

1625 Broadway
Suite 2000
Denver, CO 80202

Tel: 303.228.4000
Fax: 303.228.4280
www.nobleenergyinc.com



September 14, 2009

Colorado Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln Street, Suite 801
Denver, CO 80203

Attn: Mr. David Neslin, Director

RE: **Boulter G 22-32D**
Codell/Niobrara/ New Drill
Township 4 North, Range 65 West, 6th P.M.
Section 21: SENE: 2,079' FNL & 580' FEL (Surface Location)
Weld County, Colorado

Mr. Neslin:

Noble Energy, Inc. ("NEI") is planning to drill the captioned boundary well in accordance with the provisions of COGCC Rule 318A(e).

NEI's proposed wellbore spacing unit consists of Section 21, T4N, R65W SE/4NE/4 and the NE/4SE/4 and of Section 22, T4N, R65W SW/4NW/4 and the NW/4SW/4, creating a 160-acre wellbore spacing unit. NEI is not the only owner within the proposed wellbore spacing unit and as such provided notice to the remaining owner(s) within said proposed spacing unit as required under COGCC Rule 318A(e)(6). Copies of the required notice letter(s) is/are attached. The required twenty (20) day notice period has elapsed absent the receipt by NEI of an objection to said proposal by the owner(s) within the proposed spacing unit for this well.

Also, enclosed are copies of the following documents to assist you in your review and approval of NEI's proposed APD for the captioned well:

- Plat illustrating the proposed wellbore spacing unit and number of Codell/Niobrara/J Sand wells located within the existing 160-acre governmental quarter section (NE/4) to be less than eight (8) in accordance with COGCC Rule 318A.f.
- Plat illustrating proposed wellbore spacing unit on existing location plat

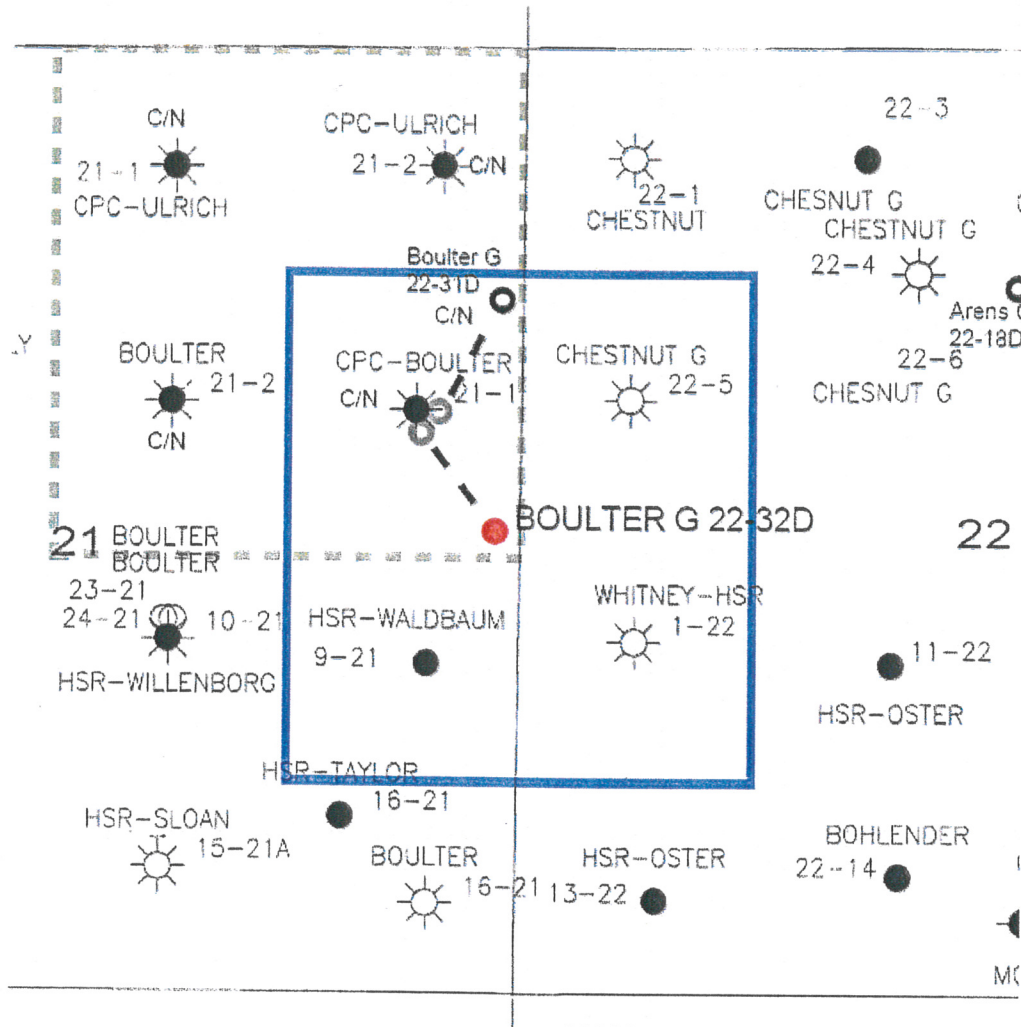
Thank you for your attention to the enclosed. NEI respectfully requests that the COGCC review the enclosed information and approve the Application for Permit to Drill the captioned well.

