API Well Number: 43013521150000

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
7-35D-37 BTR

2. TYPE OF WORK
DRILL NEW WELL ■ REENTER P&A WELL ☐ DEEPEN WELL ☐

3. FIELD OR WILDCAT
CEDAR RIM

4. TYPE OF WELL
Oil Well Coalbed Methane Well: NO

5. UNIT or COMMUNITIZATION AGREEMENT NAME

6. NAME OF OPERATOR
BILL BARRETT CORP

7. OPERATOR PHONE
303 312-8164

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

9. OPERATOR E-MAIL
BHilgers@billbarrettcorp.com

10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)
2OG0005608

11. MINERAL OWNERSHIP
FEDERAL ☐ INDIAN ■ STATE ☐ FEE ☐

12. SURFACE OWNERSHIP
FEDERAL ☐ INDIAN ☐ STATE ☐ FEE ■

13. NAME OF SURFACE OWNER (if box 12 = 'fee')
County of Duchesne

14. SURFACE OWNER PHONE (if box 12 = 'fee')
435-738-1100

15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')
PO Box 270, Duchesne , UT 84021

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

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

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

19. SLANT
VERTICAL ☐ DIRECTIONAL ■ HORIZONTAL ☐

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	1297 FNL 2060 FEL	NWNE	35	3.0 S	7.0 W	U
Top of Uppermost Producing Zone	1980 FNL 1980 FEL	SWNE	35	3.0 S	7.0 W	U
At Total Depth	1980 FNL 1980 FEL	SWNE	35	3.0 S	7.0 W	U

21. COUNTY
DUCHESNE

22. DISTANCE TO NEAREST LEASE LINE (Feet)
1980

23. NUMBER OF ACRES IN DRILLING UNIT
640

25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)
5111

26. PROPOSED DEPTH
MD: 9670 TVD: 9581

27. ELEVATION - GROUND LEVEL
6818

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 - 3000	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown	450	3.16	11.0
							Halliburton Premium , Type Unknown	210	1.36	14.8
Prod	8.75	9.625	0 - 9670	17.0	P-110 LT&C	9.6	Unknown	640	2.31	11.0
							Unknown	890	1.42	13.5

ATTACHMENTS

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

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

NAME Venessa Langmacher	**TITLE** Senior Permit Analyst	**PHONE** 303 312-8172
SIGNATURE	**DATE** 04/01/2013	**EMAIL** vlangmacher@billbarrettcorp.com

API NUMBER ASSIGNED
43013521150000

APPROVAL

Permit Manager

RECEIVED: April 17, 2013

BILL BARRETT CORPORATION
DRILLING PLAN

7-35D-37 BTR

NWNE, 1297' FNL and 2060' FEL, Section 35, T3S-R7W, USB&M (surface hole)
SWNE, 1980' FNL and 1980' FEL, Section 35, T3S-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

Formation	Depth – MD	Depth - TVD
Green River	3,146'	3,146'
Mahogany	3,692'	3,690'
Lower Green River*	5,225'	5,161'
Douglas Creek	6,087'	6,000'
Black Shale	6,877'	6,789'
Castle Peak	7,060'	6,972'
Uteland Butte	7,369'	7,281'
Wasatch*	7,797'	7,709'
TD	9,670'	9,581'

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

Base of Useable Water = 1,482'

3. BOP and Pressure Containment Data

Depth Intervals	BOP Equipment
0 – 3,000'	NU Diverter or Rotating Head
3,000' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

Hole Size	SETTING DEPTH (FROM)	(TO)	Casing Size	Casing Weight	Casing Grade	Thread	Condition
26"	Surface	80'	16"	65#			
12 1/4"	Surface	3,000'	9 5/8"	36#	J or K 55	ST&C	New
8 ¾"	Surface	TD	5 ½"	17#	P-110	LT&C	New

RECEIVED: April 01, 2013

Bill Barrett Corporation
Drilling Program
7-35D-37 BTR
Duchesne County, Utah

5. Cementing Program

16" Conductor Casing	Grout
9 5/8" Surface Casing	Lead: 450 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 @ 2,500'
5 ½" Production Casing	Lead: 640 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft^3/sx). TOC @ 2,500' Tail: 890 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 @ 6,377'

6. Mud Program

Interval	Weight	Viscosity	Fluid Loss (API filtrate)	Remarks
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 3,000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
3,000' – TD	8.6 – 9.6	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. Testing, Logging and Core Programs

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

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4782 psi* and maximum anticipated surface pressure equals approximately 2675 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

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

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Bill Barrett Corporation
Drilling Program
7-35D-37 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
	6 days completion time

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LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: 7-35D-37 BTR

Surface Hole Data:

Total Depth:	3,000'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	1370.2	ft^3
Lead Fill:	2,500'	
Tail Volume:	274.0	ft^3
Tail Fill:	500'	

Cement Data:

Lead Yield:	3.16	ft^3/sk
% Excess:	75%	
Top of Lead:	0'	
Tail Yield:	1.36	ft^3/sk
% Excess:	75%	
Top of Tail:	2,500'	

Calculated # of Sacks:

# SK's Lead:	450
# SK's Tail:	210

Production Hole Data:

Total Depth:	9,670'
Top of Cement:	2,500'
Top of Tail:	6,377'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1469.0	ft^3
Lead Fill:	3,877'	
Tail Volume:	1247.8	ft^3
Tail Fill:	3,293'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	640
# SK's Tail:	890

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7-35D-37 BTR Proposed Cementing Program

Job Recommendation — **Surface Casing**

Lead Cement - (2500' - 0')

Halliburton Light Premium
- 5.0 lbm/sk Silicalite Compacted
- 0.25 lbm/sk Kwik Seal
- 0.125 lbm/sk Poly-E-Flake
- 2.0% Bentonite

Fluid Weight:	11.0	lbm/gal
Slurry Yield:	3.16	ft^3/sk
Total Mixing Fluid:	19.48	Gal/sk
Top of Fluid:	0'	
Calculated Fill:	2,500'	
Volume:	244.02	bbl
Proposed Sacks:	**450**	**sks**

Tail Cement - (TD - 2500')

Premium Cement
- 2.0% Calcium Chloride

Fluid Weight:	14.8	lbm/gal
Slurry Yield:	1.36	ft^3/sk
Total Mixing Fluid:	6.37	Gal/sk
Top of Fluid:	2,500'	
Calculated Fill:	500'	
Volume:	48.80	bbl
Proposed Sacks:	**210**	**sks**

Job Recommendation — **Production Casing**

Lead Cement - (6377' - 2500')

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:	2,500'	
Calculated Fill:	3,877'	
Volume:	261.61	bbl
Proposed Sacks:	**640**	**sks**

Tail Cement - (9670' - 6377')

Econocem™ System
- 0.125 lbm/sk Poly-E-Flake
- 1.0 lbm/sk Granulite TR 1/4

Fluid Weight:	13.5	lbm/gal
Slurry Yield:	1.42	ft^3/sk
Total Mixing Fluid:	6.61	Gal/sk
Top of Fluid:	6,377'	
Calculated Fill:	3,293'	
Volume:	222.23	bbl
Proposed Sacks:	**890**	**sks**

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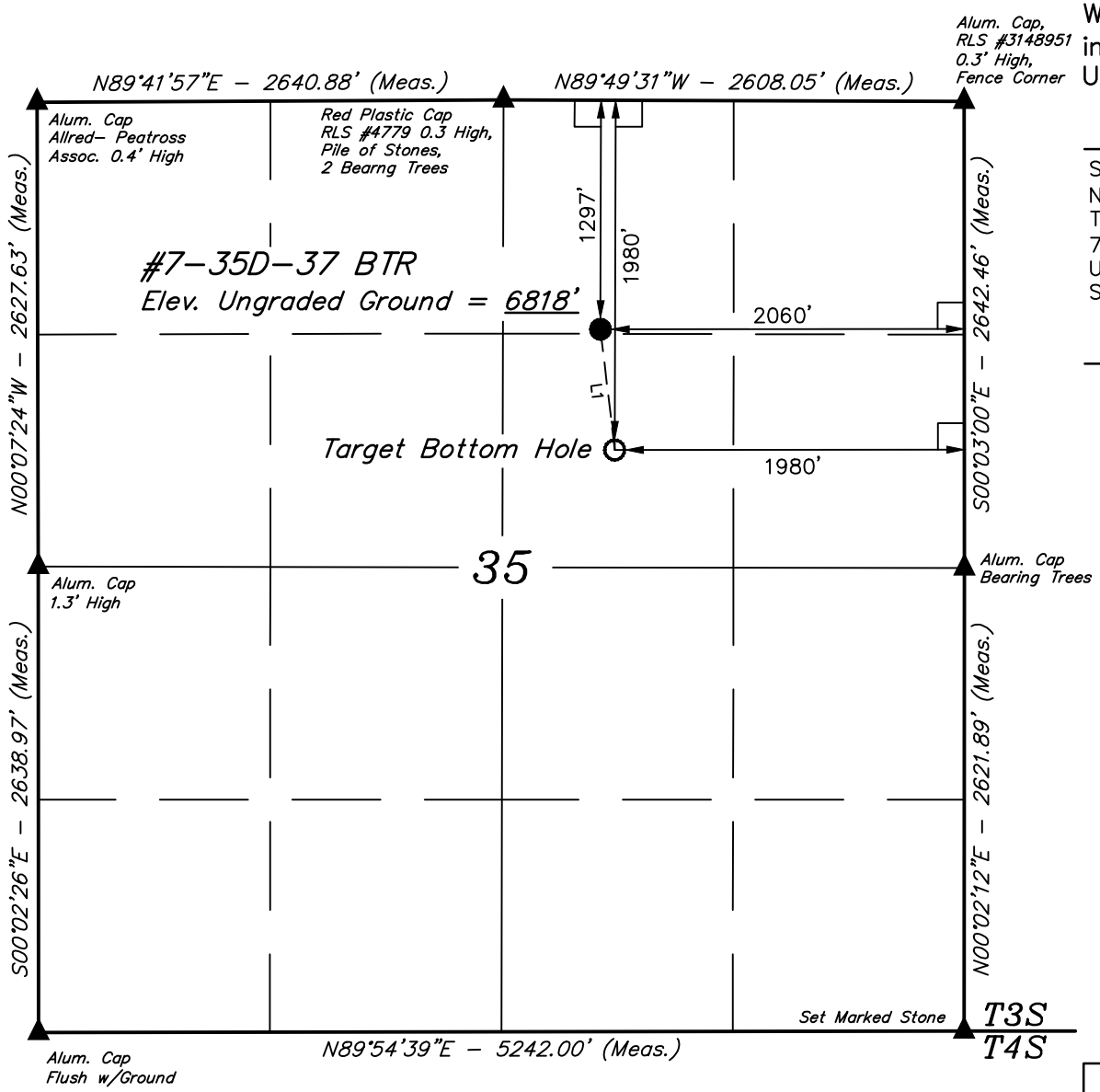
API Well Number: 43013521150000

T3S, R7W, U.S.B.&M.



BILL BARRETT CORPORATION

Well location, #7–35D–37 BTR, located as shown in the NW 1/4 NE 1/4 of Section 35, T3S, R7W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

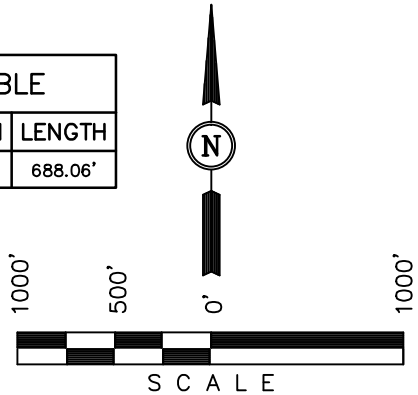
SPOT ELEVATION AT A ROAD INTERSECTION LOCATED IN THE NW 1/4 OF SECTION 36, T3S, R6W, U.S.B.&M., TAKEN FROM THE RABBIT GULCH QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5904 FEET.

BASIS OF BEARINGS

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

LINE TABLE

LINE	DIRECTION	LENGTH
L1	N06°44'46"W	688.06'



CERTIFICATE

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

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

12-20-12

REV: 12–20–12

LEGEND:

└ = 90° SYMBOL

● = PROPOSED WELL HEAD.

▲ = SECTION CORNERS LOCATED.

