

Berry Petroleum Company

1999 Broadway St., Suite 3700
Denver, CO 80202

Ph: (303) 825-3344
Fax: (303) 825-3350

www.bry.com

February 3, 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 13-23D, 13-24D, 13-21D, 13-22D, 13-32D, 13-31D, 13-19D, 13-30D,
13-20D, 13-18D and 13-17D
F13 697 Pad - SENW Section 13 6S 97W
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
303-999-4207

:enclosures

cc: Janni Keidel
Land Well files

NOTICE REQUIREMENTS (RULE 305)
(F13 697 Pad)

Re: Well Name – Chevron 13-23D, 13-24D, 13-21D, 13-22D, 13-32D, 13-31D, 13-19D, 13-30D, 13-20D, 13-18D and 13-17D – F13 Pad - Section 13, 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 September 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

Chevron 13-23D

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

Surface: 1,442' FNL and 2,104' FWL, Sec 13, T6S, R97W

Bottom: 620' FNL and 2,085' FWL, Sec 13, T6S, R97W

Garfield County, Colorado.

Chevron 13-24D

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

Surface: 1,454' FNL and 2,094' FWL, Sec 13, T6S, R97W

Bottom: 325' FNL and 2,000' FWL, Sec 13, T6S, R97W

Garfield County, Colorado.

Chevron 13-21D

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

Surface: 1,465' FNL and 2,084' FWL, Sec 13, T6S, R97W

Bottom: 1,240' FNL and 1,970' FWL, Sec 13, T6S, R97W

Garfield County, Colorado.

Page 2

Chevron 13-23D, 13-24D, 13-21D, 13-22D, 13-32D,
13-31D, 13-19D, 13-30D, 13-20D, 13-18D and 13-17D
Section 13 T6S R97W 6th P.M.

Chevron U.S.A. Inc.

February 3, 2010

Chevron 13-22D

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

Surface: 1476' FNL and 2074' FWL, Sec 13, T6S, R97W

Bottom: 930' FNL and 1,745' FWL, Sec 13, T6S, R97W

Garfield County, Colorado.

Chevron 13-32D

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

Surface: 1,487' FNL and 2,064' FWL, Sec 13, T6S, R97W

Bottom: 220' FNL and 850' FWL, Sec 13, T6S, R97W

Garfield County, Colorado.

Chevron 13-31D

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

Surface: 1,498' FNL and 2,054' FWL, Sec 13, T6S, R97W

Bottom: 520' FNL and 870' FWL, Sec 13, T6S, R97W

Garfield County, Colorado.

Chevron 13-19D

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

Surface: 1,510' FNL and 2,044' FWL, Sec 13, T6S, R97W

Bottom: 820' FNL and 875' FWL, Sec 13, T6S, R97W

Garfield County, Colorado.

Chevron 13-30D

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

Surface: 1,521' FNL and 2,035' FWL, Sec 13, T6S, R97W

Bottom: 1,530' FNL and 1,790' FWL, Sec 13, T6S, R97W

Garfield County, Colorado.

Page 3

Chevron 13-23D, 13-24D, 13-21D, 13-22D, 13-32D,
13-31D, 13-19D, 13-30D, 13-20D, 13-18D and 13-17D
Section 13 T6S R97W 6th P.M.

Chevron U.S.A. Inc.

February 3, 2010

Chevron 13-20D

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

Surface: 1,532' FNL and 2,025' FWL, Sec 13, T6S, R97W

Bottom: 1,825' FNL and 2,100' FWL, Sec 13, T6S, R97W

Garfield County, Colorado.

Chevron 13-18D

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

Surface: 1,543' FNL and 2,015' FWL, Sec 13, T6S, R97W

Bottom: 2,125' FNL and 1,970' FWL, Sec 13, T6S, R97W

Garfield County, Colorado.

Chevron 13-17D

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

Surface: 1555' FNL and 2,005' FWL, Sec 13, T6S, R97W

Bottom: 2,425' FNL and 1,885' FWL, Sec 13, T6S, R97W

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: _____

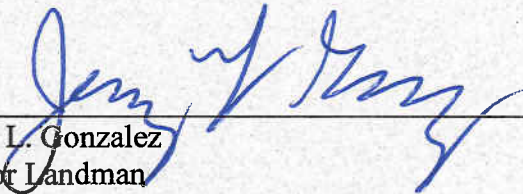
SURFACE OWNER CONSULTATION (RULE 306)
(F13 697 Pad)

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 – Chevron 13-23D, 13-24D, 13-21D, 13-22D, 13-32D, 13-31D, 13-19D, 13-30D, 13-20D, 13-18D and 13-17D, drilled from well pad located in the SENW of Section 13 Township 6 South, Range 97 West, Garfield County, Colorado.

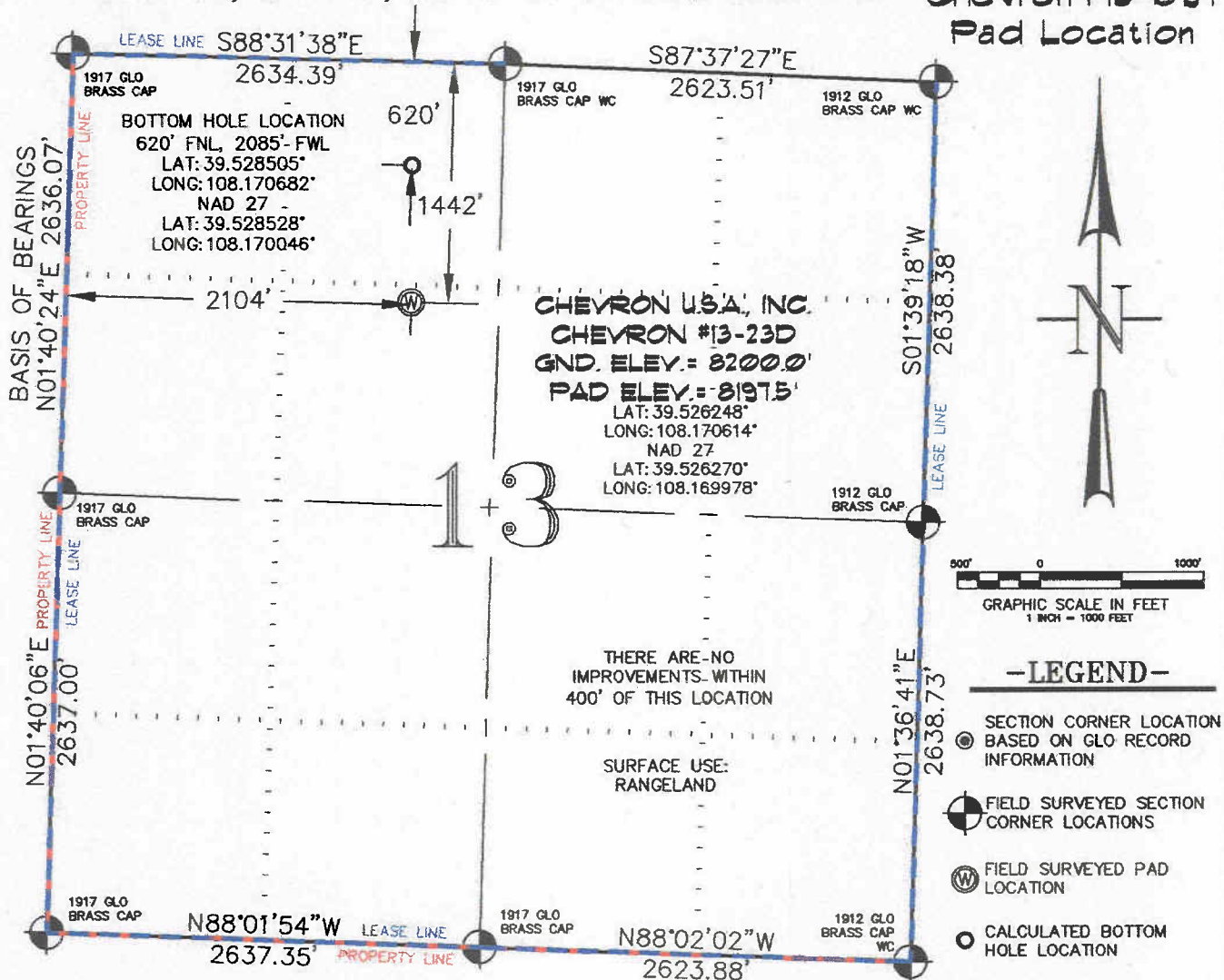
Road Description: Existing roadway use and new construction as required for access was previously agreed upon by all parties.

