

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 3-32D-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 type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>					
20. LOCATION OF WELL		FOOTAGES		QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN			
LOCATION AT SURFACE		970 FNL 1445 FWL		NENW	32	7.0 S	20.0 E	S			
Top of Uppermost Producing Zone		660 FNL 1980 FWL		NENW	32	7.0 S	20.0 E	S			
At Total Depth		660 FNL 1980 FWL		NENW	32	7.0 S	20.0 E	S			
21. COUNTY UINTAH			22. DISTANCE TO NEAREST LEASE LINE (Feet) 660			23. NUMBER OF ACRES IN DRILLING UNIT 640					
27. ELEVATION - GROUND LEVEL 4826			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 1972			26. PROPOSED DEPTH MD: 7980 TVD: 7928					
			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 - 7980	17.0	I-80 LT&C	9.5	Unknown		500	2.31	11.0
							Unknown		540	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 checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)					<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP						
NAME Brady Riley			TITLE Permit Analyst			PHONE 303 312-8115					
SIGNATURE			DATE 09/12/2014			EMAIL briley@billbarrettcorp.com					
API NUMBER ASSIGNED 43047547500000			APPROVAL			 Permit Manager					

BILL BARRETT CORPORATION
DRILLING PLAN

Aurora State 3-32D-7-20

NENW, 970' FNL and 1445' FWL, Section 32, T7S-R20E, SLB & M (surface hole)

NWNE, 660' FNL and 1980' 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</u>	<u>Depth –TVD</u>
Green River	3,367'	3,343'
Mahogany	4,588'	4,545'
Lower Green River*	5,564'	5,512'
Douglas Creek	5,712'	5,660'
Black Shale	6,583'	6,531'
Castle Peak	6,678'	6,626'
Uteland Butte	7,072'	7,020'
Wasatch*	7,480'	7,428'
TD	7,980'	7,928'

*PROSPECTIVE PAY

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

Base of Useable Water = 1030'

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 3-32d-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: 500 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 700' Tail: 540 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 @ 5064'

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 3916 psi* and maximum anticipated surface pressure equals 2172 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 3-32d-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 3-32d-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
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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:	7,980'
Top of Cement:	700'
Top of Tail:	5,064'
OD of Hole:	7.875"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1134.1	ft ³
Lead Fill:	4,364'	
Tail Volume:	757.9	ft ³
Tail Fill:	2,916'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	500
# SK's Tail:	540

Aurora State 3-32d-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 - (5064' - 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: 4,364'
	Volume: 201.98 bbl
	Proposed Sacks: 500 sks
Tail Cement - (7980' - 5064')	
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: 5,064'
	Calculated Fill: 2,916'
	Volume: 134.97 bbl
	Proposed Sacks: 540 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.

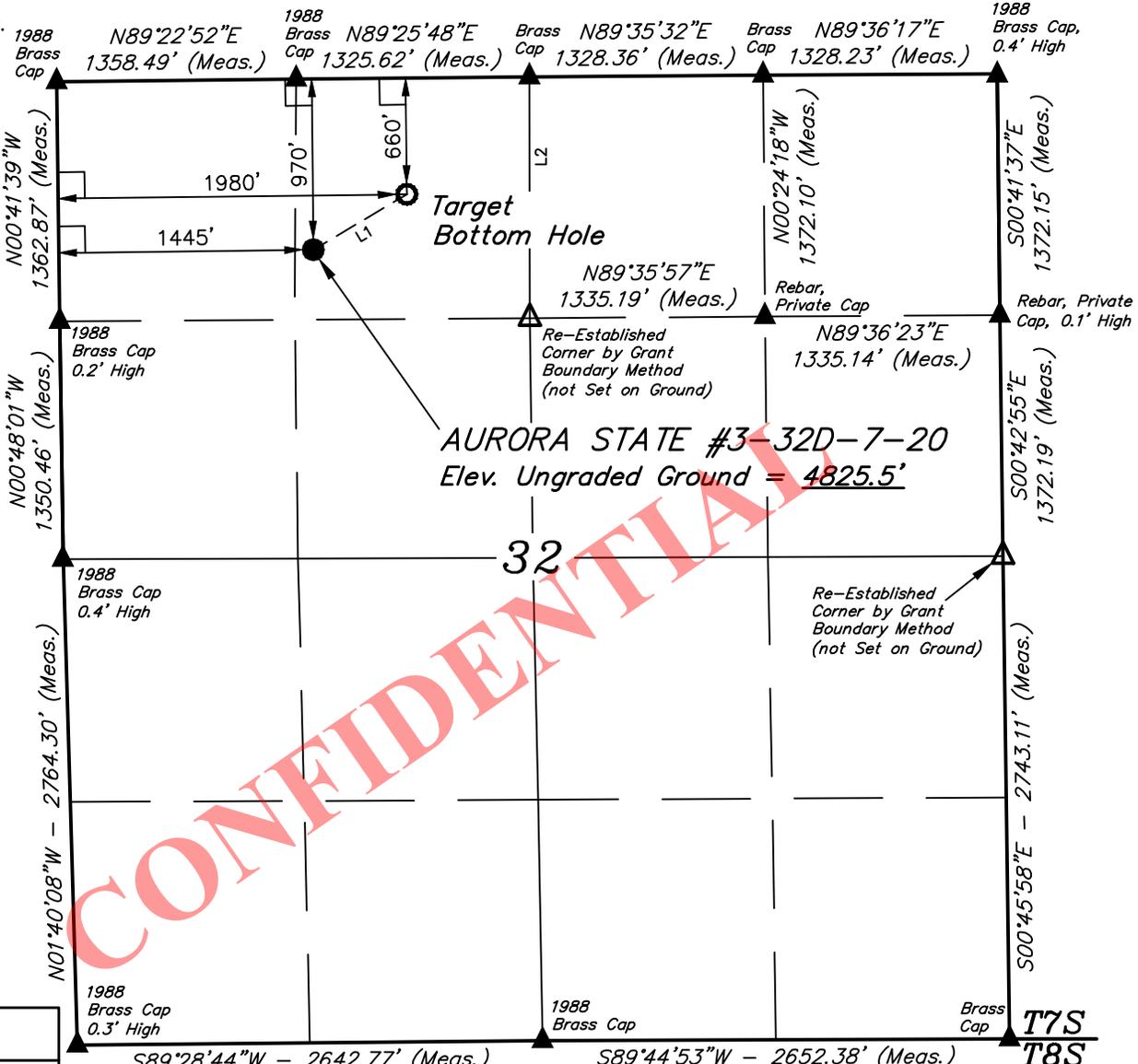
A flare line will be installed after the choke manifold, extending 125 feet (minimum) from the center of the drill hole to a separate flare pit.

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T7S, R20E, S.L.B.&M.

LEGEND:

- └─ = 90° SYMBOL
- = PROPOSED WELLHEAD.
- = TARGET BOTTOM HOLE.
- ▲ = SECTION CORNERS LOCATED.
- △ = SECTION CORNERS RE-ESTABLISHED. (Not Set on Ground.)



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N59°18'07"E	617.75'
L2	N00°07'10"W	1371.95'



NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°10'19.13" (40.171981)	LATITUDE = 40°10'15.89" (40.171081)
LONGITUDE = 109°41'25.81" (109.690503)	LONGITUDE = 109°41'50.44" (109.697344)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 40°10'19.26" (40.172017)	LATITUDE = 40°10'16.03" (40.171119)
LONGITUDE = 109°41'23.31" (109.689808)	LONGITUDE = 109°41'47.93" (109.696647)

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

BASIS OF ELEVATION

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

CERTIFICATE

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


BRANDON R. BARRETT
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 6631032
 STATE OF UTAH

BILL BARRETT CORPORATION

AURORA STATE #3-32D-7-20
NE 1/4 NW 1/4, SECTION 32, T7S, R20E, S.L.B.&M.
UINTAH COUNTY, UTAH

SURVEYED BY: R.R., C.W.	SURVEY DATE: 07-14-14
DRAWN BY: J.M.C.	DATE DRAWN: 08-01-14
SCALE: 1" = 1000'	REVISED: 00-00-00

WELL LOCATION PLAT



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



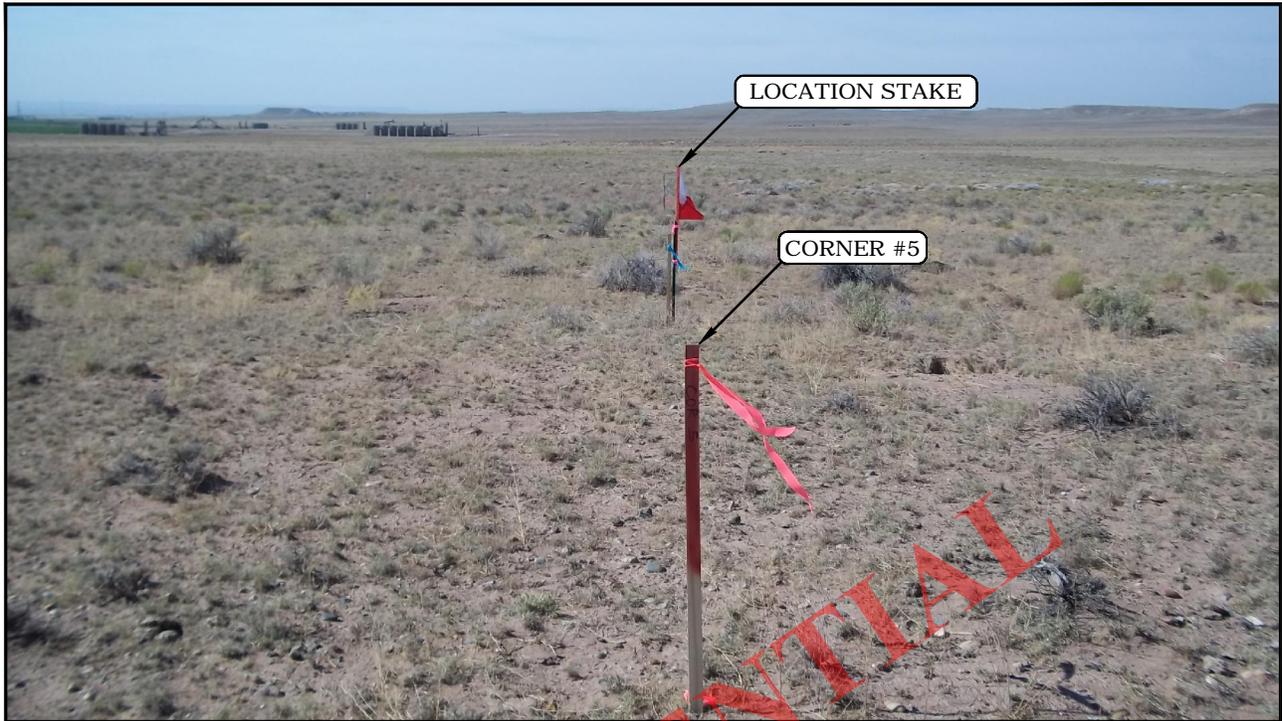


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKES

CAMERA ANGLE: SOUTHERLY



PHOTO: VIEW OF PROPOSED ACCESS

CAMERA ANGLE: NORTHWESTERLY

BILL BARRETT CORPORATION

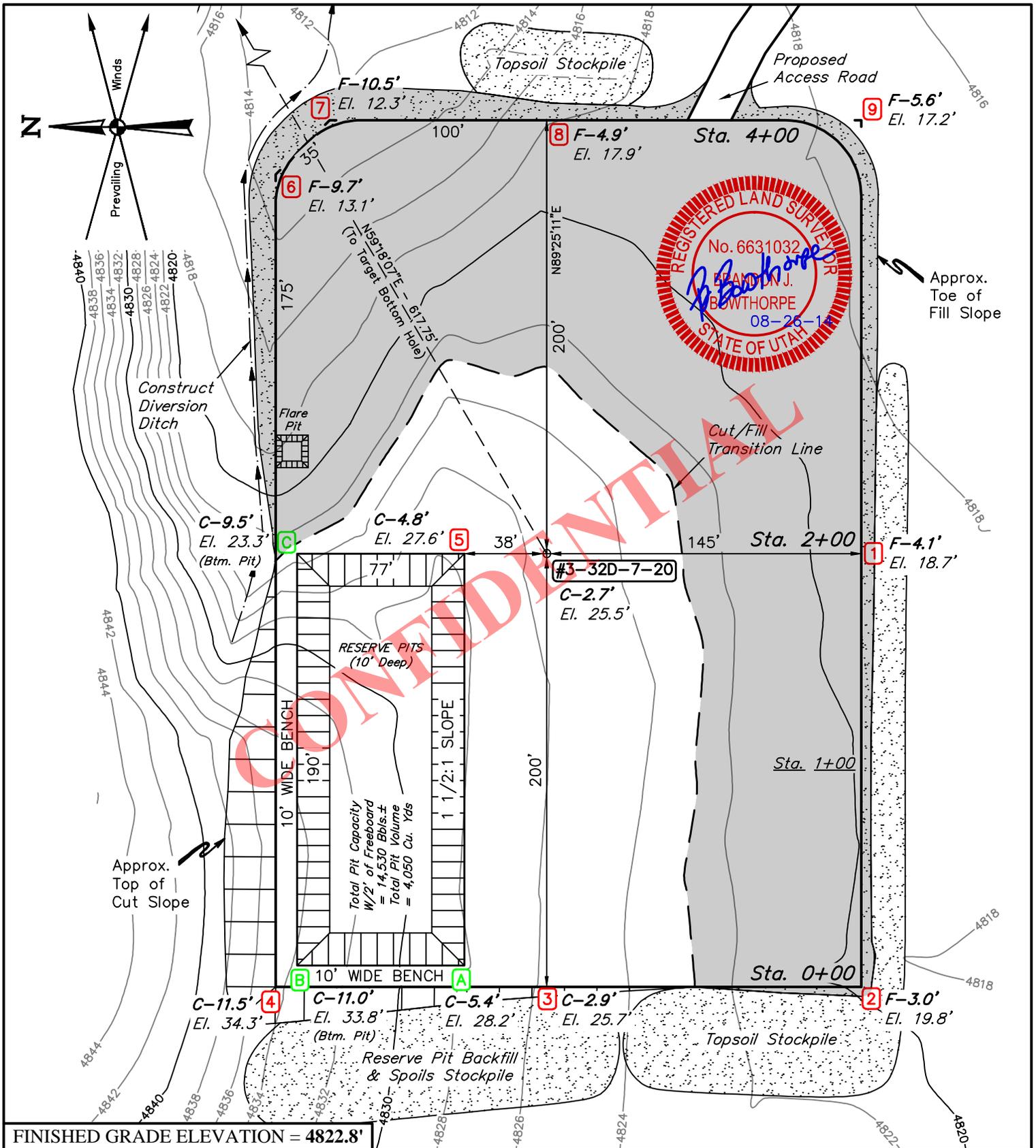
AURORA STATE #3-32D-7-20
SECTION 32, T7S, R20E, S.L.B.&M.
NE 1/4 NW 1/4



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

DRAWN BY: M.L.	TAKEN BY: R.R.
DATE DRAWN: 07-17-14	REV: 00-00-00
LOCATION PHOTOS	PHOTO

RECEIVED: September 16, 2014



FINISHED GRADE ELEVATION = 4822.8'

NOTES:

- Flare pit is to be located a min. of 100' from the wellhead.
- Round corners at 35' radius or as needed.
- Construct diversion ditches as needed.
- Contours shown at 2' intervals.

BILL BARRETT CORPORATION

**AURORA STATE #3-32D-7-20
SECTION 32, T7S, R20E, S.L.B.M.
970' FNL 1445' FWL**

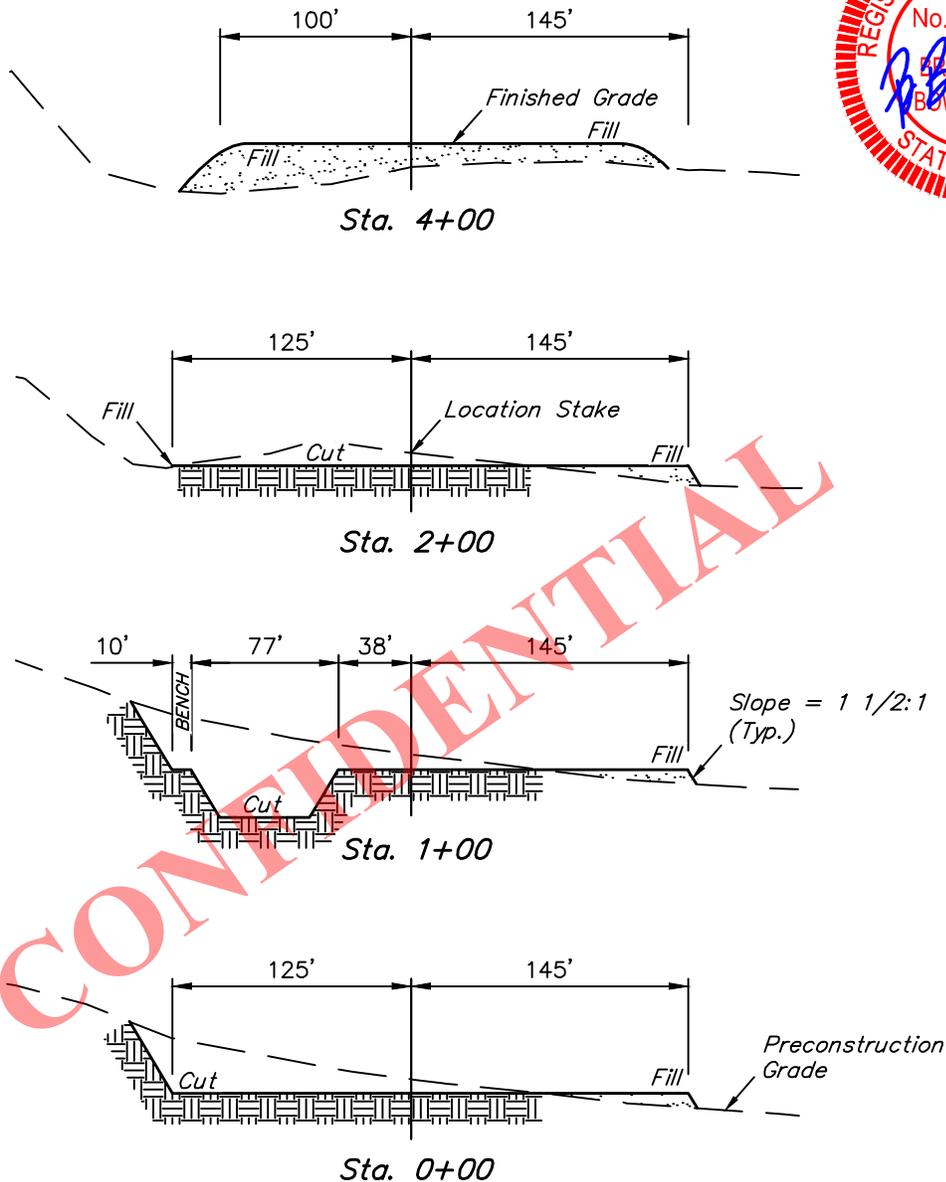


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Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

DRAWN BY: J.M.C.	DATE DRAWN: 08-01-14
SCALE: 1" = 60'	REVISED: 00-00-00
LOCATION LAYOUT	FIGURE #1

RECEIVED: September 16, 2014

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



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APPROXIMATE EARTHWORK QUANTITIES	
(6") TOPSOIL STRIPPING	2,220 Cu. Yds.
REMAINING LOCATION	11,370 Cu. Yds.
TOTAL CUT	13,590 Cu. Yds.
FILL	9,350 Cu. Yds.
EXCESS MATERIAL	4,240 Cu. Yds.
TOPSOIL & PIT BACKFILL (1/2 Pit Vol.)	4,240 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	0 Cu. Yds.

APPROXIMATE SURFACE DISTURBANCE AREAS		
	DISTANCE	ACRES
WELL SITE DISTURBANCE	NA	±4.359
30' WIDE ACCESS ROAD R-O-W DISTURBANCE	±139.58'	±0.096
30' WIDE PIPELINE R-O-W DISTURBANCE	±132.23'	±0.091
TOTAL SURFACE USE AREA		±4.546

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.

