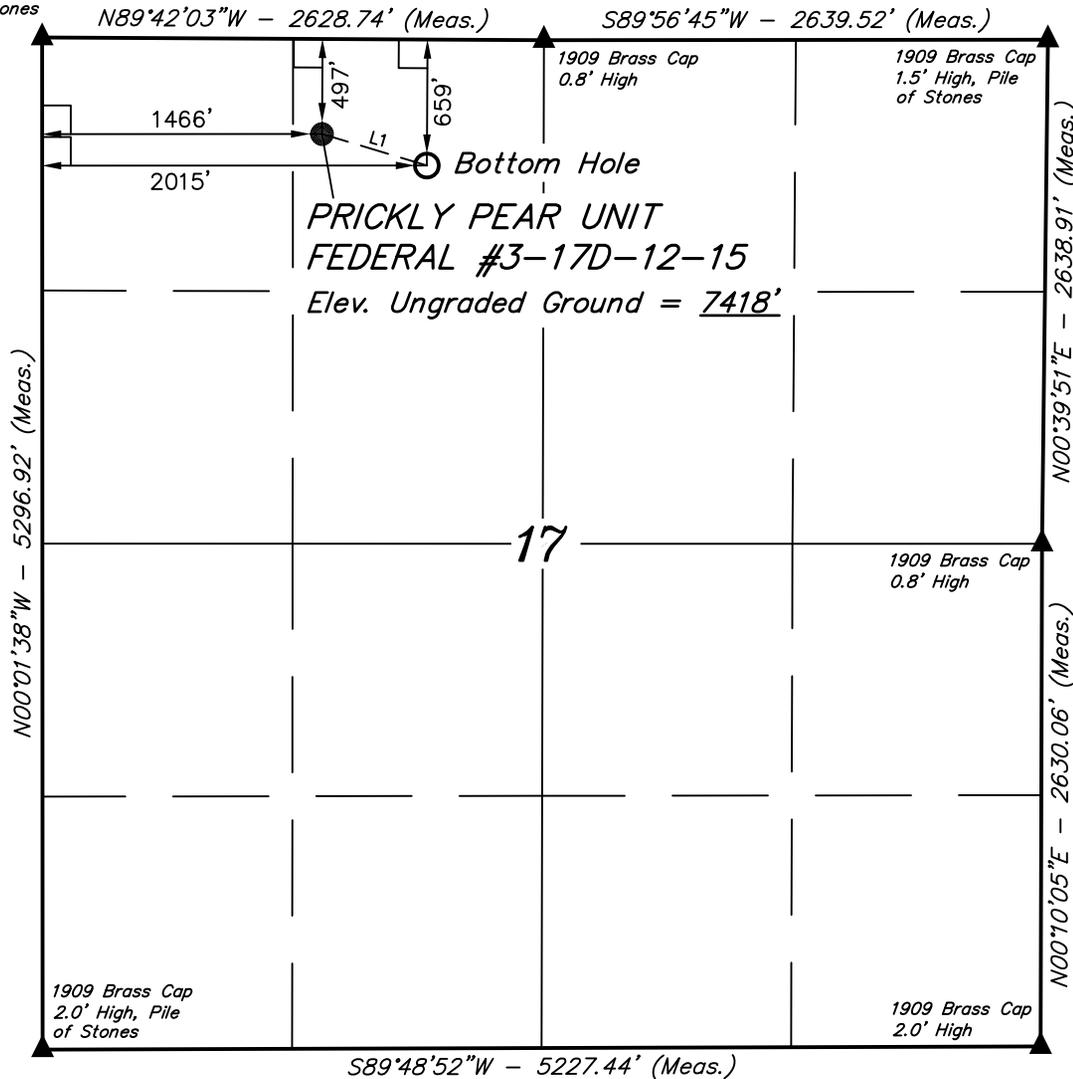


| | | | | | | | | |
|---|--|------------------|--|--|----------------|---|--------------|-----------------|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING | | | | | | FORM 3 AMENDED REPORT <input type="checkbox"/> | | |
| APPLICATION FOR PERMIT TO DRILL | | | | | | 1. WELL NAME and NUMBER Prickly Pear Unit Fed 3-17D-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 <input type="checkbox"/> Coalbed Methane Well: NO <input type="checkbox"/> | | | | | | 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 73668 | | | 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 | | 497 FNL 1466 FWL | | NENW | 17 | 12.0 S | 15.0 E | S |
| Top of Uppermost Producing Zone | | 577 FNL 1734 FWL | | NENW | 17 | 12.0 S | 15.0 E | S |
| At Total Depth | | 659 FNL 2015 FWL | | NENW | 17 | 12.0 S | 15.0 E | S |
| 21. COUNTY CARBON | | | 22. DISTANCE TO NEAREST LEASE LINE (Feet) 659 | | | 23. NUMBER OF ACRES IN DRILLING UNIT 40 | | |
| | | | 25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 1824 | | | 26. PROPOSED DEPTH MD: 7850 TVD: 7800 | | |
| 27. ELEVATION - GROUND LEVEL 7418 | | | 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 09/13/2010 | | | EMAIL ewinick@billbarrettcorp.com | | |
| API NUMBER ASSIGNED 43007500790000 | | | APPROVAL  Permit Manager | | | | | |

T12S, R15E, S.L.B.&M.

1909 Brass Cap
2.3' High, Pile
of Stones



**PRICKLY PEAR UNIT
FEDERAL #3-17D-12-15**

Elev. Ungraded Ground = 7418'

