

Surface Owner: Colorado Board of Land Commissioners
Attn: Tim Kelly
1127 Sherman Street, Ste. 300
Denver, CO 80203

Operator: Bill Barrett Corporation

Effective Date: 10th day of October, 2013

Subject Lands: Township 1 South, Range 66 West, 6th P.M.
Section 36: ALL
Weld County, Colorado

RE: Surface Exception Location Consent
Well-Set-Back (Twinning) Exception Consent
State of Colorado 1S-66W-36 North Pad

The State of Colorado, owner of the Subject Lands ("Owner"), for adequate consideration, the receipt and sufficiency of which is hereby acknowledged, do hereby waive the provisions of Rule 318.A. (a) of the Colorado Oil and Gas Conservation Commission's Rules and Regulations that provides that wells shall be drilled within a square with sides four hundred (400) feet in length, the center of which is the center of any governmental quarter-quarter section ("400' Window"). Owner hereby consents and authorizes Bill Barrett Corporation to drill, complete and operate the following wells:

WELL NAME	SHL	SHL2	Dist. From 400' window	BHL	BHL2
ST OF CO 1S-66W-36- 0108BH	299' FWL	1253' FNL	688'	500' FEL	2350' FNL
ST OF CO 1S-66W-36- 0108CH	299' FWL	1268' FNL	673'	500' FEL	785' FNL
ST OF CO 1S-66W-36- 1609BH	299' FWL	1298' FNL	643'	500' FEL	1071' FNL
ST OF CO 1S-66W-36- 1609CDH	299' FWL	1283' FNL	658'	500' FEL	938' FNL
ST OF CO 1S-66W-36- 1609CH	299' FWL	1313' FNL	628'	500' FEL	1343' FNL
ST OF CO 1S-66W-36- 1724BH	299' FWL	1328' FNL	613'	500' FEL	1616' FNL
ST OF CO 1S-66W-36- 1724CH	299' FWL	1343' FNL	598'	500' FEL	1927' FNL
ST OF CO 1S-66W-36- 3225BH	299' FWL	1373' FNL	568'	500' FEL	2212' FNL
ST OF CO 1S-66W-36- 3225CDH	299' FWL	1358' FNL	583'	500' FEL	2063' FNL
ST OF CO 1S-66W-36- 3225CH	299' FWL	1388' FNL	553'	500' FEL	2497' FSL

By signing this letter you hereby grant your consent to Bill Barrett Corporation to locate the wells outside of a GWA window as defined by COGCC Rule 318A. (a). and to locate the surface location outside of the drilling and spacing unit provided for under Order 535-4. Additionally, the wells are being proposed at a surface location which is more than 50 feet from an existing surface well location. By signing this letter you also grant your consent to Bill Barrett Corporation to locate the wells more than 50 feet from the existing wells as provided for under COGCC Rule 318A.(c).

This waiver and authorization is signed as of the date of the acknowledgment below, but is effective for all purposes as of the Effective Date stated above.

Timothy J. Kelly

BY: 

Title: Oil and Gas Leasing Manager

Date: October 10, 2013