

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

FORM 3

AMENDED REPORT

<b>APPLICATION FOR PERMIT TO DRILL</b>						<b>1. WELL NAME and NUMBER</b> 1H-11-45 BTR				
<b>2. TYPE OF WORK</b> DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						<b>3. FIELD OR WILDCAT</b> ALTAMONT				
<b>4. TYPE OF WELL</b> Oil Well Coalbed Methane Well: NO						<b>5. UNIT or COMMUNITIZATION AGREEMENT NAME</b>				
<b>6. NAME OF OPERATOR</b> BILL BARRETT CORP						<b>7. OPERATOR PHONE</b> 303 312-8164				
<b>8. ADDRESS OF OPERATOR</b> 1099 18th Street Ste 2300, Denver, CO, 80202						<b>9. OPERATOR E-MAIL</b> BHilgers@billbarrettcorp.com				
<b>10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)</b> Fee			<b>11. MINERAL OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>			<b>12. SURFACE OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>				
<b>13. NAME OF SURFACE OWNER (if box 12 = 'fee')</b>						<b>14. SURFACE OWNER PHONE (if box 12 = 'fee')</b>				
<b>15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')</b>						<b>16. SURFACE OWNER E-MAIL (if box 12 = 'fee')</b>				
<b>17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')</b> Uintah and Ouray			<b>18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS</b> YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			<b>19. SLANT</b> VERTICAL <input type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input checked="" type="checkbox"/>				
<b>20. LOCATION OF WELL</b>		<b>FOOTAGES</b>		<b>QTR-QTR</b>	<b>SECTION</b>	<b>TOWNSHIP</b>	<b>RANGE</b>	<b>MERIDIAN</b>		
LOCATION AT SURFACE		477 FNL 1058 FEL		NENE	10	4.0 S	5.0 W	U		
Top of Uppermost Producing Zone		860 FNL 703 FWL		NWNW	11	4.0 S	5.0 W	U		
At Total Depth		810 FNL 700 FEL		NENE	11	4.0 S	5.0 W	U		
<b>21. COUNTY</b> DUCHESNE			<b>22. DISTANCE TO NEAREST LEASE LINE (Feet)</b> 700			<b>23. NUMBER OF ACRES IN DRILLING UNIT</b> 640				
			<b>25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)</b> 1874			<b>26. PROPOSED DEPTH</b> MD: 12169 TVD: 7304				
<b>27. ELEVATION - GROUND LEVEL</b> 5943			<b>28. BOND NUMBER</b> LPM4138148			<b>29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE</b> 43-180				
<b>Hole, Casing, and Cement Information</b>										
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
COND	26	16	0 - 80	65.0	Unknown	8.8	Unknown	0	0.0	0.0
SURF	12.25	9.625	0 - 2600	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown	190	3.16	11.0
							Halliburton Premium , Type Unknown	210	1.36	14.8
PROD	8.75	7	0 - 8300	23.0	P-110 LT&C	9.4	Unknown	300	2.31	11.0
							Unknown	370	1.42	13.5
L1	6.125	4.5	0 - 12169	11.6	P-110 LT&C	9.5	No Used	0	0.0	0.0
<b>ATTACHMENTS</b>										
<b>VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES</b>										
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER					<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN					
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)					<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER					
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)					<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP					
<b>NAME</b> Venessa Langmacher			<b>TITLE</b> Senior Permit Analyst			<b>PHONE</b> 303 312-8172				
<b>SIGNATURE</b>			<b>DATE</b> 12/12/2011			<b>EMAIL</b> vlangmacher@billbarrettcorp.com				
<b>API NUMBER ASSIGNED</b> 43013511160000			<b>APPROVAL</b>			 Permit Manager				

**DRILLING PLAN**

BILL BARRETT CORPORATION

#1H-11-45 BTR

SHL: NE NE, 477' FNL and 1058' FEL, Section 10-T4S-R5W

BHL: NE NE, 810' FNL and 700' FEL, Section 11-T4S-R5W

Duchesne Co., UT

Bill Barrett Corporation (BBC) intends to drill a horizontal through the prospective zone within the Uteland Butte.

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

<b><u>Formation</u></b>	<b><u>Depth – MD</u></b>	<b><u>Depth - TVD</u></b>
Green River	2,854'	2,854'
Mahogany	3,529'	3,529'
TGR3	4,944'	4,944'
Douglas Creek	5,817'	5,814'
3 PT Marker	6,278'	6,248'
Black Shale Facies	6,831'	6,702'
Castle Peak	7,077'	6,871'
Uteland Butte*	7,696'	7,178'
CR1	7,902'	7,237'
TD	12,169'	7,304'

\* PROSPECTIVE PAY

The Uteland Butte CR1 is the primary objective for oil/gas.

Base of Useable Water = 5,500'

**4. Casing Program**

<b><u>Hole Size</u></b>	<b><u>SETTING DEPTH</u></b>		<b><u>Casing Size</u></b>	<b><u>Casing Weight</u></b>	<b><u>Casing Grade</u></b>	<b><u>Thread</u></b>	<b><u>Condition</u></b>
	<b><u>(FROM)</u></b>	<b><u>(TO)</u></b>					
12-1/4"	surface	2,600'	9 5/8"	36.0 ppf	J or K 55	ST&C	New
8 3/4"	surface	8,300'	7"	23.0 ppf	P-110	LT&C	New
6 1/8"	surface	12,169'	4 1/2" Liner with 4-1/2" Tieback for frac	11.6	P-110	LT&C	New

Drilling Plan  
 #1H-11-45 BTR  
 Duchesne Co., UT

### 5. Cementing Program

9 5/8" Surface Casing	Cement with approximately 190 sx Halliburton Light Premium cement with additives mixed at 11.0 ppg (yield = 3.16 ft <sup>3</sup> /sx), and tail with 210 sx Premium 14.8 ppg (yield = 1.36 ft <sup>3</sup> /sx) calculated hole volume with 75% excess. <i>Top out cement</i> , if required: 100 sx of Premium cement with additives mixed at 15.8 ppg (yield = 1.17 ft <sup>3</sup> /sk)
7" Intermediate Casing	<i>Lead</i> with approximately 300 sx Tune Light cement with additives, mixed at 11.0 ppg (yield = 3.14 ft <sup>3</sup> /sx). <i>Tail</i> with approximately 370 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft <sup>3</sup> /sx).
4 1/2" Liner with 4-1/2" Tieback to surface	<i>No cement will be used in this section. Swell packers will be run to isolate the production hole from the intermediate casing section.</i>
Note: Top of Tail cement for the intermediate string will be calculated to 1000' above the KOP using gauge hole plus 50% excess. Lead to 200' inside of surface casing.	

### 6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 1,500'	8.4 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
1,500' – 2,600'	8.9 – 9.2	26 – 36	NC	Fresh Water with sweeps
2,600' – 8,300'	9.2 – 9.4	42 – 55	6 – 10	Fresh Water PHPA
8,300' – TD	9.0 – 9.5	45 – 58	4 – 10	Fresh Water PHPA
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. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 2,600'	No pressure control required
2,600' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 5000 psi;	
- Ancillary equipment and choke manifold rated at 5,000#. 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.	

Drilling Plan  
 #1H-11-45 BTR  
 Duchesne Co., UT

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**8. 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

**9. 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 with GR as needed to land wellbore;
WL Logging	None in intermediate
Note: FMI and CAL may be run on the lateral portion of the horizontal wellbore at the geologist's discretion.	

**10. Anticipated Abnormal Pressures or Temperatures**

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 3608 psi\* and maximum anticipated surface pressure equals approximately 2001 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)

**11. 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.

**12. Drilling Schedule**

Location Construction: June 2012  
 Spud: June 2012  
 Duration: 25 days drilling time  
 25 days completion time

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

# BILL BARRETT CORPORATION

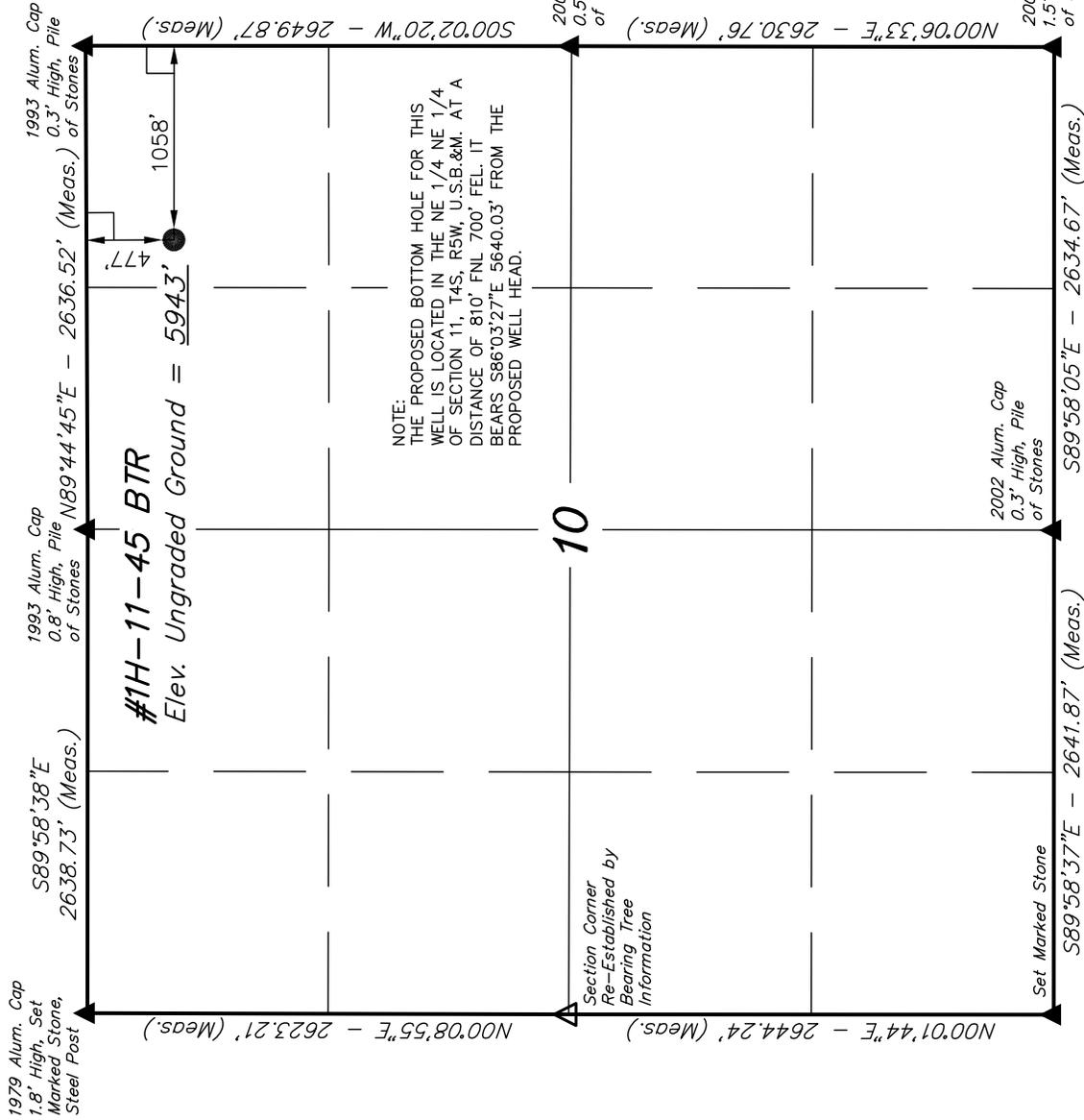
Well location, #1H-11-45 BTR (SURFACE LOCATION), located as shown in the NE 1/4 NE 1/4 of Section 10, T4S, R5W, U.S.B.&M., Duchesne County, Utah.

## BASIS OF ELEVATION

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

## BASIS OF BEARINGS

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



CERTIFICATE

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

**ROBERT L. KAY**

REGISTERED LAND SURVEYOR  
REGISTRATION NO. 161319  
STATE OF UTAH

<b>UTAH ENGINEERING &amp; LAND SURVEYING</b>	
85 SOUTH 200 EAST - VERNAL, UTAH 84078 (435) 789-1017	
SCALE 1" = 1000'	DATE SURVEYED: 07-22-11
PARTY T.A. C.N. S.B.	DATE DRAWN: 08-04-11
WEATHER COLD	REFERENCES G.L.O. PLAT
	FILE BILL BARRETT CORPORATION

<b>NAD 83 (SURFACE LOCATION)</b>	
LATITUDE = 40°09'12.67"	(40.153519)
LONGITUDE = 110°25'50.48"	(110.430689)
<b>NAD 27 (SURFACE LOCATION)</b>	
LATITUDE = 40°09'12.82"	(40.153561)
LONGITUDE = 110°25'47.92"	(110.429978)

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

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

**BILL BARRETT CORPORATION**

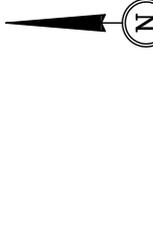
Well location, #1H-11-45 BTR (TARGET BOTTOM HOLE), located as shown in the NE 1/4 NE 1/4 of Section 11, T4S, R5W, U.S.B.&M., Duchesne County, Utah.

**BASIS OF ELEVATION**

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

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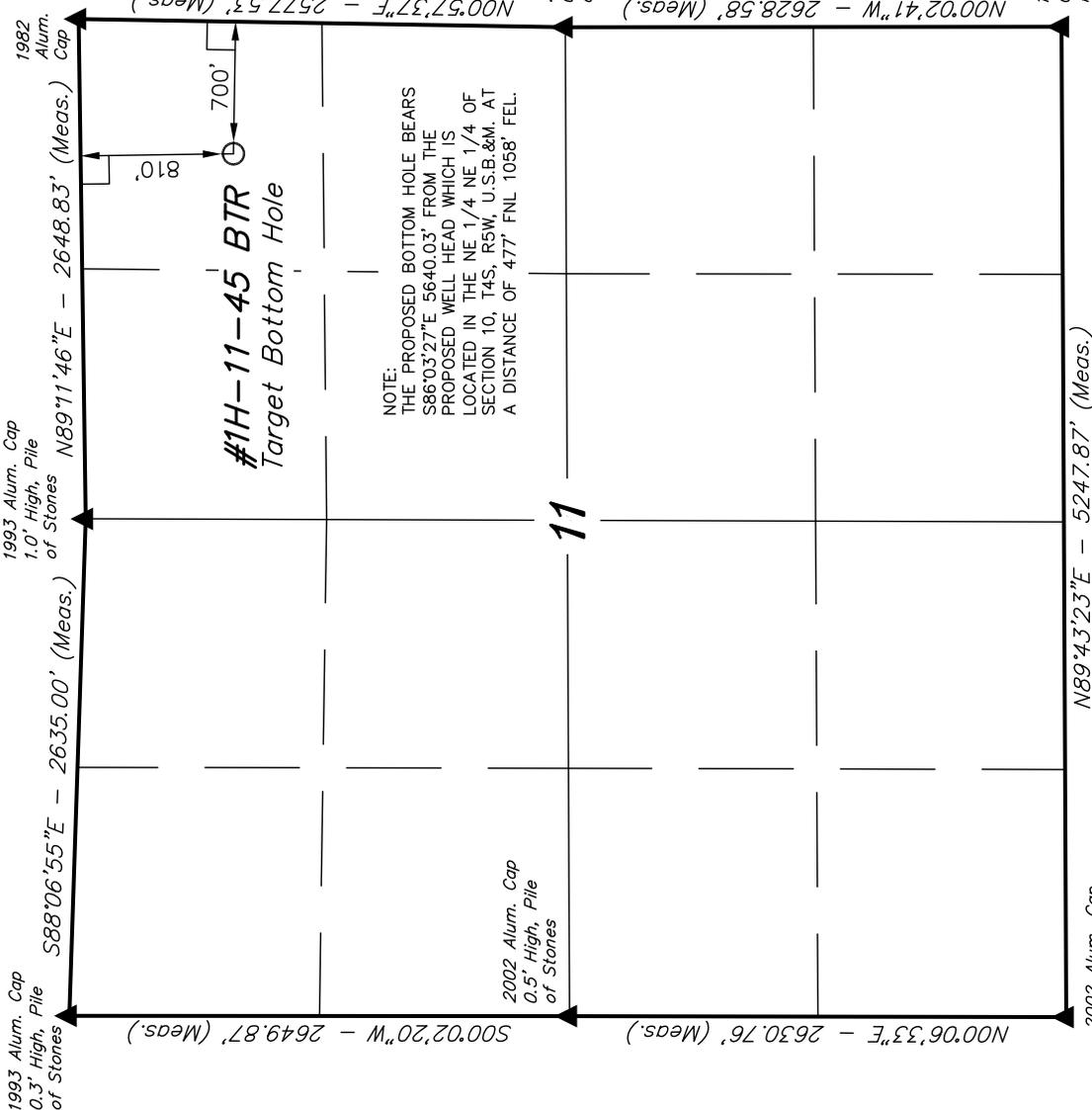
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*ROBERT KAY*  
 REGISTERED LAND SURVEYOR  
 REGISTRATION NO. 161319  
 STATE OF UTAH DATE 09-07-11

