



June 27, 2016

Centennial Valley Ranch LLC
1331 17TH Street, Suite 1000
Denver, Colorado 80202

RE: Colorado Oil and Gas Conservation Commission Rule Surface Location Exception Waiver
Rule 318.A.a and Rule 318.A.c

CVR 5-63-32_33 SWNW Pad (SHL: SWNW, Sec. 32, T5N-R63W)

Section 32, T5N-R63W
Weld County, Colorado

Dear Mr. Giles:

Bill Barrett Corporation (“BBC”) is planning to drill the wells on Exhibit A from the above mentioned well pads. Rule 318A.a of the Colorado Oil and Gas Conservation Commission’s rules and regulations requires that each well be drilled within a square four hundred (400) feet in length, the center of which is the center of any quarter/quarter section, or a square with sides eight hundred (800) feet in length, the center of which is the center of any quarter section (the “GWA Windows”). The surface locations of BBC’s proposed wells have been staked outside of the 318A.a GWA Windows. Therefore a waiver is needed to satisfy this requirement.

In addition, Rule 318A.c requires that new well locations be “twinned” (located within 50 feet) of an existing well, when such wells exist.

By signing this Surface Location Exception, you hereby waive requirements to comply with COGCC Rule 318A.a and Rule 318.A.c where applicable. If you have any questions, please contact me by cell at 970-230-0924, by office at 970-353-0407 ext. 6008, or via email at jfandrich@billbarrettcorp.com.

BILL BARRETT CORPORATION

A handwritten signature in blue ink, appearing to read 'Jeff Fandrich', is written over a white background.

Jeff Fandrich
Sr. Landman

Rule 318A.a and Rule 318A.c Surface Location Exception Waiver
CVR 5-63-32_33 SWNW Well Pad

I hereby waive the above requirement for all wells on the above described well pad surface locations effective the date executed below, subject to the negotiation and execution of a satisfactory Surface Use Agreement, and pipeline easement.

Centennial Valley Ranch, LLC

A handwritten signature in black ink, appearing to read "Ed Giles", written in a cursive style.

By:

Edward M. Giles

Date: June 29, 2016

Exhibit A

CVR 5-63-32_33 SWNW Well Pad	
CVR 5-63-32-4841B2	SWNW, Section 32, T5N-R63W
CVR 5-63-32-4841D2	SWNW, Section 32, T5N-R63W
CVR 5-63-32-4841C2	SWNW, Section 32, T5N-R63W
CVR 5-63-32-4956B2	SWNW, Section 32, T5N-R63W
CVR 5-63-32-6457C2	SWNW, Section 32, T5N-R63W
CVR 5-63-32-6457D2B	SWNW, Section 32, T5N-R63W
CVR 5-63-32-6457B2B	SWNW, Section 32, T5N-R63W

Note: Well names subject to change. Surface Owner consent based on well pad locations, as described, not specific well names.