

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

FORM 3

AMENDED REPORT

<b>APPLICATION FOR PERMIT TO DRILL</b>		<b>1. WELL NAME and NUMBER</b> LC Tribal 8H-36-45
<b>2. TYPE OF WORK</b> DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>		<b>3. FIELD OR WILDCAT</b> WILDCAT
<b>4. TYPE OF WELL</b> Oil Well      Coalbed Methane Well: NO		<b>5. UNIT or COMMUNITIZATION AGREEMENT NAME</b>
<b>6. NAME OF OPERATOR</b> BILL BARRETT CORP		<b>7. OPERATOR PHONE</b> 303 312-8164
<b>8. ADDRESS OF OPERATOR</b> 1099 18th Street Ste 2300, Denver, CO, 80202		<b>9. OPERATOR E-MAIL</b> BHilgers@billbarrettcorp.com
<b>10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)</b> 2OG0005500	<b>11. MINERAL OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>	<b>12. SURFACE OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>
<b>13. NAME OF SURFACE OWNER (if box 12 = 'fee')</b> UDWR		<b>14. SURFACE OWNER PHONE (if box 12 = 'fee')</b>
<b>15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')</b> 1594 W North Temple, Suite 2110, ,		<b>16. SURFACE OWNER E-MAIL (if box 12 = 'fee')</b>
<b>17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')</b>	<b>18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS</b> YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>	<b>19. SLANT</b> VERTICAL <input type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input checked="" type="checkbox"/>

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	2098 FNL 763 FWL	SWNW	36	4.0 S	5.0 W	U
Top of Uppermost Producing Zone	2080 FNL 1335 FWL	SENW	36	4.0 S	5.0 W	U
At Total Depth	1980 FNL 700 FEL	SENE	36	4.0 S	5.0 W	U

<b>21. COUNTY</b> DUCHESNE	<b>22. DISTANCE TO NEAREST LEASE LINE (Feet)</b> 700	<b>23. NUMBER OF ACRES IN DRILLING UNIT</b> 640
<b>25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completion)</b> 10575	<b>26. PROPOSED DEPTH</b> MD: 9706 TVD: 6145	
<b>27. ELEVATION - GROUND LEVEL</b> 6418	<b>28. BOND NUMBER</b> LPM8874725	<b>29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE</b> 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	No Used	0	0.0	0.0
Surf	12.25	9.625	0 - 1340	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown	260	3.16	11.0
							Halliburton Premium , Type Unknown	210	1.36	14.8
I1	8.75	7	0 - 6472	26.0	P-110 LT&C	9.2	Unknown	290	3.14	14.8
							Unknown	140	1.42	13.5
L1	6.125	4.5	0 - 9706	11.6	P-110 LT&C	9.5	No Used	0	0.0	0.0

ATTACHMENTS	
<b>VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES</b>	
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

<b>NAME</b> Venessa Langmacher	<b>TITLE</b> Senior Permit Analyst	<b>PHONE</b> 303 312-8172
<b>SIGNATURE</b>	<b>DATE</b> 08/23/2012	<b>EMAIL</b> vlangmacher@billbarrettcorp.com
<b>API NUMBER ASSIGNED</b> 43013516620000		<b>APPROVAL</b>

## DRILLING PLAN

BILL BARRETT CORPORATION  
 LC Tribal 8H-36-45  
 SHL: SW NW, 2098' FNL and 763' FWL, Section 36, T4S-R5W  
 BHL: SE NE, 1980' FNL and 700' FEL, Section 36, T4S-R5W  
 Duchesne Co., UT

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

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

**HORIZONTAL LEG FORMATION TOPS**

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth - TVD</u>
Green River	2,070'	2,070'
Surface casing	1,900'	1,900'
Mahogany	2,705'	2,705'
TGR3	3,930'	3,930'
Douglas Creek	4,725'	4,725'
3 PT Marker	5,145'	5,145'
Black Shale Facies	5,420'	5,420'
Castle Peak	5,715'	5,715'
*Uteland Butte	6,256'	6,105'
TD	9,706'	6,145'

\*PROSPECTIVE PLAY

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

Base of Useable Water = 5,500'

**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>					
12-1/4"	surface	1,900'	9 5/8"	36.0 ppf	J or K 55	ST&C	New
8 3/4"	surface	6,472'	7"	26.0 ppf	P-110	LT&C	New
6 1/8"	surface	9,706'	4 1/2" Liner with 4-1/2" Tieback for frac	11.6 ppf	P-110	LT&C	New

**5. Cementing Program**

9 5/8" Surface Casing	Lead with approximately 260 sx Halliburton Light Premium cement with additives mixed at 11.0 ppg (yield = 3.16 ft <sup>3</sup> /sx). TOC @ Surface Tail with 210 sx Premium 14.8 ppg (yield = 1.36 ft <sup>3</sup> /sx) calculated hole volume with 75% excess. TOC @ 1,400' Top out cement, if required: 100 sx of Premium cement with additives mixed at 15.8 ppg (yield = 1.17 ft <sup>3</sup> /sk)
7" Intermediate Casing	Lead with approximately 290 sx Tune Light cement with additives, mixed at 11.0 ppg (yield = 3.14 ft <sup>3</sup> /sx). TOC @ 1,400' Tail with approximately 140 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft <sup>3</sup> /sx). TOC @ 4,572'
6-1/8" hole for 4-1/2" production liner	Depending on hole conditions, plan to run un-cemented 4-1/2" liner with open hole packers or cement w/ 400 sx ECONOCEM w/ additives, 13.5 ppg, 1.4 ft <sup>3</sup> /sx, 50% excess. Planned TOC @ 4-1/2" liner top
Note: Top of Tail cement for the intermediate string will be calculated to 1000' above the KOP using gauge hole plus 50% excess. Lead to 200' inside of surface casing.	

**6. Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 1,900'	8.4 – 8.6	26 – 36	NC	Freshwater Spud Mud Fluid System
1,900' – 5,402'	8.9 – 9.2	26 - 36	NC	Fresh Water with sweeps
5,402' – TD	9.0 – 9.5	45 – 58	4 – 10	Fresh Water PHPA
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "bleeds" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

**7. BOP and Pressure Containment Data**

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1,900'	No pressure control required
1,900' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 5000 psi;	
- Ancillary equipment and choke manifold rated at 5,000#. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up to operate most efficiently in this manner.	

**8. Auxiliary Equipment**

- a) Upper Kelly cock; lower Kelly cock will be installed while drilling
- b) Inside BOP or stab-in valve (available on rig floor)
- c) Safety valve(s) and subs to fit all string connections in use
- d) Mud monitoring will be visually observed

**9. Testing, Logging and Core Programs**

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD with GR as needed to land wellbore;
WL Logging	None in intermediate
Note: FMI and CAL may be run on the lateral portion of the horizontal wellbore at the geologist's discretion.	

**10. Anticipated Abnormal Pressures or Temperatures**

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 3035 psi\* and maximum anticipated surface pressure equals approximately 1683 psi\*\* (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

\*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

\*\*Maximum surface pressure = A - (0.22 x TD)

**11. Location and Type of Water Supply**

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

**12. Drilling Schedule**

Location Construction: June 2013  
Spud: June 2013  
Duration: 25 days drilling time  
25 days completion time

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

BILL BARRETT CORPORATION

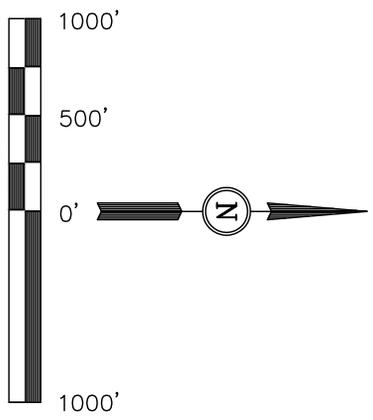
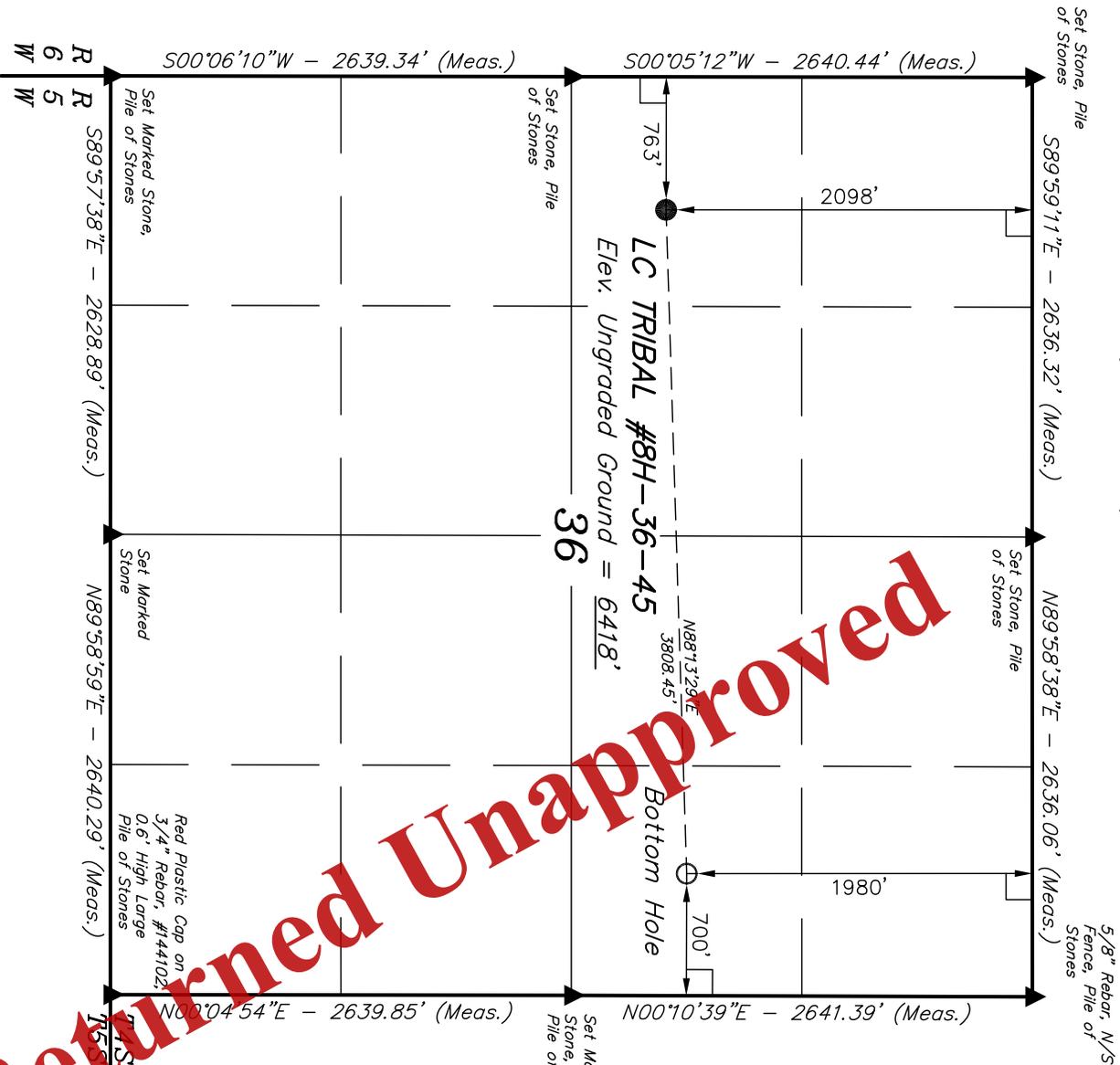
Well location, LC TRIBAL #8H-36-45, located as shown in the SW 1/4 NW 1/4 of Section 36, T4S, R5W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

