

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 AURORA FEDERAL 10-4D-7-20
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 AURORA (DEEP)
6. NAME OF OPERATOR BILL BARRETT CORP		7. OPERATOR PHONE 303 312-8134
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202		9. OPERATOR E-MAIL tfallang@billbarrettcorp.com
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) UTU075241	11. MINERAL OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>	12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Alex and Nellie Barney		14. SURFACE OWNER PHONE (if box 12 = 'fee') 435-545-2487
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') HC 69 Box 168, RANDLETT, UT 84063		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 type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	2300 FSL 2510 FEL	NWSE	4	7.0 S	20.0 E	S
Top of Uppermost Producing Zone	2013 FSL 1997 FEL	NWSE	4	7.0 S	20.0 E	S
At Total Depth	2013 FSL 1997 FEL	NWSE	4	7.0 S	20.0 E	S

21. COUNTY UINTAH	22. DISTANCE TO NEAREST LEASE LINE (Feet) 665	23. NUMBER OF ACRES IN DRILLING UNIT 40
27. ELEVATION - GROUND LEVEL 4952	25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completion) 665	26. PROPOSED DEPTH MD: 8703 TVD: 8644
	28. BOND NUMBER WYB000040	29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 49-1645

Hole, Casing, and Cement Information										
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
COND	26	16	0 - 80	65.0	Unknown	8.7	No Used	0	0.0	0.0
SURF	12.25	9.625	0 - 1070	36.0	I-80 ST&C	9.4	Halliburton Light , Type Unknown	190	3.16	11.0
							Halliburton Premium , Type Unknown	210	1.36	14.8
PROD	7.875	5.5	0 - 8703	17.0	P-110 LT&C	9.5	Unknown	670	2.31	11.0
							Unknown	340	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 checked="" type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

NAME Brady Riley	TITLE Permit Analyst	PHONE 303 312-8115
SIGNATURE	DATE 06/19/2013	EMAIL briley@billbarrettcorp.com
API NUMBER ASSIGNED 43047538820000		APPROVAL

Received: March 12, 2015

**BILL BARRETT CORPORATION
DRILLING PLAN**

Aurora Federal 10-4D-7-20

NWSE, 2300' FSL and 2510' FEL, Section 4, T7S-R20E, SLB&M (surface hole)

NWSE, 2013' FSL and 1997' FEL, Section 4, T7S-R20E, 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</u>	<u>Depth – TVD</u>
Green River	4,431'	4,375'
Mahogany	5,544'	5,485'
Lower Green River*	6,707'	6,648'
Douglas Creek	6,825'	6,766'
Black Shale	7,418'	7,362'
Castle Peak	7,571'	7,512'
Uteland Butte	7,887'	7,828'
Wasatch*	8,312'	8,253'
TD	8,703'	8,644'

*PROSPECTIVE PAY

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

Base of Useable Water = 1506'

3. BOP and Pressure Containment Data

<u>Depth Interval</u>	<u>BOP Equipment</u>
0 – 1500'	No pressure control required (may pre-set 9-5/8" with smaller rig)*
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.	

*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
7 7/8"	Surface	TD	5 1/2"	17#	P-110	LT&C	New

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: 670 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 1,000' Tail: 340sx 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 @ 6918'

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
0' – 1500'	8.3 – 8.7	26 – 36	NC	Air/Mist/Freshwater Spud Mud Fluid System
1500' – 5500'	9.2 - 9.4	26 – 36	NC	Freshwater Spud Mud Fluid System
5500' – TD	9.4 - 9.5	42 – 56	25 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at well site. 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 4270 psi* and maximum anticipated surface pressure equals approximately 2368 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
Aurora Federal 10-4D-7-20
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: DEC 2012
Spud: DEC 2013
Duration: 15 days drilling time
6 days completion time

12. Appendix A

9-1/8" casing may be preset with a spudder rig. If this occurs, the following equipment shall be in place and operational during air/gas drilling:

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



Bill Barrett Corporation

AURORA CEMENT VOLUMES

Well Name: Aurora Federal 10-4D-7-20

Surface Hole Data:

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

Calculated Data:

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

Cement Data:

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

Calculated # of Sacks:

SK's Lead: **190**

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

SK's Tail: **210**

Production Hole Data:

Total Depth:	8,703'
Top of Cement:	1,000'
Top of Tail:	6,918'
OD of Hole:	7.875"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1538.0	ft ³
Lead Fill:	5,918'	
Tail Volume:	463.9	ft ³
Tail Fill:	1,785'	

Cement Data:

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

Calculated # of Sacks:

SK's Lead: **670**

SK's Tail: **340**

Aurora Federal 10-4D-7-20 Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (1000' - 0')	
Halliburton Light Premium	Fluid Weight: 11.0 lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield: 3.16 ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid: 19.48 Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid: 0'
2.0% Bentonite	Calculated Fill: 1,000'
	Volume: 97.61 bbl
	Proposed Sacks: 190 sks
Tail Cement - (TD - 1000')	
Premium Cement	Fluid Weight: 14.8 lbm/gal
2.0% Calcium Chloride	Slurry Yield: 2.36 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 - (6918' - 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: 5,918'
	Volume: 273.90 bbl
	Proposed Sacks: 670 sks
Tail Cement - (8703' - 6918')	
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: 6,918'
	Calculated Fill: 1,785'
	Volume: 82.62 bbl
	Proposed Sacks: 340 sks

PRESSURE CONTROL EQUIPMENT – Schematic Attached

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

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

B. **Pressure Rating:** 5,000 psi

C. **Testing Procedure:**

Annular Preventer

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

At a minimum the above pressure test will be performed:

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

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

Blow-Out Preventer

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

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

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

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

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

D. Choke Manifold Equipment:

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

E. Accumulator:

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

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

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

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

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

F. Miscellaneous Information:

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

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

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BILL BARRETT CORPORATION
AURORA FEDERAL #10-4D-7-20
 LOCATED IN UINTAH COUNTY, UTAH
 SECTION 4, T7S, R20E, S.L.B.&M.



PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: EASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHERLY



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

LOCATION PHOTOS			03	28	12	PHOTO
			MONTH	DAY	YEAR	
TAKEN BY: C.R.	DRAWN BY: C.I.	REVISED: 09-28-12				

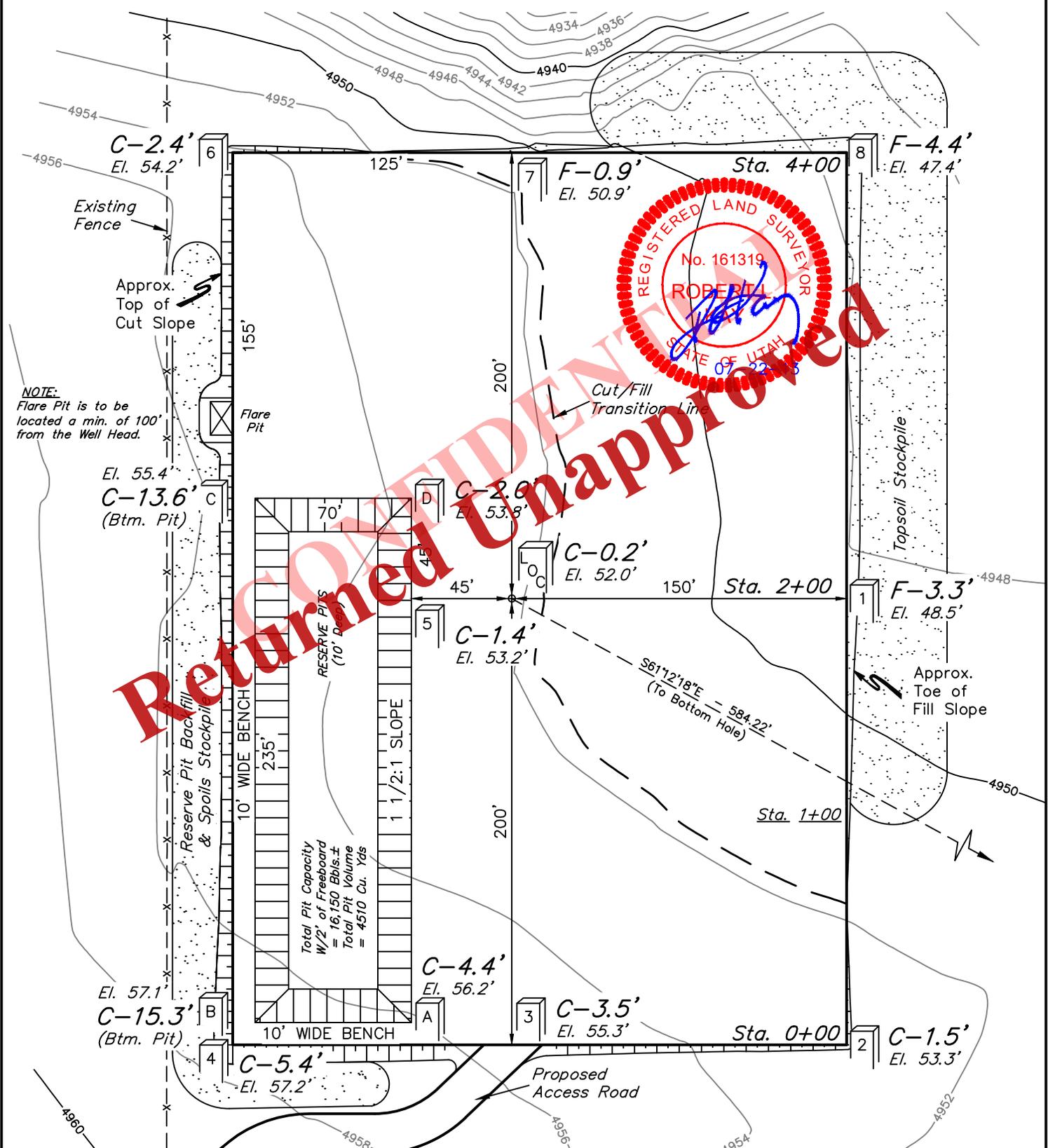
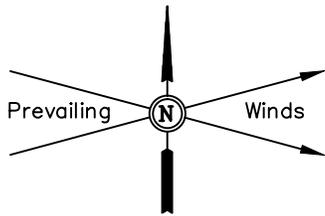
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LOCATION LAYOUT FOR

**AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.
2300' FSL 2510' FEL**

FIGURE #1

SCALE: 1" = 60'
DATE: 03-28-12
DRAWN BY: R.L.L.
REV: 09-27-12 A.W.
REV: 07-16-13 H.K.W.



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

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Elev. Ungraded Ground At Loc. Stake = 4952.0'
FINISHED GRADE ELEV. AT LOC. STAKE = 4951.8'

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

Received: August 15, 2013

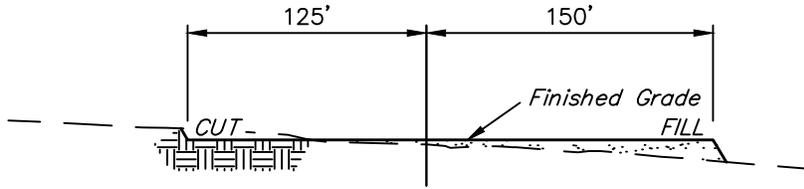
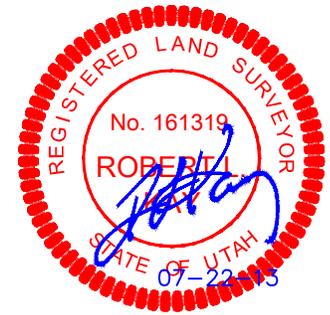
BILL BARRETT CORPORATION

FIGURE #2

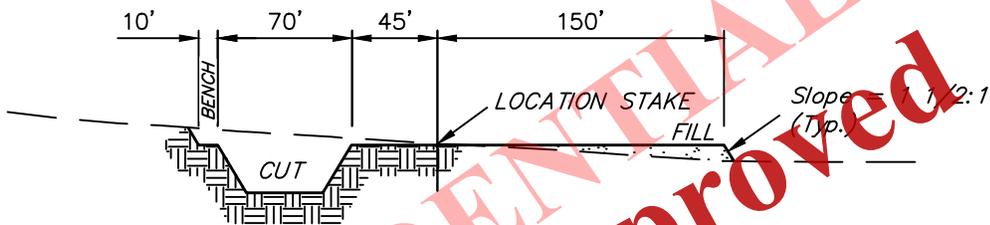
**TYPICAL CROSS SECTIONS FOR
AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.
2300' FSL 2510' FEL**

X-Section
Scale
1" = 40'
1" = 100'

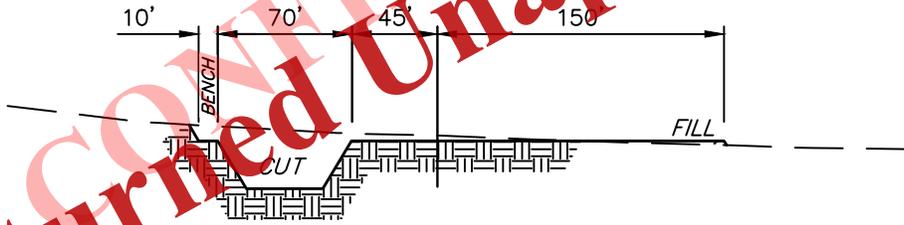
DATE: 03-28-12
DRAWN BY: R.L.L.
REV: 09-14-12 A.W.
REV: 09-27-12 A.W.
REV: 02-06-13 K.O.
REV: 07-16-13 H.K.W.



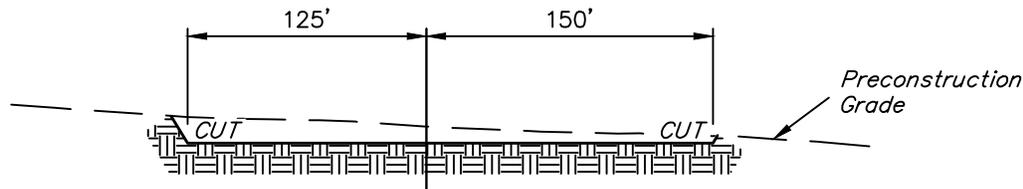
STA. 4+00



STA. 2+00



STA. 1+00



STA. 0+00

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NOTE:

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

APPROXIMATE ACREAGES
 WELL SITE DISTURBANCE = ± 3.357 ACRES
 ACCESS ROAD DISTURBANCE = ± 1.500 ACRES
 PIPELINE DISTURBANCE = ± 8.171 ACRES
 TOTAL = ± 13.028 ACRES

* NOTE:
 FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(12") Topsoil Stripping = 4,310 Cu. Yds.
 Remaining Location = 7,190 Cu. Yds.
TOTAL CUT = 11,500 CU. YDS.
FILL = 4,650 CU. YDS.

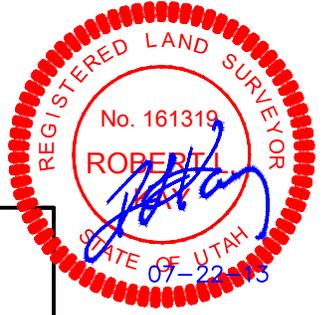
EXCESS MATERIAL = 6,850 Cu. Yds.
 Topsoil & Pit Backfill (1/2 Pit Vol.) = 6,570 Cu. Yds.
 EXCESS UNBALANCE (After Interim Rehabilitation) = 280 Cu. Yds.

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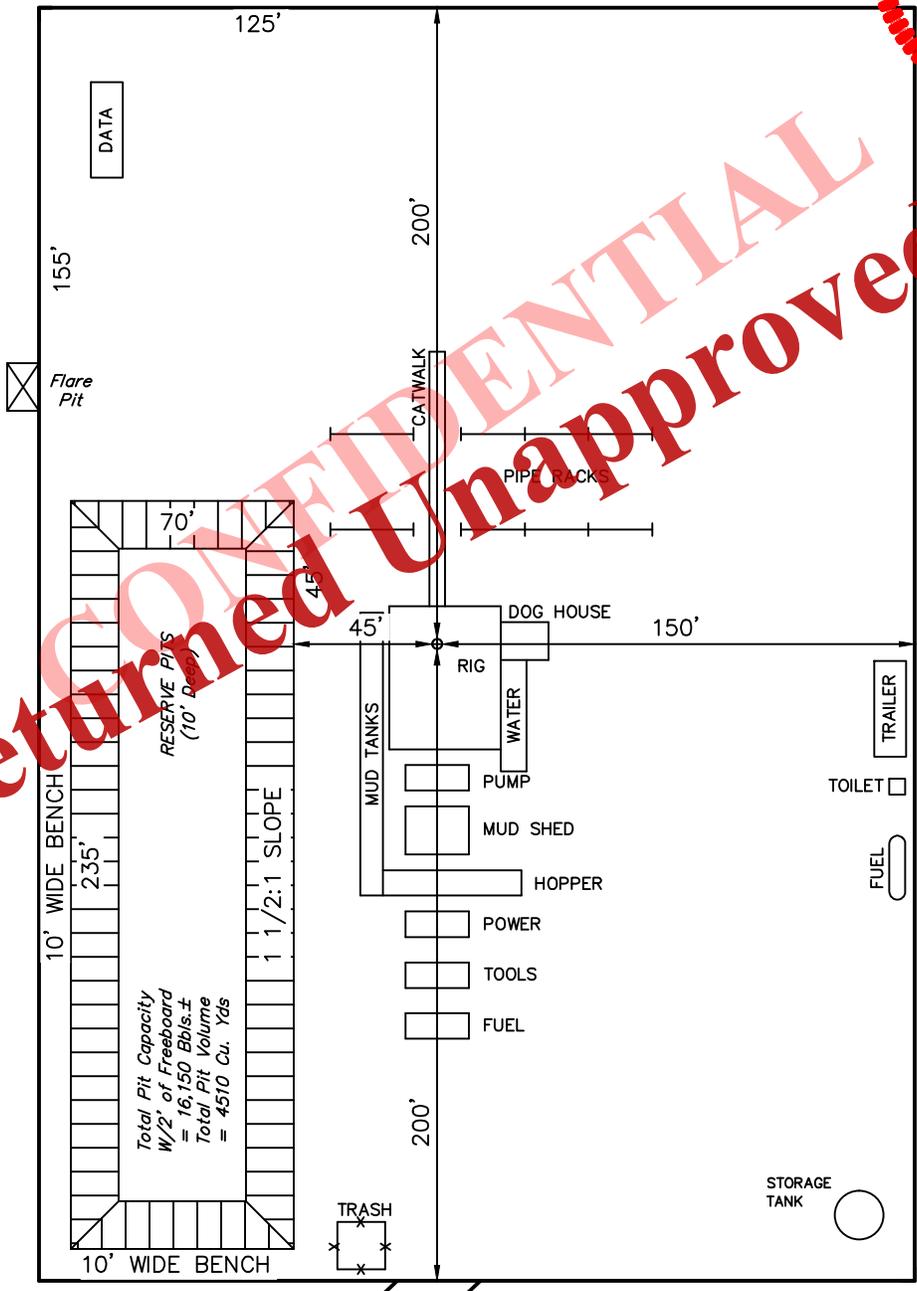


BILL BARRETT CORPORATION
 TYPICAL RIG LAYOUT FOR
 AURORA FEDERAL #10-4D-7-20
 SECTION 4, T7S, R20E, S.L.B.&M.
 2300' FSL 2510' FEL

FIGURE #3
 SCALE: 1" = 60'
 DATE: 03-28-12
 DRAWN BY: R.L.L.
 REV: 09-27-12 A.W.
 REV: 07-16-13 H.K.W.



