

September 5, 2012

Mr. Matt Lepore, Director  
Colorado Oil & Gas Commission  
1120 Lincoln St. Suite 801  
Denver, CO 80203

RE: Exception Location Request – 318A.a, GWA Window and Unit Designation  
Exception Location Request – 318A.c., Surface Location  
Wells: River Bluffs 10-13 River Bluffs 18-13  
Section 13, Township 6N, Range 68W  
Larimer County, Colorado

Dear Mr. Matt Lepore,

Bayswater Exploration & Production, LLC (Bayswater), is planning to drill the above referenced wells to the Codell, Niobrara, Greenhorn, Shannon (Hygiene) and Sussex (Terry) formations.

The surface locations of Bayswater's proposed wells have been staked outside of the 318A.a GWA drilling window. The locations are being permitted as exception locations. Bayswater has obtained written permission contained in a waiver from the surface owner.

Under the COGCC Rule 318A.c any new surface well is to be located within fifty (50) feet of an existing well. Bayswater is requesting the surface well locations greater than fifty (50) feet from a well. Bayswater has obtained permission, contained in the form of a waiver, from the surface owner.

Bayswater requests that the COGCC review the enclosed information and approve the requested exception location waivers and Application for Permit to Drill for the above referenced wells. Thank you for your attention to the enclosed.

Respectfully,



Corina Santos  
Regulatory Technician  
Agent for Bayswater Exploration & Production, LLC