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14 August 2012

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

Attn: Matthew Lepore, 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-Codell Horizontal Well New Drills**

Latham 12-2 Pad: SWNW Sec.2, T4N, R63W, 6<sup>th</sup> PM, Weld County, Colorado  
Latham 12-2 (2584' FNL 764' FWL), Latham 11-2 (2592' FNL 776 FWL),  
Latham 21-2 (2609' FNL 802' FWL), Latham 22-2 (2626' FNL 828' FWL),  
Latham 32-2 (2634' FNL 841' FWL), Latham G-2 (2601' FNL 789' FWL),  
Latham L-2 (2617' FNL 815' FWL), Latham H-2 (2643' FNL 854' FWL)

Mr. Matthew Lepore:

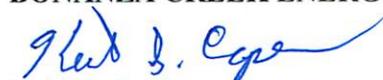
Bonanza Creek Energy, Inc. ("Bonanza") intends to drill the above referenced horizontal oil and gas well(s) to the Niobrara-Codell Formation from well pads to be located as described above. The proposed wells are being permitted as exception locations to avoid additional surface disturbances on the surface owners land. 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.  
BONANZA CREEK ENERGY OPERATING COMPANY, LLC.**

  
Keith S. Caplan  
Senior Regulatory Specialist

**enclosure**