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



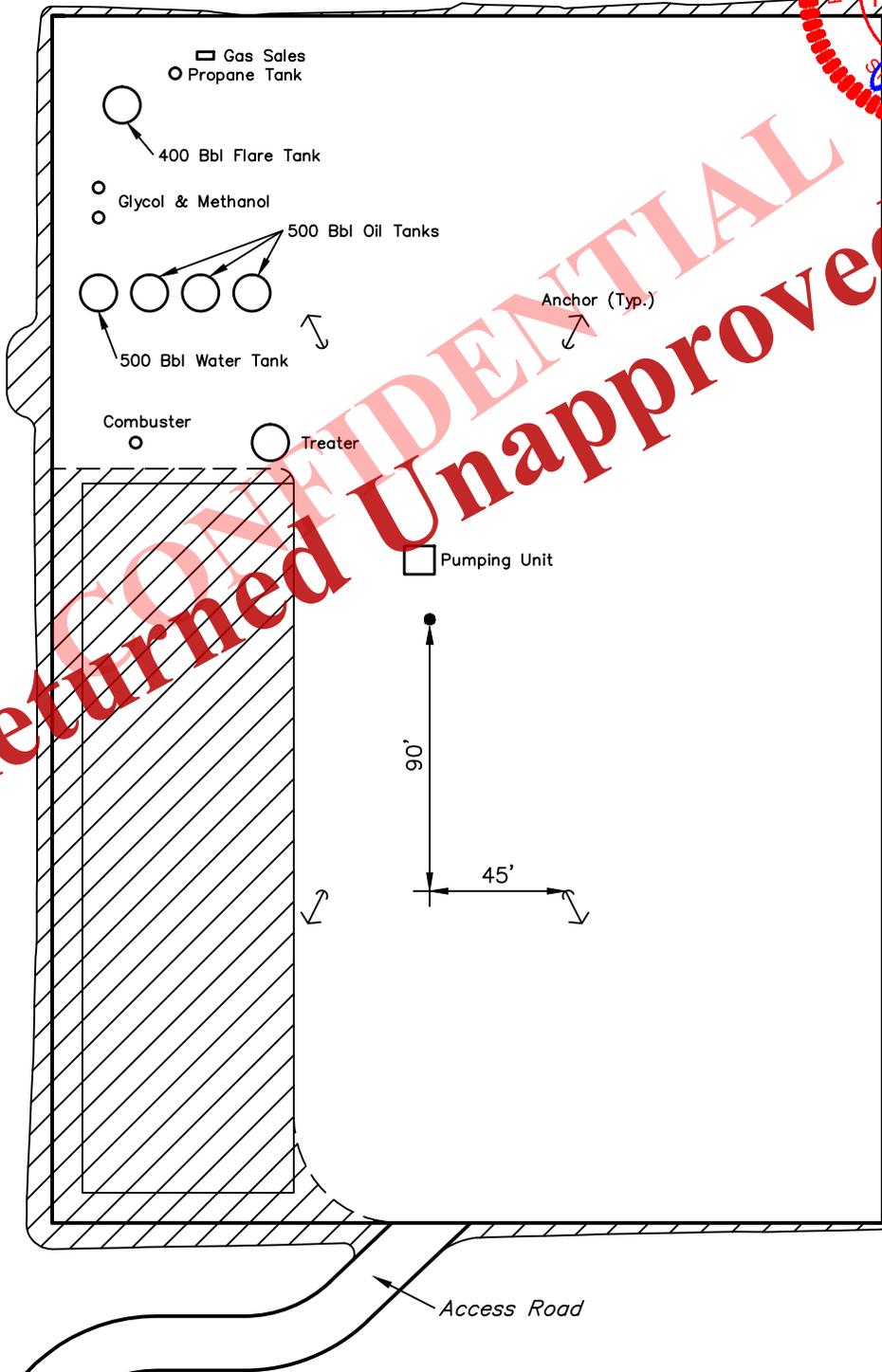
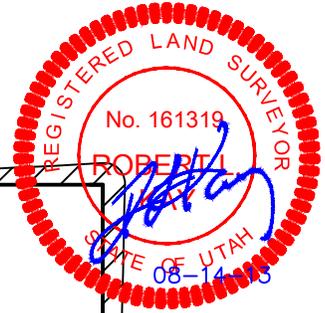
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BILL BARRETT CORPORATION
 INTERIM RECLAMATION PLAN FOR
 AURORA FEDERAL #10-4D-7-20
 SECTION 4, T7S, R20E, S.L.B.&M.
 2300' FSL 2510' FEL

FIGURE #4

SCALE: 1" = 60'
 DATE: 08-13-13
 DRAWN BY: K.O.



 INTERIM RECLAMATION

APPROXIMATE ACREAGES
 UN-RECLAIMED = ± 2.060 ACRES

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

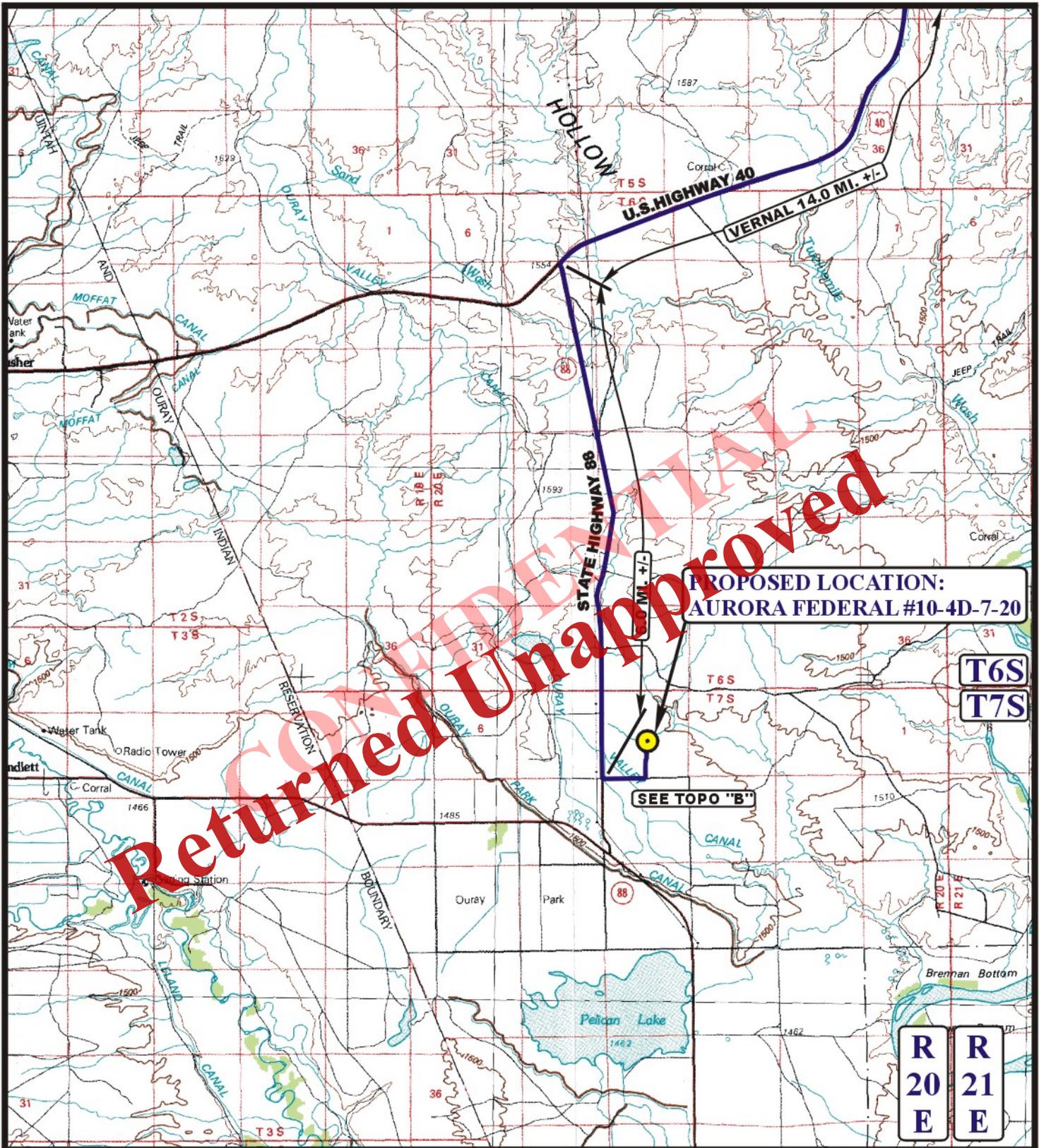
Received: August 15, 2013

BILL BARRETT CORPORATION
AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 14.0 MILES TO THE JUNCTION OF STATE HIGHWAY 88 TO THE SOUTH; TURN LEFT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 6.0 MILES TO THE JUNCTION OF THIS ROAD AND 5000 SOUTH TO THE EAST; TURN RIGHT AND PROCEED IN A EASTERLY DIRECTION APPROXIMATELY 0.5 MILES TO THE BEGINNING OF THE PROPOSED ACCESS TO THE NORTH; FOLLOW ROAD FLAGS IN A NORTHERLY DIRECTION APPROXIMATELY 2,153' TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 20.9 MILES.

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**PROPOSED LOCATION:
AURORA FEDERAL #10-4D-7-20**

**T6S
T7S**

SEE TOPO "B"

**R R
20 21
E E**

LEGEND:

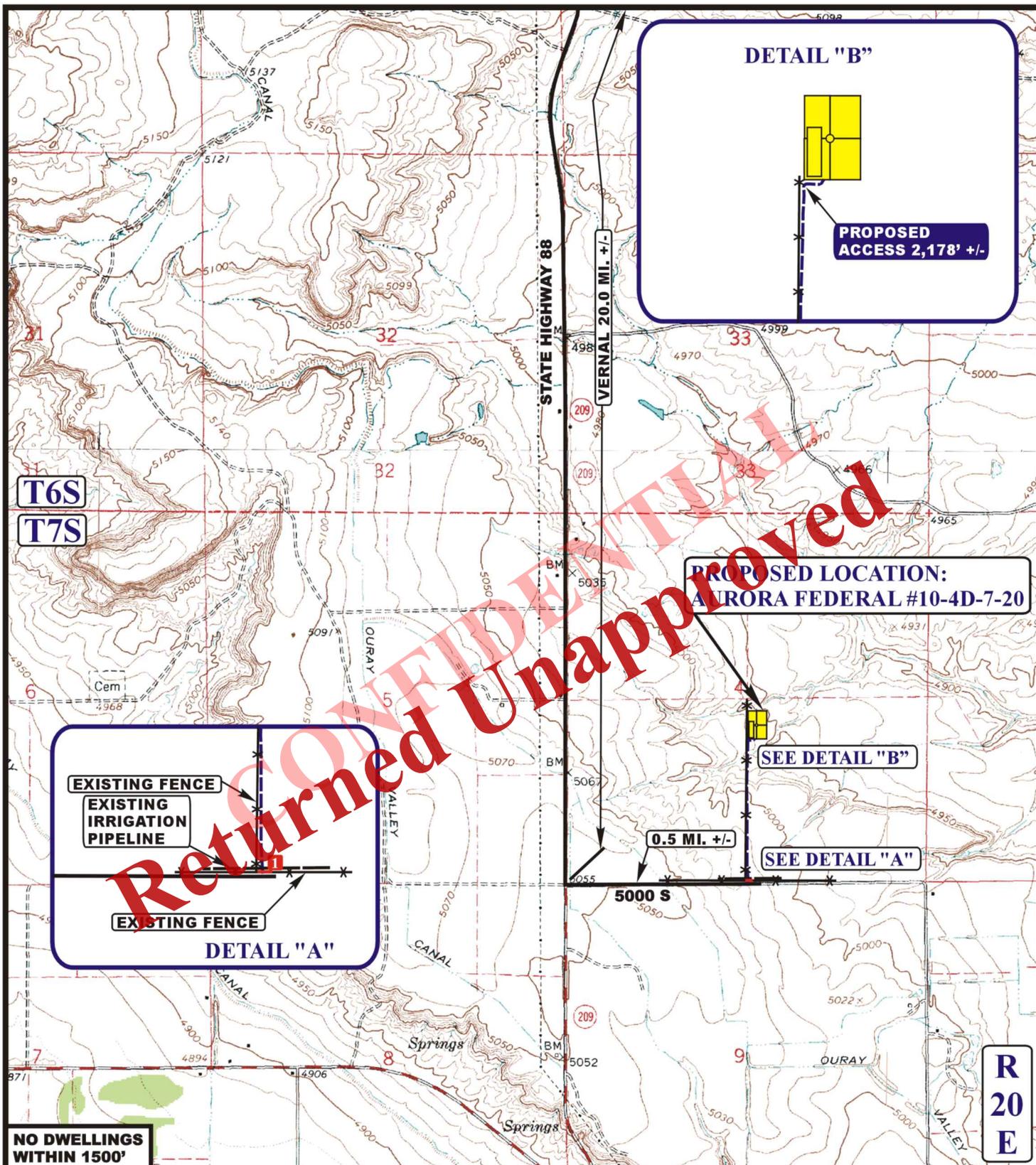
PROPOSED LOCATION

BILL BARRETT CORPORATION

**AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.
2300' FSL 2510' FEL**

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

**ACCESS ROAD
MAP** **03 28 12**
MONTH DAY YEAR
SCALE: 1:100,000 DRAWN BY: C.I. REVISED: 09-28-12 **A
TOPO**



LEGEND:

- EXISTING ROAD
- PROPOSED ACCESS ROAD
- EXISTING FENCE
- INSTALL CATTLE GUARD



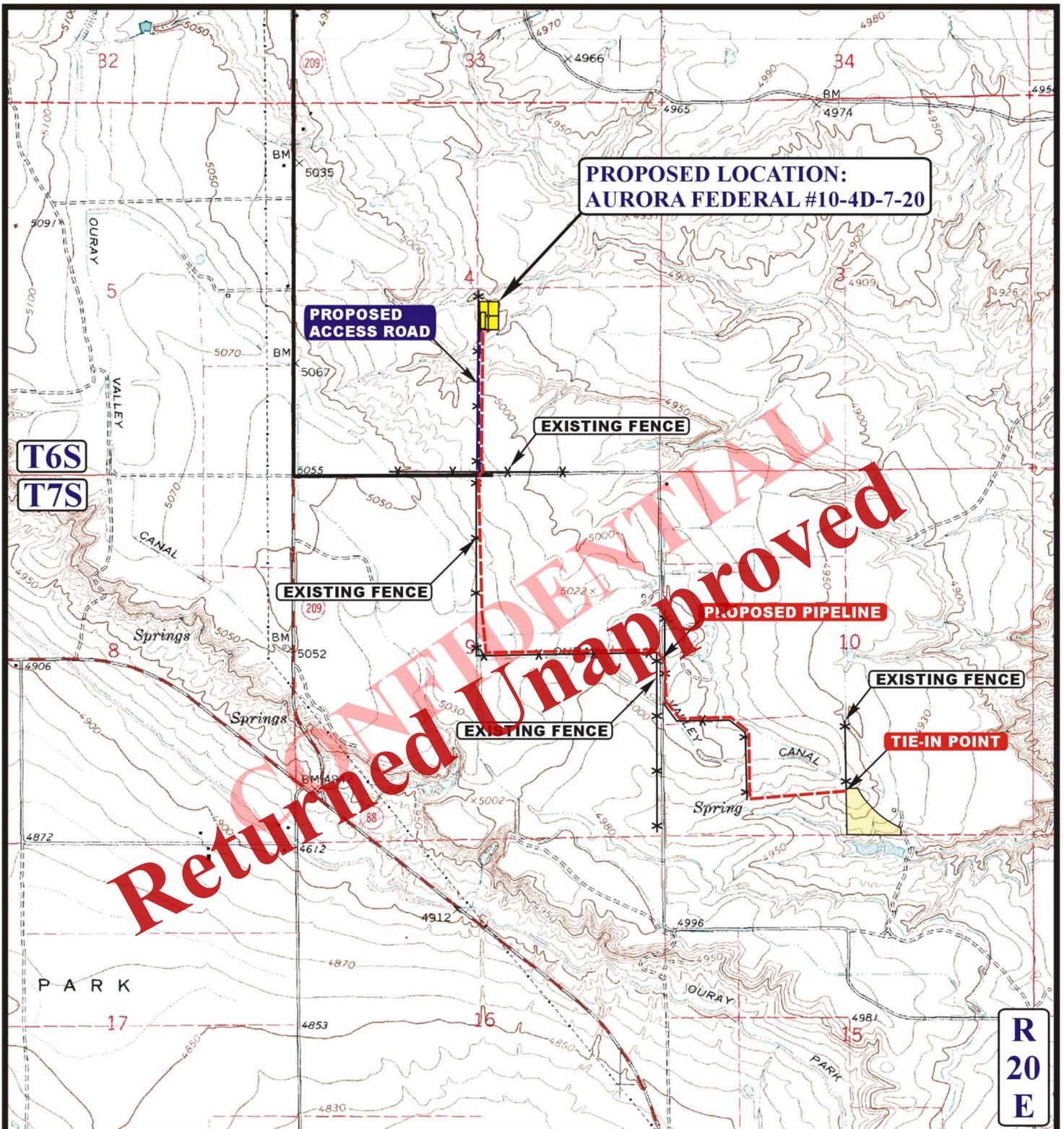
BILL BARRETT CORPORATION

AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.
2300' FSL 2510' FEL



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

ACCESS ROAD MAP	03	28	12	B TOPO
	MONTH	DAY	YEAR	
SCALE: 1" = 2000'	DRAWN BY: C.L.		REV: 07-18-13 S.O.	



APPROXIMATE TOTAL PIPELINE DISTANCE = 11,901' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- PROPOSED PIPELINE

BILL BARRETT CORPORATION

**AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.
2300' FSL 2510' FEL**



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

TOPOGRAPHIC 11 14 12
MAP MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.I. REV: 07-18-13 S.O.



