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February 14, 2011

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

Attn: Mr. David Neslin, Director

RE: **SYLVESTER F31-33**
Codell/Niobrara New Drill
Township 5 North, Range 65 West, 6th P.M.
Section 31: NW/4SW/4: 1396' FSL & 140' FWL (Surface Location)
Section 31: NW/4SW/4: 1396' FSL & 140' 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 W/2SW/4 of Sec. 31, T5N-T65W and E/2SE/4 Sec.36, , T5N, R66 W, 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 on file at the NEI offices. 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.

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 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.

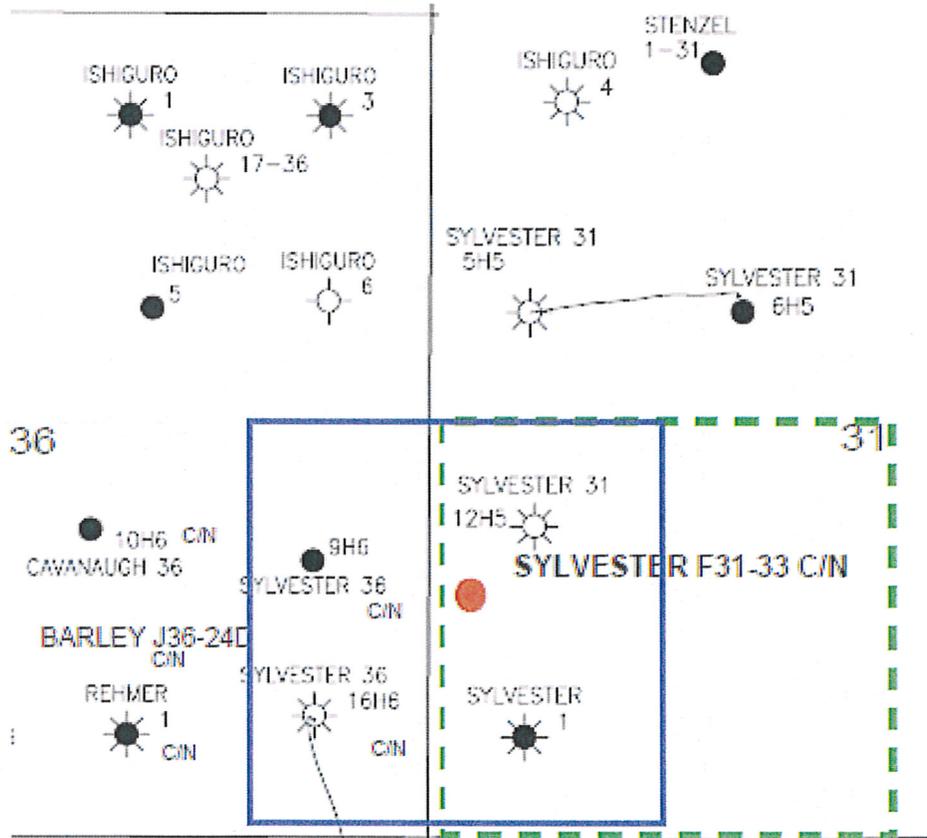
Thank you for your attention to the enclosed. NEI respectfully requests that the COGCC review the enclosed information and approve the Application for Permit to Drill the captioned well.

Sincerely,

A handwritten signature in blue ink that reads "Jan Kajiwara".

Jan Kajiwara
Regulatory Analyst III
Noble Energy Inc.

