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March 29, 2010

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

Attn: Mr. David Neslin, Director

RE: **WARDELL H19-32D**
Codell/Niobrara/J Sand New Drill
Township 3 North, Range 65 West, 6th P.M.
Section 19: NW/4SW/4: 1700' FSL & 930' FWL (Surface Location)
Section 19: SW/4NW/4: 2550' FNL & 75' FWL (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 SENE, NESE of Section 24, T3N-66W and the SWNW, NWSW of Section 19, T3N, R65W, 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 (NW/4) to be less than eight (8) in accordance with COGCC Rule 318A.f.
- Plat illustrating proposed wellbore spacing unit on existing location plat.

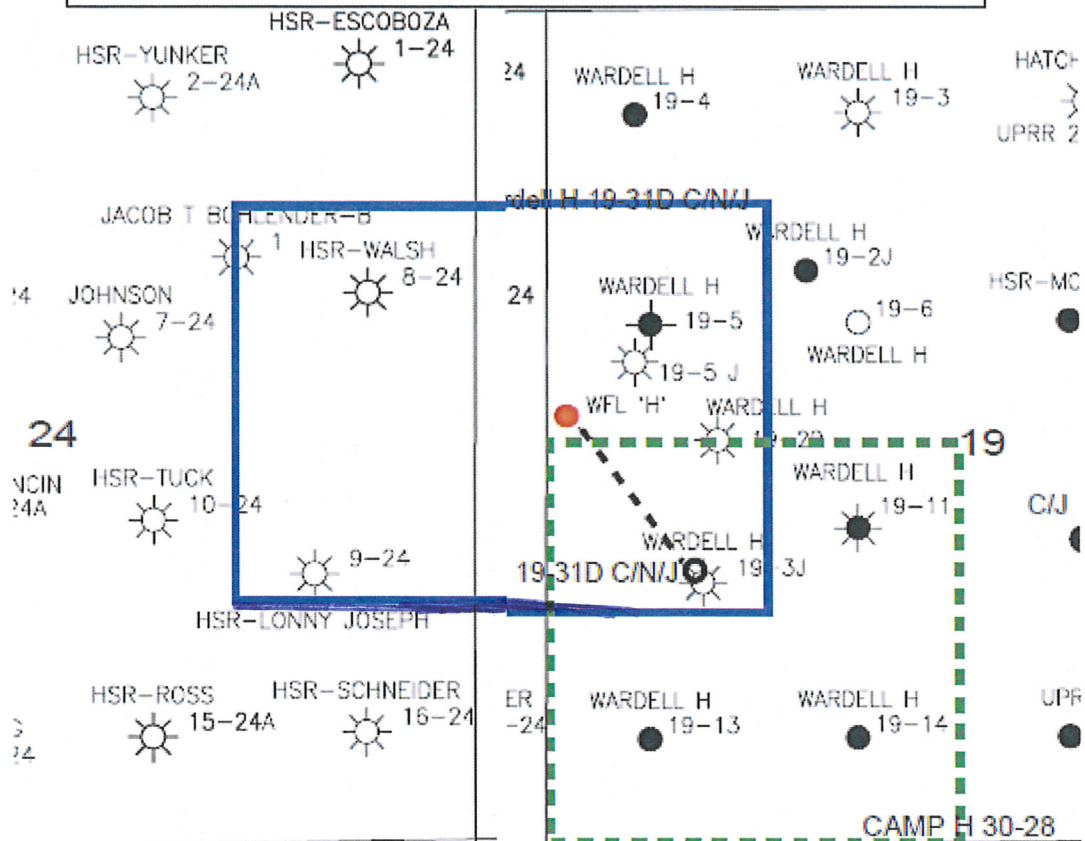
Thank you for your attention to the enclosed. NEI respectfully requests that the COGCC review the enclosed information and approve the Application for Permit to Drill the captioned well.

Sincerely,

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

Mari Clark
Regulatory Analyst II
Noble Energy Inc.