Berry Petroleum Company



Jerry L. Gonzalez
Senior Landman

Date 2/3/08

Chevron F13-697
Pad Location

REFERENCE NOTES

- 1) T. 6 S., R. 97 W., 6TH P.M. GLO PLAT.
- 2) U.S.G.S. QUAD: CIRLCE DOT GULCH, CO
- 3) ELEVATIONS BASED ON N.A.V.D. 1988
- 4) LATITUDES AND LONGITUDES ARE BASED ON
NAD 83, COLORADO CENTRAL ZONE.
- 5) GPS OPERATOR ROBERT WOOD, OBSERVED
A PDOP OF 3.3.
- 6) ALL GPS OBSERVATIONS ARE IN COMPLIANCE
WITH COGCC RULE NO. 215.
- 7) SURFACE AND BOTTOM HOLE LOCATIONS
ARE MEASURED 90° FROM SECTION LINES.

I, George R. Bauer: a Professional Land Surveyor in the State of Colorado do hereby certify that this Survey was made under my direct supervision, and that this Plat represents said Survey.

COLORADO P.L.S. 27925



CONSTRUCTION SURVEYS, INC.
0012 SUNRISE BLYD.
SILT, CO 81652
(970)876-5753

SURVEYED: 09
DRAFTED: 07
CHECKED: 07

VIEW: 1K

SURVEYED: 09/06/07	SCALE: 1" = 1000'
DRAFTED: 01/28/10	DWG: BERRY\CHEV_F13-697
CHECKED: 01/29/10	SHEET: 1 of 11

Chevron F13-697
Pad Location



- SECTION CORNER LOCATION
BASED ON GLO RECORD
INFORMATION
- FIELD SURVEYED SECTION
CORNER LOCATIONS
- FIELD SURVEYED PAD
LOCATION
- CALCULATED BOTTOM
HOLE LOCATION

REFERENCE NOTES

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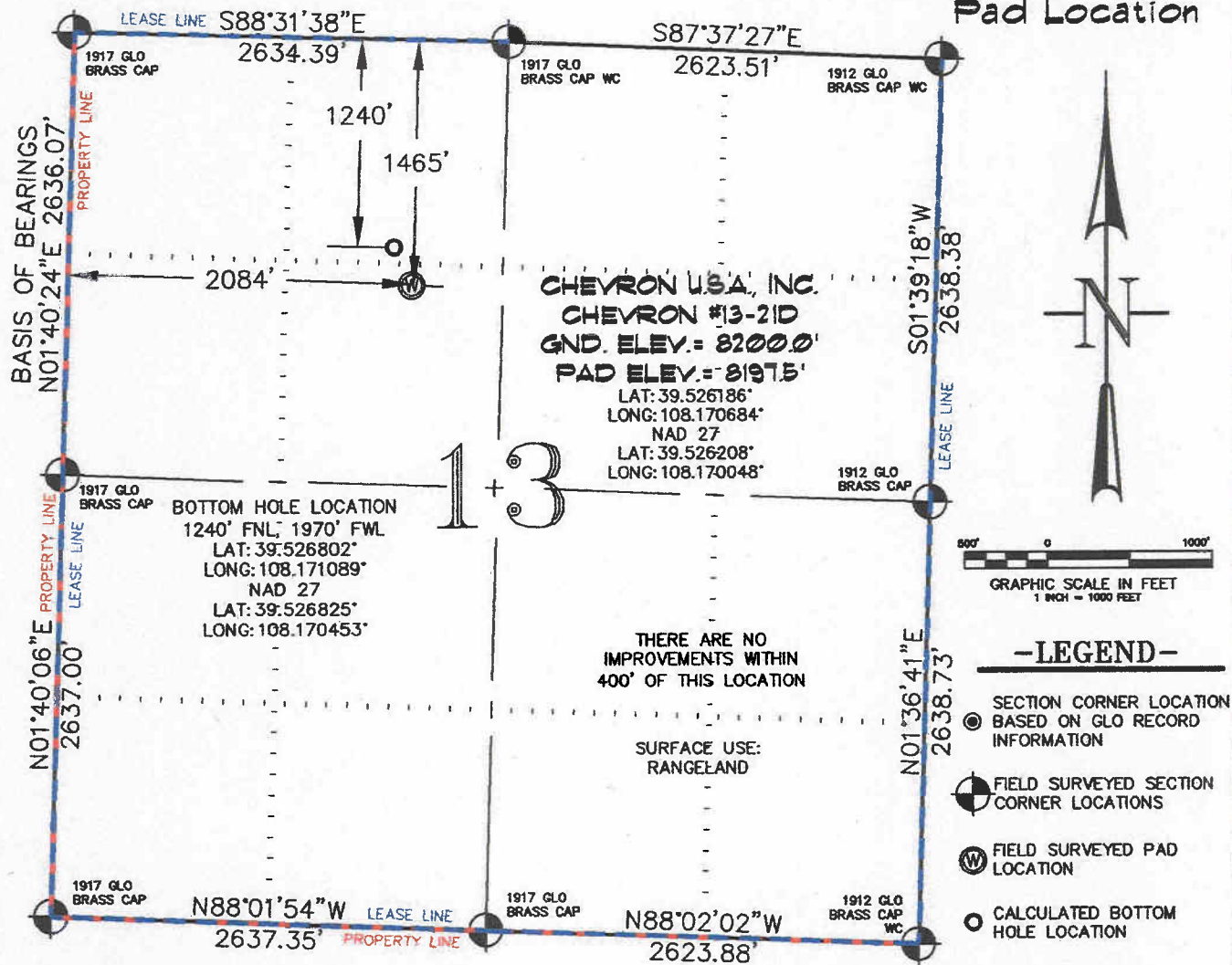


