

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 LC Tribal 5-20D-45					
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 WILDCAT					
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) 2OG0005500			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 type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>					
20. LOCATION OF WELL		FOOTAGES		QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN			
LOCATION AT SURFACE		1862 FNL 559 FWL		SWNW	20	4.0 S	5.0 W	U			
Top of Uppermost Producing Zone		1978 FNL 809 FWL		SWNW	20	4.0 S	5.0 W	U			
At Total Depth		1980 FNL 810 FWL		SWNW	20	4.0 S	5.0 W	U			
21. COUNTY DUCHESNE			22. DISTANCE TO NEAREST LEASE LINE (Feet) 810			23. NUMBER OF ACRES IN DRILLING UNIT 640					
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 3878			26. PROPOSED DEPTH MD: 8602 TVD: 8589					
27. ELEVATION - GROUND LEVEL 6544			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	12.25	9.625	0 - 2000	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown		280	3.16	11.0
							Halliburton Premium , Type Unknown		210	1.36	14.8
Prod	8.75	5.5	0 - 8602	17.0	P-110 LT&C	9.6	Unknown		620	2.31	11.0
							Unknown		900	1.42	13.5
ATTACHMENTS											
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES											
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER					<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN						
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)					<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER						
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)					<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP						
NAME Venessa Langmacher			TITLE Senior Permit Analyst			PHONE 303 312-8172					
SIGNATURE			DATE 03/28/2012			EMAIL vlangmacher@billbarrettcorp.com					
API NUMBER ASSIGNED 43013513310000			APPROVAL			 Permit Manager					

BILL BARRETT CORPORATION
DRILLING PLAN
1/04/2011

LC Tribal 5-20D-45

SW NW, 1862' FNL and 559' FWL, Section 20, T4S-R5W, USB&M (surface hole)

SW NW, 1980' FNL and 810' FWL, Section 20, T4S-R5W, USB&M (bottom hole)

Duchesne County, Utah

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

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth - TVD</u>
Lower Green River*	4,062'	4,054'
Douglas Creek	4,905'	4,894'
Black Shale	5,765'	5,744'
Castle Peak	5,986'	5,974'
Uteland Butte	6,286'	6,274'
Wasatch*	6,516'	6,504'
TD	8,602'	8,589'

*PROSPECTIVE PAY

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

Base of Useable Water = 5,500'

3. BOP and Pressure Containment Data

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

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
12 1/4"	Surface	2,000'	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
 LC Tribal 5-20D-45
 Duchesne County, Utah

5. Cementing Program

16" Conductor Casing	Grout
9 5/8" Surface Casing	Lead: 280 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 @ 1,500'
5 1/2" Production Casing	Lead: 620 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 1,500' Tail: 900 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 @ 5,256'

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> <u>(API filtrate)</u>	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 2,000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
2,000' – 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 4287 psi* and maximum anticipated surface pressure equals approximately 2398 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
LC Tribal 5-20D-45
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: November 2012
Spud: November 2012
Duration: 15 days drilling time
45 days completion time



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: LC Tribal 5-20D-45

Surface Hole Data:

Total Depth:	2,000'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	822.1	ft ³
Lead Fill:	1,500'	
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:	280
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Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	1,500'	

# SK's Tail:	210
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Production Hole Data:

Total Depth:	8,602'
Top of Cement:	1,500'
Top of Tail:	5,256'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1423.1	ft ³
Lead Fill:	3,756'	
Tail Volume:	1267.9	ft ³
Tail Fill:	3,346'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	620
# SK's Tail:	900

LC Tribal 5-20D-45 Proposed Cementing Program
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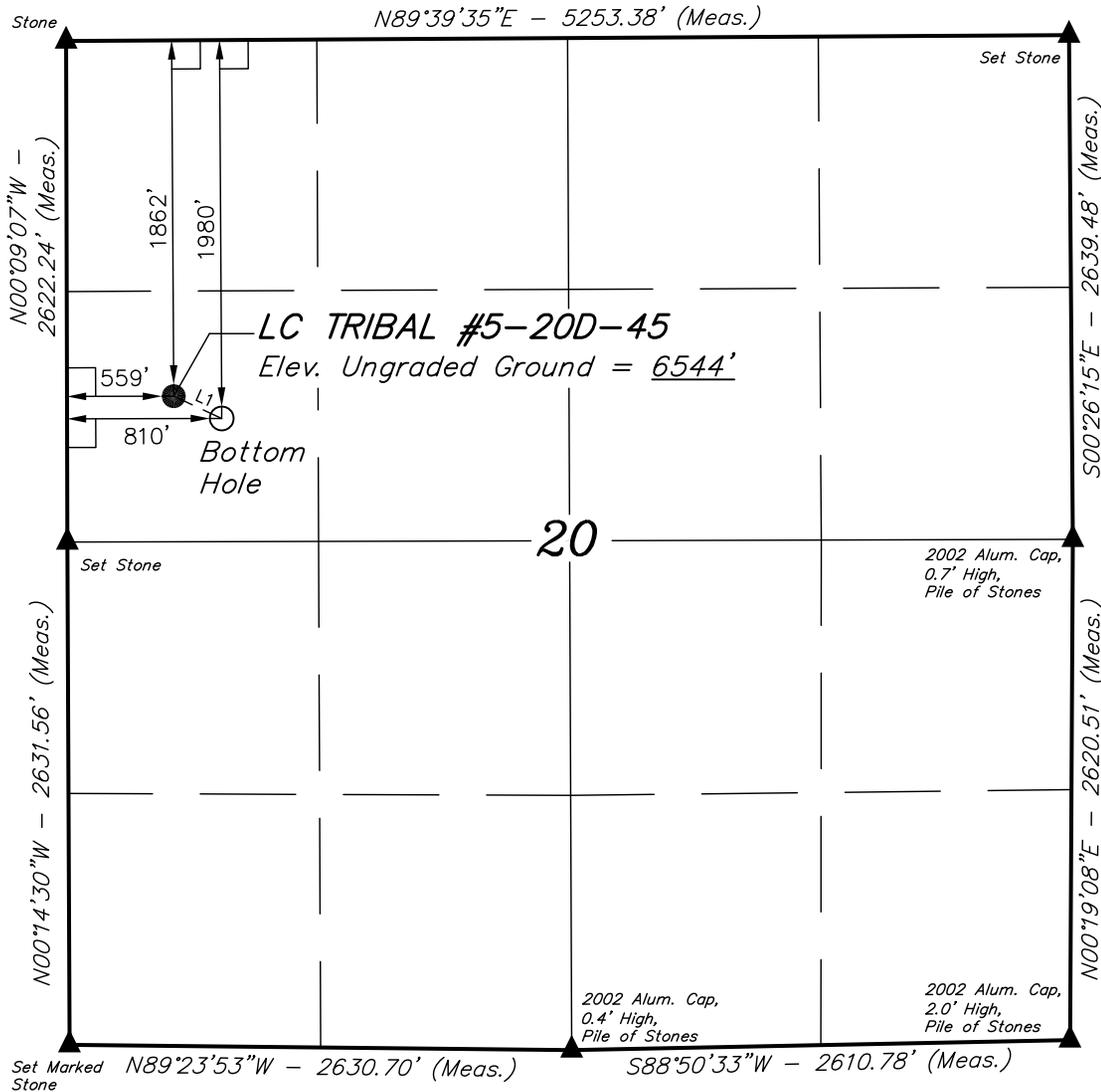
<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (1500' - 0')	
Halliburton Light Premium	Fluid Weight: 11.0 lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield: 3.16 ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid: 19.48 Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid: 0'
2.0% Bentonite	Calculated Fill: 1,500'
	Volume: 146.41 bbl
	Proposed Sacks: 280 sks
Tail Cement - (TD - 1500')	
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: 1,500'
	Calculated Fill: 500'
	Volume: 48.80 bbl
	Proposed Sacks: 210 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (5256' - 1500')	
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: 1,500'
	Calculated Fill: 3,756'
	Volume: 253.45 bbl
	Proposed Sacks: 620 sks
Tail Cement - (8602' - 5256')	
Econocem™ System	Fluid Weight: 13.5 lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield: 1.42 ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid: 6.61 Gal/sk
	Top of Fluid: 5,256'
	Calculated Fill: 3,346'
	Volume: 225.80 bbl
	Proposed Sacks: 900 sks

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

BILL BARRETT CORPORATION

Well location, LC TRIBAL #5-20D-45, located as shown in the SW 1/4 NW 1/4 of Section 20, T4S, R5W, U.S.B.&M., Duchesne County, Utah.

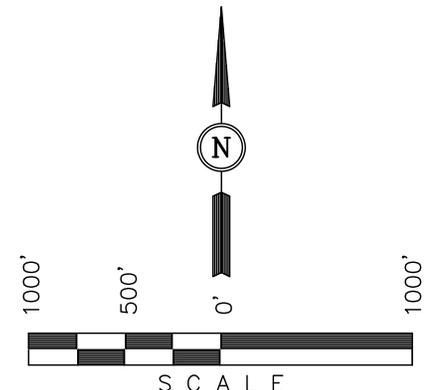


BASIS OF ELEVATION

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

ROBERT L. KAY
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH
 03-14-12

LINE TABLE		
LINE	BEARING	LENGTH
L1	S65°09'26\"E	276.96'

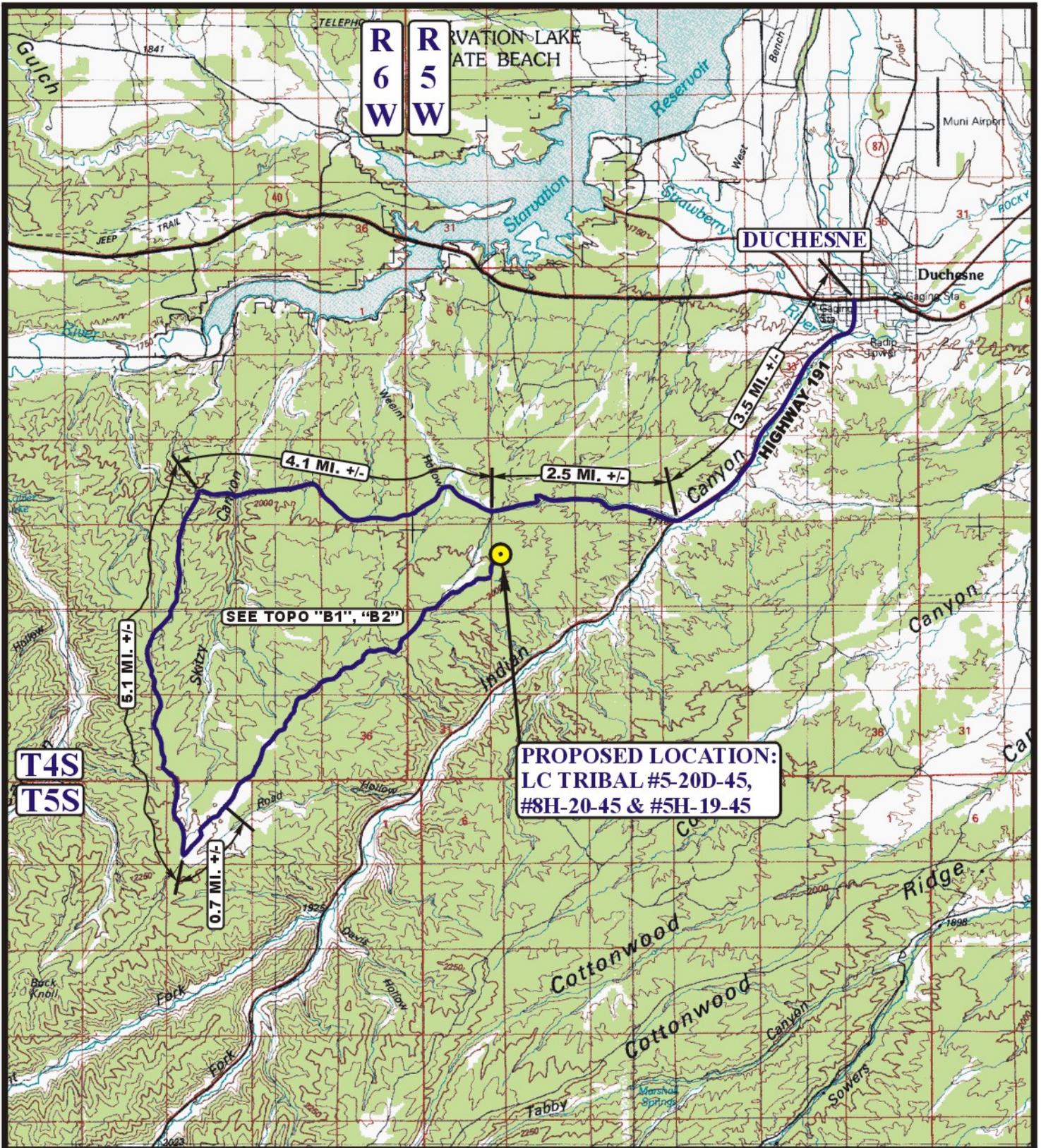
LEGEND:

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

NAD 83 (TARGET BOTTOM HOLE)		NAD 83 (SURFACE LOCATION)	
LATITUDE = 40°07'12.90" (40.120250)	LONGITUDE = 110°28'49.68" (110.480467)	LATITUDE = 40°07'14.05" (40.120569)	LONGITUDE = 110°28'52.91" (110.481364)
NAD 27 (TARGET BOTTOM HOLE)		NAD 27 (SURFACE LOCATION)	
LATITUDE = 40°07'13.05" (40.120292)	LONGITUDE = 110°27'47.12" (110.479756)	LATITUDE = 40°07'14.20" (40.120611)	LONGITUDE = 110°28'50.35" (110.480653)

UINTAH ENGINEERING & LAND SURVEYING		
85 SOUTH 200 EAST - VERNAL, UTAH 84078		
(435) 789-1017		
SCALE 1" = 1000'	DATE SURVEYED: 07-26-11	DATE DRAWN: 08-13-11
PARTY G.O. C.A. K.O.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BILL BARRETT CORPORATION	

RECEIVED: March 28, 2012



SEE TOPO "B1", "B2"

PROPOSED LOCATION:
 LC TRIBAL #5-20D-45,
 #8H-20-45 & #5H-19-45

LEGEND:

PROPOSED LOCATION



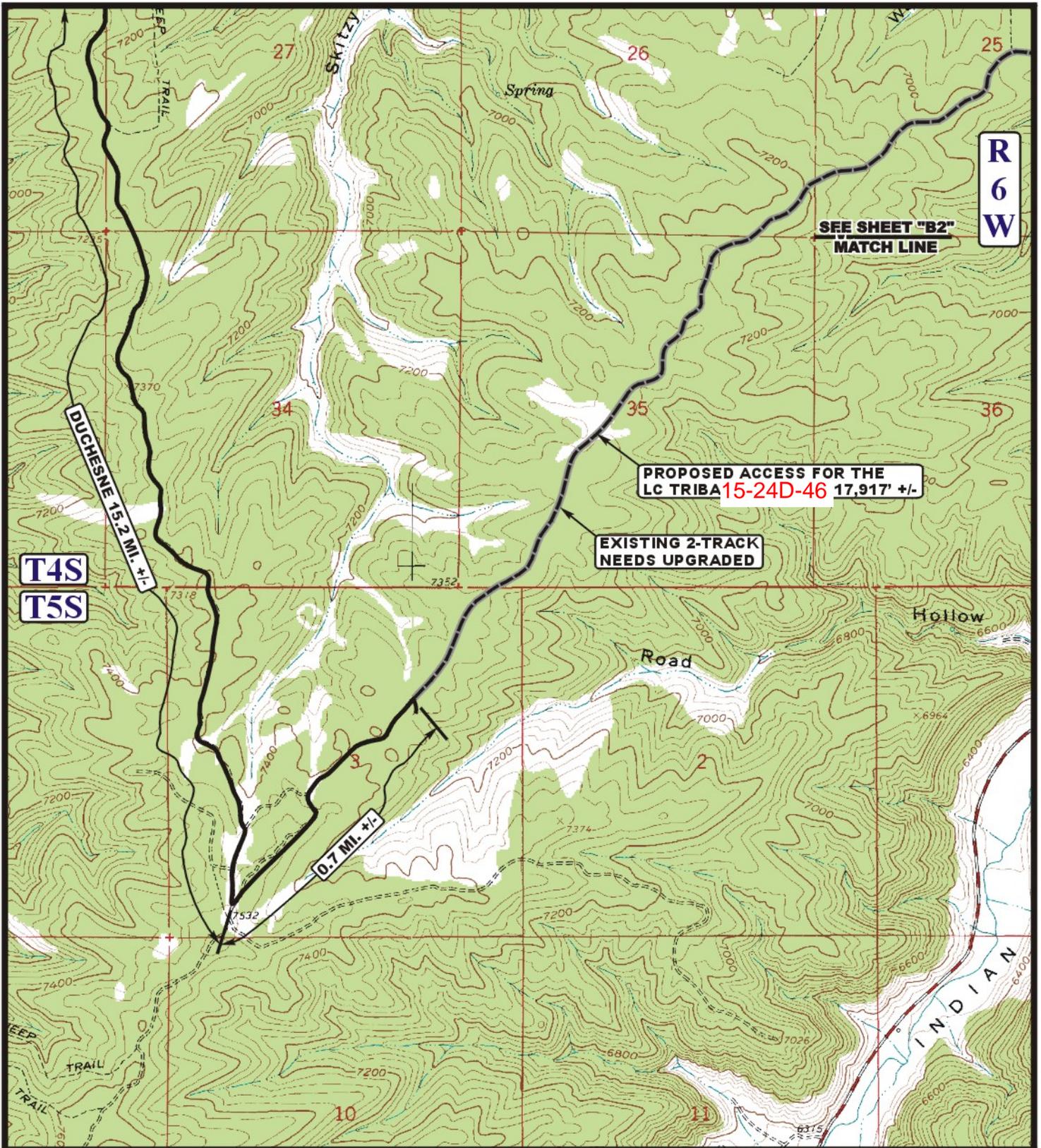
BILL BARRETT CORPORATION

LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
 SECTION 20, T4S, R5W, U.S.B.&M.
 SW 1/4 NW 1/4

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

ACCESS ROAD MAP
 08 MONTH 09 DAY 11 YEAR
 SCALE: 1:100,000 DRAWN BY: C.I. REVISED: 03-14-12





LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD
-  EXISTING 2-TRACK NEEDS UPGRADED

BILL BARRETT CORPORATION

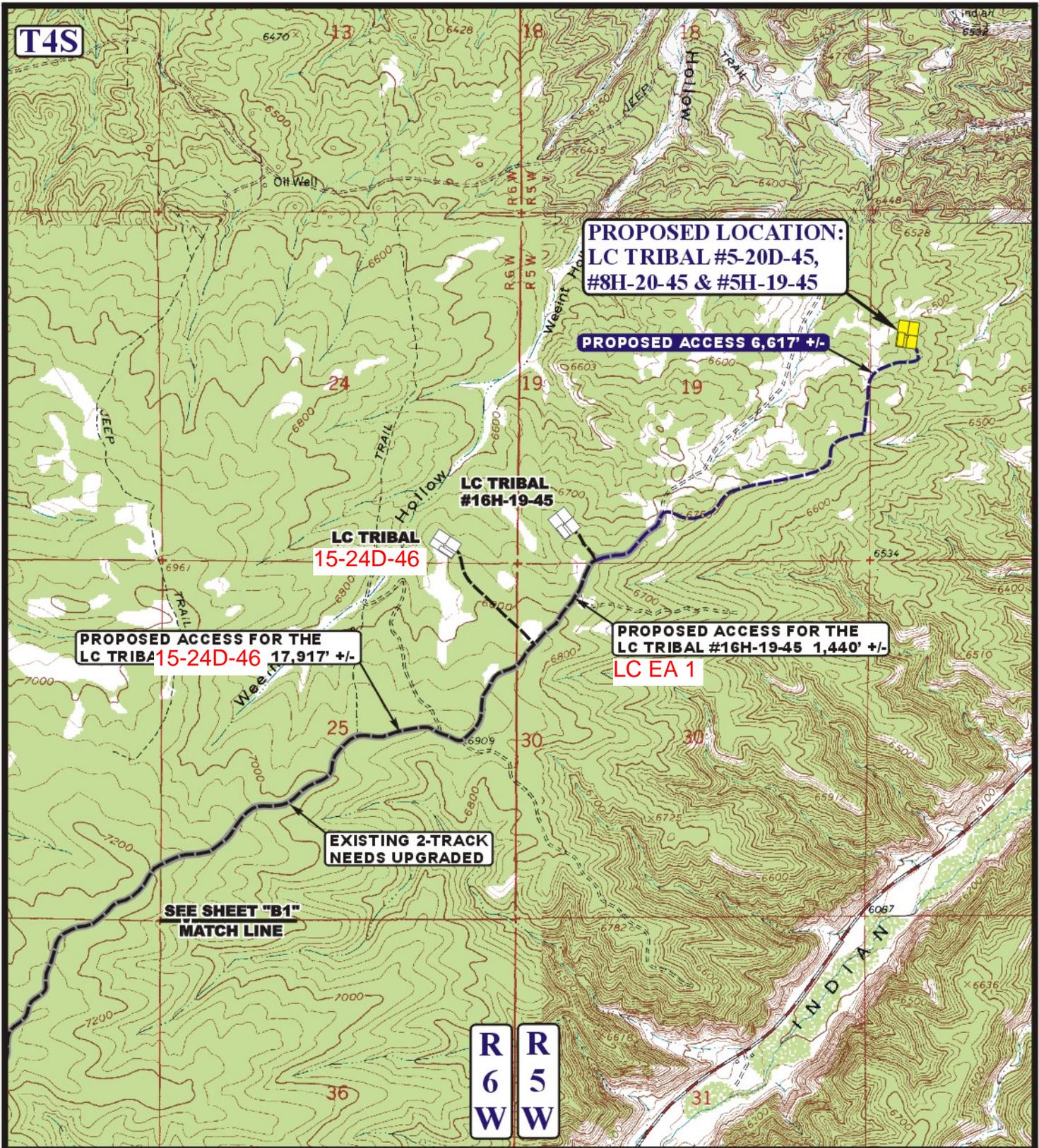
**LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
SECTION 20, T4S, R5W, U.S.B.&M.
SW 1/4 NW 1/4**



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



ACCESS ROAD MAP	08	09	11	B1 TOPO
	<small>MONTH</small>	<small>DAY</small>	<small>YEAR</small>	
SCALE: 1" = 2000'		DRAWN BY: C.I.		REVISED: 03-14-12



LEGEND:

- EXISTING ROAD
- PROPOSED ACCESS ROAD
- EXISTING 2-TRACK NEEDS UPGRADED

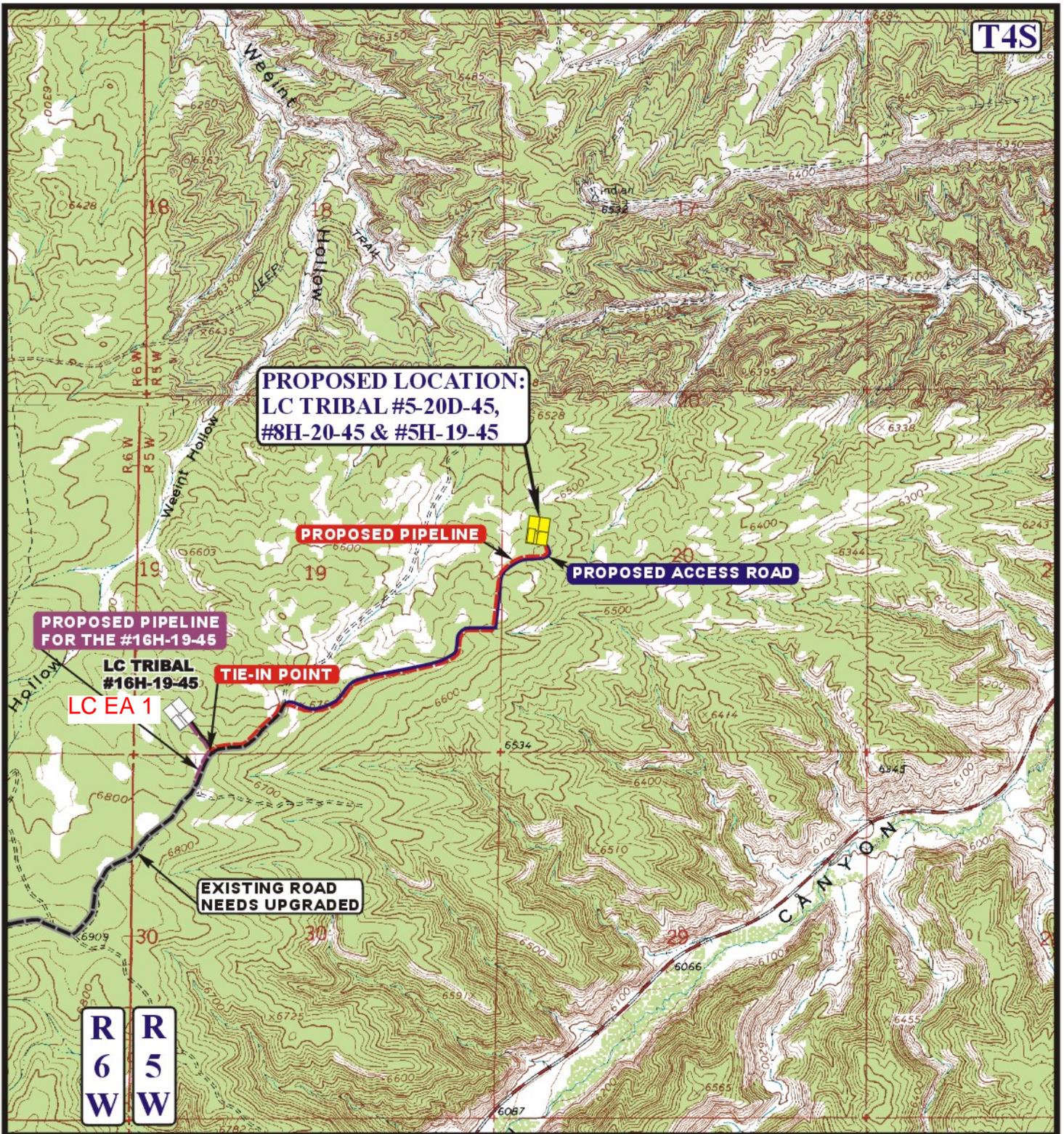
BILL BARRETT CORPORATION

LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
SECTION 20, T4S, R5W, U.S.B.&M.
SW 1/4 NW 1/4

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



ACCESS ROAD	08	09	11	B2
MAP	<small>MONTH</small>	<small>DAY</small>	<small>YEAR</small>	
SCALE: 1" = 2000'		DRAWN BY: C.I.		TOPO



APPROXIMATE TOTAL PIPELINE DISTANCE = 6,644' +/-

LEGEND:

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

BILL BARRETT CORPORATION

**LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
SECTION 20, T4S, R5W, U.S.B.&M.
SW 1/4 NW 1/4**

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TOPOGRAPHIC MAP 08 09 11
MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: C.I. REVISED: 03-14-12





SITE DETAILS: 5-20D-45 LC Tribal
Lake Canyon

Site Latitude: 40° 7' 14.200 N
Site Longitude: 110° 28' 50.351 W

Positional Uncertainty: 0.0
Convergence: 0.65
Local North: True

WELL DETAILS: 5-20D-45 LC Tribal

Ground Level: 6544.0

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

+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
0.0	0.0	652602.09	2285056.27	40° 7' 14.200 N	110° 28' 50.351 W	

WELLBORE TARGET DETAILS (LAT/LONG)

Name	TVD	+N/-S	+E/-W	Latitude	Longitude	Shape
5-20D-45 LC Tribal 3PT MKR	5289.0	-116.2	250.8	40° 7' 13.051 N	110° 28' 47.122 W	Rectangle (Sides: L200.0 W200.0)
5-20D-45 LC Tribal PBHL	8589.0	-116.2	250.8	40° 7' 13.051 N	110° 28' 47.122 W	Rectangle (Sides: L200.0 W200.0)

