

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

FORM 3

AMENDED REPORT

<b>APPLICATION FOR PERMIT TO DRILL</b>		<b>1. WELL NAME and NUMBER</b> 1-18D-36 BTR
<b>2. TYPE OF WORK</b> DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>		<b>3. FIELD OR WILDCAT</b> CEDAR RIM
<b>4. TYPE OF WELL</b> Oil Well Coalbed Methane Well: NO		<b>5. UNIT or COMMUNITIZATION AGREEMENT NAME</b>
<b>6. NAME OF OPERATOR</b> BILL BARRETT CORP		<b>7. OPERATOR PHONE</b> 303 312-8164
<b>8. ADDRESS OF OPERATOR</b> 1099 18th Street Ste 2300, Denver, CO, 80202		<b>9. OPERATOR E-MAIL</b> BHilgers@billbarrettcorp.com
<b>10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)</b> 20G0005608	<b>11. MINERAL OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>	
<b>12. SURFACE OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>		<b>13. NAME OF SURFACE OWNER (if box 12 = 'fee')</b> Clarence Verhoef, 1993 Verhoef Family Trust
<b>14. SURFACE OWNER PHONE (if box 12 = 'fee')</b> 801-943-1961		<b>15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')</b> 7974 South Siesta Drive, Sandy, UT 84093
<b>16. SURFACE OWNER E-MAIL (if box 12 = 'fee')</b>		<b>17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')</b>
<b>18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS</b> YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>		<b>19. SLANT</b> 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	464 FNL 848 FEL	NENE	18	3.0 S	6.0 W	U
Top of Uppermost Producing Zone	809 FNL 806 FEL	NENE	18	3.0 S	6.0 W	U
At Total Depth	810 FNL 810 FEL	NENE	18	3.0 S	6.0 W	U

<b>21. COUNTY</b> DUCHESNE	<b>22. DISTANCE TO NEAREST LEASE LINE (Feet)</b> 810	<b>23. NUMBER OF ACRES IN DRILLING UNIT</b> 640
<b>24. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)</b> 1059	<b>25. PROPOSED DEPTH</b> MD: 11284 TVD: 11262	
<b>26. ELEVATION - GROUND LEVEL</b> 6463	<b>27. BOND NUMBER</b> LPM8874725	<b>28. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE</b> Duchesne City Culinary Water Dock

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	8.8	Unknown	0	0.0	0.0
Surf	14.75	10.75	0 - 3700	45.5	J-55 ST&C	8.8	Halliburton Light , Type Unknown	1000	3.16	11.0
							Halliburton Premium , Type Unknown	360	1.36	14.8
Prod	9.875	5.5	0 - 11284	17.0	P-110 LT&C	9.7	Unknown	1040	2.31	11.0
							Unknown	720	1.42	13.5

