

Berry Petroleum Company

1999 Broadway St., Suite 3700
Denver, CO 80202

Ph: (303) 825-3344
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www.bry.com

December 11, 2009

FACSIMILE TRANSMISSION (970-283-5248)

Thomas F. Latham
Ginger L. Latham
P. O. Box 66
De Beque, CO 81630

Re: 30 Day Notice Requirement (Rule 305 and 306)
Latham 2-6D, 2-17D, 2-7D, 2-8D, 2-12D,
2-13D, 2-14D, 2-15D, 2-16D
I02 697 Pad - NESE Sec. 2-6S-97W
(BPC COMCL11437)
Garfield County, Colorado

Dear Mr. and Mrs. Latham,

Please be advised that Berry Petroleum Company will be filing permits for the wells referenced above with the Colorado Oil and Gas Conservation Commission.

The enclosed notification, pursuant to Rule 305 and 306, is required as part of the permitting process. Please sign and date where indicated and return to my attention via facsimile at (303) 999-4307.

Please contact me at (303) 999-4207 if you have questions. Thank you for your assistance in this matter.

Very truly yours,

Jerry L. Gonzalez
Senior Landman

:Enclosures

cc: Janni Keidel
Land Well file

NOTICE REQUIREMENTS (RULE 305)**I02 697 Pad**

Re: Well Names -- Latham 2-6D, 2-17D, 2-7D, 2-8D, 2-12D, 2-13D, 2-14D, 2-15D, 2-16D -- Section 2 6S 97W, (Well Pad located in NESE, Section 2 6S 97W), Garfield County, CO

In accordance with the Colorado Oil and Gas Conservation Commission for Notices of Oil and Gas Operations, Rule 305, the following information is required to be provided:

- Operations on the above referenced wells are estimated to commence February 15, 2010
- The operator will be: Berry Petroleum Company
1999 Broadway, Suite # 3700
Denver, Colorado 80202
(303) 999-4400
- You may contact: Jerry L. Gonzalez, Senior Landman at (303) 999-4207, if you have any questions regarding this notice.

LATHAM 2-6D

The legal description of the lands upon which operations will be conducted are:

Surface Hole: 1968' FSL and 1273' FEL, Sec. 2, T6S, R97W
Bottom Hole: 1734' FSL and 693' FEL, Sec. 2, T6S, R97W

LATHAM 2-17D

The legal description of the lands upon which operations will be conducted are:

Surface Hole: 1956' FSL and 1288' FEL, Sec. 2, T6S, R97W
Bottom Hole: 4404' FNL and 2051' FWL, Sec. 2, T6S, R97W

LATHAM 2-7D

The legal description of the lands upon which operations will be conducted are:

Surface Hole: 1975' FSL and 1265' FEL, Sec. 2, T6S, R97W
Bottom Hole: 2067' FSL and 592' FEL, Sec. 2, T6S, R97W

LATHAM 2-8D

The legal description of the lands upon which operations will be conducted are:

Surface Hole: 1981' FSL and 1257' FEL, Sec. 2, T6S, R97W
Bottom Hole: 2403' FSL and 646' FEL, Sec. 2, T6S, R97W

LATHAM 2-12D

The legal description of the lands upon which operations will be conducted are:

Surface Hole: 1930' FSL and 1319' FEL, Sec. 2, T6S, R97W
Bottom Hole: 1082' FSL and 1913' FEL, Sec. 2, T6S, R97W

LATHAM 2-13D

The legal description of the lands upon which operations will be conducted are:

Surface Hole: 1937' FSL and 1312' FEL, Sec. 2, T6S, R97W
Bottom Hole: 1431' FSL and 1923' FEL, Sec. 2, T6S, R97W

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Latham 2-6D, 2-17D, 2-7D, 2-8D
2-12D, 2-13D, 2-14D, 2-15D, 2-16D
102 Pad - NESE, Section 2 6S 97W
Thomas and Ginger Latham
December 11, 2009

LATHAM 2-14D

The legal description of the lands upon which operations will be conducted are:

Surface Hole: 1943' FSL and 1304' FEL, Sec. 2, T6S, R97W
Bottom Hole: 1780' FSL and 1908' FEL, Sec. 2, T6S, R97W

LATHAM 2-15D

The legal description of the lands upon which operations will be conducted are:

Surface Hole: 1949' FSL and 1296' FEL, Sec. 2, T6S, R97W
Bottom Hole: 2098' FSL and 1928' FEL, Sec. 2, T6S, R97W

LATHAM 2-16D

The legal description of the lands upon which operations will be conducted are:

Surface Hole: 1962' FSL and 1281' FEL, Sec. 2, T6S, R97W
Bottom Hole: 2412' FSL and 1930' FEL, Sec. 2, T6S, R97W

- The surface owner has the responsibility for notifying any affected tenant of the proposed operations.
- A brochure describing surface owner rights is available upon request from:
Colorado Oil and Gas Conservation Commission
1120 Lincoln Street
Suite 801
Denver, Co 80203

By signing below, the surface owner waives the above notification requirements of Rule 305.

Thomas F. Latham

By: Thomas F. LathamDate: 12-13-09

Ginger L. Latham

By: Ginger L. LathamDate: 12/13/09

NOTICE REQUIREMENTS - 2009 102 697 Pad - 30 Day Letter DRAFT.doc

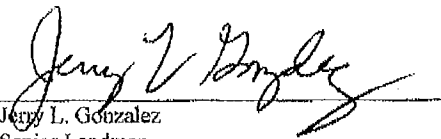
SURFACE OWNER CONSULTATION (RULE 306)
102 697 Pad

Berry Petroleum Company confirms that the Surface Owner Consultation requirements of Rule 306 have been completed or waived for the following proposed well locations.

Well Names - LATHAM 2-6D, 2-17D, 2-7D, 2-8D, 2-12D, 2-13D, 2-14D, 2-15D, 2-16D - Section 2 6S 97W, (Well Pad located in NESE, Section 2 6S 97W), Garfield County, CO

Road Description: Existing roadway use and new construction as required for access was previously agreed upon by all parties.

Berry Petroleum Company



Jerry L. Gonzalez
Senior Landman

Date 12/11/2009