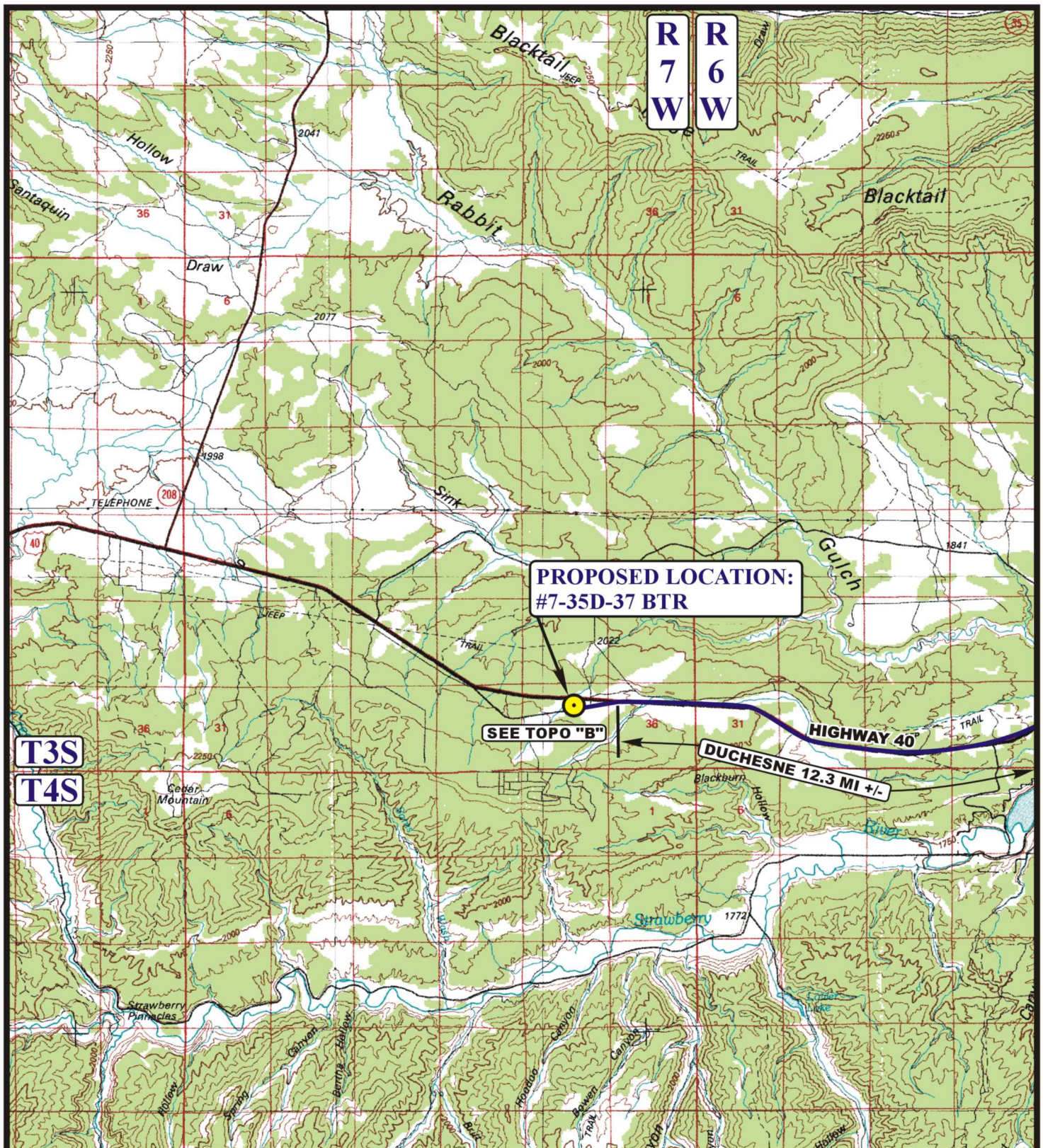
NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°10'41.31" (40.178142)	LATITUDE = 40°10'48.06" (40.180017)
LONGITUDE = 110°38'26.56" (110.640711)	LONGITUDE = 110°38'27.62" (110.641006)
NAD 27 (TARGET BOTTOM HOLE)	**NAD 27 (SURFACE LOCATION)**
LATITUDE = 40°10'41.47" (40.178186)	LATITUDE = 40°10'48.22" (40.180061)
LONGITUDE = 110°38'23.99" (110.639997)	LONGITUDE = 110°38'25.05" (110.640292)

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

SCALE 1" = 1000'	DATE SURVEYED: 11–20–12	DATE DRAWN: 11–26–12
PARTY T.A. T.E. J.G.G.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE BILL BARRETT CORPORATION	

RECEIVED: April 01, 2013

API Well Number: 43013521150000



LEGEND:

PROPOSED LOCATION

N

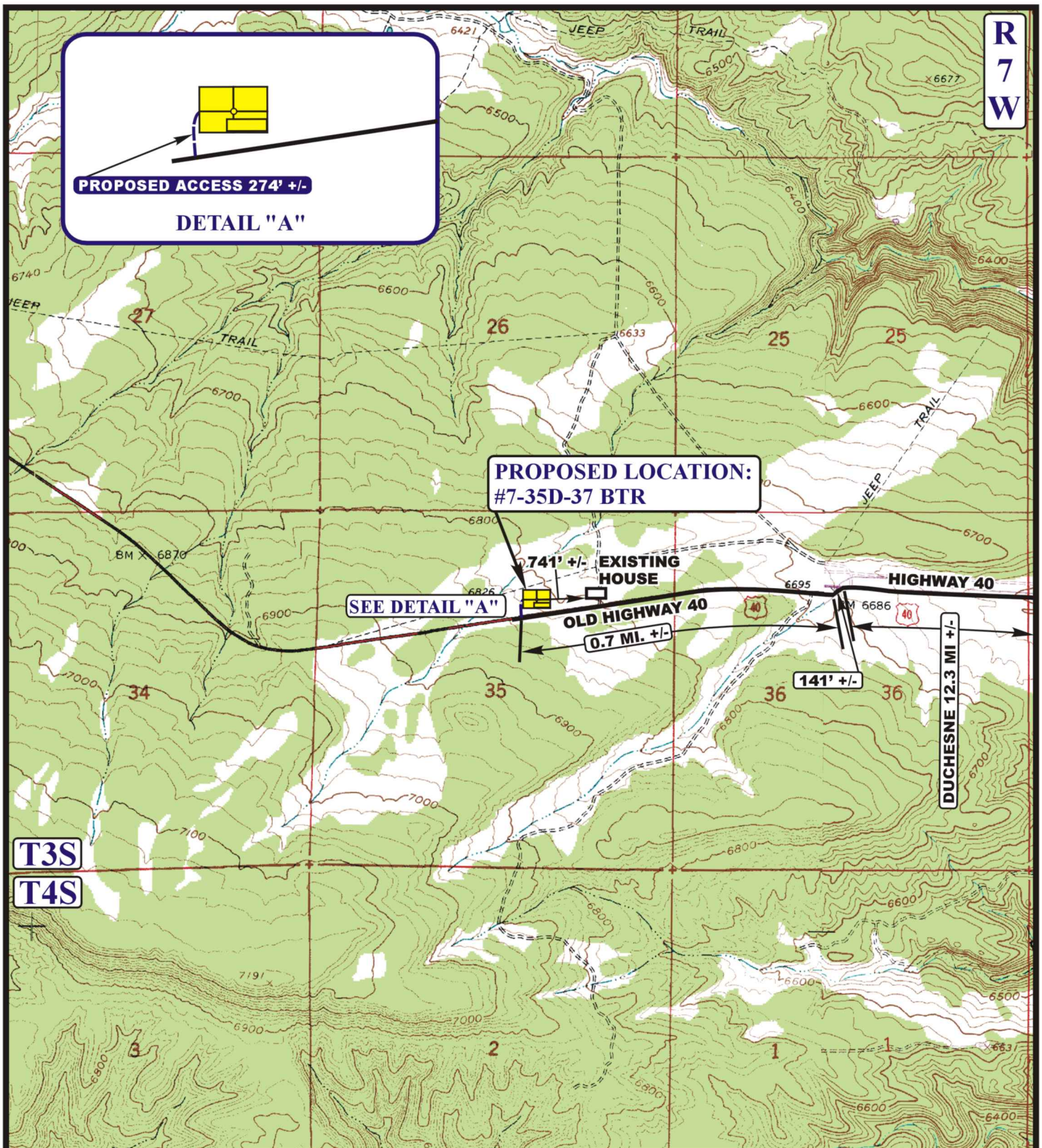
BILL BARRETT CORPORATION

#7-35D-37 BTR
SECTION 35, T3S, R7W, U.S.B.&M.
1297' FNL 2060' FEL

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

ACCESS ROAD MAP	11 MONTH	26 DAY	12 YEAR	A TOPO
SCALE: 1:100,000	DRAWN BY: C.I.	REVISED: 00-00-00		

API Well Number: 43013521150000



LEGEND:

EXISTING ROAD

PROPOSED ACCESS ROAD

N

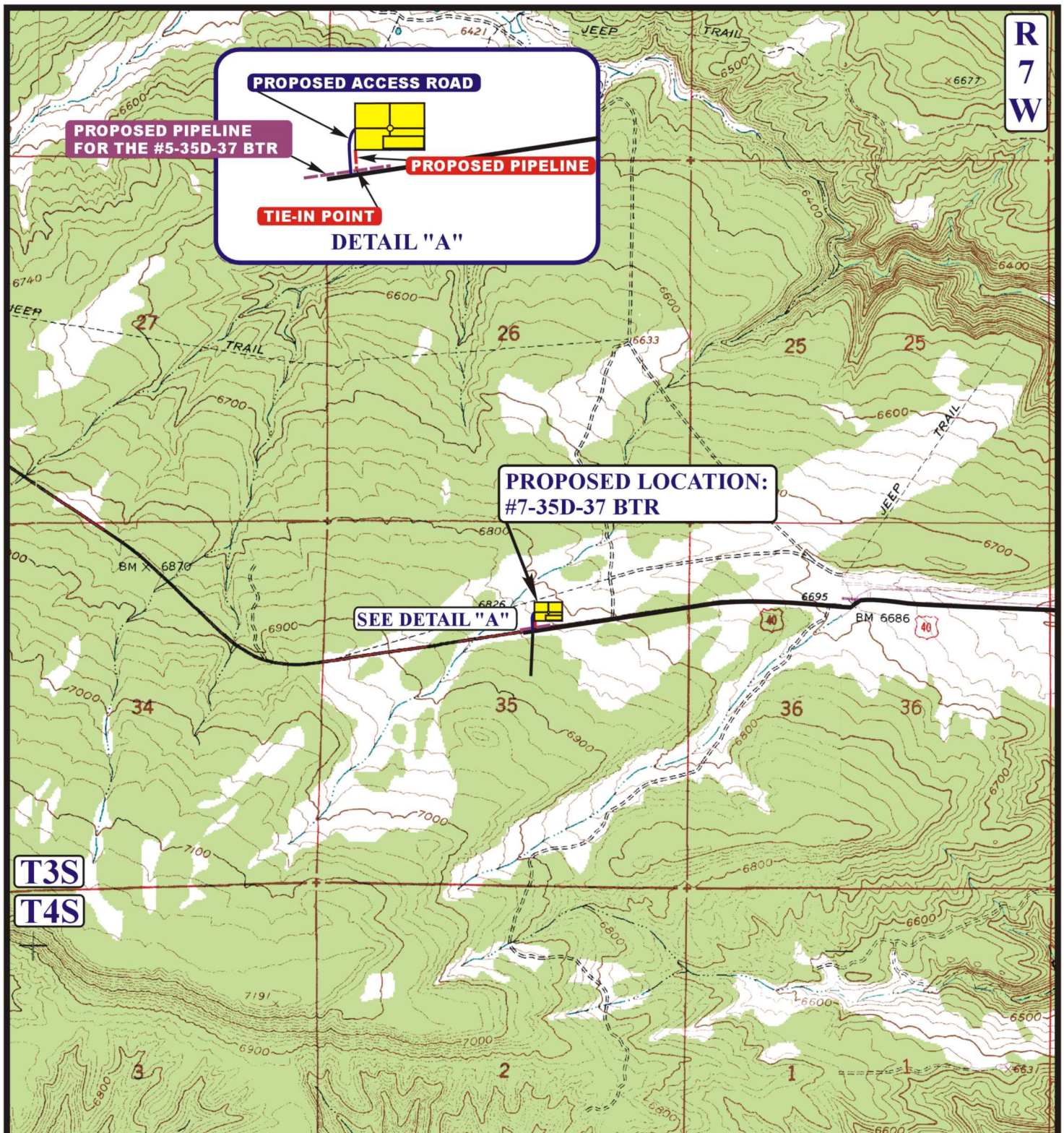
BILL BARRETT CORPORATION

#7-35D-37 BTR
SECTION 35, T3S, R7W, U.S.B.&M.
1297' FNL 2060' FEL

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

ACCESS ROAD MAP	11 MONTH	26 DAY	12 YEAR	B TOPO
SCALE: 1" = 2000'	DRAWN BY: C.I.	REVISED: 00-00-00		

API Well Number: 43013521150000



APPROXIMATE TOTAL PIPELINE DISTANCE = 118' +/-

LEGEND:

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

N

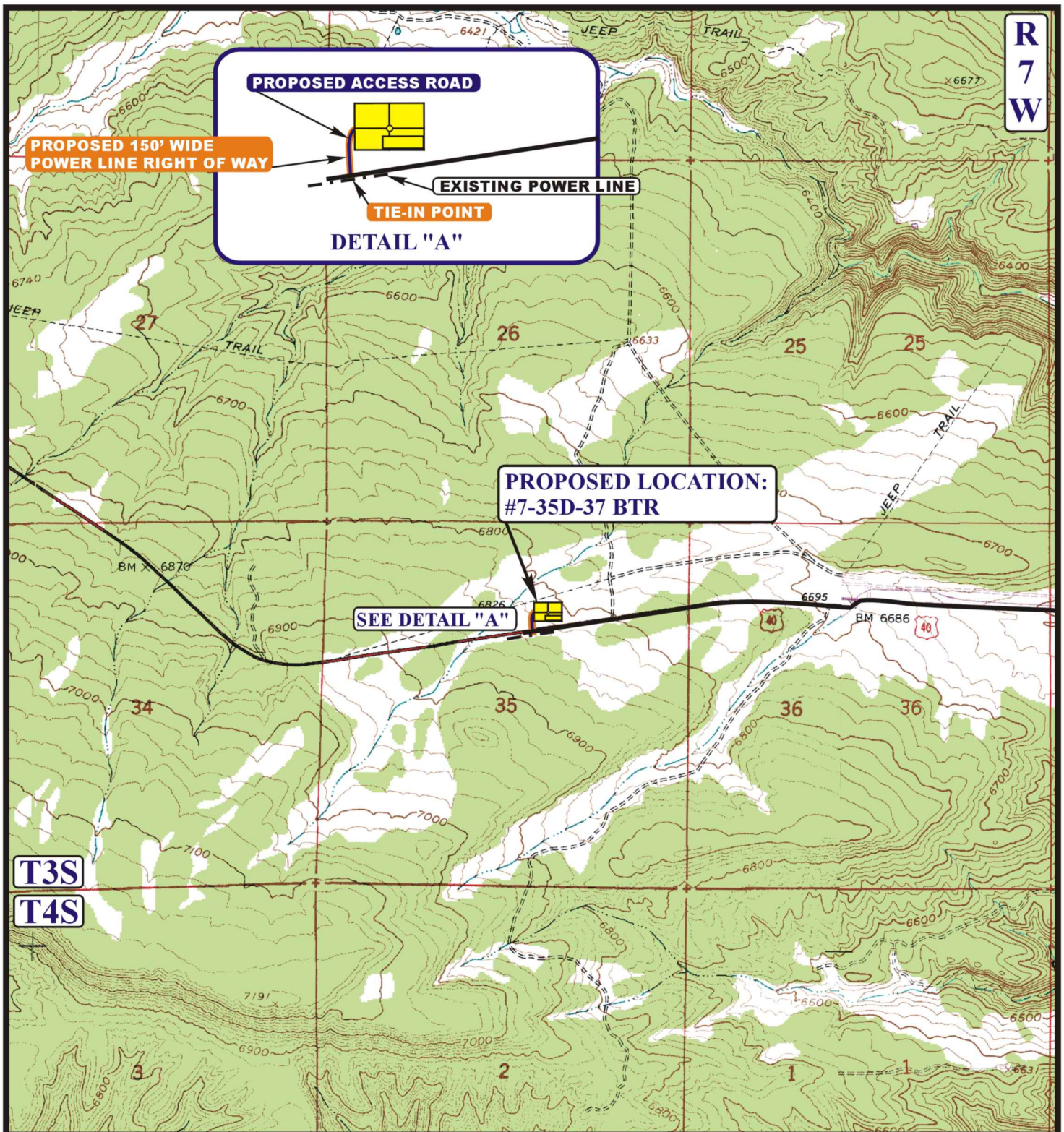
BILL BARRETT CORPORATION

#7-35D-37 BTR
SECTION 35, T3S, R7W, U.S.B.&M.
1297' FNL 2060' FEL

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

TOPOGRAPHIC MAP	11 MONTH	26 DAY	12 YEAR	C TOPO
SCALE: 1" = 2000'	DRAWN BY: C.I.	REVISED: 00-00-00		

API Well Number: 43013521150000



APPROXIMATE TOTAL POWER LINE DISTANCE = 332' +/-

LEGEND:

