



July 17, 2012

Department of Natural Resources
Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln St., Suite 801
Denver, CO 80203

Re: Operator Request Letter to Rule 318A.m.
Russian Fiddler 13N-18HZ
Township 2N North, Range 65 West
Section 19: SW/4SW/4
Weld County, Colorado

Ladies/Gentlemen:

Kerr-McGee Oil & Gas Onshore LP (KMG) is making application for a drilling permit for the above captioned well. As currently planned, the wellbore(s) of the following well(s) which are operated by KMG will lie within 150 feet of the horizontal lateral of the captioned well:

- | | | | |
|----|--------------------|--------------|---------------------------------|
| 1. | UPRR 38 PAN AM A 1 | 05-123-07260 | Kerr-McGee Oil & Gas Onshore LP |
| 2. | ALVIN 12-19 | 05-123-22039 | Kerr-McGee Oil & Gas Onshore LP |

Prior to drilling operations, Operator will perform an anti-collision review of existing offset wells that have the potential of being within close proximity of the proposed well. This anti-collision review may include MWD or gyro surveys and surface locations of the offset wells with included error of uncertainty per survey instrument, and compared against the proposed wellpath with its respective error of uncertainty. If current surveys do not exist for the offset wells, Operator may have gyro surveys conducted to verify bottomhole location. The proposed well will only be drilled if the anti-collision review results indicate that the risk of collision is sufficiently low as defined by the anti-collision plan, with separation factors greater than 1.5, or if the risk of collision has been mitigated through other means including shutting in wells, plugging wells, increased drilling fluid in the event of lost returns or as is appropriate for the specific situation. In the event of an increased risk of collision, that risk will be mitigated to prevent harm to people, the environment or property. For the proposed well, upon conclusion of drilling operations, an as-constructed directional survey will be submitted to COGCC with the Form 5.

Rule 318A.m of the Colorado Oil and Gas Commission's Rules and Regulations does not allow horizontal wells to be drilled within 150' of other wells unless this requirement is waived by the Operator of the encroached upon well(s). KMG is the operator of the proposed well and the encroached upon well(s) so no waiver is required.

As operator of the above referenced well(s) lying within 150 feet of the wellbore of the above captioned well, KMG respectfully requests the Director to accept this Operator Request Letter to allow the above referenced well to be drilled within 150' of the well(s) listed above that are operated by KMG.

Very truly yours,

Kerr-McGee Oil & Gas Onshore LP



Rebecca Heim
Regulatory Analyst II



KERR-MCGEE OIL & GAS ONSHORE LP
1099 18TH STREET, SUITE 1800
DENVER, CO 80202-1818
P.O. Box 173779
DENVER, CO 80217-3779
720-929-6000

July 20, 2012

Noble Energy, Inc.
1625 Broadway, Suite 2200
Denver, CO 80202

Re: RUSSIAN FIDDLER 13N-18HZ
Township 2 North, Range 65 West, 6th P.M.
Section 19: SW/4SW/4
Weld County, Colorado

Dear Sir/Madam:

Kerr-McGee Oil & Gas Onshore LP is applying for a permit to drill the captioned horizontal well. Pursuant to Rule 318A.m, the COGCC requires that operators proposing horizontal wells obtain waivers from operators of wells within 150 feet of the proposed horizontal wellbore.

As currently planned, the wellbores of the following well(s) which are operated by Operator Name lie within 150 feet of the horizontal lateral of the captioned well:

1) DECHANT X 19-5

If Operator Name is in agreement to waive Rule 318A.m., please sign in the space provided below and return one original copy to the undersigned.

KERR-MCGEE OIL & GAS ONSHORE LP
A wholly owned subsidiary of Anadarko Petroleum Corporation

Sincerely,

A handwritten signature in blue ink that reads 'Lauren Christiansen'.

Lauren Christiansen
Regulatory Analyst

Enclosure: Survey plat

As operator of the above referenced well(s) lying within 150 feet of the wellbore of the above captioned well, Operator Name hereby waives the one hundred and fifty foot (150') minimum intrawell distance as specified in COGCC Rule 318A.m.

Accepted and agreed to this _____ day of _____, 2012.

