

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 10-5-45 BTR | | | | |
| 2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/> | | | | | | 3. FIELD OR WILDCAT ALTAMONT | | | | |
| 4. TYPE OF WELL Oil Well Coalbed Methane Well: NO | | | | | | 5. UNIT or COMMUNITIZATION AGREEMENT NAME | | | | |
| 6. NAME OF OPERATOR BILL BARRETT CORP | | | | | | 7. OPERATOR PHONE 303 312-8164 | | | | |
| 8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202 | | | | | | 9. OPERATOR E-MAIL BHilgers@billbarrettcorp.com | | | | |
| 10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 1420H626261 | | | 11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/> | | | 12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/> | | | | |
| 13. NAME OF SURFACE OWNER (if box 12 = 'fee') | | | | | | 14. SURFACE OWNER PHONE (if box 12 = 'fee') | | | | |
| 15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') | | | | | | 16. SURFACE OWNER E-MAIL (if box 12 = 'fee') | | | | |
| 17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') Uintah and Ouray | | | 18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/> | | | 19. SLANT VERTICAL <input checked="" type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input type="checkbox"/> | | | | |
| 20. LOCATION OF WELL | | FOOTAGES | | QTR-QTR | SECTION | TOWNSHIP | RANGE | MERIDIAN | | |
| LOCATION AT SURFACE | | 1992 FSL 1982 FEL | | NWSE | 5 | 4.0 S | 5.0 W | U | | |
| Top of Uppermost Producing Zone | | 1992 FSL 1982 FEL | | NWSE | 5 | 4.0 S | 5.0 W | U | | |
| At Total Depth | | 1992 FSL 1982 FEL | | NWSE | 5 | 4.0 S | 5.0 W | U | | |
| 21. COUNTY DUCHESNE | | | 22. DISTANCE TO NEAREST LEASE LINE (Feet) 1982 | | | 23. NUMBER OF ACRES IN DRILLING UNIT 640 | | | | |
| | | | 25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 2661 | | | 26. PROPOSED DEPTH MD: 9475 TVD: 9475 | | | | |
| 27. ELEVATION - GROUND LEVEL 5921 | | | 28. BOND NUMBER LPM8874725 | | | 29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 43-180 | | | | |
| Hole, Casing, and Cement Information | | | | | | | | | | |
| String | Hole Size | Casing Size | Length | Weight | Grade & Thread | Max Mud Wt. | Cement | Sacks | Yield | Weight |
| Cond | 26 | 16 | 0 - 80 | 65.0 | Unknown | 8.8 | Unknown | 0 | 0.0 | 0.0 |
| Surf | 14.75 | 10.75 | 0 - 3000 | 45.5 | J-55 ST&C | 8.8 | Halliburton Light , Type Unknown | 790 | 3.16 | 11.0 |
| | | | | | | | Halliburton Premium , Type Unknown | 360 | 1.36 | 14.8 |
| Prod | 9.875 | 5.5 | 0 - 9475 | 17.0 | P-110 LT&C | 9.7 | Unknown | 890 | 2.31 | 11.0 |
| | | | | | | | Unknown | 1270 | 1.42 | 13.5 |
| ATTACHMENTS | | | | | | | | | | |
| VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES | | | | | | | | | | |
| <input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER | | | | | <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN | | | | | |
| <input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE) | | | | | <input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER | | | | | |
| <input 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 11/15/2011 | | | EMAIL vlangmacher@billbarrettcorp.com | | | | |
| API NUMBER ASSIGNED 43013510620000 | | | APPROVAL | | |  Permit Manager | | | | |

DRILLING PLAN

BILL BARRETT CORPORATION

10-5-45 BTR Well Pad

NW SE, 1992' FSL and 1982' FEL, Section 5, T4S - R5W, USB&M
Duchesne County, UT

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

| <u>Formation</u> | <u>Depth – MD/TVD</u> |
|-------------------------|------------------------------|
| Lower Green River* | 5,010' |
| Douglas Creek | 5,890' |
| Black Shale | 6,735' |
| Castle Peak | 6,960' |
| Uteland Butte | 7,265' |
| Wasatch* | 7,510' |
| TD | 9,475' |

*PROSPECTIVE PAY

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

Base of Useable Water = 5,600'

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# | | | |
| 14 3/4" | Surface | 3,000' | 10-3/4" | 45.5# | J or K 55 | BT&C | New |
| 9-7/8" & 8-3/4" | Surface | TD | 5 1/2" | 17# | P-110 | LT&C | New |

NOTE: If necessary due to lost circulation, BBC would like to request the option to set 7-5/8", 33.70# P-110 LT&C to a depth of 7,510', then drill a 6-1/2" hole to TD and run 5-1/2" casing as a 2200' liner (200' liner lap).

Bill Barrett Corporation
 Drilling Program
 #10-5-45 BTR
 Duchesne County, Utah

5. **Cementing Program**

| <u>Casing</u> | <u>Cement</u> |
|---|---|
| 16" Conductor Casing | Grout |
| 14-3/4" hole for 10-3/4" Surface Casing | <p><i>Lead</i> with approximately 790 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft³/sx) circulated to surface with 75% excess. Planned top of lead cement at surface.</p> <p><i>Tail</i> with approximately 360 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft³/sx). Calculated hole volume with 75% excess. Planned top of tail cement at 2,500'.</p> |
| 9-7/8 hole for 5 1/2" Production Casing May reduce hole size to 8-3/4" at 6000' if minimal hole problems. | <p><i>Lead</i> with approximately 890 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft³/sx). Planned top of lead cement at 2,500'</p> <p><i>Tail</i> with approximately 1270 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft³/sx). Planned top of tail cement at 6,235'.</p> |
| <p>NOTE: If 7-5/8" casing is necessary, cement with Lead with approximately 700 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft³/sx). Tail with approximately 240 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft³/sx). Planned TOC surface. We will perform a FIT to 10.2 ppg after drilling 20' of new hole.</p> <p>The 5-1/2" liner would be cemented with 300 sx of Class G 50/50 Poz w/ 2% gel (14.2 ppg) with additives from TD to 200' above TOL.</p> | |

6. **Mud Program**

| <u>Interval</u> | <u>Weight</u> | <u>Viscosity</u> | <u>Fluid Loss (API filtrate)</u> | <u>Remarks</u> |
|--|---------------|------------------|----------------------------------|----------------------------------|
| 0' – 80' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 80' – 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 |
| <p>Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.</p> | | | | |

Bill Barrett Corporation
 Drilling Program
 #10-5-45 BTR
 Duchesne County, Utah

7. Testing, Logging and Core Programs

| | |
|---|--|
| Cores | None anticipated |
| Testing | None anticipated; drill stem tests may be run on shows of interest; |
| Sampling | 30' to 50' samples; surface casing to TD. Preserve samples all show intervals; |
| Surveys | MWD as needed to land wellbore; |
| Logging | DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion. |
| NOTE: If BBC pursues the "Alternate" program, a suite of the above logs will be run on both the intermediate and production hole sections. | |

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4779 psi* and maximum anticipated surface pressure equals approximately 2695 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: June 2012
 Spud: June 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.



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

AS OF: 2/18/2011

Well Name: 10-5-45 BTR

Surface Hole Data:

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

Calculated Data:

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

Cement Data:

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

Calculated # of Sacks:

| | |
|--------------|-----|
| # SK's Lead: | 790 |
|--------------|-----|

| | | |
|--------------|--------|---------------------|
| Tail Yield: | 1.36 | ft ³ /sk |
| % Excess: | 75% | |
| Top of Tail: | 2,500' | |

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

Production Hole Data:

| | |
|----------------|--------|
| Total Depth: | 9,475' |
| Top of Cement: | 2,500' |
| Top of Tail: | 6,235' |
| OD of Hole: | 9.875" |
| OD of Casing: | 5.500" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 2055.4 | ft ³ |
| Lead Fill: | 3,735' | |
| Tail Volume: | 1783.2 | ft ³ |
| Tail Fill: | 3,240' | |

Cement Data:

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

Calculated # of Sacks:

| | |
|--------------|------|
| # SK's Lead: | 890 |
| # SK's Tail: | 1270 |

| |
|---|
| 10-5-45 BTR Proposed Cementing Program |
|---|

| <u>Job Recommendation</u> | <u>Surface Casing</u> |
|-----------------------------------|--|
| Lead Cement - (2500' - 0') | |
| Halliburton Light Premium | Fluid Weight: 11.0 lbm/gal |
| 5.0 lbm/sk Silicalite Compacted | Slurry Yield: 3.16 ft ³ /sk |
| 0.25 lbm/sk Kwik Seal | Total Mixing Fluid: 19.48 Gal/sk |
| 0.125 lbm/sk Poly-E-Flake | Top of Fluid: 0' |
| 2.0% Bentonite | Calculated Fill: 2,500' |
| | Volume: 433.46 bbl |
| | Proposed Sacks: 790 sks |
| Tail Cement - (TD - 2500') | |
| Premium Cement | Fluid Weight: 14.8 lbm/gal |
| 2.0% Calcium Chloride | Slurry Yield: 1.36 ft ³ /sk |
| | Total Mixing Fluid: 6.37 Gal/sk |
| | Top of Fluid: 2,500' |
| | Calculated Fill: 500' |
| | Volume: 86.69 bbl |
| | Proposed Sacks: 360 sks |

| <u>Job Recommendation</u> | <u>Production Casing</u> |
|--------------------------------------|--|
| Lead Cement - (6235' - 2500') | |
| Tuned Light™ System | Fluid Weight: 11.0 lbm/gal |
| | Slurry Yield: 2.31 ft ³ /sk |
| | Total Mixing Fluid: 10.65 Gal/sk |
| | Top of Fluid: 2,500' |
| | Calculated Fill: 3,735' |
| | Volume: 366.06 bbl |
| | Proposed Sacks: 890 sks |
| Tail Cement - (9475' - 6235') | |
| Econocem™ System | Fluid Weight: 13.5 lbm/gal |
| 0.125 lbm/sk Poly-E-Flake | Slurry Yield: 1.42 ft ³ /sk |
| 1.0 lbm/sk Granulite TR 1/4 | Total Mixing Fluid: 6.61 Gal/sk |
| | Top of Fluid: 6,235' |
| | Calculated Fill: 3,240' |
| | Volume: 317.57 bbl |
| | Proposed Sacks: 1270 sks |

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

BILL BARRETT CORPORATION

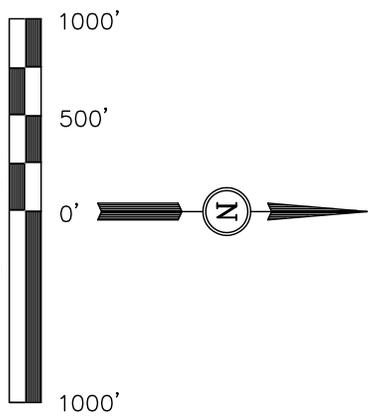
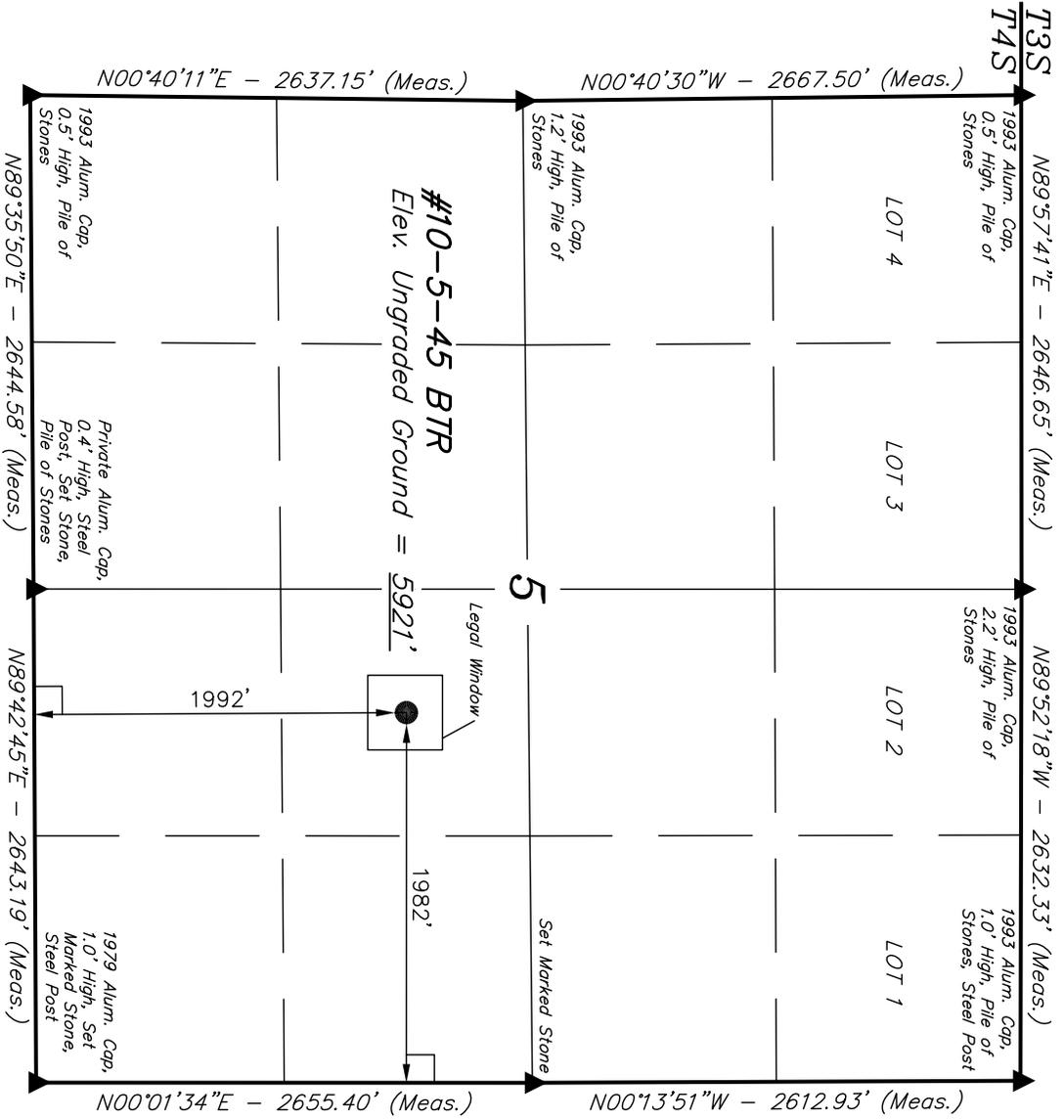
Well location, #10-5-45 BTR, located as shown in the NW 1/4 SE 1/4 of Section 5, T4S, R5W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

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

BASIS OF BEARINGS

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



CERTIFICATE
THIS IS TO CERTIFY THAT THE ABOVE PART WAS PREPARED FROM THE ORIGINAL 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.

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

REVISED: 01-10-11

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

SCALE 1" = 1000'
DATE SURVEYED: 11-16-10 DATE DRAWN: 12-15-10

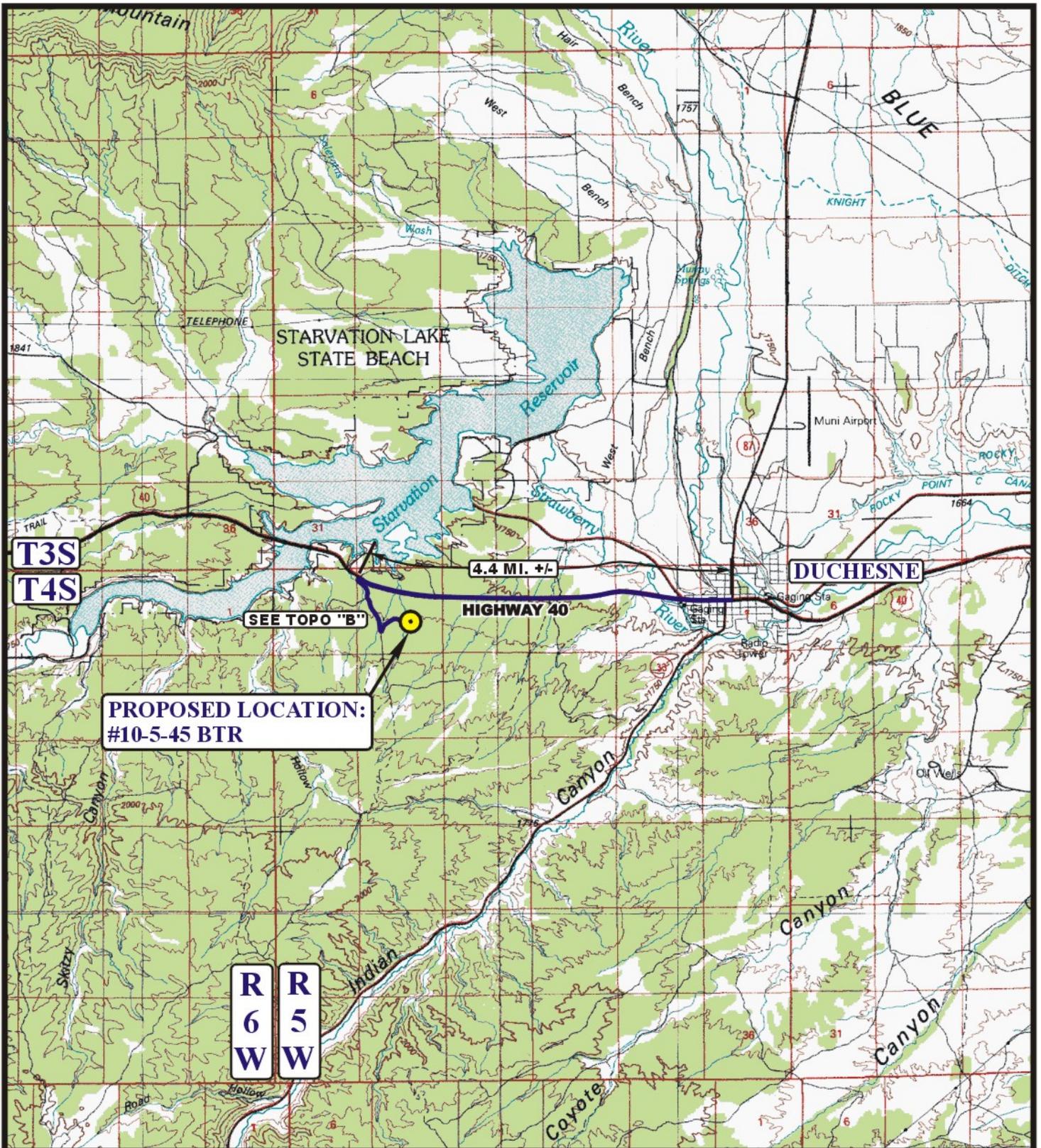
PARTY T.A. C.N. S.B. REFERENCES G.L.O. PLAT

WEATHER COLD FILE BILL BARRETT CORPORATION

LEGEND:

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

| NAD 83 (SURFACE LOCATION) | |
|---------------------------|----------------------------|
| LATITUDE = | 40°09'37.10" (40.160306) |
| LONGITUDE = | 110°28'18.35" (110.471764) |
| NAD 27 (SURFACE LOCATION) | |
| LATITUDE = | 40°09'37.25" (40.160347) |
| LONGITUDE = | 110°28'15.79" (110.471053) |



**PROPOSED LOCATION:
#10-5-45 BTR**

LEGEND:

 PROPOSED LOCATION



BILL BARRETT CORPORATION

**#10-5-45 BTR
SECTION 5, T4S, R5W, U.S.B.&M.
1992' FSL 1982' FEL**



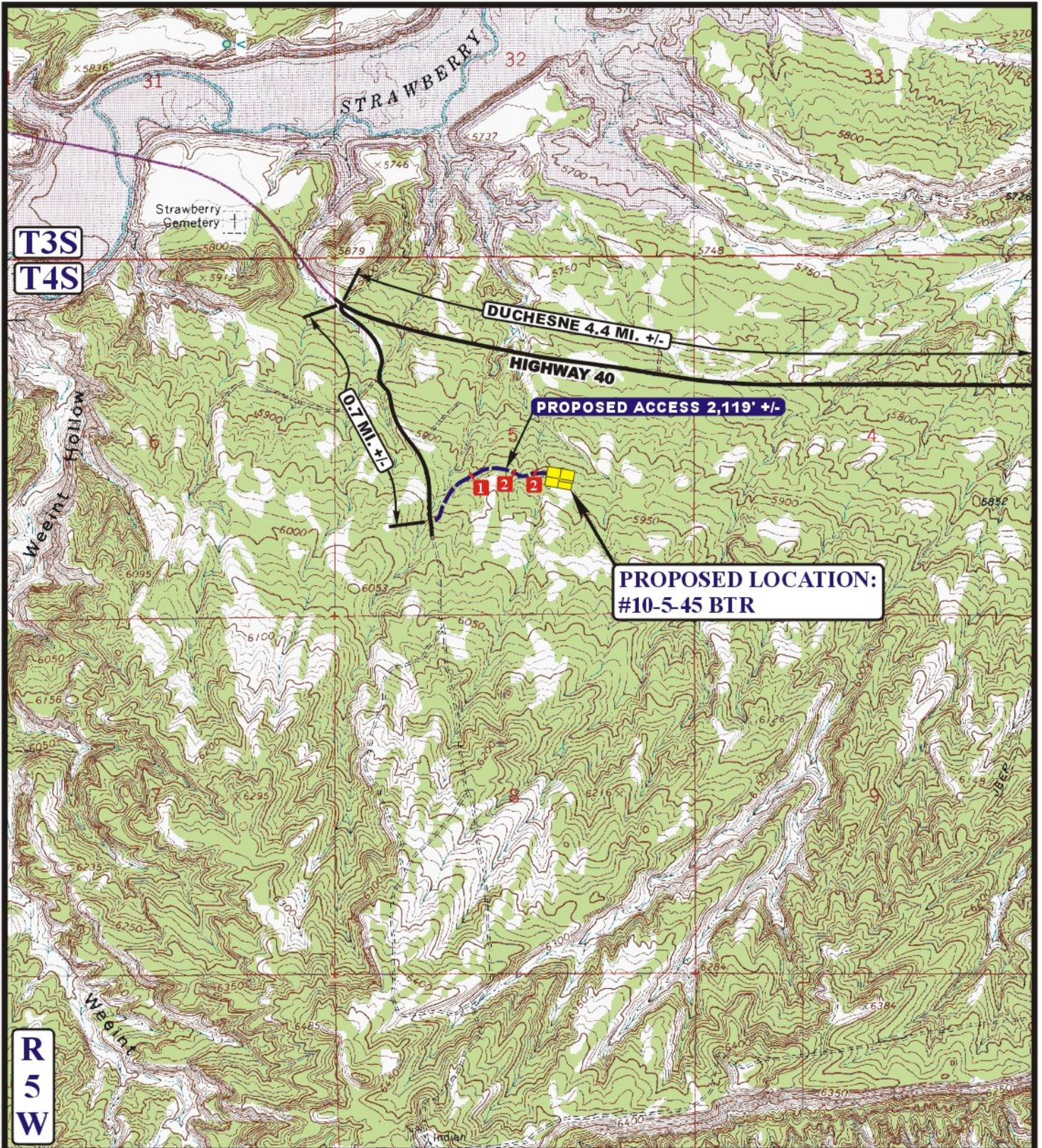
Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

