

Elaine McCoy Walford
1434 Baseline Road
Boulder, Colorado 80302



March 8, 2012

Peter Gowen
Acting Hearings Manager
Colorado Oil and Gas Conservation Commission
1120 Lincoln Street, Suite 801
Denver, Colorado 80203

Dear Mr. Gowen,

Roger Allbrandt has been helping me with an ongoing situation that I have with Noble Energy. He suggested that I write to you to briefly state my problem.

On August 14, 2008, I took an Option to Lease on acreage in T. 3N – R. 67W, Section 6, E/2 NE/4, Weld County, Colorado. I notified Petro Canada that I intended to exercise my option (I was waiting for Lance Astrella to finish the surface use agreement before being able to take the lease) and asked them when they intended to drill the wells that showed up on the COGCC website as having been permitted that fell within my leased acreage. Their response was, "Not until next year". On September 4, 2008 I took the lease and filed it of record the same day. My lease is a 2/3 interest, Petro Canada had leased the remaining 1/3 interest in the 2007.

In mid-October, 2008, my landowner phoned and said a rig had moved in. I drove out and spoke with Fort Drilling and they told me they were going to drill five wells, three of which are on acreage that my lease covers. I immediately phoned Petro Canada and they said that their drilling title opinion, dated September 3, 2008, didn't show my lease. That's because my lease was recorded September 4th. They said they would look into it.

On October 21, 2008, I received an operating agreement and the A.F.E.s for the Canepa 6-12, Canepa 6-13, and Canepa 6-15 wells. While I was reviewing the paperwork, the 6-12 was spudded a week later on October 28, 2008. The 6-13 was spudded 10 days later on November 1, 2008, and the 6-15 on November 6th.

Neither my landowner nor I received any forced pooling notification, nor did I sign an operating agreement. I had questions regarding the figures on the AFEs, and the ONLY response I got from Petro Canada was, "Those costs are standard."

I have a 34% working interest in the Canepa 6-15 well, and a 5% working interest in the Canepa 6-12 and 6-13. Petro Canada took me non-consent with a 200% penalty. My landmen have overriding royalties under the lease that they have never been paid. I have never received any payments either.

Petro Canada was subsequently acquired by Suncor, and Suncor was acquired by Noble Energy. So our dealings on this matter are now with Noble.

Over a year ago I hired Robert Dippo, an oil and gas attorney to help me sort this out. He spent lots of time trying to get Noble to respond, and finally, on January 31, 2012, he notified me that Noble agreed that the wells were drilled by Petro Canada without obtaining my joinder to an operating agreement, and that the penalty should be 100%. They said they would send me a letter agreement within two weeks. A month later, my attorney contacted me saying that Noble had done nothing, and that it may take another six weeks before we get anything. At this point he told me he was quitting, very discouraged by Noble's lack of responsiveness, as this matter should have been settled months ago, and that I should represent myself. I am enclosing a copy of his letter.

In the meantime, on January 5, 2012, I filed Form 37- Payment of Proceeds request. 60 days later, Noble has not responded. I am enclosing copies with proof of mailing and receipt.

Roger suggested I file Payment of Proceeds Hearing Request. They are also enclosed.

Thank you for your help on this matter.

Sincerely,



Elaine McCoy Walford

303.324.8035

Elaine@omnienergies.us

FORM
38
Rev
1/10

State of Colorado
Oil and Gas Conservation Commission
1120 Lincoln street, Suite 801, Denver, Colorado 80203 (303) 894-2100 Fax: (303) 894-2109

RECEIVED
FOR OFFICIAL USE ONLY
MAR 12 2012
COGCC

PAYMENT OF PROCEEDS HEARING REQUEST

This form may be submitted only by a payee legally entitled to payment from proceeds derived from the sale of oil, gas, or associated products from a well in Colorado. The payee is to complete this form (one form per well), attach required documentation and mail to: COGCC, 1120 Lincoln Street, Suite 801, Denver, Colorado 80203 or fax to: (303) 894-2109. COGCC will investigate the report and determine what action, if any, should be taken.

PAYEE INFORMATION

NAME OF PAYEE: Elaine McCoy Walford **PHONE NO:** 303.324.8035
ADDRESS: PO Box 7354 **FAX:** 303.938.1830
CITY: Boulder **STATE:** CO **ZIP:** 80306 **E-MAIL:** elaine@omnienergies.us
PAYEE NUMBER: _____

MINERAL INFORMATION

WELL NAME: Canepa 6-13 **COUNTY:** Weld
QTR/QTR SEC: TOWNSHIP: RANGE:
SWNE Section 6, Township 3N - Range 67W **API NUMBER:** 05-123-25101

NON-COMPLIANCE ISSUES NOT RESOLVED
(PLEASE CHECK ALL THAT APPLY)

Required checkstub detail not provided: _____
Late payment _____
Non payment _____
No interest paid on late payment _____
No response to Form 37 inquiry _____

All pertinent documentation must be attached. This includes: completed copy of operator contact Form 37, proof of mailing, response (if received from operator), redacted checkstub detail and any other documentation necessary.

