

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 FD 3-23-6-19 |
| 2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/> | | 3. FIELD OR WILDCAT WILDCAT |
| 4. TYPE OF WELL Oil Well Coalbed Methane Well: NO | | 5. UNIT or COMMUNITIZATION AGREEMENT NAME |
| 6. NAME OF OPERATOR BILL BARRETT CORP | | 7. OPERATOR PHONE 303 312-8164 |
| 8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202 | | 9. OPERATOR E-MAIL BHilgers@billbarrettcorp.com |
| 10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) fee | 11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/> | 12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/> |
| 13. NAME OF SURFACE OWNER (if box 12 = 'fee') DALE MEAGHER | | 14. SURFACE OWNER PHONE (if box 12 = 'fee') |
| 15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') PO BOX 122, VERNAL , UT 84078 | | 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 <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/> | 19. SLANT VERTICAL <input checked="" type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input type="checkbox"/> |

| 20. LOCATION OF WELL | FOOTAGES | QTR-QTR | SECTION | TOWNSHIP | RANGE | MERIDIAN |
|---------------------------------|------------------|---------|---------|----------|--------|----------|
| LOCATION AT SURFACE | 800 FNL 1980 FWL | NENW | 23 | 6.0 S | 19.0 E | S |
| Top of Uppermost Producing Zone | 800 FNL 1980 FWL | NENW | 23 | 6.0 S | 19.0 E | S |
| At Total Depth | 800 FNL 1980 FWL | NENW | 23 | 6.0 S | 19.0 E | S |

| | | |
|--|---|---|
| 21. COUNTY UINTAH | 22. DISTANCE TO NEAREST LEASE LINE (Feet) 520 | 23. NUMBER OF ACRES IN DRILLING UNIT 80 |
| 25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 2001 | 26. PROPOSED DEPTH MD: 10154 TVD: 10154 | |
| 27. ELEVATION - GROUND LEVEL 5130 | 28. BOND NUMBER LPM4138148 | 29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 49-2336 |

Hole, Casing, and Cement Information

| String | Hole Size | Casing Size | Length | Weight | Grade & Thread | Max Mud Wt. | Cement | Sacks | Yield | Weight |
|--------|-----------|-------------|-----------|--------|----------------|-------------|------------------------------------|-------|-------|--------|
| Cond | 26 | 16 | 0 - 80 | 65.0 | Unknown | 8.8 | No Used | 0 | 0.0 | 0.0 |
| Surf | 12.25 | 9.625 | 0 - 1500 | 36.0 | J-55 ST&C | 8.8 | Halliburton Light , Type Unknown | 190 | 3.16 | 11.0 |
| | | | | | | | Halliburton Premium , Type Unknown | 210 | 1.36 | 14.8 |
| Prod | 8.75 | 5.5 | 0 - 10154 | 17.0 | P-110 LT&C | 9.6 | Unknown | 1140 | 2.31 | 11.0 |
| | | | | | | | Unknown | 600 | 1.42 | 13.5 |

ATTACHMENTS

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

| | |
|---|--|
| <input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER | <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN |
| <input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE) | <input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER |
| <input type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED) | <input checked="" type="checkbox"/> TOPOGRAPHICAL MAP |

| | | |
|--|--|---|
| NAME Brady Riley | TITLE Permit Analyst | PHONE 303 312-8115 |
| SIGNATURE | DATE 10/10/2012 | EMAIL briley@billbarrettcorp.com |
| API NUMBER ASSIGNED 43047532850000 | APPROVAL  Permit Manager | |

DRILLING PLAN

BILL BARRETT CORPORATION

FD #3-23-6-19

NENW (TRACT 48), 800' FNL and 1980' FWL, Section 23, T6S – R19E, SLB&M
 UINTAH COUNTY, UT

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

| <u>Formation</u> | <u>Depth</u> |
|-------------------------|---------------------|
| Green River | 5654' |
| Mahogany | 6434' |
| Lower Green River* | 7774' |
| Douglas Creek | 7904' |
| Black Shale | 8199' |
| Castle Peak | 8629' |
| Wasatch* | 9354' |
| TD | 10154' |

*PROSPECTIVE PAY

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

3. BOP and Pressure Containment Data

| <u>Depth Intervals</u> | <u>BOP Equipment</u> |
|---|---|
| 0 – 1,500' | No pressure control required |
| 1,500' – TD | 11" 5000# Ram Type BOP 11" 5000# Annular BOP |
| - Drilling spool to accommodate choke and kill lines; | |
| - Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2; | |
| - The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests. | |
| - BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner. | |

4. Casing Program

| <u>Hole Size</u> | <u>SETTING DEPTH</u> | | <u>Casing Size</u> | <u>Casing Weight</u> | <u>Casing Grade</u> | <u>Thread</u> | <u>Condition</u> |
|-------------------------|-----------------------------|--------------------|---------------------------|-----------------------------|----------------------------|----------------------|-------------------------|
| | <u>(FROM)</u> | <u>(TO)</u> | | | | | |
| 26" | Surface | 80' | 16" | 65# | | | |
| 12 1/4" | Surface | 1500' | 9 5/8" | 36# | J or K 55 | ST&C | New |
| 8 3/4" | Surface | TD | 5 1/2" | 17# | P-110 | LT&C | New |

Bill Barrett Corporation
 Drilling Program
 FD #3-23-6-19
 Uintah County, Utah

5. Cementing Program

| | |
|--------------------------|---|
| 16" Conductor Casing | Grout |
| 9 5/8" Surface Casing | Lead: 190 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 1,000' |
| 5 1/2" Production Casing | Lead: 1140 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 1,000' Tail: 600 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 @ 7699' |
| | |

6. Mud Program

| <u>Interval</u> | <u>Weight</u> | <u>Viscosity</u> | <u>Fluid Loss (API filtrate)</u> | <u>Remarks</u> |
|---|---------------|------------------|--------------------------------------|----------------------------------|
| 0' – 80' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 80' – 1,500' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 1,500' – 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. |
| NOTE: If BBC pursues the "Alternate" program, a suite of the above logs will be run on both the intermediate and production hole sections. | |

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 5069 psi* and maximum anticipated surface pressure equals approximately 2835 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

Bill Barrett Corporation
Drilling Program
FD #3-23-6-19
Uintah County, Utah

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

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

9. Auxiliary Equipment

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

11. Drilling Schedule

| | |
|------------------------|-------------------------|
| Location Construction: | January 2013 |
| Spud: | January 2013 |
| Duration: | 15 days drilling time |
| | 45 days completion time |



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: [FD 3-23-6-19](#)

Surface Hole Data:

| | |
|----------------|---------|
| Total Depth: | 1,500' |
| Top of Cement: | 0' |
| OD of Hole: | 12.250" |
| OD of Casing: | 9.625" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 548.1 | ft ³ |
| Lead Fill: | 1,000' | |
| Tail Volume: | 274.0 | ft ³ |
| Tail Fill: | 500' | |

Cement Data:

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

Calculated # of Sacks:

| | |
|--------------|-----|
| # SK's Lead: | 190 |
|--------------|-----|

| | | |
|--------------|--------|---------------------|
| Tail Yield: | 1.36 | ft ³ /sk |
| % Excess: | 75% | |
| Top of Tail: | 1,000' | |

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

Production Hole Data:

| | |
|----------------|---------|
| Total Depth: | 10,154' |
| Top of Cement: | 1,000' |
| Top of Tail: | 7,699' |
| OD of Hole: | 8.750" |
| OD of Casing: | 5.500" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 2538.2 | ft ³ |
| Lead Fill: | 6,699' | |
| Tail Volume: | 930.3 | ft ³ |
| Tail Fill: | 2,455' | |

Cement Data:

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

Calculated # of Sacks:

| | |
|--------------|------|
| # SK's Lead: | 1100 |
| # SK's Tail: | 670 |

| |
|--|
| FD 3-23-6-19 Proposed Cementing Program |
|--|

| <u>Job Recommendation</u> | <u>Surface Casing</u> |
|-----------------------------------|--|
| Lead Cement - (1000' - 0') | |
| Halliburton Light Premium | Fluid Weight: 11.0 lbm/gal |
| 5.0 lbm/sk Silicalite Compacted | Slurry Yield: 3.16 ft ³ /sk |
| 0.25 lbm/sk Kwik Seal | Total Mixing Fluid: 19.48 Gal/sk |
| 0.125 lbm/sk Poly-E-Flake | Top of Fluid: 0' |
| 2.0% Bentonite | Calculated Fill: 1,000' |
| | Volume: 97.61 bbl |
| | Proposed Sacks: 190 sks |
| Tail Cement - (TD - 1000') | |
| Premium Cement | Fluid Weight: 14.8 lbm/gal |
| 2.0% Calcium Chloride | Slurry Yield: 1.36 ft ³ /sk |
| | Total Mixing Fluid: 6.37 Gal/sk |
| | Top of Fluid: 1,000' |
| | Calculated Fill: 500' |
| | Volume: 48.80 bbl |
| | Proposed Sacks: 210 sks |

| <u>Job Recommendation</u> | <u>Production Casing</u> |
|---------------------------------------|--|
| Lead Cement - (7699' - 1000') | |
| Tuned Light™ System | Fluid Weight: 11.0 lbm/gal |
| | Slurry Yield: 2.31 ft ³ /sk |
| | Total Mixing Fluid: 10.65 Gal/sk |
| | Top of Fluid: 1,000' |
| | Calculated Fill: 6,699' |
| | Volume: 452.04 bbl |
| | Proposed Sacks: 1100 sks |
| Tail Cement - (10154' - 7699') | |
| Econocem™ System | Fluid Weight: 13.5 lbm/gal |
| 0.125 lbm/sk Poly-E-Flake | Slurry Yield: 1.42 ft ³ /sk |
| 1.0 lbm/sk Granulite TR 1/4 | Total Mixing Fluid: 6.61 Gal/sk |
| | Top of Fluid: 7,699' |
| | Calculated Fill: 2,455' |
| | Volume: 165.67 bbl |
| | Proposed Sacks: 670 sks |

PRESSURE CONTROL EQUIPMENT – Schematic Attached

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

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

B. Pressure Rating: 5,000 psi

C. Testing Procedure:

Annular Preventer

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

At a minimum the above pressure test will be performed:

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

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

Blow-Out Preventer

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

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

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

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

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

D. Choke Manifold Equipment:

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

E. Accumulator:

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

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

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

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

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

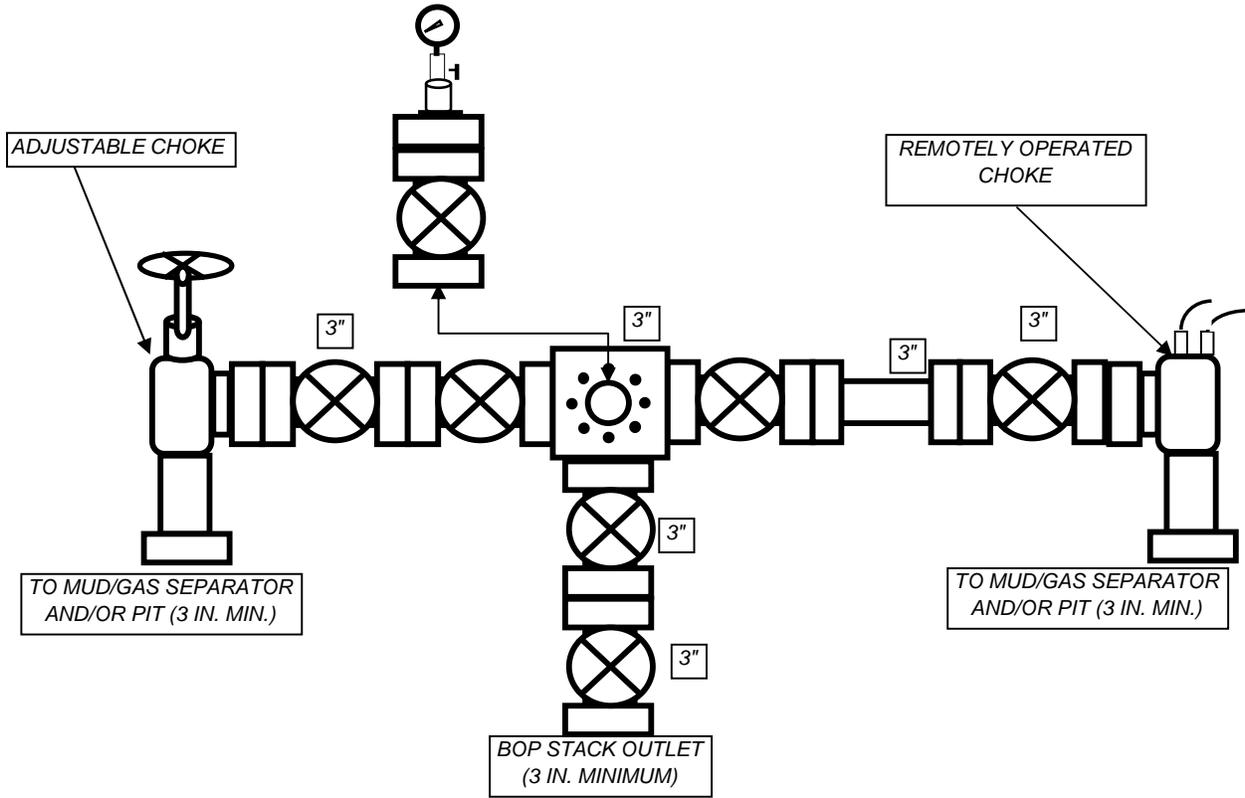
F. Miscellaneous Information:

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

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

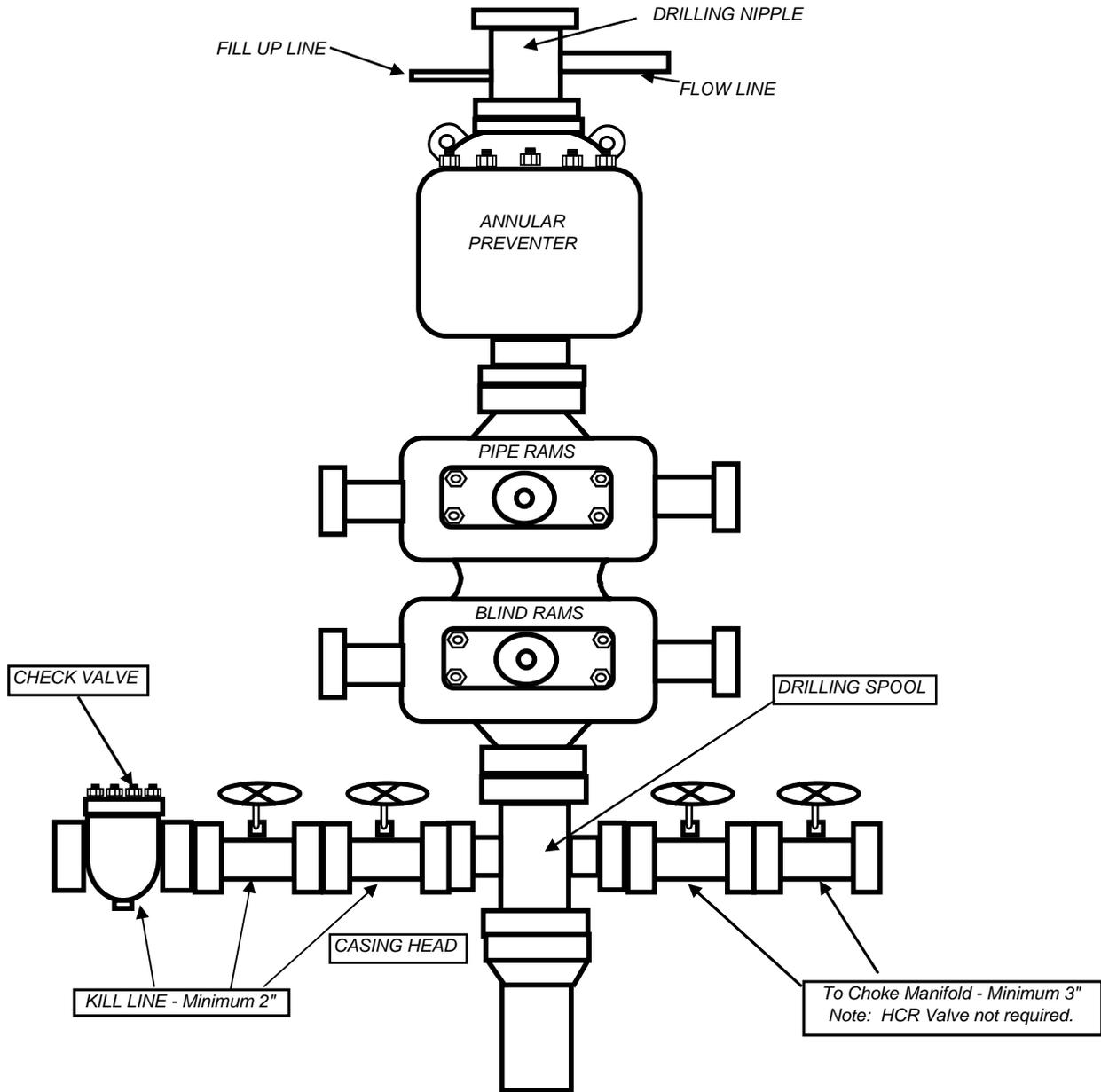
BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION

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



T6S, R19E, S.L.B.&M.

BILL BARRETT CORPORATION

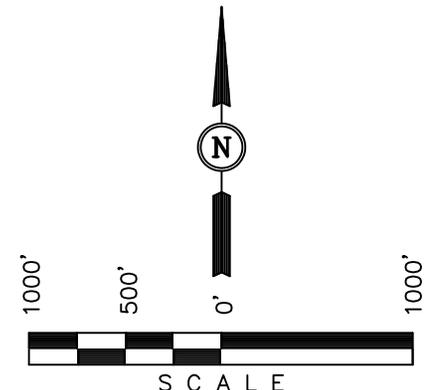
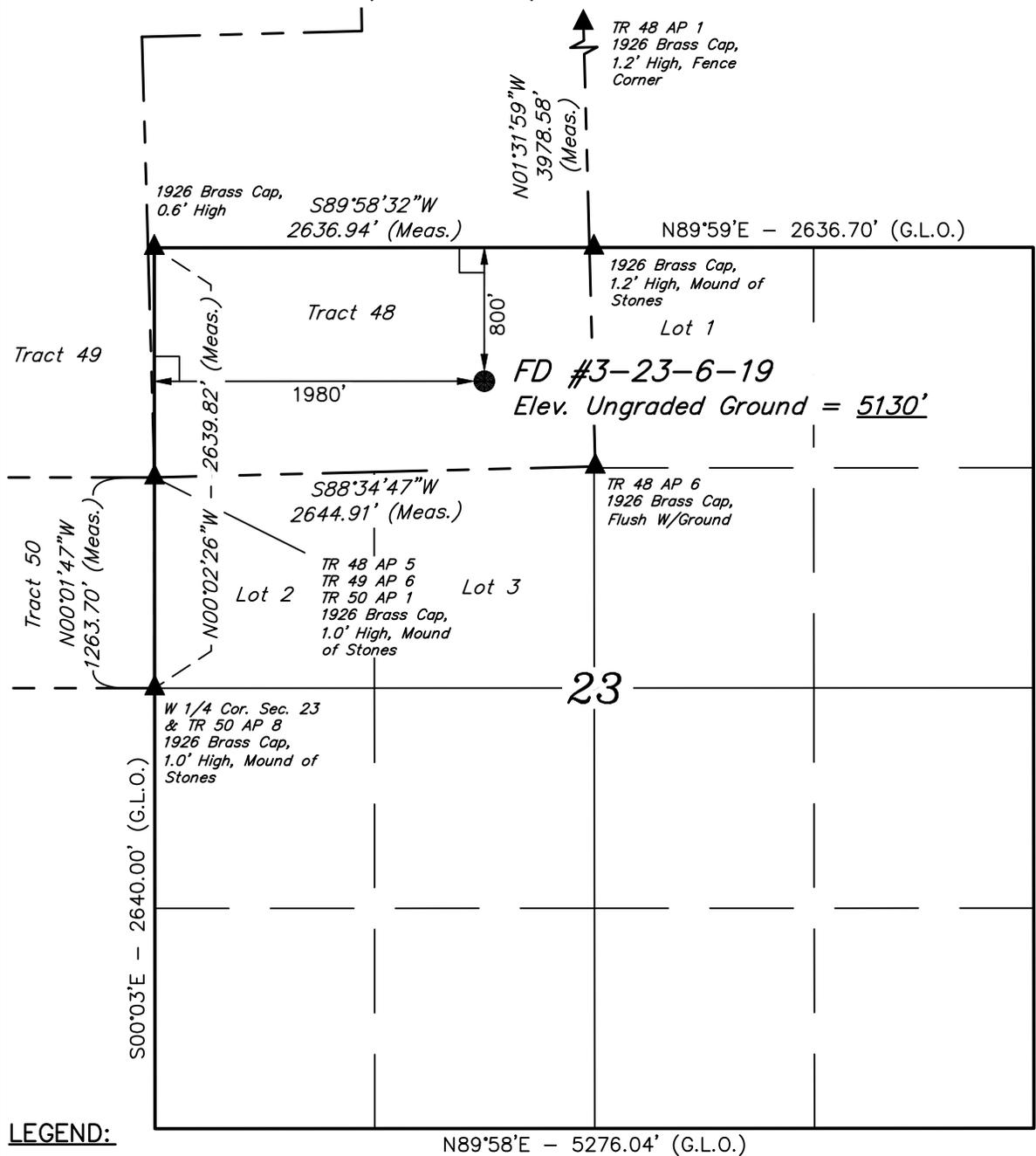
Well location, FD #3-23-6-19, located as shown in Tract 48 of Section 23, T6S, R19E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

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



CERTIFICATE

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

KAY
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH
 92-05111

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

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

| | |
|---------------------------|------------------------------|
| NAD 83 (SURFACE LOCATION) | |
| LATITUDE | = 40°17'19.12" (40.288644) |
| LONGITUDE | = 109°45'09.63" (109.752675) |
| NAD 27 (SURFACE LOCATION) | |
| LATITUDE | = 40°17'19.26" (40.288683) |
| LONGITUDE | = 109°45'07.12" (109.751978) |

| | | |
|-------------------------|----------------------------------|-------------------------|
| SCALE 1" = 1000' | DATE SURVEYED: 11-10-11 | DATE DRAWN: 11-22-11 |
| PARTY C.R. S.R. C.C. | REFERENCES G.L.O. PLAT | |
| WEATHER COOL | FILE BILL BARRETT CORPORATION | |

RECEIVED: October 10, 2012

BILL BARRETT CORPORATION

FD #3-23-6-19

LOCATED IN UINTAH COUNTY, UTAH
SECTION 23, T6S, R19E, U.S.B.&M.



PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: NORTHWESTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHWESTERLY



Since 1964 -

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

| | | | | |
|------------------------|------------------|-----------|-------------------|--------------|
| LOCATION PHOTOS | 11 | 18 | 11 | PHOTO |
| | MONTH | DAY | YEAR | |
| TAKEN BY: C.R. | DRAWN BY: J.L.G. | | REVISED: 00-00-00 | |

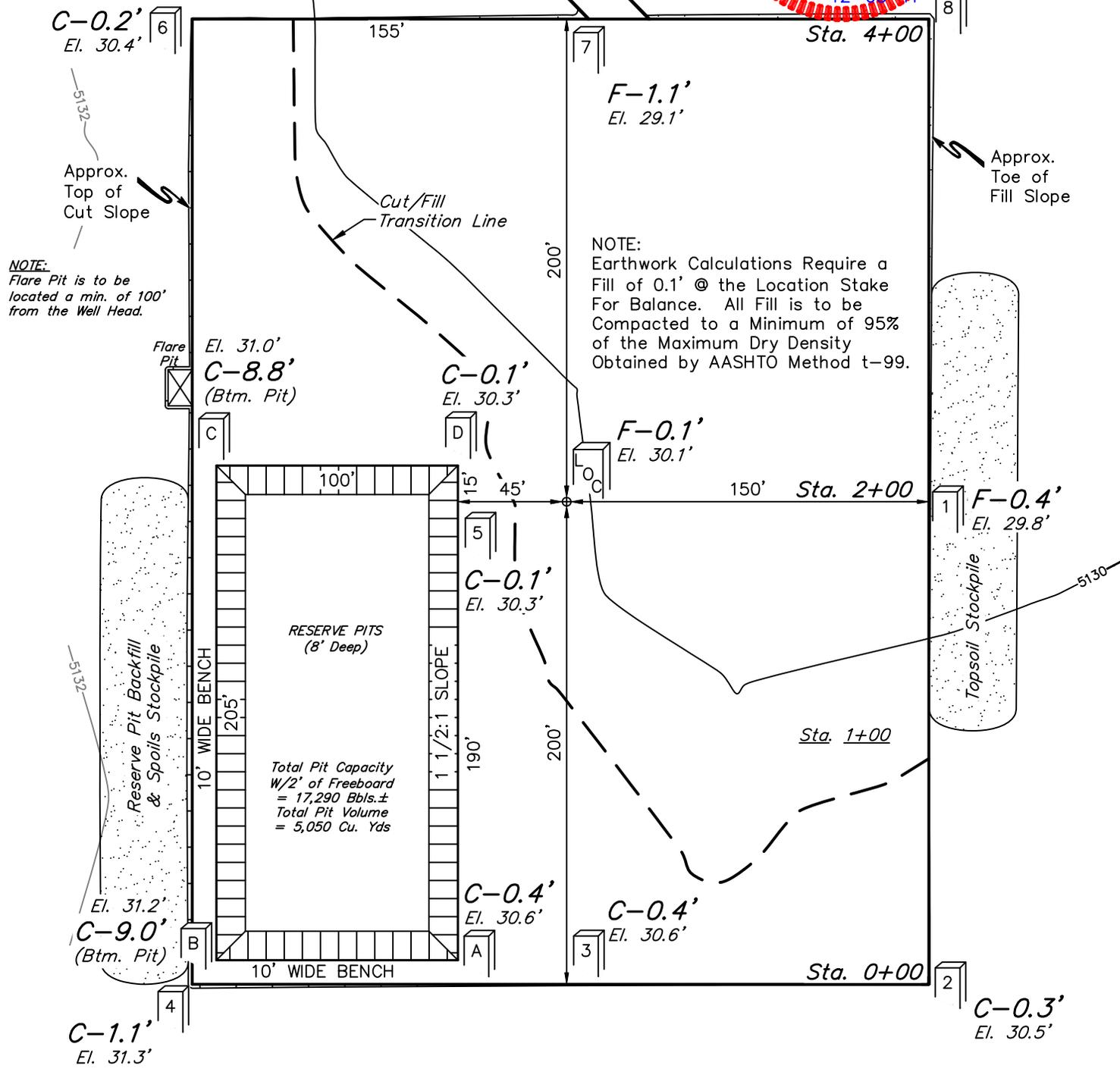
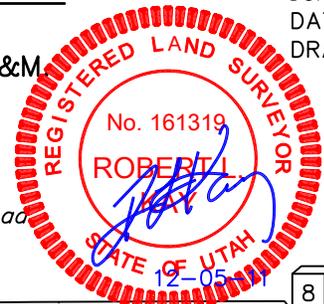
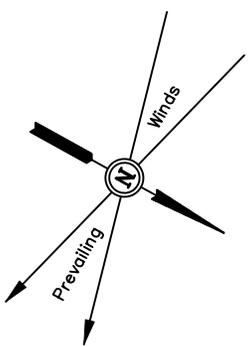
BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

FD #3-23-6-19
SECTION 23, T6S, R19E, S.L.B.&M
800' FNL 1980' FWL

FIGURE #1

SCALE: 1" = 60'
DATE: 11-22-11
DRAWN BY: C.C.



Elev. Ungraded Ground At Loc. Stake = 5130.1'
FINISHED GRADE ELEV. AT LOC. STAKE = 5130.2'

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

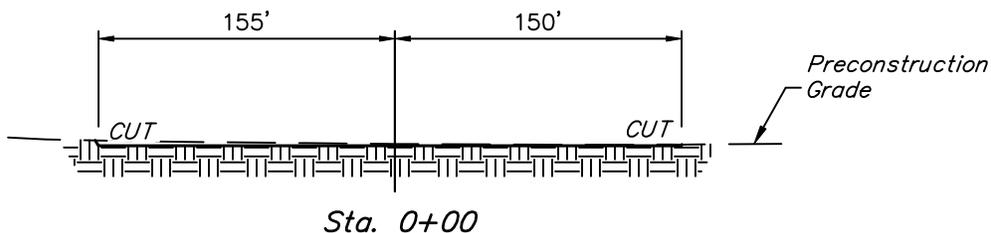
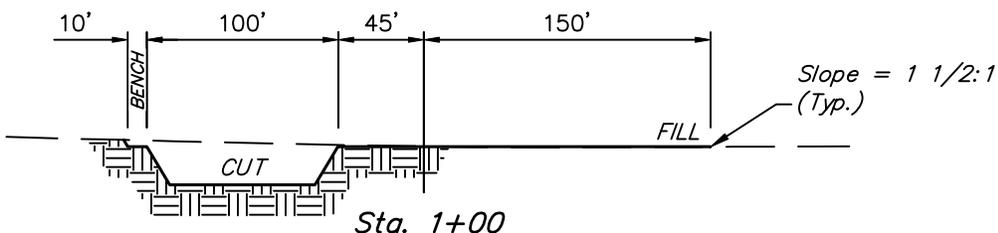
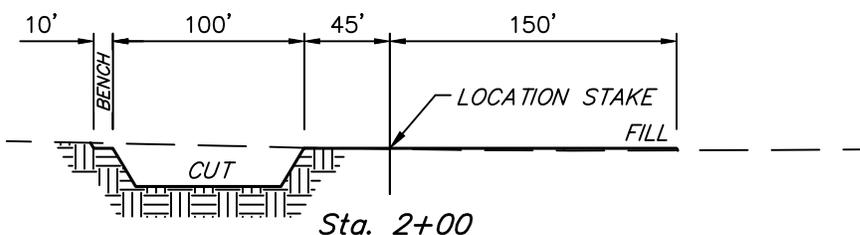
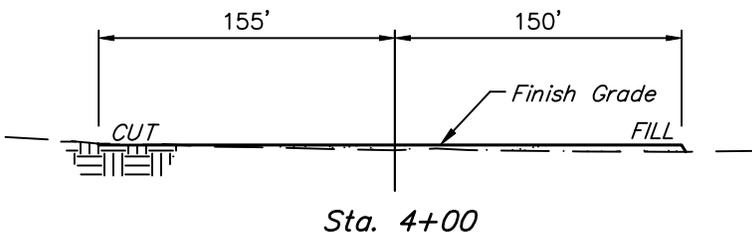
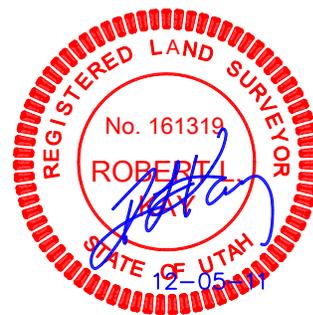
RECEIVED: October 10, 2012

BILL BARRETT CORPORATION
TYPICAL CROSS SECTIONS FOR

FIGURE #2

X-Section Scale
 1" = 40'
 1" = 100'
 DATE: 11-22-11
 DRAWN BY: C.C.

FD #3-23-6-19
 SECTION 23, T6S, R19E, S.L.B.&M.
 800' FNL 1980' FWL



APPROXIMATE ACREAGES
 WELL SITE DISTURBANCE = ± 3.977 ACRES
 ACCESS ROAD DISTURBANCE = ± 0.469 ACRES
 PIPELINE DISTURBANCE = ± 0.425 ACRES
 TOTAL = ± 4.871 ACRES

* NOTE:
 FILL QUANTITY INCLUDES
 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping = 2,290 Cu. Yds.
 Remaining Location = 5,370 Cu. Yds.
TOTAL CUT = 7,660 CU.YDS.
FILL = 2,840 CU.YDS.

EXCESS MATERIAL = 4,820 Cu. Yds.
 Topsoil & Pit Backfill = 4,820 Cu. Yds.
 (1/2 Pit Vol.)
 EXCESS UNBALANCE = 0 Cu. Yds.
 (After Interim Rehabilitation)

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

BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

FD #3-23-6-19

SECTION 23, T6S, R19E, S.L.B.&M.

