API Well Number: 43013520270000

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
SA 5-29D-21

2. TYPE OF WORK
DRILL NEW WELL ● REENTER P&A WELL ○ DEEPEN WELL ○

3. FIELD OR WILDCAT
UNDESIGNATED

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
303 312-8134

8. ADDRESS OF OPERATOR
1099 18th Street Ste 2300, Denver, CO, 80202

9. OPERATOR E-MAIL
tfallang@billbarrettcorp.com

10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)
fee

11. MINERAL OWNERSHIP
FEDERAL ○ INDIAN ○ STATE ○ FEE ●

12. SURFACE OWNERSHIP
FEDERAL ○ INDIAN ○ STATE ○ FEE ●

13. NAME OF SURFACE OWNER (if box 12 = 'fee')
Lori Winterton (Winterton Trust)

14. SURFACE OWNER PHONE (if box 12 = 'fee')
435-832-2729

15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')
P. O. Box 523, Roosevelt, ut 84066

16. SURFACE OWNER E-MAIL (if box 12 = 'fee')

17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')

18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS
YES ○ (Submit Commingling Application) NO ●

19. SLANT
VERTICAL ○ DIRECTIONAL ● HORIZONTAL ○

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	2423 FNL 1330 FWL	SENW	29	2.0 S	1.0 W	U
Top of Uppermost Producing Zone	1980 FNL 660 FWL	SWNW	29	2.0 S	1.0 W	U
At Total Depth	1980 FNL 660 FWL	SWNW	29	2.0 S	1.0 W	U

21. COUNTY
DUCHESNE

22. DISTANCE TO NEAREST LEASE LINE (Feet)
655

23. NUMBER OF ACRES IN DRILLING UNIT
640

25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)
2476

26. PROPOSED DEPTH
MD: 13099 TVD: 12997

27. ELEVATION - GROUND LEVEL
5067

28. BOND NUMBER
LPM4138148

29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE
49-2336

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	8.7	No Used	0	0.0	0.0
SURF	12.25	9.625	0 - 2000	36.0	J-55 ST&C	8.7	Halliburton Light , Type Unknown	620	3.16	11.0
							Halliburton Premium , Type Unknown	230	1.39	14.8
I1	8.75	7	0 - 9344	26.0	P-110 LT&C	10.0	Unknown	740	2.31	11.0
							Unknown	320	1.42	13.5
L1	6.125	4.5	9144 - 13099	13.5	P-110 LT&C	12.5	Unknown	390	1.45	14.3
							No Used	0	0.0	0.0

ATTACHMENTS

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

- ☑ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER
- ☑ COMPLETE DRILLING PLAN
- ☑ AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)
- ☐ FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
- ☑ DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)
- ☑ TOPOGRAPHICAL MAP

NAME Brady Riley | **TITLE** Permit Analyst | **PHONE** 303 312-8115

SIGNATURE | **DATE** 01/24/2013 | **EMAIL** briley@billbarrettcorp.com

API NUMBER ASSIGNED
43013520270000

APPROVAL
Permit Manager

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RECEIVED: July 29, 2013

BILL BARRETT CORPORATION
DRILLING PLAN REVISED

SA 5-29D-21
SENW, 2423' FNL and 1330' FWL Section 29, T2S-R1W USB&M (SURFACE HOLE LOCATION)
SWNW, 1980' FNL and 660' FWL Section 29, T2S-R1W USB&M (BOTTOM HOLE LOCATION)
Duchesne County, UT

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

Formation	Depth –MD	Depth –TVD
Green River*	5700'	5627'
Mahogany	6,701'	6,607'
R4	7,774'	7,672'
TGR3	7,959'	7,857'
Black Shale Facies	9,294'	9,192'
Castle Peak	9,434'	9,332'
Wasatch*	10,099'	9,997'
TD	13,099'	12,997'

PROSPECTIVE PAY
The Green River and Wasatch are primary objectives for oil/gas.

BASE OF MODERATELY SALINE WATER: 3482'

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3. BOP and Pressure Containment Data

Depth Intervals	BOP Equipment
0 – 2000'	Rotating Head or Diverter (may pre-set 9-5/8" with smaller rig)
2000' – TD	11" 10000# Double Ram Type BOP (Pipe/Blind) 11" 10000# Single Pipe Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 10,000 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

Hole Size	SETTING DEPTH (FROM)	(TO)	Casing Size	Casing Weight	Casing Grade	Thread	Condition
26"	Surface	80'	16"	65#		welded	new
12-1/4"	surface	2000'	9-5/8"	36#	J or K 55	STC	New
8-3/4"	surface	9344'	7"	26#	P110	LTC	New
6-1/8"	9144'	TD	4-1/2"	13.5#	P110	LTC	New

RECEIVED: June 13, 2013

Bill Barrett Corporation
Drilling Program REVISED
SA 5-29D-21
Duchesne County, Utah

If we pre-set the 9-5/8" casing on this well with a spudder rig, the following equipment shall be in place and operational during air/gas drilling:

- Properly lubricated and maintained rotating head*
- Spark arresters on engines or water cooled exhaust*
- Blooie line discharge 100 feet from well bore and securely anchored
- Straight run on blooie line unless otherwise approved
- Deduster equipment*
- All cuttings and circulating medium shall be directed into a reserve or blooie pit*
- Float valve above bit*
- Automatic igniter or continuous pilot light on the blooie line*
- Compressors located in the opposite direction from the blooie line a minimum of 100 feet from the well bore
- Mud circulating equipment, water, and mud materials (does not have to be premixed) sufficient to maintain the capacity of the hole and circulating tanks or pits.

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5. Cementing Program

Casing	Cement
16" Conductor Casing	Grout
12-1/4" hole for 9-5/8" Surface Casing (may pre-set with spudder rig)	Lead: 300 sx Halliburton Light w/ additives and LCM, 11.0 ppg, 3.16 ft3/sx, 100% excess Tail: 230 sx Halliburton Premium w/ additives and LCM, 14.8 ppg, 1.39 ft3/sx, 100% excess Cement to surface, top out as necessary.
8-3/4" hole for 7" intermediate casing	Lead: 740 sx Tuned Light cement w/ additives mixed at 11 ppg (yield = 2.31 ft^3/sx). Tail: 320 sx Halliburton Econocem w/ additives mixed at 13.5 ppg (yield = 1.42 ft^3/sx). 2000' fill, Planned TOC @ Surface 50% excess
6-1/8" hole for 4-1/2" production liner	390 sx EXPANDACEM w/ additives, 14.3 ppg, (yield = 1.45 ft3/sx), 3955' fill, Planned TOC @ 4-1/2" liner top, 50% excess

6. Mud Program

Interval	Weight	Viscosity	Fluid Loss (API filtrate)	Remarks
0' – 2000'	Air/Mist/ 8.3 – 8.7	26 – 36	NC	Air/Mist/Freshwater Spud Mud Fluid System
2000'- 5,500'	9.2 – 9.4	26 – 36	NC	Freshwater Mud Fluid System
5,500' – 9,344'	9.4 – 10.0	42-58	25 cc or less	LSND Fluid System
9,344' – TD	10.0 – 12.5	42-52	< 10 cc	LSND FW mud
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.				

RECEIVED: June 13, 2013

Bill Barrett Corporation
Drilling Program REVISED
SA 5-29D-21
Duchesne County, Utah

7. Testing, Logging and Core Programs

Cores	None anticipated
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI, Sonic Scanner, GEM, HFDT 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 8448 psi* and maximum anticipated surface pressure equals approximately 5589 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)

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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 from:

43-2505, (t37379): McKinnon Ranch Properties, LC
43-12345 (F78949): Dale Anderson
43-10664 (A38472): W. E. Gene Brown
49-1645 (A35800): RN Industries, Inc.
49-2336 (t78808): RN Industries, Inc.
43-8496 (A53617): A-1 Tank Rental
43-10288 (A65273): Nile Chapman (RNI)
49-2247 (F76893): Magnum Water Service
43-8875 (t38762): Four Star Ranch (c/o David Yeman)

11. Drilling Schedule

Location Construction:	July 2013
Spud:	July 2013
Duration:	18 days drilling time
	6 days completion time

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3. PRESSURE CONTROL EQUIPMENT – Schematic Attached

A. Type: Eleven (11) Inch Double Gate Hydraulic BOP with Eleven (11) Inch Annular Preventer. The blow out preventer will be equipped as follows:

1. One (1) blind ram (above).
2. Two (2) pipe rams (below).
3. Drilling spool with two (2) side outlets (choke side 3-inch minimum, kill side 2-inch minimum).
4. 3-inch diameter choke line.
5. Two (2) maunual and hydraulic choke line valves (3-inch minimum).
6. Remote kill line (2-inch minimum).
7. Three (3) chokes with one remotely controlled from the rig floor.
8. Two (2) kill line valves, and a check valve (2-inch minimum).
9. Upper and lower kelly cock valves with handles available.
10. Safety valve(s) & subs to fit all drill string connections in use.
11. Inside BOP or float sub available.
12. Wear ring in casing head.
13. Pressure gauge on choke manifold.
14. Fill-up line above the uppermost preventer.

B. Pressure Rating: 10,000 psi

C. Testing Procedure:

Annular Preventer

At a minimum, the Annular Preventer will be pressure tested to 50% of the rated working pressure for a period of ten (10) minutes or until provisions of the test are met, whichever is longer.

At a minimum the above pressure test will be performed:

1. When the annular preventer is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition, the Annular Preventer will be functionally operated at least weekly.

Blow-Out Preventer

At a minimum, the BOP, choke manifold, and related equipment will be pressure tested to the approved working pressure of the BOP stack (if isolated from the surface casing by a test plug) or to 70% of the internal yield strength of the surface casing (if the BOP is not isolated from the casing by a test plug). Pressure

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will be maintained for a period of at least ten (10) minutes or until the requirements of the test are met, whichever is longer.

At a minimum, the above pressure test will be performed:

1. When the BOP is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition the pipe and blind rams will be activated each trip, but not more than once each day. All BOP drills and tests will be recorded in the IADC driller's log.

D. Choke Manifold Equipment:

All choke lines will be straight lines unless turns use tee blocks or are targeted with running tees, and will be anchored to prevent whip and vibration.

E. Accumulator:

The accumulator will have sufficient capacity to open the hydraulically-controlled choke line valve (if so equipped), close all rams plus the annular preventer, and retain a minimum of 200 psi above precharge on the closing manifold without the use of closing unit pumps. The fluid reservoir capacity will be double the usable fluid volume of the accumulator system capacity and the fluid level of the reservoir will be maintained at the manufacturer's recommendations.

The BOP system will have two (2) independent power sources to close the preventers. Nitrogen bottles (3 minimum) will be one (1) of these independent power sources and will maintain a charge equal to the manufacturer's specifications.

The accumulator precharge pressure test will be conducted prior to connecting the closing unit to the BOP stack and at least once every six (6) months thereafter. The accumulator pressure will be corrected if the measured precharge pressure is found to be above or below the maximum or minimum limits specified in the *Onshore Oil & Gas Order Number 2.*

A manual locking device (i.e. hand wheels) or automatic locking device will be installed on all systems of 2M or greater. A valve will be installed in the closing line as close as possible to the annular preventer to act as a locking device. This valve will be maintained in the open position and will be closed only when the power source for the accumulator is inoperative.

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Remote controls shall be readily accessible to the driller. Remote controls for all 3M or greater systems will be capable of closing all preventers. Remote controls for 5M or greater systems will be capable of both opening and closing all preventers. Master controls will be at the accumulator and will be capable of opening and closing all preventers and the choke line valve (if so equipped).

F. Miscellaneous Information:

The Blow-Out Preventer and related pressure control equipment will be installed, tested and maintained in compliance with the specifications in and requirements of *Onshore Oil & Gas Order Number 2*. The choke manifold and BOP extension rods with hand wheels will be located outside the rig sub-structure. The hydraulic BOP closing unit will be located at least twenty-five (25) feet from the well head but readily accessible to the driller. Exact locations and configurations of the hydraulic BOP closing unit will depend upon the particular rig contracted to drill this hole.

A flare line will be installed after the choke manifold, extending 125 feet (minimum) from the center of the drill hole to a separate flare pit.

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Bill Barrett Corporation

Cement Volume Calculations for the: **SA 5-29D-21**

Surface Hole:

Hole Data:

Total Depth (MD)	=	2,000'
TOC (MD)	=	0'
Hole Diameter	=	12.250''
Casing OD	=	9.625''
Casing ID	=	8.921''
Excess	=	100%

Calculated Data:

Lead Fill	=	1500	ft
Lead Volume	=	83.7	bbl
Tail Fill	=	500	ft
Tail Volume	=	27.9	bbl

Cement Data:

Lead Weight	=	11.00	lbm/gal
Lead Yield	=	3.16	ft^3/sk
Tail Weight	=	14.80	lbm/gal
Tail Yield	=	1.39	ft^3/sk

Proposed Cement Data:

Proposed SX Lead	=	300
Proposed SX Tail	=	230

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Intermediate Hole:

Hole Data:

Total Depth (MD)	=	9,344'
TOC (MD)	=	0'
Hole Diameter	=	8.750''
Casing OD	=	7.000''
Casing ID	=	6.366''
Excess	=	50%

Calculated Data:

Lead Fill	=	7344	ft
Lead Volume	=	202.5	bbl
Tail Fill	=	2000	ft
Tail Volume	=	80.3	bbl

Cement Data:

Lead Weight	=	11.00	lbm/gal
Lead Yield	=	2.31	ft^3/sk
Tail Weight	=	13.50	lbm/gal
Tail Yield	=	1.42	ft^3/sk

Proposed Cement Data:

Proposed SX Lead	=	740
Proposed SX Tail	=	320

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Production Liner: 200' into Intermediate Casing

Hole Data:

Total Depth (MD)	=	13,099'
TOL (MD)	=	9,144'
Hole Diameter	=	6.125''
Liner OD	=	4.500''
Open Hole Excess	=	50%
Casing Excess	=	50%

Calculated Data:

Lead Fill	=	3955	ft
Lead Volume	=	66.9	bbl

Cement Data:

Lead Weight	=	14.30	lbm/gal
Lead Yield	=	1.45	ft^3/sk

Proposed Cement Data:

Proposed SX Lead	=	390

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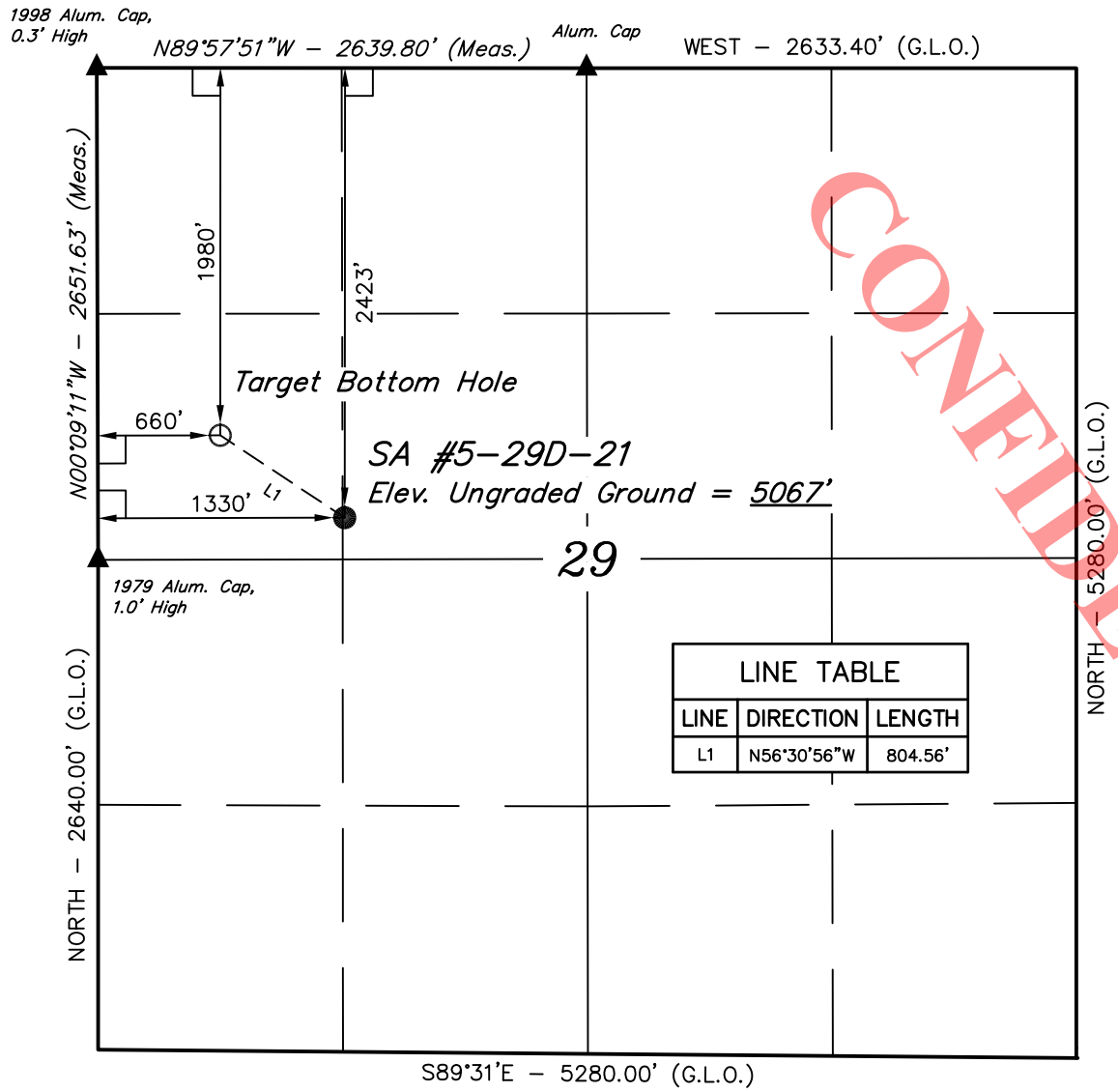
RECEIVED: June 13, 2013

T2S, R1W, U.S.B.&M.



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N56°30'56"W	804.56'

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BILL BARRETT CORPORATION

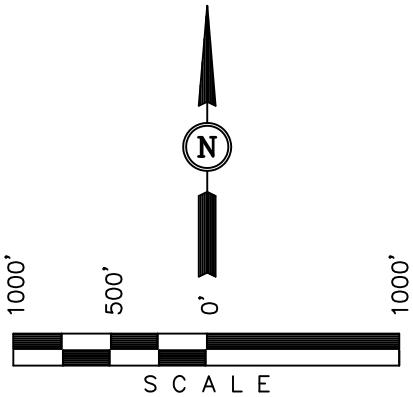
Well location, SA #5–29D–21, located as shown in the SE 1/4 NW 1/4 of Section 29, T2S, R1W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

SPOT ELEVATION LOCATED AT THE NORTHEAST CORNER OF SECTION 20, T3S, R2W, U.S.B.&M. TAKEN FROM THE MYTON, QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5148 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.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REGISTERED LAND SURVEYOR NO. 161319 ROBERT L. KAY STATE OF UTAH

10-02-12

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

SCALE 1" = 1000'	DATE SURVEYED: 09–19–12	DATE DRAWN: 09–21–12
PARTY T.A. T.E. S.F.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BILL BARRETT CORPORATION	

LEGEND:

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

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°16'55.87" (40.282186)	LATITUDE = 40°16'51.48" (40.280967)
LONGITUDE = 110°01'37.87" (110.027186)	LONGITUDE = 110°01'29.22" (110.024783)
NAD 27 (TARGET BOTTOM HOLE)	**NAD 27 (SURFACE LOCATION)**
LATITUDE = 40°16'56.02" (40.282228)	LATITUDE = 40°16'51.63" (40.281008)
LONGITUDE = 110°01'35.33" (110.026481)	LONGITUDE = 110°01'26.68" (110.024078)

API Well Number: 43013520270000

RECEIVED: January 24, 2013

BILL BARRETT CORPORATION

SA #5-29D-21

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 29, T2S, R1W, U.S.B.&M.

PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE — CAMERA ANGLE: WESTERLY

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PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS — CAMERA ANGLE: EASTERLY

- Since 1964 -
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

LOCATION PHOTOS	09 MONTH	25 DAY	12 YEAR	PHOTO
TAKEN BY: B.H.	DRAWN BY: M.B.	REVISED: 00-00-00		

API Well Number: 43013520270000

BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

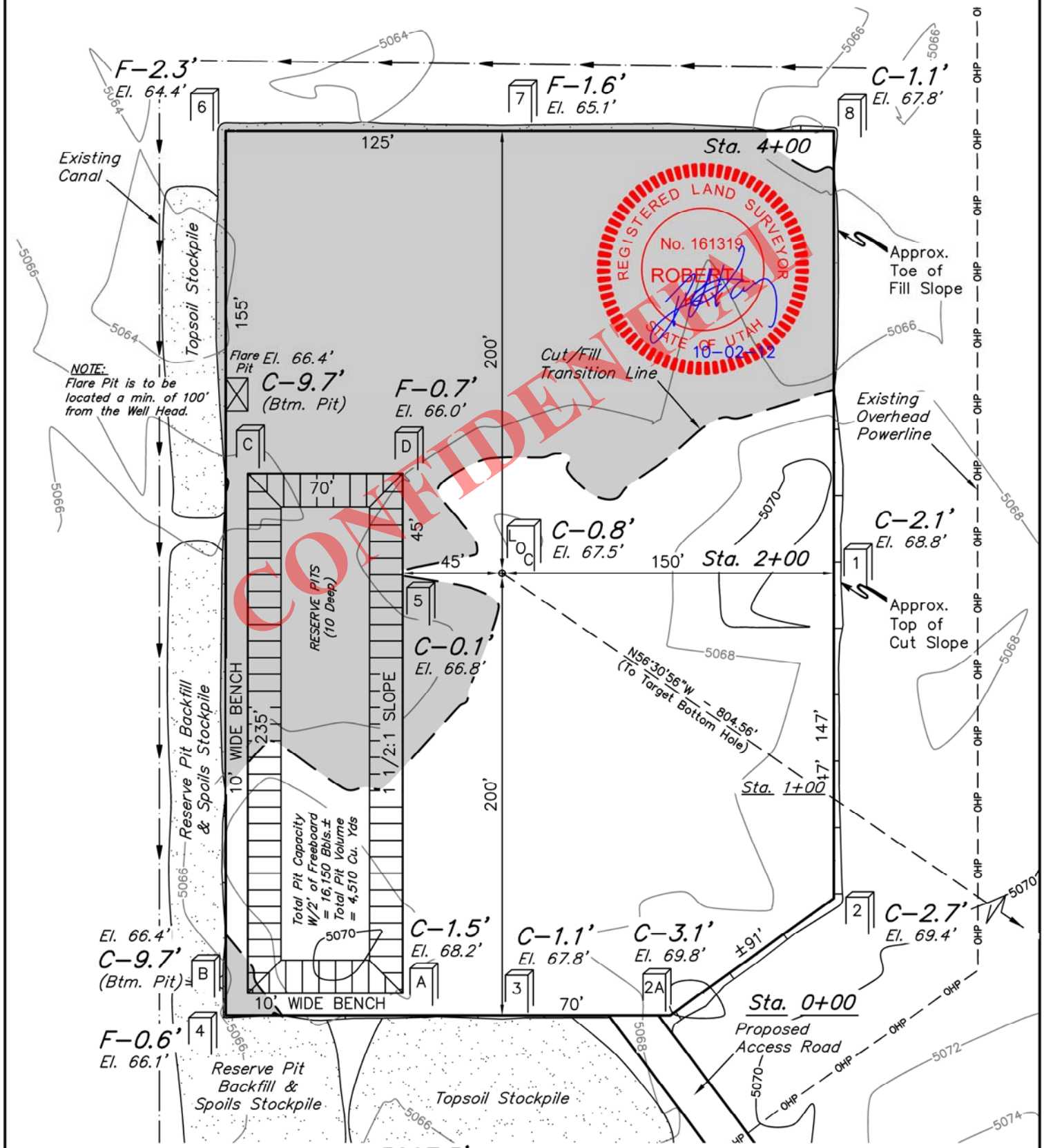
SA #5-29D-21

SECTION 29, T2S, R1W, U.S.B.&M.

2423' FNL, 1330' FWL

FIGURE #1

SCALE: 1" = 60'
DATE: 09-21-12
DRAWN BY: S.F.



Elev. Ungraded Ground At Loc. Stake = 5067.5'

FINISHED GRADE ELEV. AT LOC. STAKE = 5066.7'

UINTAH ENGINEERING & LAND SURVEYING

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

RECEIVED: January 24, 2013

BILL BARRETT CORPORATION

TYPICAL CROSS SECTIONS FOR

SA #5-29D-21

SECTION 29, T2S, R1W, U.S.B.&M.

2423' FNL, 1330' FWL

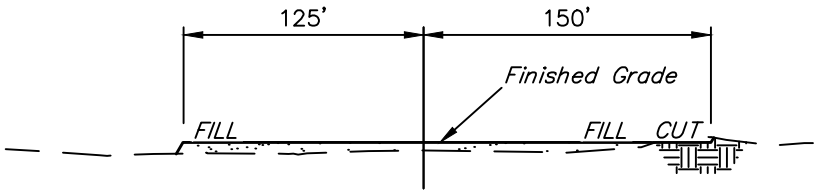
FIGURE #2

1" = 40' X-Section Scale

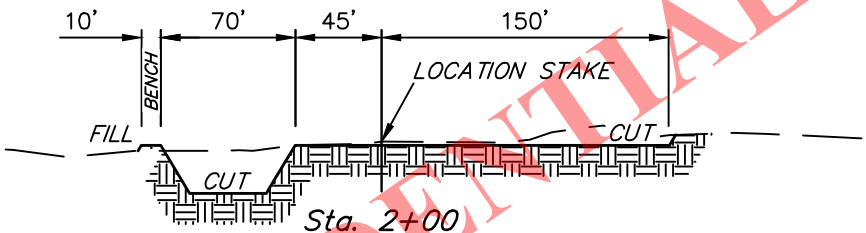
1" = 100'

DATE: 09-21-12
DRAWN BY: S.F.
REV: 12-11-12 K.O.
REV: 01-21-13 R.L.L.

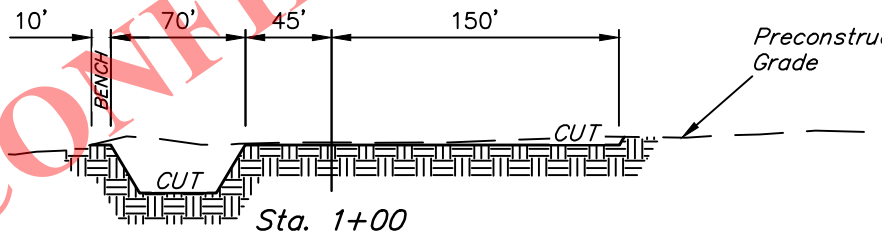
REGISTERED LAND SURVEYOR No. 161319 ROBERT L. KAY STATE OF UTAH 01-22-13



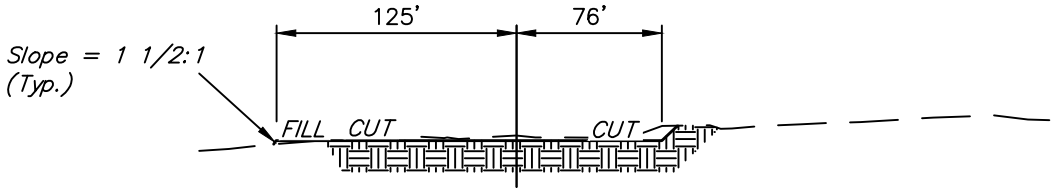
Sta. 4+00



Sta. 2+00



Sta. 1+00



Sta. 0+00

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

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 3.701 ACRES
ACCESS ROAD DISTURBANCE = ± 2.661 ACRES
PIPELINE DISTURBANCE = ± 1.528 ACRES
TOTAL = ± 7.890 ACRES

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping = 2,000 Cu. Yds.
Remaining Location = 5,540 Cu. Yds.
TOTAL CUT = 7,540 CU. YDS.
FILL = 3,280 CU. YDS.

EXCESS MATERIAL = 4,260 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.) = 4,260 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation) = 0 Cu. Yds.

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

RECEIVED: January 24, 2013

BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

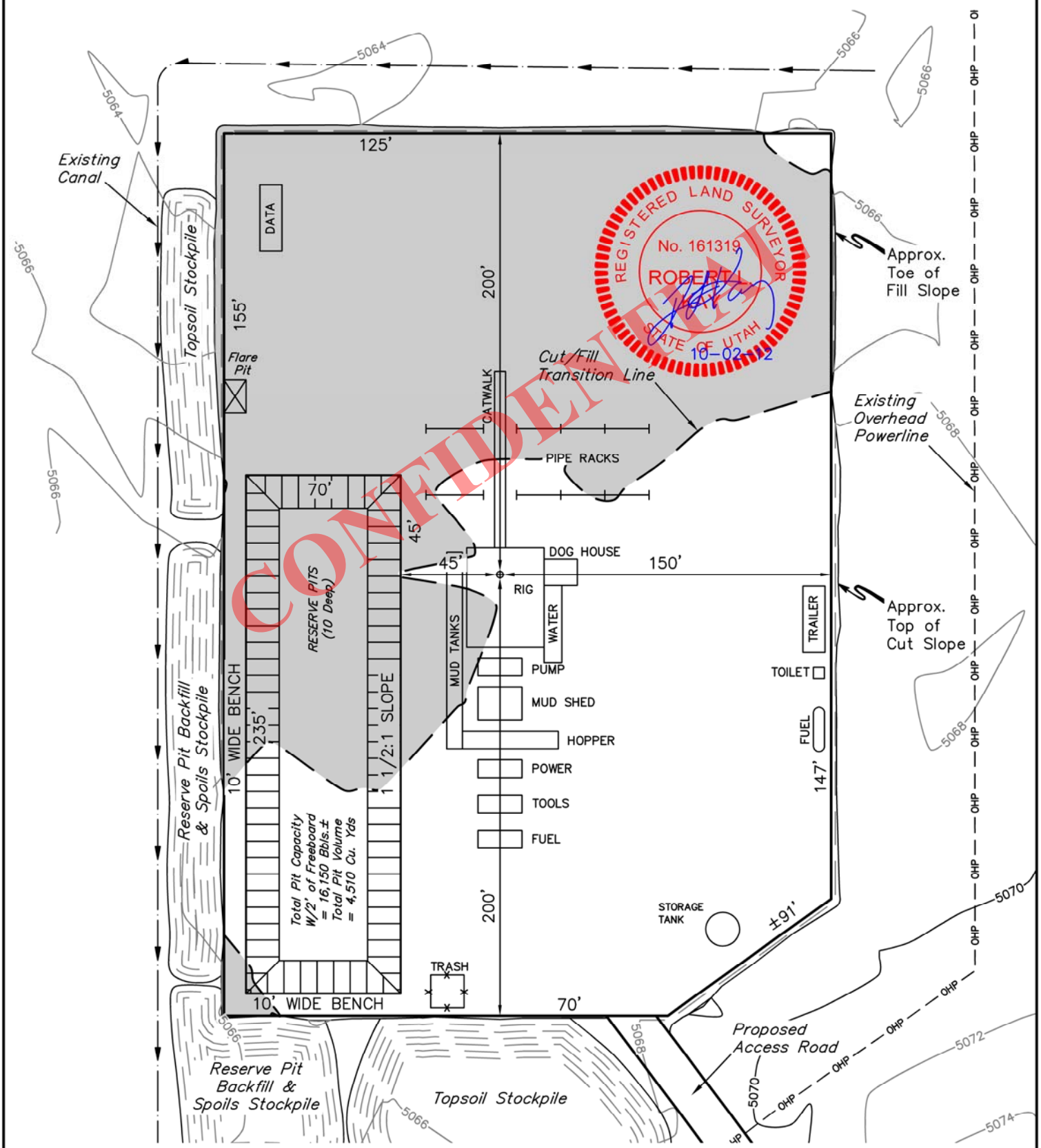
SA #5-29D-21

SECTION 29, T2S, R1W, U.S.B.&M.

2423' FNL, 1330' FWL

FIGURE #3

SCALE: 1" = 60'
DATE: 09-21-12
DRAWN BY: S.F.



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

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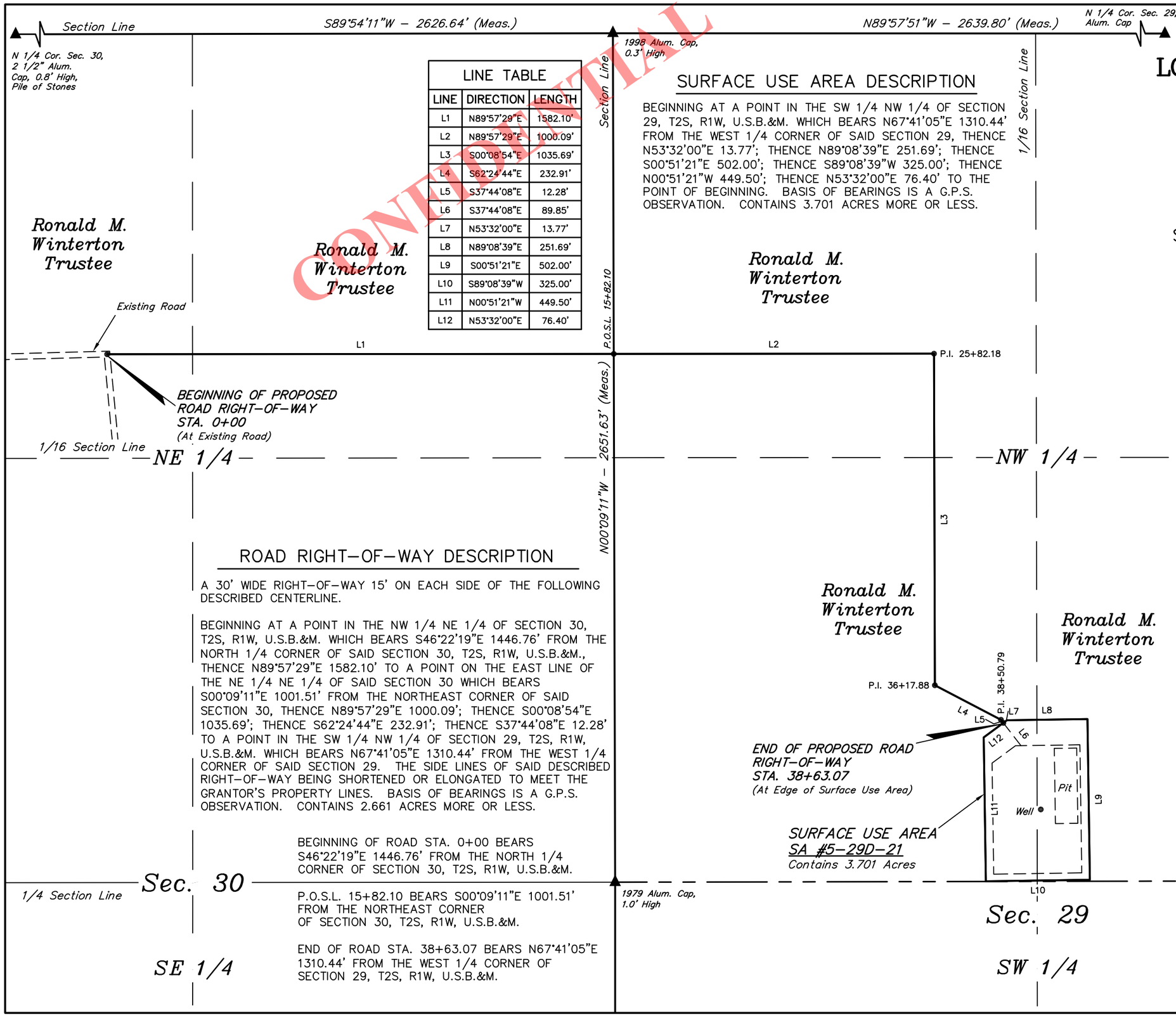


LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N89°57'29"E	1582.10'
L2	N89°57'29"E	1000.09'
L3	S00°08'54"E	1035.69'
L4	S62°24'44"E	232.91'
L5	S37°44'08"E	12.28'
L6	S37°44'08"E	89.85'
L7	N53°32'00"E	13.77'
L8	N89°08'39"E	251.69'
L9	S00°51'21"E	502.00'
L10	S89°08'39"W	325.00'
L11	N00°51'21"W	449.50'
L12	N53°32'00"E	76.40'

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN THE SW 1/4 NW 1/4 OF SECTION 29, T2S, R1W, U.S.B.&M. WHICH BEARS N67°41'05"E 1310.44' FROM THE WEST 1/4 CORNER OF SAID SECTION 29, THENCE N53°32'00"E 13.77'; THENCE N89°08'39"E 251.69'; THENCE S00°51'21"E 502.00'; THENCE S89°08'39"W 325.00'; THENCE N00°51'21"W 449.50'; THENCE N53°32'00"E 76.40' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.701 ACRES MORE OR LESS.

ROAD RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE NW 1/4 NE 1/4 OF SECTION 30, T2S, R1W, U.S.B.&M. WHICH BEARS S46°22'19"E 1446.76' FROM THE NORTH 1/4 CORNER OF SAID SECTION 30, T2S, R1W, U.S.B.&M., THENCE N89°57'29"E 1582.10' TO A POINT ON THE EAST LINE OF THE NE 1/4 NE 1/4 OF SAID SECTION 30 WHICH BEARS S00°09'11"E 1001.51' FROM THE NORTHEAST CORNER OF SAID SECTION 30, THENCE N89°57'29"E 1000.09'; THENCE S00°08'54"E 1035.69'; THENCE S62°24'44"E 232.91'; THENCE S37°44'08"E 12.28' TO A POINT IN THE SW 1/4 NW 1/4 OF SECTION 29, T2S, R1W, U.S.B.&M. WHICH BEARS N67°41'05"E 1310.44' FROM THE WEST 1/4 CORNER OF SAID SECTION 29. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 2.661 ACRES MORE OR LESS.

BEGINNING OF ROAD STA. 0+00 BEARS S46°22'19"E 1446.76' FROM THE NORTH 1/4 CORNER OF SECTION 30, T2S, R1W, U.S.B.&M.

P.O.S.L. 15+82.10 BEARS S00°09'11"E 1001.51' FROM THE NORTHEAST CORNER OF SECTION 30, T2S, R1W, U.S.B.&M.

END OF ROAD STA. 38+63.07 BEARS N67°41'05"E 1310.44' FROM THE WEST 1/4 CORNER OF SECTION 29, T2S, R1W, U.S.B.&M.

BILL BARRETT CORPORATION

LOCATION SURFACE USE AREA & ROAD RIGHT-OF-WAY ON FEE LANDS

(For SA #5-29D-21)

LOCATED IN
SECTIONS 29 & 30, T2S, R1W, U.S.B.&M.
DUCHESNE COUNTY, UTAH

N

300' 150' 0' 300'
SCALE

BASIS OF BEARINGS

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

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
RONALD M. WINTERTON TRUSTEE	3863.07	2.661	234.13

▲ = SECTION CORNERS LOCATED.

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.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

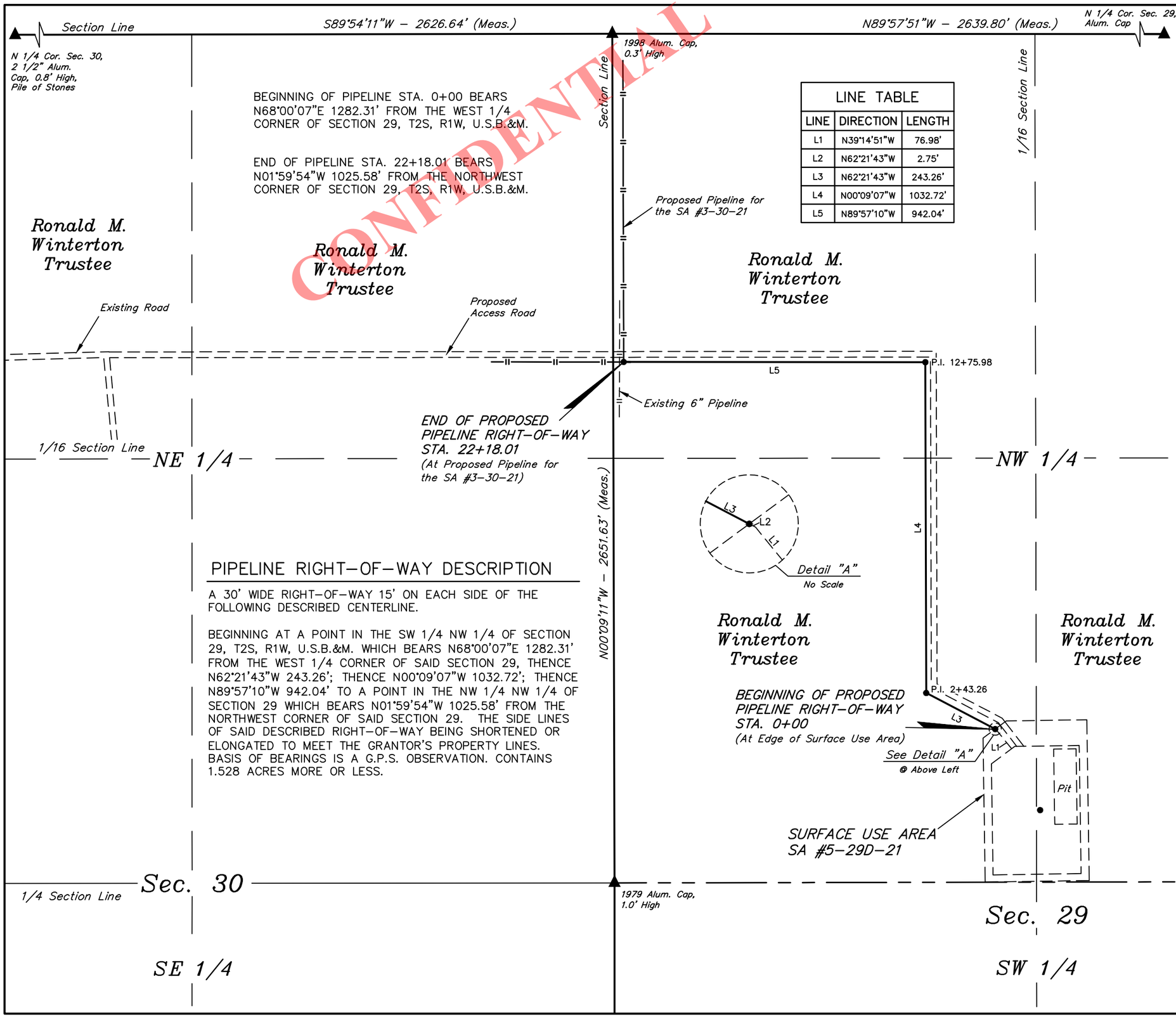
REGISTERED LAND SURVEYOR No. 161319 ROBERT L. KAY STATE OF UTAH 10-02-12

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

SCALE 1" = 300'	DATE 09-21-12
PARTY T.A. T.E. S.F.	REFERENCES G.L.O. PLAT
WEATHER WARM	FILE 5 2 9 6 2

RECEIVED: January 24, 2013

CONFIDENTIAL



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N39°14'51"W	76.98'
L2	N62°21'43"W	2.75'
L3	N62°21'43"W	243.26'
L4	N00°09'07"W	1032.72'
L5	N89°57'10"W	942.04'

PIPELINE RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SW 1/4 NW 1/4 OF SECTION 29, T2S, R1W, U.S.B.&M. WHICH BEARS N68°00'07"E 1282.31' FROM THE WEST 1/4 CORNER OF SAID SECTION 29, THENCE N62°21'43"W 243.26'; THENCE N00°09'07"W 1032.72'; THENCE N89°57'10"W 942.04' TO A POINT IN THE NW 1/4 NW 1/4 OF SECTION 29 WHICH BEARS N01°59'54"W 1025.58' FROM THE NORTHWEST CORNER OF SAID SECTION 29. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.528 ACRES MORE OR LESS.

