

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 STATE 12-32-7-20					
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 THREE RIVERS					
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME					
6. NAME OF OPERATOR BILL BARRETT CORP						7. OPERATOR PHONE 303 312-8134					
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) ML 49956			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input checked="" 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') BILL BARRETT CORP/CIRCLE B LAND						14. SURFACE OWNER PHONE (if box 12 = 'fee') 3032939100					
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') 1099 18TH ST STE 2300, DENVER, CO 80202						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')					
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input checked="" type="checkbox"/> (Submit Commingling Application) NO <input type="checkbox"/>			19. SLANT VERTICAL <input checked="" type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input type="checkbox"/>					
20. LOCATION OF WELL		FOOTAGES		QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN			
LOCATION AT SURFACE		1980 FSL 665 FWL		NWSW	32	7.0 S	20.0 E	S			
Top of Uppermost Producing Zone		1980 FSL 665 FWL		NWSW	32	7.0 S	20.0 E	S			
At Total Depth		1980 FSL 665 FWL		NWSW	32	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 640					
27. ELEVATION - GROUND LEVEL 4808			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 1332			26. PROPOSED DEPTH MD: 7816 TVD: 7816					
28. BOND NUMBER LPM4138148			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	8.625	0 - 1200	24.0	J-55 ST&C	8.7	Halliburton Light , Type Unknown		170	3.16	11.0
							Halliburton Premium , Type Unknown		270	1.36	14.8
PROD	7.875	5.5	0 - 7816	17.0	I-80 LT&C	9.5	Unknown		470	2.31	11.0
							Unknown		550	1.42	13.5
ATTACHMENTS											
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES											
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER					<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN						
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)					<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER						
<input type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)					<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP						
NAME Brady Riley			TITLE Permit Analyst			PHONE 303 312-8115					
SIGNATURE			DATE 08/27/2014			EMAIL briley@billbarrettcorp.com					
API NUMBER ASSIGNED 43047547100000			APPROVAL			 Permit Manager					

BILL BARRETT CORPORATION
DRILLING PLAN

Aurora State 12-32-7-20

NWSW, 1980' FSL and 665' FWL, Section 32, T7S-R20E, SLB & M (surface hole)

NWSW, 1980' FSL and 665' FWL, Section 32, 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/TVD</u>
Green River	3,210'
Mahogany	4,433'
Lower Green River*	5,372'
Douglas Creek	5,538'
Black Shale	6,437'
Castle Peak	6,551'
Uteland Butte	6,922'
Wasatch*	7,316'
TD	7,816'

*PROSPECTIVE PAY

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

Base of Useable Water = 907'

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1200'	Rotating Head or Diverter (may pre-set surface with smaller rig)*
1200' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

*See Appendix A

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
12 1/4"	Surface	1200'	8 5/8"	24#	J-55	ST&C	New
7 7/8"	Surface	TD	5 1/2"	17#	P110/I80	LT&C	New

Bill Barrett Corporation
 Drilling Program
 Aurora State 12-32-7-20
 Uintah County, Utah

5. Cementing Program

16" Conductor Casing	Grout
8 5/8" Surface Casing	Lead: 170 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 270 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 700'
5 1/2" Production Casing	Lead: 470 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 700' Tail: 550 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC @ 4872'

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
0' – 1200'	8.3 – 8.7	26 – 36	NC	Air/Mist/Freshwater Spud Mud Fluid System
1200' – 5500'	9.2 - 9.4	26 – 36	NC	Freshwater Spud Mud Fluid System
5500' – TD	9.4 - 9.5	42 – 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 wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. Testing, Logging and Core Programs

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

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 3861 psi* and maximum anticipated surface pressure equals 2141 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 State 12-32-7-20
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 2014
Spud: DEC 2014
Duration: 15 days drilling time
6 days completion time

12. Appendix A

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

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



Bill Barrett Corporation

AURORA CEMENT VOLUMES

Well Name: Aurora State 12-32-7-20

Surface Hole Data:

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

Calculated Data:

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

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	170
--------------	-----

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

# SK's Tail:	270
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Production Hole Data:

Total Depth:	7,816'
Top of Cement:	700'
Top of Tail:	4,872'
OD of Hole:	7.875"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1084.2	ft ³
Lead Fill:	4,172'	
Tail Volume:	765.2	ft ³
Tail Fill:	2,944'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	470
# SK's Tail:	550

Aurora State 12-32-7-20 Proposed Cementing Program

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

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (4872' - 700')	
Tuned Light™ System	Fluid Weight: 11.0 lbm/gal
	Slurry Yield: 2.31 ft ³ /sk
	Total Mixing Fluid: 10.65 Gal/sk
	Top of Fluid: 700'
	Calculated Fill: 4,172'
	Volume: 193.09 bbl
	Proposed Sacks: 470 sks
Tail Cement - (7816' - 4872')	
Econocem™ System	Fluid Weight: 13.5 lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield: 1.42 ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid: 6.61 Gal/sk
	Top of Fluid: 4,872'
	Calculated Fill: 2,944'
	Volume: 136.27 bbl
	Proposed Sacks: 550 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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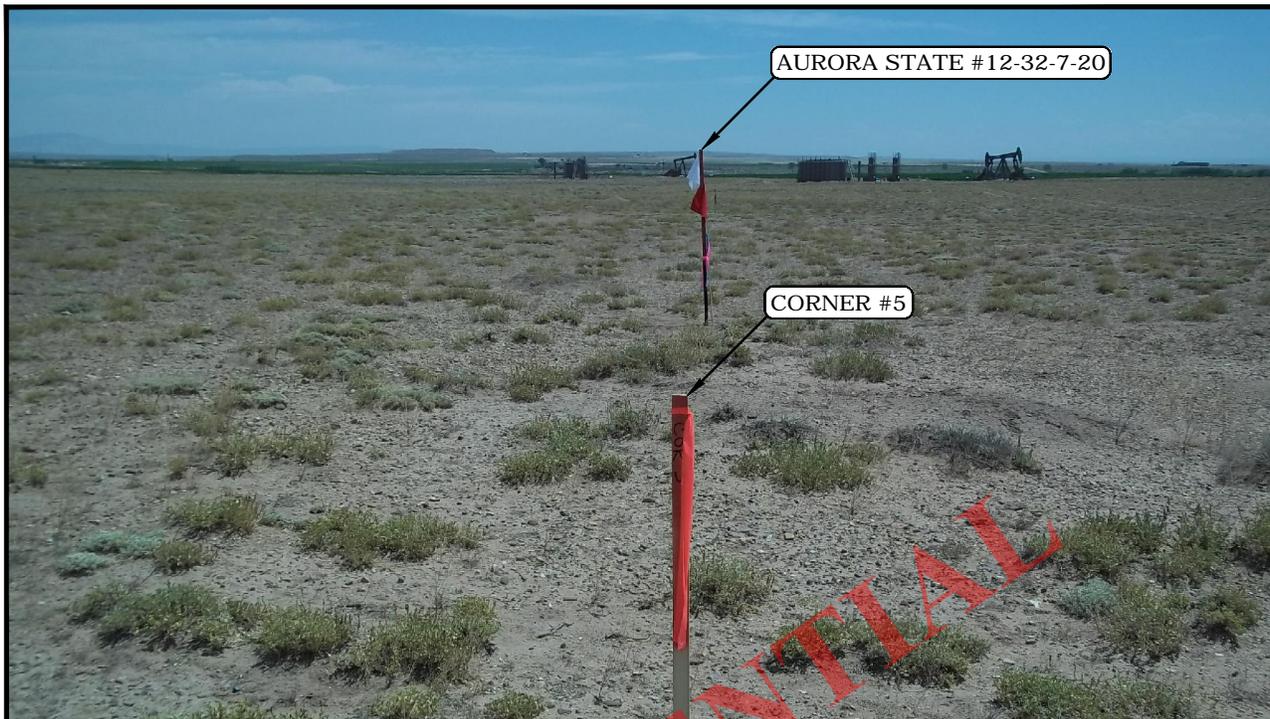


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: EASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: WESTERLY

BILL BARRETT CORPORATION

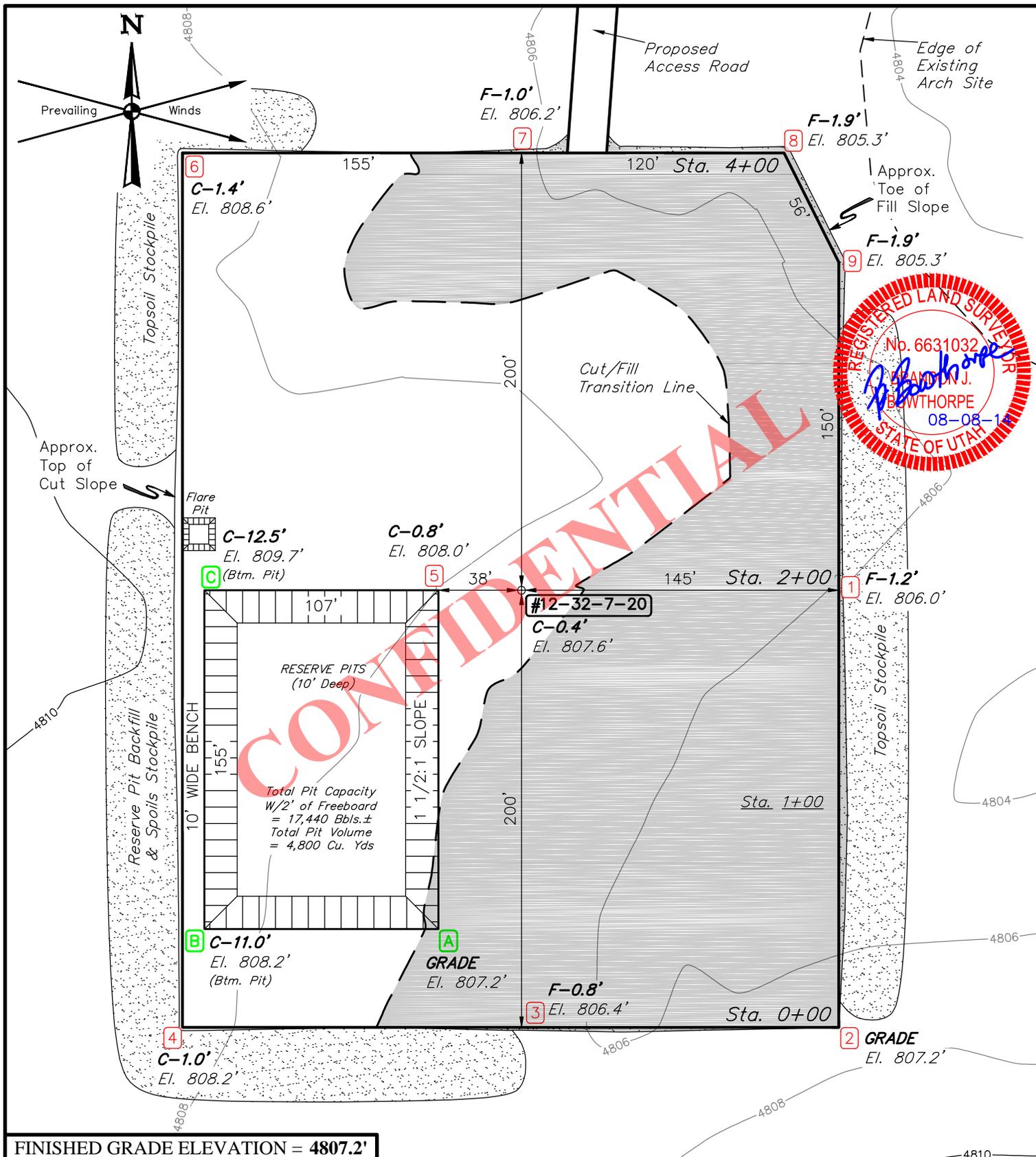
**AURORA STATE #12-32-7-20
SECTION 32, T7S, R20E, S.L.B.&M.
1980' FSL 665' FWL**



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

DRAWN BY: Z.H.F.	DATE DRAWN: 07-17-14
TAKEN BY: R.R.	REV: 00-00-00
LOCATION PHOTOS	PHOTO

RECEIVED: August 27, 2014



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FINISHED GRADE ELEVATION = 4807.2'

NOTES:

- Flare pit is to be located a min. of 100' from the wellhead.
- Contours shown at 2' intervals.

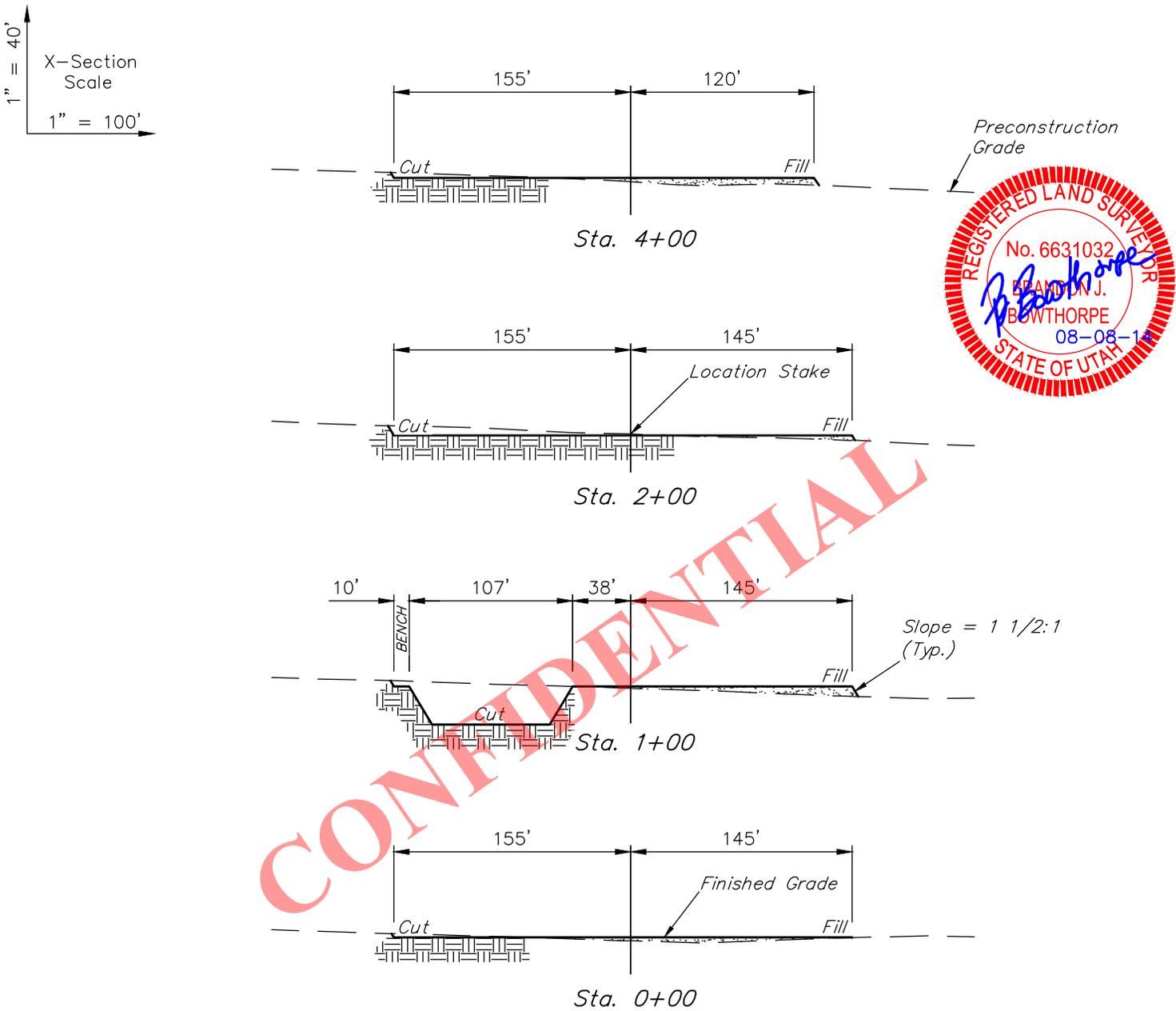
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1980' FSL 665' FWL**



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SCALE: 1" = 60'	REVISED: 00-00-00
LOCATION LAYOUT	FIGURE #1



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APPROXIMATE EARTHWORK QUANTITIES	
(6") TOPSOIL STRIPPING	2,260 Cu. Yds.
REMAINING LOCATION	5,800 Cu. Yds.
TOTAL CUT	8,000 Cu. Yds.
FILL	3,400 Cu. Yds.
EXCESS MATERIAL	4,660 Cu. Yds.
TOPSOIL & PIT BACKFILL (1/2 Pit Vol.)	4,660 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	0 Cu. Yds.

