

1625 Broadway
Suite 2200
Denver, Colorado 80202

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September 5, 2018

Delivered via Courier

PDC Energy, Inc.
Attn: Ms. Megan Lowe
1775 Sherman Street, Suite 3000
Denver, CO 80203

RE: **Statewide Fracture Stimulation Setback Waiver – COGCC Rule 317(s)**
Wells Ranch State AA32-789 Horizontal Well
Township 6 North, Range 63 West, 6th P.M.
Section 19: S/2SE/4
Section 29: SW/4NW/4, W/2SW/4
Section 30: NW/4NE/4, E/2E/2
Section 31: E/2E/2
Section 32: W/2W/2
Township 5 North, Range 63 West, 6th P.M.
Section 5: NW/4NW/4
Section 6: NE/4NE/4
Weld County, Colorado

Dear Ms. Lowe:

Noble Energy Inc. ("Noble") plans to drill the Wells Ranch State AA32-789 Horizontal Well (the "Well"), with a wellbore lateral as depicted on the enclosed plat.

Our records indicate that PDC Energy, Inc. operates the following well(s) which are located within 150' from our proposed horizontal wellbore lateral:

Wells Ranch 41-30 – located 116 feet from the proposed subject well

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 PDC Energy, Inc. waive this requirement and allow Noble to drill the Well as proposed. Accordingly, by executing this letter, PDC Energy, Inc. 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) 587-2055.

Very truly yours,
NOBLE ENERGY, INC.

A handwritten signature in blue ink, appearing to read 'Brant Douglass'.

Brant Douglass
Staff Landman

Enclosures

PDC Energy, Inc.

By:

Printed Name:

Title:

Date:

A handwritten signature in black ink, appearing to read 'Caleb A. Ring'.

Caleb A. Ring

Non-Op Engineer

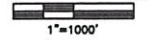
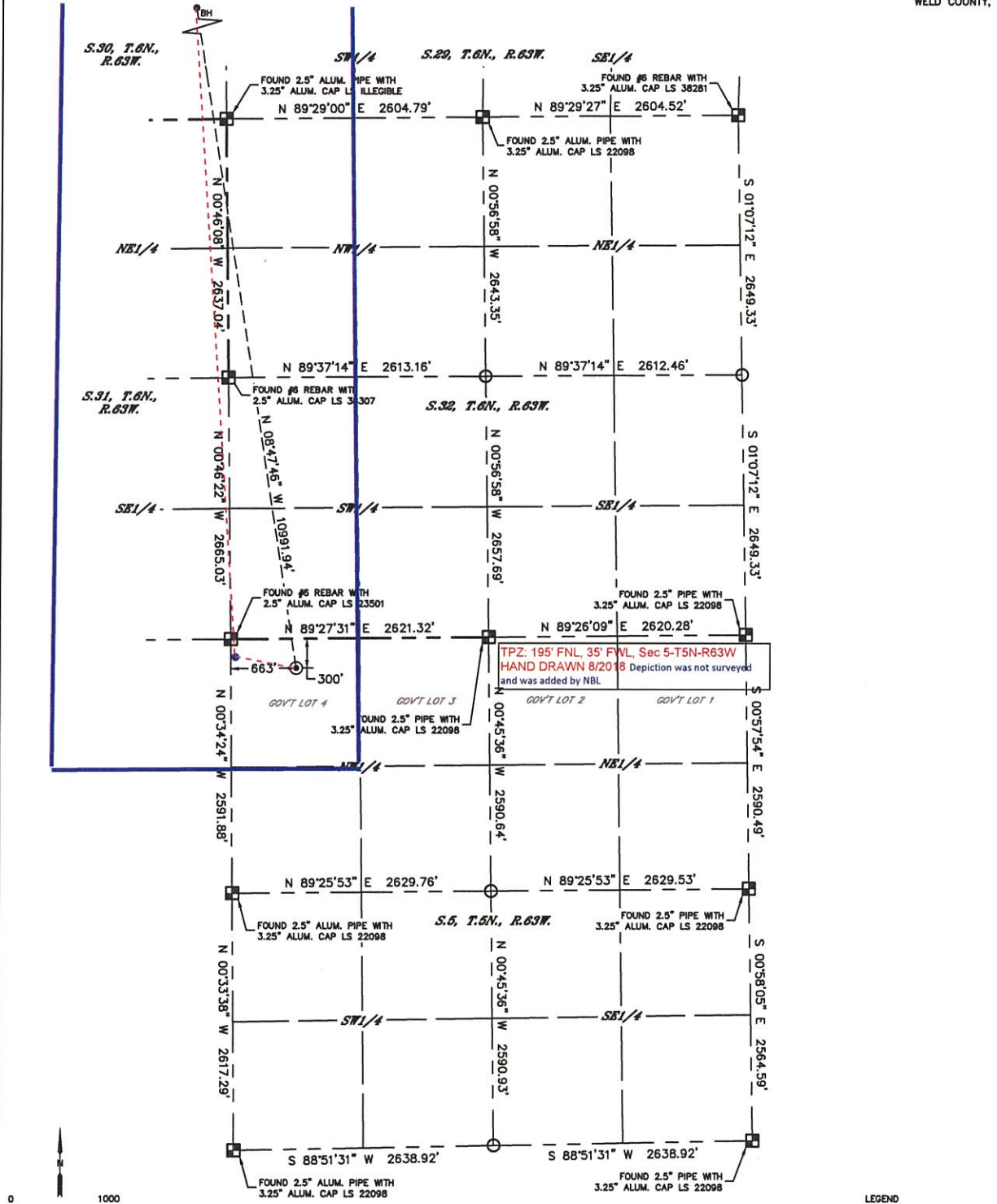
09/12/18

