

January 25, 2013



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Bonanzaacrk.com

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 Horizontal Well New Drills**

State Antelope J-28 PAD

State Antelope J-F-28HNB: SWSW (370' FSL, 641' FWL) Sec 28-T5N-R62W, 6th PM, Weld County, CO
State Antelope J14-F11-28HNB: SWSW (350' FSL, 642' FWL) Sec 28-T5N-R62W, 6th PM, Weld County, CO
State Antelope 14-11-28HNB: SWSW (330' FSL, 642' FWL) Sec 28-T5N-R62W, 6th PM, Weld County, CO
State Antelope E14-A11-28HNB: SWSW (310' FSL, 642' FWL) Sec 28-T5N-R62W, 6th PM, Weld County, CO
State Antelope A5: SWSW (290' FSL, 642' FWL) Sec 28-T5N-R62W, 6th PM, Weld County, CO
State Antelope A6: SWSW (270' FSL, 642' FWL) Sec 28-T5N-R62W, 6th PM, Weld County, CO
State Antelope A7: SWSW (250' FSL, 642' FWL) Sec 28-T5N-R62W, 6th PM, Weld County, CO

Director Lepore:

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

A handwritten signature in blue ink that reads 'Randy Edelen'.

Randy Edelen, PE
Regulatory Specialist