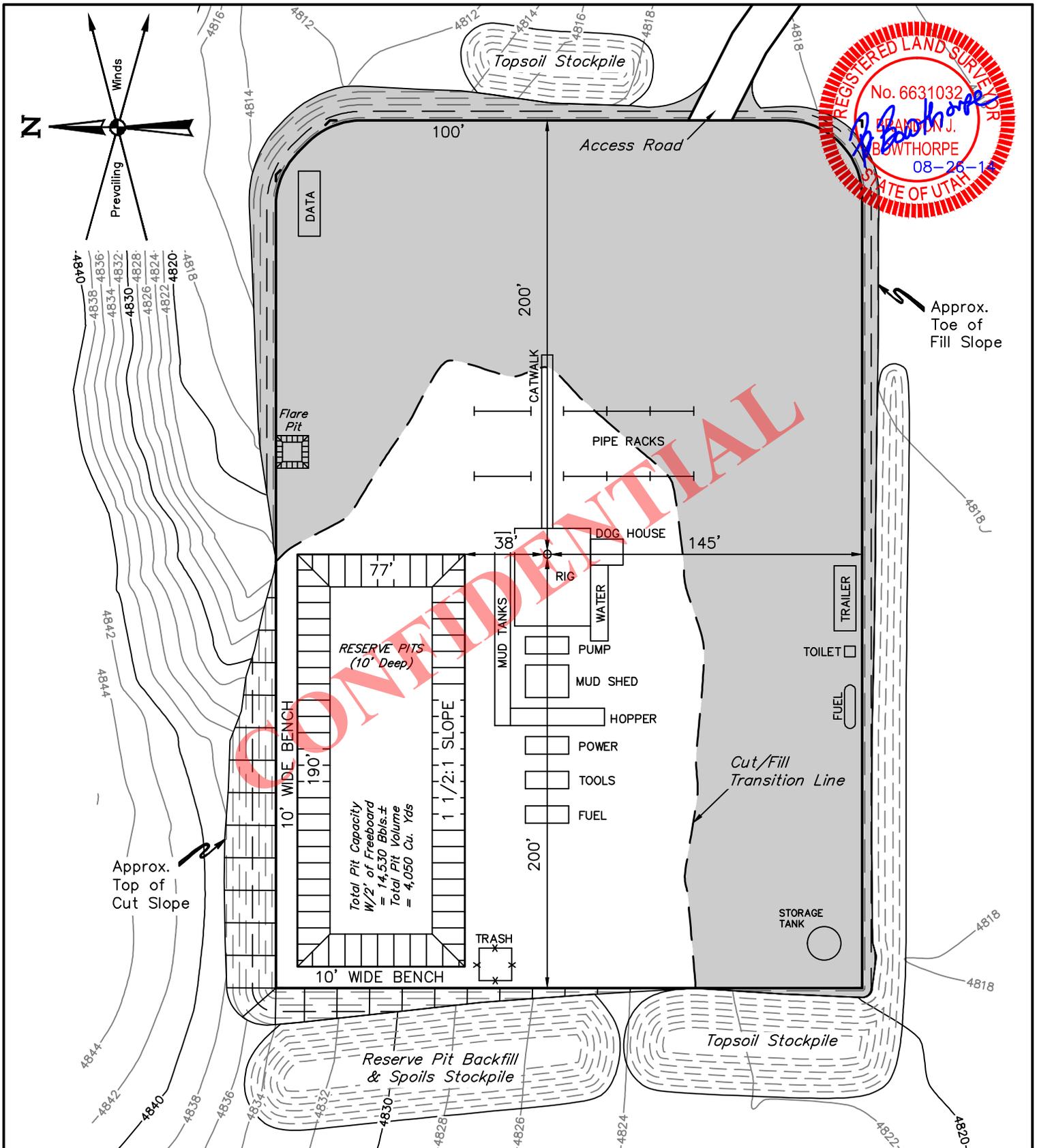
BILL BARRETT CORPORATION

AURORA STATE #3-32D-7-20
SECTION 32. T7S. R20E. S.L.B.M.
970' FNL 1445' FWL



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

DRAWN BY: J.M.C.	DATE DRAWN: 08-01-14
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.

BILL BARRETT CORPORATION

**AURORA STATE #3-32D-7-20
SECTION 32. T7S. R20E. S.L.B.M.
970' FNL 1445' FWL**



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DRAWN BY: J.M.C.	DATE DRAWN: 08-01-14
SCALE: 1" = 60'	REVISED: 00-00-00

TYPICAL RIG LAYOUT FIGURE #3

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 10.6 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE WEST; TURN RIGHT AND PROCEED IN A WESTERLY, DIRECTION APPROXIMATELY 0.4 MILES TO THE AURORA FEDERAL #15-28D-7-20 AND THE BEGINNING OF THE PROPOSED ACCESS FOR THE AURORA STATE #6-32-7-20 WELL PAD TO THE SOUTHWEST; FOLLOW ROAD FLAGS IN A SOUTHWESTERLY, THEN WESTERLY DIRECTION APPROXIMATELY 7,677' TO THE PROPOSED ACCESS ROAD TO THE NORTHWEST; FOLLOW ROAD FLAGS IN A NORTHWESTERLY, THEN WESTERLY DIRECTION APPROXIMATELY 183' TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 26.5 MILES.

CONFIDENTIAL

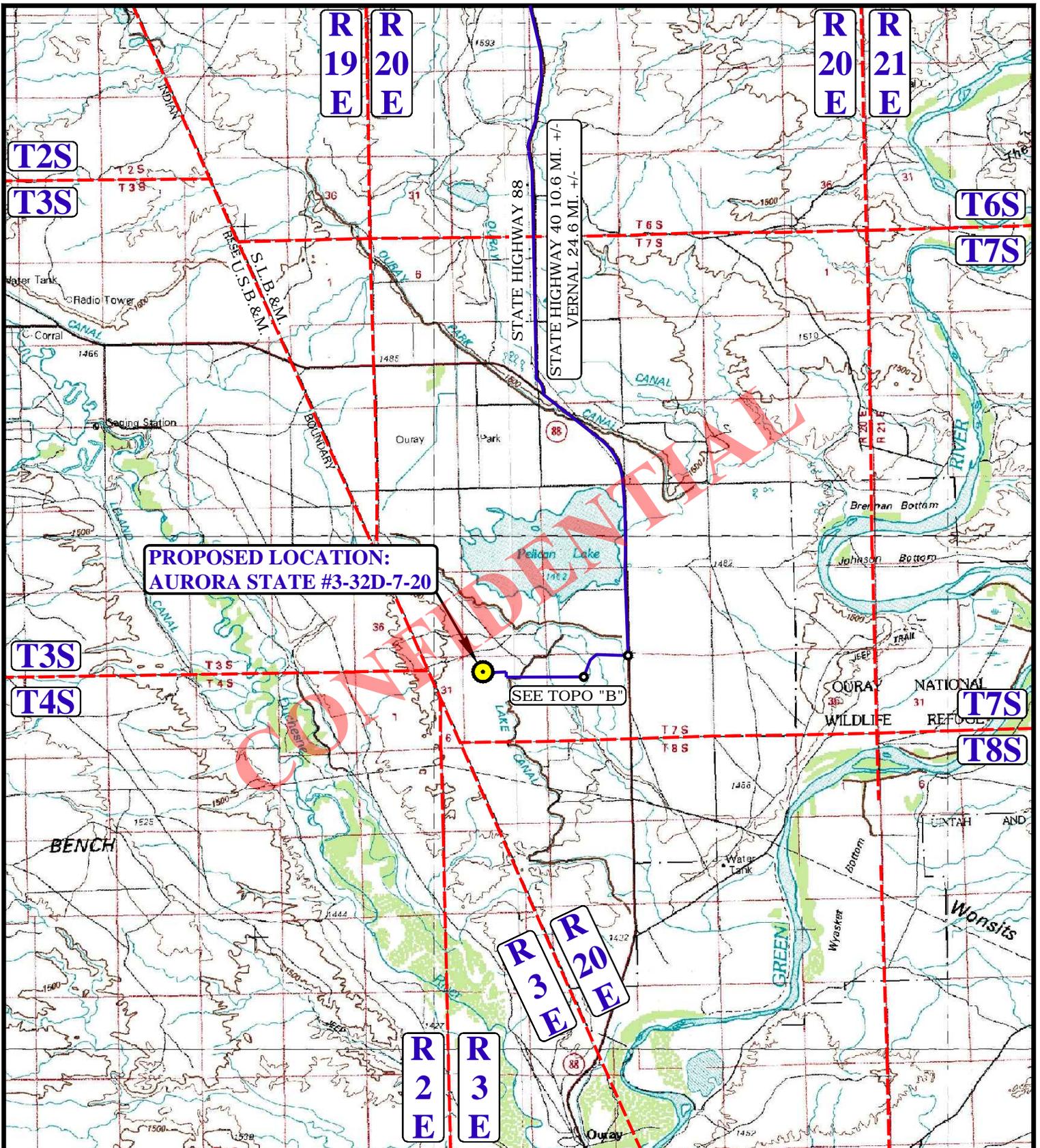
BILL BARRETT CORPORATION

AURORA STATE 3-32D-7-20
SECTION 32, T7S, R20E, S.L.B.&M.
NE 1/4 NW 1/4



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

DRAWN BY: M.L.	
DATE DRAWN: 07-17-14	REV: 00-00-00
ROAD DESCRIPTION	



**PROPOSED LOCATION:
AURORA STATE #3-32D-7-20**

SEE TOPO "B"

LEGEND:

 PROPOSED LOCATION



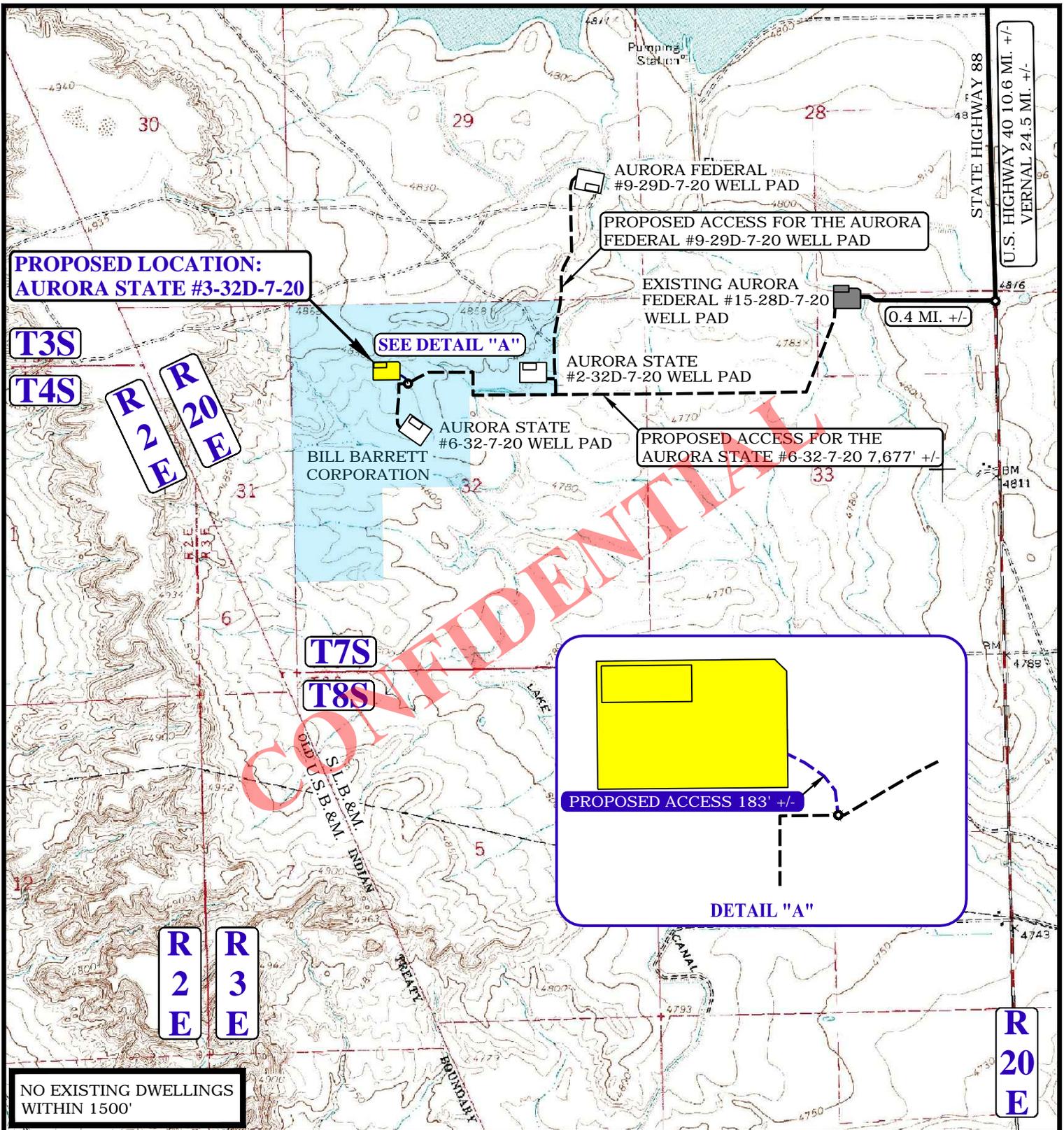
BILL BARRETT CORPORATION

AURORA STATE #3-32D-7-20
SECTION 32, T7S, R20E, S.L.B.&M.
NE 1/4 NW 1/4



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

DRAWN BY: M.L.	SCALE: 1:100,000
DATE DRAWN: 07-17-14	REV: 00-00-00
ACCESS ROAD MAP	TOPO A



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

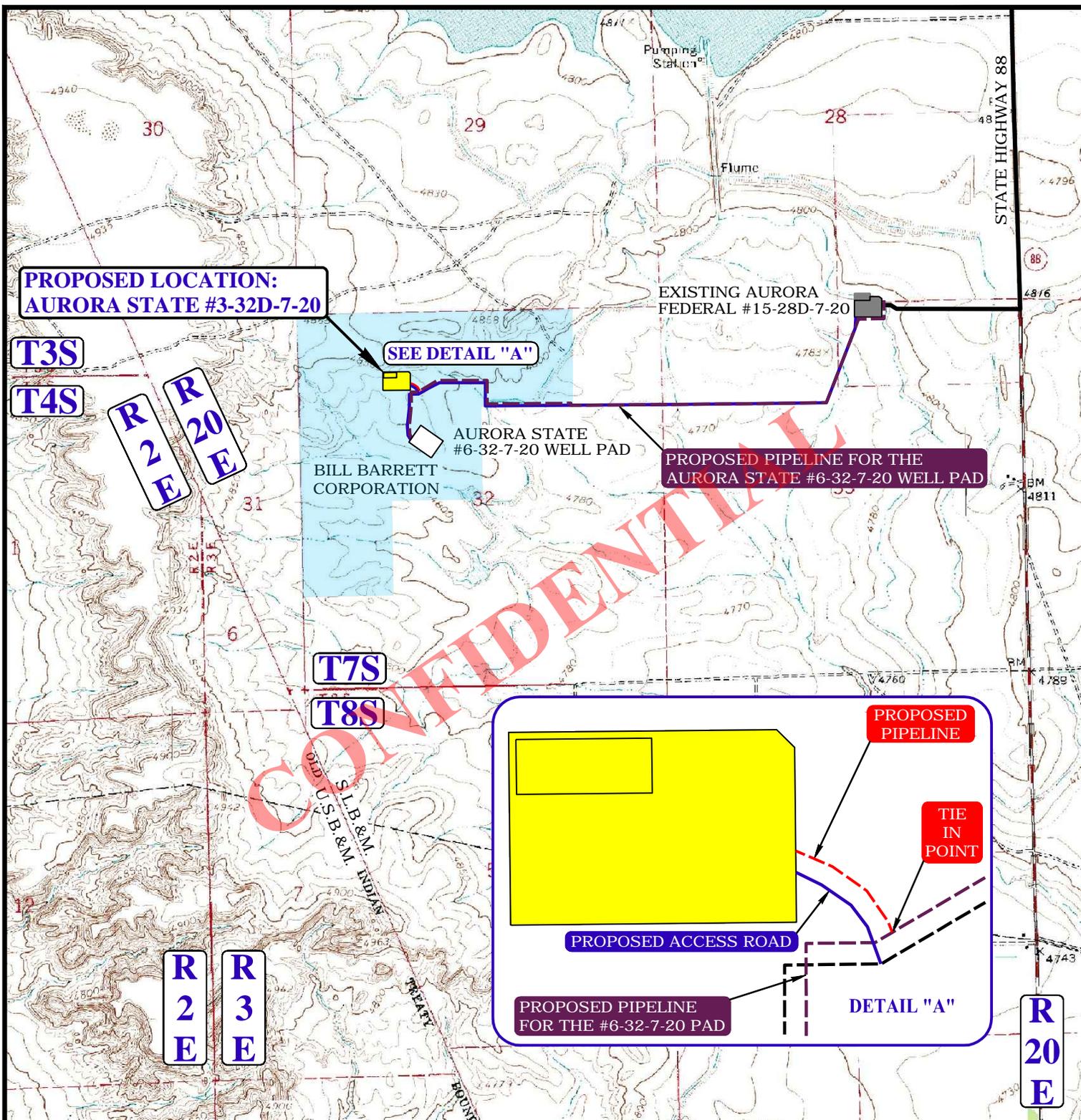
AURORA STATE #3-32D-7-20
SECTION 32, T7S, R20E, S.L.B.&M.
NE 1/4 NW 1/4



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



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



APPROXIMATE TOTAL PIPELINE DISTANCE = 132' +/-

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:

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

BILL BARRETT CORPORATION

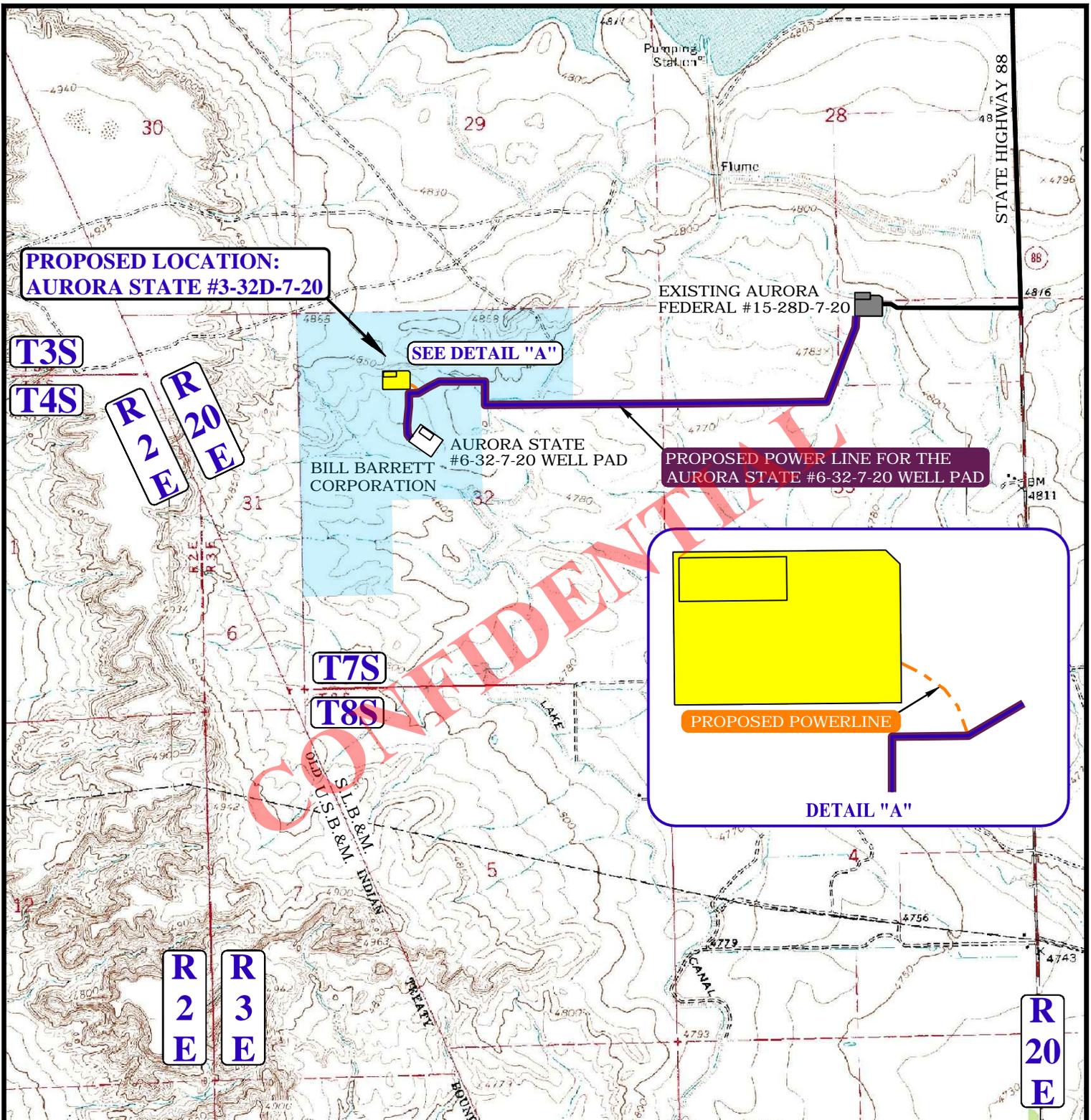
AURORA STATE #3-32D-7-20
SECTION 32, T7S, R20E, S.L.B.&M.
NE 1/4 NW 1/4



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



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



CONFIDENTIAL

**PROPOSED LOCATION:
AURORA STATE #3-32D-7-20**

EXISTING AURORA
FEDERAL #15-28D-7-20

SEE DETAIL "A"

AURORA STATE
#6-32-7-20 WELL PAD
BILL BARRETT
CORPORATION

PROPOSED POWER LINE FOR THE
AURORA STATE #6-32-7-20 WELL PAD

PROPOSED POWERLINE

DETAIL "A"

APPROXIMATE TOTAL POWER LINE DISTANCE = 183' +/-

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:

- PROPOSED ROAD
- - - - - PROPOSED POWER LINE
- - - - - PROPOSED POWER LINE (SERVICING OTHER WELLS)

BILL BARRETT CORPORATION

AURORA STATE #3-32D-7-20
SECTION 32, T7S, R20E, S.L.B.&M.
NE 1/4 NW 1/4



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

DRAWN BY: M.L.	SCALE: 1" = 2000'
DATE DRAWN: 07-17-14	REV: 00-00-00
POWER LINE MAP	TOPO D



Bill Barrett Corporation

Fort Duchesne
SECTION 32 T7S, R20E
Aurora State 3-32D-7-20

Wellbore #1

Plan: Design #1

Standard Planning Report

12 September, 2014

CONFIDENTIAL





Payzone Directional
Planning Report



Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Aurora State 3-32D-7-20
Company:	Bill Barrett Corporation	TVD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (PLAN KB)
Project:	Fort Duchesne	MD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (PLAN KB)
Site:	SECTION 32 T7S, R20E	North Reference:	True
Well:	Aurora State 3-32D-7-20	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

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	Latitude:	40° 10' 14.080 N
From:	Lat/Long	Easting:	2,143,801.41 usft	Longitude:	109° 42' 0.460 W
Position Uncertainty:	0.0 usft	Slot Radius:	13-3/16 "	Grid Convergence:	1.10 °

Well	Aurora State 3-32D-7-20, SHL: 40° 10' 15.890 -109° 41' 50.440					
Well Position	+N/-S	183.3 usft	Northing:	11,123,838.36 usft	Latitude:	40° 10' 15.890 N
	+E/-W	778.5 usft	Easting:	2,144,576.22 usft	Longitude:	109° 41' 50.440 W
Position Uncertainty		0.0 usft	Wellhead Elevation:	4,836.0 usft	Ground Level:	4,823.0 usft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination	Dip Angle	Field Strength
	IGRF2010	9/11/2014	(°)	(°)	(nT)
			10.76	65.89	52,074