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

N

BILL BARRETT CORPORATION

#7-35D-37 BTR
SECTION 35, T3S, R7W, U.S.B.&M.
1297' FNL 2060' FEL

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

TOPOGRAPHIC MAP	11 MONTH	26 DAY	12 YEAR	D TOPO
SCALE: 1" = 2000'	DRAWN BY: C.I.	REVISED: 00-00-00		

API Well Number: 43013521150000

Bill Barrett Corporation

SITE DETAILS: 7-35D-37 BTR
Blacktail Ridge

Site Latitude: 40° 10' 48.220 N
Site Longitude: 110° 38' 25.051 W

Positional Uncertainity: 0.0
Convergence: 0.55
Local North: True

COMPANY DETAILS: BILL BARRETT CORP

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

WELL DETAILS: 7-35D-37 BTR
Ground Level: 6817.0

+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
0.0	0.0	673787.30	2240207.23	40° 10' 48.220 N	110° 38' 25.051 W	

WELLBORE TARGET DETAILS (LAT/LONG)

Name	TVD	+N/-S	+E/-W	Latitude	Longitude	Shape
7-35D-37 BTR 3PT MKR	6436.0	-683.0	82.4	40° 10' 41.470 N	110° 38' 23.989 W	Rectangle (Sides: L200.0 W200.0)
7-35D-37 BTR PBHL	9581.0	-683.0	82.4	40° 10' 41.470 N	110° 38' 23.989 W	Rectangle (Sides: L200.0 W200.0)

SECTION DETAILS

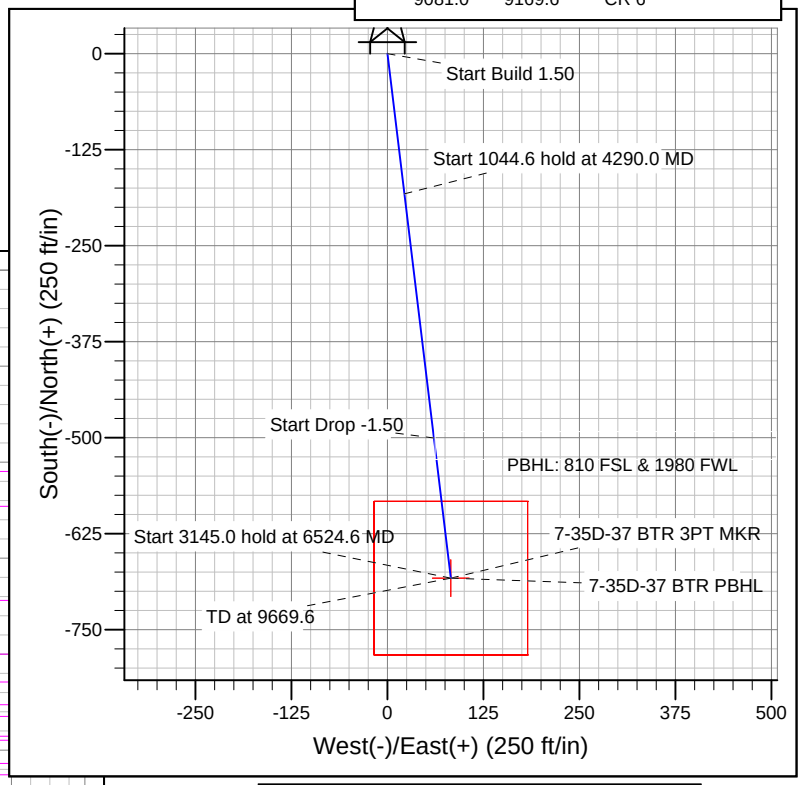
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	3100.0	0.00	0.00	3100.0	0.0	0.0	0.00	0.00	0.0	
3	4290.0	17.85	173.12	4270.8	-182.5	22.0	1.50	173.12	183.9	
4	5334.6	17.85	173.12	5265.2	-500.4	60.4	0.00	0.00	504.1	
5	6524.6	0.00	0.00	6436.0	-683.0	82.4	1.50	180.00	687.9	7-35D-37 BTR 3PT MKR
6	9669.6	0.00	0.00	9581.0	-683.0	82.4	0.00	0.00	687.9	7-35D-37 BTR PBHL

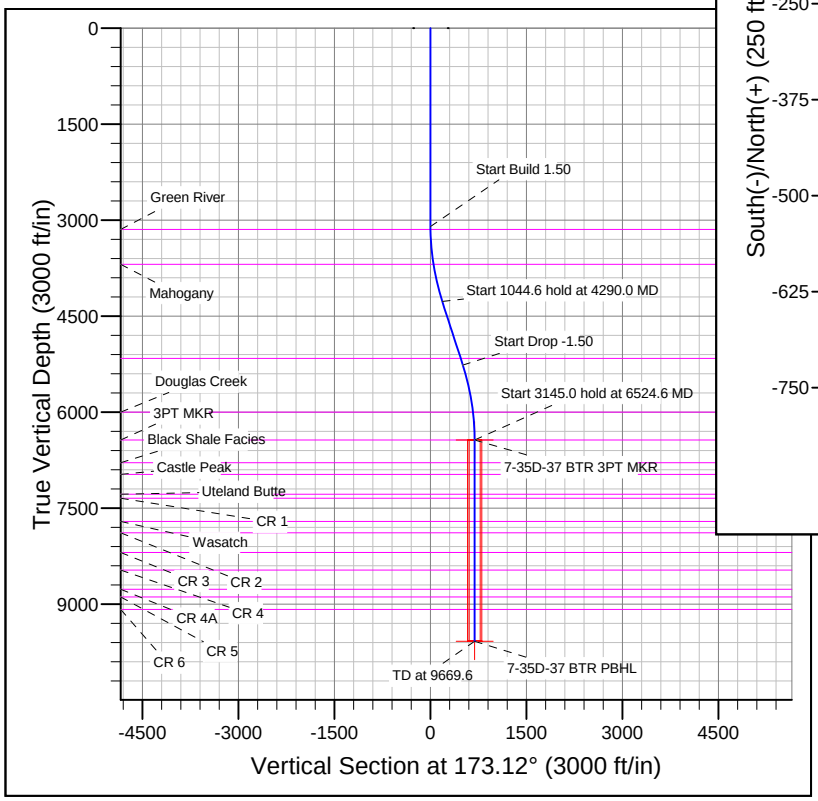
FORMATION TOP DETAILS

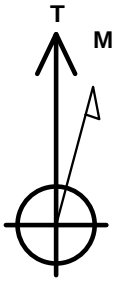
TVDPath	MDPath	Formation
3146.0	3146.0	Green River
3690.0	3692.4	Mahogany
5161.0	5225.2	TGR3
6000.0	6087.6	Douglas Creek
6436.0	6524.6	3PT MKR
6789.0	6877.6	Black Shale Facies
6972.0	7060.6	Castle Peak
7281.0	7369.6	Uteland Butte
7344.0	7432.6	CR 1
7709.0	7797.6	Wasatch
7884.0	7972.6	CR 2
8195.0	8283.6	CR 3
8468.0	8556.6	CR 4
8768.0	8856.6	CR 4A
8888.0	8976.6	CR 5
9081.0	9169.6	CR 6

CASING DETAILS

No casing data is available







Azimuths to True North
Magnetic North: 11.34°

Magnetic Field
Strength: 52075.1snT
Dip Angle: 65.75°
Date: 3/26/2013
Model: IGRF2010

RECEIVED: April 01, 2013

Bill Barrett Corp

Planning Report

Database:	Compass	**Local Co-ordinate Reference:**	Well 7-35D-37 BTR
Company:	BILL BARRETT CORP	**TVD Reference:**	KB @ 6832.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	**MD Reference:**	KB @ 6832.0ft (Original Well Elev)
Site:	7-35D-37 BTR	**North Reference:**	True
Well:	7-35D-37 BTR	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	Wellbore #1		
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 7-35D-37 BTR

Site Position:		**Northing:**	673,787.30 ft	**Latitude:**	40° 10' 48.220 N
From:	Lat/Long	**Easting:**	2,240,207.23 ft	**Longitude:**	110° 38' 25.051 W
Position Uncertainty:	0.0 ft	**Slot Radius:**	"	**Grid Convergence:**	0.55 °

Well 7-35D-37 BTR

Well Position	**+N/-S**	0.0 ft	**Northing:**	673,787.30 ft	**Latitude:**	40° 10' 48.220 N
	+E/-W	0.0 ft	**Easting:**	2,240,207.23 ft	**Longitude:**	110° 38' 25.051 W
Position Uncertainty		0.0 ft	**Wellhead Elevation:**	ft	**Ground Level:**	6,817.0 ft

Wellbore Wellbore #1

Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	3/26/2013	11.34	65.75	52,075

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	173.12

Plan Sections

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target
0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.00	0.00	
3,100.0	0.00	0.00	3,100.0	0.0	0.0	0.00	0.00	0.00	0.00	
4,290.0	17.85	173.12	4,270.8	-182.5	22.0	1.50	1.50	0.00	173.12	
5,334.6	17.85	173.12	5,265.2	-500.4	60.4	0.00	0.00	0.00	0.00	
6,524.6	0.00	0.00	6,436.0	-683.0	82.4	1.50	-1.50	0.00	180.00	7-35D-37 BTR 3PT M
9,669.6	0.00	0.00	9,581.0	-683.0	82.4	0.00	0.00	0.00	0.00	7-35D-37 BTR PBHL

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Bill Barrett Corp

Planning Report

Database:	Compass	**Local Co-ordinate Reference:**	Well 7-35D-37 BTR
Company:	BILL BARRETT CORP	**TVD Reference:**	KB @ 6832.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	**MD Reference:**	KB @ 6832.0ft (Original Well Elev)
Site:	7-35D-37 BTR	**North Reference:**	True
Well:	7-35D-37 BTR	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	0.00
100.0	0.00	0.00	100.0	0.0	0.0	0.0	0.00	0.00	0.00
200.0	0.00	0.00	200.0	0.0	0.0	0.0	0.00	0.00	0.00
300.0	0.00	0.00	300.0	0.0	0.0	0.0	0.00	0.00	0.00
400.0	0.00	0.00	400.0	0.0	0.0	0.0	0.00	0.00	0.00
500.0	0.00	0.00	500.0	0.0	0.0	0.0	0.00	0.00	0.00
600.0	0.00	0.00	600.0	0.0	0.0	0.0	0.00	0.00	0.00
700.0	0.00	0.00	700.0	0.0	0.0	0.0	0.00	0.00	0.00
800.0	0.00	0.00	800.0	0.0	0.0	0.0	0.00	0.00	0.00
900.0	0.00	0.00	900.0	0.0	0.0	0.0	0.00	0.00	0.00
1,000.0	0.00	0.00	1,000.0	0.0	0.0	0.0	0.00	0.00	0.00
1,100.0	0.00	0.00	1,100.0	0.0	0.0	0.0	0.00	0.00	0.00
1,200.0	0.00	0.00	1,200.0	0.0	0.0	0.0	0.00	0.00	0.00
1,300.0	0.00	0.00	1,300.0	0.0	0.0	0.0	0.00	0.00	0.00
1,400.0	0.00	0.00	1,400.0	0.0	0.0	0.0	0.00	0.00	0.00
1,500.0	0.00	0.00	1,500.0	0.0	0.0	0.0	0.00	0.00	0.00
1,600.0	0.00	0.00	1,600.0	0.0	0.0	0.0	0.00	0.00	0.00
1,700.0	0.00	0.00	1,700.0	0.0	0.0	0.0	0.00	0.00	0.00
1,800.0	0.00	0.00	1,800.0	0.0	0.0	0.0	0.00	0.00	0.00
1,900.0	0.00	0.00	1,900.0	0.0	0.0	0.0	0.00	0.00	0.00
2,000.0	0.00	0.00	2,000.0	0.0	0.0	0.0	0.00	0.00	0.00
2,100.0	0.00	0.00	2,100.0	0.0	0.0	0.0	0.00	0.00	0.00
2,200.0	0.00	0.00	2,200.0	0.0	0.0	0.0	0.00	0.00	0.00
2,300.0	0.00	0.00	2,300.0	0.0	0.0	0.0	0.00	0.00	0.00
2,400.0	0.00	0.00	2,400.0	0.0	0.0	0.0	0.00	0.00	0.00
2,500.0	0.00	0.00	2,500.0	0.0	0.0	0.0	0.00	0.00	0.00
2,600.0	0.00	0.00	2,600.0	0.0	0.0	0.0	0.00	0.00	0.00
2,700.0	0.00	0.00	2,700.0	0.0	0.0	0.0	0.00	0.00	0.00
2,800.0	0.00	0.00	2,800.0	0.0	0.0	0.0	0.00	0.00	0.00
2,900.0	0.00	0.00	2,900.0	0.0	0.0	0.0	0.00	0.00	0.00
3,000.0	0.00	0.00	3,000.0	0.0	0.0	0.0	0.00	0.00	0.00
3,100.0	0.00	0.00	3,100.0	0.0	0.0	0.0	0.00	0.00	0.00
Start Build 1.50									
3,146.0	0.69	173.12	3,146.0	-0.3	0.0	0.3	1.50	1.50	0.00
Green River									
3,200.0	1.50	173.12	3,200.0	-1.3	0.2	1.3	1.50	1.50	0.00
3,300.0	3.00	173.12	3,299.9	-5.2	0.6	5.2	1.50	1.50	0.00
3,400.0	4.50	173.12	3,399.7	-11.7	1.4	11.8	1.50	1.50	0.00
3,500.0	6.00	173.12	3,499.3	-20.8	2.5	20.9	1.50	1.50	0.00
3,600.0	7.50	173.12	3,598.6	-32.4	3.9	32.7	1.50	1.50	0.00
3,692.4	8.89	173.12	3,690.0	-45.5	5.5	45.8	1.50	1.50	0.00
Mahogany									
3,700.0	9.00	173.12	3,697.5	-46.7	5.6	47.0	1.50	1.50	0.00
3,800.0	10.50	173.12	3,796.1	-63.5	7.7	64.0	1.50	1.50	0.00
3,900.0	12.00	173.12	3,894.2	-82.9	10.0	83.5	1.50	1.50	0.00
4,000.0	13.50	173.12	3,991.7	-104.8	12.6	105.5	1.50	1.50	0.00
4,100.0	15.00	173.12	4,088.6	-129.2	15.6	130.2	1.50	1.50	0.00
4,200.0	16.50	173.12	4,184.9	-156.2	18.8	157.3	1.50	1.50	0.00
4,290.0	17.85	173.12	4,270.8	-182.5	22.0	183.9	1.50	1.50	0.00
Start 1044.6 hold at 4290.0 MD									
4,300.0	17.85	173.12	4,280.4	-185.6	22.4	186.9	0.00	0.00	0.00
4,400.0	17.85	173.12	4,375.5	-216.0	26.1	217.6	0.00	0.00	0.00
4,500.0	17.85	173.12	4,470.7	-246.5	29.7	248.2	0.00	0.00	0.00
4,600.0	17.85	173.12	4,565.9	-276.9	33.4	278.9	0.00	0.00	0.00