APPROXIMATE SURFACE DISTURBANCE AREAS		
	DISTANCE	ACRES
WELL SITE DISTURBANCE	NA	±4.506
30' WIDE ACCESS ROAD R-O-W DISTURBANCE	±1806'	±1.244
30' WIDE PIPELINE R-O-W DISTURBANCE	±1881'	±1.296
TOTAL SURFACE USE AREA	±3687'	±7.046

NOTES:

- Fill quantity includes 5% for compaction.
- Calculations based on 6" of topsoil stripping.
- Topsoil should not be stripped below finished grade on substructure area.

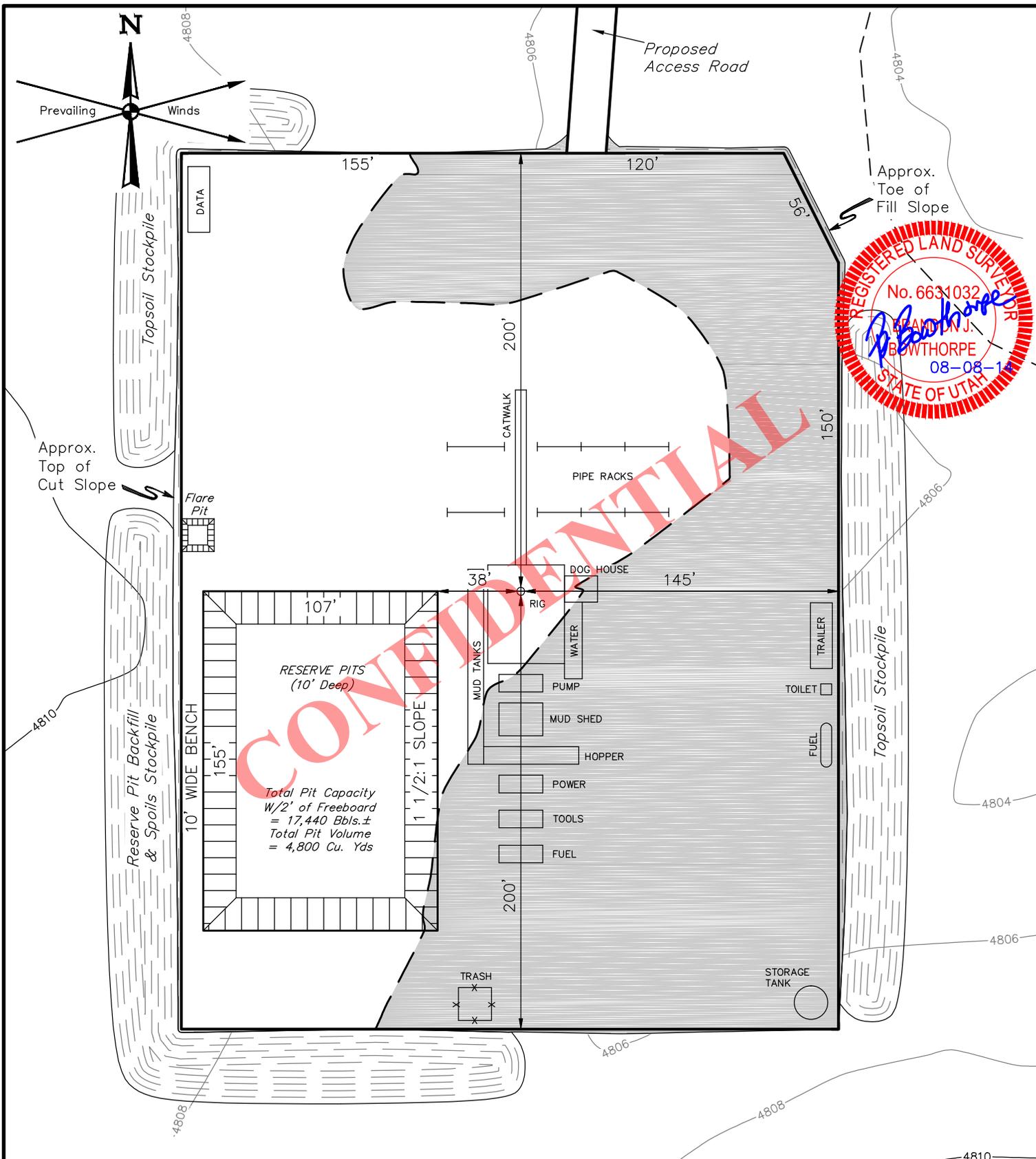
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SCALE: AS SHOWN	REVISED: 00-00-00
TYPICAL CROSS SECTIONS	FIGURE #2



NOTES:

- Flare pit is to be located a min. of 100' from the wellhead.
- Contours shown at 2' intervals.

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TYPICAL RIG LAYOUT FIGURE #3

RECEIVED: August 27, 2014

PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 14.0 MILES TO THE JUNCTION OF THIS ROAD AND STATE HIGHWAY 88 TO THE SOUTH; TURN LEFT AND PROCEED IN A SOUTHEASTERLY DIRECTION APPROXIMATELY 11.5 MILES TO THE JUNCTION OF THIS ROAD AND 10000 S TO THE WEST; TURN RIGHT AND PROCEED IN A WESTERLY DIRECTION APPROXIMATELY 0.4 MILES TO THE AURORA #4-32-7-20 WELL PAD AND THE BEGINNING OF THE PROPOSED ACCESS FOR THE AURORA STATE #6-32-7-20 TO THE SOUTHWEST; FOLLOW ROAD FLAGS IN A SOUTHWESTERLY, THEN WESTERLY, THEN SOUTHERLY DIRECTION APPROXIMATELY 8,498' TO THE BEGINNING OF THE PROPOSED ACCESS TO THE SOUTHWEST; FOLLOW ROAD FLAGS IN A SOUTHWESTERLY DIRECTION APPROXIMATELY 1,834' TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 27.9 MILES.

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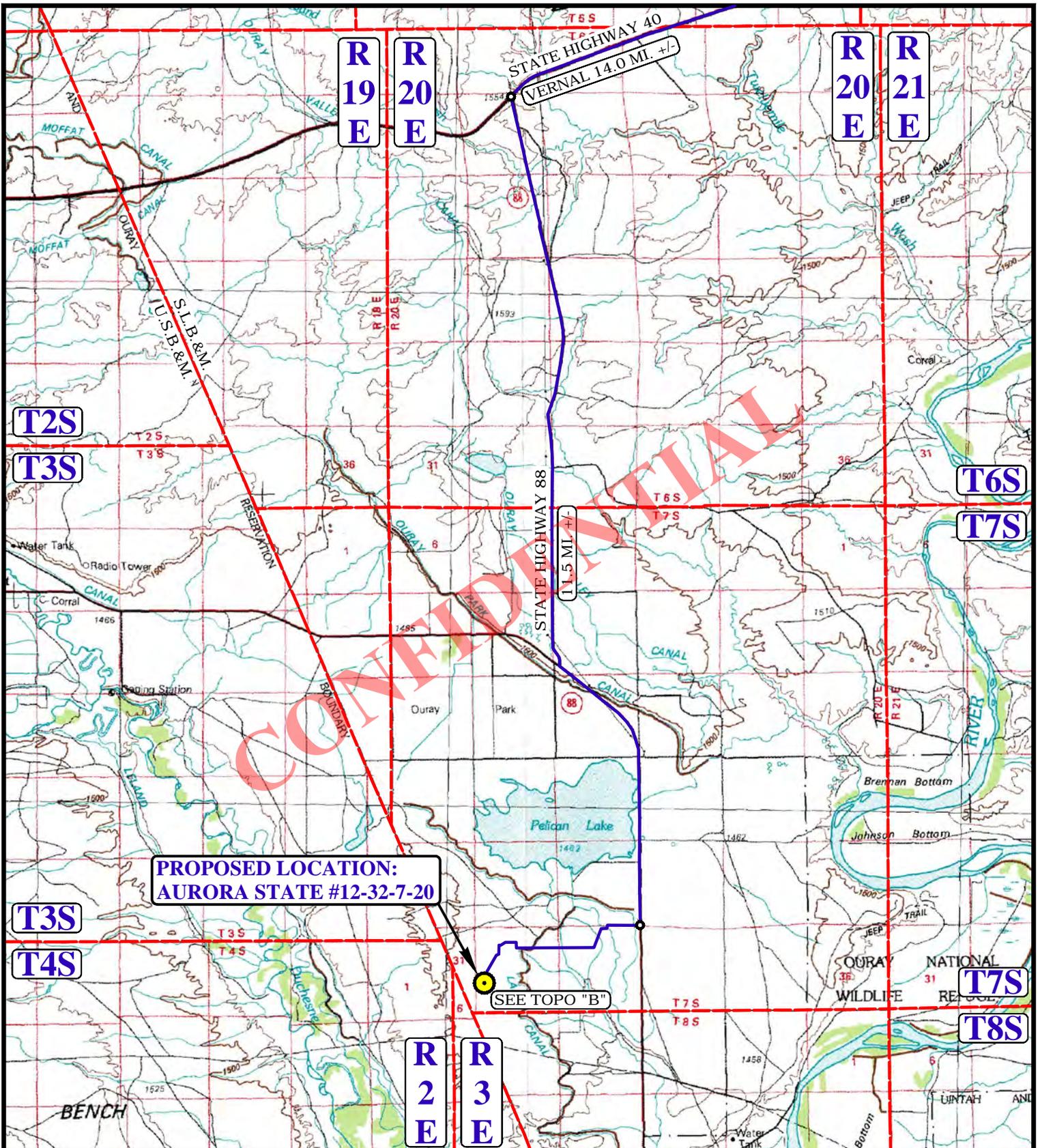
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1980' FSL 665' FWL**



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	REV: 00-00-00
ROAD DESCRIPTION	



LEGEND:

 PROPOSED LOCATION



BILL BARRETT CORPORATION

AURORA STATE #12-32-7-20
SECTION 32, T7S, R20E, S.L.B.&M.
1980' FSL 665' FWL

DRAWN BY: Z.H.F.

DATE DRAWN: 07-17-14

SCALE: 1:100,000

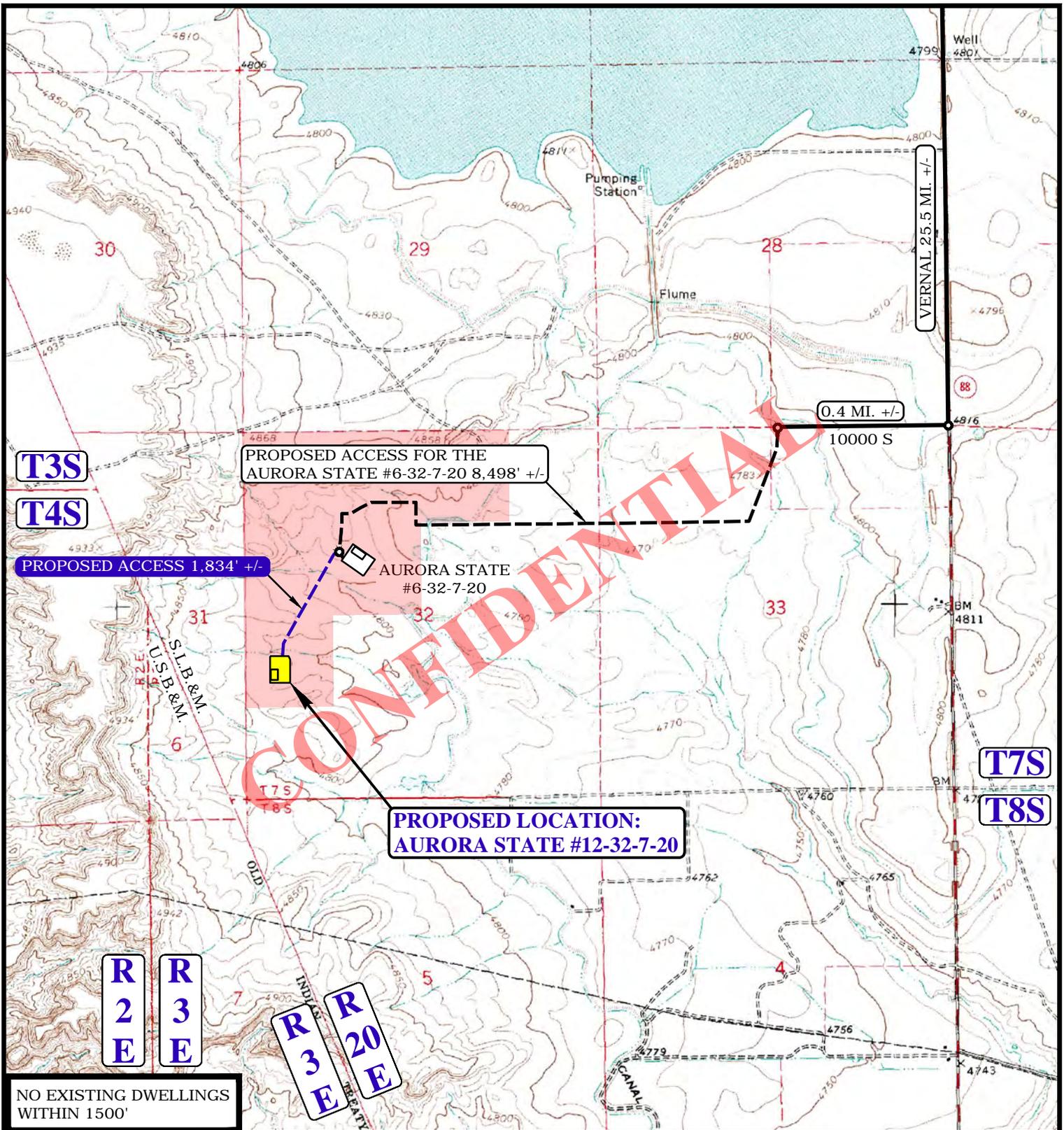
REV: 00-00-00

ACCESS ROAD MAP

TOPO A



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NO EXISTING DWELLINGS
WITHIN 1500'

NOTE: PARCEL DATA SHOWN HAS BEEN OBTAINED FROM VARIOUS SOURCES AND SHOULD BE USED FOR MAPPING, GRAPHIC AND PLANNING PURPOSES ONLY. NO WARRANTY IS MADE BY UINTAH ENGINEERING AND LAND SURVEYING (UELS) FOR ACCURACY OF THE PARCEL DATA.

LEGEND:

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

BILL BARRETT CORPORATION

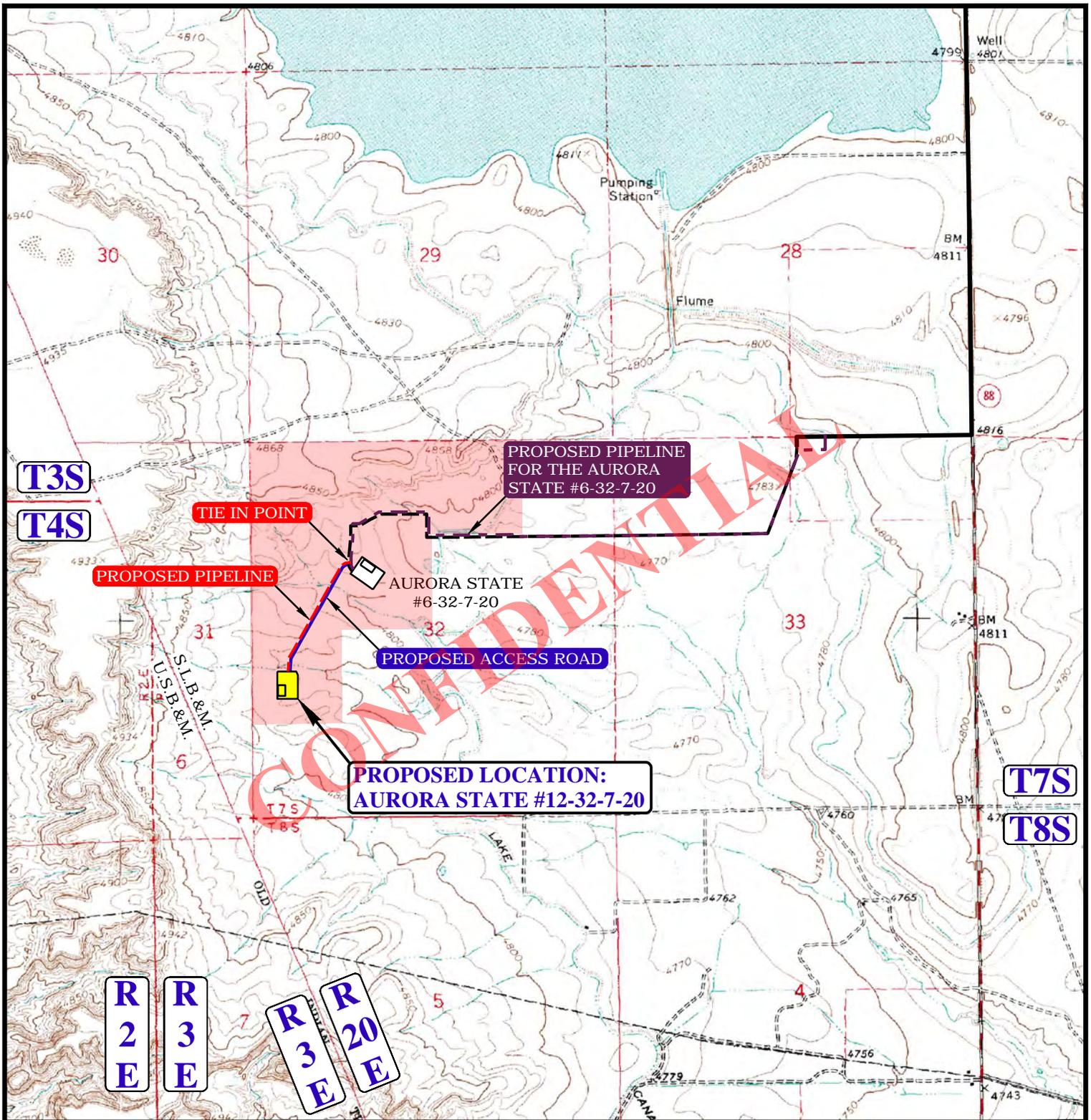
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DRAWN BY: Z.H.F.	DATE DRAWN: 07-17-14
SCALE: 1" = 2000'	REV: 00-00-00
ACCESS ROAD MAP	TOPO B