Sincerely,

A handwritten signature in blue ink that reads 'Kate Shirley'.

Kate Shirley
Regulatory Specialist
Noble Energy Inc.

Boulder G 22-32D
SENE, Section 21, T4N, R65W



LEGEND



Proposed 160 acre Spacing Unit



Bottom Hole Located SENE, Section 21, T4N, R65W

The governmental $\frac{1}{4}$ Section has less than 8 bottom hole wells producing from the Codell, Niobrara, & J-Sand Formations.



June 17, 2009



Certified Mail
Return Receipt Requested

Article # 7008 1830 0003 4248 0134

Kerr McGee Oil & Gas Onshore, LP
Attn: Anna Cavaleri
1099 18th St., Ste. 1800
Denver, CO 80202

RE: Notice of 318A(e) Well Proposal
Codell/Niobrara Formations
WELL NAME: **Boulter G22-32D**
Section 21, Township 4 North, Range 65 West
Weld County, Colorado

Dear Mr. McGinnis:

Noble Energy, Inc. ("Noble") intends to propose, drill and operate the referenced well pursuant to paragraph 6 of Rule 318A(e), Order 1R-100 of the Colorado Oil and Gas Conservation Commission ("COGCC").

Additional information for this well:

- (1) **Wellbore Spacing Unit**
The wellbore spacing unit will be comprised of the SE/4NE/4 and NE/4SE/4 of Section 21, T4N, R65W and of the SW/4NW/4 and NW/4SW/4 of Section 22, T4N, R65W, 6th P.M. as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara formations in the contributing 40 acre quarter-quarter sections will be utilized to determine the interests of the parties in the proposed 160 acre spacing unit for this well. It appears that you own a working interest in the proposed well.
- (2) **Target Formations**
This well will be drilled to a total depth to sufficiently test the Codell/Niobrara formations.
- (3) **Surface and Bottom Hole Locations**
SHL: 2079' FNL and 580' FEL in Sec. 21, T4N, R65W
BHL: 2575' FNL and 75' FEL in Sec. 21, T4N, R65W
- (4) **Anticipated Spud Date**
September 15, 2009

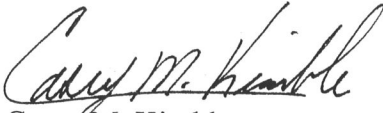
Pursuant to the aforementioned rule, you have twenty (20) days from your receipt of this notice to object to this proposal. In the event you do not respond to this notice or enter an objection within the established time period, the proposed 160 acre spacing unit set forth herein shall be established. **However, should you have no objection to this proposal, please so indicate by signing in the space provided below and return one copy of the letter as soon as possible.** Your cooperation in this matter is greatly appreciated so that Noble may timely continue the permitting process for this well.

A formal well proposal, including Noble's proposed AFE and Joint Operating Agreement will be forthcoming under separate cover.