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SEC. 13, T. 6 S., R. 97 W. OF THE 6TH P.M.

Chevron F13-697
Pad Location



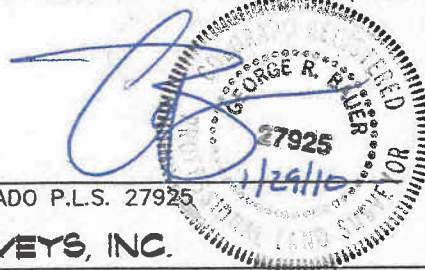
THIS WELL LOCATION PLAT WAS PREPARED FOR BERRY PETROLEUM COMPANY, TO LOCATE THE CHEVRON #13-21D WELL, 1465 FEET FROM THE NORTH LINE AND 2084 FEET FROM THE WEST LINE IN THE SE 1/4 NW 1/4 SECTION 13, T. 6 S., R. 97 W. OF THE 6TH P.M. GARFIELD COUNTY, COLORADO.

REFERENCE NOTES

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- 3) ELEVATIONS BASED ON N.A.V.D. 1988
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SURVEYOR'S CERTIFICATE

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COLORADO P.L.S. 27925

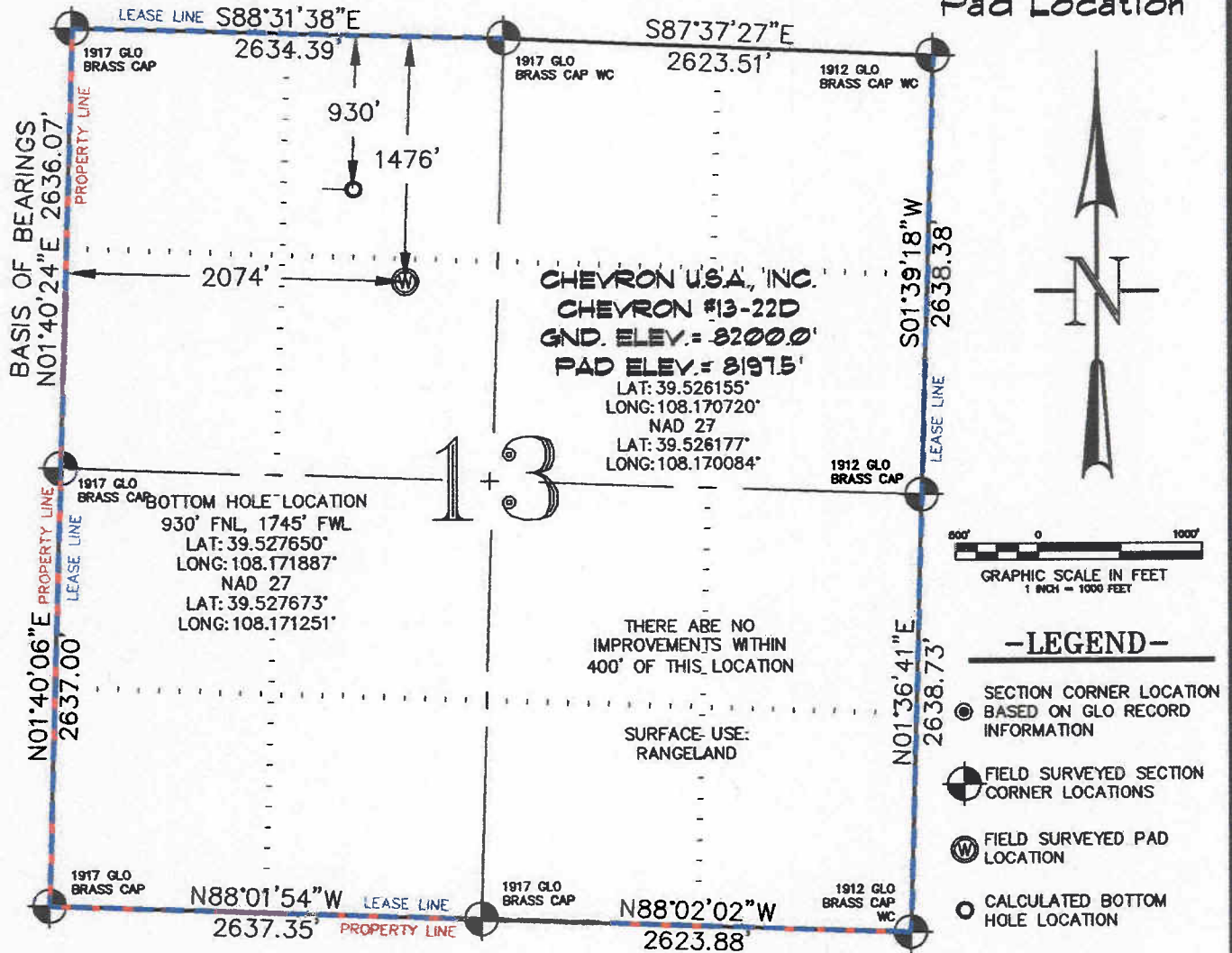


CONSTRUCTION SURVEYS, INC.
0012 SUNRISE BLVD.
SILT, CO 81652
(970)876-5753

VIEW: 11

SURVEYED: 09/06/07	SCALE: 1" = 1000'
DRAFTED: 01/28/10	DWG: BERRY\CHEV_F13-697
CHECKED: 01/29/10	SHEET: 1 of 11

SEC. 13, T. 6 S., R. 97 W. OF THE 6TH P.M. Chevron F13-697
Pad Location



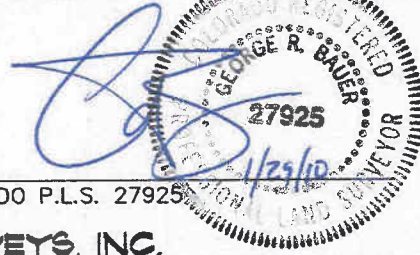
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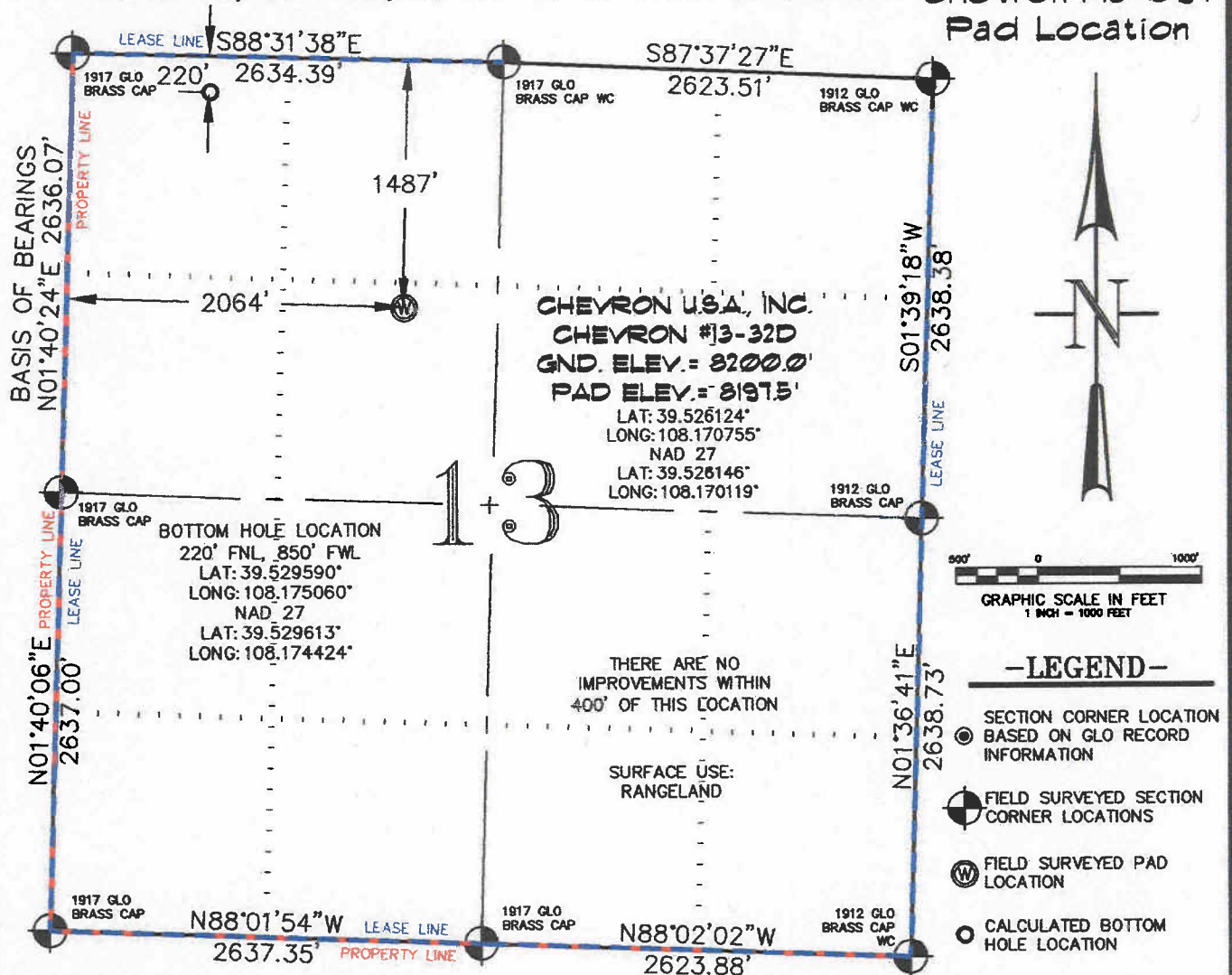


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Chevron F13-69T
Pad Location



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REFERENCE NOTES

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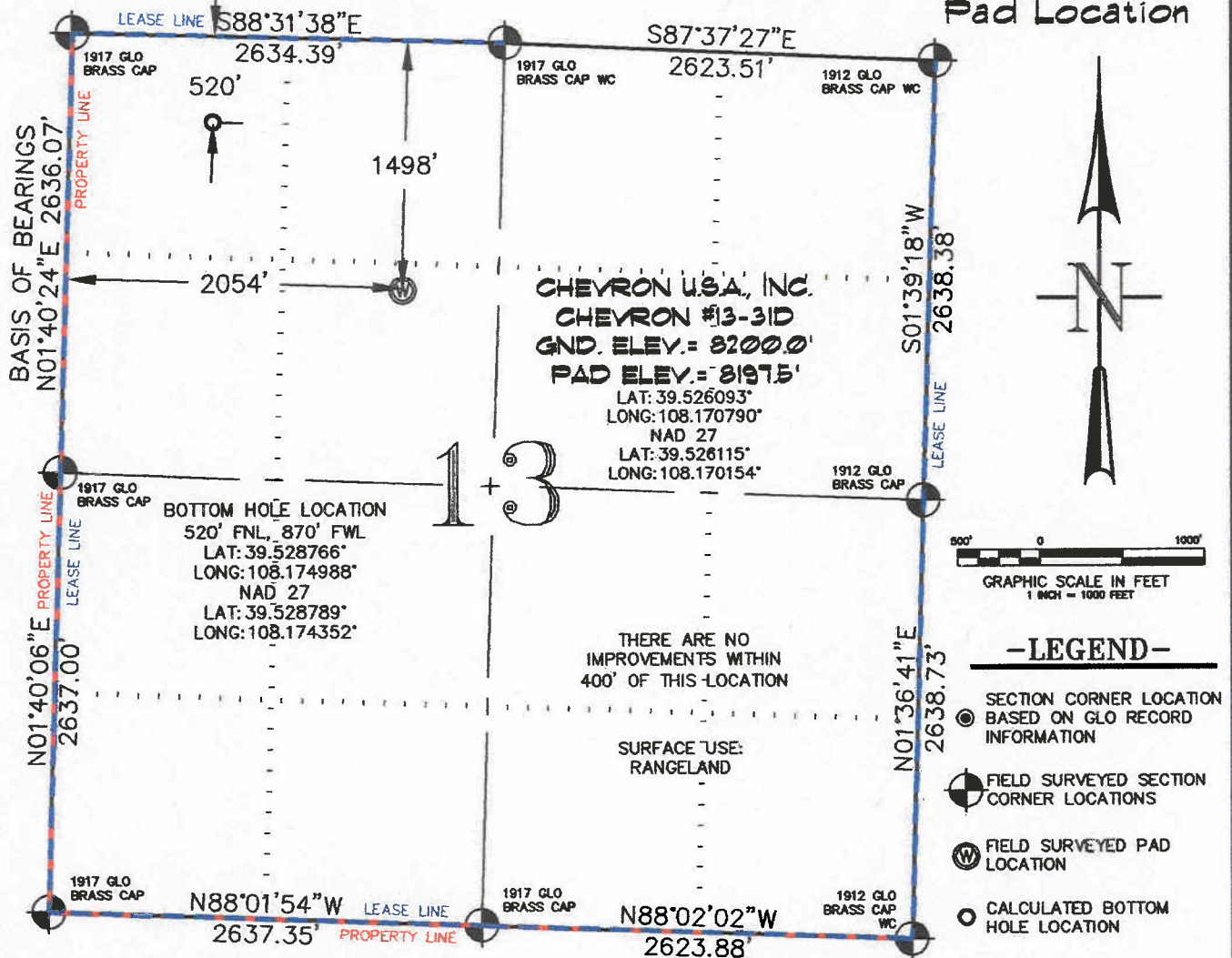
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CHECKED: 01/29/10	SHEET: 1 of 11