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APPROXIMATE TOTAL PIPELINE DISTANCE = 1,908' +/-

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LEGEND:

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

BILL BARRETT CORPORATION

**AURORA STATE #12-32-7-20
SECTION 32, T7S, R20E, S.L.B.&M.
1980' FSL 665' FWL**

DRAWN BY: Z.H.F.	DATE DRAWN: 07-17-14
SCALE: 1" = 2000'	REV: 00-00-00
PIPELINE MAP	TOPO C



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

Entry 2012007373
Book 1290 Page 752 \$10.00
20-AUG-12 04:14
RANDY SIMMONS
RECORDER, UINTAH COUNTY, UTAH
SUNRISE TITLE COMPANY
550 E 200 N (118-3) ROOSEVELT, UT 8
Rec By: HEATHER COON, DEPUTY

Sunrise Title Company
550 East 200 North 118-3
Roosevelt, Utah 84066
File #: 112412
Mail Tax Notice To:
BILL BARRETT CORPORATION
1099 18th Street #2300
Denver, CO 80202

S/N 08:031:0004

Entry 2012007373
Book 1290 Page 752

WARRANTY DEED

REED B. MADSEN AND VICKI L. MADSEN AS TRUSTEES OF THE REED B. AND VICKI L. MADSEN TRUST DATED JANUARY 27, 2012, grantors of Salt Lake City, County of Salt Lake, State of Utah, hereby CONVEY and WARRANT to

BILL BARRETT CORPORATION,

grantees of Denver,, State of Colorado, for the sum of TEN AND NO/100 DOLLARS, and other good and valuable considerations, the following described tract of land in UINTAH County, State of Utah:

**TOWNSHIP 7 SOUTH, RANGE 20 EAST, SALT LAKE BASE AND MERIDIAN
SECTION 32: Northwest Quarter Northeast Quarter; Northwest Quarter; Northwest Quarter
Southwest Quarter.**

INCLUDING all improvements and appurtenances thereto belonging.

SUBJECT TO rights-of-way and easements of record and/or enforceable in law and equity.

EXCEPTING AND RESERVING all gas, oil and other minerals.

WITNESS, the hand of said grantors, this 10th day of August, A. D. 2012.

**THE REED B. AND VICKI L. MADSEN
TRUST DATED JANUARY 27, 2012 by:**

Reed B. Madsen

REED B. MADSEN, TRUSTEE
Vicki L. Madsen

VICKI L. MADSEN, TRUSTEE

STATE OF UTAH

COUNTY OF Salt Lake)ss

On this 10th day of August, 2012 before me, the undersigned Notary Public in and for said County and State, personally appeared **REED B. MADSEN AND VICKI L. MADSEN AS TRUSTEES OF THE REED B. AND VICKI L. MADSEN TRUST DATED JANUARY 27, 2012** [() personally known to me] [proved to me on the basis of satisfactory evidence] to be the persons whose names have subscribed to this instrument and acknowledged to me that they executed it.

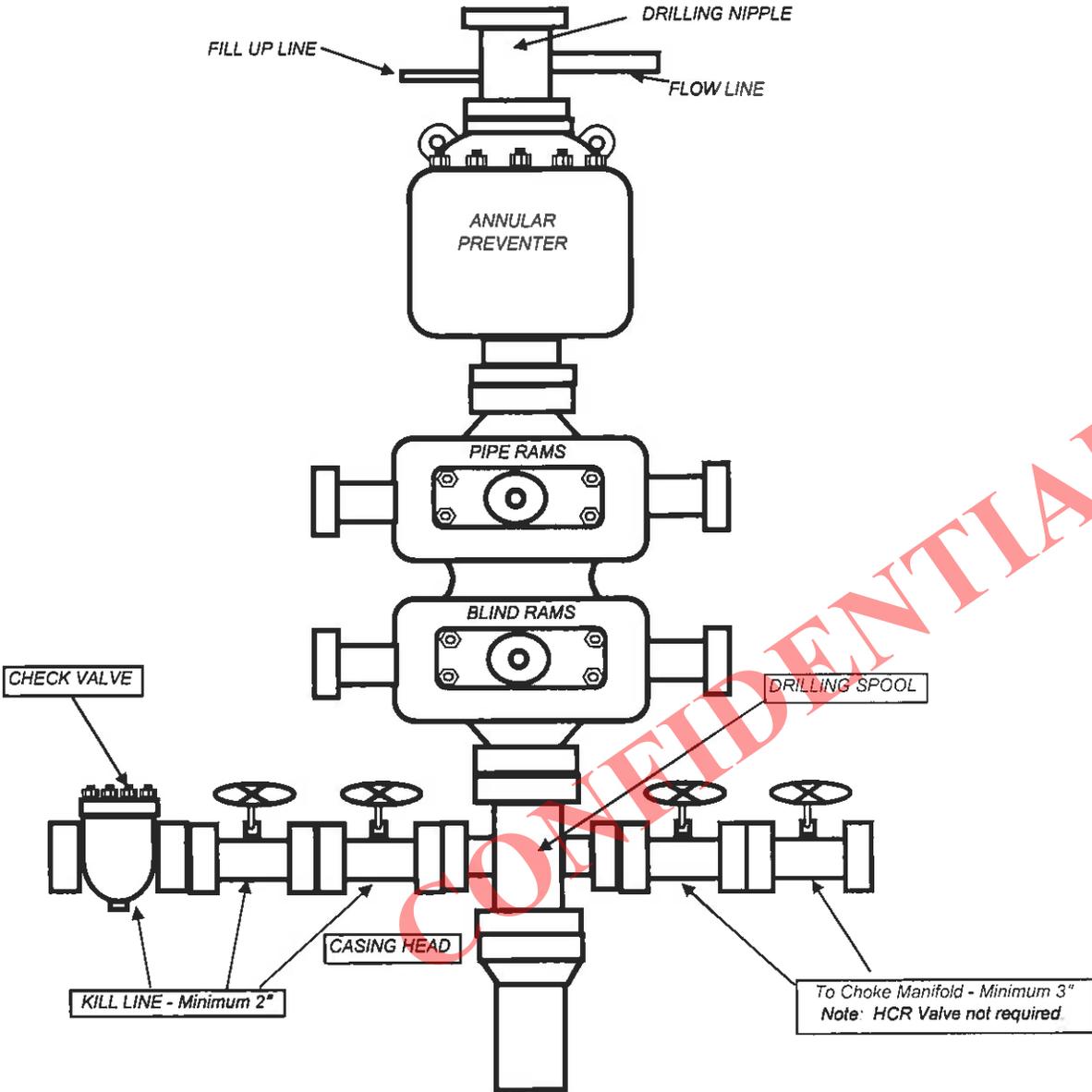
JUSTIN SUTHERLAND
Notary Public State of Utah
My Commission Expires on:
November 27, 2013
Comm. Number: 580830

Witness my hand and official seal
[Signature]

Notary Public in and for said County and State

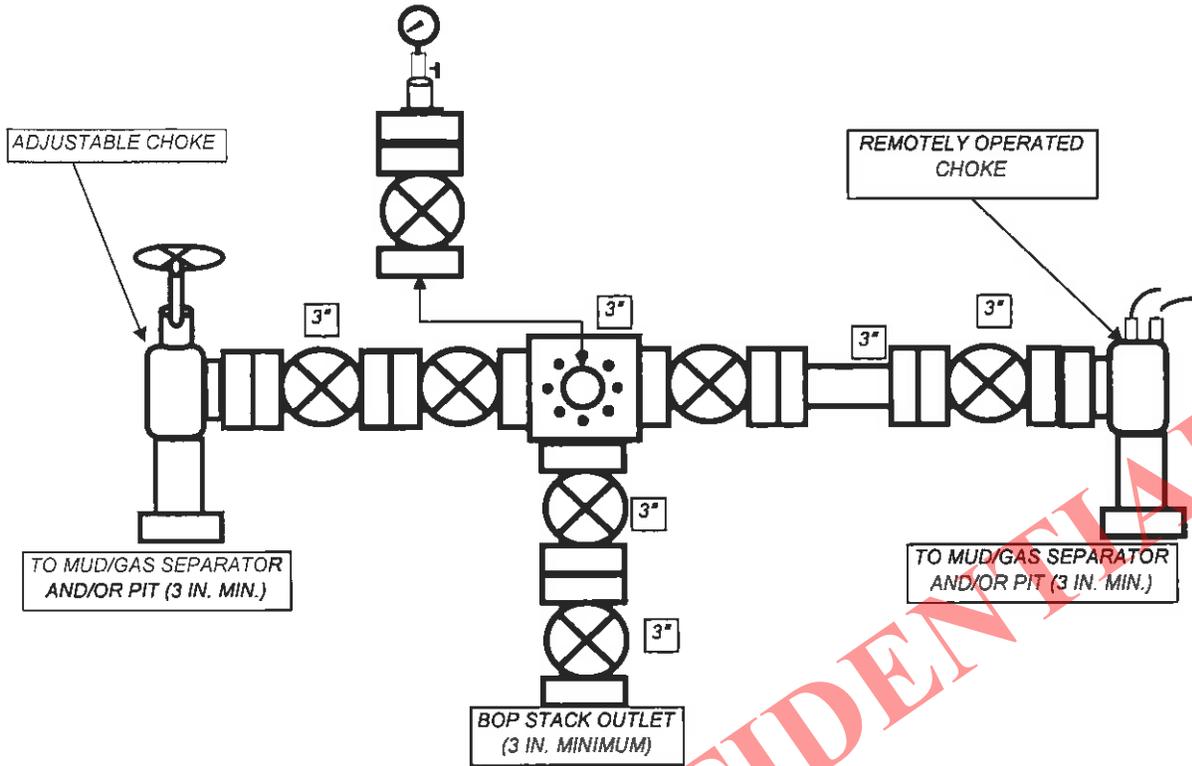
BILL BARRETT CORPORATION

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

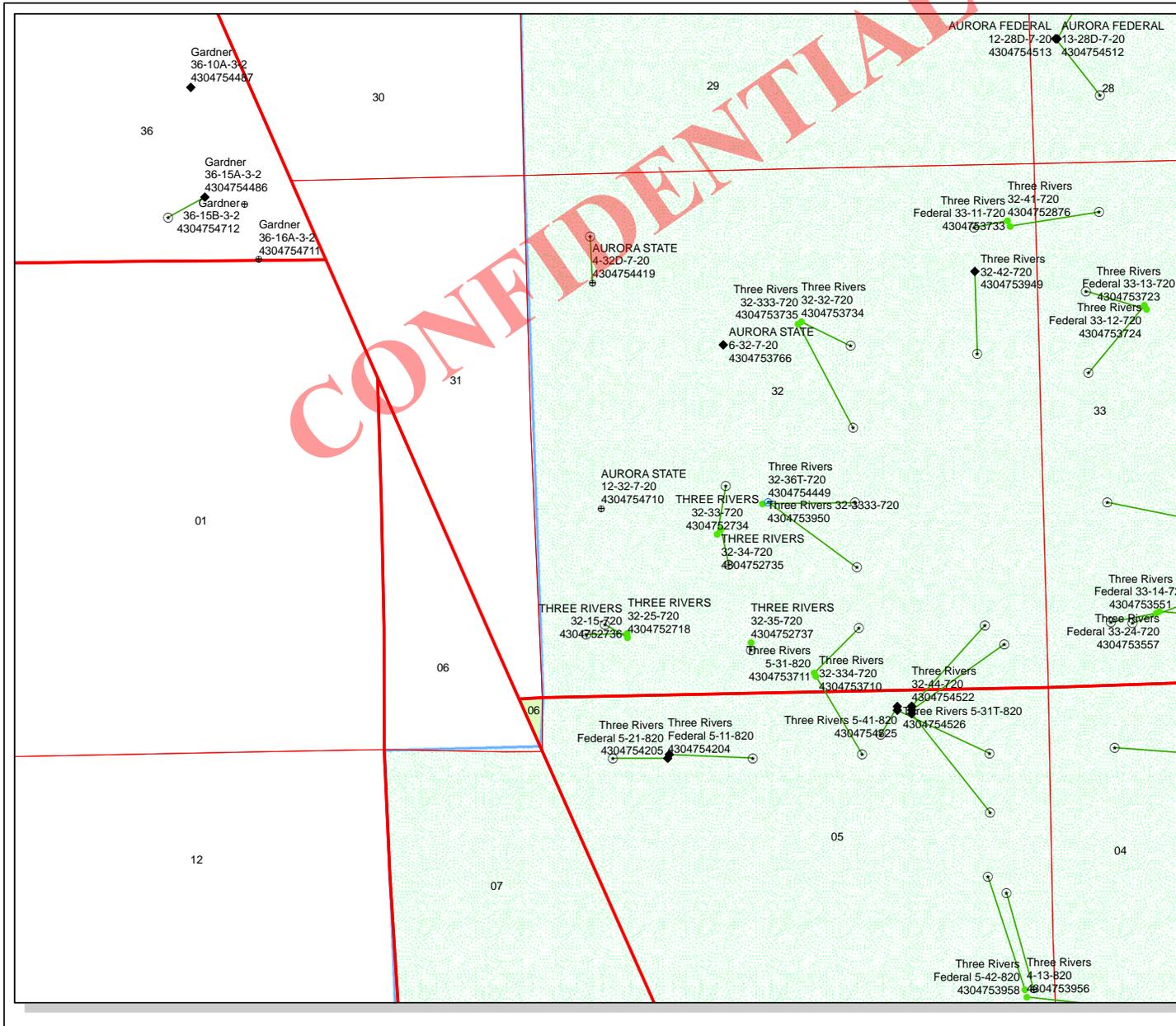


BILL BARRETT CORPORATION

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



CONFIDENTIAL



API Number: 4304754710

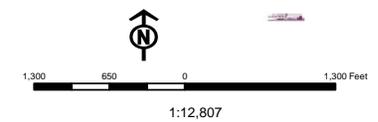
Well Name: AURORA STATE 12-32-7-20

Township: T07.0S Range: R20.0E Section: 32 Meridian: S

Operator: BILL BARRETT CORP

Map Prepared: 8/29/2014
Map Produced by Diana Mason

Wells Query		Units	
◆	APD - Approved Permit	□	ACTIVE
○	DRL - Spudded (Drilling Commenced)	□	EXPLORATORY
⚡	GIW - Gas Injection	□	GAS STORAGE
★	GS - Gas Storage	□	NF PP OIL
⊕	LOC - New Location	□	NF SECONDARY
⊖	OPS - Operation Suspended	□	PI OIL
⊗	PA - Plugged Abandoned	□	PP GAS
⊙	PGW - Producing Gas Well	□	PP GEOTHERML
⊚	POW - Producing Oil Well	□	PP OIL
⊛	SGW - Shut-in Gas Well	□	SECONDARY
⊜	SOW - Shut-in Oil Well	□	TERMINATED
⊝	TA - Temp. Abandoned	□	
○	TW - Test Well	□	
⊞	WDW - Water Disposal	□	
⊟	WWW - Water Injection Well	□	
●	WSW - Water Supply Well	□	
		Fields	
		STATUS	
		□	Unknown
		□	ABANDONED
		□	ACTIVE
		□	COMBINED
		□	INACTIVE
		□	STORAGE
		□	TERMINATED





October 22, 2014

Crescent Point Energy Corporation
Ms. Nicole Bailey
555 17th Street, Suite 1800
Denver, CO 80202

RE: Commingling Application
Aurora State 12-32-7-20
Uintah County, UT

Dear Ms. Bailey,

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

Should you require additional information in this regards, please feel free to contact me at 303-312-8164. Your earliest attention to this matter is appreciated.

