

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 11-4-6-19					
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 UNDESIGNATED					
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME					
6. NAME OF OPERATOR BILL BARRETT CORP						7. OPERATOR PHONE 303 312-8164					
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') Shirley and Glenn Huber						14. SURFACE OWNER PHONE (if box 12 = 'fee') 435-247-2336					
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') PO BOX 154, ,						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 checked="" type="checkbox"/> (Submit Commingling Application) NO <input 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		1980 FSL 1267 FWL		NESW	4	6.0 S	19.0 E	S			
Top of Uppermost Producing Zone		1980 FSL 1267 FWL		NESW	4	6.0 S	19.0 E	S			
At Total Depth		1980 FSL 1267 FWL		NESW	4	6.0 S	19.0 E	S			
21. COUNTY UINTAH			22. DISTANCE TO NEAREST LEASE LINE (Feet) 656			23. NUMBER OF ACRES IN DRILLING UNIT 640					
27. ELEVATION - GROUND LEVEL 5231			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 3085			26. PROPOSED DEPTH MD: 10462 TVD: 10462					
			28. BOND NUMBER LMP4138148			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 - 10462	17.0	P-110 LT&C	9.6	Unknown		1190	2.31	11.0
							Unknown		610	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 11/09/2012			EMAIL briley@billbarrettcorp.com					
API NUMBER ASSIGNED 43047533130000			APPROVAL			 Permit Manager					

BILL BARRETT CORPORATION
DRILLING PLAN

FD 11-4-6-19

NESW, 1980' FSL and 1267' FWL, Section 4, T6S-R19E, SLB&M (surface hole)

NESW, 1980' FSL and 1267' FWL, Section 4, T6S-R19E, SLB&M (bottom hole)

Uintah County, Utah

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

<u>Formation</u>	<u>Depth – MD/TVD</u>
Green River*	6122'
TGR3	8077'
Black Shale	8717'
Wasatch*	9662'
TD	10462'

*PROSPECTIVE PAY

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

Base of Useable Water = 5347'

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1500'	No pressure control required
1500' – 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

*The casing program is based on recent wells drilled by Axia in the immediate area.

9-5/8" 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

Bill Barrett Corporation
 Drilling Program
 FD 11-4-6-19
 Uintah County, Utah

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

5. Cementing Program

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: 1190 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 1,000' Tail: 610 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 @ 8217'

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' – 1500'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
1500' – 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.

Bill Barrett Corporation
Drilling Program
FD 11-4-6-19
Uintah County, Utah

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 5222 psi* and maximum anticipated surface pressure equals approximately 2920 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

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

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

9. Auxiliary Equipment

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

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Green River located in Sec. 33, T8S-R20E.

11. Drilling Schedule

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



Bill Barrett Corporation

AURORA CEMENT VOLUMES

Well Name: [FD 11-4-6-19](#)

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

# SK's Tail:	210
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Production Hole Data:

Total Depth:	10,462'
Top of Cement:	1,000'
Top of Tail:	8,217'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	2734.4	ft ³
Lead Fill:	7,217'	
Tail Volume:	850.7	ft ³
Tail Fill:	2,245'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	1190
# SK's Tail:	610

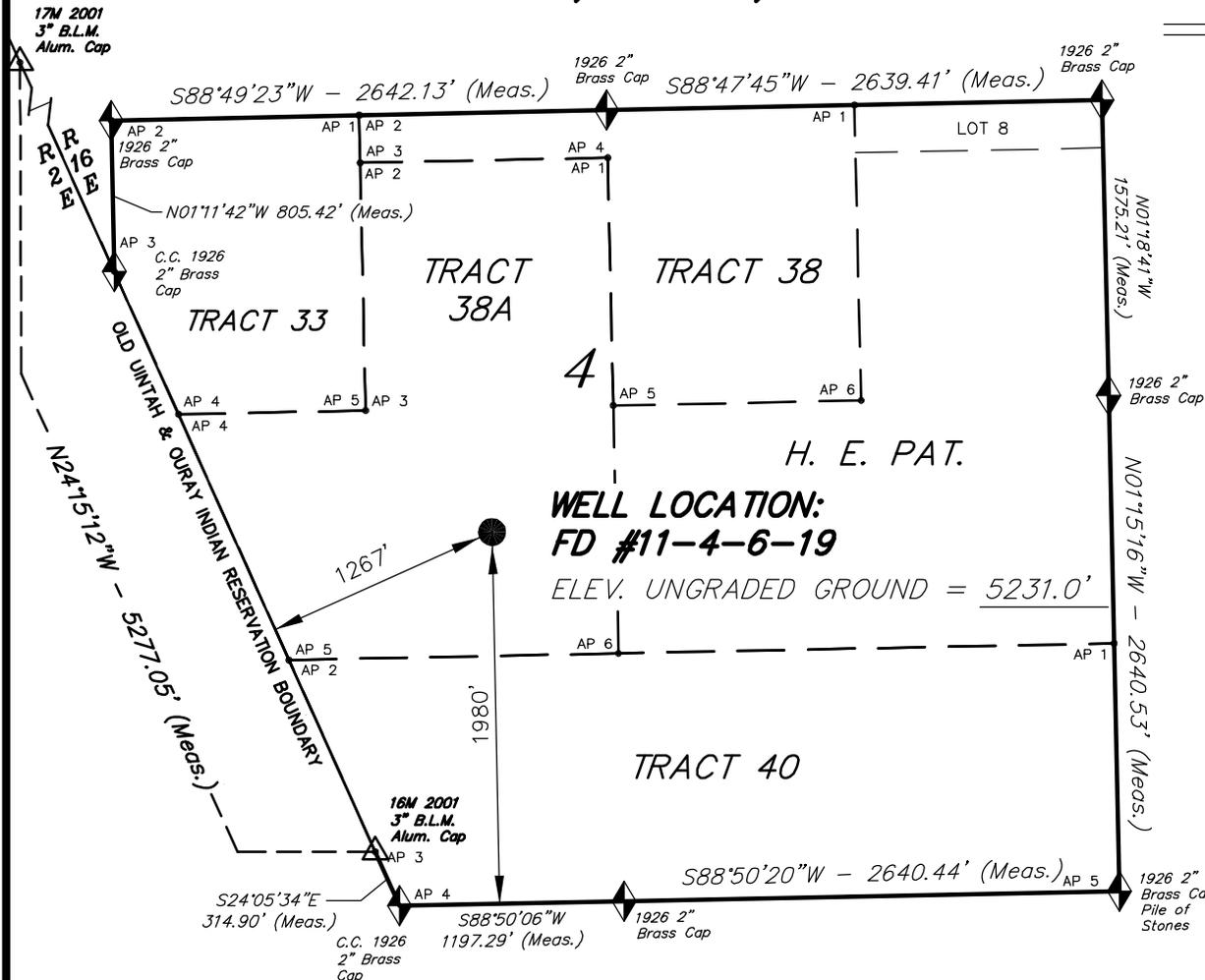
FD 11-4-6-19 Proposed Cementing Program
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<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (1000' - 0')	
Halliburton Light Premium	Fluid Weight: 11.0 lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield: 3.16 ft ³ /sk
0.25 lbm/sk Kwik Seal	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

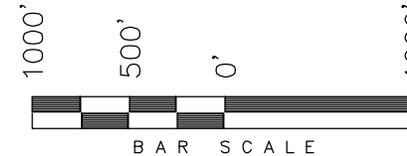
<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (8217' - 1000')	
Tuned Light™ System	Fluid Weight: 11.0 lbm/gal
	Slurry Yield: 2.31 ft ³ /sk
	Total Mixing Fluid: 10.65 Gal/sk
	Top of Fluid: 1,000'
	Calculated Fill: 7,217'
	Volume: 486.99 bbl
	Proposed Sacks: 1190 sks
Tail Cement - (10462' - 8217')	
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: 8,217'
	Calculated Fill: 2,245'
	Volume: 151.50 bbl
	Proposed Sacks: 610 sks

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

BILL BARRETT CORPORATION



WELL LOCATION, FD #11-4-6-19,
LOCATED AS SHOWN IN TRACT 38A
OF SECTION 4, T6S, R19E, S.L.B.&M.
UINTAH COUNTY, UTAH.

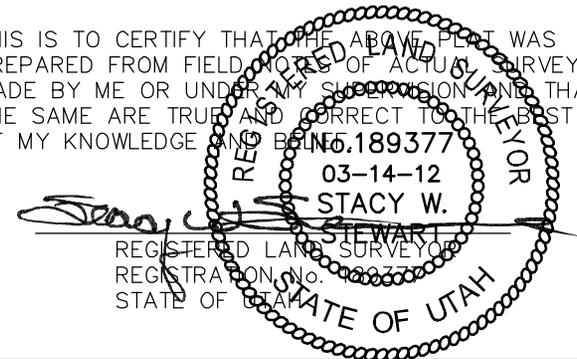


NOTES:

1. Well footages are measured at right angles to the Section Lines.
2. Bearings are based on Global Positioning Satellite observations.

WELL LOCATION:
FD #11-4-6-19
ELEV. UNGRADED GROUND = 5231.0'

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.



NAD 83 (SURFACE LOCATION)	
LATITUDE	= 40°19'30.81" (40.325225)
LONGITUDE	= 109°47'26.27" (109.790631)
NAD 27 (SURFACE LOCATION)	
LATITUDE	= 40°19'30.95" (40.325265)
LONGITUDE	= 109°47'23.75" (109.789931)

BASIS OF ELEV; Elevations are base on LOCATION: an N.G.S. OPUS Correction.
LAT. 40°16'17.95" LONG. 109°35'59.22"
(Tristate Aluminum Cap) Elev. 4843.21'

TRI STATE LAND SURVEYING & CONSULTING
180 NORTH VERNAL AVE. - VERNAL, UTAH 84078
(435) 781-2501

DATE SURVEYED: 03-04-12	SURVEYED BY: C.D.S.
DATE DRAWN: 03-14-12	DRAWN BY: L.C.S.
REVISED:	SCALE: 1" = 1000'

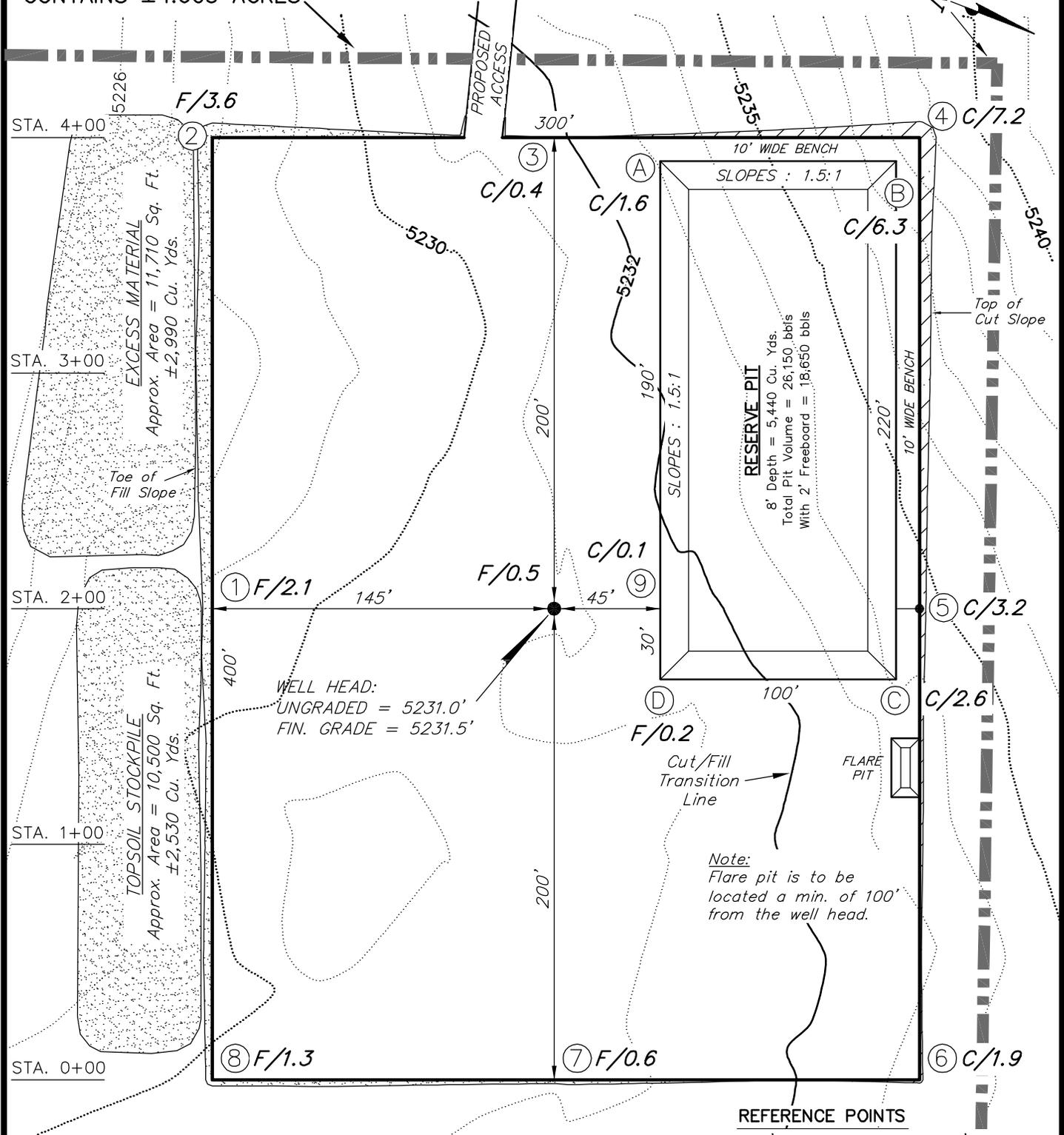
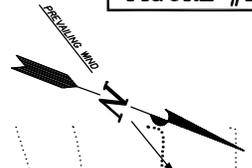
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FIGURE #1

LOCATION LAYOUT

PROPOSED SURFACE USE AREA
CONTAINS ±4.603 ACRES

FD #11-4-6-19
Section 4, T6S, R19E, S.L.B.&M.



REFERENCE POINTS

- 250' EASTERLY - 5232.0'
- 300' EASTERLY - 5232.9'
- 195' SOUTHERLY - 5228.2'
- 245' SOUTHERLY - 5226.1'

NOTE:
The topsoil, excess material & temporary cuttings areas are calculated as being mounds containing 5,520 cubic yards of dirt (a 10% fluff factor is included). The mound areas are calculated with push slopes of 1.5:1 & fall slopes of 1.5:1.

SURVEYED BY: C.D.S.	DATE SURVEYED: 03-04-12
DRAWN BY: L.C.S.	DATE DRAWN: 03-14-12
SCALE: 1" = 60'	REVISED:

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(435) 781-2501

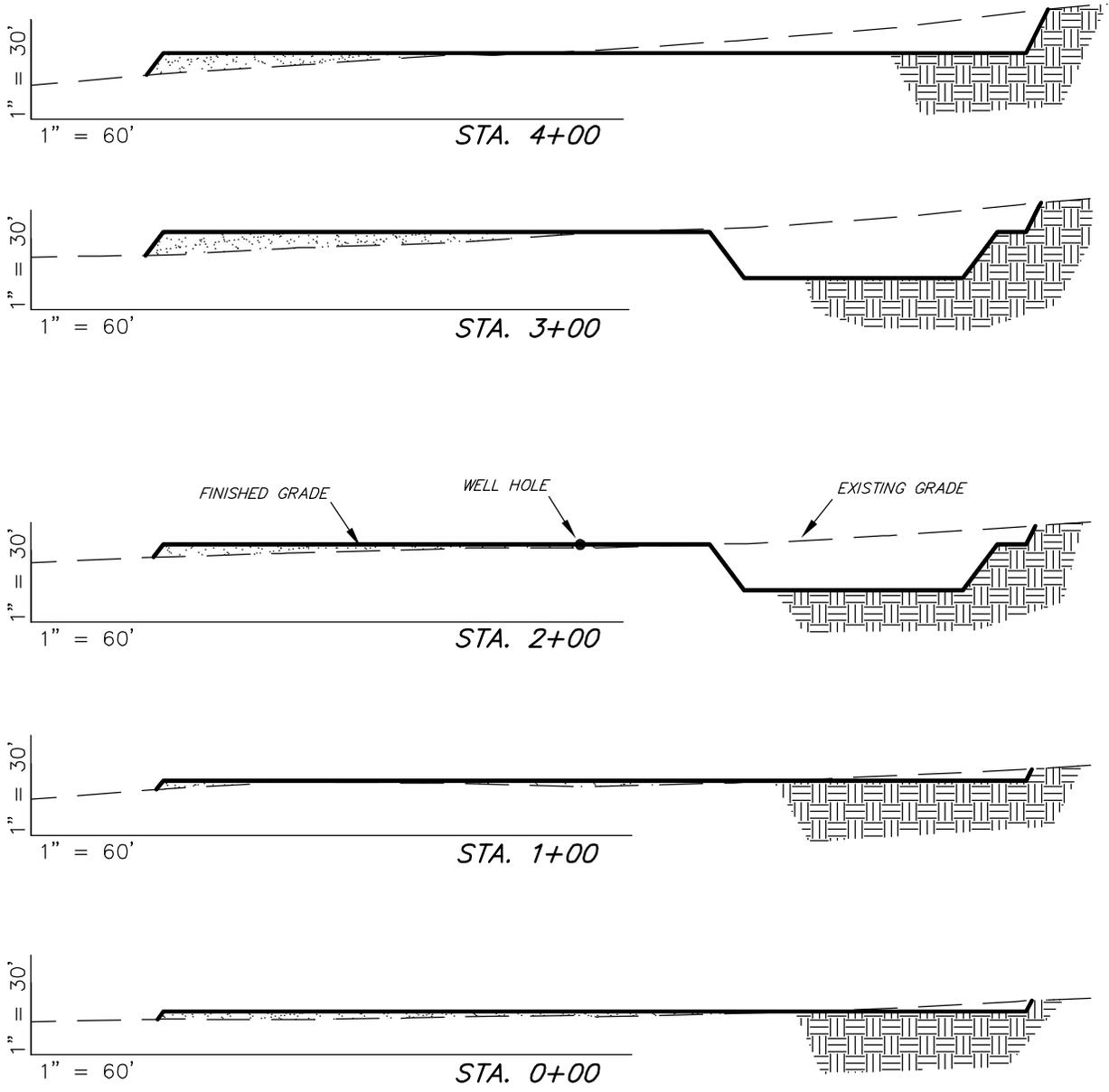
SHEET 2

BILL BARRETT CORPORATION

FIGURE #2

TYPICAL CROSS SECTIONS

FD #11-4-6-19
Section 4, T6S, R19E, S.L.B.&M.