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Bill Barrett Corp

Planning Report

Database:	Compass	**Local Co-ordinate Reference:**	Well 7-35D-37 BTR
Company:	BILL BARRETT CORP	**TVD Reference:**	KB @ 6832.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	**MD Reference:**	KB @ 6832.0ft (Original Well Elev)
Site:	7-35D-37 BTR	**North Reference:**	True
Well:	7-35D-37 BTR	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	Wellbore #1		
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)
4,700.0	17.85	173.12	4,661.1	-307.3	37.1	309.5	0.00	0.00	0.00
4,800.0	17.85	173.12	4,756.3	-337.8	40.8	340.2	0.00	0.00	0.00
4,900.0	17.85	173.12	4,851.5	-368.2	44.4	370.9	0.00	0.00	0.00
5,000.0	17.85	173.12	4,946.7	-398.6	48.1	401.5	0.00	0.00	0.00
5,100.0	17.85	173.12	5,041.9	-429.0	51.8	432.2	0.00	0.00	0.00
5,200.0	17.85	173.12	5,137.0	-459.5	55.5	462.8	0.00	0.00	0.00
5,225.2	17.85	173.12	5,161.0	-467.1	56.4	470.5	0.00	0.00	0.00
TGR3									
5,300.0	17.85	173.12	5,232.2	-489.9	59.1	493.5	0.00	0.00	0.00
5,334.6	17.85	173.12	5,265.2	-500.4	60.4	504.1	0.00	0.00	0.00
Start Drop -1.50									
5,400.0	16.87	173.12	5,327.6	-519.8	62.7	523.6	1.50	-1.50	0.00
5,500.0	15.37	173.12	5,423.6	-547.4	66.1	551.3	1.50	-1.50	0.00
5,600.0	13.87	173.12	5,520.4	-572.4	69.1	576.6	1.50	-1.50	0.00
5,700.0	12.37	173.12	5,617.8	-595.0	71.8	599.3	1.50	-1.50	0.00
5,800.0	10.87	173.12	5,715.7	-615.0	74.2	619.4	1.50	-1.50	0.00
5,900.0	9.37	173.12	5,814.2	-632.4	76.3	637.0	1.50	-1.50	0.00
6,000.0	7.87	173.12	5,913.0	-647.3	78.1	652.0	1.50	-1.50	0.00
6,087.6	6.55	173.12	6,000.0	-658.2	79.4	663.0	1.50	-1.50	0.00
Douglas Creek									
6,100.0	6.37	173.12	6,012.3	-659.6	79.6	664.4	1.50	-1.50	0.00
6,200.0	4.87	173.12	6,111.8	-669.3	80.8	674.2	1.50	-1.50	0.00
6,300.0	3.37	173.12	6,211.5	-676.4	81.6	681.3	1.50	-1.50	0.00
6,400.0	1.87	173.12	6,311.4	-681.0	82.2	685.9	1.50	-1.50	0.00
6,500.0	0.37	173.12	6,411.4	-682.9	82.4	687.9	1.50	-1.50	0.00
6,524.6	0.00	0.00	6,436.0	-683.0	82.4	687.9	1.50	-1.50	0.00
Start 3145.0 hold at 6524.6 MD - 3PT MKR									
6,600.0	0.00	0.00	6,511.4	-683.0	82.4	687.9	0.00	0.00	0.00
6,700.0	0.00	0.00	6,611.4	-683.0	82.4	687.9	0.00	0.00	0.00
6,800.0	0.00	0.00	6,711.4	-683.0	82.4	687.9	0.00	0.00	0.00
6,877.6	0.00	0.00	6,789.0	-683.0	82.4	687.9	0.00	0.00	0.00
Black Shale Facies									
6,900.0	0.00	0.00	6,811.4	-683.0	82.4	687.9	0.00	0.00	0.00
7,000.0	0.00	0.00	6,911.4	-683.0	82.4	687.9	0.00	0.00	0.00
7,060.6	0.00	0.00	6,972.0	-683.0	82.4	687.9	0.00	0.00	0.00
Castle Peak									
7,100.0	0.00	0.00	7,011.4	-683.0	82.4	687.9	0.00	0.00	0.00
7,200.0	0.00	0.00	7,111.4	-683.0	82.4	687.9	0.00	0.00	0.00
7,300.0	0.00	0.00	7,211.4	-683.0	82.4	687.9	0.00	0.00	0.00
7,369.6	0.00	0.00	7,281.0	-683.0	82.4	687.9	0.00	0.00	0.00
Uteland Butte									
7,400.0	0.00	0.00	7,311.4	-683.0	82.4	687.9	0.00	0.00	0.00
7,432.6	0.00	0.00	7,344.0	-683.0	82.4	687.9	0.00	0.00	0.00
CR 1									
7,500.0	0.00	0.00	7,411.4	-683.0	82.4	687.9	0.00	0.00	0.00
7,600.0	0.00	0.00	7,511.4	-683.0	82.4	687.9	0.00	0.00	0.00
7,700.0	0.00	0.00	7,611.4	-683.0	82.4	687.9	0.00	0.00	0.00
7,797.6	0.00	0.00	7,709.0	-683.0	82.4	687.9	0.00	0.00	0.00
Wasatch									
7,800.0	0.00	0.00	7,711.4	-683.0	82.4	687.9	0.00	0.00	0.00
7,900.0	0.00	0.00	7,811.4	-683.0	82.4	687.9	0.00	0.00	0.00
7,972.6	0.00	0.00	7,884.0	-683.0	82.4	687.9	0.00	0.00	0.00

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Planning Report

Database:	Compass	**Local Co-ordinate Reference:**	Well 7-35D-37 BTR
Company:	BILL BARRETT CORP	**TVD Reference:**	KB @ 6832.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	**MD Reference:**	KB @ 6832.0ft (Original Well Elev)
Site:	7-35D-37 BTR	**North Reference:**	True
Well:	7-35D-37 BTR	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	Wellbore #1		
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)
CR 2									
8,000.0	0.00	0.00	7,911.4	-683.0	82.4	687.9	0.00	0.00	0.00
8,100.0	0.00	0.00	8,011.4	-683.0	82.4	687.9	0.00	0.00	0.00
8,200.0	0.00	0.00	8,111.4	-683.0	82.4	687.9	0.00	0.00	0.00
8,283.6	0.00	0.00	8,195.0	-683.0	82.4	687.9	0.00	0.00	0.00
CR 3									
8,300.0	0.00	0.00	8,211.4	-683.0	82.4	687.9	0.00	0.00	0.00
8,400.0	0.00	0.00	8,311.4	-683.0	82.4	687.9	0.00	0.00	0.00
8,500.0	0.00	0.00	8,411.4	-683.0	82.4	687.9	0.00	0.00	0.00
8,556.6	0.00	0.00	8,468.0	-683.0	82.4	687.9	0.00	0.00	0.00
CR 4									
8,600.0	0.00	0.00	8,511.4	-683.0	82.4	687.9	0.00	0.00	0.00
8,700.0	0.00	0.00	8,611.4	-683.0	82.4	687.9	0.00	0.00	0.00
8,800.0	0.00	0.00	8,711.4	-683.0	82.4	687.9	0.00	0.00	0.00
8,856.6	0.00	0.00	8,768.0	-683.0	82.4	687.9	0.00	0.00	0.00
CR 4A									
8,900.0	0.00	0.00	8,811.4	-683.0	82.4	687.9	0.00	0.00	0.00
8,976.6	0.00	0.00	8,888.0	-683.0	82.4	687.9	0.00	0.00	0.00
CR 5									
9,000.0	0.00	0.00	8,911.4	-683.0	82.4	687.9	0.00	0.00	0.00
9,100.0	0.00	0.00	9,011.4	-683.0	82.4	687.9	0.00	0.00	0.00
9,169.6	0.00	0.00	9,081.0	-683.0	82.4	687.9	0.00	0.00	0.00
CR 6									
9,200.0	0.00	0.00	9,111.4	-683.0	82.4	687.9	0.00	0.00	0.00
9,300.0	0.00	0.00	9,211.4	-683.0	82.4	687.9	0.00	0.00	0.00
9,400.0	0.00	0.00	9,311.4	-683.0	82.4	687.9	0.00	0.00	0.00
9,500.0	0.00	0.00	9,411.4	-683.0	82.4	687.9	0.00	0.00	0.00
9,600.0	0.00	0.00	9,511.4	-683.0	82.4	687.9	0.00	0.00	0.00
9,669.6	0.00	0.00	9,581.0	-683.0	82.4	687.9	0.00	0.00	0.00
TD at 9669.6									

Targets

Target Name - hit/miss target - Shape	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
7-35D-37 BTR PBHL - plan hits target - Rectangle (sides W200.0 H200.0 D0.0)	0.00	0.00	9,581.0	-683.0	82.4	673,105.14	2,240,296.23	40° 10' 41.470 N	110° 38' 23.989 W
7-35D-37 BTR 3PT MKF - plan hits target - Rectangle (sides W200.0 H200.0 D3,145.0)	0.00	0.00	6,436.0	-683.0	82.4	673,105.14	2,240,296.22	40° 10' 41.470 N	110° 38' 23.989 W

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Bill Barrett Corp

Planning Report

Database:	Compass	**Local Co-ordinate Reference:**	Well 7-35D-37 BTR
Company:	BILL BARRETT CORP	**TVD Reference:**	KB @ 6832.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	**MD Reference:**	KB @ 6832.0ft (Original Well Elev)
Site:	7-35D-37 BTR	**North Reference:**	True
Well:	7-35D-37 BTR	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Formations

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
3,146.0	3,146.0	Green River		0.00	
3,692.4	3,690.0	Mahogany		0.00	
5,225.2	5,161.0	TGR3		0.00	
6,087.6	6,000.0	Douglas Creek		0.00	
6,524.6	6,436.0	3PT MKR		0.00	
6,877.6	6,789.0	Black Shale Facies		0.00	
7,060.6	6,972.0	Castle Peak		0.00	
7,369.6	7,281.0	Uteland Butte		0.00	
7,432.6	7,344.0	CR 1		0.00	
7,797.6	7,709.0	Wasatch		0.00	
7,972.6	7,884.0	CR 2		0.00	
8,283.6	8,195.0	CR 3		0.00	
8,556.6	8,468.0	CR 4		0.00	
8,856.6	8,768.0	CR 4A		0.00	
8,976.6	8,888.0	CR 5		0.00	
9,169.6	9,081.0	CR 6		0.00	

Plan Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates +N/-S (ft)	Local Coordinates +E/-W (ft)	Comment
3,100.0	3,100.0	0.0	0.0	Start Build 1.50
4,290.0	4,270.8	-182.5	22.0	Start 1044.6 hold at 4290.0 MD
5,334.6	5,265.2	-500.4	60.4	Start Drop -1.50
6,524.6	6,436.0	-683.0	82.4	Start 3145.0 hold at 6524.6 MD
9,669.6	9,581.0	-683.0	82.4	TD at 9669.6

RECEIVED: April 01, 2013

435-738-1100

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 28th day of January, 2013, by and between The County of Duchesne, UT, P.O. Box 270, Duchesne, UT 84021, ("Surface Owner"), and, Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, ("BBC").

WITNESSETH THAT:

WHEREAS, BBC owns undivided interests in certain oil and gas leases ("leases") covering and affecting Section 35, Township 3 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 #7-35D-37 BTR Well at a legal drill-site location in the W1/2NE1/4 of Section 35, Township 3 South, Range 7 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of the W1/2NE1/4 of Section 35, Township 3 South, Range 7 West, USM, Duchesne County, Utah, and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,

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

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

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

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

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

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

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

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

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

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

IN WITNESS WHEREOF, the parties have executed this Surface Damage Settlement Agreement effective as of the 28th day of January, 2013.

GRANTOR:

By: _____
Ron Winterton, Chairman
For Duchesne County, UT

BILL BARRETT CORPORATION

By: _____
Clint W. Turner
As Agent for Bill Barrett Corporation

ACKNOWLEDGEMENTS

STATE OF Utah)
)
COUNTY OF Duchesne)

On the 4th day of February, 2013, personally appeared before me Ron Winterton, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purpose and consideration therein expressed.

_____
Notary Public
Residing at: Duchesne, Utah

My Commission Expires: 2/29/16

Notary Public
BOBBIJO CASPER
Commission #653221
My Commission Expires
February 29, 2016
State of Utah

STATE OF UTAH)
)
COUNTY OF SALT LAKE)

On the 19th day of February, 2013, personally appeared before me _____ Clint W. Turner, who, being by me duly sworn, did say that he is the _____ Agent of 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.

