

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING						FORM 3 AMENDED REPORT <input type="checkbox"/>
APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER Prickly Pear Unit Federal 2-27D-12-15
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 NINE MILE CANYON
4. TYPE OF WELL Gas Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME PRICKLY PEAR
6. NAME OF OPERATOR BILL BARRETT CORP						7. OPERATOR PHONE 303 312-8164
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202						9. OPERATOR E-MAIL dspencer@billbarrettcorp.com
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) UTU 137844			11. MINERAL OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>
13. NAME OF SURFACE OWNER (if box 12 = 'fee')						14. SURFACE OWNER PHONE (if box 12 = 'fee')
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input 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	2097 FSL 2207 FEL	NWSE	22	12.0 S	15.0 E	S
Top of Uppermost Producing Zone	994 FSL 2130 FEL	NWSE	22	12.0 S	15.0 E	S
At Total Depth	625 FNL 2051 FEL	NWNE	27	12.0 S	15.0 E	S
21. COUNTY CARBON			22. DISTANCE TO NEAREST LEASE LINE (Feet) 625		23. NUMBER OF ACRES IN DRILLING UNIT 40	
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 1287		26. PROPOSED DEPTH MD: 8400 TVD: 7695	
27. ELEVATION - GROUND LEVEL 7313			28. BOND NUMBER WYB000040		29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE Nine Mile Creek	
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 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 Elaine Winick		TITLE Sr. Permit Analyst			PHONE 303 293-9100	
SIGNATURE		DATE 07/23/2010			EMAIL ewinick@billbarrettcorp.com	
API NUMBER ASSIGNED 43007500440000		APPROVAL  Permit Manager				

BILL BARRETT CORPORATION

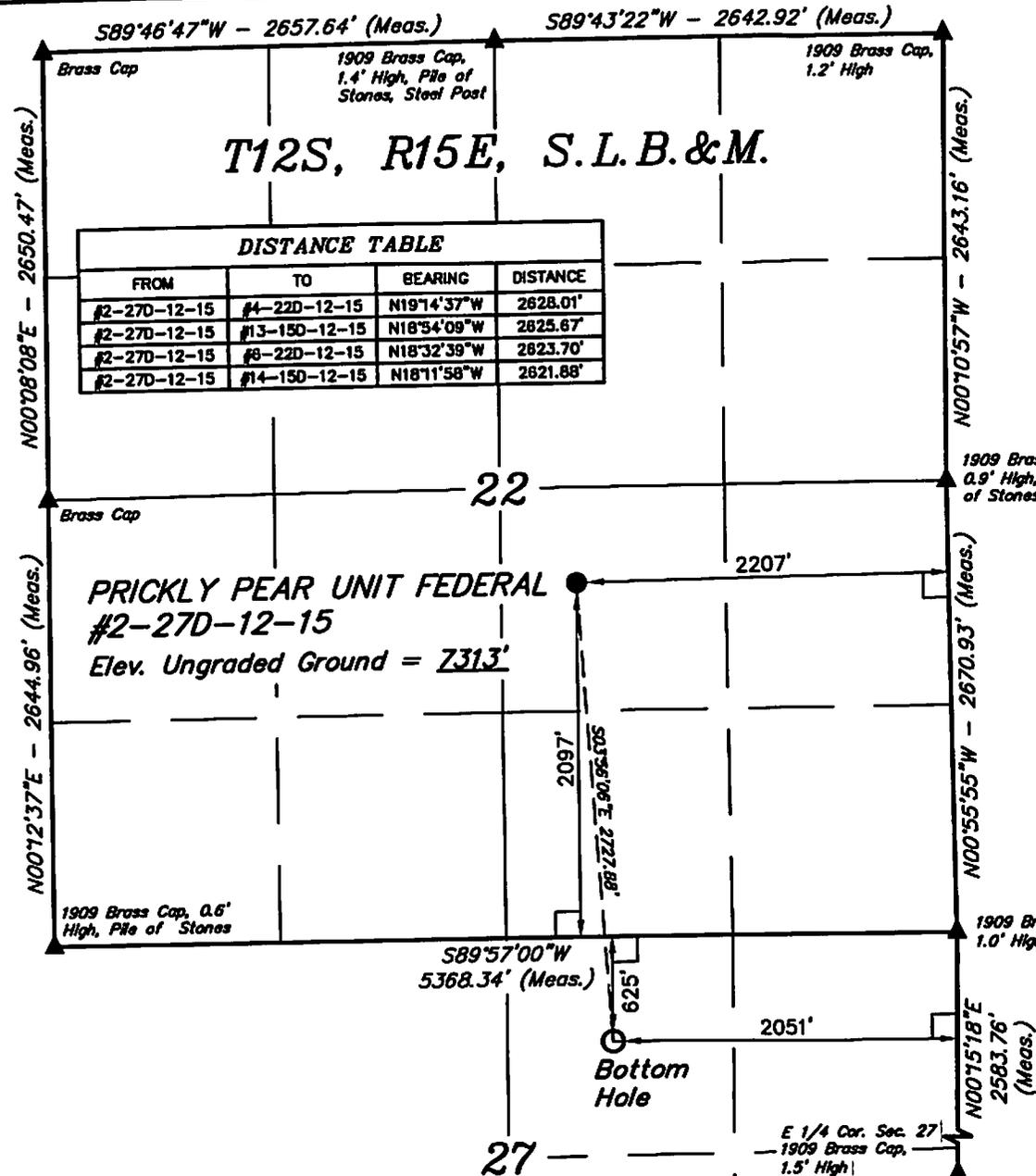
Well location, PRICKLY PEAR UNIT FEDERAL #2-27D-12-15, located as shown in the NW 1/4 SE 1/4 of Section 22, T12S, R15E, S.L.B.&M., Carbon County, Utah.