SECTION DETAILS

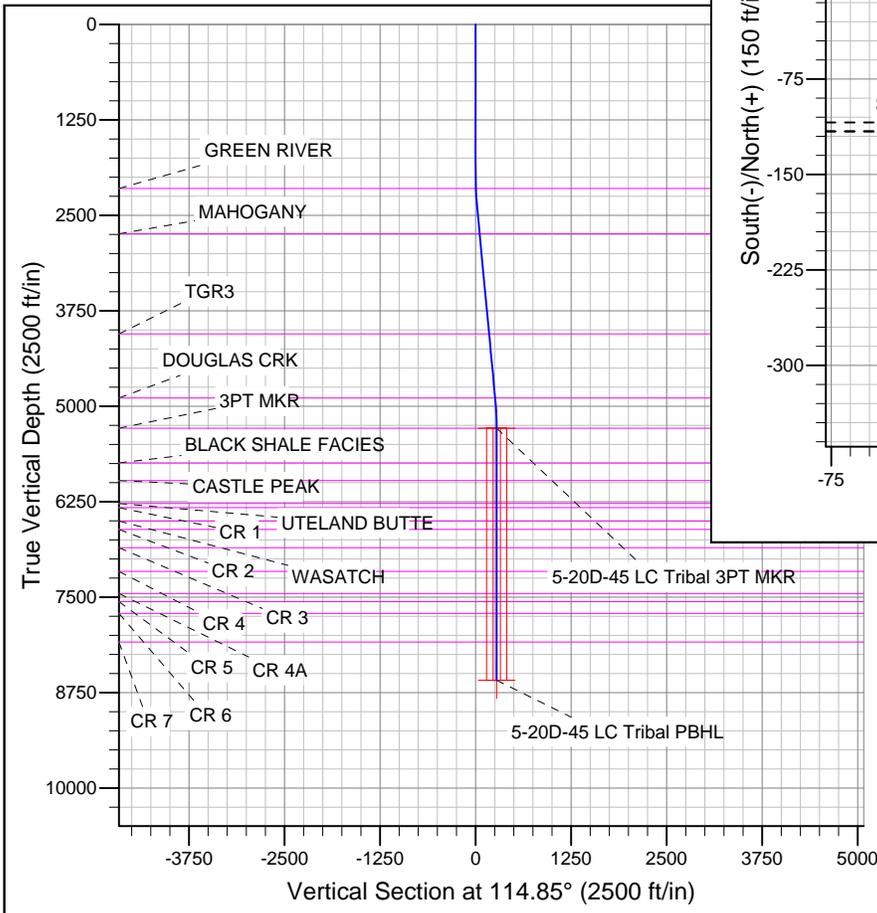
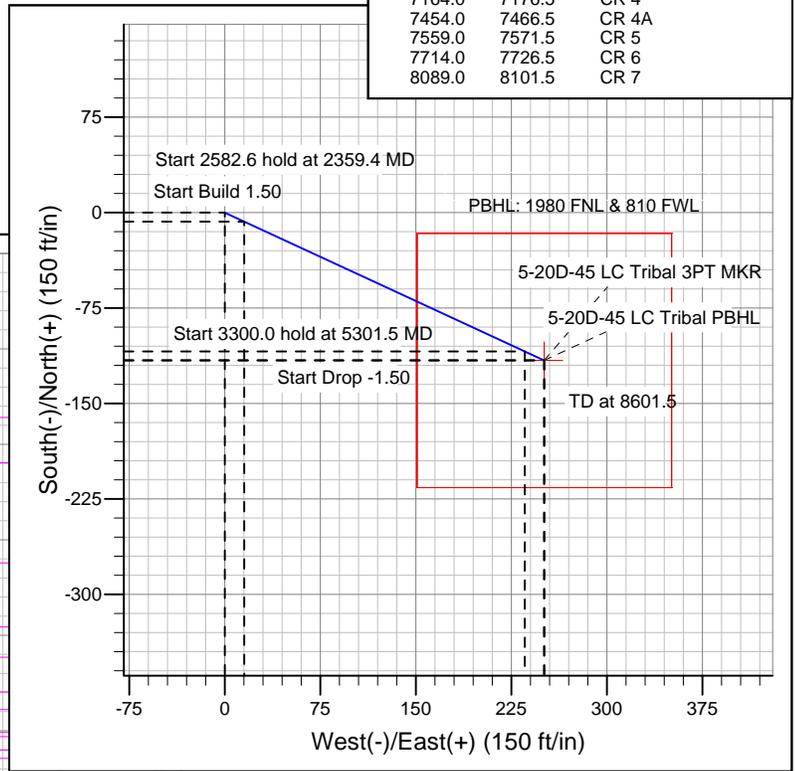
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	2000.0	0.00	0.00	2000.0	0.0	0.0	0.00	0.00	0.0	
3	2359.4	5.39	114.85	2358.9	-7.1	15.3	1.50	114.85	16.9	
4	4942.1	5.39	114.85	4930.1	-109.1	235.5	0.00	0.00	259.6	
5	5301.5	0.00	0.00	5289.0	-116.2	250.8	1.50	180.00	276.5	5-20D-45 LC Tribal 3PT MKR
6	8601.5	0.00	0.00	8589.0	-116.2	250.8	0.00	0.00	276.5	5-20D-45 LC Tribal PBHL

FORMATION TOP DETAILS

TVDPath	MDPath	Formation
2149.0	2149.0	GREEN RIVER
2744.0	2746.2	MAHOGANY
4054.0	4062.1	TGR3
4894.0	4905.8	DOUGLAS CRK
5289.0	5301.5	3PT MKR
5744.0	5756.5	BLACK SHALE FACIES
5974.0	5986.5	CASTLE PEAK
6274.0	6286.5	UTELAND BUTTE
6329.0	6341.5	CR 1
6504.0	6516.5	WASATCH
6614.0	6626.5	CR 2
6854.0	6866.5	CR 3
7164.0	7176.5	CR 4
7454.0	7466.5	CR 4A
7559.0	7571.5	CR 5
7714.0	7726.5	CR 6
8089.0	8101.5	CR 7

CASING DETAILS

No casing data is available



Azimuths to True North
 Magnetic North: 11.40°

Magnetic Field
 Strength: 52174.0snT
 Dip Angle: 65.76°
 Date: 2/24/2012
 Model: IGRF2010

BILL BARRETT CORP

DUCHESNE COUNTY, UT (NAD 27)

5-20D-45 LC Tribal

5-20D-45 LC Tribal

5-20D-45 LC Tribal

Plan: Design #1

Standard Planning Report

07 March, 2012

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 5-20D-45 LC Tribal
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6560.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6560.0ft (Original Well Elev)
Site:	5-20D-45 LC Tribal	North Reference:	True
Well:	5-20D-45 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	5-20D-45 LC Tribal		
Design:	Design #1		

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

Site	5-20D-45 LC Tribal				
Site Position:		Northing:	652,602.10 ft	Latitude:	40° 7' 14.200 N
From:	Lat/Long	Easting:	2,285,056.27 ft	Longitude:	110° 28' 50.351 W
Position Uncertainty:	0.0 ft	Slot Radius:	"	Grid Convergence:	0.65 °

Well	5-20D-45 LC Tribal					
Well Position	+N/-S	0.0 ft	Northing:	652,602.09 ft	Latitude:	40° 7' 14.200 N
	+E/-W	0.0 ft	Easting:	2,285,056.27 ft	Longitude:	110° 28' 50.351 W
Position Uncertainty		0.0 ft	Wellhead Elevation:	ft	Ground Level:	6,544.0 ft

Wellbore	5-20D-45 LC Tribal				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	2/24/2012	11.40	65.76	52,174

Design	Design #1			
Audit Notes:				
Version:	Phase:	PLAN	Tie On Depth:	0.0
Vertical Section:	Depth From (TVD) (ft)	+N/-S (ft)	+E/-W (ft)	Direction (°)
	0.0	0.0	0.0	114.85

Plan Sections										
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	
2,000.0	0.00	0.00	2,000.0	0.0	0.0	0.00	0.00	0.00	0.00	
2,359.4	5.39	114.85	2,358.9	-7.1	15.3	1.50	1.50	0.00	114.85	
4,942.1	5.39	114.85	4,930.1	-109.1	235.5	0.00	0.00	0.00	0.00	
5,301.5	0.00	0.00	5,289.0	-116.2	250.8	1.50	-1.50	0.00	180.00	5-20D-45 LC Tribal 3f
8,601.5	0.00	0.00	8,589.0	-116.2	250.8	0.00	0.00	0.00	0.00	5-20D-45 LC Tribal PI

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 5-20D-45 LC Tribal
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6560.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6560.0ft (Original Well Elev)
Site:	5-20D-45 LC Tribal	North Reference:	True
Well:	5-20D-45 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	5-20D-45 LC Tribal		
Design:	Design #1		

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	1.50	114.85	2,100.0	-0.6	1.2	1.3	1.50	1.50	0.00
2,149.0	2.24	114.85	2,149.0	-1.2	2.6	2.9	1.50	1.50	0.00
GREEN RIVER									
2,200.0	3.00	114.85	2,199.9	-2.2	4.7	5.2	1.50	1.50	0.00
2,300.0	4.50	114.85	2,299.7	-4.9	10.7	11.8	1.50	1.50	0.00
2,359.4	5.39	114.85	2,358.9	-7.1	15.3	16.9	1.50	1.50	0.00
2,400.0	5.39	114.85	2,399.3	-8.7	18.8	20.7	0.00	0.00	0.00
2,500.0	5.39	114.85	2,498.8	-12.7	27.3	30.1	0.00	0.00	0.00
2,600.0	5.39	114.85	2,598.4	-16.6	35.8	39.5	0.00	0.00	0.00
2,700.0	5.39	114.85	2,698.0	-20.6	44.4	48.9	0.00	0.00	0.00
2,746.2	5.39	114.85	2,744.0	-22.4	48.3	53.2	0.00	0.00	0.00
MAHOGANY									
2,800.0	5.39	114.85	2,797.5	-24.5	52.9	58.3	0.00	0.00	0.00
2,900.0	5.39	114.85	2,897.1	-28.4	61.4	67.7	0.00	0.00	0.00
3,000.0	5.39	114.85	2,996.6	-32.4	69.9	77.1	0.00	0.00	0.00
3,100.0	5.39	114.85	3,096.2	-36.3	78.5	86.5	0.00	0.00	0.00
3,200.0	5.39	114.85	3,195.8	-40.3	87.0	95.9	0.00	0.00	0.00
3,300.0	5.39	114.85	3,295.3	-44.2	95.5	105.3	0.00	0.00	0.00
3,400.0	5.39	114.85	3,394.9	-48.2	104.0	114.7	0.00	0.00	0.00
3,500.0	5.39	114.85	3,494.4	-52.1	112.6	124.1	0.00	0.00	0.00
3,600.0	5.39	114.85	3,594.0	-56.1	121.1	133.5	0.00	0.00	0.00
3,700.0	5.39	114.85	3,693.5	-60.0	129.6	142.9	0.00	0.00	0.00
3,800.0	5.39	114.85	3,793.1	-64.0	138.1	152.3	0.00	0.00	0.00
3,900.0	5.39	114.85	3,892.7	-67.9	146.7	161.6	0.00	0.00	0.00
4,000.0	5.39	114.85	3,992.2	-71.9	155.2	171.0	0.00	0.00	0.00
4,062.1	5.39	114.85	4,054.0	-74.3	160.5	176.9	0.00	0.00	0.00
TGR3									
4,100.0	5.39	114.85	4,091.8	-75.8	163.7	180.4	0.00	0.00	0.00
4,200.0	5.39	114.85	4,191.3	-79.8	172.3	189.8	0.00	0.00	0.00
4,300.0	5.39	114.85	4,290.9	-83.7	180.8	199.2	0.00	0.00	0.00
4,400.0	5.39	114.85	4,390.4	-87.7	189.3	208.6	0.00	0.00	0.00
4,500.0	5.39	114.85	4,490.0	-91.6	197.8	218.0	0.00	0.00	0.00

Bill Barrett Corp

Planning Report

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Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6560.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6560.0ft (Original Well Elev)
Site:	5-20D-45 LC Tribal	North Reference:	True
Well:	5-20D-45 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	5-20D-45 LC Tribal		
Design:	Design #1		

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)	
4,600.0	5.39	114.85	4,589.6	-95.6	206.4	227.4	0.00	0.00	0.00	
4,700.0	5.39	114.85	4,689.1	-99.5	214.9	236.8	0.00	0.00	0.00	
4,800.0	5.39	114.85	4,788.7	-103.5	223.4	246.2	0.00	0.00	0.00	
4,900.0	5.39	114.85	4,888.2	-107.4	231.9	255.6	0.00	0.00	0.00	
4,905.8	5.39	114.85	4,894.0	-107.7	232.4	256.1	0.00	0.00	0.00	
DOUGLAS CRK										
4,942.1	5.39	114.85	4,930.1	-109.1	235.5	259.6	0.00	0.00	0.00	
5,000.0	4.52	114.85	4,987.8	-111.2	240.1	264.6	1.50	-1.50	0.00	
5,100.0	3.02	114.85	5,087.6	-114.0	246.0	271.1	1.50	-1.50	0.00	
5,200.0	1.52	114.85	5,187.5	-115.6	249.6	275.1	1.50	-1.50	0.00	
5,300.0	0.02	114.85	5,287.5	-116.2	250.8	276.5	1.50	-1.50	0.00	
5,301.5	0.00	0.00	5,289.0	-116.2	250.8	276.5	1.50	-1.50	0.00	
3PT MKR										
5,400.0	0.00	0.00	5,387.5	-116.2	250.8	276.5	0.00	0.00	0.00	
5,500.0	0.00	0.00	5,487.5	-116.2	250.8	276.5	0.00	0.00	0.00	
5,600.0	0.00	0.00	5,587.5	-116.2	250.8	276.5	0.00	0.00	0.00	
5,700.0	0.00	0.00	5,687.5	-116.2	250.8	276.5	0.00	0.00	0.00	
5,756.5	0.00	0.00	5,744.0	-116.2	250.8	276.5	0.00	0.00	0.00	
BLACK SHALE FACIES										
5,800.0	0.00	0.00	5,787.5	-116.2	250.8	276.5	0.00	0.00	0.00	
5,900.0	0.00	0.00	5,887.5	-116.2	250.8	276.5	0.00	0.00	0.00	
5,986.5	0.00	0.00	5,974.0	-116.2	250.8	276.5	0.00	0.00	0.00	
CASTLE PEAK										
6,000.0	0.00	0.00	5,987.5	-116.2	250.8	276.5	0.00	0.00	0.00	
6,100.0	0.00	0.00	6,087.5	-116.2	250.8	276.5	0.00	0.00	0.00	
6,200.0	0.00	0.00	6,187.5	-116.2	250.8	276.5	0.00	0.00	0.00	
6,286.5	0.00	0.00	6,274.0	-116.2	250.8	276.5	0.00	0.00	0.00	
UTELAND BUTTE										
6,300.0	0.00	0.00	6,287.5	-116.2	250.8	276.5	0.00	0.00	0.00	
6,341.5	0.00	0.00	6,329.0	-116.2	250.8	276.5	0.00	0.00	0.00	
CR 1										
6,400.0	0.00	0.00	6,387.5	-116.2	250.8	276.5	0.00	0.00	0.00	
6,500.0	0.00	0.00	6,487.5	-116.2	250.8	276.5	0.00	0.00	0.00	
6,516.5	0.00	0.00	6,504.0	-116.2	250.8	276.5	0.00	0.00	0.00	
WASATCH										
6,600.0	0.00	0.00	6,587.5	-116.2	250.8	276.5	0.00	0.00	0.00	
6,626.5	0.00	0.00	6,614.0	-116.2	250.8	276.5	0.00	0.00	0.00	
CR 2										
6,700.0	0.00	0.00	6,687.5	-116.2	250.8	276.5	0.00	0.00	0.00	
6,800.0	0.00	0.00	6,787.5	-116.2	250.8	276.5	0.00	0.00	0.00	
6,866.5	0.00	0.00	6,854.0	-116.2	250.8	276.5	0.00	0.00	0.00	
CR 3										
6,900.0	0.00	0.00	6,887.5	-116.2	250.8	276.5	0.00	0.00	0.00	
7,000.0	0.00	0.00	6,987.5	-116.2	250.8	276.5	0.00	0.00	0.00	
7,100.0	0.00	0.00	7,087.5	-116.2	250.8	276.5	0.00	0.00	0.00	
7,176.5	0.00	0.00	7,164.0	-116.2	250.8	276.5	0.00	0.00	0.00	
CR 4										
7,200.0	0.00	0.00	7,187.5	-116.2	250.8	276.5	0.00	0.00	0.00	
7,300.0	0.00	0.00	7,287.5	-116.2	250.8	276.5	0.00	0.00	0.00	
7,400.0	0.00	0.00	7,387.5	-116.2	250.8	276.5	0.00	0.00	0.00	
7,466.5	0.00	0.00	7,454.0	-116.2	250.8	276.5	0.00	0.00	0.00	
CR 4A										
7,500.0	0.00	0.00	7,487.5	-116.2	250.8	276.5	0.00	0.00	0.00	

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Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6560.0ft (Original Well Elev)
Site:	5-20D-45 LC Tribal	North Reference:	True
Well:	5-20D-45 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	5-20D-45 LC Tribal		
Design:	Design #1		

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)
7,571.5	0.00	0.00	7,559.0	-116.2	250.8	276.5	0.00	0.00	0.00
CR 5									
7,600.0	0.00	0.00	7,587.5	-116.2	250.8	276.5	0.00	0.00	0.00
7,700.0	0.00	0.00	7,687.5	-116.2	250.8	276.5	0.00	0.00	0.00
7,726.5	0.00	0.00	7,714.0	-116.2	250.8	276.5	0.00	0.00	0.00
CR 6									
7,800.0	0.00	0.00	7,787.5	-116.2	250.8	276.5	0.00	0.00	0.00
7,900.0	0.00	0.00	7,887.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,000.0	0.00	0.00	7,987.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,100.0	0.00	0.00	8,087.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,101.5	0.00	0.00	8,089.0	-116.2	250.8	276.5	0.00	0.00	0.00
CR 7									
8,200.0	0.00	0.00	8,187.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,300.0	0.00	0.00	8,287.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,400.0	0.00	0.00	8,387.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,500.0	0.00	0.00	8,487.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,600.0	0.00	0.00	8,587.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,601.5	0.00	0.00	8,589.0	-116.2	250.8	276.5	0.00	0.00	0.00

Formations

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
2,149.0	2,149.0	GREEN RIVER		0.00	
2,746.2	2,744.0	MAHOGANY		0.00	
4,062.1	4,054.0	TGR3		0.00	
4,905.8	4,894.0	DOUGLAS CRK		0.00	
5,301.5	5,289.0	3PT MKR		0.00	
5,756.5	5,744.0	BLACK SHALE FACIES		0.00	
5,986.5	5,974.0	CASTLE PEAK		0.00	
6,286.5	6,274.0	UTELAND BUTTE		0.00	
6,341.5	6,329.0	CR 1		0.00	
6,516.5	6,504.0	WASATCH		0.00	
6,626.5	6,614.0	CR 2		0.00	
6,866.5	6,854.0	CR 3		0.00	
7,176.5	7,164.0	CR 4		0.00	
7,466.5	7,454.0	CR 4A		0.00	
7,571.5	7,559.0	CR 5		0.00	
7,726.5	7,714.0	CR 6		0.00	
8,101.5	8,089.0	CR 7		0.00	

SURFACE USE PLAN**BILL BARRETT CORPORATION****LC Tribal 5-20D-45 & LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad****Duchesne County, Utah**

<p align="center"><u>LC Tribal 5-20D-45</u></p> <p>SWNW, 1862' FNL & 559' FWL, Sec. 20, T4S-R5W (surface hole) SWNW, 1980' FNL & 810' FWL, Sec. 20, T4S-R5W (bottom hole)</p>	<p align="center"><u>LC Tribal 8H-20-45</u></p> <p>SWNW, 1846' FNL & 561' FWL, Sec. 20, T4S-R5W (surface hole) SENE, 1980' FNL & 700' FEL, Sec. 20, T4S-R5W (bottom hole)</p>
<p align="center"><u>LC Tribal 5H-19-45</u></p> <p>SWNW, 1830' FNL & 563' FWL, Sec. 20, T4S-R5W (surface hole) Lot 2 (SWNW), 1980' FNL & 810' FWL, Sec. 19, T4S-R5W (bottom hole)</p>	

The onsite inspection for this pad occurred on November 15, 2011. This is a new pad with a total of three proposed wells. Plat changes and site specific stipulations requested at the onsite are reflected within this APD and summarized below.

- a) Updated topo maps B and C and damage plats to include access and pipeline for the 16-20D-45 well that previously had arch and plant issues;
- b) Updated Figure 4 to relocate production equipment near the pad entrance on cut;

The excavation contractor would be provided with an approved copy of the surface use plan of operations before initiating construction.

1. Existing Roads:

- a. The proposed well site is located approximately 20.8 miles southwest of Duchesne, Utah. Maps and directions reflecting the route to the proposed well site are included (see Topographic maps A and B).
- b. The existing State Highway 191 would be utilized from Duchesne for 3.5 miles to the existing BBC maintained Skitzzy Road that would be utilized for 6.6 miles and provides access to the existing 7-3-56 DLB access road that would be utilized for 5.8 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.

Bill Barrett Corporation
Surface Use Plan
LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
Duchesne County, UT

- 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 6,617 feet of new access road trending northeast is planned from the proposed LC Tribal 16H-19-45 access road then LC Tribal 15-24D-46. The LC Tribal 16H-19-45 and 15-24D-46 access roads have been applied for and continue an additional 19,357 feet to the existing 7-3-56 DLB access road (see Topographic Map B). The proposed 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 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

Bill Barrett Corporation
Surface Use Plan
LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
Duchesne County, UT

would also be re-spread to provide protection, nutrient recycling, and a seed source for reclamation.

- h. Turnouts are not proposed.
- 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	one
vii. abandoned wells	one

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

Bill Barrett Corporation
Surface Use Plan
LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
Duchesne County, UT

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.
- 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 6,644 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 proposed LC Tribal 16H-19-45 then 15-24D-46 pipeline corridors. The LC Tribal 16H-19-45 and 15-24D-46 pipeline corridors have been applied for and continue 19,357 feet to the existing pipeline corridor for the 7-3-56 DLB. 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.

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 Surface Use Plan
 LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
 Duchesne County, UT

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

5. Location and Type of Water Supply:

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

Water Right No. and Application or Change No.	Applicant	Allocation	Date	Point of Diversion	Source
43-180	Duchesne City Water Service District	5 cfs	8/13/2004	Knight Diversion Dam	Duchesne River
43-1202, Change a13837	Myton City	5.49 cfr and 3967 acre feet	3/21/1986	Knight Diversion Dam	Duchesne River
43-10444, Appln A57477	Duchesne County Upper Country Water	2 cfs	1994	Ditch at Source	Cow Canyon Spring
43-10446, Appln F57432	Duchesne County Upper Country Water	1.58 cfs	1994	Ditch at Source	Cow Canyon Spring
43-1273, Appln A17462	J.J.N.P. Company	7 cfs	1946	Strawberry River	Strawberry River
43-1273, Appln t36590	J.J.N.P. Company	4 cfs	6/03/2010	Strawberry River	Strawberry River
43-2505, Appln t37379	McKinnon Ranch Properties, LC	1.3 cfs	4/28/2011	Pumped from Sec, 17, T4SR6W	Water Canyon Lake
43-12415, Change A17215a	Peatross Ranch, LLC	1.89 cfs	09/2011	Dugout Pond	Strawberry River

- b. No new water well is proposed with this application.

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- 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.
 - 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 following state-approved disposal facilities:

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Disposal Facilities
1. RNI Industries, Inc. – Pleasant Valley Disposal Pits, Sec. 25, 26, 35 & 36, T4S-R3W
2. Pro Water LLC – Blue Bench 13-1 Disposal Well (43-013-30971) NENE, Sec. 13, T3S-R5W
3. RN Industries, Inc. – Bluebell Disposal Ponds, Sec. 2, 4 & 9, T2S-R2W
4. Water Disposal, Inc. – Harmston 1-32-A1 Disposal Well (43-013-30224), UTR #00707, Sec. 32, T1S-R1W
5. Unified Water Pits – Sec. 31, T2S-R4W
6. Iowa Tank Line Pits – 8500 BLM Fence Road, Pleasant Valley
7. Western Water Solutions – Sand Pass Ranch, Sections 9 and 10, T4S-R1W, permit #WD-01-2011

- g. Any salts and/or chemicals, which are an integral part of the drilling system, would be disposed of in the same manner as the drilling fluid.
- h. Any spills of oil, condensate, produced or frac water, drilling fluids, or other potentially deleterious substances would be recovered and either returned to its origin or disposed of at an approved disposal site, most likely in Duchesne, Utah.
- i. Chemicals on the EPA's Consolidated List of Chemicals subject to reporting under Title III of the Superfund Amendments and Reauthorization Act of 1986 (SARA) may be used or stored in quantities over reportable quantities. In the course of drilling, BBC could potentially store and use diesel fuel, sand (silica), hydrochloric acid, and CO₂ gas, all described as hazardous substances in 40 CFR Part 302, Section 302.4, in quantities exceeding 10,000 pounds. In addition, natural gas condensate and crude oil and methanol may be stored or used in reportable quantities. Small quantities of retail products (paint/spray paints, solvents {e.g., WD-40}, and lubrication oil) containing non-reportable volumes of hazardous substances may be stored and used on site at any time. No extremely hazardous substances, as defined in 40 CFR 355, would be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the wells.
- j. Portable toilets and trash containers would be located onsite during drilling and completion operations. A commercial supplier would install and maintain portable toilets and equipment and would be responsible for removing sanitary waste. Sanitary waste facilities (i.e. toilet holding tanks) would be regularly pumped and their contents disposed of at approved sewage disposal facilities in Duchesne, and/or Uintah Counties, in accordance with applicable rules and regulations regarding sewage treatment and disposal. Accumulated trash and nonflammable waste materials would be hauled to an approved landfill once a week or as often as necessary. All debris and waste materials not contained in the trash containers would be cleaned up, removed from the construction ROW, well pad, or worker housing location, and disposed of at an approved landfill. Trash would be cleaned up everyday.

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LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
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- k. Sanitary waste equipment and trash bins would be removed from the Project Area upon completion of access road or pipeline construction; following drilling and completion operations at an individual well pad; when worker housing is no longer needed; or as required.
 - l. A flare pit may be constructed a minimum of 110' from the wellhead(s) and may be used during completion work. In the event a flare pit proves to be unworkable, a temporary flare stack or open top tank would be installed. BBC would flow back as much fluid and gas as possible into pressurized vessels, separating the fluids from the gas. In some instances, due to the completion fluids utilized within the Project Area, it is not feasible to direct the flow stream from the wellbore through pressurized vessels. In such instances BBC proposes to direct the flow to the open top tanks until flow through the pressurized vessels is feasible. At which point the fluid would either be returned to the reserve pit or placed into a tank(s). The gas would be directed to the flare pit, flare stack (each with a constant source of ignition), or may be directed into the sales pipeline.
 - m. Hydrocarbons would be removed from the reserve pit would as soon as practical. In the event immediate removal is not practical, the reserve pit would be flagged overhead or covered with wire or plastic mesh to protect migrating birds.
8. Ancillary Facilities:
- a. Garbage containers and portable toilets would be located on the well pad.
 - b. On well pads where active drilling and completion is occurring, temporary housing would be provided on location for the well pad supervisor, geologist, tool pusher, and others that are required to be on location at all times. The well pad could include up to five single wide mobile homes or fifth wheel campers/trailers.
 - c. A powerline corridor is not proposed at this time but may be applied for in the future.
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 310 feet with an inboard reserve pit size of 225 feet x 100 feet x 8 feet deep. See section 12.d below for disturbance estimates.

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LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
Duchesne County, UT

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

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Surface Use Plan
LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
Duchesne County, UT

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

11. Surface and Mineral Ownership:

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

12. Other Information:

- a. Montgomery Archeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies by Montgomery as report 11-324 (U-11-MQ-0916i,s) dated October 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.

Bill Barrett Corporation
Surface Use Plan
LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
Duchesne County, UT

d. Disturbance estimates:

Approximate Acreage Disturbances

Well Pad		3.851	acres
Access	6,617 feet	4.534	acres
Pipeline	6,644 feet	4.554	acres
	Total	12.939	acres

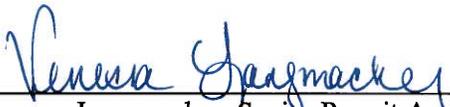
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Surface Use Plan
LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
Duchesne County, UT

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.

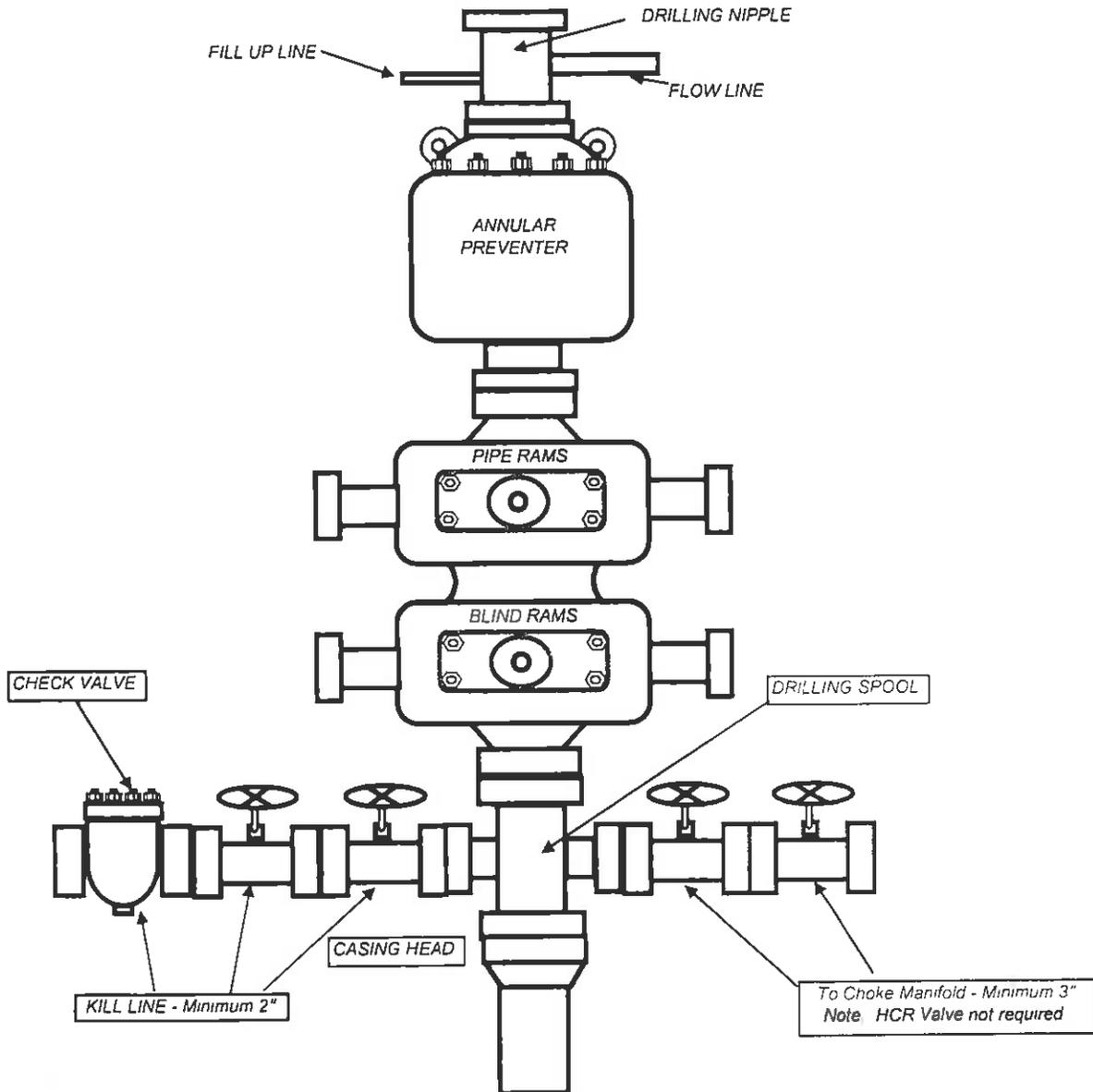
Executed this 28th day of March 2012
Name: Venessa Langmacher
Position Title: Senior Permit Analyst
Address: 1099 18th Street, Suite 2300, Denver, CO 80202
Telephone: 303-312-8172
E-mail: vlangmacher@billbarrettcorp.com
Field Representative Kary Eldredge / Bill Barrett Corporation
Address: 1820 W. Highway 40, Roosevelt, UT 84066
Telephone: 435-725-3515 (office); 435-724-6789 (mobile)
E-mail: keldredge@billbarrettcorp.com



Venessa Langmacher, Senior Permit Analyst

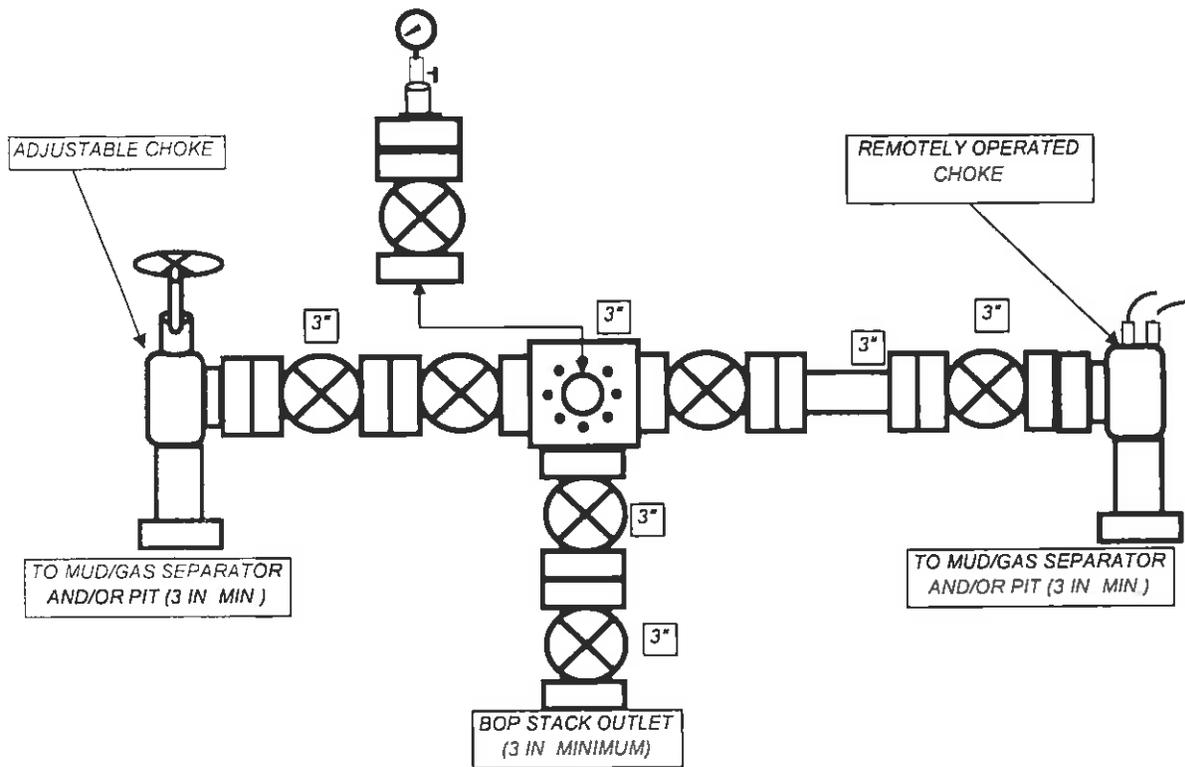
BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION

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





March 28, 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: Directional Drilling R649-3-11
Lake Canyon Area #5-20D-45 LC Tribal Well
Surface: 1862' FNL & 559' FWL, SWNW, 20-T4S-R5W, USM
Bottom Hole: 1980' FNL & 810' FWL, SWNW, 20-T4S-R5W, USM
Duchesne County, Utah

Dear Ms. Mason,

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

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

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

Sincerely,

A handwritten signature in blue ink that reads 'Vanessa Spangmacker'.

