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State of Colorado
Oil and Gas Conservation Commission

1120 Lincoln Street, Suite 601, Denver, Colorado 80203 Phone: (303)834-2100 Fax: (303)834-2109



SUNDRY NOTICE

Submit original plus one copy. This form is to be used for general, technical and environmental sundry information. For proposed or completed operations, describe in full on Technical Information Page (Page 2 of this form.) Identify well or other facility by API Number or by OGCC Facility ID. Operator shall send an informational copy of all sundry notices for wells located in High Density Areas to the Local Government Designee (Rule 603b.)

1. OGCC Operator Number: 100322	4. Contact Name: Jacob Evans	Complete the Attachment Checklist
2. Name of Operator: Noble Energy Inc.	Phone: 720-587-2026	
3. Address: 1625 Broadway Suite 2200	Fax: 303-228-4286	OP OGCC
City: Denver State: CO Zip: 80202		
5. API Number: 65-123-35545 & 35536	OGCC Facility ID Number: Location#428827	Survey Plat
6. Well/Facility Name: Shelton PC	7. Well/Facility Number: G25-74-1HN, G24-74-1HN	Directional Survey
8. Location (Qtr/Otr, Sec, Twp, Rng, Meridian): NWNE, Sec 25 T4N, R65W, 6PM		Surface Eqm't Diagram
9. County: Weld	10. Field Name: Wattenberg #90750	Technical Info Page
11. Federal, Indian or State Lease Number: NA		Other

General Notice

CHANGE OF LOCATION: Attach New Survey Plat (a charge of surface qtr/qtr is substantive and requires a new permit)

Change of Surface Footage from Exterior Section Lines	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Change of Surface Footage to Exterior Section Lines	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Change of Bottomhole Footage from Exterior Section Lines	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Change of Bottomhole Footage to Exterior Section Lines	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Bottomhole location Qtr/Otr, Sec, Twp, Rng, Mer _____ attach directional survey

Latitude _____ Distance to nearest property line _____ Distance to nearest bldg, public rd, utility or RR _____

Longitude _____ Distance to nearest lease line _____ Is location in a High Density Area (rule 603b)? Yes/No

Ground Elevation _____ Distance to nearest well same formation _____ Surface owner consultation date _____

GPS DATA:
Date of Measurement _____ PDOP Reading _____ Instrument Operator's Name _____

CHANGE SPACING UNIT
Formation _____ Formation Code _____ Spacing order number _____ Unit Acreage _____ Unit configuration _____

Remove from surface bond
Signed surface use agreement attached

CHANGE OF OPERATOR (prior to drilling):
Effective Date: _____
Plugging Bond Blanket Individual

CHANGE WELL NAME NUMBER
From: _____
To: _____
Effective Date: _____

ABANDONED LOCATION:
Was location ever built? Yes No
Is site ready for inspection? Yes No
Date Ready for inspection: _____

NOTICE OF CONTINUED SHUT IN STATUS
Date well shut in or temporarily abandoned: _____
Has Production Equipment been removed from site? Yes No
MIT required if shut in longer than two years. Date of last MIT: _____

SPUD DATE: _____ REQUEST FOR CONFIDENTIAL STATUS (5 mos from date casing set)

SUBSEQUENT REPORT OF STAGE, SQUEEZE OR REMEDIAL CEMENT WORK *submit cbl and cement job summaries

Method used	Cementing tool setting/perf depth	Cement volume	Cement top	Cement bottom	Date

RECLAMATION: Attach technical page describing final reclamation procedures per Rule 1004.
Final reclamation on well commence on approximately _____ Final reclamation is completed and site is ready for inspection.

Technical Engineering/Environmental Notice

Notice of Intent: Approximate Start Date: _____ Report of Work Done: Date Work Completed: _____

Details of work must be described in full on Technical Information Page (Page 2 must be submitted.)