Regards,

Brady Rilly for

Kevin T. Funk
Landman I
BILL BARRETT CORPORATION

Enclosures



October 22, 2014

Utah Division of Oil, Gas and Mining
Attention: Dustin Doucet
1594 West North Temple, Suite 1120
Salt Lake City, UT 84116

RE: Commingling Notice
East Bluebell Area
Aurora State 12-32-7-20
NWSW, Section 32 T7S-R20E
Uintah County, Utah

Dear Mr. Doucet,

Bill Barrett Corporation (BBC) has submitted Notices to commingle production from the Wasatch and Green River Formations in the subject well located in East Bluebell Area. BBC has notified all owners of oil and gas leases contiguous to the drilling unit.

Should you require additional information in this regards, please feel free to contact me at 303-312-8164. Your earliest attention to this matter is appreciated.

Regards,

A handwritten signature in black ink that reads 'Kevin T. Funk'.

Kevin T. Funk
Landman I
BILL BARRETT CORPORATION

Enclosures



AFFIDAVIT OF NOTICE

My name is Kevin T. Funk. 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 our East Bluebell Field:

Aurora State 12-32-7-20 NWSW Section 32 T7S-R20E

Bill Barrett Corporation has notified all owners in lands contiguous to drilling unit. The Lessees are listed below.

Lessees:
Crescent Point Energy Corporation
Robert Bayless Producer, LLC

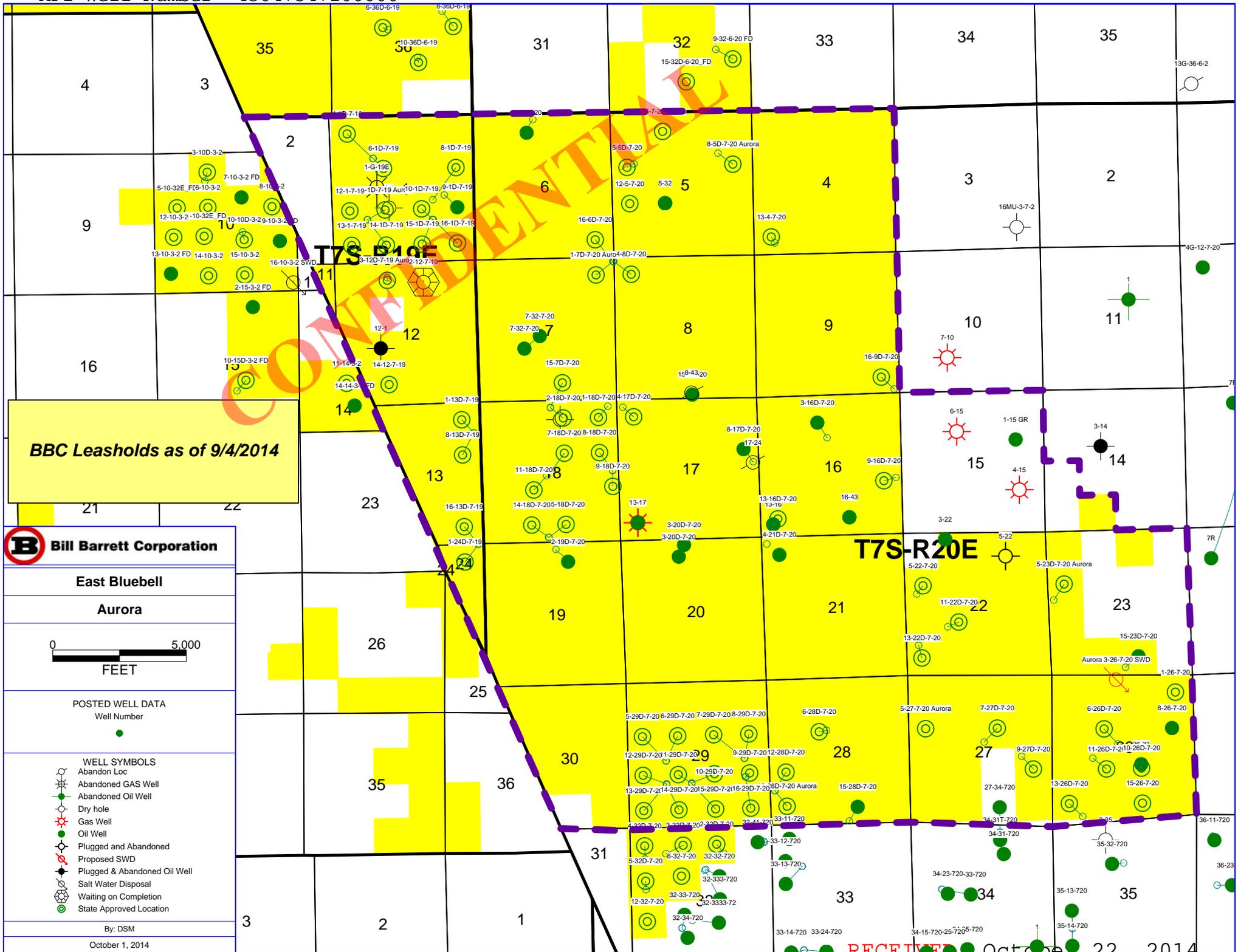
Date: October 22, 2014

Affiant

Brady Riley Am

Kevin T. Funk
Landman I
BILL BARRETT CORPORATION

CONFIDENTIAL



BBC Leasholds as of 9/4/2014

Bill Barrett Corporation

East Bluebell

Aurora

0 5,000
FEET

POSTED WELL DATA
Well Number

WELL SYMBOLS

- Abandon Loc
- Abandoned GAS Well
- Abandoned Oil Well
- Dry hole
- Gas Well
- Oil Well
- Plugged and Abandoned
- Proposed SWD
- Plugged & Abandoned Oil Well
- Salt Water Disposal
- Waiting on Completion
- State Approved Location

By: DSM
October 1, 2014

T7S-R20E

T7S-R10E

Well Name	BILL BARRETT CORP AURORA STATE 12-32-7-20 43047547100000			
String	COND	SURF	PROD	
Casing Size(")	16.000	8.625	5.500	
Setting Depth (TVD)	80	1200	7816	
Previous Shoe Setting Depth (TVD)	0	80	1200	
Max Mud Weight (ppg)	8.7	8.7	9.5	
BOPE Proposed (psi)	0	500	5000	
Casing Internal Yield (psi)	1000	2950	7740	
Operators Max Anticipated Pressure (psi)	3861		9.5	

Calculations	COND String	16.000	"
Max BHP (psi)	.052*Setting Depth*MW=	36	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	26	NO
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	18	NO
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	18	NO
Required Casing/BOPE Test Pressure=		80	psi
*Max Pressure Allowed @ Previous Casing Shoe=		0	psi *Assumes 1psi/ft frac gradient

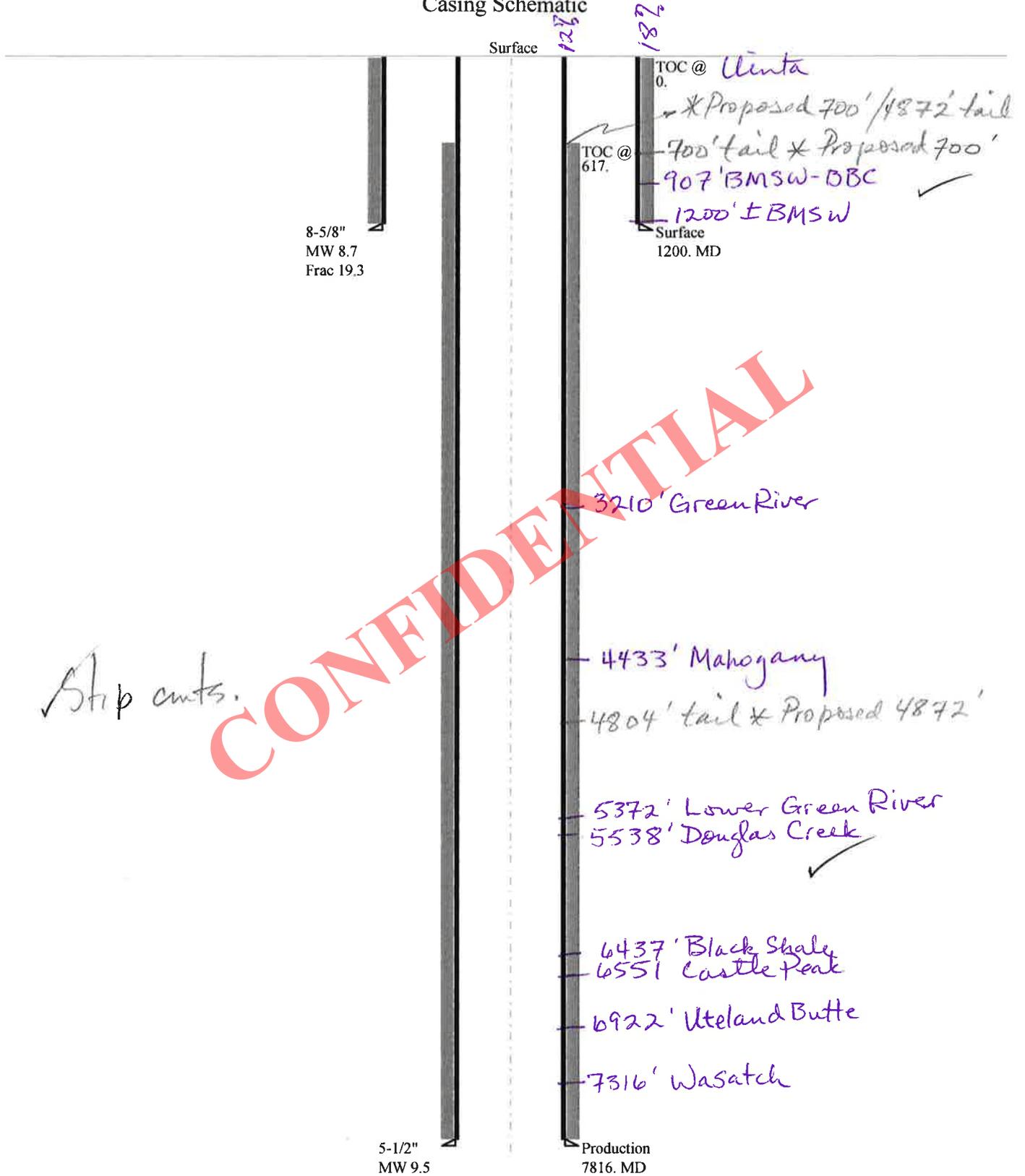
Calculations	SURF String	8.625	"
Max BHP (psi)	.052*Setting Depth*MW=	543	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	399	YES rotating head or diverter
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	279	YES OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	297	NO OK
Required Casing/BOPE Test Pressure=		1200	psi
*Max Pressure Allowed @ Previous Casing Shoe=		80	psi *Assumes 1psi/ft frac gradient

Calculations	PROD String	5.500	"
Max BHP (psi)	.052*Setting Depth*MW=	3861	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	2923	YES 5M BOPE with dbl rams, annular preventer, drilling
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2141	YES spool, choke & kill lines
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	2405	NO OK
Required Casing/BOPE Test Pressure=		5000	psi
*Max Pressure Allowed @ Previous Casing Shoe=		1200	psi *Assumes 1psi/ft frac gradient

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

43047547100000 Aurora State 12-32-7-20

Casing Schematic



Well name:	43047547100000 Aurora State 12-32-7-20	
Operator:	BILL BARRETT CORP	Project ID:
String type:	Surface	43-047-54710
Location:	UINTAH COUNTY	

Design parameters:

Collapse

Mud weight: 8.700 ppg
 Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 74 °F
 Bottom hole temperature: 91 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 100 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 1,056 psi
 Internal gradient: 0.120 psi/ft
 Calculated BHP 1,200 psi

No backup mud specified.

Tension:

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

Tension is based on buoyed weight.
 Neutral point: 1,043 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 7,816 ft
 Next mud weight: 9.500 ppg
 Next setting BHP: 3,857 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 1,200 ft
 Injection pressure: 1,200 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	1200	8.625	24.00	J-55	ST&C	1200	1200	7.972	6177
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	542	1370	2.526	1200	2950	2.46	25	244	9.75 J

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

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

Date: October 1, 2014
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 1200 ft, a mud weight of 8.7 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

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

Well name:	43047547100000 Aurora State 12-32-7-20		
Operator:	BILL BARRETT CORP		
String type:	Production	Project ID:	43-047-54710
Location:	UINTAH COUNTY		

Design parameters:

Collapse

Mud weight: 9.500 ppg
 Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 74 °F
 Bottom hole temperature: 183 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 1,000 ft

Cement top: 617 ft

Burst

Max anticipated surface pressure: 2,138 psi
 Internal gradient: 0.220 psi/ft
 Calculated BHP 3,857 psi

No backup mud specified.

Tension:

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

Non-directional string.

Tension is based on buoyed weight.
 Neutral point: 6,690 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	7816	5.5	17.00	I-80	LT&C	7816	7816	4.767	87696
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	3857	6290	1.631	3857	7740	2.01	113.7	320	2.81 J

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

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

Date: October 1, 2014
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 7816 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

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

ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name AURORA STATE 12-32-7-20
API Number 43047547100000 **APD No** 10218 **Field/Unit** THREE RIVERS
Location: 1/4,1/4 NWSW **Sec 32** **Tw 7.0S** **Rng 20.0E** 1980 FSL 665 FWL
GPS Coord (UTM) 610708 4446783 **Surface Owner** BILL BARRETT CORP/CIRCLE B LAND

Participants

Whitney Szabo (permit contractor), Zack Garner and Jake Woodland (BBC), Cody Rich (surveyor), Terra Miller (land contractor)

Regional/Local Setting & Topography

This site is on a generally flat plain just over a mile south of Pelican Lake. Although near Pelican Lake, drainage here is to the east toward the Green River approximately 4 miles to the south east. To the south lie desert badlands and to the north and east are irrigated croplands. This area is becoming highly developed for oil and gas production.

Surface Use Plan

Current Surface Use

Grazing

New Road

Miles

0.35

Well Pad

Width 300 Length 400

Src Const Material

Offsite

Surface Formation

UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Mat Atriplex, sparse to no grass or other vegetation

Soil Type and Characteristics

Sandy soil with gravel on surface

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diversion Required? N

Berm Required? N

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

Distance to Groundwater (feet)	>200	0
Distance to Surface Water (feet)	>1000	0
Dist. Nearest Municipal Well (ft)	>5280	0
Distance to Other Wells (feet)	>1320	0
Native Soil Type	High permeability	20
Fluid Type	TDS>5000 and	10
Drill Cuttings	Normal Rock	0
Annual Precipitation (inches)		0
Affected Populations		
Presence Nearby Utility Conduits	Not Present	0
Final Score		30 1 Sensitivity Level

Characteristics / Requirements

The reserve pit as proposed is 155' x 107' x 10' deep and is placed in a cut stable location. According to Bill Barrett Corporation representative Zack Garner a 20 mil reserve pit liner and felt subliner is standard equipment on all BBC reserve pits and this will adequate for the site.

Closed Loop Mud Required? N Liner Required? Y Liner Thickness 16 Pit Underlayment Required? Y**Other Observations / Comments**Richard Powell
Evaluator9/17/2014
Date / Time

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

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
10218	43047547100000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	BILL BARRETT CORP/CIRCLE B LAND	
Well Name	AURORA STATE 12-32-7-20		Unit		
Field	THREE RIVERS		Type of Work	DRILL	
Location	NWSW 32 7S 20E S 1980 FSL 665 FWL GPS Coord (UTM) 610717E 4446783N				

Geologic Statement of Basis

Bill Barrett proposes to set 80 feet of conductor and 1,200 feet of surface pipe, cemented to surface. The depth to the base of the moderately saline water at this location is estimated to be at approximately 1,200 feet. A search of Division of Water Rights records shows 2 water wells within a 10,000 foot radius of the center of Section 32. Well uses are listed for irrigation, domestic, and stock watering. Depth is listed for only 1 well at 150 feet. Listed wells probably produce from the Uinta Formation. The surface formation at this site is the Uinta Formation and associated alluvium. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. The proposed casing and cement should adequately protect ground water in this area.

Brad Hill
APD Evaluator

9/22/2014
Date / Time

Surface Statement of Basis

This proposed well site is on land owned by Circle B Land Co which is owned by Bill Barrett Corporation. Mineral ownership belongs to the State of Utah. Bill Barrett representatives Zack Garner and Jake Woodland were in attendance to represent both the production company and surface owner. This well is in a flat desert area about 1.5 miles south of Pelican which is becoming highly developed for oil and natural gas production. Toward the south and west sparsely vegetated desert shrublands continue along with further proposed oilfield development. Development is also high to the north and east but is here interspersed with irrigated cropland. There is a reserve pit proposed in a cut and stable location and according to Zack Garner BBC will use a 20 mil pit liner and felt subliner. This liner program appears adequate for the site. This site is flat and appears well suited for placement of this well.