WARDELL H19-32D SWNW, Sec 19, T3N, R65W



LEGEND



Proposed 160 acre Spacing Unit



Bottom Hole Located SWNW, Sec 19, T3N, R65W

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

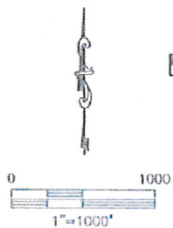
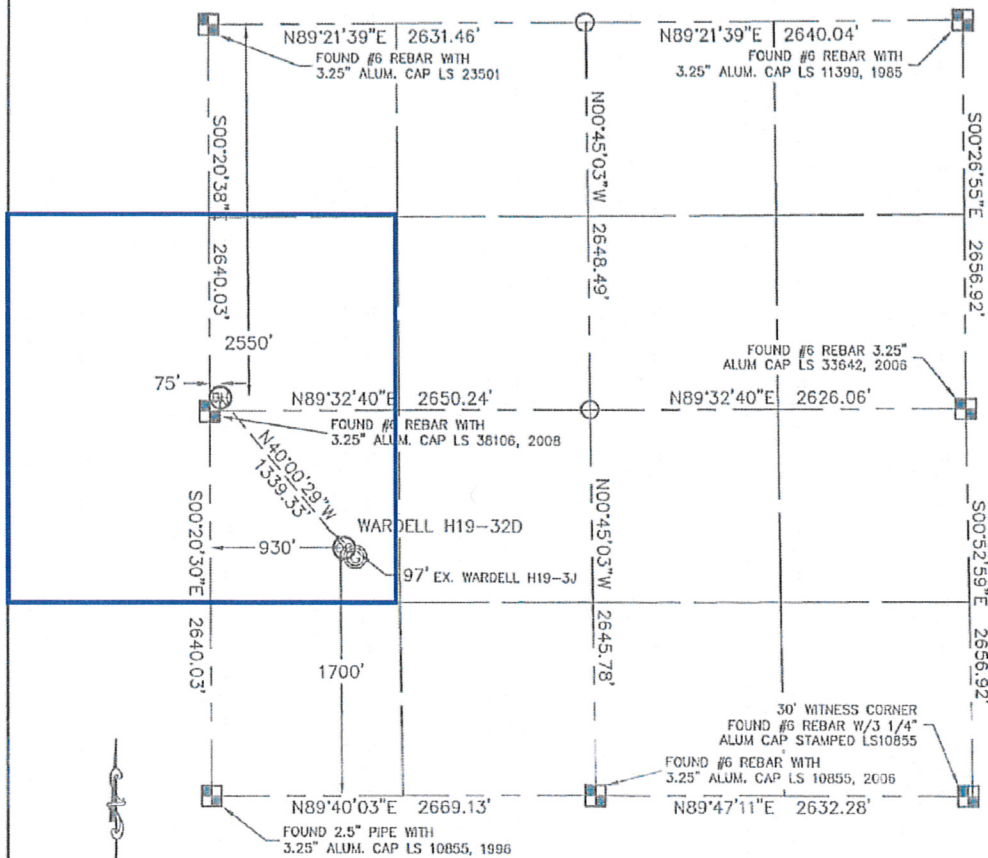
PROPOSED 318Ae SPACING UNIT

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

WELL LOCATION CERTIFICATE

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

SECTION: 19
TOWNSHIP: 3N
RANGE: 65W



In accordance with a request from Erik Van Dugur with Noble Energy Inc., King Surveyors Inc. has determined the surface location of the WARDELL H19-32D to be 1700' from the SOUTH line and 930' from the WEST line and the bottom hole to be 2550' from the NORTH line and 75' from the WEST line as measured at right angles from the section lines of Section 19, Township 3 North, Range 65 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 11-19-09, for and on behalf of Noble Energy Inc. That this is not a Land Survey Plot or an Improvement Survey Plot, 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: WARDELL H19-3J 97' SOUTHEAST
- 4) IMPROVEMENTS: See VISIBLE IMPROVEMENTS exhibit for all visible improvements within 400' of well head.
- 5) SURFACE USE: PASTURE, EX. WELL SITE

