

**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> 5-13D-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> ALTAMONT
<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> 1420H626369	<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> Bill Barrett Corporation		<b>14. SURFACE OWNER PHONE (if box 12 = 'fee')</b> 303-293-9100
<b>15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')</b> 1099 18th Street, Suite 2300, Denver, CO 80202		<b>16. SURFACE OWNER E-MAIL (if box 12 = 'fee')</b>
<b>17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')</b> Uintah and Ouray	<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	813 FNL 240 FWL	NWNW	13	3.0 S	6.0 W	U
Top of Uppermost Producing Zone	1316 FNL 811 FWL	NWNW	13	3.0 S	6.0 W	U
At Total Depth	1317 FNL 810 FWL	NWNW	13	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>25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)</b> 2300	<b>26. PROPOSED DEPTH</b> MD: 11109 TVD: 11019
<b>27. ELEVATION - GROUND LEVEL</b> 6198	<b>28. BOND NUMBER</b> LPM8874725	<b>29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE</b> 43-180

**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	No Used	0	0.0	0.0
SURF	12.25	9.625	0 - 4000	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown	620	3.16	11.0
							Halliburton Premium , Type Unknown	210	1.36	14.8
PROD	8.75	9.625	0 - 11109	17.0	P-110 LT&C	9.6	Unknown	710	2.31	11.0
							Unknown	900	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> 11/09/2012	<b>EMAIL</b> vlangmacher@billbarrettcorp.com
<b>API NUMBER ASSIGNED</b> 43013518620000	<b>APPROVAL</b>   Permit Manager	

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

## BILL BARRETT CORPORATION

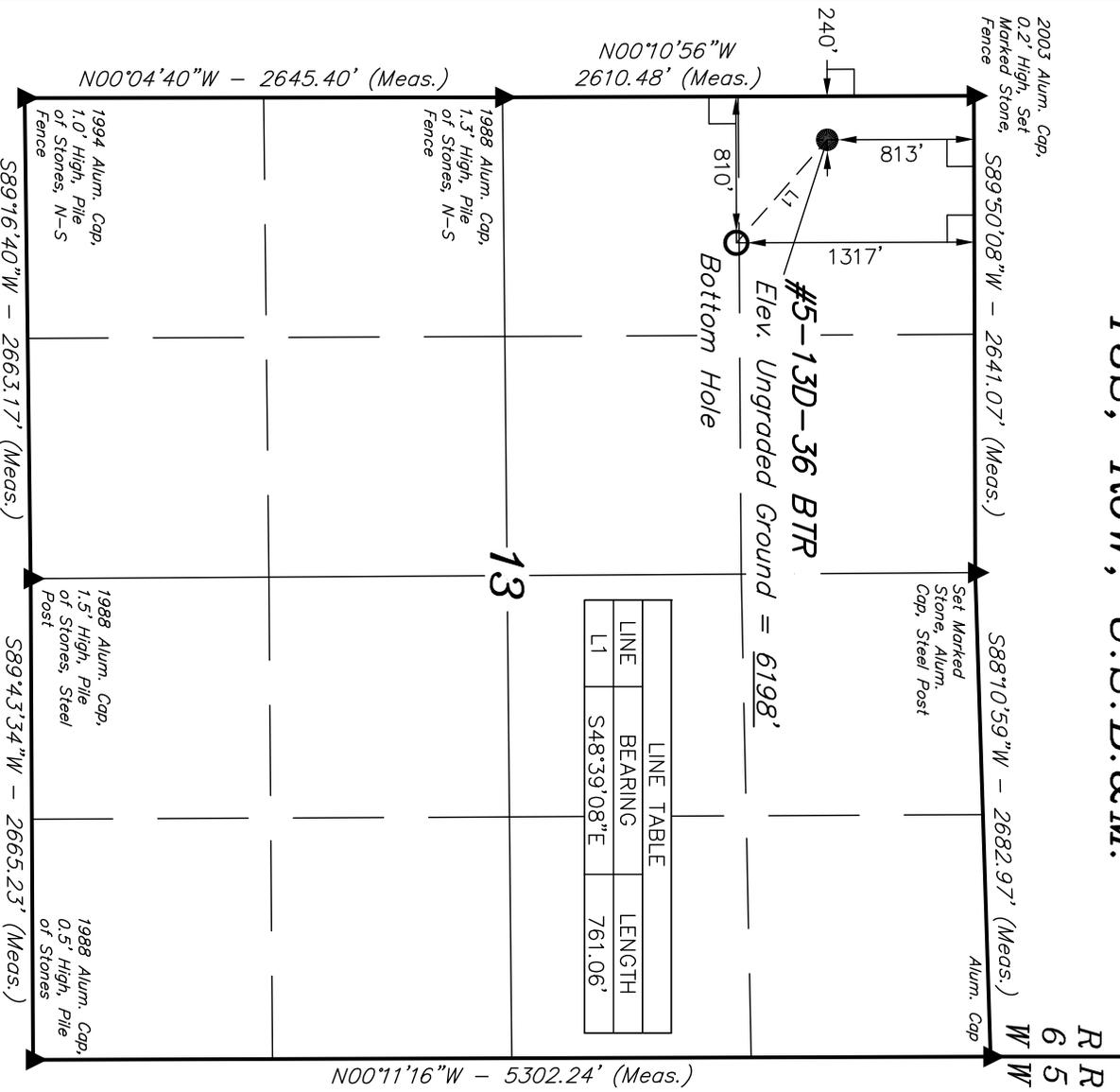
Well location, #5-13D-36 BTR, located as shown in the SW 1/4 NW 1/4 of Section 13, T3S, R6W, U.S.B.&M., Duchesne County, Utah.