BILL BARRETT CORP

UINTAH COUNTY

AF 10-4D-7-20

AF 10-4D-7-20

Wellbore #1

Plan: Design #1

Standard Planning Report

14 June, 2013

CONFIDENTIAL
Returned Unapproved

COMPANY DETAILS: BILL BARRETT CORP

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

Positional Uncertainty: 0.0
Convergence: 1.20
Local North: True

WELL DETAILS: AF 10-4D-7-20

Ground Level: 4952.0

+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
0.0	0.0	-29027.70	2509943.62	40° 14' 20.220 N	109° 40' 24.841 W	

WELLBORE TARGET DETAILS (LAT/LONG)

Name	TVD	+N/-S	+E/-W	Latitude	Longitude	Shape
AF 10-4D-7-20 BTV	5000.0	-281.3	509.6	40° 14' 17.441 N	109° 40' 18.271 W	Rectangle (Sides: L200.0 W200.0)
AF 10-4D-7-20 PBHL	8644.0	-281.3	509.6	40° 14' 17.441 N	109° 40' 18.271 W	Rectangle (Sides: L200.0 W200.0)

SECTION DETAILS

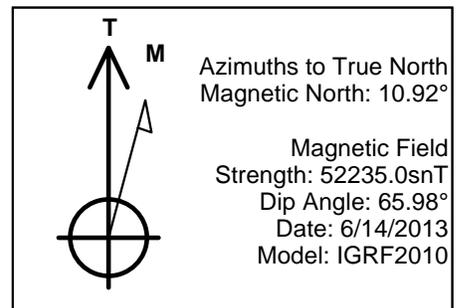
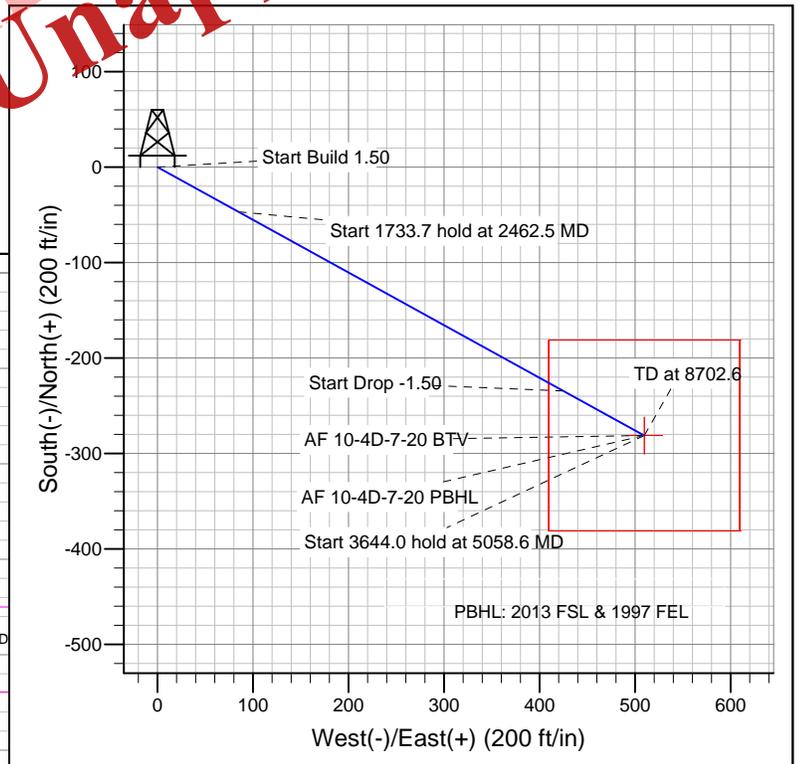
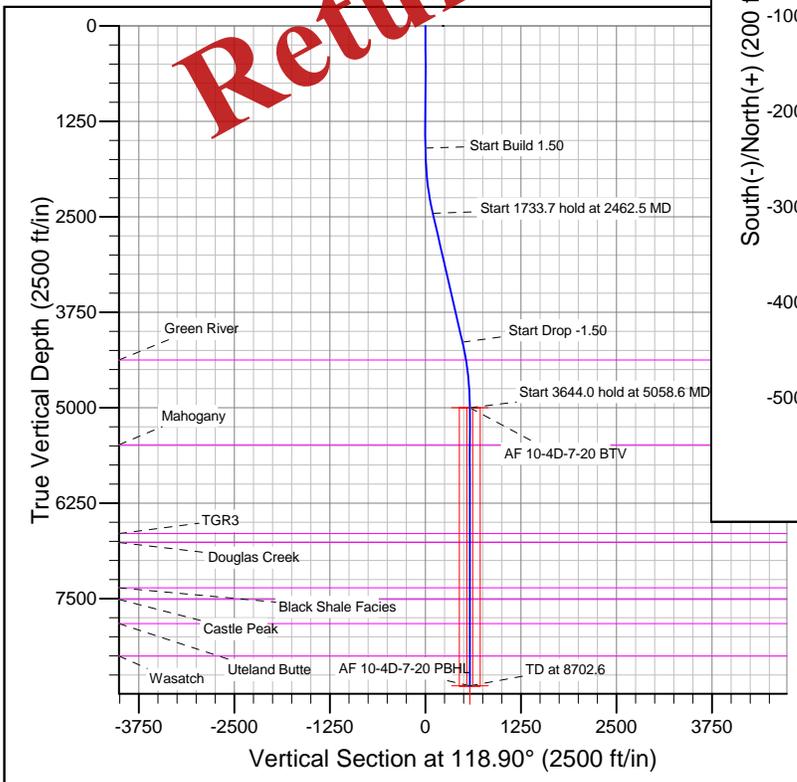
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	1600.0	0.00	0.00	1600.0	0.0	0.0	0.00	0.00	0.0	
3	2462.5	12.94	118.90	2455.2	-46.9	84.9	1.50	118.90	97.0	
4	4196.2	12.94	118.90	4144.8	-234.4	424.7	0.00	0.00	485.1	
5	5058.6	0.00	0.00	5000.0	-281.3	509.6	1.50	180.00	582.1	AF 10-4D-7-20 BTV
6	8702.6	0.00	0.00	8644.0	-281.3	509.6	0.00	0.00	582.1	AF 10-4D-7-20 PBHL

FORMATION TOP DETAILS

TVDP	MDPath	Formation
4375.0	4430.8	Green River
5485.0	5543.6	Mahogany
6648.0	6706.6	TGR3
6766.0	6874.6	Douglas Creek
7359.0	7477.6	Black Shale Facies
7512.0	7570.6	Castle Peak
7820.0	7886.6	Uteland Butte
8253.0	8311.6	Wasatch

CASING DETAILS

No casing data is available



Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Site AF 10-4D-7-20
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 4967.0ft (Original Well Elev)
Project:	UINTAH COUNTY	MD Reference:	KB @ 4967.0ft (Original Well Elev)
Site:	AF 10-4D-7-20	North Reference:	True
Well:	AF 10-4D-7-20	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Project	UINTAH COUNTY		
Map System:	US State Plane 1927 (Exact solution)	System Datum:	Ground Level
Geo Datum:	NAD 1927 (NADCON CONUS)		
Map Zone:	Utah North 4301		

Site	AF 10-4D-7-20				
Site Position:		Northing:	-29,027.69 ft	Latitude:	40° 14' 20.220 N
From:	Lat/Long	Easting:	2,509,943.62 ft	Longitude:	109° 40' 24.841 W
Position Uncertainty:	0.0 ft	Slot Radius:	"	Grid Convergence:	1.20 °

Well	AF 10-4D-7-20					
Well Position	+N/-S	0.0 ft	Northing:	-29,027.70 ft	Latitude:	40° 14' 20.220 N
	+E/-W	0.0 ft	Easting:	2,509,943.62 ft	Longitude:	109° 40' 24.841 W
Position Uncertainty		0.0 ft	Wellhead Elevation:	ft	Ground Level:	4,952.0 ft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination	Dip Angle	Field Strength
	IGRF2010	6/14/2013	(°)	(°)	(nT)
			10.93	65.98	52,235

Design	Design #1			
Audit Notes:				
Version:	Phase	PLAN	Tie On Depth:	0.0
Vertical Section:	Depth From (TVD)	+N/-S	+E/-W	Direction
	(ft)	(ft)	(ft)	(°)
	0.0	0.0	0.0	118.90

Plan Sections										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target
0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.00	0.00	
1,600.0	0.00	0.00	1,600.0	0.0	0.0	0.00	0.00	0.00	0.00	
2,462.5	12.94	118.90	2,455.2	-46.9	84.9	1.50	1.50	0.00	118.90	
4,196.2	12.94	118.90	4,144.8	-234.4	424.7	0.00	0.00	0.00	0.00	
5,058.6	0.00	0.00	5,000.0	-281.3	509.6	1.50	-1.50	0.00	180.00	AF 10-4D-7-20 BTV
8,702.6	0.00	0.00	8,644.0	-281.3	509.6	0.00	0.00	0.00	0.00	AF 10-4D-7-20 PBHL

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Site AF 10-4D-7-20
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 4967.0ft (Original Well Elev)
Project:	UINTAH COUNTY	MD Reference:	KB @ 4967.0ft (Original Well Elev)
Site:	AF 10-4D-7-20	North Reference:	True
Well:	AF 10-4D-7-20	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Planned Survey										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	0.00	
100.0	0.00	0.00	100.0	0.0	0.0	0.0	0.00	0.00	0.00	
200.0	0.00	0.00	200.0	0.0	0.0	0.0	0.00	0.00	0.00	
300.0	0.00	0.00	300.0	0.0	0.0	0.0	0.00	0.00	0.00	
400.0	0.00	0.00	400.0	0.0	0.0	0.0	0.00	0.00	0.00	
500.0	0.00	0.00	500.0	0.0	0.0	0.0	0.00	0.00	0.00	
600.0	0.00	0.00	600.0	0.0	0.0	0.0	0.00	0.00	0.00	
700.0	0.00	0.00	700.0	0.0	0.0	0.0	0.00	0.00	0.00	
800.0	0.00	0.00	800.0	0.0	0.0	0.0	0.00	0.00	0.00	
900.0	0.00	0.00	900.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,000.0	0.00	0.00	1,000.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,100.0	0.00	0.00	1,100.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,200.0	0.00	0.00	1,200.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,300.0	0.00	0.00	1,300.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,400.0	0.00	0.00	1,400.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,500.0	0.00	0.00	1,500.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,600.0	0.00	0.00	1,600.0	0.0	0.0	0.0	0.00	0.00	0.00	
Start Build 1.50										
1,700.0	1.50	118.90	1,700.0	-0.6	1.1	1.3	1.50	1.50	0.00	
1,800.0	3.00	118.90	1,799.0	-2.5	4.6	5.2	1.50	1.50	0.00	
1,900.0	4.50	118.90	1,899.7	-5.7	10.3	11.8	1.50	1.50	0.00	
2,000.0	6.00	118.90	1,999.3	-10.1	18.3	20.9	1.50	1.50	0.00	
2,100.0	7.50	118.90	2,098.6	-15.8	28.6	32.7	1.50	1.50	0.00	
2,200.0	9.00	118.90	2,197.5	-22.7	41.2	47.0	1.50	1.50	0.00	
2,300.0	10.50	118.90	2,296.1	-30.9	56.0	64.0	1.50	1.50	0.00	
2,400.0	12.00	118.90	2,394.2	-40.3	73.1	83.5	1.50	1.50	0.00	
2,462.5	12.94	118.90	2,455.2	-46.9	84.9	97.0	1.50	1.50	0.00	
Start 1733.7 Hold at 2462.5 MD										
2,500.0	12.94	118.90	2,491.7	-50.9	92.2	105.4	0.00	0.00	0.00	
2,600.0	12.94	118.90	2,589.2	-61.7	111.8	127.7	0.00	0.00	0.00	
2,700.0	12.94	118.90	2,686.7	-72.6	131.4	150.1	0.00	0.00	0.00	
2,800.0	12.94	118.90	2,784.1	-83.4	151.0	172.5	0.00	0.00	0.00	
2,900.0	12.94	118.90	2,881.6	-94.2	170.6	194.9	0.00	0.00	0.00	
3,000.0	12.94	118.90	2,979.0	-105.0	190.2	217.3	0.00	0.00	0.00	
3,100.0	12.94	118.90	3,076.5	-115.8	209.8	239.7	0.00	0.00	0.00	
3,200.0	12.94	118.90	3,174.0	-126.6	229.4	262.1	0.00	0.00	0.00	
3,300.0	12.94	118.90	3,271.4	-137.5	249.0	284.5	0.00	0.00	0.00	
3,400.0	12.94	118.90	3,368.9	-148.3	268.6	306.9	0.00	0.00	0.00	
3,500.0	12.94	118.90	3,466.4	-159.1	288.2	329.2	0.00	0.00	0.00	
3,600.0	12.94	118.90	3,563.8	-169.9	307.9	351.6	0.00	0.00	0.00	
3,700.0	12.94	118.90	3,661.3	-180.7	327.5	374.0	0.00	0.00	0.00	
3,800.0	12.94	118.90	3,758.7	-191.6	347.1	396.4	0.00	0.00	0.00	
3,900.0	12.94	118.90	3,856.2	-202.4	366.7	418.8	0.00	0.00	0.00	
4,000.0	12.94	118.90	3,953.7	-213.2	386.3	441.2	0.00	0.00	0.00	
4,100.0	12.94	118.90	4,051.1	-224.0	405.9	463.6	0.00	0.00	0.00	
4,196.2	12.94	118.90	4,144.8	-234.4	424.7	485.1	0.00	0.00	0.00	
Start Drop -1.50										
4,200.0	12.88	118.90	4,148.6	-234.8	425.5	486.0	1.50	-1.50	0.00	
4,300.0	11.38	118.90	4,246.4	-245.0	443.8	507.0	1.50	-1.50	0.00	
4,400.0	9.88	118.90	4,344.6	-253.9	460.0	525.4	1.50	-1.50	0.00	
4,430.8	9.42	118.90	4,375.0	-256.4	464.5	530.6	1.50	-1.50	0.00	
Green River										
4,500.0	8.38	118.90	4,443.4	-261.6	473.9	541.3	1.50	-1.50	0.00	
4,600.0	6.88	118.90	4,542.5	-268.0	485.5	554.6	1.50	-1.50	0.00	

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Site AF 10-4D-7-20
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 4967.0ft (Original Well Elev)
Project:	UINTAH COUNTY	MD Reference:	KB @ 4967.0ft (Original Well Elev)
Site:	AF 10-4D-7-20	North Reference:	True
Well:	AF 10-4D-7-20	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Planned Survey									
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
4,700.0	5.38	118.90	4,641.9	-273.1	494.9	565.2	1.50	-1.50	0.00
4,800.0	3.88	118.90	4,741.6	-277.0	501.9	573.3	1.50	-1.50	0.00
4,900.0	2.38	118.90	4,841.4	-279.7	506.7	578.8	1.50	-1.50	0.00
5,000.0	0.88	118.90	4,941.4	-281.0	509.2	581.6	1.50	-1.50	0.00
5,058.6	0.00	0.00	5,000.0	-281.3	509.6	582.1	1.50	-1.50	0.00
Start 3644.0 hold at 5058.6 MD									
5,100.0	0.00	0.00	5,041.4	-281.3	509.6	582.1	0.00	0.00	0.00
5,200.0	0.00	0.00	5,141.4	-281.3	509.6	582.1	0.00	0.00	0.00
5,300.0	0.00	0.00	5,241.4	-281.3	509.6	582.1	0.00	0.00	0.00
5,400.0	0.00	0.00	5,341.4	-281.3	509.6	582.1	0.00	0.00	0.00
5,500.0	0.00	0.00	5,441.4	-281.3	509.6	582.1	0.00	0.00	0.00
5,543.6	0.00	0.00	5,485.0	-281.3	509.6	582.1	0.00	0.00	0.00
Mahogany									
5,600.0	0.00	0.00	5,541.4	-281.3	509.6	582.1	0.00	0.00	0.00
5,700.0	0.00	0.00	5,641.4	-281.3	509.6	582.1	0.00	0.00	0.00
5,800.0	0.00	0.00	5,741.4	-281.3	509.6	582.1	0.00	0.00	0.00
5,900.0	0.00	0.00	5,841.4	-281.3	509.6	582.1	0.00	0.00	0.00
6,000.0	0.00	0.00	5,941.4	-281.3	509.6	582.1	0.00	0.00	0.00
6,100.0	0.00	0.00	6,041.4	-281.3	509.6	582.1	0.00	0.00	0.00
6,200.0	0.00	0.00	6,141.4	-281.3	509.6	582.1	0.00	0.00	0.00
6,300.0	0.00	0.00	6,241.4	-281.3	509.6	582.1	0.00	0.00	0.00
6,400.0	0.00	0.00	6,341.4	-281.3	509.6	582.1	0.00	0.00	0.00
6,500.0	0.00	0.00	6,441.4	-281.3	509.6	582.1	0.00	0.00	0.00
6,600.0	0.00	0.00	6,541.4	-281.3	509.6	582.1	0.00	0.00	0.00
6,700.0	0.00	0.00	6,641.4	-281.3	509.6	582.1	0.00	0.00	0.00
6,706.6	0.00	0.00	6,648.0	-281.3	509.6	582.1	0.00	0.00	0.00
TGR3									
6,800.0	0.00	0.00	6,741.4	-281.3	509.6	582.1	0.00	0.00	0.00
6,824.6	0.00	0.00	6,766.0	-281.3	509.6	582.1	0.00	0.00	0.00
Douglas Creek									
6,900.0	0.00	0.00	6,841.4	-281.3	509.6	582.1	0.00	0.00	0.00
7,000.0	0.00	0.00	6,941.4	-281.3	509.6	582.1	0.00	0.00	0.00
7,100.0	0.00	0.00	7,041.4	-281.3	509.6	582.1	0.00	0.00	0.00
7,200.0	0.00	0.00	7,141.4	-281.3	509.6	582.1	0.00	0.00	0.00
7,300.0	0.00	0.00	7,241.4	-281.3	509.6	582.1	0.00	0.00	0.00
7,400.0	0.00	0.00	7,341.4	-281.3	509.6	582.1	0.00	0.00	0.00
7,417.6	0.00	0.00	7,359.0	-281.3	509.6	582.1	0.00	0.00	0.00
Black Shale Facies									
7,500.0	0.00	0.00	7,441.4	-281.3	509.6	582.1	0.00	0.00	0.00
7,570.6	0.00	0.00	7,512.0	-281.3	509.6	582.1	0.00	0.00	0.00
Castle Peak									
7,600.0	0.00	0.00	7,541.4	-281.3	509.6	582.1	0.00	0.00	0.00
7,700.0	0.00	0.00	7,641.4	-281.3	509.6	582.1	0.00	0.00	0.00
7,800.0	0.00	0.00	7,741.4	-281.3	509.6	582.1	0.00	0.00	0.00
7,886.6	0.00	0.00	7,828.0	-281.3	509.6	582.1	0.00	0.00	0.00
Uteland Butte									
7,900.0	0.00	0.00	7,841.4	-281.3	509.6	582.1	0.00	0.00	0.00
8,000.0	0.00	0.00	7,941.4	-281.3	509.6	582.1	0.00	0.00	0.00
8,100.0	0.00	0.00	8,041.4	-281.3	509.6	582.1	0.00	0.00	0.00
8,200.0	0.00	0.00	8,141.4	-281.3	509.6	582.1	0.00	0.00	0.00
8,300.0	0.00	0.00	8,241.4	-281.3	509.6	582.1	0.00	0.00	0.00
8,311.6	0.00	0.00	8,253.0	-281.3	509.6	582.1	0.00	0.00	0.00
Wasatch									

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Site AF 10-4D-7-20
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 4967.0ft (Original Well Elev)
Project:	UINTAH COUNTY	MD Reference:	KB @ 4967.0ft (Original Well Elev)
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Well:	AF 10-4D-7-20	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Planned Survey									
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
8,400.0	0.00	0.00	8,341.4	-281.3	509.6	582.1	0.00	0.00	0.00
8,500.0	0.00	0.00	8,441.4	-281.3	509.6	582.1	0.00	0.00	0.00
8,600.0	0.00	0.00	8,541.4	-281.3	509.6	582.1	0.00	0.00	0.00
8,700.0	0.00	0.00	8,641.4	-281.3	509.6	582.1	0.00	0.00	0.00
8,702.6	0.00	0.00	8,644.0	-281.3	509.6	582.1	0.00	0.00	0.00
TD at 8702.6									

Targets									
Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
AF 10-4D-7-20 PBHL - hit/miss target - Shape - Rectangle (sides W200.0 H200.0 D0.0)	0.00	0.00	8,644.0	-281.3	509.6	-29,298.18	2,510,459.01	40° 14' 17.441 N	109° 40' 18.271 W
AF 10-4D-7-20 BTV - plan hits target - Rectangle (sides W200.0 H200.0 D3,644.0)	0.00	0.00	5,000.0	-281.3	509.6	-29,298.18	2,510,459.01	40° 14' 17.441 N	109° 40' 18.271 W

Formations						
Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)	
4,430.8	4,375.0	Green River		0.00		
5,543.6	5,485.0	Mahogany		0.00		
6,706.6	6,648.0	TGR3		0.00		
6,822.6	6,766.0	Douglas Creek		0.00		
7,417.6	7,359.0	Black Shale Facies		0.00		
7,570.6	7,512.0	Castle Peak		0.00		
7,886.6	7,828.0	Uteland Butte		0.00		
8,311.6	8,253.0	Wasatch		0.00		

Plan Annotations				
Measured Depth (ft)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Comment
1,600.0	1,600.0	0.0	0.0	Start Build 1.50
2,462.5	2,455.2	-46.9	84.9	Start 1733.7 hold at 2462.5 MD
4,196.2	4,144.8	-234.4	424.7	Start Drop -1.50
5,058.6	5,000.0	-281.3	509.6	Start 3644.0 hold at 5058.6 MD
8,702.6	8,644.0	-281.3	509.6	TD at 8702.6

SURFACE USE AGREEMENT

(Aurora 10-4D-7-20)

THIS AGREEMENT Dated January 18, 2013 by and between _____

Alex L. and Nellie Barney

whose address is HC 69 Box 168, Randlett, UT 84063-9705

phone number: (435-545-2487)

, hereinafter referred to as "Surface Owners", and

Bill Barrett Corporation and its Subsidiaries, whose address is 1099 18th Street, #2300, Denver, CO 80202

hereinafter referred to as "Operator".

WITNESSETH:

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

A Tract of land lying in the **W/2SE/4, Section 4, Township 7 South, Range 20 East, SLM** as further described on Exhibit "A" attached hereto and made a part hereof.

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

WHEREAS, Surface Owners are 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 Owners 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:

b. Power Lines. Grant a Right-of-Way Easement for overhead and/or underground power lines and power line facilities to be exercised by Moon Lake Electric Association, Inc. throughout their service territory..

2. Operator agrees to consult with the surface owners 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 owners 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 Owners 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.

Received: June 19, 2013

6. In the event Surface Owners consider that Operator has not complied with all its obligations hereunder, both express and implied, Surface Owners 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 Owners. The service of said notice shall be precedent to the bringing of any action by Surface Owners 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 Owners actions which could cause environmental problems but is limited solely to the actions of Operator. Operator hereby indemnifies and holds harmless Surface Owners from any and all environmental problems it causes on the Lands.

8. In the event Surface Owners own 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. East side of the road to the wellsite as well as wellsite needs to be fenced with steel posts, each sixth (6th) post being cedar, and must be five (5) wire barbed with a 10' or 12' gate at the entry point.

14. If well is non-producing but water is found, well to be left for landowners use for water.

15. Operator will water down the location during the construction and drilling phase.

16. Surface Owners agree to allow Operator to fill in pond located along North Fenceline with excess material (if any) and will not hold BBC liable for any damages resulting from the removal of spoil piles offsite and placing them in another location.

17. BBC shall allow Surface Owners the opportunity to perform dirt work on this location only provided:

- a. Master Service Agreement is in place with BBC and Surface Owner is able to fulfill provisions contained therein.
- b. Competitive pricing is offered.

18. BBC will provide information on fresh water table(s) location and depth.

19. This contract shall be honored by any successors and assigns of BBC.

SURFACE OWNER:

Alex L. Barney
By: Alex L. Barney

Nellie Barney
By: Nellie Barney

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 January, 2013, personally appeared Alex L. and Nellie Barney

_____, 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: 3-9-16



Notary Public
CONNIE J. MALONEY
Commission #653959
My Commission Expires
March 9, 2016
State of Utah

Connie J. Maloney
Notary Public:

Received: June 19, 2013

NW 1/4

NE 1/4

▲ = SECTION CORNERS LOCATED.
△ = SECTION CORNERS RE-ESTABLISHED.
(Not Set on Ground.)

1/4 Section Line

Sec. 4

Alex L. And
Nellie Barney

SURFACE USE AREA
AURORA FEDERAL #10-7-20
Contains 3.357 Acres

END OF PROPOSED ROAD
RIGHT-OF-WAY
STA. 21+24.58
(At Edge of Surface Use Area)

BEGINNING OF ROAD STA. 0+00 BEARS
S89°29'40"W 2628.26' FROM THE SOUTHEAST
CORNER OF SECTION 4, T7S, R20E, S.L.B.&M.
END OF ROAD STA. 21+24.58 BEARS
S75°26'17"W 2530.74' FROM THE EAST 1/4
CORNER OF SECTION 4, T7S, R20E, S.L.B.&M.

LINE	DIRECTION	LENGTH
L1	N00°55'09"E	54.06'
L2	N05°35'27"W	165.52'
L3	N00°03'58"E	515.97'
L4	N01°35'21"E	163.05'
L5	N01°33'11"W	125.82'
L6	N00°07'50"E	117.73'
L7	N00°10'33"E	123.10'
L8	N00°06'56"E	148.83'
L9	N00°13'03"E	128.05'
L10	N81°12'53"E	100.74'
L11	N31°10'07"E	338.08'
L12	N28°25'53"E	27.91'
L13	N85°52'41"W	212.56'
L14	N00°07'15"E	450.00'
L15	S89°52'41"E	325.00'
L16	S00°07'15"W	450.00'
L17	N89°52'41"W	112.44'

SW 1/4 1/16 Section Line

SE 1/4 1/16 Section Line

Alex L. And
Nellie Barney

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN THE NW 1/4 SE 1/4 OF SECTION 4, T7S, R20E, S.L.B.&M. WHICH BEARS S75°26'17"W 2530.74' FROM THE EAST 1/4 CORNER OF SAID SECTION 4, THENCE N89°52'41"W 212.56'; THENCE N00°07'19"E 450.00'; THENCE S89°52'41"E 325.00'; THENCE S00°07'19"E 450.00'; THENCE N89°52'41"W 112.44' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.357 ACRES MORE OR LESS.

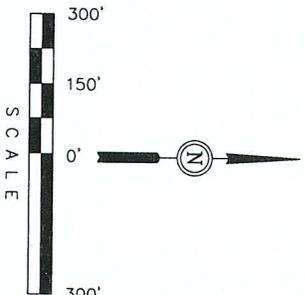
ROAD RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.
BEGINNING AT A POINT IN THE SW 1/4 SE 1/4 OF SECTION 4, T7S, R20E, S.L.B.&M. WHICH BEARS S89°29'40"W 2628.26' FROM THE SOUTHEAST CORNER OF SAID SECTION 4, N00°55'09"E 64.06'; THENCE N06°35'27"W 165.52'; THENCE N00°03'58"E 515.97'; THENCE N01°35'21"E 193.05'; THENCE N01°33'11"W 129.82'; THENCE N00°07'58"E 117.73'; THENCE N00°10'33"E 123.10'; THENCE N00°06'56"E 148.83'; THENCE N01°35'03"E 128.09'; THENCE N81°12'53"E 100.74'; THENCE N31°10'07"E 338.08'; TO A POINT IN THE NW 1/4 SE 1/4 OF SAID SECTION 4, WHICH BEARS S75°26'17"W 2530.74' FROM THE EAST 1/4 CORNER OF SAID SECTION 4. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.463 ACRES MORE OR LESS.

500°12'33"W - 2683.95' (Meas.)

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

FOR AURORA FEDERAL
#10-4D-7-20
LOCATED IN
SECTION 4, T7S, R20E, S.L.B.&M.,
UNITAH COUNTY, UTAH



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

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
ALEX L. AND NELLIE BARNEY	2124.58	1.463	128.77

CERTIFICATE
THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM
FIELD NOTES OF ACTUAL SURVEYS MADE BY ME AND UNDER MY
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO
THE BEST OF MY KNOWLEDGE AND BELIEF.
No. 161319

REGISTERED LAND SURVEYOR
STATE OF UTAH
VERNAL, UTAH - 84078

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

SCALE	DATE
1" = 300'	03-30-12
PARTY	REFERENCES
C.R. S.R. N.S.	G.L.O. PLAT
WEATHER	FILE
COOL	5 1 8 4 9

RECEIVED Unapproved

1-18-13 sent original for recording

MEMORANDUM OF PIPELINE RIGHT-OF-WAY AGREEMENT

State of Utah)(
County of Uintah)(

For Ten Dollars (\$10.00) and other adequate consideration, Alex L. and Nellie Barney. whose address is HC 69 Box 168 Randlett, Utah 84063-9705 hereafter referred to as "Grantors" has granted, a Pipeline Right-of-Way Agreement to Aurora Gathering, LLC of 1099 18th Street, #2300, Denver, CO 80202, hereafter referred to as "Aurora", dated January 18, 2013, for the purpose of laying pipeline on the following lands (the "Lands") in Uintah County Utah: A tract of land lying in the W/2SE/4 of Section 4, Township 7 South, Range 20 East, SLM, Uintah County.

This Memorandum is placed of record for the purpose of giving notice of the Pipeline Right-of-Way 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 18th day of January, 2013

GRANTORS:

Alex L. Barney signature and name

Nellie Barney signature and name

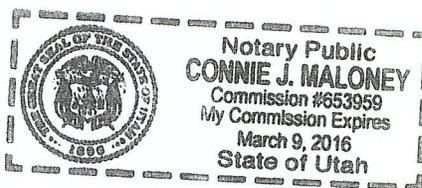
Returned Unapproved CONFIDENTIAL

ACKNOWLEDGEMENT

STATE OF UTAH }
COUNTY OF UINTAH } :SS

BEFORE me, the undersigned, a Notary Public in and for said County and State, on this 18th day of January, 2013, personally appeared Alex L. and Nellie Barney, 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 signature
Notary Public
Residing At: Carnal, Utah



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

FOR AURORA FEDERAL
 #1-5D-7-201

LOCATED IN
 SECTIONS 4 & 5, T7S, R20E, S18&M,
 UNIHAN COUNTY, UTAH

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

PIPELINE RIGHT-OF-WAY DESCRIPTION
 ON CRAIG P & ELIZABETH A KOSOFF LANDS

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

BEGINNING AT A POINT IN THE SE 1/4 NE 1/4 OF SECTION 5, T7S, R20E, S18&M WHICH BEARS S53°55'54"E 3328.54' FROM THE NORTH 1/4 CORNER OF SAID SECTION 5, THENCE N0°35'40"W 146.00' TO THE POINT OF BEGINNING ON THE EAST LINE OF THE SAID SECTION 5, THENCE S00°25'31"W 5531.720' TO THE SOUTH 1/4 CORNER OF SAID SECTION 5, THE SOE LINES OF SAID SECTION 5 BEING SHORTENED OR ELONGATED TO MEET THE CRITERIA'S PROPERTY LINES, BASIS OF BEARINGS IS A C.P.S. OBSERVATION CONTAINS 0.518 ACRES MORE OR LESS

PIPELINE RIGHT-OF-WAY DESCRIPTION
 ON BRAD LEE PEAY LANDS

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

BEGINNING AT A POINT IN THE SE 1/4 NE 1/4 NW 1/4 OF SECTION 4, T7S, R20E, S18&M WHICH BEARS S53°17'20"E 150.00' FROM THE NORTH 1/4 CORNER OF SECTION 5, T7S, R20E, S18&M, THENCE S00°25'31"W 5531.720' TO THE SOUTH 1/4 CORNER OF SECTION 4, THENCE S00°25'31"W 13.531' TO A POINT ON THE SOUTH LINE OF THE SW 1/4 NE 1/4 OF SAID SECTION 4 WHICH BEARS N44°48'10"E 3835.531' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 4, THE SOE LINES OF SAID SECTION 4 BEING SHORTENED OR ELONGATED TO MEET THE CRITERIA'S PROPERTY LINES, BASIS OF BEARINGS IS A C.P.S. OBSERVATION CONTAINS 7.751 ACRES MORE OR LESS

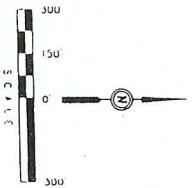
PIPELINE RIGHT-OF-WAY DESCRIPTION
 ON ALEX L & NELLIE BARNETT LANDS

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

BEGINNING AT A POINT ON THE NORTH LINE OF THE NW 1/4 SE 1/4 OF SECTION 4, T7S, R20E, S18&M WHICH BEARS N44°48'10"E 3835.531' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 4, THENCE S00°25'31"W 150.00' TO A POINT IN THE NW 1/4 SE 1/4 OF SAID SECTION 4 WHICH BEARS N45°17'05"E 3735.531' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 4, THE SOE LINES OF SAID SECTION 4 BEING SHORTENED OR ELONGATED TO MEET THE CRITERIA'S PROPERTY LINES, BASIS OF BEARINGS IS A C.P.S. OBSERVATION CONTAINS 0.110 ACRES MORE OR LESS

LINE TABLE

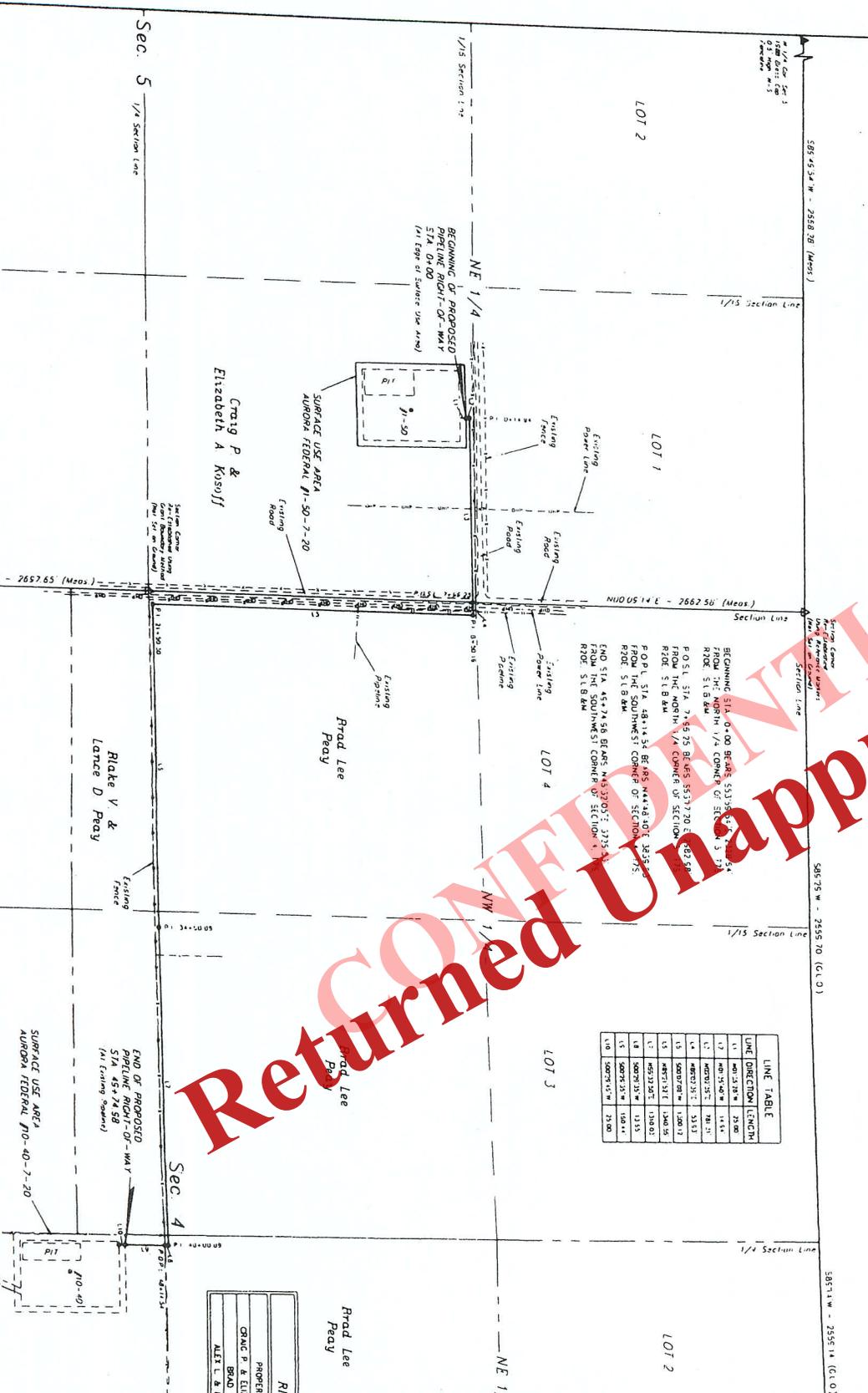
LINE	DIRECTION	LENGTH
1	S00°25'31"W	23.00
2	N00°35'40"W	146.00
3	S53°55'54"E	3328.54
4	N0°35'40"W	146.00
5	S00°25'31"W	5531.720
6	S00°25'31"W	13.531
7	N44°48'10"E	3835.531
8	S00°25'31"W	150.00
9	S00°25'31"W	13.531
10	S00°25'31"W	150.00
11	S00°25'31"W	23.00



RIGHT-OF-WAY LENGTHS

PROPERTY OWNER	FEET	ACRES	RODS
CRAIG P. & ELIZABETH A. KOSOFF	755.23	0.548	48.76
BRAD LEE PEAY	4018.29	2.757	243.53
ALEX L. & NELLIE BARNETT	150.14	0.110	9.779

▲ = SECTION CORNERS LOCATED
 △ = SECTION CORNERS RE-ESTABLISHED (W.M. 541 ON GRANT)



END OF PROPOSED PIPELINE RIGHT-OF-WAY STA 45+74.58 (At Existing Station)

SURFACE USE AREA AURORA FEDERAL #1-5D-7-20

9.10

UNITAH ENGINEERING & LAND SURVEYING

REGISTERED PROFESSIONAL LAND SURVEYOR STATE OF UTAH

NO. 5102 EXPIRES 12/31/13

UNIVERSITY OF UTAH

CONFIDENTIAL
 Returned Unapproved

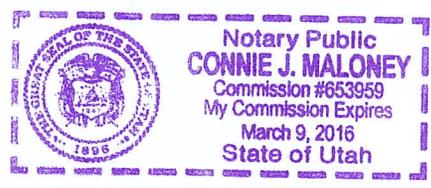
ACKNOWLEDGEMENT

STATE OF _____ }
 } }:SS
COUNTY OF _____ }

BEFORE me, the undersigned, a Notary Public in and for said County and State, on this 18th day of January, 2013, personally appeared **Alex L. and Nellie Barney**, 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, Utah



ACKNOWLEDGEMENT

STATE OF _____)
)) SS
COUNTY OF _____)

On the ___ day of _____, 2013, before me the undersigned authority, appeared **Huntington T. Walker**, to me personally known, who, being sworn, did say that he is the Senior Vice President Lead for Aurora Gathering, LLC, and that the foregoing instrument was signed in behalf of said company and Appear acknowledged to me that said instrument to be the free act and deed of the company.