SEC. 13, T. 6 S., R. 97 W. OF THE 6TH P.M.

Chevron F13-697
Pad Location



THIS WELL LOCATION PLAT WAS PREPARED FOR BERRY PETROLEUM COMPANY, TO LOCATE THE CHEVRON #13-31D WELL, 1498 FEET FROM THE NORTH LINE AND 2054 FEET FROM THE WEST LINE IN THE SE 1/4 NW 1/4 SECTION 13, T. 6 S., R. 97 W. OF THE 6TH P.M. GARFIELD COUNTY, COLORADO.

REFERENCE NOTES

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COLORADO P.L.S. 27925



CONSTRUCTION SURVEYS, INC.

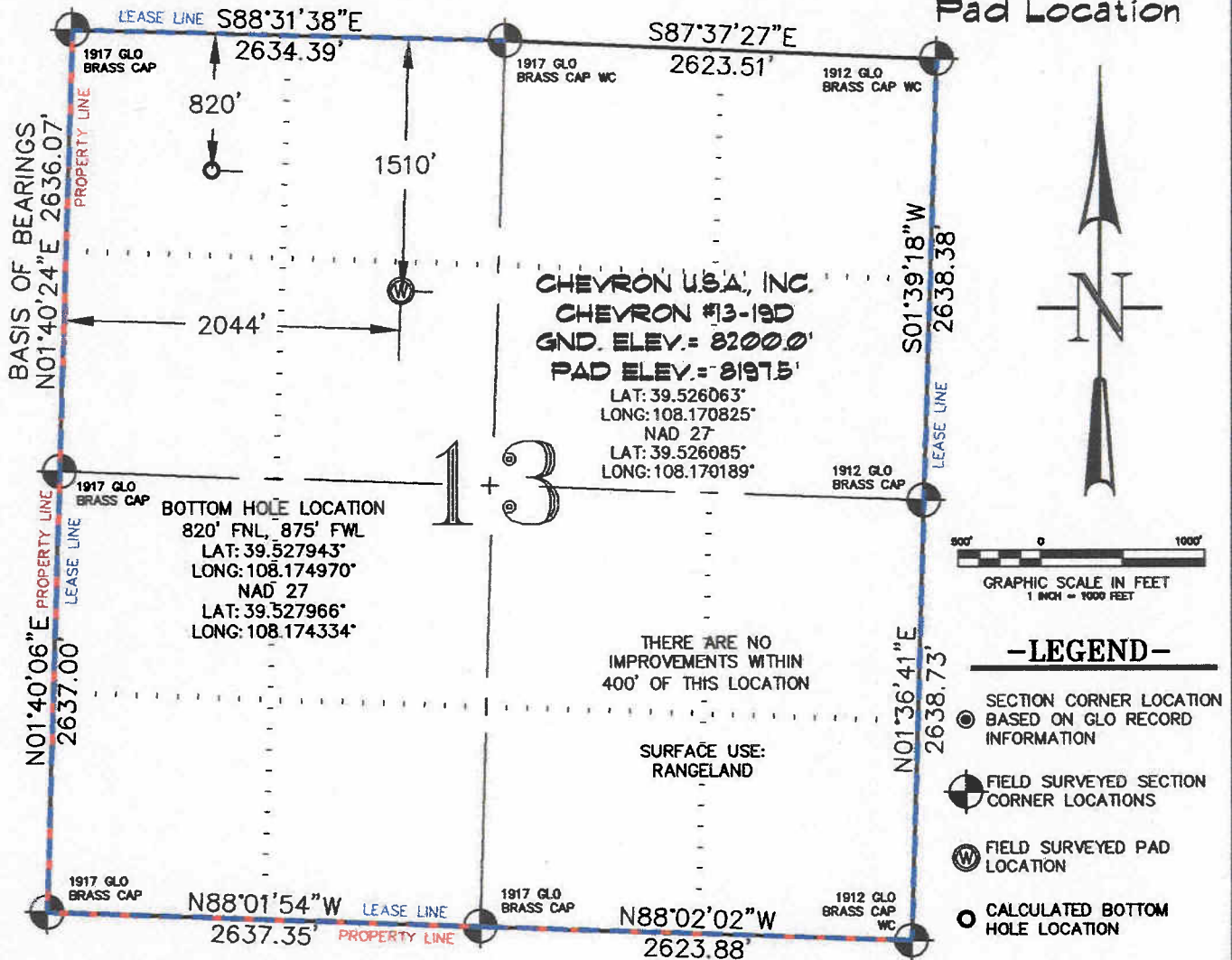
0012 SUNRISE BLVD.
SILT, CO 81652
(970)876-5753

VIEW: 1F

SURVEYED: 09/06/07	SCALE: 1" = 1000'
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CHECKED: 01/29/10	SHEET: 1 of 11

SEC. 13, T. 6 S., R. 97 W. OF THE 6TH P.M.

Chevron F13-697
Pad Location



THIS WELL LOCATION PLAT WAS PREPARED FOR BERRY PETROLEUM COMPANY, TO LOCATE THE CHEVRON #13-19D WELL, 1510 FEET FROM THE NORTH LINE AND 2044 FEET FROM THE WEST LINE IN THE SE 1/4 NW 1/4 SECTION 13, T. 6 S., R. 97 W. OF THE 6TH P.M. GARFIELD COUNTY, COLORADO.