Thank you in advance for your timely consideration and response to this proposal. Please feel free to contact me @ (303) 228-4352 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Casey M. Kimble
Land Negotiator

CMK

Enclosure

Pursuant to paragraph 6 of Rule 318A.e, Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Boulter G22-32D well in Section 21, T4N, R65W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

KERR MCGEE OIL & GAS ONSHORE, LP

By: _____

Date: _____

June 17, 2009

**Certified Mail
Return Receipt Requested**

Article # 7008 1830 0003 4248 0097

Dawn M. Krupp
15010 Echo Drive
Golden, CO 80401

RE: Notice of 318A(e) Well Proposal
Codell/Niobrara Formations
WELL NAME: **Boulter G22-32D**
Section 21, Township 4 North, Range 65 West
Weld County, Colorado

Dear Ms. Krupp:

Noble Energy, Inc. ("Noble") intends to propose, drill and operate the referenced well pursuant to paragraph 6 of Rule 318A(e), Order 1R-100 of the Colorado Oil and Gas Conservation Commission ("COGCC").

Additional information for this well:

(1) **Wellbore Spacing Unit**

The wellbore spacing unit will be comprised of the SE/4NE/4 and NE/4SE/4 of Section 21, T4N, R65W and of the SW/4NW/4 and NW/4SW/4 of Section 22, T4N, R65W, 6th P.M. as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara formations in the contributing 40 acre quarter-quarter sections will be utilized to determine the interests of the parties in the proposed 160 acre spacing unit for this well. It appears that you own a working interest in the proposed well.

(2) **Target Formations**

This well will be drilled to a total depth to sufficiently test the Codell/Niobrara formations.

(3) **Surface and Bottom Hole Locations**

SHL: 2079' FNL and 580' FEL in Sec. 21, T4N, R65W
BHL: 2575' FNL and 75' FEL in Sec. 21, T4N, R65W

(4) **Anticipated Spud Date**

September 15, 2009

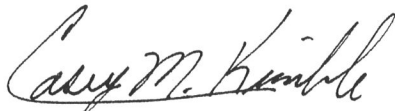
Pursuant to the aforementioned rule, you have twenty (20) days from your receipt of this notice to object to this proposal. In the event you do not respond to this notice or enter an objection within the established time period, the proposed 160 acre spacing unit set forth herein shall be established. **However, should you have no objection to this proposal, please so indicate by signing in the space provided below and return one copy of the letter as soon as possible.** Your cooperation in this matter is greatly appreciated so that Noble may timely continue the permitting process for this well.

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Thank you in advance for your timely consideration and response to this proposal. Please feel free to contact me @ (303) 228-4352 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Casey M. Kimble
Land Negotiator

CMK

Enclosure

Pursuant to paragraph 6 of Rule 318A.e, Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Boulter G22-32D well in Section 21, T4N, R65W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

DAWN M. KRUPP

By: _____

Date: _____

June 17, 2009

 **COPY**

**Certified Mail
Return Receipt Requested**

Article # 7008 1830 0003 4248 0103

Walter F. McGinnis
Westminster Village
Box 2020
Scottsdale, AZ 85260-8631

RE: Notice of 318A(e) Well Proposal
Codell/Niobrara New Well
WELL NAME: **Boulter G22-32D**
Section 21, Township 4 North, Range 65 West
Weld County, Colorado

Dear Mr. McGinnis:

Noble Energy, Inc. ("Noble") intends to propose, drill and operate the referenced well pursuant to paragraph 6 of Rule 318A(e), Order 1R-100 of the Colorado Oil and Gas Conservation Commission ("COGCC").

Additional information for this well:

- (1) **Wellbore Spacing Unit**
The wellbore spacing unit will be comprised of the SE/4NE/4 and NE/4SE/4 of Section 21, T4N, R65W and of the SW/4NW/4 and NW/4SW/4 of Section 22, T4N, R65W, 6th P.M. as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara formations in the contributing 40 acre quarter-quarter sections will be utilized to determine the interests of the parties in the proposed 160 acre spacing unit for this well. It appears that you own a working interest in the proposed well.
- (2) **Target Formations**
This well will be drilled to a total depth to sufficiently test the Codell/Niobrara formations.
- (3) **Surface and Bottom Hole Locations**
SHL: 2079' FNL and 580' FEL in Sec. 21, T4N, R65W
BHL: 2575' FNL and 75' FEL in Sec. 21, T4N, R65W
- (4) **Anticipated Spud Date**
September 15, 2009

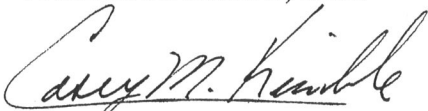
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A formal well proposal, including Noble's proposed AFE and Joint Operating Agreement will be forthcoming under separate cover.