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

BASIS OF BEARINGS

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



CERTIFICATE  
THIS IS TO CERTIFY THAT THE ABOVE 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.

*Bill Barrett*  
REGISTERED LAND SURVEYOR  
REGISTRATION NO. 161319  
STATE OF UTAH

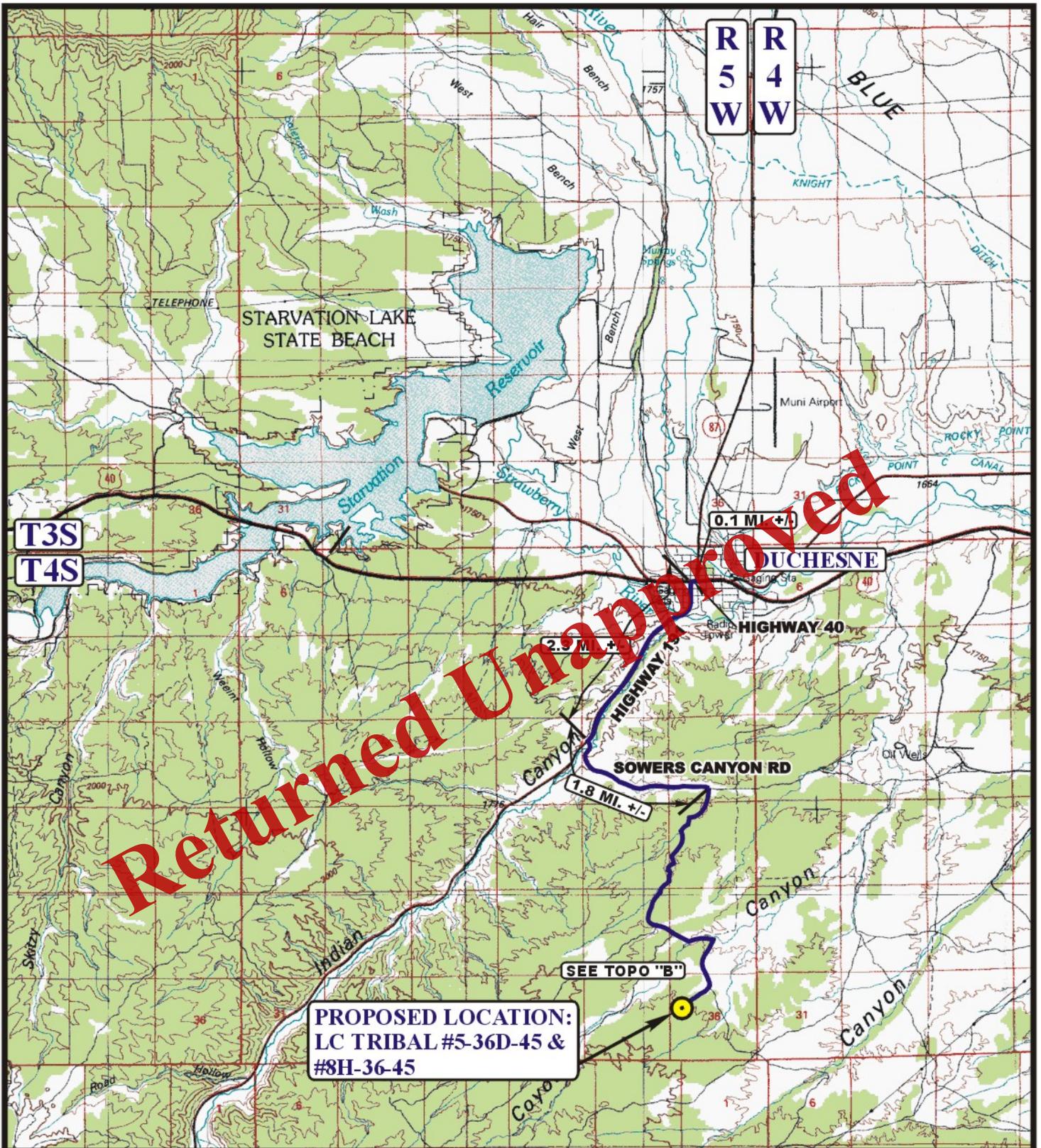
UINTAH ENGINEERING & LAND SURVEYING  
85 SOUTH 200 EAST - VERNAL, UTAH 84078  
(435) 789-1017

SCALE 1" = 1000'  
DATE SURVEYED: 08-17-11  
DATE DRAWN: 09-26-11

PARTY T.A. C.N. Z.L.  
WEATHER WARM  
REFERENCES G.L.O. PLAT  
FILE BILL BARRETT CORPORATION

NAD 83 (TARGET BOTTOM HOLE)		NAD 83 (SURFACE LOCATION)	
LATITUDE = 40°05'29.81" (40.091614)	LONGITUDE = 110°23'30.48" (110.391800)	LATITUDE = 40°05'28.62" (40.091283)	LONGITUDE = 110°24'19.44" (110.405400)
NAD 27 (TARGET BOTTOM HOLE)		NAD 27 (SURFACE LOCATION)	
LATITUDE = 40°05'29.95" (40.091653)	LONGITUDE = 110°23'27.92" (110.391089)	LATITUDE = 40°05'28.76" (40.091322)	LONGITUDE = 110°24'16.88" (110.404689)

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



Returned Unappropriated

**PROPOSED LOCATION:  
LC TRIBAL #5-36D-45 &  
#8H-36-45**

**LEGEND:**

PROPOSED LOCATION



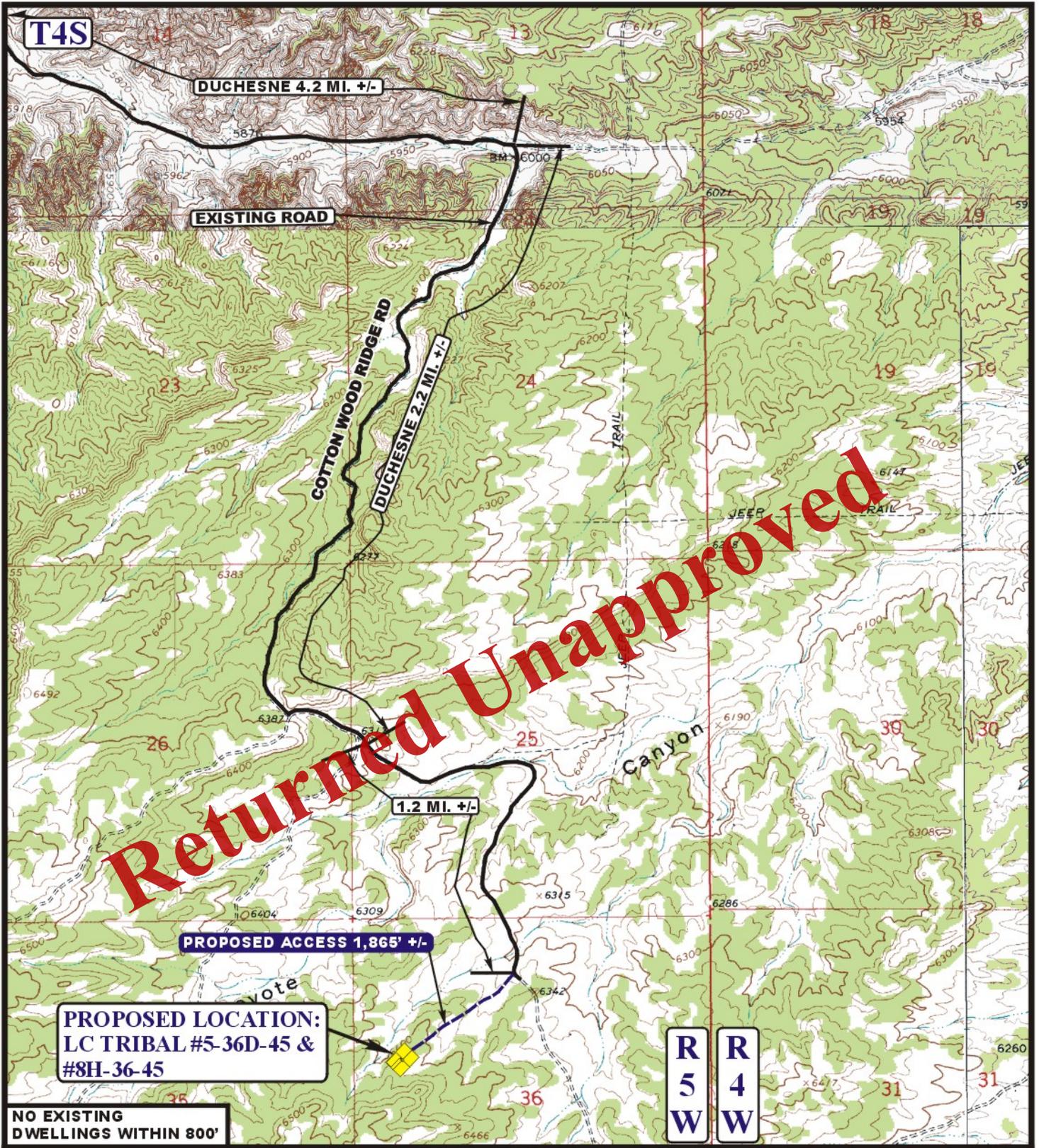
**BILL BARRETT CORPORATION**

**LC TRIBAL #5-36D-45 & #8H-36-45  
SECTION 36, T4S, R5W, U.S.B.&M.  
SW 1/4 NW 1/4**



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

<b>ACCESS ROAD MAP</b>	<b>08 24 11</b> MONTH DAY YEAR	<b>A TOPO</b>
SCALE: 1:100,000	DRAWN BY: C.I. REVISED: 07-09-12	



NO EXISTING DWELLINGS WITHIN 800'

