



July 30, 2013

Mr. Matt Lepore, Director
Colorado Oil and Gas Conservation Commission
1120 Lincoln Street
Suite 801
Denver, Colorado 80203

1801 W. 13th Ave
Denver, CO 80204
Ph: 303.928.7128
www.petro-fs.com

RE: COGCC Rule 318A.a.: Exception Location Request
Windsor LV 17-14 Windsor LV B-14H Windsor LV E-14
Windsor LV 21-14 Windsor LV C-14 Windsor LV F-14
Windsor LV A-14H Windsor LV D-14 Windsor LV G-14
NENE Section 14, Township 6 North, Range 67 West
Weld County, Colorado

Dear Mr. Lepore:

Bayswater Exploration & Production, LLC (Bayswater) is planning to drill the above referenced wells to the Codell/Niobrara formations.

The surface locations of Bayswater's proposed wells have been staked outside of the COGCC Rule 318A.a. GWA Drilling Window and are being permitted as exception locations. Bayswater has obtained written permission from the surface owner by way of a signed waiver.

Bayswater respectfully requests the COGCC review the enclosed information and approve the requested exception location waiver and Application for Permit to drill for the subject wells. Many thanks.

Respectfully,

DeAnne M. Spector
Regulatory Analyst
Agent for Bayswater Exploration & Production, LLC

:dms

We are what we repeatedly do. Excellence, then, is not an act, but a habit.

-Aristotle

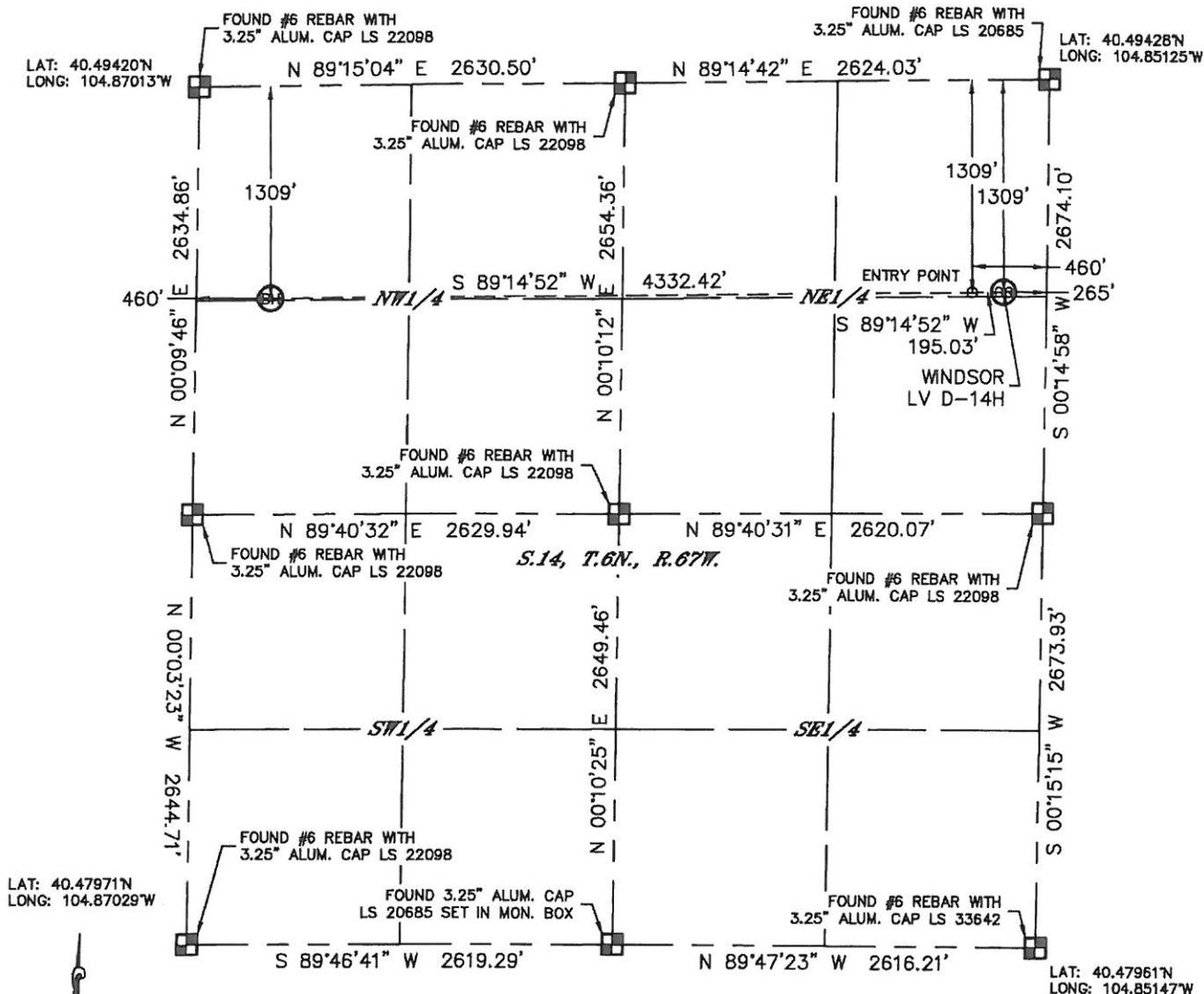


Lat40, Inc. 1635 Foxtrail Drive, Suite 325 Loveland, CO 970-776-3321

WELL LOCATION CERTIFICATE

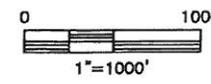
THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

SECTION: 14
TOWNSHIP: 6N
RANGE: 67W



In accordance with a request from Jesse White with APOLLO OPERATING, LLC, Lat40, Inc. has determined the surface location of the WINDSOR LV D-14H to be 1309' from the NORTH line and 265' from the EAST line and the bottom hole to be 1309' from the NORTH line and 460' from the WEST line as measured at right angles from the section lines of Section 14, Township 6 North, Range 67 West of the Sixth Principal Meridian, County of Weld, State of Colorado.

