

FORM 2A Rev 04/01

State of Colorado Oil and Gas Conservation Commission 1120 Lincoln Street, Suite 801, Denver, Colorado 80205 Phone: (303) 894-2100 Fax: (303) 894-2109



Table with 4 columns: DE, ET, OE, ES

Document Number: 400151738

Oil and Gas Location Assessment

[X] New Location [] Amend Existing Location Location#: _____

Submit original plus one copy. This form is to be submitted to the COGCC prior to any ground disturbance activity associated with oil and gas development operations...

Location ID: 424213 Expiration Date: 07/13/2014

[X] This location assessment is included as part of a permit application.

1. CONSULTATION

- This location is included in a Comprehensive Drilling Plan. CDP # _____
[X] This location is in a sensitive wildlife habitat area.
This location is in a wildlife restricted surface occupancy area.
This location includes a Rule 306.d.(1)A.ii. variance request.

2. Operator

Operator Number: 10071 Name: BARRETT CORPORATION* BILL Address: 1099 18TH ST STE 2300 City: DENVER State: CO Zip: 80202

3. Contact Information

Name: Mary Pobuda Phone: (303) 312-8511 Fax: (303) 291-0420 email: mpobuda@billbarrettcorp.com

4. Location Identification:

Name: Miller Pad #9 Number: 13A-6-791 County: GARFIELD Quarter: LOT 4 Section: 6 Township: 7S Range: 91W Meridian: 6 Ground Elevation: 6093 Define a single point as a location reference for the facility location... Footage at surface: 564 feet FNL, from North or South section line, and 369 feet FWL, from East or West section line. Latitude: 39.475263 Longitude: -107.604575 PDOP Reading: 6.0 Date of Measurement: 07/08/2010 Instrument Operator's Name: James A. Kalmon

5. Facilities (Indicate the number of each type of oil and gas facility planned on location):

Special Purpose Pits: [] Drilling Pits: [1] Wells: [8] Production Pits: [] Dehydrator Units: [] Condensate Tanks: [4] Water Tanks: [2] Separators: [2] Electric Motors: [] Multi-Well Pits: [] Gas or Diesel Motors: [] Cavity Pumps: [] LACT Unit: [] Pump Jacks: [] Pigging Station: [] Electric Generators: [] Gas Pipeline: [1] Oil Pipeline: [] Water Pipeline: [2] Flare: [] Gas Compressors: [] VOC Combustor: [1] Oil Tanks: [] Fuel Tanks: []

Other: 2 quad separators: drill pits = 1 completion pit; Additional items: 1 cuttings trench, 1 frac sand pile (lined and bermed, to be remediated and buried or hauled off); up to 30 (500 bbl) temp frac tanks

6. Construction:

Date planned to commence construction: 08/01/2011 Size of disturbed area during construction in acres: 4.25
Estimated date that interim reclamation will begin: 06/01/2012 Size of location after interim reclamation in acres: 1.08
Estimated post-construction ground elevation: 6091 Will a closed loop system be used for drilling fluids: Yes
Will salt sections be encountered during drilling: Yes No Is H2S anticipated? Yes No
Will salt (>15,000 ppm TDS Cl) or oil based muds be used: Yes No
Mud disposal: Offsite Onsite Method: Land Farming Land Spreading Disposal Facility
Other: Evap & Bury

7. Surface Owner:

Name: _____ Phone: _____
Address: _____ Fax: _____
Address: _____ Email: _____
City: _____ State: _____ Zip: _____ Date of Rule 306 surface owner consultation: 06/05/2008
Surface Owner: Fee State Federal Indian
Mineral Owner: Fee State Federal Indian
The surface owner is: the mineral owner committed to an oil and gas lease
 is the executer of the oil and gas lease the applicant
The right to construct the location is granted by: oil and gas lease Surface Use Agreement Right of Way
 applicant is owner
Surface damage assurance if no agreement is in place: \$2000 \$5000 Blanket Surety ID _____

8. Reclamation Financial Assurance:

Well Surety ID: 20040060 Gas Facility Surety ID: _____ Waste Mgnt. Surety ID: _____

9. Cultural:

Is the location in a high density area (Rule 603.b.): Yes No
Distance, in feet, to nearest building: 925, public road: 264, above ground utilit: 411
, railroad: 5280, property line: 1139