David Watts
Landman

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

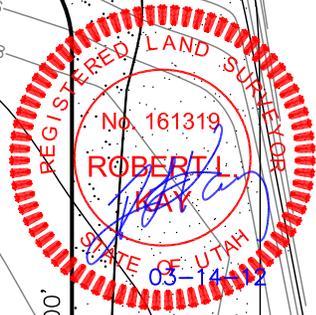
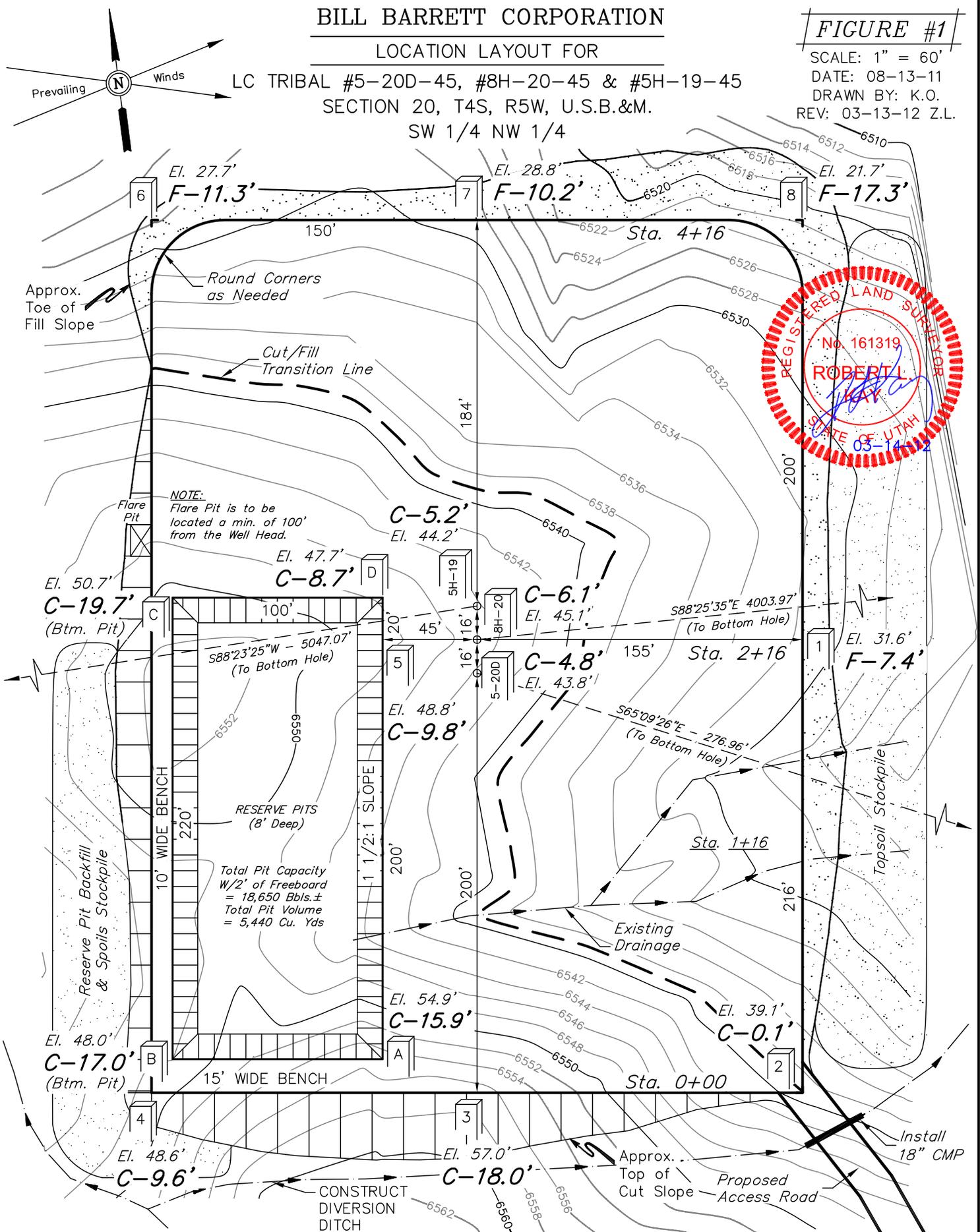
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LOCATION LAYOUT FOR

LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
SECTION 20, T4S, R5W, U.S.B.&M.
SW 1/4 NW 1/4

FIGURE #1

SCALE: 1" = 60'
DATE: 08-13-11
DRAWN BY: K.O.
REV: 03-13-12 Z.L.



Elev. Ungraded Ground At 8H-20 Loc. Stake = 6545.1'
FINISHED GRADE ELEV. AT 8H-20 LOC. STAKE = 6539.0'

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

RECEIVED: March 28, 2012

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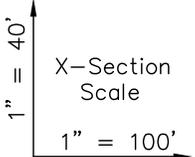
FIGURE #2

TYPICAL CROSS SECTIONS FOR

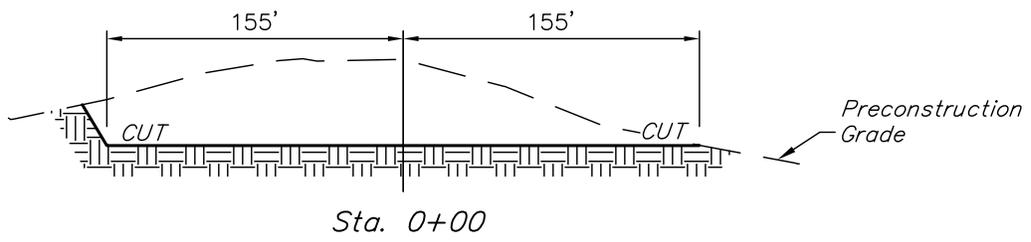
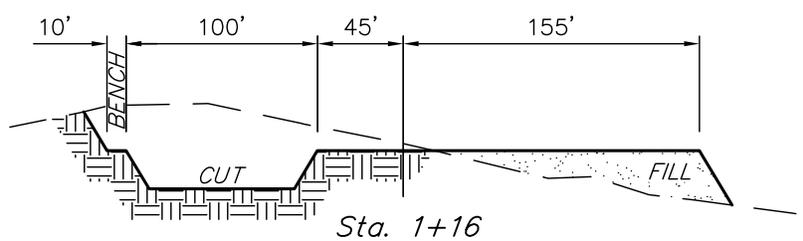
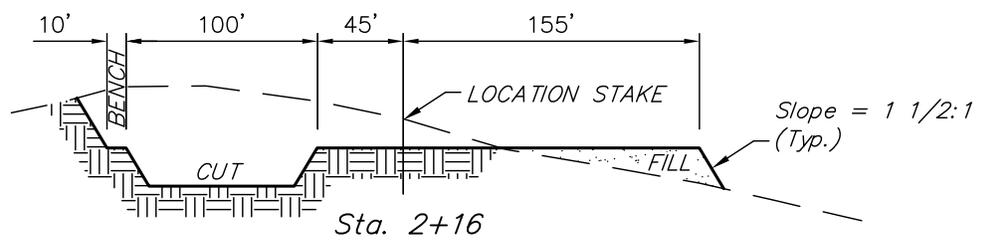
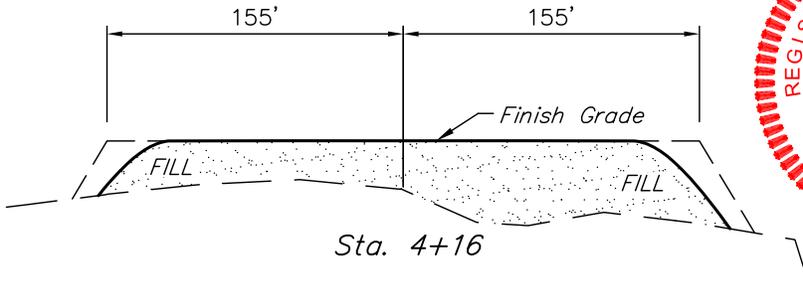
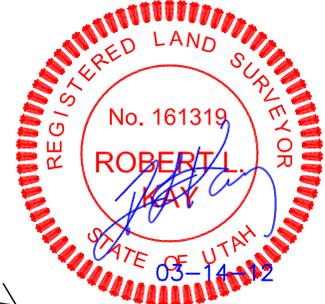
LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45

SECTION 20, T4S, R5W, U.S.B.&M.

SW 1/4 NW 1/4



DATE: 08-13-11
DRAWN BY: K.O.
REV: 03-13-12 Z.L.



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

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(12") Topsoil Stripping	= 5,930 Cu. Yds.
Remaining Location	= 22,730 Cu. Yds.
TOTAL CUT	= 28,660 CU.YDS.
FILL	= 20,010 CU.YDS.

EXCESS MATERIAL	= 8,650 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 8,650 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 0 Cu. Yds.

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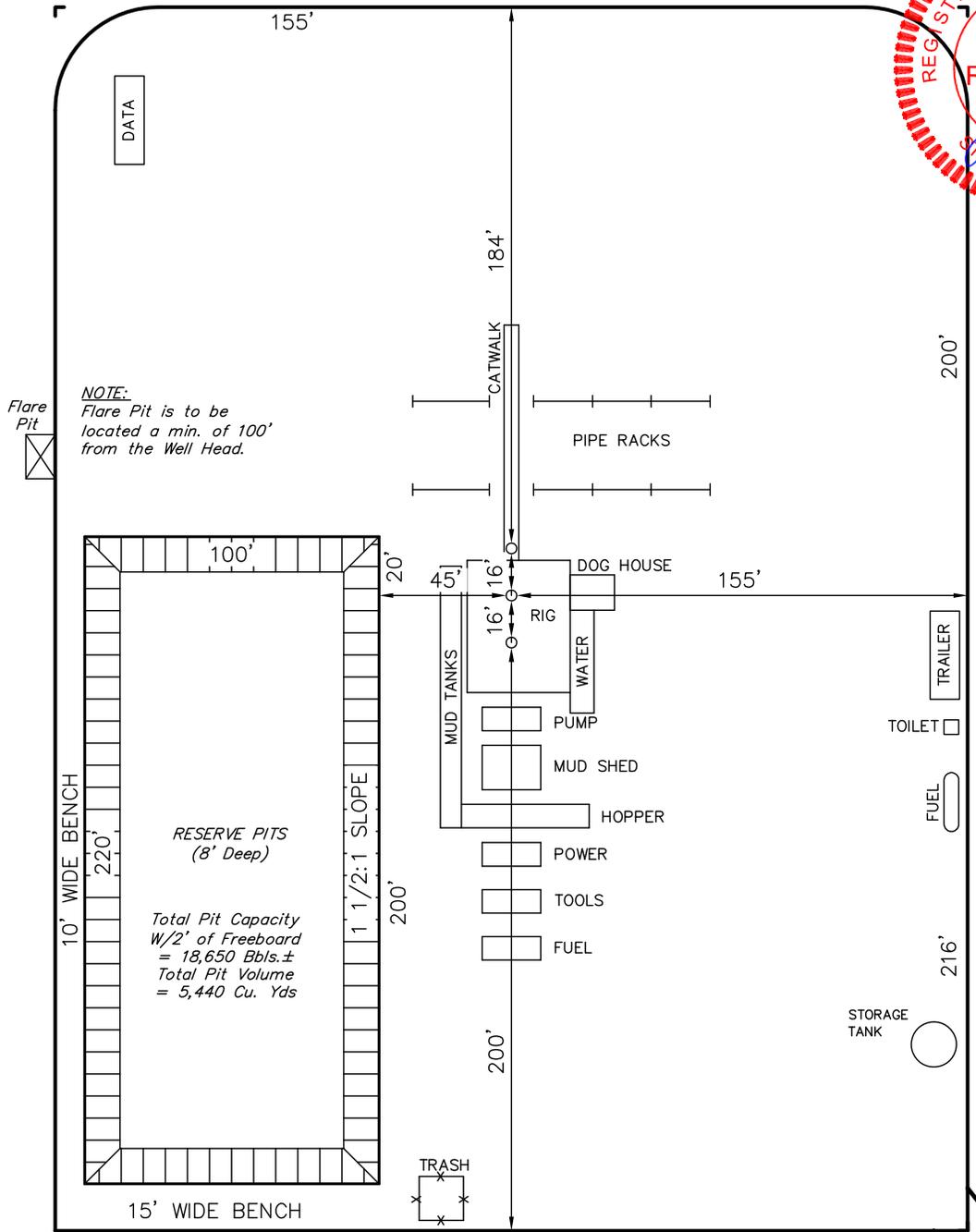
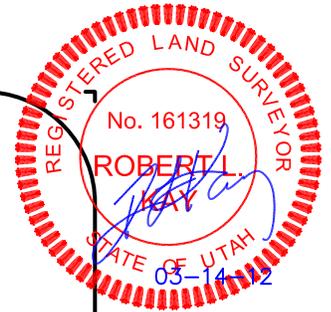
BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
SECTION 20, T4S, R5W, U.S.B.&M.
SW 1/4 NW 1/4

FIGURE #3

SCALE: 1" = 60'
DATE: 08-13-11
DRAWN BY: K.O.
REV: 03-13-12 Z.L.



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 = 18,650 Bbls.±
Total Pit Volume = 5,440 Cu. Yds

Proposed Access Road

BILL BARRETT CORPORATION

INTERIM RECLAMATION PLAN FOR

LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
SECTION 20, T4S, R5W, U.S.B.&M.
SW 1/4 NW 1/4

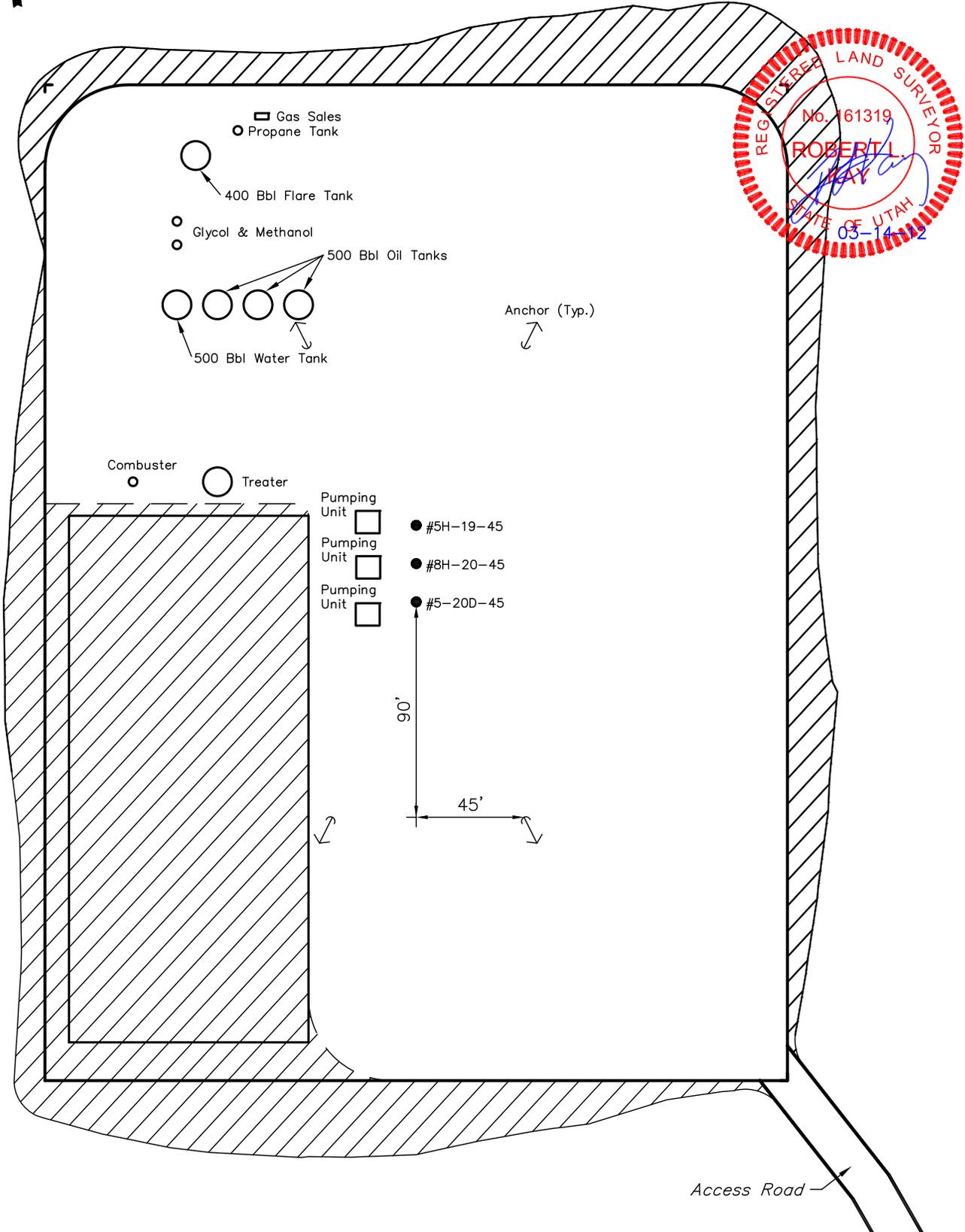
FIGURE #4

SCALE: 1" = 60'

DATE: 08-13-11

DRAWN BY: K.O.

REV: 03-13-12 Z.L.

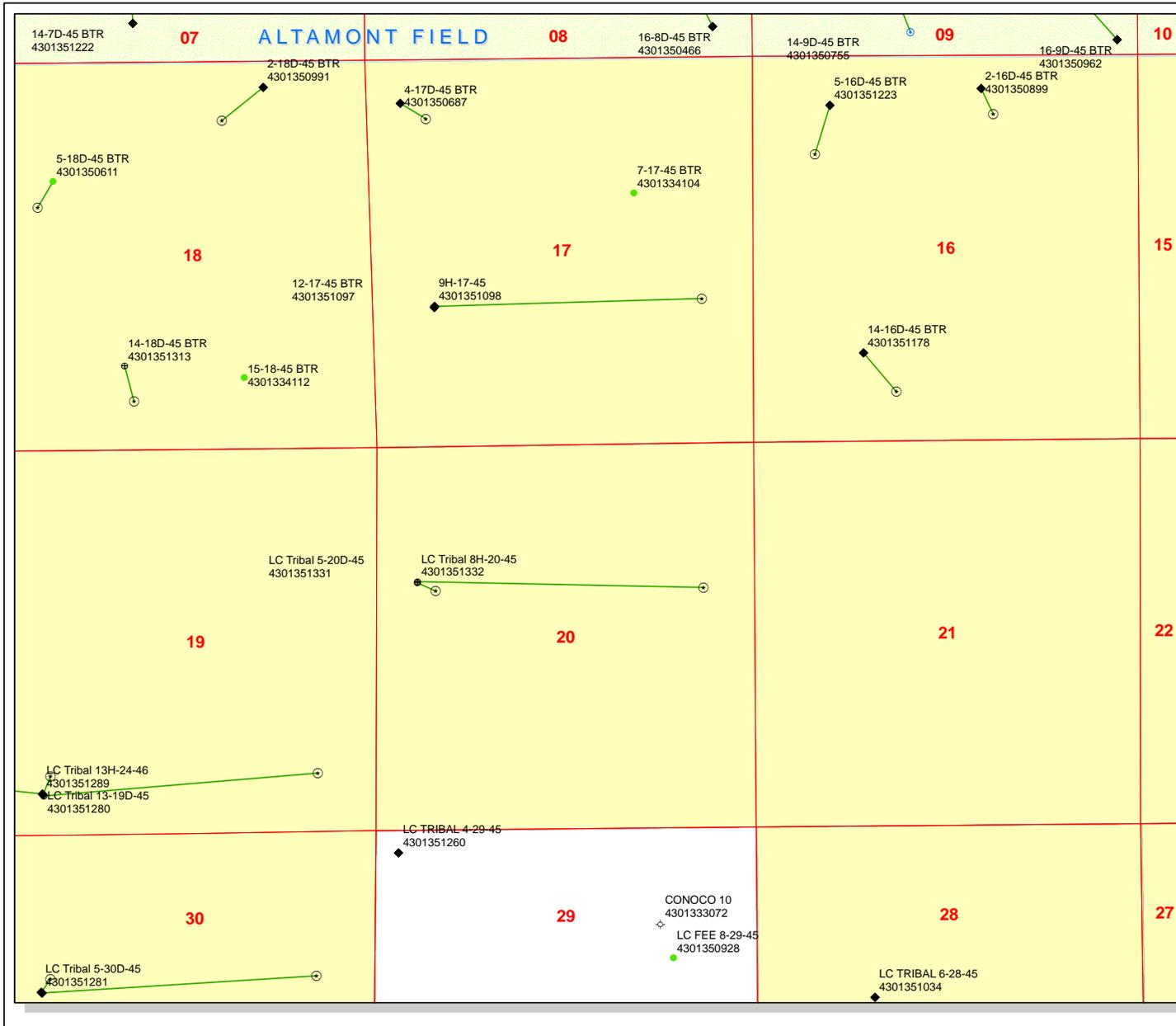


 INTERIM RECLAMATION

APPROXIMATE ACREAGES
UN-RECLAIMED = ± 2.334 ACRES

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

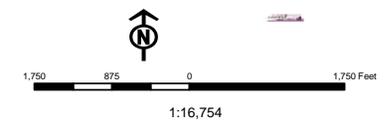
RECEIVED: March 28, 2012



API Number: 4301351331
Well Name: LC Tribal 5-20D-45
Township T0.4 . Range R0.5 . Section 20
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	WIW - Water Injection Well
TERMINATED	WSW - Water Supply Well



WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 3/28/2012

API NO. ASSIGNED: 43013513310000

WELL NAME: LC Tribal 5-20D-45

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8172

CONTACT: Venessa Langmacher

PROPOSED LOCATION: SWNW 20 040S 050W

Permit Tech Review:

SURFACE: 1862 FNL 0559 FWL

Engineering Review:

BOTTOM: 1980 FNL 0810 FWL

Geology Review:

COUNTY: DUCHESNE

LATITUDE: 40.12056

LONGITUDE: -110.48122

UTM SURF EASTINGS: 544205.00

NORTHINGS: 4441267.00

FIELD NAME: WILDCAT

LEASE TYPE: 2 - Indian

LEASE NUMBER: 2OG0005500

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

Commingling Approved

LOCATION AND SITING:

- R649-2-3.
- Unit:
- R649-3-2. General
- R649-3-3. Exception
- Drilling Unit
- Board Cause No: Cause 139-87
- Effective Date: 12/6/2011
- Siting: 4 Prod LGRRV-WSTC Per Sectional Drilling Units
- R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 4 - Federal Approval - dmason
15 - Directional - dmason



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: LC Tribal 5-20D-45
API Well Number: 43013513310000
Lease Number: 2OG0005500
Surface Owner: INDIAN
Approval Date: 4/4/2012

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 139-87. The expected producing formation or pool is the GREEN RIVER-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

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

General:

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

Conditions of Approval:

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

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

Notification Requirements:

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

- Within 24 hours following the spudding of the well - contact Carol Daniels at 801-538-5284

(please leave a voicemail message if not available)

OR

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

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

Reporting Requirements:

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

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

Approved By:

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

For John Rogers
Associate Director, Oil & Gas

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 LC Tribal 5-20D-45					
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 WILDCAT					
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) 20G0005500			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 type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>					
20. LOCATION OF WELL		FOOTAGES		QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN			
LOCATION AT SURFACE		1862 FNL 559 FWL		SWNW	20	4.0 S	5.0 W	U			
Top of Uppermost Producing Zone		1978 FNL 809 FWL		SWNW	20	4.0 S	5.0 W	U			
At Total Depth		1980 FNL 810 FWL		SWNW	20	4.0 S	5.0 W	U			
21. COUNTY DUCHESNE			22. DISTANCE TO NEAREST LEASE LINE (Feet) 810			23. NUMBER OF ACRES IN DRILLING UNIT 640					
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 3878			26. PROPOSED DEPTH MD: 8602 TVD: 8589					
27. ELEVATION - GROUND LEVEL 6544			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	12.25	9.625	0 - 2000	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown		280	3.16	11.0
							Halliburton Premium , Type Unknown		210	1.36	14.8
Prod	8.75	5.5	0 - 8602	17.0	P-110 LT&C	9.6	Unknown		620	2.31	11.0
							Unknown		900	1.42	13.5
ATTACHMENTS											
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES											
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER					<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN						
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)					<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER						
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)					<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP						
NAME Venessa Langmacher			TITLE Senior Permit Analyst			PHONE 303 312-8172					
SIGNATURE			DATE 03/28/2012			EMAIL vlangmacher@billbarrettcorp.com					
API NUMBER ASSIGNED 43013513310000			APPROVAL			 Permit Manager					

BILL BARRETT CORPORATION
DRILLING PLAN

1/04/2011

LC Tribal 5-20D-45

SW NW, 1862' FNL and 559' FWL, Section 20, T4S-R5W, USB&M (surface hole)

SW NW, 1980' FNL and 810' FWL, Section 20, T4S-R5W, USB&M (bottom hole)

Duchesne County, Utah

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

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth - TVD</u>
Lower Green River*	4,062'	4,054'
Douglas Creek	4,905'	4,894'
Black Shale	5,765'	5,744'
Castle Peak	5,986'	5,974'
Uteland Butte	6,286'	6,274'
Wasatch*	6,516'	6,504'
TD	8,602'	8,589'

*PROSPECTIVE PAY

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

Base of Useable Water = 5,500'

3. BOP and Pressure Containment Data

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

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
12 1/4"	Surface	2,000'	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
 LC Tribal 5-20D-45
 Duchesne County, Utah

5. Cementing Program

16" Conductor Casing	Grout
9 5/8" Surface Casing	Lead: 280 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 @ 1,500'
5 1/2" Production Casing	Lead: 620 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 1,500' Tail: 900 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 @ 5,256'

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> <u>(API filtrate)</u>	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 2,000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
2,000' – 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 4287 psi* and maximum anticipated surface pressure equals approximately 2398 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
LC Tribal 5-20D-45
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: November 2012
Spud: November 2012
Duration: 15 days drilling time
45 days completion time



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: LC Tribal 5-20D-45

Surface Hole Data:

Total Depth:	2,000'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	822.1	ft ³
Lead Fill:	1,500'	
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:	280
--------------	-----

Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	1,500'	

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

Production Hole Data:

Total Depth:	8,602'
Top of Cement:	1,500'
Top of Tail:	5,256'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1423.1	ft ³
Lead Fill:	3,756'	
Tail Volume:	1267.9	ft ³
Tail Fill:	3,346'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	620
# SK's Tail:	900

LC Tribal 5-20D-45 Proposed Cementing Program
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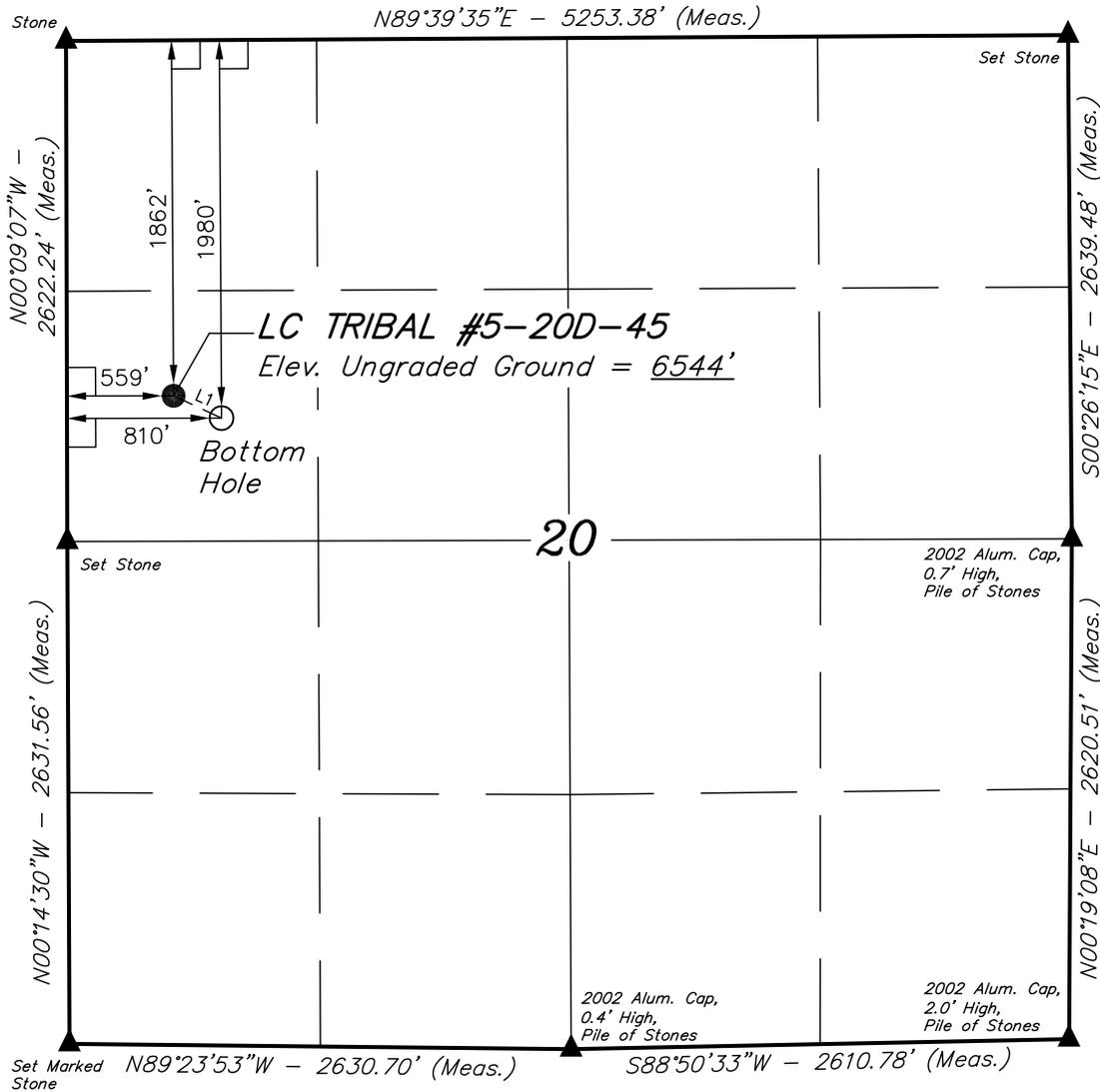
<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (1500' - 0')	
Halliburton Light Premium	Fluid Weight: 11.0 lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield: 3.16 ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid: 19.48 Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid: 0'
2.0% Bentonite	Calculated Fill: 1,500'
	Volume: 146.41 bbl
	Proposed Sacks: 280 sks
Tail Cement - (TD - 1500')	
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: 1,500'
	Calculated Fill: 500'
	Volume: 48.80 bbl
	Proposed Sacks: 210 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (5256' - 1500')	
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: 1,500'
	Calculated Fill: 3,756'
	Volume: 253.45 bbl
	Proposed Sacks: 620 sks
Tail Cement - (8602' - 5256')	
Econocem™ System	Fluid Weight: 13.5 lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield: 1.42 ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid: 6.61 Gal/sk
	Top of Fluid: 5,256'
	Calculated Fill: 3,346'
	Volume: 225.80 bbl
	Proposed Sacks: 900 sks

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

BILL BARRETT CORPORATION

Well location, LC TRIBAL #5-20D-45, located as shown in the SW 1/4 NW 1/4 of Section 20, T4S, R5W, U.S.B.&M., Duchesne County, Utah.

