

1625 Broadway
Suite 2000
Denver, CO 80202

Tel: 303.228.4000
Fax: 303.228.4280
www.nobleenergyinc.com



September 25, 2012

Colorado Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln Street, Suite 801
Denver, CO 80203
Attn: Mr. Thom Kerr, Acting Director

RE: Wells Ranch State USX AA16-69-1HNL
Niobrara New Drill
Township 6 North, Range 63 West, 6th P.M.
Section 14: NW/4NW/4: 540' FNL & 240' FWL (Surface Location)
Section 15: NE/4NE/4: 326' FNL & 535' FEL (Beginning of Lateral)
Section 16: NW/4NW/4: 330' FNL & 535' FWL (Bottom Hole Location)
Weld County, Colorado

Mr. Kerr:

Noble Energy, Inc. ("NEI") is planning to drill the captioned boundary well in accordance with the provisions of COGCC Rule 318A.e.

NEI's proposed wellbore spacing unit consists of the N/2N/2 Sec 15, N/2N/2 Sec 16, S/2S/2 Sec 9, S/2S/2 Sec 10, T6N, R63W, creating a 640-acre wellbore spacing unit for the Niobrara formation. NEI is not the only owner within the proposed wellbore spacing unit and as such provided notice to the remaining owner(s) within said proposed spacing unit as required under COGCC Rule 318A(l).e(6). Copies of the required notice letter(s) is/are on file at the NEI offices. The required thirty (30) day notice period has elapsed absent the receipt by NEI of an objection to said proposal by the owner(s) within the proposed spacing unit for this well.

Enclosed are copies of the following documents to assist you in your review and approval of NEI's proposed APD for the captioned well:

- Map & plat illustrating proposed wellbore spacing unit.

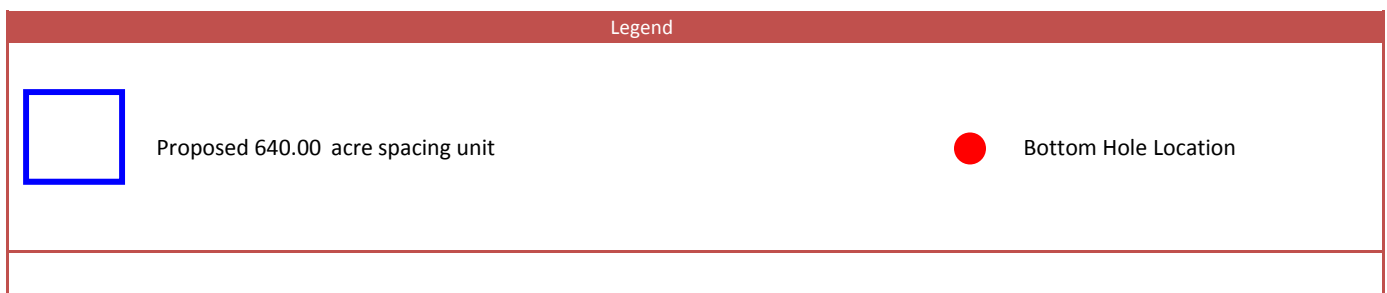
Thank you for your attention to the enclosed. NEI respectfully requests that the COGCC review the enclosed information and approve the Application for Permit to Drill the captioned well.

Sincerely,

Justin Garrett
Regulatory Specialist
Noble Energy Inc.

Proposed Spacing Unit – Noble Energy, Inc

The map displays a grid of 40,000-acre sections. A large blue rectangle highlights the central area, and a red dashed line runs horizontally across it. Numerous points are marked with colored circles and labeled with names like GIBSON, BASHOR, WALKER, and WELLS RANCH. A large red circle is on the left, and a black circle is on the right. The map is titled "BASHOR STATE AA 16-01" and "WELLS RANCH STATE PC USX AA 16-69-1HNL".

