

Surface Owner: Fred O. Will Trust & Molly O. Will Trust dated December 17, 1998
312 Clover Lane
Fort Collins, Colorado 80521
Operator: Bill Barrett Corporation
Effective Date: June 9, 2014
Subject Lands: Township 6 North, Range 62 West, 6th P.M.
Section 15: NW4NW4
Weld County, Colorado

RE: Surface Exception Location Consent
Well-Set-Back (Twinning) Exception Consent

WILL_06-62-15-0164BH2, WILL_06-62-15-0148CH2, WILL_06-62-15-0263BH2
WILL_06-62-15-0263CDH2, WILL_06-62-15-0263CH2, WILL_06-62-15-0362BH2

Fred O. Will & Molly O. Will Trust, dated December 17, 1998, owner of the Subject Lands, for adequate consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby waive the provisions of Rule 318.A. (a) of the Colorado Oil and Gas Conservation Commission's Rules and Regulations that provides that wells shall be drilled within a square with sides four hundred (400) feet in length, the center of which is the center of any governmental quarter-quarter section ("400' Window"). Fred O. Will and Molly O. Will Trust dated December 17, 1998 hereby consents and authorizes Bill Barrett Corporation to drill, complete and operate the following wells:

WILL_06-62-15-0164BH2 being 300 feet FNL and 1125 feet FWL of Section 15, Township 6 North, Range 62 West, 6th P.M., Weld County, Colorado, which surface location is approximately 310 feet outside of the 400' Window of Subject Lands.

WILL_06-62-15-0148CH2 being 300 feet FNL and 1140 feet FWL of Section 15, Township 6 North, Range 62 West, 6th P.M., Weld County, Colorado, which surface location is approximately 325 feet outside of the 400' Window of Subject Lands.

WILL_06-62-15-0263BH2 being 300 feet FNL and 1155 feet FWL of Section 15, Township 6 North, Range 62 West, 6th P.M., Weld County, Colorado, which surface location is approximately 340 feet outside of the 400' Window of Subject Lands.

WILL_06-62-15-0263CDH2 being 300 feet FNL and 1170 feet FWL of Section 15, Township 6 North, Range 62 West, 6th P.M., Weld County, Colorado, which surface location is approximately 355 feet outside of the 400' Window of Subject Lands.

WILL_06-62-15-0263CH2 being 300 feet FNL and 1185 feet FWL of Section 15, Township 6 North, Range 62 West, 6th P.M., Weld County, Colorado, which surface location is approximately 370 feet outside of the 400' Window of Subject Lands.

L.P.W

WILL_06-62-15-0362BH2 being 300 feet FNL and 1200 feet FWL of Section 15, Township 6 North, Range 62 West, 6th P.M., Weld County, Colorado, which surface location is approximately 385 feet outside of the 400' Window of Subject Lands.

By signing this letter you hereby grant your consent to Bill Barrett Corporation to locate the wells outside of a GWA window as defined by COGCC Rule 318A. (a). Additionally, the wells are being proposed at a surface location which is approximately 2,238 feet from an existing surface well location. By signing this letter you also grant your consent to Bill Barrett Corporation to locate the wells more than 50 feet from the existing wells as provided for under COGCC Rule 318A.(c).

This waiver and authorization is signed as of the date of the acknowledgment below, but is effective for all purposes as of the Effective Date stated above.

Fred O. Will and Molly O. Will Trust, dated December 17, 1998

By: Larry P. Will TRUSTEE
Larry P. Will, Trustee

STATE OF COLORADO)
) ss.
COUNTY OF LARIMER)

The foregoing instrument was acknowledged before me this 19th day of June, 2014
by Larry P. Will as Trustee of the Fred O. Will and Molly O. Will Trust dated December 17, 1998.

~~HILL & HILL, LLC~~
My commission expires _____ My Commission Expires
01/25/2016

Notary Public: Alden V. Hill