### 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 RABBIT 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.

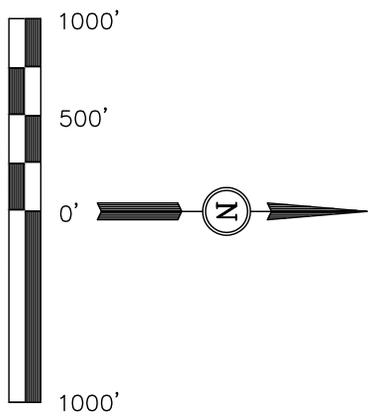
### BASIS OF BEARINGS

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



- LEGEND:**
- ◻ = 90° SYMBOL
  - = PROPOSED WELL HEAD.
  - ▲ = SECTION CORNERS LOCATED.

NAD 83 (TARGET BOTTOM HOLE)		NAD 83 (SURFACE LOCATION)	
LATITUDE = 40°13'24.48" (40.223467)	LATITUDE = 40°13'29.45" (40.224847)	LATITUDE = 40°13'24.64" (40.223511)	LATITUDE = 40°13'29.61" (40.224892)
LONGITUDE = 110°31'05.35" (110.518153)	LONGITUDE = 110°31'12.71" (110.520197)	LONGITUDE = 110°31'02.78" (110.517439)	LONGITUDE = 110°31'10.15" (110.519486)
NAD 27 (TARGET BOTTOM HOLE)		NAD 27 (SURFACE LOCATION)	
LATITUDE = 40°13'24.64" (40.223511)	LATITUDE = 40°13'29.61" (40.224892)	LATITUDE = 40°13'24.64" (40.223511)	LATITUDE = 40°13'29.61" (40.224892)
LONGITUDE = 110°31'02.78" (110.517439)	LONGITUDE = 110°31'10.15" (110.519486)	LONGITUDE = 110°31'02.78" (110.517439)	LONGITUDE = 110°31'10.15" (110.519486)



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.

REVISED: 11-23-11 Z.L.  
 REVISED: 05-03-11 C.C.

REGISTERED LAND SURVEYOR  
 KAX BARRETT  
 REGISTRATION NO. 161319  
 STATE OF UTAH

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

SCALE	1" = 1000'	DATE SURVEYED:	02-23-11	DATE DRAWN:	02-25-11
PARTY	T.A. C.W. C.C.	REFERENCES	G.I.O. PLAT		
WEATHER	COLD	FILE	BILL BARRETT CORPORATION		