<input type="checkbox"/> Intent to Recomplete (submit form 2)	<input type="checkbox"/> Request to Vent or Flare	<input type="checkbox"/> E&P Waste Disposal
<input type="checkbox"/> Change Drilling Plans	<input type="checkbox"/> Repair Well	<input checked="" type="checkbox"/> Beneficial Reuse of E&P Waste
<input type="checkbox"/> Gross Interval Changed?	<input type="checkbox"/> Rule 602 variance requested	<input type="checkbox"/> Status Update/Change of Remediation Plans
<input type="checkbox"/> Casing/Cementing Program Change	<input type="checkbox"/> Other _____	for Spills and Releases

I hereby certify that the statements made in this form are, to the best of my knowledge, true, correct and complete.

Signed: Jacob Evans Date: 1/29/2013 Email: jevans@nobleenergyinc.com
Print Name: Jacob Evans Title: Senior Environmental Specialist

COGCC Approved: [Signature] Title: GPS IV Date: 1/30/13

CONDITIONS OF APPROVAL, IF ANY.

TECHNICAL INFORMATION PAGE



FOR OGCC USE ONLY

1	OGCC Operator Number	100322	API Number:	05-123-35545 & 05-123-35536
2	Name of Operator	Noble Energy, Inc	OGCC Facility ID #	428827
3	Well/Facility Name	Shelton PC	Well/Facility Number:	G25-74-1HN, G24-74-1HN
4	Location (QtrQtr, Sec, Twp, Rng, Meridian)	NWNE, Sec. 25, T4N, R65W, 6PM		

This form is to be completed whenever a Sundry Notice is submitted requiring detailed report of work to be performed or completed. This form shall be transmitted within 30 days of work completed as a "subsequent" report and must accompany Form 4, page 1

5. DESCRIBE PROPOSED OR COMPLETED OPERATIONS

Noble Energy Inc. proposes to recycle and reuse E&P produced water waste, per COGCC rule 907.2(3), from the High Sierra's C8 Facility (UIC permit#159193, associated well SWD #1-30 API#05-123-26004) located at SESE Sec. 30, T3N, R65W in Weld County, Colorado during down hole frac operations on January 31, 2013 at the Shelton PC #G25-74-1HN and Shelton PC #G24-74-1HN oil and gas wells, which are both located on the same pad site (location ID 428827), pending COGCC approval. Noble will utilize recycled produced water from High Sierra's C6 facility which will be recycled/treated onsite at the C6 facility using oil/water separation, coagulation/flocculation, dissolved air flotation, oxidation, potential softening, and filtration to achieve applicable frac standards. The recycled water will be trucked from High Sierra's C6 facility to the Shelton PC #G25-74-1HN and Shelton PC #G24-74-1HN (facility ID#428827) well sites. The ratio of fresh water to recycled water for each well is 7:1 (70,000 bbls fresh water to 10,000 bbls recycled water). The E&P waste produced at the frac site will be trucked offsite and disposed of at a licensed injection facility. The fresh water will be stored in poseldon storage tanks which hold 40,000bbls and the frac water will be stored in 500bbl frac tanks on the well pad location.

An initial recycled water sample will be collected prior to utilization of the recycled water, and sent to a certified laboratory for analysis of Volatile Organic Compounds, Semi-Volatile Organic Compounds, Dissolved Metals (including; Aluminum, Arsenic, Barium, Boron, Cadmium, Calcium, Chromium, Copper, Iron, Lead, Magnesium, Manganese, Molybdenum, Nickel, Potassium, Phosphorous, Silicon, Sodium, Strontium, Vanadium, and Zinc), Silica, Ortho Phosphorus, Dissolved Inorganics (non-metals: Cr, Cl, F, Nitrate/Nitrite, and Sulfate), Extractable Hexane, Specific Conductance, Hardness, Total Dissolved Solids, pH, Alkalinity, Specific Gravity, and Gross Alpha and Beta Radioactivity. Lab analytical will be submitted to the COGCC upon availability.