_____
Notary Public
Residing at: Bountiful, UT

My Commission Expires: 1-31-2016

ERIK CARLSON
NOTARY PUBLIC-STATE OF UTAH
COMMISSION# 651989
COMM. EXP. 01-31-2016

API Well Number: 43013521150000

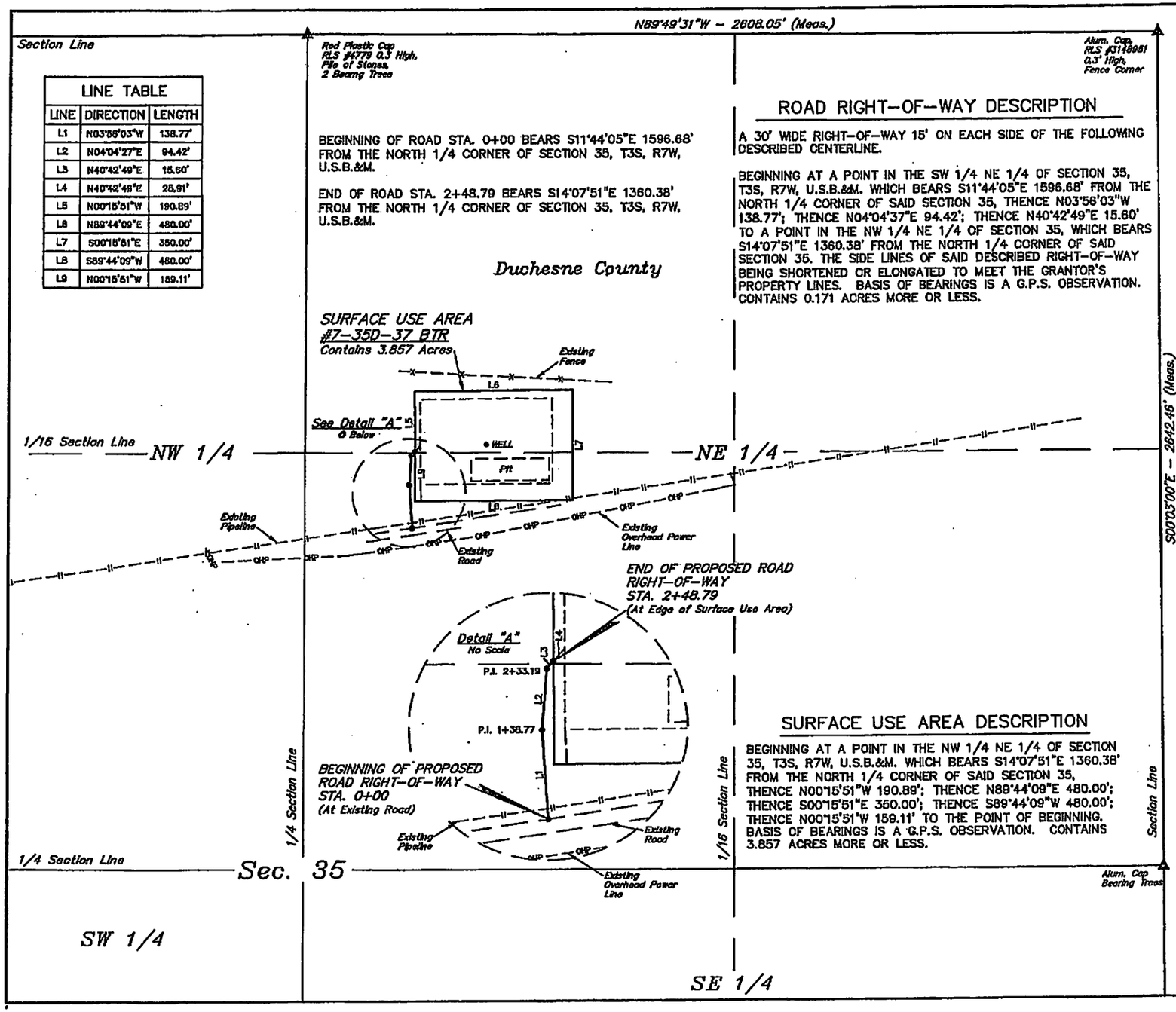
EXHIBIT "A"

BILL BARRETT CORPORATION

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

(For #7-35D-37 BTR)

LOCATED IN
SECTION 35, T3S, R7W, U.S.B.&M.,
DUCHESNE COUNTY, UTAH



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N03°56'03"W	138.77'
L2	N04°04'27"E	94.42'
L3	N40°42'49"E	15.60'
L4	N40°42'49"E	25.91'
L5	N00°15'51"W	190.89'
L6	N89°44'09"E	480.00'
L7	S00°15'51"E	350.00'
L8	S89°44'09"W	480.00'
L9	N00°15'51"W	159.11'

BEGINNING OF ROAD STA. 0+00 BEARS S11°44'05"E 1596.68' FROM THE NORTH 1/4 CORNER OF SECTION 35, T3S, R7W, U.S.B.&M.

END OF ROAD STA. 2+48.79 BEARS S14°07'51"E 1360.38' FROM THE NORTH 1/4 CORNER OF SECTION 35, T3S, R7W, U.S.B.&M.

ROAD RIGHT-OF-WAY DESCRIPTION

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

BEGINNING AT A POINT IN THE SW 1/4 NE 1/4 OF SECTION 35, T3S, R7W, U.S.B.&M. WHICH BEARS S11°44'05"E 1596.68' FROM THE NORTH 1/4 CORNER OF SAID SECTION 35, THENCE N03°56'03"W 138.77'; THENCE N04°04'37"E 94.42'; THENCE N40°42'49"E 15.60' TO A POINT IN THE NW 1/4 NE 1/4 OF SECTION 35, WHICH BEARS S14°07'51"E 1360.38' FROM THE NORTH 1/4 CORNER OF SAID SECTION 35. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.171 ACRES MORE OR LESS.

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN THE NW 1/4 NE 1/4 OF SECTION 35, T3S, R7W, U.S.B.&M. WHICH BEARS S14°07'51"E 1360.38' FROM THE NORTH 1/4 CORNER OF SAID SECTION 35, THENCE N00°15'51"W 190.89'; THENCE N89°44'09"E 480.00'; THENCE S00°15'51"E 350.00'; THENCE S89°44'09"W 480.00'; THENCE N00°15'51"W 159.11' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.857 ACRES MORE OR LESS.

300' 150' 0' 300'
SCALE

BASIS OF BEARINGS

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

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
DUCHESNE COUNTY	248.79'	0.171	15.08

▲ = SECTION CORNERS LOCATED.

CERTIFICATE

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

REGISTERED LAND SURVEYOR
REGISTRATION No. 161319
STATE OF UTAH

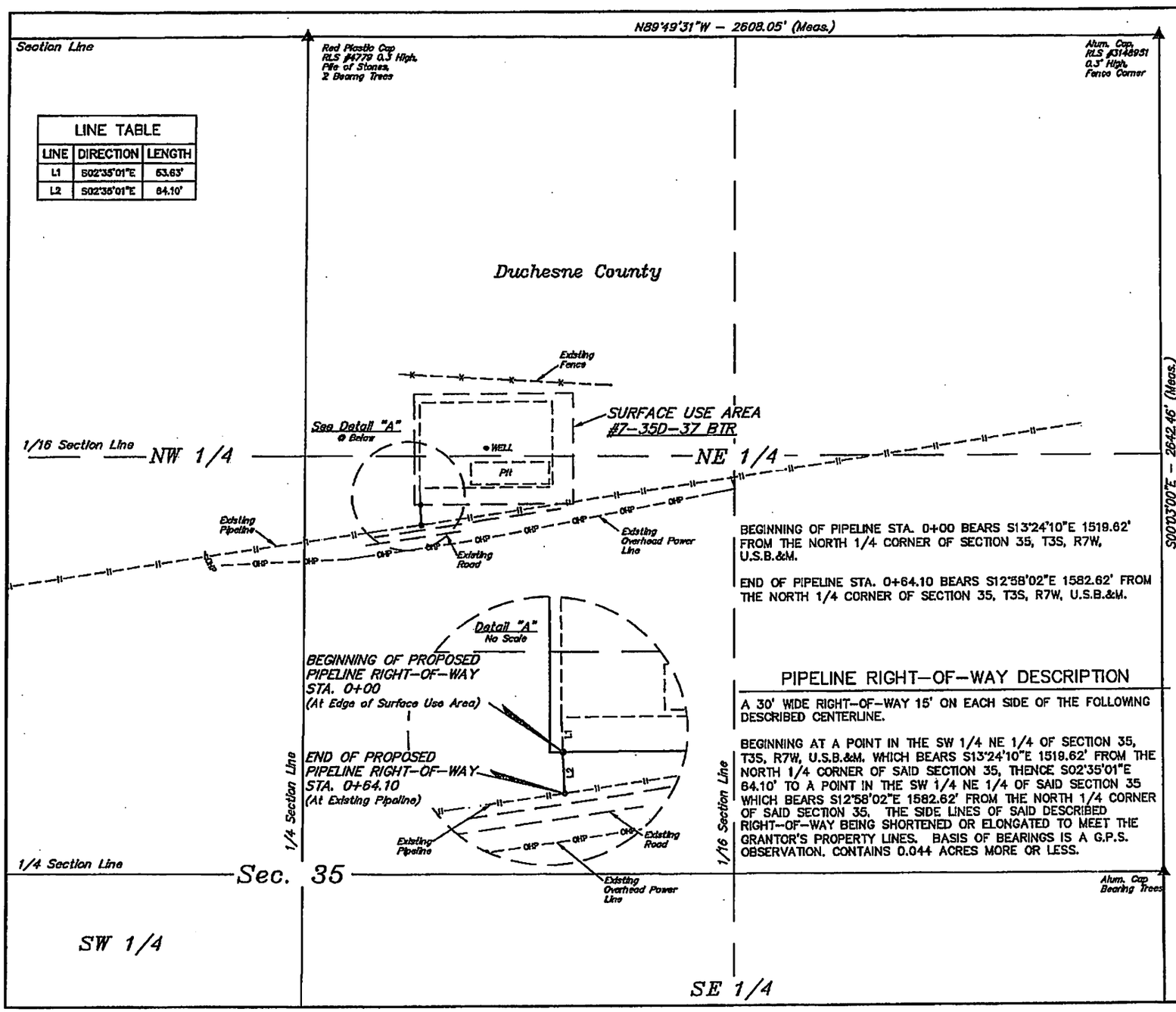
REGISTERED LAND SURVEYOR No. 161319 STATE OF UTAH

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

SCALE 1" = 300'	DATE 11-28-12
PARTY T.A. T.E. J.G.G.	REFERENCES G.L.O. PLAT
WEATHER COLD	FILE 5 3 2 9 3

API Well Number: 43013521150000

EXHIBIT "B"



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	S02°35'01"E	53.63'
L2	S02°35'01"E	64.10'

BEGINNING OF PIPELINE STA. 0+00 BEARS S13°24'10"E 1519.62' FROM THE NORTH 1/4 CORNER OF SECTION 35, T3S, R7W, U.S.B.&M.

END OF PIPELINE STA. 0+64.10 BEARS S12°58'02"E 1582.62' FROM THE NORTH 1/4 CORNER OF SECTION 35, T3S, R7W, U.S.B.&M.

PIPELINE RIGHT-OF-WAY DESCRIPTION

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

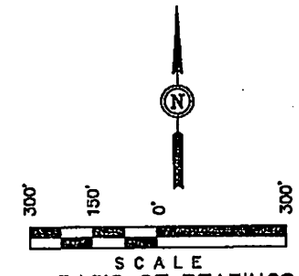
BEGINNING AT A POINT IN THE SW 1/4 NE 1/4 OF SECTION 35, T3S, R7W, U.S.B.&M. WHICH BEARS S13°24'10"E 1519.62' FROM THE NORTH 1/4 CORNER OF SAID SECTION 35, THENCE S02°35'01"E 64.10' TO A POINT IN THE SW 1/4 NE 1/4 OF SAID SECTION 35 WHICH BEARS S12°58'02"E 1582.62' FROM THE NORTH 1/4 CORNER OF SAID SECTION 35. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.044 ACRES MORE OR LESS.

BILL BARRETT CORPORATION

PIPELINE RIGHT-OF-WAY ON FEE LANDS

(For #7-35D-37 BTR)

LOCATED IN
SECTION 35, T3S, R7W, U.S.B.&M.,
DUCHESNE COUNTY, UTAH



BASIS OF BEARINGS

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

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
DUCHESNE COUNTY	64.10	0.044	3.88

