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September 1, 2011

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

Attn: Mr. David Neslin, Director

RE: **SHOEMAKER PC A2-69HN**
Niobrara New Drill
Township 6 North, Range 64 West, 6th P.M.
Section 12: NW/4NE/4: 337' FNL & 2409' FEL (Surface Location)
Section 12: NW/4NE/4: 92' FNL & 1768' FEL (Begin Production Location)
Township 6 North, Range 63 West, 6th P.M.
Section 7: NW/4NE/4: 75' FNL & 1855' 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 S/2SE/4 Sec. 1, N/2NE/4 Sec. 12 in T6N-R64W, S/2SW/4 SW/4SE/4 Sec. 6, N/2NW/4 NW/4NE/4 Sec. 7, T3N, R63W, creating a 400-acre wellbore spacing unit for the Niobrara formation. 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(l).e(6). Copies of the required notice letter(s) is/are on file at the NEI offices. The required thirty (30) 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:

- Map & plat illustrating proposed wellbore spacing unit.

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, appearing to read 'Jan Kajiwar'.

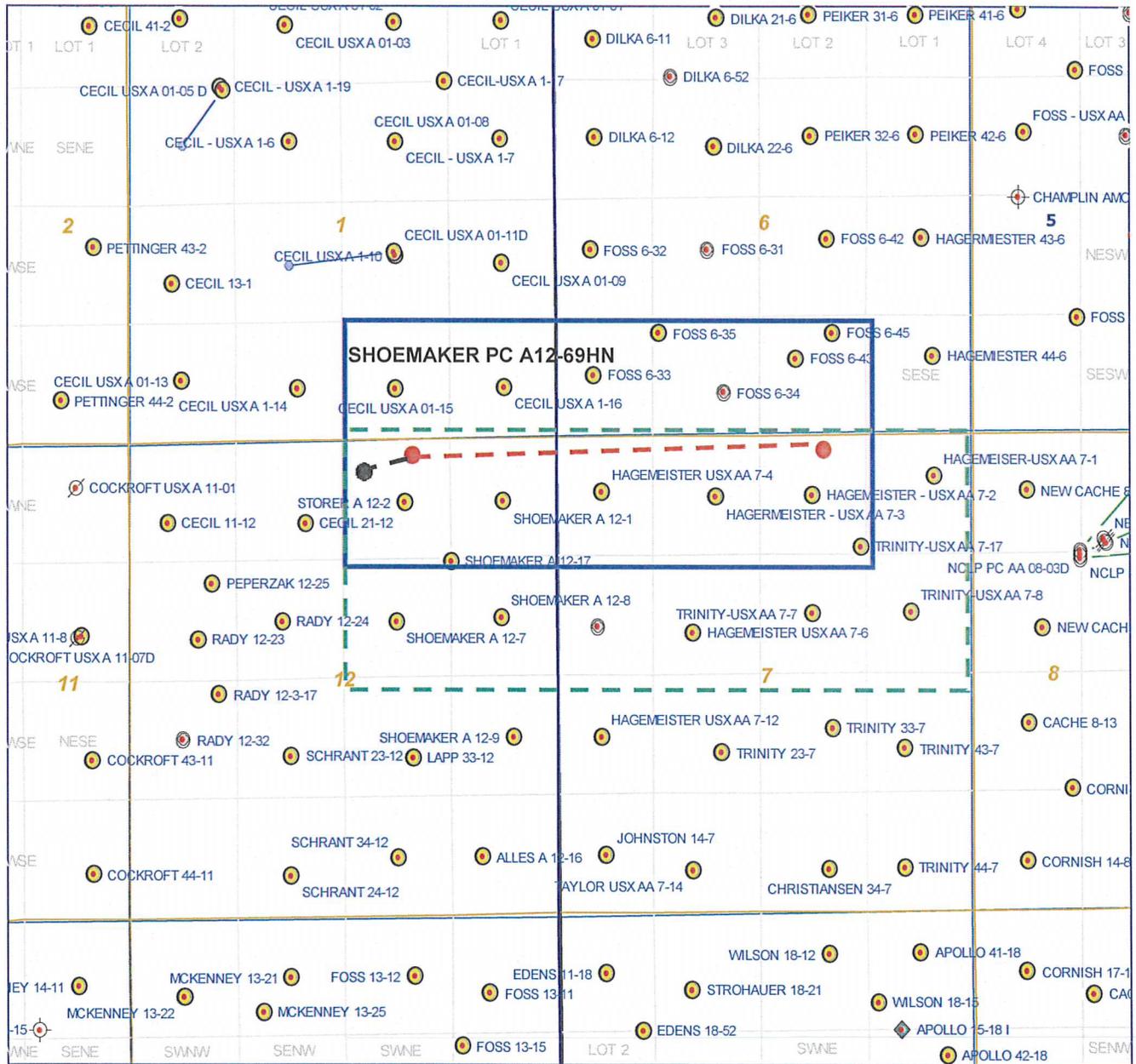
Jan Kajiwar
Regulatory Analyst II
Noble Energy Inc.