Design	Design #1			
Audit Notes:				
Version:	Phase:	PROTOTYPE	Tie On Depth:	0.0
Vertical Section:	Depth From (TVD)	+N/-S	+E/-W	Direction
	(usft)	(usft)	(usft)	(°)
	0.0	0.0	0.0	59.26

Plan Sections										
Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)	TFO (°)	Target
0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.00	0.00	
1,400.0	0.00	0.00	1,400.0	0.0	0.0	0.00	0.00	0.00	0.00	
2,081.4	10.22	59.26	2,077.8	31.0	52.1	1.50	1.50	0.00	59.26	
4,882.2	10.22	59.26	4,834.2	285.0	479.3	0.00	0.00	0.00	0.00	
5,563.7	0.00	0.00	5,512.0	316.0	531.4	1.50	-1.50	0.00	180.00	Aurora State 3-32D-7-
7,979.7	0.00	0.00	7,928.0	316.0	531.4	0.00	0.00	0.00	0.00	



Payzone Directional
Planning Report



Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Aurora State 3-32D-7-20
Company:	Bill Barrett Corporation	TVD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (PLAN KB)
Project:	Fort Duchesne	MD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (PLAN KB)
Site:	SECTION 32 T7S, R20E	North Reference:	True
Well:	Aurora State 3-32D-7-20	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Planned Survey										
Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)	
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	0.00	
100.0	0.00	0.00	100.0	0.0	0.0	0.0	0.00	0.00	0.00	
200.0	0.00	0.00	200.0	0.0	0.0	0.0	0.00	0.00	0.00	
300.0	0.00	0.00	300.0	0.0	0.0	0.0	0.00	0.00	0.00	
400.0	0.00	0.00	400.0	0.0	0.0	0.0	0.00	0.00	0.00	
500.0	0.00	0.00	500.0	0.0	0.0	0.0	0.00	0.00	0.00	
600.0	0.00	0.00	600.0	0.0	0.0	0.0	0.00	0.00	0.00	
700.0	0.00	0.00	700.0	0.0	0.0	0.0	0.00	0.00	0.00	
800.0	0.00	0.00	800.0	0.0	0.0	0.0	0.00	0.00	0.00	
900.0	0.00	0.00	900.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,000.0	0.00	0.00	1,000.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,100.0	0.00	0.00	1,100.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,200.0	0.00	0.00	1,200.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,300.0	0.00	0.00	1,300.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,400.0	0.00	0.00	1,400.0	0.0	0.0	0.0	0.00	0.00	0.00	
1,500.0	1.50	59.26	1,500.0	0.7	1.1	1.3	1.50	1.50	0.00	
1,600.0	3.00	59.26	1,599.9	2.7	4.5	5.2	1.50	1.50	0.00	
1,700.0	4.50	59.26	1,699.7	6.0	10.1	11.8	1.50	1.50	0.00	
1,800.0	6.00	59.26	1,799.3	10.7	18.0	20.9	1.50	1.50	0.00	
1,900.0	7.50	59.26	1,898.6	16.7	28.1	32.7	1.50	1.50	0.00	
2,000.0	9.00	59.26	1,997.5	24.0	40.4	47.0	1.50	1.50	0.00	
2,081.4	10.22	59.26	2,077.8	31.0	52.1	60.6	1.50	1.50	0.00	
2,100.0	10.22	59.26	2,096.1	32.7	54.9	63.9	0.00	0.00	0.00	
2,200.0	10.22	59.26	2,194.5	41.7	70.2	81.7	0.00	0.00	0.00	
2,300.0	10.22	59.26	2,292.9	50.8	85.4	99.4	0.00	0.00	0.00	
2,400.0	10.22	59.26	2,391.3	59.9	100.7	117.2	0.00	0.00	0.00	
2,500.0	10.22	59.26	2,489.7	68.9	115.9	134.9	0.00	0.00	0.00	
2,600.0	10.22	59.26	2,588.2	78.0	131.2	152.6	0.00	0.00	0.00	
2,700.0	10.22	59.26	2,686.6	87.1	146.5	170.4	0.00	0.00	0.00	
2,800.0	10.22	59.26	2,785.0	96.2	161.7	188.1	0.00	0.00	0.00	
2,900.0	10.22	59.26	2,883.4	105.2	177.0	205.9	0.00	0.00	0.00	
3,000.0	10.22	59.26	2,981.8	114.3	192.2	223.6	0.00	0.00	0.00	
3,100.0	10.22	59.26	3,080.2	123.4	207.5	241.4	0.00	0.00	0.00	
3,200.0	10.22	59.26	3,178.6	132.4	222.7	259.1	0.00	0.00	0.00	
3,300.0	10.22	59.26	3,277.1	141.5	238.0	276.9	0.00	0.00	0.00	
3,400.0	10.22	59.26	3,375.5	150.6	253.2	294.6	0.00	0.00	0.00	
3,500.0	10.22	59.26	3,473.9	159.6	268.5	312.4	0.00	0.00	0.00	
3,600.0	10.22	59.26	3,572.3	168.7	283.7	330.1	0.00	0.00	0.00	
3,700.0	10.22	59.26	3,670.7	177.8	299.0	347.8	0.00	0.00	0.00	
3,800.0	10.22	59.26	3,769.1	186.9	314.2	365.6	0.00	0.00	0.00	
3,900.0	10.22	59.26	3,867.5	195.9	329.5	383.3	0.00	0.00	0.00	
4,000.0	10.22	59.26	3,965.9	205.0	344.7	401.1	0.00	0.00	0.00	
4,100.0	10.22	59.26	4,064.4	214.1	360.0	418.8	0.00	0.00	0.00	
4,200.0	10.22	59.26	4,162.8	223.1	375.2	436.6	0.00	0.00	0.00	
4,300.0	10.22	59.26	4,261.2	232.2	390.5	454.3	0.00	0.00	0.00	
4,400.0	10.22	59.26	4,359.6	241.3	405.8	472.1	0.00	0.00	0.00	
4,500.0	10.22	59.26	4,458.0	250.3	421.0	489.8	0.00	0.00	0.00	
4,600.0	10.22	59.26	4,556.4	259.4	436.3	507.6	0.00	0.00	0.00	
4,700.0	10.22	59.26	4,654.8	268.5	451.5	525.3	0.00	0.00	0.00	
4,800.0	10.22	59.26	4,753.2	277.6	466.8	543.1	0.00	0.00	0.00	
4,882.2	10.22	59.26	4,834.2	285.0	479.3	557.6	0.00	0.00	0.00	
4,900.0	9.96	59.26	4,851.7	286.6	482.0	560.8	1.50	-1.50	0.00	



Payzone Directional
Planning Report



Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Aurora State 3-32D-7-20
Company:	Bill Barrett Corporation	TVD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (PLAN KB)
Project:	Fort Duchesne	MD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (PLAN KB)
Site:	SECTION 32 T7S, R20E	North Reference:	True
Well:	Aurora State 3-32D-7-20	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Planned Survey										
Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)	
5,000.0	8.46	59.26	4,950.4	294.8	495.7	576.8	1.50	-1.50	0.00	
5,100.0	6.96	59.26	5,049.5	301.6	507.3	590.2	1.50	-1.50	0.00	
5,200.0	5.46	59.26	5,148.9	307.2	516.5	601.0	1.50	-1.50	0.00	
5,300.0	3.96	59.26	5,248.5	311.4	523.6	609.2	1.50	-1.50	0.00	
5,400.0	2.46	59.26	5,348.4	314.2	528.4	614.8	1.50	-1.50	0.00	
5,500.0	0.96	59.26	5,448.3	315.7	531.0	617.7	1.50	-1.50	0.00	
5,563.7	0.00	0.00	5,512.0	316.0	531.4	618.3	1.50	-1.50	0.00	
5,600.0	0.00	0.00	5,548.3	316.0	531.4	618.3	0.00	0.00	0.00	
5,700.0	0.00	0.00	5,648.3	316.0	531.4	618.3	0.00	0.00	0.00	
5,800.0	0.00	0.00	5,748.3	316.0	531.4	618.3	0.00	0.00	0.00	
5,900.0	0.00	0.00	5,848.3	316.0	531.4	618.3	0.00	0.00	0.00	
6,000.0	0.00	0.00	5,948.3	316.0	531.4	618.3	0.00	0.00	0.00	
6,100.0	0.00	0.00	6,048.3	316.0	531.4	618.3	0.00	0.00	0.00	
6,200.0	0.00	0.00	6,148.3	316.0	531.4	618.3	0.00	0.00	0.00	
6,300.0	0.00	0.00	6,248.3	316.0	531.4	618.3	0.00	0.00	0.00	
6,400.0	0.00	0.00	6,348.3	316.0	531.4	618.3	0.00	0.00	0.00	
6,500.0	0.00	0.00	6,448.3	316.0	531.4	618.3	0.00	0.00	0.00	
6,600.0	0.00	0.00	6,548.3	316.0	531.4	618.3	0.00	0.00	0.00	
6,700.0	0.00	0.00	6,648.3	316.0	531.4	618.3	0.00	0.00	0.00	
6,800.0	0.00	0.00	6,748.3	316.0	531.4	618.3	0.00	0.00	0.00	
6,900.0	0.00	0.00	6,848.3	316.0	531.4	618.3	0.00	0.00	0.00	
7,000.0	0.00	0.00	6,948.3	316.0	531.4	618.3	0.00	0.00	0.00	
7,100.0	0.00	0.00	7,048.3	316.0	531.4	618.3	0.00	0.00	0.00	
7,200.0	0.00	0.00	7,148.3	316.0	531.4	618.3	0.00	0.00	0.00	
7,300.0	0.00	0.00	7,248.3	316.0	531.4	618.3	0.00	0.00	0.00	
7,400.0	0.00	0.00	7,348.3	316.0	531.4	618.3	0.00	0.00	0.00	
7,500.0	0.00	0.00	7,448.3	316.0	531.4	618.3	0.00	0.00	0.00	
7,600.0	0.00	0.00	7,548.3	316.0	531.4	618.3	0.00	0.00	0.00	
7,700.0	0.00	0.00	7,648.3	316.0	531.4	618.3	0.00	0.00	0.00	
7,800.0	0.00	0.00	7,748.3	316.0	531.4	618.3	0.00	0.00	0.00	
7,900.0	0.00	0.00	7,848.3	316.0	531.4	618.3	0.00	0.00	0.00	
7,979.7	0.00	0.00	7,928.0	316.0	531.4	618.3	0.00	0.00	0.00	

Design Targets										
Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (usft)	+N/-S (usft)	+E/-W (usft)	Northing (usft)	Easting (usft)	Latitude	Longitude	
Aurora State 3-32D-7-2C - hit/miss target - Shape	0.00	0.00	5,512.0	316.0	531.4	11,124,164.54	2,145,101.44	40° 10' 19.010 N	109° 41' 43.600 W	
- plan hits target center - Rectangle (sides W200.0 H200.0 D2,416.0)										



Payzone Directional
Planning Report



Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Aurora State 3-32D-7-20
Company:	Bill Barrett Corporation	TVD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (PLAN KB)
Project:	Fort Duchesne	MD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (PLAN KB)
Site:	SECTION 32 T7S, R20E	North Reference:	True
Well:	Aurora State 3-32D-7-20	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Formations						
Measured Depth (usft)	Vertical Depth (usft)	Name	Lithology	Dip (°)	Dip Direction (°)	
1,030.0	1,030.0	Base Mod Saline Groundwater		0.00		
3,367.0	3,343.0	Green River		0.00		
4,038.7	4,004.0	Top_UGR_Saline_Zone		0.00		
4,289.7	4,251.0	Base_UGR_Saline_Zone		0.00		
4,588.4	4,545.0	Mahogany		0.00		
5,438.6	5,387.0	Pelican Bench		0.00		
5,563.7	5,512.0	TGR3		0.00		
5,711.7	5,660.0	Douglas Creek		0.00		
6,582.7	6,531.0	Black Shale Facies		0.00		
6,677.7	6,626.0	Castle Peak		0.00		
7,071.7	7,020.0	Uteland Butte		0.00		
7,479.7	7,428.0	Wasatch		0.00		
7,479.7	7,428.0	TD		0.00		
7,979.7	7,928.0	APD_TD		0.00		

CONFIDENTIAL



Well Name: Aurora State 3-32D-7-20
 Surface Location: SECTION 32 T7S, R20E
 North American Datum 1983, US State Plane 1983, Utah Southern Zone
 Ground Elevation: 4823.0
 +N/-S 0.0 +E/-W 0.0 Northing 11123838.36 Easting 2144576.22 Latitude 40° 10' 15.890 N Longitude 109° 41' 50.440 W
 PLAN KB Aurora State 3-32D-7-20 @ 4836.0usft (PLAN KB)



Azimuths to True North
 Magnetic North: 10.77°
 Magnetic Field
 Strength: 52073.9snT
 Dip Angle: 65.89°
 Date: 9/11/2014
 Model: IGRF2010

SECTION 32 T7S, R20E
 Aurora State 3-32D-7-20
 Design #1
 7:03, September 12 2014

WELLBORE TARGET DETAILS (MAP CO-ORDINATES AND LAT/LONG)

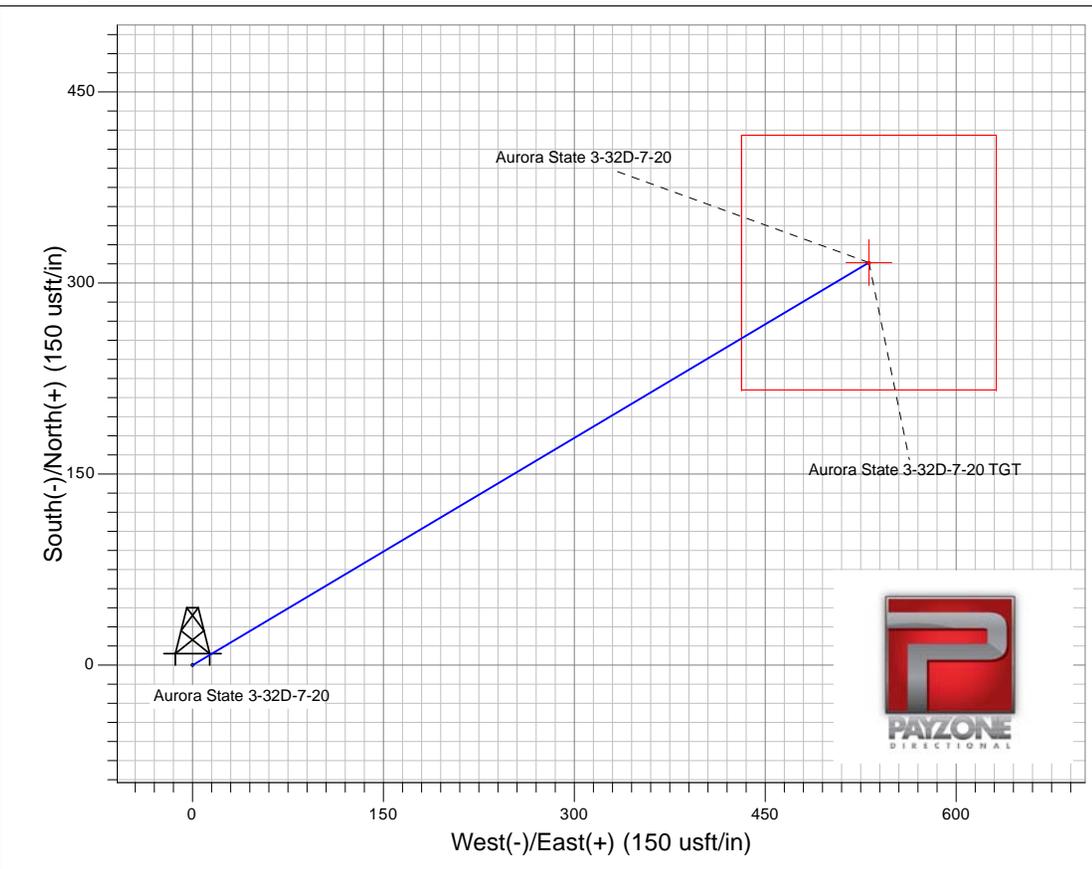
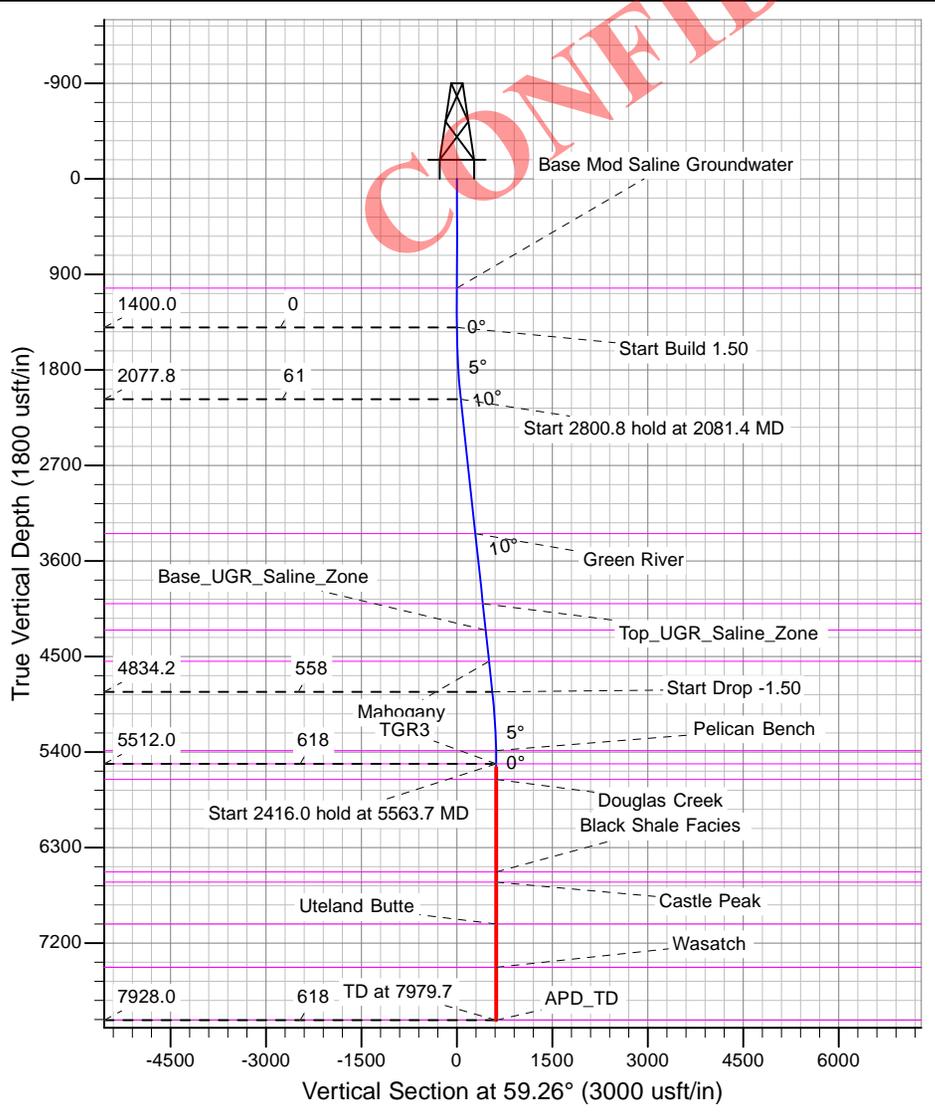
Name	TVD	+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Shape
Aurora State 3-32D-7-20 TGT	7928.0	316.0	531.4	11124164.54	2145101.44	40° 10' 19.010 N	109° 41' 43.600 W	Rectangle (Sides: L200.0 W200.0)

FORMATION TOP DETAILS

TVDPath	MDPath	Formation	DipAngle	DipDir
1030.0	1030.0	Base Mod Saline Groundwater	0.00	
3343.0	3367.0	Green River	0.00	
4004.0	4038.7	Top_UGR_Saline_Zone	0.00	
4251.0	4289.7	Base_UGR_Saline_Zone	0.00	
4545.0	4588.4	Mahogany	0.00	
5387.0	5438.6	Pelican Bench	0.00	
5512.0	5563.7	TGR3	0.00	
5660.0	5711.7	Douglas Creek	0.00	
6531.0	6582.7	Bl. Shale Facies	0.00	
6626.0	6677.7	Castle Peak	0.00	
7020.0	7071.7	Uteland Butte	0.00	
7428.0	7479.7	TD	0.00	
7428.0	7479.7	Wasatch	0.00	
7928.0	7979.7	APD_TD	0.00	

SECTION DETAILS

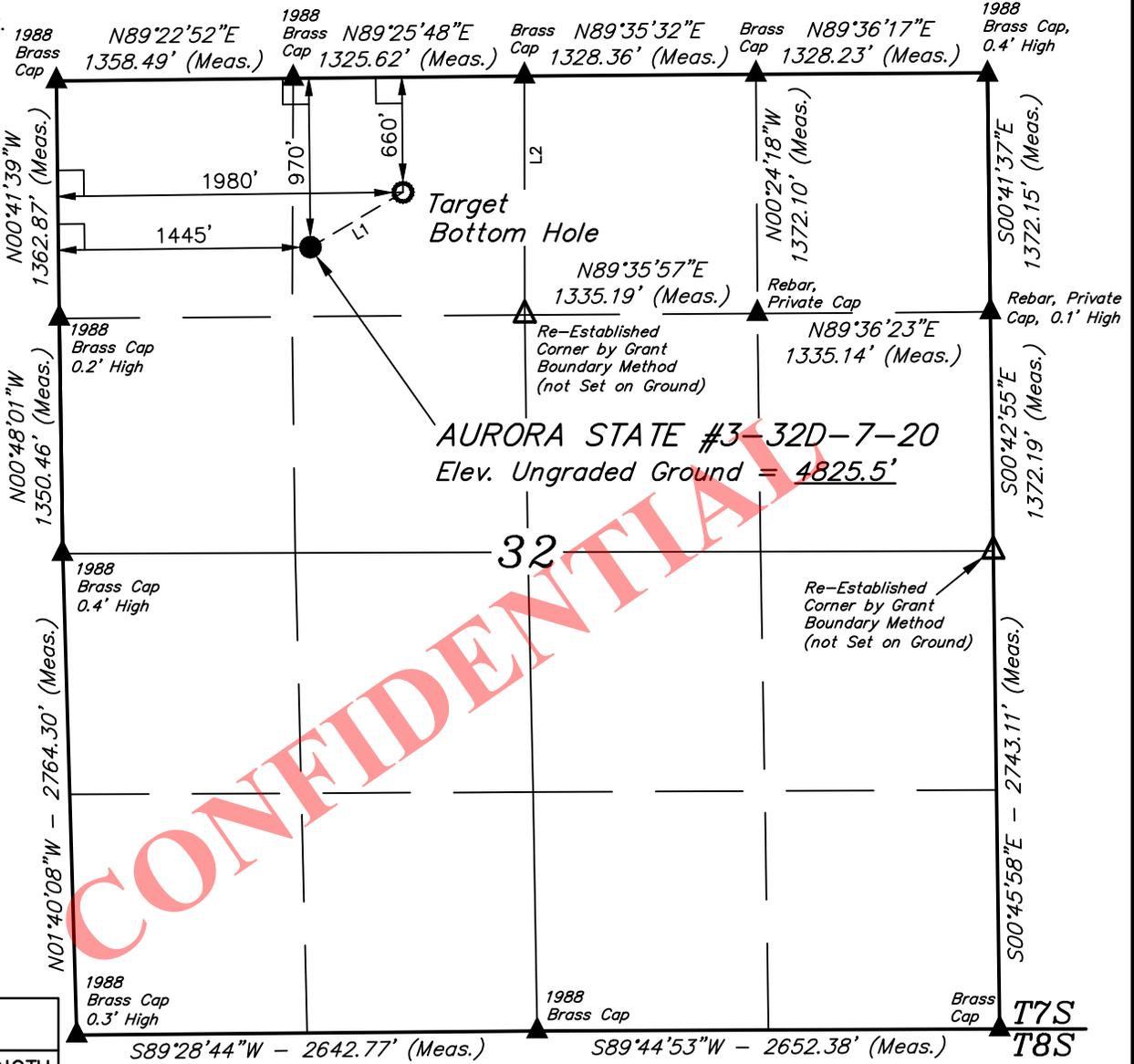
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	Dleg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	1400.0	0.00	0.00	1400.0	0.0	0.0	0.00	0.00	0.0	
3	2081.4	10.22	59.26	2077.8	31.0	52.1	1.50	59.26	60.6	
4	4882.2	10.22	59.26	4834.2	285.0	479.3	0.00	0.00	557.6	
5	5563.7	0.00	0.00	5512.0	316.0	531.4	1.50	180.00	618.3	Aurora State 3-32D-7-20 TGT
6	7979.7	0.00	0.00	7928.0	316.0	531.4	0.00	0.00	618.3	



T7S, R20E, S.L.B.&M.