12 12 10
MONTH DAY YEAR

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





LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD
-  24" CMP REQUIRED
-  36" CMP REQUIRED

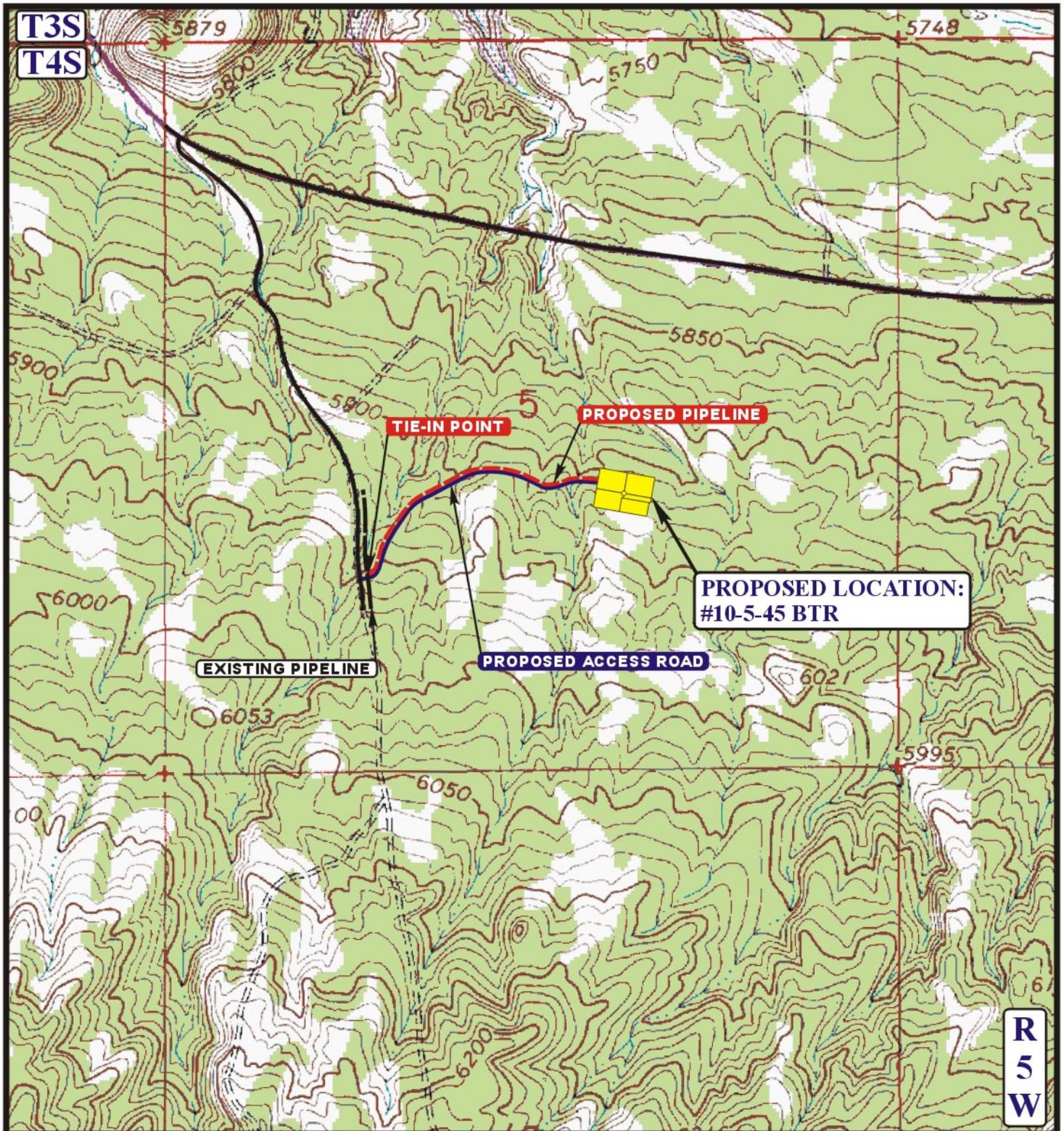
U&L S Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813



BILL BARRETT CORPORATION

#10-5-45 BTR
SECTION 5, T4S, R5W, U.S.B.&M.
1992' FSL 1982' FEL

TOPOGRAPHIC MAP **12 12 10**
 MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: J.J. REVISED: 00-00-00 **B TOPO**



APPROXIMATE TOTAL PIPELINE DISTANCE = 2,122' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- PROPOSED PIPELINE

BILL BARRETT CORPORATION

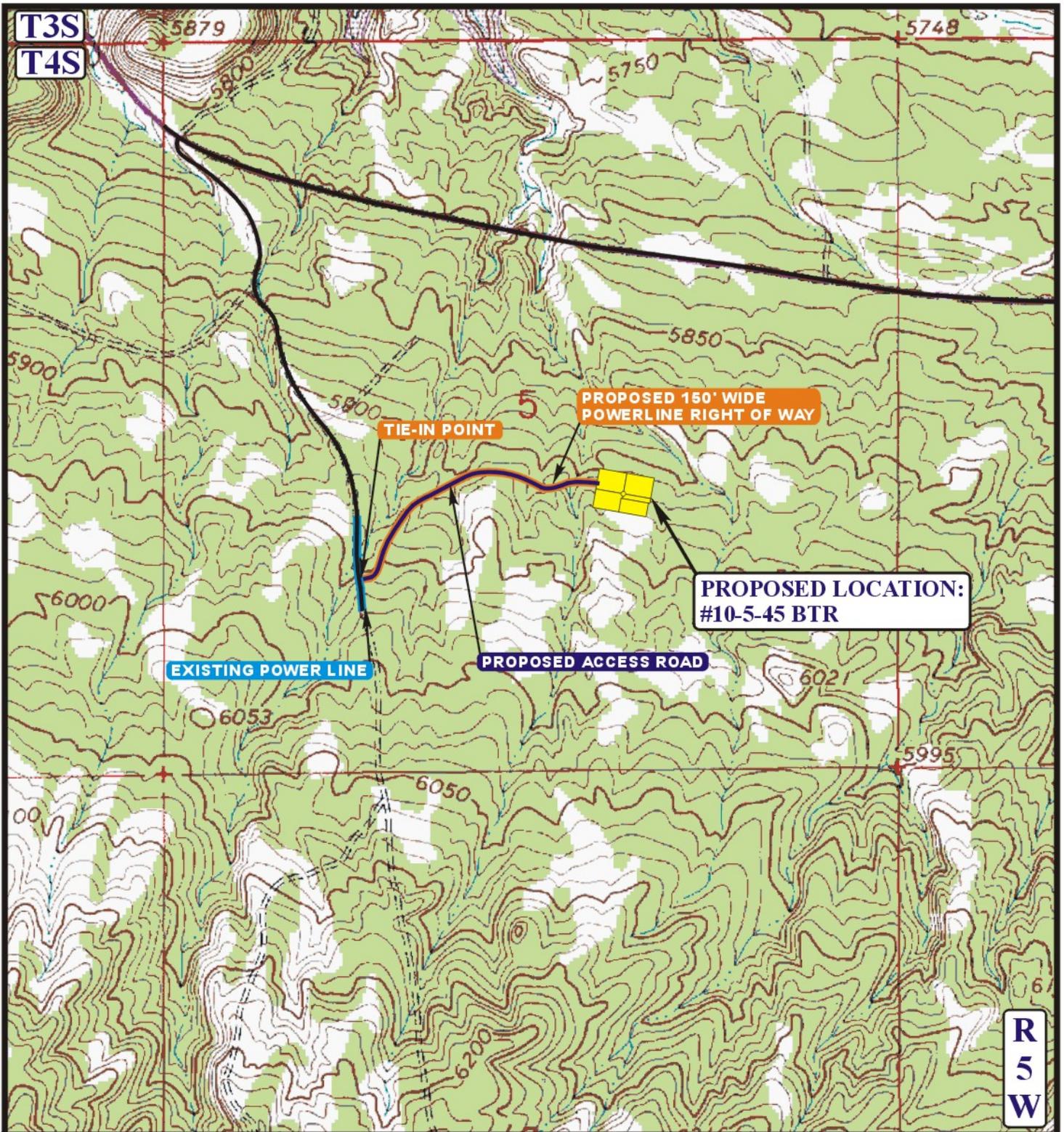
#10-5-45 BTR
SECTION 5, T4S, R5W, U.S.B.&M.
1992' FSL 1982' FEL

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



TOPOGRAPHIC MAP 12 12 10
 MONTH DAY YEAR
 SCALE: 1" = 1000' DRAWN BY: J.J. REVISED: 00-00-00





APPROXIMATE TOTAL POWER LINE DISTANCE = 2,119' +/-

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING POWERLINE
-  PROPOSED POWERLINE

BILL BARRETT CORPORATION

#10-5-45 BTR
SECTION 5, T4S, R5W, U.S.B.&M.
1992' FSL 1982' FEL

U&L S Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
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TOPOGRAPHIC MAP **12 12 10**
MONTH DAY YEAR
SCALE: 1" = 1000' DRAWN BY: J.J. REVISED: 00-00-00

D
TOPO

31

32

33

3S/5W

32-1

1-5-45 BTR

5-4-45_BTR

5-1(1-5D5)

5

10-5-45_BTR

4

6



One Mile Radius Map

10-5-45 BTR Pad
NWSE, Section 5, T4S, R5W
Duchesne County, Utah

Legend

- Oil - 4 Total
- P&A - 2 Total

December 20, 2010

2

7-8-45 BTR

8

9

4S/5W

7

SURFACE USE PLAN

BILL BARRETT CORPORATION

10-5-45 BTR Well Pad

NW SE, 1992 FSL and 1982' FEL, Section 5, T4S - R5W, USB&M
Duchesne County, Utah

The onsite inspection for this pad occurred on October 14, 2011. No site specific conditions or changes were received as a result of the onsite, with no plat changes requested.

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 5.5 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 State Highway 40 would be utilized from Duchesne for 4.4 miles to the existing BBC maintained 16-7-45 BTR access road that would be utilized for 0.7 miles and provides access to the planned new access road.
- c. Project roads would require routine year-round maintenance to provide year-round access. Maintenance would include inspections, reduction of ruts and holes, maintenance to keep water off the road, replacement of surfacing materials, and clearing of sediment blocking ditches and culverts. Should snow removal become necessary, roads would be cleared with a motor grader and snow would be stored along the down gradient side to prohibit runoff onto the road. Aggregate would be used as necessary to maintain a solid running surface and minimize dust generation.
- d. Vehicle operators would obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions. Travel would be limited to the existing access roads and proposed access road.
- e. The use of roads under State and Duchesne County Road Department maintenance are necessary to access the project area with no improvements proposed. No encroachment or pipeline crossing permits are required.
- f. All existing roads would be maintained and kept in good repair during all phases of operation.

2. **Planned Access Road:**

- a. Approximately 2,119 feet of new access road trending east is planned from the existing 16-7-45 BTR access road (see Topographic Map B). The proposed access road crosses entirely Ute Tribe surface.

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Surface Use Plan
#10-5-45 BTR
Duchesne County, UT

- b. The planned access road would be constructed to a 30-foot ROW width with an 18-foot travel surface. See section 12.d. below for disturbance estimates.
- c. New road construction and improvements of existing roads would typically require the use of motor graders, crawler tractors, 10-yard end dump trucks, and water trucks. The standard methodology for building new roads involves the use of a crawler tractor or track hoe to windrow the vegetation to one side of the road corridor, remove topsoil to the opposing side of the corridor, and rough-in the roadway. This is followed by a grader or bulldozer to establish barrow ditches and crown the road surface. Where culverts are required, a track hoe or backhoe would trench the road and install the culverts. Some hand labor would be required when installing and armoring culverts. Road base or gravel in some instances would be necessary and would be hauled in and a grader used to smooth the running surface.
- d. The proposed road would be constructed to facilitate drainage, control erosion and minimize visual impacts by following natural contours where practical. No unnecessary side-casting of material would occur on steep slopes.
- e. A maximum grade of 10% would be maintained throughout the project with minimum cuts and fills, as necessary, to access the well.
- f. Excess rock from construction of the pad may be used for surfacing of the access road if necessary. Any additional aggregate necessary would be obtained from private or State of Utah lands in conformance with applicable regulations. Aggregate would be of sufficient size, type, and amount to allow all weather access and alleviate dust.
- g. Where topsoil removal is necessary, it would be windrowed (i.e. stockpiled/accumulated along the edge of the ROW and in a low row/pile parallel with the ROW) and re-spread over the disturbed area after construction and backfilling are completed. Vegetation removed from the disturbed area would also be re-spread to provide protection, nutrient recycling, and a seed source for reclamation.
- h. Turnouts are not proposed.
- i. One 24-inch and two 36-inch culverts are proposed along the proposed access. 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.

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Surface Use Plan
#10-5-45 BTR
Duchesne County, UT

1. All access roads and surface disturbing activities would conform to the appropriate standard, **no higher than necessary**, to accommodate their intended function adequately as outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards for Oil and Gas Exploration and Development, Fourth Edition – Revised 2007.
- m. The operator would be responsible for all maintenance needs of the new access road.
3. Location of Existing Wells (see One-Mile Radius Map):
 - a. Following is a list of wells with surface hole locations within a one-mile radius of the proposed pad:

| | |
|-----------------------|------|
| i. water wells | none |
| ii. injection wells | none |
| iii. disposal wells | none |
| iv. drilling wells | none |
| v. temp shut-in wells | none |
| vi. producing wells | four |
| vii. abandoned wells | two |
4. Location of Production Facilities
 - a. Surface facilities would consist of a wellhead, separator, gas meter, combustor, (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 ESP or gas lift unit, electrical or with a natural gas or diesel 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 ESP or gas lift to assist liquid production. The prime mover for pump jacks or Roto-flex units would be small (100 horsepower or less), electric motor or natural gas or diesel fired internal combustion engines. If a gas lift is installed, it would be set on a 10 ft x 25 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 electricity.
 - 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.

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Surface Use Plan
#10-5-45 BTR
Duchesne County, UT

- d. Gas meter run(s) would be constructed and located on lease within 500 feet of the wellheads. Meter runs would be housed and/or fenced. As practicably feasible, meters would be equipped with remote telemetry monitoring systems. All gas production and measurement shall comply with the provisions of 43 CFR 3162.7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.
- e. A combustor may be installed at this location for control of associated condensate tank emissions. A combustor ranges from 24 inches to 48 inches wide and is approximately 27 ft tall. Combustor placement would be on existing disturbance.
- f. Approximately 2,122 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 west to the existing 16-7-45 BTR pipeline corridor. Pipelines would be constructed of steel, polyethylene or fiberglass and would connect to the proposed pipeline servicing nearby BBC wells. The pipeline crosses entirely Ute Tribe surface.
- g. The new segment of gas pipeline would be surface laid within a 30 foot wide pipeline corridor adjacent to the proposed access road. See 12.d below for disturbance estimates.
- h. Construction of the ROW would temporarily utilize the 30 foot disturbed width for the road for a total disturbed width of 60 foot for the road and pipeline corridors. The use of the proposed well site and access roads would facilitate the staging of the pipeline construction.
- i. Pipeline construction methods and practices would be planned and conducted by BBC with the objective of enhancing reclamation and fostering the re-establishment of the native plant community.
- j. All permanent above-ground structures would be painted a flat, non-reflective Beetle Green color, 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.

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 Surface Use Plan
 #10-5-45 BTR
 Duchesne County, UT

5. Location and Type of Water Supply:

- a. Water for the drilling and completion would be trucked from any of the following locations:

| Water Right No. and Application or Change No. | Applicant | Allocation | Date | Point of Diversion | Source |
|---|--------------------------------------|-----------------------------|-----------|----------------------|-------------------|
| 43-180 | Duchesne City Water Service District | 5 cfs | 8/13/2004 | Knight Diversion Dam | Duchesne River |
| 43-1202, Change a13837 | Myton City | 5.49 cfr and 3967 acre feet | 3/21/1986 | Knight Diversion Dam | Duchesne River |
| 43-10444, Appln A57477 | Duchesne County Upper Country Water | 2 cfs | 1994 | Ditch at Source | Cow Canyon Spring |
| 43-10446, Appln F57432 | Duchesne County Upper Country Water | 1.58 cfs | 1994 | Ditch at Source | Cow Canyon Spring |
| 43-1273, Appln A17462 | J.J.N.P. Company | 7 cfs | 1946 | Strawberry River | Strawberry River |
| 43-1273, Appln t36590 | J.J.N.P. Company | 4 cfs | 6/03/2010 | Strawberry River | Strawberry River |

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

6. Source of Construction Material:

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

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.

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 Surface Use Plan
 #10-5-45 BTR
 Duchesne County, UT

- c. The reserve would be lined with 12 mil (minimum) thickness polyethylene nylon reinforced liner material. The liner(s) would overlay straw, dirt and/or bentonite if rock is encountered during excavation. The liner would overlap the pit walls and be covered with dirt and/or rocks to hold them in place. No trash, scrap pipe, or other materials that could puncture the liner would be discarded in the pit. A minimum of two feet of free board would be maintained between the maximum fluid level and the top of the reserve pit at all times.
- d. To deter livestock from entering the pit, the three sides exterior to the location would be fenced before drilling starts. Following the conclusion of drilling and completion activities, the fourth side would also be fenced.
- e. Drill cuttings would be contained in the pit and buried on-site for a period not to exceed six months, weather permitting
- f. Produced fluids from the well other than water would be decanted into steel test tank(s) until such time as construction of production facilities is completed. Any oil that may be accumulated would be transferred to a permanent production tank. Produced water may be used in further drilling and completion activities, evaporated in the pit, or would be hauled to one of the state-approved disposal facilities below:

| Disposal Facilities |
|---|
| 1. RNI Industries, Inc. – Pleasant Valley Disposal Pits, Sec. 25, 26, 35 & 36, T4S-R3W |
| 2. Pro Water LLC – Blue Bench 13-1 Disposal Well (43-013-30971) NENE, Sec. 13, T3S-R5W |
| 3. RN Industries, Inc. – Bluebell Disposal Ponds, Sec. 2, 4 & 9, T2S-R2W |
| 4. Water Disposal, Inc. – Harmston 1-32-A1 Disposal Well (43-013-30224), UTR #00707, Sec. 32, T1S-R1W |
| 5. Unified Water Pits – Sec. 31, T2S-R4W |
| 6. Iowa Tank Line Pits – 8500 BLM Fence Road, Pleasant Valley |

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

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#10-5-45 BTR
Duchesne County, UT

natural gas condensate and crude oil and methanol may be stored or used in reportable quantities. Small quantities of retail products (paint/spray paints, solvents {e.g., WD-40}, and lubrication oil) containing non-reportable volumes of hazardous substances may be stored and used on site at any time. No extremely hazardous substances, as defined in 40 CFR 355, would be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the wells.

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

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#10-5-45 BTR
Duchesne County, UT

tool pusher, and others that are required to be on location at all times. The well pad could include up to five single wide mobile homes or fifth wheel campers/trailers.

- c. A surface powerline corridor 2,119 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 285 feet with an inboard reserve pit size of 200 feet x 100 feet x 8 feet deep. See section 12.d below for disturbance estimates.
- e. Within the approved well pad location, a crawler tractor would strip whatever topsoil is present and stockpile it along the edge of the well pad for use during reclamation. Vegetation would be distributed along the sides of the well pad.
- f. Fill from pit excavation would be stockpiled along the edge of the pit and the adjacent edge of the well pad.
- g. Use of erosion control measures, including proper grading to minimize slopes, diversion terraces and ditches, mulching, terracing, riprap, fiber matting, temporary sediment traps, and broad-based drainage dips or low water crossings would be employed by BBC as necessary and appropriate to minimize erosion and surface runoff during well pad construction and operation. Cut and fill slopes would be constructed such that stability would be maintained for the life of the activity.
- h. All cut and fill slopes would be such that stability can be maintained for the life of the activity.
- i. Diversion ditches would be constructed, if necessary, around the well site to prevent surface waters from entering the well site area.
- j. Water application may be implemented if necessary to minimize the amount of fugitive dust.
- k. All surface disturbing activities would be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.

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Surface Use Plan
#10-5-45 BTR
Duchesne County, UT

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.
- b. Site reclamation would be accomplished for portions of the well pad not required for the continued operation of the well on this pad within six months of completion, weather permitting.
- c. The operator would control noxious weeds along access road use authorizations and well site by spraying or mechanical removal, according to the Utah Noxious Weed Act and as set forth in the approved surface damage agreements.
- d. Rat and mouse holes would be filled and compacted from bottom to top immediately upon release of the drilling rig from location. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1. The reserve pit would be allowed to dry prior to the commencement of backfilling work. No attempts would be made to backfill the reserve pit until it is free of standing water. Once dry, the liner would be torn and perforated before backfilling.
- e. The reserve pit and that portion of the location not needed for production facilities/operations would be recontoured to the approximate natural contours. Areas not used for production purposes would be backfilled and blended into the surrounding terrain, reseeded and erosion control measures installed. Mulching, erosion control measures and fertilization may be required to achieve acceptable stabilization. Back slopes and fore slopes would be reduced as practical and scarified with the contour. The reserved topsoil would be evenly distributed over the slopes and scarified along the contour. Slopes would be seeded with the Ute Tribe specified seed mix.
- f. Topsoil salvaged from the drill site and stored for more than one year would be placed at the location indicated on the well site layout drawing and graded to a depth optimum to maintain topsoil viability, seeded with the Ute Tribe prescribed seed mixture and covered with mulch for protection from wind and water erosion and to discourage the invasion of weeds.

