

BEFORE THE OIL AND GAS CONSERVATION COMMISSION  
OF THE STATE OF COLORADO

IN THE MATTER OF THE APPLICATION OF  
NOBLE ENERGY, INC. FOR AN ORDER TO  
ESTABLISH AN APPROXIMATE 640-ACRE  
DRILLING AND SPACING UNIT FOR  
SECTION 4, TOWNSHIP 8 NORTH, RANGE  
59 WEST 6<sup>TH</sup> P.M., FOR THE CODELL-  
NIOBRARA FORMATION, UNNAMED FIELD,  
WELD COUNTY, COLORADO

Cause No.

Docket No.

APPLICATION

Noble Energy, Inc. ("Applicant"), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Application to the Colorado Oil and Gas Conservation Commission (the "Commission"), pursuant to C.R.S. 34-60-116, for an order to establish an approximate 640-acre drilling and spacing unit for the production of oil, gas, and associated hydrocarbons from the Codell-Niobrara Formation in the following lands:

Township 8 North, Range 59 West, 6<sup>th</sup> P.M.  
Section 4: All

Weld County, Colorado ("Application Lands").

In support thereof, Applicant states and alleges as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado, and is a registered operator in good standing with the Commission.
2. Applicant holds all or substantially all of the leasehold interests in the Application Lands. A reference map of the Application Lands is attached hereto.
3. The Application Lands are subject to Commission Rule 318.a. which provides that a well to be drilled in excess of two thousand five hundred (2,500) feet in depth shall be located not less than six hundred (600) feet from any lease line, and shall be located not less than one thousand two hundred (1,200) feet from any other producible or drilling oil or gas well when drilling to the same source of supply, unless authorized by order of the Commission upon hearing.
4. Applicant requests that the Commission create an approximate 640-acre drilling and spacing unit on the Application Lands for the development and operation of the Codell-Niobrara Formation.
5. Applicant requests that it be authorized to drill and complete one (1) horizontal well within the approximate 640-acre drilling and spacing unit comprised of the Application Lands with the treated interval of the horizontal well located no closer than 600' from the boundaries of the drilling and spacing unit.

6. Applicant asserts that establishing an approximate 640-acre drilling and spacing on the Application Lands will allow for economic and efficient drainage of the Codell-Niobrara Formation; will prevent waste; will not adversely affect correlative rights and will assure the greatest ultimate recovery of oil and associated hydrocarbon substances from the Codell-Niobrara Formation. A 640-acre drilling and spacing unit is not smaller than the maximum area that can be economically and efficiently drained by the proposed well in the Codell-Niobrara Formation within such unit.

7. That the names and addresses of the interested parties according to the information and belief of the Applicant are set forth in Exhibit A attached hereto and made a part hereof, and the undersigned certifies that copies of this Application shall be served on each interested party within the next seven days as required by Rule 503.e.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing, that notice be given as required by law and that upon such hearing this Commission enter its order:

A. Establishing the Application Lands as an approximate 640-acre drilling and spacing unit for the Codell-Niobrara Formation and authorizing one (1) horizontal well within the unit.

B. Providing that the treated interval of the horizontal well shall be no closer than 600' from the boundaries of the drilling and spacing unit.

C. Finding that an approximate 640-acre drilling and spacing unit will prevent waste, protect correlative rights, and will maximize the efficient and economic production of the Codell-Niobrara Formation on the Application Lands; and

D. Granting any other relief as may be appropriate.

Dated this 18<sup>th</sup> day of April, 2013.

Respectfully submitted,

**NOBLE ENERGY, INC.**

By: 

Jamie L. Jost  
Elizabeth Y. Gallaway  
Beatty & Wozniak, P.C.  
Attorneys for Applicant  
216 16th Street, Suite 1100  
Denver, Colorado 80202  
(303)407-4499

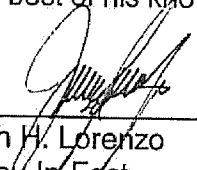
Applicant's Address:

Noble Energy, Inc.  
c/o Sam McClung  
1625 Broadway, Suite 2200  
Denver, CO 80202

VERIFICATION

STATE OF COLORADO                     )  
  ) ss.  
CITY AND COUNTY OF DENVER)

Joseph H. Lorenzo, of lawful age, being first duly sworn upon oath, deposes and says that he is a Attorney-In-Fact for Noble Energy, Inc. and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.

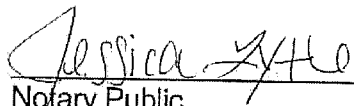
  
\_\_\_\_\_  
Joseph H. Lorenzo  
Attorney-In-Fact  
Noble Energy, Inc. sm  
CMK

Subscribed and sworn to before this 15<sup>th</sup> day of April, 2013.

Witness my hand and official seal.

[SEAL]

My commission expires: 10/19/2015

  
\_\_\_\_\_  
Jessica Zylke  
Notary Public

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DRILLING AND SPACING UNIT FOR  
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NIOBRARA FORMATION, UNNAMED FIELD,  
WELD COUNTY, COLORADO

Docket No.

Martha A. Law  
Notary Public

EXHIBIT A  
INTERESTED PARTIES

Deland Todd Castor  
25450 Morgan County Rd. 10  
Weldona, CO 80653

Everett R. Kirklie and Dorothy M. Kirklie  
Declaration of Trust 2001  
John R. Gray Revocable Living Trust  
408 Friendship  
Ashland, OR 97520

Judith Lynn Hagert  
475 S Obenchain Rd.  
Eagle Point, OR 97524

Kathleen A. Versteeg  
25470 Swiftshore Dr.  
West Linn, OR 97068

McClellan 1994 Revocable Trust  
2348 Nicklaus Dr.  
Oceanside, CA 92056

Noble Energy WyCo, LLC  
1625 Broadway, Suite 2200  
Denver, CO 80202

Peter W. Gray  
2710 W. 6th St.  
Washougal, WA 98671  
Sherry Lee De Gennaro  
29120 Positano Ln.  
Naples, FL 34110

Steven A. Gray  
320 N. Main St. Apt #5  
Ashland, OR 97520

Stokes Family Trust  
406 Hersham Ct.  
Roseville, CA 95661

Susan Gray-Hawkins  
949 Spring Way  
Ashland, OR 97520

Suzanne Dee Lundahl  
584 A Stable RD  
Paia, HI 96779

United States of America  
3028 East Main Street  
Canon City, CO 81212

Wade E. Castor  
22791 Highway 39  
Weldona, CO 80653

David Bauer  
Weld County  
1111 H Street  
Greeley, CO 80632

Michael Warren, Energy Liaison  
Colorado Parks and Wildlife  
Northwest Regional Office  
711 Independent Avenue  
Grand Junction, CO 81505

Kent Kuster  
Oil & Gas Consultant Coordinator  
Colorado Department of  
Public Health & Environment  
4300 Cherry Creek Drive South  
Denver, CO 80246-1530

Noble Energy Inc.  
Reference Map

Township 8 North, Range 59 West, 6th P.M.  
Sections 4

