011

BILL BARRETT CORPORATION

TYPICAL CROSS SECTIONS FOR

#5-27D-37 BTR

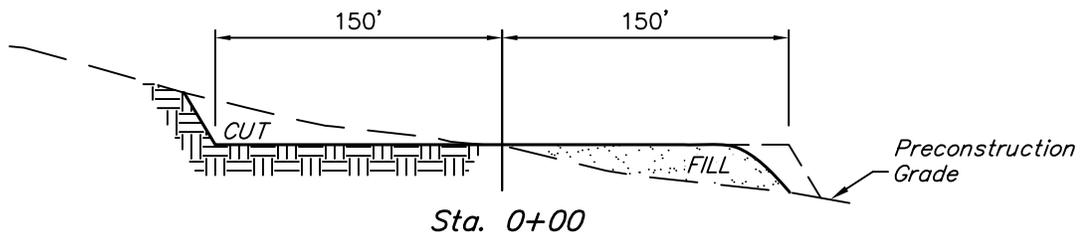
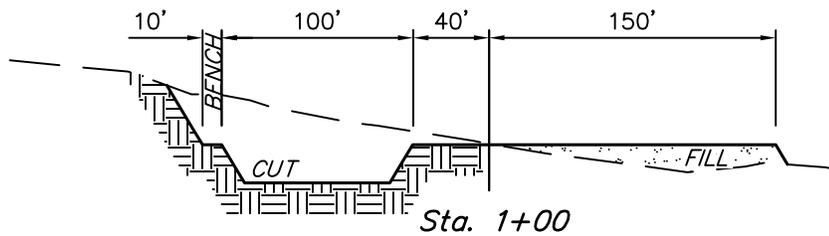
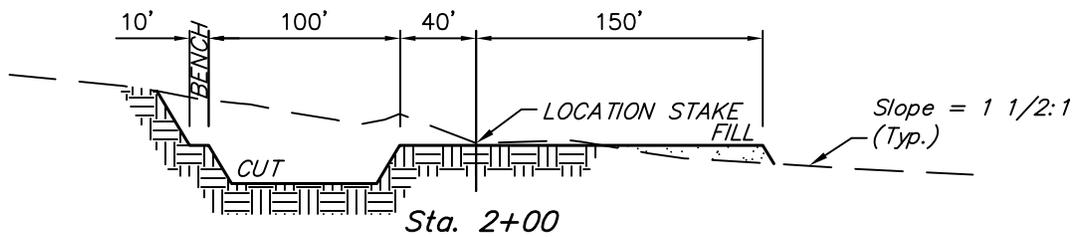
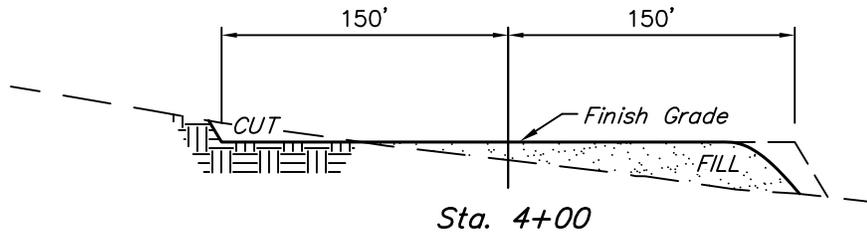
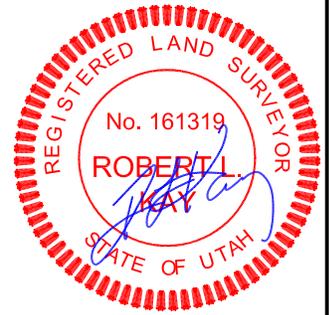
SECTION 27, T3S, R7W, U.S.B.&M.

1670' FNL 553' FWL

FIGURE #2

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

DATE: 04-08-11
DRAWN BY: K.O.



NOTE:

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

* NOTE: FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping	=	2,570 Cu. Yds.
Remaining Location	=	14,560 Cu. Yds.
TOTAL CUT	=	17,130 CU.YDS.
FILL	=	12,030 CU.YDS.

EXCESS MATERIAL	=	5,100 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	=	5,100 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	=	0 Cu. Yds.

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

BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

#5-27D-37 BTR

SECTION 27, T3S, R7W, U.S.B.&M.

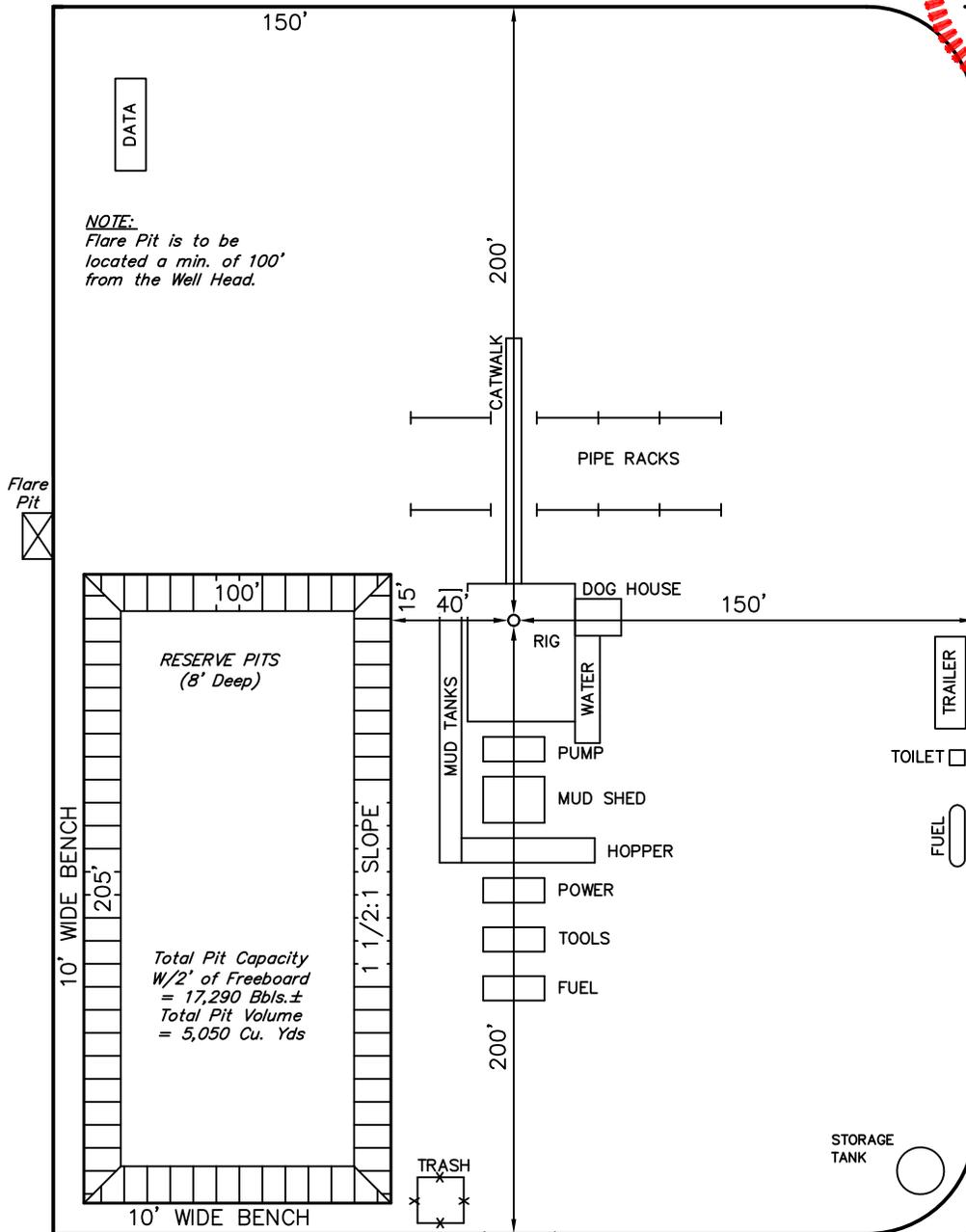
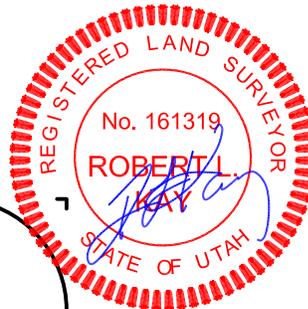
1670' FNL 553' FWL

FIGURE #3

SCALE: 1" = 60'

DATE: 04-08-11

DRAWN BY: K.O.



Proposed Access Road

UINTAH ENGINEERING & LAND SURVEYING

85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: Jun. 28, 2011

5-27D-37 BTR FACILITY LAYOUT



Access Road

Pumping Unit



Well head



Gas sales



Propane Tank



400 bbl Flair tank



Glycol & Methanol



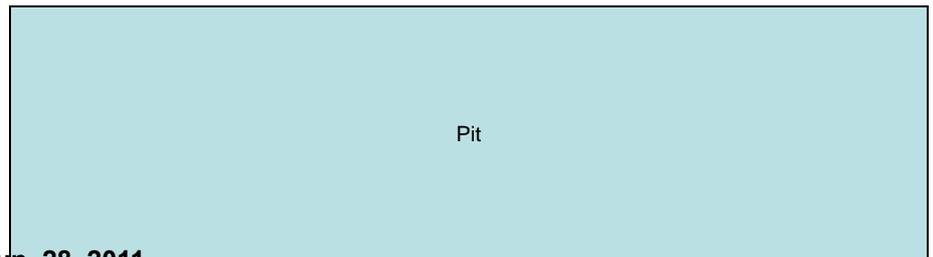
500 bbl Oil Tanks

500 bbl Water Tank

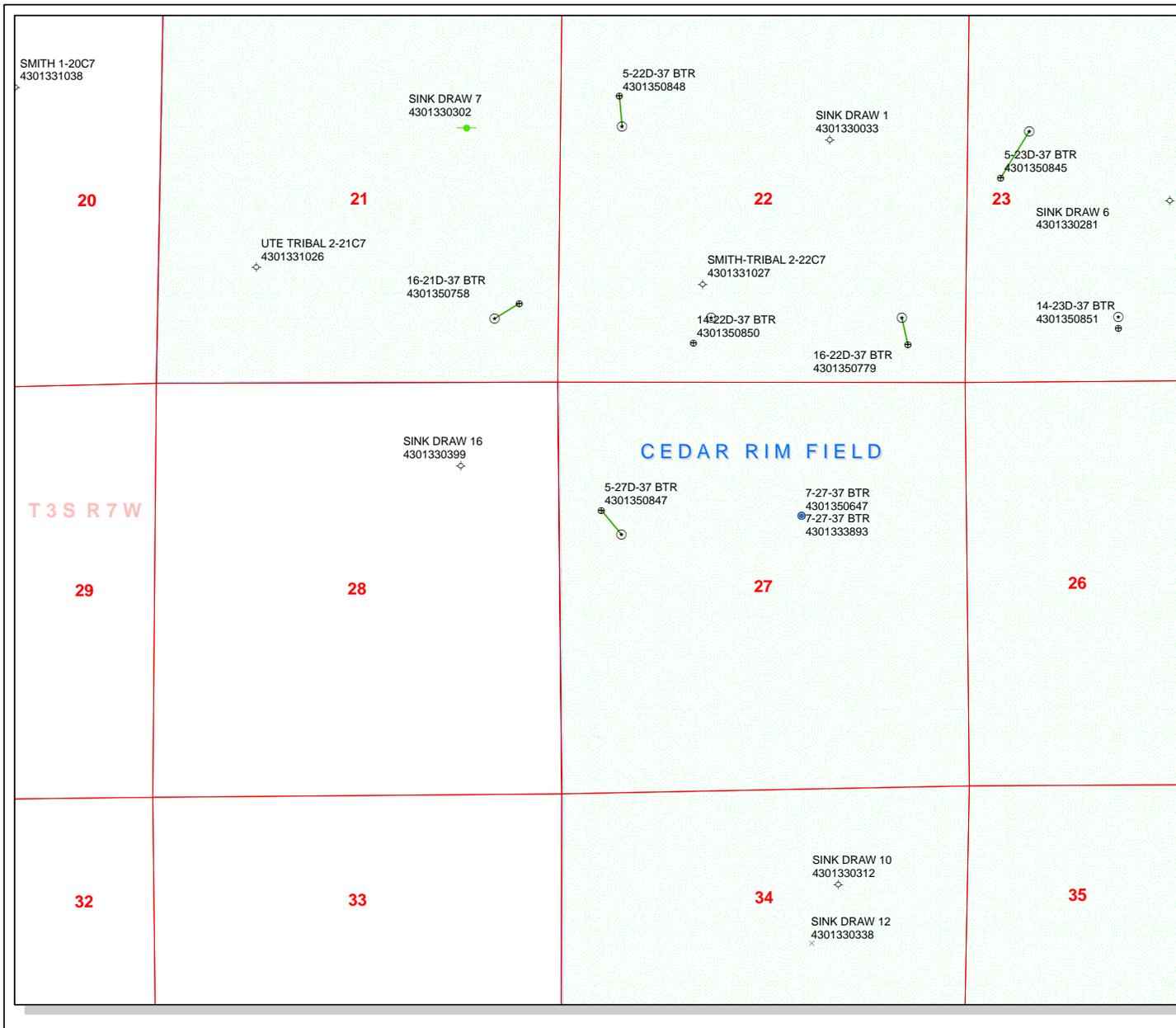
Treater



Combuator



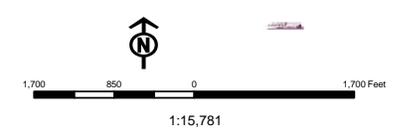
Pit



API Number: 4301350847
Well Name: 5-27D-37 BTR
 Township T0.3 . Range R0.7 . Section 27
 Meridian: UBM
 Operator: BILL BARRETT CORP

Map Prepared:
 Map Produced by Diana Mason

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



ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name 5-27D-37 BTR
API Number 43013508470000 **APD No** 4040 **Field/Unit** CEDAR RIM
Location: 1/4,1/4 SWNW **Sec** 27 **Tw** 3.0S **Rng** 7.0W 1670 FNL 553 FWL
GPS Coord (UTM) 528216 4449064 **Surface Owner** Deep Creek Investments

Participants

James Hereford (BLM), Kary Eldredge (Bill Barrett), Alan Smith (land owner), Don Hamilton (Star Point), Trevor Anderson (UELS), Joe Avia (EIS), Richard Powell (DOGM), Kelly Jo Jackson (Montgomery)

Regional/Local Setting & Topography

This location sits approx. .5 mile to the north of Hwy 40 approximately 20 miles west of Duchesne, UT. The site is about 1.5 miles to the south of Sink Draw which is a moderately sized wash which then leads to Rabbit Gulch. Rabbit Gulch is the predominate drainage and topographic feature of the region and drains to Starvation Reservoir approximately 8 miles to the east.

