



January 7, 2010

Department of Natural Resources
Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln St., Suite 801
Denver, CO 80203

Re: Request for Exception to Rule 318A.a
Request for Exception to Rule 318A.c
KERR-MCGEE 12-3
Township 1 North, Range 68 West
Section 3: NW/4SW/4
Weld County, Colorado

Ladies/Gentlemen:

Kerr-McGee Oil & Gas Onshore LP ("KMG") respectfully requests the Director approve an exception to Rule 318A.a to allow the KERR-MCGEE 12-3 well to be drilled at the above referenced location. Rule 318A.a of the Colorado Oil and Gas Commission's Rules and Regulations requires wells to be drilled/completed in a square with sides four hundred (400) feet in length, the center of which is the center of any quarter/quarter section or in the center of any quarter section with the four sides being (800) feet in length. The KERR-MCGEE 12-3 is being permitted is an exception location at the request of the surface owner.

Under the Revised Rule 318A.c of the Colorado Oil and Gas Commission's Rules and Regulations, it requires any new twinning well to be located within 50 feet of an exiting well. The KERR-MCGEE 12-3 is more than 50 feet from the nearest oil and gas well.

KMG has obtained written permission from the surface owner for both of these waivers. Should you have any questions, please contact our office. Thank you for your consideration.

Very truly yours,

Kerr-McGee Oil & Gas Onshore LP

A handwritten signature in cursive script that reads 'Cheryl Light'.

Cheryl Light
Senior Regulatory Analyst

:cl

KERR-MCGEE OIL AND GAS ONSHORE LP

635 N. 7TH AVENUE, BRIGHTON, CO 80601

January 6, 2010

Anadarko E&P Company LP
Dave Bell, Surface Land Manager
PO Box 173779
Denver, CO 80217-3779

Re: Request for Exception to Rule 318A-a
Request for Exception to Rule 318A-c
KERR-MCGEE 14-3 KERR-MCGEE 15-3
KERR-MCGEE 35-3 KERR-MCGEE 10-3
KERR-MCGEE 11-3 KERR-MCGEE 13-3
KERR-MCGEE 33-3 KERR-MCGEE 22-3
KERR-MCGEE 12-3 KERR-MCGEE 19-3
KERR-MCGEE 23-3
Township 1 North, Range 68 West Section 3, SW/4
Weld County, Colorado

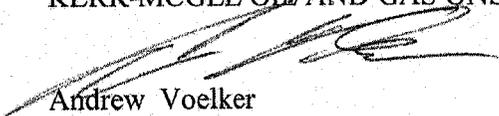
Dear Mr. Bell:

Kerr-McGee Oil and Gas Onshore LP plans to drill the listed oil and gas wells from the above described surface locations.

Rule 318A of the Colorado Oil and Gas Commission's Rules and Regulations requires the well be drilled in a square with sides four hundred (400) feet in length, the center of which is the center of any quarter/quarter, or a square with sides eight hundred (800) feet in length, the center of which is the center of any quarter. Rule 318A of the Colorado Oil and Gas Commission's Rules and Regulations also requires any new twinned well be located 50' or less from an existing oil and gas well. We will drill the wells at the above described location, but we will need this waiver as this location is more than 50' from the existing well and falls outside the legal drilling window.

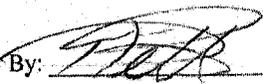
Please waive both of the above referenced requirements showing your approval by signing below. Should you have any questions, please contact our office. Thank you for your consideration.

Very truly yours,
KERR-MCGEE OIL AND GAS ONSHORE LP


Andrew Voelker
Landman

I/we waive the above requirement and approve the above described location.

Dave Bell, Surface Land Manager

By:  _____