



Corporate Office
1775 Sherman Street, #3000
Denver, Colorado 80203
303.860.5800
www.pdce.com

January 30, 2014

State of Colorado, Oil & Gas Conservation Commission
Attn: Matt Lepore
1120 Lincoln Street, Suite 801
Denver, CO 80203

Re: **Letter to the Director, Rule 318A.m. Variance Request**
Churchill 28J-203
NWNW, Section 28, T5N, R64W
Weld County, Colorado

Dear Director:

Per rule 318A.m., PDC Energy, Inc. ("PDC") is requesting an exception to the rule for the above-captioned well. The proposed well will be less than 150' to Churchill 5 (API # 123-25595, NENW Sec 28), Adamson 1-6I (API #123-28192, NWSW Sec. 28), Adamson 5 (API #123-29053, NWSW Sec. 28), and Hoffman B33-19 (API # 123-30870, NWNE Sec. 33) which are located in T5N R64W. The Churchill 5, Adamson 1-6I, and Adamson 5 are operated by PDC and no waiver is needed for these wells. Hoffman B33-19 is not operated by PDC and the waiver from the operator of the offset well(s) is attached.

Proposed Anti-Collision Mitigation BMP:

Prior to drilling operations, Operator will perform an anti-collision scan of existing offset wells that have the potential of being within close proximity of the proposed well. This anti-collision scan will include definitive MWD or gyro surveys 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 scan results indicate that there is not a risk for collision, or harm to people or the environment. For the proposed well, upon conclusion of drilling operations, an as-constructed gyro survey will be submitted to COGCC with the Form 5.

Due to the reasons above, PDC respectfully requests that you approve this request. If you have any questions, please contact the undersigned at 303-860-5800 or at liz.lindow@pdce.com.

Sincerely,

A handwritten signature in blue ink, appearing to read "Liz Lindow".

Liz Lindow
Regulatory Analyst
PDC Energy, Inc.

318.A.m GWA Minimum Intrawell Distance Variance Waiver

PDC Energy, Inc. as Operator of the following subject well:

received
1/27/2014

Churchill 28J-203, located in NWNW, Sec. 28 T5N R64W

Hereby requests a GWA Minimum Intrawell Distance waiver from NOBLE ENERGY, INC., the offset operator of the following well(s) that are estimated to be closer than 150' to the subject well.

Hoffman B33-19, API #123-30870, NENW SEC. 33 T5N R64W

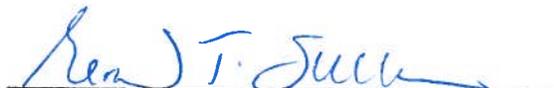
Prusuant to the following Colorado Oil and Gas Conservation Commission ("COGCC") Rule 318.A.m.:

Minimum intrawell distance. *No horizontal wellbore lateral shall be located less than one hundred fifty (150) feet from any existing or permitted oil or gas wellbore as illustrated in the directional survey for drilled wellbores or as illustrated in the deviated drilling plan for permitted wellbores or as otherwise reflected in the COGCC well records. This requirement may be waived in writing by the operator of the encroached upon well.*

The following BMP will be applied to the permit: *Prior to drilling operations, Operator will perform an anti-collision scan of existing offset wells that have the potential of being within close proximity of the proposed well. This anti-collision scan will include definitive MWD or gyro surveys 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 scan results indicate that there is not a risk for collision, or harm to people or the environment. For the proposed well, upon conclusion of drilling operations, an as-constructed gyro survey will be submitted to COGCC with the Form 5.*

As the offset operator or a designated representative thereof, I understand that the subject well will be potentially drilled within 150' of the offset wells listed above. I hereby give my consent for PDC to drill the subject well.

OPERATOR: NOBLE ENERGY, INC.



Signature

CS NDC
1-30-14

Date

Gerald T. Sullivan
Sr. Land Negotiator Advisor

Name, Title