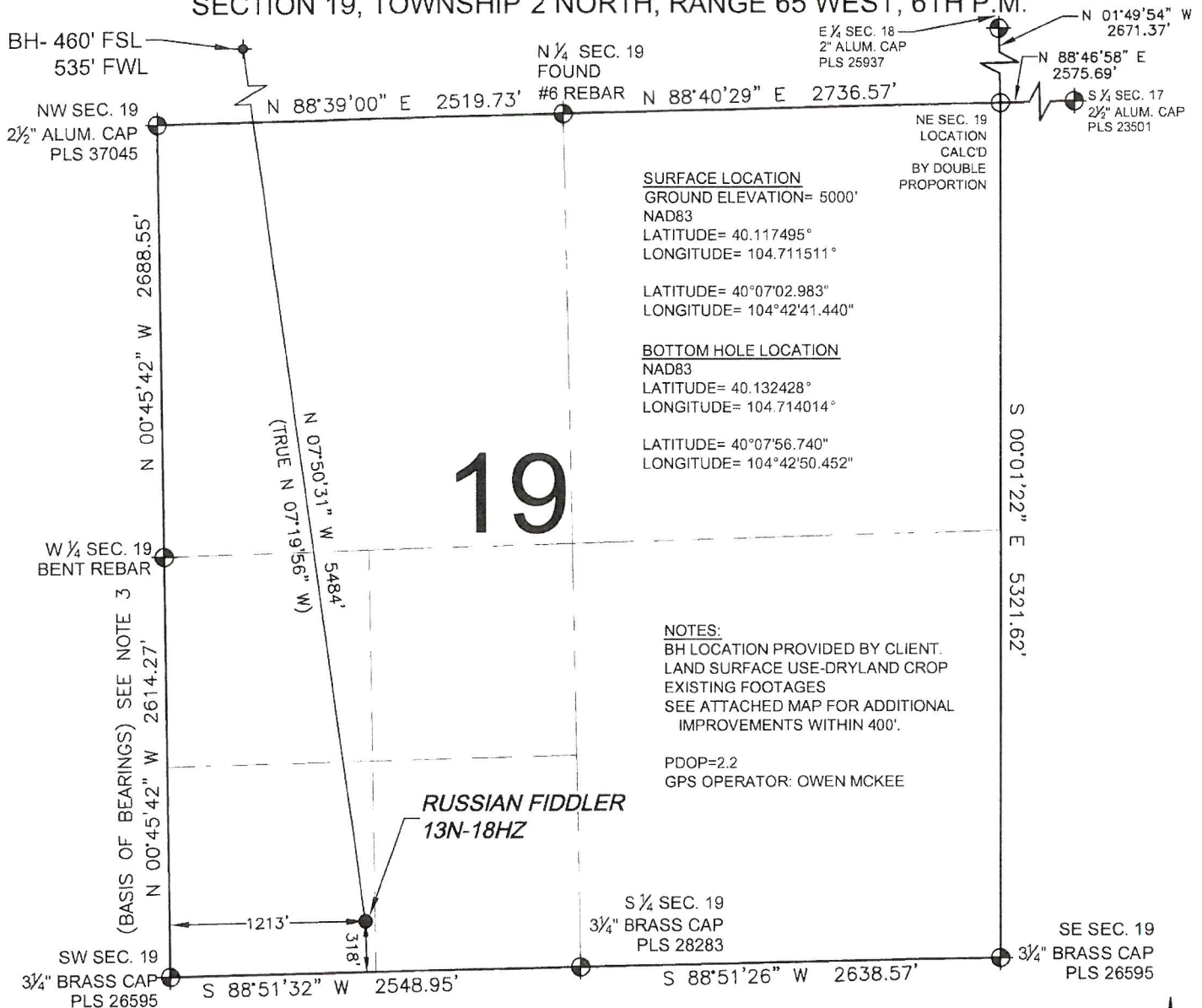
NOBLE ENERGY, INC.

By: _____

Title: _____

WELL LOCATION CERTIFICATE: RUSSIAN FIDDLER 13N-18HZ

SECTION 19, TOWNSHIP 2 NORTH, RANGE 65 WEST, 6TH P.M.



WELL RUSSIAN FIDDLER 13N-18HZ TO BE LOCATED 318' FSL & 1213' FWL.