**LEGEND:**

- EXISTING ROAD
- PROPOSED ACCESS ROAD



**BILL BARRETT CORPORATION**

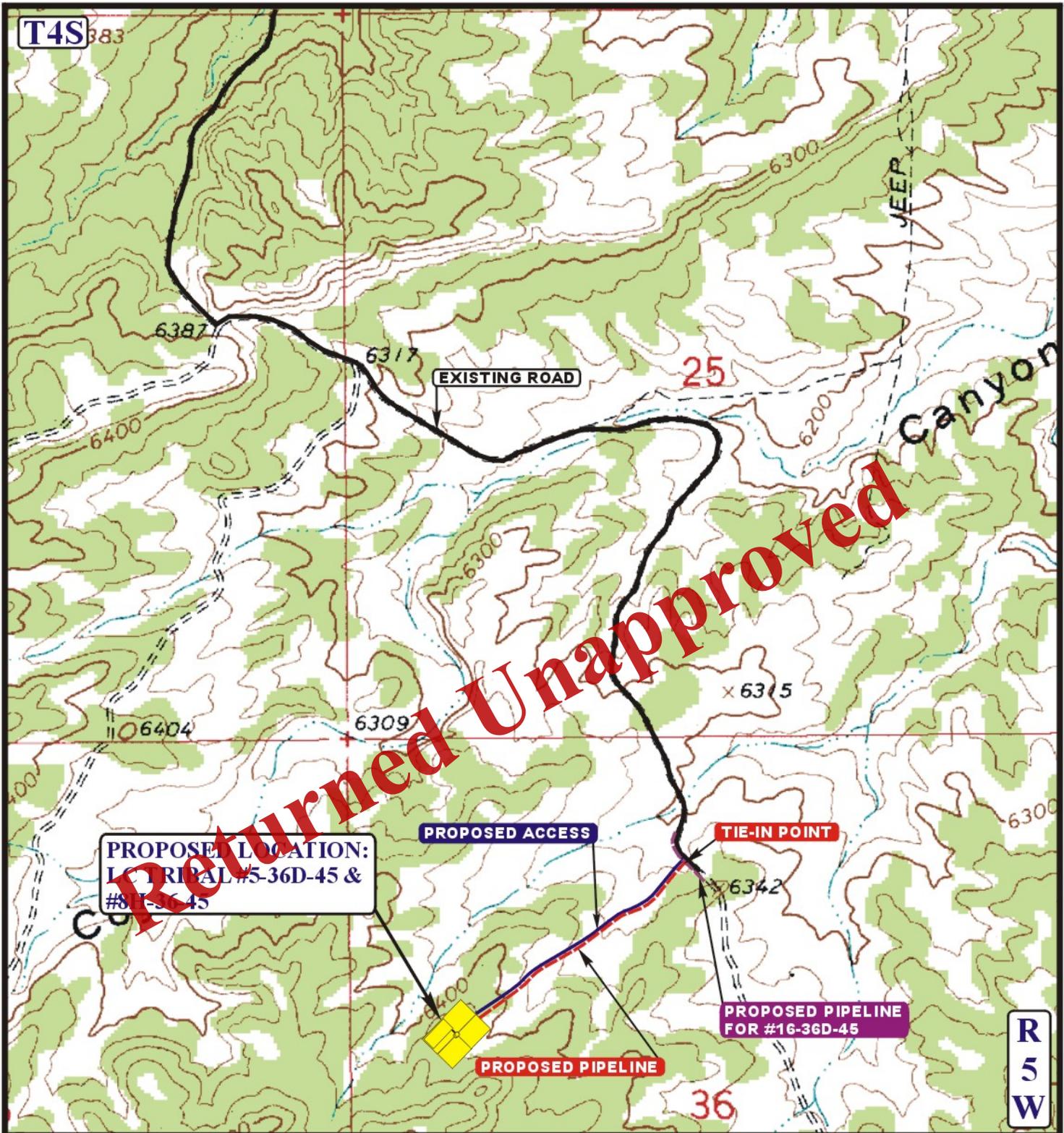
LC TRIBAL #5-36D-45 & #8H-36-45  
SECTION 36, T4S, R5W, U.S.B.&M.  
SW 1/4 NW 1/4



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

<b>ACCESS ROAD MAP</b>	<b>08</b>	<b>24</b>	<b>11</b>
	MONTH	DAY	YEAR
SCALE: 1" = 2000'	DRAWN BY: C.I.		REVISED: 07-09-12





**APPROXIMATE TOTAL PIPELINE DISTANCE = 1,847' +/-**

**LEGEND:**

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

**BILL BARRETT CORPORATION**

LC TRIBAL #5-36D-45 & #8H-36-45  
SECTION 36, T4S, R5W, U.S.B.&M.  
SW 1/4 NW 1/4



Uintah Engineering & Land Surveying  
85 South 200 East Vernal, Utah 84078  
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**TOPOGRAPHIC MAP**

**08 24 11**  
MONTH DAY YEAR

SCALE: 1" = 1000' DRAWN BY: C.I. REVISED: 07-09-12



**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: 0.70  
 Local North: True

**WELL DETAILS: 8H-36-45 LC Tribal**

Ground Level: 6415.0

+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
0.0	0.0	642185.39	2306428.91	40° 5' 28.759 N	110° 24' 16.880 W	

**WELLBORE TARGET DETAILS (LAT/LONG)**

Name	TVD	+N/-S	+E/-W	Latitude	Longitude	Shape
8H-36-45 PBHL	6145.0	120.9	3804.9	40° 5' 29.951 N	110° 23' 27.920 W	Rectangle (Sides: L200.0 W200.0)

**SECTION DETAILS**

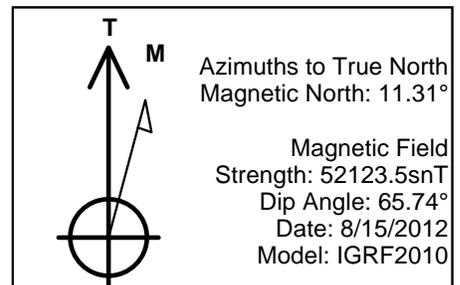
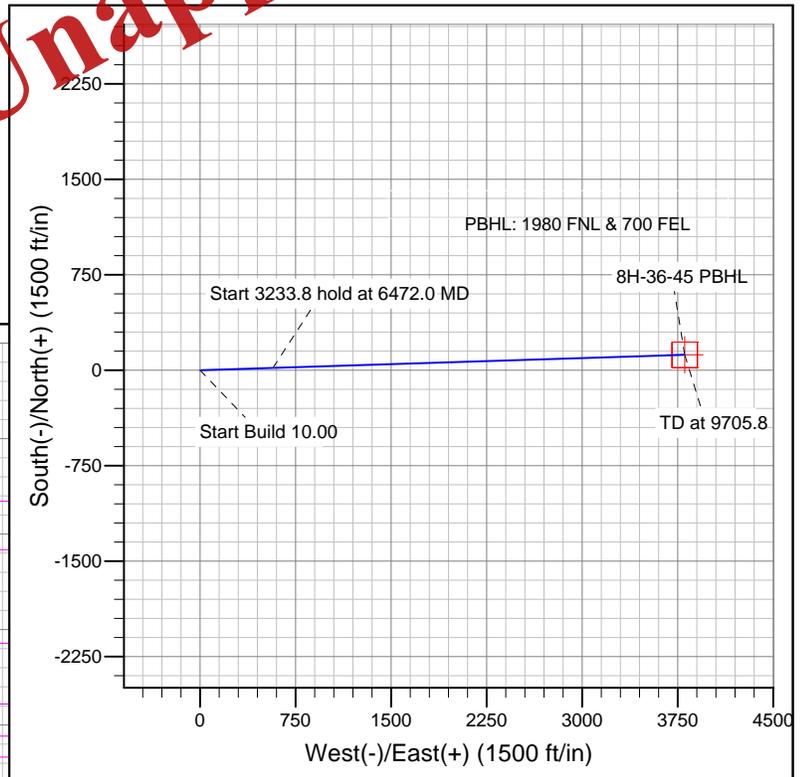
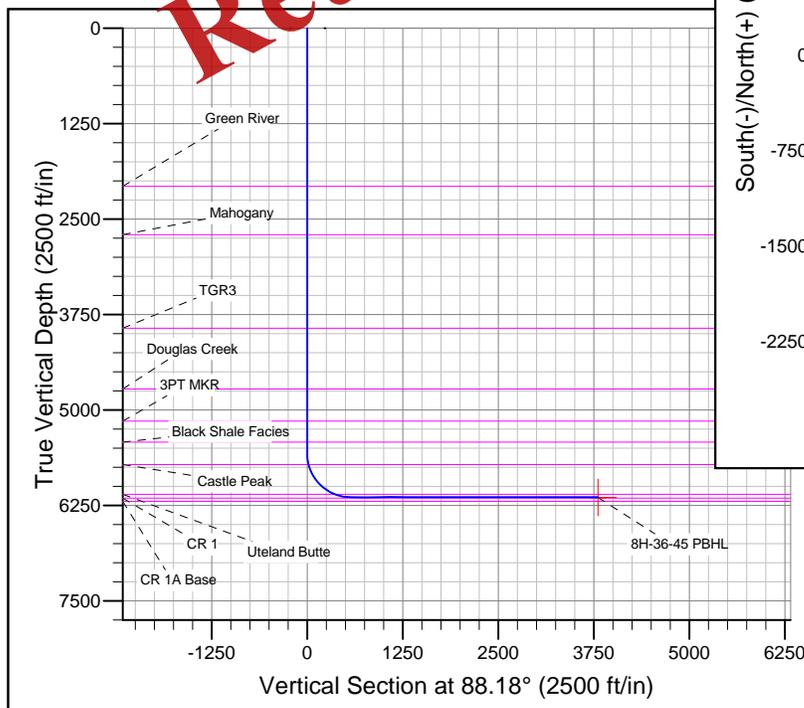
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	5572.0	0.00	0.00	5572.0	0.0	0.0	0.00	0.00	0.0	
3	6472.0	90.00	88.18	6145.0	18.2	572.7	10.00	88.18	573.0	
4	9705.8	90.00	88.18	6145.0	120.9	3804.9	0.00	0.00	3806.8	
5	9705.8	0.00	0.00	6145.0	120.9	3804.9	0.00	180.00	3806.8	8H-36-45 PBHL

