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| FORM INSP Rev 05/11 | State of Colorado Oil and Gas Conservation Commission 1120 Lincoln Street, Suite 801, Denver, Colorado 80203 Phone: (303) 894-2100 Fax: (303) 894-2109 |  | DE ET OE ES |
|-------------------------------|--|--|-------------|

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| Inspection Date: <p style="text-align: center;"><u>08/20/2012</u></p> Document Number: <p style="text-align: center;"><u>663400776</u></p> Overall Inspection: <p style="text-align: center;"><u>Satisfactory</u></p> |
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| | | | | |
|---------------------|---------------|---------------|---------------|--------------------------------------|
| Location Identifier | Facility ID | Loc ID | Tracking Type | Inspector Name: <u>EDELEN, RANDY</u> |
| | <u>336352</u> | <u>336352</u> | | |

Operator Information:

OGCC Operator Number: 100322 Name of Operator: NOBLE ENERGY INC

Address: 1625 BROADWAY STE 2200

City: DENVER State: CO Zip: 80202

Contact Information:

| Contact Name | Phone | Email | Comment |
|-----------------|----------------|-----------------------------|---------|
| DERANLEAU, GREG | | greg.deranleau@state.co.us | |
| Pavelka, Linda | (303) 228-4064 | LPavelka@nobleenergyinc.com | |

Compliance Summary:

QtrQtr: NENE Sec: 32 Twp: 3N Range: 65W

Inspector Comment:

Facility without a location id

Related Facilities:

| Facility ID | Type | Status | Status Date | Well Class | API Num | Facility Name |
|-------------|------|--------|-------------|------------|-----------|-----------------|
| 250129 | WELL | PR | 09/07/2005 | OW | 123-17932 | ENDSLEY 32-1J5 |
| 294739 | WELL | PR | 05/16/2008 | OW | 123-25534 | GERRITY H 33-31 |

Equipment: Location Inventory

| | | | |
|------------------------------|------------------------|---------------------|-------------------------|
| Special Purpose Pits: _____ | Drilling Pits: _____ | Wells: _____ | Production Pits: _____ |
| Condensate Tanks: _____ | Water Tanks: _____ | Separators: _____ | Electric Motors: _____ |
| Gas or Diesel Mortors: _____ | Cavity Pumps: _____ | LACT Unit: _____ | Pump Jacks: _____ |
| Electric Generators: _____ | Gas Pipeline: _____ | Oil Pipeline: _____ | Water Pipeline: _____ |
| Gas Compressors: _____ | VOC Combustor: _____ | Oil Tanks: _____ | Dehydrator Units: _____ |
| Multi-Well Pits: _____ | Pigging Station: _____ | Flare: _____ | Fuel Tanks: _____ |

Location

Lease Road:

| Type | Satisfactory/Unsatisfactory | comment | Corrective Action | Date |
|--------|-----------------------------|---------|-------------------|------|
| Access | Satisfactory | | | |

Signs/Marker:

| Type | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
|---------|-----------------------------|--|-------------------|---------|
| BATTERY | Satisfactory | Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | | |

| | | | | |
|----------------------|----------------|--|---|------------|
| TANK LABELS/PLACARDS | Unsatisfactory | Information incomplete Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | Install sign to comply with rule 210.b. | 09/30/2012 |
|----------------------|----------------|--|---|------------|

Emergency Contact Number: (S/U/V) Satisfactory Corrective Date: _____

Comment: Verified

Corrective Action: _____

Spills:

| Type | Area | Volume | Corrective action | CA Date |
|-----------|---------------|-----------|--|------------|
| Crude Oil | Tank | <= 5 bbls | Remove or remediate stained soil Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | 09/30/2012 |
| Crude Oil | Truck Loadout | <= 5 bbls | Remove or remediate stained soil Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | 09/30/2012 |
| Crude Oil | Separator | <= 5 bbls | Remove or remediate stained soil Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | 09/30/2012 |

Multiple Spills and Releases?

Fencing/:

| Type | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
|--------------|-----------------------------|--|-------------------|---------|
| LOCATION | Satisfactory | Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | | |
| TANK BATTERY | Satisfactory | Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | | |

Equipment:

| Type | # | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
|-----------------------------|---|-----------------------------|---|-------------------------------|------------|
| Emission Control Device | 1 | Satisfactory | Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | | |
| Gas Meter Run | 3 | Satisfactory | Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | | |
| Bird Protectors | 4 | Satisfactory | Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | | |
| Horizontal Heated Separator | 3 | Unsatisfactory | Leaking Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | Repair and maintain equipment | 09/30/2012 |

| | | | | |
|--------------------|--|--|---------------------|------------------|
| Facilities: | | <input type="checkbox"/> New Tank | Tank ID: _____ | |
| Contents | # | Capacity | Type | SE GPS |
| PRODUCED WATER | 1 | <100 BBLS | CONCRETE SUMP/VAULT | , |
| S/U/V: | Satisfactory | Comment: Not painted Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | | |
| Corrective Action: | | | | Corrective Date: |
| <u>Paint</u> | | | | |
| Condition | Adequate | | | |
| Other (Content) | Not labeled | | | |
| Other (Capacity) | 53 bbl | | | |
| Other (Type) | | | | |
| <u>Berms</u> | | | | |
| Type | Capacity | Permeability (Wall) | Permeability (Base) | Maintenance |
| | | | | |
| Corrective Action | | | | Corrective Date |
| Comment | See steel tank for inspection of common berm | | | |