Surface Use Plan

Current Surface Use

Wildlife Habitat
Deer Winter Range

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

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Pinion, Juniper, sparse grasses, sage, mustard, crested wheat grass, prickly pear
Deer, Elk, coyote, cougar, rabbit, rodents, raptors, small birds and mammals

Soil Type and Characteristics

Sandy soil, small scattered rock on surface

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diversion Required? Y

Drainage must be diverted around west side of location

Berm Required? Y

Drainage must be bermed and rerouted around corner 6

Erosion Sedimentation Control Required? N

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

Reserve Pit

Site-Specific Factors		Site Ranking	
Distance to Groundwater (feet)	>200	0	
Distance to Surface Water (feet)	>1000	0	
Dist. Nearest Municipal Well (ft)	>5280	0	
Distance to Other Wells (feet)	>1320	0	
Native Soil Type	Mod permeability	10	
Fluid Type	Fresh Water	5	
Drill Cuttings	Normal Rock	0	
Annual Precipitation (inches)	10 to 20	5	
Affected Populations			
Presence Nearby Utility Conduits	Unknown	10	
	Final Score	30	1 Sensitivity Level

Characteristics / Requirements

The reserve pit will be place in cut in a stable location. The pit will be 100ft x 205ft x 8ft deep with a total capacity including freeboard of 17,290bbl. Kary Eldredge of BBC said they will use a 20 mil liner with a felt sub-liner.

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

Other Observations / Comments

Richard Powell
Evaluator

6/14/2011
Date / Time

Application for Permit to Drill Statement of Basis

6/28/2011

Utah Division of Oil, Gas and Mining

Page 1

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
4040	43013508470000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	Deep Creek Investments	
Well Name	5-27D-37 BTR		Unit		
Field	CEDAR RIM		Type of Work	DRILL	
Location	SWNW 27 3S 7W U 1670 FNL 553 FWL GPS Coord (UTM) 528216E 4449061N				

Geologic Statement of Basis

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

Brad Hill
APD Evaluator

6/27/2011
Date / Time

Surface Statement of Basis

This onsite evaluation was scheduled by James Hereford of the BLM. The land owner Alan Smith was in attendance. Mr. Smith stated that on the wells drilled on his land he would like to have the cleared wood pushed to the side so that it can be used for reclamation use when the time comes. Otherwise Mr. Smith had no concerns for this site. Mr. Hereford stated that the minor drainages must be diverted around the west side of location and Bill Barrett Representative Kary Eldredge agreed to ensure this is done. No other concerns were stated by any of the attendees of this onsite.

Richard Powell
Onsite Evaluator

6/14/2011
Date / Time

Conditions of Approval / Application for Permit to Drill

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

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 6/16/2011**API NO. ASSIGNED:** 43013508470000**WELL NAME:** 5-27D-37 BTR**OPERATOR:** BILL BARRETT CORP (N2165)**PHONE NUMBER:** 303 312-8172**CONTACT:** Venessa Langmacher**PROPOSED LOCATION:** SWNW 27 030S 070W**Permit Tech Review:** **SURFACE:** 1670 FNL 0553 FWL**Engineering Review:** **BOTTOM:** 1980 FNL 0810 FWL**Geology Review:** **COUNTY:** DUCHESNE**LATITUDE:** 40.19336**LONGITUDE:** -110.66851**UTM SURF EASTINGS:** 528216.00**NORTHINGS:** 4449061.00**FIELD NAME:** CEDAR RIM**LEASE TYPE:** 2 - Indian**LEASE NUMBER:** 2OG0005608**PROPOSED PRODUCING FORMATION(S):** GREEN RIVER-WASATCH**SURFACE OWNER:** 4 - Fee**COALBED METHANE:** NO**RECEIVED AND/OR REVIEWED:**

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

Commingle Approved**LOCATION AND SITING:**

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

Comments: Presite Completed

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



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: 5-27D-37 BTR
API Well Number: 43013508470000
Lease Number: 2OG0005608
Surface Owner: FEE (PRIVATE)
Approval Date: 6/28/2011

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.

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

Notification Requirements:

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

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

Reporting Requirements:

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

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

Approved By:

A handwritten signature in black ink, appearing to read "John Rogers", written in a cursive style.

For John Rogers
Associate Director, Oil & Gas

RECEIVED

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

JUN 17 2011

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. 2OG0005608	
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name	
2. Name of Operator BILL BARRETT CORPORATION Contact: VENESSA LANGMACHER E-Mail: vlangmacher@billbarrettcorp.com		7. If Unit or CA Agreement, Name and No.	
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202		8. Lease Name and Well No. 5-27D-37 BTR	
3b. Phone No. (include area code) Ph: 303-312-8172 Fx: 303-291-0420		9. API Well No. 43-013-50847	
4. Location of Well (Report location clearly and in accordance with any State requirements.)* At surface SWNW 1670FNL 553FWL 40.193336 N Lat, 110.669267 W Lon At proposed prod. zone SWNW 1980FNL 810FWL 40.192481 N Lat, 110.668344 W Lon		10. Field and Pool, or Exploratory CEDAR RIM	
14. Distance in miles and direction from nearest town or post office* 20.6 MILES WEST OF DUCHESNE, UT		11. Sec., T., R., M., or Blk. and Survey or Area Sec 27 T3S R7W Mer UBM	
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 810'	16. No. of Acres in Lease 66101.00	12. County or Parish DUCHESNE	
17. Spacing Unit dedicated to this well 640.00	13. State UT	18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 2254'	
19. Proposed Depth 10517 MD 10493 TVD	20. BLM/BIA Bond No. on file LPM8874725	21. Elevations (Show whether DF, KB, RT, GL, etc.) 6731 GL	
22. Approximate date work will start 01/01/2012	23. Estimated duration 60 DAYS (D&C)	24. Attachments	

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

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

25. Signature (Electronic Submission)	Name (Printed/Typed) VENESSA LANGMACHER Ph: 303-312-8172	Date 06/16/2011
Title SENIOR PERMIT ANALYST		
Approved by (Signature) 	Name (Printed/Typed) Jerry Kenczka	Date OCT 03 2011
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Conditions of approval, if any, are attached.

CONDITIONS OF APPROVAL ATTACHED

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

Additional Operator Remarks (see next page)

Electronic Submission #110759 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal

RECEIVED

OCT 17 2011

NOTICE OF APPROVAL

DIV. OF OIL, GAS & MINING



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

11850724AS

1185-15/19/2011



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: 5-27D-37 BTR
API No: 43-013-50847

Location: SWNW, Sec. 27, T3S, R7W
Lease No: 2OG0005608
Agreement: N/A

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

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

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

NOTIFICATION REQUIREMENTS

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

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

- Any deviation of submitted APD's, which includes BBCs surface use plan, and ROW applications the operator will notify the BLM in writing and will receive written authorization of any such change with appropriate authorization.
- The operator will implement "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COAs, and ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations shall be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- Wood shall be saved per the surface owner's recommendations piled up around well pad and along access roads. Wood from the locations can also be used for reclamation purposes.
- Production facilities will be painted Beetle Green on all locations to blend in with the surrounding habitat.
- Drainage needs to be diverted around the well pad on 5-23D-37 location as discussed on onsite.
- Signage needs to be installed at the 14-22D-37 BTR to prevent people from going past the access to the well location itself. Also, drainage needs to be addressed on this location since it crosses through the proposed well pad.
- Site reclamation will be accomplished for portions of the well pad not needed for production, within 6 months of completion, weather permitting. This also includes any roads, and pipeline areas that have been disturbed as well. Roads and pipeline disturbances can undergo reclamation immediately after the pipeline is installed and after the roads are built. Please contact surface owner or the BLM for possible seed mixes to use in the project area. Non-natives can be used; however lbs/ac must be kept low to minimize the chance of a monoculture.

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

SITE SPECIFIC DOWNHOLE COAs:

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

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

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

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

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

OPERATING REQUIREMENT REMINDERS:

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

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

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

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
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: 2OG0005608
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 5-27D-37 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013508470000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: CEDAR RIM
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1670 FNL 0553 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 27 Township: 03.0S Range: 07.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input 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"/> SUBSEQUENT REPORT Date of Work Completion:		<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION
<input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 5/14/2012		<input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> DRILLING REPORT Report Date:		
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. This well was spud on 05/14/2012 by Triple A Drilling at 6:00 pm.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY May 16, 2012		
NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 5/16/2012	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626418	
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:	
7. UNIT or CA AGREEMENT NAME:	
8. WELL NAME and NUMBER: 5-27D-37 BTR	
9. API NUMBER: 43013508470000	
9. FIELD and POOL or WILDCAT: CEDAR RIM	
COUNTY: DUCHESNE	
STATE: UTAH	

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	
2. NAME OF OPERATOR: BILL BARRETT CORP	
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: 1670 FNL 0553 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 27 Township: 03.0S Range: 07.0W Meridian: U	

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: 5/16/2012	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="Lease"/>

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

BBC has earned the tribal lease for this section. The new lease for this well is 1420H626418.

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

FOR RECORD ONLY

May 17, 2012

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 5/16/2012	

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

FORM 6

ENTITY ACTION FORM

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

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350973	14-31D-36 BTR		SESW	31	3S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	<u>new</u>	<u>18524</u>	5/10/2012			5/14/2012	
Comments: Spudding Operation was conducted by Triple A Drilling @ 9:00 am. <u>GR-WS BHL SESW</u>							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350675	16-1D-46 BTR		SESE	1	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	<u>new</u>	<u>18525</u>	5/12/2012			5/14/2012	
Comments: Spudding Operation was conducted by Triple A Drilling @ 9:00 am. <u>GR-LWS BHL SESE</u>							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350847	5-27D-37 BTR		SWNW	27	3S	7W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	<u>new</u>	<u>18526</u>	5/14/2012			5/14/2012	
Comments: Spudding Operation was conducted by Triple A Drilling @ 6:00 pm. <u>GR-WS BHL SWNW</u>							

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
MAY 10 2012

Div. of Oil, Gas & Mining

Venessa Langmacher

Name (Please Print)

Venessa Langmacher

Signature

Sr Permit Analyst

Title

5/16/2012

Date

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Triple A Drilling
Submitted By Venessa Langmach Phone Number 303-312-8172
Well Name/Number 5-27D-37 BTR
Qtr/Qtr SWNW Section 27 Township 3S Range 7W
Lease Serial Number 1420H626418
API Number 4301350847

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

Date/Time 05/14/2012 8:00 AM PM

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

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

Date/Time _____ AM PM

BOPE

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

RECEIVED
MAY 09 2012
DIV. OF OIL, GAS & MIN. IND.

Date/Time _____ AM PM

Remarks _____

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: 1420H626418	
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:	
		7. UNIT or CA AGREEMENT NAME:	
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 5-27D-37 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013508470000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: CEDAR RIM	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1670 FNL 0553 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 27 Township: 03.0S Range: 07.0W Meridian: U		COUNTY: DUCHESNE	
		STATE: UTAH	
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 6/30/2012	<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.			
June 2012 monthly drilling activity report is attached.			
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY July 03, 2012			
NAME (PLEASE PRINT) Megan Finnegan	PHONE NUMBER 303 299-9949	TITLE Permit Analyst	
SIGNATURE N/A		DATE 7/3/2012	

**5-27D-37 BTR 6/12/2012 06:00 - 6/13/2012 06:00**

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	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	Set sub, backyard, derrick on floor. Checking DP, 80%. Eta p/u dir tools & spud, late evening.
18:00	11.00	05:00	1	RIGUP & TEARDOWN	Wait on daylight. Weld on rig,
05:00	1.00	06:00	1	RIGUP & TEARDOWN	RURT w/daylight crew.