**FORMATION TOP DETAILS**

TVDPath	MDPath	Formation
		CR 1
		CR 1A Base
2070.0	2070.0	Green River
2705.0	2705.0	Mahogany
3930.0	3930.0	TGR3
4725.0	4725.0	Douglas Creek
5140.0	5140.0	3PT MKR
5420.0	5420.0	Black Shale Facies
5715.0	5716.5	Castle Peak
6105.0	6256.8	Uteland Butte

**CASING DETAILS**

No casing data is available



# Bill Barrett Corp

## Planning Report

<b>Database:</b>	Compass	<b>Local Co-ordinate Reference:</b>	Well 8H-36-45 LC Tribal
<b>Company:</b>	BILL BARRETT CORP	<b>TVD Reference:</b>	KB @ 6430.0ft (Original Well Elev)
<b>Project:</b>	DUCHESNE COUNTY, UT (NAD 27)	<b>MD Reference:</b>	KB @ 6430.0ft (Original Well Elev)
<b>Site:</b>	8H-36-45 LC Tribal	<b>North Reference:</b>	True
<b>Well:</b>	8H-36-45 LC Tribal	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	8H-36-45 LC Tribal		
<b>Design:</b>	Design #1		

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

<b>Site</b>	8H-36-45 LC Tribal				
<b>Site Position:</b>		<b>Northing:</b>	642,185.39 ft	<b>Latitude:</b>	40° 5' 28.759 N
<b>From:</b>	Lat/Long	<b>Easting:</b>	2,306,428.91 ft	<b>Longitude:</b>	110° 24' 16.880 W
<b>Position Uncertainty:</b>	0.0 ft	<b>Slot Radius:</b>	"	<b>Grid Convergence:</b>	0.70 °

<b>Well</b>	8H-36-45 LC Tribal					
<b>Well Position</b>	<b>+N/-S</b>	0.0 ft	<b>Northing:</b>	642,185.39 ft	<b>Latitude:</b>	40° 5' 28.759 N
	<b>+E/-W</b>	0.0 ft	<b>Easting:</b>	2,306,428.91 ft	<b>Longitude:</b>	110° 24' 16.880 W
<b>Position Uncertainty</b>		0.0 ft	<b>Wellhead Elevation:</b>	ft	<b>Ground Level:</b>	6,415.0 ft

<b>Wellbore</b>	8H-36-45 LC Tribal				
<b>Magnetics</b>	<b>Model Name</b>	<b>Sample Date</b>	<b>Declination (°)</b>	<b>Dip Angle (°)</b>	<b>Field Strength (nT)</b>
	IGRF2010	8/15/2012	11.31	65.74	52,123

<b>Design</b>	Design #1			
<b>Audit Notes:</b>				
<b>Version:</b>	Phase	PLAN	<b>Tie On Depth:</b>	0.0
<b>Vertical Section:</b>	<b>Depth From (TVD) (ft)</b>	<b>+N/-S (ft)</b>	<b>+E/-W (ft)</b>	<b>Direction (°)</b>
	0.0	0.0	0.0	88.18

<b>Plan Sections</b>										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target
0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.00	0.00	
5,572.0	0.00	0.00	5,572.0	0.0	0.0	0.00	0.00	0.00	0.00	
6,472.0	90.00	88.18	6,145.0	18.2	572.7	10.00	10.00	0.00	88.18	
9,705.8	90.00	88.18	6,145.0	120.9	3,804.9	0.00	0.00	0.00	0.00	
9,705.8	0.00	0.00	6,145.0	120.9	3,804.9	0.00	0.00	0.00	180.00	8H-36-45 PBHL

# Bill Barrett Corp

## Planning Report

<b>Database:</b>	Compass	<b>Local Co-ordinate Reference:</b>	Well 8H-36-45 LC Tribal
<b>Company:</b>	BILL BARRETT CORP	<b>TVD Reference:</b>	KB @ 6430.0ft (Original Well Elev)
<b>Project:</b>	DUCHESNE COUNTY, UT (NAD 27)	<b>MD Reference:</b>	KB @ 6430.0ft (Original Well Elev)
<b>Site:</b>	8H-36-45 LC Tribal	<b>North Reference:</b>	True
<b>Well:</b>	8H-36-45 LC Tribal	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	8H-36-45 LC Tribal		
<b>Design:</b>	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
2,070.0	0.00	0.00	2,070.0	0.0	0.0	0.0	0.00	0.00	0.00
<b>Green River</b>									
2,100.0	0.00	0.00	2,100.0	0.0	0.0	0.0	0.00	0.00	0.00
2,200.0	0.00	0.00	2,200.0	0.0	0.0	0.0	0.00	0.00	0.00
2,300.0	0.00	0.00	2,300.0	0.0	0.0	0.0	0.00	0.00	0.00
2,400.0	0.00	0.00	2,400.0	0.0	0.0	0.0	0.00	0.00	0.00
2,500.0	0.00	0.00	2,500.0	0.0	0.0	0.0	0.00	0.00	0.00
2,600.0	0.00	0.00	2,600.0	0.0	0.0	0.0	0.00	0.00	0.00
2,700.0	0.00	0.00	2,700.0	0.0	0.0	0.0	0.00	0.00	0.00
2,705.0	0.00	0.00	2,705.0	0.0	0.0	0.0	0.00	0.00	0.00
<b>Mahogany</b>									
2,800.0	0.00	0.00	2,800.0	0.0	0.0	0.0	0.00	0.00	0.00
2,900.0	0.00	0.00	2,900.0	0.0	0.0	0.0	0.00	0.00	0.00
3,000.0	0.00	0.00	3,000.0	0.0	0.0	0.0	0.00	0.00	0.00
3,100.0	0.00	0.00	3,100.0	0.0	0.0	0.0	0.00	0.00	0.00
3,200.0	0.00	0.00	3,200.0	0.0	0.0	0.0	0.00	0.00	0.00
3,300.0	0.00	0.00	3,300.0	0.0	0.0	0.0	0.00	0.00	0.00
3,400.0	0.00	0.00	3,400.0	0.0	0.0	0.0	0.00	0.00	0.00
3,500.0	0.00	0.00	3,500.0	0.0	0.0	0.0	0.00	0.00	0.00
3,600.0	0.00	0.00	3,600.0	0.0	0.0	0.0	0.00	0.00	0.00
3,700.0	0.00	0.00	3,700.0	0.0	0.0	0.0	0.00	0.00	0.00
3,800.0	0.00	0.00	3,800.0	0.0	0.0	0.0	0.00	0.00	0.00
3,900.0	0.00	0.00	3,900.0	0.0	0.0	0.0	0.00	0.00	0.00
3,930.0	0.00	0.00	3,930.0	0.0	0.0	0.0	0.00	0.00	0.00
<b>TGR3</b>									
4,000.0	0.00	0.00	4,000.0	0.0	0.0	0.0	0.00	0.00	0.00
4,100.0	0.00	0.00	4,100.0	0.0	0.0	0.0	0.00	0.00	0.00
4,200.0	0.00	0.00	4,200.0	0.0	0.0	0.0	0.00	0.00	0.00
4,300.0	0.00	0.00	4,300.0	0.0	0.0	0.0	0.00	0.00	0.00
4,400.0	0.00	0.00	4,400.0	0.0	0.0	0.0	0.00	0.00	0.00
4,500.0	0.00	0.00	4,500.0	0.0	0.0	0.0	0.00	0.00	0.00
4,600.0	0.00	0.00	4,600.0	0.0	0.0	0.0	0.00	0.00	0.00