Richard Powell
Onsite Evaluator

9/17/2014
Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit.
Surface	The well site shall be bermed to prevent fluids from entering or leaving the pad.
Surface	Measures (BMP's) shall be taken to protect steep slopes and topsoil pile from erosion, sedimentation and stability issues.

Surface The reserve pit shall be fenced upon completion of drilling operations.

CONFIDENTIAL

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 8/27/2014

API NO. ASSIGNED: 43047547100000

WELL NAME: AURORA STATE 12-32-7-20

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8115

CONTACT: Brady Riley

PROPOSED LOCATION: NWSW 32 070S 200E

Permit Tech Review:

SURFACE: 1980 FSL 0665 FWL

Engineering Review:

BOTTOM: 1980 FSL 0665 FWL

Geology Review:

COUNTY: UINTAH

LATITUDE: 40.16412

LONGITUDE: -109.69984

UTM SURF EASTINGS: 610717.00

NORTHINGS: 4446783.00

FIELD NAME: THREE RIVERS

LEASE TYPE: 3 - State

LEASE NUMBER: ML 49956

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

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- PLAT
- Bond: STATE - LPM4138148
- Potash
- Oil Shale 190-5
- Oil Shale 190-3
- Oil Shale 190-13
- Water Permit: 49-1645
- RDCC Review:
- Fee Surface Agreement
- Intent to Commingle

Commingling Approved

LOCATION AND SITING:

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

Comments: Presite Completed

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



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. HAZA
Division Director

Permit To Drill

Well Name: AURORA STATE 12-32-7-20
API Well Number: 43047547100000
Lease Number: ML 49956
Surface Owner: FEE (PRIVATE)
Approval Date: 11/12/2014

Issued to:

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

Authority:

Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-2. The expected producing formation or pool is the GREEN RIVER(LWR)-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

Commingle:

Administrative approval for commingling the production from the Wasatch formation and the Green River formation in this well is hereby granted. Appropriate information has been submitted to DOGM in accordance with R649-3-22. No written objections from owners were received by DOGM.

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

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

establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

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

Cement volume for the 5 1/2" production string shall be determined from actual hole diameter in order to place lead cement from the pipe setting depth back to 700' MD and tail cement to 500' above Lower Green River as indicated in the submitted drilling plan.

Surface casing shall be cemented to the surface.

Additional Approvals:

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

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

Notification Requirements:

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

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

Contact Information:

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

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

Reporting Requirements:

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

- Entity Action Form (Form 6) - due within 5 days of spudding the well

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

Approved By:

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

For John Rogers
Associate Director, Oil & Gas

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 49956
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL Oil Well		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		8. WELL NAME and NUMBER: AURORA STATE 12-32-7-20
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43047547100000
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0665 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 32 Township: 07.0S Range: 20.0E Meridian: S		9. FIELD and POOL or WILDCAT: THREE RIVERS
		COUNTY: UINTAH
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 1/7/2015 <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER
		<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
This well was spud on 1/7/2015 at 8:00 am by Triple A Drilling, Rig #TA 4037, Rig Type Soilmec SR/30. Continuous drilling is planned to commence on 2/5/2015.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY January 08, 2015		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 1/8/2015	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5.LEASE DESIGNATION AND SERIAL NUMBER: ML 49956
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7.UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: AURORA STATE 12-32-7-20
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43047547100000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0665 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 32 Township: 07.0S Range: 20.0E Meridian: S	9. FIELD and POOL or WILDCAT: THREE RIVERS COUNTY: UINTAH STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 1/31/2015	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

Attached is the January 2015 Drilling Activity for this well.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 February 10, 2015

NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A	DATE 2/5/2015	


Aurora State 12-32-7-20 1/24/2015 10:30 - 1/25/2015 06:00

API 43-047-54710	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,330.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
10:30	4.50	15:00	1	RIGUP & TEARDOWN	MIRU RIG 100% ON LOCATION @ 3:00 PM
15:00	3.00	18:00	1	RIGUP & TEARDOWN	RIG UP RIG
18:00	2.00	20:00	1	RIGUP & TEARDOWN	RIG UP FLOOR CONDUCTOR & FLOW LINE FILL PITS RIG ON DAY WORK @ 1930
20:00	1.50	21:30	20	DIRECTIONAL WORK	PICK UP DIRECTIONAL TOOLS
21:30	8.50	06:00	2	DRILL ACTUAL	STEERABLE DRILLING 12 1/4 SURFACE F/ 90'-1' (823') 96' FPH AVG GPM=544 TOPDRIVE RPM=55 MOTOR RPM=92 TOTAL RPM= 147 WT ON BIT=24K OFF BOTTOM PRESSURE=1230 PSI DIFF PRESS=150-400 PSI

Aurora State 12-32-7-20 1/25/2015 06:00 - 1/26/2015 06:00

API 43-047-54710	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,330.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.50	08:30	2	DRILL ACTUAL	STEERABLE DRILLING 12 1/4 SURFACE F/ 913'-1241' (328') 96' FPH AVG GPM=544 TOPDRIVE RPM=55 MOTOR RPM=92 TOTAL RPM= 147 WT ON BIT=24K OFF BOTTOM PRESSURE=1230 PSI DIFF PRESS=150-400 PSI
08:30	0.50	09:00	5	COND MUD & CIRC	CIRCUALTE SWEEP AROUND
09:00	1.50	10:30	6	TRIPS	SHORT TRIP TO THE 8"
10:30	0.50	11:00	5	COND MUD & CIRC	CIRCUALTE SWEEP AROUND
11:00	1.50	12:30	6	TRIPS	TRIP OUT OF HOLE
12:30	0.50	13:00	20	DIRECTIONAL WORK	LAY DOWN DIRECTIONAL TOOLS
13:00	0.50	13:30	21	OPEN	PREP FLOOR FOR 8 5/8 CASING RUN
13:30	3.50	17:00	12	RUN CASING & CEMENT	RUN 8 5/8 J-55 24# AS FOLLOWS 1 SHOE 1 JOINT 1 FLOAT 27 JOINTS BLM AND UDOGM NOTICE WAS SENT OUT FRI 1/23/2015 9:25 PM
17:00	3.00	20:00	5	COND MUD & CIRC	CIRCUALTE WHILE WAITING ON CEMENTERS TO RIG UP AND LAB TEST TO COME BACK
20:00	2.00	22:00	12	RUN CASING & CEMENT	SAFETY MEETING WITH HALLIBURTON CEMENT CREW -TEST LINES @ 5000 PSI, 10 BBLs FRESH WATER 40 BBLs SUPER FLUSH @ 10 PPG 10 BBLs WATER 105 BBLs LEAD CEMENT 220 SKS @ 11.5 PPG YP 3.16 GALS/SK 19.43 77 BBLs TAIL CEMENT 310 SKS @ 14.8 PPG YP 1.37 GAL/SK 6.62 SHUT DOWN WASH UP LINES DROP PLUG DISPLACE WITH 75 BBLs FRESH WATER FINAL LIFT PRESURE 390 PSI BUMP THE PLUG @ 1050 PSI FLOATS HELD 56 BBLs OF CEMENT BACK TO SURFACE
22:00	2.00	00:00	13	WAIT ON CEMENT	WAIT ON CEMENT RIG DOWN CEMENT HEAD RIG UP 200' OF 1" FOR TOP OUT
00:00	0.50	00:30	12	RUN CASING & CEMENT	TOP OUT WITH 20 BBLs 98 SKS 15.8 PPG CEMENT RELEASE HALLIBURTON @ 230 AM
00:30	1.50	02:00	13	WAIT ON CEMENT	WAIT ON CEMENT
02:00	1.00	03:00	21	OPEN	LIFT CONDUCTOR CUT CASING LAY BOTH DOWN
03:00	1.00	04:00	21	OPEN	WELD ON 11" 5M X 8-5/8" SOW WELL HEAD
04:00	2.00	06:00	14	NIPPLE UP B.O.P	NIPPLE UP B.O.PS

Aurora State 12-32-7-20 1/26/2015 06:00 - 1/27/2015 06:00

API 43-047-54710	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,330.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	14	NIPPLE UP B.O.P	NIPPLE UP B.O.PS
07:30	3.00	10:30	15	TEST B.O.P	HOLD S/M RIG UP TEST B.O.PS WITH PETE COX WITH B&C QUICK TEST B.O.Ps TEST 5000 HIGH F/10 MINS F.O.S.V AND DART VALVE UPPER KELLY VALVE PIPE RAMS INSIDE VALVES HCR, KILL LINE CHOKE LINE, CHECK VALVE INSIDE MANIFOLD VALVES BLIND RAMS SUPER CHOKE TEST 2500 PSI HIGH ANNULAR TEST SURFACE CASING TO 1500 PSI FOR 30 MINS BLM & UDOGM NOTICE WAS SENT OUT 1/23/2015 9:25 PM
10:30	1.00	11:30	21	OPEN	INSTALL WARE BUSHING
11:30	1.00	12:30	20	DIRECTIONAL WORK	MAKE UP BIT, PICK UP DIRECTIONAL
12:30	1.50	14:00	6	TRIPS	TRIP IN THE HOLE
14:00	1.50	15:30	9	CUT OFF DRILL LINE	CUT AND SLIP DRILL LINE
15:30	1.00	16:30	2	DRILL ACTUAL	DRILL OUT CEMENT FLOAT AND SHOE 20' NEW FORMATION

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
16:30	1.00	17:30	21	OPEN	DISPALCE LCM PILL PERFORM EMW TEST TO 10.5 125 PSI
17:30	0.50	18:00	2	DRILL ACTUAL	STEERABLE DRILLING 7 7/8 PRODUCTION F/ 1261'-1363' (102') 200' FPH AVG GPM=410 TOPDRIVE RPM=50 MOTOR RPM=121 TOTAL RPM=171 WT ON BIT=25K OFF BOTTOM PRESSURE=980 PSI DIFF PRESS=200-700 PSI
18:00	0.50	18:30	7	LUBRICATE RIG	RIG SERVICE
18:30	11.50	06:00	2	DRILL ACTUAL	STEERABLE DRILLING 7 7/8 PRODUCTION F/ 1363'-3715' (2352') 204' FPH AVG GPM=419 TOPDRIVE RPM=50 MOTOR RPM=121 TOTAL RPM=171 WT ON BIT=25K OFF BOTTOM PRESSURE=1000 PSI DIFF PRESS=200-700 PSI (MORNING TOUR B.O.P DRILL) START 90 BBLs STRATA SWEEPS AT 3500' START MUD UP AND WEIGHT UP @ 3000

Aurora State 12-32-7-20 1/27/2015 06:00 - 1/28/2015 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-54710	Utah	Uintah	Aurora	DRILLING	7,330.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.50	16:30	2	DRILL ACTUAL	STEERABLE DRILLING 7 7/8 PRODUCTION F/ 3715' -4801' (1086') 103' FPH AVG GPM=419 TOPDRIVE RPM=50 MOTOR RPM=121 TOTAL RPM=171 WT ON BIT=25K OFF BOTTOM PRESSURE=1300 PSI DIFF PRESS=200-700 PSI (DAY LIGHT B.O.P DRILL 1 MIN 10 SEC) TAKING ON OIL ACROSS SHAKERS BUMP MUD WEIGHT UP TO 9.7 @ 4800'
16:30	0.50	17:00	7	LUBRICATE RIG	RIG SERVICE (FUNCTION TEST PIPE RAMS)
17:00	13.00	06:00	2	DRILL ACTUAL	STEERABLE DRILLING 7 7/8 PRODUCTION F/ 4801'-5886' (1085') 85' FPH AVG GPM=419 TOPDRIVE RPM=50 MOTOR RPM=121 TOTAL RPM=171 WT ON BIT=25K OFF BOTTOM PRESSURE=1500 PSI DIFF PRESS=200-700 PSI

Aurora State 12-32-7-20 1/28/2015 06:00 - 1/29/2015 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-54710	Utah	Uintah	Aurora	DRILLING	7,330.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.50	16:30	2	DRILL ACTUAL	STEERABLE DRILLING 7 7/8 PRODUCTION F/ 5886'-6493' (607') 58' FPH AVG GPM=419 TOPDRIVE RPM=50 MOTOR RPM=121 TOTAL RPM=171 WT ON BIT=25K OFF BOTTOM PRESSURE=1500 PSI DIFF PRESS=200-700 PSI
16:30	0.50	17:00	7	LUBRICATE RIG	RIG SERVICE (FUNCTION TEST ANNULAR)
17:00	13.00	06:00	2	DRILL ACTUAL	STEERABLE DRILLING 7 7/8 PRODUCTION F/ 6493'-7104' (611') 48' FPH AVG GPM=340 TOPDRIVE RPM=50 MOTOR RPM=98 TOTAL RPM=148 WT ON BIT=25K OFF BOTTOM PRESSURE=1500 PSI DIFF PRESS=200-700 PSI BY PASS SHAKERS BRING LCM UP TO 20% AND RASIE MUD WEIGHT TO 9.8 TO HOLE BACK OIL 40% RETURNS @ 6710' SLOW SPM TO 100 SPM REGAINED RETURNS @ 6790'

Aurora State 12-32-7-20 1/29/2015 06:00 - 1/30/2015 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-54710	Utah	Uintah	Aurora	DRILLING	7,330.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	6.50	12:30	2	DRILL ACTUAL	STEERABLE DRILLING 7 7/8 PRODUCTION F/ 7104'-7330' (226') 34' FPH AVG GPM=340 TOPDRIVE RPM=50 MOTOR RPM=98 TOTAL RPM=148 WT ON BIT=25K OFF BOTTOM PRESSURE=1500 PSI DIFF PRESS=200-700 PSI
12:30	1.50	14:00	5	COND MUD & CIRC	CIRCULATE SWEEP AROUND
14:00	3.00	17:00	6	TRIPS	SHORT TRIP TO 5500' THEN BACK TO BOTTOM HOLE TAKING CORRECT FILL
17:00	1.50	18:30	5	COND MUD & CIRC	CIRCULATE & SHAKE OUT LCM
18:30	2.00	20:30	6	TRIPS	TRIP OUT OF THE HOLE PULL 10 JNTS FLOW CHECK PULL TO 5800' HOLE TAKING CORRECT DISPLACMENT
20:30	0.50	21:00	5	COND MUD & CIRC	PUMP 140 BBLs STRATA PILL 15 PPG VANGUARD 15 PPG FLEX MED CHASED WITH CALCULATED STROKES TO PLACE BETWEEN 5500'-3500' PUMP SLUG
21:00	3.00	00:00	6	TRIPS	TRIP OUT OF HOLE
00:00	1.50	01:30	20	DIRECTIONAL WORK	LAY DOWN DIRECTIONAL TOOLS
01:30	1.00	02:30	21	OPEN	PULL WARE BUSHING RIG UP FOR CASING RUN

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
02:30	3.50	06:00	12	RUN CASING & CEMENT	RUN 5.5 17# L-80 LT&C CASING AS FOLLOWS 1 SHOE 2 JNTS 1 FLOAT 11 JNTS 1 MARKER 23 JNTS 1 MARKER 136 JNTS BREAK CIRCULATION EVERY 1500' HOLE TAKING CORRECT DISPLACMENT EMAIL IN ATTACHMENTS FOR B.O.P NOTICE SENT OUT TO STATE AND UDOGM 1/29/2015 12:17 PM

Aurora State 12-32-7-20 1/30/2015 06:00 - 1/30/2015 23:00

API 43-047-54710	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,330.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	5.50	11:30	12	RUN CASING & CEMENT	FINISH RUNNING CASING TAG ON JOINT 173 @ 7328'
11:30	2.50	14:00	5	COND MUD & CIRC	CIRCULATE 2 FULL BOTTOMS UP LOWERIN YP BELOW A 10 LAY DOWN JOINT # 173 PICK UP LANDING JOINT LAND ON JOINT # 172 PUMP 60 BBLs STRATA SWEEP BEFORE PUMPING CEMENT
14:00	3.00	17:00	12	RUN CASING & CEMENT	SAFETY MEETING WITH HALLIBURTON CEMENT CREW -TEST LINES @ 5000 PSI, 40 BBLs 10.5 PPG TUNED SPACER, 10 BBLs WATER SPACER 20 BBLs SUPER FLUSH 10 BBLs WATER 167 BBLs 400 SKS 11.0 PPG 2.34 YIELD LEAD CEMENT MIXED @ 10.1 GAL/SK, 187 BBLs 725 SKS 13.5 PPG 1.45 YIELD TAIL CEMENT MIXED @ 6.91 GAL/SK, SHUT DOWN WASH LINES TO PIT DROP PLUG AND DISPLACE WITH 168 BBLs CLAY-WEB WATER/ALDACIDEFINAL BLM AND UDOGM NOTICE WAS SENT OUT THU 1/29/2015 12:17 PM PM FINAL LIFT PRESSURE 1530 PSI LOST RETURNS 108 BBLs INTO DISPLACMENT. APPREARS GOT ALL SPACER BACK TO SURFACE. TRACE CEMENT BACK TO SURFACE BUMP PLUG @ 2091 FLOATS HELD
17:00	1.00	18:00	21	OPEN	SET PACK OFF WITH CAMERON AND TEST
18:00	2.50	20:30	14	NIPPLE DOWN B.O.P	NIPPLE DOWN B.O.P
20:30	2.50	23:00	21	OPEN	CLEAN PITS RELEASE RIG @ 23:00

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp Rig Name/# CAPSTAR 329
_Submitted By Ricky Kuhr Phone Number 303-353-5374
Well Name/Number Aurora State 12-32-7-20
Qtr/Qtr NW/SW Section 32 Township 7S Range 20E
Lease Serial Number ML 49956
API Number 43-047-547100000

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

Date/Time _____ AM PM

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

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

Date/Time 1/30/2015 300 AM PM

BOPE

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

Date/Time _____ AM PM

Remarks Running 7330' of 5 1/2", 17#, L-80, LT&C csg.