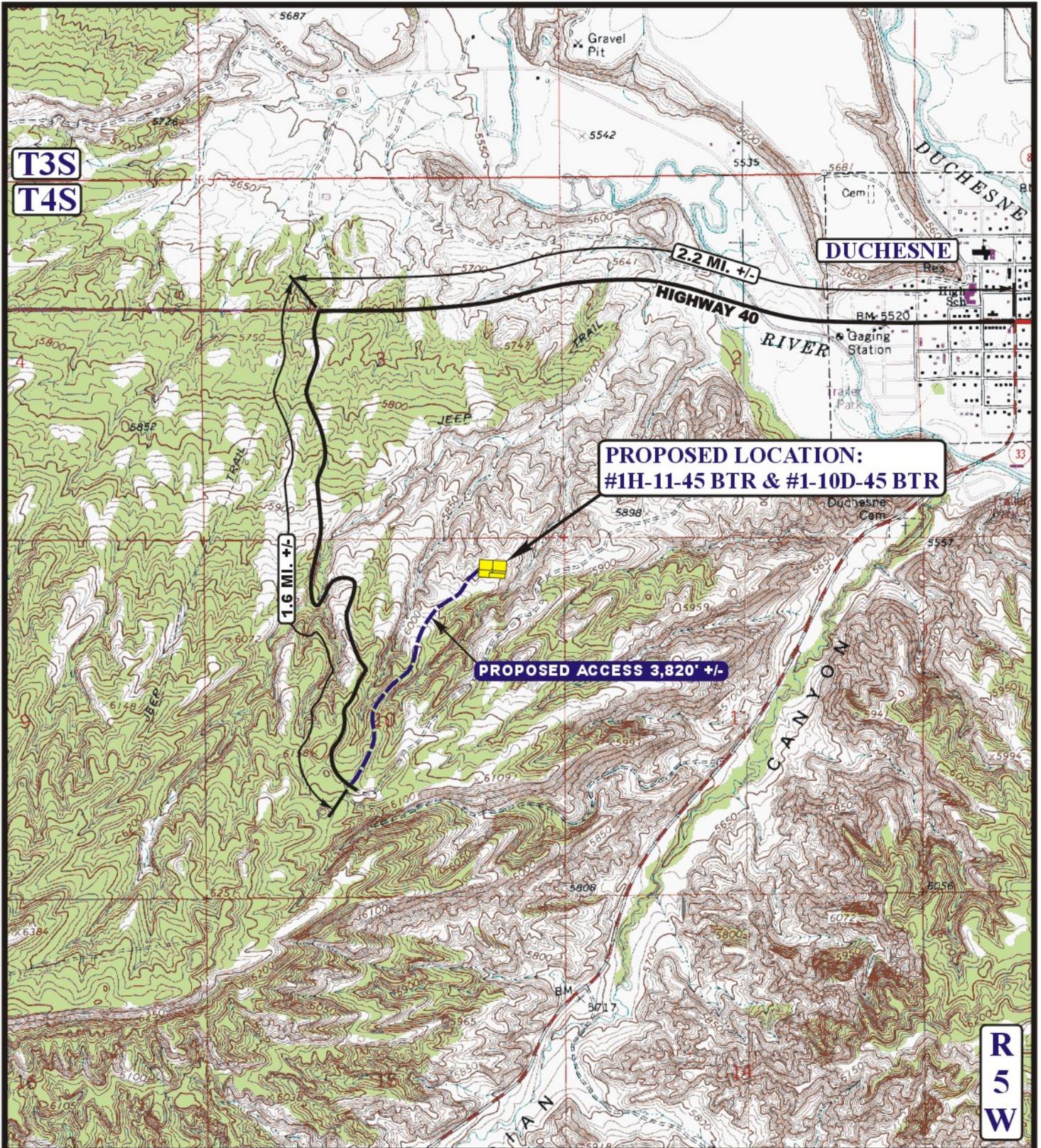


<b>UTAH ENGINEERING &amp; LAND SURVEYING</b>	
85 SOUTH 200 EAST - VERNAL, UTAH 84078 (435) 789-1017	
SCALE 1" = 1000'	DATE SURVEYED: 07-22-11
PARTY T.A. C.N. S.B.	DATE DRAWN: 08-04-11
WEATHER COLD	REFERENCES G.L.O. PLAT
	FILE BILL BARRETT CORPORATION

<b>NAD 83 (TARGET BOTTOM HOLE)</b>	
LATITUDE = 40°09'08.88"	(40.152467)
LONGITUDE = 110°24'38.03"	(110.410564)
<b>NAD 27 (TARGET BOTTOM HOLE)</b>	
LATITUDE = 40°09'09.03"	(40.152508)
LONGITUDE = 110°24'35.47"	(110.409853)

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





**LEGEND:**

- EXISTING ROAD
- PROPOSED ACCESS ROAD

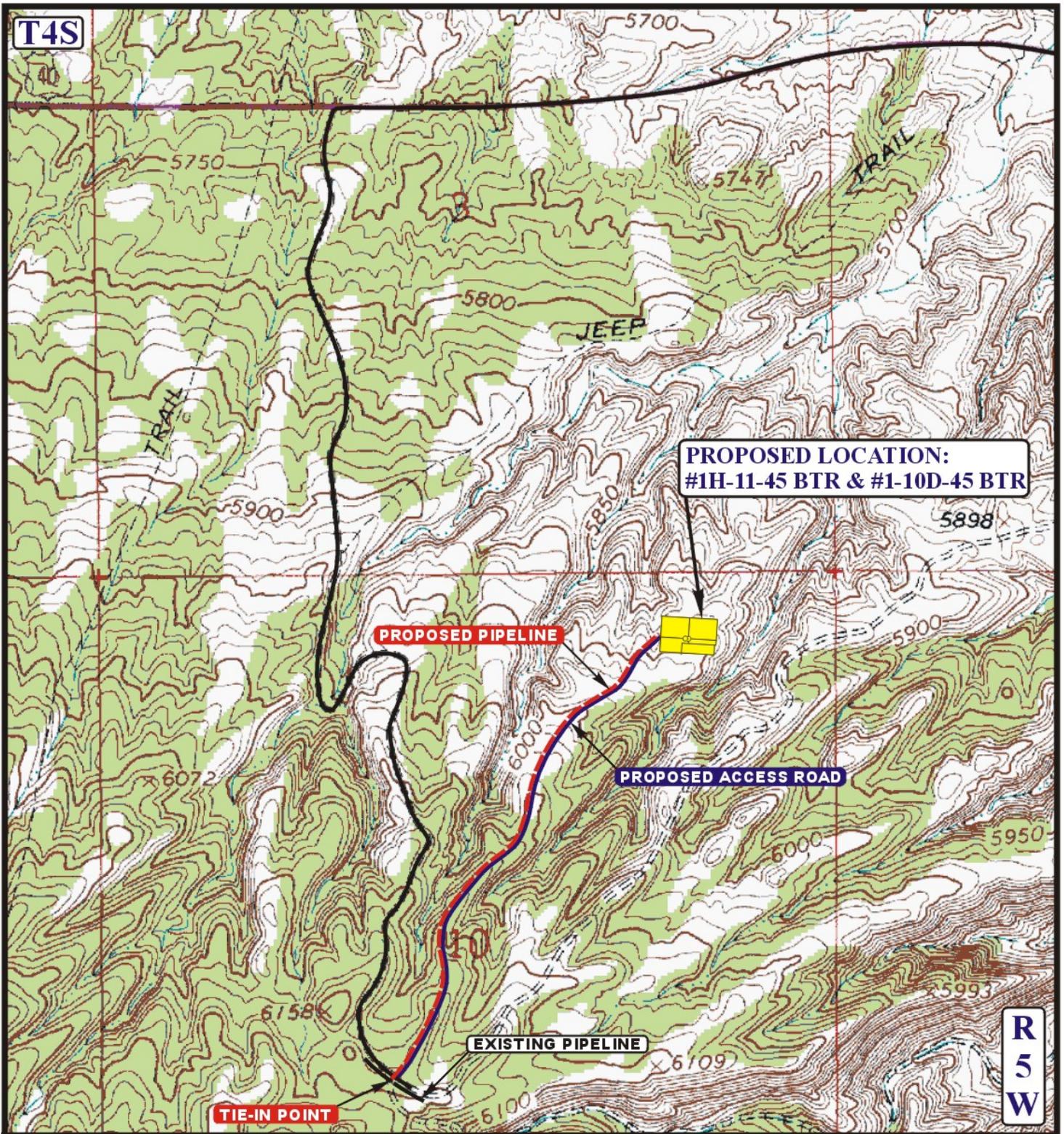


**BILL BARRETT CORPORATION**

**#1H-11-45 BTR & #1-10D-45 BTR  
SECTION 10, T4S, R5W, U.S.B.&M.  
NE 1/4 NE 1/4**

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

<b>ACCESS ROAD MAP</b>	<b>01</b>	<b>04</b>	<b>11</b>	<b>B TOPO</b>
	MONTH	DAY	YEAR	
SCALE: 1" = 2000'	DRAWN BY: J.J.		REV: 07-27-11 C.I.	



**APPROXIMATE TOTAL PIPELINE DISTANCE = 3,880' +/-**

**LEGEND:**

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- - - - - PROPOSED PIPELINE

**BILL BARRETT CORPORATION**

**#1H-11-45 BTR & #1-10D-45 BTR  
SECTION 10, T4S, R5W, U.S.B.&M.  
NE 1/4 NE 1/4**



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

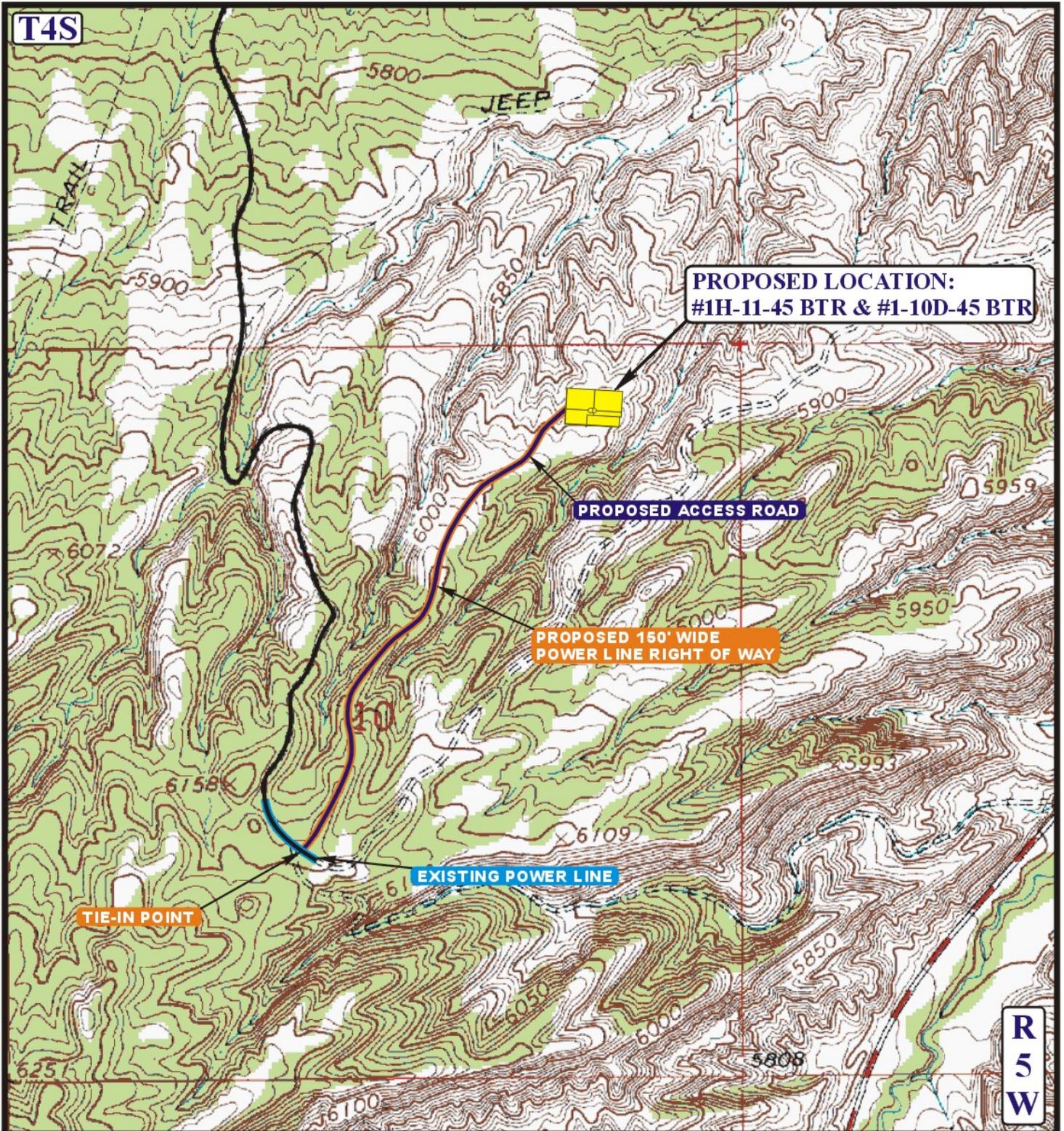


**TOPOGRAPHIC  
MAP**

<b>01</b>	<b>04</b>	<b>11</b>
MONTH	DAY	YEAR

SCALE: 1" = 1000'    DRAWN BY: J.J.    REV: 07-27-11 C.I.





