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September 12, 2011
Colorado Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln Street, Suite 801
Denver, CO 80203
Attn: Mr. David Neslin, Director

RE: **Dechant D31-31D**
Codell/Niobrara New Drill
Township 3 North, Range 64 West, 6th P.M.
Section 31: SW/4NW/4: 2437' FNL & 397' FWL (Surface Location)
Section 31: SW/4NW/4: 1420' 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 E/2NE/4, Sec 35, T3N, R65W, & W/2NW/4, Sec 31, T3N, R64W, 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(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.

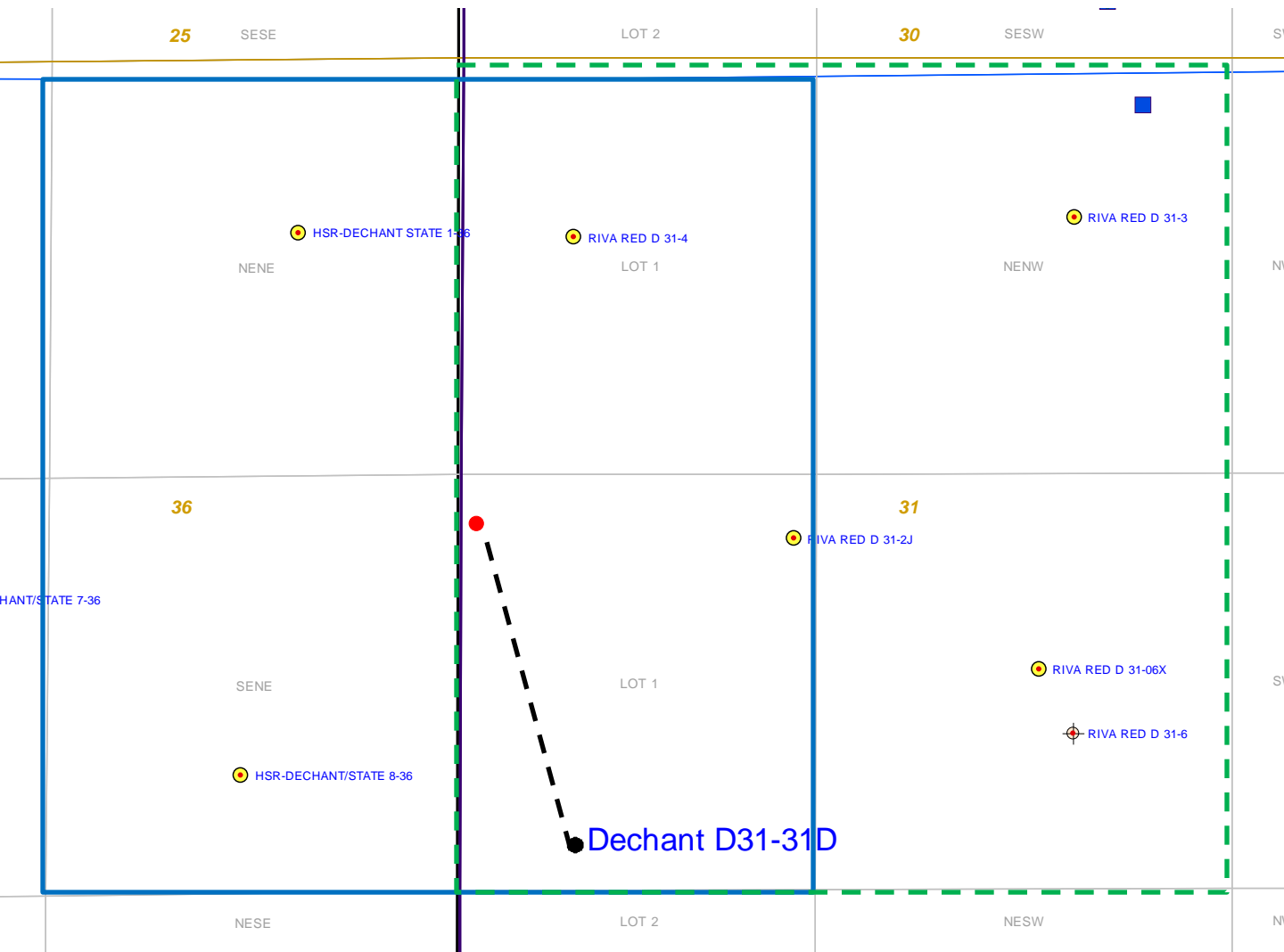
Sincerely,

Justin Garrett
Regulatory Specialist
Noble Energy Inc.