5-27D-37 BTR 6/13/2012 06:00 - 6/14/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	15.00	21:00	1	RIGUP & TEARDOWN	RURT. Derrick raised @ 09:00. R/U floor, riser, fill mud pits, R/U bulk LCM (20% cottonseed hulls w/sawdust). Rig on daywork @ 21:00.
21:00	1.50	22:30	14	NIPPLE UP B.O.P	N/U Conductor.
22:30	5.00	03:30	21	OPEN	Rack and strap BHA
03:30	1.00	04:30	2	DRILL ACTUAL	P/U bit, mm, scribe. Drill 80' - 126'. Spud @ 03:30.
04:30	1.50	06:00	20	DIRECTIONAL WORK	Install Dir tools.

5-27D-37 BTR 6/14/2012 06:00 - 6/15/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.00	17:00	2	DRILL ACTUAL	P/U BHA and drill 126' - 594'
17:00	0.50	17:30	7	LUBRICATE RIG	Rig service
17:30	10.00	03:30	2	DRILL ACTUAL	Drill 594'-1005'
03:30	2.50	06:00	6	TRIPS	TOOH f/ bit

5-27D-37 BTR 6/15/2012 06:00 - 6/16/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

5-27D-37 BTR 6/16/2012 06:00 - 6/17/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	2	DRILL ACTUAL	Drill 1850' - 2262'
16:00	0.50	16:30	7	LUBRICATE RIG	Rig Service
16:30	6.50	23:00	2	DRILL ACTUAL	Drilling 2262' - 2459'
23:00	0.50	23:30	5	COND MUD & CIRC	Circ. f/ trip
23:30	3.00	02:30	6	TRIPS	TOOH change out bit
02:30	1.50	04:00	20	DIRECTIONAL WORK	Change MWD
04:00	2.00	06:00	6	TRIPS	TIH

5-27D-37 BTR 6/17/2012 06:00 - 6/18/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	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	6	TRIPS	Finish TIH
07:00	5.50	12:30	2	DRILL ACTUAL	DRILLING 2459'-2579
12:30	4.00	16:30	5	COND MUD & CIRC	Lost total returns @2579'. Mix and pump LCM, returns back, lost again mix and pump LCM
16:30	0.50	17:00	6	TRIPS	Pull 5 stands too 2103'
17:00	10.00	03:00	5	COND MUD & CIRC	Mix and pump lcm sweeps stage in hole
03:00	3.00	06:00	2	DRILL ACTUAL	Drilling 2579'-2643'

**5-27D-37 BTR 6/18/2012 06:00 - 6/19/2012 06:00**

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	2	DRILL ACTUAL	Drilling 2643'-2833'
16:00	0.50	16:30	7	LUBRICATE RIG	Rig Service
16:30	7.00	23:30	2	DRILL ACTUAL	Drilling 2833'-3012'
23:30	1.00	00:30	5	COND MUD & CIRC	Circ sweep @ TD
00:30	2.50	03:00	6	TRIPS	Wiper trip to collars
03:00	1.00	04:00	5	COND MUD & CIRC	Circ sweep
04:00	2.00	06:00	6	TRIPS	TOOH to run casing

5-27D-37 BTR 6/19/2012 06:00 - 6/20/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	6	TRIPS	Rig up LD machine & LD 8" DC,s
07:30	1.00	08:30	20	DIRECTIONAL WORK	LD bit,MM&dirc tools
08:30	8.00	16:30	12	RUN CASING & CEMENT	rig up casing crew run 9 5/8 casing stage in
16:30	0.50	17:00	5	COND MUD & CIRC	Circ. f/ cement Lost returns
17:00	7.00	00:00	5	COND MUD & CIRC	Mix and pump 30ppg LCM sweeps
00:00	5.00	05:00	12	RUN CASING & CEMENT	pressure test lines ,pump 20 bbl fresh water pump 40 bbl super flush,pump 20 bbl fresh water,pump 500 sks of lead cement@ 11#/gal 3.16 yield,pump 235 sks of tail cement@ 14.8#/gal 1.33 yield drop plug,bumped plug @04:50 60psi on lines final 180 psi check floats ,floats held
05:00	1.00	06:00	12	RUN CASING & CEMENT	W/O Cement

5-27D-37 BTR 6/20/2012 06:00 - 6/21/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.50	08:30	13	WAIT ON CEMENT	WOC
08:30	1.50	10:00	12	RUN CASING & CEMENT	Top Job #1 175 sks@ 15.8ppg
10:00	1.00	11:00	13	WAIT ON CEMENT	WOC
11:00	1.00	12:00	12	RUN CASING & CEMENT	Top Job #2 175 sks @ 15.8ppg
12:00	2.00	14:00	13	WAIT ON CEMENT	WOC
14:00	1.50	15:30	12	RUN CASING & CEMENT	Top Job #3 350 sks # 15.8ppg
15:30	2.00	17:30	13	WAIT ON CEMENT	WOC cement from vernal
17:30	0.50	18:00	7	LUBRICATE RIG	Rig service
18:00	3.00	21:00	13	WAIT ON CEMENT	WOC cement from Vernal
21:00	1.00	22:00	12	RUN CASING & CEMENT	Top Job #4 175 sks @ 15.8ppg
22:00	2.00	00:00	13	WAIT ON CEMENT	WOC
00:00	1.00	01:00	12	RUN CASING & CEMENT	Top Job #5 175 sks @ 15.8ppg
01:00	5.00	06:00	13	WAIT ON CEMENT	WOC cement from vernal

5-27D-37 BTR 6/21/2012 06:00 - 6/22/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	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	13	WAIT ON CEMENT	WOC
07:00	1.50	08:30	12	RUN CASING & CEMENT	Top Job #6 150 sks 15.8ppg,cement to surface
08:30	2.50	11:00	13	WAIT ON CEMENT	WOC
11:00	3.50	14:30	14	NIPPLE UP B.O.P	Cut off casing & weld on wellhead
14:30	4.00	18:30	14	NIPPLE UP B.O.P	Nipple Up BOP
18:30	7.50	02:00	15	TEST B.O.P	Test BOP,Annular 2500,pipe rams,blind rams kill line,upper&lower kelly valves,safety valves & choke manifold to 5000 psi
02:00	4.00	06:00	6	TRIPS	Make up bit,MM,Dir. tools/orient MWD,trip in

**5-27D-37 BTR 6/22/2012 06:00 - 6/23/2012 06:00**

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	5.00	11:00	21	OPEN	Drill out from sfc csg to 30. TOH 32'. Spot hi vis hi LCM pill. Perform FIT. to 315# 10.5 EMW. Failed
11:00	3.00	14:00	6	TRIPS	TOH, Ordered CCR and cmt to sqz. Wait on CCR,
14:00	5.00	19:00	21	OPEN	P/U CCR and RIH. Set CCR @ 2768'.
19:00	3.50	22:30	18	SQUEEZE CEMENT	Rig up Pro Petro cmtr's. Est rate of 2 bpm@800#. Pump 10 bbl spacer. Mix and pump 400 sks Class G neat cmt with 2% Cal in last 200 sks. Lost pressure continue mixing @ 2.5 bpm. Displace with fresh water. Caught up with cmt with 27 bbls displacement pumped. Drop rate to .75 bpm. Pressure slowly climbing. 600# at 37 bbl pumped. Shut down. pressure dropped to 125#. Wait 15 min. Pump .25 bbl pressuerd up to 600#. Dropping slowly. Wait 15 min pump .25 bbl. Pressured to 600# and holding. Sting out. Reverse out 2 bbl cmt from drillpipe. Rlg down cmtr's.
22:30	2.50	01:00	6	TRIPS	TOH, L/D tools.
01:00	3.00	04:00	6	TRIPS	P/U Smith MDI516, and fresh MM. Orient dir tools and TIH, Tagged @ 2763'.
04:00	2.00	06:00	13	WAIT ON CEMENT	Wait on cmt.

5-27D-37 BTR 6/23/2012 06:00 - 6/24/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	21	Drrill out sqz	Drill out CCR, drill out sqz and drill to 3052. Spot HI vis Hi LCM pill. Perform FIT to 10.5# EMW. Hold for 10 min. Test successful
16:00	0.50	16:30	7	LUBRICATE RIG	Rlg service, funtion test BOP.
16:30	7.50	00:00	2		Drlg 3052-3559'. Fighting losses 3200 on close in pits and mud up @ 3350'. Carry 40 vis and 10% LCM.
00:00	2.00	02:00	5	COND MUD & CIRC	Lost returns, Build volume and increase LCM content.
02:00	4.00	06:00	2		Drlg 3559-3670'. Survey @ 3531 4.35* @ 95.7 azi. MW 8.5 #/gal 35 vis 10% LCM. Losses for day 1000 bbls

5-27D-37 BTR 6/24/2012 06:00 - 6/25/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.00	14:00	2	DRILL ACTUAL	Drlg 3670-4035'. Severe losses @ 3900'. Drill blind while mixing & pumping LCM. Survey @ 6.97* @ 113.23 azi.
14:00	6.00	20:00	5	COND MUD & CIRC	Build volume raise LCM content to 25%, pump Hi LCM sweeps. Regained circulation. Lost app 1650 bbls.
20:00	0.50	20:30	7	LUBRICATE RIG	Rig service, Function BOP.
20:30	6.00	02:30	2	DRILL ACTUAL	Drlg 4035-4194'. Torqing up and stalling motor. Survey 6.45* @ 115.94
02:30	3.50	06:00	6	TRIPS	Mix and pump pill. TOH. Bit under guage.

5-27D-37 BTR 6/25/2012 06:00 - 6/26/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	Primary Job Type Drilling & Completion
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Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	5.00	11:00	6	TRIPS	Chande out MM and pickup new HTC 506FX. Orient dir tools, TIH. Hit tight spot @ 3550'.
11:00	2.50	13:30	3	REAMING	Pickup kelly, Wash and ream to 4194'.
13:30	4.00	17:30	2	DRILL ACTUAL	Drlg 4194-4328'. Survey @ 4293 7.88* @ 113.76 azi Starting to lose mud again.
17:30	0.50	18:00	7	LUBRICATE RIG	Rlg service. Function test BOP.
18:00	12.00	06:00	2	DRILL ACTUAL	Drlg 4328-4924'. 596' in 12 hrs 49.6 fph, MW 8.86#/gal 43 vis 30% LCM, Survey 4801', 7.17* @ 114.7 azi.

5-27D-37 BTR 6/26/2012 06:00 - 6/27/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status DRILLING	Total Depth (ftKB) 9,291.0	Primary Job Type Drilling & Completion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.50	17:30	2	DRILL ACTUAL	Drlg 4924-5389'. 465' in 11.5 hrs 40.4 fph. MW 8.7#/gal. Vis 42 LCM 28%, Survey @ 5371 7.13* @ 123.26 azi
17:30	0.50	18:00	7	LUBRICATE RIG	Rig service, function BOP
18:00	12.00	06:00	2	DRILL ACTUAL	Drlg 5389-5939'. 550' in 12 hrs 45.8 fph MW 8.9#/gal 48 vis 25% LCM. Survey @ 5752 6.46* @ 136.63 azi.

5-27D-37 BTR 6/27/2012 06:00 - 6/28/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013508470000	UT	Duchesne	Black Tail Ridge	DRILLING	9,291.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	4.50	10:30	2	DRILL ACTUAL	Drlg 5939-6161' 222' in 4.5 hrs 49.3 fph. Survey 6133', 5.71* @ 154.99 azi. MW 9 #/gal 40 vis, 22% LCM
10:30	0.50	11:00	7	LUBRICATE RIG	Rig Service, Function test BOP.
11:00	19.00	06:00	2	DRILL ACTUAL	Drlg 6191-6701'. 540' in 19 hrs, 28.5 fph. Survey 6577' 3.25* @ 187.99 azi. MW 9.15 #/gal 36 vis 18% LCM

5-27D-37 BTR 6/28/2012 06:00 - 6/29/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013508470000	UT	Duchesne	Black Tail Ridge	DRILLING	9,291.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	4.00	10:00	2	DRILL ACTUAL	Drlg 6701-6796'. 95' in 4 hrs. Survey @ 6767' 2.98* @ 190.18 azi, MW 9.0 42 vis 320% LCM.
10:00	0.50	10:30	7	LUBRICATE RIG	Rig service, Function test BOP
10:30	19.50	06:00	2	DRILL ACTUAL	Drlg 6796-7215'. 419' in 19.5 hrs 21.5 fph. Survey @ 7085 3.1* @ 183.95 azi. MW 9.2+#/gal 40 vis 20% LCM, DAP 4.3#/bbl. Sliding 2 out of 3 jts trying to drop angle

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# Patterson Rig 506
Submitted By Pat Clark Phone Number 435-828-6095
Well Name/Number 5-27D-37 BTR
Qtr/Qtr Sw/NW Section 27 Township 3S Range 7W
Lease Serial Number FEE
API Number 43-013-508470000

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
JUL 05 2012
DIV. OF OIL, GAS & MINING

Date/Time 7/6/12 14:00 AM PM

BOPE

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

Date/Time _____ AM PM

Remarks Times are estimates only.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626418
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 5-27D-37 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013508470000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext
9. FIELD and POOL or WILDCAT: CEDAR RIM	4. LOCATION OF WELL FOOTAGES AT SURFACE: 1670 FNL 0553 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 27 Township: 03.0S Range: 07.0W Meridian: U
	COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> 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: 7/31/2012	<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.