**APPROXIMATE TOTAL POWER LINE DISTANCE = 3,820' +/-**

**LEGEND:**

-  PROPOSED ACCESS ROAD
-  EXISTING POWERLINE
-  PROPOSED POWER LINE

**BILL BARRETT CORPORATION**

**#1H-11-45 BTR & #1-10D-45 BTR  
SECTION 10, T4S, R5W, U.S.B.&M.  
NE 1/4 NE 1/4**

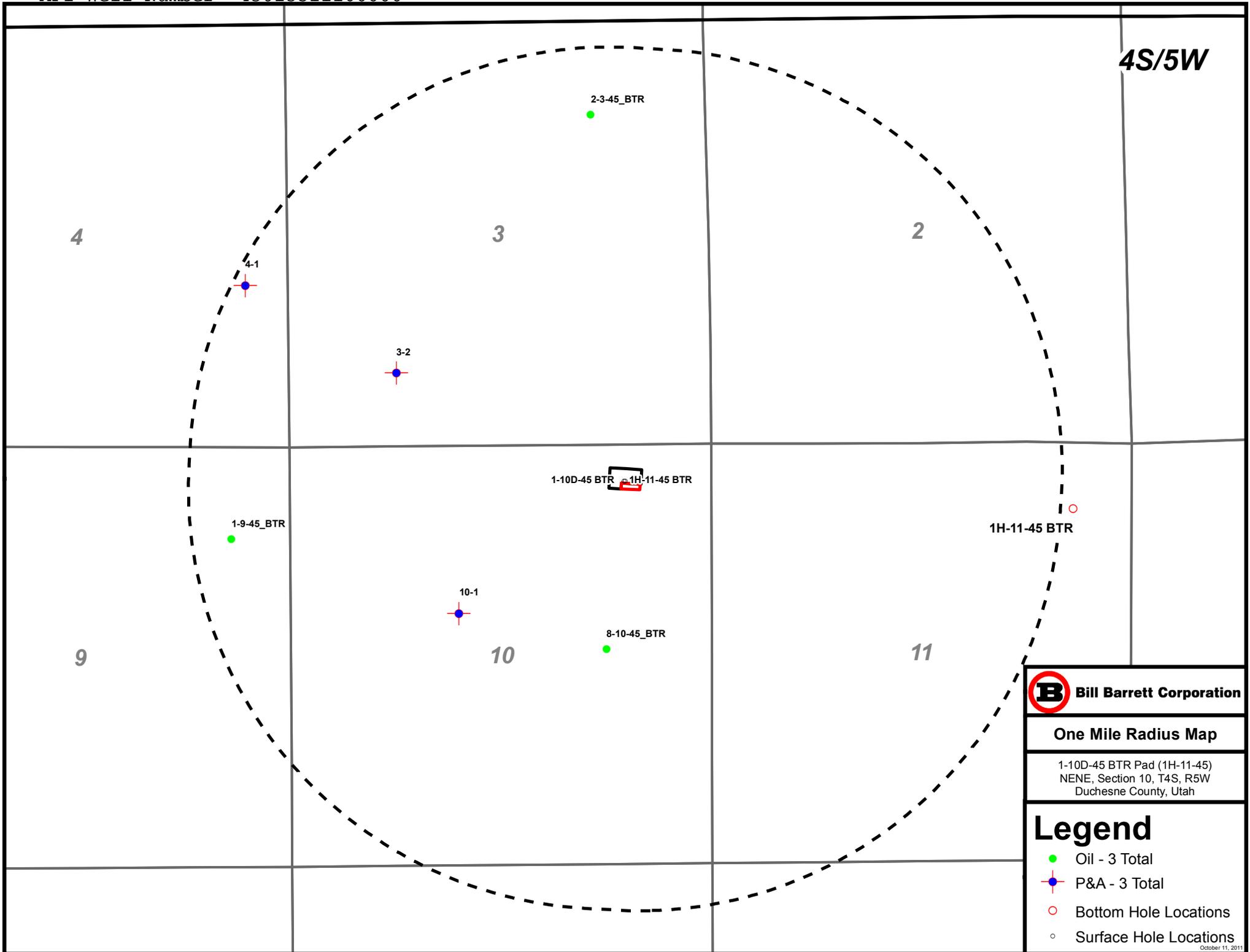
**U&L S** Uintah Engineering & Land Surveying  
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**TOPOGRAPHIC** **01 04 11**  
**MAP** MONTH DAY YEAR  
SCALE: 1" = 1000' DRAWN BY: J.J. REV: 07-27-11 C.I.

**D**  
**TOPO**

4S/5W



**B** Bill Barrett Corporation

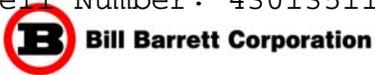
**One Mile Radius Map**

1-10D-45 BTR Pad (1H-11-45)  
 NENE, Section 10, T4S, R5W  
 Duchesne County, Utah

**Legend**

- Oil - 3 Total
- ⊕ P&A - 3 Total
- Bottom Hole Locations
- Surface Hole Locations

October 11, 2011



SITE DETAILS: 1H-11-45 BTR

Blacktail Ridge

Site Centre Latitude: 40° 9' 12.820 N  
 Longitude: 110° 25' 47.921 W

Positional Uncertainty: 0.0  
 Convergence: 0.69  
 Local North: True

COMPANY DETAILS: BILL BARRETT CORP

Calculation Method: Minimum Curvature  
 Error System: ISCWSA  
 Scan Method: Closest Approach 3D  
 Error Surface: Elliptical Conic  
 Warning Method: Error Ratio

WELLBORE TARGET DETAILS (LAT/LONG)

Name	TVD	+N/-S	+E/-W	Latitude	Longitude	Shape
1H-11 PBHL	7304.0	-382.9	5625.4	40° 9' 9.029 N	110° 24' 35.471 W	Rectangle (Sides: L200.0 W200.0)

SECTION DETAILS

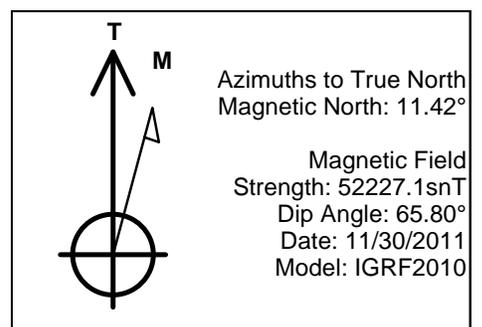
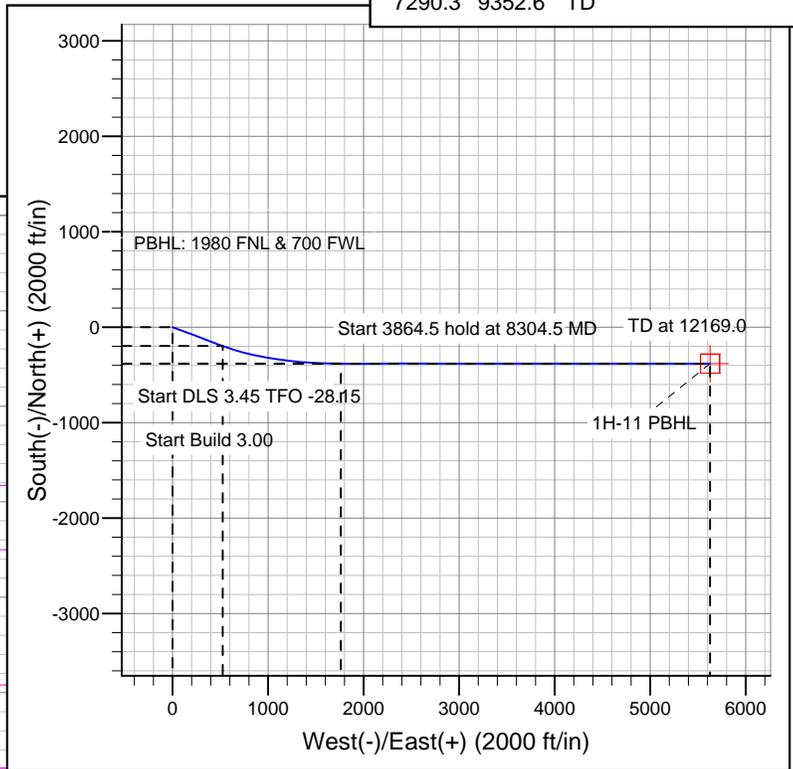
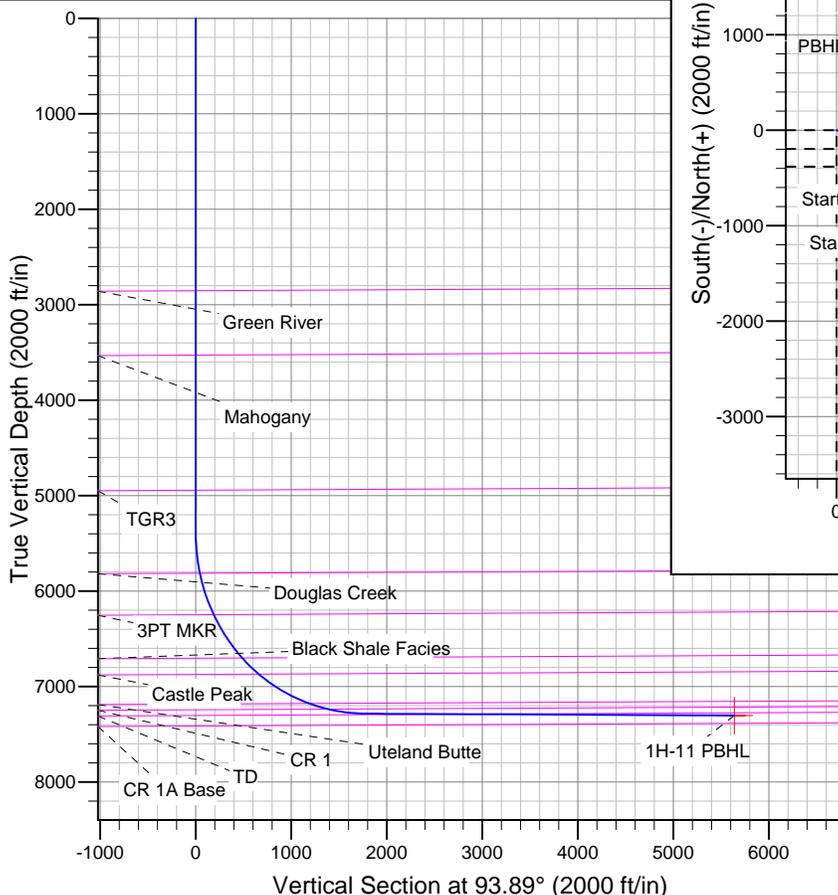
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	5404.5	0.00	0.00	5404.5	0.0	0.0	0.00	0.00	0.0	
3	6904.5	45.00	110.63	6755.0	-197.1	523.5	3.00	110.63	535.7	
4	8304.5	89.72	90.00	7285.2	-382.7	1760.9	3.45	-28.15	1782.8	1H-11 PBHL
5	12169.0	89.72	90.00	7304.0	-382.9	5625.4	0.00	0.00	5638.4	1H-11 PBHL

FORMATION TOP DETAILS

TVDPath	MDPath	Formation
		CR 1A Base
2854.0	2854.0	Green River
3529.0	3529.0	Mahogany
4944.0	4944.0	TGR3
5813.8	5817.0	Douglas Creek
6248.1	6278.3	3PT MKR
6701.7	6830.5	Black Shale Facies
6870.9	7076.5	Castle Peak
7178.3	7695.9	Uteland Butte
7237.3	7901.6	CR 1
7290.3	9352.6	TD

CASING DETAILS

No casing data is available



# **BILL BARRETT CORP**

**DUCHESNE COUNTY, UT (NAD 27)**

**1H-11-45 BTR**

**1H-11-45 BTR**

**1H-11-45 BTR**

**Plan: Design #2**

## **Standard Planning Report**

**07 December, 2011**

**Bill Barrett Corp**

Planning Report

<b>Database:</b>	Compass	<b>Local Co-ordinate Reference:</b>	Well 1H-11-45 BTR
<b>Company:</b>	BILL BARRETT CORP	<b>TVD Reference:</b>	KB @ 5958.0ft (Original Well Elev)
<b>Project:</b>	DUCHESNE COUNTY, UT (NAD 27)	<b>MD Reference:</b>	KB @ 5958.0ft (Original Well Elev)
<b>Site:</b>	1H-11-45 BTR	<b>North Reference:</b>	True
<b>Well:</b>	1H-11-45 BTR	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	1H-11-45 BTR		
<b>Design:</b>	Design #2		

<b>Project</b>	DUCHESNE COUNTY, UT (NAD 27)		
<b>Map System:</b>	US State Plane 1927 (Exact solution)	<b>System Datum:</b>	Ground Level
<b>Geo Datum:</b>	NAD 1927 (NADCON CONUS)		
<b>Map Zone:</b>	Utah Central 4302		

<b>Site</b>	1H-11-45 BTR				
<b>Site Position:</b>		<b>Northing:</b>	664,769.01 ft	<b>Latitude:</b>	40° 9' 12.820 N
<b>From:</b>	Lat/Long	<b>Easting:</b>	2,299,083.08 ft	<b>Longitude:</b>	110° 25' 47.921 W
<b>Position Uncertainty:</b>	0.0 ft	<b>Slot Radius:</b>	"	<b>Grid Convergence:</b>	0.69 °

<b>Well</b>	1H-11-45 BTR					
<b>Well Position</b>	<b>+N/-S</b>	0.0 ft	<b>Northing:</b>	664,769.00 ft	<b>Latitude:</b>	40° 9' 12.819 N
	<b>+E/-W</b>	0.0 ft	<b>Easting:</b>	2,299,083.09 ft	<b>Longitude:</b>	110° 25' 47.921 W
<b>Position Uncertainty</b>		0.0 ft	<b>Wellhead Elevation:</b>	ft	<b>Ground Level:</b>	5,943.0 ft

<b>Wellbore</b>	1H-11-45 BTR				
<b>Magnetics</b>	<b>Model Name</b>	<b>Sample Date</b>	<b>Declination (°)</b>	<b>Dip Angle (°)</b>	<b>Field Strength (nT)</b>
	IGRF2010	11/30/2011	11.42	65.80	52,227

<b>Design</b>	Design #2			
<b>Audit Notes:</b>				
<b>Version:</b>	<b>Phase:</b>	PLAN	<b>Tie On Depth:</b>	0.0
<b>Vertical Section:</b>	<b>Depth From (TVD) (ft)</b>	<b>+N/-S (ft)</b>	<b>+E/-W (ft)</b>	<b>Direction (°)</b>
	0.0	0.0	0.0	93.89

<b>Plan Sections</b>										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target
0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.00	0.00	
5,404.5	0.00	0.00	5,404.5	0.0	0.0	0.00	0.00	0.00	0.00	
6,904.5	45.00	110.63	6,755.0	-197.1	523.5	3.00	3.00	0.00	110.63	
8,304.5	89.72	90.00	7,285.2	-382.7	1,760.9	3.45	3.19	-1.47	-28.15	1H-11 PBHL
12,169.0	89.72	90.00	7,304.0	-382.9	5,625.4	0.00	0.00	0.00	0.00	1H-11 PBHL

**Bill Barrett Corp**

Planning Report

<b>Database:</b>	Compass	<b>Local Co-ordinate Reference:</b>	Well 1H-11-45 BTR
<b>Company:</b>	BILL BARRETT CORP	<b>TVD Reference:</b>	KB @ 5958.0ft (Original Well Elev)
<b>Project:</b>	DUCHESNE COUNTY, UT (NAD 27)	<b>MD Reference:</b>	KB @ 5958.0ft (Original Well Elev)
<b>Site:</b>	1H-11-45 BTR	<b>North Reference:</b>	True
<b>Well:</b>	1H-11-45 BTR	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	1H-11-45 BTR		
<b>Design:</b>	Design #2		

