

November 27, 2013

Colorado Oil and Gas Conservation Commission
1120 Lincoln Street, Suite 801
Denver, CO 80203
Attn: Matt Lepore, Director

Re: Exception Location Request
Well: Wickstrom 6-4
Township 7 North, Range 59 West, 6th P.M.
Section 6: Lot 4 (660' From the North Line, 660' From the West Line)
Weld County, Colorado

Dear Director:

Foundation Energy Management, LLC ("Foundation") is requesting an exception from the Colorado Oil and Gas Conservation Commission ("COGCC") to COGCC Rule 318.a. for the Wickstrom 6-4 Well (the "Proposed Well"). Foundation plans to drill and complete this well on the above-described lands for production from the "D" Sand Formation.

Foundation has staked the Well at a location 660' FNL and 660' FWL of Section 6, Township 7 North, Range 59 West, 6th P.M., which falls within the 1200' minimum setback distance specified in COGCC Rule 318.a. The Well will be located approximately 916' from the Wickstrom 6-5 Well, which is a well producing from the same horizon and located on the same lease. Foundation is the operator of the existing offsetting well. The Proposed Well is expected to increase the rate of recovery of hydrocarbons from this "D" Sand reservoir known as the Crow Field. Seismic data interpretation and various surrounding well logs have been utilized in deciding upon this location. By drilling the Proposed Well at the above described location, Foundation is protecting the correlative rights of the mineral interest owners. Waivers for the Proposed Well location have been obtained from all mineral owners with an interest in the subject lease and pursuant to the requirements of COGCC Rule 318.c, copies of the executed waivers are enclosed herewith.

Foundation hereby respectfully requests permission for this exception location pursuant to COGCC Rule 318.c.

If you have any questions do not hesitate to call me at (303) 861-0504 x203 or email me at sryan@foundationenergy.com at any time.

Sincerely,
FOUNDATION ENERGY MANAGEMENT, LLC


Scott Ryan
Landman