REFERENCE NOTES

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COLORADO P.L.S. 27925



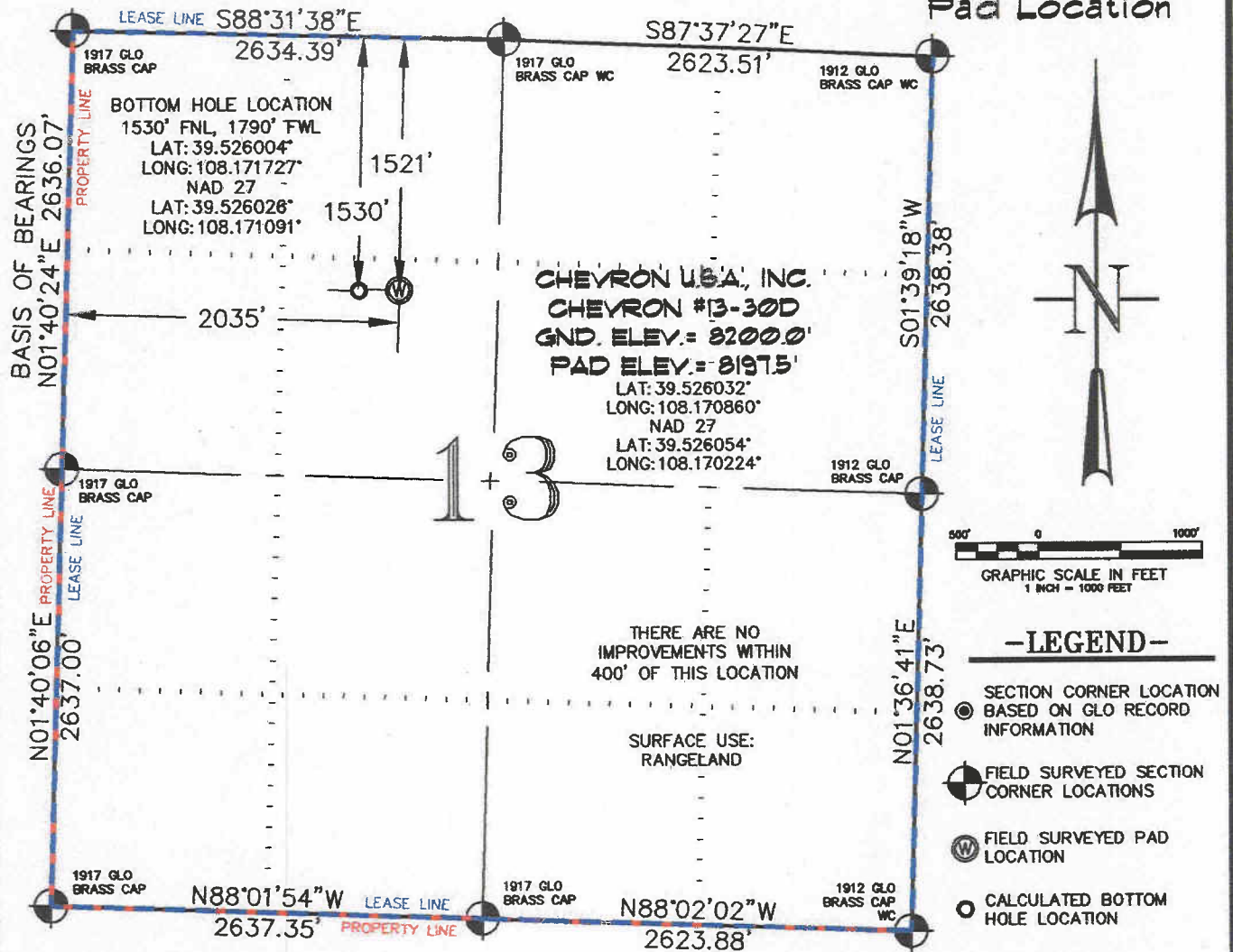
CONSTRUCTION SURVEYS, INC.

0012 SUNRISE BLVD.
SILT, CO 81652
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VIEW: 1E

SURVEYED: 09/06/07	SCALE: 1" = 1000'
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CHECKED: 01/29/10	SHEET: 1 of 11

SEC. 13, T. 6 S., R. 97 W. OF THE 6TH P.M. Chevron F13-697
Pad Location



THIS WELL LOCATION PLAT WAS PREPARED FOR BERRY PETROLEUM COMPANY, TO LOCATE THE CHEVRON #13-30D WELL, 1521 FEET FROM THE NORTH LINE AND 2035 FEET FROM THE WEST LINE IN THE SE 1/4 NW 1/4 SECTION 13, T. 6 S., R. 97 W. OF THE 6TH P.M. GARFIELD COUNTY, COLORADO.

