

LEASE INFORMATION

Using standard QtrQtr, Sec, Twp, Rng format, describe one entire mineral lease that will be produced by this well (Describe lease beneath surface location if produced. Attach separate description page or map if necessary.)

N2SE, SWSE, S2N2, SW; Sec. 2-T4N-R62W

Total Acres in Described Lease: 600 Described Mineral Lease is: Fee State Federal Indian

Federal or State Lease # 9933

Distance from Completed Portion of Wellbore to Nearest Lease Line of described lease: 330 Feet

CULTURAL DISTANCE INFORMATION

Distance to nearest:

Building: 5280 Feet

Building Unit: 5280 Feet

High Occupancy Building Unit: 5280 Feet

Designated Outside Activity Area: 5280 Feet

Public Road: 5280 Feet

Above Ground Utility: 5280 Feet

Railroad: 5280 Feet

Property Line: 2500 Feet

INSTRUCTIONS:

- All measurements shall be provided from center of the Proposed Well to nearest of each cultural feature as described in Rule 303.a.(5).

- Enter 5280 for distance greater than 1 mile.

- Building - nearest building of any type. If nearest Building is a Building Unit, enter same distance for both.

- Building Unit, High Occupancy Building Unit, and Designated Outside Activity Area - as defined in 100-Series Rules.

DESIGNATED SETBACK LOCATION INFORMATION

Check all that apply. This location is within a: Buffer Zone
 Exception Zone
 Urban Mitigation Area

- Buffer Zone – as described in Rule 604.a.(2), within 1,000' of a Building Unit

- Exception Zone - as described in Rule 604.a.(1), within 500' of a Building Unit.

- Urban Mitigation Area - as defined in 100-Series Rules.

Pre-application Notifications (required if location is within 1,000 feet of a building unit):

Date of Rule 305.a.(1) Urban Mitigation Area Notification to Local Government: _____

Date of Rule 305.a.(2) Buffer Zone Notification to Building Unit Owners: _____

SPACING and UNIT INFORMATION

Distance from Completed Portion of Wellbore to Nearest Wellbore Permitted or Completed in the same formation: 5280 Feet

Distance from Completed Portion of Wellbore to Nearest Unit Boundary 330 Feet (Enter 5280 for distance greater than 1 mile.)

Federal or State Unit Name (if appl): _____ Unit Number: _____

SPACING & FORMATIONS COMMENTS

OBJECTIVE FORMATIONS

Objective Formation(s)	Formation Code	Spacing Order Number(s)	Unit Acreage Assigned to Well	Unit Configuration (N/2, SE/4, etc.)
NIOBRARA	NBRR	535-4	640	ALL

DRILLING PROGRAM

Proposed Total Measured Depth: 6885 Feet

Distance to nearest permitted or existing wellbore penetrating objective formation: 5280 Feet (Including plugged wells)

Will a closed-loop drilling system be used? Yes

Is H₂S gas reasonably expected to be encountered during drilling operations at concentrations greater than or equal to 100 ppm? No (If Yes, attach an H₂S Drilling Operations Plan)

Will salt sections be encountered during drilling? No

Will salt based (>15,000 ppm Cl) drilling fluids be used? No

Will oil based drilling fluids be used? No

BOP Equipment Type: Annular Preventor Double Ram Rotating Head None

GROUNDWATER BASELINE SAMPLING AND MONITORING AND WATER WELL SAMPLING

Water well sampling required per Rule N/A

DRILLING WASTE MANAGEMENT PROGRAM

Drilling Fluids Disposal: OFFSITE Drilling Fluids Disposal Methods: Land application

Cuttings Disposal: OFFSITE Cuttings Disposal Method: Other

Other Disposal Description:

Mud & Cuttings will be hauled to Krier Spreadfield.

Beneficial reuse or land application plan submitted? Yes

Reuse Facility ID: 430225 or Document Number:

CASING PROGRAM

Casing Type	Size of Hole	Size of Casing	Wt/Ft	Csg/Liner Top	Setting Depth	Sacks Cmt	Cmt Btm	Cmt Top
SURF	14	10+3/4	34	0	294	0	294	0

Conductor Casing is NOT planned

DESIGNATED SETBACK LOCATION EXCEPTIONS

Check all that apply:

- Rule 604.a.(1)A. Exception Zone (within 500' of Building Unit)
- Rule 604.b.(1)A. Exception Location (existing or approved Oil & Gas Location now within a Designated Setback as a result of Rule 604.a.)
- Rule 604.b.(1)B. Exception Location (existing or approved Oil & Gas Location is within a Designated Setback due to Building Unit construction after Location approval)
- Rule 604.b.(2) Exception Location (SUA or site-specific development plan executed on or before August 1, 2013)
- Rule 604.b.(3) Exception Location (Building Units constructed after August 1, 2013 within setback per an SUA or site-specific development plan)

GREATER WATTENBERG AREA LOCATION EXCEPTIONS

Check all that apply:

- Rule 318A.a. Exception Location (GWA Windows).
- Rule 318A.c. Exception Location (GWA Twinning).

