

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 9-10D-47 BTR					
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT WILDCAT					
4. TYPE OF WELL Oil Well <input type="checkbox"/> Coalbed Methane Well: NO <input type="checkbox"/>						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) 20G0005608			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>					
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Craig Decker						14. SURFACE OWNER PHONE (if box 12 = 'fee') 602-952-1869					
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') 3416 N 44th Street, Unit 9,						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')					
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') Uintah and Ouray			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>					
20. LOCATION OF WELL		FOOTAGES		QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN			
LOCATION AT SURFACE		1827 FSL 951 FEL		NESE	10	4.0 S	7.0 W	U			
Top of Uppermost Producing Zone		1980 FSL 810 FEL		NESE	10	4.0 S	7.0 W	U			
At Total Depth		1980 FSL 810 FEL		NESE	10	4.0 S	7.0 W	U			
21. COUNTY DUCHESNE			22. DISTANCE TO NEAREST LEASE LINE (Feet) 810			23. NUMBER OF ACRES IN DRILLING UNIT 640					
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 8199			26. PROPOSED DEPTH MD: 7446 TVD: 7438					
27. ELEVATION - GROUND LEVEL 6441			28. BOND NUMBER LPM8874725			29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 43-180					
Hole, Casing, and Cement Information											
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement		Sacks	Yield	Weight
Cond	26	16	0 - 80	65.0	Unknown	8.8	No Used		0	0.0	0.0
Surf	12.25	9.625	0 - 1800	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown		240	3.16	11.0
							Halliburton Premium , Type Unknown		210	1.36	14.8
Prod	8.75	9.625	0 - 7446	17.0	P-110 LT&C	9.6	Unknown		580	2.31	11.0
							Unknown		710	1.42	13.5
ATTACHMENTS											
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES											
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER					<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN						
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)					<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER						
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)					<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP						
NAME Venessa Langmacher			TITLE Senior Permit Analyst			PHONE 303 312-8172					
SIGNATURE			DATE 03/13/2013			EMAIL vlangmacher@billbarrettcorp.com					
API NUMBER ASSIGNED 43013520920000			APPROVAL			 Permit Manager					

BILL BARRETT CORPORATION
DRILLING PLAN

9-10D-47 BTR

NE SE, 1827' FSL and 951' FEL, Section 10, T4S-R7W, USB&M (surface hole)

NE SE, 1980' FSL and 810' FEL, Section 10, T4S-R7W, USB&M (bottom hole)

Duchesne County, Utah

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

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth - TVD</u>
Green River	1,993'	1,993'
Mahogany	2,348'	2,348'
Lower Green River*	3,632'	3,628'
Douglas Creek	4,485'	4,478'
Black Shale	5,310'	5,303'
Castle Peak	5,490'	5,483'
Uteland Butte	5,825'	5,818'
Wasatch*	6,140'	6,133'
TD	7,446'	7,438'

*PROSPECTIVE PAY

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

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1,800'	No pressure control required
1,800' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
12 1/4"	Surface	1,800'	9 5/8"	36#	J or K 55	ST&C	New
8 3/4"	Surface	TD	5 1/2"	17#	P-110	LT&C	New

Bill Barrett Corporation
 Drilling Program
 9-10D-47 BTR
 Duchesne County, Utah

5. Cementing Program

16" Conductor Casing	Grout
9 5/8" Surface Casing	Lead: 240 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 1,300'
5 1/2" Production Casing	Lead: 580 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 1,300' Tail: 710 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC @ 4,810'

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> <u>(API filtrate)</u>	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 1,800'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
1,800' – TD	8.6 – 9.6	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. Testing, Logging and Core Programs

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 3713 psi* and maximum anticipated surface pressure equals approximately 2076 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

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

**Maximum surface pressure = A – (0.22 x TD)

Bill Barrett Corporation
Drilling Program
9-10D-47 BTR
Duchesne County, Utah

9. Auxiliary Equipment

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

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W water right number 43-180.

11. Drilling Schedule

Location Construction: November 2013
Spud: November 2013
Duration: 15 days drilling time
45 days completion time



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: 9-10D-47 BTR

Surface Hole Data:

Total Depth:	1,800'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	712.5	ft ³
Lead Fill:	1,300'	
Tail Volume:	274.0	ft ³
Tail Fill:	500'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	240
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Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	1,300'	

# SK's Tail:	210
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Production Hole Data:

Total Depth:	7,446'
Top of Cement:	1,300'
Top of Tail:	4,810'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1329.9	ft ³
Lead Fill:	3,510'	
Tail Volume:	998.9	ft ³
Tail Fill:	2,636'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	580
# SK's Tail:	710

9-10D-47 BTR Proposed Cementing Program
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<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (1300' - 0')	
Halliburton Light Premium	Fluid Weight: 11.0 lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield: 3.16 ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid: 19.48 Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid: 0'
2.0% Bentonite	Calculated Fill: 1,300'
	Volume: 126.89 bbl
	Proposed Sacks: 240 sks
Tail Cement - (TD - 1300')	
Premium Cement	Fluid Weight: 14.8 lbm/gal
2.0% Calcium Chloride	Slurry Yield: 1.36 ft ³ /sk
	Total Mixing Fluid: 6.37 Gal/sk
	Top of Fluid: 1,300'
	Calculated Fill: 500'
	Volume: 48.80 bbl
	Proposed Sacks: 210 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (4810' - 1300')	
Tuned Light™ System	Fluid Weight: 11.0 lbm/gal
	Slurry Yield: 2.31 ft ³ /sk
	Total Mixing Fluid: 10.65 Gal/sk
	Top of Fluid: 1,300'
	Calculated Fill: 3,510'
	Volume: 236.85 bbl
	Proposed Sacks: 580 sks
Tail Cement - (7446' - 4810')	
Econocem™ System	Fluid Weight: 13.5 lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield: 1.42 ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid: 6.61 Gal/sk
	Top of Fluid: 4,810'
	Calculated Fill: 2,636'
	Volume: 177.89 bbl
	Proposed Sacks: 710 sks

T4S, R7W, U.S.B.&M.

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Well location, #9-10D-47 BTR, located as shown in the NE 1/4 SE 1/4 of Section 10, T4S, R7W, U.S.B.&M., Duchesne County, Utah.

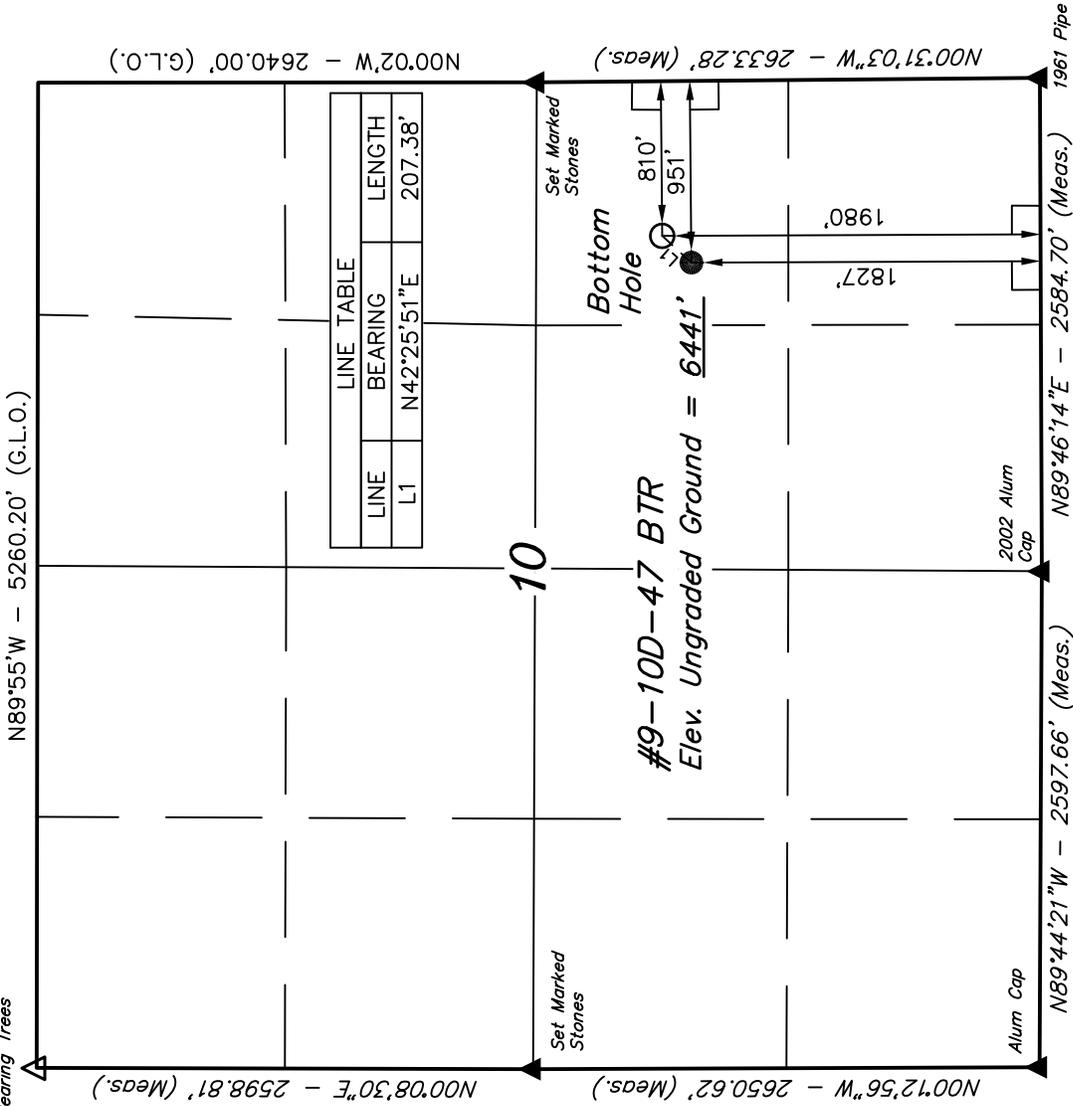
BASIS OF ELEVATION

FLAT TRIANGULATION STATION LOCATED IN THE NW 1/4 OF SECTION 7, T4S, R8W, U.S.B.&M., TAKEN FROM THE FRUITLAND QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 8427 FEET.

BASIS OF BEARINGS

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

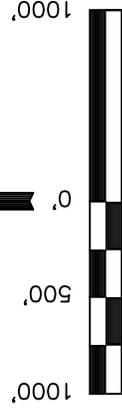
Section Corner Re-Established Using Bearing Trees



LEGEND:

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

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°08'44.04" (40.145567)	LATITUDE = 40°08'42.54" (40.145150)
LONGITUDE = 110°39'18.97" (110.655269)	LONGITUDE = 110°39'20.77" (110.655769)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 40°08'44.20" (40.145611)	LATITUDE = 40°08'42.69" (40.145192)
LONGITUDE = 110°39'16.40" (110.654556)	LONGITUDE = 110°39'18.21" (110.655056)



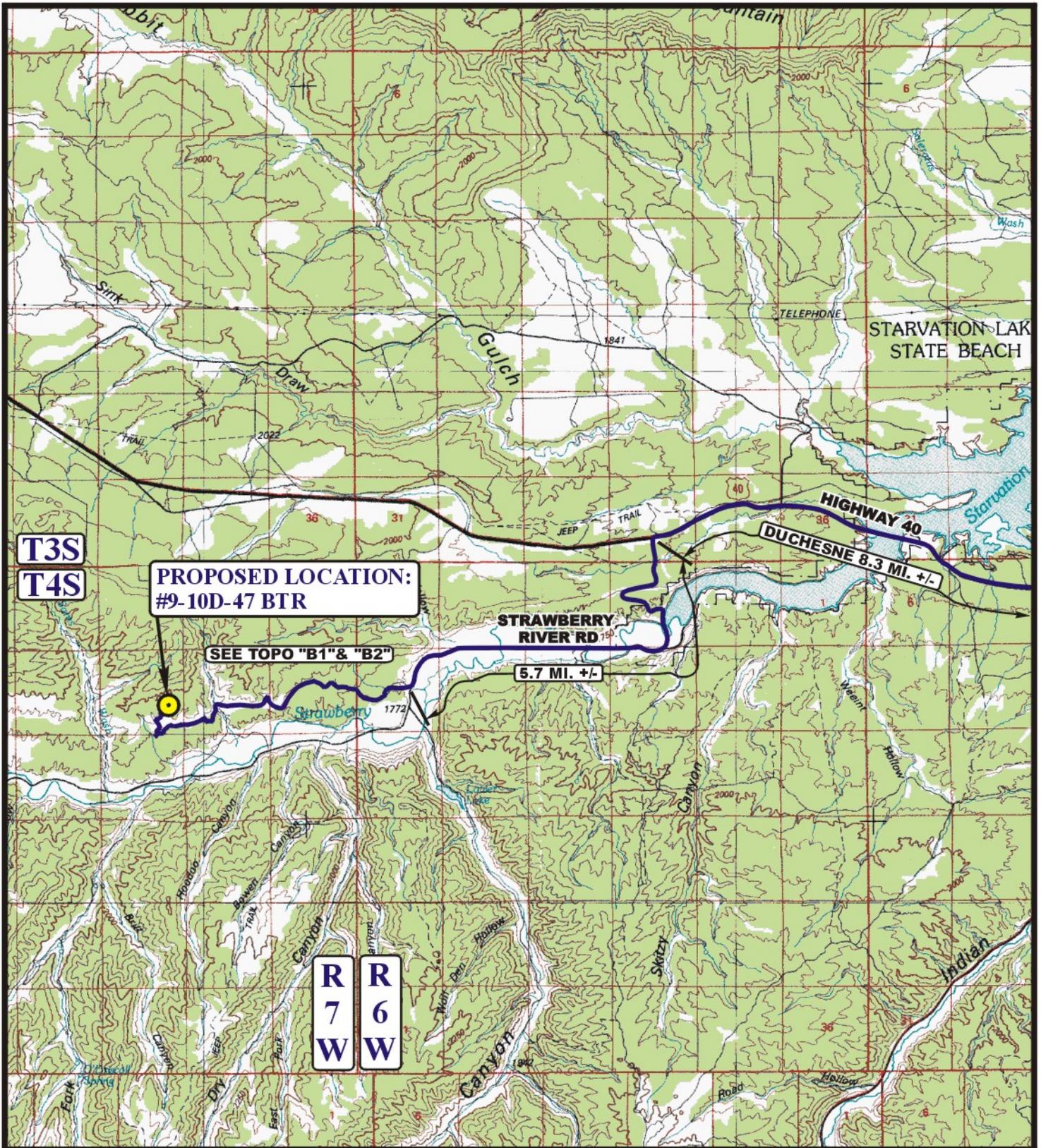
S C A L E
CERTIFICATE

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

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

REV: 10-19-11

UINTAH ENGINEERING & LAND SURVEYING	
85 SOUTH 200 EAST - VERNAL, UTAH 84078 (435) 789-1017	
SCALE 1" = 1000'	DATE SURVEYED: 08-17-11
PARTY A.F. B.A. K.O.	DATE DRAWN: 09-16-11
WEATHER COLD	REFERENCES G.L.O. PLAT
	FILE BILL BARRETT CORPORATION



LEGEND:

 PROPOSED LOCATION



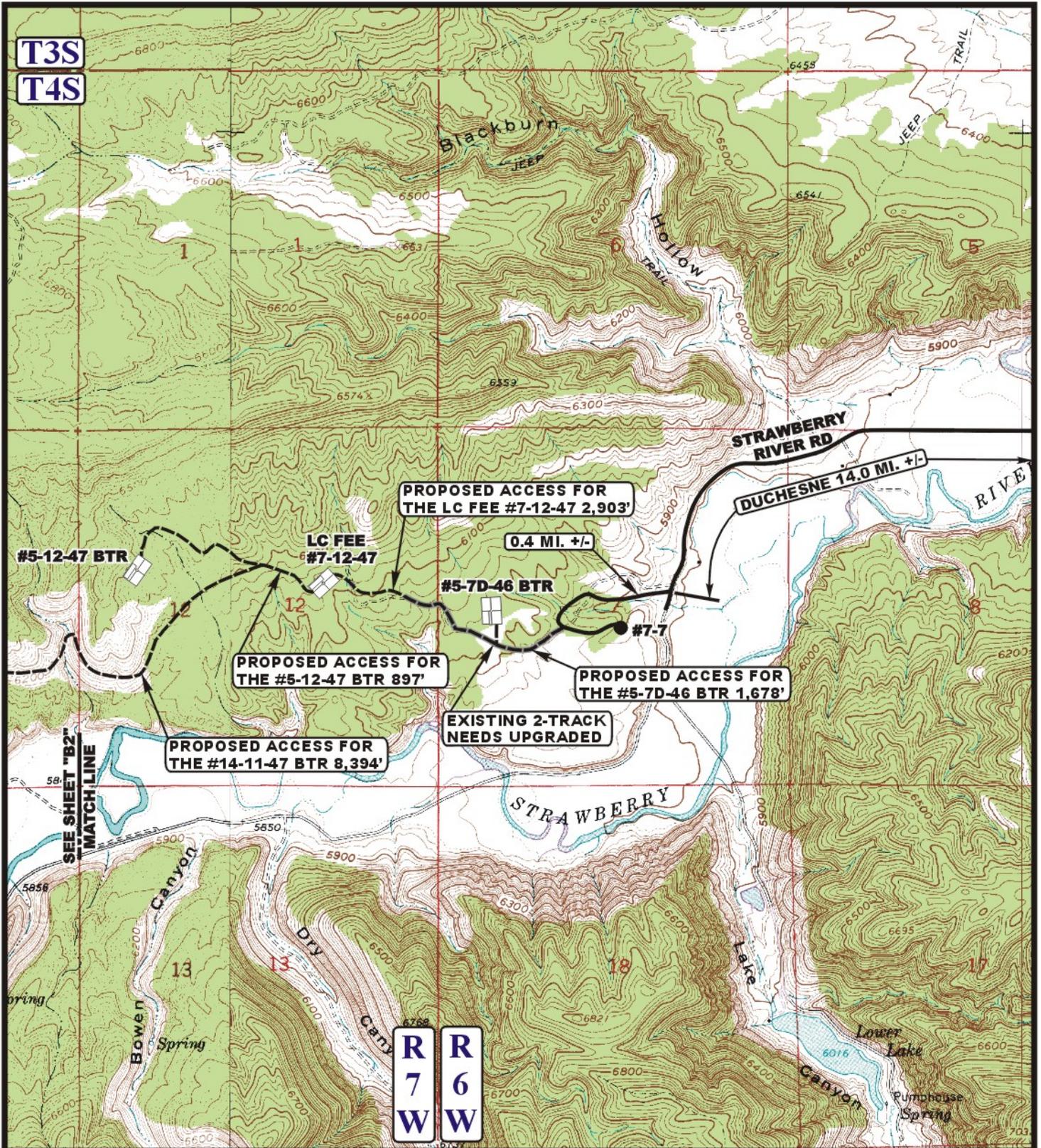
BILL BARRETT CORPORATION

#9-10D-47 BTR
SECTION 10, T4S, R7W, U.S.B.&M.
1827' FSL 951' FEL

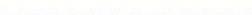


Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

ACCESS ROAD MAP	08	23	11	
	MONTH	DAY	YEAR	
SCALE: 1:100,000	DRAWN BY: C.I.		REVISED: 04-04-12	



LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD



BILL BARRETT CORPORATION

#9-10D-47 BTR
SECTION 10, T4S, R7W, U.S.B.&M.
1827' FSL 951' FEL



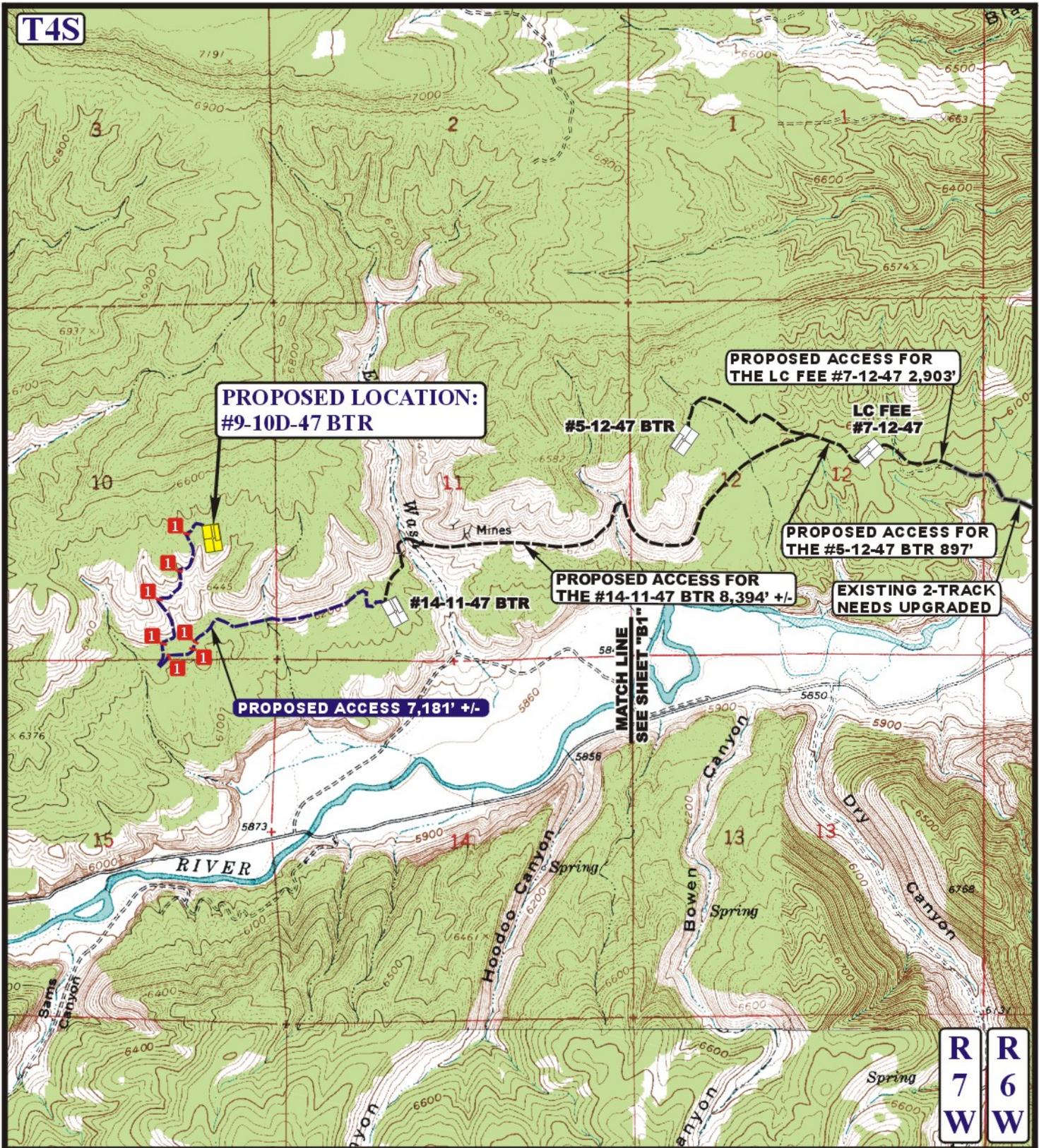
Utah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
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TOPOGRAPHIC
MAP

04 04 12
 MONTH DAY YEAR

B1
TOPO

SCALE: 1" = 2000' DRAWN BY: C.I. REVISED: 00-00-00



LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD
-  EXISTING 2-TRACK NEED UPGRADED
-  18" CMP REQUIRED

BILL BARRETT CORPORATION

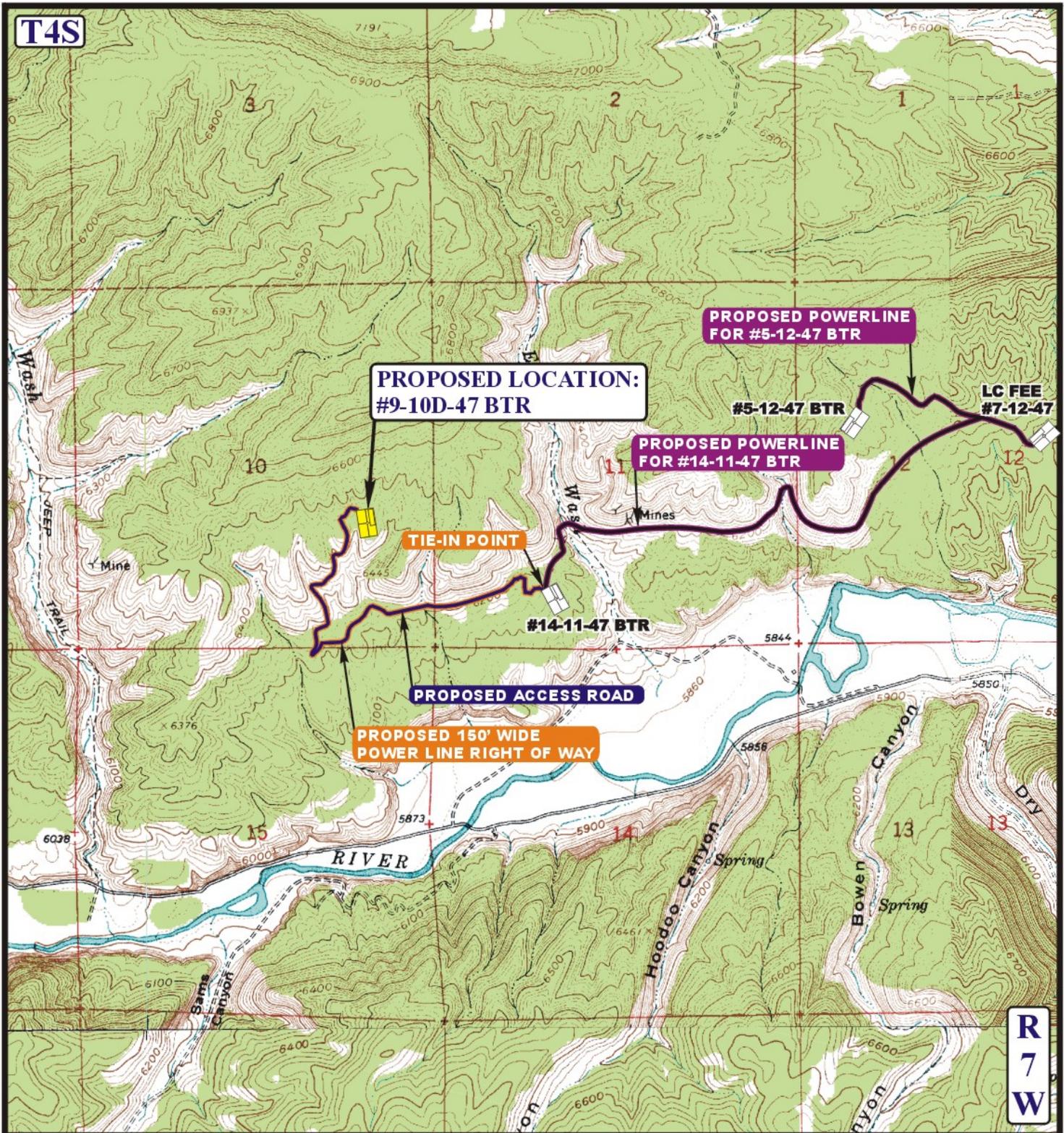
#9-10D-47 BTR
SECTION 10, T4S, R7W, U.S.B.&M.
1827' FSL 951' FEL



Utah Engineering & Land Surveying
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ACCESS ROAD	08	23	11	B2
MAP	MONTH	DAY	YEAR	
SCALE: 1" = 2000'	DRAWN BY: C.I.		REVISED: 04-04-12	TOPO



APPROXIMATE TOTAL POWERLINE DISTANCE = 7,181' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- PROPOSED POWER LINE
- - - - - EXISTING POWER LINE



BILL BARRETT CORPORATION

#9-10D-47 BTR
SECTION 10, T4S, R7W, U.S.B.&M.
1827' FSL 951' FEL



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TOPOGRAPHIC
MAP

04 04 12
 MONTH DAY YEAR

SCALE: 1" = 1000'

DRAWN BY: C.I.

REVISED: 00-00-00

D
TOPO



SITE DETAILS: 9-10D-47 BTR
Blacktail Ridge

Site Latitude: 40° 8' 42.691 N
Site Longitude: 110° 39' 18.209 W

COMPANY DETAILS: BILL BARRETT CORP

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

Positional Uncertainty: 0.0
Convergence: 0.54
Local North: True

WELL DETAILS: 9-10D-47 BTR

Ground Level: 6438.0

+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
0.0	0.0	661047.20	2236201.63	40° 8' 42.691 N	110° 39' 18.209 W	

WELLBORE TARGET DETAILS (LAT/LONG)

Name	TVD	+N/-S	+E/-W	Latitude	Longitude	Shape
9-10D-47 BTR 3PT MKR	4888.0	152.6	140.3	40° 8' 44.200 N	110° 39' 16.402 W	Rectangle (Sides: L200.0 W200.0)
9-10D-47 BTR PBHL	7438.0	152.6	140.3	40° 8' 44.200 N	110° 39' 16.402 W	Rectangle (Sides: L200.0 W200.0)

SECTION DETAILS

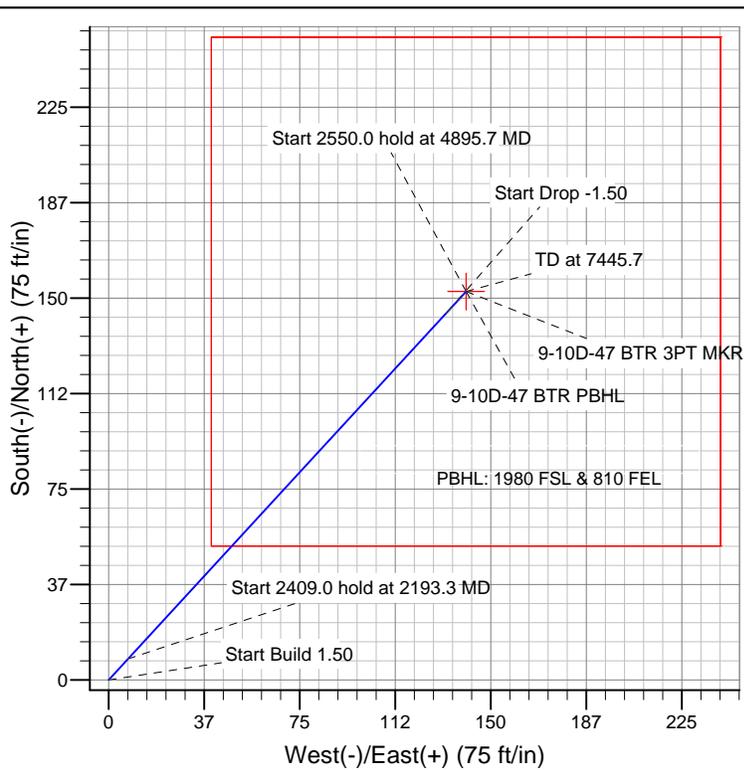
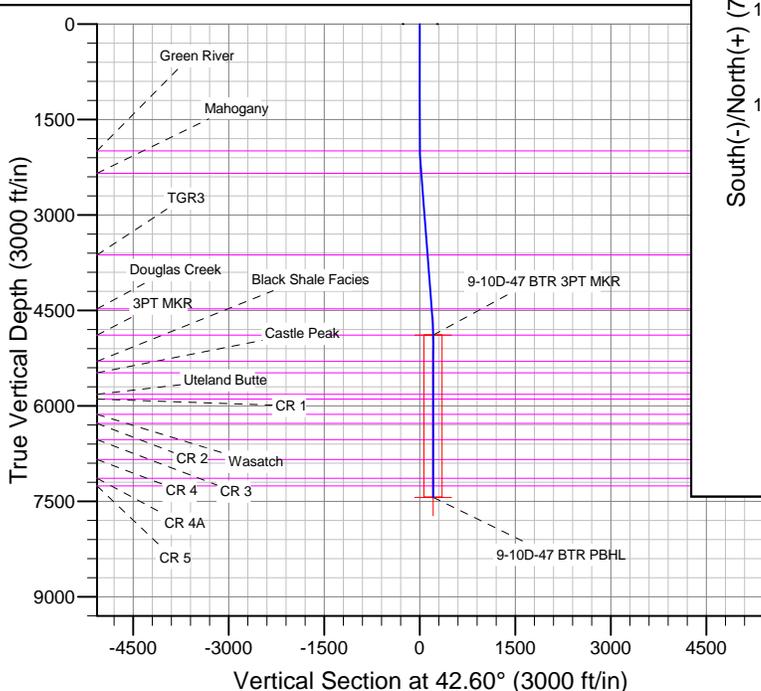
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	1900.0	0.00	0.00	1900.0	0.0	0.0	0.00	0.00	0.0	
3	2193.3	4.40	42.60	2193.1	8.3	7.6	1.50	42.60	11.3	
4	4602.3	4.40	42.60	4594.9	144.3	132.7	0.00	0.00	196.1	
5	4895.7	0.00	0.00	4888.0	152.6	140.3	1.50	180.00	207.3	9-10D-47 BTR 3PT MKR
6	7445.7	0.00	0.00	7438.0	152.6	140.3	0.00	0.00	207.3	9-10D-47 BTR PBHL

