



November 5, 2015

Colorado State Land Board  
Attention: Pete Milonas  
1127 Sherman Street, Suite 300  
Denver, CO 80203

RE: Surface Location Exception Waiver  
Rule 318A.a and Rule 318A.c  
Anschutz State 5-62-22\_23 SWSW Well Pad (SHL: SWSW, Sec 22, T5N-R62W)  
Weld County, Colorado

Dear Mr. Milonas:

Bill Barrett Corporation ("BBC") is planning to drill the wells on Exhibit A from the above mentioned well pads. Rule 318A.a of the Colorado Oil and Gas Conservation Commission's ("COGCC") rules and regulations requires that each well be drilled within a square four hundred (400) feet in length, the center of which is the center of any quarter/quarter section, or a square with sides eight hundred (800) feet in length, the center of which is the center of any quarter section (the "GWA Windows"). The surface location of BBC's proposed well(s) has been staked outside of the 318A.a GWA Windows and therefore a waiver is needed to satisfy this requirement.

In addition, Rule 318A.c requires that new well locations be "twinned" (located within 50 feet) of an existing well, when such wells exist.

By signing this Surface Location Exception, you hereby waive requirements to comply with COGCC Rule 318A.a and Rule 318A.c where applicable, for wells within the surface locations described above. If you have any questions, please contact me at 303-312-8745 or via email at [jmihalcin@billbarrettcorp.com](mailto:jmihalcin@billbarrettcorp.com).

Sincerely,  
BILL BARRETT CORPORATION



Justin Mihalcin  
Landman



## Bill Barrett Corporation

### Rule 318A.a and Rule 318A.c Surface Location Exception Waiver

I hereby waive the above requirement for all wells on the above described well pad surface locations effective the date executed below.

#### Colorado State Land Board

By: Pete Maloney

Title: Minerals Director

Date: 11-10-15

**Exhibit A**

<b>Anschutz State 5-62-22_23 SWSW Well Pad</b>	
Anschutz State Fed 5-62-27-0164B2	SHL: SWSW, Section 22, T5N-R62W
Anschutz State Fed 5-62-27-0164B2B	SHL: SWSW, Section 22, T5N-R62W
Anschutz State Fed 5-62-27-0164C2B	SHL: SWSW, Section 22, T5N-R62W
Anschutz State Fed 5-62-27-0263C2	SHL: SWSW, Section 22, T5N-R62W

**Note:** Well names subject to change. Surface Owner consent based on wells within the surface locations, as described, not specific well names.