BASIS OF ELEVATION

COTTON TRIANGULATION STATION LOCATED IN THE NW 1/4 OF SECTION 31, T12S, R16E, S.L.B.&M. TAKEN FROM THE TWIN HOLLOW QUADRANGLE, UTAH, CARBON COUNTY, 7.5 MINUTE SERIES (TOPOGRAPHICAL MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 7386 FEET.

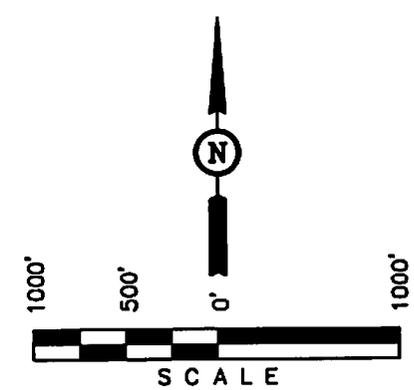
BASIS OF BEARINGS

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



DISTANCE TABLE

FROM	TO	BEARING	DISTANCE
#2-27D-12-15	#4-22D-12-15	N19°14'37"W	2628.01'
#2-27D-12-15	#13-15D-12-15	N18°54'09"W	2625.67'
#2-27D-12-15	#8-22D-12-15	N18°32'39"W	2623.70'
#2-27D-12-15	#14-15D-12-15	N18°11'58"W	2621.88'



CERTIFICATE

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

[Signature]
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 181319
 STATE OF UTAH

REVISED: 06-02-10 C.C.

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

LEGEND:

- └─ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

NAD 83 (TARGET BOTTOM HOLE) LATITUDE = 39°45'00.85" (39.750181) LONGITUDE = 110°13'14.90" (110.220808)	NAD 83 (SURFACE LOCATION) LATITUDE = 39°45'27.54" (39.757850) LONGITUDE = 110°13'17.31" (110.221475)
NAD 27 (TARGET BOTTOM HOLE) LATITUDE = 39°45'00.78" (39.750218) LONGITUDE = 110°13'12.34" (110.220095)	NAD 27 (SURFACE LOCATION) LATITUDE = 39°45'27.87" (39.757888) LONGITUDE = 110°13'14.78" (110.220787)
STATE PLANE NAD 27 (UTAH CENTRAL) N: 518640.02 E: 2359848.42	STATE PLANE NAD 27 N: 521357.17 E: 2359818.86

SCALE 1" = 1000'	DATE SURVEYED: 11-05-07	DATE DRAWN: 01-29-10
PARTY D.R. J.M. C.C.	REFERENCES G.L.O. PLAT	FILE BILL BARRETT CORPORATION
WEATHER COLD		