FORMATION TOP DETAILS

TVDPath	MDPath	Formation
1993.0	1993.0	Green River
2348.0	2348.7	Mahogany
3628.0	3632.5	TGR3
4478.0	4485.0	Douglas Creek
4888.0	4895.7	3PT MKR
5303.0	5310.7	Black Shale Facies
5483.0	5490.7	Castle Peak
5818.0	5825.7	Uteland Butte
5893.0	5900.7	CR 1
6133.0	6140.7	Wasatch
6278.0	6285.7	CR 2
6533.0	6540.7	CR 3
6843.0	6850.7	CR 4
7138.0	7145.7	CR 4A
7258.0	7265.7	CR 5

CASING DETAILS

No casing data is available



Azimuths to True North
Magnetic North: 11.41°

Magnetic Field
Strength: 52109.9snT
Dip Angle: 65.73°
Date: 9/10/2012
Model: IGRF2010

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 9-10D-47 BTR
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6460.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6460.0ft (Original Well Elev)
Site:	9-10D-47 BTR	North Reference:	True
Well:	9-10D-47 BTR	Survey Calculation Method:	Minimum Curvature
Wellbore:	9-10D-47 BTR		
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	9-10D-47 BTR				
Site Position:		Northing:	661,047.20 ft	Latitude:	40° 8' 42.691 N
From:	Lat/Long	Easting:	2,236,201.63 ft	Longitude:	110° 39' 18.209 W
Position Uncertainty:	0.0 ft	Slot Radius:	"	Grid Convergence:	0.54 °

Well	9-10D-47 BTR					
Well Position	+N/-S	0.0 ft	Northing:	661,047.20 ft	Latitude:	40° 8' 42.691 N
	+E/-W	0.0 ft	Easting:	2,236,201.63 ft	Longitude:	110° 39' 18.209 W
Position Uncertainty		0.0 ft	Wellhead Elevation:	ft	Ground Level:	6,438.0 ft

Wellbore	9-10D-47 BTR				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	9/10/2012	11.41	65.73	52,110

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	42.60

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	
1,900.0	0.00	0.00	1,900.0	0.0	0.0	0.00	0.00	0.00	0.00	
2,193.3	4.40	42.60	2,193.1	8.3	7.6	1.50	1.50	0.00	42.60	
4,602.3	4.40	42.60	4,594.9	144.3	132.7	0.00	0.00	0.00	0.00	
4,895.7	0.00	0.00	4,888.0	152.6	140.3	1.50	-1.50	0.00	180.00	9-10D-47 BTR 3PT M
7,445.7	0.00	0.00	7,438.0	152.6	140.3	0.00	0.00	0.00	0.00	9-10D-47 BTR PBHL

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 9-10D-47 BTR
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6460.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6460.0ft (Original Well Elev)
Site:	9-10D-47 BTR	North Reference:	True
Well:	9-10D-47 BTR	Survey Calculation Method:	Minimum Curvature
Wellbore:	9-10D-47 BTR		
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
1,993.0	1.40	42.60	1,993.0	0.8	0.8	1.1	1.50	1.50	0.00
Green River									
2,000.0	1.50	42.60	2,000.0	1.0	0.9	1.3	1.50	1.50	0.00
2,100.0	3.00	42.60	2,099.9	3.9	3.5	5.2	1.50	1.50	0.00
2,193.3	4.40	42.60	2,193.1	8.3	7.6	11.3	1.50	1.50	0.00
2,200.0	4.40	42.60	2,199.7	8.7	8.0	11.8	0.00	0.00	0.00
2,300.0	4.40	42.60	2,299.4	14.3	13.2	19.4	0.00	0.00	0.00
2,348.7	4.40	42.60	2,348.0	17.1	15.7	23.2	0.00	0.00	0.00
Mahogany									
2,400.0	4.40	42.60	2,399.1	20.0	18.4	27.1	0.00	0.00	0.00
2,500.0	4.40	42.60	2,498.8	25.6	23.5	34.8	0.00	0.00	0.00
2,600.0	4.40	42.60	2,598.5	31.3	28.7	42.5	0.00	0.00	0.00
2,700.0	4.40	42.60	2,698.2	36.9	33.9	50.1	0.00	0.00	0.00
2,800.0	4.40	42.60	2,797.9	42.6	39.1	57.8	0.00	0.00	0.00
2,900.0	4.40	42.60	2,897.6	48.2	44.3	65.5	0.00	0.00	0.00
3,000.0	4.40	42.60	2,997.3	53.8	49.5	73.1	0.00	0.00	0.00
3,100.0	4.40	42.60	3,097.0	59.5	54.7	80.8	0.00	0.00	0.00
3,200.0	4.40	42.60	3,196.7	65.1	59.9	88.5	0.00	0.00	0.00
3,300.0	4.40	42.60	3,296.4	70.8	65.1	96.2	0.00	0.00	0.00
3,400.0	4.40	42.60	3,396.2	76.4	70.3	103.8	0.00	0.00	0.00
3,500.0	4.40	42.60	3,495.9	82.1	75.5	111.5	0.00	0.00	0.00
3,600.0	4.40	42.60	3,595.6	87.7	80.7	119.2	0.00	0.00	0.00
3,632.5	4.40	42.60	3,628.0	89.6	82.4	121.7	0.00	0.00	0.00
TGR3									
3,700.0	4.40	42.60	3,695.3	93.4	85.9	126.9	0.00	0.00	0.00
3,800.0	4.40	42.60	3,795.0	99.0	91.1	134.5	0.00	0.00	0.00
3,900.0	4.40	42.60	3,894.7	104.7	96.2	142.2	0.00	0.00	0.00
4,000.0	4.40	42.60	3,994.4	110.3	101.4	149.9	0.00	0.00	0.00
4,100.0	4.40	42.60	4,094.1	116.0	106.6	157.5	0.00	0.00	0.00
4,200.0	4.40	42.60	4,193.8	121.6	111.8	165.2	0.00	0.00	0.00
4,300.0	4.40	42.60	4,293.5	127.3	117.0	172.9	0.00	0.00	0.00
4,400.0	4.40	42.60	4,393.2	132.9	122.2	180.6	0.00	0.00	0.00
4,485.0	4.40	42.60	4,478.0	137.7	126.6	187.1	0.00	0.00	0.00
Douglas Creek									

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 9-10D-47 BTR
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6460.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6460.0ft (Original Well Elev)
Site:	9-10D-47 BTR	North Reference:	True
Well:	9-10D-47 BTR	Survey Calculation Method:	Minimum Curvature
Wellbore:	9-10D-47 BTR		
Design:	Design #1		

Planned Survey									
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
4,500.0	4.40	42.60	4,492.9	138.6	127.4	188.2	0.00	0.00	0.00
4,600.0	4.40	42.60	4,592.6	144.2	132.6	195.9	0.00	0.00	0.00
4,602.3	4.40	42.60	4,594.9	144.3	132.7	196.1	0.00	0.00	0.00
4,700.0	2.94	42.60	4,692.4	148.9	136.9	202.3	1.50	-1.50	0.00
4,800.0	1.44	42.60	4,792.3	151.7	139.5	206.1	1.50	-1.50	0.00
4,895.7	0.00	0.00	4,888.0	152.6	140.3	207.3	1.50	-1.50	0.00
3PT MKR - 9-10D-47 BTR 3PT MKR									
4,900.0	0.00	0.00	4,892.3	152.6	140.3	207.3	0.00	0.00	0.00
5,000.0	0.00	0.00	4,992.3	152.6	140.3	207.3	0.00	0.00	0.00
5,100.0	0.00	0.00	5,092.3	152.6	140.3	207.3	0.00	0.00	0.00
5,200.0	0.00	0.00	5,192.3	152.6	140.3	207.3	0.00	0.00	0.00
5,300.0	0.00	0.00	5,292.3	152.6	140.3	207.3	0.00	0.00	0.00
5,310.7	0.00	0.00	5,303.0	152.6	140.3	207.3	0.00	0.00	0.00
Black Shale Facies									
5,400.0	0.00	0.00	5,392.3	152.6	140.3	207.3	0.00	0.00	0.00
5,490.7	0.00	0.00	5,483.0	152.6	140.3	207.3	0.00	0.00	0.00
Castle Peak									
5,500.0	0.00	0.00	5,492.3	152.6	140.3	207.3	0.00	0.00	0.00
5,600.0	0.00	0.00	5,592.3	152.6	140.3	207.3	0.00	0.00	0.00
5,700.0	0.00	0.00	5,692.3	152.6	140.3	207.3	0.00	0.00	0.00
5,800.0	0.00	0.00	5,792.3	152.6	140.3	207.3	0.00	0.00	0.00
5,825.7	0.00	0.00	5,818.0	152.6	140.3	207.3	0.00	0.00	0.00
Uteland Butte									
5,900.0	0.00	0.00	5,892.3	152.6	140.3	207.3	0.00	0.00	0.00
5,900.7	0.00	0.00	5,893.0	152.6	140.3	207.3	0.00	0.00	0.00
CR 1									
6,000.0	0.00	0.00	5,992.3	152.6	140.3	207.3	0.00	0.00	0.00
6,100.0	0.00	0.00	6,092.3	152.6	140.3	207.3	0.00	0.00	0.00
6,140.7	0.00	0.00	6,133.0	152.6	140.3	207.3	0.00	0.00	0.00
Wasatch									
6,200.0	0.00	0.00	6,192.3	152.6	140.3	207.3	0.00	0.00	0.00
6,285.7	0.00	0.00	6,278.0	152.6	140.3	207.3	0.00	0.00	0.00
CR 2									
6,300.0	0.00	0.00	6,292.3	152.6	140.3	207.3	0.00	0.00	0.00
6,400.0	0.00	0.00	6,392.3	152.6	140.3	207.3	0.00	0.00	0.00
6,500.0	0.00	0.00	6,492.3	152.6	140.3	207.3	0.00	0.00	0.00
6,540.7	0.00	0.00	6,533.0	152.6	140.3	207.3	0.00	0.00	0.00
CR 3									
6,600.0	0.00	0.00	6,592.3	152.6	140.3	207.3	0.00	0.00	0.00
6,700.0	0.00	0.00	6,692.3	152.6	140.3	207.3	0.00	0.00	0.00
6,800.0	0.00	0.00	6,792.3	152.6	140.3	207.3	0.00	0.00	0.00
6,850.7	0.00	0.00	6,843.0	152.6	140.3	207.3	0.00	0.00	0.00
CR 4									
6,900.0	0.00	0.00	6,892.3	152.6	140.3	207.3	0.00	0.00	0.00
7,000.0	0.00	0.00	6,992.3	152.6	140.3	207.3	0.00	0.00	0.00
7,100.0	0.00	0.00	7,092.3	152.6	140.3	207.3	0.00	0.00	0.00
7,145.7	0.00	0.00	7,138.0	152.6	140.3	207.3	0.00	0.00	0.00
CR 4A									
7,200.0	0.00	0.00	7,192.3	152.6	140.3	207.3	0.00	0.00	0.00
7,265.7	0.00	0.00	7,258.0	152.6	140.3	207.3	0.00	0.00	0.00
CR 5									
7,300.0	0.00	0.00	7,292.3	152.6	140.3	207.3	0.00	0.00	0.00

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 9-10D-47 BTR
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6460.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6460.0ft (Original Well Elev)
Site:	9-10D-47 BTR	North Reference:	True
Well:	9-10D-47 BTR	Survey Calculation Method:	Minimum Curvature
Wellbore:	9-10D-47 BTR		
Design:	Design #1		

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
7,400.0	0.00	0.00	7,392.3	152.6	140.3	207.3	0.00	0.00	0.00
7,445.7	0.00	0.00	7,438.0	152.6	140.3	207.3	0.00	0.00	0.00
9-10D-47 BTR PBHL									

Formations

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
1,993.0	1,993.0	Green River		0.00	
2,348.7	2,348.0	Mahogany		0.00	
3,632.5	3,628.0	TGR3		0.00	
4,485.0	4,478.0	Douglas Creek		0.00	
4,895.7	4,888.0	3PT MKR		0.00	
5,310.7	5,303.0	Black Shale Facies		0.00	
5,490.7	5,483.0	Castle Peak		0.00	
5,825.7	5,818.0	Uteland Butte		0.00	
5,900.7	5,893.0	CR 1		0.00	
6,140.7	6,133.0	Wasatch		0.00	
6,285.7	6,278.0	CR 2		0.00	
6,540.7	6,533.0	CR 3		0.00	
6,850.7	6,843.0	CR 4		0.00	
7,145.7	7,138.0	CR 4A		0.00	
7,265.7	7,258.0	CR 5		0.00	

STATE OF UTAH
COUNTY OF DUCHESNE

SURFACE LAND USE AGREEMENT

This Agreement, made and entered into this the 11th day of June, 2012, by and between Craig A. Decker, Trustee, for sons: Craig Jr., Scott and Bret Decker, 3416 N 44th Street, Unit 9, Phoenix, AZ 85018-6043, ("Surface Owner" or "Grantor"), and, Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, ("BBC", "Grantee" or "Operator").

WITNESSETH THAT:

WHEREAS, BBC owns undivided interests in certain oil and gas leases ("leases") covering and affecting Section 10, Township 4 South, Range 7 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 #9-10D-47 BTR Well at a legal drill-site location in the NE1/4SE1/4 of Section 10, Township 4 South, Range 7 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner claims but does not warrant ownership to the surface of at least specific portions of the W1/2SE1/4 and the NE1/4SE1/4 of Section 10, Township 4 South, Range 7 West, USM, Duchesne County, Utah, and which claimed ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof.

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, over, through, 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. It is agreed among the parties that the facilities as described herein will be limited in size and use as described in the attached Exhibits "A" and "B". It is also agreed that the wellsite will be designed and constructed so as to minimize surface disturbance and visual impact on the landscape, keeping building and structure size and number to a minimum. Facilities will be painted as per regulatory requirement. Grantee will construct, bury (to at least three (3) feet or as close to this depth as possible) and maintain the pipeline or pipelines as shown on the attached plat so as to minimize the risk of spills and contamination. The pipeline(s) right of way will be reseeded with natural grasses/vegetation as required by the applicable rules and regulations. This Agreement is limited to the well location, access road and pipeline or pipelines rights-of-way described in the attached Exhibits "A" and "B." Any additional well location, roads or pipeline rights-of-way not depicted on Exhibits "A" and "B" are subject to approval by Grantor and additional compensation. The location of such additional well location, roads and pipelines will be negotiated and agreed to in a cooperative manner.

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

Grantee shall have the free right of ingress and egress to, over, upon, through and across said right-of-way and easement for any and all purposes that may be necessary or incidental to the maintenance of the well location, road and pipeline or pipelines rights-of-way and easement, with the right to use existing roads which enter Grantor's property for the purpose of constructing, inspecting, repairing and maintaining the

facilities and the removal or replacement of same at will, either in whole or in part, and the replacement of said pipeline or pipelines with either like or different size pipe. During temporary periods, Grantee may use such portions of the property along and adjacent to said right-of-ways, not to exceed thirty (30) feet on either side of the centerline of each as may be necessary, and subject to Surface Owner's approval which will not be unreasonably withheld, except in cases of Operator's extreme need or emergency, in connection with construction, maintenance, repair, removal or replacement of the facilities and if such use cause any damages to Grantor's lands outside of the above described right-of-way, Grantee shall pay Grantor for such damages in a mutually agreed upon manner and amount. No disposal or storage is allowed on or adjacent to the right-of-way and easement. Any waste related to operations shall be removed from the premises and properly disposed of in compliance with Federal and State environmental laws and Regulation. All equipment and materials not being actively used in Grantee's operations shall be stored offsite, and when equipment or materials are no longer being used for operations on the right-of-way and easement and any adjacent lands same shall be immediately removed from the right-of-way and easement and any adjacent lands.

Grantor reserves the right to the use and enjoyment of said property except for the purposes herein granted, but such use shall not hinder, conflict or interfere with Grantee's surface or subsurface rights hereunder or disturb its facilities. Grantor may construct roads, fences, water lines and utilities across the easement as long as they do not cause damage to the pipeline. Prior to construction of any road, fence, water line or utility Grantor shall notify Grantee and Grantee and Grantor shall work together in cooperation to make sure the pipeline or pipelines are not damaged. No reservoir or structure shall be constructed, created or maintained on, over, along or within the lands covered by this easement without Grantee's prior written consent, which will not be unreasonably withheld.

Surface Owner makes no warranty of title or otherwise in entering into this Agreement.