BILL BARRETT CORPORATION

PIPELINE RIGHT-OF-WAY ON FEE LANDS

(For SA #5-29D-21)

LOCATED IN
SECTION 29, T2S, R1W, U.S.B.&M.
DUCHESNE COUNTY, UTAH

N

300' 150' 0' 300'
SCALE

BASIS OF BEARINGS

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

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
RONALD M. WINTERTON TRUSTEE	2218.01	1.528	134.42

▲ = SECTION CORNERS LOCATED.

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.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

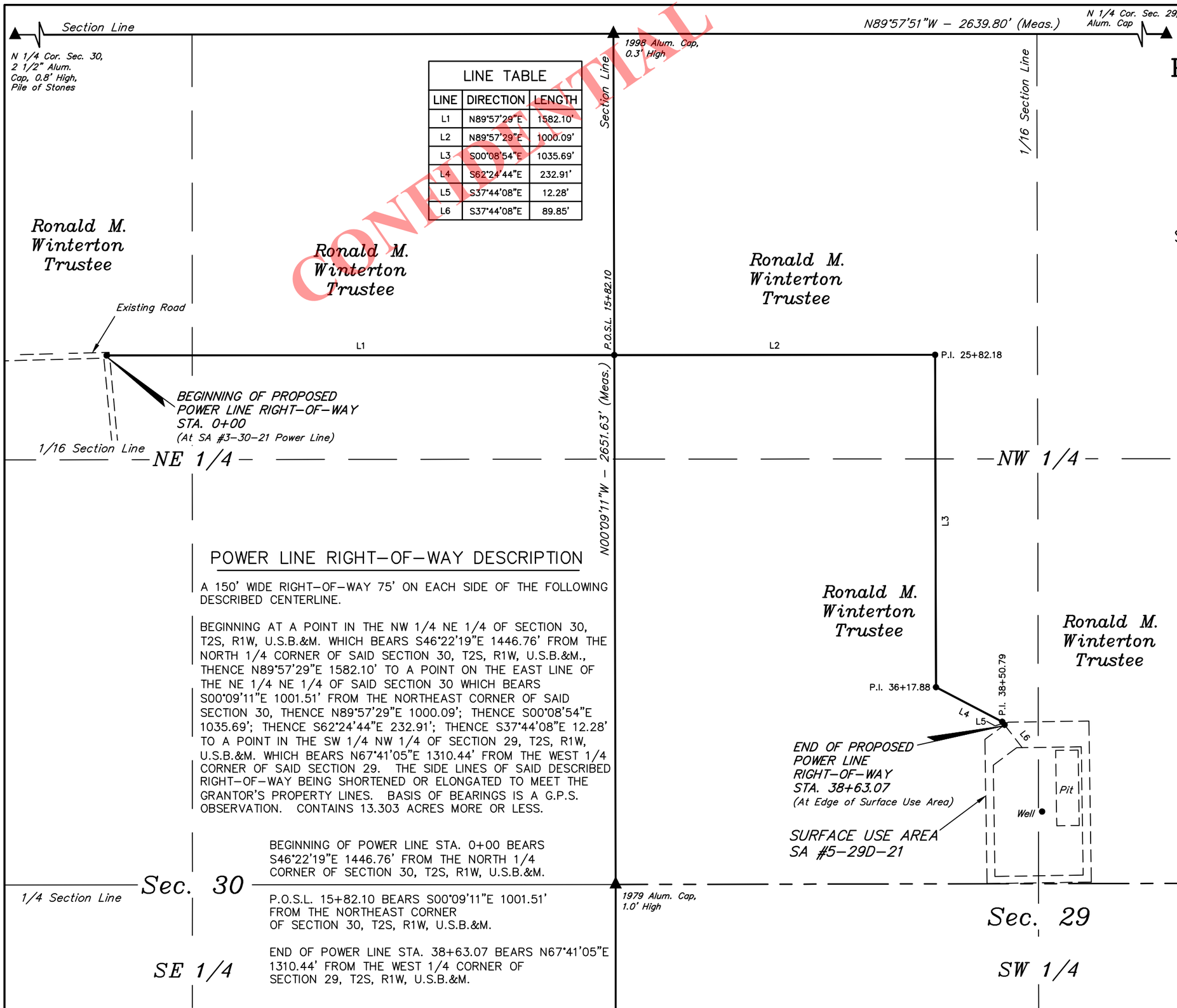
REGISTERED LAND SURVEYOR No. 161319 STATE OF UTAH 01-22-13

REV: 01-21-13 R.L.L.
REV: 12-11-12 K.O.

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

SCALE 1" = 300'	DATE 09-21-12
PARTY T.A. T.E. S.F.	REFERENCES G.L.O. PLAT
WEATHER WARM	FILE 5 2 9 6 3

RECEIVED: January 24, 2013



CONFIDENTIAL

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N89°57'29"E	1582.10'
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L4	S62°24'44"E	232.91'
L5	S37°44'08"E	12.28'
L6	S37°44'08"E	89.85'

POWER LINE RIGHT-OF-WAY DESCRIPTION

A 150' WIDE RIGHT-OF-WAY 75' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE NW 1/4 NE 1/4 OF SECTION 30, T2S, R1W, U.S.B.&M. WHICH BEARS S46°22'19"E 1446.76' FROM THE NORTH 1/4 CORNER OF SAID SECTION 30, T2S, R1W, U.S.B.&M., THENCE N89°57'29"E 1582.10' TO A POINT ON THE EAST LINE OF THE NE 1/4 NE 1/4 OF SAID SECTION 30 WHICH BEARS S00°09'11"E 1001.51' FROM THE NORTHEAST CORNER OF SAID SECTION 30, THENCE N89°57'29"E 1000.09'; THENCE S00°08'54"E 1035.69'; THENCE S62°24'44"E 232.91'; THENCE S37°44'08"E 12.28' TO A POINT IN THE SW 1/4 NW 1/4 OF SECTION 29, T2S, R1W, U.S.B.&M. WHICH BEARS N67°41'05"E 1310.44' FROM THE WEST 1/4 CORNER OF SAID SECTION 29. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 13.303 ACRES MORE OR LESS.

BEGINNING OF POWER LINE STA. 0+00 BEARS S46°22'19"E 1446.76' FROM THE NORTH 1/4 CORNER OF SECTION 30, T2S, R1W, U.S.B.&M.

P.O.S.L. 15+82.10 BEARS S00°09'11"E 1001.51' FROM THE NORTHEAST CORNER OF SECTION 30, T2S, R1W, U.S.B.&M.

END OF POWER LINE STA. 38+63.07 BEARS N67°41'05"E 1310.44' FROM THE WEST 1/4 CORNER OF SECTION 29, T2S, R1W, U.S.B.&M.

BILL BARRETT CORPORATION

POWER LINE RIGHT-OF-WAY ON FEE LANDS

(For SA #5-29D-21)

LOCATED IN
SECTIONS 29 & 30, T2S, R1W, U.S.B.&M.
DUCHESNE COUNTY, UTAH

N

300' 150' 0' 300'
SCALE

BASIS OF BEARINGS

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

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
RONALD M. WINTERTON TRUSTEE	3863.07	13.303	234.13

▲ = SECTION CORNERS LOCATED.

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.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REGISTERED LAND SURVEYOR No. 161319 STATE OF UTAH 12-19-12

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

SCALE 1" = 300'	DATE 12-19-12
PARTY T.A. T.E. K.O.	REFERENCES G.L.O. PLAT
WEATHER WARM	FILE 5 3 4 0 9

RECEIVED: January 24, 2013

BILL BARRETT CORPORATION
SA #5-29D-21
SECTION 29, T2S, R1W, U.S.B.&M.

PROCEED IN A SOUTHERLY, THEN SOUTHWESTERLY DIRECTION FROM ROOSEVELT, UTAH ALONG HIGHWAY 40 APPROXIMATELY 3.1 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTHWEST; TURN RIGHT AND PROCEED IN A NORTHWESTERLY DIRECTION APPROXIMATELY 0.6 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTH; TURN RIGHT AND PROCEED IN A NORTHERLY DIRECTION APPROXIMATELY 0.2 MILES TO THE BEGINNING OF THE PROPOSED ACCESS TO THE EAST; FOLLOW ROAD FLAGS IN AN EASTERLY, THEN SOUTHERLY, THEN SOUTHEASTERLY DIRECTION APPROXIMATELY 3,953' TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM ROOSEVELT, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 4.6 MILES.

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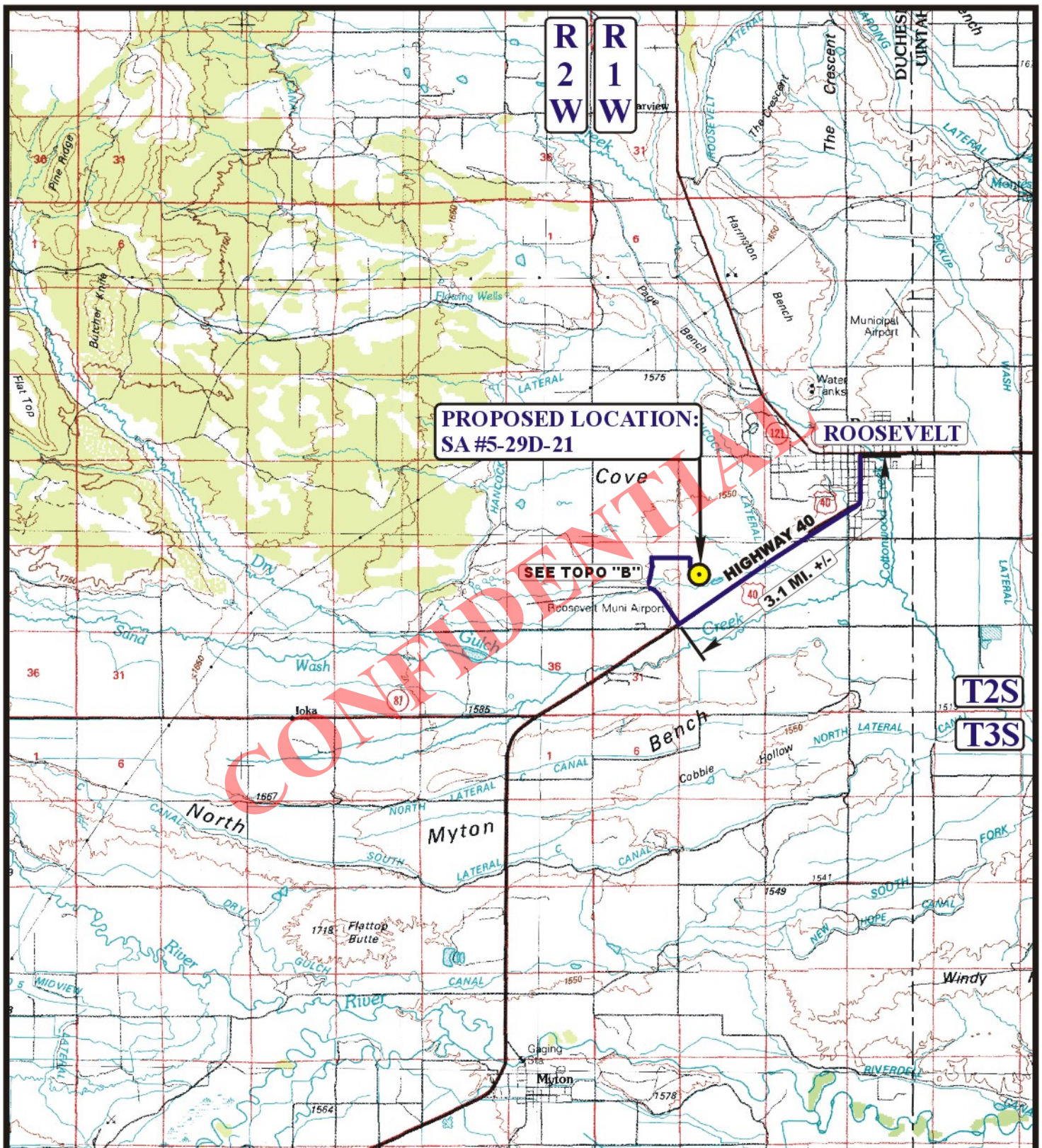
RECEIVED: January 24, 2013

API Well Number: 43013520270000



LEGEND:

PROPOSED LOCATION

N

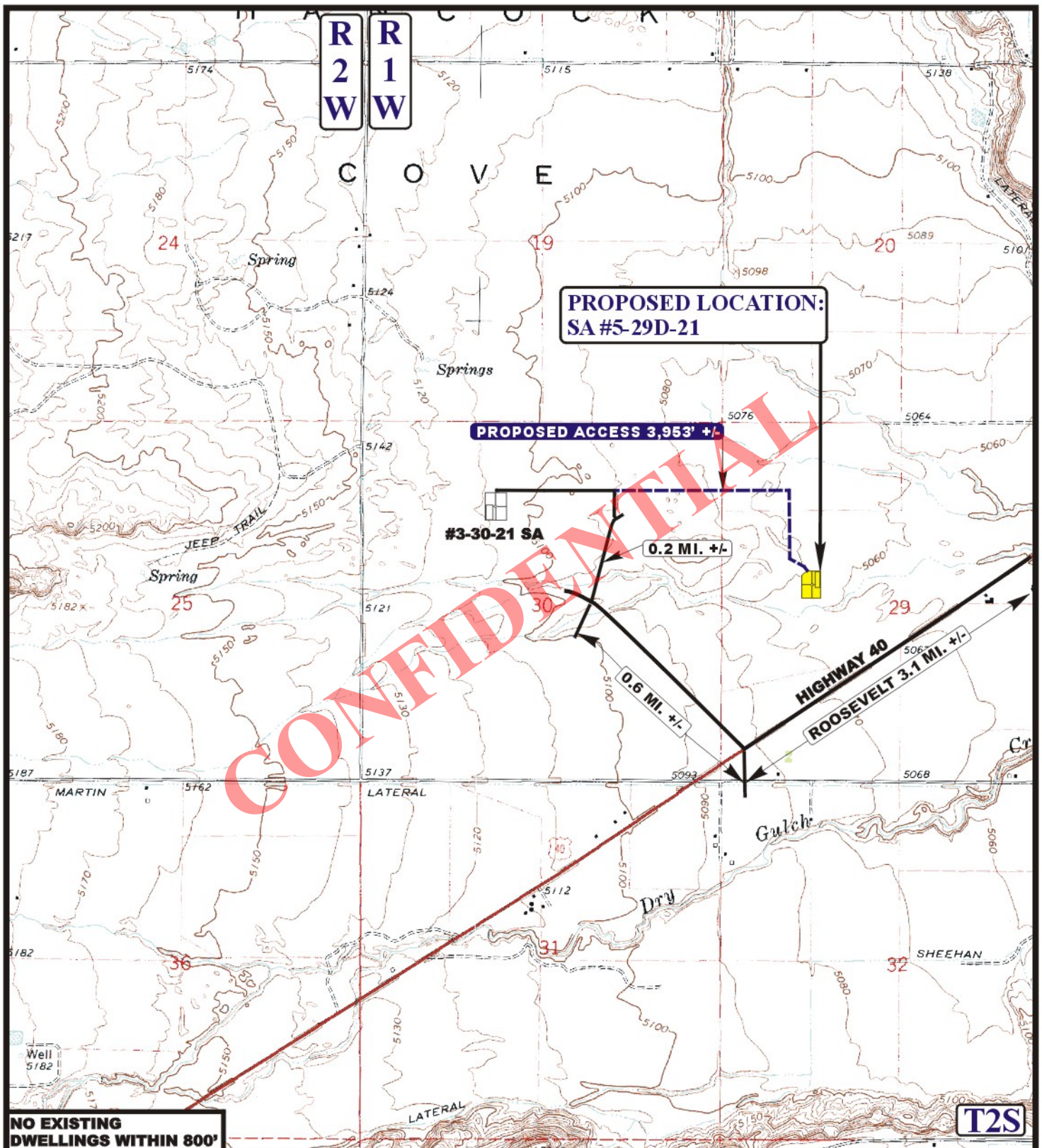
BILL BARRETT CORPORATION

SA #5-29D-21
SECTION 29, T2S, R1W, U.S.B.&M.
2423' FNL, 1330' FWL

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

ACCESS ROAD MAP	09 MONTH	25 DAY	12 YEAR	A TOPO
SCALE: 1:100,000	DRAWN BY: M.B.	REVISED: 00-00-00		

API Well Number: 43013520270000



LEGEND:

EXISTING ROAD
PROPOSED ACCESS ROAD

N

BILL BARRETT CORPORATION

SA #5-29D-21
SECTION 29, T2S, R1W, U.S.B.&M.
2423' FNL, 1330' FWL

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

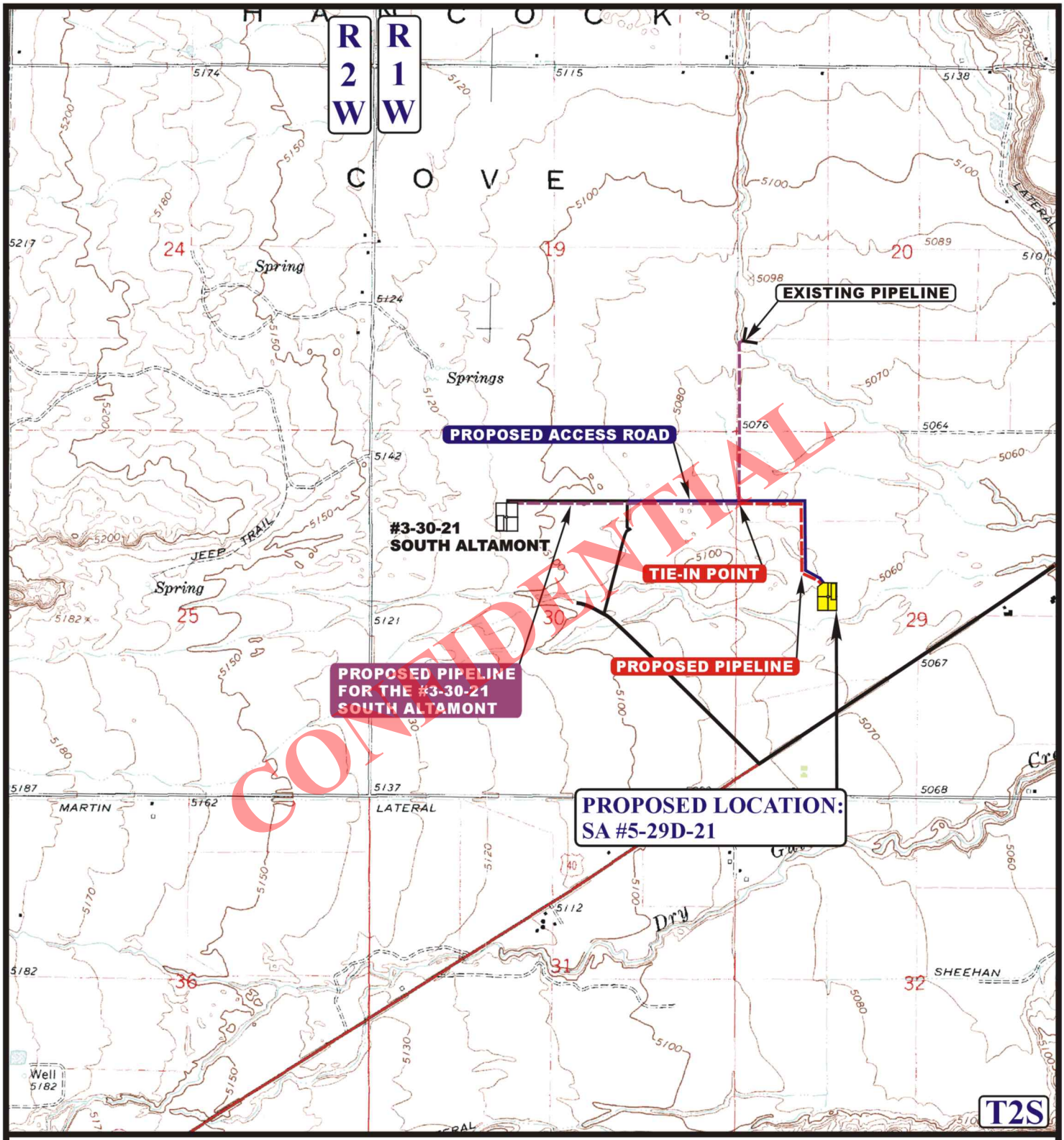
ACCESS ROAD MAP

09	25	12
MONTH	DAY	YEAR

SCALE: 1" = 2000' | DRAWN BY: M.B. | REVISED: 00-00-00

B TOPO

API Well Number: 43013520270000



APPROXIMATE TOTAL PIPELINE DISTANCE = 2,298' +/-

LEGEND:

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

N

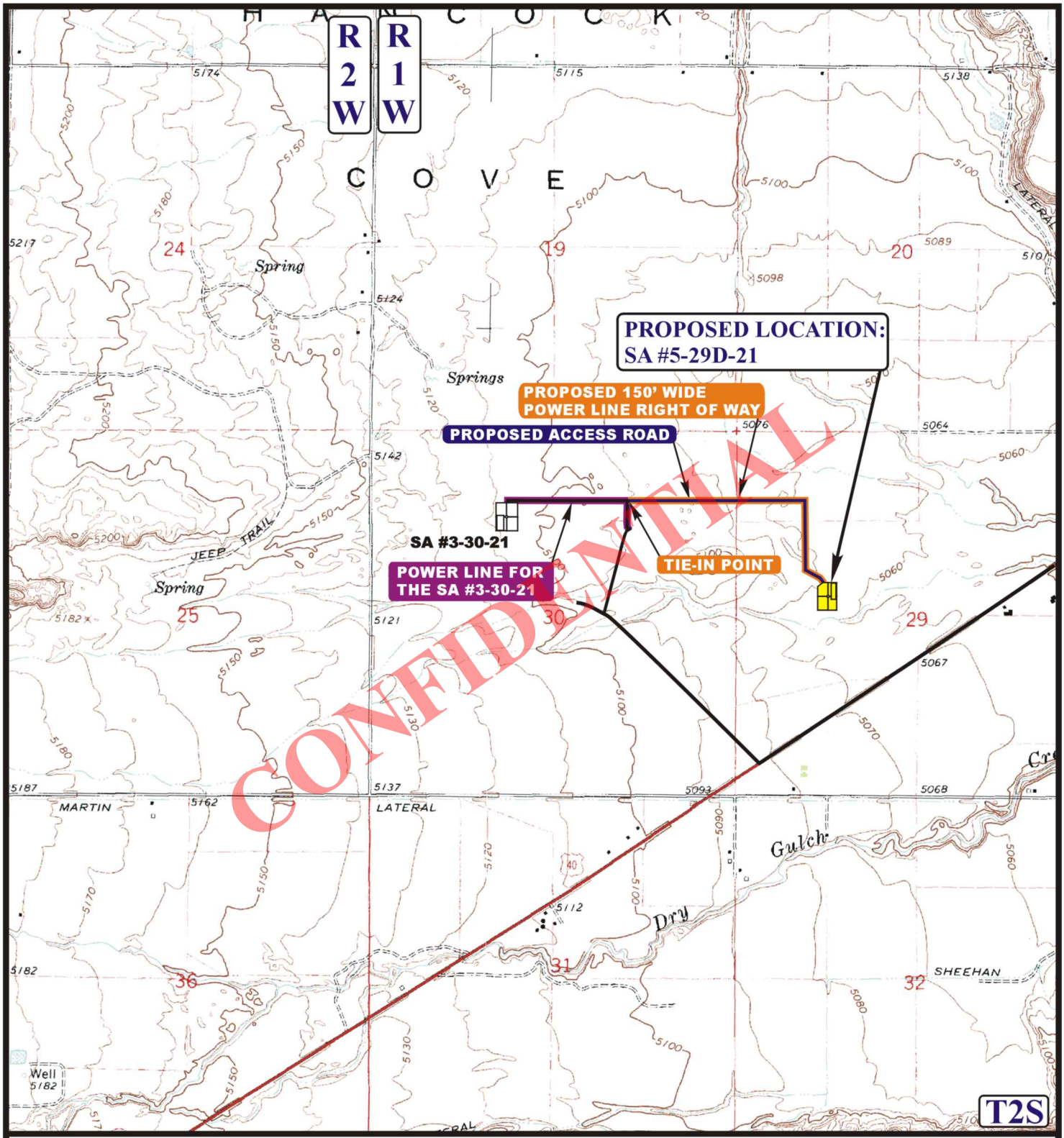
BILL BARRETT CORPORATION

SA #5-29D-21
SECTION 29, T2S, R1W, U.S.B.&M.
2423' FNL, 1330' FWL

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

TOPOGRAPHIC MAP	09 MONTH	25 DAY	12 YEAR	C TOPO
SCALE: 1" = 2000'	DRAWN BY: M.B.	REV: 01-22-13 C.I.		

API Well Number: 43013520270000



APPROXIMATE TOTAL POWER LINE DISTANCE = 3,953' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- PROPOSED POWER LINE
- EXISTING POWER LINE
- POWER LINE (SERVICING OTHER WELLS)

N

BILL BARRETT CORPORATION

SA #5-29D-21
SECTION 29, T2S, R1W, U.S.B.&M.
2423' FNL, 1330' FWL

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

TOPOGRAPHIC MAP	12 MONTH	20 DAY	12 YEAR	D TOPO
SCALE: 1" = 2000'	DRAWN BY: C.I.	REVISED: 00-00-00		

BILL BARRETT CORP

DUCHESNE COUNTY, UT (NAD 27)
SA 5-29D-21
SA 5-29D-21

SA 5-29D-21

Plan: Design #1

Standard Planning Report

24 October, 2012

CONFIDENTIAL

RECEIVED: January 24, 2013

API Well Number: 43013520270000

Bill Barrett Corporation

SITE DETAILS: SA 5-29D-21
South Altamont

Site Latitude: 40° 16' 51.629 N
Site Longitude: 110° 1' 26.681 W

Positional Uncertainity: 0.0
Convergence: 0.95
Local North: True

COMPANY DETAILS: BILL BARRETT CORP

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

WELL DETAILS: SA 5-29D-21
Ground Level: 5067.0

+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
0.0	0.0	712801.81	2411761.76	40° 16' 51.629 N	110° 1' 26.681 W	

WELLBORE TARGET DETAILS (LAT/LONG)

Name	TVD	+N/-S	+E/-W	Latitude	Longitude	Shape
SA 5-29D-21 BTV	7500.0	444.4	-670.4	40° 16' 56.021 N	110° 1' 35.332 W	Rectangle (Sides: L200.0 W200.0)
SA 5-29D-21 PBHL	12997.0	444.4	-670.4	40° 16' 56.021 N	110° 1' 35.332 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	3700.0	0.00	0.00	3700.0	0.0	0.0	0.00	0.00	0.0	
3	4814.9	16.72	303.54	4799.1	89.3	-134.6	1.50	303.54	161.5	
4	6487.4	16.72	303.54	6400.9	355.2	-535.8	0.00	0.00	642.8	
5	7602.3	0.00	0.00	7500.0	444.4	-670.4	1.50	180.00	804.4	SA 5-29D-21 BTV
6	13099.3	0.00	0.00	12997.0	444.4	-670.4	0.00	0.00	804.4	SA 5-29D-21 PBHL

FORMATION TOP DETAILS

TVDPath	MDPath	Formation
4782.0	4797.0	Trona Top
5407.0	5449.6	Trona Base
6607.0	6700.9	Mahogany
7672.0	7774.3	R4
7857.0	7959.3	TGR3
9192.0	9294.3	Black Shale Facies
9332.0	9434.3	Castle Peak
9997.0	10099.3	Wasatch
11702.0	11804.3	Fouch L MKR

CASING DETAILS

No casing data is available

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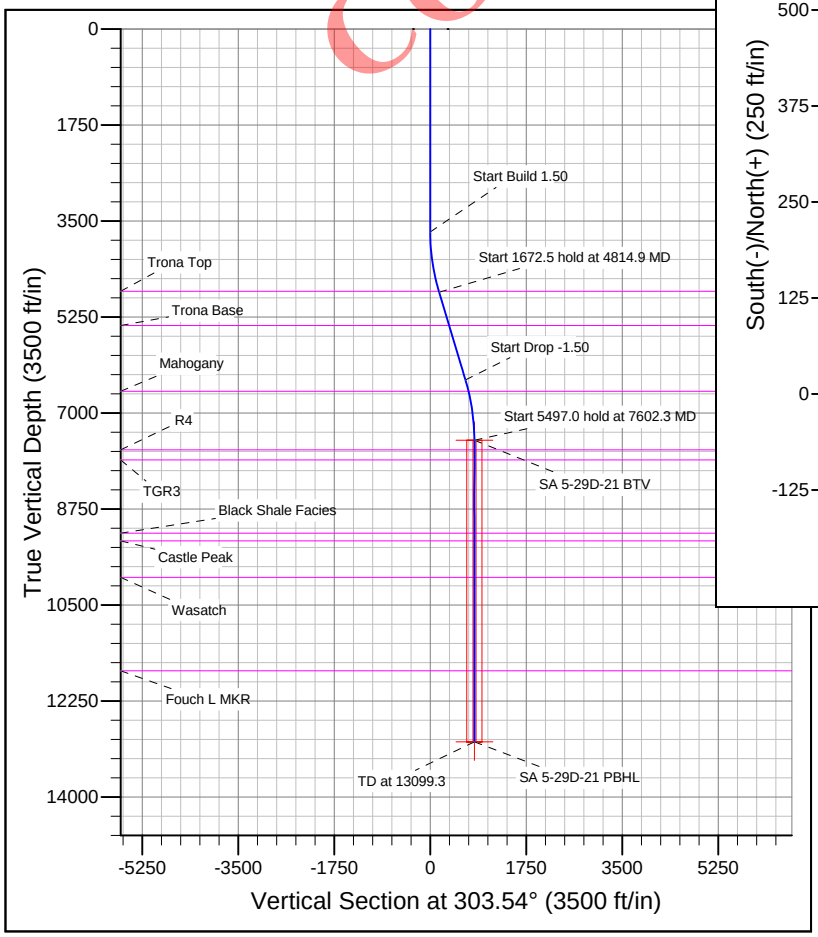

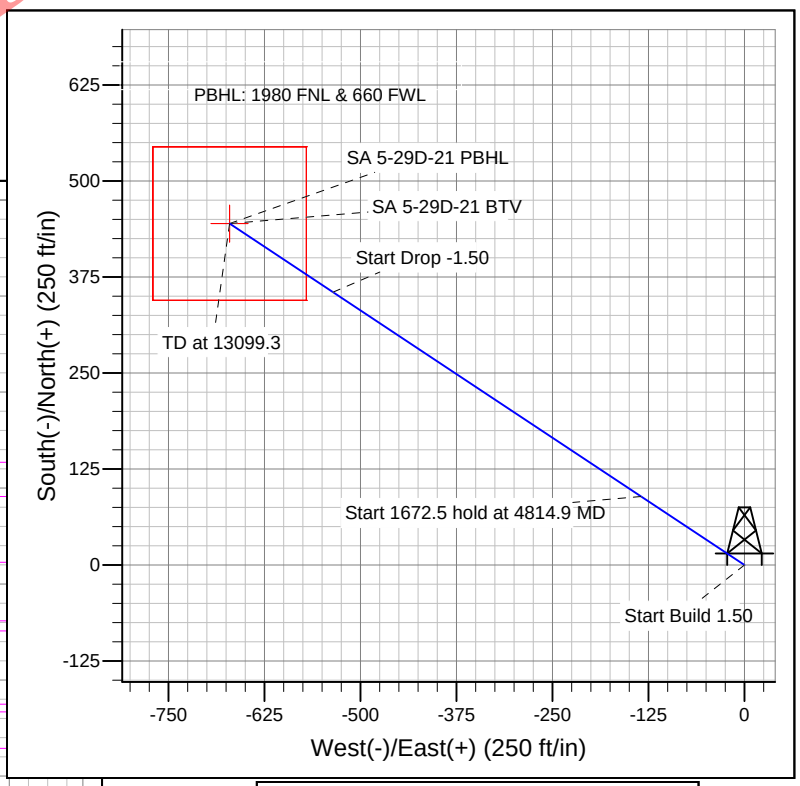

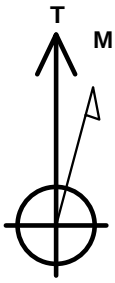

Azimuths to True North
Magnetic North: 11.16°

Magnetic Field
Strength: 52275.5snT
Dip Angle: 65.96°
Date: 10/10/2012
Model: IGRF2010

RECEIVED: January 24, 2013

Bill Barrett Corp

Planning Report

Database:	Compass	**Local Co-ordinate Reference:**	Well SA 5-29D-21
Company:	BILL BARRETT CORP	**TVD Reference:**	KB @ 5082.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	**MD Reference:**	KB @ 5082.0ft (Original Well Elev)
Site:	SA 5-29D-21	**North Reference:**	True
Well:	SA 5-29D-21	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	SA 5-29D-21		
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 SA 5-29D-21

Site Position:		**Northing:**	712,801.81 ft	**Latitude:**	40° 16' 51.629 N
From:	Lat/Long	**Easting:**	2,411,761.76 ft	**Longitude:**	110° 1' 26.681 W
Position Uncertainty:	0.0 ft	**Slot Radius:**	"	**Grid Convergence:**	0.95 °

Well SA 5-29D-21

Well Position	**+N/-S**	0.0 ft	**Northing:**	712,801.81 ft	**Latitude:**	40° 16' 51.629 N
	+E/-W	0.0 ft	**Easting:**	2,411,761.76 ft	**Longitude:**	110° 1' 26.681 W
Position Uncertainty		0.0 ft	**Wellhead Elevation:**	ft	**Ground Level:**	5,067.0 ft

Wellbore SA 5-29D-21

Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	10/10/2012	11.16	65.96	52,275

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	303.54

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	
3,700.0	0.00	0.00	3,700.0	0.0	0.0	0.00	0.00	0.00	0.00	
4,814.9	16.72	303.54	4,799.1	89.3	-134.6	1.50	1.50	0.00	303.54	
6,487.4	16.72	303.54	6,400.9	355.2	-535.8	0.00	0.00	0.00	0.00	
7,602.3	0.00	0.00	7,500.0	444.4	-670.4	1.50	-1.50	0.00	180.00	SA 5-29D-21 BTV
13,099.3	0.00	0.00	12,997.0	444.4	-670.4	0.00	0.00	0.00	0.00	SA 5-29D-21 PBHL

CONFIDENTIAL

RECEIVED: January 24, 2013

Bill Barrett Corp

Planning Report

Database:	Compass	**Local Co-ordinate Reference:**	Well SA 5-29D-21
Company:	BILL BARRETT CORP	**TVD Reference:**	KB @ 5082.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	**MD Reference:**	KB @ 5082.0ft (Original Well Elev)
Site:	SA 5-29D-21	**North Reference:**	True
Well:	SA 5-29D-21	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	SA 5-29D-21		
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	0.00	0.00	2,100.0	0.0	0.0	0.0	0.00	0.00	0.00
2,200.0	0.00	0.00	2,200.0	0.0	0.0	0.0	0.00	0.00	0.00
2,300.0	0.00	0.00	2,300.0	0.0	0.0	0.0	0.00	0.00	0.00
2,400.0	0.00	0.00	2,400.0	0.0	0.0	0.0	0.00	0.00	0.00
2,500.0	0.00	0.00	2,500.0	0.0	0.0	0.0	0.00	0.00	0.00
2,600.0	0.00	0.00	2,600.0	0.0	0.0	0.0	0.00	0.00	0.00
2,700.0	0.00	0.00	2,700.0	0.0	0.0	0.0	0.00	0.00	0.00
2,800.0	0.00	0.00	2,800.0	0.0	0.0	0.0	0.00	0.00	0.00
2,900.0	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	1.50	303.54	3,800.0	0.7	-1.1	1.3	1.50	1.50	0.00
3,900.0	3.00	303.54	3,899.9	2.9	-4.4	5.2	1.50	1.50	0.00
4,000.0	4.50	303.54	3,999.7	6.5	-9.8	11.8	1.50	1.50	0.00
4,100.0	6.00	303.54	4,099.3	11.6	-17.4	20.9	1.50	1.50	0.00
4,200.0	7.50	303.54	4,198.6	18.1	-27.2	32.7	1.50	1.50	0.00
4,300.0	9.00	303.54	4,297.5	26.0	-39.2	47.0	1.50	1.50	0.00
4,400.0	10.50	303.54	4,396.1	35.3	-53.3	64.0	1.50	1.50	0.00
4,500.0	12.00	303.54	4,494.2	46.1	-69.6	83.5	1.50	1.50	0.00
4,600.0	13.50	303.54	4,591.7	58.3	-88.0	105.5	1.50	1.50	0.00
4,700.0	15.00	303.54	4,688.6	71.9	-108.5	130.2	1.50	1.50	0.00
4,797.0	16.46	303.54	4,782.0	86.4	-130.4	156.5	1.50	1.50	0.00
Trona Top									
4,800.0	16.50	303.54	4,784.9	86.9	-131.1	157.3	1.50	1.50	0.00
4,814.9	16.72	303.54	4,799.1	89.3	-134.6	161.5	1.50	1.50	0.00
4,900.0	16.72	303.54	4,880.6	102.8	-155.1	186.0	0.00	0.00	0.00
5,000.0	16.72	303.54	4,976.4	118.7	-179.0	214.8	0.00	0.00	0.00

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RECEIVED: January 24, 2013

Bill Barrett Corp

Planning Report

Database:	Compass	**Local Co-ordinate Reference:**	Well SA 5-29D-21
Company:	BILL BARRETT CORP	**TVD Reference:**	KB @ 5082.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	**MD Reference:**	KB @ 5082.0ft (Original Well Elev)
Site:	SA 5-29D-21	**North Reference:**	True
Well:	SA 5-29D-21	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	SA 5-29D-21		
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)
5,100.0	16.72	303.54	5,072.2	134.6	-203.0	243.6	0.00	0.00	0.00
5,200.0	16.72	303.54	5,168.0	150.5	-227.0	272.4	0.00	0.00	0.00
5,300.0	16.72	303.54	5,263.7	166.4	-251.0	301.1	0.00	0.00	0.00
5,400.0	16.72	303.54	5,359.5	182.3	-275.0	329.9	0.00	0.00	0.00
5,449.6	16.72	303.54	5,407.0	190.2	-286.9	344.2	0.00	0.00	0.00
Trona Base									
5,500.0	16.72	303.54	5,455.3	198.2	-299.0	358.7	0.00	0.00	0.00
5,600.0	16.72	303.54	5,551.0	214.1	-322.9	387.5	0.00	0.00	0.00
5,700.0	16.72	303.54	5,646.8	230.0	-346.9	416.2	0.00	0.00	0.00
5,800.0	16.72	303.54	5,742.6	245.9	-370.9	445.0	0.00	0.00	0.00
5,900.0	16.72	303.54	5,838.3	261.8	-394.9	473.8	0.00	0.00	0.00
6,000.0	16.72	303.54	5,934.1	277.7	-418.9	502.6	0.00	0.00	0.00
6,100.0	16.72	303.54	6,029.9	293.6	-442.9	531.3	0.00	0.00	0.00
6,200.0	16.72	303.54	6,125.7	309.5	-466.8	560.1	0.00	0.00	0.00
6,300.0	16.72	303.54	6,221.4	325.4	-490.8	588.9	0.00	0.00	0.00
6,400.0	16.72	303.54	6,317.2	341.3	-514.8	617.7	0.00	0.00	0.00
6,487.4	16.72	303.54	6,400.9	355.2	-535.8	642.8	0.00	0.00	0.00
6,500.0	16.53	303.54	6,413.0	357.2	-538.8	646.4	1.50	-1.50	0.00
6,600.0	15.03	303.54	6,509.2	372.2	-561.5	673.6	1.50	-1.50	0.00
6,700.0	13.53	303.54	6,606.1	385.8	-582.0	698.3	1.50	-1.50	0.00
6,700.9	13.52	303.54	6,607.0	385.9	-582.2	698.5	1.50	-1.50	0.00
Mahogany									
6,800.0	12.03	303.54	6,703.6	398.0	-600.5	720.4	1.50	-1.50	0.00
6,900.0	10.53	303.54	6,801.7	408.9	-616.8	740.0	1.50	-1.50	0.00
7,000.0	9.03	303.54	6,900.2	418.2	-630.9	757.0	1.50	-1.50	0.00
7,100.0	7.53	303.54	6,999.2	426.2	-642.9	771.4	1.50	-1.50	0.00
7,200.0	6.03	303.54	7,098.5	432.7	-652.8	783.2	1.50	-1.50	0.00
7,300.0	4.53	303.54	7,198.1	437.8	-660.5	792.4	1.50	-1.50	0.00
7,400.0	3.03	303.54	7,297.8	441.5	-666.0	799.0	1.50	-1.50	0.00
7,500.0	1.53	303.54	7,397.8	443.7	-669.3	803.0	1.50	-1.50	0.00
7,600.0	0.03	303.54	7,497.7	444.4	-670.4	804.4	1.50	-1.50	0.00
7,602.3	0.00	0.00	7,500.0	444.4	-670.4	804.4	1.50	-1.50	2,499.70
SA 5-29D-21 BTV									
7,700.0	0.00	0.00	7,597.7	444.4	-670.4	804.4	0.00	0.00	0.00
7,774.3	0.00	0.00	7,672.0	444.4	-670.4	804.4	0.00	0.00	0.00
R4									
7,800.0	0.00	0.00	7,697.7	444.4	-670.4	804.4	0.00	0.00	0.00
7,900.0	0.00	0.00	7,797.7	444.4	-670.4	804.4	0.00	0.00	0.00
7,959.3	0.00	0.00	7,857.0	444.4	-670.4	804.4	0.00	0.00	0.00
TGR3									
8,000.0	0.00	0.00	7,897.7	444.4	-670.4	804.4	0.00	0.00	0.00
8,100.0	0.00	0.00	7,997.7	444.4	-670.4	804.4	0.00	0.00	0.00
8,200.0	0.00	0.00	8,097.7	444.4	-670.4	804.4	0.00	0.00	0.00
8,300.0	0.00	0.00	8,197.7	444.4	-670.4	804.4	0.00	0.00	0.00
8,400.0	0.00	0.00	8,297.7	444.4	-670.4	804.4	0.00	0.00	0.00
8,500.0	0.00	0.00	8,397.7	444.4	-670.4	804.4	0.00	0.00	0.00
8,600.0	0.00	0.00	8,497.7	444.4	-670.4	804.4	0.00	0.00	0.00
8,700.0	0.00	0.00	8,597.7	444.4	-670.4	804.4	0.00	0.00	0.00
8,800.0	0.00	0.00	8,697.7	444.4	-670.4	804.4	0.00	0.00	0.00
8,900.0	0.00	0.00	8,797.7	444.4	-670.4	804.4	0.00	0.00	0.00
9,000.0	0.00	0.00	8,897.7	444.4	-670.4	804.4	0.00	0.00	0.00
9,100.0	0.00	0.00	8,997.7	444.4	-670.4	804.4	0.00	0.00	0.00
9,200.0	0.00	0.00	9,097.7	444.4	-670.4	804.4	0.00	0.00	0.00

