

Surface Location Exception Waiver (Rule 318A.a & 318A.c.)

PDC Energy, Inc. as Operator of the following wells:

Township 7 North, Range 66 West, 6th P.M.

Section 11: NE, Weld County, Colorado, a 6 well pad as follows:

**Thornton 11U-204 Lat N 40.59411'long W104.73672', Thornton11U-434 lat N 40.59403 long W104.73669'
Thornton 11V-214 Lat N40.59395'long W104.74666', Thornton11V-404 Lat N40.59383'long W 104.73680'
Thornton 11W-214 Lat N 40.59379'long W104.73660', Thornton11W-414 lat N40.59371'Long W104.73567'**

Hereby requests a Surface Location Exception Waiver from: ***City of Thornton.***, surface owner,

Pursuant to the following Colorado Oil and Gas Conservation Commission Rule(s):

318A.a. and 318A.c.

Colorado Oil and Gas Conservation Commission Rule 318A.a. designates five "drilling windows" per quarter section of land in the Greater Wattenberg Area (GWA) – 400'x400' boxes in the center of each quarter/quarter section, and an 800'x800' box in the center of the quarter section.

Colorado Oil and Gas Conservation Commission Rule 318A.c. also states that certain well locations must be "twinned" (be located within fifty (50) feet of an existing well).

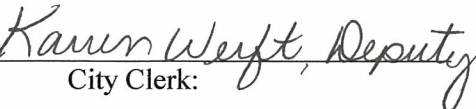
As the surface owner(s), I understand that the above-captioned well location(s) fall outside of those drilling areas and are greater than fifty (50) feet from an existing well, and consent to those location(s) as planned. I hereby waive any requirements to comply with COGCC Rule 318A.a. and 318A.c. for the above-captioned well(s).

Surface Owner:

**CITY OF THORNTON
a Colorado Municipal Corporation**

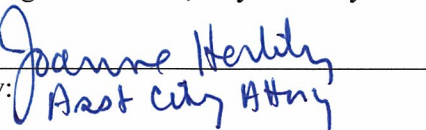
By 
Jack Ethredge, City Manager

ATTEST:

: 
City Clerk:

Signed this 6TH day of DECEMBER, 2012.

Approved as to Form:
Margaret Emerich, City Attorney

By: 
Asst City Atty