Planned 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)
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	0.00
100.0	0.00	0.00	100.0	0.0	0.0	0.0	0.00	0.00	0.00
200.0	0.00	0.00	200.0	0.0	0.0	0.0	0.00	0.00	0.00
300.0	0.00	0.00	300.0	0.0	0.0	0.0	0.00	0.00	0.00
400.0	0.00	0.00	400.0	0.0	0.0	0.0	0.00	0.00	0.00
500.0	0.00	0.00	500.0	0.0	0.0	0.0	0.00	0.00	0.00
600.0	0.00	0.00	600.0	0.0	0.0	0.0	0.00	0.00	0.00
700.0	0.00	0.00	700.0	0.0	0.0	0.0	0.00	0.00	0.00
800.0	0.00	0.00	800.0	0.0	0.0	0.0	0.00	0.00	0.00
900.0	0.00	0.00	900.0	0.0	0.0	0.0	0.00	0.00	0.00
1,000.0	0.00	0.00	1,000.0	0.0	0.0	0.0	0.00	0.00	0.00
1,100.0	0.00	0.00	1,100.0	0.0	0.0	0.0	0.00	0.00	0.00
1,200.0	0.00	0.00	1,200.0	0.0	0.0	0.0	0.00	0.00	0.00
1,300.0	0.00	0.00	1,300.0	0.0	0.0	0.0	0.00	0.00	0.00
1,400.0	0.00	0.00	1,400.0	0.0	0.0	0.0	0.00	0.00	0.00
1,500.0	0.00	0.00	1,500.0	0.0	0.0	0.0	0.00	0.00	0.00
1,600.0	0.00	0.00	1,600.0	0.0	0.0	0.0	0.00	0.00	0.00
1,700.0	0.00	0.00	1,700.0	0.0	0.0	0.0	0.00	0.00	0.00
1,800.0	0.00	0.00	1,800.0	0.0	0.0	0.0	0.00	0.00	0.00
1,900.0	0.00	0.00	1,900.0	0.0	0.0	0.0	0.00	0.00	0.00
2,000.0	0.00	0.00	2,000.0	0.0	0.0	0.0	0.00	0.00	0.00
2,100.0	0.00	0.00	2,100.0	0.0	0.0	0.0	0.00	0.00	0.00
2,200.0	0.00	0.00	2,200.0	0.0	0.0	0.0	0.00	0.00	0.00
2,300.0	0.00	0.00	2,300.0	0.0	0.0	0.0	0.00	0.00	0.00
2,400.0	0.00	0.00	2,400.0	0.0	0.0	0.0	0.00	0.00	0.00
2,500.0	0.00	0.00	2,500.0	0.0	0.0	0.0	0.00	0.00	0.00
2,600.0	0.00	0.00	2,600.0	0.0	0.0	0.0	0.00	0.00	0.00
2,700.0	0.00	0.00	2,700.0	0.0	0.0	0.0	0.00	0.00	0.00
2,800.0	0.00	0.00	2,800.0	0.0	0.0	0.0	0.00	0.00	0.00
2,854.0	0.00	0.00	2,854.0	0.0	0.0	0.0	0.00	0.00	0.00
<b>Green River</b>									
2,900.0	0.00	0.00	2,900.0	0.0	0.0	0.0	0.00	0.00	0.00
3,000.0	0.00	0.00	3,000.0	0.0	0.0	0.0	0.00	0.00	0.00
3,100.0	0.00	0.00	3,100.0	0.0	0.0	0.0	0.00	0.00	0.00
3,200.0	0.00	0.00	3,200.0	0.0	0.0	0.0	0.00	0.00	0.00
3,300.0	0.00	0.00	3,300.0	0.0	0.0	0.0	0.00	0.00	0.00
3,400.0	0.00	0.00	3,400.0	0.0	0.0	0.0	0.00	0.00	0.00
3,500.0	0.00	0.00	3,500.0	0.0	0.0	0.0	0.00	0.00	0.00
3,529.0	0.00	0.00	3,529.0	0.0	0.0	0.0	0.00	0.00	0.00
<b>Mahogany</b>									
3,600.0	0.00	0.00	3,600.0	0.0	0.0	0.0	0.00	0.00	0.00
3,700.0	0.00	0.00	3,700.0	0.0	0.0	0.0	0.00	0.00	0.00
3,800.0	0.00	0.00	3,800.0	0.0	0.0	0.0	0.00	0.00	0.00
3,900.0	0.00	0.00	3,900.0	0.0	0.0	0.0	0.00	0.00	0.00
4,000.0	0.00	0.00	4,000.0	0.0	0.0	0.0	0.00	0.00	0.00
4,100.0	0.00	0.00	4,100.0	0.0	0.0	0.0	0.00	0.00	0.00
4,200.0	0.00	0.00	4,200.0	0.0	0.0	0.0	0.00	0.00	0.00
4,300.0	0.00	0.00	4,300.0	0.0	0.0	0.0	0.00	0.00	0.00
4,400.0	0.00	0.00	4,400.0	0.0	0.0	0.0	0.00	0.00	0.00
4,500.0	0.00	0.00	4,500.0	0.0	0.0	0.0	0.00	0.00	0.00
4,600.0	0.00	0.00	4,600.0	0.0	0.0	0.0	0.00	0.00	0.00
4,700.0	0.00	0.00	4,700.0	0.0	0.0	0.0	0.00	0.00	0.00
4,800.0	0.00	0.00	4,800.0	0.0	0.0	0.0	0.00	0.00	0.00
4,900.0	0.00	0.00	4,900.0	0.0	0.0	0.0	0.00	0.00	0.00

**Bill Barrett Corp**

Planning Report

<b>Database:</b>	Compass	<b>Local Co-ordinate Reference:</b>	Well 1H-11-45 BTR
<b>Company:</b>	BILL BARRETT CORP	<b>TVD Reference:</b>	KB @ 5958.0ft (Original Well Elev)
<b>Project:</b>	DUCHESNE COUNTY, UT (NAD 27)	<b>MD Reference:</b>	KB @ 5958.0ft (Original Well Elev)
<b>Site:</b>	1H-11-45 BTR	<b>North Reference:</b>	True
<b>Well:</b>	1H-11-45 BTR	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	1H-11-45 BTR		
<b>Design:</b>	Design #2		

Planned 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)	
4,944.0	0.00	0.00	4,944.0	0.0	0.0	0.0	0.00	0.00	0.00	
<b>TGR3</b>										
5,000.0	0.00	0.00	5,000.0	0.0	0.0	0.0	0.00	0.00	0.00	
5,100.0	0.00	0.00	5,100.0	0.0	0.0	0.0	0.00	0.00	0.00	
5,200.0	0.00	0.00	5,200.0	0.0	0.0	0.0	0.00	0.00	0.00	
5,300.0	0.00	0.00	5,300.0	0.0	0.0	0.0	0.00	0.00	0.00	
5,400.0	0.00	0.00	5,400.0	0.0	0.0	0.0	0.00	0.00	0.00	
5,404.5	0.00	0.00	5,404.5	0.0	0.0	0.0	0.00	0.00	0.00	
5,500.0	2.86	110.63	5,500.0	-0.8	2.2	2.3	3.00	3.00	0.00	
5,600.0	5.86	110.63	5,599.7	-3.5	9.4	9.6	3.00	3.00	0.00	
5,700.0	8.86	110.63	5,698.8	-8.0	21.4	21.8	3.00	3.00	0.00	
5,800.0	11.86	110.63	5,797.2	-14.4	38.2	39.1	3.00	3.00	0.00	
5,817.0	12.37	110.63	5,813.8	-15.6	41.5	42.5	3.00	3.00	0.00	
<b>Douglas Creek</b>										
5,900.0	14.86	110.63	5,894.5	-22.5	59.8	61.2	3.00	3.00	0.00	
6,000.0	17.86	110.63	5,990.4	-32.4	86.2	88.2	3.00	3.00	0.00	
6,100.0	20.86	110.63	6,084.7	-44.1	117.2	119.9	3.00	3.00	0.00	
6,200.0	23.86	110.63	6,177.2	-57.5	152.8	156.4	3.00	3.00	0.00	
6,278.3	26.21	110.63	6,248.1	-69.2	183.8	188.1	3.00	3.00	0.00	
<b>3PT MKR</b>										
6,300.0	26.86	110.63	6,267.5	-72.6	192.9	197.4	3.00	3.00	0.00	
6,400.0	29.86	110.63	6,355.5	-89.4	237.4	242.9	3.00	3.00	0.00	
6,500.0	32.86	110.63	6,440.9	-107.7	286.1	292.7	3.00	3.00	0.00	
6,600.0	35.86	110.63	6,523.4	-127.6	338.9	346.8	3.00	3.00	0.00	
6,700.0	38.86	110.63	6,602.9	-149.0	395.7	404.9	3.00	3.00	0.00	
6,800.0	41.86	110.63	6,679.1	-171.8	456.3	466.9	3.00	3.00	0.00	
6,830.5	42.78	110.63	6,701.7	-179.0	475.5	486.6	3.00	3.00	0.00	
<b>Black Shale Facies</b>										
6,900.0	44.86	110.63	6,751.8	-196.0	520.5	532.6	3.00	3.00	0.00	
6,904.5	45.00	110.63	6,755.0	-197.1	523.5	535.7	3.00	3.00	0.00	
7,000.0	47.92	108.54	6,820.8	-220.3	588.7	602.3	3.45	3.06	-2.19	
7,076.5	50.29	106.99	6,870.9	-237.9	643.8	658.5	3.45	3.10	-2.02	
<b>Castle Peak</b>										
7,100.0	51.02	106.54	6,885.7	-243.1	661.2	676.2	3.45	3.11	-1.92	
7,200.0	54.15	104.72	6,946.5	-264.5	737.7	754.0	3.45	3.13	-1.83	
7,300.0	57.31	103.03	7,002.8	-284.3	817.9	835.3	3.45	3.16	-1.69	
7,400.0	60.49	101.46	7,054.4	-302.4	901.6	920.0	3.45	3.18	-1.57	
7,500.0	63.68	99.99	7,101.2	-318.9	988.4	1,007.8	3.45	3.19	-1.47	
7,600.0	66.89	98.59	7,143.0	-333.5	1,078.0	1,098.2	3.45	3.21	-1.40	
7,695.9	69.98	97.31	7,178.3	-345.8	1,166.4	1,187.2	3.45	3.22	-1.33	
<b>Uteland Butte</b>										
7,700.0	70.11	97.26	7,179.7	-346.3	1,170.2	1,191.0	3.45	3.23	-1.30	
7,800.0	73.34	95.98	7,211.0	-357.3	1,264.5	1,285.8	3.45	3.23	-1.28	
7,900.0	76.58	94.75	7,237.0	-366.3	1,360.6	1,382.4	3.45	3.24	-1.23	
7,901.6	76.63	94.73	7,237.3	-366.4	1,362.1	1,383.9	3.45	3.24	-1.22	
<b>CR 1</b>										
8,000.0	79.82	93.55	7,257.4	-373.3	1,458.2	1,480.2	3.45	3.24	-1.20	
8,100.0	83.07	92.37	7,272.3	-378.4	1,557.0	1,579.1	3.45	3.25	-1.18	
8,200.0	86.32	91.21	7,281.5	-381.6	1,656.5	1,678.6	3.45	3.25	-1.16	
8,300.0	89.57	90.06	7,285.1	-382.7	1,756.4	1,778.3	3.45	3.25	-1.15	
8,304.5	89.72	90.00	7,285.2	-382.7	1,760.9	1,782.8	3.45	3.25	-1.15	
8,400.0	89.72	90.00	7,285.6	-382.7	1,856.4	1,878.1	0.00	0.00	0.00	
8,500.0	89.72	90.00	7,286.1	-382.7	1,956.4	1,977.9	0.00	0.00	0.00	

**Bill Barrett Corp**

Planning Report

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<b>Project:</b>	DUCHESNE COUNTY, UT (NAD 27)	<b>MD Reference:</b>	KB @ 5958.0ft (Original Well Elev)
<b>Site:</b>	1H-11-45 BTR	<b>North Reference:</b>	True
<b>Well:</b>	1H-11-45 BTR	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	1H-11-45 BTR		
<b>Design:</b>	Design #2		

Planned 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)	
8,600.0	89.72	90.00	7,286.6	-382.7	2,056.4	2,077.6	0.00	0.00	0.00	
8,700.0	89.72	90.00	7,287.1	-382.7	2,156.4	2,177.4	0.00	0.00	0.00	
8,800.0	89.72	90.00	7,287.6	-382.7	2,256.4	2,277.2	0.00	0.00	0.00	
8,900.0	89.72	90.00	7,288.1	-382.7	2,356.4	2,376.9	0.00	0.00	0.00	
9,000.0	89.72	90.00	7,288.5	-382.7	2,456.4	2,476.7	0.00	0.00	0.00	
9,100.0	89.72	90.00	7,289.0	-382.7	2,556.4	2,576.5	0.00	0.00	0.00	
9,200.0	89.72	90.00	7,289.5	-382.7	2,656.4	2,676.2	0.00	0.00	0.00	
9,300.0	89.72	90.00	7,290.0	-382.7	2,756.4	2,776.0	0.00	0.00	0.00	
9,352.6	89.72	90.00	7,290.3	-382.7	2,809.0	2,828.5	0.00	0.00	0.00	
<b>TD</b>										
9,400.0	89.72	90.00	7,290.5	-382.7	2,856.4	2,875.8	0.00	0.00	0.00	
9,500.0	89.72	90.00	7,291.0	-382.7	2,956.4	2,975.6	0.00	0.00	0.00	
9,600.0	89.72	90.00	7,291.5	-382.7	3,056.4	3,075.3	0.00	0.00	0.00	
9,700.0	89.72	90.00	7,292.0	-382.8	3,156.4	3,175.1	0.00	0.00	0.00	
9,800.0	89.72	90.00	7,292.5	-382.8	3,256.4	3,274.9	0.00	0.00	0.00	
9,900.0	89.72	90.00	7,292.9	-382.8	3,356.4	3,374.6	0.00	0.00	0.00	
10,000.0	89.72	90.00	7,293.4	-382.8	3,456.4	3,474.4	0.00	0.00	0.00	
10,100.0	89.72	90.00	7,293.9	-382.8	3,556.4	3,574.2	0.00	0.00	0.00	
10,200.0	89.72	90.00	7,294.4	-382.8	3,656.4	3,673.9	0.00	0.00	0.00	
10,300.0	89.72	90.00	7,294.9	-382.8	3,756.4	3,773.7	0.00	0.00	0.00	
10,400.0	89.72	90.00	7,295.4	-382.8	3,856.4	3,873.5	0.00	0.00	0.00	
10,500.0	89.72	90.00	7,295.9	-382.8	3,956.4	3,973.2	0.00	0.00	0.00	
10,600.0	89.72	90.00	7,296.4	-382.8	4,056.4	4,073.0	0.00	0.00	0.00	
10,700.0	89.72	90.00	7,296.9	-382.8	4,156.4	4,172.8	0.00	0.00	0.00	
10,800.0	89.72	90.00	7,297.3	-382.8	4,256.4	4,272.5	0.00	0.00	0.00	
10,900.0	89.72	90.00	7,297.8	-382.8	4,356.4	4,372.3	0.00	0.00	0.00	
11,000.0	89.72	90.00	7,298.3	-382.8	4,456.4	4,472.1	0.00	0.00	0.00	
11,100.0	89.72	90.00	7,298.8	-382.8	4,556.4	4,571.8	0.00	0.00	0.00	
11,200.0	89.72	90.00	7,299.3	-382.9	4,656.4	4,671.6	0.00	0.00	0.00	
11,300.0	89.72	90.00	7,299.8	-382.9	4,756.4	4,771.4	0.00	0.00	0.00	
11,400.0	89.72	90.00	7,300.3	-382.9	4,856.4	4,871.2	0.00	0.00	0.00	
11,500.0	89.72	90.00	7,300.8	-382.9	4,956.4	4,970.9	0.00	0.00	0.00	
11,600.0	89.72	90.00	7,301.3	-382.9	5,056.4	5,070.7	0.00	0.00	0.00	
11,700.0	89.72	90.00	7,301.7	-382.9	5,156.4	5,170.5	0.00	0.00	0.00	
11,800.0	89.72	90.00	7,302.2	-382.9	5,256.4	5,270.2	0.00	0.00	0.00	
11,900.0	89.72	90.00	7,302.7	-382.9	5,356.4	5,370.0	0.00	0.00	0.00	
12,000.0	89.72	90.00	7,303.2	-382.9	5,456.4	5,469.8	0.00	0.00	0.00	
12,100.0	89.72	90.00	7,303.7	-382.9	5,556.4	5,569.5	0.00	0.00	0.00	
12,169.0	89.72	90.00	7,304.0	-382.9	5,625.4	5,638.4	0.00	0.00	0.00	
<b>1H-11 PBHL</b>										

