



Kerr-McGee Oil & Gas Onshore LP

A subsidiary of Anadarko Petroleum Corporation

1099 18th Street
Denver, CO 80202
720-929-6000

October 31, 2013

Department of Natural Resources
Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln St., Suite 801
Denver, CO 80203

Re: Operator Request Letter to Rule 318A.m.
ELLIOTT STATE 41C-17HZ
Township 3N North, Range 67 West
Section 17: SW/4 NW/4
Weld County, Colorado

Ladies/Gentlemen:

Kerr-McGee Oil & Gas Onshore LP (KMG) is making application for a drilling permit for the above captioned well. As currently planned, the wellbore(s) of the following well(s) will lie within 150 feet of the horizontal lateral of the captioned well:

1.	05-123-31641	ELLIOT 31-17	Kerr-McGee Oil and Gas Onshore LP
2.	05-123-31638	ELLIOT 21-17	Kerr-McGee Oil and Gas Onshore LP
3.	05-123-23642	ELLIOT 18-17	Kerr-McGee Oil and Gas Onshore LP
4.	05-123-31427	HOUSTON STATE 31-16	Kerr-McGee Oil and Gas Onshore LP

Prior to drilling operations, Operator will perform an anti-collision review of existing offset wells that have the potential of being within close proximity of the proposed well. This anti-collision review may include MWD or gyro surveys and surface locations of the offset wells with included error of uncertainty per survey instrument, and compared against the proposed wellpath with its respective error of uncertainty. If current surveys do not exist for the offset wells, Operator may have gyro surveys conducted to verify bottomhole location. The proposed well will only be drilled if the anti-collision review results indicate that the risk of collision is sufficiently low as defined by the anti-collision plan, with separation factors greater than 1.5, or if the risk of collision has been mitigated through other means including shutting in wells, plugging wells, increased drilling fluid in the event of lost returns or as is appropriate for the specific situation. In the event of an increased risk of collision, that risk will be mitigated to prevent harm to people, the environment or property. For the proposed well, upon conclusion of

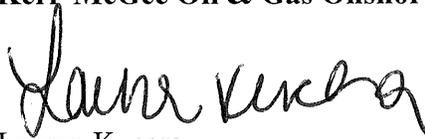
drilling operations, an as-constructed directional survey will be submitted to COGCC with the Form 5.

Rule 318A.m of the Colorado Oil and Gas Commission's Rules and Regulations does not allow horizontal wells to be drilled within 150' of other wells unless this requirement is waived by the Operator of the encroached upon well(s). Signed written waiver(s) of the encroached upon well(s) are attached to the APD.

KMG respectfully requests the Director to accept this Operator Request Letter to allow the above referenced well to be drilled within 150' of the well(s) listed above.

