

APPLICATION FOR PERMIT TO:

1. **Drill,** Deepen, Re-enter, Recomplete and Operate

2. TYPE OF WELL

OIL GAS COALBED OTHER _____
 SINGLE ZONE MULTIPLE COMMINGLE

Refiling
 Sidetrack

Document Number:

400200949

Plugging Bond Surety

20030009

3. Name of Operator: NOBLE ENERGY INC 4. COGCC Operator Number: 100322

5. Address: 1625 BROADWAY STE 2200
 City: DENVER State: CO Zip: 80202

6. Contact Name: JEAN MUSE-REYNOLDS Phone: (303)228-4316 Fax: (303)228-4286

Email: jmuse@nobleenergyinc.com

7. Well Name: HYRUP Well Number: 12-33A (12Hpad)

8. Unit Name (if appl): _____ Unit Number: _____

9. Proposed Total Measured Depth: 6866

WELL LOCATION INFORMATION

10. QtrQtr: SENE Sec: 12 Twp: 8S Rng: 96W Meridian: 6

Latitude: 39.366133 Longitude: -108.051910

Footage at Surface: 2283 feet FNL 1021 feet FEL

11. Field Name: GRAND VALLEY Field Number: 31290

12. Ground Elevation: 6155 13. County: MESA

14. GPS Data:

Date of Measurement: 06/17/2011 PDOP Reading: 0.8 Instrument Operator's Name: RON RENNKE

15. If well is Directional Horizontal (highly deviated) **submit deviated drilling plan.**

Footage at Top of Prod Zone: 2454 FSL 1946 FEL Bottom Hole: 2454 FSL 1946 FEL
 Sec: 12 Twp: 8S Rng: 96W Sec: 12 Twp: 8S Rng: 96W

16. Is location in a high density area? (Rule 603b)? Yes No

17. Distance to the nearest building, public road, above ground utility or railroad: 1125 ft

18. Distance to nearest property line: 1787 ft 19. Distance to nearest well permitted/completed in the same formation: 41 ft

20. LEASE, SPACING AND POOLING INFORMATION

Objective Formation(s)	Formation Code	Spacing Order Number(s)	Unit Acreage Assigned to Well	Unit Configuration (N/2, SE/4, etc.)
WILLIAMS FORK	WMFK	139-45	40	1420

21. Mineral Ownership: Fee State Federal Indian Lease #: _____

22. Surface Ownership: Fee State Federal Indian

23. Is the Surface Owner also the Mineral Owner? Yes No Surface Surety ID#:

23a. If 23 is Yes: Is the Surface Owner(s) signature on the lease? Yes No

23b. If 23 is No: Surface Owners Agreement Attached or \$25,000 Blanket Surface Bond \$2,000 Surface Bond \$5,000 Surface Bond

24. Using standard QtrQtr, Sec, Twp, Rng format enter entire mineral lease description upon which this proposed wellsite is located (attach separate sheet/map if you prefer):

NWSE Sec 12 - T8S - R96W, 6th P.M.

25. Distance to Nearest Mineral Lease Line: 241 ft

26. Total Acres in Lease: 1420

DRILLING PLANS AND PROCEDURES

27. Is H2S anticipated? Yes No If Yes, attach contingency plan.

28. Will salt sections be encountered during drilling? Yes No

29. Will salt (>15,000 ppm TDS CL) or oil based muds be used during drilling? Yes No

30. If questions 28 or 29 are yes, is this location in a sensitive area (Rule 901.e)? Yes No

31. Mud disposal: Offsite Onsite

If 28, 29, or 30 are "Yes" a pit permit may be required.

Method: Land Farming Land Spreading Disposal Facility

Other: EVAPORATE & BURY

Note: The use of an earthen pit for Recompletion fluids requires a pit permit (Rule 905b). If air/gas drilling, notify local fire officials.