11. Surface and Mineral Ownership:

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

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Surface Use Plan
#10-5-45 BTR
Duchesne County, UT

12. Other Information:

- a. Montgomery Archeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies by Montgomery as MOAC Report No. 10-256 dated May 24, 2011.
- b. BBC would require that their personnel, contractors, and subcontractors to comply with Federal regulations intended to protect archeological and cultural resources.
- c. Project personnel and contractors would be educated on and subject to the following requirements:
 - No dogs or firearms within the Project Area.
 - No littering within the Project Area.
 - Smoking within the Project Area would only be allowed in off-operator active locations or in specifically designated smoking areas. All cigarette butts would be placed in appropriate containers and not thrown on the ground or out windows of vehicles; personnel and contractors would abide by all fire restriction orders.
 - Campfires or uncontained fires of any kind would be prohibited.
 - Portable generators used in the Project Area would have spark arrestors.
- d. Disturbance estimates:

Approximate Acreage Disturbances

| | | | |
|-----------|-----------|-------|-------|
| Well Pad | | 3.461 | acres |
| Access | 2119 feet | 1.460 | acres |
| Pipeline | 2122 feet | 1.462 | acres |
| Powerline | 2119 feet | 7.298 | acres |

Total 13.681 acres

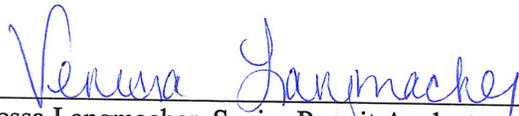
Bill Barrett Corporation
Surface Use Plan
#10-5-45 BTR
Duchesne County, UT

OPERATOR CERTIFICATION

Certification:

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

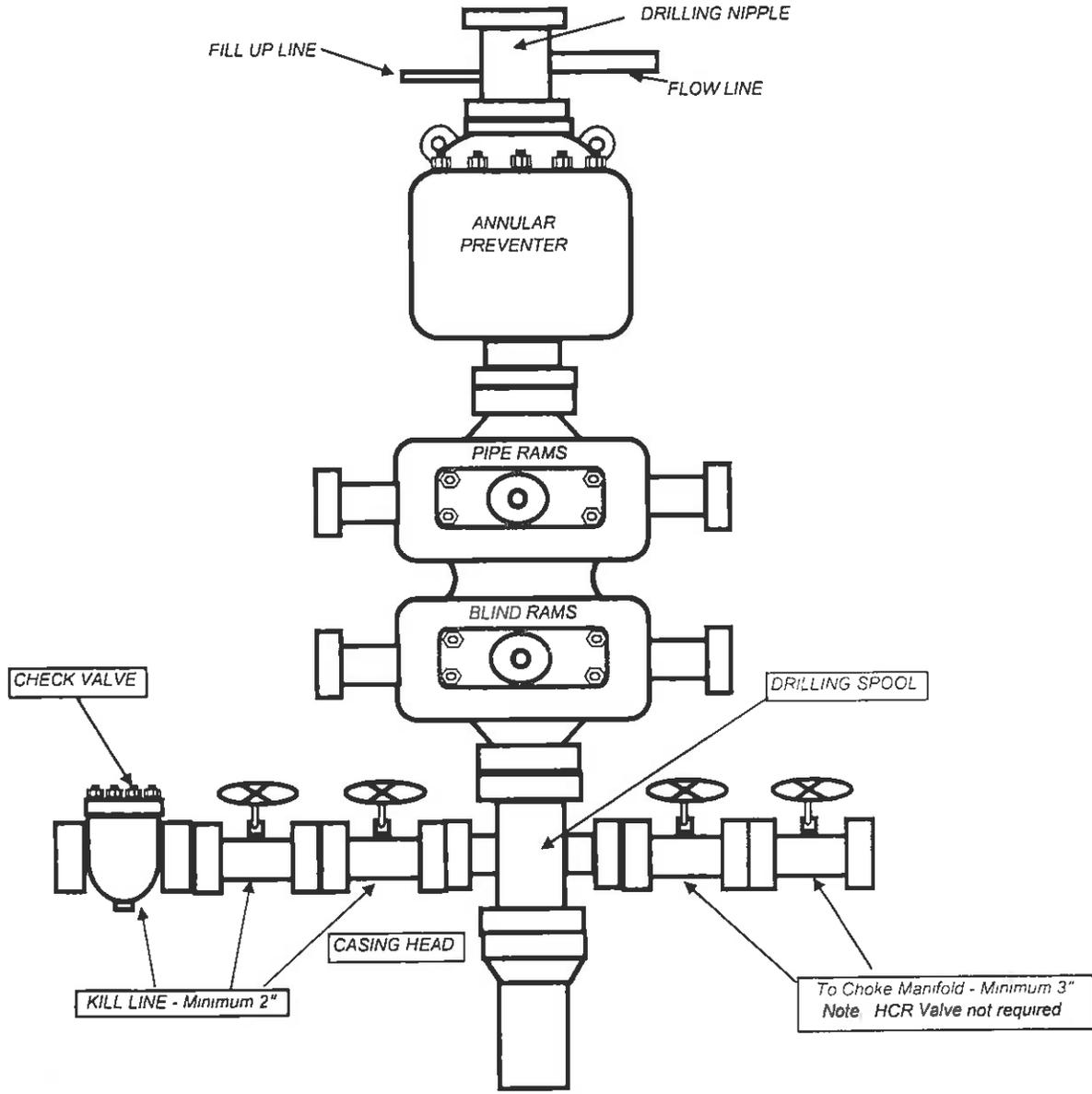
Executed this 15th day of November 2011
Name: Venessa Langmacher
Position Title: Senior Permit Analyst
Address: 1099 18th Street, Suite 2300, Denver, CO 80202
Telephone: 303-312-8172
E-mail: vlangmacher@billbarrettcorp.com
Field Representative Kary Eldredge / Bill Barrett Corporation
Address: 1820 W. Highway 40, Roosevelt, UT 84066
Telephone: 435-725-3515 (office); 435-724-6789 (mobile)
E-mail: keldredge@billbarrettcorp.com



Venessa Langmacher, Senior Permit Analyst

BILL BARRETT CORPORATION

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



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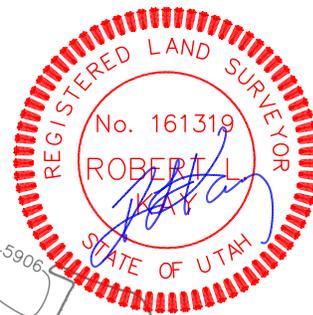
LOCATION LAYOUT FOR

#10-5-45 BTR

SECTION 5, T4S, R5W, U.S.B.&M.

1992' FSL 1982' FEL

FIGURE #1

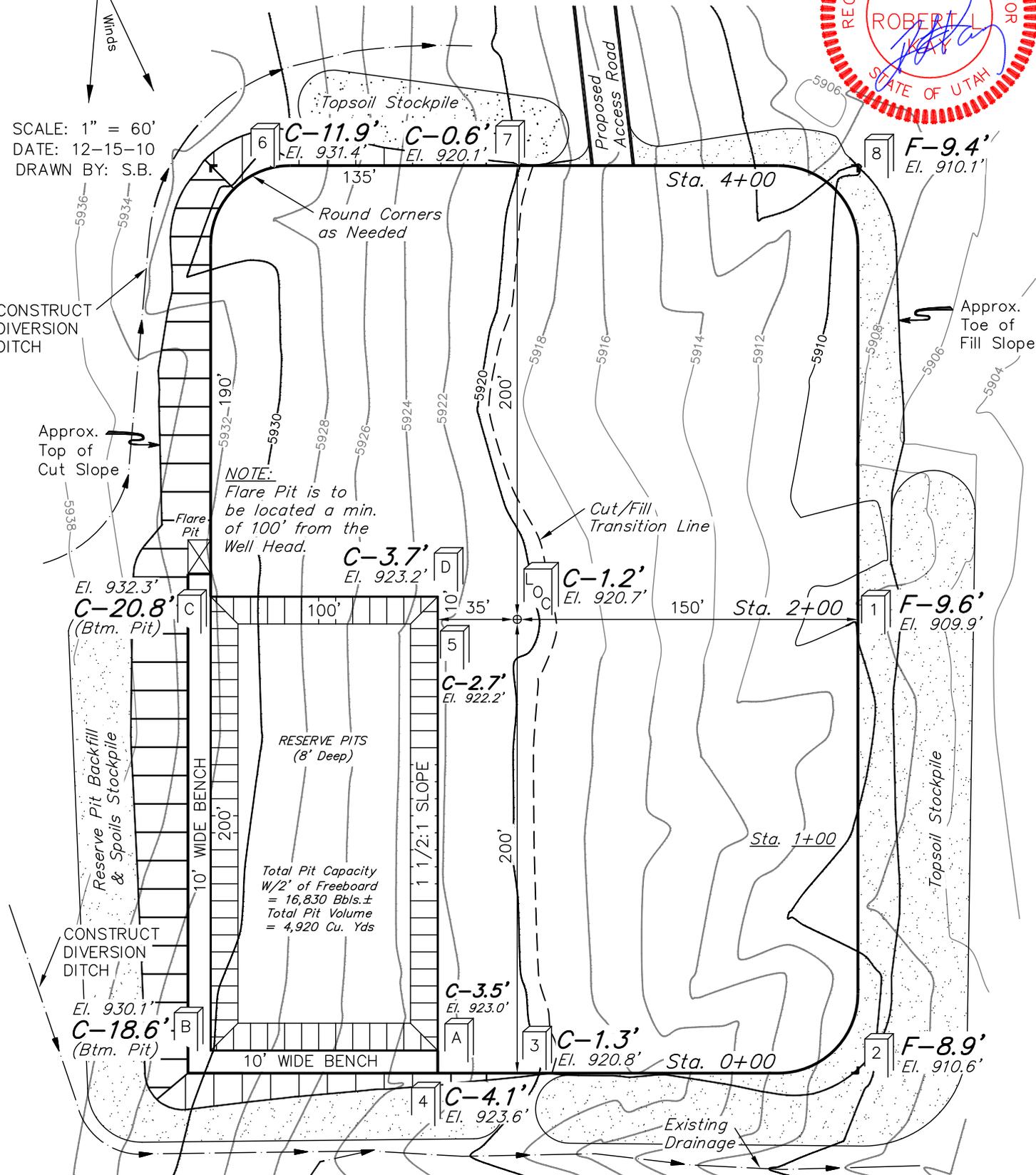


SCALE: 1" = 60'
DATE: 12-15-10
DRAWN BY: S.B.

CONSTRUCT DIVERSION DITCH

Approx. Top of Cut Slope

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



RESERVE PITS (8' Deep)
Total Pit Capacity W/2' of Freeboard = 16,830 Bbls.±
Total Pit Volume = 4,920 Cu. Yds

Elev. Ungraded Ground At Loc. Stake = 5920.7'
FINISHED GRADE ELEV. AT LOC. STAKE = 5919.5'

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

RECEIVED: November 15, 2011

BILL BARRETT CORPORATION

TYPICAL CROSS SECTION FOR

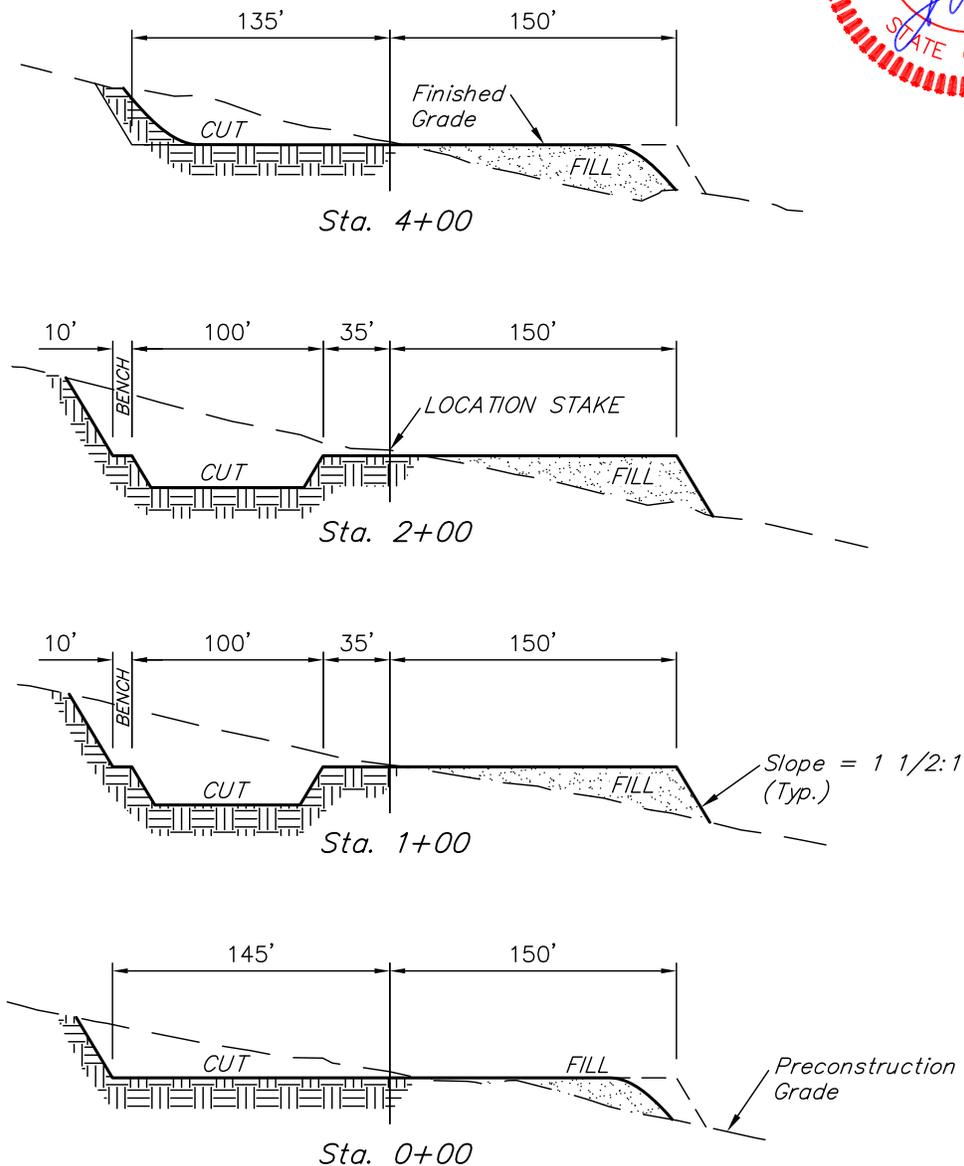
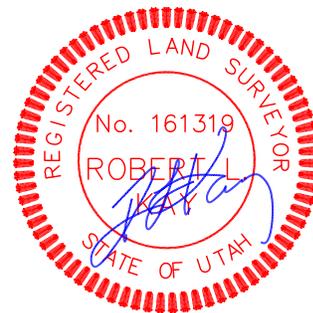
#10-5-45 BTR

SECTION 5, T4S, R5W, U.S.B.&M.

1992' FSL 1982' FEL

FIGURE #2

1" = 40'
 X-Section Scale
 1" = 100'
 DATE: 12-15-10
 DRAWN BY: S.B.



NOTE:

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

* NOTE: FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

| | |
|-------------------------|-------------------------|
| (12") Topsoil Stripping | = 5,230 Cu. Yds. |
| Remaining Location | = 18,140 Cu. Yds. |
| TOTAL CUT | = 23,370 CU.YDS. |
| FILL | = 15,680 CU.YDS. |

| | |
|---|------------------|
| EXCESS MATERIAL | = 7,690 Cu. Yds. |
| Topsoil & Pit Backfill (1/2 Pit Vol.) | = 7,690 Cu. Yds. |
| EXCESS UNBALANCE (After Interim Rehabilitation) | = 0 Cu. Yds. |

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TYPICAL RIG LAYOUT FOR

#10-5-45 BTR

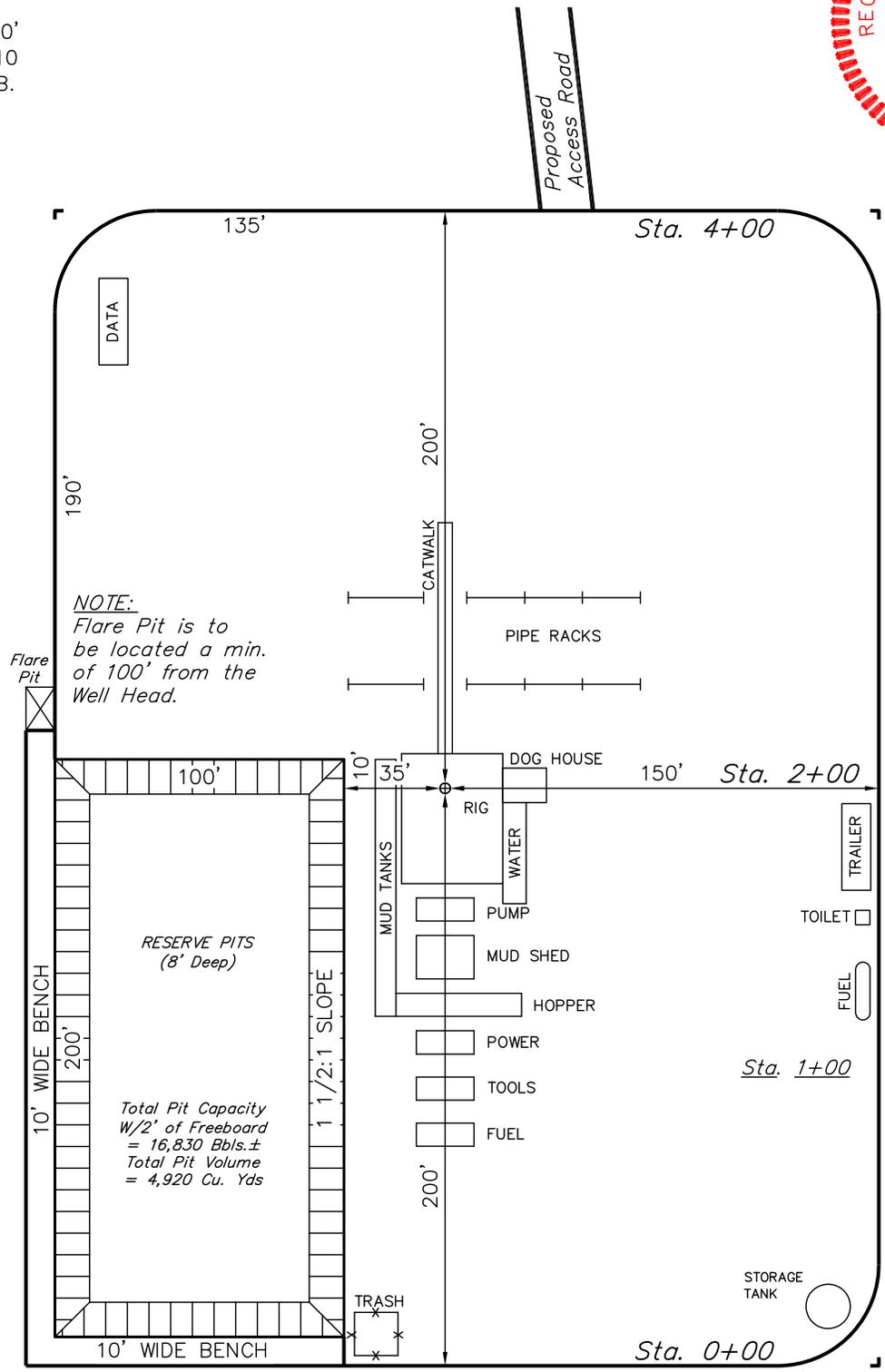
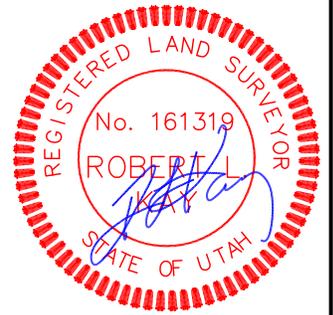
SECTION 5, T4S, R5W, U.S.B.&M.

1992' FSL 1982' FEL

FIGURE #3



SCALE: 1" = 60'
DATE: 12-15-10
DRAWN BY: S.B.



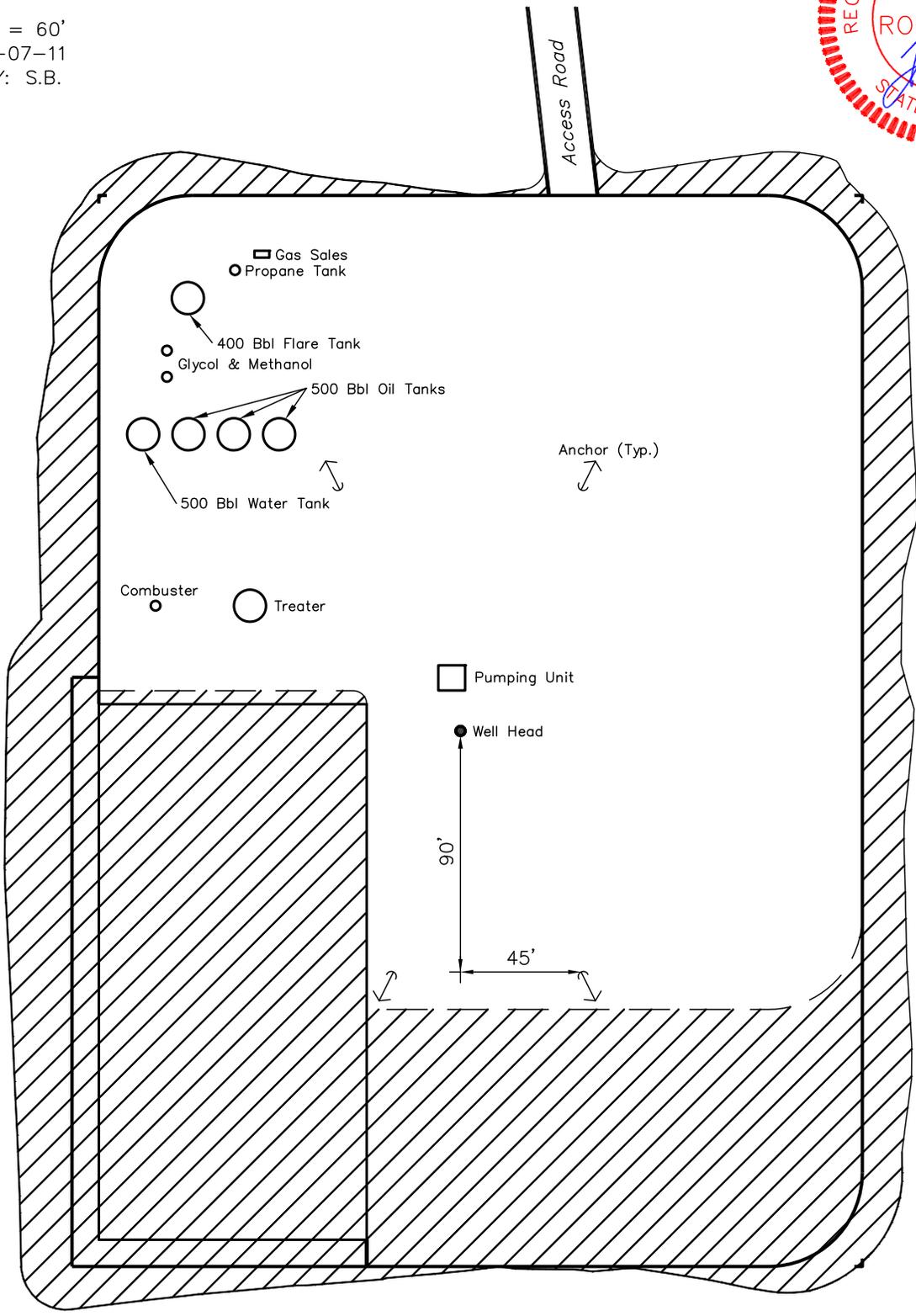
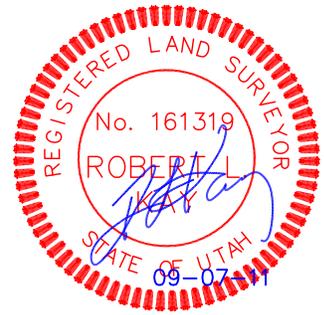
BILL BARRETT CORPORATION
INTERIM RECLAMATION PLAN FOR

FIGURE #4

#10-5-45 BTR
SECTION 5, T4S, R5W, U.S.B.&M.
1992' FSL 1982' FEL



SCALE: 1" = 60'
DATE: 09-07-11
DRAWN BY: S.B.