Notary Public for the State of

Residing at _____

CONFIDENTIAL
Returned Unapproved

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

FOR AURORA FEDERAL
 #1-5D-7-201

LOCATED IN
 SECTIONS 4 & 5, T7S, R20E, S1B & M,
 UNTAH COUNTY, UTAH

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

**PIPELINE RIGHT-OF-WAY DESCRIPTION
 ON CRAIG P. & ELIZABETH A. KOSOFF LANDS**

A 30' WIDE RIGHT-OF-WAY IS ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

BEGINNING AT A POINT IN THE SE 1/4 NE 1/4 OF SECTION 5, T7S R20E S1B & M WHICH BEARS S33°55'42"E 2328.64' FROM THE NORTH 1/4 CORNER OF SAID SECTION 5, THENCE N01°35'40"W 14.94', THENCE N85°02'35"E 281.31' TO A POINT ON THE EAST LINE OF THE SE 1/4 NE 1/4 OF SAID SECTION 5 WHICH BEARS S55°17'02"E 282.85' FROM THE NORTH 1/4 CORNER OF SAID SECTION 5, THENCE S00°07'08"W 130.03' TO A POINT ON THE SOUTH LINE OF THE SW 1/4 NE 1/4 OF SAID SECTION 5, THENCE S00°25'35"E 130.03' TO A POINT ON THE SOUTH LINE OF SAID SECTION 4, THENCE S00°07'08"W 130.03' TO THE SOUTH-WEST CORNER OF SAID SECTION 4, THENCE S00°07'08"W 130.03' TO MEET THE GRANITE PROPERTY LINES, BASIS OF BEARINGS IS A C.P.S. OBSERVATION CONTAINS 0.518 ACRES MORE OR LESS

**PIPELINE RIGHT-OF-WAY DESCRIPTION
 ON BRAD LEE PEAY LANDS**

A 30' WIDE RIGHT-OF-WAY IS ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

BEGINNING AT A POINT ON THE WEST LINE OF THE SW 1/4 NW 1/4 OF SECTION 4, T7S, R20E, S1B & M WHICH BEARS S51°17'20"E 2522.58' FROM THE NORTH 1/4 CORNER OF SECTION 5, T7S, R20E, THENCE N85°02'35"E 33.53' TO THE POINT OF BEGINNING, THENCE S00°25'35"E 130.03' TO A POINT ON THE SOUTH LINE OF THE SW 1/4 NE 1/4 OF SAID SECTION 5, THENCE S00°07'08"W 130.03' TO A POINT ON THE SOUTH LINE OF SAID SECTION 4, THENCE S00°07'08"W 130.03' TO THE SOUTH-WEST CORNER OF SAID SECTION 4, THENCE S00°07'08"W 130.03' TO MEET THE GRANITE PROPERTY LINES, BASIS OF BEARINGS IS A C.P.S. OBSERVATION CONTAINS 2.757 ACRES MORE OR LESS

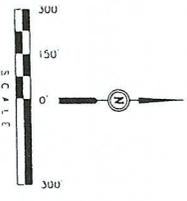
**PIPELINE RIGHT-OF-WAY DESCRIPTION
 ON ALEX L. & NELLE BARNEY LANDS**

A 30' WIDE RIGHT-OF-WAY IS ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

BEGINNING AT A POINT ON THE NORTH LINE OF THE NW 1/4 SE 1/4 OF SECTION 4, T7S, R20E, S1B & M WHICH BEARS N44°48'07"E 2835.53' FROM THE SOUTH-WEST CORNER OF SAID SECTION 4, THENCE S00°25'35"W 150.44' TO A POINT IN THE NW 1/4 SE 1/4 OF SAID SECTION 4 WHICH BEARS N63°22'02"E 147.02' FROM THE NORTH 1/4 CORNER OF SAID SECTION 4, THENCE S00°07'08"W 130.03' TO MEET THE GRANITE PROPERTY LINES, BASIS OF BEARINGS IS A C.P.S. OBSERVATION CONTAINS 0.110 ACRES MORE OR LESS

385°45'34" W - 2558.28' (MEAS.)
 385°35'35" W - 2558.20' (C.L.O.)
 385°14'14" E - 2555.14' (C.L.O.)

LINE	DIRECTION	LENGTH
1	N60°15'08" W	25.00'
2	N01°35'40" W	25.00'
3	N01°35'40" W	135.53'
4	N01°35'40" W	281.31'
5	S00°07'08" W	130.03'
6	N01°35'40" W	130.03'
7	N01°35'40" W	130.03'
8	S00°07'08" W	130.03'
9	S00°07'08" W	130.03'
10	S00°07'08" W	230.00'

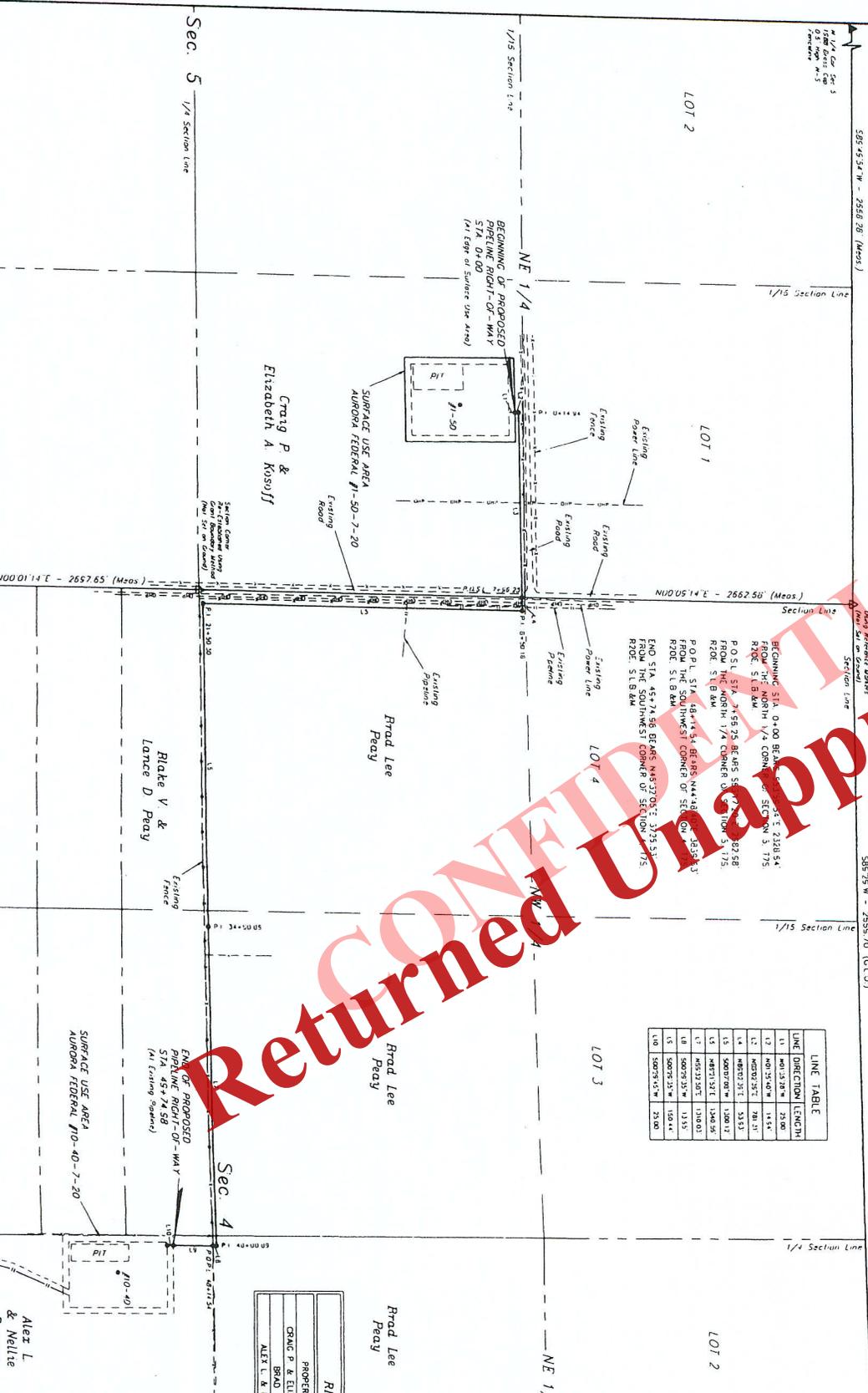


RIGHT-OF-WAY LENGTHS

PROPERTY OWNER	FEET	ACRES	RODS
CRAIG P. & ELIZABETH A. KOSOFF	755.23	0.548	43.26
BRAD LEE PEAY	4018.29	2.757	213.53
ALEX L. & NELLE BARNEY	150.44	0.110	8.77

9.12

▲ = SECTION CORNERS LOCATED
 △ = SECTION CORNERS RE-ESTABLISHED (Not Set on Ground)



CERTIFICATE

I, the undersigned, being a duly qualified and licensed Professional Engineer in the State of Utah, do hereby certify that the foregoing is a true and correct copy of the original survey as shown to me by the owner thereof, and that the same has been compared with the original survey and found to be correct.

UNITAH ENGINEERING & LAND SURVEYING
 405 SOUTH - 237 EAST • 4251 798-1017
 VERNAL, UTAH • 84078

DATE: 12-07-12

CONFIDENTIAL
 Returned Unapproved

Entry 2011009182 \$14.00
Book 159 Page 338-340 10:05
21-DEC-11
RANDY SIMMONS
RECORDER, UINTAH COUNTY, UTAH
ENCORE LAND SERVICES INC
PO BOX 129 VERNAL, UT 84078
REC BY: AURORA ROOKS, DEPUTY

PIPELINE RIGHT-OF-WAY AGREEMENT

STATE OF UTAH }
 } SS
COUNTY OF }
 }

FOR AND IN CONSIDERATION OF TEN & 00/100ths DOLLARS (\$10.00) and other good and valuable consideration, in hand paid to

Ivan and Afton Rogers whose address is HC 69 Box 200, Randlett, UT 84063-9718

("GRANTOR"), the receipt and sufficiency of which is hereby acknowledge, does hereby grant to Aurora Gathering, LLC of 1099 18th Street, #2300, Denver, CO 80202 ("GRANTEE"), its successors or assigns, a right-of-way to construct, maintain and use a pipeline along with the right to 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, 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 lands for any purpose necessary or incidental to the operating and maintaining said pipeline or pipelines owned by Grantee.

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

Township 7 South, Range 20 East, SLM
Section 9: NE/4

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 herein authorized to be laid under, upon, over and through the above described premises. Grantor shall not place anything over or so close to any pipeline 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 Grantor arising out of the construction or repair of any of the pipelines and facilities herein authorized to be maintained and operated by Grantee. This easement shall not exceed Sixty (60) feet in width for construction and Thirty (30) feet for the permanent easement. Pipelines and disturbed ground to be reseeded at recommended seeding rates per Grantor once cleanup is completed.

The foregoing sets out the entire agreement between Grantor 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.

Grantor 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 pipeline, 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.

IN WITNESS WHEREOF, the GRANTOR and GRANTEE herein named have hereunto set their hand and seal this 9th day of December, 2011.

GRANTOR:

Ivan Rogers
Ivan Rogers

Afton Rogers
Afton Rogers

GRANTEE:

Aurora Gathering, LLC

Huntington T. Walker

Huntington T. Walker, SVP Land

TJA

CONFIDENTIAL
Returned Unapproved

ACKNOWLEDGEMENT

STATE OF Utah)
) SS
COUNTY OF Uintah }

BEFORE me, the undersigned, a Notary Public in and fore said County and State, on this 9th day of Dec, 2011, personally appeared **Ivan and Afion Rogers**, to me known to be the identical persons 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.

Terra M. Miller
Notary Public



ACKNOWLEDGEMENT

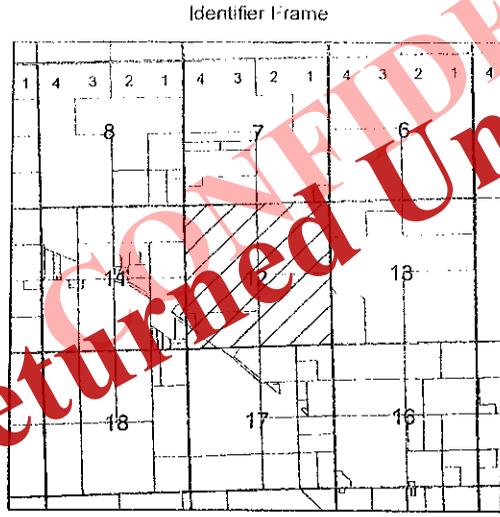
STATE OF COLORADO)
) SS
COUNTY OF DENVER }

On the 14 day of DECEMBER, 2011, before me the undersigned authority, appeared Huntington T. Walker, SVP Land for Aurora Gathering, LLC, to me personally known, who, being sworn, did say that they are the SVP LANDS FOR AURORA GATHERING, and that the foregoing instrument was signed in behalf of said partnership and Appearer acknowledged to me that said instrument to be the free act and deed of the partnership.



W.D. Digrapa
Notary Public for the State of COLORADO
Residing at BILL BARNETT CORPORATION

CONFIDENTIAL
Returned Unapproved

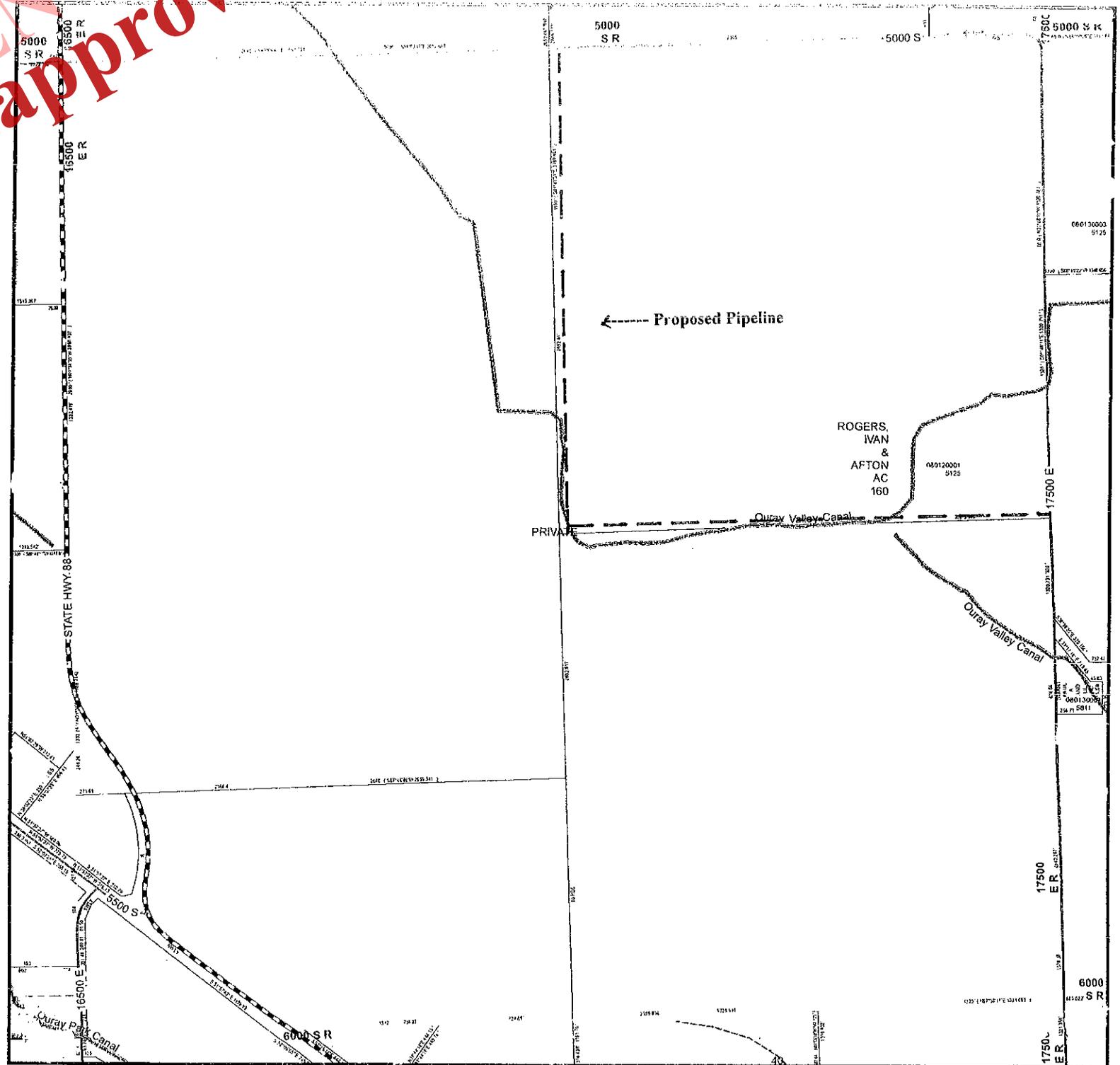


- Legend**
- ▲ Corner Monuments
 - Canals
 - Rivers
 - Roads
 - Road Category
 - Class 1-B Paved
 - Class 1-B Gravel
 - Class 1-B Naïve
 - Class C City
 - Class D Unmaintained
 - Private
 - US Forest Service
 - Ute Tribe
 - Rail Road
 - Federal or State
 - GIS.Tax
 - Parcel
 - GIS.Parcel_polygon
 - GIS.Res_line
 - Lakes
 - GIS.platpagegrid selection



2011
Official Uintah County
Recorder's Plat

DISCLAIMER
This Plat is made solely for the purpose of assisting in locating the land. The Geographic coordinates and their associated products are not legal land survey records. These plats can not be used as a substitute for a legal land survey. They can be used for record keeping, mapping, graphic and planning purposes ONLY. No warranty is made by Uintah County for use of the data for purposes not intended by Uintah County.