**Bill Barrett Corp**

## Planning Report

<b>Database:</b>	Compass	<b>Local Co-ordinate Reference:</b>	Well 1H-11-45 BTR
<b>Company:</b>	BILL BARRETT CORP	<b>TVD Reference:</b>	KB @ 5958.0ft (Original Well Elev)
<b>Project:</b>	DUCHESNE COUNTY, UT (NAD 27)	<b>MD Reference:</b>	KB @ 5958.0ft (Original Well Elev)
<b>Site:</b>	1H-11-45 BTR	<b>North Reference:</b>	True
<b>Well:</b>	1H-11-45 BTR	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	1H-11-45 BTR		
<b>Design:</b>	Design #2		

**Formations**

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
2,854.0	2,854.0	Green River		-0.28	90.00
3,529.0	3,529.0	Mahogany		-0.28	90.00
4,944.0	4,944.0	TGR3		-0.28	90.00
5,817.0	5,814.0	Douglas Creek		-0.28	90.00
6,278.3	6,249.0	3PT MKR		-0.28	90.00
6,830.5	6,704.0	Black Shale Facies		-0.28	90.00
7,076.5	6,874.0	Castle Peak		-0.28	90.00
7,695.9	7,184.0	Uteland Butte		-0.28	90.00
7,901.6	7,244.0	CR 1		-0.28	90.00
9,352.6	7,304.0	TD		-0.28	90.00
	7,414.0	CR 1A Base		-0.28	90.00

**SURFACE USE PLAN****BILL BARRETT CORPORATION  
1-10D-45 BTR & 1H-11-45 BTR Well Pad  
Duchesne County, Utah**

<p align="center"><b><u>1-10D-45 BTR Well Pad</u></b></p> <p>NE NE, 476' FNL &amp; 1074' FEL, Sec. 10, T4S-R5W (surface hole) NE NE, 810' FNL &amp; 810' FEL, Sec. 10, T4S-R5W (bottom hole)</p>	<p align="center"><b><u>1H-11-45 BTR Well Pad</u></b></p> <p>NE NE, 477' FNL &amp; 1058' FEL, Sec. 10, T4S-R5W (surface hole) NE NE, 810' FNL &amp; 700' FEL, Sec. 11, T4S-R5W (bottom hole)</p>
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The onsite inspection for this pad occurred on October 14, 2011. This is a new pad with a total of two proposed wells. Plat changes requested at the onsite are reflected within this APD and summarized below.

- a) Round corner eight 12 feet;
- b) Move topsoil from corners 1 & 2 to corner C area;

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 pad is located approximately 4.5 miles southwest of Duchesne, Utah. Maps and directions reflecting the route to the proposed well pad are included (see Topographic maps A and B).
- b. The existing State Highway 40 would be utilized from Duchesne for 2.2 miles to the existing BBC maintained 8-10-45 BTR access road that would be utilized for 1.6 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.

Bill Barrett Corporation  
Surface Use Plan  
#1-10D-45 BTR & #1H-11-45 BTR Well Pad  
Duchesne County, UT

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

2. Planned Access Road:

- a. Approximately 3,820 feet of new access road trending northeast is planned from the existing 8-10-45 BTR access road (see Topographic Map B). The access road crosses entirely Ute Tribe surface.
- 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 pad.
- f. Excess rock from construction of the pad may be used for surfacing of the access road if necessary. Any additional aggregate necessary would be obtained from private or State of Utah lands in conformance with applicable regulations. Aggregate would be of sufficient size, type, and amount to allow all weather access and alleviate dust.
- g. Where topsoil removal is necessary, it would be windrowed (i.e. stockpiled/accumulated along the edge of the ROW and in a low row/pile parallel with the ROW) and re-spread over the disturbed area after construction and backfilling are completed. Vegetation removed from the disturbed area would also be re-spread to provide protection, nutrient recycling, and a seed source for reclamation.
- h. Turnouts are not proposed.

Bill Barrett Corporation  
Surface Use Plan  
#1-10D-45 BTR & #1H-11-45 BTR Well Pad  
Duchesne County, UT

- i. No culverts or low-water crossings are anticipated. Adequate drainage structures, where necessary, would be incorporated into the remainder of the road to prevent soil erosion and accommodate all-weather traffic.
- j. No gates or cattle guards are anticipated at this time.
- k. Surface disturbance and vehicular travel would be limited to the approved location access road. Adequate signs would be posted, as necessary, to warn the public of project related traffic.
- l. All access roads and surface disturbing activities would conform to the appropriate standard, **no higher than necessary**, to accommodate their intended function adequately as outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards for Oil and Gas Exploration and Development, Fourth Edition – Revised 2007.
- m. The operator would be responsible for all maintenance needs of the new access road.

3. Location of Existing Wells (see One-Mile Radius Map):

- a. Following is a list of wells with surface hole locations within a one-mile radius of the proposed pad:
  - i. water wells none
  - ii. injection wells none
  - iii. disposal wells none
  - iv. drilling wells none
  - v. temp shut-in wells none
  - vi. producing wells three
  - vii. abandoned wells three

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.

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- c. The tank battery would be surrounded by a secondary containment berm of sufficient capacity to contain 1.1 times the entire capacity of the largest single tank and sufficient freeboard to contain precipitation. All loading lines and valves would be placed inside the berm surrounding the tank battery or would utilize catchment basins to contain spills. All liquid hydrocarbon production and measurement shall conform to the provisions of 43 CFR 3162.7-2 and Onshore Oil and Gas Order No. 4 for the measurement of oil.
- d. Gas meter run(s) would be constructed and located on lease within 500 feet of the wellheads. Meter runs would be housed and/or fenced. As practicably feasible, meters would be equipped with remote telemetry monitoring systems. All gas production and measurement shall comply with the provisions of 43 CFR 3162.7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.
- e. A combustor may be installed at this location for control of associated condensate tank emissions. A combustor ranges from 24 inches to 48 inches wide and is approximately 27 ft tall. Combustor placement would be on existing disturbance.
- f. Approximately 3,880 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 southwest to the existing 8-10-45 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 pad 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.

Bill Barrett Corporation  
 Surface Use Plan  
 #1-10D-45 BTR & #1H-11-45 BTR Well Pad  
 Duchesne County, UT

- k. Site security guidelines identified in 43 CFR 3162.7-5 and Onshore Oil and Gas Order No. 3 would be adhered to. Any modifications to proposed facilities would be reflected in the site security diagram submitted.
- l. The pad would require periodic maintenance to ensure that drainages are kept open and free of debris, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

5. Location and Type of Water Supply:

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

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

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

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.

Bill Barrett Corporation  
 Surface Use Plan  
 #1-10D-45 BTR & #1H-11-45 BTR Well Pad  
 Duchesne County, UT

- c. If any additional gravel is required, it would be obtained from a local supplier having a permitted source of materials within the general area.

7. Methods of Handling Waste Disposal:

- a. All wastes associated with this application would be contained and disposed of utilizing approved facilities.
- b. The reserve pit would be constructed so as not to leak, break or allow any discharge.
- c. The reserve would be lined with 12 mil (minimum) thickness polyethylene nylon reinforced liner material. The liner(s) would overlay straw, dirt and/or bentonite if rock is encountered during excavation. The liner would overlap the pit walls and be covered with dirt and/or rocks to hold them in place. No trash, scrap pipe, or other materials that could puncture the liner would be discarded in the pit. A minimum of two feet of free board would be maintained between the maximum fluid level and the top of the reserve pit at all times.
- d. To deter livestock from entering the pit, the three sides exterior to the location would be fenced before drilling starts. Following the conclusion of drilling and completion activities, the fourth side would also be fenced.
- e. Drill cuttings would be contained in the pit and buried on-site for a period not to exceed six months, weather permitting
- f. Produced fluids from the wells 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:

<b>Disposal Facilities</b>
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.

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Surface Use Plan  
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- 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 CO<sub>2</sub> gas, all described as hazardous substances in 40 CFR Part 302, Section 302.4, in quantities exceeding 10,000 pounds. In addition, natural gas condensate and crude oil and methanol may be stored or used in reportable quantities. Small quantities of retail products (paint/spray paints, solvents {e.g., WD-40}, and lubrication oil) containing non-reportable volumes of hazardous substances may be stored and used on site at any time. No extremely hazardous substances, as defined in 40 CFR 355, would be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the wells.
- j. Portable toilets and trash containers would be located onsite during drilling and completion operations. A commercial supplier would install and maintain portable toilets and equipment and would be responsible for removing sanitary waste. Sanitary waste facilities (i.e. toilet holding tanks) would be regularly pumped and their contents disposed of at approved sewage disposal facilities in Duchesne, and/or Uintah Counties, in accordance with applicable rules and regulations regarding sewage treatment and disposal. Accumulated trash and nonflammable waste materials would be hauled to an approved landfill once a week or as often as necessary. All debris and waste materials not contained in the trash containers would be cleaned up, removed from the construction ROW, well pad, or worker housing location, and disposed of at an approved landfill. Trash would be cleaned up everyday.
- k. Sanitary waste equipment and trash bins would be removed from the Project Area upon completion of access road or pipeline construction; following drilling and completion operations at an individual well pad; when worker housing is no longer needed; or as required.
- l. A flare pit may be constructed a minimum of 110 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.

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

8. Ancillary Facilities:

- a. Garbage containers and portable toilets would be located on the well pad.
- b. On well pads where active drilling and completion is occurring, temporary housing would be provided on location for the well pad supervisor, geologist, tool pusher, and others that are required to be on location at all times. The well pad could include up to five single wide mobile homes or fifth wheel campers/trailers.
- c. A surface powerline corridor 3,820 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 Pad Layout:

- a. Each 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 384 feet x 255 feet with an inboard reserve pit size of 235 feet x 70 feet x 8 feet deep. See section 12.d below for disturbance estimates.
- e. Within the approved well pad location, a crawler tractor would strip whatever topsoil is present and stockpile it along the edge of the well pad for use during reclamation. Vegetation would be distributed along the sides of the well pad.
- f. Fill from pit excavation would be stockpiled along the edge of the pit and the adjacent edge of the well pad.
- g. Use of erosion control measures, including proper grading to minimize slopes, diversion terraces and ditches, mulching, terracing, riprap, fiber matting, temporary sediment traps, and broad-based drainage dips or low water crossings would be employed by BBC as necessary and appropriate to minimize erosion and surface runoff during well pad construction and operation. Cut and fill slopes would be constructed such that stability would be maintained for the life of the activity.
- h. All cut and fill slopes would be such that stability can be maintained for the life of the activity.

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Duchesne County, UT

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

10. Plan for Restoration of the Surface:

- a. A site specific reclamation plan would be submitted, if requested, within 90 days of location construction to the surface managing agency.
- b. Pad 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 pad 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 pad and stored for more than one year would be placed at the location indicated on the well pad layout drawing and graded to a depth optimum to maintain topsoil viability, seeded with the Ute Tribe prescribed seed mixture and covered with mulch for protection from wind and water erosion and to discourage the invasion of weeds.

Bill Barrett Corporation  
Surface Use Plan  
#1-10D-45 BTR & #1H-11-45 BTR Well Pad  
Duchesne County, UT

11. Surface and Mineral Ownership:

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

12. Other Information:

- a. Montgomery Archeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies 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		3.151	acres
Access	3820 feet	2.631	acres
Pipeline	3880 feet	2.672	acres
Powerline	3820 feet	13.009	acres
	<b>Total</b>	<b>21.463</b>	<b>acres</b>

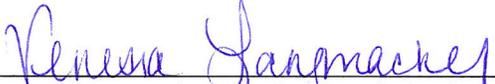
Bill Barrett Corporation  
Surface Use Plan  
#1-10D-45 BTR & #1H-11-45 BTR Well Pad  
Duchesne County, UT

OPERATOR CERTIFICATION

Certification:

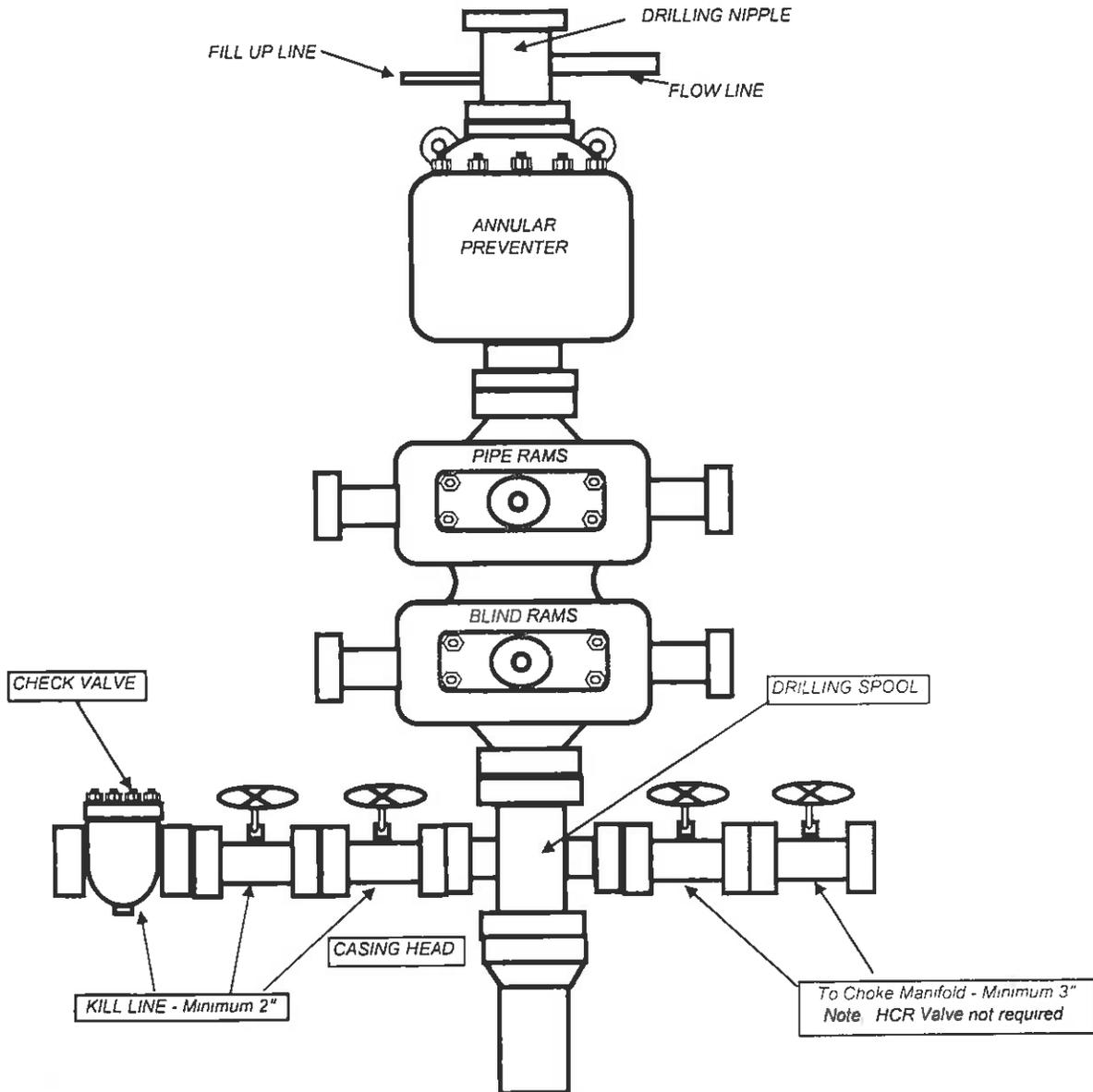
I hereby certify that I, or someone under my direction supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made 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 12<sup>th</sup> day of December 2011  
Name: Venessa Langmacher  
Position Title: Senior Permit Analyst  
Address: 1099 18<sup>th</sup> 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