Best Practice Management (BMP) stormwater controls, following CDPHE's general stormwater permit, will be utilized around the perimeter of the well pad to eliminate runoff. Routine 14 day stormwater inspections will occur during the lifecycle of the well pad location to maintain compliance with Noble Energy's stormwater management plan. The latest stormwater inspection and site figure showing BMP's is attached.

1625 Broadway
Suite 2200.
Denver, CO 80202



Tel: 303.228 4000
Fax: 303.228 4286
www.nobleenergyinc.com

North America Division

January 29, 2013

Mr. Alex Fischer and Mr. Steve Lindblom
Department Of Natural Resources
Oil & Gas Conservation Commission
1120 Lincoln St., Suite 801
Denver CO 80203-2136

RE: Form 4 Sundry Water Recycling
Shelton PC #G 24&25-74-1HN
API 05-123-35545 & 05-123-35536
Location ID#428827
NWNE Sec. 25, T4N, R64W
Weld County, Colorado

Dear Mr. Fischer and Mr. Lindblom:

Please find attached a completed Form 4 Sundry addressing the water recycling for the Shelton PC #G24-74-1HN and Shelton PC G#25-74-1HN oil and gas wells. Please contact the Noble Energy Environmental Department at (720) 587-2026 if you have any questions or require additional information.

Sincerely,

A handwritten signature in black ink that reads 'Jacob Evans'.

Jacob Evans
Senior Environmental Specialist

Attachments

Noble Energy - DJ Basin (NE15) - SWMP Site Inspection Report - 05-123-35545

Site ID	05-123-35545	Site Type	New Drill	Site Phase	Construction	Est. Build Date	12/3/2012
Site Name	Shelton PC G 25-74-1HN,24-74-1HN,25-75HN,24-75HN						
Directions	CR 42 & CR 49, W. 0.5, S. INTO						
Quarter	NWNE	Section	25	Township	4N	Range	65W
Latitude	40.28968	Longitude	-104.61079	Disturbed Area	4.59	Due Date	1/31/2013
Inspection Date	1/17/2013		Initial Result	This site is in compliance with the permit			
Site Phase	Construction		Final Result	In Compliance			
Inspection Type	Scheduled		Inspection Notes	This site is in compliance with the permit. Construction activity is ongoing. No sediment offsite.			
Inspected by	Brandon Finn		Signature				
			Image: 000276FinnBrandon.bmp				

LOCATION OF DISCHARGE - NONE

LOCATION WHERE ADDITIONAL BMPs ARE NEEDED - NONE

LOCATION OF BMPs THAT NEED TO BE MAINTAINED

BMP ID	BMP Type	Notes
01	Minimize Footprint	BMP Effective
02	hard armor	BMP Effective
03	Ditch	BMP Effective
04	Ditch	BMP Effective
05	Ditch	BMP Effective
06	Ditch	BMP Effective
07	Berm	BMP Effective
08	Berm	BMP Effective
09	Vegetative Buffer	BMP Effective

LOCATION OF BMPs THAT FAILED TO OPERATE AS DESIGNED OR PROVED INADEQUATE - NONE

DEVIATIONS FROM MINIMUM INSPECTION SCHEDULE

ALL CONSTRUCTION ACTIVITY THAT WILL RESULT IN SURFACE GROUND DISTURBANCE IS COMPLETED?	No
ALL ACTIVITIES FOR FINAL STABILIZATION HAVE BEEN COMPLETED EXCEPT THE APPLICATION OF SEED?	No
ALL ACTIVITIES FOR FINAL STABILIZATION HAVE BEEN COMPLETED INCLUDING THE APPLICATION OF SEED?	No
ALL ACTIVITIES FOR FINAL STABILIZATION HAVE BEEN COMPLETED INCLUDING 70% REVEGETATION?	No
THE SITE HAS BEEN RETURNED TO THE LAND OWNER FOR AGRICULTURAL PURPOSES?	No