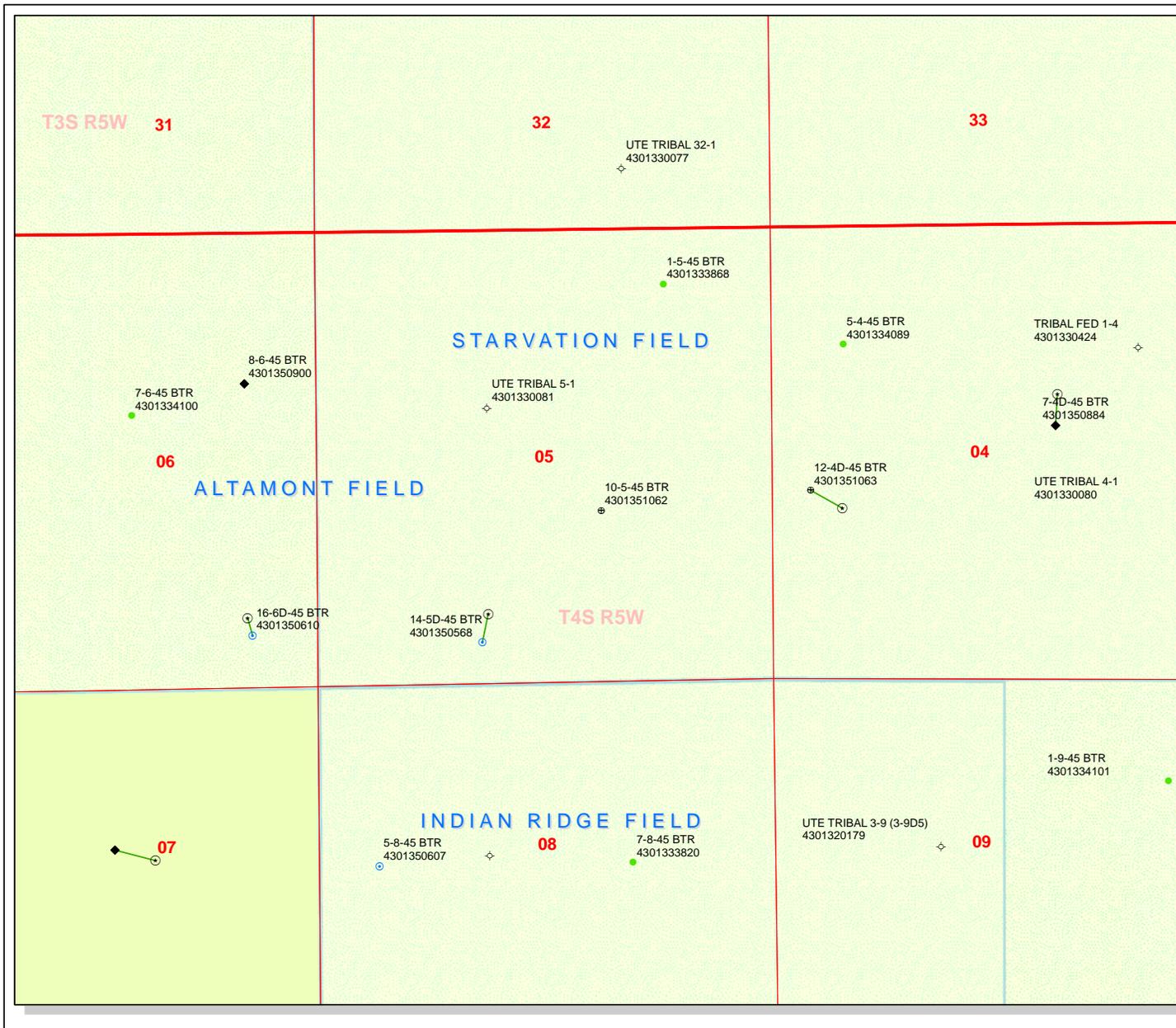


INTERIM RECLAMATION

APPROXIMATE ACREAGES
UN-RECLAIMED = ± 1.698 ACRES

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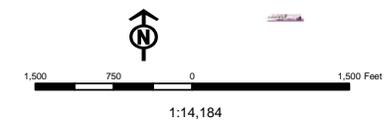
RECEIVED: November 15, 2011



API Number: 4301351062
Well Name: 10-5-45 BTR
 Township T0.4 . Range R0.5 . Section 05
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 GEOTHERMAL | PA - Plugged Abandoned |
| PP OIL | PGW - Producing Gas Well |
| SECONDARY | POW - Producing Oil Well |
| TERMINATED | RET - Returned APD |
| Unknown | SGW - Shut-in Gas Well |
| ABANDONED | SOW - Shut-in Oil Well |
| ACTIVE | TA - Temp. Abandoned |
| COMBINED | TW - Test Well |
| INACTIVE | WDW - Water Disposal |
| STORAGE | WW - Water Injection Well |
| TERMINATED | WSW - Water Supply Well |



WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 11/15/2011**API NO. ASSIGNED:** 43013510620000**WELL NAME:** 10-5-45 BTR**OPERATOR:** BILL BARRETT CORP (N2165)**PHONE NUMBER:** 303 312-8172**CONTACT:** Venessa Langmacher**PROPOSED LOCATION:** NWSE 05 040S 050W**Permit Tech Review:** **SURFACE:** 1992 FSL 1982 FEL**Engineering Review:** **BOTTOM:** 1992 FSL 1982 FEL**Geology Review:** **COUNTY:** DUCHESNE**LATITUDE:** 40.16026**LONGITUDE:** -110.47190**UTM SURF EASTINGS:** 544973.00**NORTHINGS:** 4445678.00**FIELD NAME:** ALTAMONT**LEASE TYPE:** 2 - Indian**LEASE NUMBER:** 1420H626261**PROPOSED PRODUCING FORMATION(S):** GREEN RIVER-WASATCH**SURFACE OWNER:** 2 - Indian**COALBED METHANE:** NO**RECEIVED AND/OR REVIEWED:**

- PLAT**
- Bond:** INDIAN - LPM8874725
- Potash**
- Oil Shale 190-5**
- Oil Shale 190-3**
- Oil Shale 190-13**
- Water Permit:** 43-180
- 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 LGRRV-WSTC Wells in Drl Unit
- R649-3-11. Directional Drill**

Comments: Presite Completed**Stipulations:** 4 - Federal Approval - 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: 10-5-45 BTR
API Well Number: 43013510620000
Lease Number: 1420H626261
Surface Owner: INDIAN
Approval Date: 11/22/2011

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.

Notification Requirements:

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

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

OR

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

Reporting Requirements:

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

- Entity Action Form (Form 6) – due within 5 days of spudding the well
- Monthly Status Report (Form 9) – due by 5th day of the following calendar month

- Requests to Change Plans (Form 9) – due prior to implementation
- Written Notice of Emergency Changes (Form 9) – due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) – due prior to implementation
- Report of Water Encountered (Form 7) – due within 30 days after completion
- Well Completion Report (Form 8) – due within 30 days after completion or plugging

Approved By:

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

For John Rogers
Associate Director, Oil & Gas

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

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

NOV 16 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. 1420H626261 |
| 1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone | | 6. If Indian, Allottee or Tribe Name UINTAH AND OURAY |
| 2. Name of Operator BILL BARRETT CORPORATION Contact: 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. 10-5-45 BTR |
| 3b. Phone No. (include area code) Ph: 303-312-8172 Fx: 303-291-0420 | | 9. API Well No. 43-013-510102 |
| 4. Location of Well (Report location clearly and in accordance with any State requirements.)* At surface NWSE 1992FSL 1982FEL 40.160306 N Lat, 110.471764 W Lon At proposed prod. zone NWSE 1992FSL 1982FEL 40.160306 N Lat, 110.471764 W Lon | | 10. Field and Pool, or Exploratory UNDESIGNATED |
| 14. Distance in miles and direction from nearest town or post office* 5.5 MILES WEST OF DUCHESNE, UT | | 11. Sec., T., R., M., or Blk. and Survey or Area Sec 5 T4S R5W Mer UBM SME: BIA |
| 15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 1982' | 16. No. of Acres in Lease 638.80 | 12. County or Parish DUCHESNE |
| 17. Spacing Unit dedicated to this well 640.00 | 13. State UT | 20. BLM/BIA Bond No. on file WYB000040- LPM8874725 |
| 18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 2661' | 19. Proposed Depth 9475 MD 9475 TVD | 23. Estimated duration 60 DAYS (D&C) |
| 21. Elevations (Show whether DF, KB, RT, GL, etc.) 5921 GL | 22. Approximate date work will start 06/01/2012 | |

24. Attachments

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

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

| | | |
|---|---|---------------------|
| 25. Signature (Electronic Submission) | Name (Printed/Typed) VENESSA LANGMACHER Ph: 303-312-8172 | Date 11/15/2011 |
| Title SENIOR PERMIT ANALYST | | |
| Approved by (Signature) | Name (Printed/Typed) Jerry Kenczka | Date JUN 11 2012 |
| 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 #123279 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by LESLIE ROBINSON on 11/21/2011 (12LBR0147AE) OF OIL, GAS & MINING

RECEIVED

JUN 19 2012

NOTICE OF APPROVAL

** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED **

UDOGM

1440805A9

11/5 9/7/2011



**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: 10-5-45 BTR
API No: 43-013-51062

Location: NWSE, Sec. 5, T4S, R5W
Lease No: 14-20-H62-6261
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: blm_ut_vn_opreport@blm.gov . |
| BOP & Related Equipment Tests (Notify BLM Supv. Petroleum Tech.) | - Twenty-Four (24) hours prior to initiating pressure tests. |
| First Production Notice (Notify BLM Petroleum Engineer) | - Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days. |

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

Additional Stipulations:

- Production Equipment will be painted Beetle Green to help blend into the surrounding vegetation.
- All construction of the road and pipeline must stay within the approved area within the ROW application and approval by the Ute Tribe.
- On the 10-5-45 BTR location, Bill Barrett Corp. will install 3 culverts, one 24-inch diameter and two 36-inch culverts (as shown on the TOPO "B" well plat in the application for permit to drill).
- On the 1-10D-45 BTR well location, Bill Barrett Corp. will pull in well pad corner #6 by at least 6feet to reduce fill on that side on the pad. Also the topsoil on this pad will be moved from corners #2 and #3 to near pit corner #C to minimize amount of unconsolidated topsoil on the steeper slopes.
- See Exhibit One of the approved EA U&O-FY12-Q2-071 for additional mitigation measures that must be followed for the proposed road and pipeline. There are also site specific COAs of concern towards the back of that document that must be adhered to.

General Conditions of Approval:

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

- All Company employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COA's, and/or ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- The personnel from the Ute Tribe Energy & Minerals Department should be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- Upon completion of Application for Corridor Right-Way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

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

SITE SPECIFIC DOWNHOLE COAs:

- A CBL shall be run from TD to TOC 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 BLM_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 ($\frac{1}{4}$ $\frac{1}{4}$, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if

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

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

| | |
|--|---|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626261 |
| 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: Uintah 7. UNIT or CA AGREEMENT NAME: |
| 1. TYPE OF WELL Oil Well | 8. WELL NAME and NUMBER: 10-5-45 BTR |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | 9. API NUMBER: 43013510620000 |
| 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: 1992 FSL 1982 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSE Section: 05 Township: 04.0S Range: 05.0W Meridian: U | 9. FIELD and POOL or WILDCAT: ALTAMONT COUNTY: DUCHESNE STATE: UTAH |

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

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|--|---|---|---|
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 7/31/2012 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> ACIDIZE <input checked="" 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.

BBC requests to revise the surface casing for the subject well from 10-3/4" to 9-5/8". Please see revised drilling program attached.

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

Date: July 23, 2012

By: *Derek Quist*

| | | |
|--|-------------------------------------|---------------------------------------|
| NAME (PLEASE PRINT) Venessa Langmacher | PHONE NUMBER 303 312-8172 | TITLE Senior Permit Analyst |
| SIGNATURE N/A | DATE 7/19/2012 | |

BILL BARRETT CORPORATION
DRILLING PLAN

10-5-45 BTR

NW SE, 1992' FSL and 1982' FEL, Section 5, T4S-R5W, USB&M
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* | 5,010' | 5,010' |
| Douglas Creek | 5,890' | 5,890' |
| Black Shale | 6,735' | 6,735' |
| Castle Peak | 6,960' | 6,960' |
| Uteland Butte | 7,265' | 7,265' |
| Wasatch* | 7,510' | 7,510' |
| TD | 9,475' | 9,475' |

*PROSPECTIVE PAY

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

Base of Useable Water = 2,955'

3. BOP and Pressure Containment Data

| <u>Depth Intervals</u> | <u>BOP Equipment</u> |
|---|---|
| 0 – 2,800' | No pressure control required |
| 2,800' – 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 | 2,800' | 9 5/8" | 36# | J or K 55 | ST&C | New |
| 8 3/4" | Surface | TD | 5 1/2" | 17# | P-110 | LT&C | New |

Bill Barrett Corporation
 Drilling Program
 10-5-45 BTR
 Duchesne County, Utah

5. Cementing Program

| | |
|--------------------------|---|
| 16" Conductor Casing | Grout |
| 9 5/8" Surface Casing | Lead: 410 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 2,300' |
| 5 1/2" Production Casing | Lead: 650 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 2,300' Tail: 870 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC @ 6,235' |

6. Mud Program

| <u>Interval</u> | <u>Weight</u> | <u>Viscosity</u> | <u>Fluid Loss (API filtrate)</u> | <u>Remarks</u> |
|---|---------------|------------------|--------------------------------------|----------------------------------|
| 0' – 80' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 80' – 2,800' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 2,800' – TD | 8.6 – 9.6 | 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. |

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4729 psi* and maximum anticipated surface pressure equals approximately 2645 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)

Bill Barrett Corporation
Drilling Program
10-5-45 BTR
Duchesne County, Utah

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
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 water right number 43-180.

11. Drilling Schedule

Location Construction: July 2012
Spud: July 2012
Duration: 15 days drilling time
45 days completion time



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: 5-13D-45 BTR

Surface Hole Data:

| | |
|----------------|---------|
| Total Depth: | 2,800' |
| Top of Cement: | 0' |
| OD of Hole: | 12.250" |
| OD of Casing: | 9.625" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 1260.6 | ft ³ |
| Lead Fill: | 2,300' | |
| Tail Volume: | 274.0 | ft ³ |
| Tail Fill: | 500' | |

Cement Data:

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

Calculated # of Sacks:

| | |
|--------------|-----|
| # SK's Lead: | 410 |
|--------------|-----|

| | | |
|--------------|--------|---------------------|
| Tail Yield: | 1.36 | ft ³ /sk |
| % Excess: | 75% | |
| Top of Tail: | 2,300' | |

| | |
|--------------|-----|
| # SK's Tail: | 210 |
|--------------|-----|

Production Hole Data:

| | |
|----------------|--------|
| Total Depth: | 9,475' |
| Top of Cement: | 2,300' |
| Top of Tail: | 6,235' |
| OD of Hole: | 8.750" |
| OD of Casing: | 5.500" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 1490.9 | ft ³ |
| Lead Fill: | 3,935' | |
| Tail Volume: | 1227.7 | ft ³ |
| Tail Fill: | 3,240' | |

Cement Data:

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

Calculated # of Sacks:

| | |
|--------------|-----|
| # SK's Lead: | 650 |
| # SK's Tail: | 870 |

| |
|--|
| 5-13D-45 BTR Proposed Cementing Program |
|--|

| <u>Job Recommendation</u> | <u>Surface Casing</u> |
|-----------------------------------|--|
| Lead Cement - (2300' - 0') | |
| Halliburton Light Premium | Fluid Weight: 11.0 lbm/gal |
| 5.0 lbm/sk Silicalite Compacted | Slurry Yield: 3.16 ft ³ /sk |
| 0.25 lbm/sk Kwik Seal | Total Mixing Fluid: 19.48 Gal/sk |
| 0.125 lbm/sk Poly-E-Flake | Top of Fluid: 0' |
| 2.0% Bentonite | Calculated Fill: 2,300' |
| | Volume: 224.50 bbl |
| | Proposed Sacks: 410 sks |
| Tail Cement - (TD - 2300') | |
| Premium Cement | Fluid Weight: 14.8 lbm/gal |
| 2.0% Calcium Chloride | Slurry Yield: 1.36 ft ³ /sk |
| | Total Mixing Fluid: 6.37 Gal/sk |
| | Top of Fluid: 2,300' |
| | Calculated Fill: 500' |
| | Volume: 48.80 bbl |
| | Proposed Sacks: 210 sks |

| <u>Job Recommendation</u> | <u>Production Casing</u> |
|--------------------------------------|--|
| Lead Cement - (6235' - 2300') | |
| Tuned Light™ System | Fluid Weight: 11.0 lbm/gal |
| | Slurry Yield: 2.31 ft ³ /sk |
| | Total Mixing Fluid: 10.65 Gal/sk |
| | Top of Fluid: 2,300' |
| | Calculated Fill: 3,935' |
| | Volume: 265.53 bbl |
| | Proposed Sacks: 650 sks |
| Tail Cement - (9475' - 6235') | |
| Econocem™ System | Fluid Weight: 13.5 lbm/gal |
| 0.125 lbm/sk Poly-E-Flake | Slurry Yield: 1.42 ft ³ /sk |
| 1.0 lbm/sk Granulite TR 1/4 | Total Mixing Fluid: 6.61 Gal/sk |
| | Top of Fluid: 6,235' |
| | Calculated Fill: 3,240' |
| | Volume: 218.65 bbl |
| | Proposed Sacks: 870 sks |

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 10-5-45 BTR
Qtr/Qtr NWSE Section 5 Township 4S Range 5W
Lease Serial Number 1420H626261
API Number 4301351062

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

Date/Time 09/13/2012 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

SEP 12 2012

DIV. OF OIL, GAS & MINING

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 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: 1420H626261 |
| 1. TYPE OF WELL Oil Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Uintah |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | | 8. WELL NAME and NUMBER: 10-5-45 BTR |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 1992 FSL 1982 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSE Section: 05 Township: 04.0S Range: 05.0W Meridian: U | | 9. API NUMBER: 43013510620000 |
| PHONE NUMBER: 303 312-8164 Ext | | 9. FIELD and POOL or WILDCAT: ALTAMONT |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | 9. FIELD and POOL or WILDCAT: ALTAMONT |
| TYPE OF SUBMISSION | TYPE OF ACTION | |
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: | <input type="checkbox"/> ACIDIZE | |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input type="checkbox"/> ALTER CASING | |
| <input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 9/13/2012 | <input type="checkbox"/> CASING REPAIR | |
| <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | |
| | <input type="checkbox"/> CHANGE TUBING | |
| | <input type="checkbox"/> CHANGE WELL STATUS | |
| | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | |
| | <input type="checkbox"/> DEEPEN | |
| | <input type="checkbox"/> FRACTURE TREAT | |
| | <input type="checkbox"/> OPERATOR CHANGE | |
| | <input type="checkbox"/> PLUG AND ABANDON | |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | |
| | <input type="checkbox"/> RECLAMATION OF WELL SITE | |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | |
| | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | |
| | <input type="checkbox"/> TUBING REPAIR | |
| | <input type="checkbox"/> VENT OR FLARE | |
| | <input type="checkbox"/> WATER SHUTOFF | |
| | <input type="checkbox"/> SI TA STATUS EXTENSION | |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | |
| | <input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/> | |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. This well was spud by Triple A Drilling on 9/13/2012 at 8:00 am. | | |
| Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY September 28, 2012 | | |
| NAME (PLEASE PRINT) Venessa Langmacher | PHONE NUMBER 303 312-8172 | TITLE Senior Permit Analyst |
| SIGNATURE N/A | DATE 9/25/2012 | |

| | | |
|--|--|---|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626261 |
| 1. TYPE OF WELL Oil Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Uintah |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | | 8. WELL NAME and NUMBER: 10-5-45 BTR |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 1992 FSL 1982 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSE Section: 05 Township: 04.0S Range: 05.0W Meridian: U | | 9. API NUMBER: 43013510620000 |
| PHONE NUMBER: 303 312-8164 Ext | | 9. FIELD and POOL or WILDCAT: ALTAMONT |
| COUNTY: DUCHESNE | | STATE: UTAH |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | |
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: | <input type="checkbox"/> ACIDIZE | |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input type="checkbox"/> ALTER CASING | |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CASING REPAIR | |
| <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 9/30/2012 | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | |
| | <input type="checkbox"/> CHANGE TUBING | |
| | <input type="checkbox"/> CHANGE WELL STATUS | |
| | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | |
| | <input type="checkbox"/> CHANGE WELL NAME | |
| | <input type="checkbox"/> DEEPEN | |
| | <input type="checkbox"/> FRACTURE TREAT | |
| | <input type="checkbox"/> OPERATOR CHANGE | |
| | <input type="checkbox"/> PLUG AND ABANDON | |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | |
| | <input type="checkbox"/> RECLAMATION OF WELL SITE | |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | |
| | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | |
| | <input type="checkbox"/> TUBING REPAIR | |
| | <input type="checkbox"/> VENT OR FLARE | |
| | <input type="checkbox"/> WATER SHUTOFF | |
| | <input type="checkbox"/> SI TA STATUS EXTENSION | |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | |
| | <input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/> | |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Well spud 9/13/2012; no other September 2012 monthly drilling activity to report. | | |
| Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY October 03, 2012 | | |
| NAME (PLEASE PRINT) Megan Finnegan | PHONE NUMBER 303 299-9949 | TITLE Permit Analyst |
| SIGNATURE N/A | DATE 10/2/2012 | |

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 |
|---|-----------------------|-------------------|-----------|-----|----------------------------------|-----|----------|
| 4301351062 | 10-5-45 BTR | | NWSE | 5 | 4S | 5W | Duchesne |
| Action Code | Current Entity Number | New Entity Number | Spud Date | | Entity Assignment Effective Date | | |
| A | <u>new</u> | <u>18724</u> | 9/13/2012 | | <u>9/27/2012</u> | | |
| Comments: Spudding Operation was conducted by Triple A Drilling @ 8:00 am. <u>GR-WS</u> | | | | | | | |

Well 2

| API Number | Well Name | | QQ | Sec | Twp | Rng | County |
|---|-----------------------|-------------------|-------------|-----|----------------------------------|-----|----------|
| 4301350902 | 16-10D-45 BTR | | <u>NWSE</u> | 10 | 4S | 5W | Duchesne |
| Action Code | Current Entity Number | New Entity Number | Spud Date | | Entity Assignment Effective Date | | |
| A | <u>new</u> | <u>18725</u> | 9/20/2012 | | <u>9/27/2012</u> | | |
| Comments: Spudding Operation was conducted by Triple A Drilling @ 8:00 am. <u>GR-WS BHL: sese</u> | | | | | | | |

Well 3

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

ACTION CODES:

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

Venessa Langmacher

Name (Please Print)

Venessa Langmacher

Signature

Sr Permit Analyst

Title

9/25/2012

Date

RECEIVED
SEP 26 2012

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Patterson 313
 Submitted By Jody South Phone Number 303-353-5394
 Well Name/Number 10-5-45 BTR
 Qtr/Qtr NWSE Section 5 Township 4S Range 5W
 Lease Serial Number 1420H626261
 API Number 43-013-51062-00-X1

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

Date/Time _____ AM PM

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

- Surface Casing
 Intermediate Casing
 Production Casing
 Liner
 Other

Date/Time _____ AM PM

BOPE

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

RECEIVED

OCT 05 2012

DIV. OF OIL, GAS & MINING

Date/Time 10/06/2012 08:00 AM PM

Remarks MOVING RIG TO THE 10-5-45 BTR

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Patterson 313
 Submitted By CECIL E. CROW Phone Number 303-353-5394
 Well Name/Number 10-5-45 BTR
 Qtr/Qtr NWSE Section 5 Township 4S Range 5W
 Lease Serial Number 1420H626261
 API Number 43-013-51062-00-X1

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
 OCT 12 2012
 DIV. OF OIL, GAS & MINING

