



Surface Owner: State of Colorado  
 Attn: Tim Kelly  
 1313 Sherman Street, Ste 620  
 Denver, CO 80203

Operator: Bill Barrett Corporation

Effective Date: July 15, 2014

Subject Lands: Township 5 North, Range 62 West, 6<sup>th</sup> P.M.  
 Section 35: ALL  
 Section 36: W2

Containing 960 acres more or less in Weld County, Colorado

RE: Surface Exception Location Consent  
 Well-Set-Back (Twinning) Exception Consent  
 Anschutz State 5-62-35\_36 NWNW Pad

The State of Colorado, surface owner of Lands in all of section 35 and the W2 of section 36, ("Owner"), 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"). Owner hereby consents and authorizes Bill Barrett Corporation ("BBC") to drill, complete and operate the following wells.

<u>Well Name</u>	<u>SHL (Section 26)</u>	<u>BHL (Section 25)</u>	<u>SHL Distance from 318A. 400x400 Window</u>
Anschutz State 5-62-35-0108BH2	350' FWL, 938' FNL	500' FEL, 500' FNL	110' West and 78' South
Anschutz State 5-62-26-1609CH2	350' FWL, 953' FNL	500' FEL, 805' FNL	110' West and 93' South
Anschutz State 5-62-26-1609BH2	350' FWL, 968' FNL	500' FEL, 1110' FNL	110' West and 108' South
Anschutz State 5-62-26-1724CH2	350' FWL, 983' FNL	500' FEL, 1415' FNL	110' West and 123' South

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 more than 50 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.

Timothy J. Kelly  
 By:   
 Title: Oil and Gas Leasing Manager  
 Date: 7/21/2014

Thomas J. Abell  
  
 Landman – Bill Barrett Corporation