NOTES:

1.) UNLESS OTHERWISE NOTED CUT SLOPES ARE AT 1:1 & FILL SLOPES ARE AT 1.5:1.

APPROXIMATE PROPOSED SURFACE USE AREA		
	DISTANCE	ACRES
WELL SITE DISTURBANCE	NA	±5.995 ACRES
30' WIDE ACCESS ROAD R-O-W DISTURBANCE	±200'	±0.138 ACRES
30' WIDE PIPELINE R-O-W DISTURBANCE	±1,200'	±0.826 ACRES
TOTAL SURFACE USE AREA	±1,400'	±6.959 ACRES

ESTIMATED EARTHWORK QUANTITIES (No Shrink or swell adjustments have been used) (Expressed in Cubic Yards)				
ITEM	CUT	FILL	6" TOPSOIL	EXCESS
PAD	2,160	4,880	Topsoil is not included in Pad Cut	-2,720
PIT	5,440	0		640
TOTALS	7,600	4,880	2,300	2,720

SURVEYED BY: C.D.S.	DATE SURVEYED: 03-04-12
DRAWN BY: L.C.S.	DATE DRAWN: 03-14-12
SCALE: 1" = 100'	REVISED:

Tri State (435) 781-2501
Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

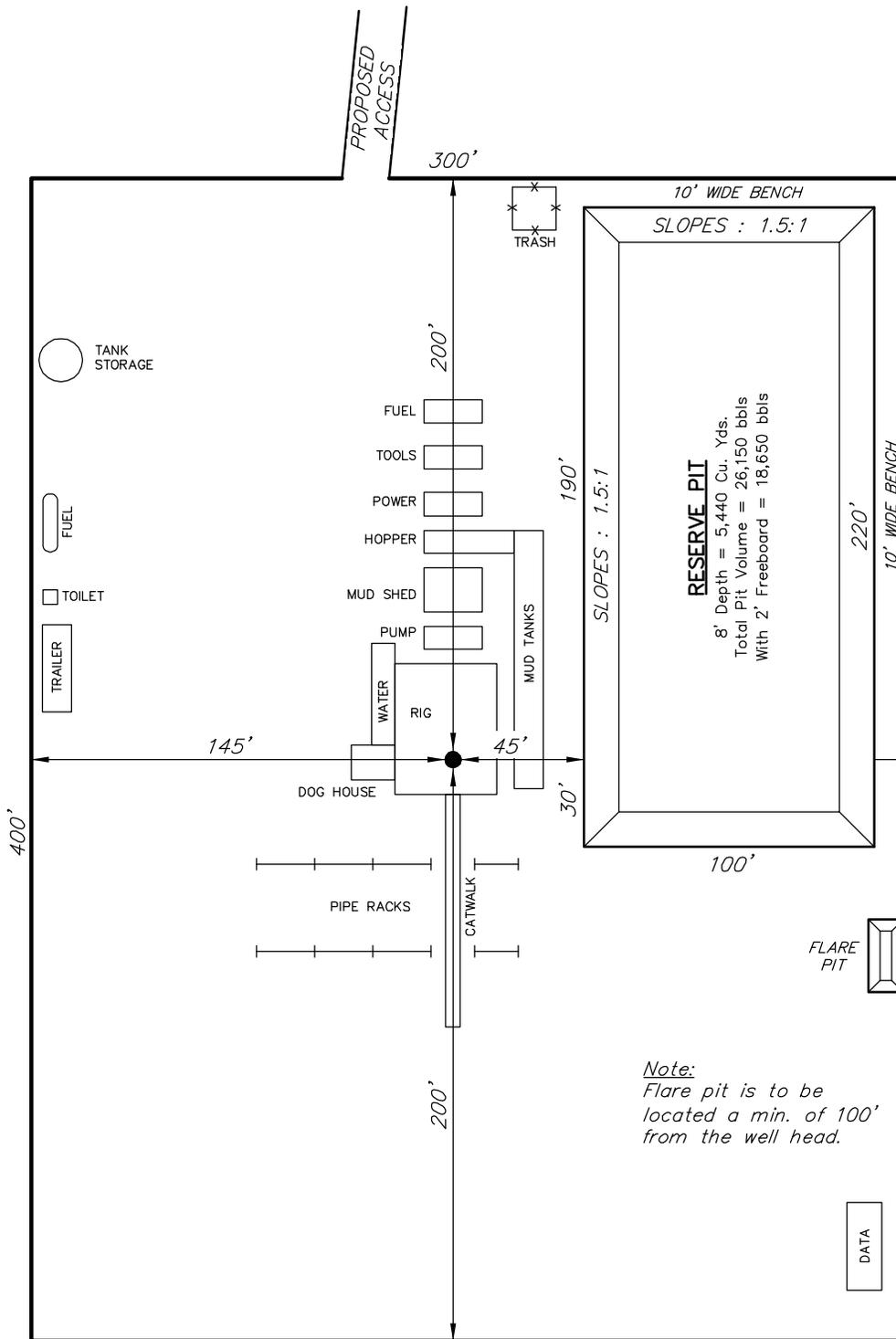
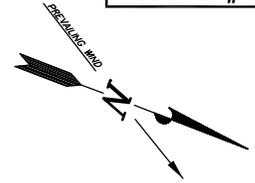
SHEET 3

BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT

FD #11-4-6-19
Section 4, T6S, R19E, S.L.B.&M.

FIGURE #3



Note:
Flare pit is to be located a min. of 100' from the well head.

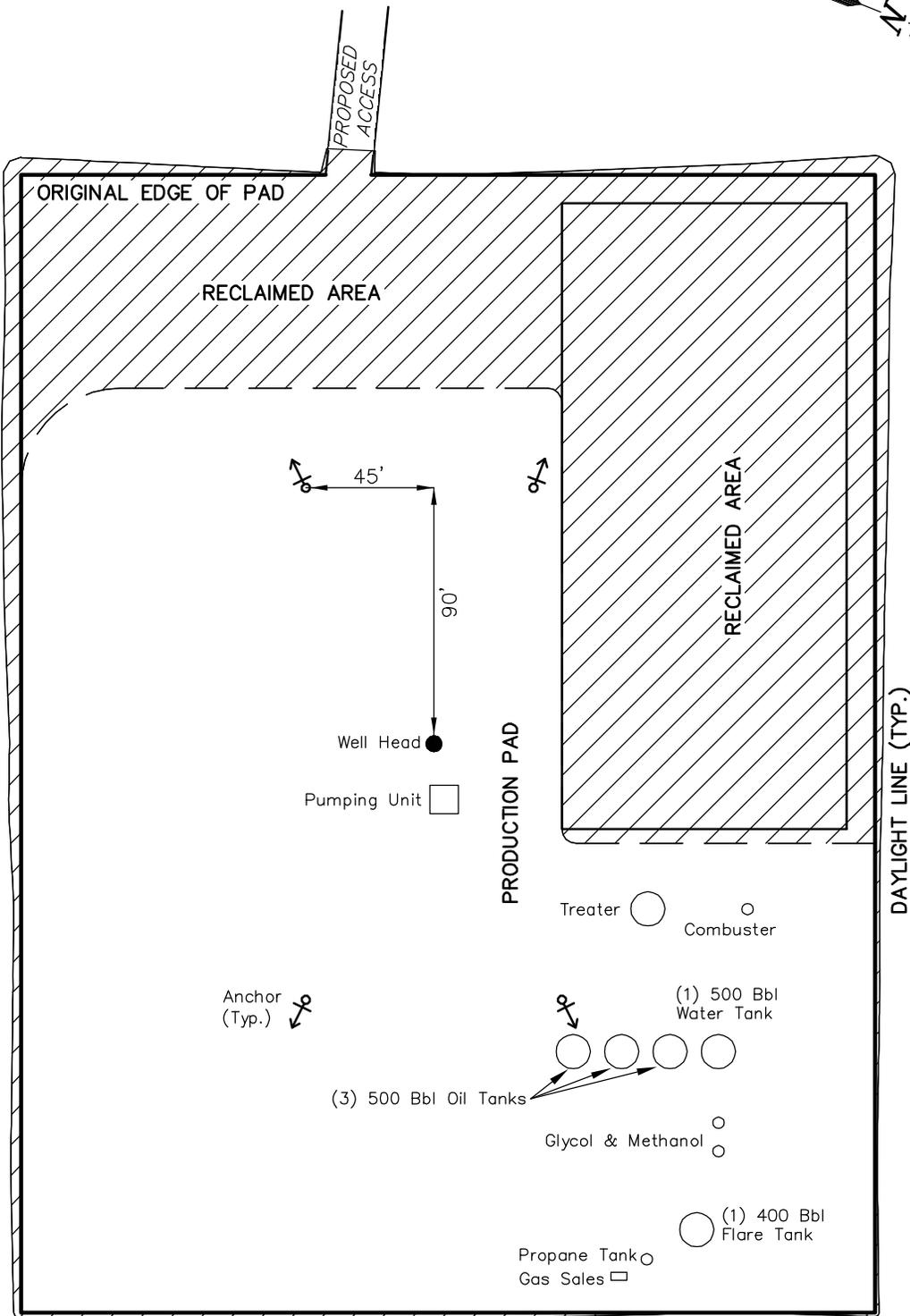
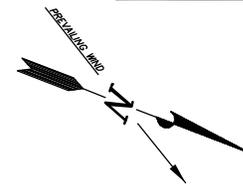
SURVEYED BY: C.D.S.	DATE SURVEYED: 03-04-12
DRAWN BY: L.C.S.	DATE DRAWN: 03-14-12
SCALE: 1" = 100'	REVISED:

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BILL BARRETT CORPORATION
INTERIM RECLAMATION PLAN

FD #11-4-6-19
 Section 4, T6S, R19E, S.L.B.&M.

FIGURE #4



DISTURBED AREA:
 TOTAL DISTURBED AREA = 4.603 ACRES
 TOTAL RECLAIMED AREA = 2.775 ACRES
 UNRECLAIMED AREA = 1.828 ACRES

NOTE: RECLAIMED AREA TO INCLUDE SEEDING OF APPROVED VEGETATION AND SUFFICIENT STORM WATER MANAGEMENT SYSTEM.

SURVEYED BY: C.D.S.	DATE SURVEYED: 03-04-12
DRAWN BY: L.C.S.	DATE DRAWN: 03-14-12
SCALE: 1" = 100'	REVISED:

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 Land Surveying, Inc.
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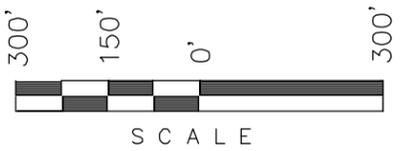
SHEET 5

NE 1/4

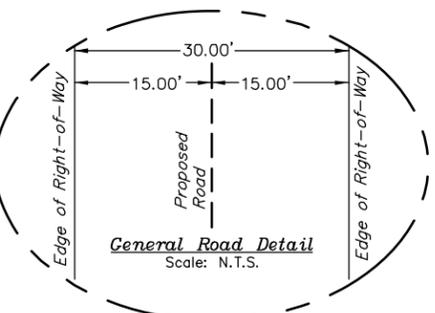
BILL BARRETT CORPORATION

PROPOSED ROAD RIGHT-OF-WAY & SURFACE USE AREA ON FEE LANDS For FD #11-4-6-19

Located in Section 4, T6S, R19E, S.L.B.&M. Also in Sections 7 & 8, T2S, R2E, U.S.B.&M. Uintah County, Utah



RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
HUBER	1441.97'	0.993	87.392
MEAGHER	3142.68'	2.164	190.465
TOTAL	4584.65'	3.158	277.857



Sec. 7

Sec. 8

Sec. 4

CORNER TIE NOTE:
The Point of Beginning (South Corner of the Surface Use Area) bears N26°49'10"W 1843.28' from the South 1/4 Corner of Section 4.

PROPOSED SURFACE USE AREA
FD #11-4-6-19
(Contains 4.603 Acres)

BEGINNING OF PROPOSED ROAD RIGHT-OF-WAY
STA. 0+33.50
(At Surface Use Area)

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN TRACT 38A OF SECTION 4, T6S, R19E, S.L.B.&M. WHICH BEARS N26°49'10"W 1843.28' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 4; THENCE N20°40'40"W 441.82'; THENCE N69°42'06"E 457.86'; THENCE S21°34'02"E 427.73'; THENCE S67°57'12"W 464.63' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS THE WEST LINE OF THE SW 1/4 OF SECTION 8, T2S, R2E, U.S.B.&M. WHICH IS TAKEN FROM GLOBAL POSITIONING SATELLITE OBSERVATIONS TO BEAR N01°09'40"W A MEASURED DISTANCE OF 2641.99'. CONTAINS 4.603 ACRES MORE OR LESS.

ROAD RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY LOCATED IN SECTION 4, T6S, R19E, S.L.B.&M. ALSO IN SECTIONS 7 & 8, T2S, R2E, U.S.B.&M. THE WIDTH OF SAID RIGHT-OF-WAY BEING 15' ON EITHER SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

BEGINNING A 30' WIDE RIGHT-OF-WAY AT A POINT IN TRACT 38A OF SECTION 4, T6S, R19E, S.L.B.&M. WHICH BEARS N26°08'48"W 2069.27' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 4; THENCE S74°39'39"W 366.48'; THENCE S74°39'13"W 478.11'; THENCE S18°26'12"W 186.75'; THENCE S15°11'09"W 111.95' TO A POINT ON THE EAST LINE OF THE OLD UINTAH & OURAY INDIAN RESERVATION BOUNDARY, T2S, R2E, U.S.B.&M. WHICH BEARS N24°15'12"W 1190.82' FROM MILE MARKER 16M; THENCE S15°11'09"W 207.17'; THENCE S13°22'33"W 207.08'; THENCE S37°52'39"W 288.54'; THENCE S47°29'00"W 305.01'; THENCE S41°15'42"W 289.72'; THENCE S49°57'35"W 242.11'; THENCE S49°59'55"W 233.59'; THENCE S49°50'56"W 262.82'; THENCE S58°20'03"W 181.01'; THENCE S57°08'22"W 197.33'; THENCE S63°15'47"W 216.91'; THENCE S75°42'27"W 252.49'; THENCE S81°05'44"W 302.93' TO A POINT ON THE EAST LINE OF THE SE 1/4 OF SECTION 7, T2S, R2E, U.S.B.&M. WHICH BEARS N01°09'40"W 700.41' FROM THE SOUTHEAST CORNER OF SAID SECTION 7; THENCE S87°14'47"W 254.67' TO A POINT IN LOT 3 OF SAID SECTION 7 WHICH BEARS N21°19'22"W 738.59' FROM THE SAID SOUTHEAST CORNER OF SECTION 7. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS THE WEST LINE OF THE SW 1/4 OF SAID SECTION 8 WHICH IS TAKEN FROM GLOBAL POSITIONING SATELLITE OBSERVATIONS TO BEAR N01°09'40"W A MEASURED DISTANCE OF 2641.99'. CONTAINS 3.157 ACRES MORE OR LESS.

LEGEND

- = SECTION CORNERS FOUND
- P.I. = POINT OF INTERSECTION
- P.O.S.L. = POINT ON SECTION LINE
- = PROPERTY LINE

SE 1/4

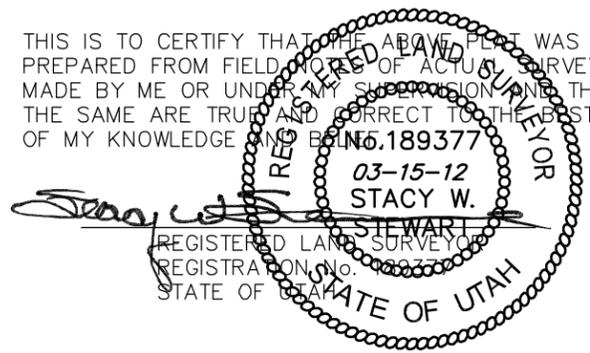
CORNER TIE NOTE:
End Sta. 46+18.15 bears N21°19'22"W 738.59' from the Southeast Corner of Section 7.