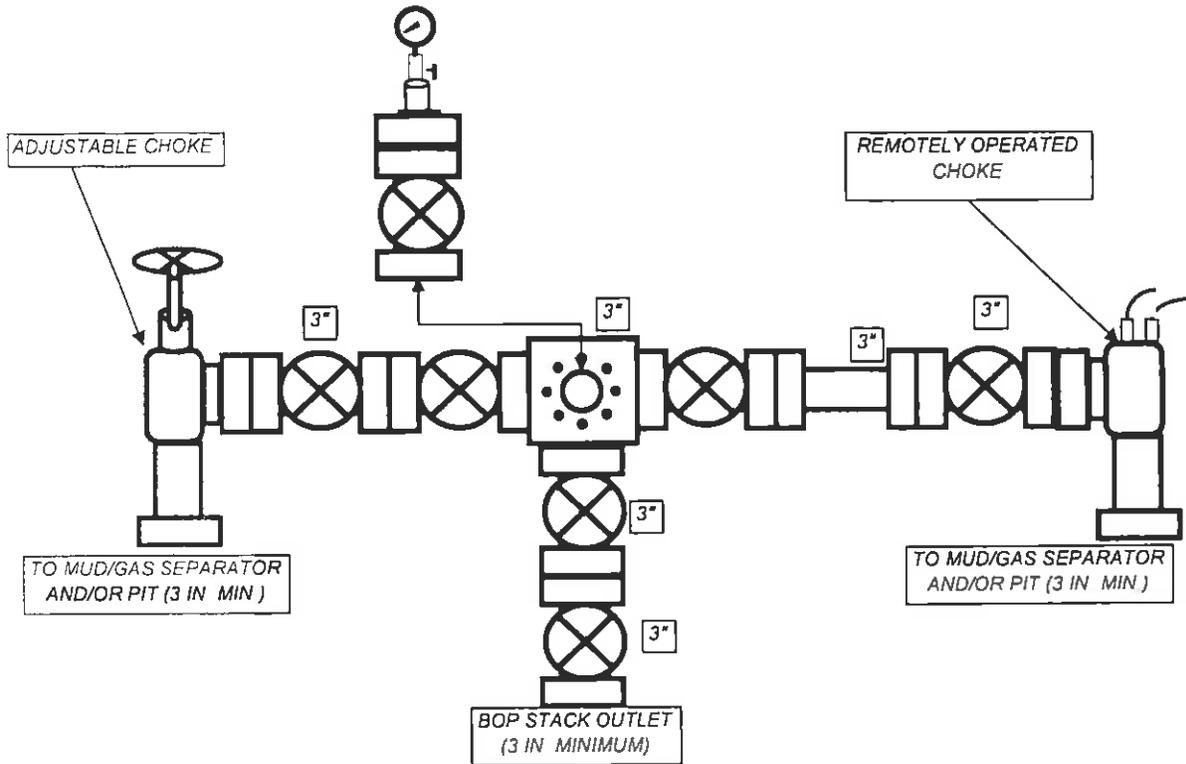
# BILL BARRETT CORPORATION

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



# BILL BARRETT CORPORATION

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





February 1, 2012

Ms. Diana Mason – Petroleum Technician  
STATE OF UTAH DIVISION OF OIL, GAS AND MINING  
1594 West North Temple, Suite 1210  
P. O. Box 145801  
Salt Lake City, Utah 84114-5801

Re: **Exception Location - #1H-11-45 BTR – Blacktail Ridge Area**  
Surface Location: 477' FNL, 1,058' FEL, NENE, Section 10-T4S-R5W  
Bottom Location: 810' FNL, 700' FEL, NENE, Section 11-T4S-R5W  
Duchesne County, Utah

Dear Ms. Mason,

Bill Barrett Corporation (“BBC”) hereby submits an exception location letter in accordance with Oil & Gas Conservation Order #139-85, requesting an exception well location, supported by the following information:

- The location is within our Blacktail Ridge Area.
- BBC is requesting an exception to Spacing Order #139-85 by drilling multiple well bores from a single well pad where the horizontal wellbore will strictly produce hydrocarbons from the Uteland Butte formation and the other vertical wellbore will produce from formations excluding the Uteland Butte. This well configuration results in the wellbores being closer than the 1,320 feet allowed by spacing order.
- This will allow for a more efficient drainage of the reservoir formation being targeted.
- The exception location is due to topography requirements and to minimize surface disturbance.
- BBC certifies that it is the working interest owner along with Ute Energy, LLC (who also consent to this exception location request), and together we own 100% of the working interest within 460 feet of the proposed well location.
- Our rights are owned under an Exploration and Development Agreement with the Ute Indian Tribe and Ute Distribution Corporation which provides for the drilling of exploratory wells. This agreement provides that we consult with these owners regarding the drilling of this well.

Based on the information provided, BBC requests the Division grant this exception to the locating, siting and spacing requirements of Order #139-85. Should you have any questions or need further information, please contact me at 303-312-8544.

Sincerely,

A handwritten signature in blue ink that reads 'David Watts' with a small flourish at the end.

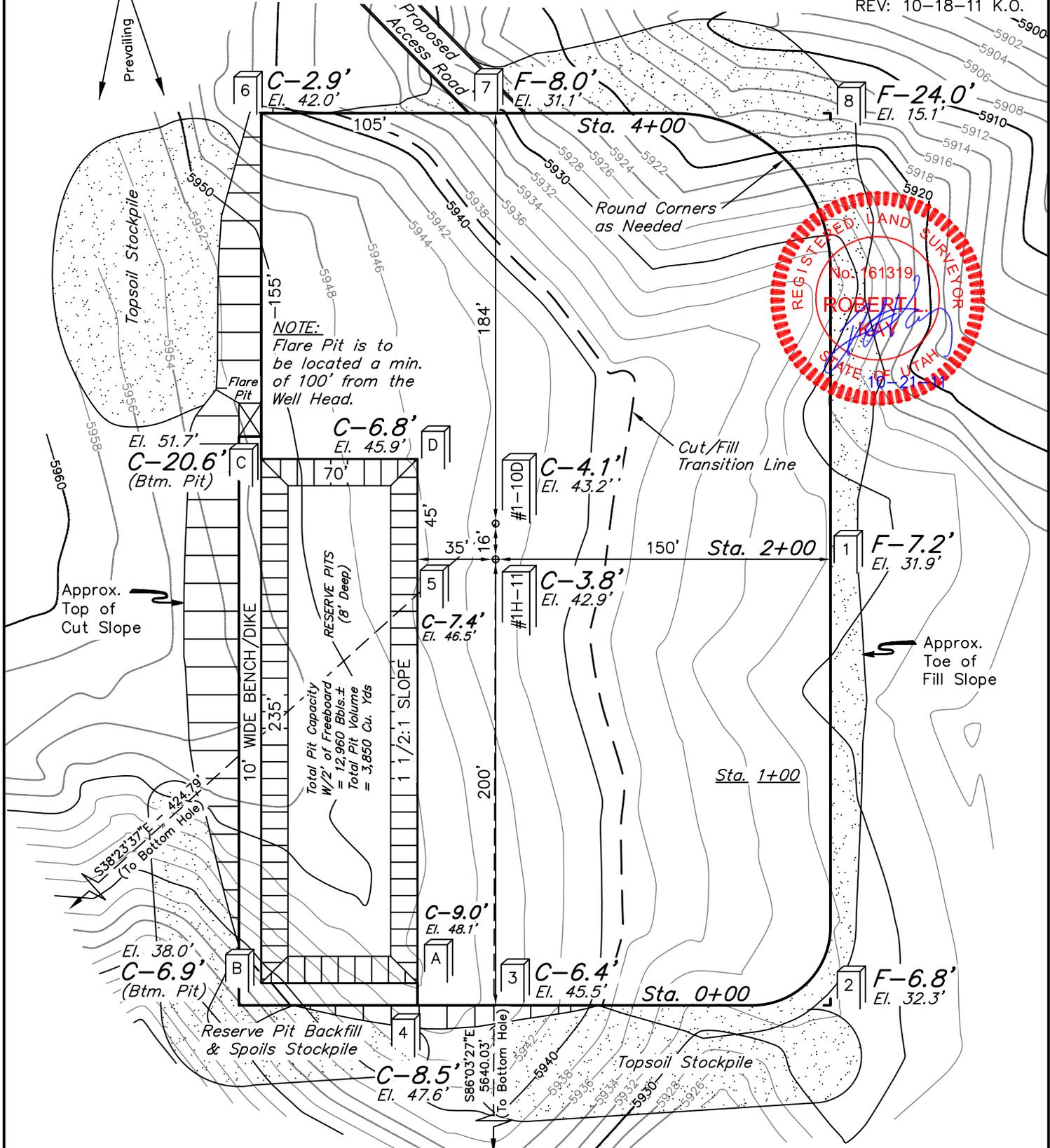
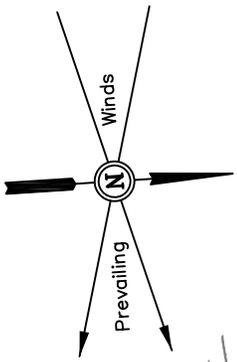
David Watts  
Landman

[dwatts@billbarrettcorp.com](mailto:dwatts@billbarrettcorp.com)

**BILL BARRETT CORPORATION**  
LOCATION LAYOUT FOR  
#1-10D-45 BTR & #1H-11-45 BTR  
SECTION 10, T4S, R5W, U.S.B.&M.  
NE 1/4 NE 1/4

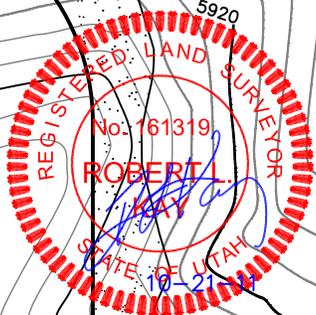
**FIGURE #1**

SCALE: 1" = 60'  
DATE: 01-26-11  
DRAWN BY: S.B.  
REV: 05-05-11  
REV: 08-04-11  
REV: 10-18-11 K.O.



**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 = 12,960 Bbls.±  
Total Pit Volume = 3,850 Cu. Yds



Elev. Ungraded Ground At #1H-11 Loc. Stake = 5942.9'  
FINISHED GRADE ELEV. AT #1H-11 LOC. STAKE = 5939.1'

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

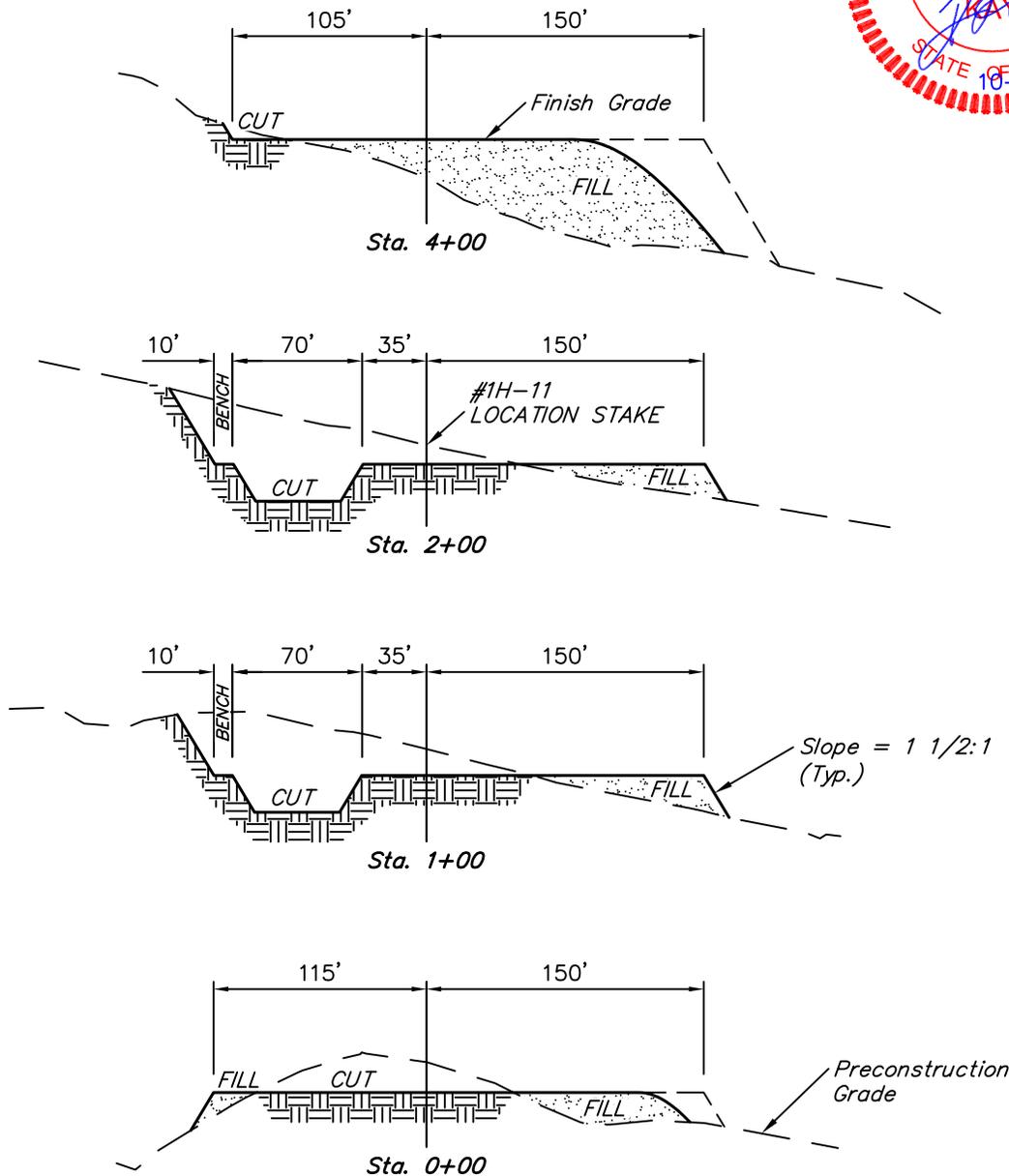
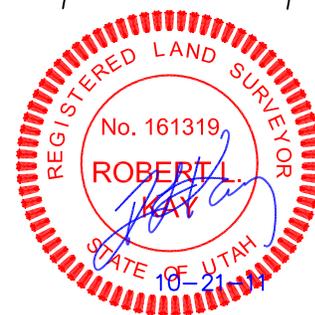
**RECEIVED:** December 12, 2011

**BILL BARRETT CORPORATION**  
**TYPICAL CROSS SECTION FOR**  
**#1-10D-45 BTR & #1H-11-45 BTR**  
**SECTION 10, T4S, R5W, U.S.B.&M.**  
**NE 1/4 NE 1/4**

FIGURE #2

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

DATE: 01-26-11  
 DRAWN BY: S.B.  
 REV: 08-04-11  
 REV: 10-18-11 K.O.



**NOTE:**

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

\* NOTE: FILL QUANTITY INCLUDES 5% FOR COMPACTION

**APPROXIMATE YARDAGES**

(12") Topsoil Stripping	= 4,890 Cu. Yds.
Remaining Location	= 17,620 Cu. Yds.
<b>TOTAL CUT</b>	<b>= 22,510 CU.YDS.</b>
<b>FILL</b>	<b>= 15,700 CU.YDS.</b>

EXCESS MATERIAL	= 6,810 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 6,810 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 0 Cu. Yds.