Sec. 9 T7S, R20E Bk8 Pg12

MEMORANDUM OF PIPELINE RIGHT-OF-WAY AGREEMENT

State of Utah)(
County of Uintah)(

For Ten Dollars (\$10.00) and other adequate consideration, Del Rio Resources, Inc., whose address is P O Box 459, Vernal, Utah, 84078-4713 hereafter referred to as "Grantor" has granted, a Pipeline Right-of-Way Agreement to Aurora Gathering, LLC of 1099 18th Street, #2300, Denver, CO 80202, hereafter referred to as "Aurora", dated February 21, 2013, for the purpose of laying pipeline on the following lands (the "Lands") in Uintah County Utah: A tract of land lying in the NW/4SW/4 and the E/2SW/4 of Section 10, Township 7 South, Range 20 East, SLM, Uintah County.

This Memorandum is placed of record for the purpose of giving notice of the Pipeline Right-of-Way 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 purpose of recording this instrument in the records of the County Recorder's office.

Executed this 26th day of February, 2013.

GRANTOR: Del Rio Resources, Inc.

Signature of Lawrence C. Caldwell II
Lawrence C. Caldwell II
President and CEO

CONFIDENTIAL
Returned Unapproved

ACKNOWLEDGEMENT

STATE OF UTAH }
} :SS
COUNTY OF UINTAH }

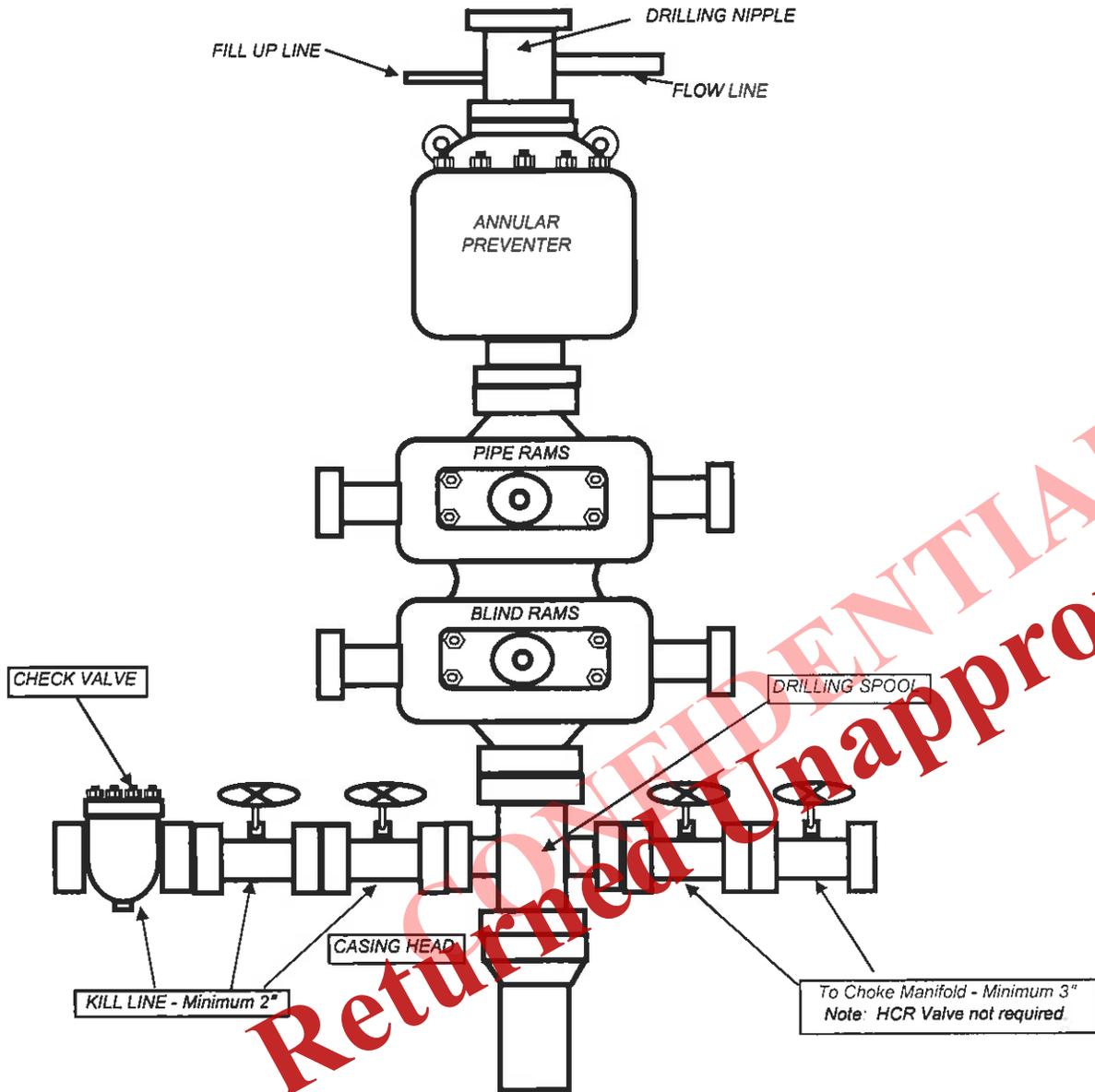
BEFORE me, the undersigned, a Notary Public in and for said County and State, on this 26th day of February, 2013, personally appeared Lawrence C. Caldwell II, in the capacity as stated above, known to be the identical person(s) who executed the within and foregoing instrument, and acknowledged to me 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, Utah



BILL BARRETT CORPORATION

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





AFFIDAVIT OF NOTICE

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

Aurora Federal 10-4D-7-20 located in T7S-R20E Section 4: NWSE

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

Lessees

EnCana Oil & Gas (USA) Inc.

Date: May 2, 2012

Affiant:

BILL BARRETT CORPORATION

Bradley Riley
for

Thomas J. Abell
Landman

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

Received: June 19, 2013



May 31, 2013

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

RE: Sundry Notices
Aurora Federal 10-4D-7-20
Uintah County, UT

Dear Ms. Tatham,

Bill Barrett Corporation has submitted Sundry Notices to commingle production from the Wasatch and Green River formations in the subject well. We enclosed herewith copies of the Sundry Notice 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

Bradley Day
for
Thomas J. Bell
Landman

Enclosures



May 31, 2013

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

RE: Commingling Application
Aurora
Aurora Federal 10-4D-7-20
NWSE, Section 4, T7S R20E
Uintah County, UT

Dear Mr. Doucet,

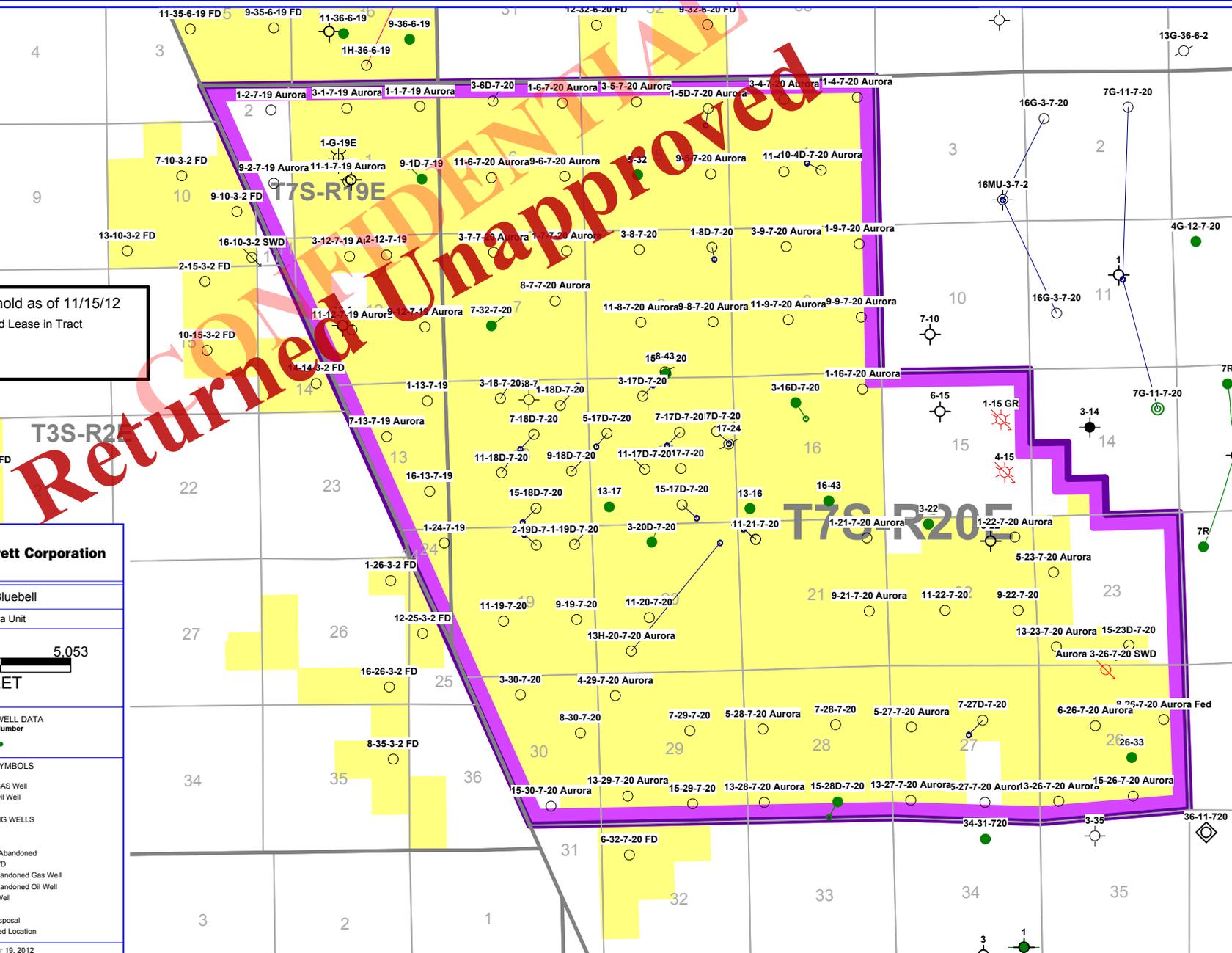
Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well located in the Fort Duchesne area. In compliance with Utah OGM regulation R649-3-22 BBC has enclosed copies of the completed Notices.

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

Becky Ray
Thomas J. Abell *for*
Landman

—
Enclosures



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

Bill Barrett Corporation

East Bluebell
 Aurora Unit

0 5.053
 FEET

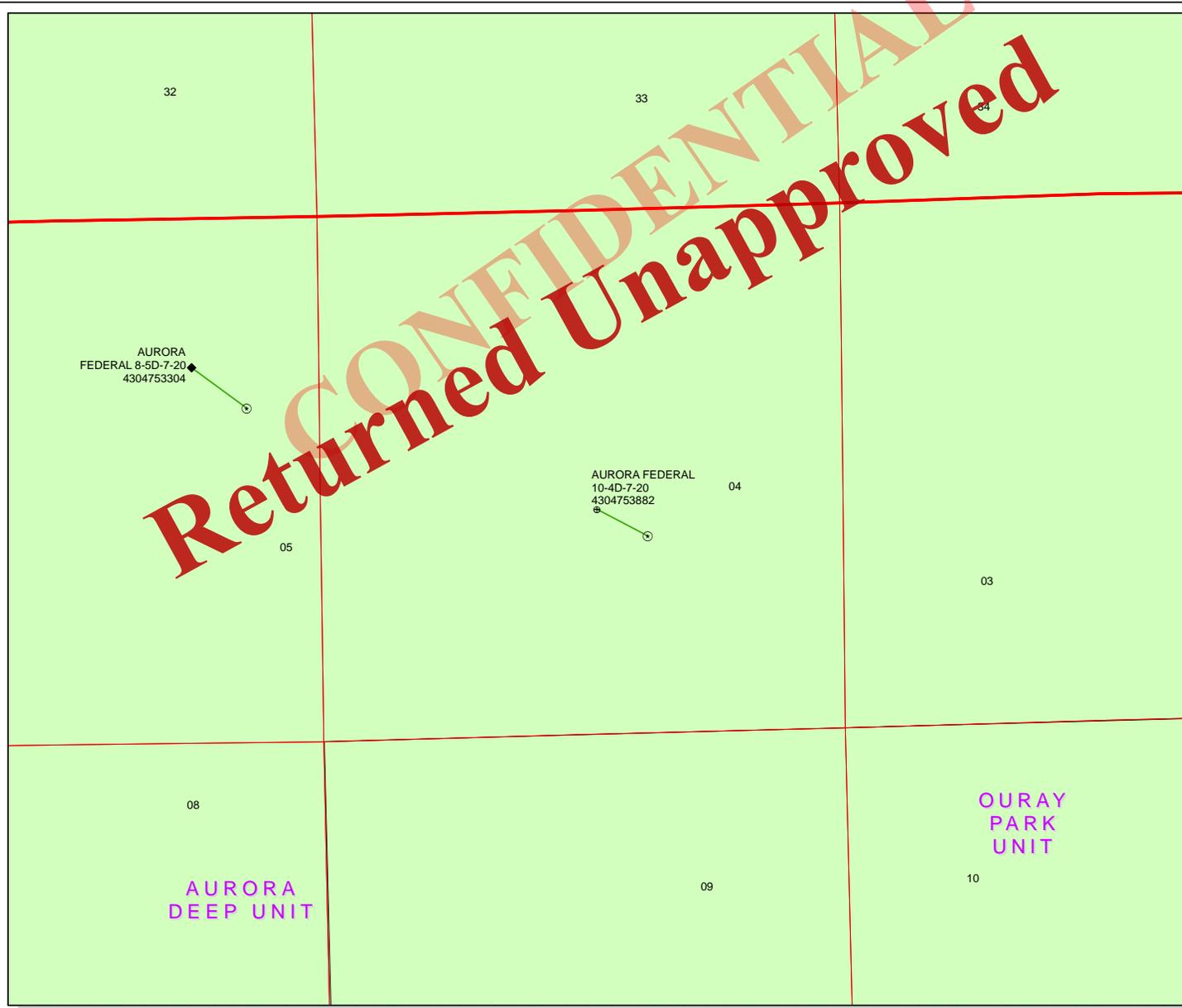
POSTED WELL DATA
 Well Number

WELL SYMBOLS

- Abandon Loc
- Abandoned GAS Well
- Abandoned Oil Well
- Dry hole
- ENGINEERING WELLS
- Location
- Oil Well
- Plugged and Abandoned
- Proposed SWD
- Plugged & Abandoned Gas Well
- Plugged & Abandoned Oil Well
- Shut In Gas Well
- Active Well
- Salt Water Disposal
- State Approved Location

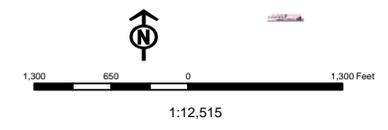
December 19, 2012

CONFIDENTIAL
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API Number: 4304753882
Well Name: AURORA FEDERAL 10-4D-7-20
Township T07.0S Range R20.0E Section 04
Meridian: SLBM
Operator: BILL BARRETT CORP
Map Prepared:
Map Produced by Diana Mason

- Units STATUS**
- ACTIVE
 - EXPLORATORY
 - GAS STORAGE
 - NF PP OIL
 - NF SECONDARY
 - PI OIL
 - PP GAS
 - PP GEOTHERM
 - PP OIL
 - SECONDARY
 - TERMINATED



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
440 West 200 South, Suite 500
Salt Lake City, UT 84101

IN REPLY REFER TO:
3160
(UT-922)

June 24, 2013

Memorandum

To: Assistant Field Office Manager Minerals,
Vernal Field Office

From: Michael Coulthard, Petroleum Engineer

Subject: 2013 Plan of Development Aurora (Deep) Unit,
Uintah County, Utah.

Pursuant to email between Diana Whitney, Division of Oil, Gas and Mining, and Mickey Coulthard, Utah State Office, Bureau of Land Management, the following wells are planned for calendar year 2013 within the Aurora (Deep) Unit, Uintah County, Utah.

API #	LOCATION	WELL NAME
Proposed PZ	GREEN RIVER (WASATCH)	
43-047-53881	AURORA FEDERAL 7-18D-7-20	Sec 18 T07S R20E 2430 FNL 2506 FEL BHL Sec 18 T07S R20E 1980 FNL 1980 FEL
43-047-53882	AURORA FEDERAL 10-4D-7-20	Sec 04 T07S R20E 2300 FSL 2510 FEL BHL Sec 04 T07S R20E 2013 FSL 1997 FEL
43-047-53883	AURORA FEDERAL 15-23D-7-20	Sec 23 T07S R20E 0275 FSL 2515 FEL BHL Sec 23 T07S R20E 0696 FSL 2021 FEL

This office has no objection to permitting the wells at this time.

Michael L. Coulthard

Digitally signed by Michael L. Coulthard
DN: cn=Michael L. Coulthard, o=Bureau of Land Management, ou=Branch of Minerals,
email=Michael.Coulthard@blm.gov, c=US
Date: 2013.06.24 13:10:10 -0600

bcc: File - Aurora Unit
Division of Oil Gas and Mining
Central Files
Agr. Sec. Chron
Fluid Chron

MCoulthard:mc:6-24-13

Received: June 25, 2013

BILL BARRETT CORPORATION
AURORA FEDERAL #10-4D-7-20
 LOCATED IN UINTAH COUNTY, UTAH
 SECTION 4, T7S, R20E, S.L.B.&M.



PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: EASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHERLY

Returned
CONFIDENTIAL
Unapproved



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

LOCATION PHOTOS			03	28	12	PHOTO
			MONTH	DAY	YEAR	
TAKEN BY: C.R.	DRAWN BY: C.I.	REVISED: 09-28-12				

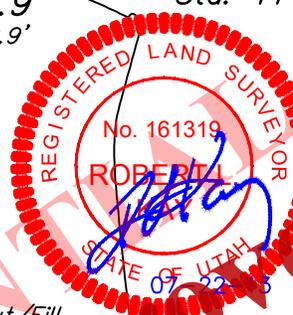
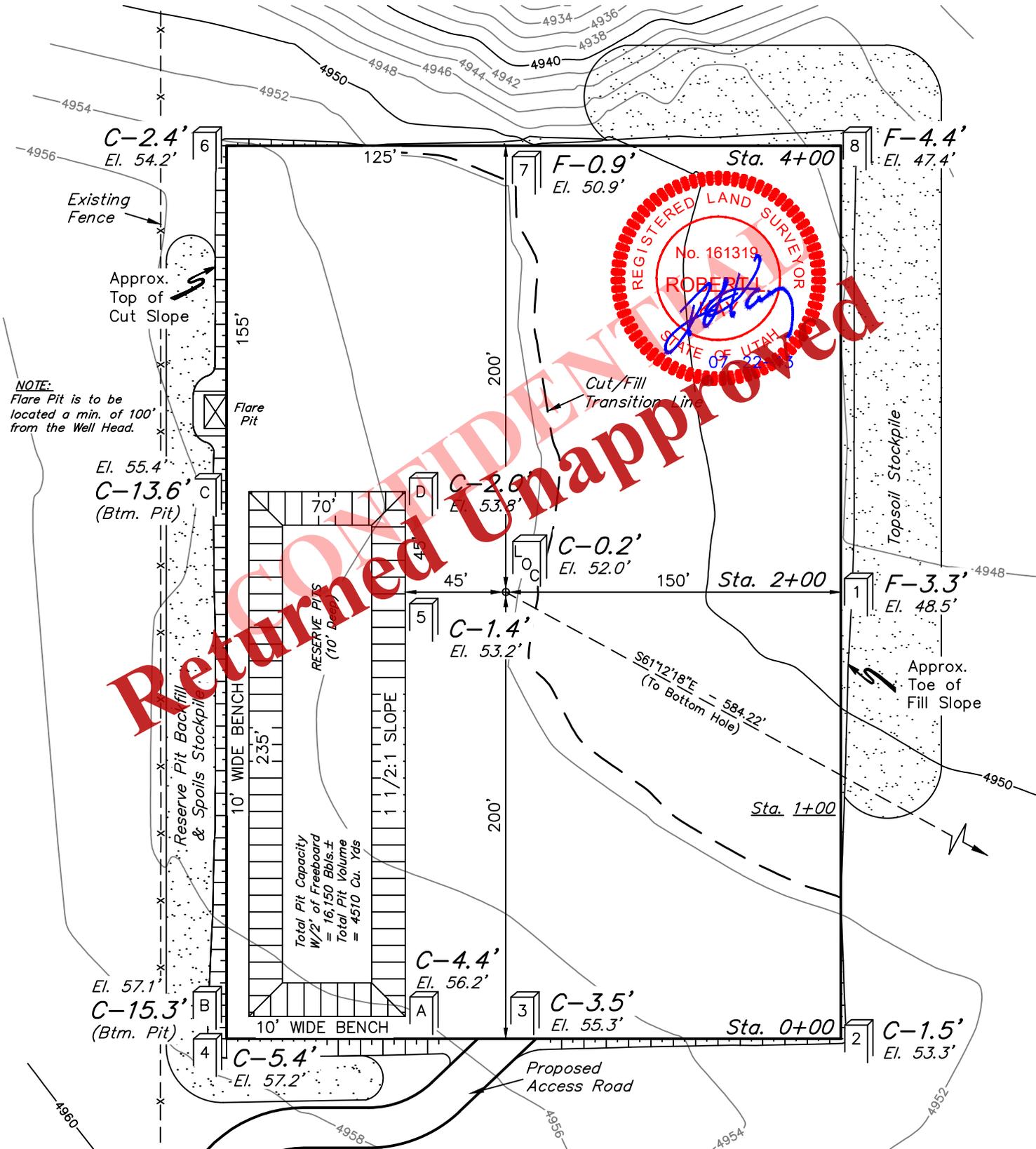
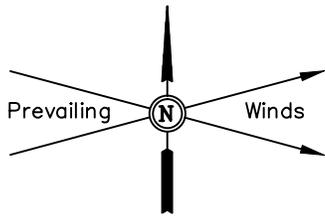
BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

**AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.
2300' FSL 2510' FEL**

FIGURE #1

SCALE: 1" = 60'
DATE: 03-28-12
DRAWN BY: R.L.L.
REV: 09-27-12 A.W.
REV: 07-16-13 H.K.W.



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Elev. Ungraded Ground At Loc. Stake = 4952.0'
FINISHED GRADE ELEV. AT LOC. STAKE = 4951.8'

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

Received: August 26, 2013

BILL BARRETT CORPORATION

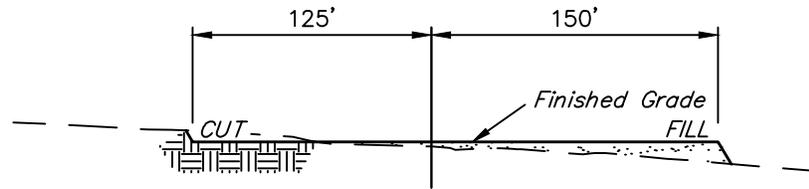
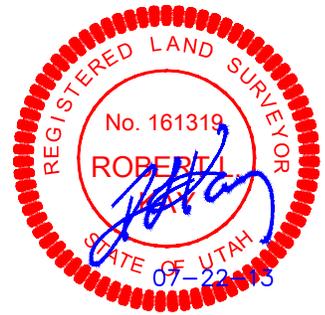
TYPICAL CROSS SECTIONS FOR

**AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.
2300' FSL 2510' FEL**

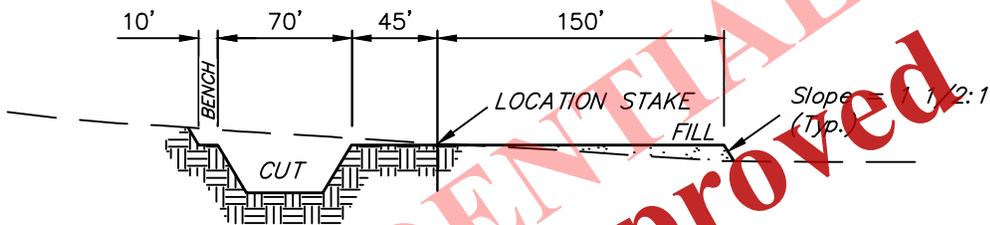
FIGURE #2

X-Section
Scale
1" = 40'
1" = 100'

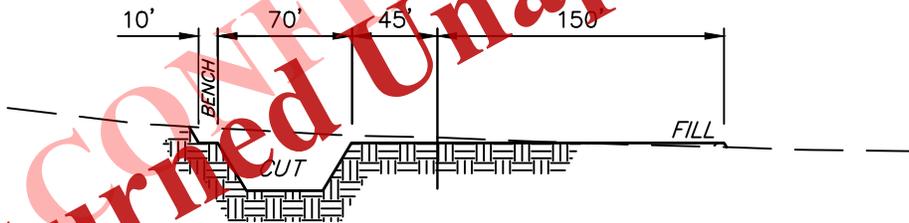
DATE: 03-28-12
DRAWN BY: R.L.L.
REV: 09-14-12 A.W.
REV: 09-27-12 A.W.
REV: 02-06-13 K.O.
REV: 07-16-13 H.K.W.



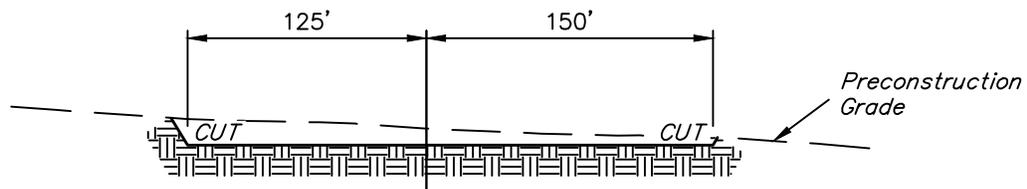
STA. 4+00



STA. 2+00



STA. 1+00



STA. 0+00

Returned Unapproved

NOTE:

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

NOTE:

FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(12") Topsoil Stripping	=	4,310 Cu. Yds.
Remaining Location	=	7,190 Cu. Yds.
TOTAL CUT	=	11,500 CU. YDS.
FILL	=	4,650 CU. YDS.

EXCESS MATERIAL	=	6,850 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	=	6,570 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	=	280 Cu. Yds.

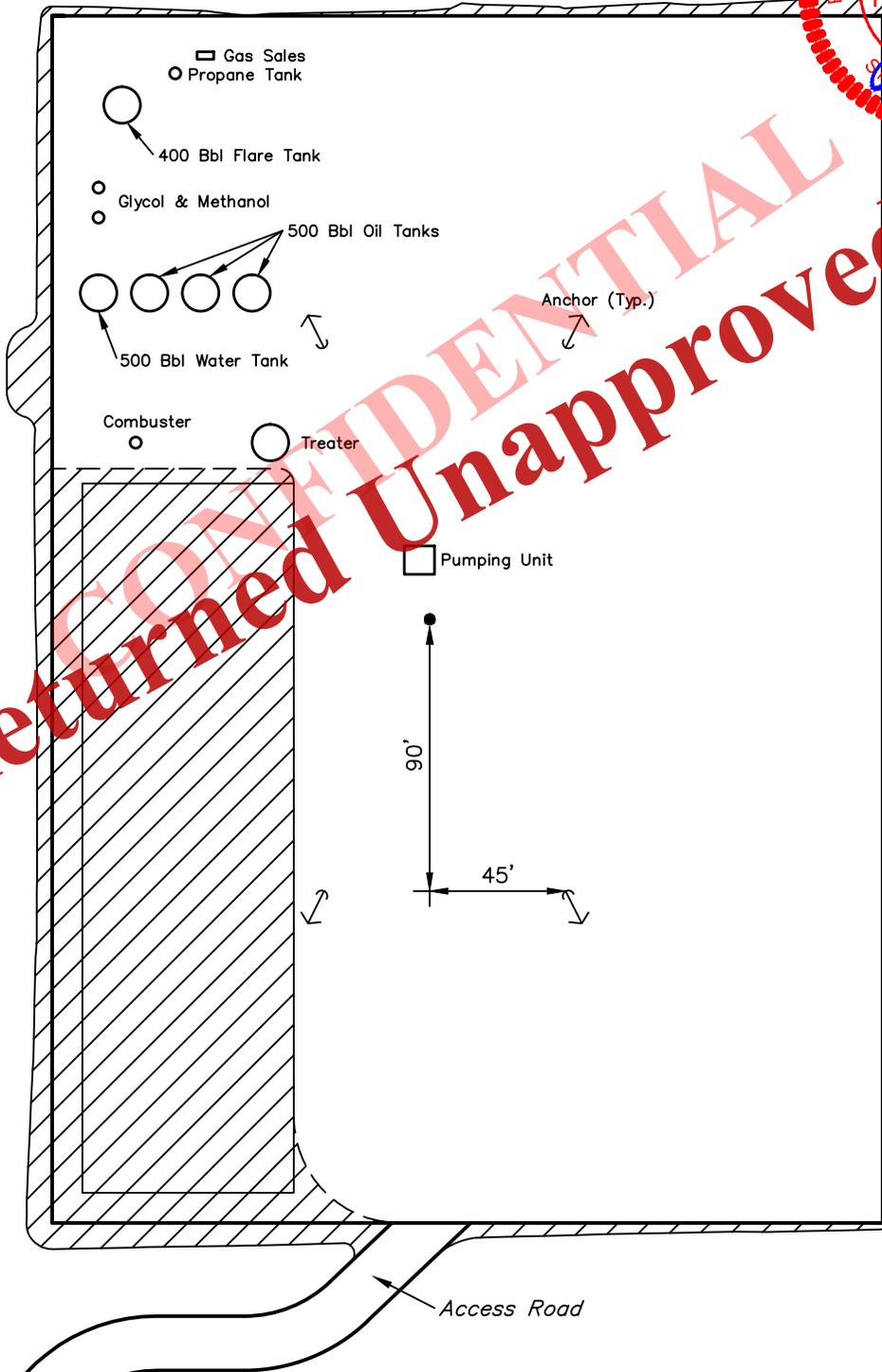
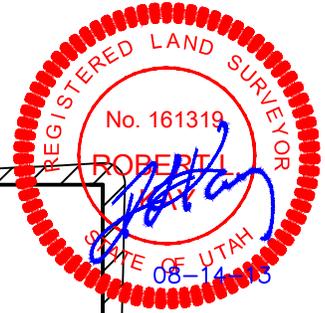
UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017



BILL BARRETT CORPORATION
 INTERIM RECLAMATION PLAN FOR
 AURORA FEDERAL #10-4D-7-20
 SECTION 4, T7S, R20E, S.L.B.&M.
 2300' FSL 2510' FEL

FIGURE #4

SCALE: 1" = 60'
 DATE: 08-13-13
 DRAWN BY: K.O.



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INTERIM RECLAMATION

APPROXIMATE ACREAGES
 UN-RECLAIMED = ± 2.060 ACRES

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

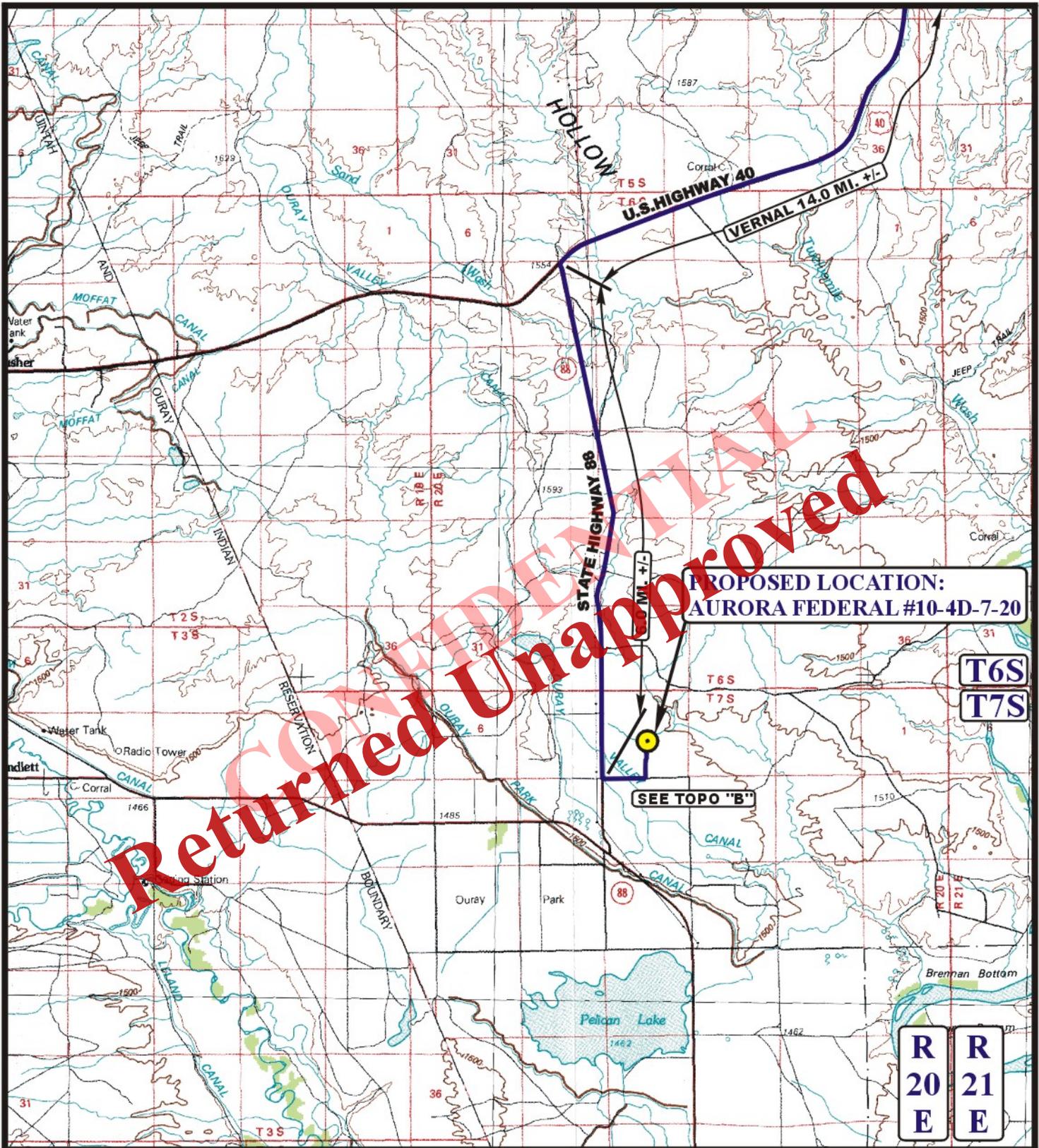
Received: August 26, 2013

BILL BARRETT CORPORATION
AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 14.0 MILES TO THE JUNCTION OF STATE HIGHWAY 88 TO THE SOUTH; TURN LEFT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 6.0 MILES TO THE JUNCTION OF THIS ROAD AND 5000 SOUTH TO THE EAST; TURN RIGHT AND PROCEED IN A EASTERLY DIRECTION APPROXIMATELY 0.5 MILES TO THE BEGINNING OF THE PROPOSED ACCESS TO THE NORTH; FOLLOW ROAD FLAGS IN A NORTHERLY DIRECTION APPROXIMATELY 2,153' TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 20.9 MILES.