END OF PROPOSED ROAD RIGHT-OF-WAY
STA. 46+18.15
(At Proposed Road Right-of-Way)

HUBER SHIRLEY TRUSTEE
GLENN J HUBER FAMILY
LIVING TRUST ET AL
LOT 3

MEAGHER DALE
ATRUSTEE OF THE DALE A
MEAGHER TRUST ET AL
SW 1/4 SW 1/4

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.



SURVEYED BY: C.D.S.
DRAWN BY: L.C.S.
DATE: 03-15-12
SCALE: 1" = 300'
DWG: 12-0197

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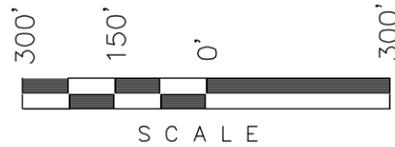
NE 1/4

BILL BARRETT CORPORATION

PROPOSED PIPELINE RIGHT-OF-WAY ON FEE LANDS

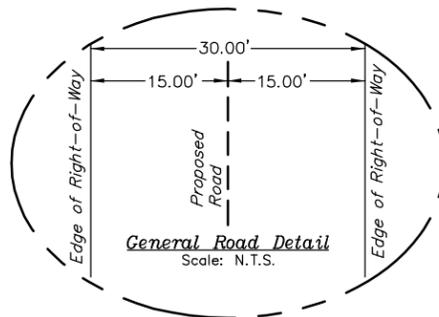
For FD #11-4-6-19

Located in Section 4, T6S, R19E, S.L.B.&M.
Also in Sections 7 & 8, T2S, R2E, U.S.B.&M.
Uintah County, Utah



RIGHT-OF-WAY LENGTHS

PROPERTY OWNER	FEET	ACRES	RODS
HUBER	1153.74'	0.795	69.924
MEAGHER	429.69'	0.296	26.042
TOTAL	1583.43'	1.091	95.966



Sec. 7

Sec. 8

Sec. 4

SE 1/4

SW 1/4

Section Line

MEAGHER DALE
ATRUSTEE OF THE
DALE A
MEAGHER TRUST EG AL
LOT 3

HUBER SHIRLEY TRUSTEE
GLENN J HUBER FAMILY
LIVING TRUST ET AL
SE 1/4 SW 1/4

MEAGHER DALE
ATRUSTEE OF THE DALE A
MEAGHER TRUST ET AL
SW 1/4 SW 1/4

CORNER TIE NOTE:
Begin Sta. 0+33.28
bears N26°04'05"W
2099.29' from the
South 1/4 Corner of
Section 4.

**BEGINNING OF PROPOSED
PIPELINE RIGHT-OF-WAY
STA. 0+33.28**
(At Surface Use Area)

CORNER TIE NOTE:
End Sta. 16+16+.71 bears
S79°54'56"E 2276.38' from the
West 1/4 Corner of Section 8.

**END OF PROPOSED
PIPELINE RIGHT-OF-WAY
STA. 16+16.71**
(At Proposed Pipeline
Right-of-Way)

PIPELINE RIGHT-OF-WAY DESCRIPTION

A 150' WIDE RIGHT-OF-WAY LOCATED IN SECTION 4, T6S, R19E, S.L.B.&M. ALSO IN SECTIONS 7 & 8, T2S, R2E, U.S.B.&M. THE WIDTH OF SAID RIGHT-OF-WAY BEING 75' ON EITHER SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

BEGINNING A 150' WIDE RIGHT-OF-WAY AT A POINT IN TRACT 38A OF SECTION 4, T6S, R19E, S.L.B.&M. WHICH BEARS N26°04'05"W 2099.29' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 4; THENCE S74°40'57"W 163.93'; THENCE S74°38'05"W 199.40'; THENCE S74°38'15"W 205.43'; THENCE S74°40'05"W 195.19'; THENCE S74°36'11"W 90.10'; THENCE S15°08'32"W 205.99'; THENCE S15°11'09"W 93.71' TO A POINT ON THE EAST LINE OF THE SW 1/4 OF SECTION 8, T2S R2E, U.S.B.&M. WHICH BEARS N24°15'12"W 1214.43' FROM AP 3 OF SAID SECTION 8; THENCE S15°11'09"W 225.63'; THENCE S13°32'23"W 204.06' TO A POINT IN LOT 3 OF SAID SECTION 8 WHICH BEARS S79°54'56"E 2276.38' FROM THE WEST 1/4 CORNER OF SAID SECTION 8. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS THE WEST LINE OF THE SW 1/4 OF SAID SECTION 8 WHICH IS TAKEN FROM GLOBAL POSITIONING SATELLITE OBSERVATIONS TO BEAR N01°09'40"W A MEASURED DISTANCE OF 2641.99'. CONTAINS 1.091 ACRES MORE OR LESS.

LEGEND

- ◆ = SECTION CORNERS FOUND
- P.I. = POINT OF INTERSECTION
- P.O.S.L. = POINT ON SECTION LINE
- = PROPERTY LINE

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.

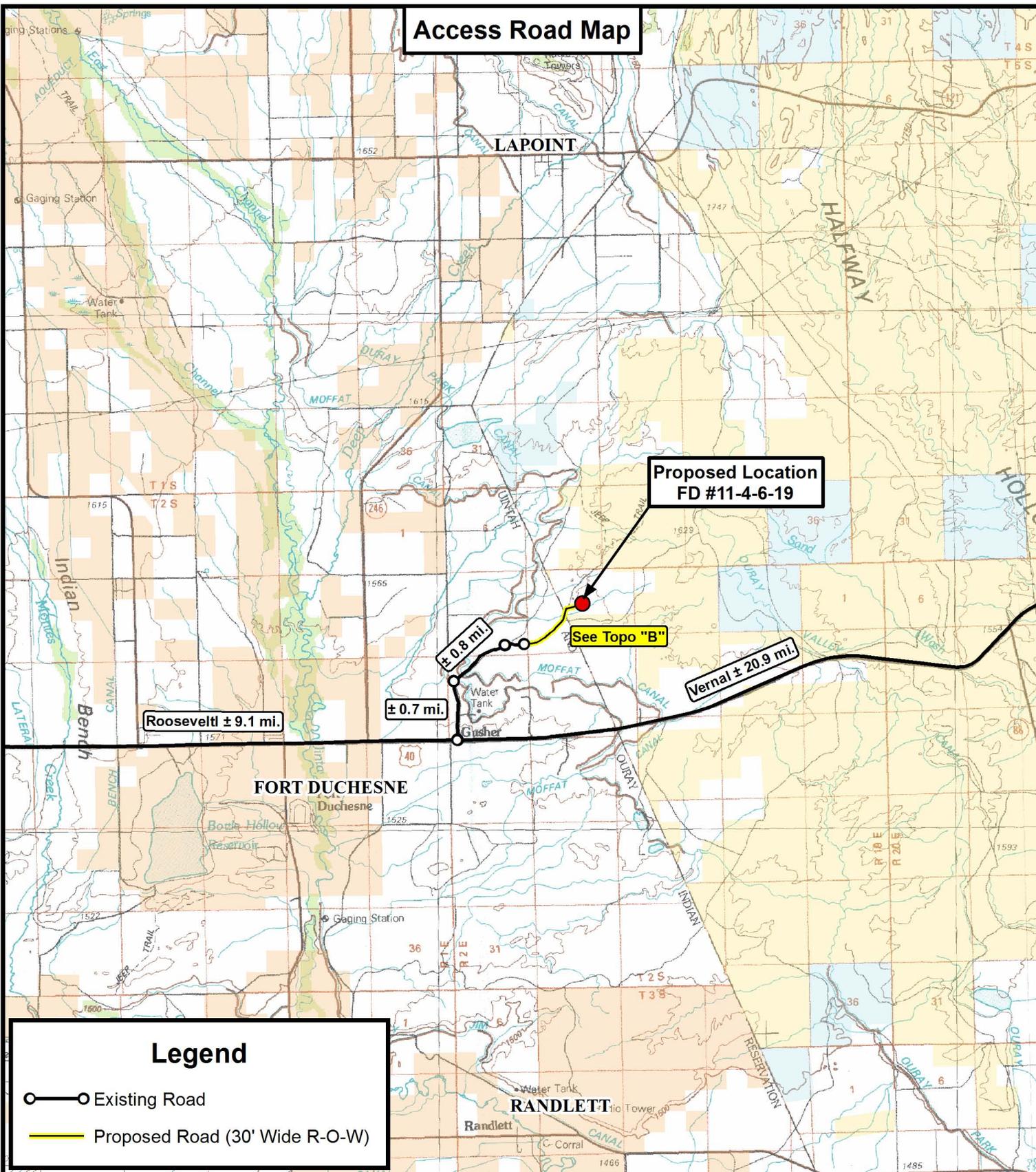


SURVEYED BY:	C.D.S.
DRAWN BY:	L.C.S.
DATE:	03-15-12
SCALE:	1" = 300'
DWG:	11-0199

Rev. L.C.S. 04-02-12

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Access Road Map



Legend

-  Existing Road
-  Proposed Road (30' Wide R-O-W)



**Tri State
Land Surveying, Inc.**

180 NORTH VERNAL AVE. VERNAL, UTAH 84078

P: (435) 781-2501
F: (435) 781-2518



BILL BARRETT CORPORATION

FD #11-4-6-19
SEC. 4, T6S, R19E, S.L.B.&M.
Uintah County, UT.

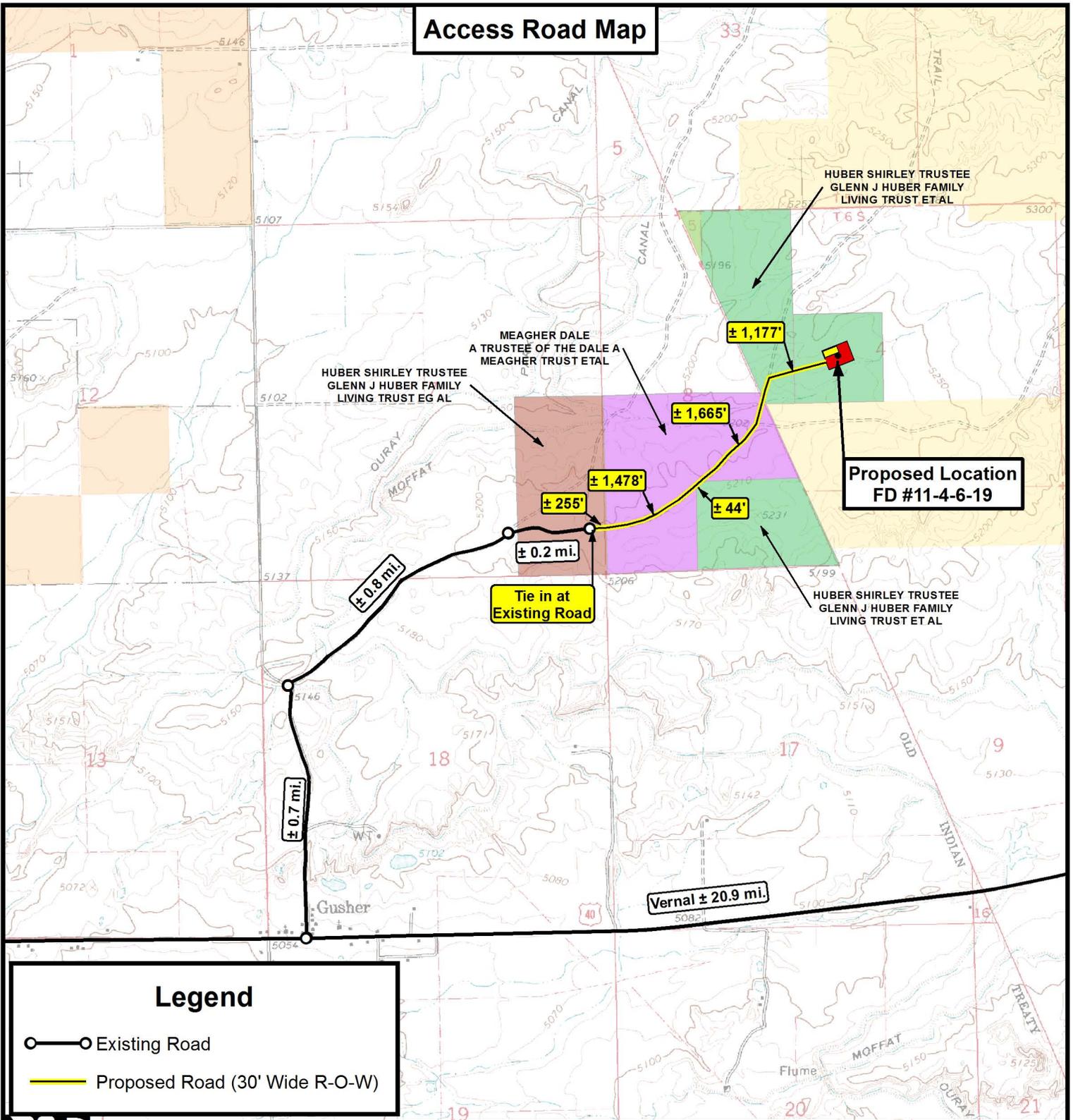
DRAWN BY:	J.A.S.	REVISED:	04-12-2012 J.A.S.
DATE:	03-21-2012		
SCALE:	1:100,000		

TOPOGRAPHIC MAP

SHEET

A

Access Road Map



Legend

- Existing Road
- Proposed Road (30' Wide R-O-W)

TOTAL PROPOSED ROAD DISTANCE: ± 4,618'

THE PARCEL INFORMATION SHOWN HAS NOT BEEN SURVEYED BY TRI-STATE LAND SURVEYING, INC. - TRI-STATE DOES NOT WARRANTY PROPERTY PARCEL DATA OR ANY ASSOCIATED INFORMATION. A PROPERTY SURVEY IS REQUIRED TO DETERMINE THE ACTUAL LOCATION OF PROPERTY LINES AND SHOW ACCURATE DISTANCES ACROSS PARCELS.

Tri State Land Surveying, Inc.
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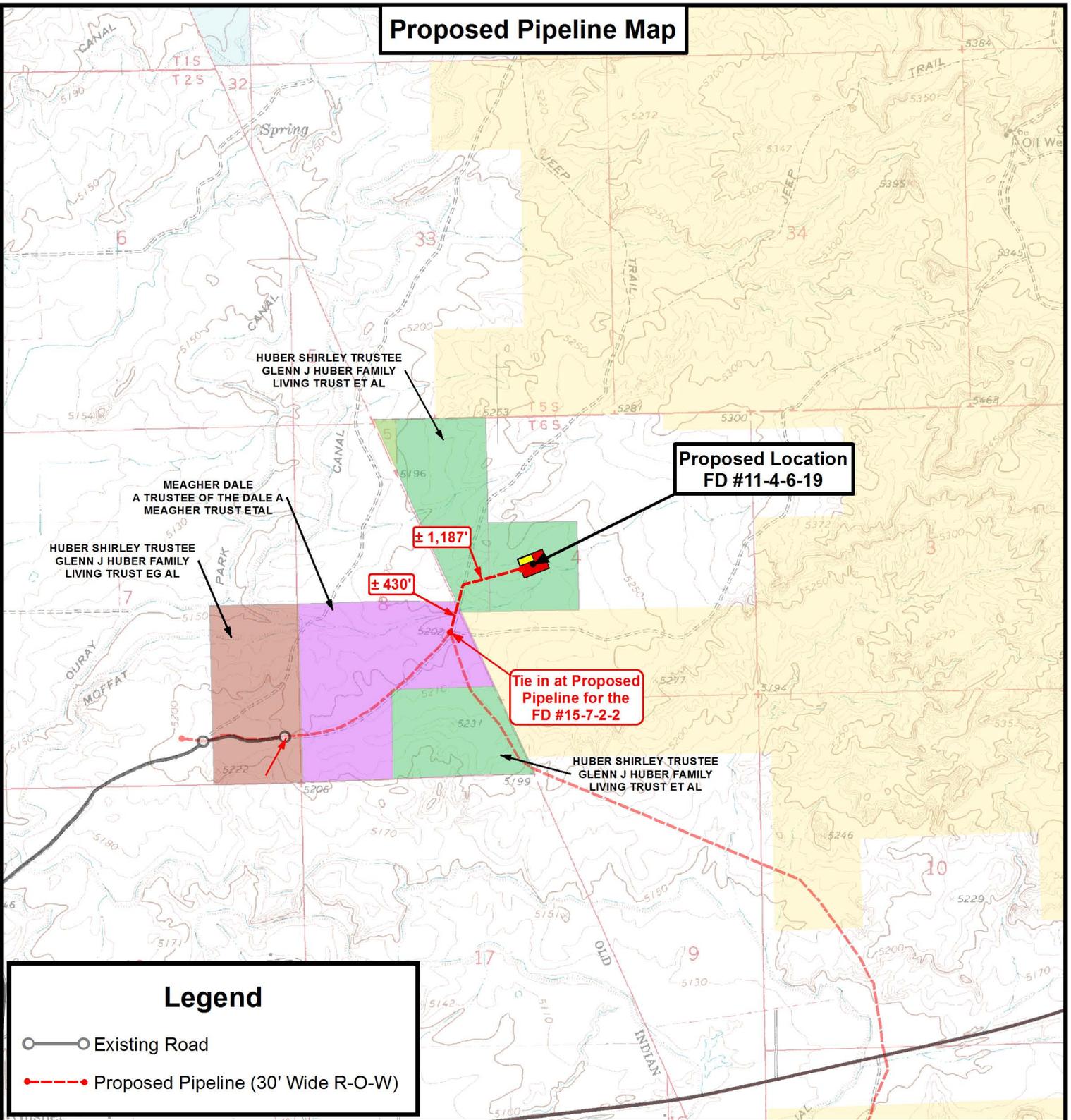
FD #11-4-6-19
SEC. 4, T6S, R19E, S.L.B.&M.
Uintah County, UT.