10. Current Land Use (Check all that apply):

Crop Land: Irrigated Dry land Improved Pasture Hay Meadow CRP
Non-Crop Land: Rangeland Timber Recreational Other (describe): _____
Subdivided: Industrial Commercial Residential

11. Future Land Use (Check all that apply):

Crop Land: Irrigated Dry land Improved Pasture Hay Meadow CRP
Non-Crop Land: Rangeland Timber Recreational Other (describe): _____
Subdivided: Industrial Commercial Residential

12. Soils:

List all soil map units that occur within the proposed location. Attach the National Resource Conservation Service (NRCS) report showing the "Map Unit Description" report listing the soil typical vertical profile. This data is to used when segregating topsoil.

IMPORTANT: SOME DATA FIELDS HAVE BEEN MODIFIED.

The required information can be obtained from the NRCS web site at <http://soildatamart.nrcs.usda.gov/> or from the COGCC web site GIS Online map page found at <http://colorado.gov/cogcc>. Instructions are provided within the COGCC web site help section.

NRCS Map Unit Name: 41. Kim Loam, 6 to 12 percent slopes

NRCS Map Unit Name: 66. Torriothents-Camborthids-Rock outcrop complex, steep

NRCS Map Unit Name: _____

13. Plant Community:

Complete this section only if any portion of the disturbed area of the location's current land use is on non-crop land.

Are noxious weeds present: Yes No

Plant species from: NRCS or, field observation Date of observation: 07/08/2010

List individual species: shrub and brush land

Check all plant communities that exist in the disturbed area.

- Disturbed Grassland (Cactus, Yucca, Cheatgrass, Rye)
- Native Grassland (Bluestem, Grama, Wheatgrass, Buffalograss, Fescue, Oatgrass, Brome)
- Shrub Land (Mahogany, Oak, Sage, Serviceberry, Chokecherry)
- Plains Riparian (Cottonwood, Willow, Aspen, Maple, Poplar, Russian Olive, Tamarisk)
- Mountain Riparian (Cottonwood, Willow, Blue Spruce)
- Forest Land (Spruce, Fir, Ponderosa Pine, Lodgepole Pine, Juniper, Pinyon, Aspen)
- Wetlands Aquatic (Bullrush, Sedge, Cattail, Arrowhead)
- Alpine (above timberline)
- Other (describe): _____

14. Water Resources:

Rule 901.e. may require a sensitive area determination be performed. If this determination is performed the data is to be submitted with the Form 2A.

Is this a sensitive area: No Yes Was a Rule 901.e. Sensitive Areas Determination performed: No Yes

Distance (in feet) to nearest surface water: 1420, water well: 900, depth to ground water: 115

Is the location in a riparian area: No Yes Was an Army Corps of Engineers Section 404 permit filed No Yes

Is the location within a Rule 317B Surface Water Suppl Area buffer zone:

No 0-300 ft. zone 301-500 ft. zone 501-2640 ft. zone

If the location is within a Rule 317B Surface Water Supply Area buffer have all public water supply systems within 15 miles been notified: No Yes

15. Comments:

Distance to water well measured from nearest edge of surface disturbance. Depth to water = depth of water well. Water level unknown in that well. Distance to nearest surface water measured from surface location well # 13A-6-791. Intermittent stream on Hydrology map = irrigation ditch on location drawing and construction diagram. The APD's for the 3 wells with BHL in section 36-6S-92W will be submitted at a later date.

I hereby certify that the statements made in this form are, to the best of my knowledge, true, correct and complete.

Signed: _____ Date: 06/01/2011 Email: mpobuda@billbarrettcorp.com

Print Name: Mary Pobuda Title: Permit Analyst

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Based on the information provided herein, this Application for Permit-to-Drill complies with COGCC Rules and applicable orders and is hereby approved.

COGCC Approved: David S. Neslin Director of COGCC Date: 7/14/2011

CONDITIONS OF APPROVAL, IF ANY:

All representations, stipulations and conditions of approval stated in this Form 2A for this location shall constitute representations, stipulations and conditions of approval for any and all subsequent operations on the location unless this Form 2A is modified by Sundry Notice, Form 4 or an Amended Form 2A.