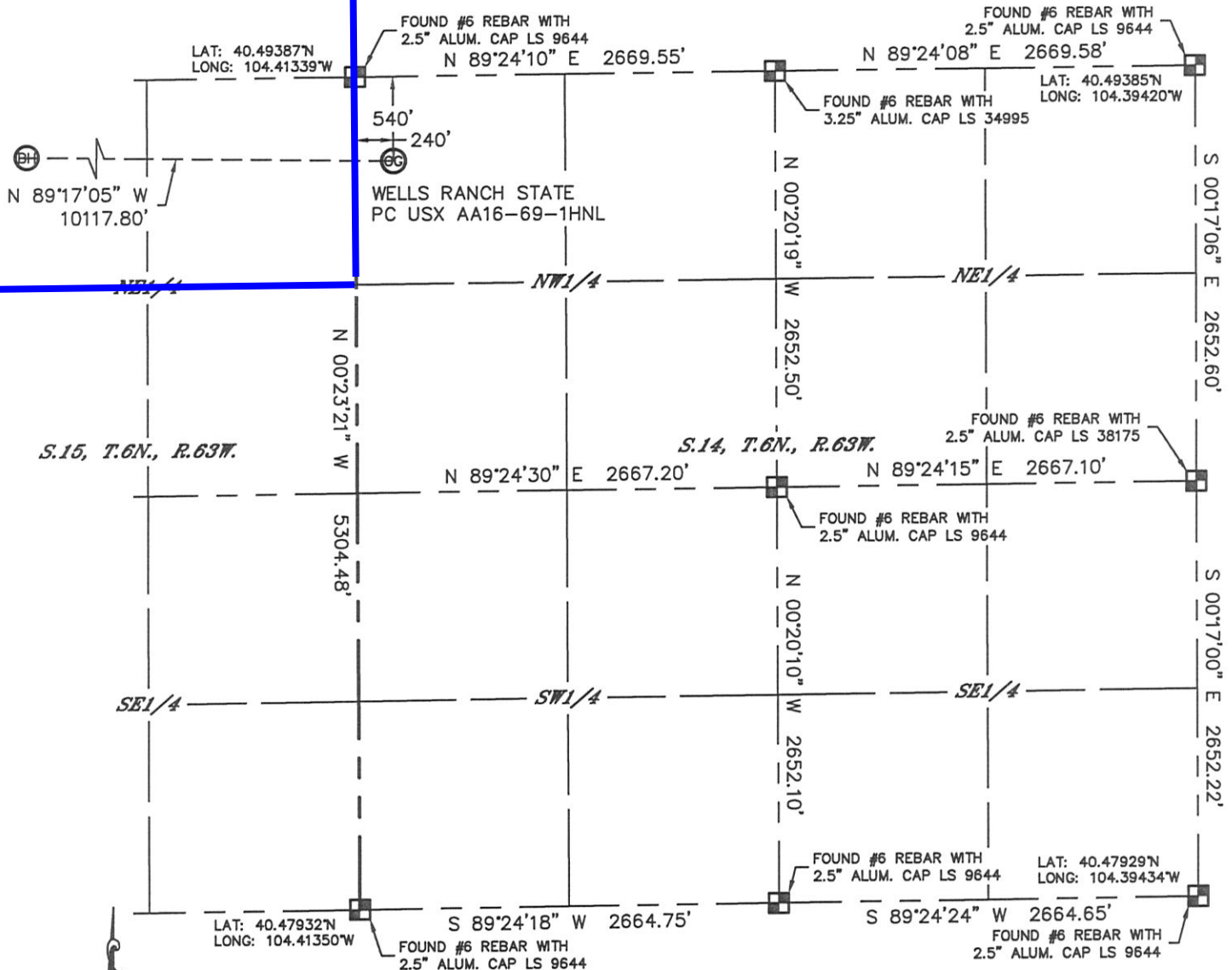


Lat40°, Inc. 1635 Foxtrail Drive, Suite 325 Loveland, CO 970-776-3321

WELL LOCATION CERTIFICATE

SECTION: 14
TOWNSHIP: 6N
RANGE: 63W

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY



In accordance with a request from Matt Verbit with Noble Energy Inc. Lat40°, Inc. has determined the surface location of the WELLS RANCH STATE PC USX AA16-69-1HNL to be 540' from the NORTH line and 240' from the WEST line as measured at right angles from the section lines of Section 14, Township 6 North, Range 63 West and the bottom hole to be 330' from the NORTH line and 535' from the WEST line as measured at right angles from the section lines of Section 16, Township 6 North, Range 63 West of the Sixth Principal Meridian, County of Weld, State of Colorado. I hereby state that this Well Location Certificate was prepared by me, or under my direct supervision, that the fieldwork was completed on 5/31/2012, for and on behalf of Noble Energy Inc. That this is not a Land Survey Plat or an Improvement Survey Plat, and that it is not to be relied upon for establishment of fence, building, or other future improvement lines.

NOTE:

- 1) Bearings shown are Grid Bearings of the Colorado State Plane Coordinate System, North Zone, North American Datum 1983/2007. The lineal dimensions as contained herein are based upon the "U.S. Survey Foot."
- 2) Ground elevations are based on an observed GPS elevation (NAVD 1988 DATUM).
- 3) NEAREST EXISTING WELL: NONE WITHIN SECTION
- 4) IMPROVEMENTS: See LOCATION DRAWING for all visible improvements within 400' of disturbed area.
- 5) SURFACE USE: RANGELAND
- 6) INSTRUMENT OPERATOR: ADAM KELLY

NOTE

According to Colorado law, you must commence any legal action based upon any defect in this W.L.C. within three years after you discover such defect. In no event, may any action based upon any defect in this survey be commenced more than ten years after the date of the certificate shown hereon. (13-80-105 C.R.S.)