800' FNL 1980' FWL

FIGURE #3

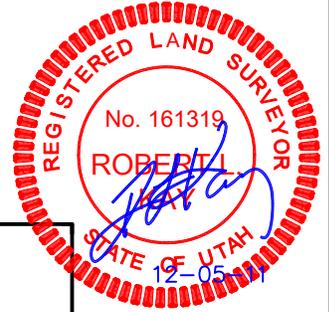
SCALE: 1" = 60'

DATE: 11-22-11

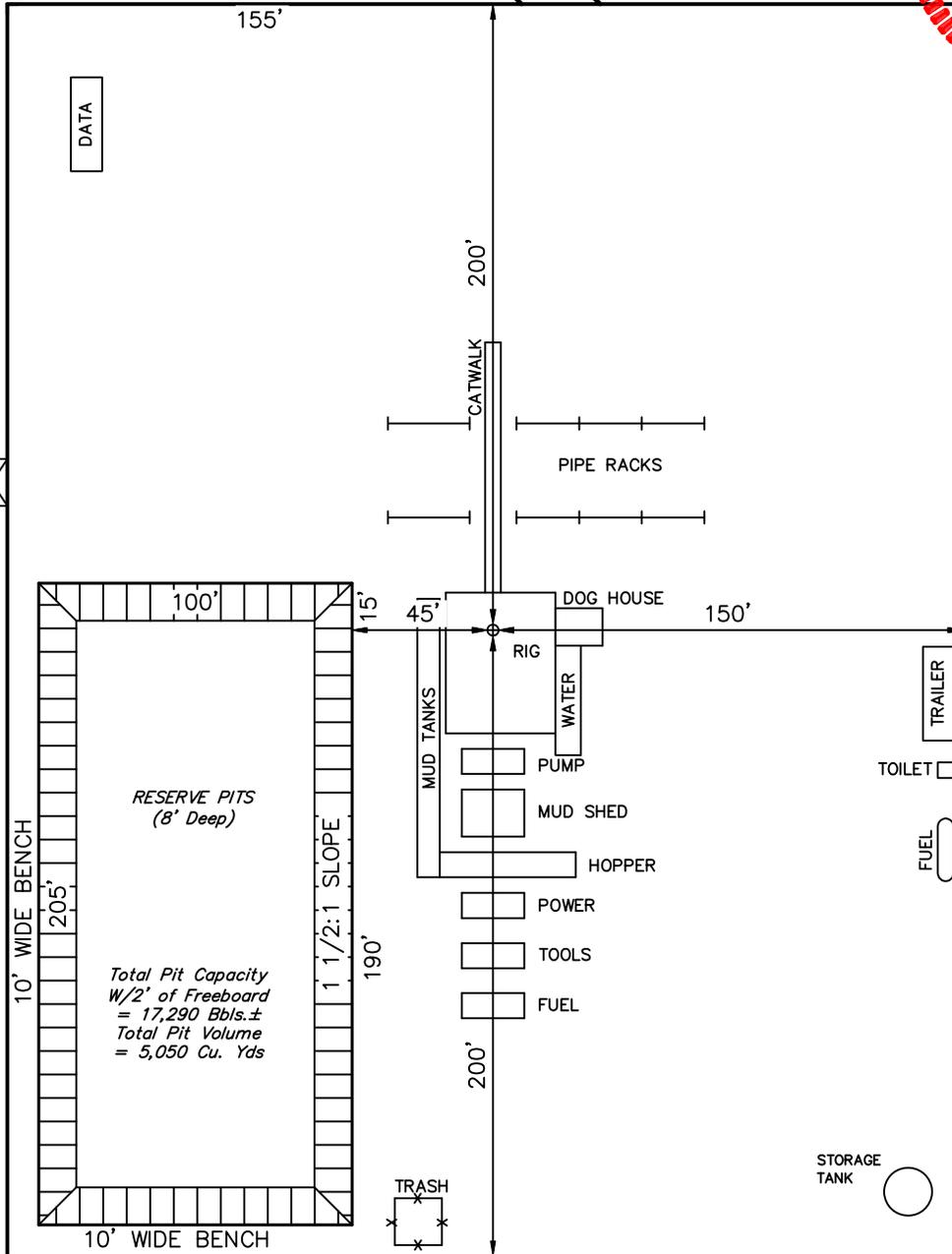
DRAWN BY: C.C.



Proposed
Access Road



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



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

(For FD #3-23-6-19)

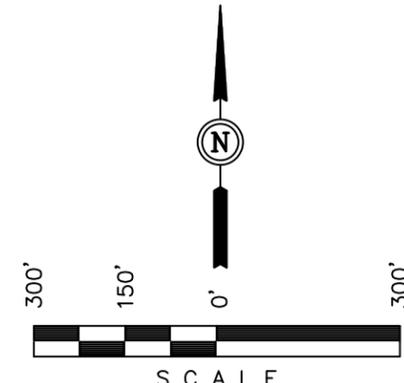
LOCATED IN
 SECTION 23, T6S, R19E, S.L.B.&M.
 UINTAH COUNTY, UTAH

Dale A. Meagher, Trustee
of the Dale A. Meagher Trust
A-M Inc. ETAL
Patricia P. Brimley ETAL
William J. Price ETAL
Steven J. Price ETAL
Sam Arentz

SURFACE USE AREA
FD #3-23-6-19
 Contains 3.977 Acres

END OF PROPOSED ROAD
RIGHT-OF-WAY
STA. 4+82.64
 (At Edge of Surface Use Area)

END OF ROAD STA. 4+82.64 BEARS
 N65°03'40"W 948.54' FROM ANGLE
 POINT 6 OF TRACT 48 WITHIN
 SECTION 23, T6S, R19E, S.L.B.&M.



▲ = SECTION CORNERS LOCATED.

BASIS OF BEARINGS

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

RIGHT-OF-WAY LENGTHS

| PROPERTY OWNER | FEET | ACRES | RODS |
|--|--------|-------|-------|
| Dale A. Meagher, Trustee of the Dale A. Meagher Trust A-M Inc. ETAL Patricia P. Brimley ETAL William J. Price ETAL Steven J. Price ETAL Sam Arentz | 482.64 | 0.332 | 29.25 |

CERTIFICATE

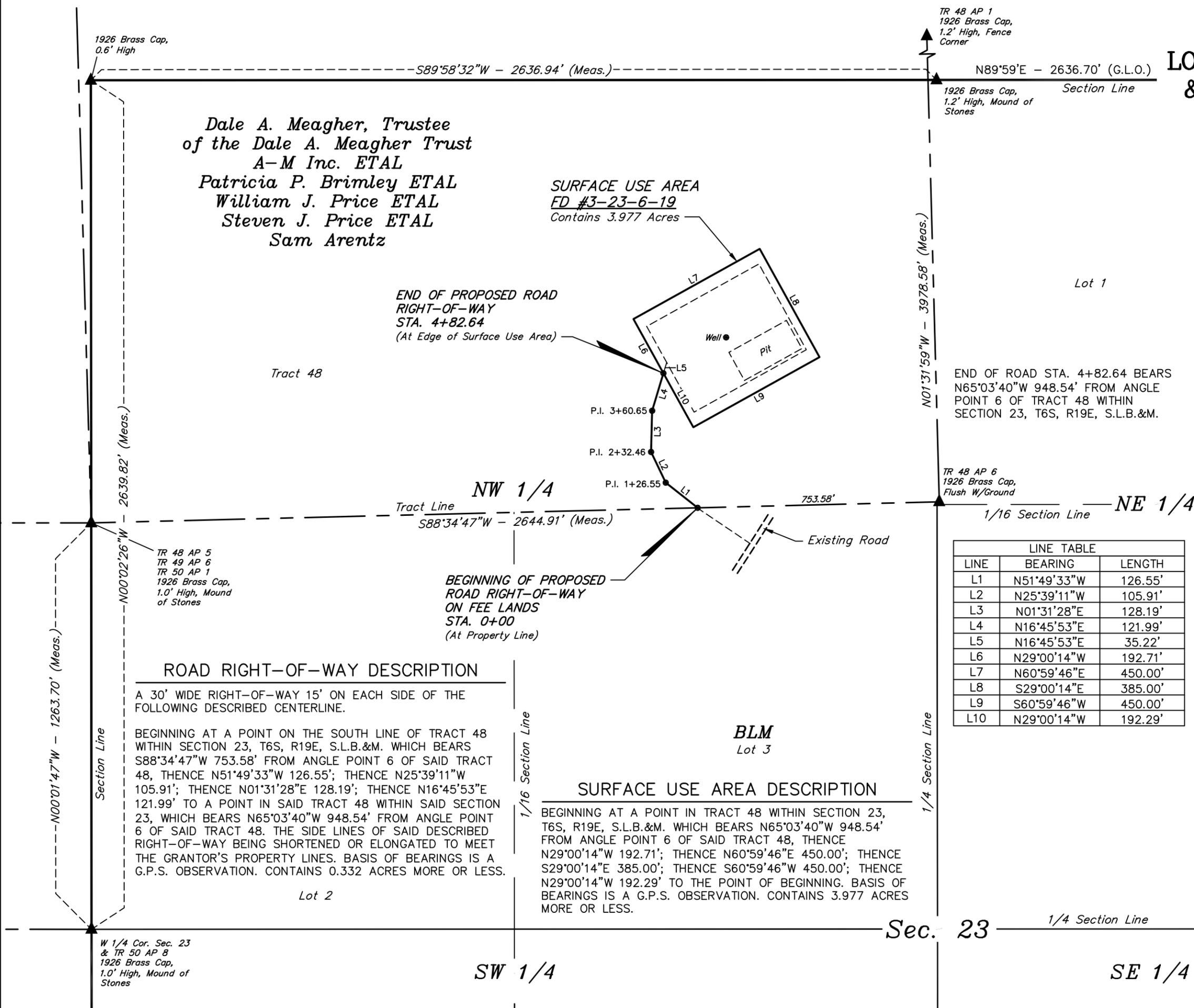
THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM
 FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY
 SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO
 THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

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

| | |
|-------------------------|---------------------------|
| SCALE 1" = 300' | DATE 12-01-11 |
| PARTY C.R. S.R. C.C. | REFERENCES G.L.O. PLAT |
| WEATHER COOL | FILE 5 1 3 3 4 |

RECEIVED: October 10, 2012



ROAD RIGHT-OF-WAY DESCRIPTION

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

BEGINNING AT A POINT ON THE SOUTH LINE OF TRACT 48 WITHIN SECTION 23, T6S, R19E, S.L.B.&M. WHICH BEARS S88°34'47"W 753.58' FROM ANGLE POINT 6 OF SAID TRACT 48, THENCE N51°49'33"W 126.55'; THENCE N25°39'11"W 105.91'; THENCE N01°31'28"E 128.19'; THENCE N16°45'53"E 121.99' TO A POINT IN SAID TRACT 48 WITHIN SAID SECTION 23, WHICH BEARS N65°03'40"W 948.54' FROM ANGLE POINT 6 OF SAID TRACT 48. 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 0.332 ACRES MORE OR LESS.

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN TRACT 48 WITHIN SECTION 23, T6S, R19E, S.L.B.&M. WHICH BEARS N65°03'40"W 948.54' FROM ANGLE POINT 6 OF SAID TRACT 48, THENCE N29°00'14"W 192.71'; THENCE N60°59'46"E 450.00'; THENCE S29°00'14"E 385.00'; THENCE S60°59'46"W 450.00'; THENCE N29°00'14"W 192.29' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.977 ACRES MORE OR LESS.

LINE TABLE

| LINE | BEARING | LENGTH |
|------|-------------|---------|
| L1 | N51°49'33"W | 126.55' |
| L2 | N25°39'11"W | 105.91' |
| L3 | N01°31'28"E | 128.19' |
| L4 | N16°45'53"E | 121.99' |
| L5 | N16°45'53"E | 35.22' |
| L6 | N29°00'14"W | 192.71' |
| L7 | N60°59'46"E | 450.00' |
| L8 | S29°00'14"E | 385.00' |
| L9 | S60°59'46"W | 450.00' |
| L10 | N29°00'14"W | 192.29' |

Lot 2

BLM
Lot 3

Lot 1

Sec. 23

SW 1/4

SE 1/4

1926 Brass Cap,
0.6' High

TR 48 AP 1
1926 Brass Cap,
1.2' High, Fence
Corner

1926 Brass Cap,
1.2' High, Mound of
Stones

TR 48 AP 5
TR 49 AP 6
TR 50 AP 1
1926 Brass Cap,
1.0' High, Mound
of Stones

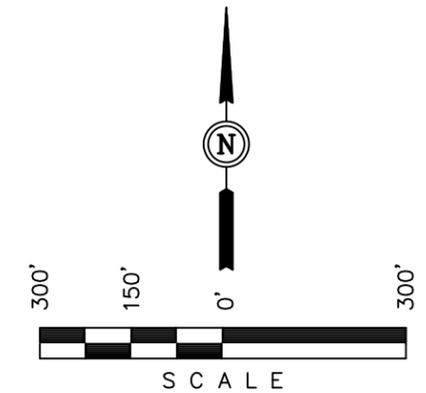
TR 48 AP 6
1926 Brass Cap,
Flush W/Ground

W 1/4 Cor. Sec. 23
& TR 50 AP 8
1926 Brass Cap,
1.0' High, Mound of
Stones

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

(For FD #3-23-6-19)

LOCATED IN
 SECTION 23, T6S, R19E, S.L.B.&M.
 UTAH COUNTY, UTAH



▲ = SECTION CORNERS LOCATED.

BASIS OF BEARINGS

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

Dale A. Meagher, Trustee
 of the Dale A. Meagher Trust
 A-M Inc. ETAL
 Patricia P. Brimley ETAL
 William J. Price ETAL
 Steven J. Price ETAL
 Sam Arentz

SURFACE USE AREA
 FD #3-23-6-19

BEGINNING OF PROPOSED
 PIPELINE RIGHT-OF-WAY
 STA. 0+00
 (At Edge of Surface Use Area)

Proposed
 Access Road
 P.I. 1+00.59
 P.I. 2+22.72
 P.I. 3+15.79
 P.I. 4+47.42

Lot 1
 BEGINNING OF PIPELINE STA. 0+00
 BEARS N65°59'20"W 928.02' FROM
 ANGLE POINT 6 OF TRACT 48 WITHIN
 SECTION 23, T6S, R19E, S.L.B.&M.

Tract Line NW 1/4
 S88°34'47"W - 2644.91' (Meas.)

NE 1/4
 1/16 Section Line

TR 48 AP 6
 1926 Brass Cap,
 Flush W/Ground

| LINE TABLE | | |
|------------|-------------|---------|
| LINE | BEARING | LENGTH |
| L1 | S12°44'35"W | 37.78' |
| L2 | S12°44'35"W | 100.59' |
| L3 | S00°48'37"W | 122.13' |
| L4 | S26°31'16"E | 93.07' |
| L5 | S52°00'46"E | 131.63' |
| L6 | S56°22'01"E | 19.35' |

RIGHT-OF-WAY LENGTHS

| PROPERTY OWNER | FEET | ACRES | RODS |
|--|--------|-------|-------|
| Dale A. Meagher, Trustee of the Dale A. Meagher Trust A-M Inc. ETAL Patricia P. Brimley ETAL William J. Price ETAL Steven J. Price ETAL Sam Arentz | 466.77 | 0.321 | 28.29 |

END OF PROPOSED
 PIPELINE RIGHT-OF-WAY
 ON FEE LANDS
 STA. 4+66.77
 (At Property Line)

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 TRACT 48 WITHIN SECTION 23, T6S, R19E, S.L.B.&M. WHICH BEARS N65°59'20"W 928.02' FROM ANGLE POINT 6 OF SAID TRACT 48, THENCE S12°44'35"W 100.59'; THENCE S00°48'37"W 122.13'; THENCE S26°31'16"E 93.07'; THENCE S52°00'46"E 131.63'; THENCE S56°22'01"E 19.35' TO A POINT ON THE SOUTH LINE OF SAID TRACT 48 WITHIN SAID SECTION 23, WHICH BEARS S88°34'47"W 710.43' FROM ANGLE POINT 6 OF SAID TRACT 48. 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 0.321 ACRES MORE OR LESS.

BLM
 Lot 3

CERTIFICATE

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

REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

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

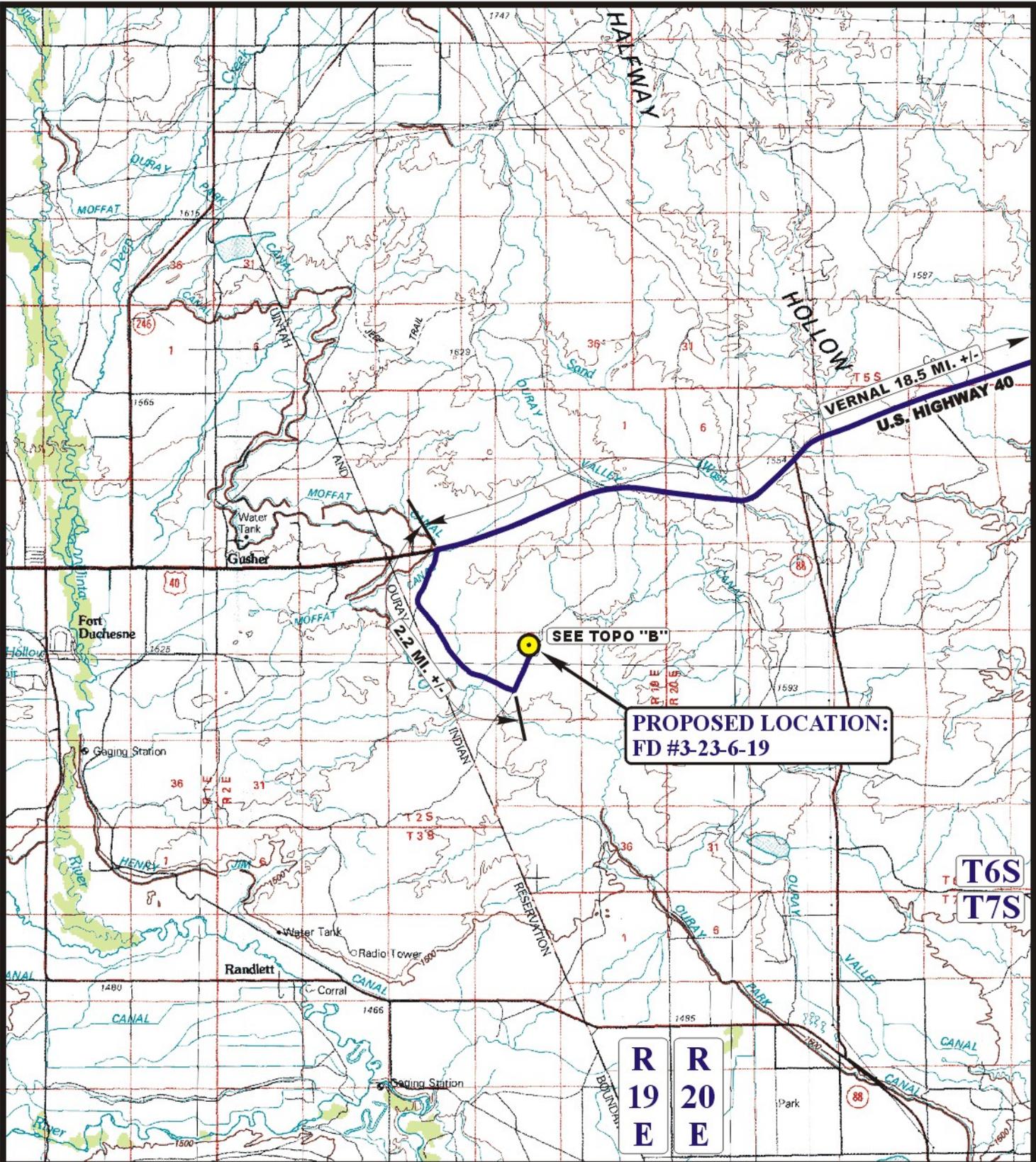
| | |
|-------------------------|---------------------------|
| SCALE 1" = 300' | DATE 12-01-11 |
| PARTY C.R. S.R. C.C. | REFERENCES G.L.O. PLAT |
| WEATHER COOL | FILE 5 1 3 3 5 |

RECEIVED: October 10, 2012

BILL BARRETT CORPORATION
FD #3-23-6-19
SECTION 23, T6S, R19E, S.L.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 18.5 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTH; TURN LEFT AND PROCEED IN A SOUTHERLY, THEN SOUTHEASTERLY DIRECTION APPROXIMATELY 2.2 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTHEAST; TURN LEFT AND PROCEED IN A NORTHEASTERLY DIRECTION APPROXIMATELY 0.5 MILES TO THE BEGINNING OF THE PROPOSED ACCESS ROAD TO THE NORTHWEST; FOLLOW ROAD FLAGS IN A NORTHWESTERLY, THEN NORTHEASTERLY DIRECTION APPROXIMATELY 716' TO THE PROPOSED WELL LOCATION.

TOTAL DISTANCE FROM DUCHESNE, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 21.3 MILES.



**PROPOSED LOCATION:
FD #3-23-6-19**

SEE TOPO "B"

LEGEND:

 PROPOSED LOCATION



BILL BARRETT CORPORATION

**FD #3-23-6-19
SECTION 23, T6S, R19E, S.L.B.&M.
800' FNL 1980' FWL**



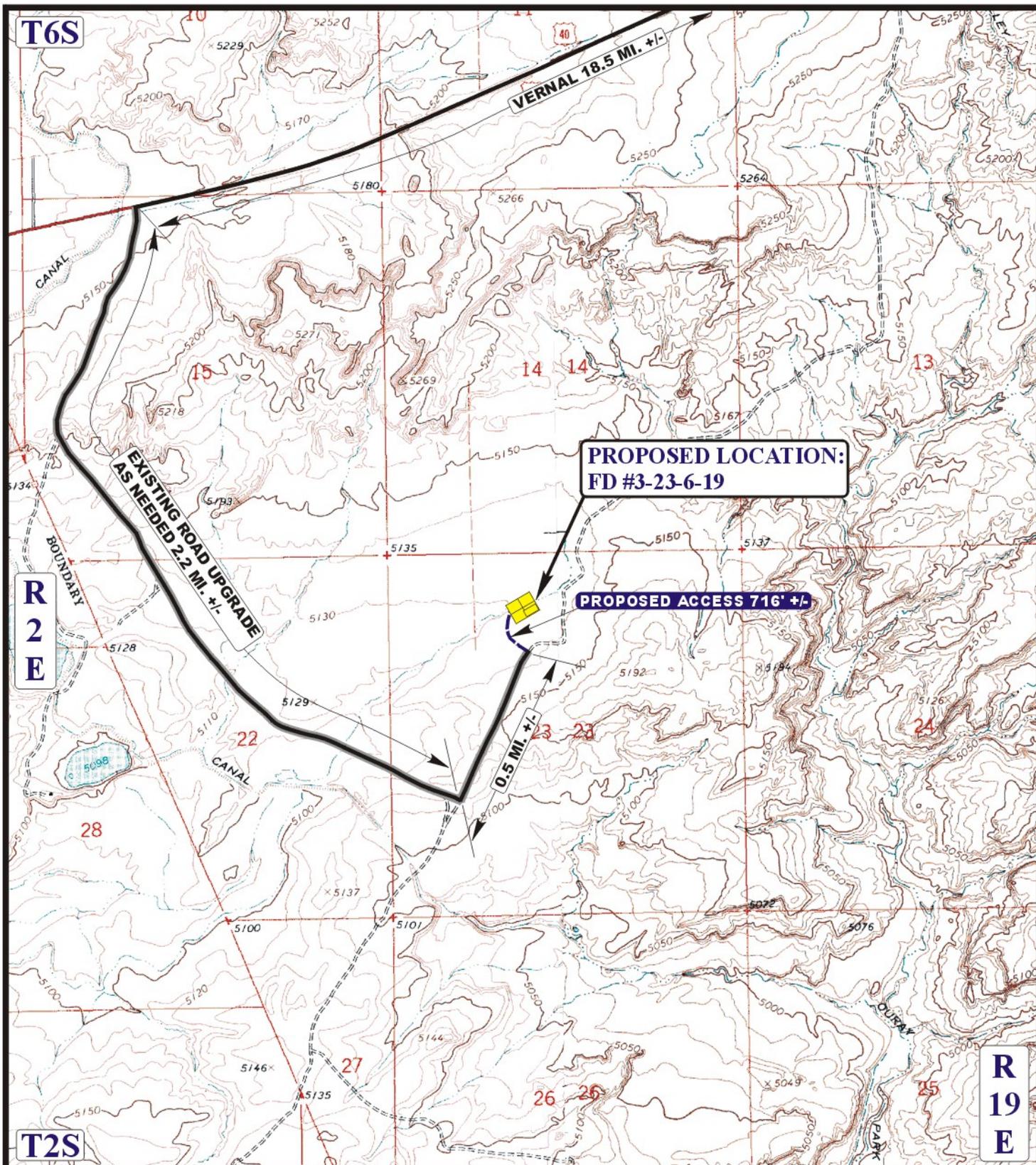
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**ACCESS ROAD
MAP**

| | | |
|-----------|-----------|-----------|
| 11 | 18 | 11 |
| MONTH | DAY | YEAR |



SCALE: 1:100,000 DRAWN BY: J.L.G. REVISED: 00-00-00



LEGEND:

-  EXISTING ROAD
-  EXISTING ROAD (UPGRAD AS NEEDED)
-  PROPOSED ACCESS ROAD

BILL BARRETT CORPORATION

FD #3-23-6-19
SECTION 23, T6S, R19E, S.L.B.&M.
800' FNL 1980' FWL



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

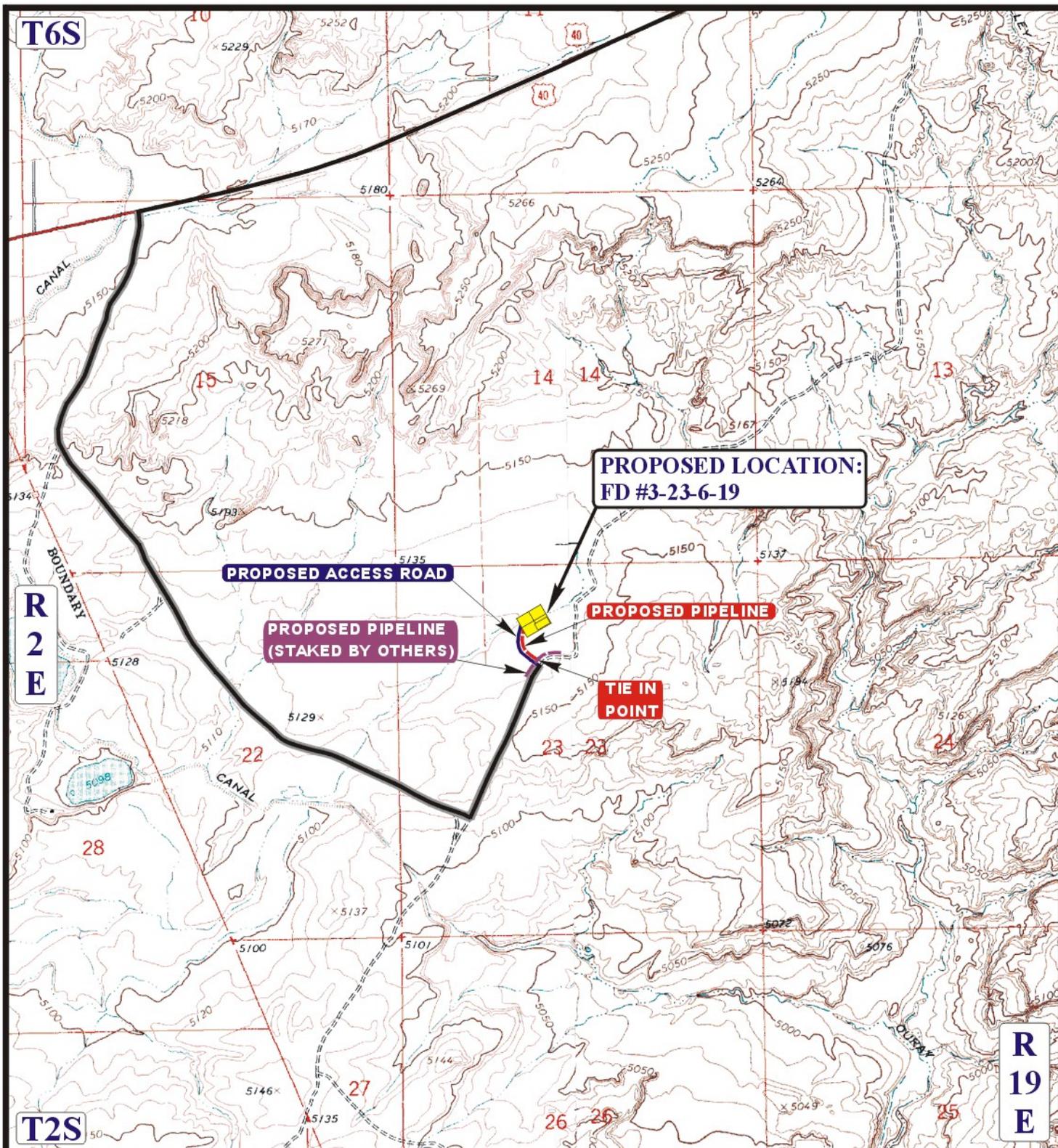


ACCESS ROAD
MAP

| | | |
|-----------|-----------|-----------|
| 11 | 18 | 11 |
| MONTH | DAY | YEAR |

SCALE: 1" = 2000' DRAWN BY: J.L.G. REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 655' +/-

LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS
-  PROPOSED PIPELINE (STAKED BY OTHERS)
-  PROPOSED PIPELINE

BILL BARRETT CORPORATION

FD #3-23-6-19
SECTION 23, T6S, R19E, S.L.B.&M.
800' FNL 1980' FWL



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



TOPOGRAPHIC
MAP

| | | |
|-----------|-----------|-----------|
| 11 | 18 | 11 |
| MONTH | DAY | YEAR |

SCALE: 1" = 2000' DRAWN BY: J.L.G. REVISED: 00-00-00



SURFACE USE AGREEMENT
(FD 3-23-6-19)

THIS AGREEMENT, dated December 16, 2011, by and between,

**Dale A. Meagher, Trustee of the
Dale A. Meagher Trust, dated November 11, 2009**

P.O. Box 122
Vernal, UT 84078;

A-M, Inc.

7350 Island Queen Drive
Sparks, NV 89436-6406;

Emerald Phoenix Oil Company

111 East Lincoln Road #4
Spokane, WA 99208;

Steven J. Price

2816 Wayman View Ct.
Salt Lake City, UT 84117;

William J. Price

c/o Steven J. Price
2816 Wayman View Ct.
Salt Lake City, UT 84117; and

Patricia P. Brimley

c/o Steven J. Price
2816 Wayman View Ct.
Salt Lake City, UT 84117

, hereinafter referred to as the "Surface Owners", and **Bill Barrett Corporation**, whose address is 1099 18th Street, Suite #2300, Denver, CO 80202, hereinafter referred to as "Operator".

WITNESSETH:

WHEREAS, Surface Owner represents that they are the owners in fee and in possession of the surface estate for the following described lands in **Uintah** County, **Utah** , hereinafter referred to as "Lands", to wit:

A Tract of land lying in the **NENW of Section 23, Township 6 South, Range 19 East, SLM** as further described on Exhibit "A" attached hereto and made a part hereof.

WHEREAS, Operator has or will acquire certain leasehold interests in the oil and gas mineral estate in the Lands and proposes to conduct drilling and subsequent production operations on the Lands; and

WHEREAS, Surface Owner is generally aware of the nature of the operations which may be conducted under oil and gas leases covering the mineral estate of the Lands; and

WHEREAS, the parties believe that it is in their mutual best interest to agree to the amount of damages to be assessed incident to the operations of Operator on the premises in the exploration for, development and production of oil, gas and/or other leasehold substances under the terms of those certain oil and gas leases now owned or which may be acquired by Operator covering portions of the mineral estate of the Lands; and,

WHEREAS, the parties believe that a reasonable estimate can be made of the damages which will result from the exploration, development and production operations contemplated by such oil and gas leases.

NOW, THEREFORE, in consideration of ten dollars and other valuable consideration, the sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Operator has the right of ingress and egress and to the use of those portions of the Lands which it requires for oil and gas exploration, development and production operations, including tank batteries and other production facilities and the transportation of produced substances from the leasehold, and also the right to construct and use roads and pipelines across portions of the Lands. Operator shall pay Surface Owner as liquidated damages the following sum as full settlement and satisfaction of all damages growing out of, incident to, or in connection with the usual and customary exploration, drilling, completion, sidetracking, reworking, equipping and production operations, contemplated by the oil and gas leases covering the Lands, unless otherwise specifically provided herein:

2. Operator agrees to consult with the surface owner and/or tenant as to all routes of ingress and egress. Prior to the construction of any roads, pipelines, tank battery installations, or installation of any other equipment on the leased premises, Operator shall consult with the surface owner and/or tenant as to the location and direction of same.

3. It is the intention of the parties hereto to cause as little interference with farming operations on the leased premises as reasonably possible, including but specifically not limited to the operation of any pivotal irrigation sprinkler system, or any other irrigation method. If any circular irrigation sprinkler system is in use at the time of initial drilling operations on the leased premises, then any subsequent production equipment, including but specifically not limited to pump jacks, hydraulic lifting equipment, or any other equipment necessary to produce any oil or gas from such well, shall be recessed to such depths, or ramps constructed, so as to allow the continued use of such circular irrigation system.

4. In the event any well hereunder is plugged and abandoned, Operator agrees that Operator will, within a reasonable time, restore Surface Owner's surface estate as near as practical to its original condition found prior to Operator's operations. It is understood and agreed that Surface Owner may elect in writing, prior to cessation of operations of Operator, to have any road constructed under the terms of this Agreement remain upon the property, in which event Operator agrees to leave such road or roads in reasonable condition.

5. Operator is responsible for acquiring all necessary permits, licenses, fees, etc. incident to its operations on the Lands.

6. In the event Surface Owner considers that Operator has not complied with all its obligations hereunder, both express and implied, Surface Owner shall notify Operator in writing, setting out specifically in what respects Operator has breached this contract. Operator shall then have sixty (60) days to meet or commence to meet all or any part of the breaches alleged by Surface Owner. The service of said notice shall be precedent to the bringing of any action by Surface Owner for any cause, and no such action shall be brought until the lapse of sixty (60) days after service of such notice on Operator. In the event of litigation, the prevailing party's reasonable attorney's fees will be paid by the opposing party.

7. Operator assumes any and all liabilities and obligations from their operations that may hereafter arise with respect to the Subject Lands and that Operator expressly agrees to release, indemnify, defend and hold harmless the Surface Owners and their successors and assigns for, from, and against any and all losses, damages, judgments, costs, expenses or fees directly or indirectly out of or attributable to the surface use agreement, the physical condition of the lands thereof, or the activities or operations of Operator.

8. In the event Surface Owner owns less than the entire fee interest in the Lands, then any payment stated herein shall be proportionately reduced to the interest owned.

9. This Agreement shall remain in full force and effect from the date hereof and for so long thereafter as Operator's oil and gas operations affecting the Lands are in effect.

10. When the word "Operator" is used in this Agreement, it shall also mean the successors and assigns of Operator, including but not limited to its employees and officers, agents, affiliates, contractors, subcontractors and/or purchasers.

11. This Agreement shall be binding upon and inure to the benefit of the heirs, successors and assigns of the parties.

This Surface Use Agreement is signed by Grantors as of the date of acknowledgment of their signatures below, but is effective for all purposes as of the Effective Date stated above.

This Surface Use Agreement may be executed in any number of counterparts and by different parties in separate counterparts. Each counterpart when so executed shall be deemed to be an original and all of which together shall constitute one and the same Surface Use Agreement.

Dale A. Meagher
Dale A. Meagher, Trustee of the
Dale A. Meagher Trust, dated November 11, 2009

Jan. 23, 2012
Date

SS/Tax ID# _____

STATE of Colorado
COUNTY of Denver

ACKNOWLEDGEMENT-INDIVIDUAL

BEFORE ME, the undersigned, a Notary Public, in and for said County and State, on this 23 day of JANUARY, 2011-12, personally appeared Dale A. Meagher, Trustee of the Dale A. Meagher Trust, dated November 11, 2009

_____, to me known to be the identical person, described in and who executed the within and foregoing instrument of writing and acknowledged to me that they duly executed same as their free and voluntary act and deed for the uses and purposes therein set forth and in the capacity stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My Commission Expires: 11/15

Cheryl A. Goral
Notary Public



This Surface Use Agreement may be executed in any number of counterparts and by different parties in separate counterparts. Each counterpart when so executed shall be deemed to be an original and all of which together shall constitute one and the same Surface Use Agreement.

A-M, Inc.

Samuel S. Arentz III
Samuel S. Arentz III, President

1-3-12
Date

SS/Tax ID# 87-0489193

STATE of NEVADA

ACKNOWLEDGEMENT-INDIVIDUAL

COUNTY of WASHOE

BEFORE ME, the undersigned, a Notary Public, in and for said County and State, on this 3rd day of January, ~~2011~~ ⁿ 2012, personally appeared Samuel S. Arentz III, President of A-M, Inc.

_____, to me known to be the identical person _____, described in and who executed the within and foregoing instrument of writing and acknowledged to me that they duly executed same as their free and voluntary act and deed for the uses and purposes therein set forth and in the capacity stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My Commission Expires: May 27th, 2013

Danielle J. Rios
Notary Public:



This Surface Use Agreement may be executed in any number of counterparts and by different parties in separate counterparts. Each counterpart when so executed shall be deemed to be an original and all of which together shall constitute one and the same Surface Use Agreement.

Emerald Phoenix Oil Company

James Ivers III
James Ivers III, Managing Partner

12-28-2011
Date

SS/Tax ID# 87-0681422

STATE of Washington

ACKNOWLEDGEMENT-INDIVIDUAL

COUNTY of Spokane

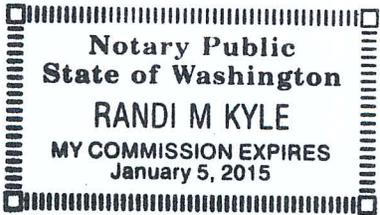
BEFORE ME, the undersigned, a Notary Public, in and for said County and State, on this 28 day of December, 2011, personally appeared James Ivers III, Managing Partner of the Emerald Phoenix Oil Company

, to me known to be the identical person, described in and who executed the within and foregoing instrument of writing and acknowledged to me that they duly executed same as their free and voluntary act and deed for the uses and purposes therein set forth and in the capacity stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My Commission Expires: 1/5/2015

Randi M Kyle
Notary Public:



This Surface Use Agreement may be executed in any number of counterparts and by different parties in separate counterparts. Each counterpart when so executed shall be deemed to be an original and all of which together shall constitute one and the same Surface Use Agreement.

Steven J. Price
Steven J. Price

1-3-12
Date

SS/Tax ID# 528-64-1124

STATE of UTAH

ACKNOWLEDGEMENT-INDIVIDUAL

COUNTY of Salt Lake

BEFORE ME, the undersigned, a Notary Public, in and for said County and State, on this 3rd day of January, 2012, personally appeared Steven J. Price

_____, to me known to be the identical person, described in and who executed the within and foregoing instrument of writing and acknowledged to me that they duly executed same as their free and voluntary act and deed for the uses and purposes therein set forth and in the capacity stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My Commission Expires: April 18 2012

[Signature]
Notary Public:

This Surface Use Agreement may be executed in any number of counterparts and by different parties in separate counterparts. Each counterpart when so executed shall be deemed to be an original and all of which together shall constitute one and the same Surface Use Agreement.

William J. Price
William J. Price
1-4-12
Date

SS/Tax ID# 528-64-1125

STATE of Utah
COUNTY of Salt Lake

ACKNOWLEDGEMENT-INDIVIDUAL

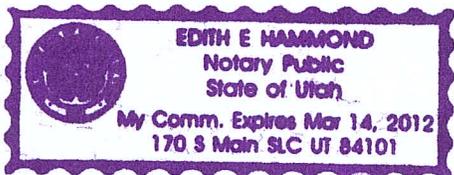
BEFORE ME, the undersigned, a Notary Public, in and for said County and State, on this 4 day of January, ~~2011~~ ²⁰¹², personally appeared William J. Price

_____ , to me known to be the identical person _____, described in and who executed the within and foregoing instrument of writing and acknowledged to me that they duly executed same as their free and voluntary act and deed for the uses and purposes therein set forth and in the capacity stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My Commission Expires: Mar 14, 2012

Edith E. Hammond
Notary Public:



This Surface Use Agreement may be executed in any number of counterparts and by different parties in separate counterparts. Each counterpart when so executed shall be deemed to be an original and all of which together shall constitute one and the same Surface Use Agreement.

Patricia P. Brimley
Patricia P. Brimley

1/3/2012
Date

SS/Tax ID# 529-64-3607

STATE of UTAH

ACKNOWLEDGEMENT-INDIVIDUAL

COUNTY of Salt Lake

BEFORE ME, the undersigned, a Notary Public, in and for said County and State, on this 3rd day of January, 2012, personally appeared Patricia P. Brimley

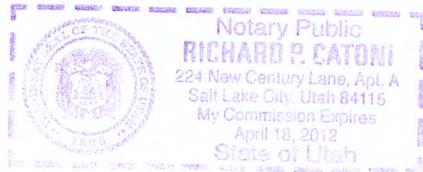
_____, to me known to be the identical person _____, described in and who executed the within and foregoing instrument of writing and acknowledged to me that they duly executed same as their free and voluntary act and deed for the uses and purposes therein set forth and in the capacity stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My Commission Expires: April 18 2012

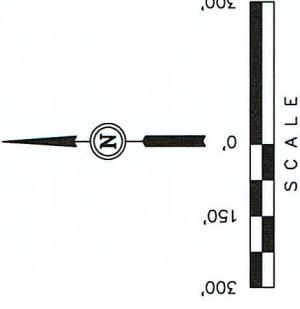
Richard P. Catoni

Notary Public:



BILL BARRETT CORPORATION
LOCATION SURFACE USE AREA
& ROAD RIGHT-OF-WAY ON
FEE LANDS
 (For FD #3-23-6-19)

LOCATED IN
 SECTION 23, T6S, R19E, S.L.B.&M.
 UTAH COUNTY, UTAH



▲ = SECTION CORNERS LOCATED.

BASIS OF BEARINGS

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

RIGHT-OF-WAY LENGTHS

| PROPERTY OWNER | FEET | ACRES | RODS |
|---|--------|-------|-------|
| Dale A. Meagher, Trustee of the Dale A. Meagher Trust A-M Inc. ETAL | 482.64 | 0.332 | 29.25 |
| Patricia P. Brimley ETAL William J. Price ETAL Steven J. Price ETAL Sam Arentz | | | |

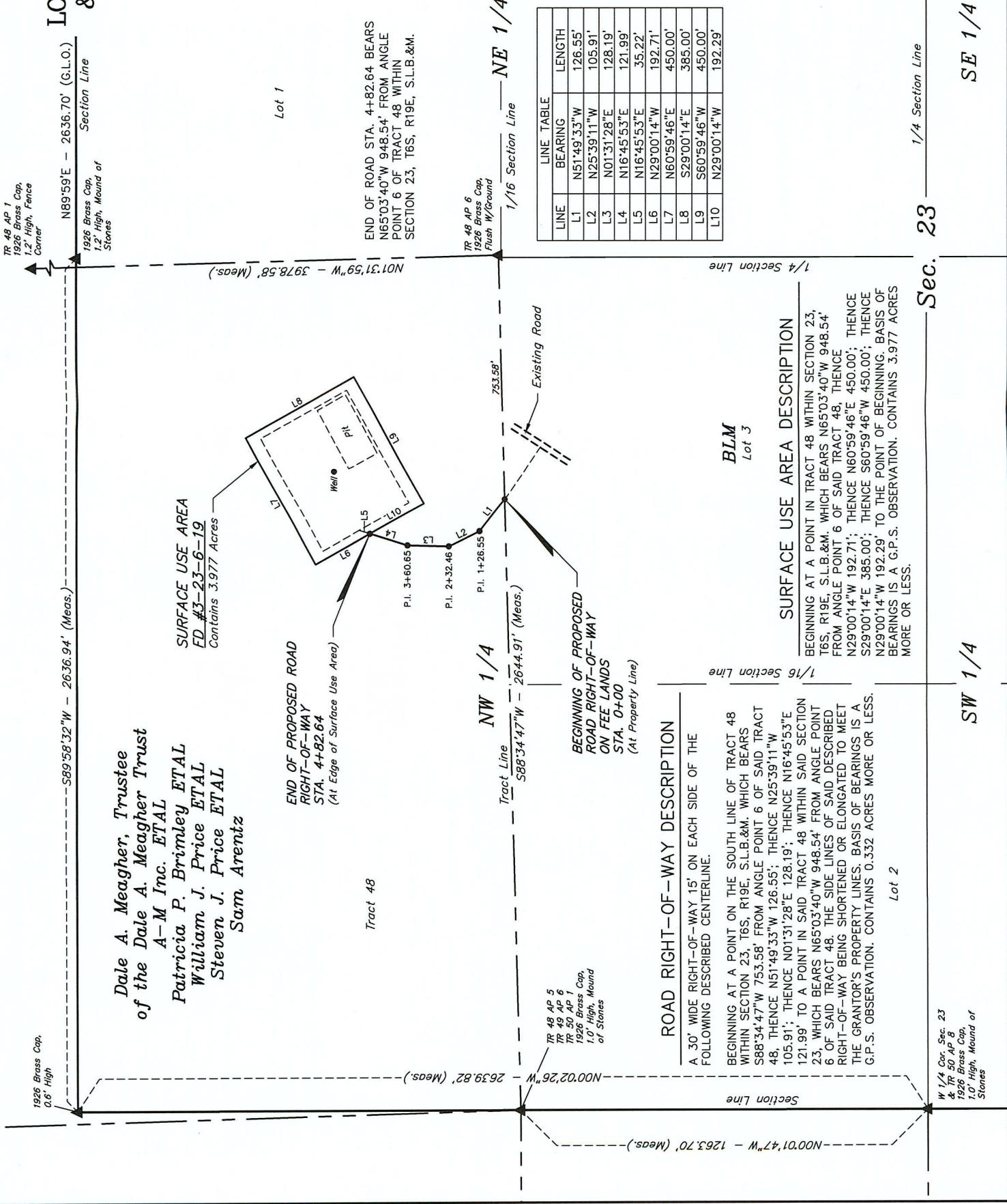
CERTIFICATE

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.



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

| | |
|----------------|-------------|
| SCALE | DATE |
| 1" = 300' | 12-01-11 |
| PARTY | REFERENCES |
| C.R. S.R. C.C. | G.L.O. PLAT |
| WEATHER | FILE |
| COOL | 5 1 3 3 4 |



Sec. 23

SW 1/4

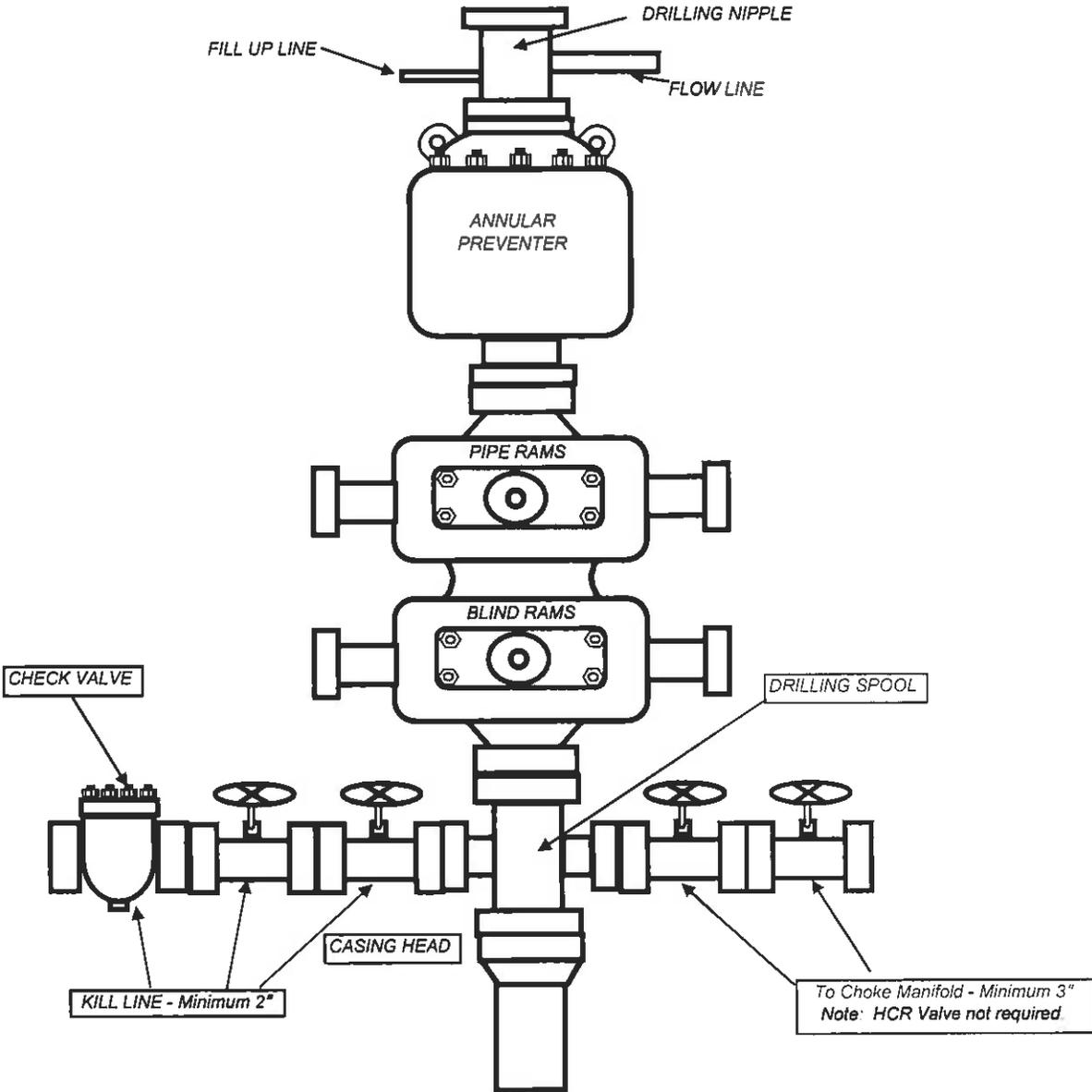
Lot 2

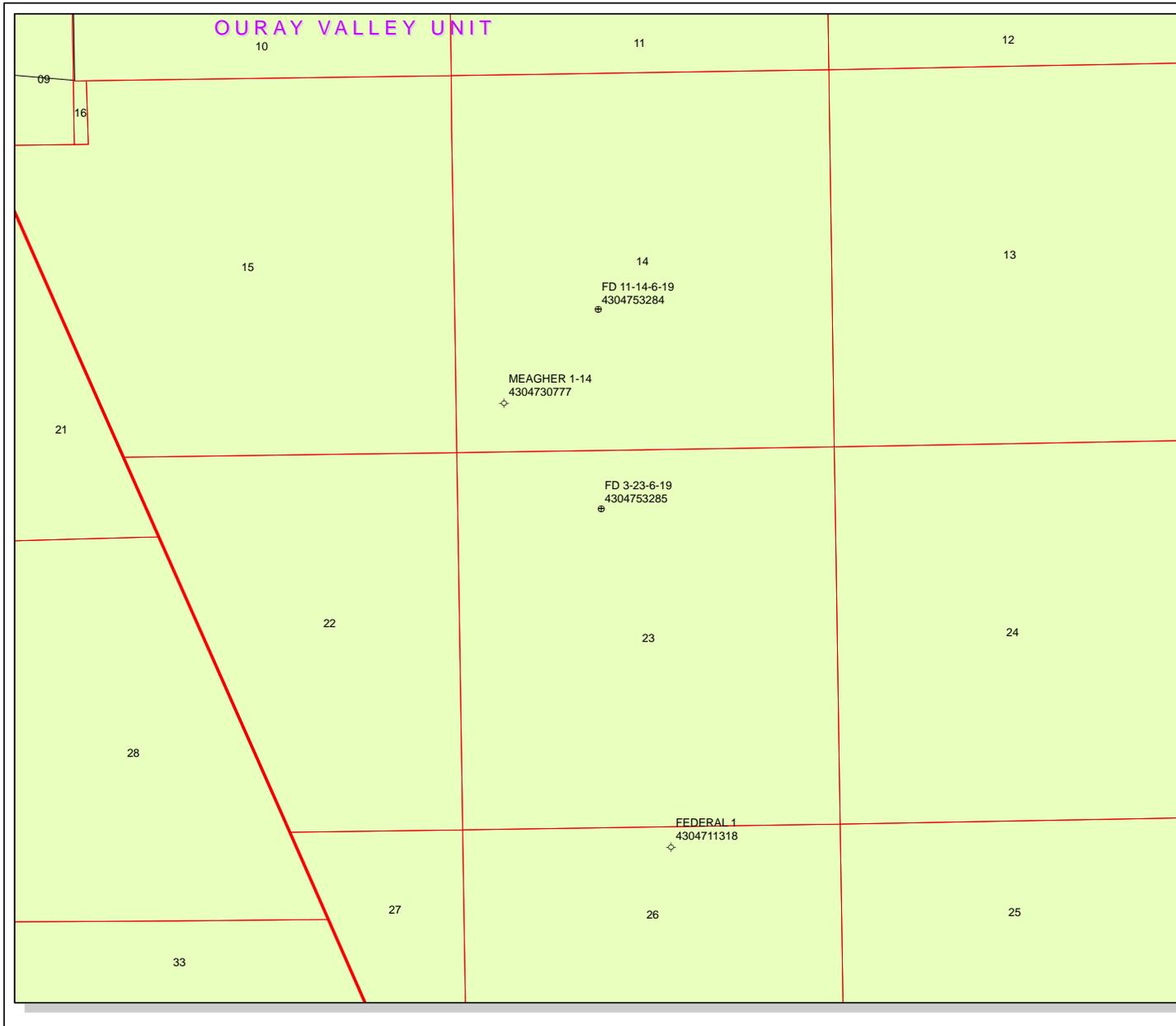
W 1/4 Cor. Sec. 23
 & TR 50 AP 8
 1926 Brass Cap,
 1.0' High, Mound of
 Stones

SE 1/4

BILL BARRETT CORPORATION

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

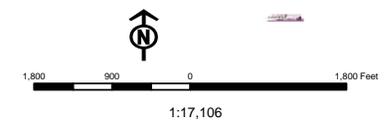




API Number: 4304753285
Well Name: FD 3-23-6-19
Township T06.0S Range R19.0E Section 23
Meridian: SLBM
Operator: BILL BARRETT CORP

Map Prepared:
 Map Produced by Diana Mason

| Units STATUS | Wells Query Status |
|--------------|------------------------------------|
| ACTIVE | APD - Approved Permit |
| EXPLORATORY | DRL - Spudded (Drilling Commenced) |
| GAS STORAGE | GIW - Gas Injection |
| NF PP OIL | GS - Gas Storage |
| NF SECONDARY | LOC - New Location |
| P1 OIL | OPS - Operation Suspended |
| PP GAS | PA - Plugged Abandoned |
| PP GEOTHERML | PGW - Producing Gas Well |
| PP OIL | POW - Producing Oil Well |
| SECONDARY | SGW - Shut-in Gas Well |
| TERMINATED | SOW - Shut-in Oil Well |
| ABANDONED | TA - Temp. Abandoned |
| ACTIVE | TW - Test Well |
| COMBINED | WDW - Water Disposal |
| INACTIVE | WW - Water Injection Well |
| STORAGE | WSW - Water Supply Well |
| TERMINATED | Bottom Hole Location - OIGasDb |



BOPE REVIEW BILL BARRETT CORP FD 3-23-6-19 43047532850000

| | | | | |
|--|---|-------|-------|--|
| Well Name | BILL BARRETT CORP FD 3-23-6-19 43047532850000 | | | |
| String | Cond | Surf | Prod | |
| Casing Size(") | 16.000 | 9.625 | 5.500 | |
| Setting Depth (TVD) | 80 | 1500 | 10154 | |
| Previous Shoe Setting Depth (TVD) | 0 | 80 | 1500 | |
| Max Mud Weight (ppg) | 8.8 | 8.8 | 9.6 | |
| BOPE Proposed (psi) | 0 | 0 | 5000 | |
| Casing Internal Yield (psi) | 1000 | 3520 | 10640 | |
| Operators Max Anticipated Pressure (psi) | 5069 | | 9.6 | |

| | | | |
|---|--|--------|---|
| Calculations | Cond String | 16.000 | " |
| Max BHP (psi) | .052*Setting Depth*MW= | 37 | |
| | | | BOPE Adequate For Drilling And Setting Casing at Depth? |
| MASP (Gas) (psi) | Max BHP-(0.12*Setting Depth)= | 27 | NO fresh wtr spud mud |
| MASP (Gas/Mud) (psi) | Max BHP-(0.22*Setting Depth)= | 19 | NO |
| | | | *Can Full Expected Pressure Be Held At Previous Shoe? |
| Pressure At Previous Shoe | Max BHP-.22*(Setting Depth - Previous Shoe Depth)= | 19 | NO |
| Required Casing/BOPE Test Pressure= | | 0 | psi |
| *Max Pressure Allowed @ Previous Casing Shoe= | | 0 | psi *Assumes 1psi/ft frac gradient |

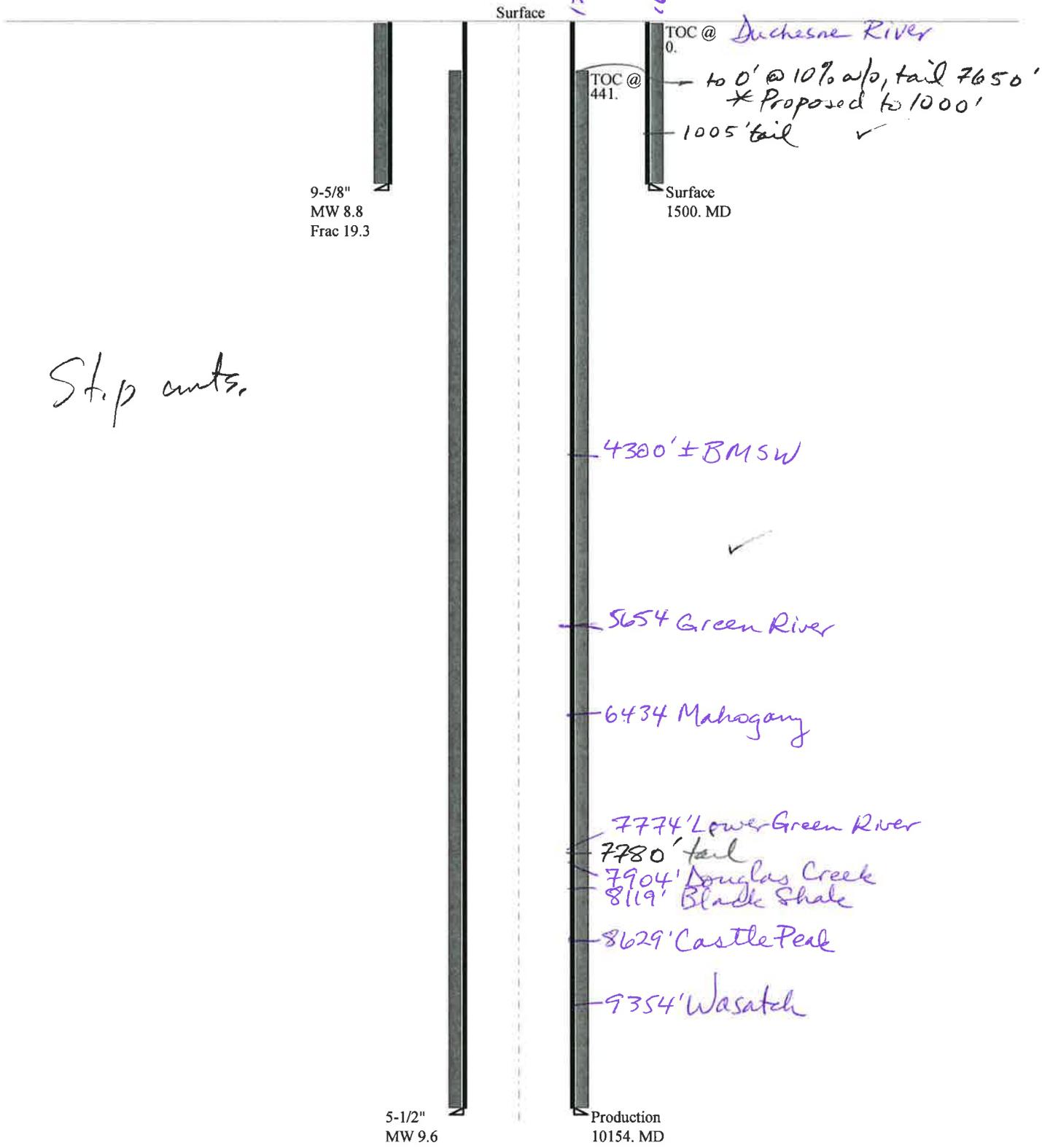
| | | | |
|---|--|-------|---|
| Calculations | Surf String | 9.625 | " |
| Max BHP (psi) | .052*Setting Depth*MW= | 686 | |
| | | | BOPE Adequate For Drilling And Setting Casing at Depth? |
| MASP (Gas) (psi) | Max BHP-(0.12*Setting Depth)= | 506 | NO fresh water spud mud |
| MASP (Gas/Mud) (psi) | Max BHP-(0.22*Setting Depth)= | 356 | NO OK |
| | | | *Can Full Expected Pressure Be Held At Previous Shoe? |
| Pressure At Previous Shoe | Max BHP-.22*(Setting Depth - Previous Shoe Depth)= | 374 | NO |
| Required Casing/BOPE Test Pressure= | | 1500 | psi |
| *Max Pressure Allowed @ Previous Casing Shoe= | | 80 | psi *Assumes 1psi/ft frac gradient |

| | | | |
|---|--|-------|---|
| Calculations | Prod String | 5.500 | " |
| Max BHP (psi) | .052*Setting Depth*MW= | 5069 | |
| | | | BOPE Adequate For Drilling And Setting Casing at Depth? |
| MASP (Gas) (psi) | Max BHP-(0.12*Setting Depth)= | 3851 | YES DAP polymer fluid |
| MASP (Gas/Mud) (psi) | Max BHP-(0.22*Setting Depth)= | 2835 | YES OK |
| | | | *Can Full Expected Pressure Be Held At Previous Shoe? |
| Pressure At Previous Shoe | Max BHP-.22*(Setting Depth - Previous Shoe Depth)= | 3165 | NO REasonable |
| Required Casing/BOPE Test Pressure= | | 5000 | psi |
| *Max Pressure Allowed @ Previous Casing Shoe= | | 1500 | psi *Assumes 1psi/ft frac gradient |

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

43047532850000 FD 3-23-6-19

Casing Schematic



Strip cuts.

| | | | |
|--------------|------------------------------------|-------------|--------------|
| Well name: | 43047532850000 FD 3-23-6-19 | | |
| Operator: | BILL BARRETT CORP | | |
| String type: | Surface | Project ID: | 43-047-53285 |
| Location: | UINTAH COUNTY | | |

Design parameters:

Collapse

Mud weight: 8.800 ppg
 Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 1,320 psi
 Internal gradient: 0.120 psi/ft
 Calculated BHP: 1,500 psi

No backup mud specified.

Minimum design factors:

Collapse:

Design factor: 1.125

Burst:

Design factor: 1.00

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.70 (J)
 Buttress: 1.60 (J)
 Premium: 1.50 (J)
 Body yield: 1.50 (B)

Tension is based on buoyed weight.
 Neutral point: 1,305 ft

Environment:

H2S considered? No
 Surface temperature: 74 °F
 Bottom hole temperature: 95 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 100 ft

Cement top: Surface

Non-directional string.

Re subsequent strings:

Next setting depth: 10,154 ft
 Next mud weight: 9.600 ppg
 Next setting BHP: 5,064 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 1,500 ft
 Injection pressure: 1,500 psi

| Run Seq | Segment Length (ft) | Size (in) | Nominal Weight (lbs/ft) | Grade | End Finish | True Vert Depth (ft) | Measured Depth (ft) | Drift Diameter (in) | Est. Cost (\$) |
|---------|---------------------|-------------------------|-------------------------|------------------|----------------------|----------------------|---------------------|-------------------------|-----------------------|
| 1 | 1500 | 9.625 | 36.00 | J-55 | ST&C | 1500 | 1500 | 8.796 | 13038 |
| Run Seq | Collapse Load (psi) | Collapse Strength (psi) | Collapse Design Factor | Burst Load (psi) | Burst Strength (psi) | Burst Design Factor | Tension Load (kips) | Tension Strength (kips) | Tension Design Factor |
| 1 | 686 | 2020 | 2.946 | 1500 | 3520 | 2.35 | 47 | 394 | 8.39 J |

Prepared by: Helen Sadik-Macdonald
 Div of Oil, Gas & Mining

Phone: 801 538-5357
 FAX: 801-359-3940

Date: November 29, 2012
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 1500 ft, a mud weight of 8.8 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

| | | | |
|--------------|------------------------------------|-------------|--------------|
| Well name: | 43047532850000 FD 3-23-6-19 | | |
| Operator: | BILL BARRETT CORP | | |
| String type: | Production | Project ID: | 43-047-53285 |
| Location: | UINTAH COUNTY | | |

Design parameters:**Collapse**

Mud weight: 9.600 ppg
Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 2,830 psi
Internal gradient: 0.220 psi/ft
Calculated BHP: 5,064 psi

No backup mud specified.

Minimum design factors:**Collapse:**

Design factor: 1.125

Burst:

Design factor: 1.00

Tension:

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

Tension is based on air weight.
Neutral point: 8,676 ft

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 216 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,000 ft

Cement top: 441 ft

Non-directional string.

| Run Seq | Segment Length (ft) | Size (in) | Nominal Weight (lbs/ft) | Grade | End Finish | True Vert Depth (ft) | Measured Depth (ft) | Drift Diameter (in) | Est. Cost (\$) |
|---------|---------------------|-------------------------|-------------------------|------------------|----------------------|----------------------|---------------------|-------------------------|-----------------------|
| 1 | 10154 | 5.5 | 17.00 | P-110 | LT&C | 10154 | 10154 | 4.767 | 66882 |
| Run Seq | Collapse Load (psi) | Collapse Strength (psi) | Collapse Design Factor | Burst Load (psi) | Burst Strength (psi) | Burst Design Factor | Tension Load (kips) | Tension Strength (kips) | Tension Design Factor |
| 1 | 5064 | 7480 | 1.477 | 5064 | 10640 | 2.10 | 172.6 | 445 | 2.58 J |

Prepared by: Helen Sadik-Macdonald
Div of Oil, Gas & Mining

Phone: 801 538-5357
FAX: 801-359-3940

Date: November 29, 2012
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 10154 ft, a mud weight of 9.6 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name FD 3-23-6-19
API Number 43047532850000 **APD No** 6996 **Field/Unit** WILDCAT
Location: 1/4,1/4 NENW **Sec** 23 **Tw** 6.0S **Rng** 19.0E 800 FNL 1980 FWL
GPS Coord (UTM) 606020 4460544 **Surface Owner** DALE MEAGHER

Participants

Cody Rich (surveyor), Zack Garner (BBC), Jim Burns and Don Hamilton (permit contractor), Terra Miller (land contractor), Joe Avia (plant contractor)

Regional/Local Setting & Topography

This proposed site is quite flat and there are no drainages are affected by this location. The site is approximately 1 mile south of Hwy 40 at a point approximately 18 miles west of Vernal, Utah and 3 miles east of Gusher, Utah. To the east the land is broken by hills and deep washes. From this site the land drains gradually to the south and west over a large plain.

