

March 12, 2010

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

Attn: Mr. David Neslin, Director

RE: **BERRY P08-27D**
Codell/Niobrara/J Sand New Drill
Township 3 North, Range 67 West, 6th P.M.
Section 5: NW/4SE/4: 2511' FNL & 2231' FEL (Surface Location)
Section 5: SW/4SE/4: 100' FSL & 1350' FEL (Bottom Hole 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.

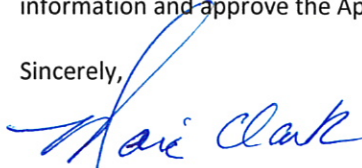
NEI's proposed wellbore spacing unit consists of the N/2NE4 Sec. 8; S/2SE/4 Sec. 5, T3N, R67W, creating a 160-acre wellbore spacing unit for the Codell/Niobrara formations and the S/2 of Section 5, T3N, R67W, creating a 320-acre wellbore spacing unit for the J Sand. NEI is not the only owner within the 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 (SE/4) 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,



Mari Clark
Regulatory Analyst II
Noble Energy Inc.



February 1, 2010

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7009 2550 0004 3132 9227

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

REVISED

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara/J Sand: New Well
WELL NAME: **Berry P08-27D**
Township 3 North, Range 67 West
Section 5: SW/4SE/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 N/2NE/4 of Section 8, in T3N, R67W, 6th P.M., and the S/2SE/4 of Section 5, in T3N, R67W, 6th P.M., as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara/J Sand 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/J Sand formations.

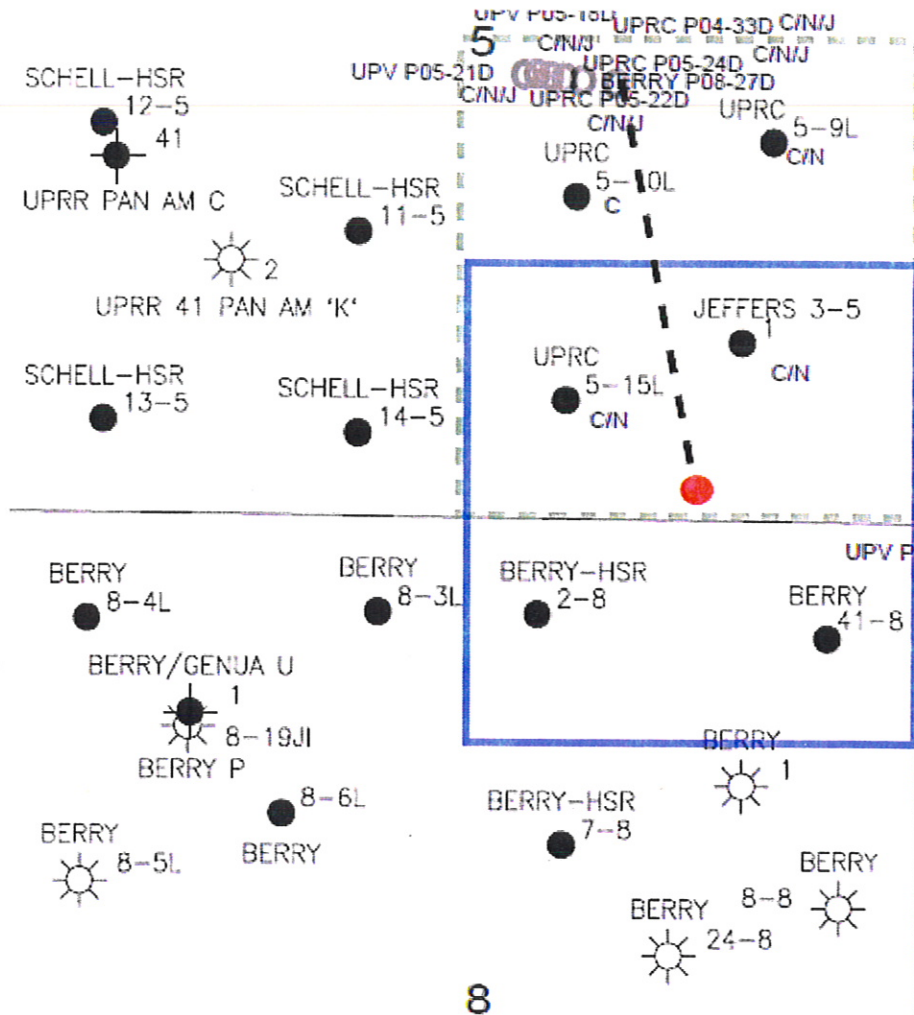
(3) **Surface and Bottomhole Locations**

SHL: 2511' FSL, 2231' FEL, Section 5, T3N, R67W, 6th P.M.
BHL: 100' FSL, 1350' FEL, Section 5, T3N, R67W, 6th P.M.

(4) **Anticipated Spud Date**

2nd Quarter, 2010

Berry P08-27D
SWSE, Section 5, T3N, R67W, 6th PM



LEGEND



Proposed 160 acre Spacing Unit



Bottom Hole Located SWSE, Section 5, T3N, R67W, 6th PM

The governmental $\frac{1}{4}$ Section has less than 8 bottom hole wells producing from the Codell, Niobrara, & J-Sand Formations.

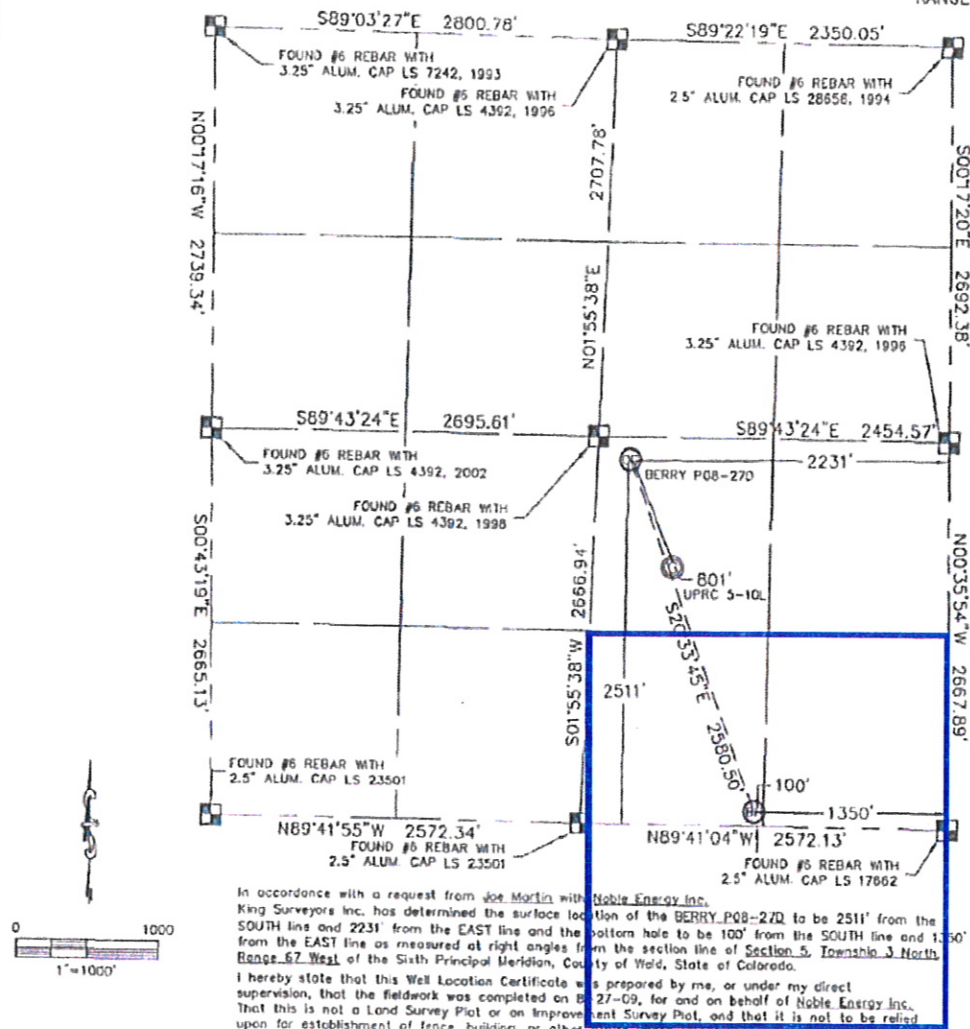
PROPOSED 318Ae SPACING UNIT

KING SURVEYORS, INC. 650 E. GARDEN DR. WINDSOR, CO 80550

WELL LOCATION CERTIFICATE

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

SECTION: 5
TOWNSHIP: 3N
RANGE: 67W



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 (NAD83 DATUM).
- 3) NEAREST EXISTING WELL: UPRC 5-10L 801' SOUTHEAST
- 4) IMPROVEMENTS: See VISIBLE IMPROVEMENTS, exhibit for all visible improvements within 400' of well head.
- 5) SURFACE USE: CROP FIELD

SURFACE LOCATION

LATITUDE: 40.254567N
LONGITUDE: 104.91287W
PDOP: 2.1
ELEV: 4875
1/4, 1/4: NW1/4SE1/4

BOTTOM HOLE

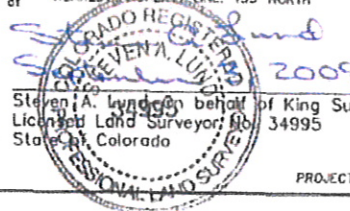
LATITUDE: 40.24791N
LONGITUDE: 104.90969W
NEAREST PROPERTY LINE: 155' NORTH

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



PROJECT#: 2009289