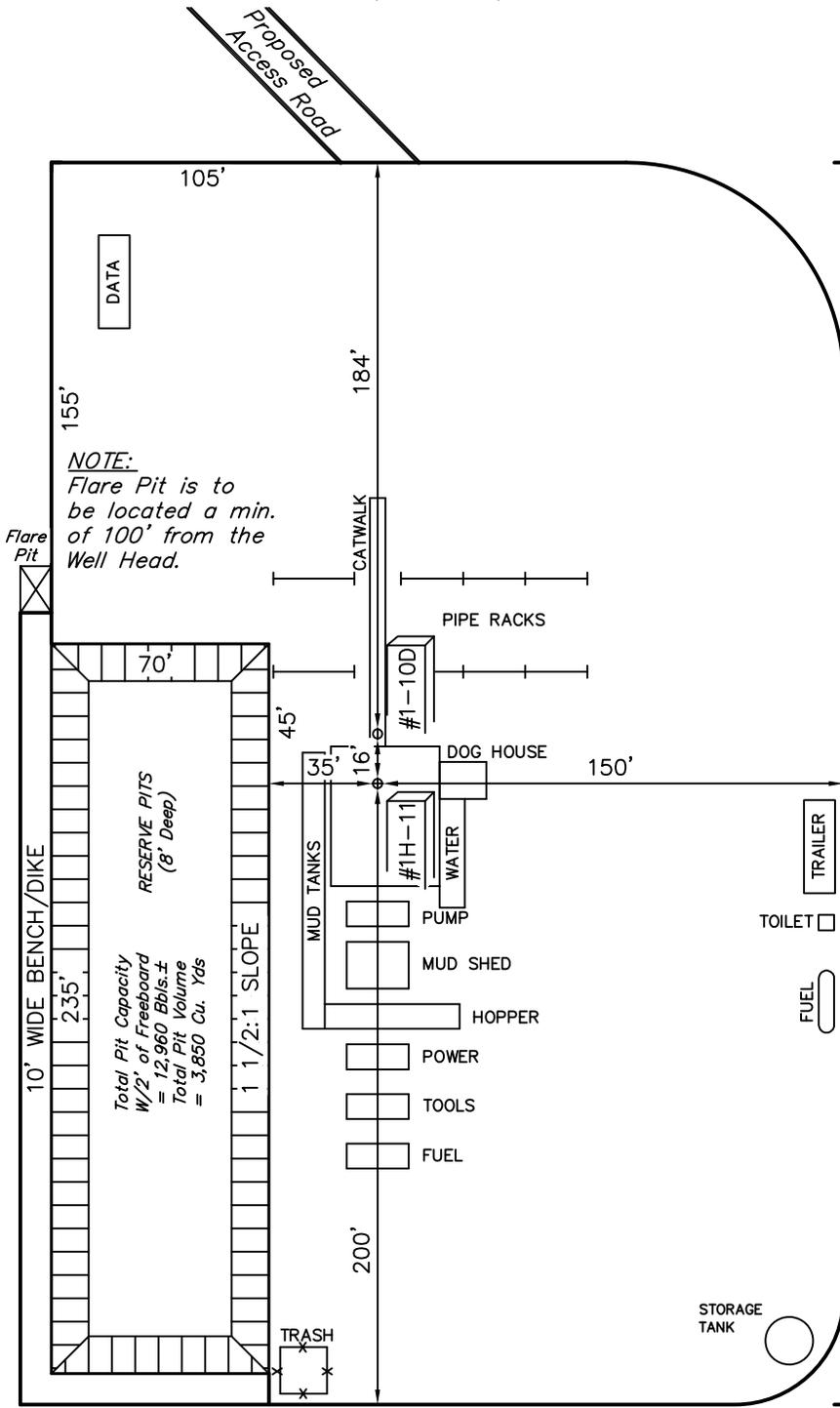
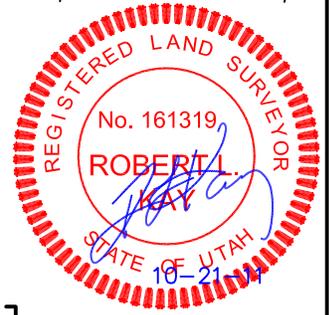
**UINTAH ENGINEERING & LAND SURVEYING**  
 85 So. 200 East \* Vernal, Utah 84078 \* (435) 789-1017

**RECEIVED:** December 12, 2011

**BILL BARRETT CORPORATION**  
 TYPICAL RIG LAYOUT FOR  
 #1-10D-45 BTR & #1H-11-45 BTR  
 SECTION 10, T4S, R5W, U.S.B.&M.  
 NE 1/4 NE 1/4

FIGURE #3

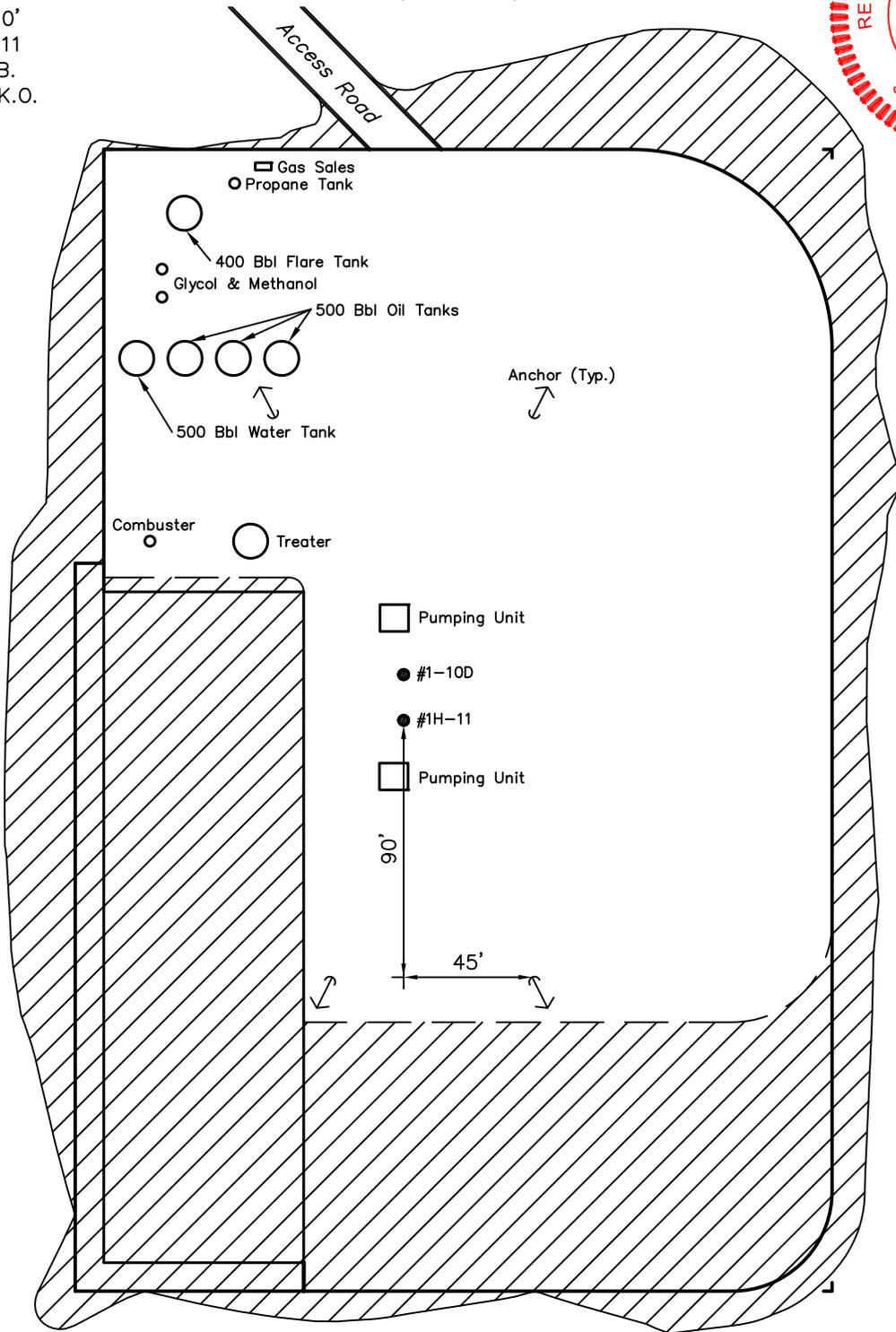
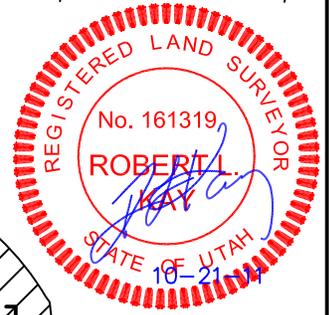
SCALE: 1" = 60'  
 DATE: 01-26-11  
 DRAWN BY: S.B.  
 REV: 08-04-11  
 REV: 10-18-11 K.O.



**BILL BARRETT CORPORATION**  
INTERIM RECLAMATION PLAN FOR  
#1-10D-45 BTR & #1H-11-45 BTR  
SECTION 10, T4S, R5W, U.S.B.&M.  
NE 1/4 NE 1/4

FIGURE #4

SCALE: 1" = 60'  
DATE: 08-04-11  
DRAWN BY: S.B.  
REV: 10-18-11 K.O.

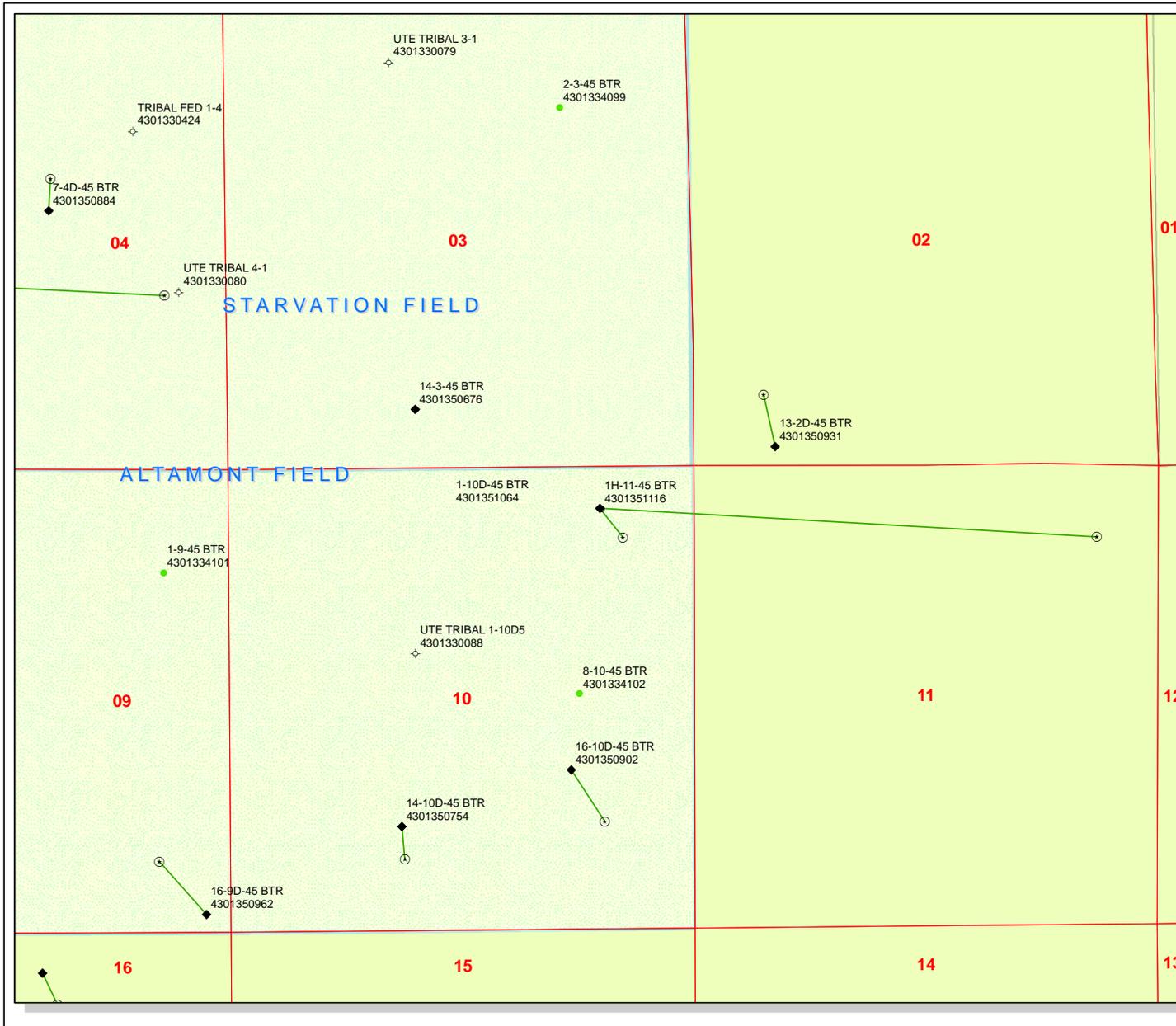


INTERIM RECLAMATION

APPROXIMATE ACREAGES  
UN-RECLAIMED = ± 1.520 ACRES

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

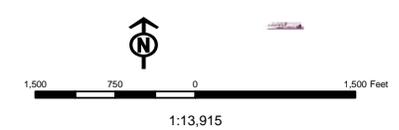
RECEIVED: December 12, 2011



**API Number: 4301351116**  
**Well Name: 1H-11-45 BTR**  
**Township T0.4 . Range R0.5 . Section 10**  
**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 GEOTHERM  | 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            |



BOPE REVIEW BILL BARRETT CORP 1H-11-45 BTR 43013511160000

Well Name	BILL BARRETT CORP 1H-11-45 BTR 43013511160000			
String	COND	SURF	PROD	L1
Casing Size(")	16.000	9.625	7.000	4.500
Setting Depth (TVD)	80	2600	7285	7304
Previous Shoe Setting Depth (TVD)	0	80	2600	7285
Max Mud Weight (ppg)	8.8	8.8	9.4	9.5
BOPE Proposed (psi)	0	0	5000	5000
Casing Internal Yield (psi)	1000	3520	8720	10690
Operators Max Anticipated Pressure (psi)	3608			9.5

Calculations	COND String	16.000	"
Max BHP (psi)	.052*Setting Depth*MW=	37	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	27	NO
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	19	NO
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	19	NO
Required Casing/BOPE Test Pressure=		0	psi
*Max Pressure Allowed @ Previous Casing Shoe=		0	psi *Assumes 1psi/ft frac gradient