LEGEND:

- └─ = 90° SYMBOL
- = PROPOSED WELLHEAD.
- = TARGET BOTTOM HOLE.
- ▲ = SECTION CORNERS LOCATED.
- △ = SECTION CORNERS RE-ESTABLISHED. (Not Set on Ground.)



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N59°18'07"E	617.75'
L2	N00°07'10"W	1371.95'



NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°10'19.01" (40.171947)	LATITUDE = 40°10'15.89" (40.171081)
LONGITUDE = 109°41'43.60" (109.695444)	LONGITUDE = 109°41'50.44" (109.697344)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 40°10'19.14" (40.171983)	LATITUDE = 40°10'16.03" (40.171119)
LONGITUDE = 109°41'41.09" (109.694747)	LONGITUDE = 109°41'47.93" (109.696647)

CERTIFICATE

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

Brandon Barthone
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 6631032
 STATE OF UTAH

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

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

BILL BARRETT CORPORATION

AURORA STATE #3-32D-7-20
 NE 1/4 NW 1/4, SECTION 32, T7S, R20E, S.L.B.&M.
 UTAH COUNTY, UTAH



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



SURVEYED BY: R.R., C.W.	SURVEY DATE: 07-14-14
DRAWN BY: J.M.C.	DATE DRAWN: 08-01-14
SCALE: 1" = 1000'	REVISED: 09-11-14 C.C.

WELL LOCATION PLAT

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.

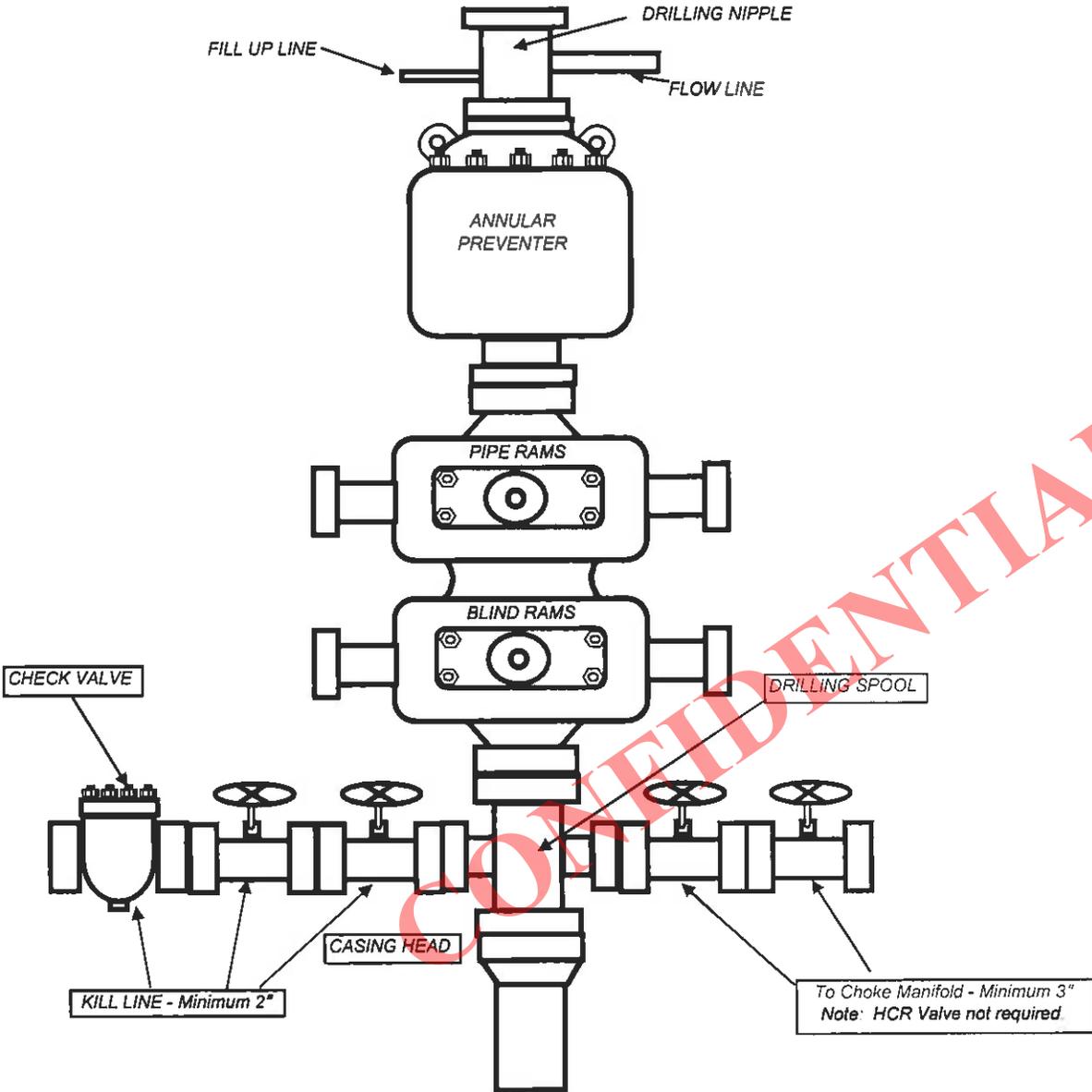
JUSTIN SUTHERLAND
Notary Public State of Utah
My Commission Expires on:
November 27, 2013
Comm. Number: 580830

Witness my hand and official seal
[Signature]

Notary Public in and for said County and State

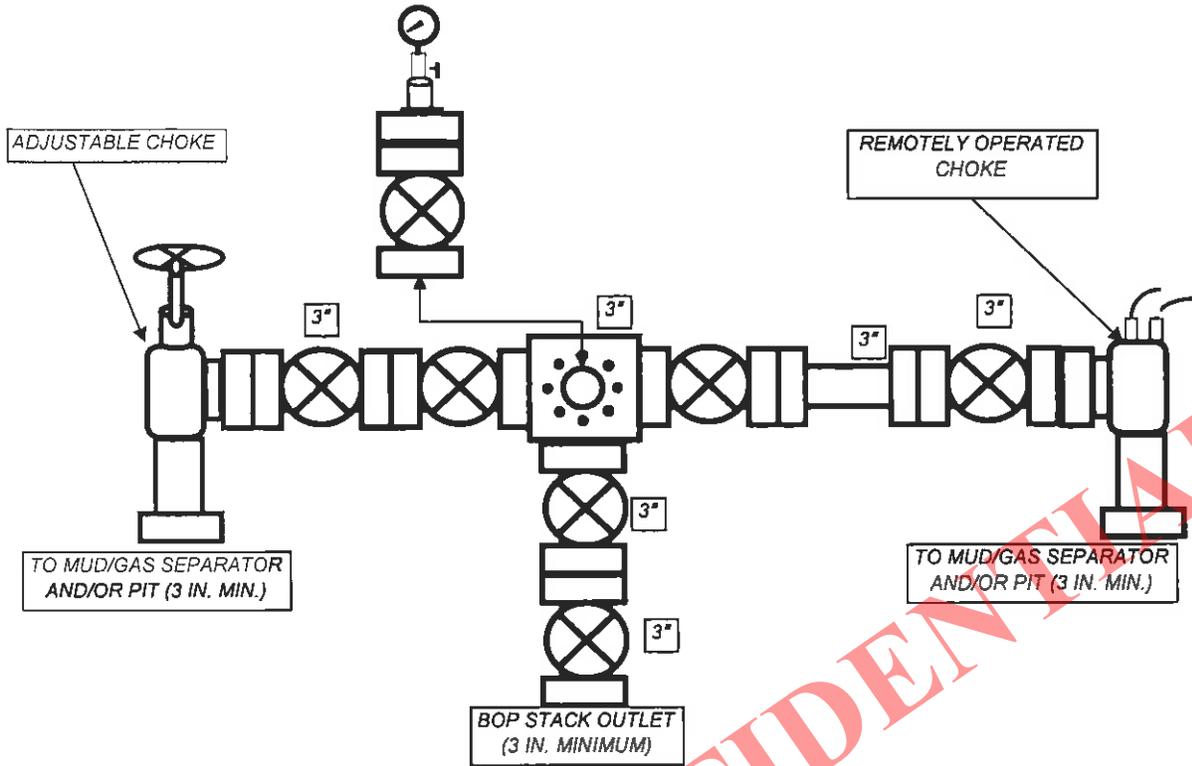
BILL BARRETT CORPORATION

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



BILL BARRETT CORPORATION

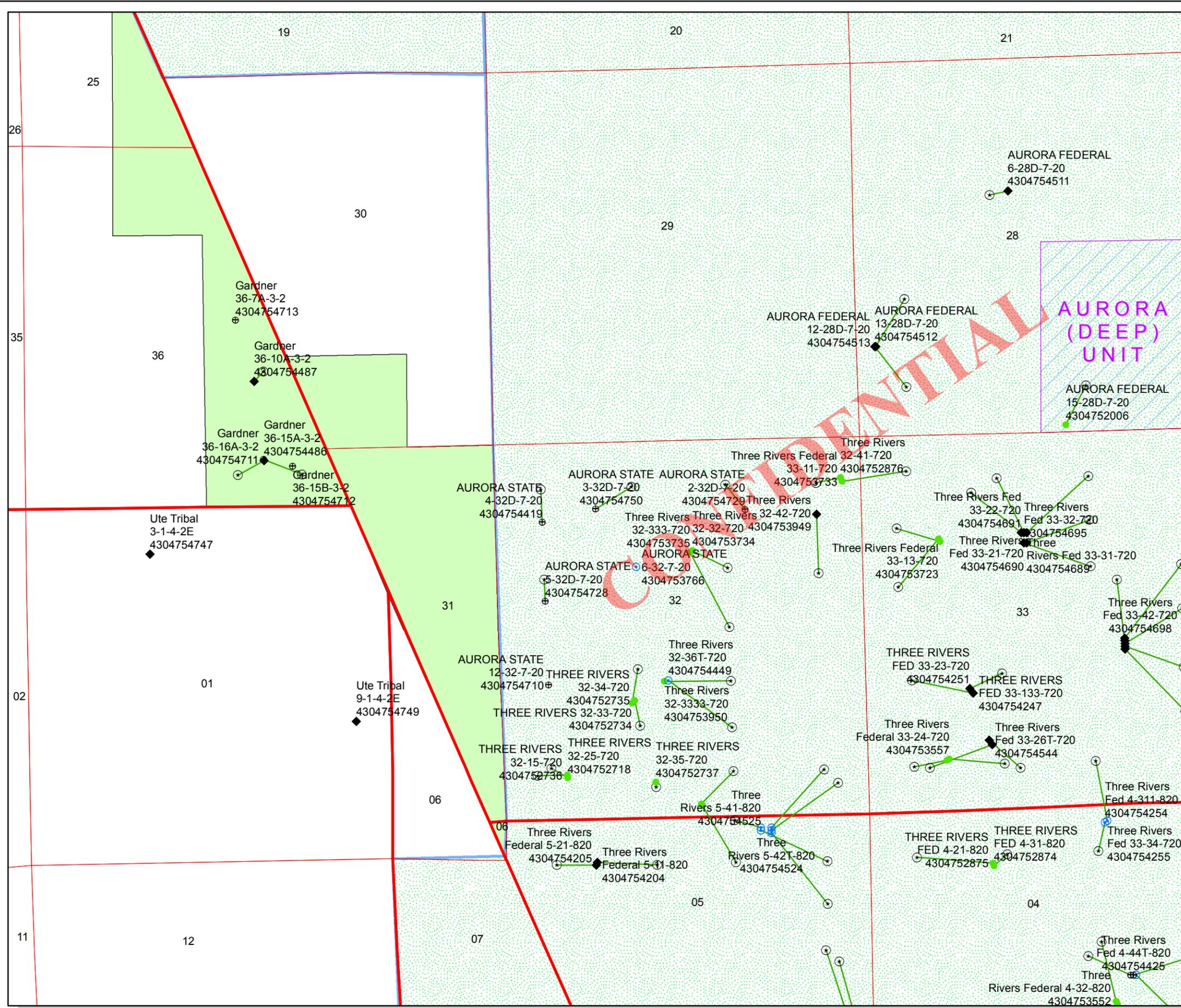
TYPICAL 5,000 p.s.i. CHOKE MANIFOLD



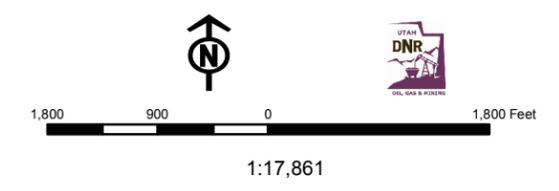
CONFIDENTIAL

API Number: 43-047-54750
Well Name: AURORA STATE 3-32D-7-20
 Section: 32 Township: 7S Range: 20E Meridian: SL
 Operator: BILL BARRETT CORP

Map Prepared: Oct. 3, 2014
 Map Produced by Lisha Cordova



Wells Query		Units	
Status		STATUS	
◆ APD - Aproved Permit		□ ACTIVE	
○ DRL - Spuded (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		Fields	
⊙ WDW - Water Disposal		□ Unknown	
⊙ WW - Water Injection Well		□ ABANDONED	
● WSW - Water Supply Well		□ 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 3-32D-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 Pilly ARE

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 3-32D-7-20
NENW, 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,

Brady Riley

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 3-32D-7-20 NENW 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

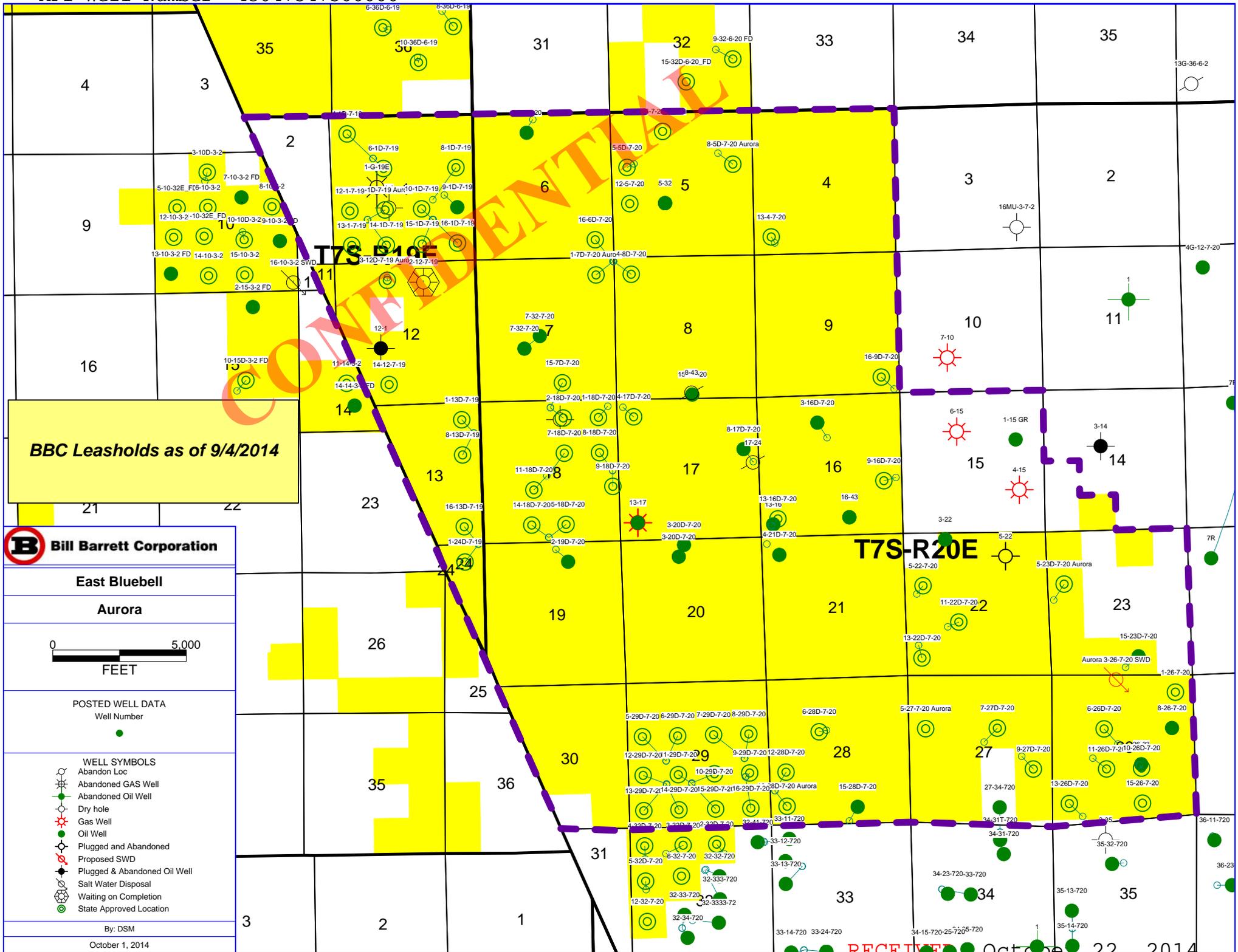
Date: October 22, 2014

Affiant

Brady Riny for

Kevin T. Funk
Landman I
BILL BARRETT CORPORATION

CONFIDENTIAL



BBC Leasholds as of 9/4/2014

Bill Barrett Corporation

East Bluebell

Aurora



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

RECEIVED October 22, 2014



Ms. Diana Mason – Petroleum Technician
State of Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Directional Drilling Location- Aurora State 3-32D-7-20
East Bluebell Area
Surface: 970' FNL and 1445' FWL, Sec. 32, 7S-20E SLM
Bottom Hole: 660' FNL and 1980' FWL, Sec. 32, 7S-20E SLM

Uintah County, Utah

Dear Ms. Mason,

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill the above referenced well, we hereby submit this letter in accordance with Oil & Gas Conservation Rules R649-2, R649-3, R649-10 and R649-11, pertaining to the Location and Sitting of Wells.

- The proposed location is within our East Bluebell Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area.
- The well will be drilled under ML-49956.
- BBC certifies that it is the owner of oil and gas in tracts within 460 feet from all points along the intended well bore and that all owners, now known, to the proposed directional drilling program, have been notified of BBC's intention to drill a directional well. BBC further certifies that it has obtained written consent from all owners in each tract within 460 feet of the intended well bore in which BBC is not an owner. The captioned well is subject to statewide citing.



Based on the information provided, BBC requests that the permit be granted pursuant to R649-3-11. Should you have any questions or need further information, please contact me at 303-312-8164.