Returned Unapproved

# Bill Barrett Corp

## Planning Report

<b>Database:</b>	Compass	<b>Local Co-ordinate Reference:</b>	Well 8H-36-45 LC Tribal
<b>Company:</b>	BILL BARRETT CORP	<b>TVD Reference:</b>	KB @ 6430.0ft (Original Well Elev)
<b>Project:</b>	DUCHESNE COUNTY, UT (NAD 27)	<b>MD Reference:</b>	KB @ 6430.0ft (Original Well Elev)
<b>Site:</b>	8H-36-45 LC Tribal	<b>North Reference:</b>	True
<b>Well:</b>	8H-36-45 LC Tribal	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	8H-36-45 LC Tribal		
<b>Design:</b>	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)	
4,700.0	0.00	0.00	4,700.0	0.0	0.0	0.0	0.00	0.00	0.00	
4,725.0	0.00	0.00	4,725.0	0.0	0.0	0.0	0.00	0.00	0.00	
<b>Douglas Creek</b>										
4,800.0	0.00	0.00	4,800.0	0.0	0.0	0.0	0.00	0.00	0.00	
4,900.0	0.00	0.00	4,900.0	0.0	0.0	0.0	0.00	0.00	0.00	
5,000.0	0.00	0.00	5,000.0	0.0	0.0	0.0	0.00	0.00	0.00	
5,100.0	0.00	0.00	5,100.0	0.0	0.0	0.0	0.00	0.00	0.00	
5,145.0	0.00	0.00	5,145.0	0.0	0.0	0.0	0.00	0.00	0.00	
<b>3PT MKR</b>										
5,200.0	0.00	0.00	5,200.0	0.0	0.0	0.0	0.00	0.00	0.00	
5,300.0	0.00	0.00	5,300.0	0.0	0.0	0.0	0.00	0.00	0.00	
5,400.0	0.00	0.00	5,400.0	0.0	0.0	0.0	0.00	0.00	0.00	
5,420.0	0.00	0.00	5,420.0	0.0	0.0	0.0	0.00	0.00	0.00	
<b>Black Shale Facies</b>										
5,500.0	0.00	0.00	5,500.0	0.0	0.0	0.0	0.00	0.00	0.00	
5,572.0	0.00	0.00	5,572.0	0.0	0.0	0.0	0.00	0.00	0.00	
<b>Start Build 10.00</b>										
5,600.0	2.80	88.18	5,600.0	0.0	0.7	0.7	10.00	10.00	0.00	
5,700.0	12.80	88.18	5,698.9	0.5	14.2	14.2	10.00	10.00	0.00	
5,716.5	14.45	88.18	5,715.0	0.6	18.1	18.1	10.00	10.00	0.00	
<b>Castle Peak</b>										
5,800.0	22.80	88.18	5,794.0	1.4	44.7	44.8	10.00	10.00	0.00	
5,900.0	32.80	88.18	5,882.4	2.9	91.3	91.3	10.00	10.00	0.00	
6,000.0	42.80	88.18	5,961.3	4.8	152.5	152.6	10.00	10.00	0.00	
6,100.0	52.80	88.18	6,028.4	7.2	226.4	226.5	10.00	10.00	0.00	
6,200.0	62.80	88.18	6,081.6	9.9	310.9	311.1	10.00	10.00	0.00	
6,256.8	68.43	88.18	6,105.0	11.5	362.6	362.7	10.00	10.00	0.00	
<b>Uteland Suite</b>										
6,300.0	72.80	88.18	6,119.3	12.8	403.3	403.5	10.00	10.00	0.00	
6,400.0	82.80	88.18	6,140.4	15.9	500.9	501.1	10.00	10.00	0.00	
6,472.0	90.00	88.18	6,145.0	18.2	572.7	573.0	10.00	10.00	0.00	
<b>Start 3233.8 hold at 6472.0 MD</b>										
6,500.0	90.00	88.18	6,145.0	19.1	600.7	601.0	0.00	0.00	0.00	
6,600.0	90.00	88.18	6,145.0	22.3	700.6	701.0	0.00	0.00	0.00	
6,700.0	90.00	88.18	6,145.0	25.4	800.6	801.0	0.00	0.00	0.00	
6,800.0	90.00	88.18	6,145.0	28.6	900.5	901.0	0.00	0.00	0.00	
6,900.0	90.00	88.18	6,145.0	31.8	1,000.5	1,001.0	0.00	0.00	0.00	
7,000.0	90.00	88.18	6,145.0	35.0	1,100.4	1,101.0	0.00	0.00	0.00	
7,100.0	90.00	88.18	6,145.0	38.1	1,200.4	1,201.0	0.00	0.00	0.00	
7,200.0	90.00	88.18	6,145.0	41.3	1,300.3	1,301.0	0.00	0.00	0.00	
7,300.0	90.00	88.18	6,145.0	44.5	1,400.3	1,401.0	0.00	0.00	0.00	
7,400.0	90.00	88.18	6,145.0	47.7	1,500.2	1,501.0	0.00	0.00	0.00	
7,500.0	90.00	88.18	6,145.0	50.8	1,600.2	1,601.0	0.00	0.00	0.00	
7,600.0	90.00	88.18	6,145.0	54.0	1,700.1	1,701.0	0.00	0.00	0.00	
7,700.0	90.00	88.18	6,145.0	57.2	1,800.0	1,801.0	0.00	0.00	0.00	
7,800.0	90.00	88.18	6,145.0	60.4	1,900.0	1,901.0	0.00	0.00	0.00	
7,900.0	90.00	88.18	6,145.0	63.5	1,999.9	2,001.0	0.00	0.00	0.00	
8,000.0	90.00	88.18	6,145.0	66.7	2,099.9	2,101.0	0.00	0.00	0.00	
8,100.0	90.00	88.18	6,145.0	69.9	2,199.8	2,201.0	0.00	0.00	0.00	
8,200.0	90.00	88.18	6,145.0	73.1	2,299.8	2,301.0	0.00	0.00	0.00	
8,300.0	90.00	88.18	6,145.0	76.2	2,399.7	2,401.0	0.00	0.00	0.00	
8,400.0	90.00	88.18	6,145.0	79.4	2,499.7	2,501.0	0.00	0.00	0.00	
8,500.0	90.00	88.18	6,145.0	82.6	2,599.6	2,601.0	0.00	0.00	0.00	

# Bill Barrett Corp

## Planning Report

<b>Database:</b>	Compass	<b>Local Co-ordinate Reference:</b>	Well 8H-36-45 LC Tribal
<b>Company:</b>	BILL BARRETT CORP	<b>TVD Reference:</b>	KB @ 6430.0ft (Original Well Elev)
<b>Project:</b>	DUCHESNE COUNTY, UT (NAD 27)	<b>MD Reference:</b>	KB @ 6430.0ft (Original Well Elev)
<b>Site:</b>	8H-36-45 LC Tribal	<b>North Reference:</b>	True
<b>Well:</b>	8H-36-45 LC Tribal	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	8H-36-45 LC Tribal		
<b>Design:</b>	Design #1		

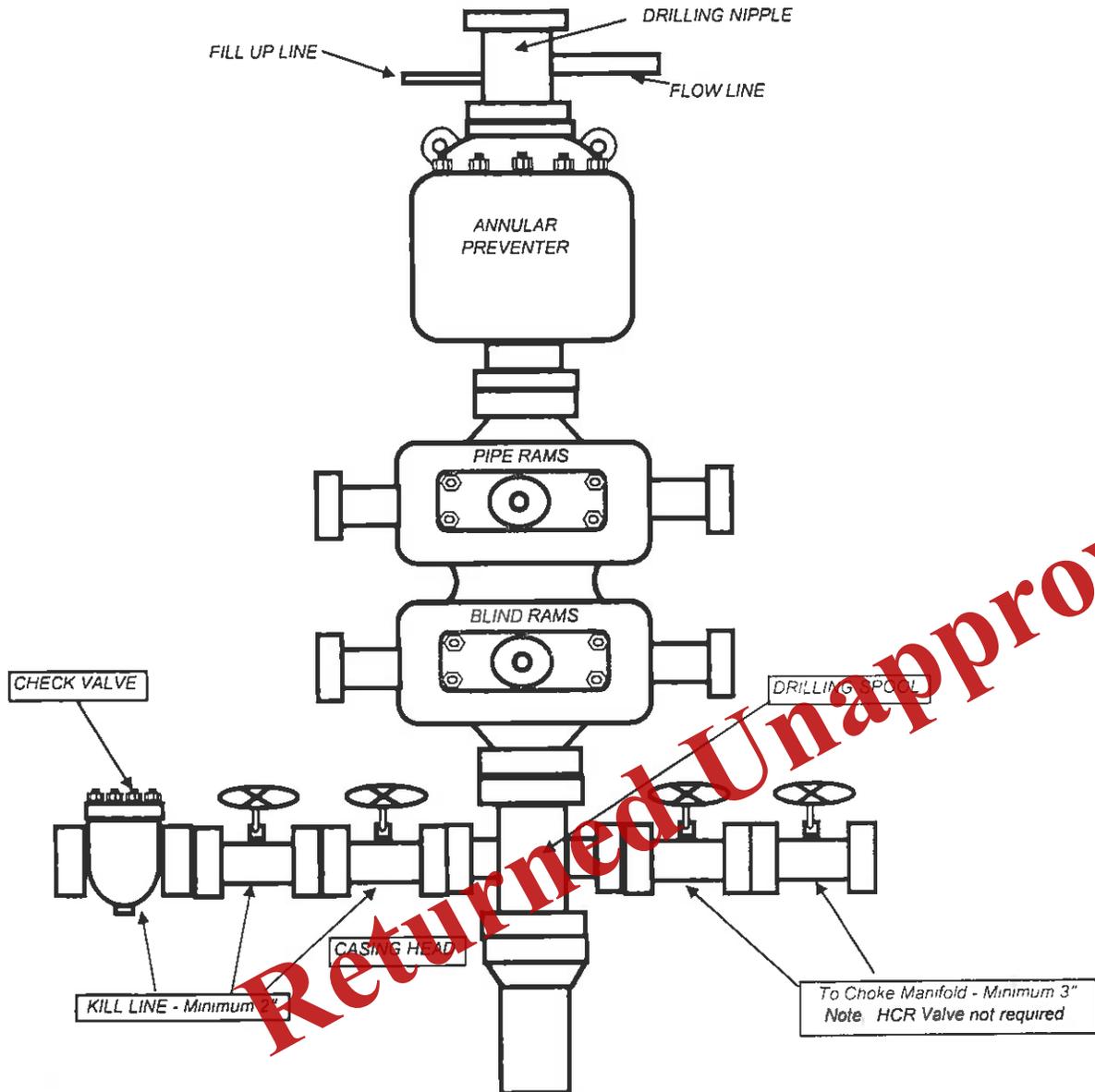
Planned Survey										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	
8,600.0	90.00	88.18	6,145.0	85.8	2,699.6	2,701.0	0.00	0.00	0.00	
8,700.0	90.00	88.18	6,145.0	88.9	2,799.5	2,801.0	0.00	0.00	0.00	
8,800.0	90.00	88.18	6,145.0	92.1	2,899.5	2,901.0	0.00	0.00	0.00	
8,900.0	90.00	88.18	6,145.0	95.3	2,999.4	3,001.0	0.00	0.00	0.00	
9,000.0	90.00	88.18	6,145.0	98.5	3,099.4	3,101.0	0.00	0.00	0.00	
9,100.0	90.00	88.18	6,145.0	101.6	3,199.3	3,201.0	0.00	0.00	0.00	
9,200.0	90.00	88.18	6,145.0	104.8	3,299.3	3,301.0	0.00	0.00	0.00	
9,300.0	90.00	88.18	6,145.0	108.0	3,399.2	3,401.0	0.00	0.00	0.00	
9,400.0	90.00	88.18	6,145.0	111.2	3,499.2	3,501.0	0.00	0.00	0.00	
9,500.0	90.00	88.18	6,145.0	114.3	3,599.1	3,601.0	0.00	0.00	0.00	
9,600.0	90.00	88.18	6,145.0	117.5	3,699.1	3,701.0	0.00	0.00	0.00	
9,700.0	4.97	88.18	6,206.5	119.6	3,766.2	3,768.1	85.03	-85.03	0.00	
9,705.8	90.00	88.18	6,210.1	119.8	3,770.1	3,772.0	1455.60	1,455.60	0.00	
<b>TD at 9705.8 - 8H-36-45 PBHL</b>										

Formations						
Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)	
2,070.0	2,070.0	Green River		0.00		
2,705.0	2,705.0	Mahogany		0.00		
3,930.0	3,930.0	TC 3		0.00		
4,725.0	4,725.0	Douglas Creek		0.00		
5,145.0	5,145.0	APT MKR		0.00		
5,420.0	5,420.0	Black Shale Facies		0.00		
5,715.0	5,715.0	Castle Peak		0.00		
6,105.0	6,105.0	Uteland Butte		0.00		
6,155.0	6,155.0	CR 1		0.00		
6,195.0	6,195.0	CR 1A Base		0.00		

Plan Annotations					
Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment	
		+N/-S (ft)	+E/-W (ft)		
5,572.0	5,572.0	0.0	0.0	Start Build 10.00	
6,472.0	6,145.0	18.2	572.7	Start 3233.8 hold at 6472.0 MD	
9,705.8	6,145.0	120.9	3,804.9	TD at 9705.8	

# BILL BARRETT CORPORATION

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







August 23, 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: Horizontal Drilling  
LC Tribal #8H-36-45  
Section 36, T4S-R5W, U.S.B.&M.  
Duchesne County, Utah**

**Surface Hole Location: 2098' FNL & 763' FWL, SWNW, 36-T4S-R5W, USB&M  
Bottom Hole Location: 1980' FNL & 700' FEL, SENE, 36-T4S-R5W, USB&M**

Dear Ms. Mason:

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill ("APD") regarding the above-referenced well, we are hereby submitting this letter in accordance with Oil & Gas Conservation Order #139-87 pertaining to a 640 acre spacing unit for a horizontal or vertical well.

- Section 36 is composed entirely of Tribal minerals.
- Tribal Exploration and Development Agreement #14-20-H62-5500, which includes portions of the subject Section 36 and other lands, allows for the drilling of the #8H-36-45 well.
- Once the well has been drilled, BBC will earn the tribal lease covering the appropriate committed acres being further described in the Exploration and Development Agreement.

The LC Tribal #8H-36-45 will be perforated no less than 660 feet from the Section 36 Tribal Lease boundary, in accordance with UDOGM Order #139-87.

Based on the information provided, BBC requests that the permit be granted pursuant to Order #139-87. If you should have any questions or need further information, please contact me at 303-312-8544.

Sincerely,

A handwritten signature in blue ink that reads 'David Watts'.

David Watts  
Landman

1099 18<sup>TH</sup> STREET  
SUITE 2300  
DENVER, CO 80202  
P 303.293.9100  
F 303.291.0420

**Received: August 23, 2012**

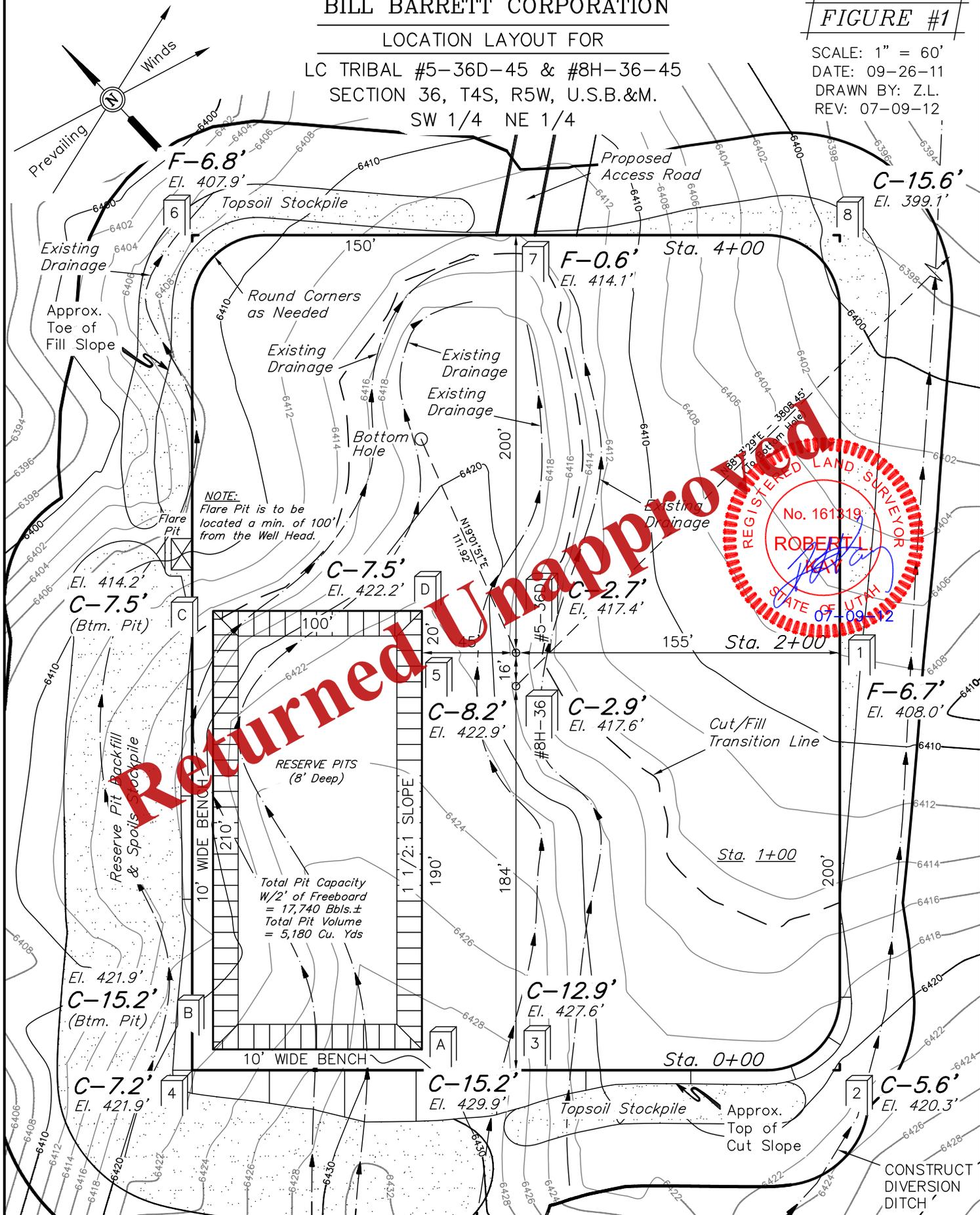
BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

LC TRIBAL #5-36D-45 & #8H-36-45  
SECTION 36, T4S, R5W, U.S.B.&M.  
SW 1/4 NE 1/4

FIGURE #1

SCALE: 1" = 60'  
DATE: 09-26-11  
DRAWN BY: Z.L.  
REV: 07-09-12



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 = 17,740 Bbls. ±  
Total Pit Volume = 5,180 Cu. Yds



Returned Unapproved

Elev. Ungraded Ground At #5-36D Loc. Stake = 6417.4'  
FINISHED GRADE ELEV. AT #5-36D LOC. STAKE = 6414.7'

