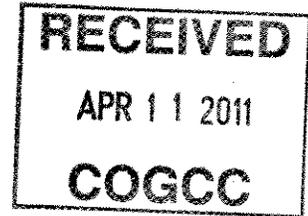


RUNNING FOXES PETROLEUM INC.



**Mr. David Neslin
Director, COGCC
1120 Lincoln Street, Suite 801
Denver, Colorado 80203**

April 11, 2011

**RE: Request for an Exception Location to Rule 318.a
Proposed: Craig 11-32 Well Location
Section 32: NE/4SW/4, T13S-R55W, 6th P.M.
Lincoln County, Colorado**

Dear Mr. Neslin,

Running Foxes Petroleum, Inc. (RFP) would like to request a waiver to Rule 318.a. This Rule states that a well deeper than 2,500 feet in depth shall not be located less than one thousand two hundred (1,200) feet from any other producible well.

The above referenced well, was staked approximately 135 feet, southeast of the bottom hole location of the Craig 15-32 horizontal. The Craig 11-32 will be drilled vertically to a TD of approximately 7750 feet (200 feet into the Mississippian). All zones of interest will be evaluated by onsite geologists. The location is designed to put the new well as close as possible to the toe of the Craig 15-32 and thus as close as possible to good shows that were observed in the horizontal leg of the Craig 15-32.

RFP has acquired a wavier from the surface land owner. .

Thank you for giving this request your consideration. If you have any additional questions please do not hesitate to give me a call.

Sincerely,

**Kent Keppel
Landman**