Sincerely,

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

Kevin T. Funk
Landman I
BILL BARRETT CORPORATION

CONFIDENTIAL



Diana Mason <dianawhitney@utah.gov>

Re: Well Approvals

Jeff Conley <jconley@utah.gov>

Tue, Nov 4, 2014 at 7:58 AM

Reply-To: jconley@utah.gov

To: Bradley Hill <bradhill@utah.gov>, Diana Mason <dianawhitney@utah.gov>

Cc: Brady Riley <briley@billbarrettcorp.com>

Hello,

The following well has been approved by SITLA:

[\(4304754750\)](#) Aurora State 3-32D-7-20

Thanks,

Jeff Conley
SITLA Resource Specialist
[801-538-5157](tel:801-538-5157)

CONFIDENTIAL

Well Name	BILL BARRETT CORP AURORA STATE 3-32D-7-20 43047547500000			
String	COND	SURF	PROD	
Casing Size(")	16.000	8.625	5.500	
Setting Depth (TVD)	80	1200	7928	
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)	3916		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

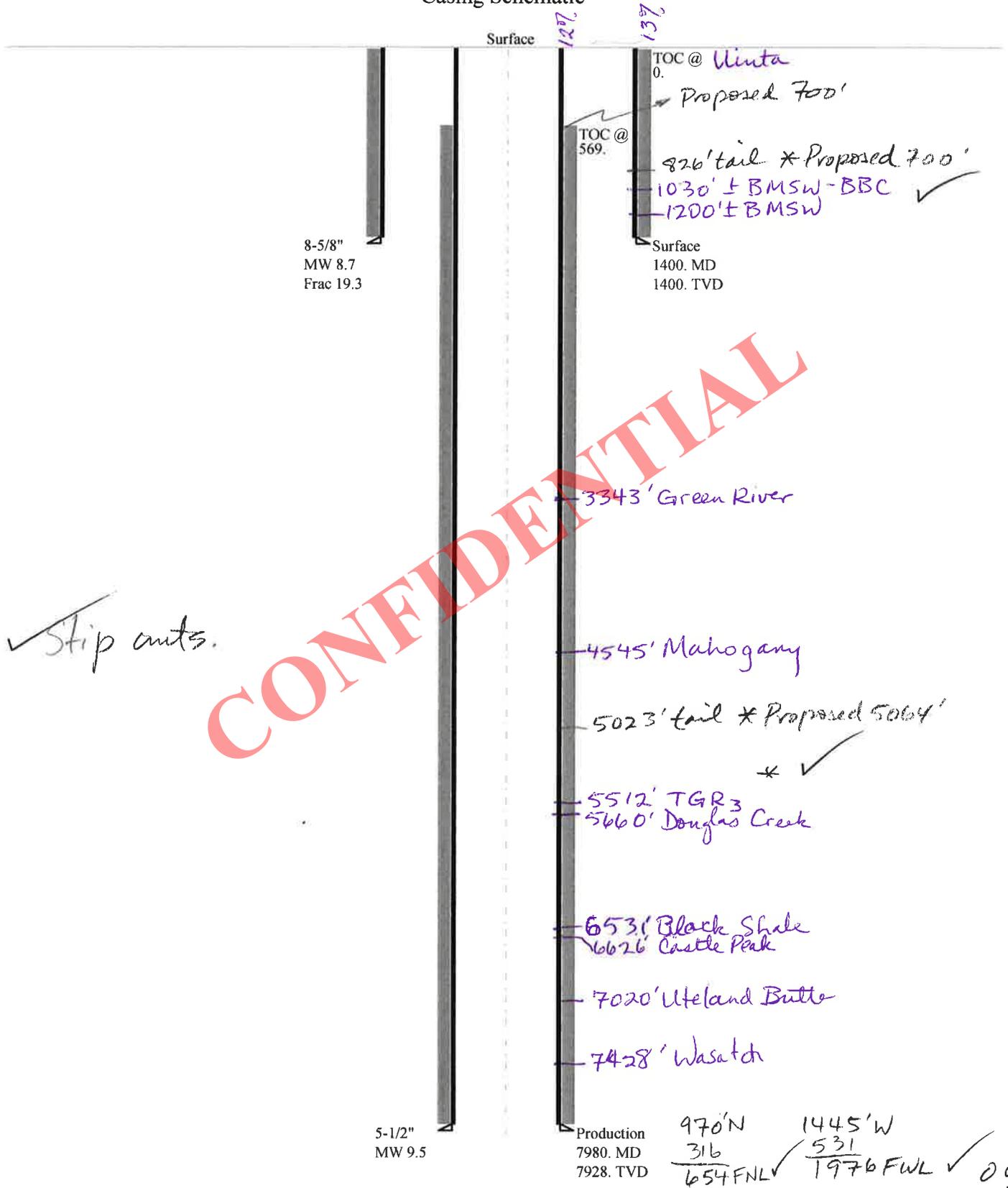
Calculations	SURF String	8.625	"
Max BHP (psi)	.052*Setting Depth*MW=	543	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	399	YES <input type="checkbox"/> diverter or rotating head
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	279	YES <input type="checkbox"/> OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	297	NO <input type="checkbox"/> 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=	3916	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	2965	YES <input type="checkbox"/> 5M BOPE, annular, rotating head, dbl rams, drilling
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2172	YES <input type="checkbox"/> 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)=	2436	NO <input type="checkbox"/> 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 <input type="checkbox"/>
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=		NO <input type="checkbox"/>
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=		NO <input type="checkbox"/>
Required Casing/BOPE Test Pressure=			psi
*Max Pressure Allowed @ Previous Casing Shoe=			psi *Assumes 1psi/ft frac gradient

43047547500000 Aurora State 3-32D-7-20

Casing Schematic



✓ Strip cuts.

CONFIDENTIAL

NE NW Sec 32-7S-20E

Well name:	43047547500000 Aurora State 3-32D-7-20		
Operator:	BILL BARRETT CORP		
String type:	Surface	Project ID:	43-047-54750
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: 94 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 100 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 1,232 psi
 Internal gradient: 0.120 psi/ft
 Calculated BHP 1,400 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: 1,217 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 7,928 ft
 Next mud weight: 9.500 ppg
 Next setting BHP: 3,913 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 1,400 ft
 Injection pressure: 1,400 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	1400	8.625	24.00	J-55	ST&C	1400	1400	7.972	7207

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	633	1370	2.165	1400	2950	2.11	29.2	244	8.35 J

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

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

Date: September 24, 2014
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 1400 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.

Well name:	43047547500000 Aurora State 3-32D-7-20		
Operator:	BILL BARRETT CORP		
String type:	Production	Project ID:	43-047-54750
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: 185 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 1,000 ft

Cement top: 569 ft

Burst

Max anticipated surface pressure: 2,168 psi
 Internal gradient: 0.220 psi/ft
 Calculated BHP 3,913 psi

No backup mud specified.

Tension:

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

Tension is based on buoyed weight.
 Neutral point: 6,838 ft

Directional Info - Build & Drop

Kick-off point 1400 ft
 Departure at shoe: 618 ft
 Maximum dogleg: 1.5 °/100ft
 Inclination at shoe: 0 °

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	7980	5.5	17.00	I-80	LT&C	7928	7980	4.767	89536
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	3913	6290	1.608	3913	7740	1.98	115.4	320	2.77 J

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

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

Date: September 24, 2014
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 7928 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.

Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a

ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name AURORA STATE 3-32D-7-20
API Number 43047547500000 **APD No** 10269 **Field/Unit** THREE RIVERS
Location: 1/4,1/4 NENW Sec 32 Tw 7.0S Rng 20.0E 970 FNL 1445 FWL
GPS Coord (UTM) 610918 4447561 **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

0.03

Well Pad

Width 245 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

horse bush, snake broomweed, desert grasses

Soil Type and Characteristics

Sandy loam

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? N 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
10269	43047547500000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	BILL BARRETT CORP/CIRCLE B LAND	
Well Name	AURORA STATE 3-32D-7-20		Unit		
Field	THREE RIVERS		Type of Work	DRILL	
Location	NENW 32 7S 20E S 970 FNL 1445 FWL GPS Coord (UTM) 610925E 4447562N				

Geologic Statement of Basis

Bill Barrett proposes to set 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 9 water wells within a 10,000 foot radius of the proposed location. Wells in the area are listed for domestic use, irrigation, oil field use and stock watering. Depths of the wells ranges from 16 to 300 feet. Listed wells probably produce from alluvial sediments and 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. Wells in the alluvial sediments are probably a more significant source of ground water. The proposed casing and cement should adequately protect any useable ground water.

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. This well site will require a diversion ditch along the north side.

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	Drainages adjacent to the proposed pad shall be diverted around the location.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

CONFIDENTIAL

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 9/12/2014

API NO. ASSIGNED: 43047547500000

WELL NAME: AURORA STATE 3-32D-7-20

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8115

CONTACT: Brady Riley

PROPOSED LOCATION: NENW 32 070S 200E

Permit Tech Review:

SURFACE: 0970 FNL 1445 FWL

Engineering Review:

BOTTOM: 0660 FNL 1980 FWL

Geology Review:

COUNTY: UINTAH

LATITUDE: 40.17111

LONGITUDE: -109.69727

UTM SURF EASTINGS: 610925.00

NORTHINGS: 4447562.00

FIELD NAME: THREE RIVERS

LEASE TYPE: 3 - State

LEASE NUMBER: ML 49956

PROPOSED PRODUCING FORMATION(S): GREEN RIVER - LOWER

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: R649-3-11
- Effective Date:
- Siting:
- R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations:

- 1 - Exception Location - bhill
- 3 - Commingling - ddoucet
- 5 - Statement of Basis - bhill
- 12 - Cement Volume (3) - hmacdonald
- 15 - Directional - bhill
- 23 - Spacing - bhill
- 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 3-32D-7-20
API Well Number: 43047547500000
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 R649-3-11. The expected producing formation or pool is the GREEN RIVER - LOWER 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

Exception Location:

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

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:

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

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall

submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

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.

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 500' above TGR3 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 over a horizontal line.

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 3-32D-7-20	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43047547500000	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0970 FNL 1445 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW 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: 12/13/2014 <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 12/13/14 at 8:00 am by Triple A Drilling, Rig #TA 4037, Rig Type Soilmec SR/30. Drilling will resume on 1/1/15			
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY December 15, 2014			
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst	
SIGNATURE N/A		DATE 12/15/2014	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9																														
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12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="text-align: center; padding: 10px;"> <p>No monthly drilling to report, well spud on 12/13/2014</p> <div style="text-align: right; margin-top: 20px;"> <p>Accepted by the Utah Division of Oil, Gas and Mining</p> <p>FOR RECORD ONLY</p> <p>January 08, 2015</p> </div> </div>																																
NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant																														
SIGNATURE N/A	DATE 1/5/2015																															

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
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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: 0970 FNL 1445 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW 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 checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 1/31/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
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	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

BBC IS REQUESTING FOR THE ATTACHED DRILLING PLAN TO BE APPROVED, IN ADDITION TO WHAT WAS PREVIOUSLY PERMITTED. THE SECOND DRILLING PLAN ATTACHED WILL ALLOW FOR A POSSIBLE CHANGE NEEDED WHILE DRILLING THIS WELLBORE. PLEASE CONTACT BRADY RILEY WITH QUESTIONS AT 303-312-8115.

Approved by the
January 20, 2015
Oil, Gas and Mining

Date: _____

By: Dr. K. Duff

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 1/19/2015	

BILL BARRETT CORPORATION
DRILLING PLAN

Aurora State 3-32D-7-20

NENW, 970' FNL and 1445' FWL, Section 32, T7S-R20E, SLB & M (surface hole)

NWNE, 660' FNL and 1980' 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</u>	<u>Depth –TVD</u>
Green River	3,367'	3,343'
Mahogany	4,588'	4,545'
Lower Green River*	5,564'	5,512'
Douglas Creek	5,712'	5,660'
Black Shale	6,583'	6,531'
Castle Peak	6,678'	6,626'
Uteland Butte	7,072'	7,020'
Wasatch*	7,480'	7,428'
TD	7,980'	7,928'

*PROSPECTIVE PAY

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

Base of Useable Water = 1030'

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'	9 5/8"	24#	J-55	ST&C	New
8 3/4"	Surface	TD	5 1/2"	17#	P110/I80	LT&C	New

Bill Barrett Corporation
 Drilling Program
 Aurora State 3-32d-7-20
 Uintah County, Utah

5. Cementing Program

16" Conductor Casing	Grout
9 5/8" Surface Casing	Lead: 140 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 700'
5 1/2" Production Casing	Lead: 720 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 700' Tail: 790 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 @ 5064'

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> <u>(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 3916 psi* and maximum anticipated surface pressure equals 2172 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 3-32d-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 3-32d-7-20

Surface Hole Data:

Total Depth:	1,200'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	383.7	ft ³
Lead Fill:	700'	
Tail Volume:	274.0	ft ³
Tail Fill:	500'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	140
--------------	-----

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

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

Production Hole Data:

Total Depth:	7,980'
Top of Cement:	700'
Top of Tail:	5,064'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1653.5	ft ³
Lead Fill:	4,364'	
Tail Volume:	1104.9	ft ³
Tail Fill:	2,916'	

Cement Data:

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

Calculated # of Sacks:

# SK's Lead:	720
# SK's Tail:	790

Aurora State 3-32d-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: 68.33 bbl
	Proposed Sacks: 140 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: 48.80 bbl
	Proposed Sacks: 210 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (5064' - 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: 4,364'
	Volume: 294.47 bbl
	Proposed Sacks: 720 sks
Tail Cement - (7980' - 5064')	
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: 5,064'
	Calculated Fill: 2,916'
	Volume: 196.79 bbl
	Proposed Sacks: 790 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.

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
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		8. WELL NAME and NUMBER: AURORA STATE 3-32D-7-20
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43047547500000
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0970 FNL 1445 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW 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 type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 1/31/2015	<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. <p style="text-align: center; font-size: 1.2em;">No monthly drilling to report, well spud on 12/13/2014</p> <div style="text-align: right; margin-top: 20px;"> <p>Accepted by the Utah Division of Oil, Gas and Mining</p> <p>FOR RECORD ONLY</p> <p>February 10, 2015</p> </div>		
NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A	DATE 2/5/2015	

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
1. TYPE OF WELL Oil Well	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP	8. WELL NAME and NUMBER: AURORA STATE 3-32D-7-20
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4. LOCATION OF WELL FOOTAGES AT SURFACE: 0970 FNL 1445 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW 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: 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 03-32D-7-20 2/6/2015 12:00 - 2/7/2015 06:00**

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
12:00	8.00	20:00	1	RIGUP & TEARDOWN	MIRU. Move 6 miles f/Aurora 3-26-7-20 SWD.
20:00	4.00	00:00	21	OPEN	NU riser, flowline. Rack & strap BHA, DP. Rig on daywork @ 20:00.
00:00	1.50	01:30	20	DIRECTIONAL WORK	PU bit, MM, dir tools, orient. Tag @ 90'.
01:30	4.50	06:00	2	DRILL ACTUAL	Steerable drlg 90' - 491'. Wob 20k, Spp 1150 psi, dp 400 psi, 560 gpm, rpm 58/95, rop 89 fph. Spud surface @ 01:30.

Aurora State 03-32D-7-20 2/7/2015 06:00 - 2/8/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	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	2	DRILL ACTUAL	Steerable drlg 491' - 612'. Wob 20k, Spp 1150 psi, dp 400 psi, 560 gpm, rpm 58/95, rop 121 fph.
07:00	1.00	08:00	7	LUBRICATE RIG	Rig service - repair yellow dog.
08:00	5.00	13:00	2	DRILL ACTUAL	Steerable drlg 612' - 1207'. Wob 20k, Spp 1150 psi, dp 400 psi, 560 gpm, rpm 58/95, rop 119 fph. TD surf @ 13:00.
13:00	1.00	14:00	5	COND MUD & CIRC	Sweep hole, C&C f/ST.
14:00	2.00	16:00	6	TRIPS	ST to DCs. Hole in good shape.
16:00	1.00	17:00	5	COND MUD & CIRC	Sweep hole, C&C f/csg.
17:00	4.00	21:00	6	TRIPS	Toh f/csg.
21:00	4.00	01:00	12	RUN CASING & CEMENT	RU and run 9 5/8", 36#, J-55, LTC csg as follows: FS, 1 jt csg, FC, 27 jts csg, 8 centralizers.
01:00	1.50	02:30	5	COND MUD & CIRC	C&C f/cement. Reciprocate pipe.
02:30	2.50	05:00	12	RUN CASING & CEMENT	Cement well as follows: Pump 10 bbl H2O spacer, 40 bbl Super Flush @ 10 ppg, 10 bbl H2O spacer. Pump lead cmt 190 sx (91 bbls) Varicem @ 11.5 ppg, 2.69 yld, 16.44 gps H2O. Tail in w/245 sx (60 bbls) @ 14.8 ppg, 1.38 yld, 6.66 gps H2O. Drop plug, displace w/ 90 bbls H2O, max press 550, bump plug to 1057 psi, flts held, bled back 1 bbls. 50 bbls cmt to surface.
05:00	1.00	06:00	12	RUN CASING & CEMENT	Ran 200' 1" pipe down annulus. Top out w/ 50 sx "G" cmt @ 15.8 ppg, 1.16 yld, 5.01 gps H2O, 2% calcium chloride. Hole stood full. RD cementers.

Aurora State 03-32D-7-20 2/8/2015 06:00 - 2/9/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	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	21	OPEN	Cut off csg, weld on 11" X 9 5/8" 5M SOW casinghead.
09:00	4.00	13:00	14	NIPPLE UP B.O.P	NUBOP.
13:00	3.00	16:00	15	TEST B.O.P	HSM. Test BOP. Test 5000 psi f/10 min Lower and upper kelly valve, safety and dart valves, pipe rams and inside valves, HCR, kill line, choke line, check valve, inside manifold valves, blind rams, super choke. Test 2500 psi annular preventer. Test surface csg to 1500 psi f/30 min. RD tester.
16:00	0.50	16:30	21	OPEN	Install wear bushing.
16:30	2.50	19:00	6	TRIPS	PU 8 3/4" PDC bit, dir tools, scribe. Tih. Tag cement @ 1160'.
19:00	0.50	19:30	21	OPEN	Drill cement & flt equip + 20' new hole to 1227'.
19:30	0.50	20:00	21	OPEN	Perform F.I.T. to 134 psi f/10.5 EMW.
20:00	10.00	06:00	2	DRILL ACTUAL	Steerable drlg 1227' - 2872'. Wob 20k, Spp 1800 psi, dp 400 psi, 430 gpm, rpm 58/145, rop 167 fph. Spud prod @ 20:00. BOP drill morning tour.

Aurora State 03-32D-7-20 2/9/2015 06:00 - 2/10/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.00	17:00	2	DRILL ACTUAL	Steerable drlg 2872' - 4001'. Wob 25k, Spp 1800 psi, dp 400 psi, 430 gpm, rpm 58/145, rop 103 fph. BOP drill daylight.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
17:00	0.50	17:30	7	LUBRICATE RIG	Rig service.
17:30	12.50	06:00	2	DRILL ACTUAL	Steerable drlg 4001' - 4958'. Wob 27k, Spp 1800 psi, dp 400 psi, 430 gpm, rpm 58/145, rop 77 fph.

Aurora State 03-32D-7-20 2/10/2015 06:00 - 2/11/2015 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-54750	Utah	Uintah	Aurora	DRILLING	7,525.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.50	14:30	2	DRILL ACTUAL	Steerable drlg 4958' - 5425'. Wob 27k, Spp 1800 psi, dp 400 psi, 430 gpm, rpm 58/145, rop 55 fph. Core point # 1 - 5376' TVD.
14:30	1.50	16:00	5	COND MUD & CIRC	Sweep hole, C&C f/WT.
16:00	6.00	22:00	6	TRIPS	Wiper Trip to shoe - hole in good shape.
22:00	1.00	23:00	5	COND MUD & CIRC	Sweep hole, C&C f/TOH.
23:00	4.00	03:00	6	TRIPS	Toh. LD dir tools.
03:00	1.00	04:00	21	OPEN	Rig up, PU core barrel.
04:00	2.00	06:00	21	OPEN	Wait on slips & collar clamp.

Aurora State 03-32D-7-20 2/11/2015 06:00 - 2/12/2015 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-54750	Utah	Uintah	Aurora	DRILLING	7,525.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	21	OPEN	Wait on slips.
09:00	3.00	12:00	4	CORING	PU coring assbly.
12:00	3.00	15:00	6	TRIPS	Tih to 3580'.
15:00	4.00	19:00	3	REAMING	W&R to bottom f/3580'.
19:00	1.00	20:00	5	COND MUD & CIRC	Sweep hole, Circ BU.
20:00	8.00	04:00	4	CORING	Core 5425' - 5477' MD, 5376' - 5428' TVD.
04:00	0.50	04:30	5	COND MUD & CIRC	C&C mud.
04:30	1.50	06:00	6	TRIPS	Toh w/core.

Aurora State 03-32D-7-20 2/12/2015 06:00 - 2/13/2015 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-54750	Utah	Uintah	Aurora	DRILLING	7,525.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	7.00	13:00	6	TRIPS	Finish Toh.
13:00	2.00	15:00	4	CORING	LD core, coring tools.
15:00	0.50	15:30	7	LUBRICATE RIG	Rig service. Function blind rams.
15:30	2.00	17:30	6	TRIPS	Tih w/ PDC, MM to shoe.
17:30	2.00	19:30	9	CUT OFF DRILL LINE	Slip & cut 100' drill line.
19:30	2.50	22:00	6	TRIPS	Finish tih.
22:00	8.00	06:00	2	DRILL ACTUAL	Steerable drlg 5477' - 5915'. Wob 27k, Spp 1800 psi, dp 400 psi, 430 gpm, rpm 58/145, rop 55 fph.

Aurora State 03-32D-7-20 2/13/2015 06:00 - 2/14/2015 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-54750	Utah	Uintah	Aurora	DRILLING	7,525.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.50	09:30	2	DRILL ACTUAL	Steerable drlg 5915' - 6092'. Wob 27k, Spp 1850 psi, dp 300 psi, 430 gpm, rpm 58/145, rop 51 fph.
09:30	1.00	10:30	5	COND MUD & CIRC	Sweep hole, C&C f/ST.
10:30	1.00	11:30	6	TRIPS	ST to 5400'. Hole in good shape.
11:30	1.00	12:30	5	COND MUD & CIRC	Sweep hole, C&C f/Toh.
12:30	4.50	17:00	6	TRIPS	Toh.
17:00	2.00	19:00	4	CORING	PU coring tools.
19:00	4.00	23:00	6	TRIPS	Tih.
23:00	1.00	00:00	5	COND MUD & CIRC	Circ BU.
00:00	6.00	06:00	4	CORING	Core 6092' - 6115'. wob 14k, spp 850 psi, gpm 275, rpm 55, rop 4 fph.