| LINE TABLE | | |
|------------|-------------|---------|
| LINE | BEARING | LENGTH |
| L1 | S73°17'15"E | 573.18' |

LEGEND:

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

| | |
|--|--|
| NAD 83 (TARGET BOTTOM HOLE) LATITUDE = 39°46'44.95" (39.779153) LONGITUDE = 110°15'46.33" (110.262869) | NAD 83 (SURFACE LOCATION) LATITUDE = 39°46'46.57" (39.779603) LONGITUDE = 110°15'53.36" (110.264822) |
| NAD 27 (TARGET BOTTOM HOLE) LATITUDE = 39°46'45.08" (39.779190) LONGITUDE = 110°15'43.77" (110.262158) | NAD 27 (SURFACE LOCATION) LATITUDE = 39°46'46.70" (39.779639) LONGITUDE = 110°15'50.80" (110.264111) |
| STATE PLANE NAD 27 N: 529025.06 E: 2347874.86 | STATE PLANE NAD 27 N: 529181.63 E: 2347323.74 |

BILL BARRETT CORPORATION

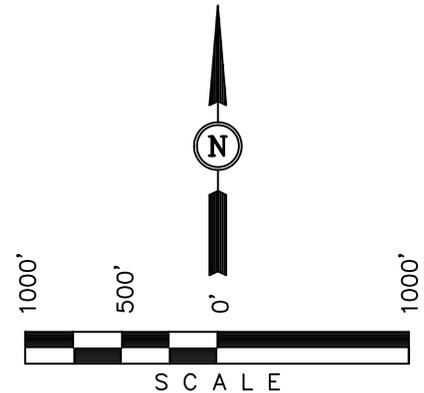
Well location, PRICKLY PEAR UNIT FEDERAL #3-17D-12-15, located as shown in the NE 1/4 NW 1/4 of Section 17, T12S, R15E, S.L.B.&M., Carbon County, Utah.

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.



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.

ROBERT L. KAY
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REVISED: 06-21-10

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

| | | |
|-------------------------|----------------------------------|-------------------------|
| SCALE 1" = 1000' | DATE SURVEYED: 09-04-08 | DATE DRAWN: 10-14-08 |
| PARTY D.S. E.D. C.C. | REFERENCES G.L.O. PLAT | |
| WEATHER COOL | FILE BILL BARRETT CORPORATION | |