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February 14, 2013

Colorado Oil and Gas Conservation Commission
ATTN: Matt Lepore, Director
1120 Lincoln St., Suite 801
Denver, CO 80203

RE: Rule 318A(I)a. Exception Location Waiver
Township 4 North, Range 68 West, 6th, P.M.
Section 32: SE/4
Markham 33-32D: 181' FEL, 1402' FSL
Markham 44-32D: 181' FEL, 1382' FSL

Dear Mr. Lepore:

Apollo Operating, LLC ("Apollo") respectfully requests an exception to Colorado Oil and Gas Conservation Commission rule 318A(I)a. for the above captioned wells that lie outside of the prescribed "GWA windows". The request is made as a result of Apollo's consultation with the surface owner (Markham Family Farms, LLC) on February 13, 2013 and to minimize surface disturbance.

If you have any questions feel free to contact me at 303.830.0888 x 203 during normal business hours or at 303.349.7586 anytime. I can also be reached via e-mail at jwhite@apollooperating.com.

Regards,

APOLLO OPERATING, LLC

A handwritten signature in blue ink, appearing to read "Jesse L. White".

Jesse L. White, CPL
Operations Manager