—

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp Rig Name/# CAPSTAR 329
_Submitted By Ricky Kuhr Phone Number 303-353-5374
Well Name/Number Aurora State 12-32D-7-20
Qtr/Qtr NW/SW Section 32 Township 7S Range 20E
Lease Serial Number ML 49956
API Number 43-047-547100000

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

Date/Time _____ AM PM

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

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

Date/Time 1/25/2015 9:00 AM PM

BOPE

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

Date/Time 1/25/2015 2100 AM PM

Remarks Running 1200' of 8 5/8", 24#, J-55, STC csg.

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STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
5. LEASE DESIGNATION AND SERIAL NUMBER: ML 49956	
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:	
7. UNIT or CA AGREEMENT NAME:	
8. WELL NAME and NUMBER: AURORA STATE 12-32-7-20	
9. API NUMBER: 43047547100000	
9. FIELD and POOL or WILDCAT: THREE RIVERS	
COUNTY: UINTAH	
STATE: UTAH	
1. TYPE OF WELL Oil Well	
2. NAME OF OPERATOR: BILL BARRETT CORP	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	
PHONE NUMBER: 303 312-8134 Ext	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0665 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 32 Township: 07.0S Range: 20.0E Meridian: S	

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 2/28/2015	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

Attached is the February 2015 Drilling Activity for this well.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 March 02, 2015

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 3/2/2015	


Aurora State 12-32-7-20 2/2/2015 06:00 - 2/3/2015 06:00

API 43-047-54710	State/Province Utah	County Uintah	Field Name Aurora	Well Status COMPLETION	Total Depth (ftKB) 7,330.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	IWHD	Install Wellhead	HSM. CHECK PRESSURE. ND 11" NIGHT CAP. CLEAN HANGER MANDREL. NU 7" 5K TBG HEAD. PRES TEST VOID AND SEALS. GOOD. NU 7" NIGHT CAP. WELL SECURE.
09:00	8.00	17:00	GOP	General Operations	MIRU HES. HSM. RIH W/ GR/JB TO TAG 7186'. DRLG SHOW FC AT 7217' (HAVE 31' FILL). RUN RMT/CBL. LOG SHOWS GOOD CMT TD-2300', FAIR CMT 2300'-1500', POOR CMT 1500'-1120'. TOC EST 1120'. SJ AT 5698'-5720' AND 6717'-6739'. RAN RMT TD-3000' AND CBL TD-SURFACE. DID NOT LOG WITH PRESSURE. RDMO HES. WELL SECURE.
17:00	13.00	06:00	LOCL	Lock Wellhead & Secure	LOCK & SECURE WELL.

Aurora State 12-32-7-20 2/17/2015 06:00 - 2/18/2015 06:00

API 43-047-54710	State/Province Utah	County Uintah	Field Name Aurora	Well Status COMPLETION	Total Depth (ftKB) 7,330.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	HSM. SET & R/U FB PACKAGE. CHECK PRESSURE. ND 7" NIGHT CAP. NU 7" 5K X 5" 10K FRAC MANDREL. NU 5" 10K FRAC VALVES. PRES TEST CSG TO 6200 PSI WITH METHANOL, TEST FB EQUIP TO 2500/4500 PSI. ALL TEST GOOD. SECURE WELL. CONT SETTING & FILLING FRAC LINE TRYING TO GET 65-600S ON LOC.

Aurora State 12-32-7-20 2/22/2015 06:00 - 2/23/2015 06:00

API 43-047-54710	State/Province Utah	County Uintah	Field Name Aurora	Well Status COMPLETION	Total Depth (ftKB) 7,330.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	MIRU WILLIES HOT OILERS. HEAT FRAC LINE 65-600S TO 90°. RDMO

Aurora State 12-32-7-20 2/23/2015 06:00 - 2/24/2015 06:00

API 43-047-54710	State/Province Utah	County Uintah	Field Name Aurora	Well Status COMPLETION	Total Depth (ftKB) 7,330.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM.
07:00	1.50	08:30	SRIG	Rig Up/Down	MIRU CUTTERS W/ 5" 10K LUBE.
08:30	1.50	10:00	PFRT	Perforating	PU PERF GUNS FOR STG 1. OPEN WITH 50 PSI. RIH AND CORRELATE TO SJ AT 5698'-5720' AND 6717'-6739'. RUN DOWN AND PERF UTELAND BUTTE FORM 6696'-7122' WITH 60 HOLES IN 20' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN AND SECURE WELL.
10:00	4.00	14:00	SRIG	Rig Up/Down	MIRU HES FRAC FLEET.
14:00	16.00	06:00	LOCL	Lock Wellhead & Secure	LOCK & SECURE WELL..

Aurora State 12-32-7-20 2/24/2015 06:00 - 2/25/2015 06:00

API 43-047-54710	State/Province Utah	County Uintah	Field Name Aurora	Well Status COMPLETION	Total Depth (ftKB) 7,330.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	SMTG	Safety Meeting	AOL 05:30. PRIME UP CHEMS AND PUMPS. QC FLUIDS. PRESSURE TEST. HSM-SMOKING, RED ZONE, PPE, PERF GUNS, MUSTER AREA, OVER HEAD LOADS, PICKING UP LAYING DOWN GUNS, ICE PLUGS.
07:00	6.50	13:30	DTIM	Downtime	HAD TO REPLACE VALVES ON ON LOW PSI SIDE OF DISCHARGE MANIFOLD ON MISSLE. GROWLER WOULD NOT THROTTLE UP, HAD A BAD "ELECTRONICAL POWER SUPPLY" CAN ON IT REPLACED IT ABLE TO THROTTLE UP "GROWLER FIXED". HYDRALLIC ISSUES ON BLENDER NOT ENOUGH HYDRALLIC PSI. CALL FOR ANOTHER BLENDER, SPARE BLENDER SHOWED UP @ 11:00AM. TOOK PART OFF OF NEW BLENDER TRY TO REPAIR BLENDER RIGGED UP. NO LUCK. 11:50 AM START RIGGING DOWN WET SIDE TO SWAP OUT BLENDERS. NEW BLENDER IN LINE & REPRIME TRUCKS @ 13:15.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
13:30	2.50	16:00	FRAC	Frac. Job	<p>FRAC STG 1 PRESSURE TEST LINES TO 7200 PSI. OPEN WELL W/ 100 PSI AT 13:35 BREAK DOWN 3006 PSI AT 10.3 BPM. PMP 500 GAL 15% HCL ACID W/ 120 BIO BALLS FOR DIVERSION. 8.3 BPM AT 1700 PSI. FLUSH W/ 6800 GAL. 24.5 BPM AT 2170 PSI. BALL OUT (MAX PRESSURE 5565 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN.</p> <p>STAGE FR PAD. STABLE RATE OF 70 BPM AT 3047 PSI. ISDP 1351 . FG .63. PERFS OPEN 30/60</p> <p>ISIP 1732, FG .68, MR 70.5 BPM, AR 69.8 BPM, MP 3829 PSI (ON FINAL FLUSH 3480 PSI), AP 3309 PSI 30/50 WHITE 636 SKS SLKWATER .5#.75PPG 30/50 WHITE 865 SKS 20# LINEAR .75#-1.25PPG TREATED WTR 240 BBLS, SLK WTR 3963 BBLS. 20# LINEAR 3378 BTR 7593 BBLS.</p> <p>STAGE SCORE 10</p> <p>SHUT IN AND TURN WELL OVER TO CUTTERS</p>
16:00	1.34	17:20	PFRT	Perforating	<p>PERF STG #2- PU HES 5-1/2" 10K CBP AND GUNS FOR STAGE 2 INTO LUBE AND EQUALIZE 1500 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 5698'-5720' . RUN DOWN AND SET 5-1/2" CBP AT 6680' WITH 1450 PSI. PULL UP AND PERF BSF,CASTLE PEAK/UTELAND BUTTE FORM 6277'-6657' WITH 45 HOLES IN 15' NET. END PERFS WITH 1250 PSI. POOH AND VERIFY ALL GUNS SHOT.</p> <p>SHUT IN SECURE WELL. SDFN</p>
17:20	12.66	06:00	LOCL	Lock Wellhead & Secure	WINTERIZE EQUIP. LOCK & SECURE WELL. SDFN

Aurora State 12-32-7-20 2/25/2015 06:00 - 2/26/2015 06:00

API 43-047-54710	State/Province Utah	County Uintah	Field Name Aurora	Well Status COMPLETION	Total Depth (ftKB) 7,330.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.00	06:00	SMTG	Safety Meeting	AOL 04:00. PRIME UP CHEMS AND PUMPS. QC FLUIDS. PRESSURE TEST. HSM-SMOKING, RED ZONE, PPE, PERF GUNS, MUSTER AREA, OVER HEAD LOADS, PICKING UP LAYING DOWN GUNS, ICE PLUGS.
06:00	1.50	07:30	FRAC	Frac. Job	<p>FRAC STG 2 PRESSURE TEST LINES TO 7200 PSI. OPEN WELL W/ 948 PSI AT 5:30AM BREAK DOWN 2431 PSI AT 10.4 BPM. PMP 500 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10 BPM AT 1420 PSI. FLUSH W/ 6400 GAL. 25 BPM AT 1694 PSI. BALL OUT (MAX PRESSURE 5175 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN.</p> <p>ISIP 1841, FG .71, MR 70.9 BPM, AR 70.6 BPM, MP 4709 PSI (ON FINAL FLUSH 4710 PSI), AP 2950 PSI 30/50 WHITE 987 SKS SLKWATER .5#.75PPG 30/50 WHITE 513 SKS 20# LINEAR .75#-1.25PPG TREATED WTR 254 BBLS, SLK WTR 5251 BBLS. 20# LINEAR 2081 BBLS. BTR 7598 BBLS.</p> <p>STAGE SCORE 10</p> <p>SHUT IN AND TURN WELL OVER TO CUTTERS</p>
07:30	1.50	09:00	PFRT	Perforating	<p>PERF STG #3- PU HES 5-1/2" 10K CBP AND GUNS FOR STAGE 3 INTO LUBE AND EQUALIZE W/METHANOL 1650 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 5698'-5720' . RUN DOWN AND SET 5-1/2" CBP AT 6260' WITH 1600 PSI. PULL UP AND PERF LWR DOUGLAS CREEK/3PT FORM 5856'-6240' WITH 45 HOLES IN 15' NET. END PERFS WITH 1550 PSI. POOH AND VERIFY ALL GUNS SHOT.</p> <p>SHUT IN AND TURN WELL OVER TO HES.</p>



Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
09:00	2.50	11:30	FRAC	Frac. Job	<p>FRAC STG 3 PRESSURE TEST LINES TO 7450 PSI. OPEN WELL W/ 1493 PSI AT 9:15AM BREAK DOWN 2702 PSI AT 9.8 BPM. PMP 500 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10.2 BPM AT 2905 PSI. FLUSH W/ 6093 GAL. 24.4 BPM AT 2950 PSI. BALL OUT (MAX PRESSURE 5653 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN.</p> <p>"ISSUES GETTING FR LINED OUT THROUGH 2ND .5# STG"</p> <p>ISIP 1672, FG .70, MR 71.8 BPM, AR 71.5 BPM, MP 4238 PSI (ON FINAL FLUSH 3558 PSI), AP 2819 PSI 30/50 WHITE 1497 SKS SLKWATER .5#-1.25PPG TREATED WTR 301 BBLS, SLK WTR 6961 BBLS. 20# LINEAR 166 BBLS, BTR 7440 BBLS.</p> <p>STAGE SCORE 10</p> <p>SHUT IN AND TURN WELL OVER TO CUTTERS</p>
11:30	1.25	12:45	PFRT	Perforating	<p>PERF STG #4- PU HES 5-1/2" 10K CBP AND GUNS FOR STAGE 4 INTO LUBE AND EQUALIZE 1485 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 5698'-5720' . RUN DOWN AND SET 5-1/2" CBP AT 5787' WITH 1450 PSI. PULL UP AND PERF DOUGLAS CREEK FORM 5379'-5767' WITH 45 HOLES IN 15' NET. END PERFS WITH 1150 PSI. POOH AND VERIFY ALL GUNS SHOT.</p> <p>SHUT IN AND TURN WELL OVER TO HES.</p>
12:45	1.92	14:40	FRAC	Frac. Job	<p>FRAC STG 4 PRESSURE TEST LINES TO 7300 PSI. OPEN WELL W/ 528 PSI AT 12:35 BREAK DOWN 2811 PSI AT 10.5 BPM. PMP 500 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10.1 BPM AT 2776 PSI. FLUSH W/ 5500 GAL. 20.4 BPM AT 3340 PSI. BALL OUT (MAX PRESSURE 5440 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN.</p> <p>"TREATER ENTERED WRONG SET PT ON SAND ON 1ST .5# STG. SENT 1.3# SAND SLUG. SUCKED AIR ON WTR TANKS ON 1ST .75# STG"</p> <p>ISIP 2106, FG .81, MR 72.9 BPM, AR 71.4 BPM, MP 5203 PSI (ON FINAL FLUSH 5300 PSI), AP 3063 PSI 30/50 WHITE 1500 SKS SLKWATER .5#-1.25PPG 30/50 WHITE 0 SKS 20# LINEAR TREATED WTR 323 BBLS, SLK WTR 7044 BBLS. 20# LINEAR 164 BBLS. BTR 7543 BBLS.</p> <p>STAGE SCORE 10</p> <p>SHUT IN AND TURN WELL OVER TO CUTTERS</p>
14:40	1.00	15:40	PFRT	Perforating	<p>PERF STG #5- PU HES 5-1/2" 10K CBP AND GUNS FOR STAGE INTO LUBE AND EQUALIZE 1650 PSI. OPEN WELL AND RIH. CORRELATE NO SJ LOG A 4-COLLAR STRIPE. RUN DOWN AND SET 5-1/2" CBP AT 5362' WITH 1450 PSI. PULL UP AND PERF PELICAN/TGR3 FORM 5045'-5342' WITH 45 HOLES IN 15' NET. END PERFS WITH 1250 PSI. POOH AND VERIFY ALL GUNS SHOT.</p> <p>SHUT IN WELL AND TURN OVER TO HES.</p>



Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
15:40	2.83	18:30	FRAC	Frac. Job	FRAC STG 5 PRESSURE TEST LINES TO 7300 PSI. OPEN WELL W/ 1210 PSI AT 1615 BREAK DOWN 1422 PSI AT 10.1 BPM. PMP 500 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10.4 BPM AT 1455 PSI. FLUSH W/ 5100 GAL. 31 BPM AT 2200 PSI. BALL OUT (MAX PRESSURE 3894 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN. ISIP 1398, FG .70, MR 75.1 BPM, AR 73.5 BPM, MP 2846 PSI (ON FINAL FLUSH 2580 PSI), AP 2378 PSI 30/50 WHITE 1525 SKS SLKWATER .5#-1.25PPG TREATED WTR 166 BBLS, SLK WTR 6389 BBLS. 20# LINEAR 0 BBLS. BTR 6566 BBLS. STAGE SCORE 10 HES RIG DOWN CANDY CANES ON FRAC TREE. SHUT IN AND TURN WELL OVER TO CUTTERS
18:30	1.00	19:30	WLWK	Wireline	KILL PLUG- PU 5-1/2" HES PLUG AND SETTING TOOLS INTO LUBE. EQUALIZE 1350 PSI. RIH & SET KILL PLUG AT 4980' WITH 1300 PSI. BLEED OFF AS POOH.
19:30	3.00	22:30	SRIG	Rig Up/Down	RDMO CUTTERS & HES FRAC FLEET.
22:30	7.50	06:00	LOCL	Lock Wellhead & Secure	LOCK & SECURE WELL. SDFN

Aurora State 12-32-7-20 2/26/2015 06:00 - 2/27/2015 06:00

API 43-047-54710	State/Province Utah	County Uintah	Field Name Aurora	Well Status COMPLETION	Total Depth (ftKB) 7,330.0	Primary Job Type Drilling & Completion
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Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM.
07:00	1.50	08:30	SRIG	Rig Up/Down	ROAD RIG TO LOCATION. SPOT AND RUSU.
08:30	1.00	09:30	BOPI	Install BOP's	CHECK PRESSURE. 0 PSI. ND FRAC VALVES. NU 7" 5K BOP AND HYDRIL. RU FLOOR. X-O FOR TBG.
09:30	1.50	11:00	GOP	General Operations	SPOT CATWALK AND PIPE RACKS. UNLOAD -JTS 2-7/8" L-80 TBG.
11:00	2.50	13:30	RUTB	Run Tubing	MU 4-3/4" BIT, BIT SUB (W/ FLOATS), 1-JT TBG, AND DRAIN SUB. RIH AS MEAS AND PU TBG.
13:30	1.00	14:30	PTST	Pressure Test	RU DRLG EQUIP W/ JT #157. FILL TBG. PRES TEST BOP AND LINES TO 2500 PSI. GOOD.
14:30	2.30	16:48	DOPG	Drill Out Plugs	EST CIRC AND D/O PLUG. PMP 1.5 BPM, RET 1.5 BPM ON 26/64 W/ 600 PSI. CBP #1 AT 4980'. 0' FILL. D/O IN 25 MIN. FCP 950 PSI ON 26/64" AT 2 BPM. RIH. CBP #2 AT 5362'. 115' FILL. D/O IN 5 MIN. FCP 900 PSI ON 26/64" AT 2 BPM. RIH CBP #3 AT 5787'. 30' FILL. D/O IN 10 MIN. FCP 800 PSI ON 26/64" AT 2 BPM. RUN 1-JT. 184-JTS IN, EOT AT 5842'. HANG PWR SWIVEL. CIRC CLEAN. TURN OVER TO FB CREW AND PRODUCTION FOR NIGHT.
16:48	12.00	04:48	FBCK	Flowback Well	CREW TRAVEL. WELL FLOWING TO PRODUCTION.