**Aurora State 03-32D-7-20 2/14/2015 06:00 - 2/15/2015 06:00**

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.00	14:00	4	CORING	Core 6115' - 6182'. wob 14 - 18k, spp 950 psi, gpm 280, rpm 60, rop 8 fph.
14:00	1.00	15:00	5	COND MUD & CIRC	C&C.
15:00	6.00	21:00	6	TRIPS	Toh.
21:00	3.00	00:00	4	CORING	LD core. Recovered 87.1'.
00:00	5.00	05:00	6	TRIPS	PU dir tools, tih.
05:00	0.50	05:30	3	REAMING	W&R 6000' to bottom.
05:30	0.50	06:00	2	DRILL ACTUAL	Steerable drlg 6182' - 6214'. Wob 27k, Spp 1900 psi, dp 400 psi, 430 gpm, rpm 58/125, rop 64 fph.

Aurora State 03-32D-7-20 2/15/2015 06:00 - 2/16/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	9.00	15:00	2	DRILL ACTUAL	Steerable drlg 6214' - 6676'. Wob 20k, Spp 1900 psi, dp 400 psi, 430 gpm, rpm 58/125, rop 51 fph.
15:00	1.00	16:00	5	COND MUD & CIRC	Sweep hole, C&C f/ST.
16:00	1.00	17:00	6	TRIPS	ST to 6080' Hole in good shape.
17:00	1.00	18:00	5	COND MUD & CIRC	C&C f/toh.
18:00	4.50	22:30	6	TRIPS	Toh. LD dir tools.
22:30	2.00	00:30	4	CORING	PU coring tools.
00:30	1.00	01:30	6	TRIPS	Tih to shoe.
01:30	1.00	02:30	9	CUT OFF DRILL LINE	Slip & cut 90' drill line.
02:30	3.50	06:00	6	TRIPS	Tih.

Aurora State 03-32D-7-20 2/16/2015 06:00 - 2/17/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	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	6	TRIPS	Finish tih.
07:00	1.00	08:00	5	COND MUD & CIRC	C&C.
08:00	7.00	15:00	4	CORING	Core 6676' - 6707'. wob 14 - 18k, spp 950 psi, gpm 280, rpm 60, rop 4 fph.
15:00	1.00	16:00	5	COND MUD & CIRC	C&C f/toh.
16:00	6.00	22:00	6	TRIPS	Toh w/core.
22:00	1.50	23:30	4	CORING	LD core - recovered 30'. 3 jets plugged w/formation. Bottom 3' of core very solid - both sliding barrels were deployed, upper core less consolidated.
23:30	2.00	01:30	4	CORING	PU new core assbly.
01:30	3.00	04:30	6	TRIPS	Tih to 6250'.
04:30	1.00	05:30	3	REAMING	W&R to bottom.
05:30	0.50	06:00	5	COND MUD & CIRC	Circ BU.

Aurora State 03-32D-7-20 2/17/2015 06:00 - 2/18/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	5	COND MUD & CIRC	C&C BU.
06:30	13.00	19:30	4	CORING	Core 6707' - 6794'. wob 8 - 18k, spp 1150 psi, gpm 280, rpm 60, rop 7 fph.
19:30	1.00	20:30	5	COND MUD & CIRC	Circ BU.
20:30	6.00	02:30	6	TRIPS	Toh w/core.
02:30	2.00	04:30	4	CORING	LD core barrels. Recovered 84' core.
04:30	0.50	05:00	7	LUBRICATE RIG	Rig service.
05:00	1.00	06:00	4	CORING	PU new core assbly.

Aurora State 03-32D-7-20 2/18/2015 06:00 - 2/19/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	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	4	CORING	INSTALL NEW BAIRING AND MAKE UP CORING EQUIPMENT,
07:30	5.00	12:30	6	TRIPS	TRIP IN THE HOLE
12:30	1.50	14:00	5	COND MUD & CIRC	CIRCULATE BOTTOMS UP
14:00	15.50	05:30	4	CORING	CORIING FROM 6794'-6920' WOB 8-12 SPM 79 PSI 1044 DIFF 20-80 RPM 60 7 FPH (126 feet of core by 5:30 AM)
05:30	0.50	06:00	8	REPAIR RIG	RIG ON DOWN TIME SOMTHING LEAKING FROM TOP DRIVE BREAK OFF CORE LAY DOWN 5 JOINTS FIX TOP DRIVE

Aurora State 03-32D-7-20 2/19/2015 06:00 - 2/20/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	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	8	REPAIR RIG	WORK TIGHT HOLE TRIPPING TO GET OFF BOTTOM TO WORK ON LEAKING BONNET SEAL
07:00	3.00	10:00	8	REPAIR RIG	FIX LEAKING LOWER BONNET SEAL ON TOP DRIVE
10:00	7.50	17:30	5	COND MUD & CIRC	PUMP DRY JOB AND TRIP OUT OF HOLE
17:30	1.50	19:00	4	CORING	LAY DOWN CORE
19:00	1.00	20:00	4	CORING	PICK UP 97' CORE BARRELS
20:00	4.00	00:00	6	TRIPS	TRIP IN THE HOLE
00:00	1.00	01:00	3	REAMING	WASH AND REAM LAST 500' TO BOTTOM
01:00	1.00	02:00	5	COND MUD & CIRC	PUMP SWEEP CIRCULATE AROUND
02:00	4.00	06:00	4	CORING	CORIING FROM 6920'-6935' WOB 8-12 SPM 79 PSI 1044 DIFF 20-80 RPM 60 4 FPH

Aurora State 03-32D-7-20 2/20/2015 06:00 - 2/21/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	7.00	13:00	4	CORING	CORIING FROM 6935'-6945' WOB 8-12 SPM 79 PSI 1044 DIFF 20-80 RPM 60 1 FPH PULLED SHORT DUE TO BARREL GETTING JAMMED
13:00	1.00	14:00	5	COND MUD & CIRC	CIRCUALTE SWEEP AROUND FLOW CHECK NO FLOW
14:00	6.00	20:00	6	TRIPS	TRIP OUT TO LAY DOWN CORES
20:00	1.50	21:30	4	CORING	LAY DOWN CORE 19.5 FEET OF CORE IN BARREL
21:30	0.50	22:00	6	TRIPS	LOAD RACKS AND STRAP B.H.A
22:00	1.00	23:00	20	DIRECTIONAL WORK	PICK UP DIRECTIONAL TOOLS WITH PAY ZONE
23:00	0.50	23:30	6	TRIPS	TRIP IN THE HOLE
23:30	0.50	00:00	9	CUT OFF DRILL LINE	CUT AND SLIP DRILL LINE
00:00	3.00	03:00	6	TRIPS	TRIP IN HOLE
03:00	0.50	03:30	3	REAMING	WASH LAST 200' GET SURVEYS THROUGH CORE ZONE
03:30	2.50	06:00	2	DRILL ACTUAL	STEERABLE DRILLING 8 3/4 PRODUCTION F/ 6945'-7083' (138') 55' 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 03-32D-7-20 2/21/2015 06:00 - 2/22/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.50	09:30	2	DRILL ACTUAL	STEERABLE DRILLING 8 3/4 PRODUCTION F/ 7083'-7170' (87') 25' 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
09:30	0.50	10:00	7	LUBRICATE RIG	RIG SERVICE FUNCTION TEST PIPE RAMS

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
10:00	10.00	20:00	2	DRILL ACTUAL	STEERABLE DRILLING 8 3/4 PRODUCTION F/ 7170'-7525 (355') 36' 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
20:00	1.00	21:00	5	COND MUD & CIRC	CIRCULATE SWEEP AROUND
21:00	6.00	03:00	6	TRIPS	TRIP OUT OF THE HOLE
03:00	1.00	04:00	20	DIRECTIONAL WORK	LAY DOWN DIRECTIONAL TOOLS
04:00	2.00	06:00	6	TRIPS	PICK UP BIT AND BIT SUB FOR CLEAN OUT RUN TRIP IN HOLE

Aurora State 03-32D-7-20 2/22/2015 06:00 - 2/23/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	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	6	TRIPS	(NOTICE BIT WAS THE WRONG SIZE) TRIP IN HOLE
08:30	11.00	19:30	3	REAMING	WASH AND REAM 7.875 HOLE TO 8 3/4 F/ 6945'-7253' (RIG NOT ENOUGH TORQUE)
19:30	5.50	01:00	6	TRIPS	TRIP OUT OF HOLE FOR NEW 8 3/4 BIT AND MUD MOTOR
01:00	0.50	01:30	6	TRIPS	CHANGE BIT AND PICK UP MUD MOTOR
01:30	4.50	06:00	6	TRIPS	TRIP IN HOLE

Aurora State 03-32D-7-20 2/23/2015 06:00 - 2/24/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	5.00	11:00	3	REAMING	REAM 7 7/8 TO 8 3/4 HOLE F/ 7253'-7525'
11:00	1.00	12:00	5	COND MUD & CIRC	CIRUCLATE SWEEP AROUND
12:00	1.00	13:00	6	TRIPS	SHORT TRIP TO 6900 AND BACK TO BOTTOM
13:00	1.00	14:00	5	COND MUD & CIRC	CIRCULATE BOTTOMS UP
14:00	5.50	19:30	6	TRIPS	TRIP OUT OF HOLE FOR LOGS
19:30	10.50	06:00	11	WIRELINE LOGS	HSM RIG UP WIRE LINE LOGS AND RUN WIRE LINE LOGS WITH WEATHERFORD (TAG @ 7526') QUAD COMBOS, DIPOLE SONIC, CMI IMAGE FROM BOTTOM TO THE GREEN RIVER AND GAMMA THE REST OF THE WAY OUT

Aurora State 03-32D-7-20 2/24/2015 06:00 - 2/25/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	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	11	WIRELINE LOGS	FINISH WIRE LINE LOGS RIG DOWN
07:30	0.50	08:00	7	LUBRICATE RIG	CHANGE OUT SWIVAL MOTORS ON TOP DRIVE TO HIGH SPEED FOR CASING RUNS AND TRIPS
08:00	6.50	14:30	6	TRIPS	PICK UP TRICONE TRIP IN THE HOLE
14:30	1.00	15:30	5	COND MUD & CIRC	CIRCULATE BOTTOMS UP
15:30	1.50	17:00	6	TRIPS	TRIP TO 5800'
17:00	0.50	17:30	5	COND MUD & CIRC	PUMP 120 BBLs 15 PPB VANGUARD AND FLEX FINE STRATA PILL
17:30	4.50	22:00	6	TRIPS	TRIP OUT OF THE HOLE
22:00	1.00	23:00	21	OPEN	PULL WARE BUSHING AND RIG UP FLOOR FOR CASING RUN
23:00	6.50	05:30	12	RUN CASING & CEMENT	RUN 5.5 I-80 17# LT&C CASING AS FOLLOWS 1 SHOE 2 JOINTS 1 FLOAT 22 JOINTS 1 MARKER 26 JOINTS 1 MARKER 166 JOINTS TAG AND CIRCUALTE ON JOINT 175 BLM AND UDOGM NOTICE WAS SENT OUT Mon 2/23/2015 11:20 AM
05:30	0.50	06:00	6	TRIPS	CIRCULATE 2 FULL CIRCULATIONS

Aurora State 03-32D-7-20 2/25/2015 06:00 - 2/25/2015 18:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	5	COND MUD & CIRC	CIRCULATE AND LAY DOWN JOINT 175 PICK UP LANDING JOINT AND LAND ON 174

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
08:00	3.00	11:00	12	RUN CASING & CEMENT	SAFETY MEETING WITH HALLIBURTON CEMENT CREW -TEST LINES @ 5000 PSI, 80 BBLs WITH SCANDIUM 10.5 PPG TUNED SPACER, 208 BBLs 500 SKS 11.0 PPG 2.34 YIELD LEAD CEMENT MIXED @ 10.1 GAL/SK, 245 BBLs 950 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 171 BBLs CLAY-WEB WATER/ALDACIDEFINAL LIFT PRESSURE 1240 PSI BUMPED PLUG WITH 1776 PSI HELD FOR 2 MINS FLOATS HELD NO CEMENT TO SURFACE LOST RETURNS 55 BBLs BBLs INTO DISPLACEMENT GOT BACK 38 BBLs OF SPACER WITH NO SIGNS OF SCANDIUM IN SPACER RIG DOWN CEMENTERS
11:00	2.00	13:00	21	OPEN	SET PACK OFF WITH CAMREON
13:00	2.50	15:30	14	NIPPLE DOWN B.O.P	NIPPLE DOWN B.O.PS
15:30	2.50	18:00	21	OPEN	CLEAN PITS AND RELEASE RIG @ 6:00 PM

Aurora State 03-32D-7-20 2/27/2015 06:00 - 2/28/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status DRILLING	Total Depth (ftKB) 7,525.0	Primary Job Type Drilling & Completion
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Time Log

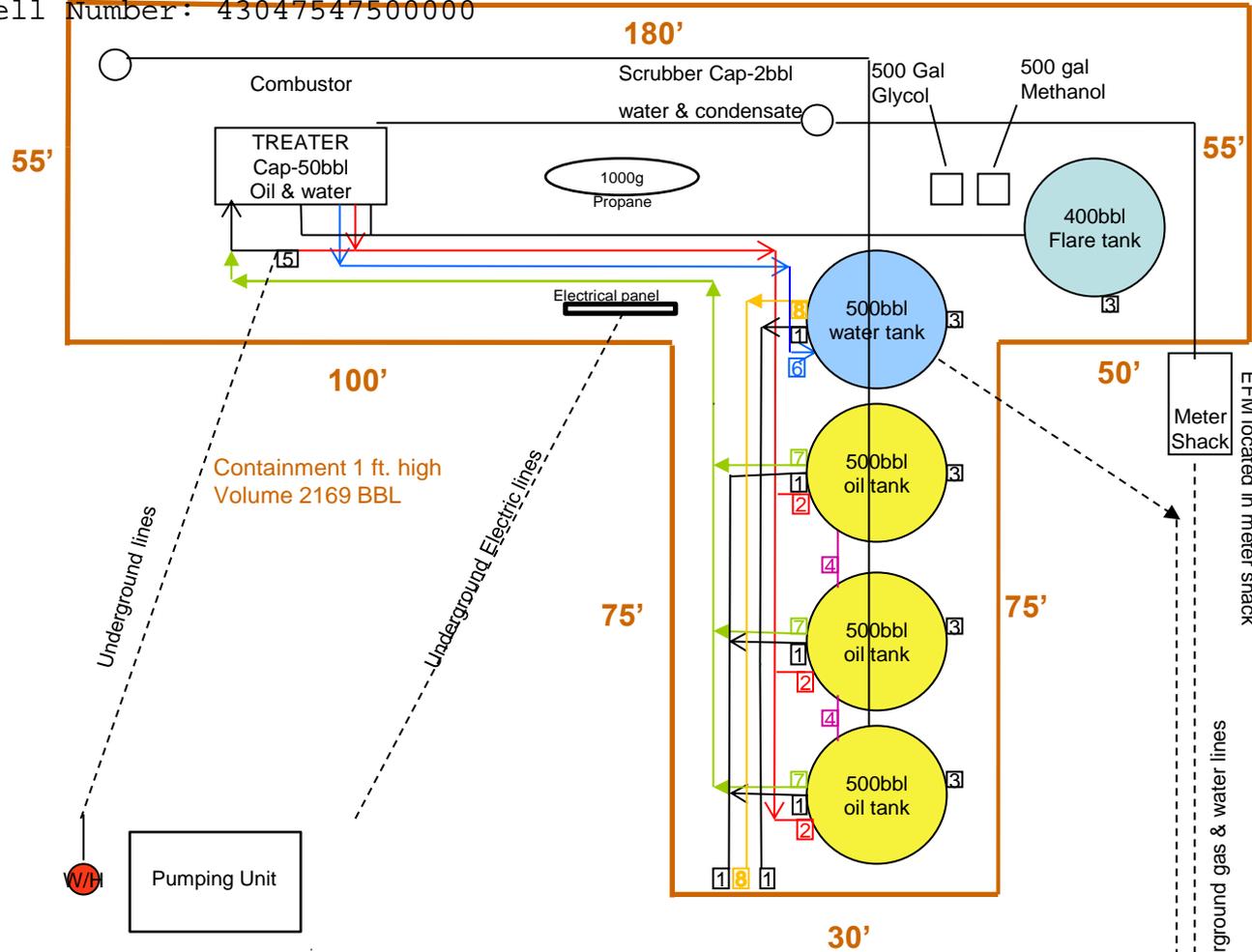
Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	HSM. CHECK PRESSURE. ND 11" NIGHT CAP. CLEAN HANGER MANDREL. NU 7" 5K TBG HEAD. PRES TEST VOID AND SEALS. GOOD. NU 7" NIGHT CAP. WELL SECURE.

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 3-32D-7-20
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43047547500000
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: 0970 FNL 1445 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW 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: 3/21/2015 <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 checked="" 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 type="checkbox"/> OTHER <input type="checkbox"/> APD EXTENSION	
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 3/21/2015		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY March 23, 2015		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 3/23/2015

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 3-32D-7-20	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. API NUMBER: 43047547500000	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0970 FNL 1445 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW 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 checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 3/23/2015 <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 type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input 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. ATTACHED PLEASE FIND THE SITE FACILITY DIAGRAM FOR THIS PAD.			
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY March 24, 2015			
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst	
SIGNATURE N/A	DATE 3/23/2015		

Sundry Number: 61703 API Well Number: 43047547500000

BILL BARRETT CORPORATION
FEE/STATE
 Aurora State 3-32D-7-20
 NE ¼ NW ¼ Sec 32, T7S, R20E,
 Lease # ML 49956
 API # 43-047-54750
 Uintah Co. Utah

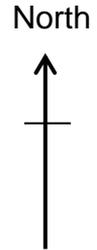


Site Security Plan Located at
 Bill Barrett Corporation
 Roosevelt Office
 ROUTE 3 BOX 3110
 1820 W HIGHWAY 40
 ROOSEVELT, UT 84066

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

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

Surface Drainage to Southeast.
 Irrigated cropland ¼ mile to SE.



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 3-32D-7-20
Qtr/Qtr NE/NW Section 32 Township 7S Range 20E
Lease Serial Number _____
API Number 43-047-547500000

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 2/24/2015 1300 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 7507' of 5.5", 17#, I-80, LTC csg.

—

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS 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
1. TYPE OF WELL Oil Well	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP	8. WELL NAME and NUMBER: AURORA STATE 3-32D-7-20
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	9. API NUMBER: 43047547500000
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0970 FNL 1445 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW 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: 3/1/2015	<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 March 2015 Drilling Activity for this well.

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

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 4/1/2015	

**Aurora State 03-32D-7-20 3/4/2015 06:00 - 3/5/2015 06:00**

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status PRODUCING	Total Depth (ftKB) 7,525.0	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	LOGG	Logging	CHECK PRESSURE. MIRU CUTTERS. RUN GR/JB TO TAG FILL AT 7463'. (DRLG SHOWS FC AT 7404'). RUN CCL/GR/CBL LOG. LOG SHOWS SJ AT 5185'-5208' AND 6436'-6456'. TOC AT 45'. RUN PROTECHNICS SPECTRA SCAN LOG FROM TD-5000'. SEND ALL LOG INFO TO PROTECHNIC TO TIE TOGETHER. LOGGED WITHOUT PRESSURE.

Aurora State 03-32D-7-20 3/11/2015 06:00 - 3/12/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status PRODUCING	Total Depth (ftKB) 7,525.0	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. ONLY ABLE TO FIT (57-600S ON LOC). FILLING FRAC LINE

Aurora State 03-32D-7-20 3/16/2015 06:00 - 3/17/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status PRODUCING	Total Depth (ftKB) 7,525.0	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 HEAT FRAC LINE (60-600S) 90* RDMO

Aurora State 03-32D-7-20 3/19/2015 06:00 - 3/20/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status PRODUCING	Total Depth (ftKB) 7,525.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	DTIM	Downtime	WIRELINE "CUTTERS" & HES FRAC FLEET 8HRS OFF
08:00	1.00	09:00	CTRL	Crew Travel	CREW TRAVEL
09:00	0.50	09:30	SRIG	Rig Up/Down	MIRU CUTTERS W/ 5" 10K LUBE.
09:30	1.00	10:30	PFRT	Perforating	PU PERF GUNS FOR STG 1. OPEN WITH 0 PSI. RIH AND CORRELATE TO SJ AT 5184'-5206' AND 6432'-6454'. RUN DOWN AND PERF UTELAND BUTTE FORM 6874'-7338' WITH 60 HOLES IN 20' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN TURN WELL OVER TO HES.
10:30	2.00	12:30	SRIG	Rig Up/Down	MIRU HES FRAC FLEET.
12:30	0.25	12:45	SMTG	Safety Meeting	AOL 07:00. FINISH SPOTTING IN EQUIP & RIGGING UP FRAC FLEET. 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, PROTECHNICS ON LOC.
12:45	2.50	15:15	FRAC	Frac. Job	FRAC STG 1 PRESSURE TEST LINES TO 7200 PSI. OPEN WELL W/ 30 PSI AT 12:45 BREAK DOWN 2330 PSI AT 6.3 BPM. PMP 500 GAL 15% HCL ACID W/ 120 BIO BALLS FOR DIVERSION. 10 BPM AT 1900 PSI. FLUSH W/ 9531 GAL. 28.2 BPM AT 2330 PSI. BALL OUT (MAX PRESSURE 2250 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN. ISIP 1337 , FG .62, MR 72.5 BPM, AR 67.4 BPM, MP 3379 PSI (ON FINAL FLUSH 3400 PSI), AP 2562 PSI 30/50 WHITE 1193 SKS SLKWATER .5#.75PPG 30/50 WHITE 315 SKS 20# LINEAR .75#-1.25PPG TREATED WTR 232 BBLS, SLK WTR 6456 BBLS. 20# LINEAR 942 BBLS, BTR 7642 BBLS. STAGE SCORE 10 SHUT IN AND TURN WELL OVER TO CUTTERS

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
15:15	1.00	16:15	PFRT	Perforating	PERF STG #2- PU HES 5-1/2" 10K CBP AND GUNS FOR STAGE 2 INTO LUBE AND EQUALIZE TO 1100 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 5184'-5206' & 6432'-6454' . RUN DOWN AND SET 5-1/2" CBP AT 6860' WITH 1100 PSI. PULL UP AND PERF BSF/CASTLE/UTELAND BUTTE FORM 6485'-6835' WITH 45 HOLES IN 15' NET. END PERFS WITH 900 PSI. POOH AND VERIFY ALL GUNS SHOT. SHUT IN AND TURN WELL OVER TO HES.
16:15	2.25	18:30	FRAC	Frac. Job	FRAC STG 2 PRESSURE TEST LINES TO 7200 PSI. OPEN WELL W/ 986 PSI AT 16:25 BREAK DOWN 2052 PSI AT 10 BPM. PMP 500 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10 BPM AT 1720 PSI. FLUSH W/ 11167 GAL. 30 BPM AT 2670 PSI. BALL OUT (MAX PRESSURE 4577 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN. ISIP 1859 , FG .71, MR 75.4 BPM, AR 65.5 BPM, MP 5703 PSI (ON FINAL FLUSH 5800 PSI), AP 3335 PSI 30/50 WHITE 1319 SKS SLKWATER .5#.75PPG 30/50 WHITE 123 SKS 20# LINEAR .75#-1.25PPG TREATED WTR 272 BBLS, SLK WTR 6933 BBLS. 20# LINEAR 472 BBLS, BTR 7690 BBLS. STAGE SCORE 6 "LOST TUB ON BLENDER STG 22 & 24, HAD TO CUT STG EST 65SKS SHORT DUE TO PSI. FLUSHED WELL BORE. SDFN
18:30	1.00	19:30	PFRT	Perforating	START RIH W/PLUG & GUNS 1000' POOH W/PERF GUNS. DID NOT PERF STG 3 DUE TO PINNACLE TOOL FAILURE.
19:30	10.50	06:00	LOCL	Lock Wellhead & Secure	LOCK & SECURE WELL. CREW TRAVEL

Aurora State 03-32D-7-20 3/20/2015 06:00 - 3/21/2015 06:00

API 43-047-54750	State/Province Utah	County Uintah	Field Name Aurora	Well Status PRODUCING	Total Depth (ftKB) 7,525.0	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	CTRL	Crew Travel	CREW TRAVEL
06:00	1.00	07:00	PFRT	Perforating	PERF STG #3- PU HES 5-1/2" 10K CBP AND GUNS FOR STAGE INTO LUBE AND EQUALIZE TO 750 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 5184'-5206'. RUN DOWN AND SET 5-1/2" CBP AT 6460' WITH 750 PSI. PULL UP AND PERF LWR DOUGLAS CREEK/3PT FORM 5999'-6439' WITH 45 HOLES IN 15' NET. END PERFS WITH 700 PSI. POOH AND VERIFY ALL GUNS SHOT. SHUT IN & TURN WELL OVER TO HES.
07:00	0.50	07:30	SMTG	Safety Meeting	FRAC CREW ON LOC 07:00. 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, PROTECHNICS ON LOC.



Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
07:30	2.25	09:45	FRAC	Frac. Job	<p>FRAC STG 3 PRESSURE TEST LINES TO 7200 PSI. OPEN WELL W/ 620 PSI AT 7:40 BREAK DOWN 1595 PSI AT 3.8 BPM. PMP 500 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 9.9 BPM AT 2020 PSI. FLUSH W/ 9030 GAL. 29.3 BPM AT 2490 PSI. BALL OUT (MAX PRESSURE 4189 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN.</p> <p>ISIP 1737 , FG .71, MR 71.4 BPM, AR 67 BPM, MP 4992 PSI (ON FINAL FLUSH 4100 PSI), AP 3154 PSI 30/50 WHITE 1408 SKS SLKWATER .5#.75PPG 30/50 WHITE 150 SKS 20# LINEAR 1.25#-2.50PPG TREATED WTR 208 BBLS, SLK WTR 7109 BBLS. 20# LINEAR 189 BBLS, BTR 7519 BBLS.</p> <p>STAGE SCORE 10</p> <p>SHUT IN & TURN WELL OVER TO CUTTERS</p>
09:45	1.00	10:45	PFRT	Perforating	<p>PERF STG #4- PU HES 5-1/2" 10K CBP AND GUNS FOR STAGE 4 INTO LUBE AND EQUALIZE TO 1500 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 5184'-5206'. RUN DOWN AND SET 5-1/2" CBP AT 5970' WITH 1500 PSI. PULL UP AND PERF DOUGLAS CREEK FORM 5574'-5948' WITH 45 HOLES IN 15' NET. END PERFS WITH 1100 PSI. POOH AND VERIFY ALL GUNS SHOT.</p> <p>SHUT IN & TURN WELL OVER TO HES.</p>
10:45	1.75	12:30	FRAC	Frac. Job	<p>FRAC STG 4 PRESSURE TEST LINES TO 7200 PSI. OPEN WELL W/ 1200 PSI AT 10:50 AM BREAK DOWN 2446 PSI AT 9.8 BPM. PMP 500 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10.1 BPM AT 2340 PSI. FLUSH W/ 6755 GAL. 34.5 BPM AT 2900 PSI. BALL OUT (MAX PRESSURE 6286 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN.</p> <p>ISIP 1605 , FG .71, MR 73.5 BPM, AR 68.1 BPM, MP 5669 PSI (ON FINAL FLUSH 5700 PSI), AP 3595 PSI 30/50 WHITE 1121 SKS SLKWATER .5#.85PPG 30/50 WHITE 48 SKS 20# LINEAR .75#-.9PPG TREATED WTR 167 BBLS, SLK WTR 5868 BBLS. 20# LINEAR 355 BBLS, BTR 6390 BBLS.</p> <p>STAGE SCORE 10</p> <p>SHUT IN & TURN WELL OVER TO CUTTERS</p> <p>"CUT STG 331 SKS SHORT DUE TO 2000PSI INCREASE "FORMATION". FLUSHED WELL BORE @ 56 BPM @5000PSI."</p>
12:30	1.00	13:30	PFRT	Perforating	<p>PERF STG #5- PU HES 5-1/2" 10K CBP AND GUNS FOR STAGE 5 INTO LUBE AND EQUALIZE TO 1550 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 5184'-5206'. RUN DOWN AND SET 5-1/2" CBP AT 5566' WITH 1500 PSI. PULL UP AND PERF PELICAN/TGR3 FORM 5352'-5549' WITH 45 HOLES IN 15' NET. END PERFS WITH 1450 PSI. POOH AND VERIFY ALL GUNS SHOT.</p> <p>"5352'-5433' WAS SHOT OFF OF 2ND TO LAST DESIGN SENT OUT. OPERATIONS ON LOC DID NOT CATCH THE CHANGE ON LAST DESIGN, I HAVE ATTACHED BOTH DESIGNS IN WELL VIEW. DENVER WAS NOTIFIED OF WHERE PERFS WERE ACTUALLY SHOT. STGS 1-4 "GOOD" SHOTS 1-7 STG 5 MATCH FINAL DESIGN.</p> <p>SHUT IN & TURN WELL OVER TO HES.</p>

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
13:30	2.25	15:45	FRAC	Frac. Job	FRAC STG 5 PRESSURE TEST LINES TO 7500 PSI. OPEN WELL W/ 1300 PSI AT 13:45 BREAK DOWN 1506 PSI AT 9.5 BPM. PMP 500 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10 BPM AT 1540 PSI. FLUSH W/ 6135 GAL. 29.7 BPM AT 1940 PSI. BALL OUT (MAX PRESSURE 6551 PSI), SHUT DOWN PMP. SURGE 3X. SHUT DOWN FOR 5 MIN. ISIP 1917 , FG .78, MR 76 BPM, AR 69.9 BPM, MP 3414 PSI (ON FINAL FLUSH 3100 PSI), AP 2739 PSI 30/50 WHITE 1417 SKS SLKWATER .5#.75PPG 30/50 WHITE 411 SKS 20# LINEAR .75#-1.75PPG TREATED WTR 151 BBLS, SLK WTR 7060 BBLS. 20# LINEAR 719 BBLS, BTR 7930 BBLS. STAGE SCORE 10 SHUT IN AND TURN WELL OVER TO CUTTERS
15:45	1.00	16:45	WLWK	Wireline	KILL PLUG- PU 5-1/2" HES PLUG AND SETTING TOOLS INTO LUBE. EQUALIZE 1500 PSI. RIH & SET KILL PLUG AT 5566' WITH 1475 PSI. BLEED OFF WELL AS POOH.
16:45	1.50	18:15	SRIG	Rig Up/Down	RDMO HES AND CUTTERS FRAC FLEET.
18:15	11.75	06:00	LOCL	Lock Wellhead & Secure	WELL SHUT IN AND SECURE. STACK FRAC WTR. MOVE OFF FRAC LINE.

Aurora State 03-32D-7-20 3/21/2015 06:00 - 3/22/2015 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-54750	Utah	Uintah	Aurora	PRODUCING	7,525.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM.
07:00	0.50	07:30	RMOV	Rig Move	ROAD RIG TO LOCATION.
07:30	0.50	08:00	SRIG	Rig Up/Down	RUSU.
08:00	1.00	09:00	BOPI	Install BOP's	CHECK PRESSURE. ND FRAC VALVES. NU 7" 5K BOP AND HYDRIL. RU FLOOR.
09:00	1.50	10:30	GOP	General Operations	SPOT CATWALK AND PIPE RACKS. UNLOAD 235-JTS 2-7/8" L-80 TBG.
10:30	3.00	13:30	RUTB	Run Tubing	MU 4-3/4" BIT, BIT SUB (BFF), 1-JT, AND DRAIN SUB. RIH AS MEAS AND PU 166-JTS TBG TO TAG KILL PLUG. RU PWR SWIVEL.
13:30	0.50	14:00	PTST	Pressure Test	FILL TBG. PRES TEST LINES, BOP, HYDRIL, AND SWIVEL TO 2500 PSI. GOOD
14:00	3.00	17:00	DOPG	Drill Out Plugs	EST CIRC AND D/O PLUGS CBP #1 AT 5300'. 0' FILL, D/O IN 10 MIN. FCP 1100 PSI ON 18/64". RIH CBP #2 AT 5566'. 100' FILL, D/O IN 5 MIN. FCP 1100 PSI ON 18/64". RIH CBP #3 AT 5970'. 100' FILL, D/O IN 9 MIN. FCP 1050 PSI ON 18/64". RUN 1-JT. HAVE 189-JTS IN, EOT AT 6010' CIRC CLEAN. HANG PWR SWIVEL. TURN OVER TO FBC.
17:00	13.00	06:00	FBCK	Flowback Well	CREW TRAVEL. TURN WELL OVER TO FB CREW AND PRODUCTION FOR NIGHT. START AT 1100 PSI ON 13/64".

Aurora State 03-32D-7-20 3/22/2015 06:00 - 3/23/2015 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-54750	Utah	Uintah	Aurora	PRODUCING	7,525.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM. WELL FLOWING TO TREATER-- 780 PSI ON 18/64" AT 105 BWPH. NO OIL OR GAS. TURN TO FB TANK.
07:00	5.50	12:30	DOPG	Drill Out Plugs	EST CIRC. CONT D/O PLUGS CBP #4 AT 6460'. 210' FILL, D/O IN 12 MIN. FCP 600 ON 24/64". RIH CBP #5 AT 6860'. 250' FILL, D/O IN 8 MIN. FCP 550 PSI ON 24/64", RIH C/O 120' FILL TO FC AT 7404' (7417' SLM). D/O 25' CMT TO PBTD AT 7442' SLM. CIRC CLEAN. RD PWR SWIVEL.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
12:30	1.00	13:30	PULT	Pull Tubing	POOH AS LD 72-JTS TBG. LUBE IN AND LAND HANGER. KB 13.00 HANGER .85 161-JTS 2-7/8" L-80 5118.03 DRAIN SUB 1.00 1-JT 2-7/8" L-80 31.79 FLOAT SUB 1.11 BIT SUB (BFF) 1.07 4-3/4" BIT .37 DRAIN SUB AT 5131.88 BIT AT 5167.22
13:30	1.00	14:30	BOPR	Remove BOP's	RD FLOOR. ND HYDRIL AND BOP. NU AND PLUMB IN WH. DROP BAR TO SHEAR DRAIN PINS. SITP 625, SICP 625. TURN TO FB CREW AND PRODUCTION.
14:30	1.00	15:30	SRIG	Rig Up/Down	RDSU.
15:30	14.50	06:00	FBCK	Flowback Well	CREW TRAVEL. WELL FLOWING TO PRODUCTION. SICP 620, FTP 580 ON 18/64" CHOKE.

Aurora State 03-32D-7-20 3/27/2015 06:00 - 3/28/2015 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-54750	Utah	Uintah	Aurora	PRODUCING	7,525.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	RMOV	Rig Move	ROAD RIG 2 MILES
07:00	1.00	08:00	SRIG	Rig Up/Down	MIRU DERRICK. SDFW.
08:00	22.00	06:00	LOCL	Lock Wellhead & Secure	SECURE WELL. STILL FLOWING TO TREATER. CREW TRAVEL

Aurora State 03-32D-7-20 3/30/2015 06:00 - 3/31/2015 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-54750	Utah	Uintah	Aurora	PRODUCING	7,525.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL, HSM
07:00	3.00	10:00	WKLL	Kill Well	KILL WELL W/ 200BBLS WTR, LET WELL BLED OFF, N/D WELL HEAD, N/U BOPS, R/U WORK FLOOR
10:00	1.50	11:30	PULT	Pull Tubing	POOH W/TBG & D/O BHA 161-JTS 2-7/8" L-80 DRAIN SUB 1-JT 2-7/8" L-80 FLOAT SUB BIT SUB (BFF) 4-3/4" BIT

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
11:30	4.50	16:00	RUTB	Run Tubing	<p>START RIH W/TBG & PROD BHA. GOT TO 3200' WELL STARTED TO FLOW, PUMP 75 BBLs DOWN TBG, CONT TO TRIP IN THE HOLE W/ WASH RUBBER, CALL FOR LOAD OF 10# BRINE, GOT TO 5600' WELL STARTED TO FLOW, PUMP 100BBLs 10# BRINE DOWN TBG TO KILL WELL.</p> <p>KB- 13.00' HGR- .85' STCH- 2.02' 172 JTS 2 7/8"- 5467.72' (TOP 18 NEW) 5 1/2" 8RD TAC- 2.75' 3 JTS 2 7/8"- 95.37' 4' PUP- 4.15' PMP BARREL- 26.95' 4' PUP- 4.15' 3 1/2" DSAND- 17.20' 5 JTS 2 7/8"-158.95' BP- .75'</p> <p>TAC @ 5486.34' EOP @ 5612.81' EOT @ 5793.86'</p> <p>55 JTS 2 7/8" ON WOOD PLANKS ON LOC.</p>
16:00	1.00	17:00	GOP	General Operations	SET 5 1/2" 8RD TAC, R/D WORK FLOOR, N/D BOPS, LAND HGR W/ 20K TENSION, N/U WH, X/O TO ROD EQUIP, SPOT IN & PREP RODS.
17:00	13.00	06:00	LOCL	Lock Wellhead & Secure	LOCK & SECURE WELL, SDFN. CREW TRAVEL

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 3-32D-7-20
3. ADDRESS OF OPERATOR: 1099 18th St Ste 2300 CITY Denver STATE CO ZIP 80202		9. API NUMBER: 4304754750
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 970 FNL 1445 FWL AT TOP PRODUCING INTERVAL REPORTED BELOW: 659 FNL 1966 FWL AT TOTAL DEPTH: 727 FNL 1989 FWL		10 FIELD AND POOL, OR WILDCAT THREE RIVERS
14. DATE SPUDDED: 12/13/2014		11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW 32 7S 20E S
15. DATE T.D. REACHED: 2/23/2015		12. COUNTY Uintah
16. DATE COMPLETED: 3/21/2015 ABANDONED <input type="checkbox"/> READY TO PRODUCE <input checked="" type="checkbox"/>		13. STATE UTAH
17. ELEVATIONS (DF, RKB, RT, GL): 4826 GL		
18. TOTAL DEPTH: MD 7,525 TVD 7,474	19. PLUG BACK T.D.: MD 7,405 TVD 7,354	20. IF MULTIPLE COMPLETIONS, HOW MANY? *
21. DEPTH BRIDGE MD PLUG SET: TVD		
22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each) CBL, Quad Combo, Dipole Sonic, CMI Image, and Mud		23. WAS WELL CORED? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit analysis) WAS DST RUN? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit report) DIRECTIONAL SURVEY? NO <input type="checkbox"/> YES <input checked="" type="checkbox"/> (Submit copy)

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

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
26	16 Conq	65#	0	90	90			0	
12 1/4	9 5/8 J-55	36#	0	1,207	1,207	Lead 190 Tail 245	91 60	0	
8 3/4	5 1/2 I110	17#	0	7,525	7,493	Tuned 500 ECON 240	208 58	1314	

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	5,046							

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	5,352	7,338			5,352 7,338	.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
5352-7338	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: _____	<input checked="" type="checkbox"/> DIRECTIONAL SURVEY	30. WELL STATUS: POW
--	--	--	--	--------------------------------

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 3/21/2015		TEST DATE: 4/12/2015		HOURS TESTED: 24		TEST PRODUCTION RATES: →	OIL - BBL: 142	GAS - MCF: 55	WATER - BBL: 348	PROD. METHOD: Flowing
CHOKE SIZE: 48/64	TBG. PRESS. 350	CSG. PRESS. 90	API GRAVITY 31.89	BTU - GAS 55	GAS/OIL RATIO 387	24 HR PRODUCTION RATES: →	OIL - BBL: 142	GAS - MCF: 55	WATER - BBL: 348	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	3,371
				Mahogany	4,469
				TGR3	5,438
				Douglas Creek	5,572
				Black Shale Facies	6,481
				Castle Peak	6,573
				Uteland Butte	6,799
				Wasatch	7,482
				TD	7,525

TOC calculated by CBL. Conductor cemented with grout. First gas sales 3/21/2015 and first oil sales 4/7/15. 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 4/13/2015

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- 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



Bill Barrett Corporation

Fort Duchesne

SECTION 32 T7S, R20E

Aurora State 3-32D-7-20

Wellbore #1

Design: Actual

End of Well Report

01 March, 2015





Payzone Directional
End of Well Report



Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well Aurora State 3-32D-7-20
Project:	Fort Duchesne	TVD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (Capstar 329)
Site:	SECTION 32 T7S, R20E	MD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (Capstar 329)
Well:	Aurora State 3-32D-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	Latitude:	40° 10' 14.080 N	
From: Lat/Long	Easting:	2,143,801.42 usft	Longitude:	109° 42' 0.460 W	
Position Uncertainty:	0.0 usft	Slot Radius:	13-3/16 "	Grid Convergence:	1.10 °

Well	Aurora State 3-32D-7-20, SHL: 40° 10' 15.890 -109° 41' 50.440					
Well Position	+N/-S	0.0 usft	Northing:	11,123,838.35 usft	Latitude:	40° 10' 15.890 N
	+E/-W	0.0 usft	Easting:	2,144,576.22 usft	Longitude:	109° 41' 50.440 W
Position Uncertainty	0.0 usft		Wellhead Elevation:	4,836.0 usft	Ground Level:	4,823.0 usft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	1/3/2015	10.72	65.88	52,043

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	65.96	

Survey Program	Date	3/1/2015		
From (usft)	To (usft)	Survey (Wellbore)	Tool Name	Description
142.0	7,525.0	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 3-32D-7-20
Project:	Fort Duchesne	TVD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (Capstar 329)
Site:	SECTION 32 T7S, R20E	MD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (Capstar 329)
Well:	Aurora State 3-32D-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
142.0	0.31	103.84	142.0	0.3	-0.1	0.4	0.22	0.22	0.00	0.00
231.0	0.62	156.57	231.0	0.5	-0.6	0.8	0.56	0.35	59.25	59.25
322.0	0.40	120.32	322.0	0.7	-1.2	1.3	0.42	-0.24	-39.84	-39.84
413.0	0.61	96.47	413.0	1.3	-1.4	2.0	0.32	0.23	-26.21	-26.21
505.0	0.79	87.62	505.0	2.3	-1.4	3.1	0.23	0.20	-9.62	-9.62
595.0	0.89	88.57	595.0	3.5	-1.4	4.5	0.11	0.11	1.06	1.06
687.0	0.92	95.62	687.0	4.8	-1.5	5.9	0.13	0.03	7.66	7.66
749.0	0.79	100.32	749.0	5.6	-1.6	6.8	0.24	-0.21	7.58	7.58
836.0	0.66	82.70	835.9	6.6	-1.6	7.9	0.29	-0.15	-20.25	-20.25
923.0	0.70	73.56	922.9	7.6	-1.4	8.9	0.13	0.05	-10.51	-10.51
1,010.0	0.44	79.71	1,009.9	8.4	-1.2	9.8	0.31	-0.30	7.07	7.07
1,098.0	0.62	94.79	1,097.9	9.2	-1.2	10.6	0.26	0.20	17.14	17.14
1,129.0	0.48	92.15	1,128.9	9.4	-1.2	10.9	0.46	-0.45	-8.52	-8.52
1,256.0	0.62	98.47	1,255.9	10.5	-1.3	12.1	0.12	0.11	4.98	4.98
1,344.0	0.80	109.27	1,343.9	11.3	-1.6	13.1	0.25	0.20	12.27	12.27
1,430.0	1.99	80.79	1,429.9	13.2	-1.6	15.2	1.56	1.38	-33.12	-33.12
1,517.0	3.09	72.21	1,516.8	17.0	-0.6	18.9	1.33	1.26	-9.86	-9.86
1,604.0	4.02	52.91	1,603.6	22.3	2.0	23.6	1.73	1.07	-22.18	-22.18
1,692.0	5.61	51.58	1,691.3	29.5	6.5	29.4	1.81	1.81	-1.51	-1.51
1,779.0	6.89	55.51	1,777.8	38.7	12.1	37.0	1.55	1.47	4.52	4.52
1,866.0	7.69	56.48	1,864.1	49.6	18.3	46.2	0.93	0.92	1.11	1.11
1,953.0	8.48	57.80	1,950.2	61.7	24.9	56.5	0.93	0.91	1.52	1.52
2,040.0	9.59	54.18	2,036.2	75.1	32.6	67.8	1.43	1.28	-4.16	-4.16
2,127.0	10.38	54.18	2,121.8	89.9	41.4	80.0	0.91	0.91	0.00	0.00
2,213.0	10.61	54.27	2,206.4	105.2	50.5	92.7	0.27	0.27	0.10	0.10
2,301.0	10.69	53.08	2,292.9	121.1	60.2	105.8	0.27	0.09	-1.35	-1.35