Surface Use Plan

Current Surface Use

Grazing

**New Road
Miles**

0.13

Well Pad

Width 305 **Length** 400

Src Const Material

Onsite

Surface Formation

UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Spiny hopsage, grease wood

Soil Type and Characteristics

Sandy clay loam

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diverson Required? N

Berm Required? N

Erosion Sedimentation Control Required? N

Paleo Survey Run? N Paleo Potential Observed? N Cultural Survey Run? Y Cultural Resources? N

Reserve Pit

Site-Specific Factors

Site Ranking

- Distance to Groundwater (feet)**
- Distance to Surface Water (feet)**
- Dist. Nearest Municipal Well (ft)**
- Distance to Other Wells (feet)**
- Native Soil Type**
- Fluid Type**
- Drill Cuttings**
- Annual Precipitation (inches)**
- Affected Populations**
- Presence Nearby Utility Conduits**

Final Score

Sensitivity Level

Characteristics / Requirements

The reserve pit dimensions are 205ft x 100ft by 8ft deep and the pit is proposed in a cut stable location. According to Bill Barrett Corporation (BBC) representative Zack Garner, a minimum 20 mil liner will be used for this and all other reserve pits. A 20 mil liner appears to be adequate for this location.

Closed Loop Mud Required? N Liner Required? Y Liner Thickness 20 Pit Underlayment Required? N

Other Observations / Comments

Richard Powell
Evaluator

10/15/2012
Date / Time

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

| | | | | | |
|------------------|--|---------------|--------------------------|-------------------|------------|
| APD No | API WellNo | Status | Well Type | Surf Owner | CBM |
| 6996 | 43047532850000 | LOCKED | OW | P | No |
| Operator | BILL BARRETT CORP | | Surface Owner-APD | DALE MEAGHER | |
| Well Name | FD 3-23-6-19 | | Unit | | |
| Field | WILDCAT | | Type of Work | DRILL | |
| Location | NENW 23 6S 19E S 800 FNL (UTM) 606031E 4460538N | | 1980 FWL GPS Coord | | |

Geologic Statement of Basis

Bill Barrett proposes to set 80 feet of conductor and 1,500 feet of surface casing at this location. The entire surface hole will be drilled with fresh water mud. The depth to the base of the moderately saline water at this location is estimated to be at a depth of 4,300'. A search of Division of Water Rights records shows no water wells within a 10,000 foot radius of the center of Section 23. The surface formation at this site is the Duchesne River Formation. The Duchesne River is made up of interbedded shales and sandstones and can be a significant source of ground water. The production casing cement should be brought up to or above the base of the moderately saline ground water in order to isolate it from fresher waters uphole.

Brad Hill
APD Evaluator

11/6/2012
Date / Time

Surface Statement of Basis

This proposed well is on fee surface with fee minerals. The surface is owned by several different people who are all members of the same family. The owners are: Dale Meagher, Patricia Brimley, William Price, Steven Price, and Sam Arentz. I spoke to owner Sam Arentz and he stated that the ownership group has no objections to the placement of the well. According to Mr. Arentz, he had spoken to the others about this and other proposed well sites on their land. To this site there were no concerns, they were invited to the onsite but chose not to attend.

This location is flat and stable, and no drainages are affected. A 20 mil liner will be used for the reserve pit. This appears to be a good spot for placement of this well.

Richard Powell
Onsite Evaluator

10/15/2012
Date / Time

Conditions of Approval / Application for Permit to Drill

| Category | Condition |
|-----------------|---|
| Pits | A synthetic liner with a minimum thickness of 20 mils with a felt subliner shall be properly installed and maintained in the reserve pit. |
| Surface | The reserve pit shall be fenced upon completion of drilling operations. |

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 10/10/2012

API NO. ASSIGNED: 43047532850000

WELL NAME: FD 3-23-6-19

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8115

CONTACT: Brady Riley

PROPOSED LOCATION: NENW 23 060S 190E

Permit Tech Review:

SURFACE: 0800 FNL 1980 FWL

Engineering Review:

BOTTOM: 0800 FNL 1980 FWL

Geology Review:

COUNTY: UINTAH

LATITUDE: 40.28862

LONGITUDE: -109.75259

UTM SURF EASTINGS: 606031.00

NORTHINGS: 4460538.00

FIELD NAME: WILDCAT

LEASE TYPE: 4 - Fee

LEASE NUMBER: fee

PROPOSED PRODUCING FORMATION(S): WASATCH

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- PLAT
- Bond: STATE/FEE - LPM4138148
- Potash
- Oil Shale 190-5
- Oil Shale 190-3
- Oil Shale 190-13
- Water Permit: 49-2336
- RDCC Review: 2012-12-12 00:00:00.0
- Fee Surface Agreement
- Intent to Commingle

Commingle Approved

LOCATION AND SITING:

- R649-2-3.
- Unit:
- R649-3-2. General
- R649-3-3. Exception
- Drilling Unit
- Board Cause No: R649-3-2
- Effective Date:
- Siting:
- R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 5 - Statement of Basis - bhill
 12 - Cement Volume (3) - hmacdonald
 21 - RDCC - dmason
 23 - Spacing - dmason
 25 - Surface Casing - hmacdonald



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: FD 3-23-6-19
API Well Number: 43047532850000
Lease Number: fee
Surface Owner: FEE (PRIVATE)
Approval Date: 12/18/2012

Issued to:

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

Authority:

Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-2. The expected producing formation or pool is the 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:

The Application for Permit to Drill has been forwarded to the Resource Development Coordinating Committee for review of this action. The operator will be required to comply with any applicable recommendations resulting from this review. (See attached)

This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

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

Cement volume for the 4 1/2 production string shall be determined from actual hole diameter in order to place cement from the pipe setting depth back to 1000' MD as indicated in the submitted drilling plan.

Surface casing shall be cemented to the surface.

Additional Approvals:

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

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

Notification Requirements:

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

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

Contact Information:

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

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

Reporting Requirements:

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

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation

- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

A handwritten signature in black ink, appearing to read "John Rogers", written in a cursive style.

For John Rogers
Associate Director, Oil & Gas

| | |
|--|--|
| 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: fee |
| 1. TYPE OF WELL Oil Well | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | 8. WELL NAME and NUMBER: FD 3-23-6-19 |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0800 FNL 1980 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 23 Township: 06.0S Range: 19.0E Meridian: S | 9. API NUMBER: 43047532850000 |
| PHONE NUMBER: 303 312-8164 Ext | 9. FIELD and POOL or WILDCAT: WILDCAT |
| COUNTY: UINTAH | STATE: UTAH |

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

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|---|--|---|---|
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 1/17/2013 | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> CASING REPAIR |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> CHANGE WELL NAME |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CHANGE WELL STATUS | <input checked="" type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> CONVERT WELL TYPE |
| <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> NEW CONSTRUCTION |
| | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> PLUG BACK |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | <input type="checkbox"/> TEMPORARY ABANDON |
| | <input type="checkbox"/> TUBING REPAIR | <input type="checkbox"/> VENT OR FLARE | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> WATER SHUTOFF | <input type="checkbox"/> SI TA STATUS EXTENSION | <input type="checkbox"/> APD EXTENSION |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> OTHER | OTHER: <input style="width: 100px;" type="text"/> |

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

In accordance with Utah Division of Oil, Gas, and Mining's Rule 649-3-22, completion into two or more pools, BBC is submitting this sundry to request commingling approval for the Green River and Wasatch formations. Oil and associated gas composition is similar across all formations. The pressure profile across the formations is similar and BBC does not anticipate any cross flow. Production is considered to be from one pool. In the event that allocation by zone or interval is required, BBC would use representative sampling obtained from production logs and allocate on a percentage basis by zone or interval. A letter and affidavit of notice is attached.

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

Date: February 14, 2013

By: *Derek Duff*

| | | |
|---|-------------------------------------|--------------------------------|
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst |
| SIGNATURE N/A | DATE 1/17/2013 | |



January 17, 2013

EnCana Oil & Gas (USA), Inc.
Attn: Judy Tatham
370 17th Street, Suite 1700
Denver, CO 80202

RE: Commingling Application
FD 3-23-6-19
Uintah County, UT

Dear Ms. Tatham,

Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well. We enclosed herewith copies of the application together with a plat showing the leases and wells in the area and affidavit confirming notice pursuant to the Utah OGM regulations.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION

Beady Rivers
Thomas J. Abell FOR
Landman

Enclosures



AFFIDAVIT OF NOTICE

My name is Thomas J. Abell. I am a Landman with Bill Barrett Corporation (BBC). BBC has submitted Sundry Notices to commingle production from the Wasatch and Green River formations in the following well within the Fort Duchesne Area:

FD 3-23-6-19 located in T6S-19E: NENW of Section 23

In compliance with the Utah OGM regulation R649-3-22, I have provided a copy of the application, by certified mail, to the owners as listed below of all contiguous oil and gas Leases or drilling units overlying the pool.

Lessees

EnCana Oil & Gas (USA) Inc.

Date: October 16, 2012

Affiant:

BILL BARRETT CORPORATION

Beady Rivers
Thomas J. Abell FOR
Landman



January 17, 2013

Utah Division of Oil, Gas and Mining
Attention: Dustin Doucet
1594 West North Temple, Suite 1120
Salt Lake City, Utah

RE: Commingling Application
Fort Duchesne Area
FD 3-23-6-19
SESW Section 23, T6S-R19E
Uintah County, UT

Dear Mr. Doucet,

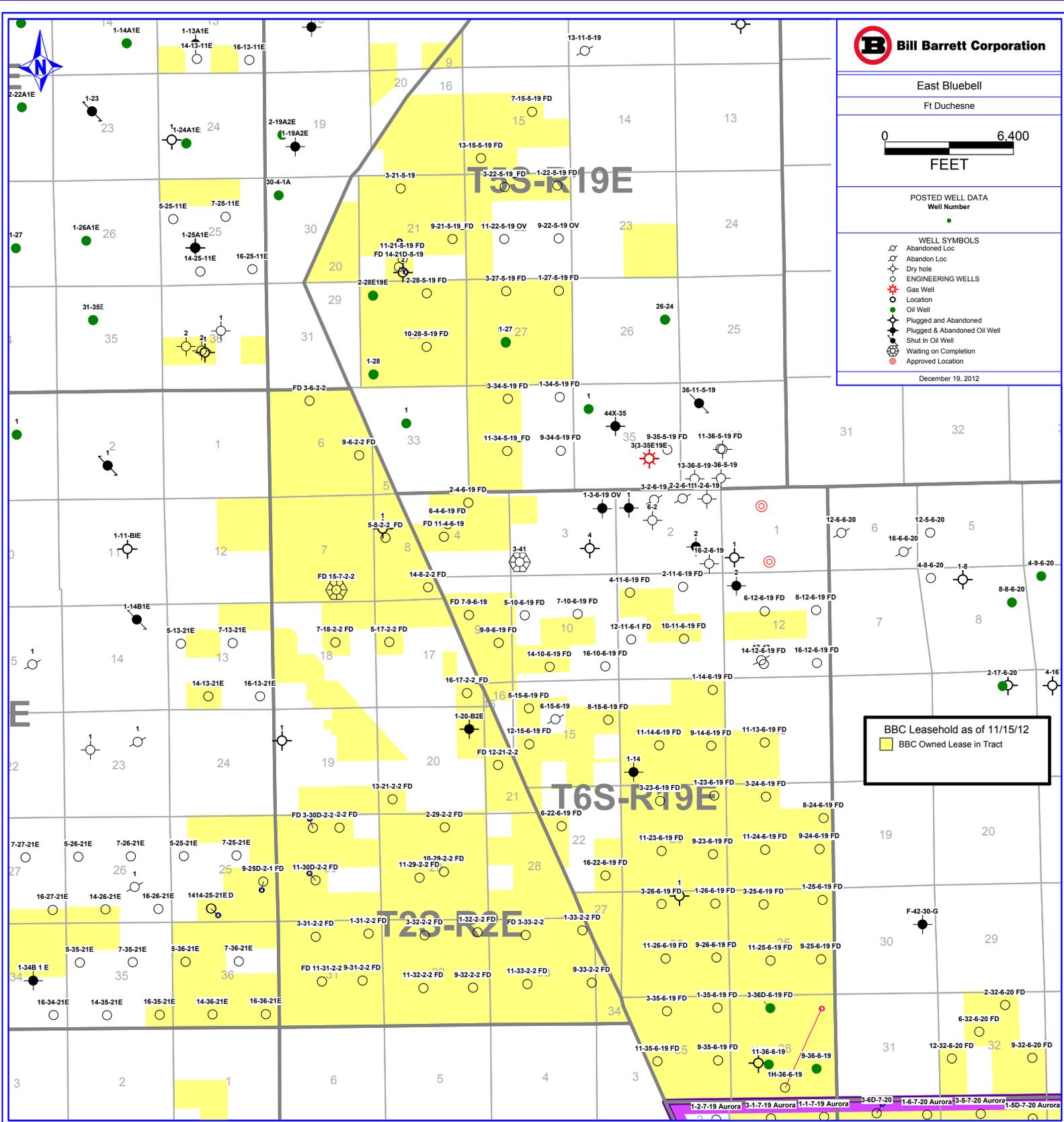
Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well located in the Fort Duchesne Area. In compliance with Utah OGM regulation R649-3-22, BBC has enclosed copies of the completed application.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION

Beady River
Thomas J. Abell *FOR*
Landman

Enclosures



East Bluebell

Ft Duchesne



POSTED WELL DATA
Well Number

- WELL SYMBOLS
- Abandoned Loc
 - Abandon Loc
 - Dry hole
 - ENGINEERING WELLS
 - Gas Well
 - Location
 - Oil Well
 - Plugged and Abandoned
 - Plugged & Abandoned Oil Well
 - Shut in Oil Well
 - Waiting on Completion
 - Approved Location

December 19, 2012

BBC Leasehold as of 11/15/12
 BBC Owned Lease in Tract

| | | |
|--|--|--|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: fee |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 1. TYPE OF WELL Oil Well | | 7. UNIT or CA AGREEMENT NAME: |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 8. WELL NAME and NUMBER: FD 3-23-6-19 |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | | 9. API NUMBER: 43047532850000 |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0800 FNL 1980 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 23 Township: 06.0S Range: 19.0E Meridian: S | | 9. FIELD and POOL or WILDCAT: WILDCAT |
| | | COUNTY: UINTAH |
| | | STATE: UTAH |

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

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|---|--|---|---|
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 3/1/2013 | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> CASING REPAIR |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> CHANGE WELL NAME |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> CONVERT WELL TYPE |
| <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> NEW CONSTRUCTION |
| | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> PLUG BACK |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | <input type="checkbox"/> TEMPORARY ABANDON |
| | <input type="checkbox"/> TUBING REPAIR | <input type="checkbox"/> VENT OR FLARE | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> WATER SHUTOFF | <input type="checkbox"/> SI TA STATUS EXTENSION | <input type="checkbox"/> APD EXTENSION |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> OTHER | OTHER: <input style="width: 100px;" type="text"/> |

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

BBC is submitting this sundry to request permission to change the production hole size from 8-3/4" to 7-7/8". Surface hole and casing size, production casing size, and the TD will remain the same as original permitted. Please see the attached revised drilling plan and cement calculator. Please contact Brady Riley at 303-312-8115 with any questions in regard to the proposed change.

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

Date: March 05, 2013

By: *DeKQ*

| | | |
|------------------------------------|------------------------------|-------------------------|
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst |
| SIGNATURE N/A | DATE 2/27/2013 | |

DRILLING PLAN REVISED

BILL BARRETT CORPORATION

FD #3-23-6-19NENW (TRACT 48), 800' FNL and 1980' FWL, Section 23, T6S – R19E, SLB&M
UINTAH COUNTY, UT**1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals**

| <u>Formation</u> | <u>Depth</u> |
|-------------------------|---------------------|
| Green River | 5654' |
| Mahogany | 6434' |
| Lower Green River* | 7774' |
| Douglas Creek | 7904' |
| Black Shale | 8199' |
| Castle Peak | 8629' |
| Wasatch* | 9354' |
| TD | 10154' |

*PROSPECTIVE PAY

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

3. BOP and Pressure Containment Data

| <u>Depth Intervals</u> | <u>BOP Equipment</u> |
|---|---|
| 0 – 1,500' | No pressure control required |
| 1,500' – TD | 11" 5000# Ram Type BOP 11" 5000# Annular BOP |
| - Drilling spool to accommodate choke and kill lines; | |
| - Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2; | |
| - The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests. | |
| - BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner. | |

4. Casing Program

| <u>Hole Size</u> | <u>SETTING DEPTH</u> | | <u>Casing Size</u> | <u>Casing Weight</u> | <u>Casing Grade</u> | <u>Thread</u> | <u>Condition</u> |
|-------------------------|-----------------------------|--------------------|---------------------------|-----------------------------|----------------------------|----------------------|-------------------------|
| | <u>(FROM)</u> | <u>(TO)</u> | | | | | |
| 26" | Surface | 80' | 16" | 65# | | | |
| 12 1/4" | Surface | 1500' | 9 5/8" | 36# | J or K 55 | ST&C | New |
| 7 7/8" | Surface | TD | 5 1/2" | 17# | P-110 | LT&C | New |

Bill Barrett Corporation
 Drilling Program **REVISED**
 FD #3-23-6-19
 Uintah County, Utah

5. Cementing Program

| | |
|--------------------------|---|
| 16" Conductor Casing | Grout |
| 9 5/8" Surface Casing | Lead: 190 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 1,000' |
| 5 1/2" Production Casing | Lead: 760 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 1,000' Tail: 460 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 @ 7699' |

6. Mud Program

| <u>Interval</u> | <u>Weight</u> | <u>Viscosity</u> | <u>Fluid Loss</u> <u>(API filtrate)</u> | <u>Remarks</u> |
|---|---------------|------------------|--|----------------------------------|
| 0' – 80' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 80' – 1,500' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 1,500' – 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. |
| NOTE: If BBC pursues the "Alternate" program, a suite of the above logs will be run on both the intermediate and production hole sections. | |

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 5069 psi* and maximum anticipated surface pressure equals approximately 2835 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)

Bill Barrett Corporation
Drilling Program **REVISED**
FD #3-23-6-19
Uintah County, Utah

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

9. Auxiliary Equipment

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

11. Drilling Schedule

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



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: [FD 3-23-6-19](#)

Surface Hole Data:

| | |
|----------------|---------|
| Total Depth: | 1,500' |
| Top of Cement: | 0' |
| OD of Hole: | 12.250" |
| OD of Casing: | 9.625" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 548.1 | ft ³ |
| Lead Fill: | 1,000' | |
| Tail Volume: | 274.0 | ft ³ |
| Tail Fill: | 500' | |

Cement Data:

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

Calculated # of Sacks:

| | |
|--------------|-----|
| # SK's Lead: | 190 |
|--------------|-----|

| | | |
|--------------|--------|---------------------|
| Tail Yield: | 1.36 | ft ³ /sk |
| % Excess: | 75% | |
| Top of Tail: | 1,000' | |

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

Production Hole Data:

| | |
|----------------|---------|
| Total Depth: | 10,154' |
| Top of Cement: | 1,000' |
| Top of Tail: | 7,699' |
| OD of Hole: | 7.875" |
| OD of Casing: | 5.500" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 1740.9 | ft ³ |
| Lead Fill: | 6,699' | |
| Tail Volume: | 638.1 | ft ³ |
| Tail Fill: | 2,455' | |

Cement Data:

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

Calculated # of Sacks:

| | |
|--------------|-----|
| # SK's Lead: | 760 |
| # SK's Tail: | 460 |

| |
|--|
| FD 3-23-6-19 Proposed Cementing Program |
|--|

| <u>Job Recommendation</u> | <u>Surface Casing</u> |
|-----------------------------------|--|
| Lead Cement - (1000' - 0') | |
| Halliburton Light Premium | Fluid Weight: 11.0 lbm/gal |
| 5.0 lbm/sk Silicalite Compacted | Slurry Yield: 3.16 ft ³ /sk |
| 0.25 lbm/sk Kwik Seal | Total Mixing Fluid: 19.48 Gal/sk |
| 0.125 lbm/sk Poly-E-Flake | Top of Fluid: 0' |
| 2.0% Bentonite | Calculated Fill: 1,000' |
| | Volume: 97.61 bbl |
| | Proposed Sacks: 190 sks |
| Tail Cement - (TD - 1000') | |
| Premium Cement | Fluid Weight: 14.8 lbm/gal |
| 2.0% Calcium Chloride | Slurry Yield: 1.36 ft ³ /sk |
| | Total Mixing Fluid: 6.37 Gal/sk |
| | Top of Fluid: 1,000' |
| | Calculated Fill: 500' |
| | Volume: 48.80 bbl |
| | Proposed Sacks: 210 sks |

| <u>Job Recommendation</u> | <u>Production Casing</u> |
|---------------------------------------|--|
| Lead Cement - (7699' - 1000') | |
| Tuned Light™ System | Fluid Weight: 11.0 lbm/gal |
| | Slurry Yield: 2.31 ft ³ /sk |
| | Total Mixing Fluid: 10.65 Gal/sk |
| | Top of Fluid: 1,000' |
| | Calculated Fill: 6,699' |
| | Volume: 310.05 bbl |
| | Proposed Sacks: 760 sks |
| Tail Cement - (10154' - 7699') | |
| Econocem™ System | Fluid Weight: 13.5 lbm/gal |
| 0.125 lbm/sk Poly-E-Flake | Slurry Yield: 1.42 ft ³ /sk |
| 1.0 lbm/sk Granulite TR 1/4 | Total Mixing Fluid: 6.61 Gal/sk |
| | Top of Fluid: 7,699' |
| | Calculated Fill: 2,455' |
| | Volume: 113.64 bbl |
| | Proposed Sacks: 460 sks |

| | |
|--|--|
| 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: fee |
| 1. TYPE OF WELL Oil Well | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | 8. WELL NAME and NUMBER: FD 3-23-6-19 |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0800 FNL 1980 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 23 Township: 06.0S Range: 19.0E Meridian: S | 9. API NUMBER: 43047532850000 |
| 5. PHONE NUMBER: 303 312-8164 Ext | 9. FIELD and POOL or WILDCAT: WILDCAT |
| COUNTY: UINTAH | STATE: UTAH |

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

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|---|--|---|---|
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 3/15/2013 | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> CASING REPAIR |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> CHANGE WELL NAME |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> CONVERT WELL TYPE |
| <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> NEW CONSTRUCTION |
| | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> PLUG BACK |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | <input type="checkbox"/> TEMPORARY ABANDON |
| | <input type="checkbox"/> TUBING REPAIR | <input type="checkbox"/> VENT OR FLARE | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> WATER SHUTOFF | <input type="checkbox"/> SI TA STATUS EXTENSION | <input type="checkbox"/> APD EXTENSION |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> OTHER | OTHER: <input style="width: 100px;" type="text"/> |

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

BBC is submitting this sundry to request permission to change the surface casing setting depth to 2000' instead of 1500'. Surface hole casing size, production casing and hole size, and the TD will remain the same as previously approved. Please see the attached revised drilling plan and cement calculator and contact Brady Riley at 303-312-8115 with any questions in regard to the proposed change.

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

Date: March 26, 2013

By: *DeKQ*

| | | |
|---|-------------------------------------|--------------------------------|
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst |
| SIGNATURE N/A | DATE 3/12/2013 | |

DRILLING PLAN REVISED

BILL BARRETT CORPORATION

FD #3-23-6-19

NENW (TRACT 48), 800' FNL and 1980' FWL, Section 23, T6S – R19E, SLB&M
 UINTAH COUNTY, UT

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

| <u>Formation</u> | <u>Depth</u> |
|-------------------------|---------------------|
| Green River | 5654' |
| Mahogany | 6434' |
| Lower Green River* | 7774' |
| Douglas Creek | 7904' |
| Black Shale | 8199' |
| Castle Peak | 8629' |
| Wasatch* | 9354' |
| TD | 10154' |

*PROSPECTIVE PAY

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

3. **BOP and Pressure Containment Data**

| <u>Depth Intervals</u> | <u>BOP Equipment</u> |
|---|---|
| 0 – 2000' | No pressure control required |
| 2000' – TD | 11" 5000# Ram Type BOP 11" 5000# Annular BOP |
| - Drilling spool to accommodate choke and kill lines; | |
| - Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2; | |
| - The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests. | |
| - BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner. | |

4. **Casing Program**

| <u>Hole Size</u> | <u>SETTING DEPTH</u> | | <u>Casing Size</u> | <u>Casing Weight</u> | <u>Casing Grade</u> | <u>Thread</u> | <u>Condition</u> |
|-------------------------|-----------------------------|--------------------|---------------------------|-----------------------------|----------------------------|----------------------|-------------------------|
| | <u>(FROM)</u> | <u>(TO)</u> | | | | | |
| 26" | Surface | 80' | 16" | 65# | | | |
| 12 1/4" | Surface | 2000' | 9 5/8" | 36# | J or K 55 | ST&C | New |
| 7 7/8" | Surface | TD | 5 1/2" | 17# | P-110 | LT&C | New |

Bill Barrett Corporation
 Drilling Program **REVISED**
 FD #3-23-6-19
 Uintah County, Utah

5. Cementing Program

| | |
|--------------------------|---|
| 16" Conductor Casing | Grout |
| 9 5/8" Surface Casing | Lead: 280 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 1,500' |
| 5 1/2" Production Casing | Lead: 700 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 1,500' Tail: 460 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 @ 7699' |

6. Mud Program

| <u>Interval</u> | <u>Weight</u> | <u>Viscosity</u> | <u>Fluid Loss</u> <u>(API filtrate)</u> | <u>Remarks</u> |
|---|---------------|------------------|--|----------------------------------|
| 0' – 80' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 80' – 2000' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 2000' – 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. |
| NOTE: If BBC pursues the "Alternate" program, a suite of the above logs will be run on both the intermediate and production hole sections. | |

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 5069 psi* and maximum anticipated surface pressure equals approximately 2835 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)

Bill Barrett Corporation
Drilling Program **REVISED**
FD #3-23-6-19
Uintah County, Utah

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

9. Auxiliary Equipment

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

11. Drilling Schedule

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



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: [FD 3-23-6-19](#)

Surface Hole Data:

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

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 822.1 | ft ³ |
| Lead Fill: | 1,500' | |
| Tail Volume: | 274.0 | ft ³ |
| Tail Fill: | 500' | |

Cement Data:

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

Calculated # of Sacks:

| | |
|--------------|-----|
| # SK's Lead: | 280 |
|--------------|-----|

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

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

Production Hole Data:

| | |
|----------------|---------|
| Total Depth: | 10,154' |
| Top of Cement: | 1,500' |
| Top of Tail: | 7,699' |
| OD of Hole: | 7.875" |
| OD of Casing: | 5.500" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 1611.0 | ft ³ |
| Lead Fill: | 6,199' | |
| Tail Volume: | 638.1 | ft ³ |
| Tail Fill: | 2,455' | |

Cement Data:

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

Calculated # of Sacks:

| | |
|--------------|-----|
| # SK's Lead: | 700 |
| # SK's Tail: | 460 |

| |
|--|
| FD 3-23-6-19 Proposed Cementing Program |
|--|

| <u>Job Recommendation</u> | <u>Surface Casing</u> |
|-----------------------------------|--|
| Lead Cement - (1500' - 0') | |
| Halliburton Light Premium | Fluid Weight: 11.0 lbm/gal |
| 5.0 lbm/sk Silicalite Compacted | Slurry Yield: 3.16 ft ³ /sk |
| 0.25 lbm/sk Kwik Seal | Total Mixing Fluid: 19.48 Gal/sk |
| 0.125 lbm/sk Poly-E-Flake | Top of Fluid: 0' |
| 2.0% Bentonite | Calculated Fill: 1,500' |
| | Volume: 146.41 bbl |
| | Proposed Sacks: 280 sks |
| Tail Cement - (TD - 1500') | |
| Premium Cement | Fluid Weight: 14.8 lbm/gal |
| 2.0% Calcium Chloride | Slurry Yield: 1.36 ft ³ /sk |
| | Total Mixing Fluid: 6.37 Gal/sk |
| | Top of Fluid: 1,500' |
| | Calculated Fill: 500' |
| | Volume: 48.80 bbl |
| | Proposed Sacks: 210 sks |

| <u>Job Recommendation</u> | <u>Production Casing</u> |
|---------------------------------------|--|
| Lead Cement - (7699' - 1500') | |
| Tuned Light™ System | Fluid Weight: 11.0 lbm/gal |
| | Slurry Yield: 2.31 ft ³ /sk |
| | Total Mixing Fluid: 10.65 Gal/sk |
| | Top of Fluid: 1,500' |
| | Calculated Fill: 6,199' |
| | Volume: 286.91 bbl |
| | Proposed Sacks: 700 sks |
| Tail Cement - (10154' - 7699') | |
| Econocem™ System | Fluid Weight: 13.5 lbm/gal |
| 0.125 lbm/sk Poly-E-Flake | Slurry Yield: 1.42 ft ³ /sk |
| 1.0 lbm/sk Granulite TR 1/4 | Total Mixing Fluid: 6.61 Gal/sk |
| | Top of Fluid: 7,699' |
| | Calculated Fill: 2,455' |
| | Volume: 113.64 bbl |
| | Proposed Sacks: 460 sks |

| | |
|--|--|
| 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: fee |
| | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| | 7. UNIT or CA AGREEMENT NAME: |
| 1. TYPE OF WELL Oil Well | 8. WELL NAME and NUMBER: FD 3-23-6-19 |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | 9. API NUMBER: 43047532850000 |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | PHONE NUMBER: 303 312-8134 Ext |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0800 FNL 1980 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 23 Township: 06.0S Range: 19.0E Meridian: S | 9. FIELD and POOL or WILDCAT: WILDCAT |
| | COUNTY: Uintah |
| | STATE: UTAH |

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

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 7/23/2013 | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> CASING REPAIR |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> CHANGE WELL NAME |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> CONVERT WELL TYPE |
| <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> NEW CONSTRUCTION |
| | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> PLUG BACK |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | <input type="checkbox"/> TEMPORARY ABANDON |
| | <input type="checkbox"/> TUBING REPAIR | <input type="checkbox"/> VENT OR FLARE | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> WATER SHUTOFF | <input type="checkbox"/> SI TA STATUS EXTENSION | <input type="checkbox"/> APD EXTENSION |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input checked="" type="checkbox"/> OTHER | OTHER: <input type="text" value="revised pipeline route"/> |

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

Attached please find the revised pipeline route associated with this location.

**Accepted by the
 Utah Division of
 Oil, Gas and Mining
 FOR RECORD ONLY
 August 09, 2013**

| | | |
|---|-------------------------------------|--------------------------------|
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst |
| SIGNATURE N/A | DATE 7/23/2013 | |

BILL BARRETT CORPORATION

FD #3-23-6-19

LOCATED IN UINTAH COUNTY, UTAH
SECTION 23, T6S, R19E, U.S.B.&M.



PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: NORTHWESTERLY

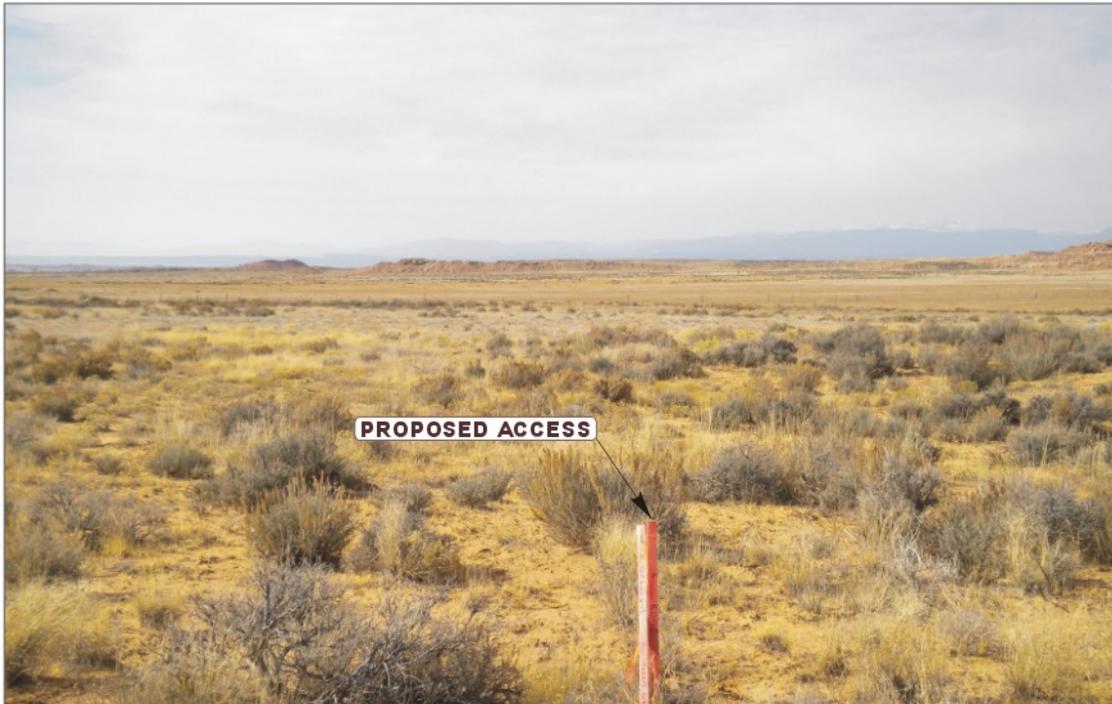


PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHWESTERLY



Since 1964 -

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

LOCATION PHOTOS

11 18 11
MONTH DAY YEAR

PHOTO

TAKEN BY: C.R.

DRAWN BY: J.L.G.

REVISED: 00-00-00

T6S, R19E, S.L.B.&M.