July 2012 monthly drilling activity report is attached.

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

FOR RECORD ONLY

August 06, 2012

NAME (PLEASE PRINT) Megan Finnegan	PHONE NUMBER 303 299-9949	TITLE Permit Analyst
SIGNATURE N/A	DATE 8/2/2012	

**5-27D-37 BTR 7/1/2012 06:00 - 7/2/2012 06:00**

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	17.50	23:30	2	DRILL ACTUAL	Drlg 7989-8686'. 567' in 17.5 hrs 34.1 fph, MW 9.5#/gal 45 vis 18% lcm 1.88 #/bbl dap. Survey @ 8537 1.67* @ 273.28 azi.
23:30	0.50	00:00	7	LUBRICATE RIG	Rig service, function test bop
00:00	6.00	06:00	2	DRILL ACTUAL	Drlg 8686-8908'. 222' in 6hrs 37 fph, 9.5#/gal 52 vis, 15% lcm, 1.27#/bbl dap. Survey 8790 1.82* @ 241.51 azi.

5-27D-37 BTR 7/2/2012 06:00 - 7/3/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	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	Drlg 8908-9034'. 126' in 4 hrs 31.5 fph. Survey @ 8980 2.07* @ 243.61 azi. MW 9.3#/gal 45 vis 15% lcm.
10:00	3.00	13:00	20	DIRECTIONAL WORK	Lost communication with MWD. Put in more antenna rods and switch tool mode.
13:00	0.50	13:30	7	LUBRICATE RIG	Rig service, Function test BOP
13:30	7.50	21:00	2	DRILL ACTUAL	Drlg 9034-9291'. 257' in 7.5 hrs 34 fph. survey 9234 2.55* @ 207.88 azi. MW 9.5#/gal 46 vis 16% lcm.
21:00	9.00	06:00	5	COND MUD & CIRC	Mix and pump 5 LCM sweeps 100 bbls each 45 vis 35% LCM. Spot 5 th sweep and TOH 500'. Let sweep soak 2 hrs. Build volume while waiting.

5-27D-37 BTR 7/3/2012 06:00 - 7/4/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	5	COND MUD & CIRC	Build volume, Pump LCM sweep. Still no returns. Spot 35% LCM sweep.
09:00	3.00	12:00	6	TRIPS	TOH to 4826'. filling annulus while tripping. Annulus quit taking mud @ 4826'.
12:00	4.00	16:00	5	COND MUD & CIRC	Pickup kelly and pump on well. Have 70-80% returns. Mud wt out 9.6#/gal. Circulate till 9.2# all around. Mixing 20% LCM,.
16:00	1.00	17:00	6	TRIPS	TIH to 5800'.
17:00	4.00	21:00	5	COND MUD & CIRC	Pickup kelly and circulate. Still losing 20%. Mix and pump 20% LCM maintaining 9.2#/gal 41 vis.
21:00	9.00	06:00	6	TRIPS	TOH, laydown dir tools. TIH open ended. Prep LCM pill 50-60% LCM 55 vis.

5-27D-37 BTR 7/4/2012 06:00 - 7/5/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	6	TRIPS	Finish TIH to 9260'.
07:30	2.50	10:00	5	COND MUD & CIRC	Break circ. Still losing app 20% returns. Mix and pump 120 bbls 50% LCM 55 vis mud. Spot on bottom
10:00	4.50	14:30	6	TRIPS	TOH to pickup drlg assembly.
14:30	0.50	15:00	7	LUBRICATE RIG	Rlg service, Function blind rams
15:00	9.50	00:30	6	TRIPS	P/U RR Ulterra bit and RR Hunting motor. TIH Wash and ream 9150 to 9291'.
00:30	5.50	06:00	2	DRILL ACTUAL	Drlg 9291-9501'. 210' in 5.5 hrs. 38 fph. 9.2#/gal 48 vis 25% lcm. Running 411 gpm to control losses.

5-27D-37 BTR 7/5/2012 06:00 - 7/6/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	2	DRILL ACTUAL	Drill 9501' - 9764'.
07:00	0.50	07:30	7	LUBRICATE RIG	Rig Service.
07:30	3.50	11:00	2	DRILL ACTUAL	Drill 9564' - 9800'. TD Well.
11:00	1.00	12:00	5	COND MUD & CIRC	C&C f/ST.
12:00	1.00	13:00	6	TRIPS	ST 6 stds. Hole a little tight, worked pipe through.
13:00	2.00	15:00	5	COND MUD & CIRC	Sweep hole, Circ B/U. Pump dry job.
15:00	5.00	20:00	6	TRIPS	TOH f/logs. L/D mm, bit.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
20:00	6.00	02:00	11	WIRELINE LOGS	HSM. R/U HES. Run Spectral Density, Dual spaced neutron, Sonic array, Micro spherically focused log, dual laterolog, gamma ray. R/D HES.
02:00	3.00	05:00	6	TRIPS	Tih. Fill pipe @ 3000', plugged.
05:00	1.00	06:00	6	TRIPS	TOH to unplug string

5-27D-37 BTR 7/6/2012 06:00 - 7/7/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013508470000	UT	Duchesne	Black Tail Ridge	PRODUCING	9,800.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.50	08:30	6	TRIPS	TOH. Unplug bottom DC. Function Blind and pipe rams.
08:30	5.00	13:30	6	TRIPS	TIH.
13:30	3.50	17:00	5	COND MUD & CIRC	Fill pipe, sweep hole, displace. B/U, pump pill. HSM. R/U Kimzey Casers to LDDP.
17:00	0.50	17:30	7	LUBRICATE RIG	Rig Service.
17:30	11.00	04:30	6	TRIPS	HSM. LDDP.
04:30	1.50	06:00	12	RUN CASING & CEMENT	R/U and run 5 1/2", 17#, P-110, LT&C Csg. Details on next report.

5-27D-37 BTR 7/7/2012 06:00 - 7/8/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013508470000	UT	Duchesne	Black Tail Ridge	PRODUCING	9,800.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	9.00	15:00	12	RUN CASING & CEMENT	Run 5 1/2", 17#, P-110, LT&C prod csg as follows: FS @ 9790', 2 jts csg, FC @ 9700', 13 jts csg, MJ @ 9105', 20 jts csg, MJ @ 8207', 23 jts csg, MJ @ 7206', 167 jts csg(225 total). P/U jt 226, tag bottom @ 9800'. L/D jt # 226. 63 centralizers.
15:00	1.50	16:30	5	COND MUD & CIRC	Install cmt head, C&C f/cmt. 75% returns at first, 25% at end.
16:30	3.50	20:00	12	RUN CASING & CEMENT	Pressure test pump & Lines to 5K. Pump 40 bbls superflush 101, pump 10 bbl water spacer, Pump 365 bbls (880 sks)11# tuned light lead cmt. Pump 126 bbls (500 sks) 13.5 # tail cmt. Displace with 225 bbls water with Cla-web and aldacide g. Full returns(lost returns from 170-180 bbls into displacement, then regained). No cement to surface. Final lift pressure 1900 #, bump plug 500 over. Check floats, held, bled back 2 bbls. HSM RD HES.
20:00	4.00	00:00	21	NDBOP, SET SLIPS	NDBOP. Lift up bop and Cameron set slips w/ 172 k(25 k over string wt.). Made rough cut, installed night cap. Clean pits, release rig @ midnight.

5-27D-37 BTR 7/9/2012 06:00 - 7/10/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013508470000	UT	Duchesne	Black Tail Ridge	PRODUCING	9,800.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

5-27D-37 BTR 7/10/2012 06:00 - 7/11/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013508470000	UT	Duchesne	Black Tail Ridge	PRODUCING	9,800.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Cleaned out cellar Ring. Back filled cellar ring with gravel. Removed 11" Night Cap, Dressed 5.5' Casing top. Installed & N/U 11 x 5K x 7 1/16" x 5k B-section. Tested hanger seals. installed 7 1/16" night cap.

5-27D-37 BTR 7/12/2012 06:00 - 7/13/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43013508470000	UT	Duchesne	Black Tail Ridge	PRODUCING	9,800.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	GOP	General Operations	WSI And Secured.
06:30	1.00	07:30	SRIG	Rig Up/Down	MIRU SLB W/L Crew And Equipment. Hold Safety Meeting. Rig Up Gauge Ring And Logging Tool.



Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
07:30	9.50	17:00	LOGG	Logging	P/U Junk Basket/Gauge Ring. RIH, Tagged Up At 9,660', FC At 9,700', 25' Of Fill. POOH, P/U CBL Tool, Rih To PBTD, 9,660', Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 07-05-2012. Run Repeat Section From 9,660 - 9,400', Log Up Hole. Showed Good Bond From TD To 4050', 4050' - 3240' Spotty. TOC 3240'. Ran With Pressure. Found Short Joints At 9,087 - 9,108, 8,190 - 8,211 And 7,188 - 7,210'. PooH, RD Equipment, MOL.
17:00	13.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured

5-27D-37 BTR 7/16/2012 06:00 - 7/17/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	Production Crew Working On Facilities. Finish Setting Frac Line. Filling Frac Line.

5-27D-37 BTR 7/17/2012 06:00 - 7/18/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	Production Crew Working On Facilities. Finish Filling Frac Line With 3%. Produced Water 80% Loaded.

5-27D-37 BTR 7/18/2012 06:00 - 7/19/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Set & tested Frac mandrel to 5k, Good Test, N/up 5-1/8" frac tree with frac head. Pressure tested 5.5" casing to 8450 psi, held pressure test on chart recorder for 30 minutes. Good test. R/up flow back equipment and sand trap. Pressure tested flow back lines to 4500 psi, tested sand trap to 2000 psi. good test. Construction crews continued to work on production facility. Continued to fill frac tanks with production water. D&M heating 3% clean to 80°, Set HES Water manifold.

5-27D-37 BTR 7/19/2012 06:00 - 7/20/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Set HES Mountain movers, Started hauling in frac sand.

5-27D-37 BTR 7/20/2012 06:00 - 7/21/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	Frac tree shut in and secured, Waiting on Roustabout crews to arrive.
07:00	1.50	08:30	SRIG	Rig Up/Down	Prep location for Wireline & frac crews.
08:30	1.50	10:00	SRIG	Rig Up/Down	SLB Wire line crews arrived on location. Safety Meeting with wireline crew. Spotted in crane & E-line equipment. P/up wire-line bop's and placed on frac tree, P/up 5k wire-line equipment. Pressure tested lub, grease head & wire-line bop's to 4500 psi. good test. Bled off pressure, P/up Stg #1 perf guns.
10:00	0.75	10:45	WLWK	Wireline	Open well RIH w/ Stg #1 perf guns.
10:45	0.50	11:15	PFRT	Perforating	Located marker jt. Completed tie in using short jt reference 9087' to 9108', & SLB-CBL/CCL/GR log reference. Drop down & Perf'd CR-4A & CR-4 interval from 9367' to 9639'. Starting pressure @ 750 psi, ending pressure 550 psi. All shots fired to design, PooH with E-line, secured frac tree, bled off pressure, L/D spent guns.
11:15	0.75	12:00	WLWK	Wireline	PooH with Spent guns.
12:00	3.00	15:00	SRIG	Rig Up/Down	HES frac arrived on location, MIRU Frac equipment. primed pumps and pressure tested treating iron to 9100 psi. Good test. bled off pressure. Secured location for the night.