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38
Rev
1/10

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ADDRESS: PO Box 7354 **FAX:** 303.938.1830
CITY: Boulder **STATE:** CO **ZIP:** 80306 **E-MAIL:** elaine@omnienergies.us
PAYEE NUMBER:

MINERAL INFORMATION

WELL NAME: Canepa 6-12 **COUNTY:** Weld
QTR/QTR SEC: TOWNSHIP: RANGE:
NWNE Section 6, Township 3N - Range 67W **API NUMBER:** 05-123-25103

NON-COMPLIANCE ISSUES NOT RESOLVED
(PLEASE CHECK ALL THAT APPLY)

Required checkstub detail not provided: _____
Late payment _____
Non payment _____ X
No interest paid on late payment _____
No response to Form 37 inquiry _____ X

All pertinent documentation must be attached. This includes: completed copy of operator contact Form 37, proof of mailing, response (if received from operator), redacted checkstub detail and any other documentation necessary.

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ADDRESS: PO Box 7354 FAX: 303.938.1830
CITY: Boulder STATE: CO ZIP: 80306 E-MAIL: elaine@omnienergies.us
PAYEE NUMBER:

MINERAL INFORMATION

WELL NAME: Canepa 6-15 COUNTY: Weld
QTR/QTR SEC: TOWNSHIP: RANGE:
NWNE Section 6, Township 3N - Range 67W API NUMBER: 05-123-25102

NON-COMPLIANCE ISSUES NOT RESOLVED
(PLEASE CHECK ALL THAT APPLY)

Required checkstub detail not provided: _____
Late payment _____
Non payment _____ X
No interest paid on late payment _____
No response to Form 37 inquiry _____ X

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January 5, 2011

Elaine McCoy Walford
P.O. Box 7354
Boulder, CO 80306

Noble Energy
Attn: Linda Pavelka
1625 Broadway, Suite 2200
Denver, CO 80202

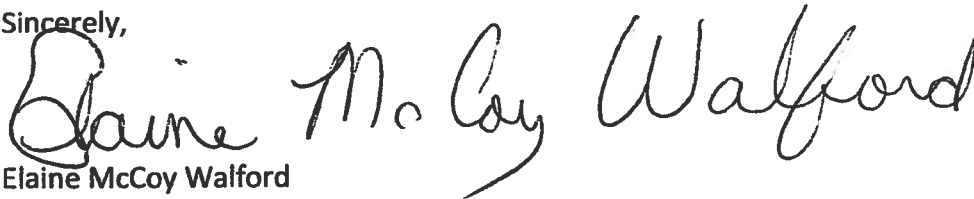
Dear Ms. Pavelka:

Enclosed please find Payment of Proceeds requests for the following wells:

Canepa 6-12, Canepa 6-13, and Canepa 6-15, located in Section 6, 3N-67W, Weld County,
Colorado.

Thank you for your attention to this matter.

Sincerely,

A handwritten signature in black ink that reads "Elaine McCoy Walford". The signature is written in a cursive style with a large initial 'E' and a long, sweeping underline.

Elaine McCoy Walford


Enclosures

CC: Colorado Oil and Gas Commission

7009 3410 0000 6007 3536

U.S. Postal Service
CERTIFIED MAIL RECEIPT
 (Domestic Mail Only; No Insurance Coverage Provided)
 For delivery information visit our website at www.usps.com

DENVER CO 80202

Postage	\$ 1.08	0147 
Certified Fee	\$2.85	
Return Receipt Fee (Endorsement Required)	\$2.30	
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$ 6.23	

Sent To
 Street, Apt. No., or PO Box No.
 City, State, ZIP+4

PS Form 3800 August 2006 See Reverse for Instructions

SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY
<ul style="list-style-type: none"> Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired. Print your name and address on the reverse so that we can return the card to you. Attach this card to the back of the mailpiece, or on the front if space permits. 	<p>A. Signature <input checked="" type="checkbox"/> Agent <input checked="" type="checkbox"/> Addressee</p> <p>B. Received by (Printed Name) <input type="checkbox"/> Date of Delivery</p> <p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If YES, enter delivery address below:</p>
<p>1. Article Addressed to:</p> <p>Noble Energy Attn: Linda Pavelka 1625 Broadway Suite 2200 Denver, CO 80202</p>	<p>3. Service Type</p> <p><input checked="" type="checkbox"/> Certified Mail <input type="checkbox"/> Express Mail <input type="checkbox"/> Registered <input checked="" type="checkbox"/> Return Receipt for Merchandise <input type="checkbox"/> Insured Mail <input type="checkbox"/> C.O.D.</p>
<p>2. Article Number (Transfer from service label)</p>	<p>4. Restricted Delivery? (Extra Fee) <input type="checkbox"/> Yes</p>
7009 3410 0000 6007 3536	