| | | | | |
|--------------------|--|--|---------------------|----------------------------|
| Facilities: | | <input type="checkbox"/> New Tank | Tank ID: _____ | |
| Contents | # | Capacity | Type | SE GPS |
| CRUDE OIL | 3 | 300 BBLS | STEEL AST | 40.185400,-104.678260 |
| S/U/V: | Satisfactory | Comment: Endsley H 32-22 Endsley 32-1J5 Endsley 32-8J5 Gerrity H 33-31 | | |
| Corrective Action: | | | | Corrective Date: |
| <u>Paint</u> | | | | |
| Condition | Adequate | | | |
| Other (Content) | Not listed | | | |
| Other (Capacity) | Not listed | | | |
| Other (Type) | | | | |
| <u>Berms</u> | | | | |
| Type | Capacity | Permeability (Wall) | Permeability (Base) | Maintenance |
| Earth | Inadequate | Walls Sufficient | Base Sufficient | Adequate |
| Corrective Action | Install berm with sufficient capacity | | | Corrective Date 09/30/2012 |
| Comment | Location is not level, berm height is inadequate | | | |

| | |
|-----------------|-------------------|
| Venting: | |
| Yes/No | Comment |
| YES | Seperator leaking |

| | | | | |
|-------------------|-----------------------------|---------|-------------------|---------|
| Flaring: | | | | |
| Type | Satisfactory/Unsatisfactory | Comment | Corrective Action | CA Date |
| Ignitor/Combustor | Satisfactory | | | |

Predrill

Location ID: 336352

Site Preparation:

Lease Road Adeq.: _____ Pads: _____ Soil Stockpile: _____
 Corrective Action: _____ Date: _____ CDP Num.: _____

Form 2A COAs:

Comment: _____

CA: _____ **Date:** _____

Wildlife BMPs:

Comment: _____

CA: _____ **Date:** _____

Stormwater:

| Erosion BMPs | Present | Other BMPs | Present |
|--------------|---------|------------|---------|
| | | | |

Corrective Action: _____ Date: _____

Comments: Erosion BMPs: _____
 Other BMPs: _____

Comment: _____

Staking:

On Site Inspection (305):

Surface Owner Contact Information:

Name: _____ Address: _____
 Phone Number: _____ Cell Phone: _____

Operator Rep. Contact Information:

Landman Name: _____ Phone Number: _____
 Date Onsite Request Received: _____ Date of Rule 306 Consultation: _____

Request LGD Attendance: _____

LGD Contact Information:

Name: _____ Phone Number: _____ Agreed to Attend: _____

Summary of Landowner Issues:

Summary of Operator Response to Landowner Issues:

Onsite Inspection Memorandum Summarizing Discussions at Inspection as Attachment:

Environmental

Spills/Releases:

Type of Spill: _____ Description: _____ Estimated Spill Volume: _____

Comment: _____

Corrective Action: _____ Date: _____

Reportable: _____ GPS: Lat _____ Long _____

Proximity to Surface Water: _____ Depth to Ground Water: _____

Water Well:

DWR Receipt Num: _____ Owner Name: _____ GPS : _____ Lat _____ Long _____

Field Parameters:

Sample Location: _____

Emission Control Burner (ECB): _____
Comment: _____
Pilot: _____ Wildlife Protection Devices (fired vessels): _____

Reclamation - Storm Water - Pit

Interim Reclamation:

Date Interim Reclamation Started: _____ Date Interim Reclamation Completed: _____

Land Use: _____

Comment: _____

- 1003a. Debris removed? _____ CM _____
CA _____ CA Date _____
- Waste Material Onsite? _____ CM _____
CA _____ CA Date _____
- Unused or unneeded equipment onsite? _____ CM _____
CA _____ CA Date _____
- Pit, cellars, rat holes and other bores closed? _____ CM _____
CA _____ CA Date _____
- Guy line anchors removed? _____ CM _____
CA _____ CA Date _____
- Guy line anchors marked? _____ CM _____
CA _____ CA Date _____

1003b. Area no longer in use? _____ Production areas stabilized ? Pass

1003c. Compacted areas have been cross ripped? _____

1003d. Drilling pit closed? _____ Subsidence over on drill pit? _____

Cuttings management: _____

1003e. Areas no longer needed for drilling or subsequent operations for have been re-vegetated to 80% of pre-existing? _____

Production areas have been stabilized? _____ Segregated soils have been replaced? _____

RESTORATION AND REVEGETATION

Cropland

Top soil replaced _____ Recontoured _____ Perennial forage re-established _____

Non-Cropland

Top soil replaced _____ Recontoured _____ 80% Revegetation _____

1003 f. Weeds Noxious weeds? _____ P _____

Comment:

Overall Interim Reclamation Pass

Final Reclamation/ Abandoned Location:

Date Final Reclamation Started: _____ Date Final Reclamation Completed: _____

Final Land Use: _____

Reminder: _____

Comment:

Well plugged _____ Pit mouse/rat holes, cellars backfilled _____

Debris removed _____ No disturbance /Location never built _____

Access Roads Regraded _____ Contoured _____ Culverts removed _____

Gravel removed _____

Location and associated production facilities reclaimed _____ Locations, facilities, roads, recontoured _____

Compaction alleviation _____ Dust and erosion control _____

Non cropland: Revegetated 80% _____ Cropland: perennial forage _____

Weeds present _____ Subsidence _____

Comment:

Corrective Action: Date _____

Overall Final Reclamation Multi-Well Location

Storm Water:

| Loc Erosion BMPs | BMP Maintenance | Lease Road Erosion BMPs | Lease BMP Maintenance | Chemical BMPs | Chemical BMP Maintenance | Comment |
|------------------|-----------------|-------------------------|-----------------------|---------------|--------------------------|---------|
| | | | | | | |

S/U/V: Satisfactory _____ Corrective Date: _____

Comment:

CA: