

1625 Broadway
Suite 2000
Denver, CO 80202

Tel: 303.228.4000
Fax: 303.228.4280
www.nobleenergyinc.com



September 21, 2009

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

Attn: Mr. David Neslin, Director

RE: **Sater C23-28D**
Codell/Niobrara Township 4 North, Range 64 West, 6th P.M.
Section 23: NWNE: 762' FNL & 1740' 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 the SE/SW and the SW/SE of Section 14, T4N, R64W, AND THE NE/NW, NW/NE of Section 23 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 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 'Mari Clark'.

Mari Clark
Regulatory Analyst II
Noble Energy Inc.

August 5, 2009

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7007 2560 0002 6539 6699

Bonanza Creek Energy Operating Co., LLC
Attn: R. Michael McPhetridge
4900 California Ave., Suite 350-B
Bakersfield, CA 93309

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara: New Well
WELL NAME: Sater C23-28D
Township 4 North, Range 64 West
Section: 23, NW/4NE/4 (BHL)
Weld County, Colorado

Dear Mr. McPhetridge:

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"). Attached for your information is a plat representing this proposal.

Additional information for this well:

(1) **Wellbore Spacing Unit**

The wellbore spacing unit will be comprised of the NE/4NW/4 and NW/4NE/4 of Section 23, and the SE/4SW/4 and SW/4SE/4 of Section 14 in T4N, R64W, 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 wellbore spacing unit for this well.

(2) **Target Formations**

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

(3) **Surface and Bottomhole Locations**

SHL: 762' FNL, 1740' FEL, Section 23, T4N, R64W, 6th P.M
BHL: 75' FNL, 2570' FEL, Section 23, T4N, R64W, 6th P.M

(4) **Anticipated Spud Date**

2nd Quarter, 2010

(5) **Request for Title Information**

In order to facilitate the rendering of a full title opinion, please provide copies of any title opinions, updates and JIB/Rev deck materials for the referenced spacing unit in your possession to Noble.

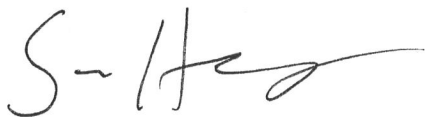
Pursuant to the aforementioned rule, you have twenty (20) days from your receipt of this notice to object to this proposal. In the event you do not respond to this notice or enter an objection within the established time period, the proposed 160 acre spacing unit set forth herein shall be established. **However, should you have no objection to this proposal, please so indicate by signing in the space provided below and returning to Noble 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 JOA will be forthcoming under separate cover.

Thank you for your timely consideration and response to this proposal. Please feel free to contact me @ (303) 228-4346 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



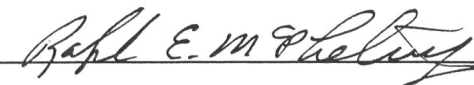
Sean Howley
Land Negotiator

SH:mw

Enclosures

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 Sater C23-28D well in Section 23, T4N, R64 W (BHL), Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

Bonanza Creek Energy Company Co., LLC

By: 

Date: August 24, 2009

August 31, 2009

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE # 7008 1830 0003 4170 0011

Kerr-McGee Oil & Gas Onshore LP
Attn: Matt Miller
1099 18th Street, Suite 1800
Denver, CO 80202

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara: New Well
WELL NAME: Sater C23-28D
Township 4 North, Range 64 West
Section: 23, NW/4NE/4 (BHL)
Weld County, Colorado

Dear Working Interest Owners:

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"). Attached for your information is a plat representing this proposal.

Additional information for this well:

(1) **Wellbore Spacing Unit**

The wellbore spacing unit will be comprised of the NE/4NW/4 and NW/4NE/4 of Section 23, and the SE/4SW/4 and SW/4SE/4 of Section 14 in T4N, R64W, 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 Niobrara formation in one of the contributing 40 acre quarter-quarter sections of the proposed wellbore spacing unit for this well.

(2) **Target Formations**

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

(3) **Surface and Bottomhole Locations**

SHL: 762' FNL, 1740' FEL, Section 23, T4N, R64W, 6th P.M.
BHL: 75' FNL, 2570' FEL, Section 23, T4N, R64W, 6th P.M.

(4) **Anticipated Spud Date**

2nd Quarter, 2010

(5) **Request for Title Information**

In order to facilitate the rendering of a full title opinion, please provide copies of any title opinions, updates and JIB/Rev deck materials for the referenced spacing unit in your possession to Noble.

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 returning to Noble 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 JOA will be forthcoming under separate cover.

