

Auburn Operating Company, LLC

**P. O. Box 50203
Midland, TX 79710
(432) 683-8000**

October 18, 2011

Colorado Oil and Gas Conservation Commission (COGCC)
1120 Lincoln Street
Denver, CO 80203

Attention: Mr. David Neslin – Director COGCC
Mr. Bill Yokley – Permitting COGCC

**RE: Operator: Auburn Operating Company, LLC
Request for Permits Issuance in Accordance with Exigent Circumstances per COGCC Rule
303.1.(2)**

**WELL NAMES: Stum # 06-0715 – Permit Submitted & in Process
SE NW Sec 7 T11S R55E
Lincoln Co., CO**

**Safranek # 04-1296H – Permit Submitted & in Process
NW NW Sec 12 T9S R56E
Lincoln Co., CO**

In consideration of exigent circumstances further described below, Auburn Operating Company, LLC (Auburn) respectfully requests COGCC grant early approval of both APDs for the above two (2) subject wells.

Auburn's above two (2) proposed subject wells possess vastly differing well construction/drilling requirements; thus, requiring a versatile, multi functional drilling rig capable of successfully handling both drilling plans in a safe, proper, and compliant manner. After a lengthy investigation and assessment, Auburn identified only one (1) available (very soon to be released) rig that can successfully manage and drill both wells. This rig is currently scheduled to immediately commit to move to another oil and gas basin out of Colorado; however, if Auburn can be ready to spud the first of two (2) wells by November 1, 2011, the drilling contractor has agreed to contract Auburn's two (2) well drilling project. In order to be ready for spudding the first well November 1, 2011, Auburn has to construct drilling pad, reserve pit, and lease access road, as well as arrange and contract other miscellaneous and preparatory drilling service agreements and contracts, all of which are premised upon COGCC early APD approval.

If Auburn is unable to immediately contract this rig, significant, detrimental financial hardship will unfortunately materialize for Auburn due to loss of the only available rig within a workable distance and at a reasonable mobilization rate. It is imperative, based on a 2011 approved operating/drilling budget, that these two (2) wells be drilled by mid to late December 2011. Auburn's business opportunity and preparation for drilling these wells is predicated upon drilling operations commencing immediately and finishing as soon as safely practical, prior to mid to late December 2011. The estimated drilling periods for these wells is 15-20 days and 25-30 days, respectively. These time period estimates do not allow for potential delays associated with bad weather or rig operational malfunctions or other mechanical problems which can frequently occur.

Please be advised that both Landowners and Local Government Designee have all agreed and signed documents waiving the required 20 day relevant Notice, Comment and Approval periods. All of these documents have been previously submitted to COGCC for processing.

Per COGCC Rule 301.1. (2) , Auburn hereby affirms that due to exigent circumstances, Auburn will experience unnecessary economic hardship if the above two (2) subject well permits are not received on or about October 25, 2011. It is Auburn's understanding that the Director of the COGCC may issue a permit at any time subject to the operator's affirmation and demonstration to his satisfaction that, due to exigent circumstances, significant economic hardship in the form of unnecessary or unreasonable mobilization charges will occur.

Please do not hesitate to call me if any questions or needs arise. I can be reached on my cell @ (307) 262-0082 (cell).

Thank you in advance for your consideration.

Respectfully,



Frank E. Gentry
Sierra Engineering

Designated Agent (per COGCC Form 1A)
Consultant to Auburn
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