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RECEIVED: January 24, 2013

Bill Barrett Corp

Planning Report

Database:	Compass	**Local Co-ordinate Reference:**	Well SA 5-29D-21
Company:	BILL BARRETT CORP	**TVD Reference:**	KB @ 5082.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	**MD Reference:**	KB @ 5082.0ft (Original Well Elev)
Site:	SA 5-29D-21	**North Reference:**	True
Well:	SA 5-29D-21	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	SA 5-29D-21		
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)
9,294.3	0.00	0.00	9,192.0	444.4	-670.4	804.4	0.00	0.00	0.00
Black Shale Facies									
9,300.0	0.00	0.00	9,197.7	444.4	-670.4	804.4	0.00	0.00	0.00
9,400.0	0.00	0.00	9,297.7	444.4	-670.4	804.4	0.00	0.00	0.00
9,434.3	0.00	0.00	9,332.0	444.4	-670.4	804.4	0.00	0.00	0.00
Castle Peak									
9,500.0	0.00	0.00	9,397.7	444.4	-670.4	804.4	0.00	0.00	0.00
9,600.0	0.00	0.00	9,497.7	444.4	-670.4	804.4	0.00	0.00	0.00
9,700.0	0.00	0.00	9,597.7	444.4	-670.4	804.4	0.00	0.00	0.00
9,800.0	0.00	0.00	9,697.7	444.4	-670.4	804.4	0.00	0.00	0.00
9,900.0	0.00	0.00	9,797.7	444.4	-670.4	804.4	0.00	0.00	0.00
10,000.0	0.00	0.00	9,897.7	444.4	-670.4	804.4	0.00	0.00	0.00
10,099.3	0.00	0.00	9,997.0	444.4	-670.4	804.4	0.00	0.00	0.00
Wasatch									
10,100.0	0.00	0.00	9,997.7	444.4	-670.4	804.4	0.00	0.00	0.00
10,200.0	0.00	0.00	10,097.7	444.4	-670.4	804.4	0.00	0.00	0.00
10,300.0	0.00	0.00	10,197.7	444.4	-670.4	804.4	0.00	0.00	0.00
10,400.0	0.00	0.00	10,297.7	444.4	-670.4	804.4	0.00	0.00	0.00
10,500.0	0.00	0.00	10,397.7	444.4	-670.4	804.4	0.00	0.00	0.00
10,600.0	0.00	0.00	10,497.7	444.4	-670.4	804.4	0.00	0.00	0.00
10,700.0	0.00	0.00	10,597.7	444.4	-670.4	804.4	0.00	0.00	0.00
10,800.0	0.00	0.00	10,697.7	444.4	-670.4	804.4	0.00	0.00	0.00
10,900.0	0.00	0.00	10,797.7	444.4	-670.4	804.4	0.00	0.00	0.00
11,000.0	0.00	0.00	10,897.7	444.4	-670.4	804.4	0.00	0.00	0.00
11,100.0	0.00	0.00	10,997.7	444.4	-670.4	804.4	0.00	0.00	0.00
11,200.0	0.00	0.00	11,097.7	444.4	-670.4	804.4	0.00	0.00	0.00
11,300.0	0.00	0.00	11,197.7	444.4	-670.4	804.4	0.00	0.00	0.00
11,400.0	0.00	0.00	11,297.7	444.4	-670.4	804.4	0.00	0.00	0.00
11,500.0	0.00	0.00	11,397.7	444.4	-670.4	804.4	0.00	0.00	0.00
11,600.0	0.00	0.00	11,497.7	444.4	-670.4	804.4	0.00	0.00	0.00
11,700.0	0.00	0.00	11,597.7	444.4	-670.4	804.4	0.00	0.00	0.00
11,800.0	0.00	0.00	11,697.7	444.4	-670.4	804.4	0.00	0.00	0.00
11,804.3	0.00	0.00	11,702.0	444.4	-670.4	804.4	0.00	0.00	0.00
Fouch L MKR									
11,900.0	0.00	0.00	11,797.7	444.4	-670.4	804.4	0.00	0.00	0.00
12,000.0	0.00	0.00	11,897.7	444.4	-670.4	804.4	0.00	0.00	0.00
12,100.0	0.00	0.00	11,997.7	444.4	-670.4	804.4	0.00	0.00	0.00
12,200.0	0.00	0.00	12,097.7	444.4	-670.4	804.4	0.00	0.00	0.00
12,300.0	0.00	0.00	12,197.7	444.4	-670.4	804.4	0.00	0.00	0.00
12,400.0	0.00	0.00	12,297.7	444.4	-670.4	804.4	0.00	0.00	0.00
12,500.0	0.00	0.00	12,397.7	444.4	-670.4	804.4	0.00	0.00	0.00
12,600.0	0.00	0.00	12,497.7	444.4	-670.4	804.4	0.00	0.00	0.00
12,700.0	0.00	0.00	12,597.7	444.4	-670.4	804.4	0.00	0.00	0.00
12,800.0	0.00	0.00	12,697.7	444.4	-670.4	804.4	0.00	0.00	0.00
12,900.0	0.00	0.00	12,797.7	444.4	-670.4	804.4	0.00	0.00	0.00
13,000.0	0.00	0.00	12,897.7	444.4	-670.4	804.4	0.00	0.00	0.00
13,099.3	0.00	0.00	12,997.0	444.4	-670.4	804.4	0.00	0.00	0.00
SA 5-29D-21 PBHL									

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Bill Barrett Corp

Planning Report

Database:	Compass	**Local Co-ordinate Reference:**	Well SA 5-29D-21
Company:	BILL BARRETT CORP	**TVD Reference:**	KB @ 5082.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	**MD Reference:**	KB @ 5082.0ft (Original Well Elev)
Site:	SA 5-29D-21	**North Reference:**	True
Well:	SA 5-29D-21	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	SA 5-29D-21		
Design:	Design #1		

Formations

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
4,797.0	4,782.0	Trona Top		0.00	
5,449.6	5,407.0	Trona Base		0.00	
6,700.9	6,607.0	Mahogany		0.00	
7,774.3	7,672.0	R4		0.00	
7,959.3	7,857.0	TGR3		0.00	
9,294.3	9,192.0	Black Shale Facies		0.00	
9,434.3	9,332.0	Castle Peak		0.00	
10,099.3	9,997.0	Wasatch		0.00	
11,804.3	11,702.0	Fouch L MKR		0.00	

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RECEIVED: January 24, 2013

Ent 455794 Bk A671 Pg 483
Date: 13-FEB-2013 2:03:11PM
Fee: $18.00 Check
Filed By: CBM
CAROLYNE MADSEN, Recorder
DUCHESNE COUNTY CORPORATION
For: GREENSHELL (JAKE)

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 21 day of December, 2012, by and between **Ronald M. Winterton and Lori Jo Winterton, Trustees of the Ronald M. Winterton Revocable Trust and as Trustees of the Lori Jo Winterton Revocable Trust,** PO Box 523, Roosevelt, Utah 84066 ("Surface Owner") and **Bill Barrett Corporation**, 1099 18th Street, Suite 2300, Denver CO 80202 ("BBC").

WITNESSETH THAT:

WHEREAS, BBC owns undivided interests in certain oil and gas leases ("leases") covering and affecting portions of Section 29, Township 2 South, Range 1 West, USM, of Duchesne County, Utah; and,

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

WHEREAS, BBC, pursuant to its rights under the Leases, intends to drill the **#5-29D-21 South Altamont well** at a legal drill-site location in the **NW/4 Section 29, Township 2 South, Range 1 West, USM, Duchesne County, Utah**; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of the Section 29, Township 2 South, Range 1 West, USM, Duchesne County, Utah, and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,

WHEREAS, BBC has agreed to reimburse Surface Owner for actual damages and injuries to all crops, timber, fences and other improvements located on the surface which results from BBC's operations hereunder, provided that BBC shall not be held liable or responsible for acts of providence or occurrences beyond BBC's control, such payment to be made upon commencement of operations to construct the wellsite pad; so,

NOW, THEREFORE, in consideration of TEN (10) AND MORE DOLLARS ($10.00) and other good and valuable consideration paid by BBC to Surface Owner, the receipt and sufficiency of which is hereby acknowledged, said Surface Owner does hereby release BBC, its agents, employees, licensees, permittees, successors and assigns from all claims for damages as hereinafter provided, which are occasioned by any drilling, testing, completing, producing, operating, reworking and abandoning operations conducted by BBC at the above mentioned well, and agrees that BBC, its agents, employees, licensees, permittees, successors and assigns, may enter upon said premises and construct and maintain such roadways, bridges, and other means of access as are necessary to enable BBC on said location, for the purpose of erecting all necessary surface equipment, including but not limited to separators and tank battery storage facilities and other related facilities for the operating of the subject well or any other well(s) operated by BBC in the general area. Said location and road to be located as shown on Exhibit "A" attached hereto.

For the same consideration, Surface Owner does hereby grant and convey unto BBC, its successors and assigns, the right, at any time and from time to time, to lay, construct, reconstruct, replace, renew, operate, maintain, repair, change the size of, and remove a pipeline or pipelines for the transportation of oil, petroleum or any of its products, gas, water, saltwater and other substances, or any byproducts thereof, along,

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API Well Number: 43013520270000

over, through, upon under and across the route of any such lines constructed hereunder, together with rights of ingress and egress to and from said line or lines for the purposes aforesaid. Such pipeline or pipelines to be buried to a depth of at least three feet below the surface. Such pipeline or pipelines to be constructed within the boundaries of the right-of-way granted herein as shown on Exhibit "B" attached hereto. Ent 455794 Bk A0671 Pg 0484

Surface Owner hereby releases BBC, its successors and assigns, from any and all damages and claims asserted. The consideration paid by BBC to Surface Owner is accepted by Surface Owner as full and final satisfaction for any and all damages and claims for damages to the surface which result from any of BBC's operations and privileges granted under the above Leases. Surface Owner hereby waives the right to collect any further and additional damages that may hereafter be asserted in connection with BBC's use of the land as further described on Exhibit "A" attached hereto and agrees to accept in lieu of any such future claims the agreed upon payment provided for in this Agreement.

Nothing herein shall alter or affect the rights of either party hereto with respect to surface use or disturbance of Surface Owner's land surrounding the drillsite locations, respectively, and BBC agrees to give Surface Owner advance notice of its intended use of any such surrounding land before commencing any operations thereon pursuant to its rights. Compensation for the use of any additional lands used by BBC shall be mutually agreed upon.

Surface Owner and BBC do hereby release, discharge and acquit the other from any and all liability, and shall indemnify the other against any and all claims and demands for damages, attorneys fees, injury or loss, existing now or done hereafter, to the surface of said lands or to any third parties arising out of or being the result of their or their agents, contractors licensees, permittees, successors and assigns own activities on or use of the subject property. However, such parties' potential liability under this paragraph to the other shall be limited to the acts and/or omission of its, or its predecessors, agents, contractors, licensees, permittees, successor and assigns, and shall not include any acts and/or omissions of the other party, it agents, contractors, licensees, permittees, successors or assigns. BBC shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an unlittered condition.

Any topsoil which is removed by BBC on Surface Owner's land will be stockpiled at the drillsite and will be redistributed on the drillsite upon completion of all operations, and the land reseeded with grasses and/or native plants by BBC upon written request by Surface Owner. All mud pits will be filled and material and debris will be removed from the drillsite upon completion of operations. BBC shall remove from the lands covered hereby, at any time during the term hereof or within six (6) months after the plugging and abandonment of the well drilled pursuant to this Agreement, any or all structures, pipes, equipment and other facilities placed on, over, under, through and across any lands covered hereby, excepting fences, culverts, and other land improvements required by the Surface Owner, and title thereto shall be vested in BBC at all times, and shall in no event be considered or construed as fixtures thereto.

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

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

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

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

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

API Well Number: 43013520270000

CONFIDENTIAL

IN WITNESS WHEREOF, the parties have executed this Surface Damage Settlement Agreement effective as of the 28 day of December, 2012.

SURFACE OWNER:

By: Ronald M Winterton 12-28-12
Ronald M. Winterton, Trustee Date

By: Lori Jo Winterton 12-28-12
Lori Jo Winterton, Trustee Date

BILL BARRETT CORPORATION

By: Huntington T Walker
Huntington T. Walker Date
Sr. VP Land, Bill Barrett Corporation

Ent 455794 Bk A0671 Pg 0485

CONFIDENTIAL

STATE OF UTAH)
)
COUNTY OF Duchesne)

On the 28 day of December, 2012, personally appeared before me **Ronald M. Winterton and Lori Jo Winterton, Trustees of the Ronald M. Winterton Revocable Trust and as Trustees of the Lori Jo Winterton Revocable Trust,** known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purpose and consideration therein expressed.

Notary Public
Residing at: Roosevelt, UT

My Commission Expires: 09/13/15

NOTARY PUBLIC
ANNETTE F PULLIN
613537
COMMISSION EXPIRES
SEPTEMBER 13, 2015
STATE OF UTAH

STATE OF COLORADO)
)
COUNTY OF Denver)

On the 5th day of February, ~~2012~~ 2013, personally appeared before me **Huntington T. Walker, VP Land, Bill Barrett Corporation**, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purpose and consideration therein expressed.

Notary Public
Residing at: Denver, CO

My Commission Expires: 5-14-2016

TIMOTHY BANDY
Notary Public
State of Colorado
My Commission Expires: 5-14-2016

API Well Number: 43013520270000

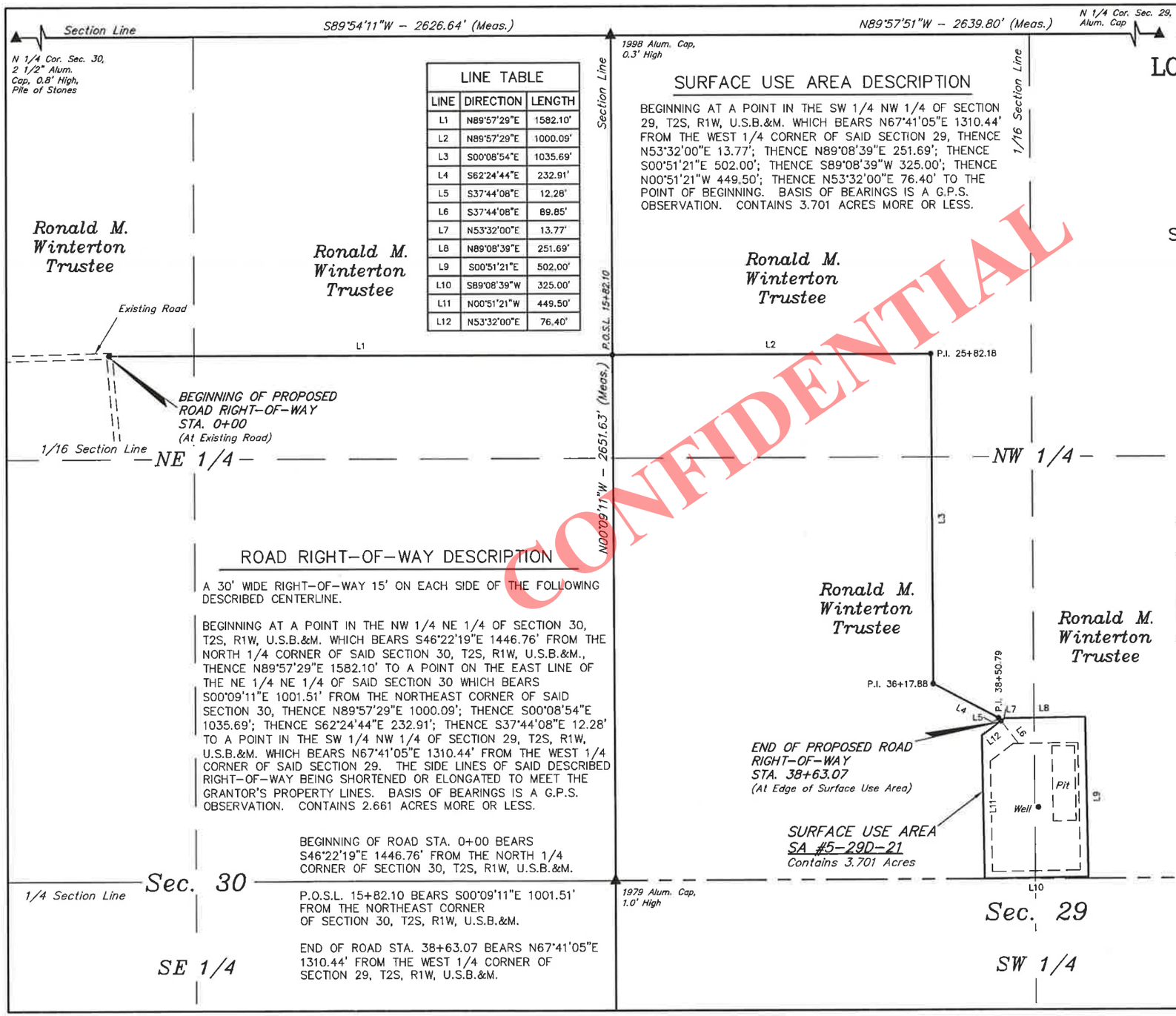
API Well Number: 43013520270000

BILL BARRETT CORPORATION

LOCATION SURFACE USE AREA & ROAD RIGHT-OF-WAY ON FEE LANDS

(For SA #5-29D-21)

LOCATED IN
SECTIONS 29 & 30, T2S, R1W, U.S.B.&M.
DUCHESNE COUNTY, UTAH



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N89°57'29"E	1582.10'
L2	N89°57'29"E	1000.09'
L3	S00°08'54"E	1035.69'
L4	S62°24'44"E	232.91'
L5	S37°44'08"E	12.28'
L6	S37°44'08"E	89.85'
L7	N53°32'00"E	13.77'
L8	N89°08'39"E	251.69'
L9	S00°51'21"E	502.00'
L10	S89°08'39"W	325.00'
L11	N00°51'21"W	449.50'
L12	N53°32'00"E	76.40'

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN THE SW 1/4 NW 1/4 OF SECTION 29, T2S, R1W, U.S.B.&M. WHICH BEARS N67°41'05"E 1310.44' FROM THE WEST 1/4 CORNER OF SAID SECTION 29, THENCE N53°32'00"E 13.77'; THENCE N89°08'39"E 251.69'; THENCE S00°51'21"E 502.00'; THENCE S89°08'39"W 325.00'; THENCE N00°51'21"W 449.50'; THENCE N53°32'00"E 76.40' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.701 ACRES MORE OR LESS.

ROAD RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE NW 1/4 NE 1/4 OF SECTION 30, T2S, R1W, U.S.B.&M. WHICH BEARS S46°22'19"E 1446.76' FROM THE NORTH 1/4 CORNER OF SAID SECTION 30, T2S, R1W, U.S.B.&M., THENCE N89°57'29"E 1582.10' TO A POINT ON THE EAST LINE OF THE NE 1/4 NE 1/4 OF SAID SECTION 30 WHICH BEARS S00°09'11"E 1001.51' FROM THE NORTHEAST CORNER OF SAID SECTION 30, THENCE N89°57'29"E 1000.09'; THENCE S00°08'54"E 1035.69'; THENCE S62°24'44"E 232.91'; THENCE S37°44'08"E 12.28' TO A POINT IN THE SW 1/4 NW 1/4 OF SECTION 29, T2S, R1W, U.S.B.&M. WHICH BEARS N67°41'05"E 1310.44' FROM THE WEST 1/4 CORNER OF SAID SECTION 29. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 2.661 ACRES MORE OR LESS.