Thank you for your timely consideration and response to this proposal. Please feel free to contact me @ (303) 228-4346 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Sean Howley
Land Negotiator

SH:jkb

Enclosures

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 Sater C23-28D well in Section 23, T4N, R64W (BHL), 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: _____

Printed Name: _____

Date: _____



"Hook, Sharon"
<Sharon.Hook@anadarko.com>

09/17/2009 01:44 PM

To <showley@nobleenergyinc.com>

cc "Gonzalez, Bill" <Bill.Gonzalez@anadarko.com>, "Cavaleri, Anna"
<Anna.Cavaleri@anadarko.com>

bcc

Subject Ehrlich N35-32 and Sater C23-28D

Sean,

Kerr-McGee has no objections to the above referenced wells. I will forward the 20 day proposal letters as soon as I receive signatures.

Sharon

Sharon Hook

Kerr-McGee Oil & Gas Onshore LP

(a wholly-owned subsidiary of Anadarko Petroleum Corporation)

1099 18th Street, Suite 1800

Denver, CO 80202

Email: sharon.hook@anadarko.com

Phone: 720-929-6539

August 5, 2009

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

ARTICLE #7007 2560 0002 6539 6705

IR Energy Financing Corporation,
as general partner of the National
Completion Fund 1983-B
8051 East Maplewood Avenue, Suite 220
Englewood, CO 80111

RE: Notice of 318A.e. Well Proposal
Codell/Niobrara: New Well
WELL NAME: Sater C23-28D
Township 4 North, Range 64 West
Section: 23, NW/4NE/4 (BHL)
Weld County, Colorado

Dear Owner:

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"). Attached for your information is a plat representing this proposal.

Additional information for this well:

(1) **Wellbore Spacing Unit**

The wellbore spacing unit will be comprised of the NE/4NW/4 and NW/4NE/4 of Section 23, and the SE/4SW/4 and SW/4SE/4 of Section 14 in T4N, R64W, 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 wellbore spacing unit for this well.

(2) **Target Formations**

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

(3) **Surface and Bottomhole Locations**

SHL: 762' FNL, 1740' FEL, Section 23, T4N, R64W, 6th P.M
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(4) **Anticipated Spud Date**

2nd Quarter, 2010

(5) **Request for Title Information**

In order to facilitate the rendering of a full title opinion, please provide copies of any title opinions, updates and JIB/Rev deck materials for the referenced spacing unit in your possession to Noble.

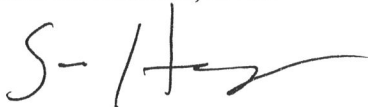
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A formal well proposal, including Noble's proposed AFE and JOA will be forthcoming under separate cover.

Thank you for your timely consideration and response to this proposal. Please feel free to contact me @ (303) 228-4346 should you have any questions.

Very truly yours,

NOBLE ENERGY, INC.