**ATTACHMENTS**

**VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES**

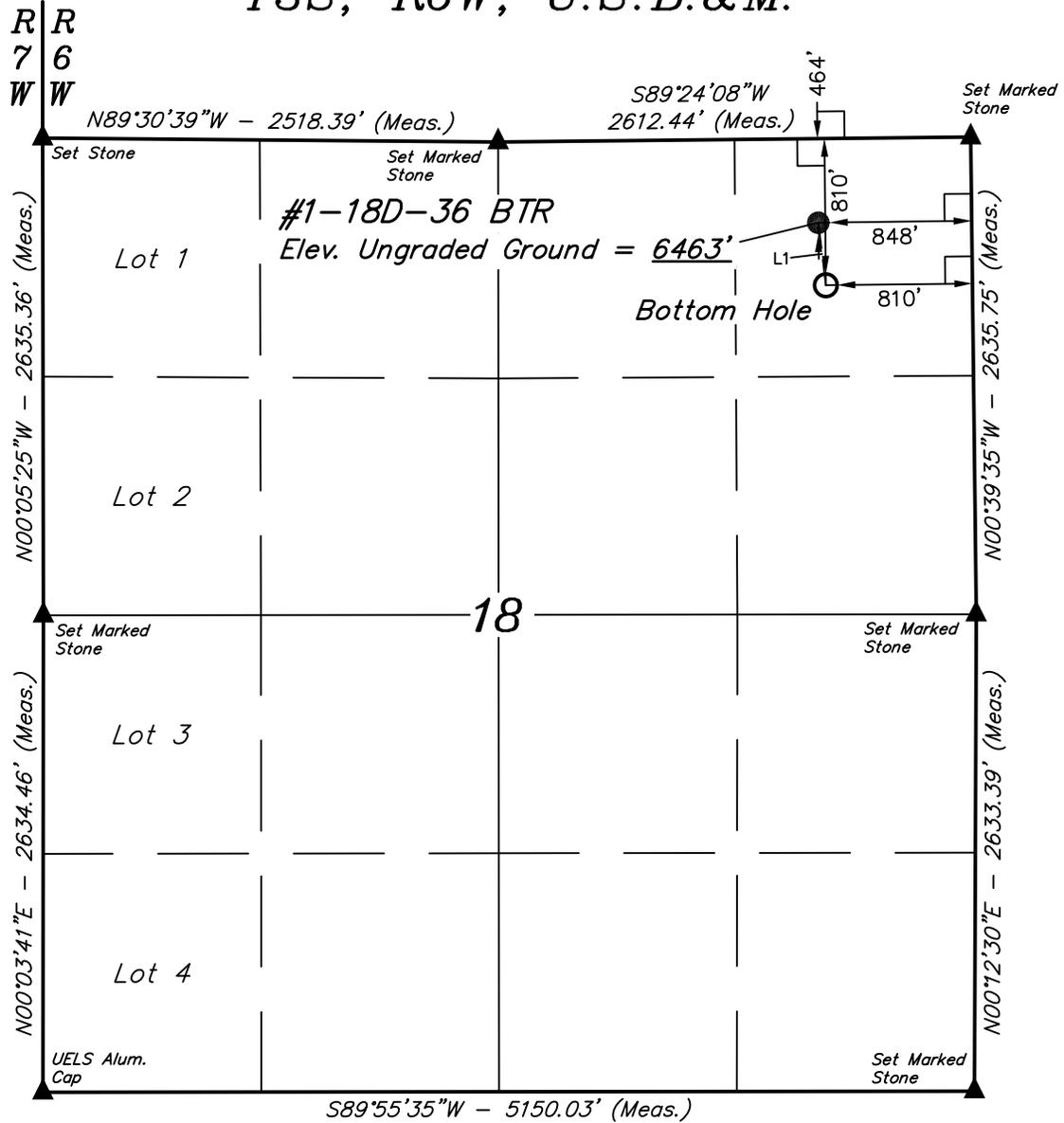
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

<b>NAME</b> Venessa Langmacher	<b>TITLE</b> Senior Permit Analyst	<b>PHONE</b> 303 312-8172
<b>SIGNATURE</b>	<b>DATE</b> 08/10/2011	<b>EMAIL</b> vlangmacher@billbarrettcorp.com
<b>API NUMBER ASSIGNED</b> 43013509220000	<b>APPROVAL</b>   Permit Manager	

T3S, R6W, U.S.B.&M.

BILL BARRETT CORPORATION

Well location, #1-18D-36 BTR, located as shown in the NE 1/4 NE 1/4 of Section 18, T3S, R6W, U.S.B.&M., Duchesne County, Utah.

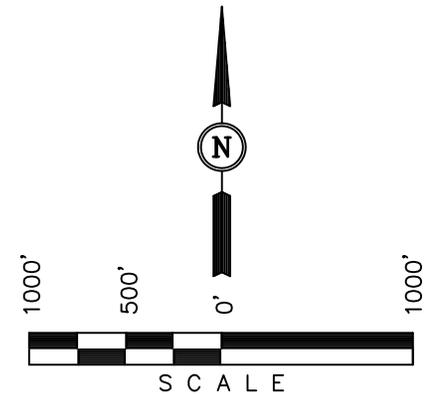


**BASIS OF ELEVATION**

SPOT ELEVATION AT A ROAD INTERSECTION LOCATED IN THE NW 1/4 OF SECTION 36, T3S, R6W, U.S.B.&M., TAKEN FROM THE RABBITT GULCH, QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5904 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: 04-27-11

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

LINE TABLE		
LINE	BEARING	LENGTH
L1	S06°55'44"E	348.12'

NAD 83 (TARGET BOTTOM HOLE)		NAD 83 (SURFACE LOCATION)	
LATITUDE = 40°13'28.70" (40.224639)	LONGITUDE = 110°35'58.34" (110.599539)	LATITUDE = 40°13'32.12" (40.225589)	LONGITUDE = 110°35'58.89" (110.599692)
NAD 27 (TARGET BOTTOM HOLE)		NAD 27 (SURFACE LOCATION)	
LATITUDE = 40°13'28.87" (40.224686)	LONGITUDE = 110°35'55.78" (110.598828)	LATITUDE = 40°13'32.28" (40.225633)	LONGITUDE = 110°35'56.32" (110.598978)

**LEGEND:**

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

SCALE 1" = 1000'	DATE SURVEYED: 07-08-10	DATE DRAWN: 12-16-10
PARTY A.F. N.F. T.A. C.W. C.C.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE BILL BARRETT CORPORATION	