DRAWN BY:	J.A.S.	REVISED:	04-12-2012 J.A.S.
DATE:	03-21-2012		
SCALE:	1" = 2,000'		

TOPOGRAPHIC MAP

SHEET
B

Proposed Pipeline Map



Legend

- Existing Road
- Proposed Pipeline (30' Wide R-O-W)

TOTAL PROPOSED ROAD DISTANCE: $\pm 1,617'$

THE PARCEL INFORMATION SHOWN HAS NOT BEEN SURVEYED BY TRI-STATE LAND SURVEYING, INC. - TRI-STATE DOES NOT WARRANTY PROPERTY PARCEL DATA OR ANY ASSOCIATED INFORMATION. A PROPERTY SURVEY IS REQUIRED TO DETERMINE THE ACTUAL LOCATION OF PROPERTY LINES AND SHOW ACCURATE DISTANCES ACROSS PARCELS.

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 F: (435) 781-2518



BILL BARRETT CORPORATION

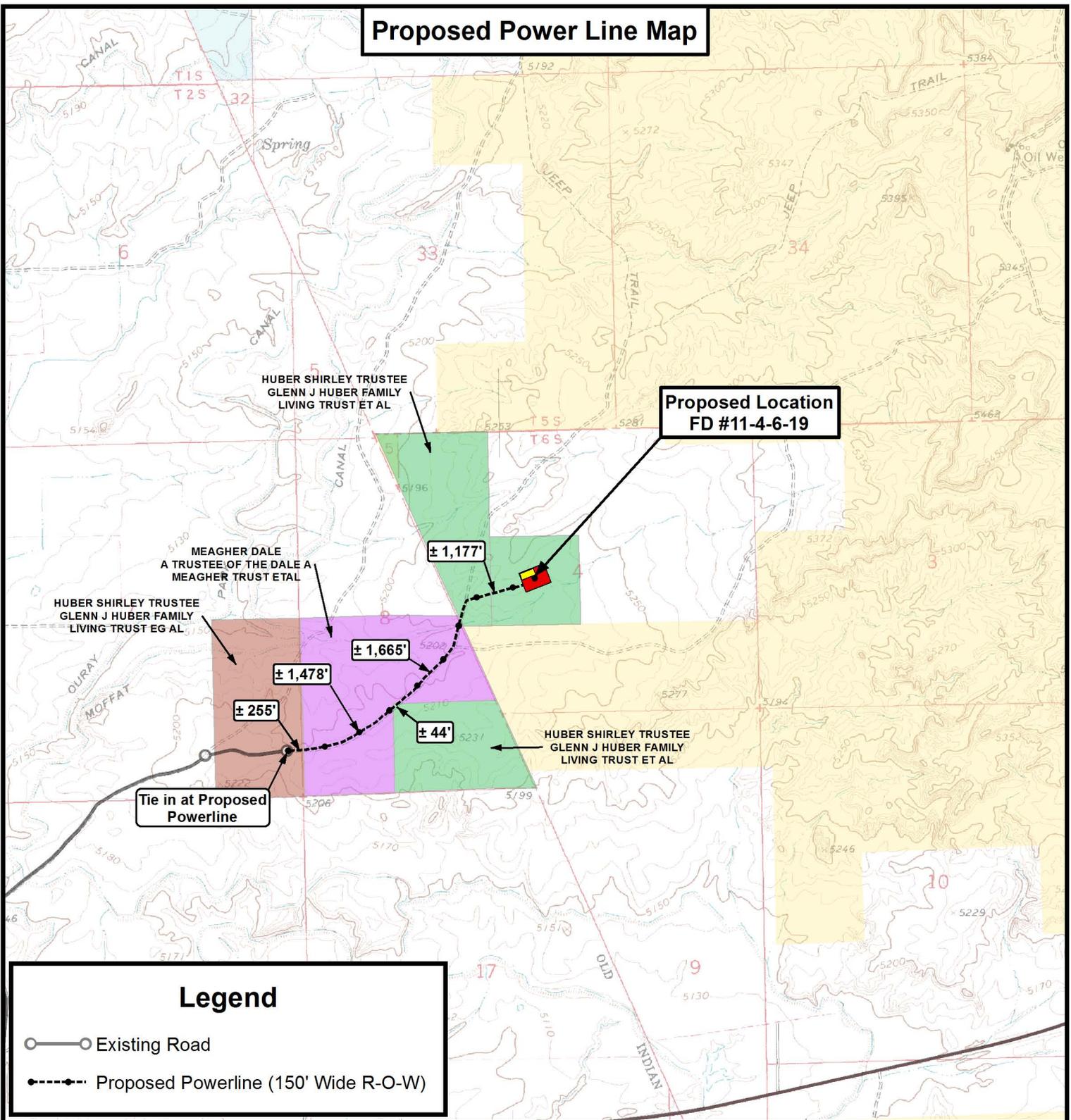
FD #11-4-6-19
 SEC. 4, T6S, R19E, S.L.B.&M.
 Uintah County, UT.

DRAWN BY:	J.A.S.	REVISED:	04-12-2012 J.A.S.
DATE:	03-21-2012		
SCALE:	1" = 2,000'		

TOPOGRAPHIC MAP

SHEET
C

Proposed Power Line Map



Legend

- Existing Road
- Proposed Powerline (150' Wide R-O-W)

TOTAL PROPOSED ROAD DISTANCE: ± 4,618'

THE PARCEL INFORMATION SHOWN HAS NOT BEEN SURVEYED BY TRI-STATE LAND SURVEYING, INC. - TRI-STATE DOES NOT WARRANTY PROPERTY PARCEL DATA OR ANY ASSOCIATED INFORMATION. A PROPERTY SURVEY IS REQUIRED TO DETERMINE THE ACTUAL LOCATION OF PROPERTY LINES AND SHOW ACCURATE DISTANCES ACROSS PARCELS.

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FD #11-4-6-19
SEC. 4, T6S, R19E, S.L.B.&M.
Uintah County, UT.

DRAWN BY:	J.A.S.	REVISED:	04-12-2012 J.A.S.
DATE:	01-20-2012		
SCALE:	1" = 2,000'		

TOPOGRAPHIC MAP

SHEET
D

BILL BARRETT CORPORATION

FD #-6-19

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

PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 13.9 MILES TO THE JUNCTION OF 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 AN EXISTING ROAD TO THE NORTHWEST; TURN RIGHT AND PROCEED IN A NORTHWESTERLY THENCE 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 DIRECTION FOR APPROXIMATELY 1.8 MILES TO AN EXISTING 2-TRACK AND THE BEGINNING OF THE PROPOSED ACCESS FOR FD #3-26-6-19 TO THE NORTH; FOLLOW THE EXISTING 2-TRACK IN A NORTHERLY THENCE EASTERLY DIRECTION APPROXIMATELY 6,798' TO THE BEGINNING OF THE PROPOSED ACCESS TO THE SOUTHWEST; FOLLOW THE PROPOSED ACCESS APPROXIMATELY #,###' SOUTHWESTERLY TO THE PROPOSED LOCATION.

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

**Location
Photos**

**Center Stake
Looking Southerly**

Date Photographed:	03/04/2012
Photographed By :	D. Slaugh



**Access
Looking Easterly**

Date Photographed:	03/04/2012
Photographed By :	D. Slaugh



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Land Surveying, Inc.
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FD #11-4-6-19
 SEC. 4, T6S, R19E, S.L.B.&M.
 Uintah County, UT.

DRAWN BY:	J.A.S.	REVISED:	04-12-2012 J.A.S.
DATE:	03-21-2012		

COLOR PHOTOGRAPHS

SHEET
P

Entry 2012004524
Book 1278 Page 643 \$10.00
25-MAY-12 10:47
RANDY SIMMONS
RECORDER, UINTAH COUNTY, UTAH
ENCORE LAND SERVICES INC
PO BOX 1729 VERNAL, UT 84078
Rec By: HEATHER COON , DEPUTY

MEMORANDUM OF SURFACE USE AGREEMENT

State of Utah)()
County of Uintah)()

Entry 2012004524
Book 1278 Page 643

For Ten Dollars (\$10.00) and other adequate consideration, **Glenn J. Huber, Trustee of the Shirley Huber Family Living Trust executed April 1, 1982 and Shirley Huber, Trustee of the Glenn J. Huber Family Living Trust executed April 1, 1982 of P.O. Box 154, Lapoint, UT 84039**, hereafter referred to as "Surface Owner" has granted, a Surface Use Agreement, to **Bill Barrett Corporation of 1099 18th Street, #2300, Denver, CO 80202**, hereafter referred to as "Bill Barrett", dated **May 18, 2012**, for the purpose of drilling, and producing oil, gas, and other minerals, laying pipelines, building roads, tanks, power stations, telephone lines and other structures, and producing, saving, take care of, treating, transporting, and owning oil, gas, and other minerals, all on or from **FD 11-4-6-19** on the following lands (the "Lands") in Uintah County Utah: **A tract of land lying in Tract 38A of Section 4, Township 6 South, Range 19 East, SLM, Uintah County.**

The Surface Use Agreement is effective as long thereafter as oil, gas, or other minerals are produced from the Lands, or other lands pooled with the Lands, according to and by the terms and provisions of the Lease(s) covering said Lands. This Memorandum is placed of record for the purpose of giving notice of the Surface Use Agreement.

This instrument may be executed in multiple counterparts with each counterpart being considered an original for all purposes herein and binding upon the party executing same whether or not this instrument is executed by all parties hereto, and the signature and acknowledgment pages of the various counterparts hereto may be combined into one instrument for the purposes of recording this instrument in the records of the County Recorder's office.

Executed this 18 day of May, 2012.

SURFACE OWNER:

Glenn J. Huber
Glenn J. Huber, Trustee of the Shirley Huber Family Living Trust executed April 1, 1982

Shirley Huber
Shirley Huber, Trustee of the Glenn J. Huber Family Living Trust executed April 1, 1982

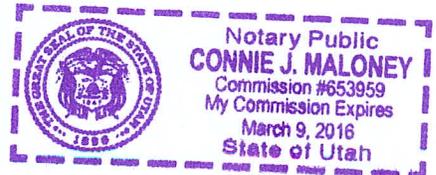
ACKNOWLEDGEMENT

STATE OF UTAH }
 } :SS
COUNTY OF UINTAH }

BEFORE me, the undersigned, a Notary Public in and for said County and State, on this 18th day of May, 2012, personally appeared **Glenn J. Huber and Shirley Huber, in the capacities as stated above**, known to be the identical person(s) who executed the within and foregoing instrument, and acknowledged to me that they executed the same as a free and voluntary act and deed, for the uses and purposes therein set forth. Given under my hand and seal the day and year last above written.

Connie J. Maloney
Notary Public

Residing At: Uernal, Ut 84078



SURFACE USE AGREEMENT

(FD 11-4-6-19)

THIS AGREEMENT Dated May 18 2012 by and between

Glenn J. Huber, Trustee of the Shirley Huber Family Living Trust executed April 1, 1982 and Shirley Huber, Trustee of the Glenn J. Huber Family Living Trust executed April 1, 1982

whose address is P.O. Box 154, Lapoint, UT 84039 (435-247-2336), hereinafter referred to as "Surface Owner", and

Bill Barrett Corporation, whose address is 1099 18th Street, #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 **Tract 38A of Section 4, Township 6 South, Range 19 East** 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 shall be responsible and shall remain liable for any environmental problems on the subject lands which are caused by or through its operations. To the extent that any such claims are asserted, Operator will be responsible for any remediation required as provided by state regulations. This assumption of liability, however, does not include any third-party operations on the subject lands or any Surface Owner actions which could cause environmental problems but is limited solely to the actions of Operator. Operator hereby indemnifies and holds harmless Surface Owner from any and all environmental problems it causes on the Lands.

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.

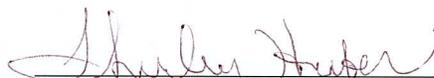
11. This Agreement shall be binding upon and inure to the benefit of the heirs, successors and assigns of the parties.

ADDITIONAL PROVISIONS:

12. Upon Surface Owner's execution of this Agreement, Operator shall pay Surface Owner a non-refundable **One Thousand Dollar (\$1,000.00)** advance toward the **Fifteen Thousand Dollar (\$15,000.00)** payment for damages for the wellsite and access provided 1.a. above. Operator shall pay Surface Owner the balance owed for damages for the wellsite and access of **Fourteen Thousand Dollars (\$14,000.00)** prior to commencing any construction activities on the Lands.

SURFACE OWNER:


By: **Glenn J. Huber, Trustee of the Shirley Huber Family Living Trust executed April 1, 1982**


By: **Shirley Huber, Trustee of the Glenn J. Huber Family Living Trust executed April 1, 1982**

SS/Tax ID# 529-50-5332

527-38-7758

STATE of Utah

ACKNOWLEDGEMENT

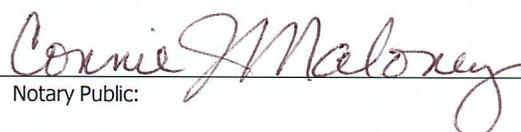
COUNTY of Uintah

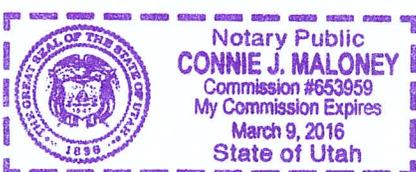
BEFORE ME, the undersigned, a Notary Public, in and for said County and State, on this 18th day of May, 2012, personally appeared Glenn J. Huber and Shirley Huber, in the capacities as stated above

, to me known to be the Identical person(s), 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.

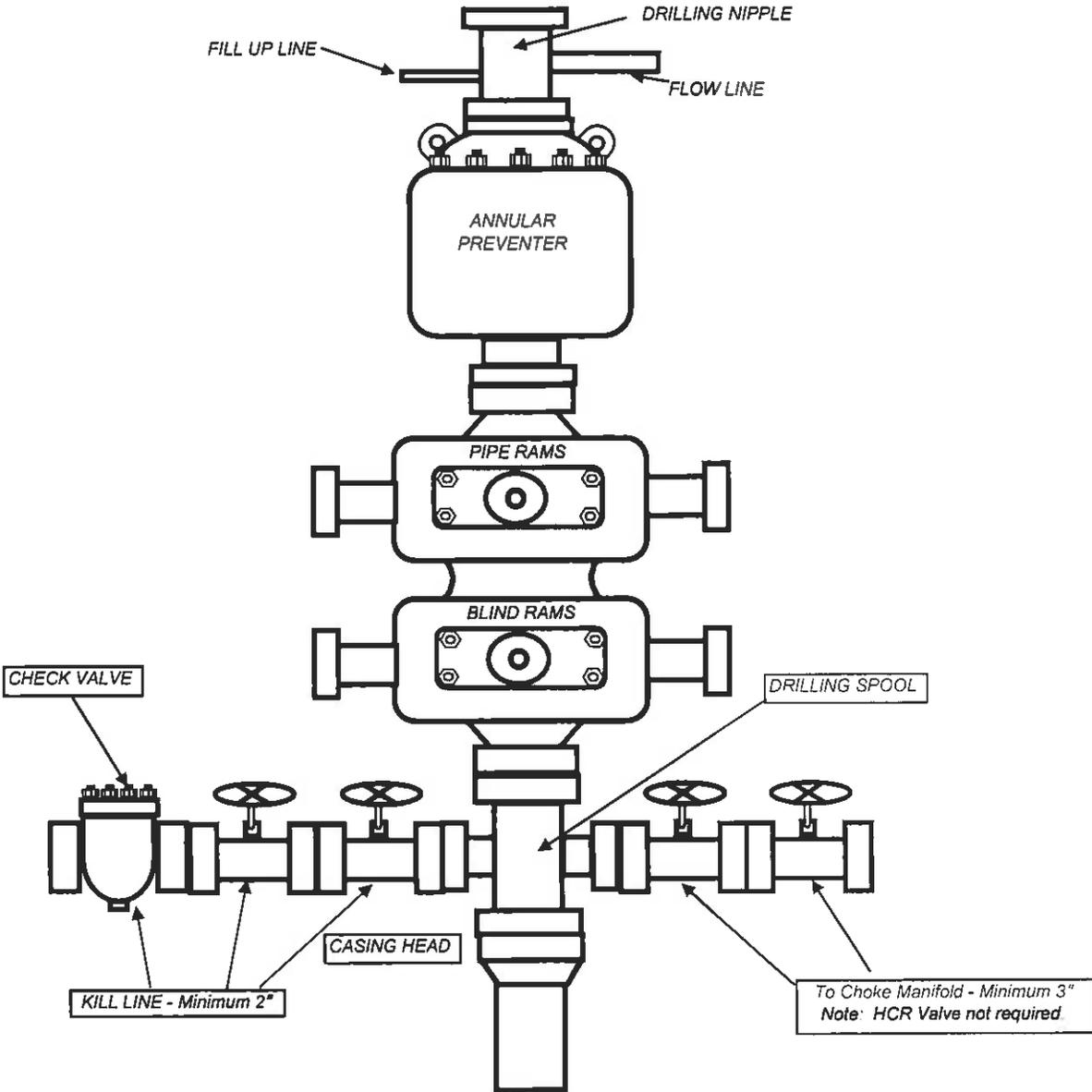
My Commission Expires: 3-19-16


Notary Public:



BILL BARRETT CORPORATION

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



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).