Dechant D31-31D

Noble Energy, Inc

SW/4NW/4 Section 31, Township 3 North, Range 64 West



Legend



Proposed 160 acre spacing unit



Bottom Hole Location

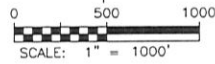
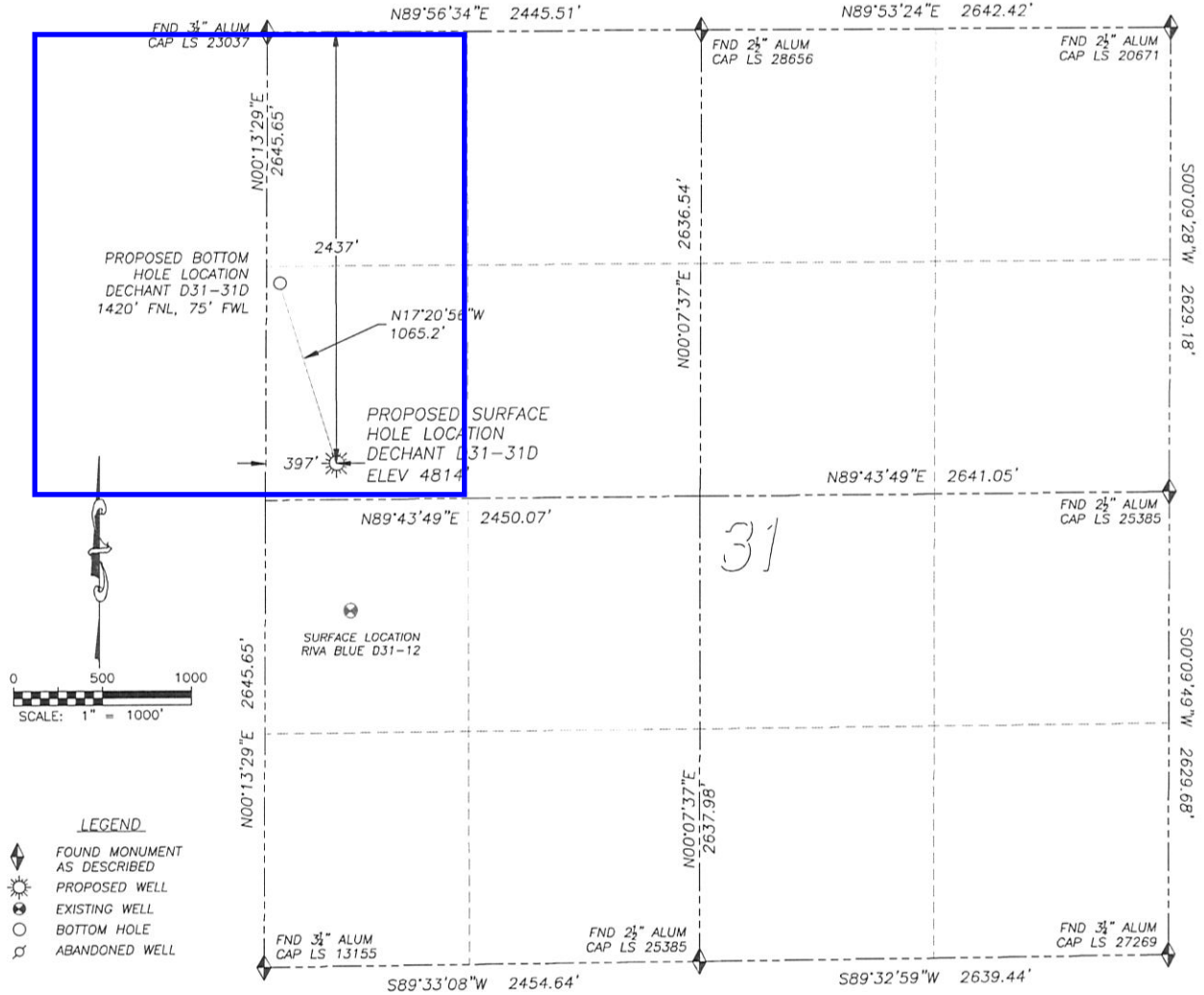


