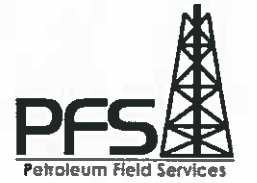


August 1, 2014

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](http://www.petro-fs.com)

**RE: COGCC Rule 318A.a.: Exception Location Request  
Thornton 8-P Pad: NWSW Section 8, Township 7 North, Range 66 West  
Weld County, Colorado**

Dear Mr. Lepore:

Extraction Oil & Gas, LLC (Extraction) is planning to drill 12 horizontal wells on the above referenced pad to the formations as follows:

Thornton 1	SHL = 1465' FSL, 329' FWL	Sec 8-T7N-R66W	Niobrara
Thornton 2	SHL = 1437' FSL, 330' FWL	Sec 8-T7N-R66W	Niobrara
Thornton 3	SHL = 1409' FSL, 330' FWL	Sec 8-T7N-R66W	Codell
Thornton 4	SHL = 1381' FSL, 330' FWL	Sec 8-T7N-R66W	Niobrara
Thornton 5	SHL = 1353' FSL, 330' FWL	Sec 8-T7N-R66W	Niobrara
Thornton 6	SHL = 1325' FSL, 330' FWL	Sec 8-T7N-R66W	Codell
Thornton 7	SHL = 1297' FSL, 331' FWL	Sec 8-T7N-R66W	Niobrara
Thornton 8	SHL = 1269' FSL, 331' FWL	Sec 8-T7N-R66W	Niobrara
Thornton 9	SHL = 1241' FSL, 331' FWL	Sec 8-T7N-R66W	Codell
Thornton 10	SHL = 1213' FSL, 331' FWL	Sec 8-T7N-R66W	Niobrara
Thornton 11	SHL = 1185' FSL, 331' FWL	Sec 8-T7N-R66W	Niobrara
Thornton 12	SHL = 1157' FSL, 332' FWL	Sec 8-T7N-R66W	Codell

The surface locations of Extraction's proposed wells have been staked outside of the COGCC Rule 318A.a. Greater Wattenberg Area (GWA) Drilling Window and are being permitted as exception locations. Extraction has obtained written permission from the surface owner by way of signed waiver.

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

Respectfully,

Jeff Annable  
Regulatory Technician  
Agent for Extraction Oil & Gas, LLC

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

*-Aristotle*