



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

Effective Date: July 21, 2014

Subject Lands: Township 5 North, Range 62 West, 6th P.M.
 Section 25: W2, W2NE4, NE4NE4
 Section 26: ALL

Containing 1080 acres more or less in Weld County, Colorado

RE: Surface Exception Location Consent
 Well-Set-Back (Twinning) Exception Consent
 Anschutz State 5-62-26_25 NWSW Pad

The State of Colorado, surface owner of Lands in all of section 26 and the W2, W2NE4, NE4NE4 of section 25, ("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 5-62-26-4841CH2	350' FWL, 2177' FSL	500' FEL, 1160' FSL	110' West
Anschutz State 5-62-26-4841BH2	350' FWL, 2192' FSL	500' FEL, 1950' FSL	110' West and 12' North
Anschutz State 5-62-26-3340CH2	350' FWL, 2207' FSL	500' FEL, 2240' FSL	110' West and 27' North
Anschutz State 5-62-26-3340BH2	350' FWL, 2222' FSL	500' FEL, 2530' FSL	110' West and 42' North
Anschutz State 5-62-26-3225CH2	350' FWL, 2237' FSL	500' FEL, 2530' FNL	110' West and 57' 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: 7/21/14

Thomas J. Abell

 Landman – Bill Barrett Corporation