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

Received: August 23, 2012

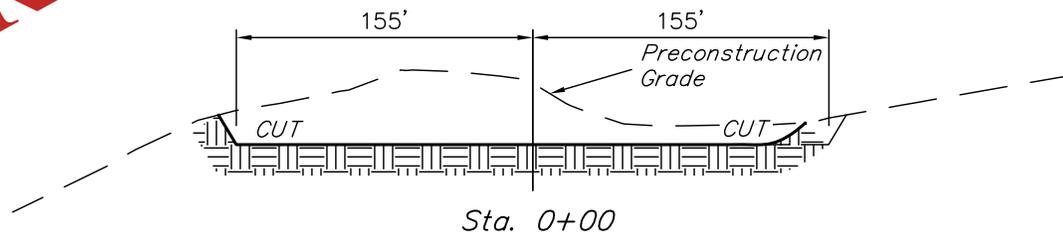
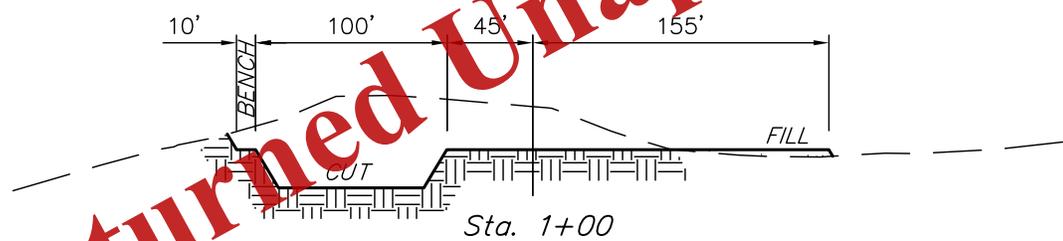
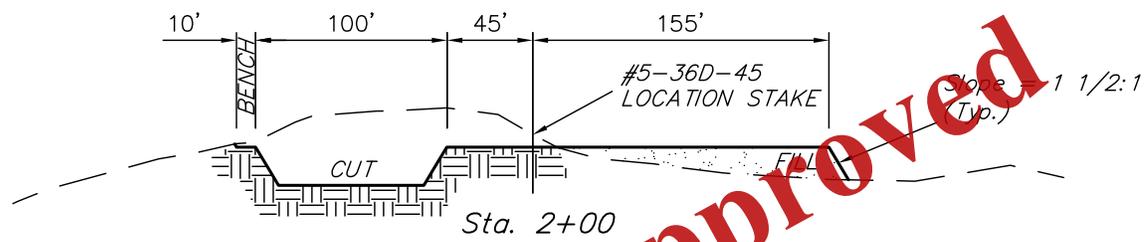
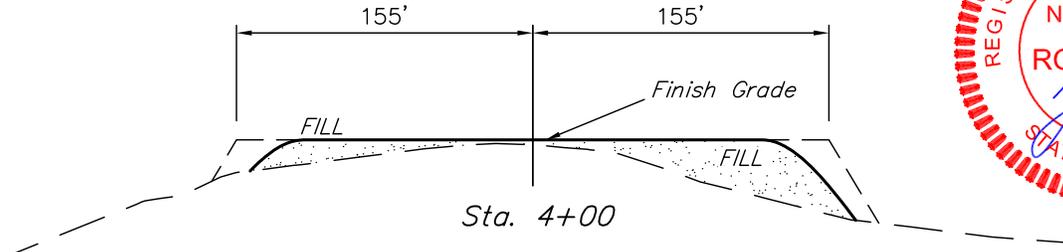
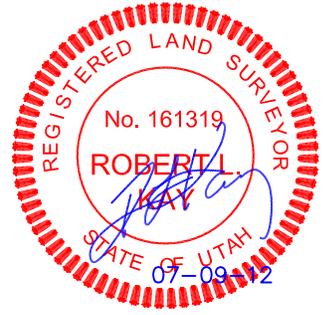
**BILL BARRETT CORPORATION**

**FIGURE #2**

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

TYPICAL CROSS SECTIONS FOR  
LC TRIBAL #5-36D-45 & #8H-36-45  
SECTION 36, T4S, R5W, U.S.B.&M.  
SW 1/4 NE 1/4

DATE: 09-26-11  
DRAWN BY: Z.L.  
REV: 07-09-12



Returned Unapproved

**NOTE:**

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

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE	= ± 5.113 ACRES
ACCESS ROAD DISTURBANCE	= ± 1.267 ACRES
PIPELINE DISTURBANCE	= ± 1.254 ACRES
<b>TOTAL</b>	<b>= ± 7.634 ACRES</b>

\* NOTE:  
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping	= 2,640 Cu. Yds.
Remaining Location	= 20,870 Cu. Yds.
<b>TOTAL CUT</b>	<b>= 23,510 CU.YDS.</b>
<b>FILL</b>	<b>= 12,810 CU.YDS.</b>

EXCESS MATERIAL	= 10,700 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 5,230 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 5,470 Cu. Yds.

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

BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

LC TRIBAL #5-36D-45 & #8H-36-45

SECTION 36, T4S, R5W, U.S.B.&M.

SW 1/4 NE 1/4

FIGURE #3

SCALE: 1" = 60'

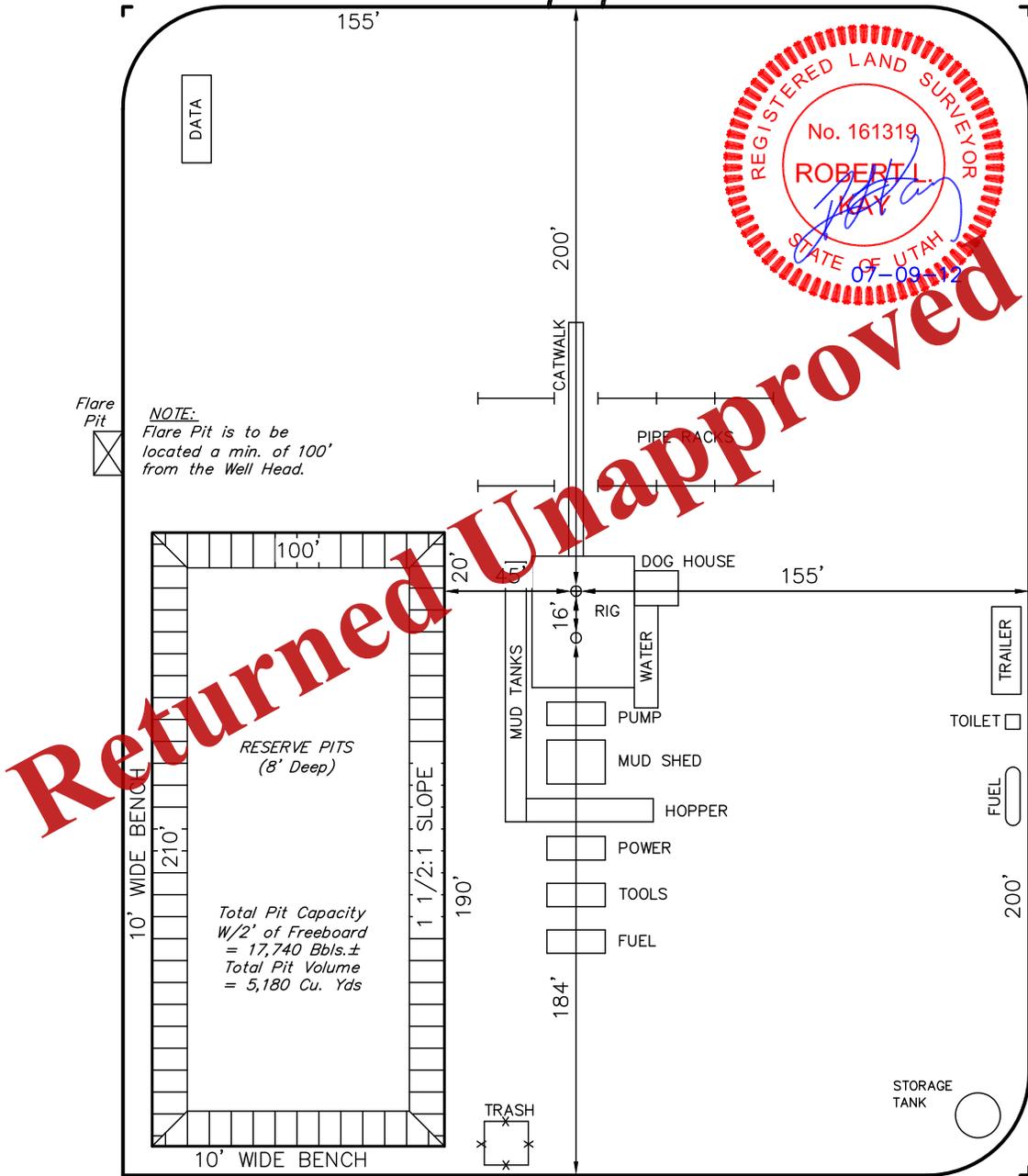
DATE: 09-26-11

DRAWN BY: Z.L.

REV: 07-09-12



Proposed Access Road



**BILL BARRETT CORPORATION**

**INTERIM RECLAMATION PLAN FOR**

LC TRIBAL #5-36D-45 & #8H-36-45

SECTION 36, T4S, R5W, U.S.B.&M.