SHOEMAKER PC A12-69HN

Noble Energy, Inc

S/2SE/4 Section 1, N/2NE/4 Section 12 Township 6 North, Range 64 West

S/2SW/4, SW/4SE/4 Section 6, N/2NW/4, NW/4NE/4 Section 7, Township 6 North, Range 63 West



Legend



Proposed 400 acre spacing unit



Bottom Hole Location

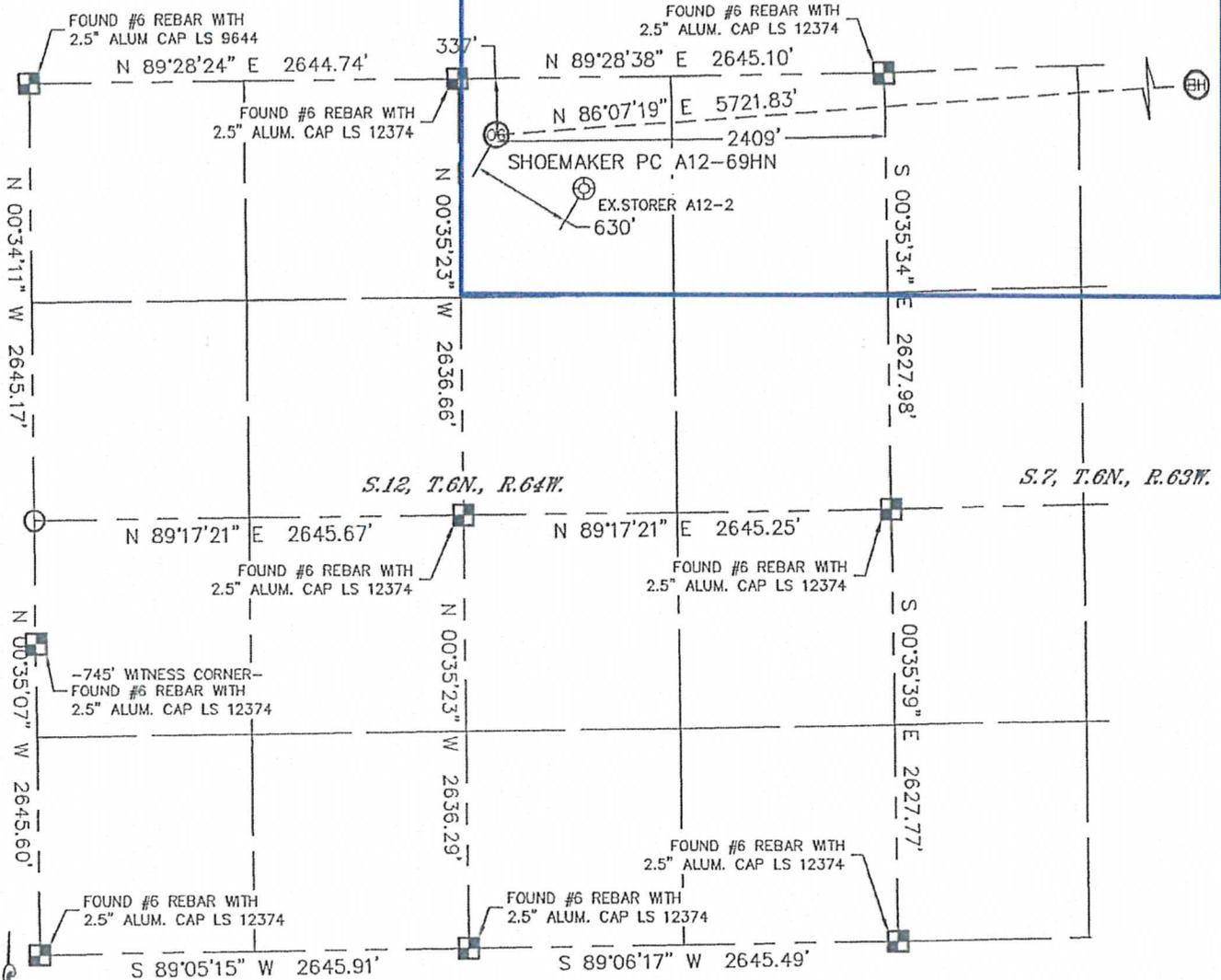


Bottom Hole Located NE/4, Sec. 12, T6N, R64W and the N/2, Sec. 7, T6N, R63W

WELL LOCATION CERTIFICATE

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

SECTION: 12
TOWNSHIP: 6N
RANGE: 64W



In accordance with a request from Nate McCorkell, with Noble Energy Inc., Lat40°, Inc. has determined the surface location of the SHOEMAKER PC A12-69HN to be 337' from the NORTH line and 2409' from the EAST line as measured at right angles from the section lines of Section 12, Township 6 North, Range 64 West and the bottom hole to be 75' from the NORTH line and 1855' from the EAST line as measured at right angles from the section lines of Section 7, Township 6 North, Range 63 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 2/24/11, for and on behalf of Noble Energy Inc. That this 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.

- 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: STORER A12-2, 630'
 - 4) IMPROVEMENTS: See LOCATION DRAWING for all visible improvements within 400' of disturbed area.
 - 5) SURFACE USE: PIVOT CORNER, PASTURE
 - 6) INSTRUMENT OPERATOR: BRIAN BRINKMAN

SURFACE LOCATION	BOTTOM HOLE
LATITUDE: 40.50711N	LATITUDE: 40.50800N
LONGITUDE: 104.49746W	LONGITUDE: 104.47692W
PDOP: 1.6	
ELEV: 4720'	
1/4, 1/4: NW1/4NE1/4	
NEAREST PROPERTY LINE: 236' WEST	



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

SHEET 1 OF 2

Brian T. Brinkman—On behalf of Lat40°, Inc.
Colorado Licensed Professional Land Surveyor No. 38175

PROJECT#: 2011038