Payzone Directional

End of Well Report



Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well Aurora State 3-32D-7-20
Project:	Fort Duchesne	TVD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (Capstar 329)
Site:	SECTION 32 T7S, R20E	MD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (Capstar 329)
Well:	Aurora State 3-32D-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)
2,388.0	11.18	54.67	2,378.3	137.3	69.9	119.1	0.66	0.56	1.83
2,476.0	11.49	55.59	2,464.6	154.3	79.8	133.3	0.41	0.35	1.05
2,561.0	11.40	55.99	2,547.9	170.9	89.3	147.3	0.14	-0.11	0.47
2,649.0	11.18	56.21	2,634.2	187.8	98.9	161.6	0.25	-0.25	0.25
2,735.0	11.00	56.78	2,718.6	204.2	108.0	175.4	0.25	-0.21	0.66
2,823.0	10.30	57.89	2,805.1	220.2	116.8	189.1	0.83	-0.80	1.26
2,910.0	9.41	62.47	2,890.8	235.0	124.2	201.9	1.36	-1.02	5.26
2,996.0	9.50	60.40	2,975.6	249.1	131.0	214.4	0.41	0.10	-2.41
3,082.0	9.19	61.28	3,060.5	263.0	137.8	226.5	0.40	-0.36	1.02
3,168.0	8.62	57.80	3,145.4	276.2	144.5	238.0	0.91	-0.66	-4.05
3,255.0	8.88	54.40	3,231.4	289.3	151.9	249.0	0.67	0.30	-3.91
3,343.0	9.10	57.58	3,318.4	302.8	159.6	260.4	0.62	0.25	3.61
3,430.0	9.10	61.59	3,404.3	316.5	166.5	272.3	0.73	0.00	4.61
3,517.0	9.59	60.31	3,490.1	330.6	173.4	284.6	0.61	0.56	-1.47
3,605.0	11.40	59.87	3,576.6	346.5	181.4	298.5	2.06	2.06	-0.50
3,691.0	11.49	60.71	3,660.9	363.5	189.9	313.3	0.22	0.10	0.98
3,779.0	11.89	57.97	3,747.1	381.2	198.9	328.6	0.78	0.45	-3.11
3,864.0	11.53	57.40	3,830.3	398.3	208.2	343.2	0.44	-0.42	-0.67
3,952.0	11.31	57.14	3,916.6	415.5	217.6	357.9	0.26	-0.25	-0.30
4,039.0	11.49	58.19	4,001.9	432.5	226.8	372.4	0.32	0.21	1.21
4,126.0	11.31	56.78	4,087.2	449.5	236.0	386.9	0.38	-0.21	-1.62
4,214.0	9.19	54.10	4,173.7	464.9	244.9	399.8	2.47	-2.41	-3.05
4,300.0	8.40	55.77	4,258.7	477.8	252.4	410.6	0.97	-0.92	1.94
4,388.0	8.22	60.79	4,345.8	490.4	259.1	421.4	0.85	-0.20	5.70
4,475.0	8.00	61.41	4,431.9	502.6	265.1	432.1	0.27	-0.25	0.71
4,562.0	8.40	61.41	4,518.0	515.0	271.0	443.0	0.46	0.46	0.00
4,649.0	8.71	63.48	4,604.1	527.9	277.0	454.5	0.50	0.36	2.38



Payzone Directional

End of Well Report



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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)	
4,734.0	7.51	60.97	4,688.2	539.9	282.5	465.1	1.47	-1.41	-2.95	
4,822.0	7.29	64.19	4,775.5	551.2	287.8	475.2	0.53	-0.25	3.66	
4,909.0	6.89	63.48	4,861.8	561.9	292.5	484.8	0.47	-0.46	-0.82	
4,996.0	7.20	58.37	4,948.2	572.5	297.7	494.1	0.80	0.36	-5.87	
5,083.0	5.79	61.10	5,034.6	582.3	302.7	502.6	1.66	-1.62	3.14	
5,171.0	4.91	63.57	5,122.2	590.5	306.5	509.9	1.03	-1.00	2.81	
5,256.0	3.80	73.49	5,207.0	596.9	308.9	515.8	1.57	-1.31	11.67	
5,344.0	3.31	71.90	5,294.8	602.3	310.5	521.0	0.57	-0.56	-1.81	
5,431.0	2.30	79.88	5,381.7	606.5	311.6	525.1	1.24	-1.16	9.17	
5,519.0	1.81	91.51	5,469.7	609.5	311.9	528.3	0.73	-0.56	13.22	
5,605.0	1.41	109.49	5,555.6	611.5	311.5	530.6	0.74	-0.47	20.91	
5,692.0	0.80	125.57	5,642.6	612.6	310.8	532.1	0.78	-0.70	18.48	
5,778.0	1.28	152.98	5,728.6	612.9	309.6	533.1	0.79	0.56	31.87	
5,866.0	2.21	179.07	5,816.5	612.3	307.0	533.5	1.36	1.06	29.65	
5,952.0	1.81	178.59	5,902.5	611.1	304.0	533.6	0.47	-0.47	-0.56	
6,039.0	1.99	177.57	5,989.4	610.1	301.1	533.7	0.21	0.21	-1.17	
6,162.0	2.52	179.20	6,112.4	608.2	296.3	533.8	0.43	0.43	1.33	
6,250.0	2.21	159.77	6,200.3	607.3	292.7	534.4	0.97	-0.35	-22.08	
6,335.0	1.28	154.70	6,285.2	607.2	290.4	535.4	1.11	-1.09	-5.96	
6,422.0	1.90	172.90	6,372.2	606.8	288.0	536.0	0.91	0.71	20.92	
6,507.0	1.41	176.21	6,457.2	606.1	285.6	536.2	0.59	-0.58	3.89	
6,595.0	2.12	173.70	6,545.1	605.2	282.9	536.5	0.81	0.81	-2.85	
6,674.0	2.46	173.05	6,624.1	604.3	279.8	536.9	0.43	0.43	-0.82	
6,759.0	2.68	173.71	6,709.0	603.1	276.0	537.3	0.26	0.26	0.78	
6,846.0	2.64	173.05	6,795.9	601.9	272.0	537.8	0.06	-0.05	-0.76	
6,932.0	2.75	168.30	6,881.8	600.9	268.0	538.4	0.29	0.13	-5.52	
7,019.0	2.64	172.61	6,968.7	599.9	264.0	539.1	0.26	-0.13	4.95	



Payzone Directional
End of Well Report



Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well Aurora State 3-32D-7-20
Project:	Fort Duchesne	TVD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (Capstar 329)
Site:	SECTION 32 T7S, R20E	MD Reference:	Aurora State 3-32D-7-20 @ 4836.0usft (Capstar 329)
Well:	Aurora State 3-32D-7-20	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 5000.1 Single User Db

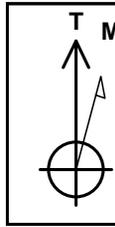
Survey										
MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)	
7,106.0	2.55	166.11	7,055.6	598.9	260.1	539.8	0.35	-0.10	-7.47	
7,192.0	2.50	171.38	7,141.5	598.1	256.4	540.6	0.28	-0.06	6.13	
7,280.0	2.37	162.24	7,229.4	597.4	252.7	541.4	0.46	-0.15	-10.39	
7,367.0	2.46	168.35	7,316.4	596.8	249.2	542.3	0.31	0.10	7.02	
7,455.0	2.46	168.92	7,404.3	596.0	245.5	543.1	0.03	0.00	0.65	
7,525.0	2.46	168.92	7,474.2	595.3	242.6	543.6	0.00	0.00	0.00	

Checked By: _____ Approved By: _____ Date: _____

Sundry Number: 62500 API Well Number: 43047547500000

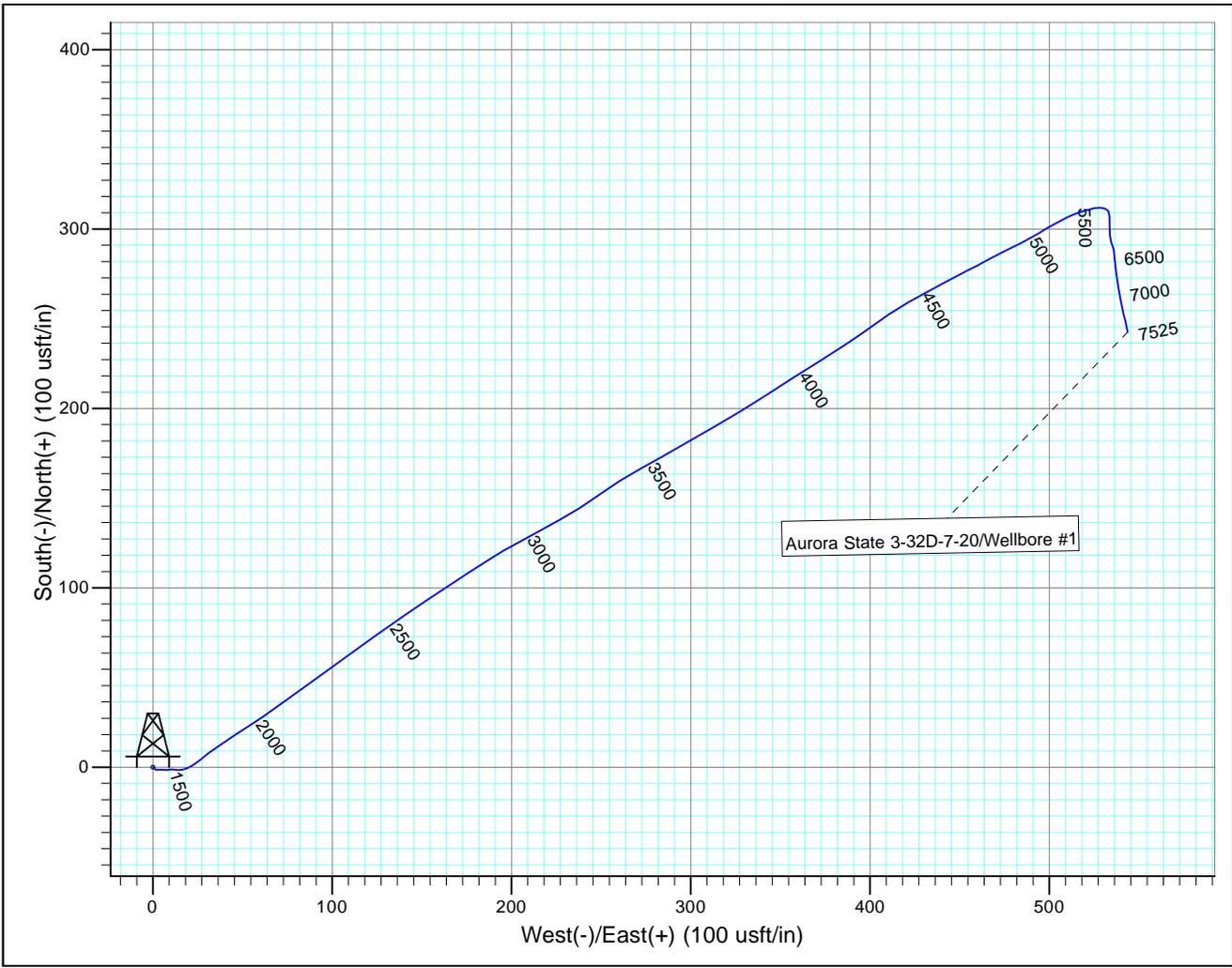
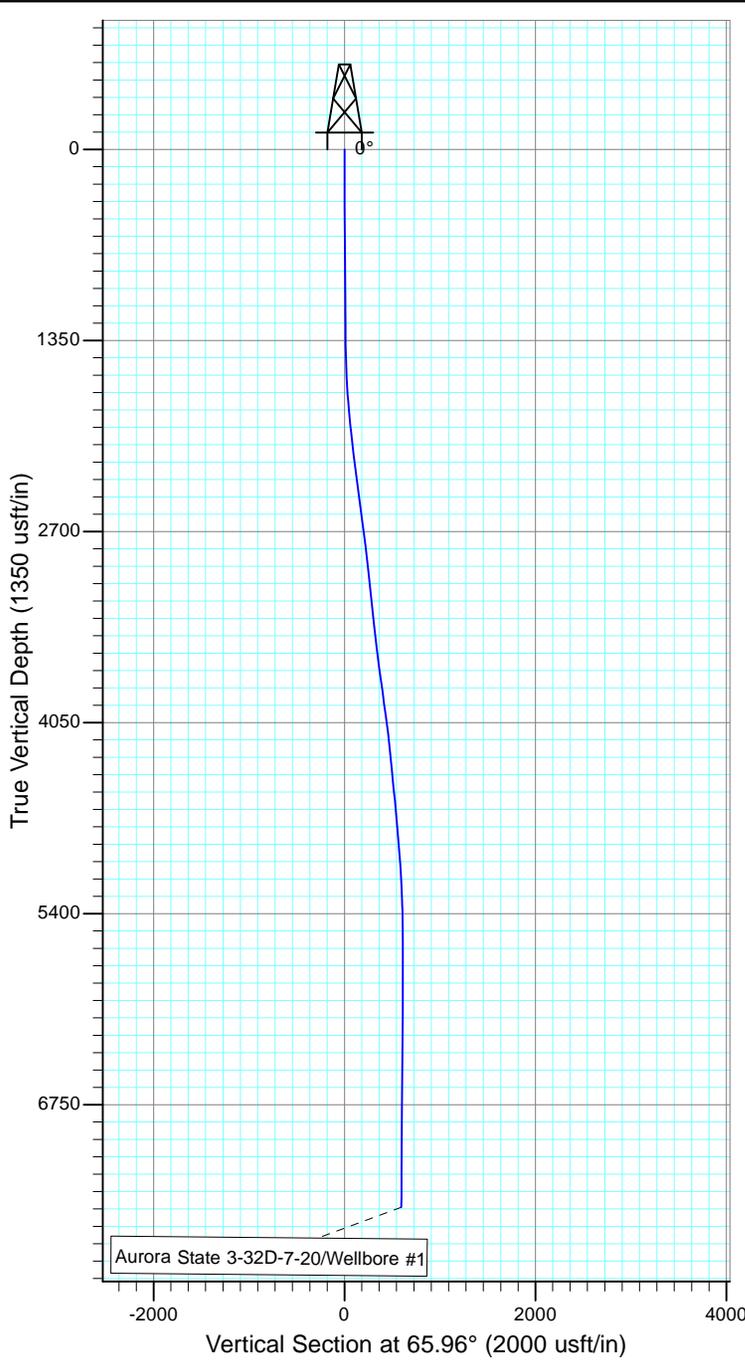


Project: Fort Duchesne
Site: SECTION 32 T7S, R20E
Well: Aurora State 3-32D-7-20
Wellbore: Wellbore #1
Design: Actual



Azimuths to True North
Magnetic North: 10.72°

Magnetic Field
Strength: 52042.9snT
Dip Angle: 65.88°
Date: 1/3/2015
Model: IGRF2010



Design: Actual (Aurora State 3-32D-7-20/Wellbore #1)

Created By: *Matthew Linton* Date: 12:21, March 01 2015

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

Aurora State 3-32D-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	7,529	n/a	150,890	500
2	7,690	n/a	131,970	500
3	7,519	n/a	140,780	500
4	6,402	n/a	112,080	500
5	7,942	n/a	141,730	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
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 3-32D-7-20	
9. API NUMBER: 43047547500000	
9. FIELD and POOL or WILDCAT: THREE RIVERS	
COUNTY: UINTAH	
STATE: UTAH	

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.

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: 0970 FNL 1445 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW 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 checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 5/22/2015	<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="logs"/>

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

ATTACHED PLEASE FIND THE CORE LOGS (SRP DATA) RAN AFTER DRILLING THIS WELL.

**Accepted by the
 Utah Division of
 Oil, Gas and Mining
 FOR RECORD ONLY
 July 27, 2015**

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 7/21/2015	



Shale Rock Properties
Summary of Routine Crushed Core Analyses Results
 As-Received and Vacuum Dried at 212°F

Bill Barrett Corp.
 Aurora State 3-32D-7-20 Well
 Aurora Field

Uintah County, Utah
 File no.: CO-75543
 Date: 5/22/15

Sample ID	Top Depth, feet	Bottom Depth, feet	A-R Bulk Density, gm/cc	A-R Water Saturation, % of PV	A-R Oil Saturation, % of PV	A-R Gas Saturation, % of PV	A-R Gas Saturation, % of BV	A-R Press Decay Permeability, md	Dry Bulk Density, gm/cc	Dry Grain Density, gm/cc	Dry Helium Porosity, % of BV	Dry Press Decay Permeability, md
1-3 SRP	5427.00	5427.20	2.56	94.9	1.1	4.0	0.1	4.05E-06	2.53	2.61	3.3	9.01E-04
1-21 SRP	5445.00	5445.20	2.49	60.7	27.5	11.8	0.4	3.91E-06	2.46	2.55	3.5	1.13E-04
1-35 SRP	5459.50	5459.75	2.40	63.1	18.5	18.4	0.5	5.42E-06	2.38	2.45	3.0	2.63E-05
1-40 SRP	5464.50	5464.70	2.54	92.9	0.7	6.4	0.2	1.25E-06	2.51	2.60	3.5	1.80E-05
1-47 SRP	5471.00	5471.20	2.63	93.3	0.0	6.7	0.2	2.11E-06	2.60	2.68	3.0	8.35E-05
2-3 SRP	6094.10	6094.30	2.60	93.6	0.0	6.4	0.5	3.88E-06	2.53	2.73	7.2	1.58E-03
2-18 SRP	6109.00	6109.25	2.55	90.6	0.0	9.4	0.8	4.50E-06	2.46	2.70	8.9	1.69E-03
2-26 SRP	6117.50	6117.70	2.60	91.5	0.0	8.5	0.4	4.24E-06	2.56	2.69	5.0	1.05E-03
2-39 SRP	6130.50	6130.75	2.56	79.6	1.8	18.6	1.2	9.85E-06	2.51	2.67	6.2	1.21E-03
2-49 SRP	6140.00	6140.25	2.59	89.3	0.0	10.7	0.6	3.87E-06	2.54	2.69	5.7	1.45E-03
2-56 SRP	6147.30	6147.50	2.55	87.4	0.0	12.6	1.0	5.57E-06	2.48	2.69	7.9	1.73E-03
2-65 SRP	6156.30	6156.50	2.55	89.1	0.0	10.9	1.0	4.40E-06	2.46	2.71	9.1	1.70E-03
2-71 SRP	6162.20	6162.40	2.60	66.4	27.0	6.6	0.4	7.55E-06	2.54	2.72	6.5	7.28E-04
2-86 SRP	6177.15	6177.35	2.41	41.7	51.2	7.1	0.4	2.19E-06	2.36	2.50	5.8	1.01E-04
3-19 SRP	6694.45	6694.70	2.56	57.3	34.5	8.2	0.5	5.43E-06	2.50	2.67	6.4	2.10E-04
4-7SRP	6713.00	6713.20	2.58	72.3	24.7	3.0	0.2	3.09E-06	2.51	2.69	6.4	1.18E-04
4-14SRP	6720.00	6720.20	2.52	31.7	61.6	6.7	0.5	5.78E-06	2.46	2.65	7.2	3.25E-04
4-20 SRP	6726.35	6726.55	2.53	63.8	34.6	1.6	0.1	2.46E-06	2.47	2.64	6.2	8.20E-05
4-29SRP	6735.00	6735.20	2.41	30.7	59.4	9.9	0.5	4.02E-06	2.36	2.50	5.5	9.54E-05
4-41SRP	6747.00	6747.20	2.57	60.3	33.9	5.8	0.1	1.22E-06	2.55	2.60	2.2	2.15E-05
4-54 SRP	6760.00	6760.20	2.46	88.8	9.4	1.8	0.1	1.11E-06	2.40	2.54	5.5	3.32E-05
4-66 SRP	6772.40	6772.60	3.07	91.0	0.0	9.0	0.4	2.16E-06	3.03	3.18	4.8	7.75E-04
4-73 SRP	6779.00	6779.20	2.59	71.0	2.5	26.5	1.2	8.22E-06	2.55	2.67	4.6	1.15E-03
5-32 SRP	6825.00	6825.20	2.59	65.4	28.1	6.5	0.1	2.33E-06	2.57	2.61	1.5	1.26E-05
5-51 SRP	6844.65	6844.90	2.64	90.0	6.9	3.1	0.1	1.18E-06	2.61	2.69	3.3	5.99E-04
5-65 SRP	6858.30	6858.50	2.64	88.4	5.3	6.3	0.2	3.54E-06	2.61	2.68	2.7	5.42E-05
5-75 SRP	6868.00	6868.20	2.57	85.1	0.0	14.9	1.5	1.71E-05	2.48	2.75	9.8	1.32E-03
5-102 SRP	6895.10	6895.35	2.58	83.8	6.8	9.4	0.4	5.16E-06	2.54	2.66	4.7	5.77E-05
5-110 SRP	6903.60	6903.80	2.56	86.5	10.6	2.9	0.2	3.42E-06	2.51	2.64	5.2	3.68E-05
6-14 SRP	6933.45	6933.65	2.58	74.3	11.9	13.8	0.7	6.40E-06	2.54	2.68	5.1	7.08E-04
Average values:			2.57	75.8	15.3	8.9	0.5	4.51E-06	2.52	2.66	5.3	5.99E-04

As-received bulk volumes and bulk densities were determined on intact bulk sample material. The bulk material was crushed and all other analysis reported herein were conducted on the crushed material.

The following brine & oil densities were used to calculate H2O & oil volumes respectively: 1.016g/cc & 0.865g/cc.

Mud/Fluid type: WBM

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 3-32D-7-20
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43047547500000
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: 0970 FNL 1445 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW 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 type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 9/15/2015	<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 checked="" type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
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	<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.

THE PIT WAS CLOSED AND INTERIM RECLAMATION ON THIS PAD WAS
DONE ON 9/15/2015

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 10/13/2015	