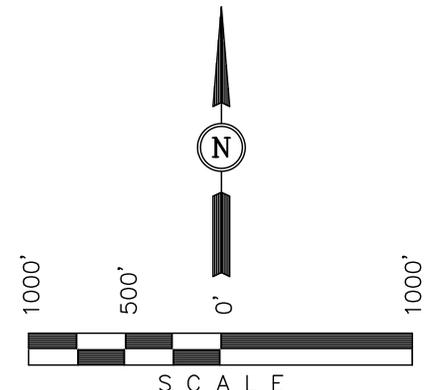


BASIS OF ELEVATION

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

ROBERT L. KAY
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH
03-14-12

LINE TABLE		
LINE	BEARING	LENGTH
L1	S65°09'26"E	276.96'

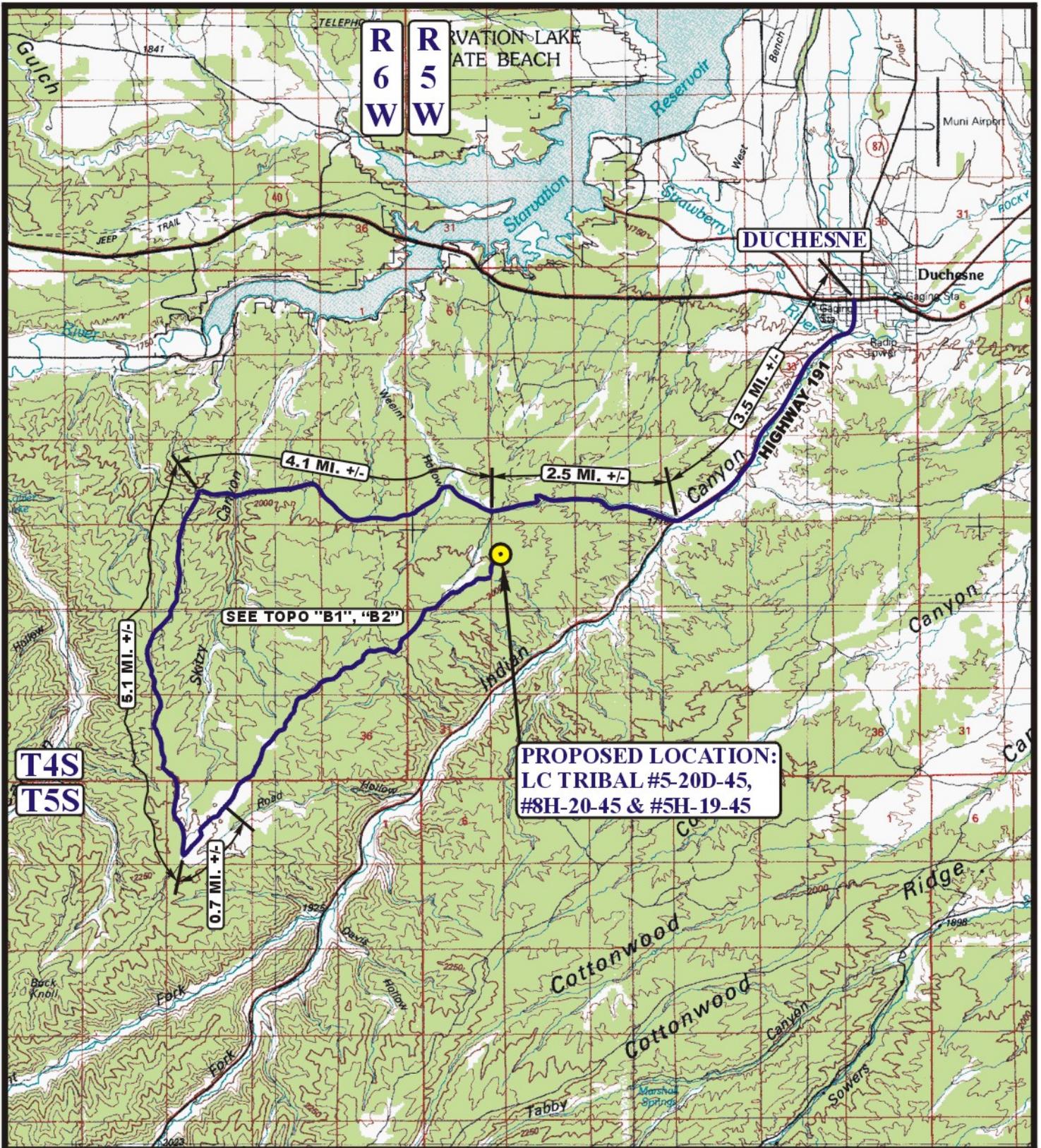
LEGEND:

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

NAD 83 (TARGET BOTTOM HOLE)		NAD 83 (SURFACE LOCATION)	
LATITUDE = 40°07'12.90" (40.120250)	LONGITUDE = 110°28'49.68" (110.480467)	LATITUDE = 40°07'14.05" (40.120569)	LONGITUDE = 110°28'52.91" (110.481364)
NAD 27 (TARGET BOTTOM HOLE)		NAD 27 (SURFACE LOCATION)	
LATITUDE = 40°07'13.05" (40.120292)	LONGITUDE = 110°27'47.12" (110.479756)	LATITUDE = 40°07'14.20" (40.120611)	LONGITUDE = 110°28'50.35" (110.480653)

UINTAH ENGINEERING & LAND SURVEYING 85 SOUTH 200 EAST - VERNAL, UTAH 84078 (435) 789-1017		
SCALE 1" = 1000'	DATE SURVEYED: 07-26-11	DATE DRAWN: 08-13-11
PARTY G.O. C.A. K.O.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BILL BARRETT CORPORATION	

RECEIVED: March 28, 2012



SEE TOPO "B1", "B2"

PROPOSED LOCATION:
 LC TRIBAL #5-20D-45,
 #8H-20-45 & #5H-19-45

LEGEND:

PROPOSED LOCATION



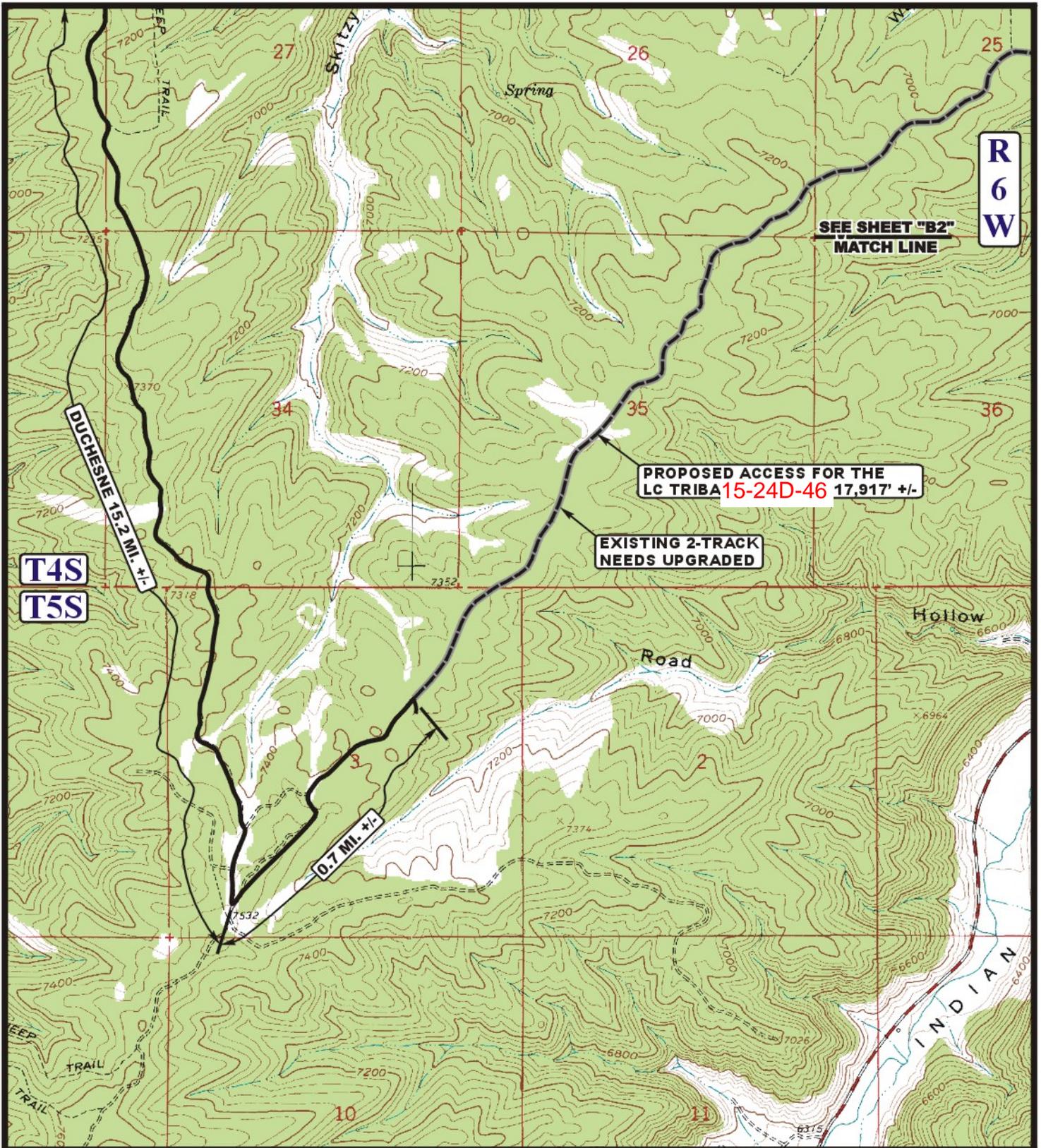
BILL BARRETT CORPORATION

LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
 SECTION 20, T4S, R5W, U.S.B.&M.
 SW 1/4 NW 1/4

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

ACCESS ROAD MAP
 08 MONTH 09 DAY 11 YEAR
 SCALE: 1:100,000 DRAWN BY: C.I. REVISED: 03-14-12





LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD
-  EXISTING 2-TRACK NEEDS UPGRADED

BILL BARRETT CORPORATION

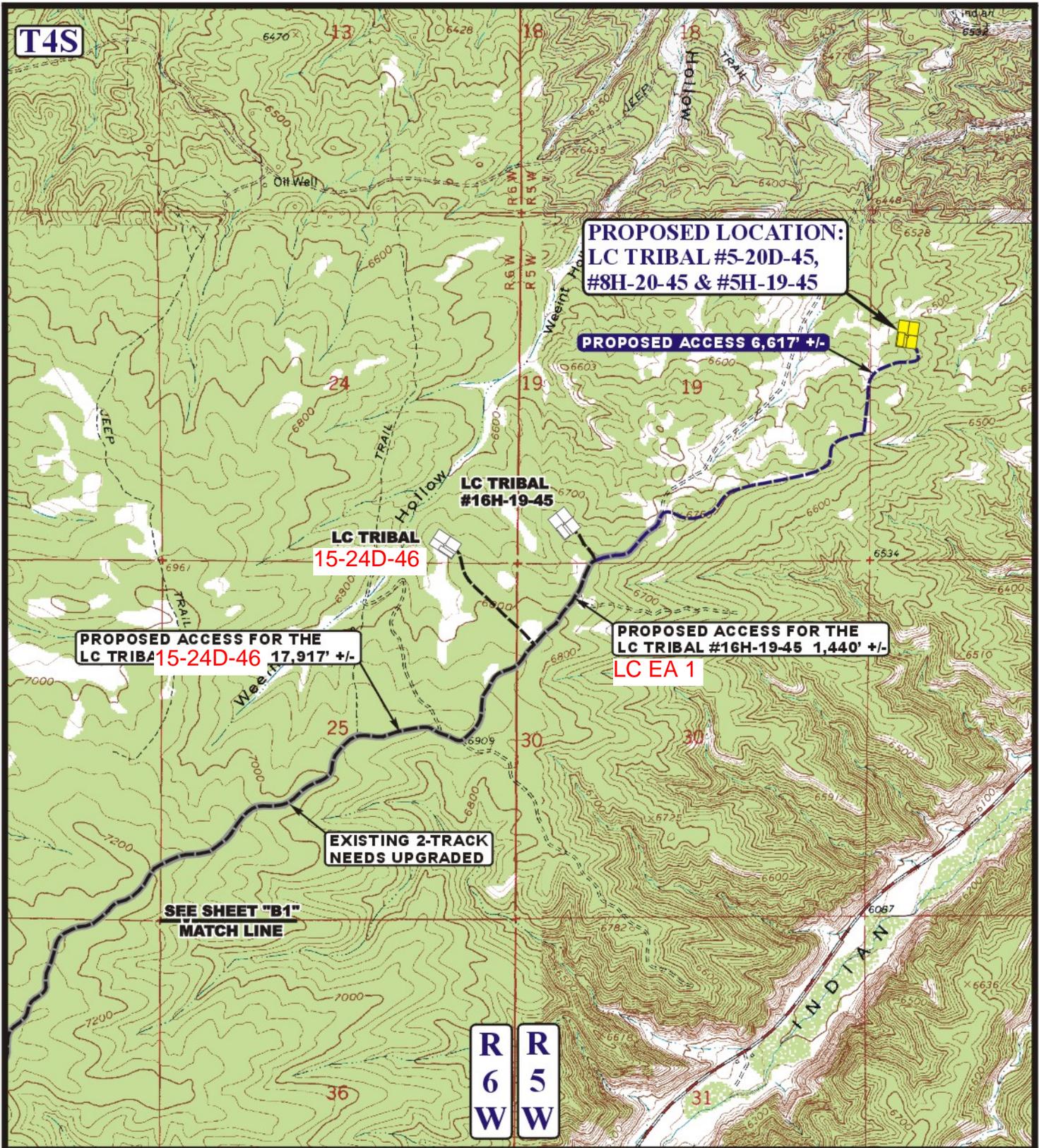
**LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
SECTION 20, T4S, R5W, U.S.B.&M.
SW 1/4 NW 1/4**



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



ACCESS ROAD MAP	08	09	11	B1 TOPO
	MONTH	DAY	YEAR	
SCALE: 1" = 2000'		DRAWN BY: C.I.		REVISED: 03-14-12



LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD
-  EXISTING 2-TRACK NEEDS UPGRADED

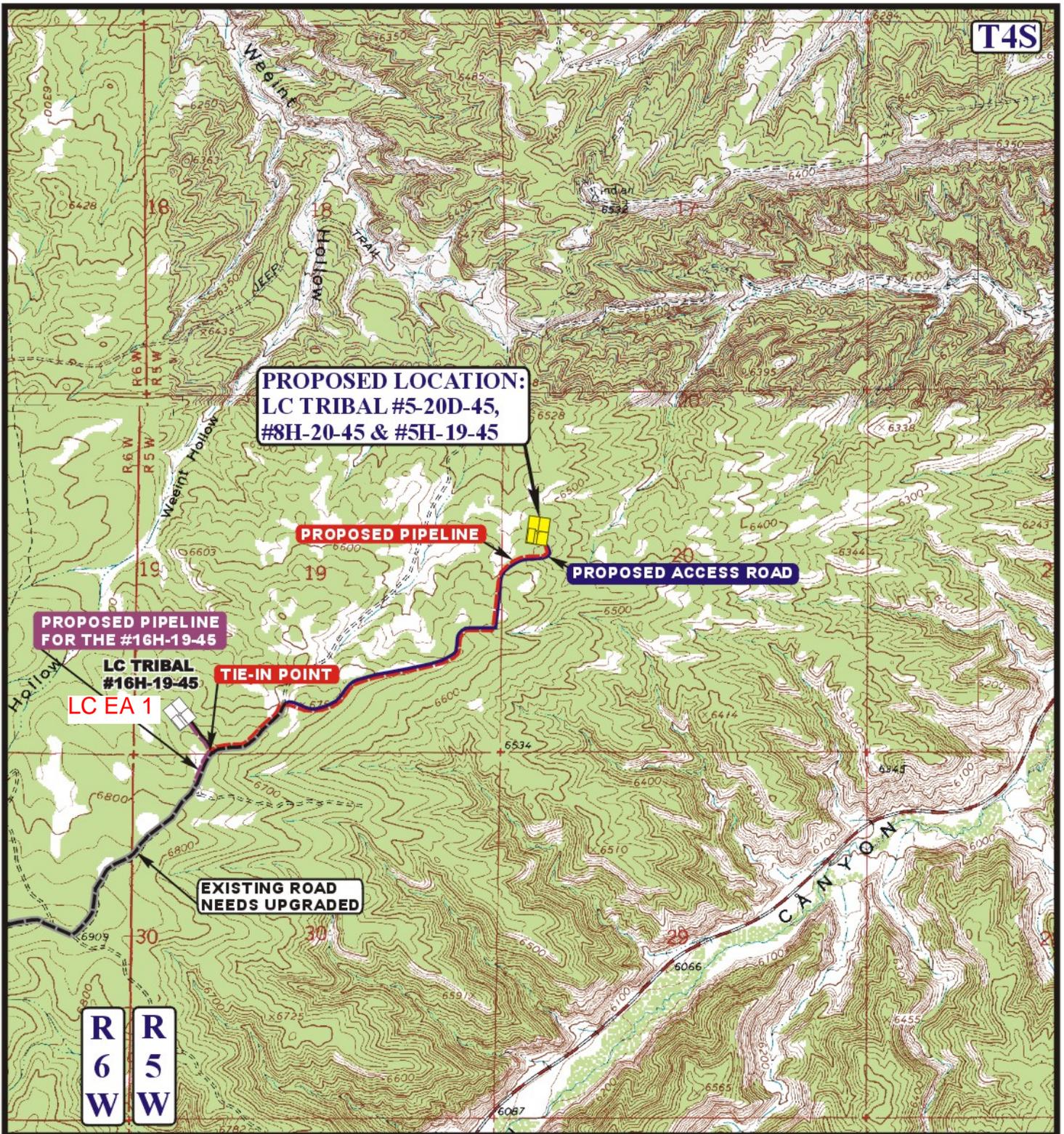
BILL BARRETT CORPORATION

LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
SECTION 20, T4S, R5W, U.S.B.&M.
SW 1/4 NW 1/4

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



ACCESS ROAD	08	09	11	B2
MAP	MONTH	DAY	YEAR	
SCALE: 1" = 2000'	DRAWN BY: C.I.		REVISED: 03-14-12	TOPO



APPROXIMATE TOTAL PIPELINE DISTANCE = 6,644' +/-

LEGEND:

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

BILL BARRETT CORPORATION

**LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
SECTION 20, T4S, R5W, U.S.B.&M.
SW 1/4 NW 1/4**

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

TOPOGRAPHIC MAP 08 09 11
MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: C.I. REVISED: 03-14-12





SITE DETAILS: 5-20D-45 LC Tribal
Lake Canyon

Site Latitude: 40° 7' 14.200 N
Site Longitude: 110° 28' 50.351 W

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

Positional Uncertainty: 0.0
Convergence: 0.65
Local North: True

WELL DETAILS: 5-20D-45 LC Tribal

Ground Level: 6544.0

+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
0.0	0.0	652602.09	2285056.27	40° 7' 14.200 N	110° 28' 50.351 W	

WELLBORE TARGET DETAILS (LAT/LONG)

Name	TVD	+N/-S	+E/-W	Latitude	Longitude	Shape
5-20D-45 LC Tribal 3PT MKR	5289.0	-116.2	250.8	40° 7' 13.051 N	110° 28' 47.122 W	Rectangle (Sides: L200.0 W200.0)
5-20D-45 LC Tribal PBHL	8589.0	-116.2	250.8	40° 7' 13.051 N	110° 28' 47.122 W	Rectangle (Sides: L200.0 W200.0)

SECTION DETAILS

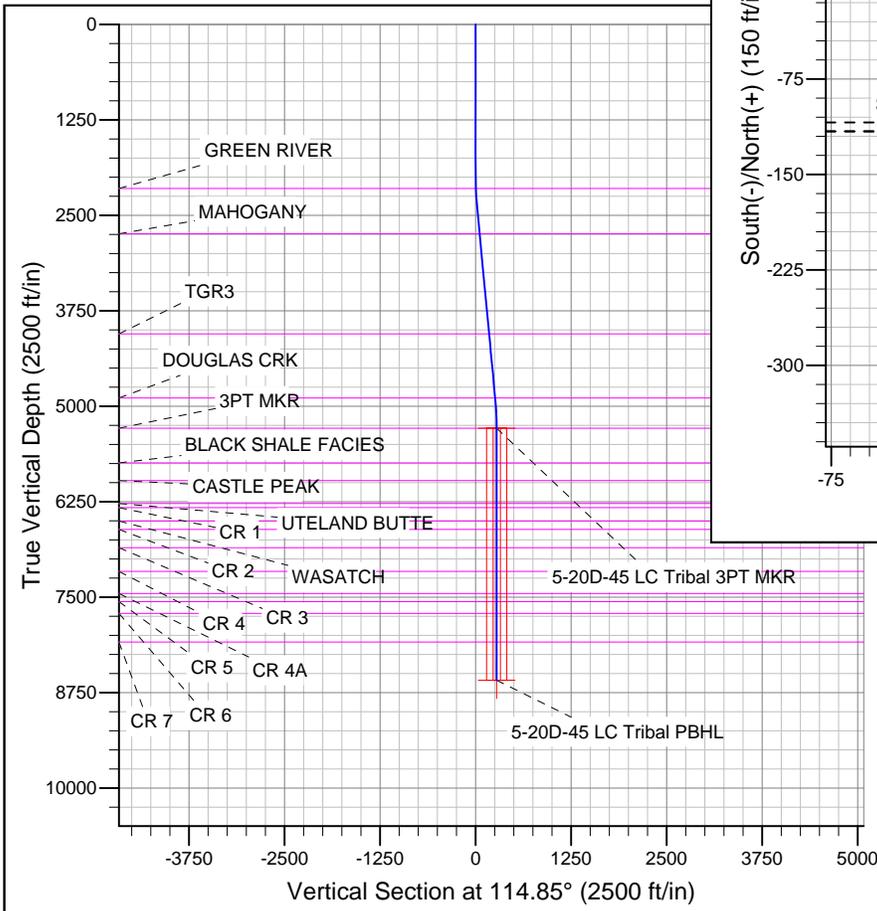
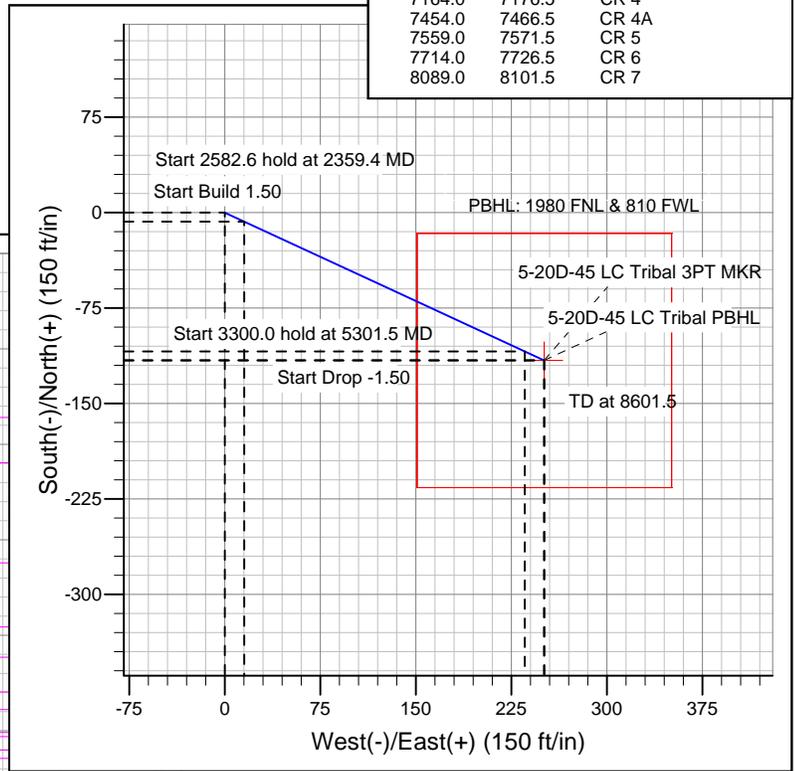
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	2000.0	0.00	0.00	2000.0	0.0	0.0	0.00	0.00	0.0	
3	2359.4	5.39	114.85	2358.9	-7.1	15.3	1.50	114.85	16.9	
4	4942.1	5.39	114.85	4930.1	-109.1	235.5	0.00	0.00	259.6	
5	5301.5	0.00	0.00	5289.0	-116.2	250.8	1.50	180.00	276.5	5-20D-45 LC Tribal 3PT MKR
6	8601.5	0.00	0.00	8589.0	-116.2	250.8	0.00	0.00	276.5	5-20D-45 LC Tribal PBHL

FORMATION TOP DETAILS

TVDPath	MDPath	Formation
2149.0	2149.0	GREEN RIVER
2744.0	2746.2	MAHOGANY
4054.0	4062.1	TGR3
4894.0	4905.8	DOUGLAS CRK
5289.0	5301.5	3PT MKR
5744.0	5756.5	BLACK SHALE FACIES
5974.0	5986.5	CASTLE PEAK
6274.0	6286.5	UTELAND BUTTE
6329.0	6341.5	CR 1
6504.0	6516.5	WASATCH
6614.0	6626.5	CR 2
6854.0	6866.5	CR 3
7164.0	7176.5	CR 4
7454.0	7466.5	CR 4A
7559.0	7571.5	CR 5
7714.0	7726.5	CR 6
8089.0	8101.5	CR 7

CASING DETAILS

No casing data is available



Azimuths to True North
 Magnetic North: 11.40°

Magnetic Field
 Strength: 52174.0snT
 Dip Angle: 65.76°
 Date: 2/24/2012
 Model: IGRF2010

BILL BARRETT CORP

DUCHESNE COUNTY, UT (NAD 27)

5-20D-45 LC Tribal

5-20D-45 LC Tribal

5-20D-45 LC Tribal

Plan: Design #1

Standard Planning Report

07 March, 2012

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 5-20D-45 LC Tribal
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6560.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6560.0ft (Original Well Elev)
Site:	5-20D-45 LC Tribal	North Reference:	True
Well:	5-20D-45 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	5-20D-45 LC Tribal		
Design:	Design #1		

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

Site	5-20D-45 LC Tribal				
Site Position:		Northing:	652,602.10 ft	Latitude:	40° 7' 14.200 N
From:	Lat/Long	Easting:	2,285,056.27 ft	Longitude:	110° 28' 50.351 W
Position Uncertainty:	0.0 ft	Slot Radius:	"	Grid Convergence:	0.65 °