Thank you in advance for your timely consideration and response to this proposal. Please feel free to contact me @ (303) 228-4352 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Casey M. Kimble
Land Negotiator

CMK

Enclosure

Pursuant to paragraph 6 of Rule 318A.e, Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Boulter G22-32D well in Section 21, T4N, R65W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

WALTER F. MCGINNIS

By: _____

Date: _____

June 17, 2009

 COPY

**Certified Mail
Return Receipt Requested**

Article # 7008 1830 0003 4248 0080

Petro-Canada Resources (USA) Inc.
Attn: Mari Gillman
999 18th Street, Suite 600
Denver, CO 80202

RE: Notice of 318A(e) Well Proposal
Codell/Niobrara Formations
WELL NAME: **Boulter G22-32D**
Section 21, Township 4 North, Range 65 West
Weld County, Colorado

Dear Mari:

Noble Energy, Inc. ("Noble") intends to propose, drill and operate the referenced well pursuant to paragraph 6 of Rule 318A(e), Order 1R-100 of the Colorado Oil and Gas Conservation Commission ("COGCC").

Additional information for this well:

(1) **Wellbore Spacing Unit**

The wellbore spacing unit will be comprised of the SE/4NE/4 and NE/4SE/4 of Section 21, T4N, R65W and of the SW/4NW/4 and NW/4SW/4 of Section 22, T4N, R65W, 6th P.M. as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara formations in the contributing 40 acre quarter-quarter sections will be utilized to determine the interests of the parties in the proposed 160 acre spacing unit for this well. It appears that you own a working interest in the proposed well.

(2) **Target Formations**

This well will be drilled to a total depth to sufficiently test the Codell/Niobrara formations.

(3) **Surface and Bottom Hole Locations**

SHL: 2079' FNL and 580' FEL in Sec. 21, T4N, R65W
BHL: 2575' FNL and 75' FEL in Sec. 21, T4N, R65W

(4) **Anticipated Spud Date**

September 15, 2009

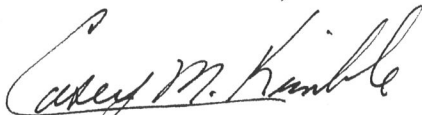
Pursuant to the aforementioned rule, you have twenty (20) days from your receipt of this notice to object to this proposal. In the event you do not respond to this notice or enter an objection within the established time period, the proposed 160 acre spacing unit set forth herein shall be established. **However, should you have no objection to this proposal, please so indicate by signing in the space provided below and return one copy of the letter as soon as possible.** Your cooperation in this matter is greatly appreciated so that Noble may timely continue the permitting process for this well.

A formal well proposal, including Noble's proposed AFE and Joint Operating Agreement will be forthcoming under separate cover.

Thank you in advance for your timely consideration and response to this proposal. Please feel free to contact me @ (303) 228-4352 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Casey M. Kimble
Land Negotiator

CMK

Enclosure

Pursuant to paragraph 6 of Rule 318A.e, Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Boulter G22-32D well in Section 21, T4N, R65W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

PETRO-CANADA RESOURCES (USA) INC.

By: _____

Date: _____

June 17, 2009

Certified Mail
Return Receipt Requested

Article # 7008 1830 0003 4248 0127

Shawn Elworthy
1072 Hawk Court
Windsor, CO 80550

RE: Notice of 318A(e) Well Proposal
Codell/Niobrara Formations
WELL NAME: **Boulter G22-32D**
Section 21, Township 4 North, Range 65 West
Weld County, Colorado

Dear Mr. Elworthy:

Noble Energy, Inc. ("Noble") intends to propose, drill and operate the referenced well pursuant to paragraph 6 of Rule 318A(e), Order 1R-100 of the Colorado Oil and Gas Conservation Commission ("COGCC").

