

June 25, 2014



Mr. Matt Lepore, Director
Colorado Oil and Gas Conservation Commission
1120 Lincoln Street, Suite 801
Denver, Colorado 80203

7535 Hilltop Circle
Denver, CO 80221
www.petro-fs.com

**RE: COGCC Rule 318A.a.: Exception Location Request
Nelson Farm 28-A Pad: NWNW Section 28, Township 7 North, Range 67 West
Weld County, Colorado**

Dear Mr. Lepore:

Extraction Oil & Gas, LLC (Extraction) is planning to drill 12 horizontal wells on the above referenced pad to the formations as follows:

Nelson Farm 1	SHL = 704' FNL, 409' FWL	Sec 28-T7N-R67W	Codell
Nelson Farm 2	SHL = 732' FNL, 409' FWL	Sec 28-T7N-R67W	Niobrara
Nelson Farm 3	SHL = 760' FNL, 409' FWL	Sec 28-T7N-R67W	Niobrara
Nelson Farm 4	SHL = 788' FNL, 409' FWL	Sec 28-T7N-R67W	Codell
Nelson Farm 5	SHL = 816' FNL, 409' FWL	Sec 28-T7N-R67W	Niobrara
Nelson Farm 6	SHL = 844' FNL, 409' FWL	Sec 28-T7N-R67W	Niobrara
Nelson Farm 7	SHL = 872' FNL, 409' FWL	Sec 28-T7N-R67W	Codell
Nelson Farm 8	SHL = 900' FNL, 409' FWL	Sec 28-T7N-R67W	Niobrara
Nelson Farm 9	SHL = 928' FNL, 408' FWL	Sec 28-T7N-R67W	Niobrara
Nelson Farm 10	SHL = 956' FNL, 408' FWL	Sec 28-T7N-R67W	Codell
Nelson Farm 11	SHL = 984' FNL, 408' FWL	Sec 28-T7N-R67W	Niobrara
Nelson Farm 12	SHL = 1012' FNL, 408' FWL	Sec 28-T7N-R67W	Niobrara

The surface locations of Extraction's proposed wells have been staked outside of the COGCC Rule 318A.a. Greater Wattenberg Area (GWA) Drilling Window and are being permitted as exception locations. Extraction has obtained written permission from the surface owner by way of signed waiver.

Extraction respectfully requests the COGCC to review the enclosed information and approve the requested exception location waiver and Application for Permit to Drill for the wells on the subject pad. Many thanks.

Respectfully,

Jennifer Grosshans
Regulatory Analyst
Agent for Extraction Oil & Gas, LLC

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Enclosure: Signed Waiver from George A. Nelson Farm, Inc.

We are what we repeatedly do. Excellence, then, is not an act, but a habit.

-Aristotle

If you should have any questions or require additional information, please do not hesitate contacting me at 303.928.7128 or via email at regulatory@petro-fs.com. Thank you for your consideration of this matter.

Respectfully,



Ann L. Stephens
Regulatory Manager
Agent for Extraction Oil & Gas

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Enclosures: Copy of letter to be signed and returned
Self-addressed stamped envelope

GEORGE A. NELSON FARM, INC.

**RE: Exception Location Consent -- COGCC Rule 318A.a.
Nelson Farm 28-A Pad: NWNW Section 28, Township 7 North, Range 67 West
Weld County, Colorado**

I/We hereby consent to locating the subject wells outside the GWA drilling window as it refers to the Nelson Farm 1, Nelson Farm 2, Nelson Farm 3, Nelson Farm 4, Nelson Farm 5, Nelson Farm 6, Nelson Farm 7, Nelson Farm 8, Nelson Farm 9, Nelson Farm 10, Nelson Farm 11, Nelson Farm 12 wells.

Carol Du Priest May 19, 2014
(Surface Owner Signature) Date

Carol Du Priest
Printed Name

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-Aristotle