Well	5-20D-45 LC Tribal					
Well Position	+N/-S	0.0 ft	Northing:	652,602.09 ft	Latitude:	40° 7' 14.200 N
	+E/-W	0.0 ft	Easting:	2,285,056.27 ft	Longitude:	110° 28' 50.351 W
Position Uncertainty		0.0 ft	Wellhead Elevation:	ft	Ground Level:	6,544.0 ft

Wellbore	5-20D-45 LC Tribal				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	2/24/2012	11.40	65.76	52,174

Design	Design #1			
Audit Notes:				
Version:	Phase:	PLAN	Tie On Depth:	0.0
Vertical Section:	Depth From (TVD) (ft)	+N/-S (ft)	+E/-W (ft)	Direction (°)
	0.0	0.0	0.0	114.85

Plan Sections										
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	
2,000.0	0.00	0.00	2,000.0	0.0	0.0	0.00	0.00	0.00	0.00	
2,359.4	5.39	114.85	2,358.9	-7.1	15.3	1.50	1.50	0.00	114.85	
4,942.1	5.39	114.85	4,930.1	-109.1	235.5	0.00	0.00	0.00	0.00	
5,301.5	0.00	0.00	5,289.0	-116.2	250.8	1.50	-1.50	0.00	180.00	5-20D-45 LC Tribal 3f
8,601.5	0.00	0.00	8,589.0	-116.2	250.8	0.00	0.00	0.00	0.00	5-20D-45 LC Tribal PI

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 5-20D-45 LC Tribal
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6560.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6560.0ft (Original Well Elev)
Site:	5-20D-45 LC Tribal	North Reference:	True
Well:	5-20D-45 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	5-20D-45 LC Tribal		
Design:	Design #1		

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	1.50	114.85	2,100.0	-0.6	1.2	1.3	1.50	1.50	0.00
2,149.0	2.24	114.85	2,149.0	-1.2	2.6	2.9	1.50	1.50	0.00
GREEN RIVER									
2,200.0	3.00	114.85	2,199.9	-2.2	4.7	5.2	1.50	1.50	0.00
2,300.0	4.50	114.85	2,299.7	-4.9	10.7	11.8	1.50	1.50	0.00
2,359.4	5.39	114.85	2,358.9	-7.1	15.3	16.9	1.50	1.50	0.00
2,400.0	5.39	114.85	2,399.3	-8.7	18.8	20.7	0.00	0.00	0.00
2,500.0	5.39	114.85	2,498.8	-12.7	27.3	30.1	0.00	0.00	0.00
2,600.0	5.39	114.85	2,598.4	-16.6	35.8	39.5	0.00	0.00	0.00
2,700.0	5.39	114.85	2,698.0	-20.6	44.4	48.9	0.00	0.00	0.00
2,746.2	5.39	114.85	2,744.0	-22.4	48.3	53.2	0.00	0.00	0.00
MAHOGANY									
2,800.0	5.39	114.85	2,797.5	-24.5	52.9	58.3	0.00	0.00	0.00
2,900.0	5.39	114.85	2,897.1	-28.4	61.4	67.7	0.00	0.00	0.00
3,000.0	5.39	114.85	2,996.6	-32.4	69.9	77.1	0.00	0.00	0.00
3,100.0	5.39	114.85	3,096.2	-36.3	78.5	86.5	0.00	0.00	0.00
3,200.0	5.39	114.85	3,195.8	-40.3	87.0	95.9	0.00	0.00	0.00
3,300.0	5.39	114.85	3,295.3	-44.2	95.5	105.3	0.00	0.00	0.00
3,400.0	5.39	114.85	3,394.9	-48.2	104.0	114.7	0.00	0.00	0.00
3,500.0	5.39	114.85	3,494.4	-52.1	112.6	124.1	0.00	0.00	0.00
3,600.0	5.39	114.85	3,594.0	-56.1	121.1	133.5	0.00	0.00	0.00
3,700.0	5.39	114.85	3,693.5	-60.0	129.6	142.9	0.00	0.00	0.00
3,800.0	5.39	114.85	3,793.1	-64.0	138.1	152.3	0.00	0.00	0.00
3,900.0	5.39	114.85	3,892.7	-67.9	146.7	161.6	0.00	0.00	0.00
4,000.0	5.39	114.85	3,992.2	-71.9	155.2	171.0	0.00	0.00	0.00
4,062.1	5.39	114.85	4,054.0	-74.3	160.5	176.9	0.00	0.00	0.00
TGR3									
4,100.0	5.39	114.85	4,091.8	-75.8	163.7	180.4	0.00	0.00	0.00
4,200.0	5.39	114.85	4,191.3	-79.8	172.3	189.8	0.00	0.00	0.00
4,300.0	5.39	114.85	4,290.9	-83.7	180.8	199.2	0.00	0.00	0.00
4,400.0	5.39	114.85	4,390.4	-87.7	189.3	208.6	0.00	0.00	0.00
4,500.0	5.39	114.85	4,490.0	-91.6	197.8	218.0	0.00	0.00	0.00

Bill Barrett Corp

Planning Report

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Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6560.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6560.0ft (Original Well Elev)
Site:	5-20D-45 LC Tribal	North Reference:	True
Well:	5-20D-45 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	5-20D-45 LC Tribal		
Design:	Design #1		

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)
4,600.0	5.39	114.85	4,589.6	-95.6	206.4	227.4	0.00	0.00	0.00
4,700.0	5.39	114.85	4,689.1	-99.5	214.9	236.8	0.00	0.00	0.00
4,800.0	5.39	114.85	4,788.7	-103.5	223.4	246.2	0.00	0.00	0.00
4,900.0	5.39	114.85	4,888.2	-107.4	231.9	255.6	0.00	0.00	0.00
4,905.8	5.39	114.85	4,894.0	-107.7	232.4	256.1	0.00	0.00	0.00
DOUGLAS CRK									
4,942.1	5.39	114.85	4,930.1	-109.1	235.5	259.6	0.00	0.00	0.00
5,000.0	4.52	114.85	4,987.8	-111.2	240.1	264.6	1.50	-1.50	0.00
5,100.0	3.02	114.85	5,087.6	-114.0	246.0	271.1	1.50	-1.50	0.00
5,200.0	1.52	114.85	5,187.5	-115.6	249.6	275.1	1.50	-1.50	0.00
5,300.0	0.02	114.85	5,287.5	-116.2	250.8	276.5	1.50	-1.50	0.00
5,301.5	0.00	0.00	5,289.0	-116.2	250.8	276.5	1.50	-1.50	0.00
3PT MKR									
5,400.0	0.00	0.00	5,387.5	-116.2	250.8	276.5	0.00	0.00	0.00
5,500.0	0.00	0.00	5,487.5	-116.2	250.8	276.5	0.00	0.00	0.00
5,600.0	0.00	0.00	5,587.5	-116.2	250.8	276.5	0.00	0.00	0.00
5,700.0	0.00	0.00	5,687.5	-116.2	250.8	276.5	0.00	0.00	0.00
5,756.5	0.00	0.00	5,744.0	-116.2	250.8	276.5	0.00	0.00	0.00
BLACK SHALE FACIES									
5,800.0	0.00	0.00	5,787.5	-116.2	250.8	276.5	0.00	0.00	0.00
5,900.0	0.00	0.00	5,887.5	-116.2	250.8	276.5	0.00	0.00	0.00
5,986.5	0.00	0.00	5,974.0	-116.2	250.8	276.5	0.00	0.00	0.00
CASTLE PEAK									
6,000.0	0.00	0.00	5,987.5	-116.2	250.8	276.5	0.00	0.00	0.00
6,100.0	0.00	0.00	6,087.5	-116.2	250.8	276.5	0.00	0.00	0.00
6,200.0	0.00	0.00	6,187.5	-116.2	250.8	276.5	0.00	0.00	0.00
6,286.5	0.00	0.00	6,274.0	-116.2	250.8	276.5	0.00	0.00	0.00
UTELAND BUTTE									
6,300.0	0.00	0.00	6,287.5	-116.2	250.8	276.5	0.00	0.00	0.00
6,341.5	0.00	0.00	6,329.0	-116.2	250.8	276.5	0.00	0.00	0.00
CR 1									
6,400.0	0.00	0.00	6,387.5	-116.2	250.8	276.5	0.00	0.00	0.00
6,500.0	0.00	0.00	6,487.5	-116.2	250.8	276.5	0.00	0.00	0.00
6,516.5	0.00	0.00	6,504.0	-116.2	250.8	276.5	0.00	0.00	0.00
WASATCH									
6,600.0	0.00	0.00	6,587.5	-116.2	250.8	276.5	0.00	0.00	0.00
6,626.5	0.00	0.00	6,614.0	-116.2	250.8	276.5	0.00	0.00	0.00
CR 2									
6,700.0	0.00	0.00	6,687.5	-116.2	250.8	276.5	0.00	0.00	0.00
6,800.0	0.00	0.00	6,787.5	-116.2	250.8	276.5	0.00	0.00	0.00
6,866.5	0.00	0.00	6,854.0	-116.2	250.8	276.5	0.00	0.00	0.00
CR 3									
6,900.0	0.00	0.00	6,887.5	-116.2	250.8	276.5	0.00	0.00	0.00
7,000.0	0.00	0.00	6,987.5	-116.2	250.8	276.5	0.00	0.00	0.00
7,100.0	0.00	0.00	7,087.5	-116.2	250.8	276.5	0.00	0.00	0.00
7,176.5	0.00	0.00	7,164.0	-116.2	250.8	276.5	0.00	0.00	0.00
CR 4									
7,200.0	0.00	0.00	7,187.5	-116.2	250.8	276.5	0.00	0.00	0.00
7,300.0	0.00	0.00	7,287.5	-116.2	250.8	276.5	0.00	0.00	0.00
7,400.0	0.00	0.00	7,387.5	-116.2	250.8	276.5	0.00	0.00	0.00
7,466.5	0.00	0.00	7,454.0	-116.2	250.8	276.5	0.00	0.00	0.00
CR 4A									
7,500.0	0.00	0.00	7,487.5	-116.2	250.8	276.5	0.00	0.00	0.00

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 5-20D-45 LC Tribal
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6560.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6560.0ft (Original Well Elev)
Site:	5-20D-45 LC Tribal	North Reference:	True
Well:	5-20D-45 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	5-20D-45 LC Tribal		
Design:	Design #1		

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)
7,571.5	0.00	0.00	7,559.0	-116.2	250.8	276.5	0.00	0.00	0.00
CR 5									
7,600.0	0.00	0.00	7,587.5	-116.2	250.8	276.5	0.00	0.00	0.00
7,700.0	0.00	0.00	7,687.5	-116.2	250.8	276.5	0.00	0.00	0.00
7,726.5	0.00	0.00	7,714.0	-116.2	250.8	276.5	0.00	0.00	0.00
CR 6									
7,800.0	0.00	0.00	7,787.5	-116.2	250.8	276.5	0.00	0.00	0.00
7,900.0	0.00	0.00	7,887.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,000.0	0.00	0.00	7,987.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,100.0	0.00	0.00	8,087.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,101.5	0.00	0.00	8,089.0	-116.2	250.8	276.5	0.00	0.00	0.00
CR 7									
8,200.0	0.00	0.00	8,187.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,300.0	0.00	0.00	8,287.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,400.0	0.00	0.00	8,387.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,500.0	0.00	0.00	8,487.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,600.0	0.00	0.00	8,587.5	-116.2	250.8	276.5	0.00	0.00	0.00
8,601.5	0.00	0.00	8,589.0	-116.2	250.8	276.5	0.00	0.00	0.00

Formations

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
2,149.0	2,149.0	GREEN RIVER		0.00	
2,746.2	2,744.0	MAHOGANY		0.00	
4,062.1	4,054.0	TGR3		0.00	
4,905.8	4,894.0	DOUGLAS CRK		0.00	
5,301.5	5,289.0	3PT MKR		0.00	
5,756.5	5,744.0	BLACK SHALE FACIES		0.00	
5,986.5	5,974.0	CASTLE PEAK		0.00	
6,286.5	6,274.0	UTELAND BUTTE		0.00	
6,341.5	6,329.0	CR 1		0.00	
6,516.5	6,504.0	WASATCH		0.00	
6,626.5	6,614.0	CR 2		0.00	
6,866.5	6,854.0	CR 3		0.00	
7,176.5	7,164.0	CR 4		0.00	
7,466.5	7,454.0	CR 4A		0.00	
7,571.5	7,559.0	CR 5		0.00	
7,726.5	7,714.0	CR 6		0.00	
8,101.5	8,089.0	CR 7		0.00	

SURFACE USE PLAN**BILL BARRETT CORPORATION****LC Tribal 5-20D-45 & LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad****Duchesne County, Utah**

<p align="center"><u>LC Tribal 5-20D-45</u></p> <p>SWNW, 1862' FNL & 559' FWL, Sec. 20, T4S-R5W (surface hole) SWNW, 1980' FNL & 810' FWL, Sec. 20, T4S-R5W (bottom hole)</p>	<p align="center"><u>LC Tribal 8H-20-45</u></p> <p>SWNW, 1846' FNL & 561' FWL, Sec. 20, T4S-R5W (surface hole) SENE, 1980' FNL & 700' FEL, Sec. 20, T4S-R5W (bottom hole)</p>
<p align="center"><u>LC Tribal 5H-19-45</u></p> <p>SWNW, 1830' FNL & 563' FWL, Sec. 20, T4S-R5W (surface hole) Lot 2 (SWNW), 1980' FNL & 810' FWL, Sec. 19, T4S-R5W (bottom hole)</p>	

The onsite inspection for this pad occurred on November 15, 2011. This is a new pad with a total of three proposed wells. Plat changes and site specific stipulations requested at the onsite are reflected within this APD and summarized below.

- a) Updated topo maps B and C and damage plats to include access and pipeline for the 16-20D-45 well that previously had arch and plant issues;
- b) Updated Figure 4 to relocate production equipment near the pad entrance on cut;

The excavation contractor would be provided with an approved copy of the surface use plan of operations before initiating construction.

1. Existing Roads:

- a. The proposed well site is located approximately 20.8 miles southwest of Duchesne, Utah. Maps and directions reflecting the route to the proposed well site are included (see Topographic maps A and B).
- b. The existing State Highway 191 would be utilized from Duchesne for 3.5 miles to the existing BBC maintained Skitzzy Road that would be utilized for 6.6 miles and provides access to the existing 7-3-56 DLB access road that would be utilized for 5.8 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.

Bill Barrett Corporation
Surface Use Plan
LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
Duchesne County, UT

- 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 6,617 feet of new access road trending northeast is planned from the proposed LC Tribal 16H-19-45 access road then LC Tribal 15-24D-46. The LC Tribal 16H-19-45 and 15-24D-46 access roads have been applied for and continue an additional 19,357 feet to the existing 7-3-56 DLB access road (see Topographic Map B). The proposed 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 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

Bill Barrett Corporation
Surface Use Plan
LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
Duchesne County, UT

would also be re-spread to provide protection, nutrient recycling, and a seed source for reclamation.

- h. Turnouts are not proposed.
- 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	one
vii. abandoned wells	one

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

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Surface Use Plan
LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
Duchesne County, UT

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.
- 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 6,644 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 proposed LC Tribal 16H-19-45 then 15-24D-46 pipeline corridors. The LC Tribal 16H-19-45 and 15-24D-46 pipeline corridors have been applied for and continue 19,357 feet to the existing pipeline corridor for the 7-3-56 DLB. 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.

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 Surface Use Plan
 LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
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- j. All permanent above-ground structures would be painted a flat, non-reflective color, such as Beetle Green, to match the standard environmental colors. All facilities would be painted the designated color at the time of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.
- k. Site security guidelines identified in 43 CFR 3162.7-5 and Onshore Oil and Gas Order No. 3 would be adhered to. Any modifications to proposed facilities would be reflected in the site security diagram submitted.
- l. The site would require periodic maintenance to ensure that drainages are kept open and free of debris, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

5. Location and Type of Water Supply:

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

Water Right No. and Application or Change No.	Applicant	Allocation	Date	Point of Diversion	Source
43-180	Duchesne City Water Service District	5 cfs	8/13/2004	Knight Diversion Dam	Duchesne River
43-1202, Change a13837	Myton City	5.49 cfr and 3967 acre feet	3/21/1986	Knight Diversion Dam	Duchesne River
43-10444, Appln A57477	Duchesne County Upper Country Water	2 cfs	1994	Ditch at Source	Cow Canyon Spring
43-10446, Appln F57432	Duchesne County Upper Country Water	1.58 cfs	1994	Ditch at Source	Cow Canyon Spring
43-1273, Appln A17462	J.J.N.P. Company	7 cfs	1946	Strawberry River	Strawberry River
43-1273, Appln t36590	J.J.N.P. Company	4 cfs	6/03/2010	Strawberry River	Strawberry River
43-2505, Appln t37379	McKinnon Ranch Properties, LC	1.3 cfs	4/28/2011	Pumped from Sec, 17, T4SR6W	Water Canyon Lake
43-12415, Change A17215a	Peatross Ranch, LLC	1.89 cfs	09/2011	Dugout Pond	Strawberry River

- b. No new water well is proposed with this application.

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Duchesne County, UT

- 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.
 - 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 following state-approved disposal facilities:

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Disposal Facilities
1. RNI Industries, Inc. – Pleasant Valley Disposal Pits, Sec. 25, 26, 35 & 36, T4S-R3W
2. Pro Water LLC – Blue Bench 13-1 Disposal Well (43-013-30971) NENE, Sec. 13, T3S-R5W
3. RN Industries, Inc. – Bluebell Disposal Ponds, Sec. 2, 4 & 9, T2S-R2W
4. Water Disposal, Inc. – Harmston 1-32-A1 Disposal Well (43-013-30224), UTR #00707, Sec. 32, T1S-R1W
5. Unified Water Pits – Sec. 31, T2S-R4W
6. Iowa Tank Line Pits – 8500 BLM Fence Road, Pleasant Valley
7. Western Water Solutions – Sand Pass Ranch, Sections 9 and 10, T4S-R1W, permit #WD-01-2011

- g. Any salts and/or chemicals, which are an integral part of the drilling system, would be disposed of in the same manner as the drilling fluid.
- h. Any spills of oil, condensate, produced or frac water, drilling fluids, or other potentially deleterious substances would be recovered and either returned to its origin or disposed of at an approved disposal site, most likely in Duchesne, Utah.
- i. Chemicals on the EPA's Consolidated List of Chemicals subject to reporting under Title III of the Superfund Amendments and Reauthorization Act of 1986 (SARA) may be used or stored in quantities over reportable quantities. In the course of drilling, BBC could potentially store and use diesel fuel, sand (silica), hydrochloric acid, and CO₂ gas, all described as hazardous substances in 40 CFR Part 302, Section 302.4, in quantities exceeding 10,000 pounds. In addition, natural gas condensate and crude oil and methanol may be stored or used in reportable quantities. Small quantities of retail products (paint/spray paints, solvents {e.g., WD-40}, and lubrication oil) containing non-reportable volumes of hazardous substances may be stored and used on site at any time. No extremely hazardous substances, as defined in 40 CFR 355, would be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the wells.
- j. Portable toilets and trash containers would be located onsite during drilling and completion operations. A commercial supplier would install and maintain portable toilets and equipment and would be responsible for removing sanitary waste. Sanitary waste facilities (i.e. toilet holding tanks) would be regularly pumped and their contents disposed of at approved sewage disposal facilities in Duchesne, and/or Uintah Counties, in accordance with applicable rules and regulations regarding sewage treatment and disposal. Accumulated trash and nonflammable waste materials would be hauled to an approved landfill once a week or as often as necessary. All debris and waste materials not contained in the trash containers would be cleaned up, removed from the construction ROW, well pad, or worker housing location, and disposed of at an approved landfill. Trash would be cleaned up everyday.

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- k. Sanitary waste equipment and trash bins would be removed from the Project Area upon completion of access road or pipeline construction; following drilling and completion operations at an individual well pad; when worker housing is no longer needed; or as required.
 - l. A flare pit may be constructed a minimum of 110' from the wellhead(s) and may be used during completion work. In the event a flare pit proves to be unworkable, a temporary flare stack or open top tank would be installed. BBC would flow back as much fluid and gas as possible into pressurized vessels, separating the fluids from the gas. In some instances, due to the completion fluids utilized within the Project Area, it is not feasible to direct the flow stream from the wellbore through pressurized vessels. In such instances BBC proposes to direct the flow to the open top tanks until flow through the pressurized vessels is feasible. At which point the fluid would either be returned to the reserve pit or placed into a tank(s). The gas would be directed to the flare pit, flare stack (each with a constant source of ignition), or may be directed into the sales pipeline.
 - m. Hydrocarbons would be removed from the reserve pit would as soon as practical. In the event immediate removal is not practical, the reserve pit would be flagged overhead or covered with wire or plastic mesh to protect migrating birds.
8. Ancillary Facilities:
- a. Garbage containers and portable toilets would be located on the well pad.
 - b. On well pads where active drilling and completion is occurring, temporary housing would be provided on location for the well pad supervisor, geologist, tool pusher, and others that are required to be on location at all times. The well pad could include up to five single wide mobile homes or fifth wheel campers/trailers.
 - c. A powerline corridor is not proposed at this time but may be applied for in the future.
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 310 feet with an inboard reserve pit size of 225 feet x 100 feet x 8 feet deep. See section 12.d below for disturbance estimates.

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Duchesne County, UT

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

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

11. Surface and Mineral Ownership:

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

12. Other Information:

- a. Montgomery Archeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies by Montgomery as report 11-324 (U-11-MQ-0916i,s) dated October 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.

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Duchesne County, UT

d. Disturbance estimates:

Approximate Acreage Disturbances

Well Pad		3.851	acres
Access	6,617 feet	4.534	acres
Pipeline	6,644 feet	4.554	acres
	Total	12.939	acres

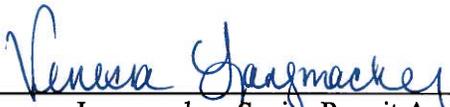
Bill Barrett Corporation
Surface Use Plan
LC Tribal 5-20D-45, LC Tribal 8H-20-45 & LC Tribal 5H-19-45 Pad
Duchesne County, UT

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.

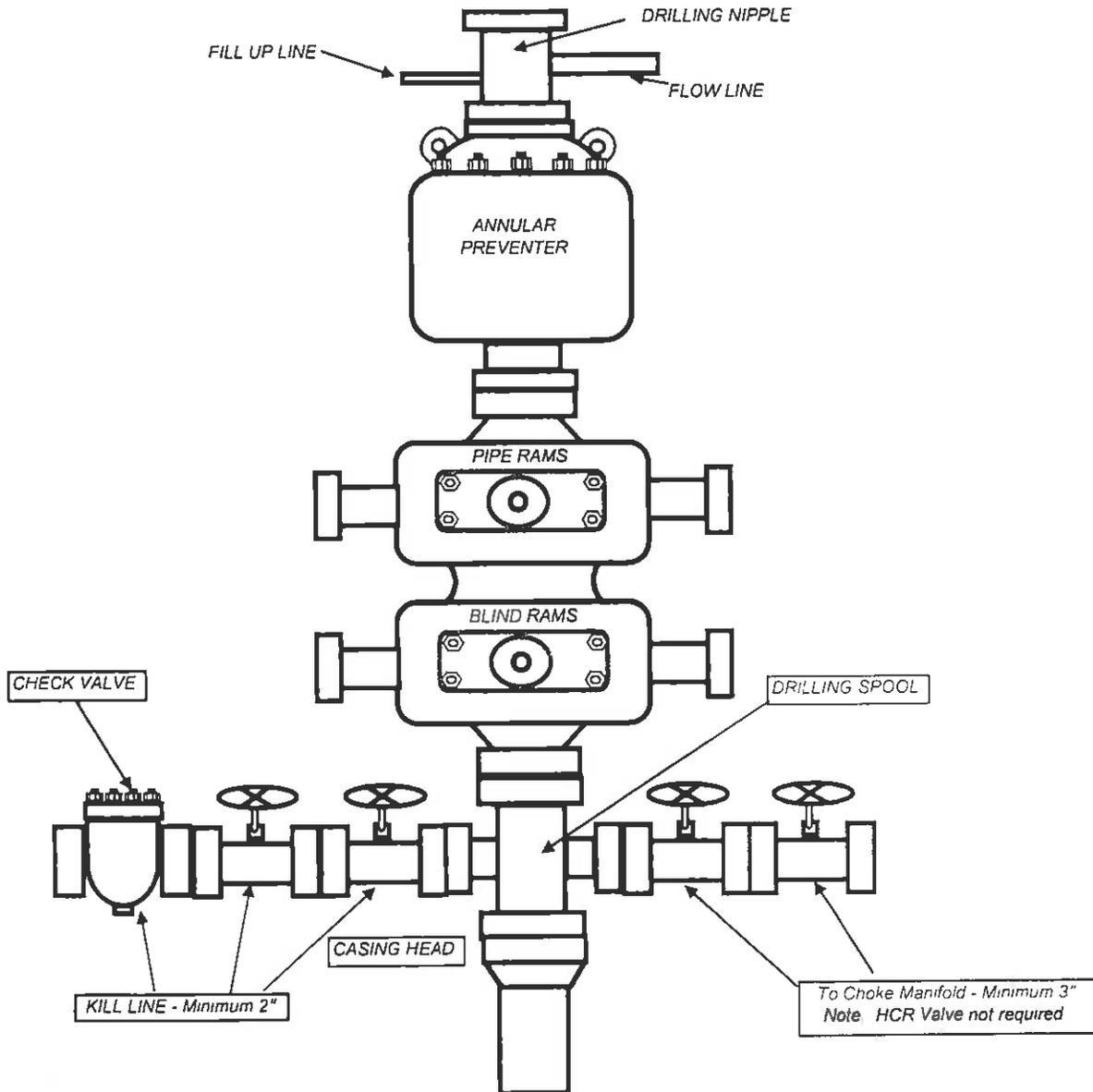
Executed this 28th day of March 2012
Name: Venessa Langmacher
Position Title: Senior Permit Analyst
Address: 1099 18th Street, Suite 2300, Denver, CO 80202
Telephone: 303-312-8172
E-mail: vlangmacher@billbarrettcorp.com
Field Representative Kary Eldredge / Bill Barrett Corporation
Address: 1820 W. Highway 40, Roosevelt, UT 84066
Telephone: 435-725-3515 (office); 435-724-6789 (mobile)
E-mail: keldredge@billbarrettcorp.com



Venessa Langmacher, Senior Permit Analyst

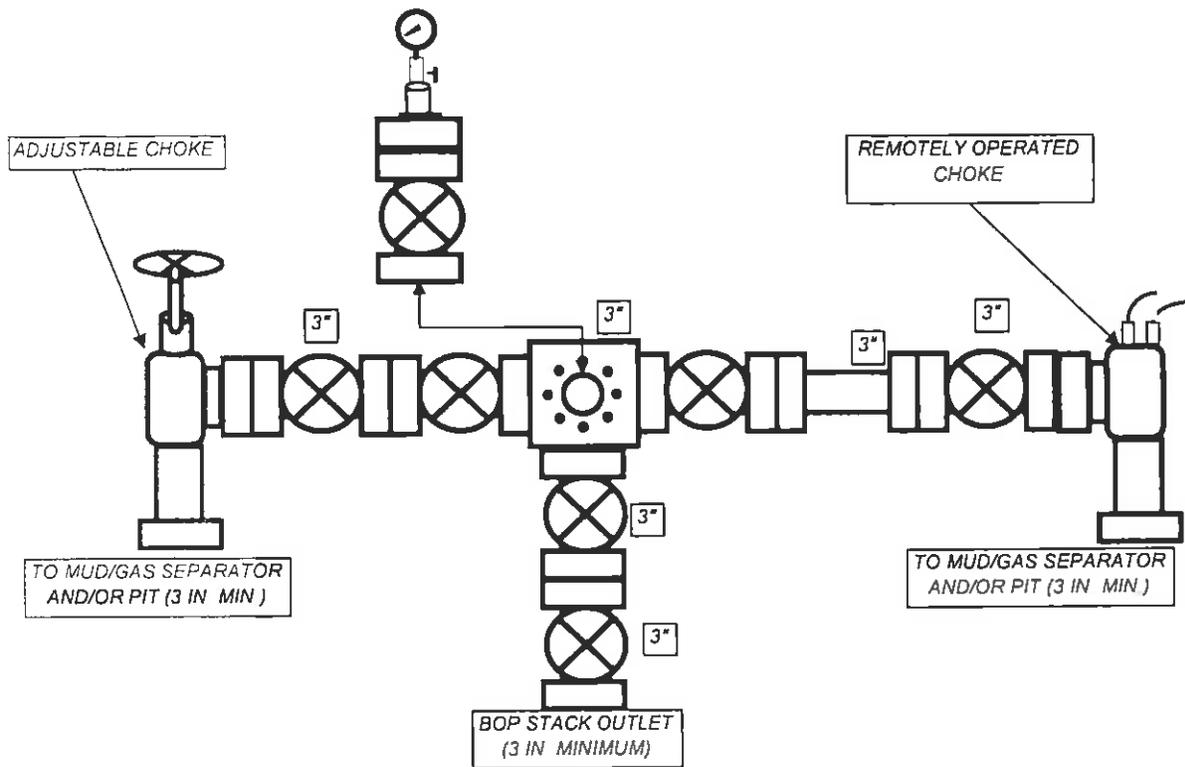
BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION

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





March 28, 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: Directional Drilling R649-3-11
Lake Canyon Area #5-20D-45 LC Tribal Well
Surface: 1862' FNL & 559' FWL, SWNW, 20-T4S-R5W, USM
Bottom Hole: 1980' FNL & 810' FWL, SWNW, 20-T4S-R5W, USM
Duchesne County, Utah

Dear Ms. Mason,

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

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

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

Sincerely,

A handwritten signature in blue ink that reads 'Vanessa Spangmacker'.