CERTIFICATE

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

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

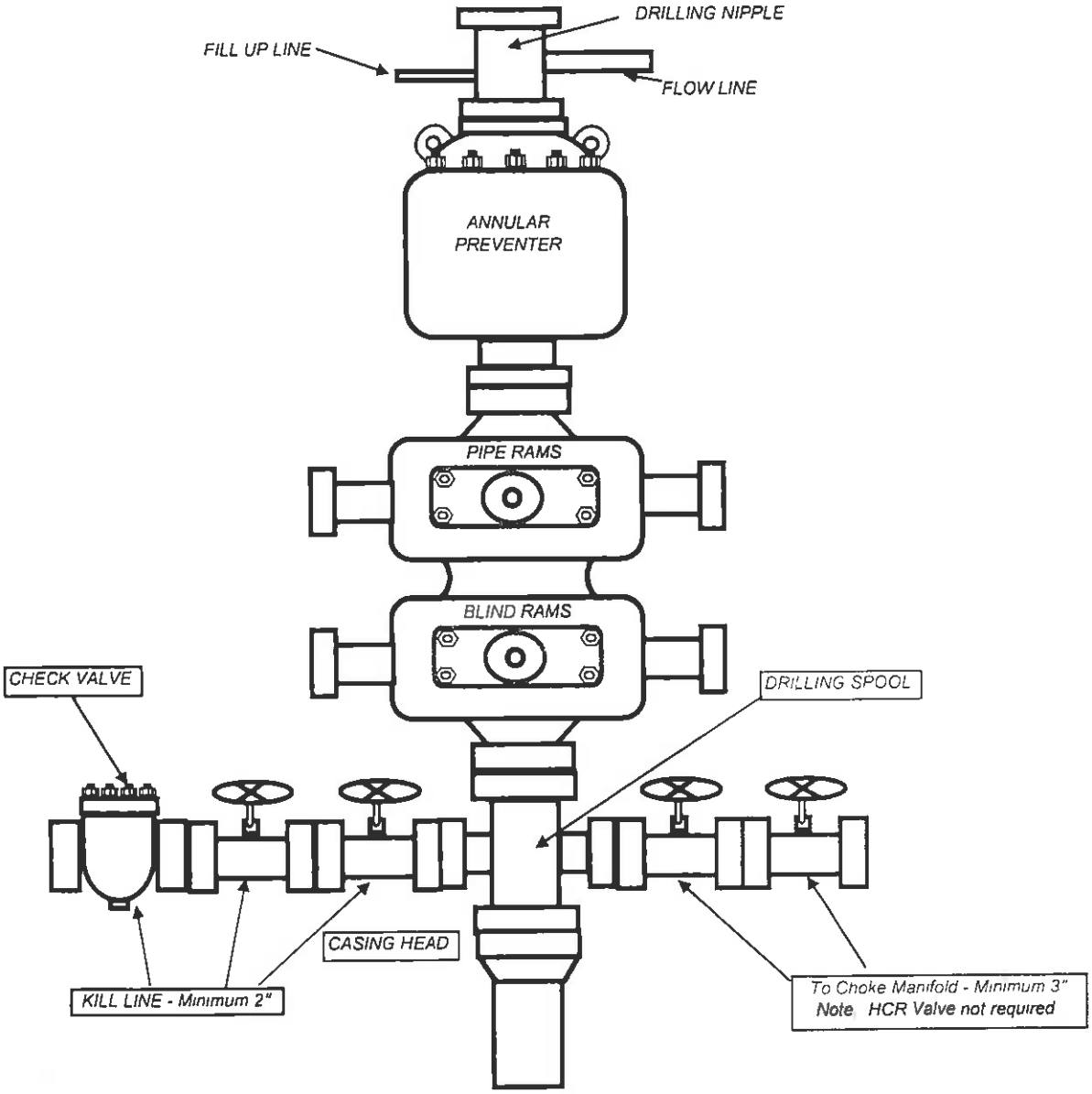
REGISTERED LAND SURVEYOR No. 161319 STATE OF UTAH

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

SCALE 1" = 300'	DATE 11-28-12
PARTY T.A. T.E. J.G.G.	REFERENCES G.L.O. PLAT
WEATHER COLD	FILE 53295

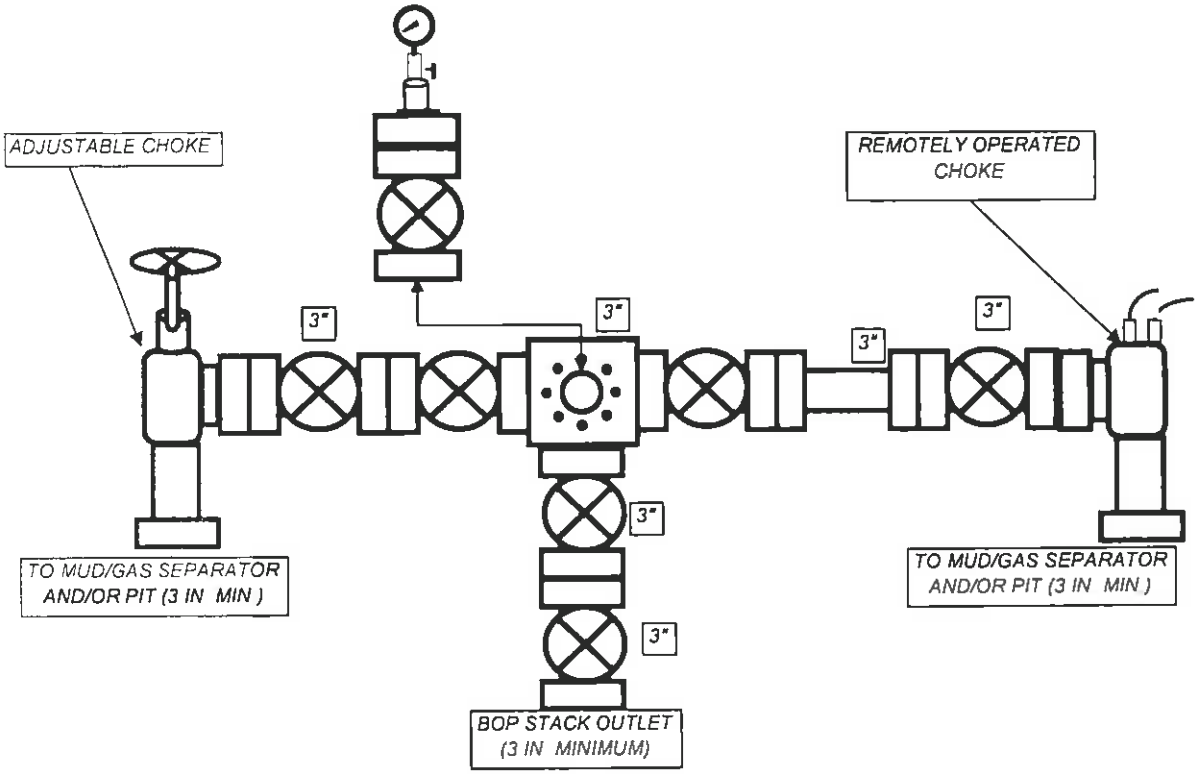
BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION

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



API Well Number: 43013521150000

Bill Barrett Corporation

April 1, 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 #7-35D-37 BTR Well
Surface: 1,297' FNL & 2,060' FEL, NWNE, 35-T3S-R7W, USM
Bottom Hole: 1,980' FNL & 1,980' FEL, SWNE, 35-T3S-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. Ute Energy, LLC owns a right to participate in this well.
- BBC certifies that it is the working interest owner of all lands within 460 feet of the proposed well location, and together with Ute Energy, LLC, we own 100% of the working interest in these lands.

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

Sincerely,

Vanessa Langmacher
for

David Watts
Landman

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

RECEIVED: April 01, 2013

BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

#7-35D-37 BTR

SECTION 35, T3S, R7W, U.S.B.&M.

1297' FNL 2060' FEL

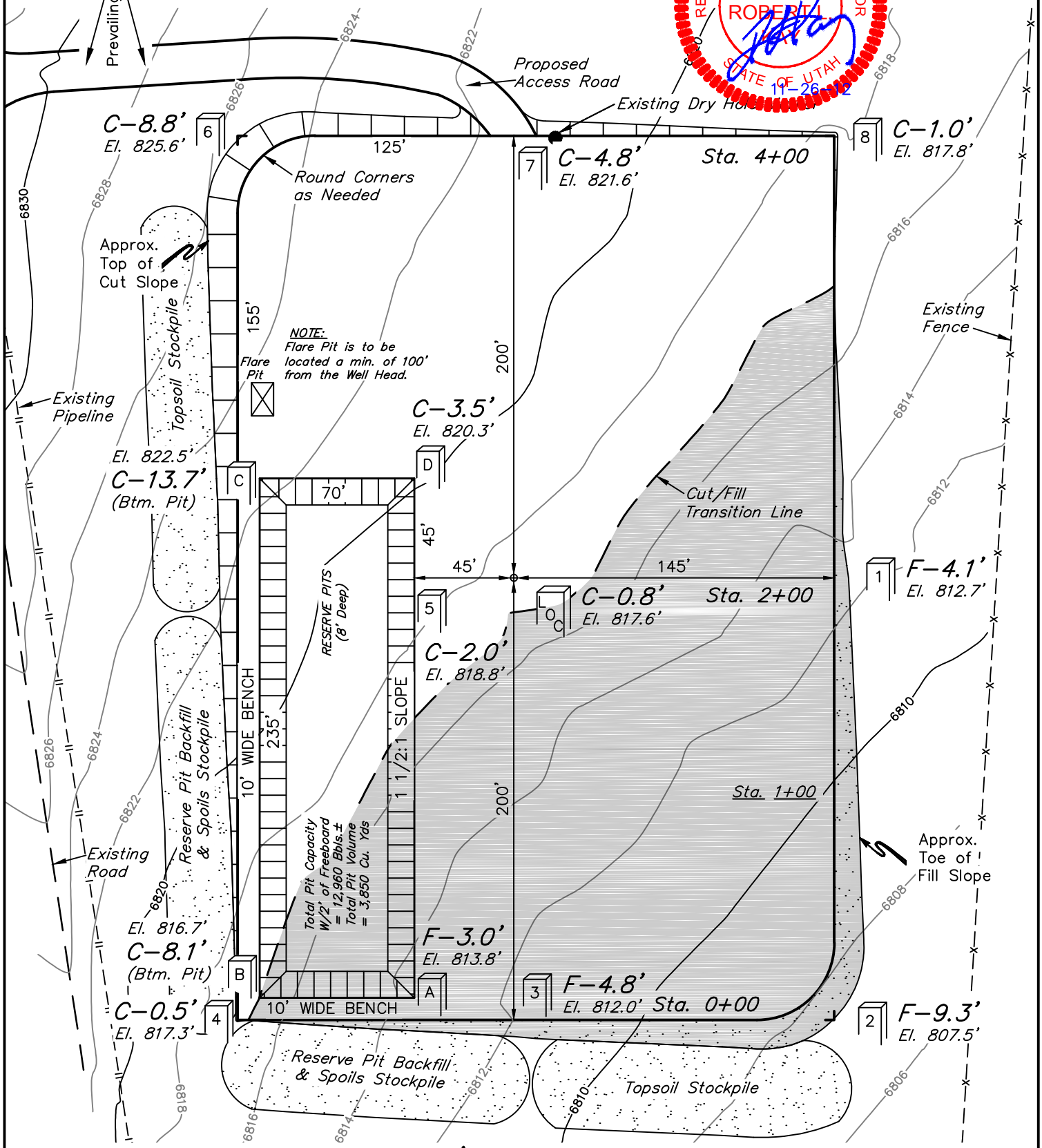
FIGURE #1

SCALE: 1" = 60'

DATE: 11-26-12

DRAWN BY: J.G.G.

REGISTERED LAND SURVEYOR No. 161319 ROBERT L. KAY STATE OF UTAH 11-26-12



Elev. Ungraded Ground At Loc. Stake = 6817.6'

FINISHED GRADE ELEV. AT LOC. STAKE = 6816.8'

UINTAH ENGINEERING & LAND SURVEYING

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

RECEIVED: April 01, 2013

1" = 40'
X-Section Scale
1" = 100'
DATE: 11-26-12
DRAWN BY: J.G.G.

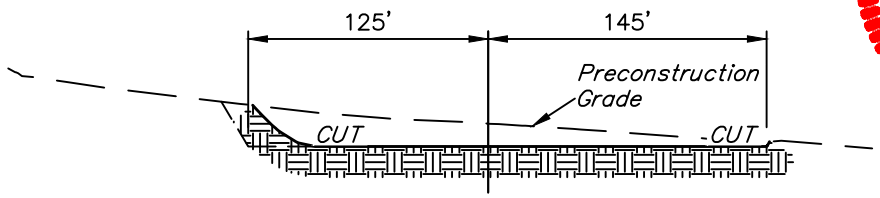
BILL BARRETT CORPORATION

TYPICAL CROSS SECTIONS FOR

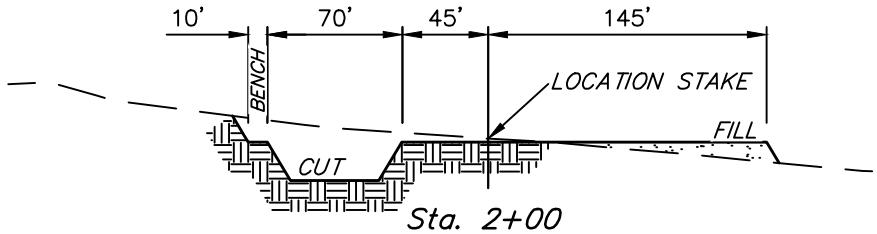
#7-35D-37 BTR
SECTION 35, T3S, R7W, U.S.B.&M.
1297' FNL 2060' FEL

FIGURE #2

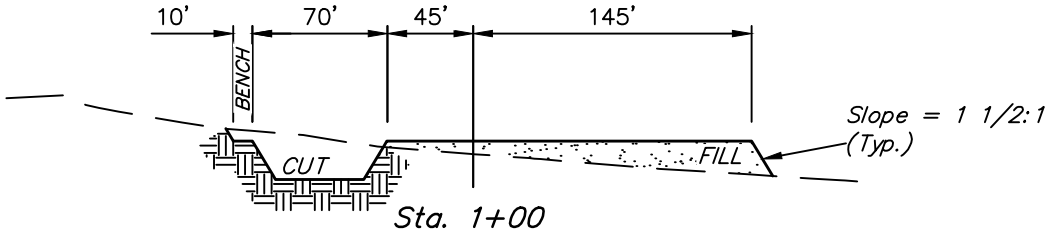
REGISTERED LAND SURVEYOR
No. 161319
ROBERT L. KAY
STATE OF UTAH
11-26-12



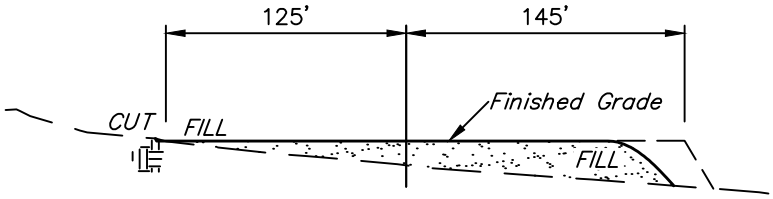
Sta. 4+00



Sta. 2+00



Sta. 1+00



Sta. 0+00

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

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 3.857 ACRES
ACCESS ROAD DISTURBANCE = ± 0.171 ACRES
PIPELINE DISTURBANCE = ± 0.044 ACRES
TOTAL = ± 4.072 ACRES

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping = 2,170 Cu. Yds.
Remaining Location = 9,830 Cu. Yds.
TOTAL CUT = 12,000 CU. YDS.
FILL = 7,900 CU. YDS.

EXCESS MATERIAL = 4,100 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.) = 4,100 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation) = 0 Cu. Yds.

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

RECEIVED: April 01, 2013

BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

#7-35D-37 BTR

SECTION 35, T3S, R7W, U.S.B.&M.

