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June 4, 2015

State of Colorado, Oil & Gas Conservation Commission
Attn: Matt Lepore
1120 Lincoln Street, Suite 801
Denver, CO 80203

Re: **Letter to the Director, Rule 318A.e.**
Walters 21P-234
SESW, Section 21 T4N R67W
Weld County, Colorado

Dear Director:

PDC Energy ("PDC") hereby certifies to the Director that PDC holds all minerals in the proposed 160 acre wellbore spacing unit consisting of the S2SW of Section 21 and S2SE of Section 20 in T4N R67W; therefore, no 30-day notice is needed to owners in the proposed wellbore spacing unit. This horizontal well location crosses existing unit boundaries and requires the formation of the proposed unit. PDC hereby requests the Director to approve the well.

If you should have any questions or concerns regarding this permit, please contact the undersigned at (303) 831-3974 or Kelsi.Welch@pdce.com.

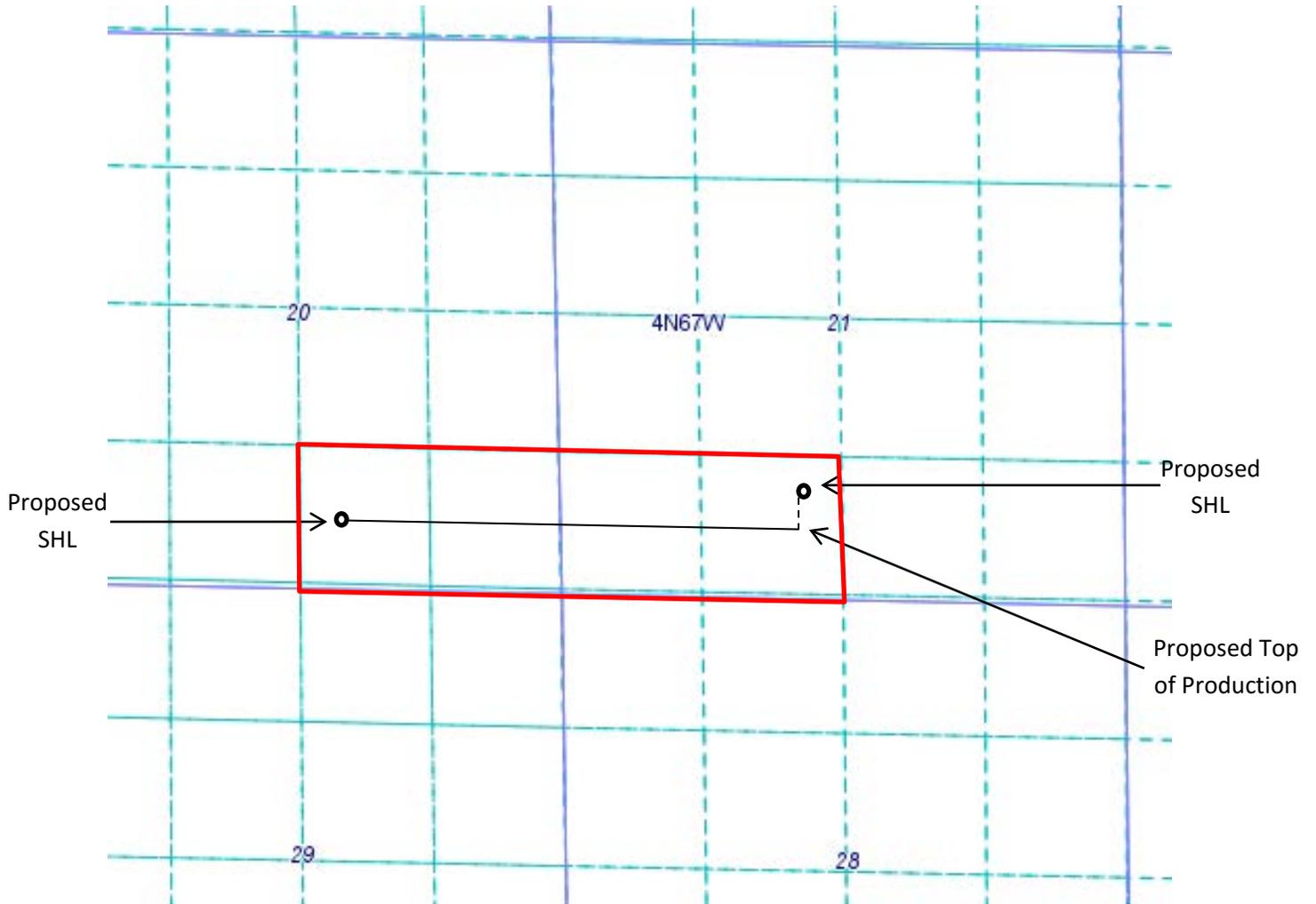
Sincerely,

A handwritten signature in black ink that reads "Kelsi Welch".

Kelsi Welch
Regulatory Analyst
PDC Energy, Inc.

Walters 21P-234

S2SW of Section 21 and S2SE of Section 20 in T4N R67W



 = 160 Acre Proposed Spacing Unit