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www.nobleenergyinc.com



October 8, 2009

Colorado Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln Street, Suite 801
Denver, CO 80203

Attn: Mr. David Neslin, Director

RE: **Guttersen State D 16-33**
Codell/Niobrara: New Drill
Township 3 North, Range 64 West, 6th P.M.
Section 16: NWSW: 1480' FSL & 30' FWL (Surface Location)
Weld County, Colorado

Mr. Neslin:

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 E/2SE/4 of Section 17, and the W/2SW/4 of Section 16, in T3N, R64W, 6th P.M., creating a 160-acre wellbore spacing unit. 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(e)(6). Copies of the required notice letter(s) is/are attached. The required twenty (20) 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.

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

- Plat illustrating the proposed wellbore spacing unit and number of Codell/Niobrara/J Sand wells located within the existing 160-acre governmental quarter section to be less than eight (8) in accordance with COGCC Rule 318A.f.
- Plat illustrating proposed wellbore spacing unit on existing location plat

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,

A handwritten signature in blue ink that reads 'Mari Clark'.

Mari Clark
Regulatory Analyst II
Noble Energy Inc.



September 2, 2009

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7008 1830 0003 4247 7028

Kerr-McGee Oil & Gas Onshore, LP
Attn: Mr. Matt Miller, Wattenberg Land Manager
1099 18th Street, Suite 1800
Denver, CO 80202

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara: New Well
WELL NAME: **Guttersen State D 16-33**
Township 3 North, Range 64 West
Section 16: NW/4SW/4 (BHL)
Weld County, Colorado

Dear Mr. Miller:

Noble Energy, Inc. ("Noble") intends to propose, drill and operate the referenced well pursuant to paragraph 6 of Rule 318A.e., Order 1R-100 of the Colorado Oil and Gas Conservation Commission ("COGCC"). Attached for your information is a plat representing this proposal.

Additional information for this well:

(1) **Wellbore Spacing Unit**

The wellbore spacing unit will be comprised of the E/2SE/4 of Section 17, and the W/2SW/4 of Section 16, in T3N, R64W, 6th P.M., as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara formations in the contributing 40 acre quarter-quarter sections will be utilized to determine the interests of the parties in the proposed 160 acre spacing unit for this well. It appears that you own a working interest in the proposed wellbore spacing unit for this well.

(2) **Target Formations**

This well will be drilled to a total depth to sufficiently test the Codell/Niobrara formations.

(3) **Surface and Bottomhole Locations**

SHL: 1480' FSL, 30' FWL, Section 16, T3N, R64W, 6th P.M
BHL: 1480' FSL, 30' FWL, Section 16, T3N, R64W, 6th P.M

(4) **Anticipated Spud Date**

1st Quarter, 2010

(5) **Request for Title Information**

In order to facilitate the rendering of a full title opinion, please provide copies of any title opinions, updates and JIB/Rev deck materials for the referenced spacing unit in your possession to Noble.

Pursuant to the aforementioned rule, you have twenty (20) days from your receipt of this notice to object to this proposal. In the event you do not respond to this notice or enter an objection within the established time period, the proposed 160 acre spacing unit set forth herein shall be established. **However, should you have no objection to this proposal, please so indicate by signing in the space provided below and returning to Noble as soon as possible.** Your cooperation in this matter is greatly appreciated so that Noble may timely continue the permitting process for this well.

A formal well proposal, including Noble's proposed AFE and JOA will be forthcoming under separate cover.

Thank you for your timely consideration and response to this proposal. Please call me at 303-228-4130 if you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Larry Van Cleave
Land Negotiator

LVC:mw

Enclosures

Kerr-McGee Oil & Gas Onshore, LP:

Pursuant to paragraph 6 of Rule 318A.e., Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Guttersen State D 16-33 well in Section 16, T3N, R64W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

By: _____

Printed Name: _____

Date: _____



"Hook, Sharon"
<Sharon.Hook@anadarko.com>
09/23/2009 07:50 AM

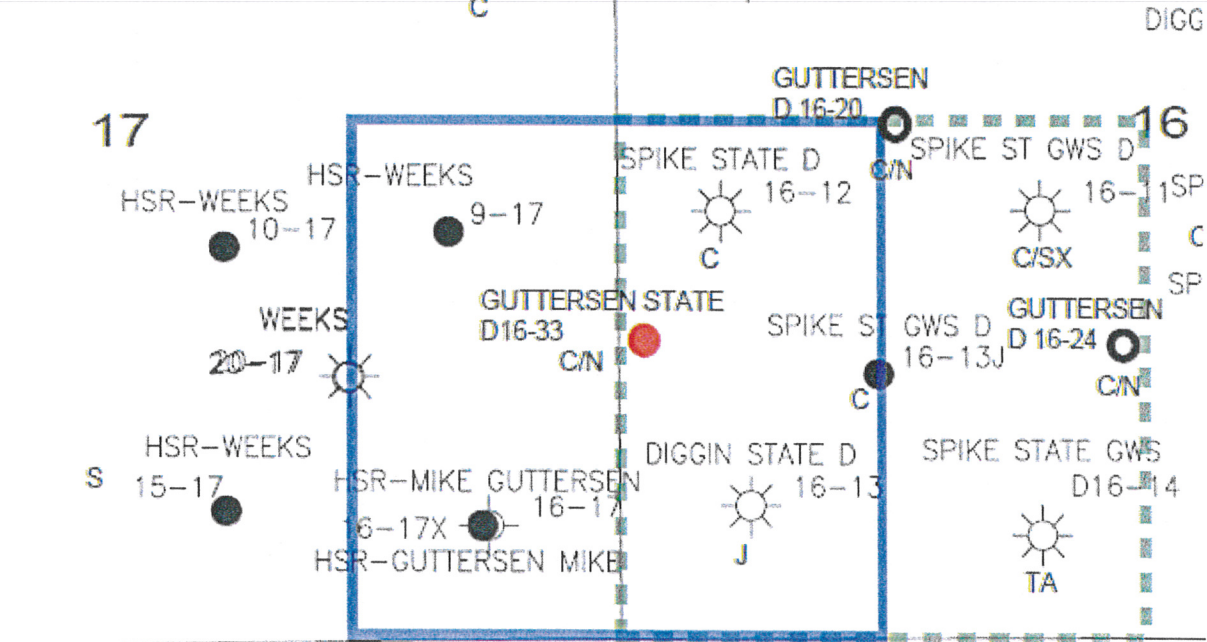
To <lvanceleave@nobleenergyinc.com>
cc "Gonzalez, Bill" <Bill.Gonzalez@anadarko.com>, "Cavaleri, Anna" <Anna.Cavaleri@anadarko.com>
bcc
Subject Guttersen State D 26-32D and **Guttersen State D 16-33**

Larry,
Kerr-McGee has no objections to the above referenced wells. I will forward the 20 day proposal letters as soon as I receive signatures.

Sharon

Sharon Hook
Kerr-McGee Oil & Gas Onshore LP
(a wholly-owned subsidiary of Anadarko Petroleum Corporation)
1099 18th Street, Suite 1800
Denver, CO 80202
Email: sharon.hook@anadarko.com
Phone: 720-929-6539

Guttersen State D 16-33
NWSW, Section 16, T3N, R64W



LEGEND



Proposed 160 acre Spacing Unit



Bottom Hole Located NWSW, Section 16, T3N, R64W

The governmental ¼ Section has less than 8 bottom hole wells producing from the Codell, Niobrara, & J-Sand Formations.

PROPOSED 318Ae SPACING UNIT