David Watts
Landman

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

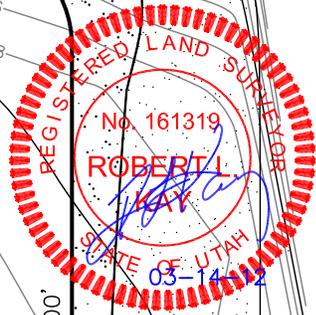
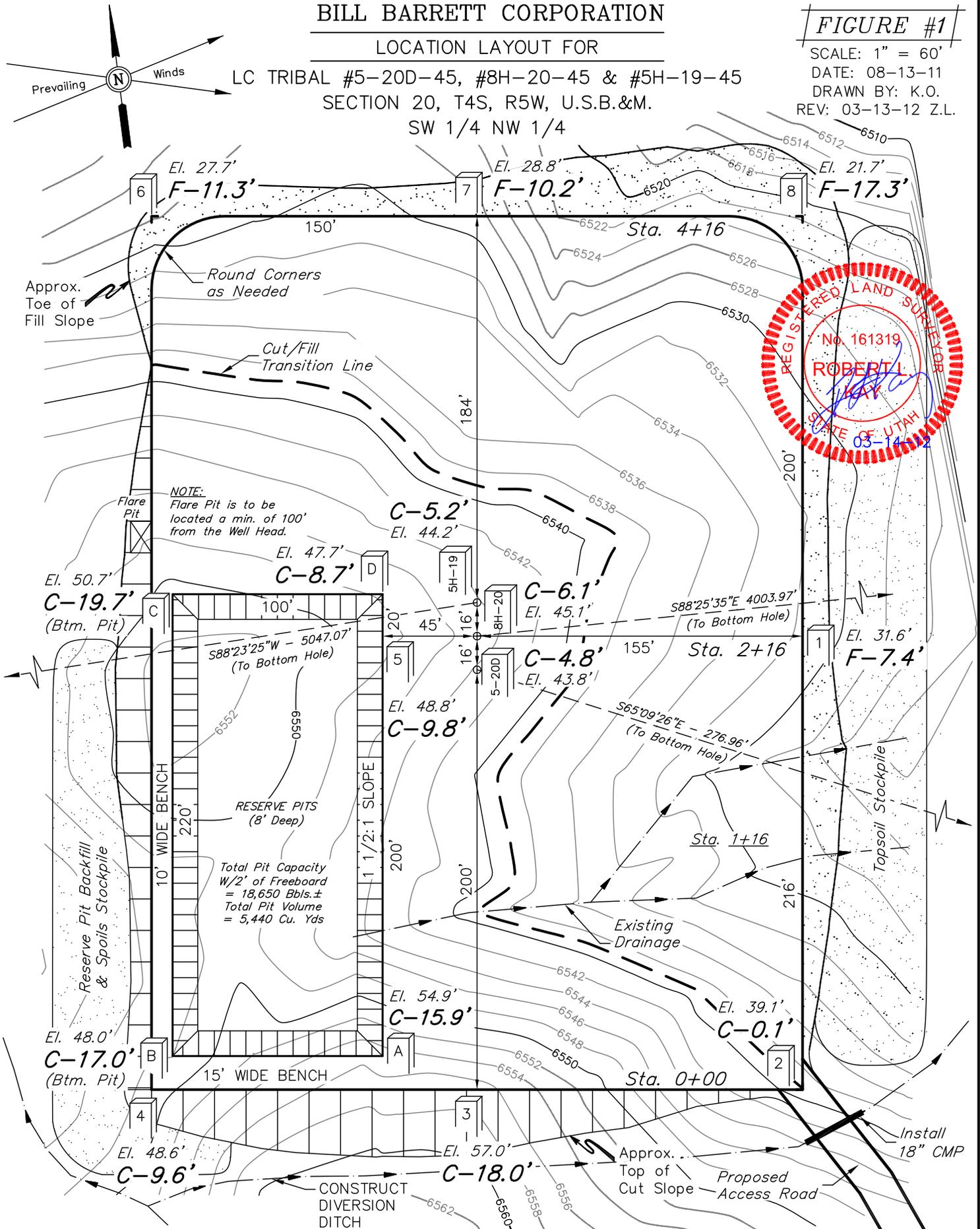
BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
SECTION 20, T4S, R5W, U.S.B.&M.
SW 1/4 NW 1/4

FIGURE #1

SCALE: 1" = 60'
DATE: 08-13-11
DRAWN BY: K.O.
REV: 03-13-12 Z.L.



Elev. Ungraded Ground At 8H-20 Loc. Stake = 6545.1'
FINISHED GRADE ELEV. AT 8H-20 LOC. STAKE = 6539.0'

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

RECEIVED: March 28, 2012

BILL BARRETT CORPORATION

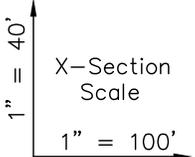
FIGURE #2

TYPICAL CROSS SECTIONS FOR

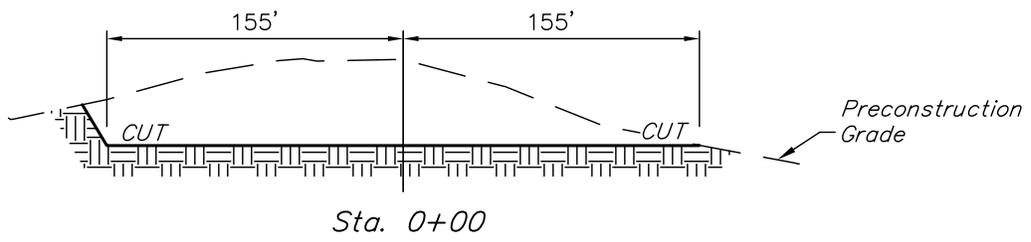
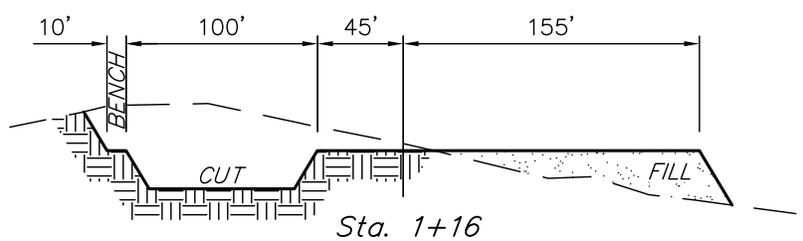
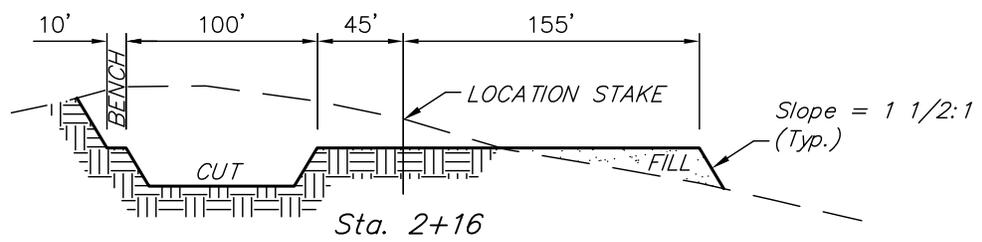
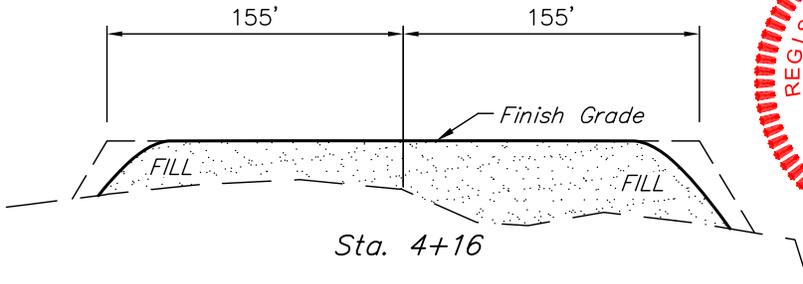
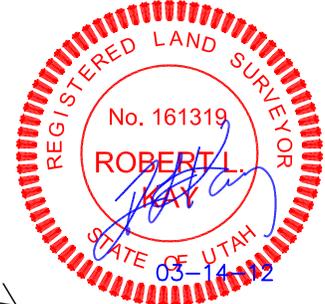
LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45

SECTION 20, T4S, R5W, U.S.B.&M.

SW 1/4 NW 1/4



DATE: 08-13-11
DRAWN BY: K.O.
REV: 03-13-12 Z.L.



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

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(12") Topsoil Stripping	= 5,930 Cu. Yds.
Remaining Location	= 22,730 Cu. Yds.
TOTAL CUT	= 28,660 CU.YDS.
FILL	= 20,010 CU.YDS.

EXCESS MATERIAL	= 8,650 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 8,650 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 0 Cu. Yds.

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BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
SECTION 20, T4S, R5W, U.S.B.&M.
SW 1/4 NW 1/4

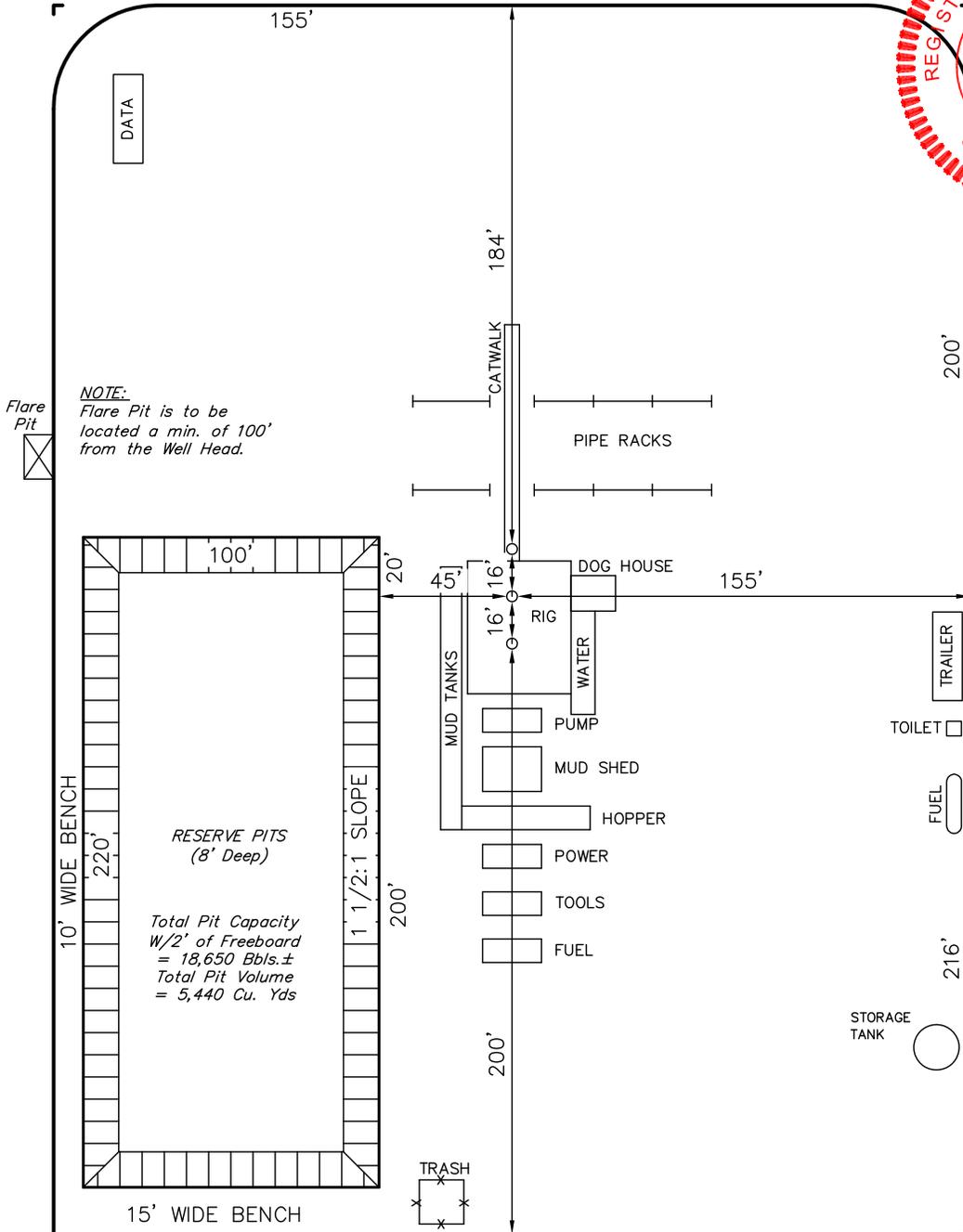
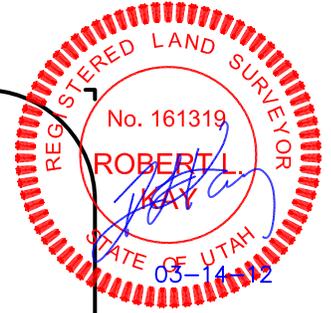
FIGURE #3

SCALE: 1" = 60'

DATE: 08-13-11

DRAWN BY: K.O.

REV: 03-13-12 Z.L.



Proposed Access Road

BILL BARRETT CORPORATION

INTERIM RECLAMATION PLAN FOR

LC TRIBAL #5-20D-45, #8H-20-45 & #5H-19-45
SECTION 20, T4S, R5W, U.S.B.&M.
SW 1/4 NW 1/4

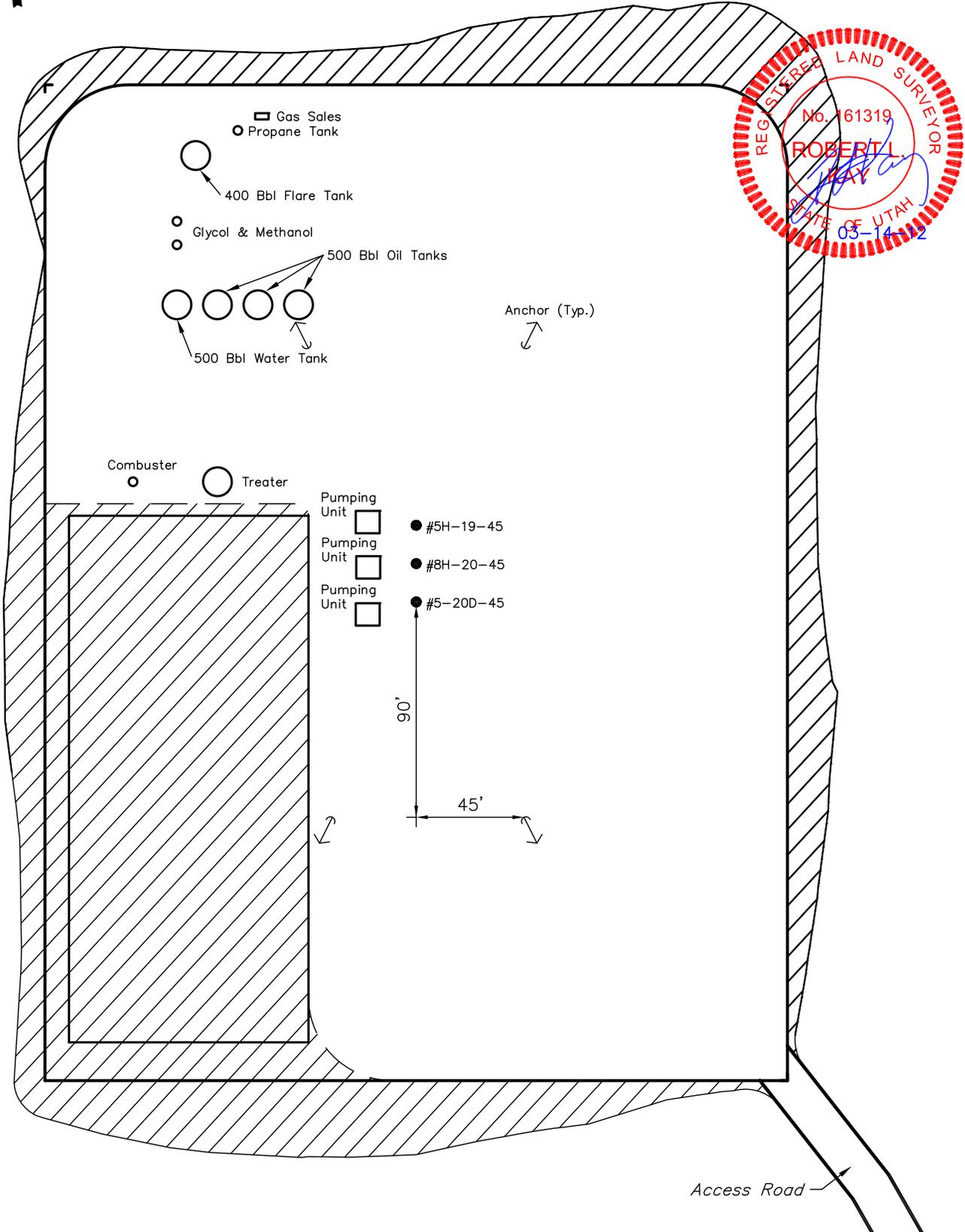
FIGURE #4

SCALE: 1" = 60'

DATE: 08-13-11

DRAWN BY: K.O.

REV: 03-13-12 Z.L.

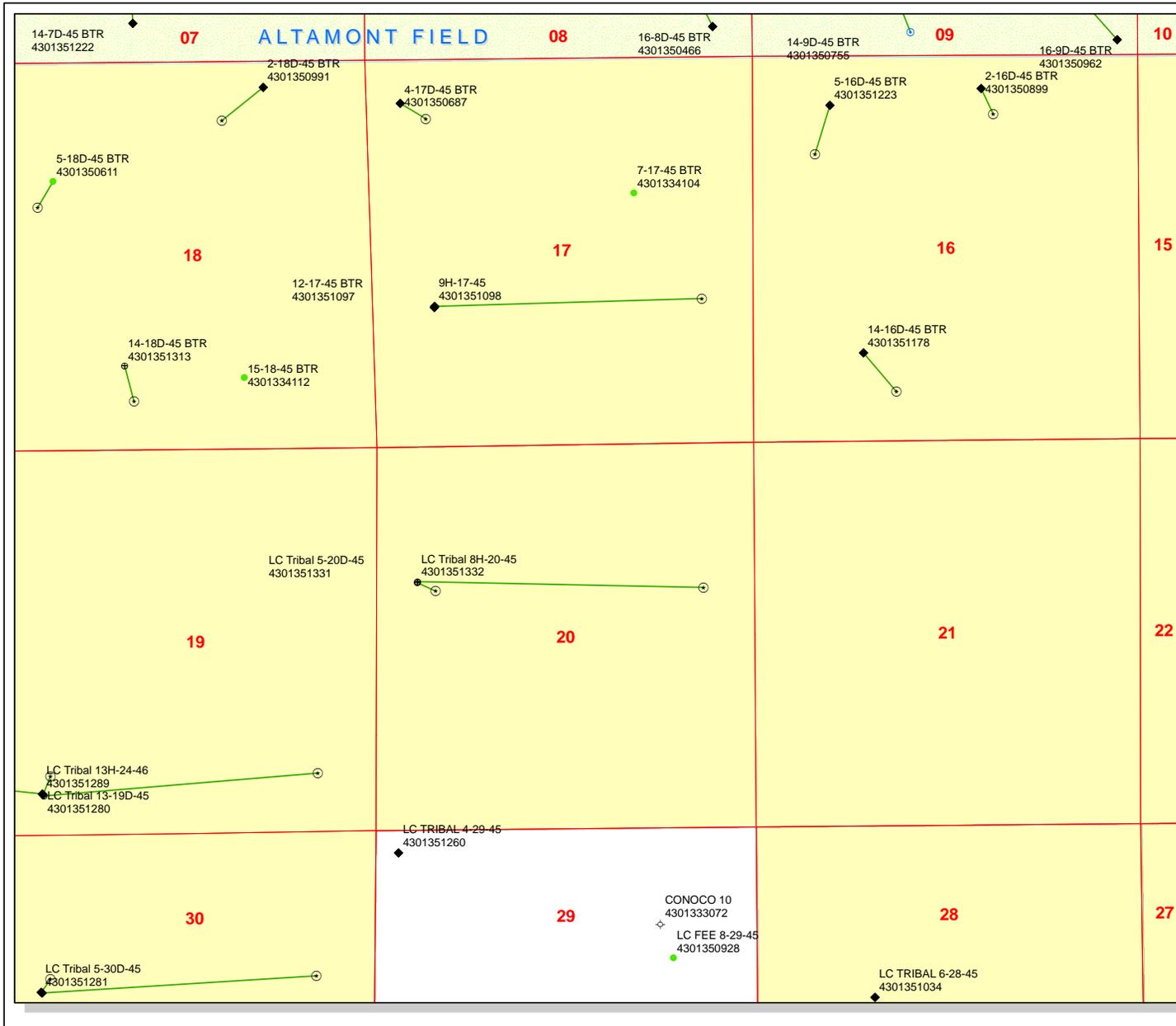


INTERIM RECLAMATION

APPROXIMATE ACREAGES
UN-RECLAIMED = ± 2.334 ACRES

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

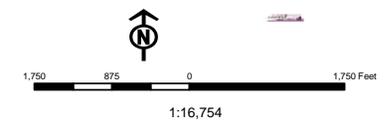
RECEIVED: March 28, 2012



API Number: 4301351331
Well Name: LC Tribal 5-20D-45
Township T0.4 . Range R0.5 . Section 20
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	WIW - Water Injection Well
TERMINATED	WSW - Water Supply Well



WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 3/28/2012

API NO. ASSIGNED: 43013513310000

WELL NAME: LC Tribal 5-20D-45

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8172

CONTACT: Venessa Langmacher

PROPOSED LOCATION: SWNW 20 040S 050W

Permit Tech Review:

SURFACE: 1862 FNL 0559 FWL

Engineering Review:

BOTTOM: 1980 FNL 0810 FWL

Geology Review:

COUNTY: DUCHESNE

LATITUDE: 40.12056

LONGITUDE: -110.48122

UTM SURF EASTINGS: 544205.00

NORTHINGS: 4441267.00

FIELD NAME: WILDCAT

LEASE TYPE: 2 - Indian

LEASE NUMBER: 2OG0005500

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

Commingling Approved

LOCATION AND SITING:

- R649-2-3.
- Unit:
- R649-3-2. General
- R649-3-3. Exception
- Drilling Unit
- Board Cause No: Cause 139-87
- Effective Date: 12/6/2011
- Siting: 4 Prod LGRRV-WSTC Per Sectional Drilling Units
- R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 4 - Federal Approval - dmason
15 - Directional - dmason



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: LC Tribal 5-20D-45
API Well Number: 43013513310000
Lease Number: 2OG0005500
Surface Owner: INDIAN
Approval Date: 4/4/2012

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 139-87. The expected producing formation or pool is the GREEN RIVER-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

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

General:

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

Conditions of Approval:

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

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

Notification Requirements:

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

- Within 24 hours following the spudding of the well - contact Carol Daniels at 801-538-5284

(please leave a voicemail message if not available)

OR

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

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

Reporting Requirements:

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

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

Approved By:

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

For John Rogers
Associate Director, Oil & Gas

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

MAR 29 2012

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

APPLICATION FOR PERMIT TO DRILL OR REENTER

BLM

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. 20G0005500
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name
2. Name of Operator BILL BARRETT CORPORATION Contact: VENESSA LANGMACHER E-Mail: vlangmacher@billbarrettcorp.com		7. If Unit or CA Agreement, Name and No.
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202		8. Lease Name and Well No. LC TRIBAL 5-20D-45
3b. Phone No. (include area code) Ph: 303-312-8172 Fx: 303-291-0420		9. API Well No. 43-013-51331
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SWNW 1862FNL 559FWL 40.120569 N Lat, 110.481364 W Lon At proposed prod. zone SWNW 1980FNL 810FWL 40.120250 N Lat, 110.480467 W Lon		10. Field and Pool, or Exploratory UNDESIGNATED
14. Distance in miles and direction from nearest town or post office* 20.8 MILES SOUTHWEST OF DUCHESNE, UT		11. Sec., T., R., M., or Blk. and Survey or Area Sec 20 T4S R5W Mer UBM
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 810' (BTM. HOLE)	16. No. of Acres in Lease 123995.00	12. County or Parish DUCHESNE
17. Spacing Unit dedicated to this well 640.00	13. State UT	
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. NONE	19. Proposed Depth 8602 MD 8589 TVD	20. BLM/BIA Bond No. on file LPM8874725
21. Elevations (Show whether DF, KB, RT, GL, etc.) 6544 GL	22. Approximate date work will start 11/01/2012	23. Estimated duration 60 DAYS (D&C)

24. Attachments

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

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

25. Signature (Electronic Submission)	Name (Printed/Typed) VENESSA LANGMACHER Ph: 303-312-8172	Date 03/28/2012
Title SENIOR PERMIT ANALYST		
Approved by (Signature) 	Name (Printed/Typed) Jerry Kenczka	Date NOV 06 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)

RECEIVED

NOV 09 2012

UDOGM

Electronic Submission #134152 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMS for processing by LESLIE ROBINSON on 04/06/2012 () DIV. OF OIL, GAS & MINING

NOTICE OF APPROVAL

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

77 11 11 11 11 11

www.blm.gov



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: LC Tribal 5-20D-45
API No: 43-013-51331

Location: SWNW, Sec. 20, T4S, R5W
Lease No: 2OG0005500
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)***

- All Production Equipment will be painted Beetle Green to help blend into the surrounding vegetation and meet VRM type objectives.
- The production equipment will be placed towards the front of the pad to maximize interim reclamation efforts.
- Topsoil will be windrowed and be used for reclamation purposes only.
- See Exhibit One of the approved EA U&O-FY12-Q3-086 for additional mitigation measures that must be followed for this proposed action.

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 Compl

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

SITE SPECIFIC DOWNHOLE COAs:

- A formation integrity test shall be performed at the surface casing shoe.
- Gamma Ray Log shall be run from Total Depth to Surface
- To effectively protect useable water, cement for the long-string is required to be brought 200 ft. above the surface casing shoe.

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 ($\frac{1}{4}$ 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: 20G0005500
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: LC TRIBAL 5-20D-45
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013513310000
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: 1862 FNL 0559 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 20 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

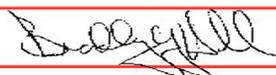
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 6/19/2013	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input checked="" type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width:100px;" type="text"/>

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

BBC hereby requests a one year extension for the subject APD.

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

Date: March 20, 2013

By: 

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 3/20/2013	



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 43013513310000

API: 43013513310000

Well Name: LC TRIBAL 5-20D-45

Location: 1862 FNL 0559 FWL QTR SWNW SEC 20 TWNP 040S RNG 050W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 4/4/2012

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: 3/20/2013

Title: Senior Permit Analyst Representing: BILL BARRETT CORP

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp Rig Name/# CAPSTAR 328
Submitted By Jody South Phone Number 303-353-5425
Well Name/Number LC TRIBAL 5-20D-45
Qtr/Qtr SWNW Section 20 Township 4S Range 5W
Lease Serial Number 2OG0005500
API Number 43013513310000

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 5/21/2014 8:00 AM PM

BOPE

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

Date/Time _____ AM PM

Remarks RUN 9 5/8" SURFACE CASING & CEMENT

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9	
		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005500	
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE	
		7. UNIT or CA AGREEMENT NAME:	
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: LC TRIBAL 5-20D-45		
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013513310000		
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1862 FNL 0559 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 20 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: 5/31/2014	<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 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. Attached is the May 2014 Drilling Activity for this well.			
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY June 05, 2014			
NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant	
SIGNATURE N/A		DATE 6/5/2014	

**05-20D-45 LC Tribal 5/19/2014 23:00 - 5/20/2014 06:00**

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
23:00	4.00	03:00	14	NIPPLE UP B.O.P	NIPPLE UP CONDUCTOR, FLAIR LINES, AND GAS BUSTER	
03:00	1.50	04:30	21	OPEN	LOAD & STRAP BHA	
04:30	1.50	06:00	20	DIRECTIONAL WORK	MAKE UP DIR. TOOLS, SCRIBE & ORIENTATE	

05-20D-45 LC Tribal 5/20/2014 06:00 - 5/21/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	

05-20D-45 LC Tribal 5/21/2014 06:00 - 5/22/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	14.00	20:00	2	DRILL ACTUAL	Drlg 12 1/4" surface hole f/ 1137' t/CP @ 2025'.	
20:00	1.00	21:00	5	COND MUD & CIRC	Send two high visc sweeps, shakers clean.	
21:00	3.00	00:00	6	TRIPS	Tooh t/BHA, tih.	
00:00	1.00	01:00	5	COND MUD & CIRC	Send two high visc sweeps, shakers clean, flow check, no flow pump dry job	
01:00	3.00	04:00	6	TRIPS	LD drl pipe & HWDP.	
04:00	1.00	05:00	20	DIRECTIONAL WORK	LD MWD.	
05:00	1.00	06:00	12	RUN CASING & CEMENT	RU Casing handling equipment	

05-20D-45 LC Tribal 5/22/2014 06:00 - 5/23/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	5.00	11:00	12	RUN CASING & CEMENT	PU Guide shoe, shoe jt, float collar, 46 jts 9 5/8" 36# J55 STC w/11 centralizers. Total pipe 2016'.	
11:00	1.00	12:00	5	COND MUD & CIRC	Fill hole, brk circ, recipracate pipe, circ btms up w/no losses, hole & shakers clean.	
12:00	2.50	14:30	12	RUN CASING & CEMENT	Held pre job safety meeting w/Halliburton cmt crew & Capstar personnel. RU Halliburton, test lines t/5000 psig. Pump 20 bbls fresh water spacer, 20 bbl Super Flush, 20 bbl fresh water spacer. Pump 305 sx lead Class G cmt @ 11 ppg, 255 sx tail Class G cmt @ 14.8 ppg. Lost returns w/197 bbls slurry gone, slowed circulating rate t/3 bpm, full returns back w/estimated 30 bbls slurry lost. Drop wiping plug, displace w/151 bbls fresh water. Bump plug t/500 psi over differential. Held f/5 minutes, bled off float held. Clean out flow line & bell nipple. Cmt t/surface w/ 79 bbls of displacement away, estimate 72 bbls lead slurry t/surface. RD cmt head.	
14:30	2.00	16:30	13	WAIT ON CEMENT	Wait on cmt t/top off w/100' of 1".	
16:30	1.00	17:30	12	Top of cmt job	Run 100' of 1" line pipe, fluid level at surface. Pumped 50 sx class G cmt @ 15.8 ppg w/2% CaCl2. full returns w/cmt t/surface. RD Halliburton.	
17:30	1.50	19:00	13	Wait on cement	Wait on cmt, to cut off conductor, surface casing & install weld on csg head.	
19:00	2.00	21:00	14	NIPPLE UP B.O.P	Held JSA w/rig crew & welder, performed atmospheric testing & completed hot work permit. Cut off conductor & surface casing, installed slip on weld casing head & test t/250 psig low, 5000 psig high f/5&10 minutes.	
21:00	3.00	00:00	14	NIPPLE UP B.O.P	NU Bope.	
00:00	4.00	04:00	15	TEST B.O.P	Held pre job safety meeting w/tester. Test Upper kelly valve, safetyvalve, inside bop, pipe rams, insie alves, HCR, kill line, choke line, check valves, manifold, blind rams t/5000 psig t/10 minutes. Test annular t/2500 psig f/10 minutes. Test chokes t/500 psig t/5 minutes. Test csg t/1500 psig t/30 minutes. Check nitrogen pre charge on all bottles on accumulator and dated bottles. RD tester.	
04:00	2.00	06:00	20	DIRECTIONAL WORK	PU bit & scribe motor, make up bha.	

**05-20D-45 LC Tribal 5/23/2014 06:00 - 5/24/2014 06:00**

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	2.50	08:30	6	TRIPS	PU HWDP, tih t/1462'	
08:30	1.00	09:30	9	CUT OFF DRILL LINE	Cut & slip drlg line	
09:30	2.00	11:30		Drl cmt, shoe track & 20' of open hole.	Tih, tag cmt @ 1954', drl cmt, FS, shoe jt & guide shoe, c/o t/2025', drl 20' new formation t/2045'.	
11:30	1.00	12:30	21	Perform EMW test	Circ btms up, shakers clean. Spot lcm pill, close annular pressure well bore t/167 psig, bled off t/159 in 15 minutes, tested formation to EMW of 10.5 ppg. bled off. Lost 9% in 15 minutes.	
12:30	0.50	13:00	7	LUBRICATE RIG	Rig service.	
13:00	11.50	00:30	2	DRILL ACTUAL	Directional drl f/2045' t/3193', lost returns.	
00:30	3.00	03:30	5	COND MUD & CIRC	Build 80 bbl pill w/40% LCM. Spot pill, pull 5 stds let soak f/2 hrs.	
03:30	1.00	04:30	5	COND MUD & CIRC	Brk circ @ 150 gpm. Full returns, stage in the hole brk circ every 200'. 10% LCM thru out system.	
04:30	1.00	05:30	3	REAMING	Brk circ @ 2977' full returns, tih t/3141', drl pipe pressured up, string plugged with LCM, unable to shake free.	
05:30	0.50	06:00	6	TRIPS	Tooh w/plugged drl string.	

05-20D-45 LC Tribal 5/24/2014 06:00 - 5/25/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	3.00	09:00	6	TRIPS	Tooh w/plugged drl string, big pieces of plastic stuck between landing collars on top of MWD tool, clean out MWD, bit plugged, lay down bit due to chipped cutters on gauge row, drain MM.	
09:00	1.00	10:00	20	DIRECTIONAL WORK	PU HC T505X w/5-16's, make up bit, MM, scribe tools.	
10:00	1.00	11:00	6	TRIPS	Tih t/2220'.	
11:00	1.00	12:00	5	COND MUD & CIRC	Circ & condition drlg mud, 8.9 ppg in & out t/44 visc. No losses.	
12:00	1.00	13:00	6	TRIPS	Tih t/2800' w/no issues.	
13:00	1.00	14:00	3	REAMING	Wash last 10 jts t/btm, full returns @ 500 gpm.	
14:00	2.50	16:30	2	DRILL ACTUAL	Directional drl f/3193' t/ 3450'. IROP aver sliding 150 fph, IROP rotating 180 fph, diff 350 psi, WOB 17k, 60 rpm, 500 gpm.	
16:30	0.50	17:00	7	LUBRICATE RIG	Rig service	
17:00	0.50	17:30	2	DRILL ACTUAL	Directional drl f/3450' t/3494', lose returns.	
17:30	2.00	19:30	5	COND MUD & CIRC	Slow circ rate t/150 gpm, send 2-10 bbl LCM sweeps @40%, gain full returns. Lost 200 bbls	
19:30	6.50	02:00	2	DRILL ACTUAL	Directional drl f/3494' t/3887', losing partial returns, slowed circ rate 150 gpm f/20 minutes, gained full returns w/LCM sweep.	
02:00	4.00	06:00	2	DRILL ACTUAL	Directional drl f/3887' t/ 4125'. Average IROP rotating 100 fph, diff 350 psi, 400 gpm, 58 rpm, 14 k wob. BGG 50 units. Minimal seepage at report time, daily losses 335 bbls.	

05-20D-45 LC Tribal 5/25/2014 06:00 - 5/26/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	3.50	09:30	2	DRILL ACTUAL	Directional drl f/4125' t/ 4420', lost returns. IROP rotating 150 fph, 400 gpm, 58 rpm, diff 300-400 psi, seeping at 10 bbl ph. Lose partial returns @4383', slow pump rate t/150 gpm @ 4420', lost 100% returns kelly down.	
09:30	2.50	12:00	5	COND MUD & CIRC	Spot 20 bbl LCM pill @ 40% , pull 10 stds, let pill soak. Dump suction pit and clean out solids. Build volume in pre mix t/44 visc, 8.8 ppg.	
12:00	2.50	14:30	5	COND MUD & CIRC	Attempt t/brk circ @ 3960', no returns, spot another 20 bbl LCM pill @ 40%, LD 10 stds. Let pill soak.	
14:30	1.00	15:30	5	COND MUD & CIRC	Brk circ, full returns, circ btms up, 9.6 ppg 40 visc out, mud ck in & out, 9.1 ppg w/44 visc.	



Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
15:30	1.00	16:30	6	TRIPS	Wash t/btm w/no issues.	
16:30	13.50	06:00	2	DRILL ACTUAL	Directional drl f/4420' t/5179'. IROP sliding ave 25-40 fph, IROP rotating ave 60-100 fph. 400 gpm, diff250-300 psi, 58 rpm, 14-18k wob, torque 9k. Minimum seepage overnight.	

05-20D-45 LC Tribal 5/26/2014 06:00 - 5/27/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	10.50	16:30	2	DRILL ACTUAL	Directional drl f/5179' t/ 5980 . IROP sliding 50 fph ave, diff 260 psi, 420 gpm, wob 15k, IROP rotating 120 fph ave, 58 rpm, 14-17k wob, 420 gpm, diff 300-400 psi, torque 11k ft lbs. 20% LCM, MW 9.4 visc 45. Minimum seepage, dump & dilute 266 bbls & lost 76 bls downhole.	
16:30	0.50	17:00	7	LUBRICATE RIG	Rig service	
17:00	11.00	04:00	2	DRILL ACTUAL	Directional drl f/5980' t/. IROP sliding 50 fph ave, diff 250 psi, 420 gpm. IROP rotating 130 fph, diff 300-400 psi, 420 gpm, 58 rpm, 14-18k wob, torque 11-13k ft lbs. Minimum seepage w/MW below 9.5 ppg, higher MW than that hole seeping @ 10 bph.	
04:00	2.00	06:00	5	COND MUD & CIRC	First significant gas show, BBG 5900 units, circ out gas w/ mud losses @ 80 bbls in one hour, MW 9.5 ppg, send LCM sweep, dusting in Barite SLOWLY, building volume. No signs of oil or flow, no flare.	

05-20D-45 LC Tribal 5/27/2014 06:00 - 5/28/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	5.00	11:00	2	DRILL ACTUAL	Directional drl f/6574' t/ 6870', mud losses of 242 bbls in 5 hrs, BGG @ 800 units. Green oil in possum belly.	
11:00	2.00	13:00	5	COND MUD & CIRC	PU slow circ rate of 150 gpm, build volume in pre mix, pill tank & actives, circ out light spots, pump 30 bbl LCM sweep @ 30 ppb of cedar fiber w/PHPA. Clear bit w/pill.	
13:00	7.50	20:30	2	DRILL ACTUAL	Directional drl f/6870' t/ . Send 30 bbl LCM sweeps w/30 ppb cedar fiber & PHPA. Dump Dixie cup down drill pipe of Poly Swell each connection. Losses healed until MW increased t/9.6+, loss of 120 bbls in hour slow circulating rate t/150 gpm.	
20:30	4.00	00:30	5	COND MUD & CIRC	Slow circ rate t/150 gpm, reduce density t/9.6+ t/9.4 ppg, circ & condition to eliminate light spots, Btms up gas of 3900 unit, trace of green oil. Losses minimized. Send LCM sweep @ 30# per bbl.	
00:30	5.50	06:00	2	DRILL ACTUAL	Directional drl vertical section f/7291' t/7501'. IROP sliding of 20 fph, diff 250, 350 gpm. IROP rotating 60 fph, 18 k wob, 58 rpm, 350 gpm, torque 11k ft/lbs, connection gas of 1300 units, seepage minimized @ 9.5ppg MW.	

05-20D-45 LC Tribal 5/28/2014 06:00 - 5/29/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	6.50	12:30	2	DRILL ACTUAL	Directional drl vertical section f/7501' t/7770' CP/TD. No slides, IROP rotating 60 fph, 18k wob, 58 rpm, 350 gpm, diff 250 psi, torque 11k.	
12:30	3.00	15:30	5	COND MUD & CIRC	Circ & condition for logs, btms up twice, BGG at final btms up 400 units. Pump 60 bbl dry job, flow check f/30 minutes, no flow.	
15:30	5.50	21:00	6	TRIPS	LD drl pipe. Flow check f/15 minutes @ 2697', no flow, flow check @ HWDP no flow, pull rubber. calculated fill 46.5 bbls actual 73 bbls.	
21:00	2.00	23:00	20	DIRECTIONAL WORK	LD BHA. Brk out bit. Fill hole, 3 bbls t/fill.	
23:00	6.00	05:00	11	WIRELINE LOGS	Held pre job safety meeting w/wireline crew. RU Halliburton. PU CNL/FDC,DIL/SFL & GR/SP/CAL,ECS. Rih, tag @ 7740'. Log out, Confirm caliper reading in 9 5/8" surface casing.	
05:00	1.00	06:00	12	RUN CASING & CEMENT	Pull wear bushing, RU floor t/run production casing, function test pipe & blind rams.	

**05-20D-45 LC Tribal 5/29/2014 06:00 - 5/30/2014 06:00**

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	17.00	23:00	12	RUN CASING & CEMENT	PU FS, 2 shoe jts, btm jt stop ring & BS Centralizer, FC, run 15 jts, fill shoe track. Run production casing, brk circ @1316', 2048', circ btms up @ 2439', large amounts of LCM/cuttings over shakers, displace pipe and hole w/clean mud @ 9.6ppg 40 visc. Circ btms up @ 3100', just above loss zone @ 3194', full returns, btms up of 500 units, shakers clean. Run production casing t/ 4910', circ btms up, 5907', circ btms up 3000 trip gas, on buster w/10' lazy flare, green oil across shakers, rih t/6647', circ btms up. 4500 units, rih t/7000', circ out dry job, wash last 7 jts t/btm. Casing on bottom @ 23:00 with minimum mud losses.
23:00	3.00	02:00	5	COND MUD & CIRC	Circ & condition drlg mud f/cement job. Btms up of 4508 units, circ out trip gas, work casing 45' milking motion. YP 6, PV 10 BGG 450 units. Pull rotating rubber, pu mandrel. Circ & Condition second bottoms up BGG 520 units
02:00	4.00	06:00	12	RUN CASING & CEMENT	Held pre job safety meeting w/Halliburton cmt crew. RU Cmt head, test lines t/5k. Pump 40 bbls spacer @ 10.3 ppg, lead cmt @ 11ppg, 470 sx, 195 bbls slurry, mix & pump tail cmt 860 sx @ 13.5 ppg, 222 bbls slurry. Drop wiping plug, displace w/177.9 bbls fresh water w/Cla Sta, bump plug @ 500 psig over differential of 1800 psig, held 2300 psi f/5 minutes, bled off floats held. Mud push spacer t/surface, no cmt, full returns through out cmt job, average rate 4 bpm. CIP @ 5:15. RD Halliburton cmt crew.

05-20D-45 LC Tribal 5/30/2014 06:00 - 5/30/2014 11:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	12	RUN CASING & CEMENT	ND Bope, install pack off & nite cap.
08:00	3.00	11:00	1	RIGUP & TEARDOWN	Clean Steel Pits, RD RT'S, released to LC Tribal 5-30D-45 @ 11:00 am.

05-20D-45 LC Tribal <Report Start Date?> - 5/22/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status COMPLETION	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp Rig Name/# CAPSTAR 328
Submitted By Jeff Johnson Phone Number 303.353.5425
Well Name/Number LC TRIBAL 5-20D-45
Qtr/Qtr SWNW Section 20 Township 4S Range 5W
Lease Serial Number 2OG0005500
API Number 43013513310000

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 5/29/2014 8:00 AM PM

BOPE

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

Date/Time _____ AM PM

Remarks RUN 5 1/2" Production CASING & CEMENT

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005500
SUNDRY NOTICES AND REPORTS ON WELLS		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: LC TRIBAL 5-20D-45
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013513310000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1862 FNL 0559 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 20 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 checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 6/21/2014 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input checked="" type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> OTHER OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
this well had first production on 6/21/2014 and first oil and gas sales on 6/23/2014		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY July 01, 2014		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 6/24/2014

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005500
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: LC TRIBAL 5-20D-45	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013513310000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1862 FNL 0559 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 20 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: 6/30/2014	<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 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.		
Attached is the June 2014 Drilling Activity for this well.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY July 03, 2014		
NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A	DATE 7/3/2014	

**05-20D-45 LC Tribal 6/1/2014 06:00 - 6/2/2014 06:00**

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	HSM. CHECK PRESSURE. ND 11" NIGHT CAP. CLEAN HANGER MANDREL. NU 7" 5K TBG HEAD. PRES TEST VOID AND SEALS. GOOD. NU 7" NIGHT CAP. WELL SECURE.

05-20D-45 LC Tribal 6/3/2014 06:00 - 6/4/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	5.00	11:00	LOGG	Logging	RUN CBL
11:00	19.00	06:00	LOCL	Lock Wellhead & Secure	LOCK AND SECURE WELL

05-20D-45 LC Tribal 6/17/2014 06:00 - 6/18/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	HSM. CHECK PRESSURE. ND 7" NIGHT CAP. NU 5" 10K X 7" 5K FRAC MANDREL. NU 5" 10K FRAC VALVES. NU 5" 10K FRAC HEAD. PRES TEST CSG AND FRAC VALVES TO 8400 PSI. GOOD. PRES TEST FB EQUIP TO 2500 PSI. GOOD.

05-20D-45 LC Tribal 6/18/2014 06:00 - 6/19/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	HEAT FRAC LINE.

05-20D-45 LC Tribal 6/19/2014 06:00 - 6/20/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM.
07:00	2.50	09:30	SRIG	Rig Up/Down	MIRU CASEHOLE SOLUTIONS WITH 5" 5K LUBE.
09:30	1.00	10:30	PFRT	Perforating	PU PERF GUNS FOR STG 1. OPEN WITH 0 PSI. RIH AND CORRELATE TO SJ AT 6451'-6473'. RUN DOWN TO TAG FILL WITH GUN AT 7621' (UNABLE TO GET TO DEPTH, CONFER WITH DENVER, NEW BTM PERF). PERF 7295'-7597' WITH 42 HOLES IN 14' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN AND SECURE WELL.
10:30	7.50	18:00	DTIM	Downtime	WAIT FOR HES TO MIRU.
18:00	3.00	21:00	SRIG	Rig Up/Down	RU HES FRAC FLLET.
21:00	9.00	06:00	LOCL	Lock Wellhead & Secure	WELL SECURE.

05-20D-45 LC Tribal 6/20/2014 06:00 - 6/21/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.00	06:00	SMTG	Safety Meeting	AOL 04:00. PRIME UP CHEMS AND PUMPS. QC FLUIDS. PRESSURE TEST. HSM-SMOKING, RED ZONE, PPE, PERF GUNS, MUSTER AREA.
06:00	1.34	07:20	FRAC	Frac. Job	FRAC STG 1 PRESSURE TEST LINES TO 9400 PSI. OPEN WELL W/ 60 PSI AT 06:07 BREAK DOWN 2704 PSI AT 10.0 BPM. PMP 3900 GAL 15% HCL ACID W/ 84 BIO BALLS FOR DIVERSION. 10.2 BPM AT 12068 PSI. FLUSH W/ 7123 GAL. 29.5 BPM AT 2530 PSI. BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 75.4 BPM AT 3311 PSI. ISDP 2094. FG .72. PERFS OPEN 41/42 ISIP 2113, FG .72, MR 75.2 BPM, AR 74.9 BPM, MP 3451 PSI, AP 2973 PSI 20/40 WHITE 150,400 lbs 2.0, 3.0, 3.5, and 4.0 ppg SLK WTR 1486 BBL, 20# HYBOR G (16) 1564 BBL, BTR 3154 BBLs SHUT IN AND TURN OVER TO CASEHOLE.
07:20	1.25	08:35	PFRT	Perforating	PERF STG #2- PU EXELIS 5-1/2" 10K CBP AND GUNS FOR STAGE 2 INTO LUBE AND EQUALIZE 2000 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 6451'-6473'. RUN DOWN AND SET 5-1/2" CBP AT 7268' WITH 2000 PSI. PULL UP AND PERF 6936'-7248' WITH 45 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 1600 PSI. TURN WELL OVER TO HES.
08:35	1.25	09:50	FRAC	Frac. Job	FRAC STG 2 PRESSURE TEST LINES TO 9150 PSI. OPEN WELL W/ 1800 PSI AT 08:42 BREAK DOWN 1880 PSI AT 5.0 BPM. PMP 3400 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 11.4 BPM AT 1992 PSI. FLUSH W/ 6936 GAL. 31.0 BPM AT 2404 PSI. BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 75.4 BPM AT 3513 PSI. ISDP 161. FG .71. PERFS OPEN 35/45 ISIP 2096, FG .73, MR 75.2 BPM, AR 75.0 BPM, MP 3347 PSI, AP 2943 PSI 20/40 WHITE 150,300 lbs 2.0, 3.0, 3.5, AND 4.0 ppg SLK WTR 1467 BBL, 20# HYBOR G (16) 1511 BBL, BTR 3071 BBLs SHUT IN AND TURN OVER TO CASEHOLE.
09:50	1.17	11:00	PFRT	Perforating	PERF STG #3- PU EXELIS 5-1/2" 10K CBP AND GUNS FOR STAGE 3 INTO LUBE AND EQUALIZE 2000 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 6451'-6473'. RUN DOWN AND SET 5-1/2" CBP AT 6917' WITH 2000 PSI. PULL UP AND PERF 6608'-6902' WITH 45 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 1600 PSI. TURN WELL OVER TO HES.
11:00	1.25	12:15	FRAC	Frac. Job	FRAC STG 3 PRESSURE TEST LINES TO 9260 PSI. OPEN WELL W/ 1650 PSI AT 11:08 BREAK DOWN 1792 PSI AT 5.6 BPM. PMP 3400 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10.0 BPM AT 1912 PSI. FLUSH W/ 6452 GAL. 30.2 BPM AT 2368 PSI. BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 75.5 BPM AT 3070 PSI. ISDP 2034. FG .74. PERFS OPEN 45/45 ISIP 2020, FG .74, MR 75.9 BPM, AR 75.0 BPM, MP 3143 PSI, AP 2815 PSI 20/40 WHITE 150,100 lbs 2.0, 3.0, 3.5, 4.0 ppg SLK WTR 1475 BBL, 20# HYBOR G (16) 1519 BBL, BTR 3088 BBLs SHUT IN AND TURN OVER TO CASEHOLE.
12:15	1.00	13:15	PFRT	Perforating	PERF STG #4- PU EXELIS 5-1/2" 10K CBP AND GUNS FOR STAGE 4 INTO LUBE AND EQUALIZE 1700 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 6451'-6473'. RUN DOWN AND SET 5-1/2" CBP AT 6596.5' WITH 1600 PSI. PULL UP AND PERF 6345'-6583' WITH 45 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 1600 PSI. TURN WELL OVER TO HES.



Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
13:15	1.17	14:25	FRAC	Frac. Job	<p>FRAC STG 4 PRESSURE TEST LINES TO 7200 PSI. OPEN WELL W/ 1500 PSI AT 13:20 BREAK DOWN 1566 PSI AT 5.0 BPM. PMP 3400 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10.7 BPM AT 1549 PSI. FLUSH W/ 6195 GAL. 31.7 BPM AT 2028 PSI. BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 75.4 BPM AT 3277 PSI. ISDP 1637. FG .69. PERFS OPEN 35/45</p> <p>ISIP 1705, FG .70, MR 75.4 BPM, AR 75.2 BPM, MP 3037 PSI, AP 2533 PSI 20/40 WHITE 150,000 lbs 2.0, 3.0, 3.5, 4.0 ppg SLK WTR 1440 BBL, 20# HYBOR G (16) 1532 BBL, BTR 3065 BBLs</p> <p>TURN OVER TO CASEDHOLE.</p>
14:25	1.00	15:25	PFRT	Perforating	<p>PERF STG #5- PU EXELIS 5-1/2" 10K CBP AND GUNS FOR STAGE 5 INTO LUBE AND EQUALIZE 1550 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 5719'-5740'. RUN DOWN AND SET 5-1/2" CBP AT 6324' WITH 1500 PSI. PULL UP AND PERF 6060'-6312' WITH 45 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 1350 PSI. TURN WELL OVER TO HES.</p>
15:25	1.25	16:40	FRAC	Frac. Job	<p>FRAC STG 5 PRESSURE TEST LINES TO 9100 PSI. OPEN WELL W/ 1241 PSI AT 15:32 BREAK DOWN 1330 PSI AT 5.0 BPM. PMP 3400 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10.2 BPM AT 1295 PSI. FLUSH W/ 5916 GAL. 29.9 BPM AT 1629 PSI. BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 75.4 BPM AT 3283 PSI. ISDP 1337. FG .65. PERFS OPEN 32/45</p> <p>ISIP 1441, FG .67, MR 75.6 BPM, AR 75.4 BPM, MP 2788 PSI, AP 2388 PSI 100 MESH 13,430 lbs .75 ppg 20/40 WHITE 150,100 lbs 1.0, 2.0, 3.0, 3.5, 4.0 ppg SLK WTR 1287 BBL, 20# HYBOR G (16) 1767 BBL, BTR 3146 BBLs</p> <p>TURN OVER TO CASEDHOLE.</p>
16:40	1.00	17:40	PFRT	Perforating	<p>PERF STG #6- PU EXELIS 5-1/2" 10K CBP AND GUNS FOR STAGE 6 INTO LUBE AND EQUALIZE 1350 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 5719'-5740'. RUN DOWN AND SET 5-1/2" CBP AT 6035' WITH 1350 PSI. PULL UP AND PERF 5728'-5729' WITH 42 HOLES IN 14' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 1250 PSI. TURN WELL OVER TO HES.</p>
17:40	1.16	18:50	FRAC	Frac. Job	<p>FRAC STG 6 PRESSURE TEST LINES TO 9100 PSI. OPEN WELL W/ 1167 PSI AT 17:39 BREAK DOWN 1220 PSI AT 9.5 BPM. PMP 3400 GAL 15% HCL ACID W/ 84 BIO BALLS FOR DIVERSION. 10.6 BPM AT 1234 PSI. FLUSH W/ 5593 GAL. 31.7 BPM AT 1763 PSI. BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 75.7 BPM AT 2728 PSI. ISDP 1265. FG .65. PERFS OPEN 35/42</p> <p>ISIP 1440, FG .68, MR 75.6 BPM, AR 75.4 BPM, MP 2984 PSI, AP 2451 PSI (RAN OUT OF GEL PRIOR TO 3.5 ppa. CUT CROSS LINKERS, START FR. FINISH WITH 3 ppa SLK WTR, GROWLER STILL SHOWED 570 lbs) 100 MESH 14,390 lbs .75 ppg 20/40 WHITE 148,840 lbs 1.0, 2.0, 3.0 ppg SLK WTR 1577 BBL, 20# HYBOR G (16) 1584 BBL, BTR 3242 BBLs</p> <p>TURN OVER TO CASEDHOLE.</p>
18:50	1.00	19:50	WLWK	Wireline	<p>KILL PLUG- PU 5-1/2" EXELIS PLUG AND SETTING TOOLS INTO LUBE. EQUALIZE 1300 PSI. RIH AND CORRELATE TO SHORT JT 4032'-4054'. SET KILL PLUG AT 5619' WITH 1250 PSI. BLEED OFF AS POOH.</p>
19:50	3.00	22:50	SRIG	Rig Up/Down	RDMO HES AND CASEDHOLE.
22:50	7.16	06:00	LOCL	Lock Wellhead & Secure	WELL SHUT IN AND SECURE.

**05-20D-45 LC Tribal 6/21/2014 06:00 - 6/22/2014 06:00**

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL HOLD SAFETY MEETING.	
07:00	1.50	08:30	SRIG	Rig Up/Down	MIRU RIG & EQUIPMENT.	
08:30	2.50	11:00	BOPI	Install BOP's	N/D FRAC TREE. N/U BOPE. R/U FLOOR & EQUIPMENT. SPOT IN CATWALK & PIPE RACKS. LOAD 251 JTS ON RACKS & TALLY.	
11:00	3.00	14:00	RUTB	Run Tubing	P/U 4-3/4 BIT, BIT SUB W/ 2 FLOATS, 1 JT 2-7/8 TBG & DRIAN SUB. RIH TO KILL PLUG @ 5619' P/U NEW 2-7/8 L-80 TBG.	
14:00	3.50	17:30	DOPG	Drill Out Plugs	R/U POWER SWIVEL. FILL HOLE & TEST BOPE TO 2000 PSI, HELD. D/O CBP @ 5619'. CFP- 650 PSI ON 24/64 CHOKE. SWIVEL IN HOLE, TAG SAND @ 6015'. ATTEMPT TO C/O, DRILLED FOR +/- 30 MINS, LOTS OF TORQUE, MAKING NO HOLE. POSSIBLE MISSING CONE OFF BIT. R/D SWIVEL.	
17:30	1.50	19:00	PULT	Pull Tubing	POOH TO 3400' W/ BIT. TURN WELL OVER TO FLOWBACK. SDFN.	
19:00	12.00	07:00	LOCL	Lock Wellhead & Secure	WELL SECURE. CREW TRAVEL.	

05-20D-45 LC Tribal 6/22/2014 06:00 - 6/23/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL.HOLD SAFETY MEETING.	
07:00	3.00	10:00	GOP	General Operations	CFP- 850 ON 20/64 CHOKE. EOT @ 3400'. LAND TBG ON HANGER. N/D HYDRILL. N/U SWABBCO SNUBBING UNIT. STRIP OUT HANGER.	
10:00	4.00	14:00	PULT	Pull Tubing	POOH W/ 4-3/4 BIT. SNUB LAST 1500' OF TBG OUT OF HOLE. MISSING ONE CONE OFF BIT.	
14:00	3.00	17:00	RUTB	Run Tubing	RIH TO 4300' W/ 4-3/4 JUNK MILL, B/S, 1 JT 2-7/8 TBG & DRAIN SUB. LAND TBG ON HANGER.	
17:00	2.00	19:00	BOPI	Install BOP's	R/D SWABBCO SNUBBING UNIT. N/U HYDRILL. STRIP OUT HANGER. TURN WELL OVER TO FLOWBACK. CFP- 700 ON 24/64 CHOKE. SDFN.	
19:00	11.00	06:00	LOCL	Lock Wellhead & Secure	WELL SECURE. CREW TRAVEL.	

05-20D-45 LC Tribal 6/23/2014 06:00 - 6/24/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log						
Start Time	Dur (hr)	End Time	Code	Category	Com	
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HOLD SAFETY MEETING.	
07:00	1.50	08:30	RUTB	Run Tubing	CFP- 450 ON 24/64 CHOKE. RIH F/ 4300' W/ 4-3/4 JUNK MILL TO 6015'.	

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
08:30	6.00	14:30	DOPG	Drill Out Plugs	R/U POWER SWIVEL. BREAK CIRC. MILL UP CONE OFF OF BIT, C/O SAND TO CBP & D/O CBP @ 6035'. CFP- 550 ON 24/64 CHOKE. RIH, TAG SAND @ 6304', C/O SAND & D/O CBP @ 6324'. CFP- 500 ON 24/64 CHOKE. RIH, TAG SAND @ 6581', C/O SAND & D/O CBP @ 6596'. CFP- 500 ON 24/64 CHOKE. RIH, TAG SAND @ 6900', C/O SAND & D/O CBP @ 6917'. CFP- 500 ON 24/64 CHOKE. RIH, TAG SAND @ 7244', C/O SAND & D/O CBP @ 7264'. CFP- 500 ON 24/64 CHOKE. MILL PARTIALLY PLUG, PUMPING DOWN TBG @ +/- 1 BPM @ 1500 PSI. RIH, TAG SAND @ 7488'. ATTEMPT TO C/O & TBG PLUGGED OFF. UNABLE TO PUMP DOWN @ 3000 PSI. BOTTOM PERF @ 7598'. R/D SWIVEL.
14:30	1.00	15:30	PULT	Pull Tubing	POOH L/D 2-7/8 TBG TO 5665' & LAND TBG. 178 JTS TOTAL IN HOLE.
15:30	1.50	17:00	IWHD	Install Wellhead	RACK SWIVEL OUT. N/D BOPE. N/U WELLHEAD. DROP 5' SINKER BAR DOWN TBG & BREAK OUT DRAIN PLUGS. OPEN TBG TO SALES. SICP- 650. TFP- 450 ON 24/64 CHOKE. TURN WELL OVER TO FLOWBACK.
17:00	1.50	18:30	SRIG	Rig Up/Down	R/D RIG & EQUIPMENT. CLEAN LOCATION. SDFN.
18:30	11.50	06:00	LOCL	Lock Wellhead & Secure	WELL SECURE. CREW TRAVEL.

05-20D-45 LC Tribal <Report Start Date?> - 5/22/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-51331	UT	Duchesne	Brundage Canyon/Lake Canyon	PRODUCING	7,770.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
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: 20G0005500
1. TYPE OF WELL Oil Well	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP	7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	8. WELL NAME and NUMBER: LC TRIBAL 5-20D-45
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1862 FNL 0559 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 20 Township: 04.0S Range: 05.0W Meridian: U	9. API NUMBER: 43013513310000
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: 1862 FNL 0559 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 20 Township: 04.0S Range: 05.0W Meridian: U	COUNTY: DUCHESNE
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1862 FNL 0559 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 20 Township: 04.0S Range: 05.0W Meridian: U	STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 7/31/2014	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

Attached is the July 2014 Drilling Activity for this well.