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Lat40°, Inc. 6250 W. 10th Street, Unit 2, Greeley, CO 970-515-5294

WELL LOCATION CERTIFICATE WELLS RANCH STATE AA32-789

SECTION: 5
TOWNSHIP: 5N
RANGE: 63W
6TH. P.M.
WELD COUNTY, CO



CLIENT: NOBLE ENERGY, INC.		LANDMAN: GREG WILSON	
INSTRUMENT OPERATOR: JAKE STILLE		SURVEY DATE: 11/07/2017	
SHL FOOTAGE	SHL LAT*	SHL LONG*	SHL PDOP
300 FNL 663 FWL	40.43489	-104.46783	2.8
			4672
			NWNW
			5-5-63

BHL FOOTAGE	BHL LAT*	BHL LONG*	BHL S-T-R
0 FNL 890 FEL	40.46476	-104.47341	30-6-63

NEAREST EXISTING WELL IN SHL 1/4/1/4	
EXISTING WELL	N/A
NEAREST CULTURAL ITEMS	
BUILDING	±4783' NW
BUILDING UNIT	5280'+
HIGH OCCUPANCY BUILDING UNIT	5280'+
DESIGNATED OUTSIDE ACTIVITY AREA	5280'+
PUBLIC ROAD	5280'+
ABOVE GROUND UTILITY	5280'+
RAILROAD	5280'+
PROPERTY LINE	±300' N

NOTE:
1) Bearings shown are Grid Bearings of the Colorado State Plane Coordinate System, North Zone, North American Datum 1983. The lineal dimensions as contained herein are based upon the "U.S. Survey Foot."
2) Distances to section lines measured at 90 degrees from said section lines.
3) Ground elevations are based on an observed GPS elevation (NAVD 1988 DATUM).
4) Latitude and Longitude shown are (NAD 83 DATUM).
5) IMPROVEMENTS: See LOCATION DRAWING for all visible improvements within 500' of oil and gas location.
6) This map does not represent a boundary survey.

- LEGEND
- ALLOTMENT MONUMENT AS DESCRIBED
 - CALCULATED POSITION
 - SURFACE HOLE LOCATION (SHL)
 - ENTRY POINT LOCATION (EP)
 - BOTTOM HOLE LOCATION (BHL)
 - EXISTING WELL
 - ABANDONED WELL



SHEET 1 OF 2
Kyle E. Rutz-On behalf of Lat40°, Inc.
Colorado Licensed Professional Surveyor No. 38307
DATE: 8/11/2018
PROJECT#: 2017094