Date/Time 10/13/2012 03:30 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 RUN SURFACE CASING & CEMENT

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Patterson 313
 Submitted By CECIL E. CROW Phone Number 303-353-5394
 Well Name/Number 10-5-45 BTR
 Qtr/Qtr NWSE Section 5 Township 4S Range 5W
 Lease Serial Number 1420H626261
 API Number 43-013-51062-00-X1

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

OCT 16 2012

DIV. OF OIL, GAS & MINING

Date/Time _____ AM PM

BOPE

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

Date/Time 10/14/2012 06:00 AM PM

Remarks TEST BOPE

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Patterson 313
 Submitted By Jody South Phone Number 303-353-5394
 Well Name/Number 10-5-45 BTR
 Qtr/Qtr NWSE Section 5 Township 4S Range 5W
 Lease Serial Number 1420H626261
 API Number 43-013-51062-00-X1

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

Date/Time _____ AM PM

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

- Surface Casing
 Intermediate Casing
 Production Casing
 Liner
 Other

Date/Time 10/20/2012 23:00 AM PM

BOPE

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

RECEIVED

OCT 19 2012

DIV. OF OIL, GAS & MINING

Date/Time _____ AM PM

Remarks RUN PROD. CASING & CEMENT

| | | |
|---|---|---|
| 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: 1420H626261 |
| 1. TYPE OF WELL Oil Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Uintah |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | | 8. WELL NAME and NUMBER: 10-5-45 BTR |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 1992 FSL 1982 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSE Section: 05 Township: 04.0S Range: 05.0W Meridian: U | | 9. API NUMBER: 43013510620000 |
| PHONE NUMBER: 303 312-8164 Ext | | 9. FIELD and POOL or WILDCAT: ALTAMONT |
| COUNTY: DUCHESNE | | STATE: UTAH |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | |
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: | <input type="checkbox"/> ACIDIZE | |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input type="checkbox"/> ALTER CASING | |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CASING REPAIR | |
| <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 10/31/2012 | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | |
| | <input type="checkbox"/> CHANGE TUBING | |
| | <input type="checkbox"/> CHANGE WELL STATUS | |
| | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | |
| | <input type="checkbox"/> CHANGE WELL NAME | |
| | <input type="checkbox"/> DEEPEN | |
| | <input type="checkbox"/> FRACTURE TREAT | |
| | <input type="checkbox"/> OPERATOR CHANGE | |
| | <input type="checkbox"/> PLUG AND ABANDON | |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | |
| | <input type="checkbox"/> RECLAMATION OF WELL SITE | |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | |
| | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | |
| | <input type="checkbox"/> TUBING REPAIR | |
| | <input type="checkbox"/> VENT OR FLARE | |
| | <input type="checkbox"/> WATER SHUTOFF | |
| | <input type="checkbox"/> SI TA STATUS EXTENSION | |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | |
| | <input type="checkbox"/> OTHER | |
| | OTHER: <input style="width: 100px;" type="text"/> | |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <p style="text-align: center;">October 2012 monthly drilling activity report is attached.</p> <div style="text-align: right; margin-top: 20px;"> <p>Accepted by the Utah Division of Oil, Gas and Mining</p> <p>FOR RECORD ONLY</p> <p>November 07, 2012</p> </div> | | |
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst |
| SIGNATURE N/A | DATE 11/7/2012 | |

**10-5-45 BTR 10/4/2012 13:00 - 10/5/2012 06:00**

| | | | | | | |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API/UWI 43013510620000 | State/Province UT | County DUCHESNE | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

| Time Log | | | | | | |
|------------|----------|----------|------|------------------|------------------|--|
| Start Time | Dur (hr) | End Time | Code | Category | Com | |
| 13:00 | 5.00 | 18:00 | 1 | RIGUP & TEARDOWN | RIGGING DOWN | |
| 18:00 | 12.00 | 06:00 | 1 | RIGUP & TEARDOWN | WAIT ON DAYLIGHT | |

10-5-45 BTR 10/5/2012 06:00 - 10/6/2012 06:00

| | | | | | | |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API/UWI 43013510620000 | State/Province UT | County DUCHESNE | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

| Time Log | | | | | | |
|------------|----------|----------|------|------------------|------------------|--|
| Start Time | Dur (hr) | End Time | Code | Category | Com | |
| 06:00 | 14.00 | 20:00 | 1 | RIGUP & TEARDOWN | RIGGING DOWN | |
| 20:00 | 10.00 | 06:00 | 1 | RIGUP & TEARDOWN | WAIT ON DAYLIGHT | |

10-5-45 BTR 10/6/2012 06:00 - 10/7/2012 06:00

| | | | | | | |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API/UWI 43013510620000 | State/Province UT | County DUCHESNE | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

| Time Log | | | | | | |
|------------|----------|----------|------|------------------|----------------------|--|
| Start Time | Dur (hr) | End Time | Code | Category | Com | |
| 06:00 | 14.00 | 20:00 | 1 | RIGUP & TEARDOWN | MOVE RIG WITH TRUCKS | |
| 20:00 | 10.00 | 06:00 | 1 | RIGUP & TEARDOWN | WAIT ON DAYLIGHT | |

10-5-45 BTR 10/7/2012 06:00 - 10/8/2012 06:00

| | | | | | | |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API/UWI 43013510620000 | State/Province UT | County DUCHESNE | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

| Time Log | | | | | | |
|------------|----------|----------|------|------------------|------------------------|--|
| Start Time | Dur (hr) | End Time | Code | Category | Com | |
| 06:00 | 14.00 | 20:00 | 1 | RIGUP & TEARDOWN | MOVING RIG, RIGGING UP | |
| 20:00 | 10.00 | 06:00 | 1 | RIGUP & TEARDOWN | WAIT ON DAYLIGHT | |

10-5-45 BTR 10/8/2012 06:00 - 10/9/2012 06:00

| | | | | | | |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API/UWI 43013510620000 | State/Province UT | County DUCHESNE | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

| Time Log | | | | | | |
|------------|----------|----------|------|------------------|-------------------|--|
| Start Time | Dur (hr) | End Time | Code | Category | Com | |
| 06:00 | 14.00 | 20:00 | 1 | RIGUP & TEARDOWN | MOVING RIG/RIG UP | |
| 20:00 | 10.00 | 06:00 | 1 | RIGUP & TEARDOWN | WAIT ON DAYLIGHT | |

10-5-45 BTR 10/9/2012 06:00 - 10/10/2012 06:00

| | | | | | | |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API/UWI 43013510620000 | State/Province UT | County DUCHESNE | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

| Time Log | | | | | | |
|------------|----------|----------|------|------------------|------------|--|
| Start Time | Dur (hr) | End Time | Code | Category | Com | |
| 06:00 | 24.00 | 06:00 | 1 | RIGUP & TEARDOWN | RIGGING UP | |

10-5-45 BTR 10/10/2012 06:00 - 10/11/2012 06:00

| | | | | | | |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API/UWI 43013510620000 | State/Province UT | County DUCHESNE | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

| Time Log | | | | | | |
|------------|----------|----------|------|------------------|--|--|
| Start Time | Dur (hr) | End Time | Code | Category | Com | |
| 06:00 | 6.50 | 12:30 | 1 | RIGUP & TEARDOWN | SLIP OFF DRILL LINE/RIG UP YELLOW DOG/PUT SOCK ON SERVICE LOOP/INSTALL CONDUCTOR & FLOW LINE | |
| 12:30 | 3.00 | 15:30 | 5 | COND MUD & CIRC | BUILD SPUD MUD/STRAP BHA | |
| 15:30 | 13.50 | 05:00 | 8 | REPAIR RIG | WAIT ON ELECTRICIAN/REPAIR BLOWER MOTOR ON TRACTION MOTOR FOR TOP DRIVE | |
| 05:00 | 1.00 | 06:00 | 20 | DIRECTIONAL WORK | PU & MU BIT, MUD MTR, SHOCK SUB | |

10-5-45 BTR 10/11/2012 06:00 - 10/12/2012 06:00

| | | | | | | |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API/UWI 43013510620000 | State/Province UT | County DUCHESNE | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

| Time Log | | | | | | |
|------------|----------|----------|------|------------------|--|--|
| Start Time | Dur (hr) | End Time | Code | Category | Com | |
| 06:00 | 2.00 | 08:00 | 20 | DIRECTIONAL WORK | PU & MU 3-PT REAMER, MONEL, GAP SUB, X/O/BUILD STD OF DP FOR KELLY STD | |

**Time Log**

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------|--|
| 08:00 | 3.00 | 11:00 | 2 | DRILL ACTUAL | DRILL ACTUAL/ 102'-217'/ WOB 10K/PUMP #1 120 / PUMP #2 0/ ROT RPM 42/ BIT RPM 85/ ROP 38.33 |
| 11:00 | 1.00 | 12:00 | 6 | TRIPS | TOOH/PU & MU 8" MONEL, 3-PT RMR, 2-8" DC |
| 12:00 | 1.00 | 13:00 | 2 | DRILL ACTUAL | DRILL ACTUAL/ 217'-283'/ WOB 10K/PUMP #1 120 / PUMP #2 0/ ROT RPM 42/ BIT RPM 85/ ROP 66.0 |
| 13:00 | 0.50 | 13:30 | 6 | TRIPS | TOOH 1-STD/PU 6" DC |
| 13:30 | 1.00 | 14:30 | 2 | DRILL ACTUAL | DRILL ACTUAL/ 283'-375'/ WOB 10K/PUMP #1 70 / PUMP #2 70/ ROT RPM 42/ BIT RPM 99/ ROP 92 |
| 14:30 | 0.50 | 15:00 | 6 | TRIPS | TOOH 1-STD/PU 6" DC |
| 15:00 | 1.00 | 16:00 | 2 | DRILL ACTUAL | DRILL ACTUAL/ 375'-467'/ WOB 10K/PUMP #1 70 / PUMP #2 70/ ROT RPM 42/ BIT RPM 99/ ROP 92 |
| 16:00 | 0.50 | 16:30 | 6 | TRIPS | TOOH 1-STD/PU 6" DC |
| 16:30 | 1.00 | 17:30 | 2 | DRILL ACTUAL | DRILL ACTUAL/ 467'-558'/ WOB 18K/PUMP #1 80 / PUMP #2 80/ ROT RPM 42/ BIT RPM 113/ ROP 92 |
| 17:30 | 0.50 | 18:00 | 7 | LUBRICATE RIG | RIG SERVICE |
| 18:00 | 12.00 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL/ 558'-1,450'/ WOB 18K/PUMP #1 80 / PUMP #2 80/ ROT RPM 42/ BIT RPM 113/ ROP 74.33 |

10-5-45 BTR 10/12/2012 06:00 - 10/13/2012 06:00

| API/UWI | State/Province | County | Field Name | Well Status | Total Depth (ftKB) | Primary Job Type |
|----------------|----------------|----------|------------------|-------------|--------------------|-----------------------|
| 43013510620000 | UT | DUCHESNE | Black Tail Ridge | COMPLETION | 8,965.0 | Drilling & Completion |

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|---|
| 06:00 | 4.50 | 10:30 | 2 | DRILL ACTUAL | DRILL ACTUAL/ 1,450'-1,720'/ WOB 18K/PUMP #1 80 / PUMP #2 80/ ROT RPM 42/ BIT RPM 113/ ROP 60.0 |
| 10:30 | 0.50 | 11:00 | 5 | COND MUD & CIRC | PUMP SWEEP TO SURFACE/PREP FLOOR FOR TOO H |
| 11:00 | 2.00 | 13:00 | 6 | TRIPS | TOOH W/ BIT #1 |
| 13:00 | 2.00 | 15:00 | 20 | DIRECTIONAL WORK | CHANGE OUT BIT/INSPECT MUD MTR & EM TOOL |
| 15:00 | 0.50 | 15:30 | 6 | TRIPS | TIH W/ BIT #2/BRIDGED OUT @ 103' |
| 15:30 | 3.00 | 18:30 | 3 | REAMING | WASH & REAM |
| 18:30 | 1.00 | 19:30 | 20 | DIRECTIONAL WORK | PU EM TOOL & 8" D. C. |
| 19:30 | 2.00 | 21:30 | 3 | REAMING | WASH & REAM -STD DP |
| 21:30 | 0.50 | 22:00 | 6 | TRIPS | TOOH 3-STDS PU 6" D.C. |
| 22:00 | 7.50 | 05:30 | 3 | REAMING | WASH & REAM TO BTM |
| 05:30 | 0.50 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL/ 1,720'-1,750'/ WOB 18K/PUMP #1 80 / PUMP #2 80/ ROT RPM 42/ BIT RPM 113/ ROP 60.0 |

10-5-45 BTR 10/13/2012 06:00 - 10/14/2012 06:00

| API/UWI | State/Province | County | Field Name | Well Status | Total Depth (ftKB) | Primary Job Type |
|----------------|----------------|----------|------------------|-------------|--------------------|-----------------------|
| 43013510620000 | UT | DUCHESNE | Black Tail Ridge | COMPLETION | 8,965.0 | Drilling & Completion |

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|-----------------|--|
| 06:00 | 10.50 | 16:30 | 2 | DRILL ACTUAL | DRILL ACTUAL/ 1,750'-2,349'/ WOB 18K/PUMP #1 80 / PUMP #2 80/ ROT RPM 42/ BIT RPM 113/ ROP 57.04 |
| 16:30 | 0.50 | 17:00 | 7 | LUBRICATE RIG | RIG SERVICE |
| 17:00 | 12.50 | 05:30 | 2 | DRILL ACTUAL | DRILL ACTUAL/ 2,349'-2,811'/ WOB 18K/PUMP #1 80 / PUMP #2 80/ ROT RPM 42/ BIT RPM 113/ ROP 36.96 |
| 05:30 | 0.50 | 06:00 | 5 | COND MUD & CIRC | CIRC SWEEPS TO SURFACE |

10-5-45 BTR 10/14/2012 06:00 - 10/15/2012 06:00

| API/UWI | State/Province | County | Field Name | Well Status | Total Depth (ftKB) | Primary Job Type |
|----------------|----------------|----------|------------------|-------------|--------------------|-----------------------|
| 43013510620000 | UT | DUCHESNE | Black Tail Ridge | COMPLETION | 8,965.0 | Drilling & Completion |

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------------|---|
| 06:00 | 2.50 | 08:30 | 6 | TRIPS | WIPER TRIP TO 6" D.C. |
| 08:30 | 1.00 | 09:30 | 5 | COND MUD & CIRC | CIRC SWEEPS TO SURFACE |
| 09:30 | 1.50 | 11:00 | 6 | TRIPS | TOOH W/ BIT #2 |
| 11:00 | 2.00 | 13:00 | 20 | DIRECTIONAL WORK | LD ALL 8" D.C. & 8" DIRECTIONAL TOOLS |
| 13:00 | 6.50 | 19:30 | 12 | RUN CASING & CEMENT | RU CASING CREW/HELD SAFETY MEETING/RUN 64 JTS 2,815.02' EVRAZ 9-5/8 J-55 36# 8RD ST&C Rng3 SURFACE CSG/CIRC 524', 1,988', 2,811'/SHOE @ 2,811'/RD CASING CREW |

**Time Log**

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------------|--|
| 19:30 | 4.00 | 23:30 | 12 | RUN CASING & CEMENT | RU HALLIBURTON/HELD SAFETY MEETING/TEST LINES @ 5,000 PSI PUMP 20 BBL H2O SPACER/40BBL SUPER FLUSH/ 20 BBL H2O SPACER/ 400 SKS 225.0 BBL 1,263.33 CU/FT 11.0PPG 3.16 YEILD 19.48 GAL/SK/235 SKS 55.7 BBL 312.74 CU/FT 14.8PPG 1.33 YEILD 6.31 GAL/SK DISPLACE 214.2 BBL DISPLACMENT H2O FLUID, FINAL LIFT 600 PSI, BUMP PLUG @ 1,230 PSI, FLOATS HELD. 127 BBL CMT TO SURFACE/RD HALLIBURTON |
| 23:30 | 3.00 | 02:30 | 13 | WAIT ON CEMENT | WOC/RD CONDUCTOR & FLOW LINE |
| 02:30 | 3.50 | 06:00 | 14 | NIPPLE UP B.O.P | DIG CELLAR DEEPER/WELD ON WELL HEAD/NU CHOKE LINE/NU FLARE LINES/CLEAN PITS |

10-5-45 BTR 10/15/2012 06:00 - 10/16/2012 06:00

| API/UWI | State/Province | County | Field Name | Well Status | Total Depth (ftKB) | Primary Job Type |
|----------------|----------------|----------|------------------|-------------|--------------------|-----------------------|
| 43013510620000 | UT | DUCHESNE | Black Tail Ridge | COMPLETION | 8,965.0 | Drilling & Completion |

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|---|
| 06:00 | 4.00 | 10:00 | 14 | NIPPLE UP B.O.P | NU BOPE |
| 10:00 | 4.50 | 14:30 | 15 | TEST B.O.P | TIW, LOWER KELLY, INSIDE BOP, KILL INSIDE CHECK, INNER & OUTER CHOKE MANIFOLD VALVES, PIPE RAMS, BLIND RAMS, HCR VALVE, INSIDE KILL ALL TESTED 5000 PSI 10-MIN/250-5-MIN/ MANUAL CHOKE & POWER CHOKE @ 250 PSI 3-MIN/ CASING@1500 PSI 30-MIN/ ANN: 2500 PSI 10 MIN/B & C QUICK TEST/ MIKE SHAY TESTER |
| 14:30 | 0.50 | 15:00 | 21 | OPEN | INSTALL WEAR BUSHING |
| 15:00 | 1.00 | 16:00 | 20 | DIRECTIONAL WORK | PU & MU BIT, MUD MTR,UBHO, MONELS,GAP SUB/SCRIBE & ORIENTATE/INSTALL EM TOOL |
| 16:00 | 2.00 | 18:00 | 6 | TRIPS | TIH W/ BIT #3 |
| 18:00 | 0.50 | 18:30 | 3 | REAMING | DRILL CMT & F. EQUIPMENT/FC @ 2,863' FS @ 2,811' |
| 18:30 | 0.50 | 19:00 | 2 | DRILL ACTUAL | DRILL ACTUAL/ 2,811'-2,829'/ WOB 18K/PUMP #1 90 / PUMP #2 0/ ROT RPM 42/ BIT RPM 60/ ROP 36.0 |
| 19:00 | 0.50 | 19:30 | 15 | TEST B.O.P | EMW TEST TO 10.5 TESTED 220 PSI LOST 3-LBS IN 5-MIN. |
| 19:30 | 10.50 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL/ 2,829'-3,779'/ WOB 22K/PUMP #1 70 / PUMP #2 70/ ROT RPM 42/ BIT RPM 96/ ROP 90.47 |

10-5-45 BTR 10/16/2012 06:00 - 10/17/2012 06:00

| API/UWI | State/Province | County | Field Name | Well Status | Total Depth (ftKB) | Primary Job Type |
|----------------|----------------|----------|------------------|-------------|--------------------|-----------------------|
| 43013510620000 | UT | DUCHESNE | Black Tail Ridge | COMPLETION | 8,965.0 | Drilling & Completion |

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------|--------------------------------|
| 06:00 | 11.50 | 17:30 | 2 | DRILL ACTUAL | DRILL ACTUAL F/3779' - T/4635' |
| 17:30 | 0.50 | 18:00 | 7 | LUBRICATE RIG | LUBRICATE RIG |
| 18:00 | 12.00 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/4635' - T/5426' |

10-5-45 BTR 10/17/2012 06:00 - 10/18/2012 06:00

| API/UWI | State/Province | County | Field Name | Well Status | Total Depth (ftKB) | Primary Job Type |
|----------------|----------------|----------|------------------|-------------|--------------------|-----------------------|
| 43013510620000 | UT | DUCHESNE | Black Tail Ridge | COMPLETION | 8,965.0 | Drilling & Completion |

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------|--------------------------------|
| 06:00 | 9.50 | 15:30 | 2 | DRILL ACTUAL | DRILL ACTUAL F/5426' - T/5966' |
| 15:30 | 0.50 | 16:00 | 7 | LUBRICATE RIG | LUBRICATE RIG |
| 16:00 | 14.00 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/5966' - T/6631' |

10-5-45 BTR 10/18/2012 06:00 - 10/19/2012 06:00

| API/UWI | State/Province | County | Field Name | Well Status | Total Depth (ftKB) | Primary Job Type |
|----------------|----------------|----------|------------------|-------------|--------------------|-----------------------|
| 43013510620000 | UT | DUCHESNE | Black Tail Ridge | COMPLETION | 8,965.0 | Drilling & Completion |

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------|--------------------------------|
| 06:00 | 11.50 | 17:30 | 2 | DRILL ACTUAL | DRILL ACTUAL F/6631' - T/7392' |
| 17:30 | 0.50 | 18:00 | 2 | DRILL ACTUAL | LUBRICATE RIG |
| 18:00 | 12.00 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/7392' - T/7772' |

10-5-45 BTR 10/19/2012 06:00 - 10/20/2012 06:00

| API/UWI | State/Province | County | Field Name | Well Status | Total Depth (ftKB) | Primary Job Type |
|----------------|----------------|----------|------------------|-------------|--------------------|-----------------------|
| 43013510620000 | UT | DUCHESNE | Black Tail Ridge | COMPLETION | 8,965.0 | Drilling & Completion |

**Time Log**

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|-----------------|-------------------------------------|
| 06:00 | 19.00 | 01:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/7772' - T/8765' = TD |
| 01:00 | 1.50 | 02:30 | 5 | COND MUD & CIRC | CONDITION MUD & CIRCULATE BTMS UP |
| 02:30 | 2.00 | 04:30 | 6 | TRIPS | SHORT TRIP 20 STANDS |
| 04:30 | 1.00 | 05:30 | 5 | COND MUD & CIRC | CONDITON MUD & CIRCULATE |
| 05:30 | 0.50 | 06:00 | 6 | TRIPS | TOOH FOR LOGS |

10-5-45 BTR 10/20/2012 06:00 - 10/21/2012 06:00

| | | | | | | |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API/UWI 43013510620000 | State/Province UT | County DUCHESNE | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|---------------------------------|
| 06:00 | 3.50 | 09:30 | 6 | TRIPS | FINISH TOOH FOR LOGS |
| 09:30 | 0.50 | 10:00 | 20 | DIRECTIONAL WORK | L/D TOOLS, MM, & BIT |
| 10:00 | 7.50 | 17:30 | 11 | WIRELINE LOGS | TRIPLE COMBO LOGS |
| 17:30 | 5.00 | 22:30 | 6 | TRIPS | TIH FILL AT 3300', 5100', 6900' |
| 22:30 | 1.50 | 00:00 | 5 | COND MUD & CIRC | CONDITION MUD & CIRCULATE |
| 00:00 | 6.00 | 06:00 | 6 | TRIPS | TOOH L/D PIPE |