Sean Howley
Land Negotiator

SH:mw

Enclosures

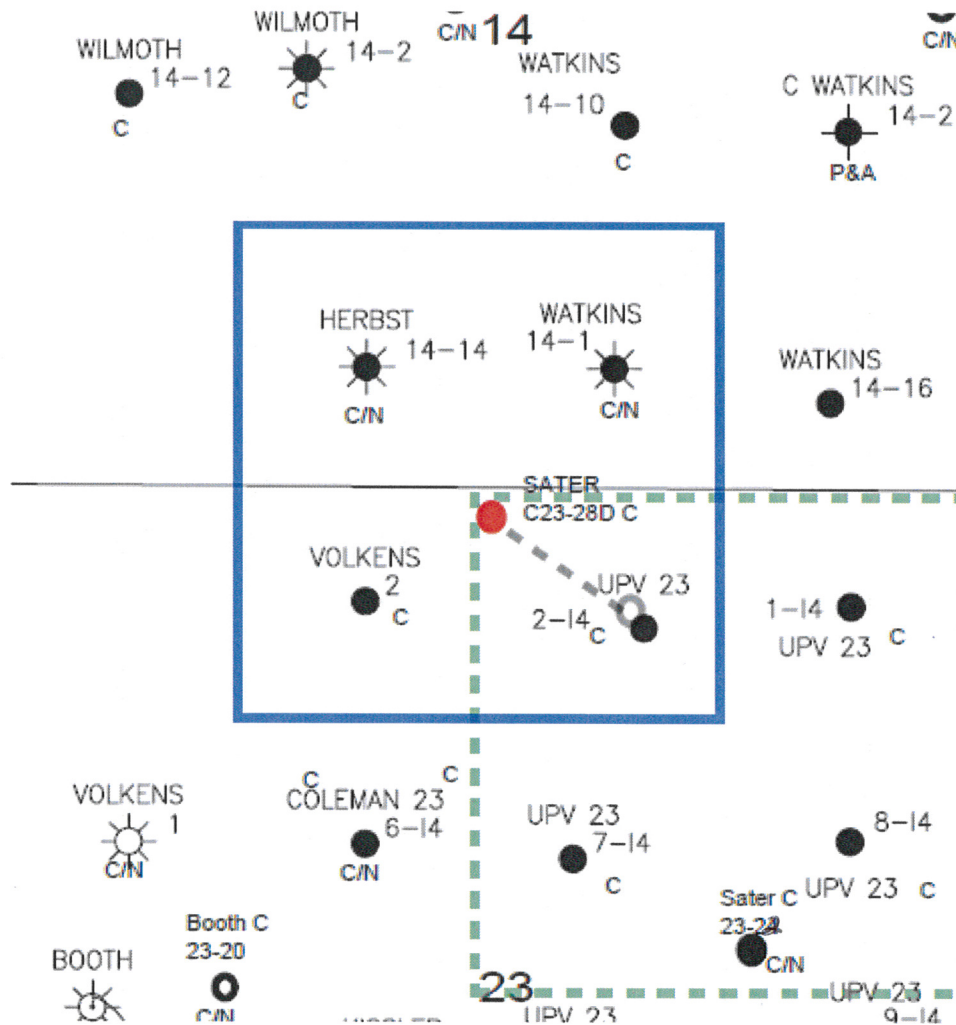
Pursuant to paragraph 6 of Rule 318A.e., Order 1R-100 of the Colorado Oil and Gas Conservation Commission, the undersigned has received notice from Noble Energy, Inc. ("Noble") of its intention to drill and operate the Sater C23-28D well in Section 23, T4N, R 64W (BHL), Weld County, Colorado and the undersigned hereby waives the twenty (20) day notice requirement as provided by said rule.

IR Energy Financing Corporation, as general partner of the National Completion Fund 1983-B

By: _____

Date: _____

Sater C 23-28D
NWNE, Section 23, T4N, R64W



LEGEND



Proposed 160 acre Spacing Unit



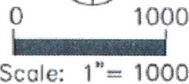
Bottomhole Located NWNE, Sec 23, T4N, R64W

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

Proposed 318Ae Spacing Unit

1102 West 19th Street P.O. BOX 2073
WELL LOCATION CERTIFICATE
THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

SECTION 23
TOWNSHIP 4 NORTH
RANGE 64 WEST



I HEREBY CERTIFY THAT THIS WELL LOCATION CERTIFICATE WAS PREPARED BY ME, OR UNDER MY DIRECT SUPERVISION, THAT THE FIELD WORK WAS COMPLETED ON 05/11/2009, FOR AND ON BEHALF OF NOBLE ENERGY INC, THAT IT IS NOT A LAND SURVEY PLAT OR AN IMPROVEMENT SURVEY PLAT, AND THAT IT IS NOT TO BE RELIED UPON FOR ESTABLISHMENT OF FENCE, BUILDING, OR OTHER FUTURE IMPROVEMENT LINES.

- 1) BASIS OF BEARINGS FOR THIS MAP ARE BASED UPON GPS OBSERVATIONS
MADE ON 10/12/2007 BETWEEN MONUMENTS LOCATED AT THE SOUTHEAST
SECTION CORNER AND THE NORTHEAST SECTION CORNER OF SAID SECTION
AND WITH ALL BEARINGS SHOWN HEREON RELATIVE THERETO.
- 2) ELEVATIONS ARE BASED UPON NGPS OF SOLUTION NAVD 88 DATUM.
- 3) THE NEAREST EXISTING WELL IS: UPW 23-214, 47' SOUTHWEST.
- 4) SEE VISIBLE IMPROVEMENTS EXHIBIT FOR ALL IMPROVEMENTS WITHIN 400'.
- 5) THE LOCATION FALLS IN IRRIGATED CROP LAND.

LATITUDE & LONGITUDE (NAD 83 SURFACE HOLE):
LATITUDE: N 40.30310°
LONGITUDE: W 104.51466°
PDCP: 1.7
QUARTER-QUARTER: NW/4NE/4
NEAREST PROPERTY LINE: 762' TO THE NORTH

(C) CALCULATED DIMENSION

NOTICE: According to Colorado law you MUST commence any legal action based upon any defect in this W.L.C. within three years after you first discover such defect. In no event may any action based upon any defect in this W.L.C. be commenced more than ten years from the sold date of the certification shown herein.

David C. Holmes
Professional Land Surveyor Registration No. 32828
State of Colorado

JOB # 09086

