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September 16, 2009

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

Attn: Mr. David Neslin, Director

RE: **Request to the Director for 318A.a Surface Location Exception (Outside 318A Drilling Window)**  
**Request to the Director for 603a.2 Property Line Exception**  
Thistle Down B 31-22D  
Codell/Niobrara New Drill  
Township 5 North, Range 64 West, 6th P.M.  
Section 31: SWNE: 2395' FNL & 2393' FEL (Surface Location)  
Weld County, Colorado

Mr. Neslin:

Noble Energy Inc. (NEI) is planning to drill the above mentioned well to the Codell/Niobrara formations

The surface location of NEI's proposed well has been staked outside of the 318Aa drilling window. The location is being permitted as an exception location. NEI has obtained written permission in a consent letter from the surface owner.

The surface location of NEI's proposed well has been staked at a location approximately 42' from a surface property line. As prescribed by the Colorado Oil and Gas Conservation Commission ("COGCC") Rule 603.a.(2), Noble has obtained a waiver of said Rule 603.a.(2) from the affected surface owner. A copy of this waiver is attached for your consideration.

Thank you for your attention to the enclosed. Noble respectfully requests that the COGCC review the enclosed information and approve the requested exception location waivers and Application for Permit to Drill the captioned well.

Respectfully,

A handwritten signature in blue ink that reads 'Mari Clark'. The signature is fluid and cursive, with a long horizontal stroke extending to the left.

Mari Clark  
Regulatory Analyst II  
Noble Energy Inc.