LEGEND

- = EXISTING MONUMENT
- ◆ = BOTTOM HOLE
- BH = BOTTOM HOLE
- = PROPOSED WELL
- ◆ = EXISTING WELL

NOTES:

- THIS FIELD SURVEY CONFORMS TO THE MINIMUM STANDARDS SET BY THE C.O.G.C.C., RULE NO. 215
- HORIZONTAL POSITIONS AND ORTHOMETRIC ELEVATIONS SHOWN AT THE WELL HEAD, ARE BASED ON GPS-RTK POSITIONS DERIVED FROM MINIMUM 2-HOUR STATIC OBSERVATIONS CORRECTED BY THE NATIONAL GEODETIC SURVEY ONLINE POSITIONING USER SERVICE, O.P.U.S. DATUM: HORIZONTAL = NAD83/2007, VERTICAL = NAVD88
- THE BASIS OF BEARINGS ARE STATE PLANE COORDINATE SYSTEM GRID BEARINGS SHOWN HEREON BETWEEN THE DESCRIBED MONUMENTS SHOWN HEREON.
- GRID DISTANCES ARE SHOWN, AS MEASURED IN THE FIELD, WITH TIES TO WELLS MEASURED PERPENDICULAR TO SECTION LINES.

SHEET 1 OF 2

PREPARED BY:	FIELD DATE:	WELL NAME:
PFS	03-02-12	RUSSIAN FIDDLER 13N-18HZ
Petroleum Field Services, LLC	DRAWING DATE:	SURFACE LOCATION:
1601 W. 136th Ave.	03-06-12	WELD COUNTY, COLORADO
Denver, CO 80224	BY:	SW 1/4 SW 1/4, SEC. 19, T2N, R65W
	KAG	

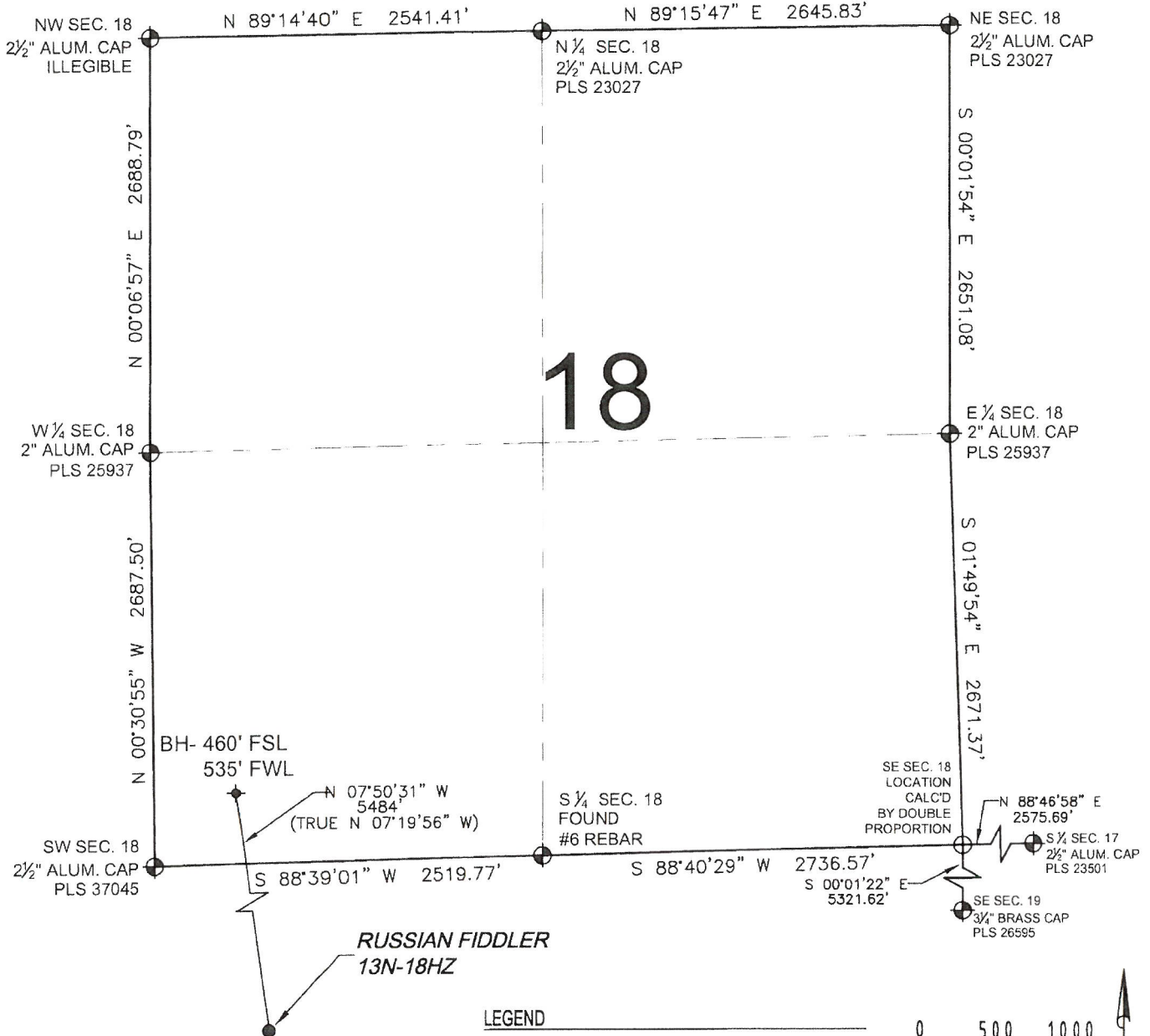
NOTICE: ACCORDING TO COLORADO LAW YOU MUST COMMENCE ANY LEGAL ACTION BASED UPON ANY DEFECT IN THIS SURVEY WITHIN THREE YEARS AFTER YOU FIRST DISCOVER SUCH DEFECT. IN NO EVENT MAY ANY ACTION BASED UPON ANY DEFECT IN THIS SURVEY BE COMMENCED MORE THAN TEN YEARS FROM THIS SAID DATE OF THIS CERTIFICATION SHOWN HEREON.