10-5-45 BTR 10/21/2012 06:00 - 10/22/2012 06:00

| | | | | | | |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API/UWI 43013510620000 | State/Province UT | County DUCHESNE | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------------|--|
| 06:00 | 1.50 | 07:30 | 6 | TRIPS | FINISH TOOH L/D PIPE |
| 07:30 | 0.50 | 08:00 | 21 | OPEN | PULL WEAR BUSHING |
| 08:00 | 9.50 | 17:30 | 12 | RUN CASING & CEMENT | RUN 209 JTS 8755' 5.5" 17# P-110 LT&C W/2 MARKERS AND 72 CENTRALIZERS |
| 17:30 | 2.50 | 20:00 | 5 | COND MUD & CIRC | CIRCULATE, LOST RETURNS, PUMP 2 HIGH VIS/HIGH LCM SWEEPS, GOT RETURNS BACK |
| 20:00 | 4.00 | 00:00 | 12 | RUN CASING & CEMENT | HOLD SM, TEST LINES TO 5000 PSI, PUMP 5 BBLS WATER, 40 BBLS SUPER FLUSH 10#, 5 BBLS WATER, 307BBLS LEAD CMT 745 SKS, 11# 2.31 YIELD 10.61 GAL/SK, 163 BBLS TAIL CMT 615 SKS 13.5# 1.49 YIELD 6.96 GAL/SK, CATCTH PRESSURE WITH 107 BBLS AWAY, 202 BBLS CLAY WEB DISPLACEMENT @ 8.4#, SLOW RATE TO 6 BPM, RETURNS 3 BPM, SLOW RATE TO 4 BPM, LOST ALL RETURNS, SLOW RETURN 190 BBLS AWAY TO BUMP PLUG, BUMP PLUG WITH 200 BBLS GONE 1600 PSI, CHECK FLOATS, 1.5 BBLS BACK, RIG DOWN |
| 00:00 | 1.00 | 01:00 | 21 | OPEN | SET SLIPS AT @ 30K OVER STRING/SET AT 220K |
| 01:00 | 5.00 | 06:00 | 14 | NIPPLE UP B.O.P | NIPPLE DOWN/CLEAN MUD TANKS |

10-5-45 BTR 10/22/2012 06:00 - 10/23/2012 06:00

| | | | | | | |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API/UWI 43013510620000 | State/Province UT | County DUCHESNE | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|----------|---|
| 06:00 | 4.00 | 10:00 | 21 | OPEN | CLEANING MUD TANKS RIG RELEASED @ 1000 HRS |

10-5-45 BTR 10/29/2012 06:00 - 10/30/2012 06:00

| | | | | | | |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API/UWI 43013510620000 | State/Province UT | County DUCHESNE | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|---------------------------|----------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------------|---|
| 06:00 | 2.00 | 08:00 | GOP | General Operations | WSI And Secured. |
| 08:00 | 1.25 | 09:15 | SRIG | Rig Up/Down | MIRU SLB W/L Crew And Equipment. Hold Safety Meeting. Rig Up Gauge Ring And Logging Tool. |
| 09:15 | 5.25 | 14:30 | LOGG | Logging | P/U Junk Basket/Gauge Ring. RIH, Tagged Up At 8,628', Drilling Report Shows FC At 8,714', 86' Of Fill. POOH, P/U CBL Tool, Rih To PBTd, 8,628', Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 10-20-2012. Run Repeat Section From 8,628 - 8,400', Log Up Hole. Showed Good Bond From TD To 4,200, 4,200 - 2,088' Ok To Ratty. TOC 2,088'. Found Short Joints At 8,116 - 8,138' And 6,238 - 6,260'. Ran With Pressure. Pooh, RD Equipment, MOL. |
| 14:30 | 15.50 | 06:00 | LOCL | Lock Wellhead & Secure | WSI And Secured |

| 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: 1420H626261 | |
| 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: Uintah | |
| | | 7. UNIT or CA AGREEMENT NAME: | |
| 1. TYPE OF WELL Oil Well | 8. WELL NAME and NUMBER: 10-5-45 BTR | | |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | 9. API NUMBER: 4301351062000 | | |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | PHONE NUMBER: 303 312-8164 Ext | 9. FIELD and POOL or WILDCAT: ALTAMONT | |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 1992 FSL 1982 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSE Section: 05 Township: 04.0S Range: 05.0W Meridian: U | | COUNTY: DUCHESNE | |
| | | STATE: UTAH | |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | | |
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 12/3/2012 | <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. | | | |
| November 2012 monthly drilling activity report is attached. | | | |
| Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY December 04, 2012 | | | |
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst | |
| SIGNATURE N/A | | DATE 12/3/2012 | |

**10-5-45 BTR 11/9/2012 06:00 - 11/10/2012 06:00**

| | | | | | | |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API/UWI 43-013-51062 | State/Province Utah | County DUCHESNE | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|---|
| 06:00 | 24.00 | 06:00 | GOP | General Operations | CHECK PRESSURES. ND NIGHT CAP. NU FRAC MANDREL. TEST VOID TO 5400 PSI. NU FRAC 5" 10K FRAC VALVES. NU FRAC HEAD. PRES TEST CSG AND FRAC VALVES. SHUT WELL IN. |

10-5-45 BTR 11/17/2012 06:00 - 11/18/2012 06:00

| | | | | | | |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API/UWI 43-013-51062 | State/Province Utah | County DUCHESNE | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|---|
| 06:00 | 24.00 | 06:00 | GOP | General Operations | Finish Setting Frac Line. Filling Frac Line. |

10-5-45 BTR 11/18/2012 06:00 - 11/19/2012 06:00

| | | | | | | |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API/UWI 43-013-51062 | State/Province Utah | County DUCHESNE | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|--------------------------|
| 06:00 | 24.00 | 06:00 | GOP | General Operations | Finish Filling Frac Line |

10-5-45 BTR 11/20/2012 06:00 - 11/21/2012 06:00

| | | | | | | |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API/UWI 43-013-51062 | State/Province Utah | County DUCHESNE | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------------|--|
| 06:00 | 2.00 | 08:00 | LOCL | Lock Wellhead & Secure | WSI And Secured. 0 Psi. On Well. |
| 08:00 | 1.50 | 09:30 | SRIG | Rig Up/Down | SLB WireLine Arrive On Location, Hold Safety Meeting. Rig Up Equipment. Pick Up Lubricator, Arm Gun, Rig Up To Well. |
| 09:30 | 1.17 | 10:40 | PFRT | Perforating | RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 08-15-2012 And SLB CBL/CCL Dated 08/22/2012. Found And Correlated To Marker Joint At 8,116 - 8,138'. Drop Down To Depth, Perforate Stage 1 CR-4A/CR-4 Zone, 8,349 - 8,598'. 54 Holes. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured. |
| 10:40 | 19.33 | 06:00 | LOCL | Lock Wellhead & Secure | WSI And Secured. |

10-5-45 BTR 11/23/2012 06:00 - 11/24/2012 06:00

| | | | | | | |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API/UWI 43-013-51062 | State/Province Utah | County DUCHESNE | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------------|---|
| 06:00 | 0.17 | 06:10 | LOCL | Lock Wellhead & Secure | HES Crew On Location At 0430 Hrs., Prime Chemical And Fluid Pumps, Pressure Test To 9000 Psi., Ran QC On Fluid, Looks Good. |
| 06:10 | 0.25 | 06:25 | SMTG | Safety Meeting | Safety Meeting. Talk About Smoking Area, PPE, Escape And Mustering Areas, Communication, And Red Zone. |



Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|--|
| 06:25 | 1.17 | 07:35 | FRAC | Frac. Job | <p>Frac Stage 1. Fluid System: Hybor G 16 Open Well, 138 Psi. ICP. BrokeDown At 9.6 Bpm And 2,869 Psi.. Pump 3900 Gals. 15% HCL And 108 Bio Balls, Attempt BallOut. Let Balls Fall. Get Stabilized Injection Of 70.2 Bpm And 4,227 Psi., Get ISIP, 2,502 Psi.. 0.73 Psi./Ft. F.G.. 37/54 Holes. Con't With SlickWater Pad, 43,541 Gals.. Stage Into Hybor Pad, 70.3 Bpm At 3,867 Psi.. On Perfs, 70.1 Bpm At 4,091 Psi., 10,889 Gals. Stage Into 2# 20/40 White Prop, 70.1 Bpm At 4,118 Psi.. On Perfs, 70.0 Bpm At 3,778 Psi., 9,377 Gals. Stage Into 3.0# 20/40 White Prop, 70.0 Bpm At 3,754 Psi.. On Perfs, 70.0 Bpm At 3,436 Psi., 14,423 Gals. Stage Into 3.5# 20/40 White Prop, 62.0 Bpm At 3,030 Psi.. On Perfs, 61.9 Bpm At 2,994 Psi., 10,330 Gals. Stage Into 4.0# 20/40 White Prop, 62.0 Bpm At 3,013 Psi.. On Perfs, 62.0 Bpm At 2,990 Psi., 11,079 Gals. Stage Into Flush, Flush 15 Bbls. Over Bottom Perf.. Get ISDP, 2,628 Psi.. 0.75 Psi./Ft. F.G.. WSI And Secured. Total 20/40 White - 135,000# Total Clean - 121,940 Gals.. 2,903 Bbls.. 56,098 Gals. 2% KCL 63,857 Gals. Produced Water BWTR - 3,067 Bbls. Max. Rate - 70.4 Bpm Avg. Rate - 67.3 Bpm Max. Psi. - 4,122 Psi. Avg. Psi. - 3,568 Psi.</p> |
| 07:35 | 0.17 | 07:45 | CTUW | W/L Operation | Well Turned Over To WireLine. Pick Up Gun String And CBP Plug Assembly. Equalize To Well Pressure. |
| 07:45 | 1.25 | 09:00 | PFRT | Perforating | <p>RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 08-15-2012 And SLB CBL/CCL Dated 08/22/2012. Found And Correlated To Marker Joint At 8,116 - 8,138'. Drop Down To Depth, Set CBP At 8,344'. 2,400 Psi.. Perforate Stage 2 CR-4/CR-3 Zone, 8,067 - 8,398'. 42 Holes. 2,400 Psi. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured.</p> |
| 09:00 | 0.25 | 09:15 | GOP | General Operations | Well Turned Over To HES. Pressure Test To 8500#. Equalize, Open To Well. |
| 09:15 | 1.17 | 10:25 | FRAC | Frac. Job | <p>Frac Stage 2. Fluid System: Hybor G 16 Open Well, 2,238 Psi. ICP. BrokeDown At 10.2 Bpm And 3,213 Psi.. Pump 3900 Gals. 15% HCL And 84 Bio Balls, Attempt BallOut. Let Balls Fall. Get Stabilized Injection Of 70.1 Bpm And 4,358 Psi., Get ISIP, 2,471 Psi.. 0.74 Psi./Ft. F.G.. 33/42 Holes. Con't With SlickWater Pad, 53,209 Gals.. Stage Into Hybor Pad, 70.4 Bpm At 3,961 Psi.. On Perfs, 70.0 Bpm At 4,194 Psi., 13,365 Gals. Stage Into 2# 20/40 White Prop, 69.9 Bpm At 4,303 Psi.. On Perfs, 69.8 Bpm At 3,863 Psi., 9,160 Gals. Stage Into 3.0# 20/40 White Prop, 69.9 Bpm At 3,823 Psi.. On Perfs, 69.9 Bpm At 3,544 Psi., 24,995 Gals. Stage Into 3.5# 20/40 White Prop, 69.9 Bpm At 3,490 Psi.. On Perfs, 70.0 Bpm At 3,441 Psi., 10,157 Gals. Stage Into 4.0# 20/40 White Prop, 69.9 Bpm At 3,445 Psi.. On Perfs, 69.8 Bpm At 3,410 Psi., 10,749 Gals. Stage Into Flush, Flush 15 Bbls. Over Bottom Perf.. Get ISDP, 2,551 Psi.. 0.75 Psi./Ft. F.G.. WSI And Secured. Total 20/40 White - 165,400# Total Clean - 144,351 Gals.. 3,437 Bbls.. 68,246 Gals. 2% KCL 73,864 Gals. Produced Water BWTR - 3,626 Bbls. Max. Rate - 70.4 Bpm Avg. Rate - 70.1 Bpm Max. Psi. - 4,305 Psi. Avg. Psi. - 3,797 Psi.</p> |
| 10:25 | 0.16 | 10:35 | CTUW | W/L Operation | Well Turned Over To WireLine. Pick Up Gun String And CBP Plug Assembly. Equalize To Well Pressure. |



Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|--|
| 10:35 | 1.25 | 11:50 | PFRT | Perforating | RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 08-15-2012 And SLB CBL/CCL Dated 08/22/2012. Found And Correlated To Marker Joint At 6,238 - 6,260'. Drop Down To Depth, Set CBP At 8,061'. 2,400 Psi.. Perforate Stage 3 CR-3/CR-2 Zone, 7,816 - 8,041'. 42 Holes. 2,150 Psi. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured. |
| 11:50 | 0.08 | 11:55 | GOP | General Operations | Well Turned Over To HES. Pressure Test To 8500#. Equalize, Open To Well. |
| 11:55 | 1.08 | 13:00 | FRAC | Frac. Job | Frac Stage 3. Fluid System: Hybor G 16 Open Well, 2,015 Psi. ICP. BrokeDown At 9.1 Bpm And 3,280 Psi.. Pump 3900 Gals. 15% HCL And 84 Bio Balls, Attempt BallOut. Let Balls Fall. Get Stabilized Injection Of 70.0 Bpm And 4,552 Psi., Get ISIP, 2,399 Psi.. 0.74 Psi./Ft. F.G.. 31/42 Holes. Con't With SlickWater Pad, 48,697 Gals.. Stage Into Hybor Pad, 70.5 Bpm At 4,161 Psi.. On Perfs, 70.3 Bpm At 4,106 Psi., 12,092 Gals. Stage Into 2# 20/40 White Prop, 70.2 Bpm At 4,128 Psi.. On Perfs, 70.0 Bpm At 3,924 Psi., 8,885 Gals. Stage Into 3.0# 20/40 White Prop, 70.1 Bpm At 3,872 Psi.. On Perfs, 70.1 Bpm At 3,599 Psi., 20,966 Gals. Stage Into 3.5# 20/40 White Prop, 70.1 Bpm At 3,581 Psi.. On Perfs, 70.0 Bpm At 3,549 Psi., 9,852 Gals. Stage Into 4.0# 20/40 White Prop, 70.0 Bpm At 3,545 Psi.. On Perfs, 70.0 Bpm At 3,513 Psi., 10,242 Gals. Stage Into Flush, Flush 15 Bbls. Over Bottom Perf.. Get ISDP, 2,599 Psi.. 0.77 Psi./Ft. F.G.. WSI And Secured. Total 20/40 White - 150,300# Total Clean - 132,281 Gals.. 3,151 Bbls.. 62,037 Gals. 2% KCL 68,103 Gals. Produced Water BWTR - 3,323 Bbls. Max. Rate - 70.5 Bpm Avg. Rate - 70.2 Bpm Max. Psi. - 4,490 Psi. Avg. Psi. - 3,933 Psi. |
| 13:00 | 0.17 | 13:10 | CTUW | W/L Operation | Well Turned Over To WireLine. Pick Up Gun String And CBP Plug Assembly. Equalize To Well Pressure. |
| 13:10 | 1.33 | 14:30 | PFRT | Perforating | RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 08-15-2012 And SLB CBL/CCL Dated 08/22/2012. Found And Correlated To Marker Joint At 6,238 - 6,260'. Drop Down To Depth, Set CBP At 7,793'. 2,300 Psi.. Perforate Stage 4 CR-2/Wasatch Zone, 7,563 - 7,793'. 45 Holes. 1,650 Psi. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured. |
| 14:30 | 0.09 | 14:35 | GOP | General Operations | Well Turned Over To HES. Pressure Test To 8500#. Equalize, Open To Well. |

**Time Log**

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------------|---|
| 14:35 | 1.08 | 15:40 | FRAC | Frac. Job | <p>Frac Stage 4. Fluid System: Hybor G 16 Open Well, 1,305 Psi. ICP. BrokeDown At 9.1 Bpm And 3,280 Psi.. Pump 3900 Gals. 15% HCL And 90 Bio Balls, Attempt BallOut. Let Balls Fall. Get Stabilized Injection Of 70.5 Bpm And 4,245 Psi., Get ISIP, 2,035 Psi.. 0.70 Psi./Ft. F.G.. 30/45 Holes. Con't With SlickWater Pad, 48,359 Gals.. Stage Into Hybor Pad, 70.2 Bpm At 3,749 Psi.. On Perfs, 70.3 Bpm At 3,926 Psi., 12,132 Gals. Stage Into 2# 20/40 White Prop, 70.2 Bpm At 3,868 Psi.. On Perfs, 69.4 Bpm At 3,618 Psi., 8,474 Gals. Stage Into 3.0# 20/40 White Prop, 69.4 Bpm At 3,553 Psi.. On Perfs, 69.1 Bpm At 3,239 Psi., 21,971 Gals. Stage Into 3.5# 20/40 White Prop, 71.6 Bpm At 3,288 Psi.. On Perfs, 71.5 Bpm At 3,250 Psi., 9,560 Gals. Stage Into 4.0# 20/40 White Prop, 71.5 Bpm At 3,271 Psi.. On Perfs, 71.3 Bpm At 3,245 Psi., 10,252 Gals. Stage Into Flush, Flush 15 Bbls. Over Bottom Perf.. Get ISDP, 2,313 Psi.. 0.74 Psi./Ft. F.G.. WSI And Secured. Total 20/40 White - 150,300# Total Clean - 131,826 Gals.. 3,139 Bbls.. 62,389 Gals. 2% KCL 67,367 Gals. Produced Water BWTR - 3,297 Bbls. Max. Rate - 71.7 Bpm Avg. Rate - 70.6 Bpm Max. Psi. - 4,191 Psi. Avg. Psi. - 3,631 Psi.</p> |
| 15:40 | 0.17 | 15:50 | CTUW | W/L Operation | Well Turned Over To WireLine. Pick Up Gun String And CBP Plug Assembly. Equalize To Well Pressure. |
| 15:50 | 1.17 | 17:00 | PFRT | Perforating | <p>RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 08-15-2012 And SLB CBL/CCL Dated 08/22/2012. Found And Correlated To Marker Joint At 6,238 - 6,260'. Drop Down To Depth, Set CBP At 7,550'. 1,950 Psi.. Perforate Stage 5 CR-1 Zone, 7,317 - 7,530'. 48 Holes. 1,800 Psi. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured.</p> |
| 17:00 | 13.00 | 06:00 | LOCL | Lock Wellhead & Secure | WSI And Secured. Winterize Equipment. SDFD. |

10-5-45 BTR 11/24/2012 06:00 - 11/25/2012 06:00

| | | | | | | |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API/UWI 43-013-51062 | State/Province Utah | County DUCHESNE | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------------|---|
| 06:00 | 0.84 | 06:50 | LOCL | Lock Wellhead & Secure | HES Crew On Location At 0530 Hrs., Prime Chemical And Fluid Pumps, Pressure Test To 9000 Psi., Ran QC On Fluid, Looks Good. |
| 06:50 | 0.33 | 07:10 | SMTG | Safety Meeting | Safety Meeting. Talk About Smoking Area, PPE, Escape And Mustering Areas, Communication, And Red Zone. |



Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|--|
| 07:10 | 1.25 | 08:25 | FRAC | Frac. Job | <p>Frac Stage 5. Fluid System: Hybor G 16 Open Well, 1,191 Psi. ICP. BrokeDown At 9.0 Bpm And 2,130 Psi.. Pump 3900 Gals. 15% HCL And 96 Bio Balls, Attempt BallOut. Let Balls Fall. Get Stabilized Injection Of 72.4 Bpm And 3,733 Psi., Get ISIP, 2,025 Psi.. 0.71 Psi./Ft. F.G.. 37/48 Holes. Con't With SlickWater Pad, 51,580 Gals.. Stage Into .75# 100 Mesh, 72.2 Bpm At 3,559 Psi.. On Perfs, 71.9 Bpm At 3,694 Psi., 19,528 Gals. Stage Into 1# 20/40 White Prop, 71.2 Bpm At 3,738 Psi.. On Perfs, 71.0 Bpm At 3,662 Psi., 8,321 Gals. Stage Into 2# 20/40 White Prop, 71.0 Bpm At 3,627 Psi.. On Perfs, 70.5 Bpm At 3,438 Psi., 8,335 Gals. Stage Into 3.0# 20/40 White Prop, 70.5 Bpm At 3,415 Psi.. On Perfs, 70.2 Bpm At 3,279 Psi., 23,154 Gals. Stage Into 3.5# 20/40 White Prop, 70.2 Bpm At 3,310 Psi.. On Perfs, 70.2 Bpm At 3,314 Psi., 9,323 Gals. Stage Into 4.0# 20/40 White Prop, 70.2 Bpm At 3,336 Psi.. On Perfs, 70.0 Bpm At 3,368 Psi., 9,870 Gals. Stage Into Flush, Flush 15 Bbls. Over Bottom Perf.. Get ISDP, 2,638 Psi.. 0.79 Psi./Ft. F.G.. WSI And Secured. Total 100 Mesh - 14,700# Total 20/40 White - 160,400# Total Clean - 150,067 Gals.. 3,573 Bbls.. 78,531 Gals. 2% KCL 69,653 Gals. Produced Water BWTR - 3,737 Bbls. Max. Rate - 72.5 Bpm Avg. Rate - 71.1 Bpm Max. Psi. - 3,739 Psi. Avg. Psi. - 3,484 Psi.</p> |
| 08:25 | 0.17 | 08:35 | CTUW | W/L Operation | Well Turned Over To WireLine. Pick Up Gun String And CBP Plug Assembly. Equalize To Well Pressure. |
| 08:35 | 1.17 | 09:45 | PFRT | Perforating | <p>RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 08-15-2012 And SLB CBL/CCL Dated 08/22/2012. Found And Correlated To Marker Joint At 6,238 - 6,260'. Drop Down To Depth, Set CBP At 7,308'. 1,850 Psi.. Perforate Stage 6 Castle Peak Zone, 7,025 - 7,292'. 45 Holes. 1,400 Psi. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured.</p> |
| 09:45 | 0.17 | 09:55 | GOP | General Operations | Well Turned Over To HES. Pressure Test To 8500#. Equalize, Open To Well. |
| 09:55 | 1.33 | 11:15 | FRAC | Frac. Job | <p>Frac Stage 6. Fluid System: Hybor G 16 Open Well, 1,394 Psi. ICP. BrokeDown At 9.7 Bpm And 2,124 Psi.. Pump 3900 Gals. 15% HCL And 90 Bio Balls, Attempt BallOut. Let Balls Fall. Get Stabilized Injection Of 63.9 Bpm And 4,302 Psi., Get ISIP, 1,500 Psi.. 0.65 Psi./Ft. F.G.. 25/45 Holes. Con't With SlickWater Pad, 51,605 Gals.. Stage Into .75# 100 Mesh, 64.2 Bpm At 3,449 Psi.. On Perfs, 64.1 Bpm At 3,563 Psi., 19,448 Gals. Stage Into 1# 20/40 White Prop, 64.1 Bpm At 3,230 Psi.. On Perfs, 64.0 Bpm At 3,122 Psi., 8,039 Gals. Stage Into 2# 20/40 White Prop, 64.0 Bpm At 3,093 Psi.. On Perfs, 64.1 Bpm At 2,874 Psi., 8,079 Gals. Stage Into 3.0# 20/40 White Prop, 64.1 Bpm At 2,857 Psi.. On Perfs, 64.0 Bpm At 2,710 Psi., 24,187 Gals. Stage Into 3.5# 20/40 White Prop, 64.1 Bpm At 2,669 Psi.. On Perfs, 64.0 Bpm At 2,621 Psi., 9,031 Gals. Stage Into 4.0# 20/40 White Prop, 64.0 Bpm At 2,620 Psi.. On Perfs, 64.0 Bpm At 2,575 Psi., 10,160 Gals. Stage Into Flush, Flush 15 Bbls. Over Bottom Perf.. Get ISDP, 1,835 Psi.. 0.69 Psi./Ft. F.G.. WSI And Secured. Total 100 Mesh - 14,500# Total 20/40 White - 162,000# Total Clean - 151,062 Gals.. 3,597 Bbls.. 78,944 Gals. 2% KCL 70,090 Gals. Produced Water BWTR - 3,791 Bbls. Max. Rate - 64.7 Bpm Avg. Rate - 64.0 Bpm Max. Psi. - 3,747 Psi. Avg. Psi. - 3,126 Psi.</p> |
| 11:15 | 0.25 | 11:30 | CTUW | W/L Operation | Well Turned Over To WireLine. Pick Up Gun String And CBP Plug Assembly. Equalize To Well Pressure. |