PAYMENT OF PROCEEDS – SALES VOLUME RECONCILIATION PAYOR CONTACT FORM

This form may be submitted only by a payee legally entitled to payment from proceeds derived from the sale of oil, gas, or associated products from a well in Colorado. The payee is to complete this form (one form per well) and submit it to the payor issuing the payment. Operator addresses may be found at the COGCC website cogcc.state.co.us at DATABASE under the category NAME, ADDRESS AND FINANCIAL ASSURANCE. This form must be submitted to the payor via certified mail. Using this form to request information will not replace the need for a financial audit.

PAYEE INFORMATION

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ADDRESS: PO Box 7354			FAX: 303.938.1830	
CITY: Boulder	STATE: CO	ZIP: 80306	E-MAIL: elaine@omnienergies.us	
SIGNATURE: <i>Elaine McCoy Walford</i>			PAYEE NUMBER: _____	

MINERAL INFORMATION

WELL NAME: Canepa 6-12		COUNTY: Weld	
QTR/QTR	SEC:	TOWNSHIP:	RANGE:
NWNE Section 6, Township 3N - Range 67W		API NUMBER: 05-123-25103	

REQUEST FOR PAYMENT OF PROCEEDS INFORMATION

Payee should mark appropriate entries to show missing information required by CRS 34-60-118.5. (Payee should also attach a copy of the checkstub with all applicable non-compliance details noted.)

The name, number, or a combination of name and number that identifies the lease, property, unit or well for which payment is being made. ✓

The month and year during which the sale occurred. ✓

The total quantity of product sold attributable to such payment, including the units of measurement. ✓

The price received per unit of measurement. (Price per barrel in the case of oil and price per thousand cubic feet (MCF) or price per million British Thermal Units ("MMBTU") in the case of gas.) ✓

The total amount of severance taxes and any other production taxes or levies applied to the sale. ✓

The payee's interest in the sale, expressed as a decimal and calculated to at least the sixth decimal place. ✓

The payee's share of the sale before any deductions or adjustments made by the payor or identified with the payment. ✓

The payee's share of the sale after any deductions or adjustments made by the payor or identified with the payment. ✓

An address and telephone number from which additional information may be obtained and questions answered. ✓

Additional Information Requested

[Note: This section asks for the additional information payee may request under 118.(2.5) as amended by HB 1180.]

Written explanation of deductions or adjustments over which payor has control or information, (whether or not identified with the payment), regarding:

Meter calibration testing records _____

Production reporting records ✓

PAYMENT OF PROCEEDS - PAYOR RESPONSE

The payor, _____, responded to this request on _____ (date) as required by CRS 34-60-118.5(2.5). (The payor must respond within 60 days.) I/we could not provide

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SIGNATURE: <i>Elaine McCoy Walford</i>		PAYEE NUMBER:	

MINERAL INFORMATION

WELL NAME: Canepa 6-13	COUNTY: Weld
QTR/QTR SEC: TOWNSHIP: RANGE: SWNE Section 6, Township 3N - Range 67W	API NUMBER: 05-123-25101

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Elaine Walford <elaine@omnienergies.us>

DISAPPOINTING PHONE CALL FROM NOBLE

3 messages

REDLAW1 <REDLAW1@comcast.net>

Wed, Feb 29, 2012 at 1:29 PM

To: Elaine Walford - <elaine@omnienergies.us>

Letter from my attorney:

YESTERDAY I RECEIVED A VERY DISAPPOINTING PHONE CALL FROM DEBBIE WITTKE WHO IS THE SUPERVISOR LANDPERSON FOR THE WELD COUNTY COLORADO AREA WHERE THE CANEPA 6-12, 6-13 AND 6-15 WELLS ARE LOCATED. I DID NOT SPEAK WITH MS. WITTKE, IT BEING A MESSAGE LEFT ON MY VOICE MAIL. NOTWITHSTANDING MS. WITTKE'S VERY BULLISH POSITION OF EARLY FEBRUARY THAT WE WOULD BE RECEIVING A LETTER AGREEMENT AND ACCOMPANYING OPERATING AGREEMENT(S) IN ABOUT "TWO WEEKS", HER STORY NOW IS THAT NOTHING HAS BEEN DONE, BUT WE ARE IN THE "QUE" FOR FUTURE ACTION BUT WHICH ACTION ON THEIR PART WILL BE DELAYED FOR AN ADDITIONAL MONTH TO SIX WEEKS. WHILE THIS POSITION IS COMPLETELY UNACCEPTABLE, I AM NOT SURE WHAT CAN BE DONE TO GET NOBLE TO TAKE AN HONEST APPROACH TO THE PROBLEM.