BILL BARRETT CORPORATION

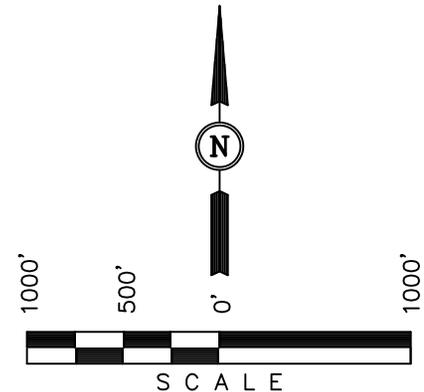
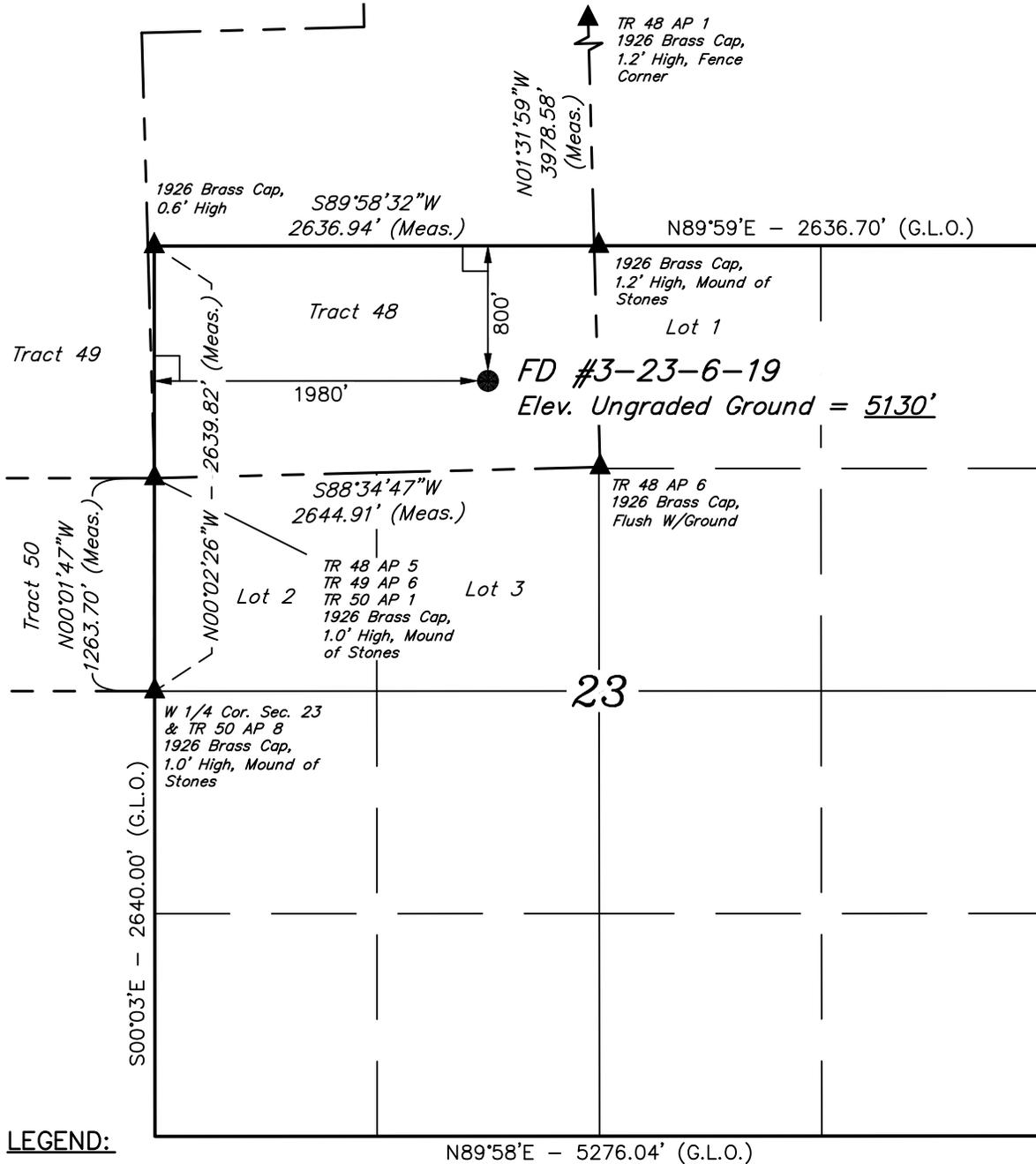
Well location, FD #3-23-6-19, located as shown in Tract 48 of Section 23, T6S, R19E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

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



CERTIFICATE

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

Robert K. Barrett
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH
 92-05111

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

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

| | |
|---------------------------|------------------------------|
| NAD 83 (SURFACE LOCATION) | |
| LATITUDE | = 40°17'19.12" (40.288644) |
| LONGITUDE | = 109°45'09.63" (109.752675) |
| NAD 27 (SURFACE LOCATION) | |
| LATITUDE | = 40°17'19.26" (40.288683) |
| LONGITUDE | = 109°45'07.12" (109.751978) |

| | | |
|-------------------------|----------------------------------|-------------------------|
| SCALE 1" = 1000' | DATE SURVEYED: 11-10-11 | DATE DRAWN: 11-22-11 |
| PARTY C.R. S.R. C.C. | REFERENCES G.L.O. PLAT | |
| WEATHER COOL | FILE BILL BARRETT CORPORATION | |

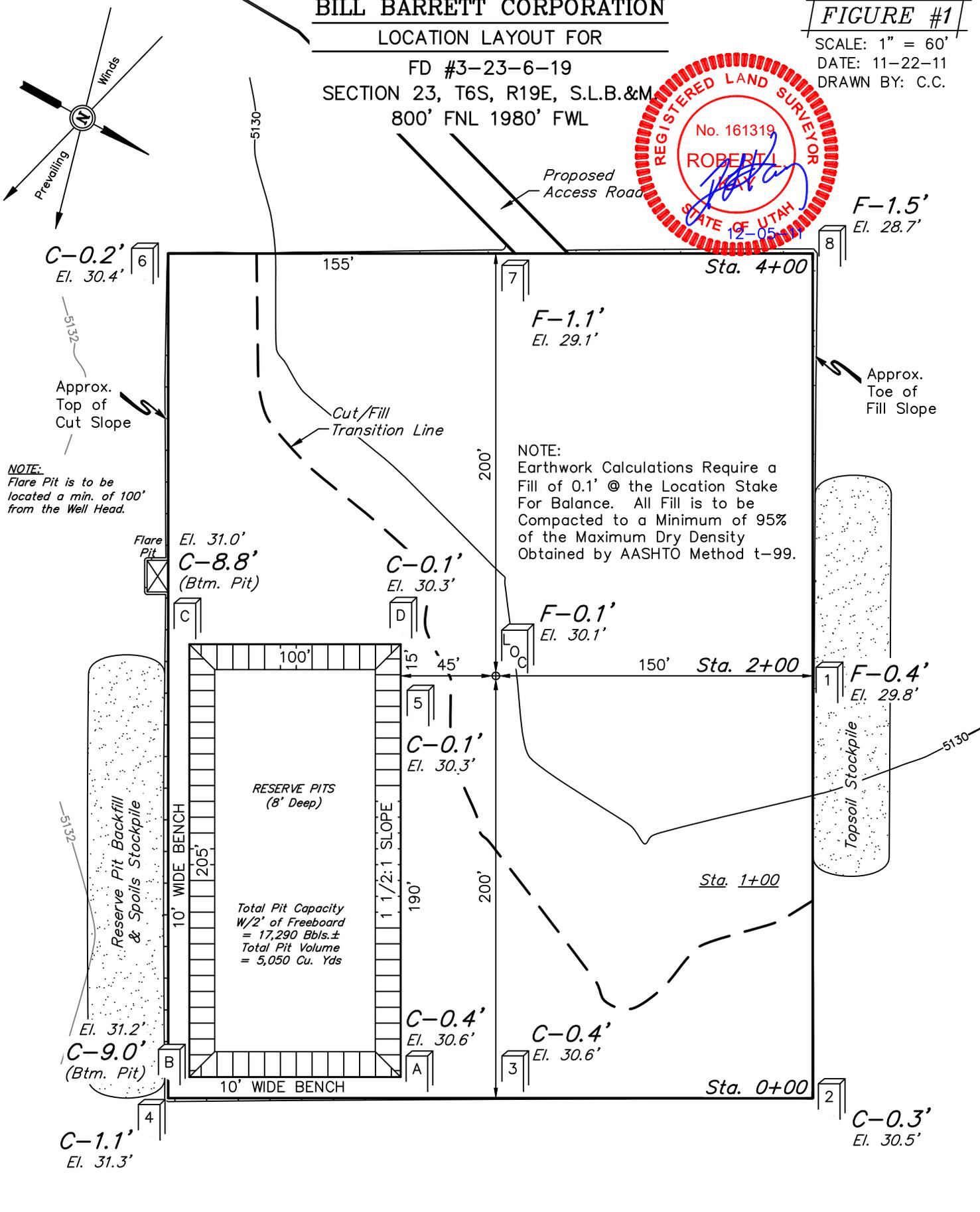
BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

FD #3-23-6-19
SECTION 23, T6S, R19E, S.L.B.&M
800' FNL 1980' FWL

FIGURE #1

SCALE: 1" = 60'
DATE: 11-22-11
DRAWN BY: C.C.



Elev. Ungraded Ground At Loc. Stake = 5130.1'
FINISHED GRADE ELEV. AT LOC. STAKE = 5130.2'

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

BILL BARRETT CORPORATION

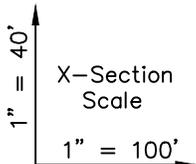
TYPICAL CROSS SECTIONS FOR

FD #3-23-6-19

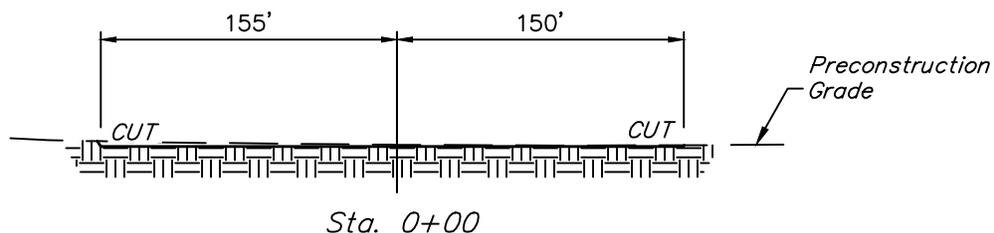
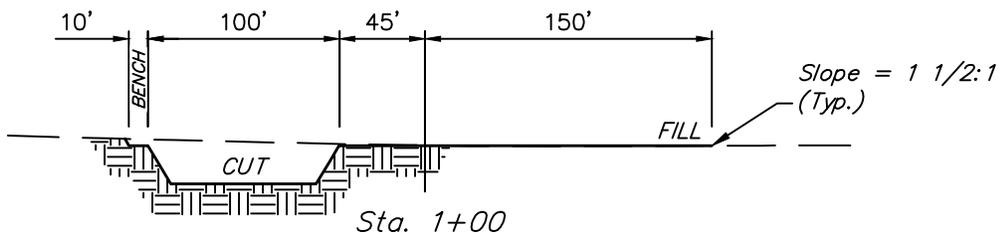
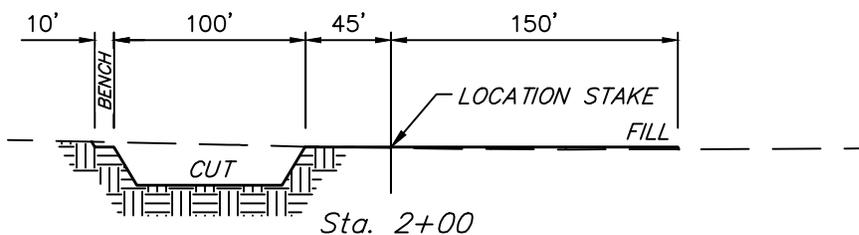
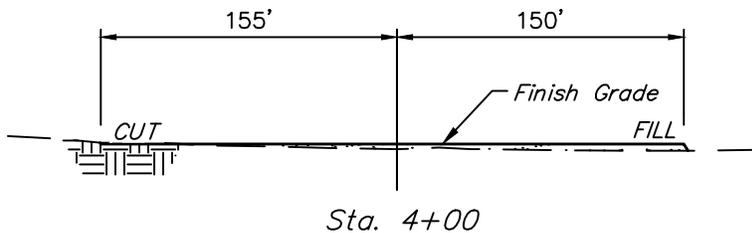
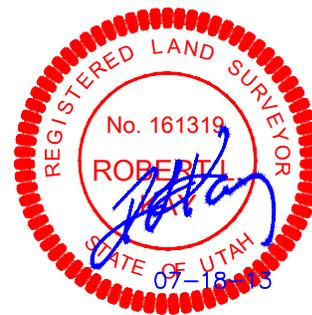
SECTION 23, T6S, R19E, S.L.B.&M.

800' FNL 1980' FWL

FIGURE #2



DATE: 11-22-11
DRAWN BY: C.C.
REV: 07-18-13 S.S.



APPROXIMATE ACREAGES
WELL SITE DISTURBANCE = ± 3.977 ACRES
ACCESS ROAD DISTURBANCE = ± 0.469 ACRES
PIPELINE DISTURBANCE = ± 0.456 ACRES
TOTAL = ± 4.902 ACRES

* NOTE:
FILL QUANTITY INCLUDES
5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping = 2,290 Cu. Yds.
Remaining Location = 5,370 Cu. Yds.
TOTAL CUT = 7,660 CU.YDS.
FILL = 2,840 CU.YDS.

EXCESS MATERIAL = 4,820 Cu. Yds.
Topsoil & Pit Backfill = 4,820 Cu. Yds.
(1/2 Pit Vol.)
EXCESS UNBALANCE = 0 Cu. Yds.
(After Interim Rehabilitation)

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

BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

FD #3-23-6-19

SECTION 23, T6S, R19E, S.L.B.&M.

800' FNL 1980' FWL

FIGURE #3

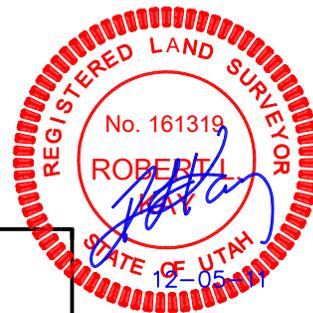
SCALE: 1" = 60'

DATE: 11-22-11

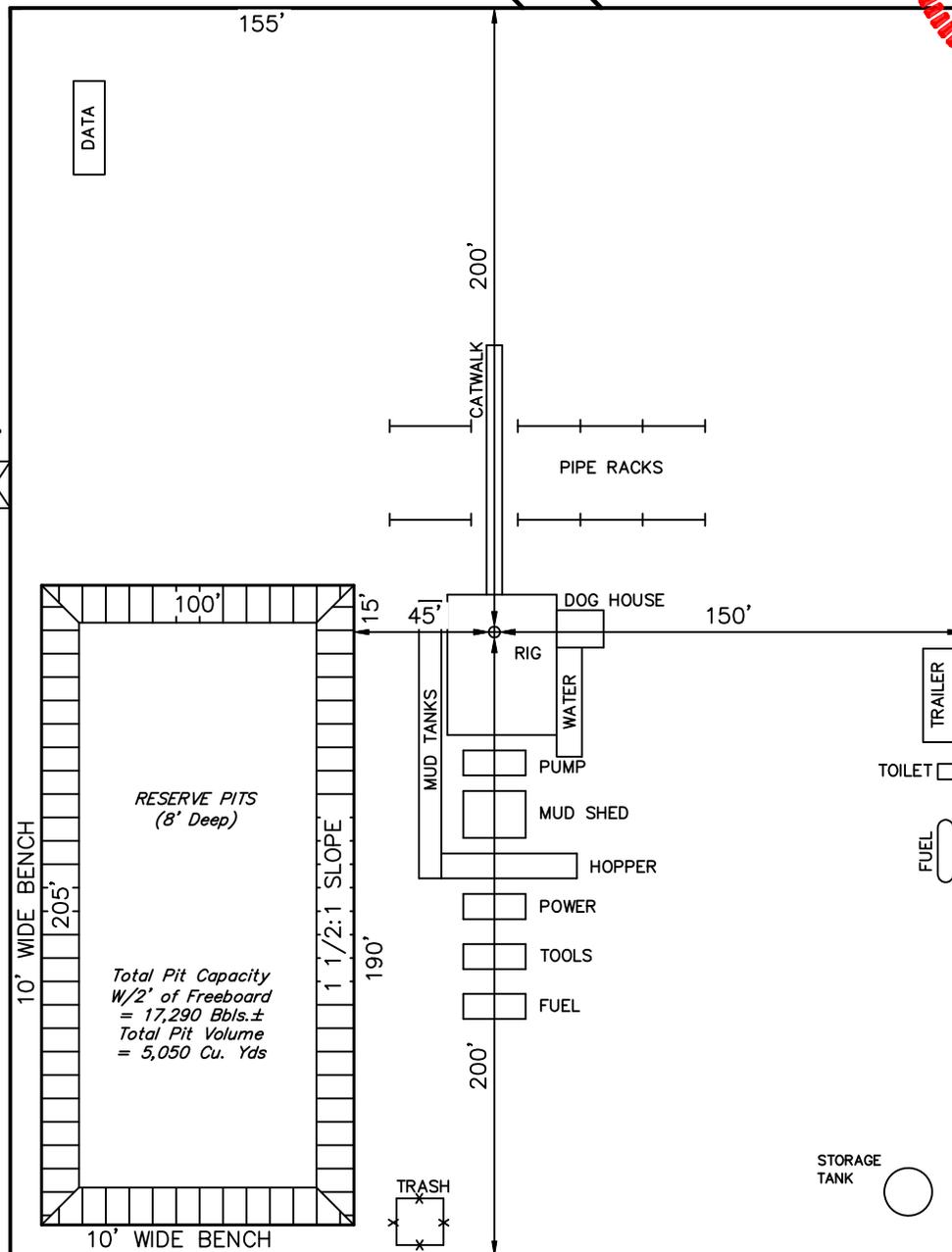
DRAWN BY: C.C.



Proposed
Access Road



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



DATA

155'

200'

CATWALK

PIPE RACKS

DOG HOUSE

RIG

WATER

PUMP

MUD SHED

HOPPER

POWER

TOOLS

FUEL

200'

TRAILER

TOILET

FUEL

STORAGE TANK

100'

10' WIDE BENCH

205'

RESERVE PITS
(8' Deep)

Total Pit Capacity
W/2' of Freeboard
= 17,290 Bbls.±
Total Pit Volume
= 5,050 Cu. Yds

1 1/2:1 SLOPE

190'

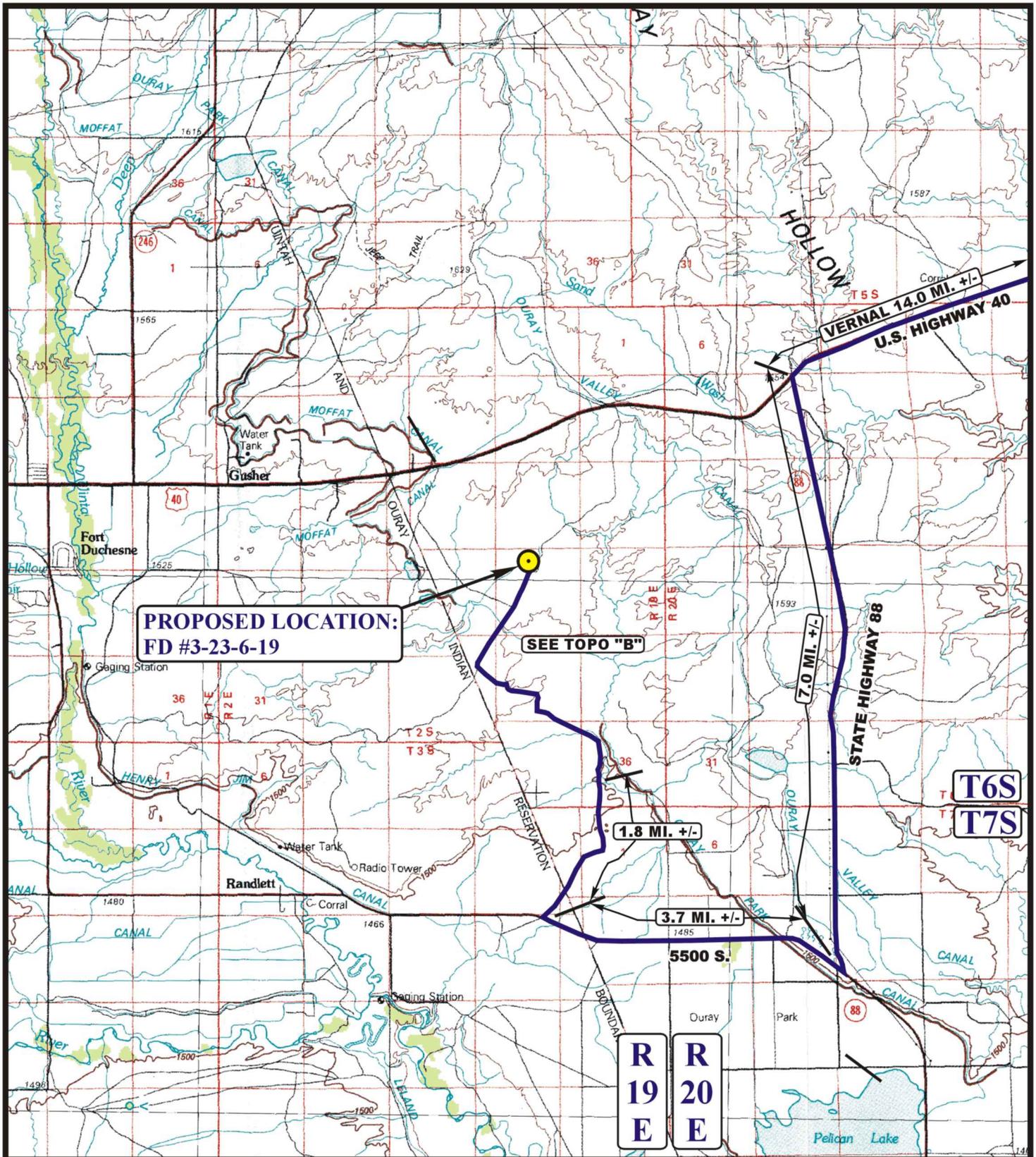
10' WIDE BENCH

TRASH

BILL BARRETT CORPORATION
FD #3-23-6-19
SECTION 23, T6S, R19E, S.L.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 14.0 MILES TO THE JUNCTION OF THIS ROAD AND STATE HIGHWAY 88 TO THE SOUTH; TURN LEFT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 7.0 MILES TO THE JUNCTION OF THIS ROAD AND 5500 SOUTH TO THE NORTHWEST; TURN RIGHT AND PROCEED IN A NORTHWESTERLY, THEN WESTERLY DIRECTION APPROXIMATELY 3.7 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTHEAST; TURN RIGHT AND PROCEED IN A NORTHEASTERLY, THEN NORTHERLY, THEN NORTHWESTERLY DIRECTION APPROXIMATELY 1.8 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTH; PROCEED IN A NORTHERLY, THEN NORTHWESTERLY DIRECTION APPROXIMATELY 2.4 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTHEAST; TURN RIGHT AND PROCEED IN A NORTHEASTERLY DIRECTION APPROXIMATELY 1.4 MILES TO THE BEGINNING OF THE PROPOSED ACCESS TO THE NORTHWEST; FOLLOW ROAD FLAGS IN A NORTHWESTERLY, THEN NORTHERLY DIRECTION APPROXIMATELY 716' TO THE PROPOSED LOCATION

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 30.4 MILES.



**PROPOSED LOCATION:
FD #3-23-6-19**

SEE TOPO "B"

**T6S
T7S**

**R
19
E**

**R
20
E**

LEGEND:

PROPOSED LOCATION



BILL BARRETT CORPORATION

**FD #3-23-6-19
SECTION 23, T6S, R19E, S.L.B.&M.
800' FNL 1980' FWL**



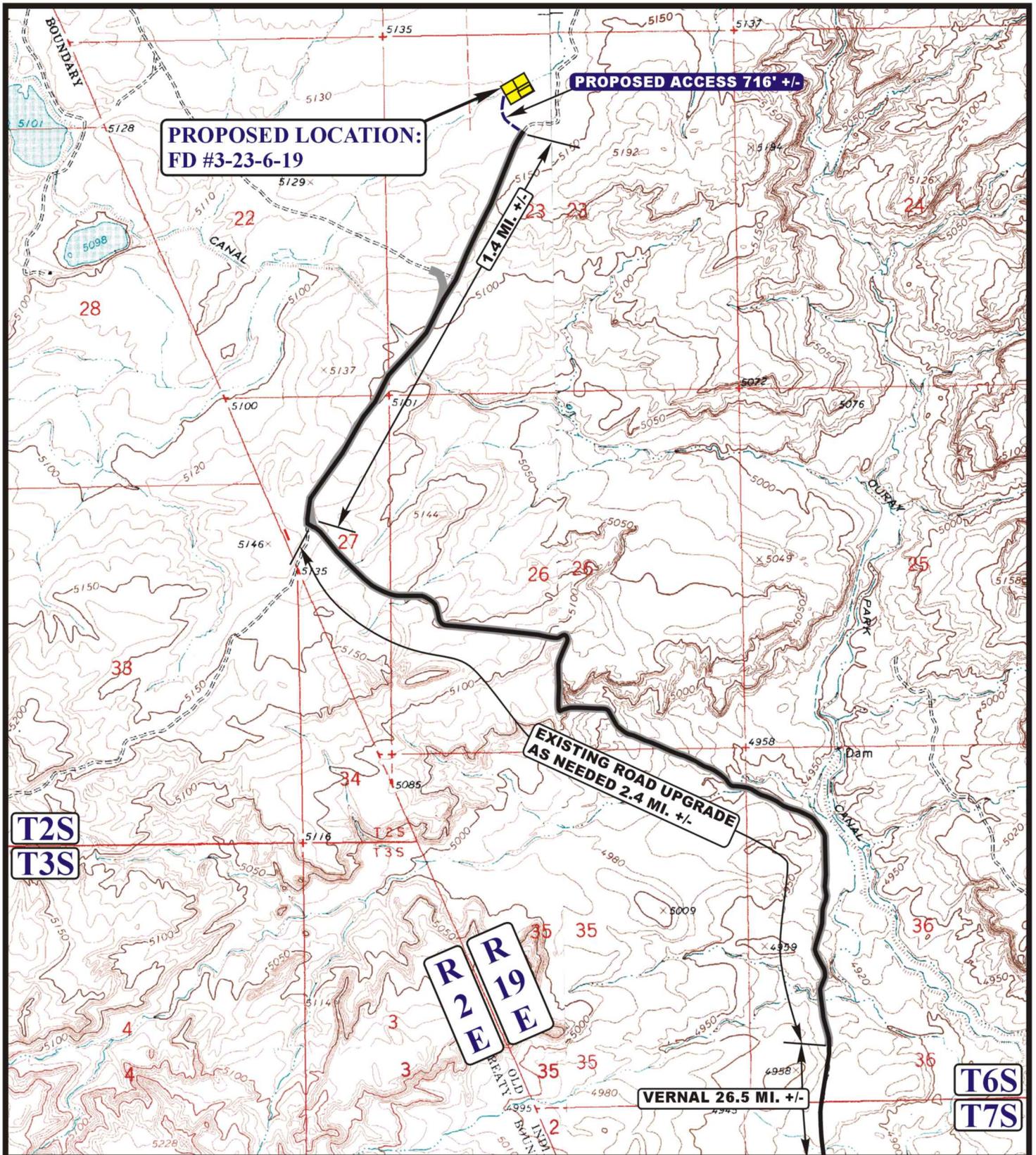
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**ACCESS ROAD
MAP**

| | | |
|-----------|-----------|-----------|
| 11 | 18 | 11 |
| MONTH | DAY | YEAR |



SCALE: 1:100,000 DRAWN BY: J.L.G. REV: 11-30-12 J.L.H.



LEGEND:

-  EXISTING ROAD
-  EXISTING ROAD (UPGRAD AS NEEDED)
-  PROPOSED ACCESS ROAD

BILL BARRETT CORPORATION

FD #3-23-6-19
 SECTION 23, T6S, R19E, S.L.B.&M.
 800' FNL 1980' FWL



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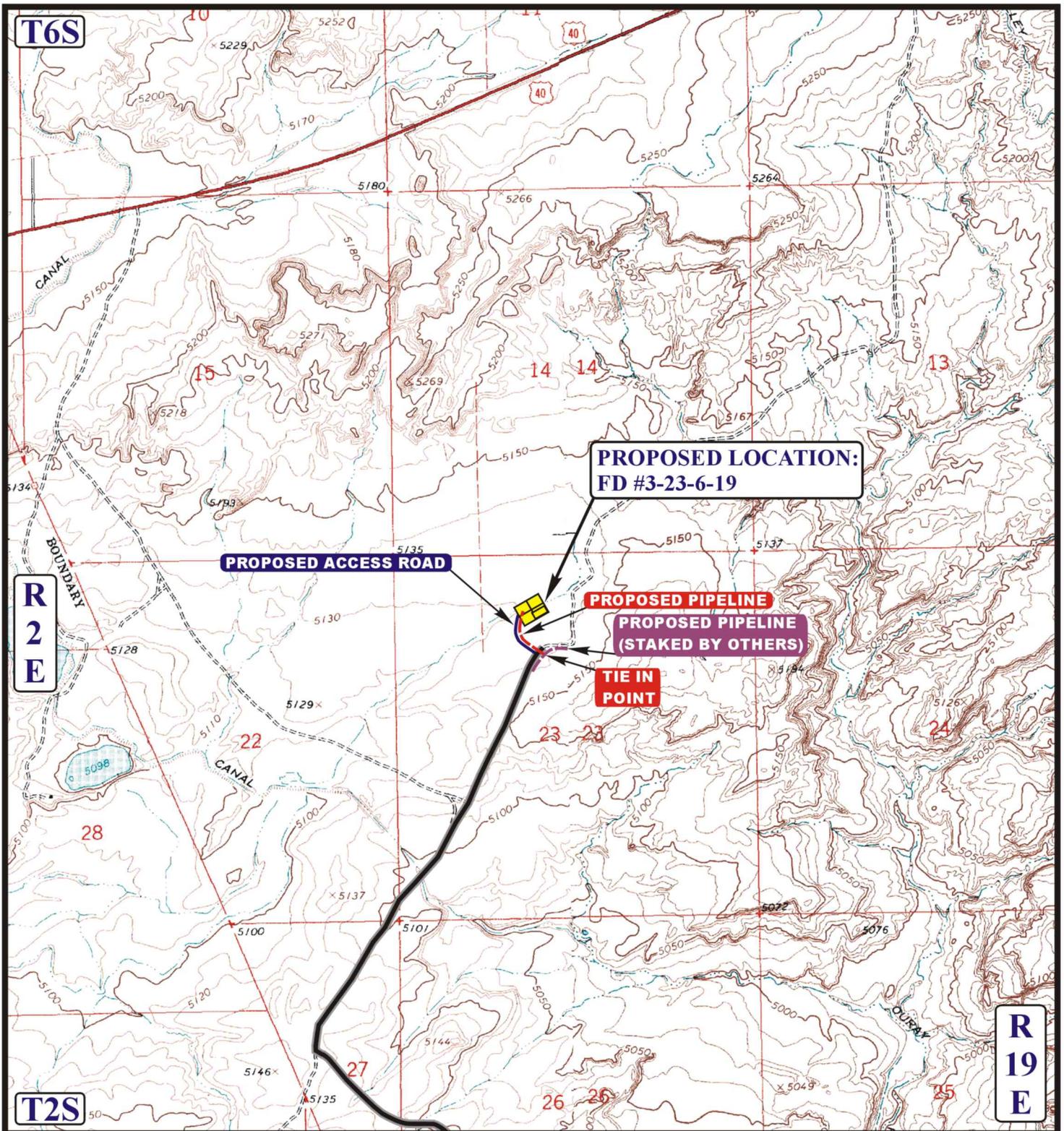


**ACCESS ROAD
 MAP**

| | | |
|-----------|-----------|-----------|
| 11 | 18 | 11 |
| MONTH | DAY | YEAR |

SCALE: 1" = 2000' DRAWN BY: J.L.G. REV: 11-30-12 J.L.H.