Aurora State 12-32-7-20 2/27/2015 06:00 - 2/28/2015 06:00

API 43-047-54710	State/Province Utah	County Uintah	Field Name Aurora	Well Status COMPLETION	Total Depth (ftKB) 7,330.0	Primary Job Type Drilling & Completion
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Time Log					
Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM. WELL FLOWING 580 PSI ON 28/64" 105 BWPH. NO OIL OR GAS. TURN TO FB TANK
07:00	6.00	13:00	DOPG	Drill Out Plugs	CONT RIH AS D/O PLUGS. CBP #4 AT 6260'. 190' FILL, D/O IN 5 MIN. FCP 450 PSI ON 30/64". RIH CBP #5 AT 6680'. 170' FILL. D/O IN 5 MIN. FCP 450 PSI ON 30/64". RIH C/O 120' FILL TO FC AT 7217'. C/O 40' CMT TO PBTD AT 7257' W/ 229-JTS IN. CIRC CLEAN W/ 120 BBLS (START GETTING SOME OIL, TURN TO TREATER). RD PWR SWIVEL.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
13:00	1.00	14:00	PULT	Pull Tubing	POOH AS LD 73-JTS TBG. LUBE IN AND LAND HANGER. TBG DETAIL KB 13.00 HANGER .85 155-JTS 2-7/8" L-80 4921.25 DRAIN SUB 1.01 1-JT 2-7/8" L-80 31.75 BIT SUB ASSY 2.40 4-3/4" BIT .37 EOT AT 4970.63
14:00	1.50	15:30	BOPR	Remove BOP's	RD FLOOR. ND BOP AND HYDRIL. NU WH. PLUMB IN LINES. DROP BAR AND SHEAR DRAIN PINS. SITP 500, SICP 500. TURN TO PRODUCTION AND FB CREW.
15:30	3.00	18:30	SRIG	Rig Up/Down	RDSU. MOVE OFF LOCATION.
18:30	11.50	06:00	FBCK	Flowback Well	CREW TRAVEL. WELL FLOWING TO PRODUCTION AND FB CREW.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9	
		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 49956	
SUNDRY NOTICES AND REPORTS ON WELLS		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:	
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		7. UNIT or CA AGREEMENT NAME:	
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: AURORA STATE 12-32-7-20	
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43047547100000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: THREE RIVERS	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0665 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 32 Township: 07.0S Range: 20.0E Meridian: S		COUNTY: UINTAH	
		STATE: UTAH	
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 2/26/2015 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input checked="" type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.			
THIS WELL HAD FIRST PRODUCTION AND FIRST GAS SALES ON 2/26/2015			
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY March 02, 2015			
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst	
SIGNATURE N/A		DATE 3/2/2015	

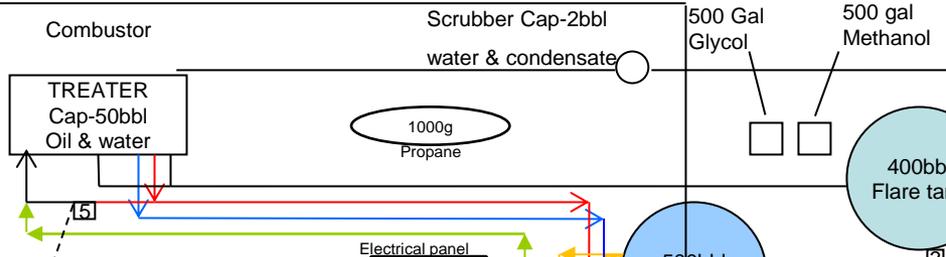
STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 49956
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: AURORA STATE 12-32-7-20	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43047547100000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: THREE RIVERS
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0665 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 32 Township: 07.0S Range: 20.0E Meridian: S	COUNTY: UINTAH	
	STATE: UTAH	
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 3/3/2015 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> WILDCAT WELL DETERMINATION <input checked="" type="checkbox"/> OTHER	
OTHER: <input style="border: 1px solid black;" type="text" value="SITE FACILITY DIAGRAM"/>		
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
<p>ATTACHED PLEASE FIND THE SITE SECURITY DIAGRAM FOR THIS LOCATION</p> <div style="text-align: right; font-weight: bold; font-size: small;"> Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY March 04, 2015 </div>		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 3/3/2015	

BILL BARRETT CORPORATION
FEE/STATE
 Aurora State 12-32-7-20
 NW ¼ SW ¼ Sec 32,T7S, R20E,
 Lease # ML 49956
 API # 43-047-54710
 Uintah Co. Utah

50'

170'

50'



90'

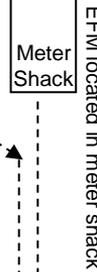
Containment 1 ft. high
 Volume 1919 BBL

Underground lines

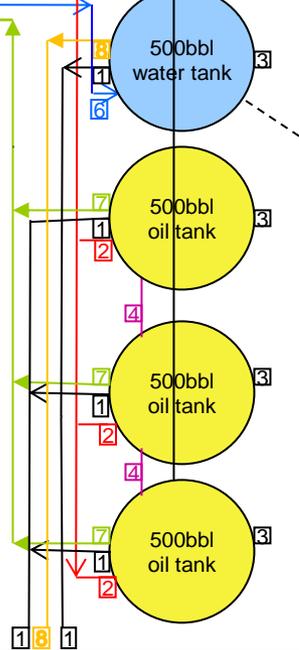
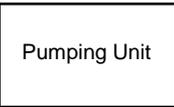
Underground Electric lines

75'

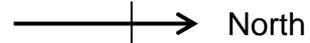
50'



Underground gas & water lines



30'



Surface Drainage to East.



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

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

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

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

AMENDED REPORT FORM 8
(highlight changes)

WELL COMPLETION OR RECOMPLETION REPORT AND LOG		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 49956
1a. TYPE OF WELL: OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> DRY <input type="checkbox"/> OTHER _____		6. IF INDIAN, ALLOTTEE OR TRIBE NAME
b. TYPE OF WORK: NEW WELL <input checked="" type="checkbox"/> HORIZ. LATS. <input type="checkbox"/> DEEP-EN <input type="checkbox"/> RE-ENTRY <input type="checkbox"/> DIFF. RESVR. <input type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME
2. NAME OF OPERATOR: Bill Barrett Corporation		8. WELL NAME and NUMBER: AURORA STATE 12-32-7-20
3. ADDRESS OF OPERATOR: 1099 18th St Ste 2300 CITY Denver STATE CO ZIP 80202		9. API NUMBER: 4304754710
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 1980 FSL 665 FWL AT TOP PRODUCING INTERVAL REPORTED BELOW: 1989 FSL 665 FWL AT TOTAL DEPTH: 1932 FSL 653 FWL		10 FIELD AND POOL, OR WILDCAT THREE RIVERS
14. DATE SPUNNED: 1/7/2015		11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 32 7S 20E S
15. DATE T.D. REACHED: 1/29/2015		12. COUNTY Uintah
16. DATE COMPLETED: 2/26/2015 ABANDONED <input type="checkbox"/> READY TO PRODUCE <input checked="" type="checkbox"/>		13. STATE UTAH
17. ELEVATIONS (DF, RKB, RT, GL): 4808 GL		
18. TOTAL DEPTH: MD 7,330 TVD 7,328	19. PLUG BACK T.D.: MD 7,217 TVD 7,215	20. IF MULTIPLE COMPLETIONS, HOW MANY? *
21. DEPTH BRIDGE MD PLUG SET: TVD		

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)
CASED HOLE, RMT WITH CHI PROCESSING, CBL, MUD

23. WAS WELL CORED? NO YES (Submit analysis)
 WAS DST RUN? NO YES (Submit report)
 DIRECTIONAL SURVEY? NO YES (Submit copy)

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

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
26	16 Conq	65#	0	90	90			0	
12 1/4	8 5/8 J-55	24#	0	1,241	1,241	Lead 220	105	0	
						Tail 310	76		
7 7/8	5 1/2 I-80	17#	0	7,330	7,305	Tuned 400	167	1526	
						ECON 725	187		

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 7/8	7,089							

26. PRODUCING INTERVALS					27. PERFORATION RECORD				
FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS	
(A) Green River	5,045	7,122			5,045 7,289	.38	240	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(B)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>
(C)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>

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

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
5045-7122	Green River: See attached Stage 1-5

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

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 2/26/2015		TEST DATE: 3/7/2015		HOURS TESTED: 24		TEST PRODUCTION RATES: →	OIL - BBL: 125	GAS - MCF: 16	WATER - BBL: 78	PROD. METHOD: Flowing
CHOKE SIZE: 48/64	TBG. PRESS. 90	CSG. PRESS. 150	API GRAVITY 28.77	BTU - GAS 1,077	GAS/OIL RATIO 128	24 HR PRODUCTION RATES: →	OIL - BBL: 125	GAS - MCF: 16	WATER - BBL: 78	INTERVAL STATUS:

INTERVAL B (As shown in item #26)

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

INTERVAL C (As shown in item #26)

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

INTERVAL D (As shown in item #26)

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

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

Sold

33. SUMMARY OF POROUS ZONES (Include Aquifers):

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

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				Green River	3,201
				Mahogany	4,245
				TGR3	5,197
				Douglas Creek	5,330
				Black Shale Facies	6,273
				Castle Peak	6,372
				Uteland Butte	6,600
				Wasatch	7,316
				TD	7,330

35. ADDITIONAL REMARKS (Include plug-in procedure)

TOC calculated by CBL. Conductor cemented with grout. First gas sales 2/26/2015 and first oil sales 3/6/15. Additional cores were taken and will submitted to the commission when BBC receives them

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

NAME (PLEASE PRINT) BRADY RILEY TITLE Permit Analyst
 SIGNATURE Electronic Signature DATE 3/12/2015

This report must be submitted within 30 days of

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

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

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

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



Payzone Directional
End of Well Report



Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well Aurora State 12-32-7-20
Project:	Fort Duchesne	TVD Reference:	Aurora State 12-32-7-20 @ 4820.0usft (CAPSTAR 329)
Site:	SECTION 32 T7S, R20E	MD Reference:	Aurora State 12-32-7-20 @ 4820.0usft (CAPSTAR 329)
Well:	Aurora State 12-32-7-20	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 5000.1 Single User Db

Project	Fort Duchesne		
Map System:	US State Plane 1983	System Datum:	Mean Sea Level
Geo Datum:	North American Datum 1983		
Map Zone:	Utah Southern Zone		

Site	SECTION 32 T7S, R20E		
Site Position:		Northing:	11,123,640.10 usft
From:	Lat/Long	Easting:	2,143,801.42 usft
Position Uncertainty:	0.0 usft	Slot Radius:	13-3/16 "
		Latitude:	40° 10' 14.080 N
		Longitude:	109° 42' 0.460 W
		Grid Convergence:	1.10 °

Well	Aurora State 12-32-7-20, SHL: 40° 9' 50.830 -109° 41' 59.880		
Well Position	+N/-S	0.0 usft	Northing: 11,121,286.70 usft
	+E/-W	0.0 usft	Easting: 2,143,891.79 usft
Position Uncertainty	0.0 usft	Wellhead Elevation:	4,820.0 usft
		Latitude:	40° 9' 50.830 N
		Longitude:	109° 41' 59.880 W
		Ground Level:	4,807.0 usft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	1/22/2015	10.72	65.87	52,034

Design	Actual			
Audit Notes:				
Version:	1.0	Phase:	ACTUAL	Tie On Depth: 0.0
Vertical Section:	Depth From (TVD) (usft)	+N/-S (usft)	+E/-W (usft)	Direction (°)
	0.0	0.0	0.0	194.21

Survey Program	Date	2/2/2015		
From (usft)	To (usft)	Survey (Wellbore)	Tool Name	Description
321.0	7,330.0	Survey #1 (Wellbore #1)	MWD	MWD v3:standard declination



Payzone Directional

End of Well Report



Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well Aurora State 12-32-7-20
Project:	Fort Duchesne	TVD Reference:	Aurora State 12-32-7-20 @ 4820.0usft (CAPSTAR 329)
Site:	SECTION 32 T7S, R20E	MD Reference:	Aurora State 12-32-7-20 @ 4820.0usft (CAPSTAR 329)
Well:	Aurora State 12-32-7-20	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 5000.1 Single User Db

Survey										
MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)	
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	0.00	0.00
321.0	0.35	168.62	321.0	0.9	-1.0	0.2	0.11	0.11	0.00	0.00
413.0	0.66	171.16	413.0	1.6	-1.8	0.3	0.34	0.34	2.76	2.76
504.0	0.48	197.05	504.0	2.5	-2.6	0.3	0.34	-0.20	28.45	28.45
594.0	0.62	190.24	594.0	3.4	-3.5	0.1	0.17	0.16	-7.57	-7.57
687.0	0.57	181.84	687.0	4.3	-4.4	0.0	0.11	-0.05	-9.03	-9.03
791.0	0.31	171.08	791.0	5.1	-5.2	0.0	0.26	-0.25	-10.35	-10.35
878.0	0.35	194.06	878.0	5.6	-5.7	0.0	0.16	0.05	26.41	26.41
966.0	0.65	180.97	966.0	6.3	-6.5	-0.1	0.36	0.34	-14.87	-14.87
1,052.0	0.53	167.65	1,052.0	7.1	-7.4	0.0	0.21	-0.14	-15.49	-15.49
1,140.0	0.53	178.46	1,140.0	7.9	-8.2	0.1	0.11	0.00	12.28	12.28
1,257.0	0.40	181.83	1,257.0	8.8	-9.1	0.1	0.11	-0.11	2.88	2.88
1,344.0	1.10	40.11	1,344.0	8.4	-8.8	0.6	1.65	0.80	-162.90	-162.90
1,430.0	1.19	41.21	1,429.9	6.8	-7.5	1.7	0.11	0.10	1.28	1.28
1,517.0	2.12	57.12	1,516.9	4.8	-5.9	3.7	1.18	1.07	18.29	18.29
1,605.0	2.21	52.32	1,604.8	2.3	-4.0	6.4	0.23	0.10	-5.45	-5.45
1,693.0	2.12	50.34	1,692.8	-0.3	-1.9	9.0	0.13	-0.10	-2.25	-2.25
1,780.0	1.99	55.32	1,779.7	-2.8	0.0	11.5	0.25	-0.15	5.72	5.72
1,868.0	1.99	26.23	1,867.7	-5.4	2.2	13.4	1.14	0.00	-33.06	-33.06
1,956.0	1.99	25.04	1,955.6	-8.4	5.0	14.7	0.05	0.00	-1.35	-1.35
2,042.0	1.81	31.92	2,041.6	-11.2	7.5	16.1	0.34	-0.21	8.00	8.00
2,130.0	1.50	32.40	2,129.5	-13.6	9.6	17.4	0.35	-0.35	0.55	0.55
2,215.0	1.59	25.04	2,214.5	-15.8	11.6	18.5	0.26	0.11	-8.66	-8.66
2,302.0	1.59	15.83	2,301.5	-18.2	13.9	19.4	0.29	0.00	-10.59	-10.59
2,389.0	1.50	17.51	2,388.4	-20.6	16.1	20.0	0.12	-0.10	1.93	1.93
2,474.0	1.50	18.61	2,473.4	-22.8	18.2	20.7	0.03	0.00	1.29	1.29
2,562.0	1.50	359.91	2,561.4	-25.0	20.5	21.1	0.55	0.00	-21.25	-21.25