FOR THE SAME CONSIDERATION RECITED ABOVE, Grantee agrees to conduct its drilling and producing activities on Surface Owner's land in accordance with good oil and gas field practices, including those in the BLM Gold Book, and, as outlined in any regulatory rules and regulations applicable to the operations of the Grantee, and, shall carry on all operations hereunder in a careful and workmanlike manner. All labor to be performed and material to be furnished in the operations hereunder shall be at the cost and expense of Grantee, and Surface Owner shall not be chargeable with, or liable for any part thereof. During the life of the associated well, Grantee shall keep said land duly and fully protected against liability for judgments based upon liens for labor or materials arising from, or connected with, its operations. Grantee shall indemnify and hold Surface Owner harmless from any and all liabilities, liens, and environmental liabilities arising out of Grantee's operations on the lands. Grantee shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an uncluttered condition.

Surface Owner hereby agrees to conduct its surface activities (whether grazing, agricultural, recreational or any other surface use) in good practice. Surface Owner shall indemnify and hold Grantee harmless for any and all liabilities, liens or damages of Grantee's property arising out of Surface Owner's use of the lands.

TO HAVE AND TO HOLD the above described rights and easements, together with all rights necessary to operate and maintain the subject well, road and pipeline or pipelines over the rights-of-way hereby granted unto the said Grantee, its successors and assigns, until such time as the right-of-way and easement is abandoned under the terms stipulated herein. The Grantee may assign the rights and easements herein granted, either in whole or in part, subject to the terms of this grant, and such rights and easements shall be covenants running with the land and are binding upon Grantor, Grantor's heirs, legal representatives and successors in title for the term of the Agreement.

Grantee shall repair or replace any fences damaged by them, their employees or contractors with a new fence that will be exactly the same type of fence that is damaged.

Grantee will construct and maintain the road, meeting all applicable regulatory standards, fitting the natural landscape as close as possible and minimizing the risk of vehicle accidents or spills. It will roughly follow the attached survey map. However, Surface Owner and Grantee, within reason, may make minor adjustments prior to construction. The traveled surface of all roadways constructed by Operator shall not exceed twenty-five (25') feet in width. Culverts shall be placed in low areas of said road to allow for proper drainage. No off-road travel is permitted by Operator. Grantee will include a short turnout at point chosen by Owner. Operator agrees to keep roads used by it free of weeds, debris and litter as may be caused by Operator's use, and, to conduct periodic trash pickup at the request of Surface Owner should it become necessary due to Operator's use of the facilities. Surface Owner may name road and put signs, landscaping and artwork on non-pipeline side of road as long as Owner does not hinder or impede the rights of Grantee as herein granted or interfere with the required restoration as required upon abandonment of Grantee's operations. No additional roads shall be constructed or used by Operator for access to lands not subject to this Agreement without a separately negotiated Agreement. Grantee is responsible for any additional taxes assessed for improvements to the lands due to the construction of the herein described road.

Grantee and its heirs or assigns are authorized to use other rights-of-way along roadways held by Grantor that may exist now or in the future on neighboring lands in order to access lands of the Grantor.

For duration of its operations, Grantee will monitor its well location, associated facilities, pipeline(s) and road for leaks and spills and will inform the Owner of any leaks, contamination or decline in ground water, soil or air quality, as required by all applicable rules and regulations. Grantee will immediately take action to repair and mitigate any associated harm or damages.

As allowed and required by applicable Federal and State rules and regulations, and as long as Grantee is not in violation of such, Grantee will inform Surface Owner of and turn over to him any biological or cultural artifacts or fossils found on the land as a result of Grantee's construction or operations on the land as herein granted.

It is agreed among the parties that Grantee will adhere to, operate under and abide by all rules, regulations and parameters as established by any and all governmental agencies and entities that have jurisdiction over the operations of Grantee.

Due to the closeness of proposed wells, pipeline(s) and road to the Strawberry River, the Grantee will carefully follow all relevant Federal, State and local regulations and guidelines regarding monitoring and best management practices, including those practices and guidelines enumerated in the BLM's Gold Book, and, take extra care to minimize the risk of oil, gas or byproducts getting into the river or polluting the ground water, air or soil of the Owner's land.

Operator shall not use water from Surface Owner's wells, streams, lakes, ponds, water pipelines, storage tanks or other water sources existing on the Grantor's lands.

The rights granted by Surface Owner to Operator shall terminate when the subject well and other, associated facilities, have been deemed to be abandoned by the Operator. The facilities will be deemed abandoned if Grantee fails to use any pipeline for a period in excess of twenty-four (24) consecutive months or fails to use any roadways for a period in excess of twenty-four (24) consecutive months. Grantee shall restore such facilities to as near its original condition as possible within twelve (12) months of release, abandonment, or termination of this agreement and shall furnish a recordable document evidencing such release to Grantor, or Grantor's successors in interest, and all rights that Grantee has under the terms of this Agreement shall be terminated. Operator will take all actions necessary or desirable to clean up and remove the facilities, or render the facilities environmentally safe and fit for abandonment in place. All such cleanup and mitigation shall be performed in compliance with all applicable Federal, State, and local laws and regulations.

The Operator and Surface Owner will work in a cooperative manner in carrying out this agreement and dealing with any problems or concerns that arise during the Grantee's operations, including compensation for major spills or contamination associated with Grantees operations. Surface Owner may from time to time contact Operator for discussions or concerns relating to the lands or the Agreement.

The making, execution and delivery of this document by Grantor has been induced by no representations, statements, warranties, or other agreements other than those herein expressed. This agreement embodies the entire understanding of the parties, and this instrument may be amended or modified only by subsequent written agreement of the parties. Any issues not addressed in this Agreement may be addressed in side letters. 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.

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 for the term of the Agreement.

IN WITNESS WHEREOF, this Surface Land Use Agreement is executed as of the dates of the respective acknowledgments of the parties hereto, but is effective as of the 11th day of June, 2012.

GRANTOR:

By: 
Craig A. Decker, Trustee

GRANTEE:

BILL BARRETT CORPORATION

By: 
Clint W. Turner, as Agent for Bill Barrett Corporation

ACKNOWLEDGMENTS

STATE OF Arizona

COUNTY OF Maricopa

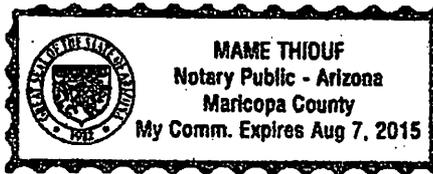
On this 17 day of July, 2012, before me personally appeared Craig A. Decker, known to me to be the person who is described in and who executed the within instrument and acknowledged to me that he executed the same.

WITNESS my hand and official seal.

Mame Thiouf

Notary Public
Residing at: Phoenix, Arizona

My Commission Expires: Aug 7, 2015



STATE OF UTAH
COUNTY OF SALT LAKE

On this 20th day of July, 2012, personally appeared before me Clint W. Turner, who, being by me duly sworn, did say that he is the Agent for Bill Barrett Corporation and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said Clint W. Turner acknowledged to me that said corporation executed the same.

My Commission Expires: 1-31-2016

Erik Carlson

Notary Public
Residing at: DAVIS COURT

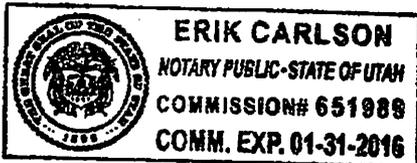


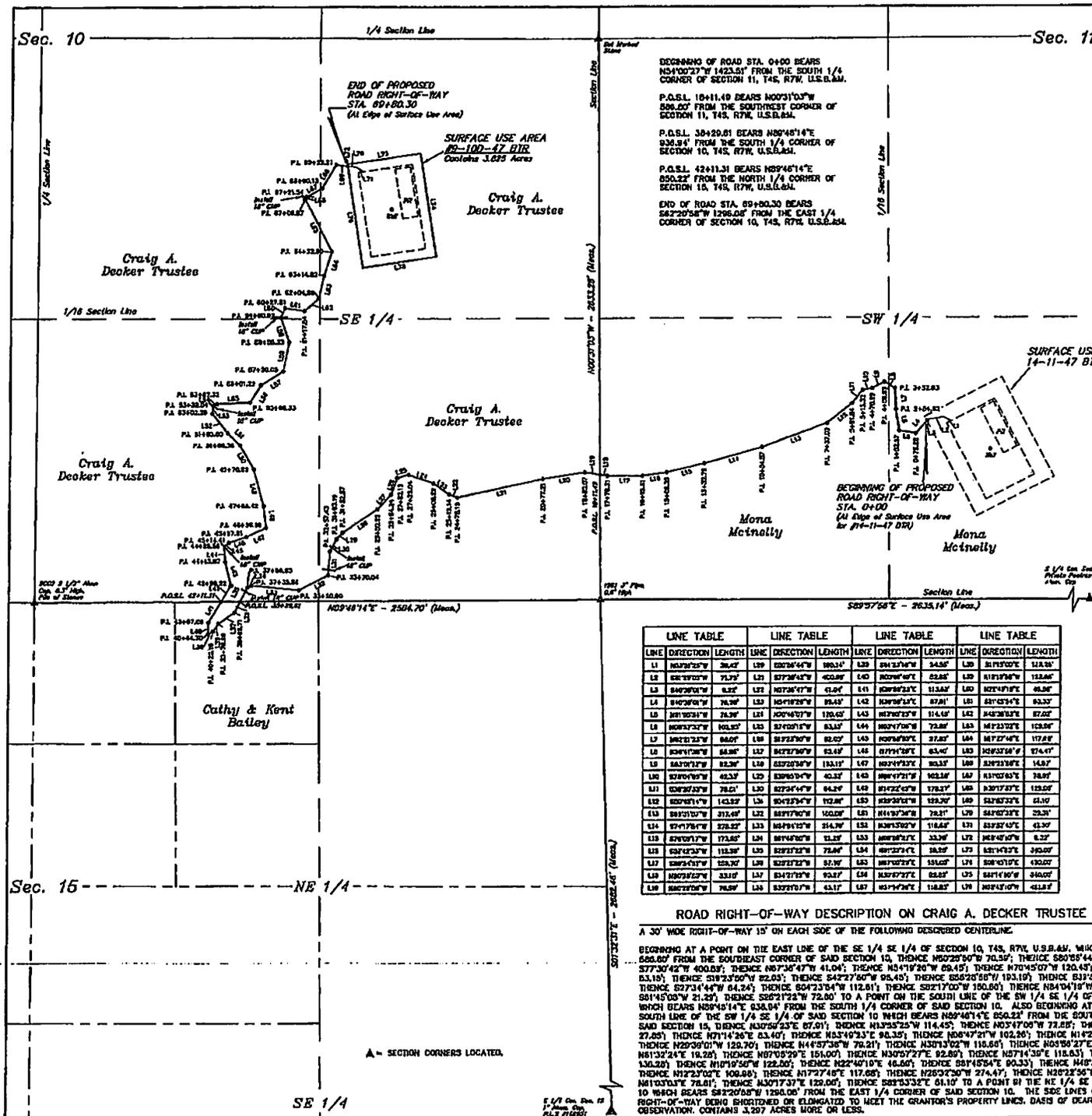
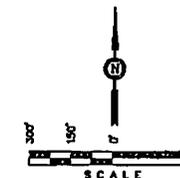
Exhibit "A"

BILL BARRETT CORPORATION
 LOCATION SURFACE USE AREA
 & ROAD RIGHT-OF-WAY ON
 FREE LANDS

(For #9-10D-47 BTR)

LOCATED IN
 SECTIONS 10, 11 & 15, T4S, R7W, U.S.B.&M.
 DUCHESNE COUNTY, UTAH

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



ROAD RIGHT-OF-WAY DESCRIPTION ON MONA MACINELLY LANDS

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

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 11, T4S, R7W, U.S.B.&M. WHICH BEARS N34°00'27"W 1423.51' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 11, THENCE S40°30'01"W 78.20'; THENCE N81°05'54"W 78.20'; THENCE N05°07'22"W 102.25'; THENCE N02°21'23"W 80.01'; THENCE N04°13'30"W 88.88'; THENCE S07°01'12"W 82.30'; THENCE S78°04'09"W 42.33'; THENCE S32°03'37"W 78.81'; THENCE S50°40'14"W 145.25'; THENCE S65°15'57"W 317.40'; THENCE S74°17'54"W 276.22'; THENCE S78°00'11"W 173.50'; THENCE S01°14'33"W 112.20'; THENCE S09°54'31"W 138.70'; THENCE N00°28'50"W 33.10' TO A POINT ON THE WEST LINE OF THE SW 1/4 SW 1/4 OF SAID SECTION 11, WHICH BEARS N00°31'03"W 658.00' FROM THE SOUTHWEST CORNER OF SAID SECTION 11, THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTEE'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.240 ACRES MORE OR LESS.

ROAD RIGHT-OF-WAY DESCRIPTION ON CATHY & KENT BAILEY LANDS

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

BEGINNING AT A POINT ON THE NORTH LINE OF THE NW 1/4 NE 1/4 OF SECTION 15, T4S, R7W, U.S.B.&M. WHICH BEARS N59°46'14"E 638.94' FROM THE NORTH 1/4 CORNER OF SAID SECTION 15, THENCE S28°21'22"W 57.10'; THENCE S54°21'19"W 90.27'; THENCE S30°21'57"W 43.17'; THENCE S81°23'10"W 24.25'; THENCE N00°07'49"E 62.90'; THENCE N03°09'22"E 113.83' TO A POINT ON THE NORTH LINE OF THE NW 1/4 NE 1/4 OF SAID SECTION 15, WHICH BEARS N59°46'14"E 650.22' FROM THE NORTH 1/4 CORNER OF SAID SECTION 15, THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTEE'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.263 ACRES MORE OR LESS.

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN THE NE 1/4 SE 1/4 OF SECTION 10, T4S, R7W, U.S.B.&M. WHICH BEARS S07°20'54"W 1258.00' FROM THE EAST 1/4 CORNER OF SAID SECTION 10, THENCE N00°45'10"W 83.22'; THENCE N81°14'50"E 340.00'; THENCE S00°45'10"E 400.00'; THENCE S01°14'50"W 340.00'; THENCE N00°45'10"W 451.60' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.525 ACRES MORE OR LESS.