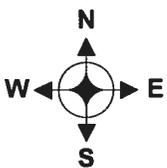
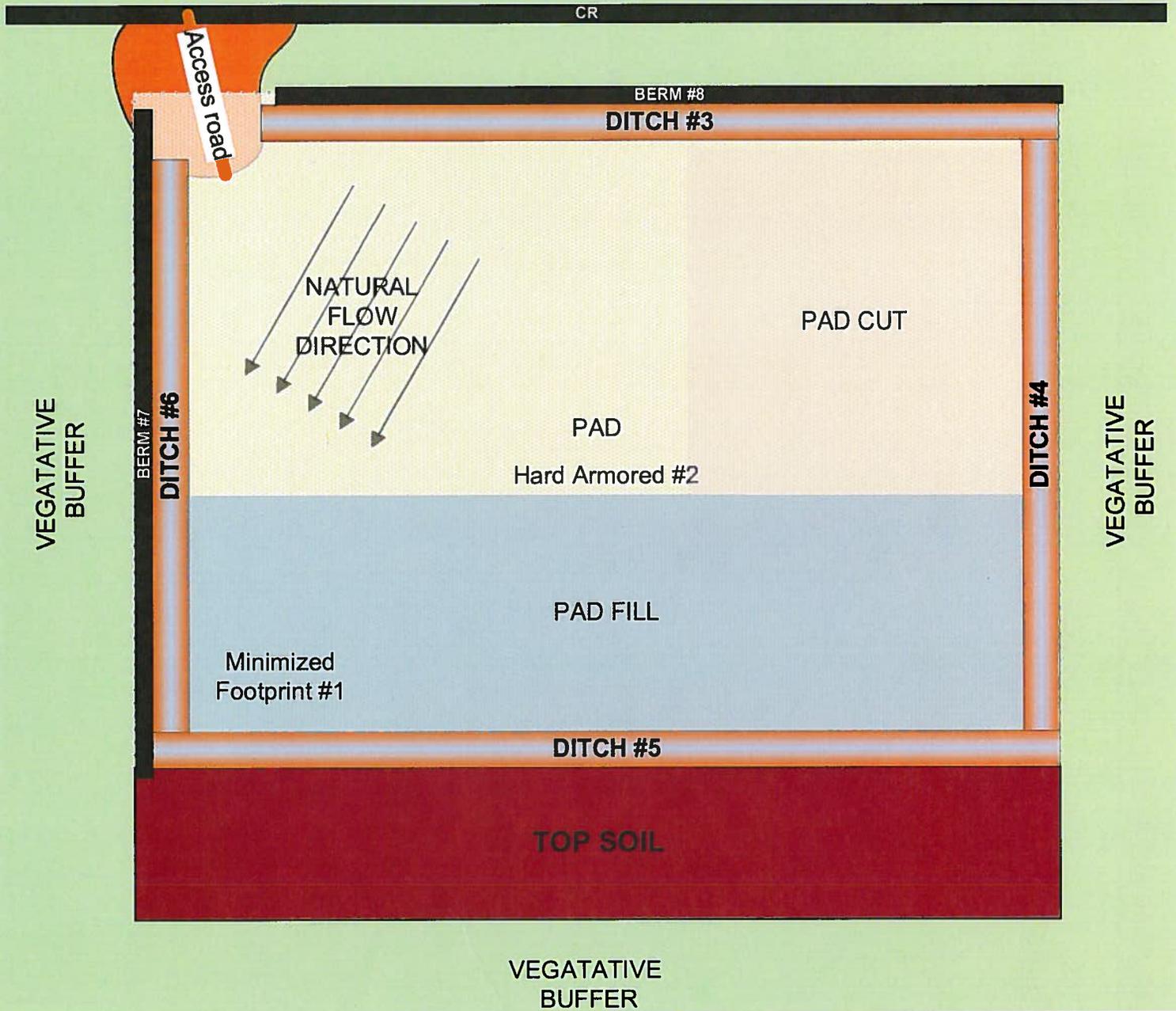
<input type="checkbox"/> TEMPORARILY IDLE SITES (post storm events)	Comments
ORIGINAL INSPECTION DUE DATE	
ESTIMATED NEXT INSPECTION DATE	
ACTUAL NEXT INSPECTION DATE	
CONSTRUCTION ACTIVITY CONTINUED BEFORE INSPECTION?	
CONSTRUCTION ACTIVITY TEMPORARILY HAULTED?	No
<input type="checkbox"/> WINTER CONDITIONS	Comments
DATE WHEN SNOW COVER OCCURED	
DATE WHEN CONSTRUCTION ACTIVITY CEASED	
DATE WHEN MELTING CONDITIONS BEGAN	
ESTIMATED DATE WHEN MELTING CONDITIONS WILL BEGIN	
CONSTRUCTION ACTIVITY TEMPORARILY HAULTED?	