1297' FNL 2060' FEL

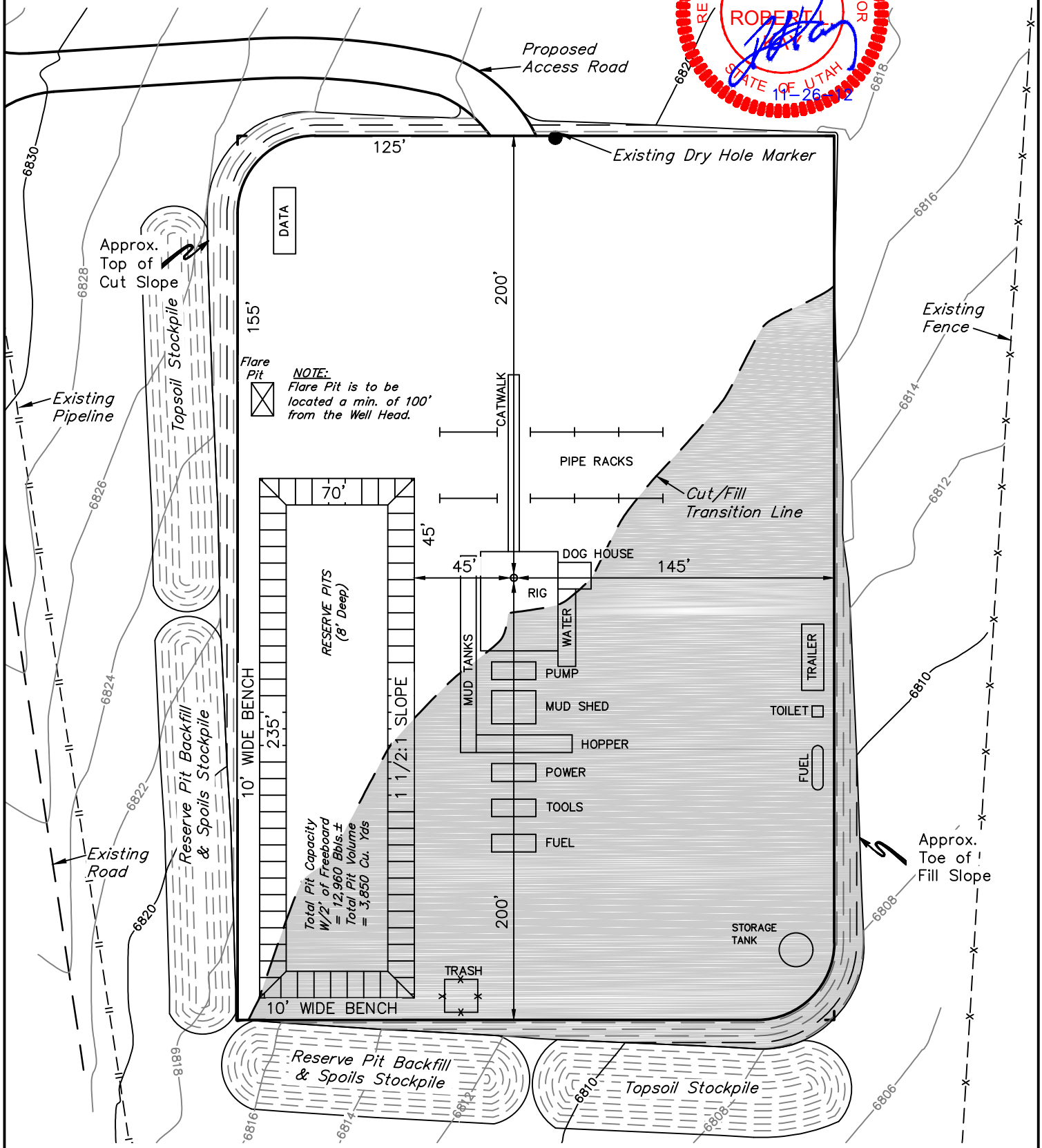
FIGURE #3

SCALE: 1" = 60'

DATE: 11-26-12

DRAWN BY: J.G.G.

REGISTERED LAND SURVEYOR No. 161319 ROBERT L. KAY STATE OF UTAH 11-26-12

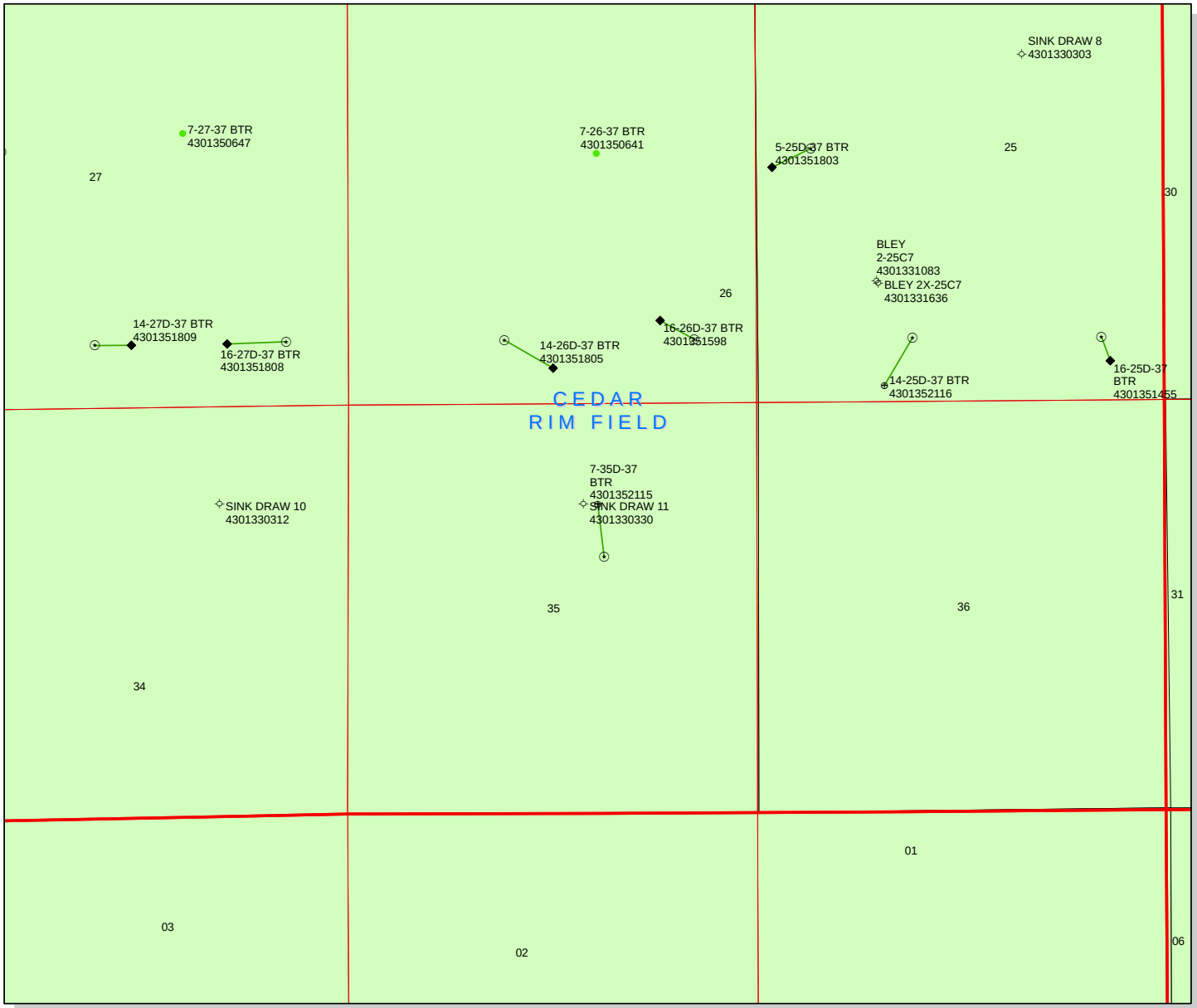


UINTAH ENGINEERING & LAND SURVEYING

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

RECEIVED: April 01, 2013

API Well Number: 43013521150000



API Number: 4301352115

Well Name: 7-35D-37 BTR

Township T03.0S Range R07.0W Section 35

Meridian: UBM

Operator: BILL BARRETT CORP

Map Prepared:
Map Produced by Diana Mason

Units

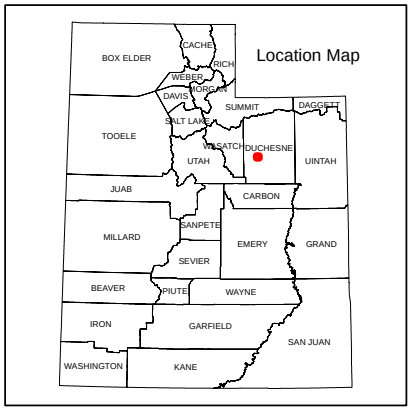
STATUS

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

Fields

STATUS

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



1,700 850 0 1,700 Feet

1:15,867

RECEIVED: April 03, 2013

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

Operator BILL BARRETT CORP
Well Name 7-35D-37 BTR
API Number 43013521150000 **APD No** 7832 **Field/Unit** CEDAR RIM
Location: 1/4,1/4 NWNE **Sec** 35 **Tw** 3.0S **Rng** 7.0W 1297 FNL 2060 FEL
GPS Coord (UTM) 530564 4447800 **Surface Owner** County of Duchesne

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 12 miles west of Duchesne, UT and just south of highway 40. This well site slopes slightly north toward Highway 40. To the south the land rises through a series of steep canyons where it then drops off steeply to the Strawberry River approximately 3 miles south.

Surface Use Plan

Current Surface Use
Wildlfe Habitat

New Road Miles	Well Pad		Src Const Material	Surface Formation
0	**Width** 270	**Length** 400	Offsite	UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna
Sage, grasses, pinion, juniper

Soil Type and Characteristics
Sandy loam

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diverson Required? N

Berm Required? Y
close proximity to Highway 40

RECEIVED: April 17, 2013

Erosion Sedimentation Control Required? N

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

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)		20	
Native Soil Type	High permeability	20	
Fluid Type	TDS>10000	15	
Drill Cuttings	Salt or Detrimental	10	
Annual Precipitation (inches)	10 to 20	5	
Affected Populations			
Presence Nearby Utility Conduits	Not Present	0	
	Final Score	70	1 Sensitivity Level

Characteristics / Requirements

The reserve pit as proposed is 235ft by 70ft by 8ft deep and is to be placed in a cut stable location. 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	4/10/2013
Evaluator	**Date / Time**

RECEIVED: April 17, 2013

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

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
7832	43013521150000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		**Surface Owner-APD**	County of Duchesne	
Well Name	7-35D-37 BTR		**Unit**		
Field	CEDAR RIM		**Type of Work**	DRILL	
Location	NWNE 35 3S 7W U 1297 FNL 2060 FEL GPS Coord (UTM) 530563E 4447795N				

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**

4/16/2013 — **Date / Time**

Surface Statement of Basis

This well is on fee surface with Indian Minerals. The surface owner is Duchesne County. I spoke to county planner Mike Hyde and he stated that he felt no need to attend the onsite and that the county was supportive of the well being drilled. Mr. Hyde also stated that he would speak to the county commissioners about the upcoming onsite so that they could attend if desired but no one from Duchesne County attended this onsite. This site sits just to the south of Highway 40. The land slopes toward the highway here and should be bermed to keep fluids from exiting the pad and flowing to the Highway.
Zack Garner of Bill Barrett Corp. stated that a minimum 16 mil liner and felt subliner will be used for the reserve pit. The reserve pit will be placed in a cut, stable location.
There is a P/A marker approximately 200 feet west of this proposed well head and right on the west edge of the proposed location.
This well is between the old highway and the current highway 40. According to archeologist Amy Ackman there is a historic culvert on the old highway that should not be disturbed. The location will not affect this and Ms. Ackman stated the old road should not be widened for access to this well site. As it is the old road is quite wide and is paved so it appears unlikely it would need to be altered.

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.

RECEIVED: April 17, 2013

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 4/1/2013
API NO. ASSIGNED: 43013521150000
WELL NAME: 7-35D-37 BTR
OPERATOR: BILL BARRETT CORP (N2165)
PHONE NUMBER: 303 312-8172
CONTACT: Venessa Langmacher

PROPOSED LOCATION: NWNE 35 030S 070W
Permit Tech Review: ✔

SURFACE: 1297 FNL 2060 FEL
Engineering Review: ☐

BOTTOM: 1980 FNL 1980 FEL
Geology Review: ✔

COUNTY: DUCHESNE
LATITUDE: 40.17998
LONGITUDE: -110.64101
UTM SURF EASTINGS: 530563.00
NORTHINGS: 4447795.00
FIELD NAME: CEDAR RIM
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**

Commingling 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 - bhill
15 - Directional - dmason

RECEIVED: April 17, 2013

GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

****

Well Name: 7-35D-37 BTR
API Well Number: 43013521150000
Lease Number: 2OG0005608
Surface Owner: FEE (PRIVATE)
Approval Date: 4/17/2013

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:

For John Rogers
Associate Director, Oil & Gas

Form 3160-3
(August 2007)

RECEIVED
MAY 1 5 2013
BLM

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

5. Lease Serial No.
2OG0005608

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

1a. Type of Work: ☒ DRILL ☐ REENTER

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

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

8. Lease Name and Well No.
7-35D-37 BTR

2. Name of Operator
BILL BARRETT CORPORATION
Contact: VENESSA LANGMACHER
E-Mail: vlangmacher@billbarrettcorp.com

9. API Well No.
43 013 52115

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

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

10. Field and Pool, or Exploratory
CEDAR RIM

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

At surface NWNE 1297FNL 2060FEL 40.180017 N Lat, 110.641006 W Lon

At proposed prod. zone SWNE 1980FNL 1980FEL 40.178142 N Lat, 110.639997 W Lon

11. Sec., T., R., M., or Blk. and Survey or Area
Sec 35 T3S R7W Mer UBM
SME: STATE

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

12. County or Parish
DUCHESNE

13. State
UT

15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drlg. unit line, if any)
1980'

16. No. of Acres in Lease
52428.45

17. Spacing Unit dedicated to this well
640.00

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

19. Proposed Depth
9670 MD
9581 TVD

20. BLM/BIA Bond No. on file
LPM8874725

21. Elevations (Show whether DF, KB, RT, GL, etc.
6818 GL

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

23. Estimated duration
60 DAYS (D&C)

24. Attachments

RECEIVED
OCT 2 1 2013
DIV. OF OIL, GAS & MINING

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

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

25. Signature
(Electronic Submission)

Name (Printed/Typed)
VENESSA LANGMACHER Ph: 303-312-8172

Date
05/15/2013

Title
SENIOR PERMIT ANALYST

Approved by (Signature)

Name (Printed/Typed) Jerry Kenczka

Date SEP 1 8 2013

Title Assistant Field Manager
Lands & Mineral Resources

Office VERNAL FIELD OFFICE

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

CONDITIONS OF APPROVAL ATTACHED

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

Additional Operator Remarks (see next page)

Electronic Submission #207599 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 (13JM0976AE)

NOTICE OF APPROVAL

UDOGM

**** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ** 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**	**Location:**	**NWNE, Sec. 35, T3S, R7W**
Well No:	**7-35D-37 BTR**	**Lease No:**	**14-20-H62-5608**
API No:	**43-013-52115**	**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 Operations (SUPO) of the APD will be followed and implemented. See bullets (1-4) on the first page of the SUPO.