APPROXIMATE TOTAL PIPELINE DISTANCE = 662' +/-

LEGEND:

- EXISTING ROAD
- PROPOSED ACCESS
- PROPOSED PIPELINE (STAKED BY OTHERS)
- PROPOSED PIPELINE



BILL BARRETT CORPORATION

FD #3-23-6-19
SECTION 23, T6S, R19E, S.L.B.&M.
800' FNL 1980' FWL

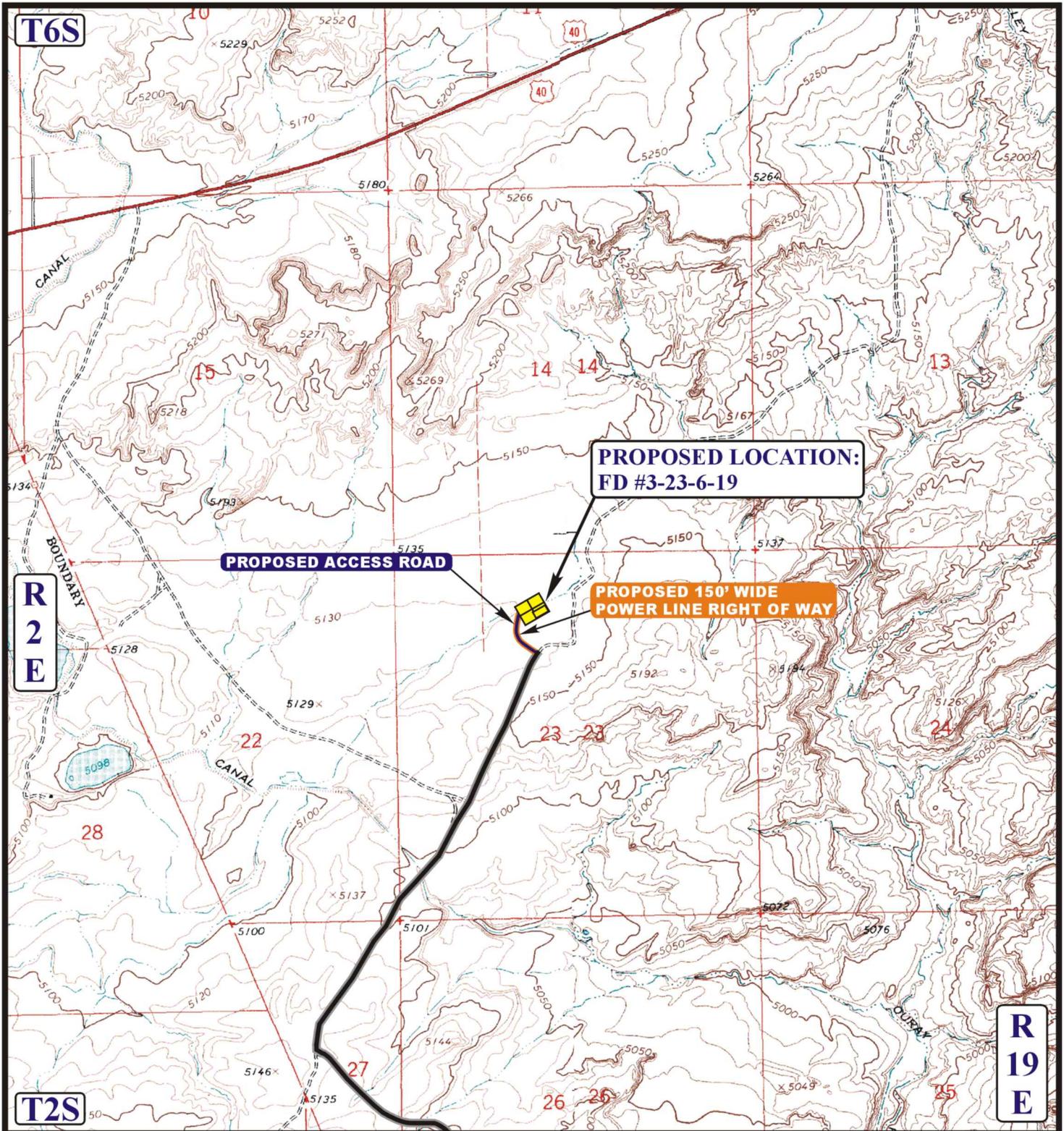


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TOPOGRAPHIC 11 18 11
MAP MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: J.L.G. REV: 07-17-13 S.O.





APPROXIMATE TOTAL POWER LINE DISTANCE = 716' +/-

LEGEND:

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

BILL BARRETT CORPORATION

FD #3-23-6-19
SECTION 23, T6S, R19E, S.L.B.&M.
800' FNL 1980' FWL



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(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC 11 16 12
MAP MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: C.I. REV: 11-30-12 J.L.H.



| | |
|--|--|
| 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: fee |
| 1. TYPE OF WELL Oil Well | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | 8. WELL NAME and NUMBER: FD 3-23-6-19 |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0800 FNL 1980 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 23 Township: 06.0S Range: 19.0E Meridian: S | 9. API NUMBER: 43047532850000 |
| PHONE NUMBER: 303 312-8134 Ext | 9. FIELD and POOL or WILDCAT: WILDCAT |
| COUNTY: UINTAH | STATE: UTAH |

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

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|---|--|---|---|
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 12/18/2014 | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> CASING REPAIR |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> CHANGE WELL NAME |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> CONVERT WELL TYPE |
| <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> NEW CONSTRUCTION |
| | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> PLUG BACK |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | <input type="checkbox"/> TEMPORARY ABANDON |
| | <input type="checkbox"/> TUBING REPAIR | <input type="checkbox"/> VENT OR FLARE | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> WATER SHUTOFF | <input type="checkbox"/> SI TA STATUS EXTENSION | <input checked="" type="checkbox"/> APD EXTENSION |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> OTHER | OTHER: <input style="width: 100px;" type="text"/> |

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

BBC Here by request a one year extension for APD

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

Date: November 20, 2013

By: 

| | | |
|---|-------------------------------------|--|
| NAME (PLEASE PRINT) Christina Hirtler | PHONE NUMBER 303 312-8597 | TITLE Administrative Assistant |
| SIGNATURE N/A | DATE 11/20/2013 | |



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43047532850000

API: 43047532850000

Well Name: FD 3-23-6-19

Location: 0800 FNL 1980 FWL QTR NENW SEC 23 TWNP 060S RNG 190E MER S

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 12/18/2012

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

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes No

- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes No

- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes No

- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? Yes No

- Has the approved source of water for drilling changed? Yes No

- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes No

- Is bonding still in place, which covers this proposed well? Yes No

Signature: Christina Hirtler

Date: 11/20/2013

Title: Administrative Assistant Representing: BILL BARRETT CORP

| 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: fee | |
| | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: | |
| 1. TYPE OF WELL Oil Well | | 7. UNIT or CA AGREEMENT NAME: | |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 8. WELL NAME and NUMBER: FD 3-23-6-19 | |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | | 9. API NUMBER: 43047532850000 | |
| PHONE NUMBER: 303 312-8134 Ext | | 9. FIELD and POOL or WILDCAT: WILDCAT | |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0800 FNL 1980 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 23 Township: 06.0S Range: 19.0E Meridian: S | | COUNTY: UINTAH | |
| | | STATE: UTAH | |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | | |
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/20/2013 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER | <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text" value="CONF STATUS REQUEST"/> |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. | | | |
| BBC IS REQUESTING THIS WELL BE PLACED UNDER CONFIDENTIAL STATUS. | | | |
| Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY December 12, 2013 | | | |
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst | |
| SIGNATURE N/A | | DATE 11/20/2013 | |

| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
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| | | STATE: UTAH |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | |
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| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 7/31/2014 <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> OTHER | |
| | <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> | |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. | | |
| Drilling Contractor: Triple A Drilling LLC. Rig #: TA 4037 Rig Type: Soilmec SR/30 Spud Date: 7/31/2014 Spud Time: 8:00 AM Commence Drilling approximate start date: 8/15/2014 | | |
| Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY August 04, 2014 | | |
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst |
| SIGNATURE N/A | | DATE 8/4/2014 |

BILL BARRETT CORPORATION
DRILLING PLAN

FD 3-23-6-19

NENW (TRACT 48), 800' FNL and 1980' FWL, Section 23, T6S – R19E, SLB&M
UINTAH COUNTY, UT

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

| <u>Formation</u> | <u>Depth</u> |
|-------------------------|---------------------|
| Green River | 5,570' |
| Mahogany | 6,424' |
| Lower Green River* | 7,758' |
| Douglas Creek | 7,911' |
| Black Shale | 8,397' |
| Castle Peak | 8,702' |
| Wasatch* | 9,238' |
| TD | 9,738' |

*PROSPECTIVE PAY

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

Base of Useable Water = 4,254'

3. BOP and Pressure Containment Data

| <u>Depth Intervals</u> | <u>BOP Equipment</u> |
|---|---|
| 0 – 1200' | No pressure control required |
| 1200' – 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. | |

*See Appendix A

4. Casing Program

| <u>Hole Size</u> | <u>SETTING DEPTH</u> | | <u>Casing Size</u> | <u>Casing Weight</u> | <u>Casing Grade</u> | <u>Thread</u> | <u>Condition</u> |
|-------------------------|-----------------------------|--------------------|---------------------------|-----------------------------|----------------------------|----------------------|-------------------------|
| | <u>(FROM)</u> | <u>(TO)</u> | | | | | |
| 26" | Surface | 80' | 16" | 65# | | | |
| 12 1/4" | Surface | 1200' | 8 5/8" | 24# | J-55 | ST&C | New |
| 7 7/8" | Surface | TD | 5 1/2" | 17# | P-110/I-80 | LT&C | New |

Bill Barrett Corporation
 Drilling Program
 FD 3-23-6-19
 Uintah County, Utah

5. Cementing Program

| | |
|---|---|
| 16" Conductor Casing | Grout |
| 8 5/8" Surface Casing (may pre-set with spudder rig) | Lead: 170 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: 270 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 @ 700' |
| 5 1/2" Production Casing | Lead: 740 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 700' Tail: 460 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 @ 7258' |

6. Mud Program

| <u>Interval</u> | <u>Weight</u> | <u>Viscosity</u> | <u>Fluid Loss (API filtrate)</u> | <u>Remarks</u> |
|---|---------------|------------------|--------------------------------------|---|
| 0' – 1200' | 8.3 – 8.7 | 26 – 36 | NC | Air/Mist/Freshwater Spud Mud Fluid System |
| 1200'-5500' | 9.2 - 9.4 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 5500' – TD | 9.4 - 9.5 | 42 – 58 | 25 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 4811 psi* and maximum anticipated surface pressure equals approximately 2669 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

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

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

Bill Barrett Corporation
Drilling Program
FD 3-23-6-19
Uintah 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 from:

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

11. Drilling Schedule

Location Construction: DECEMBER 2014
Spud: DECEMBER 2014
Duration: 15 days drilling time
6 days completion time

12. Appendix A

8-5/8" casing may be preset with a spudder rig. If this occurs, the following equipment shall be in place and operational during air/gas drilling:

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



Bill Barrett Corporation

FORT DUCHESNE CEMENT VOLUMES

Well Name: FD 3-23-6-19

Surface Hole Data:

| | |
|----------------|---------|
| Total Depth: | 1,200' |
| Top of Cement: | 0' |
| OD of Hole: | 12.250" |
| OD of Casing: | 8.625" |

Calculated Data:

| | | |
|--------------|-------|-----------------|
| Lead Volume: | 505.6 | ft ³ |
| Lead Fill: | 700' | |
| Tail Volume: | 361.1 | ft ³ |
| Tail Fill: | 500' | |

Cement Data:

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

Calculated # of Sacks:

SK's Lead: **170**

| | | |
|--------------|------|---------------------|
| Tail Yield: | 1.36 | ft ³ /sk |
| % Excess: | 75% | |
| Top of Tail: | 700' | |

SK's Tail: **270**

Production Hole Data:

| | |
|----------------|--------|
| Total Depth: | 9,738' |
| Top of Cement: | 700' |
| Top of Tail: | 7,258' |
| OD of Hole: | 7.875" |
| OD of Casing: | 5.500" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 1704.3 | ft ³ |
| Lead Fill: | 6,558' | |
| Tail Volume: | 644.6 | ft ³ |
| Tail Fill: | 2,480' | |

Cement Data:

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

Calculated # of Sacks:

SK's Lead: **740**

SK's Tail: **460**

| |
|--|
| FD 3-23-6-19 Proposed Cementing Program |
|--|

| <u>Job Recommendation</u> | <u>Surface Casing</u> |
|----------------------------------|--|
| Lead Cement - (700' - 0') | |
| Halliburton Light Premium | Fluid Weight: 11.0 lbm/gal |
| 5.0 lbm/sk Silicalite Compacted | Slurry Yield: 3.16 ft ³ /sk |
| 0.25 lbm/sk Kwik Seal | Total Mixing Fluid: 19.48 Gal/sk |
| 0.125 lbm/sk Poly-E-Flake | Top of Fluid: 0' |
| 2.0% Bentonite | Calculated Fill: 700' |
| | Volume: 90.04 bbl |
| | Proposed Sacks: 170 sks |
| Tail Cement - (TD - 700') | |
| Premium Cement | Fluid Weight: 14.8 lbm/gal |
| 2.0% Calcium Chloride | Slurry Yield: 1.36 ft ³ /sk |
| | Total Mixing Fluid: 6.37 Gal/sk |
| | Top of Fluid: 700' |
| | Calculated Fill: 500' |
| | Volume: 64.32 bbl |
| | Proposed Sacks: 270 sks |

| <u>Job Recommendation</u> | <u>Production Casing</u> |
|--------------------------------------|--|
| Lead Cement - (7258' - 700') | |
| 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: 700' |
| | Calculated Fill: 6,558' |
| | Volume: 303.52 bbl |
| | Proposed Sacks: 740 sks |
| Tail Cement - (9738' - 7258') | |
| Econocem™ System | Fluid Weight: 13.5 lbm/gal |
| 0.125 lbm/sk Poly-E-Flake | Slurry Yield: 1.42 ft ³ /sk |
| 1.0 lbm/sk Granulite TR 1/4 | Total Mixing Fluid: 6.61 Gal/sk |
| | Top of Fluid: 7,258' |
| | Calculated Fill: 2,480' |
| | Volume: 114.79 bbl |
| | Proposed Sacks: 460 sks |

PRESSURE CONTROL EQUIPMENT – Schematic Attached

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

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

B. Pressure Rating: 5,000 psi

C. Testing Procedure:

Annular Preventer

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

At a minimum the above pressure test will be performed:

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

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

Blow-Out Preventer

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

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

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

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

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

D. Choke Manifold Equipment:

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

E. Accumulator:

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

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

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

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

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

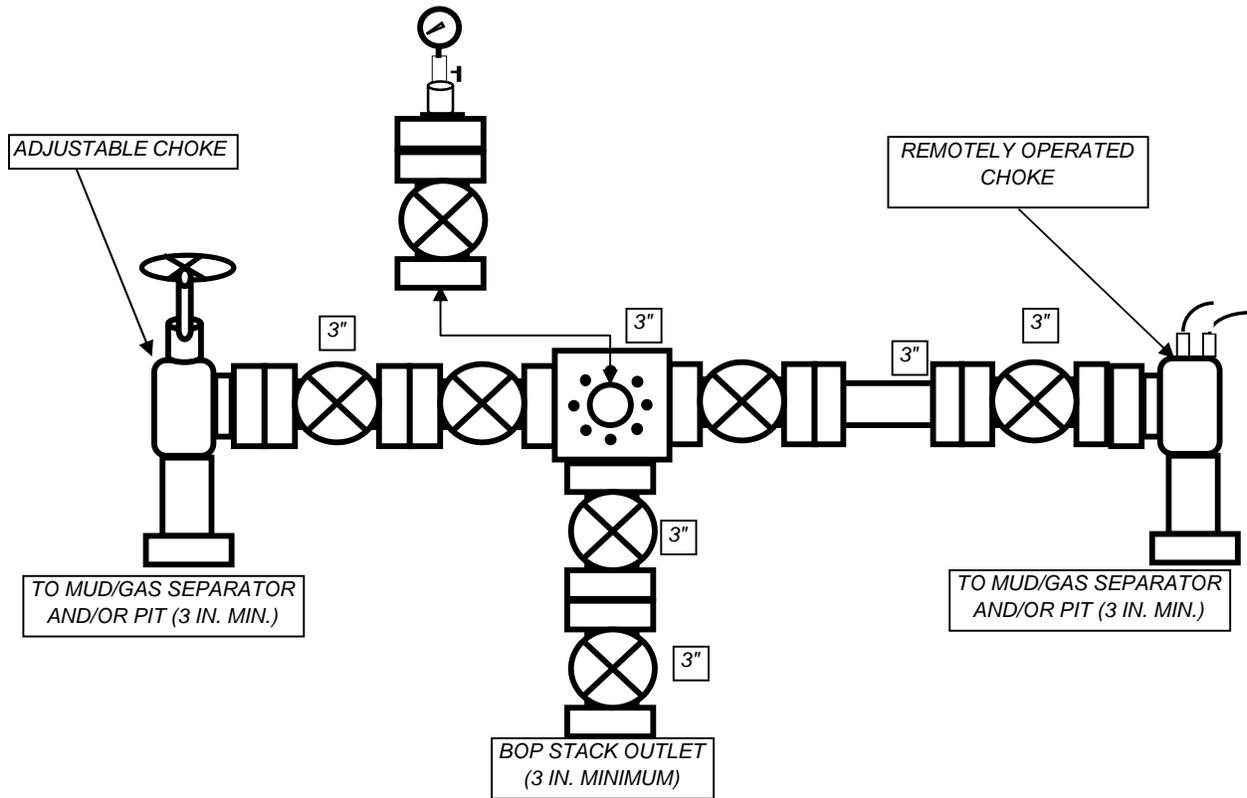
F. Miscellaneous Information:

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

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

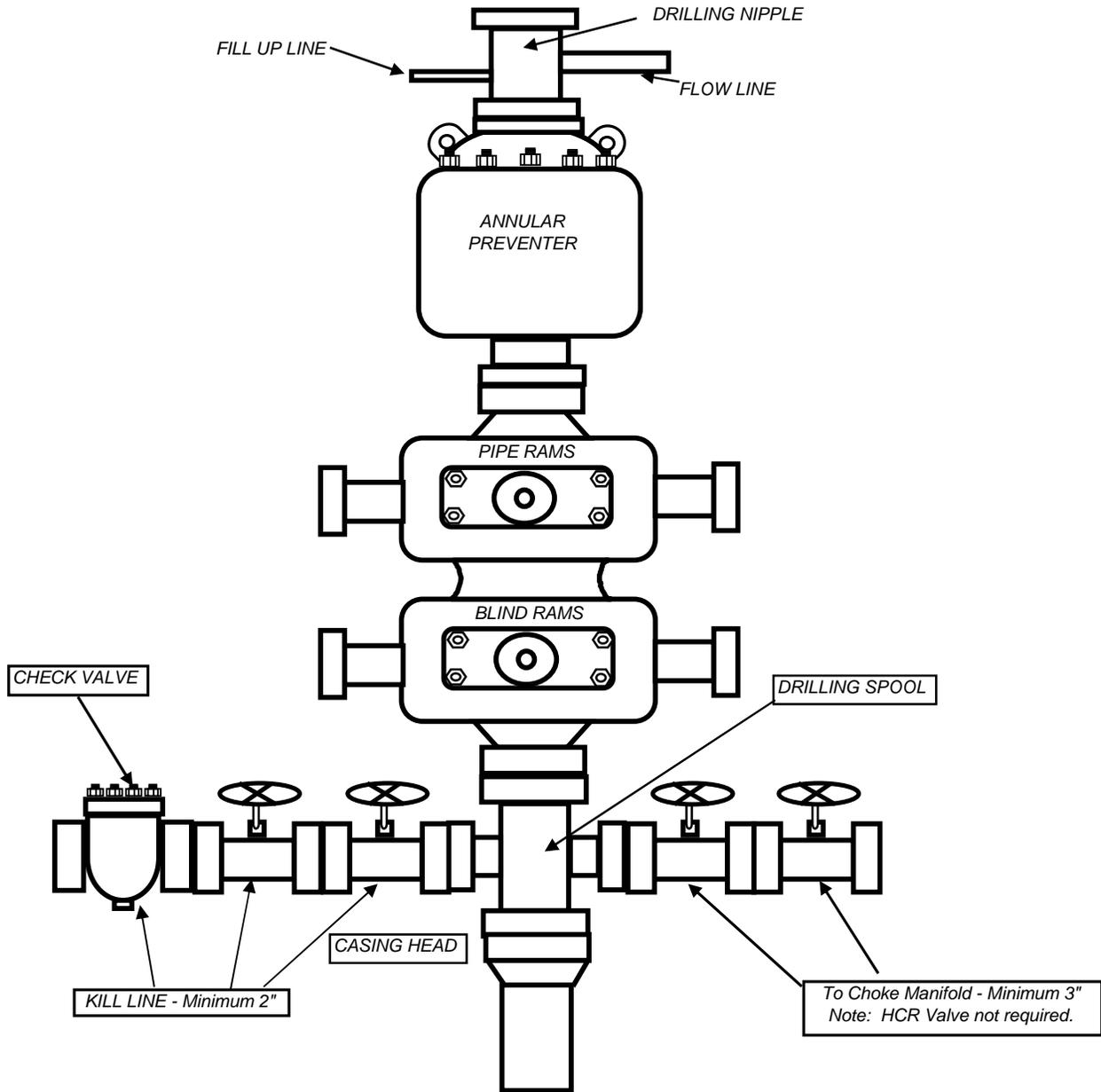
BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION

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



BLM - Vernal Field Office - Notification Form

_Submitted By Ricky Kuhr Phone Number 303-353-5374

Well Name/Number FD 3-23-6-19

Qtr/Qtr ~~NW/SE~~ Section 23 Township 6S Range 19E *NE NW*

Lease Serial Number _____

API Number 43-047-53285

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM PM

Casing – Please report time casing run starts, not cementing times.

- Surface Casing
- Intermediate Casing
- Production Casing
- Liner
- Other

Date/Time 10/15/2014 600 AM PM

BOPE

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

Date/Time 10/15/14 100 AM PM

Remarks Running 2400' of 9 5/8", 36#, J-55, STC csg.

–

| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 | |
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| TYPE OF SUBMISSION | TYPE OF ACTION | | |
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 10/31/2014 | <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER | <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. | | | |
| October 2014 monthly drilling activity report is attached | | | |
| Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY November 05, 2014 | | | |
| NAME (PLEASE PRINT) Christina Hirtler | PHONE NUMBER 303 312-8597 | TITLE Administrative Assistant | |
| SIGNATURE N/A | DATE 11/4/2014 | | |

**FD 03-23-6-19 10/13/2014 18:00 - 10/14/2014 06:00**

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|---------------------|
| 18:00 | 12.00 | 06:00 | 1 | RIGUP & TEARDOWN | WAIT ON DAY LIGHTS. |

FD 03-23-6-19 10/14/2014 06:00 - 10/15/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|--|
| 06:00 | 16.50 | 22:30 | 1 | RIGUP & TEARDOWN | MOVE RIG FROM THE FD 10-17-2-2 RIG 100% ON LOCATION 1:00 PM |
| 22:30 | 1.50 | 00:00 | 1 | RIGUP & TEARDOWN | RIG UP CONDUCTOR/DIVERTER, FLOW LINE, FILL PITS, RIG UP FLOOR FOR SURFACE DRILLING, RIG ON DAY WORK @ 22:30 |
| 00:00 | 1.00 | 01:00 | 21 | OPEN | LAY OUT B.H.A & STRAP |
| 01:00 | 1.50 | 02:30 | 20 | DIRECTIONAL WORK | M/U BIT PICK UP DIRECTIONAL TOOLS SCRIBE TOOL PICK UP SHOCK SUB, REAMERS AND MONELS |
| 02:30 | 3.00 | 05:30 | 2 | DRILL ACTUAL | (SPUD WELL @ 2:30 AM) STEERABLE DRILLING 12 1/4 SURFACE F/ 92'-338' (246') 82' FPH AVG GPM= 486- TOPDRIVE RPM=50 MOTOR RPM=83 TOTAL RPM=135 WT ON BIT=15K OFF BOTTOM PRESSURE=530 PSI DIFF PRESS=150-300PSI TQ=6.7K |
| 05:30 | 0.50 | 06:00 | 7 | LUBRICATE RIG | RIG SERVICE, TIGHTEN BONDIT PACKING |

FD 03-23-6-19 10/15/2014 06:00 - 10/16/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------------|--|
| 06:00 | 7.00 | 13:00 | 2 | DRILL ACTUAL | STEERABLE DRILLING 12 1/4 SURFACE F/ 338'-1237' (899') 128' FPH AVG GPM= 486- TOPDRIVE RPM=50 MOTOR RPM=83 TOTAL RPM=135 WT ON BIT=15K OFF BOTTOM PRESSURE=530 PSI DIFF PRESS=150-300PSI TQ=6.7K |
| 13:00 | 1.00 | 14:00 | 5 | COND MUD & CIRC | CIRCULATE SWEEP AROUND CLEAN UP SHAKERS FLOW CHECK |
| 14:00 | 2.00 | 16:00 | 6 | TRIPS | SHORT TRIP TO 8' COLLARS AND BACK TO BOTTOM |
| 16:00 | 0.50 | 16:30 | 5 | COND MUD & CIRC | CIRCULATE SWEEP AROUND |
| 16:30 | 2.50 | 19:00 | 6 | TRIPS | TRIP OUT OF THE HOLE FOR 8 5/8 CASING RUN |
| 19:00 | 1.50 | 20:30 | 20 | DIRECTIONAL WORK | LAY DOWN DIRECTIONAL TOOLS |
| 20:30 | 1.00 | 21:30 | 21 | OPEN | PREP FLOOR FOR CASING RUN |
| 21:30 | 1.50 | 23:00 | 12 | RUN CASING & CEMENT | RUN 8 5/8 24# J-55 CASING AS FOLLOW 1 SHOE 1 CASING 1 FLOAT 27 JOINTS BLM & UDOGM NOTICE SENT OUT MON 10/13/2014 8:29 PM |
| 23:00 | 1.00 | 00:00 | 5 | COND MUD & CIRC | CIRCULATE WORK PIPE RIG UP HALLIBURTON |
| 00:00 | 2.00 | 02:00 | 12 | RUN CASING & CEMENT | SAFETY MEETING WITH HALLIBURTON CEMENT CREW -TEST LINES @ 3000 PSI, 20 BBLS FRESH WATER 40 BBLS SUPER FLUSH @ 10 PPG 20 BBLS WATER 90 BBLS LEAD CEMENT 185 SKS @ 11.5 PPG YP 2.74 GALS/SK 16.75 67 BBLS TAIL CEMENT 275 SKS @ 14.8 PPG YP 1.37 GAL/SK 6.62 SHUT DOWN WASH UP LINES DROP PLUG DISPLACE WITH 75.6 BBLS FRESH WATER FINAL LIFT PRESURE 420 PSI BUMP THE PLUG @ 900 PSI FLOATS HELD 20 BBLS OF CEMENT BACK TO SURFACE BLM AND UDOGM NOTICE SENT MON 10/13/2014 8:29 PM |
| 02:00 | 1.00 | 03:00 | 13 | WAIT ON CEMENT | RIG DOWN CEMENT HEAD WOC RIG UP 1" FOR TOP JOB |
| 03:00 | 0.50 | 03:30 | 12 | RUN CASING & CEMENT | TOP OUT 15 BBLS 15.8 PPG CEMENT |
| 03:30 | 2.50 | 06:00 | 13 | WAIT ON CEMENT | WAIT ON CEMENT TO SET UP |

FD 03-23-6-19 10/16/2014 06:00 - 10/17/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|-----------------|---|
| 06:00 | 0.50 | 06:30 | 13 | WAIT ON CEMENT | WAIT FOR CEMENT TO SET UP |
| 06:30 | 2.00 | 08:30 | 21 | OPEN | N/D CONDUCTOR CUT CASING AND WELD ON 11" 5M X 8-5/8" SOW CASINGHEAD |
| 08:30 | 4.00 | 12:30 | 14 | NIPPLE UP B.O.P | N/U B.O.PS |

**Time Log**

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|---|
| 12:30 | 4.00 | 16:30 | 15 | TEST B.O.P | HOLD S/M RIG UP TEST B.O.PS WITH B&C QUICK TEST B.O.Ps TEST 5000 HIGH F/10 MINS LOWER AND UPPER KELLY VALVE F.O.S.V AND DART VALVE PIPE RAMS INSIDE VALVES HCR, KILL LINE CHOKE LINE, CHECK VALVE INSIDE MANIFOLD VALVES BLIND RAMS SUPER CHOKE TEST 2500 PSI HIGH ANNULAR TEST SURFACE CASING TO 1500 PSI FOR 30 MINS BLM & UDOGM NOTICE WAS SENT OUT 10/13/14 TESTER PUAL |
| 16:30 | 0.50 | 17:00 | 21 | OPEN | INSTALL WARE BUSHING |
| 17:00 | 1.00 | 18:00 | 20 | DIRECTIONAL WORK | PICK UP DIRECTIONAL TOOLS & REAMERS SCRIBE TOOL |
| 18:00 | 2.00 | 20:00 | 6 | TRIPS | TRIP IN THE HOLE |
| 20:00 | 0.50 | 20:30 | 2 | DRILL ACTUAL | DRILL OUT CEMENT, FLOAT, SHOE & 20' NEW FORMATION |
| 20:30 | 0.50 | 21:00 | 5 | COND MUD & CIRC | SPOT LCM PILL AND PERFORM EMW TEST 130 PSI 10.5 EMW |
| 21:00 | 8.50 | 05:30 | 2 | DRILL ACTUAL | STEERABLE DRILLING 7 7/8 PRODUCTION F/ 1257'-3370' (2113') 234' FPH AVG GPM=591 TOPDRIVE RPM=45 MOTOR RPM=100 TOTAL RPM=145 WT ON BIT=20K OFF BOTTOM PRESSURE=1917 PSI DIFF PRESS=150-400PSI TQ=4-6K MORNING B.O.P DRILL @ 530 AM 1 MIN 10 SEC |
| 05:30 | 0.50 | 06:00 | 7 | LUBRICATE RIG | RIG SERVICE FUNCTION TEST PIPE RAMS |

FD 03-23-6-19 10/17/2014 06:00 - 10/18/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------|--|
| 06:00 | 11.50 | 17:30 | 2 | DRILL ACTUAL | STEERABLE DRILLING 7 7/8 PRODUCTION F/ 3370'-5083' (1713') 148' FPH AVG GPM=591 TOPDRIVE RPM=45 MOTOR RPM=100 TOTAL RPM=145 WT ON BIT=20K OFF BOTTOM PRESSURE=1917 PSI DIFF PRESS=150-400PSI DAY LIGHT B.O.P DRILL @ 18:30 1 MIN |
| 17:30 | 0.50 | 18:00 | 7 | LUBRICATE RIG | RIG SERVICE FUNCTION TEST PIPE RAMS |
| 18:00 | 11.50 | 05:30 | 2 | DRILL ACTUAL | STEERABLE DRILLING 7 7/8 PRODUCTION F/ 5083'-5592' (509') 45' FPH AVG GPM=472 TOPDRIVE RPM=53 MOTOR RPM=81 TOTAL RPM=133 WT ON BIT=25K OFF BOTTOM PRESSURE=1648 PSI DIFF PRESS=150-300PSI (PRE TREAT SYSTEM WITH STRATA FLEX FINE @ 5400' PUMPING SWEEPS EVERY 90' STARTING @ 5500') |
| 05:30 | 0.50 | 06:00 | 7 | LUBRICATE RIG | RIG SERVICE FUNCTION TEST PIPE RAMS |

FD 03-23-6-19 10/18/2014 06:00 - 10/19/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------|--|
| 06:00 | 10.50 | 16:30 | 2 | DRILL ACTUAL | Steerable Drlg 5592' - 5808'. Wob 25k, Spp 1850 psi. Dp 240 psi, Gpm 463, Rpm 45/79, Rop 21 fph. |
| 16:30 | 0.50 | 17:00 | 7 | LUBRICATE RIG | Rig Service. |
| 17:00 | 12.50 | 05:30 | 2 | DRILL ACTUAL | Steerable Drlg 5808' - 6115'. Wob 25k, Spp 1850 psi. Dp 240 psi, Gpm 470, Rpm 45/80, Rop 26 fph. |
| 05:30 | 0.50 | 06:00 | 7 | LUBRICATE RIG | Rig Service. |

FD 03-23-6-19 10/19/2014 06:00 - 10/20/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|--|
| 06:00 | 1.50 | 07:30 | 2 | DRILL ACTUAL | Steerable Drlg 6115' - 6148'. Wob 30k, Spp 1850 psi. Dp 240 psi, Gpm 470, Rpm 45/80, Rop 22 fph. |
| 07:30 | 0.50 | 08:00 | 5 | COND MUD & CIRC | C&C mud, pump pill. |
| 08:00 | 5.00 | 13:00 | 6 | TRIPS | Toh to 1123'. |
| 13:00 | 0.50 | 13:30 | 7 | LUBRICATE RIG | Rig Service. |
| 13:30 | 2.50 | 16:00 | 8 | REPAIR RIG | Rig repair - replace DW clutch. |
| 16:00 | 2.00 | 18:00 | 6 | TRIPS | Finish toh. |
| 18:00 | 1.00 | 19:00 | 20 | DIRECTIONAL WORK | LD reamers, XO bit. |
| 19:00 | 4.00 | 23:00 | 6 | TRIPS | Tih. |
| 23:00 | 3.00 | 02:00 | 2 | DRILL ACTUAL | Steerable Drlg 6148' - 6270'. Wob 22k, Spp 2150 psi. Dp 240 psi, Gpm 450, Rpm 40/78, Rop 41 fph. |
| 02:00 | 4.00 | 06:00 | 5 | COND MUD & CIRC | Lost circulation. Pull up 200', lower strokes, sweep hole, add lcm(30%) to regain circ.Lost approx 1,000 bbls. |

**FD 03-23-6-19 10/20/2014 06:00 - 10/21/2014 06:00**

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|-----------------|--|
| 06:00 | 7.00 | 13:00 | 5 | COND MUD & CIRC | Pump LCM sweeps, circ @ 45 strokes to regain circ. 30% LCM. |
| 13:00 | 4.50 | 17:30 | 2 | DRILL ACTUAL | Steerable Drlg 6270' - 6476'. Wob 20k, Spp 1450 psi. Dp 220 psi, Gpm 330, Rpm 40/56, Rop 46 fph. |
| 17:30 | 0.50 | 18:00 | 7 | LUBRICATE RIG | Rig Service. |
| 18:00 | 11.50 | 05:30 | 2 | DRILL ACTUAL | Steerable Drlg 6476' - 7032'. Wob 20k, Spp 1450 psi. Dp 220 psi, Gpm 330, Rpm 40/56, Rop 48 fph. |
| 05:30 | 0.50 | 06:00 | 7 | LUBRICATE RIG | Rig Service. |