BEGINNING OF ROAD STA. 0+00 BEARS S46°22'19"E 1446.76' FROM THE NORTH 1/4 CORNER OF SECTION 30, T2S, R1W, U.S.B.&M.

P.O.S.L. 15+82.10 BEARS S00°09'11"E 1001.51' FROM THE NORTHEAST CORNER OF SECTION 30, T2S, R1W, U.S.B.&M.

END OF ROAD STA. 38+63.07 BEARS N67°41'05"E 1310.44' FROM THE WEST 1/4 CORNER OF SECTION 29, T2S, R1W, U.S.B.&M.

SCALE: 300' 150' 0' 300'

BASIS OF BEARINGS

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

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
RONALD M. WINTERTON TRUSTEE	3863.07	2.661	234.13

▲ = SECTION CORNERS LOCATED.

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.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

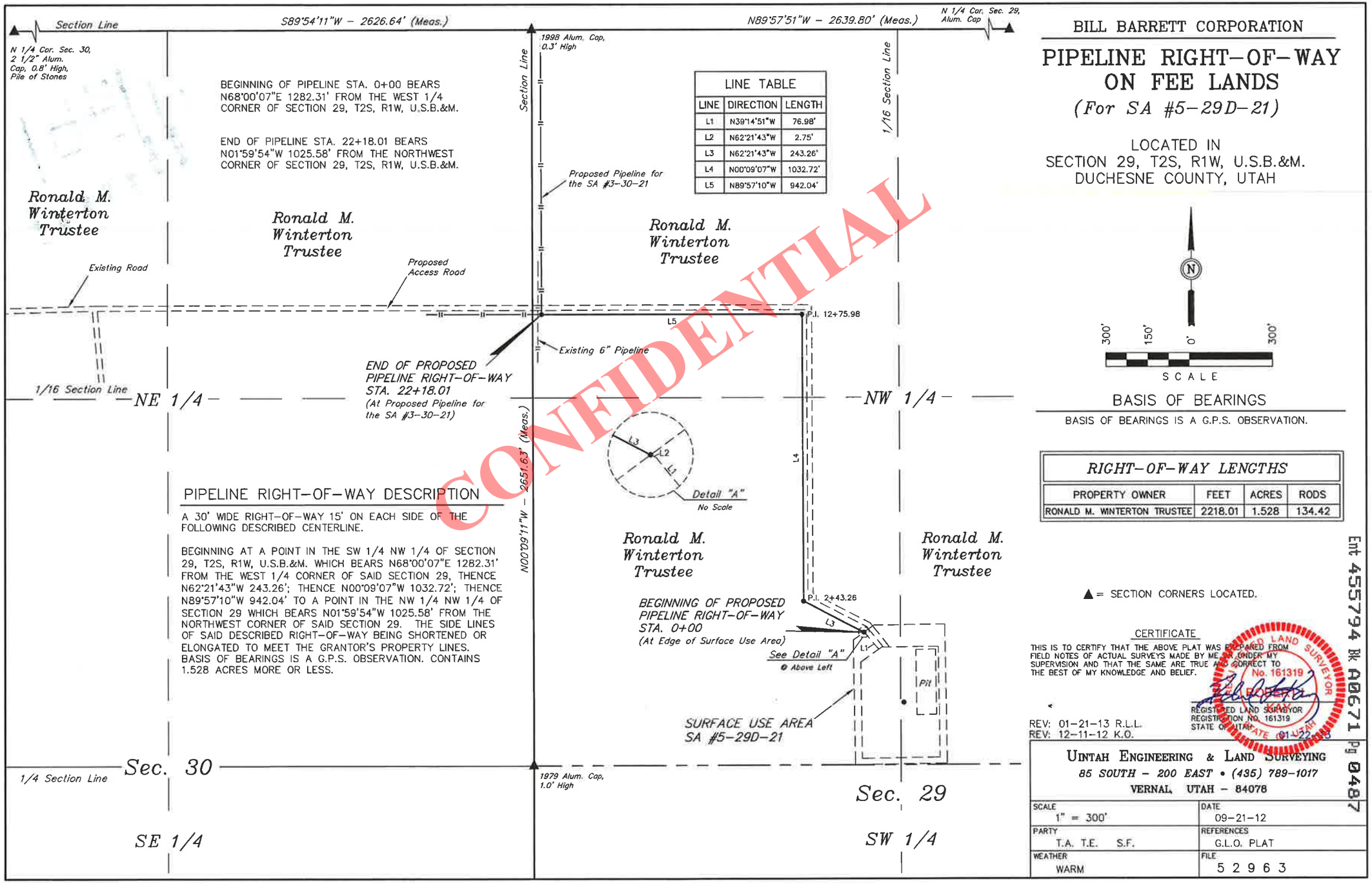
UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH – 200 EAST • (435) 789-1017
VERNAL, UTAH – 84078

SCALE 1" = 300'	DATE 09-21-12
PARTY T.A. T.E. S.F.	REFERENCES G.L.O. PLAT
WEATHER WARM	FILE 52962

EXHIBIT A

Ent 455794 Bk A0671 Pg 0486

API Well Number: 43013520270000



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N39°14'51"W	76.98'
L2	N62°21'43"W	2.75'
L3	N62°21'43"W	243.26'
L4	N00°09'07"W	1032.72'
L5	N89°57'10"W	942.04'

BILL BARRETT CORPORATION

PIPELINE RIGHT-OF-WAY ON FEE LANDS

(For SA #5-29D-21)

LOCATED IN
SECTION 29, T2S, R1W, U.S.B.&M.
DUCHESNE COUNTY, UTAH

SCALE: 300' 150' 0' 300'

BASIS OF BEARINGS

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

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
RONALD M. WINTERTON TRUSTEE	2218.01	1.528	134.42

PIPELINE RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SW 1/4 NW 1/4 OF SECTION 29, T2S, R1W, U.S.B.&M. WHICH BEARS N68°00'07"E 1282.31' FROM THE WEST 1/4 CORNER OF SAID SECTION 29, THENCE N62°21'43"W 243.26'; THENCE N00°09'07"W 1032.72'; THENCE N89°57'10"W 942.04' TO A POINT IN THE NW 1/4 NW 1/4 OF SECTION 29 WHICH BEARS N01°59'54"W 1025.58' FROM THE NORTHWEST CORNER OF SAID SECTION 29. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.528 ACRES MORE OR LESS.

▲ = SECTION CORNERS LOCATED.

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.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REGISTERED LAND SURVEYOR No. 161319 STATE OF UTAH

REV: 01-21-13 R.L.L.
REV: 12-11-12 K.O.

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

SCALE 1" = 300'	DATE 09-21-12
PARTY T.A. T.E. S.F.	REFERENCES G.L.O. PLAT
WEATHER WARM	FILE 52963

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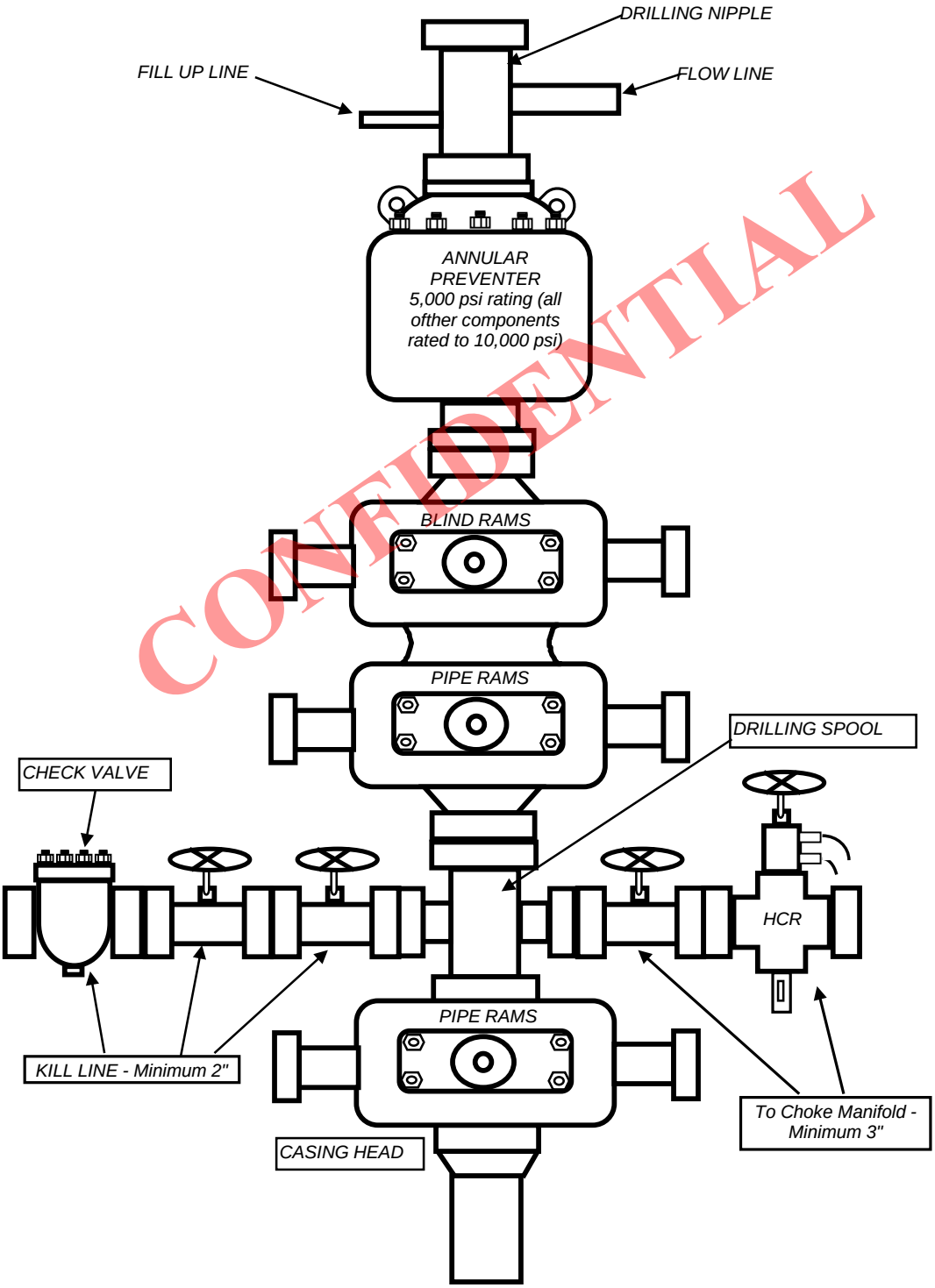
EXHIBIT B

Ent 455794 Bk A0671 Pg 0487

BILL BARRETT CORPORATION

TYPICAL 10,000 p.s.i. BLOWOUT PREVENTER



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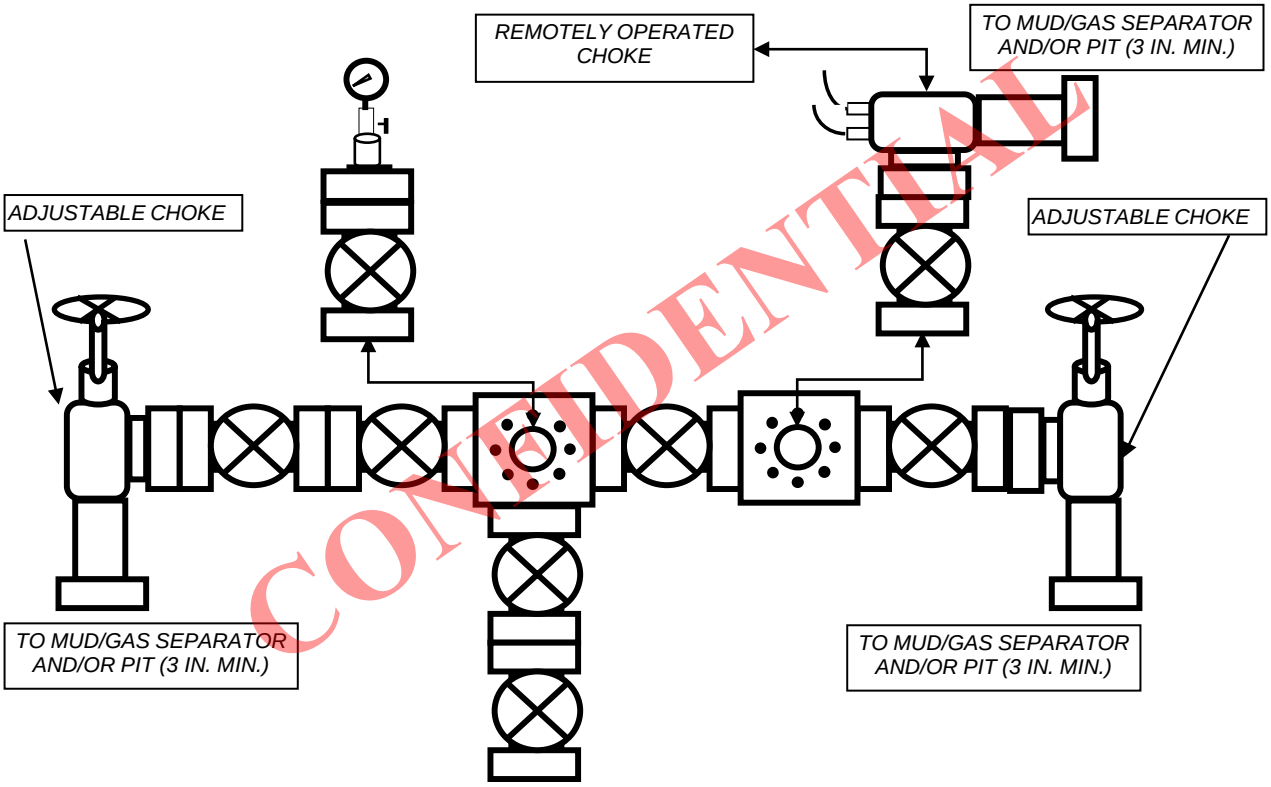
RECEIVED: January 24, 2013

BILL BARRETT CORPORATION

TYPICAL 10,000 p.s.i. CHOKE MANIFOLD



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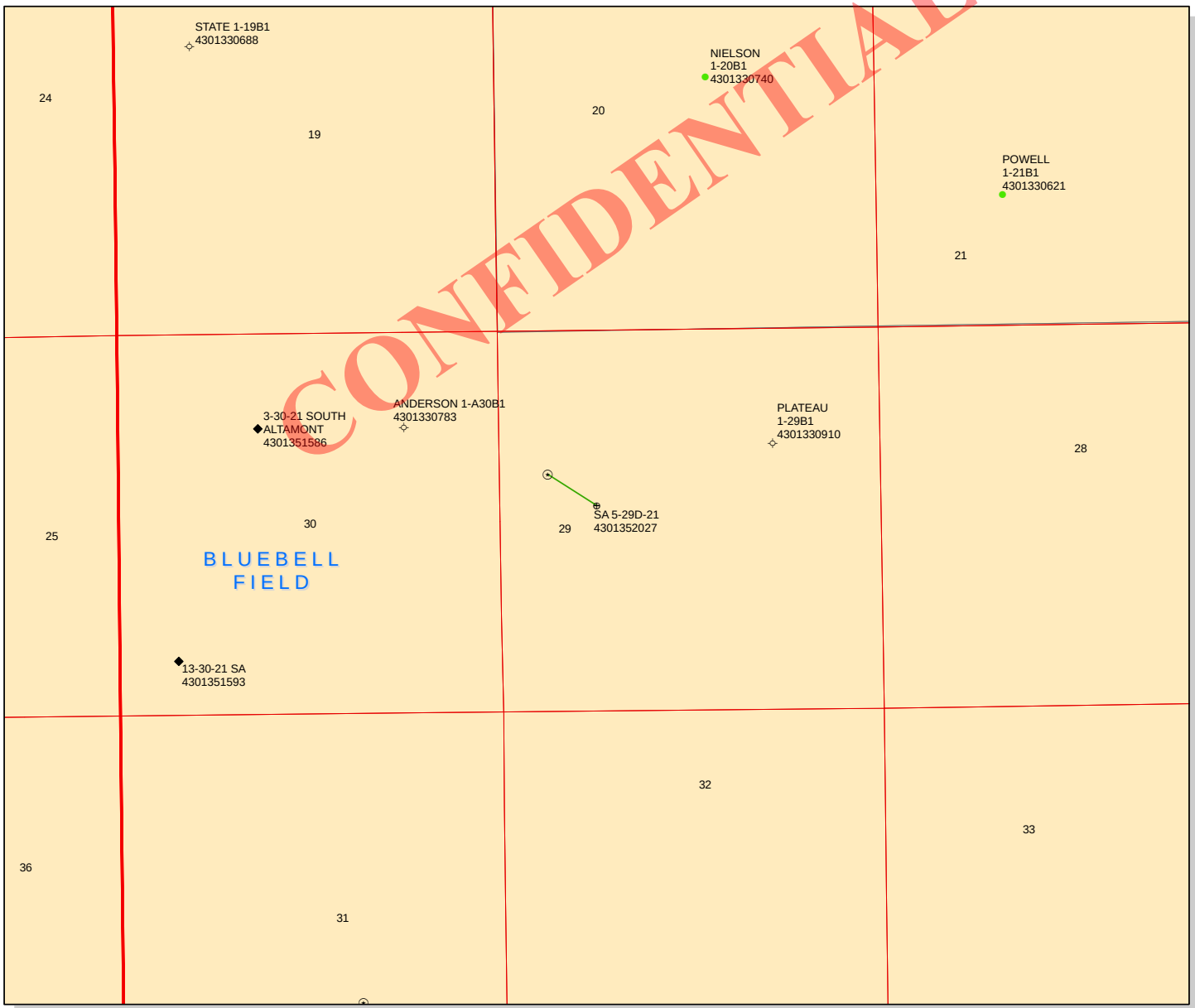
ALL EQUIPMENT IS 3" (MINIMUM).

RECEIVED: January 24, 2013

API Well Number: 43013520270000



API Number: 4301352027

Well Name: SA 5-29D-21

Township T02.0S Range R01.0W Section 29

Meridian: UBM

Operator: BILL BARRETT CORP

Map Prepared:
Map Produced by Diana Mason

Units

STATUS

- ACTIVE
- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Fields

STATUS

- Unknown
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- STORAGE
- TERMINATED

N

1,750 875 0 1,750 Feet

1:17,106

RECEIVED: February 22, 2013

API Well Number: 43013520270000

BOPE REVIEW BILL BARRETT CORP SA 5-29D-21 43013520270000

Well Name	BILL BARRETT CORP SA 5-29D-21 43013520270000			
String	COND	SURF	I1	L1
Casing Size(")	16.000	9.625	7.000	5.000
Setting Depth (TVD)	100	3600	9344	13099
Previous Shoe Setting Depth (TVD)	0	100	3600	9344
Max Mud Weight (ppg)	8.7	8.7	10.0	11.5
BOPE Proposed (psi)	0	500	10000	10000
Casing Internal Yield (psi)	1000	3520	9950	13940
Operators Max Anticipated Pressure (psi)	7772			11.4

Calculations	**COND String**	**16.000**	"
Max BHP (psi)	.052*Setting Depth*MW=	45	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	33	NO air/mist system
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	23	NO
			***Can Full Expected Pressure Be Held At Previous Shoe?**
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	23	NO
Required Casing/BOPE Test Pressure=		100	psi
***Max Pressure Allowed @ Previous Casing Shoe=**		0	psi *Assumes 1psi/ft frac gradient

Calculations	**SURF String**	**9.625**	"
Max BHP (psi)	.052*Setting Depth*MW=	1629	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	1197	NO air/mist system
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	837	NO No expected pressures
			***Can Full Expected Pressure Be Held At Previous Shoe?**
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	859	NO
Required Casing/BOPE Test Pressure=		2464	psi
***Max Pressure Allowed @ Previous Casing Shoe=**		100	psi *Assumes 1psi/ft frac gradient

Calculations	**I1 String**	**7.000**	"
Max BHP (psi)	.052*Setting Depth*MW=	4859	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	3738	YES DAP polymer fluid
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2803	YES OK
			***Can Full Expected Pressure Be Held At Previous Shoe?**
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	3595	YES OK
Required Casing/BOPE Test Pressure=		6965	psi
***Max Pressure Allowed @ Previous Casing Shoe=**		3520	psi *Assumes 1psi/ft frac gradient

Calculations	**L1 String**	**5.000**	"
Max BHP (psi)	.052*Setting Depth*MW=	7833	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	6261	YES LSND FW mud
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	4951	YES OK
			***Can Full Expected Pressure Be Held At Previous Shoe?**
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	7007	YES
Required Casing/BOPE Test Pressure=		9758	psi
***Max Pressure Allowed @ Previous Casing Shoe=**		9344	psi *Assumes 1psi/ft frac gradient

