

March 1, 2013

City Of Thornton  
9500 Civic Center Drive  
Thornton, CO 80229

RE: Exception Location Consent – 318Aa  
Thornton 11-22 Thornton 14-22 Thornton 23-22 Thornton 34-22  
Thornton 12-22 Thornton 19-22 Thornton 25-22 Thornton 33-22  
Thornton 13-22 Thornton 22-22 Thornton 32-22 Thornton 35-22 Thornton 36-22  
SWSW, Section 22, Township 7N, Range 66W  
Weld County, Colorado

Dear Sir or Madam,

Bayswater Exploration & Production, LLC plans to drill the above referenced wells, specifically described as:

Thornton 11-22	209' FSL & 432' FWL	Thornton 19-22	217' FSL & 419' FWL	Thornton 25-22	205' FSL & 411' FWL
Thornton 12-22	234' FSL & 395' FWL	Thornton 22-22	213' FSL & 399' FWL	Thornton 32-22	243' FSL & 382' FWL
Thornton 13-22	226' FSL & 407' FWL	Thornton 23-22	196' FSL & 423' FWL	Thornton 33-22	230' FSL & 374' FWL
Thornton 14-22	200' FSL & 444' FWL	Thornton 34-22	222' FSL & 386' FWL	Thornton 35-22	188' FSL & 436' FWL
Thornton 36-22	192' FSL & 457' FWL				

SWSW, Section 22, Township 7N, Range 66W, Weld County, Colorado

The wells are being proposed outside of the Greater Wattenberg Drilling Window as described in COGCC Rule 318A.a, which requires a well to be within a square with sides 400' in length, the center of which is the center of a governmental quarter-quarter.

By signing this letter you hereby grant your consent for Bayswater Exploration & Production, LLC to locate the above referenced wells outside the 318A.a. drilling window, subject to that certain Surface Damage and Release Agreement executed on February 20, 2013 by and between Bayswater Exploration & Production, LLC and the City of Thornton.

Respectfully Yours,

Jennifer Angel-Lear  
Regulatory Technician  
Agent for Bayswater Exploration & Production, LLC

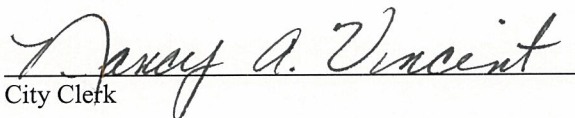
OWNER:

CITY OF THORNTON,  
a Colorado municipal corporation

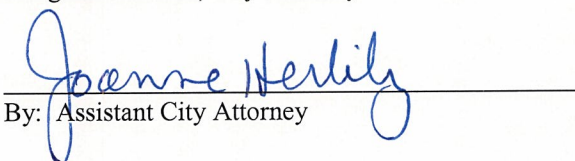
By: 

Jack Ethredge, City Manager

ATTEST:

  
Nancy A. Vincent  
City Clerk

APPROVED AS TO FORM:  
Margaret Emerich, City Attorney

  
By: Joanne Herlihy  
Assistant City Attorney