Bottom Hole Located NW/4, Sec. 31, T3N, R64W

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

WELL LOCATION CERTIFICATE DECHANT D31-31D

SECTION 31, TOWNSHIP 3 NORTH, RANGE 64 WEST OF THE 6TH PRINCIPAL MERIDIAN



- LEGEND**
- ◆ FOUND MONUMENT AS DESCRIBED
 - ☀ PROPOSED WELL
 - ⊙ EXISTING WELL
 - BOTTOM HOLE
 - ⊘ ABANDONED WELL

NAD 83 LATITUDE AND LONGITUDE

DECHANT D31-31D SURFACE HOLE:

LATITUDE: N40.18219°
 LONGITUDE: W104.60143°
 ELEVATION: 4814'
 FOOTAGE: 2437' FNL, 397' FWL
 PDOP: 1.8
 QTR/QTR: SW4/NW4
 PROP LINE: 207'± SOUTH

BOTTOM HOLE:
 LATITUDE: N40.18498°
 LONGITUDE: W104.60257°
 FOOTAGE: 1420' FNL, 75' FWL

NEAREST EXISTING WELL:
 RIVA BLUE D31-12 SURFACE HOLE
 LATITUDE: N40.17989°
 LONGITUDE: W104.60114°
 ELEVATION: 4817'
 840' SOUTH

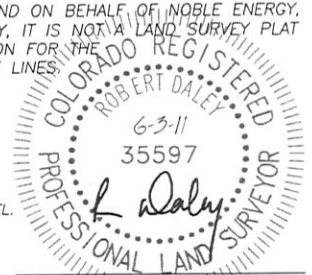
IN ACCORDANCE WITH A REQUEST FROM SEAN CASPER OF NOBLE ENERGY INC., DALEY LAND SURVEYING, INC. HAS DETERMINED THE SURFACE LOCATION OF THE DECHANT D31-31D WELL TO BE 2437' FNL, 397' FWL, AS MEASURED AT NINETY (90) DEGREES FROM THE SECTION LINES OF SECTION 31, TOWNSHIP 3 NORTH, RANGE 64 WEST OF THE 6TH PRINCIPAL MERIDIAN, WELD COUNTY, COLORADO. THE BOTTOM HOLE LOCATION, PROVIDED BY THE CLIENT, IS TO BE 1420' FNL, 75' FWL.

I HEREBY CERTIFY THAT THIS WELL LOCATION CERTIFICATE WAS PREPARED BY ME OR UNDER MY DIRECT SUPERVISION, THAT THE WORK WAS COMPLETED ON 6/2/2011 FOR AND ON BEHALF OF NOBLE ENERGY, INC., AND THAT THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY, IT IS NOT A LAND SURVEY PLAT OR AN IMPROVEMENT SURVEY PLAT AND IT IS NOT TO BE RELIED UPON FOR THE ESTABLISHMENT OF FENCE, BUILDING OR OTHER FUTURE IMPROVEMENT LINES.

NOTES:

- 1) BEARINGS FOR THIS MAP ARE ASSUMED AND BASED UPON GPS OBSERVATIONS MADE BETWEEN MONUMENTS LOCATED AT THE NORTHWEST CORNER AND NORTH QUARTER CORNER OF SECTION 31, T.3N., R.64W.
- 2) HORIZONTAL DATUM IS NAD83.
- 3) VERTICAL DATUM IS NAVD88. ELEVATIONS ARE DERIVED FROM GPS OBSERVATIONS PROCESSED THROUGH OPUS, UTILIZING THE GEOD03 MODEL.
- 4) SEE LOCATION DRAWING FOR VISIBLE IMPROVEMENTS WITHIN 600' OF PROPOSED SURFACE HOLE LOCATION.
- 5) SURFACE USE: AGRICULTURAL.

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 such defect in this W.L.C. be commenced more than ten years from the date of the certification shown herein.



FOR AND ON BEHALF OF
 DALEY LAND SURVEYING INC.,
 Robert Daley, PLS 35597