LINE	DIRECTION	LENGTH	LINE	DIRECTION	LENGTH	LINE	DIRECTION	LENGTH	LINE	DIRECTION	LENGTH
L1	N63°28'27"E	26.42	L9	S27°04'47"W	195.11	L25	S51°31'00"W	34.50	L39	S17°32'02"E	124.26
L2	S28°21'22"W	57.10	L10	S77°34'57"E	402.80	L26	S00°00'00"E	92.80	L40	S17°32'02"E	124.26
L3	S40°30'01"W	78.20	L11	N72°04'17"W	41.04	L27	N00°00'00"E	51.50	L41	N07°49'17"E	46.80
L4	S78°04'09"W	42.33	L12	S07°01'12"W	82.30	L28	N00°00'00"E	92.80	L42	S17°32'02"E	124.26
L5	S81°05'54"W	78.20	L13	S02°28'50"W	33.10	L29	N00°00'00"E	92.80	L43	S17°32'02"E	124.26
L6	S09°54'31"W	138.70	L14	S01°14'33"W	112.20	L30	N00°00'00"E	92.80	L44	S17°32'02"E	124.26
L7	S05°07'22"W	102.25	L15	S04°13'30"W	88.88	L31	N00°00'00"E	92.80	L45	S17°32'02"E	124.26
L8	N00°31'03"W	658.00	L16	S07°20'54"W	1258.00	L32	N00°00'00"E	92.80	L46	S17°32'02"E	124.26
L9	N81°23'10"W	24.25	L17	S54°21'19"W	90.27	L33	N00°00'00"E	92.80	L47	S17°32'02"E	124.26
L10	N03°09'22"E	113.83	L18	S30°21'57"W	43.17	L34	N00°00'00"E	92.80	L48	S17°32'02"E	124.26
L11	N59°46'14"E	638.94	L19	S28°21'22"W	57.10	L35	N00°00'00"E	92.80	L49	S17°32'02"E	124.26
L12	N59°46'14"E	650.22	L20	S54°21'19"W	90.27	L36	N00°00'00"E	92.80	L50	S17°32'02"E	124.26
L13	N59°46'14"E	650.22	L21	S30°21'57"W	43.17	L37	N00°00'00"E	92.80	L51	S17°32'02"E	124.26
L14	N59°46'14"E	650.22	L22	S54°21'19"W	90.27	L38	N00°00'00"E	92.80	L52	S17°32'02"E	124.26
L15	N59°46'14"E	650.22	L23	S30°21'57"W	43.17	L39	N00°00'00"E	92.80	L53	S17°32'02"E	124.26
L16	N59°46'14"E	650.22	L24	S54°21'19"W	90.27	L40	N00°00'00"E	92.80	L54	S17°32'02"E	124.26
L17	N59°46'14"E	650.22	L25	S30°21'57"W	43.17	L41	N00°00'00"E	92.80	L55	S17°32'02"E	124.26
L18	N59°46'14"E	650.22	L26	S54°21'19"W	90.27	L42	N00°00'00"E	92.80	L56	S17°32'02"E	124.26
L19	N59°46'14"E	650.22	L27	S30°21'57"W	43.17	L43	N00°00'00"E	92.80	L57	S17°32'02"E	124.26
L20	N59°46'14"E	650.22	L28	S54°21'19"W	90.27	L44	N00°00'00"E	92.80	L58	S17°32'02"E	124.26
L21	N59°46'14"E	650.22	L29	S30°21'57"W	43.17	L45	N00°00'00"E	92.80	L59	S17°32'02"E	124.26
L22	N59°46'14"E	650.22	L30	S54°21'19"W	90.27	L46	N00°00'00"E	92.80	L60	S17°32'02"E	124.26
L23	N59°46'14"E	650.22	L31	S30°21'57"W	43.17	L47	N00°00'00"E	92.80	L61	S17°32'02"E	124.26
L24	N59°46'14"E	650.22	L32	S54°21'19"W	90.27	L48	N00°00'00"E	92.80	L62	S17°32'02"E	124.26
L25	N59°46'14"E	650.22	L33	S30°21'57"W	43.17	L49	N00°00'00"E	92.80	L63	S17°32'02"E	124.26
L26	N59°46'14"E	650.22	L34	S54°21'19"W	90.27	L50	N00°00'00"E	92.80	L64	S17°32'02"E	124.26
L27	N59°46'14"E	650.22	L35	S30°21'57"W	43.17	L51	N00°00'00"E	92.80	L65	S17°32'02"E	124.26
L28	N59°46'14"E	650.22	L36	S54°21'19"W	90.27	L52	N00°00'00"E	92.80	L66	S17°32'02"E	124.26
L29	N59°46'14"E	650.22	L37	S30°21'57"W	43.17	L53	N00°00'00"E	92.80	L67	S17°32'02"E	124.26
L30	N59°46'14"E	650.22	L38	S54°21'19"W	90.27	L54	N00°00'00"E	92.80	L68	S17°32'02"E	124.26
L31	N59°46'14"E	650.22	L39	S30°21'57"W	43.17	L55	N00°00'00"E	92.80	L69	S17°32'02"E	124.26
L32	N59°46'14"E	650.22	L40	S54°21'19"W	90.27	L56	N00°00'00"E	92.80	L70	S17°32'02"E	124.26
L33	N59°46'14"E	650.22	L41	S30°21'57"W	43.17	L57	N00°00'00"E	92.80	L71	S17°32'02"E	124.26
L34	N59°46'14"E	650.22	L42	S54°21'19"W	90.27	L58	N00°00'00"E	92.80	L72	S17°32'02"E	124.26
L35	N59°46'14"E	650.22	L43	S30°21'57"W	43.17	L59	N00°00'00"E	92.80	L73	S17°32'02"E	124.26
L36	N59°46'14"E	650.22	L44	S54°21'19"W	90.27	L60	N00°00'00"E	92.80	L74	S17°32'02"E	124.26
L37	N59°46'14"E	650.22	L45	S30°21'57"W	43.17	L61	N00°00'00"E	92.80	L75	S17°32'02"E	124.26
L38	N59°46'14"E	650.22	L46	S54°21'19"W	90.27	L62	N00°00'00"E	92.80	L76	S17°32'02"E	124.26
L39	N59°46'14"E	650.22	L47	S30°21'57"W	43.17	L63	N00°00'00"E	92.80	L77	S17°32'02"E	124.26
L40	N59°46'14"E	650.22	L48	S54°21'19"W	90.27	L64	N00°00'00"E	92.80	L78	S17°32'02"E	124.26

ROAD RIGHT-OF-WAY DESCRIPTION ON CRAIG A. DECKER TRUSTEE LANDS

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

BEGINNING AT A POINT ON THE EAST LINE OF THE SE 1/4 SE 1/4 OF SECTION 10, T4S, R7W, U.S.B.&M. WHICH BEARS N00°31'03"W 658.00' FROM THE SOUTHEAST CORNER OF SAID SECTION 10, THENCE N00°28'50"W 70.50'; THENCE S00°05'44"W 105.14'; THENCE S77°30'42"W 400.03'; THENCE N07°30'47"W 41.04'; THENCE N34°19'20"W 69.45'; THENCE N70°45'07"W 120.45'; THENCE S74°00'10"W 83.15'; THENCE S18°23'00"W 82.00'; THENCE S42°27'00"W 95.45'; THENCE S00°20'00"W 103.10'; THENCE S19°00'00"W 40.32'; THENCE S27°14'47"W 84.24'; THENCE S04°23'00"W 112.81'; THENCE S21°00'00"W 100.00'; THENCE N04°01'00"W 214.70'; THENCE S01°45'00"W 21.20'; THENCE S32°21'22"W 72.00' TO A POINT ON THE SOUTH LINE OF THE SW 1/4 SE 1/4 OF SAID SECTION 10 WHICH BEARS N59°46'14"E 638.94' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 10. ALSO BEGINNING AT A POINT ON THE SOUTH LINE OF THE SW 1/4 SE 1/4 OF SAID SECTION 10 WHICH BEARS N59°46'14"E 650.22' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 15, THENCE N50°05'32"E 87.01'; THENCE N45°25'24"W 114.45'; THENCE N05°19'00"W 72.25'; THENCE N05°05'32"E 87.01'; THENCE N11°42'28"E 83.40'; THENCE N53°10'33"E 90.35'; THENCE N04°19'21"W 102.20'; THENCE N14°22'45"W 178.27'; THENCE N29°30'01"W 120.70'; THENCE N44°57'38"W 70.21'; THENCE N30°13'02"W 110.50'; THENCE N05°00'27"E 35.78'; THENCE N81°32'24"E 18.20'; THENCE N07°05'29"E 151.00'; THENCE N30°07'27"E 92.80'; THENCE N27°14'30"E 118.03'; THENCE N11°15'00"E 130.20'; THENCE N10°19'50"W 122.00'; THENCE N22°40'10"E 46.00'; THENCE S01°48'24"E 90.33'; THENCE N45°30'32"E 87.01'; THENCE N12°30'02"E 100.00'; THENCE N17°24'47"E 117.80'; THENCE N25°00'00"W 274.47'; THENCE N05°05'32"E 14.87'; THENCE N11°03'31"W 78.81'; THENCE N30°17'37"E 122.00'; THENCE S85°03'32"E 61.10' TO A POINT ON THE NE 1/4 SE 1/4 OF SAID SECTION 10 WHICH BEARS S82°20'58"W 1204.00' FROM THE EAST 1/4 CORNER OF SAID SECTION 10. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTEE'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.297 ACRES MORE OR LESS.

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
MONA MCINELLY	1811.40	1.248	105.70
CATHY & KENT BAILEY	361.70	0.263	23.13
CRAIG A. DECKER TRUSTEE	4787.11	3.297	290.13

CONVEYANCE

THIS IS TO CLARIFY THAT THE ABOVE PART BEING FILED HEREIN IS A CORRECT COPY OF THE ORIGINAL RECORD AS FILED WITH ME BY THE GRANTEE, AND THAT THE GRANTEE HAS NOT BEEN ADVISED BY ME OF ANY MISTAKES, AND THAT THE GRANTEE HAS NOT BEEN ADVISED BY ME OF ANY MISTAKES, AND THAT THE GRANTEE HAS NOT BEEN ADVISED BY ME OF ANY MISTAKES.

REV: 01-11-12

UNITED ENGINEERING & LAND SURVEYING			
63 SOUTH - 200 EAST - (43rd) 700-107			
VERNAL, UTAH - 84078			
SCALE	1" = 300'	DATE	06-19-11
PARTY	B.A. K.E.L.	APPLICANCES	Q.L.G. PLAY
MAPS	W.A.R.D.	FILE	J 2 7 5 4

Exhibit 'B'

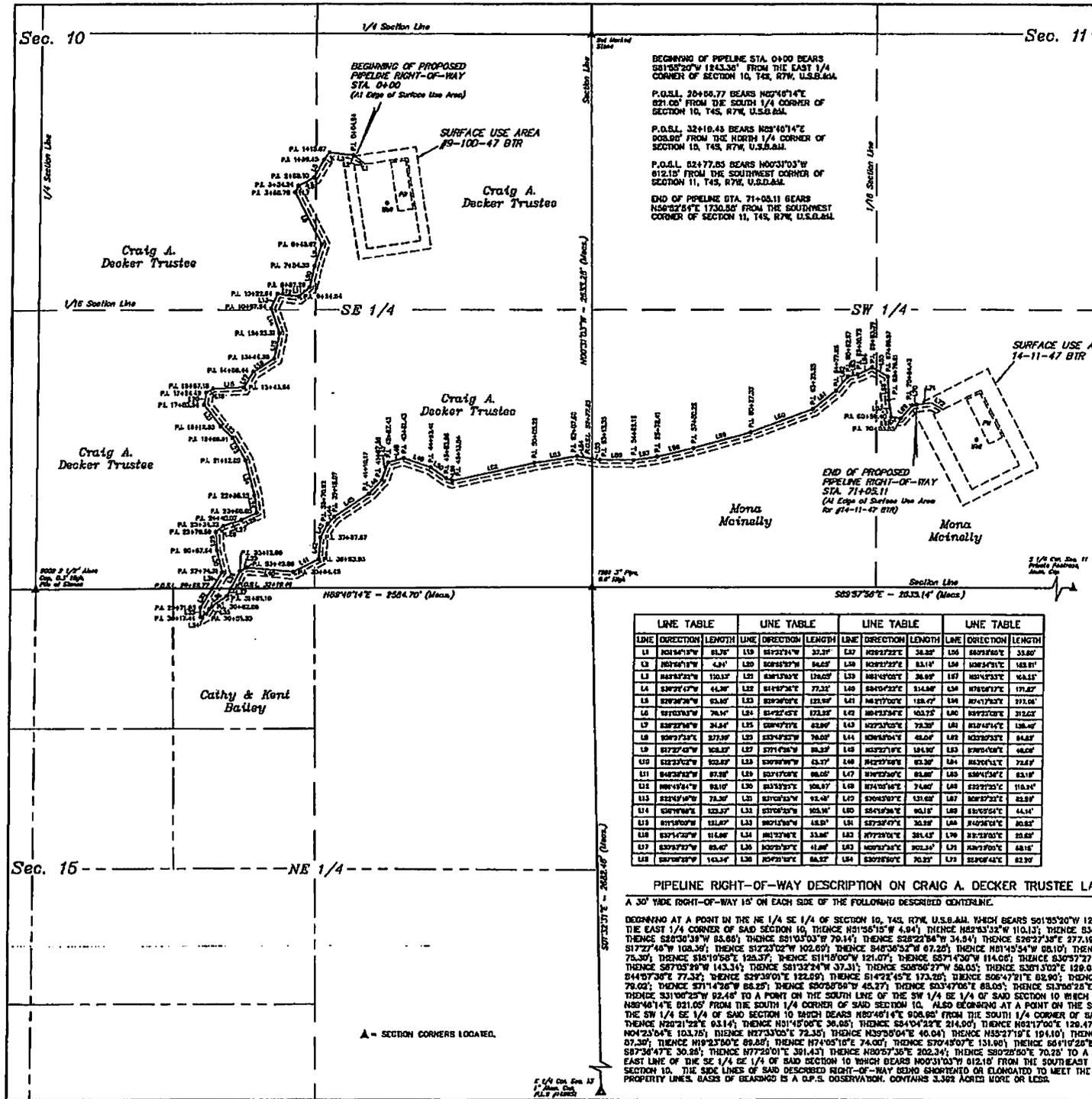
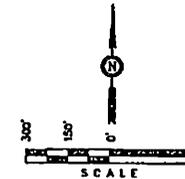
BILL BARRETT CORPORATION
PIPELINE RIGHT-OF-WAY ON
FEE LANDS

(For #9-10D-47 BTR)

LOCATED IN
 SECTIONS 10, 11 & 15, T4S, R7W, U.S.B.&M.
 DUCHESNE COUNTY, UTAH

BASIS OF BEARINGS

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



PIPELINE RIGHT-OF-WAY DESCRIPTION ON MONA MACINELLY LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.
 BEGINNING AT A POINT ON THE WEST LINE OF THE SW 1/4 SW 1/4 OF SECTION 11, T4S, R7W, U.S.B.&M. WHICH BEARS N00°03'03"W 012.10' FROM THE SOUTHWEST CORNER OF SAID SECTION 11, THENCE S89°28'50"E 35.00'; THENCE N89°54'51"E 155.81'; THENCE N51°42'33"E 106.54'; THENCE N70°09'17"E 171.87'; THENCE N74°17'53"E 277.05'; THENCE N59°22'00"E 312.02'; THENCE N50°40'14"E 135.49'; THENCE N39°20'33"E 54.02'; THENCE N70°40'00"E 48.00'; THENCE N50°11'27"E 72.80'; THENCE S54°43'02"E 83.18'; THENCE S02°21'23"E 110.24'; THENCE S06°57'32"E 82.86'; THENCE S01°25'54"E 44.14'; THENCE N49°03'01"E 80.80'; THENCE N01°20'03"E 20.80' TO A POINT IN THE SE 1/4 SW 1/4 OF SAID SECTION 11, WHICH BEARS S59°22'54"E 1730.85' FROM THE SOUTHWEST CORNER OF SAID SECTION 11, THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.058 ACRES MORE OR LESS.

PIPELINE RIGHT-OF-WAY DESCRIPTION ON CATHY & KENT BAILEY LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.
 BEGINNING AT A POINT ON THE NORTH LINE OF THE NW 1/4 NE 1/4 OF SECTION 10, T4S, R7W, U.S.B.&M. WHICH BEARS N89°15'14"E 821.05' FROM THE NORTH 1/4 CORNER OF SAID SECTION 15, THENCE S31°08'25"W 105.10'; THENCE S00°48'50"W 45.81'; THENCE N01°23'57"E 33.89'; THENCE N35°21'57"E 41.58'; THENCE N34°11'16"E 68.22'; THENCE N25°21'22"E 38.30' TO A POINT ON THE NORTH LINE OF THE NW 1/4 NE 1/4 OF SAID SECTION 10, WHICH BEARS N09°41'14"E 608.85' FROM THE NORTH 1/4 CORNER OF SAID SECTION 10, THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.243 ACRES MORE OR LESS.

LINE	DIRECTION	LENGTH									
11	N01°54'19"W	81.27	119	S17°22'14"W	22.37	127	N05°27'22"E	38.20'	135	S02°18'00"E	33.80'
12	N02°04'19"W	4.91'	120	N08°18'57"W	146.88	128	N08°17'27"E	83.11'	136	N08°48'10"E	168.81'
13	N45°32'24"W	116.13'	121	S01°17'04"E	134.59	129	N01°45'02"E	38.89'	137	N04°45'33"E	145.15'
14	S10°27'47"W	41.28'	122	S14°17'32"E	77.22	130	S04°07'22"E	314.86'	138	N70°40'17"E	174.27'
15	S70°30'24"W	61.87'	123	S03°07'07"E	123.94'	131	N01°17'02"E	128.47'	139	N74°17'27"E	371.28'
16	S70°30'24"W	76.14'	124	S12°27'47"E	77.22	132	N02°17'34"E	103.22'	140	S02°27'02"E	374.22'
17	S02°27'47"E	34.84'	125	S08°07'17"E	42.89'	133	N07°17'27"E	72.30'	141	N14°14'17"E	128.47'
18	S07°17'27"E	371.28'	126	S24°42'27"W	78.09'	134	N08°17'34"E	48.64'	142	S12°27'02"E	84.27'
19	S17°27'47"W	105.27'	127	S17°17'04"E	85.27'	135	N03°27'17"E	144.30'	143	S70°40'17"E	462.07'
20	S12°27'02"E	82.86'	128	S10°17'04"W	43.17'	136	N02°17'34"E	82.30'	144	N02°04'19"E	72.81'
21	S42°32'57"W	87.89'	129	S21°17'04"E	86.05'	137	N10°27'02"E	82.86'	145	S04°10'17"E	83.11'
22	N04°10'17"E	82.10'	130	S43°32'57"W	104.37'	138	N14°10'17"E	74.60'	146	S12°27'02"E	116.13'
23	S12°27'02"E	78.30'	131	S10°17'04"E	91.40'	139	S10°17'04"E	131.60'	147	S02°27'02"E	82.86'
24	S10°17'04"E	122.37'	132	S10°17'04"E	103.14'	140	S04°10'17"E	86.11'	148	S02°27'02"E	44.14'
25	S11°10'07"W	121.87'	133	N01°17'04"W	148.51'	141	S12°27'02"E	32.39'	149	N12°27'02"E	206.27'
26	S17°17'04"E	116.86'	134	N01°17'04"E	33.86'	142	N17°17'04"E	264.33'	150	N12°27'02"E	206.27'
27	S17°17'04"E	86.47'	135	N02°17'04"E	102.34'	143	N02°17'04"E	102.34'	151	N12°27'02"E	83.11'
28	S07°17'04"E	163.24'	136	N07°17'04"E	86.27'	144	S07°17'04"E	70.27'	152	N07°17'04"E	82.30'

