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| DE | ET | OE | ES |
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Document Number:
400200221

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: Justin Garrett Phone: (303)228-4449 Fax: (303)228-4286
 Email: JGGarrett@nobleenergyinc.com

7. Well Name: Watkins Well Number: C12-23D

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

9. Proposed Total Measured Depth: 7124

WELL LOCATION INFORMATION

10. QtrQtr: NWSE Sec: 12 Twp: 4N Rng: 64W Meridian: 6
 Latitude: 40.323440 Longitude: -104.498640

Footage at Surface: _____ feet FNL/FSL _____ feet FEL/FWL _____ feet FEL

11. Field Name: Wattenberg Field Number: 90750

12. Ground Elevation: 4627 13. County: WELD

14. GPS Data:
 Date of Measurement: 07/06/2011 PDOP Reading: 2.1 Instrument Operator's Name: Adam Kelly

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

Footage at Top of Prod Zone: FNL/FSL _____ FEL/FWL _____ Bottom Hole: FNL/FSL _____ FEL/FWL _____

1398 FSL 977 FEL 1398 FSL 977 FEL

Sec: 12 Twp: 4N Rng: 64W Sec: 12 Twp: 4N Rng: 64W

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: 1355 ft

18. Distance to nearest property line: 96 ft 19. Distance to nearest well permitted/completed in the same formation(BHL): 905 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.) |
|------------------------|----------------|-------------------------|-------------------------------|--------------------------------------|
| Codell | CODL | 407-87 | 160 | GWA |
| Niobrara | NBRR | 407-87 | 160 | GWA |

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):

T4N-R64W Sec. 12: N/2SE/4

25. Distance to Nearest Mineral Lease Line: 55 ft

26. Total Acres in Lease: 80

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

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 |
|-------------|--------------|----------------|-------|---------------|---------------|-----------|---------|---------|
| SURF | 12+1/4 | 8+5/8 | 24 | 0 | 980 | 200 | 980 | 0 |
| 1ST | 7+7/8 | 4+1/2 | 11.6 | 0 | 7,124 | 650 | 7,124 | |

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

33. Comments Conductor Casing will not be used. First String top of cement will be 200' above Niobrara formation. Well is a part of a two-well pad consisting of the Watkins C12-23D (Doc #400200221) and Watkins C12-24 (Doc #400200221), multi-well plan attached. The production facilities for the proposed pad will be added to existing equipment approx. 1280' S of the pad site, (Doc #400200223). Noble Energy Inc. requests approval of Rule 603.a.(2) exception location for well location 96' from nearest property line, request letter and signed waiver attached. Unit Configuration = SE/4.

34. Location ID: _____

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: Justin Garrett

Title: Regulatory Specialist

Date: 9/26/2011

Email: JDGarrett@nobleenergyinc.

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: David S. Neslin

Director of COGCC Date: 10/19/2011

API NUMBER

05 123 34570 00

Permit Number: _____ Expiration Date: 10/18/2013

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.

- 1) Note surface casing setting depth change from 600' to 980'. Increase cement coverage accordingly and cement to surface.
- 2) Provide 24 hour notice of MIRU to Jim Precup via e-mail at jim.precup@state.co.us.
- 3) Comply with Rule 317.i and provide cement coverage from the end of the production casing to a minimum of 200' above the Niobrara. Verify coverage with a cement bond log.
- 4) Comply with Rule 321. Run and submit Directional Survey from the end of production casing to base of surface casing. Ensure that the wellbore complies with setback requirements in commission orders or rules prior to producing the well.

Attachment Check List

| Att Doc Num | Name |
|-------------|------------------------|
| 2481205 | SURFACE CASING CHECK |
| 400200221 | FORM 2 SUBMITTED |
| 400208251 | 30 DAY NOTICE LETTER |
| 400208253 | PLAT |
| 400208254 | DEVIATED DRILLING PLAN |
| 400208255 | EXCEPTION LOC REQUEST |
| 400208256 | EXCEPTION LOC WAIVERS |
| 400208257 | WAIVERS |
| 400208271 | SURFACE AGRMT/SURETY |

Total Attach: 9 Files

General Comments

| <u>User Group</u> | <u>Comment</u> | <u>Comment Date</u> |
|-------------------|--|--------------------------|
| Permit | Final review complete | 10/19/2011 8:25:58 AM |
| Permit | Ready to pass pending public comment 10/18/11. | 9/28/2011 2:45:58 PM |

Total: 2 comment(s)

BMP

| <u>Type</u> | <u>Comment</u> |
|--|---|
| Storm Water/Erosion Control | Stormwater management plans (SWMP) are in place to address construction, drilling and operations associated with Oil & Gas development throughout the state of Colorado in accordance with Colorado Department of Public Health and Environment (CDPHE) General Permit No. COR- 038637. BMP's will be constructed around the perimeter of the site prior to, or at the beginning of construction. BMP's used will vary according to the location, and will remain in place until the pad reaches final reclamation. |
| Material Handling and Spill Prevention | Spill Prevention Control and Countermeasures (SPCC) plans are in place to address any possible spill associated with Oil & Gas operations throughout the state of Colorado in accordance with CFR 112. |
| General Housekeeping | Housekeeping will consist of neat and orderly storage of materials and fluids. Wastes will be temporarily stored in sealed containers and regularly collected and disposed of at offsite, suitable facilities. If spills occur prompt cleanup is required to minimize any commingling of waste materials with stormwater runoff. Routine maintenance will be limited to fueling and lubrication of equipment. Drip pans will be used during routine fueling and maintenance to contain spills or leaks. Any waste product from maintenance will be containerized and transported offsite for disposal or recycling. There will be no major equipment overhauls conducted onsite. Equipment will be transported offsite for major overhauls. Cleanup of trash and discarded materials will be conducted at the end of each work day. Cleanup will consist of patrolling the roadway, access areas, and other work areas to pickup trash, scrap debris, other discarded materials, and any contaminated soil. These materials will be disposed of properly. |

Total: 3 comment(s)