REFERENCE NOTES

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COLORADO P.L.S. 27925



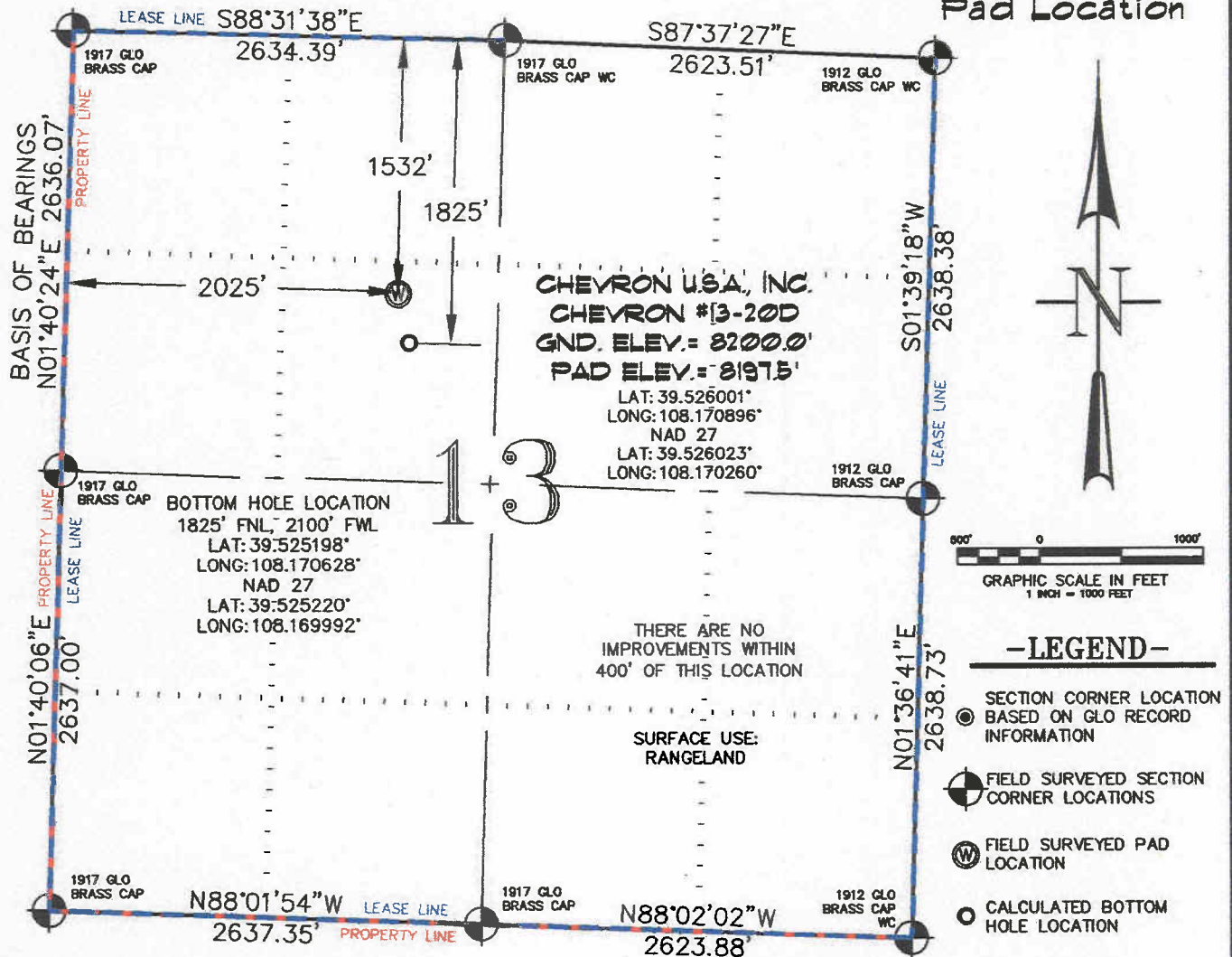
CONSTRUCTION SURVEYS, INC.
0012 SUNRISE BLVD.
SILT, CO 81652
(970)876-5753

VIEW: 10

SURVEYED: 09/06/07	SCALE: 1" = 1000'
DRAFTED: 01/28/10	DWG: BERRY\CHEV_F13-697
CHECKED: 01/29/10	SHEET: 1 of 11

SEC. 13, T. 6 S., R. 97 W. OF THE 6TH P.M.

Chevron F13-697
Pad Location



THIS WELL LOCATION PLAT WAS PREPARED FOR BERRY PETROLEUM COMPANY, TO LOCATE THE CHEVRON #13-20D WELL, 1532 FEET FROM THE NORTH LINE AND 2025 FEET FROM THE WEST LINE IN THE SE 1/4 NW 1/4 SECTION 13, T. 6 S., R. 97 W. OF THE 6TH P.M. GARFIELD COUNTY, COLORADO.

REFERENCE NOTES

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George R. Bauer
27925
1/29/10
COLORADO P.L.S. 27925

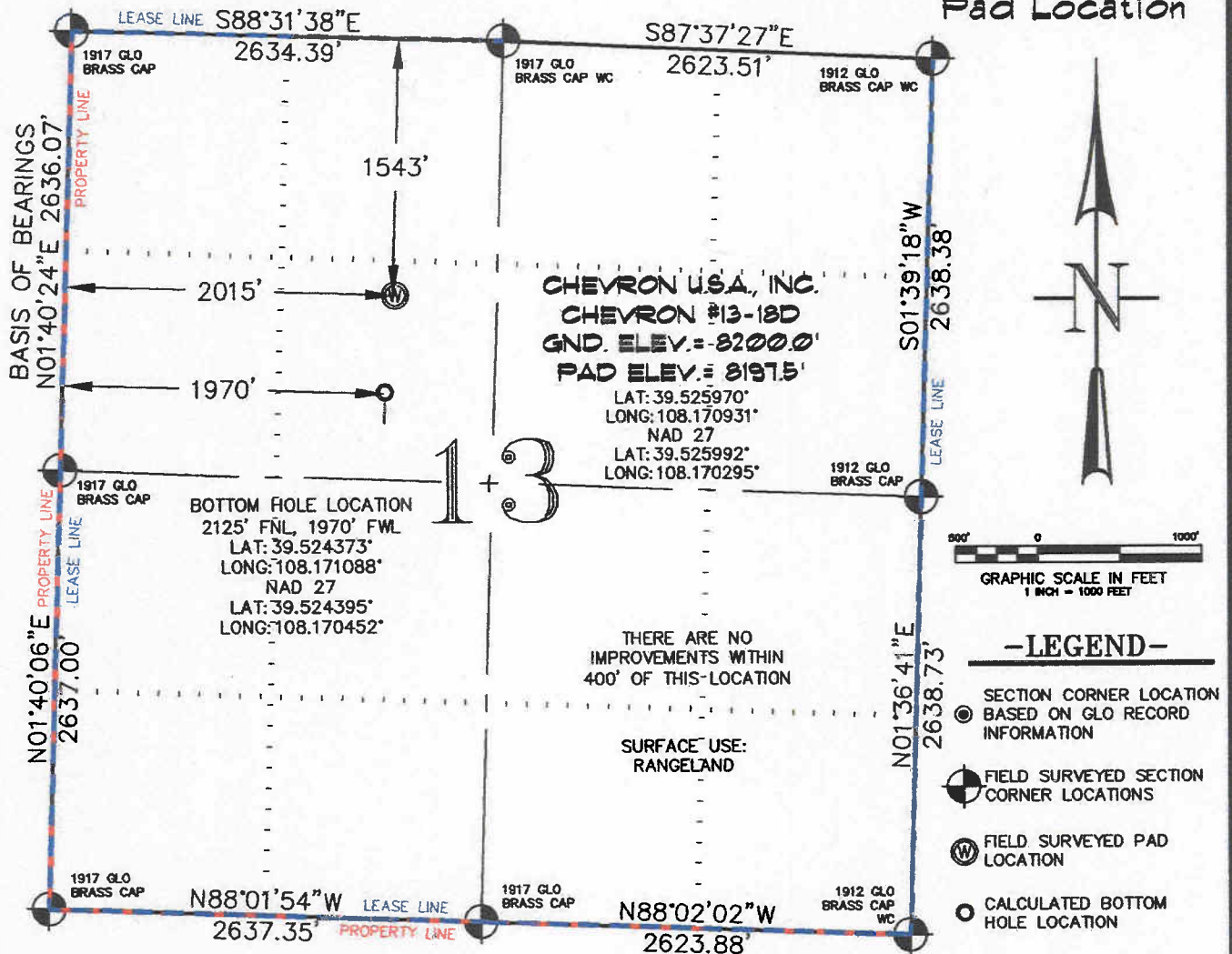


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VIEW: 1C

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CHECKED: 01/29/10	SHEET: 1 of 11

SEC. 13, T. 6 S., R. 97 W. OF THE 6TH P.M. Chevron F13-697
Pad Location



THIS WELL LOCATION PLAT WAS PREPARED FOR BERRY PETROLEUM COMPANY, TO LOCATE THE CHEVRON #13-18D WELL, 1543 FEET FROM THE NORTH LINE AND 2015 FEET FROM THE WEST LINE IN THE SE 1/4 NW 1/4 SECTION 13, T. 6 S., R. 97 W. OF THE 6TH P.M. GARFIELD COUNTY, COLORADO.

