

BEFORE THE OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

IN THE MATTER OF THE APPLICATION OF BILL) CAUSE NO. 407 & 535
BARRETT CORPORATION FOR AN ORDER TO)
POOL ALL INTERESTS IN TWO APPROXIMATE 640-) DOCKET NO. 1306-UP-103
ACRE DRILLING AND SPACING UNITS)
ESTABLISHED FOR SECTION 23, TOWNSHIP 6)
NORTH, RANGE 62 WEST, 6TH P.M., FOR THE)
CODELL AND NIOBRARA FORMATIONS,)
WATTENBERG FIELD, WELD COUNTY, COLORADO)

NOTICE OF HEARING

TO ALL INTERESTED PARTIES AND TO WHOM IT MAY CONCERN:

On April 27, 1988, the Commission adopted Rule 318A which, among other things, allowed certain drilling locations to be utilized to drill or twin a well, deepen a well or recomplete a well and to commingle any or all Cretaceous Age Formations from the base of the Dakota Formation to the surface. Rule 318A supersedes all prior Commission drilling and spacing orders affecting well location and density requirements of Greater Wattenberg Area wells. On December 5, 2005, Rule 318A was amended, among other things, to allow interior infill and boundary wells to be drilled and wellbore spacing units to be established. On August 8, 2011, Rule 318A was again amended, among other things, to address drilling of horizontal wells. Section 23, Township 6 North, Range 62 West, 6th P.M. is subject to Rule 318A for the Codell and Niobrara Formations.

On February 22, 2011 (corrected April 4, 2013), the Commission entered Order Nos. 407-779 and 535-4 which, among other things, established 78 approximate 640-acre drilling and spacing units, and approved one horizontal well within each unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. Section 23, Township 6 North, Range 62 West, 6th P.M. is subject to this Order for the Niobrara Formation.

On March 25, 2013, the Commission entered Order Nos. 407-766 and 535-297 which, among other things, approved up to eight horizontal wells within an approximate 640-acre drilling and spacing unit established for Section 23, Township 6 North, Range 62 West, 6th P.M., for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

On April 18, 2013, Bill Barrett Corporation ("BBC" or "Applicant") filed a verified amended application ("Amended Application"), Docket No. 1305-SP-78, for an order to establish an approximate 640-acre drilling and spacing unit for Section 23, Township 6 North, Range 62 West, 6th P.M., and approve up to four horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Codell Formation.

On April 18, 2013, BBC, by its attorneys, filed with the Commission pursuant to §34-60-116 C.R.S., a verified application ("Application") for an order to:

1) pool all interests in an approximate 640-acre drilling and spacing unit established for the below-described lands ("Application Lands"), for the development and operation of the Niobrara Formation, effective as of the earlier of the date of the Application, or the date that any of the costs specified in C.R.S. §34-60-116(7)(b)(II) were first incurred for the drilling of the

Pappenheim 6-62-23-8H Well (API No. 05-123-37090) ("Well") and any subsequent horizontal Niobrara Formation wells, and to subject any nonconsenting interests to the cost recovery provisions of C.R.S. §34-60-116(7); and

2) pool all interests in an approximate 640-acre drilling and spacing unit established for the below-described Application Lands, for the development and operation of the Codell Formation, effective as of the earlier of the date of the Application, or the date that any of the costs specified in C.R.S. §34-60-116(7)(b)(II) were first incurred for the drilling of the initial well drilled to the Codell Formation and any subsequent horizontal Codell Formation wells, and to subject any nonconsenting interests to the cost recovery provisions of C.R.S. §34-60-116(7):

Township 6 North, Range 62 West, 6th P.M.
Section 23: All

NOTICE IS HEREBY GIVEN, pursuant to: 1) the general jurisdiction granted to the Oil and Gas Conservation Commission of the State of Colorado under §34-60-105 C.R.S.; 2) specific powers granted pursuant to §34-60-106 C.R.S.; 3) the State Administrative Procedures Act at §24-4-105 C.R.S.; and 4) the Commission's Series 500 Rules at 2 CCR 404-1, that the Commission has scheduled the above-entitled matter for hearing on:

Date: Monday, June 17, 2013
Tuesday, June 18, 2013

Time: 9:00 a.m.

Place: Two Rivers Convention Center
159 Main Street
Grand Junction, Colorado 81501


In accordance with the Americans with Disabilities Act, if any party requires special accommodations as a result of a disability for this hearing, please contact Margaret Humecki at (303) 894-2100 ext. 5139, prior to the hearing and arrangements will be made.

Pursuant to said hearing in the above-entitled matter at the time and place aforesaid, or at any adjourned meeting, the Commission will enter such orders as it deems appropriate to protect the health, safety and welfare of the public and to prevent the waste of oil and gas, either or both, in the operations of said field, and to carry out the purposes of the statute.

In accordance with Rule 509., any interested party desiring to protest the granting of the application or to intervene on the application should file with the Commission a written protest or intervention no later than June 3, 2013, briefly stating the basis of the protest or intervention. Such interested party shall, at the same time, serve a copy of the protest or intervention to the person filing the application. One electronic, one original and two copies shall be filed with the Commission. **Anyone who files a protest or intervention must be able to participate in a prehearing conference during the week of June 3, 2013.** Pursuant to Rule 503.g., if a party who has received notice under Rule 503.b. wishes to receive further pleadings in the above-referenced matter, that party must file a protest or intervention in accordance with these rules. In accordance with the practices of the Commission, should no protests or interventions be filed in this matter by **June 3, 2013, the Applicant may request that an administrative hearing be scheduled beginning June 3, 2013.** In the alternative,

pursuant to Rule 511., if the matter is uncontested, the applicant may request, and the Director may recommend approval on the basis of the merits of the verified application and the supporting exhibits.

OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

By 
Robert J. Frick, Secretary

Dated: May 14, 2013

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