

May 15, 2015

Mr. Matt Lepore, Director
Colorado Oil and Gas Conservation Commission
1120 Lincoln Street, Suite 801
Denver, Colorado 80203



7535 Hilltop Circle
Denver, CO 80221
www.petro-fs.com

**RE: COGCC Rule 318A.a.: Exception Location Request
COGCC Rule 318A.c.: Twinning Exception Location Consent
Carlson 15-D Pad: NENE Section 15, Township 5 North, Range 65 West
Weld County, Colorado**

Dear Mr. Lepore:

Bayswater Exploration & Production, LLC (Bayswater) is planning to drill 12 horizontal wells on the above referenced pad at the following locations:

Carlson A-15-16HN	1057' FNL, 234' FEL	Section 15-T5N-R65W	Doc#400830117
Carlson B-15-16HC	1057' FNL, 249' FEL	Section 15-T5N-R65W	Doc#400830416
Carlson C-15-16HN	1057' FNL, 264' FEL	Section 15-T5N-R65W	Doc#400830449
Carlson D-15-16HN	1056' FNL, 279' FEL	Section 15-T5N-R65W	Doc#400830787
Carlson E-15-16HC	1056' FNL, 294' FEL	Section 15-T5N-R65W	Doc#400830872
Carlson F-15-16HN	1056' FNL, 309' FEL	Section 15-T5N-R65W	Doc#400830985
Carlson G-15-16HN	1055' FNL, 324' FEL	Section 15-T5N-R65W	Doc#400831797
Carlson H-15-16HC	1055' FNL, 339' FEL	Section 15-T5N-R65W	Doc#400832273
Carlson I-15-16HN	1055' FNL, 354' FEL	Section 15-T5N-R65W	Doc#400832276
Carlson J-15-16HN	1054' FNL, 369' FEL	Section 15-T5N-R65W	Doc#400832280
Carlson K-15-16HC	1054' FNL, 384' FEL	Section 15-T5N-R65W	Doc#400832281
Carlson L-15-16HN	1054' FNL, 399' FEL	Section 15-T5N-R65W	Doc#400832284

The surface locations of Bayswater's proposed wells have been staked outside of the Colorado Oil & Gas Conservation Commission (COGCC) Rule 318A.a. Greater Wattenberg Area (GWA) Drilling Window and are being permitted as exception locations. In addition, under the COGCC Rule 318A.c. any new Twinning well is to be located within 50 feet of an existing well. Bayswater's proposed wells are located approximately 78 feet from the nearest Oil and Gas well. Bayswater has obtained written permission from the surface owner by way of signed waiver.

Bayswater respectfully requests the COGCC to review the enclosed information and approve the requested exception location and Application for Permit to Drill for the wells on the subject pad. Many thanks.

Respectfully,



Jeff Annable
Regulatory Technician
Agent for Bayswater Exploration & Production, LLC

We are what we repeatedly do. Excellence, then, is not an act, but a habit.

-Aristotle