LEGEND

- = ALIQUOT MONUMENT AS DESCRIBED
- = CALCULATED POSITION

SURFACE LOCATION

LAT: 40.49239°N
LONG: 104.41254°W
PDOP: 2.0
ELEV: 4779'
1/4, 1/4: NW1/4NW1/4
NEAREST PROPERTY LINE: 240' WEST

BOTTOM HOLE

LAT: 40.49307°N
LONG: 104.44890°W



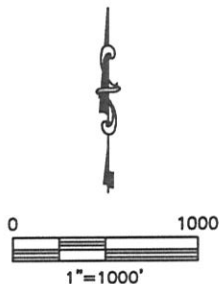
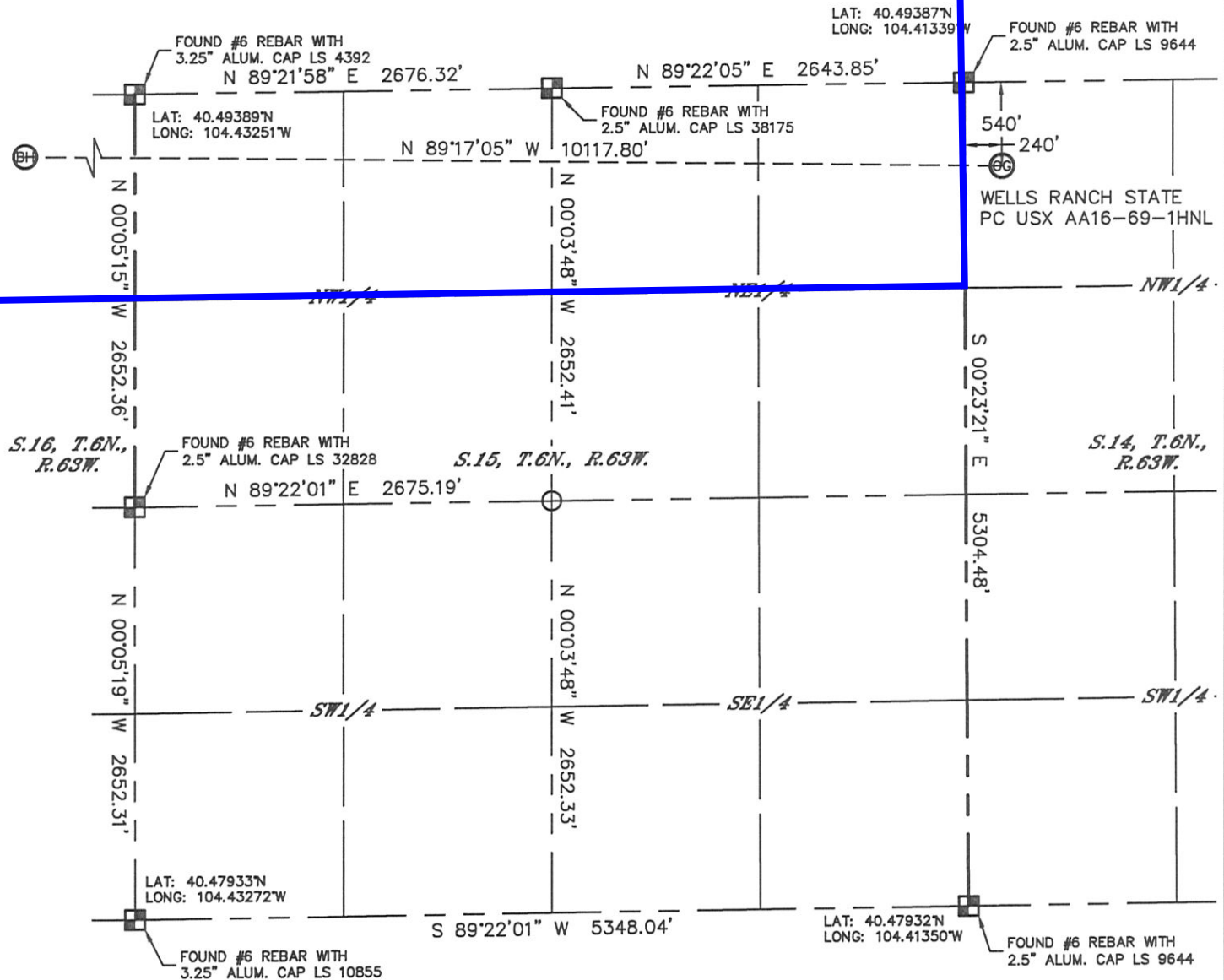
SHEET 1 OF 3

Brian T. Brinkman-On Behalf of Lat40°, Inc.
Colorado Licensed Professional Surveyor No. 38175
DATE: 6/4/2012
PROJECT#: 2012075

WELL LOCATION CERTIFICATE

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

SECTION: 14
TOWNSHIP: 6N
RANGE: 63W



NOTE
According to Colorado law, you must commence any legal action based upon any defect in this W.L.C. within three years after you discover such defect. In no event, may any action based upon any defect in this survey be commenced more than ten years after the date of the certificate shown hereon. (13-80-105 C.R.S.)

LEGEND
 = ALIQUOT MONUMENT AS DESCRIBED
 = CALCULATED POSITION

SHEET 2 OF 3

Brian T. Brinkman-On Demand Land 40° Inc.
Colorado Licensed Professional Land Surveyor No. 38175
DATE: 6/4/2012
PROJECT#: 2012075