**Accepted by the
 Utah Division of
 Oil, Gas and Mining
 FOR RECORD ONLY
 August 11, 2014**

NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A	DATE 8/5/2014	

**05-20D-45 LC Tribal 7/24/2014 06:00 - 7/25/2014 06:00**

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM.
07:00	1.00	08:00	RMOV	Rig Move	ROAD RIG FROM 7-4D-45 TO LOCATION.
08:00	2.00	10:00	SRIG	Rig Up/Down	RUSU. PUMP 200 BBLs DOWN TBG.
10:00	1.00	11:00	BOPI	Install BOP's	ND WH. NU BOP. RU FLOOR.
11:00	2.00	13:00	PULT	Pull Tubing	PULL HANGER. POOH W/ -JTS AND D/O BHA.
13:00	2.00	15:00	RUTB	Run Tubing	MU 4-3/4" MILL AND RIH W/ TBG. TAG FILL AT 7450' WITH 235-JTS IN. LD 1-JT. EOT AT 7432'.
15:00	1.50	16:30	GOP	General Operations	RU PUMP AND LINES.
16:30	12.00	04:30	LOCL	Lock Wellhead & Secure	CREW TRAVEL. WELL SECURE FOR NIGHT.

05-20D-45 LC Tribal 7/25/2014 06:00 - 7/26/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM
07:00	1.00	08:00	SRIG	Rig Up/Down	RU PWR SWIVEL.
08:00	1.00	09:00	GOP	General Operations	EST REV CIRC AND CIRC OIL TO PROD TANKS. WITH WTR IN RETURN GO TO FLAT TANK.
09:00	7.00	16:00	CTU	Clean Out	REV CIRC AND CLEAN OUT CBP REMAINS AND SAND FROM 7450' TO FC AT 7669'. REV CIRC CLEAN.
16:00	2.00	18:00	PULT	Pull Tubing	POOH AS LD 70-JTS. SB 110-JTS. 71-JTS IN HOLE, EOT AT 2251'.
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	CREW TRAVEL. WELL SECURE FOR NIGHT.

05-20D-45 LC Tribal 7/26/2014 06:00 - 7/27/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM.
07:00	0.50	07:30	PULT	Pull Tubing	CONT POOH W/ TBG AND MILL.
07:30	1.50	09:00	RUTB	Run Tubing	MU PROD BHA AND RIH. TBG DETAIL KB 15.00 HANGER .85 STRETCH 2.00 173-JTS 2-7/8" L-80 5485.83 5-1/2" 8RD TAC 3.25 3-JTS 2-7/8" L-80 95.13 PSN 1.10 4' TBG SUB 4.10 3-1/2" DESANDER 17.20 5-JTS 2-7/8" L-80 158.55 BULL PLUG .75 TAC AT 5503.68', PSN AT 5602.66', EOT AT 5783.76'.
09:00	1.00	10:00	BOPR	Remove BOP's	RD FLOOR. ND BOP. SET 5-1/2" 8 RD TAC. LAND HANGER IN 20K TENSION. NU WH.
10:00	1.00	11:00	HOIL	Hot Oil Well	FLUSH TBG W/ 60 BBLs. X-O FOR RODS. PU AND PRIME PUMP.
11:00	0.50	11:30	RURP	Run Rods & Pump	BEGIN RIH W/ PMP AS PU RODS. RUNNERS DID NOT DELIVER ENOUGH 1" RODS.
11:30	1.50	13:00	DTIM	Downtime	WAIT ON RUNNERS TO DELIVER RODS.



Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
13:00	2.00	15:00	RURP	Run Rods & Pump	CONT RIH W/ PMP AS PU RODS. SPACE OUT AND SEAT PUMP. ROD DETAIL 1-1/2" X 30' POLISH ROD X 7/8" PONY RODS 86) 7/8" 'D' 4 PER 99) 3/4" 'D' 4 PER 36) 1" 'D' 4 PER SHEAR CPLG 25-175-RHBC-20-5-21-24 PUMP
15:00	0.50	15:30	PTST	Pressure Test	FILL TBG W/ BBLs. STROKE TEST PUMP TO 800 PSI. GOOD.
15:30	2.00	17:30	SRIG	Rig Up/Down	HANG HEAD AND RODS ON. RDSU. PWOP.
17:30	12.50	06:00	GOP	General Operations	CREW TRAVEL. WELL ON PRODUCTION.

05-20D-45 LC Tribal <Report Start Date?> - 5/22/2014 06:00

API 43-013-51331	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status PRODUCING	Total Depth (ftKB) 7,770.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
20G0005500

1a. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Dry <input type="checkbox"/> Other			6. If Indian, Allottee or Tribe Name		
b. Type of Completion <input checked="" type="checkbox"/> New Well <input type="checkbox"/> Work Over <input type="checkbox"/> Deepen <input type="checkbox"/> Plug Back <input type="checkbox"/> Diff. Resvr. Other _____			7. Unit or CA Agreement Name and No.		
2. Name of Operator BILL BARRETT CORPORATION E-Mail: chrtiler@billbarrettcorp.com			8. Lease Name and Well No. 5-20D-45 LC TRIBAL		
3. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202		3a. Phone No. (include area code) Ph: 303-312-8597	9. API Well No. 43-013-51331		
4. Location of Well (Report location clearly and in accordance with Federal requirements)* At surface Sec 20 T4S R5W Mer UBM SWNW 1862FNL 559FWL At top prod interval reported below SWNW 1981FNL 808FWL At total depth SWNW 2006FNL 788FWL			10. Field and Pool, or Exploratory ALTAMONT		
14. Date Spudded 04/11/2014			15. Date T.D. Reached 05/28/2014	16. Date Completed <input type="checkbox"/> D & A <input type="checkbox"/> Ready to Prod. 06/21/2014	17. Elevations (DF, KB, RT, GL)* 6544 GL
18. Total Depth: MD 7770 TVD 7749		19. Plug Back T.D.: MD 7670 TVD 7649		20. Depth Bridge Plug Set: MD TVD	
21. Type Electric & Other Mechanical Logs Run (Submit copy of each) MUD,CBL,GAMMA RAY			22. Was well cored? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Was DST run? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Directional Survey? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis)		

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
24.000	16.000 COND	65.0		80	80				
12.250	9.625 J-55	36.0		2025	2016	610	244		
8.750	5.500 P-110	17.0		7770	7754	1330	417	3124	

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	5665							

25. Producing Intervals

26. Perforation Record

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	5728	6399	5728 TO 6399	0.380	102	OPEN
B) WASATCH	6427	7598	6427 TO 7598	0.380	162	OPEN
C)						
D)						

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

Depth Interval	Amount and Type of Material
5728 TO 6399	GREEN RIVER SEE STAGES 4-6
6427 TO 7598	WASATCH SEE 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
06/21/2014	06/26/2014	24	→	599.0	185.0	617.0			FLOWS FROM WELL
Choke Size	Tbg. Press. Flwg.	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
20/64	SI 400	800.0	→	599	185	617	309	POW	

28a. Production - Interval B

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

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

ELECTRONIC SUBMISSION #253732 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

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

28b. Production - Interval C

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

28c. Production - Interval D

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

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

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GREEN RIVER	2071
				MAHOGANY	2831
				TGR3	3986
				DOUGLAS CREEK	4826
				BLACK SHALE FACIES	5625
				CASTLE PEAK	5868
				UTELAND BUTTE	6186
				WASATCH	6403

32. Additional remarks (include plugging procedure):

TOC was calculated by CBL, Conductor was cemented with grout. Attaches is the treatment data and logs. First oil and gas sales 6/23/2014.

33. Circle enclosed attachments:

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

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

**Electronic Submission #253732 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal**

Name (please print) CHRISTINA HIRTLER Title PERMIT ANALYST

Signature (Electronic Submission) Date 07/18/2014

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 ****

RECEIVED: Jul. 21, 2014



Payzone Directional
End of Well Report



Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well 5-20D-45
Project:	Fort Duchesne	TVD Reference:	5-20D-45 @ 6554.0usft (CAPSTAR 328)
Site:	SECTION 20 T4S, R5W	MD Reference:	5-20D-45 @ 6554.0usft (CAPSTAR 328)
Well:	5-20D-45	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 5000.1 Single User Db

Project	Fort Duchesne		
Map System:	US State Plane 1983	System Datum:	Mean Sea Level
Geo Datum:	North American Datum 1983		
Map Zone:	Utah Southern Zone		

Site	SECTION 20 T4S, R5W		
Site Position:		Northing:	11,102,115.95 usft
From:	Lat/Long	Easting:	1,925,517.38 usft
Position Uncertainty:	0.0 usft	Slot Radius:	13-3/16 "
		Latitude:	40° 7' 14.050 N
		Longitude:	110° 28' 52.910 W
		Grid Convergence:	0.62 °

Well	5-20D-45, SHL: 40° 7' 14.050 -110° 28' 52.910		
Well Position	+N/-S	0.0 usft	Northing: 11,102,115.95 usft
	+E/-W	0.0 usft	Easting: 1,925,517.38 usft
Position Uncertainty		0.0 usft	Wellhead Elevation: 6,554.0 usft
			Latitude: 40° 7' 14.050 N
			Longitude: 110° 28' 52.910 W
			Ground Level: 6,539.0 usft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	5/15/2014	11.12	65.70	51,957

Design	Actual			
Audit Notes:				
Version:	1.0	Phase:	ACTUAL	Tie On Depth: 0.0
Vertical Section:	Depth From (TVD) (usft)	+N/-S (usft)	+E/-W (usft)	Direction (°)
	0.0	0.0	0.0	122.17

Survey Program	Date	6/1/2014		
From (usft)	To (usft)	Survey (Wellbore)	Tool Name	Description
233.0	7,770.0	Survey #1 (Wellbore #1)	MWD	MWD v3:standard declination



Payzone Directional
End of Well Report



Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well 5-20D-45
Project:	Fort Duchesne	TVD Reference:	5-20D-45 @ 6554.0usft (CAPSTAR 328)
Site:	SECTION 20 T4S, R5W	MD Reference:	5-20D-45 @ 6554.0usft (CAPSTAR 328)
Well:	5-20D-45	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 5000.1 Single User Db

Survey										
MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)	
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	0.00	0.00
233.0	0.48	6.95	233.0	-0.4	1.0	0.1	0.21	0.21	0.00	
324.0	0.97	17.76	324.0	-0.8	2.1	0.4	0.56	0.54	11.88	
416.0	0.90	353.50	416.0	-1.4	3.5	0.6	0.43	-0.08	-26.37	
508.0	0.79	334.40	508.0	-2.4	4.8	0.2	0.33	-0.12	-20.76	
600.0	0.80	264.00	600.0	-3.4	5.3	-0.7	1.00	0.01	-76.52	
685.0	0.97	240.80	685.0	-4.3	4.9	-1.9	0.46	0.20	-27.29	
769.0	1.60	240.40	768.9	-5.2	4.0	-3.6	0.75	0.75	-0.48	
853.0	1.10	218.80	852.9	-5.8	2.8	-5.1	0.84	-0.60	-25.71	
938.0	1.00	203.70	937.9	-5.8	1.5	-5.9	0.34	-0.12	-17.76	
1,022.0	1.10	167.60	1,021.9	-5.1	0.0	-6.0	0.78	0.12	-42.98	
1,106.0	1.20	169.20	1,105.9	-3.9	-1.6	-5.7	0.13	0.12	1.90	
1,190.0	0.97	151.57	1,189.8	-2.7	-3.1	-5.2	0.48	-0.27	-20.99	
1,275.0	1.00	139.70	1,274.8	-1.4	-4.3	-4.4	0.24	0.04	-13.96	
1,359.0	0.80	124.60	1,358.8	-0.1	-5.2	-3.4	0.37	-0.24	-17.98	
1,443.0	0.66	106.00	1,442.8	0.9	-5.7	-2.5	0.33	-0.17	-22.14	
1,527.0	0.50	170.90	1,526.8	1.6	-6.2	-1.9	0.76	-0.19	77.26	
1,612.0	0.80	157.20	1,611.8	2.4	-7.1	-1.6	0.40	0.35	-16.12	
1,696.0	0.50	138.20	1,695.8	3.2	-7.9	-1.2	0.44	-0.36	-22.62	
1,783.0	0.80	133.10	1,782.8	4.2	-8.6	-0.5	0.35	0.34	-5.86	
1,868.0	0.60	136.50	1,867.8	5.2	-9.3	0.3	0.24	-0.24	4.00	
1,952.0	1.00	98.40	1,951.8	6.3	-9.8	1.3	0.77	0.48	-45.36	
2,043.0	0.80	80.61	2,042.8	7.5	-9.8	2.7	0.38	-0.22	-19.55	
2,127.0	1.28	108.20	2,126.8	8.8	-10.0	4.2	0.81	0.57	32.85	
2,212.0	2.92	105.30	2,211.7	11.8	-10.8	7.2	1.93	1.93	-3.41	
2,296.0	3.40	106.80	2,295.6	16.3	-12.1	11.6	0.58	0.57	1.79	
2,380.0	3.49	108.02	2,379.4	21.2	-13.6	16.4	0.14	0.11	1.45	



Payzone Directional
End of Well Report



Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well 5-20D-45
Project:	Fort Duchesne	TVD Reference:	5-20D-45 @ 6554.0usft (CAPSTAR 328)
Site:	SECTION 20 T4S, R5W	MD Reference:	5-20D-45 @ 6554.0usft (CAPSTAR 328)
Well:	5-20D-45	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 5000.1 Single User Db

Survey										
MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)	
2,465.0	3.49	109.92	2,464.3	26.2	-15.3	21.3	0.14	0.00	2.24	
2,549.0	4.68	102.12	2,548.0	31.9	-16.9	27.1	1.56	1.42	-9.29	
2,633.0	5.92	103.80	2,631.7	39.2	-18.7	34.6	1.49	1.48	2.00	
2,718.0	6.50	103.40	2,716.2	48.0	-20.8	43.6	0.68	0.68	-0.47	
2,802.0	7.20	101.90	2,799.6	57.4	-23.0	53.3	0.86	0.83	-1.79	
2,886.0	8.30	100.50	2,882.8	68.0	-25.2	64.5	1.33	1.31	-1.67	
2,977.0	9.10	98.60	2,972.8	80.7	-27.5	78.0	0.93	0.88	-2.09	
3,062.0	9.80	96.90	3,056.6	93.4	-29.3	91.9	0.89	0.82	-2.00	
3,146.0	10.60	99.03	3,139.3	106.9	-31.4	106.6	1.05	0.95	2.54	
3,230.0	10.69	98.80	3,221.8	121.2	-33.8	121.9	0.12	0.11	-0.27	
3,315.0	11.09	98.33	3,305.3	135.9	-36.2	137.8	0.48	0.47	-0.55	
3,399.0	11.18	100.40	3,387.7	150.9	-38.8	153.8	0.49	0.11	2.46	
3,483.0	10.30	101.02	3,470.3	165.4	-41.8	169.2	1.06	-1.05	0.74	
3,567.0	9.72	107.41	3,553.0	179.3	-45.3	183.3	1.49	-0.69	7.61	
3,652.0	9.50	108.11	3,636.8	193.0	-49.6	196.8	0.29	-0.26	0.82	
3,736.0	9.28	110.71	3,719.7	206.4	-54.2	209.8	0.57	-0.26	3.10	
3,820.0	8.71	111.90	3,802.6	219.3	-59.0	222.0	0.71	-0.68	1.42	
3,905.0	8.00	115.00	3,886.7	231.5	-63.9	233.3	0.99	-0.84	3.65	
3,989.0	7.11	117.32	3,970.0	242.5	-68.7	243.2	1.12	-1.06	2.76	
4,073.0	6.00	123.00	4,053.5	252.1	-73.5	251.5	1.53	-1.32	6.76	
4,158.0	4.50	127.70	4,138.1	259.8	-77.9	257.9	1.83	-1.76	5.53	
4,242.0	3.40	128.00	4,221.9	265.6	-81.5	262.5	1.31	-1.31	0.36	
4,326.0	2.60	136.90	4,305.8	269.9	-84.4	265.7	1.10	-0.95	10.60	
4,411.0	2.00	158.60	4,390.7	273.0	-87.2	267.6	1.23	-0.71	25.53	
4,495.0	1.50	166.33	4,474.7	274.9	-89.6	268.4	0.66	-0.60	9.20	
4,579.0	1.68	181.62	4,558.6	276.3	-91.9	268.6	0.55	0.21	18.20	
4,664.0	1.19	203.74	4,643.6	277.1	-94.0	268.2	0.86	-0.58	26.02	



Payzone Directional
End of Well Report



Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well 5-20D-45
Project:	Fort Duchesne	TVD Reference:	5-20D-45 @ 6554.0usft (CAPSTAR 328)
Site:	SECTION 20 T4S, R5W	MD Reference:	5-20D-45 @ 6554.0usft (CAPSTAR 328)
Well:	5-20D-45	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 5000.1 Single User Db

Survey										
MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)	
4,748.0	1.81	198.41	4,727.6	277.5	-96.1	267.5	0.76	0.74	-6.35	
4,832.0	2.21	204.62	4,811.5	278.1	-98.8	266.4	0.54	0.48	7.39	
4,917.0	1.50	219.12	4,896.5	278.2	-101.1	265.0	0.99	-0.84	17.06	
5,001.0	1.90	216.83	4,980.4	277.9	-103.1	263.4	0.48	0.48	-2.73	
5,085.0	1.40	220.80	5,064.4	277.6	-105.0	261.9	0.61	-0.60	4.73	
5,170.0	1.40	216.50	5,149.4	277.4	-106.6	260.6	0.12	0.00	-5.06	
5,254.0	2.10	217.00	5,233.3	277.2	-108.7	259.1	0.83	0.83	0.60	
5,338.0	1.80	225.90	5,317.3	276.8	-110.8	257.2	0.51	-0.36	10.60	
5,423.0	1.10	214.70	5,402.3	276.4	-112.4	255.8	0.88	-0.82	-13.18	
5,507.0	2.20	207.60	5,486.2	276.5	-114.5	254.6	1.33	1.31	-8.45	
5,592.0	1.28	214.20	5,571.2	276.6	-116.7	253.3	1.11	-1.08	7.76	
5,676.0	2.10	242.80	5,655.2	275.8	-118.2	251.4	1.37	0.98	34.05	
5,760.0	1.40	260.00	5,739.1	274.2	-119.1	249.0	1.03	-0.83	20.48	
5,844.0	0.30	328.10	5,823.1	273.3	-119.1	247.9	1.57	-1.31	81.07	
5,929.0	0.70	210.70	5,908.1	273.1	-119.4	247.5	1.03	0.47	-138.12	
6,013.0	0.49	238.11	5,992.1	272.9	-120.0	247.0	0.41	-0.25	32.63	
6,097.0	0.31	56.73	6,076.1	272.9	-120.0	246.9	0.95	-0.21	212.64	
6,185.0	0.40	179.02	6,164.1	273.1	-120.2	247.1	0.71	0.10	138.97	
6,269.0	0.80	199.42	6,248.1	273.4	-121.1	246.9	0.53	0.48	24.29	
6,353.0	0.80	185.01	6,332.1	273.8	-122.2	246.6	0.24	0.00	-17.15	
6,438.0	1.10	183.34	6,417.1	274.5	-123.6	246.5	0.35	0.35	-1.96	
6,522.0	0.30	179.10	6,501.1	275.0	-124.6	246.5	0.95	-0.95	-5.05	
6,607.0	0.60	196.80	6,586.1	275.2	-125.3	246.4	0.38	0.35	20.82	
6,691.0	0.88	202.60	6,670.1	275.5	-126.3	246.0	0.34	0.33	6.90	
6,775.0	0.40	305.30	6,754.1	275.3	-126.7	245.5	1.24	-0.57	122.26	
6,859.0	0.70	250.80	6,838.1	274.7	-126.7	244.8	0.68	0.36	-64.88	
6,944.0	1.10	237.70	6,923.0	274.0	-127.3	243.6	0.53	0.47	-15.41	



Payzone Directional
End of Well Report



Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well 5-20D-45
Project:	Fort Duchesne	TVD Reference:	5-20D-45 @ 6554.0usft (CAPSTAR 328)
Site:	SECTION 20 T4S, R5W	MD Reference:	5-20D-45 @ 6554.0usft (CAPSTAR 328)
Well:	5-20D-45	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 5000.1 Single User Db

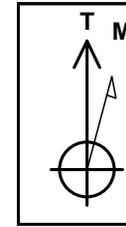
Survey										
MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)	
7,028.0	1.40	224.20	7,007.0	273.4	-128.5	242.2	0.50	0.36	-16.07	
7,112.0	1.59	218.10	7,091.0	273.1	-130.2	240.8	0.29	0.23	-7.26	
7,197.0	1.90	215.81	7,176.0	272.9	-132.2	239.2	0.37	0.36	-2.69	
7,281.0	1.02	238.20	7,259.9	272.5	-133.7	237.8	1.23	-1.05	26.65	
7,365.0	1.19	232.21	7,343.9	271.8	-134.7	236.4	0.24	0.20	-7.13	
7,450.0	1.40	223.50	7,428.9	271.3	-136.0	235.0	0.34	0.25	-10.25	
7,534.0	1.68	219.60	7,512.9	271.0	-137.7	233.5	0.36	0.33	-4.64	
7,619.0	1.90	218.90	7,597.8	270.6	-139.7	231.8	0.26	0.26	-0.82	
7,719.0	1.99	215.30	7,697.8	270.4	-142.4	229.8	0.15	0.09	-3.60	
7,770.0	1.99	215.30	7,748.7	270.3	-143.9	228.8	0.00	0.00	0.00	

Checked By: _____ Approved By: _____ Date: _____

Sundry Number: 53670 API Well Number: 43013513310000

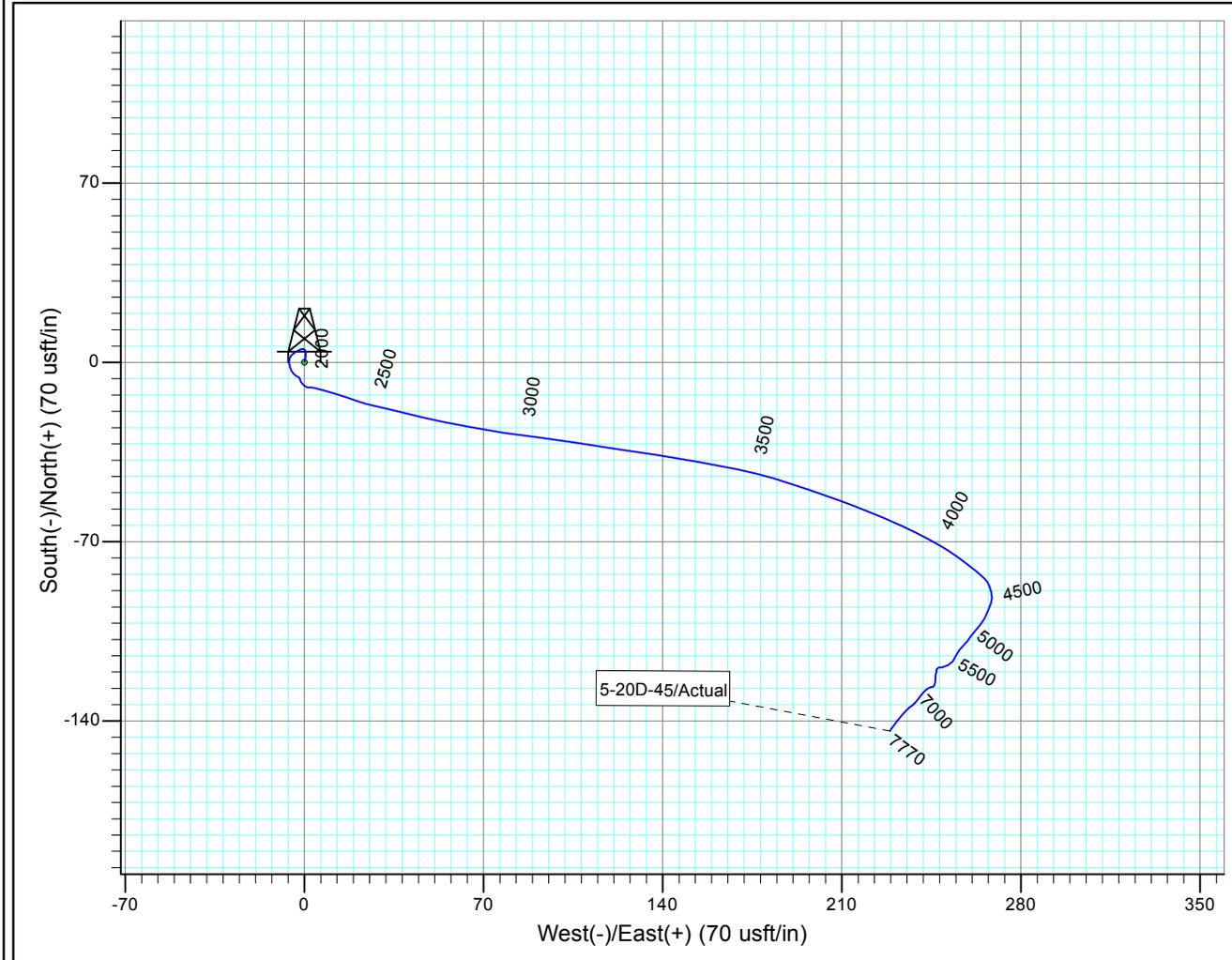
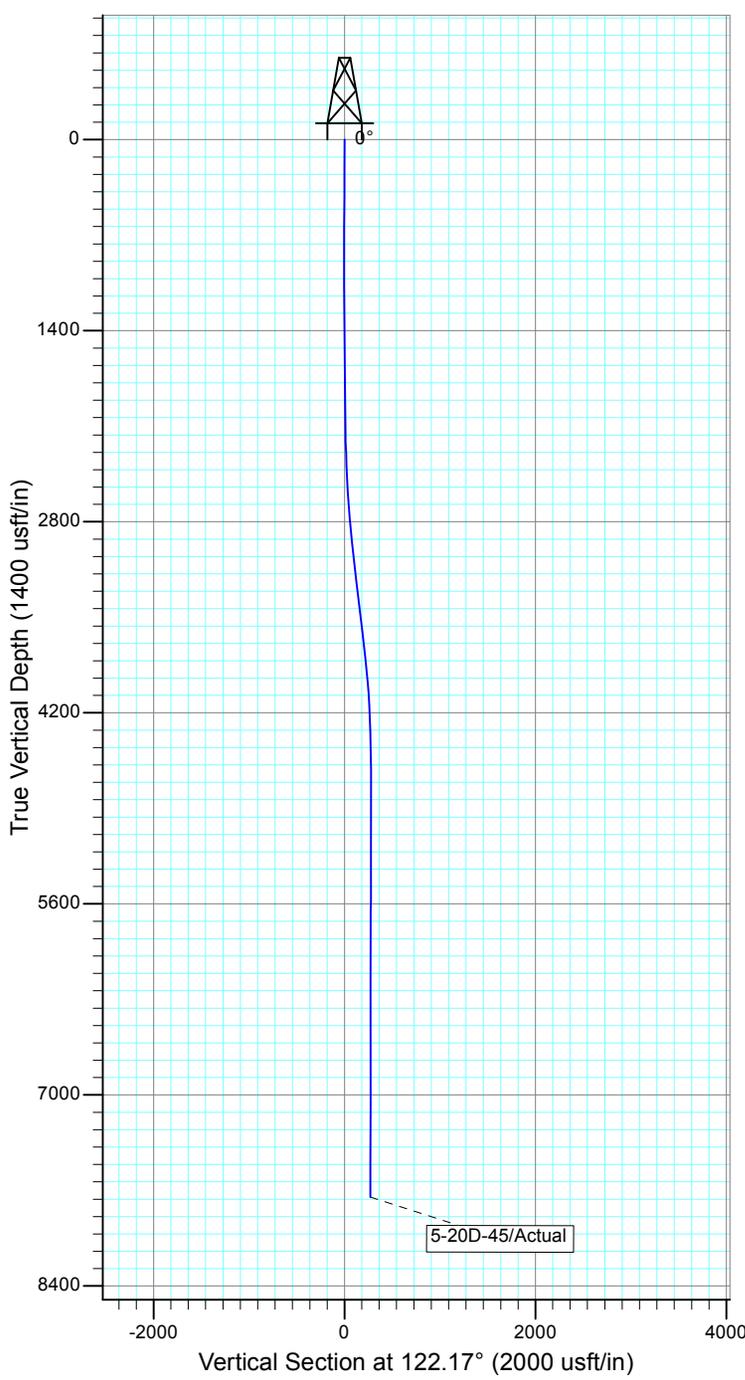


Project: Fort Duchesne
Site: SECTION 20 T4S, R5W
Well: 5-20D-45
Wellbore: Wellbore #1
Design: Actual



Azimuths to True North
Magnetic North: 11.12°

Magnetic Field
Strength: 51957.0snT
Dip Angle: 65.70°
Date: 5/15/2014
Model: IGRF2010



Design: Actual (5-20D-45/Wellbore #1)

Created By: *Matthew Linton* Date: 19:09, June 01 2014

THIS SURVEY IS CORRECT TO THE BEST OF
MY KNOWLEDGE AND IS SUPPORTED
BY ACTUAL FIELD DATA

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9	
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14 20 H62 6519	
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE	
1. TYPE OF WELL Oil Well		7. UNIT or CA AGREEMENT NAME:	
2. NAME OF OPERATOR: BILL BARRETT CORP		8. WELL NAME and NUMBER: LC TRIBAL 5-20D-45	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43013513310000	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1862 FNL 0559 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 20 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 type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 4/15/2015 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text" value="earned lease"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. The Tribal lease has been earned for this well. The new lease number is 14 20 H62 6519			
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY April 23, 2015			
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst	
SIGNATURE N/A		DATE 4/15/2015	

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

Effective Date: 11/1/2016

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

WELL INFORMATION:

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

OPERATOR CHANGES DOCUMENTATION:

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

REVIEW:

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

NEW OPERATOR BOND VERIFICATION:

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

DATA ENTRY:

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

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

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

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

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

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

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

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

New Operator Contact information:

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

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

Sincerely,

Bill Barrett Corporation

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

Brady Riley
Permit Analyst

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

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

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

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

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

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

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

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

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

(This space for State use only)

APPROVED

NOV 07 2016

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

Request to Transfer Application or Permit to Drill

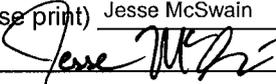
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

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

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

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	✓	
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

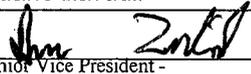
TRANSFER OF AUTHORITY TO INJECT

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

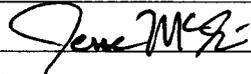
CURRENT OPERATOR

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

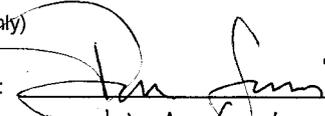
Name: Duane Zavadil
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

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: VIC Geologist

Approval Date: 11/3/16

Comments:

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

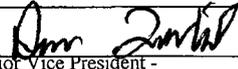
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

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

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: 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

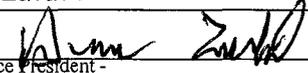
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

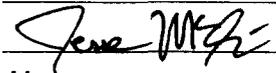
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: <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.