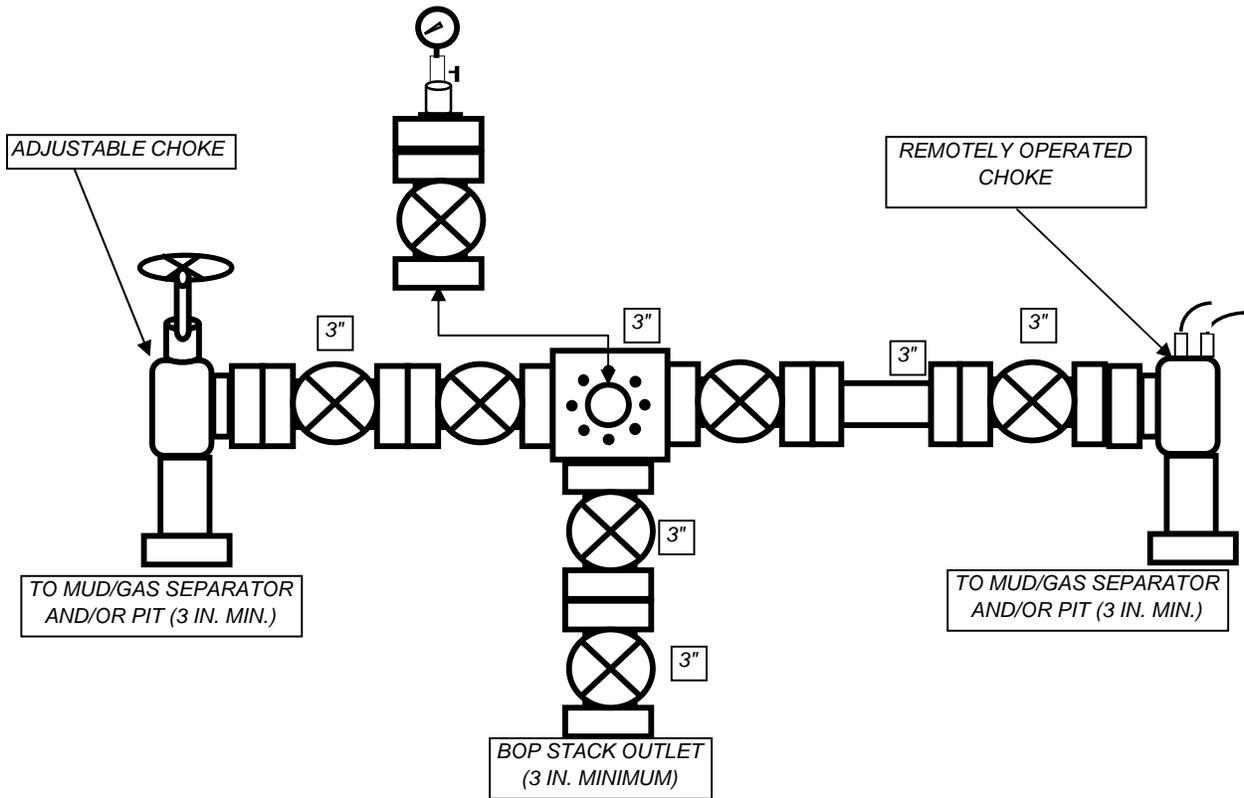
F. Miscellaneous Information:

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.

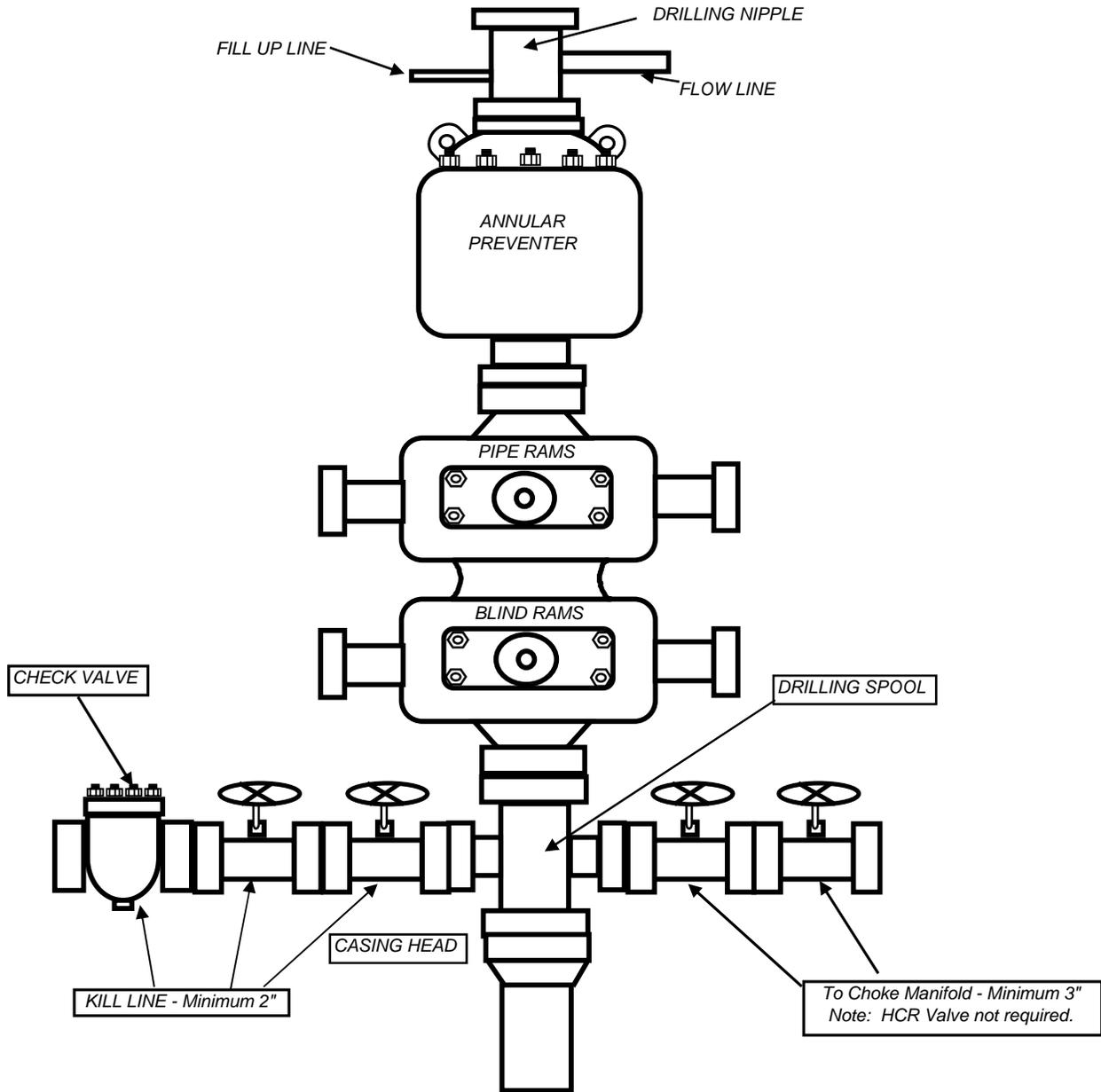
BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION

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





November 1, 2012

Ute Energy Upstream Holdings, L.L.C.
1875 Lawrence St., Suite 200
Denver, CO 80202

RE: Commingling Application
FD 11-4-6-19
Uintah County, UT

Dear Sir or Madam,

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 Riley
Thomas J. Abell *FOR*
Landman

Enclosures



November 1, 2012

Axia Energy
1430 Larimer Street, Suite 400
Denver, CO 80202

RE: Commingling Application
FD 11-4-6-19
Uintah County, UT

Dear Sir or Madam,

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

A handwritten signature in blue ink that reads "Brady Ruy".

Thomas J. Abell *for*
Landman

Enclosures



November 1, 2012

Douglas R Hansen
PO Box 232
Cheyenne, WY 82003

RE: Commingling Application
FD 11-4-6-19
Uintah County, UT

Dear Sir or Madam,

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 Riley
for

Thomas J. Abell
Landman

Enclosures



November 1, 2012

EP Energy E&P Company
1001 Louisiana Street
Houston, TX 77002

RE: Commingling Application
FD 11-4-6-19
Uintah County, UT

Dear Sir or Madam,

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

A handwritten signature in blue ink that reads 'Beady Riley'.

Thomas J. Abell *for*
Landman

Enclosures



November 8, 2012

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

RE:Sundry Notices
Fort Duchesne Unit
FD 11-4-6-19
NESW, Section 4 T6S R19E
Uintah County,UT

Dear Mr. Doucet,

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

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


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 an Application to commingle production from the Wasatch and Green River formations in the following well within the Fort Duchesne Field:

FD 11-4-6-19 Well NESW 4 T6S-R19E

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

Ute Energy Upstream Holdings LLC
Axia Energy
El Paso Corporation
Douglas R. Hansen

Date: October 31, 2012 Affiant

BILL BARRETT CORPORATION
Beady Rivers
Thomas J. Abell *FOR*
Landman

BOPE REVIEW BILL BARRETT CORP FD 11-4-6-19 43047533130000

Well Name	BILL BARRETT CORP FD 11-4-6-19 43047533130000			
String	COND	SURF	PROD	
Casing Size(")	16.000	9.625	5.500	
Setting Depth (TVD)	80	1500	10462	
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)	5222		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

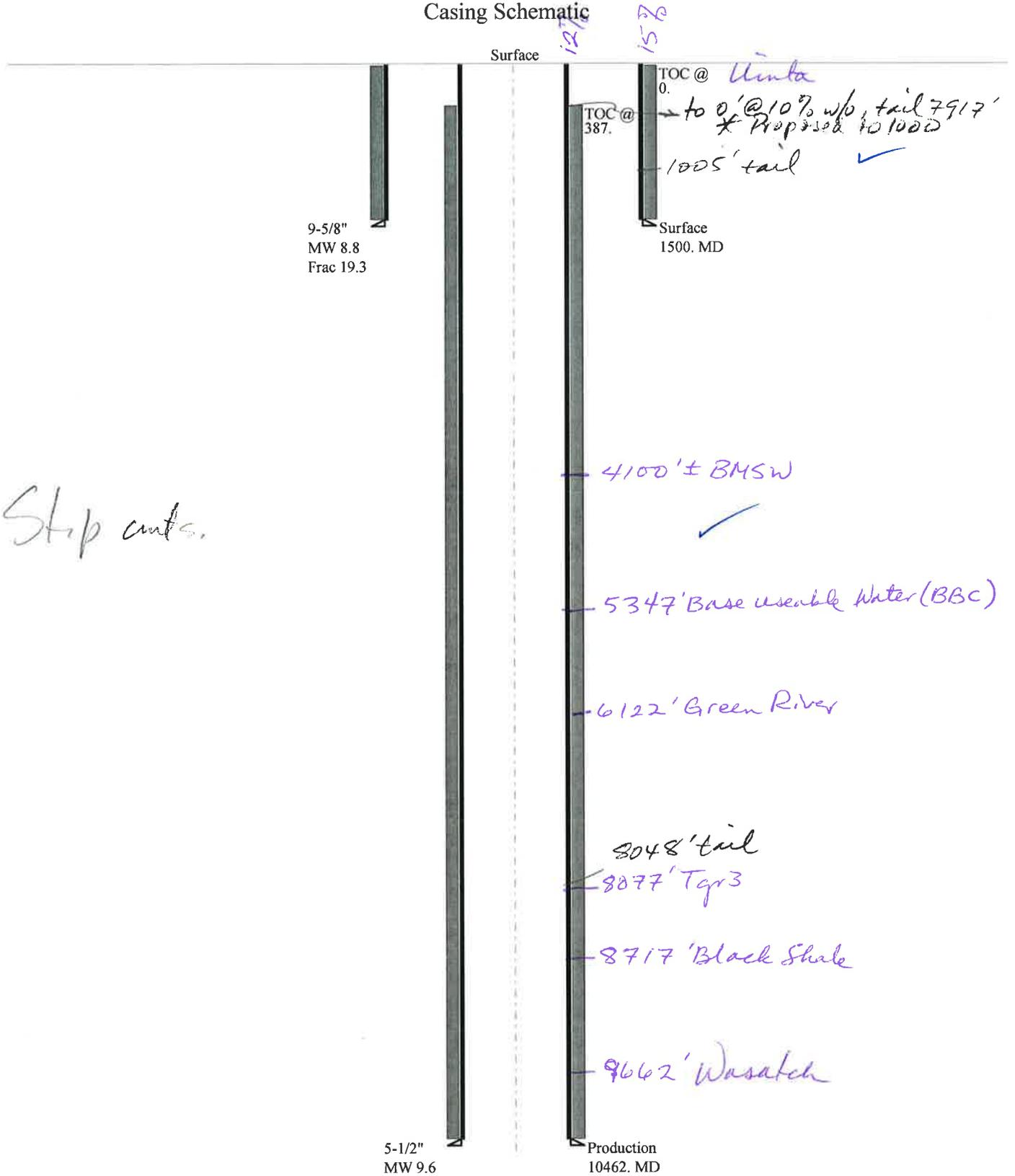
Calculations	SURF String	9.625	"
Max BHP (psi)	.052*Setting Depth*MW=	686	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	506	NO fresh water spud mud
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	356	NO OK
			*Can Full Expected Pressure 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=	5223	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	3968	YES DAP polymer fluid
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2921	YES OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	3251	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

43047533130000 FD 11-4-6-19

Casing Schematic



Step cuts.

9-5/8"
MW 8.8
Frac 19.3

5-1/2"
MW 9.6

Surface
TOC @ 0.
TOC @ 387.
Surface
1500. MD

127'
157'
Uinta
to 0' @ 10% w/p, tail 7917'
* Proposed to 1000'
1005' tail ✓
4100' ± BMSW ✓
5347' Base usable Water (BBC)
6122' Green River
8048' tail
8077' Tgr3
8717' Black Shale
9662' Wasatch

Production
10462. MD

Well name:	43047533130000 FD 11-4-6-19		
Operator:	BILL BARRETT CORP		
String type:	Surface	Project ID:	43-047-53313
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: 10,462 ft
Next mud weight: 9.600 ppg
Next setting BHP: 5,217 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	13037
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: December 20, 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.

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

Well name:	43047533130000 FD 11-4-6-19		
Operator:	BILL BARRETT CORP		Project ID:
String type:	Production		43-047-53313
Location:	UINTAH COUNTY		

Design parameters:

Collapse

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

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 74 °F
 Bottom hole temperature: 220 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 1,000 ft
 Cement top: 387 ft

Burst

Max anticipated surface pressure: 2,916 psi
 Internal gradient: 0.220 psi/ft
 Calculated BHP 5,217 psi

No backup mud specified.