Very truly yours,

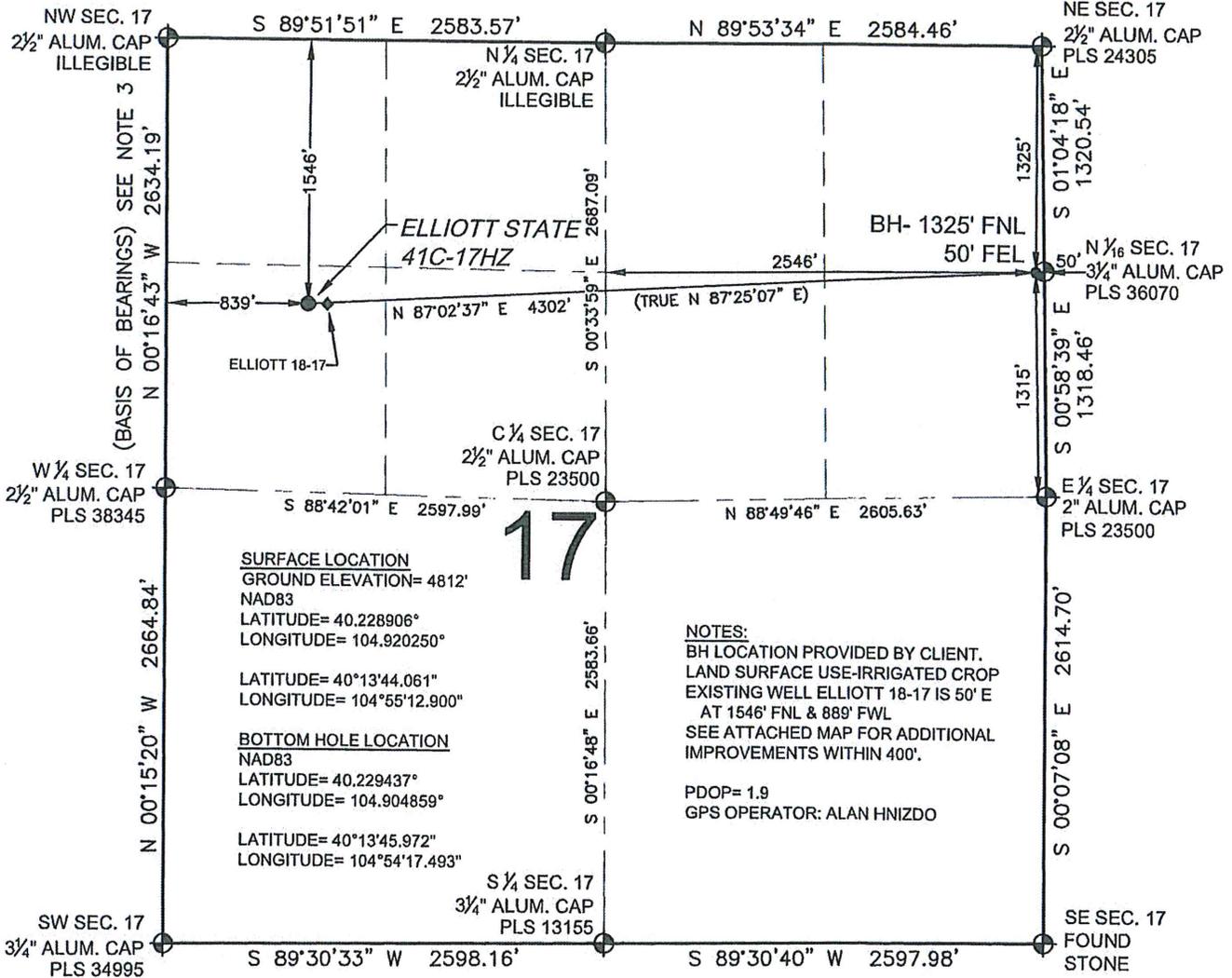
Kerr-McGee Oil & Gas Onshore LP

A handwritten signature in black ink, appearing to read "Lauren Kucera". The signature is written in a cursive, flowing style.

Lauren Kucera
Regulatory Analyst II

WELL LOCATION CERTIFICATE: ELLIOTT STATE 41C-17HZ

SECTION 17, TOWNSHIP 3 NORTH, RANGE 67 WEST, 6TH P.M.



SURFACE LOCATION
GROUND ELEVATION= 4812'
NAD83
LATITUDE= 40.228906°
LONGITUDE= 104.920250°

LATITUDE= 40°13'44.061"
LONGITUDE= 104°55'12.900"

BOTTOM HOLE LOCATION
NAD83
LATITUDE= 40.229437°
LONGITUDE= 104.904859°

LATITUDE= 40°13'45.972"
LONGITUDE= 104°54'17.493"

NOTES:
BH LOCATION PROVIDED BY CLIENT.
LAND SURFACE USE-IRRIGATED CROP
EXISTING WELL ELLIOTT 18-17 IS 50' E
AT 1546' FNL & 889' FWL
SEE ATTACHED MAP FOR ADDITIONAL
IMPROVEMENTS WITHIN 400'.

PDOP= 1.9
GPS OPERATOR: ALAN HNIZDO

WELL ELLIOTT STATE 41C-17HZ TO BE LOCATED 1546' FNL AND 839' FWL

LEGEND

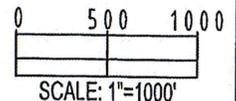
- ⊕ = EXISTING MONUMENT
- ⊙ = PROPOSED WELL
- BH = BOTTOM HOLE
- ⊕ = BOTTOM HOLE
- ⊙ = EXISTING WELL

NOTES:

- THIS FIELD SURVEY CONFORMS TO THE MINIMUM STANDARDS SET BY THE C.O.G.C.C., RULE NO. 215
- HORIZONTAL POSITIONS AND ORTHOMETRIC ELEVATIONS SHOWN AT THE WELL HEAD, ARE BASED ON GPS-RTK POSITIONS DERIVED FROM MINIMUM 2-HOUR STATIC OBSERVATIONS CORRECTED BY THE NATIONAL GEODETIC SURVEY ONLINE POSITIONING USER SERVICE, O.P.U.S. DATUM: HORIZONTAL = NAD83/2007, VERTICAL = NAVD88
- THE BASIS OF BEARINGS ARE STATE PLANE COORDINATE SYSTEM GRID BEARINGS SHOWN HEREON BETWEEN THE DESCRIBED MONUMENTS SHOWN HEREON.
- GRID DISTANCES ARE SHOWN, AS MEASURED IN THE FIELD, WITH TIES TO WELLS MEASURED PERPENDICULAR TO SECTION LINES.

I, BRADLEY L. LAMAN, A LICENSED PROFESSIONAL LAND SURVEYOR IN THE STATE OF COLORADO DO HEREBY CERTIFY TO **KERR-MCGEE OIL & GAS ONSHORE LP**, THAT THE SURVEY AND WELL LOCATION CERTIFICATE SHOWN HEREON WERE DONE BY ME OR UNDER MY DIRECT SUPERVISION AND THAT THE DRAWING SHOWN HEREON ACCURATELY DEPICTS THE PROPOSED LOCATION OF THE WELL. THIS CERTIFICATE DOES NOT REPRESENT A LAND SURVEY PLAT OR IMPROVEMENT SURVEY PLAT AS DEFINED BY C.R.S. 38-51-102 AND CANNOT BE RELIED UPON TO DETERMINE OWNERSHIP.

BRADLEY L. LAMAN, PLS 38345
COLORADO LICENSED PROFESSIONAL LAND SURVEYOR
FOR AND ON BEHALF OF P.F.S., LLC



PREPARED BY	FIELD DATE: 05-30-13	SURFACE LOCATION: SW 1/4 NW 1/4, SEC. 17, T3N, R67W, 6TH P.M.
DRAWING DATE: 07-01-13	BY: SMF	CHECKED: TJN
WELD COUNTY, COLORADO		

NOTICE: ACCORDING TO COLORADO LAW YOU MUST COMMENCE ANY LEGAL ACTION BASED UPON ANY DEFECT IN THIS SURVEY WITHIN THREE YEARS AFTER YOU FIRST DISCOVER SUCH DEFECT. IN NO EVENT MAY ANY ACTION BASED UPON ANY DEFECT IN THIS SURVEY BE COMMENCED MORE THAN TEN YEARS FROM THIS SAID DATE OF THIS CERTIFICATION SHOWN HEREON.