SW 1/4 NE 1/4

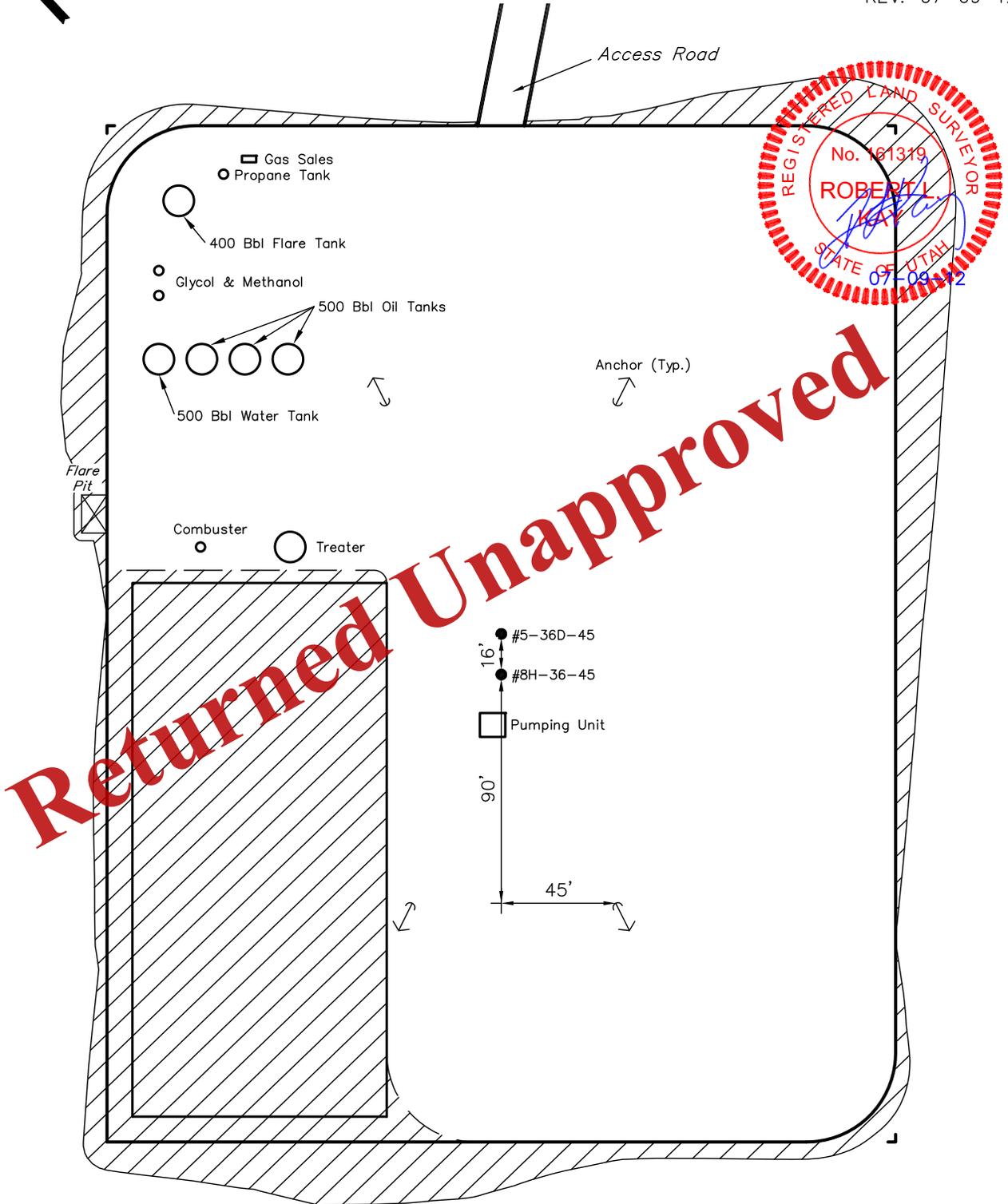
**FIGURE #4**

SCALE: 1" = 60'

DATE: 09-26-11

DRAWN BY: Z.L.

REV: 07-09-12



 INTERIM RECLAMATION

*APPROXIMATE ACREAGES*  
UN-RECLAIMED = ± 2.254 ACRES

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

**Received: August 23, 2012**



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*

October 01, 2012

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

Re: Application for Permit to Drill - DUCHESNE County, Utah

Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the LC Tribal 8H-36-45 well, API 43013516620000 that was submitted August 23, 2012 is being returned unapproved. If you plan on drilling this well in the future, you must first submit a new application.

Should you have any questions regarding this matter, please call me at (801) 538-5312.

Sincerely,

Diana Mason  
Environmental Scientist

Enclosure

cc: Bureau of Land Management, Vernal, Utah

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

**RECEIVED**

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

NOV 07 2012

**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 UINTAH AND OURAY
2. Name of Operator BILL BARRETT CORPORATION Contact: VENESSA LANGMACHER E-Mail: vlangmacher@billbarrettcorp.com		7. If Unit or CA Agreement, Name and No.
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202	3b. Phone No. (include area code) Ph: 303-312-8172 Fx: 303-291-0420	8. Lease Name and Well No. LC TRIBAL 8H-36-45
4. Location of Well (Report location clearly and in accordance with any State requirements.)* At surface SWNW 2098FNL 763FWL 40.091283 N Lat, 110.405400 W Lon At proposed prod. zone SENE 1980FNL 700FEL 40.091614 N Lat, 110.391800 W Lon		9. API Well No. 430135166a
14. Distance in miles and direction from nearest town or post office* 7.9 MILES SOUTH OF DUCHESNE, UT		10. Field and Pool, or Exploratory UNDESIGNATED ALTAMONT
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 700' (BTM. HOLE)	16. No. of Acres in Lease 124793.50	11. Sec., T., R., M., or Blk. and Survey or Area Sec 36 T4S R5W Mer UBM SME: STATE
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. NONE	19. Proposed Depth 9706 MD 6145 TVD	12. County or Parish DUCHESNE
21. Elevations (Show whether DF, KB, RT, GL, etc.) 6418 GL	22. Approximate date work will start 06/01/2013	13. State UT
		17. Spacing Unit dedicated to this well 640.00
		20. BLM/BIA Bond No. on file LPM8874725
		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:

**RECEIVED**  
**MAY 31 2013**

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

25. Signature (Electronic Submission)	Name (Printed/Typed) VENESSA LANGMACHER Ph: 303-312-8172	Date 11/07/2012
Title SENIOR PERMIT ANALYST		
Approved by (Signature) 	Name (Printed/Typed) Jerry Kenczka	Date MAY 15 2013
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

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

Conditions of approval, if any, are attached.

**CONDITIONS OF APPROVAL ATTACHED**

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

Additional Operator Remarks (see next page)

Electronic Submission #159703 verified by the BLM Well Information System  
For BILL BARRETT CORPORATION, sent to the Vernal  
Committed to AFMSS for processing by JOHNETTA MAGEE on 11/19/2012 (13JM0795AE)

NOTICE OF APPROVAL

**UDOGM**

\*\* BLM REVISED \*\*



**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 8H-36-45  
**API No:** 43-013-51662

**Location:** SWNW, Sec. 36, T4S, R5W  
**Lease No:** 20G0005500  
**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: <a href="mailto:blm_ut_vn_opreport@blm.gov">blm_ut_vn_opreport@blm.gov</a> .
BOP & Related Equipment Tests (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify BLM Petroleum Engineer)	- Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

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

- Any deviation of submitted APD's, which includes BBCs surface use plan, and ROW applications the operator will notify the BLM in writing and will receive written authorization of any such change with appropriate authorization.
- The operator will implement "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COAs, and ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- Noxious weeds will be treated, monitored, and controlled along both the access road, pipeline route, and on the well pad itself.
- Insure topsoil stability on location and use topsoil for interim reclamation as soon as possible to maintain viability of the topsoil resource. If stored for a longer period of time then topsoil will be maintained to increase viability until the resource can be used for reclamation purposes only.
- All above ground production facilities will be painted Beetle Green on all locations to help blend in with the surrounding habitat, unless otherwise directed by the landowner (UDWR) or BLM AO.
- The operator must conduct operations to minimize adverse effects to surface and subsurface resources. This will be accomplished by staying on the approved acres of disturbance, and conforming to dust mitigation technology and doing interim reclamation practices on unused portions of the proposal.
- Any special mitigation set up within the Easement Agreement No. DUCH-1204EA-0271 by the UDWR will be followed and implemented on the ground.
- Site reclamation will be accomplished for portions of the well pad not needed for production, within 6 months of completion, weather permitting. This also includes any roads, and pipeline areas that have been disturbed as well. Road areas not being used and pipeline disturbances can undergo reclamation immediately after the pipeline is installed and after the roads are built. Please contact the landowner (UDWR) for seed mixes that work in the area. This is could also be included in the reclamation plan from BBC. Seeds must be planted in August and prior to ground freeze. Non-natives can be used; however lbs/ac must be kept low to minimize the chance of a monoculture.

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

**SITE SPECIFIC DOWNHOLE COAs:**

- A 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 feet above the surface casing shoe.
- A bowl diverter system, which is connected and discharges to a panic or choke blooie line, shall be installed while drilling of the surface hole section.

**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 by CD (compact disc). 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](http://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 (¼ ¼, 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.

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

RECEIVED

MAR 30 2015

FORM APPROVED  
NO. 1004-0135  
Expires: July 31, 2010

**SUNDRY NOTICES AND REPORTS ON WELLS**  
*Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.*

MAR 30 2015

BLM

**SUBMIT IN TRIPLICATE - Other instructions on reverse side.**

5. Lease Serial No. 1420H625500
6. If Indian, Allottee or Tribe Name UINTAH AND OURAY
7. If Unit or CA/Agreement, Name and/or No.
8. Well Name and No. LC TRIBAL 8H-36-45
9. API Well No. 43-013-51662-00-X1
10. Field and Pool, or Exploratory ALTAMONT UNDESIGNATED
11. County or Parish, and State DUCHESNE COUNTY, UT

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other	
2. Name of Operator BILL BARRETT CORPORATION	Contact: BRADY RILEY E-Mail: briley@billbarrettcorp.com
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202	3b. Phone No. (include area code) Ph: 303-312-8115
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 36 T4S R5W SWNW 2098FNL 763FWL 40.091283 N Lat, 110.405400 W Lon	

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other Change to Original APD
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

BBC is hereby requesting a two year extension until 5/14/2017 for this APD that expires on 05/14/2015.

APD - 5/15/13  
NEPA - 2013-145 EA

RECEIVED

APR 20 2015

CONDITIONS OF APPROVAL ATTACHED

DIV. OF OIL, GAS & MINING

VERNAL FIELD OFFICE	
ENG.	<i>RJR 4/6/15</i>
GEOL.	_____
E.S.	_____
PET.	_____
RECL.	_____

14. I hereby certify that the foregoing is true and correct. <b>Electronic Submission #296712 verified by the BLM Well Information System For BILL BARRETT CORPORATION, sent to the Vernal Committed to AFMSS for processing by JOHNETTA MAGEE on 04/01/2015 (15JM0575SE)</b>	
Name (Printed/Typed) BRADY RILEY	Title PERMIT ANALYST
Signature (Electronic Submission)	Date 03/30/2015

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By <i>[Signature]</i>	Assistant Field Manager Lands & Mineral Resources	APR 10 2015 Date
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.		Office <b>VERNAL FIELD OFFICE</b>

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.

\*\* BLM REVISED \*\*

UDOGM

# CONDITIONS OF APPROVAL

## Bill Barrett Corporation

### Notice of Intent APD Extension

**Lease:** 1420H625500  
**Well:** LC Tribal 8H-36-45  
**Location:** SWNW Sec 36-T4S-R5W

An extension for the referenced APD is granted with the following conditions:

---

1. The extension and APD shall expire on 05/15/2017.
2. No other extensions shall be granted.

If you have any other questions concerning this matter, please contact Robin L Hansen of this office at (435) 781-2777