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: 8,939 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	10462	5.5	17.00	P-110	LT&C	10462	10462	4.767	68911
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	5217	7480	1.434	5217	10640	2.04	177.9	445	2.50 J

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

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

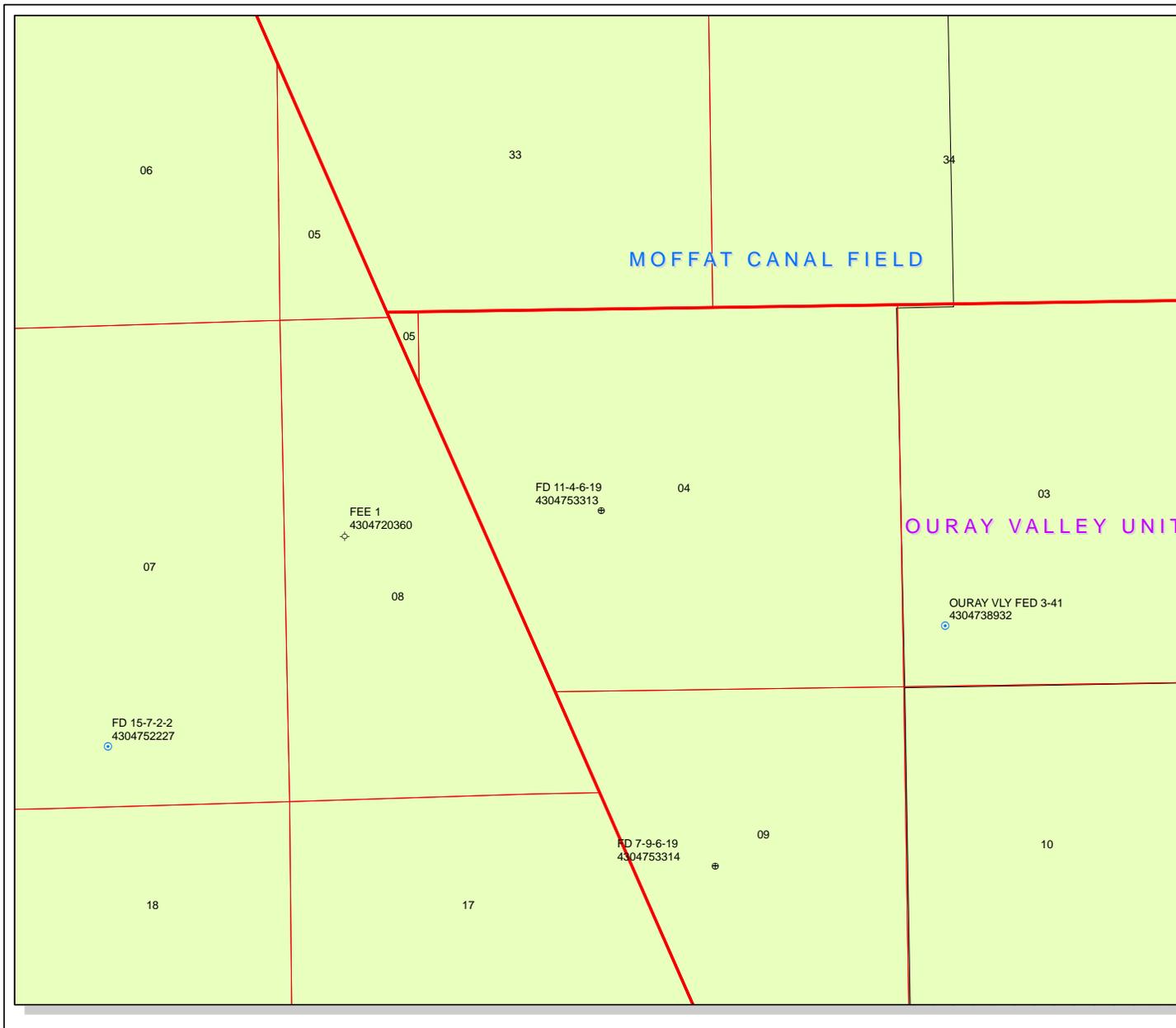
Date: December 20, 2012
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 10462 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.

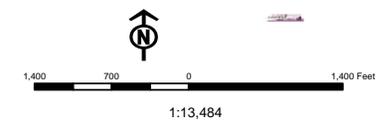
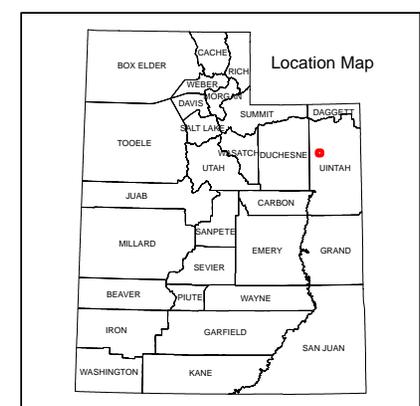
Engineering responsibility for use of this design will be that of the purchaser.



API Number: 4304753313
Well Name: FD 11-4-6-19
Township T06.0S Range R19.0E Section 04
Meridian: SLBM
Operator: BILL BARRETT CORP

Map Prepared:
 Map Produced by Diana Mason

- | Units | Wells Query |
|---------------|------------------------------------|
| STATUS | 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 |
| Fields | TA - Temp. Abandoned |
| Unknown | TW - Test Well |
| ABANDONED | WDW - Water Disposal |
| ACTIVE | WW - Water Injection Well |
| COMBINED | WSW - Water Supply Well |
| INACTIVE | Bottom Hole Location - Oil/Gas/Dib |
| STORAGE | |
| TERMINATED | |



ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name FD 11-4-6-19
API Number 43047533130000 **APD No** 7119 **Field/Unit** UNDESIGNATED
Location: 1/4,1/4 NESW **Sec** 4 **Tw** 6.0S **Rng** 19.0E 1980 FSL 1267 FWL
GPS Coord (UTM) 602742 4464558 **Surface Owner** Shirley and Glenn Huber

Participants

Jim Burns (permit contractor), Kary Eldredge (BBC), Dayton Slaugh (surveyor), Whitney Fox (wetlands)

Regional/Local Setting & Topography

This well is located just over 1.5 mile north of Highway 40 at a point approximately 18.5 miles west of Vernal, Utah. This is an area of open desert with sandy soils, small broken and rugged hills and some exposed ledge rock. Drainage from this site is to the south.

Surface Use Plan

Current Surface Use

Grazing

New Road

Miles

0.87

Well Pad

Width 300 **Length** 400

Src Const Material

Offsite

Surface Formation

UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Prickly pear, rabbit brush, galletta grass

antelope habitat

Soil Type and Characteristics

Sandy loam

Erosion Issues N

Highly erodible soils on site

Sedimentation Issues N

Site Stability Issues N

Drainage Diversion 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 is proposed in a cut stable location. Dimensions are 220 x 100 x 8ft. Bill Barrett representative Kary Eldredge stated that a 20 mil reserve pit liner and felt subliner is used on all BBC locations as standard equipment. This liner program appears adequate for this location.

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

Other Observations / Comments

UTM's are off.

Richard Powell
Evaluator

11/20/2012
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
7119	43047533130000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	Shirley and Glenn Huber	
Well Name	FD 11-4-6-19		Unit		
Field	UNDESIGNATED		Type of Work	DRILL	
Location	NESW 4 6S 19E S 1980 FSL (UTM) 602742E 4464561N		1267 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 4,100'. A search of Division of Water Rights records shows 3 water wells within a 10,000 foot radius of the center of Section 4. These wells range in depth from 225-300 feet. Listed uses are domestic, irrigation and stock watering. The wells probably produce water from the Uinta Formation. The surface formation at this site is the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. 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

12/12/2012
Date / Time

Surface Statement of Basis

This proposed well is on fee surface with fee minerals. The surface owner Glenn Huber attended this onsite and stated that he had no concerns with this site. This location is set in an area of very limited grazing value. There is a drainage to the south of the location but it is not effected by this proposed pad. According to BBC representative Kary Eldredge a 20 mil liner will be used for this reserve pit. This appears to be a good site for placement of this well.

Richard Powell
Onsite Evaluator

11/20/2012
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.
Surface	Drainages adjacent to the proposed pad shall be diverted around the location.

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 11/9/2012

API NO. ASSIGNED: 43047533130000

WELL NAME: FD 11-4-6-19

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8115

CONTACT: Brady Riley

PROPOSED LOCATION: NESW 04 060S 190E

Permit Tech Review:

SURFACE: 1980 FSL 1267 FWL

Engineering Review:

BOTTOM: 1980 FSL 1267 FWL

Geology Review:

COUNTY: UINTAH

LATITUDE: 40.32716

LONGITUDE: -109.79062

UTM SURF EASTINGS: 602742.00

NORTHINGS: 4464561.00

FIELD NAME: UNDESIGNATED

LEASE TYPE: 4 - Fee

LEASE NUMBER: fee

PROPOSED PRODUCING FORMATION(S): GREEN RIVER-WASATCH

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- PLAT
- Bond: STATE - LMP4138148
- Potash
- Oil Shale 190-5
- Oil Shale 190-3
- Oil Shale 190-13
- Water Permit: 49-2336
- RDCC Review:
- Fee Surface Agreement
- Intent to Commingle

Commingle Approved

LOCATION AND SITING:

- R649-2-3.
- Unit:
- R649-3-2. General
- R649-3-3. Exception
- Drilling Unit
- Board Cause No: Cause 139-42
- Effective Date: 4/12/1985
- Siting: 660' Fr Ext U Bdry & 1320' Fr Other Wells
- R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 3 - Commingle - dducet
5 - Statement of Basis - bhill
12 - Cement Volume (3) - hmacdonald
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 11-4-6-19
API Well Number: 43047533130000
Lease Number: fee
Surface Owner: FEE (PRIVATE)
Approval Date: 1/16/2013

Issued to:

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

Authority:

Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 139-42. The expected producing formation or pool is the GREEN RIVER-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

Commingle:

In accordance with Board Cause No. 139-42 commingling of the production from the Wasatch formation and the Lower Green River formation in this well is allowed.

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:

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

Cement volume for the 5 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 "J. 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		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 11-4-6-19	
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43047533130000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 1267 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESW Section: 04 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: 2/26/2013 <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="updated SUA/ROWs"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.			
Please replace the current SUA with the attached, revised SUA and ROW documents, giving BBC approval to construct the PL from the well pad to another proposed pipeline.			
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY March 04, 2013			
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst	
SIGNATURE N/A	DATE 2/26/2013		

Entry 2012004524
Book 1278 Page 643 \$10.00
25-MAY-12 10:47
RANDY SIMMONS
RECORDER, UINTAH COUNTY, UTAH
ENCORE LAND SERVICES INC
PO BOX 1729 VERNAL, UT 84078
Rec By: HEATHER COON , DEPUTY

MEMORANDUM OF SURFACE USE AGREEMENT

State of Utah)(
County of Uintah)(

Entry 2012004524
Book 1278 Page 643

For Ten Dollars (\$10.00) and other adequate consideration, Glenn J. Huber, Trustee of the Shirley Huber Family Living Trust executed April 1, 1982 and Shirley Huber, Trustee of the Glenn J. Huber Family Living Trust executed April 1, 1982 of P.O. Box 154, Lapoint, UT 84039, hereafter referred to as "Surface Owner" has granted, a Surface Use Agreement, to Bill Barrett Corporation of 1099 18th Street, #2300, Denver, CO 80202, hereafter referred to as "Bill Barrett", dated May 18, 2012, for the purpose of drilling, and producing oil, gas, and other minerals, laying pipelines, building roads, tanks, power stations, telephone lines and other structures, and producing, saving, take care of, treating, transporting, and owning oil, gas, and other minerals, all on or from FD 11-4-6-19 on the following lands (the "Lands") in Uintah County Utah: A tract of land lying in Tract 38A of Section 4, Township 6 South, Range 19 East, SLM, Uintah County.

The Surface Use Agreement is effective as long thereafter as oil, gas, or other minerals are produced from the Lands, or other lands pooled with the Lands, according to and by the terms and provisions of the Lease(s) covering said Lands. This Memorandum is placed of record for the purpose of giving notice of the Surface Use Agreement.

This instrument may be executed in multiple counterparts with each counterpart being considered an original for all purposes herein and binding upon the party executing same whether or not this instrument is executed by all parties hereto, and the signature and acknowledgment pages of the various counterparts hereto may be combined into one instrument for the purposes of recording this instrument in the records of the County Recorder's office.

Executed this 18 day of May, 2012.

SURFACE OWNER:

Signature of Glenn J. Huber
Glenn J. Huber, Trustee of the Shirley Huber Family Living Trust executed April 1, 1982

Signature of Shirley Huber
Shirley Huber, Trustee of the Glenn J. Huber Family Living Trust executed April 1, 1982

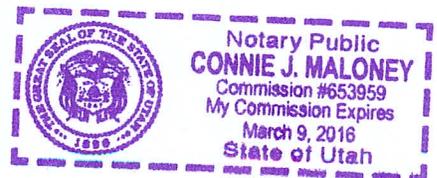
ACKNOWLEDGEMENT

STATE OF UTAH }
} :SS
COUNTY OF UINTAH }

BEFORE me, the undersigned, a Notary Public in and for said County and State, on this 18th day of May, 2012, personally appeared Glenn J. Huber and Shirley Huber, in the capacities as stated above, known to be the identical person(s) who executed the within and foregoing instrument, and acknowledged to me that they executed the same as a free and voluntary act and deed, for the uses and purposes therein set forth. Given under my hand and seal the day and year last above written.

Signature of Connie J. Maloney
Notary Public

Residing At: Vernal, Ut 84078



SURFACE USE AGREEMENT

(FD 11-4-6-19)

THIS AGREEMENT Dated May 18 2012 by and between

Glenn J. Huber, Trustee of the Shirley Huber Family Living Trust executed April 1, 1982 and Shirley Huber, Trustee of the Glenn J. Huber Family Living Trust executed April 1, 1982

whose address is P.O. Box 154, Lapoint, UT 84039 (435-247-2336), hereinafter referred to as "Surface Owner", and

Bill Barrett Corporation, whose address is 1099 18th Street, #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 **Tract 38A of Section 4, Township 6 South, Range 19 East** 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 shall be responsible and shall remain liable for any environmental problems on the subject lands which are caused by or through its operations. To the extent that any such claims are asserted, Operator will be responsible for any remediation required as provided by state regulations. This assumption of liability, however, does not include any third-party operations on the subject lands or any Surface Owner actions which could cause environmental problems but is limited solely to the actions of Operator. Operator hereby indemnifies and holds harmless Surface Owner from any and all environmental problems it causes on the Lands.

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.

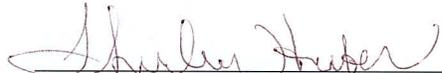
10. When the word "Operator" is used in this Agreement, it shall also mean the successors and assigns of Operator, including but not limited to its employees and officers, agents, affiliates, contractors, subcontractors and/or purchasers.

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

ADDITIONAL PROVISIONS:

SURFACE OWNER:


By: **Glenn J. Huber, Trustee of the Shirley Huber Family Living Trust executed April 1, 1982**


By: **Shirley Huber, Trustee of the Glenn J. Huber Family Living Trust executed April 1, 1982**

SS/Tax ID#

STATE of Utah
COUNTY of Uintah

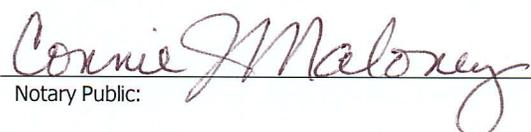
ACKNOWLEDGEMENT

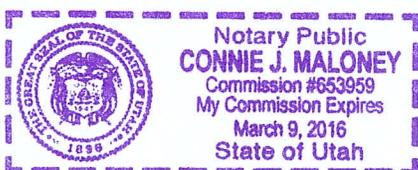
BEFORE ME, the undersigned, a Notary Public, in and for said County and State, on this 18th day of May, 2012, personally appeared Glenn J. Huber and Shirley Huber, in the capacities as stated above

Glenn J. Huber and Shirley Huber, to me known to be the identical person(s), 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: 3-19-16


Notary Public:



Entry 2012010625
Book 1306 Page 537-548 \$36.00
27-NOV-12 02:37
RANDY SIMMONS
RECORDER, UINTAH COUNTY, UTAH
ENCORE LAND SERVICES INC
PO BOX 1729 VERNAL, UT 84078
Rec By: HEATHER COON , DEPUTY

RIGHT-OF-WAY AGREEMENT

STATE OF UTAH }
 }
 } SS
COUNTY OF UINTAH }

Entry 2012010625
Book 1306 Page 537

THIS AGREEMENT, dated October 4, 2012, for and in consideration of Ten & 00/100ths Dollars (\$10.00) and other good and valuable consideration, in hand paid to:

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

("GRANTORS"), the receipt and sufficiency of which is hereby acknowledge, does hereby grant to **Aurora Gathering, LLC** ("GRANTEE"), of **1099 18th Street, #2300, Denver, CO 80202**, its successors or assigns, a right-of-way to construct, maintain and use a road for the purpose of drilling, operating and maintaining a well or wells for the production of the oil and/or gas, along with the right to lay, construct, maintain, alter, inspect, repair, replace, change the size of, operate, and remove a pipeline and from time to time add additional pipeline or multiple pipelines, drips, valves, electrical power lines, whether buried or overhead, cathodic equipment, and all appurtenances convenient for the maintenance and operation of said lines and for the transportation of oil, gas, produced water, or other substances therein, under, on, over and through the premises hereinafter described, and the Grantee is granted the right of ingress and egress, over and across said road and lands for any purpose necessary or incidental to the drilling, operating and maintaining a well or wells owned by Grantee.

The said right-of-way shall be located over and across the following described lands owned by the Grantors in **Uintah** County, State of Utah, to-wit:

Township 2 South, Range 2 East, USM

Section 8: A tract of land lying in Lot 3 and the SW/4SW/4 14-041-0002

As further described on Exhibit "A" attached hereto and made a part hereof.

To have and to hold said easements, rights, and right-of-way unto the said Grantee, its successors and assigns.