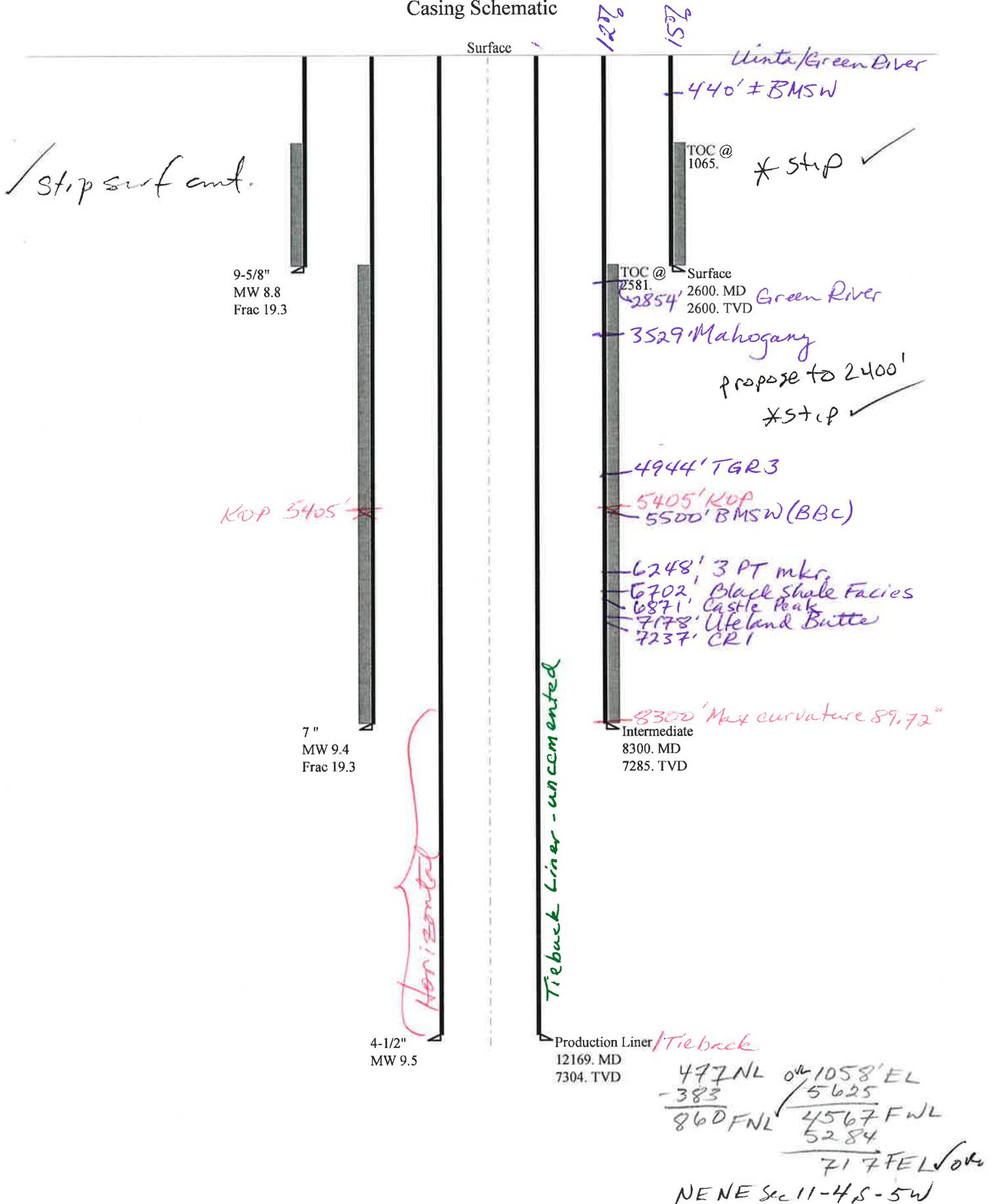
Calculations	SURF String	9.625	"
Max BHP (psi)	.052*Setting Depth*MW=	1190	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	878	NO FW/spud mud
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	618	NO Reasonable depth
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	636	NO No expected pressures
Required Casing/BOPE Test Pressure=		2464	psi
*Max Pressure Allowed @ Previous Casing Shoe=		80	psi *Assumes 1psi/ft frac gradient

Calculations	PROD String	7.000	"
Max BHP (psi)	.052*Setting Depth*MW=	3561	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	2687	YES
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	1958	YES OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	2530	YES OK
Required Casing/BOPE Test Pressure=		5000	psi
*Max Pressure Allowed @ Previous Casing Shoe=		2600	psi *Assumes 1psi/ft frac gradient

Calculations	L1 String	4.500	"
Max BHP (psi)	.052*Setting Depth*MW=	3608	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	2732	YES
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2001	YES
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	3604	YES
Required Casing/BOPE Test Pressure=		5000	psi
*Max Pressure Allowed @ Previous Casing Shoe=		7285	psi *Assumes 1psi/ft frac gradient

# 43013511160000 1H-11-45 BTR

## Casing Schematic



Well name:	<b>43013511160000 1H-11-45 BTR</b>		
Operator:	<b>BILL BARRETT CORP</b>		
String type:	Surface	Project ID:	4301351116
Location:	DUCHESNE COUNTY		

**Design parameters:****Collapse**

Mud weight: 8.800 ppg  
Design is based on evacuated pipe.

**Minimum design factors:****Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**Environment:**

H2S considered? No  
Surface temperature: 74 °F  
Bottom hole temperature: 110 °F  
Temperature gradient: 1.40 °F/100ft  
Minimum section length: 100 ft

Cement top: 1,065 ft

**Burst**

Max anticipated surface pressure: 2,288 psi  
Internal gradient: 0.120 psi/ft  
Calculated BHP 2,600 psi

No backup mud specified.

**Tension:**

8 Round STC: 1.80 (J)  
8 Round LTC: 1.70 (J)  
Buttress: 1.60 (J)  
Premium: 1.50 (J)  
Body yield: 1.50 (B)

Tension is based on air weight.  
Neutral point: 2,261 ft

**Non-directional string.****Re subsequent strings:**

Next setting depth: 7,285 ft  
Next mud weight: 9.400 ppg  
Next setting BHP: 3,557 psi  
Fracture mud wt: 19.250 ppg  
Fracture depth: 2,600 ft  
Injection pressure: 2,600 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	2600	9.625	36.00	J-55	ST&C	2600	2600	8.796	22600
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	1189	2020	1.700	2600	3520	1.35	93.6	394	4.21 J

Prepared by: Helen Sadik-Macdonald  
Div of Oil, Gas & Mining

Phone: 801 538-5357  
FAX: 801-359-3940

Date: February 8, 2012  
Salt Lake City, Utah

**Remarks:**

Collapse is based on a vertical depth of 2600 ft, a mud weight of 8.8 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

*Engineering responsibility for use of this design will be that of the purchaser.*

Well name:	<b>43013511160000 1H-11-45 BTR</b>		
Operator:	<b>BILL BARRETT CORP</b>		
String type:	Intermediate	Project ID:	4301351116
Location:	DUCHESNE COUNTY		

**Design parameters:**

**Collapse**

Mud weight: 9.400 ppg  
 Internal fluid density: 1.000 ppg

**Burst**

Max anticipated surface pressure: 1,998 psi  
 Internal gradient: 0.220 psi/ft  
 Calculated BHP: 3,600 psi

No backup mud specified.

**Minimum design factors:**

**Collapse:**

Design factor: 1.125

**Burst:**

Design factor: 1.00

**Tension:**

8 Round STC: 1.80 (J)  
 8 Round LTC: 1.70 (J)  
 Buttress: 1.60 (J)  
 Premium: 1.50 (J)  
 Body yield: 1.50 (B)

Tension is based on air weight.  
 Neutral point: 6,287 ft

**Environment:**

H2S considered? No  
 Surface temperature: 74 °F  
 Bottom hole temperature: 176 °F  
 Temperature gradient: 1.40 °F/100ft  
 Minimum section length: 100 ft

Cement top: 2,581 ft

**Directional Info - Build & Drop**

Kick-off point: 5405 ft  
 Departure at shoe: 1798 ft  
 Maximum dogleg: 3.45 °/100ft  
 Inclination at shoe: 89.58 °

**Re subsequent strings:**

Next setting depth: 7,304 ft  
 Next mud weight: 9.500 ppg  
 Next setting BHP: 3,605 psi  
 Fracture mud wt: 19.250 ppg  
 Fracture depth: 7,285 ft  
 Injection pressure: 7,285 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	8300	7	23.00	P-110	LT&C	7285	8300	6.241	82170
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	3179	4380	1.378	3600	8720	2.42	167.6	732	4.37 J

Prepared by: Helen Sadik-Macdonald  
 Div of Oil, Gas & Mining

Phone: 801-538-5357  
 FAX: 801-359-3940

Date: February 8, 2012  
 Salt Lake City, Utah

**Remarks:**

Collapse is based on a vertical depth of 7285 ft, a mud weight of 9.4 ppg. An internal gradient of .052 psi/ft was used for collapse from TD to Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a

*Engineering responsibility for use of this design will be that of the purchaser.*

Well name:	<b>43013511160000 1H-11-45 BTR</b>		
Operator:	<b>BILL BARRETT CORP</b>		
String type:	Production Liner	Project ID:	4301351116
Location:	DUCHESNE COUNTY		

**Design parameters:****Collapse**

Mud weight: 9.500 ppg  
Design is based on evacuated pipe.

**Minimum design factors:****Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**Environment:**

H2S considered? No  
Surface temperature: 74 °F  
Bottom hole temperature: 176 °F  
Temperature gradient: 1.40 °F/100ft  
Minimum section length: 1,000 ft

**Burst**

Max anticipated surface pressure: 1,997 psi  
Internal gradient: 0.220 psi/ft  
Calculated BHP 3,605 psi

No backup mud specified.

**Tension:**

8 Round STC: 1.80 (J)  
8 Round LTC: 1.80 (J)  
Buttress: 1.60 (J)  
Premium: 1.50 (J)  
Body yield: 1.60 (B)

Tension is based on air weight.

Neutral point: 6,299 ft

**Directional Info - Build & Drop**

Kick-off point 5405 ft  
Departure at shoe: 5638 ft  
Maximum dogleg: 3.45 °/100ft  
Inclination at shoe: 89.72 °

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	12169	4.5	11.60	P-110	LT&C	7304	12169	3.875	58630
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	3605	7580	2.103	3605	10690	2.97	84.7	279	3.29 J

Prepared by: Helen Sadik-Macdonald  
Div of Oil, Gas & Mining

Phone: 801-538-5357  
FAX: 801-359-3940

Date: February 8, 2012  
Salt Lake City, Utah

**Remarks:**

Collapse is based on a vertical depth of 7304 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a

*Engineering responsibility for use of this design will be that of the purchaser.*

# Application for Permit to Drill Statement of Basis

2/29/2012

## Utah Division of Oil, Gas and Mining

Page 1

<b>APD No</b>	<b>API WellNo</b>	<b>Status</b>	<b>Well Type</b>	<b>Surf Owner</b>	<b>CBM</b>
5030	43013511160000	LOCKED	OW	I	No
<b>Operator</b>	BILL BARRETT CORP		<b>Surface Owner-APD</b>		
<b>Well Name</b>	1H-11-45 BTR		<b>Unit</b>		
<b>Field</b>	ALTAMONT		<b>Type of Work</b>	DRILL	
<b>Location</b>	NENE 10 4S 5W U 477 FNL (UTM) 548493E 4444945N		1058 FEL GPS Coord		

### Geologic Statement of Basis

Bill Barrett proposes to set 80 feet of conductor and 2,600 feet of surface casing which will be cemented to surface. The surface hole will be drilled utilizing fresh water mud. The estimated depth to the base of moderately saline ground water is 440 feet. A search of Division of Water Rights records indicates that there are 4 water wells within a 10,000 foot radius of the center of Section 10. The nearest water well is over a mile from the proposed site. These wells produce water from the Uinta-Green River Formation and quaternary alluvium. The wells range from 25 to 376 feet deep. The proposed surface casing should adequately protect usable groundwater in this area.

Brad Hill  
APD Evaluator

1/18/2012  
Date / Time

### Surface Statement of Basis

Surface rights for the proposed location are owned by the Ute Tribe. The operator is responsible for obtaining all required surface permits and/or rights-of-way from the Ute Tribe.

Brad Hill  
Onsite Evaluator

1/18/2012  
Date / Time

### Conditions of Approval / Application for Permit to Drill

<b>Category</b>	<b>Condition</b>
	None

## WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 12/12/2011

API NO. ASSIGNED: 43013511160000

WELL NAME: 1H-11-45 BTR

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8172

CONTACT: Venessa Langmacher

PROPOSED LOCATION: NENE 10 040S 050W

Permit Tech Review: 

SURFACE: 0477 FNL 1058 FEL

Engineering Review: 

BOTTOM: 0810 FNL 0700 FEL

Geology Review: 

COUNTY: DUCHESNE

LATITUDE: 40.15345

LONGITUDE: -110.43063

UTM SURF EASTINGS: 548493.00

NORTHINGS: 4444945.00

FIELD NAME: ALTAMONT

LEASE TYPE: 4 - Fee

LEASE NUMBER: Fee

PROPOSED PRODUCING FORMATION(S): GREEN RIVER

SURFACE OWNER: 2 - Indian

COALBED METHANE: NO

## RECEIVED AND/OR REVIEWED:

- PLAT
- Bond: STATE - LPM4138148
- 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 In Drl Unit
- R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 1 - Exception Location - dmason  
4 - Federal Approval - dmason  
5 - Statement of Basis - bhill  
12 - Cement Volume (3) - ddoucet  
25 - Surface Casing - ddoucet



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:** 1H-11-45 BTR  
**API Well Number:** 43013511160000  
**Lease Number:** Fee  
**Surface Owner:** INDIAN  
**Approval Date:** 2/29/2012

**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 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

**Exception Location:**

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

**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.

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

Cement volume for the 7" intermediate string shall be determined from actual hole diameter in order to place cement from the pipe setting depth back to 2400' MD as indicated in the submitted drilling plan.

Surface casing shall be cemented to the surface.

In accordance with Utah Admin. R.649-3-21, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

**Additional Approvals:**

The operator is required to obtain approval from the Division of Oil, Gas and mining before performing any of the following actions during the drilling of this well:

- Any changes to the approved drilling plan contact Dustin Doucet
- Significant plug back of the well contact Dustin Doucet
- Plug and abandonment of the well contact Dustin Doucet

**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

OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website

at <http://oilgas.ogm.utah.gov>

- 24 hours prior to testing blowout prevention equipment - contact Dan Jarvis
- 24 hours prior to cementing or testing casing contact Dan Jarvis
- Within 24 hours of making any emergency changes to the approved drilling program contact Dustin Doucet
- 24 hours prior to commencing operations to plug and abandon the well contact Dan Jarvis

**Contact Information:**

The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voicemail message if the person is not available to take the call):

- Carol Daniels 801-538-5284 - office
- Dustin Doucet 801-538-5281 - office  
801-733-0983 - after office hours
- Dan Jarvis 801-538-5338 - office  
801-231-8956 - after office hours

**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 "J. Rogers", written in a cursive style.

For John Rogers  
Associate Director, Oil & Gas

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9  5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  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
1. TYPE OF WELL Oil Well		7. UNIT or CA AGREEMENT NAME:  8. WELL NAME and NUMBER: 1H-11-45 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013511160000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0477 FNL 1058 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 10 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 checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 1/1/2014	<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 checked="" type="checkbox"/> APD EXTENSION  OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

BBC requests a one year extension for the subject APD.

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

**Date:** February 19, 2013

**By:** 

<b>NAME (PLEASE PRINT)</b> Venessa Langmacher	<b>PHONE NUMBER</b> 303 312-8172	<b>TITLE</b> Senior Permit Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 1/21/2013	



**The Utah Division of Oil, Gas, and Mining**

- State of Utah  
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

**Request for Permit Extension Validation Well Number 43013511160000**

API: 43013511160000

Well Name: 1H-11-45 BTR

Location: 0477 FNL 1058 FEL QTR NENE SEC 10 TWNP 040S RNG 050W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 2/29/2012

The undersigned as owner with legal rights to drill on the property as permitted above, 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.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated?  Yes  No
  
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?  Yes  No
  
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?  Yes  No
  
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location?  Yes  No
  
- Has the approved source of water for drilling changed?  Yes  No
  
- 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?  Yes  No
  
- Is bonding still in place, which covers this proposed well?  Yes  No

Signature: Venessa Langmacher

Date: 1/21/2013

Title: Senior Permit Analyst Representing: BILL BARRETT CORP



GARY R. HERBERT  
Governor

SPENCER J. COX  
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*

March 5, 2015

Bill Barrett Corp.  
1099 18<sup>TH</sup> Street, Suite 2300  
Denver, CO 80202

Re: APD Rescinded – 1H-11-45 BTR, Sec. 10, T.4S, R.5W  
Duchesne County, Utah API No. 43-013-51116

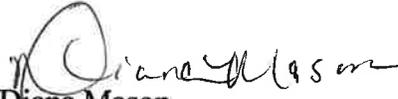
Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on February 29, 2012. On February 19, 2013 and February 20, 2014, the Division granted a one-year APD extension. No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective March 5, 2015.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,

  
Diana Mason  
Environmental Scientist

cc: Well File  
Bureau of Land Management, Vernal