RULE 502.b VARIANCE REQUEST

Rule 502.b. Variance Request from COGCC Rule or Spacing Order Number

OTHER LOCATION EXCEPTIONS

Check all that apply:

- Rule 318.c. Exception Location from Rule or Spacing Order Number
- Rule 603.a.(2) Exception Location (Property Line Setback).

ALL exceptions and variances require attached Request Letter(s). Refer to applicable rule for additional required attachments (e.g. waivers, certifications, SUAs).

OPERATOR COMMENTS AND SUBMITTAL

Comments

The purpose of this re-entry is to adequately re-plug due to the COA from a nearby horizontal well. BBC requests approval of this form 2 without a 20 day comment period (see attached variance request). There will be no pits constructed and no additional surface disturbance is needed. See attached proposed plugging procedures and wellbore diagrams. This well is on state surface the SLB has been notified of the upcoming remediation work.

- Step 1.) Contact landowner 48 hours prior to commencing work on this well
- 2.) Contact state representative 48 hours prior to commencing work on this well
- 3.) Locate Dry Hole Marker
- 4.) Build temporary pad and access road for Completion rig and cement unit
- 5.) Cut off Dry hole marker
- 6.) Verify pipe size and weld on wellhead flange and riser
- 7.) MIRU completion rig and NU BOP
- 8.) MU 7 7/8" bit without nozzles and drill collars to drill out surface plug
- 9.) TIH w/ bit, drill collars and 2 7/8" PH6 tubing to next plug
- 10.) Continue to circulate mud to ensure hole clean out
- 11.) Continue TIH to 3000' and circulate two bottoms up (313 bbls)
- 12.) TOOH and LD bit and collars
- 13.) TIH to 3000' w/ 2 7/8" PH6 tubing
- 14.) RU Cementers
- 15.) Pump 50 sx balanced plug
- 16.) TOOH to surface casing shoe
- 17.) Pump 50 sx balanced plug from 344' to 244'
- 18.) RD cementers
- 19.) TOOH and LD tubing
- 20.) RDMO completion rig
- 21.) Dump 50' cement inside and outside surface casing
- 22.) Cut off wellhead and riser to 4' below ground level
- 23.) Weld on dry hole marker
- 24.) Clean location and reclaim

This application is in a Comprehensive Drilling Plan _____ CDP #: _____

Location ID: 404871

Is this application being submitted with an Oil and Gas Location Assessment application? No

I hereby certify all statements made in this form are, to the best of my knowledge, true, correct, and complete.

Signed: _____ Print Name: Mary Pobuda

Title: Permit Analyst Date: 11/12/2013 Email: mpobuda@billbarrettcorp.com

Operator must have a valid water right or permit allowing for industrial use or purchased water from a seller that has a valid water right or permit allowing for industrial use, otherwise an application for a change in type of use is required under Colorado law. Operator must also use the water in the location set forth in the water right decree or well permit, otherwise an application for a change in place of use is required under Colorado law. Section 37-92-103(5), C.R.S. (2011).

Based on the information provided herein, this Application for Permit-to-Drill complies with COGCC Rules and applicable orders and is hereby approved.

COGCC Approved:  Director of COGCC Date: 12/5/2013

Expiration Date: 12/04/2015

API NUMBER
05 123 05154 00

Conditions Of Approval

All representations, stipulations and conditions of approval stated in the Form 2A for this location shall constitute representations, stipulations and conditions of approval for this Form 2 Permit-to-Drill and are enforceable to the same extent as all other representations, stipulations and conditions of approval stated in this Permit-to-Drill.

<u>COA Type</u>	<u>Description</u>

Best Management Practices

No	<u>BMP/COA Type</u>	<u>Description</u>
1	Drilling/Completion Operations	As built will be submitted with the form 6 subsequent report.

Total: 1 comment(s)

Data retrieval failed for the subreport 'IntPolicy_MTC' located at: \\D:\DrDanSterling\5FarmReport\policy_mtc.rdl. Please

Attachment Check List

<u>Att Doc Num</u>	<u>Name</u>
2157331	VARIANCE REQUEST
2157334	VARIANCE RULE WAIVERS
2157340	VARIANCE RULE WAIVERS
400511679	PROPOSED PLUGGING PROCEDURE
400511682	WELLBORE DIAGRAM
400511683	WELLBORE DIAGRAM

Total Attach: 6 Files

General Comments

<u>User Group</u>	<u>Comment</u>	<u>Comment Date</u>
Permit	Operator opted to withdraw request for expedited approval. No LGD or public comments. Final Review--passed.	12/4/2013 9:00:52 AM
Permit	Oper. sub. variance waiver from LGD.	11/26/2013 3:05:10 PM
Permit	Oper. sub. add'l info for drilg. tab.	11/25/2013 3:36:16 PM
Permit	Oper. submitted revised var. req. ltr. and SLB waiver. Included procedure in comments. Req'd more info for drilling tab.	11/25/2013 7:41:59 AM
Permit	Advised operator that waiver from SLB and LGD needed for this expedited approval.	11/13/2013 10:10:02 AM
Permit	This form has passed completeness.	11/13/2013 9:57:35 AM

Total: 6 comment(s)