

April 24, 2012



**LAMP RYNEARSON
& ASSOCIATES**
ENGINEERS | SURVEYORS | PLANNERS

Mr. Thomas Kerr, Interim Director
Colorado Oil and Gas Conservation Commission
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Denver, Colorado 80203

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Fort Collins, Colorado 80525
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**Re: Exception Location Request to Rules 318A(I).a and 318A(I).c
Exception Setback Request to Rule 603.a.(2)
Well: Bestway 12-2
Township 5 North, Range 66 West, 6th PM
Surface Location: SE 1/4 of the NE 1/4, Section 2
Weld County, Colorado**

Dear Mr. Kerr:

Mineral Resources, Inc. (MRI) is planning to drill the referenced well outside of the designated GWA drilling window and hereby requests an exception to Rule 318A(I).a. The location is being permitted as an exception location. The well will be drilled outside of the GWA window in an effort to minimize surface disturbance and improve drilling efficiency by utilizing a single well pad for multiple wells. MRI has obtained written consent, contained within Paragraph 11 of the Pad Site Agreement, from the surface owner. A copy of the Pad Site Agreement was submitted with the Application for Permit to Drill, document number 400254088.

Per Rule 318A(I).c any new well is to be located within 50 feet of an existing well. The surface location of MRI's proposed well is located approximately 1,810 feet from the nearest oil and gas well; therefore, MRI requests an exception to Rule 318A(I).c. MRI has obtained written consent to the exception, contained within Paragraph 11 of the Pad Site Agreement, from the surface owner.

The above mentioned well will be drilled within one hundred and fifty (150) feet from the north property line of the property known as Outlot B, Best-Way Park Minor Subdivision. Outlot B is owned by the City of Greeley. MRI hereby requests an exception to Rule 603.a.(2). This exception is requested in an effort to minimize the amount of surface disturbance and the impact to surrounding land uses. MRI has obtained consent from the City of Greeley (the offset surface owner). A signed copy of the waiver is enclosed.

MRI respectfully requests that the COGCC approve the requested exception locations and Application for Permit to Drill for the referenced well. Thank you for your attention to this matter. Please contact Lamp Ryneearson and Associates at (970) 226-0342 with any questions or concerns.

Sincerely,

LAMP, RYNEARSON & ASSOCIATES, INC.

Erin Mathews, PE
Designated Agent
Mineral Resources, Inc.

Leaving a Legacy of Enduring Improvements to Our Communities - PURPOSE STATEMENT

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