Attachment Check List

Att Doc Num	Name
2033922	CORRESPONDENCE
400151738	FORM 2A SUBMITTED
400151872	HYDROLOGY MAP
400165524	SURFACE AGRMT/SURETY
400165525	LOCATION PICTURES
400165526	REFERENCE AREA PICTURES
400165529	MULTI-WELL PLAN
400165532	NRCS MAP UNIT DESC
400165533	REFERENCE AREA MAP
400169370	CONST. LAYOUT DRAWINGS
400169373	LOCATION DRAWING
400170702	ACCESS ROAD MAP

Total Attach: 12 Files

General Comments

User Group	Comment	Comment Date
DOW	The COAs as submitted by the operator and agreed to by the surface owner are applicable to the site. by Michael Warren on Tuesday, July 12, 2011 at 8:18 A.M.	7/12/2011 8:18:37 AM
OGLA	Initiated/Completed OGLA Form 2A review on 06-10-11 by Dave Kubeczko; placed additional BBC BMPs on permit on 07-09-11; passed by CDOW on 07-12-11 with operator submitted BMPs (with permit application) acceptable; passed OGLA Form 2A review on 07-13-11 by Dave Kubeczko; no COAs.	6/10/2011 10:03:07 AM

Total: 2 comment(s)

BMP

<u>Type</u>	<u>Comment</u>
Drilling/Completion Operations	<p>BBC GENERAL PRACTICES</p> <p>NOTIFICATIONS</p> <ul style="list-style-type: none">• Proper notifications required by COGCC regulations or policy memos will be adhered to <p>TRENCHES/PITS/TEMPORARY FRAC TANKS</p> <ul style="list-style-type: none">• Unlined pits will not be constructed on fill material.• Drill cuttings from the wellbore will be directed into a lined and bermed surface containment. Any free liquids accumulated in the containment would be removed as soon as practicable.• Drilling pits utilized for completion operations will be permitted (if applicable) and lined, operated in accordance with COGCC regulations, specifically Rule 903 and Rule 904. All permitted pits (Form 15) will be closed per Rule 905 and non-permitted drilling pits would be closed in accordance with Rule 1003.• Drilling pits used for completion will be fenced with appropriate wildlife mesh on the bottom portion. Appropriate netting will be installed within 30 days of the pit becoming inactive.• Flowback and stimulation fluids from the wells being completed will be sent to tanks and/or filters to allow the sand to settle out before the fluids are placed into the pit for reuse or disposal at a BBC SWD facility.• All flowback water will be confined to the lined completion pit or storage tanks for a period not to exceed ninety days and will be recycled for re-use, piped or trucked offsite to one of the approved disposal facilities below. Flowback sands stored on location will be remediated and buried on location or hauled to a state approved disposal facility.<ul style="list-style-type: none">o Circle B Land 33A-35-692SWD, API# 05-045-18493, UIC# 159277o GGU Rodreick #21B-31-691 SWD, API# 05-045-13803, UIC# 159176o Specialty #13A-28-692 SWD, API# 05-045-14054, UIC# 159212o Scott 41D-36-692 SWD, API# 05-045-11169, UIC# 159159• Temporary frac tanks installed on location will have proper secondary containment according to SPCC regulations such as either putting a perimeter berm around location or around the frac tanks.

Storm Water/Erosion Control

**STORM WATER BEST MANAGEMENT PRACTICES
BILL BARRETT CORPORATION**

GENERAL BMPs

- Utilize diking and other forms of containment and diversions around tanks, drums, chemicals, liquids, pits, and impoundments
- Use drip pans, sumps, or liners where appropriate
- Limit the amount of land disturbed during construction of pad, access road, and facilities
- Employ spill response plan for all facilities
- Dispose properly offsite any wastes fluids and other materials

MATERIAL HANDLING, ACTIVITIES, PRACTICES AND STORM WATER DIVERSION

- Secondary containment of tanks, drums, and storage areas is mandatory to prohibit discharges to surface waters. A minimum of 110% capacity required of largest storage within containment area
- Material handling and spill prevention procedures and practices will be followed to prohibit discharges to surface waters
- Proper loading, and transportation procedures to be followed for all materials to and from locations

