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23 June 2012

Colorado Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln Street, Suite 801
Denver, CO 80203

Attn: Tom Kerr, Acting Director

**RE: Request to the Director for 318A(I).a Surface Location Exception (Outside 318A Drilling Window)
Request to the Director for 318A(I).c Twinning Location Exception
Niobrara Horizontal Well New Drills**

Antelope K-O-18HZ: NWNW (565' FNL, 1179' FWL) Sec 18-T5N-R62W, 6th PM, Weld County, CO
Antelope F-J-18HZ: NWNW (585' FNL, 1178' FWL) Sec 18-T5N-R62W, 6th PM, Weld County, CO
Antelope A-E-18HZ: NWNW (605' FNL, 1178' FWL) Sec 18-T5N-R62W, 6th PM, Weld County, CO
Antelope 11-14-18HZ: NWNW (625' FNL, 1178' FWL) Sec 18-T5N-R62W, 6th PM, Weld County, CO

Mr. Kerr:

Bonanza Creek Energy, Inc. ("Bonanza") intends to drill the above referenced horizontal oil and gas well(s) to the Niobrara Formation from well pad(s) to be located as described above. The proposed locations are being permitted as exception locations, in an effort to optimize the lateral length of these horizontal wells. Bonanza Creek has obtained written permission in a waiver from the surface owner.

Additionally, under Rule 318A(I).c, any new twinning well is to be located within 50 feet of an existing well. Bonanza has obtained permission, contained in a waiver from the surface owner, to locate the proposed wellhead(s) greater than 50 feet from an existing well.

Thank you for your attention to this matter. Bonanza respectfully requests that the COGCC review the enclosed information and approve the Exception Location Variance and Application for Permit to Drill the captioned well(s).

Sincerely,

BONANZA CREEK ENERGY, INC.

A handwritten signature in blue ink that reads "Keith S. Caplan".

Keith S. Caplan
Senior Operations Technician

enclosure