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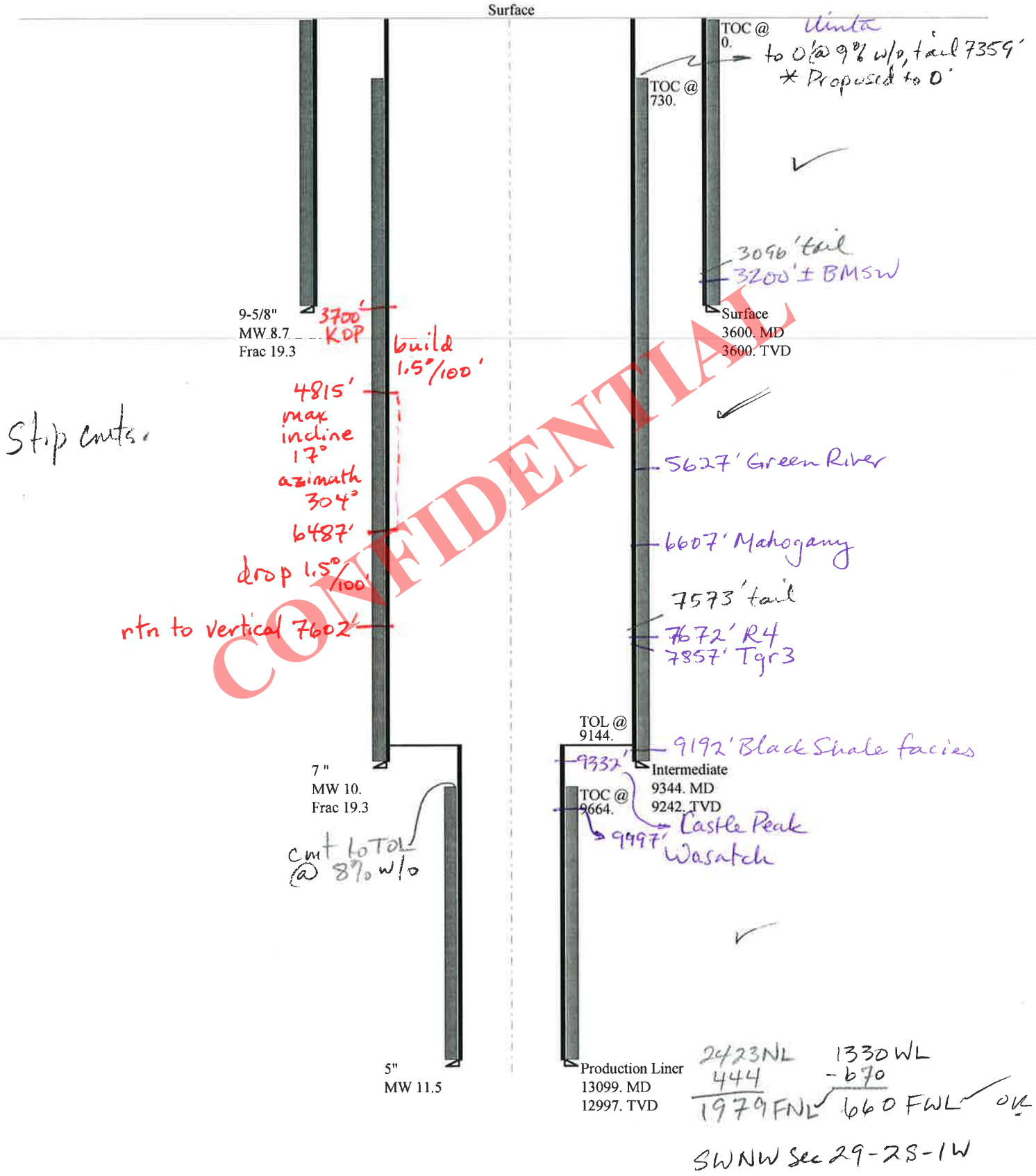
RECEIVED: March 06, 2013

API Well Number: 43013520270000

43013520270000 SA 5-29D-21

Casing Schematic



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API Well Number: 43013520270000

Well name:	**43013520270000 SA 5-29D-21**
Operator:	**BILL BARRET CORP**
String type:	Surface
Project ID:	43-013-52027
Location:	DUCHESNE COUNTY

Design parameters:

Collapse

Mud weight: 8.700 ppg

Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 3,168 psi

Internal gradient: 0.120 psi/ft

Calculated BHP 3,600 psi

Annular backup: 1.00 ppg

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.70 (J)

Buttress: 1.60 (J)

Premium: 1.50 (J)

Body yield: 1.50 (B)

Tension is based on air weight.

Neutral point: 3,137 ft

Environment:

H2S considered? No

Surface temperature: 74 °F

Bottom hole temperature: 124 °F

Temperature gradient: 1.40 °F/100ft

Minimum section length: 100 ft

Cement top: Surface

Non-directional string.

Re subsequent strings:

Next setting depth: 9,242 ft

Next mud weight: 10.000 ppg

Next setting BHP: 4,801 psi

Fracture mud wt: 19.250 ppg

Fracture depth: 3,600 ft

Injection pressure: 3,600 psi

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Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost ($)
1	3600	9.625	36.00	J-55	ST&C	3600	3600	8.796	31292

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	1627	2020	1.242	3413	3520	1.03	129.6	394	3.04 J

Prepared by: Helen Sadik-Macdonald
Div of Oil,Gas & Mining
Phone: 801 538-5357
FAX: 801-359-3940

Date: February 28,2013
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 3600 ft, a mud weight of 8.7 ppg The casing is considered to be evacuated for collapse purposes.
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

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

API Well Number: 43013520270000

Well name:	**43013520270000 SA 5-29D-21**
Operator:	**BILL BARRET CORP**
String type:	Intermediate
Project ID:	43-013-52027
Location:	DUCHESNE COUNTY

Design parameters:

Collapse

Mud weight: 10.000 ppg

Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 4,905 psi

Internal gradient: 0.220 psi/ft

Calculated BHP 6,938 psi

Annular backup: 1.00 ppg

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.80 (J)

Buttress: 1.60 (J)

Premium: 1.50 (J)

Body yield: 1.60 (B)

Tension is based on air weight.

Neutral point: 7,950 ft

Environment:

H2S considered? No

Surface temperature: 74 °F

Bottom hole temperature: 203 °F

Temperature gradient: 1.40 °F/100ft

Minimum section length: 1,000 ft

Cement top: 730 ft

Directional well information:

Kick-off point 3700 ft

Departure at shoe: 804 ft

Maximum dogleg: 1.5 °/100ft

Inclination at shoe: 0 °

Re subsequent strings:

Next setting depth: 12,997 ft

Next mud weight: 11.500 ppg

Next setting BHP: 7,764 psi

Fracture mud wt: 19.250 ppg

Fracture depth: 9,242 ft

Injection pressure: 9,242 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost ($)
1	9344	7	26.00	P-110	LT&C	9242	9344	6.151	97131

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	4801	6230	1.298	6458	9950	1.54	240.3	693	2.88 J

Prepared by: Helen Sadik-Macdonald
Div of Oil,Gas & Mining
Phone: 801 538-5357
FAX: 801-359-3940

Date: February 28,2013
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 9242 ft, a mud weight of 10 ppg The casing is considered to be evacuated for collapse purposes.
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.
Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a

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

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Well name:	**43013520270000 SA 5-29D-21**
Operator:	**BILL BARRET CORP**
String type:	Production Liner
Project ID:	43-013-52027
Location:	DUCHESNE COUNTY

Design parameters:

Collapse

Mud weight: 11.500 ppg
Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 4,905 psi
Internal gradient: 0.220 psi/ft
Calculated BHP 7,764 psi

No backup mud specified.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

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

Tension is based on air weight.
Neutral point: 12,399 ft

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 256 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,000 ft

Cement top: 9,664 ft

Liner top: 9,144 ft

Directional well information:

Kick-off point 3700 ft
Departure at shoe: 804 ft
Maximum dogleg: 0 °/100ft
Inclination at shoe: 0 °

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Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost ($)
1	3999	5	18.00	P-110	ST-L	12997	13099	4.151	34680

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	7764	13470	1.735	7764	13940	1.80	72	384	5.33 J

Prepared by: Helen Sadik-Macdonald
Div of Oil,Gas & Mining
Phone: 801 538-5357
FAX: 801-359-3940
Date: February 28,2013
Salt Lake City, Utah

Remarks:
For this liner string, the top is rounded to the nearest 100 ft.Collapse is based on a vertical depth of 12997 ft, a mud weight of 11.5 ppg The Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.
Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a

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

Bill Barrett Corporation

July 25, 2013

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 Location- SA 5-29D-21
South Altamont Area
Surface: 2423′ FNL and 1330′ FWL, Sec. 29, T2S-R1W USM
Bottom Hole: 1980′ FNL and 660′ FWL, Sec. 29, T2S-R1W 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 Rule R649-3 pertaining to the Location and Siting of Wells.

- The proposed location is within our South Altamont 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 captioned well is subject to spacing order #139-90 and the drilling unit consists of 640 acres being section 27. BBC is the owner of 81.7% of section 29 and the wellbore lies entirely within the drilling window.
- BBC is the owner of all the oil and gas within a radius of 460 feet from all points along the intended well bore.

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1099 18TH STREET SUITE 2300 DENVER, CO 80202 USA
T 303.293.9100 F 303.291.0420 www.BILLBARRETTCORP.com

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 303-312-8736.

Sincerely,

Will Vaughan
Landman

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ON-SITE PREDRILL EVALUATION
Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name SA 5-29D-21
API Number 43013520270000 **APD No** 7527 **Field/Unit** UNDESIGNATED
Location: 1/4,1/4 SENW **Sec** 29 **Tw** 2.0S **Rng** 1.0W 2423 FNL 1330 FWL
GPS Coord (UTM) 582900 4459395 **Surface Owner** Lori Winterton (Winterton Trust)

Participants

Lori Winterton (surface owner), Kary Eldredge & Jake Woodland (Bill Barrett), Cody Rich (surveyor), Jim Burns (permit contractor), Charlie Holtz and Kelly Bentley (restoration and seeding contractors)

Regional/Local Setting & Topography

This proposed well site sits about 1/2 mile north of Hwy 40 at a point 3.1 miles south west of Roosevelt town center. To the south there are many industrial buildings, the Roosevelt airport lays just to the west.

Surface Use Plan

Current Surface Use
Wildlfe Habitat

New Road Miles	Well Pad	Src Const Material	Surface Formation
0.75	**Width** 275 **Length** 400	Offsite	UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna
Russian Olive, rabbit brush

Soil Type and Characteristics
loamy sand

Erosion Issues Y
highly erodible soil, will require gravel

Sedimentation Issues N

Site Stability Issues Y
Will need to import road base for stability

Drainage Diverson Required? N

Berm Required? Y

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Very permeable soil

Erosion Sedimentation Control Required? N

Paleo Survey Run? N **Paleo Potental Observed?** N **Cultural Survey Run?** N **Cultural Resources?** N

Reserve Pit

Site-Specific Factors		Site Ranking
Distance to Groundwater (feet)	25 to 75	15
Distance to Surface Water (feet)	>1000	0
Dist. Nearest Municipal Well (ft)	>5280	0
Distance to Other Wells (feet)	>1320	0
Native Soil Type	High permeability	20
Fluid Type	Fresh Water	5
Drill Cuttings	Normal Rock	0
Annual Precipitation (inches)	10 to 20	5
Affected Populations	10 to 30	10 to 30
Presence Nearby Utility Conduits	Unknown	10
	Final Score	61 1 Sensitivity Level

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Characteristics / Requirements

Reserve pit is 235ft x 70ft x 10ft deep. A 16 mil liner and felt will be required.

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

Other Observations / Comments

Richard Powell
Evaluator

2/12/2013
Date / Time

RECEIVED: July 29, 2013

Application for Permit to Drill
Statement of Basis
Utah Division of Oil, Gas and Mining

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
7527	43013520270000	LOCKED	OW	P	No

Operator	BILL BARRETT CORP	**Surface Owner-APD**	Lori Winterton (Winterton Trust)
Well Name	SA 5-29D-21	**Unit**	
Field	UNDESIGNATED	**Type of Work**	DRILL
Location	SENW 29 2S 1W U 2423 FNL 1330 FWL GPS Coord (UTM) 582910E 4459393N		

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Geologic Statement of Basis

Bill Barrett proposes to set 100 feet of conductor and 3,600 feet of surface casing at this location. The entire surface hole will be drilled with fresh water mud. The depth to the base of the moderately saline water at this location is estimated to be at a depth of 3,200'. A search of Division of Water Rights records shows over 40 water wells within a 10,000 foot radius of the center of Section 29. Depth for all wells is listed as ranging from 33 to 520 feet. Water use is listed as irrigation, stock watering, industrial and domestic use. The surface formation at this site is the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. Shallow water in this area may also be produced from near-surface alluvium. The proposed casing and cement program should adequately protect ground water in this area.

Brad Hill — **APD Evaluator**

2/26/2013 — **Date / Time**

Surface Statement of Basis

This proposed well is on fee surface. Surface owner Lori Winterton attended this onsite and expressed that the location of the well pad is acceptable. Bill Barrett cooperated with Mrs. Winterton in selecting the site so that it would be least obtrusive to her future development plans. Mrs. Winterton was also concerned that the well access road follow the proposed industrial development roads and according to Bill Barrett representative Jake Woodland the road will be placed as requested and as indicated on plat. This site is near the Roosevelt Airport and according to Jake Woodland the FFA was consulted and signed off on the placement of this well. The soil here is very sandy and permeable and this well pad must be bermed. A 16 mil liner and felt subliner will be needed for this site.

Richard Powell — **Onsite Evaluator**

2/12/2013 — **Date / Time**

Conditions of Approval / Application for Permit to Drill

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

RECEIVED: July 29, 2013

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 1/24/2013
API NO. ASSIGNED: 43013520270000
WELL NAME: SA 5-29D-21
OPERATOR: BILL BARRETT CORP (N2165)
PHONE NUMBER: 303 312-8115
CONTACT: Brady Riley

PROPOSED LOCATION: SENW 29 020S 010W
Permit Tech Review: ✔

SURFACE: 2423 FNL 1330 FWL
Engineering Review: ✔

BOTTOM: 1980 FNL 0660 FWL
Geology Review: ✔

COUNTY: DUCHESNE
LATITUDE: 40.28091
LONGITUDE: -110.02470
UTM SURF EASTINGS: 582910.00
NORTHINGS: 4459393.00
FIELD NAME: UNDESIGNATED
LEASE TYPE: 4 - Fee
LEASE NUMBER: fee
PROPOSED PRODUCING FORMATION(S): GREEN RIVER(LWR)-WASATCH
SURFACE OWNER: 4 - Fee
COALBED METHANE: NO

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RECEIVED AND/OR REVIEWED:

- ✔ **PLAT**
- ✔ **Bond:** STATE - LPM4138148
- ☐ **Potash**
- ☐ **Oil Shale 190-5**
- ☐ **Oil Shale 190-3**
- ☐ **Oil Shale 190-13**
- ✔ **Water Permit:** 49-2336
- ☐ **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 139-90
Effective Date: 5/9/2012
Siting: 4 Prod LGRRV-WSTC Wells

- ✔ **R649-3-11. Directional Drill**

Comments: Presite Completed

Stipulations:
5 - Statement of Basis - bhill
15 - Directional - dmason
25 - Surface Casing - ddoucet

RECEIVED: July 29, 2013

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: SA 5-29D-21
API Well Number: 43013520270000
Lease Number: fee
Surface Owner: FEE (PRIVATE)
Approval Date: 7/29/2013

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 139-90. The expected producing formation or pool is the GREEN RIVER(LWR)-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:
In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

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

Surface casing shall be cemented to the surface.

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

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

• Plug and abandonment of the well - contact Dustin Doucet

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

• Within 24 hours following the spudding of the well - contact Carol Daniels
OR
submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website
at http://oilgas.ogm.utah.gov
• 24 hours prior to testing blowout prevention equipment - contact Dan Jarvis
• 24 hours prior to cementing or testing casing - contact Dan Jarvis
• Within 24 hours of making any emergency changes to the approved drilling program
- contact Dustin Doucet
• 24 hours prior to commencing operations to plug and abandon the well - contact Dan Jarvis

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

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

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

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

Approved By:

For John Rogers
Associate Director, Oil & Gas

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

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: fee

SUNDRY NOTICES AND REPORTS ON WELLS

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

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
SA 5-29D-21

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER:
43013520270000

3. ADDRESS OF OPERATOR:
1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER:
303 312-8134 Ext

9. FIELD and POOL or WILDCAT:
UNDESIGNATED

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
2423 FNL 1330 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SENW Section: 29 Township: 02.0S Range: 01.0W 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		
✓ NOTICE OF INTENT Approximate date work will start: 8/21/2013	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	✓ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

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

Attached, please find the updated drilling plan to include the 10M# choke manifold diagram and pressure control equipment description for this well.

Approved by the Utah Division of Oil, Gas and Mining

Date: September 23, 2013

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Brady Riley	303 312-8115	Permit Analyst

SIGNATURE	DATE
N/A	8/21/2013

RECEIVED: Aug. 21, 2013

BILL BARRETT CORPORATION
DRILLING PLAN REVISED

SA 5-29D-21
SENW, 2423' FNL and 1330' FWL Section 29, T2S-R1W USB&M (SURFACE HOLE LOCATION)
SWNW, 1980' FNL and 660' FWL Section 29, T2S-R1W USB&M (BOTTOM HOLE LOCATION)
Duchesne County, UT

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

Formation	Depth –MD	Depth –TVD
Green River*	5700'	5627'
Mahogany	6,701'	6,607'
R4	7,774'	7,672'
TGR3	7,959'	7,857'
Black Shale Facies	9,294'	9,192'
Castle Peak	9,434'	9,332'
Wasatch*	10,099'	9,997'
TD	13,099'	12,997'

PROSPECTIVE PAY
The Green River and Wasatch are primary objectives for oil/gas.

BASE OF MODERATELY SALINE WATER: 3482'

3. BOP and Pressure Containment Data

Depth Intervals	BOP Equipment
0 – 2000'	Rotating Head or Diverter (may pre-set 9-5/8" with smaller rig)
2000' – TD	11" 10000# Double Ram Type BOP (Pipe/Blind) 11" 10000# Single Pipe Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 10,000 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

Hole Size	SETTING DEPTH (FROM)	(TO)	Casing Size	Casing Weight	Casing Grade	Thread	Condition
26"	Surface	80'	16"	65#		welded	new
12-1/4"	surface	2000'	9-5/8"	36#	J or K 55	STC	New
8-3/4"	surface	9344'	7"	26#	P110	LTC	New
6-1/8"	9144'	TD	4-1/2"	13.5#	P110	LTC	New

RECEIVED: Aug. 21, 2013

If we pre-set the 9-5/8" casing on this well with a spudder rig, the following equipment shall be in place and operational during air/gas drilling:

- Properly lubricated and maintained rotating head*
- Spark arresters on engines or water cooled exhaust*
- Blooie line discharge 100 feet from well bore and securely anchored
- Straight run on blooie line unless otherwise approved
- Deduster equipment*
- All cuttings and circulating medium shall be directed into a reserve or blooie pit*
- Float valve above bit*
- Automatic igniter or continuous pilot light on the blooie line*
- Compressors located in the opposite direction from the blooie line a minimum of 100 feet from the well bore
- Mud circulating equipment, water, and mud materials (does not have to be premixed) sufficient to maintain the capacity of the hole and circulating tanks or pits.

5. Cementing Program

Casing	Cement
16" Conductor Casing	Grout
12-1/4" hole for 9-5/8" Surface Casing (may pre-set with spudder rig)	Lead: 300 sx Halliburton Light w/ additives and LCM, 11.0 ppg, 3.16 ft3/sx, 100% excess Tail: 230 sx Halliburton Premium w/ additives and LCM, 14.8 ppg, 1.39 ft3/sx, 100% excess Cement to surface, top out as necessary.
8-3/4" hole for 7" intermediate casing	Lead: 740 sx Tuned Light cement w/ additives mixed at 11 ppg (yield = 2.31 ft^3/sx). Tail: 320 sx Halliburton Econocem w/ additives mixed at 13.5 ppg (yield = 1.42 ft^3/sx). 2000' fill, Planned TOC @ Surface 50% excess
6-1/8" hole for 4-1/2" production liner	390 sx EXPANDACEM w/ additives, 14.3 ppg, (yield = 1.45 ft3/sx), 3955' fill, Planned TOC @ 4-1/2" liner top, 50% excess

6. Mud Program

Interval	Weight	Viscosity	Fluid Loss (API filtrate)	Remarks
0' – 2000'	Air/Mist/ 8.3 – 8.7	26 – 36	NC	Air/Mist/Freshwater Spud Mud Fluid System
2000'- 5,500'	9.2 – 9.4	26 – 36	NC	Freshwater Mud Fluid System
5,500' – 9,344'	9.4 – 10.0	42-58	25 cc or less	LSND Fluid System
9,344' – TD	10.0 – 12.5	58-60	< 10 cc	LSND FW mud
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.				