I, TERRY D. SANDERS, A LICENSED PROFESSIONAL LAND SURVEYOR IN THE STATE OF COLORADO DO HEREBY CERTIFY TO KERR-MCGEE OIL & GAS ONSHORE LP, THAT THE SURVEY AND WELL LOCATION CERTIFICATE SHOWN HEREON WERE DONE BY ME OR UNDER MY DIRECT SUPERVISION AND THAT THE DRAWING SHOWN HEREON ACCURATELY DEPICTS THE PROPOSED LOCATION OF THE WELL. THIS CERTIFICATE DOES NOT REPRESENT A LAND SURVEY PLAT OR IMPROVEMENT SURVEY PLAT AS DEFINED BY C.R.S. 38-51-102 AND CANNOT BE RELIED UPON TO DETERMINE OWNERSHIP.

TERRY D. SANDERS, PLS 30120
COLORADO LICENSED PROFESSIONAL LAND SURVEYOR
FOR AND ON BEHALF OF P.F.S., LLC

WELL LOCATION CERTIFICATE: RUSSIAN FIDDLER 13N-18HZ

SECTION 19, TOWNSHIP 2 NORTH, RANGE 65 WEST, 6TH P.M.



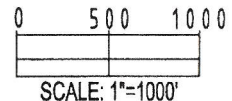
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SHEET 2 OF 2

LEGEND

- = EXISTING MONUMENT
- = PROPOSED WELL
- ◆ = BOTTOM HOLE
- ◆ = EXISTING WELL
- BH = BOTTOM HOLE



TERRY D. SANDERS, PLS 30120
COLORADO LICENSED PROFESSIONAL LAND SURVEYOR
FOR AND ON BEHALF OF P.F.S., LLC

PREPARED BY:



FIELD DATE:

03-02-12

WELL NAME:

RUSSIAN FIDDLER 13N-18HZ

DRAWING DATE:

03-06-12

SURFACE LOCATION:

WELD COUNTY, COLORADO

BY:

KAG

SW 1/4 SW 1/4, SEC. 19, T2N, R65W

NOTICE: ACCORDING TO COLORADO LAW YOU MUST COMMENCE ANY LEGAL ACTION BASED UPON ANY DEFECT IN THIS SURVEY WITHIN THREE YEARS AFTER YOU FIRST DISCOVER SUCH DEFECT. IN NO EVENT MAY ANY ACTION BASED UPON ANY DEFECT IN THIS SURVEY BE COMMENCED MORE THAN TEN YEARS FROM THIS SAID DATE OF THIS CERTIFICATION SHOWN HEREON.