| Time Log | | | | | |
|------------|----------|----------|------|------------------------|---|
| Start Time | Dur (hr) | End Time | Code | Category | Com |
| 11:30 | 0.92 | 12:25 | PFRT | Perforating | RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 08-15-2012 And SLB CBL/CCL Dated 08/22/2012. Found And Correlated To Marker Joint At 6,238 - 6,260'. Drop Down To Depth, Set CBP At 6,866'. 1,500 Psi.. Perforate Stage 7 Black Shale Zone, 6,745 - 6,846'. 33 Holes. 1,400 Psi. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured. |
| 12:25 | 0.16 | 12:35 | GOP | General Operations | Well Turned Over To HES. Pressure Test To 8500#. Equalize, Open To Well. |
| 12:35 | 0.92 | 13:30 | FRAC | Frac. Job | Frac Stage 7. Fluid System: Hybor G 16 Open Well, 1,260 Psi. ICP. BrokeDown At 9.9 Bpm And 1,936 Psi.. Pump 3900 Gals. 15% HCL And 66 Bio Balls, Attempt BallOut. Let Balls Fall. Get Stabilized Injection Of 70.0 Bpm And 4,580 Psi., Get ISIP, 1,773 Psi.. 0.70 Psi./Ft. F.G.. 25/33 Holes. Con't With SlickWater Pad, 32,180 Gals.. Stage Into .75# 100 Mesh, 72.0 Bpm At 4,495 Psi.. On Perfs, 71.8 Bpm At 4,510 Psi., 12,625 Gals. Stage Into 1# 20/40 White Prop, 71.8 Bpm At 4,357 Psi.. On Perfs, 71.7 Bpm At 4,176 Psi., 7,749 Gals. Stage Into 2# 20/40 White Prop, 71.7 Bpm At 4,151 Psi.. On Perfs, 71.7 Bpm At 3,957 Psi., 7,750 Gals. Stage Into 3.0# 20/40 White Prop, 71.7 Bpm At 3,950 Psi.. On Perfs, 71.8 Bpm At 3,732 Psi., 5,299 Gals. Stage Into 3.5# 20/40 White Prop, 71.7 Bpm At 3,840 Psi.. On Perfs, 71.7 Bpm At 3,635 Psi., 8,735 Gals. Stage Into 4.0# 20/40 White Prop, 70.1 Bpm At 3,485 Psi.. On Perfs, 69.4 Bpm At 3,325 Psi., 10,163 Gals. Stage Into Flush, Flush 15 Bbls. Over Bottom Perf.. Get ISDP, 2,150 Psi.. 0.75 Psi./Ft. F.G.. WSI And Secured. Total 100 Mesh - 9,700# Total 20/40 White - 96,800# Total Clean - 103,067 Gals.. 2,454 Bbls.. 52,321 Gals. 2% KCL 48,750 Gals. Produced Water BWTR - 2,585 Bbls. Max. Rate - 72.1 Bpm Avg. Rate - 71.5 Bpm Max. Psi. - 4,636 Psi. Avg. Psi. - 4,128 Psi. |
| 13:30 | 0.75 | 14:15 | CTUW | W/L Operation | Well Turned Over To WireLine. Pick Up CBP Plug Assembly. Equalize To Well Pressure. |
| 14:15 | 0.67 | 14:55 | PFRT | Perforating | RIH With 3 1/8" Sinker Bar And CBP Plug Assembly. Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 08-15-2012 And SLB CBL/CCL Dated 08/22/2012. Found And Correlated To Marker Joint At 6,238 - 6,260'. Drop Down To Depth, Set CBP At 6,700'. 1,400 Psi.. Bleed Pressure Off Well. POOH. LayDown Tools. WSI And Secured. |
| 14:55 | 2.08 | 17:00 | SRIG | Rig Up/Down | RigDown WireLine And Frac Crews, MOL. |
| 17:00 | 13.00 | 06:00 | LOCL | Lock Wellhead & Secure | WSI And Secured. SDFD. |

10-5-45 BTR 11/25/2012 06:00 - 11/26/2012 06:00

| | | | | | | |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API/UWI 43-013-51062 | State/Province Utah | County DUCHESNE | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

| Time Log | | | | | |
|------------|----------|----------|------|------------------------|---|
| Start Time | Dur (hr) | End Time | Code | Category | Com |
| 06:00 | 1.00 | 07:00 | CTRL | Crew Travel | CREW TRAVEL. |
| 07:00 | 3.00 | 10:00 | RMOV | Rig Move | RDSU. ROAD RIG FROM 13-19D-45 TO LOCATION. |
| 10:00 | 1.00 | 11:00 | SRIG | Rig Up/Down | SPOT AND RUSU. SPOT EQUIP. |
| 11:00 | 1.00 | 12:00 | BOPI | Install BOP's | ND FRAC VALVES. NU BOP. RU FLOOR. |
| 12:00 | 2.00 | 14:00 | PTST | Pressure Test | INSTALL 7" 5K HANGER. FILL AND PRES TEST BLINDS, PIPES, ANNULAR, AND LINES. 400 LOW / 4000 HIGH. TIGHTEN LEAKS IN STACK TO HOLD. GOOD TEST. |
| 14:00 | 3.00 | 17:00 | RUTB | Run Tubing | MU 4-3/4" BIT, POBS, 1-JT TBG, AND 2.31 XN NIIPLE. RIH AS PU TBG. TAG AT 6700' WOTH JT #211. LD #211. |
| 17:00 | 1.00 | 18:00 | GOP | General Operations | RU PWR SWIVEL. LAY PMP LINES. READY TO D/O PLUGS IN AM. |
| 18:00 | 12.00 | 06:00 | LOCL | Lock Wellhead & Secure | CREW TRAVEL. WELL SHUT IN AND SECURE. |

**10-5-45 BTR 11/26/2012 06:00 - 11/27/2012 06:00**

| | | | | | | |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API/UWI 43-013-51062 | State/Province Utah | County DUCHESNE | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|---|
| 06:00 | 1.00 | 07:00 | CTRL | Crew Travel | CREW TRAVEL. JSA- |
| 07:00 | 7.00 | 14:00 | DOPG | Drill Out Plugs | EST CIRC. PRES TEST LINES TO CHOKE TO 1700#. D/O PLUGS. PMP 2 BPM AND RETURN 2.75 BPM. CBP #1- C/O 0' SAND TO CBP AT 6700'. D/O IN 10 MIN. FCP AT 600#. RIH. CBP #2- C/O 15' SAND TO CBP AT 6866'. D/O IN 10 MIN. FCP AT 800#. RIH. CBP #3- C/O 15' SAND TO CBP AT 7308'. D/O IN 15 MIN. FCP AT 800#. RIH. CBP #4- C/O 60' SAND TO CBP AT 7550'. D/O IN 20 MIN. FCP AT 700#. RIH. CBP #5- C/O 115' SAND TO CBP AT 7793'. D/O IN 15 MIN. FCP AT 750#. RIH. CBP #6- C/O 60' SAND TO CBP AT 8061'. D/O IN 20 MIN. FCP AT 600#. RIH. CBP #7- C/O 35' SAND TO CBP AT 8344'. D/O IN 15 MIN. FCP AT 700#. RIH. FC- C/O 170' SAND TO FC AT 8714'. D/O FC AND 20' TO 8734'. CIRC CLEAN FOR 45 MIN |
| 14:00 | 3.00 | 17:00 | PULT | Pull Tubing | RD PWR SWIVEL. POOH AS LD 64-JTS TBG. PU 7" 5K TBG HANGER. LUB IN AND LAND 210-JTS 2-7/8" L-80 TBG W/ EOT AT 6684.45'. RD FLOOR. ND BOP. NU WH. PLUMB IN LINES. POBS AT 2200#. TURN WELL OVER TO FBC. SITP 750#. RDSU. DRAIN AND RACK OUT PMP. |
| 17:00 | 13.00 | 06:00 | GOP | General Operations | CREW TRAVEL. WELL ON PRODUCTION. |

10-5-45 BTR 11/27/2012 06:00 - 11/28/2012 06:00

| | | | | | | |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API/UWI 43-013-51062 | State/Province Utah | County DUCHESNE | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 8,965.0 | Primary Job Type Drilling & Completion |
|-------------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|---|
| 06:00 | | 06:00 | GOP | General Operations | NO PRODUCTION WORK FOR RIG. CHANGE OUT PIPE RAMS IN BOP. WAIT FOR MOVE ON LATER DATE. |

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.
1420H626261

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

2. Name of Operator **BILL BARRETT CORPORATION** Contact: **JULIE WEBB**
 E-Mail: **jwebb@billbarrettcorp.com**

3. Address **1099 18TH STREET SUITE 2300 DENVER, CO 80202** 3a. Phone No. (include area code) **Ph: 303-312-8707**

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
 At surface **NWSE 1992FSL 1982FEL 40.160306 N Lat, 110.471764 W Lon**
 At top prod interval reported below **NWSE 1994FSL 1940FEL**
 At total depth **NWSE 1984FSL 1941FEL** *BHL by HSM*

6. If Indian, Allottee or Tribe Name _____
 7. Unit or CA Agreement Name and No. _____
 8. Lease Name and Well No. **10-5-45 BTR**
 9. API Well No. **43-013-51062**
 10. Field and Pool, or Exploratory **ALMONT**
 11. Sec., T., R., M., or Block and Survey or Area **Sec 5 T4S R5W Mer UBM**
 12. County or Parish **DUCHESNE COUNTY UT** 13. State **UT**
 14. Date Spudded **09/13/2012** 15. Date T.D. Reached **10/19/2012** 16. Date Completed **11/26/2012**
 D & A Ready to Prod.
 17. Elevations (DF, KB, RT, GL)* **5943 GL**

18. Total Depth: MD **8765** TVD **8761** 19. Plug Back T.D.: MD **8714** TVD **8710** 20. Depth Bridge Plug Set: MD **TVD**

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

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

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

| Hole Size | Size/Grade | Wt. (#/ft.) | Top (MD) | Bottom (MD) | Stage Cementer Depth | No. of Sk. & Type of Cement | Slurry Vol. (BBL) | Cement Top* | Amount Pulled |
|-----------|-------------|-------------|----------|-------------|----------------------|-----------------------------|-------------------|-------------|---------------|
| 24.000 | 16.000 COND | 44.0 | 0 | 80 | 80 | | | 0 | |
| 12.250 | 9.625 J-55 | 36.0 | 0 | 2811 | 2811 | 400 | 225 | 0 | |
| 8.750 | 5.500 P-110 | 17.0 | 0 | 8965 | 8755 | 745 | 307 | 2100 | 15000 |

24. Tubing Record

| Size | Depth Set (MD) | Packer Depth (MD) | Size | Depth Set (MD) | Packer Depth (MD) | Size | Depth Set (MD) | Packer Depth (MD) |
|-------|----------------|-------------------|------|----------------|-------------------|------|----------------|-------------------|
| 2.875 | | 6685 | | | | | | |

25. Producing Intervals

| Formation | Top | Bottom | Perforated Interval | Size | No. Holes | Perf. Status |
|----------------|------|--------|---------------------|-------|-----------|--------------|
| A) GREEN RIVER | 6707 | 7530 | 6707 TO 7530 | 0.440 | 126 | OPEN |
| B) WASATCH | 7563 | 8598 | 7563 TO 8598 | 0.440 | 183 | OPEN |
| C) | | | | | | |
| D) | | | | | | |

26. Perforation Record

| Formation | Top | Bottom | Perforated Interval | Size | No. Holes | Perf. Status |
|----------------|------|--------|---------------------|-------|-----------|--------------|
| A) GREEN RIVER | 6707 | 7530 | 6707 TO 7530 | 0.440 | 126 | OPEN |
| B) WASATCH | 7563 | 8598 | 7563 TO 8598 | 0.440 | 183 | OPEN |
| C) | | | | | | |
| D) | | | | | | |

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

| Depth Interval | Amount and Type of Material |
|----------------|---------------------------------------|
| 6707 TO 7530 | GREEN RIVER: SEE TREATMENT STAGES 5-7 |
| 7563 TO 8598 | 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 |
|---------------------|----------------------|--------------|-----------------|---------|---------|-----------|-----------------------|-------------|-------------------|
| 11/26/2012 | 11/29/2012 | 24 | → | 478.0 | 0.0 | 951.0 | 0.0 | | FLOW FROM WELL |
| Choke Size | Tbg. Press. Flwg. SI | Csg. Press. | 24-Hr. Rate | Oil BBL | Gas MCF | Water BBL | Gas:Oil Ratio | Well Status | |
| 22/64 | 600 | 1600.0 | → | 478 | 0 | 951 | 0 | 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. SI | Csg. Press. | 24-Hr. Rate | Oil BBL | Gas MCF | Water BBL | Gas:Oil Ratio | Well Status | |
| | | | → | | | | | | |

(See Instructions and spaces for additional data on reverse side)
 ELECTRONIC SUBMISSION #162139 VERIFIED BY THE BLM WELL INFORMATION SYSTEM
 ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

RECEIVED
DEC 11 2012
 Div. of Oil, Gas & Mining

28b. Production - Interval C

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

28c. Production - Interval D

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

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

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof. Corred 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 | 2938 |
| | | | | MAHOGANY | 3783 |
| | | | | DOUGLAS CREEK | 5920 |
| | | | | BLACK SHALE | 6738 |
| | | | | CASTLE PEAK | 7019 |
| | | | | UTELAND BUTTE | 7314 |
| | | | | WASATCH | 7549 |
| | | | | TD | 8765 |

32. Additional remarks (include plugging procedure):

TOC calculated by CBL. CBL mailed due to file size. Conductor was cemented with grout. Treatment data attached. This well had first gas sales on 11/26/2012 and first oil sales on 11/29/2012.

33. Circle enclosed attachments:

- | | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (I 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 #162139 Verified by the BLM Well Information System,
For BILL BARRETT CORPORATION, sent to the Vernal

Name (please print) JULIE WEBB Title PERMIT ANALYST

Signature  (Electronic Submission) Date 12/10/2012

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 ****

10-5-45 BTR Completion Report Continued*

| 44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.) | | | |
|--|--------------------------|------------------------------------|----------------------------|
| AMOUNT AND TYPE OF MATERIAL | | | |
| <u>Stage</u> | <u>BBS Slurry</u> | <u>lbs 20/40 White Sand</u> | <u>lbs CRC Sand</u> |
| 1 | 3,046 | 135,000 | 0 |
| 2 | 3,614 | 165,400 | 0 |
| 3 | 3,308 | 150,300 | 0 |
| 4 | 3,299 | 150,100 | 0 |
| 5 | 3,764 | 127,100 | 14,700 |
| 6 | 3,785 | 128,400 | 14,500 |
| 7 | 2,567 | 69,500 | 9,700 |

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



Bill Barrett Corporation

Bill Barrett Corp. (II)

Duchesne Co., UT (NAD27)

Sec.5-T4S-R5W

#10-5-45 BTR

Wellbore #1

Design: OH

Standard Survey Report

22 October, 2012





Bill Barrett Corp. (II)
 Project: Duchesne Co., UT (NAD27)
 Site: Sec.5-T4S-R5W
 Well: #10-5-45 BTR
 Wellbore: Wellbore #1
 Design: OH
 Latitude: 40° 9' 37.25 N
 Longitude: 110° 28' 15.79 W
 Ground Level: 5920.01
 WELL @ 5942.01ft



PROJECT DETAILS: Duchesne Co., UT (NAD27)

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

REFERENCE INFORMATION

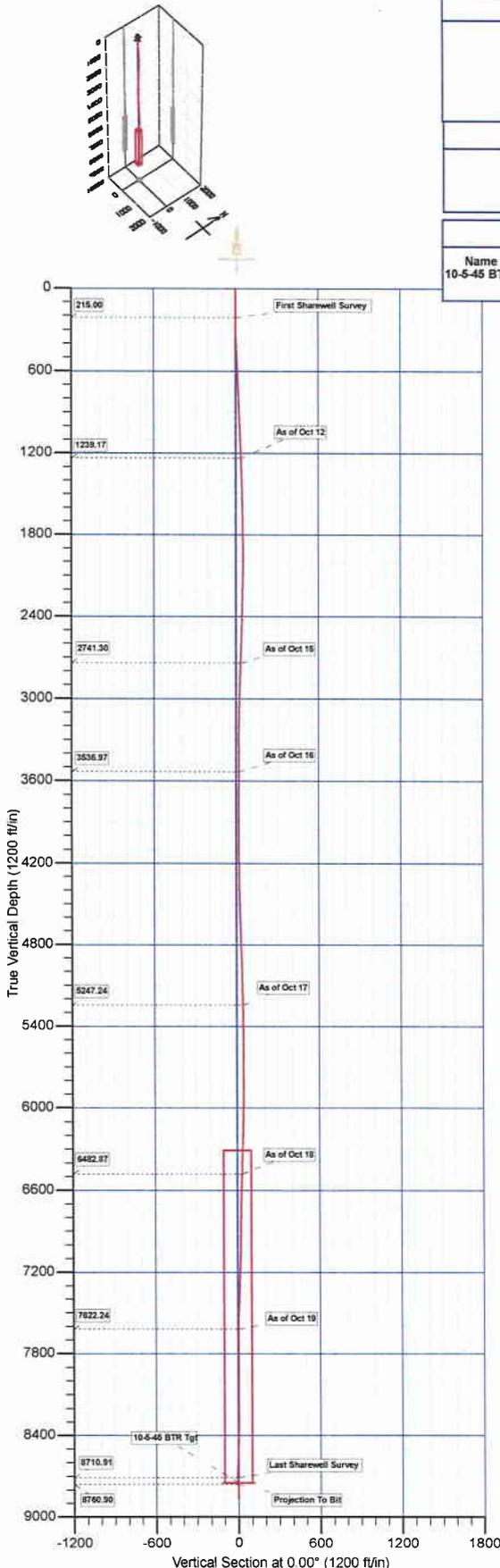
Co-ordinate (N/E) Reference: Well #10-5-45 BTR, True North
 Vertical (TVD) Reference: WELL @ 5942.01ft
 Section (VS) Reference: Slot - (0.00N, 0.00E)
 Measured Depth Reference: WELL @ 5942.01ft
 Calculation Method: Minimum Curvature

WELL DETAILS: #10-5-45 BTR

| | | | | | | | |
|-------|-------|-----------|---------------|------------|----------------|------------------|------|
| +N/-S | +E/-W | Northing | Ground Level: | 5920.01 | Latitude | Longitude | Slot |
| 0.00 | 0.00 | 667105.99 | Easting | 2287574.25 | 40° 9' 37.25 N | 110° 28' 15.79 W | |

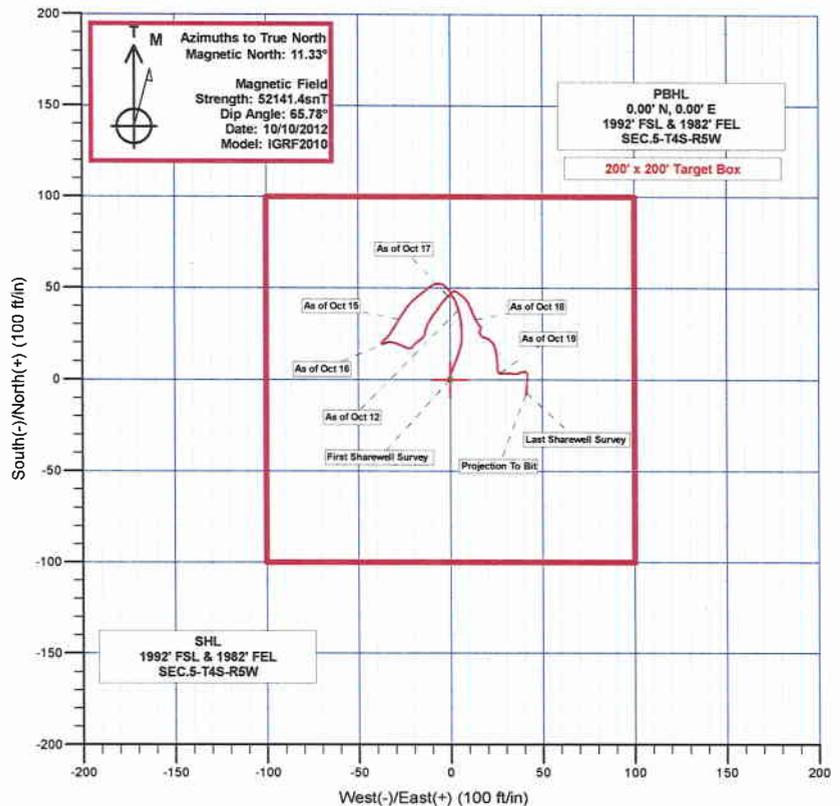
WELLBORE TARGET DETAILS (MAP CO-ORDINATES AND LAT/LONG)

| Name | TVD | +N/-S | +E/-W | Latitude | Longitude | Shape |
|-----------------|---------|-------|-------|----------------|------------------|------------------------------------|
| 10-5-45 BTR Tgt | 8750.02 | 0.00 | 0.00 | 40° 9' 37.25 N | 110° 28' 15.79 W | Rectangle (Sides: L200.00 W200.00) |



ANNOTATIONS

| TVD | MD | Inc | Azi | +N/-S | +E/-W | VSect | Departure | Annotation |
|---------|---------|-------|--------|-------|--------|-------|-----------|------------------------|
| 215.00 | 215.00 | 0.200 | 314.60 | 0.26 | -0.27 | 0.26 | 0.38 | First Sharewell Survey |
| 1239.17 | 1240.00 | 2.100 | 344.60 | 37.94 | 4.53 | 37.94 | 39.42 | As of Oct 12 |
| 2741.30 | 2743.00 | 2.800 | 211.40 | 32.92 | -27.93 | 32.92 | 88.73 | As of Oct 15 |
| 3536.97 | 3539.00 | 1.800 | 94.70 | 20.45 | -32.89 | 20.45 | 110.73 | As of Oct 16 |
| 5247.24 | 5250.00 | 1.600 | 39.80 | 45.43 | -1.31 | 45.43 | 158.82 | As of Oct 17 |
| 6482.87 | 6486.00 | 2.200 | 153.70 | 32.46 | 13.90 | 32.46 | 184.53 | As of Oct 18 |
| 7622.24 | 7626.00 | 0.900 | 93.00 | 3.59 | 26.76 | 3.59 | 222.59 | As of Oct 19 |
| 8710.91 | 8715.00 | 1.200 | 193.20 | -6.89 | 41.23 | -6.89 | 249.47 | Last Sharewell Survey |
| 8760.90 | 8765.00 | 1.200 | 193.20 | -7.91 | 40.99 | -7.91 | 250.52 | Projection To Bit |



