



Bonanza Creek Energy Operating Company LLC
Attention: Mr. Alexander Newell
410 17th Street, Suite 1500
Denver, CO 80202

September 4, 2013

VIA EMAIL

TO FOLLOW BY REGISTERED MAIL – RETURN RECEIPT REQUESTED

Re: COGCC Rule 318.c - Consent Request for Exception Location
Well: Kunsemiller 05-61-21-0108BH – 1271' FNL, 301' FWL of Section 21
Legal Description: Section 21, Township 5 North, Range 61 West, 6th P.M.,
Weld County, Colorado ("Subject Lands")

Dear Mr. Newell:

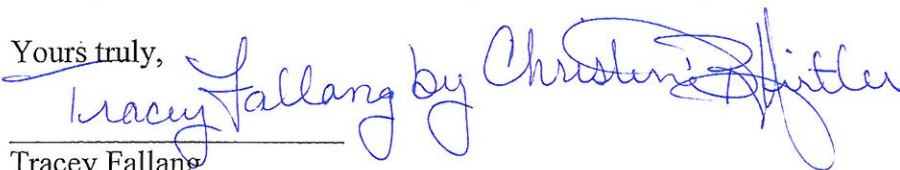
As operator of the Pronghorn #31-21 well located in the NW $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 21, Township 5 North, Range 61 West, 6th P.M. Weld County, Colorado, Bill Barrett Corporation ("BBC") is requesting Bonanza Creek Energy Operating Company LLC's ("BCEO") consent to an "exception location" for the Kunsemiller 05-61-21-0108BH well ("Well").

BBC is seeking this exception location from Bonanza Creek due to the requirement in COGCC Order No. 407-795 & 535-361 that requires the Well to be located no closer than 250' from the treated interval of any other wellbore located in the unit, without an exception being granted by the Director. BCEO's Pronghorn #31-21 well would be within 250' of the Well. It is BBC's position that the reduced setback from such well and an exception location for the Well is necessary to prevent waste of the resource. This exception location is sought to not avoid impinging on BCEO's correlative rights.

Whereas the well would otherwise be drilled so that the "treated interval" (i.e. perforated and fracture-stimulated portion) of the horizontal lateral is 250' feet from the existing well, BBC plans to drill this well within 178 feet from such well.

Please indicate your consent to this exception location request by executing where indicated below and returning this letter to me at the address above. Thank you for your consideration of this request and we look forward to your favorable response as soon as convenient.

Yours truly,


Tracey Fallang

Regulatory Manager

1099 18TH STREET
SUITE 2300
DENVER, CO 80202

I/We, Kerry A. McLowen of Bonanza Creek Energy Operating Company, LLC as the operator of the well, waive any objection to the location of the aforementioned Well and acknowledge that the Well shall be located no closer than 178' from the above-referenced Bonanza Creek Energy Operating Company, LLC Pronghorn #31-21 well.

Kerry A. McLowen
Name:

Title: V.P. Operations

Date: 9-11-13