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CONSTRUCTION SURVEYS, INC.

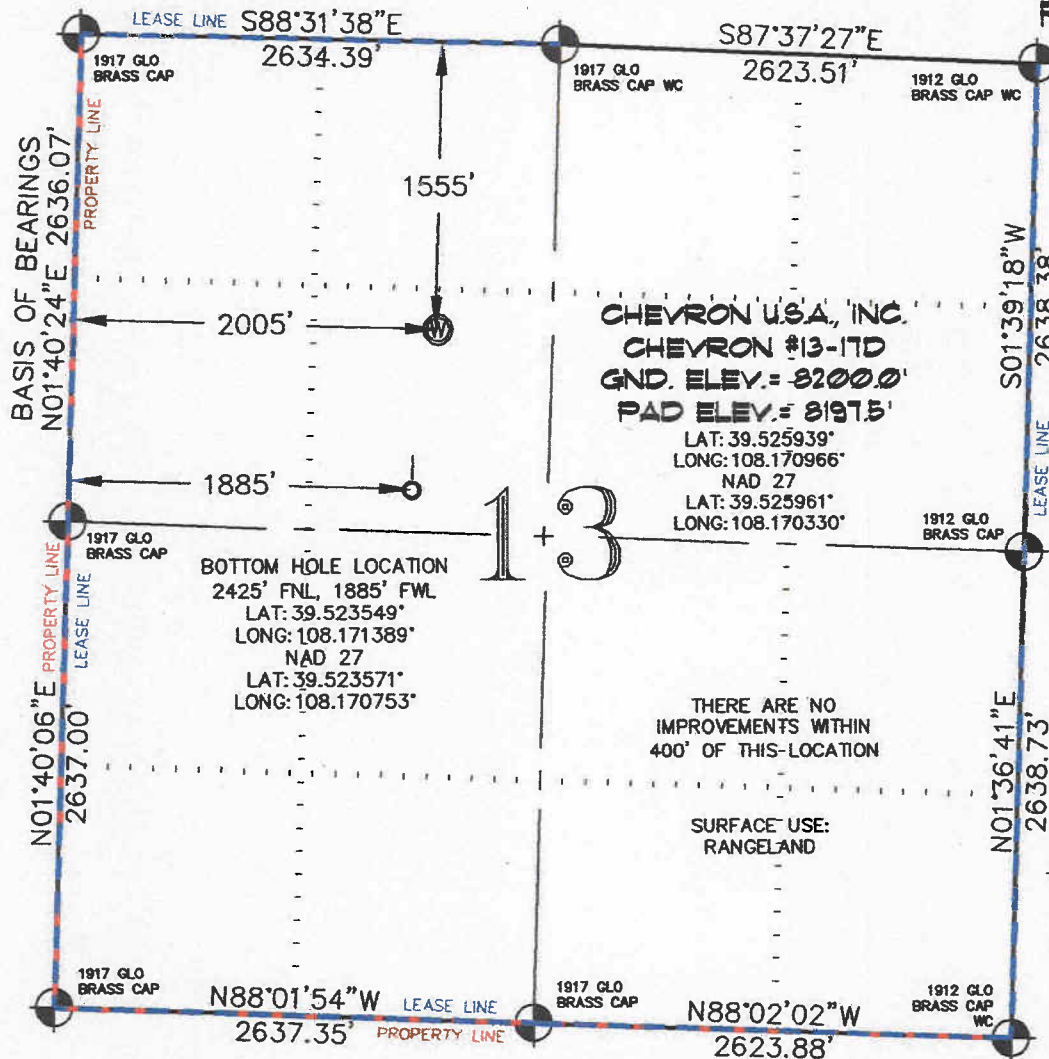
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(970)876-5753

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CHECKED: 01/29/10	SHEET: 1 of 11

SEC. 13, T. 6 S., R. 97 W. OF THE 6TH P.M.

Chevron F13-697
Pad Location



-LEGEND-

- SECTION CORNER LOCATION
BASED ON GLO RECORD
INFORMATION
- ⊙ FIELD SURVEYED SECTION
CORNER LOCATIONS
- ⊙ FIELD SURVEYED PAD
LOCATION
- CALCULATED BOTTOM
HOLE LOCATION

THIS WELL LOCATION PLAT WAS PREPARED FOR BERRY PETROLEUM COMPANY, TO LOCATE THE CHEVRON #13-17D WELL, 1555 FEET FROM THE NORTH LINE AND 2005 FEET FROM THE WEST LINE IN THE SE 1/4 NW 1/4 SECTION 13, T. 6 S., R. 97 W. OF THE 6TH P.M. GARFIELD COUNTY, COLORADO.

REFERENCE NOTES

- 1) T. 6 S., R. 97 W., 6TH P.M. GLO PLAT.
- 2) U.S.G.S. QUAD: CIRLCE DOT GULCH, CO
- 3) ELEVATIONS BASED ON N.A.V.D. 1988
- 4) LATITUDES AND LONGITUDES ARE BASED ON NAD 83, COLORADO CENTRAL ZONE.
- 5) GPS OPERATOR ROBERT WOOD, OBSERVED A PDOP OF 3.3.
- 6) ALL GPS OBSERVATIONS ARE IN COMPLIANCE WITH COGCC RULE NO. 215.
- 7) SURFACE AND BOTTOM HOLE LOCATIONS ARE MEASURED 90° FROM SECTION LINES.

SURVEYOR'S CERTIFICATE

I, George R. Bauer: a Professional Land Surveyor in the State of Colorado do hereby certify that this Survey was made under my direct supervision, and that this plat represents said Survey.



COLORADO P.L.S. 27925



CONSTRUCTION SURVEYS, INC.
0012 SUNRISE BLVD.
SILT, CO 81652
(970)876-5753

VIEW: 1A

SURVEYED: 09/06/07	SCALE: 1" = 1000'
DRAFTED: 01/28/10	DWG: BERRY\CHEV_F13-697
CHECKED: 01/29/10	SHEET: 1 of 11