



September 13, 2017

State of Colorado
Attention: Steve Freese
1313 Sherman Street, Suite 620
Denver, CO 80203

RE: Colorado Oil and Gas Conservation Commission Rule Surface Location Exception Waiver
Rule 318.A.a and Rule 318.A.c: Anschutz State 5-62-26_25 SE27 Well Pad
Township 5 North, Range 62 West, 6th P.M.
Section 27: SE
Weld County, Colorado

Dear Mr. Freese:

Bill Barrett Corporation ("BBC") is planning to drill the wells on Exhibit A from the above-mentioned well pad. 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 720-693-3072, by office at 303-312-8511, or via email at bjames@billbarrettcorp.com.

BILL BARRETT CORPORATION

Brian James
Land Manager, Surface

1099 18TH STREET, STE 2300
DENVER, CO 80202
P 303.312.8511

Exhibit A
Rule 318A.a and Rule 318A.c Surface Location Exception and Twinning Waiver

Anschutz State Fed 5-62-26 25 SE27 Well Pad	
Anschutz State 5-62-26-3240C	NESE, Section 27, T5N-R62W
Anschutz State 5-62-26-3340C	NESE, Section 27, T5N-R62W
Anschutz State 5-62-26-4841C	NESE, Section 27, T5N-R62W
Anschutz State 5-62-26-4956C	NESE, Section 27, T5N-R62W
Anschutz State 5-62-26-6457CN	SESE, Section 27, T5N-R62W
Anschutz State 5-62-26-6457CSB	SESE, Section 27, T5N-R62W

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

I hereby waive the above requirement for all wells on the above described well pad surface locations effective the date executed below.

Colorado State Land Board

By: _____

Steve Freese

Title: _____

Mixed Field Tech

Date: _____

11/2/17