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January 16, 2013

Colorado Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln Street, Suite 801
Denver, CO 80203
Attn: Mr. Matt Lepore, Director

**RE: Request to the Director for Surface Location Exception Order No. 535-3
(Outside Drilling and Spacing Unit)**
SHABLE LB32-68HN
Niobrara New Drill
Township 9N, Range 60W, 6th P. M
Section : 33: NWNW: 288' FNL & 250' FWL (Surface Location)
Weld County, Colorado

Dear Director:

Colorado Oil and Gas Conservation Commission (COGCC) Order No. 535-3 establishes 160 approximate 640-acre drilling and spacing units for certain lands in Townships 8, 9 and 10, North, Ranges 58 through 61, West, 6th P.M. and allows for one horizontal well in each unit for the production of oil, gas and associated hydrocarbons in the Niobrara Formation.

The surface location of the proposed well has been staked at 288' FNL & 250' FWL Section 33, T9N, R60W, which is outside of the drilling and spacing unit as defined in COGCC Order No. 535-3 and is being permitted as an exception location. Noble Energy has obtained written permission contained in a waiver from the surface owner, which is attached.

Thank you for your time and consideration.

Respectfully,

A handwritten signature in blue ink that reads 'Jan Kajiwara'.

Jan Kajiwara
Regulatory Analyst III
Noble Energy, Inc.