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Land Department

October 18, 2011

Thornton Farms Partnership
1507 Peterson
Fort Collins, Colorado 80524

RE: **Surface Exception Location Consent**
Well Set-Back (Twinning) Exception Consent
THORNTON USX N05-09D
Township 5 North, Range 67 West, 6th P.M.
Section 5: SE/4SE/4
Weld County, CO

Dear Surface Owner:

Noble Energy, Inc. ("Noble") plans to drill the THORNTON USX N05-09D well (the "Well") at the referenced location which is more specifically described as 739 feet FSL, and 1,013 feet FEL which is outside the drilling window prescribed in Colorado Oil and Gas Conservation Commission ("COGCC") Rule 318A.a.(1).

By signing this letter you hereby grant your consent to Noble to locate the Well outside of a GWA window as defined in COGCC Rule 318A.a. Additionally, the Well is being proposed at a surface location approximately 525 feet from an existing surface well location. By signing this letter you also grant your consent to Noble to locate the Well more than 50 feet from the existing well as provided for under COGCC Rule 318A.c.(2).

We would like to thank you for your assistance in this matter. If you have any questions do not hesitate to call me at (970) 785-5000.

NOBLE ENERGY, INC.

A handwritten signature in blue ink, appearing to read 'Matthew Campbell'.

Matthew Campbell

Thornton Farms Partnership

A handwritten signature in black ink, appearing to read 'Barbara Thornton Frey'.

By:

A handwritten signature in black ink, appearing to read 'General Partner'.

Its:

Date: Jan. 20, 2012