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Document Number:
 400184297
 PluggingBond SuretyID
 20030009

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

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: SPRUCE CREEK Well Number: 8-41C (8A Pad)
 8. Unit Name (if appl): _____ Unit Number: _____
 9. Proposed Total Measured Depth: 9420

WELL LOCATION INFORMATION

10. QtrQtr: NENE Sec: 8 Twp: 7S Rng: 94W Meridian: 6
 Latitude: 39.458714 Longitude: -107.905934
 Footage at Surface: 419 feet FNL 1098 feet FEL
 11. Field Name: RULISON Field Number: 75400
 12. Ground Elevation: 6454 13. County: GARFIELD

14. GPS Data:
 Date of Measurement: 09/08/2008 PDOP Reading: 2.4 Instrument Operator's Name: JOHN RICHARDSON

15. If well is Directional Horizontal (highly deviated) **submit deviated drilling plan.**
 Footage at Top of Prod Zone: 806 FNL 571 FEL Bottom Hole: 806 FNL 571 FEL
 Sec: 8 Twp: 7S Rng: 94W Sec: 8 Twp: 7S Rng: 94W

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: 1300 ft
 18. Distance to nearest property line: 1175 ft 19. Distance to nearest well permitted/completed in the same formation(BHL): 315 ft

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.)
ILES	ILES	139-73	40	NENE
WILLIAMS FORK	WMFK	139-73	40	NENE

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):
ON FILE WITH THE STATE OF COLORADO.

25. Distance to Nearest Mineral Lease Line: 529 ft 26. Total Acres in Lease: 200

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: CLOSED LOOP SYSTEM

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	14+1/4	8+5/8	32	0	1,500	550	1,500	0
1ST	7+7/8	4+1/2	11.6	0	9,420	1,030	9,420	

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. All conditions are the same as prior approved permit. No pits will be constructed. A closed loop system will be used for this APD. This re-file will not require any expansion/additional disturbance. 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: 413476

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: 9/13/2011 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
05 045 18562 00

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
400184297	FORM 2 SUBMITTED
400203975	H2S CONTINGENCY PLAN
400204976	WELL LOCATION PLAT
400204977	LOCATION PICTURES
400204978	OTHER
400204979	ACCESS ROAD MAP
400204980	REFERENCE AREA PICTURES
400204982	CONST. LAYOUT DRAWINGS
400204983	LOCATION DRAWING
400204984	HYDROLOGY MAP
400204985	REFERENCE AREA MAP
400204986	MULTI-WELL PLAN
400204987	APD APPROVED

Total Attach: 13 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>
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.
Interim Reclamation	Use of portable toilets whenever long-term activities are occurring onsite.
Wildlife	Bird protection practices in accordance with the Migratory Bird Act.
Drilling/Completion Operations	<ul style="list-style-type: none">• Spill reporting and cleanup per COGCC guidelines, EPA regulations, CDPEH regulations, and Noble Energy Inc. policies.
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.
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.

Total: 7 comment(s)