BLANK

WELL NAME:	Shelton PC G 25-74-1HN,24-74-1HN,25-75HN,24-75HN			API#:	05-123-35545		
	QTR/QTR	NWNE	SEC	25	TWN	4N	RNG 65W
LATITUDE:	40.28968			LONGITUDE:	-104.61079		
DIRECTIONS	CR 42 & CR 49, W. 0.5, S. INTO						
PRE-CONSTRUCTION VEGETATION DESCRIPTION AND COVERAGE PERCENT							
GRASSLAND 45%							
TOPOGRAPHY	0-9% SLOPES						
TOTAL DISTURBED AREA (sq)	200,000						
SOIL TYPE	VALENT SAND/OLNEY LOAMY SAND						
NEAREST RECEIVING WATERS							
NAME	GILMORE DITCH						
DIRECTION	WEST						
DISTANCE	0.5 MILES						
NON-STORMWATER DISCHARGE							
NAME							
DIRECTION							
DISTANCE							
POTENTIAL DRAINAGE AREA							
NAME							
DIRECTION							
DISTANCE							
MAP GENERATED BY	Dallas ley/LT ENVIRONMENTAL						
SITE CONSTRUCTION COMPANY	Wells						
COMMENTS	ADDITIONAL API'S ONSITE: 05-123-35536, 05-123-35541, 05-123-35537, 05-123-35538.						

**VEGATATIVE
BUFFER On All Sides #9**

Construction site boundaries include all ground surface disturbances and approximately 10-15 feet beyond perimeter erosion control structures. Boundaries are subject to change at any time for pad expansion, maintenance and addition of BMP structures, or new access roads.