EROSION CONTROL GENERAL

- Pad and access road to be designed to minimize erosion
- Pad and access road to implement appropriate erosion control devices where necessary to minimize erosion
- Routine inspections of sites and controls to be implemented with additions, repairs, and optimization to occur as necessary to minimize erosion

EROSION CONTROL SPECIFIC TO PROTECT NEARBY IRRIGATION DITCH

- Seed and install erosion control blankets on all fill slopes. Erosion control blankets must be designed for installation and sediment on 1 1/2: 1 or steeper slopes;
- Install a 3' compacted, earthen perimeter berm on the pad surface at the top of all fill slopes. This perimeter berm should tie into the cut slopes and provide 360° containment of the pad; and
- install a diversion ditch and sediment basins at the toe of all fill slopes to collect any sediment and redirect stormwater away from the irrigation ditches.

SELF INSPECTION, MAINTANENCE, AND HOUSEKEEPING

- All employees are trained in spill response, good housekeeping, material management practices, and procedures for equipment and container washing at least once per year
- Conduct internal storm water inspections at least semi-annually and within 24 hours of a heavy rain event
- Conduct routine inspections of all tanks and storage facilities at least weekly
- All containment areas are to be inspected weekly or following a heavy rain event.
- Any excessive precipitation accumulation within containment should be removed and disposed of properly
- All structural berms, dikes, and containment will be inspected periodically to ensure they are operating correctly
- Minimum of an annual storm water BMP inspection and outcome report documenting status, including repairs

SPILL RESPONSE

- Follow spill response procedures
- If spill occurs:
 - o Safely stop the source of the spill immediately
 - o Contain the spill until clean-up is complete
 - o Cover spill with appropriate absorbent material
 - o Keep the area well ventilated
 - o Dispose of clean-up materials properly
 - o Do not use emulsifier or dispersant

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Storm Water/Erosion Control	<p>VEHICLE & LOCATION PROCEDURES</p> <ul style="list-style-type: none">• Vehicles entering location are to be free of chemical, oil, mud, weeds, trash, and debris• Location to be treated to kill weeds and bladed when necessary <p>Bill Barrett Corp. – CDPHE Stormwater Permit Number: CPR-039752</p>
Wildlife	<p>WILDLIFE BEST MANAGEMENT PRACTICES</p> <p>GENERAL WILDLIFE AND ENVIRONMENTAL PROTECTION MEASURES:</p> <ul style="list-style-type: none">– Establish policies to protect wildlife (e.g., no poaching, no firearms, no dogs on location, no feeding of wildlife, etc.)– Promptly report spills that affect wildlife to the Water Quality Control Division of CDPHE and CDOW– Avoid location staging, refueling, and storage areas within 300 feet, of any reservoir, lake, wetland, or natural perennial or seasonal flowing stream or river. <p>INFRASTRUCTURE LAYOUT WILDLIFE PROTECTION MEASURES:</p> <ul style="list-style-type: none">– Implementing fugitive dust control measures– limit parking to disturber areas <p>DRILLING AND PRODUCTION OPERATION WILDLIFE PROTECTION MEASURES:</p> <ul style="list-style-type: none">– Reduce visits to well-sites through remote monitoring (i.e. SCADA) and the use of multifunction contractors.– Install exclusionary device to prevent bird and other wildlife access to equipment stacks, vents and openings.– Establish company guidelines to minimize wildlife mortality from vehicle collision on roads. <p>FLUID PIT/POND WILDLIFE PROTECTION MEASURES:</p> <ul style="list-style-type: none">– Install and maintain adequate measures to exclude all types of wildlife (e.g., big game and birds) from all fluid pits/ponds with fencing, flagging and other appropriate exclusion measures). BBC currently installs 6' wildlife proof fences on all freshwater ponds. <p>INVASIVE/NON-NATIVE VEGETATION CONTROL:</p> <ul style="list-style-type: none">– Educate employees and contractors about noxious and invasive weed issues.– <p>RESTORATION, RECLAMATION AND ABANDONMENT:</p> <ul style="list-style-type: none">– Avoid aggressive non-native grasses and shrubs in mule deer and elk habitat restorations.– Revegetate with seed mixtures that are of the surface owner's preference that are compatible with both livestock and wildlife.

Total: 3 comment(s)