I DID NOT RECEIVE A COPY OF THE REVISED PAYOUT STATEMENTS THAT YOU REFERRED TO IN YOUR FEB 24TH EMAIL. THIS IS NOT SURPRISING, AND YOU MOST LIKELY WILL BE RECEIVING ADDITIONAL REVISIONS AND UPDATES.

IT IS BECOMING CLEAR TO ME THAT MY PRESENCE AS AN ATTORNEY IS COSTING YOU IN RECEIVING A JUST SETTLEMENT OF YOUR CLAIM, WHICH BY ITS SELF IS A FAIRLY SIMPLE MATTER AND WHICH SHOULD HAVE BEEN PUT TO REST MONTHS AGO. APPARENTLY NOBLE OR SOME OF ITS PEOPLE HAVE THE ATTITUDE THAT AN OUTSIDE ATTORNEY, PARTICULARLY THIS ONE, WILL NOT BE HELPFULL IN GETTING THE SIMPLEST OF MATTERS SOLVED. FOR THESE REASONS I SUGGEST THAT WE TERMINATE OUR RELATIONSHIP AND THAT YOU REPRESENT YOUR SELF IN YOUR CONTACTS WITH MS. WITTKE. HER DIRECT LINE AT NOBLE IS 303-228-4067, THO SHE SELDOM ANSWERS THE PHONE AND DOES NOT ALWAYS RETURN CALLS

Elaine Walford <elaine@omnienergies.us>

Wed, Feb 29, 2012 at 2:16 PM

To: "Allbrandt, Roger" <Roger.Allbrandt@state.co.us>

Roger,

I have heard nothing from Noble Energy regarding the complaint that I

999 18TH STREET, STE. 600 DENVER, CO. 80202-1904 303-297-2100

I N V O I C E

ELAINE McCOY WALFORD
 1434 BASELINE ROAD
 BOULDER, CO. 80302

INVOICE NUMBER 10-AR-539

DATE 10/16/08 OWNER 111117
 TERMS: NET 10 DAYS

Please Remit To :
 PETRO-CANADA RESOURCES (USA) INC.
 DEPARTMENT 1712
 DENVER CO 80291-1712

D E S C R I P T I O N	P R O P E R T Y	A M O U N T
Cash Call for Canepa 6-15 in accord. w/AFE		
Cash Call Canepa 6-15 accord.w/AFE		222,872.00
	PLEASE PAY THIS AMOUNT	222,872.00

34% working interest

18TH STREET, STE. 600 DENVER, CO. 80202-1904 303-297-2100

I N V O I C E

ELAINE McCOY WALFORD
1434 BASELINE ROAD
BOULDER, CO. 80302

INVOICE NUMBER 10-AR-535

DATE 10/16/08 OWNER 111117
TERMS: NET 10 DAYS

Please Remit To :
PETRO-CANADA RESOURCES (USA) INC.
DEPARTMENT 1712
DENVER CO 80291-1712

D E S C R I P T I O N	P R O P E R T Y	A M O U N T
-----------------------	-----------------	-------------

Cash Call for Canepa 6-12 in accord.w/AFE

34,223.00

Cash Call Canepa 6-12 accord.w/AFE

34,223.00

PLEASE PAY THIS AMOUNT

5% working interest

999 18TH STREET, STE. 600 DENVER, CO. 80202-1904 303-297-2100

I N V O I C E

ELAINE McCOY WALFORD
 1434 BASELINE ROAD
 BOULDER, CO. 80302

INVOICE NUMBER 10-AR-537

DATE 10/16/08 OWNER 111117
 TERMS: NET 10 DAYS

Please Remit To :
 PETRO-CANADA RESOURCES (USA) INC.
 DEPARTMENT 1712
 DENVER CO 80291-1712

D E S C R I P T I O N	P R O P E R T Y	A M O U N T
Cash Call for Canepa 6-13 in accord. w/AFE		
Cash Call Canepa 6-13 accord.w/AFE		35,221.00
	PLEASE PAY THIS AMOUNT	35,221.00

5% working interest