Design: OH (#10-5-45 BTR/Wellbore #1)

Created By: Rolando Garza Date: 13:27, October 22 2012

| | | | |
|------------------|--------------------------|-------------------------------------|-------------------|
| Company: | Bill Barrett Corp. (II) | Local Co-ordinate Reference: | Well #10-5-45 BTR |
| Project: | Duchesne Co., UT (NAD27) | TVD Reference: | WELL @ 5942.01ft |
| Site: | Sec.5-T4S-R5W | MD Reference: | WELL @ 5942.01ft |
| Well: | #10-5-45 BTR | North Reference: | True |
| Wellbore: | Wellbore #1 | Survey Calculation Method: | Minimum Curvature |
| Design: | OH | Database: | CompassVM |

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

| | | | |
|------------------------------|---------------|--------------------------|-------------------|
| Site | Sec.5-T4S-R5W | | |
| Site Position: | | Northing: | 667,106.00 usft |
| From: | Lat/Long | Easting: | 2,287,574.25 usft |
| Position Uncertainty: | 0.00 ft | Slot Radius: | 1.10 ft |
| | | Latitude: | 40° 9' 37.25 N |
| | | Longitude: | 110° 28' 15.79 W |
| | | Grid Convergence: | 0.66 ° |

| | | | |
|-----------------------------|--------------|----------------------------|-----------------------------------|
| Well | #10-5-45 BTR | | |
| Well Position | +N/-S | 0.00 ft | Northing: 667,105.99 usft |
| | +E/-W | 0.00 ft | Easting: 2,287,574.25 usft |
| Position Uncertainty | 0.00 ft | Wellhead Elevation: | ft |
| | | Latitude: | 40° 9' 37.25 N |
| | | Longitude: | 110° 28' 15.79 W |
| | | Ground Level: | 5,920.01 ft |

| | | | | | |
|------------------|-------------------|--------------------|------------------------|----------------------|----------------------------|
| Wellbore | Wellbore #1 | | | | |
| Magnetics | Model Name | Sample Date | Declination (°) | Dip Angle (°) | Field Strength (nT) |
| | IGRF2010 | 10/10/12 | 11.33 | 65.78 | 52,141 |

| | | | | | |
|--------------------------|------------------------------|-------------------|-------------------|----------------------|------|
| Design | OH | | | | |
| Audit Notes: | | | | | |
| Version: | 1.0 | Phase: | ACTUAL | Tie On Depth: | 0.00 |
| Vertical Section: | Depth From (TVD) (ft) | +N/-S (ft) | +E/-W (ft) | Direction (°) | |
| | 0.00 | 0.00 | 0.00 | 0.00 | |

| | | | | | |
|-----------------------|----------------|--------------------------|------------------|--------------------|--|
| Survey Program | Date | 10/22/12 | | | |
| From (ft) | To (ft) | Survey (Wellbore) | Tool Name | Description | |
| 215.00 | 8,765.00 | OH (Wellbore #1) | MWD | MWD - Standard | |

| 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) | |
|-------------------------------|-----------------|-------------|---------------------|------------|------------|-----------------------|-----------------------|----------------------|---------------------|--|
| 0.00 | 0.000 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | |
| 215.00 | 0.200 | 314.60 | 215.00 | 0.26 | -0.27 | 0.26 | 0.09 | 0.09 | 0.00 | |
| First Sharewell Survey | | | | | | | | | | |
| 308.00 | 0.700 | 7.20 | 308.00 | 0.94 | -0.31 | 0.94 | 0.65 | 0.54 | 56.56 | |
| 401.00 | 1.800 | 16.30 | 400.97 | 2.91 | 0.17 | 2.91 | 1.20 | 1.18 | 9.78 | |
| 493.00 | 2.900 | 21.50 | 492.89 | 6.46 | 1.43 | 6.46 | 1.22 | 1.20 | 5.65 | |
| 584.00 | 3.200 | 22.80 | 583.77 | 10.94 | 3.26 | 10.94 | 0.34 | 0.33 | 1.43 | |
| 677.00 | 3.100 | 18.60 | 676.63 | 15.72 | 5.06 | 15.72 | 0.27 | -0.11 | -4.52 | |
| 769.00 | 2.500 | 7.60 | 768.52 | 20.06 | 6.12 | 20.06 | 0.87 | -0.65 | -11.96 | |
| 860.00 | 2.300 | 359.90 | 859.44 | 23.86 | 6.38 | 23.86 | 0.42 | -0.22 | -8.46 | |
| 955.00 | 2.300 | 356.00 | 954.36 | 27.67 | 6.25 | 27.67 | 0.16 | 0.00 | -4.11 | |

Company: Bill Barrett Corp. (II)
Project: Duchesne Co., UT (NAD27)
Site: Sec.5-T4S-R5W
Well: #10-5-45 BTR
Wellbore: Wellbore #1
Design: OH

Local Co-ordinate Reference: Well #10-5-45 BTR
TVD Reference: WELL @ 5942.01ft
MD Reference: WELL @ 5942.01ft
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: CompassVM

Survey

| 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) |
|---------------------|-----------------|-------------|---------------------|-----------|-----------|-----------------------|-----------------------|----------------------|---------------------|
| 1,050.00 | 2.100 | 352.80 | 1,049.29 | 31.29 | 5.89 | 31.29 | 0.25 | -0.21 | -3.37 |
| 1,145.00 | 2.000 | 348.10 | 1,144.23 | 34.64 | 5.33 | 34.64 | 0.21 | -0.11 | -4.95 |
| 1,240.00 | 2.100 | 344.60 | 1,239.17 | 37.94 | 4.53 | 37.94 | 0.17 | 0.11 | -3.68 |
| As of Oct 12 | | | | | | | | | |
| 1,335.00 | 1.800 | 339.00 | 1,334.11 | 41.01 | 3.53 | 41.01 | 0.37 | -0.32 | -5.89 |
| 1,430.00 | 1.800 | 334.10 | 1,429.07 | 43.75 | 2.35 | 43.75 | 0.16 | 0.00 | -5.16 |
| 1,525.00 | 1.800 | 330.70 | 1,524.02 | 46.39 | 0.97 | 46.39 | 0.11 | 0.00 | -3.58 |
| 1,619.00 | 1.600 | 323.70 | 1,617.98 | 48.74 | -0.53 | 48.74 | 0.31 | -0.21 | -7.45 |
| 1,714.00 | 1.600 | 317.50 | 1,712.94 | 50.78 | -2.22 | 50.78 | 0.18 | 0.00 | -6.53 |
| 1,809.00 | 1.100 | 294.20 | 1,807.91 | 52.14 | -3.94 | 52.14 | 0.77 | -0.53 | -24.53 |
| 1,903.00 | 1.200 | 273.50 | 1,901.90 | 52.57 | -5.75 | 52.57 | 0.45 | 0.11 | -22.02 |
| 1,999.00 | 1.300 | 254.60 | 1,997.87 | 52.34 | -7.80 | 52.34 | 0.44 | 0.10 | -19.69 |
| 2,094.00 | 1.600 | 241.00 | 2,092.84 | 51.41 | -10.00 | 51.41 | 0.48 | 0.32 | -14.32 |
| 2,188.00 | 1.900 | 231.90 | 2,186.80 | 49.81 | -12.37 | 49.81 | 0.43 | 0.32 | -9.68 |
| 2,283.00 | 2.500 | 229.70 | 2,281.73 | 47.50 | -15.19 | 47.50 | 0.64 | 0.63 | -2.32 |
| 2,379.00 | 1.900 | 232.70 | 2,377.66 | 45.18 | -18.06 | 45.18 | 0.64 | -0.63 | 3.13 |
| 2,473.00 | 2.000 | 225.10 | 2,471.60 | 43.08 | -20.46 | 43.08 | 0.29 | 0.11 | -8.09 |
| 2,569.00 | 2.600 | 217.40 | 2,567.53 | 40.17 | -22.97 | 40.17 | 0.70 | 0.63 | -8.02 |
| 2,664.00 | 3.100 | 214.20 | 2,662.41 | 36.33 | -25.72 | 36.33 | 0.55 | 0.53 | -3.37 |
| 2,743.00 | 2.800 | 211.40 | 2,741.30 | 32.92 | -27.93 | 32.92 | 0.42 | -0.38 | -3.54 |
| As of Oct 15 | | | | | | | | | |
| 2,874.00 | 1.800 | 209.80 | 2,872.20 | 28.40 | -30.62 | 28.40 | 0.76 | -0.76 | -1.22 |
| 2,969.00 | 1.600 | 209.70 | 2,967.15 | 25.95 | -32.01 | 25.95 | 0.21 | -0.21 | -0.11 |
| 3,064.00 | 1.100 | 226.10 | 3,062.13 | 24.17 | -33.33 | 24.17 | 0.66 | -0.53 | 17.26 |
| 3,159.00 | 2.500 | 221.90 | 3,157.08 | 21.99 | -35.37 | 21.99 | 1.48 | 1.47 | -4.42 |
| 3,254.00 | 0.900 | 223.80 | 3,252.03 | 19.91 | -37.27 | 19.91 | 1.69 | -1.68 | 2.00 |
| 3,349.00 | 0.400 | 87.90 | 3,347.03 | 19.39 | -37.45 | 19.39 | 1.28 | -0.53 | -143.05 |
| 3,444.00 | 1.800 | 66.90 | 3,442.01 | 19.98 | -35.75 | 19.98 | 1.51 | 1.47 | -22.11 |
| 3,539.00 | 1.800 | 94.70 | 3,536.97 | 20.45 | -32.89 | 20.45 | 0.91 | 0.00 | 29.26 |
| As of Oct 16 | | | | | | | | | |
| 3,634.00 | 2.000 | 102.80 | 3,631.91 | 19.96 | -29.79 | 19.96 | 0.35 | 0.21 | 8.53 |
| 3,729.00 | 2.400 | 121.00 | 3,726.85 | 18.57 | -26.47 | 18.57 | 0.84 | 0.42 | 19.16 |
| 3,824.00 | 1.200 | 103.30 | 3,821.80 | 17.31 | -23.79 | 17.31 | 1.38 | -1.26 | -18.63 |
| 3,920.00 | 1.000 | 97.10 | 3,917.78 | 16.98 | -21.98 | 16.98 | 0.24 | -0.21 | -6.46 |
| 4,015.00 | 0.800 | 35.30 | 4,012.77 | 17.42 | -20.78 | 17.42 | 0.99 | -0.21 | -65.05 |
| 4,110.00 | 0.700 | 36.00 | 4,107.76 | 18.43 | -20.05 | 18.43 | 0.11 | -0.11 | 0.74 |
| 4,205.00 | 1.900 | 46.30 | 4,202.74 | 19.99 | -18.57 | 19.99 | 1.28 | 1.26 | 10.84 |
| 4,300.00 | 1.200 | 59.60 | 4,297.70 | 21.58 | -16.58 | 21.58 | 0.82 | -0.74 | 14.00 |
| 4,395.00 | 1.100 | 50.30 | 4,392.68 | 22.66 | -15.02 | 22.66 | 0.22 | -0.11 | -9.79 |
| 4,490.00 | 1.100 | 15.90 | 4,487.67 | 24.12 | -14.07 | 24.12 | 0.68 | 0.00 | -36.21 |
| 4,586.00 | 2.300 | 9.60 | 4,583.62 | 26.91 | -13.49 | 26.91 | 1.26 | 1.25 | -6.56 |
| 4,680.00 | 1.700 | 31.70 | 4,677.56 | 29.95 | -12.44 | 29.95 | 1.03 | -0.64 | 23.51 |
| 4,776.00 | 2.000 | 31.10 | 4,773.51 | 32.60 | -10.83 | 32.60 | 0.31 | 0.31 | -0.63 |

| | | | |
|------------------|--------------------------|-------------------------------------|-------------------|
| Company: | Bill Barrett Corp. (II) | Local Co-ordinate Reference: | Well #10-5-45 BTR |
| Project: | Duchesne Co., UT (NAD27) | TVD Reference: | WELL @ 5942.01ft |
| Site: | Sec.5-T4S-R5W | MD Reference: | WELL @ 5942.01ft |
| Well: | #10-5-45 BTR | North Reference: | True |
| Wellbore: | Wellbore #1 | Survey Calculation Method: | Minimum Curvature |
| Design: | OH | Database: | CompassVM |

| Survey | | | | | | | | | | |
|---------------------|-----------------|-------------|---------------------|------------|------------|-----------------------|-----------------------|----------------------|---------------------|--|
| 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) | |
| 4,871.00 | 2.100 | 31.60 | 4,868.45 | 35.50 | -9.06 | 35.50 | 0.11 | 0.11 | 0.53 | |
| 4,966.00 | 1.700 | 38.10 | 4,963.40 | 38.09 | -7.28 | 38.09 | 0.48 | -0.42 | 6.84 | |
| 5,061.00 | 1.800 | 32.40 | 5,058.36 | 40.46 | -5.61 | 40.46 | 0.21 | 0.11 | -6.00 | |
| 5,155.00 | 2.300 | 44.50 | 5,152.30 | 43.05 | -3.50 | 43.05 | 0.70 | 0.53 | 12.87 | |
| 5,250.00 | 1.600 | 39.80 | 5,247.24 | 45.43 | -1.31 | 45.43 | 0.76 | -0.74 | -4.95 | |
| As of Oct 17 | | | | | | | | | | |
| 5,345.00 | 1.100 | 48.80 | 5,342.22 | 47.05 | 0.22 | 47.05 | 0.57 | -0.53 | 9.47 | |
| 5,440.00 | 1.200 | 63.10 | 5,437.20 | 48.10 | 1.79 | 48.10 | 0.32 | 0.11 | 15.05 | |
| 5,536.00 | 0.900 | 125.30 | 5,533.18 | 48.12 | 3.31 | 48.12 | 1.16 | -0.31 | 64.79 | |
| 5,631.00 | 0.500 | 129.50 | 5,628.18 | 47.43 | 4.23 | 47.43 | 0.42 | -0.42 | 4.42 | |
| 5,726.00 | 0.100 | 313.50 | 5,723.17 | 47.22 | 4.49 | 47.22 | 0.63 | -0.42 | -185.26 | |
| 5,821.00 | 0.600 | 126.80 | 5,818.17 | 46.98 | 4.83 | 46.98 | 0.74 | 0.53 | 182.42 | |
| 5,916.00 | 0.500 | 137.40 | 5,913.17 | 46.38 | 5.51 | 46.38 | 0.15 | -0.11 | 11.16 | |
| 6,011.00 | 0.500 | 102.90 | 6,008.17 | 45.98 | 6.20 | 45.98 | 0.31 | 0.00 | -36.32 | |
| 6,106.00 | 1.200 | 136.60 | 6,103.15 | 45.16 | 7.28 | 45.16 | 0.88 | 0.74 | 35.47 | |
| 6,201.00 | 2.200 | 145.10 | 6,198.11 | 42.95 | 9.01 | 42.95 | 1.08 | 1.05 | 8.95 | |
| 6,296.00 | 2.800 | 157.90 | 6,293.02 | 39.30 | 10.93 | 39.30 | 0.86 | 0.63 | 13.47 | |
| 6,391.00 | 2.000 | 157.00 | 6,387.94 | 35.62 | 12.45 | 35.62 | 0.84 | -0.84 | -0.95 | |
| 6,486.00 | 2.200 | 153.70 | 6,482.87 | 32.46 | 13.90 | 32.46 | 0.25 | 0.21 | -3.47 | |
| As of Oct 18 | | | | | | | | | | |
| 6,581.00 | 1.900 | 144.70 | 6,577.81 | 29.54 | 15.62 | 29.54 | 0.46 | -0.32 | -9.47 | |
| 6,676.00 | 0.600 | 38.10 | 6,672.80 | 28.65 | 16.84 | 28.65 | 2.26 | -1.37 | -112.21 | |
| 6,771.00 | 1.100 | 212.10 | 6,767.79 | 28.27 | 16.66 | 28.27 | 1.79 | 0.53 | 183.16 | |
| 6,866.00 | 2.100 | 196.30 | 6,862.75 | 25.83 | 15.69 | 25.83 | 1.14 | 1.05 | -16.63 | |
| 6,961.00 | 2.400 | 108.00 | 6,957.70 | 23.54 | 17.09 | 23.54 | 3.31 | 0.32 | -92.95 | |
| 7,057.00 | 2.200 | 115.00 | 7,053.63 | 22.14 | 20.67 | 22.14 | 0.36 | -0.21 | 7.29 | |
| 7,152.00 | 2.500 | 150.70 | 7,148.55 | 19.56 | 23.34 | 19.56 | 1.55 | 0.32 | 37.58 | |
| 7,247.00 | 2.000 | 169.20 | 7,243.48 | 16.13 | 24.66 | 16.13 | 0.92 | -0.53 | 19.47 | |
| 7,342.00 | 2.000 | 175.30 | 7,338.42 | 12.85 | 25.11 | 12.85 | 0.22 | 0.00 | 6.42 | |
| 7,437.00 | 2.800 | 176.00 | 7,433.34 | 8.88 | 25.41 | 8.88 | 0.84 | 0.84 | 0.74 | |
| 7,532.00 | 1.800 | 171.20 | 7,528.26 | 5.09 | 25.80 | 5.09 | 1.07 | -1.05 | -5.05 | |
| 7,626.00 | 0.900 | 93.00 | 7,622.24 | 3.59 | 26.76 | 3.59 | 1.96 | -0.96 | -83.19 | |
| As of Oct 19 | | | | | | | | | | |
| 7,722.00 | 1.500 | 91.80 | 7,718.22 | 3.51 | 28.77 | 3.51 | 0.63 | 0.63 | -1.25 | |
| 7,817.00 | 1.300 | 80.10 | 7,813.19 | 3.66 | 31.07 | 3.66 | 0.37 | -0.21 | -12.32 | |
| 7,912.00 | 1.800 | 102.30 | 7,908.15 | 3.53 | 33.59 | 3.53 | 0.81 | 0.53 | 23.37 | |
| 8,007.00 | 1.300 | 81.20 | 8,003.12 | 3.37 | 36.12 | 3.37 | 0.79 | -0.53 | -22.21 | |
| 8,102.00 | 1.600 | 61.00 | 8,098.09 | 4.18 | 38.34 | 4.18 | 0.62 | 0.32 | -21.26 | |
| 8,197.00 | 1.100 | 92.30 | 8,193.07 | 4.79 | 40.41 | 4.79 | 0.92 | -0.53 | 32.95 | |
| 8,292.00 | 1.100 | 158.60 | 8,288.05 | 3.90 | 41.66 | 3.90 | 1.27 | 0.00 | 69.79 | |
| 8,386.00 | 1.700 | 187.40 | 8,382.02 | 1.68 | 41.81 | 1.68 | 0.96 | 0.64 | 30.64 | |
| 8,481.00 | 1.300 | 177.80 | 8,476.99 | -0.79 | 41.67 | -0.79 | 0.50 | -0.42 | -10.11 | |
| 8,573.00 | 2.000 | 189.00 | 8,568.95 | -3.42 | 41.46 | -3.42 | 0.83 | 0.76 | 12.17 | |
| 8,668.00 | 1.100 | 173.70 | 8,663.92 | -5.97 | 41.30 | -5.97 | 1.03 | -0.95 | -16.11 | |

Company: Bill Barrett Corp. (II)
Project: Duchesne Co., UT (NAD27)
Site: Sec.5-T4S-R5W
Well: #10-5-45 BTR
Wellbore: Wellbore #1
Design: OH

Local Co-ordinate Reference: Well #10-5-45 BTR
TVD Reference: WELL @ 5942.01ft
MD Reference: WELL @ 5942.01ft
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: CompassVM

Survey

| 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) |
|------------------------------|-----------------|-------------|---------------------|------------|------------|-----------------------|-----------------------|----------------------|---------------------|
| 8,715.00 | 1.200 | 193.20 | 8,710.91 | -6.89 | 41.23 | -6.89 | 0.85 | 0.21 | 41.49 |
| Last Sharewell Survey | | | | | | | | | |
| 8,765.00 | 1.200 | 193.20 | 8,760.90 | -7.91 | 40.99 | -7.91 | 0.00 | 0.00 | 0.00 |
| Projection To Bit | | | | | | | | | |

Design Annotations

| Measured Depth (ft) | Vertical Depth (ft) | Local Coordinates | | Comment |
|---------------------|---------------------|-------------------|------------|------------------------|
| | | +N/-S (ft) | +E/-W (ft) | |
| 215.00 | 215.00 | 0.26 | -0.27 | First Sharewell Survey |
| 1,240.00 | 1,239.17 | 37.94 | 4.53 | As of Oct 12 |
| 2,743.00 | 2,741.30 | 32.92 | -27.93 | As of Oct 15 |
| 3,539.00 | 3,536.97 | 20.45 | -32.89 | As of Oct 16 |
| 5,250.00 | 5,247.24 | 45.43 | -1.31 | As of Oct 17 |
| 6,486.00 | 6,482.87 | 32.46 | 13.90 | As of Oct 18 |
| 7,626.00 | 7,622.24 | 3.59 | 26.76 | As of Oct 19 |
| 8,715.00 | 8,710.91 | -6.89 | 41.23 | Last Sharewell Survey |
| 8,765.00 | 8,760.90 | -7.91 | 40.99 | Projection To Bit |

Checked By: _____ Approved By: _____ Date: _____

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

Effective Date: 11/1/2016

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

WELL INFORMATION:

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

OPERATOR CHANGES DOCUMENTATION:

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

REVIEW:

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

NEW OPERATOR BOND VERIFICATION:

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

DATA ENTRY:

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

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

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To: Rig II, LLC

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

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

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

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

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

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

New Operator Contact information:

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

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

Sincerely,

Bill Barrett Corporation

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

Brady Riley
Permit Analyst

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

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

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

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

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

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

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

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

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

(This space for State use only)

APPROVED

NOV 07 2016

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

Request to Transfer Application or Permit to Drill

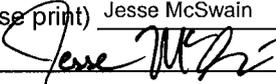
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

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

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

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

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

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

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

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

UIC FORM 5

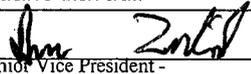
TRANSFER OF AUTHORITY TO INJECT

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

EFFECTIVE DATE OF TRANSFER: 11/1/2016

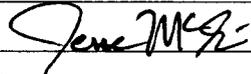
CURRENT OPERATOR

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

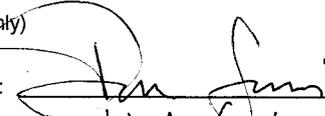
Name: Duane Zavadil
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

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

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

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

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

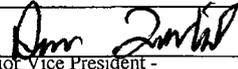
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

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

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

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

NEW OPERATOR

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

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

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

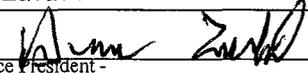
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

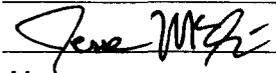
| | |
|--|--|
| Well Name and Number SWD 9-36 BTR | API Number 4301350646 |
| Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE | Field or Unit Name CEDAR RIM |
| | Lease Designation and Number 2OG0005608 |
| QQ, Section, Township, Range: SESE 9 3S 6W | State : UTAH |

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

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

NEW OPERATOR

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

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

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