FD 03-23-6-19 10/21/2014 06:00 - 10/22/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------|---|
| 06:00 | 11.50 | 17:30 | 2 | DRILL ACTUAL | Steerable Drlg 7032' - 7632'. Wob 22 k, Spp 2150 psi. Dp 220 psi, Gpm 410, Rpm 50/70, Rop 52 fph. |
| 17:30 | 0.50 | 18:00 | 7 | LUBRICATE RIG | Rig Service. |
| 18:00 | 11.50 | 05:30 | 2 | DRILL ACTUAL | Steerable Drlg 7632' - 8322'. Wob 22 k, Spp 2150 psi. Dp 220 psi, Gpm 410, Rpm 50/70, Rop 60 fph. |
| 05:30 | 0.50 | 06:00 | 7 | LUBRICATE RIG | Rig Service. |

FD 03-23-6-19 10/22/2014 06:00 - 10/23/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|-----------------|--|
| 06:00 | 11.50 | 17:30 | 2 | DRILL ACTUAL | Steerable Drlg 8322' - 8921'. Wob 22 k, Spp 2150 psi. Dp 220 psi, Gpm 410, Rpm 50/70, Rop 52 fph. |
| 17:30 | 0.50 | 18:00 | 7 | LUBRICATE RIG | Rig Service. |
| 18:00 | 9.50 | 03:30 | 2 | DRILL ACTUAL | Steerable Drlg 8921' - 9238'. Wob 25 k, Spp 2150 psi. Dp 220 psi, Gpm 410, Rpm 50/70, Rop 33 fph. TD prod @ 03:30. |
| 03:30 | 1.00 | 04:30 | 5 | COND MUD & CIRC | Sweep hole, C&C f/ST. |
| 04:30 | 1.50 | 06:00 | 6 | TRIPS | ST to 6100'. |

FD 03-23-6-19 10/23/2014 06:00 - 10/24/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|---|
| 06:00 | 5.00 | 11:00 | 6 | TRIPS | Finish ST. |
| 11:00 | 2.50 | 13:30 | 5 | COND MUD & CIRC | C&C f/logs. Spot 150 bbl pill w/15 ppb Strata Vanguard & 15 ppb Strata Flex medium. |
| 13:30 | 8.50 | 22:00 | 6 | TRIPS | Toh f/logs. |
| 22:00 | 1.00 | 23:00 | 20 | DIRECTIONAL WORK | LD dir tools. |
| 23:00 | 3.50 | 02:30 | 11 | WIRELINE LOGS | HSM. RU Weatherford, logs stack out @ 2328'. RD W'ford. |
| 02:30 | 3.50 | 06:00 | 6 | TRIPS | Tih w/ DP. |

FD 03-23-6-19 10/24/2014 06:00 - 10/25/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|-----------------|---|
| 06:00 | 5.50 | 11:30 | 6 | TRIPS | Tih w/DP. |
| 11:30 | 3.50 | 15:00 | 5 | COND MUD & CIRC | Sweep hole, C&C f/logs. |
| 15:00 | 3.50 | 18:30 | 6 | TRIPS | Toh to 5500'. |
| 18:30 | 8.00 | 02:30 | 11 | WIRELINE LOGS | HSM. RU Weatherford, Run GR, CNT, Dual Lateralog, Photo Density, CT-BCS. Logger's TD depth 9223'. |
| 02:30 | 3.00 | 05:30 | 6 | TRIPS | Toh f/csg. |
| 05:30 | 0.50 | 06:00 | 7 | LUBRICATE RIG | Rig Service. |

**FD 03-23-6-19 10/25/2014 06:00 - 10/26/2014 06:00**

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------------|--|
| 06:00 | 0.50 | 06:30 | 6 | TRIPS | Finish Toh. |
| 06:30 | 0.50 | 07:00 | 21 | OPEN | Pull wear bushing. |
| 07:00 | 12.00 | 19:00 | 12 | RUN CASING & CEMENT | RU and run 5 1/2", 17#, I-80, LTC csg as follows: Shoe, 2 jts csg, float collar, 18 jts csg, MJ @ 8293', 14 jts csg, MJ @ 7657', 175 jts csg(209 total). Break circ every 1000'. PU jt 210, tag bottom @ 9238'. |
| 19:00 | 2.00 | 21:00 | 5 | COND MUD & CIRC | C&C f/cmt. Reciprocate csg while circ. |
| 21:00 | 0.50 | 21:30 | 12 | RUN CASING & CEMENT | LD jt # 210, PU LJ, mandrel, land csg in wellhead. |
| 21:30 | 3.00 | 00:30 | 12 | RUN CASING & CEMENT | HSM. Pump 40 bbl Strata pill w/ 20 ppb Strata Vanguard & 20 ppb Strata Flex fine. Cement prod csg as follows: Test lines to 5000 psi. Pump 30 bbl Tuned spacer @ 10 ppg, 20 bbls H2O spacer, 40 bbl super flush @ 10 ppg, 10 bbl H2O spacer. Mix and pump 580 sx (241 bbls) tuned lite lead @ 11 ppg, 2.34 yld, 10.1 gps h2o. Tail in with 600 sx (155 bbls) Expandacem @ 13.5 ppg, 1.45 yld, 6.87 gps h2o. Wash up to pit, drop plug, displace with 212 bbls Cla-web/Aldicide @ 8.34 ppg. Max pressure 1910 psi, bump plug to 2450 psi. Bled back 1.5 bbls, floats held. Full returns, slowed rate to 2 bpm. Got 40 bbls Tuned spacer back, no cmt to surface. R/D HES. BLM & UDOGM notified of csg & cmt job 10-22-14 @ 14:00. |
| 00:30 | 1.00 | 01:30 | 21 | OPEN | Pack off and test wellhead. |
| 01:30 | 4.50 | 06:00 | 21 | OPEN | NDBOP, clean pits. Release rig @ 06:00 |

FD 03-23-6-19 10/27/2014 06:00 - 10/28/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status COMPLETION | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|---------------------------|-------------------------------|---|

Time Log

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

CONFIDENTIAL

OPERATOR: BILL BARRETT COMP

BLM - Vernal Field Office - Notification Form

Submitted By Pat Clark Phone Number 303-353-5374

Well Name/Number FD 3-23-6-19

Qtr/Qtr NW/SE Section 23 Township 6S Range 19E

Lease Serial Number FEE

API Number 43-047-53285

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM PM

Casing – Please report time casing run starts, not cementing times.

- Surface Casing
- Intermediate Casing
- Production Casing
- Liner
- Other

Date/Time 10/24/2014 600 AM PM

BOPE

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

Date/Time _____ AM PM

Remarks Running 9238' of 5 1/2", 17#, I-80, LTC csg.

–

| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
|--|--|---|
| SUNDRY NOTICES AND REPORTS ON WELLS | | 5. LEASE DESIGNATION AND SERIAL NUMBER: fee |
| 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: FD 3-23-6-19 |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 9. API NUMBER: 43047532850000 |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | PHONE NUMBER: 303 312-8134 Ext | 9. FIELD and POOL or WILDCAT: WILDCAT |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0800 FNL 1980 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 23 Township: 06.0S Range: 19.0E Meridian: S | | COUNTY: UINTAH |
| | | STATE: UTAH |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | |
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 11/26/2014 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input checked="" type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER |
| | | <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. | | |
| THIS WELL HAD FIRST PRODUCTION ON 11/26/2014. | | |
| Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY December 02, 2014 | | |
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst |
| SIGNATURE N/A | | DATE 11/26/2014 |

| | |
|--|--|
| 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: fee |
| | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| | 7. UNIT or CA AGREEMENT NAME: |
| 1. TYPE OF WELL Oil Well | 8. WELL NAME and NUMBER: FD 3-23-6-19 |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | 9. API NUMBER: 43047532850000 |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | PHONE NUMBER: 303 312-8134 Ext |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0800 FNL 1980 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 23 Township: 06.0S Range: 19.0E Meridian: S | 9. FIELD and POOL or WILDCAT: WILDCAT |
| | COUNTY: UINTAH |
| | STATE: UTAH |

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

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|---|--|---|---|
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> CASING REPAIR |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> CHANGE WELL NAME |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> CONVERT WELL TYPE |
| <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 11/30/2014 | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> NEW CONSTRUCTION |
| | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> PLUG BACK |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | <input type="checkbox"/> TEMPORARY ABANDON |
| | <input type="checkbox"/> TUBING REPAIR | <input type="checkbox"/> VENT OR FLARE | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> WATER SHUTOFF | <input type="checkbox"/> SI TA STATUS EXTENSION | <input type="checkbox"/> APD EXTENSION |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> OTHER | OTHER: <input style="width: 100px;" type="text"/> |

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

Attached is the November 2014 Drilling Activity for this well.

**Accepted by the
 Utah Division of
 Oil, Gas and Mining
 FOR RECORD ONLY
 December 03, 2014**

| | | |
|--|------------------------------|-----------------------------------|
| NAME (PLEASE PRINT) Christina Hirtler | PHONE NUMBER 303 312-8597 | TITLE Administrative Assistant |
| SIGNATURE N/A | DATE 12/3/2014 | |

**FD 03-23-6-19 11/17/2014 06:00 - 11/18/2014 06:00**

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|--------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status PRODUCING | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|---|
| 06:00 | 24.00 | 06:00 | GOP | General Operations | HSM. CHECK PRESSURE. ND 7" NIGHT CAP. NU 7" 5K X 5" 10K FRAC MANDREL. NU 5" 10K FRAC VALVES. PRES TEST CSG TO 6200 PSI WITH METHANOL, TEST FB EQUIP TO 2500/4500 PSI. ALL TEST GOOD. SECURE WELL. |

FD 03-23-6-19 11/23/2014 06:00 - 11/24/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|--------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status PRODUCING | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|-------------------------|
| 06:00 | 24.00 | 06:00 | GOP | General Operations | HEAT FRAC LINE TO 105*. |

FD 03-23-6-19 11/24/2014 06:00 - 11/25/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|--------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status PRODUCING | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------------|--|
| 06:00 | 1.00 | 07:00 | CTRL | Crew Travel | CREW TRAVEL. HSM. |
| 07:00 | 2.00 | 09:00 | SRIG | Rig Up/Down | MIRU CUTTERS W/ 5" 10K LUBE. |
| 09:00 | 1.00 | 10:00 | PFRT | Perforating | PU PERF GUNS FOR STG 1. OPEN WITH 60 PSI. RIH AND CORRELATE TO SJ AT 7678'-7702' AND 8317'-8341'. RUN DOWN AND PERF UTELAND BUTTE FORM 8750'-9059' WITH 60 HOLES IN 20' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN AND SECURE WELL. |
| 10:00 | 4.00 | 14:00 | SRIG | Rig Up/Down | MIRU HES FRAC FLEET. |
| 14:00 | 16.00 | 06:00 | LOCL | Lock Wellhead & Secure | WELL SECURE. |

FD 03-23-6-19 11/25/2014 06:00 - 11/26/2014 06:00

| | | | | | | |
|---------------------|----------------------|------------------|-----------------------------|--------------------------|-------------------------------|---|
| API 43-047-53285 | State/Province UT | County Uintah | Field Name Fort Duchesne | Well Status PRODUCING | Total Depth (ftKB) 9,238.0 | Primary Job Type Drilling & Completion |
|---------------------|----------------------|------------------|-----------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|----------------|--|
| 06:00 | 1.50 | 07:30 | SMTG | Safety Meeting | AOL 05:00. PRIME UP CHEMS AND PUMPS. QC FLUIDS. PRESSURE TEST. HSM-SMOKING, RED ZONE, PPE, PERF GUNS, MUSTER AREA, OVER HEAD LOADS, PICKING UP LAYING DOWN GUNS, ICE PLUGS. |
| 07:30 | 1.25 | 08:45 | FRAC | Frac. Job | FRAC STG 1 PRESSURE TEST LINES TO 7100 PSI. OPEN WELL W/O PSI AT 7:30 AM BREAK DOWN 3416 PSI AT 10 BPM. PMP 3900 GAL 15% HCL ACID W/ 120 BIO BALLS FOR DIVERSION. 10 BPM AT 2020 PSI. FLUSH W/8544 GAL. 29.6 BPM AT 2700 PSI. BALL OUT (MAX PRESSURE 5250 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN. "LATE BALL ACTION" STAGE FR PAD. STABLE RATE OF 70.1 BPM AT 4242 PSI. ISDP 2204 . FG .69. PERFS OPEN 38/60 ISIP 2355, FG .70, MR 72.6 BPM, AR 69.9 BPM, MP 3944 PSI (ON FINAL FLUSH 5506 PSI), AP 3407 PSI 20/40 WHITE 150,200 lbs 20# HYBOR 2#,3#,3.5#,4#PPG SLK WTR 1397 BBLs. 20# HYBOR 1414 BBL.BTR 2916 BBLs. STAGE SCORE 10 "E-TECH HOOKED CORDS UP TO DIFFERENT TRANSDUCERS THEN NORMAL HAD TO SWAP CORDS AROUND SO THE TREATER KNEW WHERE HIS PSI CORDS WERE. 30MINS TO SWAP AROUND." SHUT IN AND TURN WELL OVER TO CUTTERS |



Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|-------------|--|
| 08:45 | 1.50 | 10:15 | PFRT | Perforating | PERF STG #2- PU HES 5-1/2" 10K CFP AND GUNS FOR STAGE 2 INTO LUBE AND EQUALIZE (WITH METHANOL) 2200 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 7678'-7702' & 8317'-8341'. RUN DOWN AND SET 5-1/2" CFP AT 8720' WITH 2200 PSI. PULL UP AND PERF BSF/CSTL PK FORM 8416'-8690' WITH 45 HOLES IN 15' NET. END PERFS WITH 2100 PSI. POOH AND VERIFY ALL GUNS SHOT. SHUT IN. TURN WELL OVER TO HES. |
| 10:15 | 1.25 | 11:30 | FRAC | Frac. Job | FRAC STG 2 PRESSURE TEST LINES TO 7100 PSI. OPEN WELL W/ 2105 PSI AT 10:20 AM BREAK DOWN 4940 PSI AT 8.7 BPM. PMP 3900 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 9.3 BPM AT 2540 PSI. FLUSH W/ 8351 GAL. 29.5 BPM AT 3340 PSI. BALL OUT (MAX PRESSURE 3495 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN. "LATE BALL ACTION" STAGE FR PAD. STABLE RATE OF 69.6 BPM AT 4202 PSI. ISDP 2784 . FG .76. PERFS OPEN 39/45 ISIP 4276 , FG .93, MR 70.6 BPM, AR 69.7 BPM, MP 5421 PSI (ON FINAL FLUSH 5833 PSI), AP 4280 PSI 20/40 WHITE 150,400 lbs 20# HYBOR 2#,3#,3.5#,4#PPG SLK WTR 1320 BBLs. 20# HYBOR 1267 BBL.BTR 2680 BBLs. STAGE SCORE 10 SHUT IN AND TURN WELL OVER TO CUTTERS |
| 11:30 | 1.00 | 12:30 | PFRT | Perforating | PERF STG #3- PU HES 5-1/2" 10K CFP AND GUNS FOR STAGE 2 INTO LUBE AND EQUALIZE (WITH METHANOL) 2600 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 7678'-7702'. RUN DOWN AND SET 5-1/2" CFP AT 8380' WITH 2600 PSI. PULL UP AND PERF DOUGLAS CREEK FORM 8085'-8365' WITH 45 HOLES IN 15' NET. END PERFS WITH 2340 PSI. POOH AND VERIFY ALL GUNS SHOT. SHUT IN. TURN WELL OVER TO HES. |
| 12:30 | 1.50 | 14:00 | FRAC | Frac. Job | FRAC STG 3 PRESSURE TEST LINES TO 7100 PSI. OPEN WELL W/ 2490 PSI AT 12:50 BREAK DOWN 4782 PSI AT 9.2 BPM. PMP 3900 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 11.2 BPM AT 2560 PSI. FLUSH W/ 8031 GAL. 29.5 BPM AT 3220 PSI. BALL OUT (MAX PRESSURE 5608 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN. "LATE BALL ACTION" STAGE FR PAD. STABLE RATE OF 70.2 BPM AT 4116 PSI. ISDP 2791 . FG .78. PERFS OPEN 45/45 ISIP 3261, FG .83, MR 72.9 BPM, AR 72 BPM, MP 5158 PSI (ON FINAL FLUSH 4490 PSI), AP 4201 PSI 20/40 WHITE 150,400 lbs 20# HYBOR 2#,3#,3.5#,4#PPG SLK WTR 1354 BBLs. 20# HYBOR 1247 BBL.BTR 2694 BBLs. STAGE SCORE 10 SHUT IN AND TURN WELL OVER TO CUTTERS |
| 14:00 | 1.00 | 15:00 | PFRT | Perforating | PERF STG #4- PU HES 5-1/2" 10K CFP AND GUNS FOR STAGE 2 INTO LUBE AND EQUALIZE (WITH METHANOL) 2900 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 7678'-7702'. RUN DOWN AND SET 5-1/2" CFP AT 8040' WITH 2900 PSI. PULL UP AND PERF TGR3/DOUGLAS CREEK FORM 7792'-8025' WITH 45 HOLES IN 15' NET. END PERFS WITH 2590 PSI. POOH AND VERIFY ALL GUNS SHOT. SHUT IN. TURN WELL OVER TO HES. |

**Time Log**

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------------|--|
| 15:00 | 1.25 | 16:15 | FRAC | Frac. Job | FRAC STG 4 PRESSURE TEST LINES TO 7400 PSI. OPEN WELL W/ 2660 PSI AT 14:55 BREAK DOWN 4897 PSI AT 10 BPM. PMP 3900 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10.2 BPM AT 2490 PSI. FLUSH W/ 7836 GAL. 29.5 BPM AT 3650 PSI. BALL OUT (MAX PRESSURE 6068 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN. STAGE FR PAD. STABLE RATE OF 72.9 BPM AT 4944 PSI. ISDP 2408 . FG .75. PERFS OPEN 28/45 ISIP 2447, FG .74, MR 73.4 BPM, AR 72.9 BPM, MP 4957 PSI (ON FINAL FLUSH 5000 PSI), AP 3997 PSI 20/40 WHITE 150,040 lbs 20# HYBOR 2#,3#,3.5#,4#PPG SLK WTR 1034 BBLS. 20# HYBOR 1277 BBL.BTR 2392 BBLS. STAGE SCORE 10 RDMO HES & CUTTERS |
| 16:15 | 2.00 | 18:15 | SRIG | Rig Up/Down | RDMO CUTTERS & HES FRAC FLEET. |
| 18:15 | 11.75 | 06:00 | LOCL | Lock Wellhead & Secure | LOCK & SECURE WELL. OPEN UP WELL @ 17:30 ON 16/64 WITH 2100 PSI |

| | | |
|--|--|---|
| 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: fee |
| | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 1. TYPE OF WELL Oil Well | | 8. WELL NAME and NUMBER: FD 3-23-6-19 |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 9. API NUMBER: 43047532850000 |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | PHONE NUMBER: 303 312-8134 Ext | 9. FIELD and POOL or WILDCAT: WILDCAT |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0800 FNL 1980 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 23 Township: 06.0S Range: 19.0E Meridian: S | | COUNTY: UINTAH |
| | | STATE: UTAH |

11.

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

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|--|--|---|---|
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> CASING REPAIR |
| <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 1/12/2015 | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> CHANGE WELL NAME |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> CONVERT WELL TYPE |
| <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> NEW CONSTRUCTION |
| | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> PLUG BACK |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | <input type="checkbox"/> TEMPORARY ABANDON |
| | <input type="checkbox"/> TUBING REPAIR | <input type="checkbox"/> VENT OR FLARE | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> WATER SHUTOFF | <input type="checkbox"/> SI TA STATUS EXTENSION | <input type="checkbox"/> APD EXTENSION |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input checked="" type="checkbox"/> OTHER | OTHER: <input type="text" value="SITE SECURITY DIAGRAM"/> |

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

SITE SECURITY DIAGRAM ATTACHED

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
January 12, 2015**

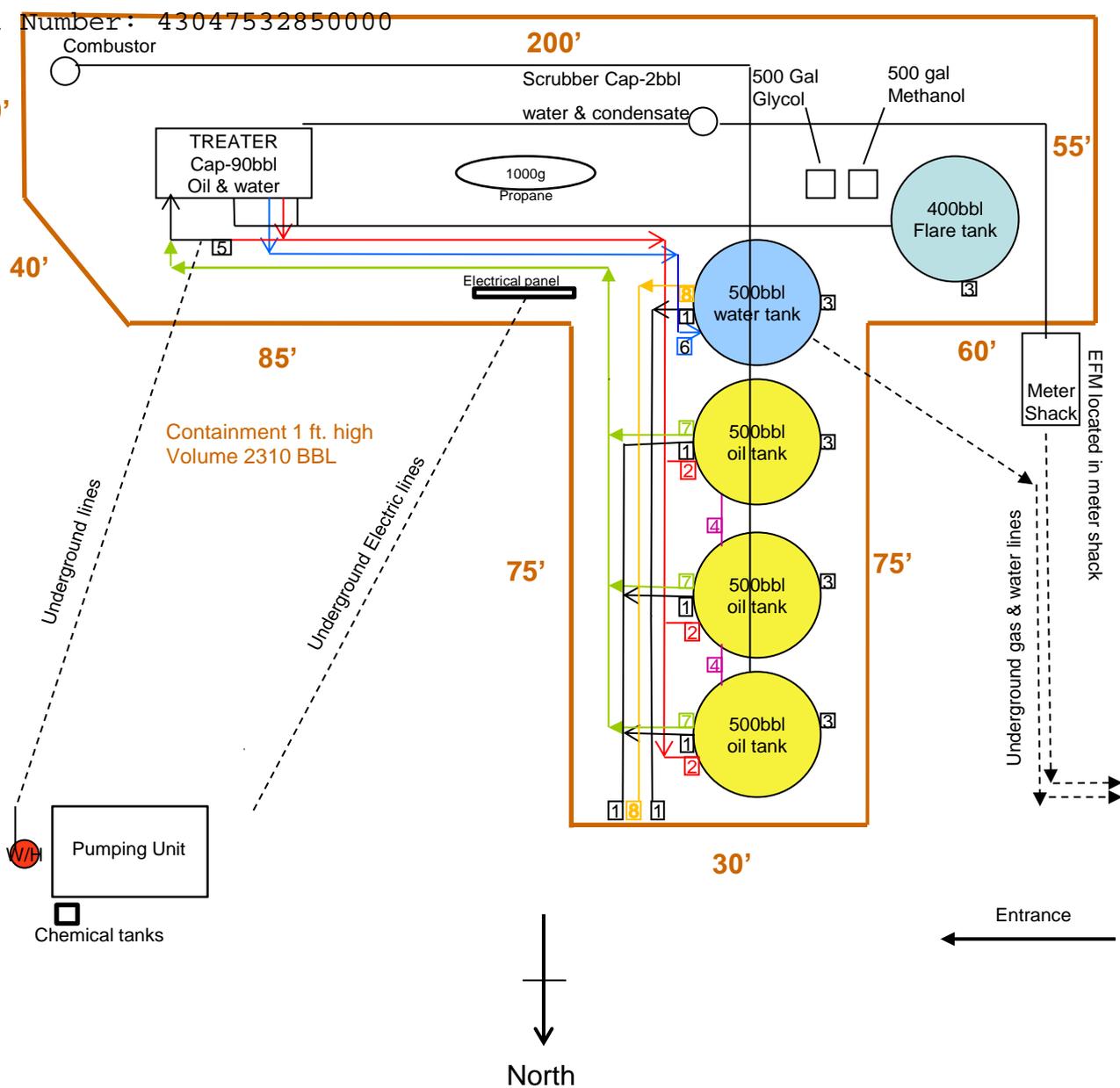
| | | |
|---|-------------------------------------|--------------------------------|
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst |
| SIGNATURE N/A | DATE 1/12/2015 | |

Sundry Number: 59769 API Well Number: 43047532850000

BILL BARRETT CORPORATION
FEE
 FD 3-23-6-19
 NE ¼ NW ¼ , SEC.23,T6S, R19E,
 Lease # FEE
 API # 43-047-53285
 Uintah Co. Utah

Site Security Plan Located at
 Bill Barrett Corporation
 Roosevelt Office
 ROUTE 3 BOX 3110
 1820 W HIGHWAY 40
 ROOSEVELT, UT 84066

- 1 - 4" LOAD LINE
- Production Phase – sealed closed
- Sales Phase- open to load Production bought
- 2 – 3" OIL LINES**
- Production Phase – open
- Sales Phase – sealed close
- 3 – 4" DRAIN
- Production Phase – sealed closed
- Sales Phase – sealed closed
- Drain water – open
- 4 – 4" UPPER EQUALIZER**
- Production Phase – open
- Sales Phase – sealed close
- 5 – BYPASS
- 6 – 3" WATER LINES**
- Production Phase – open
- No Sales Phase
- 7- 2" RECYCLE**
- Production – open
- Sales – sealed closed
- 8- 2" WATER TANK SKIM**



Surface Drainage to North & West into dry drainage. Drainage area to northwest is relatively flat & level.

- PRV, RUPTURE DISC & FLARE LINES- tie in to flare tank for emergency pressure relief of treaters

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

AMENDED REPORT FORM 8
(highlight changes)

| | | |
|--|---|--|
| WELL COMPLETION OR RECOMPLETION REPORT AND LOG | | 5. LEASE DESIGNATION AND SERIAL NUMBER: Fee |
| 1a. TYPE OF WELL: OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> DRY <input type="checkbox"/> OTHER _____ | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME |
| b. TYPE OF WORK: NEW WELL <input checked="" type="checkbox"/> HORIZ. LATS. <input type="checkbox"/> DEEP-EN <input type="checkbox"/> RE-ENTRY <input type="checkbox"/> DIFF. RESVR. <input type="checkbox"/> OTHER _____ | | 7. UNIT or CA AGREEMENT NAME |
| 2. NAME OF OPERATOR: Bill Barrett Corporation | | 8. WELL NAME and NUMBER: FD 3-23-6-19 |
| 3. ADDRESS OF OPERATOR: 1099 18th St Ste 2300 CITY Denver STATE CO ZIP 80202 | | 9. API NUMBER: 4304753285 |
| 4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 800 FNL 1980 FWL AT TOP PRODUCING INTERVAL REPORTED BELOW: 814 FNL 1955 FWL AT TOTAL DEPTH: 830 FNL 1989 FWL | | 10 FIELD AND POOL, OR WILDCAT Wildcat |
| 14. DATE SPURRED: 7/31/2014 | | 11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW 23 6S 19E S |
| 15. DATE T.D. REACHED: 10/23/2014 | | 12. COUNTY Uintah |
| 16. DATE COMPLETED: 11/26/2014 ABANDONED <input type="checkbox"/> READY TO PRODUCE <input checked="" type="checkbox"/> | | 13. STATE UTAH |
| 17. ELEVATIONS (DF, RKB, RT, GL): 5130 GL | | |
| 18. TOTAL DEPTH: MD 9,238 TVD 9,236 | 19. PLUG BACK T.D.: MD 9,152 TVD 9,150 | 20. IF MULTIPLE COMPLETIONS, HOW MANY? * |
| 21. DEPTH BRIDGE MD PLUG SET: TVD | | |
| 22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each) CBL/GR/MUD | | 23. WAS WELL CORED? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit analysis) WAS DST RUN? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit report) DIRECTIONAL SURVEY? NO <input type="checkbox"/> YES <input checked="" type="checkbox"/> (Submit copy) |

24. CASING AND LINER RECORD (Report all strings set in well)

| HOLE SIZE | SIZE/GRADE | WEIGHT (#/ft.) | TOP (MD) | BOTTOM (MD) | STAGE CEMENTER DEPTH | CEMENT TYPE & NO. OF SACKS | SLURRY VOLUME (BBL) | CEMENT TOP ** | AMOUNT PULLED |
|-----------|------------|----------------|----------|-------------|----------------------|----------------------------|---------------------|---------------|---------------|
| 26 | 16 Conq | 65# | 0 | 80 | 80 | | | 0 | |
| 12 1/4 | 8 5/8 J-55 | 24# | 0 | 1,237 | 1,234 | Lead 185 | 90 | 0 | |
| | | | | | | Tail 325 | 78 | | |
| 7 7/8 | 5 1/2 I-80 | 17# | 0 | 9,238 | 9,238 | Tuned 580 | 241 | 2924 | |
| | | | | | | ECON 600 | 155 | | |

25. TUBING RECORD

| SIZE | DEPTH SET (MD) | PACKER SET (MD) | SIZE | DEPTH SET (MD) | PACKER SET (MD) | SIZE | DEPTH SET (MD) | PACKER SET (MD) |
|-------|----------------|-----------------|------|----------------|-----------------|------|----------------|-----------------|
| 2 7/8 | 7,673 | | | | | | | |

| 26. PRODUCING INTERVALS | | | | | 27. PERFORATION RECORD | | | | |
|-------------------------|----------|-------------|-----------|--------------|-------------------------|------|-----------|--|-----------------------------------|
| FORMATION NAME | TOP (MD) | BOTTOM (MD) | TOP (TVD) | BOTTOM (TVD) | INTERVAL (Top/Bot - MD) | SIZE | NO. HOLES | PERFORATION STATUS | |
| (A) Green River | 7,792 | 9,059 | | | 7,792 9,059 | .38 | 195 | Open <input checked="" type="checkbox"/> | Squeezed <input type="checkbox"/> |
| (B) | | | | | | | | Open <input type="checkbox"/> | Squeezed <input type="checkbox"/> |
| (C) | | | | | | | | Open <input type="checkbox"/> | Squeezed <input type="checkbox"/> |
| (D) | | | | | | | | Open <input type="checkbox"/> | Squeezed <input type="checkbox"/> |

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

| DEPTH INTERVAL | AMOUNT AND TYPE OF MATERIAL |
|----------------|-------------------------------------|
| 7,791-9,059 | Green River: See attached Stage 1-4 |

| | | | | |
|--|--|--|--|--------------------------------|
| 29. ENCLOSED ATTACHMENTS: <input checked="" type="checkbox"/> ELECTRICAL/MECHANICAL LOGS <input type="checkbox"/> SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION | <input type="checkbox"/> GEOLOGIC REPORT <input type="checkbox"/> CORE ANALYSIS | <input type="checkbox"/> DST REPORT <input type="checkbox"/> OTHER: _____ | <input checked="" type="checkbox"/> DIRECTIONAL SURVEY | 30. WELL STATUS: POW |
|--|--|--|--|--------------------------------|

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

| | | | | | | | | | | |
|------------------------------------|------------------|--------------------------|----------------------|---------------------|----------------------|---------------------------|------------------|-----------------|---------------------|--------------------------|
| DATE FIRST PRODUCED: 11/26/2014 | | TEST DATE: 11/28/2014 | | HOURS TESTED: 24 | | TEST PRODUCTION RATES: → | OIL – BBL: 85 | GAS – MCF: 9 | WATER – BBL: 122 | PROD. METHOD: Flowing |
| CHOKE SIZE: 18/64 | TBG. PRESS. 0 | CSG. PRESS. 50 | API GRAVITY 32.25 | BTU – GAS 1 | GAS/OIL RATIO 106 | 24 HR PRODUCTION RATES: → | OIL – BBL: 85 | GAS – MCF: 9 | WATER – BBL: 122 | INTERVAL STATUS: |

INTERVAL B (As shown in item #26)

| | | | | | | | | | | |
|----------------------|-------------|-------------|-------------|---------------|---------------|---------------------------|------------|------------|--------------|------------------|
| DATE FIRST PRODUCED: | | TEST DATE: | | HOURS TESTED: | | TEST PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | PROD. METHOD: |
| CHOKE SIZE: | TBG. PRESS. | CSG. PRESS. | API GRAVITY | BTU – GAS | GAS/OIL RATIO | 24 HR PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | INTERVAL STATUS: |

INTERVAL C (As shown in item #26)

| | | | | | | | | | | |
|----------------------|-------------|-------------|-------------|---------------|---------------|---------------------------|------------|------------|--------------|------------------|
| DATE FIRST PRODUCED: | | TEST DATE: | | HOURS TESTED: | | TEST PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | PROD. METHOD: |
| CHOKE SIZE: | TBG. PRESS. | CSG. PRESS. | API GRAVITY | BTU – GAS | GAS/OIL RATIO | 24 HR PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | INTERVAL STATUS: |

INTERVAL D (As shown in item #26)

| | | | | | | | | | | |
|----------------------|-------------|-------------|-------------|---------------|---------------|---------------------------|------------|------------|--------------|------------------|
| DATE FIRST PRODUCED: | | TEST DATE: | | HOURS TESTED: | | TEST PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | PROD. METHOD: |
| CHOKE SIZE: | TBG. PRESS. | CSG. PRESS. | API GRAVITY | BTU – GAS | GAS/OIL RATIO | 24 HR PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | INTERVAL STATUS: |

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

Sold

33. SUMMARY OF POROUS ZONES (Include Aquifers):

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

34. FORMATION (Log) MARKERS:

| Formation | Top (MD) | Bottom (MD) | Descriptions, Contents, etc. | Name | Top (Measured Depth) |
|-----------|----------|-------------|------------------------------|--------------------|----------------------|
| | | | | Green River | 5,570 |
| | | | | Mahogany | 6,602 |
| | | | | TGR3 | 7,793 |
| | | | | Douglas Creek | 8,220 |
| | | | | Black Shale Facies | 8,417 |
| | | | | Castle Peak | 8,506 |
| | | | | Uteland Butte | 8,753 |
| | | | | Wasatch | 9,238 |
| | | | | TD | 9,238 |

35. ADDITIONAL REMARKS (Include plugging procedure)

TOC calculated by CBL. Conductor cemented with grout. First gas sales 11/27/2014; first oil sales 12/7/2014.