Casing Type	Size of Hole	Size of Casing	Wt/Ft	Csg/Liner Top	Setting Depth	Sacks Cmt	Cmt Btm	Cmt Top
CONDUCTOR	20+0/0	16+0/0		0	60	15	60	0
SURF	12+1/4	8+5/8	32	0	1,500	355	1,500	0
1ST	6+0/0	4+1/2	11.6	0	6,866	500	6,866	

32. BOP Equipment Type: Annular Preventer Double Ram Rotating Head None

33. Comments Parasite string 3000'. The Production Casing Top of Cement will be 200' above Top of Gas.No pits will be constructed. A closed loop system will be used for this APD.This location does not require a variance from any of the rules listed in COGCC Rule 306.d (1). (A).(ii). This location is not in a wildlife restricted surface occupancy area.

34. Location ID: 312697

35. Is this application in a Comprehensive Drilling Plan ? Yes No

36. Is this application part of submitted Oil and Gas Location Assessment ? Yes No

I hereby certify all statements made in this form are, to the best of my knowledge, true, correct, and complete.

Signed: _____

Print Name: JEAN MUSE-REYNOLDS

Title: REGULATORY COMPLIANCE Date: 8/31/2011 Email: jmuse@nobleenergyinc.com

Based on the information provided herein, this Application for Permit-to-Drill complies with COGCC Rules and applicable orders and is hereby approved.

COGCC Approved: _____ Director of COGCC Date: _____

API NUMBER

05

Permit Number: _____ Expiration Date: _____

CONDITIONS OF APPROVAL, IF ANY:

All representations, stipulations and conditions of approval stated in the Form 2A for this location shall constitute representations, stipulations and conditions of approval for this Form 2 Permit-to-Drill and are enforceable to the same extent as all other representations, stipulations and conditions of approval stated in this Permit-to-Drill.

Attachment Check List

Att Doc Num	Name
400200949	FORM 2 SUBMITTED
400200950	WELL LOCATION PLAT
400200951	DEVIATED DRILLING PLAN
400200954	H2S CONTINGENCY PLAN
400200955	OTHER
400200956	CONST. LAYOUT DRAWINGS
400200957	ACCESS ROAD MAP
400200958	OTHER
400200959	HYDROLOGY MAP
400200960	REFERENCE AREA MAP
400200961	ACCESS ROAD MAP
400200962	LOCATION PICTURES
400200963	REFERENCE AREA PICTURES
400200964	MULTI-WELL PLAN
400200965	LOCATION DRAWING
400200966	NRCS MAP UNIT DESC
400200967	NRCS MAP UNIT DESC
400200968	OIL & GAS LEASE

Total Attach: 18 Files

General Comments

<u>User Group</u>	<u>Comment</u>	<u>Comment Date</u>

Total: 0 comment(s)

BMP

<u>Type</u>	<u>Comment</u>
Drilling/Completion Operations	Spill reporting and cleanup per COGCC guidelines, EPA regulations, CDPEH regulations, and Noble Energy Inc. policies.
Storm Water/Erosion Control	<ul style="list-style-type: none">• Stormwater management practices during construction and interim reclamations phases in accordance with CDPHE regulations.• Stormwater management practices in accordance with COGCC rules throughout the operating life of the locations.
Wildlife	Bird protection practices in accordance with the Migratory Bird Act.
Interim Reclamation	Use of portable toilets whenever long-term activities are occurring onsite.
General Housekeeping	<ul style="list-style-type: none">• Waste minimization practices including re-use and recycling when practicable.• Waste management (handling and disposal) practices in accordance with COGCC rules and RCRA guidelines as applicable.• Good housekeeping practices relative to overall site condition.
Planning	<ul style="list-style-type: none">• Traffic minimization practices whenever possible in order to reduce dust, noise, congestion, road maintenance.• Noise minimization.• Use of multi-well pad sites for the purpose of minimizing areas of disturbance, traffic, and environmental impact.• Proper reclamation and reseeding practices in accordance with COGCC rules, landowner requirements and BLM stipulations as applicable.
Material Handling and Spill Prevention	<ul style="list-style-type: none">• Spill Prevention Control and Countermeasure (SPCC) Plans in accordance with 40 CFR, Part 112.• Secondary containment for oil and produced water vessels in accordance with COGCC rules.

Total: 7 comment(s)