I hereby state that this Well Location Certificate was prepared by me, or under my direct supervision, that the fieldwork was completed on 4/25/2013, for and on behalf of APOLLO OPERATING, LLC. That this is not a Land Survey Plat or an Improvement Survey Plat, and that it is not to be relied upon for establishment of fence, building, or other future Improvement lines.



- NOTE:**
- 1) Bearings shown are Grid Bearings of the Colorado State Plane Coordinate System, North Zone, North American Datum 1983/2007. The lineal dimensions as contained herein are based upon the "U.S. Survey Foot."
 - 2) Ground elevations are based on an observed GPS elevation (NAVD 1988 DATUM).
 - 3) IMPROVEMENTS: See LOCATION DRAWING for all visible improvements within 400' of disturbed area.
 - 4) SURFACE USE: CROP LAND
 - 5) INSTRUMENT OPERATOR: WYATT HALL

SURFACE LOCATION	ENTRY POINT	BOTTOM HOLE
LAT: 40.49069N	LAT: 40.49068N	LAT: 40.49061N
LONG: 104.85225W	LONG: 104.85295W	LONG: 104.86853W
PDOP: 1.5		
ELEV: 4846'		
1/41/4: NE1/4NE1/4		
NEAREST PROPERTY LINE: 265' E		

NOTE
According to Colorado law, you must commence any legal action based upon any defect in this W.L.C. within three years after you discover such defect. In no event, may any action based upon any defect in this survey be commenced more than ten years after the date of the certificate shown hereon. (13-80-105 C.R.S.)

- LEGEND**
- = ALIQUOT MONUMENT AS DESCRIBED
 - = CALCULATED POSITION

Brian T. Brinkman—On behalf of Lat40, Inc.
Colorado Licensed Professional Land Surveyor No. 38175
DATE: 4/26/2013
PROJECT#: 2012076



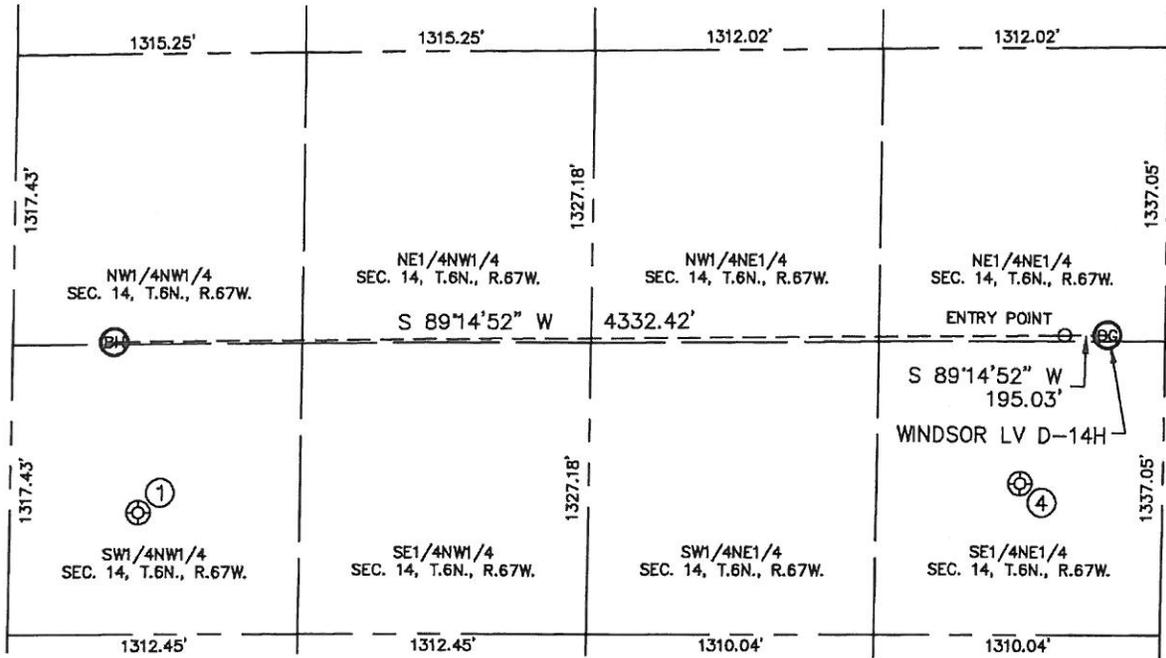


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SITE SKETCH

WINDSOR LV D-14H

SECTION: 14
TOWNSHIP: 6N
RANGE: 67W

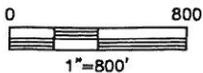


①

WINTER 1
SW1/4NW1/4
2086' FNL
582' FWL
LAT-40.48848°N
LONG-104.86812°W
PDOP: 3.9
ELEV: 4802'

④

RUTZ #1 (COGCC)
(Plugged & Abandoned)
SE1/4NE1/4
1982' FNL (COGCC)
653' FEL (COGCC)
LAT-40.48883°N (COGCC)
LONG-104.85374°W (COGCC)
PDOP: N/A
ELEV: 4867' (COGCC)



DATE: 4/26/2013
PROJECT#: 2012076