5-27D-37 BTR 7/21/2012 06:00 - 7/22/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	0.75	06:45	GOP	General Operations	HES Crew arrived @ 04:00, Primed Pumps, Ran QA/QC fluid checks, Completed pressure test on treating iron. Safety Meeting w/ all contractors on location. Equalized Well head pressure. Open Frac tree W/ 0 psi.	
06:45	1.50	08:15	FRAC	Frac. Job	Pressure tested treating iron @ 9150 psi. Frac'd Stg # 1 of 7, Zone Stg CR-4A-CR-4. Open Well @ 06:47 Hrs, W/ 0 Csg psi, 0 Surface & Frac Mandrel, 0 psi. Formation Break Down @ 9.6 bpm, 2100 psi. Total Bbls of 15% HCL Pump 92.4 bbls & Bio-Balls pumped 102. Started on 3% KCL Slick Water pad @ 71.5 bpm, 3599 psi. Open Perforation = 35 out of 51 shots, ISIP = 2050 psi, .66 Frac Gradient. Started on X-link / .75# Gal 100 mesh sand pad @ 71.3 bpm, 2167 psi. 1# 71.0 bpm, 3801 psi 1# On perms bpm 70.8 @ 3664 psi 2# 70.6 bpm, 3699 psi 2# On perms bpm 70.5 @ 3464 psi 3# 70.4 bpm, 3301 psi 3# On perms bpm 70.3 @ 3283 psi 3.5# 70.4 bpm, 3223 psi 3.5# On perms bpm 70.4 @ 3182 psi 4# 70.3 bpm, 3128 psi 4# On perms bpm 70.3 @ 3057 psi On Flush @ 72.4 bpm, 3121 psi. Open Perforation = 51 out of 51 shots, ISDP, 2395 psi, 0.69 Frac Gradient. Max Rate 71.8 bpm, Max Pressure 3867 psi. Avg Rate 70.9 bpm, Avg Pressure 3517 psi. Total X-link fluids pumped: 80,275 gals. Total 3% Production water pumped: 71,788 gals. Total fluid in bbls pumped: 3748 bbls Total CRC pumped, 20/40 = 160,000# Total 100 Mesh 15,000#, Pumped job as designed. 100% in formation	
08:15	1.75	10:00	PFRT	Perforating	R/U E-line, P/up stg #2, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Equalized lub, RIH to target depth, ran correlation strip using HES / SLB log reference Ran 7-5-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 9356', w/ 1950 psi, pulled up & perforated stg #2 intervals from 9070' to 9336'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #2.	
10:00	1.75	11:45	FRAC	Frac. Job	Pressure tested treating iron @ 8900 psi. Frac'd Stg # 2 of 4, Zone Stg CR-4. Open Well @ 10:20 Hrs, W/ 1250 Csg psi, -7 Surface & Frac Mandrel -8 psi. Formation Break Down @ 9.2 bpm, 3029 psi. Total Bbls of 15% HCL Pump 95.1 bbls & Bio-Balls pumped 84. Started on 3% KCL Slick Water pad @ 70.3 bpm, 3890 psi. Open Perforation = 42 out of 42 shots, ISIP = 2125 psi, .67 Frac Gradient. Started on X-link / .75# ppg 100 mesh pad @ 70.3 bpm, 4064 psi. Start 1#/ Gal 20/40 CRC sand, 70.1 bpm, 4135 psi. 1# 70.1 bpm, 4135 psi 1# On perms bpm 70.0 @ 4022 psi 2# 69.5 bpm, 3970 psi 2# On perms bpm 70.9 @ 3882 psi 3# 70.8 bpm, 3811 psi 3# On perms bpm 70.7 @ 3685 psi, LA pump was having issue pumping CL-22. 3.5# 70.7 bpm, 3615 psi 3.5# On perms bpm 70.6 @ 3540 psi 4# 70.6 bpm, 3567 psi 4# On perms bpm 70.6 @ 3532 psi On Flush @ 72.1 bpm, 3598 psi. Open Perforation = 42 out of 42 shots, ISDP, 2883 psi, 0.70 Frac Gradient. Max Rate 70.9 bpm, Max Pressure 4137 psi. Avg Rate 70.5 bpm, Avg Pressure 3833 psi Total X-link fluids pumped: 79,502 gals Total 3% Production water pumped: 70,267 gals Total fluid in bbls pumped: 3658 bbls Total CRC pumped, 20/40 = 159,900# Total 100 Mesh Pumped: 14,800#	
11:45	1.75	13:30	PFRT	Perforating	R/U E-line, P/up stg #3, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Equalized lub, RIH to target depth, ran correlation strip using HES / SLB log reference Ran 7-5-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 9057', w/ 2200 psi, pulled up & perforated stg #3 intervals from 8788' to 9037'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #3.	



Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
13:30	1.50	15:00	FRAC	Frac. Job	Pressure tested treating iron @ 8750 psi. Frac'd Stg # 3 of 7, Zone Stg . Open Well @ 13:45 Hrs, W/ 2000 Csg psi, -8 Surface & Frac Mandrel, -8 psi. Formation Break Down @ 9.7 bpm, 3190 psi. Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 90. Started on 3% KCL Slick Water pad @ 71.0 bpm, 3970 psi. Open Perforation = 26 out of 45 shots, ISIP = 2040 psi, .67 Frac Gradient. Started on X-link pad / .75# ppg 100 mesh @ 71.1 bpm, 3917 psi. Start 1#/ Gal 20/40 CRC sand, 70.7 bpm, 40 psi 1# 70.7 bpm, 4054 psi 1# On perms bpm 70.5 @ 3866 psi 2# 70.5 bpm, 3783 psi 2# On perms bpm 70.5 @ 3608 psi 3# 70.3 bpm, 3579 psi 3# On perms bpm 70.2 @ 3560 psi On Flush @ 70.1 bpm, 4236 psi Ending Flush 4780 psi. Open Perforation = 38 out of 42 shots, ISDP, 2040 psi, 0.67 Frac Gradient. Max Rate 71.5 bpm, Max Pressure 4093 psi. Avg Rate 70.7 bpm, Avg Pressure 3836 psi Total X-link fluids pumped: 62,890 gals Total 3% Production water pumped: 62128 gals Total fluid in bbls pumped: 3221 bbls Total CRC Sand pumped: 20/40 = 97,600#, Placed only 62% of prop in formation. Total 100 Mesh Pumped: 14,200#
15:00	1.75	16:45	PFRT	Perforating	R/U E-line, P/up stg #4, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Equalized lub, RIH to target depth, ran correlation strip using HES / SLB log reference Ran 7-5-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 8769', w/ 1950 psi, pulled up & perforated stg #4 intervals from 8451' to 8749'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #4.
16:45	1.75	18:30	FRAC	Frac. Job	Pressure tested treating iron @ 8900 psi. Frac'd Stg # 4 of 7, Zone Stg CR-2. Open Well @ 17:07 Hrs, W/ 1400 Csg psi, -9 Surface & Frac Mandrel, -7 psi. Formation Break Down @ 9.2 bpm, 2477 psi. Total Bbls of 15% HCL Pump 93.6 bbls & Bio-Balls pumped 90. Started on 3% KCL Slick Water pad @ 70.9 bpm, 3525 psi. Open Perforation = 35 out of 45 shots, ISIP = 1840 psi, .65 Frac Gradient. Started on X-link/.75# ppg 100 Mesh pad @ 70.9 bpm, 3496 psi. Start 1#/ Gal 20/40 CRC sand, 70.6 bpm, 3595 psi. 1# 70.6 bpm, 3647 psi 1# On perms bpm 70.0 @ 3507 psi 2# 70.0 bpm, 3488 psi 2# On perms bpm 69.7 @ 3338 psi 3# 70.8 bpm, 3317 psi 3# On perms bpm 71.5 @ 3241 psi 3.5# 71.4 bpm, 3202 psi 3.5# On perms bpm 71.4 @ 3222 psi 4# 71.4 bpm, 3192 psi 4# On perms bpm 71.3 @ 3262 psi On Flush @ 70.3 bpm, 3499 psi. Open Perforation = 39 out of 45 shots, ISDP, 2198 psi, 0.70 Frac Gradient. Max Rate 72.6 bpm, Max Pressure 3679 psi. Avg Rate 70.8 bpm, Avg Pressure 3433 psi Total X-link fluids pumped: 79,380 gals Total 3% Production water pumped: 68,427 gals Total fluid in bbls pumped: 3612 bbls Total CRC pumped, 20/40 = 150,000#. Total 100 Mesh Pumped: 14,600#
18:30	1.75	20:15	PFRT	Perforating	R/U E-line, P/up stg #5, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Equalized lub, RIH to target depth, ran correlation strip using HES / SLB log reference Ran 7-5-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 8440', w/ 1950 psi, pulled up & perforated stg #5 intervals from 8137' to 8418'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #5.
20:15	9.75	06:00	LOCL	Lock Wellhead & Secure	Secured Frac tree for the night.

5-27D-37 BTR 7/22/2012 06:00 - 7/23/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	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 Crew arrived @ 04:30, Primed Pumps, Ran QA/QC fluid checks, Completed pressure test on treating iron. Safety Meeting w/ all contractors on location. Equalized Well head pressure. Open Frac tree.



Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:30	1.50	08:00	FRAC	Frac. Job	Pressure tested treating iron @ 9000 psi. Frac'd Stg #5 of 7, Zone Stg CR-1. Open Well @ 06:31 Hrs, W/ 1800 Csg psi, -7 Surface & Frac Mandrel, -2 psi. Formation Break Down @ 9.1 bpm, 2316 psi. Total Bbls of 15% HCL Pump 86.1 bbls & Bio-Balls pumped 90. Started on 3% KCL Slick Water pad @ 72.4 bpm, 3862 psi. Open Perforation = 37 out of 45 shots, ISIP = 1888 psi, .67 Frac Gradient. Started on X-link / 1# ppg 100 Mesh pad @ 72 bpm, 3671 psi. Start 1#/ Gal 20/40 CRC sand, 71.8 bpm, 3591 psi 1# 71.8 bpm, 3591 psi 1# On perfs bpm 71.6 @ 3475 psi 2# 71.5 bpm, 3425 psi 2# On perfs bpm 71.4 @ 3266 psi 3# 71.4 bpm, 3216 psi 3# On perfs bpm 71.2 @ 3081 psi 3.5# 71.5 bpm, 3050 psi 3.5# On perfs bpm 71.4 @ 2995 psi 4# 71.4 bpm, 2992 psi 4# On perfs bpm 71.3 @ 3066 psi On Flush @ 72.9 bpm, 3053 psi Open Perforation = 39 out of 45 shots, ISDP, 2123 psi, 0.70 Frac Gradient. Max Rate 74.1 bpm, Max Pressure 3937 psi. Avg Rate 71.8 bpm, Avg Pressure 3413 psi. Total X-link fluids pumped: 80,185 gals. Total 3% Production water pumped: 68,855 gals. Total fluid in bbls pumped: 3641 bbls. Total 100 Mesh Sand Pumped 19,700#. Total CRC Pumped: 59,000#. Total Prem White Sand pumped, 20/40 = 104,000#.
08:00	1.75	09:45	PFRT	Perforating	R/U E-line, P/up stg #6, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Equalized lub, RIH to target depth, ran correlation strip using HES / SLB log reference Ran 7-5-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 8110', w/ 1800 psi, pulled up & perforated stg #6 intervals from 7852' to 8084'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #6.
09:45	1.50	11:15	FRAC	Frac. Job	Pressure tested treating iron @ 8800 psi. Frac'd Stg #6 of 7, Zone Stg CR-1. Open Well @ 09:50 Hrs, W/ 1700 Csg psi, -8 Surface & Frac Mandrel, -0 psi. Formation Break Down @ 9.4 bpm, 2050 psi. Total Bbls of 15% HCL Pump 92.3 bbls & Bio-Balls pumped 90. Started on 3% KCL Slick Water pad @ 72.3 bpm, 3294 psi. Open Perforation = 37 out of 45 shots, ISIP = 1656 psi, .65 Frac Gradient. Started on X-link / 1# ppg 100 mesh pad @ 72.1 bpm, 3263 psi. Start 1#/ Gal 20/40 Prem White sand, 71.9 bpm, 3401 psi 1# 71.9 bpm, 3391 psi 1# On perfs bpm 71.9 @ 3291 psi 2# 71.9 bpm, 3287 psi 2# On perfs bpm 71.4 @ 3130 psi 3# 71.9 bpm, 3096 psi 3# On perfs bpm 71.2 @ 2907 psi 3.5# 71.9 bpm, 2882 psi 3.5# On perfs bpm 71.2 @ 2833 psi 4# 71.2 bpm, 2828 psi 4# On perfs bpm 71.2 @ 2835 psi On Flush @ 74.9 bpm, 3046 psi. Open Perforation = 40 out of 45 shots, ISDP, 1961 psi, 0.69 Frac Gradient. Max Rate 72.4 bpm, Max Pressure 3433 psi. Avg Rate 71.7 bpm, Avg Pressure 3155 psi. Total X-link fluids pumped: 82,073 gals. Total 3% Production water pumped: 1509 gals. Total fluid in bbls pumped: 3682 bbls. Total Prem White Sand pumped, 20/40 = 166,600#. Total 100 Mesh Sand Pumped: 20,400#
11:15	1.75	13:00	PFRT	Perforating	R/U E-line, P/up stg #7, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Equalized lub, RIH to target depth, ran correlation strip using HES / SLB log reference Ran 7-5-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7836', w/ 1800 psi, pulled up & perforated stg #7 intervals from 7493' to 7820'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #7.
13:00	1.50	14:30	FRAC	Frac. Job	Pressure tested treating iron @ 9000 psi. Frac'd Stg # 7 of 7, Zone Stg Black Shae & Castle Peak. Open Well @ 13:00 Hrs, W/ 1500 Csg psi, -9 Surface & Frac Mandrel, -0 psi. Formation Break Down @ 9.2 bpm, 1917 psi. Total Bbls of 15% HCL Pump 90.7 bbls & Bio-Balls pumped 90. Started on 3% KCL Slick Water pad @ 71.8 bpm, 3196 psi. Open Perforation = 34 out of 45 shots, ISIP = 1728 psi, .67 Frac Gradient. Started on X-link / 1# ppg 100 Mesh pad @ 71.8 bpm, 3189 psi Start 1#/ Gal 20/40 Prem White sand, 71.5 bpm, 3343 psi 1# 71.5 bpm, 3343 psi 1# On perfs bpm 71.6 @ 3304 psi 2# 71.5 bpm, 3278 psi 2# On perfs bpm 71.4 @ 3132 psi 3# 71.3 bpm, 3089 psi 3# On perfs bpm 71.2 @ 2955 psi 3.5# 71.5 bpm, 2853 psi 3.5# On perfs bpm 71.2 @ 2859 psi 4# 71.5 bpm, 2851 psi 4# On perfs bpm 71.5 @ 2864 psi On Flush @ 72.1 bpm, 3141 psi Open Perforation = 39 out of 45 shots, ISDP, 2068 psi, 0.71 Frac Gradient. Max Rate 72.5 bpm, Max Pressure 3376 psi. Avg Rate 71.1 bpm, Avg Pressure 3119 psi. Total X-link fluids pumped: 78,988 gals. Total 3% Production water pumped: 70,307 gals. Total fluid in bbls pumped: 3647 bbls. Total Prem White Sand pumped, 20/40 = 167,500#. Total 100 Mesh Sand Pumped: 22,380#
14:30	0.50	15:00	SRIG	Rig Up/Down	Rigged down HES Stand pipes and started Rigged down HES frac equipment.



Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
15:00	1.00	16:00	WLWK	Wireline	R/U E-line, P/up Setting tool & 10K Fast Drill CBP / Kill Plug, RIH to target depth, ran correlation strip using HES / SLB log reference Ran 7-5-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP / Kill plug @ 7450', w/ 2000 psi. Bled off casing pressure, verified plug held static test. Pooh with setting tool.
16:00	2.00	18:00	SRIG	Rig Up/Down	L/D Setting tools, shut in and secured frac tree for the night. Con't to rigged down frac & Wireline Equipment. RDMO HES & SLB. Started batching frac tanks for work over rig.
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	Secured & Policed location for the night.

5-27D-37 BTR 7/23/2012 06:00 - 7/24/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	Crew travel, safety meeting & jsa
07:00	1.00	08:00	RMOV	Rig Move	Rig move f/ 5-8-45 BTR to 5-27D-37 BTR
08:00	0.50	08:30	SRIG	Rig Up/Down	Spot in rig & rig up
08:30	0.50	09:00	BOPI	Install BOP's	ND Frac tree, NU BOP'S
09:00	3.50	12:30	GOP	General Operations	RU floor & equipment, wait on loader to arrive, spot in cat walk & pipe racks, load tbg on racks, PSI test BOP'S to 2000#, held
12:30	3.00	15:30	RUTB	Run Tubing	MU 4 3/4 tricone bit, POBS, 1 jt 2 7/8 L-80, XN nipple & rih picking up & tallying 2 7/8 tbg to tag kill plug @ 7460'
15:30	2.50	18:00	DOPG	Drill Out Plugs	Pick up swivel, break circ., drill out kill plug @ 7560', RIH & drill out plug @ 7836', run to 7870', circ. clean, secure well & SWIFN,
18:00	12.00	06:00	inactive	inactive	Well shut in

5-27D-37 BTR 7/24/2012 06:00 - 7/25/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	Crew travel, safety meeting & jsa, sicp 1350 psi
07:00	7.00	14:00	DOPG	Drill Out Plugs	Open csg to flowback @ 1100 psi, rih & drill plugs @ 8110' w/ 1100 psi, 8440' w/ 1200 psi, 8769' w/ 1300psi, 9057' w/ 1300 psi, 9356' w/ 1300 psi, RIH & drill out float collar @ 9699' down to 9763' @ 1300 psi, circ. well clean
14:00	1.00	15:00	PULT	Pull Tubing	Rack back swivel, lay down 73 jts to 7466'
15:00	2.50	17:30	GOP	General Operations	Hard time landing tbg hanger, seal tear up, replace seal & land tbg hanger
17:30	0.50	18:00	IWHD	Install Wellhead	ND BOP'S, NU Wellhead, turn over to A&J to plumb up, sitp 1300 psi
18:00	1.00	19:00	SRIG	Rig Up/Down	Rig down rig & rack up equipment for rig move in AM, SDFN
19:00	11.00	06:00	FBCK	Flowback Well	well flowing up tbg

5-27D-37 BTR 7/25/2012 06:00 - 7/26/2012 06:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5.LEASE DESIGNATION AND SERIAL NUMBER: 1420H626418
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7.UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 5-27D-37 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013508470000
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: 1670 FNL 0553 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 27 Township: 03.0S Range: 07.0W Meridian: U	9. FIELD and POOL or WILDCAT: CEDAR RIM COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 7/27/2012	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input checked="" type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 This well had first gas sales on 07/27/2012.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 August 08, 2012

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 8/6/2012	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5.LEASE DESIGNATION AND SERIAL NUMBER: 1420H626418
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7.UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 5-27D-37 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013508470000
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: 1670 FNL 0553 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 27 Township: 03.0S Range: 07.0W Meridian: U	9. FIELD and POOL or WILDCAT: CEDAR RIM COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 8/15/2012	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input checked="" type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width:100px;" type="text"/>

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

This well had first oil sales on 8/15/2012.

**Accepted by the
 Utah Division of
 Oil, Gas and Mining
 FOR RECORD ONLY
 August 16, 2012**

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 8/16/2012	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626418
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 5-27D-37 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013508470000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext
9. FIELD and POOL or WILDCAT: CEDAR RIM	4. LOCATION OF WELL FOOTAGES AT SURFACE: 1670 FNL 0553 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 27 Township: 03.0S Range: 07.0W Meridian: U
	COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> 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: 8/31/2012	<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.

August 2012 monthly drilling activity report is attached.

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

FOR RECORD ONLY

September 06, 2012

NAME (PLEASE PRINT) Megan Finnegan	PHONE NUMBER 303 299-9949	TITLE Permit Analyst
SIGNATURE N/A	DATE 9/4/2012	

**5-27D-37 BTR 8/9/2012 00:00 - 8/10/2012 00:00**

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	--------------------	--------------------------------	--------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
00:00	2.00	02:00	CTRL	Crew Travel	Crew travel, safety meeting
02:00	2.00	04:00	BOPI	Install BOP's	Pump killed well w/135bbbs x-over blocks to tbg,nipped down tree, nipped up B.O.P.S. rigged up floor and tbg tongs
04:00	2.00	06:00	PULT	Pull Tubing	T.O.O.H. w/ tbg, had 117 stands x-nipple, 1jt, p.o.b. s, broke off x-nippls and p.o.b.s.
06:00	2.00	08:00	ASSM	Install New Downhole Assembly	T.I.H. w/ production tbg, blow plug 5jts,D-sander w/ 4ft sub, tbg pump, T.A.C. 235jts, landed well JT average: (31.70) blow plug@ 7,667.85 tbg pump@ 7,451.85 T.A.C.@ 7,449.50
08:00	2.00	10:00	GOP	General Operations	Rig down floor and tbg tongs, nipped down B.O.P.S.
10:00	2.00	12:00	HOIL	Hot Oil Well	Rigged up hot oiler flushed csg w/ 60bbbs
12:00	2.00	14:00	LOCL	Lock Wellhead & Secure	Set T.A.C. in tension 18,000#'s landed well screwed dogs in secured well S.D.F.N.
14:00	2.00	16:00	CTRL	Crew Travel	Crew travel

5-27D-37 BTR 8/10/2012 00:00 - 8/11/2012 00:00

API/UWI 43013508470000	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 9,800.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
00:00	2.00	02:00	CTRL	Crew Travel	Crew travel, safety meeting
02:00	2.00	04:00	HOIL	Hot Oil Well	flushed tbg w/70bbbs nipped up well head, x-over blocks to rods, drop standing valve
04:00	3.00	07:00	RURP	Run Rods & Pump	p.u. pump R.I.H. put shear cplg on torqued tight w/cheaters, T.I.H. w/rods, 24 1" 97 3/4, 92 7/8, 83 1"
07:00	3.50	10:30	PURP	Pull Rod Pump	pump wasnt acting or testing right so we T.O.O.H. w/rods L.D. plunger noticed that the traveling valve was in wrong so we took that plunger off and replaced it with a new one that was set up correctly
10:30	3.00	13:30	RURP	Run Rods & Pump	T.I.H. w/ rods stripped table off p.u. 1-8'x1" 1-4'x1" p.u. polishrod seated pump , fill and test tbg good test
13:30	2.00	15:30	SRIG	Rig Up/Down	rig down rig,slide roto-flex hang off on polish rod, S.D.F.N.
15:30	2.00	17:30	CTRL	Crew Travel	Crew travel

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. 1420H626418

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

8. Lease Name and Well No. 5-27D-37 BTR

9. API Well No. 43-013-50847

10. Field and Pool, or Exploratory CEDAR RIM

11. Sec., T., R., M., or Block and Survey or Area Sec 27 T3S R7W Mer UBM

12. County or Parish DUCHESNE 13. State UT

14. Date Spudded 05/14/2012 15. Date T.D. Reached 07/05/2012 16. Date Completed 07/27/2012 D & A Ready to Prod.

17. Elevations (DF, KB, RT, GL)* 6731 GL

18. Total Depth: *OK* MD 9800 TVD 9776 19. Plug Back T.D.: *OK* MD 9700 TVD 9676 20. Depth Bridge Plug Set: MD TVD

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

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

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
26.000	16.000 COND	84.0	0	80	80			0	
12.250	9.625 J-55	36.0	0	3007	2459	1935		0	
8.750	5.500 P-110	17.0	0	9800	9790	1380	491	4906	

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.875	7668							

25. Producing Intervals 26. Perforation Record

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	7493	8371	7493 TO 8371	0.440	126	OPEN
B) WASATCH	8379	9639	8379 TO 9639	0.440	186	OPEN
C)						
D)						

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

Depth Interval	Amount and Type of Material
7493 TO 8371	GREEN RIVER: SEE TREATMENT STAGES 5 - 7
8379 TO 9639	WASATCH: SEE TREATMENT STAGES 1 - 4

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
07/27/2012	08/20/2012	24	▶	120.0	157.0	408.0	52.0		FLOWS FROM WELL
Choke Size	Tbg. Press. Flwg.	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
64/64	SI	100.0	▶	120	157	408	1308	POW	

28a. Production - Interval B

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

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SEP 18 2012

DIV. OF OIL, GAS & MINING

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

ELECTRONIC SUBMISSION #150857 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

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

28b. Production - Interval C

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

28c. Production - Interval D

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

29. Disposition of Gas (Sold, used for fuel, vented, etc.)
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	3645
				MAHOGANY	4260
				DOUGLAS CREEK	6688
				BLACK SHALE	7321
				CASTLE PEAK	7525
				UTELAND BUTTE	7937
				WASATCH	8372
				TD	9800

32. Additional remarks (include plugging procedure):

Conductor was cemented with grout. TOC was calculated by CBL. First gas sales was on 7/27/2012. First oil sales was on 8/15/2012. Attached is treatment data.

Tubing was set on 9/4/2012. There is no tubing pressure available for the test data taken on 8/20/2012.

