



Berry Petroleum Company

1999 Broadway, Suite 3700
Denver, CO 80202

Main (303) 999-4400
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www.bry.com

January 25, 2011

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

RE: 30 Day Notice Requirement (Rule 305 and 306)
Pad Name – Chevron CD-29 596
Description – NENW, Section 29, T5S R96W, Garfield County, CO
**Well Names – Chevron 29-5D, Chevron 29-6D, Chevron 29-7D, Chevron 29-8D,
Chevron 29-13D, Chevron 29-14D, Chevron 29-16D**

Dear Walter,

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

- This is an existing pad with 11 wells:
 - 4 wells are producing
 - 7 wells are proposed
- The pad has been built.
- A produced water pit is required as Berry Petroleum Company uses a total closed loop system; permit being filed in concurrence of permit re-file.
- Conductors have been set.
- No rig is on-site at this time.
- The location does not require a variance from any of the rules listed in Rule 306.d. (1). (A).(ii).
- The location is in a restricted surface occupancy area for Greater Sage Grouse Production.
- The location is in a sensitive wildlife habitat area for Great Sage Grouse production and Elk production.

Pursuant to Rule 305 and 306, the enclosed notification is required as part of the permitting process. Please sign and date where indicated and return to my attention.

Thank you for your assistance in this matter.

Very truly yours,

Patsy Branson
Senior Landman

:enclosures

cc: Kally Moran; Land Well file

NOTICE REQUIREMENTS (RULE 305)

Re: Pad Name – Chevron CD-29 596
Description – NENW, Section 29, T5S R96W, Garfield County, CO
Well Names – Chevron 29-5D, Chevron 29-6D, Chevron 29-7D, Chevron 29-8D,
Chevron 29-13D, Chevron 29-14D, Chevron 29-16D

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 on June 1, 2011.
- The operator will be: Berry Petroleum Company
1999 Broadway, Suite 3700
Denver, Colorado 80202
(303) 999-4400
- You may contact: Patsy Branson, Senior Landman at (303) 999-4246, if you have any questions regarding this notice.

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

NENW, Section 29, Township 5 South, Range 96 West, Garfield County

Chevron 29-5D – API # 05-045-17202

Surface Hole Location: 1,193' FNL and 1,360' FWL
Bottom Hole Location: 1,639' FNL and 2,063' FWL

Chevron 29-6D – API # 05-045-17203

Surface Hole Location: 1,200' FNL and 1,353' FWL
Bottom Hole Location: 1,609' FNL and 746' FWL

Chevron 29-7D – API # 05-045-12874

Surface Hole Location: 1,136' FNL and 1,417' FWL
Bottom Hole Location: 500' FNL and 2,070' FWL

Chevron 29-8D – API # 05-045-12873

Surface Hole Location: 1,151' FNL and 1,402' FWL
Bottom Hole Location: 192' FNL and 1,966' FWL

Chevron 29-13D – API # 05-045-12878

Surface Hole Location: 1,179' FNL and 1,374' FWL
Bottom Hole Location: 1,227' FNL and 1,932' FWL

Chevron 29-14D – API # 05-045-12877

Surface Hole Location: 1,172' FNL and 1,381' FWL
Bottom Hole Location: 837' FNL and 722' FWL

Chevron 29-16D – API # 05-045-12875

Surface Hole Location: 1,158' FNL and 1,395' FWL
Bottom Hole Location: 163' FNL and ' FWL

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CD-29 596 Pad (11 Wells)
Chevron U.S.A., Inc.
January 25, 2011

- 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)

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

Pad Name – Chevron CD-29 596

Description – NENW, Section 29, T5S R96W, Garfield County, CO

**Well Names – Chevron 29-5D, Chevron 29-6D, Chevron 29-7D, Chevron 29-8D,
Chevron 29-13D, Chevron 29-14D, Chevron 29-16D**

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

Berry Petroleum Company



Patsy Branson
Senior Landman



Date