Grantee to have the right to select, change or alter the routes of all pipelines and roads herein authorized to be laid under, upon, over and through the above described premises. All pipelines installed hereunder shall be buried where practical. Grantors shall not place anything over or so close to any pipeline, road, or other facility of Grantee as will be likely to interfere with Grantee's access thereto by use of equipment of means customarily employed in the maintenance of pipelines. Grantee to pay for all damage to growing crops, drainage tile and fences of Grantors arising out of the construction or repair of any of the pipelines, roads, and facilities herein authorized to be maintained and operated by Grantee. This easement shall not exceed Sixty (60') feet for construction and Fifty (50') feet for the permanent easement. These dimensions shall prevail over those regarding width in Exhibit A. Pipelines and disturbed ground, not in the permanent road easement, to be reseeded at recommended seeding rates per Surface Owner once cleanup is completed.

This Right-of-Way Agreement, Exhibit and the unrecorded Letter of Agreement dated October 4, 2012, set out the entire agreement between Grantors and Grantee, and supersedes any prior oral or written agreements or negotiations not set out in writing herein or in the oil and gas lease covering the above described lands. No provisions of this agreement shall be modified, altered or waived except by written amendment executed by the parties or their representatives as set forth below. This agreement shall not act to modify or diminish operator's rights and privileges under any oil and gas leases owned by Operator covering all or any portion of the above described lands.

For the same consideration, the undersigned agree to account to any party who may be entitled to any portion of the aforementioned sum, and to indemnify and hold harmless **Aurora Gathering, LLC**, its successors and assigns, from any claim by any other party for damages to the above described lands and the improvements and crops and other things situated thereon.

Grantors shall be held harmless from any claim or demand made on the grounds of damage to property or injury to or death of persons, arising out of Grantee's exercise of the rights herein granted.

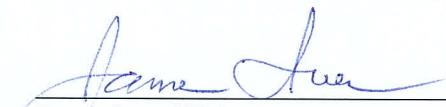
This agreement shall terminate within six (6) months after cessation of use by Grantee. Following completion of the road and installation of power line and pipelines, Grantee agrees to restore the surface of said land as nearly as is reasonably practical to its original condition.

This agreement shall be binding upon the successors and assigns of the parties hereto and shall be deemed to be a covenant running with the lands described above.

This Right-of-Way Agreement is signed by Grantors and Grantees as of the date of acknowledgment of their signatures below, but is effective for all purposes as of the Effective Date stated above.

This Right-of-Way 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.

GRANTOR:
Emerald Phoenix Oil Company



James Ivers III, Managing Partner

10-18-12

Date

ACKNOWLEDGEMENT

STATE OF _____ }
 } :SS
COUNTY OF _____ }

BEFORE me, the undersigned, a Notary Public in and for said County and State, on this 18th day of October, 2012, personally appeared **James Ivers III, Managing Partner of Emerald Phoenix Oil Company**, known to be the identical person(s) who executed the within and foregoing instrument, and acknowledged to me that they executed the same as a free and voluntary act and deed, for the uses and purposes therein set forth. Given under my hand and seal the day and year last above written.



Notary Public

Residing At: Spokane



This Right-of-Way 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.

GRANTOR:
A-M, Inc.



Samuel S. Arentz III, President

10-17-12

Date

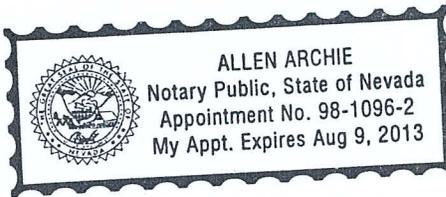
ACKNOWLEDGEMENT

STATE OF }
 }:SS
COUNTY OF }

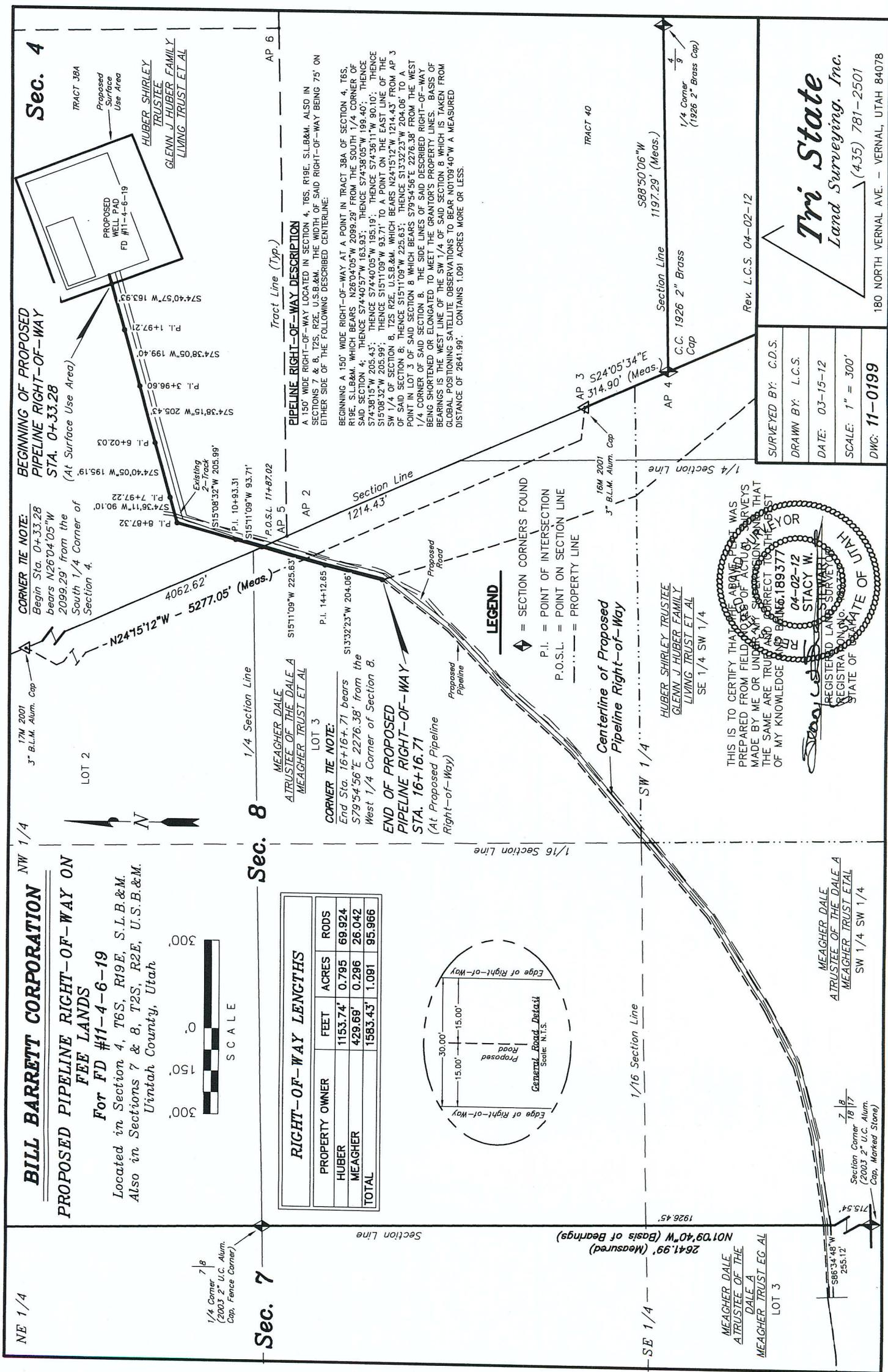
BEFORE me, the undersigned, a Notary Public in and for said County and State, on this 17 day of OCTOBER, 2012, personally appeared **Samuel S. Arentz III, President of A-M, Inc.**, known to be the identical person(s) who executed the within and foregoing instrument, and acknowledged to me that they executed the same as a free and voluntary act and deed, for the uses and purposes therein set forth. Given under my hand and seal the day and year last above written.



Notary Public



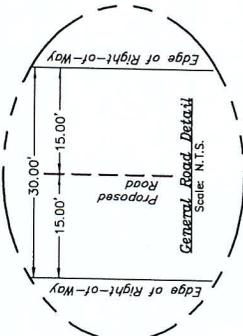
Residing At: SPARKS, NEVADA



BILL BARRETT CORPORATION
PROPOSED PIPELINE RIGHT-OF-WAY ON FEE LANDS
 For FD #11-4-6-19
 Located in Section 4, T6S, R19E, S.L.B.&M.
 Also in Sections 7 & 8, T2S, R2E, U.S.B.&M.
 Uintah County, Utah



RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
HUBER	1153.74'	0.795	68.924
MEAGHER	429.69'	0.296	26.042
TOTAL	1583.43'	1.091	95.966



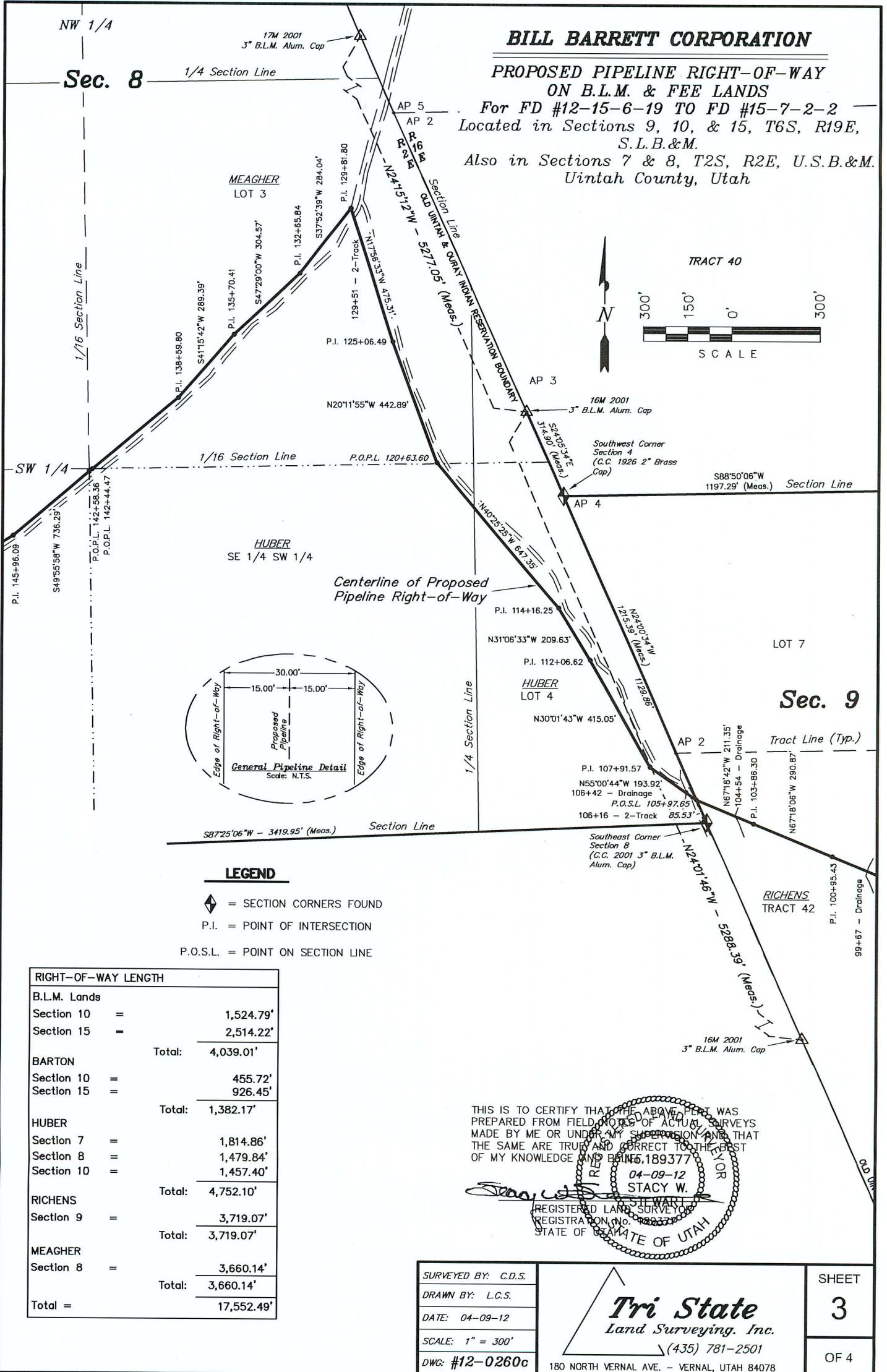
LEGEND
 ◆ = SECTION CORNERS FOUND
 P.I. = POINT OF INTERSECTION
 P.O.S.L. = POINT ON SECTION LINE
 - - - - - = PROPERTY LINE

TRACT LINE (Typ.)
PIPELINE RIGHT-OF-WAY DESCRIPTION
 A 150' WIDE RIGHT-OF-WAY LOCATED IN SECTION 4, T6S, R19E, S.L.B.&M. ALSO IN SECTIONS 7 & 8, T2S, R2E, U.S.B.&M. THE CENTERLINE OF SAID RIGHT-OF-WAY BEING 75' ON EITHER SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.
 BEGINNING A 150' WIDE RIGHT-OF-WAY AT A POINT IN TRACT 38A OF SECTION 4, T6S, R19E, S.L.B.&M. WHICH BEARS N26°04'05"W 2099.29' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 4; THENCE S74°40'57"W 163.93'; THENCE S74°38'05"W 199.40'; THENCE S74°38'15"W 205.43'; THENCE S74°40'05"W 195.19'; THENCE S74°36'11"W 80.10'; THENCE S15°08'32"W 205.99'; THENCE S15°11'09"W 93.71' TO A POINT ON THE EAST LINE OF THE SW 1/4 OF SECTION 8, T2S R2E, U.S.B.&M. WHICH BEARS N24°15'12"W 1214.43' FROM AP 3 OF SAID SECTION 8; THENCE S15°11'09"W 225.63'; THENCE S13°32'23"W 204.06' TO A POINT IN LOT 3 OF SAID SECTION 8, WHICH BEARS S79°54'56"E 2276.38' FROM THE WEST 1/4 CORNER OF SAID SECTION 8, THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS THE WEST LINE OF THE SW 1/4 OF SAID SECTION 8, WHICH IS TAKEN FROM GLOBAL POSITIONING SATELLITE OBSERVATIONS TO BEAR NOT 09°40' W A MEASURED DISTANCE OF 2641.99'. CONTAINS 1.091 ACRES MORE OR LESS.

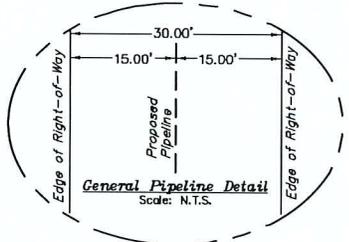
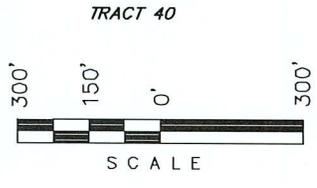
THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.
 04-02-12
 STACY W.
 REGISTERED LAND SURVEYOR
 STATE OF UTAH
 REGISTRATION NO. 6189377

SURVEYED BY: C.D.S.
 DRAWN BY: L.C.S.
 DATE: 03-15-12
 SCALE: 1" = 300'
 DWG: 11-0199

Tri State
Land Surveying, Inc.
 180 NORTH VERNAL AVE. - VERNAL, UTAH 84078
 (435) 781-2501



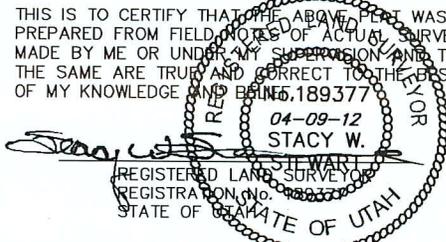
BILL BARRETT CORPORATION
PROPOSED PIPELINE RIGHT-OF-WAY
ON B.L.M. & FEE LANDS
For FD #12-15-6-19 TO FD #15-7-2-2
Located in Sections 9, 10, & 15, T6S, R19E,
S.L.B.&M.
Also in Sections 7 & 8, T2S, R2E, U.S.B.&M.
Uintah County, Utah



- LEGEND**
- ◆ = SECTION CORNERS FOUND
 - P.I. = POINT OF INTERSECTION
 - P.O.S.L. = POINT ON SECTION LINE

RIGHT-OF-WAY LENGTH	
B.L.M. Lands	
Section 10 =	1,524.79'
Section 15 =	2,514.22'
Total:	4,039.01'
BARTON	
Section 10 =	455.72'
Section 15 =	926.45'
Total:	1,382.17'
HUBER	
Section 7 =	1,814.86'
Section 8 =	1,479.84'
Section 10 =	1,457.40'
Total:	4,752.10'
RICHENS	
Section 9 =	3,719.07'
Total:	3,719.07'
MEAGHER	
Section 8 =	3,660.14'
Total:	3,660.14'
Total =	17,552.49'

THIS IS TO CERTIFY THAT THE ABOVE PLAN 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.