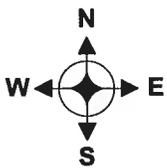
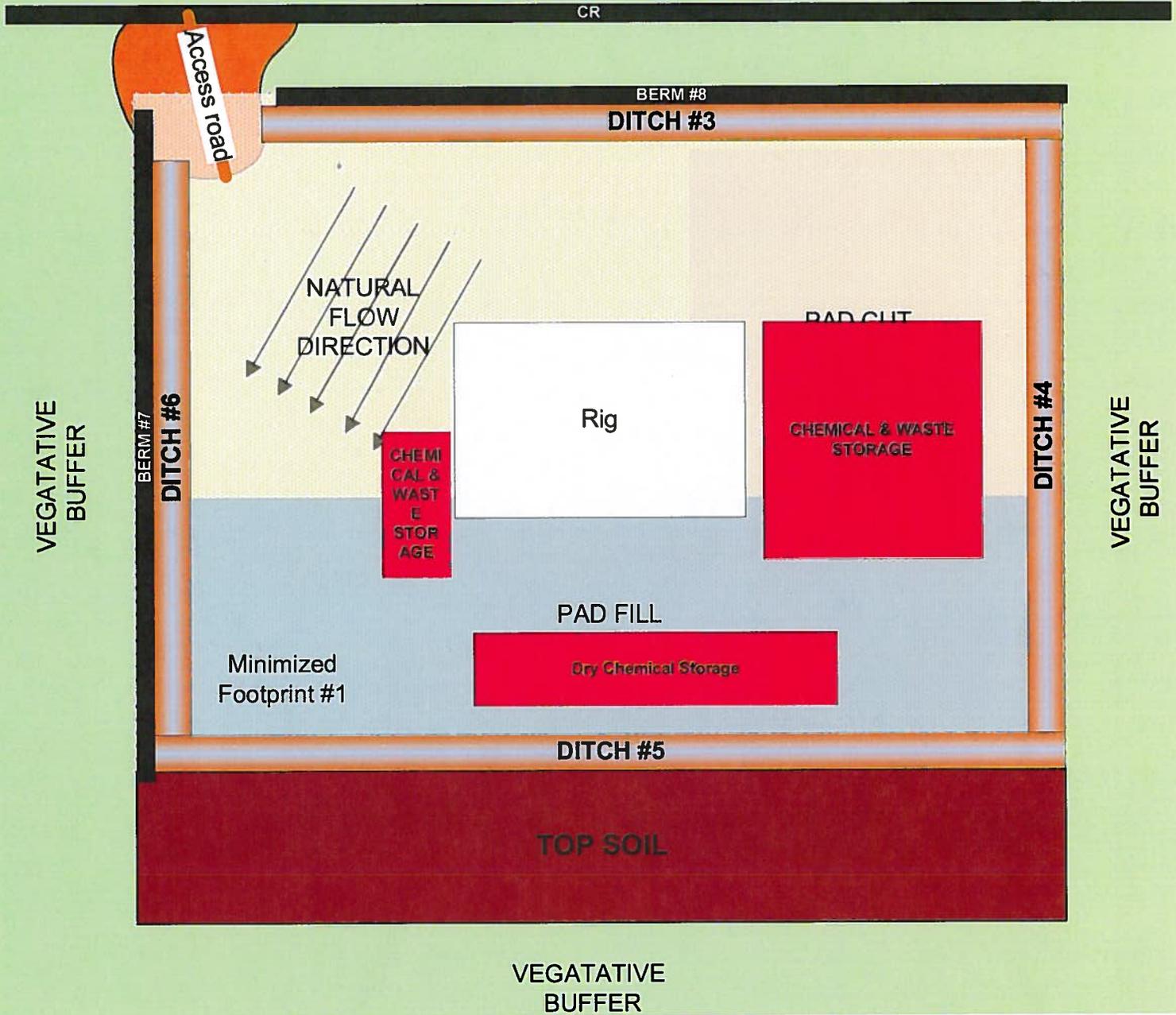


**NOT TO
SCALE**

Active Construction	<input checked="" type="checkbox"/> Completed Site	<input type="checkbox"/> Interim Stabilization	<input type="checkbox"/> Final Stabilization	<input type="checkbox"/>
DATE	12/11/2012	TO	12/11/2012	
WELL NAME	Shelton PC G 25-74-1HN,24-74-1HN,25-75HN,24-75HN			
API #	05-123-35545			
ADDITIONAL API'S ONSITE: 05-123-35536, 05-123-35541, 05-123-35537, 05-123-35538.				

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NOT TO
SCALE

Active Construction	<input checked="" type="checkbox"/>	Completed Site	<input type="checkbox"/>	Interim Stabilization	<input type="checkbox"/>	Final Stabilization	<input type="checkbox"/>
DATE	12/11/2012	TO					
WELL NAME	Shelton PC G 25-74-1HN,24-74-1HN,25-75HN,24-75HN						
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