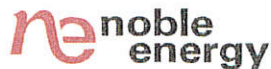


1625 Broadway
Suite 2200
Denver, Colorado 80202

Tel: 303.228.4000
Fax: 303.228.4280



July 20, 2016

Certified Mail Article # 7015 1660 0000 2065 6649

Charles P. Dunning LLC
Attn: Chuck Dunning
P.O. Box 1365
Fort Morgan, CO 80701

RE: **Statewide Fracture Stimulation Setback Waiver – COGCC Rule 317(s)**
Riley LD19-745 Horizontal Well
Township 9 North, Range 58 West, 6th P.M.
Section 19: ALL
Weld County, Colorado

Dear Mr. Dunning:

Noble Energy Inc. ("Noble") plans to drill the Riley LD19-745 Horizontal Well (the "Well"), with a wellbore lateral as depicted on the enclosed plat.

Our records indicate that Charles P. Dunning LLC operates the following well(s) which may be located within 150' from our proposed horizontal wellbore lateral:

Shoemaker 7-19 (API# 05-123-18970)

Colorado Oil and Gas Conservation Commission ("COGCC") Rule 317(s) provides that no portion of a proposed wellbore's treated interval shall be located less than one hundred fifty (150') feet from any existing or permitted oil or gas wellbore, but this requirement may be waived in writing by the operator of the encroached upon well.

Noble respectfully requests that Charles P. Dunning LLC waive this requirement and allow Noble to drill the Well as proposed. Accordingly, by executing this letter, Charles P. Dunning LLC waives COGCC Rule 317(s) and grants its consent to allow Noble to drill the Well within the 150' minimum intra-well distance provided for in said rule.

If you have any questions or need any additional information, please call me at (720)587-2146.

Very truly yours,
NOBLE ENERGY, INC.

A handwritten signature in blue ink that reads 'Daniel McCoy'.

Daniel R. McCoy
Staff Landman

Enclosures

Charles P. Dunning LLC

By:

Printed Name:

Title:

Date:

A handwritten signature in blue ink that reads 'Charles P. Dunning'.

CHARLES P. Dunning

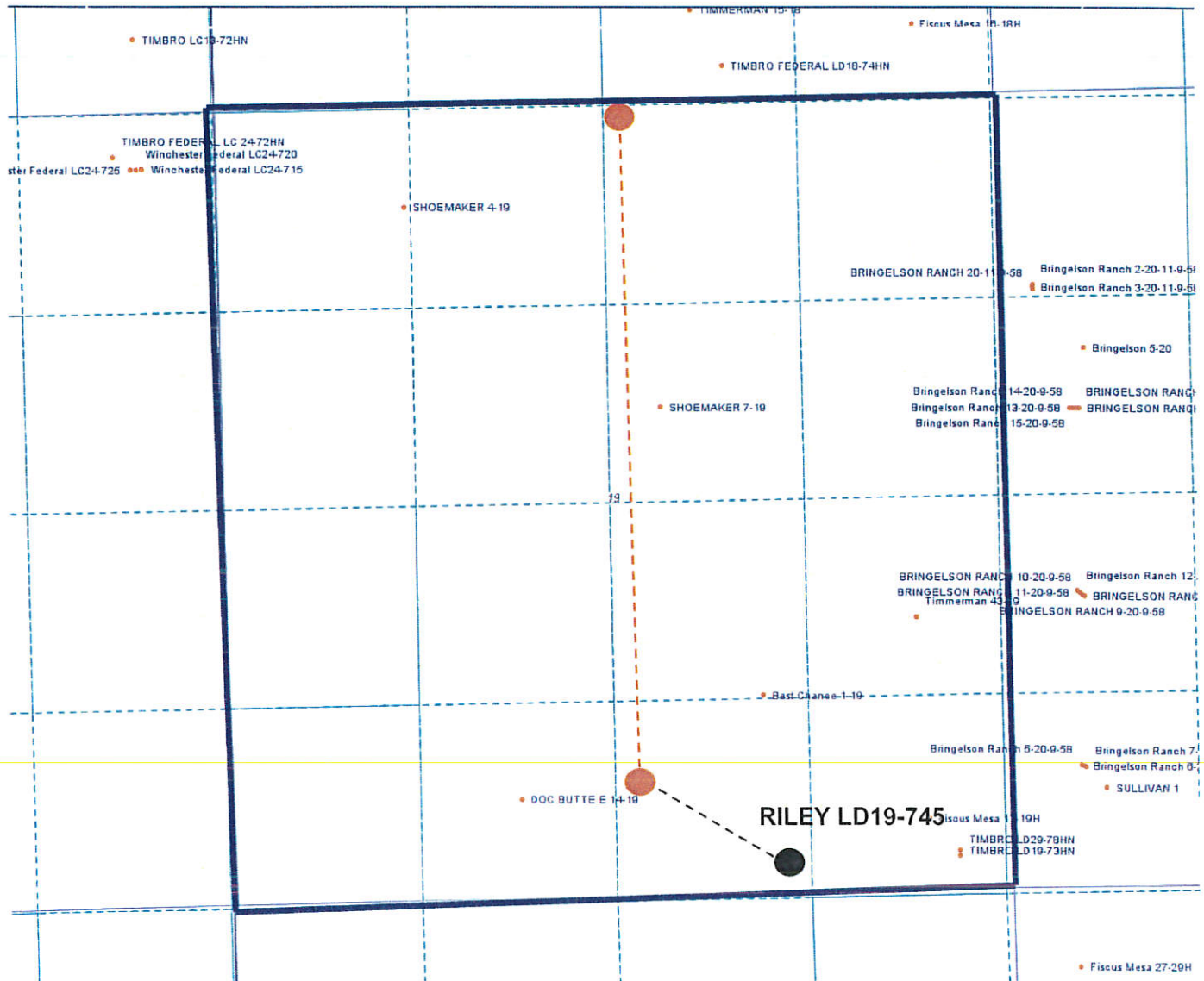
OWNER

8-25-2016

Riley LD19-745

Proposed Spacing Unit – Noble Energy, Inc

ALL Section 19, Township 9 North, Range 58 West



Legend



Proposed 644.48± acre spacing unit



Bottom Hole Location