Sylvester F31-33
NWSW, Section 31, T5N, R65W



LEGEND



Proposed 160 acre Spacing Unit



Bottom Hole Located NWSW, Section 31, T5N, R65W

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

Steil Surveying Services, LLC

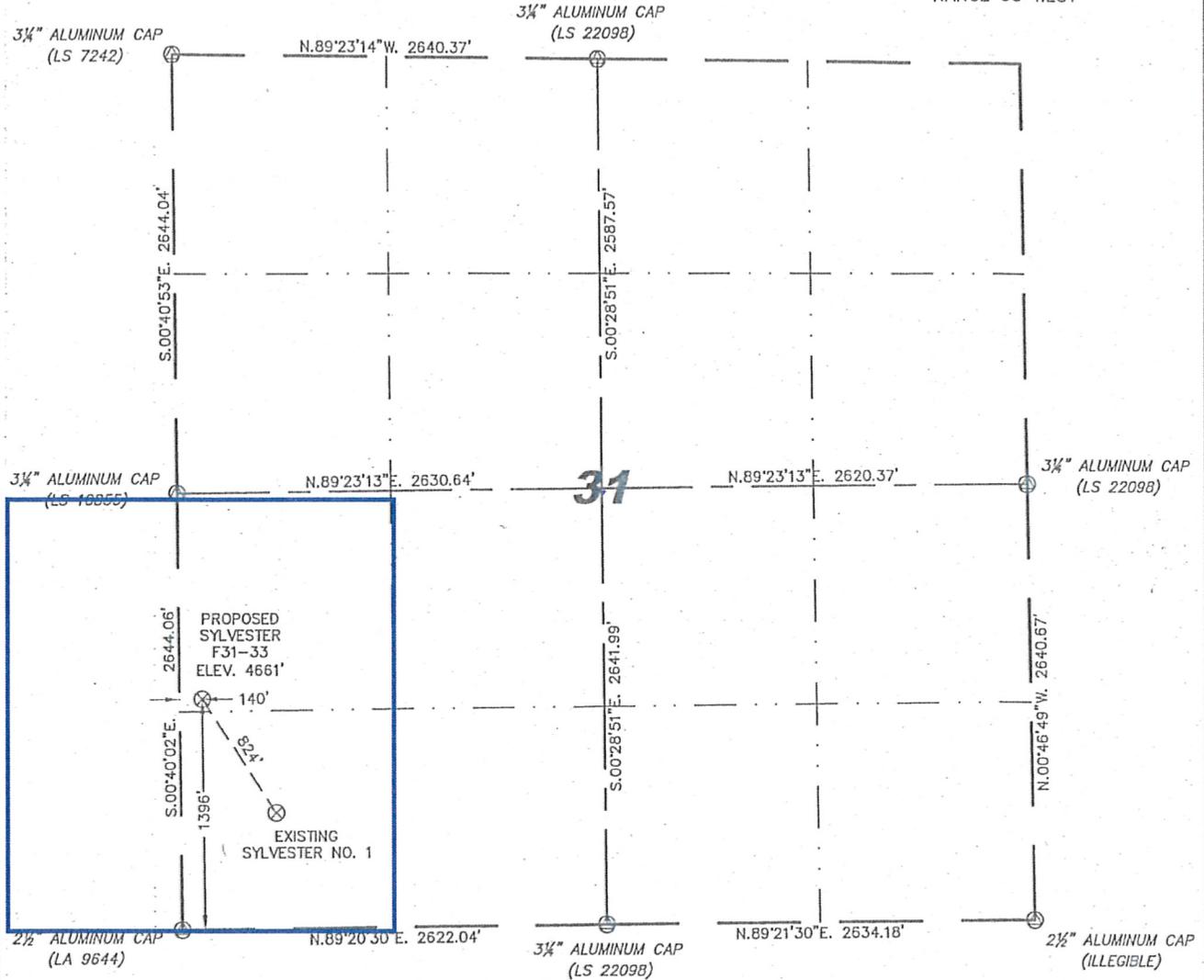
1102 West 19th Street P.O. BOX 2073

Cheyenne, Wyoming 82009

WELL LOCATION CERTIFICATE

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

SECTION 31
TOWNSHIP 5 NORTH
RANGE 65 WEST



0 1000

Scale: 1" = 1000'

IN ACCORDANCE WITH A REQUEST FROM BRIAN DeROSE - NOBLE ENERGY INC, STEIL SURVEYING SERVICES, LLC HAS DETERMINED THE LOCATION OF THE SYLVESTER F31-33 WELL TO BE 1396' FSL, 140' FWL, AS MEASURED AT NINETY (90) DEGREES FROM THE SECTION LINES, SECTION 31, TOWNSHIP 5 NORTH, RANGE 65 WEST, 6TH PRINCIPLE MERIDIAN, WELD COUNTY, COLORADO.

I HEREBY CERTIFY THAT THIS WELL LOCATION CERTIFICATE WAS PREPARED BY ME, OR UNDER MY DIRECT SUPERVISION, THAT THE FIELD WORK WAS COMPLETED ON 02/25/2010, FOR AND ON BEHALF OF NOBLE ENERGY INC, THAT IT IS NOT A LAND SURVEY PLAT OR AN IMPROVEMENT SURVEY PLAT, AND THAT IT IS NOT TO BE RELIED UPON FOR ESTABLISHMENT OF FENCE, BUILDING, OR OTHER FUTURE IMPROVEMENT LINES.

NOTES:

- 1) BASIS OF BEARINGS FOR THIS MAP ARE BASED UPON GPS OBSERVATIONS MADE ON 02/25/2010 BETWEEN MONUMENTS LOCATED AT THE SOUTHEAST SECTION CORNER AND THE NORTHEAST SECTION CORNER OF SAID SECTION AND WITH ALL BEARINGS SHOWN HEREON RELATIVE THERETO.
- 2) ELEVATIONS ARE BASED UPON NGS OPUS SOLUTION NAVD 88 DATUM.
- 3) THE NEAREST EXISTING WELL IS: SYLVESTER NO. 1, 824' SOUTHEAST.
- 4) SEE VISIBLE IMPROVEMENTS EXHIBIT FOR ALL IMPROVEMENTS WITHIN 400'.
- 5) THE LOCATION FALLS IN CROP LAND.

LATITUDE & LONGITUDE (NAD 83 SURFACE HOLE):

LATITUDE: N 40.35230'
 LONGITUDE: W 104.71519'
 PDOP: 1.6
 QUARTER-QUARTER: NW/4SW/4
 NEAREST PROPERTY LINE: 140' TO THE WEST



LEGEND

- (⊙) FOUND SURVEY MONUMENT PER MONUMENT RECORD - EXCEPTIONS NOTED.
- (C) CALCULATED DIMENSION

Completed 03/12/2010

David C. Holmes
 Professional Land Surveyor Registration No. 32828
 State of Colorado

JOB #: 10086

NOTICE: According to Colorado law you MUST commence any legal action based upon any defect in this W.L.C. within three years after you first discover such defect. In no event may any action based upon any defect in this W.L.C. be commenced more than ten years from this said date of the certification shown hereon.