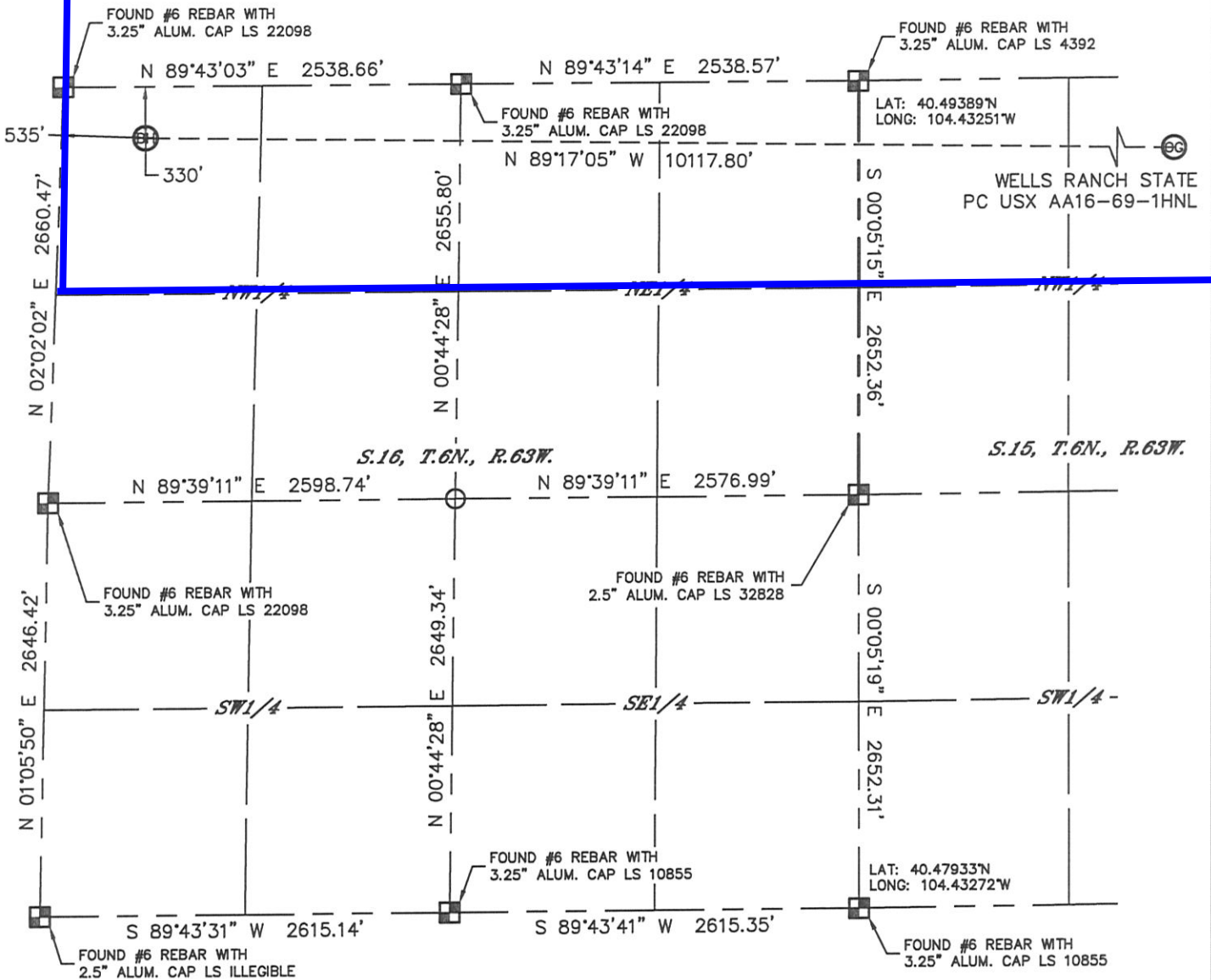


WELL LOCATION CERTIFICATE

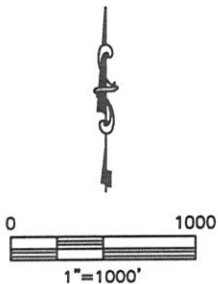
SECTION: 14
TOWNSHIP: 6N
RANGE: 63W

LAT: 40.49399°N
LONG: 104.45076°W

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY





LAT: 40.47944°N
LONG: 104.45151°W



NOTE

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LEGEND

-  = ALIQUOT MONUMENT AS DESCRIBED
-  = CALCULATED POSITION

SHEET 3 OF 3

Brian T. Brinkman-On Demand Land Survey, Inc.
Colorado Licensed Professional Land Surveyor No. 38175
DATE: 6/4/2012
PROJECT#: 2012075