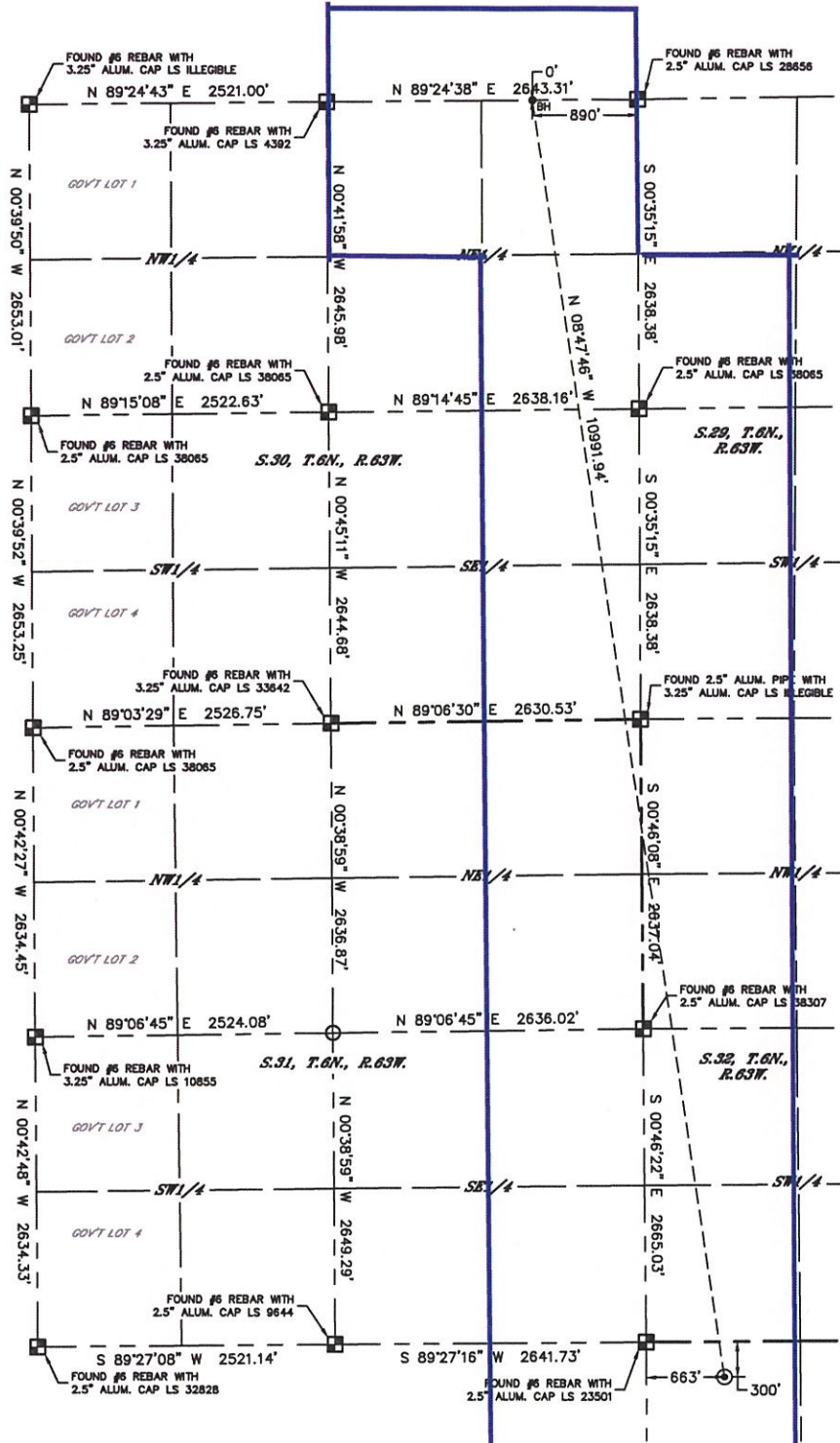


Lat40[®], Inc. 6250 W. 10th Street, Unit 2, Greeley, CO 970-515-5294

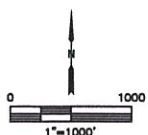
WELL LOCATION CERTIFICATE

WELLS RANCH STATE AA32-789

SECTION: 5
TOWNSHIP: 5N
RANGE: 63W
6TH. P.M.
WELD COUNTY, CO



- LEGEND
- ALIQUOT MONUMENT AS DESCRIBED
 - CALCULATED POSITION
 - SURFACE HOLE LOCATION (SHL)
 - ▲ ENTRY POINT LOCATION (EP)
 - BOTTOM HOLE LOCATION (BHL)
 - ⊙ EXISTING WELL
 - ⊙ ABANDONED WELL



SHEET 2 OF 2
Kyle E. Rutz-On behalf of Lat40[®], Inc.
Colorado Licensed Professional Land Surveyor No. 38307
DATE: 6/11/2018
PROJECT#: 2017094