Payzone Directional

End of Well Report



Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well Aurora State 12-32-7-20
Project:	Fort Duchesne	TVD Reference:	Aurora State 12-32-7-20 @ 4820.0usft (CAPSTAR 329)
Site:	SECTION 32 T7S, R20E	MD Reference:	Aurora State 12-32-7-20 @ 4820.0usft (CAPSTAR 329)
Well:	Aurora State 12-32-7-20	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 5000.1 Single User Db

Survey										
MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)	
2,650.0	1.28	348.01	2,649.4	-27.0	22.6	20.9	0.41	-0.25	-13.52	
2,737.0	1.19	344.93	2,736.3	-28.7	24.4	20.5	0.13	-0.10	-3.54	
2,825.0	1.10	336.03	2,824.3	-30.2	26.1	19.9	0.23	-0.10	-10.11	
2,913.0	0.80	311.61	2,912.3	-31.1	27.3	19.1	0.57	-0.34	-27.75	
3,000.0	0.62	293.10	2,999.3	-31.5	27.8	18.2	0.33	-0.21	-21.28	
3,086.0	0.49	243.31	3,085.3	-31.3	27.9	17.4	0.56	-0.15	-57.90	
3,173.0	0.62	155.83	3,172.3	-30.7	27.3	17.3	0.89	0.15	-100.55	
3,261.0	0.88	177.21	3,260.3	-29.7	26.2	17.5	0.43	0.30	24.30	
3,348.0	1.19	179.23	3,347.3	-28.1	24.6	17.6	0.36	0.36	2.32	
3,435.0	0.71	220.61	3,434.3	-26.8	23.3	17.2	0.93	-0.55	47.56	
3,522.0	0.22	246.22	3,521.3	-26.2	22.8	16.7	0.60	-0.56	29.44	
3,610.0	0.62	249.21	3,609.3	-25.8	22.6	16.1	0.46	0.45	3.40	
3,695.0	0.71	226.74	3,694.2	-25.1	22.0	15.3	0.32	0.11	-26.44	
3,783.0	1.19	210.74	3,782.2	-23.8	20.9	14.4	0.62	0.55	-18.18	
3,870.0	1.41	214.40	3,869.2	-21.9	19.2	13.4	0.27	0.25	4.21	
3,957.0	0.71	212.02	3,956.2	-20.4	17.9	12.5	0.81	-0.80	-2.74	
4,044.0	1.02	204.53	4,043.2	-19.1	16.7	11.9	0.38	0.36	-8.61	
4,131.0	0.49	254.02	4,130.2	-18.2	15.9	11.2	0.91	-0.61	56.89	
4,217.0	0.88	234.32	4,216.2	-17.5	15.4	10.3	0.52	0.45	-22.91	
4,305.0	1.28	220.22	4,304.2	-16.1	14.3	9.1	0.54	0.45	-16.02	
4,391.0	0.62	321.92	4,390.1	-15.5	13.9	8.2	1.78	-0.77	118.26	
4,479.0	0.62	267.94	4,478.1	-15.7	14.3	7.4	0.64	0.00	-61.34	
4,565.0	1.68	229.21	4,564.1	-14.5	13.4	6.0	1.46	1.23	-45.03	
4,651.0	0.62	256.84	4,650.1	-13.2	12.5	4.6	1.36	-1.23	32.13	
4,738.0	0.62	246.30	4,737.1	-12.7	12.2	3.7	0.13	0.00	-12.11	
4,826.0	0.80	222.42	4,825.1	-11.9	11.6	2.9	0.39	0.20	-27.14	
4,913.0	1.50	217.62	4,912.1	-10.3	10.2	1.8	0.81	0.80	-5.52	



Payzone Directional

End of Well Report



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Design:	Actual	Database:	EDM 5000.1 Single User Db

Survey

MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)
5,001.0	1.28	220.62	5,000.1	-8.4	8.5	0.4	0.26	-0.25	3.41
5,087.0	2.21	212.24	5,086.0	-6.0	6.4	-1.1	1.12	1.08	-9.74
5,175.0	1.10	226.91	5,174.0	-3.6	4.4	-2.6	1.34	-1.26	16.67
5,260.0	1.19	247.80	5,259.0	-2.4	3.5	-4.0	0.50	0.11	24.58
5,347.0	1.99	226.61	5,345.9	-0.6	2.1	-5.9	1.13	0.92	-24.36
5,434.0	1.59	238.72	5,432.9	1.5	0.5	-8.1	0.63	-0.46	13.92
5,520.0	1.90	234.54	5,518.8	3.5	-1.0	-10.3	0.39	0.36	-4.86
5,607.0	1.10	214.53	5,605.8	5.4	-2.5	-11.9	1.09	-0.92	-23.00
5,694.0	1.02	204.62	5,692.8	6.9	-3.9	-12.7	0.23	-0.09	-11.39
5,780.0	1.99	188.62	5,778.8	9.1	-6.1	-13.2	1.22	1.13	-18.60
5,867.0	0.88	165.62	5,865.7	11.2	-8.2	-13.3	1.41	-1.28	-26.44
5,952.0	0.22	57.52	5,950.7	11.7	-8.8	-13.0	1.14	-0.78	-127.18
6,039.0	0.49	142.61	6,037.7	11.8	-9.0	-12.6	0.60	0.31	97.80
6,126.0	1.02	155.22	6,124.7	12.6	-10.0	-12.1	0.63	0.61	14.49
6,212.0	1.59	164.21	6,210.7	14.3	-11.8	-11.4	0.70	0.66	10.45
6,298.0	1.10	190.21	6,296.7	16.1	-13.8	-11.3	0.90	-0.57	30.23
6,386.0	1.59	191.93	6,384.7	18.2	-15.8	-11.7	0.56	0.56	1.95
6,474.0	1.10	195.80	6,472.6	20.2	-17.8	-12.1	0.57	-0.56	4.40
6,561.0	1.41	190.82	6,559.6	22.1	-19.7	-12.6	0.38	0.36	-5.72
6,649.0	1.59	183.82	6,647.6	24.4	-21.9	-12.9	0.29	0.20	-7.95
6,736.0	1.90	178.53	6,734.5	27.0	-24.6	-12.9	0.40	0.36	-6.08
6,823.0	1.99	179.63	6,821.5	29.8	-27.5	-12.9	0.11	0.10	1.26
6,910.0	2.30	180.60	6,908.4	33.0	-30.8	-12.9	0.36	0.36	1.11
6,998.0	2.30	177.21	6,996.4	36.4	-34.3	-12.8	0.15	0.00	-3.85
7,085.0	2.30	178.62	7,083.3	39.8	-37.8	-12.7	0.07	0.00	1.62
7,172.0	2.39	177.43	7,170.2	43.2	-41.4	-12.5	0.12	0.10	-1.37
7,267.0	2.39	176.10	7,265.1	47.0	-45.3	-12.3	0.06	0.00	-1.40



Payzone Directional
End of Well Report



Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well Aurora State 12-32-7-20
Project:	Fort Duchesne	TVD Reference:	Aurora State 12-32-7-20 @ 4820.0usft (CAPSTAR 329)
Site:	SECTION 32 T7S, R20E	MD Reference:	Aurora State 12-32-7-20 @ 4820.0usft (CAPSTAR 329)
Well:	Aurora State 12-32-7-20	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 5000.1 Single User Db

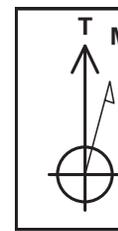
Survey										
MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)	
7,330.0	2.39	176.10	7,328.1	49.5	-47.9	-12.1	0.00	0.00	0.00	

Checked By: _____ Approved By: _____ Date: _____

Sundry Number: 61477 API Well Number: 43047547100000

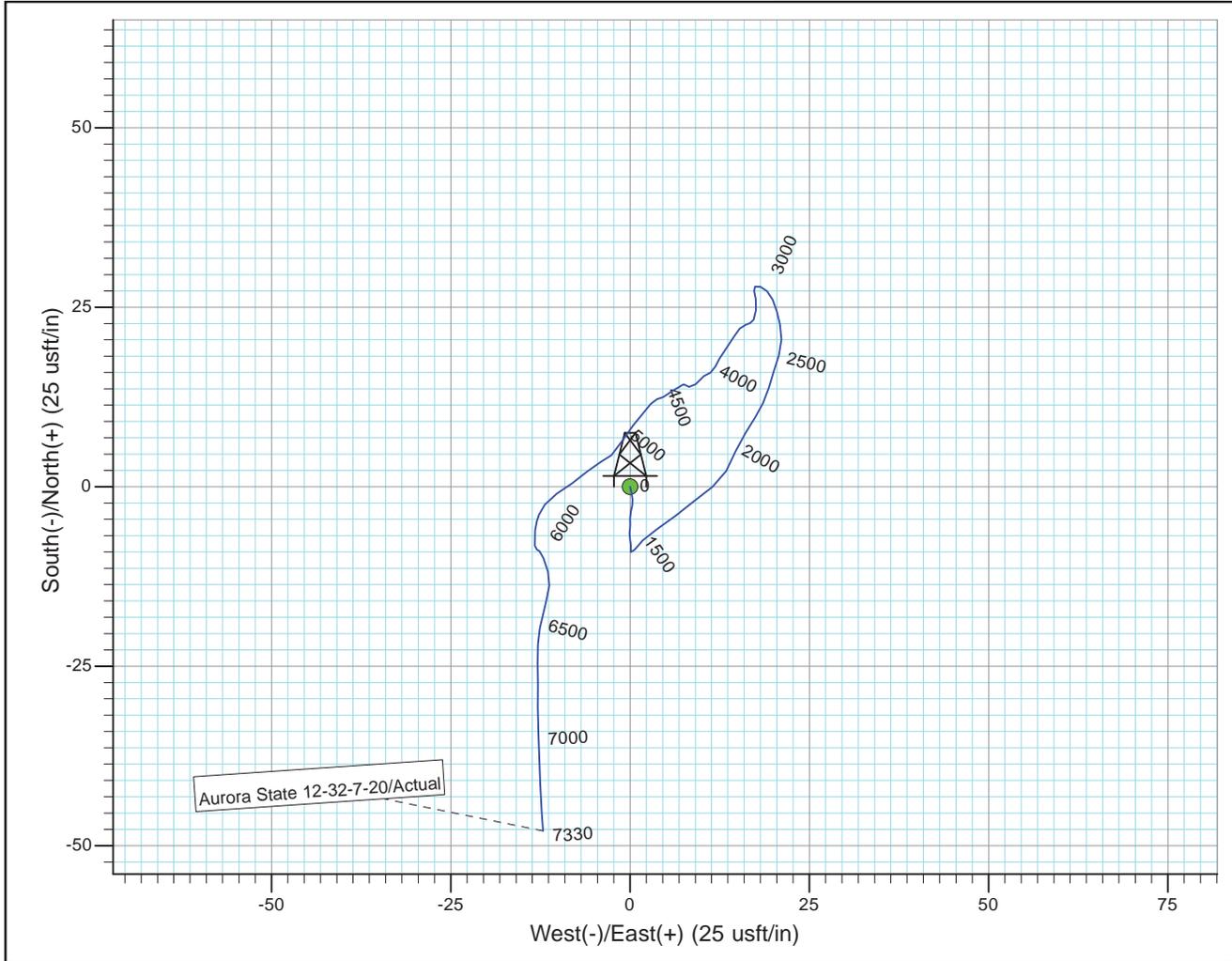
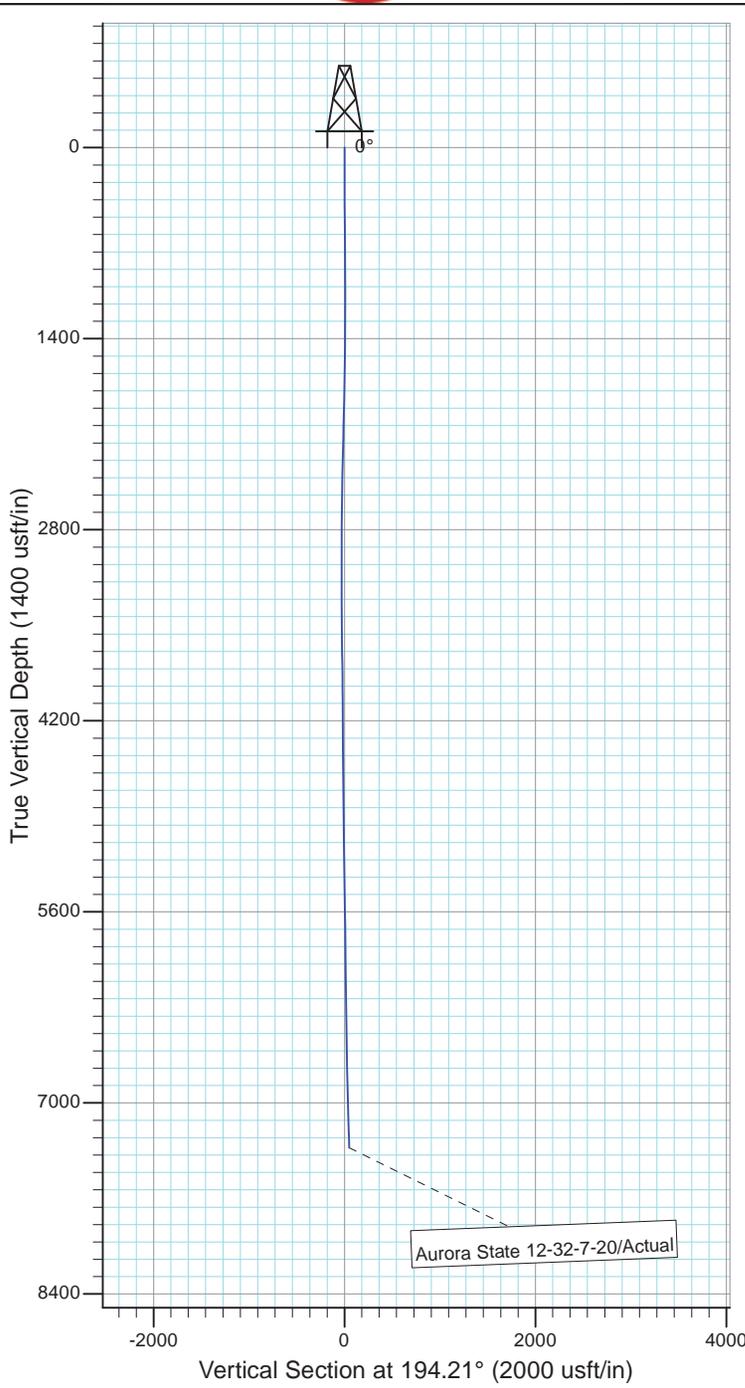


Project: Fort Duchesne
Site: SECTION 32 T7S, R20E
Well: Aurora State 12-32-7-20
Wellbore: Wellbore #1
Design: Actual



Azimuths to True North
Magnetic North: 10.72°

Magnetic Field
Strength: 52033.7snT
Dip Angle: 65.87°
Date: 1/22/2015
Model: IGRF2010



Design: Actual (Aurora State 12-32-7-20/Wellbore #1)

Created By: *Matthew Linton* Date: 8:33, February 02 2015

THIS SURVEY IS CORRECT TO THE BEST OF
MY KNOWLEDGE AND IS SUPPORTED
BY ACTUAL FIELD DATA

Aurora State 12-32-7-20 Report Continued*

ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)				
AMOUNT AND TYPE OF MATERIAL				
<u>Stage</u>	<u>bbls Slurry</u>	<u>lbs 100 Common Mesh</u>	<u>lbs 30/50 Prem. White</u>	<u>gal 15% HCl Acid</u>
1	7,593	n/a	150,100	500
2	7,598	n/a	150,000	500
3	7,543	n/a	149,700	500
4	7,717	n/a	150,000	500
5	6,566	n/a	152,540	500

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

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 49956
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL Oil Well		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		8. WELL NAME and NUMBER: AURORA STATE 12-32-7-20
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43047547100000
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0665 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 32 Township: 07.0S Range: 20.0E Meridian: S		9. FIELD and POOL or WILDCAT: THREE RIVERS
		COUNTY: UINTAH
		STATE: UTAH

11.

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 9/5/2015	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="INTERIM RECLAMATION"/>

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

This location was back filled and seeded on the 9-5-2015.

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
November 02, 2015**

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 9/14/2015	