SURVEYED BY: C.D.S.	<p>Tri State Land Surveying, Inc. (435) 781-2501</p>	SHEET
DRAWN BY: L.C.S.		3
DATE: 04-09-12		OF 4
SCALE: 1" = 300'		
DWG: #12-0260c		
180 NORTH VERNAL AVE. - VERNAL, UTAH 84078		

Sec. 8

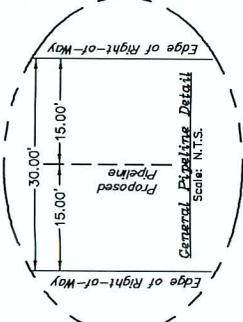
SHEET 4	
OF 4	
Tri State Land Surveying, Inc.	
180 NORTH VERNAL AVE. - VERNAL, UTAH 84078 (435) 781-2501	
SURVEYED BY: C.D.S.	DRAWN BY: L.C.S.
DATE: 04-09-12	SCALE: 1" = 300'
DWG: #12-0260d	

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

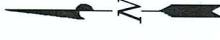
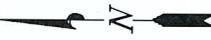
STACY W. STACY
REGISTERED LAND SURVEYOR
REGISTRATION NO. 189377
04-09-12
STATE OF UTAH

BILL BARRETT CORPORATION
PROPOSED PIPELINE RIGHT-OF-WAY
ON B.L.M. & FEE LANDS

For FD #12-15-6-19 TO FD #15-7-2-2
Located in Sections 9, 10, & 15, T6S, R19E, S.L.B.&M.
Also in Sections 7 & 8, T2S, R2E, U.S.B.&M.
Utah County, Utah



- LEGEND**
- ◆ = SECTION CORNERS FOUND
 - P.I. = POINT OF INTERSECTION
 - P.O.S.L. = POINT ON SECTION LINE



HUBER
SE 1/4 SE 1/4

HUBER
SW 1/4 SE 1/4

MEACHER
SW 1/4 SW 1/4

Centerline of Proposed
Pipeline Right-of-Way

END OF PROPOSED
PIPELINE RIGHT-OF-WAY
STA. 175+52.49
(At Proposed FD #15-7-2-2 Well Pad)

S88°45'57"W (Basis of Bearings)
2655.18' (Measured)

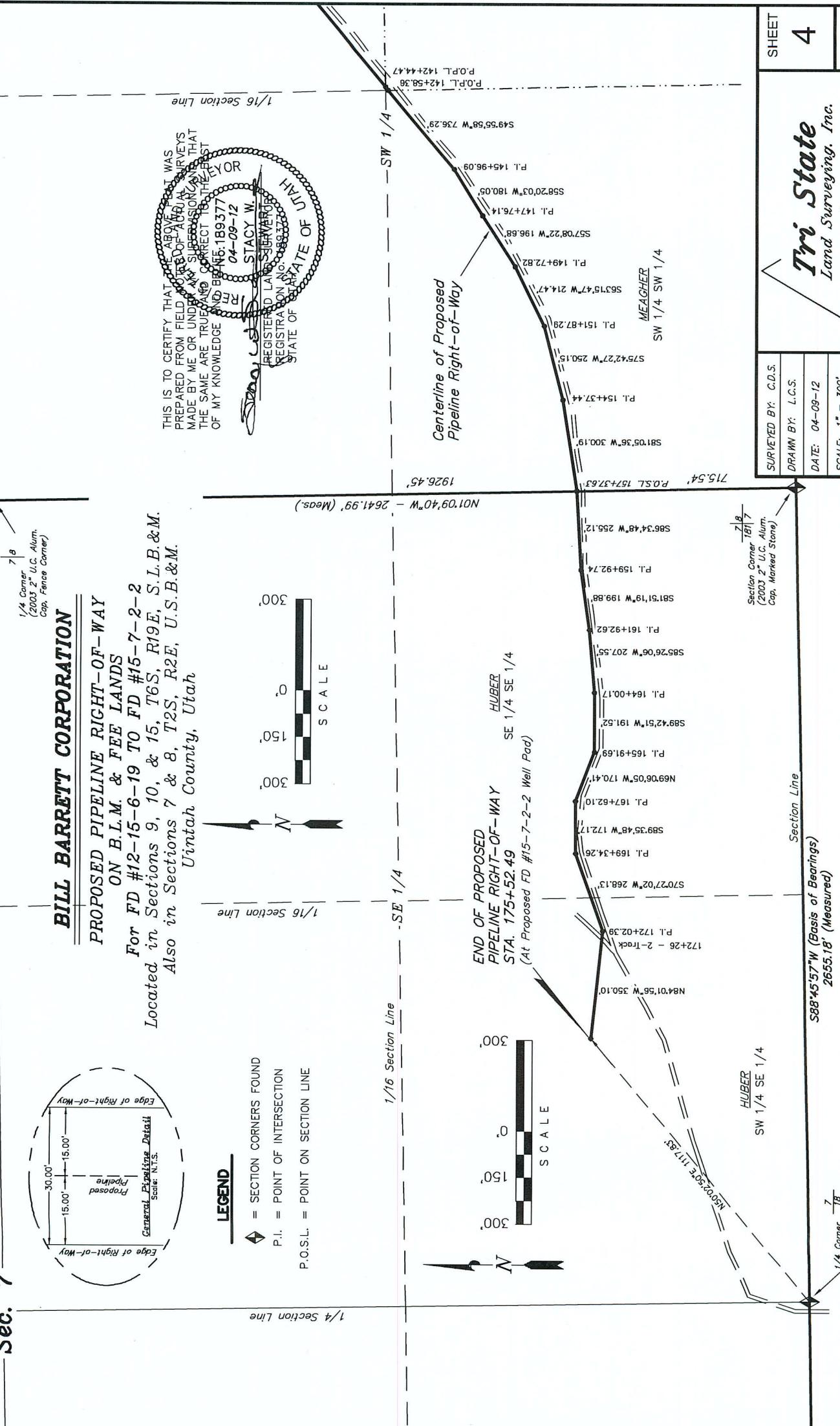
1/4 Corner 7/8
(2003 2" U.C. Alum.
Cap. Pile of Stones)

Section Corner 7/8
(2003 2" U.C. Alum.
Cap. Marked Stone)

1/4 Corner 7/8
(2003 2" U.C. Alum.
Cap. Fence Corner)

1/4 Section Line

Sec. 7



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 11-4-6-19
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43047533130000
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: 1980 FSL 1267 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESW Section: 04 Township: 06.0S Range: 19.0E Meridian: S	9. FIELD and POOL or WILDCAT: UNDESIGNATED
	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: 6/15/2013	<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.

Attached, please find our revised drilling plan, adding intermediate and a liner. TD has remained the same.

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

Date: July 03, 2013

By: 

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 6/13/2013	

BILL BARRETT CORPORATION
DRILLING PLAN REVISED

FD 11-4-6-19

NESW, 1980' FSL and 1267' FWL, Section 4, T6S-R19E, SLB&M (surface hole)

NESW, 1980' FSL and 1267' FWL, Section 4, T6S-R19E, SLB&M (bottom hole)

Uintah County, Utah

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

<u>Formation</u>	<u>Depth – MD/TVD</u>
Green River*	6122'
TGR3	8077'
Black Shale	8717'
Wasatch*	9662'
TD	10462'

*PROSPECTIVE PAY

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

Base of Useable Water = 5347'

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1500'	Rotating Head or Diverter (may pre-set 9-5/8" with smaller rig)*
1500' – TD	11" 10000# Double Ram Type BOP (Pipe/Blind) 11" 10000# Single Pipe Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 10,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

*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	1500'	9 5/8"	36#	J or K 55	ST&C	New
8 3/4"	Surface	8767'	7"	26#	P110	LTC	New
6 1/8"	8567'	TD	4 1/2" Liner	13.5#	P110	LTC	New

Bill Barrett Corporation
 Drilling Program
 FD 11-4-6-19
 Uintah County, Utah

5. Cementing Program

16" Conductor Casing	Grout
12-1/4" hole for 9-5/8" Surface Casing (may pre-set with spudder rig)	Lead: 200 sx Halliburton Light w/ additives and LCM, 11.0 ppg, 3.16 ft ³ /sx, 100% excess Tail: 240 sx Halliburton Premium w/ additives and LCM, 14.8 ppg, 1.36 ft ³ /sx, 100% excess Cement to surface, top out as necessary.
8-3/4" hole for 7" intermediate casing	Lead: 680 sx Tuned Light cement w/ additives mixed at 11 ppg (yield = 2.31 ft ³ /sx). Tail: 320 sx Halliburton Econocem w/ additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). 1000' fill, Planned TOC @ 1000' 50% excess
6-1/8" hole for 4-1/2" production liner	240 sx Premium w/ additives, 15.6 ppg, (yield = 1.18 ft ³ /sx), 1895' fill, Planned TOC @ 4.5" liner top, 50% excess

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
0' – 1500'	Air/Mist/ 8.3 – 8.7	26 – 36	NC	Air/Mist/Freshwater Spud Mud Fluid System
1500' - 5,500'	9.2 – 9.4	26 – 36	NC	Freshwater Mud Fluid System
5,500' – 8743'	9.4 – 10.0	42-58	25 cc or less	LSND Fluid System
8743' – TD	10.0 – 12.5	58-60	< 10 cc	LSND FW mud
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

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 5222 psi* and maximum anticipated surface pressure equals approximately 2920 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 11-4-6-19
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: September 2013
Spud: October 2013
Duration: 15 days drilling time
6 days completion time

12. Appendix A

9-5/8" 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



Cement Volume Calculations for the: FD 11-4-6-19

Surface Hole:

<u>Hole Data:</u>		<u>Calculated Data:</u>	
Total Depth (MD) =	1,500'	Lead Fill =	1000 ft
TOC (MD) =	0'	Lead Volume =	55.8 bbl
Hole Diameter =	12.250"	Tail Fill =	500 ft
Casing OD =	9.625"	Tail Volume =	27.9 bbl
Casing ID =	8.921"		
Excess =	100%		

<u>Cement Data:</u>		<u>Proposed Cement Data:</u>	
Lead Weight =	11.00 lbm/gal	Proposed SX Lead =	200
Lead Yield =	3.16 ft ³ /sk	Proposed SX Tail =	240
Tail Weight =	14.80 lbm/gal		
Tail Yield =	1.36 ft ³ /sk		

Intermediate Hole:

<u>Hole Data:</u>		<u>Calculated Data:</u>	
Total Depth (MD) =	8,743'	Lead Fill =	6743 ft
TOC (MD) =	1,000'	Lead Volume =	184.9 bbl
Hole Diameter =	8.750"	Tail Fill =	1000 ft
Casing OD =	7.000"	Tail Volume =	40.2 bbl
Casing ID =	6.366"		
Excess =	50%		

<u>Cement Data:</u>		<u>Proposed Cement Data:</u>	
Lead Weight =	11.00 lbm/gal	Proposed SX Lead =	680
Lead Yield =	2.31 ft ³ /sk	Proposed SX Tail =	160
Tail Weight =	13.50 lbm/gal		
Tail Yield =	1.42 ft ³ /sk		

Production Liner: 200' into Intermediate Casing

Hole Data:

Total Depth (MD) = **10,462'**
TOL (MD) = **8,567'**
Hole Diameter = **6.125"**
Liner OD = **4.500"**
Open Hole Excess = **50%**
Casing Excess = **50%**

Calculated Data:

Lead Fill = **1895** ft
Lead Volume = **32.3** bbl

Cement Data:

Lead Weight = **15.60** lbm/gal
Lead Yield = **1.18** ft³/sk

Proposed Cement Data:

Proposed SX Lead = **240**

3. PRESSURE CONTROL EQUIPMENT – Schematic Attached

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

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

B. Pressure Rating: 10,000 psi

C. Testing Procedure:

Annular Preventer

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

At a minimum the above pressure test will be performed:

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

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

Blow-Out Preventer

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

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 choke manifold and BOP extension rods with hand wheels will be located outside the rig sub-structure. The hydraulic BOP closing unit will be located at least twenty-five (25) feet from the well head but readily accessible to the driller. Exact locations and configurations of the hydraulic BOP closing unit will depend upon the particular rig contracted to drill this hole.

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

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:
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1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: FD 11-4-6-19
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43047533130000
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4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 1267 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESW Section: 04 Township: 06.0S Range: 19.0E Meridian: S	9. FIELD and POOL or WILDCAT: UNDESIGNATED
	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: 8/21/2013	<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
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	<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.

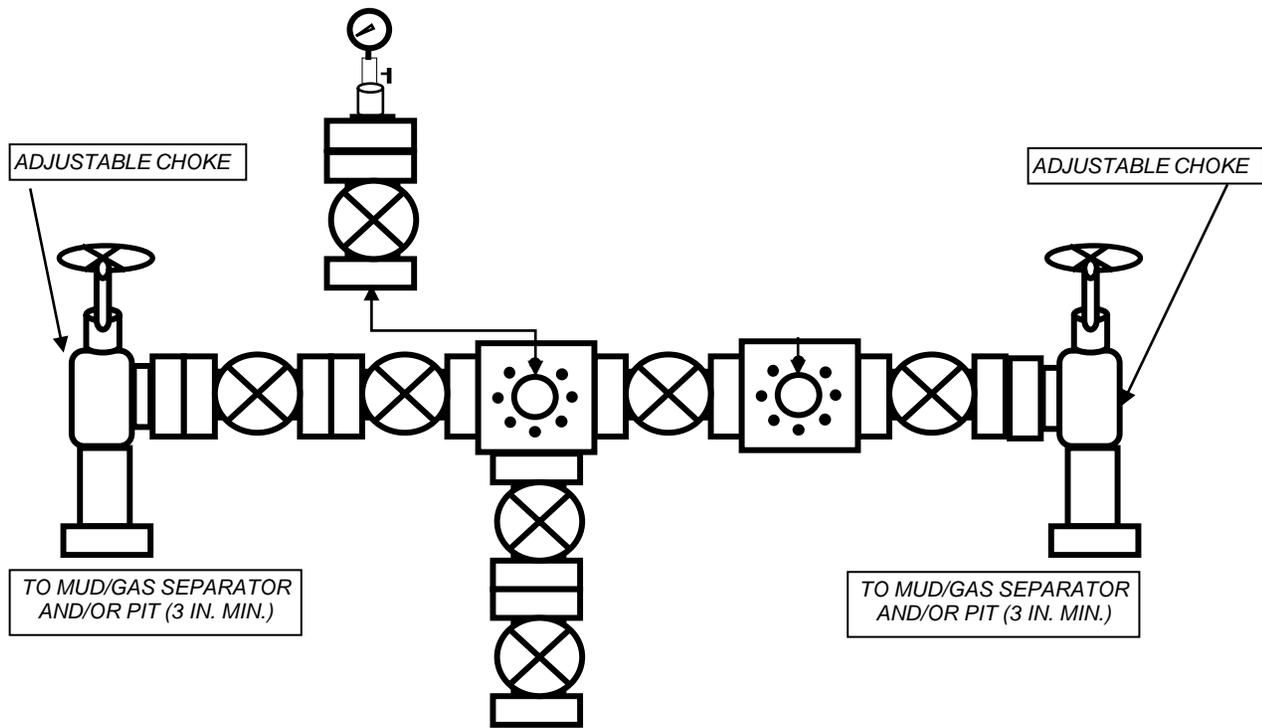
Attached, please find the updated 10M# choke manifold diagram and pressure control equipment description for this well.

Approved by the Utah Division of Oil, Gas and Mining
Date: September 18, 2013
By: *D. K. Duff*

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 8/21/2013	

BILL BARRETT CORPORATION

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



ALL EQUIPMENT IS 3" (MINIMUM).

3. PRESSURE CONTROL EQUIPMENT – Schematic Attached

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

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F. Miscellaneous Information:

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<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 1/16/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input checked="" type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

BBC requests a one year extension for the subject APD

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

Date: January 09, 2014

By: 

NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A	DATE 1/8/2014	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43047533130000

API: 43047533130000

Well Name: FD 11-4-6-19

Location: 1980 FSL 1267 FWL QTR NESW SEC 04 TWNP 060S RNG 190E MER S

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 1/16/2013

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

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

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

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

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

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

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

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

Signature: Christina Hirtler

Date: 1/8/2014

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
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 11-4-6-19
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 1267 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESW Section: 04 Township: 06.0S Range: 19.0E Meridian: S	9. API NUMBER: 43047533130000
PHONE NUMBER: 303 312-8134 Ext	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: 1/16/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
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	<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 a one year extension for APD

Approved by the
Utah Division of
Oil, Gas and Mining
 December 03, 2014

Date: _____
 By: 

NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A	DATE 12/1/2014	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43047533130000

API: 43047533130000

Well Name: FD 11-4-6-19

Location: 1980 FSL 1267 FWL QTR NESW SEC 04 TWNP 060S RNG 190E MER S

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

Signature: Christina Hirtler

Date: 12/1/2014

Title: Administrative Assistant Representing: BILL BARRETT CORP



GARY R. HERBERT
Governor

SPENCER J. COX
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

January 28, 2016

Bill Barrett Corp.
1099 18th Street, Ste. 2300
Denver, CO 80202

Re: APD Rescinded – FD 11-4-6-19, Sec. 4, T. 6S, R. 19E
Uintah County, Utah API No. 43-047-53313

Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on January 16, 2013. On January 9, 2014 and December 3, 2015 the Division granted a one-year APD extension. No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective January 28, 2016.

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

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

Sincerely,


Diana Mason
Environmental Scientist

cc: Well File
Brad Hill, Technical Service Manager