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Christina Hirtler TITLE Permit Anaylst
 SIGNATURE _____ DATE 12/19/2014

This report must be submitted within 30 days of

- completing or plugging a new well
- reentering a previously plugged and abandoned well
- drilling horizontal laterals from an existing well bore
- significantly deepening an existing well bore below the previous bottom-hole depth
- recompleting to a different producing formation
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining Phone: 801-538-5340
 1594 West North Temple, Suite 1210
 Box 145801 Fax: 801-359-3940
 Salt Lake City, Utah 84114-5801

FD 3-23-6-19 Report Continued*

| 44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.) | | | |
|--|---------------------------|---------------------------------------|--------------------------------|
| AMOUNT AND TYPE OF MATERIAL | | | |
| <u>Stage</u> | <u>bbls Slurry</u> | <u>lbs 20/40 Premium White</u> | <u>gal 15% HCl Acid</u> |
| 1 | 2916 | 150,200 | 4,400 |
| 2 | 2680 | 150,400 | 3,900 |
| 3 | 2694 | 150,400 | 3,900 |
| 4 | 2527 | 150,040 | 3,400 |

*Depth intervals for frac information same as perforation record intervals.



Payzone Directional

End of Well Report



Company: Bill Barrett Corporation
Project: Fort Duchesne
Site: SECTION 23 T6S, R19E
Well: FD 3-23-6-19
Wellbore: Wellbore #1
Design: Actual

Local Co-ordinate Reference: Well FD 3-23-6-19
TVD Reference: FD 3-23-6-19 @ 5143.0usft (CAPSTAR 330)
MD Reference: FD 3-23-6-19 @ 5143.0usft (CAPSTAR 330)
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: EDM 5000.1 Single User Db

Project: Fort Duchesne

Map System: US State Plane 1983
Geo Datum: North American Datum 1983
Map Zone: Utah Southern Zone

System Datum: Mean Sea Level

Site: SECTION 23 T6S, R19E

Site Position: Northing: 11,162,559.23 usft Latitude: 40° 16' 41.400 N
 Easting: 2,127,094.12 usft Longitude: 109° 45' 26.130 W
From: Lat/Long Slot Radius: 13-3/16 " Grid Convergence: 1.07 °
Position Uncertainty: 0.0 usft

Well: FD 3-23-6-19, SHL: 40° 17' 19.120 -109° 45' 9.630

Well Position: +N/-S 0.0 usft Northing: 11,166,403.01 usft Latitude: 40° 17' 19.120 N
 +E/-W 0.0 usft Easting: 2,128,302.53 usft Longitude: 109° 45' 9.630 W
Position Uncertainty: 0.0 usft Wellhead Elevation: 5,143.0 usft Ground Level: 5,130.0 usft

Wellbore: Wellbore #1

| Magnetics | Model Name | Sample Date | Declination (°) | Dip Angle (°) | Field Strength (nT) |
|-----------|------------|-------------|-----------------|---------------|---------------------|
| | IGRF2010 | 10/3/2014 | 10.80 | 65.97 | 52,121 |

Design: Actual

Audit Notes:

Version: 1.0 **Phase:** ACTUAL **Tie On Depth:** 0.0

| Vertical Section: | Depth From (TVDD) (usft) | +N/-S (usft) | +E/-W (usft) | Direction (°) |
|-------------------|--------------------------|--------------|--------------|---------------|
| | 0.0 | 0.0 | 0.0 | 164.30 |

Survey Program Date 10/29/2014

| From (usft) | To (usft) | Survey (Wellbore) | Tool Name | Description |
|-------------|-----------|-------------------------|-----------|-----------------------------|
| 183.0 | 9,238.0 | Survey #1 (Wellbore #1) | MWD | MWD v3:standard declination |



Payzone Directional

End of Well Report



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North Reference: True
Survey Calculation Method: Minimum Curvature
Database: EDM 5000.1 Single User Db

Well FD 3-23-6-19
 FD 3-23-6-19 @ 5143.0usft (CAPSTAR 330)
 FD 3-23-6-19 @ 5143.0usft (CAPSTAR 330)
 True
 Minimum Curvature
 EDM 5000.1 Single User Db

| Survey | MD (usft) | Inc (°) | Azi (azimuth) (°) | TVD (usft) | V. Sec (usft) | N/S (usft) | E/W (usft) | DLeg (°/100usft) | Build (°/100usft) | Turn (°/100usft) |
|--------|-----------|---------|-------------------|------------|---------------|------------|------------|------------------|-------------------|------------------|
| | 0.0 | 0.00 | 0.00 | 0.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| | 183.0 | 0.49 | 4.42 | 183.0 | 0.8 | -0.7 | 0.1 | 0.27 | 0.27 | 0.00 |
| | 215.0 | 0.57 | 7.79 | 215.0 | 1.1 | -1.0 | 0.1 | 0.27 | 0.25 | 10.53 |
| | 307.0 | 0.39 | 353.12 | 307.0 | 1.8 | -1.7 | 0.1 | 0.24 | -0.20 | -15.95 |
| | 398.0 | 0.41 | 326.31 | 398.0 | 2.4 | -2.4 | -0.1 | 0.20 | 0.02 | -29.46 |
| | 491.0 | 0.35 | 281.24 | 491.0 | 2.7 | -2.8 | -0.6 | 0.32 | -0.06 | -48.46 |
| | 582.0 | 0.61 | 287.04 | 582.0 | 2.9 | -3.2 | -1.3 | 0.29 | 0.29 | 6.37 |
| | 674.0 | 0.26 | 280.05 | 674.0 | 3.1 | -3.5 | -2.0 | 0.38 | -0.38 | -7.60 |
| | 765.0 | 0.57 | 233.87 | 765.0 | 2.9 | -3.5 | -2.5 | 0.48 | 0.34 | -50.75 |
| | 856.0 | 0.52 | 237.79 | 856.0 | 2.4 | -3.2 | -3.3 | 0.07 | -0.05 | 4.31 |
| | 942.0 | 0.92 | 243.80 | 942.0 | 3.0 | -3.0 | -4.2 | 0.47 | 0.47 | 6.99 |
| | 1,027.0 | 0.77 | 234.36 | 1,027.0 | 2.6 | -2.6 | -5.3 | 0.24 | -0.18 | -11.11 |
| | 1,114.0 | 0.88 | 229.08 | 1,114.0 | 2.2 | -2.2 | -6.3 | 0.15 | 0.13 | -6.07 |
| | 1,176.0 | 0.66 | 231.93 | 1,175.9 | 1.8 | -1.8 | -6.9 | 0.36 | -0.35 | 4.60 |
| | 1,290.0 | 0.71 | 203.23 | 1,289.9 | 1.0 | -1.0 | -7.7 | 0.30 | 0.04 | -25.18 |
| | 1,374.0 | 0.80 | 209.31 | 1,373.9 | 0.2 | -0.2 | -8.2 | 0.14 | 0.11 | 7.24 |
| | 1,461.0 | 0.62 | 208.34 | 1,460.9 | 0.6 | 0.6 | -8.7 | 0.21 | -0.21 | -1.11 |
| | 1,546.0 | 0.49 | 189.92 | 1,545.9 | 1.2 | -3.8 | -9.0 | 0.26 | -0.15 | -21.67 |
| | 1,631.0 | 0.62 | 194.64 | 1,630.9 | 1.9 | -4.6 | -9.2 | 0.16 | 0.15 | 5.55 |
| | 1,717.0 | 0.71 | 203.54 | 1,716.9 | 2.8 | -5.5 | -9.5 | 0.16 | 0.10 | 10.35 |
| | 1,802.0 | 0.88 | 200.63 | 1,801.9 | 3.7 | -6.6 | -9.9 | 0.21 | 0.20 | -3.42 |
| | 1,890.0 | 0.80 | 203.85 | 1,889.9 | 4.7 | -7.8 | -10.4 | 0.11 | -0.09 | 3.66 |
| | 1,975.0 | 0.80 | 191.81 | 1,974.9 | 5.7 | -9.0 | -10.8 | 0.20 | 0.00 | -14.16 |
| | 2,060.0 | 1.02 | 195.34 | 2,059.9 | 6.9 | -10.3 | -11.1 | 0.27 | 0.26 | 4.15 |
| | 2,146.0 | 0.88 | 200.32 | 2,145.9 | 8.1 | -11.6 | -11.5 | 0.19 | -0.16 | 5.79 |
| | 2,231.0 | 1.19 | 192.34 | 2,230.8 | 9.4 | -13.1 | -12.0 | 0.40 | 0.36 | -9.39 |
| | 2,317.0 | 1.28 | 199.04 | 2,316.8 | 10.9 | -14.9 | -12.5 | 0.20 | 0.10 | 7.79 |



Payzone Directional

End of Well Report



Company: Bill Bairrett Corporation
Project: Fort Duchesne
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Well: FD 3-23-6-19
Wellbore: Wellbore #1
Design: Actual

Local Co-ordinate Reference:
TVD Reference: FD 3-23-6-19 @ 5143.0usft (CAPSTAR 330)
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North Reference: True
Survey Calculation Method: Minimum Curvature
Database: EDM 5000.1 Single User Db

Well FD 3-23-6-19
 FD 3-23-6-19 @ 5143.0usft (CAPSTAR 330)
 FD 3-23-6-19 @ 5143.0usft (CAPSTAR 330)
 True
 Minimum Curvature
 EDM 5000.1 Single User Db

| MD (usft) | Inc (°) | Azi (azimuth) (°) | TVD (usft) | V. Sec (usft) | N/S (usft) | E/W (usft) | DLeg (°/100usft) | Build (°/100usft) | Turn (°/100usft) |
|-----------|---------|-------------------|------------|---------------|------------|------------|------------------|-------------------|------------------|
| 2,403.0 | 0.71 | 225.61 | 2,402.8 | 12.0 | -16.2 | -13.2 | 0.84 | -0.66 | 30.90 |
| 2,490.0 | 0.49 | 88.74 | 2,489.8 | 12.3 | -16.5 | -13.2 | 1.29 | -0.25 | -157.32 |
| 2,575.0 | 0.31 | 116.02 | 2,574.8 | 12.6 | -16.6 | -12.6 | 0.30 | -0.21 | 32.09 |
| 2,662.0 | 0.31 | 180.14 | 2,661.8 | 13.0 | -17.0 | -12.4 | 0.38 | 0.00 | 73.70 |
| 2,748.0 | 0.88 | 321.81 | 2,747.8 | 12.6 | -16.7 | -12.8 | 1.33 | 0.66 | 164.73 |
| 2,833.0 | 0.80 | 314.23 | 2,832.8 | 11.5 | -15.7 | -13.6 | 0.16 | -0.09 | -8.92 |
| 2,919.0 | 1.99 | 332.74 | 2,918.8 | 9.5 | -14.0 | -14.7 | 1.46 | 1.38 | 21.52 |
| 3,004.0 | 1.50 | 329.61 | 3,003.7 | 7.0 | -11.7 | -16.0 | 0.59 | -0.58 | -3.68 |
| 3,091.0 | 1.50 | 327.01 | 3,090.7 | 4.8 | -9.8 | -17.2 | 0.08 | 0.00 | -2.99 |
| 3,176.0 | 1.41 | 332.35 | 3,175.7 | 2.7 | -7.9 | -18.3 | 0.19 | -0.11 | 6.28 |
| 3,261.0 | 1.28 | 324.72 | 3,260.7 | 0.8 | -6.2 | -19.3 | 0.26 | -0.15 | -8.98 |
| 3,347.0 | 1.10 | 324.81 | 3,346.6 | -0.9 | -4.8 | -20.3 | 0.21 | -0.21 | 0.10 |
| 3,432.0 | 0.80 | 343.63 | 3,431.6 | -2.3 | -3.5 | -21.0 | 0.50 | -0.35 | 22.14 |
| 3,517.0 | 0.71 | 337.15 | 3,516.6 | -3.4 | -2.5 | -21.3 | 0.15 | -0.11 | -7.62 |
| 3,603.0 | 1.68 | 338.65 | 3,602.6 | -5.2 | -0.8 | -22.0 | 1.13 | 1.13 | 1.74 |
| 3,688.0 | 2.30 | 338.65 | 3,687.5 | -8.1 | 1.9 | -23.1 | 0.73 | 0.73 | 0.00 |
| 3,774.0 | 2.39 | 338.52 | 3,773.5 | -11.6 | 5.2 | -24.4 | 0.10 | 0.10 | -0.15 |
| 3,859.0 | 2.30 | 336.44 | 3,858.4 | -15.1 | 8.4 | -25.7 | 0.15 | -0.11 | -2.45 |
| 3,944.0 | 1.99 | 338.03 | 3,943.3 | -18.2 | 11.4 | -26.9 | 0.37 | -0.36 | 1.87 |
| 4,030.0 | 1.68 | 330.72 | 4,029.3 | -20.9 | 13.8 | -28.1 | 0.45 | -0.36 | -8.50 |
| 4,116.0 | 1.41 | 337.63 | 4,115.3 | -23.2 | 15.9 | -29.1 | 0.38 | -0.31 | 8.03 |
| 4,202.0 | 1.41 | 338.74 | 4,201.2 | -25.3 | 17.9 | -29.9 | 0.03 | 0.00 | 1.29 |
| 4,288.0 | 1.19 | 339.84 | 4,287.2 | -27.3 | 19.7 | -30.6 | 0.26 | -0.26 | 1.28 |
| 4,373.0 | 0.80 | 336.22 | 4,372.2 | -28.7 | 21.1 | -31.1 | 0.46 | -0.46 | -4.26 |
| 4,458.0 | 0.62 | 344.33 | 4,457.2 | -29.8 | 22.1 | -31.5 | 0.24 | -0.21 | 9.54 |
| 4,544.0 | 0.40 | 344.33 | 4,543.2 | -30.5 | 22.8 | -31.7 | 0.26 | -0.26 | 0.00 |
| 4,629.0 | 0.40 | 347.81 | 4,628.2 | -31.1 | 23.4 | -31.9 | 0.03 | 0.00 | 4.09 |



Payzone Directional

End of Well Report



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Local Co-ordinate Reference:
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Survey Calculation Method: True
Database: Minimum Curvature
 EDM 5000.1 Single User Db

| MD (usft) | Inc (°) | Azi (azimuth) (°) | TVD (usft) | V. Sec (usft) | N/S (usft) | E/W (usft) | DLeg (°/100usft) | Build (°/100usft) | Turn (°/100usft) |
|-----------|---------|-------------------|------------|---------------|------------|------------|------------------|-------------------|------------------|
| 4,714.0 | 0.31 | 44.41 | 4,713.2 | -31.5 | 23.8 | -31.8 | 0.41 | -0.11 | 66.59 |
| 4,800.0 | 0.09 | 27.13 | 4,799.2 | -31.7 | 24.1 | -31.6 | 0.26 | -0.26 | -20.09 |
| 4,885.0 | 0.22 | 227.11 | 4,884.2 | -31.7 | 24.0 | -31.7 | 0.36 | 0.15 | -188.26 |
| 4,971.0 | 0.31 | 210.85 | 4,970.2 | -31.4 | 23.7 | -31.9 | 0.14 | 0.10 | -18.91 |
| 5,057.0 | 0.49 | 210.23 | 5,056.2 | -31.0 | 23.2 | -32.2 | 0.21 | 0.21 | -0.72 |
| 5,142.0 | 0.49 | 205.52 | 5,141.2 | -30.5 | 22.5 | -32.5 | 0.05 | 0.00 | -5.54 |
| 5,228.0 | 0.80 | 186.53 | 5,227.2 | -29.7 | 21.6 | -32.8 | 0.43 | 0.36 | -22.08 |
| 5,313.0 | 1.02 | 188.11 | 5,312.2 | -28.4 | 20.3 | -32.9 | 0.26 | 0.26 | 1.86 |
| 5,398.0 | 1.02 | 179.04 | 5,397.2 | -27.0 | 18.8 | -33.0 | 0.19 | 0.00 | -10.67 |
| 5,483.0 | 1.10 | 177.54 | 5,482.1 | -25.5 | 17.2 | -33.0 | 0.10 | 0.09 | -1.76 |
| 5,569.0 | 1.10 | 175.51 | 5,568.1 | -23.9 | 15.5 | -32.9 | 0.05 | 0.00 | -2.36 |
| 5,655.0 | 1.68 | 187.32 | 5,654.1 | -21.9 | 13.5 | -33.0 | 0.75 | 0.67 | 13.73 |
| 5,740.0 | 1.99 | 196.84 | 5,739.1 | -19.5 | 10.8 | -33.6 | 0.51 | 0.36 | 11.20 |
| 5,826.0 | 1.50 | 191.42 | 5,825.0 | -17.2 | 8.3 | -34.2 | 0.60 | -0.57 | -6.30 |
| 5,911.0 | 1.41 | 186.04 | 5,910.0 | -15.3 | 6.2 | -34.6 | 0.19 | -0.11 | -6.33 |
| 5,996.0 | 1.28 | 181.02 | 5,995.0 | -13.4 | 4.2 | -34.7 | 0.21 | -0.15 | -5.91 |
| 6,081.0 | 1.50 | 181.11 | 6,079.9 | -11.4 | 2.1 | -34.7 | 0.26 | 0.26 | 0.11 |
| 6,160.0 | 1.50 | 188.42 | 6,158.9 | -9.5 | 0.1 | -34.9 | 0.24 | 0.00 | 9.25 |
| 6,245.0 | 1.59 | 190.32 | 6,243.9 | -7.4 | -2.2 | -35.3 | 0.12 | 0.11 | 2.24 |
| 6,330.0 | 1.59 | 181.33 | 6,328.8 | -5.2 | -4.5 | -35.5 | 0.29 | 0.00 | -10.58 |
| 6,416.0 | 1.81 | 172.65 | 6,414.8 | -2.7 | -7.1 | -35.4 | 0.39 | 0.26 | -10.09 |
| 6,501.0 | 1.68 | 161.01 | 6,499.8 | -0.2 | -9.6 | -34.8 | 0.44 | -0.15 | -13.69 |
| 6,586.0 | 1.50 | 154.05 | 6,584.7 | 2.2 | -11.8 | -33.9 | 0.31 | -0.21 | -8.19 |
| 6,672.0 | 1.41 | 145.54 | 6,670.7 | 4.3 | -13.7 | -32.8 | 0.27 | -0.10 | -9.90 |
| 6,758.0 | 0.71 | 72.74 | 6,756.7 | 5.3 | -14.4 | -31.7 | 1.60 | -0.81 | -84.65 |
| 6,844.0 | 0.88 | 86.01 | 6,842.7 | 5.4 | -14.2 | -30.5 | 0.29 | 0.20 | 15.43 |
| 6,929.0 | 0.88 | 358.35 | 6,927.7 | 4.9 | -13.5 | -29.9 | 1.43 | 0.00 | -103.13 |

RECEIVED: Dec. 19, 2014



Payzone Directional

End of Well Report



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Project: Fort Duchesne
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| MD (usft) | Inc (°) | Azi (azimuth) (°) | TVD (usft) | V. Sec (usft) | N/S (usft) | E/W (usft) | D Leg (°/100usft) | Build (°/100usft) | Turn (°/100usft) |
|-----------|---------|-------------------|------------|---------------|------------|------------|-------------------|-------------------|------------------|
| 7,014.0 | 0.80 | 5.62 | 7,012.7 | 3.7 | -12.2 | -29.9 | 0.16 | -0.09 | 8.55 |
| 7,099.0 | 0.49 | 7.73 | 7,097.7 | 2.8 | -11.3 | -29.7 | 0.37 | -0.36 | 2.48 |
| 7,187.0 | 0.22 | 339.44 | 7,185.7 | 2.3 | -10.7 | -29.8 | 0.36 | -0.31 | -32.15 |
| 7,273.0 | 0.09 | 124.04 | 7,271.7 | 2.2 | -10.6 | -29.8 | 0.35 | -0.15 | 188.14 |
| 7,358.0 | 0.09 | 218.43 | 7,356.7 | 2.3 | -10.7 | -29.7 | 0.16 | 0.00 | 111.05 |
| 7,443.0 | 0.31 | 123.64 | 7,441.7 | 2.5 | -10.9 | -29.6 | 0.39 | 0.26 | -111.52 |
| 7,529.0 | 1.02 | 122.54 | 7,527.7 | 3.2 | -11.4 | -28.8 | 0.83 | 0.83 | -1.28 |
| 7,614.0 | 1.10 | 128.71 | 7,612.6 | 4.5 | -12.4 | -27.5 | 0.16 | 0.09 | 7.26 |
| 7,699.0 | 1.10 | 129.94 | 7,697.6 | 5.8 | -13.4 | -26.2 | 0.03 | 0.00 | 1.45 |
| 7,786.0 | 1.02 | 115.71 | 7,784.6 | 7.0 | -14.3 | -24.9 | 0.32 | -0.09 | -16.36 |
| 7,871.0 | 0.88 | 124.22 | 7,869.6 | 8.0 | -15.0 | -23.7 | 0.23 | -0.16 | 10.01 |
| 7,959.0 | 1.02 | 117.52 | 7,957.6 | 9.1 | -15.7 | -22.4 | 0.20 | 0.16 | -7.61 |
| 8,048.0 | 1.28 | 117.12 | 8,046.6 | 10.3 | -16.5 | -20.8 | 0.29 | 0.29 | -0.45 |
| 8,134.0 | 1.28 | 123.73 | 8,132.6 | 11.7 | -17.5 | -19.2 | 0.17 | 0.00 | 7.69 |
| 8,219.0 | 1.28 | 124.22 | 8,217.5 | 13.1 | -18.6 | -17.6 | 0.01 | 0.00 | 0.58 |
| 8,305.0 | 1.50 | 109.14 | 8,303.5 | 14.5 | -19.5 | -15.7 | 0.49 | 0.26 | -17.53 |
| 8,390.0 | 1.59 | 111.04 | 8,388.5 | 15.8 | -20.3 | -13.6 | 0.12 | 0.11 | 2.24 |
| 8,475.0 | 1.28 | 117.34 | 8,473.4 | 17.2 | -21.1 | -11.6 | 0.41 | -0.36 | 7.41 |
| 8,562.0 | 1.41 | 120.73 | 8,560.4 | 18.6 | -22.1 | -9.9 | 0.18 | 0.15 | 3.90 |
| 8,648.0 | 1.19 | 114.61 | 8,646.4 | 20.0 | -23.0 | -8.1 | 0.30 | -0.26 | -7.12 |
| 8,733.0 | 1.50 | 121.92 | 8,731.4 | 21.3 | -24.0 | -6.4 | 0.42 | 0.36 | 8.60 |
| 8,818.0 | 1.81 | 119.63 | 8,816.3 | 23.1 | -25.2 | -4.3 | 0.37 | 0.36 | -2.69 |
| 8,904.0 | 1.90 | 108.84 | 8,902.3 | 24.9 | -26.4 | -1.7 | 0.42 | 0.10 | -12.55 |
| 8,989.0 | 1.90 | 112.14 | 8,987.3 | 26.6 | -27.3 | 0.9 | 0.13 | 0.00 | 3.88 |
| 9,075.0 | 1.90 | 112.63 | 9,073.2 | 28.3 | -28.4 | 3.5 | 0.02 | 0.00 | 0.57 |
| 9,178.0 | 1.81 | 107.25 | 9,176.1 | 30.3 | -29.6 | 6.7 | 0.19 | -0.09 | -5.22 |
| 9,238.0 | 1.81 | 107.25 | 9,236.1 | 31.3 | -30.1 | 8.5 | 0.00 | 0.00 | 0.00 |



Payzone Directional

End of Well Report



Company:
Project:
Site:
Well:
Wellbore:
Design:

Bill Bairrett Corporation
Fort Duchesne
SECTION 23 T6S, R19E
FD 3-23-6-19
Wellbore #1
Actual

Local Co-ordinate Reference:
TVD Reference:
MD Reference:
North Reference:
Survey Calculation Method:
Database:

Well FD 3-23-6-19
FD 3-23-6-19 @ 5143.0usft (CAPSTAR 330)
FD 3-23-6-19 @ 5143.0usft (CAPSTAR 330)
True
Minimum Curvature
EDM 5000.1 Single User Db

Checked By: _____

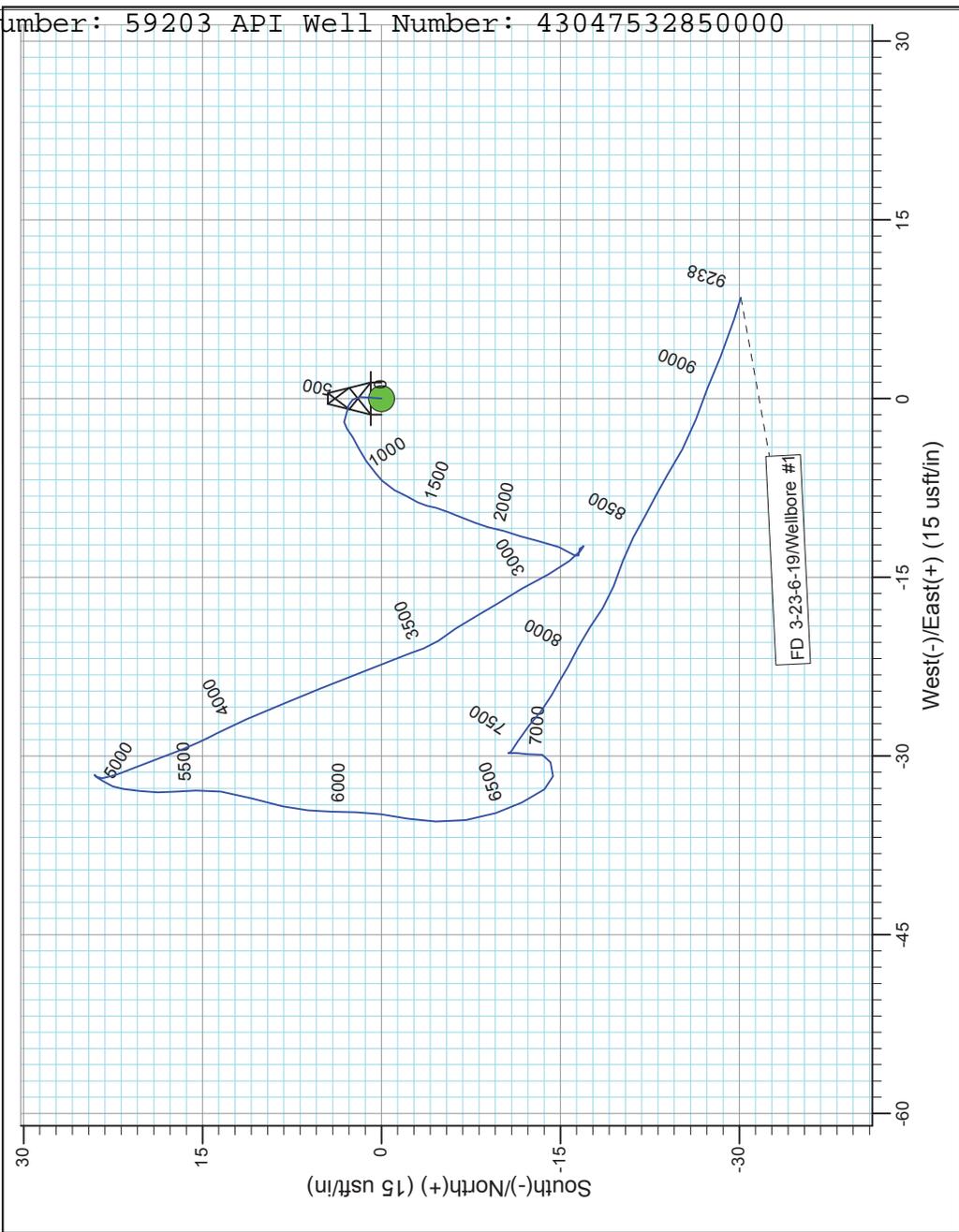
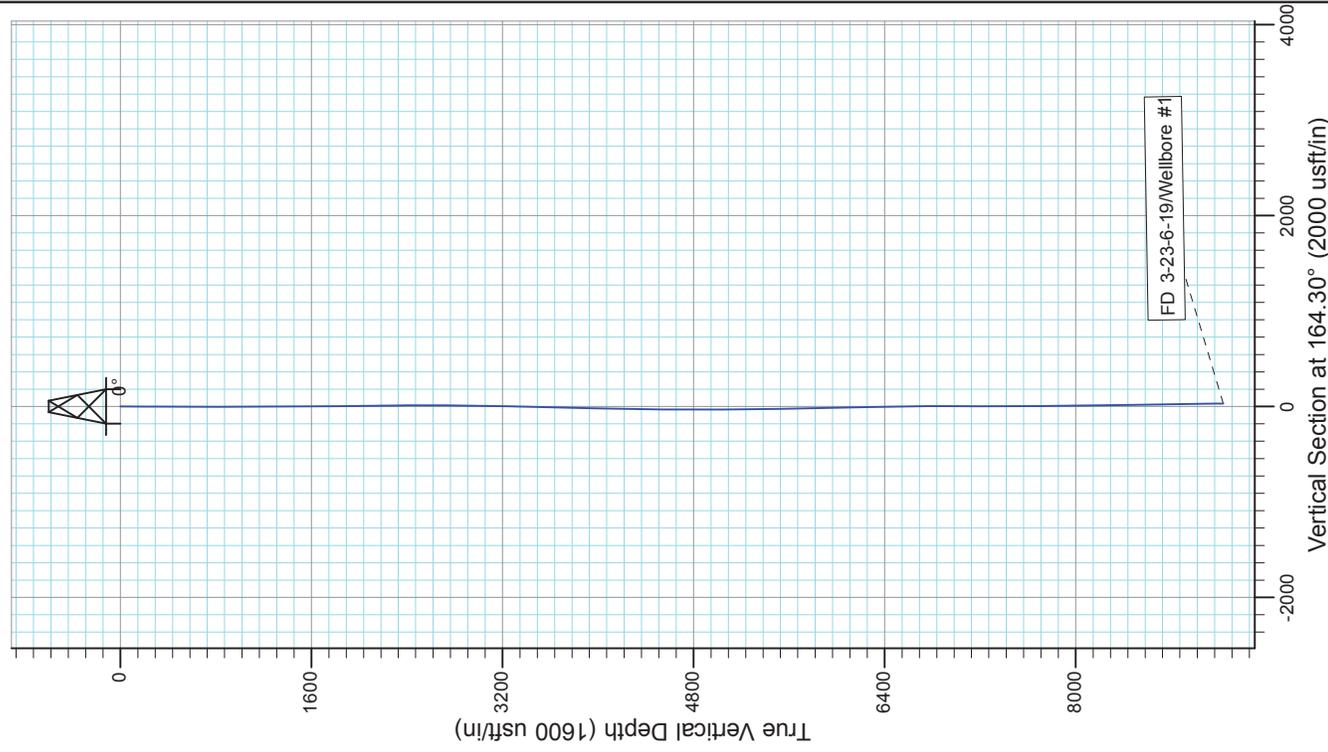
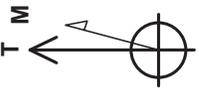
Approved By: _____

Date: _____



Project: Fort Duchesne
 Site: SECTION 23 T6S, R19E
 Well: FD 3-23-6-19
 Wellbore: Wellbore #1
 Design: Actual

Surf Station Number: 59203 API Well Number: 43047532850000
 Azimuths to True North
 Magnetic North: 10.80°
 Magnetic Field
 Strength: 52121.3snT
 Dip Angle: 65.97°
 Date: 10/3/2014
 Model: IGRF2010



Design: Actual (FD 3-23-6-19/Wellbore #1)
 Created By: Matthew Sinton Date: 8:51, October 29 2014
 THIS SURVEY IS CORRECT TO THE BEST OF MY KNOWLEDGE AND IS SUPPORTED BY ACTUAL FIELD DATA

| | |
|--|--|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | FORM 9 |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | 5. LEASE DESIGNATION AND SERIAL NUMBER: fee |
| | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| | 7. UNIT or CA AGREEMENT NAME: |
| 1. TYPE OF WELL Oil Well | 8. WELL NAME and NUMBER: FD 3-23-6-19 |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | 9. API NUMBER: 43047532850000 |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | PHONE NUMBER: 303 312-8134 Ext |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0800 FNL 1980 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 23 Township: 06.0S Range: 19.0E Meridian: S | 9. FIELD and POOL or WILDCAT: MOFFAT CANAL |
| | COUNTY: UINTAH |
| | STATE: UTAH |

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

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|---|--|--|--|
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 9/30/2015 | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> CASING REPAIR |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> CHANGE WELL NAME |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> CONVERT WELL TYPE |
| <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> NEW CONSTRUCTION |
| | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> PLUG BACK |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | <input checked="" type="checkbox"/> RECLAMATION OF WELL SITE | <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | <input type="checkbox"/> TEMPORARY ABANDON |
| | <input type="checkbox"/> TUBING REPAIR | <input type="checkbox"/> VENT OR FLARE | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> WATER SHUTOFF | <input type="checkbox"/> SI TA STATUS EXTENSION | <input type="checkbox"/> APD EXTENSION |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input checked="" type="checkbox"/> OTHER | OTHER: <input type="text" value="pit closure extension reques"/> |

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

BBC is requesting permission to leave this pit open until 9/30/2015 due to inclement weather conditions. BBC will continue with pit closure in the summer, when more favorable weather conditions allow. A follow up sundry will be submitted with the date of pit closure.

Approved by the
March 06, 2015
Oil, Gas and Mining

Date: _____
 By: 

| | | |
|------------------------------------|------------------------------|-------------------------|
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst |
| SIGNATURE N/A | DATE 1/20/2015 | |