

804 Grand Ave.  
Platteville, CO 80651



Tel: 970.785.5000  
Fax: 303.785.5099  
www.nobleenergyinc.com

Land Department

June 15, 2009

Roger Boulter  
Thistle Down, Inc.  
2810 North Expressway 77  
Harlingen, TX 78552

RE: **Property Line Waiver**  
THISTLE DOWN B31-22D well  
Township 5 North, Range 64 West, 6th P.M.  
Section 31: SW1/4NE1/4  
Weld County, Colorado

Dear Mr. Boulter

Noble Energy, Inc. ("Noble") plans to drill the THISTLE DOWN B31-22D well (the "Well") at the referenced location which is more specifically described as 2395 feet FNL and 2593 feet FEL. This location is approximately 42 feet from your property line. Noble respectfully requests that you, as the offset surface owner, waive Rule 603.a.(2) of the Colorado Oil and Gas Conservation Commission ("COGCC") Rules and Regulations requiring that the Well be located a minimum distance of 150 feet from a surface property line.

Please sign below to evidence your waiver and have your signature acknowledged by a Notary Public on the acknowledgement form attached. If you have any questions regarding this matter, please contact me at (970) 785-5031.

Very truly yours,

NOBLE ENERGY, INC.

A handwritten signature in black ink, appearing to read 'J. Fincham'.

Jack Fincham  
Land Negotiator

The undersigned hereby waives COGCC Rule 603.a.(2).

Thistle Down, Inc.

By:

A handwritten signature in black ink, appearing to read 'Roger Boulter'.

Roger Boulter, President

Date:

06/19/09

THISTLE DOWN B31-22D well  
Waiver of COGCC Rule 603.a.(2).

STATE OF COLORADO                    )  
  ) ss  
COUNTY OF WELD                    )

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of June, 2009,  
by Roger Boulter, as President of Thistle Down, Inc.

[SEAL]

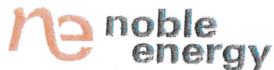
My commission expires:

4-10-2010

  
Notary Public

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Land Department

June 4, 2009

Roger Boulter  
Thistle Down, Inc.  
2810 North Expressway 77  
Harlingen, TX 78552

RE: Surface Exception Location Consent

THISTLE DOWN B31-22D  
Township 5 North, Range 64 West, 6<sup>th</sup> P.M.  
Section 31: SW1/4NE1/4  
Weld County, CO

Dear Mr. Boulter

Noble Energy, Inc. ("Noble") plans to drill the THISTLE DOWN B31-22D well (the "Well") at the referenced location which is more specifically described as 2395 feet FNL, and 2593 feet FEL which is outside the drilling window prescribed in Colorado Oil and Gas Conservation Commission ("COGCC") Rule 318A.a.(1).

By signing this letter you hereby grant your consent to Noble to locate the Well outside of a GWA window as defined in COGCC Rule 318A.a.

Noble hereby agrees that it will not drill the Well until you, as the Surface Owner, and Noble have entered into a Surface Use Agreement and the consideration therefore has been paid by Noble.

We would like to thank you for your assistance in this matter. If you have any questions do not hesitate to call me at (970) 785-5031.

NOBLE ENERGY, INC.

A handwritten signature in black ink, appearing to read 'Jack Fincham'.

Jack Fincham  
Land Negotiator

Thistle Down, Inc.

By: A handwritten signature in blue ink, appearing to read 'Roger Boulter'.  
Roger Boulter, President

Date: 6/5/09