



Kerr-McGee Oil & Gas Onshore LP

A subsidiary of Anadarko Petroleum Corporation

1099 18th Street
Denver, CO 80202
720-929-6000

July 8, 2016

Matt Lepore
Director, Colorado Oil and Gas Conservation Commission
Department of Natural Resources
The Chancery Building
1120 Lincoln Street, Suite 801
Denver, CO 80203

Re: Request for Exception to Rule 318A.a & 318A.c
FOLLEY SOUTH LOCATION (Document #401059349)
FOLLEY SOUTH #1 (Document #401059350)
FOLLEY SOUTH #3 (Document #401059351)
Township 5 North, Range 68 West
Section 13: SE/4SE/4
Weld County, Colorado

Dear Director Lepore:

Kerr-McGee Oil & Gas Onshore LP ("KMG") respectfully requests approval of an exception to Rule 318A.a to allow the above-named wells to be drilled at the above-referenced location. Rule 318A.a of the Colorado Oil and Gas Commission's Rules and Regulations requires wells to be drilled and completed in a square with sides four hundred (400) feet in length, the center of which is the center of any quarter/quarter section or in the center of any quarter section with the four sides being eight hundred (800) feet in length. The above-named wells are being permitted as an exception location at the request of the surface owner.

Rule 318A.c of the COGCC's Rules and Regulations requires any new twinning well to be located within fifty (50) feet of an existing well. The above-named wells are more than fifty (50) feet from the nearest existing oil and gas well.

KMG limited ourselves via the Surface Use Agreement in 2013 to 3 Oil and Gas Operations Areas on the property. In doing so, the Surface Owners allowed us to operate outside the drilling windows, therefore, we are siting the Surface Use Agreement in lieu of having signed waivers. See pages 3 and 4, Section 5 - Oil & Gas Operations Area.

Should you have any questions, please contact our office.

Sincerely,

Kerr-McGee Oil & Gas Onshore LP

A handwritten signature in blue ink that reads 'Cheryl Light'.

Cheryl Light
Senior Regulatory Analyst