



Corporate Office

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Denver, Colorado 80203
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September 20, 2017

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

Re: Rules 318A.a. and 318A.c. Exception Location Request

Thistle Down 5N64W31H Pad, NESW Sec. 31, T5N-R64W, Weld County, Colorado
Wells: Thistle Down 31G-402, 31G-232, 31G-332, 31H-202, 31H-232, 31H-302, 31H-312,
31H-332, 31i-212, 31i-302

Dear Director:

PDC Energy, Inc. ("PDC") is requesting an exception to Rule 318A.a. and Rule 318A.c. for the above-captioned well(s).

The location(s) are planned outside of a GWA window and are not within 50' of an existing well. This location is a good location in order to drill horizontal wells with sufficient lateral length in the producible zone and build sufficient production facilities on location.

We respectfully request that you approve this waiver to reduce the impact on the surface owner and surface operations. Attached is the Exception Location Waiver signed by the surface owner, Thistle Down, Inc.

If you have any questions, please contact the undersigned at (303) 831-3931.

Sincerely,

A handwritten signature in blue ink that reads "Ally Gale".

Ally Gale
Regulatory Technician
PDC Energy, Inc.