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 #150857 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal

Name (please print) MEGAN FINNEGAN

Title PERMIT ANALYST

Signature



Date 09/18/2012

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 ****

5-27D-37 BTR Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)			
AMOUNT AND TYPE OF MATERIAL			
<u>Stage</u>	<u>Bbls Slurry</u>	<u>lbs Common White 100 Mesh Sand</u>	<u>lbs 20/40 Whit Sand</u>
1	3,902	15,000	119,200
2	3,615	14,800	119,500
3	3,190	14,200	97,600
4	3,800	14,600	130,100
5	3,839	19,700	127,300
6	3,758	20,400	133,800
7	3,852	22,380	129,400

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

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Bill Barrett Corp
Duchesne County, UT (NAD 1927)
Sec. 27-T3S-R7W
5-27D-37 BTR

Plan B

Design: MWD Survey

Sperry Drilling Services

Final Survey Report

18 September, 2012

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SEP 18 2012
DIV. OF OIL, GAS & MINING

Well Coordinates: 678,564.37 N, 2,232,265.24 E (40° 11' 36.17" N, 110° 40' 06.80" W)
Ground Level: 6,731.00 ft

Local Coordinate Origin:	Centered on Well 5-27D-37 BTR
Viewing Datum:	RKB 16' @ 6747.00ft (Patterson 506)
TVDs to System:	N
North Reference:	True
Unit System:	API - US Survey Feet - Custom

Geodetic Scale Factor Applied
Version: 2003.16 Build: 431

HALLIBURTON

Design Report for 5-27D-37 BTR - MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
130.00	0.64	132.99	130.00	-0.50	0.53	0.72	0.49
First MWD Survey							
194.00	0.68	136.85	193.99	-1.02	1.05	1.45	0.09
256.00	0.58	137.30	255.99	-1.51	1.52	2.13	0.16
314.00	0.58	121.05	313.99	-1.88	1.97	2.70	0.28
375.00	0.42	138.20	374.98	-2.21	2.38	3.22	0.36
435.00	0.35	120.11	434.98	-2.46	2.69	3.61	0.23
497.00	0.31	129.19	496.98	-2.66	2.98	3.95	0.11
558.00	0.44	148.12	557.98	-2.97	3.23	4.35	0.29
620.00	0.58	171.52	619.98	-3.48	3.40	4.85	0.40
681.00	0.74	135.35	680.97	-4.07	3.73	5.51	0.72
741.00	1.16	122.16	740.97	-4.67	4.51	6.47	0.78
803.00	1.28	135.50	802.95	-5.49	5.53	7.76	0.50
864.00	1.46	147.06	863.93	-6.63	6.43	9.21	0.54
924.00	1.52	150.58	923.91	-7.97	7.24	10.75	0.18
988.00	1.69	157.51	987.89	-9.58	8.01	12.49	0.40
1,051.00	1.84	145.48	1,050.86	-11.27	8.94	14.38	0.63
1,115.00	1.94	140.27	1,114.82	-12.95	10.22	16.49	0.31
1,178.00	1.53	162.53	1,177.80	-14.57	11.15	18.33	1.24
1,242.00	1.73	176.14	1,241.77	-16.35	11.47	19.91	0.68
1,305.00	1.95	164.13	1,304.74	-18.33	11.83	21.66	0.70
1,369.00	2.43	153.13	1,368.69	-20.59	12.74	23.97	0.99
1,432.00	2.26	162.52	1,431.64	-22.96	13.72	26.43	0.67
1,496.00	1.89	184.36	1,495.60	-25.22	14.02	28.35	1.35
1,559.00	2.24	162.45	1,558.56	-27.43	14.31	30.24	1.36
1,623.00	1.57	161.11	1,622.52	-29.45	14.97	32.22	1.05
1,686.00	1.59	173.67	1,685.50	-31.14	15.34	33.75	0.55
1,750.00	2.05	178.25	1,749.47	-33.16	15.48	35.39	0.75
1,813.00	2.45	180.92	1,812.42	-35.64	15.49	37.30	0.66
1,877.00	2.01	166.35	1,876.37	-38.09	15.73	39.35	1.12
1,940.00	1.79	143.00	1,939.34	-39.95	16.59	41.32	1.27
2,004.00	1.38	96.34	2,003.31	-40.84	17.95	42.88	2.05
2,067.00	1.18	82.61	2,066.30	-40.84	19.35	43.77	0.58
2,130.00	1.41	103.25	2,129.28	-40.93	20.75	44.74	0.82
2,194.00	1.72	120.93	2,193.26	-41.61	22.34	46.27	0.89
2,257.00	1.79	129.04	2,256.23	-42.71	23.91	48.13	0.41
2,321.00	2.16	138.52	2,320.19	-44.24	25.49	50.32	0.77
2,384.00	2.12	155.65	2,383.15	-46.20	26.76	52.63	1.01
2,448.00	2.76	225.44	2,447.10	-48.36	26.15	53.90	4.44
2,511.00	2.46	223.46	2,510.04	-50.40	24.14	54.18	0.50
2,575.00	1.95	203.42	2,573.99	-52.40	22.76	54.84	1.43
2,638.00	1.67	205.23	2,636.96	-54.21	21.94	55.71	0.45
2,701.00	1.36	190.95	2,699.94	-55.78	21.41	56.57	0.77
2,765.00	1.66	173.10	2,763.91	-57.44	21.37	57.83	0.87
2,828.00	1.52	158.22	2,826.89	-59.12	21.79	59.39	0.69
2,892.00	1.79	143.55	2,890.86	-60.72	22.70	61.20	0.78
2,944.00	2.15	145.84	2,942.83	-62.18	23.73	62.98	0.71
3,024.00	2.31	154.22	3,022.77	-64.87	25.28	66.04	0.45
3,087.00	2.31	158.00	3,085.72	-67.19	26.31	68.48	0.24

Design Report for 5-27D-37 BTR - MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
3,151.00	1.66	133.28	3,149.68	-69.02	27.46	70.63	1.66
3,214.00	1.53	97.00	3,212.66	-69.75	28.96	72.15	1.59
3,277.00	1.38	72.96	3,275.64	-69.63	30.52	73.05	0.99
3,341.00	1.94	74.00	3,339.61	-69.11	32.30	73.79	0.88
3,404.00	2.91	85.61	3,402.56	-68.69	34.92	75.14	1.72
3,468.00	3.62	94.57	3,466.45	-68.73	38.55	77.49	1.36
3,531.00	4.35	95.70	3,529.30	-69.12	42.91	80.58	1.17
3,595.00	5.56	96.56	3,593.06	-69.72	48.41	84.56	1.89
3,658.00	6.42	100.27	3,655.72	-70.69	54.91	89.46	1.50
3,722.00	6.90	103.93	3,719.28	-72.26	62.16	95.30	1.00
3,785.00	6.79	105.97	3,781.84	-74.19	69.41	101.43	0.42
3,849.00	6.62	109.12	3,845.40	-76.44	76.54	107.71	0.63
3,912.00	7.46	110.45	3,907.92	-79.06	83.80	114.37	1.36
3,976.00	7.73	111.42	3,971.36	-82.08	91.70	121.75	0.47
4,039.00	6.97	113.23	4,033.84	-85.14	99.16	128.86	1.26
4,102.00	6.45	115.94	4,096.41	-88.20	105.85	135.49	0.97
4,166.00	6.97	118.90	4,159.97	-91.64	112.48	142.39	0.98
4,230.00	7.23	120.77	4,223.48	-95.58	119.34	149.80	0.54
4,293.00	7.88	113.76	4,285.94	-99.35	126.70	157.40	1.79
4,357.00	7.83	112.37	4,349.34	-102.78	134.75	165.18	0.31
4,420.00	7.34	115.09	4,411.78	-106.12	142.36	172.62	0.96
4,484.00	6.62	118.59	4,475.31	-109.62	149.30	179.75	1.31
4,547.00	6.72	121.06	4,537.88	-113.25	155.65	186.61	0.48
4,611.00	7.40	119.52	4,601.40	-117.22	162.44	194.00	1.10
4,674.00	7.17	119.62	4,663.89	-121.16	169.39	201.47	0.37
4,737.00	6.73	116.77	4,726.43	-124.77	176.11	208.54	0.89
4,801.00	7.17	114.70	4,789.96	-128.12	183.08	215.58	0.79
4,864.00	7.20	117.05	4,852.46	-131.56	190.17	222.76	0.47
4,927.00	6.87	118.96	4,914.99	-135.18	196.98	229.89	0.64
4,991.00	6.83	116.65	4,978.53	-138.74	203.73	236.95	0.43
5,054.00	7.31	114.59	5,041.05	-142.09	210.73	243.99	0.86
5,118.00	7.56	115.38	5,104.51	-145.59	218.23	251.48	0.42
5,181.00	7.33	115.64	5,166.98	-149.10	225.60	258.90	0.37
5,244.00	6.84	117.42	5,229.50	-152.57	232.55	266.01	0.85
5,308.00	6.88	121.06	5,293.04	-156.30	239.22	273.14	0.68
5,371.00	7.13	123.26	5,355.57	-160.40	245.72	280.45	0.58
5,435.00	6.62	125.48	5,419.11	-164.71	252.05	287.81	0.90
5,498.00	6.22	126.42	5,481.72	-168.85	257.75	294.64	0.66
5,562.00	5.63	124.70	5,545.38	-172.69	263.12	301.03	0.96
5,625.00	5.76	128.45	5,608.07	-176.42	268.14	307.10	0.63
5,689.00	6.27	132.29	5,671.71	-180.77	273.24	313.70	1.01
5,752.00	6.46	136.63	5,734.32	-185.66	278.22	320.65	0.82
5,816.00	6.38	139.37	5,797.92	-190.98	283.01	327.80	0.49
5,879.00	6.44	142.32	5,860.53	-196.43	287.45	334.83	0.53
5,943.00	6.50	145.56	5,924.12	-202.26	291.69	342.02	0.58
6,006.00	6.10	149.71	5,986.74	-208.09	295.39	348.87	0.96
6,069.00	5.92	152.03	6,049.40	-213.85	298.60	355.36	0.48
6,133.00	5.71	154.99	6,113.07	-219.65	301.50	361.67	0.57
6,196.00	5.18	156.44	6,175.78	-225.09	303.96	367.43	0.87
6,260.00	5.06	157.31	6,239.53	-230.35	306.20	372.90	0.22
6,323.00	5.28	162.69	6,302.27	-235.68	308.14	378.24	0.84

Design Report for 5-27D-37 BTR - MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
6,387.00	4.45	172.74	6,366.04	-240.95	309.33	383.05	1.85
6,451.00	3.78	182.75	6,429.88	-245.52	309.54	386.70	1.53
6,514.00	3.58	182.57	6,492.75	-249.56	309.35	389.69	0.32
6,577.00	3.25	187.99	6,555.63	-253.29	309.02	392.34	0.73
6,641.00	3.17	191.52	6,619.53	-256.83	308.41	394.67	0.33
6,704.00	3.29	187.89	6,682.43	-260.32	307.82	396.98	0.38
6,767.00	2.98	190.18	6,745.34	-263.73	307.28	399.25	0.53
6,831.00	3.13	191.26	6,809.25	-267.08	306.64	401.42	0.25
6,895.00	3.17	190.61	6,873.15	-270.53	305.98	403.65	0.08
6,958.00	3.06	189.62	6,936.06	-273.90	305.37	405.85	0.19
7,021.00	2.97	188.57	6,998.97	-277.17	304.85	408.03	0.17
7,085.00	3.10	183.95	7,062.88	-280.54	304.48	410.39	0.43
7,148.00	2.90	185.25	7,125.80	-283.82	304.22	412.75	0.34
7,211.00	2.66	183.04	7,188.72	-286.87	304.00	414.95	0.42
7,275.00	2.00	195.49	7,252.67	-289.43	303.62	416.67	1.29
7,338.00	1.60	223.63	7,315.64	-291.13	302.72	417.40	1.52
7,402.00	1.48	237.26	7,379.62	-292.22	301.41	417.40	0.60
7,465.00	1.07	244.67	7,442.60	-292.91	300.19	417.16	0.70
7,528.00	0.94	227.86	7,505.59	-293.51	299.28	417.03	0.51
7,592.00	1.39	200.20	7,569.58	-294.59	298.62	417.44	1.11
7,656.00	1.37	209.89	7,633.56	-295.98	297.97	418.10	0.37
7,712.00	1.44	221.43	7,689.54	-297.09	297.17	418.44	0.52
7,775.00	1.58	239.70	7,752.52	-298.12	295.90	418.42	0.79
7,839.00	1.84	273.64	7,816.49	-298.50	294.11	417.57	1.61
7,902.00	1.90	283.41	7,879.46	-298.20	292.08	416.04	0.51
7,966.00	1.85	282.40	7,943.43	-297.73	290.04	414.37	0.09
8,029.00	1.43	269.71	8,006.40	-297.51	288.26	413.07	0.88
8,092.00	1.33	260.27	8,069.38	-297.64	286.76	412.20	0.39
8,156.00	1.36	258.85	8,133.37	-297.91	285.28	411.47	0.07
8,220.00	1.25	248.40	8,197.35	-298.32	283.89	410.89	0.41
8,283.00	1.64	205.77	8,260.33	-299.38	282.86	411.05	1.76
8,347.00	1.72	212.16	8,324.30	-301.02	281.95	411.72	0.32
8,410.00	1.60	243.08	8,387.28	-302.22	280.66	411.82	1.42
8,473.00	1.79	262.75	8,450.25	-302.74	278.90	411.10	0.97
8,537.00	1.67	273.28	8,514.22	-302.81	276.98	409.92	0.53
8,600.00	1.72	266.82	8,577.19	-302.81	275.11	408.73	0.31
8,664.00	1.63	258.65	8,641.17	-303.05	273.26	407.73	0.40
8,727.00	1.75	249.58	8,704.14	-303.56	271.48	406.99	0.46
8,790.00	1.82	241.51	8,767.11	-304.37	269.70	406.47	0.41
8,854.00	1.87	233.40	8,831.08	-305.48	267.97	406.22	0.42
8,917.00	1.91	236.10	8,894.04	-306.68	266.27	406.05	0.15
8,980.00	2.07	243.61	8,957.00	-307.77	264.38	405.68	0.49
9,043.00	2.14	229.27	9,019.96	-309.04	262.47	405.44	0.84
9,107.00	2.39	214.06	9,083.91	-310.93	260.82	405.83	1.01
9,171.00	2.69	208.60	9,147.85	-313.35	259.35	406.76	0.60
9,234.00	2.55	207.88	9,210.78	-315.89	257.99	407.84	0.23
Final MWD Survey							
9,800.00	2.55	207.88	9,776.22	-338.15	246.22	417.42	0.00
Survey Projection to TD							

Design Report for 5-27D-37 BTR - MWD Survey

Design Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
130.00	130.00	-0.50	0.53	First MWD Survey
9,234.00	9,210.78	-315.89	257.99	Final MWD Survey
9,800.00	9,776.22	-338.15	246.22	Survey Projection to TD