Additional information for this well:

(1) **Wellbore Spacing Unit**

The wellbore spacing unit will be comprised of the SE/4NE/4 and NE/4SE/4 of Section 21, T4N, R65W and of the SW/4NW/4 and NW/4SW/4 of Section 22, T4N, R65W, 6th P.M. as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara formations in the contributing 40 acre quarter-quarter sections will be utilized to determine the interests of the parties in the proposed 160 acre spacing unit for this well. It appears that you own a working interest in the proposed well.

(2) **Target Formations**

This well will be drilled to a total depth to sufficiently test the Codell/Niobrara formations.

(3) **Surface and Bottom Hole Locations**

SHL: 2079' FNL and 580' FEL in Sec. 21, T4N, R65W
BHL: 2575' FNL and 75' FEL in Sec. 21, T4N, R65W

(4) **Anticipated Spud Date**

September 15, 2009

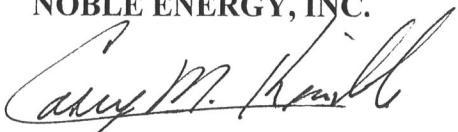
Pursuant to the aforementioned rule, you have twenty (20) days from your receipt of this notice to object to this proposal. In the event you do not respond to this notice or enter an objection within the established time period, the proposed 160 acre spacing unit set forth herein shall be established. **However, should you have no objection to this proposal, please so indicate by signing in the space provided below and return one copy of the letter as soon as possible.** Your cooperation in this matter is greatly appreciated so that Noble may timely continue the permitting process for this well.

A formal well proposal, including Noble's proposed AFE and Joint Operating Agreement will be forthcoming under separate cover.

Thank you in advance for your timely consideration and response to this proposal. Please feel free to contact me @ (303) 228-4352 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Casey M. Kimble
Land Negotiator

CMK

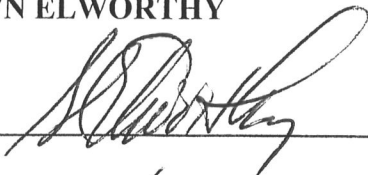

Enclosure

Pursuant to paragraph 6 of Rule 318A.c, Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Boulter G22-32D well in Section 21, T4N, R65W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

SHAWN ELWORTHY

By: _____

Date: _____

June 17, 2009

JUN 22 2009

**Certified Mail
Return Receipt Requested**

Article # 7008 1830 0003 4248 0110

Colorado Energy Minerals Inc.
P.O. Box 899
Denver, CO 80201

RE: Notice of 318A(e) Well Proposal
Codell/Niobrara Formations
WELL NAME: **Boulter G22-32D**
Section 21, Township 4 North, Range 65 West
Weld County, Colorado

Dear Sir or Madam:

Noble Energy, Inc. ("Noble") intends to propose, drill and operate the referenced well pursuant to paragraph 6 of Rule 318A(e), Order 1R-100 of the Colorado Oil and Gas Conservation Commission ("COGCC").

Additional information for this well:

(1) **Wellbore Spacing Unit**

The wellbore spacing unit will be comprised of the SE/4NE/4 and NE/4SE/4 of Section 21, T4N, R65W and of the SW/4NW/4 and NW/4SW/4 of Section 22, T4N, R65W, 6th P.M. as depicted on the enclosed plat. The working interests attributable to the Codell/Niobrara formations in the contributing 40 acre quarter-quarter sections will be utilized to determine the interests of the parties in the proposed 160 acre spacing unit for this well. It appears that you own a working interest in the proposed well.

(2) **Target Formations**

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(3) **Surface and Bottom Hole Locations**

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BHL: 2575' FNL and 75' FEL in Sec. 21, T4N, R65W

(4) **Anticipated Spud Date**

September 15, 2009

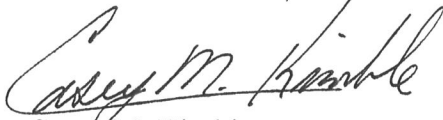
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A formal well proposal, including Noble's proposed AFE and Joint Operating Agreement will be forthcoming under separate cover.

Thank you in advance for your timely consideration and response to this proposal. Please feel free to contact me @ (303) 228-4352 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Casey M. Kimble
Land Negotiator

CMK

Enclosure

Pursuant to paragraph 6 of Rule 318A.e, Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Boulter G22-32D well in Section 21, T4N, R65W, Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

COLORADO ENERGY MINERALS INC.

By: 

Date: 6/22/09