- 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 CBL shall be run from TD to TOC in the Production Casing.
- Cement for the production casing shall be brought 200 feet above the surface casing shoe.
- Cement for the surface casing shall be circulated to the surface.
- A diverter bowl shall be used while drilling the surface hole.
- Sample of cement shall be caught and tested for compressive strength for all stages of cement jobs for both the surface and production casing strings. The tests results shall be reported with the completion report.

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.

FORM 9

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

5.LEASE DESIGNATION AND SERIAL NUMBER: 2OG0005608

SUNDRY NOTICES AND REPORTS ON WELLS

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

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER: 7-35D-37 BTR

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER: 43013521150000

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

PHONE NUMBER: 303 312-8134 Ext

9. FIELD and POOL or WILDCAT: CEDAR RIM

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
1297 FNL 2060 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWNE Section: 35 Township: 03.0S Range: 07.0W Meridian: U

COUNTY: DUCHESNE

STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 4/17/2015	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	✓ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

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

BBC hereby requests a one year extension for APD

Approved by the
February 12, 2015
Oil, Gas and Mining

Date:

By:

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

SIGNATURE	DATE
N/A	2/11/2015

RECEIVED: Feb. 11, 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 43013521150000

API: 43013521150000
Well Name: 7-35D-37 BTR
Location: 1297 FNL 2060 FEL QTR NWNE SEC 35 TWNP 030S RNG 070W MER U
Company Permit Issued to: BILL BARRETT CORP
Date Original Permit Issued: 4/17/2013

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

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

Signature: Christina Hirtler **Date:** 2/11/2015
Title: Administrative Assistant **Representing:** BILL BARRETT CORP

RECEIVED: Feb. 11, 2015

Form 3160-5
(August 2007)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED
AUG 0 3 2015
BLM Vernal UT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

5. Lease Serial No.
1420H625608

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

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

1. Type of Well
☒ Oil Well ☐ Gas Well ☐ Other

8. Well Name and No.
7-35D-37 BTR

2. Name of Operator
BILL BARRETT CORPORATION
Contact: BRADY RILEY
E-Mail: briley@billbarrettcorp.com

9. API Well No.
43-013-52115-00-X1

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

3b. Phone No. (include area code)
Ph: 303-312-8115

10. Field and Pool, or Exploratory
CEDAR RIM

4. Location of Well *(Footage, Sec., T., R., M., or Survey Description)*
Sec 35 T3S R7W NWNE 1297FNL 2060FEL
40.180017 N Lat, 110.641006 W Lon

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			
☒ Notice of Intent	☐ Acidize	☐ Deepen	☐ Production (Start/Resume)	☐ Water Shut-Off
☐ Subsequent Report	☐ Alter Casing	☐ Fracture Treat	☐ Reclamation	☐ Well Integrity
☐ Final Abandonment Notice	☐ Casing Repair	☐ New Construction	☐ Recomplete	☒ Other Change to Original APD
	☐ Change Plans	☐ Plug and Abandon	☐ Temporarily Abandon	
	☐ Convert to Injection	☐ Plug Back	☐ 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 request a two year extension for this APD, expiring 9/18/2017.

Lease number:
2OG0005608

APD- 9/18/13

RECEIVED
SEP 08 2015
DIV. OF OIL, GAS & MINING

VERNAL FIELD OFFICE
ENG. RHH 8/31/15
GEOL.
E.S.
PET.
RECL.

CONDITIONS OF APPROVAL ATTACHED

14. I hereby certify that the foregoing is true and correct.
Electronic Submission #311301 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by ROBIN R. HANSEN on 08/06/2015 (15RRH0131SE)

Name *(Printed/Typed)* BRADY RILEY — Title PERMIT ANALYST

Signature (Electronic Submission) — Date 08/03/2015

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By — Title Assistant Field Manager Lands & Mineral Resources — Date AUG 3 1 2015

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.

**** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ****

UDOGM

Revisions to Operator-Submitted EC Data for Sundry Notice #311301

	Operator Submitted	BLM Revised (AFMSS)
Sundry Type:	OTHER NOI	APDCH NOI
Lease:	1420H626420	1420H625608
Agreement:		
Operator:	BILL BARRETT CORPORATION 1099 18TH STREET SUITE 2300 DENVER, CO 80202 Ph: 303-293-9100	BILL BARRETT CORPORATION 1099 18TH STREET SUITE 2300 DENVER, CO 80202 Ph: 303.312.8546
Admin Contact:	BRADY RILEY PERMIT ANALYST E-Mail: briley@billbarrettcorp.com Ph: 303-312-8115	BRADY RILEY PERMIT ANALYST E-Mail: briley@billbarrettcorp.com Ph: 303-312-8115
Tech Contact:	BRADY RILEY PERMIT ANALYST E-Mail: briley@billbarrettcorp.com Ph: 303-312-8115	BRADY RILEY PERMIT ANALYST E-Mail: briley@billbarrettcorp.com Ph: 303-312-8115
Location:		
State:	UT	UT
County:	DUCHESNE	DUCHESNE
Field/Pool:	CEDAR RIM	CEDAR RIM
Well/Facility:	7-35D-37 BTR Sec 35 T3S R7W Mer UBM NWNE 1297FNL 2060FEL	7-35D-37 BTR Sec 35 T3S R7W NWNE 1297FNL 2060FEL 40.180017 N Lat, 110.641006 W Lon

CONDITIONS OF APPROVAL

Bill Barrett Corporation

Notice of Intent
APD Extension

Lease: 1420H625608
Well: 7-35D-37 BTR
Location: NWNE Sec 35-T3S-R7W

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

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1. The extension and APD shall expire on 09/18/2017.

2. No other extension shall be granted.

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

FORM 9

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

5.LEASE DESIGNATION AND SERIAL NUMBER: 2OG0005608

SUNDRY NOTICES AND REPORTS ON WELLS

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

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER: 7-35D-37 BTR

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER: 43013521150000

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

PHONE NUMBER: 303 312-8134 Ext

9. FIELD and POOL or WILDCAT: CEDAR RIM

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
1297 FNL 2060 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWNE Section: 35 Township: 03.0S Range: 07.0W Meridian: U

COUNTY: DUCHESNE

STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 4/17/2017	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	✓ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

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

BBC is hereby requesting a one year extension for this APD until 4/17/2017

Approved by the
February 03, 2016
Oil, Gas and Mining

Date:

By:

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Brady Riley	303 312-8115	Permit Analyst
SIGNATURE		**DATE**
N/A		2/1/2016

RECEIVED: Feb. 01, 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 43013521150000

API: 43013521150000
Well Name: 7-35D-37 BTR
Location: 1297 FNL 2060 FEL QTR NWNE SEC 35 TWNP 030S RNG 070W MER U
Company Permit Issued to: BILL BARRETT CORP
Date Original Permit Issued: 4/17/2013

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:** 2/1/2016
Title: Permit Analyst **Representing:** BILL BARRETT CORP

RECEIVED: Feb. 01, 2016

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:

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

REVIEW:

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

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000712
2. Indian well(s) covered by Bond Number: LPM 922467
3.State/fee well(s) covered by Bond Number(s): 9219529

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 11/7/2016
2. Entity Number(s) updated in **OGIS** on: 11/7/2016
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/7/2016
6. 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
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LC Tribal 7-24D-46	24	040S	060W	4301353134		Indian	Indian	OW	APD
LC Tribal 14-31D-46	31	040S	060W	4301353135		Indian	Indian	OW	APD
LC Tribal 14-30D-46	30	040S	060W	4301353136		Indian	Indian	OW	APD
13-4-35 BTR SWD	4	030S	050W	4301353293		Fee	Fee	OW	APD
LC FEE 14-26D-47	26	040S	070W	4301353294		Fee	Indian	OW	APD
LC Fee 5-25D-47	25	040S	070W	4301353295		Fee	Indian	OW	APD
7-35-46 LC SWD	35	040S	060W	4301353296		Fee	Fee	OW	APD
LC Fee 1H-33-47	32	040S	070W	4301353309		Fee	Indian	OW	APD
LC FEE 14-2D-58	2	050S	080W	4301353312		Fee	Indian	OW	APD
LC FEE 13H-21-47	21	040S	070W	4301353313		Fee	Indian	OW	APD
LC Fee 16-21D-47	21	040S	070W	4301353326		Fee	Indian	OW	APD
16-7D-46 BTR	7	040S	060W	4301353328		Fee	Indian	OW	APD
LC Fee 15-26D-47	26	040S	070W	4301353331		Fee	Indian	OW	APD
LC Fee 4-24D-47	23	040S	070W	4301353332		Fee	Indian	OW	APD
LC Fee 5-34D-47	34	040S	070W	4301353333		Fee	Indian	OW	APD
LC Fee 5-35D-47	35	040S	070W	4301353334		Fee	Indian	OW	APD
13-34D-47 LC Fee	34	040S	070W	4301353337		Fee	Indian	OW	APD
14-35D-35 BTR	35	030S	050W	4301352120		Fee	Fee	OW	DRL
6-17D-46 BTR	17	040S	060W	4301351078		Indian	Indian	OW	OPS
5-34D-35 BTR	34	030S	050W	4301351187		Indian	Fee	OW	OPS
5-10D-45 BTR	10	040S	050W	4301351221		Indian	Indian	OW	OPS
5-3D-45 BTR	3	040S	050W	4301351810		Indian	Indian	OW	OPS
9-34D-35 BTR	34	030S	050W	4301352117		Fee	Fee	OW	OPS
5-35D-35 BTR	35	030S	050W	4301352118		Fee	Fee	OW	OPS
1-2D-46 BTR	2	040S	060W	4301353086		Indian	Fee	OW	OPS
7-21-46 DLB	21	040S	060W	4301333567	16526	Indian	Indian	OW	P
LC TRIBAL 1H-27-46	27	040S	060W	4301333568	18175	Indian	Fee	GW	P
7-29-46 DLB	29	040S	060W	4301333584	17603	Indian	Fee	GW	P
LC TRIBAL 12H-28-46	28	040S	060W	4301333631	18132	Indian	Indian	GW	P
LC TRIBAL 13H-21-46	21	040S	060W	4301333632	18107	Indian	Indian	GW	P
12-36-36 BTR	36	030S	060W	4301333638	16336	Indian	Fee	GW	P
5-5-46 BTR	5	040S	060W	4301333639	16542	Indian	Fee	OW	P
5-23-36 BTR	23	030S	060W	4301333642	16675	Indian	Fee	GW	P
14-29-36 BTR	29	030S	060W	4301333643	16725	Indian	Fee	OW	P
14-30-36 BTR	30	030S	060W	4301333644	16701	Indian	Fee	GW	P
7-20-46 DLB	20	040S	060W	4301333657	16584	Indian	Indian	OW	P
LC TRIBAL 5-21D-46	21	040S	060W	4301333658	18887	Indian	Indian	OW	P
5-20-46 DLB	20	040S	060W	4301333659	18750	Indian	Indian	GW	P
LC TRIBAL 13H-20-46	20	040S	060W	4301333678	17979	Indian	Indian	GW	P
14-7-46 BTR	7	040S	060W	4301333806	16890	Indian	Indian	GW	P
7-8-45 BTR	8	040S	050W	4301333820	16974	Indian	Indian	OW	P

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

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

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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

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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

Bill Barrett Corporation

October 20, 2016

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

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 formchanging 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

Brady Riley

Brady Riley
Permit Analyst

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. LEASE DESIGNATION AND SERIAL NUMBER: (see attached well list)

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A

7. UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL: OIL WELL ☑ GAS WELL ☐ OTHER

8. WELL NAME and NUMBER: (see attached well list)

2. NAME OF OPERATOR: RIG II, LLC N4055

9. API NUMBER:

3. ADDRESS OF OPERATOR: 1582 West 2600 South CITY Wood Cross STATE UT ZIP 84087 PHONE NUMBER: (801) 683-4245

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL

FOOTAGES AT SURFACE: (see attached well list)

COUNTY:

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE: UTAH

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

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

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

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 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 N2165

Duane Zavadil NAME (PLEASE PRINT)

SIGNATURE

Senior Vice President - EH&S, Government and Regulatory Affairs

RIG II, LLC

Jesse McSwain NAME (PLEASE PRINT)

SIGNATURE

Manager

NAME (PLEASE PRINT) Jesse McSwain TITLE Manager

SIGNATURE DATE 10/20/16

(This space for State use only)

APPROVED

NOV 07 2016

DIV. OIL GAS & MINING

BY: Rachel Medina

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

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

Request to Transfer Application or Permit to Drill

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

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

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

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	✓	
If so, has the surface agreement been updated?		✓
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?		✓
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?		✓
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?		✓
Has the approved source of water for drilling changed?		✓
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?		✓
Is bonding still in place, which covers this proposed well? Bond No. 9219529-UDOGM / UTB000712-BLM / LPM92246/0-BIA	✓	

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 Jesse McSwain 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.

(3/2004)

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 QQ, Section, Township, Range: SENW 32 3S 6W County : DUCHENSE 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:
Title: Senior Vice President - 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 Program
Approval Date: 11/3/16

Comments:

(5/2000)

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

UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

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

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

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

Name: Duane Zavadil
Signature: Dwn Zavadil
Title: Senior Vice President - 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: Jesse McSwain
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: Dan Jarvis
Title: UIC

Approval Date: 11/3/16

Comments:

(5/2000)

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

UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

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

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

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

Name: Duane Zavadil
Signature: [signature]
Title: Senior Vice President - 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: [signature]
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments: This well was approved by US EPA. EPA approval will be required.

(5/2000)