SURFACE LOCATION
LATITUDE: 40.208327N
LONGITUDE: 104.712417W
PDOP: 1.1
ELEV: 4990
1/4, 1/4: NW1/4SW1/4
NEAREST PROPERTY LINE: 930' WEST

BOTTOM HOLE
LATITUDE: 40.211167N
LONGITUDE: 104.715467W

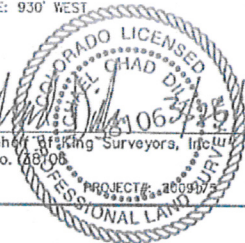
NOTE

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

Michael Chad Dilka-On behalf of King Surveyors, Inc.
Licensed Land Surveyor No. 68796
State of Colorado





"Gonzalez, Bill"
<Bill.Gonzalez@anadarko.com>
03/26/2010 09:42 AM

To <MClark@nobleenergyinc.com>, <IvanCleave@nobleenergyinc.com>
cc <CSnure@nobleenergyinc.com>, <LWandke@nobleenergyinc.com>, "Hook, Sharon"
<Sharon.Hook@anadarko.com>
bcc
Subject RE: Fw: Message from 1415-KMBT_C450 Wardell H 19-32D well

KMG does not have any objections to the new BHL.

G. E. "Bill" Gonzalez, III

Landman I
Kerr-McGee Oil & Gas Onshore LP
(A wholly-owned subsidiary of Anadarko Petroleum Corporation)
1099 18th Street
Denver, CO 80202
720-929-6544 (direct)
720-929-7544 (fax)
Bill.Gonzalez@anadarko.com

From: MClark@nobleenergyinc.com [mailto:MClark@nobleenergyinc.com]
Sent: Friday, March 26, 2010 7:12 AM
To: IvanCleave@nobleenergyinc.com
Cc: Gonzalez, Bill; CSnure@nobleenergyinc.com; LWandke@nobleenergyinc.com
Subject: Re: Fw: Message from 1415-KMBT_C450 Wardell H 19-32D well

Larry, I now have the approved plat & approved directional. Once we receive an answer from KMG, I can respond to the COGCC. Thanks, Mari

MARI CLARK
REGULATORY ANALYST II
1625 BROADWAY, SUITE 2200

DENVER, CO 80202

Main: 303-228-4000
Direct: 303-228-4413
Fax: 303-228-4286
Cell: 303-902-7642
mclark@nobleenergyinc.com

Larry Van
Cleave/Denver/NobleEnergy/Samedan

03/25/2010 03:29 PM

To Bill.Gonzalez@anadarco.com
cc Chuck Snure/Denver/NobleEnergy/Samedan, Mari Clark/Denver/NobleEnergy/Samedan, Lewis Wandke/Denver/NobleEnergy/Samedan@Samedan
Subj Fw: Message from 1415-KMBT_C450 Wardell H 19-32D well
ect

Bill, attached is a New Survey for the proposed Wardell H 19-32D well, which moves the Bottomhole Location to the NW/4 of Section 19 from the SW/4, as previously proposed and approved by KMG. This is being done so we are in compliance with COGCC Rules and Regulations allowing no more than eight (8) Codell/Niobrara wells in one quarter section. We would appreciate it, if KMG would grant us a Waiver by E-Mail approving the change in the Bottomhole location for this well by the end of tomorrow if possible. Your quick response to this request is most appreciated.

Thank You
Larry Van Cleave

----- Forwarded by Larry Van Cleave/Denver/NobleEnergy/Samedan on 03/25/2010 02:55 PM -----
6-Konica-45-C

03/25/2010 02:46 PM

Please respond to
6-Konica-45-C

To lvancleave@nobleenergyinc.com
cc
Subject Message from 1415-KMBT_C450