PIPELINE RIGHT-OF-WAY DESCRIPTION ON CRAIG A. DECKER TRUSTEE LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.
 BEGINNING AT A POINT IN THE NE 1/4 SE 1/4 OF SECTION 10, T4S, R7W, U.S.B.&M. WHICH BEARS S01°35'30"W 1243.36' FROM THE EAST 1/4 CORNER OF SAID SECTION 10, THENCE N31°56'15"W 4.94'; THENCE N24°33'32"W 110.13'; THENCE S36°22'47"W 44.30'; THENCE S23°30'39"W 83.68'; THENCE S01°03'03"W 70.14'; THENCE S28°22'56"W 34.84'; THENCE S26°27'38"E 277.10'; THENCE S17°27'40"W 108.36'; THENCE S12°27'02"W 102.69'; THENCE S48°36'32"W 67.25'; THENCE N01°40'54"W 88.10'; THENCE S22°49'19"W 75.30'; THENCE S10°10'50"E 88.37'; THENCE S11°08'00"W 121.07'; THENCE S57°47'07"W 114.80'; THENCE S30°27'27"W 55.40'; THENCE S07°03'04"W 143.34'; THENCE S01°32'24"W 37.31'; THENCE S05°02'17"W 50.03'; THENCE S01°30'12"E 129.05'; THENCE S44°07'30"E 77.32'; THENCE S29°30'01"E 122.89'; THENCE S14°25'45"E 173.20'; THENCE S06°47'21"E 82.90'; THENCE S03°49'23"W 79.02'; THENCE S11°42'36"W 88.25'; THENCE S02°58'04"W 45.27'; THENCE S03°47'06"E 88.03'; THENCE S13°06'28"E 106.87'; THENCE S31°00'25"W 82.48' TO A POINT ON THE SOUTH LINE OF THE SW 1/4 SE 1/4 OF SAID SECTION 10 WHICH BEARS N08°41'14"E 821.05' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 10. ALSO BEGINNING AT A POINT ON THE SOUTH LINE OF THE SW 1/4 SE 1/4 OF SAID SECTION 10 WHICH BEARS N07°40'14"E 908.85' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 10, THENCE S24°04'22"E 214.00'; THENCE N02°17'00"E 120.47'; THENCE N04°23'04"E 103.75'; THENCE N72°30'05"E 72.30'; THENCE N09°50'04"E 40.84'; THENCE N03°27'19"E 194.10'; THENCE N42°27'50"E 81.30'; THENCE N10°10'50"E 88.37'; THENCE N74°05'16"E 74.00'; THENCE S70°40'17"E 131.80'; THENCE S01°07'50"E 80.10'; THENCE S07°34'47"E 30.88'; THENCE S77°20'01"E 391.43'; THENCE N00°57'35"E 200.34'; THENCE S02°27'02"E 70.25' TO A POINT ON THE EAST LINE OF THE SE 1/4 SE 1/4 OF SAID SECTION 10 WHICH BEARS N00°31'03"W 012.10' FROM THE SOUTHWEST CORNER OF SAID SECTION 10, THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.362 ACRES MORE OR LESS.

RIGHT-OF-WAY LENGTHS

PROPERTY OWNER	FEET	ACRES	RODS
CRAIG A. DECKER TRUSTEE	4025.16	3.307	208.49
CATHY & KENT BAILEY	359.09	0.243	15.54
MONA MACINELLY	1827.28	1.526	110.74

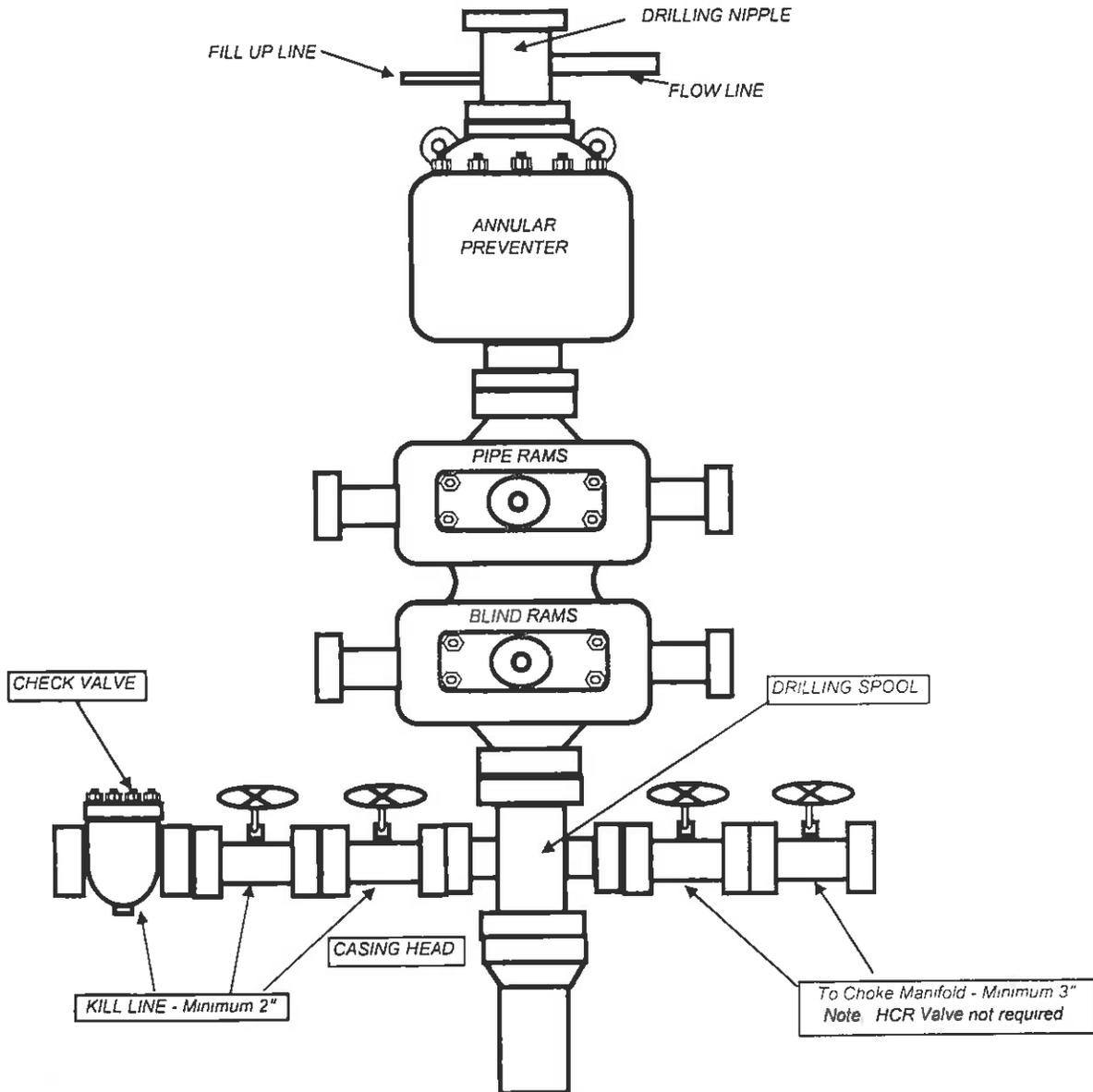
CERTIFICATE
 THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED AND DRAWN BY ME OR UNDER MY SUPERVISION AND THAT THE SAME IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.
 [Signature and Seal of Surveyor]

REV. 09-11-12
UTAH ENGINEERING & LAND SURVEYORS
 63 SOUTH - 200 EAST • (435) 788-1017
 VERMILION, UTAH • 84070

SCALE	DATE
1" = 300'	09-19-11
FABR	REVISIONS
A.F. B.A. K.O.	C.L.O. PLAT
WARH	FILE
	3 2 7 5 5

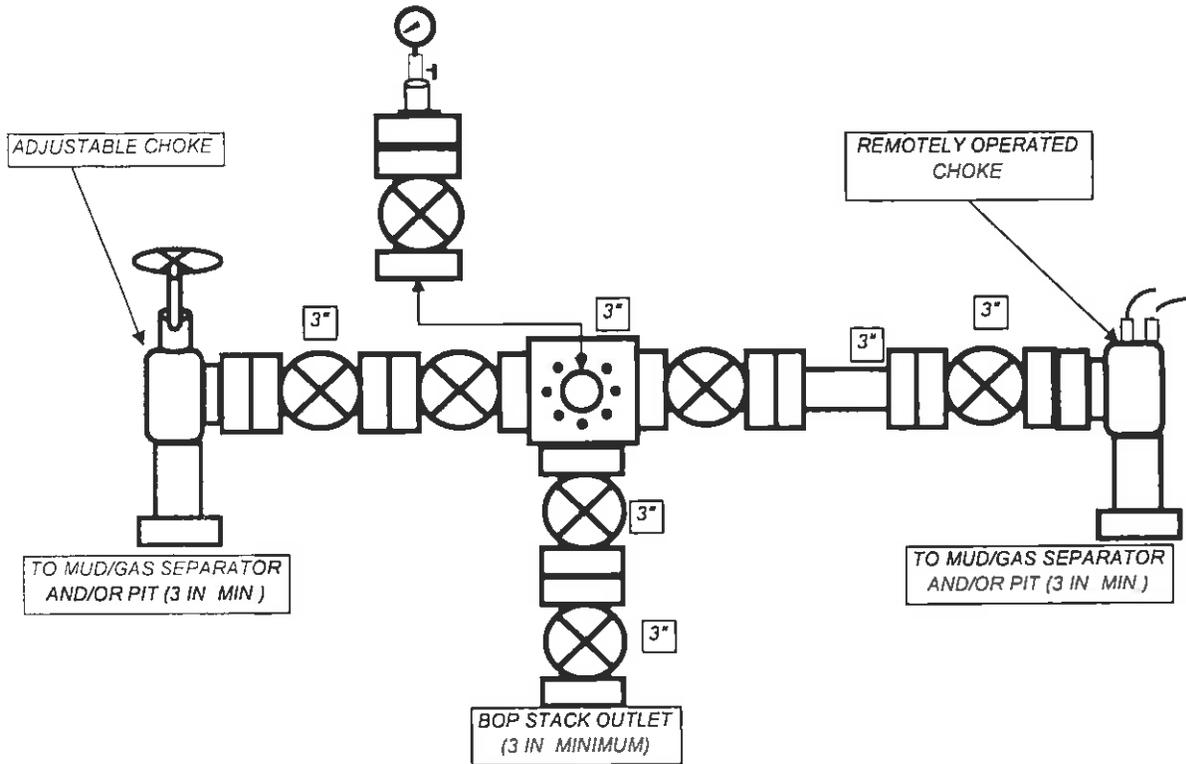
BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION

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





March 13, 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 R649-3-11
Blacktail Ridge Area #9-10D-47 BTR Well
Surface: 1,827' FSL & 951' FEL, NESE, 10-T4S-R7W, USM
Bottom Hole: 1,980' FSL & 810' FEL, NESE, 10-T4S-R7W, USM
Duchesne County, Utah

Dear Ms. Mason,

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

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

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

Sincerely,

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

David Watts
Landman

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

RECEIVED: March 13, 2013

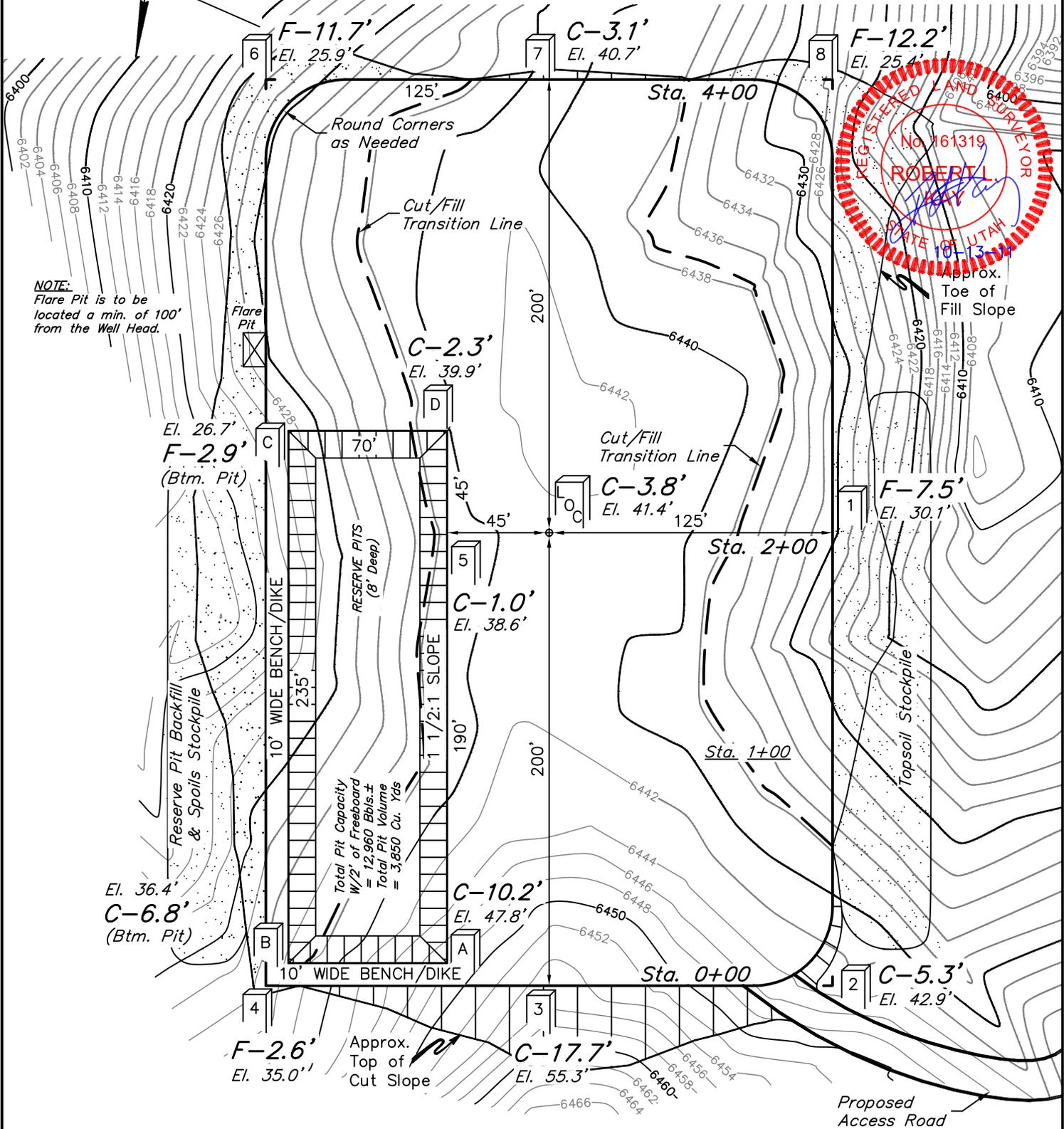
BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

#9-10D-47 BTR
SECTION 10, T4S, R7W, U.S.B.&M.
1827' FSL 951' FEL

FIGURE #1

SCALE: 1" = 60'
DATE: 09-16-11
DRAWN BY: K.O.



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

Total Pit Capacity
W/2' of Freeboard
= 12,960 Bbls.±
Total Pit Volume
= 3,850 Cu. Yds

Elev. Ungraded Ground At Loc. Stake = **6441.4'**
FINISHED GRADE ELEV. AT LOC. STAKE = **6437.6'**

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

RECEIVED: March 13, 2013

BILL BARRETT CORPORATION

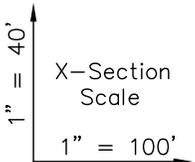
TYPICAL CROSS SECTIONS FOR

#9-10D-47 BTR

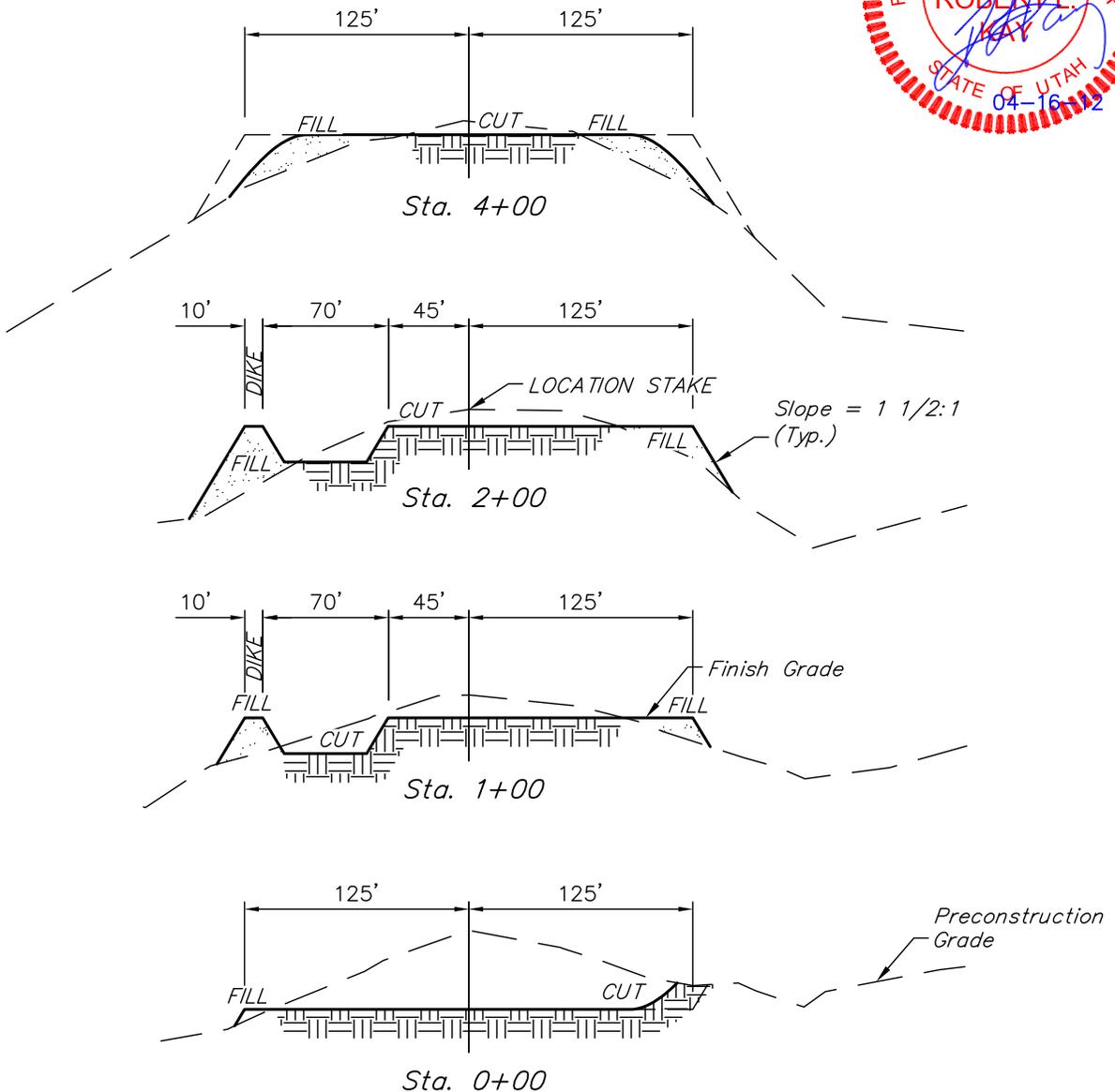
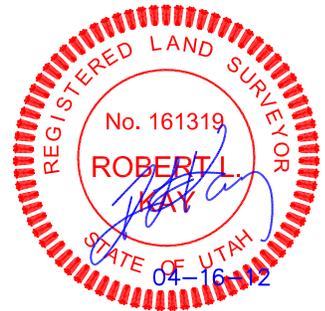
SECTION 10, T4S, R7W, U.S.B.&M.

1827' FSL 951' FEL

FIGURE #2



DATE: 09-19-11
DRAWN BY: K.O.
REV: 04-12-12



NOTE:

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

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE	= ± 3.825 ACRES
ACCESS ROAD DISTURBANCE	= ± 4.807 ACRES
PIPELINE DISTURBANCE	= ± 4.893 ACRES
TOTAL	= ± 14.525 ACRES

* NOTE: FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping	= 2,370 Cu. Yds.
Remaining Location	= 10,970 Cu. Yds.
TOTAL CUT	= 13,340 CU.YDS.
FILL	= 9,040 CU.YDS.

EXCESS MATERIAL	= 4,300 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 4,300 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 0 Cu. Yds.

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

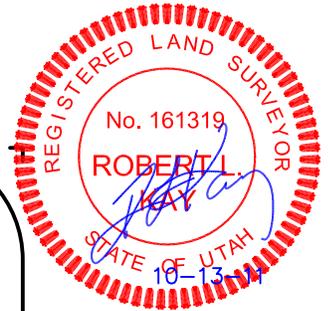
BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

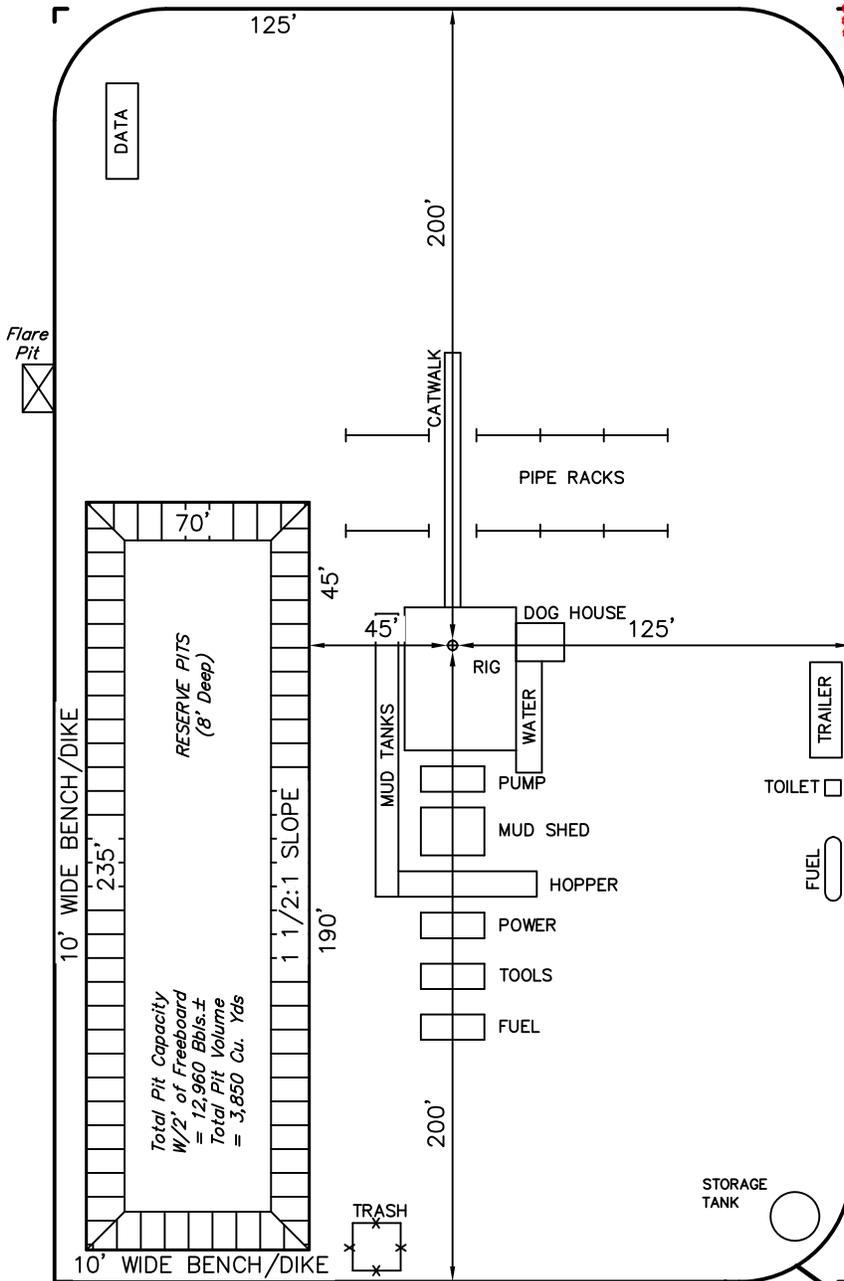
#9-10D-47 BTR
SECTION 10, T4S, R7W, U.S.B.&M.
1827' FSL 951' FEL

FIGURE #3

SCALE: 1" = 60'
 DATE: 09-19-11
 DRAWN BY: K.O.



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



Proposed Access Road

BILL BARRETT CORPORATION

INTERIM RECLAMATION PLAN FOR

#9-10D-47 BTR

SECTION 10, T4S, R7W, U.S.B.&M.

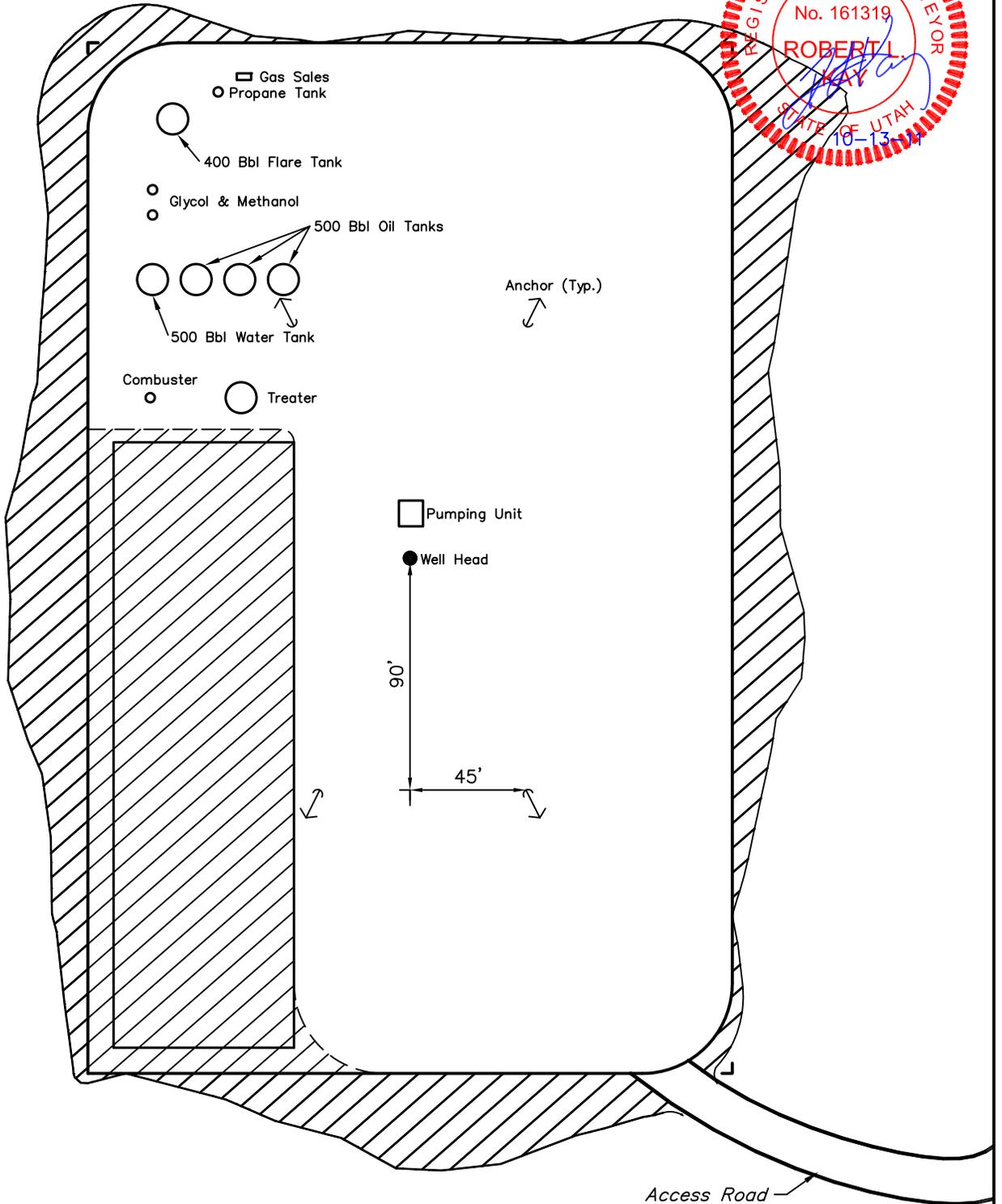
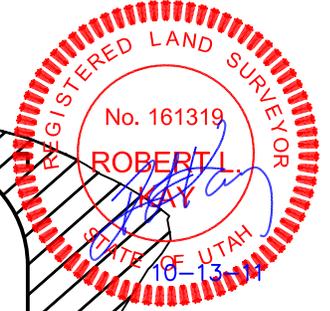
1827' FSL 951' FEL

FIGURE #4

SCALE: 1" = 60'

DATE: 09-19-11

DRAWN BY: K.O.

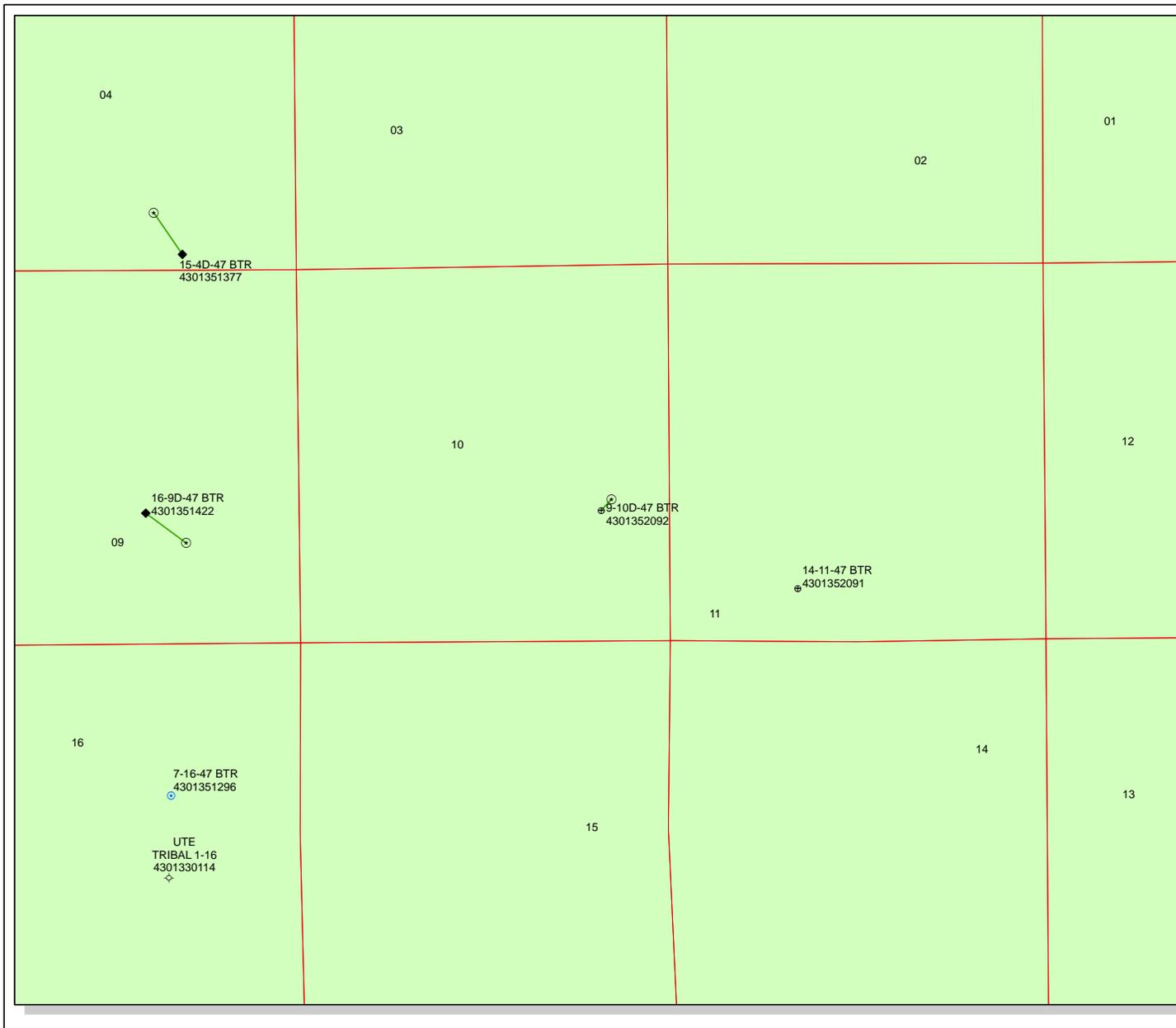


INTERIM RECLAMATION

APPROXIMATE ACREAGES
UN-RECLAIMED = ± 1.813 ACRES

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

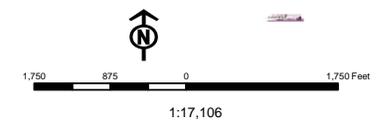
RECEIVED: March 13, 2013



API Number: 4301352092
Well Name: 9-10D-47 BTR
Township T04.0S Range R07.0W Section 10
Meridian: UBM
Operator: BILL BARRETT CORP

Map Prepared:
 Map Produced by Diana Mason

- Units**
- ACTIVE
 - EXPLORATORY
 - GAS STORAGE
 - NF PP OIL
 - NF SECONDARY
 - PI OIL
 - PP GAS
 - PP GEOTHERML
 - PP OIL
 - SECONDARY
 - TERMINATED
- Fields**
- Unknown
 - ABANDONED
 - ACTIVE
 - COMBINED
 - INACTIVE
 - STORAGE
 - TERMINATED



ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name 9-10D-47 BTR
API Number 43013520920000 **APD No** 7793 **Field/Unit** WILDCAT
Location: 1/4,1/4 NESE **Sec** 10 **Tw** 4.0S **Rng** 7.0W 1827 FSL 951 FEL
GPS Coord (UTM) 529317 4443925 **Surface Owner** Craig Decker

Participants

Zack Garner (BBC), Jim Burns (permit contractor), Trevor Anderson (surveyor), James Hereford (BLM), Amy Ackman (archeologist), Joe Via (T & E species), Michael Callen (reclamation specialist)

Regional/Local Setting & Topography

This proposed well site is approximately 15 miles west of Duchesne, Ut and about 6 miles west of Starvation Reservoir. The location sits high above the Strawberry River on the north side of that canyon. The river is approximately 1 mile south of the location. To the north the land continues to climb to the large bench on which lies the Hwy 40 corridor.