Vertical Section Information

User	Angle Type	Target	Azimuth (°)	Origin Type	Origin		Start TVD (ft)
					+N/-S (ft)	+E/-W (ft)	
User		5-27D-37 BTR_PlanB - Rev0_BHL Tgt	140.25	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
130.00	9,800.00	Sperry MWD Surveys	MWD

Targets

Target Name - hit/miss target - Shape	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
5-27D-37 - actual wellpath misses target center by 28.31ft at 9760.48ft MD (9736.74 TVD, -336.59 N, 247.04 E) - Point	0.00	0.00	9,738.00	-310.71	258.43	678,256.10	2,232,526.52	40° 11' 33.101 N	110° 40' 3.472 W
5-27D-37 BTR_Sec. - actual wellpath hits target center - Polygon	0.00	0.00	0.00	0.03	0.00	678,564.40	2,232,265.24	40° 11' 36.172 N	110° 40' 6.802 W
Point 1				107.00	-59.97	678,505.40	2,232,372.78		
Point 2				107.00	-559.97	678,005.46	2,232,377.43		
Point 3				107.00	-59.97	678,505.40	2,232,372.78		
5-27D-37 - actual wellpath misses target center by 56.03ft at 7057.01ft MD (7034.93 TVD, -279.04 N, 304.61 E) - Rectangle (sides W200.00 H200.00 D2,705.00)	0.00	0.00	7,033.00	-310.71	258.43	678,256.10	2,232,526.52	40° 11' 33.101 N	110° 40' 3.472 W

North Reference Sheet for Sec. 27-T3S-R7W - 5-27D-37 BTR - Plan B

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

Vertical Depths are relative to RKB 16' @ 6747.00ft (Patterson 506). Northing and Easting are relative to 5-27D-37 BTR

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

Projection method is Lambert Conformal Conic (2 parallel)

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

False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991834

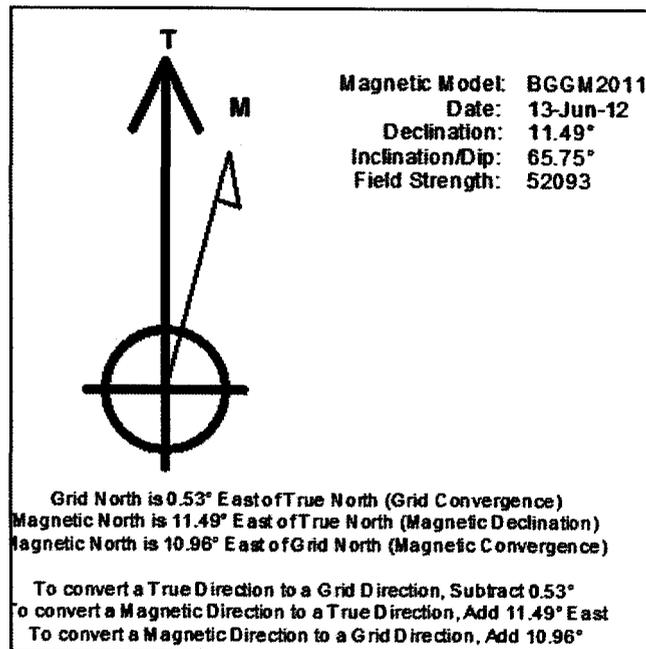
Grid Coordinates of Well: 678,564.37 ft N, 2,232,265.24 ft E

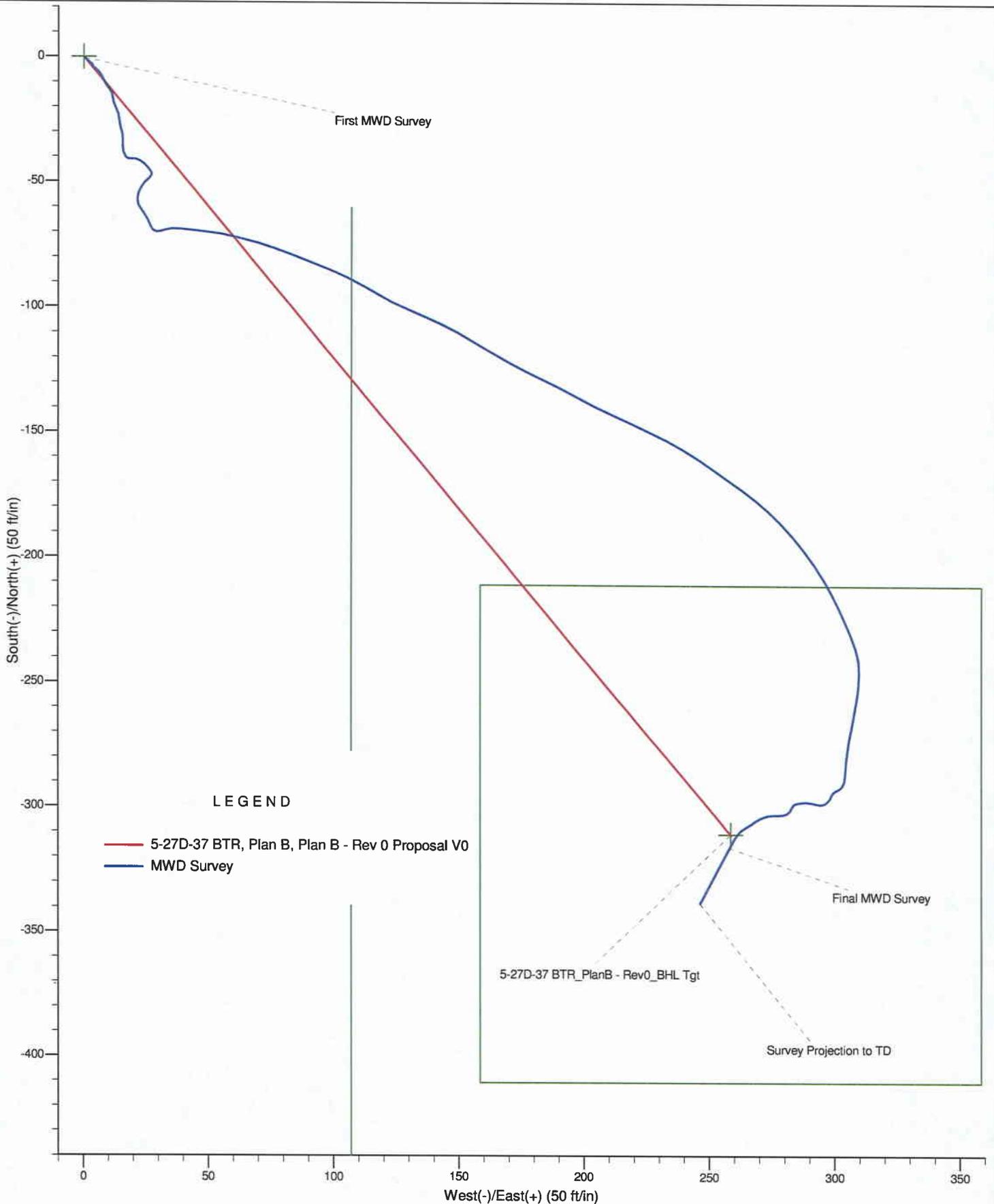
Geographical Coordinates of Well: 40° 11' 36.17" N, 110° 40' 06.80" W

Grid Convergence at Surface is: 0.53°

Based upon Minimum Curvature type calculations, at a Measured Depth of 9,800.00ft
the Bottom Hole Displacement is 418.29ft in the Direction of 143.94° (True).

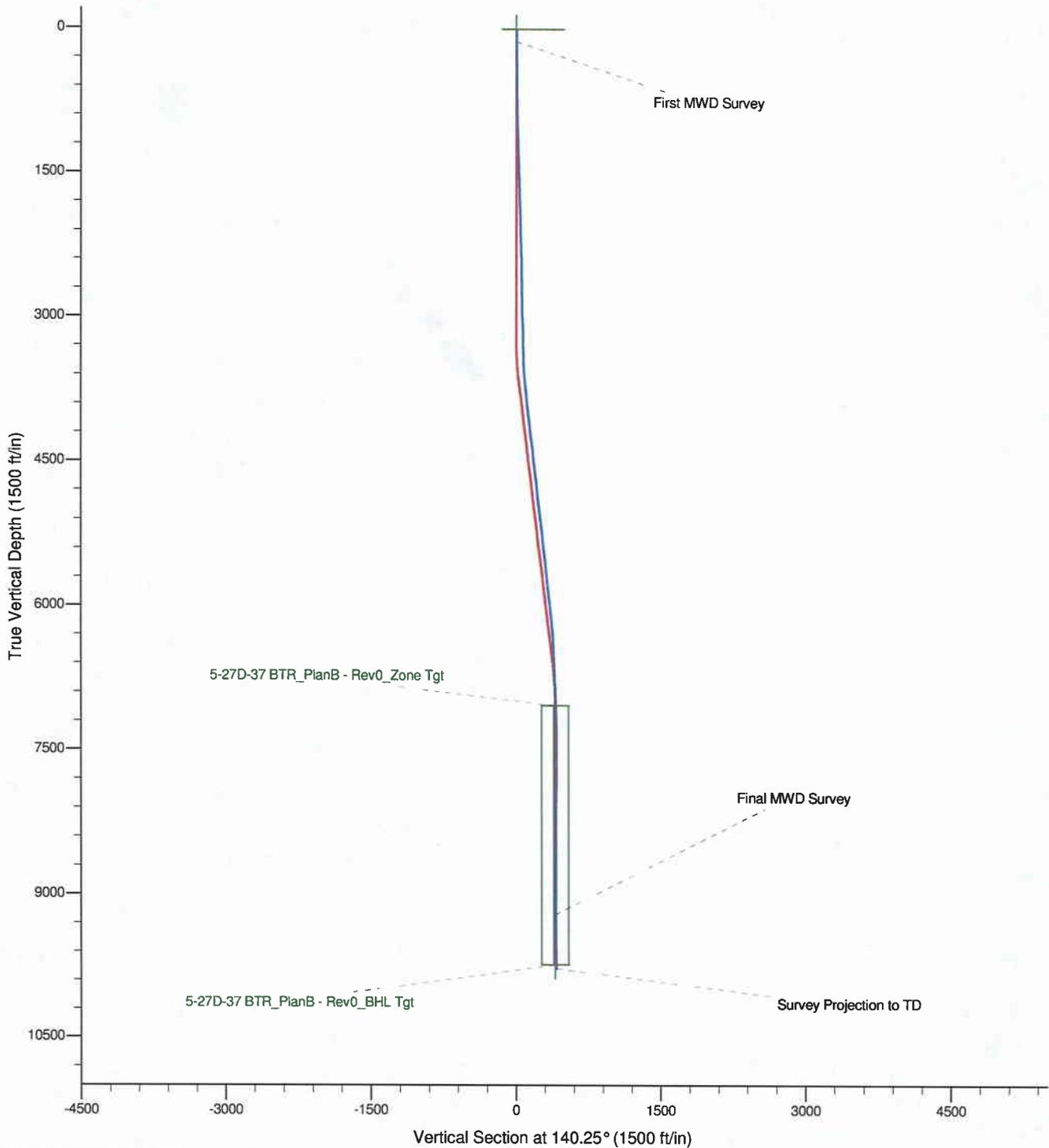
Magnetic Convergence at surface is: -10.96° (13 June 2012, , BGGM2011)





LEGEND

- 5-27D-37 BTR, Plan B, Plan B - Rev 0 Proposal V0
- MWD Survey



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

Effective Date: 11/1/2016

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

WELL INFORMATION:

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

OPERATOR CHANGES DOCUMENTATION:

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

REVIEW:

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

NEW OPERATOR BOND VERIFICATION:

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

DATA ENTRY:

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

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

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

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

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

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

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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"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<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

DIV. OIL GAS & MINING
BY: Rachael Medina

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

Request to Transfer Application or Permit to Drill

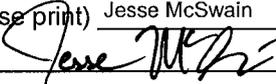
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

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

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

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

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

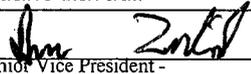
TRANSFER OF AUTHORITY TO INJECT

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

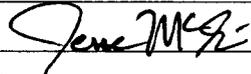
CURRENT OPERATOR

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

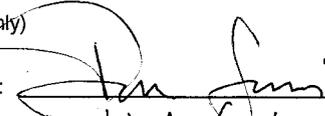
Name: Duane Zavadil
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

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: VIC Geologist

Approval Date: 11/3/16

Comments:

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

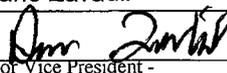
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

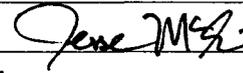
Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

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

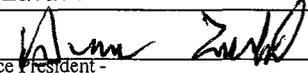
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

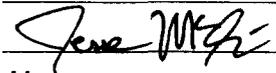
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE	Field or Unit Name CEDAR RIM
	Lease Designation and Number 2OG0005608
QQ, Section, Township, Range: SESE 9 3S 6W	State : UTAH

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 -</u> <u>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.*