CONFIDENTIAL
Returned Unapproved



**PROPOSED LOCATION:
AURORA FEDERAL #10-4D-7-20**

**T6S
T7S**

SEE TOPO "B"

**R R
20 21
E E**

LEGEND:

PROPOSED LOCATION

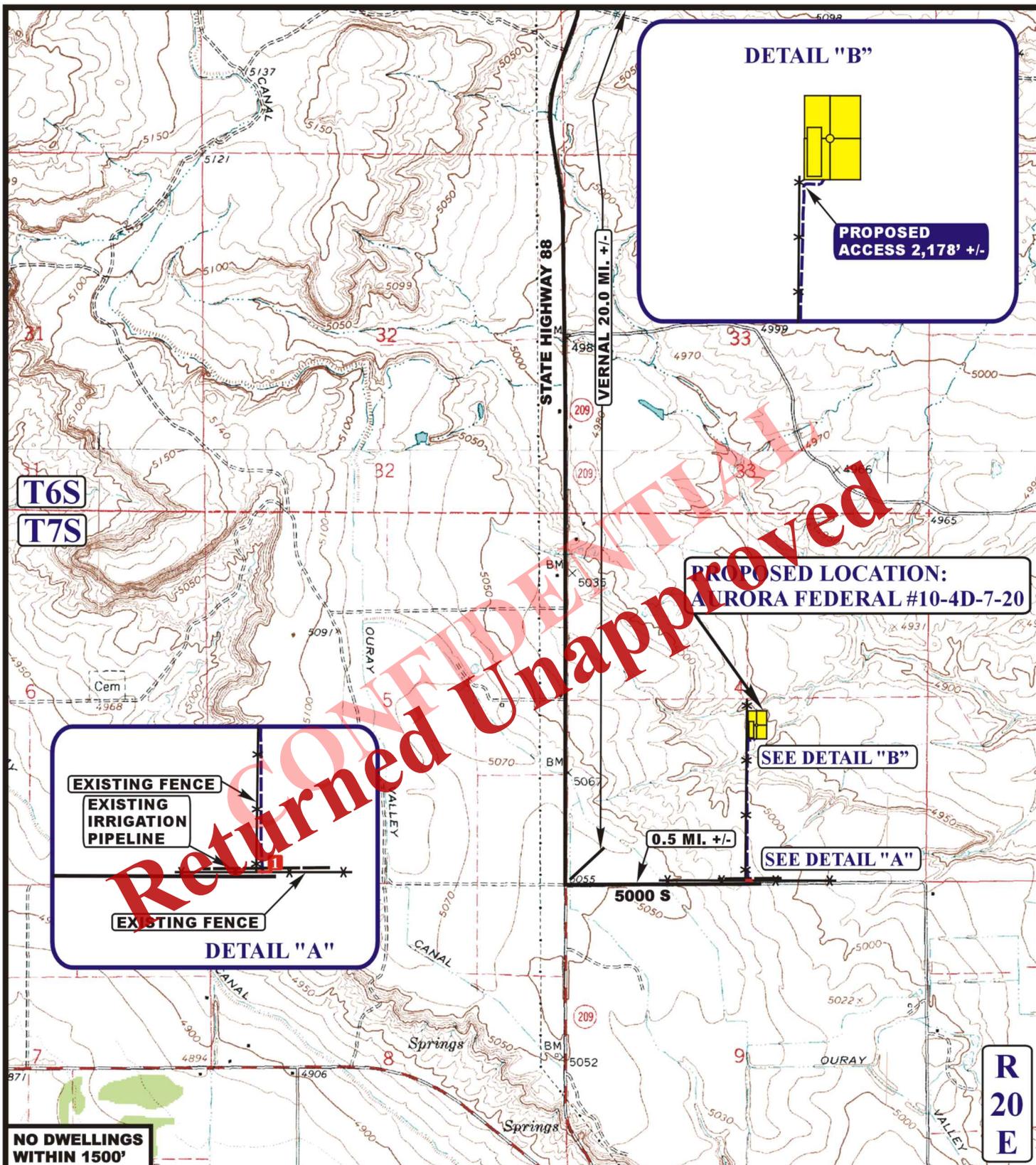


BILL BARRETT CORPORATION

**AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.
2300' FSL 2510' FEL**

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

**ACCESS ROAD
MAP** **03 28 12**
MONTH DAY YEAR
SCALE: 1:100,000 DRAWN BY: C.I. REVISED: 09-28-12 **A
TOPO**



Returned Unapproved

Returned Unapproved

PROPOSED LOCATION:
AURORA FEDERAL #10-4D-7-20

SEE DETAIL "B"

SEE DETAIL "A"

NO DWELLINGS WITHIN 1500'

LEGEND:

- EXISTING ROAD
- - - PROPOSED ACCESS ROAD
- * * * * * EXISTING FENCE
- INSTALL CATTLE GUARD

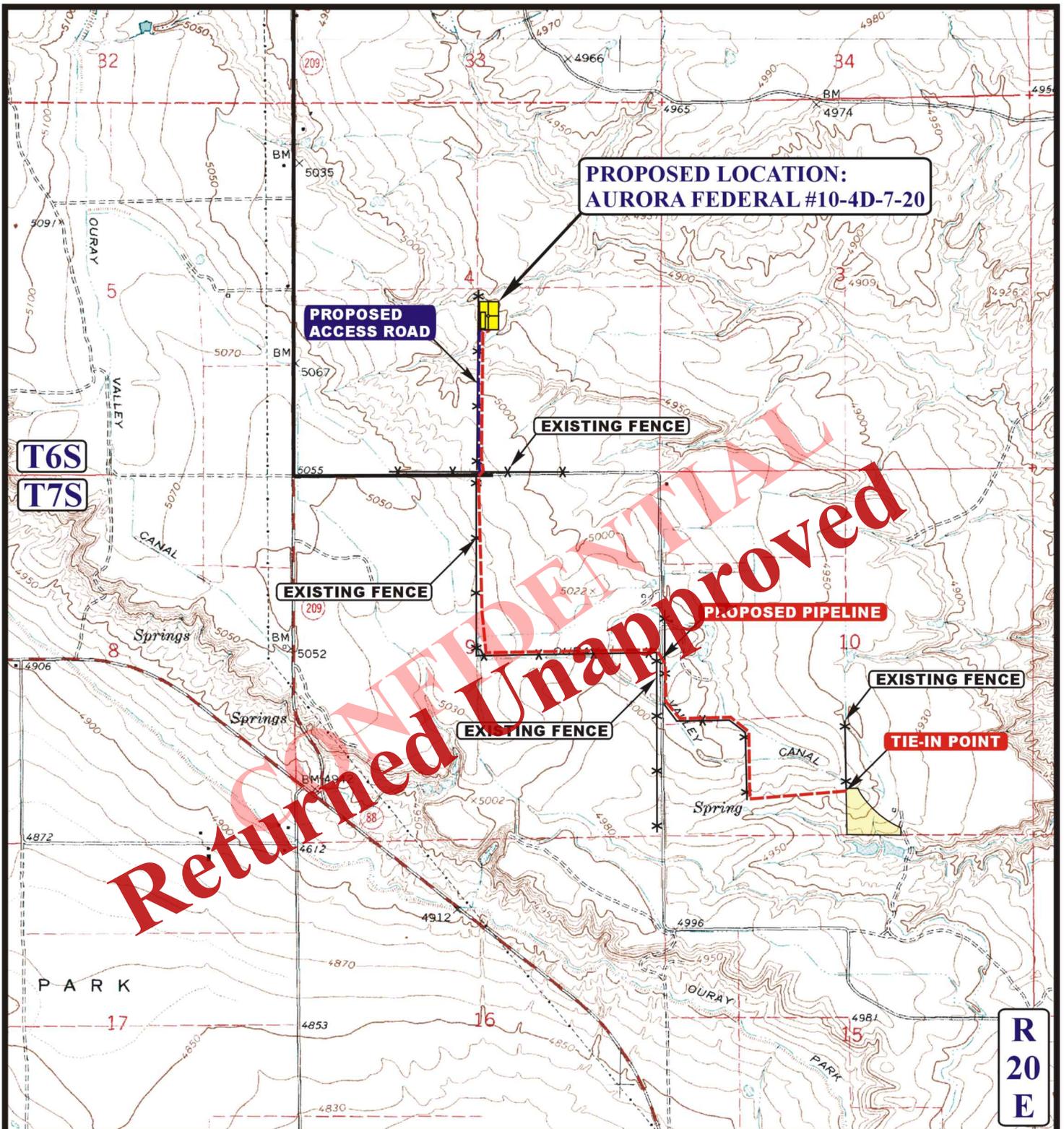


U&L S Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

BILL BARRETT CORPORATION

AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.
2300' FSL 2510' FEL

ACCESS ROAD MAP	03 28 12	B TOPO
SCALE: 1" = 2000'	MONTH DAY YEAR	
DRAWN BY: C.L.	REV: 07-18-13 S.O.	



APPROXIMATE TOTAL PIPELINE DISTANCE = 11,901' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- PROPOSED PIPELINE

BILL BARRETT CORPORATION

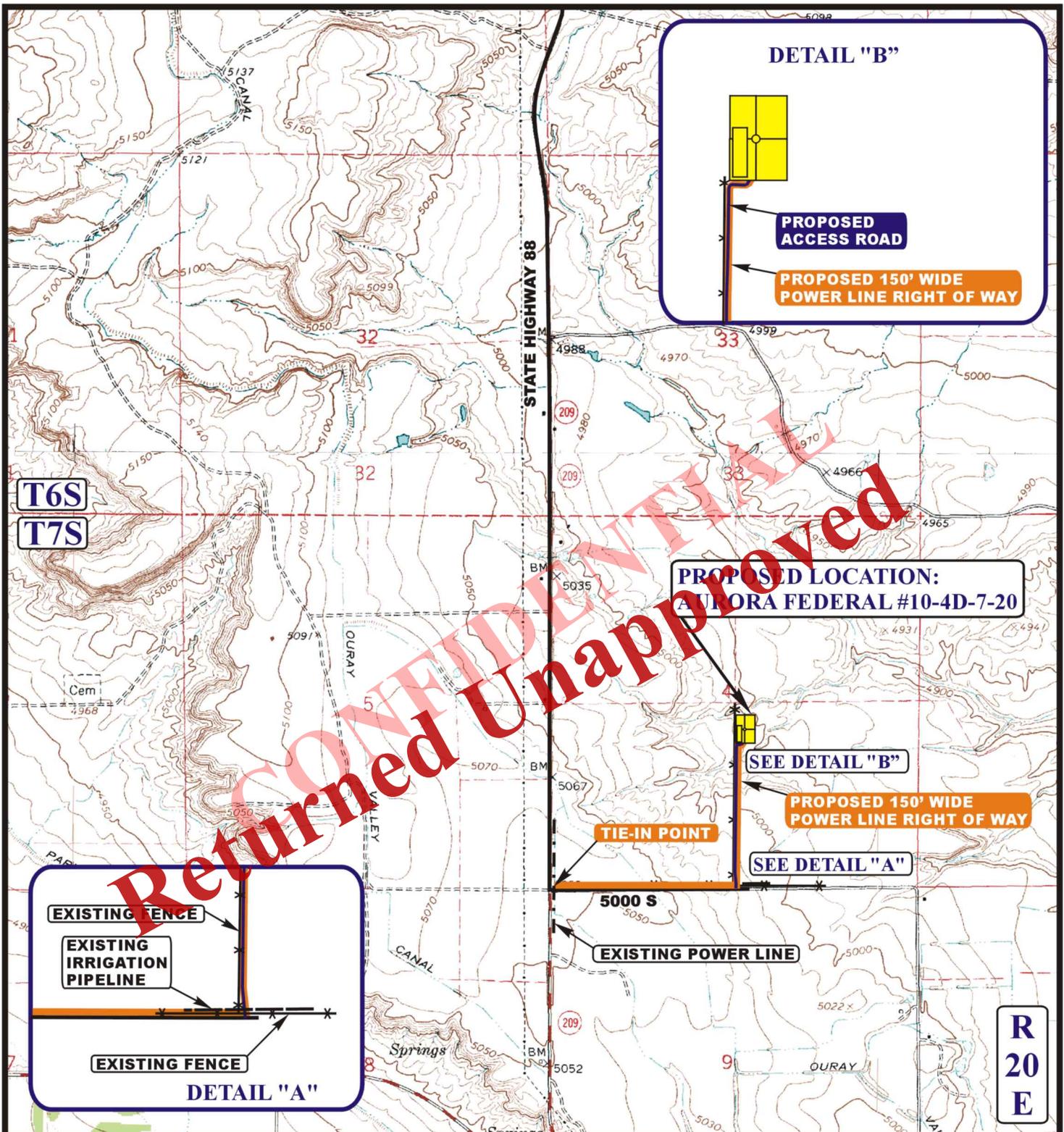
**AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.
2300' FSL 2510' FEL**



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

TOPOGRAPHIC MAP
11 14 12
MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: C.I. REV: 07-18-13 S.O.





APPROXIMATE TOTAL POWER LINE DISTANCE = 4,868' +/-

LEGEND:

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



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
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BILL BARRETT CORPORATION

AURORA FEDERAL #10-4D-7-20
SECTION 4, T7S, R20E, S.L.B.&M.
2300' FSL 2510' FEL

TOPOGRAPHIC MAP	08	22	13	D TOPO
	MONTH	DAY	YEAR	
SCALE: 1" = 1000'	DRAWN BY: A.T.		REVISED: 00-00-00	



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

June 19, 2015

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

Re: Application for Permit to Drill - UINTAH County, Utah

Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the AURORA FEDERAL 10-4D-7-20 well, API 43047538820000 that was submitted June 19, 2013 is being returned unapproved. If you plan on drilling this well in the future, you must first submit a new application.

Should you have any questions regarding this matter, please call me at (801) 538-5312.

Sincerely,

Diana Mason
Environmental Scientist

Enclosure

cc: Bureau of Land Management, Vernal, Utah



UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

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

SUBMIT IN TRIPLICATE - Other instructions on page 2.

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. UTU75241
2. Name of Operator Crescent Point Energy U.S. Corporation		6. If Indian, Allottee or Tribe Name
3a. Address 555 17th Street, Suite 1800 Denver, CO 80202	3b. Phone No. (include area code) 303-382-6792	7. If Unit of CA/Agreement, Name and/or No. UTU82456X
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) NWSE Sec 4 T7S R20E Mer SLB 2300FSL 2510FEL 40.238911 N Lat, 109.674264 W Lon NWSE Sec 4 T7S R20E Mer SLB 2013FSL 1997FEL 40.238911 N Lat, 109.674264 W Lon		8. Well Name and No. AURORA FEDERAL 10-4D-7-20
		9. API Well No. 43-047-53882-00-X1
		10. Field and Pool or Exploratory Area UNDESIGNATED
		11. Country or Parish, State UINTAH

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

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

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

THIS SUNDRY IS BEING SUBMITTED AS NOTIFICATION THAT EFFECTIVE 2/1/2015, CRESCENT POINT ENERGY U.S. CORPORATION WILL TAKE OVER THE OPERATORSHIP OF THIS WELL FROM BILL BARRETT CORPORATION.

PREVIOUS OPERATOR:

Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202

Mitch J. Reneau
Vice President - Land

NEW OPERATOR:

Crescent Point Energy U.S. Corporation
555 17th Street, Suite 1800
Denver, CO 80202

Nicole Bailey
Landman - COE

VERNAL FIELD OFFICE	
ENG. _____	
GEOL. _____	
E.S. _____	
No inco run 8/6/15	

Crescent Point Energy U.S. Corporation hereby certifies that it is authorized by the proper lease interest owner to conduct lease operations and is responsible under the terms and conditions of the lease(s) associated with this well.

Crescent Point Energy U.S. Corporation hereby certifies that a good faith effort has been made to provide the surface owner(s) with any changes to the approved document(s) as a result of the operator change.

Crescent Point Energy U.S. Corporation will adhere to the original surface use agreement with any and all surface owners.

Bond coverage pursuant to 43CFR3104 for lease activities is being provided by Crescent Point Energy U.S. Corporation with BLM bond LPM9080275

14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed) Christopher Noonan	Title Senior Regulatory Analyst	AUG 19 2015
Signature <i>Ch...</i>	Date 01/30/2015	DIV. OF OIL, GAS & MINING

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by <i>[Signature]</i>	Title Assistant Field Manager Lands & Mineral Resources	Date AUG 06 2015
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.	Office VERNAL FIELD OFFICE	

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

(Instructions on page 2)

UDOGM

5RRH02645

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

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

OCT 24 2013

APPLICATION FOR PERMIT TO DRILL OR REENTER

CONFIDENTIAL BLM Vernal UT

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. UTU75241
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name
2. Name of Operator BILL BARRETT CORPORATION		7. If Unit or CA Agreement, Name and No. AURORA DEEP UNIT
Contact: BRADY RILEY E-Mail: briley@billbarrettcorp.com		8. Lease Name and Well No. AURORA FEDERAL 10-4D-7-20
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202	3b. Phone No. (include area code) Ph: 303-312-8115	9. API Well No. 43 847 53882
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface NWSE 2300FSL 2510FEL At proposed prod. zone NWSE 2013FSL 1997FEL		10. Field and Pool, or Exploratory UNDESIGNATED
14. Distance in miles and direction from nearest town or post office* 20.9 MILES TO VERNAL, UT		11. Sec., T., R., M., or Blk. and Survey or Area Sec 4 T7S R20E Mer SLB
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 665' LEASE LINE; 1997' UNIT LINE	16. No. of Acres in Lease 1905.00	12. County or Parish UINTAH
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 6625'	19. Proposed Depth 8703 MD 8644 TVD	13. State UT
21. Elevations (Show whether DF, KB, RT, GL, etc.) 4952 GL	22. Approximate date work will start 01/01/2014	17. Spacing Unit dedicated to this well 40.00
		20. BLM/BIA Bond No. on file WYB000040
		23. Estimated duration 60 D&C

RECEIVED

JAN 30 2014

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form: **DIV. OF OIL, GAS & MINING**

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

25. Signature (Electronic Submission)	Name (Printed/Typed) BRADY RILEY Ph: 303-312-8115	Date 09/17/2013
---------------------------------------	--	--------------------

Title
PERMIT ANALYST

Approved by (Signature) 	Name (Printed/Typed) Jerry Kenczka	Date JAN 24 2014
-----------------------------	---------------------------------------	---------------------

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

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

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

Additional Operator Remarks (see next page)

Electronic Submission #220278 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by LESLIE BUHLER on 10/24/2013 ()

UDOGM

NOTICE OF APPROVAL

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



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

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: Bill Barrett Corporation
Well No: AURORA FEDERAL 10-4D-7-20
API No: 43-047-53882

Location: NWSE SEC 04 T07S R20E
Lease No: UTU75241
Agreement: UTU82456C

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

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

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

NOTIFICATION REQUIREMENTS

Location Construction (Notify Environmental Scientist)	- Forty-Eight (48) hours prior to construction of location and access roads.
Location Completion (Notify Environmental Scientist)	- Prior to moving on the drilling rig.
Spud Notice (Notify Petroleum Engineer)	- Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to running casing and cementing all casing strings to: blm_ut_vn_opreport@blm.gov
BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify Petroleum Engineer)	- Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

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

- In the case of any deviation from the submitted APD(s), which includes BBC's surface use plan, and any applicable ROW applications, the operator will notify the BLM in writing and will receive written authorization of any such change with appropriate authorization.
- The operator will implement "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COAs, and ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- Noxious weeds will be treated, monitored, and controlled along both the access road and pipeline routes, and on the well pad.
- Minimal vegetation removal will occur around the well pad to lessen the visual impact and to aid in re-vegetation efforts in the future.
- Operator will ensure topsoil stability on location and use topsoil for interim reclamation as soon as possible to maintain viability of topsoil resource.
- All above ground production facilities will be painted Covert Green to help blend in with the surrounding habitat, unless otherwise directed by the BLM or landowners.
- Roads shall be crown and ditched to divert any runoff from pooling on the road surface itself, this also aids in lessening erosion on the road and disturbed area. Wing ditches can be installed to also aid in controlling runoff from affecting the proposed road. These should be spaced to adequately catch any runoff along the ditches and aid in diverted water to the surrounding vegetation.
- The operator must conduct operations to minimize adverse effects to surface and subsurface resources, prevent unnecessary surface disturbance, and conform to currently available technologies and practices.
- Site reclamation would be accomplished for portions of the well pad not needed for production, within 6 months of completion, weather permitting. This also includes any roads, and pipeline areas that have been disturbed as well. Roads and pipeline disturbances can undergo reclamation immediately after the pipeline is installed and after the roads are built. Please contact the landowner or the BLM for possible seed mixes to use in the project area. Seeds should be planted in August and prior to ground freeze. Non-natives can be used; however lbs/ac must be kept low to minimize the chance of a monoculture.

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

SITE SPECIFIC DOWNHOLE COAs:

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

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

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

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

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

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or

natural gas and entrained liquid hydrocarbons).

- The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
- Unit agreement and/or participating area name and number, if applicable.
- Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.
- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval

of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.

- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.