



November 15, 2013

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

Re: Request for 604.b.(2) Exception
Barefoot State 9C-36HZ; Barefoot State 40N-36HZ
Township 3 North, Range 68 West
Section 35: NW/4SW/4
Weld County, Colorado

Ladies/Gentlemen:

Kerr-McGee Oil & Gas Onshore LP ("KMG") respectfully requests the Director approve an exception to Rule 604.b.(2) to allow the above referenced wells to be drilled at the above referenced location.

KMG is requesting the Director to grant a well location exception to the requirements of this rule because the Surface Use Agreement executed on July 29, 2013 expressly governs the location of Wells and the Production Facilities on the surface estate.

Should you have any questions, please contact our office. Thank you for your consideration.

Very truly yours,

Kerr-McGee Oil & Gas Onshore LP

A handwritten signature in blue ink that reads 'Cheryl Light'.

Cheryl Light
Senior Regulatory Analyst