



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: 324 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 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	100	15	100	0
SURF	12+1/4	8+5/8	24	0	1,500	550	1,500	0
1ST	7+7/8	4+1/2	11.6	0	10,380	450	10,380	

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

33. Comments The Production Casing Top of Cement will be 200 feet above Williams Fork. Parasite string 3000'. The surface Casing Setting Depth and Cement Bottom was changed to 1,500 feet as approved by the BLM. All conditions are the same as prior approved permit. This well is part of the RULISON 17L Pad, which is a multi-well pad for 15 wells total. The pad has been built. This re-file will not require any expansion/additional surface disturbance of the pad. The pad is located in Project Rulison 3-Mile Radius Tier II. DOE letter sent 6/4/09. COGCC DOE notice 6/5/09. A closed loop pitless 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 pad is not in a wildlife restricted surface occupancy area.

34. Location ID: 413221

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: 1/13/2012 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: 2/29/2012

**API NUMBER**

05 045 18744 00

Permit Number: \_\_\_\_\_ Expiration Date: 2/27/2014

**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) COMPLIANCE WITH THE MOST CURRENT REVISION OF THE NORTHWEST COLORADO NOTIFICATION POLICY IS REQUIRED.

2) GARFIELD COUNTY RULISON FIELD NOTICE TO OPERATORS. NOTE: ALL NOTICES SHALL BE GIVEN VIA E-MAIL. SEE ATTACHED NOTICE

3) CEMENT ON PRODUCTION CASING MUST BE A MINIMUM OF 200' ABOVE THE TOP OF THE MESA VERDE FORMATION (OR 200' ABOVE THE OHIO CREEK FORMATION IF PRESENT). CEMENT TOP VERIFY BY CBL IS REQUIRED. THIS REQUIREMENT SHALL SUPERSEDE THE TOP OF CEMENT REQUIREMENTS IN THE NEW MAMM CREEK FIELD NOTICE TO OPERATORS.

4) COMPLY WITH ALL DOE OFFICE OF LEGACY MANAGEMENT REQUESTS FOR SAMPLING AND ANALYSIS OF NATURAL GAS AND OTHER MATERIALS ASSOCIATED WITH DRILLING AND PRODUCTION.

5) FLOWBACK TO TANKS ONLY. SUBMIT A SECONDARY AND TERTIARY CONTAINMENT PLAN VIA SUNDRY NOTICE FORM 4 FOR THE TANKS. SUBMIT VIA EMAIL TO RULISON.SUBMITTAL@STATE.CO.US OBTAIN APPROVAL OF THE PLAN PRIOR TO FLOWBACK.

6) SPUD NOTICE MUST IDENTIFY IF THE WELL IS LOCATED IN TIER I OR TIER II OF THE APPROVED RULISON SAMPLING AND ANALYSIS PLAN.

7) OPERATOR SHALL PROVIDE COMPLETE WELL-SPECIFIC EMERGENCY CONTACT INFORMATION TO THE COGCC AREA INSPECTOR IN THE SPUD NOTICE PRIOR TO SPUDDING THE WELL.

8) PRODUCED WATER FROM THIS LOCATION MAY NOT BE TRANSPORTED TO OR RE-USED AT ANOTHER LOCATION WITHOUT SPECIFIC WRITTEN APPROVAL FROM COGCC AND ONLY AFTER ANALYSIS CONFIRMS COMPLIANCE WITH THE RULISON SAP.

9) DRILL SOLIDS AND CUTTINGS FROM THIS LOCATION MAY NOT BE TRANSPORTED TO, DISPOSED OF OR RE-USED AT ANOTHER LOCATION WITHOUT SPECIFIC WRITTEN APPROVAL FROM COGCC AND ONLY AFTER ANALYSIS CONFIRMS COMPLIANCE WITH THE RULISON SAP.

10) A CLOSED LOOP MUD SYSTEM SHALL BE UTILIZED TO ENSURE CONTAINMENT OF ALL MATERIALS THAT HAVE BEEN IN CONTACT WITH DOWNHOLE STRATA AND FLUIDS. ALL CUTTINGS AND FRESH MAKE UP WATER STORAGE PITS SHALL BE LINED TO ENSURE CONTAINMENT. CONTOUR FEATURES, FRENCH DRAINS AND OTHER STORMWATER BMPS AS NECESSARY SHALL BE EMPLOYED TO ENSURE SITE INTEGRITY.

11) NO INDIVIDUAL OPERATOR SHALL UTILIZE MORE THAN ONE RIG WITHIN ONE MILE OF THE PROJECT RULISON BLAST SITE AT ANY GIVEN TIME AND NO INDIVIDUAL OPERATOR SHALL UTILIZE MORE THAN TWO RIGS WITHIN A THREE MILE RADIUS OF THE SITE AT ANY GIVEN TIME. THE TOTAL NUMBER OF RIGS ALLOWED BY ALL OPERATORS WITHIN THREE MILES OF THE SITE SHALL BE LIMITED TO FIVE AT ANY GIVEN TIME.

12) OPERATOR SHALL COMPLY WITH ALL PROVISIONS OF THE MOST RECENT COGCC APPROVED REVISION OF THE RULISON SAMPLING AND ANALYSIS PLAN. IN ADDITION TO THE PRODUCED WATER SAMPLING AND ANALYSIS OUTLINED IN SECTION 5.8 OF THE PLAN THE OPERATORS SHALL ALSO OBTAIN AND ANALYZE PRODUCED WATER SAMPLES ON WELLS DESCRIBED IN THE PLAN FOR CONSTITUENTS LISTED IN THE PLAN USING THE SPECIFIED METHOD WHERE APPLICABLE.

13) THE PROPOSED SURFACE CASING IS MORE THAN 50' BELOW THE DEPTH OF THE DEEPEST WATER WELL WITHIN 1 MILE OF THE SURFACE LOCATION WHEN CORRECTED FOR ELEVATION DIFFERENCES. THE DEEPEST WATER WELL WITHIN 1 MILE IS 150 FEET DEEP.

Operator must accommodate all future DOE requests for sampling. DOE notification letter from operator and DOE approval of location in Project Rulison Tier II already in well file.

### Attachment Check List

Att Doc Num	Name
400206659	FORM 2 SUBMITTED
400240289	WELL LOCATION PLAT
400240317	H2S CONTINGENCY PLAN
400240322	APD APPROVED
400249245	DIRECTIONAL DATA

Total Attach: 5 Files

### General Comments

<u>User Group</u>	<u>Comment</u>	<u>Comment Date</u>
Permit	LGD passed; public comments waived. Final Comprehensive Review Status--passed.	2/28/2012 7:58:14 AM
LGD	Passed	2/9/2012 4:27:05 PM
Permit	Returned to draft at operators request.	1/13/2012 11:57:14 AM

Total: 3 comment(s)

### BMP

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

Total: 7 comment(s)