RECEIVED: Aug. 21, 2013

Bill Barrett Corporation
Drilling Program REVISED
SA 5-29D-21
Duchesne County, Utah

7. Testing, Logging and Core Programs

Cores	None anticipated
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI, Sonic Scanner, GEM, HFDT 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 8448 psi* and maximum anticipated surface pressure equals approximately 5589 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)
**Maximum surface pressure = A – (0.22 x TD)

9. Auxiliary Equipment

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

Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be from:

43-2505, (t37379): McKinnon Ranch Properties, LC
43-12345 (F78949): Dale Anderson
43-10664 (A38472): W. E. Gene Brown
49-1645 (A35800): RN Industries, Inc.
49-2336 (t78808): RN Industries, Inc.
43-8496 (A53617): A-1 Tank Rental
43-10288 (A65273): Nile Chapman (RNI)
49-2247 (F76893): Magnum Water Service
43-8875 (t38762): Four Star Ranch (c/o David Yeman)

11. Drilling Schedule

Location Construction:	July 2013
Spud:	July 2013
Duration:	18 days drilling time
	6 days completion time

RECEIVED: Aug. 21, 2013

Bill Barrett Corporation

Cement Volume Calculations for the: **SA 5-29D-21**

Surface Hole:

Hole Data:

Total Depth (MD)	=	2,000'
TOC (MD)	=	0'
Hole Diameter	=	12.250''
Casing OD	=	9.625''
Casing ID	=	8.921''
Excess	=	100%

Calculated Data:

Lead Fill	=	1500	ft
Lead Volume	=	83.7	bbl
Tail Fill	=	500	ft
Tail Volume	=	27.9	bbl

Cement Data:

Lead Weight	=	11.00	lbm/gal
Lead Yield	=	3.16	ft^3/sk
Tail Weight	=	14.80	lbm/gal
Tail Yield	=	1.39	ft^3/sk

Proposed Cement Data:

Proposed SX Lead	=	300
Proposed SX Tail	=	230

Intermediate Hole:

Hole Data:

Total Depth (MD)	=	9,344'
TOC (MD)	=	0'
Hole Diameter	=	8.750''
Casing OD	=	7.000''
Casing ID	=	6.366''
Excess	=	50%

Calculated Data:

Lead Fill	=	7344	ft
Lead Volume	=	202.5	bbl
Tail Fill	=	2000	ft
Tail Volume	=	80.3	bbl

Cement Data:

Lead Weight	=	11.00	lbm/gal
Lead Yield	=	2.31	ft^3/sk
Tail Weight	=	13.50	lbm/gal
Tail Yield	=	1.42	ft^3/sk

Proposed Cement Data:

Proposed SX Lead	=	740
Proposed SX Tail	=	320

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Production Liner: 200' into Intermediate Casing

Hole Data:

Total Depth (MD)	=	13,099'
TOL (MD)	=	9,144'
Hole Diameter	=	6.125''
Liner OD	=	4.500''
Open Hole Excess	=	50%
Casing Excess	=	50%

Calculated Data:

Lead Fill	=	3955	ft
Lead Volume	=	66.9	bbl

Cement Data:

Lead Weight	=	14.30	lbm/gal
Lead Yield	=	1.45	ft^3/sk

Proposed Cement Data:

Proposed SX Lead	=	390

RECEIVED: Aug. 21, 2013

Cells with green text require input

RECEIVED: Aug. 21, 2013

3. PRESSURE CONTROL EQUIPMENT – Schematic Attached

A. Type: Eleven (11) Inch Double Gate Hydraulic BOP with Eleven (11) Inch Annular Preventer. The blow out preventer will be equipped as follows:

1. One (1) blind ram (above).
2. Two (2) pipe rams (below).
3. Drilling spool with two (2) side outlets (choke side 3-inch minimum, kill side 2-inch minimum).
4. 3-inch diameter choke line.
5. Two (2) maunual and hydraulic choke line valves (3-inch minimum).
6. Remote kill line (2-inch minimum).
7. Two (2) chokes with one remotely controlled from the rig floor.
8. Two (2) kill line valves, and a check valve (2-inch minimum).
9. Upper and lower kelly cock valves with handles available.
10. Safety valve(s) & subs to fit all drill string connections in use.
11. Inside BOP or float sub available.
12. Wear ring in casing head.
13. Pressure gauge on choke manifold.
14. Fill-up line above the uppermost preventer.

B. Pressure Rating: 10,000 psi

C. Testing Procedure:

Annular Preventer

At a minimum, the Annular Preventer will be pressure tested to 50% of the rated working pressure for a period of ten (10) minutes or until provisions of the test are met, whichever is longer.

At a minimum the above pressure test will be performed:

1. When the annular preventer is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition, the Annular Preventer will be functionally operated at least weekly.

Blow-Out Preventer

At a minimum, the BOP, choke manifold, and related equipment will be pressure tested to the approved working pressure of the BOP stack (if isolated from the surface casing by a test plug) or to 70% of the internal yield strength of the surface casing (if the BOP is not isolated from the casing by a test plug). Pressure

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will be maintained for a period of at least ten (10) minutes or until the requirements of the test are met, whichever is longer.

At a minimum, the above pressure test will be performed:

1. When the BOP is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition the pipe and blind rams will be activated each trip, but not more than once each day. All BOP drills and tests will be recorded in the IADC driller's log.

D. Choke Manifold Equipment:

All choke lines will be straight lines unless turns use tee blocks or are targeted with running tees, and will be anchored to prevent whip and vibration.

E. Accumulator:

The accumulator will have sufficient capacity to open the hydraulically-controlled choke line valve (if so equipped), close all rams plus the annular preventer, and retain a minimum of 200 psi above precharge on the closing manifold without the use of closing unit pumps. The fluid reservoir capacity will be double the usable fluid volume of the accumulator system capacity and the fluid level of the reservoir will be maintained at the manufacturer's recommendations.

The BOP system will have two (2) independent power sources to close the preventers. Nitrogen bottles (3 minimum) will be one (1) of these independent power sources and will maintain a charge equal to the manufacturer's specifications.

The accumulator precharge pressure test will be conducted prior to connecting the closing unit to the BOP stack and at least once every six (6) months thereafter. The accumulator pressure will be corrected if the measured precharge pressure is found to be above or below the maximum or minimum limits specified in the *Onshore Oil & Gas Order Number 2.*

A manual locking device (i.e. hand wheels) or automatic locking device will be installed on all systems of 2M or greater. A valve will be installed in the closing line as close as possible to the annular preventer to act as a locking device. This valve will be maintained in the open position and will be closed only when the power source for the accumulator is inoperative.

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Remote controls shall be readily accessible to the driller. Remote controls for all 3M or greater systems will be capable of closing all preventers. Remote controls for 5M or greater systems will be capable of both opening and closing all preventers. Master controls will be at the accumulator and will be capable of opening and closing all preventers and the choke line valve (if so equipped).

F. Miscellaneous Information:

The Blow-Out Preventer and related pressure control equipment will be installed, tested and maintained in compliance with the specifications in and requirements of *Onshore Oil & Gas Order Number 2*. The choke manifold and BOP extension rods with hand wheels will be located outside the rig sub-structure. The hydraulic BOP closing unit will be located at least twenty-five (25) feet from the well head but readily accessible to the driller. Exact locations and configurations of the hydraulic BOP closing unit will depend upon the particular rig contracted to drill this hole.

A flare line will be installed after the choke manifold, extending 125 feet (minimum) from the center of the drill hole to a separate flare pit.

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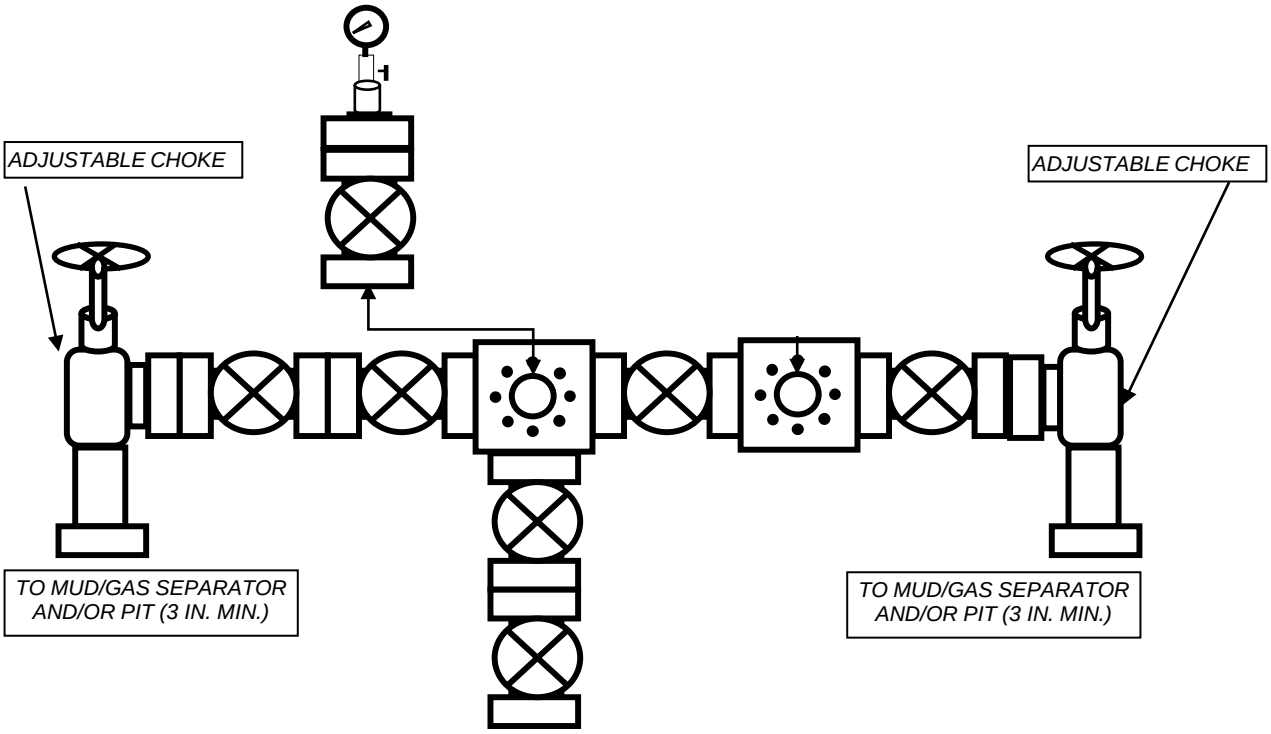
BILL BARRETT CORPORATION

TYPICAL 10,000 p.s.i. CHOKE MANIFOLD



ALL EQUIPMENT IS 3" (MINIMUM).

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

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: fee

SUNDRY NOTICES AND REPORTS ON WELLS

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

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL: Oil Well

8. WELL NAME and NUMBER: SA 5-29D-21

2. NAME OF OPERATOR: BILL BARRETT CORP

9. API NUMBER: 43013520270000

3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER: 303 312-8134 Ext

9. FIELD and POOL or WILDCAT: UNDESIGNATED

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 2423 FNL 1330 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 29 Township: 02.0S Range: 01.0W 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		
✓ NOTICE OF INTENT Approximate date work will start: 7/29/2015	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	✓ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

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

BBC hereby request a one year extension for APD

Approved by the Utah Division of Oil, Gas and Mining
Date: June 17, 2014
By:

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Christina Hirtler	303 312-8597	Administrative Assistant

SIGNATURE	DATE
N/A	6/16/2014

RECEIVED: Jun. 16, 2014

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 43013520270000

API: 43013520270000
Well Name: SA 5-29D-21
Location: 2423 FNL 1330 FWL QTR SENW SEC 29 TWNP 020S RNG 010W MER U
Company Permit Issued to: BILL BARRETT CORP
Date Original Permit Issued: 7/29/2013

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: Christina Hirtler **Date:** 6/16/2014
Title: Administrative Assistant **Representing:** BILL BARRETT CORP

RECEIVED: Jun. 16, 2014

FORM 9

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

5.LEASE DESIGNATION AND SERIAL NUMBER: fee

SUNDRY NOTICES AND REPORTS ON WELLS

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

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
SA 5-29D-21

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER:
43013520270000

3. ADDRESS OF OPERATOR:
1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER:
303 312-8134 Ext

9. FIELD and POOL or WILDCAT:
UNDESIGNATED

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
2423 FNL 1330 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SENW Section: 29 Township: 02.0S Range: 01.0W 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		
✓ NOTICE OF INTENT Approximate date work will start: 7/29/2015	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	✓ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

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

BBC hereby request a one year extension for this APD through 7/29/2016

June 08, 2015

Approved by the
Utah Division of
Oil, Gas and Mining

Date:

By:

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Brady Riley	303 312-8115	Permit Analyst

SIGNATURE	DATE
N/A	6/1/2015

RECEIVED: Jun. 01, 2015

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 43013520270000

API: 43013520270000
Well Name: SA 5-29D-21
Location: 2423 FNL 1330 FWL QTR SENW SEC 29 TWNP 020S RNG 010W MER U
Company Permit Issued to: BILL BARRETT CORP
Date Original Permit Issued: 7/29/2013

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: Brady Riley **Date:** 6/1/2015
Title: Permit Analyst **Representing:** BILL BARRETT CORP

RECEIVED: Jun. 01, 2015

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

Effective Date: 12/1/2015

FORMER OPERATOR:	NEW OPERATOR:
BILL BARRETT CORPORATION 1099 18TH STREET DENVER CO 80202	AXIA ENERGY II, LLC 1430 LARIMER STREET, SUITE 400 DENVER CO 80202
CA Number(s): N/A	Unit(s): N/A

WELL INFORMATION:

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

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 12/3/2015
2. Sundry or legal documentation was received from the **NEW** operator on: 12/3/2015
3. New operator Division of Corporations Business Number: 9410352-0161

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: 12/3/2015
2. Receipt of Acceptance of Drilling Procedures for APD on: 12/3/2015
3. Reports current for Production/Disposition & Sundries: 12/7/2015
4. OPS/SI/TA well(s) reviewed for full cost bonding: N/A
5. UIC5 on all disposal/injection/storage well(s) approved on: N/A
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): N/A

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: N/A
2. Indian well(s) covered by Bond Number: N/A
3.State/fee well(s) covered by Bond Number(s): LPM9046682a

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 12/8/2015
2. Entity Number(s) updated in **OGIS** on: 12/8/2015
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 12/8/2015
6. Surface Facilities update in **RBDMS** on: N/A

LEASE INTEREST OWNER NOTIFICATION:

1. The **NEW** operator of the Fee (Mineral) wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 12/7/2015

COMMENTS:

From: Bill Barrett Corporation
To: Axia Energy II, LLC
Effective: December 1. 2015

Well Name	Section	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
SA 12-23-22 SWD	23	020S	020W	4301351841		Fee	Fee	WD	APD
SA 5-27-22	27	020S	020W	4301351856		Fee	Fee	OW	APD
SA 15-27D-21	27	020S	010W	4301351987		Fee	Fee	OW	APD
SA 16-27D-23	27	020S	030W	4301352022		Fee	Fee	OW	APD
SA 5-29D-21	29	020S	010W	4301352027		Fee	Fee	OW	APD
SA 5-32D-22	32	020S	020W	4301352119		Fee	Fee	OW	APD
SA 14-26D-22	26	020S	020W	4301352183		Fee	Fee	OW	APD
SA 7-33-22	33	020S	020W	4301352204		Fee	Fee	OW	APD
SA 16-33-23	33	020S	030W	4301352323		Fee	Fee	OW	APD
SA 13-19D-21	19	020S	010W	4301352563		Fee	Fee	OW	APD
12-23-22 South Altamont	23	020S	020W	4301353292		Fee	Fee	OW	APD
SA 1-35D-21	35	020S	010W	4304754056		Fee	Fee	OW	APD
WINDY RIDGE ST 34-7	34	020S	010W	4301333982	17005	State	Fee	OW	P
KILLIAN 34-12	34	020S	020W	4301350407	19203	Fee	Fee	OW	P
10-22-22 SOUTH ALTAMONT	22	020S	020W	4301351053	18560	Fee	Fee	OW	P
13-22-22 SOUTH ALTAMONT	22	020S	020W	4301351160	18587	Fee	Fee	OW	P
3-30-21 SOUTH ALTAMONT	30	020S	010W	4301351586	19145	Fee	Fee	OW	P
SA 16-25-23	25	020S	030W	4301352028	19175	Fee	Fee	OW	P
WINDY RIDGE-LIVSEY 25-15	25	020S	010W	4304740605	17441	Fee	Fee	OW	P
WINDY RIDGE-COOK 25-5	25	020S	010W	4304751225	18749	Fee	Fee	OW	P

FORM 9

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

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: (see attached well list)
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
7. UNIT or CA AGREEMENT NAME:
8. WELL NAME and NUMBER: (see attached well list)
9. API NUMBER:
10. FIELD AND POOL, OR WILDCAT:

1. TYPE OF WELL: OIL WELL ☑ GAS WELL ☐ OTHER
2. NAME OF OPERATOR: Axia Energy II, LLC
3. ADDRESS OF OPERATOR: 1430 Larimer Street, Suite 40 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (720) 746-5212
4. LOCATION OF WELL
FOOTAGES AT SURFACE: (see attached well list)
COUNTY:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
☑ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start:	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
12/1/2015	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☑ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☐ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☐ OTHER:
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

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

AXIA ENERGY II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO AXIA ENERGY II, LLC BY BILL BILL BARRETT CORPORATION EFFECTIVE 12/1/2015. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

Axia Energy II, LLC
1430 Larimer Street, Suite 400
Denver, CO 80202
720-746-5212
(STATE/FEE BOND # LPM9046682a)

BILL BARRETT CORPORATION

Duane Zavadil — NAME (PLEASE PRINT)
SIGNATURE
Senior Vice President -
EH&S, Government and Regulatory Affairs

AXIA ENERGY II, LLC

Jess Peonio — NAME (PLEASE PRINT)
SIGNATURE
Vice President -
Drilling & Regulatory

NAME (PLEASE PRINT) Adam Sayers TITLE President
SIGNATURE DATE 11/23/15

RECEIVED
DEC 03 2015
DIV. OF OIL, GAS & MINING

(This space for State use only)

APPROVED
DEC 08 2015
DIV. OIL GAS & MINING
BY: Rachel Medina

(5/2000) (See Instructions on Reverse Side)

UDOGM CHANGE OF OPERATOR WELL LIST

API Well Number	Well Name	Status	Qtr/Qtr	Section	Township-Range)
43-013-51841	SA 12-23-22 SWD	APD	NWSW	23	2S-2W
43-013-51856	SA 5-27-22	APD	SWNW	27	2S-2W
43-013-51987	SA 15-27D-21	APD	NWSE	27	2S-1W
43-013-52022	SA 16-27D-23	APD	SESE	27	2S-3W
43-013-52027	SA 5-29D-21	APD	SENW	29	2S-1W
43-013-52119	SA 5-32D-22	APD	SWNW	32	2S-2W
43-013-52183	SA 14-26D-22	APD	SESW	26	2S-2W
43-013-52204	SA 7-33-22	APD	SWNE	33	2S-2W
43-013-52323	SA 16-33-23	APD	SESE	33	2S-3W
43-013-52563	SA 13-19D-21	APD	SWSW	19	2S-1W
43-047-54056	SA 1-35D-21	APD	NENE	35	2S-1W
43-013-53292	12-23-22 SOUTH ALTAMONT	APD	NWSW	23	2S-2W
Removed ~~43-013-53311~~	13-30-21 SA	New Permit (Not yet approved or drilled)	SWSW	30	2S-1W
~~43-013-53310~~	10-32-22 SA	New Permit (Not yet approved or drilled)	NWSE	32	2S-2W
43-047-40605	WINDY RIDGE-LIVSEY 25-15	PR	SWSE	25	2S-1W
43-013-33982	WINDY RIDGE STATE 34-7	PR	SWNE	34	2S-1W
43-013-51053	10-22-22 SOUTH ALTAMONT	PR	NWSE	22	2S-2W
43-013-51160	13-22-22 SOUTH ALTAMONT	PR	SWSW	22	2S-2W
43-047-51225	WINDY RIDGE-COOK 25-5	PR	SWNW	25	2S-1W
43-013-50407	KILLIAN 34-12	PR	NWSW	34	2S-2W
43-013-52028	SA 16-25-23	PR	SESE	25	2S-3W
43-013-51586	3-30-21 SOUTH ALTAMONT	PR	NENW	30	2S-1W

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.
	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. LPM9046682a	✓	

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.

RECEIVED
DEC 03 2015
DIV. OF OIL, GAS & MINING

Name (please print) Adam Sayers Title President

Signature Date 12/01/2015

Representing (company name) Axia Energy 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.

(3/2004)

APPROVED PERMITS TO TRANSFER

API Well Number	Well Name	Qtr/Qtr	Section	Township-Range)
43-013-51841-00-00	SA 12-23-22 SWD	NWSW	23	2S-2W
43-013-51856-00-00	SA 5-27-22	SWNW	27	2S-2W
43-013-51987-00-00	SA 15-27D-21	NWSE	27	2S-1W
43-013-52022-00-00	SA 16-27D-23	SESE	27	2S-3W
43-013-52027-00-00	SA 5-29D-21	SENW	29	2S-1W
43-013-52119-00-00	SA 5-32D-22	SWNW	32	2S-2W
43-013-52183-00-00	SA 14-26D-22	SESW	26	2S-2W
43-013-52204-00-00	SA 7-33-22	SWNE	33	2S-2W
43-013-52323-00-00	SA 16-33-23	SESE	33	2S-3W
43-013-52563-00-00	SA 13-19D-21	SWSW	19	2S-1W
43-047-54056-00-00	SA 1-35D-21	NENE	35	2S-1W
43-013-53292-00-00	12-23-22 SOUTH ALTAMONT	NWSW	23	2S-2W

GARY R. HERBERT
Governor

SPENCER J. COX
Lieutenant Governor

State of Utah
DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

July 12, 2016

Don Hamilton
AXIA Energy II, LLC
1430 Larimer St. Ste. 400
Denver, CO 80202

Re: APD Rescinded – SA 5-29D-21, Sec. 29, T. 2S, R. 1W
Duchesne County, Utah API No. 43-013-52027

Dear Mr. Hamilton:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on July 29, 2013. On June 17, 2014 and June 8, 2015 the Division granted a one-year APD extension. No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective July 11, 2016.

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

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

Sincerely,

Diana Mason
Environmental Scientist

cc: Well File
Brad Hill, Technical Service Manager

1594 West North Temple, Suite 1210, Salt Lake City, UT 84116
PO Box 145801, Salt Lake City, UT 84114-5801
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UTAH DNR OIL, GAS & MINING