Surface Use Plan

Current Surface Use

Wildlfe Habitat

New Road

Miles

1.36

Well Pad

Width 250 **Length** 400

Src Const Material

Onsite

Surface Formation

UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Pinion, Juniper, sparse to no grass or other vegetation

Soil Type and Characteristics

Loam with fractured rock scattered on surface

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diverson Required? Y

minor

Berm Required? Y

Erosion Sedimentation Control Required? N**Paleo Survey Run? N Paleo Potential Observed? N Cultural Survey Run? Y Cultural Resources? N****Reserve Pit****Site-Specific Factors****Site Ranking**

Distance to Groundwater (feet)	>200	0
Distance to Surface Water (feet)	>1000	0
Dist. Nearest Municipal Well (ft)	>5280	0
Distance to Other Wells (feet)	>1320	0
Native Soil Type	Mod permeability	10
Fluid Type	Fresh Water	5
Drill Cuttings	Normal Rock	0
Annual Precipitation (inches)	10 to 20	5
Affected Populations		
Presence Nearby Utility Conduits	Not Present	0
	Final Score	20 1 Sensitivity Level

Characteristics / Requirements

The reserve pit as proposed is 235ft by 70ft by 8ft deep. Zack Garner of Bill Barrett Corporation stated that a minimum 16 mil liner and felt subliner will be used and that typically a 20 mil liner is used for all reserve pits. This appears to be adequate for this location.

Closed Loop Mud Required? N Liner Required? Y Liner Thickness 16 Pit Underlayment Required? Y**Other Observations / Comments**

Richard Powell
Evaluator

4/10/2013
Date / Time

**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
7793	43013520920000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	Craig Decker	
Well Name	9-10D-47 BTR		Unit		
Field	WILDCAT		Type of Work	DRILL	
Location	NESE 10 4S 7W U 1827 FSL (UTM) 529311E 4443924N		951 FEL	GPS Coord	

Geologic Statement of Basis

The mineral rights for the proposed well are owned by the Ute Tribe. The BLM will be the agency responsible for evaluating and approving the drilling, casing and cement programs.

Brad Hill
APD Evaluator

5/16/2013
Date / Time

Surface Statement of Basis

This proposed well is on fee surface with Indian minerals. I made several attempts to contact surface owner Craig Decker by phone but was unable to reach him. This well site sits high above the Strawberry River west of Starvation Reservoir. The site is on a saddle which is part of a narrow ridge extending from the higher plateau to the north toward the river valley to the south. As positioned the well pad generally avoids crossing drainages which could lead to compromised stability and as such it appears to be a good site for placement of this well.

According to BBC representative Zack Garner a minimum 16 mil liner will be used along with a felt subliner. This appears to be adequate for the site. Due to the steep slopes this location should be bermed.

Richard Powell
Onsite Evaluator

4/10/2013
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.

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 3/13/2013

API NO. ASSIGNED: 43013520920000

WELL NAME: 9-10D-47 BTR

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8172

CONTACT: Venessa Langmacher

PROPOSED LOCATION: NESE 10 040S 070W

Permit Tech Review:

SURFACE: 1827 FSL 0951 FEL

Engineering Review:

BOTTOM: 1980 FSL 0810 FEL

Geology Review:

COUNTY: DUCHESNE

LATITUDE: 40.14514

LONGITUDE: -110.65588

UTM SURF EASTINGS: 529311.00

NORTHINGS: 4443924.00

FIELD NAME: WILDCAT

LEASE TYPE: 2 - Indian

LEASE NUMBER: 2OG0005608

PROPOSED PRODUCING FORMATION(S): GREEN RIVER(LWR)-WASATCH

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- PLAT
- Bond: INDIAN - LPM8874725
- Potash
- Oil Shale 190-5
- Oil Shale 190-3
- Oil Shale 190-13
- Water Permit: 43-180
- RDCC Review:
- Fee Surface Agreement
- Intent to Commingle

Commingle Approved

LOCATION AND SITING:

- R649-2-3.
- Unit:
- R649-3-2. General
- R649-3-3. Exception
- Drilling Unit
- Board Cause No: Cause 139-85
- Effective Date: 3/11/2010
- Siting: 4 Prod LGRRV-WSTC Wells
- R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 4 - Federal Approval - dmason
5 - Statement of Basis - bhll
15 - Directional - dmason



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: 9-10D-47 BTR
API Well Number: 43013520920000
Lease Number: 2OG0005608
Surface Owner: FEE (PRIVATE)
Approval Date: 5/16/2013

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 139-85. 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:

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

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

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

Notification Requirements:

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

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

(please leave a voicemail message if not available)

OR

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

Reporting Requirements:

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

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

Approved By:

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

For John Rogers
Associate Director, Oil & Gas

RECEIVED

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

MAY 17 2013

BLM

APPLICATION FOR PERMIT TO DRILL OR REENTER

5. Lease Serial No.
20G0005608

6. If Indian, Allottee or Tribe Name
UINTAH AND OURAY

7. If Unit or CA Agreement, Name and No.

8. Lease Name and Well No.
9-10D-47 BTR

9. API Well No.
4301352092

10. Field and Pool, or Exploratory
UNDESIGNATED

11. Sec., T., R., M., or Blk. and Survey or Area
Sec 10 T4S R7W Mer UBM
SME: FEE

12. County or Parish
DUCHESNE

13. State
UT

17. Spacing Unit dedicated to this well
640.00

20. BLM/BIA Bond No. on file
LPM8874725

23. Estimated duration
60 DAYS (D&C)

1a. Type of Work: DRILL REENTER

1b. Type of Well: Oil Well Gas Well Other Single Zone Multiple Zone

2. Name of Operator
BILL BARRETT CORPORATION

Contact: VENESSA LANGMACHER
E-Mail: vlangmacher@billbarrettcorp.com

3a. Address
1099 18TH STREET SUITE 2300
DENVER, CO 80202

3b. Phone No. (include area code)
Ph: 303-312-8172
Fx: 303-291-0420

4. Location of Well (Report location clearly and in accordance with any State requirements. *)

At surface NESE 1827FSL 951FEL 40.145150 N Lat, 110.655769 W Lon

At proposed prod. zone NESE 1980FSL 810FEL 40.145567 N Lat, 110.655269 W Lon

14. Distance in miles and direction from nearest town or post office*
18.4 MILES SOUTHWEST OF DUCHESNE, UT

15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any)
810'

16. No. of Acres in Lease
52428.45

18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft.
NONE

19. Proposed Depth
7446 MD
7438 TVD

21. Elevations (Show whether DF, KB, RT, GL, etc.)
6441 GL

22. Approximate date work will start
11/01/2013

24. Attachments

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

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

25. Signature (Electronic Submission) Name (Printed/Typed) VENESSA LANGMACHER Ph: 303-312-8172 Date 05/15/2013

Title
SENIOR PERMIT ANALYST

Approved by (Signature) Name (Printed/Typed) Jerry Kenczka Date OCT 23 2013

Title Assistant Field Manager Office VERNAL FIELD OFFICE
Lands & Mineral Resources

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

CONDITIONS OF APPROVAL ATTACHED

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

RECEIVED

Additional Operator Remarks (see next page)

Electronic Submission #207602 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by JOHNETTA MAGEE on 05/20/2013 (13JM0979A) DIV. OF OIL GAS & MINING

OCT 28 2013

NOTICE OF APPROVAL

UDOGM

** BLM REVISED **

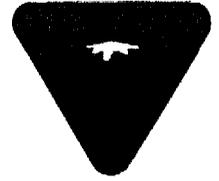


UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: BILL BARRETT CORPORATION
Well No: 9-10D-47BTR
API No: 43-013-52092

Location: NESE, Sec. 10, T4S, R7W
Lease No: 2OG0005608
Agreement: N/A

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Construction Activity (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	- The Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist shall be notified at least 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday.
Construction Completion (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	- Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion. Notify the BLM Environmental Scientist prior to moving on the drilling rig.
Spud Notice (Notify BLM Petroleum Engineer)	- Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to running casing and cementing all casing strings to: blm_ut_vn_opreport@blm.gov .
BOP & Related Equipment Tests (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify BLM Petroleum Engineer)	- Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

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

- Any deviation of submitted APD's, which includes BBCs surface use plan, and ROW applications the operator will notify the BLM in writing and will receive written authorization of any such change with appropriate authorization.
- The operator will implement "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COAs, and ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- Noxious weeds will be treated, monitored, and controlled along both the access road, pipeline route, and on the well pad itself.
- Insure topsoil stability on location and use topsoil for interim reclamation as soon as possible to maintain viability of the topsoil resource. If stored for a longer period of time then topsoil will be maintained to increase viability until the resource can be used for reclamation purposes only.
- All above ground production facilities will be painted Beetle Green on this location to help blend in with the surrounding habitat, unless otherwise directed by the landowners or BLM AO.
- The operator must conduct operations to minimize adverse effects to surface and subsurface resources. This will be accomplished by staying on the approved acres of disturbance, and conforming to dust mitigation technology and doing interim reclamation practices on unused portions of the proposal.
- All dry washes will be diverted away from the actual well pad as discussed during the onsite investigation, and as agreed to by the landowners.
- Other site specific stipulations agreed upon during the onsite by the landowner as stated in the beginning of the Surface Use Plan of the APD will be followed and implemented.
- Site reclamation will be accomplished for portions of the well pad not needed for production, within 6 months of completion, weather permitting. This also includes any roads, and pipeline areas that have been disturbed as well. Road areas not being used and pipeline disturbances can undergo reclamation immediately after the pipeline is installed and after the roads are built. Please contact the private landowner for seed mixes that work in the area. This is could also be included in the reclamation plan from BBC. Seeds must be planted in August and prior to ground freeze. Non-natives can be used; however lbs/ac must be kept low to minimize the chance of a monoculture.

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

SITE SPECIFIC DOWNHOLE COAs:

- A formation integrity test shall be performed at the surface casing shoe.
- Gamma Ray Log shall be run from Total Depth to Surface.
- To effectively protect useable water, cement for the Int' string is required to be brought 200' feet above the surface casing shoe.
- A bowl diverter system, which is connected and discharges to a panic or choke blooie line, shall be installed while drilling of the surface hole.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.

- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.
- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well by CD (compact disc). This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if

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

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

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5.LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7.UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 9-10D-47 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013520920000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1827 FSL 0951 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 10 Township: 04.0S Range: 07.0W Meridian: U	9. FIELD and POOL or WILDCAT: WILDCAT COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/16/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input checked="" type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

BBC Hereby request a one year extension for APD which expires
5/16/2015

Approved by the
March 31, 2015
Oil, Gas and Mining

Date: _____
 By: 

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 3/31/2015	



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 43013520920000

API: 43013520920000

Well Name: 9-10D-47 BTR

Location: 1827 FSL 0951 FEL QTR NESE SEC 10 TWP 040S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 5/16/2013

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: 3/31/2015

Title: Permit Analyst Representing: BILL BARRETT CORP

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

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

SEP 01 2015

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

BLM

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. 1420H625608
2. Name of Operator BILL BARRETT CORPORATION Contact: BRADY RILEY E-Mail: briley@billbarrettcorp.com		6. If Indian, Allottee or Tribe Name
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202	3b. Phone No. (include area code) Ph: 303-312-8115	7. If Unit or CA/Agreement, Name and/or No.
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 10 T4S R7W Mer UBM NESE 1827FSL 951FEL		8. Well Name and No. 9-10D-47 BTR
		9. API Well No. 43-013-52092
		10. Field and Pool, or Exploratory WILDCAT
		11. County or Parish, and State DUCHESNE COUNTY, UT

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

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

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

BBC hereby requests a two year extension for this APD until 10/23/2017.

APD-10/23/13

VERNAL FIELD OFFICE
ENG. APP 9/23/15
GEOL. _____
E.S. _____
PET. _____
ECL. _____

RECEIVED

OCT 18 2015

DIV. OF OIL, GAS & MINING

CONDITIONS OF APPROVAL ATTACHED

14. I hereby certify that the foregoing is true and correct. Electronic Submission #314968 verified by the BLM Well Information System For BILL BARRETT CORPORATION, sent to the Vernal Committed to AFMSS for processing by JOHNETTA MAGEE on 09/03/2015 ()	
Name (Printed/Typed) BRADY RILEY	Title PERMIT ANALYST
Signature (Electronic Submission)	Date 09/01/2015

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By <u>[Signature]</u>	Title Assistant Field Manager Lands & Mineral Resources	SEP 24 2015 Date
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.		Office VERNAL FIELD OFFICE

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

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

UDOGM

CONDITIONS OF APPROVAL

Bill Barrett Corporation

Notice of Intent APD Extension

Lease: 2OG0005608
Well: 9-10D-47 BTR
Location: NESE Sec 10-T4S-R7W

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

1. The extension and APD shall expire on 10/23/2017.
2. No other extensions shall be granted.

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

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5.LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7.UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 9-10D-47 BTR
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3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1827 FSL 0951 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 10 Township: 04.0S Range: 07.0W Meridian: U	9. FIELD and POOL or WILDCAT: WILDCAT COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/16/2017	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
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	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input checked="" type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width:100px;" type="text"/>

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

BBC hereby request a one year extension for APD to 5/16/2017.

Approved by the
March 02, 2016
Oil, Gas and Mining

Date: _____
By:

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 3/2/2016	



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 43013520920000

API: 43013520920000

Well Name: 9-10D-47 BTR

Location: 1827 FSL 0951 FEL QTR NESE SEC 10 TWP 040S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 5/16/2013

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: 3/2/2016

Title: Permit Analyst Representing: BILL BARRETT CORP

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

Effective Date: 11/1/2016

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

WELL INFORMATION:

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

OPERATOR CHANGES DOCUMENTATION:

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

REVIEW:

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

NEW OPERATOR BOND VERIFICATION:

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

DATA ENTRY:

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

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

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



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

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

New Operator Contact information:

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

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

Sincerely,

Bill Barrett Corporation

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

Brady Riley
Permit Analyst

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

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

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

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

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

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

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

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

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

(This space for State use only)

APPROVED

NOV 07 2016

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

Request to Transfer Application or Permit to Drill

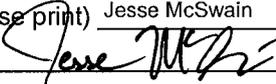
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

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

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

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

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

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

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

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

UIC FORM 5

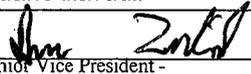
TRANSFER OF AUTHORITY TO INJECT

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

EFFECTIVE DATE OF TRANSFER: 11/1/2016

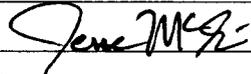
CURRENT OPERATOR

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

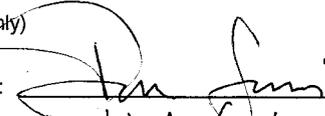
Name: Duane Zavadil
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

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

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

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

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

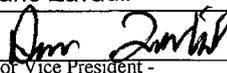
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

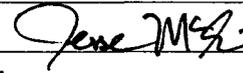
Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

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

NEW OPERATOR

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

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Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

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

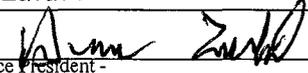
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

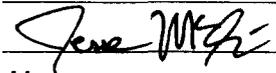
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE	Field or Unit Name CEDAR RIM
QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

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

NEW OPERATOR

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

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

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