

Berry Petroleum Company

1999 Broadway St., Suite 3700

Denver, CO 80202

Ph: (303) 825-3344

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www.bry.com

January 18, 2010

Walter L. Jones
Chevron U.S.A. Inc.
11111 S. Wilcrest
Houston, TX 77099

RE: 30 Day Notice Requirement (Rule 305 and 306)
Chevron 31-8D, 31-7D, 31-2D, 31-4D, 31-1D,
31-3D, 31-6D and 31-5D
I31 Pad - NESE Section 31 5S 96W
Garfield County, Colorado

Dear Mr. Jones:

Please be advised that Berry Petroleum Company will be re-filing permits for the wells referenced above with the Colorado Oil and Gas Conservation Commission. Chevron previously approved these wells pursuant to letter dated December 29, 2008

The enclosed notification, pursuant to Rule 305 and 306, is required as part of the permitting process. If applicable, please sign and date where indicated and return to my attention.

Please contact the undersigned if you have any questions.

Thank you for your assistance in this matter.

Very truly yours,

Jerry L. Gonzalez
Senior Landman
313-999-4207

:enclosures

cc: Janni Keidel
Land Well files

NOTICE REQUIREMENTS (RULE 305)
(I31 596 Pad)

Re: Well Name – Chevron 31-8D, 31-7D, 31-2D, 31-4D, 31-1D, 31-3D, 31-6D and 31-5D – Section 31, 5S 96W, 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 June 1, 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.

Chevron 31-8D

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

Surface: 1549' FSL and 552' FEL, Sec 31, T5S, R96W

Bottom: 2429' FSL and 665' FEL, Sec 31, T5S, R96W

Garfield County, Colorado.

Chevron 31-7D

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

Surface: 1544' FSL and 566' FEL, Sec 31, T5S, R96W

Bottom: 2130' FSL and 750' FEL, Sec 31, T5S, R96W

Garfield County, Colorado.

Chevron 31-2D

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

Surface: 1539' FSL and 580' FEL, Sec 31, T5S, R96W

Bottom: 620' FSL and 620' FEL, Sec 31, T5S, R96W

Garfield County, Colorado.

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Chevron 31-8D, 31-7D, 31-2D, 31-4D,
31-1D, 31-3D, 31-6D and 31-5D

Chevron U.S.A. Inc.

January 18, 2010

Chevron 31-4D

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

Surface: 1534' FSL and 595' FEL, Sec 31, T5S, R96W

Bottom: 1224' FSL and 630' FEL, Sec 31, T5S, R96W

Garfield County, Colorado.

Chevron 31-1D

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

Surface: 1530' FSL and 609' FEL, Sec 31, T5S, R96W

Bottom: 340' FSL and 820' FEL, Sec 31, T5S, R96W

Garfield County, Colorado.

Chevron 31-3D

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

Surface: 1526' FSL and 623' FEL, Sec 31, T5S, R96W

Bottom: 939' FSL and 820' FEL, Sec 31, T5S, R96W

Garfield County, Colorado.

Chevron 31-6D

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

Surface: 1520' FSL and 637' FEL, Sec 31, T5S, R96W

Bottom: 1814' FSL and 850' FEL, Sec 31, T5S, R96W

Garfield County, Colorado.

Chevron 31-5D

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

Surface: 1515' FSL and 652' FEL, Sec 31, T5S, R96W

Bottom: 1519' FSL and 720' FEL, Sec 31, T5S, R96W

Garfield County, Colorado.

- 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.

Chevron U.S.A. Inc.

By: _____

Printed Name: _____

Title: _____

Date: _____

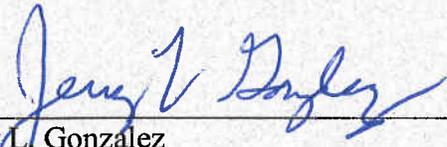
**SURFACE OWNER CONSULTATION (RULE 306)
(I31 596 Pad)**

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

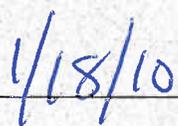
Well Names – Chevron 31-8D, 31-7D, 31-2D, 31-4D, 31-1D, 31-3D, 31-6D and 31-5D drilled from well pad I31 located in the NE/4SE/4 of Section 31 Township 5 South, Range 96 West, Garfield County, Colorado.

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